

Question of Religion III.

The wacky conclusion to the trilogy that wasn't.

A Dungeons and or Dragons adventure for a party of 12th - 16th level.

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I made this adventure when I was 14 and I am converting it 3.5, yet preserving it with the zaniness of the ideas I had back then, in addition I have expanded it and added lots of cool things from various sources...

It was created in the twisted yet simplistic style of the mind of a 14 year old Dungeon Master who ran a group of four players in a small town in rural New Zealand in the year 1991, but it has been edited for comprehensibility. This could be a difficult adventure to run as it contains many twists and turns, so give it a thorough read through and don't attempt it unless you are a Dungeon Master of at least 15th level.

Manual of the planes and Dragonomnicon would be useful to run this adventure with 100 % splendor.

Important Note:

In reading this Adventure, be very certain you don't go past a word you don't fully understand.

"The only reason a person gives up a study or becomes confused or unable to learn is because he or she has gone past a word that was not understood."- Basic study manual.
LRH.

The confusion or inability to grasp or learn comes AFTER a word that the person did not have defined and understood.

A good resource for definitions is www.dictionary.com

May your vocabulary and understanding be only equaled by your wisdom.

I would Love to hear from you on how my adventure played out.

Any questions / comments can be directed to me- Weston Latimer Prestage at agentfestaskull@hotmail.com

A QUESTION OF RELIGION III
-THE WACKY CONCLUSION TO THE
TRILOGY THAT WASN'T.

DM BACKGROUND.

This adventure begins with the players having survived QOR 2, possibly having killed the main boss Grunnipalg and his evil white dragon steed Genip.

Genip the dragon is alive in this adventure. So if he did not escape in the last one then he has been mysteriously raised from the dead (possibly by a dragon cult of some sort) for his inclusion in this one.

This adventure takes place long enough after QOR 2 that the players have forgotten about QOR 2 and are off doing something else, somewhere else. This adventure starts somewhere near the Glacier of the White Worm, but you may set it anywhere in your world as long as the players can get to the glacier or any suitable arctic area. In the Forgotten

Realms this adventure assumes the party set out from Mulmaster.

Genip in his limited intelligence but unlimited cunning has hired a group of savages to lure the players to the center of the Glacier of the White Worm, where he will destroy them in a shredding, mincing frenzy of vengeance. The adventure is based on the premise that the players manage to escape through a portal to the elemental plane of ice and begin a brutal journey home through many of the outer and inner planes.

THE BEGGING REQUEST.

The players are being sought out by a group of filthy fur clad Eskimo type Barbarians, who hail from the glacier.

The Lead Barbarian tells the players: "Many bad snow orcs are attacking our little village, they have it surrounded. We hear you may help? We give lots of these..." And he will give each of the players a grape sized un-cut diamond. The diamond is worth 800 GP un-cut, but if properly cut and cleaned it could be worth up to 10,000. If the players refuse to go with the barbarians they continue to pester them for days. Genip has told them that if they return without the party they will be eaten. After a week of trying to convince the players the barbarians will try to ambush and kill them, and take their heads back to Genip. This will probably wind up getting the barbarians killed by the players.

THE BARBARIANS.

The barbarians are lead by Great Height (N Human Bar 4) and the group includes Snow Foot (N Human Bar 4), The White Killer (N Human bar 3) and three other unnamed N Human Bar 3s.

They wear heavy furs and have packs of food and survival gear. They are armed with spears and bone clubs. All of them excel in the skills of snow craft and hunting. They hate and fear magic and will try to steal or smash it. They have ready packed meat and furs for the party... but it's *just* not enough meat and *just* not enough furs. It is their goal that the party arrives weak and hungry.





THE HILLS.

The adventure begins with the players well on the east path out of Mulmaster heading out through rocky hills. Occasional pine trees are scattered here and there and the terrain is a patchwork of tumbled boulders and fox trails. A frigid river rolls through the hills, finally ending at the glacier. The barbarians lead the party along the side of the river once they come to it.

Map point A - THE CARNAGE SITE.

Day 1. Time: Afternoon. Weather: Cold and clear with a gentle wind.

The remains of a burnt out and hacked to bits group of 14 Orcs from the shattered skull tribe lie in partially eaten, untidy heaps around rusting armor and bent shields and weapons. A ranger tracking the area can (with a track check of 18) discover that this group was set upon by a pack of 15 heavy, bear like bipeds. After a frenzy of killing and eating, the creatures headed off to the east.

The barbarians will look toward the east and gibber worriedly to each other in their primitive language.

The players can take various Orc armor and weapons from here. There is nothing special though.

DM note: This was a powerful tribe of Quaggoth warriors. Quaggoths are detailed in the Monster section of the appendix.

Map Point B - QULLAN PARTY.

Day 2. Time: Midday. Weather: Cold and clear with a strong wind with occasional gusts of stronger wind.

On the wind the party will hear strange warbling war like cries. A ranger who is sporadically tracking will see the tracks of a bare foot group. Too large to be Orcs or Humans and too human-like to be Ogres... With the appropriate tracking checks the ranger can deduce that there are about 10 or so members of this strange group and the tracks head to the left, winding about the hills.

If the players follow these tracks they will find that they finally head up to the top of a medium sized hill...

If the party goes to the top of the hill and look about they will see a band of war painted individuals carving up a deer and eating the raw flesh. Unless the party is hiding, they may be seen by this group.

The Qullan group consists of 7 normal Qullans and three 3rd level barbarian Qullans.

Qullans are detailed in the Monster section of the appendix.

Map point C - IRONFANG FREAKINESS.

Day 2. Time: Sunset. Weather: Cold and clear with a gentle wind.

Here in the twilight the players can see mysterious purple and green light coming from a spiraling gothic Iron keep some miles away. There is a picture here :

http://www.wizards.com/dnd/images/FR_ART/Places/IronfangKeep.jpg

The Barbarians cower in terror and scuttle onward into the evening intoning prayers of protection to their gods.

One of the reasons the Vast and Moonsea is rather 'dragon light' is in part due to the harvestings done by the mysterious power resident in Ironfang Keep. It is a mysterious, shunned place whose magic-users are also known as "beast experimenters" who from time to time, at random and totally without warning, magically 'swoop' and collect dragons, dragon turtles, and anything else they fancy.

Ironfang Keep is used by powerful chronomancers. Since it has been around for so long and will likely be around for eternity... it is one of the few consistently non-changing places on Faerun. Last thing a chronomancer wants to do is travel

forward in time 5,000 years to find the place he was is now a pool of lava, or some other danger.

How much of the information above is up to you THE DM and the players Bardic or Arcane knowledge.

Map point D - FIRE IN THE NIGHT.

Day.2 Time: One hour past sunset. Weather: Freezing cold with brutal arctic wind fizzing in from the direction of the glacier. Unless properly protected, the players will start taking cold damage as detailed in the DMG under "Environmental Dangers".

The party better have enough arctic gear or magical cold protection as the barbarians did not bring enough for the party.

In the distance the party can see a fire, glowing. It is about half way up a nearby craggy hill. This is the Quaggoth lair. If the party investigates they will see all 15 of these Quaggoths, crouched around the fire at the mouth of a shallow cave.

If they decide to attack, fight and murder the Quaggoths and succeed, then in the shallow cave they will find the treasures of these shaggy bear like bipeds.

Treasure: A fire and extra wood, a smashed scroll case and a crumpled leather scroll on which is written a *Disintegrate* spell, Scribed at 18th level. There is also some painted and carved sticks and bones and the very full pouch of a long eaten merchant. The pouch contains 812 cp, 442 sp and 300 GP.

Map point E.-

THE STRANGE ENCHANTRESS WHO CANNOT SPEAK.

Day 3. Time: Midday. Weather: Clear, cold and still.

The party will see a figure emerge from a nearby clump of stunted bushes. She is a comely blond woman in her mid 20s with sparkling blue eyes. She wears a brown peasant frock and peasant gloves and she wears no shoes. Her ears are adorned with primitive tribal earrings and she is draped in a light purple cloak of fine make. On her back is strapped a one ft. x one ft. black chest of excellent craftsmanship.

She will stride across to the best looking PC and embrace him in a loving hug (unless she is attacked first).

Her goal is companionship and domination of the party. She will try to secretly charm every player until everyone is under her spell. She will do this by casting *charm person* on everyone (possibly the barbarians first) and if they make their save she will quicken cast *forget* on them and keep trying. She will leave the party if she does not have everyone charmed by the time they reach the glacier. If everyone does become charmed then she leads them all off on another quest and the current quest ends here and becomes another one that you the DM must devise.

By the afternoon of this day the party will top a rise and be able to see the Glacier of the White Worm less than a day away.

Glacier of the White Worm :



From the peaks of the Earthspur mountains, a frozen river of ice spills forth from a high cliff into the Moonsea at one end and into lake Icemelt between Impiltur and Damara at the other. The glacier of the White Worm is named for the Remorhaz that roam its surface, often in herds of a dozen or

more and reputedly led by a "King" worm of giant size. Adventurers tell of fleeing from snow spiders of gigantic size, or Remorhaz whose heads were fringed with long reaching

tentacles. The glacier is also home to many lesser creatures, including many extraplanar and unusual.

Old histories claim that this glacier was once part of a great glacier that covered all these lands. Modern sages warn of something sinister at work in or under this high ice. The glacier is too far south and at too low an altitude to persist without cold-based magic of great power, they suggest, and the safety of all Faerun might hinge on learning who works such magic, and why—or at least learning the true nature and powers of the "white worms".

How much of the information above is up to you THE DM and the players bardic or geographical knowledge.

Map point A.- COLD NIGHT CLUMP OF TREES.

Day 3. Time: Evening. Weather: Clear, still and incredibly cold. That night the party will camp an hour or two away from the edge of the glacier. There is a small clump of trees that may provide some sort of shelter. Unless warmed or protected from the cold somehow through magic or survival skills and good furs, the party could possibly die here.

The barbarians have a special warm tent - specially designed to be camouflaged and safe. It is only for them though and will not let any of the players use it.

That night all liquids on the characters freeze.

In the middle of the night everyone will be woken by a Huge but far off roar and hiss. A gigantic plume of steam can be seen rising off a distant snow field on the glacier.

WOLVES IN THE MORNING.

Day 4. Time: Morning. Weather: Clear.

Just after the party gets going they may notice that they are being tailed by a large pack of around 15 arctic wolves. These wolves will keep up with the party and steal any food they can, until scared away by fire or some other frightening event.

The terrain leading along the river here is muddy and snow covered, the going is hard as the ground is covered in ankle deep slush. The river is partially covered with ice in places. By midday the sun is beating down and the temperature is incredibly hot.

By afternoon the river is wholly frozen over and the party have stepped foot on the glacier and are now trekking across it. Always on one or the other side of the main frozen river that snakes down its center.

The barbarians stop to hack a hole in the ice and catch a bunch of fish.

Map point B.- MERROW ATTACK!

Day 4 Time: Mid afternoon. Weather: Clear and not too cold. The barbarians are packing their fish away when a huge band of 18 arctic aquatic Ogres (MM Ogre- Merrow) burst through the fishing hole and the ice around it and try to eat everyone. Some may have spears but most will just attack with tooth and claw - trying to wrestle the party into the river...

They have no treasure.

Map point C.- MOONSTAR THE WATER NAGA.

Day 4 Time: Early Evening. Weather: Clear, starry and very cold.

While the party is camping on the ice and the sun has nearly completely gone down, a Water Naga will burst from the icy river.

The beautiful water Naga is emerald green and turquoise in reticulated patterns with chocolate brown and pale jade green, and her spines have red spikes that raise like hackles when she is angry, which she is not. Her eyes are glowing amber. Curious but neutral in attitude, she will not attack unless threatened. She will stare at the party until the barbarians, attack her after half an hour. If the party prevents this, she will dive down beneath the water and bring heaps of yummy fresh water crabs up for the party. She will talk in Elven but can understand common. Her name is Moonstar.

DON'T FORGET THE WOLVES.

Map point D.- OTTERS.

Day 5 Time: Early morning. Weather: Clear and very cold with a gentle and incredibly cold wind.

In the morning the party will see and find the bloody and frozen remains of six otters. They have been mostly torn apart and have had the innards eaten. The barbarians will pack these for food.

SWANS.

At almost the same time as the discovery of the otters, a large flock of arctic swans fly gracefully overhead. The barbarians will hurriedly point to the bows or other missile weapons of the party in an effort to get them to shoot as many as possible down. If the party refuse they will communicate that they must to anything to survive out here in the harsh wilderness.

Another freezing night falls. Don't forget the wolves if they are still tailing the party.

Day 5

Map point E.- LYING SNOWBLIND IN THE SUN.

Time: An hour past mid day. Weather: Clear and incredibly hot and bright as the sun blazes down on the party the entire day. Unless some sort of precaution is taken the party will become heavily sunburned and will be rendered Snowblind.

Snowblindness: A burn of the cornea by ultraviolet rays. The condition typically occurs on highly reflective snow fields or, less often, with a solar eclipse. Symptoms include tearing, pain, redness, swollen eyelids, headache, a gritty feeling in the eyes, and halos around lights, hazy vision, and temporary loss of vision. These symptoms may not appear until 6-12 hours after the exposure.

Treatment consists mainly of keeping the eye closed with patches, after instilling a few drops of some sort of magic or herbal healing juice. Vision usually returns after 18 hours. The surface of the cornea usually regenerates in 24 to 48 hours.

The barbarians are immune to the effects as they have slanty Eskimo eyes. They also know how to heal it but would like the party to stagger blindly into Genips trap.

Another freezing night falls. Don't forget the wolves if they are still tailing the party.

Day 6

Map point F- ICE TROLL ATTACK

Time: An hour past dawn. Weather: Clear and incredibly hot and bright as the sun blazes down on the party the entire day.

Unless some sort of precaution is taken the party will become heavily sunburned and will be rendered Snowblind.

Six Ice Trolls will burst from hiding places in the ice and evilly begin to shred the party up if at all possible... Ice Trolls are in the Monster section under TROLL- Ice.

Day 6 Time: Afternoon . Weather: Light to medium snowfall-limiting visibility to 300 ft.

YETI ATTACK !

A cold night falls for the party once again and once they are well settled and drifting off to sleep a pack of eight yetis (See Monster Section) that have been tracking the party wait until the wind whips the snow into a confusing blizzard before exploding out of nowhere to ATTACK !

Day 6 Time: Midnight . Weather: FREEZING

Later that night it drops down extra cold. Unprotected characters suffer the effects of *EXTREME COLD*.

Movement and visibility beyond a handspace is impossible. The snowstorm lasts all night clears up early in the morning . Even the barbarians cowering in their tent start getting cold enough to invite any spell caster that could make a little magic fire, into their tent to do so.

Day 7 Time: Morning . Weather: Gently snowing.

Map point G.- BOGGART.

A boggart in the form of a lost snow goblin child will be heard emitting plaintive cries as it staggers through the snow toward the party. As it desperately cries for help it trips into a ditch

in the snowy ice and wails piteously. If any of the players move to investigate / help, it will wait until as many adversaries as possible are near and then unleash its confusion power. It will then work to destroy and feed on the party, turning invisible and fleeing if things go badly for it.

The rest of that day is uneventful.

That night the barbarians set up a good camp to ensure that the players get a good nights rest. They say that they will arrive at the village on the morrow next and need the party to be well rested and in good condition to fight any orcs that may be near.

As orcs could be patrolling the area, the barbarians let the party have the nice tent while they will pull an all nighter of guarding.

Once the party is asleep the barbarians will run off to attract the dragons.

Map point H.- THE POLE.

When the party awakes the day is clear and bright.

Featureless white expanse of snow and Ice extends in all directions.

Featureless but for the huge wooden pole in the distance.

TOTEM CEMETERY.

Assuming the party investigate this, they will discover that it is a huge commemorative monument- a massive pillar of wood. It has the following graffiti carved into it.

- Gleep Werp the eyebiter, Mage extraordinaire.

- Cloyare Burse the magsman.
- Roarky Skewerd of Tymora.
- Frush 'o' Suggil.

Around it, like hub of a wheel, are wooden headstones. Carved with the names of explorers who lost their lives exploring the glacier.

Buried beneath the headstones (which are marked with the names of the deceased adventurers) in the ice, are the preserved corpses. All are in simple wooden coffins. The coffins lie only 3 feet down. All but for Beeks . He was buried 8 feet down. Because deep down he was a really nice guy.

Each coffin is trapped, and each coffin contains treasure the magic items can be detected through the snow and coffin lids. Detailed as follows.

1. Fonkin Hoddypeak.

His coffin contains the frozen woodland cloaked body of a high elf. His arm is missing - eaten by the Yeti that killed him. His pack lies at his feet and it contains : 5 torches, a tinderbox, 50' ft. of rope, 14 elven gold coins, 2 bottles of warfare oil, four small carefully wrapped bottles, containing 2 frozen potions of invisibility and 2 frozen potions of extra healing. A wooden elven scroll case contains the elven priest scrolls of *continual light* and *hold monster* .

Trap : As soon as the lid of the coffin is lifted it will explode with magical force for 7 d6 damage.

15 ft radius DC 18 reflex for $\frac{1}{2}$. Search (DC 22) reveals the tiny magical blast spell script. Disable (29) A rogue can interrupt the trigger, or it could be dispelled.

2. Flerd Tandle of Leira.

His coffin contains the skinny cloaked body of a human male. No apparent case of death can be surmised besides freezing to death. He wears a silver holy symbol of Leira and clutches a sack containing 7 gold coins and four flasks of frozen holy water.

Trap: As soon as the lid is opened his corpse will rise out and attack, followed by a seemingly unending stream of duplicates of his corpse. All of these are very well made illusions, with the power to kill any and all who believe in them. As illusions they will seem unkillable to any to do not disbelieve. A total of 40 will swarm out.

3. Redmod Duple.

His coffin contains the body of a shroud draped dwarf with many chunks bitten out of him. In his pocket he holds 24 large dwarven gold coins. At his feet is a small barrel of slushy dwarven ale, but most excitingly on his feet he wears a pair of *Boots of Striding and Springing*.

Trap: The coffin is set on top of a pillar of ice, the surrounding ice in a 20ft circle is only a thin layer and carefully geared to fall away once the lid is opened, sending anyone around it tumbling down a 180 ft donut shaped pit (the hole of the donut, being the pillar on which the coffin rests). I will leave it up to YOU the DM to determine if the fall is cushioned by snow and the character survives or if it is on to solid ice followed by tons of extra snow and ice falling from above.

Search (DC 16) a dwarf can also sense the danger in the surrounding ice with his stone cunning skill at - 6.

Disable (DC 10) The only way to disable it is to stand right up against the coffin and let the trap be triggered. Which poses

the problem of the character crossing the 20 ft gap between pillar and edge.

4. Faffle Dwermerocraft.

The partially eaten and frozen body of a red robed half elf lies in this coffin. He holds a long yellow crystal wand (10 charge *Wand of frost* - command word is "Frosty the snow man, play a tune for me") and a frozen potion of healing. At his feet lie three large hemp sacks, within them are two full and frozen wine flasks, 13 gold coins and three + 1 daggers.

Trap : A glowing misty figure will appear as soon as the coffin is touched and say "A curse on all of thee for robbing our tombs !" The curse will cause all gold touched to feel painfully searingly insanelly hot- yet not really burn.

5. Breck Gwenders of Croodle. Long may his " Ill lead you on an expedition" ranger soul RIP.

Buried 8 feet down.

A headless human body lies in this coffin covered by a ranger cloak. Across him lies a silver scimitar + 1, in his pockets are three packets of dust. 5 pinches of red dust (Sneezing), 5 pinches of blue dust (appearance), and 3 pinches of green dust (disappearance). In a ranger pack at his feet is four flasks of lamp oil, a tinder box and a broken equipment frame.

When the coffin is touched a huge rumbling noise will be heard and a 60 hp para ice elemental will be summoned and will rise out of the ice to destroy everyone in a frenzy of frigid mincing.

THE ARRIVAL OF GENIP AND FRIENDS.

The party's attention is grabbed by a small group of fur clad humanoids in the distance. Each of them seems to be waving a pair of flaming torches. The party realize that it is the barbarians! They may not realize why they are waving the torches, until they turn around and look behind them...

Flying down at the party at great speed is a group of dragons... Led by a grown up and vengeful Genip.

The other two dragons are a Grey dragon and an Obsidian Dragon.

Both are Gargantuan in size and the Grey Dragon is carrying a cage in its claws...

The Obsidian Dragon appears in most respects like a Silver Dragon except it is glossy black with silver highlights and has a longer tail. The Grey Dragon has square thick slate colored scales and a fan shaped crest of horn atop its head. Dragon magazine 146 is where these two dragons first appeared.

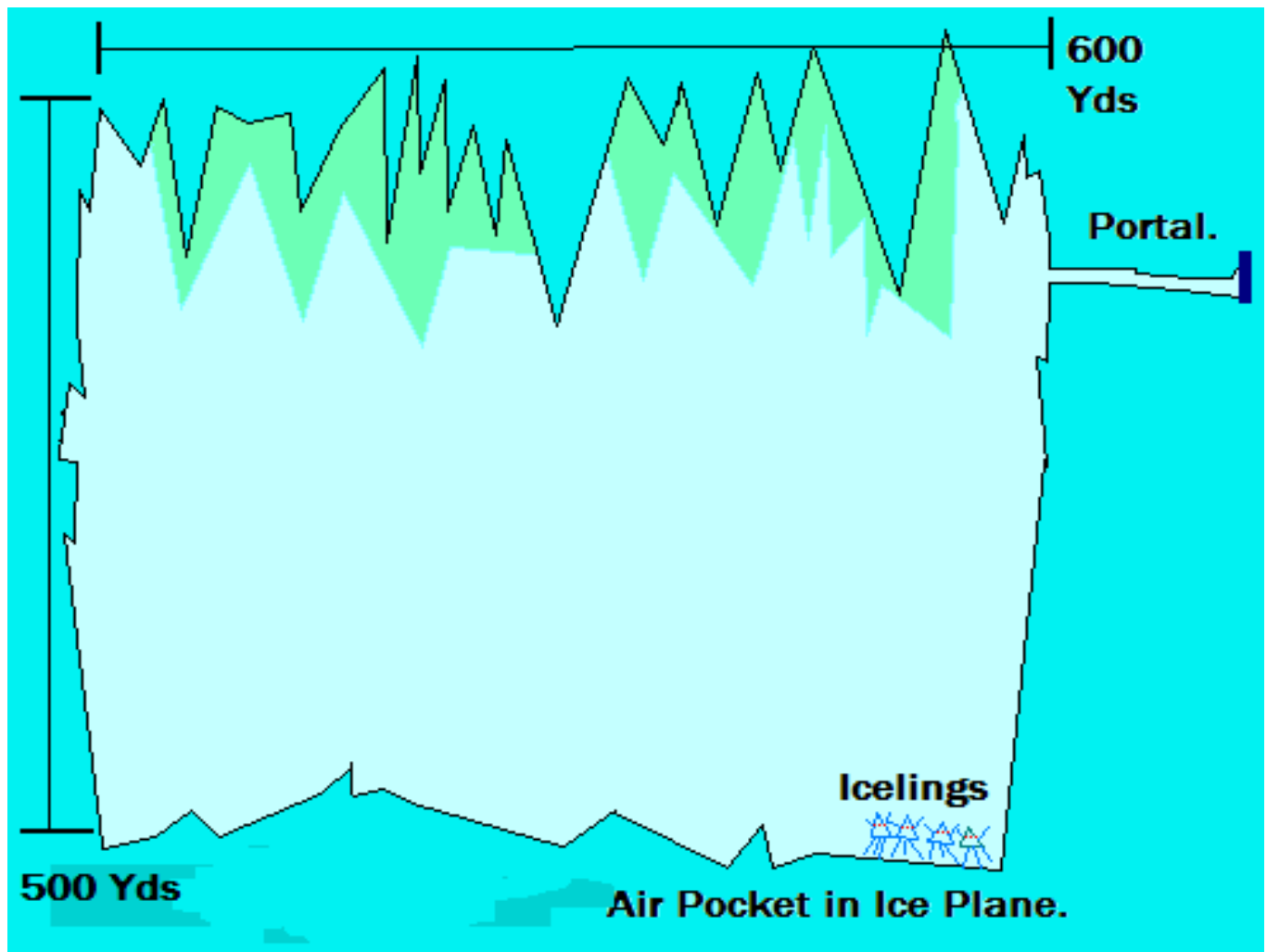
If the party foolishly decides to stand and fight then you will have to locate that magazine and convert them to 3.5 before killing the players for their foolishness. Or you could just kill them for their foolishness.

Genip is detailed in Question of Religion II.

The dragons will arrive in around two minutes, so let the players panic a little and possibly take their rage out on the barbarians - although they were forced to betray the party.

The panic and thoughts of escape the players have, activates a portal that leads out of the situation. The massive wooden pillar, freezes and then shatters into millions of toothpick sized flinders ! Reveling a misty, silvery blue gate way ...

This is the portal to the Elemental Plane of Cold - and thus the way out.



THE PORTAL.

The portal collapses as the last player dives through...
Leaving the party in a 3 foot wide crawl way that snakes
through a gigantic block of ice.

It is VERY cold. The ice is the purest of the pure and even the
air smells and tastes like ice. The temperature is 0 F°. A cold

bluish light radiates from the ice. Cold Magic is Enhanced here
and Fire magic is Impeded.

After crawling their way along this tube for about 10 minutes, the tunnel ends at a huge elemental air pocket. The pocket is a 300 yard high 200 yard wide ice cavern, with the tunnel opening about 200 yards up one craggy ledge covered side.

The ice wall is craggy and the party could climb down to the bottom with a series of DC 17 climb checks.

Gathered around the bottom of the ice cave are a pack of six icelings (Note : Each Monster that is not in the MM is detailed in the MONSTER section of this module). They will watch the party for a while, their glowing red eyes winking disconcertingly. After a while they will decide that the best way to deal with the strange trespassers is to launch occasional ice clouds at them from a distance and ice storms if they party make threatening movements...

If any of their number is destroyed they sink into the ice and travel away rapidly.

One the Icelings are gone, the party is left alone and freezing in the ice cavern. There is nothing exiting in the huge cavern except the odd bone fragment of a long forgotten explorer, a two foot long dented silver Warhorn sitting on a short pillar of ice and a spear made of para elemental ice which is propped up in one corner.

The party will slowly freeze and starve to death.

The pocket lies 500 yards below the surface of an ice slab that exits onto the surface of the frozen sea in the plane of cold. So if the party somehow tunnel up that far they will be subject to the dangers of the planes winds and snows.

Help will come in three days, in the form of a Djinn who will transport them to the plane of air, but till then the party will

have to fend of the following encounters- all of which can phase in and out of the ice.

There is a 1 in 20 chance of an encounter per hour.

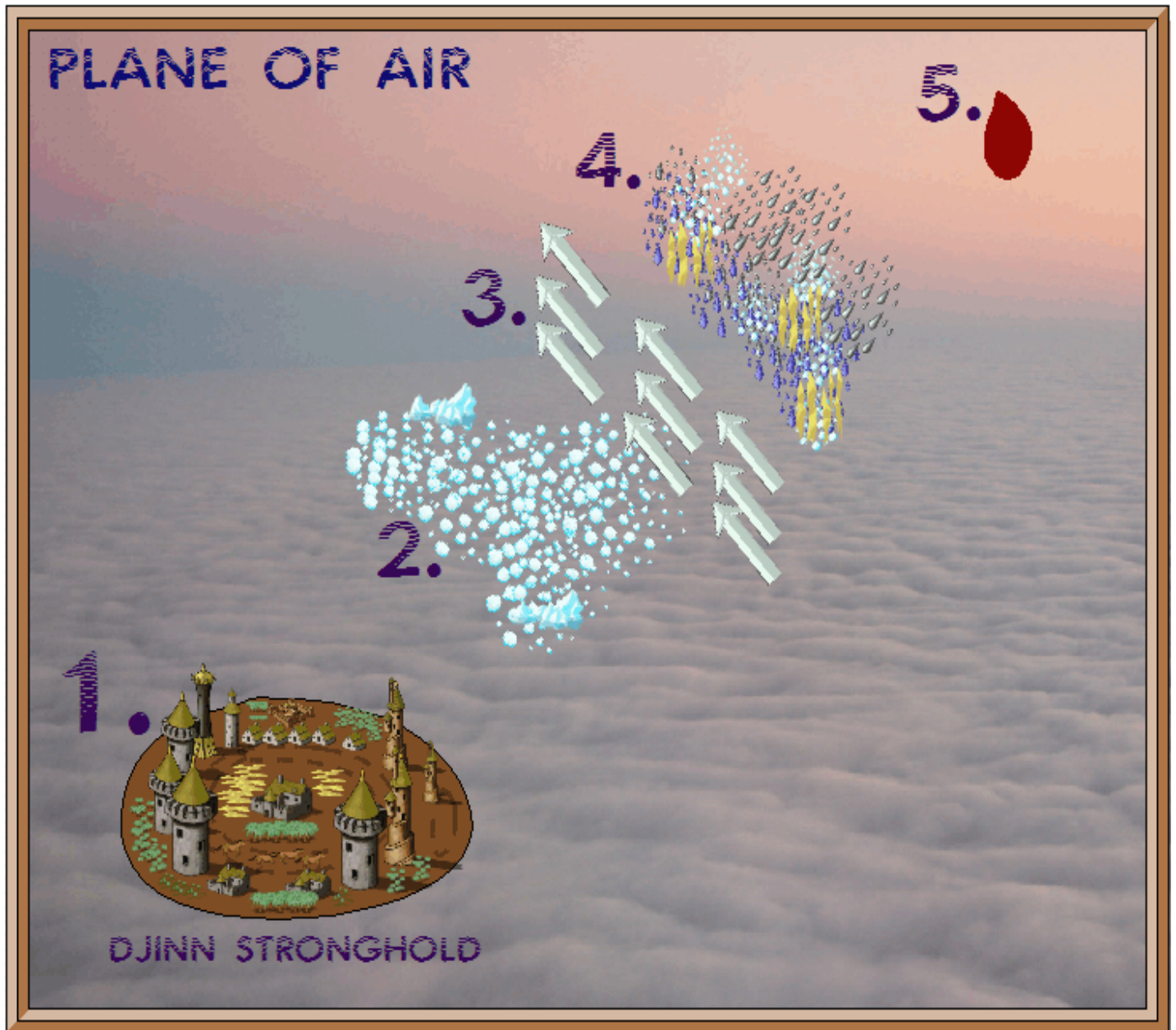
1. Shiverbugs. 3-18
2. Icelings. 1-6
3. Snowfury. 1-4
4. Ice Paraelemental, Small. 1-10
5. Ice Paraelemental, Med. 1-8
6. Ice Paraelemental, Large. 1-2
7. Ice Paraelemental, Huge. 1
8. Hoarfroster 1-2

So after three days a powerful Djinn (CG F10/Sor10) pops in. He looks like a tall attractive man. With sky blue skin and a long dark purple beard. He wears airy yellow silken billowing baggy clothes. He is quite skinny and his eyes have a dark sunken look to them...

He introduces himself and questions the party on how they came to be in the ice pocket. He comes by now and then to grab some ice for his drinks back at the stronghold he lives at in the plane of Air. His name is Ajnag and he is an occasional finder of lost travelers... he is also hopelessly addicted to horse racing and thus always short on cash... So he will attempt to negotiate a price for his services. He will use his powers to create food for the party if they need it, and then he will whisk them off to the Elemental plane of Air.

With a Whoosh and a hideous wrenching feeling, the party finds themselves plummeting through the ...

ELEMENTAL PLANE OF AIR.



The Elemental Plane of Air is an empty plane, consisting of sky above and sky below.

The Elemental Plane of Air is the most comfortable and survivable of the Inner Planes, and it is the home of all manner of airborne creatures. Indeed, flying creatures find themselves at a great advantage on this plane. While travelers without flight can survive easily here, they are at a disadvantage.

The plane's substance can be breathed and is excellent for travel. The traveler first notices the sterling blue color of the plane, like the bluest high-summer day in the Prime plane. Unlike conditions in the Prime, this blue extends underfoot as well as overhead, so that the traveler is surrounded by a great vault of sapphire hue.

Small pieces of matter float in this realm, bits of other elemental planes that have found their way (or been brought by powerful forces) into the plane of elemental Air. It is in and around such matter that other-planar creatures usually make their homes; the open space is the home of the air elementals.

The winds of the plane of Air are contrary and treacherous, mixing warm and cool air, scents of flowers and brimstone, hints of soft rain and hot gusts of desert wind. A traveler following the tang of electricity may find the scent dying on the wind, while one seeking a city built upon an intruding island of earth may find the structure blocked by a passing cloud and disappearing from view.

The Elemental Plane of Air has the following traits.

Subjective directional gravity. Inhabitants of the plane determine their own "down" direction. Objects not under the motive force of others do not move.

Air-dominant.

Enhanced magic. Spells and spell-like abilities that use, manipulate, or create air (including spells of the Air domain) are both empowered and enlarged

Impeded magic. Spells and spell-like abilities that use or create earth (including spells of the Earth domain and spells that summon earth elementals or outsiders with the earth subtype) are impeded.

Beings that fly, whether by magical devices or wings, can do so at double speed in the plane of Air. Maneuverability is one better here than normal (Clumsy becomes poor, poor becomes good etc). As there is no set down direction, creatures able to levitate can move in any direction. Those that move by swimming may do so normally, as the air acts like a liquid medium when there is no down direction.

When a being is knocked unconscious, reaches 0 hit points, or dies, it can no longer determine a down direction. Such a being continues to move at the velocity (speed and direction) that it was moving before it was disabled. Other sentient beings can change the disabled being's movement by grabbing it.

Subjective Directional Gravity. The strength of gravity on a plane with this trait is the same as on the Material Plane, but each individual chooses the direction of gravity's pull. Such a plane has no gravity for unattended objects and nonsentient creatures. This sort of environment can be very disorienting to the newcomer, but is common on "weightless" planes.

Characters on a plane with subjective directional gravity can move normally along a solid surface by imagining "down" near their feet. If suspended in midair, a character "flies" by merely choosing a "down" direction and "falling" that way. Under such a procedure, an individual "falls" 150 feet in the first round and 300 feet in each succeeding round. Movement is straight-line only. In order to stop, one has to slow one's movement by changing the designated "down" direction (again, moving 150 feet in the new direction in the first round and 300 feet per round thereafter).

It takes a DC 16 Wisdom check to set a new direction of gravity as a free action; this check can be made once per round. Any character who fails this Wisdom check in successive rounds

receives a +6 bonus on subsequent checks until he or she succeeds.

Ajnag will drop through the clouds and endless blue with the party laughing and screaming like a maniac as they all fall. After about thirty seconds a dot can be seen far below. This is his home. A massive Djinn stronghold that is mostly stables, stone towers and racing tracks. With one Huge central race track surrounded by grandstands and golden domed towers. If none of the party can fly or figure out how to change the direction of their fall, he will cast levitate on them and then summon forth a nicely patterned 10 x 10 carpet of flying. While they hang there he will haggle with them to buy it from him!

He will take a low price (between 2000 and 5000 gp of money or items) to fuel his gambling, but will start around 20,000.

If the party look like they are lost or say they are, he offers to sell them a map that he will have to go and get from the library, that will show a way back to Toril (Or which ever world they came from). If the party agrees to this he will have them follow him to the Djinn stronghold.

Either by flying themselves or dropping and trying to control the directional gravity, the party follow him to the large stronghold that sits on a massive grey stone slab. Rosy mists drift about it like a sunrise that never ends and the air smells like alpine spring time. He leads them to a tall and twisted coppery colored stone spire. One of many, that tower above the race track. Entering through a window the party arrive in a store room of sorts. It is piled high with old baskets full of expired incense and rugs. Sofas and chairs lay about and old chests are used as tables. Forgotten in one of the corners is a dusty old brass bugle.

This is an area that Ajnag uses to recover from partying or to escape creditors. A large and foul smelling hookah stands in the rooms center, surrounded by comfortable cushions.

Ajnag offers the players this place to hang out in and rest while he goes and places some bets on a horse race that is about to start (The players may bet also and it is up to YOU the DM to figure out horse names, odds and to describe the race that takes place far below).

He also magically creates a huge banquet of wine and delicious meals for the players.

If the party ask why he cannot just whisk them home with his magic, he tells them a sad tale of a youth gone astray and spent using his powers for the amusement and coin of humans and resulting in a life long ban from the prime material plane. He also promises to return with the map from his uncles library (which he will be stealing...) If the players have interest in buying a way back home... The cost of the map will be what ever the party can afford...

While the party is relaxing, a pair of Vrock debt collectors swoop down, through the window and into the room. Instantly using their stunning screech and kicking in their mirror images. As the fight progresses they will do their best to destroy the room. When Ajnag returns in three days. He will try to beg monetary compensation for the destroyed room... He looks like he has been through hell. His eyes are even more sunken and his face is dark and puffy. He is reeking of a strange burnt cheese smell and his robes are torn and covered in food and ash stains. He is staggering and slurring. This is the result of his partying

and if the party calls attention too this he tells them to rack off and calls them a bunch of lost miserable squares.

THE MAP.

Ajnag brings with him a map made from the dark skin of some sort of demonic creature... It is written in Infernal but Ajnag has a common translation on a separate parchment. The map has a diagram upon it and directions that lead the reader via various land marks across the top layer of Hades and to the river Styx where instruction is given for summoning a boatman. A boatman may be summoned to the banks of the Styx by casting any of the following spells: blasphemy, holy word, or symbol. For the purposes of this adventure blowing long on a horn will summon a boatman as well.

The first part of the map guides one to a Sickly White spinning disc in the plane of Air that leads to Oinos, the first layer of the plane of Hades. Ajnag will lead them through the plane of air to the disc at a rapid pace and it takes no more than two hours, or more if the DM throws encounters in .

Possible encounters could include the following - Adapted from Tales Of The Outer Planes.

FRIGID CLOUDS:

A chill breeze of ice crystals blows past PCs here, and they cannot see farther than 100 yards in these cirrus clouds. The cold is treated as an extreme cold (below 0 degrees F). Ajnag flies straight though it unbothered. These clouds shelter an Air element polar bear, which looks like an ordinary polar bear, with fleecy clouds trailing from its fur. This mist spreads into wings

as the bear moves. A hollow chunk of filthy ice serves as a cave for this bear.

When the party sees the bear, it lies in its den, sipping the airy essence of an air element seal, remaining docile unless annoyed. The party could accidentally crash into its cave ...

JET STREAM:

An amazing *hurricane force* wind whips crossways through this area at 100 mph. It prevents missile fire, penalizes melee combat by -8, stops characters from moving against the wind, and multiplies the speed of travelers going with the wind by a factor of six. Players flying on carpets or creatures will need to make a ride check DC 5 + 1d20 to keep flying in the right direction. A failure of more than 10 means that the character has been torn from his means of flight and becomes hurled along by the wind solely.

When the party goes through here, they see a streamlined horned creature downwind, which looks vaguely like a thin bull covered with white feathers. The monster is an animal bull, and it will become infuriated if disturbed. It attacks by holding still against the wind, using its enormous strength and streamlined body. As the bull remains immobile, powerful winds cast victims against its horns. This gives the bull a +6 to hit and lets it inflict double charging damage. After each impalement, the bull gallops downwind and attacks again. There is a gold ring in the bull's nose, worth 300 GP. Characters who grab the ring by making a successful roll to hit, can control the bull with it.

SEVERE WEATHER :

Dreadful hails, rains, and thunderbolts hang behind a cloud the party is passing through, ready to converge on PCs. The severe weather cloud is six miles wide. While in the lightning area,

characters have a 10% chance per 10 minutes of being struck, lowered to a 5% chance for small creatures and raised to 20% for large beings. Lightning victims must make a DC 20 reflex save or lose $1d6 \times 10\%$ of their current hit points. Those who successfully save suffer 3d6 points of damage. The hailstorm causes 3d3 points of damage per 10 minutes, which increases to 3d6 points of damage if the PCs are moving at speeds over 60'. Any character with an AC bonus of +4 or more due to deflection or armor takes $\frac{1}{2}$ this damage, further reduced to $\frac{1}{4}$ damage at +8 or more and only 1 damage per ten minutes at +10 or more.

Rain falls throughout this entire area, and thoroughly drenches everyone and thing passing through.

THE PORTAL TO HADES

Ajnag says goodbye and the players squelch through the reddish spherical portal and into the sickly grey waste of Oinos, the first layer of Hades.

Hades is strongly evil aligned.

All non evil creatures suffer a -2 penalty to Chr, Wis and Int checks.

Spell alterations in the Gray Waste:

All color-based spells fail. Summoning spells bring participants from the nearest never-ending war, the power of the spell has nothing to do with the power of what is brought, and they are resentful. Divinations need not be true, and will always given the saddest answer.

Spells with the good descriptor can only be cast with a spellcraft check $20 + \text{level of the spell}$.

Spells with an evil descriptor are increased in all respects by a third.

Hades, the plane of evil balanced between Law and Chaos, is one of the most accessible of the lower planes. It the midpoint of

the Styx, which links the lower planes in a river of evil. The terrain and inhabitants of all three layers are equally dangerous.

The layers of Hades are called the *glooms* of Hades. This is an adequate description of the nature of evil at its worst.

These are realms without joy or emotion, without hope or peace, and without good will or intentions. It is a grey land with a grey sky in all its layers.

Any colors but muted blacks and whites stand out here.

There is neither sun, moon, stars, nor passing of the seasons. It is merely a state of waiting, with no end to the waiting in sight.

The evil of Hades is such that those who remain within its bounds for any length of time may experience the defeatism and sadness that infects the plane. Colors slowly fade as time passes, so that the most vibrant blues and reds are muted after a week and reduced to shades of grey by the end of two weeks.

Travelers who remain longer than a week must roll successful saving throws vs. Will DC 10 + 1 per previous week spent in Hades, or be permanently trapped in Hades, wandering uncaring, their existence fading over the next month until they become larvae (they can be rescued by another traveler who pulls them out of Hades, or by a *wish* or related spell).

OINOS- FIRST LAYER OF HADES.

Expanded information is given in the SITES section in the appendix of the module.

Oinos is a sickly land, what plants that do exist are stunted and withered. Both foliage and rocky terrain are muted greys, stretching without relief to the horizon.

Oinos is the land of disease. Those who walk on its surface, or sail along the Styx as it passes through this layer, have a 10% - 1 % per Con bonus, chance of contracting a major disease per day

spent here. The worst of the diseases are THE GRAYS or the GRAY WASTING. Both detailed in Manual of the planes.



THROUGH THE PORTAL.

Map point 1.

A grey ashen plane stretches endlessly around the party. Behind them the portal spins brightly like a shining coin. The portal is one way only, and will not allow any one back through it without the proper planar travel spell. A beacon like contrast to the ashen plane. The chance of an encounter right here by the portal is 50% as creatures often hunt around portals, or at least watch them from afar to see who is traveling through. The landscape is dotted with piles of gray dust and blackish grey rocks. The odd dirty white stunted and spiny glum looking bush can be seen.

The Wasting Tower of Khin-Oin rises into the sky and out of sight in the far distance like a skeletal finger, visible even here hundreds of miles distant, a twenty-two mile high rocky spire looking nothing so much as a spinal column torn from some titanic beast, it eternally presides over the war torn plane of Oinos.

Consulting the map, the players can figure out where the portal is on the map. And from there which way the first land mark is using The Wasting Tower as a reference.

The map gives instructions to make way to the river Styx. Through the use of landmarks.

The first landmark is marked as a pattern of 100 ft high circular mounds. There are many mounds and the map shows them to be formed in a star like arrangement. The map then shows a complicated series of equations to figure out which way across the plain to travel for some 500 miles to the shores of the river Styx. Only an intelligence check DC 25, a knowledge planes DC 18, a knowledge arcana DC 20 or a knowledge math DC 14 check can solve the riddle of which direction it is or exactly how far it is in that direction. Without a planar compass of some sort to keep the party going in the right direction the chances of becoming hopelessly lost are fantastic. It is highly unlikely that

the players have already done an in depth study of the map and it should become as quite a surprise to them that they are trapped and lost when they realize it.

A spot check DC 10 is all that is needed to see the hills rising from the murk in the distance a direction away from the party.

ENCOUNTERS IN OINOS.

The frequency and number of the encounters are up to YOU the DM.

- 1 Diakk, Carcene and Diakk Varath- Flock.
- 2 Night Hag Larvae gatherer.
- 3 Larvae petitioner
- 4 Ghostly petitioner.
- 5 Dergholoth.
- 6 Mezzodaemon.
- 7 Nightmare.
- 8 Smoke mephit.

THE HILLS.

Map point 2.

The hills are a large group of 100 ft high circular mounds. There are many mounds and the map shows them to be formed in a star like arrangement. The hills have 45 degree slopes and the flat tops are 40 ft across. Once the players climb to the top of them they will see that they form a Satanic Pentagram.

The plane stretches out infinitely before them, ashen colored and largely featureless except where the progress of the Blood War had torn open rifts in the ground or piled bodies and engines of war high like funeral pyres, or scorched the earth with spells.

On the horizon two massive armies of Demons and Devils move inexorably towards one another, most of those there won't survive the day, such is the nature of the plane itself. Will means nothing, things happen because they do, so no use fighting the inevitable. The fiend armies will obliterate each other, but others of their kind would step free of Baator and the Abyss to march again to slay the others in their eternal genocide. It will always happen just as it always had, there is no hope for an end in sight. No hope for those involved for anything else. Hope is a hollow concept, devoid of meaning, devoid of expression, just like everything upon the Waste.

HAG AND GIANT. GRETCHWITCH AND BOZZ

Prowling around on the hills is a powerful Night Hag and her giant slave. She is collecting Larvae and her giant slave has a huge wicker basket of them (Which he will empty on an enemy if he gets the chance...)

She rides a vicious nightmare steed... that she can call from the ethereal .Their stats are given in NPCS.

They will watch the party from afar, If Gretchwitch sees the players first she will polymorph herself into a sooty and injured looking gold elf maiden. The Gaint will play act that he is her slave master and will kick her viciously along the stones and dust, she will wail for help and when the players get close enough, the giant will upend the basket of Larvae on a player or two and Gretchwitch will explode into action with a vicious sneak attack, then pinwheeling down the hill she will call her nightmare under her, and wheel and charge the party !

TITUS ANDRONICUS.

A Chaotic good Titan named Titus Andronicus is watching the party deal with Gretchwitch and Bozz.

He stands invisible on a nearby hill and will shout out cheers of encouragement as they party fight them. If they are not killed he will begin a thunderous round of clapping and cheering. He will then become visible and stride over to congratulate the players.

Titus Andronicus resembles an enormous (25 feet tall) humanoid, with a beauty, strength and imposingness of perfect quality. He is hardy and muscular, but nonetheless extremely handsome. Every aspect of him (teeth, hair, etc) is perfect. He is dressed in shining golden centurion armor. And wears massive studded sandals upon his feet. He also wears rare and valuable jewelry about his ankles and wrists that make him seem even more overpowering and beautiful. He wears a massive silver gladius at his side and a gargantuan Adamantine war hammer across his back.

ANDRONICUS is a titan with dominion over dinner parties, has the ability to create a large spread of any form of Hors d'œuvres up to 20 times a day. He roams the planes looking for special ingredients.

Hors d'œuvres may be served at the table; for example, as a part of the sit-down meal; or they may be served before sitting at the table. Hors d'œuvres prior to a meal are either stationary or passed. Stationary hors d'œuvres are also referred to as table hors d'œuvres. Passed hors d'œuvres are also referred to as "butler-style", "butlered" or "butler-passed" hors d'œuvres.

When he creates Hors d'œuvres they appear on plates of precious metals or crystal, accompanied by the finest ambrosia like wine. This all has the effect of a *Heros Feast*.

Titans have strange personalities. They are wild and chaotic, and have a lot of alternate selves and aspects. They display emotions more openly and powerfully than mortal races, and are fiery and

passionate. Titans are quick to anger, but quicker to forgive, and are known to be the most lawful and devoted creatures in existence. They have enormous tempers, often getting angry with mortal followers and unleashing war, disease, and disaster upon them, but they never stay angry for long and try to make amends. Titans are also vain, and some titans establish themselves as gods and live the luxury of mortal worship and admiration for centuries. Titans develop and lose obsessions frequently. They may discover something which interests them, and focus on it for weeks at a time, only to lose interest and move onto something else. They may also get into arguments and debates with other Titans and celestial beings, and quarrel for weeks, only to forget and forgive.

Titans are devastating in combat. Though a bare-handed punch is enough to cause a mortal to explode, they prefer to fight with enormous war hammers of adamantite. An impact from one of these weapons can cause an earthquake, and the strikes are nearly unstoppable.

He will sit with them and offer Titan honey biscuits and healing in exchange for a rousing and interesting tale of how they came to be on this wicked plane...If the party ask why he cannot just whisk them home he tells them that whisking people about the planes is not the Titan way. The Titan way is to send people on quests.

A random encounter, while the players talk with him, that he can assist with and show off his incredible fighting skills has seen to be quite fun here.

In his immense side satchel, he also has a 5 cup capacity, stoppered platinum jug filled with Angel tears Holy water, that he may swap for some sort of nice trinket.

Angel tears Holy water: This is holy water that is made with enchanted angel tears. One cup of it burns for 2d8 on first contact with an evil being and 1d8 per round for 1d8 rounds after. It burns evil outsiders for 2d10 on first contact and 1d10 per round for 1d8 rounds after. The dissolving process can only be stopped with unholy water.

When the players tell him about the map and such, he will inform them that they have been lead astray! The shores of the River Styx are a good 500 miles from here, and the party would be dead many times over if they were to follow the maps advice...

Titus offers them a short cut ! A quicker and safer route to the river, if they will just do a simple task for him. He wont say what it is... until they are there, but he promises of the honor of Zeus that it will be easy enough for a band such as them.

If they agree, once everyone is ready to go, he opens a *GATE* to the piney, misty and chilly realm of Niflheim.

BUT before they can leave, out of the gloom steps...

ABBATHORS CHOSEN.

As Abbathor was heavily involved in Question of Religion 2, the players have possibly had dealings with him before...

He sends his Chosen - A Werebadger by the name of Fiddleton Plimpton, to try to bargain with the players.

He appears out of the shadows, as a stocky broad shouldered man with a black and white striped beard. He wears black leather armor and a dark brown leather cap. He wears an inky cloak with dark crimson inside and Knee high soft boots of black fur. At his sides are two short swords with hilts made of Jet.

Elbow length black mink furred, fingerless gloves cover his hands and over his shoulder he carries some sort of swag bag.

He bows deeply to the players and welcomes them to Abbathors garden. He goes on to invite the players to an immediate short cut back to their world, through the Halls of Abbathor! All they need to do is swear eternal worship and service. And for this they will be granted wealth and luck beyond their wildest imaginings...

If there is a Dwarf with the party he will say " A token of The Trove Lords care for your safety in this spooky place". He will then pull from his swag bag, Abbathors Greed and toss it through the air to the most thief looking Dwarf in the party (See artifact section in module appendix). As soon as it is touched, the curse is activated. As this point, the hammer has 40,000 GP worth of gems in it.

If the players decide to go with Fiddleton Plimpton,(which is complete Lunacy and Titus points this out) they will be welcomed into Abbathors Realm (See Realms section in appendix). They will have to tithe all items of worth to Abbathor before being let back to the world to do Abbathors bidding. If they are not Dwarves then they will never leave Abbathors Realm, and will toil in his mines for eternity. If they are trying to trick Abbathor then you the DM must come up with some sort of super fiendish Abbathorian counter trick.

Fiddleton Plimpton is a 20th level rogue and a 10th level Aethamor (detailed in QOR2). He is also the chosen of Abbathor and any attempt to attack him is best dealt with through personally devised DM fiendishness. He is mostly a NPC and a plot device. Not another thing to fight. Wise players will realize this from the aura of grim dark power that emanates from him.

He continues harassing the party to go with him until they do, or until they head through the gate to Niflheim. He spits curses and grim warnings after them, as the gate closes.

NIFLHEIM SECOND LAYER OF HADES.

Niflheim is an arctic universe of blighted, colorless pines, ice fields, snows, frost, fogs and mists. The theme here is hate and meaninglessness.

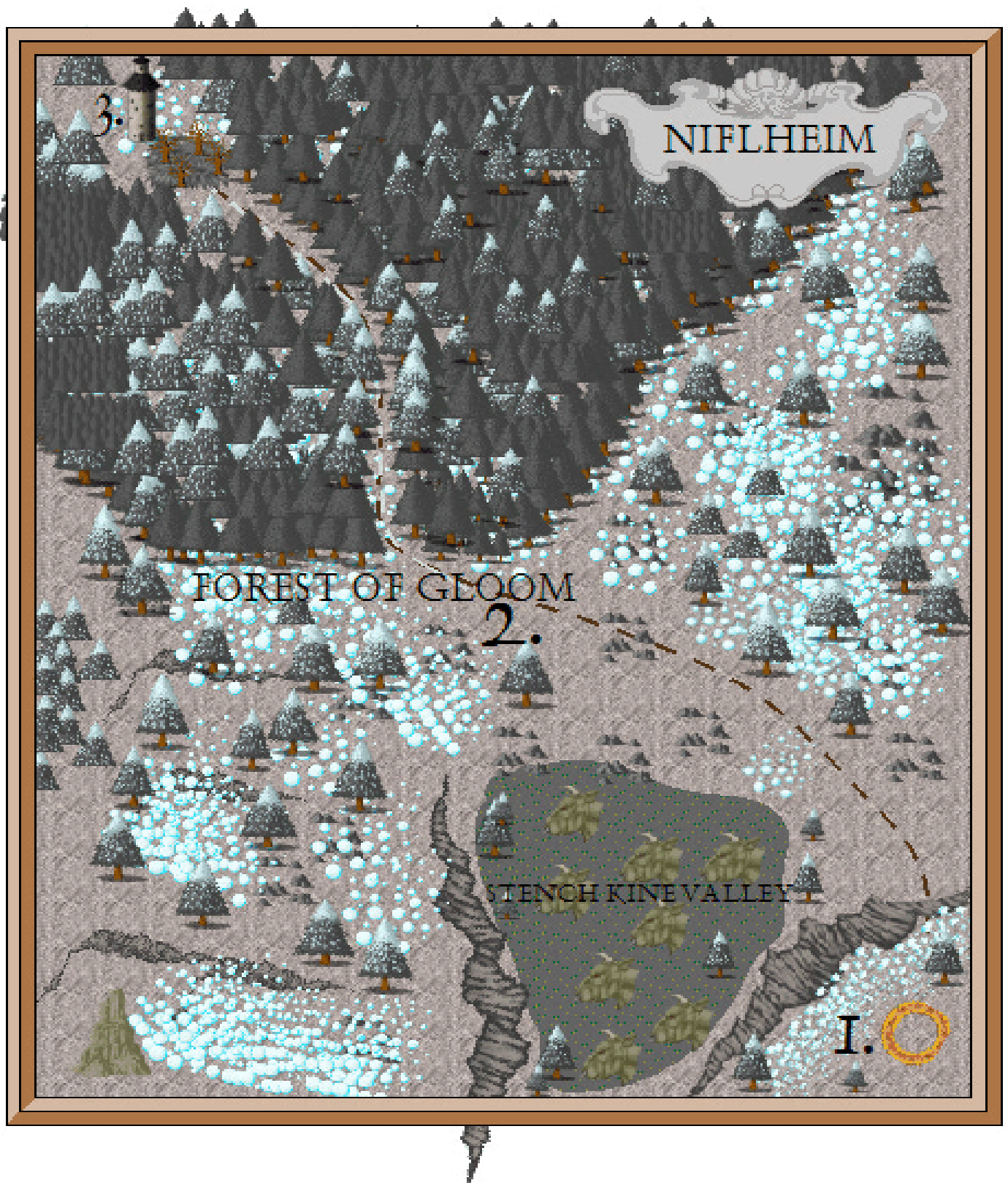
Expanded information is given in the Sites section in the appendix of the module.

ENCOUNTERS IN NIFLHEIM.

The frequency and number of the encounters are up to YOU the DM.

- 1 Vampire wolves or Dread wolves- see MONSTERS.
- 2 Rainbow Hag (Of Random color, possibly an ordered progression - see MONSTERS).
- 3 Larvae petitioners - see MONSTERS.
- 4 Ghostly petitioners.
- 5 Fiendish Frost Giants.
- 6 Fiendish Fog Giants.
- 7 Nightmares.
- 8 Fiendish Dire Wolves.
- 9 Fiendish Trolls.
- 10 Black Trolls- see MONSTERS
- 11 Ice Trolls - see MONSTERS
- 12 Fiendish Formorians.

The party arrive through the gate on a steep sloped bluff,



(MAP POINT 1.) overlooking a wide rocky and misty plain. The plain has few trees and seems to have some sort of vile looking stunted devil grass covering it. The mist is not as thick here as

in other places and visibility is out to 600 yards. The mist here is tinged with green and has a horrid smell...

THE STENCH KOW

Map point 1.

Looking down the bluff, the party can see an immense herd of Orange brown and mottled green haired, bison-like creatures with hunched backs, long downward curving horns and grotesque facial features.

Titus backs away from the sight of them, gagging. He pulls a clean wooden bucket, a silver milk can and long lassos and ropes from his immense side satchel and explains to the party their quest.

They are to capture a female Stench Kow and tie it safely with the ropes. Then they are to milk it. When they have filled the bucket, they are to put the milk into the can and bring it safely to him.

And they must guard him as he makes a special cheese out of the milk with his magical cheese making churn.

They players will have to come up with some sort of Cowboy Rope'em Tie'em plan here. There are 124 Stench Kow, 33 stench calves and 18 Stench Bulls. If they feel threatened they may wildly stampede the party. The goal must be to quietly subdue or separate a lone stench Kow. The ones with young will have udders most full.

Once this has been done the milking can begin.

The horrid milk is cow pat green, lumpy and sour smelling. Any one tasting even the smallest bit will become nauseated for 1-4 hours with NO save.

The players will find Titus hiding at the top of the bluff. He will be overjoyed when the party bring him the milk can and will instruct them to guard him from any and all danger as he pours the filthy milk into his magic cheese making churn. And begins the long process of winding its magic crank.

The churning will take him 23 hours non stop and he goes at it with the fury of the Titans. He will be unable to do anything but crank the handle and possibly answer yes or no questions with nods or shakes of his head. I recommend an encounter or two here, as the milk changes and begins to give off a lovely sweet odor possibly attracting evil creatures...

Once the churning is complete Titus will give a Heroic yell and summon a large tablecloth laden with crackers and wine. When he creates the Hors d'œuvres they appear on plates of precious metals or crystal, accompanied by the finest ambrosia like wine. This all has the effect of a *Heros Feast*.

He spreads a small amount of the new Stench Kine cheese on some of the crackers and offers one to each player.

Magical Titan made Stench Kow Cheese : This powerfully magical cheese has been made with the Churn of the Titans. And has the following effects. If eaten the eater must make an immediate Fort save DC 12. If this is failed they are beset with explosive diarrhea and incessant vomiting. Essentially *Dazed* and *Nauseated* for 1-4 hours. The experience is so horrid that from then on they will be super sensitive to horrid smells or tastes getting a - 6 on all saves vrs these attacks and suffering twice normal penalties. This sensitivity is permanent and can only be removed with a *break enchantment* or *remove curse* cast by a

priest of a god of celebrations or feasting of 12th level or higher.

If the save is made however the powerful cheese has a wonderful effect on the body.

The eater gets an appreciation for all smells and tastes, good or bad and no longer suffers any negative effects from bad smells or tastes, such as a Ghasts attack or a stinking cloud smell.

Actual poisons still have an effect on the eater. They may happily breathe in the horrid smelling vapors of a cloud kill spell without realizing how deadly it is.

Once the feasting is done Titus presents the party with a macabre and twisted looking red metal bound black wooden pirate chest, three feet by two feet and Two feet high. It is made from the ruby steel of Flying ships and the wood of Lich staffs. He pulls this item from his massive side satchel.

THE CHEST OF WORLDS.

He explains that this is the *CHEST OF WORLDS*. No matter where in the planes it opens, it will open to some corresponding location on a nearby plane... If opened on a prime plane, it would open to a location somewhere else on that world. If opened right here next to the picnic he has no idea at all where it would lead. BUT he does know where it will open to a short cut to the River Styx !

THE JOURNEY.

The party must journey through the misty piney plane they are in. Along a thin path that leads through a huge, dark and thoroughly evil wood. A ways into this wood the path opens into a clearing and in the clearing is a jagged Iron tower, wherein a vicious crone resides. She is Witch Critch Snitch and is a powerful

witch and chosen of Cegilune (Cegilune is the hag deity of Larvae, Hags, and the Moon. She is the patron goddess of all hags, including night hags. Cegilune makes her lair in the realm of Hagsend on the Gray Waste of Hades).

But pay her no mind... just set the chest down EXACTLY nine long swords length from the doorstep of her tower and get in, closing it behind you. Follow the stairs down to the Dyarkos, the 213th layer of the Abyss they lead to. When you emerge you will be able to see a huge metallic red spinning disk hanging. That is a Portal to Archeron the plane of battle. You will exit that portal on the layer of Avalas on a cube called Wreychtmirk. From there you will be able to see the port town of Mesk. It is a port town and at the end of its long dock you will be able to summon a boatman to take you home to the land of men.

Simple.

The chest weighs 140 lbs and is an artifact that cannot be destroyed by regular means. If the players open it anywhere besides the place specified by Titus, the stairs inside it will lead to some place in the planes of the DM s choosing. Any creature up to large size may magically enter the chest. Once the creatures enter and the lid closed the chest will teleport itself to some random place in the Multiverse.

THE PATH THROUGH THE FOREST of GLOOM.

Map Point 2.

Titus shows the players the little path that leads through the thickening trees. Anyone can follow it easily as long as they don't leave it. Finding it again once the players wander off it could take a DC 20 Track check or possibly a trail of breadcrumbs.

The path is sprinkled with a whitish grey powder. This is the salt from the tears of children who have become lost in forests, never to find their way out... The party may see some lost ghostly children floating through the woods...

The path is at most 5 feet wide. The dark pines cross over above the path blocking out 80% of all grey illumination. If the party does not have dark vision, then some kind of illumination will be required.

THE PINES

The pines in this misty forest are of three types.

Spiney- A spiney pine looks identical to a normal twisted pine but it is made of a hard razor sharp glass like substance. This can be deduced with a spot check DC 13. Any one rammed into one or trying to climb one will be slashed cruelly (+ 11 to hit and 3d4 damage, per round).

Sporey- A sporey pine looks identical to a normal twisted pine but it is very thin and hollow, any disturbance will cause it to collapse in a huge pile of blinding stinging rot. This can be deduced with a spot check DC 13. Anyone caught in a 20 ft radius of its collapse and will suffer terrible itching and coughing for 10- 60 minutes. The coughing causes fatigue while it lasts and makes it impossible to move silently. The itching causes such distraction that all attack rolls and skill checks are made at -3. The Rot can be washed off with wine or strong alcohol.

Piney- A Piney pine looks identical to a normal twisted pine. As it is in fact a normal twisted pine. This can be deduced with a spot

check DC 13. It is hard, twisted and moderately spikey, when cut it oozes with a blood like sap and the wood burns with a foul choking smoke. Yet it can be climbed safely and be used to make arts and crafts.

Passing through the trees off the path without touching them is quite a feat, requiring an escape artist check of DC 12 per 30 ft.

The undergrowth consists of pine needles from each of the strange pines. They alternately crackle, ooze or poof into spores underfoot. Not dangerous unless the PC is barefoot or crawling. If a PC goes too far from the path he could get lost forever...

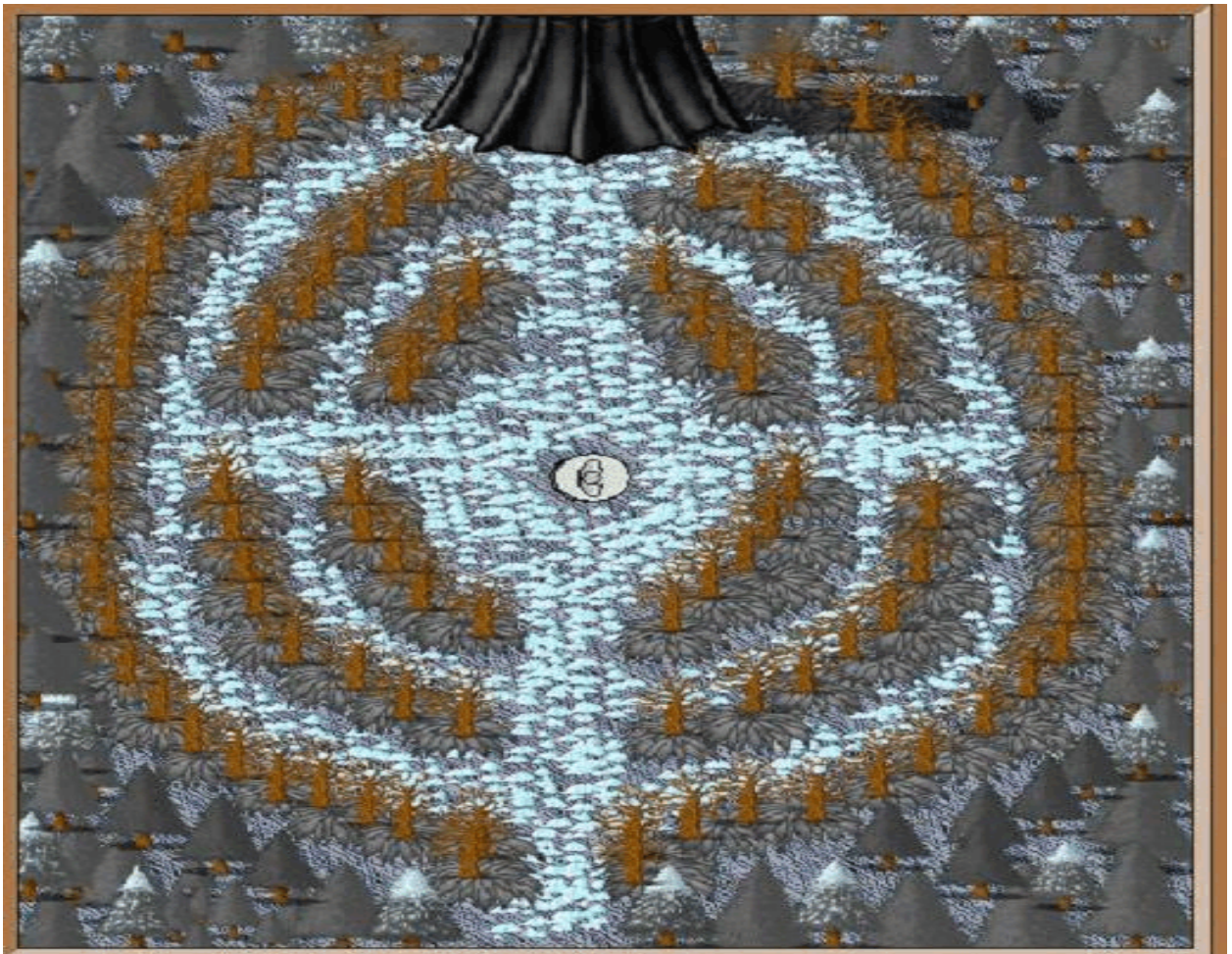
The mist is thick in the forest and combined with the trees visibility is reduced to 60 feet. A PC could fly above the path at the tips of the trees (30- 80 feet) but a close eye would have to be kept downward on the mostly branch blocked path, because if the flying player drifted off he could get lost above the forest forever.

ENCOUNTERS IN THE FOREST of GLOOM.

- 1 Vampire wolves or Dread wolves- See Monsters.
- 2 Rainbow Hag (Of Random color, possibly a progression)- See Monsters.
- 3 Larvae petitioners or Ghostly petitioners- See Monsters.
- 4 Fiendish Wolfweres- See Monsters.
- 5 Fiendish Quicklings- See Monsters.
- 6 Giant Black Squirrels (An overwhelming horde).
- 7 Crimson Death- See Monsters.
8. Tenebrous worm- See Monsters.

It will take three days of normal travel to reach the end of the path, and the garden of Witch Critch Snitch. You as the DM need to send in enough encounters to keep the journey lively and interesting. One of each of the Rainbow hags with an Ultra Violet right before they get to the glade is pretty fun.

THE GLADE AND THE TOWER.



Map point 3.

The entrance to the glade has a 12 ft tall arch of thorny bushes arcing over it. Beyond this the glade opens to the grey sky.

Inside the tears path spreads out into a clearing 60 feet across. There are White rose bushes growing out of black moss in a pattern in the garden (see map) and in the center is a statue.

At the back of the Garden Looms the Iron Tower. It is a grim monolith of Sharp razor like looming Iron. It has a spout like tube at the top.

The Garden.

The rose bushes in the Garden are actually Vampire roses. There are Hundreds of them. Luckily they cannot move from where they are, they can only reach out to get those on the path. Unluckily, they will only attack when most of the party is well into the center of the garden.

The moss is Oblivax (See Monsters) and there are a total of eight patches.

They will begin their forget attacks as soon as the party enter the glade.

THE STATUE.

Decorative Statue: This statue was created by a cruel fey sorcerer. Originally, the statue was a servant who angered the sorcerer by breaking one of his figurines while dusting. In a fit of rage, he turned her into a statue. She remained in that state until the master's dog wandered into the library. When the canine brushed the statue, the spell transferred to him, and the dog became stone, freeing the servant. This pattern continues, so whenever a living creature of medium or large size (including invisible creatures) touches the statue, the trapped creature becomes free and the new creature turns to stone. The statue can be indoors or outside, such as in a garden or mausoleum. Only a natch 20 on a save will prevent this effect.

A break enchantment spell vrs a DC 27 is required to end the statues magic.

Aura: Strong transmutation; *Caster Level:* 9th.

This grey stone statue is of an Elven Paladin (called SUN) standing in a noble sword and shield raised pose. He has an interested look on his face.

His stats and items are listed in the NPC appendix and you can describe him from that. Most interesting (As the fact the he is a Drow is unknown to the players in his stone form) is his holy symbol, which is of some C/G god of your choice.

If the party free him with magic he will join the party and help them to the best of his abilities. If someone frees him by touching the statue he will be grateful but not so grateful as to touch the statue again...

THE TOWER.

The witches tower is a twisted spiked structure of enchanted black iron. Thin windows scroll around its surface and there is a spiked door at its base. At the top is a crooked spout which can blow a bubble once every 5 minutes, producing a Rainbow Hag of random color over a period of 30 seconds.

Witch Critch Snitch lives within. See NPCs for details. She will know the players have arrived and will be watching the PCs from her tower and will let them investigate her garden undisturbed, bothered only by the plants and the occasional Rainbow Hag produced by the spout.

Once the players start pacing out the steps to place the Chest Of Worlds into the correct place she will unleash a number of powerful spells at the party from the protection of her armored slitted windows.. She will also scream evil curses down at them and use everything in her witchy arsenal to do them in. The players will be able to see a crooked long nosed croney silhouette puppeting

back and forth through the high windows. It is up to YOU the DM to make this encounter incredibly dangerous and to detail the various spells and magical protections, as well as the great defenses of the iron tower, if your players decide to storm it.

These are the spells she will cast once the players start moving the chest into position.

Nrok's Ultimate Drainstar
(Evocation, Necromancy)

Level: Sor/Wiz 7

Components: VSM.

Casting time: 1 standard action.

Range: Close (40ft. +10ft/3 levels).

Target or area: 20 ft diameter sphere.

Duration: 1 round/2 levels (D)

Save: Special.

Spell resistance: Yes

By use of the ultimate drainstar spell, a wizard forces in to existence a dark gray sphere of pure evil light which is about 2' in diameter itself. This wavering light is usually floating three feet off the ground, but if ceiling heights don't allow for it, it may be lower.

Anyone 10' from the center of the sphere or closer will take on the effects of the spell. Creatures within the area of effect will feel massive amounts of pain and will have to lower their movement rate by $\frac{3}{4}$ until out of the area of effect or after the duration runs out. Each round of this massive pain, creatures inside the area of effect make strength and constitution checks. Failing the strength check 15 simply means the victim falls to the

ground prone, however the constitution check 15 (if failed) will decrease the victims life force by 2d6 points, each round.

All lost damage from this massive pain will be stored in to the drainstar. This means if a total of three creature each lose 24, 16, and 19 hit points (during the duration), then the drainstar will hold inside of it 59 ($24 + 16 + 19 = 59$) points of life force. This life energy will enter the caster at five hit points every round, until the life force in the drainstar is gone. The drainstar disappears after the life force drain, and hides in the Positive Material plane, it cannot be touched while there nor dispelled.

Regenerating hit points to the caster may exceed the spell caster's total hit points until the drainstar is done giving the spell caster life force. At which time, extra hit points will start vanishing at a rate of one per hour, until the character is to maximum (or just below it).

The material component of this spell is a mixture of crushed diamond (200 gp), sulfur, a crushed rock from the Positive Material plane (5,000 gp), and copper dust.

.....

Dark Oblivion.

(Conjuraton, Necromancy)

Level: Sor/Wiz 9

Components: VSM.

Casting time: 1 standard action.

Range: Close (10ft/ levels).

Target or area: 5 ft radius.

Duration: Instantaneous

Save: Negate.

Spell resistance: No.

When this spell is cast, the wizard calls upon the hungry souls of

the damned. These souls take material form, breaking from the earth as rotting cadavers with long claws and sharp fangs. They appear so fast there is little chance of attacking the corpses assailing the victim. The area affected is roughly five feet across, and will usually affect only one person. However, characters close together or back to back may find themselves dragged down together.

The victim must immediately make a reflex save as these cadavers attack. Failure means the victim is pulled into the earth, and into the realms beyond from where these souls come (3rd layer of Hades Pluton) where the victim is devoured. This leaves the victim unable to be regained short of a *wish* spell - for without the body, not even *resurrection* can bring the victim back.

The material component for the spell is a scroll made of crushed papyrus with "written permission" for the souls to come and claim its victims. The scroll bursts into flames when the spell is spoken, and some planar travelers whisper they have seen the scrolls posted to impaled, flayed corpses dangling from cages or posts in the Gray Wastes (Hades).

.....

Once the chest is in position she will cast Wall of Screaming Souls around it. There is also a very good chance that a Rainbow hag from the spout will be attacking the players by now

Wall of Screaming Souls
(Necromancy)

Level: Sor/Wiz 9

Components: V.

Casting time: 1 standard action.

Range: Close (5 yards / level).

Target or area: Ring of 5 feet/level radius or a wall
of approximately equal area

Duration: 1 min/level

Save: special

Spell resistance: No.

A truly terrifying incantation, Wall of Screaming Souls can stop all but the most valiant of heroes. Upon completion of this spell a ring (or a wall) of violet flames is summoned. Within this purple conflagration, writhing skeletal and spirit forms can be seen.

These entities wail incessantly.

Anyone seeing the spirits must make a will save or be paralyzed by fear until the spell ends or are magically released. Upon being released, the victim must save again or once again become paralyzed (this save must be made every round). Anyone hearing the screams must make a sanity check or lose 1d8 points of sanity. This is checked for each round.

The wall blocks all projectile attacks, and the wall has the casters save to negate all incoming magical and special attacks. If the caster is inside he still has his normal saves and defenses. The caster can see through the wall in all directions through the eyes of the spirits, but he is effectively fully concealed from those outside.

Here's the most interesting part. Any living being attempting to pass through the wall must make a will save or be *possessed* by a soul from the wall. Such a being can only be cured by resurrection spell. The body is now a ju-ju zombie (see Monsters section for details) under the control of the caster. Any living being that makes the will save still suffers 1d4/level damage from the wall's evil energies (Fort save for 1/2).

Casting this spell is an evil act.

.....

She will continue to use her powers to rain down curses, hexes and spells on the party untill they open the chest and escape down it.

ESCAPE DOWN THE CHEST.

The chest opens easily and reveals a long stairway with faintly glowing grey steps... they are not attached to anything and head down into a dark, mist filled void. Far out in the dark void, star like motes gleam. This is the realm of Azzew. Any creature up to large size can climb into the chest and travel along the stairs.

THE STAIRS- AZZEW.

The party will have to travel down these steps for what seems like ever and occasionally they will be attacked by shadow demons.

The stairs are icy in some places, crumbling and wet and slippery in others. Anyone falling off plummets forever in a chilly, misty void.

The stairs are 7 feet wide and stretch down seemingly forever. They shed a 10ft radius soft grey light and seem to be made of ancient stone. They are one foot thick but can support any amount of weight (Except the parts the you deem to be crumbling...)

I suggest various balance checks with chances to grab on and for other characters to grab falling friends... and balance checks while the shadow demons swoop in especially.

Special Note: Azzew is a between planes no-realm. All bodily functions are suspended here, no natural healing, sleep or repair of fatigue etc can take place. This place is out of the contact of the gods and the weave of magic. So NO SPELLS, Clerical or Wizard can be cast.

Magic Items work as normal though.

As many Shadow Demons as you wish swoop in to harass the players. I have detailed them in the Monsters section.

Time passes at a different rate here to the time on the players

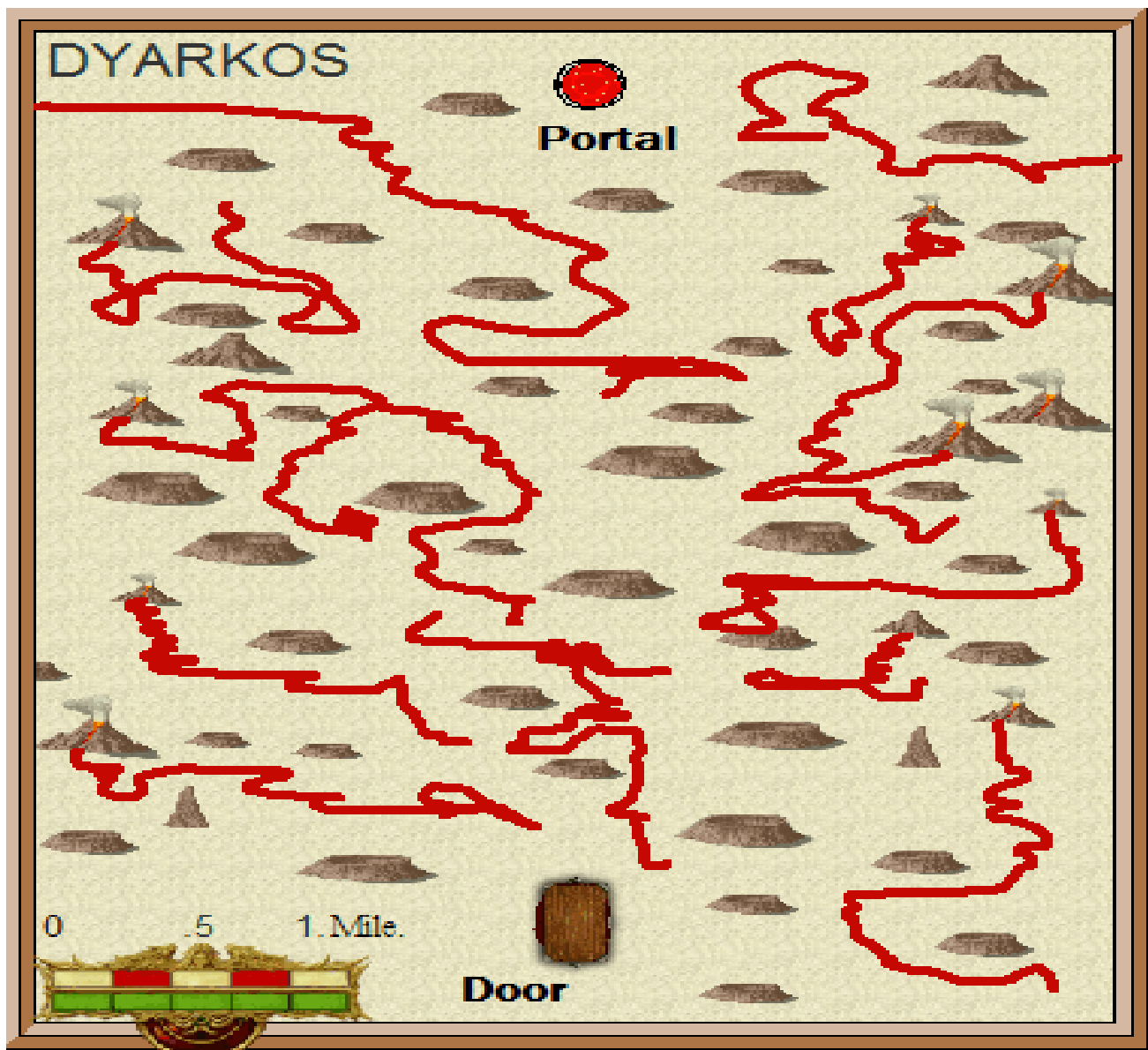
home plane.

Six months will have passed back home, in the time it took the party to traverse the starway to the door.

THE DOOR TO DYARKOS.

Finally at the end of the stairs is a door, just hanging suspended in space. It looks like a splintery looking door of grey wood. Old red paint crumbles peeling from it. It seems to be about 2 inches thick... It has no handle, but when touched it will swing open outward revealing the plane beyond. Any creature up to Large size can magically squeeze through the door.

DYARKOS THE 213TH LAYER OF THE ABYSS.



Dyarkos is an ungoverned plane of burning crimson fury and chaos fire.

The door hangs in the air 15 feet above the ground of the rocky plane...

Dyarkos is a rocky reddish yellow plane of dirty heavily cratered rock. The sky is greyish red and streaked with lines of fire.

The air has a choking sooty fumey taste and its hard to breathe.

The sulfurous air stings the eyes and nostrils.

It is a fiery rocky desert. There are streams of lava ranging in size from one inch wide to 20 yards. Large Craters abound, and fiery meteors can be seen streaking from the sky, cratering and blasting the ground when they hit.

Traits: Mildly Chaos-Aligned and mildly Evil-Aligned.

Lawful and Good Characters get -2 on all Chr based checks.

Lawful Good Characters get -4 on all Chr based checks.

Fire dominant- Fire effects doubled - Cold reduced by 50%

Good-based spells require a Spellcraft check (DC 15) for success.

Evil-based spells work as if caster were 2 levels higher.

The air is so sulfurous as to be nearly unbreatheable...

Smoke Effects

A character who breathes the sulfurous air must make a Fort save every 10 minutes (DC 10, +1 per previous check) or spend a round choking and coughing. A character who chokes for 2 consecutive rounds takes 1d6 points of non lethal damage.

THE HEAT.

The heat of the plane is constant and hellish.

Heat Danger- Severe. 137 degrees F.

Heat deals non lethal damage that cannot be recovered until the character gets cooled off (reaches shade, survives until nightfall, gets doused in water, is targeted by endure elements, and so forth). Once rendered unconscious through the accumulation of nonlethal damage, the character begins to take lethal damage at the same rate.

In severe heat (above 110° F), a character must make a Fort save once every 10 minutes (DC 15, +1 for each previous check) or take 1d4 points of nonlethal damage. Characters wearing heavy clothing or armor of any sort take a -4 to -10 penalty on their saves. A character with the survival skill may receive a bonus on this saving throw and may be able to apply this bonus to other characters as well. Characters reduced to unconsciousness begin taking lethal damage (1d4 points per each 10-minute period).

A character who takes any non lethal damage from heat exposure now suffers from heatstroke and is fatigued, eventually progressing to exhausted.

DYARKOS AND THE PORTAL.

Way ahead of the party in the far distance a huge metallic red spinning disk hangs. It is 5 miles (in straight line) away. This will take less than an hour if the party can all fly and if the carpet is still intact it could be done.

It would be much more fun to walk across the planes crater covered lava streambed surface though.

With a survival check DC 25 made each hour one can avoid all the lava streams and dangerous collapsing rock shelves, or boiling mud or dust pits. A failed check means a certain amount of added time, as the party navigates a safe way around some obstacle. A failure of more than 10 means a stumble into a dangerous environmental

situation such as those mentioned above (Devised by YOU the DM).

It will take a total of 3 hours for a party moving at 30' to get to the portal if no checks are failed and everything goes fine.

The DM must keep in mind that this will entail some pretty serious fort saves to stave off the smoke and heat effects and this must be factored in. Hopefully the players will have some way around this, and wont just collapse gasping in the dust.

BURNING METEORS.

Burning meteors streak down regularly and it is a plane rocked by comets large and small... every 11 -30 (D20 +10) minutes there is a 15 % chance of a meteor searing in towards the party (or a party member if the party is well spread out).

If the players are watching the sky, they get an INT or Knowledge maths check DC 16, each time a comet is on track with them to avoid being struck by a comet ... this means looking up and scanning the sky often. The comets seem to home in on the party as if guided by an evil will.

Victims must make a reflex save or be struck with the following effects....

D20 %	Size of Comet .	Reflex DC	Effect.
1-7	Tiny	25	3d6 Bludgeoning 1d6 fire
8-12	Small	21	5d6 Bludgeoning 3d6 fire
13-16	Med	18	9d6 Bludgeoning 3d6 fire+ 2d6 magma exposure for

1-3 rounds.

17-19	Large	16	13d6 Bludgeoning 5d6 fire , 2d6 magma exposure for 1-6 rounds.
-------	-------	----	--

A near miss from a Large sized meteor shakes the ground and may throw them prone (Balance check DC 15 or 1d6 scraping damage). And it lets off a quantity of fire and sparks showering out 2d6 damage worth of fire and fragments in a 15 ft radius (Reflex DC 20 for $\frac{1}{2}$)

20	Huge	12	20 d6 bludgeoning 10D6 fire 3d6 magma for 3d3 rounds.
----	------	----	---

A near miss from a Huge sized meteor shakes the ground and may throw them prone (Balance check DC 20 or 2d6 scraping damage). And it lets off a quantity of fire and sparks showering out 4d6 damage worth of fire and fragments in a 30 ft radius (Reflex DC 25 for $\frac{1}{2}$).

ENCOUNTERS IN DYARKOS.

There are three possible encounters that could plague the party as they trek across the blasted land on the way to the portal.

YOU the DM can arrange these as you see fit.

Abyssal Fire Toads.

Hiding among the craters are numerous Abyssal Fire Toads....

(See Monsters Section)

They are Evil and cranky....

He have no Treasure but they are hungry and live in the craters. They will try to hide about the edges and blast fire at the party as it passes...

Titanic Abyssal Flail Snails.

Streaking about the plane are Titanic Abyssal Flail Snails (See Monsters Section), they will try to chase the party down, but it is unlikely they will catch the party as they can be seen from so far off. Yet if the party make a wrong turn they may trap them on a lava girted peninsula or something...

Yaklut Fipplesip.

Lurking about the craters and lava is this bad guy. He may try to snipe weak looking party members or he may sneak in to push them into lava or something. What ever he does, after the Yaklut has slain one creature, his ambivalent personality surfaces and he shows great remorse, offering his assistance and aid to those that suffered the loss as is his Forlorren nature. (He is detailed in the NPCs Section).

THE PORTAL TO ARCHERON

Finally the party will get to the huge (40 ft across) metallic red spinning disk. It hangs in the air above the rocky land. Exactly how high is up to YOU the DM.

I suggest 100 yards, if the party is capable of flight or levitation, or if they are earth bound, then you could place it just out of reach, so they will have to make a stair out of stones or something

to access it.



THE GUARDIAN.

Flying around the portal and patrolling the area is Mimphet Craulscoreph, a powerful and Dangerous Abyssal Pyroclastic Dragon.

He sees the area around the portal as his and harasses any travelers weaker than him. It will be up to the Party to convince him that they are indeed not weaker. He Is detailed in the NPC

section. His sizable horde, torn from travelers through the ages is hidden under rocks 80 yards from the portal and would take quite some searching to find.

THROUGH THE PORTAL TO ACHERON.

Map Point 1.

Traversing the threshold of the portal is without any fanfare and it feels like just stepping through a doorway. The Air feels a lot cooler and tastes of rust and blood. The party have entered Acheron.

ACHERON

Acheron. The Battle Cubes. The Plane of Lost Causes.

The iron-shod cubes of Acheron ring with the sound of futile wars, and resound with the screams of those who died needlessly. The armies have fought for most of eternity, and until eternity ends they'll probably still be at war.

Acheron is conformity at all costs, cold iron law with a tinge of evil. The armies, clans, and cliques of the plane believe that identification with their group is the highest of goals, and those not of their group are to be subjugated or destroyed.

Acheron is also the spiritual home of those who controlled the law to keep the common folk oppressed.

Spell alterations in Acheron:

Conjured and summoned creatures must obey the letter of any command, and cannot disobey

1 on all charisma checks for all good creatures

-1 on all intelligence, wisdom, and charisma checks for all non-

lawful, non-chaotic creatures

-2 on all intelligence, wisdom, and charisma checks for all chaotic creatures

Good-based spells (non-chaotic) require a Spellcraft check (DC 15) for success.

Evil-based spells (non-chaotic) work as if caster were 2 levels higher.

Law-based spells work as if caster were 4 levels higher.

Chaos-based spells simply fail.

Vision is normal on Acheron. The plane is lighted by a gray, fluctuating illumination that varies slightly between bright moonlight and a dark, cloudy day. Hearing is also normal, though the echo of colliding cubes and the ring of battle is always in the background.

Read the ARCHERON section in the Appendix for expanded info.

INTO AVALAS onto the cube of Wreychtmirk

The players will emerge from the portal and in the moonlike light, they will see the top side of an immense black iron cube stretching off, miles and miles around them. The cube is pockmarked with cone shaped pits, and here and there stand cone shaped iron hills. Specks which may be groups of creatures can be seen marching along in the distance, besides that it looks like a metallic lunar surface.

The Endless grey sky is filled with more and more cubes like this one, drifting about in an orderly pattern. Immense flocks of ravens, vultures, gulls, bloodhawks, and swallows tumble through the windless space between the cubes, sated on the carnage of the many battlefields.

In the far distance and at the end of a Iron paved road that passes by the left of the portal, dips a valley wherein lies the walled port town of Mesk.

The Portal hangs some feet above the cubes surface. Whether it hangs 300 feet or 10 is up to YOU the DM.

THE GUARDIAN.

Flying around the portal and patrolling the area is Feroid Verdigeep, a powerful and Dangerous Rust Dragon.

He watches the portal from the air or behind an iron cone hill, and looks for injured or weakened adventurers who come barreling through, just having done battle with its guardian on the other side. It will be up to the Party to convince him that they have indeed not been weakened by any fighting.

He is detailed in the NPC section.

His sizable horde, of non rustable expensive items, is hidden at the bottom of a long cone shaped pit a half mile or so from the portal (Map point 2) and would take quite some searching to find.

OFF ACROSS ARCHERON

Assuming the party is still alive they can journey across the iron plane toward Mesk and their final destination - The River Styx.

ENCOUNTERS IN ACHERON.

Here are a few encounters to plague the players with as they approach the city...

RUST MONSTER SWARMS.

As the party is traveling a low walled rusty valley, they hear a rumble and hundreds of Rust Monsters, ranging in size from fine to huge come swarming across the plane and bursting from deep rusty burrows, drawn by the sweet smell of metal. They will crash into the party causing minor battering and trampling damage, while they assault all the metal on the party.

Ignore this encounter if the party does not have a significant amount of metal on them.

FLOCK OF ACHAIERAI - As many of these horrid things as you wish...

These creatures are massive flightless birds that inhabit the LE Plane (Nine Hells, Archeron, etc.) and are only occasionally encountered elsewhere (note that they are not capable of moving between planes by themselves). Achaierai are evil, clever, and predatory with a distinct taste for torture.

Standing some 15 feet tall on four stork-like legs, Achaierai have plump bodies resembling that of quail. They have a thick layer of soft feathers over a tough skin which gives them the natural armor. While the Achaierai have colored markings around their eyes and the area where their rudimentary wings come from their bodies, the majority of their body is covered in a variety of brown and earth tones. Their black claws and beak have a metallic glint.

COMBAT

As stated, achaierai love to torture their victims, so do not make intentionally make deadly attacks. They will thus normally move in and release a Black Cloud. Those that survive the initial attack are

then attacked until subdued (pleading for mercy), and then killed (others forced to watch comrades killed) until the achaierai are stated.

PETITIONER BAND.

A wandering deserter spirit band of 50 half ogre warrior monks wander the land. They are renegade Acheron Petitioners. They wear robes and wield hammers, they are looking for a cause and are at this moment being rallied by an Aspect of Hextor to join him in a tyrannical crusade.

They have forgotten their own cause.

The group basically ignores the party, but if the Aspect of Hextor is defeated and a cause given to them, they will join up with the party and do as ordered.

Aspect of Hextor is detailed in the Monster Section.

They all wield weapons of Acheronian Clearsteel.

Acheronian Clearsteel: This transparent metal is found on certain cubes on Acheron, and is forged into weapons of war, just as everything else there is. Clearsteel is no harder than ordinary steel, but weapons forged from it are virtually transparent and Spot checks to notice them have a base DC 20, making them quite handy as concealed weaponry. Fighting with these weapons gives the attacker a + 2 to hit because of the difficulty in dodging a weapon that you cannot see. An attacker does not get this bonus against a defender that does not use sight or dodge and he must be trained in its use as per exotic weaponry. Those who can get their hands on large quantities even use clearsteel instead of glass for windows, doors,...and other such applications. The market price modifier for clearsteel weapons is +1,000 gp.

AXIOMATIC GRAY OOZE

The first axiomatic gray oozes were bred by a wizard on Acheron, who used them as defenses against the various metal-based creatures that were plaguing him. Perhaps inevitably, a few of these oozes escaped and began multiplying across the dimensions. Unlike most oozes, axiomatic gray oozes often travel in groups of two to five, so that they can use their linked minds to ensnare prey more effectively.

An axiomatic gray ooze strikes like a snake, slamming opponents with its body. It uses its smite chaos special attack against the first foe it encounters.

Unlike its terrestrial cousins, the axiomatic gray ooze is a sentient creature. Thus, it loses the ooze's natural immunity to mind-affecting effects.

The Oozes are detailed in the Monster Section.

MESK.

Coming to the End of the Iron paved road the party look down into the valley and into the port town of Mesk.

Mesk, is in a rusting valley. The thousand-or-so inhabitants fish the Styx which flows around it, for metal-scaled fishes. All crimes are punished by death.

Inhabitants are mostly medium to powerful evil type characters of often monstrous races that are doing business here. Mostly petitioners who have managed to shake off the madness of eternal war, or beings that are here of their own will. Mostly Goblinoids and Giants but a scattering of infernal races and even a few elves, dwarves and humans inhabit Mesk.

MESK (Town): Nonstandard; AL LN/LE; 40,000 gp limit; Assets 4000 gp; Population 1,000 adults; Integrated (Orc/Goblin [27%], Giant [20%], dwarf [18%], hobgoblin [10%], tiefling [10%] gnome [7%], half-orc [5%], other [3%].

Authority Figure(s): Tylissa, female tiefling Wiz23 (planar scholar). Secret pirate captains 12.

Notes: Mesk is controlled by a dozen powerful pirate like styx fishermen, who hold the secrets of harvesting fish from the deadly river. Bladeling Spikers answer to the pirate captains and keep the peace and do their bidding. See Monster section for details on Spikers. The town is a sprawling ramshackle deal that crowds an island that the Styx encircles. Everything in the town is made up of the metal blocks of metal sheets of the plane.

THE BRIDGE IN.

The sideless iron entry bridge is guarded by an Tifeling named Andrezhej (See NPCs) and his group of (As many as you wish) Mercykillers - arrogant, self-appointed interplanar bringers of justice (or vengeance, depending on who you ask) (See Monsters section for details, under Mercykiller Soldiers) -- who have identified the PCs as newcomers to the city. They aren't initially hostile unless their lieutenant, Andrezhej, has determined that the party is strongly chaotic; they merely wish to issue the characters the Mesk version of a visitor's badge: a slate plaque affixed to an iron chain, worn around the neck. But their gruff nature and arrogant insistence about wearing the plaques could easily anger the PCs, particularly ones who tend toward chaos in alignment.

If the characters are cordial, they might be able to elicit useful information about Mesk from the Mercykillers, including the location of the best dock to summon a Charonodeamon which is to say one of the boatmen of the Styx. Treat the soldiers' initial

attitude as unfriendly, but the lieutenant's attitude as indifferent (or unfriendly if he believes the PCs to be strongly chaotic).

Should the characters fight the Mercykillers, the soldiers battle to the death (though Andrezhej flees if more than two of the soldiers are defeated). No citizens of Mesk interfere in the fight, though if the PCs stick around in Mesk for more than a few hours after the fight, every Mercykiller in town will be looking for them.

The players may want to explore Mesk a bit and see what they can see. All manner of weapons or aids for war may be bartered for here. Shops that supply the endless wars abound.

The party could even settle here and establish a life of sorts...

That is beyond the scope of this adventure and would be up to YOU the Dungeon Master to detail.

THE DOCK.

The players have arrived on one of the long stone jetties that jut out into the Styx. Their journey is almost over...

The jetty juts out 30 yards into the Styx and is sturdy and 12 feet wide. Knobs protrude from its side for tying boats too.

The players have hopefully discovered how to summon a boatman (If they remember - the instructions are on the parchment map Ajnag sold them). A boatman may be summoned to the banks of the Styx by casting any of the following spells: blasphemy, holy word, or symbol. For the purposes of this adventure blowing long on a horn (Such as the dented silver Warhorn found in the realm of ice, or any of the four other horns scattered through the adventure) will summon a boatman as well.

THE RIVER STYX

The river Styx is a permanent conduit through the lower planes, from the battlefields of Acheron through the Nine Hells, Gehenna, Hades, Tarterus, the Abyss, and Pandemonium. The Styx is always in motion as it flows through the top layers of each of the seven lower planes. The Styx does not appear to have a origin or a final outflow, nor does it move linearly to adjacent planes. Boatmen have been able to pass from Acheron to the Abyss in a matter of hours, without passing through the planes between them. The tangled skein that is the full flow of the Styx has not been measured. Perhaps it cannot be measured, seeing as it is an infinitely long river that passes through a number of infinite planes.

The river is the inky black of loss and the water changes between thin and insubstantial and thick like tar...the river is a deep, swift, and uncontrolled torrent.

Those who touch, drink, or are immersed in the Styx forget their entire past life, including spells and all alignments save their original one. Effectively becoming 1st level all over again. A fort save DC 17 is applicable, with a successful save causing only the previous five minutes before touching, drinking, or immersion to be forgotten. A successful save protects the traveler for ten minutes (though he forgets that he has successfully resisted the effect of the river, or touched it).

Those who are immersed in the river have the standard chance of drowning in the swift flow. There is also a 50% chance of being dragged into another plane before reaching the shore. The same holds for boats, in addition to a 20% chance of overturning for small craft and a 10% chance for large vessels.

Nonnative travelers boating upon the Styx, or those attempting to water walk or fly across it have a 40% chance of attracting the attention of 5d6 Hydrodaemons or 3d4 Styx devils. Most

travelers on the Styx rely instead on the native boatmen of the planes, Charon and the Charonadaemons.

Charon can take the travelers anywhere on the Styx, as well as into the Astral, Ethereal or Prime planes. Transit time is 1d 100 x 10 minutes . Normal encounters apply, and in these encounters Charon does not interfere unless his boat is threatened.

THE GUARDIANS.

Hiding at the end of this dock under the *major image* of a large bollard is a Styx Devil. He will burst out before the party begin to summon a boatman and telepathically shriek that they are not worthy of traveling the mighty waters of the Styx, he will then bring all his powers to bear upon them. He will not summon assistance as he is nowhere near his home plane, but half way through the battle two Hydroloths will burst from the river to attack the party also, croaking and telepathically beaming "Not Worthy". These Demons are detailed in the Monsters section. The Hydroloths are in the yugoloth section and the Styx Devil is under Styx Devil.

Once the Guardians are defeated the party is free to summon a boatman.

THE BOATMAN.

Once the players blow the horn or cast the spells read this...

" A mist rises from the river and accompanied by a hollow tolling, he appears out of it. Standing silently at the stern of a twisted

and gothic skiff. Dressed in royal but tattered robes of ermine and silk, his hands are old and withered but clawed and powerful . He stands hunched but still seven feet tall. The hood hangs low over his face, obscuring all but a pair of sinister glowing orange eyes..."

This is the Man himself. This is Charon. (Detailed in NPC section) He pulls up to the dock and holds his hand out to accept payment. The only payment he will accept is a magic item, a silk bag of 100 pp, or two gems of 500+ GP value.

THE RIVER.

Once the party board the skiff it whizzes away on its swirling journey back to the homes of the players...

Optional : If you wish to scare the players one final time you may have Charon sing this evil song as the skiff begins to speed up and tilt on a downward angle as it spirals between the planes, rushing along the river...

" Round the world and home again
That's the sailor's way

There's no earthly way of knowing
Which direction we are going
There's no knowing where we're rowing
Or which way the river's flowing

Is it raining, is it snowing
Is a hurricane a-blowing

Not a speck of light is showing
So the danger must be growing
Are the fires of Hell a-glowing
Is the grisly reaper mowing

Yes, the danger must be growing
For the rowers keep on rowing
And they're certainly not showing
Any signs that they are slowing..."

STYX DRAGON

At this point a STYX DRAGON as detailed in the Dragonomnicon could burst from the river and lash out with its tail or breath at the party.

Charon will do nothing to interfere, but the Dragon will also be very careful to not upset the boat.

If the dragon can be enticed to rock to boat any, Charon will spin, eyes blazing angrily and the Dragon will slink off.

The speed of the boat could be such that the dragon only gets off a few attacks before the players are whisked away as well.

HOME.

1 D 100 x 10 minutes later, a mist envelops the skiff and it gently pulls up onto the shore of body of water closest to the place the party would most want to go.

Once the party has disembarked, Charon poles the skiff out into

the mists ... and is gone.

THE END.

Appendix:

NPCs:

Andrezhej: TIEFLING SPIKER Clr13; CR 13; Medium-size outsider; HD 13d8+13; hp 71; Init -1; Spd 20 ft.; AC 23 (touch 10, flat-footed 23); Atk +13/+7 melee (Giegablade - as +3 Longsword + Special) ; SA Spell-like abilities, turn undead 6/day; SQ Outsider traits; AL LN; SV Fort +9, Ref +3, Will +13; Str 10, Dex 8, Con 13, Int 12, Wis 20, Cha 16.

Skills and Feats: Concentration +9, Diplomacy +13, Gather Information +7, Intimidate +5, Knowledge (local) +2, Knowledge (the planes) +2, Listen +7, Search +3, Sense Motive +11, Spot +7; Alertness, Blind-Fight, Craft Wand, Spell Focus (Enchantment), Spell Penetration, Justice Blow (NEW FEAT see Mercykiller section)

Spell-Like Abilities: *darkness* 1/day as Sor13.

Turn Undead (Su): The cleric can turn undead, forcing them to recoil from the channeled power of his deity.

Outsider Traits: Darkvision 60 ft.; cannot be raised or resurrected (though a *wish* or *miracle* spell can restore life).

Cleric Spells Prepared: (6/8/7/6/6/5/3/2; base DC = 15 + spell level): 0 -- detect magic, detect poison, light (2), mending, read magic; 1st -- command, detect chaos (2), detect evil, endure elements, protection from chaos, protection from evil, remove fear; 2nd -- bull's strength*, calm emotions, endurance, hold person (2), silence, zone of truth; 3rd -- daylight, dispel magic, invisibility purge, magic circle against evil, magic vestment*, searing light; 4th -- dimensional anchor, discern lies, divine power, freedom of movement, inflict critical wounds*, tongues; 5th -- break enchantment, dispel evil, mark of justice, righteous might*, true seeing; 6th -- blade barrier, greater dispelling, stonewall*; 7th -- Bigby's grasping hand*, dictum. *Domain spell. Deity: St. Cuthbert. Domains: Destruction (smite 1/day), Strength (feat of strength 1/day).*

Possessions: +1 full plate armor, +1 large metal shield, The Geigablade, amulet of natural armor +1, ring of protection +1, bracers of health (+2), wand of searing light (6th level; 40 charges), wand of hold person (25 charges), divine scroll of summon monster V and true seeing, divine scroll of heal and greater restoration, potion of fly, Acheronian clearsteel warning horn.

Artifact: Geigablade

The Geigablade is a sword created by a follower of an evil trickster god. It is only a hilt made of pure adamantite with a glowing gray stone imbedded, until a command word is spoken. The effect is that a blade of pure element (or energy) springs from the hilt instantly, depending on the command word used (it has 7 command words in all, one for each pure element and energy plane, and one to withdraw the blade.). It counts as a longsword +3 at this point. It also, on a successful hit, will produce an extra effect depending on the element being used. Only one blade may be used at a time, if another command word is used, the first blade withdraws before the second extends. A short summary is thus:

Fire- Searing flames. Creatures not protected from fire suffer an extra 1d10 points of damage

Air- Blast of air. Creatures not protected from air are tossed 1d20 yards backwards. (Flying creatures, naturally or magically are unaffected.)

Water- Bubble. Creatures struck are enveloped in a bubble that surrounds their body. If unable to breathe underwater they must hold their breath as in the *Dungeon Master's Guide*, or drown. The bubble lasts 1d20 rounds.

Earth- Earthquake. An earthquake immediately occurs effecting only the creature struck, dealing 1d10 damage to the creature unless it is protected from the element earth.

Positive Energy- Life Flux. The creature is overwhelmed by the immediate surge of life energy. it suffers 2d6 damage if living, and undead suffer 5d6 damage.

Negative Energy- Life Suction. The creature loses 1d6 hit points permanently, unless undead. if their hit points reaches 0 in this manner, they die and become some form of undead. Undead get 1d6 hit points restored. They may not go over their total in this manner.

The *Geigablade* renders four maladies upon it's wielder. These do not begin untill any of the command words are spoke. The first is that the wielder becomes to be extremely facinated with the inner planes, and is extremely drawn to visit them . Secondly, the wielder is very unsatisfied with elements found on the prime material plane, and desires to better them (for instance, a mage who thinks a campfire isn't hot enough may cast fireball on it to increase the temperature).

Third is that the *Geigablade* slowly drains the soul of it's user to power itself. For every twenty uses, the wielder loses a hit point

permanently. For every 100 uses, the wielder loses a Constitution point. If Constitution or Hit Points are reduced to 0 then the wielder becomes an undead creature. Last of the drawbacks is that the element/energy that the blade is made up of is drawn directly from the appropriate plane. there is a 1% chance every use that an entity is drawn through, and will not be happy about having been pulled from it's home plane (usually vented on the nearest creature- the wielder).

The only way to destroy the weapon is to subject each of it's blades to the opposing PURE element. Example- poking the water blade into the plane of fire, or the positive energy blade into the plane of negative energy. It must be the pure element- sticking the water blade in a campfire will only put out the fire.

Magic item History

Serka the Dark decided to create this item in order to help him survive against the beasts of inner planes. He was supposedly slain with this very blade as he slept, and his very soul was drawn into the glowing stone on it's hilt. It has been used in many wars since and has had many names as well. Sword of the four Daemons, Element Bane, and Four-Colored Death are some of the well-known names. It has been unheard of for 300 years.

Name: Bozz the MOUNTAIN GIANT

Large Giant

Hit Dice: 15d8+75 (142 hp)

Initiative: +2 (Dex)

Speed: 40 ft

AC: 21 (-1 size, -1 Dex, +10 natural, +3 hide)

Attacks: Massive Dino legbone. +21/+16/+11 melee; or rock 10/+5/+0 ranged

Damage: Dino Legbone 2d6+20 (two handed); or rock 2d6+10

Face/Reach: 5 ft by 5 ft/10 ft

Special Attacks: Rock throwing

Special Qualities: Rock catching

Saves: Fort +14, Ref +4, Will +5

Abilities: Str 31, Dex 9, Con 21, Int 10, Wis 10, Cha 11

Skills: Climb +15, Jump +15, Spot +9

Feats: Cleave, Great Cleave, Power Attack, Weapon Focus (greatclub).

Treasure: Wears ragged hides and skins, has no possessions beyond the big wicker basket filled with larvae.

Alignment: Chaotic Evil.

A mountain giant looks like a large, 14-foot tall, pot-bellied, muscular humanoid. An average mountain giant weighs about 2,000 pounds. They greatly resemble hill giants with skin color ranging from light tan to reddish-brown. Their hair is black and males have heavy beards but no mustaches. Bozz has a sickly grey pallor about him and sometimes staggers about in a confused fashion.

They seldom wash or repair their garments and the stale reek of a mountain giant can be detected at a range of 300 feet, yet in Hades his smell is muted somewhat.

COMBAT

Bozz will wait until the players get close enough and then hurl

the basket of larvae on them. The basket contains 23 larvae.

Mountain Giant Society

Mountain giants often lair in large, rocky caverns high in the mountains and rarely leave their lairs for anything other than food. Mountain giant families do not share caverns. Each family has its own in which it lives and several families close together form a loosely organized tribe. Tribes often trade with other giants or with groups of ogres or orcs to obtain foodstuffs, trinkets, and servants.

Bozz is a slave to Gretchwitch.

CHARON (Boatman of the Lower Planes)

Medium-Size Outsider (Evil)

Hit Dice: 32d8+192 (336 hp)

Initiative: +6 (+2 Dex, +4 Improved Initiative)

Speed: 50 ft

AC: 37 (+2 Dex, +25 natural)

Attacks: Staff +42/+37/+32/+27 melee

Damage: Staff 1d6+9 plus paralysis

Face/Reach: 5 ft by 5 ft/5 ft (10 ft with staff)

Special Attacks: Spell-like abilities, fear gaze, control water, summon daemons

Special Qualities: Damage reduction 20/good, epic and silver, SR 33, yugoloth qualities, telepathy, immortality

Saves: Fort +24, Ref +20, Will +27

Abilities: Str 28, Dex 14, Con 22, Int 28, Wis 28, Cha 28

Skills: Alchemy +41, Bluff +41, Concentration +38, Gather Information +41, Hide +34, Intimidate +41, Intuit Direction +41, Knowledge (the planes) +41, Listen +43, Move Silently +34, Scry +41, Search +41, Sense Motive +41, Spellcraft +41, Spot +43

Feats: Alertness, Blind-Fight, Cleave, Great Cleave, Improved Initiative, Maximize Spell, Power Attack, Quicken Spell, Weapon Focus (staff)

Climate/Terrain: Any land (Lower Planes, River Styx only)

Organization: Solitary

Challenge Rating: 25

Treasure: None

Alignment: Always neutral evil

Charon may be summoned to the banks of the Styx by casting any of the following spells: blasphemy, holy word, or symbol (any).

He will appear in a large black skiff that can hold up to 10 people of Medium-size. If requested ferry, he will charge a magic item, a silk bag of 100 pp, or two gems of 500+ gp value. Charon never carries this treasure. It is distributed among his servants, the charonaloths.

Charon will not transport those who refuse or fail to pay his price.

COMBAT

Charon will attack using his spell-like abilities, gaze, and staff. If things are going against him, he will summon charonaloths or hydroloths to deal with the attackers, and teleport away, taking his boat with him.

Spell-Like Abilities: At will—alter self, deeper darkness, desecrate, fear, see invisibility, silent image, suggestion, and wall of fire; 3/day—mass suggestion; 1/day—symbol (any). These abilities are as the spells cast by a 20th-level sorcerer (save DC 19 + spell level).

At will, Charon can use teleport without error (self plus skiff only) as the spell cast by a 20th-level sorcerer.

Fear Gaze (Su): 30 feet range, Will save (DC 32) or affected by fear as the spell cast by a 20th-level sorcerer.

Paralysis: A creature hit by Charon's staff must succeed at a Fortitude save (DC 20) or be paralyzed for 3d6 minutes.

Control Water (Su): As the spell cast by a 20th-level sorcerer. Charon may control the river Styx causing the water to rise up and

attack as a 16 HD water elemental. Anyone hit by the elemental is effected as if they had touched the Styx.

Immortality (Ex): Charon is native to five Lower Planes (Abyss, Nine Hells, Gehenna, Tarterus, and Hades), thus when his form is destroyed on one plane, he ceases to exist there, but still exists on the other four. When destroyed on any plane, it takes but a single day for his form to return. To be permanently destroyed, Charon must be slain on all five Lower Planes in a single day.

Summon Yugoloth (Sp): Three times per day, Charon can automatically summon 2d4 charonadaemons or 2d6 hydrodaemons.

Yugoloth Qualities (Ex): Immune to poison and acid; cold, fire, and electricity resistance 30; yugoloths have darkvision with a range of 60 feet.

Telepathy (Su.): Yugoloths can communicate telepathically with any creature within 500 feet that has a language.

Feroid Verdigeep - Adult Rust Dragon.
LE - Extraplanar .

Hit Dice: 20 d12 + 100 (240)

Initiative: +4

Speed: 60 ft, Fly 150 (poor), Burrow 45ft.

AC: 28 (-2 size +20 nat)

Attacks: Bite +28 : 2d8 +9

2 Claws + 23 : 2d6 +4

2 Wings + 23 : 1d8 + 4

Tail + 23 : 1d8 + 12

Special Qualities: Blindsense 60 ft, low light vision 240 ,
Darkvision 120ft, DR 10/magic, 15 metal . SR 22. Acid, Magic
Sleep and Paralysis Immunity, Frightful Presence DC 20.
Special Attacks : Breath Weapons, Rusting bite.

Feats, Flyby attack, Weapon focus bite, Epic Will, Improved Initiative, Dire Charge (Can make full attack as part of a charge), Clinging breath (Breath weapons sticks and lasts for another round, dealing half effect the next round - Creatures that avoid all the the first damage don't take ths extra. Adds +1 to breath recovery time), Wingover.

Saves: Fort 17 Ref 12 Will 16

Abilities: Str 26 Dex 10 Con 21 Int 10 Wis 11 Cha 10.

Skills: Listen + 14 Spot + 12 Hide -6 Intimidate + 14 Concentration + 15 Search + 9.

Climate/Terrain: Lower Planes.

Rust dragons are planar dragons that inhabit the cubes of Acheron. They look similar to normal dragons, although they have certain subtle insectoid features. The rust dragons, or "rusties," have wings like butterflies, antennae, and teeth that are actually jagged parts of the dragon's exoskeleton. Though it looks like one of the metallic dragons, its skin is pitted and looks corroded, with orange, brown, and rust red splotches.

Rust dragons are nomadic loners, fighting each other in non-lethal combat for dominance when two or more are forced to live in the same region. Achaierai sometimes find hatchling rusties and raise them as pets, using the dragons to make tunnels in the cubes of Avalas.

There is some speculation that rust dragons are actually mature forms of rust monsters. The fact that these dragons have characteristics of insects helps to support this theory. As this theory goes, the rare rust monster that lives to old age finds a portal to the layer of Avalas on Acheron, where it builds a cocoon in an isolated tunnel. After gorging on metal for a year, it then spins a cocoon in which it hibernates for three years and then emerges as a hatchling rust dragon. This is as good a guess as to the origin of rusties as any theory.

Rust dragons speak Infernal, though they mostly don't talk at all.

Feroid Verdigeep: Rust Dragon

Hatched upon the iron battlefields of Acheron, Feroid Verdigeep has made a life for himself, feasting on ancient weapons and armor wrenched from the squads of lost militia that roam the cubes. He also eats the meat of anything that can't drive him off by inflicting pain. He is not too bright but has been painfully blasted with magic enough times to know to be very wary of groups of wizardly looking individuals who are carrying very little metal. A group of armored knights would be great to leap at though.

Special Attacks:

Breath Weapon (Su): Line of acid or cone of corrosion.

Acid : 11d4 Ref save DC 24 for half.

Corrosion cone : Reddish brown liquid instantly corrodes any metal it touches. Attended metals get reflex saves to avoid, but any metal is susceptible, even Mithril and Adamantine.

Metal Resistance (Ex) : Against metal weapons a rust dragon has DR equal to two age categories higher than itself has.

Rusting Bite (Ex) A rust dragon that makes a successful bite attack causes metal armor or item worn by the target to corrode and fall to pieces immediately.

A dragon can also use its bite attack to target a weapon or other metal object of course. Magic metal items are allowed Reflex saves against a DC equal to the dragons breath weapon save DC.

Spell-Like Abilities:

3/day Wall of Iron. As spell cast by a sorcerer of a level equal to the dragon's HD (20) (save DC 15)

Combat:

He watches the portal from the air or behind an iron cone hill, and looks for injured or weakened adventurers who come barreling through, just having done battle with its guardian on the other side. It will be up to the Party to convince him that they have indeed not been weakened by any fighting. He won't take much convincing to drive off unless the party has particularly tasty looking metal about them.

Treasure:

A finely polished black ebony stick [*suitable for enchanting; 300 gp*] nearly as thick as a woman's small finger and about as long as a woman's arm might be from elbow to fingertip. Below these are two book covers of black leather bound over thin wood. The front piece is decorated with a large silver crescent on the front and tiny scintillating gems creating the appearance of stars [*1,800 gp*]. The back has a large silver disk and the same star-like design [*2,000 gp*]. There is no trace of the book they held. Twelve more sets of covers decorated in star-like patterns like the signs of the zodiac also have no internal pages [*1,270 each set*]. There are also two large spheres of a blue-white crystal [*blue quartz, 8,000gp each*].

Each sphere could be grasped with one hand, but they are heavy enough to be awkward to hold in this manner. One is carved with iconic images of sea battles and shows a fleet of ships [*corsair or pirate vessels*] fighting. The second sphere is carved with a series of continents and land masses, and there are smaller lines that run all over the globe. Upon closer inspection you see the sphere even has the cardinal points of a compass carved into it, along with bearings and other nautical markings. [*These could be trade routes or the whole globe could be a map to a bigger hoard.*]

Name: Gretchwitch.

Night Hag/1st level Ranger/4th level Rogue

Hit Dice: 8d8+8 plus 1d10+1 plus 4d6+4

Hit Points: 73

Initiative Modifier: +1

Armor Class: 26 (touch 14, flat-footed 26)

Attacks:

Bite +16 melee (2d6+6 and disease)

OR

+1 *longsword* +16/+11/+6 melee (1d10+5 [crit 19-20])

AND

Crones cane +15/+10 melee (1d6+3 [crit 19-20])

AND

Bite +11 melee (2d6+2 and disease)

Special Attacks/Qualities: Outsider Traits: Darkvision 60 ft., can't be raised or resurrected. Spell-like Abilities -- at will as 8th level sorcerer (save DC 11 + spell level): *detect chaos, detect evil, detect good, detect law, detect magic, magic missile, polymorph self, ray of enfeeblement, sleep*; at will as 16th level sorcerer: *etherealness*.

Dream Haunting (Su) -- Can invade the dreams of chaotic or evil creatures. See *Monster Manual* page 140. Heartstone periapt -- allows *etherealness*, cures any disease, imparts +2 resistance bonus to all saving throws. Spell Resistance 25 Immunities -- Night hags are immune to fire and cold, and to charm, sleep, and fear effects Favored enemy: Humans -- Gains +1 bonus to Bluff, Listen, Sense Motive, Spot, and Wilderness Lore (for tracking) skill checks when using them against humans. Also gets +1 bonus to damage on melee and ranged attacks within 30 ft.

Sneak Attack +2d6

Uncanny Dodge (Dex bonus to AC when flat-footed)

Evasion (see *Player's Handbook* p. 48)

Saving Throws:

Fortitude +12

Reflex +13

Will +11

Strength: 19

Dexterity: 13

Constitution: 12

Intelligence: 15

Wisdom: 15

Charisma: 12

Skills: Bluff +14, Concentration +12, Diplomacy +9, Hide +18, Intimidate +15, Listen +19, Move Silently +19, Ride (horse) +11, Sense Motive +16, Speak Language (Common), Spellcraft +13, Spot +19, Tumble +5

Feats: Alertness, *Ambidexterity*, Combat Casting, Improved Two-weapon Fighting, Mounted Combat, Track, *Two-weapon Fighting*, Weapon Focus (longsword).

Alignment: Neutral Evil

Languages: Abyssal, Infernal, Celestial, Common

Equipment: The bonuses for these items are included in the statistics above. *+3 deep purple ring of protection, +1 pig iron longsword, Crones cane, bracers of armor +3, boots of evil elvenkind, cloak of evil elvenkind, A miniature clod iron hunting horn.*

Crones Cane : Gretchwitch wields her wicked Crones cane to evil effect in her off hand...

A Crones cane is a gnarled cane of stout wood. Carvings along its length detail the journey from birth to old age, showing a featureless figure grow from a crawling babe to an upright adult, ending in a hunchbacked elder at the canes head.

The Cane strikes as a +1 light mace in combat, it also has the ability to "age" those it strikes. Any creature damaged by the weapon must make a fort save DC 20 or immediately seem to grow decades older and feel the ravages of time. In actuality, the cane permanently drains 1d6 Str and 1d6 Dex. To further the impression of age the cane permanently transforms the victim as if he had been affected by the alter self spell. Making him appear to be an elderly member of his own race, similar to how he might naturally look after years pass. Once affected by the cane, a creature cannot be affected again by it unless the alter self spell is dispelled. When the Cane is broken or destroyed, creatures rained of their Str or Dex regain those points if they have not already regained them by another means (such as restoration or greater restoration), and the alter self spell ends. Caster Level 11th.

Here is something the players may overhear her saying to one of her Larvae...

Oy, yer a new one dearie. Strug'lin mightily, a fat price ye'll fetch from the Baatezu, or the Tanar'ri, whot ee'r getcha firs'..."

The wriggling, wormlike Larva twisted and bit as the Hag reached to pick it up.

"Quite new then... still full o' anger, the Waste hadn't sapped it out'ya. Not'chet anyways..."

The Hag wrapped thin fingers around the bloated mid section of the petitioner, digging her claws into the twitching underbelly and drawing out a trickle of ichor and a shriek of rage.

The Hag walked forwards, looking out across the land littered with slowly decaying corpses and rusting weapons, the remnants of some inconsequential Blood War battle, epic in scope. All of them were by any measuring of the word, but like everything else on the plane, none of it really mattered.

She cradled the still squirming and howling larva in her arms and continued to walk, cresting the bluff, letting its painful wails fall on uncaring ears. She stroked its head idly with one hand, "Out there, see it all? Op'n yer eyes and look't it."

The Hag looked out at the plane stretching out infinitely before her, ashen colored and largely featureless except where the progress of the Blood War had torn open rifts in the ground or piled bodies and engines of war high like funeral pyres, or scorched the earth with spells.

On the horizon two massive armies of Baatezu and Tanar'ri moved inexorably towards one another, most of those there wouldn't survive the day, such was the nature of the plane itself. Will meant nothing, things happened because they did, so no use fighting the inevitable. The fiend armies would obliterate each other, but others of their kind would step free of Baator and the Abyss to march again to slay the others in their eternal genocide. It would always happen just as it always had, there was no hope for an end in sight. No hope for those involved for anything else. Hope was a hollow concept, devoid of meaning, devoid of expression, just like everything upon the Waste.

"Bound for that 'cher are. Ye'll make a fine lamp to heap upon that altar ya see out there. Unless o'course they burn ya' to power a'spell or device, or eat'cher as food. That is o'course assuming that I don't before ya get sold...resign yer self to it. Give up hope, yer squirmen wretch...sooner the better."

The Hag cackled and squeezed the damned soul another time, simply because she could, inured as she was to its pain, or any emotion at all, a victim of the Waste just as much as the larva cradled in her arms like a perverse babe of Hades. She walked on into inevitability, looking out at the horizon and the looming shadow of the Wasting Tower of Khin-Oin as it rose into the sky and out of sight, visible even here hundreds of miles distant, a twenty two mile high rocky spire looking nothing so much as a

spinal column torn from some titanic beast, as it eternally presided over the war torn planes of Oinos. Not that it mattered...

- From Night hag on the Wastes, Musings.

Mimphet Craulscoreph - Young Abyssal Pyroclastic Dragon.

CE - Extraplanar -

Hit Dice: 13 d12 + 39 (160)

Initiative: +4

Speed: 70 ft, Fly 120 (poor), Climb 50 ft, Burrow 55ft.

AC: 23 (-1 size +12 nat +2 Profane)

Attacks: Bite +26 : 2d6 +7

2 Claws + 21 : 1d8 +4

2 Wings + 21 : 1d6 + 3

Tail + 21 : 1d8 + 11

Special Qualities: Blindsense 60 ft, low light vision 240 , Darkvision 120ft, DR 5/ +1 . SR 17. Fire, Sonic, Magic Sleep and Paralysis Immunity, Frightful Presence DC 21.

Special Attacks : Breath Weapons, Smite good / law +13

Feats, Improved Speed (+20), Quicken Breath (adds +4 rounds till next breath use.), Epic Will, Improved Initiative, Flyby attack.

Saves: Fort 11 Ref 8 Will 13

Abilities: Str 25 Dex 10 Con 17 Int 12 Wis 13 Cha 12.

Skills: Listen + 15 Spot + 15 Hide -6 Intimidate + 18 Concentration + 13 Search + 8.

Climate/Terrain: Lower Planes.

Mimphet Craulscoreph is a raging and furious embodiment of fire, earth, thunder and Abyssal evil.

He is solidly built, powerfully muscled and seemingly carved from lava. His scales resemble fractured obsidian and glowing magma, forming a mottled pattern of reds, oranges, blacks and greys over his entire body. Sculpted into his scales are arcane runes of Abyssal power. His large wings seem to be made of ash, but

despite their flimsy appearance, they are quite capable of bearing the dragons weight aloft.

Even the mighty dragon is not immune to the corrupting influence of the Abyss. Mimphet Craulscoreph was once a regular Pyroclastic dragon but his parents left him on Dyarkos and over time he gained the Abyssal powers he now has. He is unpredictable and destructive, much like the plane he lives on.

Special Attacks:

Breath Weapon (Su): An Abyssal dragon gains a new type of breath weapon. It expels a horrible gas infused with the madness of the blackest souls consigned to the Abyss. This is a cone attack that deals 1d6 temporary Wisdom damage and 1d4 permanent sanity damage. (Reflex half, base creature's breath weapon DC). This new breath weapon is in addition to the base creature's regular breath weapon attack(s). The Abyssal dragon can choose among any of its breath weapons but still can breathe only once every 1d4 rounds.

Breath Weapon (Su): A pyroclastic Dragon has two types of breath weapon, a cone of superheated ash accompanied by crushing waves of sonic force. This deals half fire and half sonic damage- 3d6 Fire 3d6 Sonic Ref DC 20.

OR

A line of Disintegrating power. Fort save DC 20 or crumble to ash. 1d12 damage on successful save.

These are in addition to the blackest soul madness gas above.

Smite Good (Su): Once per day per 10 HD (round down) of the base creature, an Abyssal dragon can make a normal attack to deal additional damage equal to its HD total (maximum +20) against a good foe.

Smite Law (Su): As smite good, but affecting lawful opponents.

Spell-Like Abilities: 1/day—dispel good and dispel law, pyrotechnics .

3/day Sound burst. These abilities are as the spells cast by a sorcerer of a level equal to the dragon's HD (13) (save DC 10 + dragon's Charisma modifier (+1) + spell level).

Combat: Mimphet Craulscoreph sees the portal as his and usually attacks anyone going toward it or coming out of it. He will usually be hiding behind rocks or in a crater as the party approach and then will attempt to get as close as possible without being seen. When seen he will scream in rage and launch himself at the group, leading with a breath blast. As he flies by he will lash out with his natural weapons and unleash a quickened breath. He will then withdraw until he is charged up and able to take account of the party power before thinking over his next attack plan.

Treasure: Hidden 80 yards or so away from the portal and stashed secretly away in a cave like hollow...

You have found a trunk with a hasp and lock [*Average lock; 42 gp*]. The lock is closed and no keys are present. [*The lock will surrender to a good picking or a hefty blow.*] Once open, the chest seems to be filled with drab clothing, folded nicely [*3 artisan's outfits, 1 gp each; 3 hooded wool cloaks: brown, black and tan, 1 gp each.*] At the bottom of the chest is a dark red felt bag the size of a small brick [*5 sp*]. When the drawstring at the top of the bag is loosened a silver goblet is revealed with intricate scroll work around the mouth, base and top of the stem [*125 gp*]. Once this is removed the chest is empty, its bottom and sides lined with a very rough-woven heavy wool fabric.

[*The Dragon has hidden his real treasure in the lining of his chest. A glint of color might show through the lining fabric, if a*

hint is needed. If the adventurers feel along the bottom of the sides inside the chest:]

The lining feels a bit lumpy along the bottom of the sides. [*If the characters decide to cut the lining or pull it out of the chest:]*

Several gems fall into the bottom of the chest [*46 gems in all*].

Four

golden yellow gems [*topaz, 500 gp each*]; five of pale, clear blue [*blue quartz, 10 gp each*]; seven bright blue [*lapis lazuli, 10 gp each*]; one bluegreen gem [*aquamarine, 500 gp*]; nine gold and brown stones [*tiger eye, 10 gp each*]; ten clear yellow-green pieces [*peridot, 50 gp each*]; two medium purple [*amethyst, 100 gp each*]; four clear deep green gems [*green spinel, 100 gp each*]; two swirled dark green stones [*malachite, 10 gp each*]; one deep rich purple gem [*purple corundum, 1,000 gp*] and a brilliant orange stone [*jacinth, 5,000 gp*]. [*Total 10,003.5 gp*]

Name: The Strange Enchantress who cannot speak.

Size: Med.

Race/Sex: Human female

Class/Level: 12th level Enchantress.

Alignment: Neutral.

Hit Dice: 12 d4+36 HP: 55

Initiative: + 2

Speed: 30

Armor Class: Dex +2, Cloak + 5 17 Touch: 12 Piercing 17

Bludgeoning 17 Slashing 17

Attacks: Thin + 2 dagger. +8/+3 Dam 1d4+2

Base Att: +6/+1

Saves: Fort : 7(Cloak- 12) Ref: 6 (11) Will: 10 (15)

Abilities: Str: 10 Dex: 14 Con: 16 Int: 16 Wis: 14 Chr: 18

Skills: Balance : + 2 Concentration + 10, Knowledge (arcana) +12, Knowledge (nature)+8, Spot + 5, Sense Motive + 17, Bluff+ 17 , listen + 6, Spellcraft + 10,Intimidate+6, Diplomacy +6.

Spells. (Includes one bonus enchantment spell per level).

0-1-2- 3-4-5- 6-

5/5/5/5/4/4/3

Tartan Spell book-

1st level - Sleep*, Hypnotism*, Charm person,* Silent image, Ray of enfeeblement.

2nd level - Ice lance, Darkness, Forget, Levitate, Hideous laughter.*

3rd level - Hold Person*, Heroism*,Rage*, Blink, Summon Monster III, Arcane sight.

4th level - Secure shelter, Charm Monster*, Fire shield, Polymorph, Confusion*.

*= Enchantment spell.

Tattered spell book-

5th level - Monster Summoning V, Dominate person*, Hold Monster*,

6th Heroism Greater*, Disintegrate.

Feats: Silent spell, Still spell, Quick spell, Persuasive, Negotiator.

Equipment: Light purple cloak of protection + 5 (this cloak gives a magical + 5 to AC and a magical + 5 to saves. It is pretty sturdy but if it becomes badly damaged, then its magic could fade away).

A yellow silver ring of warmth.

A wind fan - A Wind fan appears to be nothing more than a wood and paper fan. But by uttering the correct command word (

"Zephyr") the fan can be used to generate a *GUST OF*

WIND spell, once a day at no risk. Each use beyond the first has a cumulative 20 % chance of tearing the fan into non magical tatters.

Thin dagger + 2 (hidden under clothes)

The one ft. x one ft. black chest of excellent craftsmanship is really a powerful chest of holding. It only weighs 10lbs no matter what is in it. It can hold 200lbs and has within it and extra dimensional space of 2ft.X 3ft capacity. Within this chest she has a tartan spell book and a tattered spell book, four potions of healing and two potions of levitation. High quality noble camping food and a scroll of protection from undead in a gilded wooden scroll case.

Scroll of protection from undead - When this scroll is read a five foot radius circle of protection extends from and moves with the reader. It protects everyone within it from physical attacks from undead but not spells or other attack forms. The protection restrains up to 35 HD of undead. Those in excess can pass through the circle. It remains in effect for 10 d8 rounds.

Languages: Understands Common, Elven, Dwarven, Sylvan and Draconic.

Description: She is a comely blond woman in her mid 20s with sparkling blue eyes. She wears a brown peasant frock and peasant gloves and she wears no shoes. Her ears are adorned with primitive tribal earrings and she is draped in a light purple cloak of fine make. On her back is strapped a one ft. x one ft. black chest of excellent craftsmanship.

Personality: A calm and rational Machiavellian opportunist.

SUN

Drow Paladin of Freedom 12CG Medium Humanoid (Elf)

Init +5; Senses darkvision 120 ft.;

Listen +9, Spot +9
Auras good (overwhelming), resolve (10 ft./+4 morale)
Languages Common, Elven, Undercommon
AC 22, touch 12, flat-footed 20; +1 Dex, +7 armor, +3 shield, +1 deflection
hp 70 (12 HD)
Immune compulsion effects, disease; SR 23
Fort +12, Ref +11, Will +12 (+2 racial bonus on Will saves against spells and spell-like abilities)
Weakness light blindness
Speed 30 ft. (6 squares)
Melee +2 longsword +18/+13/+8 (1d8+3/17-20)
Ranged longbow +14/+9/+4 (1d8/x3; 100 ft./x10; 20 arrows)
Base Atk +12; Grp +15 Atk Options smite evil 3/day (+4/+12)
Special Actions lay on hands (8/day), turn undead 7/day
(+6/2d6+13, 9th)
Combat gear potions of cure light wounds (2)
Spells prepared Paladin of Freedom (CL 6th)
~ 3rd - daylight, magic circle against evil
~ 2nd - bull's strength, resist energy
~ 1st - bless weapon, cure light wounds
Spell-Like Abilities (CL 12)
~ At will - detect evil
~ 1/day - dancing lights, darkness, faerie fire
~ 3/week - remove disease

Abilities Str 16, Dex 13, Con 10, Int 10, Wis 14, Cha 18
SQ code of conduct, divine grace, divine health, drow traits,
passive search (5 ft./secret or concealed doors)
Feats Improved Critical (longsword), Improved Initiative, Iron
Will, Lightning Reflexes, Weapon Focus (longsword)
Skills (ACP -1) Bluff +14, Knowledge (religion) +10, Listen +9, Sense
Motive +12, Spot +9
Possessions combat gear plus +2 mithral breastplate, +1 mithral
heavy shield, +2 adamantite longsword, ring of protection +1, cloak
of charisma +2, holy symbol (silver), flasks of holy water (2)

Aura of Resolve (Su): The paladin of freedom is immune to compulsion effects. Each ally within 10 feet of the paladin of freedom gains a +4 morale bonus on saving throws against compulsion effects.

Code of Conduct: A paladin of freedom must be of chaotic good alignment and loses all class abilities if she ever willingly commits an evil act. Additionally, a paladin of freedom's code requires that she respect individual liberty, help those in need (provided they do not use the help for lawful or evil ends), and punish those who threaten or curtail personal liberty.

Divine Grace (Su): The paladin of freedom adds his Charisma modifier to all of her saving throws.

Divine Health (Ex): The paladin of freedom is immune to all diseases, including supernatural and otherwise magical diseases.

Drow Traits: Drow have a +2 racial bonus on Listen, Search, and Spot checks.

Lay on Hands (Su): The paladin of freedom can heal wounds (her own or those of others) by touch. Each day she can heal a total of 48 hit points of damage. The paladin of freedom may choose to divide her healing among multiple recipients, and she doesn't have to use it all at once. Using lay on hands is a standard action.

Light Blindness (Ex): Abrupt exposure to bright light (such as sunlight or a daylight spell) blinds drow for 1 round. On subsequent rounds, they are dazzled as long as they remain in the affected area.

Passive Search (Ex): Drow who pass within 5 feet of a secret or concealed door are entitled to a Search check to find it as if actively searching the area.

Smite Evil (Su): Three times per day, the paladin of freedom may attempt to smite evil with one normal melee attack. He adds her Charisma bonus (+4) to her attack roll and deals 12 extra points of damage. If the paladin accidentally smites a creature that is not evil, the smite has no effect, but that use of the ability is still used up for that day.

Turn Undead (Su): The paladin of freedom has the supernatural

ability to turn undead. She may use this ability 7 times per day.
He turns undead as a 9th-level cleric would.

Quote: "I am the light that will lead my people out of the darkness."
Height 5' 0"; Weight 101; Hair White; Skin Black; Eyes Red; Age
150;

Name: Witch Critch Snitch

Human/10th level Witch/10th level Crone

Hit Dice: 20 d4 + 140 (213)

Hit Points: 213

Initiative Modifier: + 7

Armor Class: 10 + 7 (Con / dex) 17 + Magical Protections.

Attacks: +10/+5

Special Attacks/Qualities: W C S has a manged out cat
familiar called mange.

Saving Throws:

Fortitude + 13

Reflex + 13

Will +19

Strength: 5

Dexterity: 6

Constitution: 8

Intelligence: 20

Wisdom: 18

Charisma: 24

Skills: Bluff +19, Concentration +16, Knowledge (Arcana) +25
Knowledge (Planes) +22, Knowledge (Religion) +14,
Spellcraft + 21, Spot + 14, Listen + 9, Move silently + 19.

Spells per day

Level-	0	1	2	3	4	5	6	7	8	9
# per day	6	8	8	8	7	7	7	7	6	6

Feats: Spell Focus (Necromancy), Necrology, Combat casting,
Quickspell,

FRIGHTENING

WCS can frighten creatures.

Once per day, she can *scare* any creature within 30 feet that can hear and see her, as the spell cast by a sorcerer of your caster level..

HAG CLAWS

WCS's hands are twisted into vile claws.

Benefit: WCS's unarmed attacks do an additional 1d3 points of slashing damage. You are considered proficient with this natural attack.

Alignment: NE

Languages: Abyssal, Demonic, Giant, Dwarven, Common,
Sylvan, Elven.

Equipment: A Tatty old Shawl, a basket full of poison apples, old evil witchy clothes, Hair pin of Disguise. An evil sharp tower full of freaky witchy things like brooms, Hansels and Gretels, cauldrons, Evil books, cases of evil herbs and spices, reeking cats...

Hair pin of Disguise...The Hair pin of Disguise is a simple silver pin which grants it's wearer the ability to transform his/herself. +/- 50% of height, and/or weight. Skin/hair/eye pigmentation may be altered as well. It will allow one to mimic any particular individual. The subject must be humanoid. One may even elect to transform oneself into a creature with gills or wings or a prehensile tail. If done, the individual would be able to breathe water, fly, and/or use the prehensile tail as a third hand. It can be used three times per day for one hour. - Note: WCS will not use this unless she is forced to flee and hide out in her tower. She will use it to transform into a plausible captive, that the players will take pity on, such as a Hansel or a Gretel.

Marked: The witch has a deformity that clearly separates her from others of her race, such as green skin, a long warty nose, a large hump, or cloven feet. She does not receive her Charisma bonus to Diplomacy, Disguise, Gather Information, and Handle Animal checks and instead receives a penalty to those checks equal to half of her Charisma bonus (rounded up). Animals always regard the witch with hostility.

In WCS case she has a spine that is twisted like an S and unsightly spiney bits, humping out of her back. She also has a face so witchy that her long freaky nose touches her warty pointed chin.

Witchcraft: The witch practices witchcraft, magic of charms, deception, insight, and nature. She casts arcane

spells without preparation, using the sorcerer spell progression. She uses her Charisma score to determine maximum spell level, spell DCs, and bonus spells. However, the witch uses her own spell list, called Witchcraft:

0 Level: cure minor wounds, dancing lights, daze, detect magic, ghost sound, guidance, light, lullaby, mending, message, prestidigitation, read magic, virtue

1st Level: cause fear, charm person, command, cure light wounds, disguise self, doom, entangle, faerie fire, hypnotism, lesser confusion, obscuring mist, silent image, sleep

2nd Level: alter self, augury, blindness/deafness, cure moderate wounds, eagle's splendor, enthrall, fog cloud, glitterdust, gust of wind, minor image, scare, Tasha's hideous laughter, whispering wind

3rd Level: arcane sight, bestow curse, call lightning, clairvoyance/clairaudience, contagion, deep slumber, dispel magic, hold person, magic circle against chaos/evil/good/law, major image, plant growth, poison, suggestion

4th Level: charm monster, command plants, discern lies, divination, Evard's black tentacles, fear, hallucinatory terrain, neutralize poison, polymorph, remove curse, remove disease, scrying, tongues

5th Level: baleful polymorph, break enchantment, control winds, dominate person, dream, feeblemind, greater command, hold monster, magic jar, mind fog, mirage arcana, nightmare, wall of thorns

6th Level: animate objects, control weather, dismissal, eyebite, flesh to stone, forbiddance, geas/quest, mass suggestion, mislead, project image, spellstaff, true seeing, veil

7th Level: creeping doom, finger of death, greater scrying, insanity, liveoak, transport via plants, vision

8th Level: binding, discern location, horrid wilting, mass charm monster, polymorph any object, power word: stun, trap the soul

9th Level: dominate monster, foresight, mass hold monster, shapechange, storm of vengeance, wail of the banshee, weird.

Curses: The curse already plays a major role in mainstream witchcraft, yet there are even deeper pools of cruelty and venom to explore, new ways to exact vengeance and ruin. Only Nongood witches can dabble in Curses. Power: Profanity: Once per day, the witch can cast a witchcraft spell with a Verbal component as if affected by the Eschew Materials feat or by the Silent Spell feat without taking up the higher spell slot or requiring her

to have the feat. Spells: 0 touch of fatigue, 1 bestow wound [BoVD], 2 curse of ill fortune [MgcF], 3 bestow curse, 4 evil eye [BoVD], 5 blight, 6 eyebite, 7 bestow greater curse [BoVD/DInc], 8 blasphemy, 9 imprisonment.

Moon Magic: Tapping the energies of the moon, the night, and darkness, witches who dabble in Moon Magic, also known as the Pale Circle and the Night Art, must have a Neutral component to their alignment. Power: The witch gains low-light vision; if she already possesses this ability, she can now see three times as far (instead of twice as far) as a creature without it. Spells: 0 no light [BoVD], 1 moon lust [d315], 2 moonbeam [FRCS], 3 moon blade [FRCS], 4 wall of moonlight [PG2F], 5 moon path [FRCS], 6 bite of the wereboar [Wbst], 7 shadow walk, 8 bite of the weretiger [Wbst], 9 summon monster IX (night hag).

Mist Magic: Slowly creeping fogs and eerily quiet clouds: Some witches draw on the essence of mist for arcane inspiration. Only witches with a Neutral component to their alignment dabble in Mist Magic. Power: Fogfoot: Once per day for 10 minutes, the witch can pass without trace through any environment, as the spell cast by a druid of her caster level. Spells: 0 stench, 1 obscuring mist, 2 fog cloud, 3 gaseous form, 4 mind fog, 5 cloudkill, 6 wind walk, 7 etherealness, 8 incendiary cloud, 9 summon monster IX (elder air elemental).

Black Magic [1st/2nd/3rd/4th/6th/7th/8th/9th level]: The indicated levels, the crone casts arcane spells as if she had gained a level of witch.

When casting any witchcraft spell with a Divine Focus, the witch may substitute a sprig of belladonna.

Brew Potion [3rd level]: With a bubbling cauldron, the witch can concoct a variety of elixirs and potions. She receives the Brew Potion feat for free.

Trackless Step [5th level]: Creeping through woods, the witch is like a mist passing through shadows. She leaves no trail in natural surroundings and cannot be tracked.

Bewitch [6th level]: By merely uttering a few seductive words, the witch can bewitch another creature with charm person. If the witch delivers Bewitch as a touch attack, the DC is increased +2. This spell-like ability can be used once per day.

Chilling Touch: Her touch is like the caress of the grave. A number of times per day equal to her Charisma bonus, the crone's touch attack can deal 1d3 points of negative energy damage. This Necromantic effect is supernatural.

Withered [1st/4th/7th/10th level]: The crone's intimate connection with the blackest of magicks corrupts her

frail mortal form, aging and deforming her.

She loses her Charisma bonus to Diplomacy, Disguise, Gather Information, and Handle Animal checks, and now incurs a penalty to such checks equal to her Charisma bonus. However, the crone is now immune to being magically aged. She can now apply her Charisma bonus instead of her Wisdom modifier to Will saves.

She can now apply her Charisma bonus instead of her Dexterity modifier to all Reflex saves, ranged touch attacks, and Armor Class. When immobilized, rendered unconscious, or subject to domination spells or effects, this supernatural quality is negated.

At 10th level, the crone becomes Decrepit (twice her race's Old age) if not already, receiving a -4 penalty to Strength, Dexterity, and Constitution and a +4 bonus to Intelligence, Wisdom, and Charisma, with her maximum age now equal to her race's Venerable age + three times the highest possible Maximum Age allowed for her race (a human crone's maximum age, for example, would now be 190). Her movement rate is further lowered to 15 by a debilitating limp. She now uses her Charisma bonus instead of her Constitution modifier to determine her Fortitude saves and her bonus hit points per character level, with her hit points recalculated as appropriate.

Hex [2nd/6th/10th level]: With muttered curses and a chilling glance, the crone can affect any creature within 30 feet as if she had cast a ranged version of bestow

curse, as cast by a witch of her caster level. If the crone couples her Hex with a touch attack, the DC increases +2. This spell-like ability can be used once per day at 2nd level and every four levels thereafter. At 6th level, one of her daily Hex can instead manifest as bestow greater curse. At 10th level, she can so augment two of her daily uses.

Cackle [3rd level]: She can issue a frightening, maddening cackle that fills her foes with chilling horror. Once per day, the crone can begin Cackling for up to three rounds. During the first round, all enemies in a 30-foot radius who can hear her are affected by cause fear as cast by a witch of her caster level if they fail a Will saves [DC 10 + crone level + Charisma modifier]. On the second round, all enemies within a 20-foot radius are by scare. On the third round, all enemies within a 30-foot radius are affected by fear. If the crone is interrupted, the Cackle ends and her daily use is expended. This is a Fear, Mind-Affecting spell-like ability.

Evil Eye [8th level]: Her terrible gaze can root you with fear. Once per day for up to 1 round per crone level, she can manifest a gaze attack that immobilizes all who view her. All creatures who meet her gaze must succeed at a Will save [DC 10 + crone level + Charisma modifier] or fall under the effects of hold person, as cast by a sorcerer of her crone level. This Compulsion, Mind-Affecting spell-like ability can be initiated and maintained with a move action and ended as a free action.

At 10th level, creatures who fail the save by more than 10 are instead affected by flesh to stone.

Gnarled Finger [9th level]: By pointing her gnarled finger, the crone can inflict finger of death once per day as a witch of her caster level. This is a spell-like ability.

Yaklut Fipplesip.

Male Forlarren Rogue 5/Swashbuckler 3/Assassin 7
NE Medium Fey.

Init +4; Senses Low light vision, darkvision; Listen +19, Spot +9
Languages Common, Gnome, Dwarven, Halfling, Elven

AC 29, touch 16, flat-footed 19
hp 99 (12 d6 + 3d10 + 3 d8 + 18)
Evasion
Fort +7, Ref +15, Will +5

(Grace +1 Ref, +3 vs poison, trap sense +1)

Speed 30'

Melee +2 keen rapier +18/+13/+8 (1d6+6/15-20) or
unarmed or dagger +16/+11/+6 (1d4+3, 20 x2 or dagger
19-20)
Ranged mwk comp (+1) shortbow +15/+10/+5 (1d6+1/x3)
Base Atk +12; Grp +12
Atk Options: Improved unarmed strike, stunning fist
(3x/day; DC 18), sneak attack +7d6, death attack (DC

20), insightful strike (add Int bonus to damage with light or "finessed" weapons), poison use, assassin spells.

Def Options :Dodge, Mobility, Improved Uncanny Dodge, Combat expertise. THE RING OF NESSE with 54 charges.

Combat gear :

Spells known Assassin (CL 7th)

4th - (1/day) freedom of movement, greater invisibility

3rd - (3/day) deep slumber (DC 16), deeper darkness, misdirection

2nd - (4/day) fox's cunning, invisibility, pass without a trace, spider climb

1st - (4/day) disguise self, feather fall, obscuring mist, true strike

Spell-Like Abilities: Heat Metal (Sp): Once per day, by making a melee touch attack, the forlarren can heat metal as the spell cast by a 6th-level druid (save DC 13). Once the affected metal reaches the searing stage (after 3 rounds) it remains at that stage until the forlarren breaks contact with the affected metal. The metal returns to its starting temperature 2 rounds later, just as with the spell.

1

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

SQ Gnome traits

Feats Combat Expertise, Dodge, Elusive Target, Improved Unarmed Strike, Stunning Fist, Weapon Finesse (b)

Skills Balance +11, Bluff +11, Climb +6, Device +13, Diplomacy +5, Disguise +9 (+11 acting), Escape Artist

+13, Gather Information +8, Hide +25, Intimidate +8, Jump +12, Listen +19, Move Silently +22, Open Lock +16, Search +13, Sense Motive +6, Spot +9, Tumble +24
Possessions combat gear plus Combat gear plus +3
shadow silent chain shirt, +2 keen rapier, composite (+1)
short bow, 30 arrows, hat of disguise, mwk thieves tool,
2 daggers, silvered dagger, cold iron dagger, pewter
inlaid Minotaur horn that emits a deep resonant note
when blown.

The Forlarren is the descendent of a nymph and greater devil. They are lonely creatures that hate their very existence and seek to take out their anger on good and evil alike.

A forlarren appears as a cloven-hoofed humanoid. A ridge of hair runs around the side and back of its otherwise hairless head. Small horns protrude above its eyes. Its hands end in claws and its lower torso is covered in matted, dark hair.

COMBAT

It focuses on a single opponent in combat and attacks until it or its opponent is slain. If it kills an opponent, its personality switches to that of its ancestral mother, and it halts combat, to tend to the slain and offer its sorrow to the slain's companions.

Personality (Ex): After the Forlarren has slain one creature, its ambivalent nature surfaces and it shows great remorse, offering its assistance and aid to those that suffered the loss. After 1d6 days though, its dominant evil nature returns and

the Forlarren attacks any creature on sight, including those it befriended.

THE RING OF NESSE.

The ring of Nesse is known to only a few fire elemental mages. It was created by an elven fire elemental of the city of Tantras. The creation took place several hundred years ago- and since that time has never been recorded as showing up (hence, the rarity of the knowledge of it).

It's a nearly plain brass ring. Nearly so, because close scrutiny (search DC 17) will reveal that there is a almost impercievable cross hatching of thin platinum wires (the size of thin spider webs). Other than this the ring will seem normal. Detection of magical auras will show a powerful dweomer.

Another oddity is that if placed in a fire (or such) the inner side will show a set of runes. The runes are written in a code (Int Check DC 20, or magical means of deciphering) and elvish.

They read thus:

"Wear this
into the flame
speak the name
activate flame kiss"

This message gives the command word, "flame kiss", but it must be spoken in elvish (the native tounge of Nesse) to work. The runes will remain apparent for up to 2 rounds after being retrieved from the source of the flame. When the ring is

activated a thicker platinum strand will become apparent , running parallel along the circumference of the ring.

The ring has the following powers when activated (along with the number of charges that each power takes):

- * +6 on saves vs magical fire- Dragon breath, Fireball etc (1 charge for each save being rolled)
- * Immunity from normal or elemental fire, lava etc. (1 charge for each time the character would have taken damage. This ring does NOT protect clothing, etc. Only the wearer)
- * allow wearer to breathe in magma, lava, etc. (5 charges per round).
- * act as a ring of free action, while in magma, lava, etc. (automatically)

The downside is that the character will NEVER feel hot, etc. while the ring is activated. This is bad because the wearer may not realize that they are on fire to extinguish it, before deactivating the ring. This could lead to the wearer taking damage from the fire or "burning" up all of the charges.

Another downside is that the character will start to feel colder at more normal temperatures. After wearing the ring for a month and then taking it off- the character will freeze at what he once thought was mild weather (the exact ratio I leave to you The DM).

Deactivation of the ring is done by again saying "flame kiss" in elvish. It is possible to recharge the ring. For each day the ring is burnt in a blazing furnace/forge it will recover 1

charge. The forge must be kept going and use a rare type of wood (wierwood). The fire must be natural (non-magical in nature). Max charges is 88.

Nesse used this ring for short trips to the elemental plane of fire and magma. He lost it on the plane of Fire some 200 years ago, his last "adventure".

MONSTERS.

Aspect of Hextor.

Large Outsider (Evil, Extraplanar, Lawful)

Hit Dice: 12d8+60 (114 hp)

Initiative: +3

Speed: 40 ft. (8 squares)

Armor Class: 22 (-1 size, +3 Dex, +5 natural, +5 +1 scale mail), touch 12, flat-footed 19

Base Attack/Grapple: +12/+22

Attack: +1 flail +18 melee (2d6+6)

Full Attack: +1 flail +14/+9/+4 melee (2d6+6), +1 longsword +14 melee (2d6+3/19-20), +1 battleaxe +14 melee (2d6+1), +1 heavy mace +14 melee (2d6+3), +1 heavy pick +14 melee (1d8+3), +1 scimitar +14 melee (1d8+3/18-20)

Space/Reach: 10 ft./10 ft.

Special Attacks: --

Special Qualities: Damage reduction 5/epic, darkvision 60 ft.

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

Abilities: Str 22, Dex 17, Con 20, Int 17, Wis 17, Cha 18
Skills: Climb +18, Craft (weaponsmithing) +18, Diplomacy +8,
Handle Animal +19, Jump +22, Knowledge (arcana) +18,
Knowledge (history) +18, Knowledge (nobility and royalty) +18,
Knowledge (religion) +18, Listen +18, Ride +5, Sense Motive
+18, Spot +18
Feats: Blind-Fight, Cleave, Combat Reflexes, Multiweapon
Fighting, Power Attack
Environment: Infernal Battlefield of Acheron
Organization: Solitary
Challenge Rating: 11
Treasure: None
Alignment: Always lawful evil
Advancement: --

This 12-foot-tall humanoid has gray skin, tusks, and six arms. Each arm brandishes a different weapon, and the thing's body is covered by iron scale mail decorated with numerous skulls.

An aspect of Hextor does what Hextor does -- it conquers. An aspect of Hextor speaks Common, Draconic, and Infernal.

Combat

An aspect of Hextor loves to do battle, especially against the forces of good. It willingly provokes attacks of opportunity if that's what's needed to position itself for the maximum use of its many melee attacks.

An aspect of Hextor's natural weapons, as well as any weapons it wields, are treated as evil-aligned and lawful-aligned for the purpose of overcoming damage reduction.

BOGGART

Small Aberration (Air)

Hit Dice: 6d8+6 (33 hp)

Initiative: +4 (Dex)

Speed: 20 ft

AC: 20 (+1 size, +4 Dex, +5 natural)

Attacks: Slam +5 melee

Damage: Slam 1d3+1 and 2d6 electricity

Face/Reach: 5 ft by 5 ft/5 ft

Special Attacks: Confusion, electricity, electrical discharge, feed

Special Qualities: Alternate form, detect thoughts, invisibility,
spell immunity, darkvision 60 ft

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

Abilities: Str 12, Dex 19, Con 13, Int 14, Wis 12, Cha 11

Skills: Bluff +8, Hide +16, Listen +12, Search +9, Sense Motive +8,
Spot +12

Feats: Alertness, Blind-Fight, Dodge

Climate/Terrain: Any marsh

Organization: Solitary, pair, or pack (2-5)

Challenge Rating: 7

Treasure: None

Alignment: Always chaotic evil

Advancement: 7-12 HD (Small)

The boggart is the immature form of a will-o-wisp. It appears as a small humanoid, such as a goblin, gnome, halfling, or norker, or will-o-wisp. It usually appears in humanoid form to lure its victims to their death.

COMBAT

The boggart begins melee using its *confusion* ability. It then uses its electrical attack against its foes while changing forms as it wishes. If reduced to 5 or less hit points, the boggart will try to escape by changing to its will-o-wisp form and moving across grounds its enemies cannot traverse.

Confusion (Su): 1/day; screeching, 30-foot spread; Will save (DC 13) or *confused* for 6 rounds. This ability replicates the spell of the same name. Each additional boggart within 30 feet that screeches adds +1 to the DC.

Electricity (Su): Touch; 2d6 points of electrical damage. A creature touched receives a Fortitude save (DC 14) for half damage.

Electrical Discharge (Su): 10 feet, no range increment, line of electricity from its hands, once every 1d4 rounds, 2d6 points of electrical damage; Reflex save (DC 14) for half.

Feed (Su): When a boggart slays a humanoid opponent, it can feed on the corpse, devouring both flesh and life force, as a full round action. For every 8 HD or levels a boggart consumes, it gains 1 Hit Die. Feeding destroys the victim's body and prevents any form of raising or resurrection that requires part of the corpse. A *wish*, *miracle*, or *true resurrection* spell can restore a devoured victim to life, but there is a 50% chance that even such powerful magic will fail.

Alternate Form (Su): The boggart's natural form is that of a small will-o-wisp. In will-o-wisp form it retains its ability scores, detect thoughts, invisibility and spell immunity, but cannot use its electrical attacks or confusion ability. The boggart's AC increases to 24 in will-o-wisp form.

Its other form is that of a small humanoid. In humanoid form, the boggart gains all the abilities of the form (for example, a boggart in dwarf form has dwarven racial traits). The boggart keeps its ability scores and all of its powers in humanoid form.

The boggart can assume either form as a standard action, but cannot maintain wisp form longer than 10 rounds. A change in form cannot be dispelled, nor does the boggart revert to its natural form when killed. A *true seeing* spell, however, reveals its natural form if it is in humanoid form.

Invisibility (Sp): Maximum of 10 minutes/day in any form. While invisible it can use its confusion ability without becoming visible.

Detect Thoughts (Su): A boggart can continuously detect thoughts as the spell cast by an 8th-level sorcerer. It can suppress or resume this ability as a free action.

Spell Immunity (Ex): Boggarts are immune to all spells save *magic missile*, *maze*, *magic circle against evil*, *magic circle against chaos*, *protection from chaos*, and *protection from evil*.

Crimson Death.

Medium-Size Aberration

Hit Dice: 13d8+26 (84 hp)

Initiative: +6 (+2 Dex, +4 Improved Initiative)

Speed: Fly 40 ft or 20 ft (after feeding) (average)

AC: 20 (+2 Dex, +8 natural) or 16 (+2 Dex, +4 natural) (after feeding)

Attacks: 2 tentacles +11 melee

Damage: Tentacle 1d6

Face/Reach: 5 ft by 5 ft/5 ft

Special Attacks: Engulf

Special Qualities: Damage reduction 20/+2, SR 30, susceptibility, darkvision 60 ft

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

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

Skills: Hide +14*, Listen +19, Move Silently +14, Search +14, Spot +19

Feats: Alertness, Dodge, Improved Initiative, Mobility

Climate/Terrain: Temperate marsh

Organization: Solitary

Challenge Rating: 9

Treasure: Standard

Alignment: Always neutral evil

Advancement: 14-39 HD (Medium-size)

The crimson death appears as a roughly humanoid creature of translucent vapor. Its lower torso fades into a misty tail-like end below the knees. The crimson death moves by hovering above the ground.

After killing an opponent, the crimson death will drag the victim's body to its lair (usually a hollowed-out place under a windfall or undercut bank), to conceal its presence. The crimson death collects its victim's treasure to use as a lure for its next victim.

COMBAT

A crimson death attacks by enveloping a creature with its body and draining the victim of all of its body fluids. Once it has drained a victim of all its fluids, the death will flush crimson (hence the name).

Engulf (Ex): A crimson death can attempt to wrap a Medium-size or smaller creature in its body as a standard action. The crimson death attempts a grapple that does not provoke an attack of opportunity. If it gets a hold, it deals 1d6 points of temporary Constitution damage for each round it maintains the hold. A creature drained to Constitution 0 dies, as the crimson death devours the last of the victim's body fluids.

Susceptibility: After draining a victim to Constitution 0, the crimson death, satiated from its feeding, moves at one-half speed, loses its racial bonus to Hide checks (because it flushes crimson, hence the name), and suffers a -4 penalty to its AC. These effects last for 1 hour.

Skills: *Due to the crimson death's pale and vaporous form, it receives a +8 racial bonus to all Hide checks when in mist or fog.

Diakk, Carcene Medium Outsider (Evil, Extraplanar)

Hit Dice: 8d8+40 (76 hp)

Initiative: -1

Speed: 30 ft (6 squares)

Armor Class: 17 (-1 Dex, +8 natural), touch 9, flat-footed 17 Base
Attack/Grapple: +8/+11

Attack: Claw +12 melee (2d4+3)

Full Attack: 2 claws +12 melee (2d4+3)

Space/Reach: 5 ft/5 ft

Special Attacks: Dance of weakening, spell-like abilities Special
Qualities: Spell resistance 17

Saves: Fort +13, Ref +5, Will +8 Abilities: Str 17, Dex 9, Con 20, Int
10, Wis 14, Cha 16

Skills: Balance +7, Bluff +9, Climb +3, Concentration +12, Diplomacy
+5, Disguise +3 (+5 in character), Hide +7, Intimidate +5, Jump
+16, Listen +9, Move Silently +6, Perform (dance) +14, Search
+7, Spot +9, Survival +2 (+4 following tracks), Tumble +12

Feats: Great Fortitude, Power Attack, Weapon Focus (claws)

Environment: Gray Waste of Hades Organization: Solitary or flock (2-16
varath and 2-12 carcene) Challenge Rating: 06 Treasure: None
Alignment: Usually neutral evil Advancement: 9-16 HD (Medium); 17-24
HD (Large) Level Adjustment: +3 This creature looks somewhat like an
oversized pelican. Its face is vaguely humanoid with a short bill in the
front. Instead of wings, it has a set of thin, clawed arms. Its feathers
are short and of a ghastly color, and its legs, bills, and claws are a
deeper, yet also hideous color.

The diakka are the most common inhabitants of the Glooms of Hades.
The other residents of the Gray Waste despise these large, flightless
avian creatures. These predators are more organized than most
creatures found on their home plane, and cannot tolerate erratic

behavior.

The diakka come in two types, the tall varath and the broad carcene. The two types comprise a single race, and any diakk flock is likely to contain a mixture of both in roughly equal numbers. Carcene, being both more powerful and more intelligent, are likely to lead any given flock, even though varath may be more numerous. Varath are known for their loon-like cries, while carcene make gobbling croaks and claws, and both of these creatures can be heard throughout the Gray Waste. Both types usually have feathers of sickening hues such as pea green with rusty red-orange, dirty yellow, or a mixture of purple, orange and pink. Their featherless parts are most commonly black, dark brown, maroon, or deep green.

Diakka in a flock are neutral towards each other, not really caring for each other's welfare, but avoid fighting each other. Flocks likewise avoid each other, for fear of attack. Diakka do not cooperate with most other creatures, although a night hag will sometimes take a single diakk as a guard or servant.

A carcene diakk is 5 feet tall and weighs 300 pounds.

A diakk speaks Abyssal and Infernal.

COMBAT

Diakka are sneaky, devious, and cowardly in combat. They size up prey before battle, and only attack those who appear to be weaker than they. Diakka will use their ghost sound power to deceive opponents into thinking there are more of them whenever possible. The largest of the diakka will use their jump power to bound in and out of melee. When there are four or more diakka present, they will make use of their dance of weakness to subdue prey and make it easier to finish their victims off

and feast upon them. Diakka are cowardly and fear death, and powerful opponents may appease them with the right sort of compensation.

Dance of Weakening (Su): To use this ability, a group of at least four diakka must dance in a circle, making a hypnotic rhythm out of their screeching and croaking calls. At the end of 4 rounds of dancing, any creatures inside the circle of diakka are affected as if by a ray of enfeeblement (Caster level 10, save DC 17) for 10 rounds. Each diakk involved in the dance can attempt a Perform check to increase the save DC; every diakk that rolls a 20 or higher in Perform adds a +1 to the save DC. Spell resistance does not work against this power. Stunning, paralyzing, or slaying one of the diakka stops the dance. The save DC is Charisma-based (uses highest DC available).

Spell-Like Abilities: 2/day - jump; 1/day - ghost sound (DC 13), ray of exhaustion (DC 16). Caster level 8th. The save DCs are Charisma-based.

Diakk, Varath

Medium Outsider (Evil, Extraplanar)

Hit Dice: 6d8+18 (45 hp)

Initiative: +3

Speed: 60 ft (12 squares)

Armor Class: 20 (+3 Dex, +7 natural), touch 13, flat-footed 17

Base Attack/Grapple: +6/+7

Attack: Bite +7 melee (1d12+1)

Full Attack: Bite +7 melee (1d12+1)

Space/Reach: 5 ft/5 ft

Special Attacks: Dance of weakening.

Special Qualities: Spell resistance 17

Saves: Fort +11, Ref +8, Will +5

Abilities: Str 13, Dex 17, Con 16, Int 6, Wis 10, Cha 14

Skills: Balance +5, Bluff +5, Climb +4, Concentration +9, Hide +5, Intimidate +5, Jump +14, Listen +4, Move Silently +5, Perform (dance) +11, Search +2, Spot +4, Tumble +12 Feats: Dodge, Mobility, Spring Attack

Environment: Gray Waste of Hades

Organization: Solitary or flock (2-16 varath and 2-12 carcene)

Alignment: Usually neutral evil

Advancement: 7-12 HD (Medium); 13-18 HD (Large)

This creature is tall and looks somewhat like a stork. Its face is vaguely humanoid with a long bill in the front. Instead of wings, it has a set of thin, clawed arms. Its feathers are short and of a ghastly color, and its legs, bills, and claws are a deeper, yet also hideous color.

The diakka are the most common inhabitants of the Glooms of Hades. The other residents of the Gray Waste despise these large, flightless avian creatures. These predators are more organized than most creatures found on their home plane, and cannot tolerate erratic behavior.

The diakka come in two types, the tall varath and the broad carcene. The two types comprise a single race, and any diakk flock is likely to contain a mixture of both in roughly equal numbers. Carcene, being both more powerful and more intelligent, are likely to lead any given flock, even though varath may be more numerous. Varath are known for their loon-like cries, while carcene make gobbling croaks and claws, and both of these creatures can be heard throughout the Gray Waste. Both types usually have feathers of sickening hues such as pea green with rusty red-orange, dirty yellow, or a mixture of purple, orange and pink. Their featherless parts are most commonly black, dark brown, maroon, or deep green.

Diakka in a flock are neutral towards each other, not really caring for each other's welfare, but avoid fighting each other. Flocks likewise avoid each other, for fear of attack. Diakka do not cooperate with most other creatures, although a night hag will sometimes take a single diakk as a guard or servant.

A varath diakk is 8 feet tall and weighs 300 pounds.

A diakk speaks Abyssal and Infernal.

COMBAT

Diakka are sneaky, devious, and cowardly in combat. They size up prey before battle, and only attack those who appear to be weaker than they. Diakka will use their ghost sound power to deceive opponents into thinking there are more of them whenever possible. The largest of the diakka will use their jump power to bound in and out of melee. When there are four or more diakka present, they will make use of their dance of weakness to subdue prey and make it easier to finish their victims off and feast upon them. Diakka are cowardly and fear death, and powerful opponents may appease them with the right sort of compensation.

Dance of Weakening (Su): To use this ability, a group of at least four diakka must dance in a circle, making a hypnotic rhythm out of their screeching and croaking calls. At the end of 4 rounds of dancing, any creatures inside the circle of diakka are affected as if by a ray of enfeeblement (Caster level 10, save DC 15) for 10 rounds. Each diakk involved in the dance can attempt a Perform check to increase the save DC; every diakk that rolls a 20 or higher in Perform adds a +1 to the save DC. Spell resistance does not work against this power. Stunning, paralyzing, or slaying one of the diakka stops the dance. The save DC is Charisma-based (uses highest DC available).

Spell-Like Abilities: 2/day - jump; 1/day - ghost sound (DC 12), ray of exhaustion (DC 15). Caster level 6th. The save DCs are Charisma-based.

FLAIL SNAIL (Gargantuan) Abyssal.

Gargantuan Vermin

Hit Dice: 16d8+112 (200 hp)

Initiative: -1 (Dex)

Speed: 20 ft

AC: 23 (-4 size, -1 Dex, +18 natural)

Attacks: 4 tentacle slams +18 melee

Damage: Tentacle slam 3d6 +10

Face/Reach: 15 ft by 20 ft

Special Qualities: Warp magic, immunities, blindsight, light blindness.

Saves: Fort +17, Ref +4, Will +5

Abilities: Str 31, Dex 8, Con 24, Int 5, Wis 10, Cha 2

Skills: Listen +10

Organization: Solitary

Alignment: Always neutral

Gargantuan Flail snails appear as house sized versions of normal snails, but in place of its head are four 15-foot long tentacles that end in

mace-like lumps of hardened flesh. A flail snail's shell is striped in various colors from red to blue or yellow and green. Its flesh is gray-blue. They can cover up their fleshy bodies in combat and have a small raspy mouth to eat with.

COMBAT

A flail snail attacks by smashing its prey with its mace-like tentacles. A flail snail attacks until either it or its prey is dead. Some flail snails have been known to chase down their prey if it tries to escape.

Warp Magic (Su): Each time a spell is cast on or at a flail snail, it produces a random effect. Roll 1d10 and consult the table below.

1d10 Result

1-7 Spell misfires; nothing happens.

8-9 Spell functions normally

10 Spell rebounds on caster (as spell turning)

Immunities (Ex): Flail snails are immune to fire and poison.

Blindsight (Ex): Flail snails can ascertain all foes by vibration within 60 feet.

Light Blindness (Ex): Abrupt exposure to bright light (such as sunlight or a daylight spell) blinds flail snails for 1 round. In addition, they suffer a -1 circumstance penalty to all attack rolls, saves, and checks while operating in bright light.

Vermin: Immune to mind-influencing effects.

The main value of the creature is, of course, its shell, which has a market value of about 30,000 gold pieces and a wide variety of magical uses."

"The most obvious use of the shell is the creation of magical shields," said Willowquisp, consulting his notes, which not only offer excellent protection from weapons, but also carry the shell's magical protection from spells for a number of months."

[Footnote: These are shields +2 and provide protection from spells for

1-6 months in the same manner as the shell does for the living flail snail (40% chance of spell malfunction, 30% chance of it working normally, 20% chance of total negation, 10% chance the spell is reflected back at the spellcaster). Even after the spell-altering effects of the shield fade, it remains a shield +2.]

Optionally, the shell can be ground down and made into a robe of scintillating colors or the shell can be brewed into several potions of rainbow hues. The stomach and liver of a flail snail, when ground up and mixed with flail snail blood, are valuable ingredients in an elixir of health, negating any previously-ingested poisons. Flail snail skin, along with a small coating of the mucus that normally covers it, when finely ground can be used in the creation of potions of fire resistance.

In addition, flail snail mucus, although not a standard ingredient, can be used to create potions of climbing. However, this thickens the potion so much that it takes two full rounds to imbibe (and does nothing to enhance the taste, to say the least)."

GIANT, Fomorian

Large Giant

Hit Dice: 13d8+65 (123 hp)

Initiative: -1 (Dex)

Speed: 20 ft

AC: 21 (-1 size, -1 Dex, +10 natural, +3 hide)

Attacks: Huge greatclub +16/+11 melee

Damage: Huge greatclub 2d6+10

Face/Reach: 5 ft by 5 ft/10 ft

Saves: Fort +13, Ref +3, Will +4

Abilities: Str 24, Dex 8, Con 20, Int 10, Wis 10, Cha 13

Skills: Climb +7, Listen +3, Move Silently +7, Spot +3

Feats: Cleave, Great Cleave, Power Attack, Weapon Focus (greatclub)

Climate/Terrain: Any mountains and underground

Organization: Solitary, gang (2-5), band (6-9 plus 35% noncombatants), hunting/raiding/trading party (6-9), or tribe (21-30 plus 35% noncombatants)

Challenge Rating: 6

Treasure: Standard

Alignment: Always neutral evil

Advancement: By character class

Fomorians are the most hideous, deformed, and wicked of all giantkind.

A fomorian stands about 14 feet tall and will have terrible deformities, such as one arm misplaced; huge feet on short legs; eyes on the side like a fish's or one in the back of the head; a pointed, elongated head; flapping ears; a gaping or tiny mouth, and so on. Their bodies are covered with scattered patches of coarse hair.

COMBAT

Although their deformities prevent them from throwing rocks as other giants, the fomorians are very capable opponents in battle. They love to make overrun attacks against smaller creatures when they first join battle. Thereafter, they stand fast and swing away with their massive clubs.

FORMORIAN SOCIETY

Fomorians dwell in mountain caves, abandoned mines, and other such places away from civilization. They rarely modify their lair, usually just adapting to their surroundings. Their lairs are often littered with the bodies of their enemies, and they leave any unusable treasure lying about. Fomorians take any metal pieces of armor and fashion their own from it, though it is patchwork armor at best, and usually falls apart soon after.

Their society is ruled by depravity and wickedness. The strongest and the cruelest giant rules over all the others. The women and children

are treated as slaves. Acts of violence are not unknown among the fomorians.

Fomorians will work with other races for evil causes, though usually only if the other race is stronger than the fomorians. Once the fomorians no longer feel threatened by their cohorts, they quickly dissolve the agreement and attack their former allies.

AXIOMATIC GRAY OOZE.

Medium ooze; HD 3d10+18; hp 34

Init -1; Spd 10 ft.; AC 5, touch 5, flat-footed 5;

Base Atk +2; Grp +3;

Atk +3 melee (1d6+1 plus 1d6 acid, slam);

Full Atk +3 melee (1d6+1 plus 1d6 acid, slam);

SA acid, constrict 1d6+1 plus 1d6 acid, improved grab, smite chaos +3;

SQ blindsight 60 ft., immunities (cold, fire), linked minds, ooze traits, resistances (cold 5, electricity 5, fire 5, sonic 5), spell resistance 6, transparent;

AL LN; SV Fort +6, Ref -4, Will -4; Str 12, Dex 1, Con 21, Int 3, Wis 1, Cha 1.

Skills and Feats: Climb +7, Jump -11; Improved Initiative, Toughness.

Acid (Ex): An axiomatic gray ooze secretes a digestive acid that quickly dissolves organic material and metal, but not stone. Any melee hit or constrict attack deals acid damage. Armor or clothing dissolves and becomes useless immediately unless it succeeds on a DC 16 Reflex save. A metal or wooden weapon that strikes an axiomatic gray ooze also dissolves immediately unless it succeeds on a DC 16 Reflex save. The save DCs are Constitution-based. The axiomatic gray ooze's acidic touch deals 16 points of damage per round to wooden or metal objects, but the ooze must remain in contact with the object for 1 full round to deal this damage.

Constrict (Ex): An axiomatic gray ooze deals 1d6+1 points of damage plus 1d6 points of acid damage with a successful grapple check. The opponent's clothing and armor each take a -4 penalty on Reflex saves against the acid.

Improved Grab (Ex): To use this ability, an axiomatic gray ooze must hit with its slam attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

Smite Chaos (Su): Once per day, an axiomatic gray ooze can make a normal melee attack to deal 3 points of extra damage against a chaotic opponent.

Linked Minds (Ex): Axiomatic gray oozes within 300 feet of one another are in constant communication. If one is aware of a particular danger, they all are. If one in the group is not flat-footed, none of them are. No axiomatic gray ooze in the group is considered flanked unless they all are.

Ooze Traits: An axiomatic gray ooze is blind (blindsight 60 ft.) and immune to gaze attacks, visual effects, illusions, and other attack forms that rely on sight. It is immune to poison, sleep effects, paralysis, stunning, and polymorphing. It is not subject to critical hits or flanking.

Transparent (Ex): An axiomatic gray ooze is hard to identify, even under ideal conditions, and it takes a DC 15 Spot check to notice one. Any creature that fails to notice an axiomatic gray ooze and walks into it is automatically hit with a melee attack for slam and acid damage.

HAG : RAINBOW - Red

Small Outsider[Incorporeal]

Hit Dice: 3 d 8 - 6 (12 hp)

Initiative: +0

Speed: Fly 30 ft. (perfect)

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

Base Attack/Grapple: +3 / --

Attack: Ruby dart +4 ranged. 1 d3 +1 + magical poison. Range 30' no range penalties.

Special Attacks: Ruby dart.

Special Qualities: Incorporeal traits, Continual true sight, damage reduction 2 cold iron and magic. DR 2 fire and cold. Immune to sleep and fear. Spell resistance 10.

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

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

Skills: Listen +10, Spot +10, Concentration +8, Sense motive +8, Intimidate +8

Feats: Alertness, Point blank shot .

Environment: Outer planes.

Organization: Solitary

Treasure: Jeweled darts.

Alignment: Always neutral evil

You see a red glow then a chill aura precedes a ghostly apparition. It resembles a entirely red and glowing hunched cross legged shawl and rags wearing hideously wrinkled crone. Sitting within a glowing transparent red sphere of energy. She cackles and a glowing ruby red dart forms above her outstretched palm.

The rainbow Hags of the Outer planes are the hell spawned children of Cegilune the hag deity. They float across the planes bringing transformation and pain with their evil darts. Often the party will see a glow approaching them from out of the sky or through the mists at some speed, accompanied by an evil cackling that can intimidate opponents. The hag will pursue fleeing opponents and ferret out enemies who try to hide and will attack until destroyed or all her darts are gone, at which point she will fly off cackling evilly.

The hags treasure are their darts. Each one being composed of some sort of treasure. As the hags become more powerful the darts strike with an additional force effect, represented by the higher dice of damage it deals. When the darts are recovered the function as normal darts that do 1d3 damage.

Combat

Once the hag gets within 30' it will fire its ONE ruby encrusted platinum dart (500 gp). The dart is tipped with a powerful magical poison. The dart is not incorporeal.

On an attack roll the DM must determine if the dart has hit a shield, armor, an item or the skin of the enemy.

Ruby Dart magical Poison: Fort DC 15. If the save is made nothing occurs. If failed, the victim transforms into a gross clear red jelly like substance, that smells like blood. This jelly is deadly to humanoids if eaten but is considered a delicacy to evil outsiders and fetches a high price.

If the dart hits an Item or armor the entire object turns into red jelly. Only magical items get a save.

All Rainbow hags have the following:

True Sight. (Su): A hag has true seeing out to a range of 600 feet.

Magic ball.(Su): The glowing ball that the hag flies about in is an extension of the hag and there is no way to be rid of it beyond destroying the hag. It grants the hag its spell resistance and deflection bonus.

Incorporeal Traits: A rainbow hag is harmed only by other incorporeal creatures, magic weapons, spells, spell-like abilities, and supernatural abilities. It has a 50% chance to ignore any damage from a corporeal source, except for force effects or attacks made with ghost touch weapons. It can pass through solid objects, but not force effects, at will. Its attacks ignore natural armor, armor, and shields, but deflection

bonuses and force effects work normally against them. An incorporeal creature always moves silently and cannot be heard with Listen checks if it doesn't wish to be.

RAINBOW HAG - Orange

Small Outsider[Incorporeal]

Hit Dice: 4 d 8 - 3

Initiative: +1

Speed: Fly 30 ft. (perfect)

Armor Class: 18 (, +7 deflection + 1 size), touch 18, flat-footed 18

Base Attack/Grapple: +4 / --

Attack: Fire Opal dart +6 ranged. 1 d4 +1 + magical poison. Range 30' no range penalties.

Special Attacks: Fire Opal dart.

Special Qualities: Incorporeal traits, Continual true sight, damage reduction 4 cold iron and magic. DR 4 fire and cold. Immune to sleep and fear. Spell resistance 12.

Saves: Fort + 3 , Ref +5, Will +6

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

Skills: Listen +12, Spot +12, Concentration +10, Sense motive +10, Intimidate +10

Feats: Alertness, Point blank shot .

Environment: Outer planes.

Organization: Solitary

Treasure: Jeweled darts.

Alignment: Always neutral evil

You see an orange glow then a chill aura precedes a ghostly apparition. It resembles an entirely orange and glowing hunched cross legged shawl and rags wearing hideously wrinkled crone. Sitting within a glowing

transparent orange sphere of energy. She cackles and a glowing fiery orange dart forms above her outstretched palm.

Combat:

Once the hag gets within 30' it can fire its TWO fire opal encrusted platinum darts (700 GP). The darts are tipped with a powerful magical poison. The darts are not incorporeal.

On an attack roll the DM must determine if the dart has hit a shield, armor, an item or the skin of the enemy.

Fire Opal Dart Magical Poison: Fort DC 16. If the save is made nothing occurs. If failed, the victim transforms into an Ochre jelly of the same size as the target. If the dart hits an Item or armor the entire object turns into Ochre Jelly. An enemy often dies quickly when their armor or clothing is turned into Ochre jelly.

Only magical items get a save.

RAINBOW HAG -Yellow.

Small Outsider[Incorporeal]

Hit Dice: 5 d 8

Initiative: +2

Speed: Fly 30 ft. (perfect)

Armor Class: 18 (, +7 deflection + 1 size), touch 18, flat-footed 18

Base Attack/Grapple: +5 .

Attack: Golden pearl dart +8 ranged. 1 d6 +1 + magical poison. Range 30' no range penalties.

Special Attacks: Golden pearl dart.

Special Qualities: Incorporeal traits, Continual true sight, damage reduction 6 cold iron and magic. DR 6 fire and cold. Immune to sleep and fear. Spell resistance 14.

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

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

Skills: Listen +14, Spot +14, Concentration +12, Sense motive +12,

Intimidate +12

Feats: Alertness, Point blank shot .

Environment: Outer planes.

Organization: Solitary

Treasure: Jeweled darts.

Alignment: Always neutral evil

You see an yellow glow then a chill aura precedes a ghostly apparition. It resembles an entirely yellow and glowing, hunched cross legged shawl and rags wearing hideously wrinkled crone. Sitting within a glowing transparent yellow sphere of energy. She cackles and a glowing golden yellow dart forms above her outstretched palm.

Combat:

Once the hag gets within 30' it can fire its THREE golden pearl encrusted platinum darts (800 GP). The darts are tipped with a powerful magical poison. The dart is not incorporeal.

On an attack roll the DM must determine if the dart has hit a shield, armor, an item or the skin of the enemy.

Golden Pearl Dart Magical Poison: Fort DC 17. If the save is made nothing occurs. If failed, the victim transforms into yellow mold of the same size as the target. If the dart hits an Item or armor the entire object turns into Yellow Mold. An enemy often dies quickly when their armor or clothing is turned into Yellow Mold.

Only magical items get a save.

RAINBOW HAG - Green.

Small Outsider[Incorporeal]

Hit Dice: 6 d 8 +6

Initiative: +3

Speed: Fly 30 ft. (perfect)

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

Base Attack/Grapple: +6 /+1 / --

Attack: Emerald dart +10 ranged. 1 d8 +1 + magical poison.

Full attack: 2 darts +10/+5 or rapid shot +8/+8/+3

Range 30' no range penalties.

Special Attacks: Emerald dart.

Special Qualities: Incorporeal traits, Continual true sight, damage reduction 8 cold iron and magic. DR 8 fire and cold. Immune to sleep and fear. Spell resistance 16.

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

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

Skills: Listen +17, Spot +17, Concentration +14, Sense motive +14, Intimidate +15

Feats: Alertness, Point blank shot . Rapid Shot.

Environment: Outer planes.

Organization: Solitary

Treasure: Jeweled darts.

Alignment: Always neutral evil

You see a green glow then a chill aura precedes a ghostly apparition. It resembles an entirely green and glowing, hunched cross legged shawl and rags wearing hideously wrinkled crone. Sitting within a glowing transparent green sphere of energy. She cackles and a glowing emerald green dart forms above her outstretched palm.

Combat:

Once the hag gets within 30' it can fire its four emerald encrusted platinum darts (900 GP). The darts are tipped with a powerful magical poison. The dart is not incorporeal.

On an attack roll the DM must determine if the dart has hit a shield, armor, an item or the skin of the enemy.

Emerald Dart Magical Poison: Fort DC 18. If the save is made nothing occurs. If failed, the victim transforms into green slime of the same size as the target. If the dart hits an Item or armor the entire object turns into green slime. An enemy often dies quickly when their armor or clothing is turned into green slime.

Only magical items get a save.

RAINBOW HAG -Blue.

Small Outsider[Incorporeal]

Hit Dice: 7 d 8 +14

Initiative: +4

Speed: Fly 30 ft. (perfect)

Armor Class: 20 (, +9 deflection + 1 size), touch 20, flat-footed 20

Base Attack/Grapple: +7 /+2 / --

Attack: Sapphire dart +12. 1 d10 +1 + magical poison.

Full attack: 2 darts +12/+7 or rapid shot +10/+10/+5

Range 30' no range penalties.

Special Attacks: Sapphire dart.

Special Qualities: Incorporeal traits, Continual true sight, damage reduction 10 cold iron and magic. DR 10 fire and cold. Immune to sleep and fear. Spell resistance 18.

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

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

Skills: Listen +19, Spot +19, Concentration +16, Sense motive +16, Intimidate +17

Feats: Alertness, Point blank shot, Rapid Shot.

Environment: Outer planes.

Organization: Solitary

Treasure: Jeweled darts.

Alignment: Always neutral evil

You see a blue glow then a chill aura precedes a ghostly apparition. It resembles an entirely blue and glowing, hunched cross legged shawl and rags wearing hideously wrinkled crone. Sitting within a glowing transparent blue sphere of energy. She cackles and a glowing sapphire blue dart forms above her outstretched palm.

Combat:

Once the hag gets within 30' it can fire its five sapphire encrusted platinum darts (1000 GP). The darts are tipped with a powerful magical poison. The dart is not incorporeal.

On an attack roll the DM must determine if the dart has hit a shield, armor, an item or the skin of the enemy.

Sapphire Dart Magical Poison: Fort DC 19. If the save is made nothing occurs. If failed, the victim is transformed into a hard blue slate statue of himself of the same size as the target. If the dart hits an Item or armor the entire object turns into blue slate. Slate is a hard but very brittle stone.

Only magical items get a save.

RAINBOW HAG -Indigo.

Small Outsider[Incorporeal]

Hit Dice: 8 d 8 +24

Initiative: +4

Speed: Fly 30 ft. (perfect)

Armor Class: 21 (, +10 deflection + 1 size), touch 21, flat-footed 21

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

Attack: Violet diamond dart +13 ranged. 1 d12 +1 + magical poison.

Full Attack +13/ + 8 or rapid shot +11/+11/+6

Range 30' no range penalties.

Special Attacks: violet diamond dart.

Special Qualities: Incorporeal traits, Continual true sight, damage reduction 10 cold iron and magic. DR 10 fire and cold. Immune to sleep and fear. Spell resistance 20.

Saves: Fort + 9 , Ref +10, Will +10

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

Skills: Listen +20, Spot +20, Concentration +18, Sense motive +18, Intimidate +19

Feats: Alertness, Point blank shot, Rapid Shot.

Environment: Outer planes.

Organization: Solitary

Treasure: Jeweled darts.

Alignment: Always neutral evil

You see a violet glow then a chill aura precedes a ghostly apparition. It resembles an entirely violet and glowing, hunched cross legged shawl and rags wearing hideously wrinkled crone. Sitting within a glowing transparent violet sphere of energy. She cackles and a glowing violet dart forms above her outstretched palm.

Combat:

Once the hag gets within 30' it can fire its six violet diamond encrusted platinum darts (1100 GP). The darts are tipped with a powerful magical poison. The dart is not incorporeal.

On an attack roll the DM must determine if the dart has hit a shield, armor, an item or the skin of the enemy.

Violet diamond Dart Magical Poison: Fort DC 20. If the save is made nothing occurs. If failed, the victim is transformed into a Fungus hulk of the same size as the target. If the dart hits an Item or armor the entire object turns into a violet fungus .

Only magical items get a save.

Fungus Hulk Medium Plant

Hit Dice: 6d8+6 (33 hp)

Initiative: +0

Speed: 25 ft (5 squares)

Armor Class: 19 (+9 natural), touch 10, flat-footed 19

Base Attack/Grapple: +4/+8

Attack: Claw +9 melee (1d4+5 and disease)

Full Attack: 2 claws +9 melee (1d4+5 and disease)

Special Attacks: Disease

Special Qualities: Low-light vision, plant traits, resistance to fire 10

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

Abilities: Str 20, Dex 10, Con 13, Int 5, Wis 10, Cha 7

Skills: Hide +1*, Listen +4, Move Silently +4

Feats: Ability Focus (disease), Power Attack, Weapon Focus (claws)

Organization: Solitary

Alignment: Always neutral evil

Advancement: 7-9 HD (Medium); 10-18 HD (Large) Level Adjustment: --

- This creature appears to be a bulky, hunchbacked humanoid wearing a concealing cloak. As it moves within a few yards of you, it becomes apparent that it is actually some sort of mobile fungal mass, with a sticky puffball for a head. Its shell appears to be made from a hard mineral. What pass for hands end in dagger-like black claws, covered in a violet-colored liquid that oozes from the creature's body.

The fungus hulk is a sentient, free-roaming fungus creature that prowls White Plume Mountain. The hulk consists of a fibrous, spore-bearing mass, and the puffball that serves as its head has sticky filaments protruding from it. The fungus hulk's body is covered with a thick carapace of limestone that the hulk consciously absorbs into its outer surface from the surrounding area. Its forelimbs end in claws made of obsidian, which it also absorbs from its environment. A putrid fungal

byproduct, known as the violet touch, constantly oozes around the claws.

A fungus hulk is about 6 feet tall and weighs 300-350 pounds.

A fungus hulk can speak Common.

COMBAT

A fungus hulk is easily agitated, and prone to violence. It may even become violent with beings it is supposed to be working with or serving.

Disease (Ex): Violet touch - claw, Fortitude DC 14, incubation period 1 minute, damage 2d4 Con (double damage against plant creatures). The save DC is Constitution-based.

Skills: *Fungus hulks receive a +12 bonus on Hide checks when in a swampy or forested area.

RAINBOW HAG -ULTRA VIOLET

Small Outsider[Incorporeal]

Hit Dice: 10 d 8 +24

Initiative: +5

Speed: Fly 40 ft. (perfect)

Armor Class: 25 (, +14 deflection + 1 size), touch 25, flat-footed 25

Base Attack/Grapple: +10 /+5 / --

Attack: Black diamond dart +16 or 2 darts at +11 or while flying can do a manyshot : 2 darts at the same target + 10/ + 10 ranged.

Damage: 1 d20 +1 + magical poison.

Full attack. 2 darts +16 +11 or rapid shot +14/+14/+9

Range 30' no range penalties.

Special Attacks: Black diamond dart.

Special Qualities: Incorporeal traits, Continual true sight, damage reduction 20 cold iron and magic. Immune to fire and cold. Immune to

sleep and fear. Spell resistance 25. Can only be seen in ultraviolet spectrum.

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

Abilities: Str --, Dex 20, Con 20, Int 20, Wis 20, Cha 20

Skills: Listen +25, Spot +25, Concentration +20, Sense motive +20, Intimidate +20

Feats: Alertness, Point blank shot, Rapid Shot, Many shot.

Environment: Outer planes.

Organization: Solitary

Treasure: Jeweled darts.

Alignment: Always neutral evil

The Ultra Violet hag is the mother and creator of the Rainbow Hags. She is Cegilunes personally appointed bringer of woe. There is only one Ultra Violet hag at a time. If destroyed the most powerful violet hag will turn into a new UV hag. Whizzing about at great speed sometimes the last thing her victims hear is her evil intimidating cackle.

Some of the UV wavelengths are colloquially called black light, as it is invisible to the human eye. Some animals, including birds reptiles and insects such as bees, can see into the near ultraviolet. Many fruits, flowers, and seeds stand out more strongly from the background in ultraviolet wavelengths as compared to human color vision.

The Ultraviolet hag can only be seen in the ultraviolet spectrum and is there for effectively invisible to non reptile, non avian, non insect characters. A detect invisibility will not reveal the hag but a detect evil or a detect magic will. The darts she shoots are not invisible once they are flying, and the direction they came from can be used to deduce where the hag is. If the hag can be seen read the following:

You see a violet/blue glow then a chill aura precedes a ghostly apparition. It resembles an entirely violet/blue and glowing, hunched cross legged shawl and rags wearing hideously wrinkled crone. Sitting within a glowing transparent violet/blue sphere of energy. She cackles and a black dart forms above her outstretched palm.

Combat:

Once the hag gets within 30' it can fire its seven black diamond encrusted platinum darts (2000 GP). The darts are tipped with a powerful magical poison. The dart is not incorporeal.

On an attack roll the DM must determine if the dart has hit a shield, armor, an item or the skin of the enemy.

Black diamond Dart Magical Poison: Fort DC 25. If the save is made nothing occurs. If failed, the victim is transformed into a black pudding if male or a Hag if female. Use the below chart to deduce which color hag.

Level of victim.	Hag color.
1-3	Red.
4-6	Orange.
7-9	Yellow.
10-12	Green.
13-16	Blue.
17+	Indigo.

If the dart hits an Item or armor the entire object turns into black pudding.

Only magical items get a save.

Hoarfroster

Medium Fey [Cold, Incorporeal]

Hit Dice: 16d6+32 (88 hp)

Initiative: +7

Speed: Fly 40 ft. (perfect) (8 squares)

Armor Class: 16 (+3 Dex, +3 deflection), touch 16, flat-footed 13

Base Attack/Grapple: +8/ --

Attack: Incorporeal touch +11 melee (2d6 cold plus fatiguing touch)

Full Attack: Incorporeal touch +11 melee (2d6 cold plus fatiguing touch)

Space/Reach: 5 ft./5 ft.

Special Attacks: Chilling breath, consuming cold, fatiguing touch

Special Qualities: Immunity to cold, incorporeal traits, low-light vision, vulnerability to fire, DR 20 cold iron.

Saves: Fort +7, Ref +13, Will +10

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

Skills: Hide +22, Listen +21, Spot +21

Feats: Alertness, Combat Reflexes, Dodge, Improved Initiative, Mobility, Spring Attack

Environment: Cold plains

Organization: Solitary or pair

Challenge Rating: 8

Treasure: None

Alignment: Always neutral evil

Advancement: 17-32 HD (Medium)

Level Adjustment: --

A chill aura precedes a ghostly apparition. It resembles a elfin humanoid, but its skin is a transparent, icy blue, and its eyes are cold sapphires.

Hoarfrosters are incorporeal fey, born of hatred and ice. They dwell alone or in pairs in the frozen plains and arctic wastelands of the farthest reaches of the fey lands. They live in small caves or underground burrows, preferring small caverns that have no openings, allowing them to drift through the solid matter to enter, while keeping all light and heat outside. They are nocturnal creatures, choosing to stay inside during the bright hours of day. They are most active and dangerous at dusk, when their vision is sharpest. They feel no hunger or thirst, and will not die from natural causes.

Averaging around 5 feet in height, hoarfrosters appear to be humanoid in form. Created only by another hoarfroster's attack, they resemble their corporeal shapes in life. Hoarfrosters do not speak.

Combat

Hoarfrosters operate on basic instinct, thinking only to protect their territory from anything warm or warm-blooded, including almost all living creatures. They especially target anyone carrying a torch or other open flame.

Chilling Breath (Su): 30-ft. cone, every 2d6 rounds, 6d6 cold, Reflex DC 20 half. The DC is Constitution-based.

Consuming Cold (Su): Supernatural disease -- touch, Fortitude DC 20, incubation period 1 minute; damage 1d4 Con and 1d4 Str. The save DC is Constitution-based.

Unlike normal diseases, consuming cold continues until the victim reaches Constitution 0 (and dies) or is cured. An afflicted fey that dies of consuming cold becomes a hoarfroster a year and a day after death. Other creatures simply die, and their bodies slowly disintegrate over the next year, along with any clothing or items touching the body.

During the metamorphosis, a fey creature lies dead, but all of the creature's hair or fur gradually fades to white, while its skin changes to an icy blue hue. A hoarfroster retains its basic facial features, but all previous memories, thoughts and skills are completely gone and can never be regained. Any clothing or items touching the creature turn to dust.

Fatiguing Touch (Su): A hoarfroster's touch is tiring. A victim touched by it must make a DC 21 Fortitude save or become fatigued. A creature already fatigued becomes exhausted. The save is Charisma-based.

Incorporeal Traits: A hoarfroster is harmed only by other incorporeal creatures, magic weapons, spells, spell-like abilities, and supernatural abilities. It has a 50% chance to ignore any damage from a corporeal source, except for force effects or attacks made with ghost touch weapons. It can pass through solid objects, but not force effects, at will. Its attacks ignore natural armor, armor, and shields, but deflection bonuses and force effects work normally against them. An incorporeal creature always moves silently and cannot be heard with Listen checks if it doesn't wish to be.

ICELING

Medium-Size Elemental (Air, Cold)

Hit Dice: 4d8+8 (26 hp)

Initiative: +2 (Dex)

Speed: 20 ft

AC: 15 (+2 Dex, +3 natural)

Attacks: 3 spears +7 melee

Damage: Spear 1d4+1 and 1d2 chill

Face/Reach: 5 ft by 5 ft/5 ft

Special Attacks: Chill, snow cloud, ice storm

Special Qualities: Elemental, all-around vision, cold subtype

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

Abilities: Str 12, Dex 15, Con 15, Int 8, Wis 13, Cha 12

Skills: Hide +8*, Listen +6, Move Silently +8, Search +4, Spot +10

Feats: Combat Reflexes, Weapon Finesse (spear)

Climate/Terrain: Any cold land, aquatic and underground

Organization: Pack (1-6) or tribe (4-24)

Challenge Rating: 3

Treasure: None

Alignment: Always neutral

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

Icelings are paraelementals from the Plane of Ice. An iceling appears as a humanoid with three arms, three legs, and a long, slender, hexagonal body made of ice. The iceling has a six-sided head that rises to a blunt point. There is a single bright, ruby-like eye on each side of the iceling's head.

COMBAT

Icelings are not offensive creatures, and usually leave other creatures alone if not disturbed. Icelings stab with their three spear-like arms and attack with their ice storm and snow cloud abilities. On occasion, a mischievous iceling, hides in a snow bank, throwing snow clouds at passing travelers.

Chill (Su): Icelings radiate cold from their bodies, dealing 1d2 points of cold damage on a successful hit.

Snow Cloud (Sp): Twice per hour, an iceling can create a snow cloud, 20-feet high with a 30-foot radius. Creatures caught in the cloud must succeed at a Fortitude save (DC 14) or be blinded (as the spell) for 1d4+1 rounds from the swirling, biting snow. A successful save negates the temporary blindness, but still requires the creature to spend one round clearing the snow from its eyes.

Ice Storm (Sp): Once per day, three icelings can combine their magical energies to create an *ice storm*. This effect is as the spell cast by a 6th-level sorcerer.

Elemental: Immune to poison, sleep, paralysis, and stunning. Not subject to critical hits.

All-Around Vision (Ex): The iceling's six eyes allow them to look in any direction, bestowing a +4 racial bonus to Spot and Search checks. Icelings can't be flanked.

Cold Subtype (Ex): Cold immunity, double damage from fire

except on a successful save.

Skills: *Icelings receive a +4 racial bonus to Hide checks made in snowy terrain.

JUJU ZOMBIE (template)

Juju zombies are created when a humanoid is drained of all life levels from the effects of a necromantic spell. Though they resemble zombies in every way, they are far superior as their desire to remain in the world of the living binds them to the Material plane and their hatred of all living creatures drives them.

CREATING A JUJU ZOMBIE

"Juju zombie" is a template that can be added to any non-undead corporeal humanoid (referred to hereafter as the "base creature") slain by an energy draining spell. The creature's type changes to "Undead." It retains most type modifiers (such as "Fire" or "Aquatic"), but loses alignment type modifiers (such as "Good") and type modifiers that indicate kind (such as "Goblinoid" or "Reptilian").

JUJU ZOMBIE TYPE MODIFIERS

The new juju zombie uses all the base creature's statistics and special abilities except as noted here.

Hit Dice: Changes to d12.

Speed: Juju zombies retain their normal movement rate they had in life. Winged juju zombies can use their wings to fly at their normal speed. The maneuverability rating drops by one, though it cannot drop below Clumsy.

Armor Class: Natural armor changes to a number based on the juju zombie's size:

Size Natural AC

Tiny or smaller +1

Small +3

Medium-size +4

Large +5

Huge +6

Gargantuan +8

Colossal +13

Attacks: The juju zombie retains all the natural attacks, manufactured weapons, and weapon proficiencies of the base creature, including any ranged proficiencies.

A juju zombie gains a single slam attack at its full attack bonus. Recalculate the juju zombie's melee and ranged attack bonuses based on its new type (Undead) and abilities (+2 Strength, -2 Dexterity). Undead creatures have a base attack of HD x 1/2 (same as a wizard).

Damage: Natural and manufactured weapons inflict normal damage. A slam attack deals damage depending on the juju zombie's size.

Special Attacks: The juju zombie loses all special attacks the base creature once enjoyed.

Special Qualities: The juju zombie loses all special qualities the base creature once had, except those associated with any subtypes it retains (such as the Fire subtype). All juju zombies gain the "Undead" type (see the Introduction of the Monster Manual) and these special qualities:

Damage Reduction (Ex): Juju zombies gain damage reduction 10/+1.

Weapon Immunities (Ex): Juju zombies take one-half damage from all piercing and blunt weapons.

Immunities (Ex): Immune to electricity and cold.

Fire Resistance (Ex): Juju zombies take one-half damage from all fire effects. If a save is allowed for half damage, the juju zombie suffers no damage on a successful save.

Turn Resistance (Ex): Juju zombies gain +4 turn resistance.

Darkvision (Ex): Juju zombies gain darkvision with a range of 60 feet.

Saves: Base saves are the same as those of a wizard: Fort +1/3 HD, Ref +1/3 HD, and Will +2 + (1/2HD).

Abilities: The juju zombie's Strength increases by +2, it has no Constitution score, its Dexterity decreases -2, its Intelligence changes to 4, its Wisdom changes to 10, and its Charisma decreases to 1.

Skills: The juju zombie retains all skills possessed by the base creature.

Feats: The juju zombie retains all feats possessed by the base creature and gains Toughness.

Climate/Terrain: Any land and underground

Organization: Any

Challenge Rating: HD + 1

Treasure: None

Alignment: Always neutral evil

Advancement: Hit Dice are based on advanced Hit Dice, if applicable

Larvae

NE Medium Outsider (Evil)

Hit Dice: 2d8 + 6 (14)

Initiative: 0

Speed: 10

AC: 13 (+3 nat)

Attacks: + 3 bite 1d4 +1 plus disease and wounding.

Disease (Ex) Rot DC 17 incubation 3 days. Damage : 4 hp per day. Death after one month.

Wounding (Ex) A wound inflicted by a larva bleeds for an additional point of damage each round until a DC 15 heal check is made or magical healing applied.

Special Qualities: Immune Cold, Fire, Mind Influencing effects.

Resist : Acid 10, Electricity 10.

Saves: Fort 6 Ref 6 Will 2

Abilities: Str 12 Dex 10 Con 16 Int 4 Wis 8 Cha 14

Skills: Listen -1 Spot -1

Climate/Terrain: Lower Planes.

Organization: Masses. 1-100

Larvae are the evil dead from the Prime Material plane who led especially selfish lives. They are doomed to spend their wretched existences serving the whims of evil on the lower planes.

Horrifying in appearance, larvae appear as giant worms approximately five feet long. They are sickly yellow in color and are covered with a thick, viscous, foul-smelling fluid. Instead of a worm's head, they have distorted humanoid faces resembling the mortals they were in life.

Larvae communicate with one another through basic body language that cannot be interpreted by anyone else.

Combat: Larvae have essentially no will of their own, simply laying in giant, quivering masses on the grounds of Hades.

However, when so commanded by something of greater power than their own—which is just about anything ambulatory in Hades—larva will attack en masse.

These foul creatures will inflict a painful bite for 2-5 points of damage that will bleed for an additional point of damage per round until bound. In addition, anyone bitten by a larva must make a DC 17 fort save or contract a rotting disease.

Those contracting the disease will develop a painful skin rot. After three days, they will lose 4 hit points a day unless they lie absolutely still. After one month, they will die. A cure disease spell will destroy the disease.

Habitat : Larvae are herded by night hags who use them as bargaining chips in Hades. The larvae are sought after by most of the lower planar powers because they are used to form quasits and imps. Powerful lichs also seek larvae because they feed off the creatures' energies to maintain their immortal, undead status.

The night hags will use the larvae in the huge land-wars that occur on the plane of Hades (although only immortal creatures like the fiends can understand why battles for land occur on a plane that is infinite in size). The night hags will trade larvae to the lower planar denizens to keep them from entering their territory.

The hags will also trade larvae to the lichs for destroying those creatures that refuse to trade. It is a complex and wholly evil bartering system that is perpetuated by the growing numbers of lower planar inhabitants.

If any rumors exist of the mighty fortress/palace of Malsheem on Hell's ninth plane, they are few and far between. There is one particular future event that is spoken of between the most powerful of baatezu: the bringing. The Dark Eight plot to enact The Bringing to ensure the total destruction of their hated enemies, the tanar'ri. The rituals used to invoke The Bringing will be long and dangerous (although whatever being could put a mighty pit fiend in danger can only be guessed at) and titanic magical energies will be released. To fuel the great spell, the actual life essence of a thousand times a thousand larvae must be utterly destroyed.

Although it is uncertain whether or not this is merely rumor, it is known that the baatezu have been acquiring larvae from the night hags at an unusually rapid pace.

Ecology: Larvae are actually very useful to the "ecology" of the lower planes. They are the sole means for creating imps and quasits. Since the imps and quasits might later advance to become greater fiends, it can be said that larvae are the foundation of the population of the lower planes.

There is no real criteria for selecting larvae to be made into greater creatures. Since all larvae are considered to be equally lowly, they are just randomly selected when the need for other types of creatures arises. How the larvae are transformed into greater creatures depends wholly on the race of fiends doing the transformation. The baatezu, for example, will cast the larvae into one of the many pools of flame found on their plane where the larvae must endure the

suffering for 11 days. Once their time in the pool is complete, they emerge as the new creature, perhaps a little crueler than they were before they entered. Other fiends have different ways to advance larva.

Lock Lurker

Diminutive Aberration

Hit Dice: 1d8+3 (7 hp)

Initiative: +1 (Dex)

Speed: 20 ft

AC: 17 (+4 size, +1 Dex, +2 natural)

Attacks: Bite +5 melee; or sting +5 melee

Damage: Bite 1d2-4; sting 2d4-4 and venom

Face/Reach: 1 ft by 1 ft/0 ft

Special Attacks: Venom

Special Qualities: Partial etherealness, darkvision 60 ft, fire and cold resistance 10

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

Abilities: Str 2, Dex 12, Con 16, Int 6, Wis 10, Cha 8

Skills: Hide* +7, Spot +6

Feats: Weapon Finesse (bite, sting)

Climate: Any land and underground

Organization: Solitary

Alignment: Always neutral

The tiny lock lurker serves as a constant bane to thieves and tomb-robbers. This little creature appears as a coin-sized disc, with two rows of tiny, retractable legs with suction cups on the ends, on its underside. On one edge of the coin-body is a foot-long stinger that

strikes with lightning speed. This stinger is invisible when the creature is at rest, as the stinger exists mainly on the Ethereal plane, and only exists on the Material plane when striking. When visible, this tail looks like a scorpion's tail, and though this large tail looks too heavy to be supported by the body, the weight of the creature actually counterbalances it. The lock lurker eats with a tiny mouth on its underside, which is composed of an iris of razor-sharp teeth, surrounded by the creature's legs.

Lock lurkers receive their name from the frequency at which they are placed as guardians of treasures, set to strike unwary thieves. Assassins also make use of them, placing them under inkwells or pillows, in boots and gloves, or behind doors, where they can strike through large keyholes at someone trying to open a lock.

These creatures are usually copper or bronze colored, but on occasion may be gold or silver.

COMBAT

Lock lurkers attack with their stinger and bite, which are both totally silent attacks. This attack is surprisingly powerful for a creature of this size, and can even pierce armor. Creatures of Small or smaller size hit by the stinger are stunned for 1-2 rounds. The bite is much less powerful, and cannot chew through anything tougher than leather armor. If the lock lurker loses its stinger, it will regenerate over a period of two weeks.

Venom (Su): The venom of a lock lurker's stinger can paralyze opponents. In the round after a creature suffers a sting attack, the victim must succeed at a Fortitude save (DC 13) or be *slowed*, as the spell. In the next round, if the victim failed its initial saving throw, it must succeed at another Fortitude save or be paralyzed for 1d6 hours. Success on this second saving throw means the victim continues to be affected by the *slow* effect for one more round, then recovers

fully. Successfully saving against this venom does not grant the victim immunity to subsequent stings. A lock lurker can strike up to 40 times per day before its venom is exhausted.

Partial Etherealness (Su): The stinger of the lock lurker exists wholly on the Ethereal plane. It can be materialized on the Material plane as a free action once per round, and returns to the Ethereal at the end of that round. Only creatures on the Material plane can attack the stinger, and only after the lock lurker has used a sting attack in a particular round. If the lock lurker is encountered on the Ethereal Plane, the entire creature will be visible and can be attacked. The stinger can always attack creatures on the Ethereal plane no matter where the lock lurker is.

Venom and food eaten are held in expandable body sacs on the Ethereal plane and brought to the Material plane as needed, in the same manner as the stinger.

Skills: A lock lurker receives a +6 racial bonus to Hide checks if it is in or near a pile of coins.

Feats: A lock lurker receives Weapon Finesse for its bite and sting attacks as a bonus feat.

MERCYKILLER SOLDIER: Male and female human Ftr9; CR 9; Medium-size humanoid; HD 9d10+18; hp 61, 63, 80, 68; Init +4; Spd 20 ft.; AC 22 (touch 10, flat-footed 22); Atk +17/+13 melee or +11/+6 ranged (1d10+6/17-20, *+1 bastard Acheronian clearsteel bastard sword* or 1d8+5/x3, *+1 mighty composite longbow* [+3 Str bonus] with *+1 arrows*); AL LN; SV Fort +9, Ref +4, Will +7; Str 17, Dex 10, Con 14, Int 8, Wis 13, Cha 12.

Skills and Feats: Gather Information +5, Intimidate +5, Listen +3, Sense Motive +5, Spot +3; Alertness, Blind-Fight, Cleave, Exotic

Weapon Proficiency (bastard sword), Improved Critical (bastard sword), Improved Initiative, Iron Will, Power Attack, Weapon Focus (bastard sword), Weapon Specialization (bastard sword), Justice Blow (NEW FEAT see Below)

Possessions: +1 Acheronian clearsteel full plate armor, +1 large metal shield, +1 Acheronian clearsteel bastard sword, +1 mighty composite longbow (+3 Str bonus), 20 +1 arrows, cloak of resistance (+1), potion of cure moderate wounds, potion of endurance

Spikers are of the same general ancestry as Bladelings (see *Monster Manual/II*). Both races hail from Acheron, but scholarly speculation places their origins on the Nine Hells of Baator, the Bleak Eternity of Gehenna, or even some unknown metal-based plane.

Personality: Spikers, like bladelings, share a great love of battle. They bravely enter combat, often focusing their attacks on the most dangerous opponent they perceive.

Physical Description: The skin of a spiker is of a dull metallic hue, spotted with patches of metallic spines. A spiker's eyes are a deep violet, and its blood is black and oily. Spikers are about as tall as humans but are considerably heavier, with the average male weighing over 200 pounds and the average female about 40 pounds lighter. Spikers don't reach adulthood until past the age of 30, and even the longest-lived among the race don't survive to see the end of their ninth decade.

Relations: Spikers are conservative about trusting other races, and they tend to be very cautious around anyone other than fellow spikers and bladelings.

Alignment: Spikers tend toward lawful alignments, gravitating toward lawful neutral or lawful evil. Lawful good and nonlawful spikers are uncommon, but not unheard of, though such characters usually choose to leave Acheron to travel the planes.

Religion: Hextor's emphasis on law and war appeals to most spikers. Sometimes the sheer joy of battle fosters an affinity for Kord, and many spikers who worship the god of strength choose to be barbarians.

Language: Spikers speak Common. Many also learn Infernal.

Names: Spiker names tend toward visceral or combat-oriented words, with no gender differentiation. A spiker's first name is usually a simple one (often a weapon or a combat-focused verb) given at birth. The second name is usually a nickname earned in adolescence or adulthood.

First Names: Dirk, Grip, Parry, Rend, Spike, Thrust.

Second Names: Bloodletter, Demonbane, Falldown, Fartraveler, Gutrender, Spellfodder.

Adventurers: Spikers love combat. The best way to test one's bravery and skill is through serious, no-punches-pulled fighting. Thus, the adventuring life offers ideal opportunities for a spiker to test her mettle. Also, spikers who do not have a lawful neutral or lawful evil worldview find themselves misfits in the spiker society on Acheron.

Spiker Racial Traits

Spikers have the following racial abilities and characteristics.

- Humanoid (Extraplanar): Spikers are humanoids native to Acheron. They gain the extraplanar subtype when not on Acheron.
- Medium: As Medium creatures, spikers have no special bonuses or penalties due to their size.
- A spiker's base land speed is 30 feet.
- Spikers have darkvision out to 60 feet.

- **Natural Armor:** A spiker's metallic hide offers protection from physical attacks in the form of a +1 bonus to natural armor.
- **Damage reduction 2/bludgeoning:** A spiker's spiny skin grants resistance to bludgeoning attacks, though piercing or slashing attacks slip through normally.
- **Resistance to acid 5:** Despite the metallic hue of their hide, spikers are not metallic in nature and suffer no special effect from rusting attacks and the like.
- **Weapon Proficiency:** Spikers receive the Martial Weapon Proficiency feat for armor spikes as a bonus feat. This allows them to use their natural spiked skin as a weapon without penalty (see below).
- **Natural Spikes (Ex):** A spiker's skin is replete with sharp, jagged spikes. A spiker can deal extra piercing damage on a successful grapple check, or deal piercing damage with a melee attack, as if she wore armor spikes.
- **Because of their spiked skin, the spiker must wear specially made armor.**
- **Automatic Language:** Common. **Bonus Language:** Infernal.
- **Favored Class:** Fighter.
- **Level adjustment** +0.

NOTE ON MERCYKILLERS.

Justice is perfection. The Mercykillers believe that Justice is everything, or at least everything that's important. In fact, Justice is the only reason that laws exist in the first place - to make sure Justice is served. Justice is a fire that burns away the evil and chaos in a person, and makes them better for it. It cleanses the soul, and balances past transgressions. And once everyone has been cleansed, the multiverse will be perfect.

So Justice must be applied without hesitation, and without mercy. Mercy is an excuse made by the criminals and the wrongdoers. Mercy is the greatest obstacle in the application of perfect Justice. Every crime must be punished so that the transgressors can know Justice's purifying caress.

There can be no mercy. There are no extenuating circumstances, unless a person does wrong when serving higher justice, though this status is reserved only for Mercykillers in pursuit of criminals - to the Mercykillers' eyes, if one of their own breaks a law in the pursuit of a criminal, then they are guiltless, as they serve a higher justice.

Justice Blow [General, Mercykiller]

Mercykillers can strike deadly blows in the name of justice

Prerequisites: Membership in the Mercykillers

Benefit: Once per day you may deliver a Justice Blow to an

enemy. This attack must be announced before any roll is made and is at least a full-round action. If the attack succeeds, damage is doubled as if it were a critical hit with a weapon that dealt x2 damage. However, half the damage caused is also dealt to the Mercykiller. Justice Blows deal no damage to those of Lawful alignment unless the Mercykiller believes beyond a doubt that the person has broken a law or is convicted of such.

MEZZODAEMON (Daemon)

Medium-Size Outsider (Evil)

Hit Dice: 10d8+30 (75 hp)

Initiative: +0

Speed: 40 ft

AC: 27 (+17 natural)

Attacks: 2 claws +16 melee; or greatsword +16/+11 melee

Damage: Claw 1d6+6; or greatsword 2d6+6

Face/Reach: 5 ft by 5 ft/5 ft

Special Attacks: Spell-like abilities, improved grab, summon daemons

Special Qualities: Damage reduction 20/+2, SR 25, daemon qualities, telepathy, darkvision 60 ft

Saves: Fort +10, Ref +7, Will +9

Abilities: Str 23, Dex 11, Con 17, Int 16, Wis 14, Cha 16

Skills: Bluff +13, Concentration +16, Hide +8, Knowledge (arcana) +13, Listen +15, Move Silently +9, Scry +10, Search +11, Sense Motive +11, Spellcraft +13, Spot +15

Feats: Blind-Fight, Cleave, Power Attack

Climate/Terrain: Any land and underground

Organization: Solitary, gang (2-5), or troupe (2-5 derghodaemons)

Challenge Rating: 13

Treasure: Standard coins; double goods; standard items

Alignment: Always neutral evil

Advancement: 11-15 HD (Medium-size); 16-30 HD (Large)

Mezzodaemons freely roam the Lower Planes and can often be found keeping company with night hags, demons, and even devils on occasion, though they find the strict regulations of the latter quickly tiresome.

Mezzodaemons enjoy wreaking havoc on the Prime Material when they are summoned, and will freely associate with evil humans, so long as the price is right, and their superior position is recognized.

Mezzodaemons look like humanoid insects covered in great chitinous plates. They have long, lanky arms and legs and wide, armored skulls.

Mezzodaemons have long, sharp claws that can cut through most nonmagical substances. They are a dirty ivory in color with glaring red eyes.

COMBAT

Their preferred method of attack is with their razor sharp claws, though on occasion they will employ weapons, most notably a greatsword.

Spell-Like Abilities: At will—alter self, burning hands, charm person, contagion, detect good, detect magic, inflict serious wounds, invisibility, magic circle against good, see invisible, silent image, and teleport without error (self plus 50 pounds of objects only); 1/day—dispel magic, flame strike, and stinking cloud. These abilities are as the spells cast by a 13th-level sorcerer (save DC 13 + spell level).

Improved Grab (Ex): To use this ability, a mezzodaemon must hit with both claw attacks.

Rend (Ex): A mezzodaemon that hits with both claw attacks latches

onto the opponent's body and tears the flesh. This attack automatically deals 2d6+12 points of damage.

Summon Daemons (Sp): Once per day a mezzodaemon can attempt to summon 1d4 derghodaemons with a 50% chance of success, or another mezzodaemon with a 20% chance of success.

Daemon Qualities (Ex): Immune to poison and paralysis, immune to mind-influencing effects; acid, cold, and fire resistance 20.

Telepathy (Su): Daemons can communicate telepathically with any creature within 100 feet that has a language.

OBLIVIAX (Memory Moss)

CR 5

Oblivix is a black moss with the magical ability to steal memories from intelligent creatures. It is called "memory moss" and is a bane to wizards everywhere. Pitch colored and thick, like a luxuriant black carpet, oblivix grows in small patches and spreads through spores. Its leaves and flowers are all glossy black. When it lacks stolen memories it quivers, as if in anticipation. It smells like damp, loamy dirt, a very unappetizing odor. Although it requires no sunlight to grow, it does require daylight to trigger spore production and so it does not naturally occur in subterranean realms. It can be inadvertently or purposefully carried into a cavern, where it will grow but is unable to reproduce. Fire and cold will kill a patch of oblivix.

Memory moss can sense the approach of sentient beings. Once a creature is within 60 feet, the moss attempts to steal its memories. It is selective, first attempting to steal wizards' and sorcerers' memories, then clerics' and druids', then any other spell casters, then any other characters'. A targeted creature is allowed a Will save (DC 15) to avoid losing all memories (including

XP) from the last 24 hours, including all memorized spells. The memory moss attempts to steal from one creature per round. Once a creature fails its save, the memory moss is sated, and will not attack again for one day.

A creature whose memories are stolen acts as if affected by a confusion spell for 1d4 rounds. Lost memories can be recovered only by eating the living obliviax. Doing so requires a Fortitude save (DC 13). Success indicates the creature eating the moss has gained the stolen memories it contained (those taken by the obliviax within the last 24 hours). Anyone who gains spells by eating the obliviax can cast them, but the memories fade after 24 hours, unless the creature who lost its memory and spells is the one that actually eats the memory moss.

If the save fails, the eater becomes very ill (initial and secondary damage 1d3 temporary Constitution and -2 to all rolls for 1d6 minutes).

If an obliviax with stolen memories is attacked it forms a part of itself into a tiny moss imitation of the creature whose memories it stole. This mossling remains attached to the parent moss and defends the plant by casting any stolen spells.

When first encountered, there is a 25% chance that the memory moss has eaten within the last day, and will not attack. In such a case, the moss and mossling will contain 2d4 spells determined randomly. The mossling casts these spells at a level equal to the average party level +/- 1d4.

Obliviax Ecology

Obliviax grows in tropical to temperate climates, but cannot abide too much water or cold. It does not grow in desert terrain. It is not uncommon to find patches on tree trunks, fallen logs, or sprouting on rotting leaves. While it does have intelligence, and is aware of other mosses nearby, it does not act in concert with those of its kind, preferring to grab for the best memories possible. Small colonies of this moss are sometimes found in tunnels or caverns, either grown from sprigs of moss tracked in by some unaware creature, or sprouted from spores blown in by the wind.

Evil creatures sometimes transplant obliviax near their lairs so it acts as a guardian. Obliviax powers cannot penetrate lead, so the moss can be carried to a new location in a lead box. Spies use this lead box trick to snare secrets from unsuspecting victims.

A potion of forgetfulness can be distilled from obliviax, and its spores can be distilled into an elixir to restore the memories of the forgetful or senile.

Quaggoth.

Large Humanoid

Hit Dice: 3 d8 + 15 Hp 30

Initiative: +2 (Dex)

Speed: 30.

AC: 14 (+2 Dex, +2 natural)

Attacks: 2 claws +5 melee or

Weapon + 5 - Stone axe 2d8 +6 crit 20 X2

Damage: 2 claws 1-4 +4

Special Attacks: Rage

Special Qualities: Poison Immunity. Cold resistance.

Saves: Fort + 8, Ref +4, Will +3

Abilities: Str 18, Dex 14, Con 20, Int 7, Wis 14, Cha 8,

Skills: Listen +6, Spot +9, Survival + 8

Feats: Survivalist , Track.

Climate/Terrain: Underground.

Alignment: Usually neutral

Quaggoths are humanoids with long, shaggy, white hair covering their entire bodies. They wear no clothing. Warlike and vicious, they roam the Underdark looking for prey. Drow sometimes enslave them as guards and spider handlers.

Quaggoths speak a halting form of Undercommon, and can grasp only simple concepts. More intelligent quaggoths may also speak a few words of Duergar, Drow, or Common.

These aggressive beasts have infravision with a range of 120'. They are immune to all poisons.

Quaggoths get +2 racial saving throw bonus against cold-based attacks and environments. A quaggoth can exist comfortably in conditions between -20 degrees and 90 degrees F without having to make Fortitude saves. These abilities count as having the Cold Endurance feat for the purpose of fulfilling prerequisites.

Combat: Quaggoth tribes claim a certain territory as theirs and patrol it, hunting for food. Any detected animals or creatures (such as a party of adventurers) invite certain attack.

Most tribes (70%) of quaggoths do not carry weapons, and attack with their claws for 1-4 hit points of damage per hit. The remainder of quaggoth tribes carry stone clubs or axes. Those quaggoths which are or have been drow slaves carry superior weapons, such as steel battle axes or two-handed swords.

If a quaggoth is reduced to 25% or less of its original hit points, it enters a berserk fury and rages as a Barbarian gaining + 4 to St and Con and all the other rage bonuses. This rage lasts until the quaggoth dies or all enemies are dead or out of sight.

For every 12 quaggoths encountered, there will be a leader, or

jald. The jald wears leather or skins. Jalds direct combat; if no jald is present, the quaggoths will fall upon their prey, whatever it is, in an unorganized manner. Any quaggoth tribe has a 20% chance of having one or two thonots. A thonot is the quaggoth equivalent of a shaman. Instead of magic, however, thonots use psionics. A thonot will use its abilities to aid the tribe in combat, escape, or healing. If quaggoths win combat, they take all bodies, including those of dead quaggoths, to their lair and devour them.

Habitat/Society: Quaggoths are nomadic hunters. They change territories periodically. In each new territory, they claim a central cave as a lair, leaving treasure with a few guards. The rest of the tribe hunts, returning periodically to rest and change guards.

Females are equal to males in numbers and abilities in a quaggoth tribe. For every adult quaggoth, there will be one young. Half of these young are unable to attack or defend; the other half have 1 HD and the same AC and attacks as adults.

Thonots control what passes for religious life among quaggoths. They oversee what few rituals there are; those rituals which are known include the daily preparation for hunting, coming of age, and death (a brief whistling to send the spirit away before the rest of the quaggoths eat the body).

Quaggoths can mate at any time of the year. They are not known to have any courtship or mating rituals. Young are born about 10 months after mating. Births are usually singular, but twins are not uncommon.

The origin of quaggoths is unknown. Some sages claim that they were once a semi-civilized race which dominated much of the Underdark through conquest and ritual sacrifice, until the drow, duergar, and other races broke their power. Others speculate they had some sort of civilization on the surface and were driven underground; this theory is supported by the quaggoths' hatred for surface-dwelling dwarves and elves.

Ecology: Quaggoths produce a few artifacts, mostly crudely carved stone items. A few seem to be talented at making necklaces with wooden, bone, or stone beads

Quaggoths fear no creature. Though they are dangerous hunters, they are just as often prey for other predators of the Underdark. Quaggoths can be trained as servants and guards if captured early.

QUICKLING

Small Fey

Hit Dice: 1d6 (3 hp)

Initiative: +8 (Dex)

Speed: 240 ft

AC: 23 (+1 size, +8 Dex, +4 haste)

Attacks: Dagger +9 melee

Damage: Dagger 1d4-1

Face/Reach: 5 ft by 5 ft/5 ft

Special Attacks: Spell-like abilities, haste, special daggers

Special Qualities: Natural invisibility, low-light vision

Saves: Fort +0, Ref +10, Will +4

Abilities: Str 8, Dex 27, Con 11, Int 15, Wis 15, Cha 14

Skills: Animal Empathy +5, Bluff +6, Concentration +4, Craft (any one) +3, Escape Artist +12, Hide +16, Jump +12, Listen +6, Move Silently +12, Sense Motive +5, Spot +6, Wilderness Lore +6

Feats: Dodge, Mobility, Spring Attack, Weapon Finesse (dagger)

Climate/Terrain: Temperate forest

Organization: Gang (2-4) or band (6-11)

Challenge Rating: 3

Alignment: Usually chaotic evil

Advancement: 2-3 HD (Small)

Quicklings are relatives of the brownie that dabbled in dark and sinister faerie magic many ages ago. Legend relates that they were transformed into creatures of evil as punishment. Quicklings have an intense hatred of all races (especially the other fey creatures) except their own kind.

Quicklings are small and slender, resembling miniature elves with very sharp, feral features. Their ears are unusually large and rise to points above their heads. Their skin ranges from pale to blue-white. Their hair is silver or white. Quicklings dress in fine clothes of bright colors. They are fond of silver and black, and often wear or adorn their clothes with these colors. Quicklings never wear any form of armor or cumbersome clothes.

They speak Common and Sylvan.

COMBAT

A quickling will attack by rushing in, stabbing a foe with its daggers, and then moving out of melee range before the opponent can react.

Spell-Like Abilities: 1/day—dancing lights, daze, levitate, shatter, and ventriloquism. These abilities are as the spells cast by a 6th-level sorcerer (save DC 12 + spell level).

Haste (Su): A quickling is affected by a permanent haste spell. This grants the quickling one extra partial action, either before or after its regular action. It also grants the quickling a +4 bonus to its AC (already included in the statistics block). The quickling loses the +4 AC bonus anytime it would lose a dodge bonus. The quickling can jump one and one half times as far as normal.

This is an inherent bonus and cannot be dispelled or negated.

Natural Invisibility (Ex): A quickling is effectively invisible when in its natural climate or when not moving. It loses this invisibility when it attacks.

Special Daggers (Ex): Quicklings sometimes employ special daggers that, in addition to dealing normal weapon damage, cause a creature struck to fall asleep.

Sleep: Any opponent struck by the dagger, regardless of Hit Dice, must

succeed at a Fortitude save (DC 15) or be affected as though by a sleep spell cast by a 6th-level sorcerer.

Skills: Quicklings receive a +8 racial bonus to Jump checks.

Feats: Quicklings gain the Spring Attack feat as a bonus feat.

QULLAN

Large Giant

Hit Dice: 2d8+6 (15 hp)

Initiative: +1 (Dex)

Speed: 30 ft

AC: 12 (-1 size, +1 Dex, +2 natural)

Attacks: Masterwork longsword +6 melee

Damage: Masterwork keen longsword 1d10+7 Crit 17-20

Face/Reach: 5 ft by 5 ft/10 ft

Special Attacks: Confusion aura.

Special Qualities: darkvision 60 ft

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

Abilities: Str 18, Dex 12, Con 16, Int 6, Wis 10, Cha 8

Skills: Craft (weapon smithing) +8, Listen +3, Spot +3

Feats: Weapon Focus (longsword)

Climate/Terrain: Any land and underground

Organization: Solitary or gang (2-5)

Challenge Rating: 2

Treasure: 50% standard, plus masterwork longsword.

Alignment: Always chaotic evil

Advancement: By character class

Qullans are seemingly insane humanoids adorned with tattoos, war paint , and ritual scarring, standing roughly 8 feet tall. They are infamous for their skill at sword smithing, though they guard this secret very closely. Never wearing armor and either traveling naked or clad in animal skins, qullans are primitive beings that glorify destruction and chaos. Filled with hate for other intelligent creatures, qullans never cooperate with other creatures and attack beings of all alignments. Despite their limited skills in metalworking, they have an innate talent for sharpening swords until they strike more accurately than any masterwork blade.

The qullan are strong, insane humanoid creatures. They appear as bald humans with a small tuft of black hair at the top of their heads. This hair is usually pulled back into a ponytail. Their entire bodies are covered in tattoos of clashing colors. Battle scars gained are sometimes enhanced with cosmetic paint. The Qullan consider their scars a sign of dignity and power.

Human or humanoid races have never befriended Qullan, nor have the qullan attempted to make friends with any human or near-human race. Every encounter with the qullan has been in combat.

Qullan never wear armor or carry shields. They prefer loose fitting skins, such as those from a tiger or lion.

They speak their own language. It is not known if they speak Common or any other language as they never speak to those outside the qullan race.

COMBAT

A Qullan attacks using its longsword. It is fearless, and will never retreat or back down, preferring to fight to the death in nearly all situations. A Qullan wields its longsword two-handed so as to deal as much damage as possible.

Confusion Aura (Su.): 5-foot radius; Will save (DC 14) or affected by *confusion* as cast by a 6th-level sorcerer. An unaffected creature must make a save each round it is within 5 feet of the Qullan.

Feedback. (Ex.): Any enchantment spell cast on a qullan causes its confusion ability to "feed back" and deal 4d6 points of damage to the caster.

Sharpening (Ex.): A Qullan can sharpen a weapon so well that it gains a + 1 to hit and damage masterwork bonus as well as a *keen edge*. After a few strikes (one combat usually) this effect wears off and the weapon must be resharpend.

Skills: Qullan receive a +8 racial bonus on Craft (weapon smithing) checks, and a +2 racial bonus on Listen and Spot checks

SHADOW DEMON

Medium-Size Outsider (Chaotic, Evil) (Incorporeal)

Hit Dice: 10d8 (45 hp)

Initiative: +11 (+7 Dex, +4 Improved Initiative)

Speed: fly 40 ft (perfect)

AC: 22 (+7 Dex, +5 deflection and extra + 4 in Darkness)

Attacks: 2 Incorporeal claws +17 melee

Damage: Incorporeal claw 1d6 vile,

Face/Reach: 5 ft by 5 ft/5 ft

Special Attacks: Spell-like abilities, malevolence, improved grab, Pounce.

Special Qualities: Shadow blend, Darkness enhancement, incorporeal, Outsider traits, immunities, resistances, sunlight powerlessness

Saves: Fort +7, Ref +16, Will +10

Abilities: Str —, Dex 24, Con 10, Int 17, Wis 17, Cha 20

Skills: Hide +30*, Intimidate +7, Listen +16, Search +16, Sense Motive +8, Spot +15, Concentration +10

Feats: Expertise, lightning reflexes, Improved Initiative

Climate/Terrain: Any land and underground

Organization: Solitary
Challenge Rating: 8

Treasure: None

Alignment: Always chaotic evil

Advancement: 8-11 HD (Medium-size); 12-21 HD (Large)

The shadow demon is the essence of a demon imprisoned in the form of a shadow. Sages and scholars contend that a shadow demon is formed from a manes demon, though the high intelligence of the shadow demon seems to put this theory in doubt. A shadow demon is not undead and therefore cannot be turned.

COMBAT

A shadow demon physically attacks by leaping at its opponent and attacking with its incorporeal touch. Otherwise it uses its spell-like abilities and malevolence. On first leap attack a Shadow demon can attack with both claws as a pounce attack.

Spell-like Abilities: At will—Darkness. 1/day - Deeper darkness, damning Darkness. These abilities are as the spells cast by a 10th-level sorcerer (save DC 15+ spell level).

Malevolence (Su): Once per day, a shadow demon can merge its body with a creature on the Material Plane. This ability is similar to magic jar as cast by a 10th-level sorcerer, except that it does not require a receptacle. If the attack succeeds, the shadow demon's

body vanishes into the opponent's body. The target can resist the attack with a successful Will save (DC 18). A creature that successfully saves is immune to that shadow demon's malevolence for one day.

Shadow Blend (Su): During any conditions other than full daylight, a shadow demon can disappear into the shadows, giving it nine-tenths concealment. Artificial illumination, even a light or continual flame spell does not negate this ability. A daylight spell, however, will.

In full darkness it gets + 4 to AC.

Incorporeal: Can only be harmed by other 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.

Immunities (Ex): Immune to poison and electricity, fire, cold, mind effects, sleep, paralysis, stunning and disease.

Sunlight Powerlessness (Su): Shadow demons are utterly powerless in natural sunlight (not merely a daylight spell) and flee from it. A shadow demon caught in sunlight cannot attack and can take only partial actions as well as getting a - 4 to all rolls.

SHIVERBUG

Small Elemental (Air, Cold)

Hit Dice: 2d8 (9 hp)

Initiative: +2 (Dex)

Speed: 20 ft

AC: 16 (+1 size, +2 Dex, +3 natural)

Attacks: 3 claws +4 melee, bite -1 melee

Damage: Claw 1d4, bite 1d4 and shiver venom

Face/Reach: 5 ft by 5 ft/5 ft

Special Attacks: Shiver venom

Special Qualities: Elemental, cold subtype

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

Abilities: Str 10, Dex 14, Con 10, Int 6, Wis 12, Cha 11

Skills: Hide +10*, Listen +6, Spot +6

Feats: Weapon Finesse (claw)

Climate/Terrain: Any cold land, aquatic and underground

Organization: Pack (3-18)

Challenge Rating: 1

Treasure: None

Alignment: Always neutral

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

Shiverbugs are minor elemental beings that appear to be made of ice. Their bodies are flat, roughly hexagonal in shape, with alternating short and long sides, and with six short legs protruding from its body (one at each vertex). Between each pair of legs on the upper side of the beast's short sides is a 2-foot long arm that ends in a three-fingered claw. In the middle of each of its three long sides is a face composed of a three-pronged beak set between a pair of glittering, white eyes.

COMBAT

Shiverbugs don't look for trouble with larger beings, but are easily annoyed. Stepping on a shiverbug hidden in the snow will rile the whole pack into action.

Shiver Venom (Ex): Bite, 1d2 points of temporary Dexterity damage and -1 to all rolls; Fortitude save (DC 11) negates. Both effects last 2d4 rounds. Damage from multiple bites does stack.

Elemental: Immune to poison, sleep, paralysis, and stunning. Not subject to critical hits.

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

Skills: *Shiverbugs receive a +4 bonus to Hide checks in snowy or ice-covered areas.

SNOWFURY

Large Elemental (Air, Cold)

Hit Dice: 6d8+24 (51 hp)

Initiative: +5 (Dex)

Speed: 5 ft, fly 50 ft (average)

AC: 19 (-1 size, +3 Dex, +5 natural)

Attacks: 3 tentacles +7 melee

Damage: Tentacle 1d6+2 and 1d4 cold

Face/Reach: 5 ft by 5 ft/10 ft

Special Attacks: Chill, engulf

Special Qualities: Elemental, damage reduction 10/+1, cold subtype, cold absorption, fast healing 2

Saves: Fort +6, Ref +8, Will +3

Abilities: Str 14, Dex 16, Con 18, Int 8, Wis 12, Cha 11

Skills: Listen +8, Move Silently +9, Spot +8

Feats: Combat Reflexes, Weapon Finesse (tentacle)

Climate/Terrain: Any cold land, aquatic and underground

Organization: Solitary or pack (1-4)

Challenge Rating: 7

Treasure: None

Alignment: Always neutral

Advancement: 7-12 HD (Large); 13-18 HD (Huge)

Snowfuries are powerful paraelementals seemingly formed more of air, than ice. These creatures travel through the air and seem to be nothing more than snowy gusts of wind. In this form, they are harmless and practically invisible. When agitated into combat, a snowfury gathers itself into a denser form, and forms tentacles made of snow and ice pellets.

COMBAT

A snowfury is a peaceful creature and only initiates combat if it senses a fire. It becomes immediately enraged as it rushes to put out the fire and attack any nearby creatures it assumes is connected to the fire. On many occasions, a snowfury gives up combat once the fire has been extinguished. High winds have been known to infuriate a

snowfury, causing it to attack nearby creatures at random.

Chill (Ex): Snowfuries radiate cold from their bodies, dealing 1d4 points of cold damage on a successful hit.

Engulf (Ex): An snowfury can try to envelope a Medium-size or smaller creature in its body as a standard action. The snowfury attempts a grapple check that does not provoke an attack of opportunity. If it gets a hold, it envelops the victim and deals 1d6 points of damage each round it maintains the hold.

Attacks that hit an engulfing snowfury deal half their damage to the monster and half to the trapped victim.

Cold Absorption (Su): A cold-base attack cures 1 point of damage for each die it would otherwise deal.

Fast Healing (Ex): A snowfury heals only if it is touching a piece of ice of at least Medium-size or if the ambient temperature is freezing or below.

Elemental: Immune to poison, sleep, paralysis, and stunning. Not subject to critical hits.

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

Squirrel - Giant Black .
Small Animal

Hit Dice: 1d8+1 (4)

Initiative: +4 (Dex)

Speed: 30', Through trees 30'

AC: 15 (+4 Dex, +1 size)

Attacks: 1 bite + 4 melee (or + 8 Swarmfighting.)

Damage: Bite 1-3

Face/Reach: 5' by 5' / 5'

Special Attacks: Bite through pouch string or belt.

Special Qualities: Low light vision , Scent.

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

Abilities: Str 6 , Dex 18, Con 12, Int 4, Wis 14, Cha 8,

Skills: Listen +9, Spot +9, Climb +15, Swim +8, Move Silently +8, Hide +12,

Slight of hand +8

Feats: Weapon Finesse (bite), Swarmfighting.

Climate/Terrain: Any forest- but usually evil forests.

Organization: Scurry (3-18)

Alignment: Usually Neutral but slightly twisted to evil.

Combat: Giant Black Squirrels will usually swarm one enemy using their Swarmfighting Feat. This allows up to four of them to occupy a single 5' square and to get a +1 morale bonus on the attack roll for each additional ally beyond the first attacking the target but only if the target is medium or larger. This bonus cannot exceed the dex bonus of the Swarmfighter. Thus one character will be attacked by all 13 of the Squirrels at once. Luckily only a few will be attacking - most will be ripping trinkets from the character, before scurrying off with the newly acquired treasure. The Squirrels will not be interested in heavy items such as weapons larger than dagger size - but rings, pouches, necklaces and the like are not safe from them.

Pouch bite. (Ex): on a Natural 20 with a bite attack the Squirrel will have bitten through a pocket, belt or strap of some sort of container. It is up to the DM to figure out the full effects of this but the Squirrel should liberate an expensive item and start off with it.

Giant Black Squirrels have a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if

rushed or threatened.

Giant Black Squirrels use their Dexterity modifier for Climb and Swim checks

STENCH KOW

Large Outsider

Hit Dice: 3d8+9 (22 hp)

Initiative: +0

Speed: 40 ft

AC: 17 (-1 size, +8 natural)

Attacks: Butt +6 melee

Damage: Butt 2d4+6

Face/Reach: 5 ft by 10 ft/5 ft

Special Attacks: Charge, trample, stench

Special Qualities: Immunities

Saves: Fort +9, Ref +3, Will +4

Abilities: Str 18, Dex 10, Con 17, Int 2, Wis 12, Cha 4

Skills: Listen +7, Spot +7

Feats: Great Fortitude

Climate/Terrain: Any plains

Organization: Herd (15-60; 50% noncombatant young, plus 1 bull per every 5 female adults)

Challenge Rating: 4

Treasure: None

Alignment: Always neutral

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

Stench kine are Baator's cattle and a major food source of the Nine Hells. They roam the inhospitable landscape of the lower planes in

great herds, grazing on noxious plants that would be poisonous to most creatures. They are most common on Baator, but some herds are known to exist on Acheron, Gehenna, and the Grey Waste of Hades.

A stench kow resembles a bison, but is hideously misshapen. They are humpbacked (males have larger humps) and have long, downward curving horns. Their heads are huge with hideous features, large round staring eyes, and lolling tongues. They are dull orange in color, with matted green manes.

COMBAT

Stench kine have an ugly disposition to match their looks, but will usually not attack other creatures unless the bulls of the herd feel threatened. Usually, only the bulls will make a charge attack, but if the herd is cornered the females will charge as well.

Charge (Ex): A stench kow that makes a charge attack deals double damage with its butt attack if it hits.

Trample (Ex): A stench kow can trample Small or smaller creatures for 2d4+6 points of damage. Opponents who do not make attacks of opportunity against the stench kow can attempt a Reflex save (DC 15) to halve the damage.

Stench (Ex): The odor of a stench kow's breath and body is so foul that all creatures (except those that are immune to poison) within a 5-foot radius of a stench kow must succeed at a Fortitude save (DC 15) for every 3 rounds of exposure, or be affected as by a stinking cloud spell.

Immunities (Ex): Stench kine are immune to all forms of cold, fire, poison, and gas.

STENCH BULLS

A stench bull is identical to a stench kow, save that it has 6+ HD, and Strength 20 and Constitution 20.

Styx Devil - AMNIZU (Baatezu)

Medium-Size Outsider

Hit Dice: 9d8+9 (49 hp)

Initiative: +1 (Dex)

Speed: 20 ft, fly 40 ft (average)

AC: 21 (+1 Dex, +10 natural)

Attacks: 2 claws +10 melee

Damage: Claw 1d4+1

Face/Reach: 5 ft by 5 ft/5 ft

Special Attacks: Spell-like abilities, forget, summon devils

Special Qualities: Damage reduction 20/+2, SR 21, devil qualities

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

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

Skills: Climb +10, Concentration +10, Diplomacy +11, Hide +10, Knowledge (planes) +11, Listen +13, Move Silently +10, Search +11, Sense Motive +11, Spot +13

Feats: Alertness, Dodge, Power Attack

Climate/Terrain: Any land and underground

Organization: Solitary, team (2-5), or troupe (1-2 amnizu, 2-5 erinyes)

Challenge Rating: 7

Treasure: Standard

Alignment: Always lawful evil

Advancement: 10-21 HD (Medium-size)

Amnizu, better known as Styx devils, are found throughout Stygia (the fifth plane of Hell). They are the guardians of the River Styx and serve as generals in Hell's armies, commanding 20 companies of erinyes and abishai.

The amnizu appears as a 4-foot tall, gruesome humanoid. Its head is long and ovoid and devoid completely of hair. Its legs and arms are short and stumpy. Its hands end in sharp claws. Its mouth is filled with razor-sharp teeth.

COMBAT

The amnizu attacks using its spell-like abilities, claws, and forget ability in combat.

Spell-Like Abilities: At will—animate dead, charm person, desecrate, doom, fireball, hold person, major image, produce flame, pyrotechnics, suggestion, and teleport without error (self plus 50 pounds of objects only); 1/day—imprisonment. These abilities are as the spells cast by a 9th-level sorcerer (save DC 12 + spell level).

Forget (Su): By making a melee touch attack, an amnizu causes the target to forget one whole day's worth of memories if the creature fails a Will save (DC 15). This does not negate any mind-affecting spells the victim is currently affected by (charm, suggestion, for instance), but causes the victim to forget the being that placed such magic on them in the first place.

Lost memories can be restored by the casting of heal, lesser restoration, greater restoration, miracle, or wish.

Summon Devils (Sp): Once per day an amnizu can attempt to summon 2d10 lemures with a 50% chance of success or 1d8 erinyes with a 35% chance of success.

Devil Qualities (Ex): Immune to fire and poison; cold and acid resistance 20.

See in Darkness (Su): Can see perfectly in darkness of any kind, even that created by deeper darkness spells.

Telepathy (Su): Amnizu can communicate telepathically with any creature within 100 feet that has a language.

TENE BROUS WORM

Medium-Size Outsider

Hit Dice: 10d8+10 (55 hp)

Initiative: +1 (Dex)

Speed: 30 ft

AC: 19 (+1 Dex, +8 natural)

Attacks: Bite +12 melee

Damage: Bite 2d6+1 and poison

Face/Reach: 5 ft by 5 ft/5 ft

Special Attacks: Poison, bristles

Special Qualities: Darkvision 60 ft

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

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

Skills: Hide +7, Listen +12, Move Silently +9, Search +2, Spot +12

Feats: Alertness, Weapon Focus (bite)

Climate/Terrain: Any land and underground

Organization: Solitary

Challenge Rating: 8

Treasure: None

Alignment: Always neutral

Advancement: 11-16 HD (Medium-size); 17-30 HD (Large)

These insect-like predators inhabit the Plane of Shadows and can be found in all regions of the plane, though they are more common in forested areas. They seek warm-blooded prey, though they are hesitant to attack creatures larger than themselves. It is the larvae stage of the gloomwing (q.v.)

The tenebrous worm resembles a huge, partially bare caterpillar. The front of the body is covered with lusterless black bristles, while the hind parts are a wet, nauseating gray color. The many faceted eyes reflect the half-light of the Plane of Shadows with a luminous glimmer. Pearl white mandibles flank its gaping maw. These tusk-like weapons are quite beautiful if cut into sheets and inlaid. They have a value of 500 gp to 1,500 gp per set.

COMBAT

A tenebrous worm is a formidable opponent and attacks with its vicious bite.

Poison (Ex): Bite, Fortitude save (DC 16); initial and secondary damage 1d6 temporary Constitution.

Bristles (Ex): The head and upper body are covered with many small bristles that will, if contacted, cause paralysis for 1d4 rounds and death immediately after the paralysis wears off (Fortitude save at DC 16 negates). The paralysis can be negated before the victim dies by casting neutralize poison.

A creature attacking a tenebrous worm with any non-reach weapon must succeed at a Reflex save (DC 12) each time it attacks to avoid accidentally touching the bristles.

If the tenebrous worm attempts to touch a creature with its bristles (very rarely does it try this), it must make a successful slam attack roll at +11 melee.

Fire Toad. Abyssal (Fire)

Small Magical Beast. CE.

Hit Dice: 4d10 +4

Initiative: +1

Speed: 10

AC: 16 (+1 size, +1 dex + 4 nat)

Attacks: 1 bite 1d4

Special Qualities: Fire Subtype, Darkvision 60', Low light vision, DR 5/Magic. SR 9. Smite Good once a day (+ 4 Dam)

Special Attacks : Breath Weapon, Leap.

Saves: Fort 4 Ref 5 Will 2

Abilities: Str 10 Dex 12 Con 12 Int 7 Wis 14 Cha 4

Skills: Listen +5 Spot +5 Hide +5

Climate/Terrain: Dyarkos and other hellish layers of the Planes.

Organization: Knot (3-18).

Breath Weapon (Su) 15' cone of fire 3d6 Reflex half.

Every 1-4 rounds.

Leap: A Fire Toad Can Leap up to 30' horizontally and 5' vertically as a move action. It can use its leap to perform a charge attack and bite at the end of its charge.

The Fire Toad appears as a reddish toad about four feet high covered with warty purple bumps. They do not have a vulnerability to water, but despise it and will recoil from it if water is thrown on it.

Combat: The Fire Toad Begins Combat with its breath weapon and tries to rely on this, rarely biting if it can help it.

Troll (Black) , Large Outsider (Chaotic, Evil)

Hit Dice: 7d8+49 (80 hp).

Initiative: +2 (Dex)

Speed: 30 ft

AC: 19 (-1 size, +2 Dex, +8 natural)

Attacks: 2 claws +12 melee, bite +7 melee

Damage: Claw 1d8+6, bite 2d6+3

Face/Reach: 5 ft by 5 ft/10 ft

Special Attacks: Rock throwing, chain lightning, spell-like abilities, summon monsters

Special Qualities: Damage reduction 10/+1, regeneration 5, SR 23, cold and poison resistance 10, immune to electricity, scent, darkvision 90 ft

Saves: Fort +12, Ref +7, Will +8

Abilities: Str 23, Dex 14, Con 25, Int 10, Wis 13, Cha 10

Skills: Climb +13, Hide +12, Jump +13, Listen +14, Search +10, Spot +14

Feats: Alertness, Iron Will

Climate: Any land and underground

Organization: Solitary or gang (1-8)

Alignment: Always chaotic evil

Advancement: 8-14 HD (Large); 15-21 HD (Huge)

Black trolls live on the many layers of the Abyss, being fiendish descendants of trolls. These trolls, also known as demon trolls, are among the largest of their kind, most over 13 feet tall. These creatures look like oversized trolls with smooth black skin, sparse hair, green eyes with an evil gleam, and red horns jutting out from their forehead. Despite this, black trolls have an oddly humanlike physique.

Black trolls speak Giant and Abyssal.

COMBAT

Black trolls fight in the same manner as normal trolls, but have a much wider array of abilities, and a notably higher intelligence,

which they use to their utmost advantage. They like to use their chain lightning in the middle of a melee, as their immunity to electricity protects them well.

Black trolls are considered as giant-type monsters when attacked by dwarves, gnomes, and rangers.

Rock Throwing (Ex): Black trolls have learned to throw rocks in the same manner as giants, receiving a +1 racial bonus to attack rolls when throwing rocks. Black trolls can hurl rocks weighing 40 to 50 pounds each (Small objects) up to a range of 5 increments.

Chain Lightning (Su): Three times per day, a black troll can unleash a chain lightning attack. This ability is as the spell cast by a 6th-level sorcerer (save DC 16).

Spell-Like Abilities: At will - darkness, dispel magic, pyrotechnics, telekinesis (5,000 pound weight limit), and teleport without error. These abilities are as the spells cast by a 9th-level sorcerer (save DC 10 + spell level).

Summon Monsters (Sp): Once per day a black troll can attempt to summon 1d2 normal trolls, 1d4 dretch demons, or another 1d2 black trolls with a 50% chance of success.

Regeneration (Ex): Fire, acid, and holy or blessed weapons of at least +2 enchantment deal normal damage to a black troll.

TROLL, Ice

Large Giant (Cold)

Hit Dice: 2d8+6 (15 hp)

Initiative: +1 (Dex)

Speed: 30 ft

AC: 12 (-1 size, +1 Dex, +2 natural)

Attacks: 2 claws +4 melee

Damage: Claw 1d6+4

Face/Reach: 5 ft by 5 ft/10 ft

Special Attacks: Rend 2d6+6

Special Qualities: Cold subtype, damage reduction 10/+1, limited regeneration 5, vulnerability to slashing weapons, darkvision 90 ft

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

Abilities: Str 19, Dex 12, Con 16, Int 9, Wis 10, Cha 6

Skills: Listen +5, Spot +5

Feats: Alertness

Climate/Terrain: Any cold land

Organization: Band (3-6)

Challenge Rating: 2

Treasure: Standard

Alignment: Always chaotic evil

Advancement: By character class

Ice trolls are more intelligent, more cunning, and more evil relatives of the normal troll. An ice troll stands about 8 feet tall and weighs 450 pounds. Its skin is semitransparent and very cold to the touch.

Because an ice troll requires water, snow or ice to regenerate, it will very rarely be encountered away from such a source. Most ice troll lairs are located near such a source or will have a manmade wading pool nearby.

Ice troll blood is frequently used in the manufacture of *icy burst* weapons, and *rings of elemental resistance: cold (minor)*.

Ice trolls speak Giant.

COMBAT

Ice trolls are slightly smarter than their troll cousins and will not attack blindly, especially if the odds are stacked against them. They will attempt to pick off weaker opponents one by one.

A favored tactic of an ice troll is to lay a net across the bottom of its wading pool hoping to ensnare any creature foolish enough to journey therein.

Rend (Ex): If an ice troll hits with both claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 2d6+6 points of damage.

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

Limited Regeneration (Su): Fire and acid deal normal damage to an ice troll.

If an ice troll loses a limb or body part, the lost portion regenerates in 3d6 minutes as long as the ice troll is in contact with water or ice. The ice troll can reattach the severed member instantly by holding it to the stump as long as the severed member has been immersed in water.

A severed limb can move up to 30 feet in one round and will always move toward the closest source of water.

Vulnerability to Slashing Weapons (Ex): Because of the thin brittle nature of the ice troll, it is possible to sever one of the creature's limbs with a slashing weapon. On a critical hit with a slashing weapon, the troll must succeed at a Fortitude save (DC 10+damage taken) or lose a limb.

Roll 1d6 to determine the limb lost (1-4 arm, 5-6 leg). An ice troll with a severed leg falls to the ground and can only move by crawling (at half speed). Opponents gain a +4 to attack rolls and the ice troll cannot attack in the same round it moves.

VAMPIRE ROSE

Small Plant

Hit Dice: 4d8+12 (30 hp)

Initiative: +0

Speed: 5 ft

AC: 15 (+1 size, +4 natural)

Attacks: Stalk

Damage: Stalk 1d6+2

Face/Reach: 5 ft by 5 ft/10 ft (with stalk)

Special Attacks: Improved grab, blood drain

Special Qualities: Plant, camouflage, blindsight

Saves: Fort +7, Ref +1, Will +2

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

Climate/Terrain: Temperate and warm forest and underground

Organization: Solitary or patch (2-4)

Challenge Rating: 3

Treasure: None

Alignment: Always neutral

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

Vampire roses look like normal white rose bushes. They can however, uproot themselves and move slowly toward their prey.

COMBAT

A vampire rose waits for its prey to pass near it, at which time it will lash out with its thorny stalk. The vampire rose will attempt to grab a foe and drains its blood. When fully sated (i.e., when it has drained a victim of all its blood), the vampire rose flushes red.

Improved Grab (Ex): To use this ability, the vampire rose must hit with its stalk attack. If it gets a hold, it can drain blood.

Blood Drain (Ex): A vampire rose can suck blood from a living victim with its thorns by making a successful grapple check. If it pins its foe, it drains blood, inflicting 1d4 points of temporary Constitution damage each round the pin is maintained.

Camouflage (Ex): Since the vampire rose looks like a normal white rose bush when at rest, it takes a successful Spot check (DC 20) to notice it before it attacks. Anyone with Wilderness Lore or Knowledge (plants or herbs) can use those skills instead of Spot to notice the plant. Dwarves can use stone cunning to notice the subterranean version.

Blindsight (Ex): Vampire roses have no visual organs but can ascertain all foes within 30 feet using sound, scent, and vibration.

Plant: Immune to poison, sleep, paralysis, stunning, and polymorphing. Not subject to critical hits and is immune to mind influencing attacks

YETI

Large Monstrous Humanoid (Cold)

Hit Dice: 4d8+16 (34 hp)

Initiative: +1 (Dex)

Speed: 30 ft

AC: 14 (-1 size, +1 Dex, +4 natural)

Attacks: 2 claws +9 melee

Damage: Claw 1d6+9 and 1d6 cold

Face/Reach: 5 ft by 5 ft/10 ft

Special Attacks: Frightful gaze, cold, improved grab, squeeze

Special Qualities: Cold subtype, darkvision 60 ft, low-light vision

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

Abilities: Str 23, Dex 12, Con 19, Int 8, Wis 10, Cha 12

Skills: Hide +2*, Listen +11, Listen +11

Feats: Power Attack

Climate/Terrain: Any cold land

Organization: Solitary or hunting band (2-5)

Challenge Rating: 4

Treasure: Standard

Alignment: Always neutral

Advancement: 5-7 HD (Large); 8-12 HD (Huge)

The yeti appears as a large humanoid standing 8 feet tall and covered in white fur. Its eyes are pale blue and its teeth and claws are ivory white.

Yetis love the taste of human flesh. A typical yeti weighs about 400 pounds.

COMBAT

The yeti attacks with its claws, attempting to grab a foe and squeeze it against its frigid body.

Frightful Gaze (Su): Paralyzed with fear for 3 rounds, 30 feet; Will save (DC 13).

Improved Grab (Ex): To use this ability, the yeti must hit an opponent of up to Large size with a claw attack. If it gets a hold, it can squeeze.

Squeeze (Ex): A yeti deals 1d6+9 points of bludgeoning damage and 1d6 points of cold damage with a successful grapple check against Large or smaller creatures. The yeti can still move but cannot take any attack actions when squeezing.

Cold (Ex): A yeti's body generates intense cold, dealing 1d6 points of damage with their touch. Creatures attacking a yeti unarmed or with natural weapons take cold damage each time their attacks hit.

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

Skills: A yeti receives a +4 racial bonus to all Listen and Spot checks.

*Due to its coloration, the yeti's Hide bonus increases to +8 when in snow-covered areas.

Yugoloth, Baernaloth

Large Outsider (Evil, Extraplanar)

Hit Dice: 11d8+22 (71 hp)

Initiative: +2

Speed: 30 ft (6 squares)

Armor Class: 24 (-1 size, +2 Dex, +13 natural), touch 11, flat-footed 22

Base Attack/Grapple: +11/+17

Attack: Claw +13 melee (1d8+2/19-20/x2)

Full Attack: 2 claws +13 melee (1d8+2/19-20/x2) and bite +7 melee (2d6+1)

Space/Reach: 10 ft/10 ft

Spell-like abilities, reopen wounds

Special Qualities: Close wounds, damage reduction 10/good, darkvision 60 ft, immunity to acid and poison, resistance to cold 10, fire 10, and electricity 10, spell resistance 21, telepathy 100 ft

Saves: Fort +9, Ref +9, Will +13

Abilities: Str 15, Dex 14, Con 14, Int 15, Wis 19, Cha 17

Skills: Bluff +13, Climb +12, Concentration +14, Diplomacy +11, Disguise +3 (+5 in character), Gather Information +14, Intimidate +19, Knowledge (arcana) +10, Knowledge (the planes) +12, Listen +14, Move Silently +10, Search +9, Sense Motive +12, Spellcraft +14, Spot +14, Survival +12 (+14 following tracks, +14 on other planes)

Feats: Improved Critical (claw), Iron Will, Power Attack, Weapon Focus (claw)

Environment: Grey Waste of Hades

Organization: Solitary

Challenge Rating: 09

Alignment: Always neutral evil

Advancement: 12-22 HD (Large); 23-33 HD (Huge)

This tall, lanky creature has long, gangly limbs. Its head is huge with large curving horns, and its mouth looks like that of a skeletal horse, with skin stretched over it. Its gray skin drips with pus, and its glazed, glassy yellow eyes ooze a revolting liquid.

The baernaloth is an outcast among yugoloths. Some have speculated that it is not even a true yugoloth, or is of some sort of progenitor race to the yugoloths - the truth has been lost with time. They are always encountered alone, and most are reclusive and inactive. They live alone on the Gray Waste, not even associating with other yugoloths, and even lacking the power to summon them. Other yugoloths offer them a surprising amount of respect, for some unknown reason. It is said that they possess the mysteries and secrets of the yugoloth race, and perhaps much more. Though they travel alone most of the time, they occasionally take night hags or nightmares for companions.

Baernaloths see the main purpose for their existence as bringing misery and pain to lesser creatures. They are cold and emotionless, causing agony and anguish to all they meet. They enjoy coming up with new methods to bring physical and emotional pain to sentient creatures. Some baernaloths eventually go mad, and decide to try to control the events around them. These demented baernaloths set out to conquer and control the creatures of the Lower Planes, and plan the devastation of everything.

A baernaloth is 8 feet tall and weighs about 450 pounds.

COMBAT

The baernaloth prefers to use its dangerous physical attacks to its spell-like abilities, as it has a power that allows its attacks to cause further damage. Surviving victims are often put into a dungeon, where the baernaloth will reopen and close their wounds over and over again. The baernaloth only uses its ability to close wounds to

keep its victims alive, that it may continue to cause them pain. The baernaloth will not use this power if it would be putting itself at risk by keeping opponents alive and healthy. Baernaloths rely purely on their own abilities, and never use any equipment or weapons of any kind, even magic items.

Spell-Like Abilities: At will - alter self, charm person (DC 14), contagion (DC 17), crushing despair (DC 17), darkness, detect magic, discern lies, fear (DC 17), greater teleport, minor image (DC 15), produce flame (DC 14), suggestion (DC 16); 3/day - cloudkill (DC 18), true seeing; 1/day - demand (DC 21), symbol of pain (DC 18). Caster level 11th. Save DCs are Charisma-based.

Reopen Wounds (Su): 3 times per day, a baernaloth can cause wounds that it has created on victims to be revisited. The baernaloth can repeat any damage caused by its claws and bite attacks from one single round, in the last 24 hours, causing the wounds to tear open agonizingly. Victims must be within a line of sight, and up to 30 feet away from the baernaloth. Thus, if a baernaloth had inflicted 4 points of damage with a claw attack, 6 with another, and 10 points with its bite attack all in the same round to the same character, it can later use this ability to cause 20 points of damage to recur to that same character. This ability is a free action and can be used in addition to any other attack. There is no saving throw against this ability, though spell resistance still applies.

Close Wounds (Su): Within a range of 30 feet, a baernaloth can instantly heal any amount of damage that it has inflicted on a creature through its physical attacks. This power is used at will, and there is no limit to the number of times per day a baernaloth can use it.

YOGOLOTH DERGHOLOTH

Large Outsider (Evil)

Hit Dice: 8d8+16 (52 hp)

Initiative: +1 (+1 Dex, +4 Improved Initiative)

Speed: 40 ft

AC: 16 (-1 size, +1 Dex, +6 natural)

Attacks: 5 claws +12 melee; or 2 claws +12 melee, 3 greatswords +7 melee

Damage: 5 claws 1d4+5; or 2 claws 1d4+5, 3 greatswords 2d6+2

Face/Reach: 5 ft by 5 ft/10 ft

Special Attacks: Spell-like abilities, all-around vision, feebelmind, improved grab, tear, summon yugoloth

Special Qualities: Damage reduction 10/+1, SR 22, yugoloth qualities, telepathy

Saves: Fort +8, Ref +7, Will +6

Abilities: Str 20, Dex 13, Con 15, Int 5, Wis 10, Cha 14

Skills: Hide +5, Intimidate +10, Listen +8, Move Silently +9, Search +4, Spot +12

Feats: Improved Initiative, Multidexterity, Multiweapon Fighting

Climate/Terrain: Any land and underground

Organization: Solitary or team (2-4)

Challenge Rating: 10

Treasure: Standard, plus 1d3 gems (100 gp value) in gizzard

Alignment: Always neutral evil

Advancement: 9-13 HD (Large); 14-24 HD (Huge)

Dergholoths are native to Hades, but are found throughout the Lower Planes.

A dergholoth stands about 9 feet tall with a round body with five long arms and three stumpy legs. Its arms end in claws. It has a large insect-like head sitting atop its body.

COMBAT

The dergholoth begins combat with its feeblemind ability; it then attacks with its claws, or if wielding weapons, a combination of its weapons and claws, with the claw attacks being resolved before the weapon attacks.

Spell-Like Abilities: At will—cause fear, desecrate, deeper darkness, and see invisibility; 2/day—sleep. These abilities are as the spells cast by an 8th-level sorcerer (save DC 12 + spell level).

Twice per day, a dergholoth can use teleport without error (self plus 50 pounds of objects only) as the spell cast by an 8th-level sorcerer.

All-Around Vision (Ex): A dergholoth's head can rotate 360 degrees. It gains a +4 racial bonus to Search and Spot checks. A dergholoth cannot be flanked.

Feeblemind (Su): Twice per day, by clattering its mandibles together, a dergholoth can affect all creatures within 30 feet as the spell cast by a 12th-level sorcerer (Will save DC 16 negates). The effects last for 6 rounds.

Improved Grab (Ex): To use this ability, the dergholoth must hit a Large or smaller creature with two claw attacks.

Tear (Ex): A dergholoth automatically hits a held opponent with all of its melee attacks each round it maintains its hold.

Summon Yugoloth (Sp): Once per day, a dergholoth can attempt to summon 1d3 mezzoloths or another dergholoth with a 40% chance of success.

Yugoloth Qualities (Ex): Immune to poison and acid; cold, fire, and electricity resistance 20; yugoloths have darkvision with a range of 60 feet.

Telepathy (Su): Yugoloths can communicate telepathically with any creature within 100 feet that has a language.

HYDROLOTH

Large Outsider (Evil, Water)

Hit Dice: 7d8+14 (45 hp)

Initiative: +1 (Dex)

Speed: 20 ft, swim 60 ft

AC: 16 (-1 size, +1 Dex, +6 natural)

Attacks: 2 claws +8 melee, bite +6 melee

Damage: 2 claws 1d4+2, bite 2d6+1 and sleep

Face/Reach: 5 ft by 5 ft/10 ft

Special Attacks: Spell-like abilities, leap, sleep spittle, summon yugoloth

Special Qualities: Damage reduction 10/+1, SR 20, amphibious, resistances, yugoloth qualities, telepathy

Saves: Fort +7, Ref +6, Will +5

Abilities: Str 14, Dex 12, Con 15, Int 8, Wis 10, Cha 12

Skills: Hide +4, Intimidate +9, Listen +9, Move Silently +9, Search +6, Spot +9

Feats: Cleave, Multiattack, Power Attack

Climate/Terrain: Any land and underground

Organization: Solitary, gang (2-4), swarm (5-8), mob (9-23)

Challenge Rating: 8

Treasure: Standard

Alignment: Always neutral evil

Advancement: 8-11 HD (Large); 12-21 HD (Huge)

Hydroloths are the only creatures known to swim in the Styx without losing their memories.

They are squat humanoids, about 10 feet tall, with large flaps of skin under their arms. They have frog-like faces and warty, yellow skin.

COMBAT

When combat is first engaged, a hydroloth will use its sleep spittle on an opponent. It will then leap at a foe and slash and bite. A favored tactic of the hydroloth is to dimension door away from its opponents so it can take maximum advantage of its leaping ability.

Spell-Like Abilities: At will—cause fear, create water, desecrate, deeper darkness, and water walk; 2/day—dimension door and summon monster VI (can only summon a Large 8 HD water elemental). These abilities are as the spells cast by an 8th-level sorcerer (save DC 11 + spell level).

Twice per day, a hydroloth can use teleport without error (self plus 50 pounds of objects only) as the spell cast by a 12th-level sorcerer.

Leap (Ex): A hydroloth can launch itself at a foe up to 40 feet away and make its normal claw/claw/bite attack plus two rake attacks (+6 melee) using its foot claws for 1d4+1 points of damage. A hydroloth must have at least 10 feet to move straight ahead before it can leap at an opponent.

Sleep Spittle (Ex): Spittle—20 feet, once per round (no more than five times per day), Fortitude save (DC 15) or sleep for 6 rounds. Sleeping creatures can only be awakened through magical means; this ability otherwise mimics the spell of the same name.

Summon Yugoloth (Sp): Twice per day, a hydroloth can attempt to summon another hydroloth with a 50% chance of success.

Amphibious (Ex): Hydroloths breathe both air and water and can survive indefinitely on land.

Resistances (Ex): Hydroloths take half damage from water-based attacks on a failed save and no damage on a successful save.

Yugoloth Qualities (Ex): Immune to poison and acid; cold, fire, and electricity resistance 20; yugoloths have darkvision with a range of 60 feet.

Telepathy (Su): Yugoloths can communicate telepathically with any

creature within 100 feet that has a language.

WEREBADGER

Medium-Size Shapechanger

Hit Dice: 5d8+5 (27 hp)

Initiative: +0; +3 (+3 Dex) as badger or hybrid

Speed: 30 ft; 30 ft, burrow 10 ft as badger or hybrid

AC: 18 (+3 Dex, +5 natural) as badger or hybrid

Attacks: Unarmed strike +0 melee; 2 claws +3 melee, bite +2 melee as badger or hybrid

Damage: Unarmed strike 1d3 subdual; claw 1d4+2, bite 1d6+1

Face/Reach: 5 ft by 5 ft/5 ft; 5 ft. by 5 ft/5 ft as badger or hybrid

Special Attacks: Rage, curse of lycanthropy as badger or hybrid

Special Qualities: Badger empathy; plus scent, damage reduction 15/silver as wolf or hybrid

Saves: Fort +8, Ref +7, Will +4

Abilities: Str 14, Dex 17, Con 19, Int 10, Wis 10, Cha 10 as badger or hybrid*

Skills: Listen +8, Move Silently +7, Search +4, Spot +8**

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Feats: Multiattack, Weapon Finesse (bite) as badger or hybrid

Climate/Terrain: Temperate forest, hill, plains, and underground

Organization: Solitary or family (2-5)

Challenge Rating: 4

Treasure: Standard

Alignment: Always chaotic evil

Advancement: By character class

* In human form, the werebadger has the following ability scores: Str 11, Dex 11, Con 11, Int 10, Wis 10, Cha 10.

** In human form, the werebadger has the Craft or Profession (any one) +6, Knowledge (any one) +4.

Werebadgers in humanoid form have one distinguishing (although not unheard of) trait; a streak of silver hair in either their hair or beard (if possessed).

COMBAT

Werebadgers can assume a hybrid form as well as an animal form. In hybrid or badger form, they can rage just as normal dire badgers do.

Alternate Form (Su): A werebadger can assume a bipedal hybrid form or the form of a dire badger. The bipedal form is Medium-size with claws, thick fur, and the head of a badger.

The animal form is that of a dire badger.

Rage (Ex): A werebadger that takes damage in combat flies into a berserk rage on its next turn, clawing and biting madly until either it or its opponent is dead. It gains +4 Strength, +4 Constitution, and -2 AC. The creature cannot end its rage voluntarily.

Wolf, Dread

Medium-size Undead

Hit Dice: 4d12 (26 hp)

Initiative: +2 (Dex)

Speed: 50 ft

AC: 14 (+2 Dex, +2 natural)

Attacks: Bite +3 melee

Damage: Bite 1d10+1 and disease

Face/Reach: 5 ft by 5 ft/5 ft

Special Attacks: Disease, trip

Special Qualities: Undead, regeneration 3, electricity resistance 10, immunities, link, scent

Saves: Fort +1, Ref +3, Will +5 Abilities: Str 13, Dex 15, Con ---, Int 10, Wis 12, Cha 7 Skills: Climb +5, Hide +7, Jump +5, Listen +9, Move Silently +7, Search +4, Spot +7, Wilderness Lore +5 *

Feats: Alertness, Weapon Finesse (bite)

Climate: Any land and underground

Organization: Pack (3-12)

Alignment: Always neutral evil

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

Dread wolves are awful undead wolves, originally created by an evil renegade wizard. Word of their creation spread quickly and they are now in wide use among powerful evil wizards.

These magically created undead begin to decay soon after they are created. Their fur falls out in clumps and their bodies have such an awful stink that they can be smelled 120 feet downwind.

COMBAT

Dread wolves bite and tear with fangs like living wolves, with normal pack tactics. If they are within the special link of their wizard, the pack will fight under his direction.

Disease (Ex): Dead wolves carry a nasty rotting disease that infects bitten opponents. If the victim fails a Fortitude save (DC 13) he will

lose 1 hit point one hour after the bite, and every hour thereafter until he dies. If treated by someone with the Heal or Profession (herbalist) skill, the victim gains a +2 to the saving throw. This disease can be cured by cure disease or more powerful spells.

Trip (Ex): A dread wolf 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 or opportunity. If the attempt fails, the opponent cannot react to trip the dread wolf.

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

Regeneration (Su): Acid and fire deal normal damage to a dread wolf, and total dismemberment will also defeat its regeneration. Total dismemberment occurs when the dread wolf reaches -25 or fewer hit points. This creature can continue to fight until it reaches -10 hit points, at which point it will go down until it regenerates back up to 0 hit points.

Immunities (Ex): Dread wolves are immune to cold and hold spells.

Link (Su): A pack of dread wolves and their creator share a supernatural link that extends up to 50 miles away from the wizard. The dread wolves can travel within this range and still be in communication with their creator. Within this distance, they are directly under control of the wizard, who can see and hear everything they experience.

If the wolves venture outside of the range of this link, they lose contact with their creator and immediately seek to regain contact with him. They can be ordered to travel beyond this range, and can be

given a short set of commands (30 words at most), which they will travel any distance and make every effort to fulfill. Though they normally keep no treasure, their master may order them to hold anything they can carry in their mouths.

A wizard may not attempt to create a second pack of dread wolves while he still has the first, and may not transfer control of his wolves to anyone else. Attempting either of these actions causes the magic animating them to cease, and the bodies of the wolves to be permanently destroyed.

Skills: * Dread wolves receive a +4 racial bonus to Wilderness Lore checks when tracking by scent.

Wolf, Vampiric

Medium-size Undead

Hit Dice: 6d12 (39 hp)

Initiative: +8 (Dex, Improved Initiative)

Speed: 60 ft AC: 18 (+4 Dex, +4 natural)

Attacks: Bite +6 melee

Damage: Bite 3d4+6 and fall

Face/Reach: 5 ft by 5 ft/5 ft

Special Attacks: Cause fall, improved grab Special Qualities: Undead, vampiric regeneration, damage reduction 15/silver, scent

Saves: Fort +2, Ref +6, Will +7

Abilities: Str 18, Dex 19, Con ---, Int 6, Wis 14, Cha 10 Skills: Hide +6, Jump +8, Listen +12, Move Silently +8, Spot +10, Wilderness Lore +6 * Feats: Alertness, Improved Initiative

Clima

te: Any land and underground

Organization: Pack (3-18)

Alignment: Always evil (as creator)

Advancement: 7-12 HD (Medium-Size); 13-18 HD (Large)

Vampiric wolves are the result of foul ceremonies used by evil clerics on normal wolf pups. These undead wolves are always black from head to toe, with feral eyes that glow a dark orange. When they have fed on blood within the last 12 hours, their eyes glow a deep red instead. Vampiric wolves are smaller than most wolves, their growth stunted as a result of the process that created them.

Vampiric wolves treat the cleric that created them as the leader of their pack, and he has complete control over them. Any other being or creature that attempts to command them will be attacked unless allowed to live by the cleric. The wolves can understand short, simple phrases, and will do their best to follow the commands even when left alone for long periods. The cleric must be careful never to show weakness in front of the pack, as they may turn on him and run free. Vampiric wolves are often used by the cleric as guards for treasure, or concealed portals.

COMBAT

Vampiric wolves hunt in the same manner as a pack of normal wolves. If a wolf is able to trap its victim on the ground, it will try to bite and grasp the victim's arm to prevent him from using a weapon. When a victim is helpless and dying, the members of the pack will close in and drink the victim's spilled blood. These wolves are not restricted from moving about in daylight, but normally chose not to do so.

Cause Fall (Ex): When a vampiric wolf successfully bites a running or standing victim, she must succeed at a Reflex save (DC 17) or fall prone to the ground for the rest of that round.

Improved Grab (Ex): To use this ability, the dread wolf must hit with a bite attack. If it gets a hold, it automatically deals bite damage

each round the hold is maintained.

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

Vampiric Regeneration (Su): Vampiric wolves heal quickly by drinking the blood of their victims. For each hit point of damage a vampiric wolf does with its bite attack, it regains 1 hit point.

Light Sensitivity (Ex): Vampiric wolves suffer a -2 penalty to attack rolls in bright sunlight or within the radius of a daylight spell.

Skills: * Vampiric wolves receive a +4 racial bonus to Wilderness Lore checks when tracking by scent.

WOLFWERE

Medium-Size Shapechanger

Hit Dice: 5d8+5 (27 hp)

Initiative: +6 (+2 Dex, +4 Improved Initiative)

Speed: 30 ft (50 ft in wolf form)

AC: 17 (+2 Dex, +5 natural)

Attacks: Bite +5 melee

Damage: Bite 1d6+1

Face/Reach: 5 ft by 5 ft/5 ft

Special Attacks: Song of lethargy

Special Qualities: Damage reduction 10/+1, SR 13, alternate form, darkvision 60 ft

Saves: Fort +5, Ref +6, Will +7

Abilities: Str 13, Dex 15, Con 13, Int 16, Wis 16, Cha 14

Skills: Bluff +10, Disguise +9, Hide +5, Listen +10, Move Silently +5, Spot +10, Wilderness Lore +8

Feats: Alertness, Improved Initiative, Scent, Track, Weapon Finesse (bite)

Climate/Terrain: Temperate land

Organization: Solitary or gang (2-4)

Challenge Rating: 4

Alignment: Always chaotic evil

Advancement: By character class

First and foremost, the wolfwere is not a lycanthrope. Therefore, it does not carry and infect others with lycanthropy.

The wolfwere is a shapechanger. It can assume the form of a wolf (its true form), a Medium-size humanoid, or a combination of the two. The wolfwere is the bane of humankind. They love the taste of human, elf, and halfling flesh.

COMBAT

The wolfwere usually changes into its humanoid form when it detects the approach of living creatures. It will disguise itself as a pilgrim, minstrel, merchant, etc. It usually carries a stringed instrument, so as not to arouse suspicion when it uses its song of lethargy.

When ready to attack, the wolfwere changes shape into its hybrid form. It will almost always assume this shape when engaged in combat, as it gains the ability to use weapons, as well as utilizing its bite. In hybrid form, a wolfwere favors the battleaxe or bastard sword.

If attacked in its full humanoid form, the wolfwere will seek escape, long enough to assume its hybrid form.

Song of Lethargy (Ex): 60-foot spread, Will save (DC 14) negates; or affected as by a slow spell as cast by an 8th-level sorcerer. Whether the save is successful or not, the creature cannot be affected by the

song of lethargy from that wolfwere for one day.

Alternate Form (Su): A wolfwere's natural form is that of a wolf. It can assume two other forms. The first is a Medium-size humanoid. The second form is that of a Medium-size, wolf-humanoid hybrid. Changing forms is a standard action.

In humanoid form, the wolfwere gains all the abilities of the form (for example, a wolfwere in dwarf form has dwarven racial traits). The wolfwere keeps its ability scores and can use its song of lethargy. It retains its special qualities of damage reduction and spell resistance, but cannot use its bite attack.

In hybrid form, a wolfwere looks like a bipedal wolf. The wolfwere can use weapons and natural attacks, and all of its special attacks and special qualities in this form.

A wolfwere remains in one form until it chooses to assume a new one. A change in form cannot be dispelled, nor does the wolfwere revert to its natural form when killed. A true seeing spell, however, reveals its natural form if it is in humanoid or hybrid form.

MAGIC IN THE OUTER PLANES.

A few notes on Magic in the Outer Planes.

This is taken from 1st edition and is entirely up to YOU the DM, if you use it or not.

The outer planes have an extradimensional component, so all spells that use nonplanar space (such as rope trick) function normally. Only the uppermost layer of each plane has direct access to the Astral, so spells that require access to the Astral function only in that layer. The outer planes are only considered adjacent on that topmost layer, thus spells that reach into other planes must reach from the top layer and then out. Conduits and permanent

features that extend into other planes cannot be used as media to cast spells through.

Spells that require access to powers and creatures in the inner planes and Prime Material planes do not function unless otherwise noted.

The outer planes are home to a variety of creatures and phenomena (such as weather) that are familiar to the traveler. These are, however, outer planar in nature and are unaffected by Prime planar spells that summon, communicate, control, or prevent entry by these creatures. Comparable spells exist for each plane, but they must be learned by the traveler in that plane (for example, speak with animals of Elysium). These are not considered modifications of existing spells. Spells cast by beings native to the outer planes can affect creatures in any layer of their home plane, as well as travelers from the Prime Material planes. There are no plane-specific spells that affect elemental phenomena (such as fires and the creation of water or air).

Cantrips of all types do not function in the outer planes. The magical energies of these planes tend to overwhelm such simple spells (as if covered by a protection from cantrips spell). When a cantrip is cast, the only effect is a loud popping noise.

Abjurations

Abjuration spells cast by a extraplanar traveler have no effect on beings that are native to the plane the traveler is in (native beings have a "home court advantage"). Abjuration spells cast against nonnative creatures function normally, as do abjuration spells and spell-like abilities used by outer planar natives in home planes and in the Astral and Prime Material planes.

Examples:

The protection from evil spell and related spells have no effect against evil devils in the Nine Hells, as this is their home stomping ground. They are effective in the Nine Hells against a

band of marauding demons from the Abyss. The protection from good version can be used against extraplanar travelers of that alignment.

Similarly, the exorcize spell does not function against an outer planar spirit in its home plane.

The druidic spells repel insects, anti-plant, and anti-animal shields function against creatures of these types from the druid's home plane, but they do not affect outer planar insects, plants, or animals.

Special Case

The dispel magic spell disrupts spells cast by creatures native to the outer planes. If a dispel magic is cast upon an astrally projecting traveler, success forces him to return immediately to his home plane.

Alterations

Alteration spells work normally with the following special modifications. The Chaos aligned planes have a random effect on alteration spells that call matter into being (for example, create water) or change matter into other shapes (the polymorph spells). The chance of a random effect for these types of alteration spells depends on the plane:

20% Happy Hunting Grounds

40% Tarterus and Olympus

60% Abyss and Gladsheim

80% Pandemonium and Limbo

The random effect on created matter is that its appearance is altered (a create water spell might produce a liquid with the thickness of syrup or blue in color, or any other change the DM desires). This does not affect the properties of the substance (thick, red water still functions as water-quenching thirst, bathing,

dousing fire elementals, etc.).

The random effect on spells that alter the shape of matter is that they may either not function at all or they sort of function, but not in the intended manner. Consult the following table if a random effect is indicated:

D100

Roll

1-10 Target does not change in appearance or properties.

11-30 Target does not change in appearance, but gains the properties of the new form.

31 -50 Target changes to resemble some nearby random object or creature and gains the abilities and powers of that object or creature.

51-70 Target changes in appearance, but retains all the properties of the original.

71 -90 Target changes to resemble some nearby random object or creature, but retains abilities of its original form.

91-00 Target changes in form and function into something not in the nearby area. DM fiendishness is encouraged.

Example

A purify food and drink cast in the Abyss might (40% chance) turn the matter into a foul-smelling brew. This meal is wholesome and filling, only its appearance is unusual.

Conjurations/Summonings

Conjuration and summoning spells operate under the following limitations:

Nonnative beings are not summonable unless they are in adjacent planes or planar layers.

Creatures native to the plane can be called upon, but they are not controlled by the spell caster. Any tasks given such creatures must be negotiated. Protective inscriptions used in the

Prime Material planes have no effect in the outer planes for restraining native creatures.

Prime planar conjuration or summoning spells that affect specific types of creatures do not affect the outer planar equivalents of those creatures. Special spells (not modified versions of Prime planar spells) must be cast to so affect outer planar creatures. A conjure animals spell does not work, but a conjure Elysian animals spell works in the plane of Elysium.

Examples

Creatures similar to insects live in most of the outer planes. Some even resemble terrestrial insect life. Despite this, insect plague and summon insect do not function on these creatures unless cast by a native to their plane. Native spell casters can cast such spells in their home plane and the Prime Material planes. These beings can instruct a patient traveler in use of such specific spells (summon Abyssal insect, for example).

Special Cases

The wish, limited wish, and alter reality spells are granted by the nearest Power capable of granting such a desire. Powers examine these requests more carefully here than in the Prime Material; they deny those spells that would upset their realms. Some Powers refuse to grant wishes by travelers in their realms.

The find familiar spell will bring a familiar to the caster. The familiar is either an imp, quasit, brownie, or pseudo-dragon. The DM is free to add other suitable candidates, or to modify the appearance (though not the abilities) of the beings (an imp that resembles a black cat, or a badger with brownie-like powers).

Divinations

Divination spells are severely limited within the outer planes.

Spells that detect or identify alignment respond mainly to the alignment of the plane, overwhelming the alignments of any beings in the plane. These spells function normally if the plane is of a different alignment than that being detected.

The vast majority of existing structures in the outer planes are creations of Powers. These edifices radiate a strong aura that overwhelms magical auras of lesser strength in the area.

Examples

A succession of divination spells are cast on a paladin in the Nine Hells. A detect evil registers the evil all around the paladin. Similarly, a know alignment shows the lawful evil nature of the plane and not the paladin's true alignment. A detect good reveals the paladin's goodness, as it is specifically aimed at that particular alignment. A detect balance shows only that the entire region is extremely out of balance with neutrality. A detect magic registers positive, regardless of whether the paladin has magical items.

The true sight spell and the devices that mimic its abilities have a potent effect on their users in the outer planes. This spell reveals the true nature of the plane in terms of Law and Chaos, good and evil. Those viewing unadulterated Law or Chaos are frozen in place for 10-100 Minutes. At the end of this time they must roll a successful Will save DC 15 or suffer the effects of a feeblemind spell. Those viewing unblemished good or evil are similarly affected; they must roll a successful Will save DC 15 or be changed to the alignment of the area being viewed.

Effects are cumulative, so that a lawful good individual in the Abyss who performs this action will be affected for 2d20 turns, plus must roll two saving throws, one for feeblemind, the other for alignment change.

Enchantments/charms.

Enchantment and charm spells function within these general guidelines:

Spells directed toward specific creatures do not function against the outer planar equivalents of those creatures. These spells do work against Prime Material natives that are encountered in the outer planes.

Examples

An animal friendship spell works with Prime Material animals that are encountered, but not with those native to the outer planes. The equivalent outer planar spells can be learned in the outer planes, subject to the limitations on spell teaching and research. Each plane has a different version of this spell.

Spells that involve confusion-like effects are enhanced in the Chaos planes and diminished in the planes of Law. The saving throw in the chaotically aligned planes suffers a -4 penalty, while in the lawful planes it receives a +4 bonus. The planes of Elysium, Concordant Opposition, and Hades grant no benefit or penalty.

Necromantics

Necromantic magic has no effect on the natives of the outer planes in their home planes. Similar spells that do affect the natives of the plane are used by those natives; these spells also affect travelers from the Prime, Astral, and inner planes.

Examples

A pit fiend in his home plane of the Nine Hells cannot be affected by a cause light wounds or a destruction spell. By the same token, such a creature cannot receive a heal spell or be raised while in that plane. The pit fiend's ability to animate dead is unaffected. Were the pit fiend in Acheron, however, the fell beast could be affected by a slay living spell or by healing magic.

Spells that involve a body uninhabited by a spirit (raise dead,

resurrect and the spell magic jar) create an opportunity for native spirits. These sentient spirits have a 1% chance per day per depth of layer of inhabiting the vacated body. An individual who perished on the third layer of Hades has a 3% chance per day of his body being occupied before it is raised, while on the 100th layer of the Abyss the body is definitely occupied if vacant for even one day. This usurping being is never a unique creature. The usurper will not release the body willingly; it must be exorcized. Such behavior occurs primarily in the lower planes and Chaos planes, as forces that are neither evil nor chaotic would not consider the occupation of the body of another.

Spells that reincarnate lost individuals use the encounter tables for the plane occupied. Reincarnated individuals are of the prevailing alignment of the plane.

Special Case

The regeneration spell in the Chaos planes (as well as devices that mimic its effects) can produce bizarre results when regenerating lost limbs. There is a chance (similar to that involving polymorph-type magic for each chaos plane) that a different member is regenerated. DM fiendishness is again encouraged, but keep in mind that the upper planes should cause less malformation than the lower planes (an upper-planar odd regeneration might be a silver or golden arm, while in the lower planes it might cause a twisted piece of wood or the limb of some demonic creature to appear).

Elemental Creature Templates

The template presented here has two uses. It can be applied to elemental creatures to represent monsters that result from the combination of two or more elemental forces. Such creatures are sometimes known as paraelementals. The elemental template can also be used with other monster types, such as humanoids, to create wholly new elemental creatures.

Creating an Elemental Creature

When you choose to apply this template, pick one of the following descriptors: air, earth, fire, or water. When using the template, apply only those abilities that relate to the subtype you chose.

"Elemental" is an inherited template that may be added to any animal, elemental, humanoid, or vermin. When applying this template to an elemental creature, consider what particular form of matter the fusion of two elements represents. For example, the combination of an earth elemental with the water subtype could create a mud paraelemental. Note that it is possible to create creatures that incorporate two or three elemental types by applying this template to the same creature in successive iterations. If you opt to apply the template to a creature more than once, you must choose a different elemental descriptor each time you use the template. Furthermore, a creature may not be given the elemental template that corresponds to its original subtype, if any. For example, you could not choose the earth option below when applying this template to an earth elemental.

An elemental creature uses its base creature's characteristics except where noted below. Remember, apply only those modifications listed for the particular subtype you chose. Do not recalculate the creature's Hit Dice, base attack bonus, saves, or skill points if its type changes.

Challenge Rating: As base creature +1.

Size and Type: Size is unchanged. The creature's type changes to elemental and it gains a new subtype corresponding to the chosen descriptor. Elemental creatures encountered on the Material Plane have the extraplanar subtype.

AC: Elemental earth creatures gain a natural AC bonus of +4. This bonus stacks with the base creature's existing natural AC bonus.

Speed: Depending on the subtype chosen for use with the template, the base creature may gain new movement modes.

Elemental air creatures may fly at twice their walking speed with good maneuverability.

Elemental water creatures gain the ability to swim at twice their ground speed. If the base creature can fly, the elemental creature may opt to use this speed as its swimming speed.

Attacks: All paraelemental creatures gain a slam attack if they do not already have this attack mode. The creature's size determines the damage inflicted by this attack. An elemental earth creature counts as one size larger when determining the damage its slam deals. Thus, Gargantuan elemental earth creatures inflict 3d8 damage with a slam attack.

Damage: Elemental fire creatures gain the ability to inflict fire damage in addition to the normal damage inflicted with their physical attacks. When fighting with natural weapons, the creature deals damage listed below. When fighting with melee weapons, the elemental fire creature also deals additional fire damage.

Fire Elemental Creature Melee Damage

Size.	Fire Damage	Melee Weapon damage.
Fine	+1d2	+0
Tiny	+1d2	+0
Small	+1d3	+1
Medium	+1d4	+1
Large	+1d6	+2

Huge	+1d8	+3
Gargantuan	+2d6	+4
Colossal	+3d6	+5

Special Attacks: The elemental creature retains all the special attacks of the base creature and also gains the following special attacks determined by its new elemental subtype

Whirlwind (Su): Three times per day, an elemental air creature may create a small whirlwind. Treat this whirlwind as one created by an air elemental two sizes smaller than the base creature. If the base creature is smaller than Large size, it cannot use this ability. The whirlwind lasts for five rounds. The elemental air creature may command and direct the whirlwind as a free action. The whirlwind uses stats appropriate to the air elemental to which it corresponds.

Earth

Push (Ex): Elemental earth creatures are strong and dense enough to start a bull rush without provoking an attack of opportunity.

Fire

Burn (Ex): Any creature hit by a elemental fire creature must make a Reflex save or catch fire. This ability applies only to the elemental fire creature's slam attack. The creature's size determines its save DC. Burning creatures take 1d6 points of damage per round for 1d4 rounds. A creature ignited in this manner may automatically douse its flames as a move action that provokes an attack of opportunity.

Fire Elemental Creature

Size

Burn Reflex DC

Fine	6
Tiny	8
Small	10
Medium	13
Large	16
Huge	19
Gargantuan	22
Colossal	25

Water

Drench (Ex): A elemental water creature can extinguish torches, bonfires, and similar mundane conflagrations with a touch. This ability works on any fire of size Large or smaller. If the elemental water creature attempts to douse a magical fire, it can dispel the flames as if it cast *dispel magic* (caster level equal to its HD).

Vortex (Su): Three times per day, a elemental water creature may generate a whirling vortex in a body of water. Treat this vortex as one created by a water elemental two sizes smaller than the template creature. Medium and smaller template creatures cannot use this ability. Otherwise, treat the vortex as a water elemental under its

creator's mental control. The water creature may direct the vortex with a free action. The vortex lasts for 5 rounds.

Special Qualities: The elemental creature retains all the special qualities of the base creature and also gains the following:

Elemental Traits: Darkvision out to 60 feet. Immune to critical hits, paralysis, poison, sleep, and stunning.

The following special qualities apply to a specific elemental subtype granted by this template.

Air

Air Mastery (Ex): Flying creatures, or any other airborne opponent, suffer a -1 penalty to attack rolls and damage rolls against an elemental air creature.

Earth

Earth Mastery (Ex): Elemental earth creatures gain a +1 bonus to attacks and damage if it and its opponent both stand upon the ground. If the elemental earth creature's foe is airborne or waterborne, the elemental earth creature suffers a -4 penalty to attack and damage.

Fire

Fire Subtype (Ex): Elemental fire creatures gain immunity to fire and vulnerability to cold.

WATER

Water Breathing (Ex): Elemental water creatures can breath normally when submerged.

Water Mastery (Ex): Elemental water creatures gain a +1 bonus to attack and damage if it and its foe are in water. If either creature is standing on solid ground, the water elemental suffers a -4 penalty to attack and damage.

Abilities: Each of the four elemental subtypes grants a different set of modifiers to the base creature:

Air: +4 Dex.

Earth: +4 Con.

Fire: +4 Dex.

Water: +2 Str.

Environment: The appropriate Elemental Plane.

Level Adjustment: Same as the base creature +2.

SITES.

The Gray Waste - HADES.

The Gray Waste is the outer plane of pure neutral evil or pure evil. Clueless prime material inhabitants and the ignorant generally refer to the plane as Hades or The Gray Waste of Hades.

The Gray Waste, branded by some the most evil place in the entire multiverse, is at first glance rather harmless. It's a place of complete apathy and unending gray, a spot in the cosmos that is nothing more than the disdain of life and the lack of existence. Lots of philosophers have argued and debated just what is so evil about that. They just don't seem to understand that maybe, just maybe, apathy is the worst horror of them all; the callous disregard for oneself and others to such an extent that all of life is leached away into the nothingness of the glooms.

The E-n-d-l-e-s-s Despair of the Gray Waste (Expanded Information)

The Gray Waste lies at the nadir of the Lower Planes, where all the evil in the planes converges in one gigantic, colorless clash. It gives rise to the purest, most undiluted corruption of the multiverse, or so it's said. Its inhabitants practice evil for evil's sake, without any considerations of law or chaos that taint the rest of the cosmos.

So what is "pure" evil? It's not the consuming rage of the Abyss or the devious plotting of Baator. It's apathy, hopelessness, and despair. It causes the death of all a body's dreams and desires, leaving the withered husk of what used to be a fiery spirit. Under this influence, a person gives up on things that used to matter, and gives in to total lack of feeling.

The Gray Waste encompasses three layers: Oinos, Niflheim, and Pluton. One might more properly refer to the layers as glooms, because, well, they're nothing if not gloomy.

The gloom touches all - including the spirits of everyone who comes here. Everything's a shade of gray, ranging from charcoal to almost-white. The bleaching takes about a week, though any bright colors brought here begin to fade immediately. Once that week's up, though, even the most vibrant of colors is gone, leached away by the wasting tan of the Gray Waste. Then even muted colors stand out, for as long as they last.

In a place where even dark black is an exception, somebody wearing colors is bound to give another inhabitant a splitting headache. It's like looking into a bright sun for the locals, and if one thing rouses them from their stupor, it's the pain of colors. The newer residents, still capable of caring, converge on the offender and beat him senseless while they tear the colors from his body and bury 'em. They do their best not to make a body bleed; even the dull red (or green, or blue) of blood hurts their eyes, and they don't want that.

No sun, moon, or stars brighten the glooms. The sky stretches out in a featureless gray expanse, and it's mighty difficult to tell where the horizon ends and the sky begins. One's just a little darker than the

other. The lack of sun means no day or night, only the never ending cycle of slight brightening and slight darkening. The cycle has no apparent pattern: It can brighten for hours on end, or it might take merely a few minutes before the dark encroaches again. The plane suffers in a state of eternal waiting, both past and future, with all the boredom and ennui that such a situation entails.

It's like a land of eternal twilight, but without the sense of closure dusk brings. It's like dawn, but without the promise of a new day. The plane represents a constant state of indeterminacy.

Fact is, the Gray Waste actually steals dreams and hopes, draining one of all that he ever wished to be. Some say that the Waste converts the dreams into power for itself. This comes in the form of incredibly vivid dreams, so vivid that one can smell and hear what's in 'em. These dreams dredge up a body's past, ransacking his memories and his desires, and spilling them onto the ground of the Gray Waste. The poor being, being drained finds the process enjoyable, at first, until the dreams die down in intensity. As they do, his imagination and willpower dissipate as well, and he finds himself wondering why he ever dreamed in the first place.

For some the loss of hope and feeling is welcome solace. Most don't realize that only the better dreams slip away, the dreams that make life worth living.

And when a persons finally succumbed and lost his dreams completely, he no longer desires to leave the Waste. He loses sight of his own identity and vanishes into uncharted regions of the plane to shed his mortal guise. The last anyone sees of him is a body trundling off into the distance - though planar travelers tell tales of larvae with faces that seem strangely familiar.

It's for this reason that certain groups of good folks make it their job to track down sods afflicted with the soul-wasting sickness of the Waste. These do gooders want to save as many from the horrible fate of larvaedom as possible, and to keep the cursed fiends from gaining

new recruits. Though night hags hunt such parties viciously, these humanitarians persist in their mission of mercy.

Denizens of the Lower Planes seem to be immune to this draining. Either these creatures completely lack dreams and hopes, or they've got extraordinary mental fortitude. Whatever the case, a fiend has never been known to revert to larva status.

The Three Glooms: Oinos

As the main battleground of the Blood War, Oinos never sees peace across the layer. Ever. It's the battlefield for the biggest armies the cosmos has ever seen, and the ground's scarred from the eons of constant conflict. The sounds of claws clashing, weapons rending, and the screams of the dying echo across the layer. Even in a time of comparative calm, the moans of the wounded fill the air.

The first layer's mostly flat plain, though some jagged hills break up the monotony. Stunted trees and plants dot the landscape, but all soon die beneath the feat of stamping hordes or from the taint of poisoned air.

In fact, all life suffers on Oinos, for it's a place of disease. Anyone who walks its surface has a small chance each day of suffering from the malady called the "wasting sickness." The sickness drains a small amount of strength, health, dexterity, and charisma per day, until nothing is left (at which point the unlucky sod dies), or until someone casts a cure disease spell on him. This disease is unique in that it doesn't kill a body until he's totally debilitated, and that it also affects so many of his abilities.

It's thought the disease stems from the constant decay of the Blood War. So much death occurs here that it would have been impossible for there not to have been some sort of major plague. Since just about all the bodies are left to rot where they fall, a remarkable

stench of death permeates the layer. Fiendish bodies are extremely hard to break down, and so the forces of decay have to work extra hard to turn'em into the ash that eventually becomes the dusty gray ground of the layer. The combination of this decay and the evil of the plane creates the wasting sickness.

The Three Glooms: Niflheim

Niflheim, the second layer, has a bit more variety than Oinos. It's not just rocky terrain and scorched, pockmarked earth. Free of the disease that ravages the first layer, it has abundant trees and underbrush. As a matter of fact, the layer looks like a verdant prime world - except that it's still completely gray.

The cooler air gives rise to a constant mist that twists and swirls around the branches of the trees and the strange bluffs that rise from nowhere and fall away just as quickly. The fog's thickness makes it difficult to see more than 100 feet. The mist also distorts sound and sight and any sort of missile combat's nearly impossible - one has to get up close and personal to fight here.

The fog also imparts constant dampness to anything brought here. Dry clothes become damp, and metal rusts. Only objects wrapped tightly against the intruding fingers of the mist, or maintained despite the mist, escape its effects.

Naturally, all manner of predators use the mist as cover to approach their prey. If the victim can't see what's coming, he can't prepare very well, can he? Thus, this land fosters loosened swords and lightning reflexes - at least, until the Waste's influence makes a person wonder why he bothered to worry.

Though the towns and realms here suffer despair like the rest of the Waste, they're also places that keep a small flame of hope cherished against the dark.

Niflheim is an arctic universe of blighted, colorless pines, ice fields, snows, frost, fogs and mists. The theme here is hate and meaninglessness. The spirits of the most cold-hearted dead are locked into the trees and ice. The roots of the World Ash are gnawed here by the dragon Nidhogg and her loathsome spawn. The tree might offer escape to those who seek a better life, as it leads to the Viking Heavens, where warriors bear each other no grudges but rejoice in camaraderie-in-arms. There are palaces here, where the walls and ceilings drip poison and the floors crawl with venomous snakes. This is the spiritual home of all who consciously decided to live without loving others.

The Three Glooms: Pluton

The third layer of the Gray Waste seems much like the other two in its gloomy feel. Mount Olympus' lowest caverns empty out here, and it's a favorite route for the Olympian gods when they visit their brother Hades. 'Course they don't do it too often...

The layer resembles a subtropical prime world. It's dotted with willows, olive trees, and poplars. All show signs of dying from lack of care and love, but then they've been dying for eons now. Any druid here feels the sadness of the trees as they recognize their mortality and the lack of love given to them. Some say that all these trees, like those of Niflheim, are imbued with the spirits of petitioners, and all have an awareness of their fate. But no one can tell for sure.

Pluton's climate is cool, but not as cold as Niflheim. The creatures wandering here are as fierce and uncaring as those on the layers above, and each contributes more fully to the coldness and hatred that permeate the entire plane.

ARCHERON

Acheron. The Battle Cubes. The Plane of Lost Causes.

The iron-shod cubes of Acheron ring with the sound of futile wars, and resound with the screams of those who died needlessly. The armies have fought for most of eternity, and until eternity ends they'll probably still be at war.

Notes:

Conjured and summoned creatures must obey the letter of any command, and cannot disobey

1 on all charisma checks for all good creatures

-1 on all intelligence, wisdom, and charisma checks for all non-lawful, non-chaotic creatures

-2 on all intelligence, wisdom, and charisma checks for all chaotic creatures

Good-based spells (non-chaotic) require a Spellcraft check (DC 15) for success.

Evil-based spells (non-chaotic) work as if caster were 2 levels higher.

Law-based spells work as if caster were 4 levels higher.

Chaos-based spells simply fail and no wild surge is possible on this plane.

Acheron is conformity at all costs, cold iron law with a tinge of evil. The armies, clans, and cliques of the plane believe that identification with their group is the highest of goals, and those not of their group are to be subjugated or destroyed.

Acheron is the home of those who inflict evil secondarily, their chief aim being organization and order. There are many armies in Acheron, but surprisingly few leaders, for the nature of leadership is such that those who are capable of initiative

drift toward other planes with more definite alignments.

Acheron is divided into four layers, each layer stressing order over evil, the group over the individual. Each layer consists of

huge blocks that drift together, join for a time, then part again.

These blocks are the size of nations, yet when they collide there are no tremors. While blocks are joined, beings can change blocks and travel with the new block as it drifts off. Gravity is toward the center of each block; the medium between the blocks can be considered to be air for purposes of breathing and flying.

Acheron is a group of harsh universes where giant blocks drift together and apart. Since this is a lawful plane, it seems unlikely that there are unexpected collisions. Most of the blocks are tunneled with wormholes, where the inhabitants may live in safety, eating nasty fungi. Again, since this is a realm of law, it seems more likely that the blocks contain self-sustaining communities. Some may be sustained by high technology, while others contain unfamiliar but fully-evolved ecosystems. Life in such communities is harsh and likely to depend on strict obedience. The sky is filled with other blocks, which move rapidly. Between all is an atmosphere, yet though the blocks move relative to one another, there is never any wind.

In Acheron, the living mingle with the spirits of the dead who fought willingly in bad wars, or for whom war became an end in itself. The locals -- living and dead -- have forgotten whatever good causes led them to fight, and now battle just from habit, or for glory, or out of old animosities. Indeed, in the myth that on lawful evil, evil itself has its beginning in the fact that war is always a dirty business, and its cruelty, destruction and deceit "necessary evils".

Acheron is also the spiritual home of those who controlled the law to keep the common folk oppressed.

The spiritual powers of Acheron seek to corrupt souls by making obedience to "the cause" or "the community" (or even "the true faith") an end in itself. This takes precedence over love, kindness, or humility. . In place of love, there is grudging respect for superior warriors, and an acceptance of harsh discipline. And the locals will

tell the truth, respect tradition, and expect others to do the same. Because this is a lawful plane, there may be some very large civilizations.

The most popular motto is "Winning is everything." Another is, "Don't think, just obey."

AVALAS

Avalas: The topmost plane of Acheron has the greatest number of block-like worlds and the most inhabitants. Here the armies of the afterworlds come to battle, both those native to Acheron and those from other planes here to settle differences in a neutral territory. The ground is black and hard as metal (hence the term "iron shod") and reverberates to the passing of thousands of troops. What terrain there is consists of cone-shaped mountains and pits, the iron citadels of various armies, and the river Styx, which rises from one pit, travels across two or three sides of a block, then disappears into another pit. The Styx does not run through all the blocks, but those it does run through can be reached by Charon and his servants.

Wreychtmirk is a cube on the layer of Avalas on Acheron. The unholy river Styx has a source here. The cube's six sides each contain a gate to a different lower plane, and its life forms mirror the destination. The only town on Wreychtmirk is Mesk, in a rusting valley.

Features of Acheron :

Compared to most other outer planes, Acheron is a wasteland, though there may be undiscovered or unidentified life in this plane (a space traveler landing in Antarctica might well think that the Earth is empty of life). Imps and achaierai and rust monsters are all immigrants from nearby planes, as are the occasional modrons and devils. Acheron's most significant inhabitants are its spirit legions.

The spirit legions mainly inhabit the uppermost layer of Acheron, where they gather into nations of similar beliefs or alignments. All spirit legions are lawful with tendencies towards evil.

These comprise the spirits of those who died in wars after losing sight of their objectives, so that war became an end in itself for them. There are many humans in the spirit legions, as well as dwarves, halflings, kender, ogres, and all manner of other mindless soldiers.

Spirit legions generally lack leaders and thus their tactics follow those of the milieu the majority of the spirits come from. Spirit legions fight to conquer a block, then join forces to attack legions on another block when one comes within striking distance. Spirit legion members slain in battle return to full strength within 24 hours; the eternal soldier fights on without respite.

SITES

Khin-Oin, The Wasting Tower

LOCATION: Gloom of Oinos

INFO : Khin-Oin's made from the flayed spine of the first god who tried to cross the yugoloths. The yugoloths turned it into a fortress where they hatch their schemes to dominate the multiverse. Though they're ostensibly always fighting, they actually have a master plan to bring the rest of creation under yugoloth control.

DESCRIPTION: It's said the tower soars 20 miles above the surface of the ground, and plunges 20 miles below. Whatever the truth, it's big. A body standing at the bottom looking up sees the massive vertebra of a long-dead colossus looming over him. One central column curves into Oinos' sky, with lesser towers built out of its side all the way up. A body can only imagine how far out they extend underground.

Chant is that the yugoloths came from this place, that they were created in the pits beneath the towers. No one knows the truth of it, but it is known that in all of recorded time, none but the yugoloths have ever held the tower. Of course, that's more a testament to their ability to pull together in the face of opposition than their proficiency in working as a group.

All sorts of politics play out in Khin-Oin. Plenty of ultroloths lair here, and all of them have their own vision of perfection. Each looks to convince the others of this vision. Of course, they all realize there's little chance that the others will come around, and so they all engage in a physical "debate." Every day the halls erupt into pitched battle as one faction or another decides to press for greater power.

The wasted figure of the Oinoloth watches over all this. Though theoretically in charge of the yugoloth efforts on the Gray Waste, in reality the Oinoloth is too busy holding onto its own precarious position in the Wasting Tower, playing one faction off another. These days a yugoloth called Mydianchlarus rules the tower. In the last few years Mydianchlarus managed to overthrow Anthraxus, the previously reigning Oinoloth. Now the new ruler struggles to maintain the power it's built over the years, and to accumulate a little more for itself.

Despite all the infighting, the yugoloths pull together amazingly well when faced with an outside force. They forget all past differences in the moment of defense; it seems that, more than anything else, the yugoloths want to keep the tower's secrets from falling into the wrong hands - that is, into any hands but theirs.

The tower's features are nothing short of amazing. Of course, once a body realizes the whole thing's 40 or more miles from top to bottom and at least a mile thick, it's not so hard to understand why Khin-Oin's one of the most prized cases in the multiverse.

SPECIAL FEATURES: The ruler of the tower can command the diseases of Oinos when he dons the mantle of the Oinoloth, modifying and nullifying them as he sees fit. It doesn't have to be an ultroloth

who takes this responsibility, though they're the only ones who done so thus far. Anyone who can make it to the top of the tower past all the yugoloths, defeat the Oinoloth, and master the powers behind the Siege Malicious can take charge. Of course, he pays the price in his appearance; the Siege Malicious forever changes whoever sits in it.

The rooms and floors of the tower seem to have no end. Spawning vats, magical laboratories, meditation chambers, orreries, maps of other planes, suites of rooms for the ultroloths, floors that're battlegrounds and drill fields in and of themselves - these and so much more can be found here. It'd take a body decades just to walk through the passages of Khin-Oin, and millenia to learn its secrets.

Innocence-Lost

Innocence-Lost is one of the few significant settlements in the Grey Wastes, and so is also a significant strategic foothold on the plane. Currently, the city is controlled under the iron grip of the Baatezu devils.

The reason why so few settlements are able to exist in Hades is simple. The hopelessness and apathy of the plane keeps anyone from accomplishing anything significant, instead they just wallow in self-pity and await death.

Innocence-Lost is different. Sure, it's a dark, gloomy, depressing and pretty evil place. But for some reason, the general crushing despair of Hades has no effect inside it's walls. Some citizens speculate that it is the work of a powerful archmage's enchantment, or a Guvner found a hole in Hade's laws, or even that the stones that the walls are built from are special somehow. Regardless, the people living inside those walls -can- live, and work, and go about their lives, however depressing they may still be.

The City of Innocence-Lost only remains standing in the Blood War ravaged Gray Waste for one reason alone, and that is the Baatezu, or for the Clueless... Devils. The city government made a deal with the baatezu to let them use Innocence-Lost as a base for them so long as the baatezu kept Innocence-Lost safe from the vicious Tanar'ri, or demons. The baatezu for the most part do keep their word as creatures of law, no matter how evil. They run their own ward of the city and exercise full authority of law there and will make full use of it whenever they can find an excuse to no matter how small. The people are unnerved about this but slowly ceased to care living with the baatezu as it beats being slaughtered by demons who couldn't care less about who they kill or why. However, law still has at least a small semblance of fairness in the city as a group of mysterious armored beings from Mechanus calling themselves the Advocates of Order showed up to enforce the law fairly, but only enforcing the law and not caring for good or bad in its decisions. The baatezu tolerate their presence as they know they can always twist the law to favor themselves easily in most situations.

The Temple Ward hosts temples where evil people and beings openly worship gods of darkness and evil with no effort made to hide it. Though worshipers of dark and chaotic gods tend to be a bit more reserved due to the baatezu's hatred of disorder. Only two gods that aren't evil have a shrine or temple here, a small shrine to Obad-hai the god of nature, and a temple of Moradin, the dwarf god that is in poor state and constantly vandalized, likely a relic from whatever place of origin Innocence-Lost came from.

The population of Innocence-Lost is mostly human, though there's a decent amount of creatures from most other sentient races with some exceptions living in the city as well, though demons are not tolerated at all and are quickly slaughtered while tieflings only enjoy third class citizen status in most cases and if it is found a tiefling has Tanar'ri blood, the Baatezu quickly take them into slavery or find the slightest legal loophole they can to justify killing them. Paladins are

hated by citizens and ESPECIALLY by baatezu, the people can't tolerate someone of such strong ideals of law and goodness in a place of apathy and hopelessness, while baatezu just hate seeing a servant of a god of justice, and will outright slaughter them if found in the Baatezu Ward.

Innocence-Lost has eight wards. The Gray Gates, Temple Ward, Market Ward, Noble Ward, the Old City, Entertainment Ward, Government Ward, and the Residential Ward, better known as the slums.

REALMS : The Glitterhell

CHARACTER: Greed is good. Greed's just the extremity of hope - the hope that a body gets everything he wants. Nothing is more important than the acquisition of gold, and no one is important enough to get in the way of treasure. Greed's the greatest motivator in the universe, and everybody wants it all.

POWER: Abbathor of the dwarves, the god of all that's greedy and miserly in the dwarven character, rules the Glitterhell with a jealous eye. He regards any physical treasure that enters the domain as his, even if it's stuck deep in the pockets of someone else. Abbathor doesn't care much for magic, preferring the glint of light off of gold and jewels. Still, this copper-pinching miser begrudges even the slightest sliver of precious metal to a body.

DESCRIPTION: The Glitterhell's tucked away in a cavern complex deep in Oinos. It's hidden from the prying eyes of man and dwarf alike, and no fiends dare the god's wrath by crossing the threshold of the realm. Lots of other caves open out near this complex, and each of them appears to be the entrance to the realm - but these fakes all lead to trapped caverns, which collapse on an intruder, or dump him into a pit of vipers, or dissolve into a bath of acid under his feet. Abbathor's fiercely protective of his treasures, and he doesn't want

just any one getting into his realm. A traveler should be aware that on the outskirts of the realm, all that glitters might only be fool's gold.

The Glitterhell shines like softly burnished gold, even in the depths of the Waste. The gentle light gleams mellowly in the depths of the cavern, and it's valuable just for that. The color itself can restore someone suffering from the apathy of the Gray Waste, reminding them of the color and life and light beyond the limiting horizons of the layer.

The diseases of the layer have no power here; Abbathor's too jealous of his good health to allow something that potentially threatening into his land. He prefers his little workers healthy, since the wasting sickness would wreak havoc on their ability to function for him.

The petitioners of the Glitterhell work and thrive for Abbathor's pleasure. He's a harsh taskmaster, always demanding more from his charges, knowing yet more treasure can be accumulated and dug from the rock. As a result, his grim and angry followers wish they could have more time for themselves, but they never quite find it. Still, they're not pale ghosts like the rest of the petitioners of the Waste. So they could count themselves lucky. Compared to those sods, they've actually got it pretty good. Not that they ever would think of it, because they're all too soddin' jealous of everyone else.

The Glitterhell's divided into three sections: Abbathor's Hall, the Mines, and the Village. Abbathor's Hall is off-limits to everyone but the power and his proxies, and anyone else found there is assumed to be a thief and killed outright. The bright lights of the Hall discourage anyone who might want to hide in the shadows. Inside, in a quintuply-locked, magically warded vault in the very center of the Hall, sits the fabled Trove of Abbathor. It contains all manner of treasure from a measly copper piece to the emerald throne bearing the bones of the last Emperor of the Forbidden Dawn.

The Mines support the principal industry of the Glitterhell. In defiance of all the laws of earth, veins of all sorts of metals run

through the ground. Few of these metals are valuable, at least to Abbathor, and so they're ignored in favor of the rare silver or gold veins, or even the occasional gems. Word is that Abbathor's the one responsible for mines running dry in the Prime - he steals them so his petitioners have valuables to bring to him.

All the locals live in a stone-walled town called the Village, and they're not supposed to want to go anyplace else. Well, that's true for the most part, but then no one dares leave either. The dwarves live in one end of town; the other races are crammed into slums on the other end. Everyone in town seems to dislike each other.

ABBATHOR

Abbathor is the dwarven god of greed and all manifestations thereof. He is the patron of thieves and of lust, be it born of intense desire or for unending power. Abbathor is the hand that taints all things and tarnishes them. He plays on the greed readily apparent in the hearts of all men in all races, and slowly but surely pulls them into his twisted and vile grasp.

Abbathor is Neutral and Evil, and exists on the plane of Hades. Unlike most others, Abbathor's religion teaches very little, instead relying on his enticing words to induce the lustful and the power-mad into his tainted clutches. With this, Abbathor is among the most active and influential gods, and has indeed played a great hand in the corruption of the world. His soothing word brings the weak of mind into his possession, where he further manipulates them with promises of power and wealth, enough so that he is assured of their ceaseless devotion. Priests of Abbathor rarely begin as such, instead usually first beginning to a rival faith, which would be nearly all of them, and over time being corrupted into his service. Many of them are not even aware of the being for which they now hold veneration, blindly following the will and the way of the master of greed.

Where the pit-props fail and the roof caves in, Abbathor has weakened them; where the firedamp lurks to blast dwarves to the next life, he has gathered it; where the sudden flood fills the mine and drowns the miners, he has filled the water-pocket; and where the seam peters out and the gold is gone, Abbathor has gathered it to himself. Moradin's great foe, his brother Abbathor represents all that is evil in the dwarven race. Most of all, he is greedy. His lust for treasure - gold, above all - is greater than any other hunger in the universe. Some twisted dwarves honour Abbathor, mostly those dishonest ones who become thieves from others, but generally he is acknowledged as existing but seldom if ever mentioned. His domains are Chaos, Evil, Death and Destruction.

Other Manifestations

Abbathor manifests purely to work his own ends, typically in one of four ways:

- * He can create a sudden treasure lust in dwarves, gnomes, humans, or halflings (to avoid, succeed at will save DC 16 penalty; 20 if dwarven). Affected beings do anything Abbathor (in other words, the DM) wants for 6 rounds, in an attempt to seize known treasure and keep it, slaying all witnesses if that seems necessary. Combat with friends or loved ones allows repeated saving throws, one per round, to break free of Abbathor's power.
- * Abbathor can cause any dwarf to be suddenly made aware of the precise location, nature, and value of hidden gems within 10 feet.
- * Abbathor can cause magical silence and darkness, 15' radius, both lasting ten minutes, to aid the escape of a dwarf who has stolen something.

* Finally, whenever a treasure chest is opened or a hoard pile is disturbed, Abbathor tries to cause gems and/or coins to leap of their own accord. He makes them fall and bounce or roll away into crevices or other hiding places from which he may recover them later. Allow a 2 in 6 chance of this happening; if it occurs, roll 1 d 12 to determine how many valuables are affected, and allow PCs to make Dexterity checks to trap, catch, or retrieve them, according to how they act.

Moradin and Abbathor.

It is said that dwarves lived deep within a great mountain called Frostforge, long before these lands even had a name. The location of Frostforge is a mystery, but many believe it was on the other half of Dagger Isle, which now lies deep under water. The dwarves kept to their mountain homes, out of sight and out of mind for the other races. But when the forces of nature threatened to destroy their home, the dwarven race was divided in two. The followers of Moradin wanted to abandon their homes immediately. Except for ancient texts and scrolls, everything else should be left behind. But the followers of Abbathor refused, twisted by the greed of their deity, they felt their heritage and culture was in their possessions alone, and would be lost if abandoned. In the eyes of Moradin, the dwarven heritage lives on with his people, not their possessions. Within a few days, the followers of Moradin left Frostforge, through the halls of what today is called Deceit. Some of Abbathor's followers made it through as well, mainly those with limited possessions, or those few who came to their senses. But it is said that almost half of the dwarven race was lost in this disaster. Many of the undead that haunt the halls of Deceit are in fact spirits of those who stayed until the end.

Moradin is the lawful good god of dwarves. Followers are adamant defenders of dwarven heritage, history, and crafts. They tend to hold stone workers and metal workers in very high regard. They are also strong defenders of the mountains of the world. The church of

Moradin safeguards the dwarven races, and promotes the study and passing of knowledge in regards to the traditional dwarven crafts. When attacked, or in danger of being attacked, the church and its followers respond with equal or greater ferocity. Moradin has always been a quiet god, demanding little of his followers, save honesty and hard work. The dwarves have always revered the Master of the Forge, attempting to emulate his masterful work with metals and stone.

The high priest's of Moradin are currently trying to reforge their broken ties with the priest's of Abbathor. Despite their differences, Moradin feels the dwarven race as a whole would benefit from this.

CHARACTER CLASS

WITCH

Mistresses of haunted forests, healers on the outskirts of town, crones creeping through crypts, or that unusually charming maiden: witches come in all shapes and dispositions, but they are often objects of mystery and suspicion in most cultures, even hated and persecuted. Like sorcerers, witches are born with their aptitude for charms, trickery, and nature magic - often from the union of an ancestor and a Fey, Lycanthrope, or Outsider. Witches can also draw upon other sources of arcane inspiration, such as symbols, icons, and certain creatures, by dabbling in arcane Arts.

Witch is a path often pursued by humans, half-elves, and half-orcs. Male witches, often called warlocks, are uncommon except among the dwarf.

Game Rule Information

Witches (Wch), and warlocks, have the following game statistics.

Abilities: Charisma is a very important characteristic for witches, as it dictates their prowess as spellcasters and their skill in

manipulation and influence. Lacking armor and most protective magicks, witches greatly benefit from high Dexterity scores to avoid deadly blows and high Constitution scores to survive those blows that land.

Base Attack Bonus: Poor (as a sorcerer).

Hit Die: d4.

Saves: Good Will / Poor Fortitude and Reflex.

Class Skills: The witch's class skills are Bluff (Cha), Concentration (Con), Craft (Int), Heal (Wis), Knowledge (Arcana) (Int), Profession (Wis), Spellcraft (Int), and Survival (Wis). Skill Points at Each Level: 2 + Intelligence modifier (x4 at 1st level).

Alignment: Any. Most witches tend to be chaotic and often neutral.

Starting Age: As a sorcerer.

Starting Gold: 3d4 x 10gp.

Favored Class: Witch is favored class for half-elves and humans, and an additional favored class for half-orcs, at the DM's discretion.

Class Features : All of the following are class features of the witch.

Weapons and Armor Proficiency: Witches are proficient with the club, dagger, dart, and quarterstaff. They are not proficient with any type of armor or with shields.

1 Dabble, Familiar, Vulnerability, Witchcraft

*

3 Brew Potion

*

5 Trackless Step

6 Bewitch (1/day)

7 Hex (1/day)

*

*

10 Dabble

*

12 Bewitch (2/day)

13 Coven

14 Hex (2/day)

*

*

*

18 Bewitch (3/day)

*

20 Ageless, Dabble

Dabble [1st/10th/20th level]: Each witch has a natural affinity for one of the forbidden, secret, or obscure branches of witchcraft called the Arts. Dabbling in a particular Art can merely reflect the witch's own personal preference or hint at some magical heredity. A witch descended from a humanoid and Fey union may naturally have a knack for Fairy Magic, for example, while one from a humanoid and weretiger coupling may dabble in Cat Magic, Moon Magic, or both. At the indicated levels, she selects an Art in which to dabble that corresponds with her alignment. She gains the indicated power and adds the listed spells to her list of Spells Known. The known arcane Arts include:

Black Magic: Also known as the Dark Art, Bone Magic, and Voodoo, Black Magic is a vile branch of witchcraft devoted to death and pain. Only witches of an Evil alignment can dabble in Black Magic. **Power:** Poison Apples: The witch can handle poisons with no chance of poisoning herself and receives a +2 bonus to all Craft (Poisonmaking) checks. **Spells:** 0 inflict minor wounds, 1 ray of enfeeblement, 2

command undead, 3 vampiric touch, 4 animate dead, 5 blight, 6 circle of death, 7 whirlwind of bones , 8 unholy aura, 9 despoil [BoVD].

Brimstone: Witches that dabble in Brimstone command the fires of Hell. Only witches of an Evil alignment dabble in the Infernal Art. Power: Intimidate and Knowledge (The Planes) are class skills, and the witch can speak Infernal as a bonus language. Spells: 0 stench [d302], 1 pyrotechnics, 2 summon monster II (lemure), 3 stinking cloud, 4 hellfire [BoVD], 5 charnel fire [BoVD], 6 cloudkill, 7 hellfire storm [BoVD], 8 incendiary cloud, 9 summon monster IX (barbed devil).

Candles: Candles are a source of power in many arcane rituals, and their dancing light radiates mystical potential. Only Nonlawful witches can dabble in Candles. Power: Candlesight: The witch gains low-light vision; if she already possesses this ability, she can now see three times as far (instead of twice as far) as a creature without it. Spells: 0 candlelight [Wbst], 1 faerie fire, 2 continual flame, 3 corpse candle [Tm&B], 4 summon monster IV (lantern archon), 5 fire shield, 6 shadow walk, 7 starmantle [BoXD], 8 scintillating pattern, 9 incendiary cloud.

Cat Magic: Indifferent yet curious, cats are revered by many witches as mystical creatures, and their essence tapped for arcane power. Only witches with a Neutral component to their alignment can dabble in Cat Magic, and they always receive a cat as their familiar. Power: Tongue of the Cat: The witch gains Wild Empathy with felines and can communicate with felines twice per day as if using speak with animals, as cast by a druid of her character level. Spells: 0 footpad's grace [d302], 1 claws of the beast [MgcF/PG2F], 2 cat's grace, 3 embrace the wild (felines) [Svgs/MotW], 4 greater cat's grace, 5 summon nature's ally V (dire lion), 6 mass cat's grace, 7 bite of the

weretiger [Wbst], 8 summon monster VIII (hellcat), 9 wail of the banshee.

Cauldrons: Some witches find additional arcane potential in the cauldron, often used in the brewing of potions. Only Nonchaotic witches can dabble in Cauldrons. **Power:** Witch's Brew: The witch incurs only 75% of the normal costs associated with the Brew Potion feat and receives a +2 bonus on all Craft (Alchemy) checks. All Cauldrons spells require a small pot or cauldron as a material component. **Spells:** 0 heat water [d302], 1 goodberry, 2 Estanna's stew [BoXD], 3 stinking cloud, 4 Darsson's potion [MgcF], 5 cloudkill, 6 ironwood, 7 greater scrying, 8 incendiary cloud, 9 gate.

Crystals: Many witches harness the hidden mystical power inherent to crystals, shards, and gems, using these items for both their magical potential and natural beauty. Only witches of Nonevil alignment can dabble with Crystals. **Power:** Spellcrystal: Once per day, the witch can cast a witchcraft spell as if affected by the Eschew Materials feat or by the Silent Spell or Still Spell feat without taking up the higher spell slot or requiring her to have the feat, as long as she possess a crystal or gem of at least 25gp value. **Spells:** 0 resistance, 1 color spray, 2 gembomb [FRCS], 3 diamondsteel [d275], 4 wall of stone (quartz), 5 emerald burst [BoXD], 6 Dhulark's glasstrike [MgcF], 7 prismatic spray, 8 refuge, 9 soul bind.

Curses: The curse already plays a major role in mainstream witchcraft, yet there are even deeper pools of cruelty and venom to explore, new ways to exact vengeance and ruin. Only Nongood witches can dabble in Curses. **Power:** Profanity: Once per day, the witch can cast a witchcraft spell with a Verbal component as if affected by the Eschew Materials feat or by the Silent Spell feat without taking up the higher spell slot or requiring her to have the feat. **Spells:** 0 touch

of fatigue, 1 bestow wound [BoVD], 2 curse of ill fortune [MgcF], 3 bestow curse, 4 evil eye [BoVD], 5 blight, 6 eyebite, 7 bestow greater curse [BoVD/DInc], 8 blasphemy, 9 imprisonment.

Demonology: Summoning spells are rare in mainstream witchcraft. Some witches, however, dabble in Demonology, the forbidden form of summoning, coercing, and imploring demons and other fiends to do their bidding. Only Nongood witches can dabble in Demonology. **Power:** Intimidate and Knowledge (The Planes) are class skills, and the witch can speak Abyssal as a bonus language. **Spells:** 0 sacrificial skill [BoVD], 1 protection from evil, 2 demoncall [BoVD], 3 summon monster III (dretch), 4 fear, 5 contact other plane, 6 planar binding, 7 summon monster VII (babau), 8 summon monster VIII (vrock), 9 gate.

Dreams: Dreams are powerful manifestations of subconscious fears and desires. Some witches tap that imaginary world for arcane power. Only Chaotic witches can dabble in Dreams. **Power:** Awake: She adds her Charisma modifier to all Will saves to disbelieve Illusions and avoid sleep effects. **Spells:** 0 lullaby, 1 sleep, 2 minor image, 3 dream, 4 phantasmal killer, 5 symbol of sleep, 6 permanent image, 7 limited wish, 8 power word: stun, 9 weird.

Fairy Magic: Some witches tap Fey for arcane inspiration, drawing upon these nature spirits to augment their own magic. Only Nonlawful witches can dabble in Fairy Magic, a favorite Art of elves. **Power:** The witch speaks Sylvan and either Aquan, Auran, Elven, or Terran as bonus languages; if she already speaks Sylvan, she can select a second listed language. **Spells:** 0 daze animal, 1 faerie fire, 2 glitterdust, 3 summon nature's ally III (satyr), 4 freedom of movement, 5 commune with nature, 6 transport via plants, 7 summon

nature's ally VII (pixie), 8 Otto's irresistible dance, 9 summon nature's ally IX (grig).

Folk Magic: Mysterious but earthy, spiritual yet vengeful, gypsies are the primary dabblers in Folk Magic, a hodgepodge Art also practiced by fortunetellers, peasant herbalists, witch doctors, and other Nonlawful witches. **Power:** The witch can take the Fortunetelling feat for free or select two of the following as class skills: Gather Information, Knowledge (Local), Perform, or Sleight of Hand. **Spells:** 0 purify food and drink, 1 goodberry, 2 fog cloud, 3 bestow curse, 4 speak with dead, 5 bite of the werewolf [Wbst], 6 legend lore, 7 mandragora [MotW], 8 refuge, 9 power word: kill.

Gaze Magic: The gaze of a witch can be a terrible thing, bringing charm or woe or even death, as she wishes. Only Nongood witches can dabble in Gaze Magic. **Power:** Witcheye: All gaze attacks from the witch enjoy a +2 bonus to their DCs, and she may select either Intimidate or Spot as a class skill. **Spells:** 0 unnerving gaze [BoVD], 1 Furyeyes, 2 darkvision, 3 evil eye [BoVD], 4 fear, 5 true seeing, 6 eyebite, 7 greater arcane sight, 8 unearthly beauty [BoXD], 9 cast in stone [MgcF].

Incantations: Incantations are chants and recitations that evoke magic, or arcane rhymes and mystical poems. Due to the structure and precision required by the Spoken Art, dabblers in Incantations must be Nonchaotic. **Power:** Speakspell: Once per day, the witch can cast a witchcraft spell with a Verbal component as if affected by the Eschew Materials feat or by the Still Spell feat without taking up the higher spell slot or requiring her to have the feat. **Spells:** 0 message, 1 protection from chaos/evil/good/law, 2 shatter, 3 prayer, 4 recitation [DotF], 5 lesser planar binding, 6 word of recall, 7 power word: blind, 8 speak with anything [MotW], 9 wish.

Mirrors: Some witches find power in mirrors, in their reversed worlds and revealed truths. Others simply find power in their own image - a vanity that fuels their ambitions. Only Nonchaotic witches (those who "will not shatter") dabble in Mirrors. **Power:** Self-Image: She adds her Charisma modifier to all Will saves against Charm effects. **Spells:** 0 mirror [d302], 1 entropic shield, 2 mirror image, 3 mirror sending [BoVD], 4 locate creature, 5 Dhulark's glasstrike [MgcF], 6 translocation trick [MgcF], 7 spell turning, 8 lookingglass [MotW], 9 Geminis Twin.

Mist Magic: Slowly creeping fogs and eerily quiet clouds: Some witches draw on the essence of mist for arcane inspiration. Only witches with a Neutral component to their alignment dabble in Mist Magic. **Power:** Fogfoot: Once per day for 10 minutes, the witch can pass without trace through any environment, as the spell cast by a druid of her caster level. **Spells:** 0 stench [d302], 1 obscuring mist, 2 fog cloud, 3 gaseous form, 4 mind fog, 5 cloudkill, 6 wind walk, 7 etherealness, 8 incendiary cloud, 9 summon monster IX (elder air elemental).

Moon Magic: Tapping the energies of the moon, the night, and darkness, witches who dabble in Moon Magic, also known as the Pale Circle and the Night Art, must have a Neutral component to their alignment. **Power:** The witch gains low-light vision; if she already possesses this ability, she can now see three times as far (instead of twice as far) as a creature without it. **Spells:** 0 no light [BoVD], 1 moon lust [d315], 2 moonbeam [FRCS], 3 moon blade [FRCS], 4 wall of moonlight [PG2F], 5 moon path [FRCS], 6 bite of the wereboar [Wbst], 7 shadow walk, 8 bite of the weretiger [Wbst], 9 summon monster IX (night hag).

Numerology: Some witches hold that numbers have power, that destinies are borne and empires crumble at their hidden meanings and powerful sequences. Only Lawful witches dabble in Numerology. **Power:** Numerate: Once per day, the witch can cast a witchcraft spell as if affected by the Enlarge Spell or Extend Spell feat without taking up the higher spell slot or requiring her to have the feat. **Spells:** 0 easy math [Sg&S], 1 reduce person, 2 mirror image, 3 haste, 4 mass enlarge person, 5 spell resistance, 6 mass bull's strength, 7 greater restoration, 8 project multiple images [Wbst], 9 time stop.

Pentacles: The pentacle, the five-pointed star at the heart of magic circle spells, is a powerful symbol to the witch. Some witches, however, recognize additional power in this particular rune. Witches dabbling in Pentacles must be Nonchaotic. **Power:** The witch gains the Spell Thematics feat affecting the Pentacles Dabble spell list, raising the DC of all affected spells by +1 and with the illusory manifestation always including images of pentacles. **Spells:** 0 arcane mark, 1 shield, 2 hypnotic pattern, 3 glyph of warding, 4 wall of fire (ring), 5 symbol of pain, 6 circle of death, 7 antimagic aura, 8 symbol of death, 9 teleportation circle.

Prophecy: Some witches uncover their third eye, gaining insight into truth and possibility. Only Nonchaotic witches dabble in Prophecy. **Power:** The witch can take the Fortunetelling feat for free or select two of the following as class skills: Decipher Script, Listen, Sense Motive, or Spot. **Spells:** 0 guidance, 1 true strike, 2 detect thoughts, 3 clairvoyance/clairaudience, 4 divination, 5 true seeing, 6 mass owl's wisdom, 7 vision, 8 moment of prescience, 9 foresight.

Secrets: Witches are naturally subtle and sly creatures, more prone to innuendo and secrecy than candor. Some witches further explore the magic of mystery by dabbling in Secrets. Knowledge is

only as secret as the resolve of those who know it; as such, only Nonchaotic witches dabble in Secrets. Power: The witch gains two of the following as class skills: Disguise, Hide, Listen, or Move Silently. Spells: 0 detect secret doors, 1 disguise self, 2 detect thoughts, 3 nondetection, 4 modify memory, 5 true seeing, 6 legend lore, 7 mass invisibility, 8 antipathy, 9 stalking spell [d291/SvgS].

Seduction: Seduction is practiced by witches and nonwitches alike. Some witches, however, find additional power in their own personal magnetism, in deception and temptation. Only Nongood witches can dabble in the illicit Art of Seduction. Power: The witch gains two of the following as class skills: Diplomacy, Gather Information, Perform, or Sense Motive. Spells: 0 mirror [d302], 1 charm person, 2 entice gift [BoVD], 3 tongues, 4 Greater eagles splendor , 5 dominate person, 6 kiss of death [MotW], 7 mass charm monster, 8 sympathy, 9 dominate monster.

Serpent Magic: This often sinister Art, also known as the Serpentine Way, draws on the essence of snakes and reptiles for arcane power. Only Nongood witches can dabble in Serpent Magic, and they always receive a snake as a familiar. Power: She receives a +1 bonus to Reflex saves and a +3 bonus to saves against poison. Spells: 0 detect poison, 1 animate rope, 2 summon monster II (viper), 3 sepia snake sigil, 4 sticks to snakes [d317], 5 kiss of death [MotW], 6 summon monster VI (constrictor), 7 vipergout [MgcF/SvgS], 8 summon nature's ally VIII (salamander), 9 summon monster IX (couatl).

Songs: Melodies can carry arcane magic, and many Nonevil witches dabble in Songs, exploring the arcana and beauty of song. Power: Spell song: Perform (Sing) is a class skill, and once per day, the witch can cast a witchcraft spell with a Verbal component as if

affected by the Eschew Materials feat or by the Still Spell feat without taking up the higher spell slot or requiring that she have the feat. Spells: 0 lullaby, 1 joyful noise [Sg&S], 2 enthrall, 3 haunting tune [MgcF], 4 bloodcurdling scream, 5 song of discord, 6 snowsong [Wbst], 7 power word: blind, 8 Otto's irresistible dance, 9 wail of the banshee.

Spider Magic: Also known as Arachnomancy or the Drow Art, Spider Magic draws on the essence of the spider for arcane power. Only Evil witches, most commonly drow warlocks, can dabble in Spider Magic. Power: The witch receives Climb as a class skill and a +3 bonus to saves against poison. Spells: 0 inflict minor wounds, 1 spider climb, 2 web, 3 poison, 4 giant vermin, 5 spiderform [FRCS], 6 summon monster VI (monstrous spider), 7 creeping doom, 8 cocoon [MgcF], 9 spider shapes [FRCS].

Spiritism: Some witches tap the unseen world for power, holding sway over spirits and souls. Only Evil and Good witches can dabble in Spiritism. Power: Strong Spirit: The witch is immune to fear. Spells: 0 ghostharp [MgcF], 1 spirit worm [MgcF], 2 detect thoughts, 3 speak with dead, 4 phantasmal killer, 5 spiritwall [Tm&B], 6 reincarnate, 7 control undead, 8 astral projection, 9 soul bind.

Swamp Magic: Bogs and marshes are home to many witches, and some draw upon their environment for arcane power. Only witches with a Neutral component to their alignments can dabble in Swamp Magic. Power: Crocodillic: Swim is a class skill. The witch can hold her breath for a number of additional minutes equal to 1 + half her levels in witch before requiring drowning checks. Spells: 0 create water, 1 grease, 2 summon swarm, 3 stinking cloud, 4 summon nature's ally IV (giant crocodile), 5 transmute rock to mud, 6 control water, 7 creeping doom, 8 control plants, 9 shambler.

Toadstools: Witches have a long history with the toadstool, and some witches utilize these and other fungi for powerful effects. Dabblers in Toadstools must have a Neutral component to their alignment. Power: To better find fungi where they grow, the witch gains low-light vision; if she already possesses this ability, she gains darkvision out to 30 feet, which does not stack with existing darkvision. Spells: 0 detect poison, 1 toadstool (goodberry), 2 darkness, 3 poison, 4 vampiric touch, 5 mind fog, 6 cloudkill, 7 animate plants, 8 control plants, 9 shambler.

Weather Magic: Weather witches are not uncommon, as the tempestuousness and danger of weather perfectly reflect the nature of many witches. Only Chaotic witches can dabble in Weather Magic. Power: The witch gains Electricity resistance 5. Spells: 0 thunderhead [d302], 1 resist elements, 2 cloudburst [MgcF], 3 call lightning, 4 control winds, 5 call lightning storm, 6 control weather, 7 wind walk, 8 whirlwind, 9 storm of vengeance.

White Magic: White Magic is the magic of light and life, goodness and beauty, and is dabbled in exclusively by Good witches. Power: Gentle Touch: The witch can heal 2 hit points per level per day; otherwise as a paladin's Lay on Hands ability. Spells: 0 disrupt undead, 1 bless, 2 calm emotions, 3 daylight, 4 primal lightning [d294], 5 dispel evil, 6 heal, 7 sunbeam, 8 crown of glory [BoXD], 9 prismatic sphere.

Winter Magic: Nature's deadly pall, winter is a powerful expression of death and nature for some witches, one worth further exploration. Only Nongood witches dabble in Winter Magic. Power: The witch receives Cold resistance 5. Spells: 0 ray of frost, 1 chill touch, 2 chill metal, 3 slow, 4 wall of ice, 5 cone of cold, 6 summon

monster VI (ice paraelemental), 7 simulacrum, 8 icy claw [Wbst], 9 Zajimarn's avalanche [MgcF].

The witch can Dabble in a maximum number of Arts equal to her Charisma modifier -1. If she selects an Art that includes a witch spell she already knows, she can instead select any witch spell of equal level. Should she change alignment to one that violates a chosen Art's restriction, she loses the granted power and access to the related spells. Once her alignment again agrees with her Art, her power and spell access return.

Familiar: The witch is often accompanied by a peculiar animal familiar, such as a black cat, warty toad, or owl. Attracting her familiar takes one day and uses up magical materials that cost 100gp. If selected at 1st level, some Arts, such as Cat Magic, dictate the type of familiar received.

The witch can enhance Familiar with the blood art and Sorcerous feats.

Vulnerability: All witches harbor some secret weakness or undiscovered vulnerability, the result of the peculiar magic that flows within them. The witch acquires a vulnerability, determined randomly from the following list (or one approved by the DM):

Cold Iron: Cold iron weapons strike the witch as if the wielder has the Improved Critical feat (if the wielder has the Improved Critical feat, the threat range is only increased by 1). A critical hit forces her to make Fortitude save (DC equal to the damage dealt) or be nauseated for 1 round. Any cold iron damage can only be healed with magic.

Fire: She is especially vulnerable to fire. Fire spells and effects do an additional +1 point of damage per die to the witch, and any damage inflicted can only be healed by magic.

Marked: The witch has a deformity that clearly separates her from others of her race, such as green skin, a long warty nose, a large hump, or cloven feet. She does not receive her Charisma bonus to Diplomacy, Disguise, Gather Information, and Handle Animal checks and instead receives a penalty to those checks equal to half of her Charisma bonus (rounded up). Animals always regard the witch with hostility.

Pact: The witch is schooled in magic by a more powerful being, such as a celestial, dragon, fiend, or spirit of the land - but at a price. Before being allowed access to spells of a higher spell level, the witch must strike a bargain with her patron, such as agreeing to perform some deed or making some sacrifice. The nature and difficulty of the bargain depends upon both the disposition of the patron and the capability of the witch. If she fails to complete the given bargain, she suffers a -10% penalty to all earned experience points, which stacks with any multiclassing penalties, until she attains another level of witch granting spellcasting and fulfills the next bargain.

Pagan: Her pagan nature leaves the witch vulnerable to both holy water and unholy water. Splash from either liquid inflicts 2d4 points of acid damage upon the witch, which can only be healed with magic. In addition, if she consumes food or water created by divine magic, such as from the create food and water spell, she must make a Fortitude save (DC 10) or be nauseated for 1 hour.

Silver: Silver weapons strike the witch as if the wielder has the Improved Critical feat (if the wielder has the Improved Critical feat, the threat range is only increased by 1). A critical hit forces her to make Fortitude save (DC equal to the damage dealt) or be nauseated for 1 round. Any silver damage can only be healed with magic.

The witch can enhance Vulnerability with the hag Claws feat.

Witchcraft: The witch practices witchcraft, magic of charms,

deception, insight, and nature. She casts arcane spells without preparation, using the sorcerer spell progression. She uses her Charisma score to determine maximum spell level, spell DCs, and bonus spells. However, the witch uses her own spell list, called Witchcraft:

0 Level: cure minor wounds, dancing lights, daze, detect magic, ghost sound, guidance, light, lullaby, mending, message, prestidigitation, read magic, virtue

1st Level: cause fear, charm person, command, cure light wounds, disguise self, doom, entangle, faerie fire, hypnotism, lesser confusion, obscuring mist, silent image, sleep

2nd Level: alter self, augury, blindness/deafness, cure moderate wounds, eagle's splendor, enthrall, fog cloud, glitterdust, gust of wind, minor image, scare, Tasha's hideous laughter, whispering wind

3rd Level: arcane sight, bestow curse, call lightning, clairvoyance/clairaudience, contagion, deep slumber, dispel magic, hold person, magic circle against chaos/evil/good/law, major image, plant growth, poison, suggestion

4th Level: charm monster, command plants, discern lies, divination, Evard's black tentacles, fear, hallucinatory terrain, neutralize poison, polymorph, remove curse, remove disease, scrying, tongues

5th Level: baleful polymorph, break enchantment, control winds, dominate person, dream, feeblemind, greater command, hold monster, magic jar, mind fog, mirage arcana, nightmare, wall of thorns

6th Level: animate objects, control weather, dismissal, eyebite, flesh to stone, forbiddance, geas/quest, mass suggestion, mislead, project image, spellstaff, true seeing, veil

7th Level: creeping doom, finger of death, greater scrying, insanity, liveoak, transport via plants, vision

8th Level: binding, discern location, horrid wilting, mass charm monster, polymorph any object, power word: stun, trap the soul

9th Level: dominate monster, foresight, mass hold monster, shapechange, storm of vengeance, wail of the banshee, weird

Spell Notes: At 4th level and every two levels thereafter, the witch can exchange one of her Spells Known for any other spell from the witch spell list. When casting any witchcraft spell with a Divine Focus, the witch may substitute a sprig of belladonna.

Brew Potion [3rd level]: With a bubbling cauldron, the witch can concoct a variety of elixirs and potions. She receives the Brew Potion feat for free.

Trackless Step [5th level]: Creeping through woods, the witch is like a mist passing through shadows. She leaves no trail in natural surroundings and cannot be tracked. This is extraordinary.

Bewitch [6th/12th/18th level]: By merely uttering a few seductive words, the witch can bewitch another creature with charm person. If the witch delivers Bewitch as a touch attack, the DC is increased +2. This spell-like ability can be used once per day for every six levels of

witch.

The witch can enhance Bewitch with feats.

Hex [7th/14th level]: By uttering a few carefully chosen words - sometimes poetic, often vulgar - the witch can hex any creature within 30 feet as if she had cast a ranged version of bestow curse. If the witch delivers the Hex as a touch attack, the DC increases +2. This spell-like ability can be used once per day for every seven levels of witch.

The witch can enhance Hex with feats.

Coven [13th level]: A witch of sufficient power and renown attracts lesser witches, her seek her out for instruction and protection. The witch is considered to have the Leadership feat for the purposes of attracting witches and warlocks as followers. If she already has the Leadership feat, her effective level is considered +2 for the purposes of attracting other witches.

In addition, witches gain power in numbers. When at least seven ally witches are within a 30-foot radius area, with no two witches more than 30 feet apart, each witch enjoys a +1 morale bonus to the DC of all witch spells they cast. When 13 witches congregate, they enjoys a +2 morale bonus to the DC of all witch spells they cast. This is extraordinary.

Ageless [20th level]: She is forever young. The witch no longer suffers ability penalties for aging and cannot be magically aged; bonuses are still accrued, and she still dies of old age when her time it up. This is extraordinary.

CHARACTER CLASS CRONE

CRONE

Spellcasters who devote their minds, souls, and bodies to the art of black magic, crones and dark elders epitomize the most unflattering and frightening stereotypes of the witch and warlock. Evil, deformed, and withered, they seed pain and despair throughout their worlds in the name of greed, power, and pure malice.

Female members of this prestige class are referred to as crones, while males are called dark elders. All mentions of crone apply to both crones and dark elders.

Requirements

To qualify to become a crone (Cro) or dark elder (DkE), a character must fulfill all the following criteria.

Alignment: Any evil.

Skills: Bluff 6, Knowledge (Arcana) 6.

Feats: Art Focus (Black Magic) or Spell Focus (Necromancy), Necrology.

Spells: The character must be able to cast 3rd-level witchcraft spells and Dabble in Black Magic

Special: The character must be able to bestow curses as a spell or spell-like ability.

Alternate: You can substitute for the Spells and Special requirements being able to cast bestow curse and four other arcane Necromancy spells without preparation.

Game Rule Information

Crones have the following game statistics.

Base Attack Bonus: Poor (as a loremaster)

Hit Die: d4

Saves: Good Will / Poor Fortitude and Reflex

Class Skills: The crone's class skills are Bluff (Cha), Concentration (Con), Craft (Int), Intimidate (Cha), Knowledge (Arcana) (Int), Move Silently (Dex), and Spellcraft (Int). Skill Points at Each Level: 2 +

Intelligence modifier.

Class Features

All of the following are class features of the crone prestige class.

Weapons and Armor Proficiency: Crones gain no additional weapon or armor proficiencies.

Black Magic [+1 Spellcaster], **Chilling Touch**, **Withered**

Hex (1/day), [+1 Spellcaster]

Cackle, [+1 Spellcaster] **Withered**, [+1 Spellcaster]

Dabble

Hex (2/day), [+1 Spellcaster]

Withered, [+1 Spellcaster]

Evil Eye, [+1 Spellcaster]

Gnarled Finger, [+1 Spellcaster]

Dabble, **Hex** (3/day), **Withered**

Black Magic [1st/2nd/3rd/4th/6th/7th/8th/9th level]: The indicated levels, the crone casts arcane spells as if she had gained a level of witch.

In addition, she can choose to learn any Necromancy spell as an arcane spell. Such spells must be selected as Spells Known normally and have an effective spell level equal to the spell's original spell level + 1 for every three divine spell levels of the spell chosen, rounded down (for example, inflict serious wounds, a 4th level cleric spell, could be learned as a 5th-level witchcraft spell, while spectral hand, a 2nd-level sorcerer spell, would simply be learned as a 2nd-level spell). The crone can only have a number of such Spells Known equal to her Wisdom modifier; if she suffers Wisdom drain or damage, she loses access to the highest-level spells first.

For the purposes of Art Focus and similar feats, all Necromancy spells learned as part of the crone's spellcasting progression are considered Black Magic spells.

The crone can enhance Black Magic with the Art Focus, Descriptor Focus, and Subschool Focus feats.

Chilling Touch: Her touch is like the caress of the grave. A number of times per day equal to her Charisma bonus, the crone's touch attack can deal 1d3 points of negative energy damage. This Necromantic effect is supernatural.

The crone can enhance Chilling Touch with the Extra Chilling Touch and Touch Focus feats.

Withered [1st/4th/7th/10th level]: The crone's intimate connection with the blackest of magicks corrupts her frail mortal form, aging and deforming her.

At 1st level, the crone ages to the next highest age bracket (to the maximum of Old) and becomes Marked, developing an unmistakable physical deformity that clearly separates her from her race. She loses her Charisma bonus to Diplomacy, Disguise, Gather Information, and Handle Animal checks, and now incurs a penalty to such checks equal to half of her Charisma bonus. If she already has the Marked vulnerability, the penalty becomes equal to her Charisma bonus. However, the crone is now immune to being magically aged.

At 4th level, she ages to the next highest age bracket (to the maximum of Venerable), and her maximum age is now equal to the highest possible age allowed for her race (a human crone's maximum age, for example, would now be 110). In addition, her movement rate is decreased by 5 (to no lower than 15) by a slight shuffle. She can now apply her Charisma bonus instead of her Wisdom modifier to Will saves.

At 7th level, the crone ages to the next highest age bracket (to the maximum of Decrepit), with her maximum age now equal to her race's

Venerable age + twice the highest possible Maximum Age allowed for her race (a human crone's maximum age, for example, would now be 150). Her movement rate is further lowered by 5 (to no lower than 10) by a prominent hobble. She can now apply her Charisma bonus instead of her Dexterity modifier to all Reflex saves, ranged touch attacks, and Armor Class. When immobilized, rendered unconscious, or subject to domination spells or effects, this supernatural quality is negated.

At 10th level, the crone becomes Decrepit (twice her race's Old age) if not already, receiving a -4 penalty to Strength, Dexterity, and Constitution and a +4 bonus to Intelligence, Wisdom, and Charisma, with her maximum age now equal to her race's Venerable age + three times the highest possible Maximum Age allowed for her race (a human crone's maximum age, for example, would now be 190). Her movement rate is further lowered by 5 (to no lower than 5) by a debilitating limp. She now uses her Charisma bonus instead of her Constitution modifier to determine her Fortitude saves and her bonus hit points per character level, with her hit points recalculated as appropriate.

The crone can enhance Withered with the Hag Claws feat.

Hex [2nd/6th/10th level]: With muttered curses and a chilling glance, the crone can affect any creature within 30 feet as if she had cast a ranged version of bestow curse, as cast by a witch of her caster level. If the crone couples her Hex with a touch attack, the DC increases +2. This spell-like ability can be used once per day at 2nd level and every four levels thereafter.

At 6th level, one of her daily Hex can instead manifest as bestow greater curse. At 10th level, she can so augment two of her daily uses.

The crone can enhance Hex with the Extra Crone Ability and Greater

Curse feats.

Cackle [3rd level]: She can issue a frightening, maddening cackle that fills her foes with chilling horror. Once per day, the crone can begin Cackling for up to three rounds. During the first round, all enemies in a 30-foot radius who can hear her are affected by cause fear as cast by a witch of her caster level if they fail a Will saves [DC 10 + crone level + Charisma modifier]. On the second round, all enemies within a 20-foot radius are by scare. On the third round, all enemies within a 30-foot radius are affected by fear. If the crone is interrupted, the Cackle ends and her daily use is expended. This is a Fear, Mind-Affecting spell-like ability.

The crone can enhance Cackle with the Descriptor Focus and Extra Crone Ability feats.

Dabble [5th/10th level]: The crone explores other winding paths of witchcraft. At 5th and again at 10th level, she can Dabble in any Art that her alignment allows, except Cat Magic, Fairy Magic, Mirrors, and Seduction. The crone can only Dabble in a maximum number of Arts equal to her Charisma modifier -1.

Evil Eye [8th level]: Her terrible gaze can root you with fear. Once per day for up to 1 round per crone level, she can manifest a gaze attack that immobilizes all who view her. All creatures who meet her gaze must succeed at a Will save [DC 10 + crone level + Charisma modifier] or fall under the effects of hold person, as cast by a sorcerer of her crone level This Compulsion, Mind-Affecting spell-like ability can be initiated and maintained with a move action and ended as a free action.

At 10th level, creatures who fail the save by more than 10 are instead affected by flesh to stone.

The crone can enhance Evil Eye with the Descriptor Focus, Extra Crone Ability, and Subschool Focus feats.

Gnarled Finger [9th level]: By pointing her gnarled finger, the crone can inflict finger of death once per day as a witch of her caster level. This is a spell-like ability.

The crone can enhance Gnarled Finger with the Descriptor Focus and Extra Crone Ability feats.

Epic Crone: The epic-level crone continues her Hit Die, skill point, Evil Eye, and Hex progressions. In addition, she receives bonus epic feats at 13th level and every three levels thereafter (13th, 16th, 19th, 22nd, etc).

New Feats

ALCHEMY [General]

You are skilled in the science of magic.

Benefit: You get a +2 bonus on all Craft (Alchemy) checks and Knowledge (Arcana) checks.

ART FOCUS [General]

Your Art spells are more powerful than before, regardless of their individual schools.

Prerequisites: Dabble class feature. Benefits: Select any Art in which you Dabble, such as Black Magic, Crystals, or Pentacles. Add a +1 to the Difficulty Class for all saving throws against your spells from this Art. Art spells without a save DC are instead cast at +1 caster level. This stacks with all Art Focus, Descriptor Focus, Spell Focus, and Subschool Focus feats.

Special: You can gain this feat multiple times; its effects do not stack. Each time, it applies to a different Art.

COLDHEARTED [General]

You have an aloof, unfriendly demeanor.

Benefit: You get a +2 bonus on all Intimidate checks and a +1 bonus to Will saves.

CRAFT PHYLACTERY [Item Creation]

You can construct an enhanced lich's phylactery of exceptional strength.

Prerequisite: Greater Spell Focus (Necromancy) feat, Spell Focus (Necromancy), 11th-level spellcaster.

Benefit: You can craft the phylactery required to become a lich but pay only 75% of the normal experience point and gold costs. In addition, the phylactery created has a Hardness of 25, 50 hit points, and a break DC of 45; whenever the phylactery is handled by a creature other than its creator, the lich receives a mental ping alerting it of the event.

Special: This feat replaces the Craft Wondrous Item feat normally required to craft a phylactery.

DABBLE [Epic]

You can dabble in additional arcane arts.

Prerequisites: Dabble class feature in three Arts, Knowledge (Arcana) 24, Spellcraft 24.

Benefit: You may Dabble in an additional Art that your alignment allows. You gain the granted power and add the listed spells to your spell list as bonus Spells Known.

Special: You can gain this feat multiple times; each time, you select a different Art. You may dabble in a maximum number of arts equal to your Charisma modifier -1.

DEATH TOUCH [General]

Your touch brings death.

Prerequisite: Death Domain or Spell Focus (Necromancy) and ability to cast 3rd-level spells, at least two of which must be Necromancy spells with a range of Touch.

Benefit: Once per day, you may make a melee touch attack against a

living creature. If the creature's current hit points are equal to or less than $1d6 \times$ your caster level, the creature is instantly slain. This Death effect is a spell-like ability.

Special: You can gain this feat multiple times. Each time, you can use your Death Touch once more per day. This feat stacks with the granted power of the Death domain.

DESCRIPTOR FOCUS [General]

Your spells with the chosen Descriptor are more powerful than before.

Benefit: Add a +1 to the Difficulty Class of all saving throws against your spells and spell-like abilities with the chosen Descriptor, such as Death, Language-Dependant, or Water. (You cannot select Mind-Affecting with this feat.) Spells without a save DC are instead cast at +1 caster level. This stacks with the effects of all Descriptor Focus, Spell Focus, and Subschool Focus feats.

EPIC ART FOCUS [Epic]

Your Art spells are far more powerful than before, regardless of their individual schools.

Prerequisites: Dabble Class feature, Art Focus (Selected Art) feat, Greater Art Focus (Selected Art) feat.

Benefits: Select any Art in which you have both Art Focus and Greater Art Focus, such as Black Magic, Crystals, or Pentacles. Add a +1 to the Difficulty Class for all saving throws against your spells from this Art. Art spells without a save DC are instead cast at +1 caster level. This stacks with all Art Focus, Descriptor Focus, Spell Focus, and Subschool Focus feats.

Special: You can gain this feat multiple times; its effects do not stack. Each time, it applies to a different Art.

EPIC DESCRIPTOR FOCUS [Epic] Your spells with the chosen descriptor are far more powerful than before.

Prerequisites: Descriptor Focus (Chosen Descriptor) feat, Greater

Descriptor Focus (Chosen Descriptor) feat.

Benefit: Add a +1 to the Difficulty Class of all saving throws against your spells and spell-like abilities with the chosen Descriptor, such as Death, Language-Dependant, or Water. (You cannot select Mind-Affecting with this feat.) Spells without a save DC are instead cast at +1 caster level. This stacks with the effects of all Descriptor Focus, Spell Focus, and Subschool Focus feats.

EPIC SUBSCHOOL FOCUS [Epic]

Your spells of the chosen subschool are far more powerful than before.

Prerequisites: Epic Spell Focus feat, Greater Spell Focus feat, Greater Subschool Focus feat, Spell Focus feat, and Subschool Focus feat (see text).

Benefit: Add a +1 to the Difficulty Class of all saving throws against your spells and spell-like abilities from the chosen subschool, such as Compulsion, Figment, or Teleportation. You must already have both Greater Subschool Focus and Subschool Focus in the selected subschool and Epic Spell Focus, Greater Spell Focus, and Spell Focus in the school from which the chosen subschool comes; for example, to select Epic Subschool Focus (Charm), you must have the Epic Spell Focus (Enchantment), Greater Spell Focus (Enchantment), Greater Subschool Focus (Charm), Spell Focus (Enchantment), and Subschool Focus (Charm) feats. Spells without a save DC are instead cast at +1 caster level. This stacks with the effects of all Descriptor Focus, Spell Focus, and Subschool Focus feats.

EPIC TOUCH FOCUS [Epic]

Your touch spells are now even more powerful than before.

Prerequisite: Greater Touch Focus feat, Touch Focus feat. Benefit: Add +1 to the Difficulty Class for all saving throws against spells with the range of Touch. This bonus stacks with all Touch Focus and Touch Spell feats but supercedes all Spell Focus feats.

EXPEDITIOUS SPONTANEITY [Metamagic]

You cast spells spontaneously with the ease of movement.

Benefit: Casting an expedited spell is a move-equivalent action. You can perform any standard action, even casting another spell, in the same round as you cast an expedited spell. You may cast only one quickened or expedited spell per round. A spell whose casting time is more than 1 full round action cannot be expedited. A spell altered by Expeditious Spontaneity uses up a spell slot four levels higher than the spell's actual level. Casting an expedited spell doesn't provoke an attack of opportunity.

Special: Unlike other metamagic feats, Expeditious Spontaneity can be applied to spells cast spontaneously or without preparation without increasing the casting time to a full-round action.

EXTRA AMULET [General]

You can wear an additional magic amulet, brooch, medallion, necklace, periapt, or scarab.

Prerequisites: Craft Wondrous Item feat, Use Magic Device 10.

Benefit: The number of magic amulets, brooches, medallions, necklaces, periapts, and scarabs you can wear and utilize at one time without penalty increases by 1.

Special: You may take this feat two times, and its effects stack. Each time, you can wear an additional magic amulet, brooch, medallion, necklace, periapt, or scarab without penalty. Normal: You may only wear one magic amulets, medallions, necklace, periapt, or scarab at a time; additional magic neckwear worn does not function.

EXTRA CHILLING TOUCH [General]

You can use your chilling touch more frequently than you normally could. Prerequisites: Chilling Touch class feature.

Benefit: You may use your Chilling Touch class feature two additional times per day.

Special: You can gain this feat multiple times, and its effects stack. Each time, you can use Chilling Touch two additional times per day.

EXTRA CLOAK [General]

You can wear an additional magic cloak.

Prerequisites: Craft Wondrous Item feat, Use Magic Device 10.

Benefit: The number of magic cloaks, capes, or mantles you can wear and utilize at one time without penalty increases by 1.

Special: You may take this feat two times, and its effects stack. Each time, you can wear an additional magic cloak, cape, or mantle without penalty.

Normal: You may only wear one magical cloak, cape, or mantle at one time; additional magic items worn do not function.

EXTRA CRONE ABILITY [General]

You can use one of your crone abilities more frequently than you normally could.

Prerequisites: Class feature to be affected.

Benefit: Select one of the following class features: Cackle, Evil Eye, Gnarled Finger, or Hex. You may use this ability one additional time per day.

Special: You can gain this feat multiple times, and its effects stack. Each time, you can use the selected ability one additional time per day.

EXTRA RING [General]

You can wear an additional magic ring.

Prerequisites: Forge Ring feat, Use Magic Device 10. Benefit: The number of magic rings you can wear and utilize at one time without penalty increases by 1.

Special: You may take this feat two times, and its effects stack. Each time, you can wear an additional magic ring without penalty.

Normal: You may only wear two magic rings at one time; additional magic rings worn do not function.

FEARLESS [General]

You are fearless in the face of doom.

Prerequisite: Wisdom 13, Intrepid feat.

Benefit: You are immune to fear spells and effects.

FIERY TEMPER [General]

You are prone to anger and acting on impulse.

Benefit: You get a +2 bonus on all Intimidate checks and Initiative rolls.

FOCUSED [General]

You can more easily ignore distractions.

Prerequisite: Will +4, Iron Will feat or Combat Casting feat, Concentration 8 ranks.

Benefit: You add your Wisdom modifier to all Concentration checks.

FORTUNETELLING [General]

Whether by second sight, interpreting omens, reading tarot cards, or some other means, you can predict the future.

Prerequisites: Wisdom 13, Ability to cast arcane spells.

Benefits: Once per day, you can effect an augury, as cast by a cleric of your character. Performing the augury is a spell-like ability that takes 1 full minute.

FRIGHTENING [General]

You can frighten creatures.

Prerequisites: Charisma 15, Ability to cast arcane spells. Benefits: Once per day, you can scare any creature within 30 feet that can hear and see you, as the spell cast by a sorcerer of your caster level. This is a spell-like ability.

GREATER ART FOCUS [General] Your Art spells are even more powerful than before, regardless of their individual schools.

Prerequisites: Dabble Class feature, Art Focus (Selected Art) feat.

Benefits: Select any Art in which you have Art Focus, such as Black Magic, Crystals, or Pentacles. Add a +1 to the Difficulty Class for all saving throws against your spells from this Art. Art spells without a

save DC are instead cast at +1 caster level. This stacks with all Art Focus, Descriptor Focus, Spell Focus, and Subschool Focus feats.

Special: You can gain this feat multiple times; its effects do not stack. Each time, it applies to a different Art.

GREATER COMBAT CASTING [General]

You are more adept at casting spells in combat.

Prerequisites: Combat Casting feat.

Benefit: You get a +4 bonus on Concentration checks made to cast a spell or use a spell-like ability while on the defensive or while you are grappling or pinned. This stacks with the Combat Casting feat.

GREATER CURSE [General]

Your curses are more devastating.

Prerequisites: Bestow curse spell-like ability at least twice per day, Able to cast 6th-level spells.

Benefits: Once per day, one of your daily uses of your bestow curse spell-like ability can instead afflict as bestow greater curse. Any restrictions of your spell-like ability, such as the type of creatures you can affect, still apply.

GREATER DESCRIPTOR FOCUS [General]

Your spells with the chosen descriptor are even more powerful than before.

Prerequisites: Descriptor Focus (Chosen Descriptor) feat.

Benefit: Add a +1 to the Difficulty Class of all saving throws against your spells and spell-like abilities with the chosen Descriptor, such as Death, Language-Dependant, or Water. (You cannot select Mind-Affecting with this feat.) Spells without a save DC are instead cast at +1 caster level. This stacks with the effects of all Descriptor Focus, Spell Focus, and Subschool Focus feats.

GREATER SKILL FOCUS [General]

You are especially adept in a given skill.

Prerequisite: Ability modifier +1 (see text), Skill Focus (Selected Skill) feat.

Benefit: Select any skill in which you enjoy a +1 ability bonus modifier and Skill Focus. You gain a +1 bonus per character level (up to a +20 maximum) to checks made with this skill, as if your relevant ability score had increased by 2 points.

Special: This feat does not stack with the effects of the Skill Focus feat.

GREATER SUBSCHOOL FOCUS [General]

Your spells of the chosen subschool are even more powerful than before.

Prerequisites: Greater Spell Focus feat, Spell Focus feat, and Subschool Focus feat (see text).

Benefit: Add a +1 to the Difficulty Class of all saving throws against your spells and spell-like abilities from the chosen subschool, such as Compulsion, Figment, or Teleportation. You must already have Subschool Focus in the selected subschool and both Greater Spell Focus and Spell Focus in the school from which the chosen subschool comes; for example, to select Greater Subschool Focus (Charm), you must have the Greater Spell Focus (Enchantment), Spell Focus (Enchantment), and Subschool Focus (Charm) feats. Spells without a save DC are instead cast at +1 caster level. This stacks with the effects of all Descriptor Focus, Spell Focus, and Subschool Focus feats.

GREATER TOUCH FOCUS [General]

Your touch spells are even more powerful than before.

Prerequisite: Touch Focus feat.

Benefit: Add +1 to the Difficulty Class for all saving throws against spells with the range of Touch. This bonus stacks with all Touch Focus and Touch Spell feats but supercedes all Spell Focus feats.

HAG CLAWS [General]

Your hands twist into vile claws.

Prerequisite: Withered or Vulnerability (Marked) class feature.

Benefit: Your unarmed attacks do an additional 1d3 points of slashing damage. You are considered proficient with this natural attack.

INTREPID [General]

You are brave in the face of doom.

Benefit: You receive a +4 bonus to all Will saves against all fear spells and effects.

MAGICAL INSIGHT [General]

Your natural talent for magic allows you to more easily detect or manipulate magic.

Prerequisite: Able to cast arcane spells without preparation, Any Metamagic feat.

Benefit: Select up to two of the following sorcerer spells as bonus Spells Known: analyze dweomer, arcane sight, break enchantment, detect magic, disjoin, dispel magic, globe of invulnerability, greater arcane sight, greater dispel magic, greater spell resistance, identify, lesser spell immunity, minor globe of invulnerability, minor reflection, nondetection, permanency, read magic, remove curse, see invisibility, spell turning, or true seeing. The combined spell levels of the spell or spells chosen cannot exceed the maximum spell level that you can cast at the time the feat is taken minus 2; cantrips are considered to have half a spell level each.

Special: You may take this feat multiple times, choosing up to two additional spells each time. Each additional time the feat is chosen, the number of Metamagic feats you must know for the prerequisite increases by one (two Metamagic feats the second time it's taken, three Metamagic feats the third time, etc.).

MESMERISM [General]

You can hypnotize creatures.

Prerequisites: Charisma 15, Ability to cast arcane spells.

Benefits: Twice per day, you can effect hypnotism any creature within 15 feet that can hear and see you, as the spell cast by a bard of your character level. This is a spell-like ability.

METAMAGICAL [General]

Your ability to manipulate your magic becomes second-nature.

Prerequisite: Able to cast spells without preparation, Quicken Spell feat and two additional Metamagic feats.

Benefit: A number of times per day equal to the number of Metamagic feats that you have, you may cast a spell without preparation and with a Metamagic effect without the normal penalty to casting time. For example, a sorcerer with the Extend Spell, Maximize Spell, Quicken Spell, and Silent Spell feats who takes Metamagical can cast without preparation up to four spells each day affected by Metamagic but without penalty to casting time.

MIND FOCUS [Epic]

Your Mind-Affecting spells are more powerful than before.

Prerequisite: Epic Spell Focus (Enchantment), Greater Spell Focus (Enchantment), Spell Focus (Enchantment), and two of the following: Descriptor Focus (Fear), Spell Focus (Illusion or Necromancy), or Subschool Focus (Charm, Compulsion, or Phantasm). Benefit: Add a +1 to the Difficulty Class of all saving throws against your spells and spell-like abilities with the Mind-Affecting Descriptor. Spells without a save DC are instead cast at +1 caster level. This stacks with the effects of all Descriptor Focus, Spell Focus, and Subschool Focus feats.

MYSTICAL AFFINITY [General]

You are well-versed in magic both arcane and divine.

Benefit: You get a +2 bonus on all Knowledge (Arcana) checks and Knowledge (Religion) checks.

NECROLOGY [General]

You are well-versed in necromancy and related topics.

Benefit: You get a +2 bonus on all Knowledge (Arcana) checks involving Necromancy, Knowledge (Planes) checks concerning the Negative Material Plane, and Knowledge (Religion) checks regarding Undead.

POISON PROFICIENCY [General]

You are trained in the handling and crafting poisons.

Prerequisite: Dexterity 13, Intelligence 13, Craft (Poisonmaking) 4 ranks.

Benefit: You never risk accidentally poisoning yourself when handling toxins. In addition, you receive a +2 bonus to all Craft (Poisonmaking) checks.

QUICKENED SPONTANEITY [Metamagic]

You cast spells spontaneously with the speed of thought.

Benefit: Casting a quickened spell is a free action. You can perform another action, even casting another spell, in the same round as you cast an quickened spell. You may cast only one quickened spell per round. A spell whose casting time is more than 1 full round action cannot be quickened. A spell altered by Quickened Spontaneity uses up a spell slot five levels higher than the spell's actual level. Casting a quickened spell doesn't provoke an attack of opportunity.

Special: Unlike other metamagic feats, Quickened Spontaneity can be applied to spells cast spontaneously or without preparation without increasing the casting time to a full-round action.

SENSE MAGIC [General] Your natural ability to sense magic grants you a sixth sense for magical auras.

Prerequisite: Able to cast detect magic and true seeing without preparation.

Benefit: You may detect magic at will as a paladin detects evil. This feat permanently consumes a 0-level Spells Per Day slot.

SKEPTICAL [General]

You have a sharp eye for deception.

Benefit: You get a +2 bonus on all Sense Motive checks and Spot checks.

SLY [General]

You are elusive and cunning.

Benefit: You get a +2 bonus on all Bluff checks and Move Silently checks.

SORCEROUS [General]

Your magic truly comes from within.

Prerequisite: Familiar class feature but no familiar called, Able to cast arcane spells without preparation.

Benefit: You lose the ability to call a familiar. Instead, you gain the Eschew Materials feat and a Metamagic feat of your choice as bonus feats.

Special: You may only take this feat as a 1st-level character.

SPELLCASTING AFFINITY [General]

You are a skilled spellcaster.

Prerequisites: Ability to cast spells.

Benefit: You get a +2 bonus on all Concentration checks and Spellcraft checks.

SPELLCASTING VERSATILITY [General] You know additional spells but cast fewer per day.

Prerequisite: Able to cast spells without preparation.

Benefit: Select any class that casts spells without preparation. The number of spells that you can learn at each spell level in your spellcasting class is increased by 1. The number of times per day you can cast spells of each spell level in this class is decreased by 1.

SPELL FAMILIARITY [General]

You can resist spells that you know.

Prerequisite: Able to cast spells without preparation.

Benefit: You receive a +1 bonus to saves against spells that you can cast without preparation.

SUBSCHOOL FOCUS [General]

Your spells of the chosen subschool are more powerful than before.

Prerequisites: Spell Focus feat (see text).

Benefit: Add a +1 to the Difficulty Class of all saving throws against your spells and spell-like abilities from the chosen subschool, such as Compulsion, Figment, or Teleportation. You must already have Spell Focus in the school from which the chosen subschool comes; for example, to select Subschool Focus (Charm), you must have the Spell Focus (Enchantment) feat. Spells without a save DC are instead cast at +1 caster level. This stacks with the effects of all Descriptor Focus, Spell Focus, and Subschool Focus feats.

TOUCH FOCUS [General]

Your touch spells are more powerful than before.

Benefit: Add +1 to the Difficulty Class for all saving throws against spells with the range of Touch. This bonus stacks with all Touch Focus and Touch Spell feats but supercedes all Spell Focus feats.

TOUCH SPELL [Metamagic]

You can cast a ranged spell as a more powerful touch spell. Benefit: Any spell with a Close, Medium, or Long range can be cast instead against a single target as a spell with the range of Touch with a +2 bonus to its Difficulty Class. This bonus stacks with all Spell Focus feats and Touch Focus feats. A touch spell takes up a spell slot of the spell's normal level, modified by any other metamagic feats.

WILY [General]

You are difficult to pin down.

Benefit: You get a +2 bonus on all Bluff checks and Escape Artist checks.

ARTIFACTS

ABBATHORS GREED.

History: Deep within the Galena Mountains 100 years ago, a shriveled, vile merchant-priest of Abbathor refused to open his treasury to help finance the defense of his Clan (Silverstrike), from an imminent Cloaker invasion. As a mob of Mountain dwarves prepared, Sivken used to his spells to barricade himself within the opulence of his home. Before the dwarves could attack, the Cloakers did, led by a Vampiric Cloaker. The Brave Dwarves were slaughtered to a dwarf. Sivken, surrounded by Cloakers who could not penetrate his defenses, slowly starved to death. In the end his wealth could not save him, but even as he gasped his last, emaciated breath, he thanked Abbathor, assured he would have a bright spot in the after-life. When he finally died, three months after the Cloaker invasion, Abbathor heard his dying prayer, and responded by blessing one of his most prized possessions: A simple Adamantite war hammer he had won as a youngster in a throwing contest at Citadel Adbar. Shortly thereafter, he was horribly scarred in a forge accident, and began his path towards Abbathor. The War hammer has since become a weapon of evil and vengeance. Fifty years ago an Elven Collector, Qu'thelississ, invaded the dwarf cairn looking for an elven Blessed Gem given to the dwarves long ago. She also was curious about the Vampiric Cloakers name: Shadevari, as it resembled an ancient evil she had read about in ancient texts. She snuck in, found the gem, along with several other items of magic, including the war hammer: Abbathor's Greed. Sensing the evil of the item, but not willing to destroy any item of magic, she left it behind in the Galena mountains. As the years passed the hammer passed through the hands of various orcs, goblins, kobolds, and other humanoids, until the rise of Zhengyi, the witch-king. He found it and gave to some Duegar who were aiding him. After his fall at the hands of Gareth Dragonsbane and company, the hammer disappeared, and has not been seen since.

Appearance: When found it will appear in one of two ways: If abandoned it will appear as a highly crafted war hammer of blackened

adamantine, with a series of pits at the top and bottom of the hammer's grip of Ironoak.

These pits seem to be where gems once rested.

If it someone else's possession, some of the pits will be filled with gemstones, as defined below.

Powers: The war hammer's powers vary with the number of gems placed within the pits at the top of the haft. For every 10,000 G.P. Gem that is placed (up to 8), various powers are gained.

None: War hammer +1, and +2 to all saves.

1: War hammer +2

2: Spiritual Hammer 2x day (see notes below)

3: War hammer +3

4: Appraise any item exactly

5: Stoneburst 1/day (10 D4) New Spell, see below.

6: As a wand of metal and mineral detection

7: Dwarven Thrower +4

8: Defender +5, still retains properties of Dwarven Thrower.

Spiritual Hammer power.

The Hammer turns into an invisible Spiritual Hammer for 1 turn. It conforms to details of the spell, except for the following: It uses its current plus, and at a -6 penalty to hit can aim for the back of human(oid) skulls, doing an extra 6d6 sneak attack damage.

Cost: The bottom row of 8 pits must be filled with a gem once per month, the minimum value that the hammer will accept is 500 gp. Once all the pits are filled, each month the lowest value gem must be replaced by a gem of at least 10% higher value. Failure to do this results in the owner being plane shifted to Abbathors base- The GlitterHell.

Any non-dwarf may leave the hammer at any time, a dwarf however, once having picked up the item, may not be rid of it unless receiving a Bless, Remove Curse, Neutralize Poison, & Dispel Magic from a Dwarven High Cleric (7th or higher), plus giving away all his material possessions to the Priest's Church.

Stoneburst.

Range: 10 yards/level

Components: V.S

Duration: 1 round

Casting time: One standard action.

Area of Effect: 1 cubic foot/level

Saving Throw: Special

This spell allows the caster to make a boulder or rockpile explode suddenly, propelling jagged shards in all directions. If the pile or area of rock targeted is larger than the volume the priest can affect, only part of it flies about.

Shrapnel endangers all beings within 20 feet of the center of the effected rock. Those beings within 10 feet must succeed at a reflex save DC 16 for half damage. Those beings between 10 and 20 feet distant who succeed at the DC 16 saving throw are allowed a second saving throw. If both rolls are successful, they avoid all damage (due to luck, dodging, and cover). If only one roll is successful, they suffer half damage. The presence of cover or armor does not automatically lessen damage due to the unpredictability of ricochets, bounces, and the like.

The shrapnel does a base damage of $1d4+1$ points per level of the caster (in other words, $1d4+1$ points per cubic foot of rock) to a maximum of $10d4+10$. In rare cases, the explosion removes enough

rock to cause an avalanche or cave-in, but the DM decides the likelihood of this event.

END.