

BIS4-07

Legions of Extinction

A One-Round D&D LIVING GREYHAWK[®] Bissel Regional Adventure

Version 1.1

by Matthew Pennington

Evard's secrets are slowly being brought to light, but could there be one so foul that it could spell the end of the March? That's what His Lofty Grace needs YOU to find out. Part Two of the Dusk Before the Dark series. A Bissel regional adventure for APLs 6 -16, and Part Two of the Dusk Before the Dark Series.

Based on the original DUNGEONS & DRAGONS[®] rules created by E. Gary Gygax and Dave Arneson and the new DUNGEONS & DRAGONS game designed by Jonathan Tweet, Monte Cook, Skip Williams, Richard Baker, and Peter Adkison.

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Introduction

This is an RPGA® Network scenario for the Dungeons & Dragons® game. A four-hour time block has been allocated for each round of this scenario, but the actual playing time will be closer to three and a half hours. The rest of the time is spent in preparation before game play, and scoring after the game. The following guidelines are here to help you with both the preparation and voting segment of the game. Read this page carefully so that you know and can communicate to your players the special aspects of playing an RPGA scenario.

Preparation

First you should print this scenario. This scenario was created to support double-sided printing, but printing it single sided will work as well. There is enough room along the inside margin to bind the adventure, if you desire.

Read this entire adventure at least once before you run your game. Be sure to familiarize yourself with any special rules, spells, or equipment presented in the adventure. It may help to highlight particularly important passages.

When you run an RPGA D&D adventure we assume that you have access to the following books: the *Player's Handbook*, the *Dungeon Master's Guide*, and the *Monster Manual*. We also assume that you have a set of dice (at least one d4, d6, d8, d10, d12, and d20), some scrap paper, a pencil, an RPGA table tracking form, and your sense of fun. It is also a good idea to have a way to track movement during combat. This can be as simple as a pad of graph paper and a pencil, as handy as a vinyl grid map and chits, or as elaborate as resin dungeon walls and miniatures.

Instruct the players either to prepare their characters now, or wait until you read the introduction, depending on the requirements of the scenario as described in the introduction.

Keep in mind that you must have at least four players (not counting the DM), for the game session to be a sanctioned RPGA event. As well, you cannot have more than six players participating in the game.

Once you are ready to play, it is handy to instruct each player to place a nametag in front of him or her. The tag should have the player's name at the bottom, and the character's name,

race, and gender at the top. This makes it easier for the players (and the DM) to keep track of who is playing which character.

The players are free to use the game rules to learn about equipment and weapons their characters are carrying. That said, you as the DM can bar the use of even core rulebooks during certain times of play. For example, the players are not free to consult the *Dungeon Master's Guide* when confronted with a trap or hazard, or the *Monster Manual* when confronted with a monster.

Some of the text in this scenario is written so that you may present it as written to the players, while other text is for your eyes only. Text for the players will be in gray boxes. It's strongly recommended that you paraphrase the player text instead of reading it aloud. Some of this text is general and must be adapted to the specific situation or to actions of the player characters.

This is a LIVING GREYHAWK Adventure. As a LIVING adventure it is expected that players bring their own characters with them. If players do not have a LIVING GREYHAWK character generated, get a copy of the current LIVING GREYHAWK character generation guidelines, and a character sheet from your convention coordinator or the RPGA Web site, and then have any players without a character create one. Once all players have a LIVING GREYHAWK character, play can begin.

Along with the other materials that you are assumed to have in order to run a D&D game, it is also recommended that you have a copy of the LIVING GREYHAWK *Gazetteer*.

Living Greyhawk Levels of Play

Because players bring their own characters to LIVING GREYHAWK games, this adventure's challenges are proportioned to the average character level of the PCs participating in the adventure. To determine the Average Party Level (APL):

1. Determine the character level for each of the PCs participating in the adventure.
2. If PCs bring animals that have been trained for combat (most likely being war horses, dogs trained for war), other than those brought by virtue of a class ability (i.e. animal companions, familiars paladin's mounts, etc) use the sidebar chart to

determine the number of levels you add to the sum above. Add each character's

Mundane Animals Effect on APL		# of Animals			
		1	2	3	4
CR of Animal	1/4 & 1/6	0	0	0	1
	1/3 & 1/2	0	0	1	1
	1	1	1	2	3
	2	2	3	4	5
	3	3	4	5	6
	4	4	6	7	8
	5	5	7	8	9
	6	6	8	9	10
	7	7	9	10	11

animals separately. A single PC may only bring four or fewer animals of this type, and animals with different CRs are added separately.

- Sum the results of 1 and 2, and divide by the number of characters playing in the adventure. Round to the nearest whole number.
- If you are running a table of six PCs, add one to that average.

By following these four steps, you will have determined the APL. Throughout this adventure, APLs categorize the level of challenge the PCs will face. APLs are given in even-numbered increments. If the APL of your group falls on an odd number, ask them before the adventure begins whether they would like to play a harder or easier adventure. Based on their choice, use either the higher or the lower adjacent APL.

APL also affects the amount of experience you may gain at the end of the adventure. If your character is three character levels or more either higher or lower than the APL this adventure is being played at, that character will receive only half of the experience points awarded for the adventure. This simulates the face that either your character was not as challenged as normal, or relied on help by higher-level characters to reach the objectives.

Note: LIVING GREYHAWK adventures are designed for APL 2 and higher. Four or sometimes even five 1st-level characters may find difficulty with the challenges in a LIVING GREYHAWK adventure. If your group is APL 1 there are two things that you can do to help even the score.

- Attempt to create a table of six 1st-level characters, or try to enlist higher-level characters to play at that table.
- Advise characters to buy riding dogs to help protect them, and fight for them. All riding dogs are considered trained to attack. PCs who want their dogs to attack must succeed at a Handle Animal or Charisma check (DC 10). Failure indicates that the animal will not attack that round. This is a move action (spoken command) that may be attempted each round. If an animal loses half or more hp in a single round it flees, unless another check is successful.

Time Units and Upkeep

This is a standard One-round Regional adventure, set in Bissel. Characters native to Bissel pay one Time Unit per round, all others pay two Time Units per round. Adventurer's Standard Upkeep costs 12gp per Time Unit. Rich Upkeep costs 50gp per Time Unit. Luxury Upkeep costs 100gp per Time Unit. PCs that are members of the Great Army of Bissel receive Adventurer's Standard upkeep at no cost.

Adventure Background

His Lofty Grace, the Margrave Larrangin, is a troubled man.

His country and his very rule have been shaken to their very core multiple times in the last year, but each has always come back from the brink of disaster and defeat. But this time, he worries that they may not.

A clergyman of the Archpaladin Heironeous, Larrangin has thought long and hard about the threats to his people, and one always rises to the top: the necromancer Evard. And he has decided that it is time to take the battle to him, and destroy the menace to the March once and for all.

Many months ago, he gained a mighty weapon to use in his arsenal against Evard: Evard's own sister, Saralind Markavan. She had been found in the ruins of Evard's lost fortress, Calignosus, un-aged since the day of her disappearance decades ago, before the Ketite invasion, and before the rise of Evard himself. She brought with her a certain knowledge of how her brother thinks, and also is a skilled wizard in her own right. If there were two things that Evard had as an edge over Bissel, it was knowledge and magical power. And now Larrangin had these two weapons himself.

He later appointed her the Viscountess of Bissel, his chosen heir for the March, as he has little time or interest in siring heirs in a land where evil stands so close to victory over the light. A few months after she was found, she was nearly taken from him by Yugoloths mercenaries in the service of Evard... unusual servants for the Necromancer so well known for his skill in creation and control of the undead. This was Larrangin's first hint in finding out what Evard was up to.

Now, after the Deluge and deaths of thousands, Larrangin is taking matters into his own hands, and the divine hands of his god: he has found where Evard is hiding by magically tracking his fiendish servants, and needs his most reliable group of Bisselite patriots to find him and return with any secrets they can reveal.

But what Larrangin does not know, is that Evard still has secrets that could lead to the extinction of all the good folk of Bissel...

Adventure Summary

DM's please note that the PCs have a certain degree of freedom in the adventure, as do you. Please read the entire adventure carefully!

The adventure begins as the PCs are brought to a remote location to meet with His Lofty Grace, the Margrave Larrangin. Larrangin explains that he has managed to find the location that Evard has been using to launch his attacks against the March: the Plane of Shadow. His divinations have also revealed another secret: there appear to be places in the March where the boundaries between Shadow and the Prime Material Plane are thin, and the usually random magics of planar travel become far more reliable. It was at this very place that he *scried* the Yugoloths fleeing to Shadow after their attack in the winter.

Due to other attacks (such as the Deluge), Larrangin has been unable to act on this knowledge until now... and he is unwilling to wait until the Council of Barons and the Great Army decide to react, he wants the PCs to hunt down Evard's hideout NOW.

Larrangin (or the PCs if they are capable) will then *plane shift* to the Plane of Shadow, where they have several options to continue the hunt:

- Use mundane means, such as tracking or scouting using flight to find where to go.
- Magical means, such as divinations, to find out where to go.
- If neither of the other options work, adventurer's luck will strike again, and trouble may find the wandering PCs

There are 3 locations of interest for the PCs in this area of Shadow:

- The Yugoloth camp, where the fiends renown as the greatest mercenaries of the planes await their next task. Their leader, the Arcanaloth that lit much of the Old City aflame in the spring attack on Pellak, grows bored in Evard's slow and deliberate planning. Through cunning words or perhaps a physical challenge, the heroes may be able to get vital information about Evard's plans...

- A shadowy town that looks like a dark version of the Old City of Pellak lies on a dark river. The inhabitants are *mostly* human, tainted by their lives in Shadow. They know all about the nearby army and the Black Margrave that rules this region of Shadow with an iron fist. They refer to their home as Pellak, and are amused by the PCs insistence that THEY are from the one true Pellak. The PCs may attract unwanted attention here, as off-duty members of the Army lurk in its dark alleys and taverns...
- A legion of soldiers with shadow stuff in their blood is semi-permanently camped not far from the town. They fly the heraldry of the Black Margrave, and are constantly drilling for combat...combat that they seem to think is coming soon. PCs may infiltrate the camp in many different fashions, but should feel driven to find out the greatest secret Evard has kept hidden: the very army he once tried to conquer Bissel with is here in Shadow, awaiting his order to attack the March!

Assuming the heroes survive and escape, Larrangin will want to know everything they have found out, and will be visibly shaken by the news that Evard's armies are far more than undead...and that they are coming for Bissel!

Introduction

As you look around at your companions, you wander once more what could bring you to these remote hills, deep within the barony known as The Horsehills. All of the folk around you are known to you through word and deed, some perhaps at your side, others heard from friends and minstrels in taverns. One thing you all have in common, though, is that all of you have seen the dark places of Oerth and come out alive... on many occasions. Another common bond is your curiosity as to why you are not combating the Dim Forest for Evard's forces, as most of the army is...

A day ago, you met your guide, a swarthy Baklunish nomad from the Horsehills, who proudly wears the heraldry of the Srinivan Heavy Horse, an elite unit of

mounted cavalry based here in the Horsehills. He has said little, but led you out of the "tent-town" Keshood, a trading outpost and the closest thing to a capitol that the Barony has. When the Baklunish tribes of this region stood their ground and never gave an inch to the Ketite invaders in the Wars, they earned themselves this land, and the ability to rule it how they saw fit. They chose to keep the old ways alive, and the Horsehills is now a barony without borders, where the many tribes stay on the move all the time, raising the finest stallions in all of Bissel.

Coming over yet another sharp rise, you see what must be your destination below: a series of hide tents circling a few grand pavilions that seem almost comically out of place here in the grasslands. Several of the tents are flying owl-themed heraldry similar to that of the Knights of the Watch. Your guide grunts and waves a hand towards the tents, and turns his horse to leave you to whatever business lies below.

A Knowledge (Local, Bissel) or Knowledge (Nobility and Royalty) check DC 15 will reveal that the banners are those of His Lofty Grace, Larrangin: the Margrave of Bissel.

Encounter One: He Ain't Heavy, He's the Margrave!

You get many nods of respect from the Baklunish tribesmen as you pass into the camp. Though the men of the Horsehills have little love of the rulers of Bissel, they have proven themselves fierce defenders of their homeland, and that sense of brotherhood with the dour men and woman brings you some comfort.

They take your steeds and a pair of mail-clad Knights of the Watch step out of one grand tent and hold open the flaps for you to enter, one saying, "He awaits you," as you approach.

Inside the tent, kneeling in prayer is His Lofty Grace, the Margrave Larrangin: a tall and sturdy fighting man of mixed Oeridian-Suel blood. His dark brown hair comes to a sharp widow's peak, and he carries himself with a tangible bearing of nobility and strength, but as he turns towards you, the

dark bags underneath his eyes reveal a far more human ruler, one who bears the pain and suffering of those of the March on his shoulders.

Some PCs may have had past meetings with the Margrave, and may expect him to be particular about bowing and such...but he cares not at this point.

The Margrave rises from his worship and waves you towards some wooden stools around a small, round table. He strides the short distance to the table and slumps down into a chair, the exhaustion plain on his face. "Heironeous can be a harsh master sometimes, but every trial that I go through in his service brings me great enlightenment," he sighs, looking around at you. "These last months have been...difficult, and I would appreciate it if you could speak to me as just another old soldier, and not the ruler of a nation trying to fight a war against an invisible foe."

Larrangin will offer them wine, water and a meal if they would like, letting them know that, of course, you aren't here to simply chat about the weather.

"I have need of your services in a matter that I feel I can trust you with... and I can trust you to resolve for both the March and myself."

"Back in the spring, Bissel's enemies struck at us on one snowy night, and nearly got away with the Viscountess Saralind Markavan. It was through the actions of heroes such as you that they failed. And through their failure we have gained much."

"Viscountess Markavan is the sister of the Necromancer, and has been working to help us thwart his plans and figure out his machinations before he can make them happen. Even she was shocked at the barbaric actions he took in Clunther, and with her help, I think we may have a lead on where the coward hides."

"It would appear that there are places in this land that are...magically coterminous with the Plane of Shadow. Millennia ago, Vecna realized this and tried to take

advantage of this, building gates in some of the locations. But he never found them all before he was swallowed up by the sands of history. Saralind and I believe that we are standing on one at this very place."

"Saralind has been attempting to scry on the beasts that attempted to kidnap her, and has finally found some success. Every jaunt they make to the Prime seems to begin and end here on this very spot."

"These Yugoloths are planar mercenaries, scum that serve any willing to pay their hellish price. This group appears to be in Evard's service, and we believe that they are going to the Necromancer's side in the Plane of Shadow. Normally, when one travels the planes, there is a certain random element to where one travels to...but we believe that this site minimizes that variability, and that they may be using this to travel to Evard's location."

"I am guessing that you can figure out where I am going with this..." the Margrave says with surprisingly self-deprecating smile to you.

He will emphasize that this is a scouting mission only... he does not expect them to return with Evard's head. What he does expect is that they will return with information about Evard's location and plans... so that Bissel may be able to make a pre-emptive strike against him.

They may have 24 hours to prepare for the mission. If they are unable to *shadow walk*, or if they ask him, Larrangin will personally provide them with a scroll created by Viscountess Saralind of the spell (or have a member of the Guild of the Arcane Path in his entourage use the scroll if they have no arcane casters). Larrangin will inform them that according to Saralind, due to the nature of the site, once on the other side the portal will stay open for 10 hours on the Shadow side, during which time any creature can pass back into the Prime from that spot if they succeed at a DC 15 Will save. An area affect *dispel magic* from either side can dispel this effect sooner. His Lofty Grace will use ONE more scroll after the 10 hours passes, after which he will assume that they have perished.

If they worry about getting home, allow them to purchase a scroll of *plane shift* for normal DMG value (2275gp if Arcane, 1125gp if Divine). His Lofty Grace came prepared for this, just in case. If they do not ask, then he will not mention it.

If the PCs look to have anyone capable of *scrying*, he will produce a vial containing a tuft of tawny fur, crusted with greenish blood. He will explain that the wyrm that burned Old Pellak pulled an arrow from itself, and the scale that came with it turned into this fur after it had left the city. A Knowledge (planes) check DC 22 will recall that there is a shape changing breed of canine yugoloths known as the Arcanaloths that could match the fur.

If questioned, he will assure them that this spot will be kept well guarded by his men and the Srinivan Heavy Horse from the Great Army of Bissel. Evard will never use this site again to perpetrate evil against the March.

Encounter Two: Sure is Dark in These Parts...

As the spells are cast, the world around you begins to grow dim. Color seems to leak out of everything around you and disappear into the earth itself. The clouds begin to vanish from the sky, and it seems to become as dark as a moonless night almost immediately. The Margrave and his loyal Srinivan guards and priests seem somehow distant from you, though they should only be a few feet away. You can faintly make out the tents and plains around you...but before your eyes, they seems to fade in and out of view, seeming to alternate with some sort of ruined walls and trees. You push yourself towards the haze that seems to separate you from your environment and feel resistance. Pushing with all your will, you feel the resistance begin to falter, and you stumble into a new place.

It is as dark as a moonless night here, so without light the party may be completely blind. When they can all see, continue.

Your vision returns and you are able to see your surroundings. The light cast by your light sources seems pale, almost as if it is in danger of being put out by the oppressive darkness around you. You and

your companions seem almost devoid of color...everything but the darkness and shadows is a faded mockery of itself here.

You stand inside a ruined circle of stone that may have once been a tower...but long ago and in a different age. The stone is now featureless and smooth, worn by whatever forces of nature exist here. A few sullen trees are scattered around the area near you.

The air shimmers behind you, a rip in reality that you passed through to get here.

The party is on top of a small hillock in the Plane of Shadow. Make sure to keep them on edge, with the very shadows themselves seeming to shift and move around them. As they traverse the land between encounters, emphasize how the very features of the landscape seem to shift at random: one moment they may be walking on the plains and the next may find them entering a forest that was not there a moment earlier. Allow PCs from Bissel to seem like they recognize some features (a particular forest clearing, stretch of river or other geographic feature) from home...

The ruins here are millennia old and worn smooth by time and the strange forces of the Plane. What purpose they once served is lost to antiquity. (If the PCs decide that they HAVE to know, and use the appropriate magic such as *commune* or *legend lore*, they will learn that it was once a way station for an ancient civilization of shadar-kai (shadow fey).

Now that they are in the Plane of Shadow, the party has a number of options as to what to do.

- Should they decide to *scry* or otherwise use divination magic to find the Arcanaloth using the fur, they may be able to find his location, a craggy plateau not far from their arrival point. Should the party have other means of magical information gathering, allow them to use it.
- Tracking is another good way to find a place to go. If they succeed at a DC 10+APL, they can find large canine and a few insect-like tracks that will lead them towards the yugoloths. DC 15+APL will reveal booted humanoid tracks that lead to the city. DC 20+APL will find the faintest of humanoid tracks leading directly north towards the camp.

- Flight may help them spot a destination: if they fly at least one-hundred feet up into the inky sky, they should be able to see the cooking fires of the yugoloth camp. With a spot check DC 15+APL they may see the faintest of lights from the city.
- If they wander around long enough (and assuming they do not randomly move towards one of the sites), they will be detected by the arcanaloth Sil'C'Baath, who will send a group of troops to meet them under a banner of truce (he is very intrigued to see strangers here). Use the yugoloth from the combat encounter in Appendix One should the party decide to fight them.

Inventive PCs may come up with other ideas...use the above as a model, and get them rolling towards one of the encounters below as appropriate. Please note that all of the encounter locations are no more than a few hours walk apart.

Combat Encounters in the Plane of Shadow

Please make sure that you read the following sections carefully. There are three different combat encounters that they PCs should face while investigating Evard's actions here in Shadow. The exact situations are left up to you as the DM, and the actions of the players. One possible version of how to use the combats is included in the encounters below, but are just one way that they can play out. More ideas are listed in Appendix One.

Keep the environment in mind with the encounters: their difficulty is set to assume that the enemies will NOT get any great advantage from their surroundings!

The PCs have 20 hours to complete their mission (unless they possess the means to return home on their own), and should be encouraged to rest at some point, otherwise they may be overwhelmed. The town is a good place to rest (and relatively safe).

Please see Appendix One for the full details on the combat encounters and some ideas for how/when to run them.

Encounter Three: The Yugoloth Camp

Wandering the shadowy countryside, you now get the impression that you may be heading towards mountains...the darkness to the west seems to be somehow even blacker than the rest, and looms above you even from here. Occasionally, a strange flickering light seems to occasionally come into view between you and the mountains.

Allow the PCs to decide what to do and continue.

Closer now, you can see that the flickering is a bonfire atop a rocky plateau in the foothills of the menacing peaks. Strange, alien shapes seem to be moving around the fire.

Once again, allow the PCs to decide upon their course of action. When they get within sixty feet continue.

On closer examination, you can see that there are many different types of creatures encamped on the plateau. Some appear to be insectoid humanoids, others like hulking bulldogs, and some are...stranger. Some are a cross between a lobster and a man, and a handful look like some demonic giant with one huge arm and one human-sized one.

Several gaudy pavilions are set up near the fire.

At this point, PCs may make a knowledge (planes) check DC 10+APL to identify the creatures as yugoloths: mercenary fiends of Gehenna. For every 2 points that they beat the check, identify one variety of yugoloth, in this order: Skereloth (small, six-legged insectoids), Canoloths (hulking bulldog-like creatures with a long barbed tongue and no eyes), Mezzoloths (insectoid humanoids carrying tridents), Piscaloths (tentacle-faced, lobster-like humanoids), Nycaloths (massive four-armed, dog-faced, winged fiends), Yagnoloths (giant-like fiends with one overlarge, and one small arm), Ultroloths (featureless, smooth-faced robed humanoids with two large, milky-white eyes).

If the PCs manage to get within forty feet of the camp, the canoloths' sensitive noses and ears will sense the party, and they will issue a

silent telepathic warning to the others. A nycaloth will then approach the edge of the camp that the PCs are coming from and issue a challenge of “Fleshy servants of the Necromancer, approach the camp of General Sil’C’Baoth! (seel – CAH- bay – AUTH) in draconic (followed by infernal, then abyssal, and finally telepathically if the PCs don’t seem to understand.) None of the yugoloths seem overly worried that the PCs are here.

Inside the camp is a scene of madness. The strange creatures (which must number nearly 200), swarm all over: some devouring an enormous shadowy bear, others sparring, and yet others simply watch you silently with a look that resembles hunger.

The winged fiend escorts you to the largest pavilion indifferently, and walks away. Inside the tent is the very epitome of opulence. Riches and objects of value from countless locales around the planes decorate the pavilion. Some are horrific (the desk made of human bones and bedecked in preserved eyeballs), and others are beautiful (a seven-foot golden statue of a dog-headed celestial raising a sword to the heavens). Behind the desk is a robed man dressed in finery. Rings fill his fingers and wands hang from a case on his hip. The being would look just like any other adventuring wizard you’d seen in your travels if it weren’t for the fact that his head is that of a feral wolf, with curved, bull-like horns coming out of its skull.

“Well? What news from Evard,” he says to you with a smile.

Sil’C’Baoth is the arcanaloth leader of this yugoloth mercenary band, and currently employed by Evard. A foul fiend thousands of years old, he has always offered his services to the highest bidder (currently Evard)...but he grows restless with this current assignment.

With his high (+29) sense-motive score, he will likely catch the PCs in any ruse they attempt. What may surprise them, though, is that he doesn’t care. He is growing bored, and sees them as his ticket to a little excitement. He wants to know what their real purpose is (but can respect them if they choose not to share), and what news and stories they bring from

Oerth...he has had little to do since igniting Old-Pellak on fire several months ago...

Allow the PCs to role-play their conversations with Sil’C’Baoth. He initially starts as quietly “hostile”, thus it would take a diplomacy check DC 35 to get him to friendly. They should get 3 checks (he’ll happily chat with them for thirty minutes), and each check could move him closer to “friendly”. The PCs should be able to modify their rolls based on how they treat him:

- Flattery will get them everywhere. Give them a secret +2 bonus for each flattering remark they make to him (max +6).
- Should they mention his *shapechanged* attack on Pellak from the winter (ConnCon 2004 Interactive), whether it be good or bad, give them a +2 bonus to the roll. Sil’C’Baoth so loves to hear about the aftermath of his attack.
- If they openly admit that they are here to oppose Evard, Sil’C’Baoth’s sense of loyalty to his employer with interfere with his judgment a bit. Give the PCs a -2 if it is obvious.
- Sil’C’Baoth also loves magic and the strategy of war. Should any PCs discuss it with him, give a +2 to the roll.

Ultimately, he *wants* to like the PCs, as they may shake things up and bring some excitement to his current lot in life. If the PCs still cannot get him to “friendly” in three attempts, he’ll give them one more chance to prove themselves before he decides to hand them over to Evard: a test of their mettle in battle.

Sil’C’Baoth will have his troops clear a fifty foot diameter ring, and choose a group of them to fight the PCs...”to the death, of course.” See Appendix One for details on this situation.

If the PCs win, he will grin toothily, and welcome them back into his pavilion for wine and discussion, whilst his troops ravenously feed on the corpses of the losers.

What information is Sil’C’Baoth willing to share? (he will NOT offer any information up unless they ask first.) For every question he answers, he will ask one of them a question about their powers, abilities or magic items, so that the flow of information goes both ways. Sil’C’Baoth is a charming being. He’s the kind

of person that it's hard not to like...but he IS a fiend and has the cruel streak to show it.

- "Why are you here?" ***My men and I are currently in the service of one Evard Markavan, necromancer and something of a local celebrity in Bissel if I understand correctly...***
- "What is Evard doing here?" ***Why planning for an invasion of Bissel, of course.***
- "How does he plan to do that?" ***Well, he does have an army a few miles away...I believe that they were once men like you, but he managed to infuse them with shadow stuff somehow. Rather impressive if I say so myself.***
- "An army?" ***Oh yes. From what he's told me, he's had this all planned out for a long time. He's just been waiting to figure out a way to get them back to the prime-material plane.***
- "If he got them all here, why can't he get them all back?" ***Your little region of Oerth seems to bleed into this place in some places. That little godling Vecna figured it out back when he was just a walking corpse. Evard has been trying to use this to his advantage.***
- "So that's how he got them here?" ***I think so... it would appear that it takes a massive release of energy to rip the planar boundaries on such a large scale.***
- "How did he do it? How is he planning to do it again?" ***Not sure. He seems to have a fascination for items of power, though. I'm sure he has something up his deep, black sleeves...***
- "What is your role in this?" ***Ah! This I can answer with great authority. We are hired on as "specialists". My men and I can do things that his little fleshies cannot. We bring a certain...panache to the battlefield.***
- "What else is around here?" ***The army is not far away, and he has all but***

commandeered a town of unfortunates that live here...

- "Unfortunates? What kind of locals?" ***Your kind is spread across the all of the planes, including here. Some might call you a plague...but I prefer to think of you as job-security.***
- "What kinds of forces make up Evard's army?" ***You really should just go look for yourself. Mostly his shadow-fleshies and some conscripts. Oh, and he has made some pacts with the "other" locals... nightshades, cloakers, those sort of things.***
- "What plans does he have for you?" ***Ah, now that's stepping over a line... it would be cheating if I told you, no matter how charming a conversationalist you are.***
- "Why were you in Pellak back in the winter?" ***To let the lads work out some frustration, create a little chaos and destruction. Evard wanted us to retrieve some woman, his sister, I think. It was YOUR sort that stopped us, but no hard feelings, right?***
- "He sent you after Viscountess Saralind?" ***Yes... that was her name. Fascinating woman though. I'd imagine that once she overcomes all of that emotional baggage that she'd be a most powerful arcanist...***
- "How much is Evard paying you? And in what way?" ***FAR more than you can imagine...he really does have quite an eye for magical trinkets and such. And a LOT of gold...***
- "Why are you sharing this all with us?" ***As I said...it gets boring here. And besides, its not like a handful of Primes like you can do much to stop him... <grinning evilly>***

Sil'C'Baoth will chat until they wish to stop, and will even allow them to stay here at his camp if they'd like to relax (though it may be an unnerving rest, nothing bad will happen to the PCs while using his hospitality). They can leave unmolested whenever they like. (He'll even give them directions to the camp and the town)

If the PCs managed to avoid any combat, Sil'C'Baoth will send out a group of troops as described in Appendix One, just to make everything look good just in case Evard finds out. The leader of the yugoloths sent to kill the PCs will make sure to tell them (before they attack), "Sil'C'Baoth expresses the deepest regrets at having to resort to violence, but feels that your charming personalities have put his position here at risk. Make peace with your gods and may your afterlife be most pleasant."

Encounter Four: The City

Heading towards the east, you come upon a wide river that seems to flow from "north" to "south". You occasionally see wildlife... birds, deer and such, strangely altered by the plane itself, they seem to blend with the shadows, and seem to stay away from you.

After several hours of following the river, you see a few lights out in its center. It looks to be boats lit by grayish lanterns. From what you can tell, they appear to be fishermen.

The fishermen are, surprisingly, human. Though they don't often get visitors, they will sullenly point the PCs in the direction of the town: "Pellak." The townsfolk are just going about their lives, and are not evil.

They know nothing of Oerth, let alone the fact that there is another city named Pellak there, nor do they care.

Continuing along the river, you see the lights of civilization ahead. From this vantage point, the town looks eerily familiar... it is the "Old City" of Pellak. There is nothing much more than some shacks and fishing-boat docks on the western shore, where the finest parts of Pellak stand in Bissel. No Castle Oversight, no spires from the church of Heironeous...nothing. Just the old-city.

The PCs may enter Pellak unmolested, and they get few looks from the locals. The town really is the spitting image of Pellak. Streets and buildings look similar, though some are slightly different. PCs with knowledge (local, Bissel) that make a DC 10+APL should be able to notice that some of the buildings here had

long since been torn down or burned down in Bissel. It is almost as if it is a shadow of the way Pellak used to be long ago. A knowledge (planes) check DC 10+APL will reveal that the Plane of Shadow often-times reflects the equivalent locations in the Prime Material plane.

The heroes can even find their favorite taverns and inns here, though the faces within are different. It all seems like some cosmic coincidence that it is so similar.

After settling in, allow the PCs the chance to roam around a bit to use gather information:

- DC 5+APL: This is the town of Pellak. Always has been, always will be.
- DC 10+APL: The people here live in fear of the "Black Margrave's" troops, who have been camped out near Pellak for years. The fiends out in the hills haven't been here nearly as long, but they stay away from us...
- DC 15+APL: The good folk here have had to renounce their patron god, Vecna, since the Black Margrave and his men took over.
- DC 20+APL: Though nobody is quite sure, history has it that the people of Pellak once lived in a sunny land and were sent here by their God-King Vecna. But nobody talks about that since the army took up around here.

Wandering the city, the PCs will see occasional patrols of soldiers in surcoats that look like the Bissel Rook turned upside-down...which makes it look very skull-like. The troops don't give the PCs much of a hassle, though the locals give them a wide berth.

Overall, the town seems to be suffering under the weight of the army it now supports. Some folks support the Black Margrave, and others despise him. The people are worn down, but have always survived here in their home, and hope to outlast the army.

As the PCs cautiously rest at an inn, a group of soldiers will enter and begin to get rowdy with the proprietor and his staff. Should the PCs get involved, use the information in Appendix One. The proprietor will thank them in Vecna's name, and ask that they leave immediately just in case more troops arrive. There are folks in the town who can dispose of bodies...

Encounter Five: The Army Encampment

You can actually hear it before you see it...the sounds of life and activity. As you roll over the crest of a hill, you can see what has been creating such a din in this abnormally quiet place: a sprawling outpost, thousands of soldiers going about their business all around it. Flying over the many command buildings is a now familiar sight, the banner of the "Black Margrave", the Bissel rook upside-down and skull-like.

The camp is home to several thousand soldiers in Evard's service. It covers a massive area, and all of the nearby trees have long since been clear-cut to provide building materials for barracks, command posts and such. The whole site is surprisingly NOT well defended...apparently Evard believes that his forces are large enough to keep any threats away.

How this encounter plays out is entirely based on the decisions of the players. They may feel content that they found what they were looking for and want to leave it alone. They might want to sneak in or bluff their way in. There is no wrong way of going about it (except for trying to fight, obviously). Unless they do something very stupid, just try to keep the tension up: they are in the lions den.

Here are a few guidelines to follow when running this encounter, how they get this information is totally dependant on the PCs (they may try bribery, kidnapping and interrogation or just wander around and overhear it):

- Being way out here in the Plane of Shadow, they do NOT expect any infiltration by enemy forces. As long as the PCs are stealthy or have the wits about them, they should be able to get in.
- Many of the troops seem infused with shadow stuff (they tend to meld into the darkness and have dark grey skin), but not all. Those that are radiate evil if viewed with a *detect evil* spell. There are a significant number of conscripts and volunteers from the nearby town. The shadow-troops seem to have an attitude towards the lesser troops,

though. PCs shouldn't worry too much about "sticking out" when there...though shadow troops may be quite rude with the "newbies."

- It should be apparent that they are getting ready for some sort of operation. Shadow-troops can be overheard talking about how eager they are to get back to Bissel to slaughter the "Margrave's farmers."
- Nobody in the camp is exactly sure when the attack will happen: but it is supposed to happen "soon."
- Once they make their attack, the army is supposed to meet up with an undead force led by a fallen Knight of the Watch.
- Standing orders are to keep civilian casualties to a minimum...this point seems to be considered a joke by many of the shadow-troops.
- The army itself appears to be nearly all infantry, with no cavalry to speak of, supported by mages and priests of Nerull.
- Evard has several gigantic black "giants" (nightshades) that are supposed to support the troops in the attack...but most of the troops are terrified of the creatures and are glad that they keep away from the camp.

Encounter Six: Getting Home is Half the Battle

As suggested in Appendix One, when the PCs are ready to return home, they will find that the arrival site has attracted the attention of the more sinister elements that call the Plane of Shadow home. They will attempt to remain hidden in the ruins until the PCs get close enough to attack.

To leave the Plane of Shadow, the PCs simply need to enter the rift and make a will save DC 15 to pass through each round that they try.

Conclusion

Having returned through the portal, it appears that you missed a battle while you were away. The Srinivan horsemen are tending to wounded, and a group of several dozen undead lie in pieces, being thrown into a huge bonfire by the Baklunish tribesmen. You are escorted back to the Margrave's tent, where he looks to have taken some minor injuries in the combat. He dismisses the priests tending to him and looks to you for answers, an almost manic gleam in his eye.

Larrangin is honestly surprised and impressed that the PCs have returned. He explains that a small pack of necromancers were intercepted by the Srinivan Heavy Horse when they attempted to get to this "nexus point." Casualties were light on the Bisselite side, but all of Evard's forces were destroyed (this he says with a disturbing amount of zeal).

He will eagerly listen to the PCs report, hanging on their every word. When they complete their report he speaks to them.

"I knew it. He's been hiding them all along. We must remain vigilant. I expect that they may attack during the March of the Valorous Knight in Pellak... I need you there. Be in Pellak in two weeks time and we will be ready should the Necromancer dare to strike! I will speak with Field Marshal Valiserat. Go! And be ready!"

To be continued at the Anonycon 2004 Bissel Interactive...

The End

Experience Point Summary

To award experience for this adventure, add up the values for the objectives accomplished. Then assign the experience award. Award the total value (objectives plus roleplaying) to each character.

Combat Encounter One

Defeat the Defeat the yugoloths
APL 6 – 210 xp.

APL 8 – 270 xp.

APL 10 – 330 xp.

APL 12 – 390 xp.

APL 14 – 450 xp.

APL 16 – 510 xp.

Combat Encounter Two

Defeat Evard's troops

APL 6 – 270 xp.

APL 8 – 330 xp.

APL 10 – 390 xp.

APL 12 – 450 xp.

APL 14 – 510 xp.

APL 16 – 570 xp.

Combat Encounter Three

Defeat the creatures of Shadow and Escape

APL 6 – 240 xp.

APL 8 – 300 xp.

APL 10 – 360 xp.

APL 12 – 420 xp.

APL 14 – 480 xp.

APL 16 – 540 xp.

Discretionary Roleplaying Award

Judge may allocate up to the following for good role-playing

APL 6 – 180 xp.

APL 8 – 225 xp.

APL 10 – 270 xp.

APL 12 – 315 xp.

APL 14 – 360 xp.

APL 16 – 405 xp.

Total Possible Experience

APL 6 – 900 xp.

APL 8 – 1125 xp.

APL 10 – 1350 xp.

APL 12 – 1575 xp.

APL 14 – 1800 xp.

Treasure Summary

During an adventure, characters come upon treasure, usually finding it in the possession of their foes. Every encounter that features treasure has a “treasure” section within the encounter description, giving information about the loot, coins, and magic items that make up the encounter’s treasure.

The loot total is the number of gold pieces each character gains if the foes are plundered of all their earthly possessions. Looting the bodies takes at least 10 minutes per every 5 enemies, and if the characters cannot take the time to loot the bodies, they do not gain this gold. If you feel it is reasonable that characters can go back to loot the bodies, and those bodies are there (i.e., not carted off by dungeon scavengers, removed from the scene by the local watch, and so on), characters may return to retrieve loot. If the characters do not loot the body, the gold piece value for the loot is subtracted from the encounter totals given below.

The coin total is the number of gold pieces each character gains if they take the coin available. A normal adventuring party can usually gather this wealth in a round or so. If for some reason, they pass up this treasure, the coin total is subtracted from the encounter totals given below.

Next, the magic items are listed. Magic item treasure is the hardest to adjudicate, because they are varied and because characters may want to use them during the adventure. Many times characters must cast *identify*, *analyze dweomer* or similar spell to determine what the item does and how to activate it. In the case of potions, they may use Spellcraft to identify them. Other times they may attempt to use the item blindly. If the magic item is consumable (a potion, scroll, magic bolts, etc.) and the item is used before the end of the adventure, its total is subtracted from the adventure totals below.

Once you have subtracted the value for unclaimed treasure from each encounter add it up and that is the number of gold pieces a characters total and coin value increase at the end of the adventure. Write the total in the GP Gained field of the adventure certificate. Because this is a Regional scenario, characters may spend additional Time Units to practice

professions or create items immediately after the adventure so this total may be modified by other circumstances.

L: Looted gear from enemy

C: Coin, Gems, Jewelry, and other valuables

M: Magic Items (sell value)

Encounter “The Yugoloths”:

APL 8: M: *trident* +1 (193 gp)

APL 10: M: 3x *Trident* +1 (193 gp each); *greataxe*+2 (693 gp).

APL 12: M: *greataxe*+2 (693 gp).

APL 14: M: 3x *greataxe*+2 (693 gp ea); *longsword* +3 (1526 gp).

APL 16: M: 5x *greataxe*+2 (693 gp ea); 2x *longsword* +3 (1526 gp ea).

Encounter “Evard’s Troops”:

APL 6: M: bracers of armor +3 (750 gp), gauntlets of ogre power (333gp), fullplate +2 (470gp), scythe+1 (193gp), battleaxe+1 (192gp), adamantine handaxe (275gp), breastplate+2 (362gp), cloak of resistance+2 (333gp)

APL 8: M: bracers of armor +3 (750 gp), gauntlets of ogre power (333gp), fullplate +2 (470gp), scythe+1 (193gp), battleaxe+1 (192gp), adamantine handaxe (275gp), breastplate+2 (362gp), cloak of resistance+2 (333gp)

APL 10: M: *greataxe*+2 (693 gp), bracers of armor +4 (1333 gp), gauntlets of ogre power (333gp), fullplate +2 (470gp), scythe+1 (193gp), battleaxe+1 (192gp), adamantine handaxe (275gp), breastplate+2 (362gp), cloak of resistance+3 (750 gp).

APL 12: M: bracers of armor +4 (1333 gp), belt of giants strength +4 (1333 gp), fullplate +2 (470gp), scythe+1 (193gp), keen battleaxe+1 (692gp), adamantine handaxe (275gp), breastplate+2 (362gp), cloak of resistance+3 (750 gp).

APL 14: M: bracers of armor +4 (1333 gp), belt of giants strength +4 (1333 gp), fullplate +4 (1470gp), scythe+1 (193gp), keen battleaxe+1 (692gp), adamantine handaxe (275gp), breastplate+2 (362gp), cloak of resistance+3 (750 gp).

APL 16: M: bracers of armor +4 (1333 gp), belt of giants strength +4 (1333 gp), fullplate +4 (1470gp), vorpal scythe+1 (6026 gp), keen battleaxe+1 (692gp), adamantite handaxe (275gp), breastplate+2 (362gp), cloak of resistance+3 (750 gp).

Total Possible Treasure (Maximum Reward Allowed)

APL 6: L: gp; C: 0 gp; M: 2908 gp) – Total: 2908 gp (800gp).

APL 8: L: gp; C: 0 gp; M: 3101 gp) – Total: 3101 gp (1250gp).

APL 10: L: gp; C: 0 gp; M: 5373 gp) – Total: 5373 gp (2100gp).

APL 12: L: gp; C: 0 gp; M: 6294 gp) – Total: 6294 gp (3000 gp).

APL 14: L: gp; C: 0 gp; M: 10206 gp) – Total: 10206gp (6000 gp).

APL 16: L: gp; C: 0 gp; M: 18951 gp) – Total: 18951 gp (9000 gp).

Special

Parties that negotiate with Sil'C'Baoth, and do not have to resort to trial by combat when they meet him, receive the Respect of Sil'C'Baoth. If they negotiate and he sends troops after them later also receive this reward.

Parties that are unable to negotiate with Sil'C'Baoth and must use a show of force to get his attention receive the Recognition of Sil'C'Baoth.

Parties of APL 12+ that fight and destroy a Nightshade receive the Slayer of Shadows reward.

Items for the Adventure Record

Recognition of Sil'C'Baoth: Though you had to resort to violence to protect yourselves, the arcanaloth *Sil'C'Baoth* has enjoyed your company. This may come back to haunt or help you at a later date.

Respect of Sil'C'Baoth: You have managed to make yourself a new friend, the arcanaloth *Sil'C'Baoth*. You were able to discuss much with him, and he seemed to take quite a liking to you. This may come back to haunt or help you at a later date.

Slayer of Shadows: You have slain one of Evard's mighty nightshade minions...an act sure to anger him. This dubious distinction may have later effects on your adventuring career.

The Margrave's Word: Having done him a great deed, the Margrave himself is willing to speak on your behalf. This favor may be redeemed for one of the following benefits (and must be marked USED at that time):

- His Lofty Grace can use his influence to get you special training. This use of the favor can be substituted for a special (role-playing) requirement on a prestige class. Please contact the Bissel Triad to use it.
- The Margrave will speak to your superiors in the Great Army of Bissel and see to it that you are 'promoted according to your ability'. This use is equivalent to TWO military commendations, but causes the PC to suffer a -4 circumstance penalty on all Diplomacy, Bluff, and Gather Information skill checks made in Bissel that involve the military, those not aligned with the Margrave, and those opposed to the Knights of the Watch for two calendar years. Nobody likes a brown-noser.

❖ *Fullplate +4 (Adventure, DMG)*

Honored by the Srinivan: The nomadic horse folk that live in the barony known as the Horsehills recognize that you have done the 'Grand Chief' (the Margrave) a great service. This has earned you much respect from these dour warrior-folk. For two calendar years from the date of this AR, you receive a +2 circumstance bonus on any Diplomacy, Intimidate, or Gather Information skill checks with these folk. They will also use their surprisingly far-reaching trade contacts to acquire you a single item (no upgrades allowed) that you desire. Spend 5 TU to travel with them and have the item crafted for you (Item Access: Adventure). The value of this single item can be up to 3000 gp times the APL you played this adventure at. The PC is responsible for paying the full cost of the item.

Value of Item: _____ gp (3000xAPL)

Item Access

APLs 6 and 8:

- ❖ *Bracers of Armor+3 (Adventure, DMG)*
- ❖ *Fullplate +2 (Adventure, DMG)*
- ❖ *Adamantine Handaxe (Adventure, DMG)*
- ❖ *Breastplate+2 (Adventure, DMG)*
- ❖ *Cloak of Resistance +2 (Adventure, DMG)*

APL 10: (all items from APL's 6-8 plus):

- ❖ *Large Greataxe+2 (Adventure, DMG)*
- ❖ *Bracers of Armor +4 (Adventure, DMG)*
- ❖ *Cloak of Resistance+3 (Adventure, DMG)*

APL 12 (all items from APLs 6-10 plus):

- ❖ *Belt of Giant's Strength +4 (Adventure, DMG)*
- ❖ *Keen Battleaxe +1(Adventure, DMG)*

APL 14 (all items from APLs 6-12 plus):

- ❖ *Longsword +3 (Adventure, DMG)*

APL 16 (all items from APLs 6-14 plus):

- ❖ *Vorpal Scythe +1 (Adventure, DMG)*

Appendix One: Combat Encounters in the Plane of Shadow

The Yugoloths: The Arcanaloth Sil'C'Baath is bored. As shown in the encounter above, he is more than willing to talk to the PCs if only to sate his curiosity about them, as he is SURE that Evard thinks that he is operating completely in secret here in Shadow. Should the PCs manage to negotiate with him (or pay him off), he will let them leave. Some other ideas:

- (Good for a group of PCs that are NOT big on the social skills) The yugoloths attack the party as they wander the Plane. They then track them back to the camp, and Sil'C'Baath welcomes them with open arms, because the leader of the group that they dispatched was beginning to become ambitious and seek his position as captain of the yugoloths.
- (If the party is having problems negotiating with Sil'C'Baath) The Arcanaloth realizes that the "little men" from Oerth are unable to operate on his level, so he decides that a show of force may be warranted. His forces clear an area fifty feet in diameter and he agrees to hear the PCs out IF they defeat a selection of his troops. Provided that they do, he will happily negotiate with the PCs.
- (If the party easily negotiated with Sil'C'Baath) Realizing that he MAY have told the PCs a bit too much, and worried that Evard may find out, he dispatches the group of yugoloths to the arrival portal to ambush the PCs as they seek to leave. The leader of the yugoloths will convey that, "Sil'C'Baath expresses the deepest regrets at having to resort to violence, but feels that your charming personalities have put his position here at risk. Make peace with your gods and may your afterlife be most pleasant."

(Please note that none of the yugoloths will use their *Summon Yugoloth* abilities since that would mean that they'd have to share the reward)

APL 6 (EL 7)

Canoloth (1) ; hp 54; see Appendix Three.

Skereloths (3): hp 27; see Appendix Three.

APL 8 (EL 9)

Mezzoloth (1); hp 97; see Appendix Three.

Canoloth (3) ; hp 54; see Appendix Three.

APL 10 (EL 11)

Nycaloth (1); hp 157; see Appendix Three.

Mezzoloth (3); hp 97; see Appendix Three.

APL 12 (EL 13)

Nycaloth (1); hp 157; see Appendix Three.

Piscoloth (3); hp 58; see Appendix Three.

APL 14 (EL 15)

Ultraloth (1); hp 171; see Appendix Three.

Nycaloth (3); hp 157; see Appendix Three.

APL 16 (EL 17)

Ultraloth (2); hp 171; see Appendix Three.

Nycaloth (5); hp 157; see Appendix Three.

Evard's Troops: Ideally, Evard and his forces will never know that the PCs were there. Mercenaries occasionally join up to bolster the army, and the PCs probably fit that look. However, many of Evard's troops feel a sense of superiority in their Shadowy powers, and are more than willing to take it out on "new recruits". (remember that combat in the camp should be avoided, as the enemy has overwhelming numbers...the PCs should realize this too)

- While investigating the town, the PCs draw some unwanted attention from some "off-duty" soldiers, who decide to have some fun with them...fun that those in the town know often ends in death.
- Perhaps a PC was a bit too open about his religion or the party's affiliation...and the monk of the Order of the Deathtouched Fist overhears them. Gathering some allies, they decide to try to bring the PCs back to Evard in the hopes of getting some recognition. They could ambush them in the town or wandering the "countryside".
- The cleric of Nerull, in a bout of bad luck for the PCs, decides to spend some time wandering the camp or town looking for "blasphemers" (with a *detect good* spell up), and stumbles upon the PCs as they spy upon the camp or town.
- The soldiers are sent to secure the arrival site for one of Evard's necromancer lieutenants who is supposed to be reporting in soon...but when the PCs arrive back at the site, all bets are off.

APL 6 (EL 9)

Monk of the Deathtouched Fist : Shadow-creature female human (F) monk 5; hp ??; see Appendix Two.

Priest of Nerull: Shadow-creature male human (S) cleric 5; hp ??; see Appendix Two.

Warrior of Shadow: Shadow-creature male human (OS) fighter 5; hp ??; see Appendix Two.

APL 8 (EL 11)

Monk of the Deathtouched Fist : Shadow-creature female human (F) monk 7; hp ??; see Appendix Two.

Priest of Nerull: Shadow-creature male human (S) cleric 7; hp ??; see Appendix Two.

Warrior of Shadow: Shadow-creature male human (OS) fighter 7; hp ??; see Appendix Two.

APL 10 (EL 13)

Monk of the Deathtouched Fist : Shadow-creature female human (F) monk 9; hp ??; see Appendix Two.

Priest of Nerull: Shadow-creature male human (S) cleric 9; hp ??; see Appendix Two.

Warrior of Shadow: Shadow-creature male human (OS) fighter 9; hp ??; see Appendix Two.

APL 12 (EL 15)

Monk of the Deathtouched Fist : Shadow-creature female human (F) monk 11; hp ??; see Appendix Two.

Priest of Nerull: Shadow-creature male human (S) cleric 11; hp ??; see Appendix Two.

Warrior of Shadow: Shadow-creature male human (OS) fighter 11; hp ??; see Appendix Two.

APL 14 (EL 17)

Monk of the Deathtouched Fist : Shadow-creature female human (F) monk 13; hp ??; see Appendix Two.

Priest of Nerull: Shadow-creature male human (S) cleric 13; hp ??; see Appendix Two.

Warrior of Shadow: Shadow-creature male human (OS) fighter 13; hp ??; see Appendix Two.

APL 16 (EL 19)

Monk of the Deathtouched Fist : Shadow-creature female human (F) monk 15; hp ??; see Appendix Two.

Priest of Nerull: Shadow-creature male human (S) cleric 15; hp ??; see Appendix Two.

Warrior of Shadow: Shadow-creature male human (OS) fighter 15; hp ??; see Appendix Two.

Evard's Shadowy Allies: Though Evard started out on the Plane of Shadow as an outsider, he quickly made allies amongst the indigenous "locals." A group of the alien cloaklers came to his side at the thought of having a more fertile hunting ground...and Evard periodically allows them to hunt members of his army that have grown vocal in their worries and unloyalty. The nightshade's are handled with great care by Evard: they are virtually the lord of the Plane of Shadow. They are eagerly awaiting a chance to wreak havoc on the people of Oerth. Evard has little control over both the cloaklers and the nightshades, and thus they tend to wander the land unmolested and are given a wide berth by his troops.

- If the PCs decide to camp out instead of resting in the city, before they all manage to settle, the creatures come upon them
- Drawn to the energies created by opening the portal, the creatures flock to the arrival site...either as the PCs are arriving, or as they are trying to leave.
- The PCs are spying on the army camp from a distance, but the creatures find them. The camp will NOT send anyone to see what the creatures are doing, for fear that they may become a new meal. (after the beasts leave, they will send a few volunteers to see what was going on)

APL 6 (EL 8)

Cloakers (3) ; hp 45; see Monster Manual.

APL 8 (EL 10)

Advanced Cloakers (2); hp 117; see Appendix Two.

APL 10 (EL 12)

Advanced Cloakers (4); hp 117; see Appendix Two.

APL 12 (EL 14)

Nightwing (1); hp 144; see Monster Manual.

APL 14 (EL 16)

Nightwalker (1); hp 178; see Monster Manual.

APL 16 (EL 18)

Nightcrawler (1); hp 212; see Monster Manual.

Appendix 2: Adversaries

APL 6:

Evvard's Troops

Monk of the Deathtouched Fist; shadow-creature female human Mnk5; CR 6; HD 5d8+5; hp 34; Init +2; Spd 45 ft.; AC 18(touch 15, flat footed 18)[bracers +3, +2 wis, +2 dex, +1 monk]; BAB/Grapple +3/+13; Atk +8 unarmed strike (d8+5); Full Atk +8 unarmed strike (d8+5) or +7/+7 flurry of blows (d8+5); SA Flurry of blows ; SQ Evasion, Still mind, Ki strike (magic), Slow fall 20 ft, Purity of body, Cold resistance 10, Darkvision 60 ft., Low-light vision, Shadow blend, DR 5/magic; AL LE; SV Fort +5, Ref +6, Will +6; Str 18 (20); Dex 14; Con 12; Int 8; Wis 14; Cha 8.

Skills and Feats: Hide +10, Jump +12, Move Silently +16, Tumble +10; Improved Grapple, Combat Reflexes, Weapon Focus (grapple), Dodge, Mobility. *Shadow creatures possess a +6 racial bonus to move silently checks.

Possessions: Bracers of armor +3, gauntlets of ogre power.

Shadow Blend (Su): In any condition of illumination other than full daylight, a shadow creature can disappear into the shadows, giving it total concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability. A *daylight* spell, however, will.

Still Mind (Ex): The monk gains a +2 bonus on saves against Enchantment spells.

Purity of Body (Ex): The Monk is immune to all disease, except for magical and supernatural diseases.

Priest of Nerull; shadow creature male human Clr5; CR 6; HD 5d8+10; hp 38; Init +0; Spd 35 ft.; AC 20 (touch 10, flat footed 20)[fullplate +10]; BAB/Grapple +3/+4; Atk +5 scythe (2d4+2/ x4); Full Atk +5 scythe (2d4+2/ x4); SA Death touch; SQ Spontaneous inflict, command undead, Fast healing 2, Shadow blend; AL NE; SV Fort +6, Ref +1, Will +7; Str 12; Dex 10; Con 14; Int 10; Wis 17; Cha 12.

Skills and Feats: Concentration +10, Knowledge (religion) +8, Spellcraft +8; Martial weapon proficiency (scythe), Spell focus (necromancy), Combat casting. *Shadow creatures possess a +6 racial bonus to move silently checks.

Possessions: Full-plate +2, Scythe +1.

Shadow Blend (Su): In any condition of illumination other than full daylight, a shadow creature can disappear into the shadows, giving it total concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability. A *daylight* spell, however, will.

Spells Prepared (5/4+d/3+d/2+d; base DC=13 + spell level); 0th [Cure minor wounds x2, Detect magic, Guidance, Mending]; 1st [Bless, Cause fear*, Detect good, Divine favor, Doom]; 2nd [Bears endurance, Cure moderate wounds, Death knell*, Sound burst]; 3rd [Bestow curse, Prayer, Magic circle against good*]; *Domain spell; Domains: Death [death touch 1xday], Evil [+1 caster level on Evil spells].

Warrior of Shadow; shadow creature male human Ftr5; CR 6; HD 5d10+10; hp 45; Init +2; Spd 35 ft.; AC 20 (touch 12, flat footed 18)[+7 breastplate, +2 dex, +1 two-weapon defense]; BAB/Grapple +5/+7; Atk +7 battleaxe (d8+5/x3); Full Atk +7 battleaxe (d8+5/x3) AND +6 handaxe (d6+1/x3); SA na; SQ Shadow blend, Mirror image 1xday; AL LE; SV Fort +8, Ref +4, Will +3; Str 14; Dex 15; Con 15; Int 13; Wis 10; Cha 8.

Skills and Feats: Craft (basketweaving) +8, Intimidate +7, Jump +11; Two weapon fighting, Two weapon defense, Weapon focus (battleaxe), Weapon focus (handaxe), Weapon specialization (battleaxe), Combat expertise. *Shadow creatures possess a +6 racial bonus to move silently checks.

Possessions: Battleaxe +1, Adamantine handaxe, Breastplate +2, Cloak of resistance +2.

Shadow Blend (Su): In any condition of illumination other than full daylight, a shadow creature can disappear into the shadows, giving it total concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability. A *daylight* spell, however, will.

Mirror Image (Sp): The warrior can cast a *mirror image* on himself once per day as a 5th level caster (d4+1 images).

APL 8:

Evvard's Troops

Monk of the Deathtouched Fist; shadow-creature female human Mnk7; CR 8; HD 7d8+5; hp 46; Init +6; Spd 50 ft.; AC 18(touch 15, flat footed 18)[bracers +3, +2 wis, +2 dex, +1 monk]; BAB/Grapple +5/+15; Atk +10 unarmed strike (d8+5); Full Atk +10 unarmed strike (d8+5) or +9/+9 flurry of blows (d8+5); SA Flurry of blows ; SQ Evasion, Still mind, Ki strike (magic), Slow fall 30 ft, Purity of body, Wholeness of body, Cold resistance 10, Darkvision 60 ft., Low-light vision, Shadow blend, DR 5/magic; AL LE; SV Fort +6, Ref +7, Will +7; Str 18 (20); Dex 14; Con 12; Int 8; Wis 14; Cha 8.

Skills and Feats: Hide +12, Jump +14, Move Silently +18, Tumble +12; Improved Grapple, Combat Reflexes, Weapon Focus (grapple), Dodge, Mobility, Improved trip, Improved initiative. *Shadow creatures possess a +6 racial bonus to move silently checks.

Possessions: Bracers of armor +3, gauntlets of ogre power.

Shadow Blend (Su): In any condition of illumination other than full daylight, a shadow creature can disappear into the shadows, giving it total concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability. A *daylight* spell, however, will.

Still Mind (Ex): The monk gains a +2 bonus on saves against Enchantment spells.

Purity of Body (Ex): The Monk is immune to all disease, except for magical and supernatural diseases.

Wholeness of Body (Su): The monk can heal twice her level in HP per day, in any combination of uses.

Priest of Nerull; shadow creature male human Clr7; CR 8; HD 7d8+14; hp 53; Init +0; Spd 35 ft.; AC 20 (touch 10, flat footed 20)[fullplate +10]; BAB/Grapple +5/+6; Atk +7 scythe (2d4+2/ x4); Full Atk +7 scythe (2d4+2/ x4); SA Death touch; SQ Spontaneous inflict, command undead, Fast healing 2, Shadow blend; AL NE; SV Fort +7, Ref +2, Will +8; Str 12; Dex 10; Con 14; Int 10; Wis 17; Cha 12.

Skills and Feats: Concentration +12, Knowledge (religion) +10, Spellcraft +10; Martial weapon proficiency (scythe), Spell focus (necromancy), Combat casting, Weapon focus (touch attack). *Shadow creatures possess a +6 racial bonus to move silently checks.

Possessions: Full-plate +2, Scythe +1.

Shadow Blend (Su): In any condition of illumination other than full daylight, a shadow creature can disappear into the shadows, giving it total concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability. A *daylight* spell, however, will.

Spells Prepared (6/5+d/4+d/3+d/1+d; base DC=13 + spell level); 0th [Cure minor wounds x2, Detect magic x2, Guidance, Mending]; 1st [Bless, Cause fear*, Cure light wounds, Detect good, Divine favor, Doom]; 2nd [Bears endurance, Bulls strength, Cure moderate wounds, Death knell*, Sound burst]; 3rd [Bestow curse, Deeper darkness, Prayer, Magic circle against good*]; 4th [Divine power, Unholy blight*]; *Domain spell; Domains: Death [death touch 1xday], Evil [+1 caster level on Evil spells].

Warrior of Shadow; shadow creature male human Ftr7; CR 8; HD 7d10+14; hp 63; Init +2; Spd 35 ft.; AC 20 (touch 12, flat footed 18)[+7 breastplate, +2 dex, +1 two-weapon defense]; BAB/Grapple +7/+9; Atk +9 battleaxe (d8+5/x3); Full Atk +9/+4 battleaxe (d8+5/x3) AND +8 handaxe (d6+3/x3); SA na; SQ Shadow blend, Mirror image 1xday; AL LE; SV Fort +9, Ref +5, Will +4; Str 14; Dex 15; Con 15; Int 13; Wis 10; Cha 8.

Skills and Feats: Craft (basketweaving) +10, Intimidate +9, Jump +13; Two weapon fighting, Two weapon defense, Weapon focus (battleaxe), Weapon focus (handaxe), Weapon specialization (battleaxe), Combat expertise, Weapon specialization (handaxe), Improved disarm. *Shadow creatures possess a +6 racial bonus to move silently checks.

Possessions: Battleaxe +1, Adamantine handaxe, Breastplate +2, Cloak of resistance +2.

Shadow Blend (Su): In any condition of illumination other than full daylight, a shadow creature can disappear into the shadows, giving it total concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability. A *daylight* spell, however, will.

Mirror Image (Sp): The warrior can cast a *mirror image* on himself once per day as a 5th level caster (d4+1 images).

Evard's Shadowy Allies

Advanced Cloakers: CR 8; Huge aberration; HD 12d8+60; hp 117; Init +6; Spd 10 ft., fly 40 ft. (average); AC 20, touch 10, flat-footed 18 (natural +10, Dex +2, Size -2); Base Atk +9; Grp +27; Atk tail slap +18 (d8+10); Full Atk tail slap +18 melee (d8+10) and bite +12 melee (d6+5); Space/Reach 20 ft./15 ft. (10 ft. with bite); SA Moan, engulf; SQ Darkvision 60 ft., shadow shift; AL CN; SV Fort +9 Ref +6, Will +9; Str 30, Dex 14, Con 21, Int 14, Wis 15, Cha 16.

Skills and Feats: Hide +14, Listen +19, Move Silently +18, Spot +19; Alertness, Combat Reflexes, Improved Initiative, Ability Focus (moan), Weapon Focus (tail).

Moan (Ex): A cloaker can emit a dangerous subsonic moan as a standard action. By changing the frequency, the cloaker can cause one of four effects. Cloakers are immune to these sonic, mindaffecting attacks. Unless otherwise specified, a creature that successfully saves against one of these effects cannot be affected by the same moan effect from the same cloaker for 24 hours. All save DCs for moan effects are Charisma-based.

-**Unnerve:** Anyone within a 60-foot spread automatically takes a -2 penalty on attack and damage rolls. Those forced to hear the moan for more than 6 consecutive rounds must succeed on a DC 21 Will save or enter a trance, unable to attack or defend themselves until the moaning stops.

-**Fear:** Anyone within a 30-foot spread must succeed on a DC 21 Will save or become panicked for 2 rounds.

-*Nausea*: Anyone in a 30-foot cone must succeed on a DC 21 Fortitude save or be overcome by nausea and weakness. Affected characters fall prone and become nauseated for 1d4+1 rounds.

-*Stupor*: A single creature within 30 feet of the cloaker must succeed on a DC 21 Fortitude save or be affected as though by a *hold monster* spell for 5 rounds. Even after a successful save, the creature must repeat the save if the cloaker uses this effect again.

Engulf (Ex): A cloaker can try to wrap a large or smaller creature in its body as a standard action. The cloaker attempts a grapple that does not provoke an attack of opportunity. If it wins the grapple check, it establishes a hold and bites the engulfed victim with a +4 bonus on its attack roll. It can still use its whiplike tail to strike at other targets. Attacks that hit an engulfing cloaker deal half their damage to the monster and half to the trapped victim.

Shadow Shift (Su): A cloaker can manipulate shadows. This ability is effective only in shadowy areas and has three possible effects.

- *Obscure Vision*: The cloaker gains concealment (20% miss chance) for 1d4 rounds.
- *Dancing Images*: This effect duplicates a *mirror image* spell (caster level 12th).
- *Silent Image*: This effect duplicates a *silent image* spell (DC 19, caster level 12th). The save DC is Charisma-based.

APL 10:

Evard's Troops

Monk of the Deathtouched Fist; shadow-creature female human Mnk9; CR 10; HD 9d8+9; hp 61; Init +6; Spd 60 ft.; AC 19(touch 15, flat footed 19)[bracers +4, +2 wis, +2 dex, +1 monk]; BAB/Grapple +6/+17; Atk +12 unarmed strike (d10+6); Full Atk +12/+12/+7 flurry of blows (d10+6); SA Flurry of blows ; SQ Improved evasion, Still mind, Ki strike (magic), Slow fall 40 ft, Purity of body, Wholeness of body, Cold resistance 10, Darkvision 60 ft., Low-light vision, Shadow blend, DR 5/magic, +2 Luck bonus to saves; AL LE; SV Fort +9, Ref +10, Will +10; Str 19 (23); Dex 14; Con 12; Int 8; Wis 14; Cha 8.

Skills and Feats: Hide +14, Jump +17, Move Silently +20, Tumble +14; Improved Grapple, Combat Reflexes, Weapon Focus (grapple), Dodge, Mobility, Improved trip, Improved initiative, Blind fighting. *Shadow creatures possess a +6 racial bonus to move silently checks.

Possessions: Bracers of armor +4, Belt of giant strength +4.

Shadow Blend (Su): In any condition of illumination other than full daylight, a shadow creature can disappear into the shadows, giving it total concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability. A *daylight* spell, however, will.

Still Mind (Ex): The monk gains a +2 bonus on saves against Enchantment spells.

Purity of Body (Ex): The Monk is immune to all disease, except for magical and supernatural diseases.

Wholeness of Body (Su): The monk can heal twice her level in HP per day, in any combination of uses.

Priest of Nerull; shadow creature male human Clr9; CR 10; HD 9d8+18; hp 68; Init +0; Spd 35 ft.; AC 20 (touch 10, flat footed 20)[fullplate +10]; BAB/Grapple +6/+7; Atk +8 scythe (2d4+2/ x4); Full Atk +8/+3 scythe (2d4+2/ x4); SA Death touch; SQ Spontaneous inflict, command undead, Fast healing 2, Shadow blend, +2 Luck bonus to all saves; AL NE; SV Fort +10, Ref +5, Will +12; Str 12; Dex 10; Con 14; Int 10; Wis 18; Cha 12.

Skills and Feats: Concentration +14, Knowledge (religion) +12, Spellcraft +12; Martial weapon proficiency (scythe), Spell focus (necromancy), Combat casting, Weapon focus (touch attack), Dodge. *Shadow creatures possess a +6 racial bonus to move silently checks.

Possessions: Full-plate +2, Scythe +1.

Shadow Blend (Su): In any condition of illumination other than full daylight, a shadow creature can disappear into the shadows, giving it total concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability. A *daylight* spell, however, will.

Spells Prepared (6/5+d/5+d/4+d/3+d/1+d; base DC=14 + spell level); 0th [Cure minor wounds x2, Detect magic x2, Guidance, Mending]; 1st [Bless, Cause fear*, Cure light wounds, Detect good, Divine favor, Doom]; 2nd [Bears endurance, Bulls strength, Cure moderate wounds, Death knell*, Sound burst, Spiritual weapon]; 3rd [Bestow curse, Deeper darkness, Invisibility purge, Prayer, Magic circle against good*]; 4th [Cure critical wounds, Divine power, Freedom of movement, Unholy blight*]; 5th [*Dispel good, Slay living]; *Domain spell; Domains: Death [death touch 1x/day], Evil [+1 caster level on Evil spells].

Warrior of Shadow; shadow creature male human Ftr9; CR 10; HD 9d10+27; hp 88; Init +2; Spd 35 ft.; AC 20 (touch 12, flat footed 18)[+7 breastplate, +2 dex, +1 two-weapon defense]; BAB/Grapple +9/+11; Atk +11 battleaxe (d8+5/19-20 x3); Full Atk +11/+6 battleaxe (d8+5/19-20 x3) AND +10 handaxe (d6+3/x3); SA na; SQ Evasion, Shadow blend, Mirror image 1x/day; AL LE; SV Fort +12, Ref +7, Will +6; Str 14; Dex 15; Con 16; Int 13; Wis 10; Cha 8.

Skills and Feats: Craft (basketweaving) +10, Intimidate +9, Jump +13; Two weapon fighting, Two weapon defense, Weapon focus (battleaxe), Weapon focus (handaxe), Weapon specialization (battleaxe), Combat expertise, Weapon specialization (handaxe), Improved disarm, Blind-fight, Power attack. *Shadow creatures possess a +6 racial bonus to move silently checks.

Possessions: Keen battleaxe +1, Adamantine handaxe, Breastplate +2, Cloak of resistance +3.

Shadow Blend (Su): In any condition of illumination other than full daylight, a shadow creature can disappear into the shadows, giving it total concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability. A *daylight* spell, however, will.

Mirror Image (Sp): The warrior can cast a *mirror image* on himself once per day as a 5th level caster (d4+1 images).

Evard's Shadowy Allies

Advanced Cloakers: CR 8; Huge aberration; HD 12d8+60; hp 117; Init +6; Spd 10 ft., fly 40 ft. (average); AC 20, touch 10, flat-footed 18 (natural +10, Dex +2, Size -2); Base Atk +9; Grp +27; Atk tail slap +18 (d8+10); Full Atk tail slap +18 melee (d8+10) and bite +12 melee (d6+5); Space/Reach 20 ft./15 ft. (10 ft. with bite); SA Moan, engulf; SQ Darkvision 60 ft., shadow shift; AL CN; SV Fort +9 Ref +6, Will +9; Str 30, Dex 14, Con 21, Int 14, Wis 15, Cha 16.

Skills and Feats: Hide +14, Listen +19, Move Silently +18, Spot +19; Alertness, Combat Reflexes, Improved Initiative, Ability Focus (moan), Weapon Focus (tail).

Moan (Ex): A cloaker can emit a dangerous subsonic moan as a standard action. By changing the frequency, the cloaker can cause one of four effects. Cloakers are immune to these sonic, mindaffecting attacks. Unless otherwise specified, a creature that successfully saves against one of these effects cannot be affected by the same moan effect from the same cloaker for 24 hours. All save DCs for moan effects are Charisma-based.

-**Unnerve:** Anyone within a 60-foot spread automatically takes a -2 penalty on attack and damage rolls. Those forced to hear the moan for more than 6 consecutive rounds must succeed on a DC 21 Will save or enter a trance, unable to attack or defend themselves until the moaning stops.

-**Fear:** Anyone within a 30-foot spread must succeed on a DC 21 Will save or become panicked for 2 rounds.

-**Nausea:** Anyone in a 30-foot cone must succeed on a DC 21 Fortitude save or be overcome by nausea and weakness. Affected characters fall prone and become nauseated for 1d4+1 rounds.

-**Stupor:** A single creature within 30 feet of the cloaker must succeed on a DC 21 Fortitude save or be affected as though by a *hold monster* spell for 5 rounds. Even after a successful save, the creature must repeat the save if the cloaker uses this effect again.

Engulf (Ex): A cloaker can try to wrap a large or smaller creature in its body as a standard action. The cloaker attempts a grapple that does not provoke an attack of opportunity. If it wins the grapple check, it establishes a hold and bites the engulfed victim with a +4 bonus on its attack roll. It can still use its whiplike tail to strike at other targets. Attacks that hit an engulfing cloaker deal half their damage to the monster and half to the trapped victim.

Shadow Shift (Su): A cloaker can manipulate shadows. This ability is effective only in shadowy areas and has three possible effects.

- **Obscure Vision:** The cloaker gains concealment (20% miss chance) for 1d4 rounds.

- **Dancing Images:** This effect duplicates a *mirror image* spell (caster level 12th).

- **Silent Image:** This effect duplicates a *silent image* spell (DC 19, caster level 12th). The save DC is Charisma-based.

APL 12:

Evard's Troops

Monk of the Deathtouched Fist; shadow-creature female human Mnk11; CR 12; HD 11d8+11; hp 74; Init +6; Spd 60 ft.; AC 20(touch 16, flat footed 20)[bracers +4, +2 wis, +2 dex, +2 monk]; BAB/Grapple +8/+19; Atk +14 unarmed strike (d10+6); Full Atk +14/+14/+14/+8 greater flurry (d10+6); SA Greater flurry ; SQ Improved evasion, Still mind, Ki strike (magic, lawful), Slow fall 50 ft, Purity of body, Wholeness of body, Diamond body, Cold resistance 10, Darkvision 60 ft., Low-light vision, Shadow blend, DR 5/magic, +2 Luck bonus to saves; AL LE; SV Fort +10, Ref +11, Will +11; Str 19 (23); Dex 14; Con 12; Int 8; Wis 14; Cha 8.

Skills and Feats: Hide +16, Jump +19, Move Silently +22, Tumble +16; Improved Grapple, Combat Reflexes, Weapon Focus (grapple), Dodge, Mobility, Improved trip, Improved initiative, Blind fighting. *Shadow creatures possess a +6 racial bonus to move silently checks.

Possessions: Bracers of armor +4, belt of giant strength+4.

Shadow Blend (Su): In any condition of illumination other than full daylight, a shadow creature can disappear into the shadows, giving it total concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability. A *daylight* spell, however, will.

Still Mind (Ex): The monk gains a +2 bonus on saves against Enchantment spells.

Purity of Body (Ex): The Monk is immune to all disease, except for magical and supernatural diseases.

Wholeness of Body (Su): The monk can heal twice her level in HP per day, in any combination of uses.

Diamond Body (Su): The monk is immune to all poisons.

Priest of Nerull; shadow creature male human Clr11; CR 12; HD 11d8+22; hp 82; Init +0; Spd 35 ft.; AC 20 (touch 10, flat footed 20)[fullplate +10]; BAB/Grapple +8/+9; Atk +11 scythe (2d4+2/ x4); Full Atk +11/+6 scythe (2d4+2/ x4); SA Death touch; SQ Spontaneous inflict, command undead, Fast healing 2, Shadow blend. +2 Luck bonus to saves; AL NE; SV Fort +11, Ref +5, Will +13; Str 12; Dex 10; Con 14; Int 10; Wis 18; Cha 12.

Skills and Feats: Concentration +16, Knowledge (religion) +14, Spellcraft +14; Martial weapon proficiency (scythe), Spell focus (necromancy), Combat casting, Weapon focus (touch attack), Dodge, Weapon focus (scythe). *Shadow creatures possess a +6 racial bonus to move silently checks.

Possessions: Full-plate +2, Scythe +1.

Shadow Blend (Su): In any condition of illumination other than full daylight, a shadow creature can disappear into the shadows, giving it total concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability. A *daylight* spell, however, will.

Spells Prepared (6/6+d/5+d/5+d/4+d/2+d/1+d; base DC=14 + spell level); 0th [Cure minor wounds x2, Detect magic x2, Guidance, Mending]; 1st [Bless, Cause fear*, Cure light wounds x2, Detect good, Divine favor, Doom]; 2nd [Bears endurance, Bulls strength, Cure moderate wounds, Death knell*, Sound burst, Spiritual weapon]; 3rd [Bestow curse, Cure serious wounds, Deeper darkness, Invisibility purge, Prayer, Magic circle against good*]; 4th [Cure critical wounds, Divine power, Freedom of movement, Poison, Unholy blight*]; 5th [*Dispel good, Righteous might, Slay living]; 6th [~~Create undead~~, Harm] *Domain spell; Domains: Death [death touch 1xday], Evil [+1 caster level on Evil spells].

Warrior of Shadow; shadow creature male human Ftr11; CR 12; HD 11d10+33; hp 107; Init +2; Spd 35 ft.; AC 20 (touch 12, flat footed 18)[+7 breastplate, +2 dex, +1 two-weapon defense]; BAB/Grapple +11/+13; Atk +13 battleaxe (d8+5/19-20 x3); Full Atk +13/+8/+3 battleaxe (d8+5/19-20 x3) AND +12 handaxe (d6+3/x3); SA na; SQ Evasion, Shadow blend, Mirror image 1xday; AL LE; SV Fort +13, Ref +7, Will +6; Str 14; Dex 15; Con 16; Int 13; Wis 10; Cha 8.

Skills and Feats: Craft (basketweaving) +12, Intimidate +11, Jump +15; Two weapon fighting, Two weapon defense, Weapon focus (battleaxe), Weapon focus (handaxe), Weapon specialization (battleaxe), Combat expertise, Weapon specialization (handaxe), Improved disarm, Blind-fight, Power attack, Improved sunder. *Shadow creatures possess a +6 racial bonus to move silently checks.

Possessions: Keen battleaxe +1, Adamantine handaxe, Breastplate +2, Cloak of resistance +3.

Shadow Blend (Su): In any condition of illumination other than full daylight, a shadow creature can disappear into the shadows, giving it total concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability. A *daylight* spell, however, will.

Mirror Image (Sp): The warrior can cast a *mirror image* on himself once per day as a 5th level caster (d4+1 images).

APL 14:

Evard's Troops

Monk of the Deathtouched Fist; shadow-creature female human Mnk13; CR 14; HD 13d8+13; hp 88; Init +6; Spd 70 ft.; AC 20(touch 16, flat footed 20)[bracers +4, +2 wis, +2 dex, +2 monk]; BAB/Grapple +9/+21; Atk +16 unarmed strike (2d6+7); Full Atk +16/+16/+16/+10 greater flurry (2d6+7); SA Greater flurry ; SQ Improved evasion, Still mind, Ki strike (magic, lawful), Slow fall 60 ft, Purity of body, Wholeness of body, Diamond body, Abundant step, Diamond soul (SR 23), Cold resistance 10, Darkvision 60 ft., Low-light vision, Shadow blend, DR 5/magic, +2 Luck bonus to saves, Mirror image 1xday; AL LE; SV Fort +11, Ref +12, Will +12; Str 20 (24); Dex 14; Con 12; Int 8; Wis 14; Cha 8.

Skills and Feats: Hide +16, Jump +19, Move Silently +22, Tumble +16; Improved Grapple, Combat Reflexes, Weapon Focus (grapple), Dodge, Mobility, Improved trip, Improved initiative, Blind fighting. *Shadow creatures possess a +6 racial bonus to move silently checks.

Possessions: Bracers of armor +4, belt of giant strength+4.

Shadow Blend (Su): In any condition of illumination other than full daylight, a shadow creature can disappear into the shadows, giving it total concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability. A *daylight* spell, however, will.

Still Mind (Ex): The monk gains a +2 bonus on saves against Enchantment spells.

Purity of Body (Ex): The Monk is immune to all disease, except for magical and supernatural diseases.

Wholeness of Body (Su): The monk can heal twice her level in HP per day, in any combination of uses.

Diamond Body (Su): The monk is immune to all poisons.

Mirror Image (Su): The warrior can cast a *mirror image* on himself once per day as a 5th level caster (d4+1 images).

Abundant Step (Su): The monk may *dimension door* once per day as a caster of half her level.

Diamond Soul (Ex): The monk gains SR equal to 10+her level.

Priest of Nerull; shadow creature male human Clr13; CR 14; HD 13d8+26; hp 98; Init +0; Spd 35 ft.; AC 22 (touch 10, flat footed 22)[fullplate +12]; BAB/Grapple +9/+10; Atk +12 scythe (2d4+2/ x4); Full Atk +12/+7 scythe (2d4+2/ x4); SA Death touch; SQ Spontaneous inflict, command undead, Fast healing 2, Shadow blend, +2 Luck bonus to saves, Evasion; AL NE; SV Fort +12, Ref +6, Will +14; Str 12; Dex 10; Con 14; Int 10; Wis 19; Cha 12.

Skills and Feats: Concentration +18, Knowledge (religion) +16, Spellcraft +16; Martial weapon proficiency (scythe), Spell focus (necromancy), Combat casting, Weapon focus (touch attack), Dodge, Weapon focus (scythe). *Shadow creatures possess a +6 racial bonus to move silently checks.

Possessions: Full-plate +4, Scythe +1.

Shadow Blend (Su): In any condition of illumination other than full daylight, a shadow creature can disappear into the shadows, giving it total concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability. A *daylight* spell, however, will.

Spells Prepared (6/6+d/6+d/5+d/5+d/3+d/2+d/1+d; base DC=14 + spell level); 0th [Cure minor wounds x2, Detect magic x2, Guidance, Mending]; 1st [Bless, Cause fear*, Cure light wounds x2, Detect good, Divine favor, Doom]; 2nd [Bears endurance, Bulls strength, Cure moderate wounds x2, Death knell*, Sound burst, Spiritual weapon]; 3rd [Bestow curse, Cure serious wounds, Deeper darkness, Invisibility purge, Prayer, Magic circle against good*]; 4th [Cure critical wounds, Divine power, Freedom of movement, Greater magic weapon, Poison, Unholy blight*]; 5th [*Dispel good, Flame strike, Righteous might, Slay living]; 6th [~~Create undead~~, Greater dispel magic, Harm]; 7th [*Destruction, Repulsion] *Domain spell; Domains: Death [death touch 1xday], Evil [+1 caster level on Evil spells].

Warrior of Shadow; shadow creature male human Ftr13; CR 14; HD 13d10+39; hp 127; Init +2; Spd 35 ft.; AC 20 (touch 12, flat footed 18)[+7 breastplate, +2 dex, +1 two-weapon defense]; BAB/Grapple +13/+15; Atk +15 battleaxe (d8+5/19-20 x3); Full Atk +15/+10/+5 battleaxe (d8+5/19-20 x3) AND +14 handaxe (d6+3/x3); SA na; SQ Evasion, Shadow blend, Mirror image 1xday, +2 Luck bonus to saves; AL LE; SV Fort +16, Ref +10, Will +9; Str 15; Dex 15; Con 16; Int 13; Wis 10; Cha 8.

Skills and Feats: Craft (basketweaving) +14, Intimidate +13, Jump +17; Two weapon fighting, Two weapon defense, Weapon focus (battleaxe), Weapon focus (handaxe), Weapon specialization (battleaxe), Combat expertise, Weapon specialization (handaxe), Improved disarm, Blind-fight, Power attack, Improved sunder, Dodge, Greater weapon focus (battleaxe). *Shadow creatures possess a +6 racial bonus to move silently checks.

Possessions: Keen Battleaxe +1, Adamantine handaxe, Breastplate +2, Cloak of resistance +3.

Shadow Blend (Su): In any condition of illumination other than full daylight, a shadow creature can disappear into the shadows, giving it total concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability. A *daylight* spell, however, will.

Mirror Image (Sp): The warrior can cast a *mirror image* on himself once per day as a 5th level caster (d4+1 images).

APL 16:

Evard's Troops

Monk of the Deathtouched Fist; shadow-creature female human Mnk15; CR 16; HD 15d8+15; hp 101; Init +6; Spd 80 ft.; AC 21(touch 18, flat footed 21)[bracers +4, +2 wis, +2 dex, +3 monk]; BAB/Grapple +11/+23; Atk +19 unarmed strike (2d6+7); Full Atk +19/+19/+19/+13/+8 greater flurry (2d6+7); SA Greater flurry, Quivering palm (DC 19) ; SQ Improved evasion, Still mind, Ki strike (magic, lawful), Slow fall 70 ft, Purity of body, Wholeness of body, Diamond body, Abundant step, Diamond soul (SR 25), Cold resistance 10, Darkvision 60 ft., Low-light vision, Shadow blend, DR 5/magic, +2 Luck bonus to saves, Mirror image 1xday; AL LE; SV Fort +12, Ref +13, Will +13; Str 20 (24); Dex 14; Con 12; Int 8; Wis 14; Cha 8.

Skills and Feats: Hide +18, Jump +21, Move Silently +24, Tumble +18; Improved Grapple, Combat Reflexes, Weapon Focus (grapple), Dodge, Mobility, Improved trip, Improved initiative, Blind fighting, Weapon focus (unarmed attack). *Shadow creatures possess a +6 racial bonus to move silently checks.

Possessions: Bracers of armor +4, belt of giant strength+4.

Shadow Blend (Su): In any condition of illumination other than full daylight, a shadow creature can disappear into the shadows, giving it total concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability. A *daylight* spell, however, will.

Still Mind (Ex): The monk gains a +2 bonus on saves against Enchantment spells.

Purity of Body (Ex): The Monk is immune to all disease, except for magical and supernatural diseases.

Wholeness of Body (Su): The monk can heal twice her level in HP per day, in any combination of uses.

Diamond Body (Su): The monk is immune to all poisons.

Mirror Image (Su): The warrior can cast a *mirror image* on himself once per day as a 5th level caster (d4+1 images).

Abundant Step (Su): The monk may *dimension door* once per day as a caster of half her level.

Diamond Soul (Ex): The monk gains SR equal to 10+her level.

Quivering Palm (Su): a monk can set up vibrations within the body of another creature that can thereafter be fatal if the monk so desires. She can use this quivering palm attack once a week, and she must announce her intent before making her attack roll. Constructs, oozes, plants, undead, incorporeal creatures, and creatures immune to critical hits cannot be affected. Otherwise, if the monk strikes successfully and the target takes damage from the blow, the quivering palm attack succeeds. Thereafter the monk can try to slay the victim at any later time, as long as the attempt is made within a number of days equal to her monk level. To make such an attempt, the monk merely wills the target to die (a free action), and unless the target makes a Fortitude saving throw (DC 10 + 1/2 the monk's level + the monk's Wis modifier), it dies. If the saving throw is successful, the target is no longer in danger from that particular quivering palm attack, but it may still be affected by another one at a later time.

Priest of Nerull; shadow creature male human Clr15; CR 16; HD 15d8+30; hp 112; Init +0; Spd 35 ft.; AC 22 (touch 10, flat footed 22)[fullplate +12]; BAB/Grapple +11/+12; Atk +14 scythe (2d4+2/ x4); Full Atk +14/+9/+4 scythe (2d4+2/ x4); SA Death touch; SQ Spontaneous inflict, command undead, Fast healing 2, Shadow blend, +2 Luck bonus to saves, Evasion; AL NE; SV Fort +13, Ref +7, Will +15; Str 12; Dex 10; Con 14; Int 10; Wis 19; Cha 12.

Skills and Feats: Concentration +20, Knowledge (religion) +18, Spellcraft +18; Martial weapon proficiency (scythe), Spell focus (necromancy), Combat casting, Weapon focus (touch attack), Dodge, Weapon focus (scythe), Greater spell focus (necromancy).
*Shadow creatures possess a +6 racial bonus to move silently checks.

Possessions: Full-plate +4, Vorpal scythe +1.

Shadow Blend (Su): In any condition of illumination other than full daylight, a shadow creature can disappear into the shadows, giving it total concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability. A *daylight* spell, however, will.

Spells Prepared (6/6+d/6+d/6+d/5+d/4+d/3+d/2+d/1+d; base DC=14 + spell level); 0th [Cure minor wounds x2, Detect magic x2, Guidance, Mending]; 1st [Bless, Cause fear*, Cure light wounds x2, Detect good, Divine favor, Doom]; 2nd [Bears endurance, Bulls strength, Cure moderate wounds x2, Death knell*, Sound burst, Spiritual weapon]; 3rd [Bestow curse x2, Cure serious wounds, Deeper darkness, Invisibility purge, Prayer, Magic circle against good*]; 4th [Cure critical wounds, Divine power, Freedom of movement, Greater magic weapon, Poison, Unholy blight*]; 5th [*Dispel good, Flame strike x2, Righteous might, Slay living]; 6th [*~~Create undead~~, Greater dispel magic, Harm x2]; 7th [*Destruction, Blasphemy, Repulsion]; 8th [Firestorm, *Unholy aura] *Domain spell; Domains: Death [death touch 1xday], Evil [+1 caster level on Evil spells].

Warrior of Shadow; shadow creature male human Ftr15; CR 16 HD 15d10+45; hp 146; Init +2; Spd 35 ft.; AC 20 (touch 12, flat footed 18)[+7 breastplate, +2 dex, +1 two-weapon defense]; BAB/Grapple +15/+17; Atk +18 battleaxe (d8+7/19-20 x3); Full Atk +18/+13/+8 battleaxe (d8+7/19-20 x3) AND +16 handaxe (d6+3/x3); SA na; SQ Evasion, Shadow blend, Mirror image 1xday, +2 Luck bonus to saves; AL LE; SV Fort +17, Ref +11, Will +10; Str 15; Dex 15; Con 16; Int 13; Wis 10; Cha 8.

Skills and Feats: Craft (basketweaving) +16, Intimidate +15, Jump +19; Two weapon fighting, Two weapon defense, Weapon focus (battleaxe), Weapon focus (handaxe), Weapon specialization (battleaxe), Combat expertise, Weapon specialization (handaxe), Improved disarm, Blind-fight, Power attack, Improved sunder, Dodge, Greater weapon focus (battleaxe), Greater weapon specialization (battleaxe),
*Shadow creatures possess a +6 racial bonus to move silently checks.

Possessions: Keen battleaxe +1, Adamantine handaxe, Breastplate +2, Cloak of resistance +3.

Shadow Blend (Su): In any condition of illumination other than full daylight, a shadow creature can disappear into the shadows, giving it total concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability. A *daylight* spell, however, will.

Mirror Image (Sp): The warrior can cast a *mirror image* on himself once per day as a 5th level caster (d4+1 images).

Appendix 3: The Plane of Shadow

The Plane of Shadow is a dimly lit dimension that is both coterminous to and coexistent with the Material Plane. It overlaps the Material Plane much as the Ethereal Plane does, so a planar traveler can use the Plane of Shadow to cover great distances quickly.

The Plane of Shadow is also coterminous to other planes. With the right spell, a character can use the Plane of Shadow to visit other realities.

The Plane of Shadow is a world of black and white; color itself has been bleached from the environment. It is otherwise appears similar to the Material Plane.

Despite the lack of light sources, various plants, animals, and humanoids call the Plane of Shadow home.

The Plane of Shadow is magically morphic, and parts continually flow onto other planes. As a result, creating a precise map of the plane is next to impossible, despite the presence of landmarks.

The Plane of Shadow has the following traits.

- Magically morphic. Certain spells modify the base material of the Plane of Shadow. The utility and power of these spells within the Plane of Shadow make them particularly useful for explorers and natives alike.

- Mildly neutral-aligned.

- Enhanced magic. Spells with the shadow descriptor are enhanced on the Plane of Shadow. Such spells are cast as though they were prepared with the Maximize Spell feat, though they don't require the higher spell slots.

Furthermore, specific spells become more powerful on the Plane of Shadow. *Shadow conjuration* and *shadow evocation* spells are 30% as powerful as the conjurations and evocations they mimic (as opposed to 20%). *Greater shadow conjuration* and *greater shadow evocation* are 70% as powerful (not 60%), and a *shades* spell conjures at 90% of the power of the original (not 80%).

- Impeded magic. Spells that use or generate light or fire may fizzle when cast on the Plane of Shadow. A spellcaster attempting a spell with the light or fire descriptor must succeed on a Spellcraft check (DC 20 + the level of the spell). Spells that produce light are less effective in general, because all light sources have their ranges halved on the Plane of Shadow.

Despite the dark nature of the Plane of Shadow, spells that produce, use, or manipulate darkness are unaffected by the plane.

Appendix 3: New Monsters

YUGOLOTH, CANOLOTH

Medium Outsider (Evil, Extraplanar, Yugoloth)

Hit Dice: 6d8+24 (51 hp)

Initiative: +4

Speed: 50 ft.

Armor Class: 18 (+8 natural), touch 10, flat-footed 18

Base Attack/Grapple: +6/+10

Attack: Tongue +11 melee (1d4+4)

Full Attack: Tongue +11 melee (1d4+4) and Bite +8 (2d6+2)

Space/Reach: 5 ft./5ft. (tongue 20 ft.)

Special Attacks: Improved grab, paralysis, spell-like abilities, *summon yugoloth*

Special Qualities: Blindsight 40 ft., damage reduction 5/good, immunities, immunity to acid and poison, resistance to cold 10, fire 10, and electricity 10, scent, spell resistance 18, telepathy 100 ft.

Saves: Fort +9, Ref +5, Will +8

Abilities: Str 19, Dex 10, Con 19, Int 5, Wis 17, Cha 12

Skills: Hide +5, Intimidate +10, Jump +21, Listen +12, Move Silently +4, Spot +12

Feats: Improved Initiative, Multiattack, Weapon Focus (tongue), Track^B

Environment: Bleak Eternity of Gehenna

Organization: Solitary or pack (3-8)

Challenge Rating: 5

Treasure: None

Alignment: Always neutral evil

This creature looks like an armored bulldog the size of a man, with two sets of jaws: a vertical set inside a horizontal set. It has no eyes, relying totally on hearing and smell to find its prey. Its most prominent feature is a barbed tongue several inches thick that it can flick out at a target up to 20 feet away. Canoloths speak Abyssal, Draconic and Infernal. It's natural weapons and any weapons it wields are treated as evil-aligned for damage reduction purposes.

Blindsight (Ex): Canoloths can ascertain all foes within 40 feet as a sighted creature would. Beyond that range, they treat all targets as having total concealment.

Negating a canoloth's sense of hearing or smell (with overpowering odors such as *stinking cloud* or incense-heavy air) reduces this ability to normal Blind-Fight (as the feat). If both are negated, the canoloth is effectively blinded.

Immunities (Ex): Canoloths are immune to gaze attacks, visual effects, illusions, and other attack forms that rely on sight.

Improved Grab (Ex): To use this ability, a canoloth must hit a medium or smaller creature with its tongue attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check it can pull an opponent of its size or smaller into its mouth and make a bite attack immediately.

Paralysis (Ex): Those hit by a canoloth's tongue attack must succeed at a Fortitude save (DC 17) or be paralyzed for 1d6+2 minutes. The save DC is Constitution-based.

Spell-Like Abilities: At will – *cause fear* (DC 12), *desecrate*, *detect good*, *detect magic*. Caster level 5th.

Summon Yugoloth (Sp): Once per day, a canoloth can attempt to summon a mezzoloth or 1d3 canoloths with a 40% chance of success.

Telepathy (Su): Canoloths can communicate with any creature within 100 feet that has a language.

YUGOLOTH, MEZZOLOTH

Medium Outsider (Evil, Extraplanar)

Hit Dice: 10d8+50 (95 hp)

Initiative: +5

Speed: 40 ft.

Armor Class: 21 (+1 Dex, +8 natural, +2 large metal shield), touch 11, flat-footed 20

Base Attack/Grapple: +10/+13

Attack: Claw +13 melee (d4+3) or +1 *Trident* +15 melee (1d8+4/19-20) or +1 *trident* +13 ranged (1d8+4/19-20)

Full Attack: 2 Claws +13 melee (d4+3) or +1 *Trident* +15/+10 melee (1d8+4/19-20) or +1 *trident* +13 ranged (1d8+4/19-20)

Space/Reach: 5 ft./5ft.

Special Attacks: Spell-like abilities, *summon yugoloth*

Special Qualities: Damage reduction 10/good, immunities, immunity to acid and poison, resistance to cold 10, fire 10, and electricity 10, spell resistance 22, telepathy 100 ft.

Saves: Fort +12, Ref +8, Will +7

Abilities: Str 16, Dex 12, Con 21, Int 7, Wis 10, Cha 14

Skills: Hide +14, Intimidate +15, Knowledge (the planes) +11, Listen +13, Move Silently +14, Spot +13

Feats: Improved Critical (trident), Improved Initiative, Power Attack, Weapon Focus (trident)

Environment: Bleak Eternity of Gehenna

Organization: Solitary or pack (3-8)

Challenge Rating: 6

Treasure: standard plus Trident +1

Alignment: Always neutral evil

A mezzoloth looks like a human-size insect with heavy, black chitin and four limbs tipped with sharp claws. Its wide-set eyes glow red when it's angry (which is almost always). When arrayed for battle, mezzoloths carry tridents and heavy steel shields. Mezzoloths speak Abyssal, Draconic and Infernal

Spell-Like Abilities: At will – *cause fear* (DC 13), *darkness*, *desecrate*, *produce flame*, *see invisibility*; 2/day – *cloudkill* (DC 17), *dispel magic*. Caster Level 10th. Twice per day, *greater teleport* (self and 50 pounds of objects only) as a 14th level caster.

Summon Yugoloth (Sp): Once per day, a mezzoloth can attempt to summon another mezzoloth with a 40% chance of success.

Telepathy (Su): Mezzoloths can communicate with any creature within 100 feet that has a language.

YUGOLOTH, NYCALOTH

Large Outsider (Evil, Extraplanar)

Hit Dice: 14d8+98 (161 hp)

Initiative: +2

Speed: 40 ft., fly 90 ft. (good)

Armor Class: 23 (-1 size, +2 Dex, +12 natural), touch 11, flat-footed 21

Base Attack/Grapple: +14/+23

Attack: Claw +15 melee (d6+8 plus bleeding wounds) or +2 *greataxe* +18 melee (3d6+15/x3)

Full Attack: 2 Claws +15 melee (d6+8 plus bleeding wounds) AND +2 *greataxe* +18/+13/+8 melee (3d6+15/x3) OR 4 claws +15 melee (d6+8 plus bleeding wounds)

Space/Reach: 10 ft./10ft.

Special Attacks: Bleeding wounds, Improved grab, rake 1d6+5, spell-like abilities, *summon yugoloth*.

Special Qualities: Damage reduction 10/good, immunities, immunity to acid and poison, resistance to cold 10, fire 10, and electricity 10, spell resistance 24, telepathy 100 ft.

Saves: Fort +16, Ref +11, Will +11

Abilities: Str 20, Dex 14, Con 25, Int 13, Wis 10, Cha 16

Skills: Bluff +13, Concentration +17, Diplomacy +13, Hide +8, Intimidate +24, Jump +19, Knowledge (arcana) +11, Knowledge (the planes) +11, Listen +19, Move Silently +12, Search +11, Sense Motive +10, Spellcraft +11, Spot +19

Feats: Alertness, Flyby Attack, Iron Will, Mobility^B, Power Attack, Weapon Focus (greataxe)

Environment: Bleak Eternity of Gehenna

Organization: Solitary or squad (4-8)

Challenge Rating: 10

Treasure: None

Alignment: Always neutral evil

A nycaloth looks like a big gargoyle with powerful bat-wings and thick, green skin. All four limbs have razor-sharp claws. The head is vaguely canine, with small webbed ears and horns.

Bleeding Wounds (Ex): A nycaloth's claw attacks continue to bleed long after the wound was inflicted. Each wound bleeds for 1 point of damage per round thereafter. Multiple claw wounds result in cumulative bleeding loss. The bleeding can be stopped by a successful Heal check (DC 15), or the application of any *cure* spell or other healing spell.

Improved Grab (Ex): To use this ability, the nycaloth must hit with both claw attacks. It can then start a grapple as a free action without provoking an attack of opportunity. If it gets a hold, it can attempt to deal damage with its claws, rake, or use its liftoff ability.

Liftoff (Ex): A nycaloth may only use this ability when airborne. A nycaloth that gets a hold on a nonflying opponent of medium size or smaller can ascend with the grappled creature.

Rake (Ex): A nycaloth that gets a hold can make two rake attacks (+15 melee) with its hind legs for 1d6+5 points of damage each. This includes using its power attack feat for a -3 to hit and a +3 on damage.

Spell-Like Abilities: At will – *deeper darkness*, *desecrate*, *fear* (DC 17), *greater teleport* (self and 50 pounds of objects only), *invisibility*, *mirror image*, *see invisibility*. Caster level 14th.

Summon Yugoloth (Sp): Once per day, a nycaloth can attempt to summon another nycaloth or 1d3 mezzoloths with a 30% chance of success.

YUGOLOTH, PISCOLOTH

Medium Outsider (Evil, Extraplanar)

Hit Dice: 9d8 (58 hp)

Initiative: +4

Speed: 30 ft., swim 20 ft.

Armor Class: 24 (+14 natural), touch 10, flat-footed 24

Base Attack/Grapple: +9/+13

Attack: Pincer +13 melee (2d6+4/19-20/x3)

Full Attack: 2 pincers +13 melee (2d6+4/19-20/x3) and 8 tentacles +11 melee (paralysis)

Space/Reach: 5 ft./5ft.

Special Attacks: Augmented critical, paralysis, spell-like abilities, *summon yugoloth*

Special Qualities: All-around vision, damage reduction 10/good, immunities, immunity to acid and poison, resistance to cold 10, fire 10, and electricity 10, spell resistance 20, telepathy 100 ft.

Saves: Fort +8, Ref +6, Will +6
Abilities: Str 19, Dex 11, Con 15, Int 6, Wis 10, Cha 14
Skills: Intimidate +15, Hide +12, Listen +12, Move Silently +12, Search +10, Sense Motive +4, Spot +12, Swim +12
Feats: Improved Initiative, Multiattack, Power Attack, Skill Focus (Intimidate)
Environment: Bleak Eternity of Gehenna
Organization: Solitary or squad (4-8)
Challenge Rating: 9
Treasure: None
Alignment: Always neutral evil
Advancement: 10-18 HD (Medium); 19-27 HD (Large)

The fish-tailed, walleyed piscoloth has the red, chitinous body of a lobster, the talons of a bird, and the head of a carrion crawler. The piscoloth's arms, though humanoid, end in a set of cruel crab-like pincers.

All-around Vision (Ex): Because of its stalked eyes, a piscoloth can look in two directions at once. As a result, a piscoloth cannot be flanked.

Paralysis (Ex): Those hit by a piscoloth's tentacle attack must succeed at a Fortitude save (DC 16) or be paralyzed for 2d6 minutes. The save DC is Constitution-based.

Spell-Like Abilities: At will – *blink*, *fear* (DC 16), *detect good*, *detect magic*, *protection from good*, *scare* (DC 14), *see invisibility*; 3/day – *meld into stone*, *phantasmal killer* (DC 16), *stinking cloud* (DC 15); 2/day – *greater teleport* (self plus maximum load of objects only). Caster level 9th. The save DCs are Charisma-based.

Summon Yugoloth (Sp): Three times per day, a piscoloth can attempt to summon 4 skeroth with a 60% chance of success.

Skills: Piscoth have a +8 racial bonus to Swim checks and can always choose to take 10 on Swim checks, even when rushed or threatened.

YUGOLOTH, SKEROLOTH

Small Outsider (Evil, Extraplanar)

Hit Dice: 4d8+4 (27 hp)

Initiative: +7

Speed: 40 ft., burrow 20 ft., climb 20 ft.

Armor Class: 20 (+1 size, +3 Dex, +6 natural), touch 14, flat-footed 17

Base Attack/Grapple: +4/+0

Attack: Claw +8 melee (1d3)

Full Attack: 4 claws +8 melee (1d3)

Space/Reach: 5 ft./5ft.

Special Attacks: sneak attack +1d6, spell-like abilities, *summon yugoloth*

Special Qualities: Cringe, immunities, immunity to acid and poison, resistance to cold 10, fire 10, and electricity 10, spell resistance 18, telepathy 100 ft.

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

Abilities: Str 11, Dex 16, Con 12, Int 5, Wis 8, Cha 11

Skills: Climb +15, Hide +18, Listen +6, Move Silently +14, Spot +6

Feats: Improved Initiative, Weapon Finesse

Environment: Bleak Eternity of Gehenna

Organization: Solitary or squad (4-8)

Challenge Rating: 3

Treasure: None

Alignment: Always neutral evil

Advancement: 5-10 HD (Medium); 11-15 HD (Large)

The insectoid skeroth has six legs and moves about equally well on two, four, or all six of its limbs. The pale red-gray skin of a skeroth fades to milky white whenever the creature is frightened, which is nearly all the time.

Cringe (Su): As a standard action, a skeroth can cower in fear. This is a mind-affecting effect. Any opponent attempting to strike or otherwise directly attack a cringing skeroth, even with a targeted spell, must attempt a Will save (DC 12). If the save succeeds, the opponent can attack normally and is immune to the effect of that skeroth's cringing for one day. If the save fails, the opponent can't follow through with the attack, that part of the attacker's action is lost, and the attacker can't directly attack that skeroth for as long as it continues to cringe. If the skeroth stops cringing and then cringes again, the opponent may attempt a new Will save to attack it.

Sneak Attack (Ex): Anytime a skeroth's target is denied a Dexterity bonus, or when a target is flanked by a skeroth, the skeroth deals an additional 1d6 points of damage on a successful melee attack.

Spell-Like Abilities: At will – *daze* (DC 10), *detect good*, *jump*; 3/day – *burning hands*, *expeditious retreat*. Caster level 4th. The save DCs are Charisma-based.

Summon Yugoloth (Sp): Once per day, a skeroth can attempt to summon 1 skeroth with a 40% chance of success.

Skills: Skeroth have a +4 racial bonus on Hide and Move Silently checks. Skeroth also have a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even when rushed or threatened.

YUGOLOTH, ULTROLOTH

Medium Outsider (Evil, Extraplanar)

Hit Dice: 18d8+90 (171 hp)

Initiative: +3
Speed: 30 ft.
Armor Class: 21 (+3 Dex, +8 natural), touch 13, flat-footed 18
Base Attack/Grapple: +18/+19
Attack: +3 *Longsword* +22 melee (d8+4)
Full Attack: +3 *Longsword* +22/+17/+12/+7 melee (d8+4) or ray +22 ranged touch (spell)
Space/Reach: 5 ft./5ft.
Special Attacks: Hypnotic gaze, spell-like abilities, *summon yugoloth*
Special Qualities: Damage reduction 15/good, immunity to acid and poison, resistance to cold 10, fire 10, and electricity 10, spell resistance 25, telepathy 100 ft.
Saves: Fort +16, Ref +14, Will +15
Abilities: Str 13, Dex 16, Con 21, Int 16, Wis 15, Cha 19
Skills: Bluff +22, Concentration +30, Diplomacy +23, Intimidate +27, Knowledge (arcane) +24, Knowledge (planes) +24, Listen +20, Move Silently +21, Search +21, Sense Motive +21, Spellcraft +26, Spot +22.
Feats: Combat Casting, Iron Will, Point Blank Shot, Precise Shot, Quicken Spell-like Ability (scorching ray), Spell Focus (enchantment), Weapon Focus (ray).
Environment: Bleak Eternity of Gehenna
Organization: Solitary or pair
Challenge Rating: 13
Treasure: Double standard and +3 longsword
Alignment: Always neutral evil

Dark skinned and alien looking, the slim Ultroloth are fearsome to behold. Their long head and bulbous eyes give its face and imposing, evil look.

Hypnotic Gaze (Su): *Hypnotic pattern* as cast by an 18th level sorcerer, no HD limit, 30 feet, Will DC 23 negates.

Spell-Like Abilities: At will – *Alter self*, *deeper darkness*, *desecrate*, *fear* (DC 18), *gaseous form*, *invisibility*, *prying eyes*, *ray of enfeeblement*, *ray of exhaustion*, *scorching ray*, *scrying*, *see invisibility*, *suggestion* (DC 18), *wall of fire*; 3/day – *binding* (DC 23), *enervation*, *geas/quest* (DC 21), *mass suggestion* (DC 21); 1/day – *symbol of death* (DC 22). Caster level 18th.

Summon Yugoloth (Sp): Once per day, an ultroloth can attempt to summon 1d4 nycaloths, 1d6 mezzoloths, or another ultroloth with a 35% chance of success.

Shadow Creatures

Shadow creatures dwell on the Plane of Shadow, sometimes crossing into other planes where the barriers between dimensions are weak. Just as parts of the Plane of Shadow resemble a strange distorted version of the Material Plane, shadow creatures superficially resemble creatures from the Material Plane. Shadow creatures are darker, more elusive, and spookier than their material counterparts. Grays and blacks are their most common colors, with white and yellow rarely seen. They are not to be confused with shadows (undead creatures that often dwell on the Plane of Shadow). Other creatures native to the Plane of Shadow exist that have stronger or weaker connections to the energies of that place (such as the shadow mastiff) and do not follow this template.

Creating a Shadow Creature

“Shadow” is a template that can be added to any corporeal creature (referred to hereafter as the “base creature”). The creature’s type changes to “magical beast”. It otherwise uses all the base creature’s statistics and special abilities except as noted below.

Speed: As base creature X 1 1/2.

Special Qualities: A shadow creature retains all the special qualities of the base creature and also gains the following ones:

- Cold Resistance 5 + 1 per HD, to a maximum of 20.
- Darkvision with a range of 60 feet.
- Low-light vision.
- *Shadow Blend (Su):* In any conditions other than full daylight, a shadow creature can disappear into the shadows, giving it total concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability. A *daylight* spell, however, will.

Shadow creatures also have one additional supernatural ability for every 4 HD they possess (minimum of one) chosen from the following list:

- +2 luck bonus on all saving throws.
- *Cause fear* once per day as a 5th level caster.
- Damage Reduction 5/Magic.
- Evasion
- *Mirror Image* once per day as a 5th level caster.
- *Plane Shift* self to or from the Plane of Shadow once per day as a 15th level caster (to or from the Plane of Shadow only).
- Fast Healing 2 hit points per round.

If the base creature already has one or more of these special qualities, use the better value.

Skills: Same as the base creature, plus Move Silently +6.

Feats: Same as the base creature.

Climate/Terrain: Same as the base creature.

Organization: Same as the base creature.

Challenge Rating: Same as the base creature +1.

Treasure: Same as the base creature.

Alignment: Same as the base creature, although rarely good.

Advancement: Same as the base creature.

Visual Aids



Canoloth and Ultroloth



Nycaloth and Mezzoloth



Piscoloth and Skeraloth