

OVER 150 NEW MONSTERS
FOR FIRST EDITION GAMING



WWW.XRPSHOP.CITYMAX.COM



Malevolent and Benign

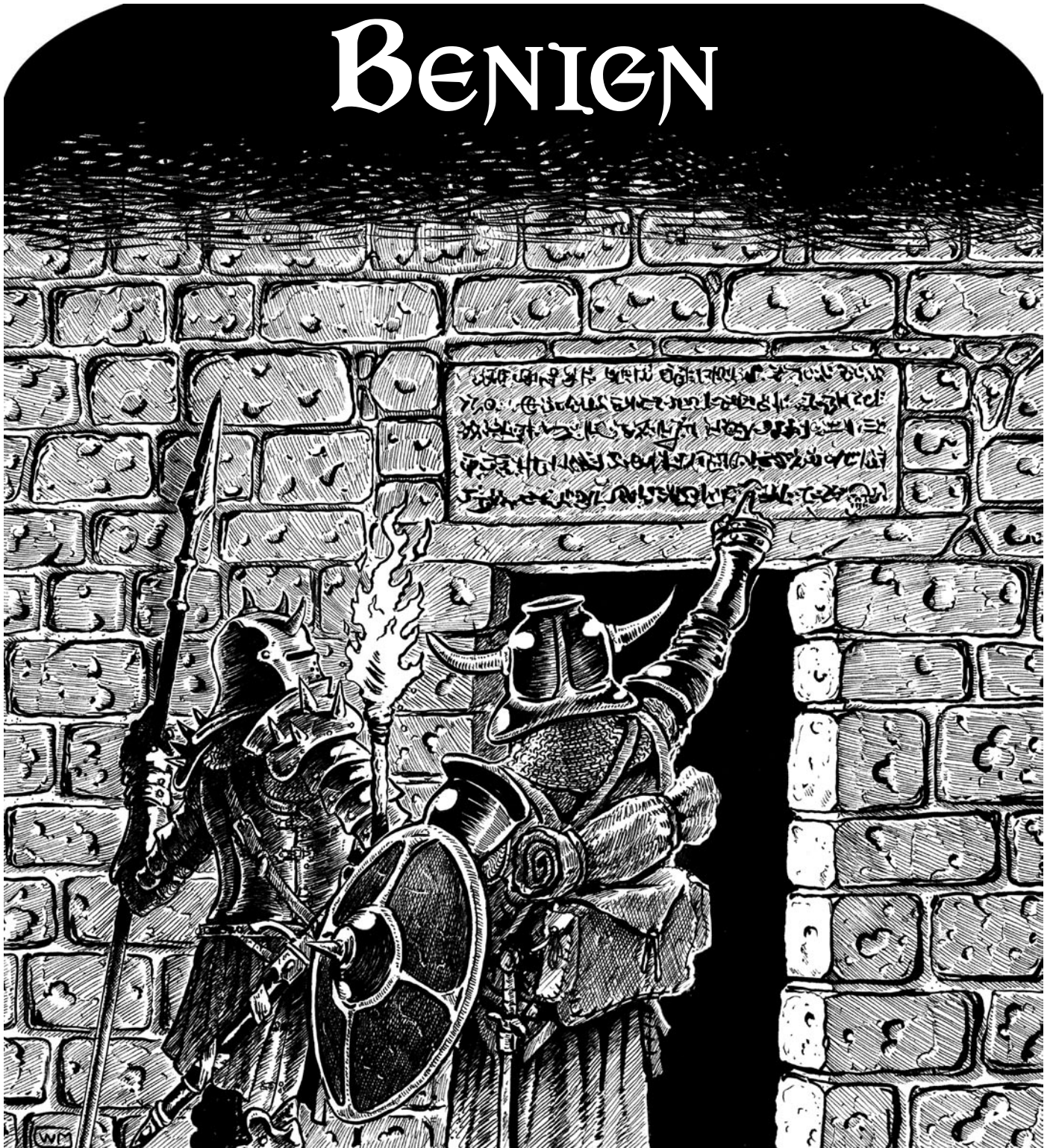
XRPD6900

Malevolent and Benign



A First Edition Bestiary

MALEVOLENT AND BENIGN



A FIRST EDITION BESTIARY - VOLUME ONE

Credits

Creature Conversion: Joseph Browning

Creature Creation: James C. Boney, Joseph Browning, Andrew Hind, Alphonso Warden

Cover Art: Peter Mullen

Editing: David M. Prata

Interior Art: John Bingham, Joe Calkins, David Esbri, Joan Guardiet, William McAusland, Bradley McDevitt, Jeremy McHugh, Claudio Pozas, Ravindra Rana, Jeff Womack, and Maciej Zagorski

Foreword

Welcome to Malevolent and Benign: A First Edition Bestiary! It is with great pleasure that we at Expeditionary Retreat Press bring to you a new bestiary with over 150 monsters for First Edition play. We believe you will find numerous enjoyable monsters within this tome with which to vex your players.

Malevolent and Benign has a happenstance origin. We at XRP were busy in the old-school renaissance producing our *Advanced Adventures* line of modules when we noticed a slow accumulation of exciting new monsters with that delicious old-school flavor. This, coupled with some OGL monster conversions I did for the *Old-School Gazette*, gave us a healthy start for a full-fledged monster book so I decided to find some of the most interesting and fun monsters from our *Monster Geographica* line and convert them into the edition I grew up playing.

Because, truth be told, the real origin of Malevolent and Benign begins back in 1981 with my first character (a fighter, I believe) who went on his first adventure. The moment he fell into a pit trap and died, I was hooked. I suspect that we all share similar moments, be they in different years or with different success rates. It is because of that moment that Malevolent and Benign really exists.

But any thoughts of the past must be accompanied with a deep gratitude and a debt of thanks to Gary Gygax. His unfortunate passing has left a hole in world that, at least for me, will remain for a long time. Although I did not know the man well, our few exchanges were pleasant and I can truly say that there are few who would take the time to talk about the milk production of the humble bovine via e-mail. Thank you Gary, for your gift to us all!

Gary bears the lion's share of my gratitude, but there are many others from that age that helped form my preferred gaming aesthetic. Tom Moldvay is perhaps second only to Gary, but I am also deeply indebted to the artists Otis, Sutherland, Dee, Trampier, Willingham, and Roslof for putting images into my mind that guide with me when creating new material for First Edition. I hope the art contained within Malevolent and Benign seems as appropriate to you, gentle reader, as it does to me.

Well, enough of my ramblings, on with the show!

Joseph Browning
Expeditionary Retreat Press
March 22, 2009



TABLE OF CONTENTS

ACANOPYORNIS.....	4	GIANT, RIME	42	OTYUGH, CORRUPTED.....	81
ACULEAN.....	5	GIANT, SEA	43	PALLEMON	82
ADDLEVETCH	5	GIANT, WOOD	44	PHASE STALLION.....	83
ARCANOPLASM.....	6	GOLEM, AMALGAM.....	44	PRISM WARD	84
ASTRAL WEB	7	GOLEM, DRAGONSHIP.....	45	PUDDLE STALKER	84
AUTUMNAL MOURNER	8	GOLEM, FURNACE.....	46	QUICKENER	85
AVATAR OF FAMINE	8	GOLEM, IOUN	46	QUICKGRASS	86
AVMAR	9	GOLEM, LABYRINTHINE.....	47	QUISLOI.....	86
BARATHELAR	10	GOLEM, RESIN	48	RANCID.....	88
BLACKWATER SLOUGH.....	11	GOLEM, WAX	49	ROPE HORROR.....	88
BLESSED RING.....	11	GRAY LADY	50	RUMBLE LIZARD	89
BLIGHT BELCHER.....	12	GREENFEEDER	50	SABULOUS HUSK.....	90
BLOOD BOWLER	13	GROUNDLING	51	SCORPION, GIANT BLACK	90
BLOODWORM.....	14	HAEMOVORID.....	52	SCORPION SWARM	91
BOG BEAST	14	HAG, BLOOD.....	53	SEEDER	91
BOGWING	15	HAG, DOOM.....	54	SHADOW LORD.....	92
BONE SOVEREIGN.....	15	HARBINGER	54	SHADOWCAP.....	93
BRAINLOCK MOLD (SPIDER) ..	17	HARMOAI	55	SILENT REAPER	95
BRINE CRUST	17	HAZE HORROR	56	SKELETON, BLACK	95
BULL OF HEAVEN.....	18	HEARTH HORROR.....	56	SKRESH	96
CADAVER	19	HEARTLESS	58	SKYSHARK	97
CANOPY KRAKEN	19	HELIOKARABOS.....	58	SLAVERING MOUTHER	97
CAVE HERMIT	20	HELLSCORN	59	SLITHERVINE	98
CEILIDH HORROR	20	HEPHAESTAN	60	SNAIL MAN	99
CLAMOR.....	21	HERALD OF ARMAGEDDON..	60	SNAKE, CROWN COILER	100
COBLYNAU	22	HOLD CREEPER	61	SNAKE, ICE GLARE.....	101
DARK VOYEUR.....	22	HYDRACNID	62	SOULTRAPPER.....	101
DARK WOODSMAN	23	HYDRAMNION.....	63	SPIDER, ACIDWEAVER	102
DEADWOOD	24	INSCRIBER	64	SPIDER, PRIMAL	103
DELUSION HUMMER	26	JELLYHIVE.....	65	SPIDER, TIME	104
DIOCTOPUS	27	KINGMAKER SWAN.....	66	STINGING WOODFLY	104
DRAGON, AMOHAJI	27	KLORTHACK SPINE	66	STONESTRIDER	105
DROTH'YAR	28	LASSOO	67	STRANGLEBARK.....	106
DRYAD, TREELOST	29	LATCH FROG	67	SUICIDE PLANT	106
ELEMENTAL PRINCE, WATER...	30	LOSTLING	68	TEO-SELERAI.....	107
ENGRAVED.....	31	MAGPINE.....	69	TROLL, SHRIEKING	108
EPICUREAN	32	MALIGANTI	70	TULGORTH	109
EROLTH.....	33	MARLOC.....	70	UBEROUS GUARDIAN	110
FACELESS ONE	34	MARSHLIGHT OOZE	71	UMBRA SMOKE BEAST.....	111
FLUTTERING OOZE	35	MUS MAXIMUS.....	72	UNDAL	112
FOOL'S DRAGON	35	MYRCLOUD	73	VAMPIRE MOSS.....	112
FOUL SPAWNER.....	36	NAGA, BLOOD.....	74	VERMIN DOG	113
FUNGAL RENDER.....	37	NAGA, MOLT.....	74	VOLLEY FLOWER	113
FURROWER	37	NEVERLASTING	75	VORPA.....	114
GANYADI.....	38	NOCTUAR	76	VULTURE, GRIMDEATH	114
GARGOYLE, MAD SOME.....	39	NOJA	77	WAX DOPPELGANGER.....	115
GEHZIN.....	40	NOKKER	78	WHITE FOAM	116
GHOULFRUIT TREE	40	OAKMAN	79	WODEWOSE.....	116
GIANT, NEPHILIM.....	41	OATHBROKEN.....	80	WYRDWOLF	117



ACANOPYORNIS

SIZE: Large (9 ft. tall)
MOVE: 180 ft.
ARMOR CLASS: 8
HIT DICE: 3
ATTACKS: 3
DAMAGE: 1-4, 1-4, 1-2
SPECIAL ATTACKS: None
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Uncommon
NO. ENCOUNTERED: 9-16
LAIR PROBABILITY: 10%
TREASURE: None
INTELLIGENCE: Animal
ALIGNMENT: Neutral
LEVEL/X.P.: 2 / 65 + 2/hp

General information: The acanopyornis is a large flightless bird of the desert that, unlike most flightless birds, still possesses large wings. Omnivorous, feeding on small desert reptiles and desert plants, the acanopyornis uses its great wings to shelter itself from sandstorms, forming a canopy of sorts. This behavior, combined with its relatively calm demeanor, makes it a popular choice as a mount for desert-dwelling peoples. Acanopyornises are sometimes referred to as "canopy steeds."

During a sandstorm, an acanopyornis can lift and spread its wings, creating a tent-like dome large enough for itself and one medium-sized creature. The bird's remarkable physiology maintains the temperature within its wings at a level comfortable for beasts and humans, as well as allowing it to support an incredible weight of sand covering. In the wild, the acanopyornis uses this ability to protect its chicks from sandstorms or the vicious desert heat.

If trapped beneath the shifting desert sands, an acanopyornis gives out a throaty subsonic call. All acanopyornises or other creatures with extremely acute hearing can hear the trapped acanopyornis up to a quarter-mile away. Wild acanopyornises always come to the aid of such a bird unless large predators are known to be in the area, and help to dig the trapped out with their powerful legs and splayed talons. The wise rider, trapped under the sand with his acanopyornis, rations his food and water carefully while waiting for aid. In the sheltering wings, a rider and his bird can survive for 3 hours before suffocating.



If encountered in their lair, there will be a communal nest. There is a 50% chance that there will be 4-24 eggs or young birds of 25% to 50% maturity. The eggs are worth 10 gp each (and will feed a party of 6 for a single meal) and young birds can be sold on the market for 50 gp each. An adult trained for riding typically sells for 50 gp while one trained for war sells at 250 gp. They require half the rations of horses and only a quarter of the water, most of which is supplied through their cacti foods

Physical description: Acanopyornises are great flightless birds that are somewhat larger than a very big ostrich. A typical acanopyornis stands 9 feet tall and weighs nearly 450 pounds. Its wingspan is almost 20 feet. It has light brown feathers over the majority of its body, with almost opalescent wing feathers. The beak is typically orange in color, but can be various shades of tan.

Variants: The green-beaked acanopyornis dines almost solely on the poisonous noptri cactus. The green-beak is immune to this toxin, but its beak, dyed green by the cactus pulp, is saturated with the poison, and thus its bite is dangerous. Any creature hit by a green-beaked's bite must save against poison or suffer an additional 15 hit points of damage in 2-5 rounds.

ACULEAN

SIZE: Large (12 ft. long)
MOVE: 150 ft.
ARMOR CLASS: 3
HIT DICE: 7+2
ATTACKS: 4
DAMAGE: By weapon, 1-10, 1-10, 1-4
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: Immune to poison
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 2-8
LAIR PROBABILITY: 75%
TREASURE: Individual: 2-12 ep, 2-8 gp, 1-6 pp; In Lair: 1-6k cp (25%), 1-6k sp (40%), 1-6k ep (40%), 1-10k gp (55%), 100-400 pp (25%), 4-40 gems (60%), 3-30 jewelry (50%), any 3 magic items (30%)
INTELLIGENCE: Average to very
ALIGNMENT: Neutral evil
LEVEL/X.P.: 6 / 850 + 10/hp

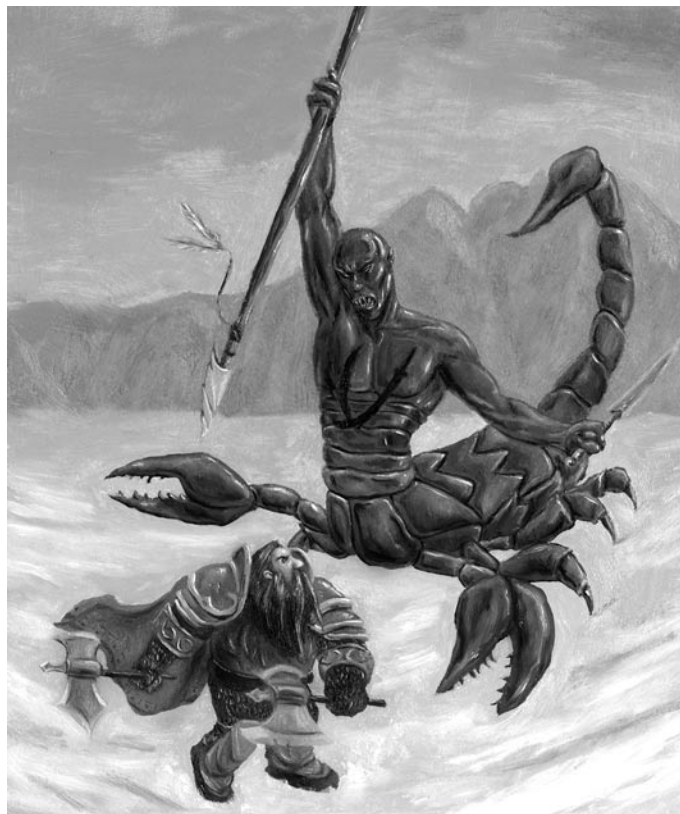
General information: Aculeans are an ancient race of evil, half-scorpion humanoids. These merciless desert predators hunt other desert dwelling races for sport and food. Legends tell of a massive city sunken beneath the sands which is the birthplace of the aculean race. The truth of these tales is unproven as of yet. Aculeans have an affinity with scorpions of all sizes, and are often found in the company of 1-2 giant scorpions or 1 giant black scorpion.

Any creature stung by an aculean must save against poison or take 1-6 points of damage and be paralyzed for 1-6 hours. Aculean poison is somewhat weak, allowing a +1 to the save. Aculeans can use the following spells three times per day at the 6th level of ability: *create food and water*, *cure disease*, *hallucinatory terrain*.

Aculeans lure travelers into traps using *hallucinatory terrain* to create illusions of small oases or wells. They then charge with their lances; any who survive the charge are trampled and attacked with stingers, claws, and any other melee weapons carried. Though aculeans much prefer claws, sting, and lance, they may carry falchions, spears, scimitars, shortbows, or crossbows. Aculeans can use their attacks individually, attacking up to 4 different targets each round.

Languages: Aculeans speak their own language. More intelligent members of their race tend to learn common as well.

Physical description: Human from the waist up and a giant scorpion from the waist down, an aculean is about 12 feet long and weighs 850 pounds. Alien eyes peer from their hairless skulls, and each bears a tattoo of a black crescent moon and scimitar covering much



of their chitinous chest. They are typically brownish in color and vary from a light tan to a deep dun.

ADDLEVETCH

SIZE: Small
MOVE: 10 ft.
ARMOR CLASS: 6
HIT DICE: 2
ATTACKS: Special
DAMAGE: Special
SPECIAL ATTACKS: Eye rays
SPECIAL DEFENSES: All-around vision
MAGIC RESISTANCE: 15%
RARITY: Uncommon
NO. ENCOUNTERED: 1-2
LAIR PROBABILITY: 0%
TREASURE: None
INTELLIGENCE: Low
ALIGNMENT: Neutral
LEVEL/X.P.: 2 / 50 + 1/hp



General information: Addlevetch are mobile, carnivorous plants found in desert regions. They prefer to lie in wait along pools of water, usually wedged between rocks (improving AC to 4) or at the base of a palm tree. When an animal or other prey comes near, an addlevetch uses its rays to disable and kill the creature. Once any threats have passed, the plant nestles into the corpse to consume and grow. A few desert tribes hunt and kill addlevetch to create a fiery tequila beloved by the brave, daring or foolhardy.

Every addlevetch possesses three "eyes." These are at the tips of curved stems growing from the center of the plant, and each eye has a different magical ability. Each eye must succeed on a to hit roll to successfully target a victim. The yellow eye shoots a yellow ray that acts as a *confusion* spell against the target only. The red eye shoots a red ray that causes a massive itching sensation throughout the target's body, resulting in a -2 to all to hit and damage rolls with a failed save against spells. The smallest eye, the blue eye, shoots a blue ray that acts like a *cause light wounds* spell. The addlevetch can use two eye rays per round in combat. The eye stems are very quick and flexible (AC -5) but can be severed by dealing 1 hit point of damage with a slashing weapon. An addlevetch that suffers a severed eye usually makes a fighting withdrawal from the combat to regrow the eye. Regrowth takes a minimum of two weeks.

Addlevetch possess all-around vision and cannot be surprised. They are automatically aware of any creature of small size or larger within 30 feet, including invisible ones. Addlevetch sometimes hunt in pairs, sharing in kills.

Physical description: An addlevetch look similar to a small agave cactus common in some desert regions. They have a rosette of thick, fleshy leaves spanning up to three feet in diameter. Where the tall flowering stem would grow during the flowering phase of a true agave, the addlevetch possesses three long and curving stems. Each of these stems sports a colorful

and shiny sphere at its tip, looking like a closed flower. Typically there are several dead leaves at the base of the plant which help insulate it from the cold desert nights and hide the web of shallow roots used for mobility. These dead leaves are more common in winter and are sometimes completely absent during high summer.

Variants: There are reports of different types of addlevetch possessing different eye abilities, such as *fear*, *slow*, and *sleep*. However, all these variants possess the *cause light wounds* eye. It is rumored that there are addlevetch adapted to subterranean life, but such has not been confirmed, nor has the rumor of a greater addlevetch possessing 6 eyes.

ARCANOPLASM

SIZE: Medium (5 ft. tall)
 MOVE: 90 ft.
 ARMOR CLASS: 6
 HIT DICE: 7
 ATTACKS: 1
 DAMAGE: 3-18
 SPECIAL ATTACKS: See below
 SPECIAL DEFENSES: See below
 MAGIC RESISTANCE: None
 RARITY: Very rare
 NO. ENCOUNTERED: 1
 LAIR PROBABILITY: 90%
 TREASURE: None
 INTELLIGENCE: Semi
 ALIGNMENT: Neutral
 LEVEL/X.P.: 6 / 554 + 8/hp

General information: Arcanoplasms are thought to be the result of a failed magic experiment. Wizards and sages alike have tried for years to gather complete information on this odd creature, but thus far such information has eluded even the most resourceful of casters. Arcanoplasms are found in areas where the residual energies of arcane magic linger. Such areas include ruined wizard's towers, keeps, dungeons, and so forth. Here they feed and remain until disturbed. Most encounters with these monsters take place in such locations, as the arcanoplasm rarely travels far from its lair - and since it lairs in ruins and other such adventurer-attracting places, it rarely has to wait long between meals.

When forced to combat, arcanoplasms always locate arcane spellcasting creatures first. An arcanoplasm can automatically detect the location of any arcane spellcaster within a 100-foot radius and its detection is not blocked by stone, lead, or other material. Because of its ability to replicate spells cast near it, the arcanoplasm tries to stay within 30 feet of an arcane caster while physically attacking others with acid-laced pseudopodia for 2-12 points



of damage, plus an additional 1-6 points of acid damage per hit. An arcanoplasm can mimic any arcane spell of 4th level or lower that is cast within 30 feet of it. The spell takes effect on the arcanoplasm's next round and does not require any components. Mimicked spells are cast at the foe deemed most threatening. Arcanoplasms only attack arcane casters once all other threats are removed.

Any arcane spell cast at an arcanoplasm is automatically absorbed. This cures 1 hit point of damage per 3 points of damage the spell would otherwise deal. (Non-damaging spells cure 1 hit point of damage per spell level of the spell.) Spells that affect an area are not absorbed, but neither do they affect the arcanoplasm. An arcanoplasm cannot absorb divine magic and is affected by it normally. Arcanoplasms are immune to poison.

Arcanoplasms do not value mundane treasure and view magical treasure as food. Any magical item less potent than an artifact or relic will be drained after one week of feeding. If recovered before then it will still be functional, but any charged items lose 1/7 of their charges per day of draining. There is a 10% chance that an encountered arcanoplasm will possess a magic item currently being drained.

Physical description: Arcanoplasms are amorphous blobs that often assume a sort of pseudo-bipedal form roughly 5 feet tall.

Variants: It is speculated that 10% of all arcanoplasms are actually divinoplasms that treat divine magic like normal arcanoplasms treat arcane. This ratio is uncertain due to the rarity of the monster, but such variants have been confirmed.

ASTRAL WEB

SIZE: Large (50 ft. long)

MOVE: 5 ft.

ARMOR CLASS: 0

HIT DICE: 20

ATTACKS: Special

DAMAGE: Special

SPECIAL ATTACKS: See below

SPECIAL DEFENSES: Immune to fire and cold

MAGIC RESISTANCE: 25%

RARITY: Very rare

NO. ENCOUNTERED: 1

LAIR PROBABILITY: 100%

TREASURE: In Lair: 1-3k cp (20%), 1-4k sp (25%), 1-4k ep (25%), 1-4k gp (30%), 100-600 pp (30%), 10-60 gems (55%), 5-30 jewelry (50%), any 3 magic items (50%)

INTELLIGENCE: High

ALIGNMENT: Neutral evil

LEVEL/X.P.: 9 / 8,200 + 30/hp

General information: Astral webs are permanently invisible astral predators that trap prey in their webby bodies, eventually killing them through deprivation. They also "bleed" over into the prime material plane, where they are visible and look remarkably like simple giant spider silk and normal cobwebs in a long passageway or tunnel.

Astral webs are able to change the strength, texture, flammability, and stickiness of their bodies at will, allowing unwitting prey to enter deep into the creature before becoming trapped. Creatures within the astral web when it turns its webs strong, sticky, and non-flammable are considered trapped and stuck. Any creature with an 18 or greater strength can break free after a full turn of struggle, while a strength of 17 provides escape in two turns. There is no hope for those with 16 or less strength. Casting spells while entangled risks a 50% failure chance. Entangled creatures can attack the astral web at a -4 penalty and deal only half damage.

While entangled, astral webs subject their prey to different effects depending upon the plane on which the prey resides. Upon the astral plane, the astral web brings the timeline of the prime material plane into its body, subjecting its prey to the ravages of hunger and thirst. Many a creature has died of deprivation while in the "timeless" astral plane through this tactic. On the prime plane, the astral web brings the vast emptiness of the astral to the material, resulting in a preternatural cold that deals 2 hit points of damage per round upon all those within it.

If an astral web is damaged by more than 50%, it retreats fully into one of its two home planes (depending on which plane it is trying to avoid), leaving behind those that damaged it. If followed, it moves but slowly and will probably be destroyed by former prey seeking revenge. Astral webs enjoy collecting treasure and will use the remains of previous kills to entice the unwary to their deaths.

Languages: Astral webs can communicate telepathically (within 100 ft.) with any creature that has a language. They also appear to have some limited ESP ability, allowing them to pick out the memories of youth from their prey. Those that have escaped from an astral web tell tales of how the web would sing to them like their mothers did as it slowly killed them.

Physical description: Astral webs are invisible on the astral plane, but viewers on the material (or those able to see the invisible), see what looks to be a 10-foot tall, 10-foot wide, and 50-foot long tunnel of giant spider silk and cobwebs.

AUTUMNAL MOURNER

SIZE: Medium (5 ft. tall)
MOVE: Flying 120 ft. (AA: level VI)
ARMOR CLASS: 0
HIT DICE: 2+2
ATTACKS: 1
DAMAGE: 1-8
SPECIAL ATTACKS: Dirge
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: None
RARITY: Uncommon
NO. ENCOUNTERED: 2-20
LAIR PROBABILITY: 5%
TREASURE: None
INTELLIGENCE: Low
ALIGNMENT: Neutral evil
LEVEL/X.P.: 3 / 70 + 2/hp

General information: As the lingering spirits of the neglected dead, autumnal mourners appear during the gray mists of autumn. Deprived of a proper funeral, burial, or even commemoration, they now mourn the summer's annual passing and the subsequent death of the trees' falling leaves.

Autumnal mourners are disquieting but not especially dangerous in early autumn. They silently rise from the mists and accompany travelers venturing through the woods, somberly following them for several hours. However, when autumn yields to winter, the mourners grow more obsessed with death. Commemorating the passing of dying leaves no longer satisfies their restless nature.

When the first snows cover the land, the autumnal mourners transform into bloodthirsty angels of vengeance. Once again, they rise from the mists alongside travelers, but savagely attack them instead, freezing flesh to the bone with their icy hands for 1-8 hit points of damage per touch.

The dirge they continually sing softly changes in tenor as well during the winter, becoming more ominous and threatening. Creatures within 50 feet of an autumnal mourner must save against spells or feel their morale drop, resulting in a -1 penalty to hit.

Although incorporeal of form, autumnal mourners can be damaged by normal weapons. Twice per day they can change shape into a whirling mass of autumn leaves and, while in leaf form, they can only be hit by magical weapons. They only do 1-4 hit points of damage while in this shape, however, and they are forced to revert to their normal shape in 2-5 rounds, leaving behind a pile of freshly fallen leaves on snow.

While the potential for autumnal mourners may exist in every land, it appears that only the forest

and woods' seasonal changes, as experienced by their deciduous plant life, generate their creation. Autumnal mourners turn as ghouls.

Languages: Autumnal mourners speak common, or the tongues spoken in life.

Physical description: Autumnal mourners appear as they did in life, except for their pale, gray skin and the reddish-brown veils covering their faces. They float solemnly amidst the tumbling leaves, quietly singing melancholy dirges.

AVATAR OF FAMINE

SIZE: Medium (6 ft. tall)
MOVE: 180 ft.
ARMOR CLASS: 2
HIT DICE: 7
ATTACKS: 1
DAMAGE: 2-8
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: None
MAGIC RESISTANCE: 20%
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 95%
TREASURE: None
INTELLIGENCE: Exceptional
ALIGNMENT: Neutral evil
LEVEL/X.P.: 6 / 925 + 8/hp

General information: Avatars of famine are formed through a horrible ritual where at least 500 sentient creatures are sacrificed via starvation. The last creature to die is transformed into the avatar. An avatar of famine is the will of the god of famine made permanent.

Although capable of delivering a severe wound with its claws, an avatar of famine attacks primarily through its fog of hunger ability. At will, a thick fog surrounds the avatar to a radius of 25 feet providing some concealment and an AC of 0. Any creature within the fog's radius must succeed on a saving throw against spells every round or become hungry in increasingly more dangerous ways. The first round of hunger is equivalent to a strong desire for food - uncomfortable, but not detrimental. The second round of hunger is more dire. All creatures suffer a -1 penalty to attack rolls as the pains of hunger distract them from tasks at hand. The third round is even worse. All creatures suffer -2 to attack rolls and have their movement rates reduced by a quarter. Also, any spells cast during this period have a 25% chance of failure and any creatures subject to morale checks are required to check morale at this point and at every worsening of the hunger. The fourth round continues the downward spiral, with rolls at -4,



movement rates cut in half, and spells at a 50% failure rate. The fifth and subsequent rounds of hunger result in rolls at -6, movement rates cut by three-fourths, spells at a 75% failure rate, and an additional save against spells being required to remain standing. A failure on this check results in the creature curling up in the fetal position and dying of hunger in 2-12 rounds. Creatures that need not eat are unaffected by the fog.

In addition to this terrible ability, an avatar of famine can animate the bodies and bones of the dead around it, creating a sort of *entangle* effect provided enough dead in the area. The area extends in a 20 ft. radius from the avatar. Creatures caught in this area must succeed in a save against spells or take 1-6 points of damage, move at half speed, attack at a -2 penalty, and be unable to cast spells. Those who save are only slowed to half speed. Avatars of famine usually stay in the area of the sacrifice that created them, providing them with plenty of dead for the use of this ability.

Avatars of famine can be turned, but are turned as a special undead creature. The god of famine does not want its creations halted and personally channels his energy into each of his avatars.

Languages: Avatars of famine speak common and any other languages of the creatures from which they were transformed.

Physical description: The avatar of famine is a thin, zombie-like creature whose flesh is tight upon its bones. Those foolish enough to mistake the avatar

for a common zombie are soon corrected by its astonishing speed and short, sharpened claws. It is a gaunt and gray creature, with smoldering green lights in its eye sockets.

AVMAR

SIZE: Large (12 ft. tall)
 MOVE: 120 ft.
 ARMOR CLASS: 0
 HIT DICE: 12
 ATTACKS: 2
 DAMAGE: 1-10, 1-10
 SPECIAL ATTACKS: See below
 SPECIAL DEFENSES: +1 or better weapon to hit
 MAGIC RESISTANCE: 40%
 RARITY: Very rare
 NO. ENCOUNTERED: 1
 LAIR PROBABILITY: 70%
 TREASURE: None
 INTELLIGENCE: Low
 ALIGNMENT: Neutral
 LEVEL/X.P.: 8 / 3550 + 16/hp

General information: The fearsome avmar serves as a guardian of some legendary treasure of the ancients. Its origins are shrouded in time, but it is known that only members of a certain bloodline are able to control the creature. Whether that bloodline created the avmar or simply discovered its secrets is also unknown.

Normal weapons cannot damage it. If within 60 feet of an opponent, the avmar emits an ethereal wave

that causes all within range who fail a save against magic to weaken and endure a -4 to hit during combat. Its powerful arms can slam an opponent backward 5-10 feet if the PC is struck on an 18-20. A PC knocked back is stunned for 1-4 combat rounds.

Instead of fighting with its fists, the avmar may elect to charge an opponent with its horn if the victim is more than 20 feet away, dealing 1-12+5 hit points of damage. There is a 5% chance per 5 feet distance covered that the victim will be impaled on the horn for 1-6 hit points per round in addition to the normal damage. If impaled, the PC must make a successful bend bars roll in order to pull himself off the horn.

Physical description: The avmar appears as a 12-foot-tall, muscular, black stone beast, with slitted eyes and a large horn protruding from its forehead. It weighs more than 1,000 lbs.



B BARATHELAR - BLACKWATER SLOUGH - BLESSED RING - BLIGHT BELCHER - BLOOD BOWLER - BLOOD WORM - BOG BEAST - BOGWING - BONE SOVEREIGN - BRAINLOCK MOLD (SPIDER) - BRINE CRUST - BULL OF HEAVEN

BARATHELAR

SIZE: Small (3 ft. tall)

MOVE: 120 ft.

ARMOR CLASS: 5

HIT DICE: 2+1

ATTACKS: 2

DAMAGE: 1-3, 1-3

SPECIAL ATTACKS: Suffocate

SPECIAL DEFENSES: None

MAGIC RESISTANCE: None

RARITY: Very rare

NO. ENCOUNTERED: 1

LAIR PROBABILITY: 5%

TREASURE: In Lair: 1-4k cp (25%), 1-3k sp (20%), 1-4 gems (50%)

INTELLIGENCE: Very

ALIGNMENT: Chaotic evil

LEVEL/X.P.: 3 / 110 + 2/hp

General information: Barathelar are wily shape-changers who don the appearance of housecats to infiltrate households. Once inside, the barathelar targets the young children of the home and suffocates them by literally stealing their breath. They then retreat to their lair beneath the bustling streets.

A barathelar's kiss sucks the breath from a helpless opponent, immediately triggering the onset of respiratory arrest. A victim must save against death or begin to suffocate, dying in 5 rounds. A *remove curse* spell, or the death of the barathelar, is the only

means of saving the creature's life during this period. Fortunately, the barathelar can only utilize the ability while in cat form and even then only against a helpless opponent.

Barathelar rely upon deception and guile rather than their fairly weak physical attributes to defeat their opponents. Ideally, they prefer attacking a helpless opponent, as in the case of a sleeping child, but if confronted with no readily available escape route, the barathelar stands its ground until it is able to flee. To achieve this end, the barathelar initially hisses like an angry cat. Any creature within 30 feet must save against spells or be scared for 2-5 rounds, fleeing away from the barathelar. After hissing the barathelar will hightail itself out of the situation. If hissing doesn't work, a barthelar will employ *dimension door* as a second alternative. It can *dimension door* once per day. If forced to combat it can use *blur* and *color spray* twice per day.

Languages: Barathelar speak common and undercommon.

Physical description: The barathelar appears in one of two forms: its natural humanoid shape, or that of a cat. In its actual state, the barathelar is a small, gaunt, childlike humanoid with



a dark olive complexion and a thick head of jet black hair. It frequently employs an impish, mischievous grin and its mysterious amber eyes to disarm suspicious humanoids. Although females account for nine out of every ten barathelar, every barathelar sports a small cluster of barely discernible, thin white whiskers on its upper lips and along the side of its nose. Barathelar stand 3 feet tall and weigh 45 pounds. All barathelar have small retractable claws they use in combat, regardless their current form.

In addition to its physical characteristics, the creature flaunts its riches and style by adorning itself in only the finest attire while in its natural shape. Barathelar possess all of the trappings of wealth and a charming personality, but they remain aloof, interacting with humanoids only to further their agenda. Surprisingly, the barathelar is unable to alter its humanoid appearance in any manner. Conversely, the creature displays an astounding prowess to mimic the physical appearance of virtually any cat, a trait that it uses to its maximum advantage.

BLACKWATER SLOUGH

SIZE: Large (20 ft. wide)
MOVE: 5 ft., swimming 10 ft.
ARMOR CLASS: 5
HIT DICE: 12
ATTACKS: 2
DAMAGE: 3-8, 3-8
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: + 1 or better weapon to hit
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 90%
TREASURE: In Lair: 1-6k cp (25%), 1-6k sp (40%), 1-6k ep (40%), 1-10k gp (55%), 100-400 pp (25%), 4-40 gems (60%), 3-30 jewelry (50%), any 3 magic items (30%)
INTELLIGENCE: High
ALIGNMENT: Chaotic evil
LEVEL/X.P.: 8 / 5,150 + 16/hp

General information: Fabled as the tainted runoff from a foul lake that contains the remains of a perished dark god, blackwater sloughs do not die of natural causes and are extremely patient to see their plans come to fruition. They plot and connive, arranging the downfall of both good and evil through manipulation, illusions, and bargains with glory-seekers. Sloughs pit good and evil beings against one another, hoping all are destroyed.

Blackwater sloughs move slowly, rippling and flowing toward their destinations. Most make their homes in marshes or damp caverns, seeping through cracks in the earth and remaining in one place as long as possible. Those who must travel prefer to do so in

water, where they can let themselves be carried by currents. They smell strongly of mildew and have darkvision to 120 ft.

Once per round, a blackwater slough can create a blast of intense cold in a 30-foot radius. Any creature within this area suffers 1-6 hit points of damage. Those who fail a save against spells (made at +2) are also slowed for 1-4 rounds.

A blackwater slough can perform many spell-like powers at the 16th level of ability. At will: *audible glamour, dancing lights, demi-shadow monsters, detect illusion, detect invisibility, detect magic, hypnotic pattern, illusionary script, improved phantasmal force, lower water, minor creation, misdirection*. Thrice daily: *demi-shadow magic, hallucinatory terrain, invisibility, minor creation, non-detection, shades, spectral force*. Once daily: *improved invisibility, major creation, maze, permanent illusion, phantasmal killer*.

Direct combat is a last resort for blackwater sloughs; they prefer arranging the deaths of their enemies from afar. When pressed into battle, however, they are formidable. Often forewarned of their opponents' approach, sloughs fill their homes with illusions to confuse their foes. In melee, blackwater sloughs form pseudopodia that bash at opponents, dealing 1-6 hit points of damage plus 2 points of acid damage on a hit.

A blackwater slough can create a shadowy humanoid servant. This ability is identical to a *project image* spell, with the following exceptions: a shadowy servant does not mimic the appearance of the slough, it has a range of 5 miles, and it has an unlimited duration. The slough can only use its spell-like abilities through the shadow form. A successful *dispel magic* spell cast on the shadow form destroys it, after which the slough may not create another for 3 rounds.

Physical description: Blackwater sloughs are cold sheets of black fluid in which strange white and yellow eyes occasionally bob. They weigh 250 pounds and are naturally buoyant.

BLESSED RING

SIZE: Large (15 ft. wide)
MOVE: 0 ft.
ARMOR CLASS: 4
HIT DICE: 8
ATTACKS: 1
DAMAGE: 2-20
SPECIAL ATTACKS: Digest
SPECIAL DEFENSES: Regeneration
MAGIC RESISTANCE: 75%

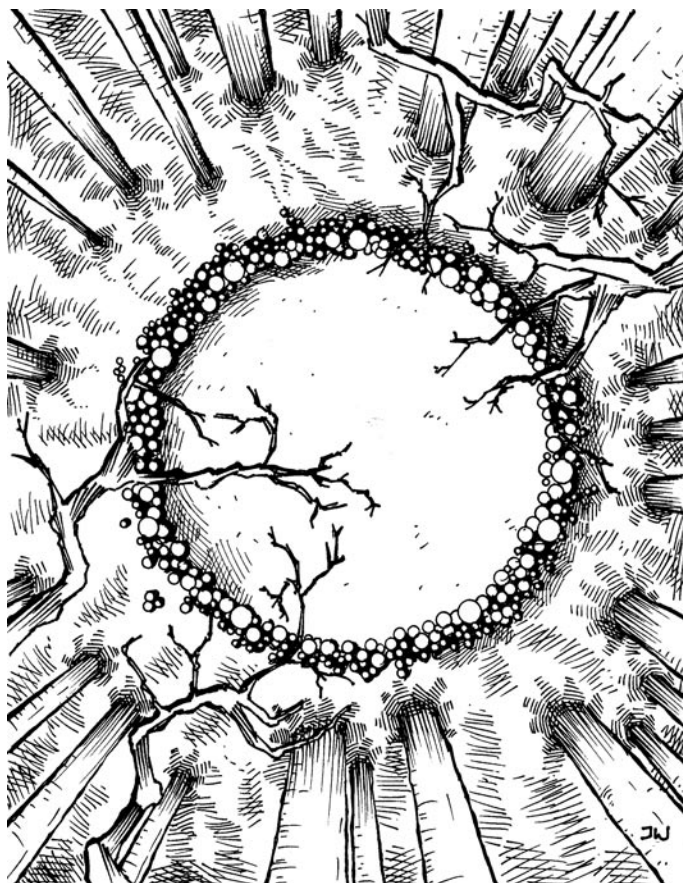
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 100%
TREASURE: None
INTELLIGENCE: None
ALIGNMENT: Lawful Good
LEVEL/X.P.: 7 / 1,200 + 12/hp

General information: To the weary adventurer, the blessed ring is a gift from the gods. Although rare, these simple rings of common toadstools can be found scattered throughout the wilderness. They are distinguished from normal mushrooms by their perfect ring pattern on the ground and the odd lack of any plant growth within their circle. Close inspection reveals nothing special about the ring, but if any living creature lies down within the circle and remains still for 5 minutes, the ring begins to grow up around it, quickly forming an impenetrable dome of mushrooms roughly 10 feet across and 5 feet high. This dome can comfortably hold four man-sized creatures. Anyone within the dome can rest completely protected from the elements and any marauding predators. After precisely 8 hours, the dome recedes, and within 1 round, only the original ring of mushrooms remains. There is little chance that anyone within the dome may be disturbed, as any attempt to attack or harm the dome during these 8 hours (whether from the inside or outside) earns the offender a spray of powerful acid dealing 2-20 points of damage to a range of 40 ft.

The blessed ring is, however, something of a mixed blessing: five minutes after the dome is formed, the fungus *detects evil* on everyone inside of it. If anyone within the circle is evil, the blessed ring attempts to digest everything within it by spraying a powerful acid dealing 2-20 points of damage to every creature inside the dome. Player characters trapped inside have only a few rounds to cut themselves out before they become fertilizer for the blessed ring. Blessed rings are often used by good or neutral adventurers as a safe place to camp in the wilderness. A more common use for the ring is as a rite of passage such as the coming-of-age into adulthood or as a final test for a new chieftain.

A blessed ring never enters combat directly, but if attacked in dome form, it sprays acid to defend itself. If attacked from the inside, it begins to digest the attacker. Anyone attempting to break through the dome must deal damage equal to one-third of the dome's total hit points in order to make room for a medium-sized creature to pass through. As the dome regenerates 5 hit points per round, this is more difficult than it sounds.

Physical description: Blessed rings appear in many different fungal forms, the only consistency between rings being the utter lack of plants within the circle.



Variants: 1 in every 50 blessed rings is actually a cursed ring. These function exactly as their nobler brethren, but shelter evil creatures while digesting good ones. Cursed rings are lawful evil and are indistinguishable from true blessed rings.

BLIGHT BELCHER

SIZE: Large (20 ft. long)
MOVE: 30 ft., swimming 120 ft.
ARMOR CLASS: 5
HIT DICE: 6
ATTACKS: 3
DAMAGE: 1-4, 1-4, 1-12
SPECIAL ATTACKS: Belch
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 2-5
LAIR PROBABILITY: 5%
TREASURE: None
INTELLIGENCE: Animal
ALIGNMENT: Neutral
LEVEL/X.P.: 4 / 230 + 6/hp

General information: Blight belchers are equally at home on land, in salt water, or in fresh water. Their powerful tails help them maneuver in the water, while their short stocky legs allow them to move through sand, soil, and mud. Though typically found in salt water, blight belchers enjoy bathing on beaches,



rolling in mudflats, swimming up inlets, and hunting in fresh water as well. Blight belcher jaunts on land eventually lead to water, lest their scales dry out.

Blight belchers are typically docile unless they are hungry or other creatures threaten their territory. Besides attacking with bite and claws, blight belchers also unleash a noxious gas once per day that works equally well underwater or on the surface. The gas cloud is 10 feet in diameter. If a blight belcher uses its breath weapon underwater, it rises up to the surface and engulfs all within a 10-foot radius directly above the blight belcher. This causes small boats to capsize, as the water that was holding the boat is displaced by the gas. Any creature failing a save versus breath weapon falls to the ground retching and gagging, unable to act for 2-5 rounds. During this period they receive no shield or dexterity bonus and may be attacked at +4.

Young blight belchers can be trained to serve as mounts. The advantages of a blight belcher mount are threefold; they can be goaded into using their breath weapons against foes (25% chance for non-war-trained belchers); they can move on land as well as in the water; and they make excellent trackers due to their acute sense of smell, which is equal to that of a hunting dog. If encountered in their lair, there is a 10% chance that there will be 2-8 eggs or young blight belchers of 25% to 50% maturity. The eggs are worth 50 gp each, and young belchers can be sold on the market for 200 gp each. An adult trained for riding typically sells for 400 gp, while one trained for war sells at 800 gp.

Physical description: These 20-foot long amphibious beasts look like a giant cross between a salamander and an alligator. They have green-brown scales, short, stocky legs, and muscular tails.

BLOOD BOWLER

SIZE: Small (1 ft. wide)
 MOVE: 180 ft. (see below)
 ARMOR CLASS: 1
 HIT DICE: 1
 ATTACKS: 1
 DAMAGE: 1-2
 SPECIAL ATTACKS: Drain blood
 SPECIAL DEFENSES: None
 MAGIC RESISTANCE: None
 RARITY: Rare
 NO. ENCOUNTERED: 5-20
 LAIR PROBABILITY: 0%
 TREASURE: None
 INTELLIGENCE: Animal
 ALIGNMENT: Neutral
 LEVEL/X.P.: 2 / 45 + 1/hp

General information: Believed relatives to the common bowler, blood bowlers are smaller and more active. They are found in rocky terrain such as mountains, hills, and underground caverns. The blood bowler's tough hide is almost as hard as the stone that it resembles, making an encounter with this mindless marauder a daunting challenge. Blood bowlers have no legs and move by pushing their bodies into a rolling motion, reaching high speeds. They start at 60 ft. the first round, 90 ft. the next, 120 ft. on the third round, and then top speed of 180 ft. on the fourth.

Blood bowlers are nomadic, always traveling in packs and searching for new food sources. Occasionally a group of blood bowlers stays in one area for some time, ambushing prey. This is likely when an ample source of food travels along an established route. This route is eventually abandoned as the animals in the area learn to avoid the newly arrived predators, forcing the blood bowlers to move on.

Unless the party sees past the blood bowler's camouflage (which is 90% effective), its first attack is from surprise. A blood bowler typically charges and tries to knock over the nearest opponent. Small creatures are immediately knocked down and medium-sized creatures are knocked down 50% of the time. If it knocks its opponent prone, the blood bowler latches on with several of its many mouths and drains the blood of the unfortunate target. If it fails to knock down an opponent, it wheels around for another pass in two rounds. A blood bowler can drain 1-4 hit points of blood per round and can drink up to 12 hit points in total. When the blood bowlers have all drunk their fill, they retreat.

Blood bowlers can be particularly deadly to creatures that rely on stealth for success. Such creatures may hear an enemy creeping up on them, but when they look around, all they see is a bunch of rocks. If the

creatures seek cover among the bowlers, expecting an ambush, they are likely to walk into a surprise attack by the bowlers themselves.

Blood bowlers reproduce in a strange mix of sexual and asexual reproduction. A group of blood bowler young appears as little more than a group of pebbles. The parents regurgitate their meals over their clutch of young in order to feed them.

Physical description: A blood bowler appears as nothing more than a mottled, spherical bowler similar in coloration to the terrain in which it is found. Closer inspection reveals that blood bowlers are covered with hideous little mouths with needle-sharp teeth, smeared with the blood of their victims.

BLOOD WORM

SIZE: Small (2-4 ft. long)
MOVE: 20 ft.
ARMOR CLASS: 8
HIT DICE: 1+1
ATTACKS: 1
DAMAGE: 1-4
SPECIAL ATTACKS: Blood drain
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 1-10
LAIR PROBABILITY: 50%
TREASURE: In Lair: 1-8k cp (20%), 1-12k sp (15%), 1-8k ep (15%), 1-6k gp (50%), 1-10 gems (30%), 1-6 jewelry (25%), any 2 magic items + 1 potion (15%)
INTELLIGENCE: None
ALIGNMENT: Neutral
LEVEL/X.P.: 2 / 40 +1/hp

General information: Blood worms reside in sandy deserts, spending almost the entirety of their existence below the dunes and only breaking the surface when they propel themselves out to latch onto victims with their lamprey mouths. Once a worm has successfully latched onto its prey, it extends a long, sharp proboscis that draws blood through it to be consumed. Each round, it drains blood equal to 2-5 hit points. Once it has drained 15 hit points, the worm detaches from its victim and burrows back into the sand.

The only method to safely detach a blood worm is to kill it. It can be ripped off by rolling under one's strength, but this causes the skin and flesh of the afflicted character to be torn away as well (1-4 points of damage). In addition, this generally tears off the proboscis and leaves it buried within the wound. This can quickly become infected and will lead to death 10% of the time within 2-8 days unless a *cure disease* spell is cast upon the victim.



Physical description: Blood worms superficially resemble lampreys, but their skin is rougher, toughened by the abrasion of the sand they live within.

BOG BEAST

SIZE: Large (8 ft. tall)
MOVE: 90 ft.
ARMOR CLASS: 6
HIT DICE: 5+1
ATTACKS: 3
DAMAGE: 2-5, 2-5, 2-8
SPECIAL ATTACKS: Disease
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 1-4
LAIR PROBABILITY: 65%
TREASURE: In Lair: 1-12k cp (20%), 1-6k sp (30%), 1-4k ep (10%), 1-6 gems (25%), 1-3 jewelry (20%), any 2 magic items (10%)
INTELLIGENCE: Low
ALIGNMENT: Neutral
LEVEL/X.P.: 4 / 270 + 4/hp

General information: Bog beasts make their lairs amid overgrown swamplands. When hungry they attack just about any creature that travels too close to their lair. Bog beasts attack with their claws and bite, but rarely fight to the death, preferring to flee and allow their disease to weaken the prey before tracking them down for the kill. Bog beasts track as 5th level rangers. A creature killed by a bog beast is dragged back to the lair, where it is devoured.



Under the hard nails on a bog beast's hand is a filthy layer of disease-infested mucus, excrement, and dirt. Any creature hit by a bog beast has a 25% chance of contracting a disease. After 1-6 turns, those diseased will suffer 1 hit point of damage per turn and one point of lost strength per hour until the victim is at 10% of his original hit points and strength. The disease runs its course in 1-6 days, during which the victim cannot naturally recover beyond 10% of maximum.

Languages: Bog beasts speak common and orcish.

Physical description: A bog beast is a large, shaggy, fur-covered, vaguely humanoid creature with two large upright tusks of pale white protruding from its mouth. Its hands sport sharp claws with filthy nails. Its eyes are dull brown in color and its fur is brownish-yellow. A bog beast stands over 8 feet tall and weighs around 1,100 pounds.

BOGWING

SIZE: Small (18 inch wingspan)
 MOVE: Flying 60 ft. (AA: level VI)
 ARMOR CLASS: 6
 HIT DICE: 2
 ATTACKS: 1
 DAMAGE: 1-4
 SPECIAL ATTACKS: See below
 SPECIAL DEFENSES: Immune to fear
 MAGIC RESISTANCE: None
 RARITY: Rare
 NO. ENCOUNTERED: 1-10
 LAIR PROBABILITY: 70%
 TREASURE: In Lair: 3-18 sp, 2-12 gp
 INTELLIGENCE: Low
 ALIGNMENT: Neutral evil
 LEVEL/X.P.: 2 / 50 + 1/hp

General information: Bogwings attack by biting for 1-4 hit points of damage and injecting a poison that slows the target for 1-8 rounds cumulative unless the target saves against poison. If the bogwing's attack roll is a natural 19-20, it may wrap its tail around the neck of the target (if applicable) in order to strangle its opponent. Each round after a successful strangle attack, the target must save against spells or lose 1-4 hit points. Armor surrounding the neck may negate this attack. A strangling bogwing will release its prey if the creature is reduced to 3 or fewer hit points.

Bogwings have vision equal to that of goblins, and they have a lifespan of approximately six months. They despise sunlight and will seek to avoid it by finding dark alcoves or caves during the day. When attacked with spells concerning light, they suffer a -5 to hit in combat, although torch/lantern light is not consistent enough to affect them. Bogwings are immune to fear and often attack creatures much larger than themselves.

Physical description: Small, flying, poisonous mammals, bogwings are covered with downy brown fur between their black bat-like wings. A bowing weighs 5-9 lbs. Long prehensile tails secure their landings and account for almost half their weight.

BONE SOVEREIGN

SIZE: Large (8 ft. tall)
 MOVE: 120 ft.
 ARMOR CLASS: 6
 HIT DICE: 4+4
 ATTACKS: 3
 DAMAGE: 1-8, 1-8, 1-4
 SPECIAL ATTACKS: See below
 SPECIAL DEFENSES: See below
 MAGIC RESISTANCE: None
 RARITY: Very rare
 NO. ENCOUNTERED: 1
 LAIR PROBABILITY: 60%
 TREASURE: In Lair: 1-12k cp (20%), 1-6k sp (30%), 1-4k ep (10%), 1-6 gems (25%), 1-3 jewelry (20%), any 2 magic items or maps (10%)
 INTELLIGENCE: Low
 ALIGNMENT: Chaotic evil
 LEVEL/X.P.: 4 / 245 + 4/hp

General information: Usually encountered near the ancient tombs and other fell places that spawned them, these undead creatures are driven by the need to assimilate other skeletal monsters into their own bodies, feeding off the animating enchantments that bind such creatures in undeath. Since they lack any ranged attack, bone sovereigns favor frontal assaults. Like many undead, these creatures harbor no small hatred for life, and they usually wade into melee combat with a chilling confidence. Bone

sovereigns have a measure of intelligence, and though they sometimes attack large groups of lesser creatures, they usually try to avoid monsters larger or obviously more powerful than themselves.

A bone sovereign is able to command undead at will as an evil cleric of a level equal to double its hit dice. Skeletons that are commanded by a bone sovereign can be drawn towards the creature to be permanently merged into its form. Spawned skeletons are likewise assimilated by the bone sovereign as soon as their usefulness as separate beings is ended. Other types of undead can't be merged with it, but a bone sovereign usually keeps commanded zombies, ghouls and shadows nearby for as long as possible.

When a bone sovereign comes into contact with an animated skeleton under its control, it can merge the skeleton into its form, adding the normal skeleton's hit dice to its own. For example, a normal bone sovereign that merges with a skeleton (1 HD) becomes a 5-HD bone sovereign. The skeleton ceases to exist as a separate entity and becomes part of the bone sovereign. Merging with a skeleton takes a full round. A bone sovereign can absorb up to 16 additional hit dice in this manner.

Instead of attacking, a bone sovereign can create any number of skeletal monsters from its body in one round. Skeletons spawned by the bone sovereign are under its complete mental control. The hit dice of the spawned creatures are deducted from the bone

sovereign's hit dice and return to the sovereign when it again merges with the spawn. If a skeleton spawn is destroyed, it cannot be merged back into the bone sovereign; its hit dice are lost. Spawned skeletons are treated in all ways like standard skeletons except they can detect and attack whatever the bone sovereign can and are turned as zombies. A bone sovereign can spawn no more than half its hit dice in one round and cannot reduce its hit dice to fewer than 4 through this process. There is no limit to the number of spawned skeletons that a bone sovereign can control at once. Because spawning makes a bone sovereign weaker, it only does so when it is heavily outnumbered by lesser foes. One out of every 10 bone sovereigns possesses a **thighbone flute** (see *new magic items*).

Bone sovereigns can detect all undead within 60 feet and will be aware of their movements even if unable to physically see them. Bone sovereigns have darkvision to 60 ft. Holy water causes 2-8 hit points of damage for each vial that successfully strikes.

Turning bone sovereigns is slightly different than typical. Clerics turn a 4-HD bone sovereign as a mummy, but every two absorbed hit dice of skeletons increases the turning difficulty by one type. For example, a bone sovereign with 4 absorbed hit dice is turned as a vampire, while one that has absorbed 8 hit dice worth of skeletons is turned as a lich. Typically, if a turning attempt fails no new attempts can be made, but if a bone sovereign changes its hit dice via spawning or absorption, a new attempt can be made, as it is treated as a new creature.

Languages: Bone sovereigns speak common and their alignment tongue with a sepulcher tone.

Physical description: Bone sovereigns are terrible amalgamations of skeletons whose animating enchantments coalesce to form a single, self-aware undead entity. A bone sovereign becomes larger and more powerful, with a proportionally increased appetite for necromantic energy, as it assimilates other undead. No two bone sovereigns are identical, as each is an accumulation of the bones of many smaller skeletons. Usually they take a bipedal humanoid form, though some resemble demons, dragons, or other beasts, especially if the bones of such creatures have been collected by the monster. As a bone sovereign becomes larger and more powerful, it becomes less recognizable as any one type of creature.

Variants: Some adventurers have claimed the existence of a flesh sovereign which functions almost exactly as the bone sovereign, excepting it deals with zombies. Such is currently unproven, and most sages believe this a story told to garner more ale from the easily fooled.



BRAINLOCK MOLD (SPIDER)

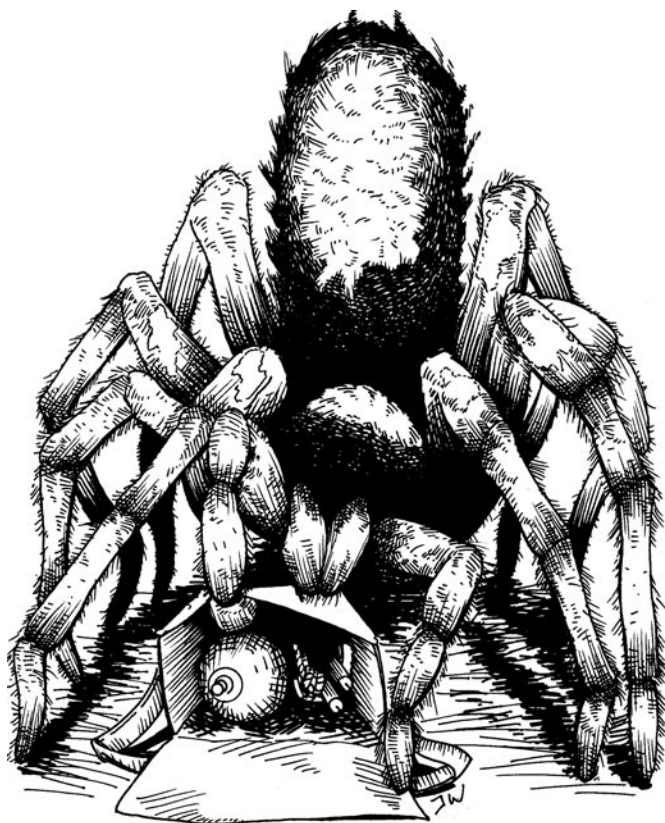
SIZE: Medium (6 ft. wide)
MOVE: 30 ft.
ARMOR CLASS: 7
HIT DICE: 2+2
ATTACKS: 1
DAMAGE: 1
SPECIAL ATTACKS: Poison
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 2-20
LAIR PROBABILITY: 35%
TREASURE: In Lair: 3-24 cp, 3-18 sp, 2-12 ep, 2-8 gp, 1-6 pp, 1-4 gems (50%)
INTELLIGENCE: Animal
ALIGNMENT: Neutral
LEVEL/X.P.: 4 / 230 + 2/hp

General information: Brainlock mold is almost exclusively found on huge spiders, but it can grow on other arthropods. Brainlock spiders are named after the mold that grows in symbiosis on their bodies. They do not generate webbing from their bodies like most spiders do. They live a subterranean existence, as the mold they harvest on their bodies is ineffective in sunlight. Relying upon their spores for predation, brainlock spiders are fairly slow. They begin combat by inciting the mold on their bodies to burst forth in a cloud of spores, and then they move in to bite their prey. Successive generations of symbiotic existence has rendered their poison almost ineffective; saving throws against their bite's poison are made at +4.

When disturbed, the spores on the spider's body burst forth in a poisonous cloud. All creatures within 10 feet of the brainlock spider must succeed on a save against poison or temporarily lose 1-3 points of intelligence. Regardless of the success of the first save, a second is required 1 turn after exposure. Failure on this second save temporarily drains 2-8 points of intelligence. Any creature brought down to 0 intelligence falls unconscious into a coma-like stupor. Lost intelligence is regained at the rate of 1 point per turn. A creature can only be affected by the spores of the brainlock spider once per day. Fire destroys brainlock mold and sunlight renders it dormant.

Brainlock spiders are immune to the effects of the mold and can send mold spores out in a 10-foot cloud by rubbing their legs against the mold covering their cephalothorax. Even after a brainlock spider is slain the mold on its body is still active.

Physical description: The brainlock spider is built rather like a tarantula, albeit one standing six feet wide. Brainlock mold grows in pinkish-grey lumps upon the upper parts of its cephalothorax and all but the joints of its many segmented legs.



BRINE CRUST

SIZE: Medium (5 ft. wide)
MOVE: 30 ft.
ARMOR CLASS: 6
HIT DICE: 3+3
ATTACKS: 1
DAMAGE: 1-6
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 0%
TREASURE: None
INTELLIGENCE: None
ALIGNMENT: Neutral
LEVEL/X.P.: 3 / 135 + 3/hp

General information: Brine crust is a bizarre form of mobile, living salt, dry and brittle to the touch. It lives in salt flats, the harshest and most dangerous part of the desert. Few travelers dare to go through the salt flats, but sometimes the salt flats come to them. There is only a 75% chance of detecting a brine crust as they greatly resemble their environment.

A brine crust attacks by bursting the bubbles in its body to fire sudden jets of salt. These salt jets pummel and abrade their target with chunks of rock salt and dirt, dealing 1-6 hit points of damage. Furthermore, the flakes of salt released by the salt jets adhere to flesh, weighing victims down further. Every point of damage taken by a salt jet reduces a target's movement by

5 ft. When a victim is finally rendered immobile, the brine crust moves towards him. In addition, the air around a brine crust is so dry, it leeches moisture and vitality from the skin of creatures within 10 feet, causing 1 hit point of damage per round spent close to the crust. Brine crusts feed in this manner.

Permanently killing a brine crust is very difficult. Only overfeeding can permanently destroy a patch, as melee attacks will only shatter the crust into pieces that reform into a fully-healed brine crust in 1-4 months. Overfeeding a brine crust requires 500 gallons of water.

Physical description: A patch of brine crust consists of a large block of sandy, gray-white salt about six inches thick, dotted with bubbles and pockets of loose salt. It moves slowly, expanding outwards like a fast-growing crystal.

BULL OF HEAVEN

SIZE: Large (8 ft. tall)
MOVE: Flying 180 ft. (AA: level VI)
ARMOR CLASS: 6
HIT DICE: 8
ATTACKS: 2
DAMAGE: 2-12, 3-18
SPECIAL ATTACKS: Bellow, lightning bolt
SPECIAL DEFENSES: Immune to lightning
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1-10
LAIR PROBABILITY: 0%
TREASURE: None
INTELLIGENCE: Semi
ALIGNMENT: Chaotic neutral
LEVEL/X.P.: 6 / 550 + 10/hp

General information: Although tribesmen of the plains have dubbed these creatures the bulls of heaven, they are actually elementals that can only appear on the material plane when storms form. Bulls of heaven may only stay on the material plane for as long as the storm lasts plus one additional hour after the last raindrop, so they try to enjoy their time to its fullest, spreading as much destruction and mayhem as possible before the storm breaks and calm returns to the plains. Generally, larger storms tend to attract more bulls. Truly great storms, like hurricanes, can attract up to three times as many bulls as would a normal large storm.

Bulls of heaven open combat against a single foe with an impressive charge. First, a lightning bolt shoots from their hooves and horns for 2-12 damage and then the target is trampled for 3-18 points of damage. Their bolts have a range of 100 ft. When faced by a group of opponents, bulls of heaven initially bellow like the thunder, dealing 1-6 points of damage and deafening all creatures within 60 ft. before charging. A save against breath weapon prevents the deafening, but not the damage. Bulls of heaven are immune to these bellow effects as well as to lightning.

Languages: A bull of heaven cannot speak, but it understands the language of cloud giants.

Physical description: A bull of heaven appears roughly as a large bull, but its skin is the color of dark storm clouds, its eyes flash like lightning, and bolts of electricity dance between its horns and crackle near its hooves. A bull of heaven stands 8 feet tall at the shoulder and is over 16 feet long. Its body is composed of thick rain-laden clouds, and it weighs about 1,000 pounds.





CADAVER

SIZE: Medium (6 ft. tall)
MOVE: 60 ft.
ARMOR CLASS: 7
HIT DICE: 2
ATTACKS: 1
DAMAGE: 1-8
SPECIAL ATTACKS: None
SPECIAL DEFENSES: Reanimation
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 35%
TREASURE: None
INTELLIGENCE: None
ALIGNMENT: Neutral evil
LEVEL/X.P.: 2 / 40 + 1/hp

General information: Cadavers are the undead remains of people who have been buried alive or given an improper burial (an unmarked or mass grave, for example). They can be found haunting graveyards and cemeteries.

Cadavers are infused with hatred common to other undead creatures. This hatred includes their own existence, as well as the existence of all living creatures. They have a distinct hatred for light, and sunlight deals 1 hit point of damage per round to them. All encounters with cadavers are at night or in places cloaked in darkness. Encounters are most often with a solitary creature, or with a single cadaver mixed with a group of zombies.

When reduced to 0 hit points or less, a cadaver is not destroyed; rather it falls to the ground and begins the process of reanimating by regaining 1 hit point per round. Hit points lost to magical weapons or spells are not regained. When the creature reaches its full hit point total (minus damage dealt from magical attacks and weapons), it stands up, ready to fight again.

If the undead is destroyed by a cleric's turning ability, it cannot reanimate. If a cleric casts *bless* on the cadaver when it reaches 0 hit points, it cannot reanimate. Cadavers are sometimes found in the employ of intelligent undead, as they follow their commands as they would an evil cleric's. Cadavers are turned as ghouls.

Physical description: Cadavers resemble humanoids dressed in tattered rags, except that their rotted flesh reveals corded muscles stretched tightly over their skeletal frames

CANOPY KRAKEN

SIZE: Large (20 ft. long)
MOVE: 60 ft.
ARMOR CLASS: 2 (6)
HIT DICE: 8
ATTACKS: 9
DAMAGE: 1-4 (x8), 3-12
SPECIAL ATTACKS: Constriction
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 90%
TREASURE: None
INTELLIGENCE: Animal
ALIGNMENT: Neutral
LEVEL/X.P.: 6 / 650 + 10/hp

General information: Along the coastlines of ancient, pristine rain forests lurk the rarest of all cephalopods: the canopy krakens. The canopy kraken's coloration and habitat give it an excellent opportunity to surprise its opponents. A kraken usually drapes its camouflaged tentacles across foliage (where they are mistaken for thick vines 90% of the time) and simply waits for prey to approach. It is capable of breathing and functioning perfectly well both on land or in the water, and it chooses a lair near water to take advantage of this fact.

Canopy krakens have tougher skin (AC 2 shell, AC 6 tentacle) than their sea-bound cousins, but they engage in combat the same way. Each tentacle hits for 1-4 hit points of damage, grabbing and holding the victim. Each additional round results in 2-8 hit points of constriction damage. Once dead, the victim is pulled to the beak and eaten in one round. The beak can bite for 3-12 hit points of damage.

Those in a tentacle's grasp may have both arms held (25% chance) and be helpless. 50% of the time, they will have at least 1 arm free to attack at -3. The rest of the time, they'll have both arms free to attack at -1.

Physical description: The canopy kraken looks like a large squid with a soft, mottled dark green body and a heavy, chitinous beak. It propels itself through the jungle foliage with its multiple vine-like tentacles. The canopy kraken is a smaller relative of the ocean-dwelling giant squid. Unlike almost all squid, the canopy kraken possesses 10 equal-length tentacles. Each of the creature's ten barbed tentacles has about a dozen leafy protrusions that give it a vine-like appearance. Its beak-like mouth is located where

the tentacles meet the lower portion of its body. A typical canopy kraken is about 20 feet long and weighs around 800 pounds.

CAVE HERMIT

SIZE: Large (8 ft. tall)
MOVE: 90 ft.
ARMOR CLASS: 4 (-4)
HIT DICE: 6+4
ATTACKS: 1
DAMAGE: 1-6
SPECIAL ATTACKS: Acid
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 2-5
LAIR PROBABILITY: 100%
TREASURE: In Lair: 1-6k cp (25%), 1-6k sp (40%), 1-6k ep (40%), 1-10k gp (55%), 100-400 pp (25%), 4-40 gems (60%), 3-30 jewelry (50%), any 3 magic items (30%)
INTELLIGENCE: High
ALIGNMENT: Neutral
LEVEL/X.P.: 5 / 465 + 8/hp

General information: Trade, even in the deepest depths below the surface, can be lucrative. Selling rare and valuable products to travelers and the indigenous residents is not easy, however. The enigmatic cave hermit tops the list of intrepid subterranean businessmen, inspiring glorious words of praise in some circles and outright scorn in others. Adventurers view them as an oasis in the desert, while natives perceive the eclectic salesmen as greedy, amoral charlatans solely concerned in making a hefty profit. The insular nature and irritable, unpleasant, demanding personality of the hermits effectively reinforces the latter opinion.

Despite their abrasive demeanor, cave hermits do not relish violence and abhor physical confrontations with customers. Nonetheless, the creature's obnoxious nature only goads individuals looking for a fight or an easy mark to rob. Under these circumstances, they usually withdraw into their shells, melting their enemies and adding to their trade goods. Cave hermits short of marketable goods sometimes ambush weaker opponents, lying in wait along well-traveled routes before springing out from a concealed position and unleashing a surprise attack.

A cave hermit can withdraw into its shell and seal it tight. This action provides a -4 AC but prohibits the cave hermit from moving or attacking with the ubiquitous cave hermit short sword. A sealed shell is airtight, allowing the cave hermit total protection against gases and other airborne attack forms and giving the cave hermit buoyancy and a ten minute supply of oxygen. When withdrawn, a cave hermit

can spray acid through tiny pores in its carapace, filling a 10-foot radius around the creature. The corrosive substance doesn't hurt non-living matter but deals 3-18 hit points of damage to all living matter in the area of effect. It takes a cave hermit one hour to replenish its supply of acid.

Cave hermits are deceptively sneaky, having some of the abilities of 5th level thieves. Their abilities are PP 60%, OL 67%, F/RT 60%, MS 50%, HS 41%, HN 20%, CW 80%, RL 25%, and they do triple damage if they strike from behind. Cave hermits have darkvision to 60 ft.

A giant underground city of cave hermits is rumored, but such is viewed as pure fancy by most sages.

Languages: Cave hermits speak common and uncommon, as well as a smattering of other languages used to aid them in their business ventures.

Physical description: Cave hermits appear as grotesquely hunchbacked humanoids with reddish pink flesh and fiendish-looking faces equipped with dangerous horns. The enormous weight of its hunchback often forces the creature to walk on all fours, using the knuckles of its padded hands for added support. In actuality, its hunched back is a hollow, hard shell containing its assorted goods and belongings. Often covered in rags, sacks, pockets, and pouches, the carapace is obviously made of bone protruding from its shoulder joint and extending about two feet beyond its bowed legs. Cave hermits stand 8 feet tall and weigh around 700 pounds, including all of the gear stashed into their hollow carapaces. The debris attached to its shell makes it appear like a massive trash heap whenever the creature lies flat on the ground.

CEILIDH HORROR

SIZE: Large (8 ft. long)
MOVE: 120 ft.
ARMOR CLASS: 4
HIT DICE: 2
ATTACKS: 1
DAMAGE: 2-8
SPECIAL ATTACKS: Vocalize
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 1 or 3-24
LAIR PROBABILITY: 50%
TREASURE: In Lair: 1-12k cp (20%), 1-6k sp (30%), 1-4k ep (10%), 1-6 gems (25%), 1-3 jewelry (20%), any 2 magic items (10%)
INTELLIGENCE: Semi
ALIGNMENT: Neutral
LEVEL/X.P.: 2 / 45 + 1/hp

General information: Ceilidh horrors tend to travel in packs through misty wilderlands, moors, and forests. When in a group, they coordinate their hunting with remarkable ability. They have a fierce bite, and any creature bitten by a ceilidh horror must save against spells or begin singing, chanting, or story-telling in a booming voice. Creatures that have no language bellow or make whatever noise is typical for their species. This effect continues for 6 hours after the bite and causes those affected to suffer a -2 on to hit rolls during this period.

The noise is audible for a great ways and ruins any chances of surprise, sneaking, or hiding. Also, it is impossible to communicate normally during this period. Sages speculate that the effect helps the ceilidh horror scavenge off more powerful predators drawn to the sounds of a bitten prey.

If encountered in their lair, there will 2-12 additional young, each with 1 HD, a bite causing 1-4 hit points of damage, and a vocalize effect lasting for 3 hours. Young have a 25% chance of being included in a hunting pack.

Physical description: A ceilidh horror looks like a mix of crocodile, wolf, and porcupine. It has a crocodilian snout upon a scaled wolf-like body. Along its back run a long trail of protective spines. Ceilidh horrors are quite agile. A pack will bay back and forth to one another, sounding much like a pack of bellowing alligators. They have pale, luminous green eyes.



CLAMOR

SIZE: Medium (5 ft. wide)
MOVE: Flying 180 ft. (AA: level VI)
ARMOR CLASS: 5
HIT DICE: 4+3
ATTACKS: 2/3 (see below)
DAMAGE: 1-12
SPECIAL ATTACKS: Sound blast
SPECIAL DEFENSES: Invisibility
MAGIC RESISTANCE: 15%
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 5%
TREASURE: None
INTELLIGENCE: Semi
ALIGNMENT: Chaotic neutral
LEVEL/X.P.: 5 / 315 + 4/hp

General information: A clamor is one of the few creatures believed native to the plane of pandemonium. It is comprised entirely of sound waves and, as such, is naturally invisible. All creatures attacking a clamor suffer a -2 on all to hit rolls unless they can see invisibility.

Clamors have an odd intelligence and appear to desire communication. Being able to mimic any sound they have ever encountered with perfect accuracy, clamors wander the material plane emitting a nonsensical cacophony of voices, crashes, clicks, roars, and music. Since they are usually invisible, most adventurers that encounter a clamor walk away from the creature without ever having realized that they had met one. Many a sentry on duty has heard only his own voice in response to what he thought was someone walking around out in the darkness; what he really heard was a clamor trying to talk to him.

Clamors attack by focusing sound into powerful physical punches, dealing 1-12 hit points of damage per hit. They can only attack in this manner twice every three rounds, as it requires considerable concentration on their part.

A clamor can also emit, once per day, a massive onslaught of sonic energy that can be heard for miles in all directions. Any living creature within 100 feet of the clamor must save against spells or be stunned for 1-3 rounds. Living creatures within 50 feet of the clamor that fail the save are deafened for one week.

Once per day, a clamor can move at the speed of sound for up to three rounds, resulting in a move of roughly 68,000 ft. It cannot attack or make use of any of its other abilities when moving this way.

Magical silence causes 2-12 hit points of damage to a clamor, while spells such as *audible glamour*,

ventriloquism, etc. force a clamor to save against spells or act as if *confused* for 1-3 rounds.

Languages: Clamors communicate through subtle tone changes. A bard of at least 5th level that has had prior contact with a clamor is capable of communicating with these creatures on a rudimentary basis. The intelligence of a clamor is just barely above that of a small child, so complex communication is out of reach.

Physical description: Normally invisible, a clamor looks like a field of shifting patterns comprised of vibrations and oscillations approximately 5 feet square when viewed through a *gem of seeing* or *true seeing* spell.

COBLYNAU

SIZE: Small (2 ft. tall)
MOVE: 60 ft.
ARMOR CLASS: 8
HIT DICE: 2
ATTACKS: 1
DAMAGE: 1-3
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: None
MAGIC RESISTANCE: 50%
RARITY: Very rare
NO. ENCOUNTERED: 4-9
LAIR PROBABILITY: 35%
TREASURE: In Lair: 3-24 cp, 3-18 sp, 2-12 ep, 2-8 gp, 1-6 pp, 4-16 gems
INTELLIGENCE: Very
ALIGNMENT: Chaotic evil
LEVEL/X.P.: 3 / 70 + 1/hp

General information: These foul-tempered and moody fey creatures live deep in the earth, usually inhabiting mineshafts or any other underground areas frequented by humans. They are prone to misleading and playing harmful tricks upon any creatures they encounter.

In a turn of silent concentration, four or more coblynau can magically alter the shape or stability of stone or earth. The creatures must designate a 10 foot square area they wish to imbue with one of four effects: collapse; dead end; open pit; or new tunnel. Each effect is stored in the designated area until the coblynau desires to trigger it. The effect can be triggered by any of the creatures that created it. A coblynau can only designate one area at a time. To trigger the effect, a coblynau must knock, with their small hammers, seven times on a wall that is adjacent to and within 60 feet of the designated area. This knocking takes a full round.

The *collapse* effect causes a 10 foot x 10 foot square area of ceiling to collapse. Creatures caught in the falling debris take 2-12 hit points of damage. *Dead end* blocks an existing passage with a 1-foot-thick wall of stony earth, while *open pit* causes a 10 foot x 10 foot square area in the floor to suddenly open up. Creatures falling into the pit take 1-6 hit points of damage. The *new tunnel* effect creates a new 10 foot x 10 foot square tunnel or passageway.

Coblynau hate bright light and fight at -1 when in such. If exposed to sunlight, coblynau explode into rock-shard pieces, dealing 3-18 points of damage to all creatures within 40 ft. These grisly remains contain gold veins that, when smelted, yield 10-100 gp worth of pure gold.

Languages: Coblynau speak their own language, dwarven, and undercommon.

Physical description: Short and stooped with hard, warty, toad-like skin, coblynau have huge gray eyes and are pug-nosed. They have short stumpy horns and 2-foot-long non-prehensile tails. They typically dress in miniature mining gear and clothing.



DARK VOYEUR - DARK WOODSMAN - DEADWOOD - DELUSION HUMMER - DIOCTOPUS - DRAGON, AMOHAJI - DROTH'YAR - DRYAD, TREELOST

DARK VOYEUR

SIZE: Medium
MOVE: 120 ft.
ARMOR CLASS: 0
HIT DICE: 4+1
ATTACKS: 2
DAMAGE: 1-4, 1-4
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: +1 or better weapon to hit
MAGIC RESISTANCE: 25%

RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 100%
TREASURE: In Lair: 1-12k cp (20%), 1-6k sp (30%), 1-4k ep (10%), 1-6 gems (25%), 1-3 jewelry (20%), any 2 magic items or maps (10%)
INTELLIGENCE: Very
ALIGNMENT: Neutral evil
LEVEL/X.P.: 4 / 245 + 4/hp

General information: Dark voyeurs are incorporeal undead that live and travel in mirrors. A dark voyeur's affinity for mirrors is caused primarily by its link to one special mirror. This "home" mirror commonly reflected the death of the voyeur's living form and trapped part of the departing soul within its glass. The mirror is always a medium-sized or larger glass with an AC of -5 and 5 hit points. All damage inflicted upon a dark voyeur's mirror is also inflicted upon the undead creature itself. Due to the dark voyeur's vulnerability to light, this mirror is always kept in a dark area so the voyeur might rest in it during the day. If its mirror is shattered, the voyeur instantly returns to the broken glass, its body transforming 1-6 shards into exact copies of itself, but only 1 foot tall and with only 1 hit point. These copies must all be destroyed to kill the dark voyeur. If not slain they will each flee to another mirror of their home mirror's original size or larger and will reappear at full size and with total hit points in 1-4 days. If a dark voyeur is laid to rest, its soul continues on to its final destination, but leaves behind in gratitude a magical gift in the form of a **mirror shard** (see new magic items).

A dark voyeur's attacks deal 1-4 points of damage, ignoring any physical armor its target may have. Dark voyeurs may travel between any two mirrors known to them. The mirrors traveled through can be no more than halfling-sized, lest they be too small to travel through, and dark voyeurs have a transport range of 1 mile. A dark voyeur can travel through a mirror roughly 3 feet tall and half that width. A fleeing 1-foot-tall dark voyeur can pass through a mirror only 6 inches tall and 3 inches wide. Dark voyeurs may emerge and travel without the use of mirrors, but avoid doing so due to their vulnerability to light.

Dark voyeurs are very disturbing to living creatures. Any living creature that sees a dark voyeur must succeed at a save against spells or suffer a -1 to all to hit and damage rolls. A creature that succeeds at its save is immune to this effect from the same dark voyeur for 24 hours.

Dark voyeurs suffer full damage from fire. Holy water causes 2-8 hit points of damage for each vial which successfully strikes. Clerics turn them as ghosts. Dark voyeurs possess darkvision to 120 ft.

Dark voyeurs are completely powerless when exposed to sunlight. In sunlight they are unable to do anything but move at ¼ speed. They usually retreat to darkness as swiftly as possible when in sunlight, forgoing any other actions during this time. Dark voyeurs trapped in sunlight for 3 consecutive rounds are permanently destroyed.

Languages: Dark voyeurs speak common and their alignment language.



Physical description: Dark voyeurs appear only as dark non-corporeal shapes with two green pinprick eyes. They can become semi-material at will to attack, but spend the majority of their time in their non-corporeal (ethereal) state or inside their mirrors.

DARK WOODSMAN

SIZE: Medium (6 ft. tall)

MOVE: 120 ft.

ARMOR CLASS: 0

HIT DICE: 8+8

ATTACKS: 2

DAMAGE: 2-8, 2-8

SPECIAL ATTACKS: See below

SPECIAL DEFENSES: See below

MAGIC RESISTANCE: None

RARITY: Very rare

NO. ENCOUNTERED: 1

LAIR PROBABILITY: 90%

TREASURE: In Lair: 1-8k cp (10%), 1-6k sp (30%), 1-8k ep (15%), 1-6k gp (50%), 1-10 gems (30%), 1-6 jewelry (25%), any 2 magic items + 1 potion (15%)

INTELLIGENCE: High

ALIGNMENT: Lawful evil

LEVEL/X.P.: 7 / 1,700 + 12/hp

General information: Dark woodsmen are long-lived, stocky beings of humanoid shape that are locked in an ancient power struggle with their own kind. Eye coloration distinguishes the race's warring factions, acting as a dividing force among these creatures. They wield odd axes made entirely of wood, but as sharp as steel.

Extraplanar in origin, these stout beings reside in virgin forests, forming a bond with the land. Dark woodsmen are drawn to secluded areas where the barriers between the planes are weakest. These mysterious creatures adopt these locales as their own, forming a mystical bond with the environment. A bonded area typically consists of 50-500 trees. It is these trees that are subject to a dark woodsman's will. It takes 2-12 months for a dark woodsman to bond to its trees.

The dark woodsman protects the trees from invaders until the forest matures. The power of the bonding allows the dark woodsman to gain a +2 to hit and +5 to damage and to regenerate 3 hit points per round by drawing the strength and life force from a tree. Doing such requires only one round and the effects last for a full hour. A dark woodsman can draw strength three times per day.

Dark woodsmen zealously guard their bonded forests, deeming any intelligent creature that enters into their area as an invader. Creatures failing to heed their warnings are met with lethal force. Dark woodsmen rely predominantly on their prowess with an axe in combat, seeking to keep their tree wards unharmed. However, if an invader is considered to be a sufficient threat, a dark woodsman animates a tree to end the fight more quickly. Only one tree can be bent to the will of a dark woodsman at a single time. Trees animated by dark woodsmen can move at 30 ft., possessing an AC 0 and 12 HD. They can attack twice per round, dealing 3-18 points of damage per hit. If the dark woodsman moves more than 60 ft. away from the animated tree, it re-roots itself and returns to normal in one round.

A dark woodsman can cause two bonded trees within 20 feet of each other to grow towards each other until their upper branches form an entwined archway. This process takes 10-100 years to complete. Once the archway is in place, the dark woodsman can create a 20-foot diameter extra-dimensional portal within the archway by touching either tree. The portal remains open as long as the dark woodsman continues to touch the tree and for 1-3 additional rounds after the contact has been broken, during which time other creatures may pass through the gate. Once the tree gate is complete, a dark woodsman brings over two more of its kind that can permanently remain. They leave the area and seek their own forests to bind.

After summoning two brethren, another 1-10 years must pass as the gate gains in strength. Once per day during this period, the dark woodsman may call 1-4 other dark woodsmen through the portal who can remain for 3 hours before returning through the tree gate. Eventually, once the forest gate grows strong enough, the dark woodsman transports the protected area of forest to another plane, where the

trees are used as an animated army in the endless struggle between the dark woodsmen kin, leaving behind a pristine meadow centered upon two normal, intertwined trees.

Dark woodsmen have little desire for treasure, but do accumulate it as a side effect of defending their territory. It is rumored by some adventurers that upon their home plane dark woodsmen have no limits upon the number of trees they may animate nor limits upon the distance of control. Such is scoffed upon by sages as exaggeration.

Languages: Dark woodsmen speak common and at least two other languages associated with sylvan or forest creatures.

Physical description: A dark woodsman has thick, bark-like skin with a deep brown or black hue. Most dark woodsmen have deep green eyes, while a few have red or obsidian eyes. In all other aspects, the dark woodsman vaguely resembles a wooden carving of a human. The average dark woodsman is approximately six feet tall and weighs about four hundred pounds.

DEADWOOD

SIZE: Large (100 ft. tall)

MOVE: 0 ft.

ARMOR CLASS: -1, -3, -5

HIT DICE: 18, 27, 36

ATTACKS: 0

DAMAGE: 0

SPECIAL ATTACKS: See below

SPECIAL DEFENSES: See below

MAGIC RESISTANCE: 75%, 85%, 85%

RARITY: Very rare

NO. ENCOUNTERED: 1

LAIR PROBABILITY: 100%

TREASURE: In Lair: 18 HD - 5-30k cp (25%), 1-100k sp (40%), 10-40k ep (40%), 10-60k gp (55%), 500-5,000 pp (25%), 1-100 gems (50%), 10-40 jewelry (50%), any 4 magic items or maps + 1 potion and 1 scroll (15%), 2-8 potions (40%), 1-4 scrolls (50%); 27 HD - 120% of 18 HD; 36 HD - 140% of 18 HD

INTELLIGENCE: Exceptional

ALIGNMENT: Neutral Evil

LEVEL/X.P.: 18HD: 9 / 7,650 + 25/hp

27HD: 10 / 12,800 + 35/hp

36HD: 10 / 12,800 + 35/hp

General information: The deadwood is a nightmarish tree that feeds on decomposing corpses and raises others to protect it. Some sages speculate that deadwood were originally created from a stolen seed of the original elven tree of life. Just exactly how it was perverted is unknown, but a seedling forced to grow out of the skull of an immobilized lich is the predominant theory.

A deadwood's power over the undead is awe-inspiring. Its influence over a forest can be so strong that the body of any animal or person who falls dead within a mile of a deadwood rises as an undead creature, which will most likely spend the rest of its existence guarding the tree. Besides a tendency to sway in non-existent breezes, deadwood trees are immobile. However, their abilities to animate and control undead guardians, as well as to exude waves of a truly foul and incapacitating stench, leave them far from defenseless.

A low mound of pulpy, glistening, decomposing animal matter extends in a 20-foot radius from the deadwood's base for a typical adult tree. Any creature lying prone within this area is quickly enveloped in the muddy, festering earth around the tree's roots; a character may avoid this fate with a save against paralysis, but helpless creatures get no save. Complete envelopment takes 2 full rounds, during which time the victim may attempt to bend bars to break free. Once fully enveloped, a victim begins to suffocate and takes 1-6 points of acid damage each round. The victim may be freed only by another character who makes a successful bend bars test. A dead creature has its flesh and other bodily tissues sloughed away from its bones after 3 turns, and the bones are ejected back onto the ground's surface while the rest of the body is slowly drawn into the tree over the course of several weeks.

Once every 3 rounds, a deadwood can expel a horrid wave of carrion stench. Several ulcers in the tree's bark open and vent their putrid contents, forcing all living creatures within 30 feet to make a save against poison or fall unconscious for 2-8 rounds. Even those who save are terribly affected, fighting at -2 on all to hit and damage rolls for 2-8 rounds.

Every deadwood projects a zone of foul influence to a radius of 150 feet for every HD of the tree. Thusly, an 18-HD deadwood has a foul influence to 900 yards, a 27-HD deadwood to 1,350 yards, and the mighty 36-HD deadwood has a foul influence out to 1,800 yards (just over 1 mile radius). Within this zone several different things occur. The deadwood can telepathically communicate with any undead within its foul influence zone and it is constantly aware of the location and actions of all undead within this radius. Any undead within the zone are considered to be 1 rank higher for any turning attempts, as the entire radius qualifies as an evil area.

Any human, giant, or humanoid corpse within this range that remains in contact with the ground for 1 full turn is animated into a zombie or skeleton. Corpses of humanoids with 2-3 HD are turned into ghouls, while those with 4 or more HD are instead turned into ghouls (50%), wights (35%), or wraiths (15%). These undead creatures are the deadwood's primary



defense. In addition to the undead it accumulates with its subjugate undead ability (see below), it may animate the circle of bones that surrounds it. Every round, it may cause 1-6 skeletons to assemble themselves, moving to attack any opponents of the tree in the next round. Enough bones are normally present for the tree to create up to five times its own HD worth of skeletons in this way.

Any undead within the area of the deadwood's foul influence must make a save against spells every hour or be subjugated by the tree. Weak corporeal undead are usually brought to the tree to be absorbed as food, but those undead without physical bodies or with more than 3 HD are spared this final fate and instead linger near the tree, subjugated to protect the deadwood from attackers. At least 6-36 undead of more than 3 HD (mostly ghouls, wights, and wraiths) typically roam near a fully grown deadwood, but more powerful undead (mummies, specters, ghosts, and vampires) are not uncommon with a 75% chance of there being 1-4 more powerful undead roaming near the deadwood. These subjugated undead obey every command of the tree. A deadwood can subjugate up to 3 times its HD in undead at any single time.

Subjugated undead cannot cast magic when under the control of the deadwood, so it prefers to bargain with truly powerful undead, such as liches, creating mutual protection pacts. In exchange for leaving them with their freewill and providing them the turn benefits of its foul influence, the deadwood expects the undead to protect it from harm with their powerful magics.

When the deadwood tree has absorbed at least ten thousand HD worth of corpses (typically taking dozens of years or more), a fruit ripens and falls to the ground. The mottled, semi-transparent skin of this sickly growth is a deep, unhealthy purple in color, strained with uneven bulges over the fruit's ropy innards. At its core is a large, woody kernel. Nearby undead immediately attempt to devour it, kernel and all. Any undead that eats the fruit immediately gains 1 HD for every 4 HD of the deadwood that produced the fruit. The creature then wanders away from the parent tree and searches for, or attempts to create, a place of great carnage. When the deadwood seed within it senses a large supply of fresh corpses, it immediately slays its undead host and takes root in the earth. A new deadwood tree usually grows at the unnatural rate of 5 feet (and 1 HD) per month, and perhaps even more quickly if a particularly large supply of bodies is nearby. A deadwood will reproduce a maximum of 3 times during its life.

A living creature consuming a single bite of ripe deadwood fruit dies instantly unless it makes a save against poison at -6. Even on a successful save, the eater loses 1 point of constitution. If the creature survives, this single bite grants it a small measure of the deadwood's power—it may thereafter rebuke/command undead as an evil cleric of 2nd level, or is considered 1 level higher if already an evil cleric. Surviving multiple bites might provide other benefits or carry certain penalties, at the GM's discretion. Any creature immune to poison gains no benefits from consuming the foul fruit.

Few mortal creatures have ever attempted to eat an entire deadwood fruit, and none who has is known to have survived. Tales of what might happen to those who "live" through such an attempt vary — some believe they would gain permanent command over the dead, and others that they would be transformed into strange, powerful, and unique undead themselves.

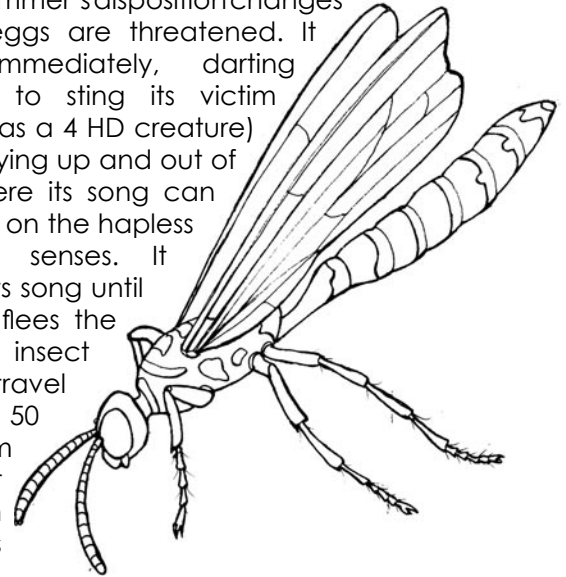
Languages: Deadwood can telepathically communicate with any undead in their foul influence, but cannot communicate with any other creatures.

Physical description: A deadwood can grow to a height of 100 feet, with some ancient specimens reaching even higher. The deadwood's bark looks like cracked and burned flesh. The stench of rotting flesh rises from the surrounding ground, upon which lie scattered bones and partly rotted limbs. Several thick lumps, like tumors or boils, constantly move a few feet up the tree's trunk, and slimy masses of tissue periodically fall from its branches, landing with a squishy thud. It bears a few crooked and terrible bare branches asymmetrically along its trunk. A single bloated, purple fruit, about the size of a muskmelon, ripens on the strongest of the branches.

DELUSION HUMMER

SIZE: Small (5 inches)
 MOVE: Flying 60 ft. (AA: level VI)
 ARMOR CLASS: 3
 HIT DICE: 1 hit point
 ATTACKS: 1
 DAMAGE: 0
 SPECIAL ATTACKS: Poison
 SPECIAL DEFENSES: None
 MAGIC RESISTANCE: None
 RARITY: Uncommon
 NO. ENCOUNTERED: 2-20
 LAIR PROBABILITY: 50%
 TREASURE: None
 INTELLIGENCE: Animal
 ALIGNMENT: Neutral
 LEVEL/X.P.: 1 / 6

General information: Mostly a harmless insect, the delusionhummer's disposition changes when its eggs are threatened. It attacks immediately, darting in quickly to sting its victim (attacking as a 4 HD creature) and then flying up and out of reach, where its song can begin work on the hapless individual's senses. It maintains its song until the victim flees the area; the insect does not travel more than 50 yards from its eggs for any reason during this season.



Any stung creature that fails its save against poison begins experiencing terrifying hallucinations playing upon the creature's greatest fear. These illusions involve all five senses and leave the victim dazed, unable to do anything but stumble about in terror. A victim is allowed a save every round, and a success indicates the poison has run its course. A delusion hummer will continue stinging and humming until its eggs are safe again.

Physical description: A delusion hummer is a dark green insect, much like a dragonfly. It hovers in the air with a faint humming drone. Its tail intermittently glows faintly in the darkness, much like a firefly.

DIOCTOPUS

SIZE: Large (80 ft. long)
MOVE: Swimming 210 ft.
ARMOR CLASS: 6
HIT DICE: 15+5
ATTACKS: 12-14 + bite
DAMAGE: 2-12 (x 12-14), 5-20
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: Regeneration
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 10%
TREASURE: In Lair: 2-8k gp (40%), 1-6k pp (50%), 4-32 gems (55%), 1-12 jewelry (45%)
INTELLIGENCE: Low
ALIGNMENT: Neutral evil
LEVEL/X.P.: 10 / 12,000 + 20/hp

General information: True terrors of the temperate and cold seas, dioctopi strike fear into the hearts of seasoned sailors. These rare creatures possess immense size and sixteen poisonous, grasping tentacles. They can stop the largest ships within three rounds, and soon the terrible tentacles find their way to the deck. They generally attack with 12-14 of their tentacles using the remaining to anchor themselves.

Each tentacle hits for 2-12 damage, grabs and holds its target, and delivers a dose of poison. A save against poison is required or the victim is paralyzed for 2-5 rounds. With each successive round the tentacle does an additional 2-12 crushing damage until the victim is dead or stops struggling. Each round also requires another save against poison, but subsequent saves are made at +4.

Those grabbed by a tentacle are 50% likely to have both arms pinned, leaving them helpless to defend themselves. Sometimes (25%) they will have one limb free and therefore able to attack with a -3, while other times (25%) neither arm is pinned, allowing attacks at -1.

The only way to get a dioctopus to release a struggling victim is to sever the tentacle by causing 12 hit points of damage to it. This does no damage to the body of the dioctopus, but if more than 6 tentacles are severed, a dioctopus will retreat in a massive ink cloud in which nothing can be seen. Dioctopi, and their individual tentacles, regenerate 1 hit point per round.

Non-struggling targets are dropped into the water to drown and be consumed at leisure while the dioctopus searches for new victims. Once the dioctopus can find no more victims, it begins eating the dead and the paralyzed. It takes one round for a dioctopus to eat a dead or paralyzed medium-sized victim.

Dioctopi live in deep underwater caves. The terrain near dioctopi lairs is littered with wrecked vessels, for once a dioctopus has eaten its fill, it breaks apart the boats it attacks and drags them to rest close to its lair. Taken together as a whole, the area around a dioctopus lair is usually filled with truly vast amounts of treasure.

Languages: Diocotopi possess their own language of color change and body movement.

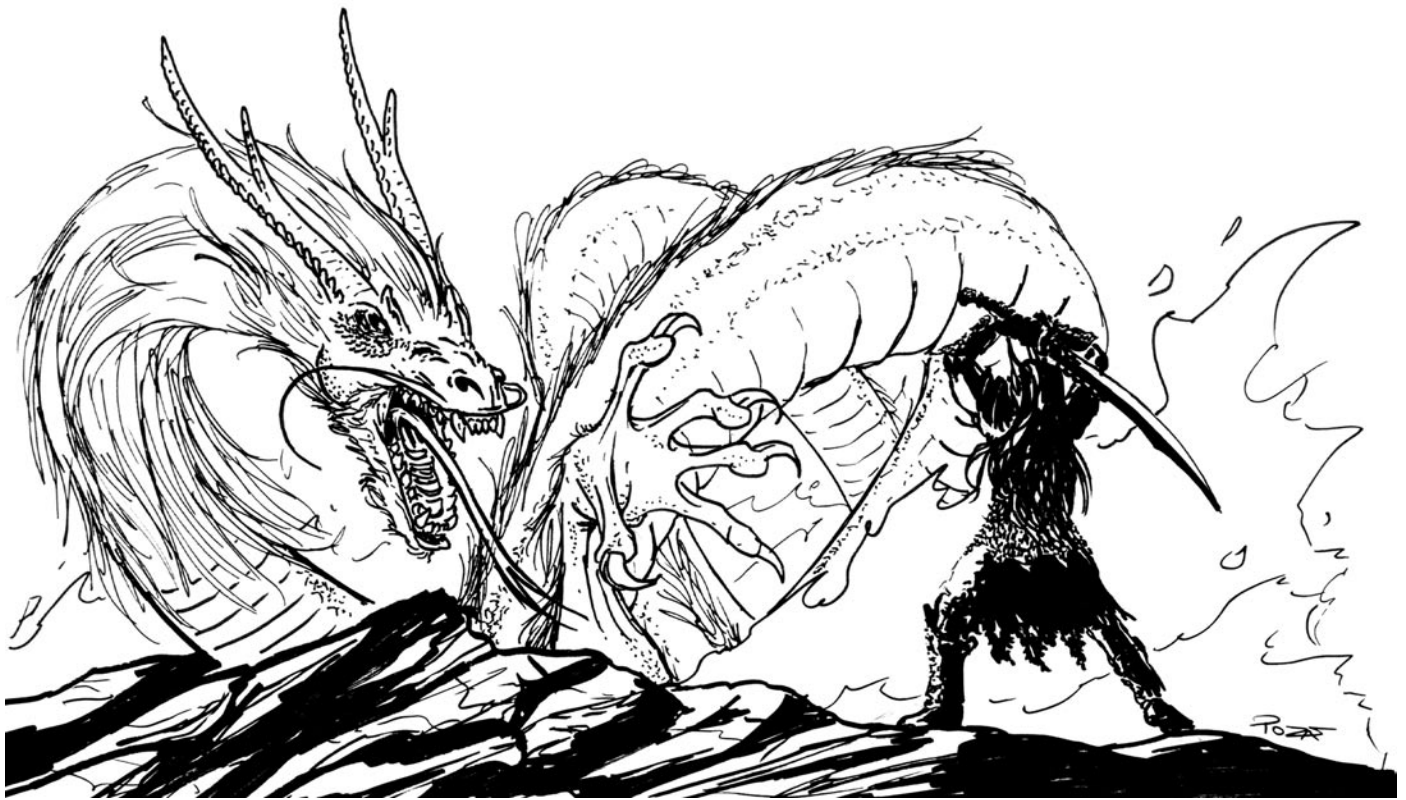
Physical description: Dioctopi resemble enormous giant octopi possesses 16 tentacles. The suckers of each tentacle are lined with a row of stinger cells, not unlike those found in jellyfish. Dioctopi are 80 feet long and weigh over five tons. The skin of a dioctopus is rubbery and filled with chromatophores, allowing it to blend into almost any aquatic environment and remain undetectable with 90% probability. The neutral color of a dioctopus is a deep gray.

DRAGON, AMOHAJI

SIZE: Large (12 ft. long)
MOVE: 60 ft., swimming 300 ft., flying 120 ft. (AA: level VI)
ARMOR CLASS: 2
HIT DICE: 6
ATTACKS: 3
DAMAGE: 2-5, 2-5, 3-12
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: 25%
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 5%
TREASURE: In Lair: 1-10k cp (5%), 1-12k sp (15%), 1-6k ep (25%), 1-8k gp (25%), 1-12 gems (15%), 1-8 jewelry (10%), any 3 magic items + 1 scroll (25%), 2-8 potions (40%), 1-4 scrolls (50%)
INTELLIGENCE: Genius
ALIGNMENT: Chaotic good
LEVEL/X.P.: 6 / 590 + 6/hp (non-spellcasting)
6 / 710 + 6/hp (spellcasting)

General information: The amohaji are snake-like dragons that use their tails to gracefully maneuver in the water. They are quite small for dragons, but they are masters of illusion and mind manipulation. In the center of the brain of every amohaji is a magic pearl worth 1,000 gp, which allows them flight with inspiring maneuverability, the ability to create a cloud lair, and the ability to breath water. The pearl retains these powers for a day after the death of the dragon, but then reverts to a normal pearl.

Amohaji almost always speak (90%) and will always cast spells if they speak. They sleep the least of all dragons and there is only a 5% chance of catching one resting. Amohaji cast spells as an illusionist equal



to their age category and are fond of creating illusions of themselves of vast proportions. They breathe a blast of steam 25 ft. long, 40 ft. wide, and 30 ft. high up to three times per day. In addition to this steamy weapon, they can also breathe a gas of forgetfulness of the same dimensions up to three times daily. Those unfortunates caught in this cloud lose all their memories of the past 24 hours unless a save against breath weapons is successful.

Amohaji gain the following spell-like abilities usable three times per day based upon age categories: 1-detect illusion, 2-detect magic, 3-hallucinatory terrain, spectral force, 4-non-detection, 5-confusion, 6-project image, 7-true sight, 8-astral spell

Amohaji are almost always on friendly terms with cloud dragons and take care to avoid the territory of their larger, more powerful cousins unless first paying their proper respects. It is rare to find both an amohaji and a cloud dragon in the same location, and when such happens it is typically because the amohaji is merely passing through with no intent on staying for an extended time.

Although often encountered in water, amohaji lair in clouds, given permanence and substance by their magic pearls. These lairs continually migrate with the wind, but a dragon is always aware of where its lair currently floats, and the dragon can command its lair to move at 120 ft. in any direction as long as the dragon is astral or remains within 100 miles of the lair on the material plane. The lair retains its cohesion for a day after the death of the dragon, but then all

gathered items plummet to the ground. Amohaji know the date on which they are destined to die of old age, and eld dragons are rumored to bestow their hoards upon the just the morning before their last day. They are very solitary dragons, only sharing space with their own kind for mating or child rearing purposes. Amohaji possess darkvision to 120 ft.

Languages: Speaking amohaji understand cloud dragon and common. In the rare times they communicate with other amohaji, they speak exclusively in poetry in cloud dragon. This speech heavily relies upon analogy, reference, tropes, conceits, and metonymy. It is unintelligible to all but the most educated in amohaji lore, history, philosophy, and humor.

Physical description: Amohaji are typically dark blue or brown with black stripes, mimicking the appearance of rippling water. They are horned and heavily whiskered, almost to the point of having thin manes. Each amohaji has a long strip of hair that travels along the top of its sinewy body to the tip of its tail. They have only two clawed forelegs.

DROTH'YAR

SIZE: Large (12 ft. long)
MOVE: 150 ft.
ARMOR CLASS: 5
HIT DICE: 4
ATTACKS: 1
DAMAGE: 2-8



SPECIAL ATTACKS: None
SPECIAL DEFENSES: Immune to poison
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 1-12
LAIR PROBABILITY: 10%
TREASURE: None
INTELLIGENCE: Animal
ALIGNMENT: Neutral
LEVEL/X.P.: 3 / 75 + 3/hp

General information: Droth'yar are swift, two-legged herbivores, used as mounts and beasts of burden. Droth'yar are highly adaptable, and several different breeds have evolved in different regions. Those found in arid lands are leaner and have longer legs than most, while droth'yar in areas with particularly harsh winters have been known to grow sleek coats of fur. All droth'yar are strict herbivores and regularly survive on plants poisonous to most species.

Droth'yar herds are usually led by a single dominant male. During mating season (the timing of which varies according to breed), droth'yar establish dominance by butting heads. Two competing droth'yar will fight until one dies or flees from the

battle. In domestication, droth'yar are used to help plow fields, pull chariots, and transport goods between cities. They are occasionally used as mounts for soldiers, when more powerful exotic beasts are unavailable or too expensive. Droth'yar have a life expectancy of about fifteen years.

If encountered in their lair, there will be a nest for every two droth'yar. There is a 50% chance that there will be 2-12 eggs or young lizards of 25% to 50% maturity. The eggs are worth 25 gp and young droth'yar can be sold on the market for 50 gp each. An adult trained for riding typically sells for 100 gp while one trained for war sells at 200 gp. Wild droth'yar only fight when cornered or defending their young. Droth'yar trained and bred for war are somewhat more vicious, but even they often require urging from their riders to fight.

Physical description: A droth'yar resembles an oversized lizard, bearing two thick legs but lacking forelimbs. Its head is vaguely draconic and sports a large horn which curves back toward its tail. Though a droth'yar walks upright, it keeps its neck lowered to help maintain its balance. Its tail drags behind it, nearly the same length as its body. An adult droth'yar stands about 6 feet high and is 12 feet long from its head to the base of its tail. Droth'yar have tough, mottled hides, colored in earth tones. They typically weigh in excess of 1,000 pounds.

DRYAD, TREELOST

SIZE: Medium (5 ft. tall)
MOVE: 120 ft.
ARMOR CLASS: 8
HIT DICE: 4
ATTACKS: 1
DAMAGE: 1-8
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: None
MAGIC RESISTANCE: 50%
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 0%
TREASURE: None
INTELLIGENCE: High
ALIGNMENT: Neutral evil
LEVEL/X.P.: 4 / 175 + 3/hp

General information: Almost all dryads die when their trees dies, but not all. Wandering through the forest, the treelost dryad is searching endlessly for her dead companion tree. Long ago driven mad, the treelost dryad is a volatile and fearsome foe when pressed or when interrupted in her search for home.

Treelost dryads attack by peeling off a bit of their cracked flesh, causing 1-2 hit points of damage to

themselves in the process. All creatures within 30 feet are afflicted by a unique variety of *cause light wounds* that simply refuses to heal. Each creature takes 1-8 hit points of damage which cannot be magically cured, and which only heals at one-tenth the normal rate. Those affected by this foul power know immediately that something is wrong with their wounds and something festers within them. A *cure disease* spell allows the wounds to heal normally.

A treelost dryad may use the following spell-like powers once per day: *barkskin*, *charm person*, *cure light wounds*, and *warp wood*.

Treelost dryads tend to ignore the presence of others until something interferes with their search for their lost

home. A few seek to lure intruders into traps to find out if these foreigners were the ones who destroyed their forest. No matter what, each treelost dryad behaves in accordance with her own particular form of insanity. Animals have a pronounced aversion to their presence, so the estranged fey find comfort only with twisted creatures like themselves.

Languages: Treelost dryads speak dryad, elven, pixie, and sprite and can speak with plants.

Physical description: The treelost dryad looks like a typical dryad, and only closer inspection shows deep scars and cracks in the treelost dryad's flesh.



ELEMENTAL PRINCE, WATER - ENGRAVED - EPICUREAN - EROLTH

ELEMENTAL PRINCE, WATER

SIZE: Large (12 ft. tall)
MOVE: 120 ft., swimming 180 ft.
ARMOR CLASS: -3
HIT DICE: 90 hit points
ATTACKS: 1
DAMAGE: 3-30
SPECIAL ATTACKS: Drowning, spells
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: 50%

RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 75%
TREASURE: In Lair: 5-30k cp (25%), 1-100k sp (40%), 10-40k ep (40%), 10-60k gp (55%), 500-5,000 pp (25%), 1-100 gems (50%), 10-40 jewelry (50%), any 4 magic items + 1 potion + 1 scroll (15%), 2-8 potions (40%)
INTELLIGENCE: Exceptional
ALIGNMENT: Any
LEVEL/X.P.: 10 / 19,200



General information: Water elemental princes are rarely encountered out of their native plane. They are the ruling class of the plane, and other water elemental creatures have a base 75% chance of following their orders without question. Those that do not immediately follow instruction will independently act to their best judgment to protect and support the prince out of respect.

Water elemental princes attack as 20 HD creatures. They can envelop and drown opponents of up to human-sized or smaller. Enveloping requires a successful attack and renders the enveloped creature powerless to do anything except physically attack at -5 to hit. An enveloped creature drowns in 2-8 rounds and takes 2-12 points of damage each round while inside the water elemental prince.

Water elemental princes may summon one 16 HD water elemental, two 12 HD water elementals, or four 8 HD water elementals per day. These summoned elementals obey the prince's every command and remain for 4 hours in service to their prince. A prince has access to the following abilities 3 times per day at 20th level : produce a double-strength *wall of fog*, *lower and part water*, *transmute rock to mud*, *ice storm*, or *wall of ice*. While in contact with water, a water elemental prince regenerates 1 hp per round. Water elemental princes are immune to paralysis and turn to stone effects.

Water elemental princes can only be hit by +1 or better weapons and take half damage from slashing weapons. They can ram with the force of two heavy galleys while in large bodies of water.

Physical description: Water elemental princes look like tall crashing waves. They form limbs when needed. Their color will change from a deep blue when pleased, green when disturbed, and all the way to a dark red when angered. They weigh in excess of 5 tons.

ENGRAVED

SIZE: Medium (6 ft. tall)
MOVE: 90 ft.
ARMOR CLASS: 5
HIT DICE: 40 hit points
ATTACKS: 1
DAMAGE: 2-12
SPECIAL ATTACKS: None
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: See below
RARITY: Very rare
NO. ENCOUNTERED: 1-2
LAIR PROBABILITY: 100%



TREASURE: None
INTELLIGENCE: None
ALIGNMENT: Neutral
LEVEL/X.P.: 7 / 1,780

General information: One of the multitude of minor golems, engraved are common only with more primitive cultures. Engraved are typically charged with guarding sacred sites. They are carved from stone and usually located as part of embossed murals. Often, but not always, these murals will give warning as to the purpose of the engraved.

An engraved is created for the sole purpose of guarding something of great importance, such as a king's tomb. The creation of an engraved is a solemn and holy ritual. It involves the voluntary sacrifice of a great warrior whose spirit gives life to the construct. Parameters can be set to allow passage of certain creatures, often a gesture or password. This secret is known only to those who must know and is well guarded, but it is not unheard of for an engraved to have no password. If this is the case, it will attack any creature that approaches, even its creator, because its mission is to guard. An engraved is usually under orders not to stray from an area, and once created, an engraved will carry out its service until it is destroyed.

An engraved fights in a fairly straightforward manner, attacking with its ceremonial weapons and always doing 2-12 damage regardless of actual weaponry; its resiliency and power more than make up for the deficiencies in its equipage. If the engraved is victorious in its combat, it will return to its wall to await the next intruder.

Engraved can only be harmed by magical weapons. Spells of any sort have no effect except for the following: *transmute rock to mud* slows an engraved to 50% of its typical speed for 3-18 rounds, *stone to flesh* makes the engraved vulnerable to normal weapons, and *transmute mud to rock* restores all prior damage taken by the golem.

Physical description: An engraved always appears as a tribal warrior, usually in ceremonial regalia and often equipped with weapons of sacrifice, rather than war. Engraved weigh over 1,000 pounds.

An engraved's body is chiseled from a single block of hard stone such as granite, weighing at least 2,000 pounds. The stone must be of exceptional quality and be worth at least 4,000 gp. After carving the engraving, a **codex of the engraved** (see *new magic items*) must be employed to bring the engraved to life, a process taking an uninterrupted month's time. These tomes are very rare, usable only twice per year by a cleric or druid of at least 8th level, and require a cleric or druid of at least 12th level to create.

EPICUREAN

SIZE: Large (8 ft. long)
MOVE: 30 ft.
ARMOR CLASS: 7
HIT DICE: 3+3
ATTACKS: 1
DAMAGE: 1-8
SPECIAL ATTACKS: Spells
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 90%
TREASURE: In Lair: 3-24 cp, 3-18 sp, 2-12 ep, 2-8 gp, 1-6 pp, 1-4 gems (50%)
INTELLIGENCE: High
ALIGNMENT: Neutral
LEVEL/X.P.: 3 / 145 + 3/hp

General information: While most races claim that epicureans received their bodies as a punishment for gluttony, the epicureans, who refer to themselves as na-sashlan, say that the gods offered their ancestors mastery of a single sense. The na-sashlan chose taste, and they have since become exquisite connoisseurs of flavor. In addition, they have mastered the nature of hunger—not only hunger for food, but lusts for power and beauty. This mastery is a part of their being, and despite their grotesque bodies, they can incite passions in living creatures through secret motions and magic.

Epicureans are consummate gluttons, and most spend their lives searching for exotic tastes and lesser sensory experiences. While some are amused by manipulating other creatures, they avoid each other, despising their appearance. Their morals tend to be questionable, but they rarely aid truly evil beings; their greed is for small pleasures, not power or destruction.

Epicureans have the ability to eat at a distance. They can target any object within 30 feet and magically taste and digest it as if it was inside the formidable stomach of a na-sashlan. This causes 1-8 hit points of damage to any targeted creature. A save against spells reduces this damage by half.

The na-sashlan can use *emotion* as a spell-like ability up to 5 times per day. The effects of an epicurean's *emotion* lasts 2 rounds after it ceases concentration. At will, a na-sashlan can create taste illusions. These are the taste equivalent of *audible glamour* and can either be cast upon an item to be consumed or upon a target, who is allowed a save against spells to resist. These taste illusions can last up to 1 hour if the epicurean wishes. This can be used as a weapon of sorts as a creature affected may suffer a -2 to hit if the epicurean chooses to fill its mouth with foulness.



In their search for new and intriguing experiences, some epicureans have adapted to humanoid societies. They prefer to live in luxurious homes away from cities, attended to by slaves and servants. Much of the time, an epicurean's servants work in exchange for training. Most hope that the na-sashlan's knowledge of taste will allow them to perfect their cooking, but some seek to refine their own abilities to control others' emotions. In the wild, as it is, epicureans will often be found among sprites, nymphs, pixies, satyrs and other sylvan creatures who find joy and pleasure in the na-sashlan's taste illusions.

Languages: Epicureans speak common and at least two other languages, typically sylvan in orientation.

Physical description: Epicureans have 7-foot-long bodies resembling mottled, green-skinned caterpillars. They have no legs, however, and are barely strong enough to push themselves across the ground. Their emerald eyes sit above their prominent mouths, barely reachable by their fat and stubby arms. Most remarkable are their tongues. Half the length of their bodies, deep purple, and incredibly strong, they are tipped with tiny buds that add to their sensitivity. Epicureans carry an odor of chestnuts about them and have a well-known penchant for fine tobaccos.

EROLTH

SIZE: Large (7 ft. tall)

MOVE: 90 ft., flying 240 ft. (AA: level III)

ARMOR CLASS: 7

HIT DICE: 8+2

ATTACKS: 1

DAMAGE: 1-12

SPECIAL ATTACKS: Spells

SPECIAL DEFENSES: See below

MAGIC RESISTANCE: See below

RARITY: Very rare

NO. ENCOUNTERED: 1

LAIR PROBABILITY: 5%

TREASURE: In Lair: 1-20k sp (10%), 1-12k ep (15%), 1-10k gp (40%), 100-800 pp (35%), 3-30 gems (20%), 1-10 jewelry (10%), any 3 magic items except swords or misc. weapons, + 1 potion and 1 scroll (30%)

INTELLIGENCE: Supra-genius

ALIGNMENT: Neutral good

LEVEL/X.P.: 7 / 1,600 + 12/hp

General information: Erolths are peaceful hermits seeking to learn all they can know. They have a way with languages, picking new tongues up quickly, but generally do not wish to arouse undue attention to themselves. Among subterranean races, erolths are renowned as soothsayers and wisemen. The dwellers in the dark often seek an erolth's advice in times of trouble or ask erolths to arbitrate disputes.

Erolths can fly through stone and earth as if they did not exist. They possess darkvision to 360 ft. and can see through stone and earth as well as they can fly through it. They prefer to avoid combat and flee when possible. They usually create *shades* to protect their retreat. They would rather not kill any non-evil creature, but are fierce opponents when forced - and woe be to the character that angers an erolth as their enmity is permanent until death.

When in combat, erolths can use their beaks to deflect a single attack per round. They possess the ability to cast druid spells at the 12th level of ability and rely upon such casting for the majority of their warlike activities, although capable of delivering a nasty beak strike. In addition, erolths can cast *shades* at the same level of ability three times per day. They are immune to 1st and 2nd level illusion/phantasm spells as well as *cause fear*, *command*, *forget*, *friends*, *hypnotism*, *ray of enfeeblement*, and *scare*.

If an erolth encounters a creature that speaks a language with which it is not familiar, the erolth can learn that language rapidly. If an erolth listens to a creature speaking an unfamiliar language for 2-12 minutes, the erolth will become conversant in that language, and the erolth will become fluent in that language if it continues to hear the language for a total of 24 hours. An erolth has total recall of any

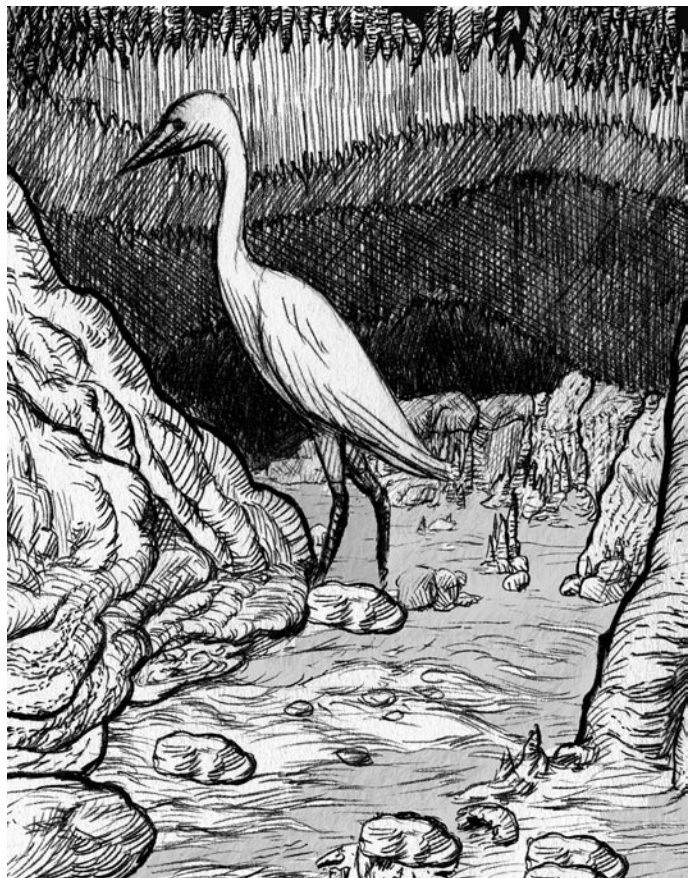
event it has ever witnessed or experienced and any information it has ever heard; they never forget.

Erolths lair in isolated caves, unreachable to any that cannot pass through stone. They usually have a false lair, where they spend a significant portion of their time, allowing those seeking them to have a location at which to consult with their wisdom. They are avid acquirers of knowledge, but due to their prodigious memory, they rarely keep anything after reading, preferring to trade or sell for something new. Erolths are sages of the highest caliber, most twice or even thrice as knowledgeable as those of other races, and rarely does it take more than a turn before a complete answer to any question is delivered.

Languages: All erolths speak common, under-common, and all demi human languages. They also speak 4-24 more obscure languages.

Physical description: Erolths are 7-foot-tall bird-like creatures that live in subterranean lairs. Their pronounced beaks, elongated arms, and relatively short legs demonstrate an odd avian heritage. They have unremarkable plumage composed of dark earthy tones. Their voices are inhumanly melodious.

Variants: A few erolths are neutral evil. They are hated by their kin, who seek to destroy them whenever possible. These erolths enjoy masterminding vast and complex plots, some of them even shaking entire continents to their bones.





FACELESS ONE

SIZE: Medium (6 ft. tall)

MOVE: 90 ft.

ARMOR CLASS: 3

HIT DICE: 1-4

ATTACKS: 1

DAMAGE: 1-4 or by weapon

SPECIAL ATTACKS: Concerted spell use

SPECIAL DEFENSES: None

MAGIC RESISTANCE: 5% per HD

RARITY: Very rare

NO. ENCOUNTERED: 1-3 or 1-30

LAIR PROBABILITY: 100%

TREASURE: None

INTELLIGENCE: Very

ALIGNMENT: Lawful evil

LEVEL/X.P.:

1 HD: 2 / 25 + 1/hp

2 HD: 2 / 60 + 1/hp

3 HD: 3 / 95 + 2/hp

4 HD: 4 / 205 + 3/hp

General information: Ages past, the last evil priest of a dying cult provided for the defense of his hidden shrine by creating a cadre of guardians. The priest is long dead, the secret of creation lost with him, but the faceless ones still roam the shrine and destroy all foolish interlopers.

There are exactly 30 faceless ones, and each possesses the ability to cast one cleric spell of level 1-4 (as designated on the table below) three times per day. Each faceless one is immune to poison, mind attacks, and non-magical weapons. It cannot communicate with outsiders, can cast no other spells, and will use its spell in an intelligent manner in conjunction with its comrades. The entire cadre is in constant telepathic link with one another; all know what one knows. Therefore, the cadre has no direct leader. The only sounds they make are the utterances of spells in low raspy voices that emanate from within their chests.

Faceless ones roam their abode in bands of 1-3. Upon encountering intruders, the band will immediately engage them without question or waiting for any sort of communication from the intruders, and they will telepathically call for assistance from other band members only if absolutely needed.

If a faceless one is slain, its comrades will make every attempt to return its body to their birthing vat, hidden somewhere deep within the shrine. Rebirth takes one day. So long as a single faceless one still lives, and the vat is intact, the entire cadre can be restored within 29 days. A well-used tactic is for one to hide in a secret location with the vat until the intruders have left. The vat is 6 feet tall and 8 feet in diameter and is made of a dark, streaked iron. Its liquid contents are unidentifiable except by an alchemist.

Hit dice and spells for the faceless ones break down into this order:

Hit Dice	Number	Spell
1	16	1 1 st
2	8	1 2 nd
3	4	1 3 rd
4	2	1 4 th

Physical description: Faceless ones appear as muscular humans with no facial features.



FLUTTERING OOZE

SIZE: Small (1 ft. wide)
MOVE: 10 ft., flying 30 ft. (AA: level II)
ARMOR CLASS: 9
HIT DICE: 1-2 hit points
ATTACKS: 1
DAMAGE: 0
SPECIAL ATTACKS: Smother
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Uncommon
NO. ENCOUNTERED: 25-100
LAIR PROBABILITY: 50%
TREASURE: In Lair: incidental
INTELLIGENCE: Animal
ALIGNMENT: Neutral
LEVEL/X.P.: 1 / 11 + 1/hp

General information: Usually found either clinging to walls or flying through dungeon corridors, fluttering oozes are attracted by the subtle moisture created through other creatures' respiration. The oozes attempt to wrap themselves around a target's head in an effort to suffocate its prey for later digestion. They dissolve their prey very slowly, and their acid is not strong enough to do more than redden flesh even after several minutes of direct contact. It takes a full week for an entire flock of fluttering oozes to consume a human-sized meal, leaving behind whatever equipment was made of material more durable against acid than leather. In this way, fluttering ooze lairs have incidental treasure made of metals or glass.

On a successful hit, a target of medium-size or smaller begins to suffocate. Larger creatures require more than one successful hit, depending on how much larger their mouths are than a human's. A suffocating creature will die in 4 rounds. During this period, the smothering ooze can be attacked (dealing half damage to the creature it is smothering) by either the target or by another character. Killing an ooze that was smothering a creature results in a death release of acid dealing 1 hit point of damage to the creature the ooze was smothering.

Fluttering oozes are also attracted by the gases given off by burning torches and smother them with their bodies, thinking the brands are prey. These unlucky creatures are usually severely wounded if not killed in the process. However, they are not solitary creatures, and other oozes flock to attack intruders who now flounder in the dark. Large flocks of smothering oozes can prove very dangerous to surprised foes.

Physical description: Fluttering oozes resemble glistening wet patches of stone when on the ground and large semi-translucent moths when flying.

FOOL'S DRAGON

SIZE: Large (30 ft. long)
MOVE: 90 ft.
ARMOR CLASS: 4
HIT DICE: 6+2
ATTACKS: 3
DAMAGE: 2-5, 2-5, 2-12
SPECIAL ATTACKS: Tail slap, crush, and breath weapon
SPECIAL DEFENSES: None
MAGIC RESISTANCE: Standard
RARITY: Uncommon
NO. ENCOUNTERED: 1-4
LAIR PROBABILITY: 60%
TREASURE: In Lair: 30-240 cp, 30-180 sp, 20-120 ep, 20-80 gp, 1-4 gems (50%), 1-3 jewelry (50%)
INTELLIGENCE: Animal
ALIGNMENT: Neutral
LEVEL/X.P.: 6 / 665 + 8/hp

General information: A fool's dragon gets its name from its uncanny resemblance to true dragons. It is really an enormous lizard whose "wings" are only membranes used to collect heat from the sun. Many a fool's dragon has been slain due to its draconic appearance. On the other hand, many



of these beasts have been given wide berth by more dangerous predators. Would-be dragonslayers sometimes hunt these creatures and boast of their prowess, only to later meet a quick death at the hands of the real thing. Fool's dragons are no more intelligent than a typical lizard and thus do not speak or understand any languages.

A fool's dragon starts combat with a tail slap for 3-18 hit points of damage, preferring to expend as little energy as possible. If irritated further, the great lizard spits its toxic cloud and then attacks with claws and teeth, focusing on one opponent at a time. A fool's dragon prefers to save its second breath attack as a prelude to fleeing the combat, and will only use it as a last resort. If faced with small opponents, the fool's dragon may choose to jump and crush for 3-24 damage. This attack affects as many creatures as can fit under the dragon's body, and the fool's dragon can launch itself a full 15 feet forward in a single tremendous jump.

Twice per day, a fool's dragon can breathe a 20-foot-diameter cloud of toxic mist, centered on the dragon's head, which causes blindness for 2-40 minutes and deals 3-12 hit points of damage. A successful save versus breath weapons avoids the blindness and halves the damage. Fool's dragons are immune to their own, and other fool's dragon's, breath weapons.

Fool's dragons are excellent swimmers and climbers and experience no speed decreases under such circumstances.

Physical description: This great reptilian beast is easily over a dozen feet long. Its scales glitter like gems in the noonday sun as it stretches regally, ruffling its fanlike "wings" to shake away the dust. A fool's dragon's body is about 15 feet long, with its tail extending nearly another 15 feet. It weighs about 6 tons. Color can vary based upon location, as best to mimic a true dragon.

FOUL SPAWNER

SIZE: Large (10 ft. tall)
MOVE: 90 ft.
ARMOR CLASS: 5
HIT DICE: 7
ATTACKS: 1
DAMAGE: 4-16
SPECIAL ATTACKS: Engulf
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 10%
TREASURE: None

INTELLIGENCE: Semi
ALIGNMENT: Neutral evil
LEVEL/X.P.: 4 / 565 + 8/hp

General information: Foul spawners are obese masses of undead flesh that result from a truly evil hill giant returning from the grave. They are truly horrific, for their abdomen splits open to disgorge two zombies, crawling forth in an obscene parody of birth. These two zombies obey every command of the foul spawner. Foul spawners turn as wraiths, but are immune to turning until after their zombie henchmen have been turned.

The bulk, awkwardness, and stupidity of foul spawners make them poorly suited for complex roles in combat. A foul spawner is big and fat, but its grotesquely distended belly is mostly hollow. If its abdominal cavity is empty, it tries to envelop foes. An empty spawner can attempt to envelop opponents into its body, trapping them inside. Instead of using its bash attack to cause damage, an empty spawner can push a medium-sized or smaller opponent into its stomach on a successful attack. Though this attack deals no damage, most would prefer a solid fist to the face than suffer inside a foul spawner. Those pushed into the abdominal cavity suffer 1-10 hit points of damage per round. In addition to this gut-grinding damage, a paralytic poison is excreted within the cavity, and any living creature must make a save against poison or become paralyzed for one turn. Any creature killed in this manner rises as a zombie within the hour under the control of the foul spawner.

A foul spawner can control up to 3 zombies at any one time. Any zombies disgorged by a foul spawner are coated with the paralytic poison, and any creature hit by a disgorged zombie within 5 rounds of exiting the foul spawner must save against poison or become paralyzed for 4 rounds.

Any attack against a foul spawner that has engulfed a victim has a 25% chance of doing half damage against the trapped creature as well as the spawner. If an engulfed creature has a sharp weapon at hand, he has up to 3 tries to cut his way out of the inside of the undead. An 18 or better on any attack indicates a successful escape and deals double normal damage to the spawner in the process.

Languages: Foul spawners poorly speak hill giant, although few would wish to hear the contents of their mad ravings.

Physical description: Foul spawners typically have red-rimmed eyes, brown skin, and the remains of rough hides they once used as clothing, much like they did in life. They always have tremendously distended stomachs, capable of carrying two zombies in their foul, fake wombs.

FUNGAL RENDER

SIZE: Large (15 ft. tall)
MOVE: 30 ft.
ARMOR CLASS: 9
HIT DICE: 12
ATTACKS: 6
DAMAGE: See below
SPECIAL ATTACKS: Crush
SPECIAL DEFENSES: Fast healing
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 95%
TREASURE: In Lair: 3-24 cp, 3-18 sp, 2-12 ep, 2-8 gp, 1-6 pp, 1-4 gems (50%)
INTELLIGENCE: None
ALIGNMENT: Neutral
LEVEL/X.P.: 7 / 2,900 + 16/hp

General information: Fungal renders are extremely rare giant mushrooms possessing mobility and a predator's instincts. They are typically only encountered in underground fungal forests, but have occasionally been seen on the surface. Averaging 15 feet in height, the render has ten rope-like tendrils dangling from the circumference of the it's cap. These tendrils are covered in a sticky, sap-like substance. The fungal render attacks with these tendrils. If only one tendril hits, no damage is done, but if two or more hit the target creature takes 1-4 hit points of damage per tendril each round as the fungal render pulls its victim apart. A fungal render's tendrils are very elastic and can stretch up to three times the render's height. The chance of dislodging a tendril is equal to the chance of opening doors.



A tendril is severed after receiving 10 hit points of damage against AC 3. Damage to a tendril does no harm to the fungal render; only attacks against its cap, trunk, or roots can slay a render.

When reduced to 10 hit points or fewer, a fungal render will throw itself upon its attackers in a devastating crush attack dealing 4-20 points of damage to any creatures underneath it. Up to 3 medium-sized creatures can be attacked in this manner. It takes a fungal render 2 rounds to right itself once after a crush attack. During this period it can only attack with 4 of its tendrils, as the others are occupied by setting itself upright.

A fungal render heals quickly, regaining 2 hit points per turn. One severed tendril can be regenerated over the same period of time. A fungal render can only detect creatures within 50 feet of its stalk via light detecting "eyes," and it will only pursue fleeing prey for a short time (three rounds) before losing interest and returning to its favored location.

Physical description: A fungal render is a mushroom of vast magnitude with several tendrils that extend from the cap, which it uses to tear apart its food. The trunk is flexible and sways to avoid blows. Fungal renders can grow up to 20 feet tall, but most average around 15 feet. Their caps are a dark purple, their trunks and tendrils a dark red, and their lamellae a dark orange. When uprooted, twelve thick, root-like black tendrils support the lumbering mushroom. Upon its trunk are rows of argent spots, which the render uses as primitive eyes.

FURROWER

SIZE: Large (8 ft. wide)
MOVE: 90 ft.
ARMOR CLASS: 5
HIT DICE: 3
ATTACKS: 11
DAMAGE: 1 (x 10), 1-2
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 1-3
LAIR PROBABILITY: 50%
TREASURE: In Lair: 1-12k cp (20%), 1-6k sp (30%), 1-4k ep (10%), 1-6 gems (25%), 1-3 jewelry (20%), any 2 magic items (10%)
INTELLIGENCE: Semi
ALIGNMENT: Neutral evil
LEVEL/X.P.: 3 / 110 + 2/hp

General information: Furrowers live in sewers and swamps, where they leave distinctive trails as they pass. These furrows are how they gain their name,

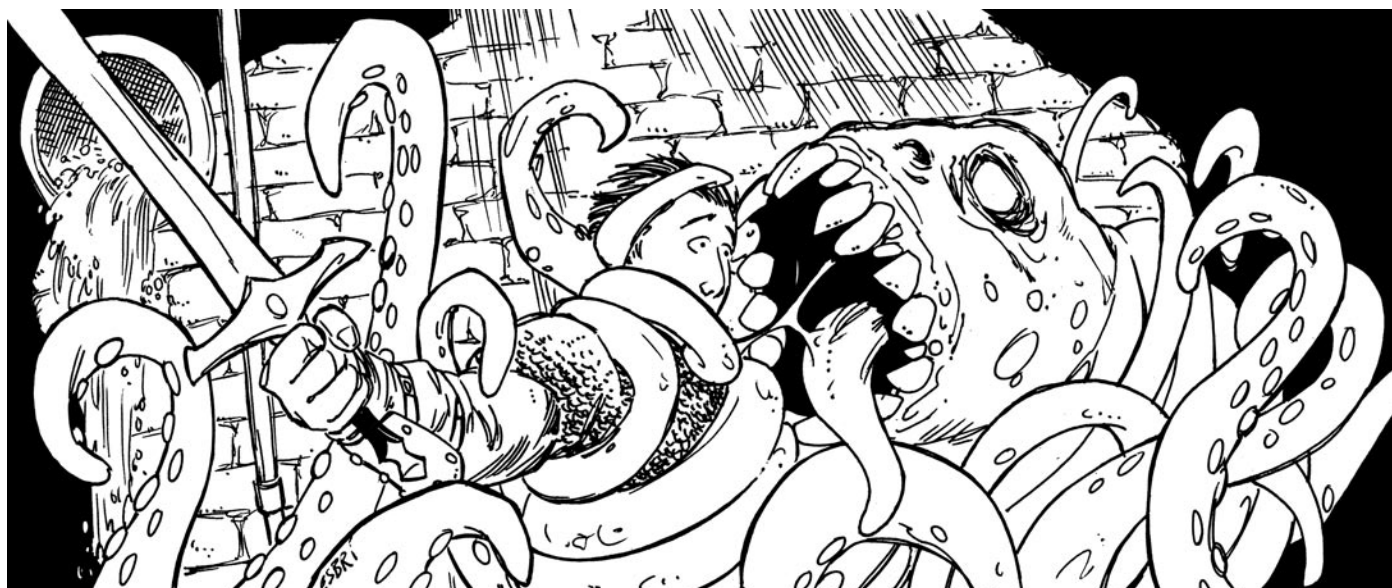
but they are also known as sewer terrors by the unfortunates forced to work in the dangerous underground systems.

Furrowers attack with their grasping tentacles. An initial hit does no damage, but constriction on the following rounds deals 1 hit point of damage per tentacle. Worse however, is the interfering nature of these limbs: for every tentacle upon a target, he suffers a corresponding -1 on to hit rolls. For example, a creature gasped by 6 tentacles of a furrower is at a -6 to hit. Severing tentacles is fairly easy (AC 9, 2 hit points), but the furrower seems to have an almost inexhaustible supply of them, so it is rarely a wise or effective tactic.

A furrower has a truly impressive-looking mouth, but it is composed of weak and soft teeth coupled with paltry bite strength. Sages speculate that furrowers use their mouths more to scare off dangerous foes than as a tool of attack or defense. Furrowers are very acquisitive creatures and have a horde of treasure in their lair somewhat incongruent to their real danger.

Languages: Furrowers know a few words of common, but not enough to convey anything but the most basic of matters.

Physical description: A mass of writhing tentacles with an impressive, but weak, mouth is most anyone sees of a furrower. They vary in color from green to gray.



6 GANYADI - GARGOYLE, MAD SOME - GEHZIN - GHOULFRUIT TREE - GIANT, NEPHILIM - GIANT, RIME - GIANT, SEA - GIANT, WOOD - GOLEM, AMALGAM - GOLEM, DRAGONSHIP - GOLEM, FURNACE - GOLEM, IOUN - GOLEM, LABYRINTHINE - GOLEM, RESIN - GOLEM, WAX - GRAY LADY - GREENFEEDER - GROUNDLING

GANYADI

SIZE: Small (3 ft. tall)
MOVE: 90 ft.
ARMOR CLASS: 8
HIT DICE: 3
ATTACKS: 1
DAMAGE: 1-4 (1-3)
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: 25%
RARITY: Very rare
NO. ENCOUNTERED: 1-6
LAIR PROBABILITY: 10%
TREASURE: In Lair: 200-800 gp, 10-40 gems (50%)
INTELLIGENCE: High
ALIGNMENT: Chaotic evil
LEVEL/X.P.: 4 / 245 + 2/hp

General information: Evil tree sprites, the ganyadi are hated by all good sylvan creatures. Treants find them especially vile and are even willing to risk their long and rare lives to destroy them. Ganyadi are treacherous creatures who enjoy moving their groves to the edge of civilization. They then demand tribute from small farming communities or wreak havoc upon the local settlers.

Distantly related to dryads, ganyadi do not have a host tree so much as a grove of anywhere from 2 to 5 trees. They can pass through plants by stepping into any one tree in the grove and out of another, but only through a tree marked as one of their own in the same manner as dryads. Like treants, they can also animate their trees (up to three at a time) to defend

the grove (animated tree: 2 attacks, 4-24 damage, AC 3, HD 11, move 30 ft.), and they can change which ones are animated as needed. Ganyadi are known to move their entire grove by animating their trees and moving through several steps. An animated tree must stay within 300 feet of its ganyadi or it reverts back into a normal tree.

Ganyadi rarely fight hand-to-hand but when forced rely upon an extremely sharp wooden knife (1-3 damage). They typically use wee bows (1-4 damage, range but half of a shortbow) and attack from a distance. Such physical attacks are rare, however, as ganyadi rely upon their magical abilities and their animated trees to deal with opponents. They are continually under the effect of a *sanctuary* spell. If they attack the effect is negated for 2-8 rounds, after which it returns. Ganyadi can, at will, cast *cure light wounds*, *entangle*, *invisibility*, and *tree*.

Languages: Ganyadi can speak elven, dryad, and brownie.

Physical description: A ganyadi stands about 3 feet tall and weigh roughly 25 to 30 pounds with a small and slight frame. Her ears and eyes are overly large for her face, the eyes resembling deep green emeralds that reflect like a cat's in deep shadows. Her skin is pale with a very slight greenish tint, and her hair is an unruly dark green, almost black, mass of curls cascading over her shoulders. It is often matted with twigs and flowers.

GARGOYLE, MAD SOME

SIZE: Large (8 ft. tall)
MOVE: 60 ft., flying 90 ft. (AA: level IV)
ARMOR CLASS: 3
HIT DICE: 5+5
ATTACKS: 3
DAMAGE: 1-4, 1-4, 1-6
SPECIAL ATTACKS: Maddening roar
SPECIAL DEFENSES: Immune to mind attacks and non-magical weapons
MAGIC RESISTANCE: 15%
RARITY: Rare
NO. ENCOUNTERED: 1-8
LAIR PROBABILITY: 100%
TREASURE: Individual: 20-80 gp; In Lair: 1-12k cp (20%), 1-6k sp (30%), 1-4k ep (10%), 1-6 gems (25%), 1-3 jewelry (20%), any 2 magic items (10%)
INTELLIGENCE: Low
ALIGNMENT: Chaotic evil
LEVEL/X.P.: 5 / 370 + 6/hp

General information: A madsome gargoyle attacks with both of its taloned paws and its mouth. If all three attacks are successful in the same combat round, the gargoyle will lift the victim straight into the air and attempt to drop him from a height of 10-50 feet within 2-4 rounds. Normal weapons cannot damage it; it is immune to mind attacks and can hide in shadows as a thief of its level.

The madsome gargoyle, in groups of 3 or more, can roar and flap their wings to produce a sound that directly affects the humanoid nervous system. Those within 180 feet of the gargoyles must make



a successful save against breath weapons or be overwhelmed by the sound and unable to fight or move. Fleeing is possible at a rate of 10 feet per round. PCs who stop up their ears with a thick substance gain a +4 to their save.

Physical description: A madsome gargoyle appears as a large, winged statue with two large horns and an evil grin. It stands over 8 feet tall and weighs roughly 800 lbs.

GEHZIN

SIZE: L (8 ft. tall)
MOVE: 60 ft.
ARMOR CLASS: 5
HIT DICE: 8+3
ATTACKS: 3
DAMAGE: 2-12, 2-12, 2-16
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: 40%
RARITY: Rare
NO. ENCOUNTERED: 1-6
LAIR PROBABILITY: 40%
TREASURE: In Lair: 100-600 pp (30%), 1 misc. magic item + 1 potion (60%)
INTELLIGENCE: Low
ALIGNMENT: Chaotic neutral
LEVEL/X.P.: 7 / 2,600 + 12/hp

General information: Hideous creatures summoned from dismal planes, gehzin are fearful opponents. In combat, a gehzin singles in on one target in an attempt to destroy it as quickly as possible. It attacks

with slashes and bites, and the victim has a 5% chance per hit of contracting a disease (disease type chosen by the GM). Gehzin may telekinese up to 250 lbs. of weight for up to 10 rounds, and they may *phase door* through solid rock of no more than 150 ft. distance. When coming out of any solid substance, a gehzin gains a 3 in 6 chance of surprise for anyone not expecting their appearance.

Three times a day, a gehzin may *gate* in 1-3 other gehzin with a 35% chance of success. For every additional gehzin within 20 feet, the chance of success rises by 20%.

Physical description: Gehzin take a material form of a towering gray humanoid with elongated arms and a frog-like head. Gehzin possess a mouth full of sharp teeth and five long talons on each hand that can rend and spread disease.

GHOULFRUIT TREE

SIZE: Large (50 ft. tall)
MOVE: 5 ft.
ARMOR CLASS: 0
HIT DICE: 14
ATTACKS: 2
DAMAGE: 1-4, 1-4
SPECIAL ATTACKS: Spells
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 90%
TREASURE: In Lair: 1-10k cp (5%), 1-12k sp (15%), 1-6k ep (25%), 1-8k gp (25%), 1-12 gems (15%), 1-8 jewelry (10%), any 3 magic items + 1 scroll (25%)
INTELLIGENCE: High
ALIGNMENT: Neutral evil
LEVEL/X.P.: 7 / 2,750 + 18/hp

General information: Ghoulfruit trees corrupt their environment by blighting the surrounding plant life, making their heavy fruit the easiest (and eventually only) source of food in the area. Although the fruit's external flesh looks ghoulishly pale and wrinkled like cured skin, the inside nectar and fleshy pulp is sweet and refreshing. A single tree will eventually blight an entire acre before moving on to a fresh location. It takes two years for a ghoulfruit tree to blight such a large area.

These trees are thoroughly evil and highly intelligent. They are weak in melee combat, only doing 1-4 points of damage with a blow from one of their spindly limbs, but they can cast spells once per round as a 9th level magic user without indicating they are the source of the magic (no sound, no movement, etc.). They know the following spells: 1st - *charm*



person, magic missile (x2), sleep; 2nd - ESP, invisibility, scare; 3rd - dispel magic, suggestion; 4th - ice storm.

Ghoulfruit trees gain their name by the unusual way in which they reproduce. Any human that consumes more than three pieces of the goulfruit tree's fruit, or more than three cups of goulfruit tree liquor, in the space of a week must save against poison. Those failing die and rise as ghouls in two weeks. Only humans are affected in this manner by goulfruit.

Ghouls created by a goulfruit tree are as normal ghouls, but their body is infested with goulfruit seeds. One seed drops from the goul every day for a year. It is in this way that the species continues. No one is sure where goulfruit trees came from, but it is rumored that some evil cults raise goulfruit saplings and work with the plants to spread their cause of evil.

Languages: A goulfruit tree speaks common and elven.

Physical description: Goulfruit trees are withered and twisted trees. Although they superficially resemble many different species, they always bear the same fruit. A goulfruit tree is about 50 feet tall and weighs about 5,000 pounds.

GIANT, NEPHILIM

SIZE: Large (9 ft. tall)

MOVE: 120 ft.

ARMOR CLASS: 2

HIT DICE: 7 + 1-3

ATTACKS: 3/2

DAMAGE: By weapon +6

SPECIAL ATTACKS: Hurling rocks for 2-12 damage

SPECIAL DEFENSES: +4 saves against mind-affecting spells

MAGIC RESISTANCE: None

RARITY: Rare

NO. ENCOUNTERED: 1 or 2-5

LAIR PROBABILITY: 5%

TREASURE: Individual: 20-80 gp, 1-4 jewelry; In Lair: 1-8k cp (10%), 1-6k sp (30%), 1-8k ep (15%), 1-6k gp (50%), 1-10 gems (30%), 1-6 jewelry (25%), any 2 magic items + 1 potion (15%)

INTELLIGENCE: Very to high

ALIGNMENT: Lawful neutral

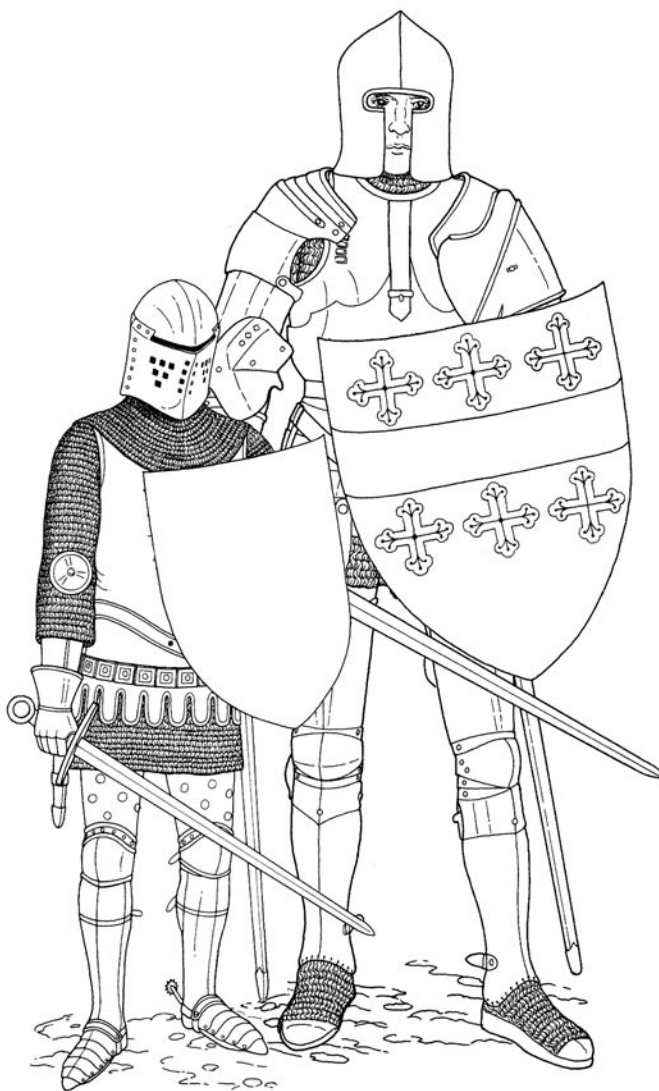
LEVEL/X.P.: 6 / 1,050 + 10/hp

General information: Legend has it that the nephilim are a people of divine, magical origin. Some say they were the children of one of the gods but fell from grace; others, that their true ancestry is demonic. In any case, when their ancestors came to the material plane, they turned their backs on gods and devils alike, trusting only steel and their own indomitable will. Their intense hatred of hill giants, coupled with

not a passing resemblance, has led some sages to speculate that there may be a link between the two giants, but such speculation is viewed with great disgust by the nephilim - sometimes violent disgust.

The nephilim are a people of extremes - strong emotions, strong loyalties, and strong beliefs. Very few are content to sit around and wait for something to happen to them. They go out actively seeking adventure, and in the areas they are encountered they will often find their way to positions commanding human armies or leading human mercenary groups. Those having spent long hours with nephilim remark on a rather melancholy streak found within them.

Since all are warriors, they will purchase or otherwise acquire for themselves the best armor and weaponry available, and most are encountered with plate, shields, and two-handed swords that they use one-handed. They take a delight in beauty, and so the majority of their wealth is almost always in the form of jewelry, art objects, or fine quality weapons. Mundane objects will be carried in large belt pouches, or occasionally in backpacks if need be.



Nephilim cause 2-12 hit points of damage by throwing large rocks from 10 to 200 ft. They can catch rocks tossed at them with a 60% probability. However, there is also a 60% chance that a caught rock will be immediately returned to the thrower as the nephilim have mastered a discus-like catch and return method.

Nephilim are expert tacticians and will use whatever weapons and other advantages are available to them. When they have decided on war, they attack uncompromisingly, rarely taking prisoners or showing mercy in battle. Though they will accept an honest and complete surrender, they will not usually be willing to negotiate or parlay within a combat, and woe betide the foe that feigns surrender only to later betray the nephilim.

Nephilim are courageous to the point of heroism and will have no hesitation in fighting to the death if it will achieve their ends, but they have no wish to throw their lives away unnecessarily. Nephilim occasionally make use of giant war chariots.

Languages: Nephilim speak common and hill giant.

Physical description: Nephilim stand 9 feet tall but are wiry of build, with few weighing much more than 600 pounds. Their facial features and skin, hair, and eye color vary as much as those of humans, but tend towards tan or reddish-brown skin and dark hair. Most have what has been described as a lustrous, almost shining quality to their skin and a fiery light in their eyes. Nephilim are extremely long-lived, with some of them being said to reach 1,000 years old.

GIANT, RIME

SIZE: Large (18 ft. tall)

MOVE: 120 ft.

ARMOR CLASS: 2 (0)

HIT DICE: 12 + 2-7

ATTACKS: 1

DAMAGE: 5-30

SPECIAL ATTACKS: See below

SPECIAL DEFENSES: Immune to cold

MAGIC RESISTANCE: None

RARITY: Very rare

NO. ENCOUNTERED: 1-4

LAIR PROBABILITY: 40%

TREASURE: In Lair: 1-10k cp (5%), 1-12k sp (15%), 1-6k ep (25%), 1-8k gp (25%), 1-12 gems (15%), 1-8 jewelry (10%), any 3 magic items + 1 scroll (25%)

INTELLIGENCE: Average to very

ALIGNMENT: Chaotic evil

LEVEL/X.P.: 8 / 3,200 + 17/hp

General information: Rime giants consider themselves to be the earthly servants of certain grim and evil

deities of the ice and snow. They are utterly opposed to the gods of the humans and other creatures from the warm lands, regarding slaying such folk—and, if possible, their gods—as a sacred duty. The more the rime giants can spread both their foul doctrines and the physical presence of the vast glaciers they inhabit, the more their gods will favor them.

Most rime giants are heavily armed but only lightly armored. Normally wearing little more than tunics or robes, they rely upon their iron-like skin to turn the blades of their enemies as they carry out their gods' wishes. When they are armored, it is usually in very thick hauberks of riveted iron mail so close-set that the links appear to stand out almost perpendicular to the wearer's body, making him very nearly impregnable to attack from human blades and arrows (AC 0). They bear massive axes that look to be capable of slicing through several foes at one stroke. For long-range combat they hurl rocks causing 2-20 hit points of damage at ranges of 10 to 200 ft. They can catch rocks tossed at them with a 50% probability.

The weapons of rime giants are terribly cold. When hit by one, jagged, stabbing icicles spread throughout the victim's wound, dealing 1 hit point of damage per round for 5 rounds. The only way to stop these icicles from forming is the application of some type of fire magic, such as *burning hands*. This will destroy all icicle formation and not harm the targeted individual.

Rime giants have an astonishing degree of control over fallen snow and ice, including the capability to melt, re-freeze, and shape it selectively and more or



less at will. This is very much like the effects of either *transmute rock to mud* or *stone shape*, depending on the rime giant's intent, but targeting ice and snow rather than stone or earth. For example, the rime giant could soften ice into near-freezing water or slush, causing anyone standing on it to sink in; or he could use *ice shape* to seal off or create an icy tunnel. In the right place, this ability could also be used to start an avalanche of great icy boulders, doing 6-36 hit points of damage to any creatures in a 30-foot-wide area. Used gradually, over many months and even years, rime giants can extend the boundaries of tundra or even glaciers over more human-friendly terrain, slowly covering the world with ice just as the rime giants wish.

Languages: Rime giants speak frost giant, although they refer to it as rime giant, of course. They also know cloud giant.

Physical description: Rime giants closely resemble their smaller cousins the frost giants, with snow-white skin and icy blue hair and eyes. Rime giants, though, are an older and mightier race. They typically have many different weapons at their disposal, but favor the axe and spear over others. Adult males stand fully 18 feet tall, weigh upwards of 7,000 pounds, and are strongly built. They can live to be up to 700 years old.

GIANT, SEA

SIZE: Large (15 ft. tall)
MOVE: 120 ft., swimming 150 ft.
ARMOR CLASS: 4
HIT DICE: 10 + 1-4
ATTACKS: 1
DAMAGE: 4-24
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 1-8
LAIR PROBABILITY: 30%
TREASURE: In Lair: 1-10k cp (5%), 1-12k sp (15%), 1-6k ep (25%), 1-8k gp (25%), 1-12 gems (15%), 1-8 jewelry (10%), any 3 magic items + 1 scroll (25%)
INTELLIGENCE: Average
ALIGNMENT: Neutral
LEVEL/X.P.: 7 / 1,820 + 14/hp

General information: Sea giants are distant, imposing, and often silent in demeanor. Most prefer to have little to do with non-aquatic creatures unless absolutely necessary. On the rare occasions that they have business with sailing vessels or land-dwellers, sea giants will rise slowly out from the waves, silent and staring, to ensure such folk have every opportunity to see just how terrifying they are. Sea giants make certain all

parties concerned treat the occasion with sufficient gravity before they commence any negotiation.

Sea giants are often found in underwater cave complexes. If found in their lair, there is a 70% probability that there will be 1-3 giant octopi (50%) or a single giant squid (50%) acting as guards. If more than 4 sea giants are encountered, the additional will be females (similar in HD and damage as stone giants) for numbers 5 and 6. Numbers 7 and 8 will be young (roll percentile dice for size).

Sea giants fight with trident and net. Their great tridents cause terrible wounds and their nets entangle and capture prey. Any medium-sized or smaller creature hit by a sea giant's net is held fast. A netted creature can free itself in two rounds of concerted effort. Larger creatures hit by a sea giant's net suffer a -2 on to hit rolls and are denied any dexterity bonuses to their AC. Sea giants typically open combat with a net attempt, followed by their trident strikes.

Although mostly underwater, when on the surface sea giants cause 2-16 hit points of damage by throwing large rocks from 10 to 200 ft. They can catch rocks tossed at them with a 30% probability.

Sea giants can breathe both air and water with equal facility, and they are at home in both salt and fresh water. However, they are poorly adapted for life on land. A sea giant that spends more than two hours out of water begins to dehydrate. For every hour after that spent on land, a sea giant suffers 1-4 points of damage. The sea giant can only recover this damage while submersed in water.

Sea giants do not carry bags. They tie items directly to their belts with lengths of tough seaweed or in tightly-woven nets attached to their belts. These nets act as the traditional giant's bag, but allow for less drag while traveling underwater. A sea giant going hunting or fishing will have a very large net to drag back anything he catches. Sea giants usually carry at least two or three tridents, often strapped to their backs in complex wraps. Most sea giants prefer to leave the bulk of their treasure in their lairs, but they always bring some treasure with them.

Languages: Sea giants speak their own language and often know another local language.

Physical description: Sea giants have blue-green skin, bright green eyes and brown seaweed for hair. Indeed their whole bodies are often draped with weeds. Their skin sometimes resembles fish scales, but just as often is more like sea-adapted mammalian skin, such as that of a dolphin or whale. Sea giants stand 15 feet tall, but are of normal human proportions rather than having the broad and savage build of some of the other giants.

GIANT, WOOD

SIZE: Large (9 ft. tall)

MOVE: 150 ft.

ARMOR CLASS: 5

HIT DICE: 7 + 1-3

ATTACKS: 1

DAMAGE: By weapon + 7

SPECIAL ATTACKS: None

SPECIAL DEFENSES: See below

MAGIC RESISTANCE: None

RARITY: Rare

NO. ENCOUNTERED: 2-20

LAIR PROBABILITY: 10%

TREASURE: Individual: 30-180 sp, 20-120 ep, 20-80 gp;

In Lair: 1-8k cp (50%), 1-6k sp (25%), 1-4k ep (25%),
1-3k gp (25%), 1-8 gems (30%), 1-4 jewelry (20%),
sword, armor, or misc. weapon (10%)

INTELLIGENCE: Average

ALIGNMENT: Chaotic good

LEVEL/X.P.: 6 / 550 + 10/hp

General information: Wood giants dress in greens or browns which blend into the surrounding forest and prefer neutral colors to the bright or dull colors of other races. They typically carry great swords, and huge bows rest upon their backs. Their swords do 2-12 hit points of damage while their bows do 2-8. They are able to attack twice per round while using their bows. They usually attack from ambush, hiding in dense undergrowth and firing at their prey with their bows before closing to melee with their swords.

Wood giants lair in meadows, where they build gigantic homes out of rough-hewn logs. It is easy for the inexperienced to confuse the great houses of the wood giants for a hill giant steading at a distance. Although drab appearing from the exterior, the interior is always filled with intricate and lovingly-carved wooden works.

Within this lair there will be a leader with no fewer than 50 hit points who does +8 damage. Wood giants tend to be led by females, who form the center of families and clans, maintaining the complex genealogies that form much of the focus of wood giant society. Wood giants do not toss rocks, finding such behavior very undignified.

Wood giants typically wear a tough armor made from leather and treated bark. They are able to hide and move silently with 50% success while in the forest.

Languages: Wood giants speak their own tongue and elven.

Physical description: Wood giants are peaceful, good-natured giants found in the forested areas of the world. Wood giants look much like elves, only they stand a full 9 feet tall. Wood giants have large heads

and prominent jaws; their elf-like ears sit high on their long, oval heads. Most wood giants (particularly males) are bald. Their skin is usually brownish-green.

GOLEM, AMALGAM

SIZE: Large (12 ft. tall)

MOVE: 90 ft.

ARMOR CLASS: 1

HIT DICE: 100 hit points

ATTACKS: 2

DAMAGE: 3-24, 3-24

SPECIAL ATTACKS: Adhesive orb

SPECIAL DEFENSES: Weapon adhesion

MAGIC RESISTANCE: See below

RARITY: Very Rare

NO. ENCOUNTERED: 1

LAIR PROBABILITY: 100%

TREASURE: See below

INTELLIGENCE: None

ALIGNMENT: Neutral

LEVEL/X.P.: 10 / 16,300

General information: Considered by some as the pinnacle of golem creation, the amalgam golem is a fearsome guardian created from stone and natural tar coupled with a fiery elemental spirit. An amalgam golem is a dire foe who usually opens combat by throwing a flaming adhesive orb at the most heavily armored opponent. If it hits, an adhesive orb deals 2-12 hit points of damage, plus an additional 1-4 points of fire damage. Furthermore, the tar adheres to the target's armor, causing the target to be entangled for 2-12 rounds, -1 round for every point of strength and dexterity above 14 the target possesses. Every round spent entangled in an adhesive orb deals another 1-4 hit points of fire damage. An amalgam golem then targets other opponents with its powerful fists. In addition to striking, it will hurl another adhesive orb every 8 rounds, focusing foremost upon heavily armored opponents.

The thick tar that holds the golem together is a powerful adhesive, and it holds fast any items that touch it. A weapon striking an amalgam golem is stuck fast unless the wielder makes a successful open doors roll. Any stuck items are easily removed if the golem is somehow slain. This trait results in older golems accumulating large amounts of weaponry. The golems will typically move all adhered weapons to their core after a day on their surface. If slain, 2-20 differing weapons will be found in the center of an amalgam golem. The majority will be non-magical, but 1 out of every 5 of them will possess some magical ability of note.

After 5 rounds of combat, the fiery elemental spirit within the amalgam golem asserts its will and immolates the golem in a flaming inferno, causing

3-18 hit points of damage to any creature within 10 feet of the golem and 1-6 points of damage to any creature within 15 feet. An immolated amalgam golem is an awesome opponent, implacable and ruthless: all fist attacks are made at a +2 to hit and +5 to damage from the terrible spirit within the golem. Immolation only ends 5 rounds after all martial activities cease.

Only magical weapons of +3 or greater enchantment can harm an amalgam golem. The only spells which affect an amalgam golem are *move earth*, *passwall*, and fire-based magic. *Move earth* slows the golem 50% for 5 melee rounds, *passwall* causes 5-20 points of damage, and fire-based attacks repair the golem on a 1 to 1 hit point basis. Amalgam golems are twice as strong as flesh golems and they always detect invisible creatures.

Physical description: Amalgam golems are roughly humanoid in shape. They stand a full 12 feet tall and weigh over two tons. Globbs of sticky black tar connect rocky appendages to their 7-foot-wide torso. Although largely humanoid in appearance, two curved stone horns protrude from their foreheads, just above two black eyes of smoldering tar. Unlike most golems, amalgam golems possess a fluid gait and are able to easily run, a byproduct of their adhesive tar joints.

An amalgam golem may be created through the use of a magical tome or through the efforts of an 18th or higher level magic user employing the following

spells: *wish*, *polymorph any object*, *geas*, *conjure fire elemental*, *hold person*, and *web*. 1,000 gp per hit point must be spent in materials and 4 months of time are required for construction of an amalgam golem.

An amalgam golem always remains under the control of its creator. It is capable of understanding simple commands and performing actions typical to the more powerful golems.

GOLEM, DRAGONSHIP

SIZE: Large (40 ft. long)
MOVE: Swimming 180 ft.
ARMOR CLASS: 5
HIT DICE: 50 hit points
ATTACKS: 3
DAMAGE: 3-12, 3-12, 4-16
SPECIAL ATTACKS: Breath weapon
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 100%
TREASURE: None
INTELLIGENCE: None
ALIGNMENT: Neutral
LEVEL/X.P.: 8 / 3,400

General information: A dragonship golem is an animated sailing vessel, identical to a longship in almost every way. Its primary function is as a transport that needs no crew; it can be told one's destination, and it will sail there by the quickest route possible. As a sailing vessel, a dragonship has room for a crew of 30 and can carry up to 35 tons of cargo.

Dragonships use their oars or the ability to generate private winds and are rarely at the mercy of the weather. They have a near perfect knowledge of local sea charts and navigation routes. A dragonship taken into unfamiliar waters will gain knowledge of the areas through which it passes. It is capable of understanding simple commands and performing simple actions in combat when ordered to fight.

Although often used as a warship, a dragonship's primary function is that of a sailing vessel. A dragonship is not particularly adept at combat, and it cannot maneuver to defend itself if it is beached; in such cases it relies on its crew for defense. A dragonship bites with its dragon-like head and can use up to two oars to slap at foes that approach from the flanks.

Three times per day, a dragonship can breathe a cone of frost 70 feet long with a base diameter of 2 feet. Any creature failing a save against breath



weapons suffers 3-18 hit points of damage. Those that save suffer half damage.

Dragonship golems can only be damaged by magical weapons and are immune to fire, regardless the source.

Physical description: This automaton appears as a 40-foot wooden longship with a detailed dragon's head prow ornament. It is a clean pale color, as if gained through many years under the bleaching sun. It has a standard square-rigged sail and 20 oars (10 on each side).

A dragonship golem may be created through the use of a magical tome, or through the efforts of a cleric of 14th or higher level using *control weather* and *animate object* along with *bless* and *prayer*. The ship is constructed similarly to a normal longship and fitted with a dragon's head mounted on the bow. The ship costs 40,000 gp, and the figurehead costs 10,000 gp. Also required is a volume of sea charts and maps (total value at least 1,000 gp), placed in the mouth of the dragonship's head upon completion of its construction. Consumed by the dragon's head, the distilled knowledge of the sea charts provides the dragonship with its ability to navigate.

GOLEM, FURNACE

SIZE: Large (10 ft. tall)
MOVE: 60 ft.
ARMOR CLASS: 4
HIT DICE: 60 hit points
ATTACKS: 2
DAMAGE: 2-12, 2-12
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: See below
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 100%
TREASURE: None
INTELLIGENCE: None
ALIGNMENT: Neutral
LEVEL/X.P.: 9 / 7,140

General information: Furnace golems open combat using their breath weapon before pulverizing their opponents with their iron fists. Grabbed opponents are shoved into the golem's burning interior where they are trapped until they break free or die.

Once every 6 rounds, a furnace golem can breathe a line of fire doing 3-18 hit points of damage to a range of 30 ft. If a furnace golem hits a single opponent with both fists, it grabs its target and shoves it into the furnace interior of the golem, the grate magically locking behind. A trapped opponent takes 1-2 + 8

hit points of fire damage every round spent trapped within the furnace. A victim can break out upon a successful bend bars check.

Only magical weapons of +2 or greater enchantment can harm a furnace golem. The only spells which affect a furnace golem are; *knock* and cold-based or fire-based magic. A *knock* spell automatically opens the gate in the chest of the furnace golem, rendering it unusable for 1-4 rounds. Cold-based magic slows the golem 50% for 5 melee rounds and fire-based attacks repair the golem on a 1 to 1 hit point basis. Furnace golems are twice as strong as flesh golems.

Physical description: A furnace golem is a 10-foot tall golem that looks like a barrel-chested humanoid clad in black iron armor. A large grate-covered opening in its abdomen houses a roaring fire. The fire powering a furnace golem is magical in nature, needing no natural fuel to sustain it. The fire cannot be extinguished, though if a furnace golem is destroyed, the magical fire in its innards burns out. Those furnace golems used as guards stand motionless, appearing as nothing more than giant black iron suits of armor until activated.

A furnace golem may be created through the use of a magical tome or through the efforts of an 16th or higher level magic user employing the following spells: *wish*, *polymorph any object*, *geas*, and *fire trap*. 1,000 gp per hit point must be spent in materials and 3 months of time are required for construction of a furnace golem.

A furnace golem always remains under the control of its creator. It is capable of understanding simple commands and performing actions typical to the more powerful golems.

GOLEM, IOUN

SIZE: Small (3 ft. wide)
MOVE: Flying 180 ft. (AA: level VI)
ARMOR CLASS: -3
HIT DICE: 45 hit points
ATTACKS: 1
DAMAGE: 1-6
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: See below
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 100%
TREASURE: See below
INTELLIGENCE: None
ALIGNMENT: Neutral
LEVEL/X.P.: 8 / 3, 685

General information: First created by an ancient race now long gone, ioun golems are intensely magical in nature. Encased within an ioun golem's central crystalline orb are the three spindle ioun stones (clear, iridescent, and pearly white). It is these three stones that power the remaining 14 stones orbiting the main body, and it is only these three that remain at full potency if an ioun golem is destroyed.

Orbiting ioun stones may be targeted and destroyed (AC -4, 10 hp), but such attacks deal no damage to the golem as a whole. A destroyed orbiting ioun stone is regenerated in a year's time, returning first as dull gray ellipsoids. A further year's time returns the destroyed stone to its original shape and power. The effects of the different stones are listed below. An ioun golem may use all of its stones once per round.

Dusty rose prism: reduces target's AC by 1 for 1 turn.
Deep red sphere: reduces target's dexterity by 1 for 1 turn.

Incandescent blue sphere: reduces target's wisdom by 1 for 1 turn.

Pale blue rhomboid: reduces target's strength by 1 for 1 turn.

Pink rhomboid: reduces target's constitution by 1 for 1 turn.

Pink and green sphere: reduces target's charisma by 1 for 1 turn.

Scarlet and blue sphere: reduces target's intelligence by 1 for 1 turn.

Dark blue rhomboid: drains a life level (save against death magic to resist).

Vibrant purple prism: shoots two *magic missiles* at a single target.

Pale lavender ellipsoid: provides magic immunity for golem.

Pale green prism: reduces morale and to hit rolls by 1 for 1 turn.

Orange prism: reduces target's saves by 2 for 1 turn.

Lavender and green ellipsoid: provides magic immunity for golem.

Dull gray ellipsoid: physically attacks, dealing 1-6 hit points of damage.

Only magical weapons of +2 or greater enchantment can harm an ioun golem. The only magics which affect an ioun golem are *knock* and fire-based magic. A *knock* spell deals 3-18 hit points of damage and prevents the golem from taking action on the next round. Fire-based attacks repair the golem on a 1 to 1 hit point basis.

Physical description: Ioun golems are magical floating crystalline orbs circled by multi-hued ioun stones that trace orbits around the central sphere.

An ioun golem may be created through the use of a magical tome or through the efforts of an 18th or higher level magic user employing the following

spells: *wish*, *polymorph any object*, *geas*, *glassteel*, and *prismatic sphere*. 1,000 gp per hit point must be spent in materials, and 3 months of time are required for construction of an ioun golem. The three spindle ioun stones must be formed within the central body as well.

GOLEM, LABYRINTHINE

SIZE: Large (8 ft. tall)

MOVE: 90 ft.

ARMOR CLASS: 4

HIT DICE: 45 hit points

ATTACKS: 1 or 6

DAMAGE: 2-16 (horned charge) or 2-8 (x6)

SPECIAL ATTACKS: None

SPECIAL DEFENSES: +1 or better weapon to hit;

magical dampening

MAGIC RESISTANCE: 25%

RARITY: Very rare

NO. ENCOUNTERED: 1

LAIR PROBABILITY: 60% (see below)

TREASURE: None

INTELLIGENCE: None

ALIGNMENT: Neutral

LEVEL/X.P.: 7 / 2,920

General information: A labyrinthine golem is a hulking construct patrolling a maze covering up to a half-square-mile area. The maze always has a central area that serves as the lair for the creature and the hiding place for some important treasure. The labyrinthine golem does not speak nor attempt to communicate with any interlopers. Every labyrinthine golem has a password which will send it back to its lair if spoken. Once it has detected intruders within its maze, the golem can track them as a 9th level ranger.



Unlike traditional golems, the labyrinthine golem possesses magic resistance which extends 15 feet around it in all directions; not only does it protect the golem from spells, it also dampens magical ability within this radius. Magical weapons with +2 or more in bonuses are immediately reduced to +1 ability while inside the radius, and spells in effect upon PCs will be dispelled unless the PC makes a successful save against spells.

Physical description: The golem appears as a large stone minotaur with six arms wielding broadswords. It stands over 8 feet tall and weighs a little more than 1,200 lbs.

A labyrinthine golem is constructed using the remains of 3 minotaurs. The flesh is rendered from the bones, and the bones are used to form the internal structure of a clay model. This clay model is then turned to stone in a ritual requiring medusa blood. The creation of a labyrinthine golem also requires the following spells cast by at least a 14th level magic user: *anti-magic shell*, *geas*, *limited wish*, and *stone shape*. This process costs 1,000 gp per hit point of the labyrinthine golem. It requires one month to fashion the creature.

GOLEM, RESIN

SIZE: Large (8 ft. tall)

MOVE: 60 ft.

ARMOR CLASS: 7

HIT DICE: 30 hit points

ATTACKS: 2

DAMAGE: 1-8, 1-8

SPECIAL ATTACKS: See below

SPECIAL DEFENSES: See below

MAGIC RESISTANCE: See below

RARITY: Very rare

NO. ENCOUNTERED: 1

LAIR PROBABILITY: 100%

TREASURE: See below

INTELLIGENCE: None

ALIGNMENT: Neutral

LEVEL/X.P.: 7 / 1, 145

General information: Resin golems have a sticky outer surface, but they can alter their normally hard state to become viscous (like pine sap). This lets them seep slowly through small (1 inch or larger) cracks or tightly woven branches, although only very slowly. It takes 1 turn to travel 5 feet in this manner. A resin golem cannot speak or make any vocal noise, but it expresses acknowledgement of commands by altering the viscosity of its surface.

A creature that successfully strikes a resin golem with a melee weapon must make a successful open doors roll or have its weapon stick to the golem.

Every magical +1 of the weapon adds +1 to this check. Stuck items are easily removed if the golem is somehow slain, but prior to the death of the golem, stuck weapons can be freed only by successful bend bars attempt. Every magical +1 of the weapon adds +20% to this check. If the attacker is unarmed or using a natural weapon, he is stuck to the golem and can take no action until he frees himself. An open doors check frees a stuck individual, causing 1-2 hit points of damage in the process.

This adhesive trait results in older golems accumulating some weapons internally. The golems will typically move all adhered weapons to their core after a day on their surface. If slain, 1-4 differing weapons will be found in the center of a resin golem. The majority will be non-magical, but 1 out of every 10 of them will possess some magical ability.

Resin golems can only be damaged by +1 or better weapons. The only spells that affect a resin golem are as follows: *pass without trace* negates the resin golem's adhesive quality for the spell's duration, *antiplant shell* stuns a resin golem for 2 rounds, magical cold slows a resin golem (as the *slow* spell) for 1 round per 4 points of cold damage the attack would otherwise have dealt. Resin golems can only heal by absorbing fresh resin from damaged trees at the rate of 1 hit point per turn.

Resin golems are immune to fire, but are extremely flammable. A resin golem exposed to open flame has a 50% chance of catching fire. The burning resin golem deals an additional 1-6 hit points of fire damage on each successful strike it makes. There is a 25% chance per round of the flame naturally extinguishing itself.

A destroyed resin golem can be used to create 500 torches that burn at three times normal duration.

Physical description: A resin golem is formed from tree sap sculpted into the shape of a humanoid figure. Its body is translucent, revealing objects suspended within its sticky composition. Two trapped stones are found where its eyes would be. Resin golems stand about 8 feet tall and weigh over 1,000 pounds.

Unlike other golems, resin golems are created by druids and are usually found guarding holy places. A resin golem may be created through the use of a magical tome or through the efforts of a 14th or higher level druid employing the following spells: *animate rock*, *commune with nature*, *entangle*, *hold plant*, and *snare*. 1,000 gp per hit point must be spent in materials, and 1 month's effort is required for construction of a resin golem.

GOLEM, WAX

SIZE: Medium (7 ft. tall)

MOVE: 60 ft.

ARMOR CLASS: 5

HIT DICE: 40 hit points

ATTACKS: 2

DAMAGE: 1-10, 1-10

SPECIAL ATTACKS: See below

SPECIAL DEFENSES: See below

MAGIC RESISTANCE: See below

RARITY: Very rare

NO. ENCOUNTERED: 1-4

LAIR PROBABILITY: 100%

TREASURE: None

INTELLIGENCE: None

ALIGNMENT: Neutral

LEVEL/X.P.: 7 / 1,680

General information: Wax golems are relatively easy to create and mindlessly loyal guardians. A wax golem is hardly innovative in its method of attack, simply bashing opponents with a pair of over-sized fists that inflict 1-10 points of damage. Each successful strike leaves a large splash of hot wax upon the victim, which deals 1-4 hit points of damage the following round and quickly hardens into a solid sheet that restricts the victim's movement. (Consult the information below for exact repercussions. Effects from multiple strikes are cumulative.) Prying the wax off requires a sharp instrument and a full round. A wax golem attacks as a 9-HD monster. The below areas have an equal chance to be struck by the wax golem's attack:

Arms: (50% right / 50% left): The character suffers a -2 penalty to hit and damage rolls with that limb. Also, the character suffers a -2 penalty to dexterity when performing manual tasks. If the limb holds a shield, the character loses the AC benefit of the shield.



Face: Character is blinded (suffering a -4 penalty to attack rolls) and cannot breathe (the character begins to drown).

Chest: No additional adverse effect.

Legs: (50% right / 50% left): Movement is reduced by half, and the character suffers a -2 penalty to dexterity for AC purposes.

Wax golems can only be harmed by magical weapons. All other weapons simply pass through its body without adversely affecting the monster. Non-magical piercing and slashing weapons have a 50% chance of becoming stuck within the wax golem's body, requiring a successful open doors roll to extract.

Wax golems are slowed by normal fire, while magical fire does damage as normal. Most other spells have no effect on a wax golem. Wax golems can only comprehend simple commands and cannot speak. Many religious orders favor them as sentinels tasked with protecting churches and shrines, for they seem to complement the holy candles that cast divine light through these places of worship. Many wizards have also experimented with crafting these servants, most famously Black Dabok of the Wax Spire, who is reputed to have an army of them safely hidden within the confines of his wax-draped tower.

Witches and warlocks also favor wax golems. The dim flickering light within their eyes has a magical significance as a symbol of enlightenment, driving away darkness and ignorance. Often times, a witch will mix various herbs into the hot wax during the crafting process, resulting in a scented golem which they believe to have mystical qualities.

Physical description: A wax golem is a large, bulky figuree crafted entirely from wax. Its crudely crafted face is bereft of any emotion or reaction, save for flickering candle flames in the large eye sockets. A wax golem's body seems to drip and run as would a flaming taper, only hardening when the golem is at rest. They weigh 500 pounds.

Most wax golems are made in a mold, and most of the construction time is spent crafting this mold from wood. The wood alone costs about 2,000 gp. The wax, of which there must be 500 pounds, is brought to a boil in a large cauldron (worth 100 gp) and then poured into the mold. The wax settles and hardens over a period of a month, during which time a complete magical ritual is employed to bring the golem to life requiring the following spells cast by at least a 14th level magic user: *geas*, *limited wish*, and *stone shape*. This process costs 1,000 gp per hit point of the wax golem.

GRAY LADY

SIZE: Medium (5-6 ft. tall)
MOVE: 120 ft.
ARMOR CLASS: 7
HIT DICE: 2+1
ATTACKS: 1
DAMAGE: 1-4
SPECIAL ATTACKS: Weeping, fear
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 5%
TREASURE: None
INTELLIGENCE: Average
ALIGNMENT: Neutral evil
LEVEL/X.P.: 4 / 170 + 2/hp

General information: Many a sailor who ventures out into the trackless sea is destined never to look again on the loved ones he left behind. Either death or the lure of foreign lands keeps them from returning to those who wait patiently for them. Pining away on shore for the sight of a lost husband or son, and ultimately dying of a broken heart, some women return to haunt the coast as gray ladies.

A gray lady will attack any creature that approaches her, her rage and frustration at having lost her loved one knowing no bounds. In melee, a gray lady flails wildly with her ghostly arms and hands, screaming and cursing all the while. The cold touch of a gray lady is extremely chilling, dealing 1-4 points of damage per hit.

If an opponent proves to be particularly strong, a gray lady will pull aside the scarves and cowl that cover her face. Any living creature that sees the face of a gray lady suddenly knows her pain, frustration, and rage. He has a glimpse of the anguish of what it is like to die broken-hearted and must save against spells or be wrought with despair. The victim will fall into a stupor, unable to take any action other than weeping and screaming for 1-6 turns.

Non-magical weapons do only half damage against the misty form of a gray lady. She is not affected by *sleep*, *charm*, *hold*, or cold-based spells, and neither by poison nor paralysis. Holy water does 2-8 hit points of damage per vial. Gray ladies turn as wights.

The appearance of a gray lady is usually a harbinger of some future catastrophe, such as a great storm or a shipwreck. Such events will occur within a few days of the sighting of a gray lady.

Languages: Gray ladies do not communicate, but understand the languages they knew in life

Physical description: Gray ladies appear walking along the beach at night, leaving no footprints in their wake, or standing in the surf staring out to sea. They are clad in long, flowing gray robes and scarves that strongly whip around them, even when no wind is present. Their faces are usually covered or turned away from those who would see them.

GREENFEEDER

SIZE: Medium (5-6 ft. tall)
MOVE: 120 ft.
ARMOR CLASS: 4
HIT DICE: 3+3
ATTACKS: 1
DAMAGE: 1-8
SPECIAL ATTACKS: Bleeding
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 2-5
LAIR PROBABILITY: 100%
TREASURE: In Lair: 1-8k cp (50%), 1-6k sp (25%), 1-4k ep (25%), 1-3k gp (25%), 1-8 gems (30%), 1-4 jewelry (20%), sword, armor, or misc. weapon (10%)
INTELLIGENCE: Semi
ALIGNMENT: Neutral
LEVEL/X.P.: 3 / 105 + 3/hp

General information: During battle, blood feeds the living earth, and the ground hungrily devours the red rain. A soldier returning to the same battlefield a year later often discovers that verdant greenery cloaks the land. Roots twine around the bones and shattered armor of the dead, and ten thousand flowers now stand where a thousand warriors fell. Sometimes, though, this bounty proves insufficient for the land. The living earth seems to develop a taste for blood and hungers for more sustenance. Greenfeeders arise from this thirst, the scent of blood, and the desire for nourishing gore.

Blood shed on land that contains a greenfeeder may summon the feeder from the earth. There is a base 5% chance per 2 points of damage inflicted in a single attack that a greenfeeder arises. For example, if a fighter cuts a hobgoblin in two by inflicting 8 points of damage, there is a 16% chance that greenfeeders appear. Greenfeeders arise within 100-200 yards of the bloodshed and quickly make their way towards it. The chance of an appearance should be modified up or down, depending on the state of the land. The healthier it is, the less chance there is for a greenfeeder to arise in an area that possesses such creatures.

A greenfeeder's limbs end in rusty blades plucked from the ground. Combat draws them, and they rush in to ensure that those who bleed do so generously and often. Once they complete their horrific mission,

they sink back into the reddish mud, waiting for the next victim to venture onto a hungry land.

The damage a greenfeeder deals with its blades causes a persistent wound. An injured creature loses 1 additional hit point each round for the next 4 rounds. Multiple wounds result in cumulative hit point loss from bleeding. The continuing hit point loss can only be stopped early by magical healing.

Greenfeeders are not smart enough to use anything but simple tactics. They only desire to spill as much blood as possible. Greenfeeders only target living creatures, ignoring anything that does not have proper blood. They also ignore poisonous or unwholesome monsters like dragons or giant insects. Greenfeeders target the most injured combatant in a melee first. They draw no distinction between sides. An adventuring party attacked by bandits might see a wounded bandit hacked to pieces in one round and then watch in horror as the feeders turn on the surprised party members.

A greenfeeder killed by normal weapons dissolves into the ground and cannot reform for 1 day. Greenfeeders can never be properly "killed" through normal means as they are part of the land. Only *reincarnate* or *exorcise* can permanently destroy them. Permanently destroying a greenfeeder results in 5 times normal experience.

Physical description: Roughly humanoid, greenfeeders are composed of fallen branches, bone shards, and scattered battlefield debris. Ivy and vines form their sinewy connective tissues, and red-stained roots form their hearts.

GROUNDLING

SIZE: Small (4 ft. long)

MOVE: 60 ft.

ARMOR CLASS: 6

HIT DICE: 3

ATTACKS: 3

DAMAGE: 1-4, 1-4, 1-6

SPECIAL ATTACKS: None

SPECIAL DEFENSES: Undead cloak

MAGIC RESISTANCE: None

RARITY: Rare

NO. ENCOUNTERED: 40-200

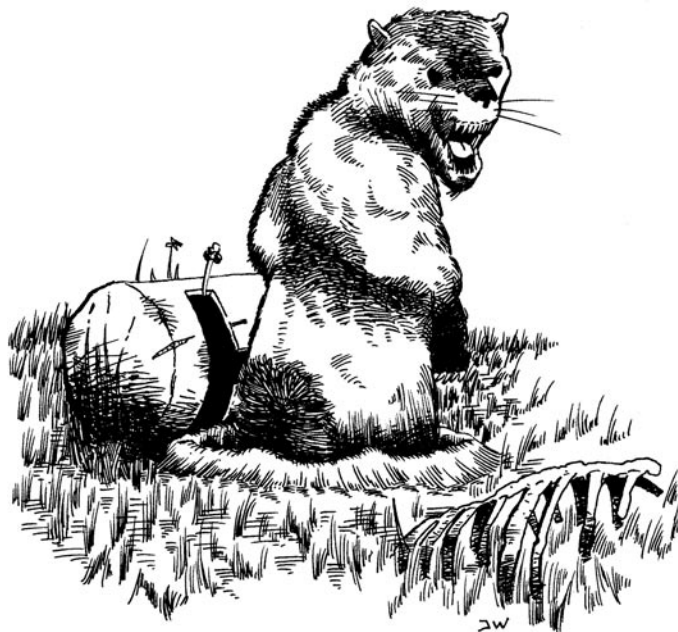
LAIR PROBABILITY: 20%

TREASURE: Individual: 2-12 ep, 2-8 gp; In Lair: 1-8k cp (10%), 1-12k sp (15%), 1-8k ep (15%), 1-6k gp (50%), 3-24 gems (50%), 1-6 jewelry (25%), any 2 magic items + 1 potion (15%), 2-8 potions (40%)

INTELLIGENCE: Average

ALIGNMENT: Lawful evil

LEVEL/X.P.: 5 / 425 + 2/hp



General information: Groundlings are a race of mean and hardy burrowers. They usually make their homes in the ground near the tombs and halls of the undead where there is little competition for space, but they can be found in almost any environment. They are ferocious in combat, attacking any living creature they see and only fleeing when faced with certain defeat. They emit a high-pitched wail during battle, and this cry can be heard for hundreds of feet in all directions. It serves to attract other groundlings to the presence of intruders. A favorite tactic of groundlings is to emerge from their underground tunnels and attack creatures that pass by them (by surprise 50% of the time). The tunnels created by a groundling are small enough that only small or extremely thin creatures have a chance of entering them.

For every 40 groundlings encountered, there will be a leader with 24 hit points who attacks like a 4-HD creature. If 100 or more are encountered there will be additional groundlings according to the following pattern: 1 chieftain (36 hp, AC 4, attacks like a 5-HD creature and does 1-6, 1-6, 1-8 damage), 1 unseen (see below paragraph), and 2-8 guards (30 hp, AC 5, attack like 4-HD creatures). When encountered in their lair, there will always be a chieftain, an unseen, and 4-16 guards. The lair will also contain young and females equal to 50% of the males present. Females and young fight as giant rats, without the ability to transmit disease.

All groundlings are undetectable by non-intelligent undead. If a non-intelligent undead creature is ordered to attack a groundling, it fails to obey the order and instead attacks the creature that made the command. Roughly one in every 100 groundlings is born with a special gift and is known as an "unseen". Unseen are invisible to all undead, intelligent or not,

and they also possess some innate magical ability. Three times per day an unseen can cast either *cure light wounds*, *entangle*, or *create food and water*. Once per day an unseen can cast either *speak with dead* or *hold monster*.

Groundlings typically choose to take up residence underground. Many times, they invade old lairs that are filled with undead creatures and establish a settlement there. They don't seek out contact with other creatures beyond what food they need to harvest to survive, and it's very rare for them to make pacts with other living creatures. It is not uncommon for groundlings to become the minions of powerful undead creatures, however. As groundlings are intelligent and (mostly) obedient, powerful lichs, vampires, and other undead find them to be capable servants. Groundlings follow a strict "survival of the fittest" rule, and those who become sick or injured are commonly left behind to die. Leadership in a

tribe of groundlings can change from one challenge to the next, as a chieftain only leads as long as he is strong enough to fend off challengers. Despite this internal turmoil, groundling tribes in the service to undead creatures generally serve faithfully.

Groundlings are sworn enemies of the derro and will attack them instead of others when provided the opportunity. Groundlings possess darkvision to 60 ft.

Languages: Groundlings speak gnoll and common.

Physical description: Groundlings resemble large, muscular groundhogs with wickedly curved teeth and reflective black-blue eyes. They have black claws and spotted blue-gray fur. They are nearly 4 feet long and weigh approximately 60 pounds. They are quite fond of belts made of a strong felt and prefer them in bright colors, such as yellow, red, blue, and purple.



HAEMOVORID - HAG, BLOOD - HAG, DOOM - HARBINGER - HARMOAI - HAZE HORROR - HEARTH HORROR - HEARTLESS - HELIOKARABOS - HELLS CORN - HEPHAESTAN - HERALD OF ARMAGEDDON - HOLD CREEPER - HYDRACNID - HYDRAMNION

HAEMOVORID

SIZE: Small (1-2 ft. long)
MOVE: 60 ft., flying 160 ft. (AA: level IV)
ARMOR CLASS: 7
HIT DICE: 1
ATTACKS: 1
DAMAGE: 1-2
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: 15%
RARITY: Very rare
NO. ENCOUNTERED: 2-8
LAIR PROBABILITY: 35%
TREASURE: In Lair: 1-4k cp (10%), 1-6k sp (15%), 1-4k ep (15%), 1-3k gp (50%), 1-5 gems (30%), 1-3 jewelry (25%), any 2 magic items + 1 potion (15%)
INTELLIGENCE: Average
ALIGNMENT: Neutral evil
LEVEL/X.P.: 2 / 55 + 1/hp

General information: Haemovorids are a horrid fusion of stirges and pixies. Forced to feed on the blood of living victims while maintaining their own normal intelligence, many haemovorids turn toward evil. Haemovorids lose their vocal abilities during the transmutation ritual and have a crude sign language that allows them to express simple ideas to one another, though first generation haemovorids still know the languages they knew as pixies. What exactly is required to transform a stirge and a pixie into a haemovorid is uncertain, and as yet, no haemovorid has made the ritual common knowledge.



Pixies and other fey creatures view haemovorids as unnatural abominations to be killed on sight. This hatred is matched in full by the haemovorids, although in their case it is because the pixies represent everything that they have lost. Stirges, on the other hand, accept haemovorids amongst their ranks. Haemovorids are usually found lairing with stirges, seeking additional safety in numbers.

A haemovoid attacks by landing on a victim, finding a vulnerable spot and plunging its sharp proboscis into the flesh. Haemovoids often first render their victims immobile with their special sleep arrows. Haemovoids attack as if they were 2-HD creatures, and each hit causes 1-2 points of damage. After the initial hit, and until 8 points of damage has been inflicted, the haemovoid sucks up another 1-2 hit points worth of blood. Once full, it usually flaps away to fully digest its meal.

Haemovoids possess two different types of special arrows they shoot with their tiny bows to a range of 60 feet with a +2 to hit. The first mimics the *sleep* spell, except that it only affects the target hit, can affect creatures with up to 10 HD, and it lasts 1-3 hours. The second arrow causes temporary memory loss when it hits. The victim forgets what happened in the previous 24 hours. This is very disconcerting and results in a -2 to all rolls for the next 2 rounds. The memories return after 1 week. Up to 1 week of memories can be temporarily erased in this manner through multiple hits.

Three times per day, haemovoids can cast *audible glamour* and a modified form of *invisibility*. Haemovoid *invisibility* lasts an additional 2 rounds after attacking. Once per day they can cast a modified version of *mass invisibility* that lasts an additional round after an affected creature attacks. Haemovoids are immune to the magical effects of pixie arrows and polymorph, *sleep*, and *confusion*.

Languages: Haemovoids "speak" a crude sign-language, but they understand common, pixie, and the language of sprites.

Physical description: Haemovoids are a horrid fusion of a stirge and a pixie. The stirge progenitor provides the head structure, wings, and appetite for blood, as well as a modification to the pixie's hands and feet, allowing the haemovoid to latch onto its victims yet still have enough dexterity to accurately wield bows.

HAG, BLOOD

SIZE: Medium (5 ft. wide)

MOVE: 90 ft.

ARMOR CLASS: 9

HIT DICE: 7+1

ATTACKS: 2

DAMAGE: 5-6, 5-6

SPECIAL ATTACKS: Shackle

SPECIAL DEFENSES: None

MAGIC RESISTANCE: 45%

RARITY: Very rare

NO. ENCOUNTERED: 1-2

LAIR PROBABILITY: 50%

TREASURE: In Lair: 100-400 gp, 10-60 pp, 1-4 gems (x2) (50%), 1 misc. magic item + 1 potion (60%)

INTELLIGENCE: Very to high

ALIGNMENT: Neutral evil

LEVEL/X.P.: 6 / 950 + 10/hp

General information: A blood hag lurks deep in the heart of the wilderness, plotting and scheming to set evil plans in motion. She prefers solitude and likes to stay out of sight, using minions to track and terrify anyone in her realm. If she feels that intruders may prove useful to her agenda, she has her servitors attempt to capture them; otherwise, she simply watches with pleasure as her servitors hunt the strangers down and slay them. Captured prisoners are brought to the hag.

Blood hags prefer to never enter combat unless they are confident of victory. If threatened with defeat, they *teleport* to safety immediately. Blood hags can *teleport* once per day, with a range of 5 miles and with no chance of error.

The hideous appearance of a blood hag is such that all who gaze upon her face for the first time must save against spells or flee in fear for 1 round. Subsequent viewings of the hag have no further effect.

If she can obtain a sample of a victim's blood, the hag can transform him into a minion under her control. As the process involves an hour-long ritual, the victim is usually restrained. First, the hag cuts the victim with her claws and allows a small amount of blood to fall on her open palm. She then pulls the blood like putty, forming a pair of shackles that are placed around the wrists of the victim and creating a magical bond between the hag and her victim. At the end of this time, the victim must succeed on a save against spells or be under the hag's control. This functions as a *charm monster* spell, but it can never be broken through the effects of time, nor can those she shackles exercise any action displeasing to the hag. Victims always act as ordered, even killing or betraying friends in the name of their new mistress. The hag can end the shackling voluntarily. *Dispel magic* and *remove curse* have a 50% chance of breaking the shackles. Up to 100 HD of creatures can be shackled at any single time, but no single creature can possess more than 7 HD. Blood hags are fond of ogre minions and will usually be encountered with 1-4 of them, but they typically have a variety of servitors.

The blood hag needs only concentrate to use one of her minion's senses as long as it is within 25 miles. While using the minion's senses, the hag gets sensory input as if she were actually in the same place as the minion. She can only borrow the senses of a single minion at once, and she is only vaguely aware of her own surroundings while she is doing so. If attacked in this state, she takes 1-4 rounds to fully come out of her trance. During those rounds she has an AC of 10, cannot attack, and is vulnerable to backstabbing.

Languages: Blood hags speak common and ogre.

Physical description: From afar, the blood hag looks little more than a wretched, bent over old woman with a covered face. Her skin is blood red, and her hands are tipped with filthy claws, iron-hard from years of evil. Her appearance is horrifying and obviously unnatural.

HAG, DOOM

SIZE: Small (3 ft. wide)

MOVE: 60 ft., flying 120 ft. (AA: level IV)

ARMOR CLASS: 0

HIT DICE: 7+1

ATTACKS: 2

DAMAGE: 7-8, 7-8

SPECIAL ATTACKS: See below

SPECIAL DEFENSES: See below

MAGIC RESISTANCE: 25%

RARITY: Very rare

NO. ENCOUNTERED: 1

LAIR PROBABILITY: 30%

TREASURE: In Lair: 1-8k cp (10%), 1-6k sp (30%), 1-8k ep (15%), 100-400 gp, 1-6k gp (50%), 10-60 pp, 1-10 gems (30%), 1-4 gems (50%), 1-6 jewelry (25%), any 2 magic items + 1 potion (15%), 1 misc. magic item + 1 potion (60%)

INTELLIGENCE: Genius

ALIGNMENT: Lawful evil

LEVEL/X.P.: 7 / 1,950 + 10/hp

General information: Doom hags are unwavering instruments of vengeance, sowing suffering and agony upon their terrified victims. Although their motives remain unknown, their actions indicate that they believe they adhere to some higher authority. Doom hags demonstrate no compassion, enacting their brutal sentences with calculated efficiency and sadistic delight. They are immensely tough and strong well beyond their size. They never retreat, regardless of the circumstances. Any doom hag slain in combat regenerates its material body 1-4 days later, somewhere within 5 miles of her death. It then immediately undertakes a quest to track down and slay its killer. Should the original killer succeed again, the doom hag is permanently dead.

Doom hags have three different ways of dooming those around them. Regardless of which method they choose, they can only doom 5 times per day. Firstly, a doom hag may create a field that alters the outcome of events that happen within it. All creatures within a 100-foot radius of a doom hag must save against spells each round or roll two sets of dice for any attack roll, damage roll, or saving throw made that round; the result which is more beneficial to the doom hag is the one that actually occurs. This field lasts for 3 rounds, or when the doom hag

chooses to end it. Secondly, a doom hag may doom a single opponent to suffer the above curse for an entire day if a save against spells is failed. This second ability is typically used after a hag's opponents have already suffered the first doom, greatly increasing the chance of success. Thirdly, a doom hag can cause blindness that lasts a full week in a creature that fails a save against spells.

Doom hags melee with their poisoned claws and their surprising strength. Those failing a save against poison suffer a -2 penalty to all their rolls for 24 hours. After the end of a day, another save must be made or the effect continues until a successful save.

Doom hags are immune to poison, sleep, paralysis, stunning, disease, death effects, and any mind-affecting magics.

Doom hags are rarely encountered alone. They have strong personalities and will typically be found ruling over clans of ogres and sometimes even hill giants. These followers view the doom hag as their good luck charm because they also suffer from the area doom effect described above, but always choose to fail their saves. This allows them two attack rolls, damage rolls, and saving throws with results that favor the doom hag (and thusly themselves).

Languages: Doom hags speak common, ogre, hill giant, and halfling.

Physical description: The smallest of all the hags, doom hags stand only three feet tall and possess shadowy wings. They appear as atrophying, gaunt crones with sharp, jagged claws, coal black eyes, and thin tufts of decaying gray hair clinging to their wrinkled scalps. They bundle their emaciated bodies in rotting black cloaks, and they adorn themselves with grisly necklaces and belts of interlocking bones.

HARBINGER

SIZE: Medium (6 ft. tall)

MOVE: 90 ft.

ARMOR CLASS: 0

HIT DICE: 10

ATTACKS: 1

DAMAGE: By weapon type

SPECIAL ATTACKS: See below

SPECIAL DEFENSES: See below

MAGIC RESISTANCE: 50% (see below)

RARITY: Very rare

NO. ENCOUNTERED: 1-3

LAIR PROBABILITY: Nil

TREASURE: Special

INTELLIGENCE: Genius

ALIGNMENT: Chaotic Evil

LEVEL/X.P.: 8 / 3,200 + 13/hp

General information: If a paladin dies in a state of disgrace without having atoned, there is a 1% chance the abyssal powers will claim his body as well as his soul. The reanimated body becomes a harbinger and serves at the direction of some powerful force for evil.

The chilling presence of a harbinger will cause all creatures of less than 2 hit dice to automatically freeze with fear for 1-3 turns if within 30 feet. It can command undead as an evil 7th level cleric. Its vision extends into the astral and ethereal, and it can see invisible objects 60% of the time.

Once every 4 combat rounds, a harbinger may release a death shriek that will force all creatures within 60 feet to save against wands or go temporarily deaf and blind. The effects last for 1-6 rounds plus or minus the PC's HP adjustment due to constitution.

A harbinger has magic resistance of 50% against all clerical spells cast by good PCs with the following exceptions: an *atonement* spell will disintegrate the creature unless it saves against death magic, a *holy word* will only stun the harbinger for 1-6 combat rounds, and any *protection from evil* spell will only penalize a harbinger at -2. Neither druidic nor illusionist spells have any effect on the creature, though arcane spells may affect it normally after level adjustments. Harbingers often possess magical equipment and find little use for gems or jewelry, but such can often be found in their interment locations.

Physical description: A harbinger appears as a skeletal corpse in a darkened suit of platemail with

helm, wrapped in a funeral shroud and armed as he was in life. In aboveground encounters, a harbinger will often ride a nightmare.

HARMOAI

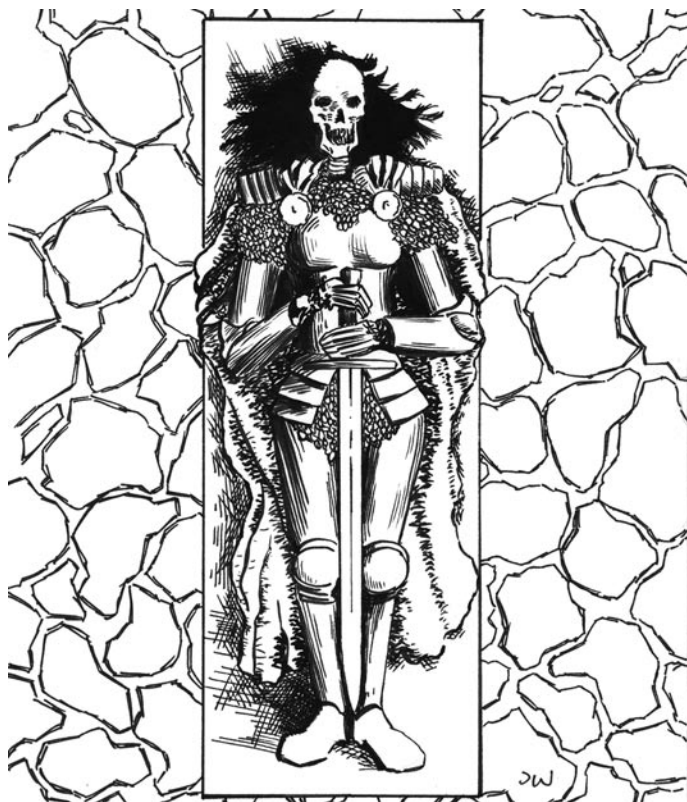
SIZE: Large (10 ft. tall)
MOVE: Flying 60 ft. (AA: level VI)
ARMOR CLASS: 0
HIT DICE: 8
ATTACKS: 1
DAMAGE: 2-8
SPECIAL ATTACKS: Harmonic pulse
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 2-5
LAIR PROBABILITY: 0%
TREASURE: None
INTELLIGENCE: Very
ALIGNMENT: Neutral
LEVEL/X.P.: 6 / 750 + 10/hp

General information: Harmoai are mysterious, floating monoliths that sometimes appear to desert travelers, speaking prophecies and cryptic warnings. Once per week a harmoai can *commune* with its deity, asking up to 8 questions. They attack by whipping up the sand beneath them, driving it like a scourge upon their enemies. These ominous stone heads produce a low hum at most times from their motionless mouths, but when threatened they can increase this harmony to a powerful sonic force.

A harmoai can emit a harmonic pulse that radiates out 30 ft. in all directions. Any creature caught in this area takes 1-6 hit points of damage. The harmoai can also choose one creature in the area of effect that must save against spells or be deafened for 2-12 turns. This harmonic pulse is also picked up by any other harmoai within range, causing the pulse to gain in power and resonance. For every harmoai within 30 ft. of the pulse's originator, the damage increases by 1-6, the duration of the resulting deafness increases by 1 turn, and the save is made at -1. For instance, a creature in the midst of a trio of adjacent harmoai takes 3-18 points of damage and must save at -2. If deafened, it will last for 4-14 turns.

Languages: Harmoai have a permanent *tongues* effect upon them.

Physical description: Harmoai are stylized carved stone heads that float above the surface of the desert. A small whirlwind of sand beneath the floating head seems to propel it while its stone eyes burn with pure white flames. Typical harmoai are 10 feet tall and weigh nearly five tons.



HAZE HORROR

SIZE: Medium (5-6 ft. tall)
MOVE: Flying 240 ft. (AA: level VI)
ARMOR CLASS: -4
HIT DICE: 5+3
ATTACKS: 1
DAMAGE: 2-5
SPECIAL ATTACKS: Exhaustion
SPECIAL DEFENSES: None
MAGIC RESISTANCE: Standard
RARITY: Uncommon
NO. ENCOUNTERED: 1-4
LAIR PROBABILITY: 40%
TREASURE: In Lair 1-10k cp (5%), 1-12k sp (25%), 1-6k ep (25%), 1-8k gp (25%), 1-12 gems (15%), 1-8 jewelry (10%), any 3 magic items or maps + 1 scroll (25%)
INTELLIGENCE: Low
ALIGNMENT: Neutral evil
LEVEL/X.P.: 4 / 230 + 6/hp

General information: Heat and humidity often manifest as a visible haze, and many people have survived the dangers of a hostile environment only to succumb to heat exhaustion. A haze horror is that fate manifested. It is a malevolent spirit that strongly resembles normal haze until it comes across a living creature. Then, as it lashes out in its hatred for the living, visages of a life long-forgotten surface and become visible in a misty, human-sized outline. The forms are rotted and decayed corpses, usually in the semblance of the person the haze horror used to be or those close to him. A haze horror typically lingers in the area of its death. Its presence causes the temperature in the vicinity to be unnaturally warm. It is as if the heat that killed it originally is being forever re-released into the world.

In combat, a haze horror attacks with its burning, exhausting touch, dealing 2-5 hit points of heat damage to a target and forcing him to save against petrification or suffer an overwhelming exhaustion. Creatures suffering from exhaustion are at -4 to their AC and -4 to all attack and damage rolls. Moreover, their movement is halved, and flying creatures are unable to do so until the exhaustion lifts. If the same creature is struck twice and fails another save, that creature collapses to the ground, suffering a -8 to AC, and is unable to attack though it can feebly defend itself. A haze horror will concentrate on a single foe until that creature drops from exhaustion before moving on to other targets. A creature suffering from exhaustion recovers in 1 hour.

Haze horrors are encountered in naturally misty, foggy, or hazy areas, and such areas are often enhanced by the horror's use of *obscurement* at will. They can be damaged by normal weapons, but are extremely difficult to engage as weapons seem to slide and slash through their misty forms without

much effect. Any cold attack deals double damage against a haze horror, and if a haze horror suffers more than 10 hit points of fire damage in a single attack it will retreat, flooded with memories of its demise. Haze horrors are turned as wraiths.

Physical description: A haze horror is roughly human-sized and nearly weightless.

Variants: Some sages claim that there are haze horrors in the terrible northern climes whose touch is deathly cold and who appear as mists upon glaciers and in ice caverns.

HEARTH HORROR

SIZE: Large (varies)
MOVE: 0 ft.
ARMOR CLASS: 7
HIT DICE: 4+2
ATTACKS: 3
DAMAGE: 1-2, 1-2, 1-2
SPECIAL ATTACKS: Compulsion
SPECIAL DEFENSES: +1 or better weapon to hit
MAGIC RESISTANCE: 50%
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 100%
TREASURE: In Lair: 1-10k cp (5%), 1-12k sp (15%), 1-6k ep (25%), 1-8k gp (25%), 1-12 gems (15%), 1-8 jewelry (10%), any 3 magic items + 1 scroll (25%)
INTELLIGENCE: Genius
ALIGNMENT: Neutral evil
LEVEL/X.P.: 5 / 430 + 4/hp

General information: A hearth horror is the ghost of a dead place, horribly corrupted by evil and obsessed with restoring itself to its former glory. A hearth horror manipulates the world by compelling living creatures to rebuild its original form in exact duplicate on its original foundation. This compulsion is subtle, and those doing the building may think that it is their own idea. It is quite possible a hearth horror may go unnoticed in the heart of a city; an old house being restored is likely to be looked on as nothing unusual.

A hearth horror cannot form just anywhere. It forms in a location where great or terrible events have taken place. The horror takes on the personality of the events that happened there and thus is always evil. Once the house is rebuilt, the hearth horror lingers, compelling creatures to live in it and to glorify it with the kinds of events it loves. For example, a house where a mass murderer killed all his victims may turn into a hearth horror that lives on to cause more murders. A rebuilt horror can grow in influence as its servants and inhabitants take over other properties and commit further atrocities.

Once per day, a hearth horror can attempt to compel any creature within its boundaries to become its servant. The creature must save against spells or be compelled to restore the building and carry out the desires of the hearth horror. This effect is similar to *charm monster*, but servants can be compelled to even suicidal acts. Such a request allows another save, however. The horror is very clever and tries to be subtle with this compulsion so that it is not discovered by others. Compelled creatures tend to lead nearly normal lives, constructing in their spare time, while earning money to buy materials for rebuilding the structure. There is no limit to the number of servants a hearth horror can command.

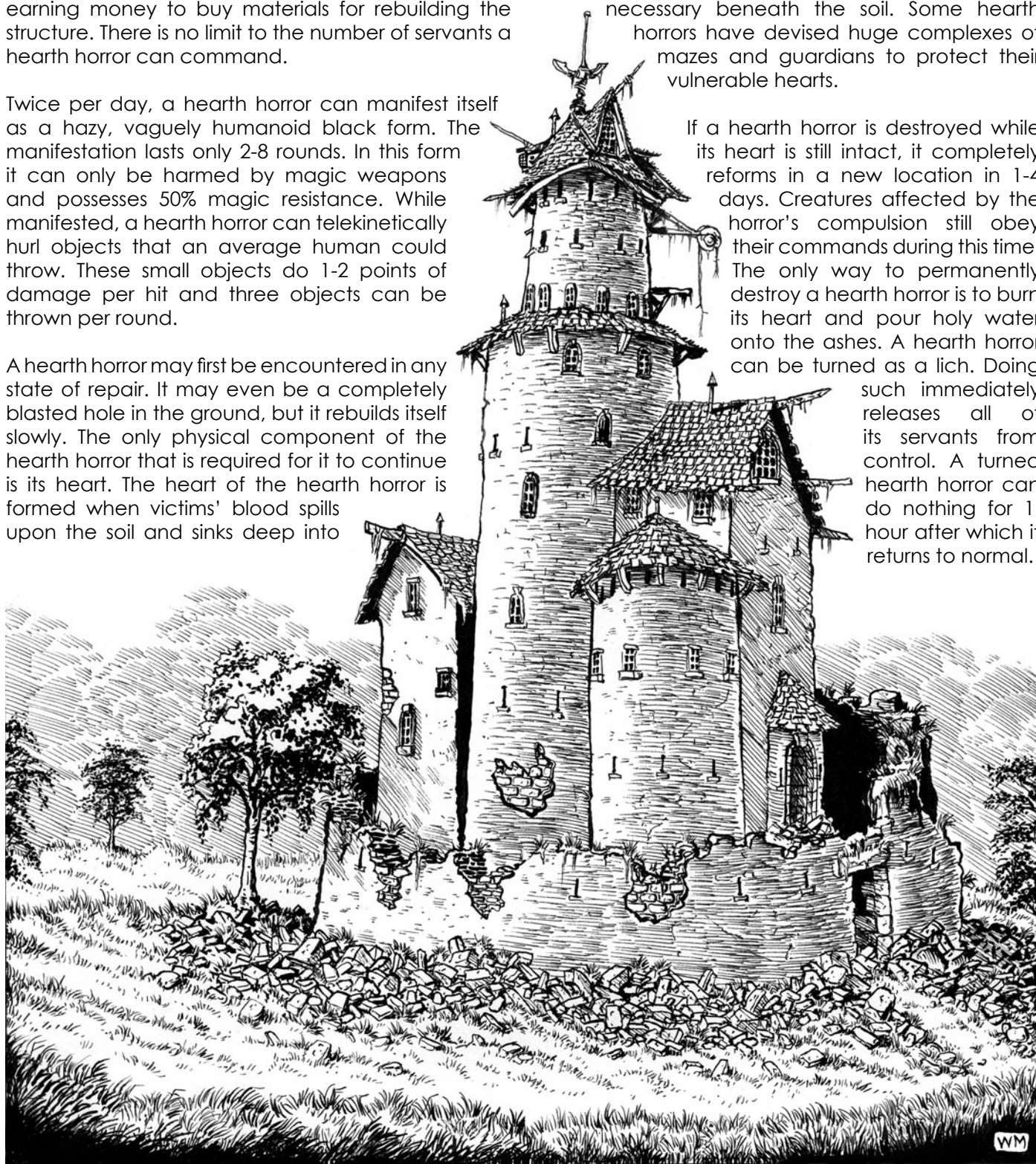
Twice per day, a hearth horror can manifest itself as a hazy, vaguely humanoid black form. The manifestation lasts only 2-8 rounds. In this form it can only be harmed by magic weapons and possesses 50% magic resistance. While manifested, a hearth horror can telekinetically hurl objects that an average human could throw. These small objects do 1-2 points of damage per hit and three objects can be thrown per round.

A hearth horror may first be encountered in any state of repair. It may even be a completely blasted hole in the ground, but it rebuilds itself slowly. The only physical component of the hearth horror that is required for it to continue is its heart. The heart of the hearth horror is formed when victims' blood spills upon the soil and sinks deep into

the ground. A clot slowly grows in size over the years, until it gradually forms into a heart buried in the earth beneath the area of the original construction.

This heart is the center of the consciousness of the horror, and it must be destroyed in order for the horror to be put to rest. Hearth horrors of great size and power often compel creatures to guard, move, and protect their hearts to prevent them from coming to any harm. A heart must remain on the property of the hearth horror, although it can be placed as deep as necessary beneath the soil. Some hearth horrors have devised huge complexes of mazes and guardians to protect their vulnerable hearts.

If a hearth horror is destroyed while its heart is still intact, it completely reforms in a new location in 1-4 days. Creatures affected by the horror's compulsion still obey their commands during this time. The only way to permanently destroy a hearth horror is to burn its heart and pour holy water onto the ashes. A hearth horror can be turned as a lich. Doing such immediately releases all of its servants from control. A turned hearth horror can do nothing for 1, hour after which it returns to normal.



Languages: A hearth horror speaks common and one other language native to the region.

Physical description: Hearth horrors are typically houses, although they can be groves, caverns, or even enormous castles or complexes. Hearth horrors may come in many shapes and sizes, but they all have one thing in common: their physical form has collapsed, decayed, or been destroyed.

HEARTLESS

SIZE: Medium (6 ft. tall)
MOVE: 150 ft.
ARMOR CLASS: 4
HIT DICE: 6+6
ATTACKS: 1
DAMAGE: 1-6
SPECIAL ATTACKS: Energy drain
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 50%
TREASURE: In Lair: 1-8k cp (50%), 1-6k sp (25%), 1-4k ep (25%), 1-3k gp (25%), 1-8 gems (30%), 1-4 jewelry (20%), sword, armor, or misc. weapon (10%)
INTELLIGENCE: Very
ALIGNMENT: Lawful evil
LEVEL/X.P.: 4 / 745 + 8/hp

General information: Natives of gehenna, heartless are the animated remains of planar travelers that died in that foul realm, left behind by their comrades. Heartless are worthy of their name, as few adventurers will find a more cruel, evil and hateful creature. On the material plane, heartless are often found leading packs of wights, who view them as natural leaders. Heartless are turned as wraiths.

The hit of a heartless drains one energy level. Only silver or magic weapons can harm them. They take no damage from fire or cold and are immune to *sleep*, *charm*, *hold*, *poison*, and *paralysis*. Holy water deals 2-8 hit points of damage per vial. A *raise dead* spell causes 4-32 hit points of damage to a heartless and stuns it for one round.

Languages: Heartless speak common and one other language.

Physical description: Bearing a close resemblance to the common wight, heartless are immediately identifiable via their infernal generation. Their bodies are thin, and spikes of bone protrude through what flesh remains.

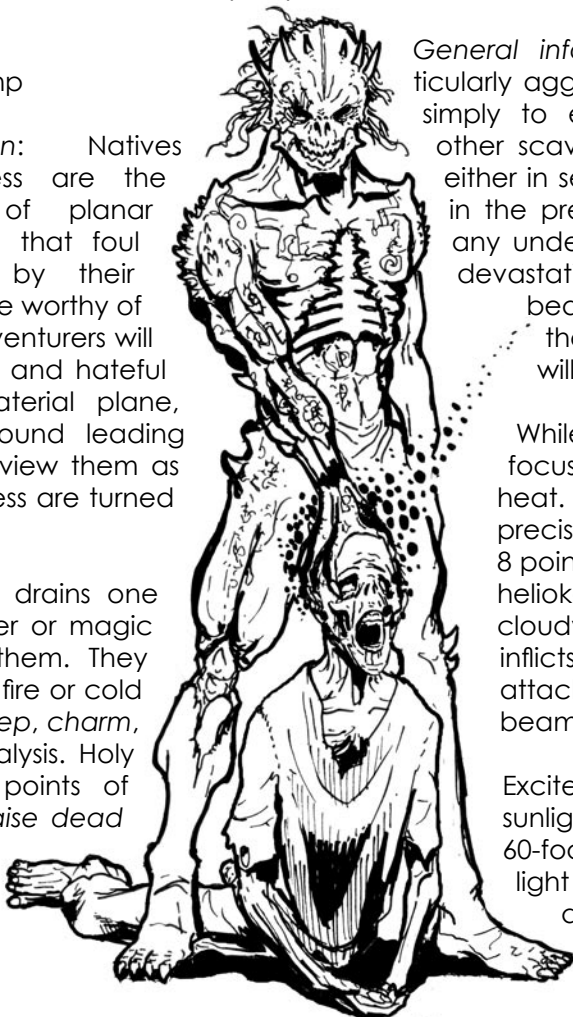
HELIOKARABOS

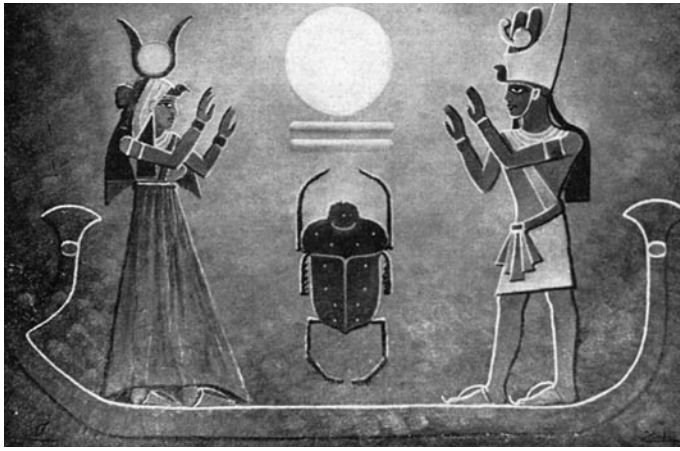
SIZE: Small (3 ft. long)
MOVE: 60 ft.
ARMOR CLASS: 5
HIT DICE: 2
ATTACKS: 1
DAMAGE: 1-4
SPECIAL ATTACKS: Sunbeam
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Common
NO. ENCOUNTERED: 2-8
LAIR PROBABILITY: 0%
TREASURE: None
INTELLIGENCE: Animal
ALIGNMENT: Neutral
LEVEL/X.P.: 2 / 50 + 1/hp

General information: Heliokarabosi are not particularly aggressive toward most creatures, content simply to eat insects, carrion, deadwood, and other scavenged materials. They tend to attack either in self-defense or, peculiarly enough, when in the presence of undead. The beetles swarm any undead that cross their territory in daylight, devastating the creatures with a barrage of solar beams. They appear less ready to use up their stores of light at night, but are still willing to do so if necessary.

While in direct sunlight, heliokarabosi can focus the sun's rays into an intense beam of heat. They can direct the beams with some precision to a range of 30 feet. Targets take 2-8 points of damage from the heat when hit. A heliokarabos may focus this solar beam during cloudy weather or indirect daylight, but it inflicts only 1-4 points of damage, as does any attack in the 30-60 ft. range. Beyond 60 ft. the beam is too diffuse to damage.

Excited heliokarabosi can release stored sunlight, lighting the area around them in a 60-foot radius with genuine solar radiation. This light counts as pure sunlight for purposes of affecting creatures vulnerable to sunlight. It can maintain this luminescence for up to 2 hours before needing to recharge.





To refill its stores completely, a heliokarabos must be exposed to direct sunlight for 4 hours.

If very hard-pressed, a heliokarabos can release all its stored solar energy to produce one full-power beam that deals 3-12 points of heat damage to a range of 100 feet. They are not wont to do such and tend to flee immediately thereafter.

Heliokarabos are more intelligent than typical giant beetles, and desert-dwelling rangers, druids, and clerics of sun deities occasionally train them as pets. They are also sometimes taken on quick raids into underground caverns and undead-infested tombs, as their sunlight storage can be a great boon when fighting light-sensitive foes. Many religions hold them as holy symbols and engrave them in their tombs as protection for the departed.

Physical description: Heliokarabosi are large scarabs that flourish in areas of bright sunlight. Their carapaces are a soft dark hue, flecked with glittering and golden bits of silica.

HELLSCORN

SIZE: Small to medium

MOVE: 60 ft. to 120 ft.

ARMOR CLASS: 4

HIT DICE: 5+1

ATTACKS: 1

DAMAGE: 1-4

SPECIAL ATTACKS: See below

SPECIAL DEFENSES: Silver or magic weapon to hit

MAGIC RESISTANCE: None

RARITY: Rare

NO. ENCOUNTERED: 1

LAIR PROBABILITY: 25%

TREASURE: In Lair: 1-8k cp (10%), 1-6k sp (30%), 1-8k ep (15%), 1-6k gp (50%), 1-10 gems (30%), 1-6 jewelry (25%), any 2 magic items + 1 potion (15%)

INTELLIGENCE: Average

ALIGNMENT: Neutral evil

LEVEL/X.P.: 5 / 470 + 6/hp

General information: Hellsorns are the undead manifestations of vitriolic hate that only spurned love can engender. Hellsorns use their seemingly benevolent appearance to their best advantage. They initiate combat with their potent gaze attack, usable 3 times per day. Any creature looking at the hellscorn when it triggers this attack must save against spells or feel such sympathy for the undead that attacks are made at -4 to hit for the duration of the encounter. An individual creature can only be affected by this gaze attack once per day.

The touch of a hellscorn deals 1-4 hit points of cold damage. Those touched by a hellscorn must save against spells or fall to the ground sobbing uncontrollably for 1-4 rounds. A crying victim completely ignores his surroundings and offers no resistance, allowing the hellscorn to strike him at will. Any creature failing its save against the touch of a hellscorn is in dire straits, as the undead can draw close and kiss its victim. A save against death prevents a kissed victim from losing his life, but still results in 3-18 hit points of cold damage. A successful save prevents any further death kiss attacks and also provides the victim with a +4 on saves against all hellscorn abilities for 24 hours.

Silver weapons deal half damage to hellscorns while magical weapons deal full damage. Hellsorns are immune to *sleep*, *charm*, *hold*, poison, paralysis, or any cold-based spells. Holy water deals 2-8 points of damage to a hellscorn. Hellsorns retreat if seriously threatened; however they never flee from their treacherous murderers, regardless of the situation.

Hellsorns are turned as wraiths, but a failed turn attempt results in 1-4 hit points of damage on the cleric that failed the turn.

Languages: All hellscorns speak common, plus any other languages they knew in life.

Physical description: Hellsorns predominantly look as they did in life; however all hellscorns still bear the open wounds dealt by their capricious lover. Phantasmal blood incessantly pours from the gaping punctures and slashes staining the spirit's burial garb. In a similar vein, hellscorns killed by poison continuously froth and foam at the mouth, indefinitely regurgitating the toxin responsible for their death. Despite its primeval urge for vengeance, the apparition's melancholy countenance conveys an expression of disbelief and sadness rather than a maniacal glare. Its pathetic appearance often evokes pity instead of caution from inexperienced adventurers, a mistake that can prove fatal. Hellsorns stand between three and six feet tall, depending upon the base creature's race and sex.

HEPHAESTAN

SIZE: Large (10 ft. tall)
MOVE: 60 ft.
ARMOR CLASS: 2
HIT DICE: 12
ATTACKS: 1
DAMAGE: 4-30
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 90%
TREASURE: In Lair: 1-8k cp (50%), 1-6k sp (25%), 1-4k ep (25%), 1-3k gp (25%), 1-8 gems (30%), 1-4 jewelry (20%), sword, armor, or misc. weapon (x2) (10%)
INTELLIGENCE: Very
ALIGNMENT: Neutral evil
LEVEL/X.P.: 7 / 2,750 + 16/hp

General information: Hephaestans are a breed of master smiths that live in mountainous regions and underground. Preferring solitude, hephaestans have refined their skill in metalworking to a fine art and even have the capability to craft magical items.

Legends tell of the arrival of these elementals from a volcanic eruption that ripped open a portal to the elemental plane of magma. Others place their origins as constructs given life by an evil deity of fire and craftsmanship, sent to the material plane to spread evil through the forging of magical items. Whether either is true is unknown.

Hephaestans generally avoid combat whenever possible, but when forced, they fight using their huge iron hammers, overcoming combatants with powerful blows and the incredible heat radiating from their bodies. A hephaestan radiates heat at all times, but when angered, its heat rages with the intensity of a furnace. Opponents within 15 feet suffer 1-4 points of damage. Additionally, any non-magical weapon that strikes a hephaestan must save against normal fire or suffer a cumulative -1 to damage per failed save as the temper of the weapon is weakened.

Hephaestans can forge magic weapons and armor of no greater than 3,000 gp and 5,000 gp in value, respectively. It takes them a full month to forge such items. A hephaestan can be persuaded to create items for individuals in exchange for a quest or a particularly sought-after item. The hephaestan follows specifications to the letter, and if the individual is not extremely precise as to the characteristics of the item, there is a 50% chance that a minor malevolent effect occurs during the creation process.

Hephaestans are immune to fire, sleep, paralysis, poison, drowning, and disease.

Languages: Hephaestans speak common and fire giant.

Physical description: Hephaestans are vaguely humanoid and stand ten feet tall. Their thick stony skin is wrought with little fissures that release waves of heat. Their facial features are composed of heated glowing rocks.

HERALD OF ARMAGEDDON

SIZE: Large (500 ft. tall)
MOVE: 240 ft., flying 240 ft. (AA: level I)
ARMOR CLASS: 3
HIT DICE: 300 hit points
ATTACKS: 3
DAMAGE: 3-30, 3-30, 3-30
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: 65%
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 0%
TREASURE: Special (see below)
INTELLIGENCE: High
ALIGNMENT: Chaotic evil
LEVEL/X.P.: 10 / 45,000

General information: Terrifying enough to challenge the gods, a herald of armageddon is a truly fearsome foe. When a material plane has drifted too far towards law through the actions of the just people inhabiting it, the multiverse corrects the error through the works of the herald. Raw chaos itself congeals into a confusing, shifting, titanic form that spreads chaos and destroys law. Heralds of armageddon may attack three different opponents per round with their massive tentacle slaps or toothy bites at a range of 100 feet, and they regenerate 3 hit points per round.

Any creature of less than 5 HD will flee in panic for 1 turn from a herald of armageddon (no save), while those of greater HD are allowed a save against paralysis to maintain their valor in the face of such raw chaos.

A herald of armageddon has a chaotic aura that extends 1,000 ft. behind it, 50 ft. in front of it, and 100 ft. to the sides of the massive creature. It is this aura that devastates a plane and those who try to defend it from chaos itself. All things in this area are terribly transformed. A creatures must save against polymorph at -5 or slowly become a spongy, amorphous mass while objects must save as if they had fallen. During this period their shape melts, flows, writhes, and boils.

An affected creature is unable to hold or use any item. Clothing, armor, rings, and helmets (even those



that saved) become useless for an affected creature. Searing pain courses along the nerves, so strong that the victim cannot act coherently. The victim cannot cast spells or use magic items, and it attacks blindly, unable to distinguish friend from foe. Such attacks are made at -4 with an additional base 50% miss chance. Each round a victim spends in an amorphous state causes 1 point of wisdom loss from mental shock. If the victim's wisdom score falls to 0, he must succeed on a system shock roll or die. A successful save results in unconsciousness.

Once a herald of armageddon passes, all living creatures are allowed a save against paralysis (at -4) to resume their normal shapes and wisdom. Those that fail are trapped forever in their new forms with a wisdom score of 1, barring the use of powerful magics (such as *limited wish*) to return their proper shapes and minds. Objects are permanently changed.

Any spell that overcomes through the magic resistance of the herald causes a randomly determined spell of the same level to return upon the caster. This may be harmful or helpful, and the returning magic will be of the same type (divine, arcane, phantasmal) as was cast. A herald of armageddon is immune to *polymorph*, mind-affecting, and death spells. *Disintegrate* does 10-40 hit points of damage. It takes three *hold*-type spells to render the creature immobile, as each affects only part of the herald of armageddon, resulting in one-third of the creature being unable to move per spell. The rest of the herald simply moves on, unharmed. Once the spell expires, the held part dissolves into thin air.

After terrorizing a plane for 10-100 years, a herald is called back home. The herald be killed, only destroyed and banished back to the realm of primal

chaos, leaving behind a massive pool of slick black goo that lasts for 1 turn before dissipating. Any item placed into this goo within 2 rounds after the defeat of the herald becomes randomly magical (up to 20,000 gp value). Items placed in the following rounds become +1 (if non-magical prior) or are fully charged if such is appropriate.

Physical description: Heralds of armageddon are gigantic black amorphous creatures composed of pure chaos. They are often dotted with enormous mouths and tentacles. The world around them roils from their presence, becoming twisted and unnatural as they pass.

Variants: Sages postulate that there must be a corresponding herald of armageddon for law, but as yet there are no recorded encounters with such.

HOLD CREEPER

SIZE: Small (3-4 ft. tall)

MOVE: 120 ft.

ARMOR CLASS: 6

HIT DICE: 2

ATTACKS: 2

DAMAGE: 1-3, 1-3

SPECIAL ATTACKS: See below

SPECIAL DEFENSES: Save as 4 levels higher

MAGIC RESISTANCE: None

RARITY: Very rare

NO. ENCOUNTERED: 1

LAIR PROBABILITY: 25%

TREASURE: In Lair: 20-80gp (100 %), 1-3 jewelry (50%)

INTELLIGENCE: Low

ALIGNMENT: Chaotic evil

LEVEL/X.P.: 2 / 40 + 1/hp

General information: Hold creepers attack by clawing with their nails, aiming for the tender throats of their victims. If it hits with both claw attacks, the hold creeper begins to throttle the victim, squeezing its throat in powerful hands and slowly strangling it to death. Each round thereafter, the hold creeper automatically inflicts damage from both claw attacks and the character must save versus death each round or begin to suffocate. A suffocating character dies in a number of rounds equal to his constitution divided by 3 (rounded up).

It is rumored that hold creepers are an aberrant species of gnomes, perverted through their contact with a great slumbering evil. They gain +1 to attack rolls and damage when fighting gnomes.

All hold creepers are resistant to both magic and poison; they therefore make such saving throws at 4 levels above their actual HD. They have darkvision up to a range of 60 feet.

Breaking a creeper's hold requires an opposed strength roll; the character who rolls under the target number by the greatest amount is considered the victor. A hold creeper has an effective strength of 15. If the hold creeper wins, it maintains its deadly grip. If the victim wins, he breaks free.

Hold creepers may *spider climb* at will. With little effort, they can pass through extremely small spaces, such as sewer grilles, windows, and narrow cave tunnels. As long as the opening is greater than 1 foot in width, a creeper may squeeze through. Created and defined by their all-consuming greed, hold creepers have an innate ability to locate treasure; this ability functions as per a **potion of treasure finding**.

Languages: Hold creepers can communicate with animal-like grunts and barks, though some rare individuals are capable of speaking a guttural and primitive gnomish.



Physical description: Hold creepers stand about 3-4 feet tall, with smooth, earth-toned skin stretched taut over beefy frames. They have mad, beady eyes. Thin remnants of beards partially hide mouths filled with jagged teeth. Though bipedal, a creeper spends much of its time hunched over, running on all four stubby limbs.

HYDRACNID

SIZE: Large (10 ft. wide)
MOVE: 30 ft., in web 120 ft
ARMOR CLASS: 5
HIT DICE: 5+5
ATTACKS: 2
DAMAGE: 1-4, 1-4
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 90%
TREASURE: In Lair: 1-12k cp (20%), 1-6k sp (30%), 1-4k ep (10%), 1-6 gems (25%), 1-3 jewelry (20%), any 2 magic items (10%)
INTELLIGENCE: Semi
ALIGNMENT: Chaotic neutral
LEVEL/X.P.: 4 / 350 + 6/hp

General information: A hydracnid is a hideous cross between a giant spider and a pyrohydra. They dwell deep underground, where they dine on the flesh of dark elves, dwarves, goblins, and just about anything else that crosses their path. These creatures are never encountered on the surface during the day, preferring to spend their lives underground.

Hydracnids are solitary creatures and never mix with others of their own kind (except for mating purposes). If a hydracnid moves into another's territory, a fight almost always ensues as soon as they discover each other. When not hunting, a hydracnid spends its time in its lair. A hydracnid's lair is something most disgusting - a tangled mess of shiny coins and gems mixed with corpses, bones, and rotted flesh.

It takes 1 round to break free from a hydracnid web if a trapped creature has an 18 strength, 2 rounds with a 17 strength, and so forth. Unlike most webs, hydracnid webs are not flammable. This property makes hydracnid silk highly valued by the spinners of the underworld. The fibers of a typical web will fetch 500 gp from the right buyer.

Twice daily, each hydracnid head can breathe a jet of fire in a cone 20 feet long and 10 feet in diameter at the end. The flaming breath deals 8 hit points of damage. A successful save halves damage.

A hydracnid usually waits in its web until prey passes underneath or nearby. It then rushes forward, initially biting and then releasing its breath weapon. The bite of a hydracnid is a paralytic poison. A failed save versus poison results in paralysis for 1-4 hours. Hydracnid usually bite with one head and breathe fire with the other in melee. If facing a large group of opponents, it breathes with both heads in a large, overlapping cone.

Physical description: Two long serpentine necks topped with draconic heads sprout from a hydracnid's body, rather than a spider's head. Its head and neck are scaled gray, and its spidery torso is covered in short, coarse fur.

HYDRAMNION

SIZE: Large (8 ft. tall)

MOVE: 150 ft.

ARMOR CLASS: 7

HIT DICE: 5+1

ATTACKS: 3

DAMAGE: 3-9, 3-9, 1-3

SPECIAL ATTACKS: Encase

SPECIAL DEFENSES: See below

MAGIC RESISTANCE: See below

RARITY: Rare

NO. ENCOUNTERED: 1-3

LAIR PROBABILITY: 35%

TREASURE: In Lair: 1-12k cp (20%), 1-6k sp (30%), 1-4k ep (10%), 1-6 gems (25%), 1-3 jewelry (20%), any 2 magic items (10%)

INTELLIGENCE: Average

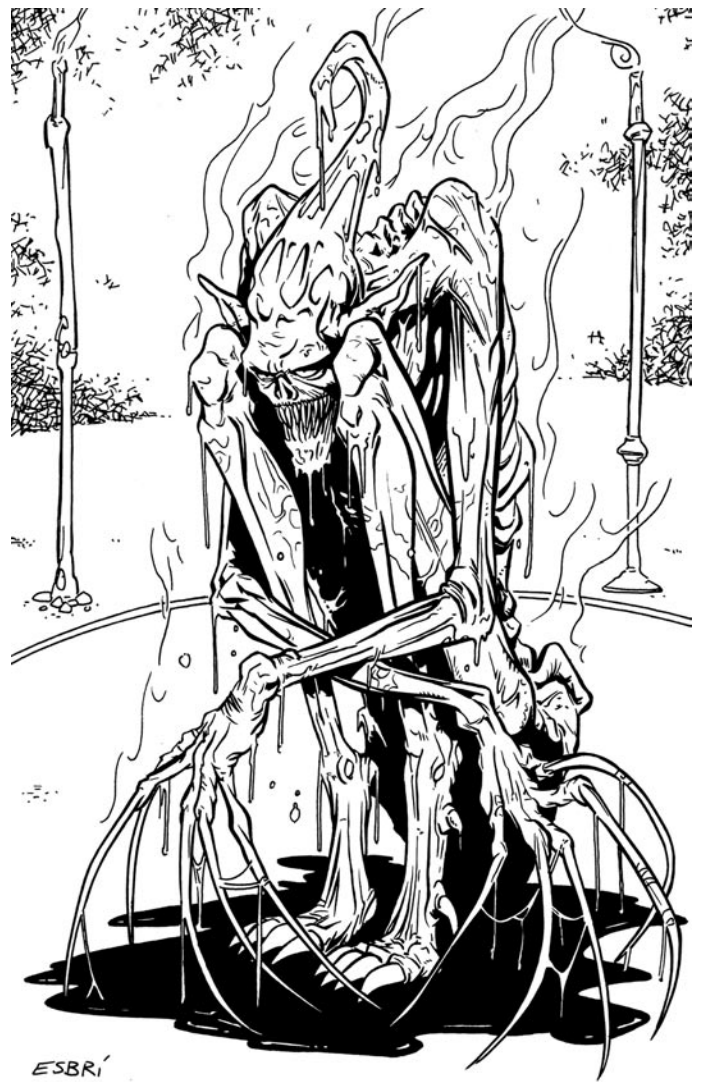
ALIGNMENT: Neutral evil

LEVEL/X.P.: 6 / 400 + 6/hp

General information: Natives of hades, hydramnion continually leak a very warm slime that coats and drips from their body. They bear iron-hard nails of prodigious length that deal significant damage to those unfortunate enough to combat them in melee. The slime coating their bodies is magical in nature and absorbs spells cast at a hydramnion. Up to six levels of spells can be absorbed per turn by the slime. Once this spell threshold is breached, the slime covering the creature dries up and blows away.

Hydramnion are vulnerable to cold and suffer 50% more damage from any cold-based attack. They take only half damage from acid, fire, and lightning. They can only be hit by magical weapons.

Once per day, a hydramnion may surround a medium-sized opponent in a tough translucent case filled with the creature's slime. The slime is oxygen rich and can be breathed, albeit with a most unnerving sensation. The real danger of the encasement is that the slime drains all the salt from the encased creature



in 12 rounds. This results in 1-4 hit points of damage on rounds 1-3, 2-8 hit points of damage on rounds 4-6, 3-12 hit points of damage on rounds 7-9, and finally 4-16 hit points of damage on rounds 10-12. Creatures killed in this manner resemble perfectly preserved mummies. Hydramnion collect their mummified victims in their lairs.

The encasing sac can be damaged only by piercing and slashing weapons. The sac has an AC of 9, and 20 hit points. The slime within heals damage and seals openings on the surface, requiring all 20 hit points of damage to arrive in a single round's time or the sac is fully healed by the beginning of the next round. Those inside the sac are incapable of spell casting, and they attack at -4 to hit and -2 to damage.

Languages: Hydramnion speak daemon.

Physical description: Tall and bony, with claws at least 1 foot in length, hydramnion are covered with a light gray slime that is constantly secreted from their dark gray, rubbery skin. They are thin, almost to the point of emaciation, and steam in temperatures less than 70 degrees. Their mouths are full of teeth, which are more show than real danger.



INSCRIBER

SIZE: Medium
MOVE: 90 ft.
ARMOR CLASS: 6
HIT DICE: 5+2
ATTACKS: 1
DAMAGE: 1-4
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: 20%
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 20%
TREASURE: Special (see below)
INTELLIGENCE: Genius
ALIGNMENT: Neutral
LEVEL/X.P.: 5 / 370 + 5/hp

General information: Every inscriber was once a living scholar who obsessed over a certain field of study. After death, their lust for knowledge overcame the laws of nature, driving them to search the world for further information. Inscribers use their absorbed information to determine where to search for more. They travel to libraries, monasteries, the homes of experts in their fields, and wherever else they might acquire knowledge. Though they rarely cause harm intentionally, inscribers can bring great misfortune to populated areas, due to the aura of *confusion* that surrounds them.

Inscribers do not speak, but understand common and any languages they knew in life. They are difficult to communicate with, but a creature displaying knowledge of the inscriber's chosen field has a chance of getting through to what remains of the scholar's mind. When this happens, the inscriber's writing slows, as it lets its focus slip.

Inscribers generally pursue their own tasks, ignoring others and protected by their *confusion* aura. Inscribers who are attacked or who have their tomes stolen will use any appropriate spell-like abilities they have absorbed on their opponents, and then, if reluctantly brought into a melee, they will drain their enemies' intelligence.

All intelligent creatures who come within 40 feet of an inscriber have their minds flooded with images and words related to the inscriber's area of study. An affected creature must succeed on a save against spells or be overwhelmed by the torrent of

information and *confused* for 2-8 rounds. Creatures who make successful saves cannot be affected again by that inscriber's aura for 24 hours.

Intelligent creatures hit by an inscriber's attack are affected by one of two possible effects (inscriber's choice). The inscriber can either drain 1-6 points of intelligence from the creature, learning all the creature knows about the inscriber's area of study in the process, or infuse the creature with a portion of the inscriber's own knowledge granting a +2 bonus to intelligence for two weeks. An intelligence gain also provides the target creature with sage knowledge in the inscriber's field for the same duration. Drained intelligence returns at the rate of 1 point per day. Any creature drained to 0 intelligence in this manner collapses and is catatonic until at least 3 points of intelligence are regained.

An inscriber can absorb the text of all written materials within 15 feet if it spends a full round concentrating. By concentrating, the inscriber lifts all writing off nearby surfaces, and the text swirls through the air into the inscriber's mouth. Affected objects are left blank, and the inscriber gains full knowledge of all the absorbed text. Only text written with some form of liquid (whether ink, dye, or blood) is affected. Objects the inscriber is unaware of (such as hidden objects, or objects inside containers) are unharmed. Attended items can be saved if their possessor makes a save vs spells at +4 to resist. If the inscriber absorbs the text of a scroll, the inscriber gains the ability to cast the scroll's spells once each as a spell-like ability. A magic user's or illusionist's spellbook has a +8 to its saving throw against this effect. Unattended items suffer more, needing a successful save against disintegrate to retain their writing. An inscriber can attempt to drain items in this manner once per day.

At the start of any encounter, a given inscriber is assumed to have absorbed 2-4 scrolls. The inscriber can cast each spell from a scroll once. The contents of absorbed scrolls should be randomly determined. The inscriber can also convert any of these spells into a *legend lore* scroll. Inscribers activate these abilities by tearing off the piece of skin where mystic text is written, and holding the scraps aloft. The skin cannot be used by creatures other than the inscriber.

Languages: Inscribers understand common, their alignment tongue, and six additional randomly determined languages.

Physical description: Inscribers look like corpses on the verge of decomposition, wearing whatever garb in which they were buried. Their eyes glow a soft yellow, and their skin is covered with black writing. Many inscribers have a gray cast to their skin, due to the bleeding of the magical ink. The writing is an inscriber's summary and analysis of absorbed texts and memories, and it is constantly scrawled over blank flesh as if by an invisible pen. When inscribers run out of room on their bodies, they tear off strips of skin and magically press the "pages" into enormous tomes they carry at all times, called **inscriber tomes** (see *new magic items*). The skin soon regrows and fills with more writing.

JELLYHIVE

SIZE: Large (7 ft. wide)
MOVE: 60 ft.
ARMOR CLASS: 4
HIT DICE: 6
ATTACKS: 1
DAMAGE: 1-4
SPECIAL ATTACKS: Ooze dart
SPECIAL DEFENSES: Regeneration
MAGIC RESISTANCE: Standard
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 10%
TREASURE: None
INTELLIGENCE: None
ALIGNMENT: Neutral
LEVEL/X.P.: 5 / 370 + 6/hp

General information: The jellyhive is one of the stranger creatures of the subterranean world, specifically noted for its eating habits. The shelled fungus uses its proboscis to feed on various oozes, jellies, gelatinous cubes, puddings, and slimes, easily stalking and ingesting this foul quarry. When not hunting or feeding, it waits patiently or hangs from a cavern ceiling. It can climb at 60 ft. per round.

Not only does the jellyhive consume these sloppy creatures, it also cultivates them for future meals. Every time the jellyhive consumes an ooze, it saves a little portion and stores the tiny bit in a flesh-sac for the future. If ever the jellyhive finds an animal or other creature coming close, several sacs split open and shoot a few of the tiny oozes nearby. This method works out splendidly for the fungus; the oozes will devour whatever creatures they can, thereby growing larger to become new meals for the jellyhive to enjoy. If the little jellies, oozes, or puddings happen to escape, they will likely get larger on their own, and the jellyhive will probably hunt them down later.



When faced with a non-ooze opponent, jellyhives launch their wee oozes like darts to a range of 20 feet. A jellyhive has 12-22 ooze sacs, each one containing a wee ooze. These are most typically ochre jellies (their favorite food), but they can be any type of ooze, jelly, or pudding. Each ooze dart causes 1-4 points of damage upon impact. The resulting tiny ooze has 4 hp and does 1 hp of acid damage until killed or scraped off of the target. A jellyhive can launch 3 ooze darts per round, at multiple opponents if necessary. After darting all of their oozes, jellyhives will resort to biting if necessary, but fleeing is a more typical result. Jellyhives are immune to any mind-based and polymorphic magics, as well as *sleep*, *charm*, and *hold*. Jellyhives cannot be surprised, as they sense disturbances in the ground and air.

Two rounds after taking damage, a jellyhive begins to regenerate 2 hit points per round. Jellyhives are immune to acid damage, and there is no known ooze, pudding, or jelly that can harm them. They suffer under fire however, and are unable to regenerate fire damage.

Physical description: A jellyhive is a wide stalk covered with a dome-shaped shell and several fleshy sacs. Protruding from under the shell are several fat legs and a toothy proboscis used to suck up their prey or deliver a small bite. They have a variety of colors, ranging from dark orange to dark purple.

KINGMAKER SWAN

SIZE: Medium (6 ft. tall)
MOVE: 60 ft., flying 240 ft. (AA: level III)
ARMOR CLASS: 0
HIT DICE: 15
ATTACKS: 0
DAMAGE: 0
SPECIAL ATTACKS: None
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: 80%
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 1%
TREASURE: None
INTELLIGENCE: Semi
ALIGNMENT: Neutral
LEVEL/X.P.: 8 / 3,500 + 19/hp

General information: Legends tell of the appearance of a kingmaker swan when kings have fallen and kingdoms are in disarray. Upon its appearance, the swan allows a person to touch it, who then goes on to become a wise and benevolent leader, rebuilding a fallen kingdom and enjoying a prosperous reign. Legends also tell of wicked men who kill a swan to steal its gift and become powerful tyrants.

A kingmaker swan never fights. If anyone should seek to touch it, except for those destined to lead kingdoms with an even and fair hand, the swan simply flies off beyond harm to the best of its ability and great intelligence. A kingmaker swan may willingly allow a person to touch it; whoever does so is blessed as a result. The blessed individual gains 2 points of intelligence, wisdom, and charisma permanently. A kingmaker swan can only be slain by a villain destined for greatness, who permanently gains 2 points of strength, constitution, and charisma through the foul act.

Sages speculate that kingmaker swans are agents of the gods of neutrality, seeking to maintain a balance in the mortal realms. Kingmaker swans regenerate 1 hit point per round. They are immune to any magic that restrains movement in any manner, be that directly or indirectly, and may only be harmed by magic weapons. Once per day they can *word of recall* back to their lairs. Those seeking to kill a kingmaker swan must first find its lair or success will be impossible.

Languages: Kingmaker swans do not speak, but understand common.

Physical description: A kingmaker swan is a majestic bird resembling a swan of tremendous size. Its feathers are the purest white, almost seeming to glow with a peaceful inner light. It stands 6 feet tall and weighs close to 150 pounds.

KLORTHACK SPINE

SIZE: Small (18 inches wide)
MOVE: 5 ft., swimming 10 ft.
ARMOR CLASS: 9
HIT DICE: 1
ATTACKS: 0
DAMAGE: 0
SPECIAL ATTACKS: Dominate
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 5%
TREASURE: None
INTELLIGENCE: High
ALIGNMENT: Neutral evil
LEVEL/X.P.: 4 / 230 + 1/hp

General information: These small, black echinoderms are the remains of an ancient being of immense power called Klorthack that lived in the bottom of the ocean. Klorthack was eventually slain by an alliance of aquatic races many centuries ago. Unfortunately for all underwater denizens, not all of Klorthack was destroyed, and these small creatures are what remains of its once immense power.

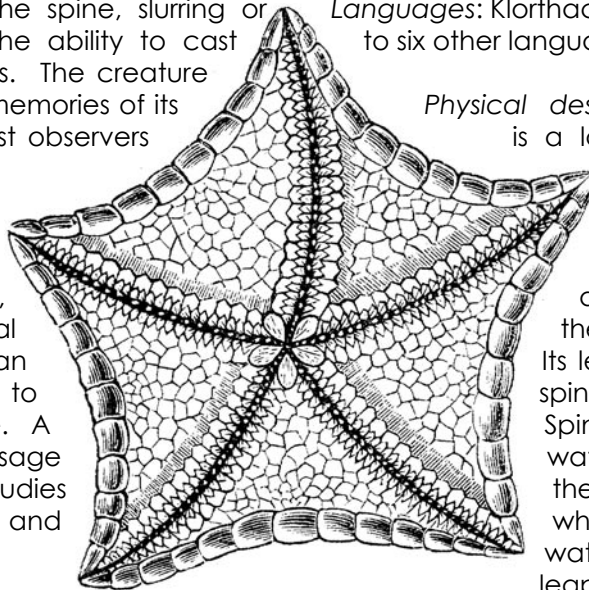
If a klorthack spine hits an opponent in combat (attacking as a 3-HD creature), the target must save against spells or lose his independent will. The spine takes complete control of the victim's body, has direct sensory input from its host, and communicates with it telepathically. After ten days, the victim is allowed an additional saving throw to free himself of the spine, but if this save fails, he becomes a permanent pawn of Klorthack. If a spine is unwillingly removed from a host, the host temporarily loses 1-4 points of intelligence, wisdom, and charisma. Lost ability points are regained at the rate of 1 per day.

Victims who fall prey to klorthack spines eventually die a slow, painful death, giving birth to more klorthack spines from their internal organs. If a host has been inhabited by a spine for 30 days, the creature lays eggs in the host's stomach, which hatch five days later. Once implanted, eggs can only be removed by a *heal* or *cure disease* spell. After three days, the victim's stomach begins to bulge, and he appears noticeably ill. After five days, the new klorthack spines have matured and rip their way out of the host, killing it. Each spawning process creates 1-4 klorthack spines. Each spine born has the knowledge of all of its forefathers, creating a slowly growing storehouse of arcane lore.

Once a klorthack spine has a host, it uses the body to sow discord and accumulate all the magical lore it can, in the hopes of reforming the body of Klorthack. The victim gains a speech impediment

while under the control of the spine, slurring or stuttering words, and loses the ability to cast spells with verbal components. The creature has complete access to the memories of its victim, enabling it to fool most observers and conceal its presence.

Some underwater communities of sahuagin keep a captured klorthack spine, moving it from individual to individual before it can reproduce to gain access to the spine's vast knowledge. A klorthack spine acts like a sage focused in the supernatural studies and knowledgeable in flora and fauna of the waters.



Languages: Klorthack spines know common and up to six other languages.

Physical description: The klorthack spine is a large, five-pointed starfish with connecting skin flaps. It is roughly eighteen inches from end to end. It is black on its topside, light gray underneath, and has a rosette opening at the center of its gray underside. Its legs are covered in many small spines used for grasping a target. Spines move by rapidly expelling water from a central cavity, and they can, for very short distances while attacking, move through the water with amazing speed or even leap through the air when on land.



LASSOO - LATCH FROG - LOSTLING

LASSOO

SIZE: Small (3 ft. wide)
MOVE: 10 ft.
ARMOR CLASS: 2
HIT DICE: 4
ATTACKS: 1
DAMAGE: 2-20
SPECIAL ATTACKS: Tongue
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 90%
TREASURE: In Lair: incidental
INTELLIGENCE: Animal
ALIGNMENT: Neutral
LEVEL/X.P.: 3 / 105 + 3/hp

General information: Postulated by some sages as a more dangerous variant of the piercer, the lassoo is a rare and unusual predator. The tongue of the lassoo can stretch up to 50 feet to grab food. In addition to its deceptive appearance, a lassoo relies on a chameleon-like camouflage ability to surprise its prey. Lassos are 75% undetectable to creatures unable to see invisibility.

Lassos will often be encountered with piercers, as such presents the opportunity to steal kills or scavenge remains. Lassoo lairs will have only incidental treasure - and that only of material tougher than leather, as everything else is digested completely.

The lassoo waits in caverns for tasty creatures to walk beneath it. When a medium-sized or smaller opponent comes within its range, it attacks with its tongue and picks up the victim, bringing him to its mouth at 25 feet per round. The lassoo's tongue attack is extremely quick, and unless the lassoo was spotted ahead of time, this attack is by surprise. Its tongue is thin and strong, requiring a +1 weapon to damage. It has an AC of 0 and 5 hp. A lassoo can lift 400 lbs. with its tongue.

Physical description: A lassoo is an upside down, cone-shaped beast, with a thick muscular foot at its top used to attach itself to the ceilings of caverns. The lower part of the lassoo consists of a massive alligator-like mouth containing a long sticky tongue. The outside of the beast is covered with a thick, stony hide that makes the lassoo look more like a natural stalactite than a living creature.

LATCH FROG

SIZE: Large (8 ft. long)
MOVE: 180 ft., swimming 90 ft.
ARMOR CLASS: 6
HIT DICE: 4+2
ATTACKS: 1
DAMAGE: 2-8
SPECIAL ATTACKS: Entangle
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None

RARITY: Rare
NO. ENCOUNTERED: 1-4
LAIR PROBABILITY: 35%
TREASURE: None
INTELLIGENCE: Semi
ALIGNMENT: Neutral
LEVEL/X.P.: 4 / 235 + 4/hp

General information: Instead of the one long sticky tongue of its cousin the giant frog, the latch frog has three tongues, each prehensile, extendable out to 15 feet. As if this were not enough for the hapless adventurer, the tongues drip thick saliva that easily gums up and disables most mobile creatures.

A latch frog can cover a large territory, moving amazingly fast by hopping great distances. It eats pretty much any creature it can get its tongues on, and it can outrun nearly any potential prey, placing the latch frog rather high up on its local food chain. They surprise on a roll of 1-3 on 1d6 and can jump 100 ft. in a single bound.

The latch frog usually gets the first attack, as its tongues can stretch out to the quite sizable distance of 25 feet. If fighting a solitary opponent, it will pull its prey into its mouth for maximum damage. If fighting multiple foes it will attack up to three opponents within 20 feet of one another, relying on its gooey saliva to stop extra attackers. If reduced to 10 or fewer hit points, the frog turns and flees, rapidly hopping away to safety.

If a latch frog hits a creature with its tongue attack, the creature becomes entangled in the frog's sticky saliva. An entangled creature has no dexterity bonus, and attacks are made against it at a +4 to

hit, while it is at -2 to hit when attacking. Additionally, an entangled target must save against paralysis or become latched to the ground, unable to move. If the creature succeeds on its save, it can move at half speed. The saliva wears out and ceases being sticky in 4-20 rounds.

If a latch frog hits with a natural 20, it swallows its prey whole. Any attack against a latch frog that has swallowed a victim whole has a 25% chance of doing half damage to the swallowed creature as well as to the frog. If a swallowed creature has a sharp weapon at hand, it has up to 3 tries to cut its way out of the inside of the latch frog. An 18 or better on any attack indicates a successful escape from the frog and deals triple normal damage in the process.

Physical description: Latch frogs are huge frogs with three tongues. They come in many colors - some leaf-green, others bearing patterns and bright colors. Their great size is unique among giant frogs.

Variants: Some extremely rare latch frogs (entirely bright red varieties) are poisonous to the touch and bite. Like their giant frog cousins, the poison is weak, giving all creatures a +4 on their saves.

LOSTLING

SIZE: Medium (5-6 ft. tall)
MOVE: Flying 120 ft. (AA: level VI)
ARMOR CLASS: 7
HIT DICE: 6+1
ATTACKS: 1
DAMAGE: 2-12
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 1 or 2-12
LAIR PROBABILITY: 100%
TREASURE: None
INTELLIGENCE: Semi
ALIGNMENT: Chaotic evil
LEVEL/X.P.: 5 / 345 + 8/hp

General information: Lostlings are the pitiful souls of lost individuals who died in the wilderness from exposure. Despite its likeness to its former self, a lostling possesses virtually no understanding or recollection of its former life. Condemned to wander the wilds in search of their former homes, these vile creatures develop an intense hatred of the living, and they seek to share their pain by damning their victims to the same fate that caused their unnatural lives. A solitary lostling is usually the sole survivor of some catastrophe, while larger gatherings of these creatures consist of entire parties that lost their way.



The touch of a lostling flays skin from bones, resulting in a small explosion of tissue and blood. Any creature touched by a lostling takes 2-12 points of damage and must save against paralysis or be wracked with pain, unable to attack for 1 round.

An invisible, one-mile-radius barrier surrounds the lostling, suppressing (but not dispelling) any divination effects within that radius. Time spent within the lostling's suppression field counts against the duration of a suppressed spell or magical effect. Once per day, a lostling may *control weather*, as the spell. Lostlings turn as ghosts.

A lostling must remain within three miles of its decomposing body. Spiteful and vindictive, the lostling desires to subject others to its own horrific end. Lostlings naturally fade away once their corpses fully decompose. The amount of time this takes varies

based upon the environment; humid environments can take as little as two years, while deserts can take up to 1,000 years.

Languages: Although they understand common, lostlings never speak.

Physical description: A lostling is a white hazy shape that occasionally resembles an emaciated, nearly skeletal human.

Variants: Lostlings that succumbed to the elements still bear marks of the weather conditions that killed them. While these creatures inflict the same amount of damage with their flaying touch, half of the damage consists of the energy type that resulted in their death. For instance, the touch of a lostling that died from exposure to arctic weather deals 2-12 points of damage, half of which is cold damage.



MAGPINE - MALIGANTI - MARLOC - MARSHLIGHT OOZE - MUS MAXIMUS - MYRCLOUD

MAGPINE

SIZE: Large (15 ft. tall)
MOVE: 120 ft.
ARMOR CLASS: 2 (5)
HIT DICE: 5+2
ATTACKS: 2
DAMAGE: 2-8, 2-8 (by weapon)
SPECIAL ATTACKS: Spells
SPECIAL DEFENSES: Sap
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 1-2
LAIR PROBABILITY: 0%
TREASURE: Individual: 1-4 jewelry (x2) (50%)
INTELLIGENCE: Average
ALIGNMENT: Chaotic good
LEVEL/X.P.: 5 / 420 + 6/hp

General information: Magpines are always male and appear similar to treants, but may likely be related to dryads as well. While some sages think the magpine is a treant/dryad hybrid, most scholars believe powerful magic likely spawned the race. While treants perceive themselves as "guardians of the trees," magpines view themselves as the dashing swashbucklers of the forests and woods. Although not as stodgy and condescending as treants, magpines share their hatred of evil beings and civilization's often wanton destruction of the forest.

Witty and dashing, magpines do not patiently observe opponents or seek diplomatic solutions; instead, they rashly emerge from the forest and

audaciously challenge foes. Extremely whimsical and prone to mood swings, bored magpines often assume humanoid form to pursue mischief or beautiful maidens. Despite their eccentric personalities, magpines immediately attack fire-wielding creatures within their forest without provocation.

Magpines attack with woody fists and possess the following spell-like powers usable once per day: *charm person*, *invisibility*. They can *speak with plants* at will. The extremely sticky sap of a magpine makes it dangerous to attack one with a piercing or slashing weapon. Any attack with a piercing or slashing melee weapon has a 20% chance of sticking into the magpine. If the weapon does not stick, it is still covered with sap that dulls its edge, reducing its damage by 1 point. This effect is cumulative, so two hits on a magpine would reduce the damage of an edged weapon by 2 points per hit. The sap can be removed by using alcohol. (Wine will do.) After a week, the sap naturally dries out and becomes ineffectual.

Like treants, magpine are vulnerable to fire, but their sap is slightly more resistant. Fire attacks gain +2 to hit if they require such, and deal 1 point of additional damage per die. Magpines save at -2 against fire.

A magpine can assume any human, demi-human, or humanoid form at will. This ability functions as a *polymorph self* spell, except that a magpine does not regain hit points for changing form, and any individual magpine is limited only human, demi-

human, or humanoid forms. Some cunning magpines use this ability to infiltrate evil humanoid groups, but most refuse to mingle with such foulness even for a good purpose.

Individual magpines enjoy friendly and cordial relations with most other sylvan creatures. During their travels, they frequently visit the local sprites and dryads; or they sink their root-like feet into nymphs' ponds; or they while away their evenings singing, carousing, and dancing with satyrs. Because of their affiliation with numerous woodland creatures, magpines know a lot of gossip.

Languages: Magpines speak common, dryad, and treant.

Physical description: In their natural state, magpines stand approximately 15 feet tall and appear as slender, young conifer trees. Although mostly pines, some rare magpines are larches, cedars, or firs. Their coarse bark ranges in color from blackish-brown to light shades of gray, while their needles or leaves, (depending on the tree's species) vary from deep green to grayish-green. Bright trinkets of silver, glass, and other such materials adorn their branches.

When in polymorphed form, a magpine tends to wear a courtier's outfit, and the magpine's hair retains the color of its needles or leaves in its highlights. While in this form, a magpine does not possess sap.

MALIGANTI

SIZE: Large (7 ft. wide)

MOVE: 60 ft.

ARMOR CLASS: 6

HIT DICE: 8+6

ATTACKS: 4



DAMAGE: 1-6, 1-6, 1-6, 1-6

SPECIAL ATTACKS: Disease and poison

SPECIAL DEFENSES: None

MAGIC RESISTANCE: 20%

RARITY: Very rare

NO. ENCOUNTERED: 1

LAIR PROBABILITY: 100%

TREASURE: Nil

INTELLIGENCE: Semi

ALIGNMENT: Neutral evil

LEVEL/X.P.: 7 / 1,200 + 12/hp

General information: A maliganti normally lives in a pit where it was formed long ago by a cleric or magic-user with the appropriate dark lore for its creation. Eventually, a maliganti will climb from the pit and seek to infect creatures with the poisons and diseases trapped within its bulk.

Maliganti attack with their poisoned and diseased tentacles. A successful hit will poison the opponent and also has a 50% chance of infecting the target with a serious disease. If the target succeeds in a save against poison, he suffers 15 hit points of damage in 2-5 rounds, while failure results in 30 hit points of damage after the same onset time.

If it feels in serious danger, a maliganti can melt into the surroundings for up to 20 minutes (appearing as a dark stain) and move away from attack. The creature often takes this form to disguise itself and ambush passersby. This form gives it a +1 on surprise if the target has no idea the maliganti is in the immediate area.

Physical description: The maliganti is a large dark mass of constantly slithering flesh, armed with four tentacles of five or more feet in length.

MARLOC

SIZE: Medium (5-6 ft. tall)

MOVE: 120 ft., burrowing 5 ft.

ARMOR CLASS: 0

HIT DICE: 9

ATTACKS: 2

DAMAGE: 2-12, 2-12

SPECIAL ATTACKS: None

SPECIAL DEFENSES: See below

MAGIC RESISTANCE: None

RARITY: Very rare

NO. ENCOUNTERED: 2-4

LAIR PROBABILITY: 0%

TREASURE: Individual: 3-24 cp, 3-18 sp, 2-12 ep, 2-8 gp, 1-6 pp, 1-4 gems (50%)

INTELLIGENCE: Average to highly

ALIGNMENT: Lawful neutral

LEVEL/X.P.: 7 / 1,500 + 12/hp



General information: Marlocs are the result of an unusual mining accident. Created as mindless drilling and mining automatons, the original pair of marlocs delved deep, unleashing a strange creature that breathed life into their changeable metal forms. Fearing enslavement, the pair escaped and mated, forming the first marloc colony ages ago. Marlocs are antisocial creatures that prefer the company of their own kind. They are always engaging in some sort of work, from building vast bridges to widening tunnels. Other subterranean races often contract marlocs to build their structures. Even the dwarves have a saying, "sound as marloc," based upon the quality of marloc construction. The general locations of marloc colonies are known, but only marlocs are allowed entry. All trading takes place on the outskirts, and although a few individuals have told stories about the cities, their veracity is questionable.

Marlocs are not very pugnacious creatures. Their communal desire is creating order, and they use their tools and intellect to that aim foremost. But marlocs have a nasty temper, especially where their architectural creations and buildings are concerned. Their appendages become deadly weapons, their cooperative spirit turns tactical, and their pride turns to anger. Marlocs fight as cooperatively as they build, and every marloc within 30 feet adds a +1 to hit and damage to any other marloc's attacks. Thusly, a group of four marlocs all fighting within 30 feet of one another are all at +3 to hit and +3 to damage.

Marlocs are immune to *fear, sleep, charm, and hold* effects. They do not breathe nor eat. Marlocs regenerate 1 hp per round. Only magic weapons can deal damage to marlocs. Marlocs carry little treasure, storing their wealth in their colonies.

Languages: Marlocs speak their own language as well as undercommon. Marloc sounds like the workings of a forge, blacksmith, mining operation, and construction site combined and is unspeakable by other races.

Physical description: Marlocs appear like wizened elves, but they are truly made of a malleable metal that they can shape and form into whatever tools they desire. The control over their bodies is so great that there is no way outside of *true sight* to determine the difference between a marloc and a simple elf.

MARSHLIGHT OOZE

SIZE: Large (20 ft. wide)
 MOVE: 10 ft.
 ARMOR CLASS: 7
 HIT DICE: 10
 ATTACKS: 1
 DAMAGE: 2-16
 SPECIAL ATTACKS: See below
 SPECIAL DEFENSES: Immune to fire
 MAGIC RESISTANCE: None
 RARITY: Rare
 NO. ENCOUNTERED: 1
 LAIR PROBABILITY: 35%
 TREASURE: None
 INTELLIGENCE: Animal
 ALIGNMENT: Neutral
 LEVEL/X.P.: 7 / 2,400 + 13/hp

General information: An attacking marshlight might be mistaken for an elemental, rising as a shapeless mass that resembles an animate composite of water, muck, and decomposing vegetable matter. It attacks with a devastating pseudopodia slam and is also capable of emitting dangerous swamp gasses. The slam of a marshlight ooze is corrosive to metal; it will eat through chain in 3 rounds and plate in 6 rounds. It will not damage wood or stone. Marshlight oozes take full damage from metal weapons, but they will begin to dissolve after two hits. Marshlights rarely retreat from combat, being mindless and voracious.

The body of a marshlight ooze slowly secretes a sticky substance, upon which vegetation and detritus collect. It is far from sticky enough to be a threat, but it does provide amazing camouflage for the ooze when in the right environment, giving a 90% chance to remain undetected. Marshlight oozes are immune to fire of any type.

What gives the marshlight ooze its name is the small pockets of flesh it fills with a highly explosive, phosphorescent gas. This gas is significantly lighter than air, and the pockets drift out above the ooze's body, left hanging by only the thinnest of threads. The ooze can choose to break these pockets with explosive effect up to six times per day. The resulting 30-foot blast deals 3-18 points of fiery damage to any creature within the area. A save against breath weapons reduces this by half.

The marshlight ooze can also release a cloud of noxious swamp gas, similar in effect to a *stinking cloud*, three times per day. Those failing a save against poison will retch and gag for the next 2-5 rounds, during which they receive no shield or dexterity bonuses and may be attacked at +4.

Physical description: Cousin of the gray ooze, a marshlight ooze appears as a slimy wet patch of terrain, over which hover half a dozen floating lights, or perhaps a few large glow bugs.



MUS MAXIMUS

SIZE: Small (3 ft. tall)

MOVE: 120 ft.

ARMOR CLASS: 7

HIT DICE: 2+1

ATTACKS: 1

DAMAGE: 1-3

SPECIAL ATTACKS: See below

SPECIAL DEFENSES: None

MAGIC RESISTANCE: 25%

RARITY: Very rare

NO. ENCOUNTERED: 5-50

LAIR PROBABILITY: 25%

TREASURE: Individual: 2-8 gp; In Lair: 1-10k cp (5%), 1-12k sp (25%), 1-6k ep (15%), 1-8k gp (25%), 1-12 gems (15%), 5-40 jewelry (50%), any 2 magic items + 1 potion (15%), 1-4 scrolls (50%)

INTELLIGENCE: Very

ALIGNMENT: Neutral good

LEVEL/X.P.: Regular: 3 / 125 + 2/hp

Visionary: 4 / 265 + 2/hp

General information: Mus maximus are intelligent, magic-using, giant mice, the result of a normal mouse population drinking or feeding from a highly magical source for dozens of generations. They are a cautious - some may even say timid - folk favoring retreat. They rely heavily upon their magical abilities when forced to combat.

Mus maximus lair in underground tunnels with multiple exits and entrances. They tirelessly dig new tunnels to form large underground nests not unlike a prairie dog's. They prefer traveling underground to get to feeding and watering locations, and they only travel

on the surface during the night. They are a good people and typically make friends with any local halfling or gnome populations, sometimes trading their labor (such as digging potatoes) for brightly-colored cloth with which they adorn themselves in odd fashion. No two mus maximus are exactly the same in dress: one has a belt around its waist, another scraps of cloth on each ankle, a third with an extensive purple tail wrap, and a fourth a ridiculous bright-orange eye-patch covering a perfectly functional eye.

Mus maximus have the following magical abilities: *tongues* (no alignment languages however), *audible glamour*, and *phantasmal force* at will; *sleep*, *blur*, and *blindness* three times per day; *invisibility* and *scare* once per day. Mus maximus take full advantage of their many abilities, often using them to fake a haunting, ensuring their folk remain undetected. Mus maximus have a 75% chance of moving silently as a thief and a 90% chance of hiding.

For every 10 mus maximus encountered, there will be a leader with 16 hit points who attacks like a 3-HD creature (AC 6, 1-4 damage). When encountered in their lair, there will always be a chieftain with 22 hit points who attacks like a 4-HD creature (AC 5, 1-6 damage), and a visionary (16 hit points, AC 6). The lair will also contain young and females equal to, respectively, 150% and 50% of the males present. Females and young fight as giant rats, but do not possess the chance to inflict disease.

Visionaries are the seers of the tribe and possess additional natural magical abilities: *cure light wounds*,

detect lie, and *detect magic* three times per day; *identify* and *hold monster* once per day; *commune* (3 questions) once per week. Visionaries possess light blue eyes, and the birth of a new visionary is taken as a sign that a new nest needs be created once the new visionary is an adult. Visionaries can cast spells from scrolls without failure and typically keep them on their persons for emergencies.

Mus maximus worship Folda, the goddess of the undersoil, she who protects and nurtures, and mus maximus can reach up to 5th level in the cleric class through worship. This is commonly found only in visionaries, but there is a 25% chance per lair of another mus maximus having cleric levels. Mus maximus possess darkvision to 60 ft.

Languages: Mus maximus speak their own private clan language (which varies from lair to lair) and gnomish, while relying upon their *tongues* ability to speak with other intelligent species. They may also communicate with any normal burrowing animal, and these are often found in cohabitation with a mus maximus lair.

Physical description: Mus maximus are almost indistinguishable from the common giant rat when they choose to forgo their typical bright body adornments, for mus maximus love colorful cloth and jewelry. However, they are true giant mice, not rats. Calling a mus maximus a rat is a dire form of insult.

MYRCLOUD

SIZE: Large (varies)
MOVE: Flying 20 ft. (AA: level VI)
ARMOR CLASS: 7
HIT DICE: 6+2
ATTACKS: 1
DAMAGE: 1
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 10%
TREASURE: In Lair: 1-12k cp (20%), 1-6k sp (30%), 1-4k ep (10%), 1-6 gems (25%), 1-3 jewelry (20%), any 2 magic items (10%)
INTELLIGENCE: Average
ALIGNMENT: Neutral evil
LEVEL/X.P.: 6 / 625 + 8/hp

General information: Myrclouds are large floating masses of fungal spores, bringers of rot and decay. Myrclouds are intelligent, but show few recognizable beliefs or emotions. They spend their time searching for places for their spores to grow. They prefer damp underbrush, rotting trees, and even living creatures

they can infect. Myrclouds usually follow the course of gentle winds, but some make permanent homes in moist environments such as swamps and caverns.

Any creature within a myrcloud suffers 1 hit point of damage per round. In addition, a creature must save against spells or suffer a 50% spell failure chance. Though myrcloud spores cause normal damage by digging into the skin of enemies, myrclouds prefer not to rely on this weak attack.

A creature sharing a space with a myrcloud must hold its breath or inhale the myrcloud's spores. A creature not holding its breath can make a save against poison when first entering a myrcloud's space to begin holding its breath; failure means that the creature inhaled spores before it could react.

Once per round, and once per infected creature, a myrcloud can affect creatures within 60 feet who have inhaled its spores in the following ways: **Madness:** The creature is *confused* for 2-8 rounds, but is compelled to not attack the myrcloud, taking no action rather than doing so. **Molder:** The spores multiply and attack the creature from within, inflicting 1 point of constitution loss each round. Constitution lost is regained at the rate of 1 point per week of complete rest. **Reproduce:** The spores reproduce in the moisture of the creature's lungs before floating to rejoin the main cloud, healing the myrcloud 2 points of damage every round.

A creature is allowed another save after 5 rounds to shake off the spores and start holding its breath, but after that time inhaled spores only die after 24 hours, or when the spore-bearer is affected by a *heal*, *neutralize poison*, or *remove disease* spell.

Myrclouds rely on surprise to infect their prey. So long as a myrcloud can infect even one of a group of creatures, it can create dissent through confusion and heal the damage it takes. If all of a myrcloud's opponents manage to keep from breathing its spores, it flees to wait for a better opportunity.

Myrclouds are immune to normal weapons, but suffer damage from magic weapons, fire, magic, and other area-attacks.

Languages: Myrclouds have their own language, composed of physical movements.

Physical description: From a distance, a myrcloud appears to be a bank of thick yellow fog. Up close, the fog is little more than thousands of floating spores. Detailed examination reveals the spores to be tiny yellow spheres covered in spikes, easily crumbled apart under pressure. Myrclouds range from 20 to 100 feet in diameter, but their spore density decreases dramatically at heights above 10 feet.



NAGA, BLOOD

SIZE: Large (12 ft. long)
MOVE: 90 ft.
ARMOR CLASS: 6
HIT DICE: 5-6
ATTACKS: 2
DAMAGE: 1-4, 1-4
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Uncommon
NO. ENCOUNTERED: 1 or 1-4
LAIR PROBABILITY: 55%
TREASURE: In Lair: 1-12k cp (20%), 1-6k sp (30%), 1-4k ep (10%), 1-6 gems (25%), 1-3 jewelry (20%), any 2 magic items (10%)
INTELLIGENCE: Very
ALIGNMENT: Neutral evil
LEVEL/X.P.: 6 / 520 + 6/hp

General information: Blood nagas are woodland cavern dwellers, typically found alone or in small

groups. They enjoy dark places, possessing darkvision to 60 ft., and tend to be quite cautious, as they are weaker than their brethren. They are thoroughly evil, however, and their pride and cruel desires often get in the way of their better judgment. Blood nagas can see and attack into the ethereal plane.

At will, blood nagas may spit a spray of blood in a cone (1 ft. wide at the origin, 30 ft. range, 15 ft. wide at the end) that can send opponents to the ethereal plane for 1-4 rounds if they fail a save against poison. Blood nagas can only use their stinger against ethereal opponents, who must save against poison or be paralyzed for 1-4 turns. Spraying blood causes 1 hit point of damage to the naga.

Blood nagas are able to employ druidic magic at the 5th level of ability possessing four 1st, three 2nd, and two 3rd level spells per day. Their bite is fairly weak, doing only 1-4 hit points of damage, and they prefer to feast upon paralyzed prey.

Languages: Blood nagas speak their own language as well as common.

Physical description: Like other nagas, blood nagas are large snakes with human facial features. They have dull scales and tend towards grays in their almost patternless skins. They possess prominent stingers at the end of their tails, resembling a scorpion's. Blood nagas average 12 feet in length and weigh between 200 and 400 pounds.

NAGA, MOLT

SIZE: Large (15 ft. long)
MOVE: 120 ft.
ARMOR CLASS: 4
HIT DICE: 8-9
ATTACKS: 1
DAMAGE: 1-3
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 1-2 (rarely 13)
LAIR PROBABILITY: 75%
TREASURE: In Lair: 1-8k cp (50%), 1-6k sp (25%), 1-4k ep (25%), 1-3k gp (25%), 1-8 gems (30%), 1-4 jewelry (20%), sword, armor, or misc. weapon (10%), 1-4 scrolls (50%)
INTELLIGENCE: High





ALIGNMENT: Lawful evil
LEVEL/X.P.: 7 / 1,800 + 12/hp

General information: Molt nagas are found either alone or in pairs in ruins, dismal swamps, or deep underground. Their lairs are always well hidden. Cooperatively evil, molt nagas sometimes gather into a coven formed of exactly 13 creatures.

Molt nagas prefer to use their spells and charming gaze to overcome opponents, relying upon their poisonous bite only as a final resort. Molt nagas can charm any humanoid creature that meets their gaze for up to a year unless the creature saves against paralysis. Their poison is relatively weak, allowing a +1 to saves. Twice per day they may use *improved invisibility* to cast spells on their enemies, while the nagas' servants combat directly. If the nagas' presence is revealed, they shed their skins to escape. Molt nagas are able to employ illusion magic at the 5th level of ability, possessing four 1st, two 2nd, and one 3rd level spells per day.

A molt naga can also *dimension door* out of its own skin, leaving its shed skin behind. The shed skin continues to function, attacking the nearest living creature for another 2-12 rounds or until it is destroyed. The animated skin has 15 hit points and the same armor class, attack HD, damage, and saves as the naga itself, although it cannot cast spells. It is also immune to mind-affecting magic, poison, and any other attacks that do not affect objects. The animated skin's bite only carries poison for its first successful attack. A successful detect secret doors check reveals that the naga has left and that only the skin is fighting on. After shedding its skin, the molt

naga's AC is reduced to 7, as its skin is no longer as thick. The naga can regenerate its flesh and hair back to full thickness in 2-5 turns and cannot use its shed skin ability again until it is fully restored.

Languages: Molt nagas speak their own language, as well as common and the language of spirit nagas.

Physical description: Boldly patterned and banded, molt nagas are heavily scaled, and their yellow eyes display a cunning malevolence. Molt nagas average 15 feet in length and weigh anywhere between 350 and 500 pounds.

NEVERLASTING

SIZE: Medium (5 ft. tall)
MOVE: 120 ft., flying 60 ft. (AA: level III)
ARMOR CLASS: 2
HIT DICE: 8+1
ATTACKS: 3 (see below)
DAMAGE: 3-8, 3-8, 1-2 or 2-5, 2-5, 1-2 (see below)
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1 or 2-4
LAIR PROBABILITY: 90%
TREASURE: In Lair: 1-8k cp (50%), 1-6k sp (25%), 1-4k ep (25%), 1-3k gp (25%), 1-8 gems (30%), 1-4 jewelry (20%), sword, armor, or misc. weapon (10%) + 1 **lesser sword of sharpness**
INTELLIGENCE: Genius
ALIGNMENT: Neutral evil
LEVEL/X.P.: 7 / 1,700 + 12/hp



General information: The great elves of old were longer-lived, but even they were still mortal. A proud few could not bear the end and chose the path of unlife, never truly living, yet never dying - these are the neverlasting. Through an evil ritual, the flesh is flayed from their heads, their clan banners animate and turn to shadow, their swords gain a powerful enchantment, and their skin becomes as tough as the strongest iron.

All neverlasting wield powerful short swords called **lesser swords of sharpness** (see *new magic items*) that have a 50% chance of severing a limb on a natural 20. They can attack twice per round with this weapon, as well as attack with their shadowstuff banner. If the banner hits, it deals 1-2 hit points of constriction damage per round, and the creature is held fast, wrapped within shadow and unable to perform any actions. If the strength of the victim is 17 or greater, he may attempt to bend bars once per round to escape the hold, but those of lesser strength will never break free from the shadowy hold, which is insubstantial to all but the victim. Only one creature may be wrapped in the neverlasting's banner at one time, and such prevents the neverlasting from flying during that period. Instead of using a weapon, everlasting may also attack with their claws, doing 2-5 hit points of damage.

Neverlasting often bear their burial staves in one hand, using them as shields. They are so adept in their use that neverlasting possess a 50% chance of

knocking away any missile weapon targeting them. However, only one claw attack may be made by a neverlasting using a staff if it chooses to not wield its sword. These long-dead elves were not only warriors, they were wizards as well. They can cast spells as if they were 10th level magic users and possess the following spells: 1st - 3, 2nd - 3, 3rd - 3, 4th - 3, 5th - 2. They favor damaging spells over the more subtle.

Neverlasting are usually found alone or in small groups serving a most puissant lich. They are turned as vampires, but such attempts are made at a +1 and are of half normal duration. A turned neverlasting releases any creature captured in its shadow banner.

Neverlasting can only be hit by magical weapons and are completely immune to damage from any creature of less than 3 HD. The following spells and attack types have no effect upon a neverlasting: *charm, sleep, enfeeblement, polymorph, cold, insanity, death.*

Languages: Neverlasting speak an ancient form of elven.

Physical description: Neverlasting are all very old undead, having only skulls for heads, yet fleshy bodies not unlike that which they had in life, albeit even leaner and gray-skinned. Their hands and feet are clawed, and all bear their clan's ancient banner upon the banner-poles strapped to their backs. The banners were once colorful and proud, but are now only composed of almost-living shadowstuff. These banners spread like bat wings when the neverlasting are in flight.

NOCTUAR

SIZE: Medium (7 ft. long)
 MOVE: 150 ft.
 ARMOR CLASS: 4
 HIT DICE: 8+2
 ATTACKS: 3
 DAMAGE: 1-6, 1-6, 2-12
 SPECIAL ATTACKS: Rear claws for 4-10, 4-10
 SPECIAL DEFENSES: Surprised only on a 1
 MAGIC RESISTANCE: 10%
 RARITY: Very rare
 NO. ENCOUNTERED: 1
 LAIR PROBABILITY: 5%
 TREASURE: In Lair: 3-24 cp, 3-18 sp, 2-12 ep, 2-8 gp, 1-6 pp, 1-4 gems (50%)
 INTELLIGENCE: High
 ALIGNMENT: Neutral evil
 LEVEL/X.P.: 7 / 1,600 + 12/hp

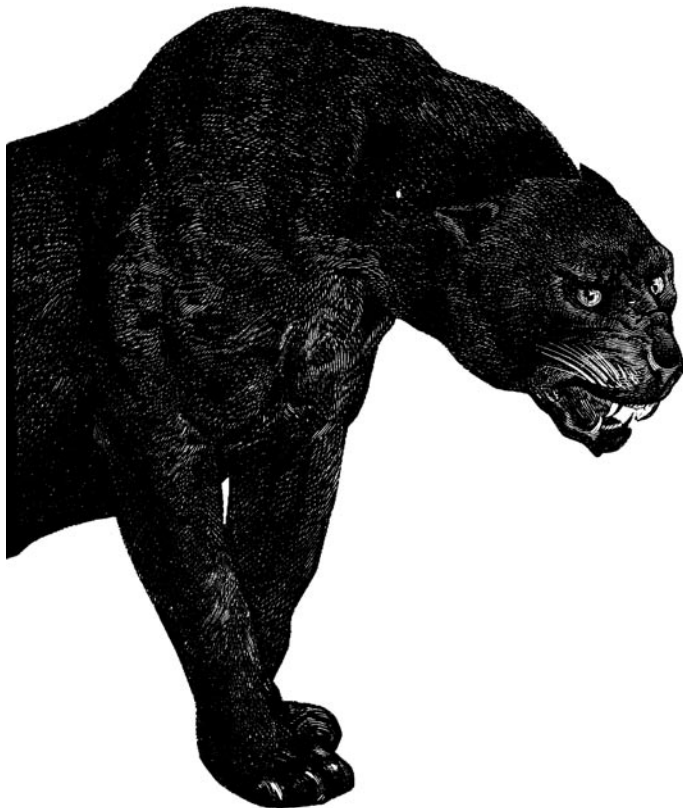
General information: Noctuars are vicious predators that stalk humans and other intelligent creatures in the jungle realms they inhabit. Dangerous not

only for their ability in battle but for their ability to appear as mundane animals, noctuars are voracious hunters who delight in spreading terror and pain. The noctuar's terrible majesty draws mundane jaguars to its side, turning them into fanatic servants. A noctuar is accompanied by 2-5 normal jaguars that obey its mental commands without hesitation. These jaguars willingly give their lives in service to their master.

Keenly intelligent, noctuars are clever enough to spread their activities over as wide an area as possible. Normally, these beasts claim a few victims in an area before moving on to a different region, relying on stealth and continual movement to stymie any efforts to uncover their actions and track them down. Noctuars seek out areas gripped by war, as they can stalk and kill isolated patrols and soldiers without drawing undue attention to themselves.

Noctuars can use the following spell-like powers twice per day: *invisibility*, *obscurement*, and *spider climb*. At night, when the shadows play around the creature, it can use them as *mirror images* twice per day. All powers function at the 8th level of ability.

In battle, noctuars make extensive use of their magical abilities. Normally, they send their jaguar followers ahead to attack in order to probe their prey's defenses and to reveal their magical and combat abilities. After a round or two of combat, the noctuar bounds into the fray. By day, it relies on its mundane appearance to surprise its victims and tip the odds in its favor.



If a noctuar has time to stalk an opponent, it uses *spider climb* and *invisibility* to move into position to attack from above, preferably dropping down on an unarmored victim from a tree. A noctuar fights as a jaguar, but with more lethality. As it attacks, it bids its jaguar followers to leap into the fray to confuse and surprise its opponents. If pressed by superior foes, it uses *obscurement* to cover its retreat.

Languages: Noctuars cannot speak, but can communicate telepathically with any creature within 100 feet that has a language.

Physical description: By day, noctuars appear as ordinary jaguars, usually accompanied by several normal jaguars. By night, a noctuar's appearance radically changes. Its skin turns pitch black while its eyes turn red and glow with a malevolent radiance. Inky black shadows flow around it like liquid; hindering its foes by helping it avoid attacks. These sinister cats are about 7 feet long and weigh about 160 pounds.

NOJA

SIZE: Small (3-4 ft. tall)

MOVE: 90 ft.

ARMOR CLASS: 8

HIT DICE: 3+4

ATTACKS: 1

DAMAGE: By weapon

SPECIAL ATTACKS: Spells

SPECIAL DEFENSES: None

MAGIC RESISTANCE: 50%

RARITY: Very rare

NO. ENCOUNTERED: 2 or 4-12

LAIR PROBABILITY: 100%

TREASURE: In Lair: 1-6k cp (25%), 1-6k sp (40%), 1-6k ep (40%), 1-10k gp (55%), 100-400 pp (25%), 4-40 gems (60%), 3-30 jewelry (50%), any 3 magic items (30%)

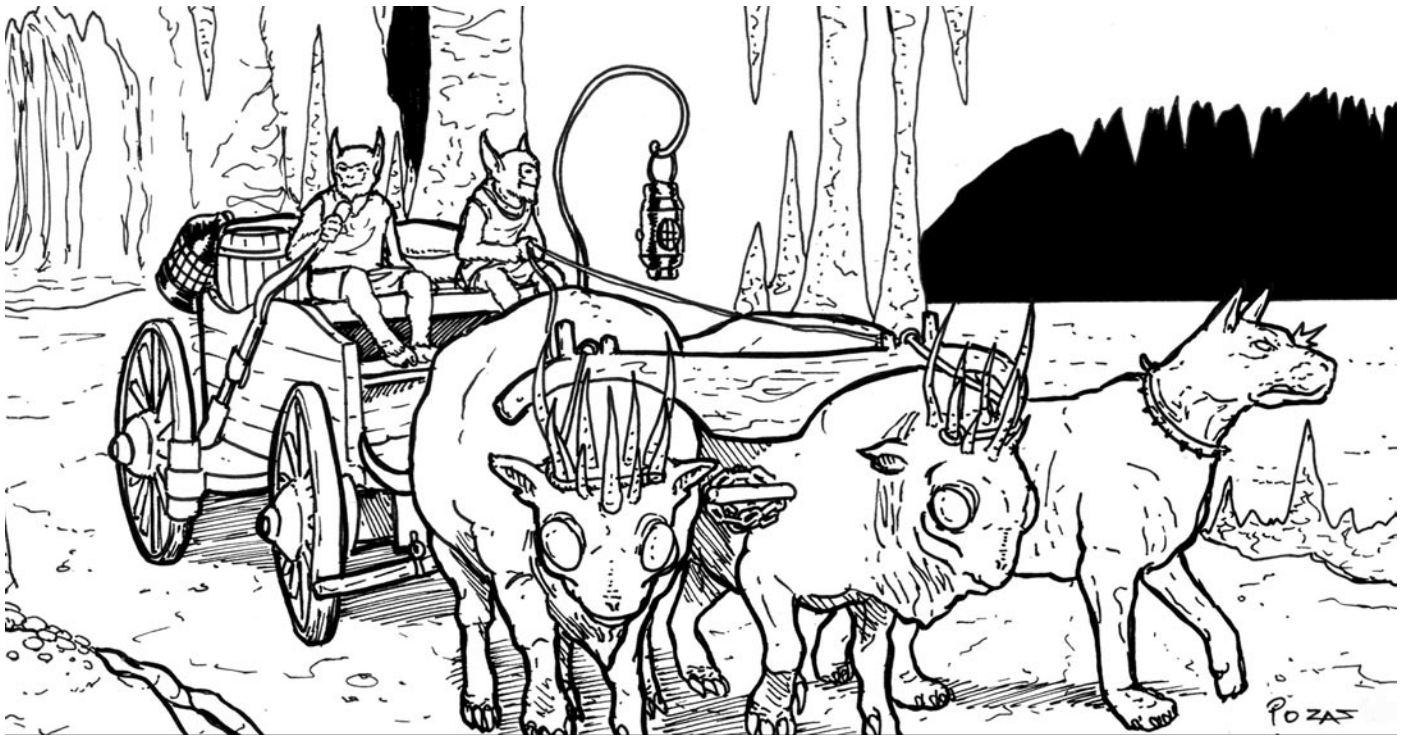
INTELLIGENCE: Very

ALIGNMENT: Chaotic neutral

LEVEL/X.P.: 4 / 175 + 3/hp

General information: Renowned as traders in the subterranean realm, noja are a welcome sight in underground cities, carrying fungi, lichens, and other exotic wares. Their carts are pulled by a pair of undals, and they often keep 1-4 wyrdwolves to help guard their trade goods. Noja females are known for their shrewd intellect, and noja males for their penchant for mischief. They have darkvision to 240 ft., although they prefer to use lights.

Noja shun combat, preferring trickery and magic to actual confrontation, but they can be quite adept at fighting if pressed and have a remarkable hardiness. They typically use daggers (1-4) and small bows (1-3) in physical combat.



Female noja can use the following spells: at will - *augury, cure serious wounds, detect magic, feather fall, grease, haste, silence 15 ft. radius*; 3 times per day - *message, sleep, tongues*; once per day - *confusion*. Male noja can use the following spells: at will - *audible glamour, detect magic, light*; 3 times per day - *cure light wounds, phantasmal force*; once per day - *improved phantasmal force, phantasmal killer*. All noja spells are considered equivalent to those cast by a 10th level caster.

Languages: Noja speak their own tongue, as well as common and undercommon.

Physical description: Noja are hairy little humanoids standing 3-4 feet tall with dark brown skin covered in thick black hair. In many ways they resemble diminutive bugbears, but they favor wearing homespun clothing in outrageous colors.

NOKKER

SIZE: Small (3 ft. tall)

MOVE: 60 ft.

ARMOR CLASS: 7

HIT DICE: 2+2

ATTACKS: 1

DAMAGE: 3-18

SPECIAL ATTACKS: See below

SPECIAL DEFENSES: None

MAGIC RESISTANCE: 25%

RARITY: Very rare

NO. ENCOUNTERED: 5-20

LAIR PROBABILITY: 90%

TREASURE: In Lair: 1-8k cp (50%), 1-6k sp (25%), 1-4k ep (25%), 1-3k gp (25%), 1-8 gems (30%), 1-4 jewelry (20%), sword, armor, or misc. weapon (10%)

INTELLIGENCE: Very

ALIGNMENT: Chaotic neutral

LEVEL/X.P.: 4 / 185 + 2/hp

General information: Experienced miners delving deep into the heart of the earth always leave small ornamental stones and food along their journey, as an appeasement to the nokkers that they commonly refer to as the "spirits of the mine." Whenever miners break into their cavernous lair, the nokkers usually remain hidden for several days, carefully observing the miners' actions while gauging their strength. If they deem the miners as friendly and respectful, the nokkers make their presence known by stealing the miners' mundane items and playing whimsical tricks on them. The nokkers and their humanoid guests usually negotiate a mutually beneficial settlement, as they allow the miners to continue working while the miners provide them with minor ornamental stones and food. Unfortunately, the nokkers are fond of fresh food from the surface, and any interruptions in their supply provoke an angry response from the hungry fey. On the other hand, nokkers loathe cruel or avaricious miners. If the nokkers verify that the miners have hostile intentions, they prepare a surprise attack to rid their lair of the unwanted interlopers.

Bereft of any tremendous physical strength and formidable natural defenses, nokkers attack in guerilla fashion, launching brief, preferably unexpected assaults against intruders before retreating into the surrounding passageways and caverns. When faced

with an obviously superior foe, they usually opt for discretion in lieu of valor.

Nokkers can become *invisible* at will up to three times per day, and once per day can use *improved invisibility*. During the course of the day, nokkers imbue volatile qualities into a number of ordinary rocks. This explosive charge lasts for only a short time before harmlessly dissipating. At any given time, a nokker possesses only 1-4 such stones. During a planned assault, nokkers usually carry 2-8 explosive rocks rather than 1-4. Explosive rocks function as grenade-like weapons, exploding on contact and inflicting 3-18 hit points of damage to all creatures within 5 feet of the rock. There is a 5% chance that any hit scored against a nokker accidentally detonates an explosive rock. Imbuing a rock takes 1 round, and the effect lasts for one hour.

More deadly than their explosive rocks, however, is the nokkers' ability to cause collapses. Once per day, a nokker can point at any unstable ceiling within 30 feet and cause it to collapse. They can exercise

tremendous control over the planned cave-in if they wish, only causing a 5-foot square of roof to come crashing to the ground, but they will typically attempt to seal off passages. Any creature underneath the cave-in takes 4-24 points of damage, but a save against paralysis reduces the damage in half.

Languages: Nokkers speak common, dwarven, and undercommon.

Physical description: Nokkers appear as small, wiry humanoids with elongated fingers and grossly protruding gray eyes. Nokkers are generally bald, but a few tufts of fine black hair tenaciously cling to their smooth scalps. Although their actual skin color is a dull ivory, the thick layers of black soot and gray dust covering their gaunt bodies make them appear dark gray. Unlike typical fey, nokkers prefer sturdy, faded shirts and pants, and they wear heavy shoes tipped with wee metallic spikes. Nokkers stand a mere 3 feet tall and weigh only 50 pounds.



OAKMAN - OATHBROKEN - OTYUGH, CORRUPTED

OAKMAN

SIZE: Small (4 ft. tall)

MOVE: 90 ft.

ARMOR CLASS: 7

HIT DICE: 3

ATTACKS: 1

DAMAGE: 2-8

SPECIAL ATTACKS: None

SPECIAL DEFENSES: None

MAGIC RESISTANCE: 50%

RARITY: Very rare

NO. ENCOUNTERED: 1-6

LAIR PROBABILITY: 30%

TREASURE: Individual: 200-800 gp, 1-4 gems (x2) (50%)

INTELLIGENCE: High

ALIGNMENT: Neutral

LEVEL/X.P.: 3 / 95 + 2/hp



General information: Oakmen are small fey that are said to be the spirits of oak trees. Foul-tempered curmudgeons, gruff and cantankerous, an oakman is usually seen sitting up on a thick branch in an oak tree, calling down insults or crude comments to those who pass by. Some say that the grumpy old oakmen are male versions of the beautiful dryads, which would certainly explain why dryads would rather find other mates.

Oakmen are generally content to sit in their trees and watch the world go by, venturing out only if their forest is threatened. They also enjoy creeping out of the forest to trick some fool human into eating magical cakes made from moss and mushrooms, just to enjoy the reaction at what happens.

Oakmen spend much time gathering moss and mushrooms for their magical cakes. Regardless the effect (and there are many), the cakes are always tasty and fill the belly as well as a full day's worth of food. Oakmen can choose what effect to place into their cakes, or they can let chance decide what a cake shall do. However, even when randomly baking, oakmen can choose to avoid detrimental effects if they so choose. A typical oakman has 1-6 different cakes upon his person at any one time in his bag. They are small, can be eaten in one round, and possess one of the below 15 abilities. (Randomly determine by rolling 2d8-1.)

1-**Attribute drain:** The imbiber loses 1 point from a random ability. A save against poison resists.

2-**Coloration:** The imbiber's skin becomes multi-colored and spotted. This lasts for one hour.

3-**Delusion:** The imbiber believes he's ingested a randomly determined potion, as **delusion potion**.

4-**Happy:** The imbiber is in a great mood. Nothing gets him down for 1 hour and 21 minutes.

- 5-Healing:** The imbiber is healed 2-16 hit points of damage and cured of any disease or poison.
- 6-Hunger:** The imbiber becomes ravenously hungry, eating as much as possible for 10 rounds.
- 7-Lethargy:** The imbiber becomes very sleepy and only able to move at half speed. He suffers a -2 on to hit rolls for 1 hour and 43 minutes.
- 8-Pain:** The imbiber is wracked with pain for 1-4 hours, suffering a -2 on all rolls.
- 9-Poison:** The imbiber must save or die. A save still results in 2-12 hit points of damage.
- 10-Rhino:** The imbiber believes a rhino is charging him. After one missed pass, it disappears.
- 11-Shrink:** The imbiber shrinks to 6 inches in height for 1 hour and 11 minutes.
- 12-Sleep:** The imbiber falls asleep for 1 hour and 2 minutes. Nothing will wake him during this period.
- 13-Stone:** The imbiber turns to stone for 1 hour and 6 minutes. Nothing can damage him during this period but rain, which causes 1 hit point of damage per minute.
- 14-Thirsty:** The imbiber becomes unquenchably thirsty, drinking as much as possible for 10 rounds.
- 15-Wings:** The imbiber sprouts wings and is able to fly at 240 ft. for 1 hour and 17 minutes.

Oakmen are scrappy and prone to combat despite their small size. Any oaken club or staff wielded by an oakman automatically is treated as if *shillelagh* was upon it, providing a +1 to hit. They rarely fight to the death, preferring to knock foes unconscious. Oakmen can use the *pass plant* spell at will and can carry with them one other creature. Many a traveller has woken up on the edge of the forest with a moss cake beside him after a drubbing by an oakman.

Each oakman is bound to a single oak tree and must never stray more than 1 mile from it. Those who do so become ill and die within 4-14 hours. Oakmen have precise knowledge of the wood in which they dwell.

Oakmen carry with them leathery bags at all times. Within each bag is the oakman's magical cakes, along with a rather large acorn that can instantaneously turn into a stout staff at the will of the oakman. Also within the bag are the treasures of the oakman. The bags appear magical, able to hold much more than should be possible, but it is only the magic of the oakman himself, not the bag.

Languages: Oakmen speak common, elven, and dryad.

Physical description: Oakmen are roughly the build of small gnomes with brownish-green skin. Their hair and eyes are green, their noses are slightly bulbous, and they weigh around 50 pounds. They believe they grow long, flowing, and majestic beards, but they are often just scraggly and somewhat foolish-looking.

OATHBROKEN

SIZE: Medium (6 ft. wide)

MOVE: 240 ft.

ARMOR CLASS: 9

HIT DICE: 10

ATTACKS: 3

DAMAGE: 1-4, 1-6, 1-10

SPECIAL ATTACKS: See below

SPECIAL DEFENSES: See below

MAGIC RESISTANCE: None

RARITY: Very rare

NO. ENCOUNTERED: 1

LAIR PROBABILITY: 100%

TREASURE: In Lair: 1-12k cp (20%), 1-6k sp (30%), 1-4k ep (10%), 1-6 gems (25%), 1-3 jewelry (20%), any 2 magic items (10%)

INTELLIGENCE: Average

ALIGNMENT: Chaotic evil

LEVEL/X.P.: 7 / 1,500 + 13/hp

General information: Breaking an oath can have terrible consequences. When a group of like-minded men turn treacherous and subsequently fall in battle, sometimes they come back, fused into the horrible and shifting oathbroken.

Every round an oathbroken can attack three times with a combination of fists, kicks, claws, pseudopodia, or tentacle mouths dealing the damage above. The last attack (causing 1-10 hit points of damage) can be made at a range of 10 feet. Surrounding an oathbroken is a 10 foot radius of *confusion*. Those entering it must save against spells or suffer the effects. Any intelligent creature that turns and attacks a fellow comrade due to this ability become the focus of the oathbroken's attacks, for that person can now be absorbed by the oathbroken if successfully slain, adding to the HD of the monster. Every absorbed creature adds 1 HD to the oathbroken, to a maximum of 20 HD. At such time, the oathbroken splits into two equal 10-HD oathbroken, one of which travels away to find a new lair.

Creatures absorbed by an oathbroken are forever dead. Although not undead, oathbroken flee before the strong oath of a cleric to his god and can thusly be turned as vampires. They are immune to any mind-affecting spells and only suffer half damage from blunt weapons.

Languages: An oathbroken cannot speak, but it understands common and any of the other languages possessed by the creatures composing it.



Physical description: A mass of clotted and joined flesh, oathbroken resemble gibbering mouters, but they sprout arms and legs from their shifting bodies.

OTYUGH, CORRUPTED

SIZE: Large (20 ft. long)
MOVE: 60 ft., swimming 90 ft.
ARMOR CLASS: 2
HIT DICE: 10+2
ATTACKS: 3
DAMAGE: 2-12, 2-12, 4-24
SPECIAL ATTACKS: Disease, belch
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 90%
TREASURE: In Lair: 1-12k cp (20%), 1-6k sp (30%), 1-4k ep (10%), 1-6 gems (25%), 1-3 jewelry (20%), any 2 magic items (10%)
INTELLIGENCE: Low
ALIGNMENT: Neutral evil
LEVEL/X.P.: 7 / 2,500 + 14/hp

General information: Given the habitat of common otyugh, it is not surprising that, upon occasion, the consumption of magically imbued offal, dung, and carrion perverts even their impressive immune system. These unfortunate otyugh seem to undergo the same universal evolution, regardless of the trigger source. Corrupted otyugh constantly ache and suffer, and eventually their limited minds twist into evil remnants of what they once were, eventually becoming avaricious and cruel creatures.

Corrupted otyugh begin combat with a belch of filth. This roiling cloud of nauseating gas boils forth, filling a 20-foot diameter area to the height of 10 feet. Those within the cloud are nauseated for 2-5 rounds, incapable of casting spells and suffering a -2 on all to hit rolls. They must also save against poison or have their lungs succumb to a host of virulent pathogens. Those failing contract a serious respiratory disease. A corrupted otyugh may belch three times per day.

Any creatures hit by both tentacle arms are pulled into the gaping maw of the corrupted otyugh and swallowed whole, unless they roll under their dexterity on a d20 with a -4 penalty. If a swallowed creature has a sharp weapon at hand, it has up to 3 tries to cut its way out of the inside of the corrupted otyugh. An 18 or better on any attack indicates a successful escape and deals triple normal damage.

Corrupted otyugh are immune to polymorph magics and possess darkvision to 60 ft.

Languages: Corrupted otyugh lose the ability to speak, but retain their semi-telepathy.

Physical description: The foreparts of a corrupted otyugh are fairly similar to a very large otyugh. A corrupted otyugh has almost a head-like structure with a truly terrifying mouth, well defined with stronger muscles and harder teeth than those of a normal otyugh. The hindparts of a corrupted otyugh resemble a fleshy, mottled, mucus-coated worm. A corrupted otyugh has but one yellow eye with two pupils fringed with a beautiful sky-blue iris.





PALLEMON

SIZE: Medium (7 ft. tall)
MOVE: 120 ft.
ARMOR CLASS: 7
HIT DICE: 4+1
ATTACKS: 2
DAMAGE: Varies (see below)
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: 50%
RARITY: Very rare (at best)
NO. ENCOUNTERED: 5-50
LAIR PROBABILITY: 5%
TREASURE: Individual: 3-18 sp, 2-12 ep, 2-8gp, 1-4 gems (50%); In Lair: 3-24 cp, 3-18 sp, 2-12 ep, 2-8gp, 1-6pp, 1-4 gems (50%)
INTELLIGENCE: Exceptional
ALIGNMENT: Neutral evil
LEVEL/X.P.: 5 / 450 + 4/hp

General information: Long before kings and empires waged epic battles for world supremacy, humanity itself engaged in a titanic struggle against its close relatives, a race of humanoids originally known as "pale men." Although the two races shared the same ancestry and basic physiology, noticeable anatomical differences distinguished the two species of humankind. "Pale men" were taller, leaner, more intelligent, fair-skinned people lacking the physical strength and aggressiveness of their human cousins. When the two divergent branches of human evolution encountered each other, a deadly competition for resources quickly ensued. Unable to contend with humanity's proclivity for violence and superior numbers, the "pale men" eventually retreated to the only place that man dared not follow them: the dark, subterranean passageways and galleries that became their permanent home. As time passed, the prehistoric rivalry eventually passed from humanity's collective knowledge, making the "pale men" nothing more than a distant memory.

Life beneath the surface proved exceptionally difficult for the fledgling race of humanoids. Bereft of the abundant natural resources found on the surface, many succumbed to starvation or fell easy prey to a host of virulent diseases and natural predators stalking the pitch black, mysterious caverns. Nevertheless, the hardiest members of the race managed to survive, finding strength in evil, and over countless generations, they adapted to permanent exile underground. Eventually, they no longer bore even a passing resemblance to humanity, metamorphosing



into a strange and powerful new race of humanoids referred to as the pallemmon, an alternate form of their original name "pale men."

Hardly renowned for their physical prowess, pallemmons rely upon their mental attacks to debilitate opponents from a distance without fighting in close quarters. If forced to melee their adversaries, they need only touch opponents to deal damage. Because of this they ignore all AC but for that created by their target's dexterity when attacking. Whenever the pallemmon's melee attack hits its opponent, the pallemmon bombards the creature with a massive infusion of useless knowledge and trivial information. The enormous, sudden influx overloads the foe's mind. The attack deals damage equal to the difference between the pallemmon's intelligence (16) and its victim's intelligence. For instance, a pallemmon attacks a human fighter with an intelligence score of 12. If the pallemmon hits, it deals 4 hit points of damage. Creatures of intelligence equal to or greater than the pallemmon suffer no ill effects from this attack.

Three times per day, a pallemmon may point towards a single, sentient living creature within 30 feet and telepathically infiltrate its mind, belittling and disparaging the target's ethos and frailties. Employing this ability causes the pallemmon's skull to pulsate with a dull yellow glow. The target must save against spells or be stunned for 1-4 rounds and suffer damage

based upon the target's alignment. When stunned, the victim receives no shield or dexterity bonus and may be attacked at +4. A neutral evil target takes no damage, while all other evil creatures (LE, CE) suffer 1-6 hit points of damage. Neutral creatures (LN, N, CN) suffer 2-12 points of damage, while creatures that are good (LG, NG, CG) suffer 3-18 points. This attack only works against creatures less intelligent than the pallemmon. If the target is of equal or greater intelligence than the pallemmon, the pallemmon is stunned for one round and cannot use this ability for 1-4 hours.

Three times per day, a pallemmon can open its telepathic channels and literally suck the intelligence from its foes. All living creatures within 20 feet of the pallemmon must save versus death or lose 1-4 points of intelligence. The pallemmon absorbs any intelligence points lost in this manner and uses them to heal itself. For every 1 point of intelligence drained, the pallemmon heals 2 hit points. For instance, a pallemmon uses this ability in the midst of four foes. Two of the enemies successfully save whereas the other two fail sustaining 2 and 3 points of intelligence drain respectively. The pallemmon heals 10 hit points of damage. Intelligence lost in this manner returns at the rate of 1 point per day of complete rest.

Pallemmons are immune to mind-influencing effects such as *charm* and *suggestion* as well as *sleep*, *paralysis*, and *stun*.

Pallemmons focus their attacks against non-spellcasters, considering them intellectually inferior opponents, while depending upon their magic resistance to protect them against magical attacks. After disposing of these foes, pallemmons turn their attention to the spellcasters, subverting them to their will through the usage of their spell-like abilities. All pallemmon can use *charm person* three times per day and the following spells once per day: *charm monster*, *dominate person*, and *suggestion*.

Languages: Pallemmons rely on telepathy to communicate at a range of 100 ft.

Physical description: Pallemmons are tall, gaunt, albino humanoids with bloated craniums and long, spindly arms and legs. Thin flaps of white skin cover their vestigial eye sockets, while their noses are nothing more than tiny indentions with two nostrils. Their small, rounded mouths contain long, prehensile ivory tongues and no teeth.

Pallemmons gather sensory information through their relatively large horn-shaped ears and thousands of tiny cilia that cover their hands, feet, and face. The pallemmon's sexual organs are completely internalized; therefore, it is practically impossible to distinguish gender without a probative examination. In their

native environment, pallemmons wear a uniformly colored elegant spin. When venturing toward the surface, they usually equip themselves with additional fabrics depending upon environment. Pallemmons stand 7 feet tall and weigh 150 pounds.

PHASE STALLION

SIZE: Large (5 ft. at shoulder)
MOVE: 180 ft.
ARMOR CLASS: 7
HIT DICE: 2+2
ATTACKS: 3
DAMAGE: 1-6, 1-6, 1-3
SPECIAL ATTACKS: None
SPECIAL DEFENSES: Phasing
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 5-30
LAIR PROBABILITY: 35%
TREASURE: None
INTELLIGENCE: Semi
ALIGNMENT: Neutral
LEVEL/X.P.: 3 / 65 + 2/hp

General information: Phase stallions can become ethereal at will. This ability alone is typically sufficient to escape most predators. If it is not, they run to a cliff and then become ethereal to cross the chasm or make it safely to the bottom; they use a similar tactic if someone manages to get astride them, leaping out over a cliff and then turning ethereal, causing the undesired rider to most likely plummet to its death. While the phase stallion does not carry treasure, it is not unheard of to find a few skeletons and their equipment at the bottom of a cliff near areas where they roam - remnants of the few over-confident fools that have tried to capture a member of the herd.

If somehow cornered or if protecting another member of the herd, phase stallions will attack from multiple directions, turning material for their attack and then returning back to the ethereal after their attack. A *phase door* spell will cause one to remain in phase for 7 rounds.

Phase stallions are prized as mounts because they can travel to the ethereal plane with anything they carry, although they are difficult to train unless it is done at a young age. Phase spiders are often found nearby herds of phase stallions, drawn to them in some unknown manner.

Physical description: Phase stallions resemble normal horses from afar, but their shimmering hides glow with a silvery light, and their eyes reveal an intelligence beyond that of a mere animal. They are typically light in coloring.

PRISM WARD

SIZE: Small (varies)
MOVE: 0 ft.
ARMOR CLASS: 2
HIT DICE: 50 hit points
ATTACKS: 0
DAMAGE: 0
SPECIAL ATTACKS: Reflection
SPECIAL DEFENSES: +2 or better weapon to hit;
magical dampening
MAGIC RESISTANCE: 75%
RARITY: Very Rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 100%
TREASURE: None
INTELLIGENCE: None
ALIGNMENT: Neutral
LEVEL/X.P.: 7 / 1,850

General information: The prism ward grows under unique circumstances involving a gating attempt gone awry. It normally resides in total darkness. If any light source is shown within the same room, the prism will reflect the light back at the source in a 1:1,000 ratio, possibly blinding the wielder of the light and those around him unless a save vs. wands is made. If a strong enough light source is used, the wielder may very well find himself incinerated.

Spells cast against the prism may reflect back to the caster if the magic resistance of the stone is made. However, spells affecting stone do not affect the prism ward and will simply dissipate. The prism may be shattered through brute non-magical force. Note that PCs attacking the prism ward without light do so with a penalty of -2; those with the ability to see in the dark due to darkvision or other means will not see the target due to its enchantments.

Physical description: A prism ward is a small shiny crystal that typically floats in the air, unmovable.



PUDDLE STALKER

SIZE: Large (9 ft. tall)
MOVE: 150 ft., swimming 60 ft.
ARMOR CLASS: 7
HIT DICE: 3+2
ATTACKS: 1
DAMAGE: 1-8
SPECIAL ATTACKS: Eroca
SPECIAL DEFENSES: Immune to cold
MAGIC RESISTANCE: None
RARITY: Uncommon
NO. ENCOUNTERED: 1-8
LAIR PROBABILITY: 10%
TREASURE: None
INTELLIGENCE: Animal
ALIGNMENT: Neutral
LEVEL/X.P.: 3 / 105 + 3/hp

General information: Puddle stalkers are 9-foot-tall flightless birds of prey that primarily hunt with their sharp, snapping beaks, through which they spray a fluid that freezes water instantaneously. They are commonly found near water, enjoying a fish-cicle of their own devising. Natives call this freezing fluid *eroca* and claim it has a plethora of medicinal benefits. These natives also occasionally train puddle stalkers to serve as mounts or pack animals. A mounted puddle stalker appears ungainly, but they are quite capable of carrying a rider.

Puddle stalkers squirt a stream of *eroca* from their beak up to 5 times a day, with a maximum range 30 feet. A single application of this substance instantly freezes a roughly 6-foot-diameter circle of water one foot deep. Anyone in the area can attempt a save versus breath weapon to avoid being stuck. Those that fail their saves are trapped in the ice and can

free themselves by dealing 20 points of damage to it. A creature directly hit by the erocha stream takes 1-12 hit points of damage.

If encountered in their lair, there is a 10% chance for a nest containing 2-8 eggs or young birds of 25% to 50% maturity. The eggs are worth 50 gp each, and young birds can be sold on the market for 200 gp each. An adult trained for riding typically sells for 400 gp, while

one trained for war sells at 800 gp. Domesticated puddle stalkers can provide up to half a gallon of erocha per day, valued at 2 gp in areas that trade the unusual substance.

Physical description: Puddle stalkers are 9-foot-tall birds of prey, with a sharp beaks and long legs. Sand colored feathers, streaked with blues and greens, cover their bodies and vestigial wings.



QUICKENER - QUICKGRASS - QUISLOI

QUICKENER

SIZE: Small (3 ft. wide)
MOVE: Flying 120 ft. (AA: level VI)
ARMOR CLASS: 5
HIT DICE: 10
ATTACKS: 1
DAMAGE: See below
SPECIAL ATTACKS: Absorption, spells
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: See below
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 5%
TREASURE: See below
INTELLIGENCE: Semi
ALIGNMENT: Chaotic neutral
LEVEL/X.P.: 8 / 4,900 + 13/hp

General information: The much feared quickener is the magic equivalent of a black hole. While intense amounts of matter can compress into a single point, too much magic in a single area can collapse and compress as well. The result of such an occurrence is the quickener, a being of pure magic, with a small and chaotic mind of its own. The quickener senses and seeks out magic, absorbing it and adding its power to itself. Being entirely made of magical energies, the quickener is immune to magic. In addition, the quickener can absorb and learn spells directed at it, and it can cast them at will from that point onward. It can also absorb any magical energies that come in contact with its body, dispelling them and taking their powers for its own use.

Quickeners can *detect magic* at will in all directions at a range of 100 feet and have darkvision to 60 ft. As beings made of pure magic, quickeners are immune to disease, poison, paralysis, and any other effects dependent upon having a physical form.

Each quickener has a group of spell-like powers it can use that relates to the arcane and divine

divide in magic. A creature that strikes or is touched by a quickener in melee has all spells affecting it absorbed. Any spell a quickener absorbs becomes a spell-like ability the quickener can thenceforth use at will if the absorbed spell is of the proper type, or the quickener gains access to a random new spell-like power appropriate to its orientation. For instance, a divine quickener touches an *enlarged* PC. Since *enlarge* is arcane magic, the divine quickener gains a randomly-determined 1st level, divine spell-like ability. A quickener can use a spell-like power once per round, in addition to making a melee attack.

Any spell that would affect a quickener is automatically dispelled and absorbed by the creature. Spells need not be targeted at the quickener; an area effect spell (such as *fireball*) is absorbed if the quickener is within its area, and a lasting spell (such as *wall of force*) is absorbed and disappears as soon as the quickener touches its effect. Quickeners heal one hit point per spell level absorbed. The only exception is the spell *dispel magic*. A *dispel magic* causes 2-12 hit points of damage to a quickener.

Magic items that come into contact with a quickener (including weapons striking the creature) must save against disintegration or be turned into normal items. Determine at random which single item risks absorption when a quickener makes an attack against an opponent. Even artifacts have a chance of being absorbed by the voracious quickener, although both artifact and quickener are destroyed if successful.

What spell-like powers a particular quickener possesses is left up to the GM, but all abilities function at the 18th level. The experience given for the quickener is based upon an arcane quickener possessing as many spell-like abilities as an 18th level magic user. GMs should adjust the experience as necessary if such is not the case.

The quickener is unpredictable and deadly in a fight. It attacks any group of individuals that it can sense carrying large amounts of magic. It attacks warriors first, saving spellcasters so they fill it with their spells. It uses its spells to kill and devours any magic left over (such as magic items) when the battle ends. Once the area is depleted of magic, the quickener flits away, leaving the hapless spellcasters to deal with the aftermath of the battle.

The death of a quickener is a dramatic affair. It bursts in a bright flash of prismatic light, blinding onlookers for 1 round. Any items drained by the quickener within the past day have their powers returned as they have not yet been consumed for sustenance, and 2-5 randomly determined items are enchanted with magical power. What items and what abilities are affected should be randomly determined, but all will be at full power and charges. If the death of a quickener occurs due to absorbing an artifact, all within 100 feet suffer 4-24 hit points of damage in the burst of light. The artifact is permanently destroyed.

Physical description: The quickener appears as a small floating orb, rippling with colors and energy. Quickeners are totally silent, making no sound when moving or casting their spells.

QUICKGRASS

SIZE: Large (varies)
MOVE: 0 ft.
ARMOR CLASS: 1
HIT DICE: 10
ATTACKS: 1
DAMAGE: 2-8
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: None
MAGIC RESISTANCE: Standard
RARITY: Rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 100%
TREASURE: In Lair: 2-8 gems (80%), 1 magic item (15%)
INTELLIGENCE: Animal
ALIGNMENT: Neutral
LEVEL/X.P.: 7 / 1,500 + 13/hp

General information: Quickgrass grows in fields of ordinary grass, making detection difficult. The only way to distinguish quickgrass is by the slightly slimy quality to its blades or by walking upon it. When quickgrass is trod upon, its blades all flatten into a slick surface, and its shrubbery retracts, revealing a large and hungry mouth. Those upon it have a 50% chance of sliding into the creature's maw and a 10% chance of being swallowed whole. Then, as quickly as it attacked, the grass springs back up and the shrubbery returns, revealing nothing of what took

place. If successfully hit, a creature in the quickgrass's maw suffers 2-8 points of damage per round until the quickgrass is dead or until it manages to swallow its prey (a 10% cumulative chance per round in the maw). Once swallowed, a creature suffers 2-8 points of crushing damage from the very physical digestive system of the quickgrass and an additional 1-4 hit points of acid damage from its digestive juices. As the quickgrass's body is buried underground, a victim cannot cut his way out, but can still attack with a dagger if one is readily available. Quickgrass can hold up to 8 medium-sized creatures in its extensive gullet at any one time.

Quickgrass conforms to the slope of its location. If placed on a hill, the quickgrass only grows its grass up the hill, as it cannot cause creatures to slide upward. Its most effective place is between two ridges of a hill, where a natural funnel is created. The area the quickgrass covers does not have to be circular, or even any identifiable shape; it follows whatever is most natural for the terrain.

Quickgrass does not collect treasure, although treasure tends to accumulate in the deepest and last of the creature's many stomachs. Coins and items do not survive the digestive process, although gems and magic items remain unharmed. Digging up the entire digestive tract requires at least an hour for a single human with appropriate digging tools, but a team of workers should find their way through in three turns.

The quickgrass can only be damaged by attacking its body, which is buried in the ground. The grass portion of the creature is akin to hair and damaging it causes neither pain nor loss of hit points to the quickgrass if targeted. Quickgrass is immune to any attack form that relies upon sight, including all visual illusions. It suffers half damage from lightning or acid attacks.

Physical description: Quickgrass appears to be a patch of grass, usually growing on a gentle slope or hollow, with a leafy shrub growing at its center. Quickgrass varies based upon the environment in which it is found. Generally, quickgrass looks very similar to bluestem, goldenrods, compass plants, buffalo grass, blue grama, wheatgrass, and/or bedstraw. It is a master of camouflage and will never stand out from the normal grasses around it. Regardless of the grassy appearance, there is always a shrubby center found at the lowest gradient, where any slipping prey eventually finds itself.

QUISLOI

SIZE: Medium (5-6 feet tall)
MOVE: 60 ft., swimming 120 ft.
ARMOR CLASS: 4

HIT DICE: 4
ATTACKS: 2
DAMAGE: 1-4, 1-2
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 20-80
LAIR PROBABILITY: 20%
TREASURE: Individual: 3-18 sp, 2-12 ep, 2-8 gp; In Lair: 1-8k cp (50%), 1-6k sp (25%), 1-4k ep (25%), 1-3k gp (25%), 1-8 gems (30%), 1-4 jewelry (20%), sword, armor, or misc. weapon (10%)
INTELLIGENCE: Average
ALIGNMENT: Neutral
LEVEL/X.P.: 4 / 165 + 3/hp

General information: Intelligent amphibious humanoids quisloi make their homes in underwater enclaves throughout their lush, wet surroundings. The quisloi use the toxic mucus that exudes from their skin as a paralytic poison on their weapons. The quisloi are often at odds with the evil, crocodilian skresh, who hunt the quisloi for food as well as for their potent natural poison.

Quisloi fight like most swamp and jungle creatures, relying upon camouflage and skill to lure their opponents into traps. They prefer to attack in superior numbers, waiting until their foe is near water before attacking, to take advantage of their natural swimming abilities whenever possible. If routed, quisloi attempt to retreat into a stream or marsh lake. Their favored weapon is the dagger, useful underwater as well as on land. On land, they coat their daggers with their toxic secretions. Quisloi are immune to their own poison and to the poison of other quisloi.

When in their native terrain and prepped for ambush, quisloi have a 65% chance of being unnoticed. When attacking unnoticed, they have a 5 in 6 chance of

surprising their target, and they strike at +2 to hit on the first attack in these circumstances. Quisloi open combat by spitting globs of mucus at their prey. On a successful hit, the target is blinded for one round and, unless a save against poison is made, paralyzed for 1-6 turns. This same paralytic poison coats their daggers when combat is planned on land. A quisloi can only spit once per turn and can effectively coat their weapon only once during the same period as well. Quisloi poison loses its potency after a few minutes when submerged in liquid or after an hour of air exposure.

When fighting on land, quisloi can make a double-footed jump kick attack, in addition to their standard attack with their daggers, dealing 1-2 hit points of damage and knocking their opponents prone. A quisloi attacks at a -1 to hit on the round after executing this odd forward front flip. It is a common tactic for quisloi fighting together to take turns performing this attack to maximize its effectiveness against their enemies. Attacks against a prone opponent are made at +4 to hit and negate the benefits of a shield and dexterity bonuses.

For every 40 quisloi, there will be one leader with maximum hit points. Every tribe also contains a chieftain of maximum hit points that attacks as a 5-HD creature at +2 to hit and +2 to damage. Female quisloi fight as well as males; young fight as 2-HD creatures, but cannot perform the double-footed jump kick attack. A shaman of up to 5th level of experience will act as counsel to the chieftain.

Once every century, a female quisloi is born who can naturally cast arcane magic. These females are seen as a sign from the quisloi god and are immediately given command of a tribe upon their majority. These "blopdup" as they are called, can naturally cast spells as if they were 7th level magic users. Occasionally a blopdup will unite several tribes under her color.



Languages: Quisloi speak their own language, which is impossible for non-quisloi to speak with any fluency. It is a croaky primitive language relying upon grunts, clicks, and a plethora of specialized tongue movements. Some few quisloi know and speak common, albeit poorly.

Physical description: Quisloi's rubbery skin is bright green with colorful patterning similar to frogs of the rainforest. Although very colorful, it blends in with the native flora remarkably and it is quite thick and tough. Tribal colors vary based upon local differences in terrain.



RANCID - ROPE HORROR - RUMBLE LIZARD

RANCID

SIZE: Medium (6ft. long)
MOVE: 120 ft.
ARMOR CLASS: 5
HIT DICE: 7+1
ATTACKS: 1 or 4
DAMAGE: 0 or 2-8 (x4)
SPECIAL ATTACKS: Pounce, swift rot
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
FREQUENCY: Rare
NO. ENCOUNTERED: 1-4
LAIR PROBABILITY: 60%
TREASURE: In Lair: 1-12k cp (20%), 1-6k sp (30%), 1-4k ep (10%), 1-6 gems (25%), 1-3 jewelry, any 2 magic items or maps (10%)
INTELLIGENCE: Low
ALIGNMENT: Neutral evil
LEVEL/X.P.: 7 / 1,150 + 10/hp

General information: The terrible rancid runs in a leaping fashion and pounces upon its opponent

when within 6 feet. During an attack, the rancid emits a rotting stench so overpowering that any PC within 10 feet must make a save vs. poison or be forced to retch for 2-12 rounds. The rancid leaps in order to pounce upon its victim. If successful, the rancid attacks with its tentacles on the next combat round. If the rancid succeeds in hitting with 3 or 4 tentacles within one round, it will inject a fast-acting bacterium into the victim. The PC must make a save vs. poison at -2 or be subjected to a rotting disease, which will quickly destroy the skin and muscle tissue of the character. The disease inflicts 2-20 hp damage per hour until cured or the PC dies. Spells that heal disease must be cast by a cleric of at least 10th level in order to stop the spread of the disease.

Physical description: A rancid appears as a shivering mass of putrid flesh with three muscular legs and 4 barbed tentacles. It has no discernable sensory organs; instead, it detects air movement.

ROPE HORROR

SIZE: Small (4 ft. tall)
MOVE: 120 ft.
ARMOR CLASS: 8
HIT DICE: 20 hit points
ATTACKS: 4
DAMAGE: 1-3 (x4)
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: See below
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 0%
TREASURE: None
INTELLIGENCE: Semi
ALIGNMENT: Neutral
LEVEL/X.P.: 4 / 235

General information: Rope horrors flail about with whip-like appendages, dealing 1-3 points of damage per strike. On a roll of 19 or 20, the victim is also entangled (unable to move, -4 to hit and damage, requiring a save vs. paralysis to cast spells). Rope horrors attack as 4-HD creatures. A rope horror can



unwind itself to fit through narrow openings such as large keyholes, small windows, or wide cracks under doors. Unwinding takes a full round, as does reforming itself afterwards.

Normal weapons do not harm rope horrors, but magical weapons and fire-based attacks have normal effects. Spells of most sorts have no effect on these monsters, but fire-based spells act as normal and also slow the creature by 50% for 2-12 rounds as it writhes in pain. By engulfing a coil of rope, a rope horror can restore 1-4 hit points to its body.

Physical description: Rope horrors look vaguely humanoid, with four whip-like arms and two legs of thick, knotted ropes. When lying at rest, they are indistinguishable from normal coils of rope. They are created either by means of a magical tome, when coils of rope are stained with blood and the fleeting essence of life, or by spellcasters employing a *wish* and *polymorph any object* spell.

RUMBLE LIZARD

SIZE: Large (15 ft. long)
MOVE: 90 ft., swimming 120 ft.
ARMOR CLASS: 3
HIT DICE: 6+2
ATTACKS: 1
DAMAGE: 2-20
SPECIAL ATTACKS: Rumble
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 2-12

LAIR PROBABILITY: 10%
TREASURE: None
INTELLIGENCE: Semi
ALIGNMENT: Neutral
LEVEL/X.P.: 5 / 345 + 8/hp

General information: Although the rumble lizard is quite capable of running down most prey, it usually does not expend such energy. The rumble lizard hunts by ambush, using its ability to throw its voice and frighten prey toward its waiting jaws. When hunting in packs, rumble lizards work together to disorient their prey and finally stampede it toward the pack's waiting trap.

Rumble lizards can perform two different types of rumble. Any individual creature within 10 feet of the rumble lizard can be hit by a targeted stunning rumble dealing 1-6 hit points of damage and requiring a save against paralysis to resist. A failed save results in the unfortunate victim being stunned for 1-4 rounds. Stunned creatures receive no shield or dexterity bonus and may be attacked at +4. The second rumble is a deceiving rumble, whereby the rumble lizard can convincingly alter the apparent source of its bellows by 140 feet in open ground. This distance increases to 220 feet in hills or canyons. It can likewise alter the volume and tone of its rumblings to deceive the listener into believing that the creature is retreating, while it is actually advancing unseen.

Physical description: The rumble lizard resembles an alligator, but is much thicker and more powerful around the shoulders and neck. Its jaws are heaviest over folds of scaled throat sacs that vibrate slightly, emitting a deep and resonant rumbling sound.





SABULOUS HUSK - SCORPION, GIANT BLACK - SCORPION SWARM - SEEDER - SHADOW LORD - SHADOWCAP - SHRIEKING SAVAGE - SILENT REAPER - SKELETON, BLACK - SKRESH - SKYSHARK - SLAVERING MOUTHER - SLITHERVINE - SNAIL MAN - SNAKE, CROWN COILER - SNAKE, ICE GLARE - SOULTRAPPER - SPIDER, ACIDWEAVER - SPIDER, PRIMAL - SPIDER, TIME - STINGING WOODFLY - STONESTRIDER - STRANGLEBARK - SUICIDE PLANT

SABULOUS HUSK

SIZE: Medium (5-6 ft. tall)
MOVE: 60 ft.
ARMOR CLASS: 7
HIT DICE: 3
ATTACKS: 2
DAMAGE: 1-4, 2-8
SPECIAL ATTACKS: Sand flies
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 1-2
LAIR PROBABILITY: 5%
TREASURE: See below
INTELLIGENCE: None
ALIGNMENT: Neutral
LEVEL/X.P.: 3 / 125 + 2/hp

General information: Within the leathery shell of a sabulous husk is 270 pounds of angry and animated sand - the devouring will of the desert contained. Sabulous husks attack every round with a punch as well as with the sand that composes them. They form the sand into the shape of small tan flies that move from the husk to a victim at a maximum range of 30 ft. They then smash against the target, sandblasting it for 2-8 hit points of damage. The sand then reforms into fly shape and returns to the husk. A single creature per round can be targeted by this attack.



Sabulous husks can be turned as ghouls and are immune to fire and cold. They suffer no damage from blunt weapons and only half damage from piercing. If destroyed, the sand within them is of the finest quality and highly valued by alchemists, being worth 1 gp per pound in the right places.

Physical description: Walking corpses filled with sand, sabulous husks are the dry and leathery remains of an unfortunate killed in the desert. They have no intelligence and are animated through the will of the desert itself, being mere containers for the scouring sand within. This sand takes the shape of small flies that rush from the creature to scour enemies. They weigh around 300 pounds, of which sand is 270.

SCORPION, GIANT BLACK

SIZE: Medium (5 ft. long)
MOVE: 60 ft.
ARMOR CLASS: 3
HIT DICE: 5+5
ATTACKS: 3
DAMAGE: 1-10, 1-10, 1-4
SPECIAL ATTACKS: Poison
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Uncommon
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 50%
TREASURE: None
INTELLIGENCE: None
ALIGNMENT: Neutral
LEVEL/X.P.: 5 / 415 + 6/hp

General information: Because they are cannibalistic by nature, giant black scorpions are solitary creatures. The only exception is during very cold periods when they will congregate in large groups of 20 or more to share body warmth. Thankfully, during such periods they are sluggish, acting as if under the influence of a slow spell. A giant black scorpion can go 6-12 months between feedings and needs no water beyond that supplied by their food.

Because of their camouflage and their ability to remain motionless, a giant black scorpion has a 90% chance to hide within their native environment and can surprise prey on 1-5.

Contrary to popular belief, giant black scorpions do not lay eggs. Instead, the eggs hatch inside their mother and she gives birth to live young, dozens at a time. After a scorpion is born, it climbs onto its mother's back and rides there until it is old enough to fend for itself. These young are the size and lethality of a standard scorpion and in sufficient numbers count as a scorpion swarm. Young leave their mother after between 3 and 14 days, before the ravenous parent begins to simply look upon them as an easy meal. A typical giant black scorpion lives as long as 25 years.

Giant black scorpions are justly feared for their poisonous sting. What few realize is that the venom is generally used only in self-defence because they have a limited supply, and it is slow to replenish. Most can only make two such attacks, taking 2-5 days to replenish each dose of lost poison. Legend says that to be stung by a giant black scorpion and survive is to be immune from hornet, wasp, and bee stings. This is something of an exaggeration. However, those that survive a giant black scorpion sting do gain a permanent +3 bonus to saving throws against the poisonous stings of hornets, wasps, and bees, both of the mundane and giant varieties.

The chitinous body of a black scorpion is covered in long, fine, hypersensitive hairs, which pick up even the slightest vibrations in the air around them. As a result, they cannot be surprised and effortlessly detect all movement within a 60-foot radius, even if a creature is airborne. This extrasensory ability allows giant black scorpions to attack invisible foes with no penalty.

Infant giant black scorpions are of great value to alchemists and spellcasters. Wizards use them as material components, while alchemists occasionally raise them to adulthood for harvesting of their deadly poison. A single live giant black scorpion infant could sell for as much as 10 gp.

negative energy effects, and when a giant black scorpion kills a creature, it gains 1-8 temporary hit points and a +2 on all to hit rolls for a 1 hour period.

Giant black scorpions breed and function very well in colder deserts and in such environments should be considered Common.

Physical description: Giant black scorpions appear as normal giant scorpions but their exoskeleton is a rich black, covered with thin hairs.

SCORPION SWARM

SIZE: Medium (5 ft. square)
 MOVE: 30 ft.
 ARMOR CLASS: 6
 HIT DICE: 3
 ATTACKS: 1
 DAMAGE: 1-6
 SPECIAL ATTACKS: Poison
 SPECIAL DEFENSES: +1 or better weapon to hit
 MAGIC RESISTANCE: None
 RARITY: Rare
 NO. ENCOUNTERED: 1-4
 LAIR PROBABILITY: 50%
 TREASURE: None
 INTELLIGENCE: None
 ALIGNMENT: Neutral
 LEVEL/X.P.: 3 / 125 + 2/hp

General information: Scorpion swarms are immune to normal weapons, but suffer damage from magic weapons, fire, magic, and other area-attacks.

Physical description: A scorpion swarm is a chattering mass of hundreds, perhaps even thousands, of normal scorpions.

SEEDER

SIZE: Medium (6 ft. tall)
 MOVE: 120 ft.
 ARMOR CLASS: 7
 HIT DICE: 2+2
 ATTACKS: 2
 DAMAGE: 1-4, 1-4
 SPECIAL ATTACKS: See below
 SPECIAL DEFENSES: See below
 MAGIC RESISTANCE: None
 RARITY: Very rare
 NO. ENCOUNTERED: 1
 LAIR PROBABILITY: 50%
 TREASURE: Individual: 100-400 gp
 INTELLIGENCE: Very
 ALIGNMENT: Chaotic evil
 LEVEL/X.P.: 3 / 110 + 2/hp



The scorpion goddess Selket (or Selquet) is portrayed either wearing a black scorpion on her head or as a giant black scorpion with a woman's head. Giant black scorpions are Selket's heralds and are considered the personification of death. As such, they are immune to all

General information: The seeder is a bizarre urban predator, its attacks provoked not by hunger, but by the drive to propagate its species. The seeder is nocturnal, and it is commonly found lingering in the shadows and alleys near bawdyhouses, cabarets, and taverns. It manages to survive in the urban environment through illusion, skill at disguise, and strong instincts.

A seeder can *change self* at will, but it also relies upon disguises that hide its alien nature. It will commonly have several different sets of clothing, and it favors regions that promote covering the body, such as cold areas where warmth is required and very hot areas where protection from the sun is gained.

A seeder carefully selects only the most prodigious male fornicators as its victims. It lies in wait for them in the shadows. When its chosen target comes drunkenly stumbling by, the seeder attacks. It does not harm the victim, but instead grapples him and releases a soporific gas that knocks out the target while erasing short-term memories. A save against poison prevents this. Those that fail are unconscious for one turn and lose memories of the past hour.

The seeder then replaces its victim's reproductive cells with its own. Commonly the seeder takes the victim's money as well. A victim of such an attack is rarely aware of what has taken place, as the procedure leaves no obvious physical changes or pain, and most simply believe themselves to have been mugged. However, whenever the victim mates with a female of its species from then on, the offspring of the union is a seeder. Of course, since the seeder chooses its victims carefully, this may go unnoticed until long after the man has fathered dozens of children in cities and towns scattered all over the land.

Seeder babies initially appear to be rather ugly examples of the mother's race. They mature quickly; after a few weeks they molt within a few hours into true seeders and attempt to escape from their parents. Seeders reach adulthood in eight months.

Cutting off the offending parts is the only way to prevent reproduction once a victim has been seeded. The only way to reverse a seeding is to cut off the offending parts and regenerate them.

Languages: Seeders understand common, although they cannot speak it themselves. A seeder cannot speak, only emit an unnerving clicking noise.

Physical description: The seeder is humanoid in shape, but its body is black and chitinous with sharp talons at the end of its hands. Its mind is distinctly alien.

SHADOW LORD

SIZE: Medium
MOVE: 150 ft., flying 240 ft. (AA: level VI)
ARMOR CLASS: 4
HIT DICE: 9+3
ATTACKS: 2
DAMAGE: 2-5, 2-5
SPECIAL ATTACKS: Aura, strength drain
SPECIAL DEFENSES: +1 or better weapon to hit
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 50%
TREASURE: In Lair: 2-12k gp (70%), 1-4 gems (x4) (50%),
1 misc. magic item + 1 potion (60%)
INTELLIGENCE: High
ALIGNMENT: Chaotic evil
LEVEL/X.P.: 7 / 2,440 + 13/hp

General information: Lords of the negative material plane, shadow lords are usually surrounded with a unit of lesser undead. Typically this is a troop of 2-5 shadows, but zombies, skeletons, and ghouls are not uncommon either. In combat, the shadow lord relies upon his draining aura, spells, and minions rather



than melee, but can deal 2-5 points of cold damage and drain 1 point of strength per hit when reduced to physical combat. Strength lost at the touch of a shadow lord returns in 2-8 turns. Any creature brought to 0 strength by a shadow lord dies and becomes a shadow in 2-8 turns.

Shadow lords can command undead like 12th level clerics. Undead with greater than average intelligence are immune to this effect. Shadow lords turn as vampires and can cast the following spells once per day at the 16th level of ability: *augury*, *cause critical wounds*, *detect magic*, *dispel magic*, *locate object*, *stone tell*, *symbol of pain*.

Shadow lords carry within them the heart of the negative material plane and radiate an evil aura 20 feet in all directions. The aura has three effects upon those within it. This aura reduces any turning attempts by 2, it allows all undead to regenerate 1 hit point per round, and it deals 1 point of strength damage per round to any living creature that fails a save against paralysis. The shadow lord is affected by his own aura, meaning that turning him is done at -2 and that he regenerates 1 point per round as long as the aura is in effect. *Dispel evil* destroys this aura for a full 24 hours.

Languages: Shadow lords speak common and at least two other languages.

Physical description: A shadow lord appears nothing more than its name suggests: an inky, vaguely man-like patch of darkness.

SHADOWCAP

SIZE: Small (6 inches tall)

MOVE: 0 ft.

ARMOR CLASS: 10

HIT DICE: 1 hit point

ATTACKS: 0

DAMAGE: 0

SPECIAL ATTACKS: Gaseous cloud

SPECIAL DEFENSES: None

MAGIC RESISTANCE: None

RARITY: Rare

NO. ENCOUNTERED: 10-30

LAIR PROBABILITY: 100%

TREASURE: None

INTELLIGENCE: Non

ALIGNMENT: Neutral

LEVEL/X.P.: 1 / 5

General information: Shadowcaps are grown with a magical potion known as a shadowdraught. (The creation process for the shadowdraught is a closely guarded alchemical secret found only among rural herbalists - see below.) The shadowdraught is poured during the rising of the full moon across the ground of

any path, tunnel, or trail subject to excessive moisture. As the moon rises during the night, the shadowcaps will begin to grow to their full size, regardless if they are exposed to the moonlight or not.

Shadowcaps grow in groups of 10-30 in the area created. Any character moving through the area stands a chance of stepping on a shadowcap based upon how cautiously the character is moving:

Moving cautiously	1 in 6
Moving carefully	2 in 6
Moving casually	3 in 6
Running	4 in 6

Once stepped on, a shadowcap will release a cloud of spores covering a 5-foot-diameter circle. Anyone touched by the spores will quickly become gaseous in form for 6 turns. All material possessions will drop to the ground (possibly triggering others - 2 in 6 chance). The transformation process takes approximately 3 rounds. Triggering multiple shadowcaps compounds the effects by an additional turn for each triggered.

A shadowdraught is created by distilling 8 ounces of substance from any creature that can assume gaseous form, 10 ounces of vervain leaves, and 6 ounces of mushroom. (Cost for components is 2,200 gp unless individually gathered.) The draught is brewed over an open fire for 13 hours, and the juice drained into a potion bottle. The potion will remain potent for 28 days.

Physical description: Shadowcaps are white/gray mushrooms approximately 6 inches tall and 4 inches in diameter. Once planted, they reproduce through their spores as any normal mycelial fungi. They are very poisonous if eaten.



SHRIEKING SAVAGE

SIZE: Large (9 ft. tall)

MOVE: 120 ft.

ARMOR CLASS: 6

HIT DICE: 5

ATTACKS: 3

DAMAGE: 1-4, 1-4, 1-6

SPECIAL ATTACKS: Shriek

SPECIAL DEFENSES: None

MAGIC RESISTANCE: None

RARITY: Very rare

NO. ENCOUNTERED: 4-20

LAIR PROBABILITY: 35%

TREASURE: In Lair: 3-24 cp, 3-18 sp, 2-12 ep, 2-8 gp, 1-6 pp, 1-4 gems (50%)

INTELLIGENCE: Semi

ALIGNMENT: Chaotic neutral

LEVEL/X.P.: 4 / 200 + 4/hp

General information: Shrieking savages are nocturnal, carnivorous, apelike predators that claim large territories around their lair. Their favored prey is horseflesh, but they will eat any meat they can acquire. A shrieking savage generally creeps up on its victim and pounces from the shadows at the last moment with a bone-chilling scream. All creatures within 60 feet of the savage are stunned for 1-2 rounds unless a save against paralysis is successful. Stunned

creatures have no shield or dexterity bonus and may be attacked at +4. When the savage lands, it has a 25% chance of knocking the prey prone to attack it with tooth and claw. Once its victim is dead, it picks up the body and flees. A typical shrieking savage can carry off a light horse without being encumbered significantly. If its sudden attack is not effective and the victim puts up a fierce fight, the monster retreats quickly and is likely to seek other prey.

Shrieking savages do not make lairs, per se, but they tend to bed down in the same location for roughly a month before moving on to new territory. They usually leave their sparse treasure behind, as they incidentally acquired it, resulting in small caches of treasure spread throughout the extended territory of a band of shrieking savages. Depending upon the age of the band and the stability of its territory, this accumulated total could be a significant amount to those willing to put in the effort to locate it.

Languages: Shrieking savages do not speak or understand any languages.

Physical description: Shrieking savages typically range from 8 to 10 feet tall and weigh 750 to 1,200 pounds. They look much like great apes, the largest and eldest possessing silver hair along the head, neck, and back.



SILENT REAPER

SIZE: Medium (5 ft. tall)
MOVE: 120 ft., burrowing 20 ft.
ARMOR CLASS: 4
HIT DICE: 3+1
ATTACKS: 2
DAMAGE: 2-8, 2-8
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 5%
TREASURE: See below
INTELLIGENCE: Semi to genius
ALIGNMENT: Neutral evil
LEVEL/X.P.: 4 / 175 + 3/hp

General information: The silent reaper stalks the subterranean realms of the dead, voraciously feeding on the memories of the unfortunate souls eternally slumbering within its solemn confines. Frequently found in active catacombs, reapers rely upon their ability to pass through earth and stone to remain unseen as the living pay their respects to their departed loved ones, waiting to devour the deceased's recollections.

Silent reapers eat memories from dead sentient beings. A silent reaper cannot reap the memories from humanoids dead for more than a year. To devour a victim's memories, the reaper attaches the head of the dead creature to its neck-stump. The reaper then knows all that the victim knew, but gains no spellcasting abilities if the victim was a spell user. During this time, the reaper can speak through the mouth of the head and in the same voice, but with alien, evil facial expressions. An attached head feeds the reaper for one week per HD of the head. Once a head is drained of all memories, it falls off the silent reaper's stump, shrinks to one-tenth original size, and is added to the necklace the reaper wears. Reapers discard necklaces yearly, and such are highly valuable to necromancers, valued at 500 gp.

Silent reapers possess semi intelligence without a head in place, but gain the intelligence of any head upon which they are currently feasting. Silent reapers are the bane of graveyards and crypts, and occasionally adventuring parties are formed to deal with a reaper's raiding of consecrated ground.

Commensurate with its name, the silent reaper relies upon stealth to attack and kill prey when hunting. The creature attacks with its scything limbs and frequently deals substantial damage in only a few swings. Any attack roll of 18-20 results in double damage. After quietly and silently slaying its foe, the reaper removes the victim's head and escapes through the earth.

Silent reapers are dazzled in bright sunlight and suffer a -2 to all rolls when so exposed. They have darkvision to 120 ft. They possess the following spell-like powers at the 10th level of ability: *silence 15 ft. radius* at will and *passwall* thrice daily. They usually keep themselves *silenced* at all times.

Languages: Silent reapers understand common, but cannot speak. If a head is attached, the reaper can understand and speak any language that the head knew in life.

Physical description: The reaper is a black amalgamation of human and insect anatomy. Standing at 5 feet and weighing 140 pounds, the reaper has a man's upper torso and an insect's abdomen with four thin, chitinous legs. Instead of human arms, two chitinous, folded, and wickedly curved scythe-like limbs protrude from its chest. A misshapen stump devoid of eyes, ears, or any other discernible sensory apparatuses sits atop the torso, and a necklace of shrunken heads adorns its neck or waist.

SKELETON, BLACK

SIZE: Medium
MOVE: 120 ft.
ARMOR CLASS: 0
HIT DICE: 6
ATTACKS: 2
DAMAGE: By weapon type (usually 1-6)
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 1-4
LAIR PROBABILITY: 45%
TREASURE: See below
INTELLIGENCE: High
ALIGNMENT: Lawful evil
LEVEL/X.P.: 5 / 370 + 6/hp

General information: Much more powerful than standard skeletons, these minions of evil are often employed as guardians or protectors to keep sealed some ancient knowledge best left undiscovered. They are intelligent monsters and are not subject to the mindless commands that can be given to such undead as skeletons or zombies. They have a clear mind and sometimes go against the commands and wishes of those they serve, if it benefits the black skeleton in question. Black skeletons are the remnants of living creatures slain in an area where the ground is soaked through with evil. The bodies of fallen heroes are contaminated and polluted by such evil, and, within days after their deaths, the slain creatures rise as black skeletons, leaving their former lives and bodies behind. Black skeletons are intelligent and do

maintain some memories of their former lives. They wear any clothes or armor they had in life, and some still carry their gear or weapons, but most discard their weapons in favor of two short swords as soon as they can. 10% of all black skeletons possess a **shadow short sword** (see *new magic items*). Black skeletons dual-wield their short swords without penalty and possess darkvision to 60 ft.

The mere presence of a black skeleton is unsettling to foes, especially when the skeleton shrieks and a burst of shadowy tendrils extends from its midsection. Creatures within 60 feet and with less than 4 hit dice who hear it shriek must succeed on a save vs. spells or be paralyzed with fear (50%) or panic (50%). Panicked creatures flee as fast as possible away from the black skeleton for 2-8 rounds. Creatures that successfully save suffer a -1 to attack and damage rolls, but are immune to the frightful presence of the same black skeleton for 24 hours and need not make another save when the black skeleton shrieks. A creature failing a save is still vulnerable until a successful save is rolled.

Good-aligned creatures hit by a black skeleton (either by a weapon or natural attack) must succeed on a save vs. spells or take 1-3 points of temporary strength loss. A victim heals 1 point of strength per turn. If a creature is drained of all its strength and reaches strength 0, it dies and returns as a shadow during the middle of the night of the next full moon.

Black skeletons suffer only one-half damage from sharp and/or edged weapons. Blunt weapons score normal damage. Fire scores half damage. *Sleep*, *charm*, *hold* and cold-based spells do not affect them. Neither poison nor paralysis harms black skeletons. Holy water causes 2-8 hit points of damage for each vial which successfully strikes. Clerics turn them as ghastrs.



Languages: Black skeletons speak common and their alignment tongue. If they spoke any other languages during their lives, they have a 50% chance of remembering them.

Physical description: Black skeletons look like normal skeletons with glistening, blackened bones that appear almost magically hardened and polished. Small green points of light burn in their eye sockets.

SKRESH

SIZE: Medium

MOVE: 60 ft., swimming 120 ft.

ARMOR CLASS: 7 (6)

HIT DICE: 6

ATTACKS: 3 (1)

DAMAGE: 1-4, 1-4, 2-8 or by weapon type

SPECIAL ATTACKS: Poison

SPECIAL DEFENSES: None

MAGIC RESISTANCE: None

RARITY: Very rare

NO. ENCOUNTERED: 20-80

LAIR PROBABILITY: 20%

TREASURE: Individual: 3-18 sp, 2-12 ep, 2-8 gp, 1 dose of *treeblood*; In Lair: 1-8k cp (50%), 1-6k sp (25%), 1-4k ep (25%), 1-3k gp (25%), 1-8 gems (30%), 1-4 jewelry (20%), sword, armor, or misc. weapon (10%), 1 dose of *treeblood* per skresh, 1 dose of *barmik root* per 2 skresh, 1 dose of *blue fog* per 5 skresh, 1 dose of *ankala root* per 10 skresh, 1 dose of *skresh fire* per 40 skresh

INTELLIGENCE: Very

ALIGNMENT: Lawful evil

LEVEL/X.P.: 5 / 280 + 6/hp

General information: Skresh are sinister reptilian humanoids that ruthlessly seek to dominate their neighbors, whoever they may be. They believe they are the predominant race of the planet and seek to assert that dominance at all times.

Skresh rely on their skill at moving unseen and silently through the jungle to surprise their enemies. In battle, they depend on a wide variety of poisons to incapacitate their foes. If opposing an unknown, such as a party of PCs, the skresh usually capture their opponents, taking them back to the patriarchal head of the family for examination. Skresh typically use spears and javelins with poisoned tips. Most use bucklers made of toughened alligator or crocodile hide, while leaders wear cleverly constructed suits of plate made from large scales of swamp-dwelling creatures (AC 4, encumbers as chain). They attack from concealed positions with javelins or spears, often making it difficult for their opponents to gauge how many skresh they face. A favorite target for skresh raids are the quisloi, whose poison is quite useful in extending skresh dominance.



All skresh are trained in the use of poison. Skresh are familiar with all common poisons available in any campaign, although they prefer to use their own. Skresh poisons are known throughout the world as very potent, and they command significant prices on the rare occasions that they can be found outside the skresh's native land.

Skresh commonly use the following insinuate poisons in combat:

Name	Cost per Dose	Onset Time	Save Damage	Full Damage
Treeblood	20 gp	2-5 rounds	10 hp	20 hp
Barmik Root	200 gp	1-3 rounds	15 hp	30 hp
Blue Fog	750 gp	1 round	20 hp	40 hp
Ankala Root	1,500 gp	1 segment	25 hp	death
Skresh Fire	2,500 gp	1 segment	35 hp	death

For every 40 skresh, there will be one leader with maximum hit points. Every tribe also contains a chieftain of maximum hit points that attacks as a 7-HD creature at +2 to hit and +2 to damage. Female skresh fight as well as males, and young fight as 3-HD creatures. A shaman of up to 5th level of experience will act as counsel to the chieftain and is the only skresh that knows how to make all skresh poisons. A chieftain knows how to make *ankala root* and weaker poisons, a leader knows how to make *blue fog* and weaker poisons, while the common skresh know only how to make the less effective *treeblood* and *barmik root* poisons.

Languages: Skresh speak their own tongue and that of the lizard men as well.

Physical description: Skresh are medium-sized, but are heavier than a human, weighing around 250 pounds on average. Their skin varies from dark green to brown to ferrous red, and their sallow eyes continually survey their surroundings.

SKYSHARK

SIZE: Large (10 ft. long)
 MOVE: Swimming 240 ft., flying 210 ft. (AA: level III)
 ARMOR CLASS: 6
 HIT DICE: 5
 ATTACKS: 1
 DAMAGE: 3-12
 SPECIAL ATTACKS: None
 SPECIAL DEFENSES: None
 MAGIC RESISTANCE: None
 RARITY: Very rare
 NO. ENCOUNTERED: 2-8
 LAIR PROBABILITY: 0%
 TREASURE: None
 INTELLIGENCE: Animal
 ALIGNMENT: Neutral
 LEVEL/X.P.: 3 / 110 + 4/hp

General information: It is believed that skysharks were originally created as guardians by some mad wizard who thought flying sharks were a grand idea. However, their tendency to roam over vast areas in search of food makes them haphazard ones at best. From their bat progenitors, skysharks have the ability to breathe air, although the shark's gills are still in place, allowing the skyshark to exist both in and out of water. Skysharks flatten their wings along their bodies when swimming. Like their aquatic progenitors, skysharks are in constant motion. They are aggressive and fearless predators when hungry.

Physical description: Skysharks are similar in appearance to normal sharks, with the addition of large, bat-like wings granting them the ability to fly. They come in many varieties, but the most common is the hammerhead.

SLAVERING MOUTHER

SIZE: Medium (6 ft. wide)
 MOVE: 30 ft.
 ARMOR CLASS: 5
 HIT DICE: 5+3
 ATTACKS: 4
 DAMAGE: 1 (+1 per round)
 SPECIAL ATTACKS: See below
 SPECIAL DEFENSES: None
 MAGIC RESISTANCE: None
 RARITY: Very rare
 NO. ENCOUNTERED: 1
 LAIR PROBABILITY: 95%
 TREASURE: In Lair: 1-4 gems (x4) (50%)
 INTELLIGENCE: None
 ALIGNMENT: Neutral
 LEVEL/X.P.: 5 / 490 + 6/hp

General information: Slaving moutthers are thought to be undead gibbering moutthers, brought back

from the dead by dark powers. Though it needs no sustenance, the slaving moulder eats everything in its path, except stone and gems. It is commonly employed to clean underground lairs, dungeons, and labyrinths. Such subterranean homes are unusually clean. Slaving moulthers are turned as ghaſts.

As ſoon as a moulder ſpots ſomething edible, it begins a conſtant ſlaving, filling the air with a foul cacophony of voices. This cauſes *confuſion* in all creatures (other than moulthers) within 20 feet who fail their ſaves againſt ſpells. Each round ſpent in this radius requires a ſave. Roll a 1d8 every round to ſee what action a confused target takes for that round: 1 = attack the neareſt creature; 2-5 = wander; 6-7 = ſtand ſtunned and drooling; 8 = fly into a rage and attack the neareſt creature, dealing double damage on a ſuſſeſſful hit.

Slaving moulthers attack firſt by expectorating ſpittle at their opponents, then by extending 4 tentacles tipped with teeth. Any creature hit by ſpittle muſt ſave againſt paralysis or be *ſlowed*. The moulder can target up to 4 creatures within 30 feet per round with its ſpittle attack.

The tentacles of a ſlaving moulder have jagged mouths at their end. When a tentacle mouth hits, it latches on to the victim, dealing an additional 1 hit point of damage per round. If a ſlaving moulder hits a ſingle target with all four tentacles it drains a life level as a wight each round the tentacles ſtay attached to the ſame victim. Characters that have tentacles attached to them can break a ſingle tentacle with a ſuſſeſſful bend bars check, or the tentacles can be targeted with edged weapons. A tentacle has an AC of 1 and 5 hp. Damage dealt to a tentacle does no harm to the ſlaving moulder. Regardless of how many tentacles are broken or ſeſſered, a ſlaving moulder always creates another whenever needed.

The ſtink of death and corruption ſurrounding theſe creatures is ſickening. Any creature coming within 10 feet of a ſlaving moulder will be wracked with nausea unless a ſave againſt poiſon is ſuſſeſſful. Thoſe nauseous ſuffer a -2 penalty to attack rolls for the next hour.

Physical deſcription: Slaving moulthers are undead gibbering moulthers. Their

amoeboid form is rotten with eyes and mouths miſſing. They ſmell incredibly foul, eaſily detectable within 50 ft.

SLITHERVINE

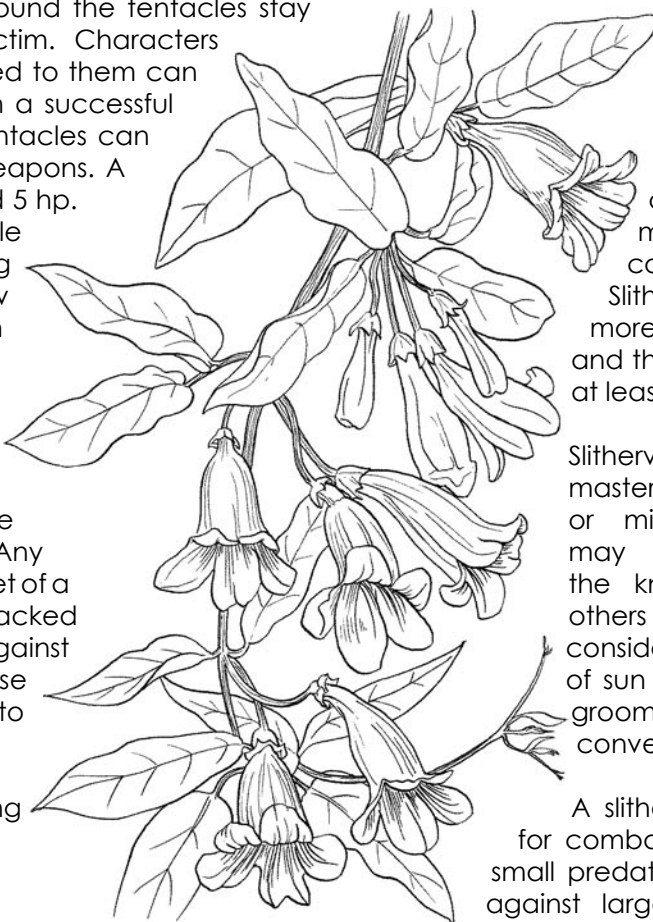
SIZE: Small (4 ft. tall)
MOVE: 20 ft.
ARMOR CLASS: 9
HIT DICE: 1-4 hit points
ATTACKS: 1
DAMAGE: 1
SPECIAL ATTACKS: Pollen
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 2-5
LAIR PROBABILITY: 5%
TREASURE: None
INTELLIGENCE: Low
ALIGNMENT: Neutral
LEVEL/X.P.: 1 / 8 + 1/hp

General information: The ſly and ſlippery ſlithervine is a ſentient race of mobile plants created by a wizard in her experimental garden. The trumpet-shaped flowers of a ſlithervine really are ears, which are highly ſenſitive to all frequencies of ſound. This ability, coupled with the plant's inconſpicious appearance and limited telepathy, makes the ſlithervine a highly coveted ſpy and ſervant.

A ſlithervine requires blood from a maſter to bond to him. Once bonded, the ſlithervine gains the ability to underſtand its maſter's language and can communicate telepathically. Slithervines can be bonded to more than one maſter at a time, and the binding muſt be reſreſhed at leaſt weekly.

Slithervines not well treated by their maſters often provide incomplete or miſleading information and may attempt to auction off the knowledge they abſorb to others deſirous of it. A ſlithervine conſiders the good life to be lots of ſun and water, rich ſoil, regular grooming, and plenty of intereſting conſerſations to overhear.

A ſlithervine is not well equipped for combat. It can defend itſelf from ſmall predators with its tough vines, but againſt larger foes it is ineffective. If



cornered, the slithervine releases a cloud of blinding pollen and tries to slip away in the resulting confusion. Fleeing slithervines normally head for foliage to hide. Any creature within 15 feet of the slithervine when it releases its pollen must save against poison or be blinded for 2 rounds.

Unless a slithervine is moving, it is unlikely that characters see it as anything other than an ordinary plant. A druid has a 50% chance (+5% per level) of noticing a slithervine when not actively searching. A ranger has a 30% chance (+3% per level). Other classes have only a 2% chance (+1% per level) to notice anything untoward.

A slithervine has no eyes, but uses heat and sound to view its surroundings up to a range of 60 feet. Beyond that range, it is considered blind. A slithervine is invulnerable to gaze attacks, visual effects of spells such as illusions, and any other attack forms that rely on sight.

A slithervine can mentally record and relay anything it senses directly into the mind of its master, up to a maximum range of one mile. Information must be relayed within 24 hours, or it is lost, and only a general synopsis can be transmitted. This communication is only one way unless the plant's master also is telepathic. While relaying information a slithervine can take no other actions.

Languages: Other than their master's language, slithervines also generally understand the common tongue, although they cannot physically speak.

Physical description: The slithervine is rather innocuous looking, consisting of a collection of roots and green leafy vines, with beautiful trumpet-shaped flowers.

SNAIL MAN

SIZE: Medium

MOVE: 30 ft.

ARMOR CLASS: 2 (-6)

HIT DICE: 1+2

ATTACKS: 1

DAMAGE: 2-7

SPECIAL ATTACKS: None

SPECIAL DEFENSES: See below

MAGIC RESISTANCE: None

RARITY: Rare

NO. ENCOUNTERED: 10-40

LAIR PROBABILITY: 100%

TREASURE: In Lair: 300-1,800 pp (30%), 2-20 gems (55%), 1-12 jewelry (50%), any 1 magic item (15%), 1-4 gems (x5) (50%)

INTELLIGENCE: Average

ALIGNMENT: Neutral

LEVEL/X.P.: 2 / 50 + 1/hp

General information: Snail men maintain their composure and poise in the heat of battle. They favor small, blunt weapons like clubs, since they can retract themselves and the weapons into their shells without any real danger of injury. They opt for discretion in lieu of valor whenever confronted by a clearly superior foe, prompting them to retreat into the safety of their hard shells until help arrives or the foe loses interest. A snail man may retract its entire body into its shell and secrete a powerful adhesive that affixes its feet to the ground. This glue prevents an enemy from tipping the snail man over, and the shell provides an AC of -6. A snail man's invertebrate physiology enables it to squeeze its head underneath a narrow space to see what is on the other side or to poke a flattened finger into a keyhole to investigate the locking mechanism. An enemy that attacks a vulnerable snail man in such a precarious position does so at +4. Snail men save at +2 against any illusion, phantasm, charm, or enchantment magic due to their odd minds. Snail men take no damage from blunt weapons, as they possess no skeletons and are extremely rubbery.

In the eyes of the casual observer, snail men display no sense of urgency, an admirable racial trait commonly appearing in folklore and children's tales. Snail men begin life as small, 8-inch long gastropods, appearing no different from the standard garden snail. They crawl slowly about on their rubbery feet leaving behind a glistening trail of viscous goo in their wake. Because of this distinctive signature, they are extremely easy to track until their slime evaporates an hour later. As snail men continue to mature, their developing bodies undergo a subtle metamorphosis. The creature's rubbery body exhibits more flexibility, allowing it to stand upright on its two legs. In this posture, snail men utilize their two arms to wield weapons and perform a variety of simple tasks, such as grasping objects. Despite the presence of humanoid limbs, snail men retain the ability to walk along sheer surfaces, reducing their already limited speed by half.

Snail men are nomadic transhumants, migrating from different feeding grounds based upon the seasons and food availability. They are vegetarians, preferring mosses and lichens to complex plants, although they are capable of digesting any plant matter. Every tribe of snail men contains two leaders of maximum hit points, who attack at +1 to hit and +2 to damage, and one chief with 15 hp, who attacks as a 2-HD creature at +2 to hit and +3 to damage. Snail men tribes store their treasure in their shells and are thusly always in their lair. Occasionally, snail men tribes will meet up with many other tribes to discuss matters important to the larger groups. These larger meetings can be attended by up to hundreds of snail men, who may seek vengeance against those who attack their member tribes.

Languages: Lacking vocal organs, snail men depend upon their telepathic abilities to communicate. They can communicate with all willing creatures within 100 feet if the creature possesses a language.

Physical description: A snail man is a gray-skinned gastropod of humanoid shape with a 4-foot diameter shell on its back. Four flexible stalks and an oval orifice functioning as a mouth are the only discernible features on its face. Two elephantine, tree trunk legs tapering slightly outward from the bottom of its shell provide the creature its only means of locomotion, dragging it along the ground. A thin slime coats their pliant bodies, inhibiting them from wearing any clothing. Adult snail men are fairly strong, standing 6 feet tall and weighing 450 pounds, thanks in part to the hard shells affixed to their backs.

SNAKE, CROWN COILER

SIZE: Large (40 ft. long)
MOVE: 120 ft.
ARMOR CLASS: 4
HIT DICE: 8
ATTACKS: 2
DAMAGE: 1-6, 2-12
SPECIAL ATTACKS: Poison
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARIETY: Uncommon



NO. ENCOUNTERED: 1
LAIR PROBABILITY: 0%
TREASURE: None
INTELLIGENCE: Animal
ALIGNMENT: Neutral
LEVEL/X.P.: 6 / 850 + 10/hp

General information: An unusual combination of poisonous and constricting snake, crown coilers lurk in the trees above game trails or pathways. When a lone creature walks underneath, the snake strikes. Uncoiling from the canopy, it lashes downward to bite the victim, injecting a paralytic poison. If the victim fails a save against poison, it is paralyzed for one hour. If it notices its prey is paralyzed, the coiler pulls its meal up to the canopy to eat in peace. Otherwise it pulls up the prey and resorts to constriction. Attacks against a constricting crown coiler have a 25% chance of hitting the creature being constricted.

Crown coilers rarely attack large prey as this generally forces them down to the ground to consume a meal. They sometimes stalk a group of people through the canopy for hours, waiting for stragglers to separate from the group. They can move silently 90% of the time; can surprise on 1-4 on a 6-sided die; and can blend in with the terrain, resulting in a 75% probability of being undetected.

A crown coiler will typically focus on a single target until it is paralyzed and then move on to another if outnumbered. If attacked while feeding, its initial response is to flee with its meal, carrying the paralyzed prey (held in its jaws) away through the canopy if a reasonable escape route is present.

A crown coiler can sometimes be frightened away from a meal by a bright light or an open flame, especially if part of the forest canopy has been ignited. A sudden and very loud noise also has a chance of causing a crown coiler to flee in fright, but such is less likely than open flame. They are generally solitary creatures, only spotted together while mating.

A crown coiler can lift and carry a creature weighing up to 200 pounds without being hampered. Heavier prey reduces its movement to half speed. Prey over 400 pounds cannot be lifted, but it can be dragged at a speed of 30 ft.

Physical description: The crown coiler is a very large serpent with mottled green and brown scales. A typical crown coiler is around 40 feet long and weighs close to 1,000 pounds. They move with grace and silence through the forests they call home.

SNAKE, ICE GLARE

SIZE: Large (40 ft. long)
MOVE: 90 ft.
ARMOR CLASS: 3
HIT DICE: 10
ATTACKS: 1
DAMAGE: 1-10
SPECIAL ATTACKS: Gaze freezes
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 2-20
LAIR PROBABILITY: 35%
TREASURE: In Lair: 3-24 cp, 3-18 sp, 2-12 ep, 2-8 gp, 1-6 pp, 1-4 gems (50%)
INTELLIGENCE: Animal
ALIGNMENT: Neutral
LEVEL/X.P.: 7 / 1,500 + 13/hp

General information: Ice glare snakes are fearless hunters, and they generally attack anything of medium-size or smaller. The ice glare snake's dread gaze makes it one of the most feared predators of the arctic. The serpent lies in wait for prey and then attempts to lock eyes to freeze its opponent. Those failing a save against petrification are slowed for one round and are then frozen in place as ice forms around them. The victim suffers 1-6 hit points of cold damage per round for the next 6 turns. The ice glare snake will generally swallow the prey whole long before then, however.

Ice glare snakes take half damage from cold. They can be affected by their own gaze, but are only slowed for 1 round in the process.

Physical description: Ice glare snakes are arctic reptiles distantly related to the basilisk. They average 40 feet long, although it is difficult to tell given how it coils upon itself over and over. Four pairs of vestigial legs can be seen upon its sinuous length, and a low fin extends along its spine. An ice glare snake weighs about 1,100 pounds.

SOULTRAPPER

SIZE: Small (1 ft. wide)
MOVE: 0 ft.
ARMOR CLASS: 10
HIT DICE: 1
ATTACKS: 0
DAMAGE: 0
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 100%
TREASURE: None
INTELLIGENCE: Semi
ALIGNMENT: Neutral
LEVEL/X.P.: 3 / 80 + 1/hp

General information: Soultrappers are rare flowers that steal the souls of unwary beings, transforming them into seed-bearers in order to reproduce. Soultrappers power their magic with special petals, each one holding the captured soul of a being who touched the flower. Not violent, they allow most animals and uninterested creatures to pass by without confrontation. Only if a soultrapper is running low on special petals, or if it perceives a creature to be a potentially useful seedbearer (based on the creature's apparent strength and endurance) does it try to lure in prey. At the start of any encounter, a given soultrapper is likely to have 3-6 special petals

Soultrappers may use the following spell-like powers at the 16th level of ability once per day: *control temperature 10 ft. radius* (with triple normal duration), *control weather*, *summon insects*, and *sympathy*. Each use of a power draws down a single special petal, causing it to slightly blacken. After 5 uses a special petal crumbles and falls to the ground. The soultrapper always uses up the oldest special petals before moving on to newer ones.

Soultrappers use *sympathy* to attract creatures to touch its special petals, which act much like the



trigger object of a *trap the soul* spell. Any creature with intelligence and charisma above 3 that touches the flower must save against spells or have his soul trapped within a special petal. It is these trapped souls that fuel the special petal's magic, and after 5 uses, the soul is permanently destroyed.

The victim's body is left behind, and the creature becomes a seed-bearer under control of the soultrapper. A tiny seed immediately forms midway down the creature's throat, but its body remains otherwise unchanged. The seed-bearer begins to march aimlessly and endlessly until it can go no further, continuing without food or rest. A seed-bearer neither speaks nor uses any spells or special abilities, and it does not fight. If grabbed, the seed-bearer will attempt to escape. When the seed-bearer collapses from exhaustion or reaches an impassable barrier, it spits out the soultrapper's seed (which, if it takes to the soil, grows into an immature soultrapper within six to eight months). A seed-bearer, having spit out the seed it carried, will take no further actions. A victim will eventually die of thirst, starvation, or some other cause without aid from others. Placing the special petal containing the victim's soul under its tongue will immediately kill the seed inside its body (if it is still there) and restores the creature's soul to normal. Using a special petal containing the wrong soul has no effect. A faint image of the creature whose soul is trapped inside a special petal can be revealed with *detect magic*.

Despite their dangerous nature, soultrappers are occasionally found at the center of farming communities, due to their beneficial effect on the environment. This risky tactic occasionally leads to worship of the flower, where individuals are offered as sacrifices to the plant. Some druids revile soultrappers and destroy them on sight, but others believe soultrappers epitomize the cycle of life. These druids, when they find themselves too old or ill to carry on, often give themselves to soultrappers, offering their bodies and souls to nature.

Soultrappers are valuable for use in a variety of dark magics and can fetch up to 2,000 gp for these purposes, but only if a buyer can be found, and if the plant is in good condition. Soultrappers are immune to any magics that rely upon sight, as they use scent and vibration to ascertain everything around them within 60 feet.

Physical description: Bearing a strong resemblance to sunflowers, with black centers and beautiful orange petals, a soultrapper blossom blooms at the center of a spread of tough vines. The vines rise from the ground, clinging to any surfaces present and anchoring the blossom to a rock or tree trunk. Soultrappers prefer sunny and humid areas.

SPIDER, ACIDWEAVER

SIZE: Large (8 ft. wide)

MOVE: 30 ft., in web 120 ft.

ARMOR CLASS: 4

HIT DICE: 4+4

ATTACKS: 1

DAMAGE: 1-4

SPECIAL ATTACKS: See below

SPECIAL DEFENSES: None

MAGIC RESISTANCE: None

RARITY: Very rare

NO. ENCOUNTERED: 2-8

LAIR PROBABILITY: 75%

TREASURE: In Lair: 1-12k cp (20%), 1-6k sp (30%), 1-4k ep (10%), 1-6 gems (25%), 1-3 jewelry (20%), any 2 magic items (10%)

INTELLIGENCE: Low

ALIGNMENT: Chaotic evil

LEVEL/X.P.: 5 / 4,300 + 4/hp

General information: Besides a weak poisonous bite (save at +1), the acidweaver can trigger the release of a powerful acid from the webs it creates. Any creatures caught in the web during this process suffer 1-6 points of damage as the acid soaks into their flesh and begins breaking their tissues down. This damage persists for 2-5 rounds, or until the creature removes itself from the web. The damage continues for one round after the creature removes itself from the web, as the acid continues to burn the skin. This damage can be avoided by dousing the victim in one gallon of an alcoholic liquid, even one as weak as wine. It takes 1 round to break free from an acidweaver's web if a trapped creature has an 18 strength, 2 rounds with a 17 strength, and so forth.

Acidweavers are often employed as trap architects for dark elven cities. They lair in the tunnels leading to and from the cities, and they cloak vital areas of the tunnel in thick layers of webbing. While the dark elves travel through secret tunnels devoid of such defenses, those who stumble into the tunnels of the acidweaver are in for a rude shock, as the sticky strands become flesh-devouring acid that quickly reduces even the strongest of foes into quivering puddles of liquefied tissue and soggy bone.

The acidweaver is not a direct fighter. It prefers to use its webs to capture targets. Once captured, it then releases the acid held within the webs to destroy those it finds particularly dangerous. If the web and acid are not enough to finish a creature off, the acidweaver will normally retreat and search for allies to help it bring the intruders down, resorting to biting only as a last resort.

Languages: Acidweavers speak undercommon.

Physical description: Acidweavers look much like other giant spiders, though their bodies tend to be longer and thinner than their cousins. Their mandibles are slightly smaller as well. The only real hint of their more dangerous nature is the stench of ammonia that clings to them, detectable within 20 feet.

SPIDER, PRIMAL

SIZE: Large (12 ft. wide)
MOVE: 60 ft., in web 120 ft.
ARMOR CLASS: 0
HIT DICE: 8+4
ATTACKS: 1
DAMAGE: 2-12
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: 10% (and see below)
RARITY: Very rare
NO. ENCOUNTERED: 1-4
LAIR PROBABILITY: 35%
TREASURE: In Lair: 1-20k sp (10%), 1-12k ep (15%), 1-10k gp (40%), 100-800 pp (35%), 3-30 gems (20%), 1-10 jewelry (10%), any 3 magic items (50%), 1-4 phantasmal traveling spell books (50%), 1-4 phantasmal scrolls (50%)
INTELLIGENCE: Exceptional to genius
ALIGNMENT: Neutral evil
LEVEL/X.P.: 7 / 2,500 + 12/hp

General information: Primal spiders consider themselves the master arachnids. They believe they are the primogenitors of all other spiders. They are tyrannical, paranoid, hateful, despairing, and destructive. Other

creatures live to serve or as feed. They are always surrounded by such servants, and any arachnid of less than average intelligence obeys their every command without hesitation, as primal spiders know and speak the language of eight legs. This includes spiders, solifugae, scorpions, whip scorpions, mites, and ticks. A primal spider can control 300 HD of unintelligent arachnids, along with 30 HD of intelligent arachnids at a single time before some will start to wander off, unaffected by the spider's commands.

Primal spiders are hermaphrodites, and they hate one another with the vastness of the sea. Mating only happens after one spider defeats another in combat and impregnates the weaker. If the weaker survives and recovers, it lays 2-20 eggs in an egg sac it keeps attached to its body. Upon hatching, the parent spider eats all but the first four hatchlings. The hatchlings flee quickly and grow into full-sized primal spiders after 50 years. During the young stage they have 4 HD, but all other abilities are the same as an adult's. In addition to continuing the species, primal spiders can choose to create egg sacs, containing 2-20 of any type of arachnid, at will. These lesser creatures hatch in 2 weeks and are representative of their species in all ways.

Primal spiders combine the abilities of many different types of spiders. They can weave webs as complex and intricate as an orb weaver, they can hunt and jump like the tarantula they superficially resemble, but they mostly prefer to live in large underground complexes lined with silk and filled with servants and food. They have two poison types, which they can vary at will. One causes death and the other paralyzes



for 10 turns. Saves against a primal spider's poison are made at -2. The molt remains of a primal spider are desired by assassins throughout the world, as adding the charred remains increases the effectiveness of any poison, reducing saves against it by -2.

Primal spiders have darkvision to 120 ft. and possess excellent senses. They can detect hidden or invisible creatures within 50 ft., and they can instill the fear of death in all enemies within 50 ft. at will, acting much like the *fear* spell. Saving against spells negates this effect, but affected creatures flee as fast as possible from the primal spider for 8 rounds and have a base 50% chance of dropping any held items (reduced by 5% per level of the fleeing creature to a minimum of 5%). Creatures with greater than 6 HD save at +1 for every HD beyond 6. A creature that has successfully saved against the spider's fear is immune to that spider's fear for 24 hours.

Primal spiders use phantasmal magic at the 5th level of ability possessing four 1st, two 2nd, and one 3rd level spell per day. They enjoy collecting phantasmal spell books and scrolls, sending out their minions to acquire such when information concerning a local illusionist reaches them. Such acquisitions are hostile ones, of course. They are immune to illusion/phantasm magic and have 10% magic resistance to other magic.

Languages: Primal spiders speak common and the true language of eight legs.

Physical description: Primal spiders superficially resemble tarantulas in build. Their fur is black as pitch with tips pure white. When fully extended, they cover a diameter of 12 feet. They are capable of squeezing through small openings that a medium-sized humanoid could pass through without difficulty.

SPIDER, TIME

SIZE: Large (8 ft. wide)
MOVE: 30 ft., in web 120 ft.
ARMOR CLASS: 0
HIT DICE: 5+5
ATTACKS: 1
DAMAGE: 2-8
SPECIAL ATTACKS: Poison
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 90%
TREASURE: In Lair: 1-12k cp (20%), 1-6k sp (30%), 1-4k ep (10%), 1-6 gems (25%), 1-3 jewelry (20%), any 2 magic items (10%)
INTELLIGENCE: Low
ALIGNMENT: Neutral
LEVEL/X.P.: 5 / 400 + 6/hp

General information: Time spiders weave their webs using all four dimensions. A tunnel full of time spider webbing is usually empty, inhabiting the same space, but not the same time. A group of travelers passing through such a tunnel may find themselves ensnared when the web suddenly appears around them, sharing both space and time with the unfortunate prey. Their poison is strong and victims save at -2.

Time spiders layer and knot their webs to fill tunnels and caverns up to 20 feet in diameter. The webbing exists in the usual three spatial dimensions, and the spiders actively travel through the fourth dimension of time. The parts of the web that exist in space become sticky, making it strong and difficult to escape. The parts of the web that exist in time are not sticky. A time spider's web traps creatures within its area when it suddenly appears around them. It takes 2 rounds to break free from a web if a trapped creature has an 18 strength, plus 1 additional round for every point of strength less than 18. For example, a creature with a 10 strength takes 10 rounds to free itself.

Time spiders skip from second to second. This flicker effect explains the spiders' high armor class, but it makes it almost impossible for the creatures to hide or camouflage themselves. They tend to remain around corners or in cubby holes impossible to see but from a single location. It usually takes two rounds for a spider in its lair to move to a trapped creature.

Sages speculate that a phase spider consuming both a blink dog and a displacer beast within a short period has a chance of molting into a time spider. It is common to find blink dogs and displacer beasts in areas populated by time spiders.

Physical description: Time spiders look no different than very large giant spiders, except that they flicker in and out of the time stream.

STINGING WOODFLY

SIZE: Small (3 inches long)
MOVE: Flying 60 ft. (AA: level V)
ARMOR CLASS: 3
HIT DICE: 1 hit point
ATTACKS: 1
DAMAGE: 0
SPECIAL ATTACKS: Thorn
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Uncommon
NO. ENCOUNTERED: 2-20
LAIR PROBABILITY: 5%
TREASURE: None
INTELLIGENCE: None
ALIGNMENT: Neutral
LEVEL/X.P.: 1 / 12

General information: A stinging woodfly spends most of its life as a stationary weed, quietly growing in a sunny patch like any other weed. Upon reaching adulthood, usually around the middle of summer, the woodfly drops its flower and detaches itself from its stem. After a period of rest in which it grows a single, sharp thorn, it begins stealthily searching the woods for an animal. Once the stinging woodfly locates an animal or humanoid, it attempts to quietly land on the creature. It then carefully locates a suitable point to sting the animal with its thorn attack. If the woodfly is discovered or threatened, it usually tries to flee to a safe distance and hide until it can return unnoticed. After stinging, a woodfly struggles away and dies in two rounds.

The sting of a woodfly is quite painful, but causes no real damage. However, if the woodfly hits (attacking as a 2-HD monster), its thorn detaches and burrows deep into the flesh of the target. A creature must save against poison to reject the thorn or lose 1 point of constitution. During the next seven days, the thorn will swell into a spherical bump about the size of a walnut and attach itself to the nervous system of its host. After fourteen days, this bump becomes hard and woody. After two months, the woody cyst splits open and expels hundreds of soft, wispy seeds.

The bump is quite ugly, and if it is in a visible location on the body (face, hand, etc.) the creature loses 1 point of charisma during the gestation period. A *cure disease* spell cast within 24 hours will kill the thorn and prevent the bump from forming. Otherwise the bump and eventually the woody cyst will still form, requiring physical removal. This deals 1 hit point of damage to the victim if done before the bump attaches to the victim's nervous system. After that, removing the thorn is dangerous enough to require a system shock roll in addition to the damage. Failure indicates the victim dies of stress and pain.

Removing a thorn before it hatches restores the lost constitution to the victim, but after the seed has opened, the constitution loss is permanent. Once a woodfly stings, it dies within moments.

Physical description: The stinging woodfly is a tiny plant that appears to be an insect made from twigs and leaves. A typical stinging woodfly is about 3 inches long and weighs a few ounces.

STONESTRIDER

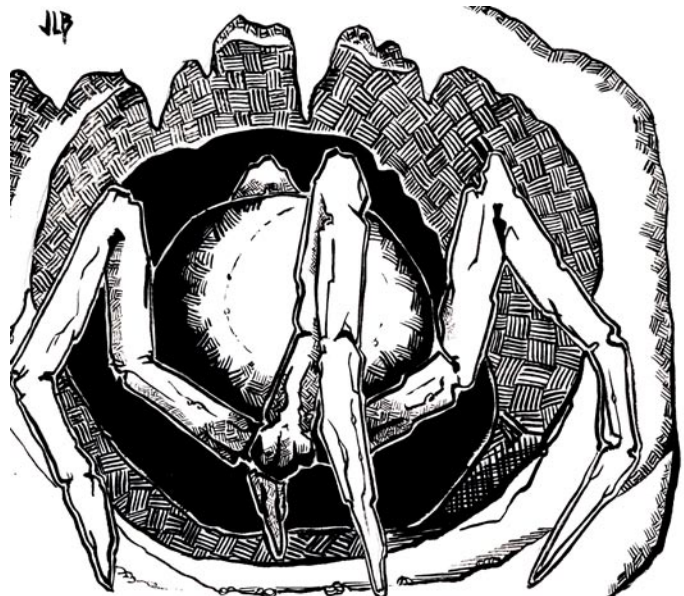
SIZE: Large (8 ft. wide)
MOVE: 30 ft.
ARMOR CLASS: 2
HIT DICE: 4
ATTACKS: 1
DAMAGE: 2-8

SPECIAL ATTACKS: Ethereal push
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 2-5
LAIR PROBABILITY: 5%
TREASURE: None
INTELLIGENCE: Semi
ALIGNMENT: Neutral
LEVEL/X.P.: 3 / 135 + 3/hp

General information: Stonestridders are unusual elementals that travel through the subterranean world, seldom attacking anything but fighting back if threatened. Any creature hit by one of the legs of a stonestrider, is pushed into the ethereal plane for 1-4 rounds, during which it is unable to interact with the material world. Stonestridders can move back and forth at will between the ethereal and material planes and, if greatly angered, a stonestrider may follow the target into the ethereal plane, where a hit from one of its legs causes triple damage.

Stonestridders get their name from their ability to move through stone as if it were not there, yet still treat it as a surface to rest their weight upon. This allows stonestridders unlimited directional movement underground, as hanging from ceilings is no different than standing on floors for these elementals. Stonestridders are occasionally used by elite dwarven cavalry. How these dwarven clans have "tamed" stonestridders is a closely guarded secret.

Stonestridders are not ridden like normal mounts but flow their semi-malleable bodies around a trusted rider. The stonestrider can initiate or end this ability in one round. While enveloped, the rider gains a +4 bonus to armor class. An attack that misses the rider within the margin provided by cover instead hits the stonestrider, provided that the attack roll is at least equal to the stonestridders armor class. The rider



must depend on the stonestrider for movement just as if riding a more conventional mount, but needs no saddle. When carrying a rider, stonestridders are unable to enter the ethereal plane. Stonestridders are often used to ferry messengers or undertake scouting missions through dangerous areas, especially those in danger of collapsing. When in combat, dwarves riding stonestridders try to meld into stone and wait for a chance to strike at the leader of their foes. They often set ambushes at strange angles, dropping on foes from above, appearing suddenly out of cliff faces or reaching up from a featureless cavern floor.

The stonestrider's strange legs allow it to navigate narrow areas as if it were a medium-sized creature (the approximate size of its ovoid body) in the rare instances when it cannot simply meld into stone or turn ethereal.

Languages: Stonestridders have a primitive telepathic ability, allowing them to communicate very limited concepts with any creature within 10 feet that has language. They have unusual minds, and any creature telepathically communicating for more than 2 turns becomes dumbfounded and unable to perform any actions for 5 rounds before regaining normal cognizance. Dwarves that continually ride stonestridders can double this duration and halve the consequences, but are inevitably considered "odd" by their peers - yet, some of the greatest dwarven leaps of genius come from those minds most touched by the unusual stonestridders.

Physical description: A stonestrider looks much like a four-legged stone spider with one featureless, ovoid body section. Although it can navigate in any direction with ease, it generally keeps the long axis of its body oriented "forward". A stonestrider has no head, mouth, or other appreciable features, although some specimens appear pitted and worn down. The top of a stonestrider's body stands about five feet off the ground, but its five-jointed legs arch up an additional foot or so.

STRANGLEBARK

SIZE: Large (20 ft. long)
MOVE: 30 ft.
ARMOR CLASS: 5
HIT DICE: 8
ATTACKS: 1
DAMAGE: 1-4
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARIETY: Rare
NO. ENCOUNTERED: 2-8
LAIR PROBABILITY: 90%

TREASURE: In Lair: 1-12k cp (20%), 1-6k sp (30%), 1-4k ep (10%), 1-6 gems (25%), 1-3 jewelry (20%), any 2 magic items (10%)
INTELLIGENCE: Animal
ALIGNMENT: Neutral
LEVEL/X.P.: 6 / 550 + 10/hp

General information: The stranglebark is a bizarre creature of stealth and surprise. Stranglebarks make their homes in forests and wooded areas, where their tree-like appearance gives them near invisibility (90% chance of being undetected). Stranglebarks wrap their bodies around the trunks of trees, blending in perfectly, and then lie in wait for unsuspecting forest creatures to walk by.

When prey comes within range, the stranglebark inverts its curve, springing out from its tree and engulfing its victim up to 30 feet away. The pocket created when a stranglebark curls up functions as its stomach, and acid can be secreted from the pores in its skin, allowing it to liquefy and absorb its food. Stranglebarks do not deliberately collect treasure, but they tend to stay in one area, so valuables often accumulate in the underbrush within their territories.

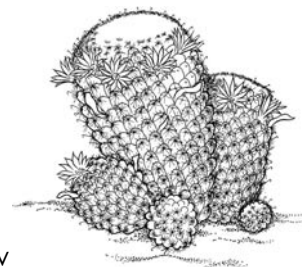
Those caught within a stranglebark suffer 1-4 points of acid damage per turn and risk suffocation within 6 rounds unless they can break free. A creature caught by a stranglebark cannot fight unless it had a short bladed weapon in hand when attacked. A successful bend bars by the victim breaks free, but may only be tried once.

Physical description: A stranglebark is a broad, nearly flat beast, with a thick bark-like hide and limbs.

Variants: Stranglebarks have learned to adapt to treeless environments, especially in deforested areas. Some have developed a stony look and wrap themselves around pillars in ruins or stalagmites in caverns. One particular variant stranglebark, often called the falspan, curls up like a log and lies across chasms. When creatures walk across, it drops them into the chasm to crash against the rocks below, while it glides down like a flying squirrel to devour them.

SUICIDE PLANT

SIZE: Large (10 ft. wide)
MOVE: 0 ft.
ARMOR CLASS: 0
HIT DICE: 4
ATTACKS: 0
DAMAGE: 0
SPECIAL ATTACKS: Pollen
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: 95%
RARIETY: Rare



NO. ENCOUNTERED: 1-4

LAIR PROBABILITY: 100%

TREASURE: In Lair: 6-48 cp (80%), 6-26 sp (80%), 4-24 ep (60%), 4-16 gp (50%), 2-12 pp (40%), 2-8 gems (30%), 2-5 jewelry (20%), 2 magic items or maps (10%), 200-800 gp worth of mundane equipment (armor, weapons, etc.)

INTELLIGENCE: None

ALIGNMENT: Neutral

LEVEL/X.P.: 4 / 190 + 3/hp

General information: A suicide plant (also known as brainweed) is a large flowering plant growing in arid deserts, plains, and hills. Strapped for water in their arid environments, suicide plants survive on the blood of living creatures. Although they have no means of mobility - once their tap root is in place they cannot uproot themselves - the suicide plant has one exceptional feature: the pollen of a suicide plant has strong psychoactive properties, compelling anyone inhaling it to spill their blood onto the brainweed's soil. The plant hides its tainted soil and past victims from viewers with small stone mounds or dirt and sand thrown up by its extensive root network. In times of scarcity, brainweeds will uncover their past victims in hopes of attracting scavengers who will shed their blood for the hungry plant. Covering and uncovering a victim takes several days, as the root network is extremely slow. In this manner, the terrain around suicide plants is often very rocky or covered with mounds that decrease in size as the bodies underneath naturally decompose.

Three times per day, a suicide plant can release a 30-foot-radius cloud of pollen. Any living creature possessing blood (generally only mammals) must succeed in a save against poison or be overcome by hallucinations. Those who succumb are compelled to lie prone next to the base of the suicide plant and cut open their veins, be that with dagger, sword, tooth, or

claw. The victim inflicts 1-6 hit points of damage per round, but feels no pain, only a tremendous sense of peace and happiness as its blood goes to feed its newly-discovered, kind and loving god. The effects of the pollen last for 2-8 rounds, after which the victim is unaffected by the same plant's pollen.

Suicide plants possess a large network of sensitive and slowly mobile roots close to the surface of the ground, and they can detect any creatures moving upon the earth out to 40 feet. They are often revered by desert tribes, and it is not unusual for the tribe's elderly, tired of the pains of age, to voluntarily submit to the plants, for these people consider the plants holy. Other tribes use suicide plants as a form of defense, planting them in bottleneck locations or around their villages in general. Some brave desert tribes actually harvest the deadly pollen using giant insects. The pollen is then collected and hurled as brainweed grenades (effects like above except victims simply drop to the ground and start bleeding themselves). Suicide pollen is also favored by intelligent undead that are immune to its effects such as mummies, vampires, and lichens.

Physical description: Suicide plants are almost indistinguishable from a multitude of other desert succulents, save for their size. The most common varieties are similar to mammillaria and famatimensis catci with many thick, two-foot-tall trunks, almost feathery sharp spines, and either a crown of pollen-rich flowers or large showy flowers. However, these are not the only types.

Variants: There are some suicide plants that provide visions of terror, as opposed to ones of peace and happiness. The few survivors report feeling like their blood was boiling while under the effects of the suicide plant's pollen. These plants are feared and sometimes viewed as the result of a god's wrath.



TEO-SELERAI - TROLL, SHRIEKING - TULGORTH

TEO-SELERAI

SIZE: Small (3-4 ft. tall)

MOVE: 240 ft., climbing 120 ft.

ARMOR CLASS: 6

HIT DICE: 5+1

ATTACKS: 6

DAMAGE: 1-4, 1-4, 1-4, 1-4, 1-3, 1-3

SPECIAL ATTACKS: See below

SPECIAL DEFENSES: See below

MAGIC RESISTANCE: Standard

RARITY: Very rare

NO. ENCOUNTERED: 4-16

LAIR PROBABILITY: 40%

TREASURE: Individual: 2-8 gp; In Lair: 1-8k cp (50%), 1-6k sp (25%), 1-4k ep (25%), 1-3k gp (25%), 1-8 gems (30%), 1-4 jewelry (20%), any 2 magic items (10%), 2-8 potions (40%)

INTELLIGENCE: Semi

ALIGNMENT: Chaotic evil

LEVEL/X.P.: 5 / 660 + 6/hp

General information: Teo-selerai are filthy, sadistic creatures that live underground, the mad creations

of powerful magic. Teo-selerai were once human, but were terribly altered by magic. They live in small groups in caves and rarely come above ground due to their intense hatred of light. They eat whatever they can find - usually fungi, bats, or fish from underground streams - and eagerly attack humanoids when given the chance, dragging explorers' corpses back to their lairs and feeding off them for days.

Teo-selerai are supernaturally fast and act as if permanently affected by a *haste* spell. This is already reflected in their statistics. A teo-selerai can climb sheer surfaces as though under a permanent *spider climb* spell. Neither of these two special abilities are subject to dispelling.

Teo-selerai prefer to observe their enemies from hiding before attacking, but always attack intelligent creatures who spot them. A teo-selerai's claws are considered as +1 magic weapons for damaging creatures only injured by magic. The bite of a teo-selerai deals 1-3 points of damage but also has a 50% chance of spreading a disease to the target that will be fatal in 2-5 weeks. After the first week, a diseased creature is weakened (-25% hp, -1 to all rolls) unless it succeeds at a system shock check, and it will remain in such a state unless a *cure disease* is cast. A successful system shock roll means the target body has thrown off the disease. Teo-selerai are immune to their own, and other teo-selerai's disease.

When the blood of a teo-selerai is spilled onto the ground through a single attack dealing 10 or more points of damage via a piercing or slashing weapon, the spilled blood transforms into 1-8 bats, 1-4 giant rats, or 1-2 large spiders (equal chance for each). These creatures, though hostile to the teo-selerai's attackers, are not under the teo-selerai's control and flee away after 1-4 rounds of combat against the creature that dealt the damage.

Abrupt exposure to bright light (such as sunlight or a daylight effect) blinds teo-selerai for one turn. Once vision is restored, they fight with a -2 to all rolls while still in the lighted area. Teo-selerai possess darkvision to 60 ft.

Languages: Teo-selerai are not known to possess any language skills. The only sound teo-selerai make is a throaty gurgle, produced when excited or anxious. However, it appears as if they can understand the simplest of common, even if they cannot speak it.

Physical description: Averaging between 3 and 4 feet tall, teo-selerai have mottled, greenish-brown skin, bulging black eyes, and six-fingered, clawed hands. Though capable of standing upright, teo-selerai move on all fours with supernatural grace and speed, magically clinging to cavern walls and ceilings.

TROLL, SHRIEKING

SIZE: Large (10 ft. tall)

MOVE: 120 ft.

ARMOR CLASS: 4

HIT DICE: 7+7

ATTACKS: 3

DAMAGE: 6-10, 6-10, 2-12

SPECIAL ATTACKS: See below

SPECIAL DEFENSES: Regeneration

MAGIC RESISTANCE: None

RARITY: Rare

NO. ENCOUNTERED: 1-12

LAIR PROBABILITY: 50%

TREASURE: In Lair: 1-10k cp (5%), 1-12k sp (15%), 1-6k ep (25%), 1-8k gp (25%), 1-12 gems (15%), 1-8 jewelry (10%), any 3 magic items + 1 scroll (25%)

INTELLIGENCE: Low

ALIGNMENT: Chaotic evil

LEVEL/X.P.: 7 / 1,250 + 10/hp

General information: This particularly fearsome breed of trolls is famous for its large size and wailing battle cry, which can terrify foes. Once per day a shrieking troll can let loose a wail that paralyzes all foes within 30 feet with terror unless a save against paralysis is successful. An affected foe is only able to defend for two rounds on a failed save, and is unable to move, rooted with fear.

Shrieking trolls are also capable of bursts of unusual speed. Once per day they can double their move



for 3 rounds. Shrieking trolls can attack up to three foes per round. After three rounds of combat their regeneration starts working, and they recover 3 hit points per round. They can only be killed by acid or fire, from which damage they heal at a normal rate. They can even reattach severed limbs, or the severed limbs can even fight on independently of the shrieking troll in a grisly and unearthly manner. Shrieking trolls have darkvision to 90 ft.

When not encountered with their brethren, individual shrieking trolls are often found leading packs of normal trolls

Languages: Shrieking trolls speak troll and hill giant.

Physical description: Shrieking trolls are of the same physical build as a normal trolls, but uniformly possess pale gray skin. Their hair is a shock of white, and their eyes seem to glow with an inner pale fire. Their hands are outsized with long talon-like claws.

TULGORTH

SIZE: Large (7 ft. tall)

MOVE: 90 ft.

ARMOR CLASS: 4

HIT DICE: 6

ATTACKS: 3

DAMAGE: 1-8, 1-8, 1-4

SPECIAL ATTACKS: Spores

SPECIAL DEFENSES: See below

MAGIC RESISTANCE: None

RARITY: Rare

NO. ENCOUNTERED: 1

LAIR PROBABILITY: 30%

TREASURE: In Lair: 1-12k cp (20%), 1-6k sp (30%), 1-4k ep (10%), 1-6 gems (25%), 1-3 jewelry (20%), any 2 magic items (10%)

INTELLIGENCE: Low

ALIGNMENT: Chaotic evil

LEVEL/X.P.: 5 / 300 + 6/hp

General information: Tulgorth feed on the earth itself, driving their back vines into the ground and draining the life from nearby plants, leaving only circles of blackened earth. As tulgorth mature and ingest more life, their color becomes duller and their skin even more bark-like. They hate (and are passionately hated by) treants.

Once per day, a tulgorth can expel a cloud of spores. All within 10 feet who fail a save against poison suffer 1-10 hit points of damage, as the spores quickly sprout and cover their skin in a stiff gray moss. This reduces dexterity and charisma by 4 points. A new save is made every day, and once successful, the moss sloughs off within a few hours.



Tulgorth can send their back vines into the earth during combat if they wish. Doing so increases their to hit and damage by +2 and allows the tulgorth to regenerate 3 hit points per round. While their vines are in the earth, tulgorth cannot move from their location. Although rooting can be done in one round, uprooting takes two.

The origin of the tulgorth is hotly debated among sages. The prevailing theory is that they are the remains of a treant's roots. Occasionally a treant will sleep for an extended period of time, sometimes decades, before reawaking and traveling on. During the process, the treant rips itself out of the ground, leaving behind a mass of roots. It is believed that what evil the treant has done is left behind in the roots during these periods of somnolence, and sometimes enough has been done that the roots themselves eventually gain sentience, infused with the evils washed away in cleansing sleep.

Languages: Tulgorth speak common, treant, and elven.

Physical description: An average tulgorth stands over 7 feet tall and weighs about 250 pounds. It is a lanky humanoid with limbs that easily resemble roots or naked branches. It has a flat head with eyes wide and white. A toothy maw centers the noseless face. Roots seem to dangle from the back of the creature, pulsating with a life almost their own.

UBEROUS GUARDIAN

SIZE: Large (varies)
 MOVE: Flying 240 ft. (AA: level VI)
 ARMOR CLASS: 7
 HIT DICE: 5+5
 ATTACKS: 1
 DAMAGE: 2 hit points
 SPECIAL ATTACKS: See below
 SPECIAL DEFENSES: See below
 MAGIC RESISTANCE: None
 RARITY: Rare
 NO. ENCOUNTERED: 1
 LAIR PROBABILITY: 100%
 TREASURE: See below
 INTELLIGENCE: None
 ALIGNMENT: Neutral
 LEVEL/X.P.: 5 / 400 + 6/hp

General information: Spontaneously formed from the dust gathered in a treasure room long lost to discovery, an uberous guardian is the spirit of a treasure chamber taken shape. They can travel no more than 100 feet from their lairs and only do so while in pursuit of potential raiders. Uberous guardians have no treasure of their own, but are only found guarding the treasures of others. Such treasure will contain at least one magic item.

Uberous guardians deal 2 hit points of damage per round to any creature that occupies the same space as the monster. Up to a 10 foot by 10 foot area can be considered for this effect. They are

immune to weapon damage and only suffer hit points of damage based upon the magical plus of a weapon. For example, a +3 dagger does 3 hit points of damage per hit, while a +1 longsword does 1. They are immune to any magics based upon perception or intelligence (such as charms), and they cannot be poisoned, *polymorphed*, diseased, or affected in any manner that requires a fleshy body. Uberous guardians are immune to fire and cold, and they only suffer half damage from lightning. They regenerate 1 hit point per two rounds.

Any item that is part of the treasure of an uberous guardian cannot be moved, teleported, or in any way affected by magic until the guardian is destroyed.

Uberous guardians have a focus through which they can be more easily harmed. This can take the shape of a brazier, table, statue, or some other item that may be considered the centerpiece of the treasure room. They are not always easily discernable, as the guardians will often keep them covered in dust. The object can only be harmed by magic weapons, but takes full damage from the blow, and that damage is transferred to the uberous guardian.

Physical description: Uberous guardians appear as nothing more than ancient dust and cobwebs until disturbed. They then rise as hazy clouds, assuming whatever shapes they desire, so long as the shape is no larger than 10 feet in any single dimension.



UMBRA SMOKE BEAST

	Arachnid	Darkhound	Draconis	Felinis	Fetch	Raptor	Serpens	Yarthkin
SIZE:	Medium	Large	Large	Large	Small	Medium	Large	Medium
MOVE:	30 ft. / climb 60 ft.	90 ft.	Fly 60 ft. [AA: VI]	120 ft.	90 ft.	10 ft. / fly 90 ft. [AA: IV]	60 ft.	60 ft.
ARMOR CLASS:	6	5	4	6	6	4	6	6
HIT DICE:	6	7	7	6	6	5	6	7
ATTACKS:	1	1	1	4 (1)	1	1	1	1
DAMAGE:	1-6	1-6	1-8	1-3 (x4) or 1-6	1	1-6	1-3	0
SPECIAL ATTACKS:	--- See below ---							
SPECIAL DEFENSES:	--- None ---							
MAGIC RESISTANCE:	--- None ---							
RARITY:	--- Rare ---							
NO. ENCOUNTERED:	1-4	1-4	1-3	1-3	1	1-3	1-3	1-3
LAIR PROBABILITY:	30%	60%	50%	80%	70%	80%	90%	40%
TREASURE:	--- None ---							
INTELLIGENCE:	Low	Low	Low	Very	Very	Low	Low	Low
ALIGNMENT:	--- Neutral evil ---							
LEVEL/X.P.:	5 / 350 + 6/hp	5 / 465 + 8/hp	5 / 465 + 8/hp	5 / 350 + 6/hp	5 / 350 + 6/hp	3 / 140 + 4/hp	5 / 350 + 6/hp	5 / 350 + 8/hp

In each description below is the name, general description, and innate powers of a type of umbra. Each umbra surprises at double chance when attacking in the darkness.

Arachnid: An arachnid umbra appears as a large spider of 5 feet span with glowing green eyes. The arachnid can inflict its opponent with venom that will cause the victim to slowly fade into a living shadow unless a save against death is made.

Darkhound: A darkhound appears as a large black dog the size of a calf, with a vaguely human face. The darkhound can track a target as a 9th level ranger. The darkhound aims for the throat of the victim in its attack; a successful attack can paralyze the victim for 2-8 rounds in addition to listed damage.

Draconis: The draconis appears as a small shadowy dragon of approximately 7 feet wingspan with and no legs. When at rest, it hangs from its long forked tail. The bite of the draconis forces the victim to make a

save vs. poison or suffer cold damage at 1-6 hit points per round for 1-4 rounds in addition to normal bite damage of 1-8.

Felinis: The felinis takes the form of a large cat standing about 10 hands high at the shoulder. The felinis leaps onto its opponent with all four paws. If all four attacks hit at the same time, the felinis may hold its opponent and viciously bite the victim's throat; a successful bite attack can paralyze the victim for 2-8 rounds in addition to listed damage.

Fetch: The fetch appears as a waifish human girl with large eyes. At first sight, the fetch will hypnotize her opponent unless he makes a successful save against spells. If the save fails, the victim is rooted in place for 1-8 rounds while the fetch overbears and kisses him. A fetch's kiss will suck the life out of her opponent at the rate of 1-6 hit points per round until the victim is dead or recovers from the paralysis. When overbearing, the fetch has an effective weight of 500 lbs.



Raptor: The raptor takes the form of a large vulture with a 5 feet wingspan. The raptor, upon attack, will attempt either to peck out the eyes of its opponent (1-3 on a d6) or puncture the throat (4-6 on a d6). Opponents can be blinded with an eye attack; each eye garners a separate attack.

Serpens Diabolus: The serpens diabolus takes the form of a large cobra approximately 12 feet in length and 1 foot in diameter. Besides its bite (which is poisonous), it may spit a separate poison that, if successfully landing in the eyes of the opponent, will force the victim to make a save against poison or be subjected to epileptic shaking for 1-8 rounds. During the shaking attack, the victim may not move, defend, or cast spells.

Yarthkin: The yarthkin appears as an earthy smelling shadow. It will attempt to envelop its opponent and smother him on a successful attack. Once enveloped, the victim must make a saving throw against death or lose 1 point of strength and dexterity per round. For some unknown reason, the yarthkin's attack does not affect dwarves.

UNDAL

SIZE: Large (10 ft. long)
MOVE: 150 ft.
ARMOR CLASS: 6
HIT DICE: 5
ATTACKS: 3
DAMAGE: 1-8, 1-8, 2-12
SPECIAL ATTACKS: Charge
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 5-20
LAIR PROBABILITY: 5%
TREASURE: None
INTELLIGENCE: Animal

ALIGNMENT: Neutral
LEVEL/X.P.: 3 / 155 + 4/hp

General information: Sometimes called the cattle of the deep, the undal is a large, peaceful, herbivore that grazes on mushrooms, mosses, and lichens. The noja have a long tradition of domesticating undals, using them for draft animals, food, and trade. Wild undals roam the deep and are highly prized for their thin but warm fur and their impressive horns. They are generally agreeable animals once domesticated, but wild undals can be unpredictable and dangerous.

Undals enter combat with a devastating charge dealing 4-24 hit point of damage plus 1-8 points of damage from their vicious thumb spikes as they trample over their target. Once close, they flair about with thumb spikes and horns.

Physical description: The undal is a large quadruped that roams subterranean lands in large herds. The most distinguishing characteristic of the undal is its majestic crown of horns. Unlike antlers, the undal's horns do not branch but grow from its head like hair. They have a very dense, but thin, coat. Usually white in color, some rare undal are coal black. They have sharp thumb spikes growing out of their ankles just above their long-toed feet.



VAMPIRE MOSS - VERMIN DOG - VOLLEY FLOWER - VORPA - VULTURE, GRIMDEATH

VAMPIRE MOSS

SIZE: Large (8 ft. wide)
MOVE: 20 ft.
ARMOR CLASS: 4
HIT DICE: 3
ATTACKS: 1
DAMAGE: 0
SPECIAL ATTACKS: Suck blood
SPECIAL DEFENSES: None

MAGIC RESISTANCE: Standard
RARITY: Rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 90%
TREASURE: None
INTELLIGENCE: None
ALIGNMENT: Neutral
LEVEL/X.P.: 3 / 125 + 2/hp

General information: Vampire moss usually drops upon unwary explorers, but it is capable of slow normal movement when necessary. When vampire moss attacks, its first attack is merely to attach itself to prey, which inflicts no damage. Subsequent attacks cause 1-4 hit points of damage automatically. In addition to inflicting damage from its blood drain, vampire moss has a chance to madden its victim. Every round in which a victim takes damage from vampire moss, he must also make a saving throw against poison. If the saving throw fails, the victim will use any weapon in hand to attack random targets nearby (other than the vampire moss). Once the saving throw has failed, no further saving throws are allowed. If there is no one for the victim to attack (within ten feet), the victim may attack the vampire moss even if he is in a maddened state.

Anyone covered with vampire moss can attack it normally or try to tear the moss away. Tearing the moss away takes 1-4 rounds, and the final round of tearing away causes 1-6 hit points of damage per round to the person covered with moss. Once the moss is torn away, it will need to make another successful attack to latch onto another victim.

A vampire moss attached to a victim is a fairly large target, but the GM may assign a small chance that the victim's allies might hit the victim while trying to kill the moss.

Physical description: Vampire moss is a dangerous subterranean hazard, a mass of vegetable substance that feeds upon red blood. It is a deep red color, but brightens upon feeding.

VERMIN DOG

SIZE: Small (3 ft. long)
MOVE: 20 ft.
ARMOR CLASS: 7
HIT DICE: 2+2
ATTACKS: 1
DAMAGE: 2-5
SPECIAL ATTACKS: Disease
SPECIAL DEFENSES: Immune to disease
MAGIC RESISTANCE: None
RARITY: Uncommon
NO. ENCOUNTERED: 2-20
LAIR PROBABILITY: 10%
TREASURE: In Lair: 1-12k cp (20%), 1-6k sp (30%), 1-4k ep (10%), 1-6 gems (25%), 1-3 jewelry (20%), Any 2 magic items (10%)
INTELLIGENCE: Semi
ALIGNMENT: Neutral
LEVEL/X.P.: 3 / 65 + 2/hp

General information: Vermin dogs are foul creatures that blend the worst of canines and rats. Like rats,

they are disease-carriers, and any creature bitten by one has a 10% chance per wound of contracting a serious disease (dependant on the result of a saving throw versus poison).

Social creatures, vermin dogs hunt in packs, and their constant squealing, high-pitched yapping, and hissing unsettle herbivores 50% of the time. They are not picky about their food, however, and will eat anything available, from fresh kills to grain and vegetables, and are happy enough to scavenge food in the form of carrion or waste.

Vermin dogs are excellent swimmers and can attack in water as well. This and their natural immunity to disease have allowed them to adapt to urban environments, where they inhabit sewer systems and emerge to plague the streets at night. Many cities place bounties on vermin dogs, offering as much as 5 gp per tail produced.

Physical description: Superficially, vermin dogs look like scrawny, ill-fed mongrels, but close inspection reveals something far more unsettling. Vermin dogs have protruding rat-like teeth; long, hairless rodent tails; malice-filled eyes; and an odious odor like that of fermented excrement.

VOLLEY FLOWER

SIZE: Small (3 ft. tall)
MOVE: 0 ft.
ARMOR CLASS: 9
HIT DICE: 1
ATTACKS: 1
DAMAGE: 1
SPECIAL ATTACKS: Pollination
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Uncommon
NO. ENCOUNTERED: 2-12
LAIR PROBABILITY: 100%
TREASURE: None
INTELLIGENCE: None
ALIGNMENT: Neutral
LEVEL/X.P.: 1 / 15 + 1/hp

General information: A volley flower is camouflaged exceptionally well, lifting its bloom and revealing its bright colors and its darts only when it senses the approach of a potential host creature; it surprises on a 1-4 on a 6-sided die. If it senses more than two targets, it fires one dart at each target (up to 3 darts per round). It always spreads its darts out among as many targets as possible during a battle, trying to hit every available target at least once. A volley flower typically has 12 darts available. Once these are expended it is defenseless until a day has passed, during which time it grows 1-4 new darts. The plant

continues to attack until all of its darts have been used. If any creature is struck by a dart from each of at least two different volley flowers, that creature becomes a possible host for pollination.

The pollen of a flower's dart is not poisonous by itself, but if the pollen from two separate volley flower plants enters the bloodstream of a creature, the resulting reaction as pollination occurs is highly toxic. Every time a creature is struck by a new flower plant after the first dart, it must make a save against poison. If the save fails, the creature becomes a host for volley flower seed pods. After just 1 hour, the infected creature is sickened—waxing feverish, sweating profusely, and experiencing severe stomach cramps. Each hour thereafter, the infected creature must make another poison save or lose 1 point of constitution. This dread contagion continues until pollination is halted by a successful save or the character dies. One day after death, the infected creature's stomach ruptures, and 4-12 young volley flowers begin to grow out of its abdomen. The pollination can be slowed by *slow poison* and halted by *neutralize poison* or *cure disease*. Oddly enough, a *bless* spell provides a +4 to the next save. Creatures immune to poison are also immune to volley flower pollination.

Volley flowers typically grow in small patches of up to a dozen flowers. However, some fields of two dozen or more have been found. Volley flowers can detect creatures within 50 feet through vibration.

Physical description: A volley flower is a bulbous plant bearing beautiful blue and yellow flowers, with a trumpet-shaped central crown. Within the blossom are several bright yellow stamens, from which it fires its deadly volley. Volley flowers are annuals, but rumors abound of a much larger perennial variety. They grow to heights of 3 feet tall, with exceptional specimens reaching 4 feet.

VORPA

SIZE: Medium (5 ft. long)
MOVE: 150 ft., flying 210 ft. (AA: level IV)
ARMOR CLASS: 6
HIT DICE: 4+4
ATTACKS: 3
DAMAGE: 1-8, 1-8, 1-4
SPECIAL ATTACKS: Poison
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 1-20
LAIR PROBABILITY: 35%
TREASURE: None
INTELLIGENCE: Animal
ALIGNMENT: Neutral
LEVEL/X.P.: 4 / 270 + 4/hp

General information: Vorpas can attack up to 3 opponents at the same time. The vorpa's poison is paralytic, and any creature failing a save against poison is paralyzed for 2-5 days. They take dead or incapacitated opponents back to their lairs as food for their unhatched young. Victims are typically eaten in 2-5 days.

Like scorpions, vorpas live in underground burrows that are, like wasps, communal in nature, housing the entire nest. Vorpas are aggressively territorial and overly protective of their lairs, attacking anyone or anything seen as a potential threat to the larvae kept deep inside their subterranean burrows. Vorpas are most common in tropical environments and are found on the plains and hills in some numbers. They should be considered Uncommon in such places. Although less common in tropical forests, they will sometimes experience a growth frenzy, resulting in hives that are twice normal size.

Physical description: Vorpas are a foul combination of giant wasp and giant scorpion. Their bodies mostly retain the scorpion's physiology with the addition of the giant wasp's wing structure. They have alternating stripes of yellow and brown along their segmented scorpion-like bodies.

VULTURE, GRIMDEATH

SIZE: Large (12 ft. wingspan)
MOVE: 30 ft., flying 270 ft. (AA: level IV)
ARMOR CLASS: 7
HIT DICE: 3
ATTACKS: 1
DAMAGE: 1-4
SPECIAL ATTACKS: None
SPECIAL DEFENSES: None
MAGIC RESISTANCE: None
RARITY: Very rare
NO. ENCOUNTERED: 2-12
LAIR PROBABILITY: 0%
TREASURE: None
INTELLIGENCE: Animal
ALIGNMENT: Neutral
LEVEL/X.P.: 3 / 125 + 2/hp



General information: Despite its terrible appearance, the most disturbing thing about a grimdeath vulture is its preternatural silence. It glides effortlessly for hours, riding thermal air currents without even the sound of a flapping feather in its wake. Legend claims that no victim of this silent terror ever had a chance to scream before succumbing to the infernal avian, and this is probably true, as grimdeath vultures permanently radiate *silence* in a 10-foot radius.

Grimdeath vultures are carnivorous scavengers. Although their dietary preference weighs heavily towards carrion, they hunt the weak and the infirm in leaner times. Although vicious to their prey, they are extremely close and communal with others of their own kind. Any group encountered is usually an extended family. They roost and eat together, aiding one another in ripping apart meat from carcasses.

What gives the grimdeath its name, however, is the ability to kill instantly. Once per week, the grimdeath may spread its wings and display the iridescent red plumage underneath to a selected victim. The magic of the plumage causes the victim to envision his worst fear, dying instantly unless a save against death is made.

Physical description: Grimdeath vultures are horribly ugly birds standing over four feet tall, with wingspans measuring just over 12 feet. Their bald heads are the color of blood, their eyes are black as coal, and their beaks are as hard as sharpened stone. Coarse black feathers cover the vulture's entire body, except for the insides of its wings, where blood-red iridescent feathers that seem to glow like lava are sheathed.



WAX DOPPELGANGER - WHITE FOAM - WODEWOSE - WYRDWOLF

WAX DOPPELGANGER

SIZE: Varies, typically medium (5-6 ft. tall)
MOVE: 120 ft.
ARMOR CLASS: 5
HIT DICE: 40 hit points
ATTACKS: 2
DAMAGE: 1-8, 1-8 or by weapon type
SPECIAL ATTACKS: See below
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: See below
RARITY: Very rare
NO. ENCOUNTERED: 1-4
LAIR PROBABILITY: 100%
TREASURE: In Lair: 1-12k sp (25%), 1-8k gp (25%), 1-12 gems (25%), 1-8 jewelry (25%), 3 magic items (25%)
INTELLIGENCE: Low
ALIGNMENT: Neutral
LEVEL/X.P.: 7 / 1380

General information: Wax doppelgangers are crafted by magic users and are designed to act as doubles or imposters. They are *slowed* by normal fire, while magical fire does damage as normal. Most other spells have no effect on wax doppelgangers and they can only be harmed by magical weapons - all others simply pass through its body, without adversely affecting the monsters. Non-magical piercing and slashing weapons have a 50% chance of becoming stuck within the creature's body, requiring a successful open doors roll to extract. Wax doppelgangers attack with their strong fists or with a weapon as 9-HD creatures.

Languages: Wax doppelgangers are able to speak and can flawlessly comprehend languages. They are able to use *ESP* and imitate with 90% accuracy.

Physical description: Wax doppelgangers can be made in the form of any humanoid creature from 4 to 8 feet tall. This makes them extremely valuable as infiltrators and spies. The transformation is not perfect, however. A wax doppelganger's skin remains pale and lifeless, and it forms a sweat-like sheen when warm. It cannot grow hair and so must rely upon wigs to complete its disguise.

A wax doppelganger is made in a mold, and most of the construction time is spent crafting this mold from wood. The wood alone costs 2,000 gp. The wax, of which there must be 300 pounds, is brought to a boil in a large cauldron (worth 100 gp) and then poured into the mold. The wax settles and hardens over a period of a month, during which time a complex magical ritual is employed to bring the wax doppelganger to life. To perform this ritual, a magic user must be 12th or higher level and employ the following spells: *limited wish*, *polymorph any object*, *ESP*, and *comprehend languages*. An additional 1,000 gp per hit point must be spent in materials, and 1 month of time is required for the construction of a wax doppelganger.

WHITE FOAM

SIZE: Medium (varies)
MOVE: 5 ft., swimming 10 ft.
ARMOR CLASS: 8
HIT DICE: 2 + 1
ATTACKS: 1
DAMAGE: 1-4
SPECIAL ATTACKS: Paralysis
SPECIAL DEFENSES: Half damage from piercing attacks
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 2-8
LAIR PROBABILITY: 60%
TREASURE: In Lair: 1-4k cp (25%), 1-3k sp (20%)
INTELLIGENCE: Animal
ALIGNMENT: Lawful evil
LEVEL/X.P.: 2 / 50 + 2/hp

General information: White foam's preferred method of attack is to lie passively on the water's surface and wait for prey to happen nearby. It will willingly allow other creatures to pass through it in hopes of attaining food through its paralysis ability, and in this manner white foam surprises prey on a 1-4 (on a d6). The foam, however, is not beyond striking at prey close nearby (with only a 1-3 chance to surprise).

White foam takes half damage from piercing attacks. Any creature hit by white foam takes 1-4 points of damage from its acidic secretions and becomes paralyzed unless a successful save against paralysis is made. Once a creature is struck and paralyzed, the foam will move over it and use its acid to fully digest the creature, dealing 2-8 points of damage per round against an immobilized foe. White foam can eat through wood quickly (1 inch per turn), but has little effect upon metal. Leather is quickly digested, and if a creature wearing leather armor is damaged by white foam, the AC of the armor is reduced by 1 per hit. After three such hits, the armor is damaged beyond repair.

Any creature consumed by white foam is utterly destroyed and adds slightly to its mass. Once it has consumed enough prey (roughly equal to 100 small-sized creatures), it divides into three creatures, each on the small end of medium-sized. White foam that is allowed to continue its growth can destroy a river's ecosystem before too long. Luckily, a white foam that wanders into real rapids can be easily disrupted. Water flowing at greater than a few miles per hour will break it up into smaller sections, thus killing it. Given the creature's slow swim speed, this is a major threat to it. Likewise, a white foam needs to be constantly in contact with a large amount of water. If it leaves the water for any reason, it takes 1-6 hit points of damage per round. White foam can typically be found in slow-moving rivers and streams, but it can also be found

on the shorelines of seas and oceans, particularly in the area around a river's outlet to the sea.

Physical description: White foam appears as normal foam, like that found in the rapids of a river. It is frothy and white, floats lightly upon the water, and is almost completely indistinguishable from water foam. White foam occupies roughly 25 square feet on top of the water's surface and weighs almost nothing.

WODEWOSE

SIZE: Large (9 ft. tall)
MOVE: 150 ft.
ARMOR CLASS: 6
HIT DICE: 6+4
ATTACKS: 1
DAMAGE: 2-12
SPECIAL ATTACKS: Strength drain
SPECIAL DEFENSES: Tree merge
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 1-4
LAIR PROBABILITY: 25%
TREASURE: In Lair: 1-12k cp (20%), 1-6k sp (30%), 1-4k ep (10%), 1-6 gems (25%), 1-3 jewelry (20%), any 2 magic items (10%)
INTELLIGENCE: Low
ALIGNMENT: Neutral
LEVEL/X.P.: 5 / 465 + 8/hp

General information: Wodewoses are primal defenders of the forest. They spend most of their lives hidden deep within the woodland and are seen only rarely. They favor sacred groves as homes but can be found in any forest. Wodewoses are relatively peaceful creatures and will not attack without warning. A wodewose whose home forest is being damaged, or even severely disturbed, will first attempt to intimidate the intruders with a great howl and a display of its monstrous club. If the interlopers do not immediately apologize and begin to leave the forest, the wodewose will become angered. An angered wodewose will attack the largest or strongest looking opponent, striking it with ferocity.

Any hit by a wodewose's club may result in a lost point of strength unless a save against spells is made. Losses are cumulative and are regained at the rate of 1 point per day of complete rest.

Over a period of two rounds, a wodewose in a forest may simply fade away into the nearest tree, merging its essence with the entire woodland. During this merging period it cannot attack or move. Nothing short of destroying the entire forest can injure the wodewose when it is in its merged state. It is able to regenerate damage while merged at a rate of 1 hit point per round and may not re-emerge until fully

regenerated. Re-emerging also takes two rounds, with the wodwose appearing from any tree in its home forest. Again, during this period the wodwose cannot attack or move.

Languages: Although wodwoses cannot speak, they are highly empathic and can easily understand the feelings and attitudes of other creatures that attempt to communicate with them.

Physical description: Wodwoses are around 10 feet tall but hunch down, somewhat like apes, reducing their overall height. They are covered in green grass-like and leaf-like hair and thick, greenish-brown, bark-like skin.

WYRDWOLF

SIZE: Large (9 ft. long)
MOVE: 180 ft.
ARMOR CLASS: 5
HIT DICE: 6
ATTACKS: 3
DAMAGE: 1-2, 1-2, 2-8
SPECIAL ATTACKS: Strobe
SPECIAL DEFENSES: None
MAGIC RESISTANCE: 10%

RARITY: Rare
NO. ENCOUNTERED: 2-8
LAIR PROBABILITY: 5%
TREASURE: None
INTELLIGENCE: Semi
ALIGNMENT: Neutral
LEVEL/X.P.: 4 / 230 + 6/hp

General information: The wyrdwolf is a fierce pack hunter in the subterranean realm. A wyrdwolf has small claws and a jaw full of sharp fangs, but is most notable for its glowing eyes. Although rarely encountered, wyrdwolves have an unsavory reputation among underground dwellers, as they tend towards belligerent and aggressive behavior. Wyrdwolves possess darkvision to 60 ft.

A wyrdwolf attacks with savage biting and clawing. It will usually begin combat with its strobe gaze attack, hoping to disorient foes to make it easier to rip them to shreds. All creatures within 40 feet of a strobing wyrdwolf must make a save against spells or be blinded for 2-5 rounds.

Physical description: Wyrdwolves are 9-foot-long canine-like predators. They have glossy black coats of warm fur that cover thick, leathery, bone-white skin. They have small claws and glowing yellow eyes.

Thus ends this tome.



APPENDIX A: NEW MAGIC ITEMS RELATED TO MONSTERS IN THIS TOME

Codex of the engraved: This collection of garishly colored pictograms provides 400 step-by-step instructions on the creation of an engraved. There are no written instructions. A codex of the engraved is rarely bound and typically composed of a single long sheet folded accordion-style.

Only a cleric or druid of at least 8th level can see all 400 instructions; all others see only 350. Those who can see all the instructions can follow them at the cost of procuring a large, solid stone block of exceptional quality worth at least 4,000 gp and weighing at least 1 ton. Carving and performing the proper rituals take a full, uninterrupted month. A single codex can create up to two engraved per year, at the cost of one charge per engraved.

It takes at least a 12th level cleric or druid to create a codex of the engraved. A newly created codex contains enough puissance to create 4-8 engraved; found codices usually have 1-4 charges left. Creating a codex of the engraved takes a full, uninterrupted year. **Experience Point Value:** 2,000 **G.P. Value:** 20,000.

Inscriber tome: A typical inscriber tome weighs about 8 pounds and is slightly smaller than a human torso. The text is written in the inscriber's native language, and its style is confusing and opaque at best. Nonetheless, an inscriber tome is an extremely comprehensive and

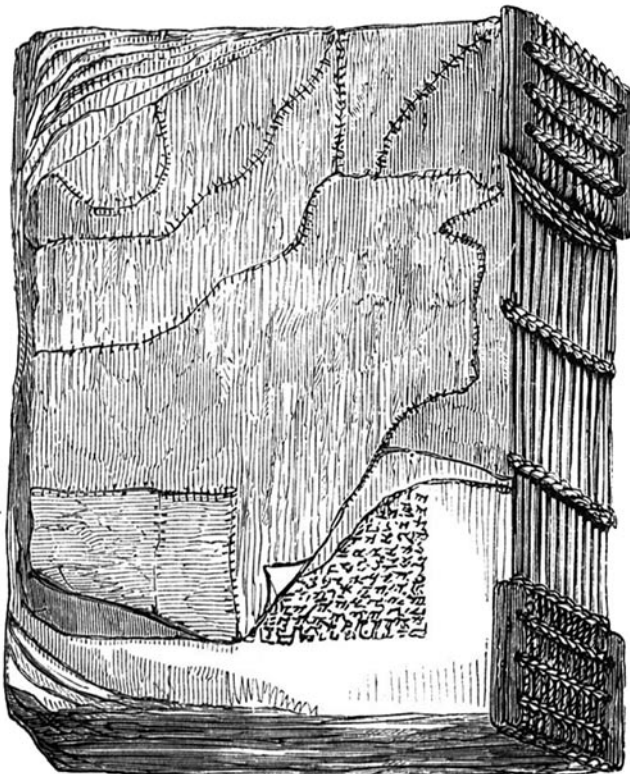
valuable resource on a randomly determined subject. A creature using an inscriber tome for research must make an intelligence check on 4d6 to understand enough of the text to find useful information, even if they understand the inscriber's language. If the text is understood, it allows the reader to treat the subject matter as a minor field of study. Inscribers will fight to the death to protect their tomes and will abandon all else to recover them. **Experience Point Value:** 500 **G. P. Value:** 3,000.

Lesser sword of sharpness: On a natural 20, this weapon has a 50% chance to sever a limb. It is treated as +2 for determining who can be hit, but only possesses a +1 bonus to hit and damage. The light from a lesser sword of sharpness can be adjusted by its wielder, ranging from none to a 5 foot circle of candlelight illumination. **Experience Point Value:** 2,000 **G.P. Value:** 10,000.

Mirror shard: When a dark voyeur is finally laid to rest, the shards of its mirror are infused with the appreciation of the spirit finally set free. One of the shards of its linked mirror becomes magical, a mirror shard. The possessor of a mirror shard can activate it five times before it shatters, becoming mundane once more. Once activated, the shard creates multiple copies of its possessor, mimicking the *mirror image* spell. **Experience Point Value:** 500 **G. P. Value:** 3,000.

Shadow short sword: Erroneously named after the shadow's strength drain, a shadow short sword is sometimes found in the hands of a black skeleton. A shadow short sword is a +1 short sword that drains 1 point of strength from any living creature it hits if the target fails a save against spells. This drain is temporary and returns at the rate of 1 point per day. In the hands of a black skeleton, this drain is in addition to the skeleton's drain. The blades of shadow short swords have flaky carbon deposits throughout their length, as if they have survived a strong fire. **Experience Point Value:** 600 **G. P. Value:** 3,000.

Thighbone flute: The thighbone flute is an unusual item found in the possession of some bone sovereigns. In the skeletal hands of their owners, they can be blown to produce an *irresistible dance* effect (as the spell) once per day. In the hands of any other creature, the effects of a thighbone flute are not so powerful, but still beneficial. Once per day, the user can produce a short tune whose effect mimics the *charm person* spell. The possessor of a thighbone flute can only have 5 creatures charmed at a single time. **Experience Point Value:** 1,000 **G. P. Value:** 5,000.



APPENDIX B: MONSTERS BY LEVEL

LEVEL I

Delusion Hummer
Fluttering Ooze
Shadowcap
Slithervine
Stinging Woodfly
Volley Flower

LEVEL II

Acanopyornis
Addlevetch
Blood Bowler
Blood Worm
Bogwing
Cadaver
Ceilidh Horror
Faceless One (1HD to 2HD)
Haemovoid
Heliokarabos
Hold Creeper
Snail Man
White Foam

LEVEL III

Autumnal Mourner
Barathelar
Brine Crust
Coblynau
Droth'Yar
Epicurean
Faceless One (3HD)
Furrower
Greenfeeder
Lasso
Mus Maximus
Oakman
Phase Stallion
Puddle Stalker
Sabulous Husk
Scorpion Swarm
Seeder
Skyshark
Soultrapper
Stonestrider
Umbra Smoke Beast (5HD)
Undal
Vampire Moss
Vermin Dog
Vulture, Grimdeath

LEVEL IV

Blight Belcher
Bog Beast
Bone Sovereign
Brainlock Mold (Spider)
Dark Voyeur
Dryad, Treelost
Faceless One (4HD)

Foul Spawner
Ganyadi
Gray Lady
Haze Horror
Heartless
Hydracnid
Klorthack Spine
Latch Frog
Mus Maximus (Visionary)
Noja
Nokker
Quisloi
Rope Horror
Shrieking Savage
Silent Reaper
Suicide Plant
Umbra Smoke Beast (6HD or 7HD)
Vorpa
Wyrdwolf

LEVEL V

Cave Hermit
Clamor
Gargoyle, Madsome
Groundling
Hearth Horror
Hellscorn
Inscriber
Jellyhive
Lostling
Magpine
Pallemon
Rumble Lizard
Scorpion, Giant Black
Skeleton, Black
Skresh
Slavering Mouter
Spider, Acidweaver
Spider, Time
Teo-Selerai
Tulgorth
Uberous Guardian
Wodewose

LEVEL VI

Aculean
Arcanoplasm
Avatar of Famine
Bull of Heaven
Canopy Kraken
Dragon, Amohaji
Fool's Dragon
Giant, Nephilim
Giant, Wood
Hag, Blood
Harmoai
Hydramnion
Myrccloud

Naga, Blood
Snake, Crown Coiler
Stranglebark

LEVEL VII

Blessed Ring
Dark Woodsman
Engraved
Erolth
Fungal Render
Gehzin
Ghoulfruit Tree
Giant, Sea
Golem, Labyrinthine
Golem, Resin
Golem, Wax
Hag, Doom
Hephaestan
Maliganti
Marloc
Marshlight Ooze
Naga, Molt
Neverlasting
Noctuar
Oathbroken
Otyugh, Corrupted
Prism Ward
Quickgrass
Rancid
Shadow Lord
Snake, Ice Glare
Spider, Primal
Troll, Shrieking
Wax Doppelganger

LEVEL VIII

Avmar
Blackwater Slough
Giant, Rime
Golem, Dragonship
Golem, Ioun
Harbinger
Kingmaker Swan
Quickener

LEVEL IX

Astral Web
Deadwood (18HD)
Golem, Furnace

LEVEL X

Deadwood (27HD or 36HD)
Dioctopus
Elemental Prince, Water
Golem, Amalgam
Herald of Armageddon

APPENDIX C: MONSTERS BY RARITY

Common

Heliokarabos
Scorpion, Giant Black (cold)

Uncommon

Acanopyornis
Addlevetch
Autumnal Mourner
Delusion Hummer
Fluttering Ooze
Fool's Dragon
Haze Horror
Naga, Blood
Puddle Stalker
Scorpion, Giant Black (non-cold)
Snake, Crown Coiler
Stinging Woodfly
Vermin Dog
Volley Flower
Vorpa (tropical hills and plains)

Rare

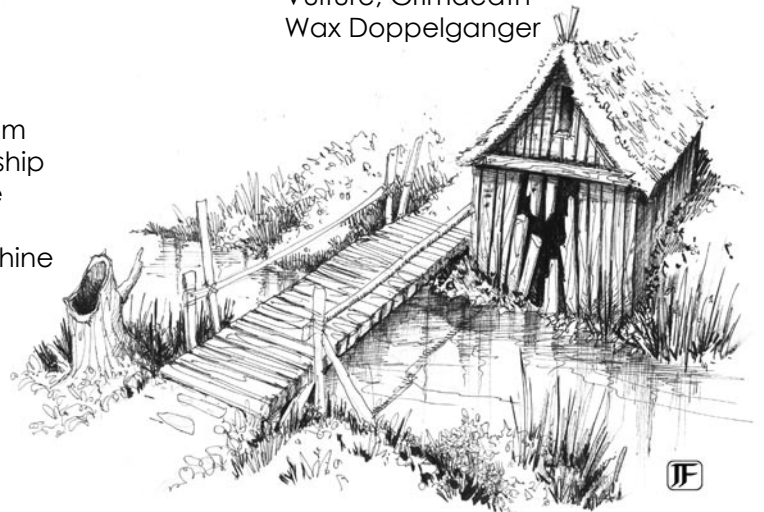
Blight Belcher
Blood Bowler
Blood Worm
Bog Beast
Bogwing
Brainlock Mold (Spider)
Ceilidh Horror
Droth'Yar
Epicurean
Furrower
Gargoyle, Madsome
Gehzin
Giant, Nephilim
Giant, Sea
Giant, Wood
Greenfeeder
Groundling
Hellscorn
Hydramnion
Latch Frog
Lostling
Magpine
Marshlight Ooze
Naga, Molt
Quickgrass
Quisloi
Rancid
Rumble Lizard
Sabulous Husk
Scorpion Swarm
Shadowcap
Skeleton, Black
Slithervine
Snail Man
Snake, Ice Glare

Stranglebark
Suicide Plant
Troll, Shrieking
Tulgorth
Uberous Guardian
Umbra Smoke Beast
Undal
Vampire Moss
Vorpa (non-tropical)
White Foam
Wodewose
Wyrdwolf

Very Rare

Aculean
Arcanoplasm
Astral Web
Avatar of Famine
Avmar
Barathelar
Blackwater Slough
Blessed Ring
Bone Sovereign
Brine Crust
Bull of Heaven
Cadaver
Canopy Kraken
Cave Hermit
Clamor
Coblynau
Dark Voyeur
Dark Woodsman
Deadwood
Dioctopus
Dragon, Amohaji
Dryad, Treelost
Elemental Prince, Water
Engraved
Erolth
Faceless One
Foul Spawner
Fungal Render
Ganyadi
Ghoulfruit Tree
Giant, Rime
Golem, Amalgam
Golem, Dragonship
Golem, Furnace
Golem, Ioun
Golem, Labyrinthine
Golem, Resin
Golem, Wax
Gray Lady
Haemovoriid
Hag, Blood
Hag, Doom
Harbinger

Harmoai
Hearth Horror
Heartless
Hephaestan
Herald of Armageddon
Hold Creeper
Hydracnid
Inscriber
Jellyhive
Kingmaker Swan
Klorthack Spine
Lassoo
Maliganti
Marloc
Mus Maximus
Myrcloud
Neverlasting
Noctuar
Noja
Nokker
Oakman
Oathbroken
Otyugh, Corrupted
Pallemon
Phase Stallion
Prism Ward
Quickener
Rope Horror
Seeder
Shadow Lord
Shrieking Savage
Silent Reaper
Skresh
Skyshark
Slavering Moulder
Soultrapper
Spider, Acidweaver
Spider, Primal
Spider, Time
Stonestrider
Teo-Selerai
Vulture, Grimdeath
Wax Doppelganger



APPENDIX D: MONSTERS BY TERRAIN TYPE

Underground or Ruin

Arcanoplasm
Astral Web
Avatar of Famine
Avmar
Bogwing
Bone Sovereign
Brainlock Mold (Spider)
Cadaver
Cave Hermit
Coblynau
Dark Voyer
Engraved
Erolth
Faceless One
Fluttering Ooze
Fungal Render
Furrower
Gargoyle, Madsome
Golem, Amalgam
Golem, Furnace
Golem, Ioun
Golem, Labyrinthine
Golem, Resin
Golem, Wax
Groundling
Haemovoid
Harbinger
Hearth Horror
Heliokarabos
Hephaestan
Hold Creeper
Hydracnid
Inscriber
Jellyhive
Lassoo
Maliganti
Marloc
Mus Maximus
Naga, Blood
Naga, Molt
Neverlasting
Noctuar
Noja
Nokker
Oathbroken
Otyugh, Corrupted
Pallemon
Prism Ward
Quickener
Rancid
Rope Horror
Sabulous Husk
Shadow Lord
Shadowcap
Silent Reaper
Skeleton, Black
Slavering Mouter
Slithervine
Spider, Acidweaver
Spider, Primal
Spider, Time
Stonestrider

Teo-Selera
Troll, Shrieking
Tulgorth
Uberous Guardian
Umbra Smoke Beast
Undal
Vampire Moss
Vermin Dog
Wax Doppelganger
Wyrdwolf

Cold Wilderness

Mountains

Blessed Ring
Blood Bowler
Cadaver
Dragon, Amohaji
Fool's Dragon
Gargoyle, Madsome
Giant, Rime
Hag, Blood
Hag, Doom
Lostling
Oathbroken
Skyshark
Snail Man
Snake, Ice Glare
Troll, Shrieking

Hill and Rough

Blessed Ring
Blood Bowler
Cadaver
Ceilidh Horror
Dragon, Amohaji
Droth'Yar
Fool's Dragon
Gargoyle, Madsome
Giant, Rime
Hag, Blood
Hag, Doom
Lostling
Oathbroken
Skyshark
Snail Man
Snake, Ice Glare
Troll, Shrieking
Vermin Dog

Forest

Blessed Ring
Cadaver
Ceilidh Horror
Dark Woodsman
Fool's Dragon
Ganyadi
Giant, Wood
Golem, Resin
Greenfeeder
Hag, Blood
Hag, Doom

Lostling
Magpine
Naga, Blood
Oathbroken
Shadowcap
Snail Man
Snake, Ice Glare
Spider, Primal
Stinging Woodfly
Stranglebark
Troll, Shrieking
Tulgorth
Vermin Dog
Wodewose

Swamp and Marsh

Blackwater Slough
Blessed Ring
Bog Beast
Bogwing
Cadaver
Delusion Hummer
Fool's Dragon
Furrower
Greenfeeder
Hag, Blood
Hag, Doom
Lostling
Marshlight Ooze
Naga, Molt
Puddle Stalker
Shadowcap
Snail Man
Snake, Ice Glare
Troll, Shrieking
Vermin Dog

Plain and Scrub

Blessed Ring
Cadaver
Ceilidh Horror
Droth'Yar
Fool's Dragon
Greenfeeder
Hag, Blood
Hag, Doom
Lostling
Oathbroken
Snake, Ice Glare
Stinging Woodfly

Desert

Addlevetch
Cadaver
Fool's Dragon
Hag, Blood
Hag, Doom
Harmoai
Lostling
Oathbroken
Scorpion, Giant Black
Scorpion Swarm
Snake, Ice Glare

Cold Civilized

Mountains

Barathelar
Blood Bowler
Cadaver
Dragon, Amohaji
Giant, Nephilim
Hellscorn
Herald of Armageddon

Hill and Rough

Barathelar
Blood Bowler
Cadaver
Droth'Yar
Giant, Nephilim
Gray Lady
Hellscorn
Herald of Armageddon
Vermin Dog

Forest

Barathelar
Cadaver
Dark Woodsman
Ganyadi
Giant, Nephilim
Giant, Wood
Gray Lady
Greenfeeder
Hellscorn
Herald of Armageddon
Magpine
Naga, Blood
Shadowcap
Stinging Woodfly
Vermin Dog

Swamp and Marsh

Barathelar
Bog Beast
Bogwing
Cadaver
Delusion Hummer
Furrower
Giant, Nephilim
Gray Lady
Greenfeeder
Hellscorn
Herald of Armageddon
Marshlight Ooze
Naga, Molt
Puddle Stalker
Shadowcap
Vermin Dog

Plain and Scrub

Barathelar
Cadaver
Droth'Yar
Giant, Nephilim
Gray Lady

Greenfeeder
Hellscorn
Herald of Armageddon
Kingmaker Swan
Stinging Woodfly

Desert

Addlevetch
Barathelar
Cadaver
Giant, Nephilim
Gray Lady
Hellscorn
Herald of Armageddon

Temperate Wilderness

Mountains

Blessed Ring
Blood Bowler
Bull of Heaven
Cadaver
Dragon, Amohaji
Fool's Dragon
Gargoyle, Madsome
Hag, Blood
Hag, Doom
Lostling
Oathbroken
Skyshark
Snail Man
Spider, Primal
Troll, Shrieking
Volley Flower
Vulture, Grimdeath

Hill and Rough

Blessed Ring
Blood Bowler
Bull of Heaven
Cadaver
Ceilidh Horror
Dragon, Amohaji
Droth'Yar
Fool's Dragon
Gargoyle, Madsome
Hag, Blood
Hag, Doom
Lostling
Mus Maximus
Oathbroken
Shrieking Savage
Skyshark
Snail Man
Soultrapper
Spider, Primal
Troll, Shrieking
Vermin Dog
Volley Flower
Vorpa
Vulture, Grimdeath

Forest

Autumnal Mourner
Blessed Ring
Cadaver
Ceilidh Horror
Dark Woodsman
Deadwood
Dryad, Treelost
Epicurean
Fool's Dragon
Fungal Render
Ganyadi
Giant, Wood
Golem, Resin
Greenfeeder
Haemovoid
Hag, Blood
Hag, Doom
Latch Frog
Lostling
Magpine
Mus Maximus
Naga, Blood
Neverlasting
Oakman
Oathbroken
Shadowcap
Shrieking Savage
Slithervine
Snail Man
Snake, Crown Coiler
Soultrapper
Spider, Primal
Spider, Time
Stranglebark
Stinging Woodfly
Troll, Shrieking
Tulgorth
Vermin Dog
Volley Flower
Vulture, Grimdeath
Wodewose

Swamp and Marsh

Blackwater Slough
Blessed Ring
Bog Beast
Bogwing
Cadaver
Delusion Hummer
Fool's Dragon
Furrower
Greenfeeder
Hag, Blood
Hag, Doom
Latch Frog
Lostling
Marshlight Ooze
Naga, Molt
Otyugh, Corrupted
Puddle Stalker
Quisloi
Shadowcap
Skresh
Slithervine
Snail Man

Spider, Primal
Troll, Shrieking
Vermin Dog
Vulture, Grimdeath

Plain and Scrub

Blessed Ring
Bull of Heaven
Cadaver
Ceilidh Horror
Droth'Yar
Fool's Dragon
Greenfeeder
Groundling
Hag, Blood
Hag, Doom
Lostling
Mus Maximus
Oathbroken
Phase Stallion
Quickgrass
Shadowcap
Slithervine
Soultrapper
Spider, Primal
Stinging Woodfly
Volley Flower
Vorpa
Vulture, Grimdeath

Desert

Aculean
Blood Worm
Cadaver
Fool's Dragon
Hag, Blood
Hag, Doom
Harmoai
Lostling
Oathbroken
Sabulous Husk
Scorpion, Giant Black
Scorpion Swarm
Suicide Plant
Vulture, Grimdeath

Temperate Civilized

Mountains

Barathelar
Blood Bowler
Bull of Heaven
Cadaver
Clamor
Dragon, Amohaji
Giant, Nephilim
Hellscorn
Herald of Armageddon
Volley Flower

Hill and Rough

Barathelar
Blood Bowler
Bull of Heaven

Cadaver
Clamor
Droth'Yar
Giant, Nephilim
Gray Lady
Hellscorn
Herald of Armageddon
Mus Maximus
Vermin Dog
Volley Flower
Vorpa

Forest

Autumnal Mourner
Barathelar
Cadaver
Clamor
Dark Woodsman
Dryad, Treelost
Epicurean
Ganyadi
Giant, Nephilim
Giant, Wood
Gray Lady
Greenfeeder
Haemovoid
Hellscorn
Herald of Armageddon
Magpine
Mus Maximus
Naga, Blood
Oakman
Shadowcap
Slithervine
Stinging Woodfly
Vermin Dog
Volley Flower

Swamp and Marsh

Barathelar
Bog Beast
Bogwing
Cadaver
Clamor
Delusion Hummer
Furrower
Giant, Nephilim
Gray Lady
Greenfeeder
Hellscorn
Herald of Armageddon
Marshlight Ooze
Naga, Molt
Otyugh, Corrupted
Puddle Stalker
Shadowcap
Slithervine
Vermin Dog

Plain and Scrub

Barathelar
Bull of Heaven
Cadaver
Clamor
Droth'Yar
Giant, Nephilim

Gray Lady
Greenfeeder
Groundling
Hellscorn
Herald of Armageddon
Kingmaker Swan
Mus Maximus
Quickgrass
Shadowcap
Slithervine
Stinging Woodfly
Volley Flower
Vorpa

Desert

Acanopyornis
Barathelar
Blood Worm
Cadaver
Clamor
Giant, Nephilim
Gray Lady
Hellscorn
Herald of Armageddon
Sabulous Husk
Suicide Plant

Tropical or Subtropical Wilderness

Mountains

Blessed Ring
Blood Bowler
Bull of Heaven
Cadaver
Dragon, Amohaji
Engraved
Fool's Dragon
Gargoyle, Madsome
Hag, Blood
Hag, Doom
Haze Horror
Lostling
Oathbroken
Skyshark
Snail Man
Spider, Primal
Troll, Shrieking
Volley Flower
Vulture, Grimdeath

Hill and Rough

Blessed Ring
Blood Bowler
Bull of Heaven
Cadaver
Dragon, Amohaji
Droth'Yar
Engraved
Fool's Dragon
Gargoyle, Madsome
Gray Lady
Hag, Blood
Hag, Doom

Haze Horror
Lostling
Oathbroken
Shrieking Savage
Skyshark
Slithervine
Snail Man
Soultrapper
Spider, Primal
Troll, Shrieking
Vermin Dog
Volley Flower
Vorpa
Vulture, Grimdeath

Forest

Blessed Ring
Cadaver
Canopy Kraken
Dark Woodsman
Engraved
Fool's Dragon
Fungal Render
Ganyadi
Ghoulfuit Tree
Giant, Wood
Golem, Resin
Gray Lady
Greenfeeder
Haemovoid
Hag, Blood
Hag, Doom
Haze Horror
Latch Frog
Lostling
Naga, Blood
Noctuar
Oathbroken
Shadowcap
Shrieking Savage
Slithervine
Snail Man
Snake, Crown Coiler
Soultrapper
Spider, Primal
Spider, Time
Stinging Woodfly
Stranglebark
Troll, Shrieking
Tulgorth
Vermin Dog
Volley Flower
Vorpa
Vulture, Grimdeath
Wodewose

Swamp and Marsh

Blackwater Slough
Blessed Ring
Blight Belcher
Bog Beast
Bogwing
Cadaver
Delusion Hummer
Engraved
Fool's Dragon

Furrower
Gray Lady
Greenfeeder
Hag, Blood
Hag, Doom
Haze Horror
Latch Frog
Lostling
Marshlight Ooze
Myrccloud
Naga, Molt
Otyugh, Corrupted
Puddle Stalker
Quisloi
Rumble Lizard
Shadowcap
Skresh
Slithervine
Snail Man
Spider, Primal
Troll, Shrieking
Vermin Dog
Vulture, Grimdeath

Plain and Scrub

Acanopyornis
Blessed Ring
Bull of Heaven
Cadaver
Droth'Yar
Engraved
Fool's Dragon
Gray Lady
Greenfeeder
Groundling
Hag, Blood
Hag, Doom
Haze Horror
Lostling
Oathbroken
Phase Stallion
Quickgrass
Shadowcap
Slithervine
Snail Man
Soultrapper
Spider, Primal
Stinging Woodfly
Volley Flower
Vorpa
Vulture, Grimdeath

Desert

Acanopyornis
Aculean
Addlevetch
Blood Worm
Brine Crust
Cadaver
Engraved
Fool's Dragon
Gray Lady
Hag, Blood
Hag, Doom
Harmoai
Heliokarabos

Lostling
Oathbroken
Sabulous Husk
Scorpion, Giant Black
Scorpion Swarm
Suicide Plant
Vulture, Grimdeath

Tropical or Subtropical Civilized

Mountains

Blood Bowler
Bull of Heaven
Cadaver
Clamor
Dragon, Amohaji
Engraved
Giant, Nephilim
Hellscorn
Herald of Armageddon
Volley Flower

Hill and Rough

Blood Bowler
Bull of Heaven
Cadaver
Clamor
Droth'Yar
Engraved
Giant, Nephilim
Gray Lady
Hellscorn
Herald of Armageddon
Slithervine
Vermin Dog
Volley Flower

Forest

Cadaver
Canopy Kraken
Clamor
Dark Woodsman
Engraved
Ganyadi
Ghoulfuit Tree
Giant, Nephilim
Giant, Wood
Golem, Resin
Gray Lady
Greenfeeder
Haemovoid
Haze Horror
Hellscorn
Herald of Armageddon
Naga, Blood
Noctuar
Shadowcap
Slithervine
Stinging Woodfly
Vermin Dog
Volley Flower

Swamp and Marsh

Blight Belcher
Cadaver
Clamor
Delusion Hummer
Engraved
Furrower
Giant, Nephilim
Gray Lady
Green Feeder
Haze Horror
Hellscorn
Herald of Armageddon
Marshlight Ooze
Naga, Molt
Otyugh, Corrupted
Puddle Stalker
Rumble Lizard
Shadowcap
Slithervine
Vermin Dog

Plain and Scrub

Bull of Heaven
Cadaver
Clamor
Droth'Yar
Engraved
Giant, Nephilim
Gray Lady
Greenfeeder
Groundling
Hellscorn
Herald of Armageddon
Kingmaker Swan
Shadowcap
Slithervine
Stinging Woodfly
Volley Flower
Vorpa

Desert

Acanopyornis
Addlevetch
Barathelar
Blood Worm
Cadaver
Clamor
Engraved
Giant, Nephilim
Gray Lady
Heliokarabos
Hellscorn
Herald of Armageddon
Sabulous Husk
Scorpion Swarm
Suicide Plant

Urban or Settled

Cold

Acanopyornis
Barathelar
Blight Belcher

Cadaver
Dark Voyer
Droth'Yar
Epicurean
Furrower
Giant, Nephilim
Hearth Horror
Hellscorn
Puddle Stalker
Seeder
Silent Reaper
Vermin Dog

Temperate

Acanopyornis
Barathelar
Blight Belcher
Cadaver
Dark Voyer
Droth'Yar
Epicurean
Furrower
Giant, Nephilim
Hearth Horror
Hellscorn
Mus Maximus
Otyugh, Corrupted
Puddle Stalker
Seeder
Silent Reaper
Vermin Dog

Tropical or Subtropical

Acanopyornis
Barathelar
Blight Belcher
Cadaver
Dark Voyer
Droth'Yar
Engraved
Epicurean
Furrower
Giant, Nephilim
Hearth Horror
Hellscorn
Otyugh, Corrupted
Puddle Stalker
Seeder
Silent Reaper
Vermin Dog

Underground

Cave Hermit
Coblynau
Dark Voyer
Hearth Horror
Hellscorn
Marloc
Noja
Nokker
Spider, Acidweaver
Undal
Vermin Dog

Cold Freshwater

Surface

Dragon, Amohaji
Giant, Sea
Golem, Dragonship
Kingmaker Swan
Puddle Stalker
White Foam

Depths

Giant, Sea

Temperate Freshwater

Surface

Dragon, Amohaji
Giant, Sea
Golem, Dragonship
Kingmaker Swan
Puddle Stalker
White Foam

Depths

Giant, Sea

Tropical or Subtropical Freshwater

Surface

Blight Belcher
Dragon, Amohaji
Giant, Sea
Golem, Dragonship
Kingmaker Swan
Puddle Stalker
Rumble Lizard
White Foam

Depths

Giant, Sea

Cold Saltwater

Surface

Diocopus
Dragon, Amohaji
Giant, Sea
Golem, Dragonship
Klorthack Spine
Skyshark

Depths

Diocopus
Giant, Sea
Klorthack Spine

Temperate Saltwater

Surface

Canopy Kraken
Diocopus
Dragon, Amohaji
Giant, Sea
Golem, Dragonship
Klorthack Spine
Skyshark

Depths

Diocopus
Giant, Sea
Klorthack Spine

Tropical or Subtropical Saltwater

Surface

Blight Belcher
Diocopus
Dragon, Amohaji
Giant, Sea
Golem, Dragonship
Klorthack Spine
Skyshark

Depths

Diocopus
Giant, Sea
Klorthack Spine

Astral

Astral Web
Dragon, Amohaji
Quickener

Ethereal

Dark Voyer
Naga, Blood
Phase Stallion
Quickener
Stonestrider

Extraplaner

Astral Web
Bull of Heaven
Clamor
Dark Woodsman
Elemental Prince
Gehzin
Heartless
Hydramnion
Shadow Lord

This product uses the OSRIC™ System (Oldschool System Reference and Index Compilation™). The OSRIC™ system text may be found at <http://www.knights-n-knaves.com/osric>. The OSRIC™ text is copyright of Stuart Marshall. "OSRIC™" and "Old School Reference and Index Compilation™," are trademarks of Matthew Finch and Stuart Marshall and may be used only in accordance with the OSRIC™ license. This product is not affiliated with Wizards of the Coast.

OPEN GAME LICENSE Version 1.0a

The following text is the property of Wizards of the Coast, Inc. and is Copyright 2000 Wizards of the Coast, Inc ("Wizards"). All Rights Reserved.

1. Definitions: (a) "Contributors" means the copyright and/or trademark owners who have contributed Open Game Content; (b) "Derivative Material" means copyrighted material including derivative works and translations (including into other computer languages), potation, modification, correction, addition, extension, upgrade, improvement, compilation, abridgment or other form in which an existing work may be recast, transformed or adapted; (c) "Distribute" means to reproduce, license, rent, lease, sell, broadcast, publicly display, transmit or otherwise distribute; (d) "Open Game Content" means the game mechanic and includes the methods, procedures, processes and routines to the extent such content does not embody the Product Identity and is an enhancement over the prior art and any additional content clearly identified as Open Game Content by the Contributor, and means any work covered by this License, including translations and derivative works under copyright law, but specifically excludes Product Identity. (e) "Product Identity" means product and product line names, logos and identifying marks including trade dress; artifacts; creatures characters; stories, storylines, plots, thematic elements, dialogue, incidents, language, artwork, symbols, designs, depictions, likenesses, formats, poses, concepts, themes and graphic, photographic and other visual or audio representations; names and descriptions of characters, spells, enchantments, personalities, teams, personas, likenesses and special abilities; places, locations, environments, creatures, equipment, magical or supernatural abilities or effects, logos, symbols, or graphic designs; and any other trademark or registered trademark clearly identified as Product Identity by the owner of the Product Identity, and which specifically excludes the Open Game Content; (f) "Trademark" means the logos, names, mark, sign, motto, designs that are used by a Contributor to identify itself or its products or the associated products contributed to the Open Game License by the Contributor (g) "Use", "Used" or "Using" means to use, Distribute, copy, edit, format, modify, translate and otherwise create Derivative Material of Open Game Content. (h) "You" or "Your" means the licensee in terms of this agreement.

2. The License: This License applies to any Open Game Content that contains a notice indicating that the Open Game Content may only be Used under and in terms of this License. You must affix such a notice to any Open Game Content that you Use. No terms may be added to or subtracted from this License except as described by the License itself. No other terms or conditions may be applied to any Open Game Content distributed using this License.

3. Offer and Acceptance: By Using the Open Game Content You indicate Your acceptance of the terms of this License.

4. Grant and Consideration: In consideration for agreeing to use this License, the Contributors grant You a perpetual, worldwide, royalty-free, non-exclusive license with the exact terms of this License to Use, the Open Game Content.

5. Representation of Authority to Contribute: If You are contributing original material as Open Game Content, You represent that Your Contributions are Your original creation and/or You have sufficient rights to grant the rights conveyed by this License.

6. Notice of License Copyright: You must update the COPYRIGHT NOTICE portion of this License to include the exact text of the COPYRIGHT NOTICE of any Open Game Content You are copying, modifying or distributing, and You must add the title, the copyright date, and the copyright holder's name to the COPYRIGHT NOTICE of any original Open Game Content you Distribute.

7. Use of Product Identity: You agree not to Use any Product Identity, including as an indication as to compatibility, except as expressly licensed in another, independent Agreement with the owner of each element of that Product Identity. You agree not to indicate compatibility or co-adaptability with any Trademark or Registered Trademark in conjunction with a work containing Open Game Content except as expressly licensed in another, independent Agreement with the owner of such Trademark or Registered Trademark. The use of any Product Identity in Open Game Content does not constitute a challenge to the ownership of that Product Identity. The owner of any Product Identity used in Open Game Content shall retain all rights, title and interest in and to that Product Identity.

8. Identification: If you distribute Open Game Content You must clearly indicate which portions of the work that you are distributing are Open Game Content.

9. Updating the License: Wizards or its designated Agents may publish updated versions of this License. You may use any authorized version of this License to copy, modify and distribute any Open Game Content originally distributed under any version of this License.

10 Copy of this License: You MUST include a copy of this License with every

copy of the Open Game Content You Distribute.

11. Use of Contributor Credits: You may not market or advertise the Open Game Content using the name of any Contributor unless You have written permission from the Contributor to do so.

12 Inability to Comply: If it is impossible for You to comply with any of the terms of this License with respect to some or all of the Open Game Content due to statute, judicial order, or governmental regulation then You may not Use any Open Game Material so affected.

13 Termination: This License will terminate automatically if You fail to comply with all terms herein and fail to cure such breach within 30 days of becoming aware of the breach. All sublicenses shall survive the termination of this License.

14 Reformation: If any provision of this License is held to be unenforceable, such provision shall be reformed only to the extent necessary to make it enforceable.

15 COPYRIGHT NOTICE

Open Game License v 1.0 Copyright 2000, Wizards of the Coast, Inc. System Reference Document Copyright 2000, Wizards of the Coast, Inc.; Authors Jonathan Tweet, Monte Cook, Skip Williams, based on original material by E. Gary Gygax and Dave Arneson.

OSRIC™ copyright 2006, Stuart Marshall, adapting material prepared by Matthew J. Finch, based upon the System Reference Document, and inspired by the works of E. Gary Gygax, Dave Arneson, and many others.

Castles & Crusades: Players Handbook, Copyright 2004, Troll Lord Games; Authors Davis Chenault and Mac Golden.

Castles & Crusades: Monsters & Treasure, Copyright 2005, Troll Lord Games; Authors Robert Doyel and Stephen Chenault.

Monster Geographica: Underground, Copyright 2004, Expeditious Retreat Press

Monster Geographica: Marsh & Aquatic, Copyright 2004, Expeditious Retreat Press.

Monster Geographica: Forest Copyright 2005, Expeditious Retreat Press

Monster Geographica: Hill & Mountain Copyright 2005, Expeditious Retreat Press

Monster Geographica: Plain & Desert Copyright 2006, Expeditious Retreat Press.

A Magical Society: Ecology and Culture, Copyright 2004, Expeditious Retreat Press, Authors Suzi Yee and Joseph Browning

EN Critters 1: Ruins of the Pale Jungle © 2005 EN Publishing

EN Critters 2: Beyond the Campfire © 2005 EN Publishing

EN Critters 4: Along the Banks of the River Vaal © 2005 EN Publishing.

Nyambe: African Adventures Copyright 2002, Trident Inc. d/b/a/ Atlas Games; author Christopher W. Dolunt

Minions v3.5 Copyright 2003, Bastion Press, Inc.

Monster of the Mind, Copyright 2003 Green Ronin Publishing; Authors Kevin Brennan, James Maliszewski, Morgan Peer, and Tracy Peer

Monsters of the Endless Dark: The Wanderers Guild Guide to Subterranean Organisms, by Jon Pollom and Andy Hopp, Copyright 2002 Jon Pollom and Andy Hoop. Published by Goodman Games (contact goodmangames @mindspring.com, or see www.goodmangames.com.)

The Kaiser's Garden, Copyright 2003, Mad Kaiser Games

Open game content from Ultimate Monsters Volume I copyright 2003, Mongoose Publishing Ltd.

Into the Black, Copyright 2003, Bastion Press, Inc.

Liber Bestarius, Copyright 2002, Eden Studios, Inc.

Creature Collection III: Savage Bestiary Copyright 2003, White Wolf Publishing, Inc.

Tome of Horrors II Copyright 2004, Necromancer Games, Inc.; Author Scott Greene; Additional Authors: Erica Balsley, Kevin Baase, Casey Christofferson, Jim Collura, Meghan Greene, Lance Hawvermale, Travis Hawvermale, Bill Kenower, Patrick Lawinger, Nathan Paul, Clark Peterson, Bill Webb and Monte Cook.

Denizens of Avadnu Copyright 2003, The Inner Circle.

Open Game Content from The Penumbra Bestiary Copyright 2003, Trident Inc. d/b/a Atlas Games; editor Michelle A Brown Nephew.

Creature Collection Revised Copyright 2003, White Wolf Publishing, Inc.

Slime Crawler from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Authors Casey Christofferson and Scott Greene.

Archer Bush from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Jean Wells.

Cave Fisher from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Lawrence Schick.

Eye Killer from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Ian Livingstone.

Skulleton from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene.

Mercury Ooze from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene.

Symbiotic Jelly from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Roger Musson.

Basidiron from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Gary Gygax.

Cave Troll from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene and Clark Peterson.

Crypt Thing from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.;

Author Scott Greene, based on original material by Roger Musson.
 Ascomoid from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.;
 Author Scott Greene, based on original material by Gary Gygax.
 Death Watch Beetle from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene and Clark Peterson, based on original material by Gary Gygax.
 Rock Troll from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene.
 Undead Ooze from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Sword & Sorcery Studios.
 Trapper from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Gary Gygax.
 Twilight Mushrooms from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene.
 Original Spell Name Compendium Copyright 2002 Necromancer Games, Inc.; based on spells from the Player's Handbook that were renamed in the System Reference Document, found on the legal page of www.necromancer.com.
 Creature Collection Copyright 2000, Clark Peterson
 Relics & Rituals Copyright 2001, Clark Peterson
 Creature Collection 2: Dark Menagerie Copyright 2001, White Wolf Publishing, Inc.
 Mithril: City of the Golem Copyright 2001, White Wolf Publishing, Inc.
 Hollowfaust: City of Necromancers Copyright 2001, White Wolf Publishing, Inc.
 The Wise and the Wicked Copyright 2001, White Wolf Publishing, Inc.
 The Divine and the Defeated Copyright 2001, White Wolf Publishing, Inc.
 Burak Torn: City Under Siege Copyright 2002, White Wolf Publishing, Inc.
 Vigil Watch: Warrens of the Raftmen Copyright 2002, White Wolf Publishing, Inc.
 Secrets and Societies Copyright 2002, White Wolf Publishing, Inc.
 Wilderness & Wasteland Copyright 2002, White Wolf Publishing, Inc.
 Scarred Lands Campaign Setting: Ghelspad Copyright, 2002, White Wolf Publishing, Inc.
 Relics & Rituals 2: Lost Lore Copyright 2002, White Wolf Publishing, Inc.
 Serpent in the Fold: Serpent Amphora Cycle, Book I Copyright 2002, White Wolf Publishing, Inc.
 Calastia: Throne of the Black Dragon Copyright 2002, White Wolf Publishing, Inc.
 Scarred Lands Gazetteer: Termana Copyright 2002, White Wolf Publishing, Inc.
 The Serpent and the Scepter: Serpent Amphora Cycle, Book II Copyright 2002, White Wolf Publishing, Inc.
 Hornsaw: Forest of Blood Copyright 2002, White Wolf Publishing, Inc.
 The Penumbral Pentagon Copyright 2003, White Wolf Publishing, Inc.
 Shelzar: City of Sins Copyright 2003, White Wolf Publishing, Inc.
 The Serpent Citadel: Serpent Amphora Cycle, Book III Copyright 2003, White Wolf Publishing, Inc.
 Blood Bayou Copyright 2003, White Wolf Publishing, Inc.
 Player's Guide to Wizards, Bards, and Sorcerers Copyright 2003, White Wolf Publishing, Inc.
 Player's Guide to Fighters and Barbarians, Copyright 2003, White Wolf Publishing, Inc.
 Player's Guide to Clerics and Druids Copyright 2003, White Wolf Publishing, Inc.
 Player's Guide to Rangers and Rogues Copyright 2003, White Wolf Publishing, Inc.
 Scarred Lands Campaign Setting: Termana Copyright X'C 5, White Wolf Publishing, Inc.
 Vigil Watch: Secrets of the Asaatthi Copyright 2003, White Wolf Publishing, Inc.
 The Faithful and the Forsaken Copyright 2003, White Wolf Publishing, Inc.
 The Complete Guide to Drow, Jeffrey Quinn, Copyright 2002 Joseph Goodman DBA Goodman Games (contact goodmangames@mindspring.com, or see www.goodmangames.com.)
 Open game content from Evil is copyright 2001, Alderac Entertainment Group Inc.
 Hammer & Helm: A Guidebook to Dwarves, copyright 2002, Green Ronin Publishing; Author Jesse Decker
 Dungeons, Copyright 2000, Alderac Entertainment Group
 Evil, Copyright 2001, Alderac Entertainment Group
 Dragons, Copyright 2001, Alderac Entertainment Group
 Undead, Copyright 2001, Alderac Entertainment Group
 Into the Green Copyright 2003, Bastion Press, Inc.
 War, Copyright 2002, Alderac Entertainment Group
 Monster, Copyright 2002, Alderac Entertainment Group
 Disenchanter from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene based upon original material by Roger Musson.
 Bookworm from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene based upon original material by Gary Gygax.
 Purple Moss from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene based upon original material by Jean Wells.
 Occult Lore Copyright 2002, Trident Inc. d/b/a Atlas Games; authors Keith Baker, Adam Bank, Chris Jones, Scott Reeves, and Elton Robb
 Jade Dragon and Hungry Ghosts is Copyright 2001, Green Ronin Publishing;

Authors Wolfgang Baur, David "Zeb" Cook, Erik Mona, Leon Phillips, Chris Pramas, and Steven E. Schend.
 Fringe Fauna Copyright 2004, Khan's Press; Authors Garth Wright and Maggie McCall
 Into the Blue Copyright 2004, Bastion Press, Inc.
 Boalisk from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.
 Bog Beast from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene.
 Bog Mummy from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Bruce Cordell.
 Boggart from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.
 Brine Zombie from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene.
 Brown Pudding from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.
 Crystal Ooze from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.
 Dragonfish from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Albie Fiore.
 Eye of the Deep from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.
 Fen Witch from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene.
 Froghemoth from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.
 Giant Caribe from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene.
 Giant Slug from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.
 Giant Snapping Turtle from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.
 Groaning Spirit from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene and Clark Peterson, based on original material by Gary Gygax.
 Kelp Devil from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Bruce Cordell.
 Memory Moss from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene and Erica Balsley, based on original material by Gary Gygax.
 Mummy of the Deep from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene.
 Mustard Jelly from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.
 Nereid from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.
 Spinal Leech from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene.
 Stymphalian Bird from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene.
 Swamp Troll from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene.
 Transposer from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.
 Vampiric Ooze from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene.
 Scarlet Spider from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene.
 Mandragora from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.
 Jaculi from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Philip Masters.
 Brownie from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.
 Buckawn from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.
 Thorny from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.
 Tri-Flower Frond from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.
 Vegepygmy Guard from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.
 Belabra from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Ed Greenwood.
 Banderlog from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.
 Flail Snail from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Simon Tilbrook.
 Jupiter Bloodsucker from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Jean Wells.

Quickling from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Vampire Rose from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Tom Moldvay and Jean Wells.

Gorilla Bear from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Cricky Hitchcock.

Korred from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Carrion Moth from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Authors Casey Christofferson and Scott Greene.

Wood Giant from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Wizards of the Coast.

Hangman Tree from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Hell Moth from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene.

Mihstu from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Russet Mold from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Scythe Tree from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene.

Vegepygmy Chief from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Squealer from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Al-mi'raj from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene and Clark Peterson, based on original material by Roger Musson.

Amphisbaena from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Aurumvorax from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Blood Golem from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene.

Caterwaul from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Albie Fiore.

Cobra Flower from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene.

Coffer Corpse from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Simon Eaton.

Dark Creeper from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Rik Shepard.

Dark Stalker from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Simon Muth.

Demiurge from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene.

Dracolisk from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Ghoul Wolf from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Authors Clark Peterson and Scott Greene.

Gorbel from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Andrew Key.

Gorgimera from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Greater Shedu from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Jack-o-Lantern from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Erica Balsley.

Livestone from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Erica Balsley.

Mobat from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene and Clark Peterson, based on original material by Gary Gygax.

Moon Dog from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Nilbog from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Roger Musson.

Quickwood from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Rock Reptile from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Screaming Devilkin from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Philip Masters.

Shadow Wolf from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene.

Shedu from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc.

Author Scott Greene, based on original material by Gary Gygax.

Soul Eater from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by David Cook.

Spriggan from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene and Erica Balsley, based on original material by Roger Moore and Gary Gygax.

Stormwarden from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene.

Taer from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Ubue from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene and Erica Balsley, based on original material by Jean Wells.

Volt from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Jonathon Jones.

White Pudding from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Wind Walker from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Witherweed from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Simon Eaton.

Wolf-in-sheep's-clothing from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Wolf-Spider from the Tome of Horrors, Copyright 2002, Necromancer Games, Inc. Author Scott Greene and Clark Peterson.

Death Dog from Tome of Horrors, Copyright 2002, Necromancers Games, Inc. Author Scott Greene, based on original material by Underworld Oracle.

Death Worm from Tome of Horrors, Copyright 2002, Necromancers Games, Inc. Author Scott Greene and Erica Balsley.

Doombat from Tome of Horrors, Copyright 2002, Necromancers Games, Inc. Author Scott Greene, based on original material by Julian Lawrence.

Dun Pudding from Tome of Horrors, Copyright 2002, Necromancers Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Dust Digger from Tome of Horrors, Copyright 2002, Necromancers Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Fog Warden from Tome of Horrors, Copyright 2002, Necromancers Games, Inc. Author Scott Greene, based on original material by Wizards of the Coast.

Giant Hamster from Tome of Horrors, Copyright 2002, Necromancers Games, Inc. Author Scott Greene, based on original material by Wizards of the Coast.

Ice Troll from Tome of Horrors, Copyright 2002, Necromancers Games, Inc. Author Scott Greene, based on original material by Russell Cole.

Marble Snake from Tome of Horrors, Copyright 2002, Necromancers Games, Inc. Author Scott Greene and Erica Balsley, based on original material by Jean Wells.

Oliphant from Tome of Horrors, Copyright 2002, Necromancers Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Purple Moss from Tome of Horrors, Copyright 2002, Necromancers Games, Inc. Author Scott Greene, based on original material by Jean Wells.

Pyrolisk from Tome of Horrors, Copyright 2002, Necromancers Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Sand Giant from Tome of Horrors, Copyright 2002, Necromancers Games, Inc. Author Scott Greene.

Sandling from Tome of Horrors, Copyright 2002, Necromancers Games, Inc. Author Scott Greene, based on original material by Lawrence Schick.

Sandman from Tome of Horrors, Copyright 2002, Necromancers Games, Inc. Author Scott Greene, based on original material by Roger Musson.

Scarecrow from Tome of Horrors, Copyright 2002, Necromancers Games, Inc. Author Scott Greene, based on original material by Roger Musson.

Stench Kow Tome of Horrors, Copyright 2002, Necromancers Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Tabaxi from Tome of Horrors, Copyright 2002, Necromancers Games, Inc. Author Scott Greene, based on original material by Lawrence Schick.

Tunnel Worm from Tome of Horrors, Copyright 2002, Necromancers Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

Yeti from Tome of Horrors, Copyright 2002, Necromancers Games, Inc. Author Scott Greene, based on original material by Gary Gygax.

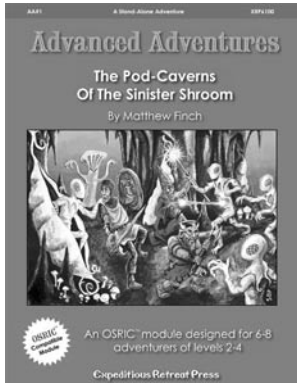
Malevolent and Benign: A First Edition Bestiary, Copyright 2009, Expeditious Retreat Press, Editor Joseph Browning

Designation of Product Identity and Open Game Content:

All text in this work is Open Game Content, excepting the terms, "Malevolent and Benign", "A First Edition Bestiary", "OSRIC", "Old School Reference and Index Compilation," company names, logos, artwork, and the author and artist names.

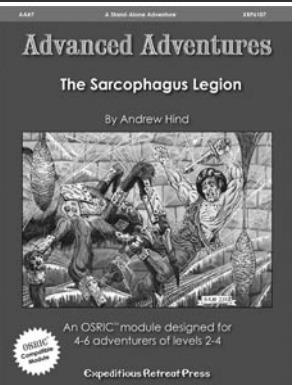
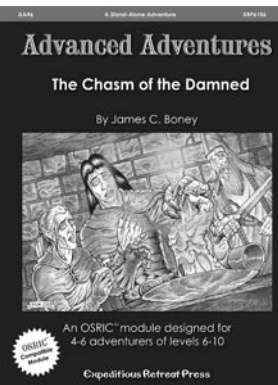
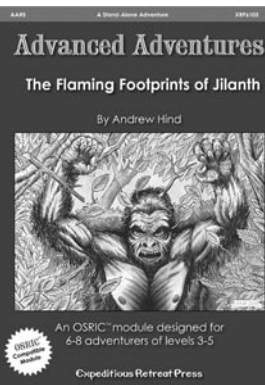
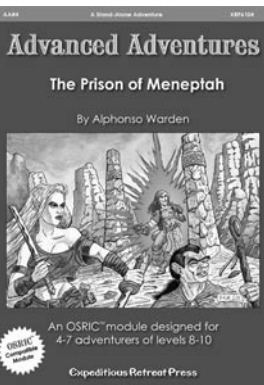
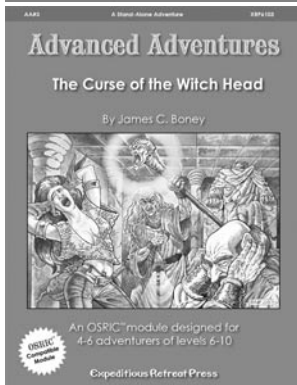
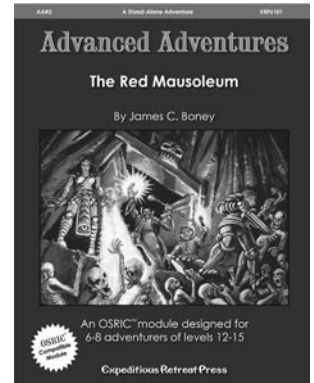
Advanced Adventures!

Gird Your Loins And Stand Behind The Dwarf!



From the beginning of the old-school gaming renaissance, there has been only one line of modules that dared to deliver the adventures demanded by the discriminating: **Advanced Adventures!**

We at Expeditious Retreat Press are pleased and honored to present the following adventures to Gamemasters! You may find **Advanced Adventures** in friendly local gaming stores throughout the world, and direct from us at www.xrpshop.citymax.com. If digital copies are what you desire, www.yourgamesnow.com provides bookmarked PDFs along with a large selection of other old-school gaming products.



Kick down the door,
roll for initiative

**OTHERWORLD
MINIATURES**

AVAILABLE NOW:
Giants, Demon Idol, Kobolds,
Pig-faced Orcs, Barbed Devils,
Bugbears, Gargoyles, Ogre, Troll,
Gnolls, Minotaur, Slimes & Oozes,
Purple Worm, Stirges, Giant Centipedes, Shriekers,
Giant Ticks, Hobgoblins, Skeletons, Fire Beetles,
Type I & II Demons, Troglydytes, Giant Rats.

COMING SOON:
Goblins, Medusa,
Bone Devils, Harpies,
Type III & IV Demons, Wights

<http://www.otherworld.me.uk/>