

WORMSCAPE

The Demiplane of Worms



CREDITS

So much of this book is the result of great concepts and ideas from past authors and ideas from earlier editions. There are many here to thank.

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THE GUIDE TO THE ETHEREAL PLANE

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WORMSCAPE



n the Ethereal Plane, you might find a color curtain of earthy browns and grays. Stepping through unprepared leads to a realm so vile that many would prefer the pits of the Nine or the deepest holes of the Abyss. This is the demiplane known as Wormscape, a nightmare for those disgusted by writhing worms.

INTRODUCTION

Wormscape is a demiplane found deep in the Ethereal which has the aforementioned gray-brown color curtain marking its entrance. There are also extremely rare portals elsewhere in the multiverse, but they are often hidden deep underground where few folks dare to tread.

Wormscape is literally a plane full of worms ranging from only millimeters in length to those of gargantuan size. The average worms, whose numbers are estimably infinite, are only a few inches in length.

Pockets of air, typically thirty feet or so in diameter bubble throughout the plane but the sounds of the worms writhing are nearly unbearable within them. The ground below, the sky above and all that surrounds are nothing but worms, and the air is fetid with a stench of sulphur and earth. The few brave (or insane) explorers who have visited and returned describe it as a “rotten egg” smell that can nauseate visitors.

SECRETS OF WORMSCAPE

What exactly is Wormscape and why does it exist? Who created it and what is its purpose in existence?

Well, the secret of Wormscape is one that even the most learned of sages and wisest of oracles do not know. Few have had reason to enter and even fewer have need to know anything about the plane of worms.

Wormscape was not in fact created intentionally and has its origins in a decidedly natural tale. The players in this tale are no ordinary beings however, and everything “natural” about it is on a scale that very few mortals can comprehend.

THE DRAEDEN AND EMBRYONITE

The story of Wormscape’s creation begins with two beings of planet sized proportions. One, a creature known as the Embryonite, is a being that resembles a wasp which nurtures entire demiplanes within its thorax.

The other is a creature from a time before the gods known as a draeden. These beings were said to resemble brains from which two maws stretched upon tentacles that were many miles in length. The draeden were ancient enemies of the gods and of them all, perhaps Ulgurshek of the Abyss is the most well known.

One draeden, whose name is lost to time, became victim to one of the rare awakenings of the Planet Wasp.

Occasionally, the Embryonite will sting a titanic entity and “impregnate” it with the demiplane it once held within its body. The entity then serves as an incubator until the demiplane consumes it and bursts forth, leaving nothing but a hollow shell in its wake.

The draeden served as such an incubator but something went wrong and the demiplane went stillborn.

Rather than bursting forth, it rotted the draeden from within and after many millennia the demiplane known as Wormscape rose from the corpse.

EVOLUTION

In order to survive, almost all life in the multiverse follows a few standard rules. One of these is most certainly the basic need for sustenance and reproduction.

Worms were the only creatures the draeden originally suffered to live upon its massive bulk and when it died, they were all that remained of the living. Even in death, the flesh of the draeden continuously regenerates, at least in small portions and the worms were able to feed, grow, and reproduce for thousands of years.

Over time, the worms have come to fill nearly every inch of space in Wormscape, and varieties found nowhere else in the multiverse have arisen. Some even believe the dreaded and well known purple worm to have originated in Wormscape.

Kyuss, a god or entity famed for his connection to a tiny green worm might have found his signature creature within the demiplane, and other creatures associated with him certainly have a presence here.

PHYSICAL LAWS

The following conditions are universal throughout the demiplane.

GRAVITY

Wormscape has a completely subjective direction, meaning “up” and “down” is decided entirely by each individual observer. However, gravity itself does not actually exist anywhere on the plane with the exception of some earth and flesh islands, and because of this motion requires actual contact with a surface (or wings for flying).

This means that beings who fall into the worms do not need to fear being crushed by the pressure of literally trillions of worms above them. Also, the numerous air pockets always form nearly perfect spheres within the worms, creating actual bubbles of air with a “ground” of worms and a ceiling of worms as well. Worms do not fall into the spheres.

ATMOSPHERE

The air inside the plane exists within the bubbles but has a rancid smell akin to spoiled food and the sulfur of rotten eggs. There is also the constant sound of the writhing of billions of the creatures which adds to the nausea inducing atmosphere.

This forces a DC 13 Constitution saving throw once at the beginning of every hour or the traveler begins to retch, gaining the poisoned condition for the following hour until they get a chance to repeat the save.

TEMPERATURE

Beyond its foul smell, the air in Wormscape is also warm and moist. Though there are regions of variation, in general the plane hovers around 80 degrees Fahrenheit, but the humidity makes it feel as if it is in the mid 90s. The plane traveler Haarkon Meklis once likened it to a “smelly jungle” in feel, which is a rather simplistic but accurate description.

TIME

Time flows in Wormscape exactly as it does on the Prime.

LIGHT

Within the mass of worms, there is no light. All light that exists on the plane is brought about intentionally.

THE WORMS

As the name implies, Wormscape is a plane full of worms. Those who enter the mass intentionally or through mishap are subject to more than just the horror of the worms themselves.

It is impossible to breathe while submerged in the worms and creatures who need to breathe begin to suffocate immediately.

Unfortunately, movement is also incredibly difficult. It might be considered somewhat like swimming but the consistency of the worms and their constant motion makes it far worse than simple difficult terrain. Creatures who do not have a swim speed move in a random direction, likely further away from the bubble of air they recently occupied.

Those who have a swim speed can move at 1/5 their swim speed rounded down.

Flying is impossible if the motion is enabled by wings, but magical flight allows half speed through the worms.

A burrowing speed offers half speed as well.

The average worms are generally harmless if disgusting. There are of course many exceptions.

FEATURES

The following features can be found throughout the plane with some frequency.

AIR BUBBLES

Air bubbles are most commonly 30 feet in radius and a creature may remain within the bubble indefinitely without fear of a lack of oxygen.

However, there is a 5% chance (roll of 20 on 1d20) each hour that a bubble will begin to dissolve within the mass of worms. Without any protection this almost always spells a slimy doom for creatures who need to breathe.

WATER POCKET

Like the air pockets, large bubbles of water also exist within Wormscape. Though they aren't as tightly packed, worms wriggle through the water, befouling it and making it almost always undrinkable. This manifests in a variety of ways when drunk, and can cause anything from disease to the poisoned condition, or even poison damage.

EARTH ISLANDS

Rare islands float in Wormscape, some as large as two to three hundred feet. For some reason these earthy platforms do not take the spherical shape other elements take within Wormscape. Some of these islands exist within large air bubbles themselves and these rare safe zones never dissolve.

Usually, islands such as these are occupied by intelligent life, a rarity to say the least.

FLESH ISLANDS

The worms survive and thrive because of the ever regenerating flesh of the draeden that was killed many millennia in the past. These chunks of flesh might appear like earth islands, but worm activity grows particularly frenetic in their vicinity.

Beyond suffocation, entering the worms within 100 feet of a flesh island subjects a creature to hundreds of tiny bites. Every turn a creature starts in the worms in this zone they take 16 (3d10) piercing damage.

HEART GRUBS

Creatures similar to rot grubs travel in swarms throughout Wormscape seeking meat that has a bit more flavor to it than the chunks of draeden flesh that remain.

Treat such creatures as a swarm of rot grubs except they can move through any medium and do so at a speed of 15 feet.

This can be a terrifying event as a traveler can feel safe in a stable air bubble, only to find dozens of tiny white worms flying through the bubble directly towards their extremities.

The heart grubs are thankfully repelled by fire and won't approach beings carrying flames such as torches.

INHABITANTS

Despite its vile nature, Wormscape's unique ecology leads to its status as perhaps the most populated plane per square foot in all the multiverse.

The following inhabitants are obviously not as common as the worms themselves though most are of a wormlike nature.

ADARU

A type of demon known as an adaru has found its way into Wormscape and established a small following of sorts among stray psurlons. Its earth island is surrounded by a permanent air bubble and also has its own source of water. This region is known as Sanctuary, a name chosen intentionally by the demon to lure visitors it may corrupt.

The adaru has a "pet" fiendwurm, a creature whose gullet contains a portal to the very Abyss itself. Those who accept the adaru's hospitality often end up on a one way trip through this portal.

AVOLAKIA

These foul creatures found Wormscape through a temporary portal created by Halaster in an area known as the Wormbarrow hidden deep in Undermountain. Other than the worms and various worm-beasts, the avolakia found themselves in an entire plane utterly devoid of intelligent life.

While the avolakia found the endless sussurus of the writhing worms pleasing, the lack of humanoids was not conducive to their needs for animating corpses. Since the portal to the Wormbarrow closed (Halaster's insane whims again), the avolakia pursue any hints of undiscovered or newly opened portals. They are often the first creatures travelers encounter when stepping through a color curtain or portal elsewhere.

Avolakia know Kyuss, but are not necessarily beholden to the entity on Wormscape.

PSURLONS

Psurlons are relatively recent arrivals in Wormscape, and it is a more perfect home for them than the Astral ever could have been. The psurlons undoubtedly harbor nefarious plots, and their intentions are sure to not bode well for the rest of the multiverse.

Psurlons of Wormscape do not maintain contact with their brethren in the Astral and have developed physiological differences as well. They have lost most of their psionic powers and have instead replaced them with more purely arcane pursuits. Sages believe this to be a result of the draeden's proximity but none know for sure.

Psurlons of Wormscape are also noted for their ongoing war with creatures known as avolakia who do not possess the same numbers, but send legions of crawling undead through the mass of worms to assault the relative newcomers. In defense, the psurlons create tortured creatures known as nagatha from captured humanoids in a ritual they stole from captured spirit nagas.

THE VERMIURGE

If worms and other vermin could be said to have a god, it is a vermiurge and one is believed to exist in the very center of Wormscape. This creature arose from the dying breath of the draeden so long ago and it lives within an air bubble the size of a large city. The bubble also encompasses the largest remaining flesh island that still exists.

The vermiurge's desires are inscrutable, but Kyuss might have once contacted the creature. All normal worms, worm-beasts and even the wormspawn follow its commands though it is unknown how such a creature communicate.

WORMSPAWN

The wormspawn are a gamut of creatures frequently associated with Kyuss, but he does not hold power over them here. There are spawn of Kyuss here, but most are controlled by independent avolakia rather than the entity himself. In addition, other creatures considered "wormspawn" are the broodfiends, earthcancer centipedes, eviscerator beetles, mindkiller scorpions, overworms, ulgurastast, worm nagas and worms that walk.

WORM-BEASTS

Worm-beast is the generic name for the hundreds of varieties of dangerous worm creature found in Wormscape that are nearly as mindless as the more benign two inch variety.

Known worm-beasts most certainly include the purple worm, but also the dreaded century worm, the tunnel terror found hidden underground in the earth islands, and even rarer species too numerous to name.

A BIT OF SERENDIPITY

Relying on the temporary air bubbles of Wormscape is a certain invitation to a slimy doom, but a bit of luck in unrelated events has led to a safer alternative. On the world of Toril in the swamps north of a nation called Kultaka, an Amnian explorer named Terricus Percyvil could not bear the incessant biting flies and crawling things that made his explorations miserable. He entrusted his hireling wizard Haarkon Meklas to find a solution.

Haarkon developed his own magic that would keep such normal vermin at bay indefinitely as long as he kept a special type of candle burning. Eventually, he developed magical candles that contained the spell's magic within itself, greatly pleasing his lord.

Terricus was eventually slain and eaten by a swamp dwelling crocodillian known as a cipactli, and Haarkon barely escaped with his life. Many decades later, the hireling wizard became an archmage in his own right and a famous planar traveler. Haarkon made it a habit of entering and exploring dozens of virtually unexplored demiplanes. When he discovered Wormscape, to his pleasant surprise he found that his simple magic from his younger years served a great purpose. For the radius of the spell, an artificial air bubble was created which would not dissolve as long as the magic was in effect. Apparently, the worms were subject to *repellent* in much the same manner as the flies and vermin of the Kultakan swamps.

REPELLENT

1st-level abjuration

Casting Time: 1 action

Range: Touch

Components: S, M (a lit citronella candle)

Duration: 6 hours (or until the candle goes out)

This spell creates a zone of pleasant smelling vapors within a 30 foot radius that effectively bars all normal vermin. Vermin who start within range when the spell is activated move out of the range at the first opportunity.

The area where normal vermin are affected does not also affect vermin-like beasts, monstrosities, aberrations or any other type of creature. However, as a reaction during the spell's duration, the caster may force one such creature to make one of its attacks at disadvantage. This use of the spell also ends it.

CANDLE OF REPELLENCE

Wondrous item, common

These 6 inch candles smell like lemons or the citronella plant when lit. The area within 30 feet of the lit candle gains the benefit of the *repellent* effect, except the duration is 24 hours and the candle may not be used to force a vermin-like creature to make an attack at disadvantage.

ALTERED MAGIC

Wormscape affects some of the more common spells from the **PHB** in an unexpected manner. The DM should determine if there are other alterations with spells from other sources.

The following effects are generic to groupings of spells and spell types.

- Spells with a psionic descriptor do not function. Psionics function nowhere within Wormscape.
- Spells which cause a area of effect damage clear a swath of worms equivalent to the area of the damage done. This area decreases in size at a rate of 5 feet per minute.
- There are similarities to being within the worms (even within an air bubble) that are similar to being underground. Spells like *call lightning* have no effect because there is no sky to summon clouds to.

INDIVIDUAL SPELLS

The following effects are alterations or uses for individual spells.

Alter Self. You may use the Change Appearance function of this spell to look like an avolakia or psurlon despite the major differences in shape.

Antilife Shell. Though it is most certainly a waste of a high level spell, and *repellent* is more effective, *antilife shell* can be used to create a 10 foot air bubble in a pinch within the worms.

Antipathy/Sympathy. Like *antilife shell* this high level spell could be used in an emergency to create an air bubble amidst the worms when using its antipathy function. The bubble formed is 60 feet in radius and with a duration of 10 days, this can be quite effective for an extended stay.

Astral Projection. This spell does not function in Wormscape.

Barkskin. This spell gives the recipient immunity to the piercing damage caused by the frenetic worms in the vicinity of flesh islands.

Conjure Animals. The spell summons fey that appear in worm-like forms only.

Dissonant Whispers. This spell is particularly effective in Wormscape because the sound of the writhing worms adds to the effect. Add an additional 1 point of psychic damage to each die of psychic damage dealt.

Earthquake. Treat the worms as if they were unliving earth instead of creatures for this spell. The worms themselves become the focus for the seismic disturbance.

Fabricate. The normal worms of the plane can be used for the raw materials of this spell. This creates some gruesome, but functional items as the worms remain alive but in place.

Find Familiar. If cast on the plane, you may forgo the normal options for a creature known as a bore worm. This creature has identical statistics to a **lizard**, but can burrow at 20 feet of movement instead of climbing.

Find Steed. Casting this spell summons a **hendar**.

Flesh to Stone. If cast on the worms, this affects thousands of the vermin instead of just one. A makeshift earth island can be created in the shape of a cube, ten feet on a side.

Freedom of Movement. A creature that has this spell active can move through the worms as if they were difficult terrain, or swim or burrow through them at full swim or burrowing speed.

Insect Plague. The insects summoned are biting worms rather than locusts.

Phantom Steed. The steed summoned has the statistics of a **hendar**.

Purify Food and Drink. Attempting this spell in a water pocket is futile as the worms immediately befoul the waters once again.

Reincarnate. Before rolling for the form a creature returns as, roll 1d4. If the result is 4, the creature returns as a **psurlon of Wormscape**.

Speak with Animals. This spell functions on some of the larger worms that are intermixed within the mass.

Stinking Cloud. This spell attracts the worms and can therefore be used to collapse an air bubble at the rate of 10 feet per turn.

Water Walk. Worms can be walked across using this spell as if they were a liquid surface.

LOCATIONS

The following locations are areas of interest within Wormscape. Unfortunately, because of its living nature and endlessly roiling composition, each location doesn't stay in one spot for long and no maps are ever accurate. Directions become obsolete once 24 hours have passed. The demiplane in its entirety is only 500 miles wide and is roughly the shape of an oblate spheroid (like an inflated ball had been sat upon).

CLUSTER PRIME

Despite the fact that they only discovered the existence of Wormscape a century ago and they have lost access to their once formidable psionic powers, the psurlons have become the dominant species of the plane. If they were not continuously at war with the avolakia, the plane might truly be theirs in its entirety. Cluster Prime is their capital "city" if it could be defined as such.

Cluster Prime is an earth island with a five mile radius that does not have an air bubble. Inside, it has been crisscrossed with countless tunnels by psurlons and the burrowing purple worms they have managed to tame. A tunnel system that spans the island has resulted and large irregular chambers serve as homes and meeting grounds for the wormfolk.

Psurlons can consume meat, but they actually gather most of their nutrients from compost and decomposition rich soil. Their gatherers scour the plane to obtain hunks of draeden flesh and this flesh is then used to feed large mushroom farms. Finally, the mushrooms are composted and used to enrich the soil before it is eventually consumed.

Despite their affinity for the surrounding plane, the psurlons keep the worms from their tunnels with magic similar to the *repellent* spell at each Cluster Prime tunnel entrance. The tunnels are surprisingly breathable and the nausea inducing smell prevalent elsewhere does not exist within its tunnels.



GRAYVALE

Grayvale has received its name because of semantics and not because it bears any resemblance to some idyllic region of the Prime. Grayvale is a community of avolakias found within the proximity of a large gray *veil* which also happens to be one of the few permanent portals to the Ethereal Plane.

Instead of one gigantic earth island, the avolakia have gathered together dozens of smaller ones which they bind together using a harmless breed of incredibly long pale white worms that they have dominated. The portal remains here permanently and the avolakia spend no small effort keeping their islands within its vicinity. This makes Grayvale one of the few fixed locations in all of Wormscape.

The avolakia are extremely overprotective of the portal's usage and attack any non-worm that approaches anywhere near the settlement. The avolakia frequently travel beyond the veil and eventually into other realms where they kidnap or kill humanoids with the intention of reanimating them as undead on Wormscape.

The avolakia found here were originally from a region known as the Wormbarrows in a dungeon known as Undermountain on the Prime planet Toril. They have been sealed off from their original home, but hardly seem to mind. These avolakia also have no connection to Kyuss, though they do have access to Kyuss worms and therefore the undead monstrosities that they spawn.

HENDAR STABLES

There are rumored to be stables hidden somewhere near Cluster Prime where psurlon tamers train mounts known as hendar. It is a well defended air bubble thousands of feet wide where the worm-horses are allowed to fly freely. The psurlon here are willing to trade with non-worm creatures, but trained hendar are extremely expensive.

SANCTUARY

Sanctuary is the most hospitable region in all of Wormscape for creatures and characters who originated on the Prime. Were it not for the wall of worms that remained at its edges, Sanctuary might almost be considered pleasant. Sanctuary is a disk of earth that is only a few hundred feet deep, but it is close to three miles in width. The air bubble that surrounds it maintains a healthy 500 foot distance between the worms and the island at its edges.

On the island there is a fresh lake that is kept clean of worms by Kokogin, its adaru demon master. It is also well lit, with torches of *continual flame* appearing in abundance. All in all, Sanctuary seems to live up to its namesake, at least as much as possible on a plane inhabited by uncountable worms.

Kokogin is the undisputed lord of Sanctuary and he is surprisingly clever for a being of such pure chaos. Sanctuary is usually run as a safe haven for travelers and not all are accosted. The adaru hopes that well treated individuals will spread the word of Sanctuary to others, leading to a steady flow of visitors. Kokogin has both human and psurlon cultists who see to the needs of visitors and these fanatics provide services much like any given inn within a Prime Material city.

Those who will not be missed however are often accosted by the demon's pet fiendwurm - a gigantic beast whose gullet harbors a portal to the 444th level of the Abyss.

THE CHITTER

The Chitter is a flesh island situated at the center of the plane on what is believed to be the largest remaining piece of draeden flesh. Its brain-like structure can still be imagined among the fleshy hills and valleys of the region. The worms here follow the commands of an inscrutable being known as a vermiurge which is believed to be capable of commanding all of the worms on the plane.

The name of this creature is Segawehn, though it does not often converse with non-vermin. Though it keeps the Chitter free of common worms, there is no end to the actual monstrosities that would come to the defense of this creature were others foolish enough to assault it. Otherwise, the vermiurge keeps to itself with only occasional bouts of activity.

WORMSTORM

Noone knows if Wormstorm is what passes for a "natural" weather event on Wormscape or if it is an aftereffect of a dead, but still somehow dreaming draeden's will. What is known, however, is that this swirling mass is a danger that is to be avoided at all costs. It can collapse an air bubble in seconds and no simple magic can prevent the destruction that it brings.

Wormstorm is a cloud of worms billions strong that travel in a titanic mass and collectively move at a velocity not unlike an actual storm cloud. Before it arrives, the ambient writhing sound quickly intensifies until all goes black and it bursts into whatever natural or artificial air bubble characters might currently be occupying. While it might collapse normal air bubbles, in the larger ones (such as the one in Sanctuary) it manifests as an actual cloud and worms fall to the earth islands like wriggling droplets of rain.

What is most horrifying is that these worms are as frenetic in behavior as those surrounding flesh islands and cause piercing damage in a similar manner.



ADVENTURE THEMES

So there is a plane of worms out there deep in the Ethereal, why go? The following are some adventure ideas to draw people into this nightmare of a demiplane.

KIDNAPPED

The avolakia don't really need an excuse to take captives, torture and experiment on them to create a wide variety of undead, but the war with the psurlons has certainly given them motivation. A fledgling spellcaster on one of his first expeditions to the planes has been taken by the avolakia and does not have long before he is subject to the worst of avolakian ministrations.

It just so happens that this young spellcaster has blood ties to a royal family and the family is looking for heroes to return their doomed scion.

FOOD SUPPLIES (ANCHÔROMÉ)

The aarakocra of Anchôromé have a burgeoning population and recent events have led to a boom in the birth of younglings. All of these hungry mouths have stretched some clans to their limits. Though it might disgust most other humanoids, the aarakocra see nothing wrong with the consumption of worms, and Wormscape is an infinite source.

Aarakocran sorcerers have been developing a small, one way portal that would only allow normal worms to filter through and nothing else. Unfortunately, its other end needs to be personally placed on the demiplane in order to function.

PETITIONING SAGAWEHN (MAZTICA)

The vermiurge of Wormscape is inscrutable and indifferent to mankind, but a plague of invasive beetles has been decimating the jungles of Far Payit for nearly a decade now and the situation is dire. If the PCs could somehow convince the vermiurge to leave Wormscape temporarily or somehow lend its powers, it could simply command the offending creatures to return to their southerly realm in Katashaka. This is not a war that might alone would win.

SECRET WEAPON

A terribly powerful beast is rampaging through the countryside eating up whatever it encounters. The beast is direct in its attacks, possibly being a gigantic dinosaur or titanic bird. Such a creature is just too big and destructive to be taken down by conventional means, but might be killed by thousands of captured heart grubs!

BRING LIFE TO THE LAND

Ecological disaster has struck and the soil for miles around has grown infertile. Though it might take a number of years, collecting and safely releasing tens of thousands of earthworms would lead to a full recovery in a situation where the strongest of magics have failed.

A STRANGE MOUNT

Rumors are being spread throughout the planes that a unique type of mount can be purchased in Wormscape. PCs who are interested might be able to pick themselves up a hendar if they are willing to treat with the psurlons.

PSURLONS OF WORMSCAPE

While psurlons on the Astral Plane are clearly beings of great psionic power, those who have relocated to Wormscape have necessarily divorced themselves of thier abilities.

The nature of the very plane itself restricts such magic, but the psurlons who live here don't seem to mind. The sect that originally settled the demiplane in fact rightfully blamed the pursuit of psionic power for the destruction of their home world. These psurlons are considered heretics by others, but the Astral populations have not come hunting for their former brethren.

Psurlon of Wormscape have also tempered some of their more aggressive and sadistic behaviors, though as a whole their society still has tendencies towards cruelty. Individuals with different needs and goals are far more common however, and some psurlons of Wormscape are even occasionally branching out as adventurers.

WORM PHYSIOLOGY

Psurlons have bodies very similar to earthworms, with pinkish moist skin and tubular bodies marked with lighter and darker bands. The similarities end there however and a psurlon has four appendages that could pass for arms and legs.

The head of a psurlon has a prominent maw and its teeth and claws are the only true bony portions of the entire being's body. Eyes ring the maw but they are difficult to pinpoint unless one looks close.

Psurlons tend to remain naked though those who accompany other races frequently are known to wear hooded cowls, hiding the most alien parts of their appearance. They are fond of magical items and will wear any such item that their body shape can support.

While the Astral Plane has multiple varieties of psurlons, including giant versions, those in Wormscape are homogeneous.



APOCALYPTIC HISTORY

Long ago, the psurlons inhabited a Prime world where they had become the dominant species and their cities dominated both the above ground and underworld portions of their planet. Ever ambitious, the psurlons delved deeper and deeper into the mysteries of the mind, and like the hubristic elves of Faerûn in the first Sundering, they attempted a feat of magic that was not truly meant for mortals.

As natural telepaths, they sought to expand their collective consciousness to blanket the whole of their planet so that they would become in essence a singular organism of many parts. With such coordination and power, they could expand beyond the limits of the world that they had come to dominate.

Unfortunately for the psurlons (but perhaps fortunately for the rest of the multiverse) the attempt was a catastrophic failure which resulted instead in the destruction of their home world. Whether intentionally or as a psionic backlash, the psurlons also tore a rift into the Astral Plane where entire populations managed to escape. Over time, the wormfolk became accustomed to their new homes, though they are considered menaces by most other thinking races.

The psurlons of Wormscape are different than most of their peers. Unlike their brethren, they have come to terms with the realization that it was their own pursuit of psionic power that led to the apocalypse. This particular sect of psurlons avoids such mind magic like the danger they believe it to be.

DOMINATION OF A DEMIPLANE

The Wormscape sect of psurlons have only been on the demiplane for a century or so, but they are on the path to becoming its dominant species. The environment is soothing to them and they don't suffer the natural negative effects of the plane, but they do not travel within the worms and insist on some typically humanoid comforts as well.



Most permanent air bubbles are now taken over by either the psurlons or their declared avolakian enemies. The war has continued unabated since the psurlon arrived and skirmishes are commonplace.

PSURLON NAMES

Naming is a convention that was once foreign to psurlons due to the fact that their telepathic communication allowed them to instantly identify one another when necessary. The psurlons of Wormscape have made a conscious decision however, to adopt this humanoid tradition as they become more involved in a cosmopolitan multiverse.

Names are almost always singular and they do not even refer to themselves by common clusters. Humans and other humanoids who befriend multiple psurlons might tend to bestow such identifications, but the psurlons themselves still rely on their telepathic identification markers for cluster or family. Psurlons are hermaphroditic and their names are genderless.

Genderless Names. Apashni, Dekzel, Ecothisz, Icshosya, Jyastapta, Leshidex, Okzarze, Reszitar, Sekshodmas, Sheccat, Sragas, Zsarshucshess, Zsodazat

PSURLON TRAITS

Your psurlon of Wormscape character has a number of traits in common with other psurlons of Wormscape.

Ability Score Increases. Your Intelligence score increases by 2 and your Constitution score increases by 1.

Age. A Psurlon reaches adulthood by 10 and lives to 60 or 70 years of age.

Alignment. Most psurlons are lawful evil. They are self serving and prone to fits of anger. However, psurlons who make frequent contact with other species have learned to temper these tendencies and many are now lawful neutral or just neutral. Rare individuals develop strong moral senses and become good.

Size. Psurlons are typically short, maxing out at 5 feet and weighing approximately 130 lb. Your size is Medium.

Speed. Your base walking speed is 30 feet. Psurlons may burrow, but not efficiently enough or quickly enough to be given a burrowing speed.

Telepathy. You can communicate telepathically up to a range of 120 feet.

Blindsight. You may accurately ascertain your surroundings using a combination of scent, heat detection and vibration giving you blindsight up to 60 feet. If any portion of these senses is blocked for any reason, you lose your blindsight for as long as the sense is suppressed.

Spell Immunities. Your unique physiology and mental patterns offers you immunity to being charmed, you are also immune to any *sleep* or *hold* magic.

Slippery. You gain advantage in Dexterity (Acrobatics) saving throws to escape bonds or a grapple.

Languages. Due to your telepathic ability, the use of language has mostly eluded your race. However, most psurlons understand the Common tongue and those with humanoid allies speak the language with some difficulty in word formation.

MONSTERS

There are thousands of different types of normal worms in Wormscape, but there is also a huge variety of worm creatures that are quite a bit more dangerous.

AVOLAKIA

Avolakia are vile, ten foot tall creatures that combine some of the worst qualities of worms with other creatures like octopi and beetles. They are evil to the core and enjoy tormenting humanoids and created undead for sustenance and a simple need to see others suffer.

Consumers of Undead Flesh. Avolakia are carnivores, but have a strange preference for undead flesh. They are prolific in their creation of such necromantic creations and some believe that avolakian undead armies would have overrun other races had the avolakia not consumed so many of their own creations.

Notorious Infiltrators. Avolakia have the ability to change into a variety of humanoid forms, and they use this ability to gather information on enemies readily. Their cruel natures are hard to mask however, and even in the form of a normal human, their penchant for harming others often exposes the ruse. Avolakia simply cannot help themselves among "lesser creatures."

Underground Menaces. In most worlds, avolakia only reside deep in the Underdark and rarely make alliances with others. Occasionally they will ally with illithids with whom they make mutually beneficial pacts.

They also have predilections to worship a being known as Kyuss and frequently employ the undead creatures known as spawn of Kyuss. On Wormscape, the avolakia are not tied to Kyuss, yet the spawn of Kyuss and other Kyuss related creatures are known to be in their employ to serve as guards. Sages believe that Kyuss first obtained his famous green worm and avolakian worshipers here, but those who remained behind feel no compulsion to revere him.

AVOLAKIA

Large aberration, neutral evil

Armor Class 18 (natural armor)

Hit Points 102 (12d10 + 36)

Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	16 (+3)	17 (+3)	16 (+3)	21 (+5)	22 (+6)

Skills Deception +10, Intimidation +10

Damage Immunities cold, necrotic

Damage Resistances fire

Condition Immunities paralyzed

Senses darkvision 60 ft., passive Perception 15

Languages Avolakia, Common, Undercommon

Challenge 10 (5900 XP)

Shapechanger. The avolakia can use its action to polymorph into a Small or Medium humanoid it has seen, or back into its true form. Its statistics, other than its size, are the same in each form. Any equipment it is wearing or carrying isn't transformed. It reverts to its true form if it dies.

Regeneration. The avolakia regains 10 hit points at the start of its turn. If the avolakia takes acid, fire or lightning damage, this trait doesn't function at the start of the avolakia's next turn. The avolakia dies only if it starts its turn with 0 hit points and doesn't regenerate.

Slimy Secretions. An avolakia has advantage on Dexterity (Acrobatics) checks made to escape bonds and end grapples.

Innate Spellcasting. The avolakia's spellcasting ability is Intelligence (spell save DC 15). The avolakia can innately cast the following spells, requiring no material components:

At will: *chill touch*, *detect magic*, *gentle repose*, *mage hand*, *suggestion*

3/day each: *animate dead*, *fear*, *vampiric touch*

1/day each: *arcane hand*, *create undead*

ACTIONS

Multiattack. The Avolakia makes 3 attacks: one with its bite and two with its claws.

Bite. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 14 (3d6+4) piercing damage and if the target is a creature it must make a DC 16 Constitution save. On a failed save the creature suffers an additional 14 (4d6) poison damage and it takes half damage on a successful save.

Claws. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 11 (3d4+4) slashing damage.



A PLETHORA OF WORMS

Throughout half a century of the D&D game beings appropriate for Wormscape have made appearances, but have not been updated to the 5th edition.

The monsters presented here are by no means comprehensive, but a simple Google search can pull up dozens of worm-creatures from earlier editions.

DEMON, ADARU

The adaru is a being of pure corruption. It resembles a millipede that is 5 feet in length, but its face is horrifyingly that of a human child with a mixture of insectoid features.

Manifest Corruption. Adaru are treacherous creatures formed from the souls of some of the greatest liars and manipulators. They are powerful, but nowhere on par with creatures like the mighty balor. However, an adaru's ability to manipulate falsehoods is almost arcane in nature and particularly talented adaru can become movers and shakers in the chaos of the Abyss.

Cult of Personality. Adaru revel in the admiration of others, but not to the point where it makes them foolish. They do not care if such admiration is real or magically induced and an adaru has often charmed or manipulated cultists to tend to its every need. In the Blood War, their penchant for leadership translates well on the battlefield and they are known to command legions out of the normal boundary of creatures at their level of raw power.

ADARU

Medium fiend (demon), chaotic evil

Armor Class 17 (natural armor)

Hit Points 110 (13d8 + 52)

Speed 40 ft., burrow 30 ft., climb 40 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	14 (+2)	19 (+4)	16 (+3)	13 (+1)	18 (+4)

Skills Deception +12, Persuasion +8, Intimidation +8

Damage Immunities poison

Damage Resistances cold, fire, lightning, bludgeoning, piercing and slashing damage from nonmagical weapons

Condition Immunities poisoned

Senses darkvision 60 ft., passive Perception 11

Languages Abyssal, telepathy 120 ft.

Challenge 9 (5000 XP)

Fetid Cloud. An adaru constantly sprays a cloud of vile mist that surrounds it in a 30 foot radius. Creatures in this area must make a DC 16 Constitution saving throw every time they start their turn within the area or become poisoned. In addition, the mist condenses on hard surfaces, becoming slippery making the area difficult terrain for 1 hour after the adaru has moved the cloud away. An adaru may suppress or enact this ability as a bonus action.

Innate Spellcasting. The adaru's spellcasting ability is Charisma (spell save DC 16). The adaru can innately cast the following spells, requiring no material components:

At will: *charm person*

3/day each: *freedom of movement*, *teleport*

ACTIONS

Bite. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 17 (4d6+3) piercing damage plus 22 (5d8) poison damage on a failed DC 17 Constitution saving throw or half damage on a successful one.



HENDAR

The hendar is considered a gruesome creature by most, but there is no denying their usefulness as a steed. Though they are foul tempered and mean, they are loyal if properly trained. Hendar are the preferred mounts of psurlons.

Worm Horse. Hendar are an utterly bizarre amalgamation of horse, worm and bat. Their worm-like bodies are long and have the appearance of a giant earthworm, but instead of slimy and moist, they are quite dry, with skin the consistency of leather. Their horse head and gigantic bat wings certainly appear misplaced on the body, as if a mad wizard simply began putting together mismatched body parts.

Foul Tempered Steeds. It is unknown whether hendar arose on Wormscape or are transplants from elsewhere. Their existence has long been known on the world of Toril in sea caves, swamps and moorland crags. In the wilds of those worlds the hendar are known for their foul tempers and an almost conscious level of cruelty, but on Wormscape most have been tamed to carry a rider. A tamed hendar is expensive, costing anywhere from five to ten times that of a normal warhorse (2000-4000 gp).



HENDAR

Large monstrosity, unaligned

Armor Class 15 (natural armor)

Hit Points 45 (6d10 + 12)

Speed 20 ft., fly 60 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	13 (+1)	14 (+2)	5 (-3)	12 (+1)	5 (-3)

Senses darkvision 60 ft., passive Perception 11

Languages -

Challenge 2 (450 XP)

Hold Breath. Hendar are able to hold their breath for up to 10 minutes without suffocating.

ACTIONS

Multiattack. The hendar makes 3 attacks: one with its bite, one with a wing buffet, and one with a tail slap.

Bite. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 9 (2d4+4) piercing damage.

Tail Slap. *Melee Weapon Attack:* +6 to hit, reach 10 ft., one target. *Hit:* 11 (3d4+4) bludgeoning damage.

Wing Buffet. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 11 (2d6+4) bludgeoning damage.

VERMIURGE (SAGAWEHN)

A vermiurge is either a god among vermin or a paragon among all insects. Unlike humanoid deities, they are not expressly worshiped, but they innately have command over all those within their vicinity.

A Variety of Appearances. All vermiurges combine features of different insects in a wide variety of ways. Their most common appearance is that of a scorpion with four pincers, dragonfly wings and an extended thorax. Vermiurges, however, can be anywhere from Large to Colossal in size, they may or may not have wings, and other insect-like appendages might replace those already mentioned. Sagawehn specifically has no wings and appears to be more of a cross between a spider and a scorpion. She is colossal in size and her tail extends impossibly long.

Crown of Vermin. Because of their status among the tiniest of creatures, a vermiurge is perpetually surrounded by a crown of swarming vermin that they may dismiss or call into being with nary a thought. This cloud is a source of both offense and defense for the vermiurge and it replenishes itself instantaneously. It is unknown if the vermin are simply willed into being by the vermiurge or if it keeps them locked away in some extradimensional space while they are not in use.

Aloof Beings. There is very little that can draw the attention of a vermiurge unless it is threatening to their existence. They are remarkably intelligent, but care for very little. Even the vermin they lord over are expendable unless a threat becomes existential. Some compare the vermiurge to the enigmatic animal lords because of this behavior and the similarities are striking.



SAGAWEHN

Sagawehn was originally a true deity on an unknown world who was believed to have had a hand in the creation of thri-kreen. It is also believed that she might still exist as a deity on that world, so how "she" also exists as a vermiurge in Wormscape is a mystery that has yet to be solved.

Sagawehn the deity is known to have lived on Arvandor, where her expansionistic behaviors brought her into dire conflict with the fey. Her existence her as a vermiurge might

in fact be the result of her interactions and conflict with those fey.

On Wormscape, Sagawehn is nowhere near as active as she once was, but she truly has no need to be. It is believed that all of the worms either directly or indirectly follow her command in ways that are not easy for humanoids to understand. While she has no power over the avolakia or the psurlons, she has no power over them.

SAGAWEHN

Gargantuan monstrosity (vermiurge), unaligned

Armor Class 19 (natural armor)
Hit Points 280 (16d20 + 112)
Speed 60 ft., climb 60 ft.

STR	DEX	CON	INT	WIS	CHA
25 (+7)	17 (+3)	25 (+7)	18 (+4)	22 (+6)	15 (+2)

Saving Throws Con +13, Int +10, Wis +12, Cha +8
Skills Perception +12
Damage Immunities poison, psychic
Damage Resistances fire, cold, lightning, bludgeoning, piercing and slashing damage from nonmagical weapons
Condition Immunities poisoned, charmed, frightened, paralyzed, petrified
Senses passive Perception 22, darkvision 120 ft., truesight 60 ft.
Languages telepathy 120 ft.
Challenge 20 (25000 XP)

Crown Of Vermin. Sagawehn can activate or deactivate a crown of flying vermin that has tens of thousands of tiny insects. This crown surrounds her in a 60 foot radius and any creature within this radius takes 18 (4d8) piercing damage at the start of their turn from dozens of tiny bites.

ACTIONS

Multiattack. Sagawehn makes 3 attacks: two with her claws and one with her tail sting.

Claws. Melee Weapon Attack: +13 to hit, reach 10 ft., one target. Hit: 21 (4d6+7) bludgeoning damage.

Tail Sting. Melee Weapon Attack: +13 to hit, reach 30 ft., one target. Hit: 20 (3d8+7) piercing damage plus 17 (5d6) poison damage.

LEGENDARY ACTIONS

The sagawehn can take 3 legendary actions, choosing from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. The sagawehn regains spent legendary actions at the start of its turn.

Move. Sagawehn moves at her normal speed
Vermin Shield (Costs 2 Actions). Sagawehn directs all of her vermin to block attacks from one specific creature. That creature then makes attack and damage rolls at disadvantage until she directs the crown of vermin to another or until she deactivates the shield.
Tail Sting (Costs 3 Actions). Sagawehn can make a tail sting attack.

AN ENTIRE DEMIPLANE FULL OF...WORMS?

Deep in the Ethereal plane there is a grayish brown curtain of color with very little indication to what lies on the far side.

After stepping through, it is likely that your players would rather they had entered the deepest pits of the Abyss. When they realize the bubble of air that surrounds them is collapsing and the wall of trillions of worms comes crashing down upon them, they'll only wish they could suffocate quicker!

Wormscape is the second book dedicated to giving planes of existence from earlier editions far greater detail and an upgrade to the 5th Edition.

On page 51 of the 2nd Edition Planescape book **The Guide to the Ethereal Plane**, Wormscape was introduced with the following:

"For a basher with a phobia about worms, this demiplane is worse than all of the Lower Planes put together. Wormscape is literally a solid, three-dimensional mass of living, writhing worms. The extent of the demiplane remains unmapped; however, there can be no doubt that its expanse is vast."

Using that description, and a few additional paragraphs from GtE, Wormscape has been given a reason to exist and many of its inhabitants have been detailed. In this book you will find the history of the plane (it has not been around forever, but it certainly has been a long time) and all of its unique physical laws. You will discover its effects on magical spells (no psionics here!) and its awful inhabitants. Creatures like the avolakia (3e **Monster Manual II**), adaru demons (3e **Monster Manual V**), the hendar (2e **Forgotten Realms Monstrous Compendium 11**) and the vermiurge (3e **Epic Level Handbook**) are updated to 5th edition statistics and the psurlons (3e **Monster Manual II**) are back as a playable race! Have you ever wanted to play "wormfolk" as a PC? Well, probably not.

This product and all future products with the PSC tag will be given at least some small connection to either a Maztican, Anchôromian or Lopangan setting, but will also remain fiercely independent.

Wormscape is a realm of horrors, but there is also more there than just the worms. Take your PCs to a place and on an adventure that they will truly never forget - particularly in their nightmares!

