

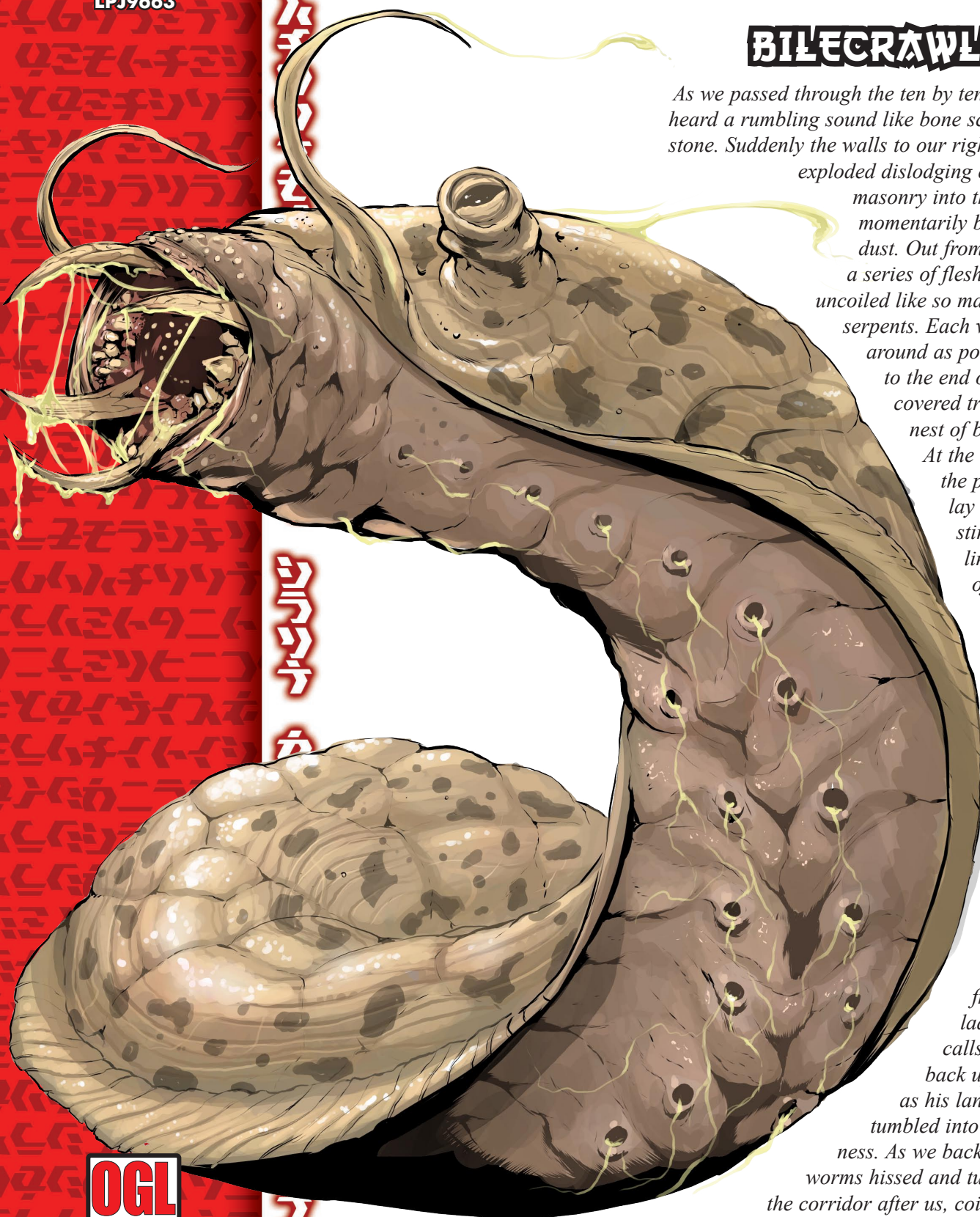


LPJ9663

# MONSTERS OF NEOXODUS: WYRMS OF WRATH

## BILECRAWLER

*As we passed through the ten by ten corridor we heard a rumbling sound like bone scraping upon stone. Suddenly the walls to our right and left exploded dislodging chunks of masonry into the hall and momentarily blinding us in dust. Out from the fissures a series of flesh tendrils uncoiled like so many bloated serpents. Each was as thick around as pony. Attached to the end of their slime-covered trunks was a nest of barbed spines. At the center of the peril, there lay a pink, bile-stinking orifice lined with rows of inward tilted fangs. Before we could act one of them caught Suezarian by the leg and pulled the young apprentice screaming back down the tunnel it had sprung from. The lad's tortured calls echoed back up to us even as his lantern's light tumbled into the darkness. As we backed away the worms hissed and tumbled into the corridor after us, coiling and uncoiling, slithering like desert sidewinders*



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## MONSTERS OF NEOXODUS: WYRMS OF WRATH

over the debris; their heads and tiny, baleful eyes canted toward us – their would-be feast.

### BILECRAWLER-CRE

**Always Neutral Large Magical Beast (Wym)**

**Initiative:** +0; **Senses:** darkvision 60 ft, low-light vision, tremorsense 60 ft.; **Listen** +6, **Spot** +3

**Armor Class:** 18 (–1 size, +9 natural), touch 9, flat-footed 18

**HP:** 25 (3 HD)

**Saves:** Fort +6, Ref +3, Will +2

**Speed:** 30 ft. (6 squares), burrow 20 ft.

**Melee:** Bite +7 melee (2d6+7 plus 1d4 acid)

**Space/Reach:** 10 ft./5 ft.

**Base Attack/Grapple:** +3/+12

**Special Attacks:** Improved grab, spit acid

**Abilities:** Str 21, Dex 10, Con 17, Int 2, Wis 13, Cha 6

**Special Qualities:** Darkvision 60 ft., low-light vision, narrow build, tremorsense 60 ft.

**Feats:** Acrobatic, Alertness

**Skills:** Jump +7, Listen +6, Spot +3, Tumble +5

**Environment:** Underground

**Organization:** Solitary or bed (2–4)

**Treasure:** None

**Advancement:** 4 HD (Large); 5–9 HD (Huge)

**Level Adjustment:** —

The bilecrawler (also known as a bile wyrm for the gastrula stink it gives off) makes its lair in caves and dungeons, often burrowing into such places in search of water or prey. This wyrm is the bane of most subterranean humanoid races, being clever enough to tunnel around heavily defended guard positions and into living spaces and sleeping areas to feast upon the surprised inhabitants (most of whom are usually non-combatants). Many underground races have a number of folk tales regarding these monsters, most involve the wyrms having a taste for particularly unruly children. Real bilecrawlers don't particularly care whether their meal has been naughty or nice.

Bilecrawler's appear much like stout segmented earthworms or slugs bred to enormous size. Their only facial features are a gaping oral cavity rung round with a collection of flexible barbed spines and a pair of forward-pointed, lidded eyes mounted to either side of its mouth. Their coloration ranges from dull pink and gray to dark brown or glossy black. Typical specimens grow to about 13 feet long and weigh around 900 pounds.

A bilecrawler burrows using the bony spines mounted on its front end, and its acidic digestive juices.

It absorbs nourishment from the organic matter and mineral nutrients found in the soil eating as it burrows. However a bilecrawler's diet requires it to eat copious amounts of protein as well, which the creature acquires by preying on other subterranean creatures – notably humanoids like dwarves, goblins, and drow. A burrowing bilecrawler usually does not make a usable tunnel, but it can construct a tunnel at need or at the command of a cthonnon master (see *cthonnon*). To do so it must burrow at half speed. This species of wyrm often digs winding tunnels abutting dungeon corridors, natural caves and mine shafts, so as to be closer to its prey. Typical tunnels are 5 feet tall and wide, and from 60 to 150 feet long ([1d10 + 5] × 10).

The fleshy antenna, mounted above the bilecrawler's mouth, and banded chitin shell act as a motion detector, picking up minute surface vibrations when the creature is in contact with the earth. Vibrations caused by passing prey are picked up by the creature's armor and transferred up to its antenna via vibratory resonance. The wyrm can manage the same effect by touching or burying its antenna in the ground.

### COMBAT

A bilecrawler usually lies 5 to 10 feet below the surface until its antennae detects the approach of prey. It then burrows up to attack. (Treat this as a charge, even though the bilecrawler does not need to move 10 feet before attacking.) The creature usually only fights long enough to acquire a meal, grabbing a victim and then escaping back down its tunnel. The more frustrated a bilecrawler the more likely it is to spit a gout of bile.

Pods of bilecrawlers share the same territory but do not cooperate, with one another unless directed to by a cthonnon trainer. The wyrm lords often use bilecrawlers as scouts, and sappers, when launching an invasion against their subterranean neighbors. Likewise they use the beasts to construct new lairs. Bilecrawlers make for excellent terror weapons considering their predilections concerning food.

**Improved Grab (Ex):** To use this ability, a bilecrawler must hit a Medium or smaller creature with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If the bilecrawler succeeds in controlling the grapple, it attempts to retreat backward down its tunnel at its

land speed (*not its burrow speed*), dragging the victim with it.

**Narrow Build (Ex):** A bilecrawler's long narrow physique is such that it can navigate areas that would ordinarily be too small for a creature of it's size category without suffering many of the penalties associated with becoming squeezed (*see Tactical Movement in the PH*). Bilecrawlers are treated as being one size category smaller for purposes of moving around corners or through tight enclosures. In areas where the wyrm would ordinarily become squeezed, the wyrm compresses to fit the area's size, but suffers none of the usual penalties associated with being squeezed aside from being compressed to half it's normal tactical width

**For Example:** When a Large bilecrawler (*which normally takes up four squares*) squeezes into a space that's one square wide (*such as its own tunnel*), the creature's miniature figure occupies two squares, centered on the line between the two squares. For a bigger bilecrawler, center the creature likewise in the area it squeezes into.

A bilecrawler is still considered Large for all other tactical considerations outside of the specific movement mentioned above, including but not limited to: grapple checks, skill checks, reach (*though its reach will be shortened for its narrower profile*), etc.... A bilecrawler may not choose to squeeze past and enemy.

**Spew Bile (Ex):** A bilecrawler's stomach acids are perilously caustic. Once every 2d4 rounds it can belch forth a 30-ft. line of putrid yellow bile to soak its prey in (*4d4 points of acid damage, Reflex DC 14 for half*). The save DC is Constitution-based.

## PARAGON BILECRAWLER - CRE

Always Neutral Large Magical Beast (Wym)

**Initiative:** +5; Senses: darkvision 60 ft, low-light vision, tremorsense 60 ft.; Listen +8, Spot +5

**Armor Class:** 21 (*-1 size, +3 Dex, +9 natural*), touch 12, flat-footed 18

**HP:** 62 (6 HD)

**Saves:** Fort +10, Ref +8, Will +4

**Speed:** 30 ft. (6 squares), burrow 20 ft.

**Melee:** Bite +12 melee (2d6+10 plus 1d4 acid)

**Space/Reach:** 10 ft./5 ft.

**Base Attack/Grapple:** +6/+21

**Special Attacks:** Improved grab, spit acid

**Abilities:** Str 25, Dex 16, Con 20, Int 2, Wis 14, Cha 4

**Special Qualities:** Darkvision 60 ft., low-light vision, narrow build, tremorsense 60 ft.

**Feats:** Acrobatic, Alertness, Improved Grapple, Improved Initiative

**Skills:** Jump +9, Listen +8, Spot +5, Tumble +9

**Environment:** Underground

**Organization:** Solitary or bed (2-4)

**Treasure:** None

**Level Adjustment:** —

**Spew Bile (Ex):** A paragon bilecrawler's stomach acids are even more caustic than the standard variety. Once every 1d4 rounds it can belch forth a 30-ft. line of putrid yellow bile to soak its prey in (*6d4 points of acid damage, Reflex DC 18 for half*). The save DC is Constitution-based.

Paragon bilecrawlers, appear much like the more common variety, but are a more confident breed less likely to leave a fight until all its targeted prey have fled or been incapacitated. Rarely are they found untended in the "wild." Almost all have been specifically bred and trained to be instruments of war by the vermen, and rarely stray far from their owners' sides.

The selective breeding process has, in addition to making them heartier, also augmented the acidity of the paragon bilecrawler's stomach bile. The acid of these augmented wyrms is so strong that older paragon bilecrawlers often suffer near constant pain from ulcers along their digestive tract. The result is that paragon bilecrawlers must void their bile more often and are therefore much freer using their acidic spittle in enemies. Some scholars theorize that the constant burning of their bile is the source of much of this wyrm's aggression.

## COMBAT

Bred to be bigger, tougher and more aggressive than their fellows by the vermen. Paragon bilecrawlers are less likely to retreat with one measly morsel caught in their barbed mouth spines, and are more likely to try and bring down as much prey as possible. After a successful hunt the paragon bilecrawler removes the bodies of its prey back to their tunnels to dine on in peace. Only if the wyrm is severely injured does it break off combat dragging whatever edibles it can with it.



## CTHONNON

The ground beneath your feet gives way revealing a hideous, chattering, circle of articulated spines surrounding a lamprey-like maw filled with rows of serrated fangs. The fiendish orifice is attached to a glistening four-foot-long slug with tiny atrophied fore limbs horribly reminiscent of a newborn's but ending in palsied hands and black talon-like claws. The abomination supports it self on a pair of stunted reptilian legs from which twisted toes stick out at seemingly random lengths. A fleshy tendril protrudes from above its mouth at the top of what most would call its eyeless head. The antenna takes a taste of the air and then bruise-colored thing gives a loud hissing screech in your general direction. There is a another rumble from deep below. Something is coming. Something large.

A Cthonnon (*singular or plural*) looks like nothing so much as a slouching, land-bound, armored lamprey. They have stubby, segmented, serpentine bodies with short lizard-like legs and feet. Their tiny, almost atrophied arms end in three hooked claws. Their heads, a near featureless extension of their sinuous necks, end in a hole-shaped mouth filled with rows of tiny inward slanting spines, capped off by a fleshy antenna that serves as their primary olfactory organ. Cthonnon show no hint of ever having developed eyes, but yet can perceive their environs through a battery of other senses including vibrations. Typical Cthonnon stand about 4 feet tall and weigh about 110 pounds. Like certain real wyrms they reproduce asexually through a process similar to mitosis. When a Cthonnon reaches a certain age and size it develops a second set of atrophied bodily features (*including limbs, antenna and mouth*), at its next molt the creature sheds into two distinct beings both fully grown and possessing all the knowledge of the original.

No less disconcerting is their taste for undead. Cthonnon often raid the graveyards of other beings when given the chance, but are most fond of eating still moving animated dead having a sweet tooth for whatever taste there is to necromantic magic. Beyond the dead, Cthonnon can eat any sort of decaying organic matter, be it from plants or animals.

Cthonnon also known as wymlords or even worm-folk, are an ancient subterranean race with a special affinity for tending to and training the wyrms of wrath. They are rumored to live in deepest bowels of the earth deeper than even the drow, duergar or svirfneblin. It is said that every few millennia the

Cthonnons and their wyrms rise from their alien labyrinths and make war on the world above. Popular conjecture says it is plunder the surface of valuables, slaves or food. Some say that the Cthonnon are acting out of some primitive instinct and that they are as bestial as the monsters they tend. The truth though lies somewhere between. Every hundred years conditions near the center of world become so inhospitable as to drive the Cthonnon from the their homes for several decades during which time they clash with various subterranean, and terrestrial species over resources. As a side note rampaging armies of undead are a much less common threat during these periods.

Cthonnon lairs are little more than damp muddy burrows that stink of clay. Most communities center around some strange geologic feature such as crystalline cavern, purple worm fossil, or thermal vent. Alternatively closer to the surface vermin often lair in borrows, cemeteries, sewers and the lairs of other monsters that have either moved on or been evicted by the vermin. The worm folk have little need for equipment and few even bother with clothing except when dealing with humanoids. When dealing with more conventional humanoids they wrap themselves in dark hooded cloaks so as to conceal their disconcerting appearance.

Cthonnon do make use of an ancient form of earth rune magic that predates that of giants or dwarves, and rumor persist about powerful rune wizards who dwell in vast unnatural cathedrals of stone and mud, hidden away in the deepest depths of the earth. Here Cthonnon olmen (*the title given to Cthonnon's most accomplished bards*) murmur haunting hymns that stir the very bones of the world. Given enough olmen of sufficient talent the musical ritual magic of the worm-lords is enough to cause volcanoes to awaken, fault lines to shift and given time can move whole land-masses, though the latter can take years and successions of singers to accomplish.

Cthonnons speak Terran and Undercommon, though most humanoids find their clicking spiky teeth to be distracting.

## CTHONNON-CRE

**Usually Lawful Evil Small Outsider (Native, Earth)**

**Initiative:** +0; **Senses:** All-around vision, Darkvision 60 ft., Tremorsense 60 ft.; **Listen** +6, **Spot** +8

**Languages:** Terran, Common

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

**HP:** 22 (3 HD)

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

**Speed:** 20 ft. (4 squares), burrow 20 ft.

**Melee:** Bite +6 melee (2d8+2) and 2 claws +4 melee (1d3+1)

**Space:** 5 ft; Reach: 5 ft.

**Base Atk:** +3; Grp: +5

**Special Attacks:** —

**Abilities:** Str 15, Dex 10, Con 15, Int 10, Wis 11, Cha 10

**Special Qualities:** All-around vision, earth glide, damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold and necromancy, outsider traits, resistance to electricity 10, tremorsense 60 ft.

**Feats:** Improved Grapple B, Multiattack, Toughness

**Skills:** Handle Animal +0 (+8 to handle wyrms), Hide +10, Intimidate +3, Knowledge (dungeoneering) +6, Listen +6, Move Silently +3, Search +6, Spot +8, Survival +6 (+8 following tracks or underground)

**Environment:** Underground

**Organization:** Solitary, pair, or convocation (3–5 plus 1–4 wyrms of wrath)

**Treasure:** None

**Advancement:** 4–6 HD (Small), 7–9 HD (Medium) or by class levels

**Level Adjustment:** —

**All-Around Vision (Ex):** Though seemingly eyeless, the Cthonnon's skin functions as a primitive sensory organ allowing it to "see" in all directions, providing a +4 racial bonus on Spot and Search checks. A Cthonnon can't be flanked.

**Earth Glide (Ex):** A Cthonnon can glide through stone, dirt, or almost any other sort of earth except metal as easily as a fish swims through water. Its burrowing leaves behind no tunnel or hole, nor does it create any ripple or other signs of its presence. A move earth spell cast on an area containing a burrowing Cthonnon flings the vermin back 30 feet, stunning the creature for 1 round unless it succeeds on a DC 15 Fortitude save.

**Immunity to Necromancy (Ex):** A Cthonnon is immune to spells or spell-like abilities of the Necromancy school that allow spell resistance. This however does not preclude them from using the Necromancy school magic.

**Worm Mastery:** The Cthonnon get their moniker, wormlord, from their affinity for wyrms. A Cthonnon receives a +8 racial bonus on Handle Animal checks involving creatures of the worm subtype. It can

always choose to take 10 on a Handle Animal check involving a worm, even if distracted or endangered.

### COMBAT

Cthonnons rarely engage in direct combat with surface dwellers instead relying on their monstrous wyrms to do most of the fighting. If forced to fight, a typical Cthonnon's first instinct is to grapple its opponent and use its powerful lamprey-like bite.

Cthonnon often strike from ambush, burrowing just beneath the surface and then erupting from below when they sense a foe within reach.

### CTHONNON CHARACTERS

Most Cthonnon revere Nergal the All-Consuming Worm as a god plagues, death, and the Underworld. Nergal's doctrine states that the Cthonnons will one day inherit the world after all life other life has been reduced to compost. Cthonnon clerics who follow Nergal's path may choose two of the following domains: Darkness, Death, Destruction, and Earth. Cthonnon clerics are often accompanied by fleshy undead such as zombies who make tasty walking treats for their master.

Advanced Cthonnon often take levels in support or stealth classes such as necromancers, sorcerers, bards or rogues. Cthonnon bards known as gullas (*singular gulla*) in particular are renowned for their ability to bolster their worm allies and shatter enemy defenses with their hypnotic murmuring and destructive use of magical harmonics. In large groups gullas can enact ritual chants that can with time reshape entire regions. A Cthonnon's favored class is bard.

### CTHONNON PARAGON

**Asexual Cthonnon Paragon 3**

**Usually Lawful Evil Small Outsider (Native, Earth)**

**Initiative:** -1; Senses: All-around vision, Darkvision 60 ft., Tremorsense 60 ft.; Listen +6, Spot +8

**Languages:** Terran, Common, Goblin, Undercommon

**Armor Class:** 24, touch 10, flat-footed 24, (+1 size, -1 Dex, +13 natural, +1 amulet)

**HP:** 60 (6 HD)

**Saves:** Fort +12, Ref +6, Will +8

**Speed:** 20 ft. (4 squares), burrow 20 ft.

**Melee:** Bite +8 melee (2d8+2) and 2 claws +6 melee (1d3+1)



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**Space:** 5 ft; Reach: 5 ft.

**Base Atk:** +5; Grp: +7

**Special Actions:** Summon wyrm

**Abilities:** Str 14, Dex 9, Con 21, Int 14, Wis 13, Cha 12

**Special Qualities:** All-around vision, earth glide, damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold and necromancy, outsider traits, resistance to electricity 10, tremorsense 60 ft., wyrm mastery

**Feats:** Improved Grapple B, Improved Natural Armor, Multiattack, Toughness

**Skills:** Concentration +5, Handle Animal +10 (+22 to handle wyrms), Hide +12, Intimidate +9, Knowledge (dungeoneering) +10, Listen +9, Move Silently +8, Search +14, Spot +13, Survival +9 (+11 following tracks or underground)

**Environment:** Underground

**Organization:** Solitary, pair, or convocation (3–5 plus 1–4 wyrms of wrath), hierarchy (1–4 plus 2–20 Cthonnons, plus 3–18 wyrms of wrath)

**Treasure:** None

**Advancement:** 4–6 HD (*Small*), 7–9 HD (*Medium*) or by class levels

**Level Adjustment:** —

**Equipment:** amulet of natural armor +1, cloak of resistance +1, hood of disguise (*as hat of disguise*)

**Summon Wym (Sp):** once per day, a Cthonnon can attempt to summon wyrm creature, much as though casting a summon monster spell. The type and number of wyrms summoned is based on the total character level of the Cthonnon (*see sidebar*). The spell level of this ability is equal to half the Cthonnon's character level.

Cthonnon paragons manage the resources at their disposal like an orchestra conductor directing a symphony, moving about active battlefields under the feet of their foes, burrowing to the surface in order to give orders to their mighty living weapons – the worms of wrath. Few Cthonnon develop the level of control over wyrm kind that paragons do and because of that they are revered, and groomed by their clan pods for positions amid the gullas. Identified paragons also receive first share of any treasures that a pod might find and the first portion of any communal meal so that they may grow large and undergo mitosis.

Rather than relying on simple clothing for disguise paragons often have access to magical devices either lost to the depth in ages past, or plundered from a tomb.

In addition to Terran, and Undercommon the paragon Cthonnon also speaks two other tongues usually chosen from the following list: Common, Dwarf, Goblin, Kobold, or Orc.

### COMBAT

Cthonnon paragons generally serve as leaders among their kind and often take levels in bard using their baleful moans (like wind through a hollow) to incite their wyrms to greater heights of destruction.

### SUMMON WYRM

To determine the sort of wyrm summoned by a paragon Cthonnon's summon worm ability consult the table below. In cases where a choice summoned wyrms is given the paragon Cthonnon may decide what wyrm or group of wyrms is summoned. Note though that some wyrms are difficult to find outside their native habitats (Example: A Cthonnon with a total of 18 character levels probably could not summon a frost worm in the middle of a dessert).

In games involving advanced Cthonnon, frost worms and purple worms should both be treated as having the wyrm subtype.

Cthonnon Paragon Character Level	Type and Number of Wyrms Summoned
6-7HD	Bilecrawler
8-9HD	1d3 bilecrawler
10-11HD	1d4+1 bilecrawler
12-13HD	Marrowcrusher or tempest-wyrm
14-15HD	Scythewynder or 1d3 marrowcrusher or tempest-wyrm
16-17HD	1d3 scythewynder or 1d4+1 marrowcrusher or tempest-wyrms
18-19HD	Frost worm or purple worm or 1d4+1 scythewinder
20-21HD	1d3 frost worms or purple worms
22+HD	1d4+1 frost worms or purple worms

### TEMPEST WYRM

From over the hilltop, between the black horizon and the churning, green thunderheads above, we saw it by a flash of lightning – a great bleached maggot some eight-yards-long rearing into the tempest sky. It bore

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a ring of black spines around its mouth, which itself was rung within by rows of shark teeth. The worm drew itself up to its full height, a nimbus of crackling energy sheathing it in a sporadic blue aura running from its coiled tail to the creature's mouth spikes, where it arched back and forth along them like St. Elmo's Fire amid a ship's rigging. There it stood a ghostly tower of white chitin and flesh basking in the lightning, shrieking alone into the rain and wind like some great raptor, until another unseen wyrm some miles off answered the call. And then a third. Soon the entire valley was alive with keening towers of putrid white flesh.

A tempestwurm is huge wormlike creature with a row of black jointed spines (*like insect legs*) ringing their round mouths. Generally whitish in color like a grub. It pulses with a blue nimbus from the electricity its body produces. On average an adult specimen will grow to about 25 feet long, with a body diameter of about 4 feet wide. Such a tempestwurm would weigh about 10,000 pounds, though much larger specimens have been recorded. The creature gives off a strong ozone scent.

### TEMPESTWYRM - CR7

**Always Neutral Huge Magical Beast (Wurm)**

**Initiative:** +1; Senses: darkvision 60 ft, low-light vision, tremorsense 60 ft.; Listen +8, Spot +8

**Armor Class:** 20 (–2 size, +1 Dex, +11 natural), touch 9, flat-footed 19

**HP:** 73 (7 HD)

**Saves:** Fort +10, Ref +6, Will +3

**Speed:** 30 ft. (6 squares), burrow 20 ft.

**Melee:** Bite +12 melee (2d8+12)

**Space/Reach:** 15 ft./10 ft.

**Base Attack/Grapple:** +7/+23

**Special Attacks:** Improved grab, swallow whole

**Abilities:** Str 26, Dex 13, Con 21, Int 2, Wis 12, Cha 10

**Special Qualities:** Darkvision 60 ft., fast healing 5, immunity to electricity, lighting field, low-light vision, tremorsense 60 ft.

**Feats:** Awesome Blow, Improved Bull Rush, Power Attack

**Skills:** Listen +8, Spot +8

**Environment:** Cold or temperate hills or marshes, or underground

**Organization:** Solitary or squall (2–4)

**Treasure:** None

**Advancement:** 8–14 HD (*Huge*); 15–21 HD (*Gargantuan*)

**Level Adjustment:** —

Of all the various wyrms of wrath, tempestwyrms are the most likely to found in aboveground settings. Their ability to feed off of electricity often compels them to surface during violent thunderstorms where they form their lower halves into a stable coil while reaching their mouths up skyward, allowing lightning to strike their long, black mouth spines. The spikes contain high amounts of iron making them unusually strong and conductive. Most tempestwyrms instinctively try to find a high point such as a hill to perch on making them easy to spot from afar, where they look like shuddering ghost towers of maggot white flesh. Their shrieking and baying can be heard for miles. The baying serves two purposes: one, it is used as a warning to keep others away and second it attracts other tempestwyrms. Most of the time tempestwyrms horde their electrical charge like misers holding onto copper pieces and become agitated when another wyrm ventures too close, but during a storm the creatures charges grow so great that they resonate from one to another allowing them to feed off one another's strength. At the storm's end a cluster of wyrms typically go their separate ways.

Those tempestwyrms that dwell deeper underground tend to congregate along fault lines, ley-lines, or powerful magnetic fields, where they feed on powerful static electric and magical energies.

### COMBAT

Most of the time tempestwyrms hide underground or in shallow leaf-filled vales waiting for prey to venture close before striking. During a thunderstorm though, the creatures become more aggressive and territorial and are known to chase prey for a mile or more. The creature's endurance often is enough to outlast its prey which when caught is usually swallowed whole.

Though not particularly smart they instinctively seek out storms and others of their kind when wounded knowing that lightning is their ally and that they have strength in numbers.

**Fast Healing (Ex):** A tempestwurm fast heals only if it is in contact with a strong electrical charge other than its own electrical powers.

**Improved Grab (Ex):** To use this ability, a tempestwurm must hit an opponent least one size category smaller than itself with its bite attack. It can then attempt to start a grapple as a free action without



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provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can attempt to swallow the opponent the following round.

**Narrow Build (Ex):** A tempestwurm's long narrow physique is such that it can navigate areas that would ordinarily be too small for a creature of its size category without suffering many of the penalties associated with becoming squeezed (*see Tactical Movement in the PH*). Tempestwyrms are treated as being one size category smaller for purposes of moving around corners or through tight enclosures. In areas where the worm would ordinarily become squeezed, the worm compresses to fit the area's size, but suffers none of the usual penalties associated with being squeezed aside from being compressed to half its normal tactical width

**For Example:** When a Huge tempestwurm (*which normally takes up nine squares*) squeezes into a space that's two squares wide, the creature's miniature figure occupies six squares, centered on the line between the two rows of three squares. For a bigger tempestwurm, center the creature likewise in the area it squeezes into.

A tempestwurm is still considered Huge for all other tactical considerations outside of the specific movement mentioned above, including but not limited to: grapple checks, skill checks, reach (*though its reach will be shortened for its narrower profile*), etc.... A tempestwurm may not choose to squeeze past and enemy.

**Swallow Whole (Ex):** When a tempestwurm begins its turn with a grappled opponent in its mouth, it can swallow that opponent with a successful grapple check. Once inside, the opponent takes 2d8+12 points of bludgeoning damage plus 6d6 points of electricity damage per round from the tempestwurm's gizzard. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 25 points of damage to the gizzard (*AC 15*). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A Huge worm's interior can hold 2 Large, 4 Medium, 8 Small, 32 Tiny, 128 Diminutive, or 512 Fine or smaller opponents.

**Lightning Field (Ex):** An enraged tempestwurm generates a static charge so intense that anything touching its body takes 8d6 points of electricity damage. Creatures striking a tempestwurm with natural attacks or unarmed attacks are subject to this damage, but creatures striking with melee weapons

do not take damage from the tempestwurm's lightning field. The jolt can however cause foes to drop held weapons; this is treated as a disarm attack. Against Medium-sized opponents wielding melee weapons the tempestwurm gains a +21 bonus on the disarm check.

**Skills:** Tempestwyrms have a +4 racial bonus on Listen checks.

### PARAGON TEMPESTWURM - CR 10

**Always Neutral Huge Magical Beast (Wurm)**

**Initiative:** +2; Senses: darkvision 60 ft, low-light vision, tremorsense 60 ft.; Listen +8, Spot +8

**Armor Class:** 21 (–2 size, +2 Dex, +11 natural), touch 10, flat-footed 19

**HP:** 115 (10 HD)

**Saves:** Fort +13, Ref +9, Will +4

**Speed:** 30 ft. (6 squares), burrow 20 ft.

**Melee:** Bite +18 melee (2d8+15)

**Space/Reach:** 15 ft./10 ft.

**Base Attack/Grapple:** +10/+28

**Special Attacks:** Electrical discharge, hypnotic aurora, dazzling burst, improved grab, swallow whole

**Abilities:** Str 30, Dex 14, Con 23, Int 2, Wis 12, Cha 16

**Special Qualities:** Darkvision 60 ft., fast healing 5, immunity to electricity, lighting field, low-light vision, tremorsense 60 ft.

**Feats:** Ability Focus (*dazzling burst*), Awesome Blow, Improved Bull Rush, Power Attack

**Skills:** Concentration +9, Listen +8, Spot +8

**Environment:** Cold or temperate hills or marshes, or underground

**Organization:** Solitary or squall (2–4)

**Treasure:** None

**Level Adjustment:** —

Over time some tempestwyrms develop the ability to control and modulate their electrical fields allowing them to become better more efficient hunters. Most of the time this skill is developed by trial and error over years of growth and experience. Some cthonnon breeders and trainers have however developed special techniques to coax the talent out of the beasts. Those tempestwyrms that survive the training process are highly prized within cthonnon society much like exotic pets or thoroughbred horses are in the lands above.

**Hypnotic Aurora (Sp):** Three times per day a paragon tempestwurm can generate a 30-foot spread



centered on itself of hypnotic strobing lights and electrical waves similar to the spell hypnotic pattern. The tempestwurm rolls 2d4 and adds its character level to determine the total number of Hit Dice of creatures affected. Creatures with the fewest HD are affected first; and, among creatures with equal HD, those who are closest to the spell's point of origin are affected before those who are farther away. Hit Dice gained that are not sufficient to affect a creature are wasted. The effect's duration is equal to the number of rounds the wyrms spends concentrating on it +2.

Affected creatures are allowed a Will save to avoid the effect (DC 18) those that fail become fascinated by the pattern of colors in the wyrms's aura and stand or sit quietly, taking no actions other than to pay attention to the tempestwurm, for as long as the effect lasts. Affected creatures take a -4 penalty on skill checks made as reactions, such as Listen and Spot checks. Any potential threat, such as a hostile creature approaching, allows the fascinated creature a new saving throw against the fascinating effect. Any obvious threat, such as someone drawing a weapon, casting a spell, or aiming a ranged weapon at the fascinated creature, automatically breaks the effect. A fascinated creature's ally may shake it free of the spell as a standard action. Sightless creatures and those immune to electricity are not affected. This is a mind-affecting effect. The save DC is Charisma-based.

**Dazzling Burst (Su):** Three times per day a paragon tempestwurm can give off a series of bright electrical flashes centered in an adjacent square. The effect is similar to the spell flare with a caster level equal to the wyrms's character level. If the tempestwurm causes the light to burst directly in front of a single creature, that creature is dazzled for 1 minute unless it makes a successful Fortitude save (DC 18). Sightless creatures, as well as creatures already dazzled, are not affected by this ability. The save DC is Constitution-based.

**Electrical Discharge (Ex):** A paragon tempestwurm can, when fully charged on electrical energy, discharge a 30-ft. line of electricity from its mouth, once every 1d4. Creatures caught in the line suffer 4d6 points of electrical damage, Reflex DC 18 for half. A tempestwurm can only use this ability three times before it must recharge itself by contact with a strong electrical charge other than its own electrical powers. The save DC is Constitution-based.

**Swallow Whole (Ex):** When a paragon tempestwurm begins its turn with a grappled opponent in its mouth, it can swallow that opponent with a successful grapple check. Once inside, the opponent takes 2d8+15 points

of bludgeoning damage plus 6d6 points of electricity damage per round from the tempestwurm's gizzard. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 25 points of damage to the gizzard (AC 15). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A Huge wyrms's interior can hold 2 Large, 4 Medium, 8 Small, 32 Tiny, 128 Diminutive, or 512 Fine or smaller opponents.

*Written By B. Matthew Conklin III*

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NAME		RACE		CR	CLASS
STR	<input type="text"/>	INT	<input type="text"/>	INTIV	<input type="text"/>
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Special / Notes					

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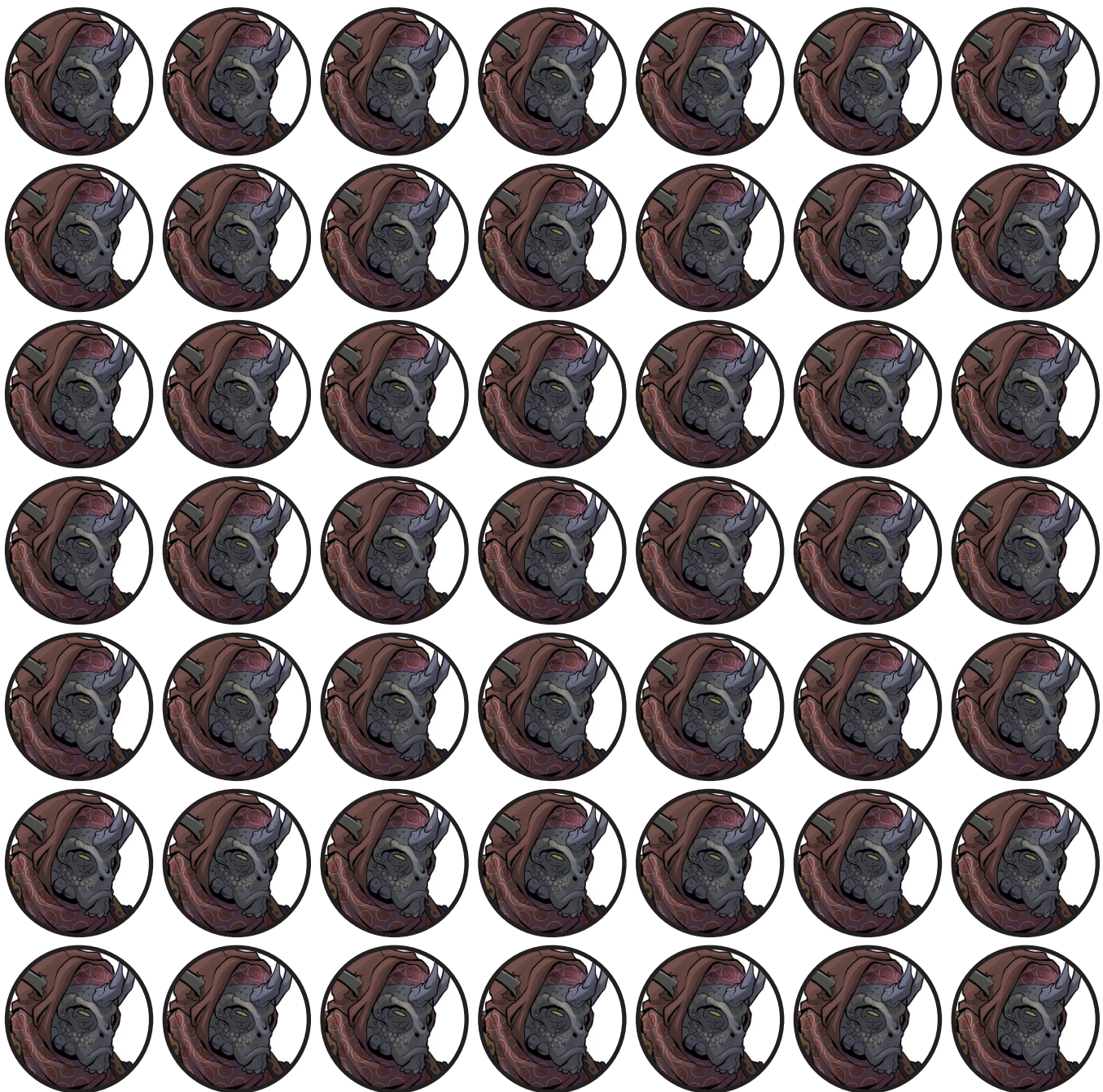
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