

THE CHAOS GODS COME TO MEATLANDIA

WIND LOTHAMER & AHIMSA KERP



A COMPLETE SOURCEBOOK FOR YOUR FAVORITE OSR GAME!

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MEATLANDIA



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Special thanks to Edgar Rice Burroughs, Frank Herbert, Edgar Allen Poe, and Fritz Leiber for inspiring this content. Thanks also to Thomas De Quincey for being so messed up and crazy. Thanks to Alex Proyas for making the Crow.

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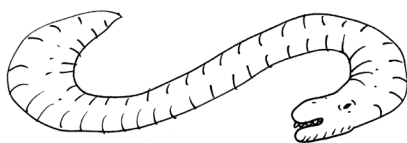
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Lo! 't is a gala night
Within the lonesome latter years!
An angel throng, bewinged, bedight
In veils, and drowned in tears,
Sit in a theatre, to see
A play of hopes and fears,
While the orchestra breathes fitfully
The music of the spheres.

Mimes, in the form of God on high,
Mutter and mumble low,
And hither and thither fly—
Mere puppets they, who come and go
At bidding of vast formless things
That shift the scenery to and fro,
Flapping from out their Condor wings
Invisible Wo!

That motley drama—oh, be sure
It shall not be forgot!
With its Phantom chased for evermore
By a crowd that seize it not,
Through a circle that ever returneth in
To the self-same spot,
And much of Madness, and more of Sin,
And Horror the soul of the plot.

But see, amid the mimic rout,
A crawling shape intrude!
A blood-red thing that writhes from out
The scenic solitude!
It writhes!—it writhes!—with mortal pangs
The mimes become its food,
And seraphs sob at vermin fangs
In human gore imbued.

Out—out are the lights—out all!
And, over each quivering form,
The curtain, a funeral pall,
Comes down with the rush of a storm,
While the angels, all pallid and wan,
Uprising, unveiling, affirm
That the play is the tragedy, "Man,"
And its hero, the Conqueror Worm.

Edgar Allen Poe, The Conquerer Worm

Confusion is my middle name
Ask me again I'll tell you the same
Persuaded by one sexy dame
No I do not feel no shame

Red Hot Chili Peppers, Funky Monks

Backstory

In the beginning, there was the Great Worm: he who is both light and darkness, life and death, law and chaos. Akatu, has he been called; also Father of Time; also Worm of Worms; also God of Gods. There have been other names as well, though they have long been forgotten, as have the tongues in which they were spoken. In the beginning, there was the Great Worm, and from him: all things.

The Great Worm bores eternally at the center of time and space, creating and destroying in equal measure. Just as he has created all things, so, too, shall he bring them to their end. So the Great Worm wills it and so it must be.

Among his creations, were the Gods of this world; for, at one time, this world was ruled by many Gods. And though they themselves are older than the planets and the stars, even they lived for but a single beat of the Great Worm's heart. But they shaped this world in remarkable ways before they left it.

First there was Gagnak, fierce and strong, king of the lesser Gods, and bravest of them all. Then came wise Sogath, the father of memory and of pain, second only to Gagnak himself. Then Sala, mother of waters, and her brother, Da, father of the heavens. And then Bo'kap, Drugar, Faa, Jamin and little Lykon.

But of all the Gods, great Korum was the most proud, and the most dangerous. His domain was Law and his creed was authority at any cost.

The first to fall was Sogath, for he, above all others, opposed Korum and had warned the others against the Law God's thirst for power. Then fell fair Faa, who thought herself safe from her lover's jealousy, and who was soon followed by vast Drugar, Korum's only ally and most unsuspecting victim. Soon Korum, great and covetous god of Law, had destroyed all the Gods, save the mighty Gagnak. But he too would fall in time and, as Korum pulled his bloody spear from Gagnak's heart, so began the Age of Law.



For the last several thousand years (4234 according to the dusty records) the forces of law have ruled Meatlandia with an iron fist. The result is a stagnant police state, where magic is clamped down and life is orderly, boring, and short. Alas for the side of law, this is no longer true.

Chaos has returned.

The great Worms have been boring their way to the surface for a million years. Though

they move with incredible slowness, they have finally gotten close enough to the surface that they are affecting geological changes. Over the last 100 years, there have been a number of earthquakes, volcanic eruptions, tsunamis, and the like that have devastated some of the worm-world's great cities. Millions have died, countless more have lost everything and been displaced, either wandering the wilderness or relocating to the remaining metropolises. Meatlandia itself has grown by millions of inhabitants in the last ten years and is home to a number of enormous refugee camps.

This is the cause of the chaos, as the worms are nibbling away at the listless forces of Law. Many agents of chaos see themselves as freedom fighters, as Robin Hoods opposed to the steel grip of Law and Order. The Large Cities are still dedicated to Law and will have Shrines dedicated to Law, some quite ornate. In many of the smaller and newer towns, boom towns on the edge of civilization, there are ad hoc "Chaos Churches." These are often nothing more elaborate than a goatskin tent, a spindly grove of trees, or a particularly gloomy basement.



The city of Meatlandia

Forget the fantasy cities you already know and think Lagos, think Karachi, Dhaka or Shenzhen. A kind, developed place this is not. Meatlandia is booming—no census records are taken, of course, but the population on some days is in the tens of millions.

It varies because large numbers of people die or are churned up by the Meat Lord's Flesh Factories and yet more are always arriving. Meatlandia is teeming with the influx of refugees who are constantly arriving and live in clusters that spread across and through the city. Many of these will remain within the great meatropolis until they too are taken to the Flesh Factories, an all-too-common fate for the indigent and the poor.

Many other newcomers disappear into the massive tunnel complex beneath the city, which is now a mixture of refugee camps, Kaldane warrens, and wild worm burrows. These tunnels, older by far than the city itself, are said to be the remnants of the last time the Chaos Gods came to the surface and are so

massive and convoluted that there are none who know of their full extent.

For well over a hundred years, the Meat Lord has ruled the city with an iron fist, which has contributed significantly to its rise as a global superpower. His special brand of magic, aided by the uncanny discipline of his disciples and his commitment to enforcing order above all else has provided Meatlandia with the advantage that it needed to position itself above all other cities in the region.

However, over the past ten years, the rise of chaos has begun to erode the Meat Lord's position. Refugees flooded the city, fleeing the chaos in the world and the random destruction of their homes. Where the nobility had been complacent for a hundred years, now other Lords of the city have begun to have designs of their own—hoping to supplant the Meat Lord as rulers of the last remaining Megalopolis. Preeminent among these is the Rust Lord, the head of an ancient family and the leader of an order devoted to a different brand of Law than that of the sinister and

merciless Meat Lord.

And then there is the chaos itself. Though the great worms have yet to return to the city, their effects are already felt, as the terrible chaos storms have begun to wreak havoc upon the city and upset the accepted order. The most notable effect of this has been the emergence of Our Lady of Sorrows, Meatlandia's own autonomous defense against the Chaos, and the huge number of obscene cultists devoted to her.

Meatlandia is indeed a city on the edge of chaos, and though it tentatively clings to the last vestiges of Law, it will one day succumb to the Chaos Gods.

From a practical standpoint, Meatlandia sits upon a harbor at the Northern end of a large inland bay. The city is surrounded to the East, North, and West by high stone walls, though these walls are themselves surrounded by the sprawling suburbs of the city and are rather porous, with well over a hundred gates interspersed throughout their length.

The Western and Southern ends of the city are solidly under the Meat Lord's control and visitors can expect a relatively good sense of order to be maintained. The Meat Lord's minions are known for their brutality and will do whatever they deem necessary to pacify the public. They are also wary of agents from opposing factions and will usually prefer to kill first and ask questions later. However, law-abiding people who make no waves will generally find this portion of town to be pleasant and safe. In fact, this is the primary banking and trading center of the city and is where the city's largest Meat Market can be found.

To the East is the upstart Rust Lord's domain and though he too follows Law, the difference is noticeable. The Rust Lord adheres to a strict moral code and is above many of the Meat Lord's methods. He envisions a better Meatlandia: one where the people are no longer oppressed, but where Law strives to exert itself over the chaos that has swept the land.

To the North are the main gates to the outer realms and the transient sections of the city. This is the most dangerous section of Meatlandia, as neither the Rust Lord nor the Meat Lord have much interest or influence here. It is also the most fluid, as adventurers, thieves, refugees, and other unsavory types come and go in an ever shifting flow of humanity. Those who wish to remain anonymous or to carry out the most illicit activities will want to congregate in the North, but they should also beware: the Death's Hand runs these streets and will expect a cut of any business that is conducted here.

The Primary Houses and Factions of Meatlandia

THE MEAT LORD

Rumors around Meatlandia claim that the Meat Lord has lost a significant amount of his power with the coming of the Chaos Storms and that this is why the other houses have been able to gain some traction, no matter how small, against him. Other rumors suggest that he has simply grown bored with the human population and his greater designs on harnessing the power of the Chaos Gods once they reach the surface. Either way, all agree that he is harsh, vengeful, and completely unconcerned with human life.

The Meat Lord takes himself very seriously and expects that everyone else should do the same. He is not one to engage in arguments, or discussions at all for that matter, and will usually prefer to have people vivisected for use in his Meat Mechs or Meat Men than find out what they want or why they are bothering him. If he is encountered in a particularly

welcoming or forgiving mood, he may offer capable adventurers an opportunity to serve him, otherwise he will probably just melt them down into quivering piles of flesh.

The Meat Lord's minions are typically wizards specializing in the Meat Magic or warriors. They can be of any Lawful alignment, but tend toward Lawful Neutral or Lawful Evil. His men will usually travel in groups of 4-20, with larger contingents available to quell protests, subdue rivals, and manage large crowds. In all the areas of Meatlandia under the Meat Lord's direct control, it can be assumed that a force of his men is always within 10 minutes away.

The Meat Lord himself is a 17th Level Lawful Evil Carnomancer with considerable Meat Magic upgrades and in Stage 2 of Worm Metamorphosis. Anyone foolish enough to confront him personally will find that he has the following stats:

Level 17, HP: 136, AC: 21 (Fused armor plates), can only be hit by magic weapons

Str: 17 (+2), Dex: 13 (+1), Con: 18 (+3), Int: 25 (+10), Wis: 19 (+4), Cha: 15 (+2)

Attacks: 1 By spell, Fetid Meat Staff (+5 to hit) 1d6 +4 damage, causes flesh to decompose on a roll of 19-20 (1d6+1 damage/round until death—may be reversed with a cure disease spell), Bony Claws (+3 to hit) 1d4 + 15 damage, Acid Breath (5d6 damage), Bite 5 damage.

The Meat Lord prefers to attack using his magic when possible. His primary attack move will be to cast one of each of the following spells: Melting Flesh, Debone, Fleshmeld, Explosive Death, Polymorph Other, Death, and Disintegrate.

Spells: All meat magic.

Meat Man Transmutations: Bony Body Armor (+10 AC), Bony Claws (1d4 + 13 damage), Acid Breath (5d6), Recombine DNA (+4 Str, +4 Con), Supernatural Structure (+80 HP, Can only be hit by magic weapons), Mental Evolution (+6 to Int, Wis, Cha)



Worm Metamorphoses: Voice becomes hoarse whisper, but character can use ventriloquism once per day; Grows fangs instead of teeth and breath is visible, reeking cloud.

The Meat Lord is also accompanied at all times by two Flesh Golems of his own creation. If encountered in public, the Meat Lord will also be accompanied by 4d4 men at arms—level 10 fighters—and 2d4 Meat Mages—level 8 wizards.

SIR BRAGOLN, CHIEF MAGISTRATE OF MEATLANDIA

Just as the Meat Lord is the ultimate ruler of the city, Sir Bragoln is Meatlandia's greatest terror and the curator of all its laws. As the Chief of the Meat Lord's police, Sir Bragoln enforces the Meat Lord's will with a ruthless precision. He will gladly execute any who are in direct opposition to his master and will imprison or torture those who even refuse to swear their fealty. Sir Bragoln is incorruptible and cannot be dissuaded from his duties, even at the risk of death.

Though he is universally feared throughout Meatlandia, Sir Bragoln wishes more than anything else to find unconditional love. He is especially fond of Halflings and will try to seduce any Halfling with a Cha of 11 or more (male or female). If he succeeds in his courtship, he will do anything within his power, outside of directly opposing his master, to maintain the relationship. If he is ever rebuffed, he will be single-minded in his pursuit of revenge.

There is a rumor among the Rustafarians that Sir Bragoln has a secret cache of super high-caliber brains taken from his most intelligent and capable victims over the last dozen or so years. It is not clear whether he ever intends to use them.

Sir Bragoln will fight with almost any weapon but always prefers to use his weaponized snake. It is a four foot long black asp with enhanced venom. One bite from its savage fangs



is always fatal.

Sir Bragoln is a 15th level Lawful Evil Fighter with considerable Meat Magic upgrades. He has the following stats:

Level 15, HP: 140, AC: 24 (Incorporated plate), can only be hit by magic weapons

Str: 24 (+9), Dex: 21 (+6), Con: 21 (+6), Int: 17 (+2), Wis: 13 (+1), Cha: 11

Attacks: 3 Weaponized Snake (+23 to hit) 1d6+9 whip damage. Considered a bite on a roll of 18, 19, or 20, which is fatal; Incorporated Flail+2 (+27 to hit) 1d6+11 damage.

Meat Man Transmutations: Incorporated plate armor (+8 AC), Incorporated Flail +2 (1d6+2 damage), Recombine DNA (+6 Str, +6 Con, +6 Dex), Supernatural Structure (+50 HP, Can only be hit by magic weapons)

Sir Bragoln is typically accompanied by 5-10 of the Meat Lord's elite infantry and will often (50% of the time) also be joined by two seventh level Meat Mages piloting Meat Mechs.

Z THE REDEEMER

Rumors abound of the terrifying creature

that the Meat Lord sends against his most hated enemies—tales of a half-human beast of unimaginable strength that will stop at nothing to reach its murderous goals. Though very few in the city have ever seen The Redeemer and lived, the tales are not untrue: the Meat Lord long ago used his dark magics to create this ultimate beast of destruction and, whether it was human or creature first, it now possesses the most terrible aspects of both.

Z is a towering behemoth, over a dozen feet tall when standing at full height, and his horrific visage is enough to strike fear into the most stalwart warrior. His grotesque, mangled face is a mass of eyes and gnarled teeth; his torso a seething collection of misshapen limbs, arms, and tentacles,

The Redeemer is motivated purely by a desire to cause pain and suffering and will not hesitate to destroy all living things that it comes across. The only people in the whole

of Meatlandia that it will refuse to attack are the Meat Lord himself and his family. Even Sir Bragoln is not safe from its thirst for blood. However, he does know of the Redeemer's one weakness—an irrational fear of water—and will employ it to stop the creature if he must. If Z is ever covered entirely in water, he will be stunned for one round and then will make all checks and rolls at - 5 for the next 10 rounds. He will never pursue victims through a body of water.

Level 12, HP: 171, AC: 17 (Fused Crab Armor) (-2 to opponent rolls due to displacer ability)

Str: 26 (+11), Dex: 11, Con: 21 (+6), Int: 9, Wis: 8, Cha: 1

Attacks: 6 Bony Weapon (+26 to hit) 3d6+11 damage, Tentacle Slap (+24 to hit) 1d4+11 damage (entangle on 19-20), Crab Claw (+24 to hit) 2d6 + 11 damage, Bite (+12 to hit) 2d4 damage.



If the Redeemer is killed, it will automatically trigger Explosive Death (5d6 damage).

Meat Man Transmutations: Genetic Combination: Crab (+6 AC), Bony Weapon, Explosive Death, Aberrant Mutation (Morale check at -2 or flee in fear), Genetic Combination: Human (+50 HP), Supernatural Genetic Combination: Displacer Beast Tentacles (Appears to be 3' away from actual location. -2 to all opponent attack rolls, +2 to all saves), Supernatural Genetic Combination: Umber Hulk Eyes (Save vs. magic or confused for 3d4 rounds)

ANDREJIA VETCH

200 years ago, when she was just a child, Andrejia Vetch lost both of her parents to a fire that also consumed their meager house and left her a homeless orphan in the street. However, she showed a remarkable talent for Carnomancy and, after a brief stint of hunting the White Worms beneath the city and consuming copious amounts of their honeydew, Andrejia Vetch became known as one of the great Meat Mages of Meatlandia.

Through her outrageous experiments and complete disdain for human dignity, Andrejia Vetch soon attracted the notice of the Meat Lord, who wished to find out more about this renegade Carnomancer whose powers

dwarfed all but his own. For a brief time, Andrejia Vetch and the Meat Lord were friends and, some say, perhaps more than that. However, her desire for power and disdain for even the Meat Lord's meager sympathies toward others drove a wedge between them and they eventually parted under inauspicious circumstances.

None can say exactly why the Meat Lord chose to let Andrejia Vetch live, for it has always been his tendency to dispose of estranged friends and potential rivals alike—both of which she became upon their parting. Perhaps it was out of some deep-seeded sense of respect for her work—the magical experiments that even he was afraid to attempt, perhaps it was out of fear for that which she was truly capable, or perhaps it was something more personal.

Andrejia Vetch has been operating within Meatlandia with the Meat Lord's implicit blessing for half a century. Though she has not yet thrown her hat into the ring, it can only be a matter of time before she, like the Rust Lord and the Death's Hand, makes a play of her own for the Meat Lord's throne.

Andrejia Vetch is a 12th Level Chaotic Evil Carnomancer in Stage 4 of Worm Metamorphosis. She has the following stats:

Level 12, HP: 36, AC: 15 (Ring of Defense +4) +4 to magic saves and magic bonuses for weapons do not apply

Str: 10, Dex: 15 (+1), Con: 11, Int: 18 (+3), Wis: 15 (+1), Cha: 3 (-3)

Attacks: 1 By spell, Dagger 1d4 damage, Tongue (+2 to hit) 1 damage, injects poison (Save vs toxin or -4 to all rolls)

Andrejia Vetch prefers not to fight openly, but will use her Carnomancy against her enemies and is very fond of unleashing some of her more dangerous creations to protect herself (Roll for up to 10 Meat Men, doubling the number of transmutations for each).

Spells: All meat magic, Levels 1-6.

Meat Man Transmutations: None. Andrejia



Vetch despises the idea of using Carnomancy on herself.

Worm Metamorphoses: Worm's eyes (See in the dark); Skin is cold and clammy to the touch (1/2 damage from all cold-based attacks); Tongue becomes very long and injects poison; Magic Resistance: +4 to magic saves and magic bonuses for weapons do not apply.

THE RUST LORD

The Rust Lord is the primary challenger for the Meat Lord's position and his followers are engaged in a (currently) shadow war with the followers of the Meat Lord. The Rust Lord himself is a powerful Priest of Law, specializing in the realm of decay and rebirth. These tenets, which are tied closely to the natural cycle of life, stand in direct opposition of Carnomancy and he has sworn to combat the dark arts until his dying breath.

Whether this alone was his motivation is unclear, but the Rust Lord and his followers, the Rustafarians, have been at war with the Meat Lord for well over a year. Together with his dedicated followers, the Rust Lord has secured the Eastern portion of the city. His doctrine of fairness and justice has been well-received by the oppressed people of Meatlandia and, though few Meatlandians would dare say so openly, his influence and popularity are spreading.

Tales are told that the Rust Lord's one true love, a lovely maiden named Cecelia from the village of Glenorchy, became terribly ill not too long ago. In a moment of weakness, he offered the Meat Lord an armistice if he would help her. The Meat Lord assented and the Rust Lord brought his love to the Flesh Palace, where he left her with his greatest enemy. Whether the Meat Lord healed her or not, none can say for sure, but it is certain that the Rust Lord never saw Cecelia again, the armistice was broken, and the two parts of the city have been at war ever since. However, Rustafarians will dispute the truth of this rumor and will reject with great indignity the very



idea that the Rust Lord would ever compromise his beliefs in such a way.

The Rust Lord's minions are typically Priests of the Rust God or Paladins. They are usually Lawful Good or Lawful Neutral.

All followers of the Rust Lord receive an enchanted Rust Mace, which will cause any metal it strikes to rust.

The Rust Lord is a 15th Level Lawful Good Priest and is always accompanied by 2d4 Fighters of level 5-10 (4+1d6) who will be equipped with Rust Maces and Plate Mail armor. The Rust Lord has the following stats:

Level 15, HP: 50, AC: 18 (Plate)

Str: 14 (+1), Dex: 12 (+1), Con: 11, Int: 15 (+2), Wis: 17 (+3), Cha: 14 (+1)

Attacks: 1 By spell, Rust Mace+2 (+4 to hit) 1d8 +4 damage

Spells:

Bless (1), Command (1), Cure Light Wounds (1), Detect Evil(1), Protection from Evil (1), Remove Fear (1), Enthrall (2), Heat Metal

(2), Silence 15' Radius (2), Cure Disease (3), Dispel Magic (3), Remove Curse (3), Cure Serious Wounds (4), Divination (4), Neutralize Poison (4), Dispel Evil (5), True Seeing (5), Forbiddance (6), Word of Recall (6), Earthquake (7), Holy Word (7)

SIR VILEAM JONSON

The most dedicated and celebrated of all the Rustafarians, Sir Jonson is truly the Lancelot to the Rust Lord's Arthur. Though he has followed the Rust Lord for but a short time (Sir Jonson appeared suddenly in Meatlandia three years ago and does not remember from whence he came), he has taken to the teaching of the Rust Lord with an eager delight that has allowed him to climb quickly in the organization's ranks. This young Rust Knight is

completely incorruptible and will always do that which is right, following his strict moral code, even it would mean his own death.

Though there are none in Meatlandia who know his past, tales abound of Sir Jonson's good deeds and he has become something of a folk hero and great celebrity—especially in the Eastern portion of the city. The citizenry can reel of dozens of accounts of how Sir Jonson saved whole families from deadly chaos storms, how he protected various Meatlandians from the unjust whims of Sir Bragoln and his men, how he scared off assassins from the Death's Hand, and other such feats of heroism.

Sir Jonson seems to be content in his role as local hero and champion of the people, though he secretly wishes that he could re-



member anything at all from his missing past. He is haunted by questions as to his real identity, which may in part explain the fervor with which he throws himself into his duties. A man of honor and of dignity, Sir Jonson would never admit to his doubts and his sorrow, but they remain nonetheless.

Sir Jonson is a 5th level Lawful Good Paladin with the following stats:

Level 5, HP: 41, AC: 18 (Plate and Shield) (+2 to all saves, Aura of protection 10')

Str: 17 (+2), Dex: 12, Con: 15 (+1), Int: 10, Wis: 13 (+1), Cha: 17 (+2)

Attacks: 2 Rust Mace+1 (+7 to hit) 1d8 +3 damage

Spells/Abilities:

Detect Evil 60', Heal 10 HP once/day, Aura of protection 10', Bless (1), Remove Fear (1)

THE DEATH'S HAND

No one knows the identity of the actual leader (or leaders) of the Death's Hand. Their agenda is also not entirely known, but it is apparent that they oppose both the Meat Lord and the Rust Lord and may be maneuvering for ultimate control of Meatlandia. The Death's Hand is located in a sinister tower in the northern part of the city, but few from outside the organization have ever entered the tower and lived.

Over the last six months, the Death's Hand has waged an aggressive campaign of death, assassinating dozens of high-level officials, magistrates, and officers within the Meat Lord's organization. The Rust Lord has been more fortunate, but he too has lost men in mysterious manners during this period. Those few aristocrats who remain unaffiliated appear to be safe, for now, but a growing sense of fear and dread has spread throughout Meatlandia's upper class.

If they even know about the Death's Hand at all, the general population of Meatlandia are more or less ambivalent about the organization. It has never targeted normal civilians

and has never operated openly. For his part, the Meat Lord has tried to cover up and hide most of the murders, so that few even know about the impact that the Death's Hand has made. If they were to find out about these assassinations, most people would probably be ecstatic and would greet the Death's Hand as a Robin-Hood type of institution.

The followers of the Death's Hand are almost exclusively Specialists (Thieves and Assassins). They can be of any alignment, as long as it is Chaotic.

MOTAR THE SHADOW

Though little is known about the Death's Hand, some of its operatives have gained a measure of notoriety within certain criminal circles. Rare indeed is the Meatlandian assassin who has never heard of Motar the Shadow, the most notorious and productive of all the Death's Hand operatives. Rarer still are those who could accurately describe him or claim to have met him and lived. Rather, Motar the Shadow is a legend, a bogey-man or sorts, whose name, much like that of Keyser Söze, strikes abject fear into all who hear it.

It is said that Motar the Shadow can walk through walls and can turn invisible at will. Some will tell you that he possesses powerful Meat Magic that allows him to change his face and body to resemble anyone he likes. Still others believe that he is not even of this world—that he is, as his name suggests, in fact a shadow. The truth, however, is much more mundane: Motar is a Kaldane from the warrens beneath Meatlandia. It (all Kaldanes are sexless) finds great sport in the act of murder and has made a life among the humans mostly because it so thoroughly enjoys killing them. And if it can get paid handsomely by the Death's Hand to boot, all the better!

Although it owns several Rykors (both male and female), which it uses periodically to go out into public, Motar's preference is always to do its work unmounted. It is always armed with a silver dagger coated in poison



and wears a circlet of protection. Other than these items, Motar is completely naked at all times, except when in disguise upon one of its Rykors.

Motar the Shadow is a 9th level Chaotic Evil Kaldane with the following stats:

Level 9, HP: 21, AC: 17 (Circlet of protection +2)

Str: 9, Dex: 18 (+3), Con: 11, Int: 14 (+1), Wis: 12, Cha: 7 (-1)

Attacks: 1 By spell or Poison Dagger (+1 to hit) 1d4 damage, save vs. poison or die.

Spells/Abilities:

Climb as a spider, Hide: 9 in 12, Mind Control once per day (-2 to save), Cause Fear (1), Command (1), Heat Metal (2), Silence 15' Radius (2), Cause Disease (3), Dispel Magic (3), Inflict Poison (4)

THE BARDIC BROTHERHOOD

The Bardic Brotherhood is a loose-knit organization of Bards, who are actively engaged in resisting the Meat Lord and his allies. Outlaws, they are hunted by the Meat Lord's army and will be killed if identified. They have been known to ally themselves with the Rust Lord, but he too is suspicious of them. The Death's

Hand, which has no allies, is not openly hostile to the Bards, but several bards have been found dead under suspicious circumstances in recent months.

The Bards are heroes of the people and can generally rely upon the common man to aide them when in need. Likewise, they have made it their mission to protect the people from the Meat Lord and the debilitating effects of the worm honeydew and of Meat Man transmutations.

Members of the Bardic Brotherhood can be of any chaotic alignment, but tend toward Good. They are always Bards (see page 44).

SUGAR SAM AND HONEY HAM

Lifelong friends, these two Bards are some of the more open and flamboyant recruiters for the Bardic Brotherhood. They operate out of the Northern part of the town, outside of the Meat Lord's direct control, but often lead smaller raids into the Meat Lord's domain and will often travel there through the Kaldane Warrens beneath the city.

Sugar Sam is a year older than her friend and has always been the leader of the pair. She is more brazen, more outspoken, and much crazier than Honey Ham. She has never been



in love but has many boyfriends in different parts of the city. Her greatest fear is that one day she will forget that she does not fall in love.

If a Bard can be considered demure, Honey Ham might fit that description. She prefers to leave the audacious to her partner and would much rather rely on her natural charm and remarkable wit to achieve her goals. Honey Ham used to have a parrot, whom she loved more than most women love their husbands, but he was killed by Sir Bragoln during a daring rooftop chase seven years ago. It goes without saying that she has sworn revenge upon the Magistrate and his lord.

Neither woman will use anything that has been touched by Meat Magic and will be openly hostile to Carnomancers. Although they will work with Meat Men, they will attempt (Sugar Sam much more belligerently than Honey Ham) to convince him or her to undergo rehabilitation.

Sugar Sam is a 5th level Chaotic Good Raconteur Bard with the following stats:

Level 5, HP: 27, AC: 16 (Leather Armor)

Str: 9, Dex: 16 (+2), Con: 13 (+1), Int: 15 (+1), Wis: 14 (+1) Cha: 16 (+2)

Attacks: 1 Cat-o-nine-tails (+1 to hit) 1d3 damage, Magic shillelagh (+3 to hit) 1d4+3 damage, Throwing knives x4 (+3 to hit) 1d4 damage.

Spells/Abilities:

Unlikely Hero—destroy enemies on sequential (1-4 or 4-1) result on 4d4.

At any given time, Sugar Sam can call upon one or more of her many followers to help her. These people are exceedingly loyal and will do anything she asks of them. Roll 1d4+1 to see how many followers she can draw on at once.

Honey Ham is a 5th level Chaotic Neutral Chaos Nexus Bard with the following stats:

Level 5, HP: 21, AC: 15 (Leather Armor)

Str: 8, Dex: 14 (+1), Con: 11, Int: 16 (+2), Wis: 13 (+1) Cha: 18 (+3)

Attacks: 1 By spell or Longsword (+1 to hit) 1d8 damage.

Spells/Abilities:

Unlikely Hero—destroy enemies on sequential (1-4 or 4-1) result on 4d4.

Summon Chaos Storm (50% + 10%/Con point expended), Adjust any roll by 1 once per day, Hunnic tax.

Stored Chaos Magic: Roll 1d20 for AC, Magic has opposite effect for 1d10 rounds, Everyone within 10' becomes invisible for 1d10 rounds, Staunch: +4 to saves for 2d12 hours, Magic Missile Storm: 1d20 magic missiles attack at random (1d4+1 damage)

OUR LADY OF SORROWS

The city of Meatlandia, like all mega-cities, has, over time, developed an awareness of itself. Through the countless layers of magical detritus, psychic energy of millions of souls, and the billions of tons of wood, metal and stone in such close and unnatural proximity, Meatlandia has slowly learned not only about itself, but about those humans and institutions that inhabit it. In this way, the city has come to draw conclusions about its own interests and will do what it must to preserve and even grow itself.

Our Lady of Sorrows is the physical manifestation of the city. Though she often looks human, she can take any form that she wishes and will often be seen as a dog, a rat, or a raven. Our Lady of Sorrows is without conscience or remorse and will do whatever she can to protect the city or the city's interests—which sometimes means protecting particular people or institutions.

Though none know of her true nature, there have been reports and sightings of her around the city and the common people know of her as a local boogey-man. Several of the more sinister type have taken to worshiping her as a goddess and have banded together into a loose cult. Though she never directly addresses them, Our Lady of Sorrows will manipulate them into helping her.



Magic in Meatlandia

This is a world built upon magic and people within Meatlandia have become quite accustomed to and dependent upon magic in their everyday lives. While the average Meatlander may not be capable of spell casting or conducting Carnomancy rituals, they see the effects of magic all around them and most of them interact with magic on a daily basis. For that reason, magic can be considered common throughout the kingdom and ubiquitous within Meatlandia proper.

It is standard for citizens of means to have one or more Flesh Golems or Meatimals in the household to do the usual domestic service jobs. Meatimal messengers and guards are common, even to the point that several (but not all) merchants in the Meat Markets will keep lesser Meatimals (dogs, monkeys, birds, and the like) to protect their wares. Larger Meatimals and Meat Monsters, while rare, can be encountered guarding larger institutions and wealthy estates.

MEAT MEN

Meat Men exist in the city, though they are much less common in the countryside. Most Meat Men are either aristocrats who have undergone cosmetic transmutation or soldiers from the Meat Lord's army. Most of the average citizenry cannot afford transmutation, however, so it is unlikely to encounter a Meat Man unless one is spending time in high society circles.

MEATIMALS

The typical Meatimal is a standard household animal that has been modified with Meat Magic, usually in order to carry out specific tasks. Meatimals may have the power of speech, especially if used as messengers

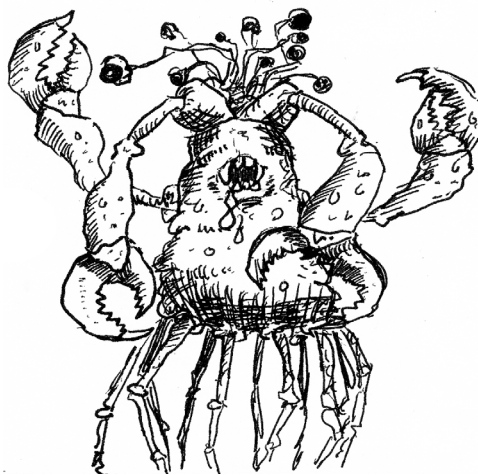
or butlers. They are usually semi-intelligent (2-8 Int, depending on their roles) but are completely loyal to their master. Meatimals are always complacent and resigned to their role of servitude within society. Meatimals are very common in the city but much less so outside its walls.

MEAT MONSTERS

Your basic Meat Monster is more akin to a Meatimal than a Meat Man in that it is derived from a monster or animal and it has a much lower Intelligence than the average Meat Man (3-9 Int.) Meat Monsters may have innate magical powers, if they are derived from beasts with such and are much more likely than Meatimals to be endowed with combat-oriented Meat Magic upgrades. Meat Monsters are fairly uncommon and are usually only employed by the wealthy of the city.

FLESH GOLEMS

Only the super rich and the military own Flesh Golems, though there are enough of these people in Meatlandia to make for lucrative business at the Flesh Factories. Flesh Golems can range from normal human size up to twelve feet. They are mindless and will follow their masters without question. Most Flesh Golems are humanoid in appearance, though there are plenty of exceptions.



MAGIC ITEMS

It should not be too difficult to purchase magic items in the Meat Markets. Plenty of merchants and lesser Meat Mages will sell Carnomancy-based wares like Medicinal Meat, Enchanted Eyes, and Blessed Blood. Other magic items (magic swords, armor, and the like) will be much more difficult to obtain.

WORM HONEYDEW

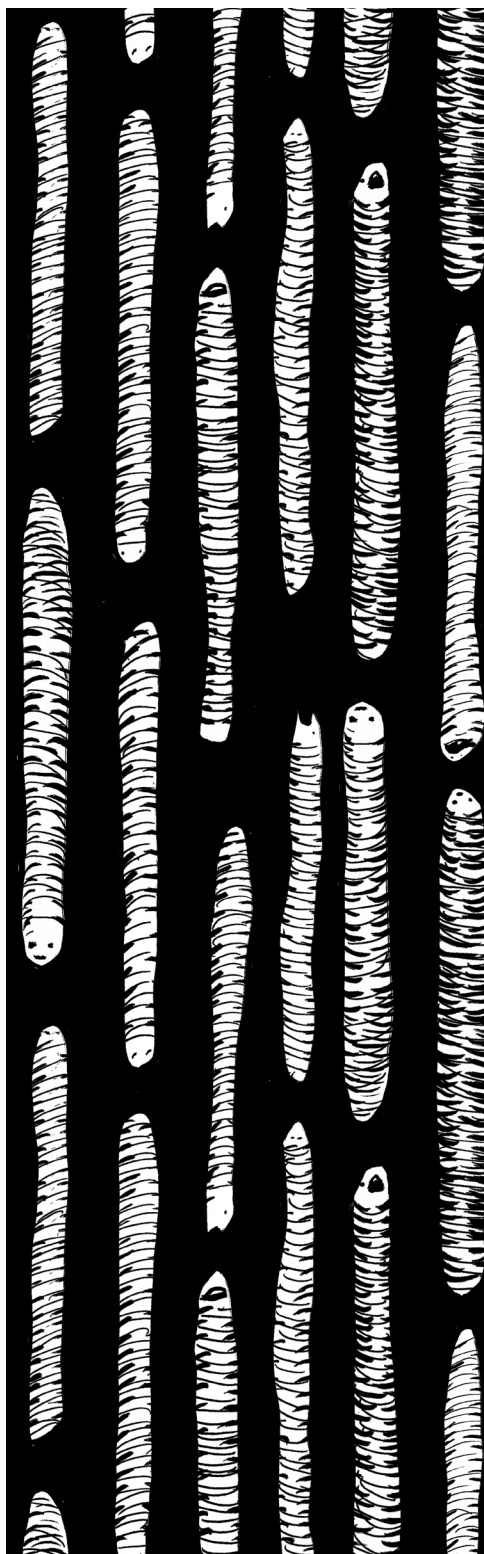
Meat Mages looking for Worm Honeydew should find it fairly easy to obtain, provided they are willing to pay for it. The locations of worm burrows beneath the city are well documented and willing adventurers should be able to find employment harvesting the Honeydew or the worms' organs. This is a job with a low success rate and many desperate refugees use it as a kind of lottery ticket.

FLESH FACTORIES

Meatlandia contains several large Flesh Factories, where the Meat Lord has thousands of itinerant refugees and many of his own citizenry melted down on a regular schedule to create the amazing Meat Mechs, Flesh Golems, Meat Monsters, and Meat Men. A strong black market economy has sprung up around supplying independent Meat Mages with the materials necessary to produce similar creations. Likewise, there is a thriving black market economy in the procurement and sale of Meat Man body parts—enhanced arms, legs, eyes, and the like. Dead bodies are treated like treasure and are quickly carted off within moments of discovery by body recyclers. A (mostly) intact body can fetch up to 100 Gold Pieces.

CHURCHES

There will always be at least one church of Law in every town, no matter how small, and Meatlandia itself is home to several dozen. While churches of Chaos are still illegal, it should not be too difficult for the true devotee to find one of those as well. Priestly magic, es-



pecially the more sinister kind, is easy enough to come by.

RYKORS

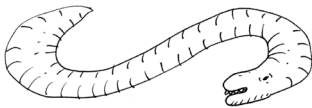
Kaldanes are not too common in the city, as they prefer their subterranean burrows, but there are several thousand in the diaspora throughout the Kingdom and markets exist to service their unique needs. In the city of Meatlandia a Kaldane should be able to find a Rykor market without too much difficulty and Rykor farms can be found in various parts of the countryside, especially around Fleshtown, which is a major producer of the headless brutes.

CHAOS MAGIC

Anywhere you go nowadays, there might be a Chaos Storm. No one can predict when or where they might show up (with the exception of the rare Chaos Nexus Bard), so people have gotten used to the idea that they may have to deal with them from time to time. Most Chaos Storms are not too intense and wil pass quickly. Some Chaos Storms are devastating and will last forever. You really never know.

People in Meatlandia generally avoid Chaos Storms and Chaos Magic as much as possible. Bards who channel the magic are rare, but thier numbers are increasing. Most Meatlanders, though not openly hostile to the Bards, are wary of their magic and their connection to chaos.

Only a complete idiot or a mad man would create or utilize magical items infused with Chaos Magic.



Connecting Meatlandia to your campaign

A wrong turn through a mirror. A spell gone wrong. A hidden valley, a new continent, or a deep cave. There are many ways to discover Meatlandia. It's just as easy to escape. Portals to almost any universe exist in the wandering chaos storms. These are random (and chaos storms are not inherently portals, it's just that they *can* function as one) there is no known method of controlling the chaos storms into specific portals, not even by Nexus Bards.

MEATLANDIA RUMORS

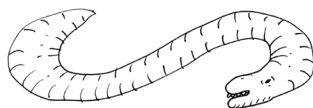
As a Referee, you will no doubt enjoy writing up your own rumors. Here are some to mix in with your adventure to give the flavor of Meatlandia to your players. You can decide if they are true or not.

ROLL 1d20

1. The Rust Lord is preparing a major attack on the Meat Lord.
2. The Meat Lord isn't going anywhere. He built this city after all.
3. When the Meat Lord arrived 10 years ago, this city was just a small village on the river.
4. Our Lady of Sorrow is just a myth made by crazy cultists.
5. The secret to defeating earthworms is hidden in their names.
6. The more worms that appear on our world will cause the true enemy to appear: the cosmic fish
7. There is a witch in the Bone Mountains said to drink the color from people.
8. A five-year-old boy with hair the color of the sun has the power to stop Our Lady

of Sorrows, but she is the only one who knows who he is.

9. One of the Meat Lord's seven virgin daughters is not as pure as he thinks.
10. In this city, there are two identical twins who do not know one another. They each have a magic number tattooed on their chests. These numbers have unimaginable power.
11. White worms will die when completely immersed in water.
12. Sex with a white worm is a dozen times better than taking the honeydew itself.
13. Sir Jonson claims he doesn't remember where he came from. But he's actually a vampire from a distant world.
14. Sir Bragoln has a secret family he keeps hidden away from prying eyes. He's been spotted out with his children many a time.
15. My sister died last week. She just ran away and buried her head in the mud. Pretty weird, right?
16. The biggest Church of Law is in Flesh-town. It's the only reason the Chaos Lands haven't grown more.
17. Need someone killed? Motar the Shadow can walk through walls and turn invisible at will.
18. Everyone is buying Lizard Limbs these days. I don't see what the big deal is. But I wouldn't mind one of those Extra Eyes.
19. Flesh factories pay good money for bodies. Remember that when one of your friends dies.
20. The biggest spiders live under the city. They have their own city down there.



RANDOM CITY ENCOUNTERS

Roll 1d50

We probably don't need us to tell you, but Meatlandia isn't the safest place in the world. The Referee should roll daily on this encounter table to show that even going about their business there is a hostile city all around them.

1. Stopped by 1d4 surly Rustafarians. If the PCs are deferential they will brag and preen but allow them to pass without incident. But bravado or defiance will quickly be met with violence. They won't kill the characters, but they will club them unconscious, melting their weapons, rob and leave them insensate in the streets.

2. A (Lvl 0) half-naked, strung out honeydew junkie armed only with a meter long soggy disintegrating worm, mugs you. If she hits you with the worm, roll on the disease table.

3. Followers of Our Lady of Darkness, in their cult like cheerfulness, invite you over for tea.

4. You see a man fall dead in the street. Worse, you just catch a dark shadow slipping away. Don't make a sound or bat an eye—the Death's Hand kills all witnesses.

5. A hardy group of worm hunters invite you into a pub to have a drink. Do they want to rob you or befriend you? Only one way to find out!

6. Sale at the market. There is a 25 percent chance that the item you name is half-off today only.

7. A worm-faced Carnomancer runs amok, blasting everyone with terrible transformative magic.

8. It rains slimy worms. Every worm that touches bare skin has a 1 percent chance of permanently attaching itself.

9. A Carnomancer/Rustafarian brawl erupts on the streets and you are in the middle of it.



10. A honeydew merchant accuses you of taking his worm honeydew. Worse, if your backpack is checked there is a bottle there.

11. You step in a gutter of gently flowing shit. Your foot is stuck and you lose your shoe. 30 percent chance of having to roll on the disease table.

12. A caravan of traders is looking for guards for their next visit.

13. A larger than usual group of lawful refugees arrive in the city. They are lawful, old-fashioned, and will serve none of the cities masters.

14. All the water in the city today is red. If tasted it will taste exactly the same as regular water.

15. There are three suns in the sky today.

16. Someone stole something from your room last night. Roll 1d6: 1. pants 2. undies (ew!) 3. weapon/spell book/instrument 4. your provisions 5. shoes 6. your actual backpack.

17. The house next to you catches on fire. In 1d6 minutes it will spread to the entire block.

18. Chaos magic from another party of adventurers overwhelms this part of the city. Everyone who doesn't make a save vs. magic will spend the next 1d6 hours as a cactus.

19. A river that didn't exist yesterday suddenly flows through your location.

20. You won at the snail races. Gain 35 gold.

21. The city is covered with fuzzy caterpillars for the next 1d100 minutes.

22. You see an antman fighting a slugman.

23. An earthquake shakes the city and people tremble fearing the return of the Chaos Gods.

24. A displaced farmer tells you his sad story: the loss of his farm and the transmogrification of his children into wombats.

25. Your purse is lifted by an invisible person.

26. Every 10th person in Meatlandia is randomly shiny today.

27. A bloody, dying man hands you a bottle of worm honeydew and falls over dead.

28. You receive a note from a famed courtesan to come see her.

29. A group of adventurers with meat magic implants quite jovially confront you and try to tell you how great their lives are now.

30. A group of worm witches fly by overhead.

31. After a small earthquake, you find a hitherto undiscovered entrance in the caves below the city.

32. Meet an inventor with an incredible new weapon.

33. A group of 1d12+3 Witchsmeller pursuivants, wearing Medico Della Peste and Conquistador breastplates, both forged of metal with anti-magical properties, appear. They are utterly, terrible Lawful and will erect a gibbet and instantly hang anyone performing anything that looks even vaguely like magic.

34. Meat STORM. Big slabs of big meaty meat fall from the red sky. Some are small, like meatballs, but a fair bit go up to whale sized and will crush houses, people, and pets. All of the meat looks the same but 50% is poisonous and 50% is edible. The truly poor can often get work sampling meat for the rich after meat storms.

35. A Kaldane approaches you with an offer to rob a rich merchant.

36. A Raconteur offers you a spot in her entourage as she goes out to raid chaos zones.

37. A Nexus Bard checks into the room next to yours.

38. The town smells especially nice today.

39. You find a bag of coins—roll 1d10 x 20 gold.

40. A dog follows you everywhere you go. It will not come closer than 10 feet, but will not let you out of its sight either. If you approach the dog, or try to chase it, it will back away and attempt to lead you somewhere.

41. The last thing that you bought was a fake—an illusion created by a crafty swindler. As the spell wears off, it disappears. Erase it from your inventory.

42. An out-of-control carriage is barreling towards an old woman and a small child. You are the only one close enough to help. You have time to save one of them, but not both.

43. As you wander through the market, you get the uncanny feeling that someone is watching you. Quickening your pace, you duck into an alley, away from the throng of shoppers, but the feeling intensifies. You break out into a sprint, fleeing in terror, but slip on the wet stones. Make a Dex check or suffer a broken ankle, you wimp!

44. You awaken to find that the mold on the wall of your room is shaped exactly like your mother's face.

45. Someone shows you a dirty book they bought with drawings of you fucking a goat in it.

46. It's the birthday of someone "special." All drinks in the city are on the house!

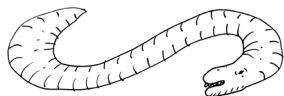
47. There's a madwoman in the street shouting "One is Three is Five is Four is Four!" If you can understand what that means, gain +1 Int. Otherwise, lose -1 Wis trying to make sense of it.

* One (3 letters) is Three (5 letters) is Five (4 letters) is Four (4 letters) is Four

48. Three little birds pitch by your doorstep and sing a sweet song as you awaken. +4 to all checks today.

49. The next person that you meet will be blessed by the Law God, Korum. If you befriend him, he will bestow the blessing upon you, granting you a +2 on all checks against Chaos. If you anger him, he will curse you with a -2 on all checks against Law.

50. A Chaos Storm (page 35) descends upon your area of Meatlandia.



DISEASE TABLE

Roll 1d50

Every day your characters are in the city, there is 5 percent chance (10 if brothels are visited) of rolling on the random disease chart.

1-20 Dysentery (-3 CON, -1 to all rolls)

21-25 Pox (-2 CHA)

25-30 Whooping Cough (Cannot sneak)

31 Allergic to all metals for 1d6 days

32. Fungus grows out of your belly button and will cover your entire body in 2d20 hours.

33. Your eyes grow literally 2 times as big for 1d8 days.

34. Infested with tiny wriggling parasitic worms. Gain ravenous appetite (spend double on daily food + lose 1 CON point until cured.)

35. Your genitals are covered in thick blood red fur.

36. Ghost Flu. Spiritual remnants of a dead person infect your system. -2 to all rolls for 1d4 days. (But it's +2 if you are in a graveyard or cemetery.)

37. Ursine Hallucinations. You see various types of sinister bears hiding in the shadows. Waiting. Watching.

38. Wracked by convulsions for the next 1d20 hours.

39. Gangrene in the extremity of your choice.

40. Painful Vomiting for the next 1d4 days.

41. Can't stop laughing for the next 1d8 days.

42. Coughing blood for the next 1d10 weeks

43. Delicious. You look and smell so yummy, like bacon wrapped in bacon. Enemies will attack you first and if you fall they will munch you even while other characters are still alive and fighting.

44. Nose Rot. Your nose is affected by an errant rust fungus and falls off. Long fuzzy orange brown hairs fill the hole left by your missing schnozz.

45. Consumerism: You must buy something new every day, something you don't need, even if the old one is still working perfectly fine.

46. They seem like such big strong hands. For reasons no one knows, a stone plague turns peoples hands into rocks. Now yours are stone too.

47. Black Marsh Vile. No one knows where this came from—the name is just a flowery description. It turns your insides black; in that time you will vomit 1d6 times a day, huge chunks of blackened spleen and stomach lining, moving on to your intestines.

48. Fever. Just a normal fever. Relax for a day and you'll be fine. Until then, you are at -2 to all checks.

49. Worm addled: Your brain is chewed up by worms into swiss cheese. -1d12 INT, -1d8 WIS

50. Head full of Worms; Make a save vs. magic or your very thoughts shift into tiny parasitic worms as they leave your head. The higher your INT (-1 to save for every 3 pts) the more you think. The only way to stop this is to fully meditate for one hour. The player may demonstrate this for 3 minutes



Beneath the City

The worms are an incredibly dangerous menace, but most adventurers who descend into the caves die long before they even reach their wriggly foes. Many unsavory people have set up traps in the tunnels, and there are armed leaders and renegade meat men with small armies preying upon unwary adventurers. Many of the refugees of Meatlandia also end up in grueling work camps down here.

Due to worms and chaos, not to mention chaos worms, these tunnels are always changing.

Though they move around, shifted by chaos magic and new tunnels carved out by huge worms, these are some of the chambers that will often be found.

THE FETID AUGURY

In a deep chamber in a dark cave far beneath the earth's mantle is a room that glows with quartz rocks. Put your head to any part of the rock and touch your tongue to the rock. Ask it a True Question. One honest question will be answered with supernatural accuracy.

You now have a geas. A worm crawls through the stone into your mouth and up into your head. It is slow and heavy and will take 3d4 days (each die is rolled when the previous one expires) to reach your brain.

If you perform one great act in service of the Chaos Gods before the worm reaches your brain it will dissolve, encasing your brain in glowing worm goo.

If you fail to achieve your worm quest, or if they deem it unworthy, your extremities turn into worms, stretching until they fall off. Your arms and legs stretch into bigger worms, pulling themselves from your sockets and crawling off into the darkness. Your torso molts and the biggest worm of all crawls out and away toward shadows. Finally your head splits

open and a thousand thousand tiny maggots writhe where they fall. They will die within an hour but each true word spoken will save d100, where they will grow and seek out the mouths and brains of lawful characters.

THE EARTH FOUNTAIN

A mini geyser of loamy rich soil flows from a hole in the center of the room. The first person, if anyone, to taste the earth will gain the power to commune with mundane worms for the next year. (Worms can't communicate very well, but they can indicate where food, water, and threats are. Of course, what is food, water, or a threat to a worm may be different than for a human.) This effect will be noticed immediately.

The second person will cause MELTING FLESH as per the spell of the same name on the next person they lay their hands on. This effect will be learned upon touch.

Anyone else who tastes the fountain will have dirt in their mouth and nothing else.

THE ROOM OF BLACK & WHITE

Deep in the earth is a room that is small and round, almost completely empty. But a perception check or thievery skill will reveal sparkling silver in the corner. The silver is real but the room is a trick. Stepping into the room will set off a trap (save vs. magic). A save and nothing happens and the 1d20 silver bars can be dug from the earth.

A fail and instantly all color in your body, your clothes, and your equipment will be sucked away. Sunlight will return color, but while black and white you lose 1 hit point per minute.

The entity that drains the color and restores the silver is currently unknown.

ALCOVE OF SUSURRATION

A small alcove with a dingy, hard to see mural of a woman reading a book at the back.



(It is dusty and must be wiped clear to be revealed.) If a book is actually read (at least one page) the characters INT score goes up by 1, permanently. This only works for the first reader.

All spoken communication MUST be in whispers. Speaking in a normal voice causes 1 pt of damage per syllable.

BUBBLES ROOM

There is nothing in this room, but for the first 5 seconds of peering in, each character will think they see scared kittens floating in bubbles, rising from the ground and disappearing into the ceiling.

SNOW GLOBE

This circular room deep beneath the earth is always snowing and there is always a fresh foot of snow on the ground. Some of the few who have been to this room say it is a portal to a world of ice and snow, but that is still

unproven. What is known is that this room is the realm of the snowsquito, a terrible, icy menace.

Snowsquitos are entirely white and blend in with the snow almost perfectly. They are triple to quintuple the size of the mosquitoes you know. 1d20 Snowsquitos will attack each adventurer. For every 5 Snowsquitos that bite, 1 skill point is lost forever. They die with only 1 HP of damage but their camouflage and small size are reflected in an armor class of 16.

Outside the City

Outside Meatlandia is a frontier of worm cults and marauders and slums and warlords and witch communes and chaos storms and fortresses bolstered against all that. As menacing as Meatlandia can be, many feel it is safer than anywhere outside the walls.

In rocky valleys and abandoned farmhouses there is a new threat: worm witches. They worship Death Name worms and ride two meter long Broomstick worms through the sky. They do not participate in wanton destruction but are trying to rebuild society in their own bizarre way. Strange buildings reaching high into the sky, bizarre architecture, meadow marketplaces, and trees that grow into the ground are all signs of a nearby witch coven.

RANDOM REFUGEE TABLE

The imminent return of the worms and the increasing chaos in the realm has destroyed a lot of town, cities, and lives. Many of the NPCs the PCs will encounter are blindly fleeing from destruction.

Roll 1d20

1. 1d6+1 Orphaned children. They escaped with nothing but the clothes on their backs. They have learned to do whatever it takes to survive. Hungry but not starving—yet.

2. Mother with 1d4 children. She lost her husband in the destruction of her town and now is desperate to ensure that her children are taken care of. She is 16 + 1d4/child years old. Has one of the following:

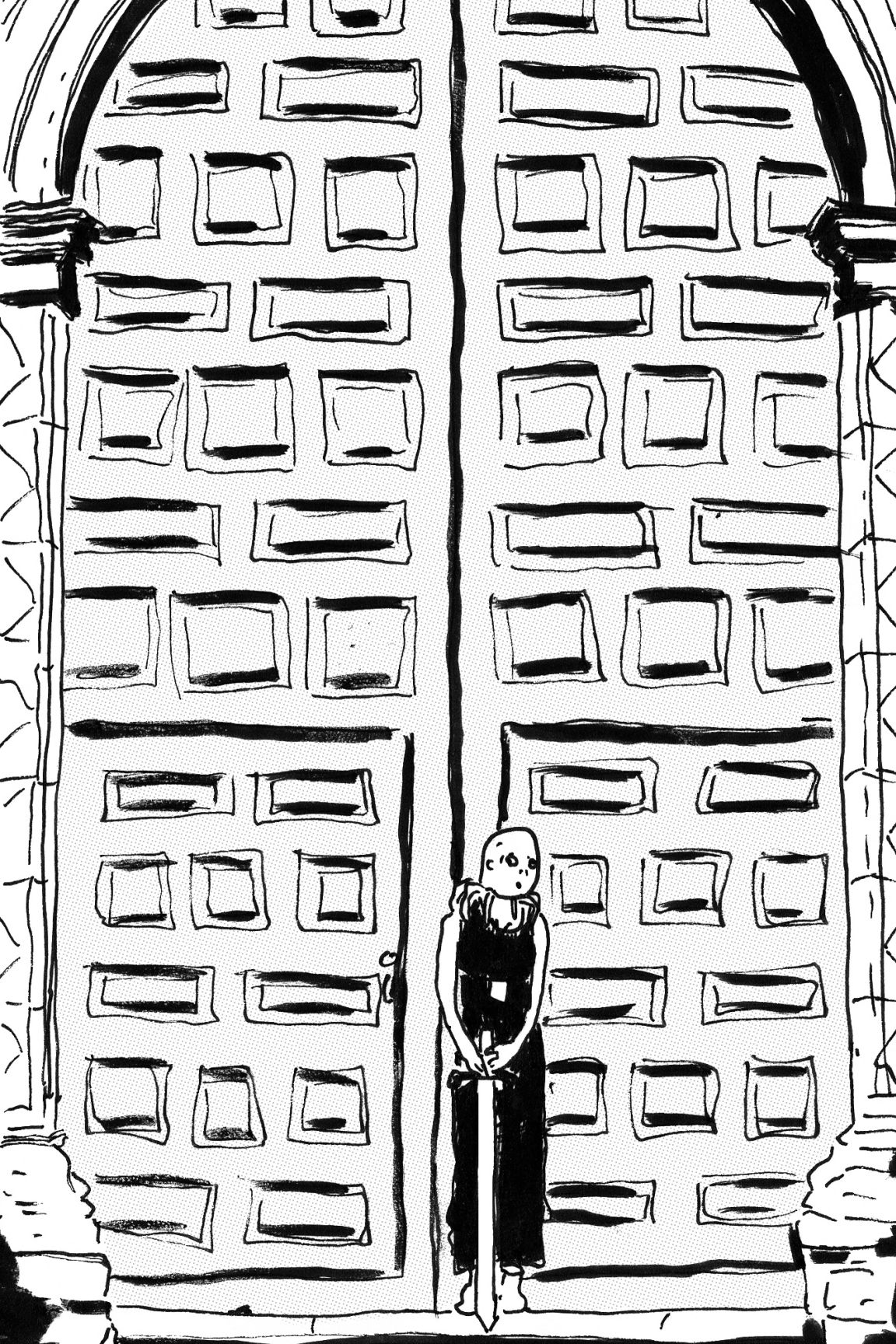
- 1 6d10 GP hidden in her bag
- 2 Her husband's sword: A weapon of great quality (+1 to hit), 1d8+1 damage and worth 100+10d10 GP
- 3 A map to a treasure hidden in her dress
- 4 A scroll with a spell from level 1-4
- 5 2d6 gems hidden in her children's clothing
- 6 A fine horse

3. Retired soldier. 50+5d4 years old. Has not fought in over a dozen years, but will do what he needs to survive and to protect other refugees from his town. Level 5, HP: 33, Armor: Leather, AC: 12, Str: 13, Dex:8, Con: 10, Int: 8, Wis: 13, Cha: 12, Attacks: 1 (Sword) +3 to hit, 1d8+1 damage

4. Former scribe. Held a position with the local magistrate and is privy to some decent political inside information. 20% chance to know the location of valuable goods in the destruction zone. 10% chance to have connections in other cities. Carries 2d10 GP and no weapons. Very hungry.

5. Brick mason. Strong but unskilled in combat, the mason will likely dominate any group that he has come to be a part of through his boisterous personality and physical strength. Will try to protect others and should not take advantage of weaker refugees. Level 1 Fighter, HP: 9, Armor: None, AC: 10, Str: 17, Dex: 10, Con: 14, Int: 8, Wis: 8, Cha: 11, Attacks: 1 (Hammer) +3 to hit, 1d8+3 damage.

6. Apothecary. Carries 1d6 medicinal positions that can cure disease, treat infection, and heal light wounds (1d4 hp)



7. Gang (2d4+1 members). Typical first level fighters, led by a third level fighter. They will bully and rob the other refugees and extort protection money from them. They fight as a group and will typically gang up on the stronger enemies first. The gang has 6d10 GP. Level 1, HP: 6, Armor: None, AC: 10, Str: 11, Dex: 10, Con: 10, Int: 8, Wis: 6, Cha: 7, Attacks: 1 (Club) 1d6 damage. Boss: Level: 3, HP: 17, Armor: Chain, AC: 15, Str: 13, Dex: 11, Con: 11, Int: 12, Wis: 9, Cha: 13, Attacks: 1 (Sword) +1 to hit, 1d8+1 damage.

8. Wounded civilian. 1-3 light wounds-20 percent chance of becoming infected and moving up to severe status, 4-5 severe wounds-40 percent chance of sepsis and advancing to critical status of not treated, 6 critical- Will definitely die within 1d4 days if not treated.

9. Congregational choir. 1d6+1 members survived the event. They are very devout and musically inclined. They have nothing of value.

10. Stunned survivor: watched his entire family burn in the chaos and fled for his life. Resents himself for his cowardice and will break down in pathetic sobs given the chance. Roll on the following table to see how he reacts to provocation/continued interest

1 Berserk! Will attack relentlessly, possibly in a suicidal manner.

2 Complete Defeat. Will not engage whatsoever, even to the point of standing still to take a sword to the heart.

3 Madness. Will speak in tongues, act like an animal, hallucinate, etc.

4 Sullen Anger. Will channel his anger towards others, will never befriend them, and will likely attack them given any excuse.

11. Street performer. Will not have any money, but should be pretty good at motivating others.

12. Escaped slave. 80% chance that his owners are dead. The slave will be skilled in one of the following areas: 1. Laborer, 2. Artist/Musician, 3. Chef, 4. Housekeeper, 5. Concubine, 6. Accountant.

13. Female thief. She will try to befriend anyone who seems to offer protection, power, or has money. Given the first opportunity, she will steal their most valuable possessions. After that, she will slip away as quickly as possible. Level 3 Thief, HP: 9, Armor: None, AC: 12, Str: 8, Dex: 16, Con: 9, Int: 13, Wis: 10, Cha: 15, Attacks: 1 (Dagger) +1 to hit, 1d4 damage (Backstab: x2)

14. Merchant. Escaped with a chest with 3d10x10 GP, 2d6 Gems, and 1d12 pieces of fine jewelry. 25% chance to also have brought 4d6 items from his shop. Likely to be fine cloth, tapestries, artwork, silver work, or the like.

15. Slaver. Used to sell slaves in the market. Has lost all of his stock, but will be identified by former slaves at 30% chance rate. If identified, things could get ugly.

16. Farmer. Escaped with 1d4 of the following 1. Chickens, 2. Goats, 3. Pigs, 4. Sheep, 5. Cows, 6. Geese.

17. 1d10 students from a religious institution. Each are under the age of 17 and have been training for years to learn the specifics of representing Law in the world. They will be shaken, but will attempt to promote their sense of law with the others.

18. Family Man. His wife and children were lost in an accident. He is 2d6+18 years old and has a Cha of 12+1d6. He will be shaken, scared, and helpless. Will do whatever he can to be safe.

19. 1d8 Street urchins. Will be 1d6+6 years old and will have lived on the streets for most of their lives. They will be skilled at picking pockets (7 in 12) and gathering information (8 in 12).

20. Drunk. Has no money or possessions, save for a half empty bottle of booze. Will probably not have anything useful to say, but, if sobered up, will recall the whereabouts of a treasure.



Chaos Storms

No matter where you are when a storm hits, you will know instantly. In a forest, bird calls change into tortured screaming one minute, children happily singing or the howling of coyotes the next. In a desert, cacti start dancing and the wind takes on the sound of boiling water or bees swarming. In a city, buildings shift from right in front of you to miles away, then all come back and shift sideways. Near the sea, ocean creatures swim through the air or fly through the sand. The ground changes into air, into water, into snow. The light changes from darkest midnight to bright summer day and everything in between in the quickest of instants. It can take 10 minutes to walk ten feet or ten miles. The human perspective is utterly variable in a chaos storm.

Some Nexus Bards and even Carnomancers, of sufficient puissance (and insanity) lead teams of adventurers into Chaos Storms and loot abandoned towns and cities. Few survive this dangerous occupation but those that do can escape with great wealth.

CHAOS STORMS AND MAGIC

All magic users are affected by even being close (200 meters) to a storm. To give an idea of the randomness, roll d10. If specific effects are rolled again choose another object.

CHAOS STORM

MAGIC EFFECTS

Roll 1d10

1. The intended spell is 2 times stronger.
2. It appears as the spell was cast but the effects are entirely illusionary.
3. The effects of the intended spell are halved.
4. The spell turns the closest living thing to the caster into a narwhal for the next hour.
5. The spell works as intended but everyone within the caster's sight is covered with (mundane) wriggling worms.
6. An entirely different spell is cast.
7. The spell doesn't work and a 4 meter wave of seawater covers everyone.
8. The spell doesn't work and the nearest d100 animals turn into vegetables.
9. The spell works and another spell at 1d4 level is immediately learned as a cantrip.
10. The spell fails and all magic ceases to exist within a 10 meter radius for the next 1d10 months.

The Myriad Effects of Chaos

Immediately upon entering a Chaos Storm, and for every ten minutes thereafter, the Referee should roll on the following table to determine the immediate results of the Chaos Storm upon all of the characters within the storm. Unless otherwise noted, a successful save vs. magic will negate the effects. However, the save can be impacted by the size of the Chaos Storm and the proximity to the center.

CHAOS STORM EFFECTS

Roll 1d100

1. The two characters (including NPCS) with highest and lowest levels exchange "to hit" bonuses for the next fight.

2. All combatants and nearby bystanders change into random mammals for the next d8 rounds. No human powers or abilities are retained, including speech. But they do recognize allies and enemies.

3. Roll 1 of every die type you have. Whichever one is highest will be the initiative dice for everyone in the party until noon the next day.

4. Tripping Balls. The constraints of reality are lifted and players can glimpse raw multiverse. The walls or trees or rocks or whatever nearby inanimate objects begin to sing in an indistinct and vaguely harmonic way. Chaos-aligned (N)PCs get +2 to attack, and Lawful characters get -3 to attack.

5. Babies. For the next d4 hours, everyone is 1d6 years old. No one has any memories whatsoever of adult life or the current situation.

6. Staunch. The Nexus Bard and all allies make saves at +4 for the next 2d12 hours.

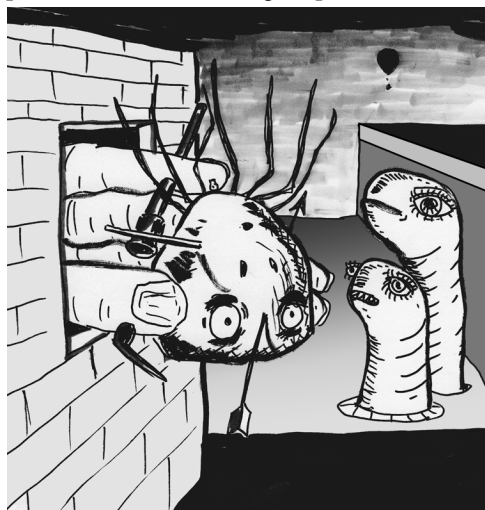
7. Shrink. Everyone in a 10 meter radius rolls. 50 percent chance of each character shrinking to d12 inches for 1d10 rounds. A save will negate shrinkage.

8. Grow. Everyone in a 10 meter radius rolls. 50 percent chance of each character growing d12 feet for 1d10 rounds. A save will negate growth.

9. Darkness Falls. It is utterly black for the duration of the fight. Not even elves can see. Everyone has -6 to all attack rolls.

10. Everyone in the world who knows the PCs name instantly has a mastodon tattooed somewhere on a randomly determined body part.

11. Everyone in a 30 meter radius has their gender changed for 1d6 days. There is a 20 percent chance the change is permanent.



12. Roll d20. This is your AC for the next 24 hours.

13. A fray! An NPC from the Raconteur table (p 84) joins the fight. Roll d6. 1-3= they join the PC's team, 4-5 they join the PC's enemies, and 6 they are on their own team. A weak NPC who would normally avoid battle is filled with battle lust and will not run or surrender. They still may easily die but will do so with rage in their heart and defiance in their eyes.

14. Everyone in a 10 meter radius randomly changes alignments. 70 percent chance this is permanent, otherwise revert back 24 hours later.

15. All weapons turn into flowers with the same attack bonuses and damage rolls. The effect is permanent.

16. It begins to rain tropical fruit. Roll 1d6. 1= pineapples, 2=lemons, 3=rambutans, 4=mangosteens 5=jackfruit 6=coconuts. Duration is 1d20 game minutes.

17. For the next 1d20 actual minutes, any player who tries to speak can only neigh like a horse. The PCs have to figure out a way to communicate without language.

18. You may swap any 1 stat with any (and each) character you kill. But only a general sense is given (he looks smart, she seems strong) before choosing, not a look at the actual character sheet.

19. Local Power. The Meat Lord. The Rust Lord. You have gained the attention of a local great power. They may watch and recruit the winner or could possibly be induced to intervene.

20. Dimensional Wanderer. Someone or something from another world that the characters don't know (but the players probably do) appears. Whether they are immediately hostile or not is up to circumstance.

21. Puppies! Everyone must make a save vs. magic or be temporarily turned into a puppy. The puppy transformation will last for 1d6 of the cutest hours.

22. Severe weather anomaly. 1d6: 1. Tornado, 2. Snow flurries, 3. Sudden Downpour, 4. Hail, 5. Blistering heat, 6. Fog.

23. Plants will uproot and flee the area. Plants may be attacked at AC 10, 2 HP. Killing a plant will release a vengeful forest Djinn that will do whatever it can to destroy the killer.

24. Swarm of birds. They will not attack, but they are noisy and stinky. They poo everywhere.

25. All water in the area will permanently turn into alcohol.

26. Kittens! Any non-human animals must save vs. magic or become kittens. The transformation will last for 1d6 hours.

27. All rocks in the area will become radioactive. Make a save vs. breath weapons or suffer radiation poisoning: -1 CON/day. 0 CON = death!

28. Ravenous! Characters will all become insanely hungry. If they have any rations/food/etc, they will devour them immediately. If they do not have any food, they will do WHATEVER IT TAKES to get food. Effect wears off in 2d6 rounds.

29. Shit storm. Literally. Shit falls from the sky in a heavy downpour. 60' area of effect and it lasts for 2d6 minutes. Shit will accumulate on the ground at a rate of 1 inch per minute.

30. Save vs. spell or become a troll. Each person who fails the save will grow 2d4 feet. Add +1 STR, +1d6 HP, -4 CHA and -1 DEX per foot grown. Trolls heal damage at a rate of 1d4 HP/round. Trollism is non-reversible.

31. Magic missiles storm. 1d20 Magic missiles spawn at the center of the area, randomly attacking anyone in the area. Missiles automatically hit and do 1d4+1 damage—save vs. spell for ½ damage.

32. Magic weapons. All weapons in the area become enchanted: they will each have a bonus of +1d4 and will also be able to talk. 20% chance that weapons will sing as well.

33. Lost. Everyone in the area is lost. They have no idea where they are, where they came from, or where they are going. They will remember basically everything else. Ends in 1d20 days.

34. Everyone save vs. spell or: Super Cool. Super Cool bestows a +5 reaction bonus, +3 to CHA, and really nice hair. Super cool has 20% chance of becoming permanent, otherwise it lasts 2d6 days.

35. The tallest and the shortest people in the area will change heights permanently.

36. A love-sick panda bounds into the center of the group. It will randomly select a mate from among the people present. The panda will not be deterred.

37. Everyone save vs. spell or become super strong. Can carry double the normal amount and all attacks are made at +4 and inflict double damage. Will last for 1d4 days, 20% chance of becoming permanent.

38. Magic realignment. All magic users must trade spells with the magic user directly to the right of them. If there are no other magic users, they must randomly roll for 1d4 spells. If no one is a magic user, everyone randomly rolls for 1d4 spells. Priests and non-humans count as magic users for the purposes of this effect. Effects last until all spells are cast.

39. Everyone save vs. spell or: Little brother. A smaller, more annoying version of yourself will grow out of the ground. He will have ½ the level and HP as you. He will fight on your side and will be your friend, but everyone else will like him more than you. Little brother is permanent.

40. Everyone save vs. spell or: Cold Steel. From now on, if you look at someone for a complete round and don't say anything, they must save vs. paralysis or run in fear. If you say anything, no matter what, it will not work.

41. Roll 1d6. Reroll the corresponding Ability Score: 1. Int, 2. Wis, 3. Str, 4. Dex, 5. Con, 6. Cha

42. All liquids in the area turn into llama milk. The milk will spoil in 1d4 hours.

43. Roll 1d6. Swap the corresponding Ability Score with the character of the player directly across from you. 1. Int, 2. Wis, 3. Str, 4. Dex, 5. Con, 6. Cha

44. All players must swap names with their characters for the remainder of the game session.

45. Lost in translation. No matter what anyone says, it will be construed to have the opposite meaning.

46. These hands! Roll 1d10, the result is the number of fingers on each hand.

47. Any headwear in use will become permanently attached to characters heads, but will also add+2 to AC. Dispel magic spell will negate the effect.

48. All magic will have the opposite effect for the next 1d10 rounds.

49. We all go a little mad sometimes. Everyone roll 1d6: 1. Schizophrenia, 2. Severe Depression, 3. Delusions, 4. Paranoia, 5. Hallucinations, 6. Amnesia.

50. All stones in the area smaller than 3 inches in diameter turn into precious gems. Gems are worth 1d4 x 100 GP each.

51. Your clothes are fire-proof.

52. The next person to hear your voice will fall in love with you.

53. All metal blades change into cooked rigatoni noodles of the same size.

54. Roll twice for all your attacks. Choose the best result.



55. Someone somewhere has sworn to kill you. Each time you meet someone, roll 1d100. On a result of 100, you have just met your killer. Sorry.

56. Highly skilled! Earn double XP for the next 24 hours.

57. Life is beautiful. No one in the area will be able to harm another for 24 hours.

58. Choose any result for your next die roll, then roll a die. If you roll a 1, you keep the power. If not, it is lost.

59. Player must speak in pig Latin for the entire encounter. Every round that he fails to speak in pig Latin, character takes 1d6 damage.

60. All gold in the area turns to dust.

61. All animals in the area turn into people. Roll on the following table for alignment:

Roll	Chaos/Law	Good/Evil
1-2	Lawful	Evil
3	Neutral	Neutral
4-6	Chaotic	Good

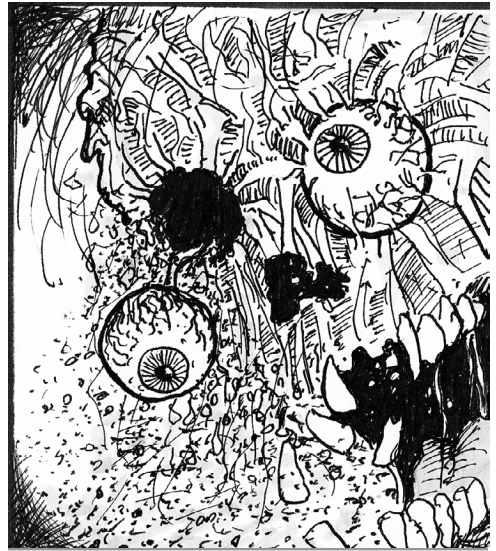
62. One random living thing in the area immediately dies. Referee should assign numbers to all characters (PCs NPCs, monsters) and roll to determine who dies.

63. Is it getting gold in here? Everything turns to gold—including people! Make save vs. spell or become gold (oh yeah, gold is dead)

64. Flight! Everyone can fly. Anyone who can already fly now cannot. Effect lasts for 1d4 hours.

65. Spiritual Dissonance. Every player at the table must pass their character to the person to their left. Players will control the newly acquired character for the remainder of the encounter.

66. Flatulence. Everyone in the area has severe gas. Farts smell bad, but there are no other effects. Lasts for 2d12 hours.



67. When your opponent is injured, you take damage. When you are injured, your opponent takes damage.

68. Face Off! Each player swaps faces with the enemy. If there are fewer enemies than PCs, the PCs may share a face. If there are no enemies, PCs swap with each other. Face Off is permanent.

69. Time Warp! Whenever anyone makes a successful roll to hit, time will go backward by 1 round. This effect ends 10 rounds after it begins (adjusted, of course, for time warps).

70. Nowhere man mode! All combat restrictions are lifted. Characters may use any weapons, armor, whatever without penalty. They can fight with two weapons at once, use two-handed weapons with one hand, use a shield while firing a bow, etc. Ends when the storm does.

71. Everyone becomes invisible for 1d10 rounds. Anyone who is already invisible becomes visible.

72. Did you see that? 3d4 Ninjas sneak into the area and pick everyone's pocket. Ninjas will be successful on a roll of 1-18 on 1d20. If they are successful, they will steal whatever is most valuable to each character. If they are seen, you may fight them. Ninja: HP: 20, AC: 16, To Hit: +4 Short Sword: 1d6+1 damage.



73. Split personality. Roll up a new character and keep it with this character. Any time that your character is severely injured (less than $\frac{1}{2}$ HP), he will switch personalities. Character will stay the other personality until he is severely injured again. This condition can be cured if one of the personalities is killed (at which point the character will forever live as the surviving personality).

74. Exasperated. The next time the character fails at anything, he will break down in tears. He will be unable to do anything else but cry in utter frustration for the next 1d10 minutes.

75. This sucks! All clothing and wearable items become sucking leeches, draining blood from those who are wearing them. Leech items can be shed at a rate of 1 item per round and will inflict 1 point of damage per round until they are shed.

76. Do you even lift? Add 1d6 to Str. for the next 24 hours.

77. Sword of Destiny. Your sword is the Sword of Destiny—it will never miss. If you don't have a sword, too bad for you.

78. I'm Batman! Not really, but you do have to say your name before everything you do for the rest of the day.

79. Anyone who dies in the next fight will come back as a vampire. If a PC comes back as a vampire, use the following stats: Str +6, Dex +4, Con +4, Int +2, Wis +2, Cha +4, AC +6.

80. Slow-mo. Everyone save vs. paralysis or move in slow motion for the next 10 minutes. Slow-mo means movement is $\frac{1}{2}$ normal, number of attacks is halved (so that most characters will attack once every two rounds), To Hit is -4, and AC is -4.

81. Every full drink of alcohol will heal you as a potion (1d6+1 HP) for the next 2d6 days. After that, you will probably have a very serious hangover.

82. Stretchy arms. Your arms can stretch up to 20 feet.

83. Religious experience. Everyone present will believe that they have shared a life-altering religious experience. They will not fight against each other and will, instead, form a cult. The cult will attempt to convert everyone that they meet and each member of the cult will do whatever he can to help the others.

84. Mexican standoff. The Referee should roll 10d6 before initiative is rolled. The first person to act will automatically succeed (swords will hit, spells will succeed, thieves will hide, etc.) but will also take the 10d6 in damage. Each round, the Referee will roll one less die.

85. For the rest of the day, you get a +1 to all die rolls if you declare your actions with a couplet.

86. Roll 1d6. You may speak this many new languages.

87. Magnetic personality. Metal objects will hurl themselves at you. Make a successful Dex check to avoid them.

88. Everyone you have ever met will believe that you are an imposter the next time that they meet you.

89. Anything that you eat in the next 24 hours will taste delicious and fill you completely.

90. Dangerous words. Your voice will cause 2d6 points of damage to anyone who hears it for the next 24 hours.

91. Gravity shift: everyone in the area shifts their gravitational center 90 degrees. If you used to fall toward the ground, you now fall to the equator. If you used to fall to the equator, you now fall up.

92. Powerful friends. Nothing happens to you, but all of your friends are +4 to hit.

93. Cats love you! They will swarm after you and follow you anywhere you go. Every hour for the next 4d6 hours, you will be joined by 1d6 cats. They will never abandon you.

94. Socialism. All players roll for attack simultaneously and use the average of all the rolls. Enemies do the same.

95. Everyone has an overwhelming urge to use the bathroom. They will not be able to do anything else until they have finished. It will take 1d6 rounds to finish your business.

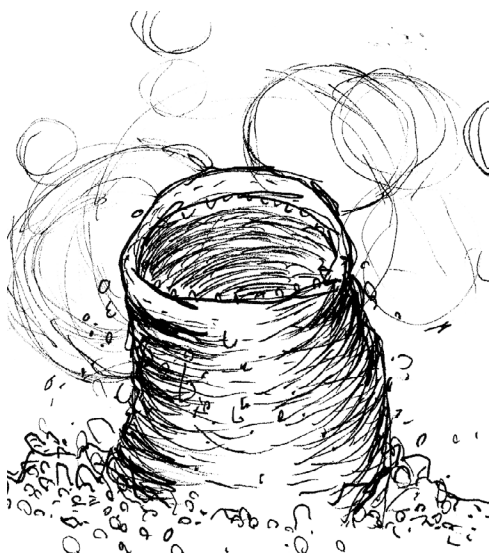
96. Reverse Time! The entire PC party is returned to the last time and place that they rested. They remember everything that has happened and may choose whether or not they want to repeat their past decisions.

97. You mad, bro? You are sent into a major rage fury. You are +4 to hit, +2 to damage, +1 hit die, and -2 to AC during the rage.

98. They're all gonna laugh at you! No matter what you do, everyone else will laugh at you.

99. Anyone who dies within 20 feet of the nexus bard will turn to solid gold as soon as they die. If you can move them, they will be highly valuable.

100. Deez nuts! All wealth (gold, gems, etc.) turns to nuts. They are delicious but without value. All nuts turn to diamonds worth 3d4 x 100 GP each.





New Classes

Bards

When you stare too long into the abyss, it will stare back. But it's when you start singing with it that you can really start to worry.

The mind of a bard is riddled with chaos, as through dreams, meditation, and of course performing music they exist on several planes at once. They have a well-deserved reputation for insanity, though they would argue, also deservedly, that they are in fact more sane than the common person.

There are three playable bards in Meatlandia: the Chaos DJ, the Raconteur, and the Nexus Bard. In LotFP, all bards begin with 1:6 in all skills, with a 2:6 in any one skill of the player's choice.

UNLIKELY HERO

All Bards at 3rd level gain the ability Unlikely Hero. When encountering a creature of 5 HD or more, they may roll a 4-sided dice 4 times. If they roll it sequentially, either 1-4 or 4-1, they have a chance to instantly destroy the menace. To do so, they must tell a suitably heroic tale of how they kill their opponent.

The Raconteur

Unlike many adventurers, the Raconteur is not surly, misanthropic, or a loner. Indeed in any town or roadside inn, they can make fast friends. Think of Merry from Lord of the Rings or Tyrion from Game of Thrones--these characters count success in the number of friends that they can call upon.

BARDIC SUPER ABILITY: POSSE

After one night of singing/carousing/inspiring/seducing, the Raconteur may leave with an NPC posse. They will accompany the Bard for 2D6 days unless stated otherwise below.

From Levels 1-3 the Raconteur gets 1 follower. From Levels 4-6 he will emerge with 1d4 followers. And from 7-10 he can gain the services of 1d4+1 people. You can get your followers from anywhere; to get you started there is a table on page 79.

It is intended that the Referee describe the "What they look like" to the player(s) right away, while allowing the information in the 4th box to slowly be gleaned. After using an

entry, cross it out and add a new one of your own.

The Raconteur will make friends with some pretty awesome people--we can guarantee you of this! However, it is in the best interests of the game that the player not see the table with all of the Raconteur Followers. The Referee should look in the back of the book to find the relevant table and should keep all of the other information a secret until it is time to be revealed to the player.

Beginning at level 5, the player can choose to describe one NPC that the Raconteur attracts instead of rolling. The description cannot be about specific spells, equipment, etc, but should be able to encompass important information about the NPC's abilities. For example, Dave could say "Sir Jarmol finds a Priest of Chaos who specializes in healing magic," but he could not say "Sir Jarmol finds a Priest with a +2 magic axe and full-plate armor on a seasoned war horse."

Raconteurs specialize in clubs and bludgeons, have excellent saves, and are aligned with Chaos.

If all of a Raconteur's crew are killed, he or she must wait 1d4 days before rounding up a new one.

LEVELING UP

Raconteurs follow the same level progression as Thieves/Rogues/Specialists.

HIT POINTS

Raconteurs begin play with 1d6 hit points and gain 1d6 additional hit points per level up until level 9. They gain 2 additional hit points for every level beyond 9th.

COMBAT

Raconteurs fight and save as Priests/Clerics of the same level. In addition, they are +1 to save vs. Paralysis and Death, +2 to save vs. Enchantment/Illusion magic, and +1 to all opposed Charisma checks. They also gain a +2 to all Dex/reaction type saves or checks. Any other characters or NPCs attempting to influence the Raconteur is -1 per experience level of the Raconteur to their checks.

SKILLS

If you use a skill system, Raconteurs gain skills as Thieves/Rogues/Specialists at two levels lower than their actual level. If your skill system is percentage based, assume that the Raconteur has skills at -10% of what a Thief/Rogue of the same level would have. If you are playing with the LotFP skill system, assume that the Raconteur gains one skill point per level.





Chaos DJ

Chaos DJs have a vague sense of the world where their players reside. At first, they welcome the guidance and control of the player as a respite from the formless noise in their head, but this doesn't last. As they gain in power, so too does their bitterness grow, until they utterly resent the player who has turned them into nothing more than a puppet on a string for their pleasure.

DJs are capable of just about anything and are typically irreverent and impulsive. It is hard for them to stay on task. When they do focus, however, they make for an implacable foe or invaluable ally.

At each level, there is a 5 percent chance the Chaos DJ will outright refuse to do what the player dictates when using their Bardic Super Abilities. (At Level 3, they have a 15 percent chance, at level 10 they have a 50 percent chance!) They will do the opposite of what was told, even up to the point of suicidal and murderous acts in a display of existential freedom.

BARDIC SUPER ABILITY: PLAYLIST

Before each adventure, the player gives a list of three songs to the referee. At any given time, the bard can play the song and do anything the song says. The song must be played in full via computer, phone, mp3 player, etc. The nature of the effect is up to the bard. For instance, a bard that plays Brass Monkey can create a brass monkey artifact, an actual clockwork monkey or, if they so desire, a refreshing 40 oz. cocktail of malt liquor and orange juice. Any part of the lyrics are fair game, but it must be specific: "I believe I can fly" can equal flight but "He's got the whole world in his hands" does not lead to godlike powers.

Sentient beings get a save vs. magic when affected by *Playlist*. Items, weather, etc prob-

ably do not.

Once the song has been played, its magic is lost and it becomes just one of the many standard songs of the Meatlandian music scene. The Chaos DJ may still play the song for money and prestige and may even sell it to lesser Bards and small-time musicians, but it will never again have any magical effect.

Chaos DJs specialize in unlikely weapons (a broken off cactus, a bottle of acid, or a board with a nail) and must be aligned with Chaos

LEVELING UP

Chaos DJs follow the same level progression as Thieves/Rogues/Specialists.

HIT POINTS

Like Raconteurs, Chaos DJs begin play with 1d6 hit points and gain 1d6 hit points per level up until level 9. They gain 2 additional hit points for every level beyond 9th.

COMBAT

Chaos DJs fight and save as Priests/Clerics of the same level. In addition, they are +1 to save vs. Magic.

SKILLS

If you use a skill system, Chaos DJs gain skills as Thieves/Rogues/Specialists at two levels lower than their actual level. If your skill system is percentage based, assume that the Chaos DJ has skills at -10% of what a Thief/Rogue of the same level would have. If you are playing with the LotFP skill system, assume that the Chaos DJ gains one skill point per level.

The Chaos DJ is obviously highly skilled in the musical arts and will be able to play most musical instruments (5 in 6 each time he or she encounters a new instrument).

Nexus Bard

Weird things happen to these peeps, who are a little like Robert Jordan's ta'veren and a little like the world of Carcosa wrapped in a human shell. These characters usually clamp down on the chaos around them but in battle they let the swirling powers fly free. They are very susceptible to magic and indeed many Nexus Bards die from their magic.

Because they are conduits of chaos, they are hated by almost everyone. It's not fun to travel with someone who can randomly and without intention turn you into a puppy or your sword into a noodle. At the same time, most adventurers value their powers: having a Nexus on your side can equalize even the greatest odds.

Nexus Bards specialize in longswords and must be aligned with Chaos.

BARDIC SUPER ABILITY: INVOKE CHAOS STORM

1. He can store a number of chaos charges equal to his level and use them at any time.
2. He has a 10% chance per level + each 1 CON point expended to summon a chaos storm at any given time. Bards gain one charge per storm. When they unleash the charge, roll on the Chaos Storm Effect table (p 36.)
3. His minor chaos magic allows him to adjust any die roll (his or someone else's) by a number equal to his level once per day. This can negate but not create a natural 20.
4. Hunnic Tax: At 5th level, Nexus Bards can make money from significant towns and villages by agreeing not to stay there. They get 1d4 x 10 gold per resident.

A Nexus Bard begins with 1 chaos charge. To gain more they must summon or find the glorious Chaos Storms. Once within the eye of the storm, they must gather the energy,

which takes 1d4 hours.

LEVELING UP

Nexus Bards follow the same level progression as Priests/Clerics.

HIT POINTS

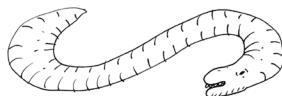
Nexus Bards begin play with 1d6 hit points and gain 1d6 hit points per level up until level 9. They gain 2 additional hit points for every level beyond 9th.

COMBAT

Nexus Bards fight and save as Thieves/Rogues/Specialists of the same level. In addition, they are +1 to save vs. Paralysis, -2 to save vs Magic, and +1 to all opposed chaos related checks.

SKILLS

If you use a skill system, Nexus Bards gain skills as Thieves/Rogues/Specialists at three levels lower than their actual level. If your skill system is percentage based, assume that the Nexus Bard has skills at -15% of what a Thief/Rogue of the same level would have. If you are playing with the LotFP skill system, assume that the Nexus Bard gains one skill point per level starting at level 3.





Kaldane

The Kaldane are a race of large humanoid heads that crawl around in tunnels via their six long insect-like appendages. Though they are considerably weak on their own, the Kaldane have adapted a strange symbiotic relationship with the headless Rykor, which they purchase in human Meat Markets and ride as mounts.

Through the millennia, the Kaldane have developed their minds above all else, eschewing the pleasures and accomplishments of the physical realm for those of the mental. Therefore, the Kaldane see themselves as the most

advanced and superior race in existence. And for good reason! They are indeed highly intelligent, even to the point that their great minds have developed the power of Mind Control!

ABILITY SCORE ADJUSTMENTS:

Str: -6

Cha: -2

Int: +2

Dex +2



HIT POINTS

Kaldanes begin play with 1d3 hit points and gain 1d3 additional hit points per level up to 9th. After 9th level, they gain one additional point per level.

COMBAT

Kaldanes fight as Thieves/Rogues/Specialists of the same level. They save as Priests/Clerics of the same level, with a bonus of +2 to save vs. Mind Control. They have no melee weapon or armor restrictions, though a Kaldane without his Rykor may only use small weapons. Kaldanes are incapable of using any ranged weapons except for blowguns. When mounted on the Rykor, the Kaldane makes all attacks using the Str. bonus of the Rykor. When not mounted, the Kaldane must use its own Str. modifier.

ARMOR

Because Kaldanes are essentially just heads, the following special armor rules apply to them:

Unarmored: Due to their small size, Kaldanes have a natural +2 to AC. This is only applicable when Kaldanes are not seated upon their Rykors.

Leather Helm: Additional +1 to AC

Partial Steel Helm: Additional +2 to AC

Full Steel Helm with Face Guard: Additional +3 to AC

SPELL CASTING

Due to their incredible intelligence, the Kaldane are able to develop innate spell-casting ability. Starting at level 3, and each level thereafter, the Kaldane may inherently know new Priest Spells. They will learn one new spell automatically upon reaching the level. Kaldanes cannot read magic and do not keep spell books. And, as such, are not capable of learning additional spells beyond their initial spell knowledge.

RYKOR

All Kaldane choose to either begin play with a Rykor or to take an additional 100 GP in starting wealth. The Rykor have the following ability scores: Int: 1, Wis: 1, Str: 3d6, Dex: 3d4, Con: 3d4, Cha: 1 Rykor always have 1d8 HP, which does not increase. Replacement Rykors must be bought in Meat Markets.

HIDE

The Kaldane, when not mounted upon its Rykor can hide as a Thief/Rogue/Specialist of the same level.

CLIMB

All Kaldane are excellent climbers and can scale a rock wall or crawl across the ceiling as easily as if walking on the flat ground. There is no need for a skill check, unless someone is actively attempting to knock the Kaldane off the wall.

MIND CONTROL POWER:

Beginning at second level, a Kaldane may attempt to control the mind of any sentient creature once per day. The Kaldane must make eye contact with the creature and they must be within 30 feet of one-another. The act of mind control takes full concentration and the control will be lost if the Kaldane is attacked during the process.

The victim always gets a save, though the Kaldane's Wisdom modifier can be applied against the save and the save is at -1 per every 3 levels beyond third!

In all other ways, mind control works the same as the spell Charm Person.

OTHER SKILLS

If you use a skill system, consider the Kaldane as a Fighter for skill purposes.

KALDANE LEVEL PROGRESSION TABLE

Level	Hit Points	Hide	Mind Control	Additional Priest Spells
1	1d3	5:12	0	-
2	+1d3	5:12	0	-
3	+1d3	6:12	0	1 1st
4	+1d3	6:12	-1	1 1st
5	+1d3	7:12	-1	1 2nd
6	+1d3	7:12	-1	1 2nd
7	+1d3	8:12	-2	1 3rd
8	+1d3	8:12	-2	1 3rd
9	+1d3	9:12	-2	1 4th
10	+1	9:12	-3	1 4th
11	+1	10:12	-3	1 5th
12	+1	10:12	-3	1 5th
13	+1	11:12	-4	1 6th
14	+1	11:12	-4	1 6th
15	+1	Auto	-4	1 7th



Carnomancer *(Meat Mage)*

Magic Users in Meatlandia are much like those in any other setting, though there are some notable differences. Most notably, all Magic Users in Meatlandia derive their power from the use of the Worm Honeydew, which means that they have all taken the Honeydew at least once. If they survive long enough, this invariably leads to a crippling addiction.

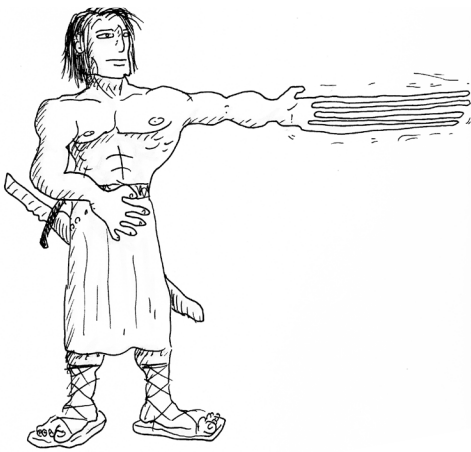
TRANSMUTATION SPECIALISTS

All Magic Users in Meatlandia are considered to be Specialists in the Transmutation School of magic. This means that they not only receive one extra spell per day in each spell level available (the extra spell slot must be reserved for a transmutation/Meat Magic spell), but also can cast 0-level Meat Magic spells at will. All Carnomancers begin play with all four of the 0-level Meat Magic spells as cantrips, which means that they may be cast at will and will not use up a spell slot.



RITUAL SPELL CASTING

All Carnomancers are masters of ritual Spell casting, which has slightly different rules and effects than standard spell magic (which they can also use). Meatlandia rituals are distastefully gory and involve buckets of warm blood and chunks of flesh and meat.



To cast a spell as a ritual, the Meat Mage must devote a number of minutes equal to five times the spell's level to the ritual. Multiple spells may be chained in a single ritual, in which case the number of minutes is equal to five times the highest spell level plus 1/2 of the total of the combined remaining spell levels.

The target of the ritual is -2 to save vs. ritual magic, with a cumulative -1 to save for every additional person performing the ritual with the Meat Mage. Participants do not have to be Magic Users themselves, but must enter into a trance and focus entirely on the magic process. If any participants are distracted during the ritual, the save is made at +10.

The inclusion of ritualistic elements, such as blood, animal corpses, human organs, etc. will improve the chances of success. For each additional ritualistic element used during the ritual, consider saves to be made at -1. Drawing strange pentagrams will not aid in the process at all, however.

Of course, if the subject of the ritual is a willing participant, there is no need for a save at all and the process will be considered a complete success regardless of how many other people participate.

Unless otherwise noted, it is possible to cast ritual magic as a normal spell, but it is done at four levels lower than the spellcasters true level. This means that all effects, damage, etc. are calculated at and spell strength is considered to be four levels lower.

In Meatlandia, to become a mage, to unlock the ability of magic at all, you must drink once from the ...

Worm Honeydew

The White Worms excrete a sweet honeydew from their abdomens which, when ingested, has the ability to create the magicity of the Carnomancer, enabling them to become a wizard and unlock the ability of magic. Every time after the first drink, roll on the following table.

Honeydew Effects Table (Roll 1d20)

Roll	Result
1-3	+1d4 to spell strength
4-6	+1d4 to magic resistance (saves vs. magic)
7-9	Any one 0 level spell as a cantrip (if no 0 level spells, take a 1st level spell at -1 spell strength)
10-11	Any one 1st level spell as a cantrip (cast at will)
12	Any one 2nd level spell as a cantrip (cast at will)
13	Any one 3rd level spell as a cantrip (cast at will)
14	+1d4 Spell slots / spell level
15	Can cast ritual magic as spells
16	+1 new spell in spell book (permanent)
17	All spells will have maximum effect every time
18	+1 hit die and Heal as 6th level Cleric spell
19	Immune to all magic (even helpful magic)
20	Roll again twice

Unless otherwise noted, effects are not per-

manent and will wear off in 72 hours.

Taking the honeydew more than once in a 72 hour period will reveal no more positive effects, but will instead cause the creature to fall terribly ill. On a failed save vs. poison, the character will be bedridden for 72 hours and will not be able to fight or use magic. On a successful save, the creature will still be sick, but can walk/ride and all combat and magic are at -4. Likewise, Str, Dex, and Con are treated as if they are 4 points lower than normal.

Anyone who takes the honeydew more than three times in 72 hours must save vs. death or die. A successful save will result in illness as described above.

HARVESTING THE WORMS' ORGANS

Though drinking the honeydew is the easiest way to realize the benefits of the White Worms, there is a second, more powerful, way to increase one's magicality. If any of the Worm's organs (heart, stomach, ovaries,

WORM METAMORPHOSIS TABLE

seminal vesicles, brain) are harvested and consumed raw (cooking destroys the magic effect), the creature will permanently gain the effects of their roll on the table above. This can only happen once and subsequent attempts to consume the worms' organs will result in sickness as described above.

SIDE EFFECTS

Each time that someone consumes the honeydew, they must roll a Worm Metamorphosis Check. A failed check will result in an increased metamorphosis toward becoming a White Worm (Stage 5). When a character becomes a White Worm, he must be turned over to the Referee and is now a non-playable NPC.

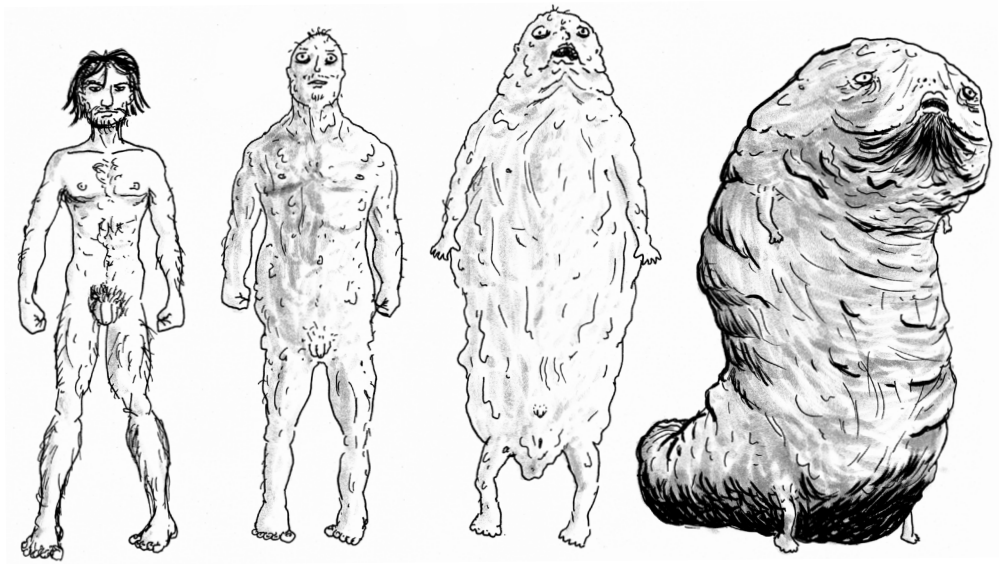
The Worm Metamorphosis Check is made by rolling a d20. A result of 1 means that the character has been affected by the honeydew and will graduate to the next stage on the Worm Metamorphosis Table.

Roll 1d6	Stage One
1	Fat, pudgy fingers with sharp claws (-1 to Dex, +2 to damage in unarmed combat)
2	Worm's eyes (Can see in darkness, -1 to Cha)
3	Voice becomes hoarse whisper, but character can use ventriloquism once per day (-1 Cha)
4	Skin becomes cracked and hard (-1 Cha, +2 AC)
5	Ears are ½ size, but very keen (-1 Cha, +4 to hear-noise checks)
6	Increased body mass (+1 Str, -1 Dex)
Roll 1d6	Stage Two
1	Grows fangs instead of teeth and breath is visible, reeking cloud (-2 Cha, +4 to damage from bite)
2	Arms shrink to 2/3 normal length (-2 Dex but +2 to hit in hand to hand combat)
3	Face becomes twisted and ugly—all who encounter must make a fear check (12+ on d20)
4	Skin is cold and clammy to the touch (1/2 damage from all cold-based attacks)
5	Legs shrink to 2/3 normal length (-2 Dex but can jump as spell twice per day)
6	Eyes and ears are completely gone, but can use echolocation and infra vision (-3 Cha)

Roll 1d6		Stage Three
1		Tongue becomes very long and injects poison (-3 Cha)
2		Foul stench surrounds character at all times (as a stinking cloud spell)
3		Gills develop on throat (-4 Cha, can breathe water, air and in dirt)
4		Must eat one gallon of dirt each day, but needs no other food or drink.
5		Skin is hard and scaly (-4 Cha, +4 AC)
6		Body mass doubles (+2 Str, -1 Con, -1 Dex,)
Roll 1d6		Stage Four (All effects bestow a base Cha of 3)
1		Arm and Legs are vestigial, can crawl as worm at 3X normal movement
2		Mouth is filled with sharp teeth, can burrow through ground at ½ movement
3		Magic Resistance: +4 to magic saves and magic bonuses for weapons do not apply
4		Can no longer talk at all, but communicates via telepathy at 200 foot range
5		Proboscis mouth shoots out of normal mouth: range of 10 feet, +4 to hit, 1d6 damage + 1d4 acid damage/round for 4 rounds
6		Body mass is at 400% of original size (+2 Str, -2 Dex, -1 Con, +2 Hit Die)

Stage Five

At this point, the victim is transformed into a White Worm and becomes an NPC under the control of the Game Master.



Meat Men



For the truly hard-core and foolhardy, Meat Magic Augmentation is a way to gain great powers. Many adventurers save up fortunes for the ability to augment their bodies with Carnomancy. Meat Man warriors are among the most terrifying of all Meatlandias foes.

Meat Men are not an actual class; anyone with the right amount of money and lack of self-esteem can become a Meat Man. In fact, many of the greatest warriors and dignitaries in Meatlandia are Meat Men. The Meat Lord? Meat Man. Sir Club Hands, the Slayer of a Dozen Dragons? Meat Man. Lady Elsinore of the Many Ears? You get the picture.

To find a Carnomancer who can help you become a Meat Man, simply bring a healthy sum of gold with you and speak with a representative of the Meat Lord.

MEAT MAN TRANSMUTATION TABLES

If you are rolling up an NPC, or if the Referee allows players to play Meat Men as an actual character class, we have you covered! Simply roll 2d4 times on the following table to create a Meat Man.

Result	Spell	Effects
1	Increased Body Mass (0)	+ 100 pounds, + 10 inches, +10 HP
2	Bony Fist (0)	+10 damage
3	Mutate Others (1)	Appendages +100% in length
4	Genetic Growth (1)	+ 2d6 HP
5	Sensory Metamorphosis (1)	+4 to checks
6	Additional Appendage (2)	Additional Arms/Tentacles +1 attack/round
7	Additional Appendage (2)	Additional Tail +2 Dex
8	Genetic Combination (2)	+2d6 HP
9	Alter Vital Organs (2)	Water Breathing
10	Winged Growth (3)	Flight at movement 16
11	Acid Breath (3)	Damage is 5d6
12	Bony Weapon (3)	3d6+Str Bonus, +2 to hit
13	Bony Body Armor (3)	AC + 10
14	Random Transmutation (3)	Roll 1. Mammal, 2. Fish, 3. Amphibian, 4.Reptile, 5. Bird, 6. Arthropod
15	Genetic Fusion (4)	Extra Head +2 Int/Perception, +4 HP
16	Genetic Fusion (4)	Extra Legs x2 movement
17	Recombine DNA (4)	+2 to 1. Str, 2. Dex, 3. Con, 4. Int, 5. Wis, 6. Cha
18	Mental Evolution (5)	Int, Wis, Cha + 1d6+5
19	Incorporation: Weapon (5)	Add weapon as part of body +2 to hit
20	Incorporation: Armor (5)	Add armor as part of body



Meat Magic

New Spells

Level 0	Level 1	Level 2	Level 3	Level 4
Alter Genetic Trait	Genetic Growth	Additional Appendage	Acid Breath	Anthropomorphism
Bony Fist	Mutate Others	Alter Vital Organs	Bony Body Armor	Genetic Fusion
Meat Surge	Mutate Self	Blubber Bomb	Bony Weapon	Melting Flesh
Minor Mutation	Sensory Metamorphosis	Fleshmeld	Fuse Bone / Debone	Physical Transmutation
		Transformational Healing	Random Transmutation	Recombine DNA
			Winged Growth	
Level 5	Level 6	Level 7	Level 8	Level 9
Incorporation	Abberant Mutation	Absorb Other	Clone	Genetic Pandemic
Medicinal Meat	Alter Environmental Structure	Explosive Death	Mental Metamorphosis	Regenerate Life
Mental Evolution	Alter Molecular Structure	Genetic Regeneration	Supernatural Structure	Supernatural Fleshmeld
Permanent Mutation	Forced Evolution			
Spiritual Devolution				

Level 0:

ALTER GENETIC TRAIT

Range: Self or other by ritual.

Duration: 4 minutes per level of experience.

School: Transmutation

Saving Throw: Standard.

This spell allows the Spellcaster to magically alter any one minor genetic trait of the spell's target. Genetic traits include: Earlobes—attached or free; White forelock, Widows Peak, Dimples, Thumbs—straight or curved; Pinky—straight or bent; Mid-digit-hair; Tongue-Rolling; Freckles; Handedness; Hair Curl.

BONY FIST

Range: Self or other.

Duration: 1 minute per level of experience.

School: Transmutation

Saving Throw: Standard.

Bones grow out of knuckles, punches inflict +1 damage/level of caster. Can also be cast on feet, knees, elbows, or forehead.



MEAT SURGE

Range: Self or other by ritual.

Duration: 4 minutes per level of experience.

School: Transmutation

Saving Throw: Standard.

This spell will allow the Spellcaster to increase the target's overall body mass by up to ten pounds and 1 inch of height per level of the spell caster. Add 1 HP per 10 pounds gained.

MINOR MUTATION

Range: Self or other by ritual

Duration: 4 minutes per level of experience.

School: Transmutation

Saving Throw: Standard.

A minor mutation may include a change in the target's hair, eye, or skin color, presence of a chin dimple, eye folds, or baldness.

Level 1:

GENETIC GROWTH

Range: Self or others other by ritual.

Duration: 9 minutes per level of experience.

School: Transmutation

Saving Throw: Standard.

The target produces a grotesque fleshy or bony growth at a random spot on his or her body. The growth is between 6 and 12 inches long and adds 2d6 HP during its duration.

MUTATE OTHERS

Range: Others by ritual.

Duration: 8 minutes per level of experience.

School: Transmutation

Saving Throw: Standard.

The mutations may include a change in height or weight of up to 20%/level of the target's regular body size. May also change the

size or length of appendages or facial features by up to 20%/level.

MUTATE SELF

Range: Self.

Duration: 8 minutes per level of experience.

School: Transmutation

Saving Throw: None.

The mutations may include a change in height or weight of up to 20%/level of the Spellcaster's regular body size. May also change the size or length of appendages or facial features by up to 20%/level.

SENSORY METAMORPHOSIS

Range: Self or others other by ritual.

Duration: 8 minutes per level of experience.

School: Transmutation

Saving Throw: Standard.

Transforms sensory organs into more powerful, animal-like senses. Can be performed multiple times for each sense. Affected senses are +4 to all associated checks and rolls.

Level 2:

ADDITIONAL APPENDAGE

Range: Self or others other by ritual.

Duration: 10 minutes per level of experience.

School: Transmutation

Saving Throw: Standard.

The subject of the spell will grow an additional appendage—either an arm/tentacle, a leg, or a tail. Arms or tentacles will provide 1 additional attack/round. Legs will increase movement by 1/2. Tails provide balance and increase Dex. by 2.

ALTER VITAL ORGANS

Range: Self or others other by ritual.

Duration: 10 minutes per

level of experience.

School: Transmutation

Saving Throw: Standard.

Vital organs can be mutated to behave differently—lungs can change what they process, stomach can change what it digests, heart can become stronger, etc.

BLUBBER BOMB

Range: Self.

Duration: Instantaneous.

School: Transmutation

Saving Throw: None.

Caster can hurl a ball of his or her own flesh, which will explode on impact. The explosion has a range of 3'+1'/level of the caster and will inflict 1D4 points of damage for every Hit Point expended in making the flesh ball.

FLESHMELD

Range: Self or others other by ritual.

Duration: 10 minutes per level of experience.

School: Transmutation

Saving Throw: Standard.

Combine other organic material into the target's body—can include body parts, plants, or entire animals/creatures. The combination allows the target to subsume the Hit Points of the organic material and gain a cat's claws, a snake's venom, or a rose's scent.

TRANSFORMATIONAL HEALING

Range: Self or others other by ritual.

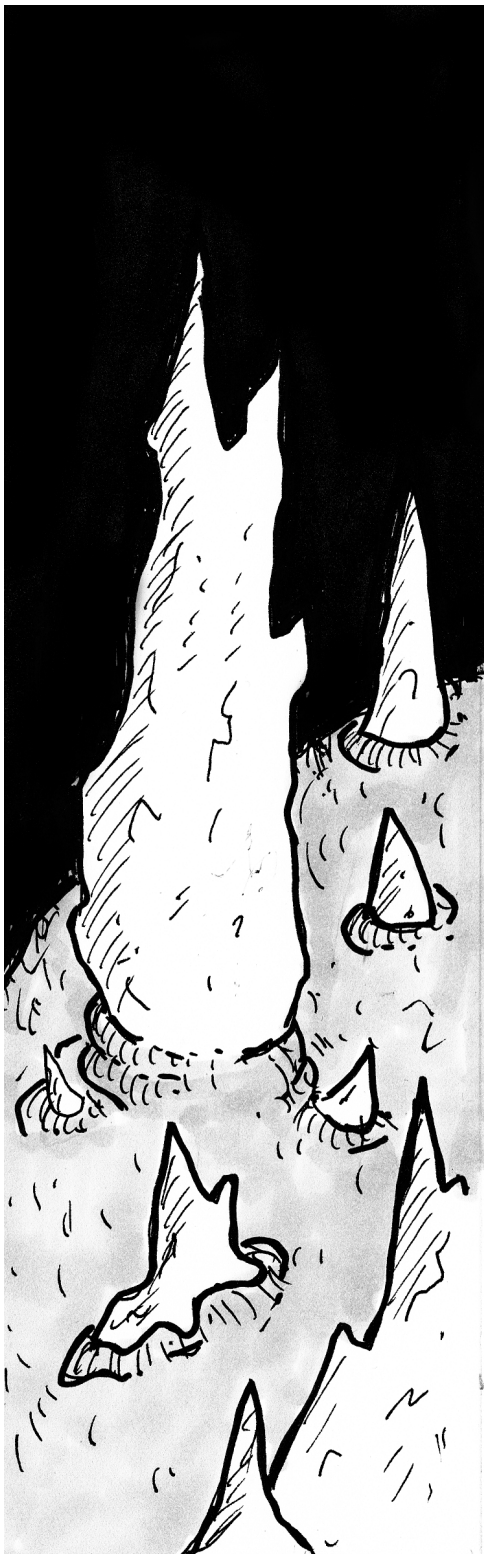
Duration: Instant.

School: Transmutation

Saving Throw: Standard.

The target undergoes a magical transformation that heals wounds to the affected body part. The transformation is permanent and usually takes the form of a dark scar or blackened or bubbly flesh. Heals 1d4 points of damage/ 2 levels of the spell caster.

Level 3:



ACID BREATH

Range: Self or others other by ritual.

Damage: 1D6 HP / 2 levels of caster

Duration: 10 melee rounds
per level of experience.

School: Transmutation

Saving Throw: Standard.

Target can breathe acid! Range is 10 feet, +2 to hit, damage is 1D6 HP per 2 levels of the caster.

BONY BODY ARMOR

Range: Self or others other by ritual.

Duration: 10 melee rounds
per level of experience.

School: Transmutation

Saving Throw: Standard.

Bony plates cover the body. They provide a +1/level of the caster to Armor Class.

BONY WEAPON

Range: Self or others other by ritual.

Damage: 3D6 HP + STR bonus

Duration: 10 melee rounds
per level of experience.

School: Transmutation

Saving Throw: Standard.

The target grows a nasty looking bony weapon at the end of his or her arm. The weapon may be semi-retractable, but can never be fully hidden. Damage is 3D6 Hit Points + STR bonus and it is +2 to hit.

FUSE BONE/DEBONE

Range: Self or others other by ritual.

Duration: 6 minutes per
level of experience.

School: Transmutation

Saving Throw: Standard.

This spell can be used to fuse together broken bones or to fuse joints. One bone or joint can be fused per casting level.

The opposite of this spell, Debone, is used to cause bones to become soft and useless. One bone can be deboned per casting level.



Level 4:

ANTHROPOMORPHISM

Range: Others by ritual.
Duration: 10 minutes per level of experience.
School: Transmutation
Saving Throw: none.

An animal can be imbued with human characteristics—hands, feet, voice, upright posture, etc.

GENETIC FUSION

Range: Self or others other by ritual.
Duration: 10 minutes per level of experience.
School: Transmutation
Saving Throw: Standard.

Fuse other genetic items into or onto the body—body parts, organs, etc. Arms give +1 attack each, legs give + ½ movement each, heads give +2 Int./perception each. Also add ½ original Hit Points.

MELTING FLESH

Range: Self or others other by ritual.
Duration: 1 round + 1 round per level of experience.
School: Transmutation
Saving Throw: Special.

The subject's flesh will begin to melt off of his or her bones, continuing throughout the duration. The subject will suffer 2D6 points of damage per round until the spell ends. A successful save means that the spell will only last for one round.

PHYSICAL TRANSMUTATION

Range: Self or others other by ritual.
Duration: 10 minutes per level of experience.
School: Transmutation
Saving Throw: Standard.

The subject will transmute into another basic class of life form: mammals may become

RANDOM TRANSMUTATION

Range: Self or others other by ritual.
Duration: 10 minutes per level of experience.
School: Transmutation
Saving Throw: Standard.

The subject will randomly transmute into another basic class of life form: mammals may become reptiles or fish, for example. While the subject maintains the same size and general appearance of his or her original form, the new form will manifest characteristics such as warm/cold blood, skin type, hair/feathers/scales, breathe water/air, number of eyes, etc.

Roll 1d6: 1. Mammal, 2. Fish, 3. Amphibian, 4. Reptile, 5. Bird, 6. Arthropod

WINGED GROWTH

Range: Self or others other by ritual.
Duration: 12 minutes per level of experience.
School: Transmutation
Saving Throw: Standard.

Target grows functional wings. Flight is with movement 10+level of caster.

reptiles or fish, for example. While the subject maintains the same size and general appearance of his or her original form, the new form will manifest characteristics such as warm/cold blood, skin type, hair/feathers/scales, breathe water/air, number of eyes, etc.

RECOMBINE DNA

Range: Self or others other by ritual.

Duration: 10 minutes per level of experience.

School: Transmutation

Saving Throw: Standard.

Can change the actual DNA of the subject, which can result in any one of the following changes: blindness/sight, mute/speech, +2/-2 to any ability score, cure disease/virus, altering genetic traits, or increase/decrease of height.

Level 5:

INCORPORATION

Range: Self or others other by ritual.

Duration: 10 minutes per level of experience.

School: Transmutation

Saving Throw: Standard.

The body can incorporate non-organic elements into itself: weapons, armor, treasures, etc. The items become part of the body and may be used at will. Weapons will be at +2 to hit and armor will impact Dex checks and movement by one value less than normal.

MEDICINAL MEAT

Range: Touch.

Duration: Permanent.

School: Transmutation

Saving Throw: Special.

The caster may turn any raw flesh into magical medicine. The meat must be consumed to be effective. Once consumed, the meat will heal 1D6 damage/2 levels of the caster and

cure any illness. However, the person who consumes the meat must make a Con. check -1 or be consumed with the urge to eat raw (and preferably live) flesh.

MENTAL EVOLUTION

Range: Self or others other by ritual.

Duration: One hour per level of experience.

School: Transmutation

Saving Throw: Standard.

Increase Int, Wis, and Cha. by 1d6 + 1/2 levels of spellcaster.

PERMANENT MUTATION

Range: Self or others other by ritual.

Duration: Permanent.

School: Transmutation

Saving Throw: Standard.

Make any mutation created through the use of Meat Magic permanent!

SPIRITUAL DEVOLUTION

Range: Touch.

Duration: 10 melee rounds per level of experience.

School: Transmutation

Saving Throw: Standard.

The subject's soul takes a step down the evolutionary ladder. Each devolution results in a loss of -1 level and -2 to Wis and Cha. Once level is below 0, the soul is lost forever and the subject will become a zombie.



Level 6:

ABERRANT MUTATION

Range: Self or others other by ritual.

Duration: 10 minutes per level of experience.

School: Transmutation

Saving Throw: Standard.

Subject mutates into a horrible monstrosity. Generally grows in size by $2d4 \times 100\%$, adds $1d6$ extra limbs, and skin/facial features/posture become horrible and ghastly. Will also add $2d6$ to Str and Con; add $3d6 \times 10$ to Hit Points, Cha becomes 1 and all who gaze upon the monstrosity must make a Morale check at -2 or flee in fear.



ALTER ENVIRONMENTAL STRUCTURE

Range: Self or others other by ritual.

Duration: 10 minutes per level of experience.

School: Transmutation

Saving Throw: Standard.

Subject will change so that he or she can survive within a different environment—from water to air, air to water, air to toxic gases, etc.

ALTER MOLECULAR STRUCTURE

Range: Self or others other by ritual.

Duration: 10 minutes per level of experience.

School: Transmutation

Saving Throw: Standard.

Subject's body changes to another molecular structure: gas, metal, liquid, etc.

FORCED EVOLUTION (REVERSIBLE)

Range: Self or others other by ritual.

Duration: 1 hour per level of experience.

School: Transmutation

Saving Throw: Standard.

Force creatures to take an evolutionary leap.

Level 7:

ABSORB OTHER

Range: Touch.

Duration: 1 round.

School: Transmutation

Saving Throw: Dodge.

The spellcaster may absorb other life forms completely into his body, killing them and healing himself. If the victim fails to dodge the initial contact, he or she will be absorbed in one round unless the victim can make a Str. check vs. the spellcaster's Str. + $1/4$ levels to escape. Once the victim is absorbed, the spellcaster will heal an amount equal to half of the victim's Hit Points.

EXPLOSIVE DEATH

Range: Self or others other.

Duration: Instant.

School: Transmutation

Saving Throw: Standard.

If the subject fails to save, he or she will explode, instantly dying and inflicting $5D6$

damage to everyone within 10'. A passed save will mean that the subject takes 5D6 damage, but will (possibly) not die or explode.

GENETIC REGENERATION

Range: Self or others by ritual.

Duration: Instant.

School: Transmutation

Saving Throw: Standard.

Regenerate lost limbs, body parts, or organs. The regeneration will cause the body to reject all foreign bodies in the affected areas. Regeneration will also heal 6d6 Hit Points.

Level 8:

CLONE

Range: Self or others other by ritual.

Duration: 1 hour per level of experience.

School: Transmutation

Saving Throw: None.

The subject is cloned, creating an exact duplicate of the original. The person to be cloned must be alive, or have died within the last hour, for the spell to work.

MENTAL METAMORPHOSIS

Range: Self or others other by ritual.

Duration: 2 hours per level of experience.

School: Transmutation

Saving Throw: none.

The caster can transform the intelligence of dumb animals, making them think and act like humans. The animal will possess an Int of 1D6 + 1/level of the caster, and a Wis. and Cha. of 1/level of the caster.

SUPERNATURAL STRUCTURE

Range: Self or others other by ritual.

Duration: 10 melee rounds per level of experience.

School: Transmutation

Saving Throw: Standard.

Subject becomes a supernatural creature:

Supernatural Strength, +10 Hit Points/level of the caster, and can only be harmed by magic or magical weapons for duration of the spell.

Level 9:

GENETIC PANDEMIC

Range: Touch.

Duration: 1D6 days.

School: Transmutation

Saving Throw: Dodge.

If the subject fails to dodge, he or she will immediately be stricken with a deadly genetic virus that mutates at such a rate as to be incurable. The subject will begin showing symptoms immediately and will die within 1D6 days. Any life forms that come within 10 feet of the victim, before or after death, will likewise be infected.

REGENERATE LIFE

Range: Touch.

Duration: Instant.

School: Transmutation

Saving Throw: None.

Can bring dead creatures back to life—usually results in an insanity (80%) and/or physical deformity (50%).

SUPERNATURAL FLESHMELD

Range: Self or others other by ritual.

Duration: 1 hour per level of experience.

School: Transmutation

Saving Throw: Standard.

Similar to Fleshmeld spell, but allows subject to absorb supernatural genetic elements into his or her body. This can include material from demons, vampires, ghosts, zombies, etc. The subject will retain all the abilities and attributes of the supernatural body part.

Further Flesh Facets

Mini Beastiary

Standard Encounters

Whether adventuring in the vast dungeons beneath Meatlandia or the chaos-ravaged lands beyond that illustrious city's walls, there are countless terrors lurking both in the shadows and the clear light of day. Here we present you with some of the more common creatures that your characters might encounter in the ever-dangerous world of Meatlandia.

Though these may be the most common creatures encountered in this world, it should be noted that, due to the nature of the chaos storms, creatures from almost any world or game setting could easily find their way into Meatlandia.

DEATHNAME WORMS

There is a fair chance they will be in any room in Meatlandia. They are invisible, intangible and mostly harmless. However, if a character ever mentions another character name in the exact same sentence as the word "worm" there is a 20% chance that 1d12 worms will

materialize and attack both the sayer and the sayee.

Once tangible they are weak (AC 12) and can be killed with even 1 pt of damage. However, they attack as level 3 Fighters and do 1d6 electrical damage.

EARTHWORM

They are found primarily in the Desert of Dried Flesh. They are skinny, two meters tall worms that, when fighting, bob and weave like a boxer, striking with their heads.

Armor Class 12

Movement 80,

Attacks 1, 1d4 damage.

Earthworms have only 1 HP but cannot be hurt by physical weapons or magic while touching earth. They are generally peaceful in nature and will not attack if unprovoked. Some have even been known to help travellers in need.

MEAL WORMS

These starchy, bite size worms can be found everywhere. There is a 30 percent chance (50 percent while under the city) that digging for a minute will turn 1d4 up. Each worm eaten

regains 1 HP, and they don't taste bad, sort of like tangy almonds. But for every 10 meal worms consumed 1 CHA is permanently lost.

MIND WORM

Tiny grubs that crawl like leeches across the ground. They will enter any orifice they can find, including wounds. Once they do, battle is on as you fight the mind worm for control of your body.

Choose any die. The mind worm chooses a die too. (Chosen by the player who currently is physically closest to you). Roll higher than worm and win. Roll lower than the worm and lose. But if you both choose the same die, you lose the encounter

Lose to mind worm: This isn't good. First you poop your pants as it inexpertly takes control of your body. Next you are a zombie slave to the mind worm for the rest of its life. Your body will seek the nearest earth and try to burrow into the ground face first. The good news is that mind worms only live for 1d20 game time minutes. You just may survive.



PANDA BEAR

Size: M

Movement: 140

Armor Class: 15, Hit Points: 3d8+3

Attacks: 3 (claw / claw / bite)

Damage: 1d3 / 1d3 / 1d6

When a panda rolls a 17+ it grabs you in a massive Bear Hug: Take 1d10 crushing damage and requires a STR test to push it off and roll out.

The panda bear dwells in alpine forests and bamboo groves. Actually, you probably know what pandas are and where they live.

REVENANT WORMS

Some of those who die while actively buzzing on worm honeydew do not rest. Their shades slither through the ether, growing ever more wormlike, disrupting the lives of the Lawful. They are insubstantial, but each one that latches itself onto a lawful character has a daily 1 percent chance (5 worms equal a 5 percent chance, etc.) of changing that character's alignment. If a lawful character is converted to the side of chaos, the worms dissipate or ascend or go wherever ghost worms go.

SLIME WORM

These nasty beings are 2-3 feet long. They are so slimy that any physical weapon that hits them will stick to them until they die. They have 1 HD, AC14 and do 1d4 damage. Some of the more unsavory types in the wilds of Meatlandia have been known to use Slime Worms as weapons, brandishing them much like clubs or whips.

WHITE WORM

Armor Class 10, Hit Points 3d8 + 10

Movement: 20

Senses Detect Magic

Magic Resistance: The Worms make magic saves at +4 and magic bonuses to weapons do not apply.

Attacks: 1 Bite: (+2 to hit) 1d6+2 damage.

WORM WITCHES

Radical women (and a few men) of the mindset that the Lords of Meatlandia are too selfish and destructive. They are tapping into chaos to create experimental new societies. Many are in the anarcho-syndicalist tradition and in fact the refugees that reach them are far happier and healthier than they've ever been. The refugees are not ruled by the witches and in fact are encouraged to take direct action in their new communities. In theory it was perfect equality, and even in practice it was not far from it.

For that reason, and others, the destruction of Worm Witches on sight are one of the few things that the powers of Meatlandia agree upon.

The average Worm Witch is a level 1d6 carnomancer. They despise fighting but will do so (ferociously) to defend their lands and the people they protect. Their small and scattered lands are disproportionately warped with Chaos Storms and Chaos Worm Breachings.

In addition, 1 x per day they have the ability to summon Slime Worms (48%), Earth Worms (48%), or a White Worm (4%).

Their Broomstick Worms have the power of flight but are blind and fly with sonar. They will not and cannot fight.

Worm Witches fear their own power above all else. As they grow in puissance they become increasingly reluctant to use their magic for good or ill.

BRAMBLELISK

Armor Class 7, Hit Points: 3d8

Movement 120

Attacks: 1 Bite (+1 to hit) 1d6 damage.

A big lizard, think Komodo dragon big, with a thick head of thorny brambles and long spikes along the top of its body. They live near the sea or other sources of water and indeed once may have been humble monitor lizards but have been adjusted by chaos. Meeting



their gaze and failing to save vs. magic AND a Dexterity check (to quickly avert your eyes) transforms the viewer into a small bush. It takes 1d6 turns, beginning with legs slipping into the earth and changing into roots.

Legendary Encounters

These creatures are mythical and may not exist. But it's probably more fun if they do.

SIDEWAYS EMILY

Few tales are told of the shadowy, nebulous long-snouted badger-creature that rules the deep caverns of the earth, and the disembodied head it carries—a godling, a denizen of the deep, another Emily, or maybe just part of the strange creature. Worshipped by blind molemen, Emily lives in the shallow caves and tunnels pursuing her own nebulous agenda.

She has keen senses but poor eyesight.



However, if she sees you she will track you down and kill you. There is no known power in the world that can stop her, but if you are extremely lucky you can perhaps buy yourself an extra week of existence.

The way it works is this. When Sideways Emily sees you, roll 1d100. If you roll 1-90, she captures you and slays you. At any point the next day, roll d100 again. This time, you must roll 91 or higher. And so on. There is always a 99 percent chance of survival. Remember: no known power can stop Sideways Emily, but Meatlandia is brimming with unknown powers too.

Optionally: In a deep dungeon, there is a 1% chance of encountering her per room visited. (By the 5th room, there is a 5 percent chance she will be in there.)

GREAT GRAND WORLD WORM

Wise scholars have learned there is one worm who has always existed, will always exist. All other worms in the world spawn from this worm at the center of the world, at the center of all worlds. One day, he will wake from his slumber and consume the world from the inside.

COSMIC FISH

The people of Bloodville believe that planets infested with the conqueror worms are subsequently eaten by the cosmic fish. It flies through space and in some ages has been misidentified as a black hole. In its belly is perhaps oblivion or perhaps another universe entirely.

Meat Mechs

One of the Meat Lord's most powerful and dangerous weapons is his unique ability to shape Meat Mechs—great flesh golems crafted from the remains of his enemies. The greatest of these is the Meat Lord's personal mech: a twenty foot behemoth made from over one hundred living human bodies. While it is stronger and deadlier than any of his other mechs, the Meat Lord is known to have at least twenty lesser Meat Mechs and will deploy them if necessary.

The Meat Mech is magically animated, but is an unthinking object and must be controlled by a Carnomancer. The Meat Mage will generally sit within a comfortable flesh pocket at the top of the mech and will form a psychic link which will allow him to control it as if it were an extension of his own body, not unlike the relationship between the Kaldane and his Rykor.

If the Carnomancer pilot is killed or otherwise forced to break contact with the Meat Mech, there is a 10% chance that the Meat Mech will simply go on a mindless rampage of destruction, tearing through everything in its path until it is stopped. However, it is much more likely that the Meat Mech will simply power down, awaiting an operator to take control of it once again. An unattended Meat

Mech can be controlled by any Meat Mage of 5th level or higher.

The typical Meat Mech has stats equal to double the values commonly given for Flesh Golems, which includes its invulnerability to non-magical weapons and certain magic spells. The Meat Lord's Mech has thrice the standard values.



Magic Items

As stated elsewhere, magic is very common in Meatlandia. Some of the more common magic items that you may encounter, and those which you may even be able to purchase in the Meat Markets or from wandering Carnomancers are given below.

MEDICINAL MEAT

Small chunks of raw flesh that have been imbued with magical curative powers. Once consumed, the meat will heal 2D6 damage and cure any illness. However, the person who consumes the meat must make a Con. check -1 or be consumed with the urge to eat raw (and preferably live) flesh. The urge is permanent and there will always be a preference for meat of the same type as the Medicinal Meat was derived. Roll 1d6 to determine the type: 1. Rat, 2. Pork, 3. Lamb, 4. Horses, 5. Dogs, 6. Human.

Value: 200 GP

EXTRA EYES

These are disembodied eyes—usually human—that are imbued with a particularly awesome power: their owner can place them anywhere and then see out of them, even if he or she is miles away! To attenuate the eyes to



oneself, all the owner must do is stick them in his or her mouth for at least one minute. After that, he or she will be able to see out of the eyes just as if they were his or her own.

Value: 500 GP

MEAT MURDER

In Meatlandia, sometimes eating meat really is murder! If you possess the Meat Murder, all you need to do is get a drop of your victim/enemy/target's blood on your chunk of the Meat Murder. Then, after you pop it in your

mouth and eat the whole thing, your victim/enemy/target must save vs. Death. If they fail, they are dead! If they succeed, they will take 3d6 damage.

Value: 5,000 GP

BLESSED BLOOD

Usually taken in liquid form, the Blessed Blood will temporarily boost the physical abilities of those who ingest it. Upon drinking the Blessed Blood, characters may add 1d6 to their Str, Dex, and Con scores for the next 24 hours. Once the Blessed Blood wears off, the person who consumed it must make a Con. Check at -1 or be infected with a blood-borne pathogen: -1d4 to Str, Dex, and Con for the next 72 hours. Blessed Blood is always derived from humans.

Value: 1,250 GP

MAGICIAN'S HEAD

These extremely rare items are the shrunk preserved and magically animated heads of talented (deceased) magic users. Each head retains 1d6 spells that the former magic user knew when he or she was alive. The Referee

may choose the spells, or roll randomly. The owner of the head can compel the head to utter the magic words to cast each spell once.

Value: 5,000+ GP

ENCHANTED ENTRAILS

The Enchanted Entrails will allow the user to foresee the future. Once per day, the owner of the Enchanted Entrails will be able to ask them a question before spreading the entrails upon the ground before him or herself. The Entrails will always answer truthfully, but may be somewhat cryptic.

Value: 2,500 GP

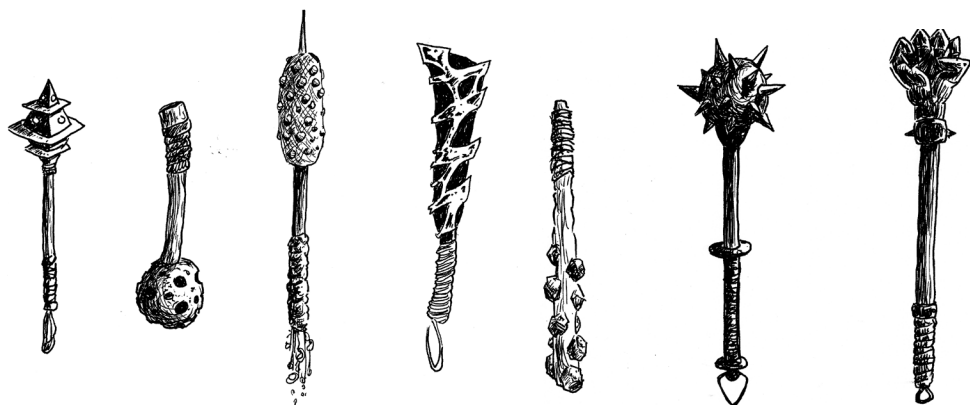
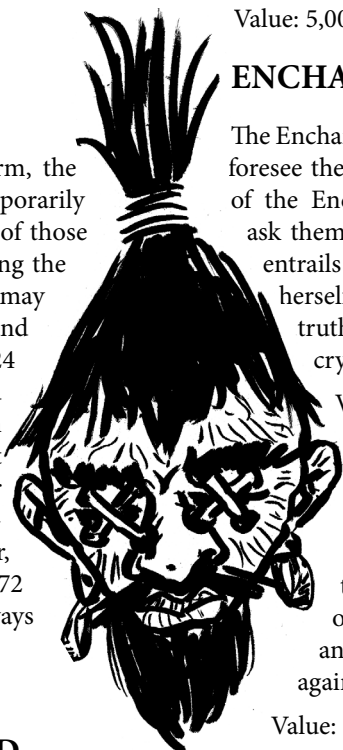
MEAT SHIELD

Literally a shield made out of meat. It is magically enchanted to always block attacks against its owner. The shield will have 3d6 HP and will always absorb HP damage against its wielder until it is destroyed.

Value: 700 GP

RUST MACE

The Rust Mace is a +1 Mace that will destroy any metallic items that it strikes. Enchanted or otherwise magical items may make a save vs the disintegration but all other items will rust away immediately. The Rust Mace inflicts



1d8+1 damage.

Value: 1,500 GP

TONGUE OF TONGUES

When the owner of the Tongue of Tongues places it in their mouth, they may instantly speak and be understood in any language. However, the tongue will naturally make it sound like he or she is speaking with a mouth full of food, so it can be a little distracting (and can sometimes be considered rude). For this reason, the most valuable Tongues of Tongues come from Halflings or other small creatures.

Value: 1,000 GP

BONE HELM

This awesome looking helmet is crafted from the skull of some sad but really mean looking animal. Common Bone Helms include rams, boars, bears, and lions. The owner of the Bone Helm can instantly turn into the creature that the skull originally belonged to. So, if you had the ram's Bone Helm, you could turn into a ram at will.

In addition, Bone Helms are impressive and will make your enemies respect you for being so awesome. Bone Helm grants a +1 to all reaction rolls.

Value: 3,000 GP

LIZARD LIMBS

Lizard Limbs have become quite popular with the adventuring classes and Meat Men alike. They come in especially handy when one wakes up after a night of drinking to discover that his modified arm or leg has been hacked off and taken to the Meat Markets. They are also useful for replacing limbs that have been bitten off by Chaos Worms and the like.

The Lizard Limb is small, usually the size of a regular lizard's leg. Once attached to a bloody stump, however, the limb will grow at a rate of about one inch per day until it is full-sized. The limb will be similar to the original limb, but will have a Str and Dex at 2 less than the character's other limbs.

Value: 1,200 GP



Game Seeds

Be on the lookout for some actual supplements set in the world of Meatlandia, but in the meantime here a few ideas to help you get started.

THE SOCIETY FOR THE APPRECIATION OF MURDER

This secret society is made up of some of the most powerful elites from around Meatlandia. Priests, ministers, judges, bankers, and wealthy merchants all can be found within its ranks, as well as members of some of the most prestigious families in all the city. Though there are hundreds of members of this society, they operate in complete secrecy and there is no official record of their existence. The average Meatlander would only have a 5% chance to have even heard of the Society.

The Society for the Appreciation of Murder does not commit murders themselves. Rather they consider themselves to be aesthetes and patrons of the great artists of the field. Any murderer whose work is significantly artistic or creative will pique their interest and may find himself approached by a member who wishes to sponsor his work. Likewise, some killers of less creative means but with a significant enough body of work may also arouse

interest. However, the basic murders and killings of the city go unnoticed and actually serve as foundational evidence in the case for murder as an art form.

FLESH FACTORY FIASCO

Waking up after a night on the town, our heroes find themselves locked in the holding pen of a flesh factory. The other riff-raff in there will quickly make it known where they are and what fate awaits them.

If the characters attempt to escape, they should find the Flesh Factory to be pretty well-stocked with soldiers and/or Flesh Golems. If they try to buy their way out, it might go a little easier. If they stay and accept their fate, they will be melted down to make Flesh Golems.

Conversely, PCs may be hired to “recruit” new meat for the flesh factories. This is usually only OK for evil characters.

If the idea of the flesh factory is too disturbing, you may want to have one of the PCs simply wake up missing an arm or a leg. This could motivate him or her to find it again, find a replacement, or just be a cool amputee.

No matter what happens with the flesh fac-

tories, you should roll up a few Flesh Golems just for fun and probably a couple of Meat Men as well.

THE HONEYDEW MARKET

Of all (above ground) places in the city of Meatlandia, perhaps the most dangerous is the market. Not only can the most valuable of all Meatlandian treasures, the honeydew of the white worm, be purchased, but the discriminating buyer should be able to find just about any illicit item he or she is looking for in this market—from simple contraband to items of dark power. With the wealth and sheer volume of business that happens here, there is also significant risk: cutpurses, murderers, and all manner of criminals can

be found in the market, as well as creatures of an even worse kind.

The common consumer, one that wishes to buy mundane goods, is probably best served looking for a smaller market in a safer part of town. Braver souls may be approached to descend beneath the city to acquire more honeydew. It's a risky but lucrative proposition.

UNDER THE CITY

A lawful Rust Knight named Sir Jonson has just learned about how bad things really are for the refugees who eke out life under the city. He will pay quite well (1000 sp each) for the adventurers to liberate some of them. He is doing this partly because his social conscience is well developed, and partly because he wants to marry a (beautiful and young) refugee to impress his peers.

Sir Jonson will accept up to 20 refugees into his service. There are indeed a couple of lovely young women, but Marilla is currently owned by the brutal Gilbert (who is a level 6 Fighter) and Zespa is in an enclave owned by the Meat Lord himself.

COMMUNE WITH THE WITCHES

A well-spoken young woman enters Meatlandia. She will subtly question everyone about their ethics and loyalties. If they seem capable and not evil, she reveals that she needs aid protecting her small community, which is located on an island everyone calls "Island." The island itself is a picture of harmony, except that it is beset by the former owners, Brambleisks, and people keep getting changed into shrubbery.

If successful, the characters are offered permanent residency on the peaceful, beautiful Isle.



Raconteur

Posse

Roll	Who	What they look like	What they actually are
1	Tomaz the Wanna-Be Lvl: 0 AC:12 Movement:120 Morale: 8 Attack 1d4 Rusty sword	A young farmer who heard a prophecy and decided it was about him. (It wasn't.) He has a rusty sword he believes to be an Elder Blade. (It isn't.)	He is just a farmer. But his delusions are so compelling that it is easy to believe he is a force of destiny.
2	Gregor the Bear 2 HD AC 15 Movement: 200 Morale 10 Bite D8 Claw D6 +1 to any DEX checks	A startlingly polite polar bear. He will not under any circumstances dance.	Gregor was born in captivity and trained in circus acts. He was the only survivor when the troop was wiped out by plague or bandits or demons. He understands basic common and will obey those it respects as Alpha.
3	Luna the Fighter Level 4: AC 16 Movement: 120 Scimitar 1d8	A small woman in elaborate silks, somewhat sardonic in nature. Her face strongly resembles Noomi Rapace.	Luna is a former priestess of chaos who renounced it all and made powerful enemies. She is a strong fighter, and will eternally be a companion to capable enemies of chaos.
4	Frank The Ne'er Do Well Specialist Level 1d4	A strong warrior in heavy armor. Taciturn and capable.	Frank is willing to accompany the PC as long as the pay is good and danger is minimal. But he doesn't like actual fighting (it's stolen armor and he doesn't know how to fight) and will flee instead of committing to battle. There is an additional 5 % chance each night that he will try to slit the PC's throat and rob (and possibly defile) the body.

Roll	Who	What they look like	What they actually are
5	Beatrix the Visitor from different Lands Lvl: 0 AC:12 Movement:120 Morale: 12 Attack 2d4 alien gun	<p>An entirely average local. Perhaps a small-time merchant or successful farmer. But something is a little odd about this character.</p> <p>They use the wrong expressions, or don't have basic knowledge that everyone else does.</p>	<p>How distant? Roll 1d4.</p> <p>1=Another country</p> <p>2=Another continent</p> <p>3=Another Dimension*</p> <p>4=Another Planet*</p> <p>Regardless of where they are from, Beatrix will keep it secret and try their very hardest to fit in as a common adventurer.</p> <p>*One of the races from Carcosa would work really well here.</p>
6	Jasper the Old Man Level 0 AC 12 Movement: 100 Morale 12 Wpn Qstaff D4	<p>A wise and mysterious wizard, he chews betel nut and spits red patches everywhere. Tends to speak in aphorisms.</p>	<p>As a young man and through middle age he never followed any of his dreams. Now his children are grown and his wife is dead. He sold the house and hit the road. He is so eager to fit in with the "younger crowd" that he has invented the wizard persona to impress. He will hit on any woman over 30.</p>
7	Arashk the Parthian Lvl 5 AC 18 Movement (on horse) 300 (on foot) 110 Wpn bow or sword D8	<p>A horseman in baggy trousers who has a quiver at his waist and a long mustache on his face.</p>	<p>One minute he was fighting the Romans, the next he was in a strange realm of magic. He is well-trained and staunch as. Has been in Meatlandia for 1d10 years.</p>
8	Asimaac the Mutant Lvl 0 AC 12 Wpn d4 Shadow 5 HD, AC 17, Wpn 1d10	<p>Corpulent and flatulent, he speaks with an acuity and confidence that belies his outward appearance. He obliquely refers to being on a Quest of his own but will not elaborate.</p>	<p>How he was mutated or if he was ever even human, he can no longer say. But Asimaac can animate his shadow to fight and all plants die within a meter radius of him.</p>
9	Fei Hung the Drunken Master Sober LVL 0 Drunk: LVL 4/ AC 20/2attacks per rd +4 1d4	<p>A useless coward who will flee from the slightest sign of danger. He is funny though and has lots of good stories and useful tips for the area.</p>	<p>If he gets drunk, though he prefers not to drink, he becomes unstoppable, a whirlwind of obliteration.</p>
10	War Golem HD 8 AC 22 Movement 160 Morale 19 Spear d12	<p>Created from the very spirit of battle. Can look like any warrior and glows with a green nimbus.</p>	<p>The war Golem will serve as long as it can fight or kill. If more than 24 hours go by without it killing something, it will dissipate to nothingness.</p>

Roll	Who	What they look like	What they actually are
11	Greta the Witch HD 2 AC 12 Movement 120 Morale 7 Ceremonial dagger 1d4	She is beautiful and young utterly amoral. Will do anything for more worm honeydew. Anything.	Carries 1d4 Hallucinogen potions. Cause confusion as per the spell.
			CHARM PERSON SLEEP HYPNOTISM DETECT ILLUSION SCARE
12	Ajax and Craygax, the Twins Lvl 1 AC 17 Movement 120 Morale 14 1d10 claymores	These twin brothers are able warriors of law. Each have the same skills as each other.	They are a bit naïve--think Woody Boyd--but determined and capable warriors. They will follow anyone lawful who demonstrates even a modicum of leadership.
13	The Doppelganger	It looks just like one of the others (roll d20 again). But it is a diabolical creature of Chaotic Evil. In 14 +2d6 days, the PC's soul is utterly consumed.	The only hint as to the true nature of the doppelganger is in the mirror where its reflection is an obscure fuzzy shadow.
14	Kelvin the Pie Man Lvl 0	(If you play with demihumans, he may be a halfling.) He is a master chef who dreams of opening his own savory pie shop.	His pies are so delicious that eating one will give you +1 to all morale and saves for 24 hours. If he gets a large sum of money, he will leave to open his restaurant in the nearest reasonably sized town.
15	Hench the Henchwoman Lvl 0	Will follow and serve in her weak-sauce way in exchange for a kind word and at least 1 meal per day.	She is who she says she is.
16	Patrel Danner the Necrowarrior Level 4 Bow 1d6	Patrel wears motley but his always very grave. He uses Chaos to oppose Chaos, which no doubt will lead to difficult times ahead.	If he kills an enemy with his bow, its body will rise up and serve him. His zombies fight as level 1 Fighters with d10 HP and do 1d6 damage.
17	Slyth the Undercover God Level 8	A bit over-eager, and a bit of an oversharer, Slyth comes across initially as an utter boor. There is something mysterious about him though and clever characters may guess he is a great wizard.	Slyth is a minor god of lizards, cutlery, and skulking. He has taken an avatar to better know the land and increase his influence. He will subtly suggest to the PC going to places with many of lizards or spoons. He will only stay for 1d20 days but when he leaves (if on good terms) there is a 20 percent chance of Divine Blessing.*
18	Zuste the Alchemist Lvl 0	Bearded and big-bellied, Zuste can brew powerful potions including poisons, soporifics, and necromantic.	Because of his obsession with collection, he travels very slowly, cutting the PC's travel time in half or even by 3/4s. If he takes even 1 HP of damage in battle, he will flee to the nearest settlement and never rejoin the adventurer again. He gives 1d6 potions of the player's choice per day.

Roll	Who	What they look like	What they actually are
19	The Judge	He is seven feet tall and completely bereft of body hair. Massive in frame, and enormously strong, his skin is so pale as to have almost no pigment.	He probably is a devil. As long as the PC serves
	HD ???		
	AC ????	He displays a preternatural breadth of knowledge and skills—paleontology, archaeology, linguistics, law, technical drawing, geology, chemistry, prestidigitation, and philosophy, to name a few.	Chaos, and, equally importantly, murder, they will not die in Denhold's presence. If they are Lawful or Good, he will do his utmost to corrupt them.
	Movement ????		
	Morale ????		
20	Wpn ????		
	Various Parties		
	MOUNTAIN: Yeti researchers		
	TOWN: Money Lenders		
	FOREST: Mushroom Pickers		
	SWAMP Hydra Breeders	Depending on where the PC is, they now hasve a d12 strong group of level 0, obsessed academics to travel with.	They are who they say the are.
	DESERT: Bounty Hunters		
	SEA: Avanc Worshipers		
	TUNDRA Fox Rangers		
	PLAINS Buffalo Shaman		
	JUNGLE Hornbill		
	Healers		
	VALLEY War Refugees		
	DELTA Rice Farmers		

*Divine Blessing

This effect is permanent.

1. Commune with lizards. Only the power to communicate, no control is bestowed.
2. Can charm cutlery to make all food eaten with it especially delicious.
3. Gain 1 pip of sneaking.
4. Gain lizard tongue and a matching desire for insects. Rations are no longer strictly necessary.
5. Magic Chopsticks. Food eaten with these are cleansed of all disease and poison.
- 6 Roll again. If 1-5, take that result. If another 6 is improbably rolled, the PC becomes a

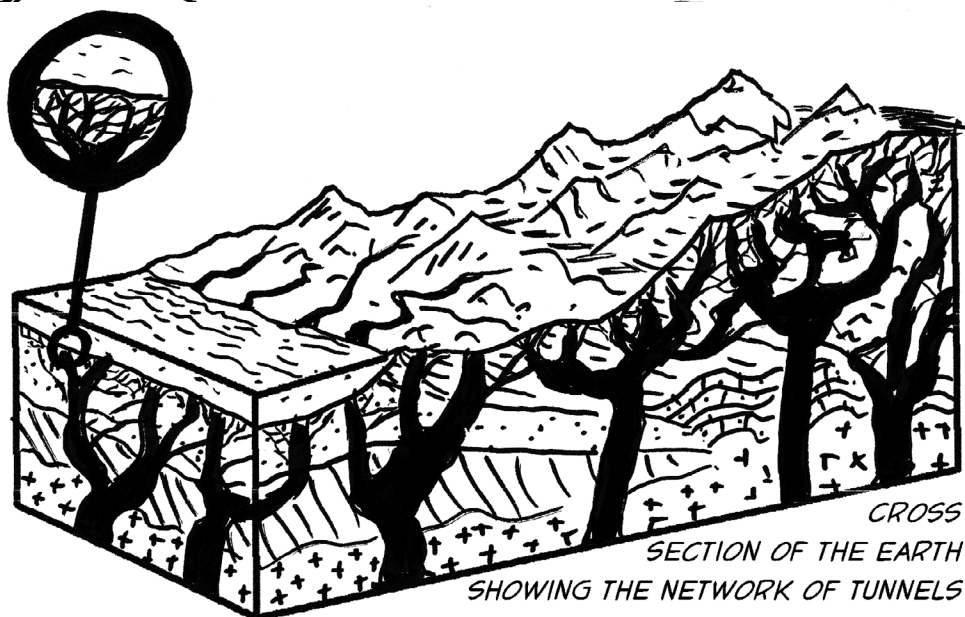
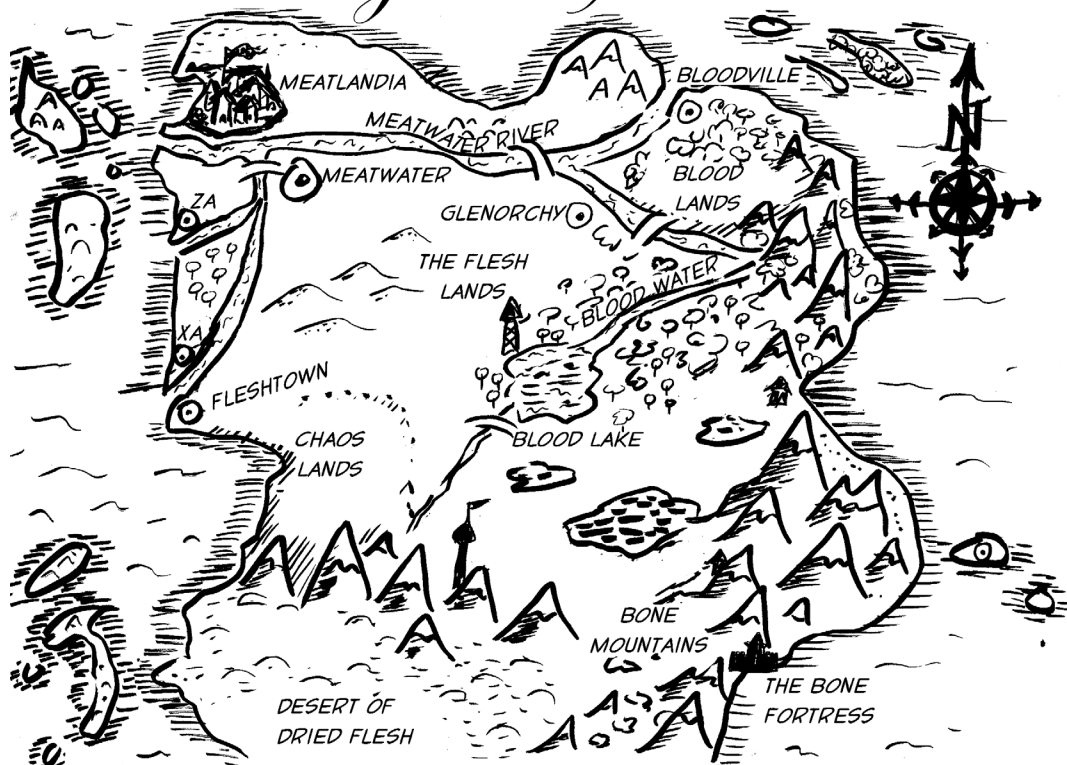
Were-Shadow Lizard. 1X per month the PC can change into a terrible shadow lizard. Must be in full daylight, 30 degrees or hotter. (If direct sunlight is somehow impeded, the PC changes back to regular self and is stunned for 1d4 rounds.

AC: 25

Move: 300

Attack: +5 to hit, +3 to damage.

The Kingdom of Meatlandia

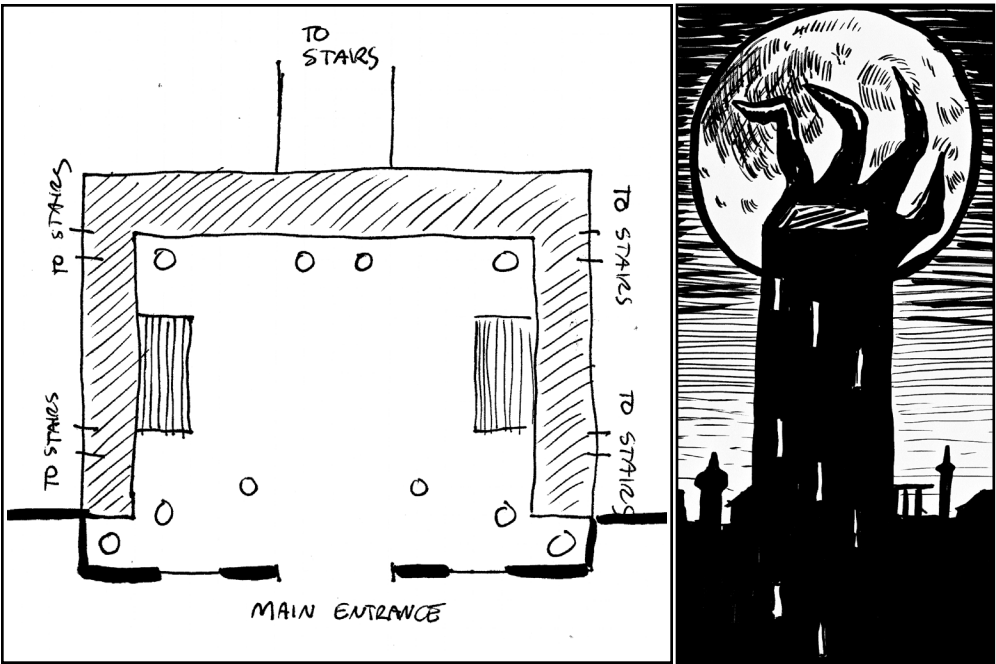


CROSS
SECTION OF THE EARTH
SHOWING THE NETWORK OF TUNNELS
FROM THE LAST COMING OF THE CHAOS GODS

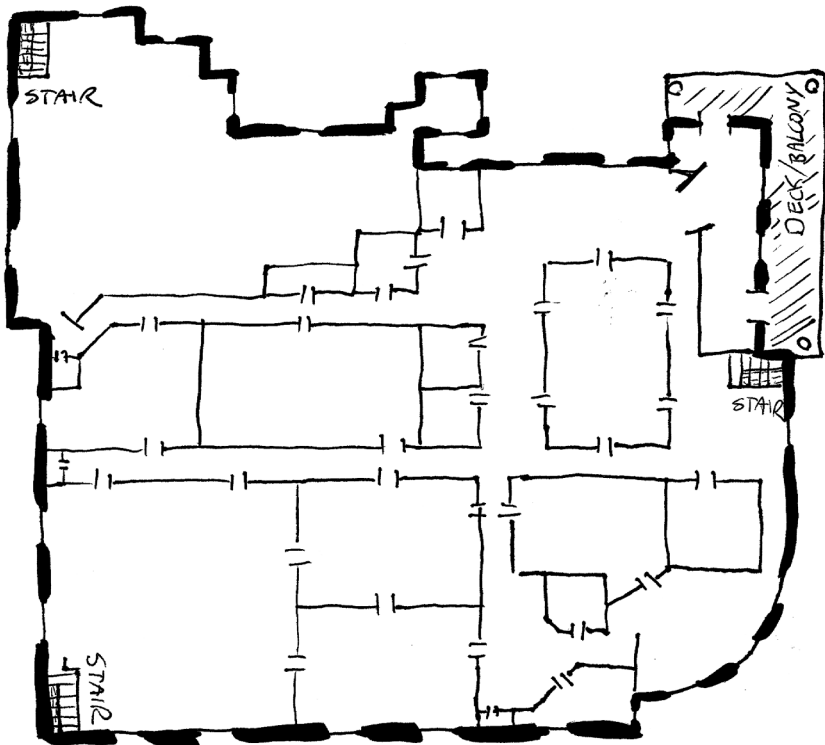


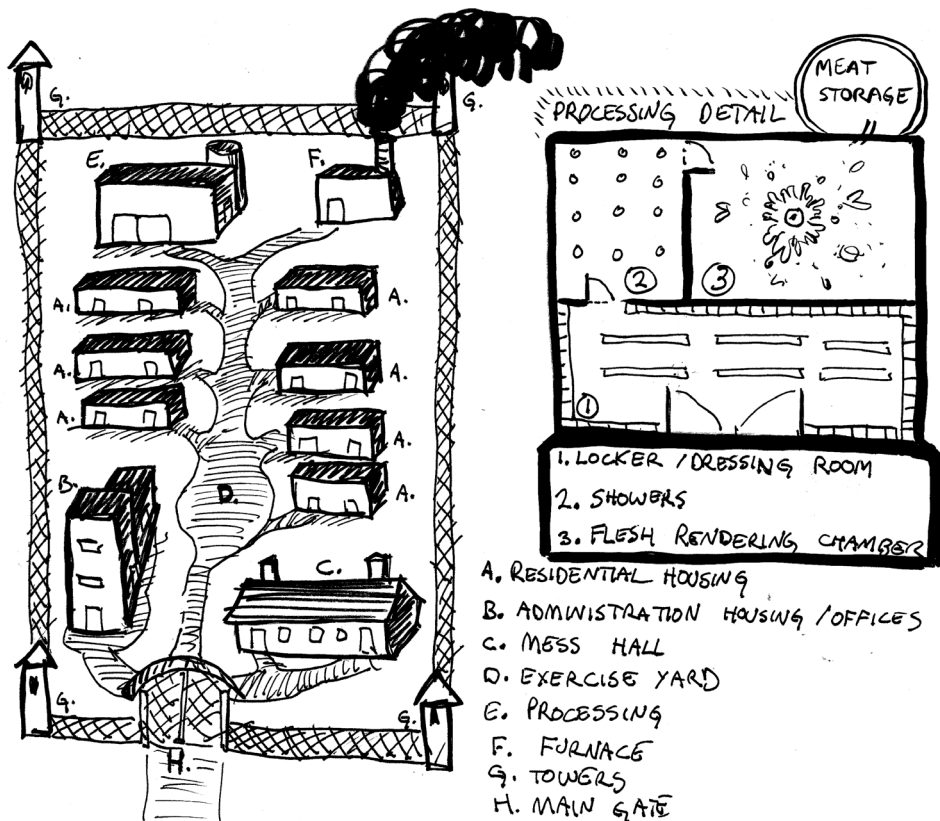


Meatlandia



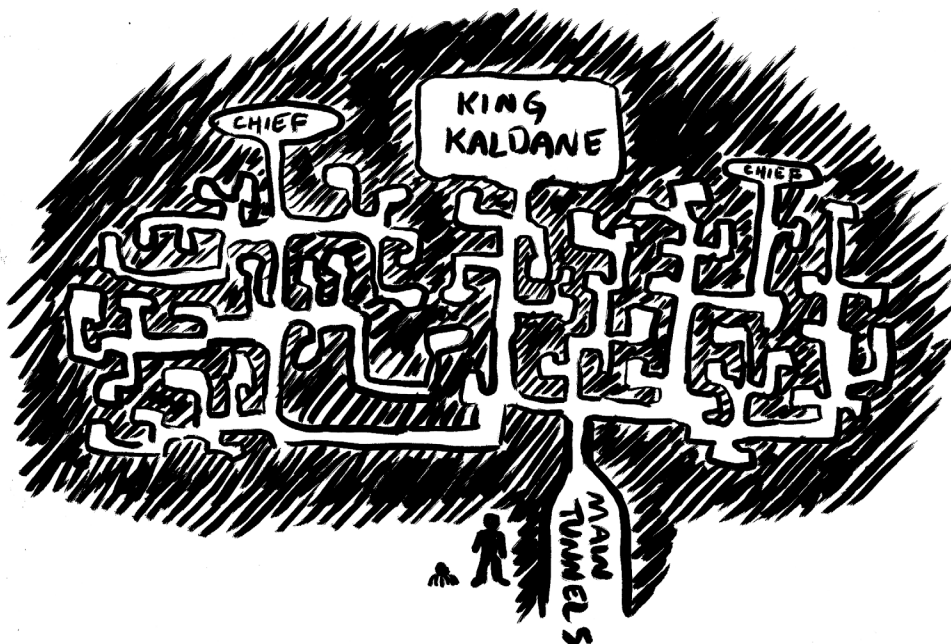
Death's Hand Tower Main Entrance floor plan
and generic floor plan for the other 21 floors.





Typical Flesh Factory Layout

Typical Kaldane Warren



If you always wanted to play a Bard but hate that they've been weak for so long, this book is for you. Compatible with all OSR systems, the world of Meatlandia is bloody and horrific and just a little silly. It resembles Stuart Gordon's Reanimator more than H.P. Lovecraft's.

Materials include:

1 New City: Meatlandia, which is ruled by the Meat Lord and his juicy meat magic. The city seethes with intrigue as the stalwart Rust Lord and his warriors, the hidden assassins of Death's Hand, and the all too friendly cultists of Our Lady of Sorrows all vie for control of Meatlandia. None of them are truly prepared for the great worms that swim up from the bowels of the earth.

5 New Classes: Meet the disgusting Carnomancer, the fourth wall breaking Chaos DJ, the charming Raconteur, the spider-headed Kaldane, and the reality altering Nexus Bard.

42 New Spells: Carnomancers use buckets of blood and metric shittons of meat and as they grow in power they risk transformation into hideous worms themselves.

KNIGHT OWL GAMES



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