

FREE

CREATURE CATALOG

A GROWING COMPENDIUM OF CREATURES



DERIVATIVE, STRANGE AND/OR OUTRIGHT BIZARRE BUT ...MOST IMPORTANTLY
FREE!!

Lesser
Gnome

CREATURES FROM
Whisper
& *Venom*
COMPENDIUM



APPENDIX ONE

MALEVOLENT CREATURES

Please note –

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ATTORAL

	Young	Adult	Broodsource
Freq:	Rare	Rare	Very Rare
No. Encountered:	1d4+1	1d4	Special
Size:	Medium	Large	Very Large
Move:	120' (60')	120' (60')	150' (90')
Armor Class:	5	4	3
HD:	3+1	5	6
Attacks:	3 (claw/claw/bite)	3 (claw/claw/bite)	3 (claw/claw/bite)
Damage:	1d4, 1d4, 1d6	1d4, 1d4, 1d8	1d6, 1d6, 1d8
Special Attacks:	Spitting Venom	Spitting Venom, Viper Strike	Spitting Venom, Leap
Special Defenses:	None	None	None
Magic Resistance:	Standard	Standard	Standard
Save As:	F1	F3	F5
Lair Probability:	50%	30%	80%
Intelligence:	Animal	Animal	Animal
Alignment:	Neutral	Neutral	Neutral
Level/XP	75	110	250

In caverns and caves throughout the world reptilian attorals thrive as omnivorous scavengers and hunters of small vermin. Cave insects, rodents and carrion - and a variety of underground fungus - form their meager diet. They are skittish, opportunistic creatures, which become fierce when cornered.

They form colonies of 10-30 individuals, with a dominant pair (known as the Broodsource) who are the only members of the colony that successfully breed. This is due to the Broodsource pair's destruction of any nests built by their offspring. As attorals reach adulthood, they become significant rivals of the Broodsource pair and are mercilessly slain.

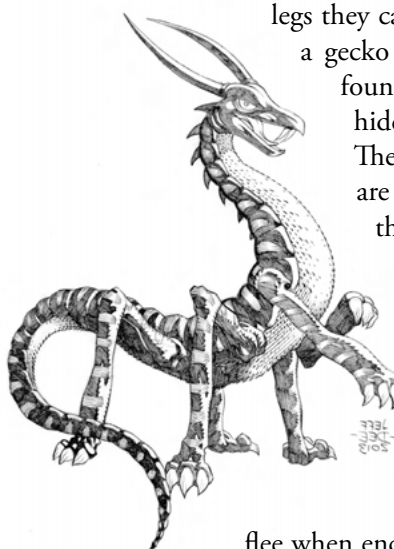
Attorals are grayish in color, with six legs - similar in appearance to a basilisk. Unlike basilisks they are slender

and lithe of limb and body. With their six legs they can cling to any surface, like a gecko or a spider, and are often found on cavern ceilings or in hidden alcoves.

They have infravision but are near-sighted, rendering this ability nearly useless.

To compensate for poor vision attorals possess acute hearing which is the basis for a sensory system similar to bats.

Clever, but of animal intelligence, they are generally passive and will



flee when encountered. They build nests

and hiding places with venomous sputum and regurgitated plant matter. This nesting material can be used in poisons and has been harvested by various humanoids for this very reason.

Their primary weapons consist of their two front claws and poisonous venom. The venom does 1d4+1 points of damage on contact unless the victim has a successful save vs. poison for half damage. The poison effect lasts for only two rounds; during the second round another save is made with failure resulting in only a single hit point of damage. Adults also have a *Viper Strike* ability, where they make sudden strikes from very small tunnels. Such strikes are never used more than twice from the same ambush point. The female Broodsource, unique amongst the colony, has a blindingly fast leap that does double damage to a single target. This occurs only when she is encountered in a nest chamber containing her eggs or newly hatched offspring.

Prepared attoral hides are highly prized by leather workers, due to their novelty fashion value. Properly treated and worked attoral hides are a fashion statement. They are treasured by rich fops and faux aristocrats for their elitist appeal. Attoral leather is used in everything from bookbinding to cod piece manufacture. This is due to its resilience and the shine it retains after dyeing.

BEE, GIANT

Freq:	Uncommon
No. Encountered:	1d6
Size:	Small
Move:	150' (50')
Armor Class:	7
HD:	1d4 hp
Attacks:	1 (sting)
Damage:	1d3
Special Attacks:	Poison
Special Defenses:	None
Magic Resistance:	Standard
Save As:	F1
Lair Probability:	20%
Intelligence:	Animal
Alignment:	Neutral
XP	10

Giant bees are similar to domesticated honeybees in every way except their immense size. Up to 3' long from mandible to stinger they pose a significant threat to intruders to their hives. Due to its large stature, the bee's poison can prove fatal to even large creatures. They are wisely avoided.

Giant bees dwell in mounds or tunnel structures, similar to anthills. Each hive has up to 100 members and a single queen. The queen's royal jelly is prized by alchemists and spell-casters for its use in potent potions and as a material component in incantations.

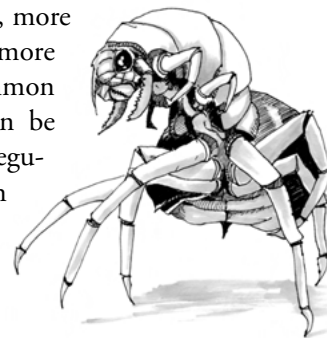
Stories tell of the giant bees being used by giants and other huge folk in the same manner as their diminutive cousins. Few believe these stories as more than fireside tales for children. The only evidence of this is the occasional corpse of a hill giant or ogre covered with bee stings and giants' legendary appetite for honey.



BEETLE, MONSTER

Freq:	Uncommon
No. Encountered:	2d8
Size:	Small
Move:	120' (40')
Armor Class:	4
HD:	2+2
Attacks:	1 (bite)
Damage:	2d4
Special Attacks:	None
Special Defenses:	Carapace Cloud (see below)
Magic Resistance:	Standard
Save As:	F2
Lair Probability:	50%
Intelligence:	Non
Alignment:	Neutral
XP	50

The Monster Beetle is larger, more noxious, and significantly more aggressive than its common cousin. Monster Beetles can be found nearly everywhere regular insects are found; though they prefer to make their lairs in abandoned buildings and caves. The only real requirement they have for a lair is that there is enough prey. They have voracious appetites and they grow quickly, reaching an ultimate size of 3'-4' in length.



Having only animal intelligence and brutal instinctive aggression makes their behavior predictable. Once a Monster Beetle detects a threat it will attack by approaching slowly and sensing its environment with its antennae. Monster Beetles only retreat if they have been mortally wounded. When found in its lair the Monster Beetle will charge any opponent that comes within its detection range (minimum 30').

The monster beetle attacks with its huge mandibles and powerful jaws. Jaw strength makes its bite very dangerous, considering its size. A successful bite attack does 2d4 points of damage to the victim. When mortally wounded, the Monster Beetle has one last attack that consists of a cloud that billows from its rent carapace in a 5' radius. Anything caught within this small cloud must save vs. breath attack or suffer -1 on attacks for 3 rounds due to coughing and wheezing.

They collect no treasures except by accident when building their nests.

BYRGH

Freq:	Uncommon
No. Encountered:	2d8
Size:	Small
Move:	120'
Armor Class:	3
HD:	3
Attacks:	2 (claw/claw)
Damage:	1d4, 1d4
Special Attacks:	None
Special Defenses:	None
Magic Resistance:	Standard
Save As:	F1
Lair Probability:	60%
Intelligence:	Animal
Alignment:	Neutral
Level/XP	60

The Byrgh, or rubbish crab, is a crustacean that lives amidst the filth of caves. Byrghs are usually found near cave/cavern entrances. Unless in mortal peril they never venture aboveground. Byrghs are generally found in groups of 5-7 individuals sharing a single nest. The nests are made from whatever cast off items or refuse the Byrghs scavenge. They are 3'-5' high - though very old nests will be much larger. Large nests are rare.

mentation is unimportant since, from the time they spawn, they use their glue-like saliva to attach whatever they can to their backs, forming a curious armor. Byrghs have no preference as to what they attach to themselves so long as it is tough, light enough to manipulate with their claws, and not part of their diet.

They are not overtly dangerous as their instinct is to freeze in place when threatened. They rely upon their odd armor as camouflage. Without careful inspection Byrghs are not easy to recognize as anything more than a garbage pile. They are difficult to damage thanks to their 'armor' plates but their slow speed makes them fairly easy prey. Byrghs have the unfortunate (for them) reputation among subterranean races of being delicious - which keeps their numbers in check.

During their life-cycle they rotate their 'armor plating'. As they discard one component they pick-up another, using the cast off bits to build up their nests. If undisturbed, a Byrgh's nesting site can swell to huge proportion - the result of years of mindless scavenging. Any treasure found in a Byrgh's nest is accidental, as they pick up whatever they find. It is not unusual to find tools and armor and weapons amongst the warren of bones, rocks and other filth.

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GOBLIN

	Swindle	L'uort
Freq:	Common	Rare
No. Encountered:	Varies	2d4
Size:	Small	Small
Move:	60' (20')	90' (30')
Armor Class:	6	6
HD:	1-1	2+1
Attacks:	1 (claw or weapon)	1 (claw or weapon)
Damage:	1d6 or Weapon	1d6 or Weapon
Special Attacks:	None	None
Special Defenses:	None	None
Magic Resistance:	Standard	Standard
Save As:	F1	F3
Lair Probability:	80%	40%
Intelligence:	Average	High
Alignment:	Chaotic (Neutral)	Lawful (Evil)
Level/XP	10	50

Short tribal humanoids with colors that range from green to gray, goblins can be found virtually anywhere. Necessity dictates that they be close enough to established communities to raid, vandalize, or terrorize citizens, yet are able to retreat a safe distance. As they become a nuisance they are inevitably driven out by sustained attempts at extermination. On rare occasions, when goblins pose a real threat, the original residents have been known to abandon their communities.

They wander in marauding bands, led by a strong-willed chieftain, that consist of between 20-80 members. They do not have organized tactics or complex plans. Goblins use a mob tactic in combat, attempt to overpower adversaries with numbers. They are effective thieves.

There are exceptional goblin populations that live very differently from their vagabond relations. The first is the rare confederation either grown of loyalty or fear uniting a clan into an effective and cruel group of marauders. Better armed than most and more dangerous than all their cousins, these bands sow fear and impose a real threat.

A second population of goblins inhabit a village in a fair northern vale. Tied economically to their neighbors they have given up roaming and raiding for trading booze and profiteering. Though not trusted, these goblins have become a part of the Vale's economy.

Goblins favor short swords and spears in combat while donning leathery armor (of varying quality). They speak a guttural language with as many dialects as there are tribes. Some are even capable of crude interaction in the common tongue.

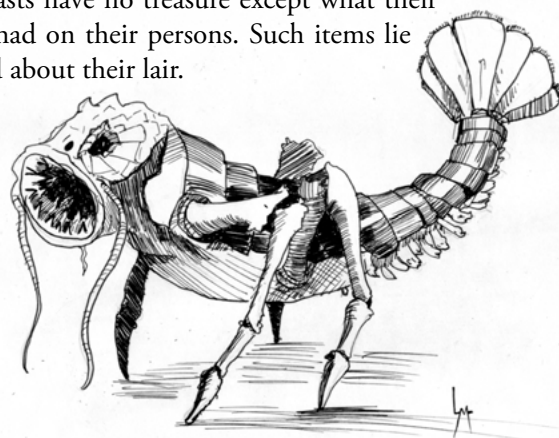
MURKBEAST

Freq:	Rare
No. Encountered:	1d4
Size:	Medium
Move:	120' (40')
Armor Class:	7
HD:	5
Attacks:	1 (blood drain)
Damage:	1d6
Special Attacks:	None
Special Defenses:	None
Magic Resistance:	Standard
Save As:	F3
Lair Probability:	75%
Intelligence:	Animal
Alignment:	Neutral
Level/XP	80

Dark pools, slow moving rivers, and swamps/marshes are home to the dreaded Murkbeast. These foul creatures are a cross between a giant leech and a huge crustacean. They feed on unwary creatures that wander too near their watery hideouts attempting to drink.

They ambush their prey, like a crocodile, and use a lamprey like mouth to suck blood, slowly weakening their victim. Even if the prey withdraw they often collapse from blood loss near the point of attack. Victims attacked by a murkbeast must make a save vs. poison or suffer a blood drain. This special attack last for three rounds causing 1d4 points of damage per round in addition to the damage incurred by the initial attack. Capable of surviving short periods of time on land - roughly one hour - the Murkbeast will then locate the wounded victim and drag it down to its watery lair for consumption.

Murkbeasts have no treasure except what their victims had on their persons. Such items lie scattered about their lair.



NEXID SLAVE (DEMONIC SERVANT)

Freq:	Very Rare (Common)
No. Encountered:	1d6
Size:	Medium
Move:	120' (60')
Armor Class:	4
HD:	2
Attacks:	2 (claw/claw) or 1 (weapon)
Damage:	1d4, 1d4 or by weapon type
Special Attacks:	Magical Abilities
Special Defenses:	None
Magic Resistance:	Standard
Save As:	F2
Lair Probability:	Not Applicable
Intelligence:	Low
Alignment:	Lawful (Evil)
Level/XP	65

Nexid Slaves are the messengers and scouts for the Nexid. They are short, at approximately 3' to 4' feet tall - though some individuals can be taller. Nexid Slaves are covered in a hideous, scaly dark hide. They avoid natural light as much as possible. When illuminated, their skin resembles a combination of obsidian and leather. They cannot fly, but they can leap great distances and glide with their delicate, bat-like wings.

Nexid Slaves are controlled in the most vicious fashion imaginable. The slightest infraction against the command of a Nexid of a higher caste is punished with a brutal sacrifice. This painful sacrifice rips their bodies apart and returns their dark energy to the Nexid Core.

They are armed with dark-bladed daggers or small staves. In combat they are also able to use their sharp claws against exposed flesh or light armor in lieu of their weapon - giving the Nexid Slave 2 attacks per round.

They have the innate ability to cast Darkness 15' Radius and Know Alignment at will. Once per day they can use a special chant that grants them the equivalent of a Cause Light Wounds spell cast as a 3rd level cleric.



Nexid Slaves commune in their own tongue, and communicate through the dialect of different castes of their Nexid masters. They bear their miserable lives with the knowledge that pain ultimately awaits.

NEXID SOLDIER (LESSER DEMON)

Freq:	Very Rare (Common)
No. Encountered:	1 (2d4)
Size:	Medium
Move:	90' (30')
Armor Class:	4
HD:	4
Attacks:	1 (Bladed Weapon)
Damage:	1d8+1
Special Attacks:	None
Special Defenses:	Magical Abilities; 20% Chance to Gate another Nexid Soldier
Magic Resistance:	20% Resistant to Sleep, Hold and Charm Spells
Save As:	F4
Lair Probability:	Not Applicable
Intelligence:	Standard
Alignment:	Lawful (Evil)
Level/XP	95

Nexid soldiers are the overseers, taskmasters, and low-level warriors in their stratified, caste-based society. They are usually encountered in groups of 2-8 soldiers, but may be tasked individually to complete missions that require stealth.

They are cruel and apparently, to the few that have encountered them, fearless. The weaker races in the Nexid social strata follow their commands unquestioningly. They value loyalty to the Nexid's upper castes - and to their dark goddess above all. They are often the willing victims of sacrifice-harnessed for their living energy. This sacrifice is ordered to further the purposes of the Nexid Lords.

They fight with long, curved blades, similar to a scimitar. These are crafted in such a way that the weapon gives a +1 to hit and +1 damage even though it is non-magical. They wear what looks like scale-mail armor made from the same dark metal as their blades.

They can heal themselves once per turn with an innate ability that acts as a Cure Serious Wounds spell. At will, they can detect invisibility 30' radius, produce darkness 30' radius and once per day they can invoke protection from good as a 4th level cleric. Once per day they can attempt to gate another Nexid (Soldier or Slave) with a 20% chance of success.

The only wealth the Nexid Soldiers amass is what they can wear on their person as a show of status. Indication of rank within their groups is represented by their weapon—swords and whips are the most common with officer types carrying a flail made of dark mineral. Every group (6 or more) has one officer who will have 2 additional HD. The officers can be identified by a thin black metal choker that acts like a Ring of Protection +2.

RAT, GIANT

Freq:	Uncommon
No. Encountered:	3d4
Size:	Small
Move:	120' (40')
Armor Class:	7
HD:	1d4 hp
Attacks:	1 (bite)
Damage:	1d3
Special Attacks:	Disease, see below
Special Defenses:	None
Magic Resistance:	Standard
Save As:	F1
Lair Probability:	50%
Intelligence:	Animal
Alignment:	Neutral
Level/XP	10

The bane of cities, ships, and garbage heaps everywhere, giant rats are a constant nuisance. This is due to the diseases they carry. Giant rats (and their smaller cousins) have carried every major pestilence and plague that have afflicted the world. Every attempt to eradicate them ultimately ends in failure regardless of the determination and methods employed by exterminators.

When cornered they can be quite fierce and can spread disease with a successful bite attack. Diseases range from the most minor influenza to the greatest plague. In most rats it is one of a myriad of minor contagions that, if a save vs. poison fails, causes the loss of half of total hit points and requires a full week of bed rest. The incubation of 24-48 hours must pass before any ill effects are felt by the victim. A cure disease spell or equivalent nullifies the effect.



RHACOS

Freq:	Uncommon
No. Encountered:	1d2
Size:	Large
Move:	90' (30')
Armor Class:	6
HD:	5
Attacks:	2 (peck/kick)
Damage:	1d8,1d10
Special Attacks:	Indignant Beak
Special Defenses:	None
Magic Resistance:	Standard
Save As:	F3
Lair Probability:	10%
Intelligence:	Animal
Alignment:	Neutral
Level/XP	100

An apex predator of the forests, grasslands, and river valleys of the northern world, the Rhacos is feared. It is hunted with varying levels of success. A single Rhacos can easily devastate even a large hunting party. The Rhacos does not fear humanoids. Therefore, it is difficult to pinpoint with any real accuracy who is the hunter at any given moment.



They are not hunted for their value as a delicacy as Rhacos meat is, to put it delicately, not delicious. Their eggs, however, are considered an epicurean treat and collected whenever possible. The principle purpose for hunting these dangerous predators is fashion. They have a long, delicate feather (or, on rare occasion, multiple feathers) protruding from the top of their heads. These are prized by haberdashers that cater to the wealthy. A single undamaged feather from a Rhacos can fetch hundreds of gold pieces from the right buyer.

In combat the Rhacos attacks with a swift kick from its powerful legs and a 'peck' from its sharp beak. Once every three rounds it can swing its long neck wildly with its beak wide open, causing great slashing wounds to the unfortunate victim. This attack is +1 to hit and +2 damage.

Rhacos are blue-gray in color with elongated necks and long narrow legs. Their beaks are as large as a man's head and their claws can be nearly as long as short-bladed daggers. The mysterious Rhacos is a creature of habit. It finds points of interest (to the Rhacos) and establishes a patrol, which it follows unflinchingly. Once bound to its course, the Rhacos will deviate only in combat. At 2,000', it disengages and resumes its patrol, having protected its territory.

SCAVENGER, GAUNTSWEPT

Freq:	Uncommon
No. Encountered:	2d6
Size:	Medium
Move:	120' (60')
Armor Class:	6
HD:	2+2
Attacks:	2 (claw/bite)
Damage:	1d4,1d6
Special Attacks:	None
Special Defenses:	None
Magic Resistance:	Standard
Save As:	F3
Lair Probability:	10%
Intelligence:	Low
Alignment:	Neutral (Evil)
Level/XP	55

Fierce pack hunters and carrion feeders, Gauntswept Scavengers are prized by lawless clans of brigands throughout the world as guard animals and vicious pets. Scavengers are similar in size to a war dog but are far more vicious. They look reptilian, but behave more like wolves or hyenas. They are aggressive beasts that roam the cold plains of the Gauntswept in packs of 20-35 individuals.

Packs of Gauntswept Scavengers will single out a weak individual from a herd and take turns attacking their prey. After a savage, persistent series of attacks, their quarry collapses from exhaustion. It is then swarmed by the pack - sometimes before its worn body hits the ground. Always hungry, Gauntswept Scavengers never rest in a single place. They remain around successful kills where they rest, mate, then move on to the next hunt.



Prized as pets by the aggressive and chaotic clans of the grasslands, Gauntswept Scavengers must be captured at young age. These tribes often trade such prizes - for great rewards. Once tamed, they become fiercely loyal to a single individual - hence wandering bands of brigands or marauders often have one individual act as a handler to better put them to cruel use.

SNAGWORT, HANGING

Freq:	Rare
No. Encountered:	1d10
Size:	Medium
Move:	5', see below
Armor Class:	6
HD:	3
Attacks:	1
Damage:	See Below
Special Attacks:	See Below
Special Defenses:	None
Magic Resistance:	Standard
Save As:	F1
Lair Probability:	100%
Intelligence:	Animal
Alignment:	Neutral
Level/XP	3/65+3hp

Hanging Snagworts are a strange combination of dungeon plant mingled with clusters of slime-covered tendrils, which dangle at the end of a thick rope-like strand. Within range of about ten feet, a Snagwort can lash out by swinging its ropy strand. If this attack scores a successful hit, the tendrils (at a mere ten inches in length) affix themselves to the target with a strong adhesive.

The initial attack causes no damage, but the bond caused by the vegetative glue is virtually unbreakable except by magical means. Once the Snagwort is dead, the glue will lose its adhesive properties in 1d6 hours. The dead Snagwort, in other words, will still be attached to the character for quite a while, causing great inconvenience due to its hefty weight of forty pounds. While the Snagwort is alive, it can neutralize the glue at will. Once the Snagwort is attached to an opponent, the plant can, in following rounds, smash the victim against nearby surfaces for 1d6 points of damage without needing to make further attack roles.

If a Snagwort is being attacked with missile weapons and has no enemies within range, it will flatten itself against a ceiling or behind cover. This will usually give it enough cover to merit a -4 on attack roles against it. A lone Snagwort can easily be killed with missile weapons, provided the party maintains a safe distance.

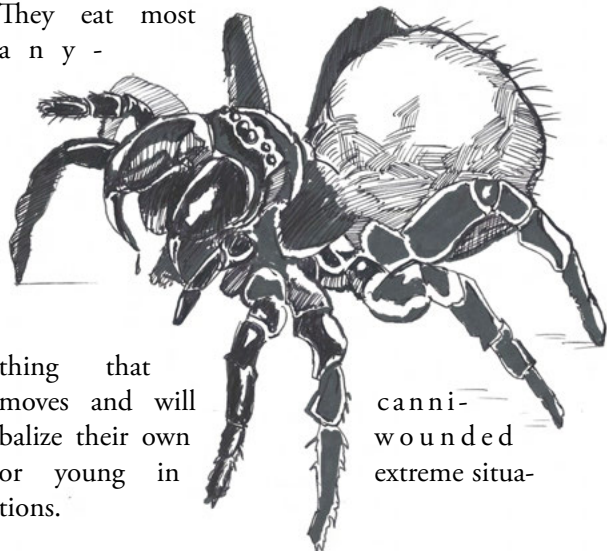
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SPIDER, GIANT

Freq:	Uncommon
No. Encountered:	1d4
Size:	Large
Move:	60' (30')
Armor Class:	6
HD:	2-1
Attacks:	1 (bite)
Damage:	1d10
Special Attacks:	None
Special Defenses:	None
Magic Resistance:	Standard
Save As:	F1
Lair Probability:	25%
Intelligence:	Animal
Alignment:	Neutral
Level/XP	30

A large and dangerous form of the common spider, these beasts are usually found in temperate or tropical climates. They hunt in small packs, often with the use of web snares to immobilize their prey.

They eat most anything -



thing that moves and will cannibalize their own or young in situations.

cannibalized wounded extreme situations.

Some varieties have a deadly venom that accompanies every bite. This can cause instant death without a successful save. They neither carry nor collect any form of treasure.

SPINY HORROR

Freq:	Uncommon
No. Encountered:	1d100

Size:	Small
Move:	60' (30')
Armor Class:	6
HD:	1d6 hp
Attacks:	5 (spine/spine/spine/spine/bite)
Damage:	1d2/1d2/1d2/1d2/1d4+1
Special Attacks:	None
Special Defenses:	None
Magic Resistance:	Standard
Save As:	F1
Lair Probability:	40%
Intelligence:	Animal
Alignment:	Neutral
Level/XP	20

Spiny Horrors are dark-furred animals weighing approximately 5 pounds, with a large number of long, jointed spines protruding from their bodies. They are predators, jumping to the attack (able to move and attack as per a charge without incurring any benefits or penalties). They cluster like large bats. Because of the spines, Spiny Horrors are often mistaken for large spiders at first glance.

When attacking, a Spiny Horror digs its spines (a maximum of 4 per round) into its prey, and bites with its small, but sharp teeth. As many as 20 horrors may swarm upon a single man-sized opponent.

Spiny Horrors are normally found in subterranean areas; however, packs occasionally find their way into cities, where they can become a serious menace with their fast rate of reproduction.

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TOAD, GIANT CAVE

Freq:	Very Rare
No. Encountered:	1
Size:	Medium
Move:	90' (30')
Armor Class:	4
HD:	5
Attacks:	1 (bite)
Damage:	2d4
Special Attacks:	Swallow
Special Defenses:	None
Magic Resistance:	Standard
Lair Probability:	80%
Saves as:	F4
Intelligence:	Animal
Alignment:	Neutral
Level/XP	80

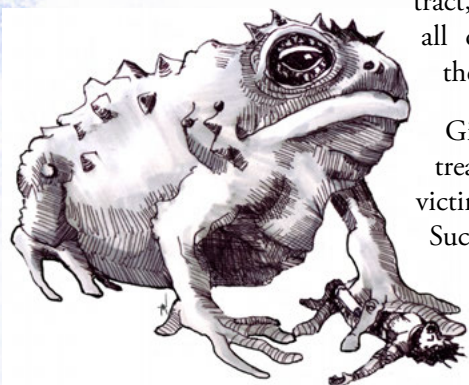
The Giant Toad is akin to its smaller relatives – the main difference being that the legendary versions will eat you while their distant relations will not. A Giant Toad will eat you whole.

The Giant Toad is a solitary predator that inhabits the vast network of underground lakes and rivers that extend throughout the deep places of the world. They are always ravenous and, thanks to subterranean ecosystems, never in a position to be picky about their prey.

The Giant Toad spits its long, sticky tongue at its prey. If the target is man-sized or smaller the tongue retracts into the mouth - victim in tow. Digestive juices start their work, causing 1d6 points of damage per round unless the victim makes a save versus poison, managing to extricate themselves from its jaws. Failure to make a successful save will cause the victim to fall unconscious and continue suffering the effects of the stomach acid until death. Such victims are vulnerable to further damage by successful attacks against the digesting toad.

Within the Giant Toad's digestive tract, victims take 50% of all damage inflicted on the Giant Toad.

Giant Toads carry no treasure, save what their victims bring with them. Such spoils, if any, can be found in the creature's scat.



RESTLESS

Freq:	Uncommon
No. Encountered:	Varies
Size:	Medium
Move:	120' (30')
Armor Class:	6
HD:	3
Attacks:	1 (claw or weapon)
Damage:	1d6+1
Special Attacks:	None
Special Defenses:	None
Magic Resistance:	Undead Immunities
Save as:	F3
Lair Probability:	100%
Intelligence:	Low
Alignment:	Neutral (Evil)
Level/XP	65

Restless are undead animated corpses of souls trapped in a purgatory. The path to their cursed existence began with the unfortunate circumstances of their death. Their burial preparations were either forgotten or ignored. The rites that prepared their souls for separation from their material bodies were denied them. The failure to find peace in the afterlife has animated their bodies as vessels of mindless rage and aggression toward the living. They have no will of their own but can exhibit extreme cunning, a slight shadow of the sentience of their former selves.

Restless have no particular corporeal features in common beyond those they bore in life. The necromancy which sustains them does not halt the decomposition process.

Restless wield any available weapons; otherwise, they attack with their rotten limbs. Once the decomposition of the body is complete, the souls of the restless are lost forever. A corporeal energy remains. Such energies coalesce to form the next stage of the undead cycle, the Malice (see below).

Restless are treated as wights on undead turning tables.

MALICE

Freq:	Very Rare
No. Encountered:	1
Size:	Medium
Move:	120' (60')
Armor Class:	3
HD:	5
Attacks:	2 (spectral grasp, weapon)
Damage:	1d8, weapon
Special Attacks:	Scream, Magical Abilities
Special Defenses:	No Surprise
Magic Resistance:	Undead Immunities
Save as:	M4
Lair Probability:	75%
Intelligence:	Very
Alignment:	Chaotic (Evil)
Level/XP	180

The Malice is the second stage in the undead cycle. Powerful, hate-filled, and possessing deadly magical powers, a Malice is a dangerous opponent.

This entity has shed its weak restless sinews and gained a focused and evil preternatural mind. Self-aware and wrathful, the Malice is always solitary and ever watchful for opportunities to drain the life energies from any unfortunate victims that cross its path.

The Malice cannot be surprised. It will immediately let out a low-pitched, malevolent wail and attack anything that enters its lair. All characters within earshot of the Malice must successfully save vs. spells or be held completely immobilized for 3 combat rounds by the Malice's aura of dread (similar in effect to the magic-user spell hold person). It despises and feeds on life - using any weaponless hand to wrest the life force (1d8 hp of damage) from any being it successfully strikes.

A Malice also gains the use of magic-user spells as it evolves within the undead cycle. They can learn any spell but, while on the attack, they tend to favor cold or lightning-based spells.

Upon defeat, the negative energy of the Malice dissipates in an icy blast, causing no damage.

After gaining a hideous self-awareness, completely unconnected to its once mortal self, the Malice steps ever closer to the next level in the cycle of the undead.

UNDEAD CYCLE



Bird of A Feather



BY ZACH GLAZAR & JOHN HAMMERLE

AN ADVENTURE FOR CHARACTER LEVELS 3-4



DIGITAL VERSION

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KYTYLLEN SWARM

If you're a shrimp, this beast is your worst nightmare. Kytyllen swarms are comprised of potentially thousands of tiny, ravenous fish. Each fish reaches a maximum length of 1/8". Kytyllen have unwieldy sharp teeth, which become troublesome as they age. Kytyllen eventually reach a stage where the fish cannot close its mouth. A small illicium dangles from the front of its forehead. It is a frequent source of irritation when the swarm becomes agitated. This unfortunate appendage often becomes an unintended lunch.

When approached in water, the Kytyllen swarm to greet any intruder. Nothing short of full plate mail armor will stop them. Exposure to Kytyllen for more than three rounds will result in damage to any non-metal item they can reach. Exposed skin will be nibbled for one hit point per round. Through cloth or soft armor, a tickling sensation is felt. Those affected must make a save vs. paralysis or suffer fits of giggling. The effects end upon exiting the water.



MURKBEAST

Freq:	Rare
No. Encountered:	1d4
Size:	Medium
Move:	120' (40')
Armor Class:	7
HD:	5
Attacks:	1 (Bite)
Damage:	1d6
Special Attacks:	Blood Drain
Special Defenses:	None
Magic Resistance:	None
Lair Probability:	75%
Intelligence:	Animal
Alignment:	Neutral

Dark pools, slow-moving rivers and marshes are home to the dreaded Murkbeast. This foul creature is a cross between a giant leech and a huge crustacean. It feeds on unwary creatures that wander too near its watery hideouts attempting to drink.

The Murkbeast ambushes its prey like a crocodile, and uses a lamprey-like mouth to suck blood, slowly weakening its victim. Even if the prey withdraws it will usually collapse from blood loss near the point of attack. Blood drain causes the loss of 1 hp per round for 2d4 rounds or until staunched. Capable of surviving short periods of time on land - roughly one hour - the Murkbeast will then locate the wounded victim and drag it down to its watery lair for consumption.

Murkbeasts have no treasure except what their victims had on their persons. Such items lie scattered about their lair.

RHACOS

	Male (Rhacob)	Female (Rhapen)	Hatchling
Freq:	Uncommon	Uncommon	Rare
No. Encountered	1d2	1d2	2d4+3
Size:	Large	Large	Small
Move:	90' (30')	90'(30')	90'(30')
Armor Class:	6	4	8
HD:	5	6	1
Attacks:	2 (peck/kick)	2 (peck/kick)	1 (beak)
Damage:	1d8, 1d10	1d8, 1d10	1d6
Special Attacks:	See Below	See Below	See Below
Special Defenses:	None	None	None
Magic Resist:	Standard	Standard	Standard
Lair Probability	10%	10%	100%
Intelligence:	Animal	Animal	Animal
Alignment	Neutral	Neutral	Neutral

An apex predator of the forests, grasslands and river valleys of the northern world, the Rhacos is feared. It is also deliberately hunted with varying levels of success. A single Rhacos can easily devastate a large hunting party. The Rhacos does not fear humanoids. Therefore, it can be difficult to differentiate between hunter and prey in any given encounter.

The Rhacos is not hunted for its value as a delicacy. Rhacos meat is, to put it delicately, not delicious. The eggs of a Rhapen, however, are considered an epicurean treat and are collected whenever possible. The other purpose for hunting these dangerous predators is fashion. Each Rhacos has a long, delicate feather protruding from the top of its head. The Rhacob's (male) is more valuable. The Rhapen's (female) feather is mottled and frayed due to her aggressive nature. Both are prized by haberdashers that cater to the wealthy. A single undamaged feather from a Rhacob can fetch hundreds of gold pieces from the right buyer.

The Rhacos attacks with a swift kick from its powerful legs and a 'peck' from its sharp beak. Once every 3 rounds it can swing its long neck wildly with its **Indignant Beak**



causing deep slashing wounds to the unfortunate victim. This attack is +1 to hit and +2 damage.

Rhacos eggs can come at a price. They are infamous for hatching unexpectedly and with extreme prejudice. The hatchling's **Minor Indignant Beak** attacks with devastating speed and accuracy. To resolve the attack, consider **Minor Indignant Beak** a 3 HD attack with appropriate surprise bonuses. Following this attack, the hatchling will waddle away arrogantly.

The Rhacos is blue-gray in color with an elongated neck and long narrow legs. Its beak is as large as a man's head and its claws can be nearly as long as short-bladed daggers.

A creature of habit, the bird finds points of interest (to the Rhacos) and establishes a patrol, which it follows unflinchingly. Once bound to this course, the Rhacos will only deviate in combat. At 2,000', it disengages and resumes its patrol, having protected its territory.

SNORTLE

Freq:	Rare
No. Encountered:	8d8-1
Size:	Small
Move:	120' (90')
Armor Class:	7
HD:	1d4 hp
Attacks:	1
Damage:	1d4-1 or (weapon)
Special Attacks:	Astound (see below)
Special Defenses:	Doomsday Cloud (in lair)
Magic Resistance:	None
Lair Probability:	90%
Intelligence:	Average
Alignment:	Neutral

Rustic relatives of halflings, Snortles are burrowing nomads with a unique culture. Standing 3' tall they have a ruddy complexion and dark – usually matted – hair. Snortles have their own language consisting of a limited pilfered vocabulary – an earnest testament to their nomadic nature. In addition to their hushed language, Snortles communicate warnings and short messages via reed pipes (which they collect obsessively). Whenever a good reed is found, it is prized and (generally) passed down as an heirloom or dowry, with one important exception: A special pipe known as the 'doomsday reed'. It has always been a badge of office. The Snortle tasked with manning this fail-deadly device is the Cheget. He has been admonished to use it only under the most grievous circumstances. When winded, it heralds the region's most bewildering act of mutual[ly] (attempted) dispersion (in the key of E flat major). This signal initiates an irreversible chain of events.

Coming within 30' of a mound trips the Cheget's alarm. Clouds of dust burst from every burrow on the meadow. Characters within 30' must save vs. poison or suffer the effects of inhaling the doomsday spores. The spores will send characters into a fit of wheezing and coughing for 2 rounds. If the party remains in the vicinity as the cloud dissipates (1d4 rounds) the warren evacuates. Snortles erupt from their burrows en masse and charge. They do not charge at anyone or anywhere in particular. Snortles run into each other, trip over their fallen brethren, and/or charge headlong into the woods. Characters witnessing this high-strung apocalypse must **save vs. spells** or suffer from the effect Astound. This effect causes characters to be amazed. The GM can assign a minor nuisance on characters or simply state that the characters are astonished by what they see.

Snortle tribes eke out a hardscrabble existence in woodland glades and remote grasslands throughout the northern world. Living in tribes consisting of 7 to 63 members, they communally gather food, reeds and other necessities.



VULTURE, CINEREOUS

	Immature	Adult
Freq:	Very Rare	Very Rare
No. Encountered:	1	1, 1d2 in lair
Size:	Large	Giant
Move:	300' (30')	350' (40')
Armor Class:	5	4
HD:	6	8
Attacks:	2 (talon/bite)	3(talon/talon/bite)
Damage:	1d6, 1d6	1d8, 1d8, 1d10
Special Attacks:	None	None
Special Defenses:	None	None
Magic Resistance:	Standard	Standard
Lair Probability:	45%	30%
Intelligence:	Animal	Animal
Alignment:	Neutral	Neutral

This giant solitary scavenger is rare. With an average length of 12', it is capable of carrying livestock. It soars at magnificent heights and uses its sweeping binocular vision to scan vast tracts of land. Little is known of the behavior of these massive creatures. Assumptions about its habits are based upon observations of more common species. Wisdom dictates that any area which might contain corpses large enough to satiate one of these giants is best avoided.

As its name implies, the Cinereous Vulture has plumage that is usually ashen (grey to black). It is rumored to nest in the shelves of inaccessible peaks.

Many interpret the appearance of a Cinereous Vulture overhead as a bad portent.

CREATURES FROM

The First Sentinel



- APPENDIX -

NEW CREATURES

CAVE IMP

	Adult	Whelp
Freq:	Rare	Rare
No. Encountered:	1d4	2d4
Size:	Small	Small
Move:	120' (60')	90' (30')
Armor Class:	6	6
HD:	1	1d4 HP
Attacks:	3 (claw/claw/bite)	3 (claw/claw/bite)
Damage:	1d2/1d2/1d4	1/1/1d2
Special Attacks:	Rock throw (1d4), 20' leap	Rock throw (1d2), 10' leap
Special Defenses:	Climb	Climb
Magic Resistance:	Standard	Standard
Lair Probability:	80%	100%
Intelligence:	Low	Semi
Alignment:	Neutral	Neutral

Cave Imps are scaled monkey-like creatures. They have long slender limbs, sharp claws, and vicious fangs. They have prehensile rat-like tails. Like many animals that live exclusively in the dark, this creature has developed excellent darkvision (120'), and can see heat signatures clearly. Equal parts carnivore and coward, these imps fight from behind cover throwing rocks to bash their victims. While not interested in treasure *per se*, they are attracted to shiny bits; their lairs often contain random pieces of jewelry and coins. If hungry and unable to trap a meal in their lair, they are forced to make nocturnal trips above ground to capture rodents or something they can kill while it sleeps. Cave Imps can climb on any rough surface at their full movement rate. In addition to their normal movement, they can leap either to attack or after an attack.

DIRE WOLF

Freq:	Uncommon
No. Encountered:	2-8
Size:	Medium
Move:	180' (90')
Armor Class:	6
HD:	3+3
Attacks:	1 (bite)
Damage:	2d4
Special Attacks:	None
Special Defenses:	None
Magic Resistance:	Standard
Lair Probability:	30%
Intelligence:	Animal
Alignment:	Neutral

Dire wolves are larger than their normal counterparts, and noticeably more aggressive. Otherwise, they generally look and behave like traditional wolves.



NEXID SLAVE (DEMON SERVANT)

Freq:	Very Rare (Common)
No. Encountered:	1d6
Size:	Medium
Move:	120' (60')
Armor Class:	4
HD:	2
Attacks:	2 (claw/claw) or 1 (weapon)
Damage:	1d4/1d4 or by weapon type
Special Attacks:	Magical Abilities
Special Defenses:	None
Magic Resistance:	Standard
Lair Probability:	Not Applicable
Intelligence:	Low
Alignment:	Lawful (Evil)

Nexid Slaves serve as scouts and messengers. Generally short (three to four feet tall), Slaves are nimble and swift. They have a natural predilection for dark, confined areas.

A Nexid Slave's appearance betrays its otherworldly origin, for the creature has —no skin. Rather, its torso and limbs are strung together in a complex weave of muscle. Sinewy strands tether slender arms and legs to a dense, tightly knit core. These creatures cannot fly, but they can leap great distances and glide with their delicate, bat-like wings.

Nexid Slaves wield Blackmetal daggers or small staves. They may also use their sharp claws on exposed flesh or light armor.

Slaves have the ability to cause **darkness 15' radius** and to **know alignment** at will. Once per day they can use a special chant that grants them the equivalent of a **cause light wounds** spell cast as a 3rd level cleric.

As they are the lowest Nexid caste, Slaves are subject to strict control and oversight. Any Slave that fails to fulfill its mission is subjected to a brutal form of sacrifice. During this process, the Slave's exposed musculature is slowly torn from the rigid cartilaginous structure beneath. Working from the Slave's extremities, Nexid energy rips at the Slave's sinews. Its limbs and wings removed, the sacrificial energy exposes the contents of the chest cavity. The Slave is torn apart in a final tortuous frenzy and its dark energy returned to the Nexid Core. When a Nexid Slave is summoned for sacrifice, its reddish hue turns ashen.

NEXID SOLDIER (LESSER DEMON)

Freq:	Very Rare (Common)
No. Encountered:	1 (2d4)
Size:	Medium
Move:	90' (30')
Armor Class:	4
HD:	4
Attacks:	1 (Bladed Weapon)
Damage:	1d8+1
Special Attacks:	None
Special Defenses:	Magical Abilities; 20% Chance to Gate another Nexid Soldier
Magic Resistance:	20% Resistant to Sleep, Hold and Charm Spells
Lair Probability:	Not Applicable
Intelligence:	Standard
Alignment:	Lawful (Evil)

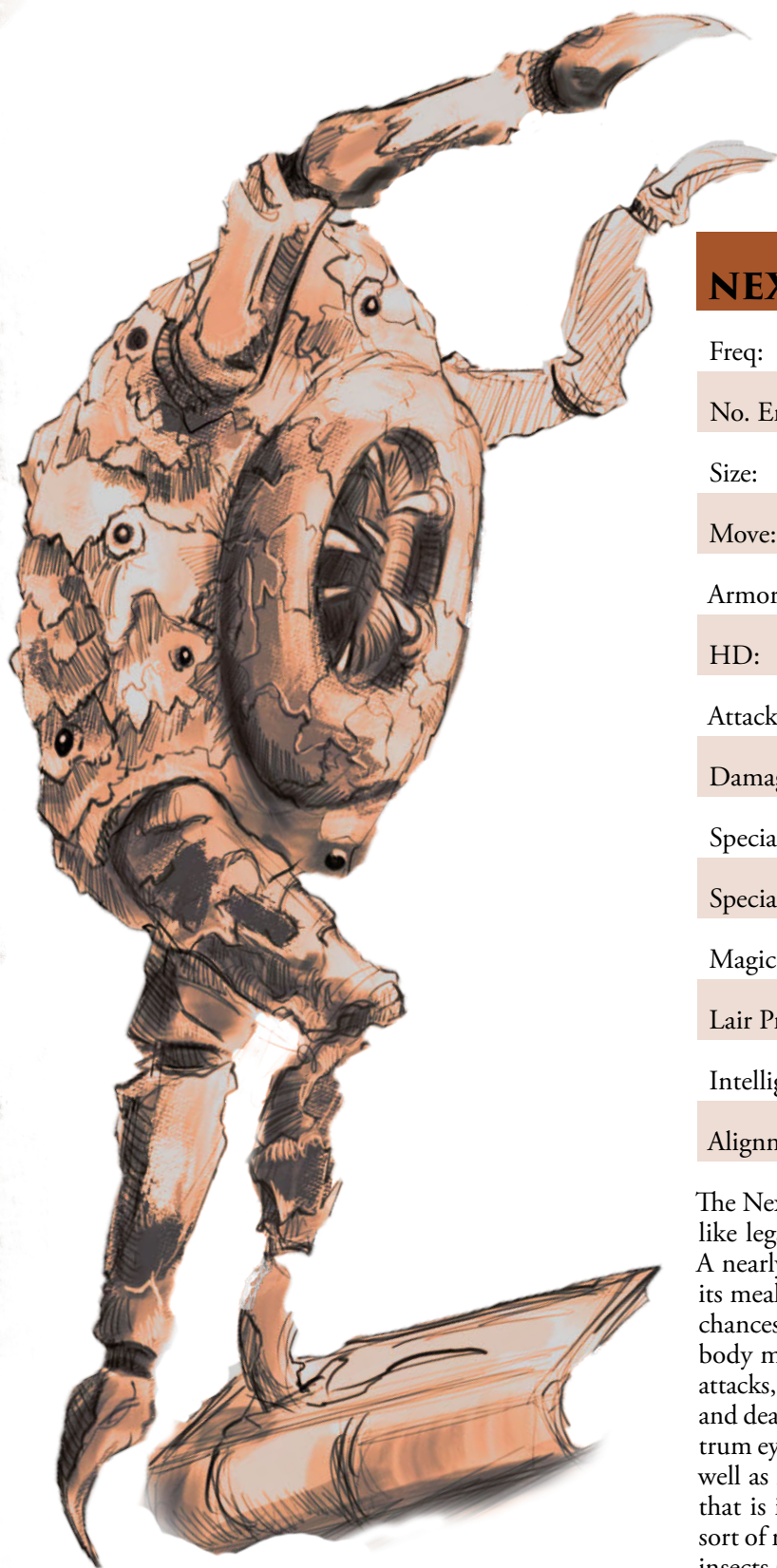
Nexid Soldiers are the overseers, taskmasters and warriors in their stratified, caste-based society. They are usually encountered in groups of two to eight soldiers, but may be tasked individually to complete missions requiring stealth. Substantial vessels of Nexid energy, Soldiers are powerful combatants. Their control of the lower castes is absolute.

The Nexid have imbued Soldiers with significant amounts of the Core's dark energy. When a Soldier faces defeat, it pre-emptively sacrifices itself, funneling its dark energy back into the Core. Vanishing from a conflict, its place can potentially be filled by another Nexid at full health.

Fearless and cruel, Nexid Soldiers fill the Nexid vanguard. They fight with long curved blades. Crafted of Blackmetal, these weapons give a +1 to hit and +1 damage, though they are non-magical. Soldiers are typically clad in scale-mail armor featuring the same Blackmetal as their blades.

Nexid Soldiers innately **detect invisibility 30' radius** and can cause **darkness 30' radius** at will. Once per day they can invoke **protection from good** as a 4th level cleric. Nexid Soldiers are capable of summoning other Nexid near any Nexid structure with a 20% chance of success.

The only wealth the Nexid Soldier accrues is displayed on its armor as a measure of service. A Nexid Soldier's rank is indicated by its weapon – typically a sword or whip. Higher ranking Soldiers wield a Blackmetal flail. Groups of six or more soldiers are led by a Seraskier (+2 HD). All Seraskiers wear thin Blackmetal chokers (equivalent to **ring of protection +2**).



NEXID SPIDER

Freq:	Rare (Uncommon)
No. Encountered:	1
Size:	Medium
Move:	120' (60')
Armor Class:	2
HD:	3
Attacks:	2 (claw/claw)
Damage:	1d4
Special Attacks:	Bite, Surprise 1-5 in 6, 30 ft jump
Special Defenses:	See invisible creatures
Magic Resistance:	Immune to mental attacks
Lair Probability:	NA
Intelligence:	Animal
Alignment:	Neutral

The Nexid Spider is an otherworld predator. With its four crab-like legs and cavernous bottom-side maw, it is creepy indeed. A nearly transparent grey, at least until coated in the juices of its meal, the Spider is very difficult to spot. It surprises on five chances in six and has an armor class lower than its ungainly body might predict. If it strikes successfully with its two claw attacks, it will pull its prey for a bite attempt. The bite is +2 to hit and deals 2d4 damage. Its main body is covered with broad-spectrum eyespots that allow it to see otherwise invisible creatures as well as in the infrared and ultraviolet spectra. Lacking a mind that is in any way recognizable, the Spider is immune to any sort of mind-affecting spell including those aimed at animals or insects (e.g., charm, sleep, speak with animal, animal summoning). The creature does not make a web or otherwise build any sort of lair.

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