

LEGENDARY PLANET



TO KILL A STAR



BY JASON NELSON

STARFINDER
COMPATIBLE



▶ TO KILL A STAR ▶

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^{AA2} = *Starfinder Alien Archive 2*

^{AA3} = *Starfinder Alien Archive 3*

^{ARM} = *Starfinder Armory*

^{COM} = *Starfinder Character Operations Manual*

^{CRB} = *Starfinder Roleplaying Game Core Rulebook*

^{FC} = *Starfinder: First Contact*

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WHAT YOU WILL FIND INSIDE LEGENDARY PLANET: TO KILL A STAR

To Kill a Star is the endgame of Legendary Planet Adventure Path and allows them to bring the final battle to the gates of the enemy. After beating back the invasions of the Ultari Hegemony and turning the tide, the heroes at last have a clue as to the long-hidden sanctuary of the Hegemony forces and can follow them there after their retreat from the gas giant of Qanna at the end of *Mind Tyrants of the Merciless Moons*. Arriving at a transmat relay station on the edge of a vast nebula, traps and guardians await to delay them while the ultari make good their escape, leaving them to track them into the nebula's heart where a graveyard of the gods awaits. The deathless inhabitants there are happy to betray the ultari, but the only route they offer to their sanctuary passes through a titanic black hole. The PCs finally arrive at the vast Dyson sphere encapsulating an entire star and criss-crossed by a network of hypertubes, making their way at last to the capital city of Atlas Prime, where they find a telepathic police state yet with factions unhappy with ultari leadership after their reverses at the heroes' hands. The PCs discover a small cadre of long-lost spies from the Bellianic Accord that assist them in destabilizing the ultari rulers and playing off splintered factions long enough for them to recover an ancient artifact and destroy the last living descendant of the Principalities themselves. Her death precipitates a sealing of the sphere and absolute chaos between the factions and their slave-soldiers, but in the midst of it all the PCs can pull off a desperate gambit, traversing the sphere in spirit form to recover the sundered pieces of their artifact and plunging into the heart of the star itself, where they have the chance to destroy not just the source of the Hegemony's power but the Dyson sphere and the Hegemony itself once and for all.

This adventure continues on from *Mind Tyrants of the Merciless Moons* with the assumption that the PCs have already experienced that adventure and those previous. Their mythic powers continue to grow, and with their growing power they are now ready to take the lead and finish the fight that has consumed their careers up to this point. *To Kill a Star* brings into the harshness of empty space and the terrors it brings, and from there into a vast and advanced psionic and technomagical society unlike any they have encountered before, and finally into the most inhospitable environment imaginable in the pulsing heart of a star.

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Neil



To Kill A Star

INTRODUCTION

To Kill a Star concludes the Legendary Planet Adventure Path, as the PCs having thwarted the great counter-offensive the Hegemony planned to launch from the gas giant of Qanna and resolve to end the war once and for all with a desperate strike into the very heart of the Ultari Hegemony. The secretive Hegemony has wiped knowledge of their core capital's location from all computers and navigation systems and even from the minds of its servants, though examination of Mind Tyrant systems leads the heroes into the Latere Nebula, a cosmic graveyard of dead gods whose essence is mined by deathless champions to power their entropic mission to end all that is. Yet they know a perilous passage that can take the PCs directly to the doorstep of their hidden refuge, if they dare cross the bridge of the infinite through the Titan's Maw.

After the PCs pass through a black hole, they exit the singularity right in the literal backyard of the ultari base, a vast Dyson Sphere trapping the singularity star of **Faa Dlan** and drawing upon its stellar fires and nigh-limitless power to keep secret and safe the heart of their civilization. They must force their way into one of the sentinel towers surrounding the impervious sphere, battling its guardians to access the vast transit network within. Here they find an unexpected ally, a long-lost spy for the Bellianic Accord, who with her ghostly kin have been gathering information here for years but have been unable to escape back across the endless void to return and report.

Navigating to the capital city of Atlas Major, the heroes must force an entrance by power or persuasion and meet up with their allied spies to get a clearer picture of the situation in this vast megalopolis. The war is going poorly, and propaganda has not been enough to quell dissenters among the ultari's allies, and even among the once-united ultari themselves. The PCs can incite the jagladine and onaryx to turn on their masters and reach for power themselves, if they can but break the immortal hold the ultari have on the degenerate last progeny of the Principalities themselves.

In victory, the PCs can trigger an all-out civil war that begins to turn into a purge but find themselves trapped within the sphere as the chaos and carnage mounts. If the power of the Hegemony is to be broken once and for all, it is here. The sphere must be shattered and the star destroyed to end ultari tyranny forever. Veterans of the psychic wars, they unlock an ancient secret that may allow them to put the Ultari Hegemony to a final explosive end, but it will take literally all they have to descend into depths where none can survive, at long last *To Kill a Star* and write their names across the cosmos.

ADVANCEMENT TRACK

This adventure is designed for four PCs. PCs should be at least 19th level at the start of the adventure and should accumulate enough XP to reach 20th level during the adventure.

ADVENTURE BACKGROUND

Thousands of years ago, most of the cultures spread across the galaxy were still young. Gods experimented with their favorite races, tribes warred and most planets knew very little of life among the stars. Recondite powers from outside time and space walked between dimensions, edifying or destroying worlds with their very presence. The disruption of dimensions combined with the powers of creation and entropy to forge anomalies and singularities in a universe already filled with wonder.

The mortal races who now explore both cosmos and planes might have been young, but the universe they live in was not. Before the oldest dragons were born; before the wisest angels and devils answered mortal prayers, space had already seen hundreds of dynasties, empires, wars, and extinctions. When the Principalities that threatened peace in the galaxy sought to amass forces and control every world they could touch, they were just another chapter in the eternal struggle between good and evil.

Still, the Principalities left their mark. They enslaved entire systems and shattered planets in their war against the Bellianic Accord. The farther out their borders reached, the more secure they felt in their home system. As a demonstration of power, they collapsed the nearest star, creating a black hole through which they disposed of both refuse and rivals. The execution of their enemies by wormhole became a high ritual attended by their most accomplished officers. More than a few members of the Accord sacrificed themselves for small gains against the Principalities, and many of the galaxy's greatest heroes, some of them gods in their own right, were crushed by the singularity known as the Titan's Maw.

Eventually the Accord prevailed over their tyrannical enemies. They locked the Principalities in a secret dimension accessed only through the center of their own star and threw away the key. For thousands of years, the loose cults and secret societies that remembered the ancient war sought a way to loose these evil powers and restore them to prominence. The Ultari Hegemony was born—several factions united with this one diabolical goal.

The Hegemony approached their agenda with careful planning and stealth. They conceived a way to find and free their inimical idols from temporal stasis. To that end, they located the prison-star of the Principalities' home world. Agents of the Hegemony discovered that Titan's Maw had moved closer to their star over the centuries, disrupting the orbits of her planets and eventually devouring all but the closest one. Hegemony scientists built a Dyson sphere around the sun and its lone partner. They included technology that slowed the Titan's Maw's approach and worked to analyze the star, looking for ways to reach (and then release) the Principalities. Every alien contact, every new ally, and every plot to enslave a world or build the Hegemony an intergalactic army was hatched from this unique metal shell.

Now the leaders of the Ultari Hegemony return to their vast hidden starbase sanctuary in full retreat. Though their nemeses in the Bellianic Accord were thought vanquished or dormant, a small band of relentless heroes has consistently disrupted their efforts until a recent confrontation on the moon of an immense gas giant. The Hegemony flees through a gateway to bring their pursuers closer to death. Meanwhile they rush to their Dyson sphere and their own last line of defense.

ADVENTURE SUMMARY

Faa Dlan is the heart of the Ultari Hegemony. It is not only the birthplace of their greatest patriarchs and matriarchs, it is believed that Faa Dlan, the star at the Dyson Sphere's heart, is a nexus point to the subspatial null-void in which the Patrons long ago sealed the Principalities. The scope of the adventure is vast and the stakes titanic, and in the end the PCs must face a final sacrifice that will bring freedom to the stars and make them truly immortal.

In Chapter 1, the PCs arrive at a deep space relay station to find the ultari fleeing the previous adventure have vanished with little trace. Clues point towards a vast nebula inhabited by spirits of entropy and destruction, yet they themselves have little loyalty to the ultari and offer a harrowing shortcut to the ultari homeworld through the Titan's Maw, a black hole.

Chapter 2 brings the PCs to the surface of the Dyson Sphere that forms the ultari homeworld. They must infiltrate its defenses, seek out information, and explore the high-speed transit network that provides transportation through the sphere, facing challenges along the way.

In Chapter 3, the PCs arrive in ultari capital of Atlas Prime, where they must explore the political situation and avoid detection as they figure out which factions they can manipulate and undermine while they research how to destroy the Ultari Hegemony from within. They discover hidden secrets that offer the chance to not just bring down the empire but to destabilize the singularity star of Faa Dlan itself and destroy the entire sphere and everyone in it.

In Chapter 4, the PCs undertake a desperate gambit as the Hegemony factions turn on each other, plunging deep into the heart of Faa Dlan to find the breach nexus to the prison plane of the Principalities where they must use all their powers **To Kill a Star!**

TECHNOLOGY IN *TO KILL A STAR*

By this point in the *Legendary Planet Adventure Path*, the PCs have seen several different kinds of technology and witnessed unusual items powered by magic or science, or both. By the time they arrive at the Faa Dlan, they are approaching the pinnacle of what the fusion of those two fields can create, all shaped by the psychic will-force and malign intellect of the Ultari and their allies. Many parts of this adventure have a much more sci-fi flavor than earlier installments in the series, and while some technology is infused with magic that is specifically keyed to the Ultari, most of it can be operated on at least a basic level by PCs with the experience they've developed over the preceding adventures.

When PCs encounter things like automated door panels and computer kiosks, these items often are purely technological, featuring polymorphic software that a character can bypass with a successful Engineering check. The interface for these systems is different from one culture to another, but symbolic icons suggest their function. As a result, a character attempting an Engineering check to use a panel or kiosk can first attempt a DC 15 Culture check to gain a +2 bonus on the Engineering check. This check is made as part of the same action. If a character can reach the inner workings of a device or door, he can instead make an Engineering check to disarm or operate the mechanism instead of the interface by adding 5 to a door or trap's Disable DC.

BEGINNING THE ADVENTURE

To Kill A Star begins *in media res*, with the party in hot pursuit of the Ultari forces in full retreat. The PCs emerge from the Scarab Relay gate to find themselves outside a shimmering cloud of blue and white gas. The PCs could go around the immense cloud, but without a shortcut they could fail to catch their quarry. Instead, they are led to pursue through the Latere Nebula, an ancient collection of dust, undead, and necromantic energies. The party might regret this shortcut, as the very substance of space and time attacks their life force. However, amid fighting the undead and the nebula's sole living resident, the party discovers an ancient disagreement. Exploiting it carefully may allow them to gain passage from the nebula to the Dyson sphere before their fleeing enemy can activate their defenses.



PART 1: THE BLACK NEBULA

After their victories on the moons of Qanna and their first encounter with the legendary ultari themselves, shattering their hoped-for final offensive and fully putting them on the retreat, the PCs are now in a position to break the back of the Ultari Hegemony once and for all. Their allied forces in the Bellianic Accord can make use of the multiple gates of Qanna to strike out and turn back ultari incursions and keep them scattered and on the run, but only the PCs have the strength and skill to seek out and strike at the heart of the ultari empire. When the ultari leadership fled from the Weave Moon, they were not able to sabotage the gateway that led them onward, leaving a precious clue – coordinates to the relay station they used to depart. Senior leadership would need to make a full report to the high command. Many spies have sought the ultari homeworld, rumored to lie within a hidden star system that none have ever been able to locate and survive to return.

The PCs' encounter with the ultari and their technology indicates that they integrate psychic power with their magic and technology but withhold psychic power from their allied races like the jagladine, onaryx, bil'djooli, and klaven. However, it also suggests that some of their bases or structures are exposed to the void of space, so PCs should be prepared for the most hostile of environments. The PCs can use the gate from the Weave Moon, programmed with the aid of the *Opus Aeterna* and the trace data from the fleeing ultari, to pursue the enemy leaders and hopefully uncover their final location, scout the area, and set the stage for an all-out assault. Or, as champions of destiny, they could seek to cut the head off the ultari snake themselves and bring an end to this war forever.

Relstanna and her friends on the Bellianic Accord stand ready to aid the PCs in their final quest, and they offer to them a number of items they have researched and crafted to assist them, including:

- Spell gems of *control gravity* and *psychic surgery*.
- A *staff of mystic healing*.
- A *mk 3 mindlink circlet*.
- A *silver lemniscate aeon stone*^{ARM}.

With their fervent wishes for success and anticipation of a triumphant return that will write their name in the stars, their allies accompany them to the Weave Moon and make ready the gateway to pursue the departed ultari leaders.

A. SCARAB RELAY

When the PCs arrive here, they find the relay station deserted. In the unlikely event that they pursue the fleeing ultari at the end of the previous adventure immediately rather than waiting to heal, regain spells, purchase or craft equipment, etc., the damage dealt by the fleeing ultari to the relay station delays their transit through the portal, allowing the ultari to make good their escape.

1. TRANSMAT NAVE

The now-familiar stretching of time and space warps the universe around you, bending endless streaks of light and phantasmagorical whorls of color and muffled sound. Once such journeys left you dizzied and adrift, but now it seems almost comforting to slide through the hidden ways of the Patrons' embrace, feeling the cosmic peristalsis contract inward as you slip in between moments with dreamlike smoothness. Sparkling lights coalesce before you into a nova-bright pulse as your mind, body, and spirit merge once more into the realm of the material. The slip back into reality seems to stretch onward uncomfortably, however, as your joints seem to deform and pop as your body is nearly pulled apart by an awkward straining, as though the portal beyond keeps sliding away and taking part of you with it. Discordant high-pitched whines and rumbles echo and vibrations rattle your very soul until, with a deafening tearing sound you suddenly hurtle through the gateway and slam hard into a glowing platform of cracked lavender crystal.

Blinking your eyes into focus, a vast angular chamber soars above you, with pillared alcoves flanking the chamber on every side but one, where an immense portico leads to a set of massive sliding metal doors.

Characters arriving here without ultari escort are immediately set upon by the aluum guardians in the alcoves (area 3). This chamber and all of the Scarab Relay station contain a breathable atmosphere.

Special: The entire chamber is infused with evil extraplanar energy; good-aligned summoned creatures cannot enter the area. Powerful technomagical sensors located throughout the chamber reveal creatures or objects camouflaged by an *invisibility* spell, an operative's cloaking field, or similar effects. In addition, the entire relay station is an area of low gravity.

Development: The violent portal displacement caused by the damaged portal mechanism causes creatures emerging from the portal to take 12d6 points of damage (DC 30 Fortitude half) and become staggered for 1 round. Creatures failing their save are staggered for 1d4 rounds and fall prone. This is a teleportation effect.

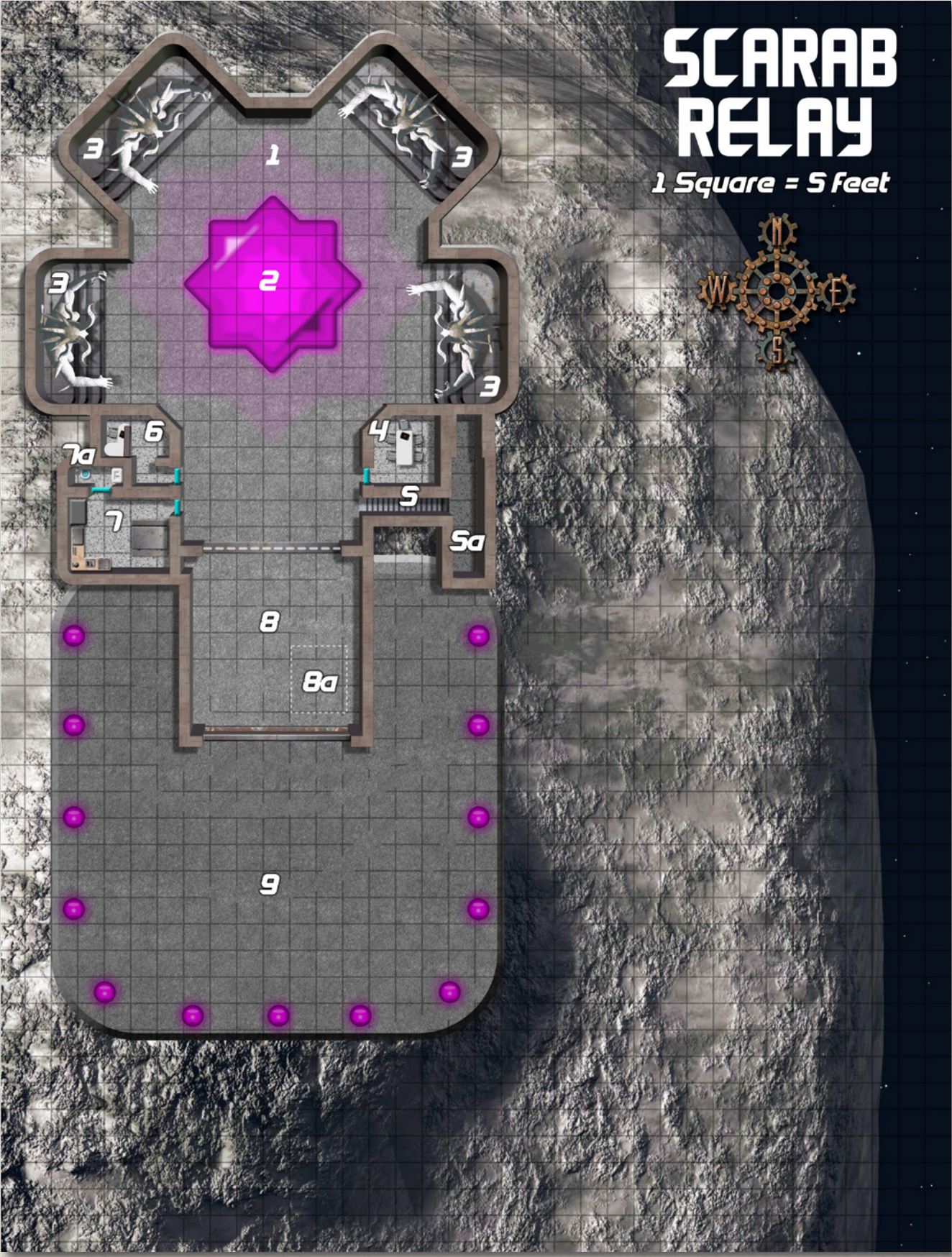
2. ARRIVAL STAR

The floor here is raised a foot above the surrounding floor in a massive eight-pointed star of faintly glowing lavender crystal. The glow seems to intensify wherever your feet touch it, leaving luminous footprints behind you as you move. Milky whorls within the crystal seem to quiver and shift like turgid ooze, drawing the eye and making you feel as though you are about to stumble even though it feels perfectly solid and smooth as glass.

The arrival star is disorienting to those nearby, causing creatures to become dazzled for as long as they remain within 5 feet of it (no save). Once they leave the area (or if their line of sight is interrupted, such as by magical darkness), they can attempt a DC 20 Will save each round at the beginning of their turn to end the effect. A creature who falls prone on the arrival star becomes fascinated (DC 20 Will negates) in addition to being dazzled.

SCARAB RELAY

1 Square = 5 feet



3. ALUUM ALCOVES (CR 20)

A metallic titan with glowing eyes stands motionless in this vast alcove, adopting a triumphant stance down from a raised dais in the rear of the alcove, stepping down into the central nave.

These automatons are guardians of the station left by the ultari and are poised and ready to pounce on creatures arriving in the transmat nave that are not accompanied by ultari. If the PCs have disguised themselves as ultari the aluums do not immediately attack; however, they have been programmed to await a two-step passcode – “Devotion is Life” followed by “and Life is the Law.” If this passcode is not given within 1 round of arrival, the aluums attack, though they focus their attacks against creatures that do not appear to be ultari if possible.

ALUUM TITAN

CR 16

XP 76,800

N Gargantuan construct (magical)

Init +7; Senses darkvision 60 ft., low-light vision; Perception +28

DEFENSE

HP 300

EAC 30; KAC 32

Fort +16; Ref +16; Will +12

DR 10/adamantine; Immunities blindness and dazzled, construct immunities, magic

OFFENSE

Speed 30 ft.

Melee slam +31 (6d10+26 plus paralysis)

Space 20 ft.; Reach 20 ft.

Offensive Abilities soul shriek

STATISTICS

Str +10; Dex +7; Con —; Int —; Wis +0; Cha -2

Other Abilities mindless, unliving

SPECIAL ABILITIES

Magic Immunity (Ex) An aluum titan is immune to any spell or spell-like ability that allows spell resistance, unless the spell specifically lists constructs in its Targets entry. In addition, certain spells and effects function differently against the creature. Any spell that normally heals or revives undead creatures (such as *necromantic revitalization* or *enervation*) does not have its normal effect, but instead speeds up the aluum titan’s attacks and movement as if it were under the effects of a *haste* spell for 1d6 rounds. Any spell that heals or revives living creatures (such as *mystic cure* or *raise dead*) slows the aluum titan as if by a *slow* spell for 1d6 rounds and dispels any *haste* effects currently affecting it. *Control undead* confuses the creature for 1d6 rounds.

Paralysis (Su) The touch of an aluum titan paralyzes living creatures that fail a DC 22 Fortitude save for 1d4 minutes.

Soul Shriek (Su) As a free action every 1d4 rounds, the aluum titan’s enslaved souls may emit a keening wail in a 15-foot cone. Creatures in the cone take 10d6 points of sonic damage and are stunned for 1 round. A DC 22 Will save halves the damage and negates the stun effect. This is a sense-dependant (hearing) mind-affecting effect.

4. MEETING ROOM

A large table surrounded by chairs of various sizes and shapes dominates this room. Large white metallic panels hang on each wall.

This meeting room contains nothing of interest, though characters with psychic abilities such as telepathy find the white metallic boards to be psychoreactive. When touched by psychically sensitive individuals, the boards allow them to draw detailed images with simple physical contact in whatever colors they imagine.

5. STAIRS BELOW

A smoothly polished metal staircase leads down to a set of narrow corridors lined with metal doors.

This staircase leads down 15 feet to a perpendicular hallway (5a) that links a series of 50-foot-long corridors. Each corridor has 5 doors down each side, and each door opens into a sparsely furnished 10-foot-square room with its own built-in light source and air supply. These rooms serve as quarters for the staff operating the Scarab Relay, but with the station’s evacuation they are currently unoccupied and contain nothing of value. A quick search (Perception or Survival DC 30) shows evidence of a hasty departure, including a few discarded personal items.



6. COMMAND CENTER

A short flight of steps leads up to a series of chairs and crystalline displays, all shattered and demolished, with large spherical sections entirely missing as if disintegrated.

This place has been trashed so that the arrival star is a one-way portal. Several essential components have been removed in addition to the raw destruction here, so that even if the consoles are repaired the portal will not work to redirect travelers from the Transmat Star to arrive at the Dyson Sphere. Those components have been taken inside the Dyson sphere and are not subject to any spells or other effects from outside the Sphere.

A successful DC 45 Engineering check along with a DC 40 Culture or Mysticism check is able to recover fragmentary data from shattered bits of a data core that reveals multiple trips from landing platform into Latere Nebula, which may lead PCs to go there following what they think are the fleeing ultari, though in reality it represents multiple trips back and forth made by the nightshades.

7. LOUNGE

This comfortable room contains several small tables with chairs as well as plush divans and a small bookcase with colorful tomes in a variety of alien languages. One corner of the room contains floor-to-ceiling cabinets and several odd metallic devices.

The cabinets contain preserved alien foodstuffs, much of which is edible to the PCs, though there is a 50% chance that any given item consumed is either spoiled or indigestible, acting like a randomly determined poison. The metallic devices, some flat and some pot-shaped, are made of a psychoreactive material that can be telepathically commanded to heat or cool.

A lavatory is located at **7a**, which vents out into space.

8. AIRLOCK

Massive reinforced metal doors slide together on both sides of this 15-foot-wide chamber, with small control panels displaying blinking lights near each door.

The inner and outer doors of this chamber are secured with powered mechanical locks (Engineering DC 40 to disable). In addition, a successful DC 20 Engineering check reveals the airlock function of the controls, allowing a PC to pressurize the chamber within and fill it with breathable air, taking 2d6 rounds.

The section of the airlock marked **8a** has a retracting wall and ceiling, allowing only a small portion of the larger airlock to be sealed and used for smaller creatures coming to and fro. Operating this smaller airlock system requires the same skill checks as above. The mechanism takes 1d4 rounds to extend and seal the 10-foot-wide, 10-foot-high tunnel, and it can be pressurized and filled with breathable air in only 1d3 rounds.

9. LANDING PLATFORM

This wide, angular platform is open to the sooty, airless vastness above. A low railing surrounds the edge of the platform, with a drop of 20 to 30 feet to the rocky surface below. Strange runes are inlaid into the platform in faintly glowing purplish crystal, giving off a dim light.

This platform is a landing spot for the nightshades and their minions. The runes form a necropsychic beacon, aiding undead creatures attuned to it in locating the platform even across the vastness of space, allowing them to determine its direction. This purpose can be understood with a successful DC 34 Mysticism check, with a +2 bonus on the check for characters with telepathy.

B. DEAD SPACE

The Latere Nebula shares several common traits with other events of its type. Planets, stars, and other bodies float inside a cloud of condensed gas millions of miles across. Some orbit the nearest heavier bodies, some drift freely in the dark eternal night. Latere has its unique characteristics, however. The entire expanse overlays a coterminous reach of the Negative Material Plane, where the borders between the nothingness of space align with the nothingness of oblivion. This thin veil between realities is maintained by a hungry wormhole called the Titan's Maw—a vortex of destruction that pulls in all matter, life, and light. Anything on the far side of the vortex is crushed by a combination of immense gravity and the drain of entropy. The remains are sucked through time and space; deposited in the Latere formation, where time and exposure to negative energy further erode the integrity of any matter that remains.

The opening end of the Titan's Maw is just outside an ancient solar system long forgotten by most of the cosmos. A single star resists the vortex, burning inside an artificial metal shell that forms a perfectly balanced Dyson sphere. This structure locks away a dimensional entry to the quantum prison where the villainous Principalities, ancient enemies of the Bellianic Accord, wait in permanent temporal suspension. The original members of the Ultari factions built the sphere quickly when they realized they needed a protected base of operations and to buy time to release their idols from incarceration.

The large star once warmed the face of thirteen planets, but those were pulled into the Titan's Maw one by one. The gas and fine dust from those planets are the remains of the vortex's most recent victims. The Titan's Maw has claimed stars, worlds, moons, and even a handful of gods. Now the PCs emerge from the gate at Scarab Relay to chase down their enemy and eliminate the threat they pose forever.

B1. ANNIHILATION STATION (CR 19)

The Patrons of the Bellianic Accord may be transcendent planners and mathematicians, but the Ultari know how to place their own contingencies. For centuries the path from the Scarab Relay to their adopted home system has been under tireless vigil

by a squadron of roaming warcraft. These autonomous robots scout space outside the Latere Nebula, with two guardians always stationed within close range of the portal's arrival point. There are 12 total robots in the area, though most are too far away to initially notice any traffic here on their own.

Sensors on board Scarab Relay alert the nearest void-dwelling guardians left behind by the ultari, rocket-powered insectoid automata known as astro-annihilators. Two astro-annihilators arrive at Scarab Relay within 1 minute of the PCs' arrival. If PCs are outside the station, the annihilators open fire with their long-range weapons while approaching. Spotting the robots is difficult against the background of the nebula and the starry void, requiring a DC 45 Perception check to spot them before they approach within 200 feet. The astro-annihilators prefer to wait until they are within 120 feet before activating their booster jets and unleashing their machine guns.

If PCs remain within the station when the robots appear, they soar and land but may be more easily noticed with a DC 40 Perception check. When PCs encounter the annihilators, read the following aloud:

The coldness of outer space outside the relay station sets in as quickly as the sensation of zero gravity outside the station's confines. The starry void beckons from one horizon, while an enormous cloud of translucent blue-gray gas extends up, down, left, and right on the other side for as far as the eye can see. The surreal moment is shattered by the drone of void engines and the arrival of dangerous energy blasts erupting from enormous insectoid automata.

ASTRO-ANNIHILATOR (2)

CR 17

XP 76,800

N Gargantuan construct (technological)

Init +8; **Senses** blindsense (vibration) 60 ft., darkvision 120 ft., low-light vision; **Perception** +34

DEFENSE

HP 340

EAC 31; KAC 33

Fort +17; **Ref** +17; **Will** +13

Defensive Abilities hardness 15, integrated weapons; **Immunities** cold, construct immunities; **Resistances** electricity 30, fire 30

Weaknesses vulnerable to critical hits, vulnerable to electricity

OFFENSE

Speed 40 ft., climb 20 ft., fly 60 ft. (Ex, good); booster jets

Melee claws +32 (6d12+28)

Ranged integrated heavy machine gun +29 (7d10+17)

Space 20 ft.; **Reach** 20 ft.

Offensive Abilities plasma lance

TACTICS

Before Combat Each robot chooses an angle of approach and arrives so it can use its heavy machine gun's automatic property to hit as many enemies as possible during the first round of combat.

During Combat The robots continue to fire automatically until a dangerous opponent separates itself from the others. Then one or both robots position themselves to strike the distinguished target with their plasma lances. They attempt to hit as many PCs as they can in addition to their chosen target.

Morale When the annihilators are reduced to 200 Hit Points, they retreat to 200 feet and fight from range. The robots fight until destroyed.

STATISTICS

Str +11; **Dex** +8; **Con** —; **Int** +5; **Wis** +4; **Cha** +0

Skills Acrobatics +29, Athletics +29, Piloting +29, Sense Motive +29

Languages Ultari

Other Abilities spaceflight, unliving

Gear integrated heavy machine gun with 1000 rounds

SPECIAL ABILITIES

Booster Jets (Ex) This variant robot excels in achieving rapid velocity. As a swift action up to ten times per hour, the annihilator can increase its fly speed to 120 feet (with average maneuverability) for a duration of 1 minute. Alternatively, if it would be forced to move by any effect, including a combat maneuver, as a reaction it can use its booster jets to counter that movement, granting it a +10 bonus to its KAC or a +10 bonus on its saving throw against the effect. It also can use this ability as a swift action when making a Strength check or combat maneuver check to break free from any form of grapple, entanglement, or similar physical impediment.

Integrated Weapons (Ex) an astro-annihilator's weapons are integrated into its frame and can't be disarmed.

Plasma Lance (Ex) As a standard action once every 3 rounds, an astro-annihilator can fire a 120 ft. long line of plasma from its tail. All creatures in the area take 20d6 E & F damage (Reflex DC 22 for half).



D8	ENCOUNTER	CR	REFERENCE
1	2 aspecna spectras	20	<i>Starfinder Alien Archive 3</i>
2	1d6 bryvaths	15	<i>Starfinder Alien Archive</i>
3	1d4 astro-annihilators	17	See area B1
4	1 supermassive singularity	20	See page 123
5	1d4+2 living nebulas	20	See page 118
6	2d8 undead mi-go	20	See area B2
7	1 star blight	20	See page 121
8	interstellar haunt	varies	See area B6

To Kill A Star is an incredibly lethal adventure even for the most powerful player characters. Throughout the adventure, immortal enemies with godlike power defend themselves against the party's intrusion, and the environment alone can, and has, reduced deities to lifeless husks. To offer further challenges and afford the PCs additional opportunities to gain experience, consider the following random encounters as they travel the vast distances in **Chapter One**.

Development: As mentioned above there are a dozen astro-annihilators guarding the outside of the nebula, though most of them are much farther away. Each round the party fights the first pair, there's a cumulative 1% chance that 1d4 more annihilators notice the conflict and immediately proceed to the fight. Using a combination of interstellar flight and their booster jets, they arrive in 2 rounds.

Any ultari who may have escaped at the end of the previous adventure are long since out of sight when the PCs arrive. Without knowing exactly where their quarry is going, the PCs' only choices are to go around the nebula until they choose a new destination or enter it and determine Latere's connection to the Ultari. It's almost certain that none of the PCs possess enough knowledge to reach the Ultari base via *interplanetary teleport* or *plane shift*.

B2. NEGATIVE SYNERGY

Once the party annihilates the annihilators they can fully take in their surroundings. Read or paraphrase the following.

A shimmering barrier of blue-white mist swirls in slow rotation. Outside it the void stretches for eternity in every direction. The distant stars of alien constellations twinkle against the black backdrop. Some shine brightly, while others are barely imperceptible. The cloud is incredibly bright, almost as if viewed in a sort of reverse spectrum. Beyond the barrier great tendrils of white gas indicate empty space within its expanse. Also visible are several points of darkness; black shapes floating in a cosmic fog.

One of the deadliest environments in all the cosmos, Latere is home to a number of destructive singularities, which motivated the Ultari to make their escape path to and around it. Their intention is for any pursuers to enter the nebula, encounter its inhabitants, and die.

The blue-white appearance of the gas outside the nebula is actually open space viewed in photo-negative. Though it takes a few minutes to adjust to the contrast, creatures inside the nebula see as if the whole expanse were dimly lit. Darkvision works normally in the nebula.

While the Shadow Plane and Ethereal Plane routinely overlay the Material Plane, this region of space is dangerously coterminous with the Negative Energy Plane. No life can survive here long. If the PCs enter the cloud, they must immediately make Fortitude saving throws against the nebula's effects (see below).

The Ultari chose to skirt Latere during their retreat for multiple reasons. The expanse is thousands of miles across, meaning any pursuit must have a ship or other interstellar travel to follow them. The nebula's inhabitants are powerful undead and other creatures who hate the living and attack aggressively. Finally, Latere is home to a vortex of negative energy that destroys anything travelling through it.

The Principalities' plan has one two flaws. First, successfully riding the vortex to its other side deposits the PCs very close to the Dyson sphere that surrounds the Ultari's home star (see **Chapter Two**). The PCs could possibly reach the star just after their quarry arrives. Perhaps an even costlier mistake, the undead who inhabit Latere chafe at the idea of a living dragon in their presence, or that the Ultari have hidden away these centuries with no tribute, only to resurface with the intention of dominating the cosmos instead of ending it. They are merciless, evil creatures but may be willing to let the PCs pass if it means ending their relationship with the Ultari.

Any references to travel through the nebula assume the PCs have access to interstellar travel. Even a relatively small nebula can span multiple stars, so traditional flight speeds are insignificant in terms of crossing through the gas cloud or between its encounters. Creatures with the starflight special ability can move between the encounters in **Chapter One** in 10-60 (1d6x10) minutes. Creatures with the ability to move through space under their own power but that lack starflight take three times this amount of time.

Hazard: The party faces significant danger merely existing inside the nebula. A living creature remaining inside the nebula for 1 hour gains a permanent negative level (DC 20 Fortitude negates), and the DC increases by 1 for each hour after the first, up to a maximum of DC 30. Fungoid creatures are immune to this effect, as are aeons, psychopomps, and sakhils. Creatures in an extradimensional space or structure within the nebula are not immune to this life-draining effect, though they gain a +10 bonus on saving throws against it and the save DC does not increase for as long as they remain within. This otherworldly concentration of negative energy is similar to exposure to the Negative Energy Plane.

All magical effects are corroded by the eldritch entropy of the nebula. Non-instantaneous spell effects lose 1 caster level every hour they are in the nebula, until they reach a caster level of zero or their modified duration expires. In these cases, the spells' effects are automatically dispelled.

B3. SHARKWAVE (CR 21)

As the party makes its way through the nebula, one of Latere's most terrifying inhabitants catches their scent and begins to hunt them. This formidable terror is Broln, and it prowls the nebula, driven by its insatiable hunger. The nightwave flies through the nebula, seeking any semblance of life to devour, and reducing any matter it encounters to dust. The PCs' brilliant but fragile life force shines brightly in a place like Latere, so the beast rushes to consume their life and light.

Broln is an opportunistic predator and its tactics depend on the GM's discretion. For instance, it may unleash in a violent frenzy, or he may soar past the party, snatching an easy target and swimming off into the void to devour its victim before

returning later; instead, it may ambush the party as the PCs conclude a battle against another foe, indiscriminately attacking either the PCs or their enemies.

Creature: Broln spawned from the psychic energy of nightmare cults across many worlds, though it hears none of the prayers its would-be supplicants repeat for world-ending tidal waves. Instead, it soars and swims through the murky nebula ocean that is Latere and devours anything and everything it sees. It is always accompanied by a summoned nightwing.

BLACKSTAR NIGHTWAVE

CR 21

XP 409,600

CE Colossal undead (aquatic, extraplanar)

Init +7; **Senses** blindsense (life) 60 ft., darkvision 120 ft., *detect magic*, low-light vision, *see invisibility*; **Perception** +35

Aura blackest depths (60 ft.)

DEFENSE

HP 500

EAC 36; KAC 38

Fort +22; **Ref** +22, **Will** +20

Defensive Abilities void adaptation; **DR** 15/good and silver;

Immunities cold, undead immunities, vacuum; **SR** 32

Weaknesses light aversion

OFFENSE

Speed fly 60 ft. (Su, good), swim 60 ft.

Melee bite +35 (12d10+33 P plus swallow whole and energy drain; critical severe wound)

Multiattack bite +31 (12d10+33 P plus swallow whole and energy drain; critical severe wound), tail slap +31 (12d10+33 B)

Space 30 ft.; **Reach** 30 ft.

Offensive Abilities energy drain (2 levels, DC 25) swallow whole (12d10+33 B plus energy drain, EAC 36, KAC 34, 125 HP)



Spell-Like Abilities (CL 20th)

1/day—*control undead* (DC 25), *plane shift* (DC 25), *snuff life* (DC 25), *summon allies* (1 nightwing, 100%)
3/day—*crush skull* (DC 24), *haste*, *heat leech* (DC 24), *greater command* (DC 24), *greater dispel magic*
At will—*confusion* (DC 23), *hold monster* (DC 23), *invisibility*, *neromantic revitalization* (4th level)
Constant—*detect magic*, *see invisibility*

STATISTICS

Str +12; **Dex** +7; **Con** —; **Int** +7; **Wis** +6; **Cha** +10
Skills Athletics +40, Intimidate +35, Mysticism +35, Stealth +35
Languages Abyssal, Common, Infernal; telepathy 100 ft.
Other Abilities spaceflight (Mysticism), unliving

SPECIAL ABILITIES

Blackest Depths (Su) The nebula clouds in which a blackstar nightwave swims become as chill, dark, and heavy as those in the deepest reaches of terrestrial oceans. All nebula clouds within 60 feet are completely dark and creatures within this radius take 6d6 points of B & C damage at the end of their turn each round if they remain in the area at this time. A DC 25 Fortitude save negates the crushing damage. Incorporal creatures and creatures with the aquatic or water subtypes native to deep waters do not take this damage. Any magical light effect within this radius at the beginning of the nightwave's turn is dispelled (as *greater dispel magic*). Nonmagical light sources cannot raise the light level within this aura. This effect does not extend out of the nebula.

Energy Drain (Su) A creature that has been swallowed whole by a blackstar nightwave gains 2 negative levels each round.

Light Aversion (Ex) a nightwave in bright light becomes sickened—the penalties from this condition are doubled if the nightwave is in natural sunlight.

SUMMONED NIGHTWING

CR —

CE Huge undead (extraplanar)
Init +4; **Senses** blindsense (life) 60 ft., darkvision 60 ft., *detect magic*, low-light vision; **Perception** +25

DEFENSE

HP 250

EAC 28; **KAC** 30
Fort +16; **Ref** +16; **Will** +14
DR 15/good and silver; **Immunities** undead immunities; **SR** 25
Weaknesses light aversion

OFFENSE

Speed 30 ft.; fly 60 ft. (Su, good)
Melee bite +27 (8d6+22 plus magic drain)
Space 15 ft.; **Reach** 15 ft.
Spell-Like Abilities (CL 14th)
1/day—*heat leech* (DC 20), *plane shift* (DC 21) *summon allies* (2 greater shadows, 100%)
3/day—*confusion* (DC 19), *greater dispel magic*, *hold monster* (DC 19)
At will—*haste*, *invisibility*
Constant—*detect magic*

STATISTICS

Str +8; **Dex** +4 **Con** --; **Int** +4; **Wis** +6; **Cha** +6
Skills Acrobatics +30, Mysticism +25, Sense Motive +25, Stealth +25
Languages Abyssal, Common, Infernal, telepathy 100 ft.
Other Abilities unliving

SPECIAL ABILITIES

Light Aversion (Ex) a nightwing in bright light becomes sickened—the penalties from this condition are doubled if the nightwing is in natural sunlight.

Magic Drain (Su) The bite of a nightwing drains magical power and energy. When a nightwing bites a foe, the victim must make a DC 20 Will save or one spell effect currently affecting him immediately ends—determine which spell is drained randomly if the target is under the effects of more than one spell. The nightwing heals damage equal to twice the level of the spell drained—hit points in excess of its maximum are instead gained as temporary hit points that last for 1 hour. If a nightwing attempts to sunder a magic item with its bite, its magic-draining bite renders the item nonmagical for 1d4 rounds (if the item is a permanent magic item), drains 1d8 charges (if the item has charges), or renders it permanently nonmagical (if the item is a one-use item). The item (or its wielder, if the item is attended) can resist this effect with a DC 20 Will save. Damage dealt to an item is applied after the effects of magic drain are applied.

B4. CRUSHING DESPAIR (CR 19)

The Latere Nebula is home to an assortment of undead, space-faring constructs, the dragon Ingulnexia (see **B7**), and a small number of outsiders with negative energy affinity. Truly living creatures connected to the Positive Energy Plane don't last long in the void, even if the residents don't find them and murder them just for being alive. Among the living outsiders roaming the nebula are a number of locusdaemons—powerful fiends who embody the hopelessness of death in outer space. Rarely, one of these daemons arrives when a mortal creature dies traversing the nebula, or during its transport from the other side of the Maw. Locusdaemons who arrive here wander the nebula until called by some mortal spellcaster or conscripted by a higher-ranking daemon seeking to bring more death to space.

Creatures: If only one soul in a million pulled into the Titan's Maw became a dreadful locusdaemon there could still be dozens of them floating throughout Latere. These daemons attempt to share their misery with any living creatures they encounter.

LOCUSDAEMON (6)

CR 14

HP 250 (see page 112)

Development: The locusdaemons refuse to allow the PCs to live nor do they care whether the PCs prevail over the Ultari Hegemony. No level of negotiation (barring powerful magical effects) can persuade the daemons not to murder the PCs.

B5. GRAVEYARD OF THE GODS (CR 21)

Any journey through the center of the Latere nebula passes through the Graveyard of the Gods. A dark hollow inside the nebula—free of dust and gas—hosts the immense calcified bodies of dozens of once-powerful beings. Most of these corpses weren't gods but powerful immortal creatures whose remains resist the utter destruction of the Titan's Maw, even as their living forms failed to survive it. Some of them were even the champions of the Accord from the time when intergalactic war raged at its hottest. All have been forgotten in the millennia since they came to rest here.

Though the entire nebula is comprised of the dust of crushed planets, a few structures remain more or less intact. The most ancient of these floating bodies are literally the gigantic remains of deceased immortal powers. The bodies take many forms, but all are larger than the largest earthbound creatures. A few even seem to have other corpses trapped in their orbit.

When the PCs have traveled inward after their encounters with Broln and the locusdaemons, read or paraphrase the following.

What showed as black spaces in the photo-negative appearance of the nebula take more foreboding form about an hour into the nebula. The colossal shapes of once-living creatures, some as large as small moons, float scattered throughout the celestial cloud. After a moment adjusting to the reality of creatures so large they remain visible in deep space, a low voice sounds out threatening words.

“Behold Latere, the graveyard of gods. All life ends and no power resists its inevitability. Gaze upon their bodies and know that nothing is immortal.”

The voice sounds like a combination of animal growls and distant thunder. As it continues, the darkness of space coalesces into a single flat pane of obsidian stretching for hundreds of feet. A humanoid figure composed of solid blackness, save for a craggy white skull-like face, steps onto the glass and advances swiftly. Behind and beside it, several insectoid creatures move up on its flank. Each one has a rotting carapace and a set of clawed legs that more resembles a tangle of vines.

“Nothing on this side of the Maw lives. No life survives. Whatever your errand, you have failed by coming here. Now you must die, as all things must die.”

The strange figure is engulfed in uttermost blackness flowing up from the strange flat plane as the clawed and winged horrors around it take flight.

Creatures devoted to the nihilistic application of death generally care little for leadership roles or other conventions of the living. Over the early decades, however, the amount of death that took place in and around the Titan's Maw spawned uniquely powerful beings and invested them with incredible power. Most notable among these is Arasaim, a rare albino nightwalker directly imbued with divine might by the negative energy plane. Arasaim hasn't just seen worlds crushed in the black hole. He's fought avatars, heroes, and gods—any who entered his realm seeking to conquer death itself.

The only living creature he knowingly allowed to reside in Latere unmolested is the umbral dragon Ingulnexia. When the Principalities yet schemed to spread their dominion over the galaxy, they collapsed a star with fell technomancy as a display of power. They sent hundreds of thousands of souls through the Titan's Maw, as example to those who would resist them, as execution of heroes who defied them, or as extermination of those they deemed incompatible with their future vision. The residents of Latere waited on the other side to welcome corpses, ships, and even planets into oblivion. To verify their enemies remained hopelessly eliminated, they bargained with Arasaim. In exchange for continued rapid use of Latere as a repository for the powerful dead, the Principalities negotiated the permanent residence of one living agent to monitor events and ensure the destruction of anything that survived the wormhole.

Arasaim chafed at this agreement in the beginning, but its power gradually expanded within the nebula of condensed gas and crushed earth. Its discomfort turned to ire when the Principalities were defeated and the stream of vanquished souls dissipated into irregular events. Ingulnexia promised that new champions would resume their work. Combined with the dragon's own prowess, that served as sufficient promise for Arasaim. When the black hole moved near enough to devour some of the planets orbiting the Principalities' home star, its death lust was temporarily sated. Centuries later, the nightwalker despises Ingulnexia and all the living. It waits for an opportunity to dispatch the dragon, devour the Dyson sphere, or receive a payment in millions of deaths to reward its patience. Arasaim may entertain any offer that includes one or more of the three.

During combat with the PCs, Arasaim telepathically demands to know the PCs' purpose in the nebula, then communicates an offer. The nightwalker promises to allow the PCs passage from the nebula to the “star of the PCs' ancient enemies” on the condition they find the umbral dragon in the nebula's center (see **B7**) and slay it. If the PCs agree, Arasaim tells them the dragon lairs in the skull of the dead god at the center of the nebula. It then proceeds to attack until it or the party is destroyed.

While it may bargain with the PCs, Arasaim is constitutionally unable to spare the party. Its unique tie to Latere and proximity to the negative energy plane means it reforms when new creatures die in the Maw or the nebula, so it can fight to the death and still return to verify that any deal it makes with the party is satisfied.

Creatures: Arasaim is one of the single deadliest entities in the cosmos. It abhors all life including the PCs, but it also seeks a way to rid Latere of its living occupants. It threatens and bargains telepathically, even as it fights to destroy them. Arasaim deploys patrols of undead mi-go, who explore the nebula and apprise it of changes and newcomers. They click menacingly but do not communicate out of turn.

ARASAIM, THE DARKNESS

CR 20

XP 307,200

CE Huge undead (extraplanar)

Init +4; **Senses** blindsense (life) 60 ft., darkvision 60 ft., low-light vision, *detect magic*; **Perception** +34

Aura despair (10 ft.)

DEFENSE HP 465

RP 7

EAC 35; KAC 37

Fort +21, **Ref** +21, **Will** +19

Defensive Abilities fortification (60%), void adaptation; **DR** 15/good and silver; **Immunities** cold, undead immunities, vacuum; **SR** 31

Weaknesses light aversion

OFFENSE

Speed 70 ft.

Melee dimensional slice longsword +34 (14d8+32 S)

Multiattack 4 dimensional slice longswords +34 (14d8+32 S), claw +29 (11d10+32 S plus swift sundering)

Space 15 ft.; **Reach** 15 ft.

Offensive Abilities fear gaze (30 ft., Will DC 25), quicken spell-like ability

Spell-Like Abilities (CL 20th)

1/day—*snuff life* (DC 24), *summon allies* (4 greater shadows, 100%)

3/day—*confusion* (DC 23), *greater dispel magic*, *haste*, *hold monster* (DC 23)

At will—*detect thoughts* (DC 20), *invisibility*, *necromantic revitalization* (3rd level)

Constant—*detect magic*

TACTICS

Before Combat Before it utters its final greeting, Arasaim uses its *haste* spell-like ability. These changes are included in this statistics block.

During Combat Arasaim focuses its attacks where possible on spellcasters. It attempts to sunder weapons with its swift sundering ability, and may sunder weapons, armor, or other held or worn items every round. If heavily damaged, it uses a swift action and a Resolve Point to cast a quickened *necromantic revitalization* rather than full attacking. If forced to move rather than making full attacks, it uses its spell-like abilities (and may use *necromantic revitalization* to heal its allied mi-go).

Morale Arasaim rejects the concept of self-preservation. It knows the peculiar nature of Latera will allow it to reform if destroyed so it fights to the death. However, it offers its bargain as soon as the PCs demonstrate themselves as potent warriors.

STATISTICS

Str +12; **Dex** +4; **Con** —; **Int** +5; **Wis** +6; **Cha** +9

Skills Intimidate +39, Mysticism +34, Stealth +34

Languages Abyssal, Common, Infernal; telepathy 100 ft.

Other Abilities spaceflight (Mysticism), unliving

Gear dimensional slice longsword

SPECIAL ABILITIES

Aura of Despair (Su) Arasaim radiates a palpably daunting aura that causes all enemies within 10 feet to take a -2 penalty on

saving throws, and an additional -4 penalty on saving throws against fear effects. Creatures that are normally immune to fear lose that immunity while within 10 feet of Arasaim with this ability.

Fear Gaze (Su) Creatures within 30 feet of Arasaim must succeed at a DC 25 Will save or cower in fear for 1 round. This is a mind-affecting fear effect.

Light Aversion (Ex) Arasaim becomes sickened in bright light—the penalties from this condition are doubled if Arasaim is in natural sunlight.

Quicken Spell-Like Ability (Su) Arasaim can spend 1 Resolve Point to cast its *necromantic revitalization* spell-like ability as a swift action.

Swift Sundering (Su) If the result of Arasaim's claw attack equals or exceeds the target's KAC + 4, Arasaim can automatically sunder an object in the target's possession as a free action.



UNDEAD MI-GO (8)

CR 12

XP 204,800

NE Medium undead (plant)

Init +4; **Senses** blindsight (vibration) 30 ft., darkvision 60 ft. low-light vision; **Perception** +22

DEFENSE

HP 200

EAC 26; KAC 28

Fort +16, **Ref** +14, **Will** +13

Defensive Abilities void adaptation; **DR** 10/magic and slashing;

Immunities cold, electricity, *magic missile*, plant immunities, undead immunities, vacuum; **Resistances** fire 10

OFFENSE

Speed 30 ft., fly 50 ft. (Su, good)

Melee claw +25 (3d4+20 plus grab)

Multiattack 4 claws +21 (3d4+20 plus grab)

Offensive Abilities evisceration (DC 19)

TACTICS

Before Combat Arasaim's undead minions fly around their enemies to flank them. They charge as soon as their master or one of the PCs attacks.

During Combat The mi-go maintain flanking positions, but also move to interpose themselves between Arasaim any creature that seems eager to enter combat with him. They make full attacks and establish pins against easily grappled opponents.

Morale There are countless undead mi-go in the nebula. All fight to the death.

STATISTICS

Str +8; **Dex** +4; **Con** —, **Int** +5; **Wis** +2; **Cha** +4

Skills Bluff +27, Piloting +22, Sense Motive +22, Stealth +22

Languages Aklo, Common, Mi-Go

Other Abilities spaceflight, unliving

SPECIAL ABILITIES

Evisceration (Ex) A mi-go is capable of performing swift surgical operations upon targets that are helpless or that the mi-go currently has grappled. Against such a target, any hit with the mi-go's claw counts as a critical hit that has the severe wound critical hit effect with a save DC of 19. If the mi-go actually scores a critical hit against such a target, the mi-go rolls the damage three times instead of twice, and the save DC increases to 21.

Development: Arasaim exercises supreme authority within the nebula, and swarms of undead mi-go carry its will across the expanse. Once it strikes a deal with the PCs, any undead creature (except the Shadow Storm at **Encounter 7**) within the nebula becomes aware of the bargain and allows the party to pass. If the PCs stop to rest or investigate a location other than the center of the nebula, more mi-go arrive to communicate a warning: The PCs must seek and destroy Ingulnexia immediately or once again be regarded as trespassers. Arasaim's will does not translate to the Shadow Storm, which act as a retinue for the umbral dragon. The shadows are cut off from the will of Arasaim and have no way to warn their liege the PCs are coming.

B6. THE HAUNTS IN OUR STARS (CR 15+)

The story of the Principalities' use of the Titan's Maw is told in the vestigial impressions left by its victims. The following undead entities are tied to the nebula, owing to the actions of the Principalities or the Ultari Hegemony. These entities are concentration of memories and psychic impressions and function like complex hazards or traps rather than typical undead creatures. Though these haunts represent a potent danger to the living, they can be temporarily subdued with the application of positive energy, or by performing a ritual (successful Mysticism check; DCs listed in the hazard's entry). They can act as random encounters (see area **B2**), or as reactive manifestations that occur during or immediately before or after any of the other encounters in this section. They also can serve as standalone events en route to the Titan's Tomb or the Titan's Maw.

Burning Billow A block of brown stone and blue ice appears in mid-space and charges one creature's location (usually a centrally located creature). That creature must succeed on a Reflex save to avoid its impact, which deals 16d12+15 points of bludgeoning damage. The comet then vanishes, leaving a cloud of flammable gases in its wake. At the start of the following round, and each following round for 15 rounds, white-hot embers in the cloud ignite the gases and deal 6d6 points of fire damage to anyone in the cloud. The dense gases obscure vision as a *fog cloud* does. Each round the cloud moves 10 feet in the direction the comet was moving when it vanished.



BURNING BILLOW

CR 16

XP 76,800

Type magical; **Perception** DC 44; **Disable** Mysticism DC 39
HP 300; **Trigger** location; **Init** +23; **Duration** 15 rounds; **Reset** 1 hour

Initial Effect comet strike (16d12 B); **Reflex** DC 24 negates;

Secondary effect burning clouds (6d6 F per round, 40 ft. radius, moves 10 feet per round); multiple targets (all targets in the area); area affected by *fog cloud*

Death Screams The last gasp of air for many of the Principalities' enemies was spent screaming in protest of their execution. When this haunt manifests, the void remembers their torment and amplifies it. A vortex of swirling colors opens. Any character can attempt a Perception check to notice that the streaks of light pulled into the vortex are the elongated bodies of thousands of creatures distorted by a sudden change in gravity. As the creatures are pulled into this vortex, they scream in pain, dealing negative damage and potentially killing any targets in the area.

DEATH SCREAMS

CR 15

XP 51,200

Type magical; **Perception** DC 42; **Disable** Mysticism DC 37
HP 275; **Trigger** location; **Init** +22; **Duration** 2 rounds; **Reset** 1 hour

Initial Effect *control gravity* (40-ft.-radius area); **Secondary effect** piercing wail (14d12+15 negative energy damage); multiple targets (all targets who can hear); targets are slain (Will DC 23 negates)

Prismatic Peril This haunt manifests as an immense energy barrier and mimics the multiple ways the Principalities' victims perished over their centuries-long campaign before they were defeated.

PRISMATIC PERIL

CR 19

XP 204,800

Type magical; **Perception** DC 48; **Disable** Mysticism DC 43
HP 413; **Trigger** location; **Init** +27; **Duration** 1 rounds; **Reset** 1 hour

Initial Effect energy barrier (vertical wall 68 feet high by 136 feet long), blinded 2d4 rounds (DC 26 Fortitude negates)

Development: The intelligent residents of Laterre are aware of the haunts that move through local space. If one of Laterre's inhabitants follows the PCs, it gains a +5 bonus on any Perception checks or saving throws to detect a haunt or avoid its effects.

B7. TITAN'S TOMB (CR 21)

The corpses in the Graveyard of the Gods float in a slow rotation around the nebula's center, with the largest body turning in place for millennia. Over two miles long, this (legitimately) dead god's body now serves as the lair of the umbral dragon Ingulnaxia. The corpse's size and characteristics afford it a low

gravity. Acrobatics checks to jump receive a +5 bonus anywhere on the dead god's body. Any creature within 200 feet of the corpse falls toward it at a rate of 60 feet per round. The last few breaths of this deceased god clung to the corpse and created a stale atmosphere. It smells like death but is breathable and carries sound.

The surface of the body is chalky and calcified, with wrinkles of dead flesh easily breaking off and shallow craters forming under the PCs' feet. Acrobatics checks to move over the surface take a -5 penalty, but don't count as difficult terrain. Smaller god-corpses have been drawn into the floating divine planetoid where she makes her home and become embedded in the flesh-dust of the great titan's body. A sample embedded skeleton map is provided here, with an assumed scale of 10 feet per square; however, if you prefer a more titanic scale for this confrontation, by all means expand the scale of the map to 20, 30, 50, or even 100 feet per square. The giant ribs and bones are the strength and consistency of stone for all purposes.

The wyrm lives in the vacuum of space in relative comfort. Her affinity for negative energy protects her from the eroding influence of the divine corpse that makes up her lair. Her extraplanar nature enables her to live in outer space indefinitely—even going months at a time without hunting the nebula for scarce morsels of food (usually one of the undead mi-go). Dragons are patient creatures, and Ingulnaxia can devote years to lethargy without damaging her pride. She adds to her collection of diamonds and shadows when she can, and otherwise comports herself as the aimless lord of Laterre.

When the PCs arrive on the floating corpse that serves as her home, Ingulnaxia lies curled in one of the eye sockets of the immense skull at one end of the vaguely humanoid form. Unless the PCs are incredibly quiet, it's likely she'll notice at least one of them traversing the surface of her home. She speaks from her lair, audible across the terrain of crumbling flesh. The dragon quickly deduces the PCs' purpose (it is unlikely they would survive and happen on her by accident unless Arasaim bargained with them) and attempts to convince them to abandon their errand. While the dragon sincerely believes she and her retinue of shadows can prevail against a small band of mortals, she also wants to preserve her strength in case the nightwalker attacks. She tells the party they've little hope of defeating her in combat, and in any event almost nothing survives passage through the Titan's Maw. She promises to allow the party to pass if they leave her domain and flee the nebula.

Ingulnaxia has one other gambit in mind during this negotiation. She sends out one shadow after another, each flying out from the skull in the attempt to form a circle around her enemies. Characters may notice the movement of these shadows with a DC 40 Perception check, with a cumulative +1 to the DC for each ten feet of distance between the character and the closest shadow. If the PCs choose to attack, the shadow storm joins combat immediately.

Creature: The great dragon lairs in the skull of the deceased god. As she speaks with the party, she casts *haste* upon herself

and her shadows and then sends them slinking incorporeally through the ground to take up positions around the PCs, moving along with them and erupting out of the ground when combat begins.

INGULNEXIA, SHADOW IN THE VOID

CR 19

XP 204,800

CE Gargantuan dragon (extraplanar)

Init +5; **Senses** blindsense (vibration) 60 ft., darkvision 120 ft., see in darkness; **Perception** +32

Aura frightful presence (240 ft., DC 24)

DEFENSE

HP 415

EAC 33; KAC 35

Fort +22, **Ref** +22, **Will** +18

Defensive Abilities void adaptation; **DR** 15/magic and piercing; **Immunities** cold, death effects, energy drain, necromancy effects, paralysis, radiation, sleep, vacuum; **SR** 30

OFFENSE

Speed 40 ft., fly 200 ft. (Su, average)

Melee bite +34 (15d6+30 P)

Multiattack bite +30 (4d12+30 P), 2 claws +30 (4d12+30 S), tail slap +30 (4d12+30 B)

Offensive Abilities breath weapon (50-ft. cone, 20d8 C, DC 24), crush (15d6+30 B), shadow breath (30 ft. cone, 6 Str, DC 24), ghost bane

Spell-Like Abilities (CL 19th)

1/day—*control undead* (DC 24), *disintegrate* (DC 24), *necromantic revitalization* (6th level), *snuff life* (DC 24)

3/day—*enervation*, *shadow walk*, *resistant aegis*

At will—*haste*, *holographic image* (4th level, DC 22), *invisibility*

STATISTICS

Str +11; **Dex** +5; **Con** +9; **Int** +6; **Wis** +9; **Cha** +6

Skills Bluff +37, Mysticism +37, Sense Motive +32

Languages Abyssal, Bellianic, Common, Draconic, Jagladine, Ultari, Undercommon

Other Abilities no breath, spaceflight (Mysticism), umbral scion

SPECIAL ABILITIES

Ghost Bane (Su) Ingulnexia's physical attacks deal damage to incorporeal creatures normally.

Shadow Breath (Su) Three times per day, Ingulnexia can breathe a 30 ft. cone of shadows dealing 6 points of Strength drain and blinding creatures for 1d4 rounds. A successful DC 24 Fortitude save negates the blindness and reduces Str drain to 1d3 points.

Umbral Scion (Ex) Ingulnexia is immune to energy drain and death effects. In addition, any effect that heals or otherwise bolsters an undead creature (such as *necromantic revitalization*) affects Ingulnexia as if she were an undead creature.

THE SHADOW STORM (16)

CR 9

Variant greater shadows

CE Medium undead (incorporeal)

Init +6; **Senses** darkvision 60 ft.; **Perception** +17

DEFENSE

HP 145

EAC 22; KAC 24

Fort +11, **Ref** +11, **Will** +10

Defensive Abilities incorporeal; **Immunities** undead immunities

OFFENSE

Speed fly 40 ft. (Su, good)

Melee incorporeal touch +21 (1d6 Strength)

Offensive Abilities create spawn, strength damage

TACTICS

Before Combat The shadows swarm out of the giant skull in pairs, stealthily moving across the ground until they surround the party. They circle around her like bats for a second and then charge the PCs.



During Combat Ingulnexia's shadows learn after their initial attacks who is the easier target and swarm that opponent. When one target collapses from loss of Strength they choose a new one and repeat this tactic.

Morale The shadows obey Ingulnexia with no sense of self. They attack until destroyed.

STATISTICS

Str+0; **Dex** +6; **Con** —; **Int** +0; **Wis** +3; **Cha** +4

Skills Acrobatics +17, Stealth +22

Languages Common, Ultari (cannot speak)

Other Abilities unliving

SPECIAL ABILITIES

Create Spawn (Su) A humanoid creature killed by a greater shadow's Strength damage becomes a greater shadow under the control of its killer in 1d4 rounds.

Strength Damage (Su) A greater shadow's touch deals 1d6 points of Strength damage to a living creature. This is a necromancy effect. A creature dies if this Strength damage equals or exceeds its actual Strength score.

Hazard: The grounds for Ingulnexia's lair is the corpse of a forgotten god. While the entity is long-deceased and not even its name lingers, its dead body responds to the presence of living creatures. At the beginning of each round, any living creature in contact with the body must succeed on a DC 25 Fortitude save or gain a permanent negative level as its life force drains into the corpse. Creatures protected by *death ward* are immune to this effect; however, the necrotic energies of the god-corpse act as a *dispel magic* effect against *death ward* (and similar effects, at the GM's discretion) which occurs whenever a creature comes within 30 feet of the skeleton or appears anywhere inside the span of its ribs or bones (caster level 15th). Each round a creature begins its turn within this area, this *dispel magic* effect recurs with a cumulative +1 bonus on the caster level check each round. This bonus applies separately to each character, so the check might be +2 vs. a PC who has spent two rounds inside the area but only +1 against another character beginning their first round in the area.

A creature with more than 8 Hit Dice who dies in this way becomes a greater shadow in 1d10 days and joins the other members of Ingulnexia's shadow storm. The dragon herself is not harmed because of her affinity for negative energy.

The life-draining nature of the corpse is incidental; the dead god isn't trying to resurrect itself and truly reviving it might take the combined energy of a thousand powerful believers.

Reward: Over the centuries, Ingulnexia scavenged the remains of dead heroes (even entire planets). Those toys she recovered from the black hole share durability as a common trait. Inside the cavernous eye socket that makes up her lair are a nanotube carbon skin, and a disintegration hoop. Most precious metals don't survive the Titan's Maw or the tarnishing influence of Latere, but over the centuries, several masses of bodies, bones, and ash have emerged from the black hole compressed into crude diamonds of impressive size. The collection is worth about 100,000 credits to a talented jeweler.

Development: With Ingulnexia destroyed, Arasaim (or one of the undead mi-go) makes its way to the PCs to keep the nightwalker's bargain. Arasaim tells the party about the Titan's Maw and the dangers of traveling through it but swears that the wormhole will deposit them near their desired destination. If they ask how it knows, it tells them that the ultari, in their temerity, use the other end of the wormhole as an undignified garbage dump, expelling their refuse into it to be compressed and consumed by the Titan's Maw. They do not know that the singularity works both ways, for those with the daring and the destiny to traverse it.

B8. EVENT HORIZON (CR 21)

The wormhole that connects Latere to the Principalities' home star floats in space, offset from the center of the nebula by hundreds of miles. As they approach, characters can detect the existence of larger particles of dust in a trail that suggests (with a DC 30 Engineering or Life Science check) a powerful destructive event, though it also hastens their arrival. **Hence, traveling to area B8 takes only half the normal amount of time.** The "current" of this matter as it flows out into the nebula indicates the particles enter space from a different location. As this information directs the party toward the Maw, it becomes clear an immense sphere of empty space hangs amid the crushed rocks and fine dust.

Once the PCs arrive on the scene, the Maw is still over 1,000 miles away. Read or paraphrase the following text.

If the expanse of space can have a hole in it, this seems the perfect manifestation. A black sphere of darkness floats some distance away. It turns to a flat disc and at times appears as a funnel with tiny motes of light or crushed asteroids spiraling into existence from the disc's flat edge or the sphere's center. In addition to the rapid, inconsistent changes in shape, the hole also seems to change in size based on the objects emerging from it. It's clear during these transitions that the matter and energy expelled by the hole do not come from the visible space on the other side of it. However dangerous the journey, the hole leads somewhere far away.

The Titan's Maw is a stable wormhole made possible by a regular diet of matter and its proximity to the negative material plane (see the sidebar for a more detailed discussion of the Maw's theoretical nature). Though most characters trained in Life Science understand terrestrial flora and fauna, a space-faring character with significant exposure to cosmic events can warn the party of the incredibly destructive potential of entering the Maw with a DC 30 Life Science or Mysticism check. First, their physical forms are distorted by rapid acceleration toward the black hole. Then, the raw elemental energies created by the wormhole's destructive power ravage anything inside the event. Finally, the existence of dark matter erodes the life force of any creature passing through the singularity. The PCs must exploit potent defensive abilities to traverse the very mouth of the negative energy plane. If they survive, they pull through the Titan's Maw and arrive just above the Dyson sphere in **Chapter 2**.

RIBCAGE

1 Square = 10 feet



BLACK HOLES AND MAYBE UNIVERSES

For all the films and theories, quantum science has barely scratched the surface of truth about black holes and similar phenomena. As a hybrid of science fiction and high fantasy, *To Kill A Star* combines several modern explanations for traveling through black holes and applies a fantasy twist. Drawing from the remarks of Einstein and Rosen, Wheeler, and Thorne, the Titan's Maw has characteristics of both a rotating Kerr black hole and an Einstein-Rosen bridge. Its features include a Cauchy horizon stabilized by a ring of negative energy, which allows the singularity to exist in multiple dimensions at once. Understanding the adventure's approach to the black hole may help describe the PCs' dynamic (and deadly!) journey through it to the captive star on the other side.

As the player characters approach the wormhole, it visibly exists in three dimensions. The black sphere contains strange constellations, clearly visible in the center of the sphere, and blurred as a character looks toward the outside of the event. As the PCs approach, the incredible gravitational and elemental forces transform any matter into one-dimensional rays of energy. As they touch the surface of the sphere, it becomes a flat plane perpendicular to each individual creature's approach. Inside the event, all matter that has ever traversed the wormhole is separated into its individual elements and stabilized by a ring of negative energy. This accounts for the damage the PCs take during their trip.

Once a character pulls through to the other side, a creature's physical reality and senses return to normal. It emerges from the event as a single ray and once again becomes a three-dimensional being. Whether a character survives this incredible experience is determined by the damage it takes as it passes through.

Hazard: Without knowing the true location of the ultari homeworld, the only way to reach the Dyson sphere and confront the ultari is to travel through the wormhole. If they survive, the PCs emerge in a completely different system hundreds of stars away.

Normally, no energy or matter can pass through the event horizon without being completely destroyed. Any creature caught within the Maw's gravitational pull must spend 2 Resolve Points or be destroyed instantly and irrevocably with no chance of resurrection. Creatures that expend 2 Resolve Points navigate the three-dimensional wormhole and are pulled into its center by incredible forces, until their physical form becomes a single one-dimensional ray. This process deals 20d6 points of bludgeoning damage to each creature or unattended object passing through the event horizon (DC 27 Fortitude half) and exposes creatures to the effects of severe radiation (DC 27 Fortitude negates; see page 140).

In addition, almost all matter that passes through the void breaks down into basic elements and energy. These forces remain trapped in time, such that creatures or unattended objects passing through the event are exposed to every bit of particulate matter and component energy that has ever existed before being expelled on the other side of the bridge. These particles deal an additional 12d6 points each of acid, cold, electricity, and fire damage. Finally, the outer ring of the event is stabilized by a current of exotic matter that deals 20d6 points of negative energy damage to each living creature passing through the wormhole. Each instance of damage caused by the wormhole can be halved if a creature succeeds on a DC 27 Fortitude save (roll once for each type of damage).

Player characters have access to a wide array of resources that may help them survive this journey, but at the least they should have access to abilities, items, or spells that improve their energy resistance, hit points, and saving throws. Among the effects they are likely to have:



- Any PCs using *greater resistant armor*, *resistant aegis* or a similar spell to resist the life-draining effects of the nebula gains energy resistance 20 against negative energy.
- A character able to become incorporeal or ethereal takes half damage from most effects of the Titan's Maw, other than radiation and negative energy damage, which have their full effect.
- Using *remove radioactivity* grants temporary immunity to radiation.

Development: PCs who send other creatures or objects through the Titan's Maw to observe their passage through the singularity notice immediate redshifting as it moves toward the wormhole. Any article traveling toward the black hole appears to elongate and slow terminally until it actually reaches the event horizon (the flat plane of the black hole), at which time it disappears, pulled through space to the PCs' arrival point in **Chapter Two**.

Once the PCs successfully traverse the Titan's Maw in reverse, they arrive in empty space outside the ultari's adopted home system. Their Dyson sphere encompasses almost the entire range of the former second planet's orbit. The ejection of the wormhole speeds them towards the sphere and into a belt of debris that surrounds it, and they must escape from the wormhole's collapse and move toward the Dyson sphere as the adventure continues in **Part Two**.

PART 2: THE SPHERE

The Dyson sphere surrounding Faa Dlan is immense at a scale difficult to even conceive, being over a hundred million miles across, encompassing the entire star and some of its nearest planetoids within its span. From the outside, the sphere is nearly imperceptible at first, occluding the star's light as it absorbs its energies, but the PCs know where to look to find it. It first appears as a shadowy blurring of the starfields beyond that becomes clearer as the PCs approach and their senses clear, revealing a dim translucence of its own and an unimaginably vast circumference.

The sphere itself is not a solid construct but is primarily a shroud of energy akin to a vast *wall of force*, held together by a web-like network of satellite stations that regulate the vast radiant energies absorbed by the star and channel them back to Atlas Prime. These stations protrude like towers above the exterior of the sphere's immense curvature, extending into space and surmounted with sensor arrays and deadly defense weapons.

Debris Field: The PCs are ejected back into empty space as the Maw begins to open, passing through a debris field of ejecta from the sphere, much of it encased in 10-foot cubes of ice. This debris screens their appearance from the sensors of the Sphere, as nothing ever comes *out* of the Maw, so they merely appear floating amid the junk.

As they emerge, PCs may crash into this floating debris, taking 5d6 points of bludgeoning damage (DC 15 Reflex half). The opening of the Titan's Maw singularity begins as a beacon of oscillating light but it begins to collapse in on itself 2d4 rounds later, at which time its gravitic force begins agitating the debris and drawing it back towards the Maw. Each round thereafter, creatures in the debris field are battered by the accelerating and agitating debris as above, with the damage increasing by 1d6 per round and the save DC increasing by 1 per round, to a maximum of 20d6 and DC 27. Once it reaches this level, on the following round creatures still in the debris field that fail their Reflex save are sucked back into the Titan's Maw and ejected back into the Latere Nebula along with the surviving debris as the Maw collapses completely. Any creature killed within the debris field while the Titan's Maw is collapsing is sucked into the black hole 1 round later.

Creatures failing a save against the debris field take a cumulative -1 penalty on further saves against it for each failed save as they are battered and dragged back towards the singularity. Incorporeal or ethereal creatures take no damage from the debris field, while creatures in gaseous form take half damage.

In order to escape the debris field, PCs must move at least 1000 feet away from their arrival point. Creatures moving at half speed gain a +2 circumstance bonus on saving throws against the debris field, while creatures taking the run action automatically fail their save against it.

Once they have escaped the debris field, they have an additional 4000 feet to cross to get to the surface of the sphere.

Teleportation: While the PCs cannot teleport through the sphere or into the Sentinel Tower below, they certainly can use teleportation effects to escape from the debris field. Teleportation is difficult while the Titan's Maw is open, as its gravitic distortion warps the interdimensional pathways nearby, requiring a successful DC 30 caster level check. If the check fails by 5 or less, the teleportation effect does not function at all, but all creatures take 1d6 points of damage per point of the check less than 30. If it fails by more than 5, the teleportation effect is disrupted and bent back towards the Maw, dealing 6d6 points of damage and moving them 2d10 x 10 feet closer to the black hole.

Stealth and Detection: Once the PCs escape the debris field, they can continue towards the sphere. Their initial approach deposits them in the debris field, where they cannot be detected (unless they create a dramatic visual effect, at the GM's discretion). In addition, the opening of the Titan's Maw is accompanied by a broad-spectrum radiofrequency burst that "blinds" the sensors of the tower for 1d4 minutes, reducing the range of the tower's blindsense to zero and its Perception bonus to +0. After this time, the tower's sensors begin to reset and the tower's Perception bonus resets to +10 with no blindsense. Each round thereafter, its Perception bonus increases by 1 and its blindsense range increases by 200 feet, up to its normal levels after 2 minutes.

If the PCs act in a way that draws obvious attention to themselves while approaching through open space, they face a barrage of fire from the railgun turrets mounted atop the tower, and the klaven dragoons assigned to guard the tower scramble to intercept them.

RAILGUN TURRET (2)

CR 14

XP 38,400

Type technological; Perception DC 41; Disable Engineering DC 36

EFFECTS

Trigger psycholocation (blindsight 2000 ft.) plus electric eyes (Perception +30); **Init** +21; **Reset** automatic (1 round; see text)

Effect railgun +29 (14d12+7 P), range increment 200 ft. A railgun's shot affects all creatures in a line 2,000 feet long. Shots fired from the railgun ignore the first 10 points of hardness of any object in the line; however, if any obstacle in its path takes no damage due to hardness or damage reduction, the line ends at that point and does not affect any creatures beyond that target. Each railgun turret has enough ammunition and power charge for 20 shots. Reloading and recharging a railgun turret takes 1 minute.

Special Each railgun turret is crafted from a mithral-orium alloy and has hardness 17, EAC 27, KAC 31, and 250 hit points. Each turret uses its own initiative in combat. While technically mindless, turrets are controlled by a resonant psychoelectronic consciousness embedded in its orium construction that interfaces with telepathic sensor arrays mounted in each tower. Their psycholocation sensors can detect the location of any non-mindless creature at a range of 2,000 feet as if using blindsense. If they detect any creatures that are not accompanied by ultari or onaryx, they begin firing. They take aim to maximize multiple targets in line if possible; if not, the turrets target creatures at random. The turrets' optic sensors are also highly refined, taking only a -1 penalty on Perception checks for every 100 feet. Turrets can sense creatures within 200 feet as if they had blindsight as long as their psycholocation can detect them.

As soon as a railgun turret's sensors are activated, a myrmidon robot detaches from each one and flies out to investigate the intruders, greeting incoming ultari and onaryx and anyone accompanying them and assaulting any unescorted creatures, beginning with its rocket launcher and laser rifle at long range before closing to melee. As long as a railgun turret is active, it conveys the location of targets detected by its psycholocation continuously to its slaved myrmidon robot, allowing the robot to always target the correct square of creatures it detects. If the railgun turret is destroyed, the robot can still use its own senses (including its ability to see invisible creatures) to attack intruders.

ROBOTS, MYRMIDON (2)

CR 11

XP 12,800

HP 180 each (see page 121)

RED ALERT (CR 17)

When the psycholocation sensors are triggered, the two railgun turrets mounted on the tower begin firing at intruders, while within the tower a pair of klaven dragoons is released from psionic stasis and spring into action. 1d3+1 rounds after the alert is triggered, the dragoons emerge mounted upon their solar dragon steeds from the dragon hangar gates to intercept and destroy any intruders.

SUNDRAGON STEED (2)

CR 11

XP 12,800

Young adult solar dragon

LN Huge dragon (fire)

Init +4; **Senses** blindsense (vibration) 60 ft., darkvision 120 ft., see in darkness; Perception +20

Aura alien presence (170 ft., blinded 2d4 rounds; DC 18)

DEFENSE

HP 180

EAC 24; KAC 26

Fort +15, **Ref** +15, **Will** +12

DR 5/magic; **Immunities** fire, paralysis, sleep

Weaknesses vulnerable to cold

OFFENSE

Speed 40 ft., fly 200 ft. (Ex, average)

Melee bite +24 (4d6+19 P)

Multiattack bite +20 (2d6+19 P), 2 claws (2d6+19 S), tail slap (2d6+19 S)

Ranged yellow star plasma rifle +21 (2d10 E & F; burn 1d8)

Space 15 ft.; **Reach** 10 ft. (15 ft. with bite)

Offensive Abilities breath weapon (80-ft. line, 12d10 F, Reflex half DC 18, usable every 1d4 rounds), crush (4d6+19 B)

Spell-Like Abilities (CR 11th)

1/day—*mystic cure* (12d8+4), *telepathic bond*

3/day—*haste*, *remove affliction*, *slow*, *synaptic pulse* (DC 17)

At will—*force blast* (DC 16), *see invisibility*

STATISTICS

Str +8, **Dex** +4, **Con** +5, **Int** +3, **Wis** +4, **Cha** +4

Base Atk +17; **CMB** +32; **CMD** 43 (47 vs. trip)

Skills Athletics +25, Acrobatics +20

Languages Draconic

Other Abilities channel life (8d8, 6/day), solar adaptation, spaceflight, void adaptation

SPECIAL ABILITIES

Channel Life (Su) A solar dragon can use a healer mystic's healing channel connection power, treating its CR as its mystic level.

The dragon need not spend a Resolve Point to use this ability, but it can use this ability only a number of times per day equal to 3 + one-third its CR.

KLAVEN DRAGOON (2)

CR 14

XP 38,400

Klaven human soldier

LE Medium humanoid (human, klaven)

Init +1; Senses darkvision 60 ft., low-light vision; Perception +25

DEFENSE

HP 250

EAC 28; KAC 30

Fort +18, Ref +16, Will +12

Defensive Abilities explosives acumen; Immunities fear;

Resistances cold 5, fire 5

Weaknesses malign influence

OFFENSE

Speed 15 ft., fly 20 ft. (poor)

Melee zero-edge longsword +24 (7d6+22 S; severe wound)

Multiattack zero-edge longsword +23 (7d6+22 S), 2 claws +23 (3d12+22 S)

Ranged white star plasma rifle +27 (4d10 E & F; burn 1d10) or mk 4 shock grenade +27 (60 ft., explode [6d12 E; 15 ft.])

Offensive Abilities debilitating attack, heavy fire, nimble fusillade, soldier's onslaught

TACTICS

Before Combat Klaven dragoons order their mounts to cast spells in preparation for battle. The solar dragon mounts cast *telepathic bond* to enable psychic communication between themselves and their riders.

During Combat Klaven dragoons attack from range and order their mounts to cast offensive and disruptive spells before unleashing their brutal attacks. If confronted with invisible opponents, they use their dragons' blindsense and *see invisibility* to locate their prey.

Morale Klaven dragoons retreat if they or their dragons are reduced below 20 hit points. If unable to flee, they fight to the death.

STATISTICS

Str +8, Dex +6, Con +4, Int -2, Wis +2, Cha -2

Skills Athletics +30, Acrobatics +25

Feats Opening Volley

Languages Common, Draconic

Other Abilities converted host, energy modulation (3/day), fighting style (bombard, hit-and-run), grenade expert, nanite exchange

Gear klaven spacesuit, mk 4 shock grenade (3), white star plasma rifle with 2 high capacity batteries (40 charges each), mk 3 serum of healing (2), commando serum of enhancement (2)

SPECIAL ABILITIES

Converted Host (Ex) Klaven transformations leave nothing for restoration of a base creature to its original self. As a result, klaven cannot be killed and returned to life with *raise dead* or similar effects, though spells such as *miracle* and *wish* could be used to do so.

Energy Modulation (Su) As a reaction, klaven can treat positive and negative energy effects as if it were an undead creature, taking damage from positive energy and healing damage from negative energy. This effect lasts until the start of the klaven's next turn. The ability can be used once per day at CR 1; twice per day at CR 8; and three times per day at CR 12.

Nanite Exchange (Su) Klaven nanites swarm around them on a microscopic level, providing a continuous awareness of the location and condition of other klaven within 60 feet, as the *status* spell. The range of this ability increases to 100 feet for klaven of CR 8 or higher, and up to one mile for klaven of CR 12 or higher. Klaven can communicate with one another by passing memories and sensory information through their nanites but must come into physical contact to do so. This exchange of memories requires a full-round action and only consists of perceptions and first-hand experiences. Klaven cannot exchange skills, special abilities, or other individual qualities in this manner.



BREACHING THE SPHERE

Once the PCs evade or overcome the first waves of defenders, they must find a way inside the sphere. They most likely will attempt to break into the relay tower, especially if they have information about the sphere from the nightshades, but creative PCs may choose to simply break through the surface of the sphere itself. If they do, they discover that the sphere's surface is nearly impervious to damage, having the characteristics of a *wall of force* (caster level 20th). The outer surface of the sphere repels creatures attempting to approach it as a *force blast* spell (Reflex DC 25), and if attacked it has hardness 40 and 600 hit points per 5-foot section, and each damaged square repairs damage at a rate of 10 points per round. A *disintegrate* spell or similar effect negates a 10-foot-square section of the sphere for 1 round, after which it reforms at full strength. The sphere also prevents teleportation and divination effects from going through it and prevents creatures in the area within 10 feet above and below it from shifting planes.

C. THE SENTINEL TOWER

PCs close enough to see the tower may observe the dragons and dragoons emerging from the dragon hangars and seek to enter there, while those who have spoken with the nightshades also are aware of the presence and location of the garbage chute hatch as a possible point of ingress. If neither is the case, PCs approaching can spot the lighted viewports and hatch that mark the main airlock at area B1.

The orium alloy of the tower blocks teleportation through its walls and floors, though teleportation effects that move a creature entirely within an open space but do not pass through a solid barrier function normally. Creatures entirely within a tower cannot summon creatures from outside it, though creatures already summoned that enter the tower still disappear at the end of their summons. Unless noted otherwise, the interior walls and floors of the tower have hardness 15, 180 hit points per 5-foot section, and a break DC of 33. Exterior walls have hardness 20, 300 hit points per 5-foot section, and a break DC of 38. Most areas within the tower have both artificial gravity and artificial lighting that provides dim light, increasing to normal light 1 round after a creature enters a room and persisting at that illumination level for 1 minute after creatures leave that area.

Navigating the Tower: The towers are large, and not all areas of the tower are not detailed or mapped. Instead, finding their way around the towers requires a combination of skills to get from one place to another, allowing them to decipher passcodes and operate doors and turbolifts moving between different levels of the tower.

Making their way from the Entry Level to the Core Level, or from the Core Level to the Lower Level takes 2d6 minutes, but they can reduce this amount of time with a successful DC 45 check against any of the following skills: Athletics, Culture, Engineering, Perception, Stealth, and Survival. Each character

THE SOLAR LATTICE

To Kill A Star concludes the epic Legendary Planet adventure path, pitting the player characters against godlike adversaries and the deadliest environments imaginable. In addition to the abilities they have accrued as a result of their advanced levels and accomplishments, the PCs discover a strange new source of power as they investigate and explore the Dyson Sphere that surrounds the star Faa Dlan. A lattice of mystical energy interweaves throughout the ultari homeworld like leylines. This energy concentrates in the capital of Atlas Prime and is the result of ultari efforts to drain renewable power from the star itself. Once they pass through Titan's Maw, the PCs can access these energies at will. Each PC gains a pool of 4 Lattice Points (LP) that represents their attunement to Faa Dlan's mystical network. PCs recover these points each day when they would normally recover their Resolve Points. The PCs can use their Lattice Points in any of the following ways.

Empower Self: A PC can expend 1 Point to increase the DC of a class ability, spell, or other ability that requires the target to make a saving throw by +4. The PC must declare the use of this ability before the spell's target attempts their saving throw.

Alter Destiny: A PC can expend 1 Point to reroll a failed saving throw with a +2 bonus and take the better result.

Spiritual Regeneration: A PC can expend 1 Point to heal 1d6 Hit Points per four character levels (5d6 HP at 20th level).

Mystic Recharge: A PC can expend 1 Point to fully recharge a touched technological item or battery.

Unfortunately, accessing the network within Atlas Prime exposes the PCs to an ultari-designed tracking weapon, the disease known as soul ravage. Details about soul ravage's progression can be found in this adventure's gazetteer (page XX).



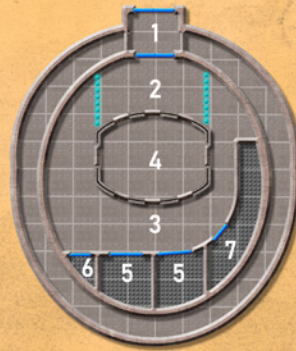
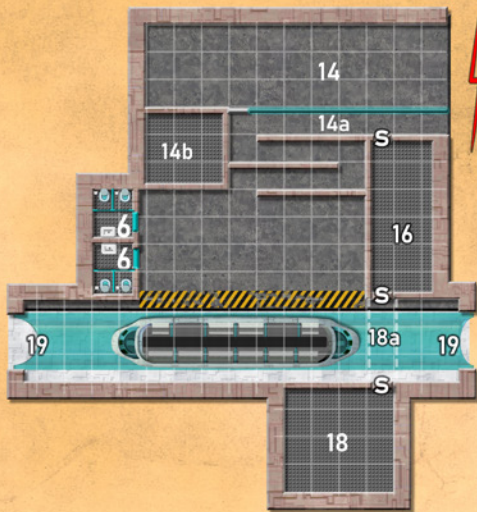
can spend one minute making a check against one of these skills, with a successful check reducing the amount of time required to get to the next level by 1 minute. A character fluent in Jagladine or Ultari or who possesses psychic abilities gains a +2 circumstance bonus on any of these checks (+4 if both apply). If a character beats the DC by 10 or more, they gain a +2 circumstance bonus on their next check with that skill to navigate the tower.

If a character fails a skill check by 10 or more, or rolls a natural 1 on any skill check, they trigger a dangerous mechanical malfunction or attract the attention of workers or guards in the tower. The interior of the tower is largely unmapped, but most encounters are apt to take place in a corridor area (5 or 10 feet wide), getting onto or off of a turbolift, or you could devise any simple encounter map that would make sense in a large industrial-style building. PCs might find themselves in a dead-end corridor or opening a door or hatch that they have misread in a dangerous way. For the shocking and electrified

THE SENTINEL TOWER & TUBE STATION



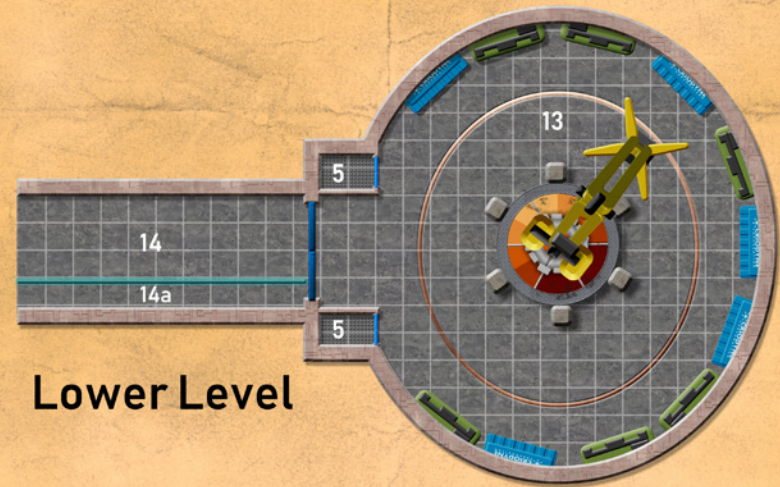
Tube Station



Entry Level



Core Level



Lower Level

door traps, you also could easily replace those with caustic acid spills, burning fuel lines or spraying hypercoolant if you wish to change up the type of challenges the party faces.

D6 ROLL	CR	ENCOUNTER
1	15	1d3 klaven grenadiers (see Area 4)
2	9	1 jagladine tech team (see Area 9)
3	14	2 jagladine tech teams and 1 clockwork golem (see Areas 9 and 11)
4	9	shocking floor trap
5	12	shocking floor trap and electrified door trap
6	13	plasma core leak

ELECTRIFIED DOOR CR 11

XP 12,800

Type technological; Perception DC 36; Disable Engineering DC 31 (rewire circuits)

Trigger touch (see text); Reset automatic (1 minute; see text)

Effect 12d12 electricity damage (Reflex DC 20 half)

PLASMA CORE LEAK CR 13

XP 25,600

Type technological; Perception DC 39; Disable Engineering DC 34 (repair leak)

Trigger proximity; Reset automatic (1 minute; see text)

Effect plasma leak (14d12 E&F); Fortitude DC 21 half; multiple targets (all targets in room)

SHOCKING FLOOR TRAP

CR 9

XP 6,400

Type technological; **Perception** DC 33; **Disable** Engineering DC 28 (rewire plates) or DC 30 (disable alarm)

Trigger proximity; **Init** +15; **Duration** 6 rounds; **Reset** none

Effect electrical arc +22 ranged (10d10+5 E); multiple targets (all targets in a 40-ft.-square room)

Entering the Tower: An airlock chamber is located at the upper end of the tower and is the typical point of entry for creatures coming from outside the sphere. Clever PCs who are aware of the garbage dumping by the inhabitants may search for a garbage chute to force an entry by stealth. The massive gates of the dragon chamber may at first appear to offer a means of entering the tower, but they are a self-contained dwelling area for the spaceborn dragons and their riders and do not connect directly to the tower's interior.

DRAGON HANGAR

Reinforced metal doors swing open to reveal a vast, cavernous chamber with numerous small platforms, perches, and catwalks around its edges. The metal of the interior is scorched and blackened. At each end of the chamber is a small windowed cell overlooking the hangar.

This massive chamber is 60 feet deep, 90 feet wide, and 300 feet long. Its gates are alloyed with adamantine, with a hardness of 20, 320 hit points per 5-foot section, and a break DC of 38. Their locking mechanism is also exceptionally secure (Engineering DC 55 to disable). The doors open when activated by the klaven dragoons and swing closed at the end of the dragoon's turn.

Inside the hangar, multiple massive bars and perches provide areas for the dragons to climb and stretch as they wish.

Hazard: When the doors are closed, the dragon hangar also becomes extremely hot and filled with bright light, dealing 1d6 points of fire damage per round (no save) to creatures within and causing them to become dazzled.

There is no artificial gravity or atmosphere in the dragon hangars. The dragon hangars do not directly connect to the tower's interior, but there is a dragoon chamber at each end where the dragonriders spend their time when not on alert or on patrol.

Note: Because of their size and the likelihood that they will not be explored, these areas are unmapped. If PCs choose to enter a dragon hangar, use the dimensions above to resolve tactical movement as necessary.

DRAGON CHAMBER

This austere bedroom holds a large vertical glass tube in one corner and opposite a rack for weapons and helmet. A small bank of cabinets stands adjacent to a collapsible table and chair folded up against the wall.

The dragoons remain in stasis in these chambers built into their dragon hangar in between alerts and activations. The cabinets contain spare uniforms and repair supplies for their spacesuits, along with preserved food and water canteens. The stasis tubes are larger than human size to accommodate the dragoons' misshapen physique, with a series of tubes and hoses that attach directly to their spacesuits when they are inside the tube to maintain their physiological needs while they are kept in suspended animation through technomagical processes.

THE GARBAGE CHUTE

This metal hatch covers a bulky hydraulic mechanism and holding tank made of smooth metal, with pipes and chutes draining into it from above.

The garbage chute offers a less-guarded entry point to the tower if PCs choose to enter that way. Finding the chute door requires 1d4 minutes of searching the tower's exterior and a DC 45 Perception check. The time required is reduced by 1 round for every point by which the searcher's Perception check beats the DC. If multiple characters are searching, use the highest Perception bonus among them with a +2 circumstance bonus for each other character assisting.

The outer doors of this chamber are secured with powered mechanical locks (Computers or Engineering DC 45 to disable). Once inside the holding tank, a successful DC 30 Engineering check reveals the airlock function of the controls, allowing a PC to pressurize the chamber within and fill it with breathable air, taking 1d4 rounds.

Entering through the garbage chute is not without risk, as the fastidious Ultari developed a simple expedient for ensuring that their trash would be cleanly dispatched by freezing it into smooth-sided cubes before ejecting it into space. This is typically done in synchronization with the opening of the vortex, but the system is also designed to detect when the holding tank is getting full or when vermin are proliferating, and PCs entering the chute may find themselves frozen with the trash.

COLD CUBE

CR 12

XP 19,200

Type hybrid; **Perception** DC 38; **Disable** Engineering DC 33 (jam chute)

EFFECTS

Trigger proximity; **Init** +19; **Duration** 10 rounds; **Reset** 1 minute (see text)

Initial Effect This trap floods the holding tank with uttercold mist, dealing 12d12+5 points of cold damage (DC 21 Fortitude half), while simultaneously forming a 1-foot-thick wall of ice along every wall (blocking doorways) and reducing the temperature in the room to -30° F for 12 minutes.

Secondary Effect The cube of ice and all creatures inside it are ejected into space at a speed of 60 feet per round for 10 rounds, towards the aperture of the **inverted vortex**. Once the trap runs

its course, both doors unlock, but the ice remains for 12 minutes. Creatures within the cube are exposed to extreme cold, taking 1d6 points of lethal cold damage per minute and an additional 1d4 points of cold damage per minute (Fortitude DC 15 +1 per previous check negates). Creatures who take damage are beset by hypothermia and gain the fatigued condition. Creatures in contact with exposed metal, including wielding metal weapons or shields or wearing metal armor, take 1d4 additional points of lethal cold damage per round. Once the cold cube is ejected from the chute, the outer doors close 1 round later and the system recharges, resetting the trap in 1 minute.

Once the trap is bypassed or disarmed, the PCs can move up into the tubes and chutes bringing trash here from elsewhere in the tower. Tiny or smaller creatures can move freely through this network of tubes, while larger creatures can navigate them with a successful DC 20 Acrobatics check for Small creatures, with the DC increasing by 10 for every size category larger than Small. Finding their way through the chutes to a trash portal that opens into the tower's interior requires successful DC 30 Engineering and Survival checks, requiring 1 minute for each check. A failed check increases the DC on the next check by 1d4. Once the PCs find their way to an interior trash hatch, a DC 30 Engineering check is needed to open the hatch from the inside, or the hatch can be broken (Athletics or Strength DC 28, hardness 10, hit points 60).

ENTRY LEVEL

This is where the PCs enter the tower if they use the obvious airlock entrance at the tower's top.

1. AIRLOCK

Massive reinforced metal doors slide together on both sides of this 15-foot-wide chamber, with small control panels displaying blinking lights near each door.

A successful DC 35 Engineering check reveals the airlock function of the controls, allowing a PC to pressurize the chamber within and fill it with breathable air, taking 1d4 rounds. The inner and outer doors of this chamber are secured with powered mechanical locks (Computers or Engineering DC 45).

A failsafe sensor prevents the inner doors of the airlock from being opened if the airlock is not pressurized, increasing the DC to unlock them by 10.

2. CAGE AND CUBE (CR 18)

A wide, curved hall stretches to the left and right. A series of narrow windows pierce the curved wall across from the airlock entry.

When any creature that is not an ultari, jagladine, klaven, or onaryx exits the airlock into the hall at C2 without being escorted by a creature of one of those types, a two-part magical hazard is triggered.

Hazard: Two magical barrier effects (CL 16th) are triggered simultaneously. A *wall of force* (10-foot-square invisible force cage) is triggered in the airlock at area 1, encasing any creatures within that area inside itself. In addition, a second, larger *wall of force* forms an invisible barrier at the dashed lines indicated on the map. The intent of the trap is to hopefully separate groups of intruders, leaving some within the first trap and others within the larger cage outside of it.

Creature: If any creature is trapped within the smaller cage, the **griever** at area 4 steps onto the teleportation circle that allows it to teleport into the cube. This is a 5-foot step for the griever. Once outside the sphere, it deactivates the trap then uses its deadly blades to slay any creatures separated from their allies that failed to escape the *wall of force*. Once it has slain all creatures within, it activates a recall trigger that reverses the effect of the teleportation circle and allows it to return and step out of the circle at 4. Returning to Area 4 is a move action.

GRIEVER

CR 17

XP 102,400

HP 340 (see page 115)





3. ENTRY RING

This curved hall offers slit window views out into the darkness of the void, as well as narrow mirrors arrayed around the circumference of the inner wall. The walls here are of polished metal but are otherwise unadorned.

The mirrors on the inner wall are one-way windows allowing the guards within to look out without allowing others to see in.

4. GUARD ROOM (CR 17 OR 19)

This ovoid room contains several stools, with manacles attached to their bases. Slit-like tinted windows give a view out into the surrounding ring hallway.

A quartet of klaven grenadiers stand guard here, alert for danger whenever creatures approach, along with their griever commander. A small circular portal in the floor (directly under the number 4 on the map) allows a creature stepping onto it to teleport directly into any location on the Entry Level as part of their normal movement (including as part of a 5-foot step). If no creature is trapped within the airlock at area 1, it may instead teleport itself to one side or the other of the areas enclosed by the *walls of force* to attack a creature adjacent to the cage, using *Stealth* as part of its movement to appear

suddenly, make a single attack, and then return to area 4 at the teleportation circle. If an enemy forces their way into area 4, the griever engages in melee with that enemy. If the PCs seem unable to escape the *wall of force*, it uses its integrated parallax laser rifle to attack.

The mirrored slit windows can be opened or closed as a swift action by the klaven inside, and they give the klaven improved cover against ranged attacks (+8 cover bonus to AC, +4 Reflex saves) and total cover against melee attacks. The klaven also may act in coordination, with one opening the slit as a swift action, making a full attack, and then stepping back, while its partner uses *Shot on the Run* to move into the vacated space, make a single attack through the open slit window, move again out of the way, and then use their swift action to close the slit window.

KLAVEN GRENADIER (4)

CR 13

XP 25,600

Klaven soldier (bombard)

LE Medium humanoid (human, klaven)

Init +8; **Senses** darkvision 60 ft.; **Perception** +23

DEFENSE

HP 225

EAC 27; **KAC** 29

Fort +15, **Ref** +15, **Will** +14

Defensive Abilities explosives acumen; **Resistances** cold 5, fire 5
Weaknesses malign influence

OFFENSE

Speed 30 ft.

Melee red star plasma sword +23 (4d8 E&F; severe wound)

Ranged frost HFD sonic rifle +26 (4d10 C&So; deafen) or flash grenade III +26 (50 ft., explode [blinded 1d6 rounds, 15 ft.]) or shock grenade IV +26 (50 ft., explode [6d12 E, 15 ft.])

Offensive Abilities debilitating attack, grenade expert, heavy fire, rune of the eldritch knight, secret of the magi, soldier's onslaught

TACTICS

Before Combat With time to prepare, these klaven use their grenade expert ability to create one flash grenade each. They use these grenades first upon entering combat. They use the secret of the magi ability to imbue their longarms with a fusion, preferring frost, but switching to a different energy type if their enemies prove resistant. They each use a *spell ampoule of haste* and *lesser resistant armor*.

During Combat The grenadiers hurl their grenades at their enemies before opening fire with their ranged weapons. They only engage in melee combat if cornered with no escape route.

Morale These klaven fight to the death.

STATISTICS

Str +6, **Dex** +8, **Con** +4, **Int** +5, **Wis** +1, **Cha** -2

Feats Mobility, Shot on the Run

Skills Acrobatics +28, Engineering +23, Stealth +23; **Racial Modifiers** +4 Stealth in forest and jungle terrain

Languages Common, Jagladine, Onaryx, Ultari

Other Abilities converted host, energy modulation (3/day), fighting style (arcane assailant, bombard), nanite exchange (1 mile)

Gear exident skyfire armor, red star plasma sword with high-capacity battery (40 charges), HFD sonic rifle with high-capacity battery (40 charges), shock grenade IV (2), *spell ampoules (haste, lesser resistant armor)*, *mk 4 ring of resistance*

5. TURBOLIFT

A pair of metallic doors opens onto a square chamber lined with crystalline control panels.

These lifts can be used to access the lower levels of the complex. For security purposes, no single turbolift traverses the entire height of the tower, and the PCs must use the rules described in **Navigating the Tower** above to decipher and operate the controls and to figure out their pathway through the massive tower.

6. LAVATORY

A simple metal lavatory offers unlovely but functional wash and waste facilities.

There is nothing of interest here.

7. CREW QUARTERS

Spartan bunks are arrayed along the walls, with small metal apparatus and tubes built into the walls nearby. Cabinets line the walls beneath the bunks. A large painted ultari face with jet-black empty eye sockets adorns one wall.

These are sleeping quarters for the guards and technicians of the tower. The cabinets contain uniforms, simple food and drink, and functional items such as dishes and basic tools. There are no personal items or effects here, nor any items of value.

THE TOWER CORE

Most of the tower's central length is comprised of a set of deep open shafts with balcony rings set every 30 feet around a central power core, connected by open stairs and ramps as well as by the turbolifts.

If PCs enter the tower through the garbage chute and successfully navigate their way into the tower, they arrive in this section of the tower, bypassing the Entry Level completely.

The crew quarters (area 7) are identical here to those on the Entry Level.

8. EQUIPMENT STORAGE

The cabinets and shelves here are stacked with boxes and cases, some of heavy paper, others of metal.

These contain parts and supplies for the maintenance of the tower, and the power core. These generally contain nothing of interest, though at the GM's option a careful search (Perception DC 40) may uncover a discarded technological item, ammunition or power conduits for the railguns, 1d4 random grenades, 2d6 gems or carved crystals worth 100 credits each, or 1d4 doses of a random poison collected by one of the jagladine technicians and stored for future study.

9. WORKROOM (CR 9)

The tables and benches in this room are scattered with a variety of tools and equipment in various stages of repair.

The jagladine tech teams at area 10 split their time between working here and working out in the core. The exposed equipment in this room exposes anyone entering to medium radiation (see page 140). A cursory search (Perception DC 20) reveals an engineering specialty toolkit. A careful search (DC 40) reveals a set of schematic diagrams that grant the PCs a +2 circumstance bonus on checks made to navigate the tower.

10. BOTTOMLESS BALCONY (CR 11)

This chamber is built around a massive shaft stretching a vast distance above and below. A massive pale violet column dominates the center of the shaft, seemingly made of delicate crystal or perhaps

even planes of pure force, with roiling energy swirling within. Balconies circle the edge of the chamber, with doored chambers opening from time to time to admit teams of jagladine workers, many of whom stand on narrow catwalks leading from the outer balcony to span across to the glowing central shaft as they tend an array of instruments and conduits.

Most of the work of maintaining the tower and its mechanisms falls to ordinary jagladine expert technicians. They are highly skilled at the manufacture and maintenance of all of the tower's systems and they work well together in tech teams that support one another. If PCs are not taking care to use stealth, they are likely to be detected by jagladine workers moving around the area. This is especially true within the vast cylindrical core if PCs cause a core breach.

If jagladine tech teams are engaged by the PCs, they seek to sound an alarm and bring help, while also unleashing their weapons and abilities on the PCs. They also use their expertise with the station's systems to manipulate the environment to their advantage, as described in their **environmental controls** ability, including using this ability to open doors to unleash the clockwork golems stored in area 11. If the PCs seem very dangerous, they do not hesitate to open one of the conduits of the plasma core to intentionally create a plasma cloud and release a plasma ooze. They and the golems have no fear of radiation and release the ooze much closer to the PCs than to themselves, directing its fury against the intruders.

If observed for at least 1 minute (whether with direct observation in a non-combat situation or with magical scrying or mind-reading), the character observing them can attempt a DC 30 Sense Motive check to gain impressions about the jagladines' habits and work patterns and how they interact with the station's functions and mechanisms. Thereafter, that character gains a +2 circumstance bonus on all skill checks related to navigating the tower or operating doors, lifts, airlocks, or other devices.

JAGLADINE TECH TEAM (2)

CR 9

XP 6,400

Troop of jagladine mechanics

NE Medium monstrous humanoid (troop)

Init +4; Senses darkvision 60 ft., low-light vision; Perception +17

Aura chaos of combat (20 ft.)

DEFENSE

HP 135

EAC 22; KAC 23

Fort +10, Ref +12, Will +12

Defensive Abilities fast healing 5, hazmat gear, radioactive, troop traits; Immunities disease, poison; Resistances cold 10, electricity 10, fire 10

OFFENSE

Speed 30 ft., climb 20 ft.

Melee troop attack (3d4+12 plus high radiation)

Ranged 4 needlers +20 (1d4 P plus poison)

Offensive Abilities environmental controls (DC 18), overcharge

(2d6), overload (DC 20), override (DC 20)

STATISTICS

Str +3, Dex +4, Con +2, Int +6, Wis +2, Cha +0

Skills Athletics +17, Acrobatics +17, Computers +22, Engineering +22, Medicine +22

Languages Aklo, Common, Jagladine, Ultari

Other Abilities AI (exocortex), expert rig, miracle worker (1/day), multi-armed, reflexive biology, remote hack (40 ft.)

SPECIAL ABILITIES

Chaos of Combat (Ex) Because of the chaos of combat, spellcasting or concentrating on spells within the area of a troop or within its reach requires a caster level check (DC 20 + spell level). Using skills that involve patience and concentration requires a successful DC 20 Will save.

Environmental Controls (Ex) A jagladine tech team can manipulate mechanical devices including and hatches, cause cables and clamps to swing and grip creatures in the area, electronic devices to short-circuit and spray sparks or smoke, manipulate artificial gravity controls, and otherwise manipulate objects or impede creatures within 30 feet.

As a swift action, a tech team can open or close a door or hatch, create sound effects as *ghost sound* or lights as *dancing lights*, or target a single creature with a dirty trick combat maneuver.

As a move action, a tech team can create speech effects, bar a doorway or opening as *hold portal*, cover a 10-foot-radius spread with *grease*, fill a 10-foot-radius spread with smoke (treat as *fog cloud*), target all enemies in a 10-foot-radius spread with a dirty trick combat maneuver (using the same type of maneuver against all targets), or target a single creature with a dirty trick combat maneuver with a +10 bonus on the check.

As a standard action, a tech team can create darkness or light lasting 1 minute, seal a doorway or opening as *security seal*, open a sealed doorway or opening as *knock*, fill a 20-foot-radius spread with smoke (as *fog cloud*) for 1 round, create an explosion in a 10-foot-radius burst dealing 5d8 points of acid, cold, electricity, or fire damage (roll randomly to determine which type of damage), target all enemies in a 20-foot-radius spread with a dirty trick combat maneuver (using the same maneuver against all targets), or target a single creature with a dirty trick combat maneuver with a +20 bonus on the check.

All of the effects of the tech team's environmental controls are non-magical, but they otherwise function as the spell effects they duplicate. Effects that deal hit point damage or duplicate combat maneuvers are instantaneous. Other effects persist for 1 minute unless otherwise specified. Saving throws, where applicable, are against DC 18. The save DC is Intelligence-based.

Hazmat Gear (Ex) A jagladine tech team is equipped with protective suits that supply them with breathable air and grant them cold resistance 10, electricity resistance 10, and fire resistance 10. This gear is specifically designed for jagladine physiology and does not function for other creatures.

Poison (Ex) The needler pistols wielded by jagladine technicians are steeped in nerveblast poison: *type* poison, injury; *save* Fortitude DC 18; *track* Dexterity; *frequency* 1/round for 6 rounds; *cure* 2 consecutive saves.

Radioactive (Ex) Jagladine are immune to the harmful effects of radiation, and tech teams are exposed to energies harmful to others that their own physiology naturally absorbs. The save DC of any radiation effect is increased by 2 within 5 feet of a jagladine tech team, though they can suppress this effect if they wish. In addition, creatures damaged by a tech team's troop attack also become sickened for 1 minute (DC 18 Fortitude negates). This radiation is a poison effect.

11. MECHANICAL MANIPULATOR (CR 16)

These garages have doorways that roll up into the ceiling and allow egress of massive, vaguely jagladine-shaped contraptions of gleaming metal and gears.

The jagladine tech teams are not shy about diving into dangerous technological problems, but they keep a set of magical-mechanical probe units for delving into situations they feel are too dangerous, whether on the inside or outside of the tower. They normally are stored here unless called into action. If the PCs raise an alarm, the jagladine in area 10 do not hesitate to unleash all four of their mechanical monstrosities (two at each area 11, one emerging from each door). The golems move in their usual form or shift into the form of a wall of gears as directed by the jagladine.

CLOCKWORK GOLEM (4)

CR 12

XP 19,200

N Large construct (magical)

Init +1; **Senses** darkvision 60 ft., low-light vision; **Perception** +22

DEFENSE

HP 200

EAC 26 **KAC** 28

Fort +12; **Ref** +12; **Will** +9

DR 10/adamantine; **Immune** construct immunities, magic

OFFENSE

Speed 30 ft.

Melee slam +26 (6d4+20 B plus grab)

Offensive Abilities grind, wall of gears

STATISTICS

Str +8; **Dex** +5; **Con** —; **Int** —; **Wis** +4; **Cha** –5

Skills Athletics +27

Other Abilities death burst, mindless, unliving

ECOLOGY

Environment any

Organization solitary or gang (2–4)

SPECIAL ABILITIES

Death Burst (Ex) When a clockwork golem is reduced to 0 or fewer hit points, it explodes in a shower of razor-sharp gears and debris. All creatures within a 10-foot burst take 12d6 slashing damage—a DC 19 Reflex save results in half damage.

Grind (Ex): A clockwork golem deals an additional 2d10+12 slashing damage when it succeeds at a grapple combat maneuver as razor-sharp gears and blades emerge from its body to grind and slice its foe.

Immunity to Magic (Ex) A clockwork golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against a clockwork golem, as noted below.

A *grease* spell cast on the golem causes it to move quickly for 1d6 rounds, as if under the effects of haste.

An *entropic grasp* spell deals damage to a clockwork golem normally, and makes the golem staggered for 1d6 rounds (no save).

Wall of Gears (Su) As a standard action, a clockwork golem can fold into a whirling wall of grinding gears measuring 10 feet by 10 feet or 5 feet by 20 feet. Anyone passing through the wall takes 15d6 points of slashing damage. If the wall appears in a creature's space, that creature can attempt a DC 19 Reflex save to leap to one side and avoid the damage entirely. The clockwork golem can take no actions while in this form except to resume its normal form as a move action. A clockwork golem's EAC, KAC, and immunities remain the same while it is in this form.

12. PLASMA CORE (CR 16)

A massive cylinder of glowing purple energy fills a vast open chamber extending out of sight into the depths below. The energies within are held back by a transparent column of energy, with couplings and conduits attached at intervals along its length and circumference. Occasional bridges lead from surrounding catwalks out to the cylinder in the center.

The interior of the tower is largely filled by a massive power capacitor contained within a *wall of force*. This is part of the network that absorbs the energies constantly flowing from the star within and converts it to usable psychomagic power that maintains the force shield surrounding the star as well as empowers the psychomagic technology of the sphere. If curious PCs attempt to breach the *wall of force* containing the energy, they are immediately exposed to a plasma cloud filling a 30-foot radius spread, increasing in radius by 10 feet each round after the first for 1d4 rounds and then decreasing in size by 10 feet per round as the station's environmental countermeasures contain the leak and repair the breach in the containment field. This plasma cloud blocks vision as *fog cloud* but also affects creatures in the area as high radiation (or severe radiation, if they move inside the energy shaft itself). In addition, a flood of energy coalesces into a plasma ooze that immediately attacks all creatures nearby. The ooze is an unstable creature and begins to dissolve into nothingness 2d4 rounds after it appears, losing 50 HP per round until it dies.

PLASMA OOZE

CR 16

XP 76,800

N Gargantuan ooze

Init +0; **Senses** blindsight (thermal) 60 ft., sightless; **Perception** +28

Aura magnetic pulse (30 ft., DC 22)

DEFENSE

HP 330

EAC 29; **KAC** 31

Fort +18; **Ref** +16; **Will** +12

Defensive Abilities split (slashing or sonic, 33 hp); **DR** 10/—;

Immunities acid, bludgeoning damage, electricity, fire, ooze immunities, piercing damage; **Resistances** cold 30

OFFENSE

Speed fly 30 ft. (Su, perfect)

Melee slam +30 (6d10+26 B, E, and F plus grab; critical burn 2d8)

Ranged plasma ray +27 (7d6+16 E and F; critical burn 4d6)

Space 20 ft.; **Reach** 20 ft.

Offensive Abilities engulf

STATISTICS

Str +10; **Dex** +0; **Con** +7; **Int** —; **Wis** +5; **Cha** –2

Other Abilities no breath

ECOLOGY

Environment any

Organization solitary

SPECIAL ABILITIES

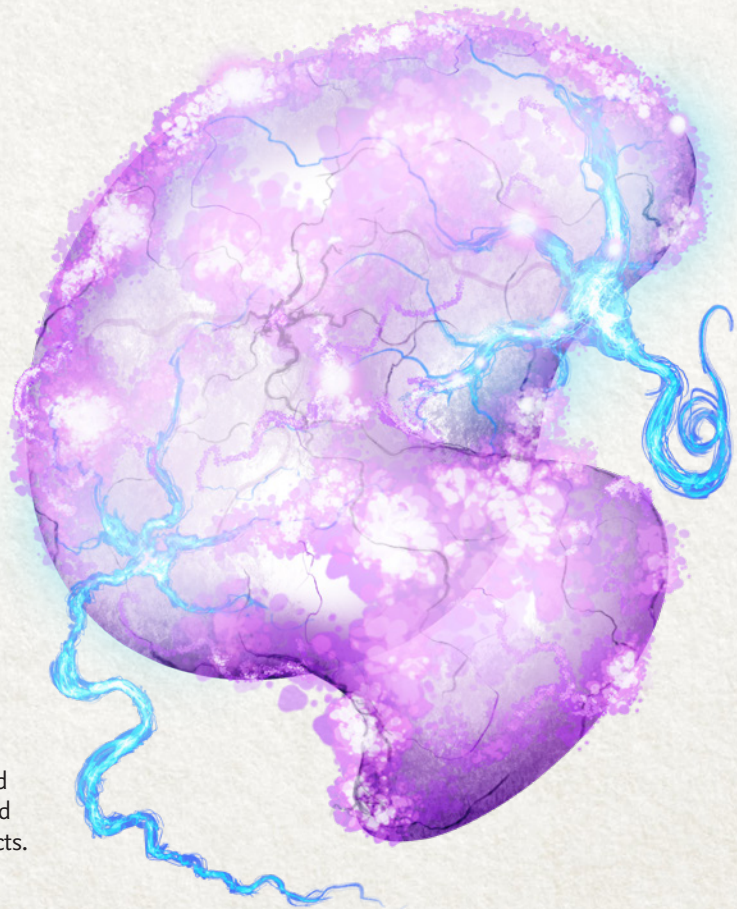
Engulf (Ex) A plasma ooze can simply engulf Gargantuan or smaller creatures in its path as a standard action. The ooze merely has to move over its opponents, affecting as many as it can cover. Opponents can make attacks of opportunity against the ooze, but if they do so they are not entitled to a saving throw. Those who do not attempt attacks of opportunity can attempt a DC 22 Reflex save to avoid being engulfed—on a success, they are pushed back or aside (opponent's choice) as the ooze moves forward. Engulfed creatures are subject to damage from the ooze's slam attack, gain the pinned condition, are in danger of suffocating, and are trapped within its body until they are no longer pinned.

Magnetic Pulse (Su) A plasma ooze is surrounded by an aura of magnetism that allows it to attract metallic objects and creatures. At the start of the ooze's turn as a swift action, all metallic creatures, all creatures wearing metal armor, and all creatures wielding metal weapons within 30 feet must attempt a DC 22 Reflex save. If a metallic creature or a creature wearing metal armor fails the save, it is pulled 10 feet closer to the ooze and cannot move away from the ooze for 1 round. If this causes the creature to move into a square occupied by the plasma ooze, the ooze can attempt to engulf that creature as a reaction. If a creature wielding a metal weapon fails the save, that weapon is disarmed and pulled 10 feet closer to the ooze. Unattended metal objects of size Large or smaller are automatically pulled toward a plasma ooze. This magnetism affects all metal objects.

Plasma Ray (Ex) A plasma ooze's plasma ray is a ranged attack against EAC with a maximum range of 60 feet and no range increment.

Split (Ex) A plasma ooze splits into two identical copies of itself if subject to sonic or slashing damage. Each copy has half the original's current Hit Points (rounded down). A plasma ooze reduced below the listed Hit Points cannot be further split and can be killed normally.

In addition to its radioactivity, the plasma cloud is highly reactive to electricity and fire. Any creature creating an electricity or fire effect, including firing energy weapons that deal fire or electricity damage, causes a 5-foot-radius burst to erupt centered on a random vertex at the edge of their space. This burst deals 3d6 points of fire damage and 3d6 points of electricity damage (DC 20 Reflex half). If a creature creates multiple such effects in the same round, it creates a separate burst each time, with the save DC increasing by 1 for each burst after the first on that creature's turn. If the target or area affected by the fire or electricity effect is also within the plasma cloud, it creates the same kind of burst around the target (if a targeted effect) or filling the same area (if it affects an area). The plasma ooze, if present, is immune to these plasma bursts and to the radiation of the cloud.



LOWER LEVEL

PCs must again navigate their way through the tower to the lower level. The final stage of their journey most likely will be aboard the turbolifts once again. The turbolift shafts diverge as they approach the lower level and end their descent at 5.

13. CARGO LOADING ZONE (CR 19)

This curved chamber has high stacks of metal scaffolding and shelving along its outer edge, with a wide track running along its inner edge. The floor thrums with the vibration of large machines in constant motion.

The is ring-shaped chamber surrounds the plasma core chamber and is used to store cargo containers of equipment and supplies shipped around the tube network. The racking system reaches all the way to the ceiling 100 feet above. The racking system is made up of 10-foot cubic slots with containers of uniform size carried and moved by a quartet of cargo loaders. These mindless constructs are overseen by an annihilator robot that clings to the ceiling, moving around the ring and directing their movements. If intruders are spotted, it directs the cargo loaders to use their trample attacks to crush creatures on the ground or climbing, while it focuses its attacks on flying opponents. If combat occurs in this chamber, a second annihilator robot is activated and arrives 1 round later to join the fray.

ANNIHILATOR ROBOTS (2)

CR 16

XP 76,800

HP 300 (see page 120)

CARGO LOADERS (4)

CR 7

XP 3,200

N Huge construct

Init -2; **Senses** darkvision 60, low-light vision; **Perception** +0

DEFENSE

HP 105

EAC 19; KAC 21

Fort +7, **Ref** +7, **Will** +4

Defensive Abilities hardness 10; **Immunities** construct traits

OFFENSE

Speed 30 ft., climb 30 ft.

Melee slam +18 (2d6+22 B)

Offensive Abilities trample (DC 15, 2d6+22 B)

STATISTICS

Str +5, **Dex** -2, **Con** —, **Int** —, **Wis** 1, **Cha** 1

Other Abilities mindless, unliving

14. CARGO CORRIDOR

This wide hall has a raised catwalk running along one side, with a railing separating it from a sunken thoroughway that allows larger creatures or vehicles to move easily through the passage.

Creatures moving through this corridor have a 25% chance to encounter a cargo loader (as at area C6) carrying a cargo container to or from area 15. If they do not draw attention to themselves, the cargo loader ignores them but it fights if attacked. Any surviving constructs from area 13 pursue creatures into this area. The cargo corridor is 30 feet high, and the annihilators typically climb across the ceiling to move through this area.

The catwalk runs alongside the main corridor at area 14a, and when it emerges into the Tube Station the catwalk splits off into a ramp down to the main platform, while the corridor turns and ends in a freight lift at 14b. This simple open elevator operates with a push-button control, lowering cargo 20 feet to the platform below.

15. TUBE STATION (CR 16)

The access corridor opens through windowed sliding gates onto a large lift, while the catwalk gives way to a sloping ramp down to a lower platform 20 feet below. A large bank of heavy machinery rises up to one side above the ramp. On the opposite side of the room is a windowed chamber with blinking lights and displays dimly visible within, and on the lower platform below is a perfectly smooth half-cylindrical trough made of some translucent crystal. Dimly visible through the floor of this trough is a long metallic half-cylinder rather like a blunt-ended boat, with a seating platform built within it and several small displays within. The trough connects to a cylindrical tunnel at each end of the chamber, capped in each direction by a circular portal.

The tube station offers access to the transit network that spans the entirety of the sphere, linking the other stations for creatures or cargo that need to move from one to the other. This access is guarded by a team of jagladine techs in the control room (area 18).

As soon as the jagladine tech team becomes aware of the PCs entering the tube station, they trigger a psychomagic overload in the electrical system that manifests in the form of a quartet of massive beings of living lightning erupting from the exposed engines of the machine room at area 16 and moving to attack all intruders.

ADVANCED ELDER LIGHTNING ELEMENTALS (4)

CR 12

XP 19,200

N Huge outsider (air, elemental)

Init +8; **Senses** darkvision 60 ft.; **Perception** +22

DEFENSE

HP 200

EAC 26; KAC 28

Fort +14, **Ref** +16, **Will** +11

DR 10/—; **Immunities** electricity, elemental immunities

OFFENSE

Speed fly 100 ft. (Su, perfect)

Multiattack 4 slams +23 (3d4+17 B)

Ranged bolt +26 (6d4+12 E)

Space 15 ft.; **Reach** 15 ft.

Offensive Abilities metal mastery, spark leap

STATISTICS

Str +5, Dex +8, Con +4, Int +0, Wis +1, Cha +1

Skills Acrobatics +27, Athletics +22

Languages Auran

SPECIAL ABILITIES

Metal Mastery (Ex) A lightning elemental gains a +3 bonus on attack rolls if its opponent is wearing metal armor, is wielding a metal weapon or is made of metal (such as an iron golem).

Spark Leap (Ex) A lightning elemental gains a +10 bonus on bull rush, disarm, overrun, and trip attacks against a creature to whom its metal mastery applies.

16. MACHINE ROOM

This large room thrums with mechanical rhythms as vast banks of eldritch turbines whirl and whine with impossible energies.

This room is dangerous to traverse without touching sensitive equipment. Any creature moving through the area must succeed on a DC 35 Acrobatics or Engineering check to avoid triggering either a shocking floor trap or electrified door trap (see **Navigating the Tower**). If the check is failed by 10 or more, the character triggers both traps simultaneously. Creatures entering the chamber also are exposed to medium radiation (see page 140).

The catwalk to area 18 can be extended with a successful DC 20 Engineering check.

The secret doors granting access to this chamber are well hidden, requiring a DC 35 Perception check to locate.

17. THE TUBE

This translucent cylinder of force drops away below, and you can dimly see the faraway sun and the void of space around it just beyond that thin wall of energy.

The tube is approximately 10 feet deep, but its curved walls are very difficult to climb (Athletics DC 45). The tube sled levitates suspended in the tube, but other objects dropped into it do not.

18. TUBE CONTROL ROOM (CR 9)

The walls of this raised room are dominated by metallic boards covered in dials and blinking indicator lights alongside crystal display screens. These controls and readouts run from waist height to ceiling around the room's perimeter, save for a wide window overlooking the tube platform below. This opening has no solid window, but rather a screen of barely visible energy blocking access.

A jagladine tech team monitors the tube station here, maintaining the equipment and keeping the system relays calibrated and working normally, including making sure any tube capsules transiting the station can do so without impediment. The catwalk at 18a can be extended from within the area 18 with a successful DC 20 Engineering check.

The secret door granting access to this chamber is well hidden, requiring a DC 35 Perception check to locate.

JAGLADINE TECH TEAM

CR 9

XP 6,400

HP 135 (see page 35)

Special Unlike standard jagladine tech teams, these jagladine are armed with laser weapons that are powered by the tower station itself; they do not retain any charge if removed from the station. Their ranged attack is changed to: **Ranged 4** aphelion laser rifles +20 (3d6 F; burn 1d6). Laser beams can pass unimpeded through the *wall of force* protecting the control booth.

These jagladine also must conduct occasional routine inspections, so replace their Acrobatics skill with Sense Motive +17.

In addition to the standard environmental controls this specialized jagladine tech team can use the following controls:

- As a swift action, they can activate a cylindrical *wall of force* that encapsulates the trough and the entry tunnels.
- As a swift or move action, they can activate an *inertial accelerator*, which provides the benefits of *haste* to up to four creatures on the platform until the beginning of the tech team's next turn.
- As a swift or move action, the team in the control room can trigger an *inertial dampener* on up to four creatures until the beginning of the team's next turn. This automatically suppresses any *fly* or *haste* spells. Creatures not already *hasted* targeted with this *inertial dampener* are affected by *slow* (DC 20).
- As a full-round action, they can cause the sunken tube capsule to phase up through the crystalline floor as if incorporeal, solidifying in the loading trough for passengers or cargo to be loaded.

Development: Unknown to the jagladine, one of their number has been possessed by an yllosan (see page 124) named **Seantrelle**, a spy for the Bellianic Accord who managed to psychically hitchhike through a series of Hegemony agents and finally make their way into the sphere and even to the heart of Atlas Prime itself. She has been slowly making her way back out of the capital and working through the network while seeking a way to escape the sphere and get back to the Accord with her findings. The lurking nightshades of the Latere Nebula and uncertainties about her precise location have dissuaded her from daring a lone starflight across the void, but at the same time the recent strategic failures by the Hegemony have led to the cancellation of almost all missions out of the sphere and she has been stranded among the jagladine and unable to escape the sphere. Due to the prevalence of the psychic ultari in Atlas Prime and the much higher chance of detection there, she has elected to stay among the outlying stations to learn as much as she can from the jagladine while also monitoring the tube network in hopes that she might find a mission leaving the sphere.

When the PCs arrive, however, and clearly are fighting against the jagladine and their masters, Seantrelle sees an entirely different opportunity. After observing the PCs fighting the jagladine for one round, she attempts to make telepathic contact with a random PC, asking who they are and why they are here, hailing them first in Celestial and



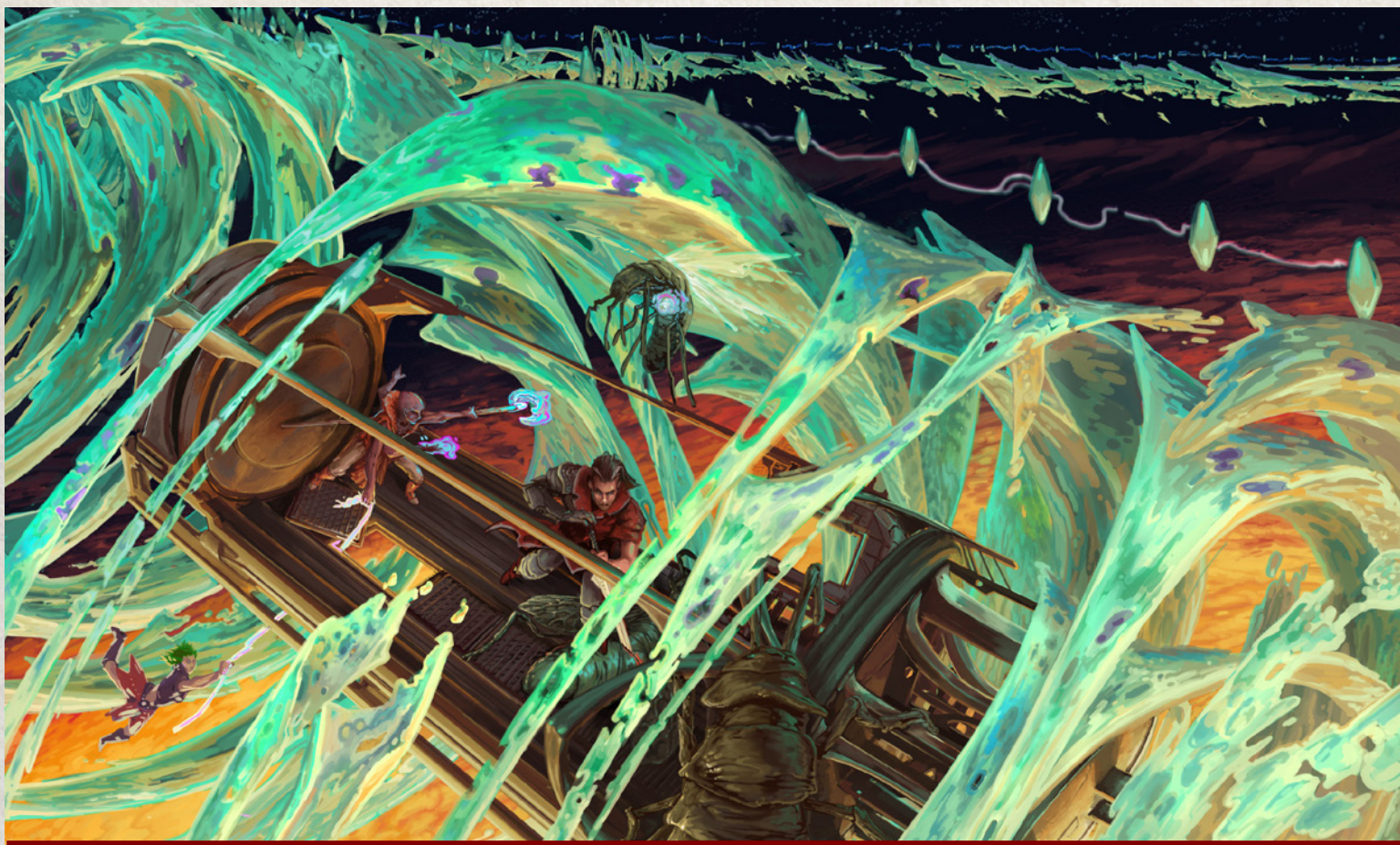
Elali before defaulting to Common. If PCs indicate that they are here on behalf of the Bellianic Accord, or if any of them are wearing a *bellianic crown* obtained earlier in the Adventure Path or a similar item that clearly denotes their affiliation, Seantrelle begins using her *suggestion* spell-like ability on the jagladine she is possessing to compel it to deactivate the *wall of force* screening the jagladine from attack from the platform. She alternates that *suggestion* each round with using her aetheric throw ability to hurl loose objects inside the control room into the laser rifles mounted inside it, trying to knock them out of action. Each laser rifle has hardness 8 and 10 hit points.

When the battle is won, she continues questioning the PCs to learn more about their motives. She is excited at the possibility of working with allies but remains cautious, with an initial attitude of Indifferent. If made Helpful, Seantrelle reveals herself as a fellow agent of the Bellianic Accord and offers to help the PCs navigate to share what she has learned about the sphere, Atlas Prime, and the factions therein, as well as how to operate the tube network. She prefers to travel via riding possession inside another creature and requests one of the PCs

to allow her to travel in this way, but she does not insist if they are uncomfortable and refuse.

Seantrelle can provide general information about the Dyson Sphere, about the star Faa Dlan, and about what they can expect in Atlas Major, including warning them about Marks and the Scroll. She can tell them generally about the tensions between the Devotee and Legate factions within the ultari leadership, and about the growing lack of confidence of the jagladine and onaryx leaders in the ultari, though for now the psychic stranglehold the ultari have on information is keeping their allies in line. She also tells them about the **Safe House** in Atlas Prime and that other yllosan have been in the capital more recently and likely have more up-to-date information.

She also can speak generally to the state of readiness of the **Entry Station** to Atlas Major, including the typical guards and that they have a magical barrier that prevents people from easily escaping the station, though she does not know for sure what it is other than that she became very sleepy and couldn't seem to read creatures she was possessing for some time after she passed through it.



YLLOSAN

CR 7

XP 3,200

HP 100 (see page 124)

19. THE VOID VALVES

These cylindrical tubes end in valve-like curtains of force. The silent void lies beyond them.

These tubes are as durable as a *wall of force* but are programmed to open automatically as tube sleds approach, to allow them to slip through like sliding through a semi-permeable curtain but without venting the atmosphere in the station into the void.

THE TUBE NETWORK

Because teleportation is relatively dangerous inside the sphere, rapid transportation is instead achieved by a network of transit tubes comprised of force rails wedded to orium hardpoints that channel and shape the cosmic energies absorbed and converted by the towers. The network links all of the towers in a grid pattern, with each tower able to rotate its tube station 360 degrees to facilitate both latitudinal and longitudinal travel along the sphere. Each set of rails can accommodate

two capsules at the same time, typically used to allow traffic in both directions along each side of the rail, though in times of need the switching system of the network can put both tubes in operation in the same direction.

Getting Through: Control of each tube station's orientation is managed by the local tech team, but as long as all transponder signals are functioning properly, transit from one tower to the next is fairly routine and unlikely to arouse any suspicion. If Seantrelle is present, she can handle the codes without difficulty. If not, PCs must succeed on DC 40 Culture and Computers checks each time they approach a station in order to bluff their way past the tech team. The DC is increased by 5 if they are not fluent in Ultari, but they gain a +2 circumstance bonus if they choose to disguise themselves as ultari or jagladine.

Travel Time: Travel between each station is accomplished at fantastic speed, covering a distance of over a million miles per day. While not fast enough to produce noticeable time dilation, the system does require internal dampeners to inure travelers to extremes of acceleration and deceleration as they approach each tower station. Each tube capsule also can detect disruptions in the force rails ahead of it, decelerating as it approaches to avoid a collision with any foreign object.

The journey from their entry tower to Atlas Prime takes approximately 15 days, assuming the PCs do not stop for any

further exploration of towers. If you use any of the events below, that can delay their trip by a small amount.

Dangers: While the void is inhospitable to most forms of life, you can use the following encounter at any point along the PCs' journey to Atlas Prime to illustrate some of the dangers of the trip.

FORCE-EATERS (CR 17)

One of the few creatures capable of penetrating the sphere are the **entropic scavengers** that mostly prowl the Later Nebula, as they can consume the force that comprises the surface of the sphere itself that is impenetrable to others. While the sphere seals behind them, they can pass into or out of the sphere with relative impunity in scavenging flocks. They are attracted to high-energy force impulses, including the high-speed transit tube capsules, and can sense energy fluctuations in the tube rails that indicate an approaching capsule. Their constant gnawing on the force tubes causes a tube capsule approaching the damaged rails to gently decelerate, moving slowly enough that the scavengers lurking nearby can attack.

Note: These scavengers have been feasting on force effects within the sphere, and each is currently at its maximum of 85 temporary hit points.

If **Seantrelle** is present, she grants the PCs a +10 bonus to Life Science checks made to identify these creatures and their abilities.

If the scavengers disable the capsule's force screen, it remains deactivated for 1d4 rounds, after which it can be reformed with 2 full rounds of effort and two DC 35 Computers checks. Once the force screen is reformed, restoring the capsule's internal atmosphere is a standard action and requires a DC 30 Mysticism check.

ENTROPIC SCAVENGERS (12)

CR 11

XP 12,800

NE Medium aberration (extraplanar)

Init +8; **Senses** darkvision 120 ft., blindsense (life) 60 ft., low-light vision; Perception +20

DEFENSE

HP 170

EAC 24; KAC 25

Fort +10, **Ref** +10, **Will** +16

Defensive Abilities void adaptation, entropic body, negative energy affinity, void child; **DR** 10/adamantine or good;

Immunities cold, death effects, disease, energy drain, poison;

Resist acid 10, electricity 10, sonic 10; **SR** 20

OFFENSE

Speed 40 ft., fly 90 ft. (good)

Melee bite +21 (3d4+16 plus 1d6 negative energy and energy drain), 2 wings +16 (3d4+16 plus 1d6 negative energy)

Offensive Abilities energy drain (1 level, DC 20), entropic touch

Spell-Like Abilities (CL 11th)

1/day—*enervation* (DC 20), *gravity well* (DC 20)

3/day—*dispel magic*, *entropic grasp*, *irradiate* (DC 19), *ray of exhaustion* (DC 19)

At will—*force blast* (DC 18), *see invisibility*

STATISTICS

Str +5, **Dex** +8, **Con** +3, **Int** +2, **Wis** +2, **Cha** +4

Base Atk +13; **CMB** +19; **CMD** 41

Feats Dodge, Empower Spell-like Ability (*enervation*), Flyby Attack, Mobility, Multiattack, Skill Focus (Perception), Weapon Finesse

Skills Acrobatics +23, Life Science +20, Mysticism +20, Sense Motive +20, Stealth +23

Languages Abyssal, Aklo, Common

Other Abilities xx

SPECIAL ABILITIES

Draw Force (Su) At will, as a standard action, an entropic scavenger can draw all magical effects with the force descriptor within 30 feet of it into itself. Drawing force works just like a targeted dispel using *dispel magic*, where the caster level of the force creature is equal to its CR. If it succeeds on its rolls vs. the force effect's DC (11 + caster level of the force effect), the effect is dispelled and heals 1d8 hit points times the amount the draw force roll is over the DC of the force effect. Any hit points healed above the force creature's maximum hit points are temporary hit points. A force creature cannot have more temporary hit points than 50% of its maximum hit points, but the temporary hit points last until they are used.

Entropic Body (Ex) An entropic scavenger's body is comprised of faintly glowing violet force. Any creature that strikes it with a melee attack or attempts a combat maneuver against it (even if the maneuver fails) takes 1d6 points of negative energy damage and 1d6 points of force damage. Attacking with a weapon that provides reach allows a creature to avoid taking this damage.

Entropic Touch (Ex) An entropic scavenger's natural attacks deal full damage to incorporeal creatures. In addition, a scavenger's natural attacks deal +1d6 points of negative energy damage to the target. This energy does not heal creatures normally healed by negative energy damage.

ROUTINE INSPECTION (CR 18)

At any of the towers they pass through, the PCs' force capsule is stopped and detained for a routine inspection. They are questioned by the jagladine tech team in their control room (see area 18), with a second identical tech team coming to inspect the PCs' capsule in person. If any of the PCs do not appear to be jagladine, klaven, onaryx, or ultari, the tech team is suspicious and gains a +2 circumstance bonus on Perception and Sense Motive checks to see through any deception. During the inspection, one of the tower's **annihilator robots** is present in the tube station, using its tremorsense to watch for hidden creatures. Before the PCs are allowed to disembark for the inspection, a jagladine inspector casts *see invisibility* on the interior of the tube capsule, fading after 3 rounds. Any invisible creatures are placed under arrest and taken for questioning by the tower's griever commander (see area 2).

The inspection takes 2d6 minutes, during which time the PCs are expected to wait in the tube station and answer questions from the jagladine. They can use Bluff, Diplomacy, or Intimidate to try persuading the jagladine to allow them to

pass. This requires three DC 35 checks to allay their suspicions or cow them from probing further.

Failed Inspection: If combat ensues, the tech team immediately triggers the station's **lightning elementals** (see area 16) and commands them to attack. They place the station on lockdown, sealing the failsafe exits at 19. If the PCs can access the control room, these can be reopened with two DC 35 Computers checks, requiring one full round per check. Opening them from outside the control room increases the DC by 10 and requires 1d4 rounds per check.

During combat, other creatures guarding the tower arrive to reinforce the inspection team, beginning with the second annihilator robot after 1d3 rounds and the griever and 4 klaven grenadiers (see area 4) 2d4 rounds later. The jagladine techs in the plasma core do not enter the fray, nor do the klaven dragoons, though the latter mount up on their dragons and take flight.

If the inspection team sounds an alarm, it is relayed into the system that possible intruders are in the network. The entire system continues functioning, but all passcodes are changed and the DC for checks made to bypass passcode requirements at future stations is increased by 10.

THE GHOST TOWER

The space inside the sphere is fraught with many dangers, among both the living and the dead. The necromantic radiations of the Lacuna and Faa Dlan's sunspots have spawned spectral undead variants of the solar dragons native to the star's heart, and rarely these ghostly monstrosities venture beyond their solonecrotic homes into the space between. Recently, one of these undead dragons has infiltrated one of sphere towers and slaughtered the living crew of klaven and jagladine, as well as the solar dragons that once dwelt there.

The constructs inhabiting the tower are largely unaware of the spectres, as their incorporeal forms do not properly register on their sensors, leaving even sentient constructs performing repeated diagnostic checks for system glitches even when they catch sight of the wandering spirits. Unintelligent constructs simply ignore them and even pass through them entirely. While the spectral dragon was originally able to enter the tower when the portals were open, when they closed after jagladine crew was killed the spectres were no longer able to escape the psychically reinforced orium walls of the tower, leaving the spectres within to drift aimlessly unable to escape nor with any living souls on which to prey.

Maps: This tower has the same layout as the one at area C and can reuse the same maps.

Capsule Crash: The death of all living crew has resulted in malfunctions to the tower's systems, as the inertial dampeners and force conduits that should allow easy and rapid transit through the tower by force capsules now behave erratically. When the PCs' capsule approaches the tower, its proximity

sensors do not register properly, causing the capsule to crash through the aperture valve into the tower's tube station. All creatures on board the capsule take 16d12 points of bludgeoning damage (DC 27 Reflex half) and are knocked prone. In addition, the capsule's force walls are ruptured along with the entry valve to the tube station, causing an explosive decompression of the tube station's atmosphere.

Until the entry valve is blocked (any magical wall spell that creates a solid barrier suffices), Medium or smaller creatures must succeed on a DC 15 Athletics check or be dragged 1d4 x 10 feet towards the entry valve, taking 2d6 points of nonlethal damage. Creatures dragged to the end of the entry valve are discharged out into the void and vacuum of space (see **Adventuring in the Void**). Any non-instantaneous gas, mist, or fire effects within the tube chamber are treated as if exposed to a windstorm-strength wind; if magical, they are dispelled (+20 caster level check bonus). Breathable air within the chamber swiftly dwindles, becoming effectively a vacuum within 1d4 rounds.

Repairing the Capsule: The tube capsule is damaged in the crash, requiring 2d6 successful DC 30 Engineering checks to repair. Each check requires one person-hour of work, and checks gain a +5 bonus if Seantrelle is present to give instructions. Multiple characters can work on repairs at the same time.

INTRUDER ALERT (CR 16)

Within 2d4 rounds of the capsule crash, one of the annihilator robots from this tower's cargo loading zone comes to investigate. The other annihilator and the cargo loaders remain in this tower's area C6 and do not leave it, though they attack any intruders into that area. If PCs use stealth to evade the annihilator, it investigates the crashed capsule and looks for signs of life, but if none are forthcoming it checks the entry valve and activates its backup system to reseal the room, then returning to area C6. If it observes combat between the PCs and the spectres, it ignores the undead and concentrates its attacks on the living.

ANNIHILATOR ROBOT

CR 16

XP 76,800

HP 300 (see page 120)

SPECTRAL SLAUGHTERHOUSE (CR 18)

If PCs hide inside the control room of the tube platform, the presence of their life energy has a 50% chance per round to awaken the restless souls of the jagladine tech team slaughtered here by the spectral dragon and now enslaved to its will. The spectres have the appearance of ghostly jagladine but cannot use any of the abilities they possessed in life, including operating inertial dampeners or boosters or unleashing lightning elementals.

SPECTRE (8)

CR 8

XP 4,800

LE Medium undead (incorporeal)

Init +6; Senses darkvision 60 ft.; Perception +16

Aura unnatural aura (30 ft.)

DEFENSE

HP 125

EAC 20; KAC 22

Fort +10, Ref +10, Will +9

Defensive Abilities incorporeal; Immunities undead immunities

Weaknesses resurrection vulnerability, sunlight powerlessness

OFFENSE

Speed fly 80 ft. (Su, perfect)

Melee incorporeal touch +19 (3d4+8 plus energy drain)

Offensive Abilities create spawn, energy drain (2 levels, DC 16)

STATISTICS

Str —, Dex +6, Con —, Int +2, Wis +4, Cha +2

Skills Acrobatics +21, Mysticism +16, Stealth +21, Survival +16

Languages Common

Other Abilities unliving

SPECIAL ABILITIES

Create Spawn (Ex) A humanoid slain by a spectre becomes a spectre in 1d4 rounds. These spawn are less powerful than typical spectres, and suffer a –2 penalty on all d20 rolls and checks, receive –2 HP per CR, and only drain 1 level on a touch. Spawn are under the *command* of the spectre that created them until its destruction, at which point they lose their spawn penalties and become free-willed spectres.

They do not possess any of the abilities they had in life.

Resurrection Vulnerability (Su)

A raise dead or similar spell cast on a spectre destroys it (Will negates). Using the spell in this way does not require material components.

Sunlight Powerlessness (Ex)

A spectre caught in sunlight cannot attack and is staggered.

Unnatural Aura (Ex) Animals do not willingly approach within 30 feet of a spectre, unless a master makes a DC 25 Survival check to handle the animal.

When these spectres are awakened, so too is the spectral solar dragon that created them. It arrives 1d3 rounds later, accompanied by another swarm of 8 spectres.

SUNDRAGON SPECTRE

CR 14

XP 25,600

Spectral young adult solar dragon

LE Huge undead (fire, incorporeal)

Init +6; Senses blindsense (vibration 60 ft.), darkvision 120 ft., see in darkness; Perception +25

Aura alien presence (200 ft., blinded 2d4 rounds; DC 20), unnatural aura (30 ft.)

DEFENSE

HP 250

EAC 28; KAC 30

Fort +16, Ref +16, Will +14

Defensive Abilities incorporeal; DR 5/magic; Immunities fire, undead immunities

Weakness vulnerable to cold

OFFENSE

Speed fly 400 ft. (perfect)

Multiattack bite +27 (4d6+14 P plus energy drain), 2 claws +23 (4d6+14 S plus energy drain), tail slap +21 (4d6+14 B plus energy drain)

Space 15 ft.; Reach 10 ft. (15 ft. with bite)

Offensive Abilities breath weapon (170-ft. line, 15d10 fire, DC 20), crush (8d6+14 B plus energy drain)

STATISTICS

Str —, Dex +6, Con —, Int +3, Wis +4, Cha +8

Skills Acrobatics +25, Sense Motive +25, Stealth +30, Survival +25

Languages Draconic

Other Abilities command spectres, unliving, spaceflight, void adaptation

SPECIAL ABILITIES

Command Spectres (Su) As a swift action, a sundragon spectre can automatically command all normal spectres within 30 feet (as *command undead*). Normal spectres never attack a sundragon spectre unless compelled.

Create Spawn (Su) Any creature with a Charisma score of 16 or higher that is killed by a sundragon spectre rises as a dread spectre in 1d4 rounds. Any other creature slain by a dread spectre instead rises as a normal spectre in 1d4 rounds. A spectre or dread spectre created in this manner is under the command of its creator (as *dominate person*) and remains so until either it or the creator is destroyed.

Energy Drain (Su) A creature damaged by the sundragon spectre's attacks gains 2 negative levels.



SPECTRAL WAVES

A surge of negative energy begins to build as the spectral dragon and its minions come to unlife and rise up to attack living PCs, and their activity attracts the roaming spirits of spectres elsewhere in the tower. Every round after the spectral dragon appears, there is a 50% chance that 1d3 additional spectres arrive, up to a maximum of 8 additional spectres.

In addition, if the sundragon spectre is reduced below 100 hit points, it sends out a mental call to a second spectral dragon dread spectre it created when it slew one of the dragons posted here (the second dragon was out on patrol and will not return to the tower for another 2d6 hours). The second spectral dragon appears 1 round after being called.

RETURNING PATROL (DC 15)

A **klaven dragoon** and his **sundragon steed** (see page 27) return to this tower 2d6 hours after the PCs arrive. The dragoon notices the other dragon and dragoon are missing on a routine check of the dragon hangar and investigates, requisitioning one of the annihilator robots from area area 13 to accompany him. If the PCs have already left the station with their capsule, the klaven reports that the tower was attacked and the tech team wiped out, seemingly by undead, but does not raise any alarm related to the PCs. If the PCs are still here, the dragoon attempts to raise an alarm at its earliest opportunity and flees to his dragon hangar if outnumbered to mount up and escape.

APPROACHING ATLAS PRIME

After the PCs repair their capsule and resume their journey, they encounter no further difficulties en route to Atlas Prime, unless you wish to make the adventure more challenging. The total trip takes over 24 hours to traverse the distance from the entry tower to the ultari capital city of Atlas Prime, though you can have the Ghost Tower sidetrip occur at any point during this journey (though it should not be too close to Atlas Prime, so probably less than halfway there). With the knowledge gained from their early encounters and Seantrelle's technical expertise, they should be able to navigate the remaining junctions without incident. Upon arrival, they must make their way through the **Entry Port** in the following chapter to enter the city proper.

PART 3: ATLAS PRIME

In this chapter, the PCs must make an entry to the capital city of the Ultari Hegemony, either by force or guile, and learn about the tension in the city as the various factions respond to the poor progress of the war beyond. They discover an incredible secret even as they look to set rivals against each other and sow dissent and even revolution against the weakening grip of the ultari high command. In the end, they must take aim at the children of the gods themselves.

Soul Ravage: The intense radiation of mystical energy that rains down constantly on Atlas Major and is channeled and attuned to the ultari and their close allies is highly dangerous to outsiders tapping into its power, and as soon as the PCs arrive at the Entry Station they are subject to being affected by **soul ravage**, a dangerous magical affliction engineered by the ultari. See page 137 in the **Gazetteer** for further details.

D. ENTRY STATION

Entry to Atlas Prime from the tube network is controlled through four centralized entry stations, each servicing 18 tube lines that cover one quadrant of the sphere. Each landing platform is generally busy, with tube capsules arriving on a regular basis. Some carry passengers, some cargo, with most cargo arriving in special double-sized capsules. All creatures and cargo arriving at the entry station must pass through the station's security checkpoint to be allowed to enter the city. There are similar stations set up for departures, but they are hermetically separated from entry points to avoid any passing of contraband in the concourses. The ceiling in the chamber soars 30 above the floor, and the columns supporting the ceiling are carved to resemble ultari glaring down at all waiting in the tight queues below.

1. SHUTTLE BAY

This gleaming tube of polished metal and translucent force cradles the tube sleds arriving from across the Sphere.

When the PCs' shuttle arrives, 1d4-1 of the other shuttle bays are occupied by arriving shuttles.

2. LOADING RAMP

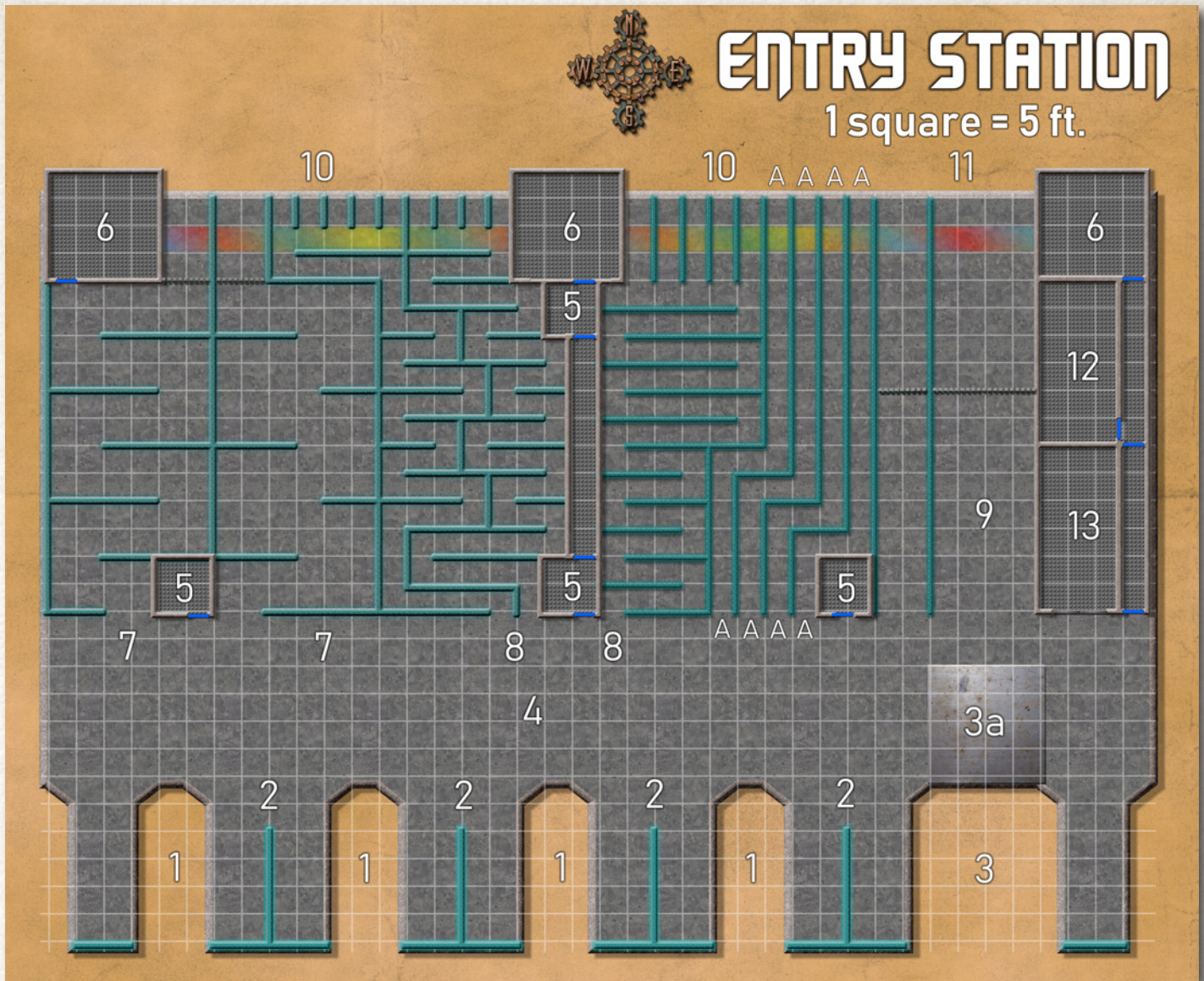
A metal railing divides this broad area, as each shuttle bay is flanked by access ramps to allow easy departure of passengers and cargo.

These ramps are used by the general public if there are no ultari aboard, but when ultari are present they always use the right-side ramp and others must use the opposite ramp. If PCs are disguised as ultari and do not depart from the right side (or do not proceed to the queues at area 8A), they draw attention immediately from the guards at area 5.

3. CARGO BAY (CR 7)

This double-sized shuttle queue allows the berthing of oversized front-loading cargo craft.

Passengers and light cargo disembark from the flanking ramps as with the passenger shuttles. An automated **cargo loader** is stationed at 3a to accept cargo and carry it out from the Entry Station. It responds to any commands given to it by the guards at area 5.



CARGO LOADERS

CR 7

XP 3,200

HP 105 (see page 38)

4. CONCOURSE

This wide plaza of well-worn tiles teems with the citizenry of the Sphere, jostling for position and waiting their turn to seek entry.

At any given time, the platform may hold one or more jagladine tech teams (see C, area 9), common ultari or ultari bureaucrats (see page 134), or other creatures. You can use such passengers descriptively, or you may allow PCs to interact with others as you wish, potentially using Diplomacy to gather information while waiting in line. Most NPCs are suspicious if the PCs do not share their species, though they may be indifferent if the PCs are escorted by a member of their kind. You also may simply rule that the crowded platform functions

as difficult terrain in combat situations, as panicked people in the crowd interfere with easy movement. PCs can clear a path through a crowded area as a standard action with a DC 30 Diplomacy or DC 25 Intimidate check. The DC is increased by 5 if they do not speak Ultari, and it is decreased by 5 if they appear to be ultari as the result of magic or a disguise.

5. SENTINEL PLATFORMS (CR 20)

Atop a cubical blockhouse stands a hulking tauric scorpionlike creature with a humanoid upper body, uniformed as a guardian and intently watching the crowd.

The platform is guarded at all times by centaur-like scorpion soldiers, one atop each of the blockhouses marked 5. If sorely wounded, the shocktroopers can trigger a trap door to the interior of the blockhouse, generally speaking they stand atop their posts and keep their guard up.

Their tremorsense alerts them to the presence of invisible creatures on the ground, which they move to intercept and apprehend. They also immediately attack if any of the inspectors (area 6) call for aid or if shapeshifters or illusion-users are revealed by the antimagic barrier (see area 10). They easily skitter across the tops of the waiting queues (areas 7 and 8), attacking those within or trying to bypass the lines.

These shocktroopers are not indiscriminate in their attacks, preferring to avoid civilian casualties if possible, but they do not hesitate to use scatter fire with their plasmathrowers against groups of enemies. They alternate between careful movement and focused fire with Greater Vital Strike against foes that are difficult to hit and full attacks against easier targets. If forced into melee, they attempt to grapple opponents and drag them into the antimagic barrier.

SCORPION SHOCKTROOPER (4) CR 16

XP 76,800

Variant girtablilu

N Large monstrous humanoid

Init +10; **Senses** blindsense (vibration) 30 ft., darkvision 60 ft.;

Perception +33

DEFENSE

HP 300

EAC 32; **KAC** 33

Fort +18; **Ref** +20; **Will** +16

OFFENSE

Speed 50 ft.

Melee claw +28 (6d10+23 S plus grab) or sting +28 (5d8+23 P plus poison)

Multiattack 2 claws +24 (6d10+23 S plus grab), sting +24 (5d8+23 P plus poison)

Ranged blue star plasma array +31 (5d10+16 E & F; critical burn 4d4)

Space 10 ft.; **Reach** 10 ft.

STATISTICS

Str +7; **Dex** +10; **Con** +5; **Int** +2; **Wis** +5; **Cha** +1

Skills Acrobatics +33, Athletics +28, Stealth +33

Languages Common, Girtablilu, Jagladine, Ultari

SPECIAL ABILITIES

Poison (Ex) Creatures struck by a scorpion shocktrooper's sting are exposed to virulent girtablilu poison.

Gear elite defrex hide, blue star plasma array with 4 batteries (20 charges each), *mk 3 serum of healing*, spell ampoule of *remove condition*

VIRULENT GIRTABLILU POISON

Type poison (injury); **Save** Fortitude DC 24; **Track** Dexterity; **Frequency** 1/round for 6 rounds; **Cure** 2 consecutive saves

6. CONTROL STATION (CR 15)

The shadowed windows of this chamber nearly obscure the piercing eyes of a group of uniformed ultari and the pulsing mental force that emanates from their ghastly visages.

The ultari within these three secure chambers keep a watchful eye and a keen mind trained on all those approaching the interrogation cells at area 10. The windows here are formed of psychoactive crystal that is as hard as stone (hardness 8, hp 80 per 5-foot section) but does not block line of effect for mind-affecting effects.

ULTARI INQUISITORS (3)

CR 12

XP 19,200

Male or female ultari

NE Medium outsiders (evil, extraplanar, troop)

Init +5; **Senses** darkvision 60 ft., blindsight (thought) 60 ft.;

Perception +22

Aura fear aura (10 ft., DC 21)

DEFENSE

HP 185

EAC 26; **KAC** 27

Fort +11, **Ref** +11, **Will** +16

Defensive Abilities defensive precognition, force screen, fast healing 3; **Immune** mind-affecting effects, immune to single-target effects

Weaknesses vulnerable to area effects



OFFENSE

Speed 30 ft.

Melee troop attack +24 (2d12+12 B)

Ranged needler pistol +22 (1d4 P plus 4d4 nonlethal; injection DC+2)

Offensive Abilities telepathic drain (DC 21)

Spell-Like Abilities (CL 12th)

1/day—*mind probe* (DC 21), *mind thrust* (4th level, DC 21)

3/day—*mental block* (DC 20), *mind thrust* (3rd level, DC 20), *suggestion* (DC 20), *synaptic pulse* (DC 20)

At will—*inflict pain* (DC 19), *see invisibility*

STATISTICS

Str +0, **Dex** +2, **Con** +5, **Int** +8, **Wis** +4, **Cha** +4

Skills Bluff +22, Culture +22, Diplomacy +22, Disguise +22, Intimidate +27, Sense Motive +27, Mysticism +22

Languages Aklo, Ashtuul, Belligren, Common, Jagladine, Onaryx, Ultari; *telepathy* 120 feet

Other Abilities extract confession (DC 21)

Gear squad hardlight series, needler pistol with 6 darts, tier 3 sedative (3 doses)

ECOLOGY

Environment any

Organization solitary, pair, or parliament (3-10)

SPECIAL ABILITIES

Defensive Precognition (Su) Ultari inquisitors can intuit their adversaries' offensive actions. Once per day when ultari inquisitors fail a saving throw against an attack, spell, or other effect that would deal damage, they can reroll the saving throw and take the better result.

Extract Confession (Su) Whenever ultari inquisitors succeed on a Sense Motive check to see through a Bluff or notice a mental compulsion, as a reaction they can attempt to compel a liar to inadvertently reveal the lie and the truth behind it (DC 21 Will negates). A creature under a charm or compulsion reveals the nature of its enchantment and who placed it (if the creature knows) and gains a new saving throw to break free from the enchantment. This ability is language-dependent. A creature that saves against this ability cannot be affected by it again for 24 hours. The save DC is Charisma-based.

Force Screen (Su) Once per day as a standard action, ultari inquisitors can manifest telekinetic shields lasting 20 minutes, granting them 20 temporary Hit Points and fast healing 5. If the inquisitors are aware of an attacker, they can manifest this ability as a reaction lasting until the end of its next turn.

Telepathic Drain (Su) Once per day as a full action, an ultar can telepathically drain psychic energy from a humanoid within 30 feet, dealing 1d4 Wisdom damage to the target each round the ultar concentrates. The target can attempt a DC 21 Will save to negate this effect when the ultar first uses it and each round thereafter that the ultar concentrates on this ability. Any Wisdom damage dealt to the target is healed after 24 hours. The ultar can use the drained psychic energy to restore uses of its spell-like abilities, with each 1/day ability requiring 3 points, with each 3/day ability requiring 1 point. The points dissipate after 24 hours if not used.

7. LARGE QUEUES

The bars of these wide queues stand ready to admit a long line of large creatures to present themselves for inspection, with a grating of bars overhead as well.

When the PCs arrive, these queues may have 1d6-2 Large creatures, such as bat-winged dread onaryx (see *Mind Tyrants of the Merciless Moons*) or ordinary girtablilu. They generally ignore the PCs and take shelter if combat erupts unless they are directly attacked.

8. COMMON QUEUES AND ULTARI QUEUES

These narrow, barred queues are thronged with an odd array of people of every description, with barred grills stretching overhead, save for a set of blue-lacquered queues off to one side with gilt-tipped bars and none spanning overhead.

Ordinary citizens of Medium or smaller size file into these queues, with 3d10 lined up and waiting at any time. The four queues marked **A** are reserved for use by the ultari. Anyone else daring to enter these queues is accosted immediately by the guards and taken to lockup in area 12 or killed if they resist. Each queue has 1d6-2 ordinary ultari or ultari bureaucrats when PCs arrive.

9. CARGO ENTRY (CR 16)

This wide alley is flanked by heavy bars on each side running floor to ceiling, with serried rows of additional bar-stubs ready to be raised into place to subdivide the space as needed.

This queue is used by extremely large creatures or heavy cargo. There is a 50% chance a cargo loader is already in the queue awaiting inspection. In addition, a chaotic evil sun giant awaits inspection here. She does not work for the ultari directly, but she is never above a bit of opportunistic mayhem should a wounded PC come within reach or to unleash a *flame strike* or harass and insult the PCs with a quickened *blistering invective* while the guards' attention is diverted towards the PCs. If the PCs directly engage her, she is happy to defend herself aggressively.

SUN GIANT

CR 16

XP 76,800

CE Huge humanoid (giant)

Init +3; **Senses** low-light vision; **Perception** +33

Aura solar (60 ft., DC 22)

DEFENSE

HP 320

EAC 30; **KAC** 32

Fort +18; **Ref** +18; **Will** +16

Defensive Abilities rock catching; **Immunities** blindness, dazzled, fire; **Resist** cold 30, electricity 30

OFFENSE

Speed 50 ft.

Melee heavy mace +30 (8d8+26 B) or slam +30 (6d10+16 B; critical knockdown)

Ranged atlatl dart +27 (6d10+16 B & F plus sun dart)
Space 15 ft.; **Reach** 15 ft.

Offensive Abilities blistering invective

Spell-Like Abilities (CL 16th; melee +27)

1/day—*synapse overload* (DC 21), *waves of fatigue*

At will—*arcane eye*, *remove condition*, *explosive blast* (DC 19)

STATISTICS

Str +10; **Dex** +3; **Con** +7; **Int** +2; **Wis** +5; **Cha** +3

Feats Deadly Aim (+8 damage), Quick Draw

Skills Athletics +28, Intimidate +33, Survival +28

Languages Common, Ignan

ECOLOGY

Environment warm deserts or mountains

Organization solitary, pair, or family (3–5 plus 35% noncombatants and 1 mystic)

SPECIAL ABILITIES

Blistering Invective (Su) Three times per day as a swift action, a sun giant can make an Intimidate check to demoralize each enemy within 30 feet of it. Enemies that are demoralized this way take 1d10 fire damage and must succeed at a DC 22 Reflex save or catch fire.

Solar Aura (Su) Light levels within 60 feet of a sun giant increase by one step (supernatural darkness becomes normal darkness). This does not count as a light effect for the purpose of light and darkness effects; a solar aura is not hindered by any type of magical darkness, and its effect is applied after all light and darkness effects. In areas of bright light, a solar aura causes sighted creatures to become dazzled for as long as they remain in the aura.

As a swift action, a sun giant can direct light toward a single target within her solar aura, and that creature must succeed at a DC 22 Fortitude save or be permanently blinded.

Sun Dart (Ex) If a sun giant misses a target's KAC but strikes the target's EAC with its atlatl dart, it still deals 3d10+8 fire damage. A Large or smaller creature damaged by a sun giant's sun dart becomes entangled and immobilized.

A creature can free itself with a successful DC 22 Escape Artist or Strength check as a standard action or by breaking the sun dart (hardness 5, hp 20).

10. INTERROGATION BOOTHS

At the head of each line, a band of tiny gleaming motes hangs golden in the air, just before supplicants must wait for a barred gate to slide into the floor and step forward to stand before another set of bars and shimmering curtain of many colors. Here they submit themselves to interrogation as the bars slide back into place behind them. When the inquisitors are satisfied, they are signaled to step forward as the front bars drop and they pass through the rainbow-hued screen beyond with a brief flash before those bars are raised again and the cell's inner bars lowered to admit the next petitioner.

Creatures wishing access must move up into a series of 5-foot-wide gates (with one 10-foot-wide gate provided for Large creatures), and to get to them they must first pass through an antimagic barrier maintained by the sphere's cosmic energies.

This area is marked on the map with a band of rainbow color. This structure suppresses magical effects and spells of caster level 18 or lower while they remain within the area. Spell effects, including spell-like abilities and magic item effects, are not affected by the antimagic barrier if their caster level exceeds 18, and artifacts and effects created by them are unaffected in any case. However, all magic items and spell effects with a caster level of 18th or lower become non-functional for as long as they remain within the antimagic barrier and for 18 rounds thereafter. PCs using lower-level magical effects to aid in disguise or deception, such as *glamered* armor and the like risk immediate exposure of their trickery upon stepping into the the wall.

Behind the antimagic barrier is a second barrier in the form of a *wall of force*, that prevents creatures in the queue from escaping interrogation.

CRUSHING CAGE TRAP

CR 11

Type analog; **Perception** DC 36; **Disable** Engineering DC 31 (open cage door); **Trigger** location; **Init** +17; **Duration** 10 rounds; **Reset** manual

Initial Effect A metal metal cage drops to seal creatures in a 10-foot square area (no saving throw); **Secondary Effect** The cage's ceiling begins to slowly lower to crush those within it, descending at a rate of 3 feet per round from a height of 10 feet. Creatures inside and outside the trapped area can attempt to open the cage's single locked door (Engineering DC 31), but the lock is electrified, automatically dealing 6d6 points of electricity damage with each attempt, and imposing a –1 penalty on the check for every 5 points of damage dealt in this way. Creatures inside the cage can attempt to hold up the ceiling of the cage as a full-round action with a successful DC 25 Athletics check. Success prevents the cage from lowering that round, though it doesn't reverse the progress or allow egress. Breaking out of the cage requires a DC 31 Athletics check, or by dealing enough damage to break through the bars (EAC 23, KAC 27, hardness 10, hit points 181).

Once the height of the cage's ceiling is 4 feet, Medium creatures take 12d12 points of bludgeoning damage each round the cage's ceiling is not successfully held up. Once the height of the cage's ceiling has descended to 1 foot from the floor, Small creatures take 12d12 points of bludgeoning damage each round that the ceiling is not successfully held up. Tiny creatures can attempt a DC 31 Acrobatics check to flee through the holes in the cage, Diminutive creatures must succeed at a DC 21 Acrobatics check, and Fine creatures can leave automatically.

11. CARGO INSPECTION

This large cage is ample to contain even a titanic visitor or a large cargo vehicle.

This area is identical to the cages at area 10, save that it is sized to accommodate creatures of up to Colossal size.

12. HOLDING AREA

This dank chamber contains narrow locked holding cells with manacles and heavy locks.

Creatures subdued in the Entry Station are taken here, stripped and chained for examination by the ultari inquisitors.

13. CARGO QUARANTINE

This small warehouse holds ample racking and shelves to store contraband.

Items seized by the guards are stored here until they are picked up periodically by law enforcement for transport into city or redirection onto shuttles to be ejected from the sphere for destruction in the Titan's Maw or into the sun.

QUESTIONING

Each of the ultari inquisitors maintains concentration constantly on their ability to sense thoughts, allowing them to locate any sentient creature within 60 feet and also to notice when they see creatures with their eyes that they do not perceive in this way because they are screened against divination.

The ultari inquisitors are highly suspicious of all non-ultari, with +22 bonus on Perception checks and +27 on Sense Motive, making it difficult to fool them with Bluff and Disguise. If their Sense Motive check exceeds the result of a PC's Bluff check, as an immediate action they use their *extract confession* ability to attempt to force the creature to reveal the truth behind their lie (DC 21 Will negates). On their turn, they perform a *mind probe* (DC 24) on anyone they deem to be suspicious.

While the inquisitors are keen observers, they are not infallible and they do not spend an inordinate time grilling creatures that do not trigger any obvious warning signs. They generally spend 2d4 rounds questioning each petitioner before passing them through. This is halved when questioning an ultari (or someone designated by an ultari as their servant; see below).

Disguised as Yourself: There are representatives of almost every race in Atlas Major, so PCs are not obliged to travel in disguise. They could simply walk through the queue and present themselves as travelers from Lacuna or another distant part of the Sphere. This requires a forged credential showing their place of origin. Seantrelle is familiar with such documents and her assistance grants a +8 bonus on the check to create the document, though the inquisitors are also familiar with such documents and gain a +2 on their own checks to spot forgeries.

The PC must succeed on a Bluff check to convince the inquisitors of their legitimacy. If they have at least 5 ranks in any Profession skill, they gain a +2 circumstance bonus on their Bluff check to pass themselves off as a businessperson in that line of work, and this bonus increases by 1 for every 5 additional ranks they have in that skill. They gain a similar bonus if they have at least 5 ranks in Culture.

If the Bluff check succeeds, the inquisitors become generally disinterested and take a –2 penalty on their Perception check to spot a forged document.

Forged Representative: With Seantrelle's aid and knowledge of the ultari, the PCs can use the Computers skill to create a forged pass like those the ultari give to their traveling servants and representatives, using the normal rules for creating forgeries. Seantrelle is familiar with such documents and grants a +8 bonus on the check to create the document, though though the inquisitors are also familiar with such documents and gain a +2 on their own checks to spot forgeries.

In addition to the usual requirements, the pass must be psychically resonant, requiring a successful Mysticism check to create. A non-ultari carrying such a pass gains a +10 bonus on Bluff and Disguise checks to bypass the attention of the inquisitors.

The Ultari Gambit: If PCs are daring enough to disguise themselves as ultari and do so with either a very convincing non-magical disguise or an illusion spell with a caster level higher than 18th, they find the inquisitors less suspicious. Moving through the ultari queues leaves them outside the range of their psychic abilities, and their thoughtsense potentially revealing nothing is far less suspicious given that many noble ultari screen their minds as a matter of course. The challenge of passing themselves off as ultari is that they must possess telepathy and be fluent in Ultari in order to do so. If they do not possess telepathy as an innate ability, they must have an item or spell of sufficient caster level to avoid being suppressed by the antimagic barrier. If they meet these conditions, they gain a +10 bonus on Bluff and Disguise checks to talk their way past the inquisitors.

A creature disguised as an ultari also can attempt a Bluff, Diplomacy, or Intimidate check (with the same bonus) opposed by the inquisitors' Sense Motive check in order to persuade them to fast-track one or more of their "servants" (i.e., other party members) through the inspection queue, enabling them to be moved up in the line. Once they arrive for interrogation, you can make a second Bluff, Diplomacy, or Intimidate check on their behalf (with your +10 bonus) in place of having your ally make a Bluff or Disguise check.

Getting Away with It: A PC that answers the inquisitors' questions satisfactorily is allowed through. As a swift action, the inquisitors lower the outer bars of the interrogation cell and cause the antimagic barrier to fade for 1 round. The PC must pass through the wall, which is solid and opaque from the other side.

It might be possible to time a sequence for a PC to try to rush through the *wall of force* when it is opened for another character. This would require slipping through the bars of the cage (Tiny or smaller creatures only) or bursting through the inner cage walls. If this can be done and the PC is still able to move on the same round, they can slip through the *wall of force* before it seals behind the original petitioner. This, of course, sets off alarms.

If all of the PCs manage to talk themselves or their allies through the Entry Port without provoking a fight, award them XP as a CR 21 encounter. They also gain the advantage of having more time to investigate without drawing negative attention to themselves and without facing pursuit.

BREAKOUT

Overcoming the Entry Port through guile is difficult but possible for parties with a skilled negotiator or excellent mundane disguise skills. Seantrelle can help a great deal in their preparation but cannot help much when it is time to move in and talk their way through, as her *riding possession* ability is suppressed by the magical barrier. She can revert to her incorporeal state and evade detection can do little to aid directly.

Some parties may elect to eschew the diplomatic approach and try to smash their way through the entry port by main force. While the defenses of the entry port are strong, they are by no means insurmountable for a high-level party. They need to find a way to suppress or otherwise overcome the two magical walls as well as the physical barriers blocking their way, all wall under fire from the scorpion shocktroopers, the ultari inquisitors, and perhaps a rogue sun giant and animated cargo loaders. The obvious and simple methods of bypassing such barriers are not likely to work here, but PCs electing this approach can unleash their offensive prowess and blast their way to freedom. Doing so, however, triggers a general alarm with immediate response.

The entry port is sealed against teleportation and other dimensional travel, so while they can be used within the concourse they cannot be used to enter or leave it. In addition, any attempt to teleport into or out of the interrogation cells triggers a technomagical trap that teleports the character instead into one of the holding cells in area 12 (DC 20 Will negates). If the save is successful, the teleportation effect simply fails to function.

The PCs could break through the ceiling of the building with a spell such as *disintegrate*, allowing them to fly, but opening the ceiling opens up a breach into the void of space (see the **Ghost Tower**, page xx). The north wall of the Entry Station slopes downward to connect to the *wall of force*, which is 20 feet high. A *passwall* or *disintegrate* in this upper portion of the wall would work to make a passage out.

Alternatively, they could use *disintegrate* or *passwall* to open a breach into one of the Control Stations (area 6), assaulting the ultari there directly, and either using a second spell to then exit the control station into the city. They also could attempt to locate the *wall of force* suppression control. A DC 35 Engineering check finds the proper controls in 1d4 rounds, minus 1 round for every 5 points by which the DC is exceeded. Once found, the control can be activated with a DC 40 Engineering or Mysticism check; either check gains a +5 bonus if the character activating it has telepathy.

Marks: Creatures making a breakout attempt from the

Entry Station immediately gain 5 Marks each, and you should immediately roll percentile dice to determine what Law Enforcement response occurs (see *Gazetteer*, page xx). This response team arrives within 1d6 rounds.

THE CHIEF INSPECTOR

If PCs create a major disruption or if a major NPC in Atlas Prime is killed, the ultari authorities begin a serious investigation, at which point a high-ranking ultari named **Xaver Brun** begins hounding their steps. He may access any or all the various minions in pursuit of the PCs, and never faces the PCs alone without ample backup. He should not dive into a face-to-face showdown with them immediately. Instead, he is more apt to test their defenses and observe their tactics before retreating and planning a new assault, dogging their steps all the while. If the PCs have not had a final confrontation with the Chief Inspector before they reach Part 4, it would be an ideal time to meet him when they are making their way through the strife-torn Ultari Parliament building or even when they finally reached the Star Ladder shuttle atop it. He looks to find a discarded item or personal information about the PCs so he can get enough information to use divination spells to track them down.

If the PCs choose to break out from the Entry Port rather than sneaking through by subterfuge, the Chief Inspector immediately begins working on their case. He can show up when the PCs are engaged with other opponents. The chief inspector typically hangs back and uses spells (or rarely his gun) to attack, while directing minions or surrogates to engage the PCs directly. The PCs also may learn that he is on their trail, as contacts or allies report his efforts or disappear suddenly.

XAVER BRUN, ULTARI TECHLORD

CR 24

XP 1,228,800

Ultrar technomancer

LE Medium outsider (evil, extraplanar)

Init +11; **Senses** blindsense (scent), darkvision 60 ft. **Perception** +40

Aura fear aura (10 ft., DC 30)

DEFENSE HP 550

RP 8

EAC 40; **KAC** 41

Fort +20; **Ref** +20; **Will** +27; +2 vs. poison

Defensive Abilities evasion; **Immunities** mind-affecting effects

OFFENSE

Speed 20 ft., fly 60 ft. (Su, average)

Melee paragon class living staff +34 (14d6+27 B; critical bind)

Ranged blue star plasma pistol +36 (5d8+24 E & F; critical burn 3d8)

Spell-Like Abilities

1/day—*crush skull* (DC 31)

3/day—*mind probe* (DC 30), *mind thrust* (4th level, DC 30)

Technomancer Spells Known (CL 24th)

6th (5/day)—*chain surge* (DC 32), *flesh to stone* (DC 32), *disintegrate* (DC 32), *greater discharge* (DC 32)

5th (7/day)—*heat leech* (DC 31), *telekinesis* (DC 31), *teleport*, *wall of*

force, greater dispel magic

4th (at will)—*dimension door*, *greater invisibility*

3rd (at will)—*flight*, *slow* (DC 29)

2nd (at will)—*mirror image*, *see invisibility*

Offensive Abilities rain of fire, quickened spell

TACTICS

Before Combat: Xaver Brun has cast *flight* (3rd level) into his cache capacitor. If he believes combat is imminent, he also casts *see invisibility*, *mirror image*, and uses his spell gem of *greater resistant armor* before engaging enemies.

During Combat: He attempts to hit as many enemies as he can with his damaging spells and rain of fire ability, using web grenades to make the battlefield difficult terrain for nonflying foes. If reduced to less than 50 Hit Points, he *teleports* to a law-enforcement base to regroup.

Morale Xaver Brun tries to escape if reduced to 80 Hit Points or fewer and abandons or sacrifices any living allies as needed to flee.

STATISTICS

Str +3; **Dex** +11; **Con** +8; **Int** +15; **Wis** +4; **Cha** +4

Skills Bluff +45, Computers +45, Engineering +45, Mysticism +40, Sense Motive +45, Stealth +40 **Languages** Aklo, Abyssal, Auran, Ashtuul, Belligren, Celestial, Common, Draconic, Ignan, Infernal, Jagladine, Terran, Undercommon

Other Abilities cache capacitor 3 (*flight*), spell cache

Gear nanotube carbon skin, blue star plasma pistol with 4 ultra-capacity batteries (100 charges each), paragon-class living staff with 4 batteries (20 charges each), 2 mk 4 web grenades, mk 3 serum of healing, spell gem of *greater resistant armor*, spell ampoule of *remove condition*

E. RACE TO SAFETY

If the PCs are able to pass through the Entry Station quietly and without causing a disturbance, they can take a leisurely stroll to the safe house, guided by Seantrelle. They can marvel at the enormous buildings and the too-large sun seemingly directly overhead, yet with its face marred by churning spots visible to the naked eye. Glittering lakes and aqueducts glitter across the cityscape, wending their way through rigidly ordered arbors and parks, with a strange amalgam of ancient and worn stone structures seemingly ripped from an elder civilization alongside modernist architecture of metal, marble, and crystal. A cluster of shadowy blots float overhead in an intricate dance that seems to bring a semblance of twilight to certain parts of the vast mega-city, yet even that is passing. A slender shaft of light lances up from somewhere near the city's heart, what locals call the Axis Major and which is said to pierce all the way through the heart of the star and beyond to far Lacuna.

Alien sights, sounds, and smells assault the senses on every side, and dominating every feature of décor the ubiquitous vacant-eyed visages of ultari carved and watching, always watching. Strange faces flash on glowing crystalline sheets embedded into the walls of

public places, with flowing Ultari script listing their names and their crimes along with their faces. Wherever ultari walk, others give way, and among the humans and other more familiar races (often etched with psychic circuitry or tattoos) you see there is little sense of courage, and for that matter even little indication of fear; instead, you see the eyes of surrender, the eyes of those that have long since abandoned hope and have accepted all that is.

All this the PCs can take in, if they are not fleeing from the Entry Station. In truth, the PCs are very high level and they may rather stand and fight rather than flee. Seantrelle implores them to move on, that there is nothing to be gained from a fruitless standoff with endless waves of the city's protectors, that there are far more important things to tackle, but if PCs wish to stand firm the waves of enemies will not stop coming.

Managing the Escape: At very high levels, it is difficult to predict exactly which strategies will be employed. The ultari have vast resources at their disposal, including a network of minions, abundant psychic, magical, and technological surveillance (including the power to pierce illusions and disguises and trace teleportation effects), and the ability to relay information telepathically and through the ubiquitous Scroll announcements. It is not impossible to escape their notice, but it is not as simple as throwing up a simple illusion or teleporting to a new location.



Making their way from the Entry Port to Seantrelle's promised safe house by a circuitous route, evading patrols and surveillance as best they possibly can and having to take side trips to throw off pursuit, takes 36 hours, but they can reduce this amount of time with a successful DC 35 check against any of the following skills: Bluff, Culture, Diplomacy, Disguise, Engineering, Mysticism, Stealth, and Survival. Each character can spend one hour making a check against one of these skills, with a successful check reducing the amount of time required to get to the next level by 1 hour. A character disguised as an ultari gains a +2 circumstance bonus on any of these checks (other than Disguise itself). If a character beats the DC by 10 or more, they gain a +2 circumstance bonus on their next check with that skill to navigate the streets of Axis Major. A character who does not make their own check can spend an hour using the aid another action to boost an ally's skill check.

If a character fails a skill check by 10 or more, or rolls a natural 1 on any skill check, they trigger a **law enforcement** encounter, as described in the Gazetteer (see page 134), though because of the dramatic nature of their breakout from Entry Station, you should add an additional +10 modifier to the result of the encounter. In addition, for every round of combat, there is a 10% cumulative chance that an additional **law enforcement** encounter occurs. They must defeat or evade that encounter before they can continue making their way to the safe house. In addition, each check failed by 10 or more (or with a natural 1) increases the DC of future checks by 1 for all characters in the party.

The city of Atlas Major is unmapped, but most encounters of this sort occur in streets or plazas with crowd terrain (similar to the concourse at area 4 in the Entry Station). They may occur when PCs are hiding inside a vacant building, or when they are stopping inside a shop or similar area to gather information or spread rumors to throw off their pursuers.

Once the PCs reduce the time remaining to zero, they arrive at the safe house clear of their pursuers and can rest and stay hidden, at least for now.

THE SAFE HOUSE

The yllosan safe house is a nondescript hostel catering to travelers of various races, presided over by low-ranking ultari managers and their staff. The lower levels of the safe house are shrouded in cloaking technology and spells that shroud it from divination effects, even hiding its own magical aura. In addition, the entry to the stairwell leading down into the lower level is covered by a group of mimics allied with the yllosan who presents the appearance of an ordinary room. The yllosan rarely stay long in any one body, instead body-hopping on a regular basis to avoid arousing suspicion while gathering all manner of information from an endless supply of hosts.

Half a dozen additional **yllosans** regularly return here to make contact and commune, compiling their psychic journals and cross-checking information to see what might be done.

They are frankly shocked that the Accord hadn't simply forgotten about them. They've been kind of just going through and continuing their task even though they had mostly lost hope that anyone would ever be able to use it, even as their numbers have gradually thinned. The exact number of yllosan remaining is uncertain, but the colony of spies guesses their remaining number is not much more than 10. The leader of the group that remained behind in Atlas Major is **Rumealle**, cousin to **Seantrelle** and a priestess of Kytheklo, the yllosan god of deception and psionics.

How Safe are the PCs? As long as they remain within the cellar sanctum here and do not tap into the Solar Lattice, they can remain hidden almost indefinitely, with the yllosans bringing food in their ever-changing array of host bodies. They may take this opportunity to heal, remove negative levels or lingering ability damage or drain or other ill effects, or perform research.

RESEARCH

The PCs can study the data the yllosans have collected during their many years here. You can supply additional knowledge from the Gazetteer, but Rumealle and Seantrelle also can confer with their fellows and answer more specific questions the PCs might have. Spells such as *arcane eye* or *divination* also can unlock secrets about Atlas Major, Faa Dlan, and the Sphere, including the following subjects. Each of these might be the result of a research effort with magical divination or DC 35 skill checks.

Ultari Religion (Culture or Mysticism): The ultari are now sharply divided between two factions, the **Devotees** and the **Legates**. While many ultari worship the sinister Cyshrn the Gentle, here in Atlas Major and throughout the sphere that deific worship pales in comparison to fanaticism of the Devotees that give homage to **Invidia Ultimi**. This loathsome and monstrous being is ancient beyond knowing, the very last living descendant of the Principalities themselves. She dwells in sacred squalor beneath the immense **Daughter's Fane**, and her priests, known as the Voices (led by the Elder Voice **Xeas Yahamun**), hold great sway among the ultari and their devotion to bringing the Principalities back into the world, not just in spirit but in living truth.

Ultari Politics (Computers or Culture): The **Legates**, on the other hand, give more lip service to the Principalities. They are generally content with how things are now, with the ultari ascending to their own rightful rulership over the lesser races. They pay lip service to the Devotees' demand but mostly just want them distracted and agreeable so they can maintain the status quo. That said, the status quo has been decidedly upset by the defeats on Vareen, Qanna, and beyond, and with the Legates busy debating and assigning blame for these failures, it has become harder for them to maintain control of their coalition. For now, their leader **Nammu Ki** still maintains an exalted position as **Speaker** of the Ultari Parliament, but his focus is scattered in keeping things down.



The Onaryx Veterans (Culture or Profession [soldier]): The onaryx at one time were the leading race among the inheritors of the principalities, but their battle-lust led them ever to the forefront of the Hegemony's battles. While this brought them great glory, it gradually decimated their numbers while the ultari stayed behind and multiplied, consolidating their control over the other member races of the Hegemony and pushing the onaryx to the margins. They still hold ceremonial positions, including **Aorno** the nominal Field General of the Empire, and still serve as elite shock troops and commanders, but many among them (especially their powerful elders) chafe at what they think of as their stolen glory. They haven't moved against the ultari, but they sense weakness and may be ready to make a play to reclaim their position and cast the ultari down. They are an exceptionally proud race, arrogant and boastful, but those who can match their bombast and aggression with words and deeds may intrigue them.

The Jagladine Science Council (Engineering, Physical Science, or Life Science): The jagladine have always been all about their experiments and the quest for knowledge at any cost. The ultari have given them a great deal of responsibility over the centuries, to the point where the jagladine make up the majority of the technical professions and experts in the

empire. The yllosan believe the ultari may be beginning to fear the extent of this majority, that if the jagladine ever pulled their noses out of their labs and grotesque research projects they would realize they could cripple the Hegemony with a general strike. Others dismiss this fear, feeling it is simply not in the nature of the jagladine to worry about anything other than their science.

The yllosan can confirm that a great many jagladine are exactly as oblivious as the mainstream ultari opinion holds, but by no means all. Some prominent jagladine, including perhaps High Science Councilor **Lagazu Nin**, may be coming around to the idea that perhaps the age of the ultari is nearing its end and it is time to replace them with a technocracy of the most brilliant minds in the empire: theirs! However, the jagladine still fear the ultari psychic powers, against which they have little defense (one reason the yllosan also have been successful at plucking information from their minds), and a vast advantage in their ability to tap into stellar power, far more than the jagladine themselves have ever mastered. Like the onaryx, they would need to see the ultari even more seriously weakened before rising up to claim their place, but there are those who thirst for the opportunity to lord it over the ultari for a change.

Even those jagladine that do not believe that revolution is the way to academic freedom do in fact deeply treasure that freedom. Thus, playing on their fears that their sometimes religiously fanatical ultari masters might pull their support for research, steal their data, destroy their labs, or otherwise take away their science privileges, might activate a panicked fury in the jagladine at this potential interference.

The Thralls (Life Science or Sense Motive): Even in moving swiftly through the city, the PCs could not miss the substantial number of dead-eyed servants of many races bound to the ultari and onaryx, as well as vast numbers of klaven serving the jagladine and bil'djooli. The yllosan have possessed and read the minds and souls of both types of thralls and shudder with dismay at the internal desolation of these slaves and sadly report that the vast majority have been selectively lobotomized. The ultari use keenly honed psychic surgery to retain only those specific traits and skills they wish their thralls to maintain, erasing all else that does not conform to their vision (or even implanting entirely false memories and mindscapes). They are something akin to organic automatons, kept either as perverse trophies of past conquests or simply for aesthetic preferences of those rulers who disdain reliance on purely mechanical servants. Of course, the jagladine science council is happy to blend meat and machine in any number of horrible ways as well.

What is the shaft of light going to the star (Physical Science)? This is the **Axis Major**, a magical shaft of energy that pierces all the way to the surface of the star and maybe through the heart of the star itself. There is another Axis Major on the opposite side of the star (sometimes derisively called the **Axis Minor** by people in Atlas Prime) that leads to the far distant city of **Lacuna**, a place filled with the spirits of the dead and ruled by

an ancient ultari titan. Lacuna is far smaller than Atlas Prime, and diplomatic or technical assignments there are generally seen as a form of exile. It takes about a month to get to Lacuna via the tube network.

What does that shaft do (Mysticism)? The ultari sometimes visit the surface of the star or send jagladine tech teams there. Over the centuries they have constructed a massive solid structure around the Axis Major that plunges into the heart of the star. The ultari believe that the constant flow of stellar energy from the star is because at the star's heart is a gateway or portal that leads to the prison dimension where they were trapped so long ago by the Patrons. The Devotees believe that by "mining" the star they are working to open a bore that will one day release the Principalities once more into the world, where of course they will anoint their faithful servants the masters of all under their dominion. It's unclear if the Principalities or their prison plane are *really* inside the star, but it is clear that *something* extremely powerful is to be bleeding off the amount of stellar energies that Faa Dlan does.

The shaft reaches down to the Ultari Parliament, and whatever control mechanism exists for it is likely located within that building. Presumably there is a similar building on the far side of the star in Lacuna that serves the same function as the one in Atlas Prime.

Why do we feel strange when using the Solar Lattice? What is it (Mysticism)? The yllosan can explain the general nature of the Solar Lattice and Soul Ravage. They choose not to draw on this power and as such are not affected by it, but they have observed a handful of outsiders and the Lattice's effects on them. They don't know exact details about Soul Ravage, but they have determined that it is a progressive disease and seems very difficult to treat.

DEEPER SECRETS

If the PCs reveal that they have the *Opus Aeterna* with them, the yllosan are very interested in studying it with them, and with 2d4 days of study they are able to put together the secrets within its pages with the fragments of lore they've gathered to produce a number of stunning revelations. The PCs may stay and research with them, or they may look into contacting the jagladine or onaryx to see whether they can make headway with getting them to turn against the ultari. Either way, further research uncovers the following information:

The origin of the sphere: The ultari did not build the sphere. In fact, none of the Hegemony did. It's not a homeworld. It's a prison, and it was built by the Patrons. The ultari actually are partially correct; the star of Faa Dlan *does* contain the essence of the Principalities, but the entire system of the sphere and its network of stellar power is a self-regenerating battery whose sole function is to keep the Principalities trapped forever. A few tiny threads of their power and their thought can seep through, and it was those emanations that first led ultari explorers to this place millennia ago (perhaps at the direction of their immortal

mistress, Invidia Ultimi). They led their allies in the Hegemony here and swiftly infested the sphere like parasites, studying and learning the ancient Patron technology as best they could and building up their own structures and settlements throughout.

The meaning of the Axis Major: The Axis is part of the ancient technology, and it stabilizes the star's rotation and orbit, ensuring a smooth and continuous reaction pattern that feeds the sphere and in turn cycles back to the star. It allows a closer approach to the star than would normally be possible, and even the ability to delve into the star itself, which would normally be nigh-impossible.

The Axis Major is not a permanent fixture, however; and in fact, it is controlled by a pair of golden crystal spheres the *Opus Aeterna* names as the *Phoenix Egg*... a singular noun, as they were once a single device but were split by eldritch sorcery into a linked pair, one at each of the star's poles, quite likely located in the control facilities in Atlas Prime and Lacuna.

This artifact has the power to absorb intense energies. If they were removed, the Axis Major would be disrupted and the star would become unstable. It might begin to wobble, throwing off catastrophic solar flares, and perhaps even begin to decay over the course of millennia.

Joining the Egg: The frightening prospect is that the *Opus Aeterna*'s lore about the Egg actually implies a more drastic course of action may be possible. If both halves of the *Phoenix Egg* could be joined and infused with the power of an immortal, it could accelerate that process exponentially. It could compress the course of time and alter the destiny of the star itself, with a cataclysmic result.

What would that do? It's hard to say for sure, and it might depend on exactly how great a power was invested in the *Phoenix Egg*, but unleashing it all at once, especially if it were brought near to whatever portal may exist within the heart of Faa Dlan, it might well not only cauterize that interspatial gap but might even cause the star to go nova, destroying the entire sphere and with it the heart of the Ultari Hegemony.

Upon reflection, the yllosan wonder if creating the entire sphere might have been an elaborate eons-long honey trap for not just the Principalities but all their subject races, drawing them together all in one place for just such a time as this, to be ended once and for all. They are not sure how to accomplish retrieving the halves of the *Phoenix Egg*, with one half of it over a hundred million miles away and the other much closer but stored in one of the most heavily guarded buildings in the entire Hegemony. They will continue researching options for how to crack this problem while the PCs look into mobilizing the jagladine or onaryx against the ultari.

DANGEROUS DEVELOPMENTS

Each time the PCs venture out of the Safe House, there is a 10% cumulative chance that upon their return they find it having been attacked by the ultari and most of the inhabitants wiped out. At the GM's option, the PCs may simply find the rubble of the attack or may find a double-sized **Law Enforcement**



encounter with a modifier equal to the chance of the encounter happening. Roll twice to see how extensive the attack is, or you may simply rule the Chief Inspector is automatically here and make a second roll to determine his backup.

If the PCs leave and visit either the onaryx or the jagladine, the chance of a Law Enforcement encounter is increased by 20% rather than 10%. Whether the destruction of the Safe House is inevitable or whether you wish to maintain it as a safe haven for the PCs depends on your play style and the power and resourcefulness of the PCs in your campaign. It is suggested that the PCs be able to return to the Safe House to rest and recover at least a few times before being forced to go on the run. The PCs are individually very powerful but, surrounded by literally millions of enemies, they need to exercise caution to keep the mission secret and safe as long as possible.

F. THE CHILOPTIARY BARRACKS

This sprawling military complex is built around an open parade ground dominated by a trio of cyclopean statues of ancient onaryx generals long dead, flanked by ever-burning pits. Soaring over the building and grounds is massive domed

structure like a massive cage of steel and stone that spans over the entire area. Innumerable battle standards and pennons hang like streamers from the underside of the cage and decorate the façade of every building within. Even given the patchwork nature of some parts of Atlas Prime, this complex feels old, worn by the passage of time, and almost out of place, as though it was lifted entire from another place and time and deposited here to sit like a relic of a bygone age. Indeed, this is exactly what happened, with their high command psychoportively scooped out of their homeworld and transplanted here by the ultari psychics when they took command of Atlas Prime as a gesture to pacify the onaryx and ensure their loyalty.

Like most of the city, the Barracks complex is left unmapped. Most of the action here should take place on the parade grounds and perhaps in the Hunting Lodge, and any such building map of a similar type (including a coliseum or large open plaza for the parade ground) could easily stand in its place, or you can create a simple map that shows the locations relevant to any conflict that might occur.

Challenged (CR 20+): Onaryx guards patrol the grounds constantly, roosting in the bars of the cage above and dangling beneath the eaves of the academy's buildings. Characters entering the Chiroptiary Barracks are challenged by a pair of

onaryx commanders, each backed up by an onaryx strike wing under their command. They demand to know the PCs' business in daring to show up here on the sacred fields of blood.

The onaryx guards' initial attitude is hostile to all non-onaryx, and suspicious even of onaryx they do not know personally. PCs can use Disguise or illusion to try impersonating a specific onaryx, with success adjusting onaryx guard reactions to indifferent. The onaryx guards can be made helpful with a successful DC 40 Diplomacy check (DC 35 if the PCs are in disguise as onaryx and speak Onaryx to them) or a DC 45 Intimidate check. However, they are impressed by personal bravery and persuasion, and only allow characters who can make either skill check onto the grounds. A successful DC 50 Bluff check can substitute for either of the other checks. A successful check gets them permission to visit the Hunting Lodge, and PCs are escorted there while any PCs deemed unworthy are left to wait outside the grounds.

If other PCs attempt to cross onto the grounds without permission, or if any invisible creature attempts entry into the cage or teleports into the grounds anywhere within range of an onaryx's blindsense (which is almost anywhere in the Barracks complex, they attack that character immediately. A character who has successfully talked their way through with a Bluff, Diplomacy, or Intimidate check can attempt an additional check to bring along a guest, requiring another skill check of the same type, but the DC increases by 4 for each check they attempt after the first. If they fail any check by 10 or more, their original invitation to visit is rescinded for their presumption and they and their friends are demanded to leave.

Development: If combat occurs, the onaryx guards are backed up every 1d4-1 rounds by another pair of onaryx commanders and their dread strike wings. Onaryx killed defending the Barracks have their bodies and all their gear collapse into pools of steaming blood within a few rounds of death, as they are reborn in the Boiling Blood pits described below. It takes 1 round for them to return from the pits to the battlefield with the PCs.

ONARYX COMMANDER (2) CR 15

XP 51,200
Elder onaryx
NE Huge outsider
Init +5; **Senses** blindsense 90 ft., darkvision 60 ft.; **Perception** +26
DEFENSE **HP 275**

EAC 29; **KAC** 31
Fort +19, **Ref** +17, **Will** +13
Defensive Abilities fast healing 15
OFFENSE

Speed 40 ft., fly 150 ft. (Ex, average)
Melee 2 claws +26 (1d8+9)
Ranged null white star plasma rifle +29 (3d10 E&F; discharge and dispel) or plasma javelin +29 (8d6+15 E&F)
Offensive Abilities flyby rake, sonic cry (DC 21, 120 ft.)
STATISTICS

Str +9, **Dex** +5, **Con** +7, **Int** +0, **Wis** +2, **Cha** +1
Skills Acrobatics +26, Athletics +31, Intimidate +26
Languages Onaryx, Ultari
Other Abilities battle-tech trained
Gear null white star plasma rifle with 2 batteries (20 charges each)
TACTICS

During Combat Onaryx commanders may engage in close combat, making full attacks, but they prefer to make soaring strikes with their null claws using their flyby rake ability or target specific PCs with their null rifles.

SPECIAL ABILITIES

Flyby Rake (Ex) Onaryx are skilled at swooping down on opponents and using their claws to rake them to shreds as they fly past. Whenever they are at least 30 feet from a target, they can attempt an opposed Acrobatics skill check against their intended target's Reflex save. If the creature succeeds, the opponent loses its ability to take any attacks of opportunity against the onaryx during the flyby. Furthermore, any attack roll of 20 is automatically a critical hit, regardless of whether or not it exceeds the target's KAC.

Sonic Cry (Ex) Once every 1d4 rounds, an onaryx commander can use its sonic cry as a standard action. An onaryx commander can use any of the following cries.

Echolocation: Rather than attacking with its sonic cry, an onaryx commander can bounce sonic frequencies off its surroundings, allowing it to perceive creatures within 90 feet as if it had blindsight for 1d4 rounds. This echolocation effect is stationary and ends immediately if the onaryx commanders leaves the area.

Sonic Bludgeon: Creatures struck by this sonic cry are brutally bludgeoned, being pushed backwards 10 feet and knocked prone (Reflex negates) and taking 4d6+34 points of kinetic damage.

Paralysis: This sonic cry must be focused on a single creature, sending a powerful vibration that overrides its central nervous system. The target takes 1d4 points of Constitution damage and is paralyzed for 1d4+1 rounds; a successful Fortitude save halves this Constitution damage and negates paralysis.

DREAD STRIKE WING (2) CR 17

XP 102,400
Troop of elder onaryx soldiers
NE Huge outsider (evil, extraplanar, troop)
Init +9; **Senses** blindsense 90 ft., darkvision 60 ft.; **Perception** +29
DEFENSE **HP 340**

EAC 31; **KAC** 33
Fort +21, **Ref** +17, **Will** +17
Defensive Abilities fast healing 15; **Immunities** troop immunities
Weaknesses vulnerable to area effects
OFFENSE

Speed 50 ft., fly 150 ft. (Ex, average)
Melee troop (6d12+33)
Ranged blue star plasma caster +29 (5d10 E&F; burn 2d10)
Offensive Abilities against the odds, charge attack, flyby rake, nimble fusillade, plasma immolation, sonic cry (DC 22, 120 ft.)

STATISTICS

Str +11, **Dex** +5, **Con** +8, **Int** +0, **Wis** +1, **Cha** +1
Skills Acrobatics +29, Athletics +34, Bluff +29, Intimidate +29, Stealth +29, Survival +29
Languages Onaryx, Ultari
Feats Opening Volley
Other Abilities battle-tech trained, perfect opportunity, soldier fighting style (blitz, hit and run)
Gear white star plasma sword with high-capacity battery (40 charges), blue star plasma caster with ultra-capacity battery (100), frag grenades VII (2)

SPECIAL ABILITIES

Flyby Attack (Ex) As an onaryx commander.
Sonic Cry (Ex) As an onaryx commander.

The Burning Blood: The steps from the parade ground leading up to the titanic statues, are filled with steaming pits of hot blood, bubbling in an endless brume and with varicolored flames licking across the surface. Whenever an onaryx is killed within the grounds of the Barracks, they are reborn at full health and vigor 1d4 rounds later from the blood pits. All gear they were carrying at the time of their death dissolves into blood along with their corpses, and their gear reappears on them when they return to life. In addition, they are filled with a deadly battle lust when they return, granting them a +1 morale bonus on attack and damage rolls, saving throws, and skill checks or ability checks and increases their fast healing by 1. If killed again after gaining the savage template, they continue returning from death 1d4 rounds later, with the morale bonus and fast healing increasing stacking (up to a maximum of +6) and resetting the duration to one hour each time. The onaryx continue returning from death each time they are killed as long as their death occurs within the boundaries of the Chiroptiary Barracks.

The burning blood itself is considered an artifact, and any barrier placed over the blood-pits is affected as *disintegrate* (caster level 20th) once per round until destroyed. A barrier that is not affected by *disintegrate* has a 10% cumulative chance per round of collapsing.

THE HUNTING LODGE

If the PCs make the onaryx guarding the perimeter of the Chiroptiary Barracks helpful, they garner an invitation to visit the Hunting Lodge, where the old veterans gather to drink and share war stories. Here, they are introduced to a pair of onaryx commanders, **Jugurtha** and **Hydaspes**, who are the ranking commanders in the Barracks currently, though other onaryx commanders lounge about here as well as enough other onaryx to form several onaryx strike wings. Virtually all of the furnishings here are sized for Large creatures, so PCs may be forced to stand or climb onto chairs or tables to see eye to eye with the onaryx. There is one enormous throne-like chair that stands empty, sized for Gargantuan creature.

REDUCED RAVAGE

The burning blood and the great cage of the Chiroptiary Barracks acts as a buffer against soul ravage (see page 137). Spells cast within the grounds do not increase their next save DC against soul ravage, and saving throws related to the effects of soul ravage gain a +4 bonus. In addition, PCs who spend at least 24 hours within the grounds do not need to make a save against contracting or progression of the disease for that day or days.

Jugurtha and Hydaspes address the PCs with aggressive bombast and braggadocio, celebrating their vicious triumphs and the trail of slaughter they have left in their wake during their careers. If PCs don't interrupt, their conversation continues but mostly addressed to each other in a cascade of one-upsmanship, building to a crescendo of boasting while virtually ignoring the PCs. Their conversation is entirely in Onaryx, as are all signs and markings in the Hunting Lodge. Attentive PCs may notice that no other languages are spoken here.

The Proud Speech: Any PC speaking a word in any language other than Onaryx takes a -2 penalty on all checks to impress the onaryx here and are warned that "only the Proud Speech is allowed in this place." PCs continuing to speak in another language cause the onaryx to become hostile, demanding that they leave or be attacked.



Impressing the Onaryx: A successful DC 25 Culture or Sense Motive check allows PCs to realize that they are supposed to interrupt with their own boasting about their exploits, and that it is considered very bad form to try making any requests or demands before proving themselves worthy of being heard. A successful DC 35 Intimidate check is required to get a word in edgewise and get the attention of the onaryx commanders, who then demand to hear the PCs' greatest accomplishments.

At this point, the PCs present must tell their tale (which may be real, embellished, or even entirely invented if they wish), involving some roleplay as well as a series of skill checks over the course of an hour of conversation with the onaryx. To begin, any PC must succeed on a DC 35 Intimidate or Profession (performer or soldier) check to make their tale entertaining. Then, during this hour, each PC must succeed on at least one DC 35 check against one of the following skills: Bluff, Culture, Diplomacy, Intimidate, Life Science, or Survival. A PC can substitute a Strength check to perform an astonishing feat of Strength or a Constitution check to perform an incredible feat of endurance. The PC gains a +4 circumstance bonus when making a Strength or Constitution check due to their sheer audacity.

Modifiers: The onaryx like to be impressed by individual acts, not just group accomplishments, so if anyone uses the aid another action to assist another character's check the DC increases by 1 for each person attempting to assist (whether or not they succeed). The exception is that a DC 30 Charisma check can be used to grant a +2 circumstance bonus to any character's check to impress the onaryx; this does not raise the DC of the check.

Whenever a character fails a check to impress the onaryx, **all** further checks they make to impress them take a -2 penalty; this penalty stacks. This is reduced to -1 if the check succeeds and eliminated entirely if the check succeeds by 5 or more.

PCs that have successfully disguised themselves as onaryx, such as with a *veil* spell, gain a +2 circumstance bonus on all checks. Characters with at least 5 ranks in Profession (soldier) gain a +1 bonus for every 5 ranks in that skill, as their military bearing and tactical acumen impress the warlike onaryx.

Retries: If a PC fails a check, they can try again but the vicious mockery of the onaryx causes them to take a -5 penalty on their check. This stacks with the penalty a failing character takes on all subsequent checks. If another character attempts the same type of check their ally failed, they take a -2 penalty.

FUN AND GAMES

Once all PCs have succeeded on at least one check, the onaryx are sufficiently impressed by their words that they invite them to play a traditional onaryx game out on the parade ground while they continue their conversation, with Jugurtha and Hydaspes accepting challenges from a team of two PCs. Physical exertion clears the mind, they claim, and helps a true warrior focus. Any two PCs can stand against them in the contest, in which

a tapered metal bar over 20 feet long and weighing nearly 200 pounds is lifted, balanced, and thrown so that the tip (the top end) strikes the ground first more than 30 feet away and the butt end then falls directly away from the thrower.

The Hoist: Lifting the gravbar and getting into position to throw it is a test of brawn and balance. The contestant must first succeed on a DC 20 Strength check to lift the bar off the ground. If the check fails, the bar falls to the ground and that throw is considered a drop. After a successful hoist, the contestant must make a two ability checks to hold and balance it, a DC 20 Strength check and a DC 20 Dexterity check. If both checks fail, the gravbar tips over and falls to the ground, again scoring as a drop. If either check succeeds, the gravbar starts to tip but can be thrown quickly to avoid dropping it; this rushed throw results in a -4 penalty on the thrower's attack roll.

The Toss: Hurling the gravbar is treated as a ranged attack against KAC 10, with a range penalty of -6 (three range increments). Any abilities that reduce range penalties apply to this roll. While onaryx are proficient in the gravbar's use, other races treat it as an improvised weapon. A character with a Strength score of less than 14 cannot even lift the bar, much less throw it. A character whose Strength is between 14 and 18 takes a -6 penalty on their attack roll, while those with Strength from 19 to 22 take a -3 penalty.

The Fall: To determine the direction the gravbar falls on a successful ranged attack, roll 1d8, with a 1 indicating it falls directly away from the tosser and 2-8 rotating around the target in a clockwise direction. The tosser can adjust this d8 result up or down by 1 for every 5 points by which his attack roll exceeds the target AC. The fall determines scoring:

RESULT	SCORE	DIRECTION
<i>Gauga</i>	5 points	Directly away from the thrower
<i>Mela</i>	3 points	Angled way, 45 degrees
<i>Poros</i>	2 points	90 degrees left or right
<i>Darus</i>	1 point	Angled towards the thrower, 45 degrees
<i>Parm</i>	0 points	Directly towards the thrower

The Targets: If you want to paint a darker picture of onaryx savagery, so that they may be somewhat congenial and conveniently opposed to the ultari yet shown as bloodthirsty killers nonetheless, you can add an additional element to the game with prisoners staked to the ground at 1d4 of the eight cardinal directions, clearly bruised, bloodied, sunburned, and in pain. In this version of the game, an extra point is scored if the fall causes the gravbar to land on the staked prisoner, dealing 3d6 points of damage.

Winning: Jugurtha and Hydaspes each take three throws, as do the PCs playing against them, with the highest aggregate score winning. In the event of a tie, the tosser with the fewest drops is named the winner, and if any contestants are still tied they can make an additional toss against one another with the high-scorer (or the first successful toss without a drop) being named the winner.

If either PC scores more points than either Jugurtha or Hydaspes, they are impressed and that PC gains a +2 circumstance bonus on any checks in the next section. If the PC team wins the contest, all PCs gain a +2 circumstance bonus on their checks, while the two winners gain an additional +2 circumstance bonus.

YOU SAY YOU WANT A REVOLUTION?

While the gravbar tossing contest proceeds, the two commanders are willing to listen to further propositions and requests. They are generally receptive to ideas the PCs may propose that the ultari are weakening and filled with strife and that the time has come for the onaryx to reclaim their former glory. Fomenting rebellion is a big ask, however, and the PCs must give them some idea of how they plan to strike the blow that will crack the foundation of ultari rule and allow the onaryx to sweep in. This requires the PCs to convince the onaryx not only of the party's strength, but also to remind them of their own strength. Too long have they been downtrodden and resigned to play second fiddle to the frail mentalists; they must be encouraged to find their nearly forgotten swagger and do more than just share old stories of past triumphs. Now is the time to talk about the future.

Impressing Jugurtha and Hydaspes works similarly to their conversation in the hunting lodge, but due to the danger involved in plotting an uprising the DC is increased to 45. Characters still successfully disguised as onaryx continue to get a +2 circumstance bonus on all checks. Even though this conversation is considered to be happening while the PCs are playing gravbar with the onaryx, resolve the outcome of the contest first and apply any bonuses the PCs receive to the checks made here. Failing any of these checks has the same effect as failed checks in the Hunting Lodge, but penalties that may have accrued there do not carry over to this conversation.

Remind them of their proud history and lineage: Make a Culture or Life Science check.

Shame them for allowing the ultari to usurp them in the first place: Make an Intimidate check.

Apologize for questioning their honor while reminding them of their warrior pride: Make a Diplomacy check.

Assure them that the PCs aren't dealing with any other factions: Make a Bluff check.

Show off the PCs' prowess: Make a Strength or Dexterity check, with a bonus equal to the character's base attack bonus, plus any attack roll bonuses normally applied to the character's melee or ranged attack.

Show off the PCs' magical power: Cast a spell that deals hit point damage and has an impressive visual effect. This is a caster level check, with a bonus equal to the level of the spell cast.

If the PCs succeed on at least four of these checks, Jugurtha and Hydaspes agree to marshal the ultari forces and to coordinate an uprising when the Daughter's Fane is sacked and Invidia Ultimi destroyed. They will begin spreading the word. However, they must first present the PCs to the The First.

MYTHIC DUPLICATES

This encounter requires the PCs to fight against magical duplicates of themselves, which requires you to know what the PCs current abilities are. When PCs reach 20th level, ask each character to provide you with an updated character sheet, including all equipment. Make sure to get the sources for any unusual abilities that are not part of the core rules, whether from official or third-party sources. You can describe this as a late campaign audit if you wish. For players using HeroLab or similar software, have them export a character sheet for you (or a HeroLab file, if you use it as well). High-level characters are complex, so you need some time to choose a few specific tactics for your duplicate versions of the PCs. Of course, by this time of the campaign you should be very familiar with their usual tactics, so by all means use their own tactics against them.

THE GREATEST CHALLENGE (CR 24+)

The two onaryx commanders lead the PCs to the foot of the steps leading up to the grand statues of the parade ground. At the foot of the stairs, flanked by pits of seething and boiling blood, steps lead up to a tall pedestal engraved with friezes in scenes of battle, atop which a colossal ultari statue stands poised, flanked by slightly smaller statues to either side.

"We see your power and your skill. We appreciate your boldness and your cunning. But something this great, we two can rally our subordinates and many others, but this strike must be great and it must be final. Only The First, may he stand forever, can order this. You must come before him and stand worthy of battle and blood, ready to face your greatest challenge."

"If you wish, you may bathe in the burning blood of our enemies. You have earned it if you wish, before you speak with The Greatest General, may he stand forever."

"Yes, the right of blood, it is yours. Take it and come, for he awaits."

If any PC immerses themselves in the boiling blood, they take 6d6 points of nonlethal fire damage (DC 30 Fortitude half), but feel a strange tingling of power and vitality from within that grants them two benefits:

- For the next hour, they gain a +2 bonus to all attacks and saving throws.
- The first time they are reduced to 0 hit points or below, they immediately gain the benefits of *mystic cure* (caster level 20th). This effect triggers only once per character.

The onaryx lead the PCs up to the base of the pedestal and lay their hands upon it, chanting the name **Jaxartes**, and as they do so the colossal stone statue above turns to flesh and unfurls its wings.

“I am Jaxartes, First and Eldest, Commander of the Ever-Victorious Army. My like has never been seen again in this age, and now my craven commanders have called me forth again to judge the worthy. In their spirits they wish to rise up and take what once was theirs. In their hearts they feel you will break the shackles that bind them. Who are you that stand before me, and who will raise their hands to strike down the greatest enemy ever to stand before you?”

If PCs choose not to identify themselves, Jugurtha and Hydaspes become agitated and upset, demanding that they answer “Jaxartes the Great, *may he stand forever!*” They rapidly turn hostile and attack, calling in their dread strike wings, if PCs persist in their disrespect.

If PCs do identify themselves, the towering onaryx continues.

“Well met then, young warriors. You are bold, and you have the right of blood, but now make ready, for your test now begins. The greatest enemy ever to stand before, the greatest challenge you must overcome before all others... is yourself.”

As he speaks, you notice the archetypal heroes engraved into the pedestal at his feet begin to flow and take on your very likeness in uncanny detail. With the towering onaryx’s words echoing as its body turns back into timeless stone, the graven duplicates step out of the pedestal frieze and into living flesh.

Setting up the Battleground: The massive statues stand in front of a wide plaza atop the steps leading up from the parade ground. This area is unmapped, as the terrain is not intended as a significant element in the combat. On your battlemat, you should assign a position for the Colossal pedestal, at least 30 feet wide, in case PCs wish to attack the frieze. The duplicates appear directly in front of the frieze when initiative is rolled. If you expect PCs to stay in fairly close quarters to battle their duplicates, this is all that should be necessary.

If you expect PCs to move around a lot during the battle, you can make the battleground as large as you wish, incorporating elements like the additional Gargantuan statues flanking the colossus of The First, the steps down to the parade ground, and the pits of burning blood. Your group’s play style will determine how best to set up this challenge.

Evenly Matched: The duplicates are exact duplicates of the PCs, with all of their powers and abilities, and with their current hit points and any other conditions (except for any effects of soul ravage). Any preparatory spells PCs have cast on themselves before combat begins are shared by their duplicates. Any effects used after combat begins are not shared in this way, nor are benefits from bathing in the burning blood. There is no surprise round as the duplicates emerge from the frieze, and initiative should be rolled normally.

The duplicates are primarily focused on slaying their opposite number in the party, and while they may use support abilities generally to aid their fellow duplicates, their main agenda is to destroy the real version of themselves. Collateral damage to other members of the real party is a happy side effect of their area attacks and multi-target attacks, but such effects used by duplicates must

be placed or targeted to include their duplicate in the effect. The PCs are of course free to use whatever tactics they feel appropriate, including focusing their efforts on one duplicate at a time rather than spreading their efforts among all duplicates.

If a duplicate kills or permanently incapacitates its PC opposite, the duplicate immediately disappears.

Destroying the Frieze: The duplicates can be destroyed if the artifact that created them is destroyed, but the frieze is durable and difficult to break. It is formed of four 5-foot sections [if you have more than 4 PCs, you might have a number of sections equal to the number of PCs], each having hardness 8 and 360 hit points, with a break DC of 50, and a saving throw bonus of +12, with spell resistance of 30. Area effects that include more than one section must overcome the frieze’s hardness only once, and any leftover damage is split equally among all sections in the area. A *disintegrate* spell affects only one single 5-foot section, and it simply deals hit point damage (as if it were a creature) rather than destroying that section entirely.

If one section of the frieze is destroyed, each duplicate must succeed on a DC 15 Fortitude save or die, and even if the save succeeds the duplicate gains 2 negative levels. If another section of the frieze is destroyed, the process repeats and the save DC is increased by 5 for each section after the first. If all sections are destroyed, so too are the duplicates, regardless of how many hit points they had remaining. Targeting the frieze with *dispel magic* or a similar effect does not affect the duplicates it already has created.

Jugurtha and Hydaspes do not participate in the battle if the PCs focus their efforts against their duplicates. Instead, they hang back and float out of the area, close enough to observe but far enough to avoid any stray area effects. However, if they themselves are attacked or if the frieze is attacked, they join in the fight against the PCs. Their dread strike wings stay out of the fight entirely, too cowed by the appearance of The First to do much besides prostrate themselves and watch in amazement.

Aftermath: When the last duplicate is killed, as long as at least one PC survives the battle, Jugurtha and Hydaspes call for an end to hostilities, even if they had previously been attacking the PCs because they attacked the frieze.

“The First, may he stand forever, has spoken, and the challenge has been met. You have proven worthy through battle and blood. When the Last Daughter falls, we will rise.”

“We will rise, and all the ultari will fall, in sound and fury, battle and blood. Take your casualties and anoint them once more with the burning blood. They have earned its embrace. You may sleep worthy in the guest barracks tonight in honor. You are soldiers. Our blood is your blood this day.”

PCs (or their remains) bathed in the burning blood take no fire damage but are affected as *raise dead* and *break enchantment* (caster level 15th).

Ravage Respite: Any PCs currently suffering from soul ravage have the severity level of their affliction reduced by one step (e.g., from drained to leashed).

G. FLESH PITTS OF THE JAGLADINE

The jagladine have many centers of learning scattered around Atlas Prime, with individual buildings dedicated to specific fields of study. Of course, this being the jagladine each is more horrific than the last. From hospitals to sanitariums to organic and inorganic alchemy, clockworks, robotics, and more, the jagladine study anything and everything, often until they run out of test subjects, and then they just go get (or make) some more. Finding the nearest jagladine campus, colloquially known as the **Flesh Pits** by non-jagladine (though they have incredibly long, grandiose, and abstruse titles among the jagladine themselves), is not difficult, requiring only a DC 20 Culture or Diplomacy check, though PCs en route there should tread carefully when moving away from the safe house to avoid triggering any alert. This functions as described in **Race to Safety** (see page 52), but the DC for checks to move around without attracting attention is only 35 rather than 45, and it takes only a base of 1d6 hours to reach the nearest Flesh Pit, reduced by successful skill checks by the PCs.

Introductions (CR 16): When the PCs arrive at the Flesh Pit, there is no obvious means of ingress into the building of glass, metal, and stone; however, there is an automated interface requiring two successful DC 35 Computers or Mysticism checks to summon the kyton gatekeepers of the building and his klaven guards.

INTERLOCUTOR KYTON (2)

CR 12

XP 19,200

LE Large outsider (evil extraplanar, kyton, lawful)

Init +4; **Senses** darkvision 60 ft, see in darkness;

Perception +22

DEFENSE

HP 200

EAC 26; KAC 28

Fort +14; **Ref** +14; **Will** +11

Defensive Abilities regeneration 5 (silver or good-aligned weapons and spells); **DR** 10/silver or good; **Immunities** cold, pain; **SR** 23

OFFENSE

Speed 40 ft.

Melee claw +25 (3d6+20 S; critical wound)

Multiattack 4 claws +19 (3d4+20 S; critical wound)

Space 10 ft.; **Reach** 10 ft

Offensive Abilities rend (2 claws, 3d4+20 S), unnerving gaze (30 ft., DC 19)

Spell-Like Abilities (CL 12th)

1/day—*overload systems* (DC 19), *rewire flesh* (DC 19)

3/day—*healing junkbot*, *inflict pain* (DC 17), *lesser restoration*, *mystic cure* (2nd-level)

At will—*shadow walk* (from the Material Plane to the Plane of Shadow Plane, self only), *stabilize*

STATISTICS

Str +8; **Dex** +3; **Con** +5; **Int** +3; **Wis** +3; **Cha** +4

Skills Intimidate +22, Medicine +27, Sense Motive +22

Languages Common, Infernal

ECOLOGY

Environment any (Plane of Shadow)

Organization solitary, pair, or gang (3-5)

SPECIAL ABILITIES

Unnerving Gaze (Ex) A creature that succumbs to an interlocutor's unnerving gaze becomes staggered for 1 round.

Rend (Ex) If the interlocutor hits a single target with two more claw attacks in 1 round, it deals an additional 3d4+20 slashing damage.

KLAVEN GRENADIER (2)

CR 13

XP 25,600

hp 225 (see page 33)



PCs can either assault the kyton and his guards and force their way into the building or can persuade him that they have urgent business with the master of this particular Flesh Pit, which the PCs can learn is a jagladine science councilor named **Tlolix**. The PCs can discover this name with a successful DC 35 Culture or Diplomacy check to gather information, or a DC 30 Sense Motive check while using *detect thoughts* or similar magic on the kyton. The kyton has a +22 bonus on Perception and Sense Motive checks and an initial attitude of unfriendly (Diplomacy DC 30), or hostile (DC 35) if PCs are disguised as ultari. A successful DC 35 Intimidate check can compel him to sulkily admit them to meet Tlolix. Creatures successfully disguised as jagladine gain a +2 circumstance bonus on Bluff, Diplomacy, and Intimidate checks against the kyton, provided their Disguise check wins an opposed check against his Perception.

Theater of Academic Agony: Once the PCs are admitted, the kyton and klaven escort them through the horrifying halls of this edifice, where jagladine researchers perform cunning and clever experiments that would make any researcher proud alongside unspeakable atrocities, each with the same amoral aplomb and all in the name of science. The experience of seeing things which cannot then be un-seen is jarring to the minds of most sane creatures.

The Flesh Pits are infused with inscrutable energies from a variety of technomagical energies and emanations as part of the jagladines' awful experiments, as well as the sheer mind-bending horror of their depravity. Jagladine and klaven are immune to their effects, as are outsiders with the evil subtype, but any other living creature spending more than a minute inside one of the Flesh Pits is affected as one of the following spells (caster level 18th), though these effects are supernatural rather than spell-like. If a creature fails their saving throw, the effects persist for as long as they remain within the Flesh Pit where they encountered it. Creatures that remain within the Flesh Pit thereafter must make an additional save every 10 minutes of additional exposure to the jagladines' horror.

D6	EFFECT
1	<i>feeblemind</i> (DC 26)
2	<i>inflict pain</i> (DC 23)
3	<i>fear</i> (4th level, DC 25)
4	<i>synapse overload</i> (DC 26)
5	<i>confusion</i> (DC 24)
6	<i>mental block</i> (DC 24)

Meeting the Master: It takes 1d6 minutes to traverse the complex and arrive at the laboratory of **Tlolix**, the chief investigator of this Flesh Pit. His laboratory is adorned not only with his own experiments (both practical and perfidious), but also three floating vertical rings filled with rippling quicksilver that shift every few rounds to stillness, revealing a view of other jagladine in the Flesh Pit and their labs, offering a full accounting of the panoply of pain practiced here.

Tlolix is hostile to non-jagladine but indifferent to other jagladine. He is personally not interested in acts of sedition, being too deeply invested in his research to care about what he considers political frivolities. Tlolix has a +20 bonus on Perception checks but only +10 on Sense Motive. He is focused and clinical, dispassionate in most things but highly voluble when given the chance to expound on his latest discoveries.

If the PCs fought their way past the kyton and klaven guards and forced their way into the Flesh Pit, Tlolix sends additional waves of klaven grenadiers and kytons to attack the PCs, as well as summoning immediate support from nearby spineguard patrols (see page 135, **Law Enforcement** in the Gazetteer). He and the other lead researchers seal their labs with *walls of force* and flee rather than stand and face powerful invaders. While the jagladine cannot assign Marks, they can convey their concerns to the ultari, allowing them to scan the jagladines' minds and apply 1d4 Marks to each PC.

If made friendly with Diplomacy (DC 30, reduced to 20 if successfully disguised as jagladine) or Intimidate (DC 35), he invites the PCs to talk about their own scientific and technical interests. He is always interested to learn more and PCs can impress him with their shared commitment to science by displaying their own skills and specialties. If they can outdo him in one or more areas of study, he is willing to make introductions to other members of the Science Council who are likely to be receptive to their message. PCs can challenge him to an opposed skill check against any of the following skills, with each check taking 2d4 minutes. Tlolix's bonuses are as follows: Computers +31, Engineering +31, Life Science +36, Medicine +31, Physical Science +36. If PCs can outdo him on four out of five challenges, he agrees to make introductions. If they best him on all five challenges, he is highly impressed and advocates for them with the other jagladine, granting a +2 circumstance bonus on all skill checks made to impress the Science Council. He can arrange a meeting in 1d4 days, halved if they bested him on all five challenges.

If they win only three challenges, they can make a last-ditch attempt to use Diplomacy or Intimidate to persuade him to help them set up a meeting. The PCs get a +2 circumstance bonus on this check if they state that the ultari are preparing to shut down jagladine research, seize their experiments or data, or otherwise take control of the scientific process away from them. A successful check gets him to grudgingly agree, though it takes 2d4 days to set up the meeting.

The Price of Failure (CR 17): If they cannot win the majority of challenges, Tlolix dismisses the PCs as unworthy of meeting the Science Council and bids them to leave. If they refuse, the kyton and klaven attack. His laboratory is unmapped but can be as large as you wish.

If Tlolix himself is attacked, he has EAC 32, KAC 33, and 350 hit points, and rather than attacking directly he uses his actions to direct the lab instruments to attack: 4 chainsaws +30 (4d8+18 plus poison). Each is poisoned with sticky deathblade poison (Fort DC 25; onset —; frequency 1/rd. for 6 rds.; track Constitution; cure 2 saves), with each saw's poison lasting for up to 7 hits.

These blades can hit any creature in the room and ignore cover other than total cover.

If reduced to 0 hit points, Tlolix's body explodes in a 30-foot-radius burst dealing 10d8 points of acid damage (DC 25 Reflex half); this acid does not harm klaven. This also exposes everyone in the area to high radiation (see page 140), while also dyeing all creatures in the area a bright green. This noxious dye clings to them for 24 hours. His visage then appears in the three quicksilver rings taunting the PCs, stating, "You didn't really think I would meet complete strangers right in my lab without taking precautions, did you? Why risk your real body when someone else's will do? Besides, the Scroll says there are intruders lurking about. You can't be too careful, can you?"

As long as the PCs are coated in this dye, they take a –10 penalty on skill checks to avoid attracting attention and you add 10 to the result of any Law Enforcement encounter check. Any klaven involved in fighting creatures doused in this dye gain a +2 morale bonus on attack and damage rolls.

MEETING THE SCIENCE COUNCIL

Tlolix is as good as his word and arranges a secret meeting with select members of the Science Council, or at least with their alchemical simulacra, since none of the councilors other than Tlolix is willing to appear in person. This meeting takes place away from any Flesh Pits so as to avoid attracting ultari attention. Getting to this secret location takes a base of 2d4 hours of stealth and subterfuge, less one hour per successful DC 40 skill check to avoid attracting attention.

The meeting takes place in a decaying basement of a long-abandoned storage building. By the looks of it, jagladine in the past may have used this as a makeshift clinic (or abattoir), given the discarded and fluid-stained tools and chairs discarded in heaps. The overall effect is disquieting, but the jagladine are intrigued and willing to give the PCs a hearing. Five councilors are present, each one with Perception and Sense Motive checks of +22. The PCs must appeal to each of them with Bluff, Diplomacy, or Intimidate checks. The DC to convince each is 5 higher than it was to convince Tlolix initially, as he only needed to be convinced to make the introduction. What the PCs now imply is treason.

Even so, these jagladine chafe under the yoke of the ultari, who lord their psychic powers over them while lacking the high scientific intellect and experimental curiosity of the jagladine. If they can be persuaded that the desperate ultari are losing the war and losing control and are vulnerable, the time may be ripe for the technocrats to rise and assume their rightful place at the head of the empire.

If the PCs can convince at least four of the five to become helpful, they unveil tumor familiars embedded in their simulacra, speaking from the vile orifices of these creatures as they veil their own inhuman faces.

After facing one another in silent contemplation, one councilor's gut-mouth drawls wetly, "We have considered your suggestions, and your endorsement from our brother Tlolix, and we agree, the time is right. The ultari are fractured, vulnerable, weakened. If we are to rise, it must be now."

"But one thing the ultari have that we lack," counters another, "and that we always have lacked, because they withheld it from us."

"Yes," says a third, "the font of their power, their strange communion with the singularity, the star Faa Dlan. Their touch of destiny. They hoard it. They do not share it. Keep it secret, they do."

"A secret that we must have. The touch of divinity. What was once theirs must become ours."

"Ours, now and forever."

Their insectoid eyes start to gleam as their demands become more animated and insistent.

"To study it, of course. Yes, to study. We need not the power, but we must know how it works, what it does, how to make more."

"To make mighty works, that our creations might shake the stars."

One jagladine who had stood silent throughout now steps forward and speaks, both from its own mouth and its tumorous neck orifice, "What we want is nothing less than the power of the immortals. The ultari can keep their sad devotion, but we need the power, the blood of their gods. The Last Daughter must die."



If the PCs are willing to destroy the last daughter, the jagladine offer the following information:

- Invidia rarely appears in person, but when she does it is in **The Daughter's Fane**. She dwells in some kind of pocket dimension below the cathedral itself. She needs to be destroyed, and at the moment of her death her immortal essence must be drained and stored.
- In addition to the he jagladine want the essence not just of Invidia herself, in the sanctum of the Fane there is a crystal vial that holds the distilled remnant of the ancient Principalities. The Devotees call it **Enokk**, and it has gained a form of sentience and a craving for worship of its own. The vial that holds it acts like an antenna absorbing the faded residua of the Principalities that emanate from Faa Dlan, and they want that as well.
- If there is any other evidence of the ancient divinity, such as egg sacs, amniotic fluid, or anything like that, they want samples of that as well, as much as can be recovered.
- Invidia has "Seven Sons" that sometimes accompany her when she appears. They are monstrous and mutated but generally vaguely humanoid. They change from time to time, so she may eat them or they may be consumed by their own mutational decay. Even in her decayed dotage, she has the power to birth new monstrous servants at a whim, to transfer harm that might otherwise affect her to her children, and even can grotesquely birth herself in an eruption of gore through the bodies of her children.
- Invidia has mighty protections against magic but is also savage and deadly in melee if cornered. She has no true weaknesses. If fought in her pocket dimension, beware the bending of space to her benefit. Also, whatever you do, do not get grappled by her unless you like the idea of helping give birth to an eldritch abomination.
- According to legend, hers is the power of endless life, and to slay her forever you must possess the power of death. Whether that means negative energy, death effects, energy drain, or something else is not certain, but the PCs should be prepared to unleash such powers upon her.
- She has priests that are both living and dead, and the Daughter's Fane has wings devoted to the power of life and the power of death.

Her immortal essence is very difficult to contain, but the jagladine have a solution, what they call the *Bountiful Bowl of the Sun*. It is a golden crystal bowl and it is kept in the control chambers beneath the Ultari Parliament, like its twin in the identical control chambers in far Lacuna. It is a mighty artifact with the power to absorb energies and not only store but concentrate them, and the PCs may instantly recognize it as half of the *Phoenix Egg*.

The jagladine offer to help the PCs retrieve the *Bountiful Bowl of the Sun* and smuggle it out of the Ultari Parliament so they can use it to collect the immortal essences. One of the bowl's powers is that it can collect and hold nearly limitless quantities of liquids and energies, which can then be recalled and decanted from the bowl by those who know its secrets, which they believe they do. The jagladine think themselves to be getting the better of the deal, as they are helping the PCs but truly helping further their own ambitions. They lack the PCs' knowledge of the true nature of the *Phoenix Egg*.

The jagladine are wary, of course, warning the PCs that there are 16 identical copies of the *Bountiful Bowl* at any given time in the control chambers, and virtually no one knows which is the correct one. They can give the PCs a talisman that will allow them to tell it apart from the others, and the talisman also contains an undetectable extradimensional space with an identical replica. They can help smuggle the PCs into the Ultari Parliament building as part of a jagladine tech team, where they must locate and swap the *Bountiful Bowl*. The bowl automatically transports itself back to the control chambers 24 hours after being removed, so the PCs must be ready to move swiftly once they have retrieved the bowl to get to the Fane, destroy Enokk and Invidia, collect the divine essence, and return it to the Science Council at this same meeting place.

They are willing to wait until the PCs are ready but encourage them not to wait too long. Ultari surveillance is everywhere, and the longer this secret exists the greater the chance it will be discovered.

"Remember," says the lead councilor, "she must die, and we must have her essence, and that of Enokk and her brood."

"Yesssss," hisses another. "When the Last Daughter dies, the devotees will go mad. This is the ultimate blasphemy. They must punish their brethren for their lack of faith, and we will let them."

"While we laugh in the shadows," chortles the first, "We who have had enough of their pathetic piety and bleating. 'Where is your god now?'"

"This must be the first stone to fall. Then out of the rubble of their ruin, we shall create a new and perfect world."

"Perfection," echo the others from every mouth. "The future is ours, and it is glorious."

DEBRIEFING

When leaving their secret meeting, the PCs can return home in half the normal amount of time and with a +5 bonus on skill checks to avoid notice, due to information provided by the councilors about patrol schedules and patterns in the area. On returning to the safe house, **Seantrelle** and the others are excited and intrigued by the possibility of retrieving half of the *Phoenix Egg* with the unwitting help of the jagladine. Allow the PCs to devise their own plans for the heist, rewarding creative strategy and teamwork whenever possible. There is no single solution

to the problem, though this adventure assumes the PCs swap the bowl with a fake or simply steal it. In the short term, the PCs can allow the jagladine to take it and drain their immortal ichor and then return the bowl, allaying any suspicions about their true intentions, until they are ready to seize it permanently. The bowl will retain the power it absorbs from the immortal essences of Invidia and Enokk, which should prime it for what the PCs want to do with it.

This achieves half the goal of retrieving the *Phoenix Egg*, and they are continuing to research how best to retrieve the other half from Lacuna, but the distance involved is tremendous. Without retrieving both halves of the Egg, its true power cannot be unleashed. However, Seantrelle and Rumealle think they may have a plan to get the PCs there by merging their spirit-forms with the PCs and performing a ritual similar to *ethereal jaunt*, but which will allow the PCs to reform their material bodies on the Material Plane. This would be very dangerous for the yllosan, as manifesting that merged form and consciousness on the material plane at such a great distance would burn up their psychic reserves very quickly, but it is a chance they are willing to take. For as long as they can hold that psychic bridge in place, the PCs should be able to bridge the vastness of space through the spirit world at a rate far faster than any physical mode of transportation and without the dangerous perturbation that the singularity star of Faa Dlan and its gravity well has on teleportation. The jagladine disdain matters of spirit as beneath their notice, and the yllosan doubt they would suspect such a gambit of being possible. They continue to research the ritual while the PCs complete their tasks, and when they are ready, they can make a lightning strike to the far side of the sphere to retrieve the other half of the *Egg*.

RETRIEVING THE BOWL

If the PCs are not already disguising themselves as jagladine, they must find a way to do so. The jagladine can offer them an elixir which allows them to adopt jagladine form for 1 hour. The PCs also may use *veil* or similar magic to appear as jagladine. The Science Council provides them with a talisman as described, and also with uniforms technical gear to complete their disguise, granting a +5 bonus on their Disguise checks to appear as jagladine. The PCs do pass by a pair of watchful scorpion shocktrooper guards (Perception +33), and their tremorsense allows them to detect invisible creatures walking or climbing nearby. If their Perception check beats the Disguise check of any member of the party, they challenge them and examine them more closely. They can be dissuaded from further interference with a DC 36 Bluff or Intimidate check, with a +2 circumstance bonus due to the assistance of the allied jagladine accompanying the PCs.

SCORPION SHOCKTROOPER (2)

CR 16

XP 76,800

hp 300 (see page 47)

The PCs are embedded within a jagladine tech team loyal to the council and sent into the parliament building. You can narratively describe glimpses of the great building and its assembly hall (see page 87 in Part 4), perhaps overhearing acrimonious debate between representatives and the high speaker, but they are quickly redirected towards secured service doors leading to the control rooms below. You can use the maps of the lower level of the building in Part 4 to walk the PCs through the chambers, including seeing the other tech teams, multiple pairs of shocktrooper guards and myrmidon robots on the outer catwalks leading down to four levels of catwalks, and the *walls of force* separating each chamber. As long as they stay with their jagladine “handlers” and do nothing to draw attention to themselves, their appearance goes unremarked by these guards, but once they arrive at their posts one member of the party must succeed on a DC 45 Stealth check to approach the location of the bowl, two DC 45 Sleight of Hand checks (to remove the real bowl and replace it with the fake), and another DC 45 Stealth check to blend back in with the rest of the team.

Once the bowl is retrieved, the PCs need to exit the area, but it is unusual for tech teams to arrive and leave again so quickly. The Science Council has arranged for PCs to blend in and depart with a different tech team than the one with which they entered. This team leaves 1 hour after the PCs arrive, so they must complete their task and be ready to exit with careful timing and coordination. Bypassing the guards requires a DC 45 Disguise or Stealth check, though the jagladine teams working with the PCs create distractions that grant the PCs a +5 bonus on these checks. Each PC also can attempt DC 35 Bluff, Diplomacy, Intimidate, and Sleight of Hand checks as part of their departure; for each check that succeeds, they gain a +2 circumstance bonus on their Disguise or Stealth check.

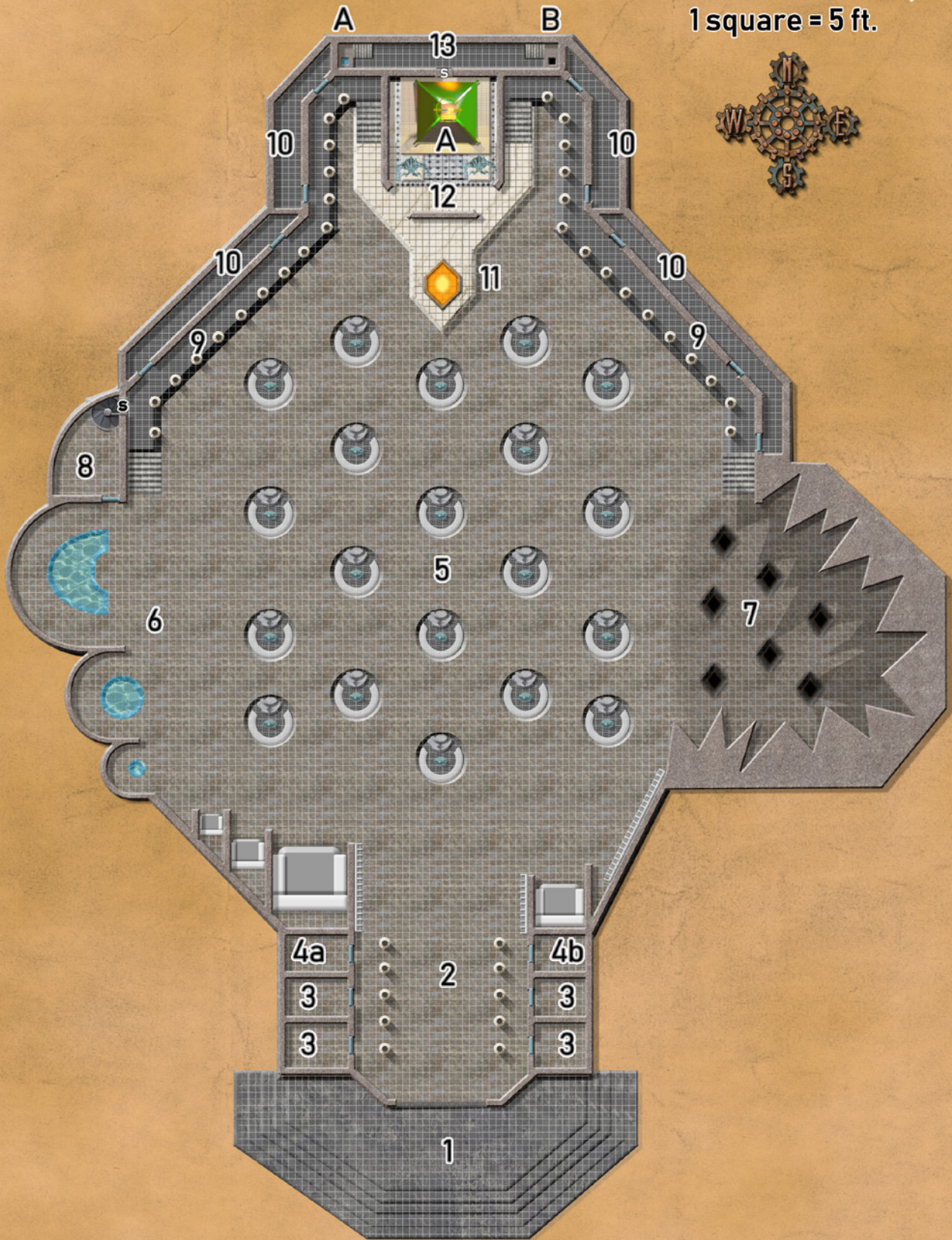
If any PCs fail their Disguise or Stealth check, the shocktroopers move in to interrogate them unless dissuaded with a DC 45 Bluff or Intimidate check. They move to arrest any character that cannot slip past them or talk their way through. PCs attacking the stormtroopers gain 1d4 Marks each after 1 round of combat, plus an additional Mark every round thereafter from ultari parliament members witnessing the altercation in the depths of the pit. They have 1 minute to escape from the Ultari Parliament building before it is put on lockdown with a building-wide *planar barrier*, followed by waves of guards to attack.

H. THE DAUGHTER’S FANE

This grand cathedral is the high holy place of the Devotees, where praise is offered up to Cyshrn the Gentle, the subtle puppet master goddess of the ultari, but where the highest honor is reserved for the immortal immanence of **Invidia Ultimi**, the Last Daughter of the Ancients and the only living link to the Principalities. It is the holiest place in all the empire to the Devotees, and all ultari pay at least token respect and observe the formalities and protocols even if they would rather consign Invidia and her followers to the dustbin of discarded ideas.

THE DAUGHTER'S FANE

1 square = 5 ft.



Invidia herself dwells in the Creche below the Fane and rarely appears to the priests of the Fane, however, and the more active focus of worship in the cathedral centers around Enokk, the sapient remnant of the divine essence of the Principalities and the distilled residue of their divinity that exists within the heart of Faa Dlan. Enokk contains the essence of all and none of the Principalities at once. It is a composite being, aware of its own near-divinity yet also of its inherent incompleteness, yet it also craves worship and subservience. It recognizes Invidia's nature as akin to its own and yet whole and acknowledges her as a superior entity, and while jealous of her place as the highest of the high Enokk also has existed long enough to know of Invidia's general disinterest in the mortal world and those that inhabit it. She largely keeps to her own pleasures, her dreams, her slumbers, and her lucid fits of appetite, yet for the most part Enokk is left to its own devices. If it must shrink a bit to the background on the rare occasions when Invidia deigns to appear, so be it. The rest of eternity belongs to Enokk and the endless array of slaves and sycophants it has bound to its will in life and even in death. Only Invidia's direct physical presence is enough to sway their fanatical loyalty to Enokk as the representative of the Principalities and their power.

Composite Construction: The walls of the Fane are a composite of stone, glass, and orium and block teleportation through the outer walls, though teleportation effects that move a creature entirely within an open space but do not pass through a solid barrier function normally, as do teleportation effects that lead from the main level of the Fane down to the Creche. Creatures entirely within the Fane cannot summon creatures from outside it, though creatures already summoned or called may enter the cathedral and still disappear at the end of their summons. Unless noted otherwise, the walls and floors of the tower have hardness 15, 180 hit points per 5-foot section, and a break DC of 33.

Lighting: Most areas within the main floor of the Fane have normal light from the numerous window shafts in the walls and ceiling as well as light emanating from the Pools of Life and the Holy of Holies. The Gates of Death are shrouded in shadow and are treated as dim light.

The areas of the Creche below are artificially lit by glowing crystals embedded in the walls, save the central Creche chamber, which is lit from below with a ghastly yellowish-green light from the amniotic fluid below.

Visitors: At any time of day there is a 50% chance of encountering 3d6 ordinary ultari and 1d6 ultari patricians in or near any area of the Fane. If violence ensues, they are likely to flee but certainly mark any perpetrators for the Scroll and raise a cry for aid.

Soul Ravage: The power of the ravage is strongest here, and any saving throws associated with its effects are made with a -2 penalty on the main level, increased to -4 in the Creche.

1. GRAND PORTICO

This vast cathedral rears up like an artificial mountain, its walls a curious clash of polished stone and gleaming glass blended jarringly with coarse and jagged metallic forms, sharp angles blending into smooth whorls and almost flowing forms like wax left to melt in the sun. Wide steps lead up to a colossal set of sliding portals.

The enormous orium doors that grant entry to the Fane are 40 feet wide and 40 feet high. They are typically kept closed but may be left open for events like grand Devotee festivals.

Psychic Portals: The massive portals slide easily apart on a psychokinetic mechanism if one or more creatures touch the portal and use a total of 7 uses of spells or abilities such as telepathy or psychokinetic hand.

If the PCs do not possess any psychic resources, they can simply wait for someone else to open the door and enter with them, though a Bluff check may be required to avoid drawing suspicion for not opening the doors themselves. The doors can be forced open with a DC 38 Strength check or attacked with hardness 20 and 240 hit points per 5-foot section.

2. NARTHEX

This wide entry chamber is flanked by two rows of columns carved into noble ultari figures, their cold arrogance perfectly captured by the unfeeling stone as you pass between them and their hollow eyes seem to follow your every movement with pitiless judgment. The floor is tiled in gleaming patterns of alternating black and white, though each pattern seems strangely off, with bends and turns that turn back on themselves and seem to pull your eyes in every direction at once. The effect is distracting and disquieting.

The sense of being watched and judged by the statuary here is more than merely cosmetic, as all creatures traversing the narthex are subject to *detect thoughts* (DC 20 Will negates). Any irregular surface thoughts are perceived by Enokk the immortal ichor and are relayed by it to its mind-slave minions.

3. VESTRIES

These robing rooms are lined in dressing stalls of stark metal, each marked in Ultari runes and containing robes and vestments in a variety of colors.

While many ultari visit the Fane in merely perfunctory, Devotees insist on the full panoply of their traditional regalia when paying their respects to the Last Daughter. The various pieces of customery each have ceremonial meaning, and PCs wearing their regalia must make a DC 35 Mysticism check to understand the meaning of each piece. Those without such knowledge may need to make a Bluff check to convince another Devotee of their right to wear it or to play off wearing an incorrect combination of vestments.

4. REFECTORY

These chambers offer a variety of refreshments and relief to guests.

These chambers are a combination of restrooms and a place for ingestion of ceremonial food or drink. There are separate refectories for Devotees (4a) and non-Devotees (4b).

5. GRAND NAVE (CR 12)

This nave of the cathedral is truly cavernous, with dome mounting upon dome well over a hundred feet above. Circles of sunken benches of stone and glass are arranged haphazardly across the space, in no pattern obvious to the eye or mind, and embedded in the floor within each circle are vitrific veins meandering to join a central lump of jagged, half-melted crystal in the center that glows with an inner light. Around the edges of the vast chamber are a series of undecorated stone benches sized to accommodate creatures from the tiny to the titanic.

The circles are places of meditative for the telepathic ultari, into which they self-segregate into Devotees and non-Devotees. Non-ultari are expected to use the benches along the outer edges of the chamber to observe the rites without disturbing their ultari betters. Non-ultari entering a ring provoke hostility from the ultari acolytes unless accompanied by a number of ultari equal to or greater than the number of non-ultari, or by an ultari Legate of sufficient rank. Devotees never share their circles with non-ultari.

The Rings: Creatures that do not possess telepathy that spend more than 1 round inside one of these rings start to feel dizzy and disoriented from the ambient telepathic energies thrumming through them, becoming sickened for 1 minute (DC 20 Will negates). The DC of this save increases by 1 for each additional round spent within the ring, and the duration of being sickened stacks with each failed save.

Roaming Acolytes: While most of the ultari here are common or patricians, Devotee acolytes roam among the circles plucking the psychic strings of the circles and linking them with the holy of holies. If combat ensues, they form up into a troop to drive out the unrighteous.

Development: If these acolytes are slain, they rise from the dead 1 round later as **ultari ur-acolytes** (see page 70) through the terrifying necromantic power of Enokk in the Nave.

ULTARI ACOLYTES

CR 12

XP 19,200

HP 185 (as **ultari inquisitors**, except as noted below)

Ultari acolytes replace the Ultari inquisitor's extract confession ability with the following ability with the following ability:

Holy Terror (Su) Creatures dealt damage by the ultari acolytes' weapons or magical effects must succeed at a DC 21 Will save or be frightened for 1 round. Creatures that succeed on the save are instead shaken for 1 round.

6. THE POOLS OF LIFE (CR 10)

Three glowing pools of crystal-clear liquid lie within curved alcoves of increasing size. The fluted walls glitter like mica, catching the pools' radiance and scattering it in a dazzling display.

These pools are suffused with the essence of pure life energy, and any creature immersing themselves in one of the pools is affected as *breath of life*; however, the sweetness of the life energy within them is so intense that most living creatures coming within 5 feet of the pools become so entranced by them that they cannot bear to tear themselves away, affecting them as a *greater song of the cosmos* spell (DC 22).

Creatures immersing themselves in a second pool gain no further hit point healing but gain the benefits of *lesser restoration*; however, the save DC of the *greater song of the cosmos* increases by 2 and the creature is staggered (DC 24 Fortitude negates) for a number of rounds equal to the difference between their saving throw roll and the DC.

A creature dipping in a third pool gains the benefit of a *restoration* spell, but the save DC of the *greater song of the cosmos* increases by an additional 2. In addition, a creature failing its save must attempt a Fortitude save against the same DC or be overcome by the ecstatic pleasure of pure life energy and surrender to the waters, immediately beginning to drown if not able to breathe water.

Ultari are immune to the *greater song of the cosmos* effect, and outsiders gain a +4 bonus on their saving throw.

Development: Immersing in any of the pools without the permission of the ultari acolytes is a sacrilege, and they respond with instant hostility to anyone profaning the pools.

7. THE PITS OF DEATH (CR 10)

The scarred and shattered walls of this side of the cathedral stand in ghastly counterpoint to the elegant curves and glittering surfaces of the far side. The stone and glass here seem almost decayed, gouged, and frozen in spasm as though the building itself writhes in torment. A cluster of diamond-shaped pits in the rough, uneven floor vent a shadowy effluent that smells of dust and rot.

This wing of the Fane is infused with the essence of pure death, and it is as inimical to living things as the opposite wing energizes them. It affects living creatures as *miasma* (DC 22), and like the *greater song of the cosmos* effect ultari are immune and other outsiders gain a +4 bonus on their saving throws against its effects.

In addition, any creature venturing within 5 feet of one of the pits takes 2d10+10 points of damage (DC 18 Fortitude negates); this is a death effect, not negative energy damage. In addition, a creature failing this save must attempt a Reflex save against the same DC or be drawn into the pit. Each round a creature ends its turn within the pit, it takes the damage listed above and the save DC increases by 1; in addition, if it fails the save it gains a negative level. The DC to remove the negative level is the same as the DC against the damage.

Undead within 5 feet of a pit have no chance of falling in and take no damage but gain a +2 circumstance bonus on saving throws. If they begin their turn within 5 feet of a pit, they heal 1d10 points of damage.

8. PRIVATE AUDIENCE CHAMBER

This chamber is lavishly decorated with sparkling frescoes and delicately carved friezes. A raised seat of alabaster dominates one end of a large table of polished black and white stone veined with silvery crystal, but every seat around the table is elaborately carved and gilded.

This chamber is used by the Elder Voice for private appointments. The table has the same psychic resonance as the rings in the grand nave, as the entire table serves the same psychic focusing function as the rings, though the save DC is increased by 2.

9. BALCONY (CR 16)

This long balcony rises 20 feet above the floor of the Fane. Each side is lined with robed acolytes, each seemingly deep in silent contemplation, though at the distant edge of thought you can almost sense a rhythmic pulse like a mental dirge reverberating through the fane in an unspoken chant.

On the west side of the Fane is a troop of ultari acolytes, each contributing their thought-chant to the time of worship and observing to ensure the proper forms are being observed. Those on the west are **ultari acolytes**, while those on the east are already risen from death as **ultari ur-acolytes**. If the latter are destroyed, they are truly slain, but the living acolytes rise again into undeath if destroyed through the power of Enokk in the Nave.

ULTARI ACOLYTES

CR 12

XP 19,200

HP 185 (see page 69)

TROOP, ULTARI UR-ACOLYTES

CR 14

XP 38,400

NE Medium undead (evil, extraplanar, troop)

Init +6; **Senses** blindsight (scent) 60 ft., darkvision 60 ft.;

Perception +30

Aura fear (10 ft., DC 22)

DEFENSE

HP 235

EAC 28; **KAC** 29

Fort +12; **Ref** +12; **Will** +19

Defensive Abilities defensive precognition, force screen, troop defenses; **DR** 10/slashing; **Immunities** cold, electricity, magic missile, mind-affecting effects, troop immunities, undead immunities

Weaknesses vulnerable to area effects

OFFENSE

Speed 30 ft.

Melee troop attack (4d6+18)

Offensive Abilities holy terror (DC 22)

STATISTICS

Str +4; **Dex** +6; **Con** –; **Int** +8; **Wis** +4; **Cha** +4

Skills Athletics +25, Bluff +25, Intimidate +30, Mysticism +30, Sense Motive +30

Languages Aklo, Ashtuul, Belligren, Common, Jagladine, Onaryx, Ultari

Other Abilities unliving

ECOLOGY

Environment any

Organization solitary, pair, or parliament (3-10)

SPECIAL ABILITIES

Defensive Precognition (Su) As ultari acolytes.

Force Screen (Su) As ultari acolytes.

Holy Terror (Su) As ultari acolytes.



10. ACOLYTE CHAMBERS

These spartan chambers are lined with simple pallets for sleeping and mats for prayer. Doorless cabinets line one wall, with small shelves for prayer books and icons and hooks for robes and vestments.

The ultari are lovers of ceremony, so while these chambers themselves are simple and plain, the spare robes and vestments here are of exquisite quality and heavily decorated with a variety of beads, ornamental stones, and gilded thread. Each chamber contains 32 spare vestments for the acolytes, each worth 50 credits.

11. THE THROAT

This raised dais surrounds a diamond-shaped opening rimmed with a crust of yellowish crystal. A sweet, cloying aroma reminiscent of overripe fruit and pungent incense mixed with decaying fish wafts out of the pit, whose wet-slicked sides lead down to a thick golden miasma.

This pit leads to the Creche below, though it is not a straight drop. Rather, it bends and curves through the floor in a twisting transdimensional pathway 300 feet long before disgorging into the lower part of the Creche. The entire passage is filled with corrosive haze, but it is unusually caustic to non-ultari, dealing double damage and ignoring energy resistance or immunity.

In addition to this clinging mist, the passage is unstable, squeezing and spasming in peristaltic contractions every round a creature is within it. A creature entering or beginning its turn within the Throat takes 4d6 points of bludgeoning damage (DC 20 Reflex half) from these convulsions.

A creature must succeed on a second Reflex save each round, with the save DC increasing by 1 each round after the first. A failed save causes the creature to become entangled and stuck fast in the turgid effluents along the surface of the Throat.

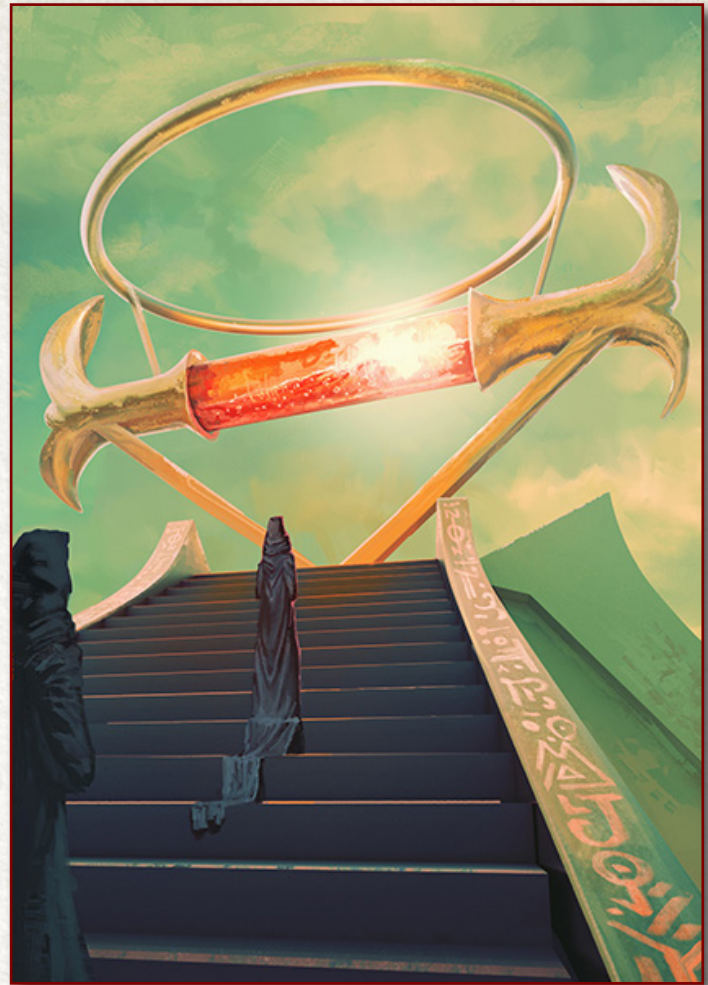
A creature traversing all the way through the Throat exits at area 15A in the Creche.

12. THE SANCTUARY APSE (CR 23)

This elevated dais is set apart from the nave of the cathedral by an ornate balustrade supporting a roofed portico. Through pointed arches you can glimpse a set of steep steps flanked by rows of stone-carved runes, surmounted by a strange apparatus of gold and black metal supporting a sparkling crystal cylinder. Within is a roiling orange fluid swirling with lambent radiance, illuminating a wide golden ring mounted above. The staircase is flanked by a pair of large ultari statues in gleaming white and dull gray crystal.

Entering the Aps: The arches opening into the Nave allow vision into this area, but the fluted stone also provides cover against attacks that pass through them. Any creature entering the apse that does not worship the Principalities is immediately targeted with *dispel magic*.

The Elder Voice: Xeas Yahanum the Elder Voice is the highest priest of Enokk and the Principalities. He may be found here



or in area 12. If the PCs infiltrate the cathedral and attack with surprise, Xeas is likely to be praying in his chambers, but he hastens to the Aps if alerted by any serious disturbance. His powers are especially well-suited to aiding the zombie uracolytes, and he focuses his efforts on keeping them up and in the fight as long as possible.

ENOKK, IMMORTAL ICHOR

CR 21

XP 409,600

NE Medium ooze (extraplanar)

Init +7; **Senses** blindsight (thought) 60 ft., sightless; **Perception** +40

DEFENSE HP 425 **RP 7**

EAC 35; **KAC** 36

Fort +20; **Ref** +17; **Will** +23; Enokk gains an additional +2 bonus on saving throws when a crystal golem is within 30 feet.

Defensive Abilities amorphous, regeneration 10 (good and magic weapons, good spells); **DR** 15/—; **Immunities** acid, bludgeoning damage, electricity, mind-affecting effects, ooze immunities, piercing damage; **Resistances** cold 30

OFFENSE

Speed 20 ft., fly 20 ft. (Su, average)

Melee slam +31 (15d6+28 A or B plus 1d4 Wis drain)

Space 5 ft.; **Reach** 10 ft.

Offensive Abilities drown (DC 27)

Spell-Like Abilities (CL 21st)

1/day—*summon allies* (1d3 comet wasp swarms, 100%)

3/day—*charm monster* (DC 27), *control undead* (DC 29), *mass*

inflict pain (DC 29), *nightmare* (DC 26)

At will—*charm person* (DC 25), *detect thoughts* (DC 24) *telekinesis* (DC 28)

STATISTICS

Str +7; **Dex** +7; **Con** +10; **Int** +5; **Wis** +7; **Cha** +12

Skills Intimidate +40, Mysticism +35

Languages Abyssal, Aklo, Infernal, Undercommon (can't speak any language); telepathy 300 ft.

Other Abilities corrupt ally, no breath, zombie locus

ECOLOGY

Environment any ruins or underground

Organization solitary or cult (1 plus 3–20 worshippers or controlled undead)

SPECIAL ABILITIES

Acidic Strike (Ex) Enokk can deal either acid or bludgeoning damage (the ooze's choice) with its natural attacks.

Corrupt Ally (Su) Any creature *charmed* by an immortal ichor takes 1d6 points of Wisdom damage per day. When a *charmed* creature's Wisdom damage equals its Wisdom score, it becomes completely subservient to the immortal ichor (as *dominate monster*, except it even obeys self-destructive orders) and loses the Wisdom damage it has taken from this ability. A subservient ally who is killed rises the next round with the occult zombie template graft under the immortal ichor's control. If the ichor is killed, these zombies are immediately destroyed.

Drown (Su) When an immortal ichor hits an opponent with its melee attack, it can spend 1 Resolve Point to flood its target's lungs with liquid. If the target cannot breathe water, it immediately begins to drown. At the start of the target's next turn, it must succeed at a DC 27 Fortitude save to cough up this liquid or it falls unconscious and is reduced to 0 Hit Points. If the target failed the initial save, it must succeed at a new Fortitude save on the next round or lose 1 Resolve Point; on the third round it must save successfully again or die, regardless of Resolve Points remaining. A target that dies due to this ability rises the next round as a zombie as per corrupt ally.

Wisdom Drain (Su) An immortal ichor gains 5 temporary hit points for each point of Wisdom drain it inflicts. The hit points last for a maximum of 1 hour.

Zombie Locus (Su) An immortal ichor can use any undead creature under its control within range of its telepathy as point of the origin of its spell-like abilities.

The God-Vial: The great crystal vial containing Enokk at 12a is as hard and strong as steel (hardness 20, hit points 150 per 5-foot section). He cannot move but also cannot be attacked directly unless the God-Vial is breached, as the vial provides him total cover, though it does not block his telepathy; hence, he is able to use his zombie locus ability to cast his spell-like abilities through his minions. His golems are formed of the

same crystal as the God-Vial itself and effects they create pass through it without difficulty, and he likewise can affect them with any effects he creates if he desires. Incorporeal creatures can attempt to attack through the vial, though it impedes their attacks and imposes a 50% miss chance on incorporeal attacks.

Living creatures touching the God-Vial or striking it with a melee weapon are staggered for 1 round (DC 20 Fortitude negates) by the divine power that thrums within it. If a creature touches or strikes the God-Vial more than once during a round, it must continue to save each time, and the save DC increases by 2 with each attack.

When Enokk is slain, the PCs must bring the half of the *Phoenix Egg* as soon as possible to collect his essence. The maximum essence they can capture from him is equal to 8 plus the number of spell slots he had remaining at the moment of his death. However, each round that passes before they begin collecting his essence, on his initiative count, he loses 1d4 points from this total. Once they begin collecting it, they can collect 1d4 points per round (which drains into the bowl). Once the PCs have collected all his essence, the physical substance of Enokk's body is destroyed and he cannot be returned to life by any means.

In addition to the Enokk himself, crushing a portion of either crystal golem's remains into the bowl allows it to absorb 1d4-1 points of essence, as does crushing a portion of the God-Vial. This essence collection can be performed only once per golem (and once for the God-Vial).

The phial can be magically reformed into a container to house Enokk's mortal remains for later collection of his essence, if PCs wish to move quickly and not spend multiple rounds slowly draining his essence.

DUMU AND DAGA, VARIANT CRYSTAL GOLEMS (2) CR 14

XP 25,600

N Large construct (magical)

Init +3; **Senses** blindsight (thoughts) 60 ft., darkvision 60 ft., low-light vision; **Perception** +20

DEFENSE

HP 250

EAC 28; **KAC** 30

Fort +14; **Ref** +14; **Will** +10

DR 10/adamantine; **Immunities** construct immunities, magic

OFFENSE

Speed 20 ft.

Melee slam +29 (8d6+22 B)

Space 10 ft.; **Reach** 10 ft.

Spell-Like Abilities (CL 11th)

3/day—*mind thrust* (2nd-level, DC 16)

1/day—*crush skull* (DC 19)

Offensive Abilities ethereal fists

STATISTICS

Str +8; **Dex** +3; **Con** —; **Int** —; **Wis** +5; **Cha** —5

Skills Athletics +20, Intimidate +20

Other Abilities mindless, psychic amplification, unliving

SPECIAL ABILITIES

Ethereal Fists (Su) A crystal golem's fists reach simultaneously into the Ethereal and Material planes, allowing it to deal normal damage with its slam attack to ethereal creatures. The miss chance due to etherealness doesn't apply (other miss chances, such as from concealment, still apply).

Immunity to Magic (Ex) A crystal golem is immune to spells or spell-like abilities that allows spell resistance. Certain spells and effects function differently against the creature, as noted below.

- An *entropic touch* spell deals 50% more damage to the golem and slows it (as the *slow* spell) for 3 rounds (no saving throw).
- A magical attack that deals fire damage ends any *slow* effect on the golem and heals 1 point of damage for every 3 points of damage the attack would otherwise deal.

Psychic Amplification (Su) Each time a creature within 30 feet of a crystal golem uses a mind-affecting spell or spell-like ability, the caster can choose to double either the range or the duration of the spell or ability. A crystal golem can use its own spell-like abilities as a swift action.

Tactics The golems remain by Enokk's side as his guardians and protectors, each using *crush skull* (DC 20) if possible before entering melee. They rely on *mind thrust* (5th level, DC 20) for enemies outside of melee range. They use their spell-like abilities to support the acolytes or the Voice if nearby but do not leave their positions.



Gear Each golem has an *kaleidoscopic icosahedron aeon stone* embedded in its heart, allowing it to reroll a single d20 roll and use the better result, or force an enemy to reroll a single d20 roll and use the worse result. Once a golem uses the effect of its aeon stone, it can't do so again for 24 hours. If the golem is destroyed, there is a 50% chance the *aeon stone* is destroyed as well (100% if the golem is reduced to 0 hit points by a critical hit or by sonic damage).

13. HALL OF THE VOICE (CR 21)

This long chamber is flanked at either end by ceremonial pools, with a ramp leading down into each. Sounds echo eerily in this chamber, almost as if joined in chorus by whispers, chants, and paeans of praise redounding through the ages. The liquid within the pool to the left is pale and golden, while that to the right is turbid and black.

The Pools: The golden pool at **13a** functions as the pools of life at area 6, while the turbid black pool at **13b** functions as the pits of death at area 7. However, a creature immersed in either pool can expend one lattice point as a full-round action to infuse the pool with the sun's mystical power, forming a temporary portal to the Under-Fane and allowing them to pass into it.

The High Priest: The high priest of the Fane, **Xeas Yahanum**, the Elder Voice of the Principalities, often lies here in repose when not attending to ritual duties. If a disturbance occurs in the cathedral, Enokk notifies him telepathically and he casts his preparatory spells and then prepares to join the fray.

Undeath in Death: Xeas shares a unique bond with Enokk. He is already undead, but unlike the other zombie servants of Enokk he is not immediately destroyed if Enokk is. However, this bond does allow Xeas to return to unlife if he is destroyed as if he were a dominated living slave of the immortal ichor. If Xeas is destroyed, Enokk may expend two of his spell slots to restore him to unlife one round later with the following benefits:

Initiative: +20 bonus to initiative with the ability to act twice per round (once on his original initiative count and once on his new initiative count at +20)

Speed: increased to 60 ft.

AC: +2 dodge bonus to KAC

HP: 8 bonus hit points

Defensive Abilities: evasion

Any spells or daily uses of abilities Xeas used prior to being destroyed remain expended when he returns to unlife. He returns to undeath at full hit points, and if he is currently affected by any non-instantaneous spells or effects, he can attempt a new saving throw against each effect to end it. If the effect did not allow a saving throw, it has a 50% chance to be ended when Xeas reanimates.

Xeas cannot be revived in this way if his physical body is destroyed, such as by a *disintegrate* spell or similar effect.

XEAS YAHANUM, THE ELDER VOICE

CR 20

XP 307,200

Undead ultari mystic

NE Medium undead (ultari)

Init +9; Senses darkvision 60 ft.; Perception +39

DEFENSE HP 395

RP 7

EAC 34; KAC 35

Fort +17; Ref +17; Will +24

DR 10/magic and slashing; Immunities cold, electricity, magic missile, undead immunities; Resistances fire 10

OFFENSE

Speed 30 ft., fly 90 ft. (Ex, clumsy)

Melee gravity spear +28 (12d6+26 P)

Ranged elite gyrojet pistol +30 (5d12+20 B; critical knockdown)

Offensive Abilities backlash (DC 27), explode head (DC 27), mental anguish (DC 27), mindbreaking link (DC 27), mindkiller (DC 27), share pain (DC 27), sow doubt (DC 27)

Mystic Spell-Like Abilities

At will—*mindlink*, *telepathic bond*

Mystic Spells Known (CL 20th)

6th (3/day)—*mass inflict pain* (DC 29), *mind thrust* (DC 29), *necromantic revitalization*, *snuff life* (DC 29)

5th (6/day)—*feblemind* (DC 28), *greater synaptic pulse* (DC), *modify memory* (DC)

4th (at will)—*confusion* (DC 27), *greater invisibility*, *mind probe* (DC 27)

3rd (at will)—*displacement*, *haste*, *slow* (DC 26)

2nd (at will)—*fog cloud*, *mirror image*

Connection mindbreaker

TACTICS

During Combat The elder voice casts *greater invisibility* to move about more easily, using *displacement* and *mirror image* as well to ensure his safety. He uses share pain to reduce his damage taken, alongside offensive spells like *feblemind* or *mind thrust*. He uses *slow* to debuff enemies and backlash on enemies that resist his spells.

STATISTICS

Str +6; Dex +9; Con –; Int +1; Wis +12; Cha +9

Skills Athletics +34, Bluff +34, Intimidate +34, Mysticism +39

Languages Common

Other Abilities enlightenment, telepathic bond, transcendence, unliving

Gear swarmsuit, gravity spear with 4 high-capacity batteries (40 charges each), elite gyrojet pistol with 16 mini-rockets;

Augmentations dragon-class ultralight wings

THE UNDER-FANE

The Under-Fane is a demiplane of mystery and eldritch strangeness, and the Creche is a demiplane that exists wholly encapsulated inside it. It does not contact the Ethereal or Astral planes, and its pathways do not observe the normal laws of geometry or physics. The passageways seem to bend and twist as creatures walk along them, sometimes compressing down to become almost impassable, othertimes leaping across delicate

spans bridging vast and unknowable gulfs. The surfaces shift and change constantly, from wetly glistening ramps of quivering ooze barely able to support the weight of those walking across them to paper-thin metallic mesh, polished varicolored stone, or decaying strands of fibrous resin. There is never a whisper of moving air within the Under-Fane, but the atmosphere itself is breathable (though infused with a noisome reek).

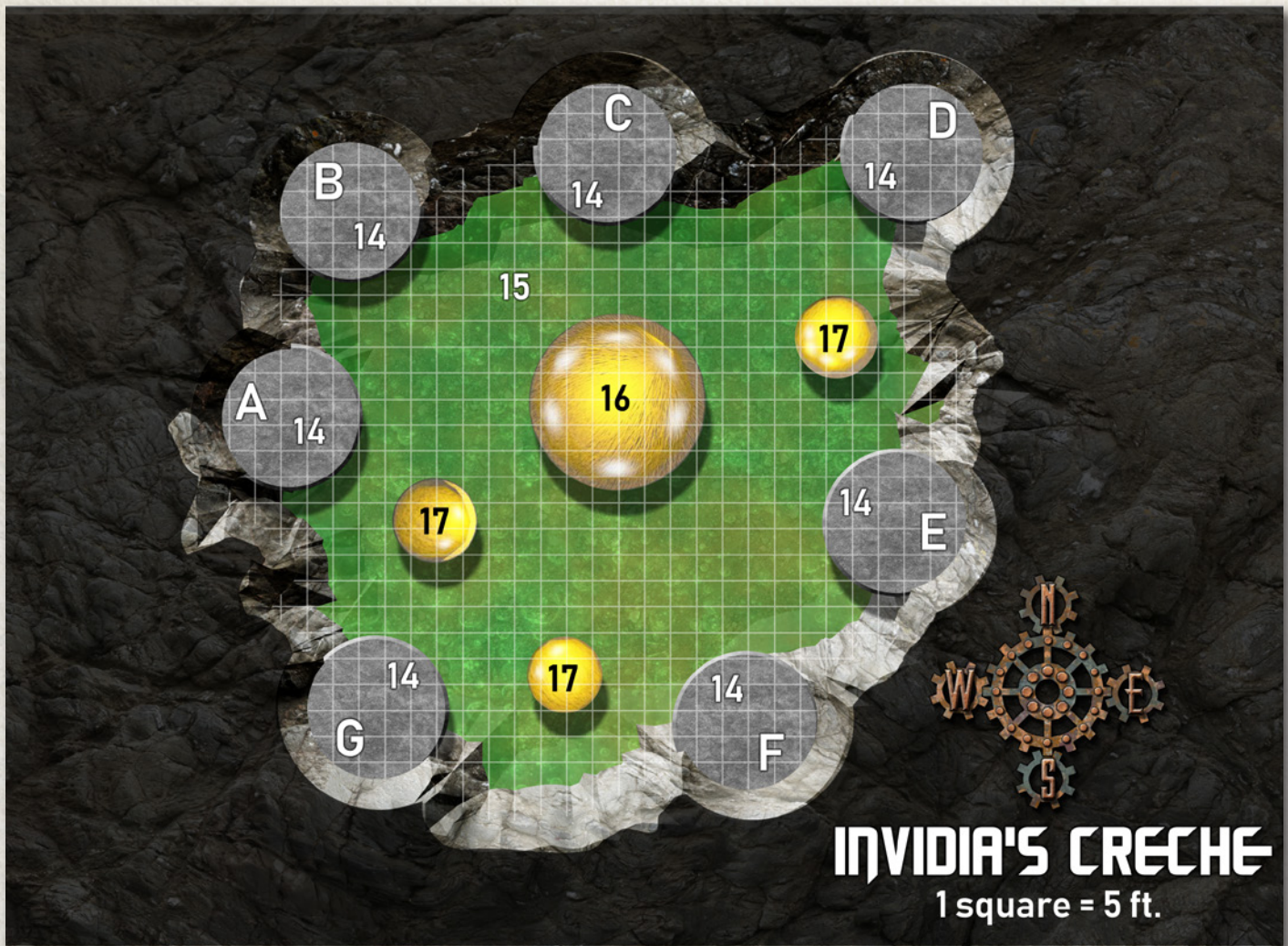
The Under-Fane is like a vast interconnected maze, and creatures attempting to find their way through must succeed on three consecutive DC 20 Intelligence checks in order to find the entrance to the Creche below. Each of these Intelligence checks takes 1 minute. In addition, creatures that do not worship the Principalities are assailed once per minute by *unspeakable presences*^{COM}. The save DC of the *unspeakable presences* is DC 20 after the first minute and increases by 1 for each minute thereafter. Ultari gain a +4 racial bonus on all checks to navigate the Under-Fane and on saving throws against the *unspeakable presences* effect.

Creatures can move through the Under-Fane separately, or they can move together, but at least one character in the group must succeed on three consecutive Intelligence checks to pierce the non-Euclidean veils of the Under-Fane and discern the means of egress for themselves and their companions. The exit appears as a gelid membrane that can be parted by pressing against it and willing it to open with a DC 20 Charisma check, made as a full-round action. Each character must succeed on their own check to pass through, though a creature can use the aid another action to improve an ally's Charisma check rather than passing through themselves.

Characters that succeeded on two consecutive Intelligence checks while moving through the Under-Fane gain a +2 circumstance bonus on Charisma checks to move through the veil. Those that succeeded on three consecutive checks double this bonus to +4.

The geometries of the Under-Fane are not stable, and characters moving through the membrane into the Creche may arrive in different locations, as determined for each character on the following table:

D10 ROLL	ARRIVAL POINT
1	14A
.2	14B
3	14C
4	14D
5	14E
6	14F
7	14G
8	At the bottom of the Throat (15A)
9	Stuck on the threshold of the Under-Fane (requiring a successful DC 20 Charisma check as a full-round action to reroll on this table)
10	Transported back to the pool they entered in area 13.



Using Spells to Navigate the Under-Fane: A *divination* spell allows the caster to automatically succeed on Intelligence checks to find their way in the Under-Fane.

A creature touching the veil can use *plane shift* or *subjective reality*^{COM} to pierce the veil and allow entry into the Fane, though each creature must roll separately to determine their arrival point within the Creche.

INVIDIA'S CRECHE

While she holds little official power, **Invidia Ultimi**, the Last Princess, the Ancient One, is held in great esteem among the Devotees as the only living being directly descended from the Principalities themselves. Millennia old, Invidia's mind wanders in and out of lucidity, as do her carnal appetites. She is surrounded always by her mutated and monstrous offspring, themselves graced with the faintest foul touch of her nearly dissipated divinity. Most creatures birthed from her bloated loins are stillborn abominations whose disfigured corpses plop wetly into the amniotic slurry below, but a cadre of her favored children stands guard over their malevolent mother while she sleeps.

The Murk: The hanging murk affords concealment to creatures beyond 10 feet, and total concealment to beyond 50 feet. Creatures with *true seeing* can see normally within the chamber.

The mist in the air condenses on any creature ending its turn within the chamber, coating it with tiny droplets of moisture that glisten in contact with living creatures. While this does not negate *invisibility*, it does clearly outline the position of invisible creatures, applying a -20 penalty on Stealth checks and reducing the miss chance for attacks against them to 20%, while also making it possible to take attacks of opportunity against them. This is not a divination effect, and effects such as *nondetection* that protect against divinations or otherwise make a creature undetectable do not prevent creatures from being coated with the glistening murk.

This clinging mist does not gleam in contact with illusions (except for quasi-real creatures produced by illusion magic), allowing the inhabitants of the chamber to clearly discern figments such as *holographic image*, *mirror image*, and *displacement* for what they are and ignore them, though in the case of spells that hide a creature's true position, such as *displacement*, those

effects still offer concealment as noted above, as if the creature using the effect was invisible.

Wind effects like *cosmic eddy* can disperse the murk as if it were a *fog cloud*, but only within the affected area, and the murk reforms 1 round after the wind effect ends. In addition, the cloying murk is almost a living thing, seeking to claw back to its sickening stillness. This functions as a targeted *dispel magic* effect (caster level 15th) against any type of wind effect, beginning 1 round after the wind effect begins, gaining a +1 bonus on its caster level check each round thereafter.

Caustic Fog: The air here is corrosive, dealing 1d6 points of acid damage per round to creatures and unattended objects. In addition, creatures not immune to acid or poison also must succeed on a DC 20 Fortitude save upon entering the Creche or become sickened. Any creature failing its save must immediately save again or take 1 point of Constitution damage. They must save again each minute they remain in the Creche, with the DC increasing by 1 for each minute. Creatures that do not need to breathe are immune to this poison effect, and the drakainia and her spawn are not harmed in any way by the fog.

In addition, creatures attempting to fly in this room find the fog congealing around them more tightly each round they remain aloft. Each turn a creature ends its turn in midair, they must succeed on a DC 25 Reflex save or be engulfed in a bank of *corrosive haze* that fills their space and moves with them. They take 4d8 points of acid damage and their speed is halved for as long as they remain aloft, unable to take a guarded step, and they take a -2 penalty on attack and damage rolls as long as the fog persists. This *corrosive haze* does not provide concealment or protection from ranged attacks, nor does it prevent the character from making ranged attacks (though they take the above penalties). Creatures remaining aloft must save again each round at the end of their turn, with the DC increasing by 1 each round after the first.

Once a creature returns to the ground, they are allowed a new saving throw (at the same DC as the save they failed) to escape the clinging fog. Each round they remain on the ground, they may save again at the end of their turn with the save DC decreasing by 1 per round.

Teleport Traps: See area 17 below.

14. ATRIUMS OF THE SEVEN SONS (CR 18)

This roughly spherical chamber is open on one side into wide mist-filled crevasse, lit from below by a warm golden yet reeking with a feculent vapor wafting into the chamber. A massive stone lintel arch bisects the chamber, with a half-balcony extending out into the crevasse. A simple mat lies along the room's inner half, while an open font on one side of the balcony holds a puddle of gleaming golden slurry. A gong of pitted metal hangs next to the font. A hulking mutated humanoid in massive armor stands guard here with hateful eyes.

These balcony chambers are each the home of one of Invidia's Seven Sons, where they stand guard and await visitors

to their mistress' presence. The sons gain their nutrients from consuming the amniotic slurry of the chamber, including the remains of their own demi-siblings. They almost never leave their chambers unless accompanying Invidia on one of her rare public appearances, transported magically with her or clambering across the ledges to climb up the Throat.

Creatures arriving from the Under-Fane emerge from a horizontal ring in the floor marked **A, B**, etc.; while they were standing vertically within the Under-Fane, they emerge here horizontal and prone, crawling on their hands and knees.

Entering the Atrium: The Seven Sons generally sit in quiet meditation, awaiting the call of their beast-mother should it come. There is a 10% chance when a PC appears that the Son in that chamber is asleep. A PC using *invisibility* is immediately coated by the Murk, while a PC using an illusion to disguise themselves as an ultari also do not look quite right, as the glistening murk does not adhere to the illusory disguise, granting the Son a +5 bonus on Perception checks to see through the disguise. The Son gains a Perception check to notice the arrival of the PCs even if asleep (though this increases the DC of the Perception check by 10).

A Son noticing the arrival of a PC immediately bellows a challenge in Giant (while also marking to its fellows that an intruder has arrived) and attacks.

THE SEVEN SONS

CR 18

XP 153,600

CE Huge humanoid (giant)

Init +6; Senses darkvision 60 ft., low-light vision; Perception +31

DEFENSE

HP 375

EAC 33; KAC 37

Fort +21; Ref +19; Will +20; +2 vs. fear

DR 10/—

OFFENSE

Speed 50 ft.

Melee slam +32 (13d6+29 B) or bite +32 (8d6+29 P plus weakening toxin) or paragon electroflail +32 (11d6+29 E; critical arc 4d6)

Multiaction 2 paragon electroflails +28 (11d6+29 E; critical arc 4d6), bite +28 (8d6+29 P plus weakening toxin), or 2 slams +28 (13d6+29 B), bite +28 (8d6+29 P plus weakening toxin)

Ranged hurled debris +29 (13d6+29 B)

Space 15 ft.; Reach 15 ft.

Offensive Abilities hurl debris (140 ft.), swift claw +30 (5d8+29 S)

STATISTICS

Str +11; Dex +6; Con +8; Int +0; Wis +4; Cha -1

Skills Athletics +26

Languages Giant

Gear paragon electroflail with 4 batteries (20 charges each)

SPECIAL ABILITIES

Swift Claw (Ex) A Son can attack with its claw as a swift action, even when the creature's movement would normally restrict it to one attack, regardless of what other attacks are made on the Son's turn. The Son cannot use this ability on the same round it takes the full attack action.

WEAKENING TOXIN

Type poison (injury); **Save** Fortitude DC 21; **Track** Strength; **Frequency** 1/round for 6 rounds; **Cure** 2 consecutive saves

15. THE CRECHE (CR 18)

A sticky wetness hangs in the air with a vomitous reek as you behold this irregular open shaft of a chamber. Below is a lagoon of turgid colloid, translucent and faintly glowing below a glistening surface of congealed whorls that almost suggest the imprint of misshapen faces detached and stretched in impossible contortions as they float across its surface. Rising from this lagoon are a number of stony columns, fashioned in the likeness of misshapen limbs crawling one upon the other out of the luminous pool. Each column is surmounted by an ovoid dome of flaking golden crystal veined with brownish streaks of blight, three smaller domes surrounding a larger one. Around the chamber's walls seven curved balconies overlook this bizarre tableau, each backed by an ornate lintel and columns and a curtained opening. Above, a heavy, faceted crystal dome is only dimly visible through an ochre haze hanging heavy in the upper reaches of the room.

The habitation of the Last Daughter is a gruesome hellscape highly toxic to mortal life, with an array of dangers awaiting those daring to venture within. The cavern stretches 30 feet above the floor level of the sons' balconies, with the vast slurry lake 20 feet below.

The Slurry: The ghastly fluid filling the bottom of this room is the congealed amniotic fluid of eons that has leaked from Invidia's never-ending fecundity. It dissolves mortal flesh like a corrosive lake, dealing 10d6 points of acid damage per round (no save) to creatures immersed in it, and 2d6 points of acid damage to creatures who merely contact it. The slurry is 40 feet deep.

In addition to the danger posed by the slurry itself, there is a 50% chance each round that a 10-foot-diameter geyser of putridity erupts from a random location within 1d4 squares of the following location. This vertical column blasts all the way to the ceiling, dealing deals 4d6 points of bludgeoning damage and 4d6 points of acid damage (DC 25 Reflex half), and creatures failing their save are thrust all the way up to the ceiling, taking 1d6 points of falling damage for every 10 feet between their original position and the ceiling. Creatures within 20 feet of the erupting geyser take 4d6 points of acid damage (DC 20 Reflex half). All creatures damaged by the geyser must make an immediate Fortitude save to avoid being sickened (see **Caustic Fog** above) and take a -1 penalty on all future saving throws against the effects of the Caustic Fog.

D10 ROLL GEYSER LOCATION

1	14A
2	14B
3	14C
4	14D
5	14E

6	14F
7	14G
8	Adjacent to area 16.
9	One of the egg traps (area 17).
10	Roll twice, with geysers erupting simultaneously at each location.

The drakainia and her spawn are immune to this acid.

Amniotic Elementals: The nascent immortal essence that infuses the slurry roars to angry life when living creatures that are not ultari enter the Creche, unless quieted by its eternal mother. This angry essence manifests itself as a pair of Gargantuan elemental-like creatures. If an elemental is slain, it reforms at full strength 2d6 rounds later, even if *disintegrated* or slain by a death effect. The only way to permanently destroy these elementals is by draining the slurry with the *Phoenix Egg*. The slurry is treated as water for the purpose of the elemental's abilities.



AMNIOTIC ELEMENTALS (2)

CR 15

XP 51,200

Variant elder water elemental

N Gargantuan outsider (elemental, extraplanar, water)

Init +7; Senses darkvision 60 ft.; Perception +26

DEFENSE

HP 275

EAC 29; KAC 31

Fort +19; Ref +17; Will +13

DR 10/—; Immunities elemental immunities

OFFENSE

Speed 20 ft., swim 90 ft.

Melee slam +29 (8d6+24 B)

Space 15 ft.; Reach 15 ft.

Offensive Abilities drench, engulf (DC 21, 8d6+24 B & A plus shaken one round), vortex (8d6+24 B, DC 21, 4/day), water mastery

STATISTICS

Str +9; Dex +7; Con +5; Int +4; Wis +4; Cha +4

Skills Acrobatics +26, Athletics +31, Mysticism +26

Languages Aquan

SPECIAL ABILITIES

Devolutionary Sac (Ex) Any creature engulfed by an amniotic elemental or failing a saving throw against its vortex is subject to radical mutations each round at the beginning of its turn (DC 21 Fortitude negates). The type of mutation is determined below, and the mutation is temporary, lasting as long as the creature remains engulfed and for 1 minute thereafter. If the same type of mutation is rolled twice and a second save is failed, the mutation becomes permanent. If an additional save against that mutation is failed, the penalties stack. Amorphous creatures and creatures without flesh are immune to this effect.

D6	EFFECT
1	<i>Deformed Arm:</i> One hand can't hold or wield items, and you take a -2 penalty on attack rolls with two-handed weapons.
2	<i>Fragile:</i> You gain vulnerability to critical hits. If you have a racial bonus to AC, it is reduced by 2 (to a minimum of 0).
3	<i>Atrophic Weakness:</i> You become fatigued (or exhausted if already fatigued).
4	<i>Bloated Flesh:</i> You take 2 points of Dexterity drain and take a -4 penalty on Acrobatics and Stealth checks.
5	<i>Stunted Legs:</i> Your base speed is reduced by 10 feet (minimum base speed of 5 feet) and you cannot run or charge.
6	<i>Blinded or deafened:</i> Equal chance of either.

Drench (Ex) The elemental's touch puts out non-magical flames of Huge size or smaller. The creature can dispel magical fire it touches as *dispel magic* (caster level equals elemental's CR).

Water Mastery (Ex) Waterborne creatures take a -1 to attack and damage rolls against an amniotic elemental.

16. THE LAST DAUGHTER (CR 26)

A massive dome of roughly faceted golden crystal, pockmarked with decay, surmounts the largest pedestal column in the center of the glowing lagoon. Nothing can be seen within its cloudy substance.

Invidia is likely to be in a dreamlike half-slumber when PCs arrive, but her empathic connection with her children rouses her attention when they appear. If the dome opens or if PCs have some magical means of seeing through its substance they see the vast and hideous bulk of the deranged Last Daughter lounging on a massive stone divan, surrounded by slimy discarded body parts and assorted offal, glistening wetly in and among heaps of piled wealth.

The Dome: The golden crystal dome surrounding her is opaque from outside but transparent from within, allowing her a clear view of the entire Creche with her *true seeing*. Despite its stony appearance, the dome is equivalent to a *wall of force* (hardness 30, 300 hit points per 5-foot section, caster level 20th) in nearly all respects. A *disintegrate* spell does not destroy the entire dome but does permanently destroy a 10-foot-radius section centered on where the rod or ray struck the dome. Invidia can open a window in the dome from 5 to 30 feet across as a swift action, and she can close the gap she opened as a move action.

Immortal Slumber: When any of Invidia's Seven Sons engage in combat, her empathic connection alerts her. You may choose for her awaken immediately and begin preparing to defend her lair, though if the PCs are separated and having a difficult time overcoming the Seven Sons, you may moderate the difficulty of this encounter by having Invidia begin the encounter asleep rather than being immediately alerted to intruders. Roll initiative for her as usual, and each round on her turn she can attempt a DC 25 Will save to awaken, though she remains torpid and groggy, gaining the exhausted condition. She can attempt a new saving throw each round. A second successful save reduces her exhaustion to fatigue, and a third successful save leaves her fully alert.

New Spawn: Invidia can birth up to CR 24 worth of monsters size Large or smaller each day. She births and keeps by her side at all times a pair of mutated imps^{SEAP13} with chameleon scales (granting them a +8 racial bonus on Stealth checks and the hide in plain sight ability), which hide in the crevices of her divan, where they gain improved cover and keeping out of sight with Stealth checks and *invisibility* (though glistening with Murk). They exist primarily for her to use her transfer suffering ability to divert magical effects away from herself and onto them.

Once she awakens, her first act is to retrieve her potion and cast *greater resistant armor*. If one of her Seven Sons is killed, she uses her next full-round action to birth a **star blight** (see page 121) mutated with impervious skin (granting it DR 10/-), which fights to defend her. If multiple PCs gather within 30 feet of each other, it uses its *corrosive haze* spell-like ability or moves close to them and unleash an exotic radiation burst before returning to Invidia's side. When it moves, it uses the concealment provided by its distance distortion to make Stealth checks.

Special Note: If your PCs are extremely strong or favor ranged or magical combat, or if you simply wish to play up the horror of Invidia and her monstrous brood, you can replace the star blight with a grotesquely mutated dhalocar devil (*Starfinder Alien Archive*) with a mass of tentacles in place of its legs (making it immune to trip combat maneuvers and granting it a +8 bonus to its CMD). Contrariwise, if your PCs are having a very difficult time, Invidia may not use this ability at all or may give birth to less dangerous foes, such as more cacodaemons onto which to divert attacks.

INVIDIA ULTIMI, DRAKAINIA

CR 26

XP 1,638,400

NE Huge aberration

Init +6; **Senses** darkvision 120 ft., lifestense, *true seeing*; **Perception** +41

Aura mutation aura (30 ft., DC 30)

DEFENSE HP 600

RP 12

EAC 41; **KAC** 42

Fort +21; **Ref** +21; **Will** +28

Defensive Abilities regeneration 10 (negative energy); **DR** 10/good; **Immunities** disease, poison, polymorph effects; **SR** 36

OFFENSE

Speed 50 ft., climb 30 ft., swim 30 ft.

Melee claws +36 (12d12+31 S; critical demon fever [DC 30])

Multiattack 4 claws +32 (6d12+31 S)

Ranged noxious spit +34 (8d6+25 A)

Spell-Like Abilities (CL 25th)

1/day—*mass inflict pain*, *regenerate*, *greater resistant armor*, *snuff life*
3/day—*corrosive haze*, *dominate person*, *mystic cure* (5th-level),
resistant aegis

At will—*dimension door*, *status*

Offensive Abilities drakainia's kiss

STATISTICS

Str +8; **Dex** +6; **Con** +6; **Int** +12; **Wis** +2; **Cha** +15

Feats Improved Critical

Skills Bluff +41, Life Science +46, Mysticism +46, Sense Motive +41

Languages Abyssal, Aklo, Aquan, Common, Draconic, Infernal, Terran

Other Abilities birth spawn, mutation aura, sacrifice spawn, transfer suffering, well of life

ECOLOGY

Environment any

Organization solitary plus 1d3 spawn and 1 one favored spawn

SPECIAL ABILITIES

Birth Spawn (Su) As a full-round action, a drakainia can spend a Resolve Point to give birth to a spawn. This ability functions as the *summon creature*^{AA} spell, except the drakainia's spawn remain until destroyed or die of natural causes (usually within 2d4 days, with the exception of favored spawn, as described below). Use the statistics for a Small, Medium, or Large elemental, apply the aberration summoning graft below, and add a random mutation from the table. A drakainia may only have as many spawn as her base number of Resolve Points at any given time. Spawn created by this ability, as well as those produced from its mutation aura, remain fully under the control of the drakainia.

Drakainia's Kiss (Su) A drakainia can kiss a helpless or grappled target with a full action similar to a coup de grace. A kissed opponent must succeed on a DC 30 Fortitude save or begin a hideous transformation into a drakainia spawn. In 1d4 rounds, the target begins to mutate, gaining the staggered condition and two of the mutations on the table below (these are in addition to any mutations from the mutation aura ability). In another 1d4 rounds, the target must succeed at a second DC 30 Fortitude save or begin changing physical shape into a tentacled monstrosity, gaining the stunned condition for 1d4 rounds and the aberration creature type. These changes can be reversed by *greater remove condition* or *psychic surgery* spells. If the target fails a third DC 30 Will saving throw, it transforms fully into a drakainia spawn under the control of the drakainia. This full transformation can only be reversed by a successful *break enchantment* spell followed by *greater remove condition* or *psychic surgery* spells.

Mutation Aura (Su) A drakainia's aura pulses with developing life. All poisons or diseases active within her 30-foot aura have an onset of 1 round and a frequency of 1/minute. In addition to this, all creatures within a drakainia's mutation aura must succeed at a DC 30 Fortitude save or be afflicted with a random mutation from the list below. Mutated creatures take a -4 penalty to Charisma and a -2 penalty on saving throws against diseases. These mutations can only be reversed by a *greater remove condition* or *psychic surgery* spell; the mutations are removed 1 minute after successfully casting either spell. Creatures that die within the drakainia's aura absorb its twisted energies, incubating drakainia spawn in 1d4 rounds. Creatures killed this way can't be resurrected by any effect short of a *miracle* or *wish*.



Sacrifice Spawn (Su) When a drakainia uses her *dimension door* spell-like ability, instead of the normal range, she can choose to teleport to any space occupied by one of her spawn that is within 1 mile of her. On arrival, she explodes out from her offspring, destroying it entirely.

Transfer Suffering (Su) As a swift action, a drakainia can transfer a single harmful spell effect or condition from herself to one of her offspring that is currently within her mutation aura.

Well of Life (Su) By spending 1 Resolve Point, a drakainia can unleash the primal life energy within her body to channel positive energy in a 30-foot radius burst, healing herself and all her spawn within this range for 3d8+2 HP.

Gear Invidia has the following *aeon stones* orbiting her head: (iridescent trillian, dark blue rhomboid, viridian ballbis). These stones grant her the following bonuses: +2 to Perception and Sense Motive Checks; a 10 ft. increase to all movement types; and she can spend 1 Response Point as a reaction to make a Reflex save with a +6 bonus to deflect ranged attacks if her save equals or exceeds the result of the attack roll.

Tactics If faced with a challenging opponent, Invidia uses her *dimension door* ability to move around the Creche, moving close to allies when possible so she can heal them with her *mystic cure* and divert attacks to them with her Transfer Suffering ability. If one of her Sons is sorely pressed, she may use her Sacrifice Spawn ability to finish the son and wreak vengeance upon his attackers. Since this causes her *dimension door* to function like *teleport*, it does not prevent her from taking actions afterwards.

Treasure: Invidia's glittering hoard is scattered about beneath a titanic divan of polished stone stained a welter of grisly colors dripping from her inward parts. It includes a breathtaking collection of gems (worth 6,000 credits), a carved crystal skull (140), a darkwood and platinum music box (4,000), a gold ceremonial mask (450), a platinum cup with a royal crest (1,200), a discarded platinum holy symbol and statuette of Cyrshrn (500 and 2,600), and a porcelain doll of Invidia herself in silken clothing (115), as well as the following magic items: *warlord stone*, a *mk 4 ring of resistance*, and *spell gems of death ward*, *disintegrate*, and *mystic cure* (6th).

17. THE EGG TRAPS

This dome of cracked and pockmarked yellow crystal is shot through with cysts of various sizes and pockets of unidentifiable material.

The three eggs are part of an elaborate defense system guarding Invidia's lair. Any creature other than the drakainia, her spawn, or the amniotic elementals touching one of the egg traps adheres to it as its flesh is absorbed by the calcified mucocrystal. If the target fails a DC 30 Reflex save, it becomes helpless (though is still able to breathe); creatures succeeding on their saving throw are entangled and cannot leave the surface of the egg trap, though they can move around it at half speed. The egg trap has hardness 0 and dealing 60 points of damage to it is sufficient to allow a creature to escape, as long as they move away from the egg trap before the beginning of their next

turn. A creature likewise can break out with a DC 25 Strength check. A *disintegrate* spell destroys a 10-foot cube of an egg trap if it fails its saving throw (+12 save bonus) and *dispel magic* (DC 31 caster level check) causes an egg trap to cease functioning for 1d4 rounds as if it were a magic item.

Each round a creature is helpless or entangled by an egg trap, that creature takes 20 points of acid damage and also must succeed on a DC 21 Fortitude save or become mutated, as the amniotic elemental's devolutionary sac ability (see area 15). The drakainia and her spawn treat these areas as firm, stable ground and gain a +10 bonus on Acrobatics or Climb checks while traversing them.

Teleport Trap: In addition to their physical stickiness, the egg traps draw in creatures attempting to teleport within the creche. Any creature using a teleportation effect must succeed on a DC 32 Will save or have their teleportation effect redirected to one of the egg traps, with their precise destination determined at random.

Once in contact with the egg trap, the teleporting creature must succeed on a Reflex save as above or be engulfed or entangled by the egg trap. Creatures of Gargantuan size or greater are immune to this teleport redirection effect.

THE DAUGHTER'S DEATH

When Invidia is slain, a thunderous rumble echoes through the entire Fane and her limp body begins to pulsate and swell. The PCs must rush to her side with the half of the *Phoenix Egg* as soon as possible to collect her waning life essence. The maximum vital essence they can capture from her is equal to 10 plus the number of remaining spell slots she had remaining at the moment of her death. However, each round that passes before they begin collecting her essence, on her initiative count, she loses 1d4 points from this total. Once they begin collecting it, they can collect 1d4 points per round (which drain into the bowl instead of draining away into the Slurry below. Once the PCs have collected all of her essence, they can spend one or more additional rounds attempting to draw her soul into the bowl. She can attempt a DC 25 Will save, using her Will save bonus in life, though she cannot take actions to divert or absorb the spell. Each subsequent round the PCs continue using the bowl to draw out her soul, the DC increases by 1. If her soul is trapped, she cannot be returned to life, and the bowl gains an additional 10 points of essence.

The Slurry itself is a source of additional essence, as PCs can determine with a successful DC 35 Mysticism check. If the PCs take the *Phoenix Egg* to the slurry, they can drain an additional 1d4-1 points of essence per round. If either amniotic elemental is present, it attacks a creature using the item to drain the essence of the Slurry; however, the elementals gain one negative level each round that the PCs drain the Slurry's essence, and they become shaken as long as these negative levels are present. The maximum amount of essence that can be drained from the Slurry is 20 points.

Aftershocks: Each round after Invidia's death, there is a 10% cumulative chance that the entire Creche is struck by an earthquake that shakes the entire area and rains rubble down on all creatures within it (8d6 bludgeoning damage to all targets, Reflex DC 15 half). After an earthquake occurs, the chance resets to 10% on the following round.

Each time an aftershock occurs, there is 50% chance that each egg trap (area 17) is shattered by falling rubble, collapsing into the slurry. Once all three egg traps are destroyed, creatures can escape the Creche with a *teleport*, *plane shift*, *shadow walk*, or similar spell without having to pass through the nightmare realm of the Under-Fane.

Creatures attempting to create an extra-dimensional refuge such as a *enshrining refuge* find that such spells have no effect here.

Afterbirth: If the PCs have had a difficult encounter, you may allow them to escape with the stolen essence, locking it within the *Phoenix Egg* and returning it to the jagladine with their yllosan stowaway, ready to retrieve it when they need it in Chapter 4. If they have had a relatively easy time, however, they may find that the collapsing divinity within Invidia collapses in on itself and gestates an unspeakable horror, her ectopic twin brother **Abzu** that bonded himself to her eons ago when she herself was spawned, and which has clung to her inward parts as a flaccid yet lifeless remnant of the divine seed which made her. The ebbing vitality of Invidia contains just enough spark to push Abzu headlong into an agonized and tormented existence, knowing his sister's death and pain and filled with rage and anguish beyond imagining.

Each round the tremors continue, shaking the foundations of the Fane and causing parts of it to collapse into the Creche, and each round on what would have been Invidia's initiative count there is a 10% cumulative chance that Abzu erupts from the stony column of twisting hands and agonized arms that once held up Invidia's lair, shaking loose from the pandimensional abscesses opened by her spilled blood and festering corpse as a hundred-handed monstrosity of nightmares. The column begins to collapse, dealing 8d6 points of bludgeoning damage to creatures adjacent to it or standing on it, as Abzu uses his **planar leap** ability to bridge the gulfs of reality through the power of his sister's blood, exploding out of the pillar in a cataclysmic explosion of thundering flame.

Special Note: If your PCs are heavily damaged already, you could have Abzu simply claw his way out of the pillar from the inside, making it collapse but eschewing the massive explosion of damage caused by his planar leap.

ABZU, HEKATONKHEIRES TITAN

CR 24

XP 1,228,800

CE Colossal outsider (chaotic, evil, extraplanar)

Init +6; **Senses** all-around vision, darkvision 60 ft., *true seeing*;

Perception +40

DEFENSE HP 650

RP 9

EAC 41; **KAC** 43

Fort +26; **Ref** +24; **Will** +20

Defensive Abilities spell turning; **DR** 20/lawful and magic;

Immunities aging,

death effects, disease, mind-affecting effects; **SR** 35

OFFENSE

Speed 60 ft., fly 70 ft. (Su, average)

Melee weapon +40 (14d12+39 B or P or S) or slam +40 (13d6+39 B plus stun)

Multiattack 4 weapons +40 (13d6+39 B or P or S)

Ranged hurled debris +37 (19d8+39 B)

Space 30 ft.; **Reach** 30 ft.

Offensive Abilities hundred-handed whirlwind, hurl debris (200 ft.), planarleap, stunning slam

Spell-Like Abilities

1/day--*chain surge* (DC 28), *flesh to stone* (DC 28), *mass suggestion* (DC 28), *star storm* (DC 28)

3/day--*break enchantment*, *dominate person* (DC 27), *greater dispel magic*, *mystic cure* (5th level)

At will--*bestow curse* (DC 25)

Constant--*flight* (5th level), *true seeing*

STATISTICS

Str +15; **Dex** +6; **Con** +11; **Int** +6; **Wis** +4; **Cha** +8

Feats Great Cleave

Skills Athletics +45, Mysticism +40, Sense Motive +40

Languages Abyssal, Aklo, Aquan, Celestial, Common, Draconic, Ignan, Infernal, Terran, telepathy 300 ft.

Gear apocalypse devastation blade, gravity well hammer with 4 high-capacity batteries (40 charges each), ultraserrated mindspike, other assorted melee weapons

SPECIAL ABILITIES

Hundred-Handed Whirlwind (Ex) Abzu carries several dozen weapons of various types in his hundred hands, allowing him to choose to deal bludgeoning, piercing, or slashing damage as a free action on each separate hit. Additionally, Abzu can use Great Cleave to hit enemies that aren't adjacent to one another, so long as each enemy is within his reach.

Planar Leap (Su) A hekatonkheires traverses the planes by physically smashing through planar boundaries and crashing devastatingly into the target plane itself. Once per year as a full action, a hekatonkheires can, as part of a jump, plane shift to any other plane (as per the spell of the same name). It can only bring itself and its gear when it travels in this manner. When the hekatonkheires reaches its destination plane, it falls from the sky and crashes to the ground, creating a devastating explosion of thunder and fire. Any creature within 300 feet of the point where the hekatonkheires lands (including the titan itself) takes 20d6 points of bludgeoning damage and 20d6 points of sonic damage (Reflex DC 28 for half).

Spell Turning (Su) When Abzu is the target of a harmful spell or spell-like ability, he can spend 1 Resolve Point to turn the spell back on its original caster.

Stunning Slam (Ex) As a standard action, Abzu may forgo any weapon attacks to make a single slam attack against any creature in reach. If it hits, the target takes damage and must succeed at a DC 29 Fortitude save to avoid being stunned for 1d6 rounds.

Special Abzu retains the memories of his sister and her confrontation with the PCs and knows what she knew of their tactics and skills.

Each round Abzu is present, the chance of an earthquake is doubled, and when he is killed a truly massive tremor shatters the transpatial membrane of the Under-Fane, ripping open the floor of the Great Fane itself. Damage from falling rubble is doubled that round and the Reflex save DC increases to 20. The PCs can now easily traverse the gap into the cathedral nave above by climbing, flying, or teleportation. The devastated temple stands nearly deserted, as most folk there have fled the cataclysm, and PCs have several minutes to likewise depart before waves of authorities arrive.

It is clear to all that the psychic reverberations of the Daughter's death have been felt across Atlas Prime. Almost immediately, the Devotee faction begins lashing out at all others, driven into madness and despair. If the safe house remains inviolate, the PCs can easily retreat there in the chaos without being disturbed. If it already has been uncovered and demolished, the PCs need to look for a local place of safety. Ultari inquisitors will be scanning with *detect magic* for any form of conjuration (creation) or conjuration (teleportation) effects on heightened patrols. PCs can seek an ideal hiding place with a DC 45 Culture, Stealth, and Survival checks. If they can record at least three successes in a row, without accumulating more than two total failures, they manage to avoid the mayhem on the streets and find a safe place to rest and recuperate.

The Darkening of the Sphere: When the PCs awaken from resting, they discover that the Scroll seems disrupted in many places, and everywhere there appear flashing messages about the **Darkening of the Sphere**; by order of the Ultari Parliament, Atlas Prime is being placed under the interdict. All entry stations are closed, all tower access to the outside of the Sphere are sealed. No one enters, no one leaves. All travel is suspended until dissidents and traitors are uncovered and brought to justice. There is no way out.

PART 4: TO KILL A STAR

The PCs have won a major victory, unleashing complete chaos in Axis Prime and throughout the Dyson Sphere as the Devotees have been driven mad by the death of Invidia Ultimi and the destruction of the Great Fane. If the PCs have recruited the aid of the onaryx and jagladine, they likewise time their uprisings to coincide with the collective meltdown of the Devotee faction of the ultari, leaving the ultari Legates to stand on their own against three rival factions. This four-way struggle erupts across the Sphere over the course of several days, resulting in massive upheaval.

The PCs can remain in hiding for a few days after the fall of Invidia, but the longer they wait the greater the chance the ultari Legates regain full control and implement vastly increased security measures that would make it very difficult for the PCs to move around Atlas Prime.

THE ENEMY OF MY ENEMY IS STILL MY ENEMY

Principled PCs may not wish to work with such vile creatures as the jagladine or onaryx, and that's a perfectly valid ethical stance. Players who do not wish their characters to ally with evil forces, even to turn them to treason against former evil allies, should not be punished for that decision, nor should it derail the course of the adventure. The information provided by the onaryx and jagladine could be discovered by independent research or provided by the yllosan given their years of spying and their expertise at rooting out information.

At the same time, allies are in short supply in Atlas Prime, and if you wish to represent the course of expediency in making temporary arrangements with the onaryx and jagladine, you could choose to reduce the chance of encounters or even the difficulty of encounters if you wish, to represent enemies being eliminated by the revolting jagladine and onaryx. Some encounters here incorporate this theme already, with jagladine turning up in the midst of a battle between rival ultari forces, creating a multi-directional battle that can work to the PCs' benefit. You know your players best and their roleplaying style, so adapt the prospect of allying with the onaryx and jagladine to their preference to create a play experience that is fun and not frustrating.

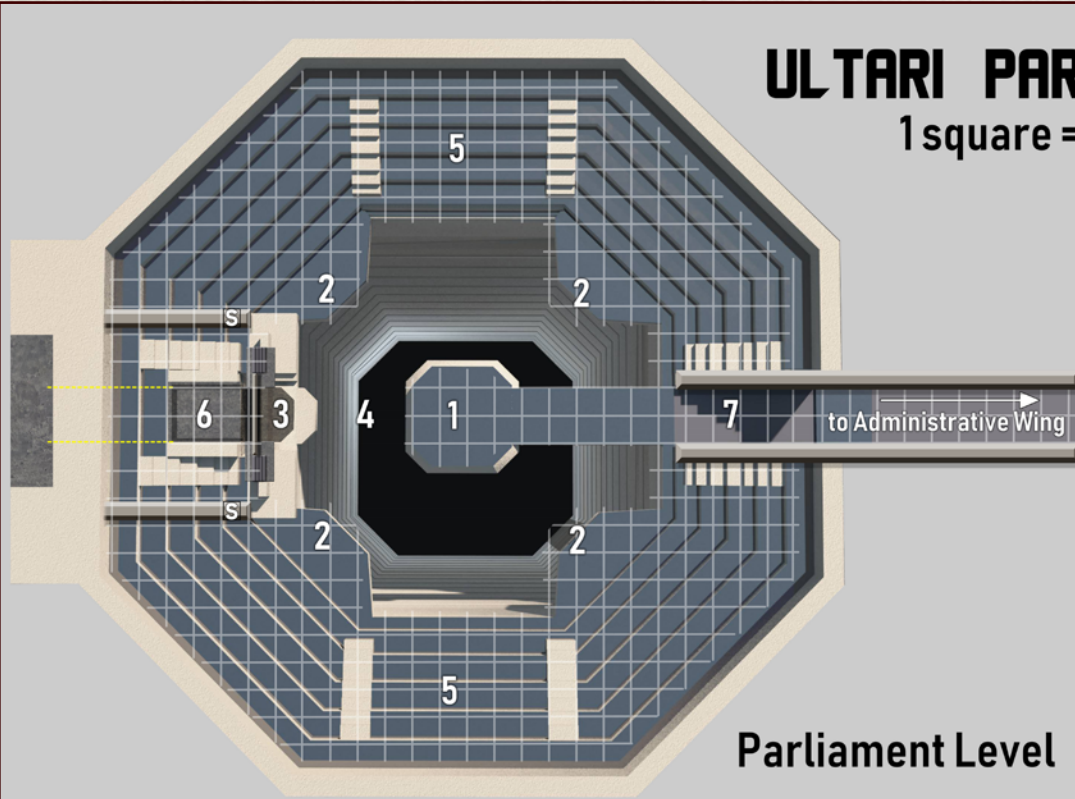
While danger still exists on every hand, as none of the rival forces owes any allegiance to the PCs, the disruption from this power struggle hamstringing the normal deadly efficiency of the ultari command and control systems and allows the PCs a window in which to pull off a daring gambit, streaking to the far side of the sun to steal the second half of the *Phoenix Egg*.

A DESPERATE GAMBLE

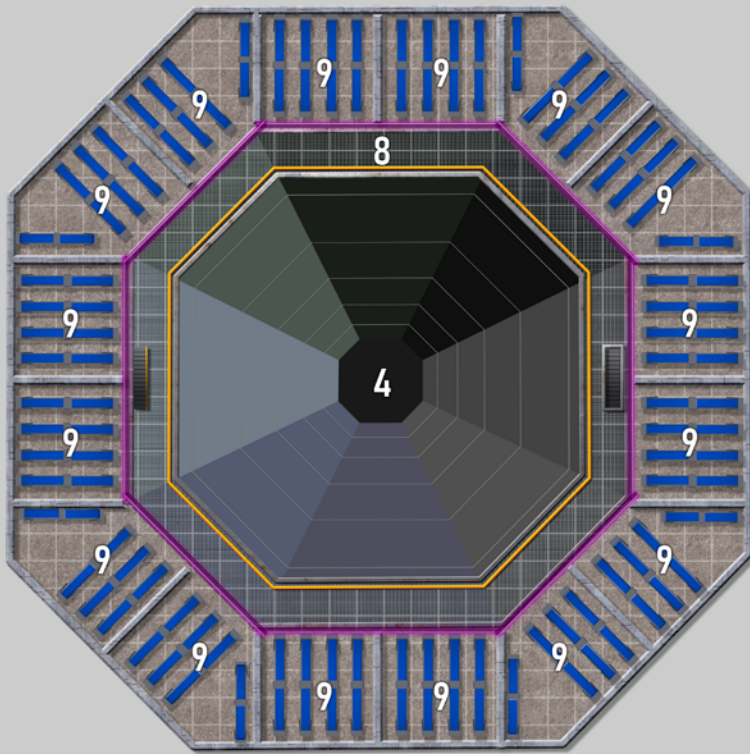
With the tube network sealed and long-range teleportation impossible and all physical exits from Atlas Prime sealed, the PCs must find another means of reaching the far-distant city of Lacuna on the far side of the sun. The yllosan have discovered a final secret about the singularity star of Faa Dlan: It wasn't just built by the Patrons. It **is** the last remnant of the Patrons. The sphere itself and its tube network, the planar prison, and the Axis Major itself—the architecture of all of them seems built from the fundamental essence and substance of the Patrons themselves, a living biospiritual mechanism rather like an immense coral reef, locking the Principalities within its living matrix. There are secrets the ultari and jagladine have never discovered about the sphere not through lack of trying but because the entire system has actively hidden its true nature from them, cloaking itself in the guise of the Principalities and their power even while sealing off most of their true essence from leaking through. The Patrons are here, in a real sense, locked in an eternal transpatial grapple with their ancient enemies across the manifold layers of reality.

ULTARI PARLIAMENT

1 square = 5 feet

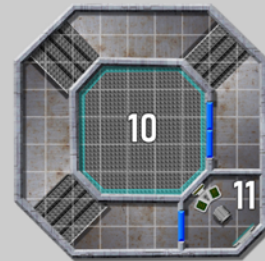


Parliament Level

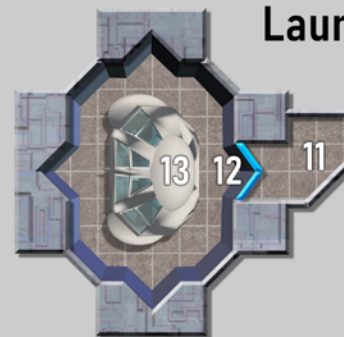


Lower Level

Cupola



Launch Pad



The presence of the Patrons is what has created the spiritual backdoors that remain hidden to the eyes of the Hegemony and their dark masters, and the anointing of the PCs has a unique resonance with the Patrons' power. That unique link is what inspired the yllosan to devise a way to detach the PCs' spirits and bind them with their own, allowing them to hijack that resonance and the energies of the Axis Major itself and project the PCs through it in the form of pure spirit-essence and remanifest on the far side. The distance is so vast and the energies of the Axis Major so intense that the yllosan must stretch their own spirits like a necromantic astral conduit to keep the PCs tethered, and they will not be able to maintain it for long. They could open the conduit from outside Axis Major, but the transit will essentially reverse their positions on the opposite side of the sphere, so the farther they are from the conduit in Atlas Prime, the farther they will be from it in Lacuna, and the greater the distance and danger that must be traversed there to reach the location of the second half of the *Phoenix Egg*.

The best place to launch this spirit-conduit is in direct alignment with the Axis Major itself, which means getting inside the Ultari Parliament, the very heart of the empire. The upheaval and revolution should have taken a serious toll on the defenses of the Parliament building, allowing the PCs to infiltrate or invade and find a place they can hole up and attempt the risky spirit-conduit ritual. Their spirit bodies will manifest inside the Sun-Core Station in Lacuna, which according to the yllosan's research is identical in shape to the Parliament building, allowing them to manifest inside its defenses.

The Sun-Core Station is controlled by a supposedly immortal ultari viceroy named General Qala. Lacuna is largely peopled by exiles, it being literally as far as possible to be from the heart of the empire and still be in the Sphere. Qala herself is untouched by the squabbles and revolution on this side of the Sphere, and at least some of her lieutenants are reputed to be undead and likewise loyal chiefly to her, but the Last Daughter's death has driven some of her servants rogue and left things somewhat unstable there as well. Destroying her and her minions is less important than retrieving the second half of the *Phoenix Egg* and doing what they can to sabotage the cyber-psychic Axis Major control and stabilization systems in Lacuna, but they are no doubt well guarded.

The talisman provided by the yllosan should allow the PCs to sense the presence and direction of the *Egg*, but they must hurry. If they stay too long, the astral conduit will begin to fray as the yllosan's spirit-energy is consumed; they are willing to die for this chance to help destroy the Hegemony, but the PCs must return before the last yllosan's spirit-energy gives out or their own spirits will be torn apart when the astral conduit disintegrates.

Once the *Egg* is retrieved, the yllosan can pull the PCs' spirits back through the necro-conduit to their true bodies in the Ultari Parliament, bringing the second half of the *Egg* with them. They can then destroy the cyber-psychic relay systems in Atlas Prime that maintain the stability of the Axis Major, causing it to begin to unravel. The PCs can then seize the first half of the *Phoenix Egg*, uniting the sundered pieces. With the artifact in hand, they

need only do the impossible: launch themselves headlong into the heart of the singularity star to unleash a nova explosion that will end the Ultari Hegemony once and for all.

Entering the Axis Major from Outside: PCs attempting to enter the Axis Major from outside the Ultari Parliament, whether by flying into the beam or attempting to teleport into it, can do so. The beam is 100 feet across and affects creatures touching it or entering its space as *disintegrate* (DC 25, caster level 20th), though it is an extraordinary effect. The powerful radiance of the Axis Major even affects creatures in an extradimensional space being carried by another character. In addition to this damage, the torrent of energies flowing through the Axis Major affects creatures trying to enter as a bull rush combat maneuver with a bonus of +30. If the check succeeds, the creature is rebuffed and blasted back from the Axis Major. A PC can attempt a bull rush or overrun combat maneuver against a CMD of 40 to force their way through to the interior of the Axis.

Once creatures force their way into the Axis Major, the energy surging through the shaft is far less intense, with a functioning as *disintegrate* (ranged attack +24, DC 20, caster level 11th) on the first round they spend in the shaft. Each round creatures end their turn inside the shaft, they are affected by an additional *disintegrate* effect, with attack bonus and caster level increasing by 1 per round, up to a maximum of 20.

If PCs have generally good Fortitude saves, their bodies could endure this damage for some time before facing real danger. While their spirits are displaced to Lacuna, however, their bodies here become helpless, so the *disintegrate* rays hit except on a 1. If one PC wished to stay behind and apply repeated healing effects, they could certainly buffer the PCs' bodies against these destructive energies and allow them to continue their mission in Lacuna. Yllosan who are possessing PCs and riding in their bodies are not affected by this *disintegrate* energy, but they are affected by it (taking half damage) if separated from their host body.

It is much harder to hide being inside the Axis Major, which leaves the PCs potentially vulnerable to counterattack. The disintegrating energies of the shaft destroy any physical ranged weapons coming into their area, but energy weapons and effects with no physical substance are not so affected. Creatures pursuing the PCs into the shaft face the same challenges in entering the area that the PCs did.

I. PARLIAMENT OF STRIFE

The psychic reverberations of Invidia's death are immediately felt by all ultari devotees across Atlas Prime, filling them with despair and a temporary madness. All ultari zealots are affected for the next 24 hours as simultaneous *confusion* and *inflict pain* with no saving throw. Combined with the insurrection of the jagladine and the onaryx uprising, the chance of law enforcement encounters is reduced by 50% as those forces are all too busy dealing with the warring factions to be keeping a close eye out for the PCs as they navigate the city

GUARDIANS AT THE GATE (CR 21)

As PCs approach the exterior of the Ultari Parliament, they are accosted by a squad of scorpion shocktroopers that seek to keep all non-Ultari away from the building. They are backed up by a pair of elite klaven constables astride a massive spinewalker, and the PCs can see onaryx and jagladine corpses nearby, along with a few ultari.

PCs can talk their way through as in **Retrieving the Bowl** (see page 66), though the DC of all checks is increased by 5. Alternatively, with a successful DC 25 Sense Motive check the PCs can tell that these guards are extremely on edge and suspicious, uncertain whom to trust. They gain a +5 bonus on Bluff checks made to convince one or more of them that the others are working with revolutionary factions and are about to betray them; this bonus also applies on opposed Charisma checks to convince a charmed guard to turn on his allies. A dominated guard compelled to attack his allies is not automatically entitled to a new saving throw. At the GM's option, these guards take a -4 penalty on saving throws against spells like *suggestion* or other similar effects that would influence them to attack their allies.

The guards confront the PCs on the plaza in front of the building. This area is unmapped, as the PCs may be able to talk their way past the encounter. If combat ensues, the area should be mostly an open plaza with a massive building on one side of it, with one or two troopers at ground level with the klaven and spinewalker to block the PCs' path toward the building entrance and the other shocktroopers climbing on nearby building facades to make ranged attacks with their plasmathrowers.

SCORPION SHOCKTROOPER (4) CR 16

XP 76,800
hp 300 each (see page 47)

ELITE KLAVEN CONSTABLE (2) CR 12

XP 19,200
hp 200 each (see page 135)

SPINEWALKER CR 14

XP 38,400
hp 250 each (see page 135)

ENEMIES WITHIN (CR 21+)

While the shocktroopers have been mostly successful in keeping non-ultari out of the Parliament building, they are rightfully concerned about the chaos and upheaval gripping Atlas Prime, as within the building the ultari themselves are tearing each other apart in a wild skirmish when the PCs arrive. **Area 6** is where PCs come into the interior of the Parliament building from the outside.

PCs wishing to find a safe place in which to perform their *astral projection* ritual with the yllosan can fight their way

through the main level into the administrative wing and take shelter in the burned-out offices and meeting rooms there, use the *telekinetic sphere* from the Speaker's Platform to raise themselves into **area 10** in the cupola, or can battle into the lower levels and take shelter in one of the Server Labs at **area 9**.

You enter a large amphitheater, with row upon row of seats ringing a vast central shaft while balconies stretch out over the yawning abyss. Shouts, the sounds of blasting, and a nearly audible telepathic hum assault your senses as you see ultari fighting ultari, with quarter neither asked nor given.

At the moment the PCs enter, there are two troops of **ultari acolytes** and two troops of **ultari senators** engaged in battle in the parliament building. You can place them anywhere in areas 1-7. When the PCs make their appearance, the ultari are focusing on each other, but unless PCs are using great stealth they are likely to be immediately noticed. Each troop has a 50% chance of ignoring the PCs and focusing their attention on the rival ultari, though they immediately turn to attack the PCs if they are attacked first.

At the beginning of each round that combat continues, there is a 50% chance that another troop enters the parliament area (equal chance of this troop being acolytes or senators), up to a maximum of three additional troops of each kind. Newly arrived troops target their enemy ultari (or the jagladine, if they have revealed themselves as described below) if the PCs do not appear to pose a threat, but if they are attacking the troops attack them in return. If one of the ultari senators troops is killed, the other issues a telepathic command to the **myrmidon strike wings** below in area 4, calling one wing of them to rise up to the attack.

In addition, each round in which PCs are present and detectable (the ultari are actively detecting thoughts, so even invisible or hidden creatures are clearly detectable unless they have additional means of protection from detection, such as *nondetection*), there is a 50% chance one or more PCs are targeted by a stray mental assault from ultari racing around the building and lashing out at any intruders, assuming them to be working for their rivals. The save DC for most effects is DC 21. If PCs are disguised as ultari, there is a 50% chance that any of the mental assault is replaced with an **extract confession** mental assault (as the ultari inquisitor mental assault) trying to determine which side they support.

D%	RESULT
01-50	No mental assault
51-60	Random PC is targeted with defensive precognition (as ultari inquisitors)
61-70	Random PC is targeted with <i>mind thrust</i> (4th level, DC 21, as ultari inquisitors)
71-75	Random PC is targeted with holy terror (as ultari acolytes)

76-80	Random PC is targeted with telepathic drain (as ultari acolytes)
81-85	Random PC is targeted with crisis of confidence (no save) (as ultari senators)
86-90	Random PC is targeted with mental mockery (as ultari senators)
91-95	Two random PCs are targeted with one of the above 6 effects (roll 1d6 to determine which)
96-00	Every PC is targeted with one of the above 6 effects (roll 1d6 to determine which)

ULTARI ACOLYTES (2)

CR 12

XP 19,200

hp 185 (see page 69)

ULTARI SENATORS (2)

CR 12

XP 19,200

hp 185 (as **ultari inquisitors**, except as noted below)

Mental Assault: An **ultari senator** replaces the *extract confession* and *force screen* mental assaults with the following:

Crisis of confidence: The target takes a -3 penalty on attack and damage rolls and on saving throws against charm and fear effects as long as the **ultari senator** concentrates and for 1 round thereafter (no save).

Mental mockery: The target takes a -6 penalty on Charisma checks and Charisma-based skill checks for as long as the **ultari senators** concentrates and for 1 round thereafter (Will negates).

In addition to the **ultari**, several **jagladine** shapeshifters have infiltrated the building in the confusion, and if combat begins with the PCs they take this as the moment to reveal themselves and begin slaughtering as many **ultari** as they can. They focus on the **ultari** unless attacked by the PCs, but they have no qualms about slaying the PCs as well if they interfere.

As the battle is joined, you suddenly see one two of the ultari morph into jagladine infiltrators laying about their foes with beams and bombs of energy.

JAGLADINE BIOMORPH (2)

CR 15

XP 51,200

Male or female **jagladine**

NE Medium monstrous humanoid

Init +9; **Senses** *arcane sight*, blindsense (scent) 30 ft., darkvision 60 ft., low-light vision; **Perception** +31

DEFENSE

HP 255

EAC 29; KAC 30

Fort +13; **Ref** +20; **Will** +15

Defensive Abilities *displacement*, ferocity, fortification (20%); **DR** 10/--; **Immunities** disease, poison; **SR** 26

OFFENSE

Speed 60 ft., climb 40 ft., fly 100 ft. (Su, average)

Melee bite +25 (5d8+20 P)

Multiattack 4 claws +21 (2d10+20 S), bite +21 (5d8+20 P)

Ranged paragon semi-auto pistol +27 (4d6+15 P) or grenades +27 (see text)

Space 5 ft.; **Reach** 10 ft.

Spell-Like Abilities (CL 15th)

1/day—*mystic cure* (5th level), *polymorph* (5th level)

3/day—*flight* (4th level), *mystic cure* (4th level), *resistant armor*

At will—*arcane sight*, *displacement*, *haste*

TACTICS

Before Combat A **jagladine biomorph** is prepared for battle with several spell-like abilities: *resistant armor*, *displacement*, *haste*, *flight*, and *arcane sight*. These values have already been incorporated into the statistics presented here.

During Combat A **jagladine biomorph** attacks with grenades from range, prioritizing summoning grenades, smoke grenades, and web grenades before using its damaging grenades. It enters melee as a last resort.

Morale A **jagladine biomorph** knows that surrender means death and fights to the end.

STATISTICS

Str +5; **Dex** +9; **Con** +5; **Int** +7; **Wis** +2; **Cha** +0

Feats Cook Grenade, Grenade Mastery, Ricochet Grenade

Skills Acrobatics +31, Life Science +31, Medicine +26, Stealth +26, Survival +26

Languages Aklo, Aquan, Bil'djooli, Celestial, Common, **Ultari**, **Jagladine**

Other Abilities multi-armed, reflexive biology

Combat Gear advanced defrex hide with mk. 1 fortified plates, paragon semi-auto pistol with 16 rounds, 1 *mk 5 summoning grenade*, 1 *mk 3 web grenade*, 1 *decoupler grenade IV*, 2 *mk 4 frag grenades*, 2 *smoke grenades*, 3 *mk 3 serums of healing*

1. SPEAKER'S PLATFORM

This angular platform extends out over a yawning pit below. A gleaming polished rail surrounds the edge, with an array of blinking lights around its perimeter.

This platform is for use by the speaker to address the Parliament. One of the **jagladine** that reveals themselves should appear here. The other can appear anywhere in the chamber.

Development: Close examination of the platform, taking 1d4 rounds and a successful DC 35 Engineering or Mysticism check reveals that the controls here are telepathically activated, allowing a creature on the platform to create a bubble of force equivalent to a *telekinetic sphere* (caster level 15th). The creature that created the *sphere* can move it up or down as if they had cast the spell. A creature can activate the *telekinetic sphere* with a successful DC 30 Mysticism check, but creatures without telepathy take a -20 penalty on this check.

When the top of the *telekinetic sphere* touches the ceiling of the dome, the ceiling begins to glow with a purple light and the sphere passes through it as if it were intangible, carrying the creatures within up to and through the ceiling as well. However, there is a failsafe function built into this intangible ceiling that is specifically calibrated to the physiology of the **ultari**. Any living

creature passing through the ceiling is exposed to **severe radiation** (see page 140), and after the effects of that radiation are resolved is then affected as *disintegrate* (caster level 15, DC 22), though this is a supernatural effect and is not subject to spell resistance.

Once creatures pass through the ceiling, they emerge in the cupola at area 10.

2. TETRARCH THRONES

This raised balcony holds an elaborate padded metal chair with stools mounted behind it. A flickering dome of force surrounds the balcony.

These observation platforms are reserved for the private use of the Tetrarchs of War, Science, Religion, and Administration, the latter two posts always held by ultari, giving them an unbeatable voting bloc along with the Speaker of the parliament. While the onaryx typically hold sway over War and jagladine over Science, their voices are more symbolic and advisory in nature.

Each throne is surrounded by a dome-shaped *wall of force* (caster level 10th) to protect its occupant, but the chaos has damaged the power supply. As a result, the *wall of force* has only 50% of the normal hardness and hit points (i.e., hardness 15, 100 hit points), and if affected by any attack or effect that overcomes its hardness, there is a 25% chance that the *wall of force* flickers and fades to nothingness for 1 round before reforming. If reduced to 0 hit points, the *wall of force* is destroyed for 24 hours.

3. PETITIONER'S PLATFORM

Steps lead down to this sunken balcony that hangs over a vast pit, holding a simple bench with a folding lectern.

This low platform is for those called before the parliament to speak. Creatures spending more than one round on this platform start to feel calm and at ease, their minds opening to outside contact. This effect causes creatures on the platform to take a –10 penalty on Wisdom checks and Will saves, as well as calming creatures' emotions and protecting them from the confused condition and any fear effects (Will DC 20 negates), with a new saving throw required each round a creature begins its turn on the platform. The save DC increases by 1 each minute, up to a maximum of DC 30.

A malfunctioning *wall of force* similar to those at area 2 screens the platform and all of area 6 from easy access to the rest of the parliament building. As noted in area 6, mind-affecting effects that originate in areas 1, 2, 4, and 5 can pass through this unique *wall of force* into areas 3 and 6.

4. ABOVE AND BELOW

A vast, high dome soars above the parliament building, and a vast open pit plunges into darkness below, though dimly lit balconies can be seen below ringing the shaft.

The ceiling of the room extends 120 feet up from floor level. The pit plunges over 200 feet straight down, ringed by chambers like those on the Lower Level map at intervals of every 50 feet.

There are three levels of balconies, at 50, 100, and 150 feet down, plus a fourth ring of chambers at the bottom of the pit.

Currently on guard in the lower reaches of the shaft (**area 8**) are several myrmidon strike wings. As long as it is only ultari fighting ultari, they remain on guard rather than rising against their masters. However, if PCs fly over the pit area to where the myrmidons below have a clear line of sight, their defense programming is activated and one strike wing flies up to battle them while others use their ranged weapons against available targets (or as readied actions, if the PCs are moving back and forth across the area).

The remaining strike wings remain on guard in the shaft below unless creatures descend to infiltrate this area, in which case they surge to attack.

5. PARLIAMENT SEATS

Banks of plush seats here are now scorched and torn, blasted by fire and spherical holes where disintegration grenades have left their indelible mark. Piles of ash and flash-burned residue mark where members of the high congress met their end.

Due to the damage from previous battles, these areas are considered difficult terrain. Creatures lying prone in this area gain cover.

6. PARLIAMENT PROMENADE

The entryway from the building's entrance opens into a walled gallery. Stepped benches rise above and behind the entry tunnel, and small steps lead down to a balcony overhanging a vast open shaft. A screen of shimmering force flickers along the edge of the shaft.

This is the public entrance, where PCs are most likely to enter, where non-parliamentary guests can be seated to observe parliament. It's screened along the edge of the balcony at 3 by a *wall of force* (caster level 10th) that is permeable to mind-affecting effects, but only from the inside to out. The *wall of force* already has taken 100 points of damage, causing it to visibly shimmer, and a successful DC 30 Mysticism check can identify the degree of damage to the *wall of force*.

Because the *wall of force* protects this area, the steps and benches above have far less damage to them than do those at area 5.

The secret doors (DC 40 Perception check) on either side give access to the walkway around the lower edge of area 5. They are locked and magically warded (Engineering DC 50 to disable, break DC 35). Passing through either secret door without uttering the password triggers *mass inflict pain* (caster level 17th). This spell has no effect on the ultari, jagladine, myrmidons, or shocktroopers within.

7. ADMINISTRATIVE WING

This wide hallway leads to a warren of office doors, some closed and others hanging open, with scorch marks, bloodstains, bits of ultari and jagladine blown apart, and the like.



This area is not mapped, but consists of numerous intersecting hallways, offices, and conference rooms. If PCs force their way into this hallway, a DC 35 Survival check enables them to find an unoccupied room in which to take refuge for 1 round plus a number of rounds equal to the number by which they exceeded the DC. During this time, the opposing forces turn their attention back to each other rather than pursuing the PCs, but after this time they track down the PCs to their hiding place and commence an assault.

8. GUARDED CATWALK (CR 23)

This 10-foot-wide wide metal grating circles the entire shaft, with open staircases leading up and down on opposite sides of the ring. The inner edge of the catwalk has no railing, while the outer edge of the catwalk is bounded by a series of angled translucent planes of force, behind which are stacks and rows of metal and crystalline structures riddled with blinking lights.

The catwalks used to be guarded by multiple scorpion shocktroopers on each level, but the carnage of the uprising reduced their combat-readiness, leaving only one on each of the four levels. However, the shocktrooper on the level above and below can see clearly through the mesh gratings and can attack with energy weapons without impediment. They also can

climb up to assist in melee if necessary, though they prefer to stay at range and use their plasmathowers, especially against flying creatures. They move around the ring as necessary to get a clear shot at PCs on other levels.

The top two lower levels are each guarded by a **myrmidon strike wing**, though one of these wings may have been summoned by the ultari senators to intervene on their behalf on the upper level.

ELITE MYRMIDON STRIKE WING (2)

CR 20

XP 307,200

hp 365 (see page 136)

SCORPION SHOCKTROOPER (4)

CR 16

XP 76,800

hp 300 (see page 47)

Development: Neither the shocktroopers nor the myrmidons are aware that the *walls of force* screening the control chambers (**area 9**) are malfunctioning and are weaker than usual, and hence both freely use area-effect effects that might overcome the reduced hardness the *walls of force* without realizing it. PCs trained in Mysticism observing the effects of their area effect attacks can figure out that the *walls of force* here are weakened with a successful DC 35 Mysticism check.

Even if the shocktroopers or myrmidons damage the *walls of force*, they continue attacking and may damage them further. Clever PCs may position themselves to draw fire from them at the walls in order to destroy them.

If the PCs have allied with the jagladine and onaryx, you could reduce the number of defenders here, showing wreckage of destroyed myrmidon robots and blasted and burned shocktrooper corpses (alongside the corpses of klaven, jagladine, and onaryx) to show the deadly battles that have taken place.

9. SUN-CORE CONTROL CHAMBERS (CR VARIES)

Each of these chambers is filled with rows of eldritch machinery, humming and whirring and crackling with energy, many with screens, dials, levers, and glowing crystalline cores. Angled walls of translucent energy separate each chamber from those adjacent to it, while the walls facing the catwalk are nearly transparent. Many of the chambers are dark and unoccupied, while in other rooms teams of ultari overseers command jagladine tech teams to maintain the systems.

There are 64 control chambers in total on the four ring levels of the shaft, and the PCs must pass within 10 feet of a chamber for their sensor to detect the presence of the true fragment of the *Phoenix Egg* rather than one of its duplicates. A PC must spend a standard action to concentrate on with the sensor in hand to detect the presence of the *Phoenix Egg*. As they check each room, roll percentile dice and consult the following table. For each room after the first, add a cumulative +1 modifier to the room to determine whether they have found it.

D% ROLL	CONTENTS OF CHAMBER
01-65	Dark and empty.
66-80	Ultari inquisitors
81-99	Ultari inquisitors and a <i>charmed</i> jagladine tech team; if the <i>mass charm monster</i> effect is dispelled (caster level 15th), the jagladine immediately turn on the ultari and attack them. Knowing that the jagladine are in open revolt, the Sense Motive DC to detect the presence of this charm is reduced to 15.
100+	Roll again (with no modifier) and the real <i>Phoenix Egg</i> fragment is found.

ULTARI INQUISITORS

CR 12

XP 19,200

hp 185 (see page 47)

JAGLADINE TECH TEAM

CR 9

XP 6,400

hp 135 (see page 35)

Much like the tetrarch thrones at area 2, the *walls of force* (caster level 10th) that separate each room and separate the rooms from the catwalk are operating on only partial power and have only 50% of the normal hardness and hit points, though damaged walls repair themselves at a rate of 1d6 hit points per round unless reduced to 0 hit points, in which case they are

destroyed until the system is reset and repaired completely (taking at least 24 hours). If affected by any attack or effect that overcomes its hardness, there is a 25% chance that the *wall of force* flickers and fades to nothingness for 1 round.

10. FORCE LIFT CUPOLA

The phased force bubble from the amphitheater deposits you in an octagonal room with a sliding door on one side, with a blinking control panel next to it.

The doorway here is operated telepathically, much like the *telekinetic sphere* itself and can be opened in the same way, though it requires a DC 30 Engineering check for a telepathic creature, with a -20 penalty on the check for creatures lacking telepathy. The door and chamber walls are adamantine-orium alloy (hardness 25, hit points 240 per 5-foot section) and block teleportation effects and the passage of incorporeal creatures.

11. ACCESS CONTROL (CR 12)

This hexagonal chamber has a pair of blinking crystal displays, each with a seat in front of it for a technician to monitor the readouts, but the room is deserted.

When PCs enter this room, they see no sign that the room has been occupied for some time. In fact, the two grievors that typically guard this room have been reassigned to serve the Chief Inspector, who waits in the area above.

Trap: Any non-ultari examining one of the monitors causes both to flare with magical symbols, one that unleashes *confusion* and the other *waves of fatigue* (Perception DC 38, Disable Mysticism DC 33, save DC 21, CL 17th).

Once the traps trigger, the doors seal and the entire room launches up the cupola to the top level like a high-speed elevator and the doors immediately reopen, allowing the grievors above to attack.

12. THE STAR LADDER GANTRY (CR 21)

Massive columns of dark crystal lit from within by seething whorls of energy rise to the sky here, drawing your gaze up to a roiling cyclone of pure light streaking from the Parliament building up into the sky, directly into the heart of the distant sun. A sleek metallic craft stands mounted on a gantry of metal and stone in the space between the columns.

This is the launch point for the Solar Shuttle, and as such it is one of the most secure areas in the Hegemony. A pair of grievors stands guard here at all times, and these two are currently reinforced by the pair of grievors normally stationed at area 11. They are here less on their own initiative but at the direction of **Chief Inspector Xaver Brun**, who has pieced together his suspicions about the PCs and their actions and correctly guessed that they are launching some kind of attack on the singularity star itself. He doesn't know the details of their plan, but they have proven dangerous enough that they cannot be taken lightly. While the Hegemony may be crumbling around him, he will not forsake his duty to the empire.

Creatures: The grievers are poised and ready to defend the area, with two stationed directly in front of the diagonal doors leading to area 11. The other two may be placed as you wish, either climbing on the walls or at ground level. As soon as the doors open, they leap to the attack.

GRIEVER (4) CR 17

XP 102,400

hp 340 each (see page 115)

13. THE SOLAR SHUTTLE (CR 24)

This shuttle craft of polished silvery metal gleams in the swirling aurora of the Axis Major above, its proud wings luminous and its base couched in deep footings that hold it stably upright. Near the top, an open hatch gleams with rainbow light.



Chief Inspector Xaver Brun waits here for the PCs, a last line of defense against whatever perfidious plan they are about to unleash upon an empire they have already ravaged. He lurks inside the shuttlecraft, protected by a *wall of force*, the shimmer of the invisible field barely perceptible through the hatch. While he is a canny opponent who tends to retreat to fight another day, he realizes this is perhaps the last stand of the ultari people, and he their last, best hope of surviving an insurrection many thought impossible. He stands and fights to the last, working in coordination with the grievers as much as possible but also not fearing to blast an area where they are battling PCs, trusting in their evasion to protect them from his friendly fire. He leaves the protection of the *wall of force* in the same round, pausing long enough to drop deadly spells on the PCs while they battle his cybernetic minions.

If the Chief Inspector already has been killed by the PCs, he may appear here again resurrected, or you may replace him with a fellow ultari noble with similar statistics.

CHIEF INSPECTOR XAVER BRUN

CR 24

XP 1,228,800

hp 550 (see page 51)

The Shuttle: The shuttle's orium alloy blocks teleportation into it and is immune to *disintegrate*. If attacked, the shuttle gains a +12 bonus on saving throws and is immune to fire damage, with energy resistance 30 against cold and electricity. Each 5-foot section of its hull has hardness 15 and 180 hit points.

While the hatch where Xaver Brun has cast the *wall of force* is the only obvious entrance, there is a hidden escape hatch (DC 40 Perception, DC 35 Engineering to open) on the side of the shuttle opposite the elevator that he can use to enter and leave it.

Once the Chief Inspector and the grievers have been defeated, the PCs must board the Solar Shuttle, requiring them to climb up without a gantry (Athletics DC 40 due to the slick surface), fly up to the upper hatch and disable the *wall of force*, or find the lower escape mentioned above. When all are aboard, the PCs must succeed on DC 35 Engineering and Culture checks in order to decipher the controls, taking 1d6 minutes. Once this is done, two separate control stations must be activated simultaneously with DC 35 Computers checks in order to engage the controls and launch the shuttle, with a -5 penalty on the check if the creature making the check does not possess telepathy or the ability to cast divination or psychic spells. If either check fails, the craft shudders but does not launch and the controls become scrambled, increasing the DC of future checks on that set of controls by 2 unless the controls are reset with DC 35 Engineering and Culture checks. If the PCs have a charmed, dominated, or possessed ultari accompanying them, the ultari gains a +5 bonus on all checks related to launching the shuttle.

If both checks fail simultaneously, the launch sequence misfires and aborts, but not without subjecting the ship to massive gravitic tidal disruption, dealing 8d6 points of force damage to all creatures aboard and causing them to become fatigued (or exhausted, if already fatigued). A successful DC 20 Fortitude save halves the damage and removes fatigue.

If both checks succeed, the gravitic accelerators of the gantry power up and launch the shuttle toward the surface of Faa Dlan, passing through the force screens above Atlas Prime and rapidly accelerating to incredible speed.

Patrols (CR 17): If the PCs take more than 10 minutes to launch the shuttle, a pair of klaven dragoons flies by on their sundragon steeds, and if there are any signs of combat left visible they sound an alarm and dive to attack. If the PCs succeed in

launching the shuttle, they may see circling sundragons in the sky over the city turning to try and pursue but quickly being outdistanced by the streaking shuttle.

SUNDRAGON STEED (2)

CR 11

XP 12,800

hp 180 (see page 27)

KLAVEN DRAGOON (2)

CR 14

XP 38,400

hp 250 (see page 27)

I. THE DARK SIDE OF THE SUN

This section of the adventure is likely to occur in the middle of the previous section, as the PCs force their way into the Ultari Parliament building, finding a safe haven for themselves and then triggering the spirit-conduit with the yllosan to launch their spirit-forms across the sphere to Lacuna on the far side. The PCs must act quickly, as the strain of holding open the spirit-conduit at such an immense distance drains the life force of the yllosan holding it open, and once they die the conduit closes and the PCs' spirit-forms dissolve into nothingness and they awaken in their bodies back in Atlas Prime.

While the city of Lacuna is populated with the same assortment of ultari, jagladine, onaryx, klaven, and their various thrall races as Axis Major, it also contains a large quantity of undead. This is particularly true within the Sun-Core Control, where the General Qala employs them to manage the systems, feeling they are more reliably controllable than living servants. Undead ultari devotees have gone rogue in the wake of Invidia Ultimi's death, but some have been recovered and enslaved to the will of Qala's nightshade lieutenants to help maintain control, even as she has sealed the building from the outside to ensure any unrest in the city at large does not penetrate here. At the same time, this means that only a limited number of defenders stand against the PCs when they make their surprise intrusion through the Axis Major.

Projections: When the spirit-conduit forms, the PCs' bodies fall unconscious in the Ultari Parliament building and reform 1 round later in the identical room in the Sun-Core Station in Lacuna, which uses the same map as the Parliament. When they appear, they have the same hit points as they did when they left, and they possess functional copies of all of their normal gear, including magic items. Ongoing spell effects cast while in their former bodies do not extend to their new spirit-bodies. They can cast new spells after they arrive, which function normally on their spirit bodies. Spells cast, spell slots used, and class features or Resolve Points expended while in their spirit-bodies remain expended when they return to their actual bodies, as do ammunition, consumable items, or similar limited-use effects. However, spell effects and hit point damage taken by their spirit-bodies do not persist when they return to their true bodies except for non-instantaneous necromantic effects, such

as curses and negative levels. Instantaneous hit point damage from negative energy or death effects does not persist when they return to their own bodies.

Spirit Sacrifice: Each of the PCs has a portion of an yllosan spirit residing within them, plus one additional yllosan tethered to the conduit itself, most likely **Seantrelle** or **Rumealle** if either is still alive. If your party has additional cohorts or companions, you may eliminate the additional yllosan holding open the portal. The yllosan's full focus and concentration is focused on maintaining the spirit-conduit, and **each round the PCs hold the spirit-conduit open one of their yllosans gains a negative level.** You may choose randomly, or have the yllosan purposefully allocate these negative levels, or you may allow the PCs to decide whose yllosan takes the negative level. For a typical party of four PCs, this means they have no more than 35 rounds to cast any preparatory spells, explore the Sun-Core Station, evade or overcome any defenders, locate the second half of the *Phoenix Egg*, and return to the conduit.

When any yllosan gains 7 negative levels, it dies and the PC whose body it inhabited gains a temporary negative level (even if protected by an effect that normally prevents gaining negative levels or suppresses the penalties associated with them) for the remaining duration of the spirit-conduit and for 24 hours after it ends.

If a PC is about to be affected by a death effect, energy drain, possession, or soul-trapping effect, as an immediate action the yllosan inhabiting their body can choose to intercept that effect and take it upon themselves, shielding the PC entirely from the effect. If this kills the yllosan, the occupied PC gains a temporary negative level as above. A possession effect leaves the yllosan dazed and unable to act as long as the possession lasts but does not otherwise affect it or the PC it occupies.

While at least one yllosan survives, the spirit-conduit persists and the PCs can move and act freely within Lacuna. The defenders certainly try to hinder them, but they are unaware of how the PCs arrived and of the existence of the spirit-conduit. If all of the yllosan are killed, the spirit-conduit begins breaking down, with a 10% cumulative chance each round of collapsing. Each round it persists after the yllosan are all dead, it inflicts a negative level on every character present as it drains away their life energy to maintain itself. When it finally collapses, each PC's projected body dissolves into nothingness and the PCs are hurtled back across the Axis Major to Atlas Prime and their own bodies.

Returning: At least one of the PCs must return to the room where they arrived with the second half of the *Phoenix Egg* and the talisman the yllosan have imbued with their spirit, which tethers the *Egg* to that character's spirit and allows it to accompany them back. Once they return to that room, their yllosan must use a full-round action to concentrate on inverting the spirit-conduit, which will draw all the remaining PC spirits back into and through the spirit-conduit, along with the *Egg*. Their spirit bodies dissolve into nothingness, with anything other than the *Egg* that they picked up while in Lacuna falling to the ground.



THE SUN-CORE CONTROL STATION

While the general revolution occurring in other parts of the sphere has not flared up in the same way here in Lacuna, the area is still in a state of heightened security, and the Sun-Core Station is sealed from entry from the outside. The defenders do not anticipate that any breach of their security is even possible from within, so the PCs' appearance is likely to be a surprise. Until they attack or come within 30 feet of a defender of the station, the PCs gain a +5 bonus on Stealth checks to avoid detection. Once PCs reveal themselves or move into close proximity to the defenders, this bonus disappears. Bear in mind that many of the defenders possess *true seeing* or blindsense, so *invisibility* and similar illusions may be of little use in evading detection.

Weakened Ravage: The effects of *soul ravage* (see page 137) are weaker in Lacuna, though the Axis Major does convey the effects of this plague even here. Within the Sun-Core Station, all saving throws related to soul ravage, whether to resist or recover from it, are made with a +4 bonus.

Dark Duplicate: The Sun-Core Control building is virtually identical to the Ultari Parliament and uses the same maps; however, the dome here is of dark, faintly translucent crystal

rather than opaque orium and stone, and the cupola (area 10) is merely an observation platform. There is no shuttle, gantry, or access control in Lacuna (areas 11-13). PCs who initiate the spirit-conduit from any of these areas appear in area 10 in Lacuna.

The rest of the core area of the building (all except the un-mapped administrative wing, area 7) are kept shrouded in supernatural darkness at all times, mostly created by the nightshades, though the central shaft is affected by Utun's eclipse ability (see page 94). Most of the inhabitants of the Sun-Core Control can see normally in this darkness, as described below.

VISION RANGE	METHOD	CREATURES
Unlimited	see in darkness	nightshades
120 feet	<i>true seeing</i>	General Qala, Utun, marilith
60 feet*	blindsight (thought)	ultari ur-acolytes
60 feet**	darkvision	summoned greater shadows

* Blindsight (thought) cannot perceive creatures shielded from divination with *nondetection* or similar effects.



**UTUN THE MONITOR,
VARIANT TZITZIMITL CR 20**

XP 204,800

NE Gargantuan undead

Init +10; Senses *arcane sight*, darkvision 60 ft., *true seeing*; Perception +37

DEFENSE

HP 410

EAC 33; KAC 35

Fort +20; Ref +20; Will +18

Defensive Abilities fast healing 15; DR 15/bludgeoning and good; Immunities cold, electricity, undead immunities;

Resistances fire 15; SR 30

OFFENSE

Speed 50 ft., fly 60 ft. (Su, good)

Melee bite +33 (15d6+30 E & P plus energy drain) or claw +33 (6d10+30 E & S)

Multiattack bite +29 (15d6+30 E & P plus energy drain) and 2 claws +29 (6d10+30 E & S)

Ranged eye beam +30 (8d8+19 E & force)

Space 20 ft.; Reach 20 ft.

Offensive Abilities eclipse, energy drain (2 levels, DC 24)

Spell-Like Abilities (CL 19th; melee +33)

1/day—*control undead* (DC 24), *mind thrust* (6th-level, DC 24)

3/day—*animate dead*, *haste*, *interplanetary teleport*

At will—*bestow curse* (DC 21)

Constant—*arcane sight*, *true seeing*

STATISTICS

Str +11; Dex +6; Con –; Int +5; Wis +5; Cha +9

Feats Deadly Aim (+9 damage), Improved Combat Maneuver (bull rush)

Skills Life Science +32, Mysticism +32, Sense Motive +32, Survival +32

Languages Abyssal, Aklo, Celestial, Common

ECOLOGY

Environment any

Organization solitary

If PCs use a magical light source to suppress or dispel the supernatural darkness, the normal ambient lighting conditions are still darkness in most areas, increased to dim light in the control chambers (area 9) and normal light in the cupola (area 10). Knowing their advantage in darkness, Utun and the nightshades use their spell-like abilities to dispel light effects when possible.

SUN-CORE CENTRAL (CR 22)

The specific locations of creatures in the Sun-Core Control Station are left somewhat fluid, as the entire area is relatively open and creatures can move as needed to respond to threats wherever they occur.

STARTING LOCATIONS	CREATURE
1, 4, or 10	Utun the Monitor
4	Nightwalker and 4 greater shadows
5	Nightwalker and 4 greater shadows

Utun is the undead Monitor of the Sun-Core Control station, and he meditates constantly on the Axis Major. He responds quickly to any intrusion, directing the nightshades to summon their shadow minions and move up to defend the control station from invaders. Utun uses *mind thrust* and his eye beam to attack, supplemented by his offensive spells and eclipse ability to stagger opponents. He avoids melee but uses his bite attack and bull rushes opponents if necessary.

SPECIAL ABILITIES

Eclipse (Su) As a standard action, a tzitzimitl can create a 30-foot-radius area of darkness within 100 feet of it. This reduces the light level by two steps. Any creatures in the area of darkness when it is created take 8d6 cold damage (DC 24 Fortitude for half). Any creature that takes damage from this effect becomes staggered as long as it remains in the area of darkness and for 1d4 rounds after it leaves that area.

Eye Beam (Su) A tzitzimitl's eye beam has a maximum range of 100 feet and no range increment.

Special As long as either nightshade is alive, Utun gains a +2 bonus on attack and damage rolls and on saving throws.

NIGHTSHADE, NIGHTWALKER (2)

CR 16

XP 76,800

CE Huge undead (extraplanar)

Init +2; **Senses** blindsight (life) 60 ft., darkvision 60 ft.;

Perception +33

Aura desecration (30 ft.)

DEFENSE

HP 300

EAC 30; KAC 32

Fort +18; **Ref** +18; **Will** +16

DR 15/good and magic; **Immunities** cold, undead immunities

Weaknesses light aversion

OFFENSE

Speed 40 ft.

Melee claws +30 (6d10+26 plus swift sundering)

Space 15 ft.; **Reach** 15 ft.

Offensive Abilities fear gaze, swift sundering

Spell-Like Abilities

1/day—*plane shift* (DC 22), summon allies (4 greater shadows, 100%)

3/day—*crush skull* (DC 21), *greater dispel magic*, *greater invisibility*, *heat leech* (DC 21) At will—*confusion* (DC 20), *hold monster* (DC 20)

At will—*confusion* (DC 20), *hold monster* (DC 20)

Constant—*detect magic*, *flight* (4th level)

STATISTICS

Str +10; **Dex** +2; **Con** --; **Int** +5; **Wis** +5; **Cha** +7

Skills Intimidate +28, Mysticism +28, Stealth +28

Languages Abyssal, Common, Infernal, telepathy 100 ft.

Other Abilities create darkness, desecration aura, unliving

SPECIAL ABILITIES

Desecration Aura (Su) Undead creatures within 30 ft. of a nightwalker gain a +2 bonus on attack rolls, damage rolls, and saving throws.

Fear Gaze (Su) Cower in fear for 1 round, 30 feet, Will DC 22 negates. This is a mind-affecting fear effect.

Light Aversion (Ex) A nightwalker becomes sickened in bright light—the penalties from this condition are doubled if the nightwalker is in natural sunlight.

Swift Sundering (Su) If the result of a nightwalker's claw attack equals or exceeds the target's KAC + 4, it can automatically sunder an object in the target's possession as a free action.

Special When combat begins, both nightshades immediately

summon 4 greater shadows each. These gain a +2 attack and damage rolls and saving throws from the nightshades' desecration aura.

SUMMONED GREATER SHADOW (8)

CR —

hp 125 (see page 22)

Special Summoned within the nightshades' *desecrate* aura, these shadows gain a +2 profane bonus on attack and damage rolls and on saving throws.

FINDING THE FRAGMENT

As in the Ultari Parliament, there are 64 control chambers (area 9) in total on the four ring levels of the shaft, and the PCs must pass within 10 feet of a chamber for their sensor to detect the presence of the second fragment of the *Phoenix Egg* rather than one of its duplicates. A PC must spend a standard action to concentrate on with the sensor in hand to detect the presence of the *Phoenix Egg*. As they check each room, roll percentile dice and consult the following table. The spirit-conduit linking them to faraway Atlas Prime enhances the resonance of the two fragments and makes it somewhat easier to find than the search in the bowels of the Ultari Parliament, so for each room they check after the first, add a cumulative +2 modifier to the room to determine the outcome of their search.

D% ROLL	CONTENTS OF CHAMBER
01-65	Dim light and empty.
66-70	Dim light and demolished equipment plus a broken <i>wall of force</i> into the next chamber, guarded by an aluum titan .
71-90	Supernatural darkness and undead ultari ur-acolytes , controlled by the nightwalkers. These acolytes replace Mysticism with Engineering. If both nightwalkers are destroyed, the ur-acolytes are freed of their mental control and turn on Utun, Qala, and any of their former allies.
91-98	Supernatural darkness and one of the nightwalkers with 4 summoned greater shadows.
99-100+	Roll again (with no modifier) and the real <i>Phoenix Egg</i> fragment is found.

Much like the tetrarch thrones at area 2, the *walls of force* (caster level 10th) that separate each room and separate the rooms from the catwalk are operating on only partial power and have only 50% of the normal hardness and hit points, though damaged walls repair themselves at a rate of 1d6 hit points per round unless reduced to 0 hit points, in which case they are destroyed until the system is reset and repaired completely (taking at least 24 hours). If affected by any attack or effect that overcomes its hardness, there is a 25% chance that the *wall of force* flickers and fades to nothingness for 1 round.

Vampiric Force: Unlike the walls in Atlas Prime, the *walls of force* here are infused with necrotic energy, and any living creature touching a wall takes 1d6+15 points of negative energy damage, with the wall itself regaining 25% of the damage dealt to a living creature. A creature casting a spell against one of these quasi-vampiric *walls of force* also takes this damage, though a DC 30 Fortitude save halves the damage taken.

Unlike a normal *wall of force*, incorporeal undead can pass through these walls without difficulty and without harm. In addition, these walls are subject to positive energy damage, which affects them as if they were undead and also completely bypasses the wall's hardness. A creature examining the walls with *detect magic* or a similar effect can discern the necromantic power infused within the walls and can guess at their unique effects with a DC 30 Mysticism check.

The aluum titans here have been specially calibrated to be able to move through these specialized *walls of force* without difficulty. If PCs attract their attention, or if ordered by Utun or the nightshades, these constructs move partially through the *wall of force* (gaining cover against attacks made against them) and attack creatures on the railings or floating nearby.

ULTARI UR-ACOLYTES

CR 14

XP 38,400

hp 235 (see page 70)

ALUUM TITAN (2)

CR 16

XP 76,800

hp 300 (see page 12)

REINFORCEMENTS

The seals on the building prevent teleportation in or out and dismantling them takes a longer amount of time than the defenders want to spend in the midst of a surprise attack from within. However, Utun and his minions are not the sole defenders of the station. The Viceroy of Lacuna, General Qala, rules this remote base from her chambers in the sub-basement level of the station, below area 4. When the PCs arrive, she is dallying with a marilith she has summoned to assist in the station's defense; however, she responds within 1d4 rounds of the PCs revealing themselves.

When she appears, a massive portal opens up in the floor of the lowest level of Area 4 and she unleashes a *call cosmos* to herald her arrival, moving into position to make devastating doshko strikes interspersed with *greater dispel magic* to remove her enemies' protective magics. The *bane* fusion on General Qala's weapon is attuned to humanoids. Her chambers below are unmapped, as they are not relevant to the action of the PCs' brief foray into the Sun-Core Control Station.

GENERAL QALA

CR 23

XP 819,200

Variant thanatotic titan

CE Colossal outsider

Init +5; **Senses** darkvision 120 ft., *true seeing*; **Perception** +38

DEFENSE

HP 600

EAC 39; **KAC** 41

Fort +23, **Ref** +23, **Will** +21; +8 vs. mind-affecting

DR 15/lawful; **Immunities** aging, death effects, disease; **SR** 30

OFFENSE

Speed 60 ft. (40 ft. in armor)

Melee *bane* mach III swoop hammer +35 (14d10 B&F; knockdown)

Multiattack *bane* mach III swoop hammer +35 (14d10 B&F; knockdown) and 2 claws +35 (10d10+36 S)

Ranged rock +35 (14d10+23 B)

Space 30 ft.; **Reach** 30 ft.

Offensive Abilities godslayer, rock throwing (100 ft.), trample (24d6+36, DC 27)

Spell-Like Abilities (CL 20th, ranged +34)

1/day—*disintegrate* (DC 27), *greater discharge* (DC 27), *mystic cure*, *plane shift*

3/day—*call cosmos* (DC 26), *crush skull* (DC 26), *greater dispel magic*

At will—*cosmic eddy* (DC 25), *resistant armor*

Constant—*true seeing*

STATISTICS

Str +13, **Dex** +5, **Con** +11, **Int** +7, **Wis** +5, **Cha** +7

Skills Bluff +38, Intimidate +43, Mysticism +38, Sense Motive +43

Languages Abyssal, Celestial, Common; *telepathy* 300 ft.

Other Abilities change shape (any humanoid)

SPECIAL ABILITIES

Godslayer (Su) When a thanatotic titan damages a creature capable of casting spells, that creature must make a DC 27 Will save or be unable to cast any spells for 1d4 rounds and be shaken. If the save is successful, the creature struck is merely shaken for 1 round. A thanatotic titan's attacks are treated as evil for the purposes of overcoming damage reduction.

DEMON, MARILITH

CR –

CE Large outsider (chaotic, evil, extraplanar)

Init +4; **Senses** darkvision 120 ft., *true seeing*; **Perception** +34

DEFENSE

HP 340

EAC 31; **KAC** 33

Fort +21; **Ref** +19; **Will** +15

DR 10/cold iron and good; **Immunities** electricity and poison;

Resistances acid 10, cold 10, fire 10; **SR** 28

OFFENSE

Speed 40 ft.

Melee yellow star plasma sword +32 (5d8+30 E & F; critical severe wound) or tail slap +32 (6d12+30 B + grab)

Multiattack 4 yellow star plasma swords +29 (5d8+30 E & F; critical severe wound), tail slap +29 (6d12+30 B + grab)

Ranged surge storm coil +29 (7d6+17 E)

Space 10 ft.; **Reach** 10 ft.

Offensive Abilities crushing coils, infuse weapons

Spell-Like Abilities

1/day—summon allies (1 marilith, 35%)

3/day—*holographic image* (5th level, DC 21), *resistant aegis*, *telekinesis* (DC 21), *wall of fire* At will—*flight* (4th level), *interplanetary teleport* (self plus 10 bulk of gear only)

At will—*flight* (4th level), *interplanetary teleport* (self plus 10 bulk of gear only)

Constant—*true seeing*

STATISTICS

Str +13; **Dex** +4; **Con** +11; **Int** +7; **Wis** +5; **Cha** +6

Skills Acrobatics +29, Athletics +29, Intimidate +29, Mysticism +29

Languages Abyssal, Celestial, Draconic, telepathy 100 ft.

Other Abilities six-armed

Gear 4 yellow star plasma swords with 3 high-capacity batteries each (40 charges each), surge strm coil with 2 ultra-capacity batteries (100 charges each)

SPECIAL ABILITIES

Crushing Coils (Ex) When a marilith successfully renews a grapple, it can automatically deal its tail slap damage to the target.

Additionally, each time a marilith successfully renews a grapple, the target must make a DC 22 Fortitude save or begin suffocating. The DC instead increases to 24 if the target is pinned.

Infuse Weapons (Su) any weapons a marilith uses count as being chaotic, cold iron, and evil in addition to any other properties they may have.

Special As a called creature, the marilith does not count as a separate creature for XP purposes; however, she can use her summon ability to summon an additional marilith or nalfeshnee demon to aid in the fight.

SWIFT SUCCESS

As noted previously, the PCs' success does not hinge on defeating the defenders of the Sun-Core Station. If anything, their chances are far better if they focus on stealth and evasion, keeping their enemies at bay as best they can by dividing their forces and attention. Their sole goal is to find and retrieve the missing fragment of the *Egg of the Phoenix*, returning it to the arrival room to reverse the spirit-conduit and return to Atlas Prime. Fighting the defenders offers no reward in and of itself, aside from XP. The PCs' best strategy might well be to assign one or two of the swiftest characters to search the control chambers while the rest do their best to draw the attention of Utun and the other guardians of the Sun-Core Control station.

K. THE END OF ALL THINGS

The PCs near the culmination of their destiny. Having raided Atlas Prime and Lacuna for the two halves of the *Phoenix Egg*, they must make good their escape from the Ultari capital city while they assemble the artifact and master its use en route to the sun below. Plunging into the heart of the singularity star, now rendered unstable by their sabotage of the Star-Core Control and the Axis Major, they must survive their descent into the stellar core, guarding their lives against dangers unimaginable long enough to detonate the most powerful bomb in the universe.

The Axis Prime through which they are traveling serves as a star ladder of sorts, allowing high Hegemony officials, agents, and technicians access to the inner secret places of the singularity star. The shuttle craft is forged of orium shielded with a powerful force field that screens out harmful radiation while allowing the craft to bathe in the psychic emanations of the Principalities. Its gravitic propulsion drive through the Axis Major allows it to transit the tens of millions of miles from Atlas Prime to the star's heart in just a day, passing through a specially reinforced heliocarbon Star-Core tunnel to a sanctum at the center of the star's fusion furnace, maintained by the residual power of the Principalities themselves. It is here the PCs must go to unleash the fury of the *Phoenix Egg* and erase the Principalities from existence once and for all.

Searching the Shuttle: The shuttle contains technomagic devices to produce nutritious if unappetizing paste-like food, as a *mk 1 culinary synthesizer*^{ARM}, as well as fresh water. The shuttle's acceleration provides simulated gravity while it is in motion, though if reduced to normal flight speed its interior is treated as low gravity and at rest as zero gravity (unless there is existing gravity outside the shuttle). A successful DC 30 Computers check allows the PCs to trigger a gravitic stabilizer that maintains normal gravity within the craft as long as the hull is intact, regardless of whether there is no appreciable gravity or intrastellar hypergravity outside.

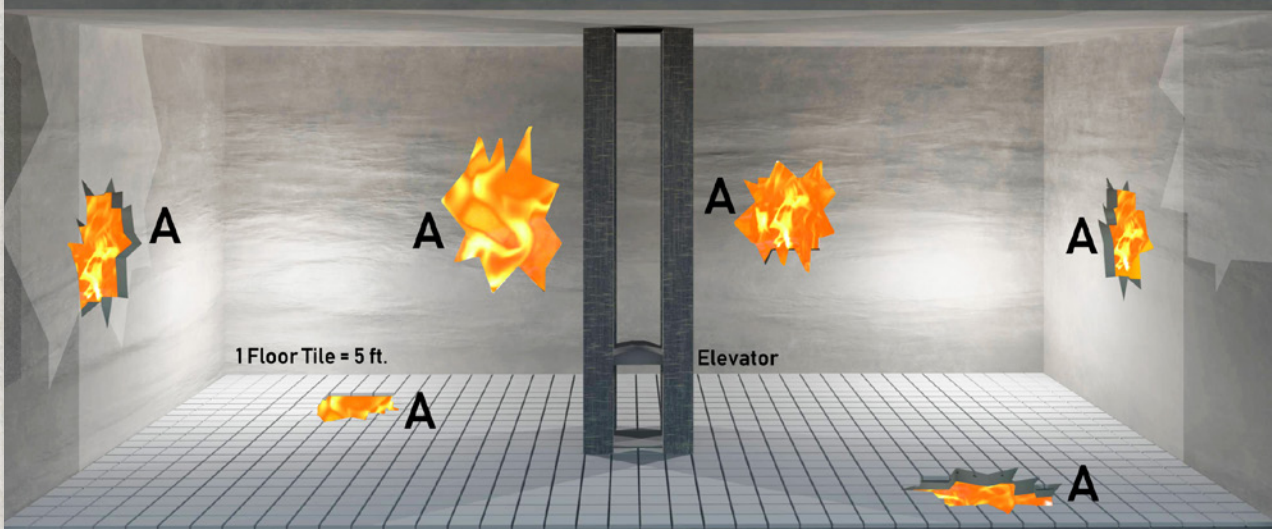
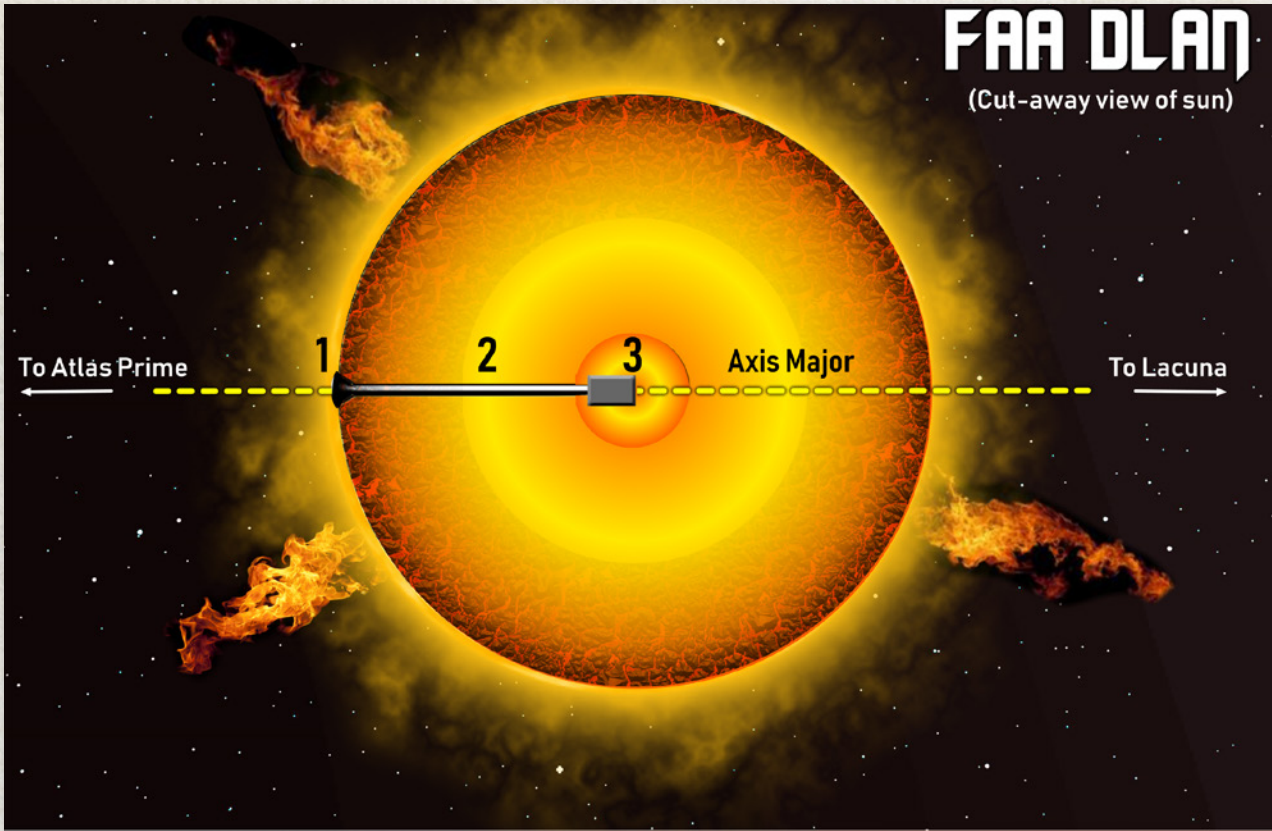
In addition, a DC 30 Perception check locates a cache of 4 klaven spacesuits (see page 126), three sized for Medium-sized klaven and one for a Large klaven. PCs can wear these spacesuits as if they were heavy armor but are automatically considered non-proficient in their use, even if they are proficient with heavy armor. These klaven spacesuits are equipped with magnetic clamps that grant the wearer a climb speed of 10 feet on a metal surface, and the armor's armor check penalty does not apply on Athletics checks. However, when these magnets are engaged the wearer is considered flat-footed because they cannot easily maneuver to dodge their foes.

Consulting the *Opus Aeterna*: Once safely away from Atlas Major, the journey to the stellar surface should take approximately 24 hours. The PCs have time to assemble and examine the *Phoenix Egg* and consult the *Opus Aeterna* to learn the final details of its use with a DC 50 Mysticism check. Each check takes one hour of research, and each hour spent reading the *Opus Aeterna* provides a cumulative +5 bonus on the next hour's check. A character gains a +1 bonus on this check for every 5 ranks they have in Culture.

The book details the nature of the *Phoenix Egg* in a psychic substrate buried within its text. It describes its history, as the Patrons intended for the *Phoenix Egg* to be the unmaking of the Principalities and their servants when the legendary heroes came into their destiny. It has traveled through countless generations and worlds, occasionally guarded by some of the galaxy's greatest champions of good. In the PCs' possession, it nears the fruition of its great purpose. Like most artifacts, using the *Phoenix Egg* incorrectly can have dire consequences.

FAA DLAN

(Cut-away view of sun)



The sidebar description of the artifact details the *Egg* in mechanical terms, but it is linked to the *Opus Aeterna* and only heroes with great power and both artifacts together can unlock its ritual activation method. The *Phoenix Egg* absorbs significant elemental energy just by being brought near to Faa Dlan, but the *Opus Aeterna* confirms the heroes must further awaken its power with their own essence. Absorbing the essence of Enokk and Invidia has primed the pump and made it receptive to their energies, but they must drink from the cup of immortal essence within the *Phoenix Egg* to link their own life forces to it. The *Opus Aeterna* explains that once the PCs begin this process, they will unlock the twofold powers of destruction and creation

embodied within the *Phoenix Egg*, and its power will swell and surge in an imminent crescendo. They must act quickly, pouring forth as much of their virtue as they can spare, driving the harmonic convergence higher and higher, drawing in all that it can, because when they stop the *Phoenix Egg* will seal itself, coalesce the unendurable power within, and then hatch into new life in a conflagration like the universe has never seen. Those whose destinies are linked to the *Opus Aeterna* by the willing sacrifice of spirit and power will become one with its death and rebirth, awakening into a transcendent existence that brings a new dawn to the galaxy.

PHOENIX EGG

Aura: overwhelming conjuration and evocation; **CL** 35th

Slot: none; **Weight:** 25 lbs.

Crafted by the ancient Patrons of the Bellianic Accords, this ovular golden gem stands just over a foot tall and glows dimly from within. The alien stone is hollow, with implements for a specific ritual included inside. Opening the top portion of the *Egg* requires a DC 30 Engineering or Mysticism check. The interior of the *Egg* hosts a hollowed center, with six engraved cups carved from the same unusual stone. At the bottom of the *Egg* are several ounces of a thick liquid with a dark gold color.

The *Phoenix Egg* absorbs elemental energy of all types, giving all creatures within 30 feet energy resistance 10 against acid, cold, electricity, fire, and sonic damage, as well as negative energy and positive energy damage (this does not impede negative or positive energy used to heal), and radiation within 30 feet is treated as two steps less severe. Creatures within 30 feet of the *Phoenix Egg* also are not harmed or impeded by high gravity.

The *Phoenix Egg* sheds light, increasing illumination levels by one step within 20 feet. When effects dealing energy damage would enter the *Phoenix Egg*'s protective aura, the *Egg* absorbs that energy and converts it into light. For every 50 points of any type of energy (in any combination) it absorbs, the intensity of illumination it radiates increases by one step and the radius of its radiance increases by 10 feet, up to a maximum of bright light in a 60-foot radius. This light fades at a rate of 10 feet and one level per minute once energy is no longer being absorbed.

Though potent, this protective ability pales in comparison to the *Phoenix Egg*'s true purpose: its ability to convert vitality into destructive force. In order to activate this power, the egg must be used to drain the essence of an immortal being (such as Enokk or Invidia, or the slurry or crystal golems that share their immortal essence), absorbing at least 10 points of their essence. This awakens the *Phoenix Egg*'s latent power and makes it receptive to storing additional power in a dynamic hypostasis. These initial 10 points of essence do not count towards the further destructive power of the *Phoenix Egg*. Once it has been primed, additional power absorbed by the *Phoenix Egg* serves to power its devastating potential.

In order to release this stored power, the instructions within the *Opus Aeterna* must be followed by three or more creatures touching the *Phoenix Egg* simultaneously in the place it was forged, in the heart of Faa Dlan. When placed into its receptacle by these creatures, the *Phoenix Egg* unfolds like a flower, revealing a collection of glowing vials holding the stored essence. Each

creature must willingly take a vial and drink of the *Phoenix Egg*'s stolen power (a full-round action), decreasing the *Egg*'s stored energy by one for each drinker, but replenishing it with some of their own energy, tying their destiny to the *Phoenix Egg* and beginning its detonation sequence.

Each round thereafter, any creature bonded to and touching the *Phoenix Egg* can donate one or more Resolve Points from their own reserves into the *Egg*. They can donate a single Resolve Point as a move action, two uses as a standard action, or three uses as a full-round action. If a creature linked to the *Phoenix Egg* is killed, knocked unconscious, or permanently incapacitated within 60 feet of the *Egg*, as an immediate action that character can release any or all of their remaining Resolve Points into the *Phoenix Egg*, increasing the *Egg*'s stored energy by 1 point per 2 points RP they sacrifice (rounding up).

Treat the *Phoenix Egg*'s turn as happening at initiative count 0. If one full round passes with no one donating their power to the *Phoenix Egg* once this process has begun, the *Phoenix Egg* closes and seals itself and focuses and concentrates its power, erupting one round later on its initiative count in a cataclysmic eruption of force energy. The combined essences implanted into the *Phoenix Egg* increases its power on a logarithmic scale, with each one-point increase on the Power Scale representing a tenfold increase in the explosion's magnitude, which represents both the number of hit points of force damage dealt to creatures and objects and the number of miles of the effect's radius.

TABLE: PHOENIX EGG EXPLOSION RESULTS

POWER SCALE	POWER	MAGNITUDE
Level 1	0	1,000
Level 2	10	10,000
Level 3	20	100,000
Level 4	30	1,000,000
Level 5	40	10,000,000
Level 6	50	100,000,000
Level 7	60	1,000,000,000
Level 8	70	10,000,000,000
Level 9	80	100,000,000,000
Level 10	90	1,000,000,000,000
Level 11	100	10,000,000,000,000 (~2 light years)

SUDDEN IMPACT (CR 23)

While the PCs have escaped the from Atlas Prime, the surviving ultari leaders call upon their allies within the star itself to intercept the shuttle en route to Faa Dlan. A pair of star blights use their gravitic powers to unleash a pair of elemental diamentem act as living projectiles, hurling

themselves at the shuttle in an effort to destroy it or at least throw it off course. This encounter occurs at roughly the halfway point of their journey from Atlas Prime to the stellar surface.

The shell of the Dyson sphere shrinks away as your shuttle hurtles toward the enclosed sun in the distance. Points bright light blur into fading streaks in a scintillating cylinder stretching on ahead through the Axis Major, and as the shuttle accelerates the Phoenix Egg hums with latent power, pulsing almost in harmony with the shuttle's incredible speed. Your body seems almost to float as you become accustomed to the journey that makes the tube network around the sphere seem like a child's plaything, and hours stretch on almost without meaning as the distant star grows ever brighter.

A DC 40 Mysticism or Engineering check can calculate the time for the PCs to transit to the stellar surface as being about 24 hours. The PCs can spend that time resting, crafting, planning, or studying the *Opus Aeterna* as noted above. However, at about the midway point of their journey, they encounter a strike team launched from the star below to intercept and destroy them.

Your sense of velocity and relative motion is somewhat adrift in this hyper-speed reality, but something seems to change subtly, almost as if your craft is slowing down even though the singularity star growing before you remains far in the distance. You have but a moment to register this sensation when a glittering speck appears momentarily in the viewscreen before you, streaking toward you in an instant and colliding with the shuttle with a shattering impact. The shuttle bucks and shudders violently, its controls screaming as it attempts to maintain its course as the space within the Axis Prime seems to turn inside out as the shuttle tumbles along its path.

STAR BLIGHT (2)

CR 20

XP 307,200
hp 440 (see page 121)

DIAMANTEM (2)

CR 16

XP 51,200
hp 300 (see page 113)

Derailed Descent: Using their starflight ability and ability to warp gravity, a pair of star blights approach the shuttle within the Axis Major warping gravity to slow its speed as they approach, while dragging behind them a pair of *dominated* diamantem, releasing them at the last moment to collide with the shuttle. The blights are difficult to spot (Perception DC 47 if PCs are looking outside the shuttle) and the reduction in speed is likewise difficult to discern.

Each of the blights makes a combat maneuver check, assisted by the diamantem and with a +2 bonus for charging for a total bonus of +36 against the shuttle's CMD of 45. If either blight rolls a natural 1, their diamantem misses the shuttle entirely and goes hurtling off into space, likely impacting the rim of the Axis Major (and perhaps being *disintegrated* upon contact) and passing through into the void beyond. If either check both checks fail, the shuttle maintains its course. If either check succeeds, the shuttle is knocked off course.

Out of Control: If either star blight succeeds on its combat maneuver check, the shuttle is derailed and begins spinning out of control within the Axis Major, plummeting at ever-increasing velocity towards the stellar surface. Creatures within the shuttle take 6d6 points of bludgeoning damage each round at the beginning of their turn (DC 30 Reflex half), and creatures that fail the save are considered flat-footed until the beginning of their next turn. Creatures with a climb speed gain a +2 circumstance bonus on their saving throw. Characters that successfully save can strap themselves into seats as a full-round action, which prevents the need for further saving throws, but they are considered prone and entangled as long as they are strapped in. They can release the safety straps as a swift action and must make an immediate save or be tossed about the shuttle's interior again.

Stabilizing the shuttle's flight requires three consecutive DC 35 Computers or Piloting checks to re-engage its photonic guidance system and pull them back into alignment so the gravitic propulsion unit propels them on a controlled deceleration and descent to the stellar surface. Each check requiring a full-round action that provokes attacks of opportunity. If Seantrelle is still alive and with the PCs, they gain a +5 bonus on these checks.

If the PCs are unable to restore the shuttle's course within 1 minute, it tears loose from the Axis Major, passing through it (its orium construction and force field protect the shuttle and its passengers from the *disintegrate* effect of passing through the Axis Major) and hurtles out of control, plummeting to the stellar surface for 2 hours of uncontrolled descent, being swallowed up and destroyed on impact with the singularity star. PCs able to escape and make their own way by starflight must then traverse the star's deadly stellar heliosphere and whatever terrible denizens you wish to inflict upon them as they make their way to the Star-Core tunnel entrance at area 1.



Damage to the Shuttle: Regardless of whether the shuttle is knocked off course, the each diamantem deals 16d6 points of damage to the shuttle, and each takes 20d6 points of damage from the shuttle striking them. Both the shuttle and the diamantems can attempt a DC 15 Reflex save to halve this damage. Simultaneously, one of the star blights unleashes its exotic radiation burst, dealing 20d6 points of damage (DC 27 Reflex half) to the force field and shuttle, while the other blight holds its energy burst in reserve.

When in flight, the shuttle is warded by powerful shields that absorbs the first 100 points of damage that affects it each round. Once this damage threshold has been surpassed, the hull itself has hardness 15 and 180 hit points per 5-foot section and is immune to fire and disintegration, with a +12 saving throw bonus against all other effects, with energy resistance 30 against cold and electricity.

Hull Breach: If a map of the shuttle is needed, you can use the same dimensions as the tube sled in Chapter 2. If any 5-foot section of the shuttle's hull is destroyed, the shuttle experiences explosive decompression and Medium or smaller creatures must succeed on a DC 15 Strength check or be dragged 1d4 x 10 feet towards the breach, taking 2d6 points of nonlethal damage each round they fail this check, however, the environmental protections built into most armor likely protects the PCs from these effects. Creatures dragged to the breach are discharged out into the void and vacuum of space (see page 139 in **Adventuring in the Void**). Any non-instantaneous gas, mist, or fire effects within the tube chamber are treated as if exposed to a windstorm-strength wind; if magical, they are dispelled (+20 caster level check bonus). Breathable air within the chamber swiftly dwindles, becoming effectively a vacuum within 1d4 rounds. A hull breach can be sealed with any effect that creates an airtight solid barrier, such as *wall of force*. The interior atmosphere can be replenished in 1d3 rounds with a successful DC 30 Engineering check.

AFTER IMPACT

After striking the hull, the blight and diamantems each attempt a DC 25 Athletics check to catch hold of the shuttle's hull; this is automatic for the blights. PCs wishing to fight them can use the exit hatch to climb onto the hull but must likewise make a DC 25 Athletics check and have at least one free hand to keep hold of it, unless they are secured to the hull or the shuttle's interior in some other way. Creatures lacking starflight

or a similar ability cannot fly fast enough to keep up with the shuttle, so any creature attempting to fly outside of the shuttle is instantly left behind as the shuttle plummets at interstellar speed towards Faa Dlan. The star blights move into the shuttle interior as soon as the hull is breached, laying waste to PCs with their attacks and radiation bursts. Note that their flash freeze ability allows them to bypass the cold resistance offered by the *Phoenix Egg* if creatures they strike fail their Fortitude save.

Cut the Power: After impact, the star blights can either cling to or fly and keep pace with the shuttle, whether or not it has derailed, directing the diamantems telepathically to begin hacking apart the shuttle's gravitic drive system. Once the diamantems have struck the shuttle and clung to it, it requires two move actions for them to get into position to attack the drive system, and then two full rounds of hacking with their diamond claws to tear open the exterior panels protecting the drive system and smash enough critical components to disable the gravitic interstellar drive system. A single diamantem can accomplish the task in two rounds, or both working together can do it in a single round.

If the drive system is damaged or destroyed, the shuttle begins decelerating from its normal interstellar speed to standard movement of 120 feet per round. The PCs can consult scanning and detection units built into the shuttle that show they are being pursued from Atlas Prime. Their head start and tremendous speed kept them well ahead of any pursuit, but if they cannot get the shuttle going back at full speed they will be overtaken by a wave of myrmidon robots, klaven dragoons, and more. Even if those enemies were defeated, it would take 1d6 months to traverse the remaining distance to the surface of the star at normal flight speeds.

If full propulsion is restored, any creature incapable of interstellar flight clinging to the hull must succeed on a DC 20 Reflex save each round at the beginning of its turn or be thrown off and left behind, drift in the void until rescued.

Fighting on the Hull:

PCs can prevent this sabotage by exiting the shuttle and attacking the diamantems, drawing their attention away from their task or even dislodging them from the ship. PCs must remain attached to the ship, whether by making DC 25 Athletics checks each round or tethering themselves to it in some other way (including wearing



the klaven spacesuits), unless they are capable of independent flight at interstellar speed. If they fail an Athletics check, including being damaged while climbing, the ship zooms away from them as soon as they exit the hull and they are left adrift in the void, with a 50% chance each round of drifting into the shroud of the Axis Major and facing its *disintegrate* effect.

The blights focus their attention on smashing their way into the hull while the diamantems destroy the drive systems. If any PCs exit the hull, the blights turn their focus to them, aiming to slaughter the intruders and prevent them from interfering with the diamantems, but they also seek to get inside the shuttle if possible, using their smaller and more malleable bodies to slip inside and unleash devastating radiation bursts and slam attacks to the creatures within.

Brute Minions: The star blights are highly intelligent, but the diamantems are not. If both star blights are killed or if their telepathy can somehow be blocked, the diamantems are liable to lash out at any creature threatening them rather than focusing on their assigned tasks.

RESUMING THE DESCENT

The star blights and diamantems fight to the death. Once they are defeated and any necessary repairs are made, the PCs can continue their descent to the stellar surface below. They have around 10 hours to travel at interstellar speed before they arrive, giving them enough time for a final respite to recover from their ordeals and prepare for the final plunge.

Making Repairs: Repairing the drive system requires three successful DC 35 Engineering checks, each taking one hour. Beating the DC by 10 or more reduces the time required for the check by half.

Pursuing creatures begin to arrive within 2d4 hours of the shuttle slowing to normal flight speed, so if PCs have not repaired the shuttle by this time they may face attack by dragon-mounted klaven dragoons or other pursuers as you deem appropriate. No additional creatures rise up from the stellar surface to intercept them.

Stellar Traverse: If the shuttle crashes onto the star after being knocked off course, there is a 50% chance that they then encounter a patrol of sunworms and shining children, as at area 2 below, every 1d6 hours during their journey.

1. DIAMONDS IN THE ROUGH (CR 23)

Whether the PCs arrive on Faa Dlan normally or crash to the star's surface, they must use an artificially cooled carbon shaft called the Bore to reach the star's core and detonate the *Phoenix Egg*. The elevator housing sits at the center of a carbon platform crafted by denying the surface of the sun heat, and it has been built within an area of stellar necrosis, appearing as ordinary sunspots but in fact representing a blighted rot of the star's structure. As the temperature lowers and there are fewer reactions in these sunspots, the connection to the plane

of fire weakens and the fusion process creates larger particles. The formation of dense hyperfused carbon offers an anchor for further manipulation of the star, until the Ultari had magically forged a solid mass to drill through the star's layers. With each length of heliocarbon tunneling, the Hegemony's engineers protected their gains with force fields and environmental controls. Centuries upon centuries of engineering has created a solid tube of matter, stationary against the dense exploding gases of a star, surrounded by constant fusion, fueled by the planes of fire and positive energy and the leached essence of the Principalities. The force fields that protect the carbon structure resemble shaped *walls of force* that coat the walls and floors, protecting them from intrusion or damage from the constant explosion of particles. The PCs' journey aboard the shuttle ends at area 1 on the Faa Dlan map.

The roiling bursts of fire and light of the star abate around the fringes of a vast sunspot as you approach the stellar surface, and within it an impossible structure comes into view as the shuttle decelerates into a landing at a crystalline gantry similar to where you launched. The area surrounding it resembles a low wall of unworked material resembling dense charcoal. The dark stone cuts a jagged shape in the vast sea of burning gas and flame. A shimmering force field protects this platform and a protruding metal structure, which resembles an elevator built over a deep shaft. Through the translucent force field you can see an array of screens and lights going down the gantry structure to the edge of the vast Bore leading into the heart of the star like a gaping black wound.

The Landing Zone (Area 13): The shuttle descends into a gantry area identical to the one atop the Ultari Parliament. You can use the map inset for areas 10-13 in reverse, with the shuttle landing at area 13 and PCs needing to make their way inside the complex to access the Starlift and descend into the heart of the star. The structure here is composed of heliocarbon graphene rather than the traditional stone and metal of the Ultari Parliament. The landing zone here is a curious mirror image of that building, in angular matte black planes and tubes rather than polished stone and shining metal.

The devastating environmental effects of being on the stellar surface are buffered by the heliocarbon shield the ultari have constructed, but the area is still highly dangerous. The area is effectively a vacuum with a limited heliosphere, with **high gravity** and **high radiation** (see page 140 in *Adventuring in the Void*), and creatures and objects take 5d6 points of fire damage per round (no save). Creatures wearing one of the klaven spacesuits from the shuttle take no fire damage, as these suits are specially attuned to the heat of the solar surface. Creatures staying within 30 feet of the *Phoenix Egg* are mostly protected against these effects.

Gantry Guardians (Area 12): The Star-Shield is guarded at all times by a squad of diamantem, with five clambering over the gantry and waiting for PCs to emerge from the shuttle while one stands guard at the entrance to area 11. The diamantems begin attacking the shuttle itself as soon as it lands, and while stationary its force field is much diminished in strength,

blocking only the first 50 points of damage per round. They shift their attacks to PCs as soon as they exit the shuttle onto the gantry, making full attacks and prismatic beam attacks as often as possible.

DIAMENTEM (6)

CR 16

XP 51,200

hp 300 (see page 113)

The Sun-Beast: At the end of round of combat with the diamentems, there is a 50% chance that an additional guardian is summoned by a distress beacon frantically pushed by the jagladine, a massive mutated solar dragon from the depths of the star. The jagladine do not realize it is merely a larval form of the massive beast that embodies the heart of the singularity star, but they know that it comes when called and feasts upon intruders with great ferocity. It has little appetite for the diamentems but craves the taste of flesh. The hydragon rises up from the solar surface 400 feet away when it hears the jagladines' call

If the PCs escape the larval hydragon or force it to flee, at the GM's discretion it may simply retreat or it may try to pursue them through the transparent force tunnels leading to the Starlift, trying to bash its way through the force walls to get to its favored prey. If PCs seem to be taking their time working their way to the Starlift, the threat of the larval hydragon can be used to encourage them to keep moving quickly.

- 1/day—*control gravity*, *star storm*^{COM} (DC 23)
- 3/day—*mass baleful polymorph* (5th level, DC 22), *mislead*, *pass-wall*, *waves of fatigue* (DC 22)
- At will—*gravity well* (DC 21), *greater song of the cosmos*^{COM} (DC 21)

STATISTICS

Str +11, **Dex** +4, **Con** +8, **Int** -2, **Wis** +5, **Cha** +6

Skills Athletics +36, Acrobatics +31, Sense Motive +31

Languages Draconic

Other Abilities channel life (6/day), cosmic flame, hydra traits, solar adaptation, spaceflight, void adaptation

SPECIAL ABILITIES

Breath Weapon (Su) Each of a larval hydragon's heads can use its breath weapon independently, though no more than 3 heads can breathe each round and any head that breathes cannot breathe again for 1d4 rounds. A target in an area where two breath weapons overlap takes damage only once, but the save DC against the hydragon's breath is increased by 2 for each breath after the first affecting the same area. If a head is destroyed, any time remaining that it must wait to use its breath again is inherited by both replacement heads; time that passes while it regrows those new heads does not count against the time it must wait.

Cosmic Flame (Ex) Any fire damage dealt by a larval hydragon is half fire damage and half damage from stellar radiation, bypassing any resistance or immunity to fire damage.

LARVAL HYDRAGON

CR 18

XP 102,400

LN Gargantuan dragon (fire)

Init +4; **Senses** blindsense (vibration) 60 ft., see in darkness; Perception +31

Aura alien presence (240 ft., blinded 2d4 rounds, DC 23)

DEFENSE

HP 375

EAC 32; **KAC** 34

Fort +21, **Ref** +21, **Will** +18

Defensive Abilities fast healing 6,

regenerate head; **DR** 15/magic;

Immunities fire, paralysis, radiation,

sleep; **Resist** acid 15, cold 15, electricity

15, sonic 15; **SR** 29

Weaknesses vulnerable to cold

OFFENSE

Speed 50 ft., fly 250 ft. (Ex, clumsy)

Melee bite +33 (13d6+29 P) or tail slap +33 (13d6+29 B)

Multiaattack 6 bites +30 (5d8+29 P)

Space 20 ft.; **Reach** 15 ft. (20 ft. with bite)

Offensive Abilities breath weapon (120-ft. line, 19d10 F, DC 23), crush (13d6+29 B), pouncing bites

Spell-Like Abilities (CL 18th)



Fast Healing (Ex) A larval hydragon's fast healing ability is equal to its current number of heads (minimum fast healing 5). This fast healing applies only to damage inflicted on the hydra's body.

Hydra Traits (Ex) Like a hydra, a larval hydragon can be killed by severing all of its heads or slaying its body. Any attack that is not an attempt to sever a head affects the body, including area attacks or attacks that cause piercing or bludgeoning damage. To sever a head, an opponent must make a sunder attempt with a slashing weapon targeting a head. A head is considered a separate weapon with hardness 0 (though its DR 15/magic applies to all attacks against its heads) and hit points equal to the hydragon's CR. To sever a head, an opponent must inflict enough damage to reduce the head's hit points to 0 or less. Severing a head deals damage to the hydra's body equal to the hydra's CR. A hydra can't attack with a severed head but takes no other penalties.

Pouncing Bites (Ex) When a larval hydragon charges, it can attack with all six of its heads, whether biting or breathing. It cannot use its claws, wings, or tail slap as part of this full attack.

Regenerate Head (Ex) When one of a larval hydragon's heads is destroyed, two heads regrow in 1d4 rounds. A hydra cannot have more than twice its original number of heads at any one time. To prevent new heads from growing, at least 5 points of acid or negative energy damage must be dealt to the stump (a touch attack to hit) before they appear. Acid or fire damage from area attacks can affect stumps and the body simultaneously. A hydra doesn't die from losing its heads until all are cut off and the stumps seared by acid or fire.

Control Room (Area 11): Access to the interior of the Starlift goes through this room, with a group of jagladine overseeing the psychomagic techsystems that maintain the integrity of the system. They issue commands to the diamantem and the larval hydragon from here, and they fight to the death with desperation.

JAGLADINE TECH TEAM

CR 9

XP 6,400

hp 135 (see page 35)

Special Unlike standard jagladine tech teams, these jagladine are armed with laser weapons that are powered by the Star-Shield itself; they do not retain any charge if removed from the station. Their ranged attack is changed to: **Ranged 4** x-ray laser rifles +20 (2d6+9 F plus high radiation). These laser beams can pass unimpeded through the *wall of force* protecting the control booth.

These jagladine also must conduct occasional routine inspections, so replace their Medicine skill with Sense Motive +22.

In addition to the standard environmental controls a jagladine tech team can use the following controls:

- As a reaction, they can activate a *wall of force* (caster level 11) at either entrance to area 11.
- As a swift or move action, they can activate an *inertial accelerator*, which provides the benefits of *haste* to up to four creatures on the gantry platform until the beginning of the tech team's next turn.

- As a swift or move action, the team in the control room can trigger an *inertial dampener* on up to four creatures until the beginning of the team's next turn. This automatically suppresses any *flight* or *haste* spells. Creatures not already *hasted* targeted with this *inertial dampener* are affected as *slow* (DC 18).
- As a full-round action, the team can cover the gantry landing in a shroud of energy that reduces radiation levels by two steps and provides fire resistance 30 to all creatures and objects on the gantry.

Once the jagladine are defeated, the PCs can activate the lift mechanism to drop area 11 through a turbolift down to the base of the gantry with a DC 30 Computers or Engineering check. However, much like area 11 in the Ultari Parliament, the control monitors are triggered with a trap if they are manipulated by any creature that is not an ultari or jagladine, causing both to flare with magical symbols, one with a *feeblemind* spell (Perception DC 42, Disable Mysticism DC 37, Will DC 23) and the other with a *waves of fatigue* spell that targets all creatures in the room (Perception DC 42, Disable Mysticism DC 27, Will DC 23). Because the PCs already encountered a similar trap in the Ultari Parliament, they have a +2 circumstance bonus on Perception and Mysticism checks to find and disable these traps.

Once the symbols trigger, the doors seal and the entire room drops 100 feet in free fall to the Star-Shield surface at the base of the gantry. Due to the high gravity, this deals 20d6 points of falling damage. The presence of the *Phoenix Egg* does not reduce this falling damage, as the high gravity is acting on the exterior of the chamber and pulling it downwards, where it has total cover from the artifact's aura that reduces gravity.

Into the Starlift (area 10): At the base of the gantry, the PCs can exit area 11 and traverse the stairs leading down to area 10. This area is screened from the Star-Shield exterior by *walls of force*, and at the base of the stairs a pair of locked orium-adamantine doors (Engineering DC 50 to disable, hardness 20, hit points 360) block access to the chamber within. If the doors are forced or the lock picked, a pair of diamantem sentries are the last line of defense.

DIAMENTEM (2)

CR 16

XP 51,200

hp 300 (see page 113)

Operating the Starlift: Once the diamantems are defeated the PCs can access the Bore by manipulating the control panels and screens with three DC 35 Computers checks, each taking 1d6 minutes. A failed check scrambles the mechanism and increases future DCs by 2 for 1 hour. Once they have succeeded on these checks, area 10 detaches itself from the gantry base as the base on which it rests tilts at an angle and it slides down into the Bore, which is 100 feet across.

If the PCs succeeded on all three checks with no failures, they succeed in fully activating the Starlift's defenses, activating a *telekinetic sphere* (caster level 17th) that surrounds the entire

Starlift. If they fail any check, they are able to activate a *wall of force* (caster level 17th) that likewise encapsulates the Starlift. If they fail more than one check before they succeed in activating the Starlift, the caster level of the *wall of force* is reduced by 2 for each failure after the first. As long as either magical protection persists, the area inside the Starlift is protected from heat, radiation, and extremes of gravity.

Unlike a typical *wall of force* or *telekinetic sphere*, the Starlift is mobile, able to levitate upwards and downwards and even with limited lateral mobility, able to move 20 feet horizontally and 60 feet vertically (120 feet if moving down) each round. It is integrated with the gravitic mechanisms and *ring gate* frequencies built into the Bore, allowing it to leap between sequenced *ring gates* and traverse the distance from the stellar surface to the core in about two hours, even though its own relative speed is only about 120 feet per round. Internal controls on the Starlift enable the PCs to accelerate or decelerate the lift with a DC 25 Computers check.

2. UNBEARABLE BRIGHTNESS (CR 23)

While the Hegemony has explored this star for millennia, there are inhabitants of its immense furnace heart that bear little love for them and still less for any other creatures defacing their home and potentially bringing about its destruction. Thus a pair of shining children, arriving from another dimension were attracted to eldritch energies of this strangling star. As the Hegemony dug toward the star's heart, more children arrived, eventually establishing a home from which to watch the star's slow descent into entropy, yet they have sensed a disturbance in destiny caused by the arrival of such potent beings as the PCs, and they have no desire to perish with Faa Dlan. To prevent the PCs from killing the sun prematurely, several of the children have risen up from the star's interior to drive a small herd of sunworms through the Bore's walls to exterminate the invading PCs with extreme prejudice.

The ride down through the Bore is eerie, with an ominous sense of indescribable weight and surrounding you and yet moving in a vast darkened cave, the relentless black of the Bore's walls broken only by the gleaming of the Starlift's protective screen and the sequence of glittering ring gates with their intermittent flashes lurching you ever deeper into the star's pulsing heart. Now and again you see tiny pinholes and cracks in the blackened walls where the singularity star's fury beats against this impossible apparatus that holds

it back, with roaring plumes and fumaroles of incandescent plasma blinding in its brightness in the darkened Bore, but you are swiftly through them before they can consume your protective barrier, or skip past them through another ring gate. The Bore heals and seals itself like a living thing, stealing the star's own energies to withstand its power, yet even a momentary fracture could prove deadly. Your eyes behold a roiling plume of plasma not far ahead, and the Starlift's proximity alarms begin to sound. The next ring gate in the sequence is not responding, and the cloud of fiery doom is surging towards you.



The PCs can choose to hold their position and wait for the Bore to seal itself, which it will do in 2d6 rounds if left alone; however, one of the shining children will keep one sunworms down in the plume them to keep gnawing at the Bore wall and keeping the cracks from closing. Meanwhile, the other shining child drives the remaining four sunworms up towards the Starlift. Sunworms can use their swim speed within the solar plume, but outside it must use their burrow speed to gnaw through the skin of the Bore, reaching out from the edges to attack. They can use their quantum tunneling to strike through the Starlift's force barrier. The shining child focuses its efforts on controlling the sunworms and directing their attacks, but gleefully assaults any PC daring to exit the Starlift, or if the Starlift's protective barrier is shattered.

SUNWORMS (5) CR 18

XP 153,600 each

N Colossal magical beast

Init +0; **Senses** darkvision 60 ft., low-light vision, tremorsense 60 ft.; **Perception** +31

DEFENSE HP 375

EAC 32; **KAC** 34

Fort +21, **Ref** +21, **Will** +16

Defensive Abilities evasion, fast healing 10, light immunity; **Immunities** fire, radiation; **SR** 29

OFFENSE

Speed 40 ft., burrow 40 ft., swim 20 ft.

Melee bite +33 (13d6+29 P plus swallow whole) or sting +33 (13d6+29 P plus poison)

Space 30 ft.; **Reach** 20 ft.

Offensive Abilities swallow whole (13d6+29 A, EAC 32, KAC 30, 93 HP)

Spell-Like Abilities (CL 18th)

1/day—*gravitational singularity* (DC 23), *star storm* (DC 23)

3/day—*call cosmos* (DC 22), *crush skull* (DC 22), *greater synaptic pulse* (DC 22), *passwall*

At will—*cosmic eddy* (DC 21), *gravity well*^{COM} (DC 21)

STATISTICS

Str +11, **Dex** +0, **Con** +8, **Int** -4, **Wis** +1, **Cha** +6

Skills Athletics +36, Survival +31

Other Abilities quantum tunneling

Languages cannot speak

SPECIAL ABILITIES

Light Immunity (Ex) Sunworms are immune to the harmful effects of bright light (including effects that blind or dazzle with light); all effects with the light descriptor; and other light-based attacks.

Poison (Ex) Sting—injury; *save* Fortitude DC 23; *frequency* 1/round for 6 rounds; *track* Strength; *cure* 3 consecutive saves.

Quantum Tunneling (Ex) When in sunlight or within the radius of a spell or effect that creates bright light, a sunworm can use its burrow speed to pass through objects or barriers made of force in the same way they can burrow through earth or stone. Force fields and effects that grant a bonus to Armor Class grant only one-half their normal bonus.

ELDER SHINING CHILD (2) CR 16

XP 51,200 each

CE Medium outsider (evil)

Init +7; **Senses** darkvision 120 ft.; **Perception** +28

Aura blinding light (60 feet, DC 24)

DEFENSE HP 255

EAC 29; **KAC** 30

Fort +17, **Ref** +13, **Will** +12

Defensive Abilities fast healing 10 (in bright or normal light); **DR** 10/magic; **Immunities** blindness, fire, poison; **Resistances** cold 10, sonic 10

OFFENSE

Speed 30 ft., fly 50 ft. (perfect)

Melee touch +25 (6d8+18 F plus burning touch)

Ranged searing ray +27 (6d4+16 F)

Offensive Abilities death throes (DC 24)

Spells Known (CL 16th; ranged +27)

6th (3/day)—*disintegrate* (DC 26), *ectoplasmic barrage* (DC 26)

5th (6/day)—*greater dispel magic*, *reality bend*^{COM}, *teleport*, *wall of force*

4th (at will)—*greater invisibility*, *confusion* (DC 24)

STATISTICS

Str +2, **Dex** +7, **Con** +6, **Int** +5, **Wis** +3, **Cha** +10

Skills Acrobatics +33, Bluff +33, Mysticism +33

Languages Common; *telepathy* 120 ft.

Other Abilities light leap

SPECIAL ABILITIES

Blinding Light (Ex) An elder shining child radiates a 60-foot-radius aura of blinding light. Creatures within the affected area must succeed on a DC 24 Fortitude save or be permanently blinded. A creature that successfully saves cannot be affected again by the same shining child's aura for 24 hours.

Burning Touch (Su) An elder shining child corrupts the positive energy within a living creature into an unnatural burning light. For the next 5 rounds after a successful touch attack by an elder shining child, the target takes 2d6 points of fire damage. The burning light can be "extinguished" by entering an area of darkness (not counting the light from the burning target).

Death Throes (Su) When killed, an elder shining child explodes in a blinding flash of searing light identical to its blinding light aura, though it also deals 12d6 points of damage to creatures within 60 feet (Reflex DC 24 halves). Half the damage is fire damage, but the other half results directly from the shining child's otherworldly corruptive power and is therefore not subject to being reduced by resistance to fire-based attacks.

Fast Healing (Su) An elder shining child gains fast healing 10 when in an area of bright or normal light (not counting its own light).

Light Leap (Sp) An elder shining child can transport itself between areas of bright or normal light at will as a swift, move, or standard action. This otherwise acts as *dimension door*, caster level 16th, but with a maximum range of 120 feet.

Searing Ray (Su) A shining child's primary attack is a ray of searing light. This attack has a range of 120 feet. The ray deals double damage to undead creatures.

Shattered Shields: The worms circle around the Bore to be able to attack the Starlift from several directions. If PCs move the Starlift to one side of the Bore, they may be able to isolate themselves to where only one or two of the sunworms can attack at a time. If sunworms are attacking through the *telekinetic sphere*, PCs must deactivate the sphere to attack them or take attacks of opportunity when they move in, unless a sunworm can be grappled, entangled, paralyzed, or otherwise prevented from moving its appendages back out of the sphere. A creature swallowed whole by a sunworm can of course continue to attack it from within. They are exposed to high gravity and stellar vacuum while swallowed by a worm outside of the Starlift but are not exposed to heat or radiation.

If the Starlift is protected by a *wall of force* and that shield is destroyed, PCs aboard the Starlift are immediately exposed to the deadly conditions within the star's interior. While the Bore holds back much of the star's power, with the active solar plume the dangers within the star are ever-present. Creatures are exposed to a **stellar vacuum** and **high gravity** (see page 140, **Stellar Adventuring**). While their armor's environmental protection likely allow them to breathe and protect them from the vacuum, they are not enough to stand against the extremely high temperatures and deadly radiation inside the star. The PCs take 10d6 points of fire damage and 10d6 points of untyped damage from radiation (along with exposure to **high radiation**) each round at the beginning of their turn.

The Starlift does have an emergency shield generator, which functions as a *wall of force* that encapsulates the entire Starlift (caster level 15). This can be activated as a move action with a successful DC 35 Computers check. If the elder shining child sees such a protection arise, it tries to destroy or dispel the Starlift's shielding again. If the *wall of force* is dispelled or destroyed, it can be reactivated with another move action, but the DC of the Computers check increases by 2 each time it is destroyed, and the caster level of the *wall of force* decreases by 2 each time it is reactivated (minimum 7th level).

Plunging Through: Rather than waiting for the worms to come to them, the PCs can dial up the throttle and attempt to lower their craft through the solar plume. This provokes attacks of opportunity

from the sunworms burrowing into the walls that can reach the PCs, as they do not treat the *wall of force* or *telekinetic sphere* as cover, but the Starlift can move downwards faster than they can follow. The remaining sunworm swimming within the plume tries to block the Starlift's progress with its massive body while attacking any passengers within.

Plunging directly into the solar plume deals 40d6 points of damage per round to the Starlift. This does not harm the *telekinetic sphere*, but it may destroy a *wall of force*. The graphene construction of the Starlift is not harmed as long as it is surrounded and reinforced by the *wall of force* or *telekinetic sphere*, but if exposed directly to the solar plume it takes 10d6 points of damage per round. Each 5-foot section of the Starlift has hardness 20 and 200 hit points. The unendurable brightness of the solar plume also effectively blinds most creatures, as if they were in total darkness (see page 140, **Stellar Adventuring**), though creatures with *true seeing* or blindsight can see normally. Blindsense and tremorsense allow enough perception to be able to navigate through the space. The sunworms and shining children can see through the solar brightness without difficulty. The plume takes the shape of a 100-foot cone-shaped burst when it first appears, increasing in size by 10 feet in every dimension for each round it persists.

If PCs can see, they can try to navigate around the swimming sunworm and any *wall of force* created by a shining child. Even though such walls must be vertically aligned, they can be created

to criss-cross the Bore and make it difficult to get the large Starlift through the gaps. When the PCs try to maneuver the Starlift past the swimming sunworm, the worm must succeed on a DC 20 Reflex save to be able to extend its bulk into the Starlift's path, blocking it from further movement in that direction. If the PC directing the Starlift has *true seeing* or blindsight, the DC of the save is increased by 2. If another PC destroys the *wall of force* created by the elder shining child, the DC of the save is increased by 2. These increases stack.

If the worm succeeds on its save, the PCs are able to move 1d4x10 feet down. If the worm fails its save, the Starlift is able to slip past it and move



its full 120 feet down. In either case, if this does not carry the Starlift out of the solar plume, they are engulfed in it for an additional round, with the effects as above.

Flight to the Ring Gate: If PCs move past the sunworms and shining children, their foes use their flight or light leap abilities to catch up but can only do so within 60 feet of the solar plume. The PCs have to continue moving down for an additional 500 feet (most likely taking 5 rounds, unless they have special abilities that can speed the Starlift) before they reach the next *ring gate*, where they can teleport far ahead of their pursuers to a location they cannot easily discern to follow.

The sunworms use their long range spell-like abilities as the lift gets farther away. The shining children light leap in pursuit, using *wall of force* to block off portions of the Bore and force PCs to maneuver around them, giving the worms time to catch up.

Once the PCs escape with the Starlift through the *ring gate*, the remaining hour of their journey to the Heart of Faa Dlan is uneventful.

3. TO KILL A STAR (CR 25)

The Bore becomes more stable the deeper into the heart of the star it extends, though the nuclear explosions of the star's fusion heart are intense and powerful, their unimaginable energies rattling the chamber in the center of the star. The core chamber is 200 feet square and 100 feet high, floor to ceiling.

The chain of constant explosions shakes the dense heliocarbon of the shaft every second, and the dull matte black of the walls of the Bore have become translucent with the intensity of energies and hypergravity pressing in upon them even as the tunnel through the star's heart has narrowed to less than half its former width. At last the Bore opens into a vast chamber like a flattened cube, with long columns of crystallized energy stretching like rails from the Bore's opening to a wide dais along the floor of the chamber. Each surface gleams with eldritch energies shielding and reinforcing their solidity and the entire chamber is brightly lit by the radiance seeping through the walls, though shifting shadows play upon their surface as the inferno roars beyond.

Any character who studies the moving shadows might note (with a DC 30 Perception check) that the shadows take the form of bizarre creatures so large they fill each face of the room's wall. These are the agitated projections of the Principalities themselves (which can be revealed with a DC 45 Mysticism check). Imprisoned for eons, they sense their impending freedom is in jeopardy from the advent of the PCs and their ultimate destiny with the *Phoenix Egg* and *Opus Aeterna* in hand.

The dais at the center of the chamber is controlled psychoactively, but the PCs bring the touch of destiny with them, and any PC can attempt a DC 35 Engineering or Mysticism check (untrained checks are allowed for each skill) to trigger the formation of a rounded concave receptacle rising up like a pedestal from the dais. The ultari discovered this feature and noted that it perfectly fit the size of an adult ultari forehead

and thus presumed it was handed down from the Principalities especially for them to meld their minds with their ancient overlords, but they could not have been more wrong. It was devised by the Patrons for a purpose entirely opposite that, for preparing the *Phoenix Egg* to hatch.

When the PCs place the *Phoenix Egg* in the receptacle, its glow intensifies and the *Egg* unfolds like a flower, its inner light intensifying as a pool of luminous liquid forms within it. The drained vital essence of Invidia and Enokk has been distilled and purified, but their power alone is not enough. The PCs must begin draining their own essence into the *Phoenix Egg* to unleash its ultimate power.

Development: Once the *Phoenix Egg* is placed in the pedestal, it attracts the attention of the living essence of the singularity star itself, which coalesces into the form of a stellar hydragon, an eldritch abomination that birthed all of the sunworms, solar dragons, and larval hydragons that infest the star. This creature is given life and strength by the malice of the Principalities. It has no name but that of the star it inhabits and no purpose other than to defend it with its immortal life. The hydragon begins stirring as soon as the PCs arrive, but they have 1d4 minutes before it awakens fully while they are studying the core chamber and making their preparations. Placing the *Phoenix Egg* into the receptacle, however, sends a jolting shockwave through the chamber and instantly draws the beast's ire and hastens its arrival in response to the Principalities' psychic calls of distress. The hydragon arrives two rounds after the *Phoenix Egg* is placed and opened.

Creature: Essentially the star's last defense system, the multiheaded stellar hydragon (referred to here as Faa Dlan) is so massive it can attack the PCs from any angle. For the purposes of combat, treat each head as a separate creature, each with its own statistics and abilities. The hydragon cannot be killed unless the star itself is destroyed. Even if one of the heads is killed, it grows back in 1d4+1 rounds.

The hydragon attacks the PCs until they are destroyed, but they need not destroy it in turn. They only need to fend it off long enough for the *Phoenix Egg* to be fully charged and detonated. The hydragon's heads can attack from any location in the core chamber, with the Faa Dlan map showing likely points of entry where the hydragon's heads can smash through the heliocarbon shielding protecting the core chamber. In combat, a character observing the heads can determine that they belong to a single impossibly large creature with a DC 30 Life Science or Sense Motive check.

MAWS OF FAA DLAN, STELLAR HYDRAGON (6 HEADS) CR 21

XP 307,200

N Gargantuan dragon (fire)

Init +0; **Senses** blindsense (vibration) 60 ft., see in darkness;

Perception +35

Aura radiation (240 ft., DC 23)

DEFENSE

HP 500

EAC 36; KAC 38

Fort +24, Ref +24, Will +20

Defensive Abilities glittering scales; **DR** 20/—; **Immunities** fire, paralysis, radiation, sleep, sonic

OFFENSE

Speed 40 ft., burrow 40 ft., fly 250 ft. (Ex, clumsy)

Melee bite +36 (12d10+33 B)

Space 20 ft.; **Reach** 120 ft.

Offensive Abilities xx

TACTICS

Before Combat The hydragon sends six heads to investigate the PCs' presence at the star's heart. Each head arrives from a different direction and chooses a PC to assault. The heads use their quantum tunneling ability to burrow through the heliocarbon walls and force fields protecting the core chamber.

During Combat Each head focuses on a different opponent with its powerful bite. Each head has sufficient reach to stretch to the center of the chamber, but if one or more PCs moves closer to the walls to bring the attack to them, several heads divert their attention to that PC rather than focusing on PCs manipulating the *Phoenix Egg* at the base of the Bore.

Morale The hydragon fights until the star is destroyed, even sending additional heads in to join combat once the PCs prove a threat.

STATISTICS

Str +12, **Dex** +0, **Con** +10, **Int** -2, **Wis** +5, **Cha** +7

Skills Athletics +40, Acrobatics +35, Intimidate +35, Stealth +35

Languages Ignan (cannot speak)

Other Abilities last line

SPECIAL ABILITIES

Glittering Scales (Ex): The stellar hydragon's scales are glossy and reflect ordinary light and magical energy. In bright light, any creature within 30 feet is automatically dazzled (no save), and any creature beginning its turn adjacent to the stellar hydragon is blinded for 1d4 rounds (DC 23 Reflex negates). Creatures can avoid being dazzled or blinded by averting their gaze or closing their eyes, as if this were a gaze attack.

In addition to reflecting natural light, rays and magical ranged attacks have a 20% miss chance when targeting the stellar hydragon, and effects that are deflected have a 20% chance of being redirected toward another target (chosen randomly) within 30 feet of the hydragon; otherwise, they are simply harmlessly deflected away.

Last Line (Ex) The Faa Dlan hydragon is the star's ultimate defense mechanism. Its natural weapons are considered magical for the purpose of overcoming damage reduction.

Quantum Tunneling (Ex) When in sunlight or within the radius of an effect or spell that creates bright light, the hydragon can use its burrow speed to pass through objects or barriers made of force in the same way they can burrow through earth or stone. Force fields or effects that grant a bonus to Armor Class grant only one-half their normal bonus.

Radioactive Aura (Ex) Any living creature within 60 feet of a hydragon head suffers the effects of **severe radiation** (see page 140 in **Adventuring in the Void**). Creatures who fail a DC 23 Fortitude save take 2 points of Constitution drain and 1d6 points of Strength damage. A creature who passes this save is immune to this ability from all heads for 24 hours, but a creature who fails on this roll is vulnerable if it enters another head's radioactive aura. A creature who takes Constitution drain from this ability more than once is nauseated until the Constitution drain is restored.

Hazard: When the hydragon breaches the carbon surfaces and walls of force, the center of the star is immediately exposed to the heat and noise of nearby fusion reactions. The characters may be shielded from fire damage, but the ruptured shielding exposes the core chamber to stellar vacuum and extreme gravity (see page 140, **Stellar Exploration**). The carbon surfaces shake with the impact of the hydragon's onslaught, causing it to overheat and begin flaking away and melting under pressure. Blocks of the solid material are crushed by the pressure at the star's heart, some crumbling into chunks raining down into



the center of the core chamber while other sections of softened heliocarbon shielding slough off into the stellar core. Each round a stellar hydragon ends its turn burrowed through the heliocarbon shielding, there is a 50% chance that every 5-foot square of heliocarbon shielding surrounding it is replaced with hyperdense stellar plasma seeping through, equivalent in effect to magma (dealing 20d6 points of fire damage and exposure to severe radiation to any creature touching or entering it). Once this rupture begins, this plasma conversion expands by an additional 5 feet per round. Creatures within 30 feet of a plasma rupture take 2d6 points of fire damage and are exposed to light radiation; within 20 feet 4d6 points of fire damage and medium radiation; within 10 feet, 6d6 points of damage and high radiation.

The first time that this plasma conversion occurs, the shielding integrity weakens and the heliocarbon structure begins to buckle and vibrate, treating all surfaces in the chamber as difficult terrain. The only island of stability in the core chamber is the base of the Bore, which remains solid and stable until the plasma conversion extends within 10 feet of it.

Development: The PCs may choose to plant the *Egg* and fight the heads of the stellar hydragon without charging it so they can accomplish their task later without distractions. However, it should rapidly become obvious that the heads are able to regenerate themselves, and the longer they stay here the faster the entire core chamber will collapse and all will be lost. Destroying the heads of this cosmic beast can do no more than delay the inevitable.

DETONATION

The ritual for opening and powering the *Phoenix Egg* is contained in the item description, and it is up to the players to decide how much energy they need to implant into it before triggering its detonation. Using the *Opus Aeterna* indicates that detonation of the *Egg* at the following power levels is likely to destroy the following:

POWER SCALE	RESULT
Level 1	The heads are destroyed but the stellar hydragon recovers
Level 2	The hydragon is destroyed and the dimensional taps into the dimension of the Principalities are destroyed
Level 3	The entire Bore is destroyed and the dimensional thinness adjoining the Principalities' dimension is cauterized, sealing them away forever
Level 4	The landing zone complex on the stellar surface is destroyed and the internal reactions of Faa Dlan are hopelessly disrupted, leading to solar death in less than a century.
Level 5	The Axis Major is permanently disrupted and Faa Dlan's structure begins to collapse, leading to solar death in less than a year

Level 6	Faa Dlan explodes and the Dyson sphere is shattered and destroyed
Level 7	Faa Dlan goes nova and the entire star system is destroyed, including outlying Hegemony bases and stations, sealing the singularity wormhole from the Titan's Maw black hole
Level 8+	Faa Dlan goes supernova, not only destroying the system but inverting the singularity wormhole of the Titan's Maw black hole and creating a synergistic parallel supernova there that ruptures the black hole and obliterates the entire Latere Nebula (including Scarab Relay)

Any outcome will damage the Hegemony, and triggering it at Level 5 will bring about the devastation of Atlas Prime, Lacuna, and the entire sphere in less than a year, but to truly destroy the Hegemony threat the PCs need to get the *Phoenix Egg* to at least Level 6 if not higher before triggering its detonation. The PCs likely have 10-20 points of essence already stored in the *Phoenix Egg* from Invidia, Enokk, and the crystal golems and slurry of the Daughter's Fane, and so may begin their efforts here already at Level 3 once they initiate the *Phoenix Egg*. Every character has a chance to contribute if they choose, and if desired they can take up to two rounds injecting their own vital essence into the *Phoenix Egg*. Once the stellar hydragon attacks, PCs must decide how to split their efforts between fighting off this threat or focusing on charging the *Egg*.

Once the PCs have charged the *Phoenix Egg* to the desired level, they need only cease their implantation of vital essence and the *Egg* will automatically perform its task, even if the PCs operating it are killed or are forced away from it by the hydragon or the collapsing heliocarbon structure. One round later, the *Phoenix Egg* explodes, annihilating the mortal bodies of the PCs and their enemies in a coruscating bloom of cosmic power. Gliding just ahead of the seething stellar energies, a wave of psychic energy washes over the PCs, infused with thoughts of peace and possibility, and hope of salvation and rebirth for so many across the galaxy. The Ultari Hegemony is forever broken, and on every known planet a new day dawns.

EPILOGUE

The party has defeated the lasting evil of the Principalities, closing the final legacy of those ancient evils and their servants with complete and undeniable destruction. Though the fated champions of the Accord's founding heroes gave themselves up to secure this victory, their sacrifice leaves a lasting impression on those who knew them. But the PCs gain more than an inspiring reputation for their valor. They become new deities and demigods of the **Legendary Planet** setting, each with a world of their own to personally mold and shape and a following to cultivate in the worlds they choose to make. To conclude the *Legendary Planet Adventure Path*, read or paraphrase the following.

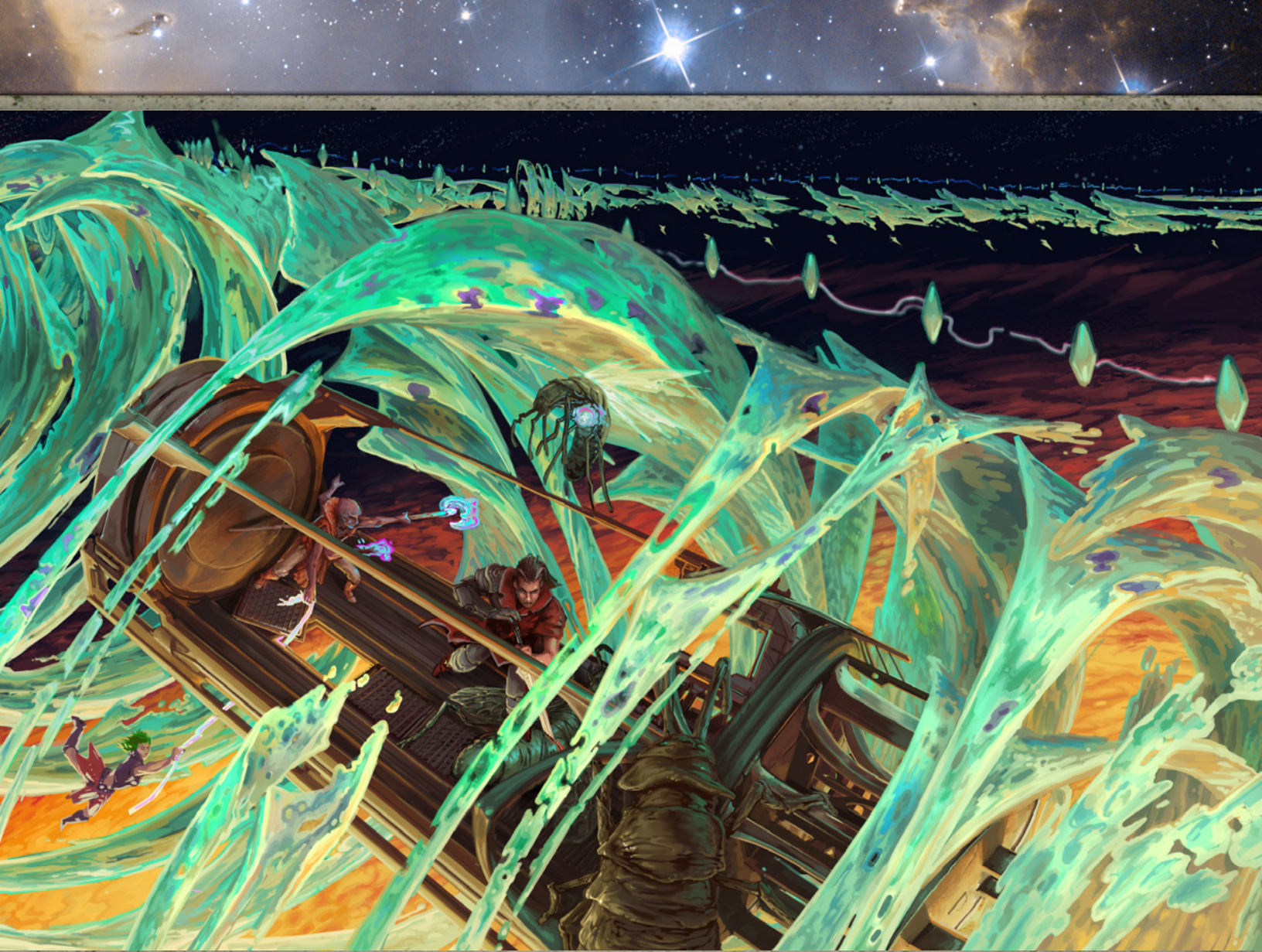
The Phoenix Egg's glow is too painful to comprehend as it draws in all that you have to give and more, while the singularity star's eternal fires roar in time with its monstrous guardian, but then, between the space of moments, there is silence. And then Light. Heat. Gravity. Sound. Feeling. All these have lost meaning. There is only Light. And speed, impossible speed, velocity beyond imagining as the Light races out. The heliocarbon core is swallowed in less than an instant, and the raging heart of the star melted away, its fires dwarfed by the Light as you ride its cresting horizon through oceans of flame seeing colors impossible to name as the fires fall into the heart of the Light and then race out again in pulsing shockwaves, crashing through the stellar surface and racing in every direction to the gleaming sphere above. Tiny specks and motes fly towards you in legions uncounted but are swept away like dust as the Light soars and spreads to every quadrant and the vast sphere does not so much shatter like glass as it dissolves like gossamer threads in a hurricane, the immense monument to hate and hegemony erased forever in a cleansing moment. The wormhole of the Titan's Maw erupts as if in response, sucking in the onrushing tide of shattered dust and immortal essence, drawing them into its vortex like the ashes of dead gods, yet the Light races on, shining in every color and none, engulfing the Titan's Maw and tearing asunder its twisted course as it flares into the nebula and vastness beyond. Still it flows on to the edge of the system and system beyond as minutes turn to hours, as reality bends and turns in upon itself in the cosmic night. Time passes.

In the void of space lies empty where Faa Dlan once burned, the last vestige of the Light still burns, a shining white dwarf star surrounded at first by the purified stellar residue left behind. A normal star might take interminable

eons to birth anything more, yet time passes strangely bathed in the Light, just as the Opus Aeterna foretold before it joined Faa Dlan in luminous oblivion. It taught that the most powerful destructive force in the multiverse is the force of creation, and in far less time than nature might have imagined, dense and spinning stones coalesce with the rebounding push of new energy as the star itself grows and mature with impossible speed, gaining size and energy of their own and falling into perpetual circles gaining complexity as they mature of their own accord.

Several of these worlds coalesce over time into habitable planets with vastly different environments, as each world calls out to one of you in turn, shaping itself to your vision, your desire, your hopes, and your dreams, and each falling into conjunction in the turning of the years so that even in the spirit-beyond you forever can reach across the vast and remember your friends who made this place come to be. Continents form, waters cool the surface, and life once more comes aborning. Outside this system, none can say for sure what may become of this opportunity for new life, or what shadows of the past may lurk in the far corners of the universe. But you each now may tend to your own gardens, shaping the course of a new history and destiny on your own Legendary Planet.





BEYOND THE ADVENTURE

Every installment of the Legendary Planet saga is a grand adventure, but what you will find between these pages is far more than just an adventure. Each issue also brings you a selection of articles expanding the incredible universe in ways that go far beyond the adventure itself:

- A dozen new monsters: the void-blasted locusdaemon, the gleaming diamantem, the psychic eribus, the deadly griever cyborg and myrmidon and annihilator robots, the kaulvrex hive, the savage pelkrev, the ghostly yllosan, and spacefaring amorphs like the living nebula, star blight, and supermassive singularity!
- New technological and magical items like the *klaven spacesuit*, *black ray pistol*, and *null weapon fusion*.
- A detailed gazetteer of the massive Dyson sphere that encompasses the entire star.
- Expanded rules for adventuring in the void, including dealing with gravity, radiation, vacuum, zero-gravity maneuvering, and more!
- “Planet Killer,” the final chapter in Chris A. Jackson’s ongoing tale of Anasya, an interplanetary adventurer just hoping to survive the literal end of the world!



BESTIARY

DAEMON, LOCUSDAEMON

This hideously deformed creature is wracked by agony, its flesh simultaneously frozen solid and burned black, disintegrating into the void and calcifying into tormented necrotic tissue pierced with scores of tiny holes as if by projectiles shot at incredible speed. Flaring light shines from half of the creature's body from an unseen source. The shattered remnants of survival gear hang about its battered body.

LOCUSDAEMON

CR 14

XP 25,600

NE Medium outsider (evil, extraplanar)

Init +4; Senses darkvision 60 ft.; Perception +30

Aura gravitic aura (30 ft., DC 20)

DEFENSE

HP 250

EAC 28; KAC 30

Fort +18; Ref +16; Will +12

Defensive Abilities tidal lock; DR 10/good and magic; Immunities acid, cold, critical hits, death effects, disease, fire, poison, vacuum; Resistances electricity 10

OFFENSE

Speed 30 ft., fly 60 ft. (Su, clumsy)

Melee slam +28 (4d8+22 B & P; see text)

Multiattack 3 slams +24 (4d8+22 B & P; see text)

Offensive Abilities meteor strike

Spell-Like Abilities (CL 14th)

1/day—*control gravity* (DC 21), *summon allies* (1 locusdaemon, 35%)3/day—*control atmosphere* (DC 19), *cosmic eddy* (DC 19), *gravity well* (DC 19), *psychokinetic strangulation* (DC 18)At will—*interplanetary teleport* (self plus 50 bulk of gear only), *irradiate* (DC 18), *ray of exhaustion* (DC 18)Constant—*detect magic*

STATISTICS

Str +8; Dex +4; Con +6; Int +2; Wis +1; Cha +8

Skills Acrobatics +25, Bluff +25, Stealth +25

Languages Abyssal, Draconic, Infernal, telepathy 100 ft.

ECOLOGY

Environment any space

Organization solitary

SPECIAL ABILITIES

Gravitic Aura (Su) A locusdaemon radiates an aura of attraction that impedes any movement away from the creature. This manifests as either a gravitational pull or a rush of air responding to lower pressure. Any creature that attempts to move away from a locusdaemon while inside this aura must succeed on a DC 20 Fortitude save in order to move.

This roll must be attempted each time a character inside the aura uses a move action to move away from the locusdaemon, meaning creatures may have to attempt the save more than once per round. Failure indicates the character cannot move away from the locusdaemon, although she can move around it or toward it. Creatures that specifically ignore gravity or have supernatural flight speeds ignore this effect. The locusdaemon's *control gravity* spell-like ability can push creatures up and away from it without interference from this aura.

Meteor Strike (Ex) Locusdaemons launch their melee attacks with the speed and strength of falling stars. A locusdaemon's slam attacks target EAC and deal both piercing and bludgeoning damage. When a locusdaemon scores a critical hit with a slam attack, its opponent's armor or shield (the locusdaemon chooses) gains the broken condition.



Tidal Lock (Su) A locusdaemon is always facing any creature that beholds it and cannot be flanked. Furthermore, a locusdaemon is always half scorched and half frozen. When making a slam attack, a locusdaemon can choose to have the attack deal either cold or fire damage instead of piercing and bludgeoning damage. The locusdaemon chooses which damage to deal before each attack.

Most creatures facing death maintain some sort of hope for a better outcome until their very last breath. For those unfortunate souls forced into outer space with no protection, there is neither breath nor hope. The instant lethality of such a threat sometimes empowers fiendish souls waiting to manifest such sudden and inescapable demise. Locusdaemons embody the concept of death in outer space, whether by collision with high-speed debris, exposure to extreme temperatures, or instant suffocation.

Locusdaemons fit loosely into the hierarchy of daemonkind. Exclusive to apocalyptic errands in space, they observe (and frequently engineer) cataclysmic events, teleporting to survivors to prevent any effort to rescue them. Their most common interaction with mortals is when spacefaring cults seeking apocalypse summon them to aid in the destruction of an entire world or massive interstellar vessel.

DIAMANTEM

This glittering crystal creature is vaguely humanoid in form, sparkling with multicolored radiance from within even as it gathers all light around it and throws it back in a radiant display.

DIAMANTEM CR 16

XP 51,200

N Large outsider (earth, elemental, fire)

Init +4 **Senses** darkvision 60 ft., blindsight (vibration) 60 ft., see in darkness; **Perception** +28

Aura radiant light (30 ft.)

DEFENSE HP 300

EAC 30; KAC 32

Fort +20, **Ref** +18, **Will** +14

Defensive Abilities hardness 10, intrastellar; **Immunities** acid, elemental immunities, fire, light immunity; **SR** 27

Weaknesses vulnerable to cold

OFFENSE

Speed 40 ft., burrow 40 ft.

Melee slam +31 (6d10+26 B & P & S; critical severe wound)

Ranged prismatic beam +28 (see text)

Space 10 ft.; **Reach** 10 ft.

Offensive Abilities prismatic beam (DC 22)



STATISTICS

Str +10; **Dex** +4; **Con** +7; **Int** -2; **Wis** +3; **Cha** +5

Skills Athletics +33

ECOLOGY

Environment any space

Organization solitary, pair, or spire (3–8)

SPECIAL ABILITIES

Diamond Edge (Ex) A diamantem's body is composed of compressed carbon, with features chipped to sharp edges by the constant rolling pressure inside the star that formed them. In addition, the diamond-tipped ridges across a diamantem's body slice through its opponents easily. Its natural weapons deal bludgeoning, piercing, and slashing damage, and gain the severe wound critical hit effect.

Intrastellar (Ex) A diamantem is immune to any effect related to fusion, gravity, light, and pressure. It can move and see normally in the natural conditions of their home.

Light Immunity (Ex) Diamantems are immune to the harmful effects of bright light (including effects that blind or dazzle with light) and all effects with the light descriptor.

Prismatic Beam (Su) As a standard action, a diamantem can shoot a ray of multicolored light at a target within 60 feet. If the ray hits, it has one of the following effects, determined randomly:

D8	COLOR	EFFECT
1	Red	30 points of fire damage (Reflex half)
2	Orange	60 points of acid damage (Reflex half)
3	Yellow	120 points of electricity damage (Reflex half)
4	Green	Poison (Track: Constitution; Frequency: 1/round for 6 rounds; Cure 2 consecutive saves)
5	Blue	Flesh to stone (Fortitude negates)
6	Indigo	Feeblemind (Will negates)
7	Violet	Sent to another plane (Will negates)
8	Struck by two rays	Roll twice more (ignoring any "8" results)

Radiant Light (Su) A diamantem's body reflects and amplifies ambient light, increasing the illumination level within 30 feet by one step. Within this area, all creatures that use vision as their primary sense are dazzled (no save), and the penalty on attack rolls and Perception checks increases by 1 for every step of illumination that exists above darkness, to a maximum of -3 in bright light.

Diamantems manifest where elemental energies of earth and fire exist in extreme supply. The dense hearts of some dying stars provide the perfect home for these

beings of compressed carbon and dazzling light. Native to their unusual homes, they engage in the processes of fusion or increasing gravity and defend their homes against any intruders who can survive their lethal environment.

EREBUS

This dark-skinned being has a stocky build and an overall craggy appearance. Its blue eyes glow with an inner light that seems to pierce the souls of everything it views.

EREBUS

CR 1/2

XP 200

Erebus psychic 1

N Medium humanoid (erebus)

Init +1; Senses low-light vision; Perception +4

DEFENSE

AC 11, touch 11, flat-footed 10 (+1 Dex)

hp 8 (1d6+2)

Fort +2; Ref +2; Will +3

Defensive Abilities emotional push (+3, 1/day), mental fortitude

OFFENSE

Speed 30 ft.

Melee dagger –1 (1d4–1/19–20)

Ranged mwk light crossbow +2 (1d8/19–20)

Special Attacks influential mind, phrenic amplification (mindtouch, overpowering mind), phrenic pool (3 points)

Spell-Like Abilities (CL 1st; concentration +4)
1/day—hypnotism (DC 15)Psychic Spells Known (CL 1st; concentration +4)
1st (4/day)—charm person (DC 15), command (DC 15),
detect thoughts (DC 14)
o (at will)—arcane mark, mage hand, message, telekinetic projectile

Psychic Discipline Rapport

STATISTICS

Str 8, Dex 12, Con 13, Int 17, Wis 10, Cha 16

Base Atk +0; CMB –1; CMD 20

Feats Extra Amplification

Skills Bluff +7 (+15 to pass secret message to another erebus), Diplomacy +7, Knowledge (local) +7, Perception +4, Sense Motive +4, Spellcraft +7

Languages Celestial, Common, Draconic, Elven, Erebus

SQ emotional bond

ECOLOGY

Environment any temperate or warm land

Organization solitary, pair or gestalt (3–20)

Treasure NPC gear (dagger, masterwork light crossbow with 10 bolts, other treasure)

Erebuses have human origins but have evolved into their own species, primarily due to the human inhabitants on a remote planet who experimented with instant mental communication between members of their species. The lead scientist, Erebus Thainozen, had already opened up his mind's potential to give him incredible psychic gifts, and he used those to augment the technological aspects of his peoples' advancement. The procedure was successful, and Erebus became the core of an Overmind connecting everyone on the planet. With all minds working as a harmonious collective, the erebuses expanded beyond their planet. As time passed, the Overmind lost all of its progenitor's personality, and it currently acts as a hub for its scattered people. The intense gestalt on the erebus home world has allowed them to repel even magically or technologically superior invaders, since the erebuses can instantaneously coordinate a response. Away from their home, though, they lose the strong connection among themselves but retain an empathic connection which eases communication among their species.

Even an erebus born apart from the gestalt mind still feels a connection to it and finds a way to contact the Overmind before reaching adulthood. Adventuring erebuses are the norm, since their collected knowledge and experiences add to the whole and provide the Overmind a better understanding of the current state of the universe. Most erebuses leave their home planet upon reaching maturity and only return near the end of their natural lifespans, passing their memories on to the gestalt before dying.

Erebuses tend toward true neutral alignments, but their individual experiences shift their viewpoints. Erebuses are split equally between good and evil, but the connection to a gestalt makes them more prone to shift to lawful alignments as opposed to chaotic. Extreme alignments are exceedingly rare among erebuses. Their focus on the mind and its capabilities leads many erebuses to choose psychic as their primary class or to pursue psionic disciplines. Some erebuses choose classes, such as cavalier where they can share teamwork feats with their allies, in order to simulate the connection they have with erebuses.

Average erebuses stand at 5 and a half feet tall. Their dense flesh causes them to weigh more than humanoids of their size, and they weigh in excess of 300 pounds. Erebuses enjoy long lives, nearly matching an elf's lifespan.



EREBUS CHARACTERS

Erebuses are defined by their class levels—they do not possess racial Hit Dice. All erebuses have the following racial traits.

+2 Intelligence, +2 Charisma: Erebuses are quick witted and strong willed. They have no inherent physical weaknesses.

Medium: Erebuses are Medium creatures, and have no bonuses or penalties due to their size.

Normal Speed: Erebuses have a base speed of 30 feet.

Low-Light Vision: Erebuses can see twice as far as humans in dim light.

Mental Fortitude: Erebuses spend some time in a gestalt mind, enforcing their mental endurance. They receive a +2 racial bonus on Will saves to resist spells and spell-like abilities of the enchantment (charm) and enchantment (compulsion) schools. In addition, if they fail such a save, they receive another save 1 round later to prematurely end the effect (assuming it has a duration greater than 1 round) The second save is made at the same DC as the first. If an eribus has a similar ability from another source (such as from a rogue's slippery mind), it can only use one of these abilities per round, but can try one on the second round if the first rerolls ability fails.

Force of Will: Erebuses add +1 to the saving throw DCs for spells and spell-like abilities of the enchantment school. In addition, erebuses with a Charisma score of 15 or higher may use *hypnotism* once per day as a spell-like ability (caster level equal to the eribus's character level).

Skilled: Erebuses gain an additional skill rank at first level and one additional skill rank whenever they gain a level.

Limited Mental Connection: Erebuses have a +8 racial bonus on Bluff checks to pass secret messages to other erebuses and cannot deliver a wrong message to an eribus regardless of the check.

GRIEVER

This lithe warrior seems more machine than human, with four spidery arms flanged with razor-like burrs. Its four-fingered hands hold deadly-thin blades and two bent-jointed legs end in clamp-like metal claws. The eyes glaring out of its mask-like face are all too human in their scarred sockets, while tubes and wires knit its metallic chest pod to the flesh and mechanized vitals within.

GRIEVER

CR 17

XP 102,400

N Medium construct (technological)

Init +11; Senses darkvision 60 ft., low-light vision, *true seeing*;

Perception +29

DEFENSE

HP 340

EAC 31; KAC 33

Fort +17; Ref +17; Will +13

Defensive Abilities evasion, fortification (60%), integrated

weapons, jagged machinery, true deflection, unflankable; DR 15/adamantine; Immunities construct immunities, mind-affecting effects; Resistances acid 10, cold 10, fire 10; SR 28

Weaknesses biomechanical construct

OFFENSE

Speed 60 ft., climb 30 ft.; sprint

Melee integrated zero-edge longsword +32 (7d8+25 P & S; critical severe wound)

Multiattack 4 integrated zero-edge longswords +27 (7d8+25; critical severe wound)

Ranged integrated parallax laser rifle +29 (8d6+17 F)

Offensive Abilities jagged machinery

Spell-Like Abilities

Constant--*true seeing*

STATISTICS

Str +8; Dex +11; Con --, Int +2; Wis +5; Cha +0

Skills Acrobatics +34, Athletics +29, Stealth +29

Feats Deflect Projectiles

Gear 4 integrated zero-edge longswords, integrated parallax laser rifle, 4 ultra-capacity batteries (100 charges each), mk 3 fortified plates



ECOLOGY**Environment** any**Organization** solitary**SPECIAL ABILITIES**

Biomechanical Construct (Ex) Unlike most constructs, grievers are vulnerable to death effects, necromancy effects, bleed damage, and damage or drain to their physical ability scores, though they suffer only half normal effects from these effects. Spells and effects that specifically damage or destroy metal cause half damage to a griever. They otherwise have normal construct immunities.

Integrated Equipment (Ex) A griever's weapons and upgrades are integrated into its frame and can't be disarmed.

Jagged Machinery (Ex) Spikes, blades, and jagged machinery cover a griever's body. Any weapon or natural weapon it wields inflicts piercing and slashing damage in addition to any other damage it would normally inflict. Creatures striking a griever in melee take 3d12 points of slashing and piercing damage unless using a reach weapon. A creature that attempts a grapple combat maneuver against a griever or begins its turn grappled by a griever takes this damage as well.

Sprint (Ex) Once per hour, a griever can move up to 10 times its normal speed when running or charging.

True Deflection (Su) A griever can use the Deflect Projectiles feat to deflect attacks regardless of the attack's damage type.

Cruel cyborgs created with a fusion of magic and technology, grievers live a tortured existence enslaved to their master's will and driven to kill, maim, and destroy upon command, though they know it will bring them no succor nor respite from their tortured existence. The metallic exoskeletal devices erupting from a griever's flesh make it an exceptionally deadly combatant, but they pale beside the impossible grace and blinding speed of its bloody blades.

KAULVREX

Chitin covers the entirety of this insect-like humanoid. Its multifaceted eyes reflect their surroundings, while its mandible drip a caustic, green ooze. The creature has two powerful arms, ending in a four-clawed hand. A third, smaller arm, more suited for delicate work, protrudes from its chest. Its lengthy tail ends in two wicked, red-hot prongs.

KAULVREX**CR 6****XP 2,400****N** Medium monstrous humanoid**Init** +5; **Senses** darkvision 60 ft.; **Perception** +18**DEFENSE****HP 95****EAC** 18; **KAC** 20**Fort** +8; **Ref** +10; **Will** +7**OFFENSE****Speed** 40 ft., burrow 20 ft., climb 40 ft.**Melee** bite +17 (1d8+9 P & A) or claw +17 (1d8+9 S plus grab) or tail slap +14 (1d6+9 B & F plus chemical brand; critical burn 2d4)**Ranged** acid spit +14 (1d10+6 A)**Space** 5 ft.; **Reach** 5 ft. (10 ft. with tail slap)**STATISTICS****Str** +3; **Dex** +5; **Con** +2; **Int** -1; **Wis** +1; **Cha** +1**Skills** Acrobatics +13, Athletics +13, Survival +13**Languages** chemical communication**Other Abilities** third arm**ECOLOGY****Environment** any temperate or warm land**Organization** solitary, pair, or hive (3–12)**SPECIAL ABILITIES**

Chemical Brand (Ex) When a kaulvrex damages an opponent with its tail, the target gains an indelible chemical marker. A kaulvrex gains blindsight (scent) with a range of 30 feet with respect to the target, and when it detects the marker, it gains a +2 morale bonus on attack and damage rolls against the target. The marked creature must spend an hour scrubbing off the chemical brand to render it undetectable to kaulvrexes.

Chemical Communication (Ex) Kaulvrexes can communicate with other kaulvrexes within 60 feet via pheromone transmission. In a kaulvrex hive, this range extends to cover the entire hive. This is a silent and instantaneous mode of communication only kaulvrexes can understand.

Third Arm (Ex) A kaulvrex has an extra arm that does not give it any extra attacks or actions per round. However, it can manipulate or hold items as well as the kaulvrex's other arms.

Ancient insectile beings engineered kaulvrexes as a servitor species with proficiency in combat. They are highly adaptive creatures and can live and thrive in all but the most hostile environments, a feature that allowed them to serve as their creators' proxies in wars (sometimes between the creators) on a variety of planets. Kaulvrexes emancipated themselves from their makers helped in part by a devastating disease that wiped out most of the creators while leaving kaulvrexes untouched. They retained their warlike instincts but generally refuse to fight one another en masse, preferring champions to settle disputes between hives. They also retreated to more inhospitable locations on the worlds where they were stranded and maintain a distance from other habitations.

Kaulvrexes gather in hives led by a kaulvrex who becomes agendered when it assumes leadership. Sages who study kaulvrexes do not know whether this transformation was "programmed" in by their creators to prevent romantic distractions during battle or the kaulvrexes developed this after the won their freedom. Kaulvrexes of both genders serve equally as soldiers and workers. Their bodies adapt to the role they currently carry out. Soldiers' carapaces harden, and their musculature increases, while workers are weaker, but their third arms are defter. An individual kaulvrex usually remains in a specific role for its entire life but switching between roles is not uncommon. Kaulvrexes who specialize in their roles take class levels, with soldiers preferring fighter or monk (or,

extremely rarely, barbarian), and workers choosing rogue, expert, or other skill-based classes. The most commonly encountered kaulvrexes are soldiers, who protect the hive or hire themselves out as mercenaries. Kaulvrexes who work outside a hive develop strong bonds with their partners and allies and adapt their communication to the languages spoken by other species. Among other species, they often develop odd phrases meaningful to their shared experiences and use these to replicate the chemical communication they otherwise share with other kaulvrexes. Non-kaulvrexes view this as a propensity on the kaulvrexes' part for developing "inside jokes," and react with a level of amusement.

Typical kaulvrexes stand over 6 and a half feet in height and weigh nearly 250 pounds. They have relatively short lifespans, appropriate to their engineered nature, with the longest-lived specimens reaching the age of 50.

LIVING NEBULA

This purple, red, and yellow cloud of stardust glows with ionized gases and the fluorescences of white-hot newborn star fragments embedded within it.

LIVING NEBULA

CR 15

XP 76,800

CN Colossal ooze

Init +5; Senses blindsight (life) 120 ft., darkvision 120 ft.; Perception +31

DEFENSE

HP 237

EAC 28; KAC 29

Fort +15, Ref +11, Will +16

Defensive Abilities alien mind, gaseous; DR 10/magic;

Immunities cold, fire, ooze immunities, trick attacks; SR 26

Weaknesses sightless

OFFENSE

Speed fly 100 ft. (Su; perfect)

Space 30 ft.; Reach 30 ft.

Ranged star matter ejection +24 (4d6+15 F)

Offensive Abilities enveloping cloud

Spell-Like Abilities (CL 15th)

1/day—*holographic image* (5th level; DC 25), *telekinesis* (DC 25)

3/day—*greater invisibility*, *holographic image* (4th level; DC 24), *holographic terrain* (DC 24)

At will—*displacement*, *holographic image* (3rd level; DC 23), *psychokinetic hand*

STATISTICS

Str —; Dex +5; Con +7; Int —; Wis +9; Cha —

Skills Acrobatics +26, Physical Science +31

Languages telepathy 300 ft.

Other Abilities cautious, no breath, mindless, starflight

ECOLOGY

Environment vacuum

Organization solitary, pair, or pod (3–6)

SPECIAL ABILITIES

Alien Mind (Ex) A living nebula's mind is vastly different from the corporeal bodies of most sentient races. The first time a creature other than an outsider or aberration makes mental contact with a living nebula, it must succeed at a DC 23 Will save or be stunned for 1d4 rounds. On a successful save, the creature is merely staggered for 1 round. This effect can occur whether the living nebula initiates mental contact (via telepathy) or another creature attempts to do so (such as via *detect thoughts* or *mind probe*).



Once a creature is exposed to a specific living nebula, it is immune to this effect from all living nebulas for 24 hours. This is a mind-affecting effect.

Cautious (Ex) A living nebula always uses the fighting defensively or total defense option during combat, unless it is casting a spell or engulfing opponents.

Enveloping Cloud (Ex) A living nebula can engulf foes. Engulfed creatures take 12d6 fire damage and are blinded for 1d6 rounds. A creature that succeeds at a DC 23 Reflex save takes half damage and negates the blinded condition. A creature engulfed by a living nebula does not gain the pinned condition and may move normally, but if it ends its turn sharing space with the living nebula, it is blinded for 1d6 rounds in addition to taking 12d6 fire damage (no save).

Gaseous (Ex) A living nebula has a body composed of stardust. It can pass through small holes or narrow openings, even mere cracks, but cannot enter water or other liquid. It has no Strength score and cannot manipulate objects as a result.

Starflight (Su) A living nebula can survive in the void of outer space. It flies through space at incredible speeds. Although exact travel times vary, a trip within a single solar system normally takes 3d20 months, while a trip beyond normally takes 3d20 years.

Living nebulas are fragments of awakened cosmic consciousness that have coalesced over long centuries and have drawn accretions of dust and gas into themselves to surround their living spark, infusing the dust with their awareness like plankton floating on the eddies of the interstellar ocean. They frequently inhabit nebulas but also rove the spaceways, with an uncanny ability to sense the presence of starships and trail along behind them absorbing waste energies from their engines.

These composite creatures are playful, with an almost childlike immaturity of children and a curiosity about travellers in the void combined with an alien lack of awareness about the repercussions of their actions. Most instances of their “attacks” against space travellers are more a result of them getting too close to the objects of their interest and unintentionally damaging creatures or their vessels, or playful illusory pranks created in a misguided effort to communicate with travellers or get them to chase, play tag, or other juvenile forms of recreation. A pod of living nebulas might pretend to be an asteroid field, using *holographic terrain* and *holographic image* to enhance the effect. A lone living nebula may take up residence within the abandoned hulk of a derelict starship containing salvageable trade goods, using the interior ventilation ducts of the vessel to facilitate its movement. Explorers may not realize a living nebula is behind the strange happenings occurring around them until the creature reveals itself.

STARSHIP HAZARD — TIER 6 BIOLOGICAL **SIZE TINY**

Flying through the aura of a living nebula, or worse, flying through the living nebula itself, disrupts sensors, erodes shields, and can even damage the hull itself on smaller ships. A science officer can use the starship’s sensors to detect the living nebula within their sensor range distance with a successful DC 30 Computers check to scan. If the ship moves through the hex in which the living nebula is located, the ship’s pilot can attempt to evade at the last moment with a DC 30 Piloting check to perform a stunt maneuver. On a failure, the starship passes through the nebula and takes 2d6 damage to one or more arcs, depending on its size, and suffers the blindness condition. Tiny ships take damage to all quadrants, Small and Medium ships take damage to two quadrants, and Large or larger ships take damage to one quadrant. If the stunt maneuver is successful, the starship takes only 1d6 damage to one quadrant and is not blinded.



PELKREV

A mix of silver and purple scaled plating covers this hunched over humanoid. A plate completely covers the location where its eyes should be.

PELKREV

CR 11

XP 12,800

CE Medium monstrous humanoid

Init +8; Senses blindsight (thermal) 60 ft.; Perception +20

DEFENSE

HP 176

EAC 24; KAC 26

Fort +15; Ref +13; Will +12

Immunities electricity, fire, paralysis, sleep; SR 22

OFFENSE

Speed 30 ft.

Melee bite +24 (2d8+16 P) or claw +21 (2d8+16 S)

Multiattack bite +18 (2d8+16 P), 2 claws +15 (2d8+16 S), and tail slap +15 (2d6+16 B)

Ranged explosive egg +24 (3d10+11 E & F)

Offensive Abilities explosive eggs

STATISTICS

Str +5; Dex +8; Con +3; Int +1; Wis +2; Cha +1

Skills Acrobatics +20, Athletics +20, Intimidate +25, Mysticism +20

Languages Draconic, Terran

Other Abilities arcane conversion, blind

ECOLOGY

Environment any wasteland

Organization solitary, pair, or colony (3–8)

SPECIAL ABILITIES

Arcane Conversion (Su) If a spell fails to penetrate a pelkrev's spell resistance, the pelkrev can convert the spell energy to energize itself or as material for its explosive eggs. If it augments itself, it gains the effects of *haste* for a number of rounds equal to the failed spell's spell level. The number of rounds is not cumulative for multiple spells converted in this way. If it chooses to convert spell energy to an explosive egg, it adds 1d10 damage per 2 spell levels (minimum 1d10) to an explosive egg it produces; an evocation spell converted this way adds 1d10 damage per spell level.

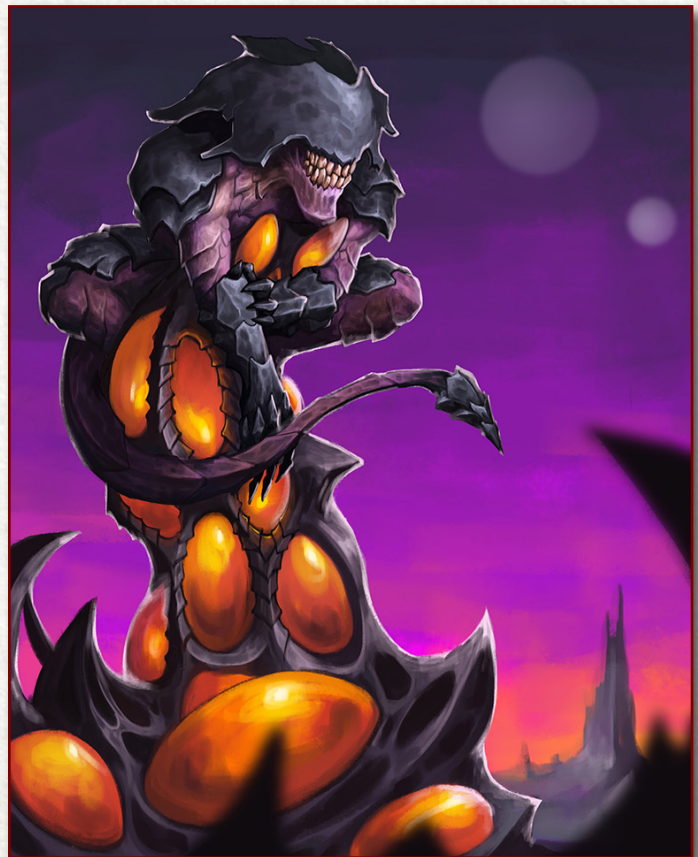
Blind (Ex) A pelkrev is blind. It is immune to gaze attacks, visual effects, illusions, and other attack forms that rely on sight. Outside the range of its blindsight, creatures gain total concealment against the pelkrev.

Explosive Eggs (Ex) A pelkrev can throw an explosive egg as a ranged attack with a range increment of 30 feet. On a successful hit, the target takes the listed damage (plus any extra from arcane conversion). The egg deals half its total damage to all creatures in a 10-foot radius (DC 18 Reflex halves). A typical pelkrev begins combat with 2 eggs and can produce a new egg as a move action.

Descended from a union of warring egg-laying humanoids, one tribe with half blue dragon and the other with half red dragon blood, pelkrevs synthesized their ancestors control over electricity and fire but lost much of the power possessed by their

forebears. A cataclysm caused by a strange solar flare claimed most of their home world, including the original half dragon species, but the pelkrevs survived thanks to rapid mutations which had the incidental effect of blinding them. Their strange carapace prevented optic overload from the solar flare which caused the victims' brains to shut down, killing them, or revert to a primal state, driving them insane. The surviving pelkrevs fled underground to wait out those who were driven mad to kill each other and returned to a world they no longer recognized. Most of the fields and forests had been reduced to ash by the event and the pelkrevs had to eke out a meager existence with hardy vegetables that managed to endure through the devastation. The blind pelkrevs brought species of lizards and other food animals with them from their underground homes and began their lives anew. The mutations to their skin and their eyes persisted with their offspring, who were born without eyes but with the weird helmet-like carapace.

The pelkrev home world almost escaped notice from spacefaring species, but when they were discovered, they readily left their homes to travel the universe. Pelkrevs hire themselves out as mercenaries and seem to have an uncanny knack for noticing things missed by creatures which primarily rely on sight. While pelkrevs are powerful in their own right, those who pursue work and become more skilled often choose to take levels in rogue or sorcerer (as part of their draconic birthright). While other classes are open to pelkrevs, there are no know clerics, since they have eschewed faith in deities as a result of their



shared tragedy. Pelkrevs are highly individualistic and prone to bouts of anger, making them generally poor teammates, but they deign to work with others if the money is right.

Pelkrevs become fertile once a year for a week-long period of time. During this time, they produce eggs with pelkrev embryos (losing the ability to create explosive eggs), which must be fertilized by another pelkrev. One of their mutations that saved them from extinction gave them the ability to both produce eggs and fertilize them, but they cannot fertilize their own eggs.

Typical pelkrevs stand six feet tall and weigh roughly 350 pounds. They can live up to 200 years.

ROBOT, ANNIHILATOR

This metallic creature has pincer-tipped arms and a single red eye—it flies with eerie grace via blasts of fire from its back.

ROBOT, ANNIHILATOR

CR 16

XP 76,800

N Gargantuan construct (robot, technological)

Init +7; **Senses** darkvision 120 ft., low-light vision, blindsense (vibration) 60 ft.; **Perception** +28

DEFENSE

HP 300

EAC 30; KAC 32

Fort +16; **Ref** +16; **Will** +12

Defensive Abilities hardness 10; **Immunities** cold, construct immunities; **Resistances** electricity 30, fire 30

Weaknesses vulnerable to critical hits, vulnerable to electricity

OFFENSE

Speed 50 ft., climb 30 ft., booster jet

Melee claws +28 (6d10+26 P)

Multiaction claws +25 (5d8+26 P), slam +25 (3d8+26 B)

Ranged chain guns +31 (6d10+16 P)

Space 20 ft.; **Reach** 20 ft.

Offensive Abilities plasma lance, suppressing fire

STATISTICS

Str +10; **Dex** +7; **Con** -; **Int** +2; **Wis** +3; **Cha** -3

Skills Acrobatics +28, Athletics +33, Intimidate +28

Languages Common

Other Abilities unliving

ECOLOGY

Environment any

Organization solitary

SPECIAL ABILITIES

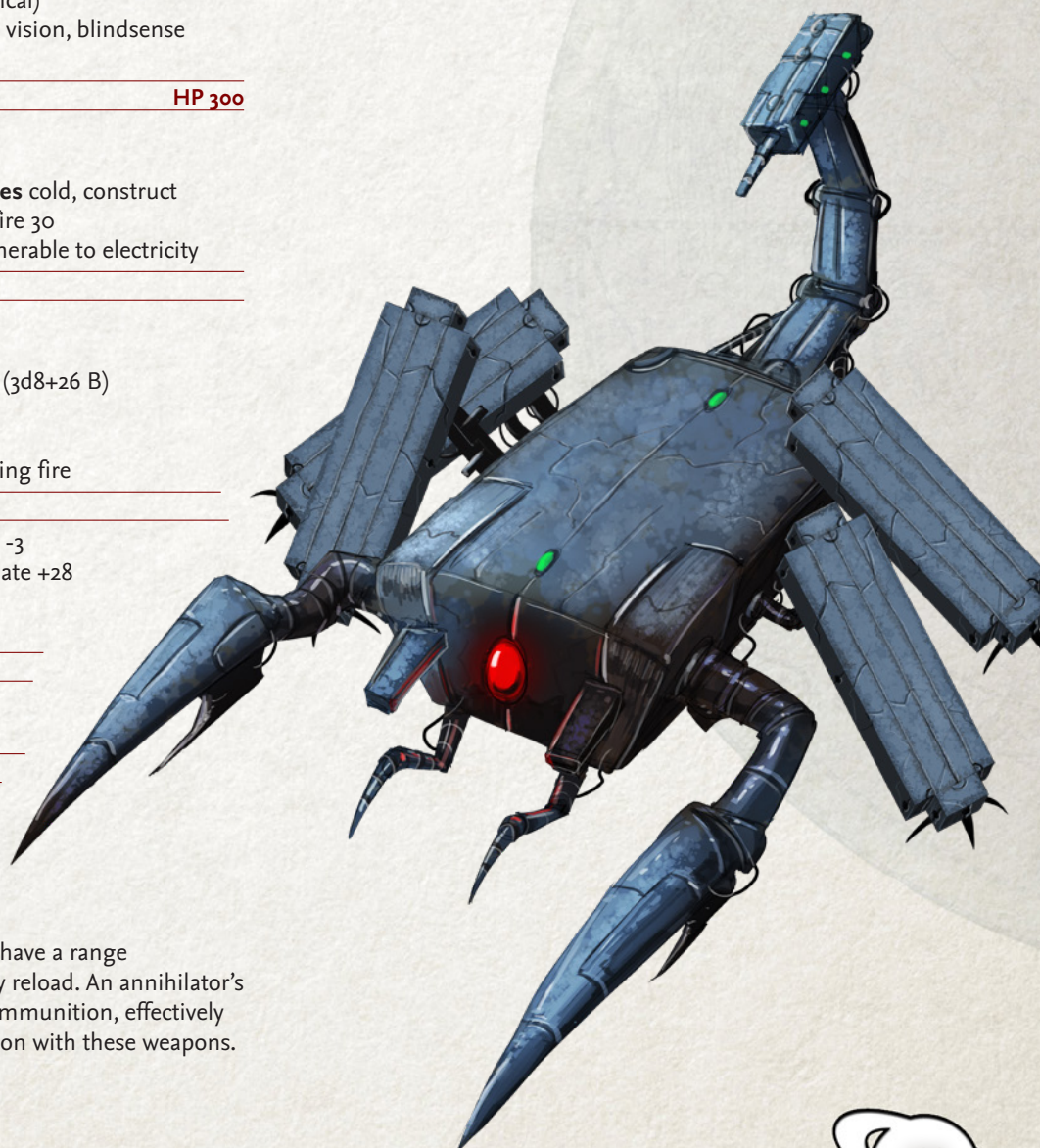
Booster Jets (Ex) As a swift action up to 10 times per hour, an annihilator can gain a fly speed of 60 feet (poor maneuverability) for a duration of 1 minute.

Chain Guns (Ex) These advanced firearms have a range increment of 200 feet, and automatically reload. An annihilator's core can process scrap metal into new ammunition, effectively giving the annihilator infinite ammunition with these weapons.

Plasma Lance (Ex) As a standard action once every 3 rounds, an annihilator can fire a 120-foot-long line of plasma from its tail. All creatures in this area take 15d6 points of damage (Reflex DC 22 half). Half of this damage is fire and half is electricity.

Suppressing Fire (Ex) As a standard action, an annihilator can use its chain guns to fire in a 100-foot cone. When it does so, all creatures within this area must succeed at a DC 22 Reflex save or be reduced to 1 movement action and half their speed for the next round. Those who save can make only a standard action.

The enormous and formidable annihilator robots roam old ruins and wastelands, ridding them of all life and civilization. They smash structures, slaughter creatures both sentient and bestial, and scorch plant life to ashes. When rampaging, an annihilator indiscriminately destroys rather than following the meticulous approach many other robots take with their work. Despite the destruction they wreak, annihilators often gather up those who survive their assaults, collecting the dying and unconscious from battlefields and bringing them to a set location. Their purpose for keeping these battered but still-living prisoners is unknown.



ROBOT, MYRMIDON

This metallic creature has pincer-tipped arms and a single red eye—it flies with eerie grace via blasts of fire from its back.

ROBOT, MYRMIDON

CR 11

XP 12,800

N Large construct (robot, technological)

Init +5; **Senses** darkvision 60 ft., low-light vision, superior optics;
Perception +22

DEFENSE

HP 180

EAC 24; KAC 26

Fort +14; **Ref** +14; **Will** +11

Defensive Abilities hardness 10, resilience; **Immunities** cold, construct immunities

Weaknesses vulnerable to critical hits, vulnerable to electricity

OFFENSE

Speed 20 ft., fly 90 ft. (ex, perfect)

Melee claws +21 (2d8+19 P plus grab) or quantum lashes +21 (4d6 force/19–20,)

Ranged laser rifle +23 (3d8+11 F)

Space 10 ft.; **Reach** 5 ft. (20 ft. with quantum lash)

Offensive Abilities constrict (1d6+8 B), rockets

STATISTICS

Str +8; **Dex** +5; **Con** -; **Int** +0; **Wis** +3; **Cha** -3

Skills Acrobatics +25, Athletics +22, Engineering +22

Languages Common

Other Abilities unliving

ECOLOGY

Environment any

Organization solitary or unit (2–6)

SPECIAL ABILITIES

Laser Rifle (Ex) A myrmidon's eye is an integrated laser rifle with a range increment of 250 feet.

Quantum Lash (Ex) A myrmidon's two facial tentacles lash out with surprising force and are capable of extending up to a reach of 20 feet. These lashes are primary attacks that deal force damage on a hit. They target the defender's KAC. A quantum lash threatens a critical hit on a natural 19–20. A quantum lash that strikes a force field or force effect has a chance to disrupt that effect. Against a magical force effect like a *wall of force*, the myrmidon makes a special check as if it were casting *dispel magic* against the effect (CL 11th). Against a robot's force field, the robot struck must succeed at a DC 18 Fortitude save or its force field deactivates for 1d10 rounds, after which time the robot reactivates at the same hit point total it was at before it was deactivated.

Resilience (Ex) Myrmidons receive a +3 racial bonus on all saving throws.

Rockets (Ex) As a standard action, a myrmidon can fire a rocket to a range of 800 feet. A rocket explodes on impact in a 30-foot-radius burst, dealing 6d6 points of fire damage and 6d6 points of bludgeoning damage to all creatures in the area (Reflex DC 18 half). A myrmidon carries a maximum of five rockets. It can

replenish fired rockets at the rate of one per 12 hours, crafting new rockets from scrap metal and other collected components.

Superior Optics (Ex) Myrmidons see invisible creatures and objects as if they were visible.

Myrmidons are highly mobile robots programmed to patrol the skies above important locations. They react with swift violence, interpret anomalous sensory input as proof of hostile intent and rain destruction on the offending target immediately and without mercy. Most have been programmed to communicate, but they rarely hesitate in their carnage to do so.

STAR BLIGHT

This blob of inky blackness holds a tapestry of stars, many of which look like glowing red eyes. Only when it moves does it betray its nature as an autonomous being.

STAR BLIGHT

CR 20

XP 307,200

CE Medium ooze (blight)

Init +2; **Senses** blindsight (thermal) 120 ft.; **Perception** +39

DEFENSE

HP 440

EAC 35; KAC 36

Fort +19; **Ref** +15; **Will** +20

Defensive Abilities distance distortion, rejuvenation; **Immune** ability damage, ability drain, acid, cold, ooze immunities

OFFENSE

Speed 30 ft., climb 30 ft., fly 90 ft. (Su, perfect)

Melee slam +29 (5d8+32 C & S plus flash freeze; critical exhausted [DC 27])

Multiattack 4 slams +23 (5d8+32 C & S plus flash freeze; critical exhausted [DC 27])

Offensive Abilities exotic radiation burst

Spell-Like Abilities (CL 20th)

1/day—*corrosive haze* (DC 25), *charm monster* (DC 24), *holographic terrain* (DC 26), *snuff life* (DC 27)

STATISTICS

Str +12; **Dex** +2; **Con** +9; **Int** +6; **Wis** +2; **Cha** +2

Skills Acrobatics +34, Bluff +34, Disguise +34, Intimidate +39, Physical Sciences +39, Stealth +34

Languages Aklo, Common; domain telepathy

Other Abilities cursed domain, favored terrain (vacuum), no breath, sightless, starflight

ECOLOGY

Environment any vacuum

Organization solitary

SPECIAL ABILITIES

Cursed Domain (Su) Blights are living epicenters for domains of evil. Once per year, a blight may infuse an area of its favored

terrain, transforming it into a domain of evil with a radius of 5 miles (this effect does not extend beyond the natural border of the terrain). The epicenter of a blight's domain may be targeted by a *remove affliction* effect to temporarily lift this affliction. The DC to remove a star blight's cursed domain is 10 + the blight's CR. If successful, the *remove affliction* effect suppresses the domain of evil for 1 hour per caster level, during which time the associated blight becomes sickened. The cursed domains of multiple blights can overlap, but the effects do not stack—this simply makes it more difficult to remove the curse effect since there are multiple epicenters. A blight's cursed domain has open borders, and creatures can freely enter and leave. While magic and time are not affected in this cursed domain, each blight infuses the domain with a specific hazard, as detailed in the blight's entry.

Distance Distortion (Su) Gravity and light distort around a star blight. It benefits from concealment (20% miss chance) against attacks from adjacent opponents and total concealment (50% miss chance) against all other foes. Additionally, the range increment for all physical ranged weapons is halved within 300 feet of the blight. *True seeing* counters the miss chance from concealment but has no effect on the reduction of range increment.

Within a star blight's cursed domain, skill checks DCs for navigation and piloting are increased by 10.

Domain Telepathy (Su) Blights can communicate telepathically with any intelligent creature within their domain.

Favored Terrain (Ex) A blight favors a specific type of terrain. A blight in its favored terrain leaves no trail and cannot be tracked (although it can choose to leave a trail). Outside of its favored terrain, a blight loses access to its cursed domain, rejuvenation, spell-like abilities, and telepathy; it also gains the staggered condition.

Exotic Radiation Burst (Su) Three times per day as a standard action (but no more often than once every 1d4 rounds), a star blight can release a burst of strange cosmic radiation that affects its entire cursed domain. Creatures adjacent to the blight take 2d4 points of drain from a random ability score (d8 roll: 1—Strength, 2—Dexterity, 3—Constitution, 4—Intelligence, 5—Wisdom, 6—Charisma, 7—roll a d6 twice and apply the drain to each ability, 8—all ability scores). Creatures within 30 feet take 1d4 points of drain from a random ability score, and all other creatures in the blight's cursed domain take 1 point of drain from a random ability score. A successful DC 27 Fortitude save reduces the drain to 1 point for creatures adjacent to the blight and negates it for all other creatures. Alternatively, a star blight can damage objects with this radiation, dealing 20d6 points of damage to all objects within 10 feet of it, and 10d6 points of damage to all objects further than 10 feet from it but within 60 feet. This damage bypasses hardness, but the object may attempt a DC 27 Reflex save to halve the damage.

When a star blight is slain within its cursed domain, it releases this burst as a final retribution against its killers. This occurs regardless of the number of times the blight used this ability.

Flash Freeze (Su) A creature struck by a star blight's slam attack must attempt a DC 27 Fortitude save. On a failure, the creature loses any resistance to cold for 1 round and is stunned for 1d6 rounds. A creature that succeeds on the save retains its resistance to cold and is staggered for 1 round. Creatures immune to cold are immune to this ability.

Rejuvenation (Su) If a blight is slain within its cursed terrain, a new blight of the same type spontaneously forms in 1d10 days at the epicenter of the blight's cursed domain unless the blight's corpse is targeted with a *remove affliction* spell (DC = 10 + the blight's CR).

Starflight (Su) A star blight can survive in the void of outer space. It flies through space at an incredible speed. Although exact travel times vary, a trip within a single solar system takes 3d20 hours, while a trip beyond takes 3d20 days.

Star blights transformed from mountain blights—already adapted to thin atmospheres and exposure to cosmic radiation—when civilizations took to the stars. The blights followed the curious travelers to their new homes and attached themselves to popular spaceways. Along the way, they consumed ambient energies thrown off by a multitude of stars and even devoured decaying stars. While they require a portion of this energy to sustain themselves, they keep most of it in reserve, so they can breach ships or harm creatures. They find most humanoids easy prey when separated from their vessels and equipment and delight in toying with their exposed victims, against which they enjoy considerable advantages. The blights make space travel more difficult by bending light and gravity in strange ways, fooling sensors and physical observation alike.

Star blights measure 7 feet in diameter and weigh 300 pounds.



SUPERMASSIVE SINGULARITY

Waves of gravity pull towards the ball of silver light that hovers before you like a miniature star, with a distorted yet almost humanoid silhouette within it.

SUPERMASSIVE SINGULARITY

CR 20

XP 307,200

NE Tiny fey

Init +11; **Senses** low-light vision; Perception +43

Aura slow (10 ft., Fort DC 31)

DEFENSE

AC 36, touch 27, flat-footed 28 (+7 deflection, +7 Dex, +1 dodge, +9 natural, +2 size)

hp 351 (37d6+111)

Fort +15, Ref +28, Will +24

DR 20/adamantine and magic; **Immune** cold, disease, electricity, poison, radiation; **SR** 31

OFFENSE

Speed fly 60 ft. (perfect)

Ranged 4 x-ray pulses +28 touch (6d8+4)

Space 2-1/2 ft.; **Reach** 0 ft.

Special Attacks x-ray pulse

Spell-Like Abilities (CL 25th; concentration +32)

Constant—*entropic shield*, *haste*

At will—*darkness*, *daylight*, *gravity well*^{PH} (DC 22), *greater invisibility*

3/day—*chain lightning* (DC 23), *gravity sphere*^{PoTS}, *magnetic field*^{PoTR}, *reverse gravity*, *true seeing*

1/day—*interplanetary teleport*^{UM}

STATISTICS

Str 10, **Dex** 24, **Con** 16, **Int** 19, **Wis** 16, **Cha** 25

Base Atk +20; **CMB** +18; **CMD** 36

Feats Combat Casting, Combat Reflexes, Deadly Aim, Dodge, Greater Snap Shot, Improved Initiative, Improved Precise Shot, Improved Snap Shot, Mobility, Point Blank Master (x-ray pulse), Point Blank Shot, Precise Shot, Quicken Spell-Like Ability (*greater invisibility*), Ranged Disarm, Rapid Shot, Snap Shot, Weapon Focus (ray)

Skills Acrobatics +47, Bluff +38, Diplomacy +38, Escape Artist +40, Fly +52, Knowledge (engineering) +34, Knowledge (geography) +35, Knowledge (local) +35, Perception +43, Sense Motive +36, Stealth +52, Survival +33

Languages Aklo, Common, Sylvan, any commonly transmitted language (can't speak, radio communications)

SQ no breath

ECOLOGY

Environment outer space

Organization solitary

Treasure incidental

SPECIAL ABILITIES

Electromagnetic Shielding (Ex) A supermassive singularity bends the electromagnetic fields around themselves to gain a deflection bonus to AC that is equal to their charisma bonus.

Gravity Mastery (Su) As a swift action, a supermassive singularity can use their *gravity sphere*, *gravity well*, or *reverse gravity* spell-like ability as a swift action rather than a standard action. Alternatively, if the supermassive singularity is affected by a gravity-based spell or effect, it can negate that effect as a swift or immediate action.

Radio Communications (Ex) Due to their ability to monitor radio waves, supermassive singularities can usually understand and communicate in any language that is commonly transmitted through their territory. However, they transmit radio waves instead of speaking verbally so the other party wishing to communicate must have a similar ability or a communications device capable of doing so.

Slow Aura (Ex) Creatures moving within 10 feet of a supermassive singularity become slowed as the spell unless they succeed on a DC 31 Fort save. The creature remains slowed as long as they remain with the area of the aura. A successful save renders the creature immune to the supermassive singularity's aura for 24 hours. The save DC is Constitution-based.

X-Ray Pulses (Ex) A supermassive singularity can emit concentrated pulses of x-rays as its primary form of attack. X-Ray pulses are ranged touch attacks with a range increment of 100 ft and are considered ray attacks. X-Rays can penetrate most materials, so cover bonuses to AC do not apply unless the cover is provided by a force effect or by an extremely dense metal, such as lead or gold.

Born in the heart of a supernova, sometimes the formation of a neutron star is accompanied by the birth of a kindred fey spirit.



Supermassive singularities, also called living singularities by some races, appear as a glowing ball of silver light less than a meter across. Supermassive singularities can perceive and manipulate energy along a wide range of the electromagnetic spectrum allowing them to affect light, electricity, gravity, magnetic fields and even x-rays. Emitting deadly bursts of x-rays are the supermassive singularity's primary means of defense, but other favorite tactics include slowing foes with gravity wells and disarming foes with ranged x-ray pulses within an active magnetic field.

While not always malicious, supermassive singularities have the arrogance typical of most powerful fey and they have absolutely no concern for the consequences their actions have on "lesser" mortal creatures that they encounter. However, there is at least one account of a crew of shipwrecked survivors appeasing a supermassive singularity with lavish gifts in exchange for it using its *interplanetary teleport* ability to return them to an inhabited world.

YLLOSAN

A pale, translucent squid-like creature floats in midair, shrouded in rainbow-hued mist.

YLLOSAN

CR 7

XP 3,200

CG Small aberration (incorporeal)

Init +5; Senses darkvision 60 ft.; Perception +14

DEFENSE

HP 100

EAC 19; KAC 20

Fort +6, Ref +6, Will +12

Defensive Abilities incorporeal, natural invisibility

Weaknesses vulnerable to sonic

OFFENSE

Speed 30 ft., fly 30 ft. (good)

Ranged aetheric throw +15 (1d12+7 B or P)

Offensive Abilities possession, riding possession

Spell-Like Abilities (CL 7th)

At will—*dancing lights*, *detect thoughts* (DC 16), *mind link* (DC 16)

3/day—*enervation* (DC 19, negative levels lasts for 1 day per CL),

suggestion (DC 18)

STATISTICS

Str —, Dex +5, Con +2, Int +4, Wis +1, Cha +2

Skills Acrobatics +19, Bluff +14, culture +19, Diplomacy +14, Stealth +19

Languages Celestial, Common, Elali, Ultari, Yllosan; telepathy 100 ft.

SQ dream, mindlink, starflight

ECOLOGY

Environment any

Organization solitary, pair, or cluster (3–6)

SPECIAL ABILITIES

Aetheric Throw (Ex) An yllosan can enfold a nearby unattended object (maximum 35 pounds) and telekinetically hurl it as a ranged attack. If the attack hits, the target and the thrown object each take 1d12+7 points of kinetic damage. The item's

composition or magical properties do not affect the damage it deals when thrown wrapped in aether. An alchemical weapon, grenade, or similar item thrown at a target using this ability requires a ranged attack; however, if the attack hits and the item is shattered on impact, the target is affected by contents of the alchemical weapon or detonation of the grenade as the aether sheath dissolves upon impact.

Dream (Su) Once per day the yllosan, or a messenger it touches, sends a message to others in the form of a dream. It must first name the recipient or identify him or her by some title that leaves no doubt as to identity. The messenger then enters a trance, appears in the intended recipient's dream and delivers the message. The message can be of any length, and the recipient remembers it perfectly upon waking. The communication is one-way. The recipient cannot ask questions or offer information, nor can the messenger gain any information by observing the dreams of the recipient.

Once the message is delivered, the messenger's mind returns instantly to its body. The duration is the time required for the messenger to enter the recipient's dream and deliver the message. If the recipient is awake when the spell begins, the messenger can choose to wake up (ending the effect) or remain in the trance. The messenger can remain in the trance until the recipient goes to sleep, then enter the recipient's dream and deliver the message as normal. A messenger that is disturbed during the trance comes awake, ending the spell.

Creatures who don't sleep or don't dream cannot be contacted by this ability. The messenger is unaware of its own surroundings or of the activities around it while in the trance. It is defenseless both physically and mentally (always failing any saving throw) while in the trance.

Possession (Su) Once per day the yllosan attempts to possess a creature by projecting its soul into the target's body. The target creature must be within 150 ft. and the yllosan must know where it is, though it does not need line of sight or line of effect to it. The target creature is allowed a DC 17 Will save. When the yllosan transfers its soul upon casting, its body vanishes. It is ejected to the closest empty square upon expiration of the spell or upon the host's death. Failure to take over a host ends the spell.

If successful, the yllosan's life force occupies the host body. The host's soul is imprisoned with the yllosan but can still use its own senses (though it can't assert any influence or use even purely mental abilities). The yllosan can communicate telepathically with the host as if they share a common language, but only with the yllosan's consent. The yllosan keeps its Intelligence, Wisdom, Charisma, attack bonus, save bonuses, alignment, and mental abilities. The body retains its Strength, Dexterity, Constitution, hit points, natural abilities, and automatic abilities. A body with extra limbs doesn't allow the yllosan to make more attacks (or more advantageous twoweapon attacks) than normal. The yllosan cannot activate the body's extraordinary or supernatural abilities, nor can it cast any of its spells or use spell-like abilities.

As a standard action, an yllosan can shift freely out of the host. If the host's body is killed, you return to your own body and the life force of the host departs (it is dead). It is possible for the

yllosan to use this ability to possess a new target from within another creature's body; this resets the duration. Creatures whose souls are their bodies, such as incorporeal undead and non-native outsiders, cannot be possessed by an yllosan.

Riding Possession (Su) Three times per day, the yllosan can stealthily project its soul into a host's body up to 150 ft. away as an observer, with limited ability to influence the target. This functions as the yllosan's possession ability, except the host is still in full control of its body and is unaware the yllosan is possessing it. It cannot communicate with the host directly but can cast mind-affecting spells or riding possession on the host as long as it can cast these spells as purely mental actions. Even if the spell cast would normally affect more than one target or an area, it can affect only the host. If the host succeeds at a saving throw against a spell cast in this way, it immediately becomes aware that it is possessed, and if it was already aware, it receives another saving throw against riding possession. *Protection from evil* and similar effects don't expel the yllosan from the host, but they do prevent you it from casting further spells from within the host until their durations expire. A potential host can avoid these effects by making a DC 17 Will save.

Telekinetic Invisibility (Ex) An yllosan's body bends light and weaves aether while dampening sound waves. This works as *invisibility* except that the aetheric bending is easier to notice than normal *invisibility*, so its bonus on Stealth checks is halved (-10 while moving and +20 while perfectly still). The dampened sound allows it to avoid automatic detection via sound-based blindsense and blindsight, but it does not gain any bonus on Stealth checks from this ability against a creature with such abilities. This is considered a natural invisibility effect and is thus not subject to magical effects that would end an *invisibility* spell.

Vulnerable to Sonic (Ex) An yllosan suffers an additional 50% damage from sonic energy attacks. In addition, if caught within a sustained sonic effect which deals 5 or more points of damage per round, it cannot attack and can take only a single move or standard action. An yllosan that is possessing a creature using riding possession is not harmed by sonic effects, but if it is struck by a sonic effect that deals 15 or more points of damage while possessing a creature, the yllosan is driven out of its host automatically and staggered for 2d4 rounds.

A powerful telepathic and telekinetic species—and the consummate spies of the Bellanic Accord—the yllosan (ee-LOE-san) are mysterious ghost-like beings that exist in a realm of pure thought, floating intangible through the material world of others. They communicate by telepathy and revel in infiltration of other societies, extending their incorporeal tentacles into the mind and heart of creatures they meet to walk among them and search for those

of good heart to offer advice or warning about evils in their midst or coming soon. An yllosan may step into the body of a creature to help it achieve a goal or task it fears to attempt on its own. Yllosan are emissaries of hope and inspiration, but rarely stay too long in one place or within one body. They see themselves as advisors and helpers; it is not their place to do too much for those they meet, but to motivate them to rise up and face new challenges, daring to find the greatness within themselves. Yllosan rarely reveal their true form to other races, preferring to work through possessed proxies while remaining in the shadows themselves.

Yllosan have long cultivated a reputation among the enemies of the Accord as master spies and tireless investigators, and they enjoy the paranoia they engender in their foes. They are not above simply playing pranks on enemies while walking secretly among them, moving small objects around and using its *suggestion* and *possession* abilities to cause enemies to perform incriminating acts that cause their erstwhile allies to turn on them. Their presence is difficult to detect, as they can erase the memories of creatures they have inhabited upon departing their minds.

The yllosan are allies of the elali, but their numbers are dwindling. While able to pass through the void of space on waves of thought, the Ultari Hegemony has become more cunning at rooting them out and cutting them down after they have been expelled from a possessed creature. Some yllosan have abandoned the Accord and seek to preserve their species, including a colony of over 400 remains on the crossroads world of Zel-Argose. There, the Azure Syndic leads the Chapel of Blue Radiance, devoted to the mysterious deity Kytheklo. This eldritch entity manifests as a

god-like bluish light to the rest of the clergy, or it possesses one of the monks in order to speak face-to-face with new initiates or those who visit the chapel. Many non-yllosan visit and worship in this temple, unaware of the mysterious thought-creatures gathering within its walls and presuming the disembodied voices in their mind are numinous contact with a divine being or that the educated monks instructing them are actually the yllosan possessing them and speaking through them.

Yllosan are 3 feet in length, though their dangling tendrils and the misty psychic shroud that surrounds them sometimes makes them appear larger. As creatures of pure thought, they are weightless and virtually impossible to detect while possessing another creature; however, they are visible to creatures able to see invisible when entering or departing a possessed target.



ALIEN TREASURES

BLACK RAY PISTOL

LEVEL 19; PRICE 492,900; HANDS 1; PROFICIENCY SMALL ARMS; DAMAGE 6D6 NEGATIVE ENERGY; RANGE 60 FT.; CRITICAL FATIGUED; CAPACITY 60 CHARGES; USAGE 2; BULK L; SPECIAL SEE TEXT

A black ray pistol fires a cascading beam of disruptive energy that deals full damage to living creatures. Although its damage is entirely negative energy, it nonetheless deals half damage to corporeal undead. Incorporeal undead, constructs, and objects are not harmed by a black ray pistol.

A creature reduced to 0 hit points by damage from a black ray pistol is reduced to ashes (DC 20 Fortitude negates).

KLAVEN SPACESUIT

LEVEL 18; PRICE 365,650; TYPE HEAVY; BULK 3; KAC BONUS +23; EAC BONUS +24; MAX DEX BONUS +4; ARMOR CHECK PENALTY -5; SPEED ADJUSTMENT -5 FT.; UPGRADE SLOTS —; CAPACITY 20; USAGE 1 CHARGE PER HOUR

This airtight suit of synthetic polymers interwoven with superconducting filaments includes a transparent, dome-like helmet that completely covers the wearer's head. As long as it is powered, a klaven spacesuit grants its wearer complete protection from radiation and exposure to vacuum, as well as all inhaled toxins and diseases. It protects its wearer from extremes of heat and cold, granting cold resistance 5 and fire resistance 5.

The suit's self-repairing polymer resin fabric automatically seals secondary punctures or tears created by physical attacks to the wearer and damage dealt specifically against the suit. As a swift action once per round, the wearer can also trigger an active self-repair mode, expending one charge from the suit's power supply to repair 4d6 points of damage. A spacesuit repairs damage to itself at the rate of 4d6 points of damage per charge consumed. It has hardness 6 and 60 hit points.

A klaven spacesuit is fitted with numerous small booster jets that grant the wearer a fly speed of 20 ft. (poor) in areas of zero gravity while the spacesuit is charged. The boosters impart no benefit in areas of high, low, or normal gravity.

The wearer can load up to two serums into the suit for later consumption through tubing. Consuming a potion in this way requires a swift action to retrieve the potion and a standard action to consume it.

Klaven spacesuits allow klaven to use their nanite exchange to communicate with other klaven even in a vacuum, and in fact the range of such communication is 10 times normal in a vacuum. Creatures without the klaven template attempting to wear a klaven spacesuit are considered non-proficient in its use, even if they are proficient with heavy armor.

NULL WEAPON FUSION

LEVEL 15; PRICE 17,800 CREDITS

A weapon with the null fusion disrupts both technology and magic. When you score a critical hit with the null fusion, either the target or a single visible object carried by the target is subject to dispel magic and discharge, as the spell. The target creature (or bearer, in the case of an object) can attempt a Fortitude save to negate the effect, as normal. If the weapon already has a critical hit effect, when you score a critical hit, you can apply either the weapon's normal critical hit effect or the null effect.

GAZETTEER

In the eons-long struggle between the Patrons and Principalities of the universe, a turning point was finally reached when the Patrons triggered an immense aetheric spiritual cataclysm that drew the Principalities and their divine essences into heart of a singularity star called Faa Dlan, at the cost of stripping away their own immortal vitality. They had planned their trap with cunning, creating not only the vast essence well to contain the Principalities while simultaneously incarnating a self-replicating mechanism to continuously reinforce the prison while also hiding it from detection. Once it was sprung, the entire star would be encapsulated in a massive Dyson sphere over a hundred million miles across, absorbing and redirecting the star's energy to the prison within while keeping lesser beings far away. The limitless knowledge of the Patrons allowed them to extend the sphere's axis mechanism into the star itself, creating neutral stellar spaces protected from the incredible heat of the star's surface, while automated force components extended into the sublime inferno at its heart. The Principalities, contemptuous of their rivals and confident in their own imagined supremacy, never imagined the Patrons would stoop to the duplicity of baiting a trap just for them, but they learned to their woe that even their pure-hearted rivals had limits to their obdurate honor.

Since the absorption of the Principalities into their prison plane, the mechanisms of the sphere have worked to bleed off the power of their divinity and seal the rent in reality required to preclude any possibility of return. The seal was not quite perfect, and occasional dream essences leak out of the rift, spreading clues to an ancient mystery in the minds of those able to sense them. It is in this way that, despite the best efforts of the Patrons to hide this prison, the Principalities were eventually able to lure the psychic ultari to this place. While the eldritch mechanisms devised by the Patrons are beyond their ken and that of their minions to alter or destroy, they have been able (with the aid of their allies) to manipulate certain subsystems and begin colonizing the vast sphere like a legion of psychic parasites.

Through a combination of its own energetic processes and subtle manipulation by the Hegemony, the Sphere has grown organically since its inception like a spreading reef. Fractal towers joined by linked strands and channels of force energy have grown into watchtowers, power batteries, and a transportation network that beggars description. Like endless network tubes. The highly customizable nature of even these small modifications has led to ongoing research and testing to see if some workaround can be found for the sphere's inexorable annihilation of the last remnants of the Principalities, and at the time of this adventure perhaps there has been such a breakthrough, and the PCs have an ideal opportunity in this adventure to set things right.

DENIZENS OF THE SPHERE

The following member species of the Ultari Hegemony are the primary inhabitants of the various towers and settlements of the sphere.

Ultari: As with the Hegemony elsewhere, the ultari hold the dominant position within the sphere. While they occupy an elevated place in society, they comprise a numerical minority of the citizenry. Most act as administrators and commanders, and in any given settlement there may not be many present. They manage and run the entire complex, directly or through their surrogates, and they maintain strict oversight on those in their charge in order to ensure their orders are executed efficiently and effectively.

To outsiders, the ultari perpetuate the claim that it is their goal to release the Principalities. In truth, however, because they are at the top of the Hegemony and everything that it controls, many ultari have little intent to actually find a way of releasing the captive beings. This has led to a silent rift in ultari leadership between two factions, the Devotees who truly seek the return of the Principalities and the enactment of their will, and the Legates, who feel the ultari themselves have the empire well in hand and that it would perhaps be best for everyone if the dead gods of the ancients were to stay dead. The Legates pay lip service to the causes of the Devotees in public, both to maintain the illusion of ultari unity (and the stranglehold they have on the rest of the empire as a result of appearing united) but also to mollify the Devotee faction, who might otherwise spread sedition. Keep the priests happy, and rule in place of the ancients.

Bil'djooli: The bil'djooli are an aquatic race that command the front-line enforcers for the Hegemony. Their soldiers are bolstered by aquamancers, who wield magic and technology against their enemies. The bil'djooli are predisposed to violence, and they have a sadistic streak that is second only to their sense of duty. They are fairly ambivalent about who runs the show as long as they get to keep up their perpetual war machine, so they avoid taking sides, preferring to favor whichever side seems to be winning.

Onaryx: The onaryx are bat-winged humanoids who are extremely violent and warlike, but are a little more concerned with personal prowess, honor, and publicly demonstrating their awesomeness. They are one of the oldest races and have a lot of pride in their legacy of service to the ancient Principalities, so they're more interested in seeing them return. Their race has been in decline for centuries and they believe the Principalities can elevate them back to their former standing. They resent the ultari for understating their importance to the Hegemony, but they respect power, and for as long as the ultari are in control, they tend to respect the chain of command. Despite

this, they would abandon the ultari immediately should the Principalities return, and if the ultari could be shown to be weak and vulnerable, they might well rise up against their masters and reassert their ancient pride of place.

Jagladine: The Jagladine are in charge of the special research projects conducted by the Hegemony. They test the effectiveness of newly engineered diseases in controlled regions, which is one of the ways they put the nearly endless space of the prison to use. They have also been known to develop nanite implants to strengthen their own soldiers, and they try to warp conquered species to try and make them useful to the Hegemony. The jagladine are evenly split between the scientists and the zealots (many individuals are both). The scientists simply do not interact with the others unless they have worked out a scheme that they insist will benefit the Hegemony. The zealots, however, are singularly focused on bringing the Principalities back, and they marshal a lot of their fellows' cunning (often without them realizing it) to keep tracking down every lead and marker that might give a clue to tapping the powers of the Principalities. Many in the other Hegemony races disdain the jagladine as a mere thinker caste, always scuttling around their labs and libraries, then crawling forth with some new revelation and demanding everyone act on it now. Most of their ideas lead to naught, or at least the incremental gains they have made just don't impress their allies.

Klaven: The Jagladine created the Klaven to be foot soldiers and shock troopers. Part of the research the jagladine conduct here is to transform new races into Klaven. Despite their status as minions, there is a rather large faction of monks that is allied with the Principalities zealots.

FEATURES OF THE DYSON SPHERE

The Patrons used unimaginably advanced technology to create their prison. Even so, matter has to come from somewhere—the prison was designed using as little matter as possible and using energy from the star itself in an attempt to deal with the massive scales involved. Thus the “Dyson bubble” concept—a force-field instead of a shell, with just enough matter at strategic locations to keep the whole thing from falling apart. With the exception of the polar complexes, the material components of the bubble are comprised of tens of thousands of towers, evenly spaced across the globe.

Hypertubes: The towers and their hinterlands are connected by a series of hypertubes. One function of the energy tubes is to tether the towers together and keep them at a uniform distance from the star below. The other function is as transportation conduits—in the frictionless and power-rich vacuum of the hypertubes, properly designed tube-sled can reach incredible speeds, passing between towers in hours or days.

Lightshield Hinterlands: Each tower is surrounded by a hinterland of lightshield, thin membrane designed to absorb solar radiation and power the towers. The lightshield is morphic as well and over the eons some parts of the lightshield have been thinned and thickened or collected into outlying

structures. While the lightshield hinterlands are generally thousands of kilometers across, the vast distance between towers means that each towers hinterlands are separated by a vast sea of open space.

Towers: The towers of the Dyson bubble House the machinery (vast, solid-state and incomprehensible) that keeps the bubble intact and effective as a prison for the Principalities. They were designed with a long timescale in mind—the Patrons couldn't be sure who would be performing maintenance on the prison millions of years in the future, so the towers were designed to be generally morphic, control surfaces in each tower allowing its denizens to arrange the matter of the tower in almost any configuration. While most Ultari administrators leave well-enough alone, and many of the control surfaces have been lost to time, some towers have been extensively modified by their inhabitants past and present.

Tube-sleds: Most of the tube network operates on simple force capsules that can hold around 20 Medium-sized passengers. The system is adaptable, however, and can accommodate behemoth freight sleds as large as entire buildings. Such massive moving structures boast permanent residents who maintain the sled and make their living trading between towers or getting goods and people to places they need to go.

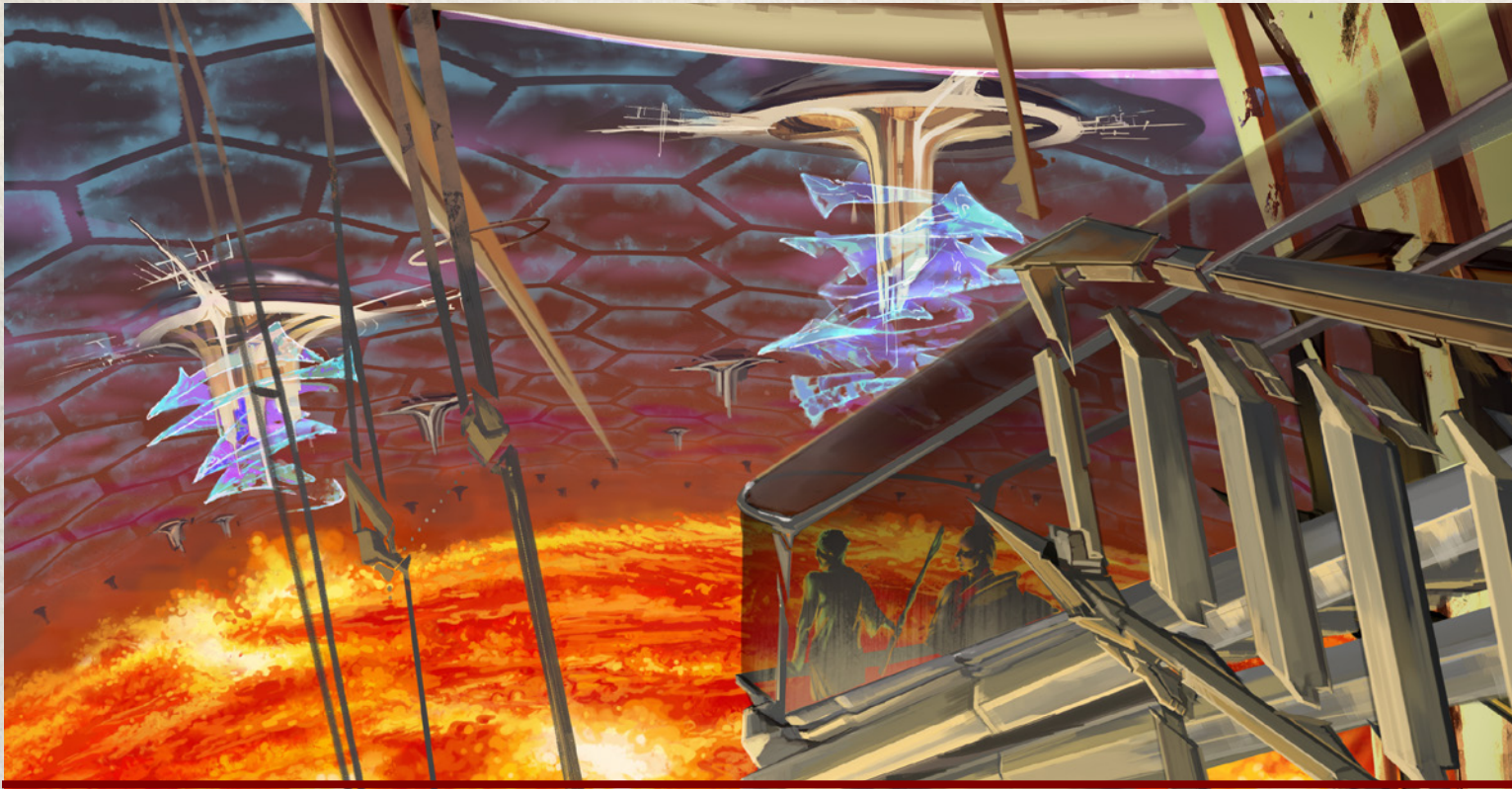
THE AXES

The two polar axes of the Dyson bubble are vast complexes given over almost entirely to the maintenance of the stellar prison. Each called Atlas Prime, they are so large that even the maintenance and waste spaces interspersed among the machinery is enough for them to be major population centers. The North Axis, however, is the center of a large negative energy waste called The Lacuna, the result of intense x-ray and sunspot activity interacting with the bubble. The North Axis is thus home mostly to ravenous and aggressive undead. The South Axis is much more hospitable, its free space turned into a large city called Atlas Major. In addition to being a major trade destination, Atlas Major serves as a neutral point for leaders of the various factions to meet, under the dominion of the ultari regime that dominates all, thus serving as the de facto capital of the sphere. Between them, the Axes Prime are the coordination hubs for the energy gathered in the towers. Either Axis alone could maintain the bubble for a time, but without either the entire structure would drift apart and fall into the star.

THE SPHERE SURFACE

Much of the surface of the sphere remains perfectly smooth eons after its creation, but such a massive structure cannot remain wholly unperturbed by the passage of time and the channeling of untold energies.

Malfunctioning Sphere: The hinterlands of tower 74 are particularly dangerous due to ongoing malfunctions that threaten critical failure of the shield in this region. Not only does the terrain keep reverting to previous forms and then back again, but the malfunction is letting through just enough solar radiation to cause problems for the local inhabitants. A small



fraction of those exposed to the heightened levels of radiation are extremely susceptible to it and have gone violently insane, turning their aggression toward the communities in which they reside, typically using the deadliest weapons available to them. The ultari administrator of this tower cares little for the welfare of this region, so long as he is able to collect the meager tax revenue it generates. He is aware of the shield's malfunction, and he is also aware of the harmful effects it has on its inhabitants, but he lacks the will to spend those taxes on remedying the problem.

The Snarl: With the exception of the polar Axes, the entirety of the Dyson Bubble is uniform, though in a fractally complicated sense that appears mostly random with flickers of order. The Patrons seeded the pattern but did not supervise it closely, instead allowing the bubble to create itself procedurally. The result is stronger than anything the Patrons could have designed artisanally. The procedure broke down in one place, though, near Atlas Major. There a slight mutation of the scheme ballooned out of control, creating a tumor known as the Snarl—a weak point in the pattern where towers clump together in strange knots and where unusually large gaps yawn. The hypertubes of the Snarl loop strangely and the towers are abnormal in size, shape and operation. The denizens of the bubble have always viewed the Snarl with wariness, and long experience has taught the Ultari that those who spend too much time in the Snarl develop strange habits and ideas. None but the lowest-status of Ultari Administrators would willingly reside in the Snarl and thus the entire area suffers

in isolation. Not quarantined precisely, but cut off socially and organizationally, home to the desperate and strange.

The Snarl is home to hundreds of towers, most of which are stunted and sickly, resisting efforts to adjust them even where the control surfaces are available. Other towers are bloated, twice or three times the size of an ordinary tower. All of the towers are idiosyncratic, an ultari Administrator who has molded a hundred towers elsewhere stumbling over the most basic alterations.

Due to the isolation of the Snarl, the social order evident in the rest of the bubble is largely non-existent. Each tower is controlled, at best, by an outcast ultari Administrator desperate to prove himself and get out. At worst the towers are controlled by whoever was desperate or ruthless enough to carve out a space for themselves away from prying eyes. The following points of interest are all located within the Snarl, a jungle with as much variation as the rest of the bubble combined.

The Klaven Liberation Front: The klaven are a designed species, manipulated from their original gene-stock to be obedient warriors. Even the genius of the jagladine has its limits, however, and some klaven don't take to the power structure of the Hegemony. Most of these are killed, but the smart and lucky keep their heads down, biding their time. A movement known as the Klaven Liberation Front (or just The Liberation for short) is ready to help these klaven gain a chance at freedom and meaning outside the Hegemony. The Liberation functions mostly within the Snarl, finding safety and room to maneuver in the underpoliced region. They strike at targets of opportunity,

either stealing supplies or recruiting the klaven warriors of patrols that they subdue. Invariably, many of the klaven are too mentally cowed to make good Liberation soldiers—these are left to their own devices. Those klaven who retain enough free will and intelligence to jump at the chance are invited into the movement. The Liberation has been successful enough that the powers of the Snarl have taken notice. Fewer opportunities are presenting themselves, and more of those opportunities are actually subtle traps to encourage the Liberation to overextend itself. The leadership of the Liberation know that they need either powerful allies or an audacious plan, and soon.

Mardex the Red: The ultari are a long-lived species, though in the Snarl their lives are often shorter than they would be elsewhere. One notable exception is Mardex the Red, an Ultari who has haunted the Snarl for many hundreds of years. The source of Mardex' longevity is a mystery, fodder for lurid rumors and wild speculation among his peers. Mardex gained his sobriquet in a series of bloody wars against an ultari combine that had set itself on the audacious course of attempting to bring the Snarl into the fold of ultari authority—it is partially due to Mardex' influence that the Ultari in the Snarl get so little interference from outside. Mardex' connections to the power players in Atlas Major, to Tower 32 and to elements of the Jagladine scientific community make him a force to be reckoned with in the Snarl and while his agenda is entirely opaque, his influence is vast.

THE TOWERS

Innumerable control towers dot the surface of the Dyson sphere, spaced evenly across the immense span. Most are separated by over a million miles from the nearest other tower, though occasionally in areas like the Snarl where space ripples and warps, towers sometimes meld and accrete together. Most towers are overseen by an ultari commander, though many ultari delegate direct operation of their assigned tower to a lieutenant of another race. Some even appoint artificial intelligences or cybernetic surrogates in their place. Regardless of who is nominally in control of the tower, most of the functional work of keeping the system functioning falls to squads of jagladine technicians, whose great intelligence, scientific curiosity, multiple limbs, and ability to work in toxic environments all come in very handy in maintaining the inscrutable machinery of the sphere.

Teratami: Teratami is one of the largest towers in the Snarl, its lines strangely curved and organic. The control surfaces that should allow locals to control the interior topography of the tower are lost or never existed. Rather than remain static, however, Teratami shifts intermittently and unpredictably. Rooms and corridors tend to remain static for days or weeks at a time, only to merge, separate or bend into new configurations over the course of minutes or hours. Teratami funnels its constant surplus of energy into rare and exotic minerals which bead off the walls unpredictably. The mineral wealth of Teratami keeps it populated despite the danger—several gangs control various sections of the ever-shifting tower, their loose structure

and cycles of alliance and betrayal mimicking the mercurial tower. All of the gangs have their own purchasers who control the various hypertube entrances to the tower. The purchasers all have a vested interest in their client gangs gaining territory within the tower and that competition occasionally engulfs the hyper-tubes and even adjacent towers in brief flare-ups of violence. Most purchasers are happy to leave the violence to those on the inside of the tower.

The Back Door: While the hypertubes connecting the Snarl to the rest of the bubble are closely monitored, there is one place where the intrepid or foolhardy can enter and leave the Snarl without falling under the eyes of the Ultari's sentinels. Tower 41, an otherwise unimpressive tower, has an unusually large hinterland, and that hinterland brushes the hinterland of Atlas Major. The crossing between the two is still 2,000 miles, but with solid ground and protection from solar radiation, the journey is possible. Tower 41 is home to a boutique smuggling culture, ultra-fast shield effect vehicles ferrying the most secret, expensive and dangerous goods and people across the vast distance in a matter of hours. The black marketeers of Atlas Major's lower reaches make sure that the right palms are greased to keep "The Back Door" off the official radar—everybody involved has much to lose if the route becomes policed and surveilled in the same way as the other borders of the Snarl.

The Hothouse: Generally, the morphology of the towers doesn't include much in the way of organics—towers are primarily metal and plastic affairs. The Hothouse is an exception to this rule—whatever algorithms cause a tower to pump out dirt and stone instead of metal are overactive and the Hothouse is thus more a terrarium than a tower. Held together by the mandatory structural substrate that powers the prison-star and surrounded by a glass shell, the Hothouse is a riot of overgrown plant-life. At one time a game preserve, the tower is home to numerous deadly beasts as well as poisonous plants. The Hothouse sits astride a major Hypertube junction, and it's sometimes more profitable to portage goods and people through the tower as opposed to going the long way around. When that happens nervous guards man the perimeter of the constantly maintained portage route through the middle of the tower. The predators of the tower are invariably drawn to the commotion and it's only a question of whether the transport can be completed before the bestial denizens of the Hothouse let their hunger overcome their caution.

The Plague Zone: Tower 125 is one of the worst places in the entire Dyson Bubble. The ultari administrator has given this entire tower over to the jagladine scientists to do with what they will. Most of the tower contains labs where they experiment with nanotech in an effort to make the ultimate klaven, but they also experiment here with diseases and chemical warfare. One entire region of the hinterlands has been all but walled off with force fields and populated by prisoners taken from other towers so they can test diseases they have created. Some of these diseases are not intended to kill their victims, but instead change some aspect of those infected. One experiment they have been running

is a disease that colonizes the brains of its victims, eliminating all but the most rudimentary elements of identity and cognition, effectively transforming them into zombies that the hegemony can unleash on an area. Another disease causes victims who possess skin to begin producing a slimy substance that hardens into scales, effectively giving them natural armor that acts as an energy shield; it also causes a great deal of pain, which when treated with pain killing drugs, renders them extremely susceptible to suggestion, thus transforming them into low-ranking soldiers. Numerous other diseases are constantly being tested, but most inhabitants of the sphere know that being moved to Tower 125 is effectively a death sentence, or worse.

The Tomb of the Mad Ultari: Thousands of years ago, an Ultari Administrator of unusual power and influence was exiled into the Snarl by his political rivals. Alone in his tower he slowly went mad, spending decades using the control surfaces of the tower to lovingly meld it into a burial complex for himself. By the time he finally died he had made the tower a conglomeration of deadly traps, impossible puzzles and fragile structures just one wrong step away from collapse. On his death bed he broadcast a final challenge to the rest of the bubble: In his hand he held a console with the power to mimic the control surface of any tower. With that console in hand, a sufficiently canny and ruthless individual could wield enormous power over the bubble. The Master Console, as the Mad Ultari called it, is considered a hoax or delusion by most. Every once in a while, however, someone will decide that the possible power is worth the danger.

The Tower of Chance: Controlled by a consortium of Ultari businessmen, the Tower of Chance is so much more than a casino. Traditional casinos, fighting pits and other vice-dens coexist with a wide variety of arenas in which individuals who wish to make a name for themselves (or a fortune) can put themselves up for the entertainment of their betters. No entertainment holds sway long before the jaded appetites of the tower's high-rollers, but one game has stood the test of time by continuously shifting its format—every time The Dance of Death opens its doors it is with a new and innovative challenge, unknown both to the bettors and to its participants. Those who survive are offered great riches and boons, enough to keep The Dance of Death awash in fresh talent.

Tower 32: Tower 32 is one of the few towers not run by an ultari administrator. Instead, it is run by the bil'djooli named Faz'got. The tower is entirely filled with water and is populated almost entirely by bil'djooli. Because of their inherent warlike nature, the inhabitants of this tower are organized into rigid military ranks, drilled constantly, and are often called upon by other towers to deal with problems that arise. Other administrators treat the inhabitants of this tower as a standing military police and call upon them when their inhabitants get out of hand, or uprisings occur, and the bil'djooli are all too happy to provide this service, provided that the ultari are willing to pay handsomely for their service.

Despite the military organization of their entire population, this is a chaotic place. Individuals tend to be the most loyal to their own units, though conflicts between individuals are

almost as common as factionalism between different units. When not engaged in a fight elsewhere, conflict between the various units tends to erupt on a regular basis. Their residential areas are almost gang-like, and peace keeping units are on active patrol, but are typically viewed more as another rival unit than actual authority. This overall lack of order is compounded by the fact that penalties for the many crimes against one another are usually punished by minor penalties, typically financial in nature, if they are investigated at all. Only crimes against high ranking members carry firmer punishments, which can include spending time in one of the few prisons that exist, or even death if the victim ranked high enough.

Utopia: Many of the towers of the Snarl are controlled by a single individual or small group of like-minded individuals. So it is with Utopia, an experiment in social harmony that has managed to maintain itself for centuries. The members of Utopia come from many races, all drawn by a shared dream of normalcy and surrender. Utopia is controlled utterly by the Nurturers who execute the rules laid out by Utopia's prophetic founders. Through a vigorous regimen of doctrinaire education and subtle mood-affecting drugs, the Nurturers maintain a harmonious social environment for their people. Of course, keeping a healthy society require occasional genetic infusions into each of the racial gene pools, and the Nurturers are always on the lookout for appropriate gene stock. Those in the know speculate that that's why the tower remains open to potentially destabilizing travelers—occasionally those travelers choose to stay, though how they come to that choice is sometimes murky.

THE TUBES

Most of the tube network is a model of efficiency, yet in such an enormous and complex system of such immense age, glitches occur from time to time, and occasionally cascade into large-scale regional failures of the system, though failsafes built into the system and regular monitoring by the jagladine technicians always limit the spread before disaster occurs.

Failing Hypertubes: One of the primary hypertubes connecting the towers of the snarl, this one has begun suffering intermittent malfunctions that have affected travelers in deadly and unforeseen ways. The first sign of trouble was when those aboard a hypertram began experiencing severe radiation exposure due to a partial failure of the shielding. Although the ultari administrators affected by this promptly ordered the closing of the tube while the jagladine technicians investigated the cause of the failure, it was later deemed safe and reopened. A week later, a sled the size of a building exploded just short of its destination. The ultari rely on the tube for supplies and commerce, so another brief shutdown was ordered, and then it was promptly reopened after a cause of failure report blamed temporary abnormal reactions in the star's core.

While the administrators accepted this explanation, the jagladine know that the findings in the report were purely theoretical and made public out of the necessity to keep the tube open, as opposed to finding the true cause of the malfunction. Meanwhile, they have been desperately examining

the equipment, trying to discover the true cause of the tube's failure, find the real cause, and repair it. So far, their efforts have been unsuccessful, and while the ultari administrators keep a wary eye on the situation, the technicians are certain that it is just a matter of time before the next tragedy occurs. They further realize that when it happens next, it could be their heads served up for their failure to fix the problem.

Broken Hypertubes: The collapse of a hypertube is a disastrous event, both for the travelers caught within and for the towers that it connects. While this tube still exists, it has been deemed too unsafe to use, and therefore serves no purpose other than anchoring the connecting towers in place. Thought to be one of the most severe symptoms of the snarl, the tube's failure occurred suddenly and unexpectedly, destroying all the hypertrams within at the time, resulting in the simultaneous deaths of thousands of beings caught within. An investigation into the event turned up entire sections of the tube that were offering minimal shielding from the sun's radiation. The ultari ordered several attempts to repair the tube, but the effort was costly and ultimately ineffective. With no choices available, they agreed to take the hypertube offline.

The result of the tube's closure was catastrophic since several smaller towers within the snarl relied entirely on it for the replenishment of supplies, trade, and travel. In the wake of the closure, the population has dwindled in these areas. As food and supplies dried up, the populations dependent upon it turned to unmitigated barbarism to survive. Those towers remain populated, but without hypertube service, they are almost completely unreachable. The ultari have written them off as lost, and those trapped within face a constant fight for basal survival.

Hypertram Pirate Ship: Hypertrams typically follow the will of the ultari administrators who oversee the towers they service; however, this is not always the case. The *Fortune's Plunder* is a hypertram that went rogue and was renamed by its onaryx captain. The vessel and its crew, which is a mix of roughly equal parts onaryx and bil'djooli, regularly attacks other hypertrams as well as the ports of call serviced by the hypertubes it plies. This behavior would be shut down immediately by the administrators except for the fact that they are protected by wealthy benefactors within the towers they frequent. Some even suggest that the ultari themselves are in on the take, which explains why there seems to be no will to do anything about this particular problem, even when others have been very efficiently dealt with in the past.

The onaryx captain, Skrowl, is an even-tempered captain who takes heed of advice offered to him by his subordinates, though he is occasionally forced to intervene in conflicts between the bil'djooli and onaryx crewmembers. This practical approach to leadership has earned him the trust and loyalty of the crew, who gleefully follow him on raids. In exchange for their good behavior, he offers them a healthy share of the bounty.

Hypertram Pilgrims: The *Degon Saes* is a hypertram that plies the tubes in search of true believers in the Principalities who wish to the powerful beings. The sled is operated by a religious

council, headed by the ultari Nemex, who learned long ago that most of the ultari within the Dyson bubble do not wish to free the Principalities at all. This hypertram wanders from port to port, extolling the necessity to serve the imprisoned beings, making it known that those of a like mind are invited to join them aboard his vessel. Nemex reveals to those who have earned his complete trust that he was once a tower administrator who learned that most of the Ultari would rather pay lip service to the principalities than actually release them. Although he does not feel that he can change this trend by himself, he does wish to nurture other true believers in their faith, then send them back out into the Dyson Bubble on a mission to influence others and create more true believers like them. He believes that when their numbers are great enough, the ultari will be forced to action and finally free the principalities. Because of this, he has taken on the mantle of disciple and shepherd and stands upon ceremony when interacting with those aboard the *Degon Saes*.

Mantere Market: The Mantere market is a stationary structure that exists in the space created by the junction of several hypertubes. As its name implies, it serves primarily as a place of commerce, though there is no shortage of living space, bars, gambling houses, and inns. From a distance, the structure looks like an enormous gray metal dish that is flat at street level, with enormous buildings rising from it. Along the outer ring of the market are structures that extend out and allow hypertrams to dock. It is, for all intents and purposes, a great city in a space where cities do not typically exist.

Most who have found their way here are merchants or customers, though a sizable portion of the inhabitants are refugees from their home towers. Many became outcasts for espousing political or dogmatic ideologies that were rejected by the ultari administrators. Others simply committed or were accused of committing crimes too egregious for the authorities to ignore. Many of these beings still fear the ones who forced them into exile, and as a result, hide below street level in some of the slums down below; and they aren't wrong to do so. Bounty hunting for these individuals is a popular trade among visitors.

The Dread: Despite constant low-level piracy and corruption, travel by hypertube is generally safe, even in the Snarl. Nevertheless, freighters, tube-sleds and hypertrams do go missing occasionally. Sometimes the lifeless hulks of the sleds are found later floating aimlessly through the tubes, often far from where they were last heard from. In all of these cases the signs are the same—signs of ferocious struggle throughout the vessel, blood everywhere, but no bodies. The authorities who have looked into the disappearances have collated stories of strange phenomena in the tubes, always noted around the time and place of the disappearances: Optical illusions wherein hypertubes will appear to go dark or be occluded by dark clouds. Suggestively intermittent vibrations in the hull. A bone-deep feeling of dread. Several tube-sleds have docked at towers just ahead of such phenomena, only to find that vessel that had been clearly visible behind them before the occlusion was gone from sight, never to arrive.

ATLAS PRIME

This cosmic metropolis is the heart of the Ultari Hegemony, Atlas Prime is enclosed within the Dyson sphere guarded by eight sentinel towers (each like the one described in Chapter 2 of *To Kill a Star*) extending outside the sphere and guarding the spaceward approaches to the city. The city is truly massive in scale and peopled with an eclectic population drawn from across the known reaches of space. The ultari themselves form the elite of the citizenry, though they are a minority in terms of absolute numbers. Allied races like the jagladine, klaven, onaryx, and small numbers of bil'djooli, as well as subject populations of auttaine, chlorvians, humans, tretharri, zvarr, and others comprise the majority, kept in line by their allegiance to the ultari rulers or by direct mental control. The naturally psychic ultari are quick to root out dissenters and troublemakers and to make very public examples of them, and long centuries of their rule has beaten down the spirits of those living in Atlas Prime to the point where few even contemplate rising against them.

ATLAS PRIME

LE metropolis

Population 10,000,000+ (30% jagladine, 25% onaryx, 23% klaven, 8% bil'djooli, 3% ultari, 11% other)

Government magical oligarchy

Qualities bureaucratic nightmare, decadent, magically attuned, oppressed, prosperous, restrictive, well educated

Maximum Item Level 20th

NOTABLE NPCS

Invidia Ultimi, last living scion of the Principalities (drakainia)

Xeas Yahamun, Elder Voices of the Great Fane (NE ultari mediums)

Nammu Ki, Speaker of the Ultari Parliament (LE ultari magus)

Lagazu Nin, High Preceptor of the Science Council (NE jagladine alchemist)

Aorno, Field General of the Empire (NE onaryx cavalier)

ATTRACTING ATTENTION

Adventuring in a city is necessarily open-ended, as the PCs have nearly limitless options for where they go and what they do. Atlas Prime is vast, and this adventure does not present maps of its streets and shops other than for a number of areas the PCs are most likely to explore. Think of encounters and adventures in the city more like a flow-chart of events rather than exploring a specific grid or street plan, but you can use any existing maps you might possess or even draw inspiration from real-life cities, plazas, and marketplaces.

Of course, it's inevitable—sooner or later, the PCs will do something that brings the attention of the ultari and their security forces—either on their own or through a suspicious citizen sending out a call to the guards to investigate these strangers in their midst. Ultari are the most naturally suspicious of Atlas Prime's inhabitants, though their pride may cause them to overlook their surroundings out of simple disdain

for anyone they deem beneath them. Where jagladine may simply be absorbed in their work and not care about whether others are harmed in carrying it out, and the onaryx tend more towards bluster and bullying those weaker than themselves, the ultari specialize in a cultivated arrogance that expects everyone else around them to give way unless of a higher caste and rank, to whom they automatically defer. Some say that ultari can psychically sense which of their fellows are stronger than they, and as a matter of social habit they reflexively defer to those of greater prominence. Lower-ranked ultari may grudgingly give way to other races with an official position above them, though they must often be convinced of their bona fides and may seek to undermine them, spread rumors about them, or otherwise diminish them if they can get away with it.

Oppressive Bureaucracy: Most encounters with ultari feature them in positions of authority, however small or trivial, and the unbridled ego of the ultari leads them to flaunt and abuse their authority in every possible way when engaging with others not of their race, resulting in an endless maze of bureaucratic channels and acts of petty tyranny exacted upon every non-ultari. Getting anything more than the merest basics accomplished typically requires a series of permits, passes, and permissions, and acquiring them requires navigating a thoroughly byzantine set of hoops and red tape. Creatures not from Atlas Prime take a -5 penalty on Culture checks to recall knowledge about the city until they have been here at least a month, and a -10 penalty on Diplomacy checks to gather information or improve reactions with ultari, though creatures speaking ultari add a +2 circumstance bonus on such checks.

Characters who create a disturbance may attract the attention of the authorities, and local citizens know how to call for the local constabulary to come and intervene. Calling for the guard requires a Diplomacy check modified by the settlement's law modifier. It's only a DC 5 check to call for the guard—with a success, the guards generally arrive on the scene in 1d6 minutes. Every 5 points by which the Diplomacy check exceeds DC 5 (rounding down) reduces the arrival time by 1 minute—if this reduces their arrival time below 1 minute, the increments of reduction instead change to 1 round. For example, a shopkeeper is being accosted by the party and calls for the guard. The result of his Diplomacy check is a 23, and the GM rolls a 2 on 1d6 to determine how long it'll be before the guards arrive. Since the shopkeeper rolled three times the amount he needed, the 2-minute wait time is reduced to 8 rounds.

The Scroll: Throughout Atlas Prime, PCs are apt to encounter displays of glowing images and ultari runes, which delineate an ever-growing set of names and descriptions of public enemies; that is, those who violate the protocol of the city and its ultari rulers. Non-ultari sometimes call this "the list" or "the wall" and do almost anything to avoid getting on it.

Creatures earn a place on the Scroll by earning at least three Marks, which are derogatory notes psychically attached to their identity by ultari bureaucrats and other officials. Marks can be eliminated by the passage of time, typically one month per Mark; by paying fines associated with their infractions;

or by persuading an ultari magistrate to remove them legally. It is of course possible to accumulate many more than three Marks, and those individuals that have accumulated the most Marks appear most frequently and prominently on the Scroll, including occasional dedicated lists of the most egregious offenders in various categories or those with the most Marks overall.

Daring scofflaws sometimes see placing highly on the Scroll as a mark of distinction, a jab at the authority of the ultari, but they play a dangerous game, as characters with a high total of Marks warrant faster and deadlier response from ultari law enforcement.

Creating a Mark is a free action for any ultari bureaucrat or ultari of rank, and it is a purely mental action. It does not directly affect PCs and there is no saving throw or spell resistance against receiving a Mark in the ultari system.

LAW ENFORCEMENT IN ATLAS PRIME

There are several levels of response to possible misbehavior the PCs, and interactions with any of the following are likely to result in Marks for the PCs. At the same time, the higher their Mark total, the more likely any action they take is to merit a higher-level response. You can assign encounters as you choose, or you may elect to roll percentile dice whenever the PCs create a disturbance, adding the sum total of the party's Marks to the roll to determine the final result.

D%	CR	LAW ENFORCEMENT ENCOUNTER
01-20	-	no encounter
21-50	6	1 ultari bureaucrat
51-60	12	ultari thought police
61-70	14	2 ultari thought police
71-75	15	spineguard patrol
76-80	16	ultari thought police and spineguard patrol
81-85	17	2 spineguard patrols
86-90	18	onaryx commander and onaryx dread strike wing
91-100	20	myrmidon strike wing
101+	21+	ultari chief inspector and roll again

Officious Bureaucrat (CR 6): While they present little danger to the PCs directly, Atlas Prime teems with minor functionaries and bureaucratic officers of every description, each possessing a tiny shred of official imprimatur and able to make the PCs lives in Atlas Prime progressively more miserable with every encounter. Each time the PCs commit an infraction that draws the attention of an ultari bureaucrat, they note the encounter in a shared psychic log that can be accessed by ultari.

ULTARI BUREAUCRAT CR 6

XP 2,400
 Male or female ultari
 NE Medium outsider (evil, extraplanar)
Init +5; **Senses** darkvision 60 ft., blindsight (scent) 60 ft.;
Perception +13
Aura fear aura (10 ft., DC 16)

DEFENSE HP 75

EAC 17; **KAC** 18
Fort +5, **Ref** +5, **Will** +11
Defensive Abilities fast healing 3; Immunities mind-affecting effects

OFFENSE

Speed 30 ft.
Melee ultari dagger +11 (1d4+6 S)
Ranged corona laser pistol +13 (2d4 F; burn 1d4)
Offensive Abilities telepathic drain (DC 16)
Spell-Like Abilities (CL 6th)
 1/day—*force blast* (DC 18), *mind thrust* (2nd level, DC 18)
 3/day—*command* (DC 17), *mind thrust* (1st level, DC 17), *reflecting armor*
 At will—*telekinetic projectile*, *telepathic message*

STATISTICS

Str +0, **Dex** +1, **Con** +3, **Int** +5, **Wis** +1, **Cha** +2
Skills Bluff +18, Culture +13, Diplomacy +18, Intimidate +18, Mysticism +13
Languages Aklo, Ashtuul, Belligren, Common, Jagladine, Onaryx, Ultari
Gear armor, corona laser pistol with 2 batteries (20 charges each), ultari dagger

ECOLOGY

Environment any
Organization solitary, pair, or council (3-10)

SPECIAL ABILITIES

Telepathic Drain (Su) Once per day as a full action, an ultar can telepathically drain psychic energy from a humanoid within 30 feet, dealing 1d4 Wisdom damage to the target each round the ultar concentrates. The target can attempt a DC 16 Will save to negate this effect when the ultar first uses it and each round thereafter that the ultar concentrates on this ability. Any Wisdom damage dealt to the target is healed after 24 hours. The ultar can use the drained psychic energy to restore uses of its spell-like abilities, with each 1/day ability requiring 3 points, with each 3/day ability requiring 1 point. The points dissipate after 24 hours if not used.

It is possible to bribe, cajole, bluff, or threaten an ultari bureaucrat in order to reduce or eliminate a Mark for a minor offense using Bluff, Diplomacy, or Intimidate, though their disdain for non-ultari increases the DC for such attempts by 10 and costs five times the normal amount in bribes if applicable.

Thought Police (CR 12): The ultari generally delegate the physical security of Atlas Prime to lesser races, but their thought

police roam the streets and alleys and shops of the city at will, often in disguise, wielding their minds like scalpels to peel back the secrets others wish to hide. They may reveal themselves at any time, arresting dissidents or extracting information in pursuit of justice (or simply to abuse those under their power and dominion).

Because of their frequent use of *see invisibility*, they easily perceive invisible creatures unless they are also screened from mental detection by *nondetection* or similar effects. If they notice any invisible creature that is not obviously an ultari, they immediately scan that creature's mind and either follow them surreptitiously or cast *suggestion* to compel them to come forward for interrogation.

ULTARI INQUISITORS

CR 12

XP 19,200

NE Medium outsiders (evil, extraplanar, troop)

Init +5; **Senses** darkvision 60 ft., blindsight (scent) 60 ft.;

Perception +22

Aura fear aura (10 ft., DC 21)

DEFENSE

EAC 26; KAC 27

ULTARI INQUISITORS

CR 12

XP 19,200

HP 185 (see page 47)

Spineguard Patrol (CR 15+): These titanic terrors are klaven strike teams with cunning riders familiar with urban environments mounted on massive klaven-modified dinosaurs. They perform regular and orderly patrols around Atlas Prime and are the most visible sign of law enforcement here, and most likely to respond in the case of a violent confrontation or misdeeds requiring greater punishment than a simple fine or citation.

On situations of high alert, spineguard patrols may venture out in pairs, or multiple klaven constables may be mounted together on a single dinosaur, enabling them to alternate riders or to investigate on foot if their targets try to slip away into small spaces.

ELITE KLAVEN CONSTABLE

CR 12

XP 19,200

LE Medium humanoid (human, klaven)

Init +4; **Senses** darkvision 60 ft.; **Perception** +22

DEFENSE

HP 200

EAC 26; KAC 28

Fort +14, **Ref** +16, **Will** +11; +2 vs disease, ingested poisons, and becoming nauseated and sickened

Immunities fear

Weaknesses malign influence

OFFENSE

Speed 30 ft.

Melee *menacing peacemaker* +25 (6d6 B plus stun; knockdown) or bone spur +25 (6d4+20 S)

Ranged *returning ultari plasma javelin* +22 (6d4+12 E & F)

STATISTICS

Str +8, **Dex** +4, **Con** +5, **Int** +1, **Wis** +2, **Cha** +1

Skills Athletics +27, Intimidate +22, Stealth +22 (+26 in forest or jungle terrain), Survival +22

Languages Common, Ultari

Special Abilities converted host, energy modulation (3/day), nanite exchange (1 mile)

Gear advanced defrex hide, *menacing peacemaker* with 2 batteries (20 charges each), called *ultari plasma javelin*

SPINEWALKER

CR 14

XP 12,800

N Gargantuan animal (klaven)

Init +9; **Senses** low-light vision, blindsight (scent) 60 ft.;

Perception +25

DEFENSE

HP 250

EAC 28; KAC 30

Fort +18, **Ref** +18, **Will** +12

Defensive Abilities ferocity; DR 10/-; Immunities fear; Resistances acid 15, cold 15, electricity 15, fire 15, negative energy 15, sonic 15

Weaknesses malign influence

OFFENSE

Speed 40 ft., swim 30 ft.

Melee bite +27 (4d8+22 P plus swallow whole), 2 claws +24 (4d8+22 S plus grab)

Space 20 ft.; **Reach** 20 ft.

Offensive Abilities swallow whole (4d8+22, EAC 28, KAC 26, 62 HP)

STATISTICS

Str +8, **Dex** +5, **Con** +6, **Int** -4, **Wis** +4, **Cha** +4

Skills Athletics +30, Acrobatics +25

Special Abilities aquatic adaptation, converted host, energy modulation (3/day), nanite exchange (1 mile)

SPECIAL ABILITIES

Aquatic Adaptation (Ex) A spinewalker can hold its breath for a number of minutes equal to 6 times its Constitution modifier before it risks drowning.

Onaryx Commander and Dread Wing (CR 18+): These winged warriors are elite, battle-hardened berserkers who like nothing more than swooping down and terrorizing the weak with their savage sonic screams. Their keen senses are ideal for flushing out foes, and they love the thrill of the hunt.

On situations of high alert, onaryx wings may venture out in pairs, the better to flank their foes and unleash their terrifying sonic screams.

ONARYX COMMANDER

CR 15

XP 51,200

hp 275 (see page 57)


DREAD STRIKE WING
CR 17
XP 102,400

hp 340 (see page 57)

Myrmidon Strike Wing (CR 20): These flying constructs are a quick-response team that reacts in cases of extreme property damage, and when they arrive they come in hot and heavy and ready to cause greater damage still in the interest of subduing or annihilating their targets. They avoid targeting ultari unless specifically ordered to do so, and they are intelligent enough to be creative in making attacks to avoid undue loss of life or property, but their primary directive is the capture or destruction of intruders.

ELITE MYRMIDON STRIKE WING
CR 20
XP 307,200

Troop of elite myrmidons

N Large construct (robot, technological, troop)

Init +9; Senses darkvision 60 ft., low-light vision, superior optics;
Perception +26
DEFENSE HP 365 TEMP HP 100 (FAST HEALING 10)
RP 5

EAC 35; KAC 37

Fort +21, Ref +21, Will +17
Defensive Abilities field boost, hardness 10, resilience; DR 10/—;

Immunities cold, construct traits, troop immunities

Weaknesses vulnerable to area effect spells, vulnerable to critical hits, vulnerable to electricity

OFFENSE
Speed 20 ft., fly 90 ft. (Ex, perfect)

Melee troop (11d10+32 B plus grab) or quantum lashes +34 (16d6+20)

Ranged laser rifle +31 (12d6+20 F)

Space 10 ft.; **Reach** 5 ft. (20 ft. with quantum lash)

Offensive Abilities constrict (11d10+32), entropic elimination, overload, quantum shift, rockets

Spell-Like Abilities (CL 20th)

 At will—*dimension door* (self plus 50 lbs. of objects only)

STATISTICS
Str +12, Dex +9, Con —; Int +2, Wis +6, Cha –3
Skills Acrobatics +27, Engineering +19

Languages Common

Other Abilities unliving

ECOLOGY
Environment any

Organization solitary or unit (2-6)

Treasure none

SPECIAL ABILITIES

Entropic Elimination (Ex) Three times per day as a full action, an elite myrmidon strike wing can make a ranged attack against a target's EAC within 100 feet. On a hit, the target is enveloped in a shimmering violet field of energy that acts as a targeted *dispel magic* followed by *disintegrate* (DC 25 Fortitude), with an effective caster level of 10th. If the elite myrmidon expends one Resolve Point, it can increase its effective caster level to 15th and gain the effect of *greater dispel magic*. An elite myrmidon also may expend a Resolve Point to increase the effect of either *dispel magic* (or *greater dispel magic*) to an area dispel.

Field Boost (Ex) Elite myrmidons are equipped with a rechargeable force field. As a swift action, elite myrmidons can use their field boost ability to activate their force field, granting them 100 temporary Hit Points and fast healing 10 for as long as their forcefield is active. Once the force field is destroyed by reducing the temporary Hit Points pool to 0, this ability cannot be used again for 24 hours.

Laser Rifle (Ex) A myrmidon strike wing's eyes are integrated laser rifles with a range increment of 250 feet.

Overload (Ex) As a swift action, an elite myrmidon strike wing can double the damage of its quantum lash and laser rifle attacks until the end of its turn, after which it cannot use these attacks until the end of its next turn. Using this ability reduces the myrmidon's force field by 20 hit points. If this reduces its force field to 0 hit points, or if its force field was inactive, the elite myrmidon strike wing takes any remainder as electricity damage.

Quantum Lash (Ex) A myrmidon strike wing's facial tentacles lash out with surprising force and are capable of extending up to a reach of 20 feet. These lashes are primary attacks that deal force damage on a hit. They target the defender's KAC. A quantum lash threatens a critical hit on a natural 19–20. A quantum lash that strikes a force field or force effect has a chance to disrupt that effect. Against a magical force effect like a *wall of force*, the myrmidon makes a special check as if it were casting *dispel magic* against the effect (CL 20th). Against a robot's force field, the robot struck must succeed at a DC 25 Fortitude save or its force field deactivates for 1d10 rounds, after which time the robot reactivates at the same hit point total it was at before it was deactivated.

Quantum Shift (Ex) An elite myrmidon strike wing can cast *dimension door* (caster level 20th) at will, though this is a technological effect and not magical. It can expend one Resolve Point to use this ability as a swift action, while retaining the ability to take any actions it has remaining on its turn; opponents are flat-footed against the first attack an elite myrmidon makes in the same round after using such a quantum shift.

Resilience (Ex) Myrmidons receive a +3 racial bonus on all saving throws.

Rockets (Ex) As a standard action, a myrmidon can fire a rocket to a range of 800 feet. A rocket explodes on impact in a 30-foot-radius burst, dealing 6d6 points of fire damage and 6d6 points of bludgeoning damage to all creatures in the area (Reflex DC

25 half). A myrmidon carries a maximum of five rockets. It can replenish fired rockets at the rate of one per 12 hours, crafting new rockets from scrap metal and other collected components.

Superior Optics (Ex) Myrmidons see invisible creatures or objects as if they were visible.

Chief Inspector (CR 21+): The PCs attract serious attention from the ultari law enforcement establishment, as one of their lead investigators takes a professional interest in their case. If you have *Mind Tyrants of the Merciless Moons*, you can use the stats for an ultari techlord for this purpose, or for a more powerful foe more determined to catch his prey you can use the stats for Xaver Brun (see page 51).

A chief inspector may investigate in secret but is almost never encountered without one or more of the above-listed minions as backup or to flush out her prey so that she can pounce and apprehend them, or administer swift justice and death.

SOUL RAVAGE

The entire city of Atlas Prime is suffused with mystical energies due to the constant power drained from the star and focused and channeled by the Dyson sphere network, but these energies are not equally free for use to all creatures. The ultari have tainted the network with the power of the Principalities, distilled from millennia of star-mining and refined to be perfectly harmonious with ultari psychology and physiology but ultimately toxic to other creatures unless they undergo a special psychic implant procedure marking them as loyal servants of the ultari, or unless their fundamental nature aligns them with the Principalities in some way.

SOUL RAVAGE

Type disease, special; **Save** Fortitude DC 20, see text;

Track see below; **Frequency** 1/day, see text;

Effect see below

Cure 2 consecutive saves

Creatures other than ultari who access the Solar Lattice by using Lattice Points (which for the purpose of soul ravage includes any psychically implanted allies) must make a saving throw every day or suffer the effects of soul ravage. Soul ravage is not a disease based solely on time; it worsens the more a creature uses Lattice Points. The disease requires a Fortitude save once per day to avoid the progression of the disease, but a creature who actively expends Lattice Points finds the disease harder to resist. Have PCs note how many uses of Lattice Points they have expended within the previous 24 hours and increase the save DC by that amount for all saving throws they make against soul ravage during the next 24 hours.

If a creature would normally be immune to becoming sickened, shaken, or entangled, it can still be affected by those conditions from soul ravage, though it gains a +4 bonus on its saving throw.

The ability of ultari and their implanted allies to sense an afflicted creature supersedes any effects or abilities that normally hide a creature from exceptional senses.

STAGES

Soul ravage progresses through the following stages.

Touched: The affected creature notices no ill effects, but their alien magical aura becomes noticeable at a subconscious level by ultari adepts, granting them a +4 bonus on Perception, Sense Motive, and Survival checks made against the affected character.

Tainted: Whenever the affected creature uses a Lattice Point, it becomes sickened for a number of rounds equal to half its character level (Fortitude negates). While the creature is sickened, any time it uses a Lattice Point to produce any effect it must also spend 1 Resolve Point or the ability fails.

In addition, any ultari or implanted creature can sense the presence of a marked creature as if they had scent (including pinpointing their location if they are adjacent). Once per day they can *detect thoughts* as a supernatural ability to read the thoughts of tainted creatures. The caster level of this ability is equal to the ultari's CR. Tainted creatures take a -4 penalty on **saving throws to resist the spell**.

Marked: Whenever the affected creature uses a Lattice Point, it also becomes shaken for a number of rounds equal to half its character level (Will negates). While the creature is shaken, any time it uses a Lattice Point it must also expend 1 Resolve Point or the ability fails. This stacks if the creature is also sickened.

In addition, any ultari or implanted creature can sense the presence of a tainted creature as if they had blindsense, with a range of 10 feet per the creature's character level. Once they detect a marked creature, they can use *arcane eye* as a supernatural ability once per day to spy on a marked creature, or to cause the creature's alien magical aura to flare, functioning as a *wisp ally*. The caster level of this ability is equal to the ultari's CR. Marked creatures take a -4 penalty on saving throws to resist the spell.

Leashed: Whenever the affected creature uses a Lattice Point, it becomes entangled for a number of rounds equal to half its character level (Reflex negates). While the creature is entangled, any time it uses a Lattice Point to produce any effect it must also expend 1 Resolve Point or the ability fails. This stacks if the creature is also sickened and/or shaken.

In addition, any ultari or implanted creature can clearly perceive a leashed creature as if they had blindsight, with a range of 10 feet per the creature's character level. Once they detect a leashed creature, they can use *dominate person* once per day as a supernatural ability to try to enslave a leashed creature. The caster level of this ability is equal to the ultari's CR. Tainted creatures take a -4 penalty on saving throws to resist the spell.

Drained: Whenever the affected creature uses a Lattice Point, it has a 50% chance to permanently lose one Lattice Point from its maximum pool. This Lattice Point cannot be regained until the soul ravage is cured.

In addition, any ultari or implanted creature can perceive a drained creature as if they had *true seeing*, with a range of 10 feet per the creature's character level. Once per day the ultari can counter and negate the character's use of Lattice Points. The affected creature and the ultari or implanted creature must

make an opposed Charisma check, with a bonus equal to their CR or character level (and with the affected creature taking a -4 penalty). If the ultari or implanted creature wins this opposed check, the affected creature loses one additional Lattice Point from their pool.

Special: Magic-Resistant: Soul ravage is a persistent affliction and is incredibly difficult to remove by magical means. It can affect any living creature, even if normally immune to disease, whether that immunity comes from a racial trait, class feature, spell, magic item, or other source. However, such creatures receive a +4 bonus on saving throws when attempting to resist the disease's effects.

Remove affliction cannot cure the disease, and even more powerful spells such as *greater remove condition* require a successful caster level check with a -10 penalty (DC = the disease's save DC) to remove the disease. Likewise, *restoration* cannot cure ability drain from this disease, and even more powerful spells require a caster level check as above.

Psychic surgery can remove the effects of soul ravage from a creature but cannot grant immunity to it.

Soul ravage becomes violently contagious and virulent when magic is used to attempt its removal. Whenever the diseased creature is subject to a spell or ability that cures diseases, it must succeed at a Fortitude save or suffer the disease's effect immediately, and the caster or creator of the effect must save as well or contract the soul ravage (or suffer its effect, if already infected). The save DC is increased by an amount equal to the level of the spell used to attempt removal of the disease. This does not reset the disease's frequency; and succeeding at this check does not count toward the number of consecutive saves required to be cured of the disease.

ADVENTURING IN THE VOID

Much of the action in *To Kill a Star* occurs beyond a convenient planetary surface. While the massive Dyson sphere feels familiar in most respects, other parts of the adventure may take place in the airless void beyond, and rules for adventures in such environments are provided here.

GRAVITY

Gravity in the *Starfinder Roleplaying Game* is separated into four general categories: standard, low, high, and zero gravity. Additional rules for each type of gravity are located in Chapter 11 of the *Starfinder Roleplaying Game Core Rulebook*. In addition, *To Kill a Star* utilizes the following new environmental rules.

Inverted Gravity: Because of some strange flux in the laws of physics, usually temporary, the pull of gravity draws creatures away from the ground or normal locus of gravity, carrying them away from the planet or object's surface.

A minor fluctuation hurls the affected creature upward a distance of $10 \times 2d6$ feet within a single round before the creature falls again. A severe fluctuation sends the creature falling upward for $2d6$ rounds, for a distance of 500 feet in the first round and 1,000 feet in each successive round. Acrobatics skill checks take a -5 penalty while gravity is reversed due to disorientation, and a successful DC 10 Acrobatics check is required for a flying creature to control its movement. Creatures with perfect maneuverability take no penalty and need not attempt checks to move.

While in a region of inverted gravity, there is a 10% chance every 10 minutes of $1d4$ random individual creatures or unaccompanied objects weighing more than 5 pounds being affected. The effect targets individual creatures and objects within the area, rather than everything in the area. Areas subject to inverted gravity may be identified by a pronounced lack of larger rocks and similar objects in the area, though only by those familiar with the threat. A typical region measures 1,000 feet across, while larger areas span up to 5 miles.

Orbital Re-entry: Whenever a creature or object in space rejoins a planet's gravity and moves through its atmosphere rapidly without the protection of a starship, friction and stress cause damage as it falls. A creature or object in re-entry takes fire damage equal to the damage it would take if it landed after falling, up to $20d6$ points. It continues to take this damage every turn until it is no longer falling. An environment with a thin atmosphere or low gravity may reduce these penalties.

Weightless Vertigo: A creature exposed to weightlessness as a result of maneuvering within an area of zero gravity becomes sickened for 8 hours (DC 15 Fortitude negates); those failing the save by 5 or more are also nauseated for 1 hour. A new save is required every 8 hours, and the DC increases by 1 for every 8 hours the creature spends in zero gravity. In addition, a creature spending more than 120 hours continuously in zero gravity starts to experience muscle wasting and atrophy from disuse, such that the next time they return to a normal gravity

environment they take $1d4$ points each of Strength and Dexterity damage. This is increased to $2d4$ for creatures spending over 240 hours continuous hours in zero gravity. Characters whose physiology evolved to tolerate extended periods of zero gravity (such as sarcesians and similar species) are immune to these effects.

Time spent in a low gravity environment, such as a small asteroid or moon, does not count against this increasing DC or the accumulation of muscle atrophy; however, it also does not interrupt the cycle. Essentially both processes are simply paused while the character experiences low gravity and resume whenever they return to zero gravity.

Zero-G Feats and Skills: As a GM, if you want to offer options to better facilitate your players operating in zero gravity environments, you could introduce the following feats from the *Aethera Campaign Setting*.

ZERO-G ADAPTATION

Zero gravity creates few problems for your body, and you can switch between areas of gravity and nongravity at a whim.

Prerequisite: Zero-G Training

Benefit: You suffer none of the long-term effects from switching between zero-gravity conditions and areas of normal or higher gravity. In addition, you can use your Zero-G Acrobatics skill unlocks one additional time per day.

ZERO-G TRAINING

You master the art of maneuvering in areas of zero gravity.

Benefit: You take no penalty on attack rolls in low-gravity or zero-gravity environments (including effects such as *levitate*.) In addition, you do not suffer the debilitating effects of weightless vertigo. You gain access to the Zero-G Acrobatics skill unlocks, as long as you have at least one rank in Acrobatics.

RADIATION

Radiation is a deadly threat to those who would explore technological ruins or ruins of advanced civilizations, and even in areas that appear devoid of strange artifacts, the land, the water, or the local flora and fauna may be irradiated. At the GM's discretion, adventurers may even be affected by the cumulative effects of mild levels of radiation that would be harmless if encountered briefly but may build into dangerous levels over sustained or repeated periods of exposure.

Radiation is a poison effect that weakens an affected creature's Constitution and can also inflict an affected creature with a disease called radiation sickness. Radiation dangers are organized into four categories: low, medium, high, and severe.

Area of Effect: Radiation is an emanation poison, meaning that a victim only needs to enter an area suffused with radiation to be affected by it. Radiation suffuses a spherical area of effect that can extend into solid objects. The closer one gets to the center of an area of radiation, the stronger the radiation effect becomes.

Curing Radiation Effects: A creature that leaves an area suffused with radiation is essentially cured of the poison effect. Ending the source of radiation or successfully casting *remove radioactivity* has the same effect. As usual for poison effects, an affected creature requires rest to recover from radiation poisoning. *Remove affliction* doesn't cure a creature of the effects of radiation poisoning but *remove radioactivity* does. If a creature has been exposed to enough radiation, it might contract radiation sickness, which acts like a noncontagious disease. Symptoms of radiation sickness include nausea, vomiting, and loss of hair. Radiation sickness can be treated like any disease, although it can't be cured with *remove affliction*. *Remove radioactivity* can cure radiation sickness.

RADIATION

Type poison, emanation (see above); **Save** Fortitude (see chart)

Track Constitution; **Frequency** 1/round

Effect At each state of impaired and beyond, the victim must succeed at a DC 18 Fortitude saving throw or contract the radiation sickness disease (see below).

Cure none

RADIATION SICKNESS

Type disease; **Save** Fortitude (same DC as the level of radiation that caused the radiation sickness)

Track physical; **Frequency** 1/day

Effect Radiation sickness isn't contagious.

Cure 3 consecutive saves

RADIATION LEVELS

RADIATION LEVEL	FORT DC
Low	13
Medium	17
High	22
Severe	30

STELLAR EXPLORATION

The idea of mortal, human-scale creatures adventuring or even surviving in close proximity to a star strains credulity, as the levels of energy and the strength of fundamental forces are so impossibly greater than on a planetary surface that instant annihilation seems the only reasonable result of daring to even come close to the stellar surface. However, with the application of powerful magic, truly legendary heroes may well succeed and survive where lesser mortals would face certain doom.

Adventuring into a star likely can occur only where some alien technology moderates or manipulates the ambient conditions. Though these locations are still exposed to temperatures in the thousands of degrees (where a typical star might be tens of millions of degrees at its heart), this level of heat can be mitigated by powerful characters. Heat is not the only hazard

at the heart of a star, of course, and this section describes other environmental hazards adventurers must account for if they want to survive. Of course, creatures native to the extreme conditions in and around a star have adapted to these effects and take no penalties from them.

Gravity: Gravity anywhere on or inside a star is significantly more powerful than gravity on the surface of a habitable prime material world. To simulate this, treat each character's Strength score as 10 lower for the purpose of determining their carrying capacity. In addition, each character takes a -30 penalty on Strength- and Dexterity-based skills and ability checks. This penalty is removed if an affected character gains the earth and fire subtypes or if she is within range of a *control gravity* spell or similar effect.

Light: Photons released during the process of chained fusion reactions produce incredibly bright light. The intrusive glare is actually indistinguishable from total darkness in game terms. Creatures immune to light effects or who are composed of bright light can see normally, as can creatures with *true seeing* or blindsight. Creatures who can see in darkness are still blinded on the sun. Creatures who are normally dazzled by bright light (such as drow) are instead sickened. Certain equipment or magical effects may filter out intense light and allow a character to see normally. Otherwise, Perception checks made to see take a -30 penalty.

Radiation: Any creature without the fire subtype takes 20d6 points of fire damage each round the energy from the star has an unobstructed line of effect to it. This damage is doubled on the surface or inside of a star. In addition, the star (and some of its native inhabitants) gives off radioactive energy, which can result in sickness and damage separate from the fire type. On or inside a star, half the star's fire damage is radiation, and not subject to fire resistance or immunity. Radioactive creatures also deal half their fire damage in the form of radiation. This radiation counts as severe for the purposes of determining Fortitude save DCs, and creatures who spend time on or inside a star must attempt a Fortitude save once per hour to avoid contracting radiation sickness. Special equipment or magical effects specify whether they reduce or eliminate radiation damage.

Vacuum: While there is no atmosphere in the traditional sense and certainly no breathable air in and around a star, the superheated gas comprising the star can conduct sound waves, allowing sonic effects to function normally within a star's mass. However, the constant roaring of explosive reactions drowns out nearly all other noise, imposing a -30 penalty on Perception checks to hear.

SURVIVING IN THE VOID

In the void of space, some impossible tasks are easy, yet other tasks taken for granted become very difficult. It combines the problems of vacuum, radiation, and zero gravity all at once, and the truly alien nature of this environment as a place for battle and adventure presents unique challenges for terrestrial adventurers. Without the protection of a starship, adventurers may face the following hazards in the void.

Cosmic Rays: The void is suffused with constant light radiation, and creatures exposed to it must succeed on a saving throw against its effects every 8 hours. This radiation counts as medium for the purposes of determining save DCs; however, the save DC to resist increases by 1 for every 24 hours of continuous exposure. Occasional interstellar events like solar flares, x-ray bursts, and the like can increase this ambient radiation level to more a more dangerous degree, at the GM's discretion.

Extreme Temperature: The void offers no buffering from the extremes of temperature normally buffered by atmosphere in planetary environments.

Perihelion: Creatures significantly closer than an Earth-like distance to a star take 12d6 points of fire damage per round and 6d6 points of radiation damage and are exposed to medium radiation. If a creature takes any damage, it also must make a Fortitude save (DC 15, +1 per previous check) each minute or take 6d6 additional points of nonlethal damage and 1 point of damage to all ability scores.

In addition, once per hour there is a 10% chance that a surge in the solar wind increases damage by 50% and radiation intensity to severe for the next saving throw against radiation exposure.

Exposure and Cover: If in shadow in a near-earth environment or perihelion, including simple total cover or concealment (not including illusions such as *invisibility*, but including magical darkness effects), an exposed creature takes no damage. A creature with cover or concealment (but not total cover or concealment) takes half the normal amount of fire damage from exposure to stellar radiation.

Protective Gear: Unless otherwise stated, a suit of armor's environmental protections last for a number of days equal to its item level. Gear that is specifically designed to protect its wearer from prolonged exposure to space, such as a klaven spacesuit (see **Alien Treasures**), provides complete protection from environmental extremes of heat and cold. Any fire or cold resistance provided by the suit is applied to other sources of such damage. At the GM's discretion, such suits may be overloaded and wear out prematurely if worn for too long a time in perihelion or similar near-stellar conditions.

Movement in the Void: As noted above, the void is generally lacking in both gravity and atmosphere. As a result, all rules for both zero gravity environments and vacuum apply in the void. In addition, creatures that fly with wings cannot use them to fly in the void unless they are native to space.

MAGIC IN THE VOID

The following spells and magic items are of particular use in navigating the void or have unique applications available in the void that do not work the same way they do in terrestrial environments. Spells that control elements like wind or water that do not exist in the void have no effect.

Calling and Summoning: These spells cannot be used to call or summon creatures unable to survive in the void. Notably, called or summoned creatures must not need to breathe. They need not have the ability to move in the void, though if they lack such ability they require assistance if they need to move. Called or summoned creatures must immediately save to resist **weightless vertigo** (see above) unless they are native to a space environment.

Teleportation: These spells can be cast into the void. They do not increase or decrease momentum for a moving creature; they arrive at their destination with the same momentum they already possessed, taking falling damage as they had fallen a number of feet equal to their speed when they teleported.

The following spell is popular among many spacefaring species as a means for traveling in the void with multiple creatures, such as from spaceship to spaceship.

TELEKINETIC SPHERE

School evocation (force); **Level** mystic/technomancer 6

Casting Time 1 standard action

Range close (25 ft. + 5 ft./2 levels)

Effect 1-ft.-diameter/level sphere, centered around creatures or objects

Duration 1 minute/level

Saving Throw Reflex save negates (object); **Spell Resistance** yes (object)

This spell creates a bubble of force around one or more creatures or objects. The creatures or objects caught inside the globe created by the spell are made nearly weightless. Anything contained within a *telekinetic sphere* weighs only one-sixteenth of its normal weight. You can telekinetically lift anything in the sphere that normally weighs 5,000 pounds or less. The telekinetic control extends from you out to medium range (100 feet + 10 feet per caster level) after the sphere has succeeded in encapsulating its contents.

You can move the sphere, along with the objects and creatures it contains that weigh a total of 5,000 pounds or less, by concentrating on the sphere. You can begin moving a sphere in the round after casting the spell. If you concentrate on doing so (a standard action), you can move the sphere as much as 30 feet in a round. If you cease concentrating, the sphere does not move in that round (if on a level surface) or descends at its falling rate (if aloft) until it reaches a level surface. You can resume concentrating on your next turn or any later turn during the spell's duration.

The sphere falls at a rate of only 60 feet per round, which is not fast enough to cause damage to the contents of the sphere.

You can move the sphere telekinetically even if you are in it.

PLANET KILLER

Time...

Loremasters say time passes differently on light and heavy gravity worlds. Even though I'm more than half clockwork, I've never had a timepiece accurate enough to show a discrepancy. Now, with a planet-killing bioweapon headed toward Argosa, every millisecond counted.

Irony's a bitch...

"Telka. How much time?" A divymm companion is even better than a clock.

"Answer: Ten hours, twelve minutes, eighteen seconds." Telka and Dupree helped me up the steps to the gate. My clockwork arm was fried, and the connections to my flesh smelled like an overdone steak. Nothing beyond repair, of course, and I'd had worse. "Query: Do you have a plan to stop the bioweapon?"

"No, but Tarenia will think of something." If anyone could convince the coteries to cooperate, she could.

"You should've let us find a healer," Dupree said as we stepped through the shimmering wall of technomagic that traversed light-years.

A million pinpoint of light rushed into my mind and exploded. I staggered on the other end, my usual headache adding to my aches and pains.

"Tarenia will patch me up."

"Stubborn damned..." Dupree fell silent as we faced the Avar Coterie's inspectors.

They stared stone-faced at Telka's explanation of our haste, but my pouch of platinum coins accelerated things considerably. We caught a carriage to Tarenia's estate and her guards ushered us inside.

"Anasya!" Tarenia's spherical form appeared before us as if by magic, her colorful cloaks billowing. "What in the name of..."

"We've got a serious problem." I explained the planet-killing bioweapon headed for Argosa, and Telka gave her the technical details gleaned from the jagladine facility we'd destroyed.

"Assessment: The gate they'll use is still uncertain," Telka concluded. "They must deploy the weapon at high altitude to disperse the infective agent."

"The former is a problem, but the latter might give us an advantage. I'll inform the Auditor. She can get word to the coteries." Tarenia motioned her guard captain forward. "Karvic, take Anasya downstairs and see she's tended to."

I held up a forestalling hand. "If the coteries don't stop this thing at the gate, we may need to—"

"Shut up and let Tarenia do her job!" Dupree gripped my

remaining arm. "You're not helping in your condition, and we've still got time."

She had a point. I let them take me to the estate's underground facility and reclined into a tomb-like repair niche. One pinch in my flesh arm, and a fog of drugs shrouded my mind.

I woke feeling immeasurably better, a shiny new clockwork arm in place of my mangled one, no pain, and my mind crystal clear. Tarenia, Dupree, and Telka stood beside my receptacle, however, looking like something had gone wrong.

"What?" I lurched up and reached for my clothes.

"The Hegemony must have learned that we discovered their plans," Tarenia explained. "Klaven warriors have flooded through six of the city gates and taken control of them."

"Are the coteries doing nothing?" I listened as I armed myself.

"They weren't expecting an invasion force." Tarenia wore her customary robes, but also a bandolier of magical trinkets. "Why invade if they're going to destroy the whole planet?"

"To secure the gates." I finished loading my new arm with darts, and followed the others upstairs. "They can't risk the coteries destroying them."

"Assessment: Probability seventy-seven percent you are correct," Telka said. "There's also a twenty-one percent probability the invasion is a diversionary tactic to enable the bioweapon's deployment."

"What's the other two percent?" Dupree asked.

"Answer: Statistical uncertainty." Telka turned to me. "Or, I could be—"

A deep tremor shook the entire estate. We all stopped and exchanged startled looks.

"—wrong," Telka finished.

Dupree scowled. "That wasn't an explosion, it was an impact. Something big!"

"Answer: Data insufficient." Telka's head turned a full circle, assessing everyone. "Suggestion: Cautious reconnaissance."

"Agreed. Tarenia, we need a higher vantage point."

"Follow me!" With alacrity that belied her bulk, Tarenia dashed up flight after flight of stairs to the highest parapet of her estate.

Zel-Argose seethed in chaos.

With the coterie compounds dispersed throughout the city, half a dozen battles raged. Noncombatants ran through the streets, fleeing conflicts to blunder straight into others. The coteries fielded significant forces, but they had no coordination. All that paled, however, to the latest arrival.

“Assessment: Reinforcements necessary.”

“No shit.” I stared uncomprehending at the creature raging in the crushed remnants of a distant building. Draconic and vast, it rose up on fetid coils, tattered wings unfurled, massive forelimbs rending stonework. Weeping sores and rotted flesh marred the creature, with vermin and pustular fluids raining down from its every move. Its jaws gaped, and a grey cloud billowed forth. Screams rose on the air, and Tarenia and Dupree staggered back.

“Gods the stench!” Tarenia pressed a kerchief to her face.

I thanked my auttaine heritage. Not having to breathe has advantages sometimes.

“How do we fight that?”

“We can’t,” I said. “But why would the Hegemony send such a creature here?”

“Assessment: Probability ninety-seven percent this is a diversionary tactic.”

“Telka’s right!” Understanding dawned on Tarenia’s face, and she pointed to the looming cliffs above the city. “And that’s who they’re trying to divert!”

I turned and gaped at the towering armored figure atop the cliff. Gleaming golden metal from head to foot, the titanic humanoid raised one hand and sent a bolt of energy lancing down at the draconic invader.

“Torgrimm! Defender of Argosa! He hasn’t been seen in centuries! The Hegemony must have known the star titan would protect us!” Tarenia sounded more awed than hopeful.

The bolt of energy struck, but the draconic horror seemed barely irritated. Wings that dwarfed a ship’s sails launched the diseased beast into the air, and Torgrimm leapt to meet it. They clashed with an impact that knocked us to our knees, grappling and smashing one another in midair, as a rain of rotting meat and slime fell upon a cowering populace. Putrid coils wrapped the star titan, jaws tearing at his gleaming armor. In return, Torgrimm’s fists pulped the dragon’s diseased flesh, but he couldn’t yet escape its embrace.

“Attention!” Telka pointed back at the city.

A dirigible rose from one of the coterie compounds, no oddity in a hub of trade, but incongruous during such a battle. A familiar, oblong shape hung in its cargo netting, the same one I’d seen taken from the jagladine space station.

“The bioweapon! The beast is keeping Torgrimm from the real threat!” I looked around for a way to bring the airship down, but it was too far. “Can you hit it with magic, Tarenia?”

“Not from here.” As the ship rose, a few coterie defenders fired upon the balloon, but they couldn’t impede the craft.

“Technical addendum: The bioweapon must be deactivated

or destroyed by fire. If the airship crashes, the agent will be deployed, though not as widely.”

“We need to get aboard that ship!” I could only watch as it turned west, gaining altitude, twin propellers whirring madly.

“Someone in this city has to have something that flies faster than a dirigible.” Dupree looked to Tarenia.

“One man does, but...” She bit her lip. “Come on!”

We followed Tarenia to the estate’s courtyard where several saddled rinoch pawed and stamped. She mounted one with amazing agility and we all followed suit.

“Defend the estate, Karvic.” Tarenia reined her mount around, and we bolted through the gate, rumbling along the chaotic streets. Terrified citizens dashed from our path or stood transfixed by the battle raging overhead. We encountered no klaven, and I realized the invasion force had already fallen back to defend the gates until the bioweapon brought them victory.

Tarenia reined in before a large pavilion in the stockyards and dismounted.

I stared at the creature hobbled and chained under the tent. “Oh, you’re kidding me!”

“It’s the best I can do.” Tarenia turned to Dupree. “The owner could never control it. Can you?”

“If he doesn’t eat me.” She grinned and strode toward the beast. “I’ve never ridden an yrthak before.”

“And if it does eat you?” I dismounted, marveling at the winged beast. The yrthak looked like a huge pterosaur, with a toothy maw—gratefully tied closed—and spikes along its back. It was certainly big enough to carry us all. Tiny, almost vestigial eyes blinked at Dupree as she stepped close.

“Hire a better wrangler.” Dupree whispered softly to it, raising a hand to touch its neck. It jerked back, the chain rattling, but soon stilled. Dupree drew a dagger and began cutting away the bindings that hobbled its wings, then reached up to free its jaws.

“Query: Is that wise?” Telka asked.

“He needs his mouth free.” Dupree sawed through the thick leather straps. “Yrthak use sound to see, and even as a weapon.”

When the last binding parted, the yrthak’s cry panicked our rinoch. They tore free of their bridles and trundled off in a cloud of dust. The yrthak snapped its jaws, eyeing them hungrily, but Dupree’s gentle whispers calmed it again.

“This chain has to come off.” She turned to me. “Don’t worry, Anasya. It’s safe.”

“Nothing else I’ve done lately has been safe...”

The yrthak held still as I applied my picks to the lock. When the collar came free, the beast cried out again, and

Dupree motioned us aboard. “Climb up and hang on to his back spines. I’ll sit forward.”

We quickly did so, finding the thick spines easy to grasp and brace against. Dupree boarded last, clapped the yrthak’s neck, and we vaulted into the sky, soaring low over the city beneath the embattled titans.

“West!” I pointed to the distant airship. “They’re gaining altitude.”

Once clear of the city, Dupree urged our mount higher.

“How far before they deploy the weapon?” Tarenia asked.

“Estimation: An altitude of five to seven miles. At current rate of closure, we will intercept at four miles.”

“Can we fly that high?” I shouted to Dupree.

“I think so. Yrthak nest in high peaks and fly for days.” As if in answer, the beast cried out shrilly. Dupree smiled back at us. “He’s nervous! He can’t sense the ground.”

“He’s not the only one who’s nervous,” I admitted.

“They’ve seen us!” Dupree pointed. “They’re dumping cargo!”

I raised a spyglass. A dozen klaven were throwing boxes, bags, and even machinery over the side to lighten the ship. A larger armored figure with bat wings, an onaryx, directed them. That didn’t bode well. Unlike the klaven, onaryx were an elder race, tough and smart. But we had one advantage: they could bring no weapons to bear if we came at them from above.

“Put us on top!”

“You got it!” Dupree tapped the yrthak’s crest and the beast soared higher.

Unfortunately, the onaryx wasn’t a fool.

Four klaven scrambled up the balloon’s netting to counter us. The yrthak cried out and wheeled hard as their first volley of spur bolts flew our way. Several punched through the beast’s wing, and one struck a spine in front of me. Tarenia sent a hail of magical motes in retaliation. They struck unerringly, but failed to knock the klaven down.

“Hang on!” Dupree shouted, hauling hard on the right side of the yrthak’s crest.

We banked again, spurs zipping past. One struck the yrthak’s underbelly, but it only screeched a piercing cry and flew on. Then, the yrthak stalled, gaping its maw to shriek a blast which knocked one klaven right off the balloon and set the others reeling back.

Dupree kicked the yrthak’s neck and it banked once more, coming around for another pass. I fired a dart, but missed. Tarenia cast a barrage of magic that sent another klaven over the side, but our maneuver took us wide enough to draw fire from the ship itself.

I heard a clang from behind, and ducked as more spurs zipped past. Dupree lurched, blood blossoming on her

tunic. Lunging forward, I grasped her collar, fighting to keep us both aboard. She pressed a hand to the wound and leveled us out low over the top of the balloon. The yrthak plucked a klaven up in its jaws, blood spraying as it snapped and wolfed the warrior down.

Tarenia tapped me on the shoulder and passed a blue glass bottle forward. I tore the stopper out with my teeth and pressed the neck to Dupree’s lips.

She drank greedily and nodded. “Thanks!”

I released my grip. “One more pass!”

Dupree wheeled us around again, aiming right at the top of the balloon. The last klaven fired the instant before I leapt. His shot cut a line of pain across my cheek, but mine struck him in the neck. The explosive dart vaporized his head as I grabbed the balloon’s netting to keep from bouncing off.

The yrthak’s shadow wheeled over me with only Dupree aboard. Tarenia and Telka fell slowly toward me, Tarenia’s magic at work. I limbered up a coil of thin line as they landed, and waved to Dupree still circling overhead.

“Telka, deactivate the weapon.” I tied my line to the netting and my waist. “Tarenia and I will distract the klaven.”

“Response: Affirmative.”

“Confusion, mayhem, noise, distraction! Got it!” Tarenia smiled and fished spell components from her robes.

I waved to Dupree again, and pointed to the airship’s port side.

She wheeled the yrthak lower, banking in to attack. Tarenia cast a spell, and suddenly a half dozen copies of her stood around us. At the yrthak’s shriek, we leapt off the balloon.

The klaven weren’t really surprised by our two pronged attack, but they hadn’t expected so many assailants. Spur bolts destroyed several of Tarenia’s decoys, but none touched me. My shot felled one klaven, while Tarenia’s lightning blasted two more. The yrthak’s sonic blast rattled my ears, slamming the onaryx commander flat. I drew my new rapier and skewered another klaven before the rest were on me. I lunged and parried as Tarenia fried two more klaven to cinders. With luck, they hadn’t seen Telka swing down to the planet-killing weapon slung beneath the hull.

Our luck wasn’t that good.

“It’s a diversion!” The onaryx commander lurched up, a huge energy blade flaring to life in his hands. “Kill them! I’ll take the divymm.” His bat wings unfurled as he leapt over the rail.

I was too busy to shoot him, and we were running low on illusory decoys. Tarenia conjured up a huge desert beast to defend her, but I faced four klaven with my back to the rail. If I tried to help Telka, I’d have to turn my back on them.

A massive pair of jaws flashed over my head, teeth slashing

together to snap a klaven in half. The entire airship lurched as Dupree brought the yrthak onto the deck, its wings fouling the guywires. It landed with a crack of splintering deck planks and crunching bones, two more klaven beneath its feet as it wolfed down its first victim.

“Help Telka!” Dupree shouted from her seat.

Vaulting the rail, I clambered down the cargo straps. Energy blades flashed and arced, but Telka was no match for the onaryx. Sweeping strokes sent the divymm staggering back from the open access panel at their feet. Before I could join the fight, another slash severed Telka’s sword hand, and a kick sent my friend tumbling back. Telka dangled precariously as the onaryx strode forth, his blazing weapon held high.

I leapt from my perch to drive my rapier right through his back, pumping all the energy I could spare into the blade. Flesh crackled and popped as the onaryx bellowed, but he whirled around, wrenching my rapier from my grasp and swinging its blade in a flat arc. I ducked and rolled, firing a bolt from my clockwork hand as I came up. I missed my mark, but the shot blasted the onaryx’s left wing to tatters.

Still the warrior stood, his bat-like features grinning malice. He took a step, but the bioweapon beneath us suddenly trembled, long glider wings unfolding from its sides.

The onaryx laughed. “You’re too late! Your world is ours!” He swung his blazing sword through two of the cargo straps, sending Telka plummeting without a cry. The bioweapon lurched.

“Not yet, it’s not!” I fired a dart down at one of the fragile wings, and the explosive cracked it.

The onaryx growled and staggered forward. I grasped a cargo strap and stepped onto the damaged wing, feeling it splinter under my feet. The blazing blade swept at my head. I ducked, but it severed two more straps, one of which I grasped. The wing lurched, and I fell, clutching the severed strap. I fought to hold on as the onaryx’s sword flashed once more, cutting one of the last two straps. The bioweapon pitched forward and slipped free. The onaryx laughed madly as the cracked wing flexed above me, refused to snap, and the weapon took flight with both of us onboard.

The planet killer had been deployed.

I hung on for dear life, and not just mine. If I failed, millions would die.

Clockwork mechanisms whined above me as three ports opened in the back of the weapon. A fine mist began trailing behind us—the bio-agent that would devastate Argosa. I’d run out of options. Every second that passed meant thousands of lives. If the weapon crashed, millions more could perish.

I took aim at the cracked wing and fired.

It finally fractured and fell away, causing the weapon to

tumble, and I heard a startled bellow as the onaryx fell, his ruined wing flapping uselessly. I kept hold of the severed strap, but I don’t know why. Clutching a doomed aircraft isn’t much better than falling free. Five miles is a long drop, however, so I figured I should do something constructive. Maybe I could limit the devastation.

What had Telka said? Deactivate it or destroy it with fire.

I had fire.

My clockwork fingertips cut furrows in the shell-like casing, dragging me inch by inch to the open access panel. Clutching the edge, I opened my hidden cache and dumped my store of alchemist’s fire into the mechanisms within, added a skin of oil, and my bandolier of explosive darts.

The ground was coming up fast.

I braced myself and fired my last explosive dart into the panel, leaping away as it detonated. The blast sent some fragments into me, but I stabilized my fall and watched the planet killer plummeting down, trailing flames instead of its deadly agent.

Falling...I had about a mile, maybe a minute. The view was nice, the browns of the desert, and the blue of the sea beyond. I wondered if the impact would hurt, if I would see my lost friends in the beyond.

A shriek rattled my ears, and pain lanced through my back. Dagger-length talons gripped me, the yrthak’s huge wings billowing above. Telka hung from the beast’s other foot, looked toward me, and winked one clockwork eye.

Above us, Dupree shouted, “Hang on! The landing’s going to be rough!”

Not as rough as it could have been, I thought.

The yrthak released us only a few feet above a sand dune and landed some yards away. By the time I got to my feet, Dupree had hurried over. The three of us embraced, clockwork and flesh in varying proportions. The burning wreckage of the planet killer smoldered nearby.

“Where’s Tarenia?” I released my friends and looked around.

“She took over the airship.” Dupree pointed to the craft far above. “Some crew were aboard, since the klaven didn’t know how to run it. She said she had something to—”

Flame erupted in the sky near the airship, a huge column enveloping the contrail of the bioweapon.

“Burning the bio-agent?”

Dupree shrugged. “No way to know if she can get it all, but it’s the best she can do.”

“That’s all any of us can do,” I agreed.

“Query: Can we go home now?”

I looked to Telka and laughed, wincing at my aches and pains. “Yes, my friend. We’ve done our part. Once Torgrimm and the coteries drive back the klaven, I think we can all go home.”

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