TABLE OF CONTENTS

1-4	AAANDAT
5-8	ARIDAN
9-12	BARQIDA
13-16	BAYAEL
17-20	BELLIFER
21-24	DROSS
25-28	FELLSWORNE
29-32	HURH
33-36	KONGLABA
37-40	MAKARI
41-44	PROTEAN
45-48	SHAMRETA
49-52	STEINAIEL
53-56	URUNOTH
57-60	VOID HORROR
61-64	YUKA
65	APPENDIX: MONSTER BY HD
66-67	OGL

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AAANDAT

Aaandat are large eldritch abominations. They appear to be hybrids of humanoid and scorpion. Their vision is capable of penetrating all illusions and invisibility. It has been suggested that they were perhaps created by sorcery to serve as guardians.

AC 1 [19], **HD** 6+3** [30hp], **Att** 2 x claw (2d8), 1 x sting (2d6 + poison), **THACO** 13 [+6], **MV** 120' (40'), **SV** D10 W11 P12 B13 S14 (6), **ML** 11, **AL** Chaotic, **XP** 950, **NA** 1d4 (1d6), **TT** C + 3000gp

- **GRAB AND STING** +2 bonus to sting attack, if a claw hits.
- **MAGIC RESISTANCE** +2 bonus to saves versus spells.
- **MENTAL RESISTANCE** Immune to mind-affecting or mind-reading spells **(e.g. charm, hold, sleep)**.
- **PENETRATING SIGHT** The Aaandat can see through any illusions, invisibility, or any such similar magical effects.
- **POISON** Anyone stung by an Aaandat must **save versus poison** or die in 1d4 rounds.
- **REGENERATION** A damaged Aaandat gains 1 hit point at the start of each round, as long as it is alive.
- **SURPRISE** On a 1-3, due to camouflage and stealth.

DESCRIPTION

You glimpse a large, chitinous horror clinging to the shadows in the middle distance. The angles of its armored form seems to lend it a good degree of camouflage amongst the sharp rocks of the terrain. If it weren't for the gleam of its multiplicity of unblinking eyes, you might not have seen it. But now that you have spotted it, your blood runs cold. The thing appears to be stand roughly the same height as a very large bear. It is mainly insectile or perhaps more rightly, scorpion-like in aspect. Its lower extremities appear wholly arthropodal including several pairs of segmented legs. The rear of the creature is equipped with a heavy scorpion's tail. And a powerful-looking humanoid torso sprouts from the where the scorpion head ought to be. This humanoid torso has two large pincers and is also quite heavily armored.

TACTICS

These creatures will attempt to ambush or sneak up on targets and surprise them. If they fail to surprise their targets they will attack immediately.

LORE

These weird creatures are known as Aaandat. They are consummate ambush predators with a deep history shrouded in time and mystery. For those that have studied the ancient lore of the Elven folk they have likely learned about the great civil war that split the fair folk into two primary factions. Those that dwell above ground and those that lurk beneath it. Most adventurers have met an Elf or two in their travels and have perhaps even named one friend. But few know of their darker kin, those that are blacker than black. Black of skin and black of heart. In a bygone golden age of the Elven folk, these ebon-skinned brethren of the fair folk fell to the practice of dark sorcery, degeneracy, hedonism and demon worship. Most sages of the topic know of the primary group of Dark Elves that fell to the worship of a demonic spider queen. Lesser known is the group that fell to the worship of a demonic prince that masks itself as an enormous scorpion in the eyes and minds of mortals that encounter it.

These creatures, are descendants of those insane devotees to that scorpion demon prince. After the Dark Elves lost the war with their kin and descended deeper and deeper into the bowels of the world, they became more and more crazed and enthralled with the worship of this demonic scorpion. Many went so far as to endure sorcerous rites to merge their flesh with that of the giant scorpions they had domesticated. Eventually, their society collapsed due to relentless infighting and assassination. After the collapse only the Aaandat remained. They have become a new race unto themselves and breed true, although horrific mutations amongst there offspring are fairly common. Typically these mutants do not survive more than a few days.

ECOLOGY

Aaandat seem to prefer rocky, subterranean environments. They are occasionally encountered above ground, but in such cases they are usually near the entrance to a deep cavern complex. It appears that they are not pained by sunlight as many such under-dwelling monstrosities are, but rather their natural camouflage is much more effective in their preferred environment.

Aaandat are sorcerous creations of a largely unknown origin. As such, their biological functions are mostly speculation. They appear to be mortal creatures that must breathe, sleep, eat and drink. Observations note they appear to be wholly carnivorous and are skilled hunters. They possess a rudimentary culture and basic intelligence, enough to coordinate a hunt and construct a den. Due to there unorthodox genesis they are highly prone to mutation. Roughly one in four of their offspring is a mutant that will likely die within a few days.

SEEDS

1.) The party has been contracted by a local family of nobles. The noble house has little actual power in the present politics of the day, but their history is rich and deep (as is their wealth). In recent years a peculiar malady seems to have taken root in the family. The children of this noble line are born more and more frequently with disfigurements and in some cases horrific mutations. The highest authority of the church allied to the family believes that a curse has fallen upon them and its origins lie within an ancient temple. Neither the priest nor anyone from the family can advise the party on what to expect within the ruins with any certainty. The family history indicates some ancient battle of mythic proportions had been fought there. But most sages in the present era believe these stories to be embellishment and hyperbole. Once the party begins to explore the temple it is revealed to be essentially just the tip of the iceberg, literally. As they soon discover that the temple itself is just the visible portion of a vast and labyrinthine complex beneath. The only instruction they were given is to seek the laboratory of the long-dead court mage. This information was provided to the party via a priest who saw it in a vision. Within the laboratory there should be an artifact that will remedy the condition.

REFEREE'S NOTE: Within the "dungeon" the party will learn about the Aaandat. There will be debased runes and scrawls in an archaic form of the Elven language. They will likely encounter many subterranean nasties such as the Aaandat, but also Troglodytes, Trolls and the like. They may learn about the frequent mutations that occur within the Aaandat population. And, they may discover that an ancient ancestor of the noble family once took a dusky Elven maiden found wandering in the ruins as his wife centuries ago. And finally, within the laboratory there is some magical artifact which has been activated. Likely the strange energies of the device are triggering the mutations in the children of the noble house.

2.) A group of foppish nobles and scholars have recently gone missing. They were investigating what they thought were the ruins of an ancient Elven kingdom in an amateurish attempt at archaeology. An Elven cultural site that oddly enough seems to be built below ground and not in some forest was far too interesting a find to neglect. They've not been seen or heard from since and were expected to return a fortnight ago.

LOOT

Aaandat are relatively prosaic creatures. They eat. They breed. They rear their young. They don't have much of a culture, but there does seem to be a glimmer of brighter consciousness in them that drives them to collect and hoard treasure. The wealth they amass does not seem to serve any function in their tribal society.

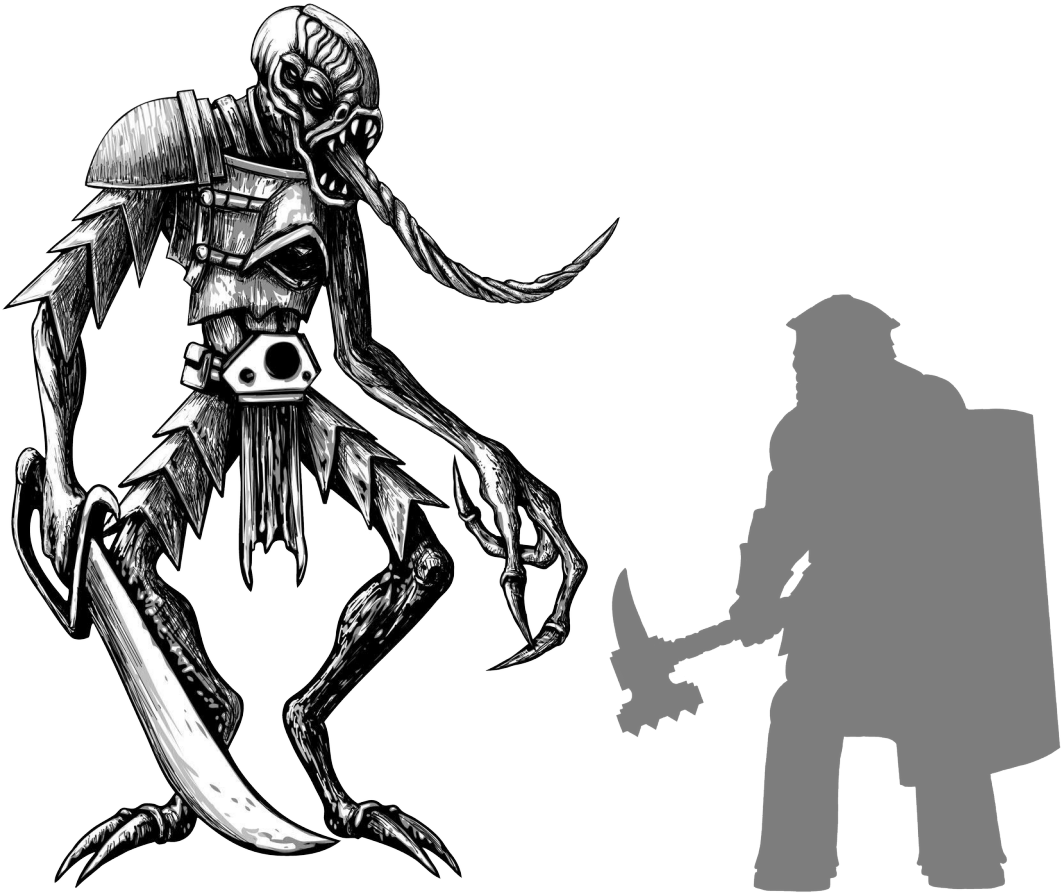
ARIDAN

Aridan are alien humanoids from some unknown plane of existence. They are the slightly feral dregs of a dying species. They travel the Multiverse abducting other intelligent species for a breeding program they hope will revitalize their race. They possess remnants of advanced technology that grant them a number of potent offensive and defensive abilities.

AC 5 [14], **HD** 2+2** [11hp], **Att** 2 x claw (1d3), 1 x bite (1d3) or 1 x sword (1d12 + paralysis), **THACO** 17 [+2], **MV** 150' (50'), **SV** D12 W13 P14 B15 S16 (3), **ML** 10, **AL** Chaotic, **XP** 45, **NA** 1d8 (2d12), **TT** Q

• **MENTAL RESISTANCE** Immune to mind-affecting or mind-reading spells **(e.g. charm, hold, sleep)**.
• **MUNDANE DAMAGE IMMUNITY** Only harmed by magical attacks.
• **PARALYSIS** For 2d4 turns **(save vs paralysis)**. Creatures larger than ogres are unaffected. After paralysing a target, Aridan will attack others.
• **TECHNOLOGICAL ARTIFACTS** Each can be used three times per day:

a.) ESP
b.) Floating Disc
c.) Invisibility
d.) Pass-Wall
e.) Read Magic
f.) Web



DESCRIPTION

A tall, gaunt, hunched and generally aberrant-looking humanoid clad in some form of plate armor and gripping a shimmering cutlass approaches you from the darkness. Its gangly stride is surprisingly quick and nimble. The creature appears to be slightly reptilian or amphibian in origin. It has four eyes that gleam at you hungrily from deep orbits. An impossibly long tongue slithers out of its mouth to scent at the air, revealing long carnivorous teeth.

It calls out to you in a glottal, croaking voice. It speaks your language, but only just barely. It asks you to surrender. It says if you come along peacefully you will not be harmed. It assures you that it is not alone and gestures around you with its free hand. As you glance where the being indicates you can see momentary flickers of other such creatures revealing themselves. They temporarily throw aside their cloak of invisibility just long enough to brandish their weapons and menace you. Then they vanish from sight once again. It appears you might be surrounded.

TACTICS

If the party resists, the creatures will attack immediately.

LORE

These creatures are known as Aridan. They are alien humanoids from some unknown plane of existence. Their once great empire has been in a long and steady decline. The vile creatures are the degenerate and slightly feral dregs of a dying species. They travel the Multiverse abducting other intelligent species for a breeding program they hope will revitalize their race. Those they abduct are often never seen again.

They possess remnants of advanced technology that they can utilize for several purposes. For example, their belt projects a force field that grants them immunity to mundane attacks. And, their gleaming blade delivers a paralyzing neural shock. Additionally, a projector on their breastplate can expel a sticky substance roughly equivalent to the Web spell. These are just a few of the myriad gadgets and effects they can create.

ECOLOGY

Aridan are mortal creatures. They must eat, drink and rest. However, little is known to what degree these things are necessary. Their normal method of reproduction seems lost to antiquity, now they must mix their blood and essence with that of other intelligent species in various sorcerous and alchemical rituals. Any resulting offspring always resemble the Aridan. Any failed attempts as well as the non-Aridan parents are put to an altogether different use. Nothing is wasted in the process, for you see all Aridan are carnivores, pure and simple. They do not care what state the meat is in. All of the Aridan also engage in cannibalism.

SEEDS

1.) One or more very important NPCs have recently been abducted by these creatures. The party has been contracted to seek them out and free them from captivity before the Aridan make use of them in their foul rites.

2.) A group of these fiends has been raiding the outlying hamlets. Several villages have been destroyed and countless numbers abducted. Beyond the human tragedy, harvest time is also drawing near and the grain stores will likely run low with too few to complete the labor. This will have significant ramifications for the kingdom at large.

LOOT

In addition to the treasure indicated by the Aridan's Treasure Type value, the party may be able to recover some of the technological artifacts utilized by them. Operating any recovered items may be somewhat difficult though. Referee's discretion is advised.

BARQIDA

Demonic shock troops hired as mercenaries for all the warfare the rulers of the hell dimensions bring throughout the Multiverse in their unending quest for ruin.

AC 6 [13], **HD** 6*** [27hp], **Att** 2 x sword (3d6) or 1 x bite (1d10 + poison), **THACO** 14 [+5], **MV** 150' (50'), **SV** D10 W11 P12 B13 S14 (6), **ML** 10, **AL** Chaotic, **XP** 950, **NA** 1d8 (2d10), **TT** None

• **BLINDSIGHT** Can "see" in total darkness; immune to sensory attacks such as blindness or deafness.
• **IMMUNITY** Immune to poison.
• **JUMP** Can leap up to 30' high and 60' horizontally.
• **MIRROR IMAGE** As the spell. **3 x day**.
• **MUNDANE DAMAGE IMMUNITY** Only harmed by magic.
• **POISON** Those that fail a save suffer a -2 to all rolls for 1d6 turns and their movement is halved. **(save vs poison)**.
• **TELEPATHY** May communicate mentally within 60'. Those contacted are not compelled to communicate, but the monster will have an empathic sense of their thoughts regardless.

DESCRIPTION

A large, muscular humanoid. It stands about twice the height of a human. It has nothing of a face beyond a gaping maw full of short, tearing fangs. Its head is a lumpen mass of flesh. It stands on powerful, legs ending in feet reminiscent of a raptor. It grips a massive, curving greatsword. The unnatural and fearsome mien of the being seems to indicate some fiendish origin, likely some infernal hellscape. The creature is reasonably intelligent and capable of communication. However, it is primarily concerned with bringing about as much ruin and carnage as possible.

TACTICS

The creature exudes menace and will attack immediately. It is surprisingly fast for such a bulky figure and charges forward in long, loping strides. As it nears melee range it appears to split into four mirror image reflections of itself. Each moving in perfect synchronicity to the other.

LORE

These creatures are known as Barqida. It is not known from what tongue this name comes from or what it means. Many sages speculate they are demonic assault troops. They are tough, mobile and disposable. They can leap incredible distances with little effort and their bite contains a toxic venom. Additionally they can repeatedly conjure a mirror image illusion that makes them appear to multiply before the enemy. Not only does this sow discord throughout the enemy ranks but it also obfuscates the demon, lending it an additional layer of defense.

The motivations of demonkind are universal and simple, to bring as much chaos and strife as possible. They seek to undo creation with every fiber of their twisted, malignant beings. These creatures are no different. Although they are not beasts, they might as well be, as their only concern is an offering of slaughter and chaos to their unholy masters.

ECOLOGY

Barqida are not mortal creatures. They do not need to eat, sleep, drink or breathe unless they choose to. The Barqida can be encountered anywhere throughout the Multiverse but their origin lies in the Abyss.

SEEDS

1.) A powerful warlock has summoned a host of Barqida and sent them forth into the kingdom to foment strife for his patron. The warlock aims to destroy the religions of the kingdom to make way for a cult devoted his patron. There have been ongoing attacks upon the temples of all deities within the kingdom. Additionally the trade routes in and out are routinely set upon. Supplies are running low and winter is nearing. The kingdom has sent out the call for heroes to aid them in their time of need.

2.) The party is tracking an arch-necromancer wanted for several heinous crimes across the lands. In the course of their pursuit they have fought wave after wave of animated cadavers day and night. They are weary body and soul to end this fiend and her malignant reign of terror. And now, finally the carrion queen's tower darkens the horizon and the party's spirit begins to lift. But before they can even attempt to breach the tower, several Barqida leap down upon them from the battlements.

LOOT

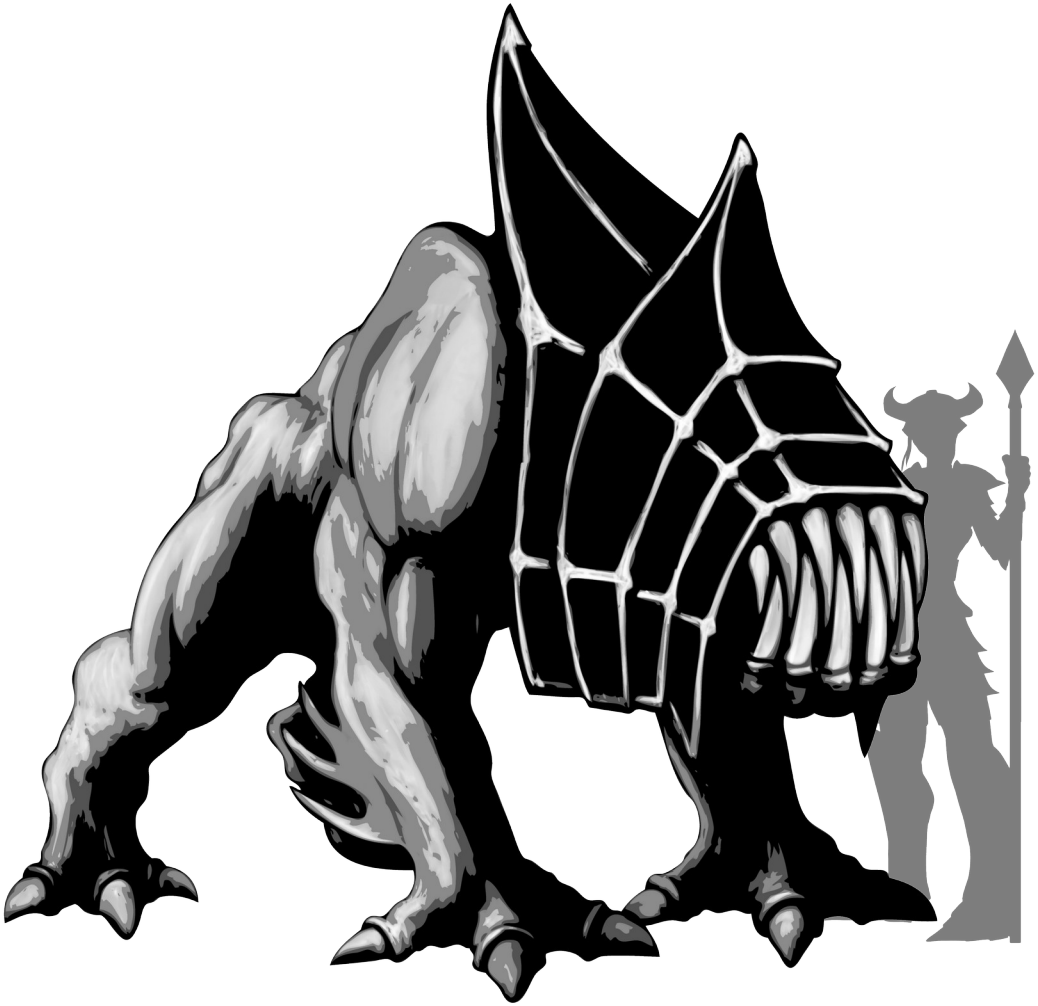
Barqida do not need much in the way of wealth, so they don't tend to build any sort of hoard. However, their sword although nonmagical is quite impressive and composed of some weird hellish iron. It might fetch up to 300 to 500gp from the right buyer.

BAYAEL

Bayael are demons which are drawn to the mortal realm through bloody conflict. Once they are here, they are reluctant to leave and work to create further wars.

AC 0 [19], **HD** 8**** [36hp], **Att** 1 x bite (2d12), 1 x breath (8d6), **THACO** 12 [+7], **MV** 180' (60'), **SV** D8 W9 P10 B10 S12 (8), **ML** 9, **AL** Chaotic, **XP** 2850, **NA** 1 (1d4), **TT** M

• **AURA OF FEAR** Any target it chooses within 60' must **save versus spells** or flee for 1d6 rounds.
• **BLINDSIGHT** Can "see" in total darkness; immune to sensory attacks such as blindness or deafness.
• **FIRE BREATH** 2-in-6 chance per round of breathing fire. **Save versus breath** for half damage. Cone of fire: end 10' wide, 50' long.
• **INVISIBILITY** May become invisible at will (as the spell).
• **MENTAL RESISTANCE** Immune to mind-affecting or mind-reading spells **(e.g. charm, hold, sleep)**.
• **MUNDANE DAMAGE IMMUNITY** Only harmed by magic.
• **TELEPATHY** May communicate mentally within 60'. Those contacted are not compelled to communicate, but the monster will have an empathic sense of their thoughts regardless.
• **TRUESIGHT** Vision is unimpeded by darkness of any kind. Can detect magic, illusion, invisibility and polymorph on sight.



DESCRIPTION

A large, densely muscled, four-legged beast. It looks to be at least eight feet tall at the shoulder and stands upon wide clawed feet. The sole feature of its face is a grinding, fanged maw beneath a heavily armored cowl of black iron. The cowl scrapes and grinds as the creature moves its head, clearly perceiving its environment even though it lacks visible sensory organs. An indescribably foul scent emanates from it, something akin to brimstone, fecal matter and slow death. The hide of the creature looks thick and rough. A palpable aura of menace radiates from its fearsome presence and threatens to overwhelm you with panic. The overall feeling it conveys is that of an incredibly ancient predator. The sight and scent of it will leave many dumbstruck with fear or fleeing for their lives.

TACTICS

Despite its terrifying appearance, it does not attack immediately. If anyone in the party has a Chaotic Alignment, it will attempt to communicate with them via telepathy (it appears to be incapable of actual speech). Its mental voice is cold and emotionless with a great, resonant depth, virtually echoing in their brain as if spoken from the depths of deep well. The touch of its foul mind evokes impressions of brutal warfare and grisly, horrific deaths across uncounted battlefields and unfathomable gulfs of time and space. The being will instruct the Chaotic character (or characters) to slay their companions and present them to it as a tribute. If they do this, it says they will be spared its wrath.

LORE

These creatures are demons known as Bayael. They appear to simply be terrifying beasts, but they are in fact highly intelligent and cunning. They are drawn to war and conflict on the mortal plane. In the midst of the most pitched battles when the mud is more blood than earth, these demons often manifest and join in the carnage. And once they manage to gain entry to our world, they are very reluctant to leave. They will remain to slaughter and foment slaughter until they are destroyed. After the tumult of the battle is finished, they will lurk invisibly in the darkened places awaiting further slaughter. There are rumors that some foolhardy and murderous folk will seek them out and beg for their aid in the destruction of their enemies.

Like most demons, their infernal flesh is impregnable to all but enchanted weapons and spellcraft. And even under such assaults they are able to stand resolute, weathering many injuries before succumbing. Additionally their minds are so alien as to be impervious to any form of magical influence. They are devastating in melee, they possess a terrible strength that allows their bite to easily rend most mundane substances. Unlike most demons, they do not possess many additional magical abilities however, they are able to become invisible at will. They are also capable of breathing terrifying gouts of hellfire.

Due to their peculiar method of perception, they are entirely immune to any attack or effect that would target their senses. They cannot be blinded or deafened. Additionally, they are able to detect magic, illusions and any other transmogrification on "sight".

Bayael are fierce and prideful, but they are not foolhardy. If ever seriously threatened they will flee. They are wise enough to know that if they can remain on the mortal plane they can manipulate others to do their bidding at a later date. They will not forgive any insults to their pride. Their revenge may be long in coming, but it will not be denied.

ECOLOGY

Bayael are demons. They do not require food or drink. Although, they will certainly feast on the flesh of anything they kill. They also do not require air to survive. Nor do they require any form of rest. They are manifestations of chaos and destruction manifest in an autonomous material form and given a semblance of free will. They are thought to be present in all the infernal realms but seem to have no place within the hierarchy of demonkind.

SEEDS

1.) A trio of these beasts has been ravaging the countryside. Several villages have been destroyed and countless numbers slain. Beyond the slaughter, harvest is also drawing near and the grain stores will likely run low with too few to complete the labor. A religious order has pooled a large sum to finance monster slayers to root out and destroy the demons.

2.) An NPC has contracted the party to guard him against a Bayael he believes is seeking revenge. The NPC shares all the lore that he knows about such creatures (reveal the Lore to your players?) and even claims to know the name of the beast that is tormenting him. The NPC was apparently part of an adventuring party (perhaps in their youth) that fought the Bayael but did not successfully destroy it.

3.) An upstart warlord in a neighboring kingdom has been raiding hamlets at the border. The warlord is being funded and instructed by a Bayael.

LOOT

Although Bayael have little personal craving for material gain. They will amass a sizable hoard to aid them in their efforts to finance further conflict. It is common for them to fund both sides of a dispute to prolong a war, so that they might further enjoy the spectacle and slaughter. Throughout their immortal existence their war chest will continue to grow, however they are not likely to keep all of it one place.

BELLIFER

Minor devils that have the ability to incite violence through their accursed music. Flocks of these wretched things are dispatched upon cities to bring them to ruin. Their maddening melodies driving populations to rage and revolt in waves of arson and murder.

AC 6 [13], **HD** 2**** [9hp], **Att** 1 x bite (1), **THACO** 17 [+2], **MV** 60' (20') / 150' (50') flying, **SV** D12 W13 P14 B15 S16 (2), **ML** 9, **AL** Chaotic, **XP** 40, **NA** 1 (1d6+3), **TT** 0

- **INVISIBILITY** As the spell. **At will.**
- **MAGIC RESISTANCE** +2 to all saving throws vs. magic.
- **MUNDANE DAMAGE IMMUNITY** Only harmed by magical attacks.
- **SOW DISCORD** Anyone within 300' who hears the Bellifer's harp must **save versus spells** or be driven to commit acts of violence (such as arson, looting, murder, etc.). On a failure, victims attack a random target immediately. This effect lasts for 1d6 hours. Those that pass their saving throw are immune to this ability for 24 hours.

DESCRIPTION

A small demonic-looking winged humanoid holding a harp. It appears to be a weird and malignant mockery of a cherub. The nasty little thing has the chubby rounded limbs of a toddler, a long tail, cloven hooves and bat-like wings. Its face is angular and harsh with deeply set eyes and stubby little horns. It does not seem immediately hostile. But, it is certainly very interested in you. If sighted, it will disappear soon afterwards. It will appear again, but only for a moment and at some distance (never within melee range). From this point on, it will reappear at inopportune times to play its wretched harp in an attempt to instigate violence of any kind. If spoken to, it will not reply.

LORE

These creatures are known as Bellifers. They are minor devils that have the ability to compel others to commit violent acts. This is done through the unholy, discordant tones they play on their accursed, infernal harps. Some sages and priests believe that whole flocks of these baleful abominations are dispatched upon cities to bring them to ruin. Their maddening melodies driving populations to rage and revolt in waves of arson and murder. A veritable symphony of death and destruction. Some sages speculate that massive manifestations of Bellifer often culminate in such a sickening crescendo of violence and depravity that greater demons might gain access to the mortal realm via the chaos.

In addition to their bellicose influence, they can turn invisible at will. Their infernal nature also lends them a host of other abilities and defenses. Chiefly, they are highly resistant to damage from weapons that are not silvered. They are also quite resistant to magic. And, they are entirely immune to fire as well as poison. As a result they are considerably more formidable than their diminutive size would suggest. Luckily they are quite cowardly and flee from any threat.

Their rage-inducing music is really their only weapon. They must become visible to play their tune and the music must be heard to have an effect. Additionally, those that successfully resist the music are immune to the effect of that particular Bellifer for a day. To a clever party that is knowledgeable about the effect and scope of the music, these monsters are little more than environmental hazards. However,

if one or more of the devils manages to influence a group of weak willed rabble the resulting mobs would likely pose a much greater threat.

ECOLOGY

Bellifer, are supernatural beings with no true biological necessities. They can subsist with or without such mundane necessities as food, water, air or sleep. Some believe that the creatures draw nourishment from sowing discord, but this is only speculation. They are believed to originate in some hellish nether realm, but can be encountered anywhere in the Multiverse. Due to their rather specific talents, they are generally encountered in places where turbulent emotions could have catastrophic consequences.

SEEDS

1.) The party has ended a recent quest and decided to take a much deserved rest. They have been relaxing in the capital city of a nearby kingdom for a few days. Their visit just happens to coincide with a delegation from another kingdom. Rumors on the street and in taverns speak of a possible marriage between the royal houses to build future alliances and bolster the mutual defense of their realms from an aggressor to the north. During the weeklong visit of the delegation there have been an increasing number of violent outbursts amongst the populace. Incidents such as roving mobs, looting and arson are growing more and more frequent. Reports of fiendish, winged babies have begun to circulate but mostly this is considered foolishness and superstition.

2.) One or more of the party members has fallen under the sway of a Bellifer. Perhaps it is a hireling, a familiar or even a mount. Those that are affected lash out randomly attacking any target within reach. If they overcome the rage, the Bellifer will return the next day and play its wicked tune for them again. The monster is seeking to slowly weaken the party through attrition and restlessness. It will persist in this harassment until they succeed in killing one another or they discover it and drive it from their midst.

LOOT

Only the little fiend's harp. Is it magical or merely a focus for the Bellifer's natural talent?

DROSS

Dross are loathsome and pitiable horrors that were once religious devotees to a fickle and alien god. Upon their death the cruel deity reincarnated them as ravenous monsters. Only after they have eaten fresh meat does their reason return to them. However, the window of lucidity is brief.

AC 5 [14], **HD** 3+3**** [16hp], **Att** 2 x tentacles (1d3 + constriction), 1 x bite (2d6 + vorpal), **THACO** 16 [+3], **MV** 150' (50'), **SV** D12 W13 P14 B15 S16 (3), **ML** 9, **AL** Chaotic, **XP** 150, **NA** 1d4 (2d6), **TT** C

• **CHARM** Anyone who hears their piping sounds must save versus spells or be charmed (as the Charm Person spell). **3 x Day**
• **COMMUNE** Unfortunately for them, their deity seems to hate them (as the Commune spell). **1 x Day**
• **CONSTRICTION** Tentacles grab and constrict after a hit. Each constricting tentacle inflicts: 1d3 automatic damage per round, plus a -1 penalty to attacks.
• **ECHOLOCATION** Unaffected by effects that impair, modify, or rely on sight. Blinded by magical silence.
• **GRAB AND BITE** +2 bonus to bite attacks if a tentacle hits.
• **REGENERATION** Heals 1 hit point at the start of each round. Can only be slain with acid and fire.
• **SEVERING TENTACLES** Requires a hit with a cutting weapon inflicting 6 or more damage.
• **SURPRISE** On a 1-3 due to stealth.

DESCRIPTION

You glimpse a nauseating sight shuffling in the darkness just outside your lantern light. It appears to be a nominally humanoid thing roughly the size of a large man, perhaps slightly larger. It is stooped and emaciated. Its flesh is pale, wrinkled and streaked with filth. Instead of arms, its forelimbs are long and nimble tentacles prowling through the dirt and muck at its feet. Perhaps it is searching for something. The serpentine limbs move with a furtive, predatory alacrity. Adjusting your light you get a better look at the face of the wretched thing and realize it has none. The whole of its heads is essentially a wide toothy maw from which a thick mucus dribbles. A moment later the tentacles emerge from the muck grasping a squirming cave rat. The rodent immediately disappears into the hungrily gnashing maw. Soon after, the thing pauses and raises its head. An eerie and piping melody emerges from its phlegmy throat. You feel a compulsion to approach the creature, loathsome as it is.

The sickening thing seems to sense your presence and calls out to you in the Common tongue. Despite its clotted and uncouth vocal apparatus, the voice is clearly that of an educated person. [Referee's Note: This moment of clarity will last a brief time (1d6 + 3 rounds) before the ravenous hunger returns and the creature reverts to a bestial state. How will it react to the party? Will it beg them for more flesh to prolong this window of reason? Will it bemoan its wretched existence? Will it beg them for the release of death? Will it ask them what year it is and what has transpired in the wider world?

TACTICS

These creatures rely on ambush to enhance their chances of successfully feeding. The Echolocation aspect of their perception makes it especially difficult to stalk prey. So, they will often lie in wait concealed amongst the terrain. They are also reasonably cunning and capable of constructing basic traps such as pit and rock falls. ASdditionally, they are able to produce a piping melody a few times per day that can enchant mortal creatures and lure them away from safety.

LORE

These creatures are tragic abominations which name themselves as Dross. Although they appear to be loathsome horrors, they are quite intelligent. Unfortunately their minds are dominated by an all-consuming hunger. It clouds their thoughts and turns them into murderous feral predators. Once they have fed on fresh, bloody meat their savage fugue lifts for a few brief moments. During these fleeting moments of clarity the Dross themselves can recount their wretched origins. They were all once religious scholars that devoted themselves to a deity they thought benevolent and wise. But, each of them upon their death reawakens in these twisted forms deep below the earth in some stinking pit. This curse seems to only befall the priests and scholars of the cult. Some of the wretched creatures believe this terrible state may be a tribulation of sorts. And that in time, an apotheosis awaits them. But most are simply insane with grief at the sheer disgust of their present condition. These ones generally wail and beseech their mocking and indifferent deity with the few pitiable moments of reason they are afforded.

Almost as a further insult to their abominable reincarnation all Dross are able to Commune (as the 5th Level Cleric spell) with their god once per day. [REFEREE'S NOTE: This is an exception to the rule which limits the casting of this spell to once per week. However, their deity seems to hate and mock them. Sometimes the fickle being answers them in riddles. Sometimes it merely laughs at their lamentations. As such, this ability offers them little personal benefit. But, it has been rumored that a Dross might use this ability on behalf of others and often the indifferent deity is more likely to offer useful information in such situations. Many who are aware of this practice fear the deity only offers such information if it will further its machinations in the mortal realm.]

Additionally, another "gift" from their cruel god has rendered their mutated flesh exceptionally hardy. No mortal injury can truly slay them. Decapitation and dismemberment only enhance their misery as their accursed form slowly knits itself back together. The only way to truly destroy a Dross is through total annihilation with acid or fire.

Many of the twisted things long for this but fear that should they commit suicide they will return in an even more awful incarnation.

Lastly, the Dross are eyeless things that navigate their environment with their long, probing tentacles and a sort of Echolocation (similar to that of bats). They cannot be blinded in the conventional sense, but magical silence achieves the same result. These weird piping vocalizations have an eerie melodic quality to them that can be quite entrancing. The Dross can cast a powerful enchantment via these sounds a few times per day.

ECOLOGY

Dross are wretched abominations condemned by their god to prowl beneath the earth. They eke out an indeterminable lifespan scavenging amongst filth and rot. They appear to be mortal but are exceptionally difficult to slay. Their cruel god has cursed them not only with this malign form but also regenerative abilities that allow them to recover from even the most grievous of injuries. This supernatural vitality makes it difficult to assess their mortal requirements. They are ravenously hungry and are constantly searching for flesh to consume, but it is unknown if they could ever truly starve. More than likely they would lapse into a coma if denied sustenance for prolonged periods. Their need for respiration, rest and drink is also unknown. The only way to truly end them is with fire and acid. They cannot reproduce and are created at the whim of their seemingly malicious god.

SEEDS

1.) The party has been contracted by a secretive organization to capture several Dross and take the creatures to a remote location. The organization does not contact the party directly, but rather through random emissaries such as street urchins, harlots and drunkards. They merely pass on written messages to the party and are paid in good coin by hooded gentlemen. The contract is very generous. The likely location of the Dross is also provided via a map along with some brief lore and some illustrations to help the party recognize and capture the monsters (But, don't reveal too much about their abilities and personality.). And the party is allowed a line of credit within the current settlement to buy supplies. [REFEREE'S NOTE: Consider what the motivation of the employer is? Consider how the Dross will react to being captured? Perhaps one or more of the Dross are grateful and the others are simply despondent.]

2.) The party has been adventuring underground for days. They're probably lost. They had been following a map of some old Dwarven mines. But yesterday they were pursued by some threat (Orcs perhaps) into an uncharted region of the underground. This one shows signs of recent habitation such as bits of equipment, boot tracks, animal tracks (unknown creatures, three long toe-claws). There are also crude, twisted effigies of what might be a religious order found randomly discarded. And, sometimes when the party rests the watch can hear a curious chorus of melodious piping deeper in the darkness. It calls to them.

LOOT

Dross are rarely in their right mind but in those exceedingly brief periods when they can recall their prior lives, it is often after they have slain a creature and fed upon its still quivering flesh. In these moments of reason they are able to pause and reflect upon their deeds, usually in morose self-loathing. And they also have the presence of mind to take anything of value or beauty from their victims and lay it upon some sort of strange communal altar. Some of them also create macabre religious iconography of a queer and haunting beauty. [REFEREE'S NOTE: It might be helpful to pause and ponder on such a culture. Imagine a doomed race of religious academics persisting in this nightmarish limbo. They are savage predators for most of their existence and only regain a shred of their intellect once they've indulged in their new sacrament, bloody flesh. Now consider they don't have eyes. What sort of bizarre, non-Euclidean geometries would such folk incorporate into their cultural artifacts.

FELLSWORNE

Powerful Minotaur warlocks. Scions to an infernal bloodline. They are no longer mortal.

AC 6 [14], **HD** 9**** [40hp], **Att** 1 x melee weapon (2d8 + energy drain), **THACO** 12 [+7], **MV** 150' (50'), **SV** D8 W9 P10 B10 S12 (9), **ML** 9, **AL** Chaotic, **XP** 3700, **NA** 1 (1), **TT** Q

• **GATE** Can open a portal to its home plane. **1 x Day**.

• **ENERGY DRAIN** A successfully hit target permanently loses one experience level (or Hit Die). This incurs a loss of one Hit Die of hit points, as well as all other benefits due to the drained level **(e.g. spells, saving throws, etc.).** A character's XP is reduced to halfway between the former and new levels. A person drained of all levels becomes a Ghoul immediately, under the control of the Fellsworne that killed them.

• **MAGICAL POWERS** Each can be used as indicated below:

At Will *Light, Dimension Door, Magic Missile, Ventriloquism*

3 x Day *Animate Dead, Fireball, Telekinesis, Wall of Fire*

1 x Day *Charm Monster, Insect Plague, Invisibility, Polymorph Self*

• **MAGIC RESISTANCE** +2 to all saving throws vs. magic.

• **MUNDANE DAMAGE IMMUNITY** Only harmed by magical attacks.

DESCRIPTION

A large, muscular humanoid. It stands about twice the height of a human. It has large horns, hooved feet, clawed hands and a gaping, fang-filled maw. It is clad in a broad girdle and a sleeve of spiked mail. It grips a staff topped with an eldritch sigil. Tattered remnants of flesh hang from the sigil.

TACTICS

The creature exudes menace although it may not attack immediately. It is no simple brute and will make ample use of the environment in any attack scenario. If spoken to, it may respond. It is open to parley but its terms might be unpalatable to some.

LORE

These creatures are called Fellsworne in the Common tongue. They are the unholy offspring of minotaurs and demons that have sworn through pacts and rites to eternally serve their infernal fathers. Many sages posit that the origin of the entire Minotaur species lies in an ancient blending of demonic blood with that of mortals. And, within a Fellsworne, that ancient demonic bloodline is rekindled with with a frightening intensity. Fellsworne are terrifying melee combatants and also wield potent magic. They can use their magic to attack, evade and hinder their opponents.

In addition to their infernal power and supernatural vigor, the melee attacks of a Fellsworne sap the life energy from a target in a manner similar to some undead. Any slain by a Fellsworne via this energy drain will immediately become a Ghoul under the control of that Fellsworne.

Fellsworne are dispatched throughout the Multiverse as agents to further the agendas of their infernal father. They may have an entourage of servants with them to aid in their mission.

ECOLOGY

Fellsworne are born mortal minotaurs but one of their parents is a demon. Through various rituals and pacts, they pledge themselves to their infernal ancestry and go through an unholy apotheosis. They are transformed through an infusion of infernal, eldritch energy and are afterwards no longer mortal. They no longer have any mortal necessities such as the need to eat, sleep, drink or breathe. Nor do they need to sleep. But, if they choose to do any of these things they may. Any indulgence in these actions is solely for pleasure.

The fiendish vitality of Fellsworne allows them to endure most environmental conditions throughout the Multiverse. As such they can be found virtually anywhere.

SEEDS

1.) Rumors of a powerful necromancer in the outer rim of the kingdom have reached the capitol. The degenerate fool has formed a pact with a devil. That devil has sent one of its Fellsworne to aid the necromancer. As of late, news of macabre immortality cults are growing more frequent. All the while, outbreaks of undead, famine and disease are on the rise. The party has been asked to root out the necromancer and banish the devil.

2.) The party receives a message requesting a midnight meeting in the forest north of town. The missive promises detailed knowledge of a plot to usurp the throne. They are to come alone. After entering the wood they spy a campfire in the distance. Upon arrival at the camp, they discover a dozen or so rogues and a Fellsworne. They inform the party that the prince is actually the bastard son of a demon prince and that cultists devoted to the demon plan to assassinate the king. The demon prince hopes to elevate its bastard to the throne early and then instigate a war with a nearby kingdom. The bastard is not yet aware of the identity of his true father. REFEREE'S NOTE: There is a chance the party is merely being duped into getting involved in a conflict between two rival demonic dynasties.

LOOT

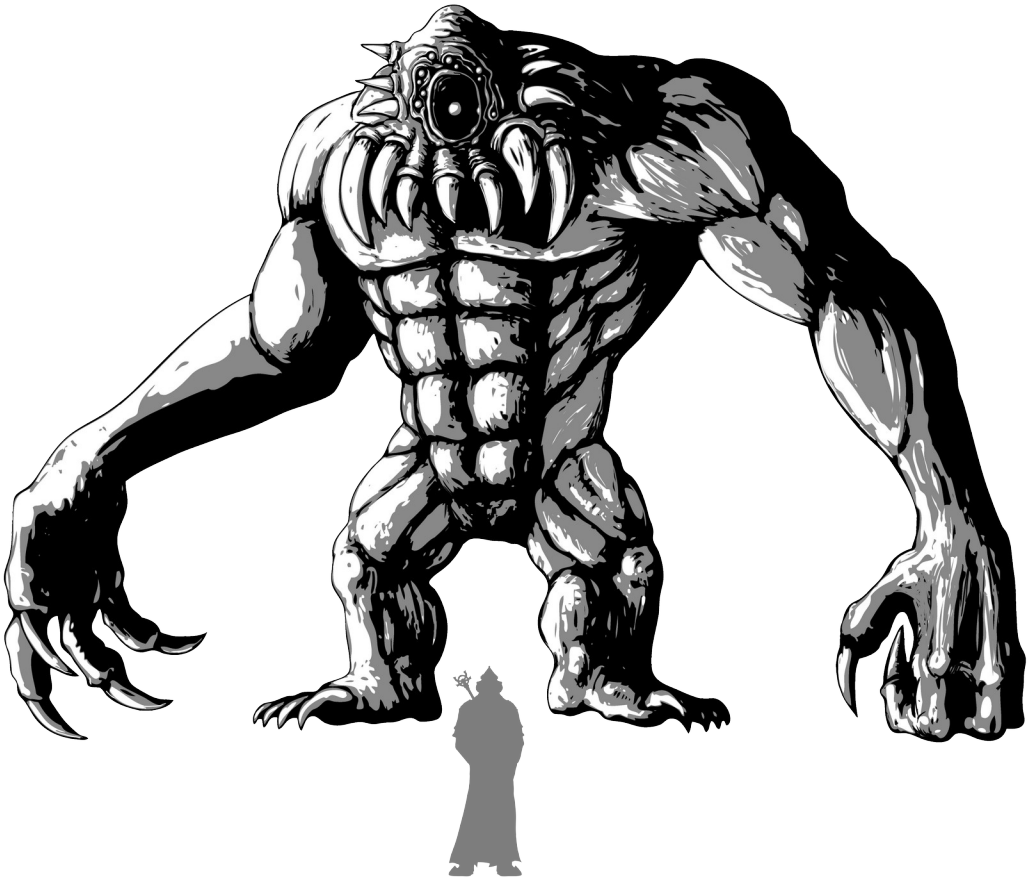
Fellsworne are highly intelligent with an interest in magic. They also recognize the extreme greed of mortals and as such tend to accumulate wealth and magic items. A Fellsworne will always have wealth of about 500gp on its person as well as a potent magical staff. Roll a 1d6 on a 1-3 it is a Staff of Power, on a 4-6 it is a Staff of Wizardry, there is a 3 in 6 chance the staff also functions as a Staff of Withering or a Staff of Snakes (equal chance of each). If the Fellsworne's staff is recovered, it can be used by Clerics or Magic-Users. Additionally, they will have 1d6 randomly determined Scrolls.

HURH

Hurh are the colossal avatars of an unfathomable, alien god. They are dispatched to the mortal realm to absorb information for their masters to analyze.

AC 4 [15] **HD** 15** [67hp] **Att** 2 x claw (3d6 + mind drain) **THACO** 8 [+11] **MV** 120' (40') **SV** D8 W9 P10 B10 S12 (7) **ML** 12 **AL** Chaotic **XP** 3250 **NA** 1d4 (1d6) **TT** None

• **IMMUNITIES** Hurh only take half damage from acid, cold, fire and lightning. Additionally, they are immune to poison and cannot be blinded or deafened.
• **MENTAL RESISTANCE** Immune to mind-affecting or mind-reading spells **(e.g. charm, hold, sleep)**.
• **MIND DRAIN** Any target struck by a Hurh in melee will have the totality its mind absorbed by the creature. This may kill the target outright **(save versus death)**. Those that survive are effectively rendered imbecilic. They will be unable to cast spells. But, they may still aid their companions as well attack and defend themselves with a -4 penalty **(i.e. Attack rolls have -4 adjustment to the die roll and Armor Class is worsened by 4 as well)**. This imbecilic condition is temporary, and will end in 1d6 turns.
• **MUNDANE DAMAGE IMMUNITY** Only harmed by magic.
• **PARALYSE WITH TERROR** Anyone seeing a Hurh must **save versus paralysis** or be paralysed with terror. Paralysis is broken if the Hurh attacks or goes out of sight.
• **SEEP** Can squeeze through small holes and cracks.



DESCRIPTION

You see a towering, densely muscled humanoid of somewhat bizarre proportions. Its legs are short and stumpy, while its torso and arms are exceptionally long. It has a decidedly ape-like posture and gait that would seem almost comical were it not for the mind-blasting horror of the thing's face. A single baleful eye gleaming with an unwholesome radiance from an unfathomable spectrum dominates its ever-shifting, amorphous countenance. That damnable eye is like the center of a crawling, twitching maelstrom. Around the wretched focus of that single point, a riot of teeth and lesser eyes swarm and scrabble for purchase. Like the ripples in a lake from a cast stone. The effect is something akin to a swirling, gibbering kaleidoscopic halo of base wrongness. The mere act of viewing its weird face drains your will and rattles your sanity.

It approaches unhurriedly, crawling and waddling as it must. As it draws near, you realize some of your companions appear transfixed by the eldritch spectacle of the creature. It reaches for them, easily grasping them in its immense paw and holds them up, as if for closer scrutiny. Some gibber like fools while others bleed from their eyes and ears. And still others simply expire in some twitching paroxysm of horror and an insane, giddy delight. Their weird senseless laughter seems to hang in the air long after their death as if suspended on the ether as the stench of their excrement fills the air.

The creature will attack those that appear unable to flee first. It will not attack anyone else until those enthralled by its weird charm have been slain or incapacitated. It will make no attempt to defend itself or flee. It will make no attempt to communicate.

LORE

These creatures are known as Hurh. They are quite rare so true knowledge of their origins should be very difficult for players to come by. Those that are cognizant of the Multiverse and some of various powerful entities residing in farflung planes might know the Hurh are the avatars of an alien god. And, while they do not appear to be malicious creatures, the inherent wrongness of the things wreaks tremendous havoc and sows considerable misery regardless of their intentions.

Sages familiar with the Hurh believe they are sent to various kingdoms and realms across the planes to gather knowledge for their god. They extract the thoughts of sapient creatures like a telepathic sponge, but the Hurh themselves are incapable of communication. Those that have encountered the Hurh and lived, let alone retained their sanity describe a sound in their heads like a titanic wind resembling the sound of the creature's name.

ECOLOGY

Hurh are the avatars of an unknown and likely unfathomable alien god. Although they manifest in our mortal realm with a corporeal form, the anatomy and physiology of that form is entirely supernatural. A Hurh's body appears roughly humanoid but possesses no bones, internal organs or processes whatsoever. Their bizarre structure allows them to assume an amorphous semi-liquid disposition to infiltrate spaces that their bulky humanoid aspect would not allow.

The Hurh are constructed unnatural things. They do not eat, sleep, breathe, reproduce, etc. They are immune to many of the hazards which would pain mortal beings.

SEEDS

1.) The PCs have been investigating the abductions of several notable sages and engineers in various cities throughout the kingdom. In their search they have stumbled across a mysterious cult devoted to a strange and alien god. The thing they worship might be described as something akin to a sapient embodiment of entropy attempting to understand an ordered reality. The basic tenets of this strange faith revolve around the explanation of ordered matter and a rational world somehow communicated to a being incapable of conceiving such phenomenon. Their doctrine is like instructing the blind to appreciate the subtle variations of hue, saturation and luminosity expressed in a sunset. Except the subject matter is not something as simple as a sunset but rather a base interrogation of physical reality, such things as solid matter, heat, light, time, etc.

2.) A recent haul of loot includes a strange totem resembling what might be a squatting feline creature with far too many eyes and a decidedly ape-like aspect. The bizarre thing depicted in the exquisitely sculpted, horrific statuette also possesses large and somewhat bat-like wings sprouting from a hunched back. Behind the figure a sort of broken spiral motif radiates. A multiplicity of eyes and horns are woven throughout the asymmetric halo. Under closer scrutiny the spiral motif appears to possibly be a kind of mandala formed from tentacle-like limbs or perhaps thorny briars. Although it is quite ugly, it is exquisitely wrought and will likely fetch a goodly sum from the right buyer. ***[The night after the party discovers the totem, the PCs with the highest mental attributes (INT, WIS or CHR) will have an incredibly vivid dream in which the creature depicted appears to them. They will not be able to recall any details other than the creature itself. But, they will be able to describe a keen sense of unease and a deep confusion. Within 1d6 hours a Hurh will manifest. Remember that although it is a massive creature, it can assume a semi-liquid form to seep into private chambers.]***

LOOT

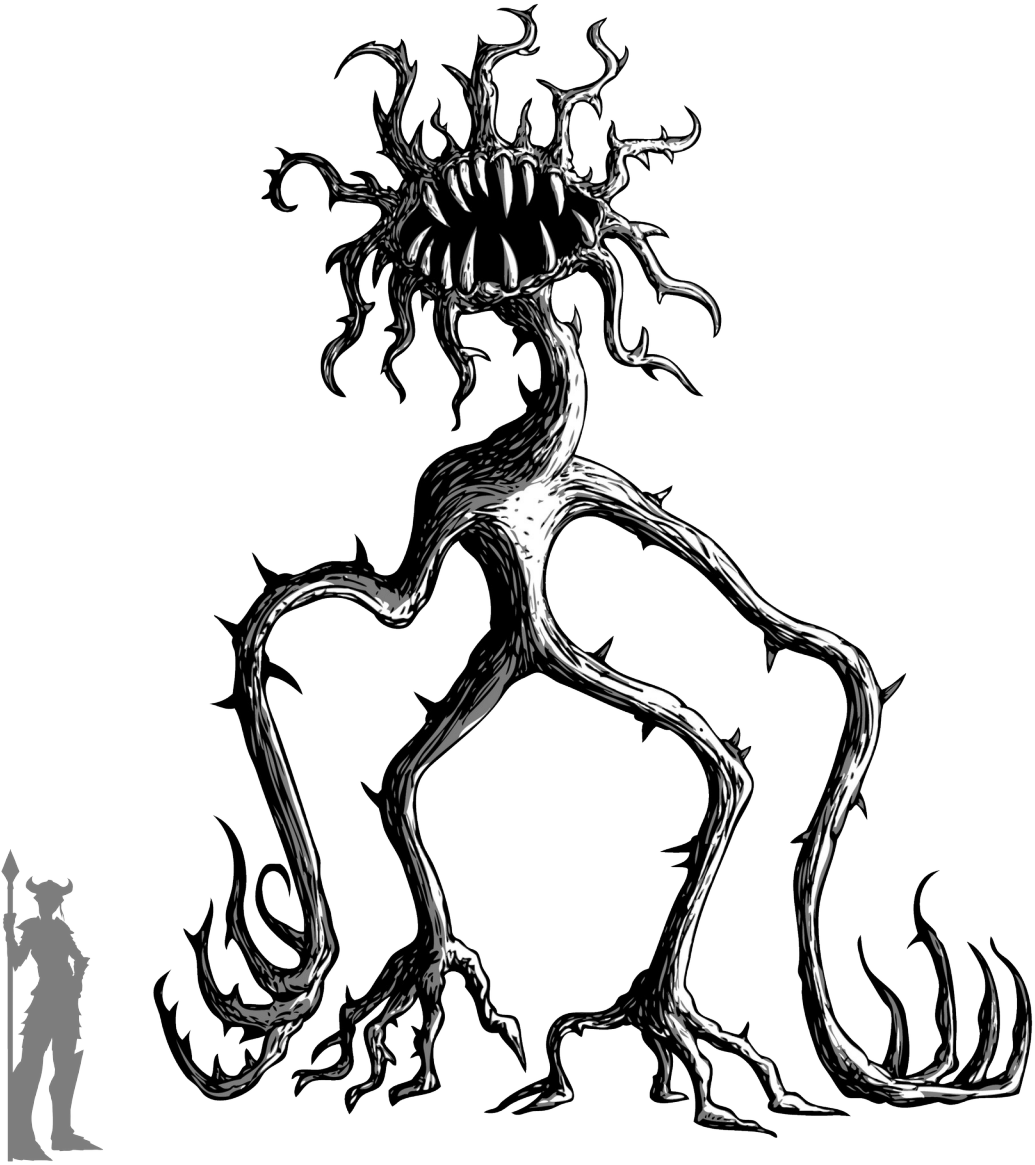
Hurh are only temporary manifestations of their alien god's curiosity and are never present in the mortal realm for long. As such, they will not hoard any wealth or treasure. Any loot acquired from them is merely coincidental.

KONGLABA

Konglaba infect other plants in their vicinity and cause them to produce a delicious fruit that is highly attractive to animals. The fruit is intoxicating and causes a paralysing delirium. Once a creature is incapacitated, the Konglaba reveals itself to consume them. It later excretes digested meat as fertilizer for the plants it infests.

AC 3 [16], **HD** 7*** [31hp], **Att** 1 x claw (1d8) or 1 x bite (1d10 + acid), **THACO** 13 [+6], **MV** 60' (20'), **SV** D8 W9 P10 B10 S12 (7), **ML** 7, **AL** Neutral, **XP** 1650, **NA** 1 (1), **TT** C

• **ACID** The Konglaba's bite is acidic and inflicts an additional 1d8 damage **(save versus poison for half).** The damage is continuous and lasts for 1d4 rounds.
• **ANIMATE PLANTS** The Konglaba can command smaller plants come to 'life' and entangle its targets within a 30' radius. Entangled creatures are unable to move. Additionally they take 1d3 damage per round and are at -1 to attack. Breaking free depends on Strength: 2d4 + 1 rounds for strength in the normal human range; 1d4 rounds for strength above 18; 1 rounds for creatures with giant strength.
• **BLINDSIGHT** Can "see" in total darkness; immune to sensory attacks such as blindness or deafness.
• **IMMUNITY** Immune to mind-affecting or mind-reading spells **(e.g. charm, hold, sleep)**.
• **POISON FRUIT** The Konglaba causes all the plants in a 300' radius to produce a sweet-smelling and poisonous fruit. Those who do not want to eat it must succeed on a **save versus spells with a +2 bonus** to resist the urge. If the target fails it must eat some of the fruit and then succeed on a **save versus poison** or go into a psychedelic delirium during which they laugh uncontrollably for 1d8+1 rounds. A character subject to this attack cannot cast spells, can make no attacks, automatically fails any saving throws, and suffers a -4 penalty to AC (and cannot use a shield).
• **SLOW** The Konglaba always loses initiative.
• **SURPRISE** On a 1-3, due to camouflage and stealth.



DESCRIPTION

You see a towering, animated plant creature slowly unwrap itself from the trunk of a tree. Its long reedy form looks to be around twenty feet tall and seems to be composed of thick vines. It is vaguely humanoid with two arms, two legs and a head. Its body and limbs are covered in thick thorns about the length of a man's hand and thick as a thumb. The head of the strange creature is reminiscent of a flowering carnivorous plant. It has no visible sense organs. Numerous thorns similar to the ones that jut from the rest of its body (but much larger) line the interior of its gaping maw. A thin, noxious sap dribbles from that horrific maw and smaller more animated grasping vines radiate from it. The creature moves extremely slowly and quite soundlessly, only the occasional creak and rustle betrays it.

TACTICS

It is very likely that the party does not get to see the creature initially. The creature lures in victims by infesting other vegetation. It induces them to produce a poisonous, debilitating fruit. Characters skilled in woodcraft (or with a slightly higher than average Wisdom score?) might recognize the oddity of several trees and shrubs all of different varieties producing the same fruit. The fruit is delicious but quickly induces a sluggish stupor and vivid hallucinations. Often, the creature will not reveal itself unless its potential targets are debilitated from the poisonous fruit. Additionally the creature can animate lesser plants in the vicinity to entangle its prey.

LORE

These creatures are known as Konglaba. Their name derives from an isolated and ancient dialect of the southern continent. Sages that have studied the culture believe the name translates to some such thing as "choke berry" but others contend that it actually translates as "chuckle berry". Other scholars contend there are additional logographic markings in the original script that indicate it is "powerful", "hungry" and "vengeful". Irregardless, apparently the name chiefly refers to the berries the creature somehow induces the other plants in its vicinity to produce and not the creature itself. But, such trivial quibbles of semantics are merely academic. If you encounter one, rest assured it is going to try to kill you. The creatures do seem to possess a reasonable level of intelligence, greater than animal by most accounts. But they also seem incapable of communication (other than with plants?)

A Konglaba once revealed moves extremely slow (always loses initiative). To feed it generally relies on the poison fruit to incapacitate potential meals. If one or two creatures should manage to mount a half-hearted and drugged defense it will likely emerge victorious. But if the potential targets in its vicinity resist the fruit the Konglaba can induce the other plants in the area to assist it as well. If this is the situation, the vegetation will usually send out entangling vines and briars whilst the targets are at rest. So that when the Konglaba decides to attack, they are unable to flee or mount an organized defense.

ECOLOGY

Konglaba are plants which prefer to grow in subtropical to tropical regions. But they seem to be adapting to more and more temperate environments as time goes by. Presumably they are supplementing the lack of sunlight by infesting greater and greater areas of vegetation to augment their diet with additional meat.

SEEDS

1.) A Human settlement has set about clearing some woodland to make way for farms. They accidentally stumbled upon a grove infested by a Konglaba. Of the ten men attempting to clear that portion of forest only one managed to escape and tell the tale. The party has gotten word of the incident and aim to collect the reward. What they will discover unfortunately, is that the Konglaba is not alone. A cult of anarchic Elven nature priests has been transplanting the creatures from the southern continent and tending to them. The cult aims to halt the deforestation caused by the Human farmers and so protect their sacred groves deeper within the woods. The Konglaba has been trained not to attack any Elves.

2.) During an expedition on the southern continent to recover a famed artifact (a crystal skulls perhaps?), the party happens across a peaceful grove. They are weary from their trek and this place offers abundant fruit, the limbs of every tree are heavy with it. And there is a freshwater stream nearby as well. It seems to be the perfect campsite. If they partake of the fruit and fall under its influence, the Konglaba will emerge.

LOOT

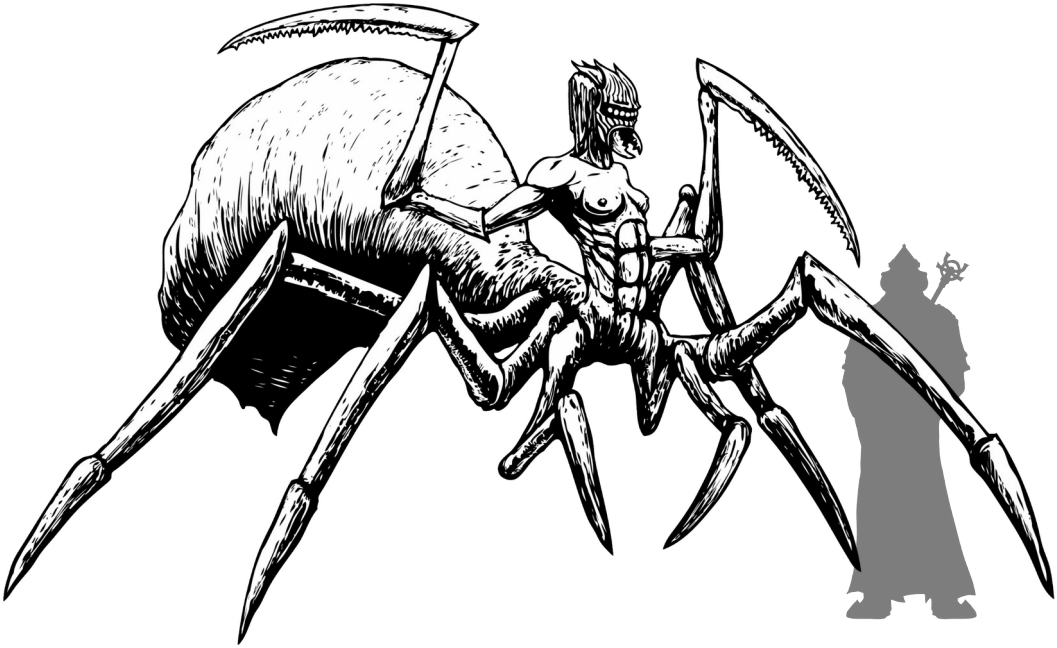
Although Konglaba have absolutely no need for shiny trinkets they will amass a sizable hoard of baubles. The most conspicuous and audacious items will be sprinkled about like cheese in a rat trap (Wisdom check?) to lure adventurers deeper into its domain.

MAKARI

Abominable chimeras of woman and spider. They have a primitive culture that exemplifies all the worst aspects of a Dark Elven society.

AC 3 [16], **HD** 6**** [27hp], **Att** 2 x claws (1d10) or 1 x bite (1d8 + poison), **THACO** 13 [+6], **MV** 150′ (50′), **SV** D10 W11 P12 B13 S14 (6), **ML** 8, **AL** Chaotic, **XP** 1175, **NA** 1 (1d3+1), **TT** G

• **CLING** Can walk on walls and ceilings.
• **JUMP** Can leap up to 30′ high and 60′ horizontally.
• **MUNDANE DAMAGE IMMUNITY** Only harmed by magic or silver.
• **POISON** Their bite is debilitating but not deadly, **save vs poison** or fall unconscious for 2d6 turns.
• **SURPRISE** On a 1–5.
• **WEBBING** 2-in-6 chance per round of shooting webs. Range 90′. Creatures caught in webs become entangled and unable to move. Breaking free depends on Strength: 2d4 turns for strength in the normal human range; 4 rounds for strength above 18; 2 rounds for creatures with giant strength. The webs can be destroyed by fire in two rounds. All creatures in a flaming web suffer 1d6 points of damage.



DESCRIPTION

A monstrous hybrid of humanoid and arachnid. It stands about twice the height of a human poised upon its long spider legs. In the place where a spider's head ought to sprout is a nominally humanoid, female torso covered in chitinous plates. The creature's head is grossly deformed. The palps of a spider emerge from a gaping mouth. Above the mouth is a single row of multiple beady eyes beneath an armor-plated brow. Strands of hair dangle from the rear of its distended head. Its arms are triple-jointed and end in serrated scythe-like blades. They are somewhat reminiscent of the forelimbs of a mantis.

TACTICS

Within moments of encountering the party, it will scuttle away to the shadows. Once hidden in a nearby niche it will launch webs at the party, attempting to ensnare them. The creature is capable of speech and knows the Elven and Deepcommon tongues. But, it is chiefly concerned with its own interests and survival. So, any negotiations with the party should benefit it in some way.

LORE

These creatures are called Makari. It is said their name translates to "spinner" in the Deepcommon tongue, referring to their ability to cast webs to ensnare their prey. They are often confused with the accursed half-elf, half-spider things offcast from the societies of murderous Dark Elves. This comparison certainly seems apt, but it has never been confirmed. Those misbegotten hybrids of the Dark Elf kingdoms all appear far less monstrous than the atavistic Makari.

However, they do all speak Elven (as do most Elves). And, those that have studied the Makari claim their deity is a beautiful and terrible spider queen, much like that loathsome demoness the Dark Elf pay homage to. But surely, why wouldn't they worship a being so like themselves? The Makari have never confirmed nor denied any kinship to the Dark Elves.

There are a few scholars that suggest the Makari are a fragment of the demonic Spider Queen itself. These scholars posit, that perhaps, the Makari are a sort of feral, totemic ideal created by the Spider Queen for the matriarchs of Dark Elven society to look to for inspiration. This line of thought does have merit, as the Makari all appear to be women of a uniformly ruthless and cunning nature possessed of a will to conquer from the shadows. And needless to say, these traits certainly seem to be core tenets writ large in all aspects of Dark Elf societies.

ECOLOGY

Makari appear to be mortal creatures. They must eat, drink, sleep and breathe. It is widely assumed they have mortal lifespans as well, although none can comment yet as to their longevity. If they truly are an offshoot of the Elven race, they are likely very long lived indeed. They prefer rocky caverns or darkened forests to construct their lairs in. There have never been any sightings of male Makari which has led sages to speculate the species is asexual or hermaphroditic.

SEEDS

1.) A group of rebel Dark Elves have attempted to form an enclave on the surface in a secluded forest. They have claimed to be seeking a peaceful future amongst the other races. As unlikely as it may seem, they actually have the support of a nearby Elven kingdom. They have fought off countless invasions and assassins from their murderous kin below. But now they have had to contend with waves of Makari attacking them. They and their Elven allies have sent forth a call to adventurers to help defend the newly established settlement.

2.) The party is traveling through an isolated woodland area. In the distance they spot a number of wounded men covered in some sort webbing. If the party nears the scene, the Makari in the trees above will begin to launch webs at the party. It will attempt to ensnare them first and then poison them with its bite. There may even be youngling Makari creeping about as well.

LOOT

Makari are monstrous creatures that lack hands, as a result it is rare for them to build a trove of weapons, armor, magical items or really even coins and gems. They have little need for or interest in such things within their society. It is strongly suggested that individual Makari have no treasure whatsoever. If a party manages to find the lair of a Makari clan they will find a shrine to their goddess. Here the party may find the hoard indicateded in the statblock. The hoard usually contains rare gems and hauntingly beautiful bone carvings of their deity. Dark Elf collectors are likely to pay higher than expected sums for such items.

PROTEAN

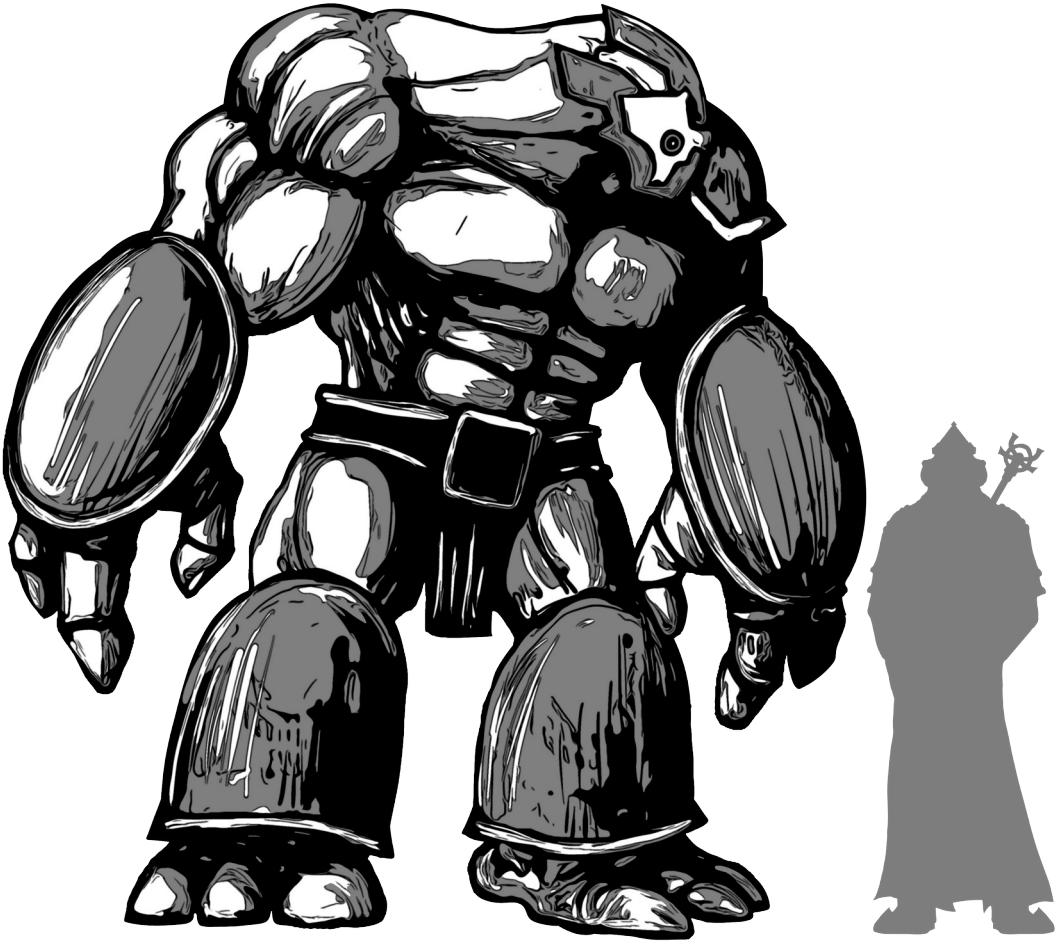
Proteans are large, shapeshifting aliens from another dimension. They are not evil but their otherworldly origins often lead to confrontations with normal folk. They are greatly fascinated by magic and magical items and are prone to re-appropriate them. Generally violence ensues if anyone attempts to stop the theft.

AC 5 [14], **HD** 4+2** [20hp], **Att** 2 x blow (1d10), **THACO** 16 [+3], **MV** 90' (30'), **SV** D10 W11 P12 B13 S14 (4), **ML** 10, **AL** Neutral, **XP** 275, **NA** 1d6 (2d6), **TT** C + 1000gp

• **ABSORB PREY** Absorbs a target into its own body mass and begins to digest it. Will usually attempt only on incapacitated targets. Inside the Protean's body: suffer 3d6 damage per round (until the monster dies); may attack with sharp weapons at -4 to hit; body digested in 6 turns.
• **ENERGY IMMUNITY** Unharmed by cold or lightning.
• **MUNDANE DAMAGE IMMUNITY** Only harmed by magic.
• **PSIONIC POWERS** Each can be used three times per day.

a. ESP
b. Hold Person

• **SHAPESHIFTER** As the Polymorph Self spell **(at-will)**. At the Referee's discretion, they can mimic inanimate objects and specific individuals as well.



DESCRIPTION

[REFEREE'S NOTE: This description presumes the party encounters the monster in its true form.] In the middle distance, you see a large humanoid creature. The creature looks to be about two and half times the heights of a large human. It is stoutly constructed with dense muscles and appears to be wearing some sort of armor. However, some of its flesh is bare and has a peculiar translucent quality. On closer observation, you notice that light passes through the weird creature in these unarmored areas revealing no skeleton or organs of any sort. The creature does not seem to have noticed you. [REFEREE'S NOTE: Once the creature notices the party it may attempt to relieve them of their magic items.]

[REFEREE'S NOTE: This description assumes the party encounters one or more disguised Proteans AND the party has one or more magic items.] As you enter the quaint hamlet the sights, sounds and smells of village life rise up around you. The familiarity of the scene is like a balm that soothes your weary soul. However, as you go about your business in the settlement you can feel eyes upon you. Wherever you go you feel as if you are being watched. From the smithy, to the tavern, to the inn. A feeling of unease begins to gnaw at you. [Referee's Note: Once the party has settled in for the night. One or more Proteans in disguise will attempt to enter the room which contains the magic items. Consider what form they will take, will it be a human(oid) or an animal? Will they be stealthy? And, how will they react if discovered?]

TACTICS

Although quite capable, these creatures have a dislike for direct combat. They are not evil beings but do not take kindly to others interfering with their goals. Considering their shapeshifting and psionic abilities they may opt to achieve their objectives via covert means. But should a serious effort to thwart their attempts arise they will respond in force.

LORE

These weird creatures are known as Proteans. They are alien beings from another dimension that are deeply interested in magic and magical items. They roam the planes and spheres of creation in search of all things magical and have become infamous for their tendency to steal such items.

Proteans are composed of a strange translucent, gelatinous substance. They appear to possess no organs or skeletal structure of any kind. They can alter their weird flesh at will to assume the shape of another species (and possibly inanimate objects at the Referee's discretion). Many scholars that have studied Protean lore posit the creatures are an advanced form of life evolved from a Gelatinous Cube. Generally speaking, this idea is scoffed at by more sober minds. However, the Protean species does digest food in a matter similar to that of the various oozes and slimes that populate the deeper darkness. Their weird flesh is also proof against mundane damage of any sort as well as being impervious to magical cold and lightning.

In addition to their shapeshifting abilities, all Proteans have a degree of psionic ability they can call upon a few times per day. These abilities allow them to paralyze a target by thought alone. They can also scan the thoughts of other beings. Curiously, it seems that Proteans are mute and although they can read the minds of others, they cannot transmit their own thoughts. It is likely that what we consider language to them is some weird hooting, gibberish they couldn't comprehend without their mental

powers. And, while it is clear they can communicate amongst themselves it is not known how they do so. However, this peculiar feature (being mute) does make it a bit easier to spot them if they are disguised.

ECOLOGY

Proteans are alien beings with vastly different biologies from we mundane folk. It appears that they must consume sustenance to survive and they achieve this by absorbing organic matter into their body as an ooze or slime does. However, there is no record of their reproductive or sleep cycle. Unfortunately, there is no material discussing their life cycle or even if they require air.

SEEDS

1.) The party has been employed by a cult of nobles that dabble in the arcane. They want the party to investigate the odd behavior of their leader. They say that he has been acting very strangely these past few weeks. He has ceased speaking entirely and spends most of his time combing through the group's library of dusty spellbooks and various bits of esoterica. When greeted he merely stares blankly at whomever is addressing him and waves this hand dismissively. And even stranger, no one has seen him take food or drink in all this time. There are rumors whispered amongst his servants that he has not bathed or slept as well. After several hours of researching he merely enters his private chambers, presumably to sleep. But the servants say he can be heard shuffling about in there at all hours of the night. The group fears that he may have been possessed by a demon during one of their recent rituals. [REFEREE'S NOTE: Their leader has actually been abducted and is being impersonated by several Proteans. The Proteans are searching the group's archives of occult lore for some magical knowledge. The particular knowledge they are interested in seems to be hidden within several tomes and is encoded with a cypher they are trying to solve. If the party somehow discovers this and helps the Proteans to crack the cypher, they will likely return the cult leader unharmed. If not, they will probably grow agitated at further outsiders interfering with their investigation.]

2.) The party has been contracted to aid a wizard who has found himself under siege from a gang of rather bizarre thieves. He describes about half a dozen different intrusions from all manner of minor beasts such as rats, lizards and spiders. He says the tiny intruders went unnoticed until they attempted to access the vault where he keeps his most powerful items. As they neared the vault his magical wards alerted him that these were not merely animals but were in fact something else in a magical disguise. So far he has been able to detect and remove these unwelcome guests via his own magic but his energies are running low and he could use the party's assistance to guard his vault and tower. [REFEREE'S NOTE: These are Proteans attempting to sneak into the vault. So far the wizard has been able to employ Dimension Door to remove them from his tower before they attempted to fight back. As such, he doesn't know their true form. As for the Proteans themselves they are growing impatient with the old man and will soon be ready to take what they want by force.]

LOOT

Much like Gelatinous Cubes, there is a tendency for items to be found embedded in the body of a Protean. These items are never visible when the creature is polymorphed. Because Proteans are aliens, it might be fun to re-fluff any magic items found in their loot as weird science gadgets like force fields or ray guns.

SHAMRETA

Shamreta are gigantic (80 to 90 feet long) serpentine monstrosities. Their jaw bisects their hideous face opening horizontally. And, the whole of their freakish visage is surrounded by powerful, grasping tentacles. But do not be deceived by their appearance, they are cunning, highly intelligent and vicious. They are terrifying opponents, in addition to their physical attacks they have some magical skills as well as a breath weapon.

AC 3 [16], **HD** 8**** [36hp], **Att** 6 × tentacle (1d6 + constriction), 1 × bite (1d12 + poison), or 1 × breath (1d6 per HD), **THACO** 12 [+7], **MV** 150′ (50′), **SV** D8 W9 P10 B11 S12 (8), **ML** 8, **AL** Neutral, **XP** 2850, **NA** 1 (1d4), **TT** H

• **BREATH WEAPON** 2-in-6 chance per round of shooting webs of acidic mucus, 100′ range, 20′ diameter. **Save versus breath** for half. Targets that fail their save are effected by the equivalent of the Web spell and take an additional 1d3 automatic damage from acid until freed.
• **CONSTRICTION** Tentacles grab and constrict after a hit. Each constricting tentacle inflicts: 1d6 automatic damage per round, plus a –1 penalty to attacks.
• **MAGICAL POWERS** Each can be used three times per day:

a.) Animate Dead
b.) Charm Person
c.) Hallucinatory Terrain
d.) Invisibility

• **POISON** Those that fail a save suffer a -2 to all rolls for 1d6 turns and their movement is halved. **(save vs poison)**.
• **SWALLOW WHOLE** On an attack roll of 19 or more. Inside the monster's belly: suffer 1d8 damage per round (until the Shamreta is killed); may attack with a dagger at –4 to hit; body digested in 6 turns after death.
• **TELEPATHY** May communicate mentally within 60′. Those contacted are not compelled to communicate, but the monster will have an empathic sense of their thoughts regardless.

DESCRIPTION

A member of party makes to step upon a bridge crossing a deep chasm. As their foot touches down on nothing, the bridge dissolves into an opalescent mist. Luckily the fellow manages to grasp at some rocks and vines before plummeting to a certain death.

Below them, about two hundred feet down. They spot a gigantic, monstrous, serpentine creature. It is easily eighty to ninety feet in length. The thing is clearly some form of eldritch abomination. Its bizarre jaws hinge horizontally, bisecting its skull. The jaws are festooned with innumerable gleaming teeth, most of which exceed the length of a human arm. Its eyes shine like baleful lanterns. And, the whole of its freakish visage is surrounded by powerful, grasping tentacles.

TACTICS

The creature is highly intelligent and prefers to use obfuscation and manipulation to trap unwary prey. If it is caught unprepared it will attack immediately preferring its entangling breath weapon if possible. It is capable of communication via telepathy. But it will never parley without being in a position of advantage first. These monsters are fond of using their powers of illusion to lure wagons to cross bridges that do not exist. The wagons and their occupants then fall into a deep chasm only to be quickly devoured by the Shamreta.

LORE

These horrific abominations are known as Shamreta. Do not be deceived by their appearance, for they are no simple beasts. They are cunning, highly intelligent and vicious. They are also incredibly ancient. There is even some speculation they share a common ancestor with Dragons, albeit a very distant one.

They are tough and terrifying opponents, in addition to the sheer force of their physical attacks they have some magical skills as well as a breath weapon. Their magical abilities are generally focused on obfuscation and manipulation, however they are able to create undead lackeys as well. The breath weapon of a Shamreta is a fearsome thing. They can spray a noxious, acidic webbing from the two orifices above their face. The webbing is somewhat similar to the Web spell, but in addition to the entangling effects it also inflicts ongoing acid damage to anyone trapped within it.

Shamreta are fond of scrying devices. They use these devices to spectate on the wider world from wherever they choose to hide themselves away.

ECOLOGY

Shamreta seem to be mortal creatures with incredibly long lifespans. They must eat and drink, this much is certain from the cunning entrapments they engineer to gain fresh meat. They seem to require large amounts of meat to fuel their bulk. However, the degree to which they sleep and breathe is somewhat contested. As they do appear to hibernate for long stretches of time, perhaps even centuries. And, they have been seen in aquatic environments as well.

SEEDS

1.) Somehow the party has gotten word of a degenerate cult and their evil machinations. The cult has acquired rituals they believe will allow them to summon and control a Shamreta. They hope to summon one at the next full moon. They plan to conduct the ritual in an isolated cove along the northern shore of the continent. Once summoned, they intend to offer the nearest village as a sacrifice and then enact a ritual to enslave the beast.

2.) A guild of monster hunters has recruited the party to exterminate a Shamreta known to haunt the moors and forests of a nearby kingdom. Should they manage to find and overcome the beast, it will plead for its life and offer great wealth in exchange for its safety. This is likely a ruse though, the creature is very proud and will not tolerate the insult these little creatures have done it.

LOOT

Shamreta are great lovers of wealth and will hoard all manner of precious objects. In addition to the treasure indicated by the Shamreta's Treasure Type value, the party will always find some form of scrying device. Most likely this will take the form of a Crystal Ball with ESP. The Shamreta treasures its scrying device above all other possessions in its hoard. If it were to be stolen, the Shamreta's wrath would be a terrible thing. Also, the Shamreta's hoard will always be guarded by 3d10 Skeletons and/or 4d6 Zombies. Any magic weapons or armor in the hoard may be wielded by these undead guards.

STEINAIEL

Steinaeil are nature spirits of the deep earth. Some legends say they are the progenitors of the Dwarven culture and possibly the Dwarves themselves.

AC 5 [14], **HD** 4*** [18hp], **Att** 2 x melee weapon (1d10) or 1 x fist (1d6 + grapple), **THACO** 16 [+3], **MV** 90' (30'), **SV** D6 W7 P8 B8 S10 (D4), **ML** 9, **AL** Neutral, **XP** 275, **NA** 1 (1), **TT** F + double gems

• **EARTH GLIDE** The Steinaiel can move through non-magical, unworked earth and stone at its normal speed. While doing so, the Steinaiel doesn't disturb the material it moves through.
• **GRAPPLE** Human-sized or smaller targets must succeed on a **save versus paralysis** or be grappled and suffer an automatic 1d6 per round, a -1 to-hit rolls, and be unable to move until passing saving throw.
• **IMMUNITY** Cannot be petrified or poisoned.
• **LIGHT SENSITIVITY** -2 to hit in brightly lit areas. Will not willingly go out in sunlight.
• **MAGICAL POWERS** Each can be used as indicated below:

At Will *Darkness, Pass Wall, Phantasmal Force*

3 x Day *Move Earth, Transmute Rock to Mud, Wall of Stone*

1 x Day *Stone to Flesh*

• **MUNDANE DAMAGE IMMUNITY** Only harmed by magic.
• **TRUESIGHT** Vision is unimpeded by darkness of any kind. Can detect magic, illusion, invisibility and polymorph on sight.

DESCRIPTION

A squat figure somewhat reminiscent of a powerfully-built, gray-skinned Dwarf in proportions and build stands not too far distant. However, it possesses the cloven hooves and horns that one might expect from a satyr or some other such fey being. It grips a stout longsword in one of its three-fingered hands. It is adorned rather simply in a broad girdle and kilt. The being has eyes that glow like red embers in the depths of its craggy brow.

TACTICS

The thing does not seem hostile. Insightful characters will know it is primarily curious. It will not attack immediately. It will always attempt to communicate first. Unfortunately, it speaks only Dwarven.

LORE

These beings are ancient spirits sometimes referred to as Steinaiel, or "stone grandfather" in the Common tongue. They are thought by some, to be the ancestors of the Dwarven race. Although, this is a matter of some contention due to some of the obviously fey characteristics of a Steinaiel. It is generally assumed that Dwarves have some sort of deeper elemental heritage connected to the elemental plane of Earth and a connection to the Steinaiel would indeed support that claim. But the horns and hooves are contrary to such origins. However, there are sages that contest Gnomes are a mix of Dwarven and fey blood. So perhaps the Steinaiel are their progenitors? Or, if not all Gnomes, at least Deep Gnomes? But, in the end, who truly knows or cares, such things are folly except for the sages, eh? At least these are the thoughts of most Dwarves on the subject.

The Steinaiel appear to be somewhat reminiscent of Dryads, but rather than a girlish youth wed to a tree, the Steinaiel are more akin to dour grandfathers married to the deep earth. Rather than sacred forests, the Steinaiel watch over deep grottoes of quartz, granite and other far more fabulous ores and minerals. They can pass through solid stone as easily as Dryads walk betwixt the trees of their grove. The very earth responds to the will of the Steinaeil. They can summon walls of stone and liquify the earth beneath their foes feet.

More evidence of their somewhat Dwarven nature is indicated by their fierce pride and stubbornness. They are also smiths of legendary skill. Additionally, they are fond of contests of strength, especially grappling. If these creatures challenge someone to a contest of strength and are defeated, it is said that they can grant the winner one wish [REFEREE'S NOTE: This is likely false.].

The Steinaiel will not willingly go into sunlight and are impaired in brightly lit conditions. Often many attribute this to an evil or malignant origin for these creatures. This could not be further from the truth. While not always benevolent, they seek to do no harm to other beings and should not be so unfairly maligned.

ECOLOGY

Little is truly known about the true origin of these creatures. It is thought that they likely come from some elemental plane of earth. They are believed to be essentially immortal and ageless. If they are ever slain, it's said that the rock embraces them for a time of rest from which they are eventually reborn. Not even the Steinaiel can truly say. They have no females or young in their society, nor have they ever. Yet they persist throughout the ages.

SEEDS

1.) The party has been instructed to seek out one of these creatures in the depths of an ancient cavern system. They are given the true name of the Steinaiel as well as a password which should allow them passage through the portal the Steinaiel has been guarding.

2.) At some point in a dungeon delve or ruin crawl the party encounters one of these creatures. The being seems peaceful but is curious as to why the party has entered his lair. If the party could convince the Steinaiel to assist them, it's ability to cast Pass-Wall repeatedly might prove very useful.

LOOT

In addition to what is indicated in their statblock, the party will acquire girdle and a sword. The sword is of remarkable craftsmanship and durability, it will likely fetch at least 100gp. If you're feeling generous and the rolls determine Magic Items, I recommend you make the girdle a Girdle of Giant Strength. However, you may want to determine this before the encounter as it will increase the Steinaeil's melee damage.

URUNOTH

Urunoth are large, silvery golems inhabited by Air Elementals. They are fond of music and legends say they can be controlled by playing a certain tune on a wind instrument.

AC 0 [19], **HD** 10*** [45hp], **Att** 4 x sword (2d6), **THACO** 11 [+8], **MV** 180' (60') / 360' (120') flying, **SV** D6 W7 P8 B8 S10 (10), **ML** 12, **AL** Neutral, **XP** 3000, **NA** 1 (1), **TT** None

• **BLINDING FLASH** Can be used up to three times per day. All caught in the area **save versus spells** or be blinded for 6 turns. **Radius 30'**.
• **BLADE TEMPEST** The Urunoth explodes into a whirling maelstrom of blades. Can be used up to three times per day. All caught in the area suffer damage equal to the Urunoth's current hit points (**save versus breath** for half). The Urunoth continues to inflict damage on 1d4 subsequent rounds and then returns to its original form. **Radius 60'**.
• **IMMUNITY** Unharmed by gas. Immune to mind-affecting or mind-reading spells **(e.g. charm, hold, sleep)**.
• **MUNDANE DAMAGE IMMUNITY** Only harmed by magic.
• **REGENERATION** A damaged Urunoth gains 1 hit point at the start of each round, as long as it is alive.

DESCRIPTION

In the middle distance, you see a large four-armed humanoid creature bearing a sword in each hand. It looks to be wearing an ornate mask. Every bit of the thing is shining brightly with a silvery radiance, especially the mask. Upon closer observation you realize that it is not a flesh and blood being, but rather some form of elaborate construct. Its surface is sculpted to resemble the musculature of a lithe and powerful athlete. Now that you recognize its artificial nature you cannot help but marvel at the smooth agility of its movements. The nimble poise of the construct is even more awesome when its scale and bulk are considered. It is easily thrice the height of a human but is much more densely constructed with proportions more akin to that of the Dwarven folk.

As it becomes aware of your presence, it turns to face you. It stands motionless but poised to strike with its weapons bared. It will not attack if the party remains at least thirty feet distant.

TACTICS

These creatures are chiefly placed as guardians and as such will not stray from their appointed areas and tasks. Generally this means the party is safe if they do not approach too closely. Once the creature is activated it will attempt to use its Blinding Flash ability to disable as many targets as possible. Those not blinded will be its melee targets in the following round. If odds do not favor it in the second round it will then use its Blade Tempest ability. As a third option, it may grasp a single opponent and carry them aloft only to drop them from on high.

LORE

These weird constructs are known as Urunoth. They are said to be named after the eldritch metal used in their construction. They are Air Elementals inhabiting a body constructed of the strange metal known as Uru. All Urunoth are said to have been constructed on a distant plane populated by sentient machines. Legends say the Uronoth are fond of music. And, that the machine magi of the distant plane that constructed the Urunoth utilized powerful magic as well as music to coerce the Air Elementals into inhabiting the hollow vessel of metal. Further legends say each Uronoth has a unique melody that when played upon a flute will bind the Uronoth to the will of the musician.

Like most such constructed beings, Urunoth are quite prosaic. That's not to say they are unintelligent, but that they perceive reality in a vastly different way than mortals. They could quite literally stand immobile for centuries simply pondering the flow of time, the shape of clouds and the tug of gravity. One wonders, that should they be capable of speech, what sort of syntax would their alien mind conjure up to describe their thoughts and experiences? However, perhaps as a consequence of their making they seem to have a fondness for music and song. There are stories that build upon the secret melody legend mentioned above which state an Uronoth can be pacified by beautiful music or even rhythmic verse.

The Urunoth possess the usual host of immunities one might expect from such a construct. They do not breathe, hence gas attacks are useless. Additionally they are immune to most enchantment magics such as charm, hold and sleep spells. And their supernatural form is nigh invulnerable to non-magical attacks. They can emit an intense flash of light which can blind victims for up to an hour. But what

many who have studied the Urunoth find most compelling is their ability to explode their body into a whirling maelstrom of blades, imagine a cyclone of jagged silvery metal about sixty feet round moving across the field of battle. The Urunoth can maintain this altered form for only a few minutes or so, after which they must return to their original shape.

ECOLOGY

Urunoth are a weird amalgam of constructed body and primordial spiritual essence. They are believed to be timeless. They do not require food or drink. They also need no rest. Some sages believe the silvery eldritch metal that houses their elemental essences is essentially entropy proof and will never pit or tarnish. They do not reproduce.

SEEDS

1.) A nearby kingdom has set about clearing some ancient woodlands in their border region to develop for cropland. Unluckily the workers have stumbled across the ruins of what might have once been a wizard's tower. As they approached the entrance, a silver giant broke free of some vines and other vegetation that had grown up around it. The giant blocked their access to the ruin, brandishing four large silver swords, one in each of its four hands. Needless to say they did not approach further. A call has gone out from the kingdom's capital. They are seeking seasoned heroes with inquisitive minds to approach the ruins and gather further information.

2.) The party happens across a virtual pillar of stone rising above the dusty, rock strewn plain. About eighty feet up at the very top of the pillar a wide cave can be seen. Standing before the entrance is what appears to be a magnificent silver statue. The statue is generally humanoid but with four arms instead of the usual two. It seems to be a stylized athletic male, about twelve to fifteen feet in height. It has four arms raised and in each of its fists an identical silver sword is held. Perhaps it is a religious shrine of sort? [REFEREE'S NOTE: The Urunoth is on a 60 foot landing outside the cave entrance. It is 5 feet from the entrance. It will attack anyone that approaches within 30 feet of the entrance.]

3.) The party happens across the journal of an interesting fellow. He appears to have been a madman, a wizard and a bard in equal measure. The journal relates much of the Lore section above. It also provides six different melodies which may allow the musician to master an Urunoth. [REFEREE'S NOTE: This could be a fun addition to your game so adjudicate the chances of success as you will. I suggest a 1 in 6 chance of success, but I favor a grim setting more often than not. If you want your players to have a big pal like this roaming around with them then you might just fudge the results in their favor. Perhaps it could be a useful tool in another quest they are in the midst of.]

LOOT

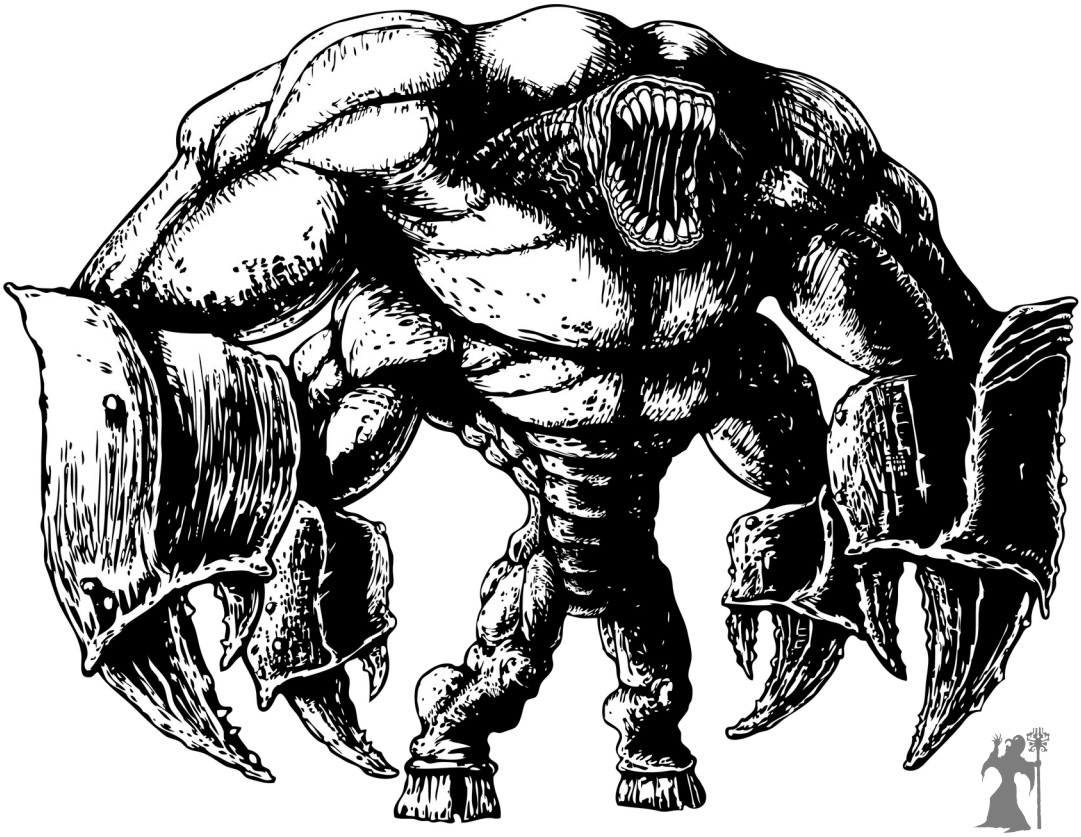
Urunoth are unlikely to have any of their own treasure. However, they are almost always found guarding something of great value. And, the metal of their bodies is unbelievably rare and would likely be worth significant coin if sold to the right buyer.

VOID HORROR

Void Horrors are titanic abominations from an unknown dimension. They visit the mortal realm for unfathomable reasons from during certain ill-omened astrolgoical configurations.

AC 3 [16], **HD** 16** [72hp], **Att** 4 x claw (3d10) or breath, **THACO** 8 [+11], **MV** 150' (50'), **SV** D2 W3 P4 B3 S6 (16), **ML** 8, **AL** Chaotic, **XP** 3250, **NA** 1 (1), **TT** H

• **AT 0 HP** Change into Gaseous Form; flee to home dimension at nearest opportunity.
• **BREATH WEAPON** 100' long line of lightning. 5' wide along whole length. If the lightning hits a solid barrier before its full length is reached, it is reflected and travels for any remaining distance of its full length in the direction of the Void Horror. Damage is equal to the Void Horror's current Hit Points.
• **GASEOUS FORM** At will; takes 1 round. MV 180' (60') flying. Immune to all weapons but the Void Horror also cannot make melee attacks.
• **GATE** Can open a portal to its home plane once per day.
• **IMMUNITIES** Immune to mind-affecting or mind-reading spells **(e.g. charm, hold, sleep)**. Also immune to lightning and poison.
• **MUNDANE DAMAGE IMMUNITY** Only harmed by magic.



DESCRIPTION

An immense demoniac, aberrant thing. It looms over you, easily the size of a tower. It seems composed of a solidified fog or mist. It has six limbs, four appear to be arms ending in crab-like pincers along with two short and stout goatish legs. It floats above the ground like some surreal, nightmarish imagining from the clouds writ large before you. A stochastic electrical field ripples across and through its gaseous form illuminating its potent, gigantic shape. The thing lacks much of a face or even a head other than a gaping fang-filled maw.

As you approach, the thing's misty form coalesces into a dense, heavily muscled, chitin-plated mass and plummets to the earth. The ground shakes as it makes landfall. A moment later it has dropped into an aggressive posture reminiscent of an alpha ape about to charge. It bellows a titanic threat and belches out a blast of lightning.

LORE

There is no virtually no chance of reasoning with this monster. Although some degree of intelligence is obvious from its behavior, it has a singular focus to slaughter and feed. However, it will likely not fight to the death. Once per day it is said they can open a portal to anywhere in the Multiverse and they will assuredly use this ability to save their life.

Tales tell that that these aberrant abominations are from a distant, nightmarish plane. They only manifest here to consume flesh and souls. They are intelligent but rarely communicate with any save the most powerful or wicked.

They are nigh invulnerable to mundane weapons. It is thought that they are closely tied to the Ethereal Plane, almost always having one foot within that gray and tumultuous realm. As such, they can assume a gaseous form at will as well as teleport short distances. In some poorly understood manner this sort of parallel existence with the Ethereal plane allows them to generate and store electrical energy which they can emit at irregular intervals as a breath weapon.

ECOLOGY

Little is known about the origin of these creatures. It is routinely assumed they are extraplanar in origin and seem quite capable of planar travel. They are extremely durable beings virtually immune to mundane weapons. They are also entirely immune to psychic attack, this evidence of their exceptionally alien minds also lends credence to an otherworldly origin.

SEEDS

1.) One of these creatures has been wreaking havoc on a nearby kingdom. It's assumed that the horrific thing was summoned by some potent and malignant magic but this might not be the case. Irregardless, the kingdom's coffers are wide open to any heroes willing to save them from the beast.

2.) The party has gotten word of strange goings on from a nearby Wizards Guild. They believe an outcast member of their order has made a pact with one of these creatures. The outcast mage is believed to be instructing the monster to attack the towers of wizards residing outside the kingdom so that the rebel might steal their knowledge. The Wizard's Guild offers the party obnoxious amounts of gold as well as potent magic items for their battle.

LOOT

A Void Horror in our world will not be driven to accumulate any wealth. However, if one could follow it to its home dimension, one would have a chance at finding its immense trove.

YUKA

Ravenous predators from the Ethereal plane. They are co-present in our realm and the Ethereal. This bizarre condition grants them stealth and durability but can also renders them as insubstantial as shodows... individually. However, in swarms they can attack with the ferocity of a hurricane.

AC 5 [14] **HD** 1+2* [6hp] **Att** 1 x claw (1d3) or 1 x bite (1d3) **THACO** 18 [+1] **MV** 150' (50') / 300' (100') flying
SV D12 W13 P14 B15 S16 (1) **ML** 12 **AL** Chaotic **XP** 19 **NA** 1d20 (3d20) **TT** None

• **BLINDSIGHT** Can "see" in total darkness; immune to sensory attacks such as blindness or deafness.
• **GASEOUS FORM** May become gaseous at will; cannot attack or be attacked in this state, can enter any area that is not airtight.
• **IMMUNITY** Immune to mind-affecting or mind-reading spells **(e.g. charm, hold, sleep)**.
• **MUNDANE DAMAGE IMMUNITY** Only harmed by magic.
• **RAVENOUS** Attack any moving creature.
• **STEALTHY** Surprises even alert opponents on a 1-4. Virtually invisible in darkness.
• **SWARM** These creatures will always seek out others of their kind and merge into a seething mass of gnashing teeth. This swarm can rip through flesh and even stone with the force of a hurricane.
-Each additional Yuka in the swarm increases the HD ***(including THACO, SAVES and XP)*** *as well as Damage* ***(see below)****. Every six Hit Points of damage slays one Yuka within the swarm and lowers the swarm's HD by 1.*
-The Yuka swarm inflicts damage equal to the current total Hit Points of the swarm.
- A Yuka swarm attacks just once per round as a single entity, but the swarm functions as a breath weapon and can operate in either of these two modes:

A.) Cloud: 50' long, 40' wide, 20' high.
B.) Cone: 2' wide at the mouth, 30' wide at far end.

• **VULNERABILITY** Magic that affects time, space and gravity is the bane of Yuka. Spells such as Dimension Door, Haste, and Teleport simply discorporate the Level of the Spell x 1d6 HD of Yuka. Needless to say these effects are very useful in combatting swarms of them.

DESCRIPTION

These creatures can be encountered in two modes. The first is in a swarm. The second is individually.
SWARM: In the distance, you see a weird undulating cloud somewhat like a murmuration of sparrows move across the surface of the setting sun. Like a dying ember temporarily occulted by a plume of smoke. The cloud seems to abruptly change direction and dimensions. It appears to be narrowing or, perhaps it is better described as condensing, into a wedge and turning towards you. As it nears your location a roar of white noise fills the vicinity ahead of the cloud. As it grows nearer still you manage to identify the cloud is in fact a swarm of black semi-translucent demonic things. They seem barely tangible as they roil and boil through each other, the frenzied gnashing of their lamprey-like maws and clattering of bony claws creating the cacophony of noise. Their numbers are uncountable but their hunger for flesh is obvious. From moment to moment as the horrific maelstrom approaches you notice the volume of the roar grows and subsides. When the roar is at peak the creatures seem most solid and their passage across the terrain is something akin to a blizzard of hell-wrought locusts. Not even stone seems capable of withstanding the torrent at its full intensity. It might be prudent to seek cover or flee.
INDIVIDUAL: If seen individually of the swarm, these creatures are clearly seen as ghastly, gangly abominations that stand about nine feet tall. The entirety of their head is a massive lamprey maw ringed with thick fangs easily as long as half a man's hand. They appear mostly humanoid with two arms and two legs but with additional bony structures sprouting from their back reminiscent of fleshless bat-like wings. Their hands possess only two digits ending in long talons. Their long, stringy rear limbs seem superficially goatish and even end in cloven hooves. They are semi-transparent as if composed of living shadow. They are also preternaturally silent, the only sounds they create are the chatter, clack and gnash of their claws, teeth and wings when they grow excited. This sound is heard as muted and ghostly seeming as mere white noise of varying intensity. The volume seems to vary with the apparent solidity of the beast itself.

LORE

These creatures are known as Yuka. These foul beings are loathsome predators from the Ethereal plane. They seep into the mortal realm through tears in the barrier between our worlds. Even a pinhole can grant them sufficient access to wriggle through into the mortal realm. And once they've gained purchase here they moor themselves to our plane and co-exist in theirs. This dual existence across the planes makes them difficult to kill and preternaturally stealthy. But it also renders them sporadically impotent and intangible.

Luckily these holes in the veil between worlds eventually heal and usually only a few of these beings manage the crossing at a time. However magical catastrophes can and have rent the veil so far asunder that hundreds of these things have already flooded into the mortal realm in tsunamis of ravenous shadow. They are pack hunters and will always seek out others of their aberrant kin. In this way they can form swarming waves of terrible ferocity that can strip and scour any environment with the force of a hurricane, albeit a hurricane of gnashing teeth and frenzied claw. In fact, there are tales of great swarms of the creatures descending upon entire villages. They reduced all the folk to raw bone in minutes and then leveled the structures of their homes down to splinters and eroded stone seeking for the last morsels of flesh. Some sages have likened them to semi-intelligent ethereal piranha but few in this benighted age understand the wisdom of this statement.

ECOLOGY

Despite their resemblance to demons, Yuka are definitely mortal creatures. However, as mentioned above their co-existence with the mortal and ethereal realms renders them entirely immune to mundane damage. But they can be slain. If wounded, they will bleed a foul-smelling ichor that quickly evaporates into a stinking, noxious mist. As for their specific mortal necessities such as breathing, sleep, reproduction or nourishment none can truly say. They are wholly alien creatures to our realm. And the Ethereal is widely considered to be a place of potent supernatural energies. Perhaps in some manner, most of their needs are met via this connection to it. However, one thing is certain, the Yuka are voracious predators that crave flesh and blood. They seem incapable of satiation.

SEEDS

1.) A call has gone out for seasoned heroes capable of dealing with otherworldly threats. A series of villages have been decimated by cloud-like swarms of what the survivors call "shadow demons". The strange horrors pour from the sky like a swarm of locusts. They seem to be translucent, shadowy things that are never quite fully solid. They roil and boil through each other in a reeking, oily, smoky torrent of slaughter. Gnashing teeth and slashing claw often just solid enough to pierce tender flesh can suddenly solidify such that the swarm can strip a soul bare to its bones in mere moments. Fighting the swarm without magic will be impossible, its numbers continue to swell from a nearby planar breach. A ruined stump of a wizard's tower seems to be the source of the breach. The blasted tower and the whole of the nearby environment is aglow with a strange and indescribable color. The vegetation near the site also exhibits strangely robust yet unwholesome fruit. Opulent in presentation but foul as excrement and ash to taste. If the party can seal the breach, they may have some chance of destroying the swarm.

2.) The party emerges from one quest and into another. A sort of out of the frying pan and into the fire scenario. PERHAPS a long underground trek along an ancient Dwarven trade route opens here? PERHAPS the party is already on a planar adventure and they happen through a portal to this place [a planar mote floating in the midst of nothingness... all above is blackness save for a baleful red mood staring down]. Regardless of how they reach the area, they see in the far distance a blasted ruin of an ancient fortress balanced somewhat precariously on a cliff overlooking a wide, flat plateau festooned with bizarrely eroded rock formations. The whole of the place is a mountain valley walled in all around by steep and jagged peaks. It appears the only way out is through (unless they decide to turn around... if that is even possible). Once they get out onto the plateau and see the queer stones, they begin to slowly realize they are the remnants of a city. They stand in mute testimony to what had once been a large and advanced city. As they wander through the ruins they find fragments of skulls and other bones. Perhaps a few trinkets or baubles as well that indicate a bit about the former inhabitants. About midway through their trek across the plateau a weird cloud is seen on the horizon (refer to Description above). And, in the ruined fortress a figure pops up and yells to the party "RUN!".

LOOT

Although Yuka have no need or interest in wealth or treasure of any kind. You might find it useful to use the remnants of a Yuka swarm as an element in your story. For example, a trade caravan stripped to white bone and the wagons splintered with their riches scattered. As if hit by a tremendous force.

APPENDIX:

MONSTERS BY HIT DICE

HD1	YUKA
HD2	ARIDAN
	BELLIFER
HD3	DROSS
HD4	PROTEAN
	STEINAIEL
HD6	AAANDAT
	BARQIDA
	MAKARI
HD7	KONGLABA
HD8	BAYAEL
	SHAMRETA
HD9	FELLSWORNE
HD10	URUNOTH
HD15	HURH
HD16	VOID HORROR

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