

INTO THE SPACE WORM



AN RPG ADVENTURE
FOR USE WITH
OLD-SCHOOL
ESSENTIALS

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Requires Old-School Essentials *Core Rules*

Stats for Shadow, Unicorn, and Zombie were originally published in *Old-School Essentials Classic Fantasy: Monsters*

Demon entries inspired by the original *Appendix D*—thanks, Gary!

The main text of this book was set with Gill Sans MT, designed by Eric Gill, and the titles were set with Charcuterie Block, designed by Laura Worthington. Both are used under license.

INTO THE SPACE WORM

About This Adventure

Lu Bu the Scorn Lord has hired the player characters to investigate the **Space Worm**, and to possibly conduct a rescue mission. This adventure can be inserted into any campaign, or used as a jumping-off point for any larger campaign set in the Scorn Lands. It features the following:

- **A Dungeon that is a Worm** (or a Worm that is a Dungeon)! The great Space Worm is as big as a city and recently fell to earth. Different factions vie to be the first to discover what secrets it holds.
- **Low Level Play! Into the Space Worm** is designed for 3-6 characters of levels 3-4.
- **Setting fluid.** Written for the Scorn Lands but can be added to any campaign with a desert or wasteland.
- **Sandbox Style.** The Space Worm dungeon is the big draw to this adventure, but the variety of side quests, locations, and characters will provide the crafty referee with hours of material.
- **Unlockable Classes.** The classes presented in this zine are accessible to players only if they accomplish the in-game tasks that will unlock them for future play. Have fun finding them all!

Old-School Essentials

This book's rules are 100% compatible with Necrotic Gnome's **Old-School Essentials**. It can be played with OSE's *Basic Rules* or *Classic Fantasy Core Rules*, with the classic B/X rule-set or any other OSR retro-clone.

Required For Use

Old-School Essentials: Classic Fantasy Rules Tome

The bare minimum required to play this game.

(Very) Highly Recommended Books

The Chaos Gods Come to Meatlandia

The main setting and rules for the world in which **Into the Space Worm** takes place. *The Chaos Gods Come to Meatlandia* includes rules on Meat Magic, as well as Meatlandia-specific classes, treasures, and monsters.

The Scourge of the Scorn Lords

This adventure is set in the Scorn Lands, the region of Meatlandia detailed in *The Scourge of the Scorn Lords*. This book contains extensive details on the setting, as well as rules for psionic powers, Scorn Lands-specific classes and monsters, and more details on the Scorn Lord Lu Bu.

Optional Books

Worm Witch: The Life and Death of Belinda Blood

Some monster encounters are taken from this book, but could be replaced.

Scoundrels of the Scorn Lands

Includes fun NPCs and pregenerated wasteland vehicles for your Scorn Lands adventures.

BACKSTORY

It came from the sky with nary a warning. People looked up as the sun was blotted out and a massive *something* fell to the ground with an earth-shattering thud. Crude houses and rough buildings in nearby villages crumbled from the shock waves. The first to approach saw that it was a massive, city-large, stone worm. The kind that bored through the wet flesh of the earth but this one had come from the sky. Those first viewers saw something else, something disturbing. It had landed only shortly before but already it crawled with nefarious creatures committing hellish acts.

Lu Bu the inscrutable Scorn Lord has hired the PCs to investigate the Stone Worm and, more importantly, to discover what happened to his proxy Lady Versamage Jesmae. She, the famed leader of the Bone Mountain Posse, left on a reconnaissance trip the day the worm landed and she has not returned. Only three days have passed but Lu Bu depends on his lieutenant and her absence troubles him greatly.

Lu Bu promises 10,000 gold to any party that can bring back word of the Lady Versamage and, if she is brought back alive, he will reward them with a title as well. He warns of demons and suggests there may be others there, sent by his rival Scorn Lords.

WHERE IS THAT WORM?

The worm is only half a day's journey from Zhen Town and the players can choose to travel straight to it or to stick around in town for a bit and potentially learn some information, gather gears, or gain allies.

LU BU'S DOMAIN

- A. **Zhen Town** (p. 4)
- B. **Rykor Market** (p. 6)
- C. **Kaldane Warrens** (p. 6)
- D. **Outpost** (p. 6)
- E. **Unicorn Forest** (p. 7)
- F. **Falmouth** (p. 7)
- G. **Bone Mountain Witch Town** (p. 7)
- H. **Tower of the Unbroken Mind** (p. 7)
- I. **Space Worm** (p. 8)

Wilderness Encounters

Roll once every six hours spent in the wilderness for encounters. If an encounter is rolled, consult the appropriate table for the time of day. If you are missing the appropriate book, simply choose something else or reroll the result.

1d6	Result
1	No encounter.
2	No encounter: +1 to next roll
3	No encounter: +2 to next roll
4+	Random encounter: roll below.

Daytime Encounters

1d12	Result
1	1d6 Meat Men (Chaos Gods)
2	1d4 Bloodlands Clerics (Scorn Lords)
3	2d6 Kaldane Hunters (Scorn Lords)
4	1d2 Arid Wyverns
5	3d4 Ashen Pilgrims
6	3d6 Hairy Ants
7	1d4 Stone Walkers
8	1d8 Wasteland Lizards
9	1d6 Earth Worms (Worm Witch)
10	2d6 Chamelaons
11	Dinosaur (Scorn Lords)
12	Goliath Grasshopper

Nighttime Encounters

1d12	Result
1	3d6 Zombie Worms (Worm Witch)
2	4d4 Kaldane (Chaos Gods)
3	White Worm (Chaos Gods)
4	1d4 Bone Collectors (Scorn Lords)
5	1d6 Sand Deer
6	1d8 Fallow Gnomes riding Dust Iguanas
7	Shadaxion (Scorn Lords)
8	Were-Bramblisk
9	Bleak Mammoth
10	1d4 Ghost Robbers
11	1d6 Horror Frogs
12	2d4 Lorn Apes

ZHEN TOWN (A)

A1. Gates

A2. Central Dais / Lu Bu's Palace

A3. Meat Market

A4. Flesh Factory

A5. Haven's Gardens

A6. Church of Law

The PCs begin in Lu Bu's base of Zhen Town. It is a bastion of calm civilization nestled in the high mountains, surrounded by rocky crags and bamboo groves. There is a large flesh factory that churns out meat mechs and the biggest church of Law in all of the Scorn Lands. The outskirts are dotted with large rykor farms, for the caves surrounding the town are crammed with kaldane.

A1. Gates

Each of the four gates leading into the city are 20 feet tall, four feet thick, and guarded by a dozen soldiers at all times. The gates are kept open during the day, but closed after sunset. Those trying to gain entrance at night must have appropriate papers.

The walls are equally as tall as the gates and eight feet thick, with large towers spaced every quarter-mile. Each tower is manned by six guards with heavy crossbows and either a 5th-level mentalist, meat mage, or magic-user.

A2. Central Dais

The heart of the city is a large park and public square. Serene gardens surround a central dais made of polished red obsidian. Hidden 40 feet below the dais, the Scorn Lord Lu Bu's opulent palace fortress can only be reached through a *Dimension Door* or *Teleport* spell.

Lu Bu is much too aloof to meet personally with any adventurers prior to the completion of the mission. He will instead send his emissary, a 7th level thief named Vox Dann, to deal with them. Dann will try to persuade the party to complete the mission and will help them in any way that they can. If pressed, Dann will even send up to four first level fighters with them. If the mission is a success and Lady Versamage is brought back to Zhen Town, Lu Bu will invite the party to spend a week in his palace as his most esteemed guests.

A3. Meat Market

The Zhen town market has just about anything one could purchase for sale, but due to the remote location, most things cost 2-4 times as much as usual. (Roll 1d4 and multiply the result to the regular price to see how expensive a given item is.)

In addition to the standard Meat Market fare, the PCs should be able to find multiple Meat Mages offering the following:

Mundane Limbs	100gp
Mundane Organs	250gp
<i>Fleshmeld</i> Spell	250gp

A small ring with a stylized vulture on it is for sale in the market here. It costs 3 gp and is the **Ring of Slaving Vultures** (p18).

- **Rumors:** Any PC who purchases something can tip an extra 10 percent to roll 1d10 on the rumor table.
- **Sidequest:** A Bone Mountain Witch named Jutta who is buying animal skeletons will join the PCs if they will **find her hat**. See **Fallmouth (F)** for more information.

Jutta. Level 5 Bone Mountain Witch: AC 8 [11], HP 12, Att 1 x dagger (1d4-1) or x psychic power, THAC0 17 [+2], MV 120' (40'), SV D9 W13 P12 B12 S13, AL Lawful, STR 7 INT 12 WIS 15 DEX 14 CON 10 CHA 12, Powers/Abilities Charm (*Charm Person*), Evil Eye (*Curse*), Sleep, Unicorn Steed.

A4. Flesh Factory

A great, billowing smokestack rises above the vast complex of the Zhen Town flesh factory. The stench of blood and burning flesh wafts through the stagnant air. The factory itself is surrounded by a ten-foot high stone wall and is guarded at all times by a dozen meat men.

The head of the factory, a 9th-level meat mage named Robz Omb, is unnervingly friendly and will gladly invite the party in for a tour if they do not present as a threat. Like most flesh factories, Omb's runs 24-hours and is constantly churning out flesh golems, meat men, meatimals, meat mechs, and other terrifying creations. Omb is in constant need of raw materials and will pay up to 10gp per corpse brought back to him.

Although Zhen Town is a relatively lawful and orderly city, all is not always as it seems in the flesh factory. If any PC watches or observes the factory for a period of one hour or more, they will discover that drunks and honeydew addicts

are sometimes ferreted into the factory through a side service entrance. Omb performs horrible experiments on these hapless souls, converting them to strange abominations. This practice is illegal in Zhen Town and Omb locks his creations in a dungeon below the main factory building before eventually recycling their body parts. He hopes one day to perfect the process and use it to convert himself into a creature powerful enough to confront Lu Bu himself.

- **Unlocked!** If the party exposes Robz Omb's plot, they unlock the **Flesh Factory Riffraff** class as an option for future or replacement characters.

A5. Haven's Gardens

The only bar/inn/pub in Zhen town worth visiting is a sprawling two-storied affair on the edge of the city called Haven's Gardens. It has a large beer garden in front and dark inner room abutting the stone wall that protects the city.

The public house is run by a half-elven former marauder named Ege. She has tattooed each of her limbs a different primary color.

They have the following drinks on offer:

Drink	Description	ABV	Cost
Verdant	<i>Why am I?</i>	9%	3cp
Cloudwater	<i>How wonderful!</i>	6%	2cp
Fireball	<i>Tasty and Bright</i>	15%	10cp
Pipeworks	<i>Unicorn vs Naga</i>	11.5%	7cp
Zapian	—	22%	5gp

- **Rumors:** Adventurers who buy at least two drinks can roll 1d8 on the rumor table.
- **Sidequest:** There is no description for the mighty Zapian and there is none available. Ege will explain that she cannot make more without an important ingredient: **rainbow eucalyptus**. It grows in mountain valleys, but too near the stone worm. Her cousin Katre went to collect some two days ago and was presumably captured or killed by demons. If the PCs want to collect some for her, see the **Unicorn Forest (E)** for more information. **Ege will reward them with a keg of Zapian, valued at 600gp.**

A6. Church of Law

If the PCs go to the church of Law, they meet Piret Perit, a level 8 cleric, loudly proclaiming his prayers. The cleric will provide healing if the following tithes are made to the church:

Spell

<i>Cure Light Wounds</i>	50gp
<i>Cure Disease</i>	100gp
<i>Remove Curse</i>	100gp
<i>Cure Serious Wounds</i>	200gp
<i>Raise Dead</i>	1,000gp

Tithe

- **Unlocked!** Meeting Piret Perit unlocks the **Bloodlands Cleric** class as an option for future or replacement characters.
- **Rumors:** Speaking with the priests of Law and giving an appropriate tithe (5 gp minimum) allows them to roll 1d6 on the rumor table.

Stone Worm Rumors

1. "An enormous worm fell from the sky recently. It's nearly as big as the city."
2. "I saw something crawling in a cave behind the giant dead worm out of town."
3. "The way into that thing? We call it Wormsmouth. It is well-guarded by demons but some have fought their way in."
4. "Infernal creatures emerged from the darkness and claimed the riches of the stone worm almost immediately after it landed. It's almost like they were expecting it."
5. "The most valuable substance in the world is space worm ambergris, but only the terminally foolish would dream of buying it."
6. "If you need to learn any secrets in this city, the kaldane warren outside of town knows much and more."
7. "The Bone Mountain Posse have a cool name but they're really just a bunch of jumped-up ruffians. Lady Versamage killed their leader when she arrived and they follow her around now."
8. "The Lady Versamage Jesmae fled the Scorn Lands after she failed the Meat Lord too many times. If his forces ever catch her, there will be no forgiveness."
9. "A strange woman was seen being led into the open mouth of the stone worm. She was being held prisoner by a demon that looked like a flower."
10. "If you're going to fight a pudding, my advice is: don't. But if you must, bring a little salt—it will work wonders."

RYKOR MARKET (B)

Some PCs may stop at one of the rykor markets outside the town. Many adventures camp here, a little removed from the Scorn Lord's influence. The leader of the market is a kaldane-serving human called Jutta Aze. She is slender and graceless; her wispy hair stretches in all directions. Her eyes are a piercing blue.

If they impress Jutta Aze she will tell them of a second entrance:

"Don't go in through Wormsmouth. That's suicide. No, no, no. Go to the back: what we call Wormsend. That side of the worm was ripped open when it landed. It's not safe, not exactly. I've seen sad little worker demons coming out, carrying covered bundles. Sometimes big demons arrive, riding infernal bulls, and collect those bundles but if you avoid the big ones then Wormsend is the way to go."

- **Unlocked!:** Coming here unlocks the **Awakened Rykor** class as an option for future or replacement characters.

KALDANE CAVERNS (C)

Kaldane are disgusting and untrustworthy but some PCs may choose to ignore that and visit their caverns. It is difficult to find their hidden caves but PCs who are carefully looking have a 10 percent chance per hour. An entire society lies coiled within those caverns, but the Kaldane do welcome visitors provided they are peaceful and respectful.

If the Kaldane come to like the PCs, they will tell them of the third and last way in:

"Forget mouth and arse. The way in is through the side. We have burrowed in and you can drop in through there, avoiding all demons. For a price."

- **Kaldane Escort:** It costs 10 gp per character they escort through their tunnels.
- **Unlocked!:** There are 1d100 kaldane in the caverns at any given time. If the PCs are inclined and somehow able to kill them all, they unlock the **Kaldane Hunter** class as an option for future or replacement characters.

What the Kaldane?

Kaldane are a race of large, sexless, humanoid heads that crawl around in tunnels via their six long insect-like appendages.

Considerably weak on their own, the Kaldane have adapted a strange symbiotic relationship with the headless Rykor, which they purchase in human Meat Markets and ride as mounts.

Kaldane. AC 5 [14], HD 2 (3 hp), Att 1 x dagger (1d4-2) or by spell, THACO 19 [0], MV 120' (40'), SV D11, W12, P14, B16, S15, ML 6, AL Neutral, XP 30, NA 6d20, TT E (U)

- **Hide:** 6-in-12 chance of success.
- **Climb:** almost any surface without fail.
- **Mind Control:** Once per day (save vs paralysis to resist).
- **King Kaldane.** Any warren of Kaldane with over 100 members will be led by a 12th level King Kaldane with 20 hp, -4 to saves vs. Mind Control power, and the following cleric spells: *Darkness (1), Cause Fear (1), Hold Person (2), Silence 15' Radius (2), Cause Disease (3), Curse (3), Cause Serious Wounds (4), Speak With Plants (4), Insect Plague (5), Finger of Death (5)*

Rykor. AC 9 [10] (or by armor), HD 1 (4 hp), Att None or 1 x weapon if controlled by a Kaldane, THACO NA, MV 120' (40'), SV D13, W14, P15, B16, S17, ML 6, AL Neutral, XP 10, NA 6d6, TT None

OUTPOST (D)

The easternmost edge of the great valley that surrounds Zhen Town is guarded from reavers and yeti by this outpost. It boasts two dozen soldiers (level 1 fighters) and is led by Lady Rose Baumgartner (level 4 fighter). Ordinarily, travelers from Zhen Town would be welcome to camp in relative safety outside its walls.

- **Sidequest:** The outpost is besieged by an army of fallow gnomes, lorn apes, and worlorn mantises. The PCs can tunnel beneath them and **rescue the beleaguered outpost** but it takes 1d4 days. Each day there is a 50 percent chance they will be discovered and attacked by 1d4 Worlorn Mantis.

If the PCs succeed, they gain 4 1st level fighter NPCs and are awarded the **Dragonette Statuette** (p. 18) by Lady Rose Baumgartner.

UNICORN FOREST (E)

A protected valley between two massive cliffs supports a verdant forest of spectacular deciduous trees. The forest is home to a herd of unicorn, but is harried by demons from the Space Worm:

- **Roll 3 times on the Demon Generator tables** to determine which demons haunt these woods.
- If the demons are slain or driven off, **1d2 of the unicorns will accompany the party** to the Space Worm.

Those who can communicate with the unicorns will learn that a pair of them have fled down to the forest from the **Bone Mountain Witch Town (G)** after their witch companions were slain by Stone Walkers. The unicorns fear that the rest of their herd is dead.

Unicorn. AC 2 [17], HD 4 (18hp), Att 2 × hoof (1d8) or 1 × horn (1d8), THACO 16 [+3], MV 240' (80'), SV D8W9 P10 B10 S12, ML 7, AL Lawful, XP 125, NA 6d6, TT None

- **Sidequest:** Rainbow Eucalyptus isn't hard to find as it is both bright and very fragrant. **The PCs need to obtain 22 pounds of it.** Each PC can collect 1 pound per hour but there is a 10 percent chance the first hour that a demon will discover them. The second hour the chance rises to 20 percent, the third hour the chances rise to 30 percent and so on.

FALMOUTH (F)

A small village at the jumping-off point for the treacherous trail leading up into the Bone Mountains. Those who would make the journey into the glacier-clad peaks would be wise to stock up on supplies and provisions here. Prices are uniformly three times the normal cost and it is only 60% likely that any item will be in stock.

- **Sidequest:** Jutta the Bone Mountain Witch sends the party to Falmouth, the village she spent the night in, half a day-away. There are eight houses in the village and **one of them has her hat.** To search, each player rolls a d12, finding her hat on a roll of 12. Each player can search each house once. If all eight houses are searched and no 12s are rolled, the hat isn't there.
- **Unlocked!:** If her hat is returned, Jutta joins the party and the **Bone Mountain Witch** class is unlocked as an option for future or replacement characters.

BONE MOUNTAIN WITCH TOWN (G)

The tiny village of Bone's Rest lies at the foot of a great glacier, in the narrow gap between two towering peaks of the Bone Mountains. Normally a haven for Bone Mountain Witches and their unicorn companions, the village has recently been overrun by Stone Walkers from the peak of the taller of the two adjacent mountains. Convinced that the witches' strange worm-worshiping rituals summoned the space worm and, with it, the demons, the Stone Walkers have taken several prisoners and driven away the rest.

The village is currently occupied by two dozen Stone Walker warriors who will fight valiantly to defend their territory. However, they may be prevailed upon to rethink their position if the demons are run off, or if sufficient numbers of them are destroyed.

About 30 Bone Mountain Witches and 4 unicorns are interred in a large open-air corral wedged up against the glacier and guarded at all times by four of the Stone Walkers.

- **Unlocked!:** If the PCs succeed in freeing the Bone Mountain Witches, they unlock the **Stone Walker** class as an option for future or replacement characters

TOWER OF THE UNBROKEN MIND (H)

Ashaf Vair, the aged mentalist, seeks enlightenment within this crumbling tower. He is served by a trio of sentient brier bushes, which are slow and ineffective as combatants. If amused by or otherwise interested in the PCs, Ashaf Vair will offer to completely heal one of their number through the use of his *Psychic Healing* power. This process takes 24 hours, during which the others will be invited to meditate with Ashaf Vair and provided with a meager drink of brier-berry kombucha.

Ashaf Vair. Level 9 Mentalist: AC 7, HP 22, Att 1 × club (1d4) or x psychic power, THACO 14 [+5], MV 60' (20'), SV D10W11 P6 B12 S11, AL Neutral, STR 11 INT 15 WIS 17 DEX 14 CON 13 CHA 9, Powers/Abilities 32 PSP, All psychic powers, Items None

THE SPACE WORM (I)

Amid a vast field of shattered stone, the decaying corpse of the Space Worm lies swarming with extra-dimensional demons.

Wormsmouth (I-A)

The worm is massive and its open mouth is a vast, yawning cavern at least 30 feet high. The way is closely guarded by **four vigilant demons**. Add one more demon per extra day the PCs took to get here. **If the PCs get past the guards, they enter at room I-1.**

1. Spiny Ramhead. AC 6 [13], HD 7 (32hp), Att 6 x claws (1d4) or 1 x spell, THACO 13 [+6], MV 120' (40'), SV D8 W9 P10 B10 S12, ML 6, AL Chaotic, XP 850, NA 1, TT Nil

- **Dancing Lights** as spell
- **Immune** to fire/heat;

A wrinkled creature whose ram's head is covered with spines. It has huge human-like ears, 2 huge, flat eyes, a completely non-existent nose, and 2 large, toothed mouths. Its broad, short horse-like torso is covered in urine-smelling whitish rhino-like skin. Its grotesque hunched back is met by vestigial bird-like wings and extends down to a horrible prehensile tail. The beast has 12 rubbery arms, each of which end in withered and bony hands and it stands upon 4 hoofed legs.

2. Putrid Birdhead. AC 1 [18], HD 7 (32hp), Att 5 x tentacle (1d3 + Intelligence Drain) or 1 x spell, THACO 13 [+6], MV 90' (30'), SV D8 W9 P10 B10 S12, ML 6, AL Chaotic, XP 1250, NA 1, TT Nil

- **Spider Climb** as spell
- **Regenerate** 3 hit points/round;
- **Intelligence Drain: Save vs spells** or lose 1 point from INT

A twitching creature whose bird-like head is covered with palpating mounds of putrid flesh. It has trumpet-like ears, 2 small, multi-faceted eyes, a flat, misshapen nose, and 4 sucker-like mouths. Its rubbery, narrow cat-like torso is covered in fishy-smelling greenish chitinous skin. Its grotesque maned back is met by vestigial skeletal wings and extends down to a horrible writhing maggot tail. The beast has 10 insect-like arms, each of which end in tentacle fingered hands and it stands upon a pair of skeletal legs.

3. Bloody No-Nose. AC 3 [16], HD 2 (9hp), Att 4 x tentacle (1d3) or 1 x spell, THACO 18 [+1], MV 90' (30'), SV D12 W13 P14 B15 S16, ML 6, AL Chaotic, XP 330, NA 1, TT Nil

- **Charm Person** as spell
- **Can only be hit** by non-metal weapons,
- **Immune** to cold

A rotting creature whose monkey-like head is covered with fleshy growths. It has tiny human-like ears, 4 stalked eyes, a bloody gash for a nose, and a rigid, toothed mouth. Its rubbery, narrow pig-like torso is covered in fishy-smelling greenish maggoty skin. Its grotesque constantly writhing back is met by vestigial bat-like wings and extends down to a horrible horse-like tail. The beast has 10 tentacles, 4 of which it uses as arms and 6 as legs.

4. Larry. AC 0 [19], HD 8 (36hp), Att 6 x claws (1d3), 1 x bite (3d4), THACO 12 [+7], MV 90' (30'), SV D8 W9 P10 B10 S12, ML 6, AL Chaotic, XP 1200, NA 1, TT Nil

- **Can only be hit** by non-metal weapons;

A twitching creature whose chipmunk head is covered with knobs. It has no ears, 2 swivel-socketed eyes, a writhing, maggot-like nose, and 3 mandibled mouths. Its broad, narrow rat-like torso is covered in bloody-smelling blackish furred skin. Its grotesque twisted back is met by vestigial wretched flesh wings and extends down to a horrible pathetic squirrel tail. The beast has 12 tiny human-like arms, each of which end in clawed hands and it stands upon a pair of hawk-like legs.

Zhen Town Thwackers

Another party of adventurers, the so-called Zhen Town Thwackers, watches from behind a rock formation, planning their attack. **They are willing to team up to defeat the demons** and their goal is to collect space ambergris and sell it to Lu Bu to become wealthy.

Merju. Level 2 Magic-User: AC 7 [12] (unarmored), HP 3, Att 1 x dagger (1d4) or 1 x spell, THACO 19 [0], MV 120' (40'), SV D13 W14 P13 B16 S15, AL Lawful, STR 9 INT 11 WIS 16 DEX 16 CON 7 CHA 8, Spells light (darkness), hold portal, Items None

Arpy. Level 2 Cleric: AC 4 [15] (leather armor + shield), HP 6, Att 1 x sling (1d4) or 1 x spell, THACO 19 [0], MV 90' (30'), SV D11 W12 P14 B16 S15, AL Lawful, STR 8 INT 12 WIS 9 DEX 17 CON 10 CHA 14, Spells detect magic, Items None

Nath. Level 3 Demon Hunter: AC 7 [12] (chain), **HP** 27, **Att** 1 × staff (1d4), **THACO** 19 [0], **MV** 60' (20'), **SV** D11 W12 P13 B13 S15, **AL** Neutral, **STR** 14 **INT** 11 **WIS** 12 **DEX** 13 **CON** 15 **CHA** 12, **Items** gem (10gp)

- **Unlocked!**: If Nath is met and not attacked or killed by the PCs, the **Demon Hunter** class is unlocked as an option for future or replacement characters.

Wormsend (I-B)

The back of the worm blew open and there are piles of stone scattered far and wide attesting to that. Pathetic and small imps emerge regularly out of the worm and pile up covered bundles of space ambergis. Every four hours **a trio of powerful demons** arrive from the abyss riding on infernal bulls and aurochs. It takes around ten minutes for them to load up the bulls, and requires all the demons to work at it together. None come or go from Wormsend during these ten minutes. Once loaded, the three demons and the bulls descend through the earth. **If the PCs get past the guards, they enter the dungeon at room I-6.**

Pathetic Imps. AC 9 [10], **HD** ½ (2hp), **Att** 1 × punch (1d4), **THACO** 19 [0], **MV** 90 (30'), **SV** D12 W13 P14 B15 S16, **ML** 3, **AL** Chaotic, **XP** 6, **NA** 3d12, **TT** Nil

These little red creatures are fearful and timid but strong. Their faces have only two black dots for eyes and an expressionless mouth.

I. Zombie Goatface. AC -1 [20], **HD** 7 (32hp), **Att** 1 × claws (1d10), 1 × tail (1d6+1 + poison), 1 × tusks (1d6+3), **THACO** 13 [+6], **MV** 90' (30'), **SV** D8 W9 P10 B10 S12, **ML** 9, **AL** Chaotic, **XP** 2050, **NA** 1, **TT** Nil

- **Darkness** as spell
- **Polymorph Self** as spell
- **Magic Resistant**: +4 to save vs magic
- **Immune** to cold and surprise

A rotting creature whose goat-like head is covered with ridges. It has tiny human-like ears, 4 soulless black eyes, a horrible insect-like proboscis nose, and a large tusked mouth. Its long, narrow serpent-like torso is covered in vomit-smelling whitish hairy skin. Its grotesque humped back is met by vestigial wretched flesh wings and extends down to a horrible stingered tail. The beast has 2 variegated arms, each of which end in human-nailed hands and it stands upon a pair of serpentine legs.

2. Crocbreath. AC 4 [15], **HD** 3 (14hp), **Att** 3 × claws (1d8), **THACO** 17 [+2], **MV** 90' (30'), **SV** D12 W13 P14 B15 S16, **ML** 9, **AL** Chaotic, **XP** 80, **NA** 1, **TT** Nil

- **Invisibility** as spell
- **Darkness** as spell
- **See Invisible**
- **Magic Resistant**: +4 to save vs magic

A glaring creature whose crocodilian head is covered with palpating mounds of putrid flesh. It has dog-like ears, 2 huge, flat eyes, a bloody gash for a nose, and a fishy mouth. Its muscled, broad bear-like torso is covered in urine-smelling translucent chitinous skin. Its grotesque broken back is met by vestigial wretched flesh wings and extends down to a horrible lion-like tail. The beast has 6 tentacled arms, each of which end in clawed hands and it stands upon 3 pairs of insect-like legs.

3. Balki . AC 4 [15], **HD** 1 (5hp), **Att** 4 × claws (1d4+1), **THACO** 19 [+0], **MV** 120' (40'), **SV** D12 W13 P14 B15 S16, **ML** 6, **AL** Chaotic, **XP** 16, **NA** 1, **TT** Nil

- **Immune** to surprise, electrical attacks
- **Can only be hit** by non-metal weapons

A horrific creature whose spider-like head is covered with oozing sores. It has tiny human-like ears, 4 huge, flat eyes, a hole of a nose, and 2 large, toothed mouths. Its narrow, thin spider-like torso is covered in fecal-smelling purplish bony skin. Its grotesque sore-covered back is met by vestigial wretched flesh wings and extends down to a horrible horse-like tail. The beast has 8 insect-like arms, each of which end in taloned claws and it stands upon 4 pairs of duck-like legs.

Infernal Bulls. AC 2 [17], **HD** 4 (18hp), **Att** 1 × gore (2d6), **THACO** 15 [+4], **MV** 120 (40'), **SV** D10 W11 P12 B13 S14, **ML** 8, **AL** Chaotic, **XP** 600, **NA** 3, **TT** Space Worm Ambergis

- **Charge**: When not in melee. Requires a clear run of at least 20 yards. Gore inflicts double damage.

Wormside (I-C)

There are no guards here, but this secret entrance may only be reached through the **Kaldane Caverns** (see **section C** above). **PCs enter the dungeon at room I-4.**

INSIDE THE DUNGEON

A strange cold permeates the dungeon and the putrid odor of space worm ambergris overpowers all other scents. No light enters the stony corpse of the great worm, so PCs will either have to bring in their own light sources or use infravision. The laws of physics don't always seem to apply within the strange dungeon: rooms sometimes seem larger than possible, while others almost seem to be aspects of other places (they are—the “rooms” within the space worm are actually individual pocket dimensions) and others still are governed by strange magic.

The space worm itself is a fourth-dimensional being, which is to say that it inhabits space both in the three-dimensional world of the Scorn Lands and in an adjacent, or overlaid, fourth dimension. Therefore some of the areas of the dungeon cannot be seen from outside and are only ever accessible from within the space worm. It is this fourth-dimensional aspect of the space worm that has opened the way to the demons and created a safe haven for them in Meatlandia.

Random Hallway Encounters

Roll every 10 minutes

1d10	Result
1	Gladiators
2	Demon supervising pathetic imps
3	Monster honcho
4	A pathetic imp carrying Worm Ambergris towards Wormsend.
5	A treasure hunter turning into a demon*
6	Lorne apes sneaking*
7	A Nega Mage battling a demon*
8	A masked man dressed in armor, claiming to be a Scorn Lord*
9	Breach Knight*
10	Nothing

* Treat as nothing if rolled again.

SPACE WORM AMBERGRIS

A noxious and highly potent substance lining the bowels of the Space Worm. Space Worm Ambergris is valued by the Scorn Lords as a rare and exceptionally nuanced delicacy. They may dine upon it without risk, but if mortals drink it, they must **save vs poison** or turn into a demon (vice-versa for a demon).

The seller can name their price: 1 liter is so valuable it's worth perhaps a small town.

Demons, perversely, are also drawn to the potent substance—much as moths to a flame. Unable to resist its powerful allure, they have come to the Scorn Lands to harvest all of the Space Worm Ambergris and bring it back down to their powerful and capricious masters.

Encounter Descriptions

1. Gladiators (1d4).

Names Sani, Jonatan, Adi, Faton. **AC** 6 [13], **HD** 3+1 1 (5hp), **Att** 1 × weapon (1d8 or by weapon), **THACO** 18 [+1], **MV** 90' (30'), **SV** D12W13 P14 B15 S16, **ML** 10, **AL** Chaotic, **XP** 45, **NA** 1d4

- **Assess:** THACO improve by 1 each round
- **Crazy:** When reduced to 0 hp the first time, a gladiator will either (50%) Play Dead, arising 1d4 hours later or (50%) Dig Deep, and gain 1d10 hp to finish their fight.

2. Demon supervising patheticimps.

AC 1 [19], **HD** 7 (32hp), **Att** 2 × claw (1d8 + 3) 1 × bite (1d10), **THACO** 10 [+9], **MV** 90' (30'), **SV** D9W7 B10 S11, **ML** 13, **AL** Chaotic, **XP** 2500, **NA** 1d3, **TT** H

- **Immune** to electrical attacks
- **See Invisible**
- **Strength Drain.** On a successful hit, the target must **save vs death** or lose 1 point of STR permanently.

A deranged creature whose snake-like head is covered with a crest and moist, dripping mouth. Its short, broad crab-like torso is covered in gangrenous-smelling yellowish slimy skin. Its grotesque ridged back is met by membranous wings and extends down to a horrible serpentine tail.

Before it, 2d10 patheticimps scamper, carrying covered bundles into the worm (see 4 below).

3. Monster Honcho.

He's willing to team up against the greater threat but already thinks of the jars on his sheep as "definitely his."

AC 6 [13] (cloth jack), **HD** 8 (46hp), **Att** 1 × whip (1d6+2), **THACO** 14 [+5], **MV** 60' (20'), **SV** D4 W5 P6 B7 S8, **ML** 10, **AL** Neutral, **XP** 1,750

- **Wildlands Fighter:** Gain +1 to attack with whip or caestus.
- **Beast Master:** Encountered alongside a bighorn sheep, which is laden with ceramic jars.

4. A pathetic imp carrying Worm Ambergris towards Wormsend.

Its arms are loaded up with vials of the stuff and it steps slowly and carefully.

AC 9 [10], **HD** ½ (2hp), **Att** 1 × punch (1d4), **THACO** 19 [0], **MV** 90 (30'), **SV** D12W13 P14 B15 S16, **ML** 3, **AL** Chaotic, **XP** 6, **NA** 1 (2d10), **TT** Nil

5. A treasure hunter turning into a demon. *

The poor man's body is stretching, melting, sizzling, and folding in upon itself. Next to him is an empty bottle of ambergris. The transformation takes four rounds, after which there is a period of 1d4 rounds before the demon will attack (roll on the **Random Demon Tables** (p. 24)).

6. Lorn apes sneaking (2d6).

Their curiosity got the best of them. These scaly apes have lost half their number to demons already but are determined to find the riches they suspect are hidden here.

AC 4 [15], **HD** 7 (28 hp), **Att** 2 × claws, (1d4, 1d4) 1 × bite (1d6), **THACO** 16 [+3], **MV** 120' (40'), **SV** D8W9 P10 B10 S12, **ML** 10, **AL** Chaotic, **XP** 850, **NA** 2d6, **TT** A

7. A Nega Mage battling a demon.

The Nega Mage is winning. The arrival of PCs can guarantee her victory, or possibly distract her at a vital time. Roll up the demon using the **Random Demon Tables** (p. 24).

If you do not have the stats for the Nega Mage, roll up another demon instead.

8. A masked man dressed in armor, claiming to be a Scorn Lord.

He's really not though.

Grady the Mad. Level 4 Fighter: **AC** 2 [17] (plate mail + shield), **HP** 16, **Att** 1 × sword (1d8+1), **THACO** 17 [+2], **MV** 60' (20'), **SV** D10W11 P12 B13 S14, **AL** Chaotic **STR** 15, **INT** 10, **WIS** 6, **DEX** 12, **CON** 12, **CHA** 10

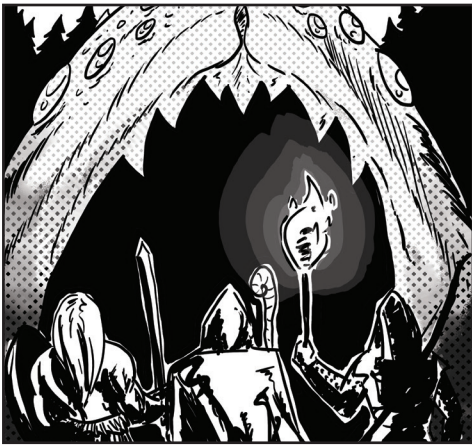
9. Breach Knight.

Severed demonic limbs. Blood sprayed everywhere. Smells of blood and hell.

A wounded Breach Knight lays dying in a pile of at least a dozen demon corpses. The Breach Knight will not accept healing, for they say if healed, they will be forced to kill those who healed it. They tell of a 4th dimension that exists beyond the realm of sight, saying "seek for it where the lifeless dwell."

10. Nothing

You're safe—for now!



I-1. The Mouth

The stone floor is smooth and the chamber is flooded with sunlight. Faint footsteps mar the thick dust. The stone bleeds where demonic graffiti is scratched upon the walls. Much of the graffiti depicts humans changing into demons.

- Can access **Wormsmouth (I-A)** and depart the dungeon.

I-2. Darkness Room

The room is utterly dark and smells faintly of burnt reed and wood smoke.

Upon entering this chamber, the door behind the players slams shut and they are thrown into complete darkness.

No infra-vision or other non-magical dark vision will work here.

If a torch or magical light is used to illuminate the room, the adventurers will be surprised to find that they are in a 20 by 20 foot cell with no doors or windows at all—there is no way out!

However, if they extinguish their lights and grope around in the darkness, they will be able to find both the door they came through and the one on the far wall of the chamber. But **these doors only exist in complete darkness**—any amount of light will cause them to vanish immediately!

- **Treasure: Meat Shield** – big piece of meat, has 3d6 hp and will absorb damage until out.
- **Hidden:** If a character holds a light source and closes their eyes, they will find the **secret door** to the 4th dimension, leading to **Room I-7**.

I-3. Zombie Room

In this circular room is, incongruously, an open meadow, covered in flowers. The walls are of rough granite. Two open cave mouths lead to the exits, while a waterfall streams down from some unknown source roughly half the distance between the two caves.

This chamber is filled with the **animated corpses** of those who have tried to penetrate the space worm.

Zombie. AC 8 [11], HD 2 (9hp), Att 1 × weapon (1d8 or by weapon), THACO 18 [+1], MV 60' (20'), SV D12 W13 P14 B15 S16, ML 12, AL Chaotic, XP 20, NA 4d6, TT None

- Zombies always attack last in the round and will always fight until destroyed.
- Sleep, charm, hold, and cold-based spells do not affect Zombies.
- Holy water inflicts 2-8 points of damage.

The zombies, though not incredibly attentive, will attack and pursue if they spot the adventurers.

- **Hidden:** Behind the waterfall is a **secret entrance** to the 4th dimension and **Room I-8**.
- **Treasure:** 1d4 pieces of **Medicinal Meat**. Heals 2d6 damage but the subject must make a Constitution check or be consumed with the urge to eat raw flesh (roll 1d6: 1. Rat 2. Pig 3. Lamb 4. Horse. 5 Dog. 6. Human).
- **Treasure:** One of the zombies is wearing a mighty blade on their back. It is **Demon's Lament** (p. 18).

I-4. Room of Utter Silence

The ceiling is very high, incongruously high. Stalactites stretch down and on the floor stalagmites point up. Some are six feet long and deadly sharp. Water drips ceaselessly but makes no sound.

Nor do the heavy boots or jangling armor make any sound as they strike the rough pebble floor. This room is completely silent. Characters can move through safely and easily; however, any character who attempts to speak within this chamber will lose their voice for the next 1d4 hours.

- **Hidden:** The entrance from the **Kaldane warren (I-C)** leads here, hidden high in the ceiling.
- **Treasure:** Each pebble, when thrown, fills a room with silence for 1d4 minutes. This only works once for each pebble.

I-5. Shadow Room

Ever burning, smoldering braziers cast flickering shadows in this massive room. Careful examination reveals this is an ancient temple, with ominous faces carved into the stone walls, symbols of multi-headed goats, pentagrams and inhuman skeletal remains littering the floor.

The **pathetic remnants of adventurers** who failed to escape the worm lay in wait. Once all of the players have entered, they will attempt to sneak attack (90% chance of success) and take them down with sheer numbers.

Shadow. AC 7 [12], HD 2+2 (11hp), Att 1 by touch (1d4), **THACO** 17 [+2], **MV** 90' (30'), **SV** D12 W13 P14 B15 S16, **ML** 12, **AL** Chaotic, **XP** 35, **NA** 1d12, **TT** F

- **Strength Drain.** Each hit saps 1 point of STR (2d4 turns duration). At 0 STR, victim becomes a Shadow.
- **Hit only by:** +1 or better weapons.
- **Immune to:** Charm, sleep, and hold spells and cold-based attacks.
- **Shadows.** 90% undetectable (-4 to hit) unless bright light is cast.
- **Will avoid:** magical fire/light.

The doors are unmistakable—large and surrounded with unholy symbols, one at each end of the room. On one side, a large tapestry of a man and woman with dogs heads and wicked, writhing masses of snakes instead of arms hangs in dedicated alcoves. If the tapestry is moved, nothing but stone is beneath it. However, **if it is burned, the secret door will be revealed.**

- **Treasure:** 1000 gp, nutmeg, worm shake, paprika, salt
- **Hidden:** Can enter the **secret door** to the 4th dimension, beginning in **Room I-9.**



I-6. Ambergris Room

The walls are ever-moist, dripping sticky ichor. The sound of faint moaning is barely audible, but the smell of ozone and sulfur is overpowering.

This room is chock full (1d100) of **sad little drone demons**, harvesting ambergris. They don't look up from their task and a bottle of hard-earned treasure may be acquired with a successful Dexterity or Move Silently check. If there is a noisy battle, 1d8 demons will enter within 1d4 rounds (roll on the **Random Demon Tables** (p. 24)).

Drone demon. AC 9 [10], HD ½ (2hp), Att 1 × punch (1d4), **THACO** 19 [0], **MV** 90 (30'), **SV** D12 W13 P14 B15 S16, **ML** 3, **AL** Chaotic, **XP** 6, **NA** 1d100, **TT** Nil

- **Treasure:** **Space Worm Ambergris.** If you drink it, **save vs poison** or turn into a demon (vice-versa for a demon). The seller can name their price: 1 liter is so valuable it's worth perhaps a small town.
- **Exit:** Can access **Wormsend (I-B)** and depart the dungeon.

I-7. Blood Lake

This room smells like copper and salt. The ground here resembles a moon. It is difficult to move quickly through the various craters and boulders. The largest crater is filled with thick, viscous blood. There is a pile of clothing next to the lake but no sign of any people.

A doorway on the far side of the lake leads to room I-9. The only way to reach the door is to cross the blood lake, which is 100 feet across and home to a trio of ravenous **Giant Blood Bass.**

Giant Blood Bass. AC 7 [12], HD 2 (9hp), Att 1 × bite (1d6), **THACO** 18 [+1], **MV** 120' (40'), **SV** D12 W13 P14 B15 S16, **ML** 8, **AL** Neutral, **XP** 20, **NA** 3, **TT** None

To one accustomed to 3-dimensional space it may seem like rooms I-7 and I-9 should be far apart, but they are actually directly adjacent.

- **Treasure:** Hidden beneath the clothes is 3d6x10 gp.
- **Unlocked!:** Submerging in the blood lake unlocks the **Blood Lake Druid** class as an option for future or replacement characters.

I-8. Crystals Room

The walls are covered with crystals of all sizes and colors and emit a faint humming.

There is a salt circle around the room (demons will not enter while it is unbroken). In the middle is a **Crystal Sword**. The sword can be instantly drawn by a character with an 18 Strength or cut out with the tools of Doctor Vod, taking 1d10 rounds.

- **Treasure: Crystal Sword.** Sings when drawn. Does 1d12 damage but blade shatters when a 1 is rolled for damage.
- **Unlocked!** Claiming the sword unlocks the **Space Elf** class as an option for future or replacement characters.

I-9. Doctor Vod

This ancient laboratory has wicked instruments lining the shelves. There are dissected cadavers stretched upon the sturdy wooden tables.

Doctor Vod, the room's only living inhabitant is a wrinkled old man with spectacles and a blood-stained apron. He is actually an arch demon whose sole desire is to get humans to willingly submit to his experiments.

Doctor Vod. AC 2 [17], HD 14+4 (67hp), Att 2 x scalpel (1d4 + 4) or 1 x spell, THAC0 9 [+10], MV 120' (40'), SV D4 W5 P6 B5 S8, ML 2, AL Chaotic, XP 4200, NA 1, TT Nil

- Can only be hit by +2 or better magical weapons or by spells.
- Magic resistance: 40%.
- Knows all cleric spells and can cast them as a 14th level cleric.

Doctor Vod offers to perform “enhancing surgery” on any character who would like him to do it. He tells them about his ability to enhance **the liver, brain, kidneys, muscles, stomach, or lungs**. The first character to accept his offer will be allowed to receive the treatment—the rest must all leave while he performs it. Depending on what the player chooses, the results are as follows:

Liver—Doctor Vod has taken out the player character's liver! They will slowly and painfully die within the next 2d4 months.

Brain—The player character has had their brain removed—they are now a mindless vegetable—sorry!

Kidneys—Doctor Vod has taken out the player character's kidneys. They will die within 1d10 days unless they get a new one.

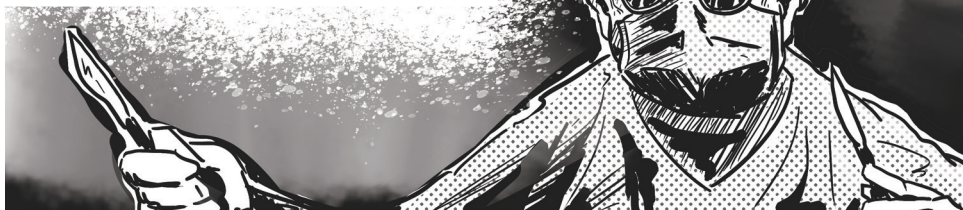
Muscles—Doctor Vod has taken almost all of the player character's muscle tissue. They are now a super weak slug-person who must be carried by their friends. Their Strength score is 1.

Stomach—The player character doesn't have a stomach anymore. Death will come within the next 1d4 days, unless they can figure out some other way to feed and hydrate themselves.

Lungs—The player character can't breathe! They will die within the next 1d8 minutes.

Doctor Vod does not take pleasure in fighting. If he is attacked, he will simply vanish into thin air, returning to his home on the Lower Planes and leaving his surgical implements behind.

- **Treasure:** Demonic surgical implements. If used in combat, count as +1 magical weapons (1d4 damage) and wounds made never stop bleeding.
- **Treasure:** One of the bodies on the table is wearing the **Rainbow Belt** (p. 18).
- **Hidden:** A **secret door** behind a chart of a human skeleton on the wall leads to **Room I-7**. To one accustomed to 3-dimensional space it may seem like the rooms should be far apart, but they are actually directly adjacent.
- **Unlocked!** Surviving Doctor Vod unlocks the **Flesh Borg** class as an option for future or replacement characters.



I-10. Safe Space

This room consists of a lovely park with a stream. The smell of ripe berries fills the air as light gently filters down.

The tunnel from **Room I-9** ends here suddenly. A rock blocks the door that opens on this side. There is a small altar to the side of the rock. Any earth that is transmuted (turned into mud, crumbled to dust, etc) placed on the altar will open the door.

The adventurers have finally found a safe space within the dungeon! There is a nice park with lovely shrubs and a stream flowing through it. Light seems to filter down through a high canopy of trees but, of course, they will never be able to reach the top. A raspberry patch near one end of the park has plenty of delicious berries

- **Hidden:** Behind the raspberry patch is a **secret door** that leads to **Room I-11**.
- **Hidden:** A branch on one of the trees, if pulled, opens a **hidden portal** to **Room I-9**.
- **Unlocked!:** Eating the raspberries unlocks the **Chamelaon** class as an option for future or replacement characters.

I-11. Lady Versamage Jesmae

The tunnel leading to this room gets noticeably colder with each step. This room is so freezing cold that characters can see their breath in the air. There is an overwhelming smell of ozone and skeletons litter the floor.

The first character to enter the room is surprised by a **Space Pudding**, which drops from the ceiling.

Lady Versamage is wounded and battered but haughty. If any weapons are dropped or given to her, she leaps into the battle immediately. One other prisoner is alive: **Katre**, Ege's cousin, who disappeared a few days ago looking for ingredients.

Lady Versamage. Level 7 Fighter: AC 3 [16] (plate), **HP 13**, **Att 1** × weapon, **THACO 14** [+5], **MV 60'** (20'), **SV D8W9 P10 B11 S12**, **AL Lawful**, **STR 14 INT 11 WIS 12 DEX 8 CON 10 CHA 19**, **Items** none

Katre. Level 2 Elf: AC 7 [12] (none), **HP 8**, **Att 1** × weapon, **THACO 19** [+0], **MV 120'** (40'), **SV D12W13 P13 B15 S15**, **AL Neutral**, **STR 12**, **INT 10**, **WIS 12**, **DEX 17**, **CON 4**, **CHA 9**, **Spells** *Light, Shield*, **Items** none

Space Pudding AC 7 [12], **HD 7** (32hp), **Att 1** by pseudopod (2d6 + 3), **THACO 13** [+6], **MV 60'** (20'), **SV D8W9 P10 B10 S12**, **ML 10**, **AL Chaotic**, **XP 1250**, **NA 1**, **TT Nil**

- **Strength Drain.** Each hit saps 1 point of STR (2-8 turns duration). At 0 STR, victim becomes a Shadow.
- **Hit only by:** +1 or better weapons.
- **Immune to:** *Charm, sleep, and hold* spells and cold-based attacks.
- **Hard to See.** 90% undetectable (-4 to hit) unless bright light is cast.
- **Will avoid:** magical fire/light.
- **Amorphous.** Can move through a space as narrow as 1 inch wide without squeezing.
- **Corrosive.** A creature that touches the pudding or hits it with a melee attack takes 1d8 damage. Any non-magical weapon made of metal or wood that hits the pudding corrodes from the cold temperature. The pudding can eat through 2-inch-thick, non-magical wood or metal in 1 round. On a successful hit from the space pudding, non-magical armor worn by the target is partly dissolved and takes a permanent and cumulative -1 penalty to the AC it offers.
- **Spider Climb.** The pudding can climb difficult surfaces, including upside down on ceilings.
- **Split.** When subjected to damage, it splits into two new puddings if it has at least 10 hit points. Each new pudding has hit points equal to half the original pudding's, rounded down.
- **If sprinkled with salt, it will not split.**
- **If sprinkled with worm ambergris, it loses ½ of hit points, is stunned for 1 round and will not split**

When killed the space pudding will drip onto the floor in a perfect circle. It is like a mirror except that the image within is not a reflection. What can be seen within is a gridded walkway, cold white walls and a closed metal door. If anyone enters the space pudding, they will be taken to the **Space Realm!**

THE SPACE REALM

The cold stone of the worm is gone, replaced by a clinically white interior of metals and hard plastics. Doors open automatically when approached and the few windows reveal only overwhelming darkness.

I-12. The Antechamber

An officious, rebellious **demon named Rosenheim Goddard** resides here. It doesn't like to fight and will offer knowledge for its life. It is terrified of salt and worm ambergris. Depending on how friendly or bullying the PCs are, they may gain the following knowledge:

- "Space ambergris, when ingested, temporarily turns demons into mortals. For this duration, the demons feel, they suffer, they love, and they may die as do mortals.."
- "Voilli, the dandelion queen, longs for this escape from her non-ending hellish existence. She killed the worm in space, dropping it into the Scorn Lands to where she could claim it."
- "Levibek, her enemy, will kill any demon he sees even thinking of tainting themselves with the ambergris."

I-13. Living quarters

A standard room with eight bunk beds. The only unusual thing here is a full-length mirror that has been broken into a thousand shards.

A figure is sleeping in one of the beds. They have a blanket over their body but they are a **Yeongosidhe**. Though a deep sleeper, they will attack upon sight if awoken.

Yeongosidhe. AC 2 [17], HD 10 (50 hp), Att 1 × bone saw (1d10), THACO 16 [+3], MV 180' (60') SV D6 W7 P8 B8 S10, ML 8, AL Chaotic, XP 1,750, NA 1d4, TT C

I-14. The Kitchen

A long metal table fills the room. On one side are cabinets full of food pills and on the other are cold boxes with drinks in them.

1d4 **Ashen Pilgrims** are currently examining the room. They don't speak common but have a basic understanding of the Neutral alignment language. If the Yeongosidhe in room I-13 is awoken, they will join in battle against it.



I-15. Mirror Mirror

Another room with eight bunk beds. The full length mirror here is not broken and a faint whispering comes from the mirror. A small statue of a bull with tiger stripes that drips snow is surrounded by a ring of salt.

If the statue is moved or the salt disturbed, it will summon **Levibek**, the demon lord.

Levibek. AC 4 [15], HD 14 (65 hp), Att 1 × whip (3d8), THACO 5 [+14], MV 90' (30'), SV D4 W5 P6 B7 S8, ML 12, AL Chaotic, XP 2,550, NA 1 TT None

Looks like a bull crossed with a tiger.

- **Hidden: Cursed mirror.** If stared at, a demonic version of self appears in the mirror. This demon does nothing but, if the glass is broken while the demon is visible, the demon comes out and attacks everyone in sight. This attack certainly disturbs the salt on the ground.
- **Treasure:** Hidden beneath one of the beds is the **Dragon City Blade** (p. 18).

I-16. Worm Brain

In this room is a giant, thick, oozing brain. It can be seen clearly by the light of ten thousand stars, luminous through a skylight. The smell of ozone is strong enough to be smelled 6 feet away from the door, which is open. A body wearing a magnificent cloak lies face down in the doorway. They are coated in ice.

A **Space Elemental** lurks within this chamber. Its attention is upon the brain and it may be surprised. Neither salt nor ambergris has any effect upon it. It will always attack demons before anyone else.

Space Elemental. AC 2 [17], HD 7 (32hp), Att 1 × cold touch (1d10 + energy drain) or 1 × special (fling space), THACO 13 [+6], MV 120' (40'), SV D8W9 P10 B10 S12, ML 11, AL Neutral, XP 2,300, NA 1d4, TT Nil

- **Non-corporeal:** Immune to effects that affect living creatures (e.g. poison). Immune to mind-affecting or mind-reading spells (e.g. charm, hold, sleep).
- **Mundane damage immunity:** Can only be harmed by magical attacks or weapons.
- **Energy drain:** A successfully touched target permanently loses two experience levels (or Hit Dice). This incurs a loss of two Hit Dice of hit points, as well as all other benefits due to the drained levels (e.g. spells, saving throws, etc.). A character's XP is reduced to the lowest amount for the new level.
- **Space form:** Non magical weapons that strike them freeze and shatter. A living being that touches them must **save vs breath weapon** or be covered in a sheen of ice.
- **Space missile:** If they feel threatened, they will reach into themselves and fling a ball of pure, devastatingly cold space. Any who are hit by these space missiles will lose half their HP each round as the space grows around them, coating them in a thin layer of outer space for 1d6 rounds.

Each round spent in the chamber (including fighting the Space Elemental) brings a cumulative 1-in-12 chance that a demon will enter (roll on the **Random Demon Tables** (p. 24)). The chance resets to 1-in-12 every time a demon enters. Multiple demons may inhabit the room at once.

The Space Elemental will immediately attack any demons that enter the chamber.

- **Hidden:** The body is that of Voilli, slain while transformed into a human. Rosenheim Goddard or Levibek can identify her; as may a canny PC by recognizing the dandelion pinned to her cloak.
- **Treasure:** 10,000 gp and Voilli is wearing the **Creature Cloak** (p. 18).
- **Hidden Treasure:** Ingesting any of the Worm Brain grants a Wild Talent as presented within the rules for psionics on p. 48 of *the Scourge of the Scorn Lords*. If a Mentalist eats the Worm Brain, they will permanently gain 1d4 PSPs.
- **Unlocked!:** The **Chaos Memer** class as an option for future or replacement characters.



AFTERMATH

Lu Bu is good to his word. If the adventurers bring him back at least one pint of space ambergris, he will pay them as promised. If they bring back Lady Versamage, Lu Bu names them **hóu, or Scorn Lands Paladins**. He will grant each of them a **Scorn Lands Spear** as well.

- **Unlocked!:** In addition, the **Chaos Champion** class is unlocked as an option for future or replacement characters.

Title - Scorn Lands Paladin

Long has it been since any have earned this honorific. Those bearing the title will be revered by all villagers throughout the Scorn Lands and hosted by any Scorn Lord for one night, as the old customs state. Any social checks with a native of the Scorn Lands may be made with advantage.

Scorn Lands Spear

The wood is a tough kind of bamboo and the spear itself fashioned from metals fallen from the stars. It is 3 meters long but light and may be held one-handed. It can be used to throw or held as a melee weapon. It deals 1d8 damage and crits on 19 or 20.

TREASURES

Bjorn Hat

The wearer of this hat has the power of a forest bear.

- Once per day, they can increase either their STR or CON scores by 4 (max 18).
- When they roll a natural 20 for an attack, their damage roll is automatically the highest possible value.

Creature Cloak

The wearer of this cloak may once per day transform into a creature simply by naming it. This can be accidental: the bearer would be wise not to heedlessly utter words like “snail” or “worm.” They may end the transformation at will and it will end if they are reduced to 0 hit points. While in creature form:

- They have the statistics of the creature they have changed into, but they retain their alignment, personality, Intelligence, Wisdom and Charisma scores, hit points and Hit Dice.
- Any damage they take in their shapeshifted form is retained when they revert back.

Demon's Lament

Longsword +1 (+3 vs demons).

- The bearer of this blade gains a +3 bonus to attack and damage rolls against demons.
- Once per day, the blade may cast the magic-user spell *Protection from Evil 10' Radius*.

Dragonette Statuette

When you rub its belly, it creates an illusionary Dragon Hoard. The illusion smells, feels, and tastes real but it only lasts for 1d4 hours. The statue is always part of the hoard and must be rediscovered.

- Horde: 8,000cp, 10,000sp, 5,000ep, 2,000gp, 800pp. Assorted gems (500gp x2; 300gp x10; 200gp x10; and 100gp x20), and jewelry (1,000gp, 750gp, 600gp, and 500gp x2).

Dragon City Blade

Shortsword +2. An ornate sword with a hilt and cross guard that looks like a dragon.

- If the blade is plunged into a lizard's heart, the weapon will turn into a green dragon for 1d10 turns.

Rainbow Belt

This fiber belt is made of many strands of many colors, all seamlessly woven together.

- Any character wearing this belt can cast a 5th level illusionist spell of their choice once per day.

Ring of Slavering Vultures

The wearer of this ring gains +3 to attack and damage on all melee attacks but when they see a dead body they must **save vs spells** or immediately begin feasting on the carrion.



MONSTERS

Arid wyvern

Silently descend upon their prey with no warning. Their bite withers all flesh. They take out the limbs of their prey and then slowly feast upon the rest.

AC 3 [16], **HD** 7 (31 hp), **Att** 1 × bite (2d8), **THACO** 13 [+6], **MV** 90' (30') / 240' (80') flying, **SV** D8 W9 P10 B10 S12, **ML** 9, **AL** Chaotic, **XP** 850, **NA** 1d2, **TT** E

- **Dessicate:** Their bite desiccates all flesh (save vs death or lose limb that is bitten).

Ashen pilgrims

These slender giants have gray skin, four arms, and round, noseless faces. Though powerful, they cover themselves in large cloaks and wander the wastelands seeking for signs of what they call “the first city” and only fight to defend themselves. They can easily wield a halberd in each hand when threatened and rarely do even the most dangerous reavers assault them.

AC 7 [10], **HD** 5 (35 hp), **Att** 4 × halberd (1d8 + 10), **THACO** 16 [+3], **MV** 150' (50'), **SV** D10 W11 P12 B13 S14, **ML** 6, **AL** Neutral, **XP** 875, **NA** 3d4, **TT** C

Awakened rykor

Some rykor, affected by powerful Meat Magic, have evolved beyond the mindless chattel of their kind. These creatures, still headless like their kin, sprout eyes in their chests and a mouth in their stomach.

AC 8 [11], **HD** 2+4 (11 hp), **Att** 1 × weapon (1d8 or x weapon), **THACO** 18 [+1], **MV** 9120' (40'), **SV** D8 W9 P10 B13 S12, **ML** 9, **AL** Neutral, **XP** 30, **NA** 2d8, **TT** Nil

- **Hardy:** +2 to all saves against magic that causes physical harm (e.g. fireball).
- **Kaldane Companion.** If fighting alongside a kaldane, the awakened rykor gains a bonus of +1 to armor class, attack rolls, and saves.

Barren lizard

Small 5” lizards that are attracted to the scent of gold. They are quick and largely harmless but have a 50% chance of exploding (doing 1d10 damage) if picked up.

AC 4 [15], **HD** 3 (12hp), **Att** 1 × bite (1d2), **THACO** 16 [+3], **MV** 120' (40'), **SV** D12 W13 P14 B15 S16, **ML** 7, **AL** Neutral, **XP** 50, **NA** 1d6 (1d10), **TT** U

Bleak mammoth (undead)

Great undead mammoths, raised by unknown dark powers.

AC 3 [16], **HD** 15 (67hp), **Att** 2 × tusk (2d6) or 1 × trample (4d8), **THACO** 9 [+10], **MV** 120' (40'), **SV** D4 W5 P6 B5 S8, **ML** 8, **AL** Neutral, **XP** 1,350, **NA** 2d8, **TT** Nil

- **Charge:** In first round of combat, when not in melee. Requires a clear run of at least 20 yards. Tusks inflict double damage.
- **Trample:** 3-in-4 chance of trampling each round. +4 to-hit human-sized or smaller creatures.
- **Undead:** Make no noise, until they attack. Immune to effects that affect living creatures (e.g. poison). Immune to mind-affecting or mind-reading spells (e.g. *charm*, *hold*, *sleep*) and non-magical weapons.

Blood elemental

Beings formed of congealing blood that can be summoned anywhere that enough blood collects.

AC 0 [19], **HD** 12 (54hp), **Att** 2 × blow (2d8), **THACO** 10 [+9], **MV** 60' (20')/180' (60') swimming, **SV** D4 W5 P6 B5 S8, **ML** 10, **AL** Neutral, **XP** 1,100, **NA** 1, **TT** Nil

- **Mundane damage immunity:** Can only be harmed by magical attacks.
- **Hurt the bleeding:** +1d8 damage against foes who are already injured.
- **Blood-bound:** Must remain 60' near blood.

Breach knight

These fearsome warriors from another plane are the ultimate hunters. They can be hired for assassination or rescue missions by those with the requisite knowledge and fortunes but they are known to slay with little cause.

AC 0 [19], **HD** 10 (45hp), **Att** 1 × demon sword (1d8 + 6) **THACO** 11 [+8], **MV** 120' (40'), **SV** D6 W7 P8 B8 S10, **ML** 12, **AL** Chaotic, **XP** 3,000, **NA** 1, **TT** None

- **Aura of fear:** Any who come within 5' must save versus spells or flee at maximum speed for 10 rounds, with a 50% chance of dropping held items.
- **Demon sword:** If it does at least 10 damage in one attack, it burns the opponent with hellish flames, doing another 2d20 damage a round
- **Detect invisible creatures:** Within 60'.
- **Magic resistance:** +4 bonus to all saving throws against magic.
- **Mundane damage immunity:** Can only be harmed by magical attacks.
- **Spell turning:** 10% chance of reflecting spells back onto the caster.

Chamelaon

Chamelaon are slender as beech trees and similarly mottled, they are shy and will often watch from unseen vantage points until they feel assured they are safe to approach a group or a situation.

AC 6 [13], **HD** 1 (4 hp), **Att** 1 × weapon (1d4 or by weapon), **THACO** 19 [+0], **MV** 120' (40'), **SV** D10 W11 P12 B13 S14, **ML** 8, **AL** Neutral, **XP** 13, **NA** 2d6, **TT** E

- **Blink.** Once per round, a chamelaon can instantaneously vanish and reappear in another place up to 120' away.
- **Climb sheer surfaces:** at 89%.
- **Hide:** at 5:6.
- **Infravision:** up to 60'.
- **Move silently:** at 65%.
- **Skin:** Their hides make for valuable armor. A dead chamelaon is worth up to 1000gp.

Dragon mantis

These ten feet tall alpha monsters cause fear for all. With four arms and claws dripping hallucinogenic ichor, the dragon mantis is a foe as formidable as any.

AC 3 [16], **HD** 11 (55 hp), **Att** 4 × claws (1d6+1), **THACO** 9 [+10], **MV** 150' (50'), **SV** D6 W7 P8 B8 S10, **ML** 8, **AL** Neutral, **XP** 4,000, **NA** 1, **TT** R,S

- **Dodge:** Dodge missiles on a roll of 11+
- **Freakydeaky:** Their claws inject a psychotropic effect. Those hit must **save vs paralysis** or hallucinate violently (no attacks, spells, etc are possible) for 1d4 rounds.

Dust iguana

These large lizards hang out by oases. Some smaller creatures capture them for use as steeds.

AC 2 [17], **HD** 4 (16 hp), **Att** 1 × bite (1d4 + poison), **THACO** 16 [+3], **MV** 120' (40'), **SV** D10 W11 P12 B13 S14, **ML** 5, **AL** Neutral, **XP** 120, **NA** 1d12, **TT** Nil

- **Poison:** Causes death (**save vs poison**)

Fallow gnome

These creatures look much like regular gnomes save their overlarge mouths are filled with rows of giant, sharp teeth. They gather in large groups to feast upon those foolish enough to enter their domain.

AC 6 [13], **HD** 1 (1 hp), **Att** 1 × bite (1d12), **THACO** 15 [+4], **MV** 150' (50'), **SV** D2 W13 P14 B15 S16, **ML** 8, **AL** Neutral, **XP** 100, **NA** 3d12, **TTT**



Ghost robber

These wasteland spirits were once marauders, bandits, and thieves. Now their uneasy spirits wander the broken lands, amassing giant hordes of treasure.

AC 3 [16], **HD** 8 (32 hp), **Att** 1 × touch (8d8), **THACO** 16 [+3], **MV** 120' (40'), **SV** D8 W9 P10 B10 S12, **ML** 10, **AL** Chaotic, **XP** 1,750, **NA** 1d4, **TT** G

- **Robbers:** They will not attack if their victims offer them all their gold, jewels, and treasures.
- **Undead:** Make no noise, until they attack. Immune to effects that affect living creatures (e.g. poison). Immune to mind-affecting or mind-reading spells (e.g. charm, hold, sleep) and non-magical weapons.

Goliath frog

These massive amphibians can be as large as elephants. Anything human-sized or smaller is just a delicious snack for them.

AC 7 [12], **HD** 10 (40 hp), **Att** 2 × bite (1d12, 1d12), **THACO** 16 [+3], **MV** Movement 90' (30'), **SV** D6 W7 P8 B8 S10, **ML** 9, **AL** Chaotic, **XP** 300, **NA** 1d2, **TT** Nil

Goliath grasshopper

Their resemblance to grasshoppers gave them their name, but these monstrous jumping beasts are no true insect. Though typically solitary, they sometimes band together in massive groups.

AC 2 [17], **HD** 8 (32 hp), **Att** 2 × kick (2d4), **THACO** 15 [+4], **MV** 120' (40'), **SV** D8 W9 P10 B10 S12, **ML** 7, **AL** Neutral, **XP** 300, **NA** 1 (1d8), **TT** Nil

Hairy ant

These large, hairy insects are so aggressive they will attack anything that doesn't smell like themselves.

AC 6 [13], **HD** 4 (24 hp), **Att** 1 × bite (1d6), **THACO** 17 [+2], **MV** 120' (40'), **SV** D10 W11 P12 B13 S14, **ML** 12, **AL** Neutral, **XP** 270, **NA** 10d10, **TT** Nil

Horror frog

These horrors look much like typical frogs but their tongues are triple as long as any other frogs and their eyes are dead black.

AC 7 [12], **HD** 2 (8hp), **Att** 1 × tongue (d4) or eyes (special), **THACO** 16 [+3], **MV** 90' (30'), **SV** D12 W13 P14 B15 S16, **ML** 9, **AL** Neutral, **XP** 30, **NA** 1d6, **TT** Nil

- **Sticky tongue:** grabs away weapons, shields, and spellbooks. Player must succeed at STR check to retain item.
- **Loathsome eyes:** Those who behold the full stare of the horror frog must **save vs death** or be reduced to 1 hit point.

Lorn ape

A scaly, squamous kind of ape that thrives in old ruins and eldritch temples. They are clever masters of ambushes and traps.

AC 4 [15], **HD** 7 (28 hp), **Att** 2 × claws, (1d4, 1d4) 1 × bite (1d6), **THACO** 16 [+3], **MV** 120' (40'), **SV** D8 W9 P10 B10 S12, **ML** 10, **AL** Chaotic, **XP** 850, **NA** 2d4, **TT** A

Pathetic imps

These little red creatures are fearful and timid but strong. Their faces have only two black dots for eyes and an expressionless mouth.

AC 9 [10], **HD** ½ (2hp), **Att** 1 × punch (1d4), **THACO** 19 [0], **MV** 90 (30'), **SV** D12 W13 P14 B15 S16, **ML** 3, **AL** Chaotic, **XP** 6, **NA** 3d12, **TT** Nil

Sand deer

Sand deer are larger than an elk or moose, with antlers spanning up to 20 feet. Most are not aggressive but they are highly territorial.

AC 6 [13], **HD** 8 (32 hp), **Att** 1 × butt (1d12), **THACO** 17 [+2], **MV** 120' (40'), **SV** D8 W9 P10 B10 S12, **ML** 7, **AL** Neutral, **XP** 650, **NA** 1d6, **TT** Nil

Space elemental

Pockets of space that have somehow gained sentience. Space elementals usually take a human or humanoid form, though they appear to be made up completely of the night sky.

AC 2 [17], **HD** 7 (32hp), **Att** 1 × cold touch (1d10 + energy drain) or 1 × special (fling space), **THACO** 13 [+6], **MV** 120' (40'), **SV** D8 W9 P10 B10 S12, **ML** 11, **AL** Neutral, **XP** 2,300, **NA** 1d4, **TT** Nil

- **Non-corporeal:** Immune to effects that affect living creatures (e.g. poison). Immune to mind-affecting or mind-reading spells (e.g. charm, hold, sleep).
- **Mundane damage immunity:** Can only be harmed by magical attacks or weapons.
- **Energy drain:** A successfully touched target permanently loses two experience levels (or Hit Dice). This incurs a loss of two Hit Dice of hit points, as well as all other benefits due to the drained levels (e.g. spells, saving throws, etc.). A character's XP is reduced to the lowest amount for the new level.
- **Space form:** A non magical weapon that strikes them freezes and shatters. A living being that touches them must **save vs breath weapon** or be covered in a sheen of ice.
- **Space missile:** If they feel threatened, they will reach into themselves and fling a ball of pure, devastatingly cold space. Any who are hit by these space missiles will lose half their HP each round as the space grows around them, coating them in a thin layer of outer space for 1d6 rounds.

Space elf

Space faring elves who ride magnificent beasts and wield crystal swords.

AC 5 [14], **HD** 1+1 (5hp), **Att** 1 × crystal sword (1d10), **THACO** 18 [+1], **MV** 120' (40'), **SV** D7 W8 P9 B12 S13, **AL** Neutral, **ML** 8, **XP** 19 **NA** 1d4 (2d12), **TT** E

- **Psionics.** Space elves have 10 PSPs and they have access to all psionics from Scourge of the Scorn Lords.
- **Beast Friend.** 5-in-6 chance they are accompanied by a dinosaur, jathrax, or other such creature companion.

Space pudding

Strange puddings that come from the stars. They emit a powerful cold and appear to be black shadows full of tiny shimmering lights.

AC 7 [12], **HD** 7 (32hp), **Att** 1 by pseudopod (2d6 + 3), **THACO** 13 [+6], **MV** 60' (20'), **SV** D8 W9 P10 B10 S12, **ML** 10, **AL** Chaotic, **XP** 1250, **NA** 1, **TT** Nil

- **Strength Drain.** Each hit saps 1 point of STR (2-8 turns duration). At 0 STR, victim becomes a Shadow.
- **Hit only by:** +1 or better weapons.
- **Immune to:** *Charm, sleep, and hold* spells and cold-based attacks.
- **Hard to See.** 90% undetectable (-4 to hit) unless bright light is cast.
- **Will avoid:** magical fire/light.
- **Amorphous.** Can move through a space as narrow as 1 inch wide without squeezing.
- **Corrosive.** A creature that touches the pudding or hits it with a melee attack takes 1d8 damage. Any non-magical weapon made of metal or wood that hits the pudding corrodes from the cold temperature. The pudding can eat through 2-inch-thick, non-magical wood or metal in 1 round. On a successful hit from the space pudding, non-magical armor worn by the target is partly dissolved and takes a permanent and cumulative -1 penalty to the AC it offers.
- **Spider Climb.** The pudding can climb difficult surfaces, including upside down on ceilings.
- **Split.** When subjected to damage, it splits into two new puddings if it has at least 10 hit points. Each new pudding has hit points equal to half the original pudding's, rounded down.



Stone walker

Appear to be calcified corpses, their thin stone skin stretched taut over a petrified skeleton.

AC 7 [12], **HD** 2 (8hp), **Att** 1 × spear (1d8), **THACO** 19 [+0], **MV** 120' (40'), **SV** D8 W9 P10 B13 S12, **AL** Neutral, **ML** 8, **XP** 30, **NA** 4d6, **TT** A

- **Stone bod:** completely unaffected by *Meat Magic*, save for the spell *Stone to Flesh*, which they fear above all else, and are immune to the effects of heat and cold.
- **Cammo:** If completely motionless, a stone walker can blend into outdoor surroundings on a 3-in-6, 5-in-6 against a stone surface.
- **Natural armor:** All cutting and slashing weapons always inflict one die lower damage against them.

Voilli

Queen of the demons. Looks like a demonic dandelion. She wants to turn as many demons into humans as possible. She's not sure yet if that is to slay them and gain power or to let them gain insights into humanity to become better demons.

AC 2 [17], **HD** 18 (81 hp), **Att** 1 × sword (4d10) or 1 × breath (poison), **THACO** 7 [+12], **MV** 60' (20'), **SV** D2 W3 P4 B3 S6, **ML** 12, **AL** Neutral, **XP** 3,150, **NA** 1 **TT** None

- **Magic:** *Fly* and *Summon Animals* as 18th level caster at will. Once per day, may cast *Dispel Magic*, *Transmute Rock to Mud*, *Wall of Thorns*.
- **Healed by organic material:** Each hit point of damage by wood, metal or other organic material restores 1hp.
- **Poison breath:** Once per encounter, may breathe a 10' cube cloud of poison spores directly in front. All in the cloud must **save vs poison** or die.



Wasteland lizard

These lizards are small but highly intelligent. They have the innate ability to cast spells.

AC 4 [15], **HD** 5 (20 hp), **Att** 1 × magic, **THACO** 18 [+1], **MV** 180' (60'), **SV** D10 W11 P12 B13 S14, **ML** 5, **AL** Neutral, **XP** 600, **NA** 1d8, **TT** O, M

- **Spells.** When they attack, roll 1d8. They will cast the most advantageous magic-user spell (as determined by the referee) of that level.

Were-bramblisk

Poor souls who have been cursed to turn into bramblisk every spring. Those who do not change at least 1 person into a bush per season forever remain a bramblisk.

AC 7 [12], **HD** 3 (12 hp), **Att** 1 × bite (1d6), **THACO** 17 [+2], **MV** 120' (40'), **SV** D12 W13 P14 B15 S16, **ML** 8, **AL** Neutral, **XP** 125, **NA** 1, **TT** U

- **Bushify:** Meeting its gaze and failing a **save vs spell** transforms the viewer into a small bush over 1d6 turns.

Worlorn mantis

Wandering warriors who want nothing so much as to prove themselves the greatest fighter in the realm. They will duel to the death anyone who seems to them a valid threat, but they will ignore any opponents less than level 3.

AC [3] 16, **HD** 10 (40 hp), **Att** 4 × limb (1d6 or by weapon), **THACO** 11 [+8], **MV** 120' (40'), **SV** D6 W7 P8 B8 S10, **ML** 9, **AL** Neutral, **XP** 4,000, **NA** 1d6, **TT** R, S

Yeongosidhe

Other-dimensional creatures who collect organs from living creatures. Their bodies are those of disproportionate humanoids with shocks of wispy hair and they carry saws that are preternaturally sharp. Every organ they eat gives them +1 to attack and damage.

AC 2 [17], **HD** 10 (50 hp), **Att** 1 × bone saw (1d10), **THACO** 16 [+3], **MV** 180' (60') **SV** D6 W7 P8 B8 S10, **ML** 8, **AL** Chaotic, **XP** 1,750, **NA** 1d4, **TT** C

DEMON TABLES

Roll below to create your own random demons!

Armor Class	1d8 [9+1d8]
Hit Dice	1d8
Attacks	1d4
Attack type	1d4: <ol style="list-style-type: none"> Melee (1d10) Melee + Missile (1d8) Melee + Missile + Magic (Assign as many magic-user spells as they have HD) Melee + Missile + Magic + Breath Weapon (20' long line of pure void. 5' wide along the whole length. Can be used up to three times per day. All caught in the area suffer damage equal to the demon's current hit points (save vs breath for half).
THACO	19-1d12 [+1d12]
Movement	90' (30')
Saving Throws	D4 W5 P5 B6 S7
Morale	4+1d8
Alignment	Chaotic
XP	1d10 x 100 + (HD x 20)

Demonic Appearance

Roll 3d6 black or red dice.

d6	Aspect	Power	Extra
1	Quilled	Chameleon	Sticky
2	Snouted	Leech	Acid blood
3	Tentacled	Howl	Scorpion tail
4	Winged	Dust	Claws
5	Flaming	Web	Dripping blood
6*	Rat-like	Locusts	Vulture beak

* If all 3 dice rolls result in a six, **Voilli herself** will appear.

Aspects

- **Quilled.** +4 to AC, does 1d6 damage to any who hit with a melee attack.
- **Snouted.** Can summon 1d4 pathetic imps with a series of snorts.
- **Tentacled.** After each successful attack, all who see it must make a morale check or flee.
- **Winged.** Can fly at 240' (80') movement.
- **Flaming.** All attacks inflicted or suffered melt whatever non-magical substance they hit.
- **Rat-Like.** Can summon 1d100 rats at will.

Powers

- **Chameleon.** Can hide anywhere with a 5-in-6 chance.
- **Leech.** With a successful attack, can drain 1d8 hit points from target, increasing their own by the same amount.
- **Howl.** Can summon another demon (roll randomly).
- **Dust.** Can summon enough dust to blind an opponent, disappear from sight, or entirely fill a small chamber.
- **Web.** As per the 2nd level magic-user spell.
- **Locusts.** A swarm of 1d10x10,000 demon locusts appear. They eat all non-living, non-magical material including fabrics and metals.

Extra

- **Sticky.** Any PC who hits with a melee attack must make a STR check to remove their weapon.
- **Acid blood.** Every time the demon takes damage, all within 10' take 1d4 splash damage.
- **Scorpion tail.** Extra attack, victim must **save vs poison** or lose 2d20 hit points.
- **Claws.** +4 to melee damage.
- **Dripping blood.** All NPCs must make a morale check or flee.
- **Vulture beak.** Extra attack, does 1d8 damage.

NEW CLASSES: UNLOCKABLE CONTENT

Each of the classes presented in this section is available to players only once they have unlocked them through gaining achievements during the *Into the Space Worm* adventure. The referee should make note of which classes have been unlocked and, once they are available, encourage players to use them as replacement characters.

And don't worry—it is highly likely that *Into the Space Worm* will provide them with the opportunity to roll up new characters!

Track which classes have been unlocked below:

Class	Unlocked
Awakened Rykor	<input type="checkbox"/>
Blood Lake Druid	<input type="checkbox"/>
Blood Lands Cleric	<input type="checkbox"/>
Bone Mountain Witch	<input type="checkbox"/>
Chamelaon	<input type="checkbox"/>
Chaos Champion	<input type="checkbox"/>
Chaos Memer	<input type="checkbox"/>
Demon Hunter	<input type="checkbox"/>
Flesh Borg	<input type="checkbox"/>
Flesh Factory RifRaff	<input type="checkbox"/>
Kaldane Hunter	<input type="checkbox"/>
Stone Walker	<input type="checkbox"/>
Space Elf	<input type="checkbox"/>

AWAKENED RYKOR

Requirements: WIS 10 or lower

Hit Dice: 1d8

Maximum Level: 12

Armor: None, but may use shields.

Weapons: Any

Languages: Alignment, Common

Some rykor, affected by powerful Meat Magic, have evolved beyond the mindless chattel of their kind. These creatures, still headless like their kin, sprout eyes in their chests and a mouth in their stomach.

Beast of Burden

Awakened rykors may carry double the normal amount of weight before becoming over-encumbered. They may also travel or exert themselves twice as long before succumbing to exhaustion.

Combat

Due to the fact that their faces are on their torsos, awakened rykors may not wear armor of any kind. They will use any weapons, but prefer the ones that are the most ostentatious and threatening.

Hardy

Awakened rykors are extremely hardy. This manifests itself in the following ways:

- They may always **save vs paralysis** for half damage when falling.
- They gain a bonus of +2 to all saves against magic that causes physical harm (e.g. *fireball*, *lightning bolt*).
- If a physical attack ever deals enough damage to kill an awakened rykor, the player rolls a **save vs death**. If the save succeeds the awakened rykor returns to 1 hit point, but it permanently loses 1d3 points each from STR, DEX, and CON.

Kaldane Companion

If fighting alongside a kaldane, the awakened rykor gains a bonus of +1 to armor class, attack rolls, and saves. The bonus increases to +2 if the kaldane is level 6 or higher.

Unwise

At any time, including at character creation, an awakened rykor may exchange one point of WIS for one hit point or two points of WIS for one armor class rank. The exchange is permanent and may not be reversed. They may not drop their WIS below 3.



Level	XP	HD	AC0	D	W	P	B	S
1	0	1d8	19 [0]	8	9	10	13	12
2	2,000	2d8	19 [0]	8	9	10	13	12
3	4,000	3d8	19 [0]	8	9	10	13	12
4	8,000	4d8	17 [+2]	6	7	8	10	10
5	16,000	5d8	17 [+2]	6	7	8	10	10
6	33,000	6d8	17 [+2]	6	7	8	10	10
7	66,000	7d8	14 [+5]	4	5	6	7	8
8	132,000	8d8	14 [+5]	4	5	6	7	8
9	264,000	9d8	14 [+5]	4	5	6	7	8
10	462,000	9d8+2*	12 [+7]	2	3	4	4	6
11	660,000	9d8+4*	12 [+7]	2	3	4	4	6
12	858,000	9d8+6*	12 [+7]	2	3	4	4	6

BLOOD LAKE DRUID

Requirements: None

Hit Dice: 1d6

Maximum Level: 14

Armor: Leather; wooden shields

Weapons: Bladed weapons

Languages: In addition to their alignment language and the Common tongue, Blood Lake druids also speak the secret language of their kind.

Blood Magic

Blood Lake druids may create an animal made from their blood. They may create any creature given the following stipulations.

- They may do one hit point of damage to themselves for one HD of the creature.
- They may not create higher HD creatures than their own level; ie, a 3rd level Blood Lake druid could prick themselves to lose one, two, or three hit points and create a creature of respective hit points.
- The creature is created entirely of blood but has the stats of the summoned animal. It may fly or fight but does not have supernatural abilities such as petrifying gaze or dragon breath.

Charm Immunity

Blood Lake Druids of 7th level and above are immune to all charm spells and abilities.

Combat

The holy doctrine of the blood lake druids stipulates that they must not use metal armor or shields. Their choice of weapons is limited to piercing and slashing weapons; any that draw blood.

Crimson Resistance

Blood Lake druids gain a +2 bonus to saving throws when they are bleeding.

Identification

Blood Lake Druids can identify people and animals by their blood, if spilled, for up to three days.

Pass Without Trail

From 3rd level, a Blood Lake druid can pass through natural environments without leaving any blood, no matter how wounded they are.

Shape Change

At 7th level, a Blood Lake druid gains the power to change into a



blood elemental (once per day). The elemental may be of any shape and any size up to around twice the bulk of the druid's normal form. If a blood lake druid has lost hit points, they regain 1d4 hit points per level upon changing. All equipment carried by the Blood Lake druid is absorbed into the blood form and reappears when the blood lake druid changes back.

Reaching 12th Level and Above

High level Blood Lake druids return to their ancestral Blood Lake, increasing in power and living as blood much of their time. A Blood Lake druid of 12th level or above who has bathed in the Blood Lake doubles their maximum hit points.

Level	XP	HD	AC0	D	W	P	B	S
1	0	1d6	19 [0]	11	12	14	16	15
2	2,000	2d6	19 [0]	11	12	14	16	15
3	4,000	3d6	19 [0]	11	12	14	16	15
4	7,500	4d6	19 [0]	11	12	14	16	15
5	12,500	5d6	17 [+2]	9	10	12	14	12
6	20,000	6d6	17 [+2]	9	10	12	14	12
7	35,000	7d6	17 [+2]	9	10	12	14	12
8	60,000	8d6	17 [+2]	9	10	12	14	12
9	90,000	9d6	14 [+5]	6	7	9	11	9
10	125,000	9d6+1*	14 [+5]	6	7	9	11	9
11	200,000	9d6+2*	14 [+5]	6	7	9	11	9
12	300,000	9d6+3*	14 [+5]	6	7	9	11	9
13	750,000	9d6+4*	12 [+7]	3	5	7	8	7
14	1,500,000	9d6+5*	12 [+7]	3	5	7	8	7

BLOODLANDS CLERIC

Requirements: None

Hit Dice: 1d6

Maximum Level: 14

Armor: Any, including shields

Weapons: Club, mace, sling, staff, war hammer

Languages: Alignment, Common

Bloodlands Magic

See *The Chaos Gods Come to Meatlandia*, p. 28 for full details on Meat Magic.

- **Holy symbol:** A Bloodlands cleric must carry a holy symbol; something like a severed head, a necklace made of eyeballs, or a bone helm constantly dripping blood.
- **Deity disfavor:** Bloodlands clerics must be faithful to their greedy blood gods. Bloodlands Clerics who fall from favor with their deity may incur penalties.
- **Magical research:** A Bloodlands cleric of any level may spend time and money on magical research. This allows them to create new spells or other magical effects associated with their deity. When a cleric reaches 9th level, they are also able to create magic items.
- **Spell casting:** Once a Bloodlands cleric has proven their faith (from 2nd level), the character may pray to receive spells, which they gain from the Meat Magic spell list.
- **Using magic items:** As spell casters, Bloodlands clerics can use magic scrolls of

spells on their spell list. They can also use items that may only be used by divine spell casters (e.g. some magic staves).

Combat

Bloodlands clerics can use all types of armor. Strict holy doctrine prevents Bloodlands clerics' use of weapons that have a sharp, cutting edge or stabbing point.

Turning the Blooded

Bloodlands clerics can invoke the power of their blood gods to repel any creature with blood flowing in their veins.

- To turn the blooded, the player rolls 2d6. The referee then consults the **turning the undead** table in the *OSE Rules Tome*, comparing the roll against the Hit Dice of the blooded monsters targeted.
- If the turning attempt succeeds, the player must roll 2d6 again to determine the number of HD affected (turned or destroyed).
- Results are the same given for clerics in the *OSE Rules Tome*.

After Reaching 9th Level

A Bloodlands cleric may establish or build a stronghold. Once a stronghold is established, the Bloodlands cleric will attract followers (5d6 × 10 fighters of level 1–2). These troops are completely devoted to the Bloodlands cleric, never checking morale. The referee decides which proportions of followers are 1st and 2nd level and which are bowmen, infantry, etc.

Level	XP	HD	AC0	Meat Magic Spells										
				D	W	P	B	S	1	2	3	4	5	
1	0	1d6	19 [0]	11	12	14	16	15	–	–	–	–	–	
2	1,500	2d6	19 [0]	11	12	14	16	15	1	–	–	–	–	
3	3,000	3d6	19 [0]	11	12	14	16	15	2	–	–	–	–	
4	6,000	4d6	19 [0]	11	12	14	16	15	2	1	–	–	–	
5	12,000	5d6	17 [+2]	9	10	12	14	12	2	2	–	–	–	
6	25,000	6d6	17 [+2]	9	10	12	14	12	2	2	1	1	–	
7	50,000	7d6	17 [+2]	9	10	12	14	12	2	2	2	1	1	
8	100,000	8d6	17 [+2]	9	10	12	14	12	3	3	2	2	1	
9	200,000	9d6	14 [+5]	6	7	9	11	9	3	3	3	2	2	
10	300,000	9d6+1*	14 [+5]	6	7	9	11	9	4	4	3	3	2	
11	400,000	9d6+2*	14 [+5]	6	7	9	11	9	4	4	4	3	3	
12	500,000	9d6+3*	14 [+5]	6	7	9	11	9	5	5	4	4	3	
13	600,000	9d6+4*	12 [+7]	3	5	7	8	7	5	5	5	4	4	
14	700,000	9d6+5*	12 [+7]	3	5	7	8	7	6	5	5	5	4	

BONE MOUNTAIN WITCH

Requirements: INT 9, WIS 9, CHA 12

Hit Dice: 1d4

Maximum Level: 14

Armor: None

Weapons: Blowgun, dagger, dart, quarterstaff, sling, whip

Languages: Alignment, Common

The Bone Mountains hold the Scorn Lands' last enclave of worm witches, after their departure to Annalida centuries ago. They and their unicorn allies resist the land's slow decay. They are wary of others—especially those coming from the Scorn Lords' domains—but offer assistance to those who appear to be truly good. Secretly, each Bone Mountain witch worships a death name worm.

Charm

Once per day/per level, a Bone Mountain witch may use *Charm Person* as an innate skill.

Evil Eye

Beginning at level 3, a Bone Mountain witch may use *Curse* once per day per level.

Sleep

Every time a Bone Mountain witch is struck, the attacker must **save vs spells** or fall asleep as per the *Sleep* spell.

Steed

Each Bone Mountain Witch has a unicorn steed:

AC 2 [17], **HD** 4 (18hp), **Att** 2 × hoof (1d8) or 1 × horn (1d8),

THACO 16 [+3], **MV** 240' (80'), **SV** D8 W9 P10 B10 S12,

ML 7, **AL** Lawful, **XP** 125

- **Psionic Ability:** 20 PSPs, *Empathy, Hypnosis, Telepathy*
- **Empathy with Bone Mountain Witches:** All Bone Mountain witches can communicate with and ride unicorns.
- **Teleport:** Once per day, up to 360' (including rider).



Level	XP	HD	AC0	D	W	P	B	S
1	0	1d4	19 [0]	16	15	14	14	15
2	1,500	2d4	19 [0]	16	15	14	14	15
3	3,000	3d4	19 [0]	16	15	14	14	15
4	6,000	4d4	19 [0]	13	12	12	12	13
5	12,000	5d4	17 [+2]	9	13	12	12	13
6	25,000	6d4	17 [+2]	9	13	12	12	13
7	50,000	7d4	17 [+2]	9	13	12	13	13
8	100,000	8d4	17 [+2]	7	11	10	11	10
9	200,000	9d4	14 [+5]	7	11	10	11	10
10	300,000	9d4+1*	14 [+5]	7	11	10	11	10
11	400,000	9d4+2*	14 [+5]	5	8	8	8	7
12	500,000	9d4+3*	14 [+5]	5	8	8	8	7
13	600,000	9d4+4*	12 [+7]	5	8	8	8	7
14	700,000	9d4+5*	12 [+7]	3	5	6	6	5

CHAMELAON

Requirements: INT 9

Hit Dice: 1d6

Maximum Level: 10

Armor: None

Weapons: Dagger, club

Languages: Alignment, Common

Chamelaon are slender as beech trees and similarly mottled. Culturally, they are shy and will often watch from unseen vantage points until they feel assured they are safe to approach a group or a situation.

Blink

Once per round, a chamelaon can instantaneously vanish and reappear in another place. They can reappear up to 120' from the spot where they vanished.

Combat

Chamelaons do not use armor or shields. Their Dexterity bonus counts as double in terms of determining AC. They use daggers or clubs only when necessary, preferring not to fight.

Climb sheer surfaces

A roll is required for each 100' to be climbed. If the roll fails, the chamelaon falls at the halfway point, suffering falling damage. This ability begins at 89 percent and increases by 1 percent per level.

Hide

May hide in any environment at 5:6.

Infravision

Chamelaons have infravision up to 60'.



Move silently

A chamelaon may attempt to sneak past enemies unnoticed. This ability begins at 65 percent and increases by 5 percent per level.

Skin

Their hides make for valuable armor. A dead chamelaon is worth up to 1000gp.

Level	XP	HD	AC0	D	W	P	B	S	Climb %	MS %
1	0	1d6	19 [0]	10	11	12	13	14	89	65
2	1,750	2d6	19 [0]	10	11	12	13	14	90	70
3	3,500	3d6	19 [0]	10	11	12	13	14	91	75
4	7,000	4d6	19 [0]	10	11	12	13	14	92	80
5	14,000	5d6	17 [+2]	8	9	10	11	12	93	85
6	30,000	6d6	17 [+2]	8	9	10	11	12	94	90
7	60,000	7d6	17 [+2]	8	9	10	11	12	95	95
8	120,000	8d6	17 [+2]	8	9	10	11	12	96	99
9	240,000	9d6	15 [+4]	6	7	8	9	10	97	99
10	480,000	9d6+2*	15 [+4]	6	7	8	9	10	98	99

CHAOS CHAMPION

Requirements: No two stats the same
Hit Dice: 1d6, reroll all hit points each level.
Maximum Level: 14
Armor: None
Weapons: Any
Languages: Alignment, Common
Alignment: Chaotic

Chaos Champions have raided enough chaos storms that they've absorbed some of the magic. They roll twice on the following table at character creation and re-roll each time they level up. Each ability may be used once per day. The range of these abilities is 20' and duration is d10 rounds unless otherwise stated.

- All nearby inanimate objects begin to sing in an indistinct and vaguely harmonic way. Chaos-aligned characters get +2 and Lawful characters get -3 to attack for the rest of the day.
- For the next 1d4 hours, everyone is 1d6 years old. No one has any memories whatsoever of adult life or the current situation.
- All weapons turn into flowers with the same attack bonuses and damage rolls. The effect is permanent.
- It begins to rain tropical fruit. Roll 1d6: 1. Pineapples, 2. Lemons, 3. Rambutans, 4. Mangosteens 5. Jackfruit 6. Coconuts.
- All water in the area permanently turns into alcohol.
- Characters all become insanely hungry. If they have any rations/food/ etc, they will devour them immediately. If they do not have any food, they will do WHATEVER IT TAKES to get food.
- All weapons in the area become enchanted: they will each have a bonus of +1d4 and are able to talk. 20% chance that weapons will sing as well.
- Any headwear in use becomes permanently attached to characters' heads, but will also add+2 to AC. *Dispel Magic* will negate the effect.

- All magic has the opposite effect.
- Earn double XP for the next 24 hours.
- Life is beautiful. No one in the area will be able to harm another for 24 hours.
- Everyone can fly. (Anyone who could already fly now cannot.) Effect lasts for 1d4 hours.
- Everyone becomes invisible for 1d10 rounds. Anyone who was already invisible becomes visible.
- Anyone who dies within 20 feet of you for the next day will turn to solid gold. If you can move them, they will be highly valuable.
- Surrounded by d10 kobold minions; they are utterly servient.
- Your hands change into lobster claws for 1. 1 hour, 2. 1 day, 3. 1 month, 4. 1 year.
- An acid rain falls for the next 3d4 minutes. It melts away all inorganic material.
- Lightning strikes the tallest character. It does 2d10 damage but there is a 10 percent chance that the lightning will instead supercharge the character, doubling their stats and hp until the next full moon.
- All armor and shields change into their weight in spiders. The spiders are non-lethal and interested in finding a dark corner to scurry off into.
- One PC is filled with the wisdom of the worms. They gain random first level worm witch spell that they can cast at will.

Level	XP	HD†	AC0	D	W	P	B	S
1	0	1d6	19 [0]	13	14	13	16	15
2	2,000	2d6	19 [0]	13	14	13	16	15
3	4,000	3d6	19 [0]	13	14	13	16	15
4	8,000	4d6	19 [0]	13	14	13	16	15
5	16,000	5d6	17 [+2]	12	13	11	14	13
6	32,000	6d6	17 [+2]	12	13	11	14	13
7	64,000	7d6	17 [+2]	12	13	11	14	13
8	120,000	8d6	17 [+2]	12	13	11	14	13
9	240,000	9d6	14 [+5]	10	11	9	12	10
10	360,000	9d6+2*	14 [+5]	10	11	9	12	10
11	480,000	9d6+4*	14 [+5]	10	11	9	12	10
12	600,000	9d6+6*	14 [+5]	10	11	9	12	10
13	720,000	9d6+8*	12 [+7]	8	9	7	10	8
14	840,000	9d6+10*	12 [+7]	8	9	7	10	8

†Reroll all hit points each level

CHAOS MEMER

Requirements: CHA 12 or more, INT 15 or less

Hit Dice: 1d6

Maximum Level: 9

Armor: Leather, shields

Weapons Allowed: Special

Languages: In addition to their alignment language and the Common tongue, chaos memers also speak the secret Bardic Tongue.

Like all Meatlandian bards, the chaos memer bends the laws of reality. They can dig through the gestalt of their world to create meaning out of that which should not be.

Combat

Chaos memers specialize in unlikely weapons (a broken off cactus, bottles of acid, a board with a nail, etc), which will typically inflict 1d4 points of damage. When fighting with standard weapons, they attack at -1. They only wear leather armor but surprisingly love helmets and shields.

Bardic Super Ability: Zeitgeist

The chaos memer may play up to three different memes per game session. To play the meme, they either display the meme on a phone, tablet, or other device, or present a printed copy of the meme. The chaos memer can play each meme as many times as they like, with the following considerations:

- The first time a meme is played, the player may describe its effects and, within reason, they will take effect. For instance, the meme:



could result in the chaos memer eating a fireball cast against their party, causing no effect. The next meme could be used to resist supernatural cold, freeze somebody, or perhaps to cover or restrain someone's hands and face.



- Sentient beings get a **save vs spell** when directly affected by Zeitgeist. Items, weather, spells, etc. do not.
- The effects of any given meme will only apply once. If the chaos memer plays the same meme more than once, it will not have any gamable impact. However, the Chaos Memer may gain 250 x their level XP each time they play it after the first use.
- If anyone else at the table appropriately plays or references the meme after it is first played, the chaos memer gains 500 x their level XP each time.
- If anyone at the table ever achieves a callback to a Zeitgeist meme from at least three sessions prior, the XP reward is doubled.
- If any meme is ever played ten or more times total, the chaos memer achieves spiritual transcendence, becoming one with the cosmos, and the character is permanently retired.

Unlikely Hero

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

Reaching 9th Level

Once a chaos memer attains 9th level, they may establish a publishing house, at which time they will attract 3d6 level 1-2 chaos memers as apprentices.

Level	XP	HD	AC0	D	W	P	B	S
1	0	1d6	19 [0]	11	12	14	16	15
2	1,200	2d6	19 [0]	11	12	14	16	15
3	2,400	3d6	19 [0]	11	12	14	16	15
4	4,800	4d6	19 [0]	11	12	14	16	15
5	9,600	5d6	17 [+2]	9	10	12	14	12
6	20,000	6d6	17 [+2]	9	10	12	14	12
7	40,000	7d6	17 [+2]	9	10	12	14	12
8	80,000	8d6	17 [+2]	9	10	12	14	12
9	160,000	9d6	14 [+5]	6	7	9	11	9



DEMON HUNTER

Requirements: CON 9, WIS 9, STR 9

Hit Dice: 1d8

Maximum Level: 10

Armor: Any

Weapons: Any

Languages: Alignment, Common, Demonic, Devil

Demon hunters were once peaceful bakers or teachers, or soldiers in a war. Whatever the case, they witnessed an atrocity committed by demons and dedicated their lives to removing as many demons from the world as possible. They are single-minded and fear nothing save for the thought that there are no demons in hell left to slay.

Combat

Demon hunters can use all types of weapons and armor.

Demonic Resistance

Demon hunters get +2 to all saving throws caused by demons.

Kitted up

They begin play with:

- Plate Mail+1 and a shield
- Demon Slaying Spear (+1 to hit & damage)

Quick Reflexes

Demon hunters always win initiative against demons and get +2 to their AC against them.

Demon Sense

With their advanced training, demon hunters can sense when demons are around. The referee rolls a d10 with the following results:

1 The demon hunter is positive there are no demons around. The hunter is so sure that there are no demons around that even if one attacks them they won't believe it's a demon for 1d4 rounds. During this time the hunter may not use any of their abilities.

2-3 The demon hunter is reasonably certain that no demons are around.

4-6 The demon hunter will sense any demons within a 20' radius.

7-9 The demon hunter will sense any demons within a 50' radius.

10 The demon hunter will sense any demons within a 100' radius, and automatically wins initiative against the demon.

Level	XP	HD	AC0	D	W	P	B	S
1	0	1d8	19[0]	11	12	13	13	15
2	3,000	2d8	19[0]	11	12	13	13	15
3	6,000	3d8	19[0]	11	12	13	13	15
4	12,000	4d8	17[+2]	9	9	11	10	13
5	24,000	5d8	17[+2]	9	9	11	10	13
6	45,000	6d8	17[+2]	9	9	11	10	13
7	95,000	7d8	14[+5]	7	7	9	8	10
8	175,000	8d8	14[+5]	7	7	9	8	10
9	350,000	9d8	14[+5]	7	7	9	8	10
10	500,000	9d8+2*	12[+7]	4	5	5	4	6

FLESH BORG

Requirements: CON of 12 or higher

Hit Dice: 1d6

Maximum Level: 12

Armor: Any

Weapons: Any

Languages: Alignment, Common

Horrific creations of the most terrible kind of Meat Magic, flesh borgs have the ability to graft body parts of other creatures onto their bodies. The process is excruciating and takes an immense amount of psychic and spiritual energy, but the results are truly terrifying.

Combat

Flesh borgs can wear any armor and use any weapon, though many prefer to use naturally occurring weapons and armor.

Grafting

The process of grafting body parts cost Graft Points:

- Each flesh borg begins play with 2 Graft Points and gains 2 more each time they gain a level.
- At any time, a flesh borg may also permanently “burn” one hit die worth of hit points to gain another Graft Point.
- Provided access to a meat market, flesh factory, or suitable remains (battlefield, cemetery, etc.) the flesh borg can cash in their saved Graft Points for new upgrades.
- A flesh borg can “trade in” existing upgrades for Graft Points at one half their original cost.



Armor	AC	Cost
Gnoll Skin	7 [12]	1
Lizard Person Skin	5 [14]	2
Kappa Skin	3 [16]	4
Treant Skin	1 [18]	6
Xorn Skin	-1 [21]	10

Body Parts	Good	Bad	Cost
Neanderthal Arms	+1 STR	-	1
Minotaur Arms	+2 STR	-	3
Ogre Arms	+3 STR	-	6
Dryad Legs	+1 DEX	-	1
Satyr Legs	+2 DEX	-	3
Merperson Tail	Swim at 120' (40')	Can't walk	2
Frog Person Legs	Hopping attack: Jump up to 30', gain +1 to attack.	-	1
Centaur Legs	Move at 180' (60')	Large size	3
Gnoll Mouth	Bite (2d4)	-	1
Harpy Claws	2 attacks (1d4)	-	1
Troll Talons	Claw (1d6)	-	1
Owlbear Beak	Bite (1d8)	-	1
Minotaur horns	Gore (1d6)	-	1

Sensory Organs	Good	Bad	Cost
Basilisk Eyes	Save vs petrification or turn to stone.	2-in-6 chance to save or turn to stone if reflection is seen.	10
Gnome Eyes	Infravision 90'	-	2
Goblin Eyes	Infravision 90'	-2 to rolls in sunlight	1
Nixie Eyes	+2 CHA	-	1
Elf Eyes	Infravision 60' & detect secret doors on 2-in-6	-	2
Hellhound Eyes	Detect invisible: 75% chance per round. 60' range.	Smell like brimstone	4
Werewolf Ears	Hear up to 1 mile	-	1
Elf Ears	Hear noise on 2-in-6	-	1
Dwarf Ears	Sense depth underground	-	1
Gnoll Nose	Enhanced sense of smell	-	1

Weird Stuff	Good	Bad	Cost
Carcass Crawler Mouth Tentacles	Save vs paralysis or paralyzed for 2d4 turns	Gross	6
Manticore Tail	Tail spikes: 180' range. 24 in total; 2 regrow each day. Attack up to 6 × tail spike (1d6)	-	4
Rust Monster Antenna	Metal crumbles instantly to rust.	-	4
Mushroom Person Mushroom Cap	Telepathy for 60'	Fungal smell	2
Troglodyte Scent Gland	Save vs poison or suffer -2 to hit, while in melee.	Stinky	1
Medusa Snake Hair	The snakes' bites are venomous: save vs poison or die in 1 turn.	-	10
Troll Heart	Regenerate 3 hit points per round	Not from fire or acid	8
Warp Beast Tentacles	Attack twice per round (2d4)	-	2

Level	XP	HD	AC0	D	W	P	B	S	Graft Points
1	0	1d6	19 [0]	13	14	13	16	15	2
2	1,400	2d6	19 [0]	13	14	13	16	15	4
3	2,800	3d6	19 [0]	13	14	13	16	15	6
4	5,600	4d6	19 [0]	13	14	13	16	15	8
5	11,200	5d6	17 [+2]	12	13	11	14	13	10
6	23,300	6d6	17 [+2]	12	13	11	14	13	12
7	47,000	7d6	17 [+2]	12	13	11	14	13	14
8	94,000	8d6	17 [+2]	12	13	11	14	13	16
9	188,000	9d6	14 [+5]	10	11	9	12	10	18
10	282,000	9d6 +2*	14 [+5]	10	11	9	12	10	20
11	376,000	9d6 +4*	14 [+5]	10	11	9	12	10	22
12	470,000	9d6 +6*	14 [+5]	10	11	9	12	10	24

FLESH FACTORY

RIFFRAFF

Requirements: None

Hit Dice: 1d10

Maximum Level: 8

Armor: Any

Weapons: Any

Languages: Alignment, Common

The flesh factories are used to churn out powerful flesh golems and meat vehicles, but there are always extras. Some lumps of meat gain sentience and escape the charnel yards. They are roughly humanoid but no two riffraff are alike.

Adaptive

Riffraff can turn a rolled 1 into the highest number on the dice once per session.

Hearty

All muscle, riffraff always ignore the first point of weapon damage.

Unique

Roll 1d10 twice at character creation:

- 1. Athletic** - add one to STR, DEX, or CON.
- 2. Brainiac** - add one to INT, WIS, or CHA.
- 3. Meaty** - Improve AC by 1.
- 4. Juicy** - heal an extra 1d4 hp per day.
- 5. Stabby** + 1 to attack and damage with melee weapons.
- 6. Extra human head.**
- 7. Extra kaldane head.**
- 8. Extra human limb.** Extra attack or speed.
- 9. Extra rykor limb.** Extra attack or speed.
- 10. Meat wings.** 150' (50') flying

Versatile

At character creation, choose one of the following options.

- After rolling ability score, reroll their lowest score using d8's instead of d6's
- After rolling ability scores, take the lowest negative modifier and make it positive.



Level	XP	HD	AC0	D	W	P	B	S
1	0	1d10	19[0]	8	9	10	13	12
2	2,000	2d10	19[0]	8	9	10	13	12
3	4,000	3d10	19[0]	8	9	10	13	12
4	8,000	4d10	17[+2]	6	7	8	10	10
5	16,000	5d10	17[+2]	6	7	8	10	10
6	32,000	6d10	17[+2]	6	7	8	10	10
7	64,000	7d10	14[+5]	4	5	6	7	8
8	120,000	8d10	14[+5]	4	5	6	7	8

KALDANE HUNTER

Requirements: STR 12, CHA 10

Hit Dice: 1d10

Maximum Level: 13

Armor: Leather only

Weapons: Any

Languages: Alignment, Common, Kaldane

These mavericks are capable, dedicated, and implacable foes. They hunt down kaldane, raising large posses to attack to warrens.

Posse

When they know where a warren is, a hunter can raise their level x d10 warriors to help them. The NPCs are level 1 fighters and will disperse after all the kaldane are slain or half of their number is lost.

Psionics

All hunters have psionic abilities. The following apply:

- They have their Charisma modifier x 3 in PSP.
- They possess the psionics *Mind Block* and *Tower of Iron Will*.

Level	XP	HD	AC0	D	W	P	B	S
1	0	1d6	19[0]	11	12	12	15	16
2	1,800	2d6	19[0]	11	12	12	15	16
3	3,600	3d6	19[0]	11	12	12	15	16
4	7,250	4d6	19[0]	11	12	12	15	16
5	15,000	5d6	17[+2]	9	10	10	13	14
6	30,000	6d6	17[+2]	9	10	10	13	14
7	60,000	7d6	17[+2]	9	10	10	13	14
8	120,000	8d6	17[+2]	9	10	10	13	14
9	240,000	9d6	14[+5]	7	8	8	11	12
10	360,000	9d6+2*	14[+5]	7	8	8	11	12
11	480,000	9d6+4*	14[+5]	7	8	8	11	12
12	600,000	9d6+6*	14[+5]	7	8	8	11	12
13	720,000	9d6+8*	12[+7]	5	6	6	9	10

Kaldane Killer

Hunters gain +1 to hit and damage vs kaldane for each kaldane they have killed in battle. These bonuses are permanent and powerful; veteran hunters kill a kaldane with every attack.

Rykor Wrangler

Hunters are highly skilled at handling unmounted rykor. Any rykor not currently controlled by a kaldane will heed a kaldane hunter's commands, even fighting for the hunter at -4 to hit and -2 to morale.



STONE WALKER

Requirements: CON 12

Hit Dice: 1d6

Maximum Level: 8

Armor: Any

Weapons: Any

Languages: Alignment, Common

In the highest peaks of the Bone Mountains, where frigid temperatures and thin air make life almost unsustainable, the stone walkers have built mighty kingdoms. They have no need of air, feel no effects of the cold, and subsist on nothing but raw stone. Stone walkers appear to be calcified corpses, their thin stone skin stretched taut over a petrified skeleton.

Combat

Stone walkers can wear any armor, though they have an Armor Class of 7 [12] when unarmored, and fight with any weapons. All cutting and slashing weapons inflict one die lower damage against them (d10 > d8 > d6 > d4 > d2).

Fleshless

As creatures of bone and stone, the following apply:

- Stone walkers are completely unaffected by Meat Magic, save for the spell *Stone to Flesh*, which they fear above all else.
- Stone walkers are immune to the effects of heat and cold.
- Stone walkers do not breathe air.
- Stone walkers will sink in water as if wearing heavy armor and cannot swim.
- Stone walkers do not eat or drink, but must consume at least two pounds of stone per day. If they do not, they are cumulatively -1 on all dice rolls per day missed.

Infravision

Stone walkers have infravision to 60 feet.

Stone Skin Blends In

If completely motionless, a stone walker can blend into outdoor surroundings on a 3-in-6.

If they are standing against a stone surface (cliff, wall, etc.) the chance is 5-in-6.

If they are moving, the chance decreases by 2.



Level	XP	HD	AC0	D	W	P	B	S
1	0	1d6	19 [0]	8	9	10	13	12
2	2,200	2d6	19 [0]	8	9	10	13	12
3	4,400	3d6	19 [0]	8	9	10	13	12
4	8,800	4d6	17 [+2]	6	7	8	10	10
5	17,600	5d6	17 [+2]	6	7	8	10	10
6	35,200	6d6	17 [+2]	6	7	8	10	10
7	70,400	7d6	14 [+5]	4	5	6	7	8
8	132,000	8d6	14 [+5]	4	5	6	7	8

SPACE ELF

Requirements: WIS 12, DEX 9

Hit Dice: 1d6

Maximum Level: 10

Armor: Leather

Weapons: Any

Languages: Alignment, Common, Space Elf, Space Dwarf

These extra-planar creatures were shapechanging spacefarers but they crashed on a remote planet and spent thousands of years there before rediscovering spacecraft. They are once again space elves but they now travel with large beasts and dinosaurs that they ride in battle.

Beast Companion

Use dinosaur stats of your choice or have fun with this triceratops.

AC 2 [17], **HD** 11 (49hp), **Att** 1 × gore (3d6) or 1 × trample (3d6), **THACO** 11 [+8], **MV** 90' (30'), **SV** D10W11 P12 B13 S14, **ML** 8 **AL** Neutral

Combat

Space Elves can use any weapon though they will always choose their crystal swords if possible. The best armor they can wear is leather but it is made from their dinosaurs and is +1.

Crystal sword

These blades sing when drawn. They do 1d10 damage but blade shatters when they roll a 1 for damage. When broken, the blade grows back within 1d4 days.



Infravision

Space Elves have infravision to 60'.

Psionics

Space elves begin with their WIS modifier +2 PSP and gain 2 PSP per level. They have access to all psionics from the *Scourge of the Scorn Lords*.

Level	XP	HD	AC0	D	W	P	B	S	PSP + WIS
1	0	1d6	19[0]	7	8	9	12	13	2
2	3,000	2d6	19[0]	7	8	9	12	13	4
3	6,000	3d6	19[0]	7	8	9	12	13	6
4	15,000	4d6	17[+2]	5	7	8	10	11	8
5	30,000	5d6	17[+2]	5	7	8	10	11	10
6	50,000	6d6	17[+2]	5	7	8	10	11	12
7	100,000	7d6	15[+4]	3	5	4	7	9	14
8	200,000	8d6	15[+4]	3	5	4	7	9	16
9	400,000	9d6	15[+4]	3	5	4	7	9	18
10	700,000	9d6+2*	13[+6]	2	3	3	6	7	20

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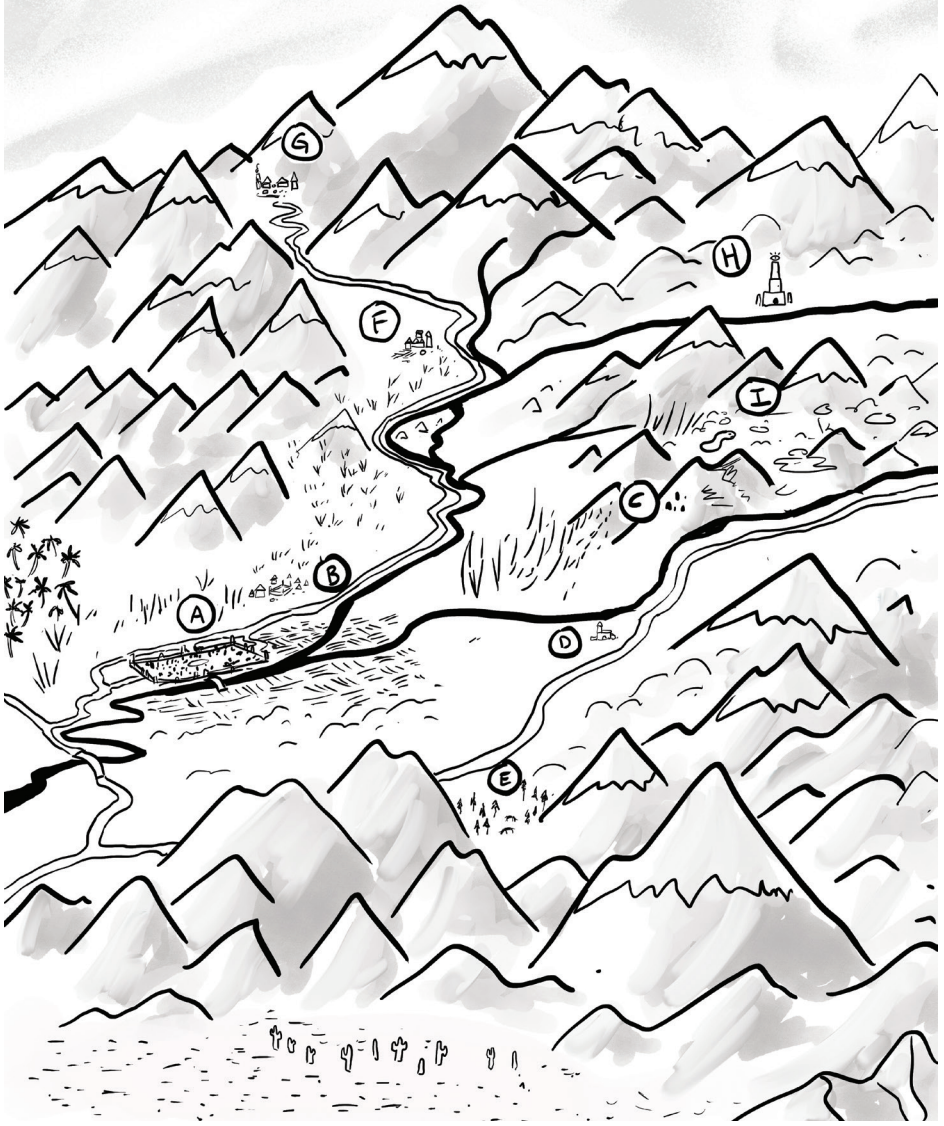
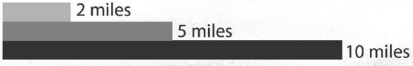
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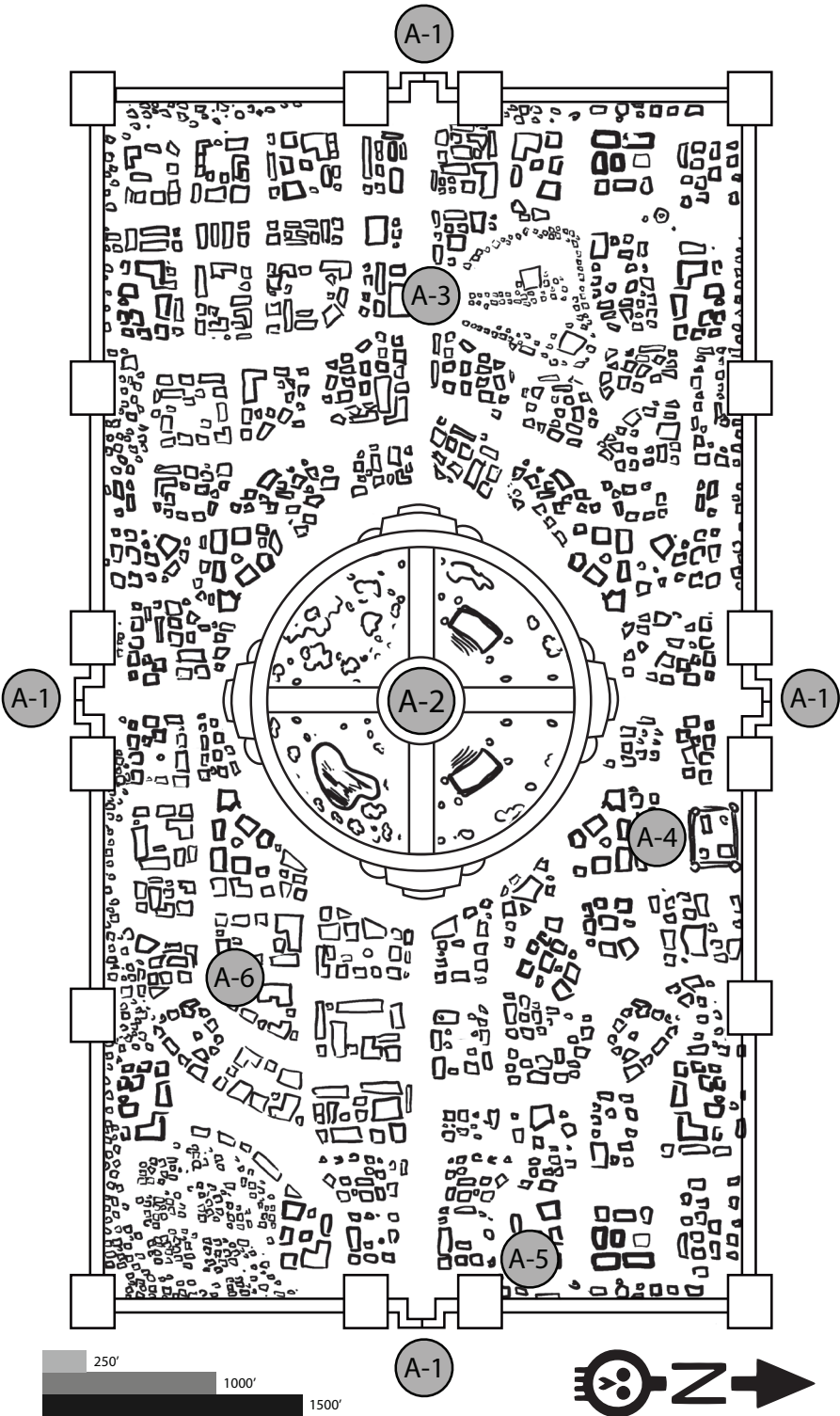
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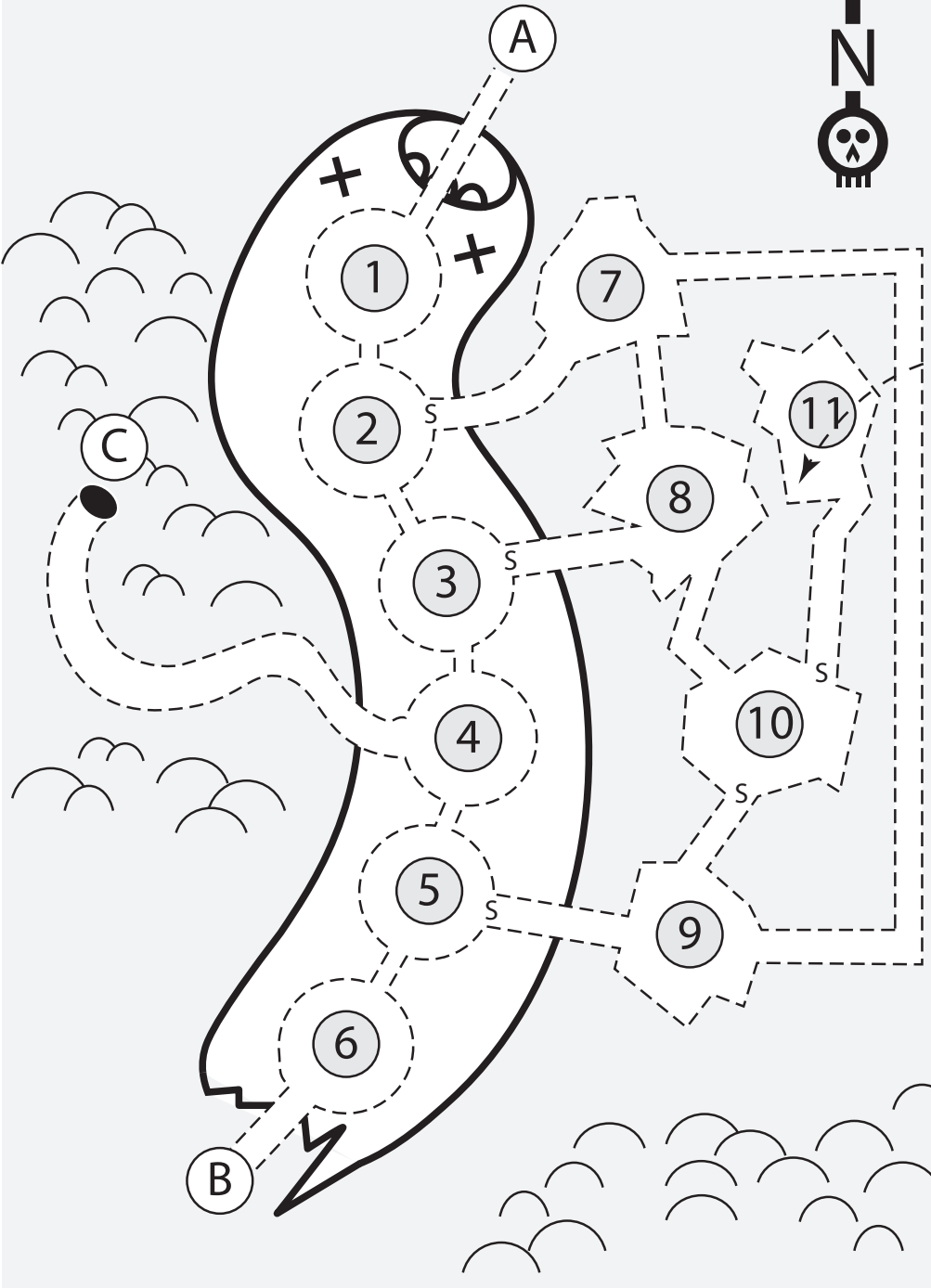
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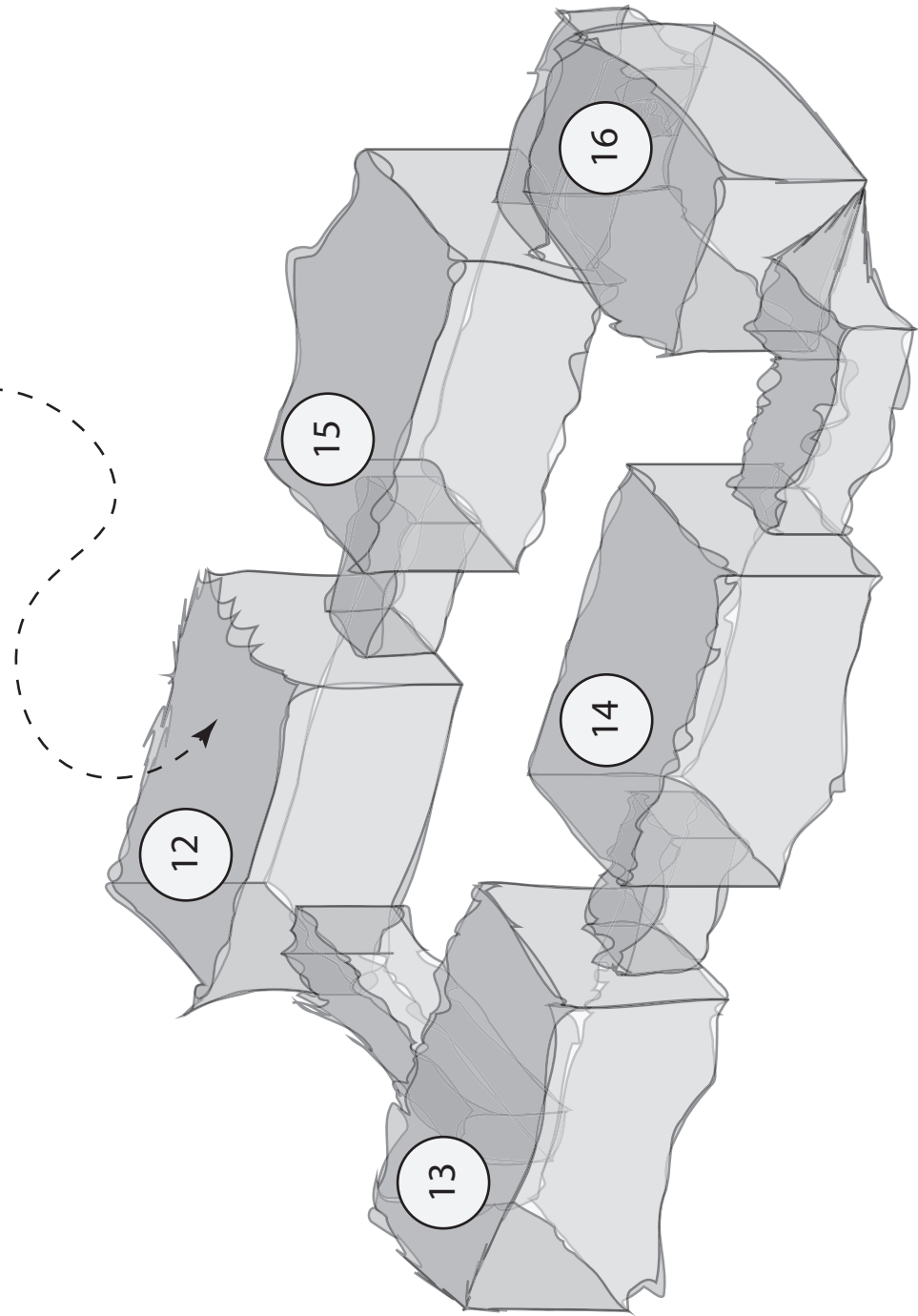
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