



ESSENTIAL ENEMIES 2

THE OUTER DARKNESS

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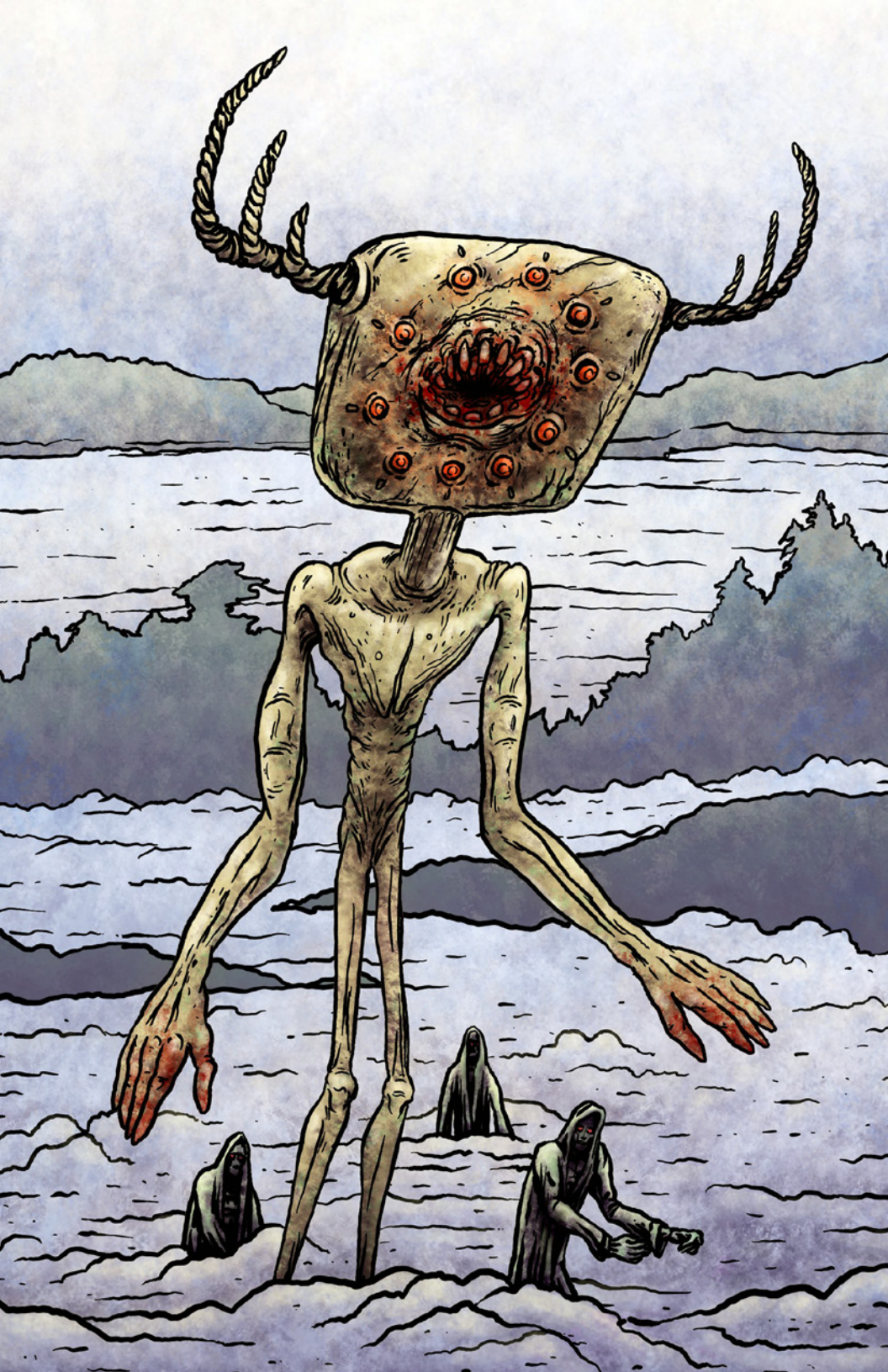
Requires **Old-School Essentials**

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AMMAZRIEL

3

We can thank the gods that this infernal giant is still locked away in the Abyss. For once its ten eyes are assembled and Ammazriel, Keeper of the Maze, is made manifest upon this plane, it builds the Maze. A mystical prison built from whatever materials are at hand—wood, stone, flesh, or metal—whose only function is to devour souls.

And there are those who would help build the Maze and imprison people inside it, so it grows strong and spreads of its own accord. Do these cultists of the Black Lodge think they will be spared? Or do they go willingly to their own doom? Only once the Maze has swallowed the entire world and everything in it will Ammazriel finally rest.

Minions of Ammazriel

Black Lodge cultists are typically magic users of Level 1d6. Once they have summoned Ammazriel, they become imbued with superhuman strength.

AC 7 [12], **HD** 3 (13hp), **Att** 1 × strangle (1d8), **THACO** 17 [+2], **MV** 120' (40'), **SV** D11 W12 P11 B14 S12 (M6), **ML** 12, **AL** Chaotic, **XP** 35, **NA** 1d6 (2d6), **TT** E.

- ▶ **Rise from the dead:** If killed (0hp), becomes undead with hp restored. Can now be turned as a wraith.
- ▶ **Spells:** Each cultist may cast Magic Missile once per day, plus 2 other spell. Roll 1d6 for each cultist:

1d6	Spells
1	<i>Detect Invisible & Dispel Magic</i>
2	<i>Detect Magic & Invisibility</i>
3	<i>Knock & Phantasmal Force</i>
4	<i>Lightning Bolt & Shield</i>
5	<i>Magic Missile</i> 3 x day.
6	<i>Sleep & Ventriloquism</i>

Ammazriel

This pale, 30' tall giant's voice is so deep it makes the earth shake beneath your feet. Abnormally long arms shovel hapless victims into its mouth.

AC 3 [16], **HD** 13** (58hp), **Att** 2 × grab (1d8) or 1 × swallow, **THACO** 10 [+9], **MV** 180' (60'), **SV** D8 W9 P10 B10 S12 (7), **ML** 10, **AL** Chaotic, **XP** 2,250, **NA** 0 (1), **TT** None (H inside the Maze).

- ▶ **Grab:** Victims of a grab attack that are human-sized (or smaller) must **save vs. paralysis** or be held immobile. A grab attack roll of 20, or 4 more than the target number required, indicates that a human-sized (or smaller) target has been swallowed.
- ▶ **Eat:** May swallow an immobile victim instead of attacking. Swallowed victims suffer 1d6 damage and are sent to the Maze. Creatures larger than a human cannot be swallowed and are bitten for 3d6 damage. They must be dragged into the Maze.
- ▶ **Giant strength:** As strong as a cloud giant. Can destroy barriers and drag several tonnes of weight around.
- ▶ **Smoke:** 2 × day, can summon fog and gloom to cover the ground in a 1 mile radius around it. Lasts for 1d6 hours.
- ▶ **Ten eyes:** Vision is not affected by darkness, dust, fog, or invisibility.
- ▶ **Resistances:** Only harmed by magical attacks. Also immune to all cold and frost-based attacks.
- ▶ **Tactics:** Ammazriel does not care about killing its foes. It wants to capture them and put them in the Maze, where they will inevitably die on their own, feeding their lives to it.
- ▶ **Minions:** Normally accompanied by 1d6 of its minions, wherever it goes.

Idras Farhun was far from home, high up in the snowy mountains, the day he caught a glimpse of the gemstone. His only companion, a local peasant guide by the name of Larkin, had the gem tied to a leather cord. He consulted it from time to time, but failed to keep it hidden. When Idras returned to the hunting lodge two days later, Larkin was not with him. He had fallen to his death, Idras told his companions, nearly in tears. He owed his life to the courage and selflessness of this steadfast guide. He refused to let the other gentlemen of the lodge talk him out of a generous donation to Larkin's village, saying he wished to start a small endowment that would help train more locals in mountaineering.

Behind closed doors, however, Idras disclosed a different attitude. Alone at last with his two closest friends, Haristof Shtaal and Ghiom Fallenhurst—both minor nobles with lands not far away—he revealed the mysterious gemstone he had murdered Larkin for. Unlike the other gentlemen enjoying this mountain lodge with them, these three belonged to their own, far more secretive association—a secret cabal known only as the Black Lodge. They were evil men. They would commit any crime, destroy any person, to increase their power. And this magic gemstone would help them.

The Eyes of Ammazriel

There are ten of these gemstones. According to ancient tomes, they are called the Eyes of Ammazriel. When you possess one of them, it whispers to you of the others. In your dreams and quiet moments come fleeting visions. Sometimes you can even pinpoint the other gems through a weird homing sense. This helped Larkin navigate the mountains, because he could feel another gem as a fixed point. But he was murdered before he could discover more.

The Other Nine

The remaining gemstones are scattered widely across the world, but the Black Lodge is prepared to devote a great deal of wealth and other resources to bring them together. The following list describes where they are located. Use it as inspiration if your players want to thwart (or assist) the Black Lodge's plans.

- ◆ **Mandrake the Mastermind of All Mysteries** obtained one of the eyes by way of a complicated confidence scam that ultimately revealed his criminal connections to the Church of Law. Well-connected members of the Black Lodge have heard rumours of his sorcerous abilities and his connection to the criminal syndicate known as the Viper's Fangs. The Law is no friend to either group however, so the Black Lodge would prefer to hire criminals to steal what it wants rather than rely on corrupt officials, even though such plans have gone poorly in the past.
- ◆ **The Ittersen farm** has been run by three brothers for many years. Their father Petron still works the fields, but none of the neighbours think of him as the head of the family anymore. That wasn't always the case, of course. He bought the farm back when it was unused meadowland, after a few successful years as a mercenary. But after the siege of Orenthe, during which he indulging in rape and pillage, he left that life behind. Driven by guilt, he sought out a refuge on the frontier, far away from people. But he could not refuse his hospitality to others like him, refugees from the savagery of civilization, and that is how he came to have a trio of adopted sons. Nor could he part with the spoils of war, including the strange gemstone he acquired during the siege, and retains it still.

- ◆ The centrepiece jewel in the **royal crown of the queen of Zhu-Fabaal** is, in fact, one of Ammazriel's eyes. Its connection to the other eyes is faint, however, because the crown is warded with arcane sigils to protect the queen from mental influence. The queen does not receive any visions of the other gemstones, although she could if she wanted to. These wards may dampen the power of the eye, but they cannot turn it off completely. Needless to say, both parts of this dual kingdom would be alarmed to find the stone missing, even after discovering (and publicly denying) its magical properties.
 - ◆ **The Esonian Museum of Natural History** was founded by the Countess of Eso as part of a push toward nation-building. They collect all manner of artifacts pertinent to the county's history, as well as anything else they think might be useful or interesting. The eye in their collection is part of that second group, and the arcanists in the countess' service have recently become aware of it. They are divided, however. Should it be put on display? Should they follow where its whispers lead? Some say no, but others say yes.
 - ◆ The Vestrian archduke **Cordwain of Chome** keeps an eye in his private collection of curios. In spite of his ostentatious title, he is not prominent in politics or the social life of the kingdom. He is still quite rich thanks to the pillaging treasure-seekers among his ancestors, however, and so he spends most of his days ensconced within a sprawling country estate populated by armies of servants and dissolute younger relatives. He has no idea what the eye is able to do, but would never part with it unless in doing so he could snub a rival.
 - ◆ A band of adventurers took one of the eyes with them into the desolate province of **Shahrazar**, and then were killed inside a buried temple from the ancient world. It is still out there, but so are the monsters haunting both the desert and the temple.
 - ◆ Elgar of Anthalus took one of the eyes to an **island in the South Seas** and died there, inauspiciously. For years, his brother Salvino has been searching for the body—mounting expeditions, hiring explorers, offering rewards to the natives. But all to no avail so far.
 - ◆ High up in the **Mountains of the Moon**, one of the eyes still sits inside a forgotten shrine. Carved from the frozen rock of the peak itself ten thousand years ago, it has not been used for centuries. Its last cultists were slain by freebooters who used the shrine to stash their ill-gotten gains. But they were never able to retrieve the eye, or to gain anything by their short-lived possession of it.
 - ◆ **Lothar Nebramios** has one of the eyes tucked away inside his mansion, which is full of his undead minions. He does not use it and has no particular interest in discovering more about it. He might be willing to sell it to the Black Lodge (or some other buyer), unless they prefer to send professional thieves to obtain it.
- Once all ten gemstones are gathered in the same location**, they form a circle of their own accord. They become true eyes and a gruesome mouth appears between them, its tangled teeth gnawing away at its own flesh. The giant emerges from whatever surface the gems lay upon, and thus Ammazriel becomes incarnate upon the world. It is not beholden to its summoners. The Black Lodge will aid it, or they will die.

The BLACK LODGE

This shadowy organization has the most unimaginative of motives—temporal power—but its methods are somewhat curious. The founders were wealthy magnates with more than a passing interest in the dark arts, and those who have followed them into the group are often of a similar stock. But some are not what they appear. For these dark magicians have become adept at assassinating their political rivals, then creating arcane simulacrums to replace them. These counterfeit individuals are, of course, loyal servants of the Black Lodge, and thus its leaders may direct the politics of their region as if they were true secret masters.

The members of the Black Lodge communicate their allegiance by symbols that resemble black squares or rectangles, accompanied by something coloured either violet or purple. Such symbology can be used to give a warning, to mark a location of interest, or to locate other members in times of crisis. Not all members of the Black Lodge are familiar with one another, and some only meet upon the astral plane, where they don raiment both arcane and allegorical.

The Haunted Chair

The Black Lodge took possession of this magical item when an Imperial paladin confronted the demon that commissioned it—a fight they wisely stayed out of. Now they keep it safe from the prying eyes of any such witch hunter, making good use of it all the while.

The one improvement they have made to the chair is to bind the purple clouds to it. This is an expensive process, but ensures that even powerful interlopers have their work cut out for them if they attempt to destroy the chair. Otherwise, it fulfils its original task. The Black Lodge uses it to sacrifice the people they abduct, in order to harness demonic powers.

Black Lodge Infernalists

There are multiple different factions within the lodge, but those infused with infernal power are the most dangerous to face in open conflict.

AC 5 [14], **HD** 5 (22hp), **Att** 1 × weapon (1d8 or by weapon), **THACO** 15 [+4], **MV** 120' (40'), **SV** D10 W11 P12 B13 S14 (5), **ML** 10, **AL** Chaotic, **XP** 175, **NA** 1d4 (2d4), **TT** U (D).

- ▶ **Demonic Rage:** Once wounded, gets +2 bonus to hit, and attacks cause +1d4 acid or fire damage.
- ▶ **Resistances:** Immune to mental effects (including *charm*, *hold*, and *sleep*) and magical emotions.
- ▶ **Regeneration:** Regain 1hp per round, unless killed (0hp).
- ▶ **Spells:** Each infernalist know 2 spells from each of the first three levels, determined randomly using the tables below:

1d6 Level 1 Spells

1-3	<i>Charm Person & Detect Magic.</i>
4-5	<i>Light (Darkness) & Sleep.</i>
6	<i>Magic Missile & Shield.</i>

1d6 Level 2 Spells

1	<i>Detect Invisible & Mirror Image.</i>
2-3	<i>Invisibility & Levitate.</i>
4-6	<i>Phantasmal Force & Web.</i>

1d6 Level 3 Spells

1-2	<i>Dispel Magic & Hold Person.</i>
3-4	<i>Fireball & Protection from Normal Missiles.</i>
5-6	<i>Fly & Lightning Bolt.</i>

The Infernalists

Most members of the Black Lodge are magic-users of levels 1 to 6. Some are chaotic clerics of similar levels. But a few have actually absorbed pure infernal power into their bodies in an attempt to make themselves invincible.

However, this is not universally accepted amongst the magicians of the Black Lodge. While they greedily pursue the opportunistic worship of dark powers, members on the whole are not eager at all to sell their souls. They wish to be masters, not slaves. They refuse to work with black milk addicts from the Virhemoth cult, and would be horrified to discover what Ammazriel will do to them should Idras Farhun succeed in collecting its eyes.

Some infernalists make excuses for their new found power. Others do not, and some have been expelled from the lodge and hunted down. But if there is one thing that wizards who deal in demonic magic know how to do, it's keep a secret. And that is what so many do.

The Cabal of Returners

Though not a large secret society, it is certainly an old one. Founded centuries ago by the archmage Aloysius Kelley as a way to achieve eternal life, it has not quite achieved its goal. Those who join this Cabal learn the secret of Returning—escaping death by being reborn inside the body of someone else. Kelley was able to Return several times, but he could not escape his enemies every time they came for him.

Now the Cabal is run by his inner circle, a handful of disparate people who have all become members of the Black Lodge. The Ritual of Return is still their main connection, and some do not even associate with each other unless to offer protection while Returning, as it is not a quick process. Some Returners use it often, to preserve their youth, while

others use it to assume a new identity. Once performed, the ritual magic infects another person, who might be chosen during the ritual or targeted after the caster's death. In either case, a tumour grows inside them, under their skin, until it forms a new body for the Returner. And when it is ready, it bursts forth out of the victim. Even if they cut the tumour out before it is ready, the body continues to grow, causing incredible pain to the Returner, but not preventing their resurrection.

The Returner has three choices for their new body. It can resemble their old body, at any age they choose, with or without their scars and injuries. It can resemble a random person, even of a different sex. Or it can mimic the unfortunate victim who birthed it. Some Returners kill themselves immediately after the ritual, instead of waiting, so they might enjoy this new body as soon as possible. Others use the ritual primarily to safeguard against accidental death or murder, preferring to die when old age takes them.

Or at least, that is how it has worked since the Cabal was founded. But now, a new recruit, Exok Chermal, has found an even more sinister use for the ritual. After a trip to the Umber Isles, he realized this ritual could be used as a weapon, forcing feral ghosts into the bodies of his enemies, bursting forth to wreak havoc. Exok thinks the others are just jealous of his cool new powers, but reactions from his fellow Returners run the gamut. Some are concerned that his antics will bring the law down upon all of them, and they will all soon be fleeing from Imperial witch-hunters. Others seem truly aghast at his violation of their Cabal's principles, acting as if it had any to begin with. It did not, however, which is why they initiated someone like Exok in the first place. Now they must deal with him.



GREMLIN GHOULS

9

The monkeymen of the UMBER ISLES are often seen as a joyous and carefree people by outsiders. But these diminutive islanders hide a dark secret. Ancient ruins beneath their homes and gardens are full of malevolent ghosts. Those who stray too close to these ruins can become the victim of a gremlin ghoul: a ghost that invades the physical body of a living person in order to create one of their own. Foolish explorers can at least save vs. death to avoid being possessed.

If that should fail, the unfortunate victim feels nothing at first. But soon, they will notice a strange growth somewhere on their body. The tumour might concentrate itself in one place—in their stomach or on their back, for example or it might be strangely diffused across a large area. It takes 1d4 days for the gremlin ghoul to grow before it bursts out in physical form, hungering for more human flesh.

Attempting to remove the tumour surgically causes at least 1d4 damage (or more if methods and tools are less than perfect). But if the victim allows the new body to burst out on its own, roll 1d6 and add their Constitution modifier (elves and other fey creatures can roll 1d8 instead):

Roll	Damage to Victim
0-2	Death from blood loss and severe shock; cannot be saved, no matter how competent the healer is.
3-4	2d6 damage and bleeds to death without medical attention. Without magic, the injuries will remain as massive and obvious scarring.
5+	Somehow the violence is relatively minor: 1d6 damage and minimal blood loss, in spite of the terrible pain.

Gremlin Ghouls

Cannibal ghosts that want to sate their appetites as much as possible before they finally move on.

AC 8 [11], **HD** 3* (13hp), **Att** 2 × claw (1d4), 1 × bite (1d6), **THACO** 17 [+2], **MV** 120' (40'), **SV** D12 W13 P14 B15 S16 (3), **ML** 10, **AL** Chaotic, **XP** 50, **NA** 1 (1d6), **TT** None.

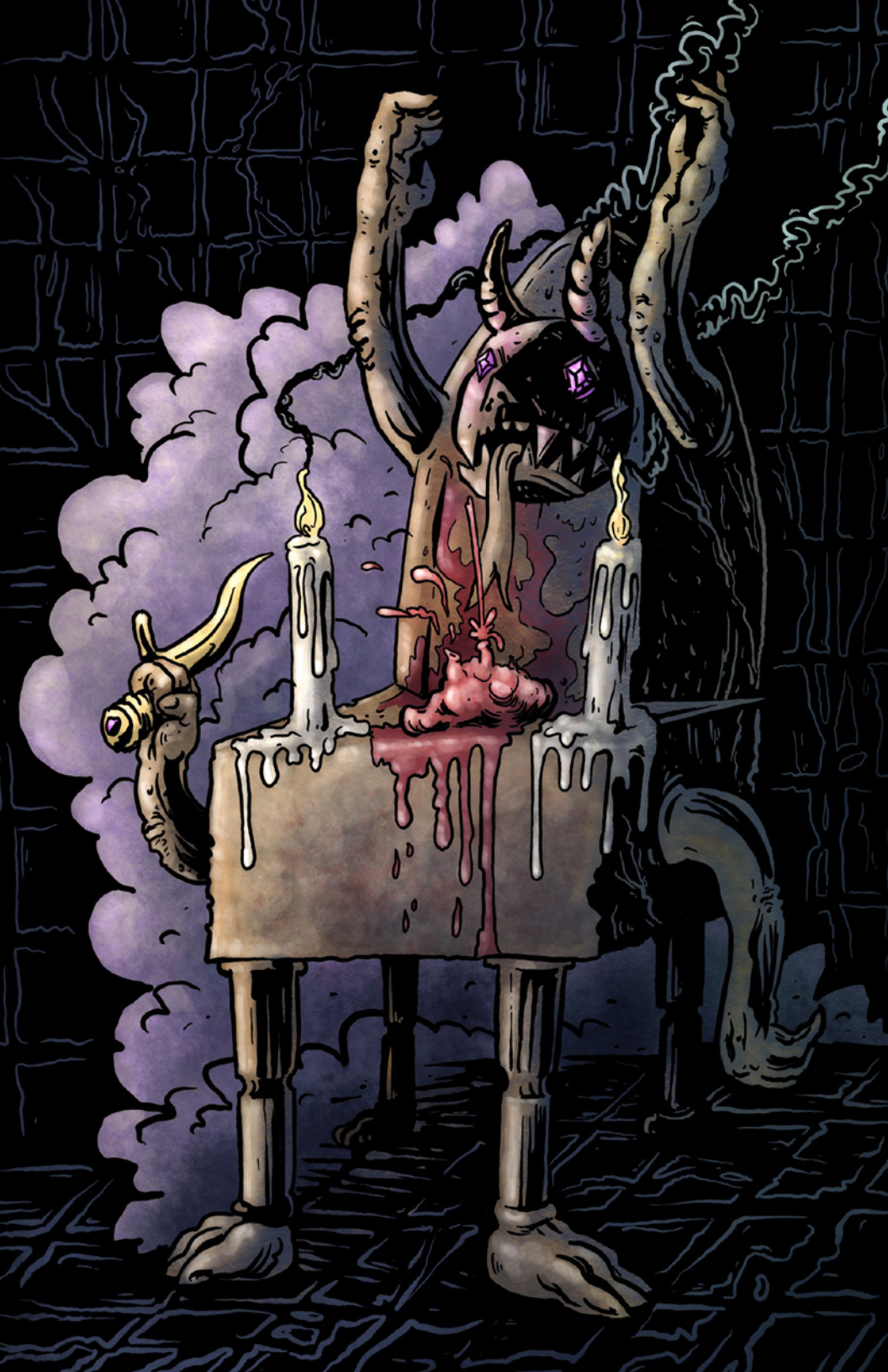
- ▶ **Regenerates:** Regains 1 hp every round, unless killed (0hp).
- ▶ **Resistances:** Half damage from cold and heat (but full damage from fire). Immune to disease, non magical weapons, and the effects of mind control (including *charm*, *hold*, and *sleep* effects). Does not sleep at all.
- ▶ **Short "lifespan":** It takes 1d6+1 days for the gremlin ghoul to become fully formed, at which point it dies properly and its soul leaves this plane. Until then, it hungers for flesh and blood!

UMBER ISLES MONKEYMEN

Though diminutive, they can sometimes pass for human or halfling if they hide their tails and keep their goat like eyes behind dark glasses.

AC 8 [11], **HD** ½ (2hp), **Att** 1 × spear (1d6), **THACO** 19 [+0], **MV** 120' (40'), **SV** D8 W9 P10 B13 S12 (D1), **ML** 5, **AL** Neutral, **XP** 5, **NA** 1d10 (4d10), **TT** C.

- ▶ **Dexterous:** Can climb, hide in shadows, move silently, pick pockets, and remove traps as a 3rd level thief.
- ▶ **Excellent vision:** +1 to hit bonus when using missile weapons (usually darts and slings). +1 AC bonus vs. missile weapons from visible foes.



The HAUNTED CHAIR

11

Steffan the carpenter was not a smart man, nor handsome, nor even diligent. He was skilled enough to make fine cabinets for the wealthy, on occasion, but his clientele shrank as he grew older, and he remained poor his entire life. But he was not a bad man, and felt only sadness for the many injustices of the world.

Because of this, he did not think twice when the old cripple begged him for sanctuary. This supplicant was of a like age to him, but even more bent and gnarled, missing an eye, with bloody stumps where some of his fingers once sprouted. He was a demon in disguise, of course—otherwise this story would hardly be of note to anyone—but Steffan had no way of knowing that, nor any suspicion that such was the case.

When the demon's pursuers came through town, hot on its infernal heels, Steffan did not connect them to his guest at all. He watched Ezmei Lightblade, paladin of the Imperial Order of Light, ride through the streets, hunting out corruption in the hearts of men. She looked right at him, even, but he was innocent of evil—the years of hardship had not soured him. And so she left the town with her quest unfinished, and this demon in the shape of a broken old man remained with Steffan.

From that day it nurtured resentments inside him. He grew quicker to anger, and hate, and spiteful jealousy. Steffan was but a mortal man, and he could no better ignore the demon's words than he could the sun and rain.

But he could not become a killer. So the demon convinced Steffan to build a chair that would commit a murder for him. The demon lied and said this chair would punish the guilty. It would be an agent of justice used against the tyrants of the world who oppressed the meek. But of course the chair was turned to evil upon completion. It would kill anyone, without judgment or emotion. It did not

care for guilt or innocent, it only cared for blood and death.

These killings did not go unnoticed. Ezmei Lightblade returned, and when the confrontation was over, Steffan was dead and the demon was banished. But what became of the chair? It is still out there, working evil in the world.

The Haunted Chair

Normally still and lifeless, once the proper phrase is spoken, this chair extends its limbs and a merciless slaughter begins.

AC 5 [14], **HD** 3 (13hp), **Att** 2 × knife (1d8), **THACO** 17 [+2], **MV** 120' (40'), **SV** D12 W13 P14 B15 S16 (3), **ML** 12, **AL** Chaotic, **XP** 35, **NA** 1 (1), **TT** None.

- ▶ **Surprise:** On a 1-3, because it looks like a chair, and makes no sound.
- ▶ **Demonic chair:** Immune to disease, emotions, mind control, necromancy, and poison. Half damage from cold and frost-based attacks, cutting and piercing weapons, and desiccation effects.
- ▶ **Vulnerabilities:** Double damage from fire and lightning.
- ▶ **The Gate:** 3 × day, if a human heart rests upon the haunted chair, it can summon 1 purple cloud (in addition to attacking). It cannot do this 2 rounds in a row. Originally, this chair was merely an instrument of sacrificial murder, but the Black Lodge have made it a gateway, little realizing that this portal may get larger on its own. If the chair is infused with too much magical energy, it might allow entire legions of demons access to come through it, or landslides from the elemental planes, or even the dead who wish to return to life.



KOBOLDS of SATURN

13

In the dreamlands of the planet Saturn, these small people eke out their lives in constant danger. Like many creatures adapted to this darkened landscape, so far away from the sun, they glow with a multicoloured phosphorescence. The huge cats that oppress and enslave these “kobolds” are similarly attired in glowing light, but that does not make them friends or allies. Far from it.

Saturnian kobolds often farm small crustaceans in tidal pools, using their psychic influence to adapt or evolve these creatures for specific purposes. They in turn are preyed upon by the cats of Saturn, who enslave them and use them as foragers. The cats like to get high, but have no skill at finding the psychedelic fungi they so desire, while the kobolds know where to look but are unaffected by the mind-altering properties.

The kobolds are weak, so they must be cautious. They marshal their forces in secret, preparing their weapons and poisons, refining their strategies. The cats are vindictive and cruel, and to lose a war against them would mean many of them being sold, along with the fungus they forage, to the moonbeasts, who will greedily devour them both.

Creature Farming

The creatures these kobolds farm with their psychic powers are not actual crustaceans. They are simply shelled creatures with spiny legs that taste delicious, are very nutritious, and more closely resemble crabs and lobsters than they do any other creatures from Earth.

The kobolds have been breeding them, and altering them for ages. Some think that their gastronomic expertise can help them gain allies who will protect them from the cats. But there are would-be revolutionaries who are working to make weapons out of these alien crustaceans.

Kobolds of Saturn

Lines of neon pastel light that form a humanoid shape in the darkness.

AC 5 [14], **HD** 1 (4hp), **Att** 1 × psychic claw (1d6), **THAC0** 19 [+0], **MV** 120' (40'), **SV** D12 W13 P14 B15 S16 (1), **ML** 5, **AL** Neutral, **XP** 10, **NA** 1d8 (3d6), **TT** None.

- ▶ **Bioluminescent:** Tiny amounts of light allow for darkvision up to 120'.
- ▶ **Psychic claws:** Made of mental energy, only affect foes psychically.
- ▶ **Resistances:** Half damage from cutting weapons and magical darkness. Immune to the mental effects of drugs and poisons.
- ▶ **Vulnerabilities:** Double damage from fire and lightning (but not heat).
- ▶ **Sunlight aversion:** -1 to hit and save when exposed to Earth's sunlight.
- ▶ **Oppressed:** Kobolds are both very timid and technologically primitive. Their culture has had no great inventors or innovators in recent generations, and they instinctively flee from stronger creatures.

Roll 1d6 to determine a random quality of a Saturnian “crustacean” (add +1 if developed by a revolutionary):

1d6 Crustacean Qualities

- | | |
|---|------------------------------|
| 1 | Perfectly seasoned taste. |
| 2 | Calming, pleasant aroma. |
| 3 | Curative medical properties. |
| 4 | Improves darkvision. |
| 5 | Shells make good tools. |
| 6 | Stimulating effect. |
| 7 | Weaponizable secretions. |

Once upon a time, the young wizard Ladrozz was invited to the royal court, so that he might serve his king. Devoutly loyal, even as an apprentice, he arrived at the palace bursting with pride. But then tragedy fell, like a snapping wolf, upon the kingdom. The royal princess, possessed by some demon of the lower depths, was proclaimed lost by the other wizards of the court. They could do nothing. It was Ladrozz alone who devised a solution. His arcane battle with the demon was long and hard, but in the end he triumphed—and paid a most terrible cost. The fiend was banished, but the young wizard was left crippled, misshapen, and doll like.

The grateful king made Ladrozz his chief arcanist and his daughter left to marry the prince of a neighbouring kingdom soon after. In subsequent years, Ladrozz had plenty of time to think about what his actions had cost him. He had time to reconsider. He had paid a price so dear, he thought, and what had he gained by it? The princess returned every summer to visit her father, and every year she grew more beautiful in the eyes of Ladrozz. Perched upon the arm of her prince, she was a world away from the price he continued to pay every day for her happiness—and the happiness of her husband. She should have been his! It was *his* sacrifice that saved her, it was *he* who fought the demon. Why was she given to this stranger instead, like some prize unearned?

And so the jealousy grew inside him, until it blossomed into treason and he turned against his king. But he was not the only wizard at court, and not even the greatest. He was found out, and banished to a prison made of darkness, where he dwells to this day, plotting and scheming his release. He comes like a spectre from the shadows, still haunting the living long after the world he knew has died.

Ladrozz

Tiny and hairless, like a leering doll.

AC 9 [10], **HD** 4+4* (18hp), **Att** None
THAC0 15 [+4], **MV** 30' (10'), **SV** D11
W12 P11 B14 S12 (M8), **ML** 7,
AL Chaotic, **XP** 200, **NA** 1, **TT** None.

- ▶ **Prisoner:** Inside his prison of elemental darkness, Ladrozz does not age or grow hungry, and his mind is slowed to a crawl. But his ability to project his consciousness through the universe has not been completely neutralized.
- ▶ **Psychic projection:** Cannot interact physically with the material world, except to cast spells and summon monsters, and is only harmed by magical or psychic attacks.
- ▶ **Magic:** Has the abilities of a 7th level magic-user. Uses fresh blood from other people to perform rituals. Knows the following spells:
 - First Level:** *Detect Magic, Levitate, Light, Magic Missile, Sleep* (3 × day).
 - Second Level:** *Detect Invisible, ESP, Locate Object* (3 × day).
 - Third Level:** *Dispel Magic, Fireball, Fly, Infravision* (3 × day).
 - Fourth:** *Confusion* (1 × day).
- ▶ **Summon monster:** Takes 1 full round to emerge from his forehead. Roll 1d6 for type (or 1d12 if you have access to *EE3: The Haunted Forest*):

Roll Summoned Monster

1	Darkfish.	7	Beast flower.
2	Gremlin ghoul.	8	Brambelf.
3	Sableworm.	9	Grumblewyrn.
4	Twisted bird.	10	Murdered.
5	Twisted corpse.	11	Ogentroll.
6	Void shark.	12	Skof troll.



The PURPLE CLOUDS

At the end of their struggles against the Poe—with the last of their people holed up in their mountain fortress, besieged on all sides by enemy armies—the Southern unicorns performed a great and perilous ritual. It was their hope to summon a guardian angel, a divine golem of protection that would guard their lives and the lives of those they held dear. But the wizard Drakdagar, leader of the Poe besiegers, interfered with their magic, and the unicorns brought something altogether different into this world.

From out of the depths of the outer darkness, between and beyond the stars, these gaseous beings were brought to a new world. The materiality of their heliotropic vapours and the magenta crystals inside them defies reality, but then, they were not born of this reality, only compelled to serve within it.

This legion of purple clouds are a protective lot, certainly, but all they ever guarded of the unicorns' is their wealth, and certainly not their lives. But they brought no profit to Drakdagar either. The Poe invaders died as fast as any unicorn with the gall to touch their own possessions, though there were few enough of them once they realized they could not buy their way out of war. But even in the peace that came after their defeat, the conquering Poe had little in the way of loot to carry home.

Even now, with the Southern unicorns long extinct, these purple clouds continue to guard their gold and silver, protecting it from friends and foes alike. They have even begun to covet the coins and gems of newer cultures. What they hunger for most of all, however, is brains. Inside a purple cloud, brains and minds are compressed into pink, many-faceted gems. They have gorged themselves on such foods in days long passed, and they would like to do so again.

Purple Clouds

A thick cloud of vapour, unnaturally dry, that ranges from a deep purple to a brilliant violet in colour. The sound of blades rasping against each other echoes through its tendrils.

AC 8 [11], **HD** 3* (13hp), **Att** 1 × psychic blades (1d8), **THACO** 17 [+2], **MV** 60' (20'), **SV** D12 W13 P14 B15 S16 (3), **ML** 8, **AL** Chaotic, **XP** 50, **NA** 1 (1d8), **TT** Gems (A).

- ▶ **Psychic blades:** Immaterial, causing psychic damage. Non-magical armour offers no protection (purple cloud attacks targets as if they had AC 9, modified by Dexterity).
- ▶ **Long-term damage:** Can attack mindless creatures, but only inflicts 1d8 damage per day.
- ▶ **Gaseous form:** Can float through the air and pass through tight spaces at normal movement rate.
- ▶ **Resistances:** Only harmed by cold, fire, lightning, magic, magical weapons, and psychic powers.
- ▶ **Command rhinocorn homunculi:** Usually to protect any treasure the purple cloud is guarding. Homunculi can **save vs. spells** to resist.
- ▶ **Guardian:** Often waits to attack until its treasure is touched. May also be attracted to nearby fighting and go in search of brains to devour.
- ▶ **Gems:** When killed (0hp), leaves behind 1d4 gems, which can either be sold for 100gp each, or destroyed to double the damage, duration, effect, and range of any psychic power or mind-based spell.
- ▶ **Lair treasure:** Has treasure type A if protecting a wizard's loot or ancient rhinocorn wealth.



The RHINOCORNS

18

Deep beneath the earth lie the ancient burial grounds of the sacred unicorns of the Southern steppelands. Unlike their swift and graceful cousins to the north, this unicorn was a lumbering behemoth, covered in armour, rippling with brute force. Highly magical in nature, they long ago waged and lost a mighty battle against a succession of evil wizards intent on their undoing. They were finally laid low by the sorcerous tsar of the mighty Poe empire, when he brought his invading horse army by ship to the Southern steppes. Rapacious and unrelenting, the tsar was himself undone when the queens of Takunga banded together something that would have been unthinkable a mere generation earlier—and overcame his magic.

But the Takungan queens could not defeat the tsar and his cavalry soon enough to save the unicorns. Even as the Poe fled back to the sea or died upon the steppes, the last of the unicorns crawled her way to the sacred graveyard of her race and expired. These grounds went undiscovered by humans for centuries. Even when they were found, they were buried by the gods before they could be looted. Now they lie in caves, awaiting some foolhardy explorer's discovery.

Graveyard of Honour

Diligence alone will not reveal the secret of the unicorn, however, for these burial grounds are not merely the location of magical unicorn bones. There is also a dire curse that dwells within the soil and the marrow it encases. Should the bones be disturbed, the magic left behind plucks a human soul from the ether of time and space, encases it in clay and bones and arcane forces—and bids it to attack!

Though the magic of the unicorns was meant to target the Poe people who once ravaged them and their lands, it is imprecise. The soul that inhabits

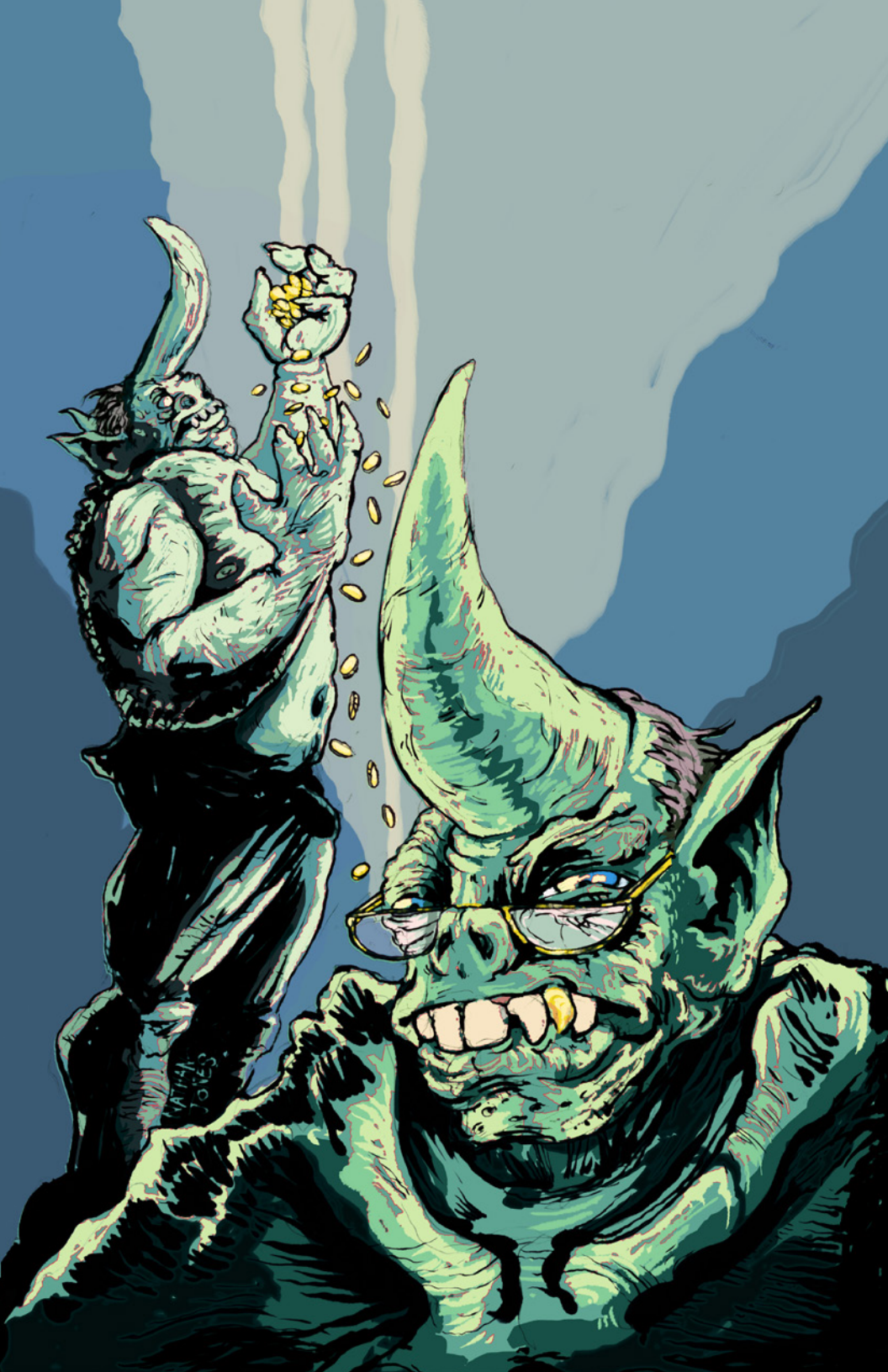
the attacking golem might come from anywhere in time or space—other worlds or other planes. The body it receives is made in its own image, but has characteristics of the earth and the unicorn—a brown-green complexion and a prominent horn, for example—and always drives its host to madness. The trapped soul is tortured, its newly physical existence a burden that it cannot bear. Its only choice is to rage against those who have brought it to this state.

In order to reap the rewards of such a wondrous discovery as this unicorn burial ground presents, the would be looter must fend off constant attacks by these violently insane incarnations.

Rhinocorn Homunculi

AC 5 [14], **HD** 3 (13hp), **Att** 1 × brawling (1d6) or 1 charge (2d6 + prone), **THACO** 17 [+2], **MV** 120' (40'), **SV** D12 W13 P14 B15 S16 (3), **ML** 12, **AL** Chaotic, **XP** 35, **NA** 1d6, **TT** A.

- ▶ **Charge:** 1 in 6 chance of charging a foe. Gets +2 to hit, causes 2d6 damage, and if the attack is successful, foe must **save vs. paralysis** or be knocked prone.
- ▶ **Spell immunity:** 1 in 6 chance.
- ▶ **Resistances:** Half damage from edged and piercing weapons. Immune to cold and frost.
- ▶ **Vulnerabilities:** Double damage from acid, fire, and heat.
- ▶ **Minions of the cloud:** Rhinocorn homunculi are immune to attacks made by purple clouds, but this does them little good, as the clouds are able to command them utterly.
- ▶ **Numbers:** 1d6 per rhinocorn skeleton. A burial ground has 1d10+1 skeletons.



Personality Traits

The body of each rhinocorn homunculus is shaped by the personality and memories of the soul it contains. It may even have clothes and accessories that resemble those the person wore in life. But the mind of the soul trapped in this body of clay is also tormented to the

point of madness. There is no cure for this torment but for them to be freed of their imprisonment.

Roll 1d100 once or twice on the table on the next page to determine what additional traits each rhinocorn homunculus has, in addition to being nearly incoherent.



A Meddling Wizard

Of late, it has become chic to gossip about the doings of a certain estate in the vicinity of Larrendon Grove. One may hear that a famous alchemist from the city of Ormok obtained the private notebooks of Themaculus, the estate's former owner, for a paltry handful of coins, for example. Themaculus—"the Amazing Wizard" to his supporters (and even some of his detractors)—was renowned in life as a generous if eccentric man. It is, however, his most charitable act of all that has led to so much recent trouble. Rumour has it that a band of meddlesome orckish vermin inveigled their way onto Themaculus' property and bred with his prize unicorns, producing offspring of a strange and unsettling nature. But Themaculus was not one to

rain down the fire of his sorcery on the undeserving. He raised them as his own children.

Now, the will he left behind is quite clear: all of his estates, possessions, and wealth he bequeathed to the children he called his rhinocorn homunculi. There is no indication that he was at all concerned about their mental stability or intellectual capabilities. And yet, it is quite clear that their management of this inheritance has created havoc in the city, and even far beyond.

They have also come to suspect that their true origins have some connection to the purple clouds. Though they suffer from poor impulse control, this has not stopped Themaculus' homunculi from trading their inheritance for leads while planning a dangerous expedition.

1 Accountant.	36 Huge gut.	69 Rambling.
2-3 Argumentative.	37 Hunchback.	70 Rebellious.
4 Artist.	38 Intense gaze.	71 Religious heretic.
5 Ashamed.	40 Kleptomaniac.	72 Revolutionary.
6-7 Bad haircut.	41 Laughs too loud.	73 Sandpaper voice.
8-9 Bad teeth.	42 Leering grin.	74 Scientist.
10 Ballerina.	43 Loner.	75 Self-flagellant.
11 Barrel chest.	44 Long arms.	76 Shaking.
12 Bedwetter.	45 Long hair.	77 Short.
13 Blames others.	46 Looks surprised.	78 Silent.
14 Bulging eyes.	47 Loudmouth.	79 Singer.
15 Chipped teeth.	48 Loves dogs.	80 Skinny.
16 Chivalrous.	49 Lust for gold.	81 Slobbering.
17 Club foot.	50 Man-child.	82 Smelly.
18 Clumsy.	51 Militant nudist.	83 Speech writer.
19 Complainer.	52 Mumbler.	84 Stealthy.
20 Compulsive liar.	53 Nervous.	85 Strange accent.
21 Cumbersome gown.	54 No teeth.	86 Stylish boots.
22 Deathwish.	55 Obnoxious.	87 Swears a lot.
23 Drug addict.	56 One arm.	88 Tactical fighter.
24 Encyclopedic mind.	57 Opinionated.	89 Tall.
25 Enthusiastic.	58 Organized.	90 Teethgrinder.
26 Fat.	59 Overly dramatic.	91 Tells bad jokes.
27 Flatulent.	60 Paranoid.	92 Terrible dancer.
28 Forked tongue.	61 Physician.	93 Third eye.
29 Gambler.	62 Poe warrior.	94 Thuggish.
30 Giant moustache.	63 Poet.	95 Tight pants.
31 Gluttonous.	64 Pompous.	96 Tuneless whistling.
32 Goofy grin.	65 Pony tail.	97 Unclean.
33 Guilt-ridden.	66 Poor eyesight.	98 Was famous.
34 Gullible.	67 Preacher.	99 Wizard.
35 Hates children.	68 Pro duellist.	100 Working class.



Rhinocorn Wraiths

AC 5 [14], **HD** 4* (18hp), **Att** 1 × haunt (1d2), **THACO** 16 [+3], **MV** 120' (40'), **SV** D10 W11 P12 B13 S14 (4), **ML** 12, **AL** Neutral, **XP** 125, **NA** 1d6, **TT** None.

- ▶ **Fear:** When encountered, **save vs. death** or suffer 1d4 damage from fear and shock.
- ▶ **Haunt:** Objects go flying and scatter everywhere, like a poltergeist.
- ▶ **Spell immunity:** 1 in 6 chance.
- ▶ **Insubstantial:** Can pass through solid matter. Cannot be touched. Immune to non magical attacks.
- ▶ **Resistances:** Immune to mental effects (including *charm*, *hold*, and *sleep*) and necromantic magic. Can still be turned as a wraith.
- ▶ **Vulnerabilities:** Double damage from radiance. Suffers 1d8 damage from *Dispel Magic*, *Remove Curse*, and similar spells.
- ▶ **Vs. chaos:** Attack chaotic creatures first. May even target monsters over human adventurers.

Restless Ghosts

When the civilization of Southern unicorns collapsed, it left behind more than just cursed carcasses. Though they were all forced to take their rage and sorrow to the grave, some rhinocorns still refused to let it go, and so all that rage and sorrow became their ghosts. Now they haunt the bones and buried treasures of their kin, just as the homunculi do. And also just like them, some can be found even further afield.

The Curse

Anyone who has been supernaturally cursed in some way, or who has handled the treasures of the rhinocorns, becomes vulnerable to the physical attacks of rhinocorn wraiths, which are as follows:

Att 1 × horn (1d10+1) or 1 × trample (2d8). A rhinocorn wraith can only trample an enemy that was struck by a horn attack the round immediately prior. These attacks can harm creatures that are immune to non-magical weapons, as long as the target has been cursed or has handled the treasures of the rhinocorns. Other immunities are also ignored (e.g. ghosts, horns, etc).



The SERPENT EGG

This magical item appears to be a clay pot in the shape of a cracked egg, with two serpents emerging from it, or coiling around it. One serpent has an avian head, the other that of a wolf.

When you throw this pot to the ground in the presence of your enemies, it cracks open and two great serpents emerge to battle on your behalf. In other situations, it refuses to break. When the fight ends, if both serpents survive, they disappear and the broken pot is mended. If one or both of the serpents have been killed, the pot remains broken and cannot be used again.

This pair is actually one being, from the Coriole Vortex, a twisting, ethereal dimension. To gain access to the material world, it subverted a cult of serpent worshippers, taking the form of their dual god. Those people are long gone now, but their clay pot creations remain, waiting for some foolish adventurers to use them in a time of need.

Summoned Serpents

A pair of giant serpents, 30' long.

AC 4 [15], **HD** 6 (27hp), **Att** 1 × bite (1d10 + infection), 1 × grapple (1d6 + pin), **THACO** 14 (+5), **MV** 150' (50'), **SV** D10 W11 P12 B13 S14 (8), **ML** 9, **AL** Chaotic, **XP** 275, **NA** 2, **TT** None.

- ▶ **Bite:** A creature killed (0hp) by this attack becomes infected and undead.
- ▶ **Grapple:** Pins the target so that subsequent attacks hit them automatically. Target may attempt to **save vs. paralysis** each round to break free.
- ▶ **Resistances:** Half damage from cutting and piercing weapons. Immune to cold and frost.
- ▶ **Vulnerabilities:** Double damage from open flames.



Infection

If the body of a creature killed by a summoned serpent's bite is not burned, after a single day it becomes a twisted undead creature with the insatiable appetite of the Coriole Vortex but no higher intelligence. Not all creatures are affected the same way.

Twisted Birds

They were the king's prized fowls once.

AC 4 [15], **HD** 3+1 (14hp), **Att** 1 × bite (1d8), **THACO** 16 [+3], **MV** 120' (40'), **SV** D12 W13 P14 B15 S16 (3), **ML** 7, **AL** Chaotic, **XP** 50, **NA** 1 (1d6), **TT** None.

- ▶ **Undead:** Immune to mental effects (including *charm*, *hold*, and *sleep*).
- ▶ **Tumours:** Eyes have become cancerous growths that “see” life, but not light. Cannot navigate complicated terrain features.
- ▶ **Honk honk:** Loud enough to attract attention.
- ▶ **Resistances:** Immune to cold and frost-based effects.
- ▶ **Vulnerability:** Double damage from open flames.

Twisted Corpses

Most infected people fall apart after a week or so because their corpses cannot handle so much motion.

AC 4 [15], **HD** 2+2 (11hp), **Att** 1 × ragged claws (1d6), **THACO** 17 [+2], **MV** 90' (30'), **SV** D12 W13 P14 B15 S16 (2), **ML** 7, **AL** Chaotic, **XP** 25, **NA** 1 (1d6), **TT** None.

- ▶ **Undead:** Immune to mental effects (including *charm*, *hold*, and *sleep*), but not able to be completely silent.
- ▶ **Resistances:** Immune to cold and frost-based effects.
- ▶ **Vulnerability:** Double damage from open flames.



The TWISTED MAN

26

“Should I reveal what I know about the engines of creation? Or the many roads and pathways that wind through the fields of transmigration? I have seen where your soul will go when you die. I could tell you of your fate, if you could make it worth my while. No? I see, your desires are more... immediate.

“But why should we quarrel? I am a prisoner here in this world just as much as you are, only (perhaps) more aware of it than most. But these temples and palaces, the streets of these towns, I abhor them. How these people march to the crack of a whip just so they can form the base of some parasitic pyramid, the gilded apex of which they will never so much as catch a glimpse of.

“But you want more than just a glimpse, of course. Nothing could be more obvious. And what devil has promised you this throne, this overabundance of temporal riches? Oh no, I have no wish to serve, no wish to strike deals with that kind of creature. But still, I could help you. It wants things from you, yes? It wants you to... do things for it. Do not think I will judge you, mortal. I would not dream of it! But I, too, want things just like this demon whose debt you have so precariously descended into. I will help you pay that debt, and for a price much less than it will ask of you.

“Yes, yes. Why borrow from one to pay for the other? But isn't that what all merchants do? They buy and sell and trade until they turn a profit. And you, right now in this moment, definitely stand to profit here. And why would I help you profit, you ask? Because I want things. And you can give them to me.”

The twisted man before you speaks a kind of sense. It could be of great use to you, in your quest for power. But can you really afford to pay the price it will ask of you in exchange for these services?

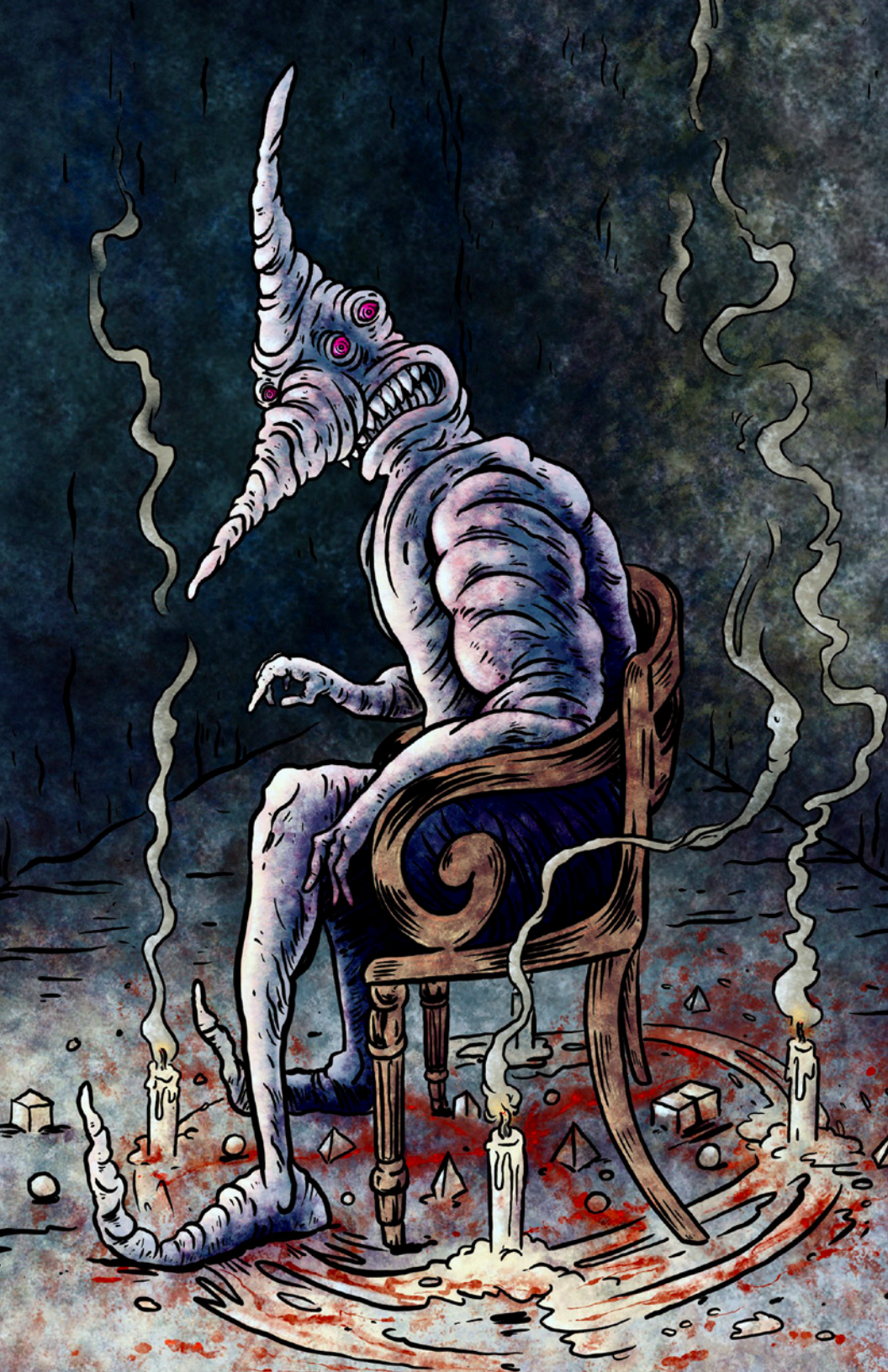
Then again, can you afford not to?

Incarinate Forthex

The Forthex are immaterial intelligences. They have no physical forms, just the force of spiralling motion that animates any matter or energy they share a space with. They are creatures of chaos, with a strong desire to sample as many different experiences as possible, but often run afoul of the two things they dislike most: demons and civilization. Individual Forthex differ on which is actually worse, however.

AC 5 [14], **HD** 7 (31hp), **Att** 1 × touch (1d6 + psychic fire), **THACO** 13 [+6], **MV** 150' (50'), **SV** D8 W9 P10 B10 S12 (7), **ML** 9, **AL** Chaotic, **XP** 450, **NA** 1 (1), **TT** F + O.

- ▶ **Psychic fire:** Victim of a touch attack must **save vs. poison** or suffer 1d6 psychic damage each round for 1d4 subsequent rounds.
- ▶ **Illusions:** May appear normal for up to 12 hours per day. Looks the same as the host body did prior to possession. When this illusion is used up, the Forthex must reveal the damage it has done to its host body. The coruscating patterns of its mind warp flesh like soft dough into weird spirals. New shapes grow in the malleable mush.
- ▶ **Surprise:** On a 1-3.
- ▶ **Weapon breakage:** Non-magical weapons have a 1 in 6 chance of breaking when they strike a Forthex.
- ▶ **Resistances:** Half damage from all non-magical sources of harm. The Forthex is also immune to disease and poison, though its body isn't.
- ▶ **Vulnerabilities:** Double damage from lawful spellcasters. Weaker in civilized places (see page 30).



The Possessed

The other members of the Black Lodge told Miroske it was a dangerous ritual. He refused to listen to any of their warnings. But when he returned to them—twisted, malformed, obviously possessed—they certainly listened to him. For this was not the usual kind of demonic captivity.

Miroske's ritual has ensured that the Forthex possessing him is trapped here, and while it has the ability to hide its nature, it can only appear human to the world for a portion of each day. Its main desire is to experience this world, and the cultists of the Black Lodge can help it do that, in ways even they are unaware of.

Inhuman Motives

A Forthex has desires, not all of them either moral or ethical. Life, love, birth, death, cruelty and kindness, the sights and smells of the city and its sewers, its bakeries and the beer that it brews—all these things and more are available here on the material plane. The taste of sweet wines and bitter melons. The red light of dawn and the music of the taverns at night. Cries of pleasure and screams of pain. The sight of blood, and the taste of human flesh.

Having seen the substance of the spiritual planes, a Forthex feels no horror at death. It is sure that souls find a way to their gods or to a new life in another time. It may revel in cruelty for the sake of cruelty, yes, but only because it sees all sensation as a temporary game. It cannot take anything as seriously as the humans it torments.

This attitude makes it reckless. It wants to be injured, if only once. But it also wants to savour victory. After it has experienced something new, it allows the cultists of the Black Lodge to finish up. Repetition bores it, especially the work of murdering interlopers, if they die the same as any other human.

Against the World

Because they are creatures of chaos, the Forthex have a hard time navigating human civilization. It is alien to them, and the support that humans have for their society and its institutions becomes like a binding chain. **A Forthex is at half strength in a town or city where civilization is strong** (half damage, half hp, saves at half its level, etc). **In a court, palace, or temple that has the support of the people is governs, the Forthex is no better than your average human—perhaps weaker, even.**

The easiest way to avoid this terrible weakening is to leave civilization behind, which also means giving up on the experiences it has to offer. And while some wild places may be full of monsters and magic and other strange sights to be seen, the summoning rituals that usually bring a Forthex into this dimension also include anchors that keep them from straying too far from the original place of the ritual. Who knows where Miroske hid this anchor? It could be anywhere within the city, but no one in the Black Lodge knows. And Miroske, whose body is merely a husk for its possessor, is not about to tell.

There is another solution, however, and that is to undermine civilization from within. The Black Lodge trucks with demons, its members care nothing for an ordered society unless it serves their purposes. Such corruption in the halls of power allows a Forthex to gain entry to those same halls without the accompanying weakness. Now that he is possessed, Miroske is more useful than ever to the Black Lodge, for the thing inside him offers to help them (and their demons) gut the city's power structures from the inside so they can rule it like unscrupulous kings, cruel and limitless. And all because it merely wants to stay here, and walk those same halls in the flesh.

The Coriole Vortex

The physical conception of the Coriole Vortex is influenced by the minds and experiences of the astral travellers who visit it. Essentially, its reality must be translated into sensory perceptions that the human mind can actually understand, in order for humans to interact with it as an environment.

Traversers of the multiverse may seek out this plane for many reasons, though tourism is usually not enough. This place is a valuable source of magical energies, even if they never come in a form that is reliably static. Various environments in the Vortex can be used to imbue weapons with magical speed or movement based powers. Or they can be used to churn the fats and butters of magical creatures to make new and more powerful potions.

Or callous enough wizards could harvest things which already live here.

Creatures from the Vortex have no true physical form, but they can become material in order to explore other planes of existence. They can often manifest as air elementals, made of clouds or mist, though some prefer a body of dancing flames. Some, like an incarnate Forthex, must contend with bodies made of flesh and bone that are not ideally suited to their ever-moving nature. Of course, if killed on the material plane, they simply return to the Coriole Vortex—at least in theory. There have been exceptions and complications in the past. As well, most who travel the multiverse have desires that can only be fulfilled on other planes, and will have no wish to be sent packing before they get what they want.

Should characters travel to the Coriole Vortex, use the table below to help describe the environments they encounter (roll 1d8):

1d8 Coriole Vortex Environments

- 1 Blue sky on all sides and the constant sensation of falling, but the light is entirely diffused and there is no hint of a sun to be seen in any direction.
- 2 Empty, spherical spaces inside churning bands of clouds. Streams of different colours flow in opposite directions. Falling through these clouds only reveals another pocket of empty air.
- 3 Endless white sky, broken only by distant clusters of geometric shapes, their compositions signalled by their different colours.
- 4 The ground is a mirror, but above it there is only darkness. Visitors constantly feel like they could fall up into the sky at any moment.
- 5 A harsh wind blows across a landscape of black, boiling mud, beneath which a more solid ground is ever shifting and rotating. There is no light.
- 6 An immense, whirling cyclone made entirely of clouds. At one end the cone-shaped inner lacuna terminates but at the other, it widens out into either inky darkness or a dull and fuzzy light.
- 7 Rotating metal gears of enormous size, all intricately interlocking. Every surface remains in motion constantly, and creatures who do not follow suit risk being crushed.
- 8 A whirlpool of dark, bland water, hundreds or thousands of feet long. There appears to be a sky at either end.



The VIRHEMOTH

31

At the dawn of time, the primordial gods set the task of shaping this universe to the four-fold being we know as the Hemoth. What has become of these beings, in the many aeons since, is not even uncommon knowledge. There are weird, intenebrated wizards who claim to know the truth, and others who go searching the four corners of the world for it. But are they scurrilous charlatans or madmen driven to their doom by arcane powers?

One aspect was enslaved by chaos sorcerers, another frozen in time, and the third has simply gone missing. But the Virhemoth, the original source of all struggle and strife, is still worshipped in secret by venal cults. Seemingly freed from her association with the other aspects of the Hemoth, she has changed, but strife is still the core of her nature. In this age, she has become a figure of arcane strength, greed, and power—and a patron of the insatiably ambitious. Her cultists call upon her to give them the power to seize what they want and hold it by force, without the pangs of remorse to hinder them.

The majority of those who worship this aspect of the Hemoth are typical aristocratic cultists: they lust after power and have turned to the dark arts to get it. They are ambitious, cruel, and ruthless. They have no compunctions against the use of violence—indeed, most of them revel in it. They gather in small—or rarely, large—covens or brotherhoods, to perform the rituals that give them the supernatural advantages they crave, and help each other cover up the anti-social excesses that are required.

To become a true follower of the Virhemoth, one must drink the black milk from her breasts. This usually requires summoning her bodily to the material plane, but you could also meet other cultists who have already obtained the milk.

The Well of Fire

To properly gain the benefits offered by the Virhemoth, her cultists must build a portal through which she can be summoned. Every method includes building a well, underground, in complete darkness. Some cults hold that five people—none of them strangers to the builders—must be interred alive inside its walls. Others say that once the well's structure is finished, it must be painted black, along with the floor of the room that contains it. Yet others have been able to summon her through a well made of clay bricks that were mixed with blood instead of water. This must all be done very carefully, they say, because if any light touches it, the whole project will be ruined and the well will not become enchanted. Magic is a fickle beast, as any wizard can tell you.

Once the well is built, all that it requires are the sacred rituals. Cultists must fight each other, bare-knuckled, unarmoured, until one winner remains—or none, if all are too exhausted to continue. Only then will the ground crack open to reveal the mystic fire beneath. Once this happens, the well of fire has the following properties:

- ◆ A **human sacrifice** of any kind in the well's presence summons the embodied Virhemoth.
- ◆ In the well's presence, **food tastes of mold and poison**, yet you cannot help but to gorge yourself when it is presented. Only the black milk of the Virhemoth is sweet and palatable.
- ◆ In the well's presence, **you can hear people whispering insults** at you. Maybe you can tell these are hallucinations. Maybe you can't.
- ◆ The well **attracts monstrous animals** who are compelled to patrol the area. They devour only intruders, never touching the Virhemoth's followers. They can even die of starvation if there are not enough intruders to eat.

Once the embodied Virhemoth has been summoned to this world, her cultists may suckle at her pendulous breasts, consuming the magical black milk they produce. This heals all wounds and restores hit points to maximum.

If you, too, choose to consume the black milk and become a follower of Virhemoth, your hit point maximum is increased by 4, and you gain both a boon and a taboo. Roll 1d6 on the tables below to determine each.

If you should succeed in destroying an institution of civilization, defeating an enemy army, or leading the sack of a village, town, or city, you gain another boon and another taboo, both determined randomly.

Black Milk Cultists

AC 7 [12], **HD** 2+4 (13hp), **Att** 1 × fist or sword (1d8), **THACO** 17 [+2], **MV** 120' (40'), **SV** D11 W12 P14 B16 S15 (C2), **ML** 10, **AL** Chaotic, **XP** 25, **NA** 1d6 (2d6), **TT** T (D).

- ▶ **Black milk:** Each cultist has one boon and one taboo, determine randomly. Black-splotched skin is also common.
- ▶ **Secretive:** Use secret codes and hideouts to plan and communicate.
- ▶ **Strife chasers:** Always looking for a fight or conflict to start.
- ▶ **Upper class:** Usually wealthy.

1d6 Boons of the Black Milk

- 1 You can see in total darkness (shapes and heat signatures only, no colours).
- 2 You can destroy an item belonging to someone to discover where they are.
- 3 You are immune to fire and heat.
- 4 You may cast *Darkness*, *Magic Missile*, and *Spoil Food and Drink* once each per day. This does not allow you to cast any of the reverse versions.
- 5 You regain 1d6 hit points when you consume a pound of raw human flesh.
- 6 Your attacks cause +1d4 damage.

1d6 Taboos of the Black Milk

- 1 If you abstain from the black milk for over a week, you die.
- 2 If you abstain from eating raw human flesh for over a week, you suffer 1d6 damage per day and you cannot heal until you once again feast upon another person's body.
- 3 The ground you walk on becomes dry and barren, unable to sustain plants for a year and a day.
- 4 You can no longer say nice things to other people. Compliments and encouragements die on your tongue.
- 5 You can no longer spend money or favours on frivolities or luxuries, only take them by force. You must spend your wealth on necessities and the tools of social ruin.
- 6 You can no longer voluntarily flee from a fight or battle.

Embodied Virhemoth

Of her two mouths, one resembles that of a human's, but with pointed, razor-sharp teeth. The other extends the full length of her distended, inhuman forehead, it's long fangs like tusks, almost. Her breasts hang low, swollen with milk, but seem not to hinder the fluid, predatory movements of her mostly-humanoid body.

AC 5 [14], **HD** 9** (40hp), **Att** 2 × bite (2d6), **THACO** 12 [+7], **MV** 150' (50'), **SV** D6 W7 P9 B11 S9 (C9), **ML** 12, **AL** Chaotic, **XP** 2,300, **NA** 1, **TT** None.

- ▶ **Agent of strife:** The Virhemoth only attacks those who hold destructive urges in their hearts. She does not attack those who only fight in self-defence or to defend their companions. She cannot harm those who truly bear no malice in their hearts, even with her waves of pain, and her black milk has no effect on them either.
- ▶ **Waves of pain:** Those who come within 60' must choose between falling to the ground immobilized by pain for 1d6 rounds or fleeing for an entire turn. Creatures with 5+ HD may **save vs. death** to resist.
- ▶ **Spells:** *Darkness*, *Lightning Bolt*, and *Magic Missile* up to 3 × day each.
- ▶ **Spoils food and drink:** Within 80'.
- ▶ **Stealth:** Has all the abilities of a 9th level thief.
- ▶ **Embodiment:** If killed (0hp), cannot return to the material plane for a week and a day.
- ▶ **Resistances:** Only harmed by magical attacks, but immune to magical darkness, fire, and heat.
- ▶ **Vulnerabilities:** All based on the other aspects of the Hemoth.

Vulnerabilities

The Virhemoth is acutely vulnerable to the forces that were core to the other aspects of the Hemoth, or what they used to be.

The Sarhemoth was the force that destroyed what came before. It removed the previous universe, which can no longer be known to gods and mortals alike, so the present one could be built.

- ▶ Disintegration effects (and similar powers that destroy things utterly) always work on the embodied Virhemoth. No saving throw is allowed, and she cannot be summoned again until the seasons change twice.

The Inhemoth built the barriers between the planes, and the void between the stars. Scholars have called it “the spider,” or “the wall-builder,” or “the shelves upon which the many worlds rest.”

- ▶ Magic that creates barriers always stymies the Virhemoth. Spells like *Hold Portal* and *Wizard Lock* are proof against her completely. She will not cross a magical *Wall of Fire*, *Ice*, or *Stone*. This weakness applies only to barriers—she saves against *Hold Monster* as normal.

And finally, **the Lohemoth** was once the fountainhead of fellowship, harmony, and unity. Cults have grown up around him in days long past, just as they have around the Virhemoth, for this pair embodied the motivating forces of life and the elements throughout all of Creation. But now he is the slave of wizards and greatly debased.

- ▶ Healing spells instead cause damage to the Virhemoth, and magic that produces pro-social feelings cause her 1d8 damage per round.



VOID SHARKS

35

When the wizards of ancient empires used their magics to create portals into worlds made of darkness, they found the void sharks waiting, floating in the lightless atmosphere. So they plucked these creatures from their home like poison flowers and made dogs of them—vicious hounds to guard their sanctums and hunt their foes. These alien predators were well-suited for assassinations and executions, even though the meat of human flesh means nothing to them. For it is the soul they hunger for. And what ghost has ever been made from a soul devoured? None that ever haunted a wizard, no matter how cruel.

In their natural environment, the void shark has one mouth on its abdomen, but no face on the ropy, crescent-shaped organ above its shoulders. This face only appears once it has devoured a terrestrial soul. This new face bears a keen resemblance to that of the soul devoured, but with crimson eyes and pointy fangs. Having organs lacking in its other mouth, it allows the void shark to see, smell, and taste this world. With a face, the void shark is able to hunt prey all the better upon this plane of existence.

Without wizards to command them, void sharks still hunt at night, but spend their days lounging in whatever part of this world arcane circumstance has brought them to. In ancient days, their summoners would let them loose without fear, for even though their bodies are unaffected by gravity, the air is still poison to them. A mere few days would destroy them. But no longer. The gates between the worlds have let enough of this one into that sea of darkness the void sharks swim through that they have built up a tolerance. The organs inside their bodies are still vulnerable to our atmosphere—and all the more so when exposed—but now their skin protects them.

Impressions

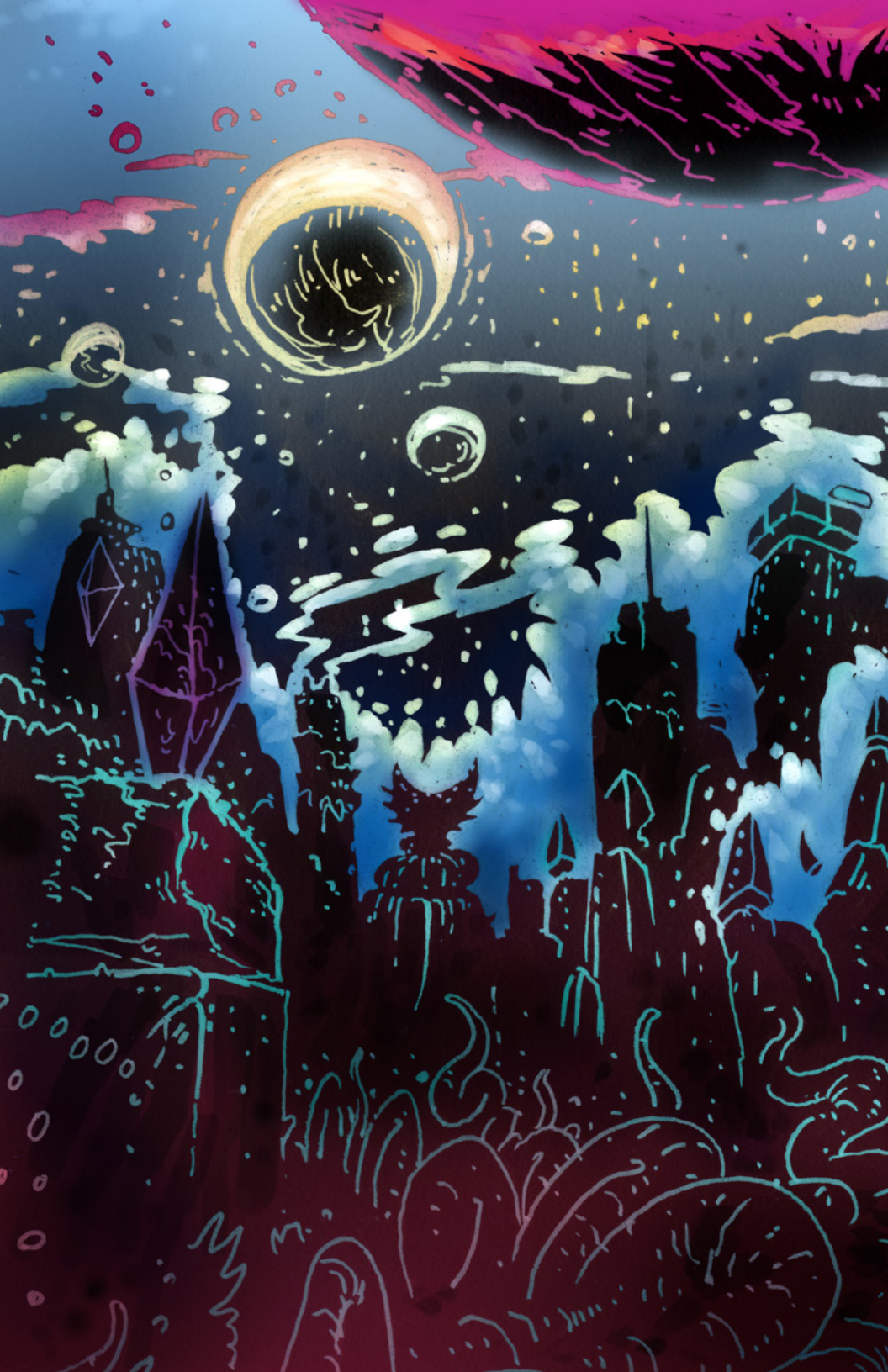
- ◆ Constantly burping. In a fight, both mouths utter strange mewling sounds.
- ◆ Skin smells like rubber tires and peppermint. Breath smells like iodine.
- ◆ Touch sends tiny shivers through your muscles and makes the hair on your arms stand up.
- ◆ The walls of its lair are coated in its guano, a hard, grey-green substance that smells like rotten meat.

Void Sharks

Long, green, and spiny. Almost swimming through the air, with no regard for gravity.

AC 4 [15], **HD** 4+2 (20 hp), **Att** 1 × grab (1d8 + bite), **THACO** 16 [+3],
MV 150' (50') flying, **SV** D12 W13 P14
B15 S16 (4), **ML** 8, **AL** Chaotic, **XP** 125,
NA 1d4 (2d6), **TT** D.

- ▶ **Grab and bite:** If grab attack is successful, makes an additional bite attack (1d8) and holds on to its victim, causing 2d8 damage every subsequent round unless target can **save vs. paralysis**. If target breaks free, the void shark can still attack again that round. Victims killed by this attack cannot be resurrected or reincarnated unless their soul is retrieved from the plane of darkness.
- ▶ **Faces:** Void sharks do not have a face until they devour the soul of a terrestrial creature. With no face, a void shark is surprised on a 1 3 and has a -4 penalty to hit.
- ▶ **Resistances:** Half damage from fire and heat. Immune to cold and frost, darkness magic, and gravity.
- ▶ **Vulnerabilities:** Double damage from cutting and piercing weapons, desiccation effects, hemorrhaging, lightning, and vibration damage.





In the farthest reaches of the Outer Darkness, light—even invisible light—has little effect. Contrary to expectations, however, this place is neither cold nor dead, and those who have walked the desolate boulevards of Zyvoth were never as alone as they thought. This city was old before the gods were born, and though the only light that still exists within its borders is blacker than night, it has not been abandoned. Its people have simply ascended into a world beyond light and darkness, beyond even physical form.

In ancient times, the Zyvothi people waged great wars against their enemies, whom they exterminated utterly. In the process, the light was removed from their city, indeed from their entire civilization. They built their technologies on darkness, encased themselves in it, became one with it. But then they left it all behind.

Now, those who come to their dark city can see for themselves (if they can see through the darkness) what is left behind. Their constructions yet remain, and new creatures have evolved to take the place of the old Zyvothi people.

1d20	Zyvoth Encounters
1-2	Alteration chamber.
3	Darkblade.
4	Darkfish encounter.
5-6	Dark laser.
7-9	Darklight structural projector.
10	Mind-mirror gate.
11-13	Monument of glory.
14-15	Nega-force distillery.
16-17	Octohedrone guardians.
18	Sableworm encounter.
19-20	Tangible darkness generator.

Whenever a party spend time exploring Zyvoth, roll 1d20 to see what interesting feature they discover. Constructions loom over them, devices can be found inside buildings or in piles of rubble, and monsters are always lurking.

There is also a 1 in 6 chance they will encounter octohedrone guardians every 8 hours.

- ◆ **Alteration Chamber:** These cylindrical mechanisms were used to physically modify all the animal life that still lives in Zyvoth, so they would adapt to the now-pervasive darkness. They sit idle now, in the centre of Zyvoth. Long aeons have passed since they were last used. But the craftsmanship of the Zyvothi is of such calibre that they could still function today, if anyone knew how to use them.
- ◆ **Darkblade:** These edged weapons are made of shiny black steel which can cut through both darklight structures and conventional armour. Lit only by fire or moonlight, they are the equivalent of +1 weapons, but always inflict damage on a to hit roll of 16-20, regardless of modifiers or AC values. In sunlight or similar brightness, they are the same as normal blades.
- ◆ **Dark Laser:** The most common weapon in Zyvoth is the dark laser—an energy projector that only harms organic materials and reflective surfaces (1d8 damage, 1d20 uses). Dark lasers are blocked by inorganic solids, but pass through darklight structures as if they did not exist. In the dark their range is nearly unlimited, but visible light decays them significantly. Maximum range is 10’ in sunlight, 30’ by firelight, 60’ under the light of the moon, and 120’ under the moonless stars.



Darkfish

AC 7 [12], HD 3, Att 1 × bite (1d8),
THACO 17 [+2], MV 120' (40') swimming,
30' (10') on dry land, SV D12 W13 P14
B15 S16 (3), ML 6, AL Neutral, XP 35,
NA 2d4 (3d8), TT None.

- ▶ **Marine life:** They swim in a murky, tactile darkness that flows through the streets like a stodgy fluid, leaking from gigantic rotting repositories.
- ▶ **Darklight immunity:** Not stopped by darklight barriers, suffer no damage from darkblades and dark lasers.
- ▶ **Other resistances:** Half damage from fire and heat. Half damage and effect from desiccation effects and magic connected to darkness, liquids, and sound.
- ▶ **Vulnerabilities:** Blinded by visible light (including illusions made of light); cannot attack, AC counts as 9. Double damage from lightning.
- ▶ **Evolving:** Darkfish adapt quickly to new environments. 1 in 6 chance that survivors gain new abilities from being exposed to magic or other planes of existence.

- ◆ **Darklight Structural Projector:** These chair-sized matte black spheres project dense darklight particles into the space around them, creating a solid building. The walls and floors of these darklight structures are just as solid as stone, but can be pierced easily by dark lasers and darkblades. Not every building in Zyvoth is made of darklight—wood, stone, metal, and glass all have their uses too.
- ◆ **Mind-Mirror Gate:** What appear to be a mirror in the shape of doorways (to those somehow able to see in this gloom) is actually a gateway to the hyperspatial realm where the minds of the Zyvothi now reside. Its reflective surface moves like thick fluid, accepting whatever is pushed into it, transporting it temporarily into the world beyond. Using these mind-mirror gates, physical beings may contact the ethereal people of the Zyvothi.
- ◆ **Monument of Glory:** The Zyvothi erected countless edifices to their own military victories, technological innovations, and intellectual philosophies. They particularly enjoyed celebrating the defeat of their enemies and physical personifications of their own intellectual ideologies—both of which have been rendered in the loosest possible interpretations again and again and again. These monuments are rarely functional.
- ◆ **Nega-Force Distillery:** These curious-looking cages full of ebon lightning lie scattered in odd places around the outskirts of Zyvoth. These mechanisms collect and distill the nega-force energy needed to power Zyvothi civilization. Though it needs very little energy nowadays, there is still a massive and complex tapestry of cables and invisible signal connections that could disperse energy and noise to every corner of the city, should it become necessary.
- ◆ **Tangible Darkness Generator:** These immense contraptions, stationed around the edges of the city, bathe it in darkness. Which raises the question: is Zyvoth really inside the Outer Darkness? Or are these generators actually gates, allowing the city to become suffused with the Outer Darkness by bringing it here? Is the underground world beneath the city itself also completely lightless, or will it prove that the city above is importing its darkness from abroad?



Octohedrone Guardians

Flying eight-sided constructs covered in strange patterns that are consistently hostile to intelligent life that intrudes upon the city.

AC 8 [11], **HD** 8* (36hp), **Att** 4 × psychic lash (1d8, vs. different targets only), **THACO** 12 [+7], **MV** 180' (60') flying, **SV** D8 W9 P10 B10 S12 (8), **ML** 8, **AL** Lawful, **XP** 1,200, **NA** 1d8, **TT** None.

- ▶ **Construct:** Make no noise, until they attack. Is not alive, does not think. Immune to disease, mental effects (e.g. *charm*, *hold*, and *sleep*), mind control, and poison.
- ▶ **Hypnotic waves:** All who see an octohedrone guardian must **save vs. paralysis** or be slowed to 30' (10') movement, suffer a -4 penalty to hit, and be unable to attack more than once per round. Characters above 2nd level are immune.
- ▶ **Resistances:** Only damaged by magical attacks and bright lights.
- ▶ **Vulnerabilities:** Sunlight and magical light causes an octohedrone guardian 1d8 damage per round. Firelight, moonlight, and starlight all have no effect.

Sableworms

Slimy tubes up to 60' long and 8' wide that squirm across the vast cityscape, feeding on smaller creatures and the pollution that accumulates from the city's ancient structures breaking down.

AC 2 [17], **HD** 7, **Att** 1 × bite (1d6), 1 × crush (1d10), **THACO** 13 [+6], **MV** 150' (50'), **SV** D12 W13 P14 B15 S16 (1), **ML** 7, **AL** Neutral, **XP** 450, **NA** 1d6 (2d8), **TT** None.

- ▶ **Swallow whole:** A bite attack roll of 20, or 4 more than the target number required, indicates that a human-sized (or smaller) victim is swallowed. Inside the worm: suffer 2d6 damage per round; may attack with sharp weapons at -4 to hit. Body is disintegrated 2 hours after death.
- ▶ **Resistances:** Immune to cold and frost-based effects.
- ▶ **Vulnerabilities:** Double damage from fire and heat.
- ▶ **Pack leader:** A group of 6+ has a 3 in 6 chance of include one leader, with 9 HD, 2 crush attacks, and the saving throws of a 4th level fighter. A group with a leader has Morale 9 and treasure type D in their lair.



Finding the People

Beyond even Zyvoth and the Outer Darkness there is yet another world—one composed entirely of thoughts and bright, white light extending in all directions forever. The very fabric of this realm erases darkness and ignorance, granting perfect awareness of all that exists within it. All that is invisible becomes visible, here, and all that is unknown becomes known. Up to a point, at least.

The Risks

Unless minds that access this hyperspatial world of the intellect have their senses limited to prevent too much information from coming in, they are destroyed by the experience (no save is allowed). It has been theorized by the ethereal denizens of Zyvoth that the minds of such unfortunates are perhaps absorbed into some kind of universal hypermind, which makes this dimension function properly.

Of course, the Zyvothi had their own minds modified before they made the journey over and gave up their bodies. Physical beings able to control their exploration of this world should be able to set the parameters of that interaction before (and possibly during) such a foray, but the Zyvothi cannot change the decisions they have already made.

By an odd quirk of circumstance, material creatures who are allowed entry into this mind-society are able to search through memories that even the Zyvothi themselves cannot remember and do not think exist. Visitors who think hard enough may glean the secrets of darklight, the phantom rays, and the nega force power systems. They can even discover that which was the impetus for Zyvothi civilization as it exists today—the Blinding Light.

The Rewards

While they are aloof, genocidal, and paranoid, the Zyvothi are also a highly advanced civilization with incredibly abnormal technology. They might prove to be invaluable allies once contact has been initiated. They respond to overtures as follows:

- ◆ **If psychic diseases, parasites, or weapons are brought to the hyperspatial world**, the Zyvothi have no defences against anything developed after they moved out of their bodies. They have protections against only what they have experienced before.
- ◆ **If the Zyvothi are given interesting intellectual activities by beings they believe to be peaceful**, they can be persuaded to hand over knowledge of their histories and their technologies.
- ◆ **If the Zyvothi are threatened**, they are at first amused, then grow quickly bored, retaliating against aggressors with robotic killing machines and huge-scale energy weapons.
- ◆ **If the Zyvothi can be convinced that any of their ancient enemies were not fully destroyed**, they will take an interest in extending their influence back into the physical world. This could be a catastrophic development for the material plane, as they will attempt to blanket everything in the blackness of darklight, destroying every living creature that fails to adapt. Alternately, **if the Zyvothi are presented with any evidence that the Blinding Light could become a threat once more**, some of them will push to return to the physical world to defend their city, while others will move even further into the hyperspatial realm, carving out new routes into transdimensional thoughtform reality.

The Blinding Light

The true enemy of the Zyvothi people—more so than any of the ancient societies they warred with and exterminated ever were—is something they call the Blinding Light. It came from within the scintillating Diamond Nebula and nearly overturned their civilization. Beneath the rays of the Blinding Light, the Zyvothi darklight machines and their nega force power supplies were unable to function. This light provided the original reason for them to abandon their material forms and flee with only their minds into the hyperspatial realm.

The Blinding Light has never returned, but the Zyvothi people have remained paranoid for millennia. Why did it arrive in the first place? What happened to it? No one knows.

The OUTER DARKNESS

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