

# PROTEAN, NAUNET

*Tentacles tipped with snapping jaws emerge from this serpentine creature's back, complementing the vicious maw in its reptilian face.*

## NAUNET

CR 7



XP 3,200

CN Large outsider (chaotic, extraplanar, protean, shapechanger)

Init +7; **Senses** blindsense 30 ft., darkvision 60 ft., *detect law*;

Perception +15

## DEFENSE

AC 20, touch 12, flat-footed 17 (+3 Dex, +8 natural, -1 size)

hp 94 (9d10+45)

Fort +11, Ref +11, Will +6

**Defensive Abilities** amorphous anatomy, freedom of movement; **DR** 5/lawful; **Immune** acid, polymorph; **Resist** electricity 10, sonic 10; **SR** 18

## OFFENSE

**Speed** 30 ft., fly 30 ft. (perfect), swim 30 ft.

**Melee** bite +14 (1d8+5), tail slap +11 (1d6+2 plus grab), 2 tentacles +11 (1d6+2 plus confusion)

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

**Special Attacks** adaptive strike, coalesce chaos, constrict (1d6+5)

**Spell-Like Abilities** (CL 7th; concentration +9)

Constant—*detect law*

At will—*acid arrow*, *fog cloud*, *dimension door* (self plus 50 lbs. of objects only), *shatter* (DC 14)

1/day—*chaos hammer* (DC 16)

## STATISTICS

**Str** 20, **Dex** 17, **Con** 20, **Int** 11, **Wis** 16, **Cha** 15

**Base Atk** +9; **CMB** +15; **CMD** 28

**Feats** Combat Reflexes, Improved Initiative, Lightning Reflexes, Multiattack, Weapon Focus (bite)

**Skills** Acrobatics +15, Fly +9, Intimidate +14, Perception +15, Stealth +11, Survival +15, Swim +25

**Languages** Abyssal, Protean

**SQ** change shape (*polymorph*)

## ECOLOGY

**Environment** any (Limbo)

**Organization** solitary, pair, or cacophony (3–12)

**Treasure** none

## SPECIAL ABILITIES

**Adaptive Strike (Su)** A naunet's natural weapons count as magical and chaotic for the purposes of overcoming damage reduction. As a free action once per round, a naunet may infuse all of its natural attacks with adamantite, silver, or cold iron, thereby allowing it to overcome damage reduction of those types as well.

**Coalesce Chaos (Su)** Once per day as a standard action, three or more naunets working together can create a roiling cloud of multicolored chaos matter. This effect is identical to *solid fog* (CL 12th) and lasts for 2d6 rounds. If six or more naunets are present, the coalesced chaos instead functions as *acid fog* (CL 12th).

**Confusion (Su)** A creature struck by a naunet's tentacle attack is infused with raw chaos, and must make a DC 19 Will save or be confused for 1 round. Rounds of confusion dealt in this manner stack. A creature with a chaotic component to its alignment gains a +4 bonus on saves against this effect, and creatures with the chaotic subtype are immune. This is a mind-affecting effect. The save DC is Constitution-based.

Far more bestial than their kin, naunets are the lowest caste of the true proteans, the shock troops of their race and roving marauders in the cause of chaos. Primarily found in the shifting borderlands between Limbo and other planes, naunets are driven half-insane by the stability and stasis of such areas, and frequently rampage through the edges of other planes, tearing up the very fabric of reality itself and returning vast swaths of land to the beautiful, formless potentiality of their home.

A naunet is 12 feet long and weighs 900 pounds.



Illustrations by Jorge Maese

## PROTEAN, VOIDWORM

*This tiny, iridescent serpent slithers through empty space, the air around it distorting as if from heat.*

VOIDWORM	CR 2
<b>XP 600</b> CN Tiny outsider (chaotic, extraplanar, protean, shapechanger) <b>Init</b> +3; <b>Senses</b> blindsense 30 ft., darkvision 30 ft., <i>detect law</i> ; Perception +8	
DEFENSE	
<b>AC</b> 15, touch 15, flat-footed 12 (+3 Dex, +2 size) <b>hp</b> 16 (3d10); fast healing 2 <b>Fort</b> +1, <b>Ref</b> +6, <b>Will</b> +2 <b>Defensive Abilities</b> amorphous anatomy, freedom of movement; <b>Immune</b> acid; <b>Resist</b> electricity 10, sonic 10	
OFFENSE	
<b>Speed</b> 20 ft., fly 50 ft. (perfect) <b>Melee</b> bite +8 (1d3–2), tail slap +3 (1d3–2 plus confusion) <b>Space</b> 2–1/2 ft.; <b>Reach</b> 0 ft. <b>Spell-Like Abilities</b> (CL 6th; concentration +7) Constant— <i>detect law</i> At will— <i>dancing lights</i> , <i>ghost sound</i> (DC 11), <i>prestidigitation</i> 3/day— <i>blur</i> (self only), <i>obscuring mist</i> 1/week— <i>commune</i> (CL 12th, 6 questions)	
STATISTICS	
<b>Str</b> 7, <b>Dex</b> 17, <b>Con</b> 10, <b>Int</b> 8, <b>Wis</b> 8, <b>Cha</b> 13 <b>Base Atk</b> +3; <b>CMB</b> +4; <b>CMD</b> 12 (can't be tripped) <b>Feats</b> Skill Focus (Perception), Weapon Finesse <b>Skills</b> Acrobatics +9 (+5 jump), Bluff +7, Escape Artist +7, Fly +19, Knowledge (arcana) +5, Perception +8, Stealth +15 <b>Languages</b> Common, Protean <b>SQ</b> change shape (2 forms, both of which must be Tiny animals; <i>beast shape II</i> )	
ECOLOGY	
<b>Environment</b> any (Limbo) <b>Organization</b> solitary, pair, or school (3–18) <b>Treasure</b> none	
SPECIAL ABILITIES	
<b>Confusion (Su)</b> A creature struck by a voidworm's tail slap must make a DC 12 Will save or become confused for 1 round. This is a mind-affecting effect. The save DC is Charisma-based.	

Debate rages as to whether or not the strange and capricious creatures called voidworms are actually

proteans at all. To the wizards and sorcerers who summon them as familiars, the answer seems obvious—these tiny dwellers of Limbo have all the requisite racial traits of proteans, down to their serpentine shapes. Yet the established protean castes find such claims outright insulting, claiming instead that it is such acts of conjuration that call voidworms forth from the raw stuff of Limbo, giving them shape and life according to the spellcasters' expectations, and that these lesser beings are but pale reflections of their formidable kin. Voidworms themselves have little to say on the matter—creatures of the moment, and sparing little thought for the constantly mutable concept of “reality,” voidworms only barely grasp cause and effect, and the past has no more substance or significance for them than a dream. In order to gain a voidworm as a familiar, a spellcaster must be chaotic neutral, be caster level 7th, and have the Improved Familiar feat.

Regardless of their actual origins, voidworms maintain a thriving ecology in the chaos of Limbo, forming together into darting, flashing schools that are often hunted for sport by naunets and other predators of chaos. Mortal wizards, however, most commonly encounter voidworms as summoned familiars. These tiny, serpentine creatures are particularly valued by illusionists, evokers, and other magical practitioners who deal with distorting or molding reality, though the familiars' bizarre logic and miniscule attention spans sometimes make them more trouble than they're worth. Still, their confusing attack and remarkable hardiness have saved more than one wizard on the battlefield, and their strange thought processes can sometimes offer unique insights in the laboratory. When traveling in more mundane lands, wizards often order voidworm familiars to use their change shape ability to disguise themselves as ordinary pets or animal familiars, though these disguises tend to slip when the voidworm grows curious or playful.

A voidworm is only 2 feet long and weighs a mere 2 pounds. No two voidworms are exactly alike in their coloration or markings. Their two feathery wings generally take on brighter colors than the rest of their bodies, and in the case of voidworms conjured as familiars, these “wings” are the same color as their masters' eyes.



# QLIPPOTH

Before the Abyss was taught how to process and transform larvae into demons—indeed, before larvae even existed or the idea of mortal life had been conceived—it was rife with foul life. These creatures exist still, yet in drastically reduced numbers and often only in the deepest pits of the plane. Known as the qlippoth (the singular and plural are identical), these fiends may well be the oldest form of life in the Great Beyond—certainly, they were already in existence before the proteans discovered them. Some believe that the qlippoth come from an unknowable realm on what might be described as the “outside shell” of the Outer Sphere, but if the qlippoth are to be taken as indicative of what order of existence rules in such a realm, it is a good thing indeed that this outer realm is so impossibly distant.

The qlippoth do not possess in their forms anything approximating the human shape except by cosmic fluke or sinister mockery. In their twitching, squirming visages, the mad might make comparisons to life’s most primeval shapes—spiders and cephalopods, insects and worms, and even baser forms of life. What this might imply about these lower forms of life has disturbed philosophers for ages, and is not a train of thought that many enjoy lingering upon.

Since the rise of mortal sin, the rule of the Abyss has passed from the qlippoth to the much more fecund demons. When the Abyss first “learned” how to transform mortal souls into demons, the resulting explosion of demonic life culminated in a violent and destructive war with the then-rulers of the Abyss—the qlippoth. For unguessed millennia this war raged across the countless layers of the Abyss. The qlippoth had the advantage of knowing their ancient realm and, as a general rule, were individually more powerful than most demons, but the demons had numbers on their side. And as the demons continued to win battle after battle, new powers among their kind rose—balors, balor lords, nascent demon lords, and eventually demon lords themselves. Over time, the qlippoth were hunted nearly to extinction on the upper layers of the Abyss, and were forced to retreat deep into that realm’s darkest and most remote realms, to places even the demons feared to tread.

Here, the qlippoth have festered and lurked for ages. None can say how many qlippoth survived that ancient war, for none can know how deep the Abyss goes. The qlippoth dwell in these darkest pits, periodically emerging to do battle against their hated demonic foes, yet their wrath is not limited to the demonic host. The qlippoth know that daemons played a role in “teaching” the Abyss how to birth demonic life, and their war with the denizens of Abaddon is one fueled more by a driving

need to punish than any need for survival. Yet as the eons have worn on, the qlippoth have come to realize that the true enemy is not a fiendish race—it is mortal life itself. For as long as mortal life continues to sin and die, the Abyss can continue to birth demons into its pits and rifts. The destruction of sin, by changing the way mortals live, would halt demonic growth, yet the qlippoth have no concept of how this goal might be achieved—to the qlippoth, only the murder of all mortality can suffice.

As a result, all qlippoth possess within their minds a burning hatred of mortal life, particularly humanoids, whom they know to be the primary seeds of sin. When a qlippoth is conjured to the Material Plane, it seeks any way to escape control in order to maul and destroy humans—they have a particular hatred of children and pregnant women, and if given a choice between harming someone already dying or close to death and someone with a full life ahead of them, they always choose to attack the latter, save for the rare case where the death of an elder or a dying loved one might result in a chain reaction of death among the young.

When called via spells like *planar ally* that require opposed Charisma checks or similar mechanics in order for the conjuring spellcaster to secure the outsider’s aid, evil humanoids take a –6 penalty when interacting with qlippoth due to the sin in their souls. The promise of a task that would afford the qlippoth the opportunity to kill many humanoids, or a sacrifice of a pregnant woman or a child, can sometimes offset this penalty. When a qlippoth shakes off the shackles of a conjuration, it attempts to remain on the Material Plane as long as possible, and during that time tries to murder as many mortals as it can, doing its part to deprive the Abyss of possible future sinful souls to build demons from.




## QLIPPOTH LORDS

That the qlippoth have among their kind paragons akin to demon lords is indisputable, yet these powers rarely, if ever, emerge from the deepest realms of the Abyss to interact with the rest of the multiverse. They are only rarely worshiped on the Material Plane, but such cults, where they exist, are singularly destructive and ruinous.

Yet the power granted by mortal worship can have a curious effect on a qlippoth—it can, in a way, infect it with the sins of its worshipers. Qlippoth who become so infected are either murdered by their kin or forced to flee to the upper realms of the Abyss, where they complete their transformation and, instead of remaining qlippoth lords, become demon lords. One can know the nature of a demon lord that began life as a qlippoth most easily by its shape—those demon lords, such as ichthyic Dagon or foul and festering Jubilex, bear little or no sign of a humanoid frame.

# QLIPPOTH, AUGNAGAR

*This enormous, spider-like creature has three clawed tails and eight legs connected by leathery webs of flesh.*

<b>AUGNAGAR</b>	<b>CR 14</b>	  
<b>XP 38,400</b>		
<b>CE</b> Huge outsider (chaotic, evil, extraplanar, qlippoth)		
<b>Init</b> +3; <b>Senses</b> blindsight 30 ft., darkvision 60 ft., scent, <i>true seeing</i> ; Perception +22		
<b>DEFENSE</b>		
<b>AC</b> 29, touch 7, flat-footed 29 (–1 Dex, +22 natural, –2 size)		
<b>hp</b> 203 (14d10+126)		
<b>Fort</b> +18, <b>Ref</b> +10, <b>Will</b> +9		
<b>DR</b> 10/lawful; <b>Immune</b> cold, poison, mind-affecting effects;		
<b>Resist</b> acid 10, electricity 10, fire 10		
<b>OFFENSE</b>		
<b>Speed</b> 50 ft., climb 50 ft., fly 50 ft. (average)		
<b>Melee</b> bite +23 (2d6+11 plus 1d8 bleed and rotting curse),		
3 claws +23 (1d8+11 plus 1d8 bleed)		
<b>Space</b> 15 ft.; <b>Reach</b> 15 ft. (30 ft. with claws)		
<b>Special Attacks</b> bleed, horrific appearance (DC 21)		
<b>Spell-Like Abilities</b> (CL 14th; concentration +18)		
Constant— <i>true seeing</i>		
3/day— <i>dimension door</i> , <i>protection from law</i>		
1/day— <i>waves of exhaustion</i>		
<b>STATISTICS</b>		
<b>Str</b> 32, <b>Dex</b> 9, <b>Con</b> 28, <b>Int</b> 5, <b>Wis</b> 20, <b>Cha</b> 19		
<b>Base Atk</b> +14; <b>CMB</b> +27; <b>CMD</b> 36 (44 vs. trip)		
<b>Feats</b> Flyby Attack, Hover, Improved Initiative, Improved Vital Strike, Lightning Reflexes, Power Attack, Vital Strike		
<b>Skills</b> Climb +19, Fly +12, Perception +22, Stealth +24; <b>Racial Modifiers</b> +16 Stealth		
<b>Languages</b> Abyssal; telepathy 100 ft.		
<b>ECOLOGY</b>		
<b>Environment</b> any (Abyss)		
<b>Organization</b> solitary		
<b>Treasure</b> standard		
<b>SPECIAL ABILITIES</b>		
<b>Horrific Appearance (Su)</b> Creatures that succumb to an augnagar's horrific appearance are driven momentarily insane. This results in 2 points of Charisma damage and leaves the victim confused for 1d3 rounds.		
<b>Rotting Curse (Su):</b> Bite—		
injury; <i>Save</i> Fort DC 26; <i>Frequency</i> 1/day; <i>Effect</i> 1d6 Con drain plus constant stench. A creature		

that suffers the rotting curse imparted by an augnagar's bite displays hideous, festering wounds that exude a horrific stench. This functions as the stench universal monster rule (see page 302), save that it affects all creatures except those that are immune to poison. The victim of this curse receives no saving throw to avoid becoming sickened by the stench, but other creatures can attempt a DC 26 Fortitude save to negate this condition—those who fail remain sickened as long as they remain within 30 feet of the cursed victim. The horrific stench also imparts a –8 penalty on all Stealth checks made by the cursed victim. The save DC is Constitution-based.

The immense augnagar is relatively slow-witted. As an outsider, it does not need to eat to survive, yet it remains ravenous and feeds on anything it can overpower. The augnagar prefers the taste of well-rotted flesh—particularly rotted demon flesh—and the horrific curse its bite imparts flavors its meals perfectly. Yet the augnagar's favorite feast is of a much more cannibalistic type. These creatures find the flesh of their own kind to be the greatest delicacy. When an augnagar feeds upon enough of its own kind, it grows enormously bloated such that it can no longer fly, at which point it uses its clawed tails to tear its body apart in a frenzy of self-destruction. From this storm of torn fat and shredded viscera emerges a fully grown thulgant qlippoth—a creature similar in shape to an augnagar, yet much more intelligent and even more dangerous.

An augnagar has a wingspan of 30 feet and weighs 6,000 pounds.





# QLIPPOTH, CHERNOBUE

This slippery, writhing mass of tentacles and stalked mouths has one huge hideous eye and a fanged maw for a belly.

## CHERNOBUE

CR 12



XP 19,200

CE Large outsider (chaotic, evil, extraplanar, qliploth)

**Init** +4; **Senses** darkvision 60 ft., scent; Perception +18

**Aura** misfortune (30 ft.)

### DEFENSE

**AC** 27, touch 13, flat-footed 23 (+4 Dex, +14 natural, -1 size)

**hp** 150 (12d10+84)

**Fort** +15, **Ref** +10, **Will** +11

**DR** 10/lawful; **Immune** cold, poison, mind-affecting effects;

**Resist** acid 10, electricity 10, fire 10; **SR** 23

**Weaknesses** light vulnerability

### OFFENSE

**Speed** 40 ft.

**Melee** 2 slams +19 (1d6+8/19-20 plus 1 Con damage), bite +19 (2d6+8 plus poison), 2 tentacles +14 (1d6+4)

**Space** 10 ft.; **Reach** 5 ft. (10 ft. with slams and tentacles)

**Special Attacks** horrific appearance (DC 20)

**Spell-Like Abilities** (CL 12th; concentration +16)

Constant—*air walk*, *arcane sight*

At will—*chaos hammer* (DC 18), *darkness*

3/day—*confusion* (DC 18), quickened *darkness*, *dispel magic*, *protection from law*

1/day—*plane shift* (DC 21)

### STATISTICS

**Str** 26, **Dex** 18, **Con** 24, **Int** 13, **Wis** 17, **Cha** 19

**Base Atk** +12; **CMB** +21; **CMD** 35 (39 vs. trip)

**Feats** Blind-Fight, Improved Critical (slam), Lightning Reflexes, Power Attack, Quicken Spell-Like Ability (darkness), Vital Strike

**Skills** Acrobatics +19 (+23 jump), Escape Artist +19, Intimidate +19, Knowledge (planes) +16, Perception +18, Sense Motive +18, Stealth +15

**Languages** Abyssal; telepathy 100 ft.

### ECOLOGY

**Environment** any (the Abyss)

**Organization** solitary, pair, or gang (3-6)

**Treasure** standard

### SPECIAL ABILITIES

**Aura of Misfortune (Su)** A chernobue radiates an aura of evil malaise to a radius of 30 feet. All lawful or good creatures in this area take a -1 penalty on attack rolls and weapon damage rolls. Lawful good creatures take a -3 penalty and upon first entering the aura must make a DC 20 Fortitude save or be sickened for as long as they remain in the area. This ability is Charisma-based.

**Horrid Appearance (Su)** Creatures that succumb to a chernobue's horrid appearance become paralyzed with disgust for 2d6 rounds; a paralyzed creature gets a new save each round to recover from the effect, provided he is no longer aware of the chernobue or within 30 feet of it.

**Light Vulnerability (Ex)** A chernobue within an area of bright light takes 1 point of Constitution damage per minute it remains in the area.

**Poison (Su)** Bite—injury; *save* Fort DC 23; *frequency* 1/round for 6 rounds; *effect* 1d2 Con drain; *cure* 1 save. The thick, orange poison injected by a chernobue is semi-alive. As soon as the poisoned victim is cured of the poison (by making a save, being targeted with an effect like *neutralize poison*, or enduring the full duration of the poison), the orange fluid bursts from the victim's body, causing 1d6 Charisma damage and rendering the victim unconscious for 2d6 rounds unless he makes a final DC 23 Fortitude save. The save DC is Constitution-based.

The chernobue is a living manifestation of the vile fecundity of the Abyss—a monstrous, alien pregnancy made flesh. By infecting creatures with the Abyssal taint they carry, they spread pain and misfortune wherever they flop and writhe—and with their *plane shift* ability, they are ready to spread their filth throughout the multiverse. A chernobue is

13 feet long and weighs 500 pounds.

Illustrations by Andrew Hou



# QLIPPOTH, CHERNOBUE-QLIPPOTH, CYTHNIGOT

## QLIPPOTH, CYTHNIGOT

*This six-legged horror has a spider's face and a fibrous stalk growing out of its back—a stalk ending in a snapping mouth.*

### CYTHNIGOT

CR 2



XP 600

CE Tiny outsider (chaotic, evil, extraplanar, qlippoth)

**Init** +1; **Senses** darkvision 60 ft., *detect law*, *detect magic*;

Perception +5

### DEFENSE

**AC** 14, touch 13, flat-footed 13 (+1 Dex, +1 natural, +2 size)

**hp** 16 (3d10)

**Fort** +1, **Ref** +6, **Will** +2

**DR** 5/cold iron or lawful; **Immune** cold, poison, mind-affecting effects; **Resist** acid 10, electricity 10, fire 10

### OFFENSE

**Speed** 40 ft., fly 60 ft. (good)

**Melee** bite +6 (1d6+1 plus spores)

**Space** 2-1/2 ft.; **Reach** 0 ft.

**Special Attacks** horrific appearance (10 feet, DC 9)

**Spell-Like Abilities** (CL 6th, concentration +4)

Constant—*detect law*, *detect magic*, *fly*

1/day—*soften earth and stone*, *warp wood*

1/week—*commune* (six questions)

### STATISTICS

**Str** 12, **Dex** 12, **Con** 11, **Int** 11, **Wis** 8, **Cha** 7

**Base Atk** +3; **CMB** +2; **CMD** 13 (21 vs. trip)

**Feats** Lightning Reflexes, Weapon Finesse

**Skills** Acrobatics +7 (+11 jump), Fly +15,

Knowledge (nature) +6, Knowledge

(planes) +6, Perception +5, Stealth +15

**Languages** Abyssal; telepathy (touch)

### ECOLOGY

**Environment** any (Abyss)

**Organization** solitary or bloom (2–12)

**Treasure** standard

### SPECIAL ABILITIES

**Horrific Appearance (Su)** Creatures that succumb to a cythnigot's horrific appearance become sickened for 1 round—a cythnigot's horrific appearance only functions to a range of 10 feet. Once a creature makes a saving throw against a particular cythnigot's horrific appearance, that creature is immune to the horrific appearance of all cythnigots for 24 hours. A spellcaster that has a cythnigot as a familiar is immune to the horrific appearance of all cythnigots, and also gains a +4 bonus on saving throws made against any qlippoth's horrific appearance.

**Spores (Su)** Any creature bitten by a cythnigot must make a DC 11 Fortitude save or become infested by the creature's otherworldly spores. These spores cause twitching spikes and hideous pallid growths of hair-like fibers to erupt from the bite wound and to writhe and wrap around the target's limbs. A creature suffering from these spores is entangled, and can attempt a new DC 11 Fortitude save in later rounds as a standard action to rip the tendrils free and escape the entangled condition. The effects of multiple cythnigot bites on a creature do not stack. Plant creatures take a –4 penalty on saves against this effect. This is a disease effect. The save DC is Constitution-based.

The cythnigot is a foul fungal parasite that grows and thrives within the corpses of small animals. The fungus transforms the host corpse in hideous ways, adding legs or rearranging features—a rat might gain an extra pair of legs and an insectoid visage, while a cat could lose all its legs and fur and gain a snake-like body. The only thing that all cythnigots have in common is a long stalk of fungal material that extends up from the creature's body, ending in a surprisingly strong set of fanged jaws. A cythnigot without a host body appears as little more than a foul-smelling puffball the size of a human's fist.

Chaotic evil spellcasters of caster level 7th who have the Improved Familiar feat can gain a cythnigot as a familiar—to do so, the spellcaster must already have a Tiny animal as a familiar. Infusing this familiar with the spores results in a cythnigot that is a loyal, if rather disgusting, minion of the spellcaster. A cythnigot is about 20 inches long and weighs 10 pounds.





# QLIPPOTH, IATHAVOS

This immense creature has four bat-like wings and a spherical body. Red eyes peer from all sides, and two huge claws dangle below.

## IATHAVOS

CR 20



XP 307,200

CE Colossal outsider (chaotic, evil, extraplanar, qliploth)

**Init** -1; **Senses** all-around vision, darkvision 60 ft., low-light vision; Perception +37

**Aura** cloak of chaos (DC 26), stench (DC 32, 10 rounds)

### DEFENSE

**AC** 37, touch 7, flat-footed 37 (+4 deflection, -1 Dex, +2 insight, +30 natural, -8 size)

**hp** 372 (24d10+240); fast healing 15

**Fort** +28, **Ref** +15, **Will** +28

**Defensive Abilities** ichor, never surprised or flat-footed;

**DR** 15/cold iron and lawful; **Immune** cold, poison, mind-affecting effects; **Resist** acid 30, electricity 10, fire 10; **SR** 31

### OFFENSE

**Speed** 20 ft., fly 50 ft. (perfect)

**Melee** 2 claws +31 (4d6+15/19-20 plus grab), 4 wings +26 (2d8+7)

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

**Special Attacks** abyssal transformation, entropic beams, horrific appearance (DC 30)

**Spell-Like Abilities** (CL 20th; concentration +28)

Constant—cloak of chaos (DC 26), foresight, freedom of movement, true seeing

At will—dimension door, dispel law, greater dispel magic, magic missile, plane shift (DC 25), wind walk, word of recall 3/day—black tentacles, dimensional lock, horrid wilting (DC 26), insanity (DC 25), word of chaos (DC 25)

1/day—quicken heal, imprisonment (DC 27)

### STATISTICS

**Str** 40, **Dex** 8, **Con** 31, **Int** 29, **Wis** 30, **Cha** 27

**Base Atk** +24; **CMB** +47 (+51 grapple); **CMD** 62 (can't be tripped)

**Feats** Awesome Blow, Critical Focus, Greater Vital Strike, Improved Bull Rush, Improved Critical (claw), Improved Vital Strike, Lightning Reflexes, Power Attack, Quicken Spell-Like Ability (heal), Spell Penetration, Staggering Critical, Vital Strike

**Skills** Bluff +35, Escape Artist +23, Fly +26, Intimidate +35, Knowledge (arcana) +36, Knowledge (dungeoneering) +33, Knowledge (geography) +33, Knowledge (history) +33, Knowledge (planes) +36, Knowledge (religion) +33, Perception +37, Sense Motive +37, Spellcraft +36, Stealth +10, Use Magic Device +35

**Languages** Abyssal; telepathy 300 ft.

### ECOLOGY

**Environment** any (Abyss)

**Organization** solitary

**Treasure** double

### SPECIAL ABILITIES

**Abyssal Transformation (Su)** If an iathavos establishes a hold on a creature of Large or smaller size, it can place that creature deep within the bristly folds of its flesh. Treat this as an engulf attack (see page 296), except that at the start of the iathavos's turn, an engulfed creature must make a DC 30 Fortitude save or be transformed into a nyogoth qliploth that immediately squirms out of the iathavos's body to serve its new master. Creatures transformed into nyogoths are not controlled by the iathavos, but function and behave as if they were typical members of that species—they retain no memories or abilities they may have possessed in their previous lives. Items held or worn by the unfortunate victim remain lodged within the folds of the iathavos's body and can only be retrieved if the iathavos is helpless or dead. A creature transformed into a nyogoth in this manner can be restored to its true shape via *break enchantment*, *miracle*, or *wish*. Otherwise, slaying the nyogoth allows the poor soul to be restored to life via *reincarnation*, *resurrection*, or *true resurrection*. The save DC is Charisma-based.

**Entropic Beams (Su)** As a standard action once every minute, an iathavos can fire beams of entropic energy from its 10 eyes. Each of these beams of energy can be directed at a single target within 300 feet of the iathavos, but no more than one beam may be directed at any one creature. Beams that are not directed at a creature are wasted. The qliploth must make a +15 ranged touch attack to hit with each beam. Each beam has the same effect as a CL 20th *disintegrate* (40d6 damage, DC 32 Fortitude partial for 5d6 damage), except a creature killed by this damage explodes in a 5-foot burst of energy, flesh, shadow, and smoke instead of turning into dust. Any creature in this burst must make a DC 32 Will save or be staggered for 1 round. The save DCs are Constitution-based.

**Horrific Appearance (Su)** Creatures that succumb to the iathavos's horrific appearance are affected by a *feeblemind* effect and permanently blinded.

**Ichor (Su)** As long as the iathavos has taken any hit point damage, thick and stringy ropes of black ichor weep from the fissures and folds in its bristly hide. This ichor extrudes from the creature's body in a writhing nimbus of filaments at a rate of 5 feet per round, to a maximum range equal to its reach (30 feet). At the start the iathavos's turn, all creatures in reach of these strands of ichor must make a DC 32 Reflex save or become entangled. At the start the iathavos's turn, all creatures entangled by the ichor take 4d6 points of acid damage. If the qliploth ends its turn with no hit point damage, the ichor melts away into harmless mist, releasing all entangled creatures. The save DC is Constitution-based.

**Stench (Su)** The iathavos's stench ability is supernaturally disgusting—creatures that succumb to this ability are nauseated, while those that save are still sickened.

The most terrible of the qliploth, with the exception of the qliploth lords, is doubtless the immense iathavos. Believed by many to be a singular entity, a unique qliploth so abhorrent that even the Abyss cannot bear to allow more than one to exist at any one time, the iathavos is often encountered attended by numerous nyogoth qliploth that squirm over its body or under its bulk, feeding upon the wastes and fragments left behind by its shuddersome passing. These nyogoths are invariably other creatures that the iathavos has absorbed and remade—they represent one of the most heinous fates that could await would-be explorers of the deepest Abyssal rifts.

The iathavos crusades against the demonic scourge, but the monster does not limit its attentions to seeking out and destroying demons in preparation for the return of the Abyss to qliploth rule. Indeed, the iathavos has the ability to shift among the various planes of the multiverse, and often travels to Material Plane worlds to systematically scour realms clean of mortal life, thus ensuring that these worlds can no longer provide the raw materials—sinful mortal souls—the Abyss relies upon to create new demons. Worlds visited by the iathavos are notable for the widespread devastation and the unusually large populations of nyogoths that remain behind to consume every last speck of decay the iathavos leaves behind.

The iathavos can be called via the most powerful spells, such as *gate*, but its immunity to mind-affecting effects and its vast size ensure that only the most desperate or most insane ever attempt such a self-destructive act. In all known cases, the deliberate conjuration of the iathavos to another world has done little more than draw the attention of the powerful creature to that world, so that even if it is banished back to the Abyss before it can cause too much devastation, the iathavos remembers the visit. It often returns under its own power at a later date to pursue its own goals on the newly discovered world. Only if the iathavos is presented with defenders that prevent it from achieving its destructive ruin does it flee back to the Abyss via *plane shift*—in such cases, the qliploth often waits for centuries or even millennia before returning to that world, for there are always easier realms to destroy.

The iathavos is a powerful and horrifying monster made all the more devastating by its incredible intellect. The creature takes care to plan its major assaults on demonic enclaves or mortal cities, even though it is powerful enough that few creatures in the multiverse can give it pause.

When the iathavos is slain, the multiverse typically has only a relatively short time before the Abyss births a replacement monstrosity for the defeated qliploth. This newly born iathavos is an entirely new creature—it does not share the memories of the previous incarnation, nor does it possess any advanced hit dice or class levels the previous monster may have gained, yet its appetite and hatred for demonic life and the sins that create such life remain constant and unending.



To call such an iathavos a “newborn” is somewhat misleading. Although technically a freshly created creature, newborn iathavoses do not undergo a “childhood.”

They form fully grown, as presented here. Yet with each new incarnation of the qliploth monstrosity, changes can occur. A new iathavos might have slightly different spell-like abilities, for example, or the nature of its horrific appearance might change from that presented here. As an iathavos continues to hunt and destroy, it grows more powerful—an advanced iathavos typically gains more racial Hit Dice as a result. An iathavos that gains power by taking class levels is not unheard of, but it is quite rare—most who do take levels in sorcerer.



# QLIPPOTH, NYOGOTH

*This appears to be a mass of floating intestines tangled around a fanged mouth—the tips of its coils also end in toothy maws.*

## NYOGOTH

CR 10



XP 9,600

CE Medium outsider (chaotic, evil, extraplanar, qliploth)

**Init** +5; **Senses** darkvision 60 ft.; **Perception** +17

### DEFENSE

**AC** 24, **touch** 15, **flat-footed** 19 (+5 Dex, +9 natural)

**hp** 125 (10d10+70)

**Fort** +14, **Ref** +12, **Will** +7

**Defensive Abilities** acid spray; **DR** 10/lawful; **Immune** acid, cold, poison, mind-affecting effects; **Resist** electricity 10, fire 10

### OFFENSE

**Speed** 5 ft., fly 30 ft. (good)

**Melee** 4 bites +15 (1d6+3/19–20 plus 1d4 acid), bite +15 (2d6+3/19–20 plus 1d4 acid)

**Special Attacks** horrific appearance (DC 18)

**Spell-Like Abilities** (CL 10th; concentration +13)

At will—acid arrow

7/day—fear (DC 17), protection from law

1/day—acid fog, dimension door

### STATISTICS

**Str** 16, **Dex** 21, **Con** 24, **Int** 9, **Wis** 19, **Cha** 16

**Base Atk** +10; **CMB** +13; **CMD** 28 (can't be tripped)

**Feats** Combat Reflexes, Improved Critical (bite), Power Attack, Vital Strike, Weapon Finesse

**Skills** Fly +22, Intimidate +16, Knowledge (planes) +12, Perception +17, Stealth +18

**Languages** Abyssal; telepathy 100 ft.

**SQ** flight

### ECOLOGY

**Environment** any (the Abyss)

**Organization** solitary or brood (2–8)

**Treasure** standard

### SPECIAL ABILITIES

**Acid Spray (Su)** A nyogoth's body is full of highly corrosive digestive fluid. Every time a nyogoth is damaged by a piercing or slashing weapon, all creatures adjacent to the nyogoth take 1d6 points of acid damage (2d6 acid damage if the attack is a critical hit).

**Horrific Appearance (Su)** Creatures that succumb to a nyogoth's horrific appearance become nauseated for 1d8 rounds.

The nyogoth's role on the Abyss is that of a scavenger. Essentially mobile clumps of buoyant intestines, these writhing creatures squirt through the air in convulsive movements like an octopus gliding through water, and are constantly on the search for anything smaller than one of their many mouths (either the relatively small ones that pinch and gasp at the tips of their intestinal limbs or the larger gaping one at their cores). They can subsist on the waste and filth left behind by other denizens of the Abyss, but particularly enjoy feeding on still-living creatures.

Despite their seemingly lowly role in Abyssal ecosystems, the nyogoths are far from stupid beasts. Most are nearly as intelligent as the average human, and are capable of solving relatively complex problems when it comes to securing the next meal. As outsiders, nyogoths do not need to eat to survive, yet this does not exempt them from hunger—a nyogoth that goes for longer than 12 hours without a meal becomes increasingly violent and erratic. Such a “starving” nyogoth typically fights to the death when the prospect of food is available, and may even resort to self-cannibalism, drinking its own spurting digestive juices from its wounds in a nauseating display.

A typical nyogoth is 5 feet in diameter and weighs 260 pounds, although they are known to grow much larger.



## QLIPPOTH, SHOGGTI

*This pale creature has four suckered arms that end in pincers. A gnashing maw gapes in its head between two staring eyes.*

### SHOGGTI

CR 7



XP 3,200

CE Large outsider (chaotic, evil, extraplanar, qliploth)

**Init** +7; **Senses** darkvision 60 ft.; Perception +18

#### DEFENSE

**AC** 21, touch 12, flat-footed 18 (+3 Dex, +9 natural, -1 size)

**hp** 80 (7d10+42)

**Fort** +11, **Ref** +5, **Will** +9

**Defensive Abilities** uncanny dodge; **DR** 10/cold iron or lawful; **Immune** cold, poison, mind-affecting effects;

**Resist** acid 10, electricity 10, fire 10

#### OFFENSE

**Speed** 30 ft.

**Melee** bite +12 (1d8+6), 4 tentacles +8 (1d4+3 plus grab)

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

**Special Attacks** braincloud, horrific appearance (DC 15), constrict (1d4+6)

**Spell-Like Abilities** (CL 7th; concentration +9)

Constant—*tongues*

At will—*command* (DC 13)

3/day—*charm person* (DC 13), *protection from law*

1/day—*charm monster* (DC 16), *dimension door*

#### STATISTICS

**Str** 22, **Dex** 16, **Con** 23, **Int** 12, **Wis** 19, **Cha** 15

**Base Atk** +7; **CMB** +14 (+18 grapple); **CMD** 27 (31 vs. trip)

**Feats** Combat Reflexes, Improved Initiative, Skill Focus (Use Magic Device), Weapon Focus (tentacles)

**Skills** Escape Artist +13, Intimidate +16, Knowledge (planes) +11, Perception +18, Sense Motive +14, Stealth +9, Use Magic Device +19; **Racial Modifiers** +4 Intimidate, +4 Perception, +4 Use Magic Device

**Languages** Abyssal; telepathy 100 ft.

#### ECOLOGY

**Environment** any (the Abyss)

**Organization** solitary, pair, or slaver band (3–10 plus 6–12 slaves of various races)

**Treasure** standard

#### SPECIAL ABILITIES

**Braincloud (Su)** Once per round, in place of a melee attack with a tentacle, a shoggti can make a melee touch attack with the pincer on the end of that tentacle. If it hits, the target takes 1d4 points of Wisdom damage. Shoggti use this ability to mentally debilitate their victims so they can more easily use their charm spell-like abilities against them.

**Horrific Appearance (Su)** Creatures that succumb to

a shoggti's horrific appearance become fascinated by the creature's hypnotically wriggling tentacles and the strange, shimmering colors in its eyes. This effect persists for 1d6 rounds (but can be ended by the normal methods of defeating the fascinated condition).

The shoggti are masters of mind manipulation, capable of seizing control of the thoughts of others and charming them into docile allies. They invade other realms in slaver bands, seeking out creatures to capture alive and return to the Abyss as charmed slaves—the fates of these poor souls is unknown, but likely has something to do with the qliploth drive to reclaim the Abyss as their own.

Although a shoggti lacks proper hands, it is capable of performing incredibly dextrous manipulations with the pincers at the tips of its tentacles. It cannot wield weapons in these pincers, but it can utilize magic items like wands, rods, staves, and the like. Shoggti are fond of wands in particular, particularly those that create mind-affecting effects that are easy to inflict on victims of their braincloud ability.

A shoggti's body is an egg-shaped mass about 8 feet long—its tentacles are about 8 feet long as well. The whole creature weighs 900 pounds.





# QLIPPOTH, THULGANT

This monster has ten spidery legs, a head writhing with dripping tentacles above a clutch of red eyes, and three whipping stingers.

THULGANT	CR 18
<b>XP 153,600</b> CE Large outsider (chaotic, evil, extraplanar, qlippoth) <b>Init</b> +12; <b>Senses</b> darkvision 60 ft., <i>true seeing</i> ; Perception +31 <b>Aura</b> cloak of chaos (DC 25)	
DEFENSE	
<b>AC</b> 33, touch 25, flat-footed 21 (+4 deflection, +12 Dex, +8 natural, –1 size) <b>hp</b> 290 (20d10+180); fast healing 10 <b>Fort</b> +25, <b>Ref</b> +30, <b>Will</b> +18 <b>Defensive Abilities</b> <i>displacement</i> , evasion, <i>freedom of movement</i> ; <b>DR</b> 15/cold iron and lawful; <b>Immune</b> acid, cold, poison, mind-affecting effects; <b>Resist</b> electricity 10, fire 10; <b>SR</b> 25 vs. lawful spells and creatures	
OFFENSE	
<b>Speed</b> 40 ft., climb 40 ft., fly 60 ft. (good) <b>Melee</b> 3 stings +27 (1d6+8/19–20 plus ability drain), 5 tentacles +22 (1d6+4 plus 2d6 acid) <b>Space</b> 10 ft.; <b>Reach</b> 10 ft. <b>Special Attacks</b> horrific appearance (DC 27), savage stingers <b>Spell-Like Abilities</b> (CL 18th; concentration +25) Constant— <i>cloak of chaos</i> (DC 25), <i>displacement</i> , <i>freedom of movement</i> , <i>true seeing</i> At will— <i>dimension door</i> , <i>greater dispel magic</i> , <i>telekinesis</i> (DC 22) 3/day—quicken <i>dimension door</i> , <i>flesh to stone</i> (DC 23), <i>word of chaos</i> (DC 24) 1/day— <i>binding</i> (DC 25), <i>plane shift</i> (DC 24), <i>telekinetic sphere</i> (DC 25), <i>temporal stasis</i> (DC 25)	
STATISTICS	
<b>Str</b> 26, <b>Dex</b> 34, <b>Con</b> 29, <b>Int</b> 24, <b>Wis</b> 27, <b>Cha</b> 25 <b>Base Atk</b> +20; <b>CMB</b> +29; <b>CMD</b> 55 (71 vs. trip) <b>Feats</b> Combat Expertise, Combat Reflexes, Critical Focus, Greater Vital Strike, Improved Critical (sting), Improved Vital Strike, Lightning Reflexes, Quicken Spell-Like Ability ( <i>dimension door</i> ), Staggering Critical, Vital Strike <b>Skills</b> Acrobatics +35 (+39 jump), Bluff +30, Climb +36, Fly +33, Intimidate +27, Knowledge (arcana) +27, Knowledge (history) +30, Knowledge (planes) +30, Perception +31, Sense Motive +31, Spellcraft +27, Stealth +31, Use Magic Device +30 <b>Languages</b> Abyssal; telepathy 100 ft. <b>SQ</b> demon hunter	
ECOLOGY	
<b>Environment</b> any (Abyss) <b>Organization</b> solitary, pair, or patrol (3–4)	

**Treasure** double

## SPECIAL ABILITIES

- Ability Drain (Su)** A thulgant's stingers each drain a different ability score on a hit. One stinger drains 1d4 points of Strength, another drains 1d4 points of Dexterity, and the third drains 1d4 points of Charisma. Any sting's drain is negated by a DC 29 Fortitude save. The save DC is Constitution-based.
- Demon Hunter (Ex)** A thulgant gains a +10 racial bonus on caster level checks to penetrate the spell resistance of any demon. Its attacks are treated as cold iron and good against demons.
- Horrific Appearance (Su)** Creatures that succumb to a thulgant's horrific appearance are stunned for 1d4 rounds and take 1d6 points of Wisdom damage.
- Savage Stingers (Ex)** If a thulgant hits a single target with all three stings in the same round, it tears through the victim's body, dealing an extra 3d6+12 points of damage and draining an additional 2 ability points from all six of the victim's ability scores. A single DC 29 Fortitude save negates all of this additional ability drain. The save DC is Constitution-based.

The dreaded thulgant is among the most dangerous of the qlippoth, for it supports an array of deadly and painful physical attacks with a wide range of potent magical powers. Born from the cannibalistic orgies of augnagar qlippoth, each thulgant exists for one purpose only—the eradication of all demons from the Abyss.

Yet thulgants do not spend all of their lives hunting and destroying demons. They rule horrific hives deep in the Abyss populated by all manner of hideous minions, many of which are bound into servitude via *binding* spells. These qlippoth are fond of decorating their lairs with petrified or enstasised victims of great power—the more powerful the victims, the greater the prestige held by the thulgant.



## QUICKLING

*This creature resembles a short and slight elf wearing drab clothes and a wicked grin. In a blink, the thing darts from sight.*

### QUICKLING

CR 3



XP 800

CE Small fey

**Init** +7; **Senses** low-light vision; Perception +9

#### DEFENSE

**AC** 20, touch 19, flat-footed 12 (+7 Dex, +1 dodge, +1 natural, +1 size)

**hp** 18 (4d6+4)

**Fort** +2, **Ref** +11, **Will** +6

**Defensive Abilities** evasion, natural invisibility, supernatural speed, uncanny dodge; **DR** 5/cold iron

**Weaknesses** slow susceptibility

#### OFFENSE

**Speed** 120 ft.

**Melee** short sword +10 (1d4–1/19–20)

**Special Attacks** sneak attack +1d6

**Spell-Like Abilities** (CL 6th; concentration +8)

1/day—*dancing lights*, *flare* (DC 12), *levitate*, *shatter* (DC 14), *ventriloquism* (DC 13)

#### STATISTICS

**Str** 8, **Dex** 24, **Con** 13, **Int** 15, **Wis** 15, **Cha** 14

**Base Atk** +2; **CMB** +0; **CMD** 18

**Feats** Dodge, Mobility<sup>B</sup>, Spring Attack<sup>B</sup>, Weapon Finesse

**Skills** Acrobatics +14 (+50 jump), Bluff +9, Craft (any one) +9,

Escape Artist +14, Perception +9, Spellcraft +6, Stealth +18,

Survival +4, Use Magic Device +7

**Languages** Aklo, Common, Sylvan

**SQ** poison use

#### ECOLOGY

**Environment** temperate forests

**Organization** solitary, gang (2–5), or band (4–11 plus one advanced leader)

**Treasure** NPC gear (blue whinnis poison [4 doses], Small short sword, other treasure)

#### SPECIAL ABILITIES

**Natural Invisibility (Su)** A quickling is invisible when motionless. It loses this invisibility and remains visible for 1 round in any round in which it takes an action other than a free action.

**Supernatural Speed (Su)** A quickling moves with incredible speed. Save for when it remains motionless (at which point it is invisible), the quickling's shape blurs and shimmers with this speed, granting it concealment (20% miss chance). In addition, this ability grants the quickling evasion and uncanny dodge (as the rogue abilities of the same names).

**Slow Susceptibility (Ex)** A quickling that succumbs to a *slow* effect loses its supernatural speed ability and is sickened as

long as the effect persists. This sickened condition persists for 1 round after the *slow* effect ends.

Few creatures can match the speed of a quickling. These malicious fey creatures delight in striking with blinding speed and accuracy, often killing their victims without ever fully revealing themselves; the victim simply spurts blood and falls over dead, with no witnesses to the quickling's deed. Though related to brownies and grigs, quicklings share none of their kin's generosity or merriment, choosing instead to live a life of cruelty and viciousness. Quicklings pride themselves on insults and brutality, and frequently stalk and harass their quarry until the victim gives up the chase. While quicklings are naturally invisible when motionless, they rarely contain themselves, and bob and twitch while standing and talking to other creatures. Quicklings hate every other race of creature, particularly elves, gnomes, and other kinds of fey. They barely tolerate their own kind, and rarely work together for longer than a few weeks.

Quicklings stand just over 2-1/2 feet tall and weigh 15 pounds.



Illustration by Eric Belisle





## QUICKWOOD

*Were it not for the image of a sinister face peeking out from its dark gray bark, this would look like any other ragged oak tree.*

### QUICKWOOD

CR 8



XP 4,800

N Huge plant

**Init** +3; **Senses** darkvision 120 ft., low-light vision, oaksight;

Perception +21

**Aura** fear aura (variable distance, DC 20)

#### DEFENSE

**AC** 19, touch 7, flat-footed 19 (–1 Dex, +12 natural, –2 size)

**hp** 95 (10d8+50)

**Fort** +12, **Ref** +2, **Will** +5

**Defensive Abilities** spell absorption; **Immune** electricity, fire, plant traits; **SR** 19 (see spell absorption)

#### OFFENSE

**Speed** 10 ft.

**Melee** bite +14 (2d6+9), 3 roots +12 (1d6+4 plus pull)

**Space** 5 ft.; **Reach** 15 ft. (60 ft. with root)

**Special Attacks** pull (root, 10 ft.)

#### STATISTICS

**Str** 29, **Dex** 8, **Con** 21, **Int** 12, **Wis** 15, **Cha** 12

**Base Atk** +7; **CMB** +18; **CMD** 27 (can't be tripped)

**Feats** Improved Initiative, Lunge, Multiattack, Power Attack, Skill Focus (Perception)

**Skills** Knowledge (nature) +11, Perception +21, Stealth +4 (+8 in forests); **Racial**

**Modifiers** +4 Stealth in forests

**Languages** Common, Sylvan

#### ECOLOGY

**Environment** temperate forests

**Organization** solitary

**Treasure** standard

#### SPECIAL ABILITIES

**Fear Aura (Su)** A quickwood with stored magical energy can activate its fear aura as a standard action. The aura has a radius of 10 feet per spell level of the effect and lasts for 1 round (Will DC 20 negates). Creatures that fail their saving throws become panicked for 1 minute. The DC is Charisma-based and includes a +4 racial bonus.

**Oaksight (Su)** A quickwood may observe the area surrounding any oak tree within 360 feet as if using *clairaudience/clairvoyance*. It can use this ability on any number of oak trees in the area.

Although the quickwood does not need line of sight to establish this link, if it does have line of sight to even a single oak tree, it cannot be flanked.

**Roots (Ex)** A quickwood has dozens of long roots, but can only attack with up to three of them in any given

round. If the quickwood uses its pull ability to pull a target within reach of its bite attack, it can immediately make a free bite attack with a +4 bonus on its attack roll against that target.

**Spell Absorption (Su)** If a quickwood's spell resistance protects it from a magical effect, the creature absorbs that magical energy into its body. It can release this energy to activate its fear aura ability. While the plant is storing a spell, its SR decreases by 5. It can only store one spell at a time.

These carnivorous plants prize human and elven flesh, but eat anything they manage to catch. Quickwoods typically explore an area, taking note of any oak trees, and then root themselves and wait for prey to wander by. They use their oaksight ability to maintain constant surveillance of their hunting grounds and send their roots out to drag likely prey back to them.

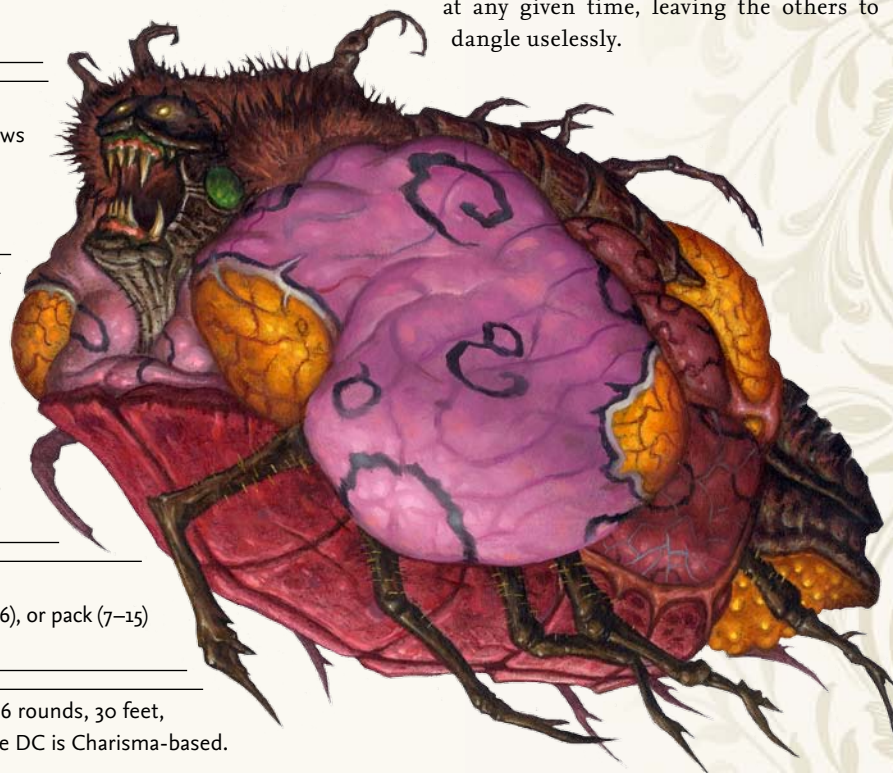




# RAST

*This bulbous creature consists of many tangled legs, a bulging body of puffed flesh, and a mouth filled with sharp fangs.*

RAST	CR 5
<b>XP 1,600</b>	
N Medium outsider (extraplanar, fire)	
<b>Init</b> +5; Senses darkvision 60 ft.; Perception +10	
<b>DEFENSE</b>	
<b>AC</b> 18, touch 11, flat-footed 17 (+1 Dex, +7 natural)	
<b>hp</b> 51 (6d10+18)	
<b>Fort</b> +8, <b>Ref</b> +6, <b>Will</b> +3	
<b>Immune</b> fire	
<b>Weaknesses</b> vulnerability to cold	
<b>OFFENSE</b>	
<b>Speed</b> 5 ft., fly 60 ft. (good)	
<b>Melee</b> bite +8 (1d6+2 plus grab), 4 claws +9 (1d4+2)	
<b>Special Attacks</b> blood drain (1d2 Constitution), paralyzing gaze	
<b>STATISTICS</b>	
<b>Str</b> 14, <b>Dex</b> 12, <b>Con</b> 17, <b>Int</b> 3, <b>Wis</b> 13, <b>Cha</b> 12	
<b>Base Atk</b> +6; <b>CMB</b> +8 (+12 grapple); <b>CMD</b> 19 (can't be tripped)	
<b>Feats</b> Flyby Attack, Improved Initiative, Weapon Focus (claw)	
<b>Skills</b> Fly +5, Perception +10, Stealth +10	
<b>Languages</b> Ignan (cannot speak)	
<b>ECOLOGY</b>	
<b>Environment</b> any (Plane of Fire)	
<b>Organization</b> solitary, pair, cluster (3–6), or pack (7–15)	
<b>Treasure</b> none	
<b>SPECIAL ABILITIES</b>	
<b>Paralyzing Gaze (Su)</b> Paralyzed for 1d6 rounds, 30 feet, Fortitude (DC 14) negates. The save DC is Charisma-based.	



Hailing from the barren wastes of the Plane of Fire, the rast is as dangerous as it is bizarre. Its body is a single tumorous sack that bulges with hidden organs and veins and bears no sensory apparatus beyond two miniscule eyes almost lost in the folds and wattles of its flesh. Instead, its defining feature is a mouth of flesh-ripping teeth and a wriggling mass of tangled legs. The exact number of legs on a particular rast is seemingly a random trait. Strangely, these tangled limbs do not support the creature, but rather hang twitching and waving beneath it as the rast floats through the air with an easy grace, only reaching out to manipulate objects or—more often—to slash at its prey.

Though rasts do not appear to have any spoken language, they display a degree of intelligence that places

them above mere animals, and use this innate cunning to aid in their hunts. As prey is scarce in the barren, ashy deserts of the Plane of Fire where they make their home, rasts prefer to hunt in packs, swarming through the skies like schools of fish, their movements precise and coordinated despite their thrashing limbs. When they come across a likely target, they descend en masse, paralyzing those foes susceptible to their gaze and then abandoning them temporarily to focus on any opponents that remain mobile and dangerous, slashing with their claws and latching on with thick-lipped mouths to suck their victims' blood and viscera. Though each rast has roughly a dozen limbs, it can only control up to four at any given time, leaving the others to dangle uselessly.

Rasts make their homes in small ashen burrows, no more than holes scooped out by the thrashing of their claws, and bear their squirming young live. An adult rast is the size of a human and weighs 200 pounds. Rasts tend to be red, yellow, or purple, with darker coloration on their legs and heads, the better to blend in with the fiery plains of their homeland. Though most other intelligent species on the Plane of Fire are powerful enough (or wise enough) to avoid direct conflict with a rast pack, a cluster that stumbles through a portal to the Material Plane (or perhaps more tragically, is summoned to the Material Plane by a foolish spellcaster) can prove disastrous for the local ecosystem, consuming everything in its path with seemingly no limit to its repulsive hunger.

Illustration by Jim Pavelec





# RAVENER

*This immense skeletal dragon rears up to its full, towering height, bones glowing and shimmering with vile green energy.*

## RED WYRM RAVENER

CR 22



XP 614,400

CE Gargantuan undead (fire)

**Init** +3; **Senses** blindsense 120 ft., darkvision 240 ft., smoke vision; Perception +45

**Aura** cowering fear, fire, frightful presence (330 ft., DC 31)

### DEFENSE

**AC** 45, touch 9, flat-footed 45 (+4 deflection, -1 Dex, +36 natural, -4 size)

**hp** 337 (27d8+216)

**Fort** +23, **Ref** +14, **Will** +23

**Defensive Abilities** channel resistance +4, soul ward (27 hp);

**DR** 20/good; **Immune** fire, undead traits; **SR** 33

**Weaknesses** vulnerability to cold

### OFFENSE

**Speed** 40 ft., fly 250 ft. (clumsy)

**Melee** bite +40 (4d6+24/17-20), 2 claws +40 (2d8+16/19-20), tail slap +38 (2d8+24/19-20), 2 wings +38 (2d6+8/19-20)

**Space** 20 ft.; **Reach** 15 ft. (20 ft. with bite)

**Special Attacks** breath weapon (60-ft. cone, DC 31, 22d10 fire and 2 negative levels), crush, manipulate flames, melt stone, soul consumption, soul magic, tail sweep

**Spell-Like Abilities** (CL 27th, concentration +35)

At will—*detect magic*, *find the path*, *pyrotechnics* (DC 20), *suggestion* (DC 21), *wall of fire*

**Sorcerer Spells Known** (CL 20th, concentration +28)

9th—*energy drain*, *time stop*, *wish*

8th—*dimensional lock*, *horrid wilting* (DC 26), *maze*

7th—*forcecage* (DC 25), *greater teleport*, *spell turning*

6th—*chain lightning* (DC 24), *greater dispel magic*, *true seeing*

5th—*cone of cold* (DC 23), *dominate person* (DC 23),

*feeblemind* (DC 23), *wall of force*

4th—*charm monster* (DC 22), *confusion* (DC 22), *greater invisibility*, *solid fog*

3rd—*displacement*, *haste*, *slow* (DC 21), *vampiric touch*

2nd—*detect thoughts* (DC 20), *false life*, *mirror image*, *see invisibility*, *web* (DC 20)

1st—*mage armor*, *magic missile*, *ray of enfeeblement* (DC 19), *shield*, *true strike*

0—*arcane mark*, *detect magic*, *mage hand*, *mending*, *message*, *prestidigitation*, *ray of frost*, *read magic*, *touch of fatigue*

### STATISTICS

**Str** 45, **Dex** 8, **Con** —, **Int** 24, **Wis** 25, **Cha** 26

**Base Atk** +27; **CMB** +48; **CMD** 57 (61 vs. trip)

**Feats** Cleave, Critical Focus, Greater Vital Strike, Improved Critical (bite), Improved Initiative, Improved Iron Will, Improved Vital Strike, Iron Will, Multiattack, Power Attack, Quicken Spell, Staggering Critical, Stunning Critical, Vital Strike

**Skills** Appraise +37, Bluff +37, Diplomacy +37, Fly +13, Intimidate +45, Knowledge (arcana) +37, Knowledge (history) +37, Knowledge (religion) +34, Perception +45, Sense Motive +37, Spellcraft +37, Stealth +25

**Languages** Abyssal, Aklo, Common, Draconic, Elven, Giant, Infernal

### ECOLOGY

**Environment** warm mountains

**Organization** solitary

**Treasure** triple

Most evil dragons spend their lifetimes coveting and amassing wealth, but when the end draws near, some come to realize that all the wealth in the world cannot forestall death. Faced with this truth, most dragons vent their frustration on the countryside, ravaging the world before their passing. Yet some seek a greater solution to the problem and decide instead to linger on, hoarding life as they once hoarded gold. These foul wyrms attract the attention of dark powers, and through the blackest of necromantic rituals are transformed into undead dragons known as raveners.

Although its body quickly rots away, a ravener does not care for the needs of the flesh. It seeks only to consume life, be it from wild animals, would-be dragonslayers, or even other dragons. A ravener is often on the move, changing lairs frequently as its territories become devoid of life.

The ravener presented here is built from a red dragon wyrm. See page 98 of the *Pathfinder RPG Bestiary* for rules on this monster's fire aura, manipulate flames, melt stone, and smoke vision abilities.

## CREATING A RAVENER

"Ravener" is an acquired template that can be added to any evil true dragon of an age category of ancient or older (referred to hereafter as the base creature). A ravener retains all the base creature's statistics and special abilities except as noted here.

**CR:** Same as the base creature +2.

**Alignment:** Any evil.

**Type:** The creature's type changes to undead. Do not recalculate BAB, saves, or skill ranks. It keeps any subtypes possessed by the base creature.

**Senses:** A ravener's darkvision increases to 240 feet, and its blindsense increases to 120 feet.

**Armor Class:** A ravener gains a deflection bonus to its AC equal to half its Charisma bonus (minimum +1).

**Hit Dice:** Change all of the base creature's racial Hit Dice to d8s. All Hit Dice derived from class levels remain unchanged. As an undead, a ravener uses its Charisma to determine bonus hit points instead of its Constitution.

**Saving Throws:** As undead, a ravener uses its Charisma modifier on Fortitude saves (instead of Constitution).

**Defensive Abilities:** A ravener gains channel resistance +4 and all of the immunities derived from undead traits. Its damage reduction changes from DR/magic to DR/good. A ravener also gains the following ability.

**Soul Ward (Su):** An intangible field of siphoned soul energy protects a ravener from destruction. This ward has a maximum number of hit points equal to twice the ravener's Hit Dice, but starts at half this amount. Whenever a ravener would be reduced below 1 hit point, all damage in excess of that which would reduce it to 1 hit point is instead dealt to its soul ward. If this damage reduces the soul ward to fewer than 0 hit points, the ravener is destroyed.

**Attacks:** A ravener retains all of the natural attacks of the base creature, but each of these attacks threatens a critical hit on a 19 or 20. Feats like Improved Critical can increase this range further. If the ravener scores a critical hit with a natural weapon, the target gains 1 negative level. The DC to remove this negative level is equal to 10 + 1/2 the ravener's Hit Dice + the ravener's Charisma modifier. Whenever a creature gains a negative level in this way, the ravener adds 5 points to its soul ward.

**Special Attacks:** A ravener retains all of the special attacks of the base creature and gains the following special attacks as described below. All save DCs are equal to 10 + 1/2 the ravener's HD + the ravener's Charisma modifier.

**Breath Weapon (Su):** A ravener keeps the breath weapon of the base creature—the save DC for this breath weapon is now Charisma-based. In addition, a ravener's breath weapon bestows 2 negative levels on all creatures in the area. A successful Reflex save halves the damage and reduces the energy drain to 1 negative level. The save DC to remove these negative levels is equal to the ravener's breath weapon DC. The ravener adds 1 hit point to its soul ward ability for each negative level bestowed in this way.

**Cowering Fear (Su):** Any creature shaken by the ravener's frightful presence is cowering instead of shaken for the first round of the effect, and shaken for the rest of the duration. Any creature that is panicked by its frightful presence is instead cowering for the duration.

**Soul Consumption (Su):** When a living creature within 30 feet of a ravener dies, that creature's soul is torn from its body and pulled into the ravener's maw if the dying creature fails a Will save (DC equals the save DC of the ravener's breath weapon). This adds a number of hit points to the ravener's soul ward equal to the dead creature's Hit Dice. Creatures that have their souls consumed in this way can only be brought back to life through *miracle*, *true resurrection*, or *wish*.

**Soul Magic (Sp):** A ravener retains the base creature's spellcasting capability, adding three levels to the base creature's caster level. This increases the number of spells known by the ravener, but the ravener loses all spell slots. Instead, whenever the ravener wishes to cast any one of its spells known, it consumes a number of hit points from its soul ward equal to the spell slot level necessary to cast the spell (including increased levels for metamagic feats and so on). If the soul ward has insufficient hit points, the ravener cannot cast that spell. Casting a spell that reduces its soul ward to exactly 0 hit points does not harm the ravener (though most are not comfortable without this buffer of soul-energy and try to replenish it quickly).

**Abilities:** Str +4, Int +4, Wis +4, Cha +6. Being undead, a ravener has no Constitution score.

**Skills:** A ravener has a +8 racial bonus on Intimidate, Perception, and Stealth checks. The ravener's class skills are otherwise the same as those of the base creature.

