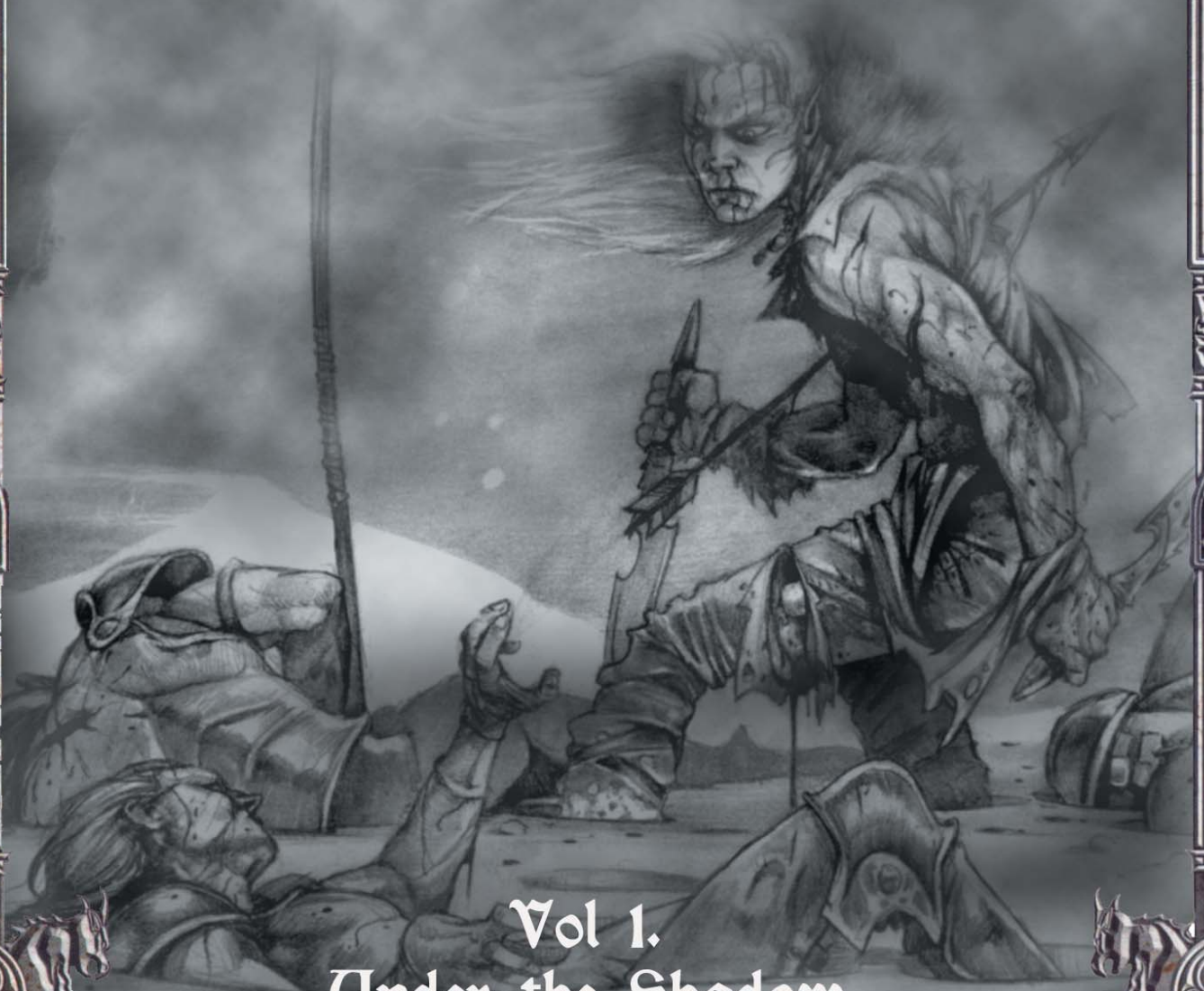


MIDNIGHT™

TOME OF SORROWS



Vol 1.
Under the Shadow



Credits

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Shadowkind Publishing

(aka the "LXP")

This is where the work got done. Nearly everything in this book can be attributed to those on this short, but impressive, list.

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The sample Commoner PCs originally written by Mike McConnell (Ashrem Bayle) and fleshed out by Sir Osis of Liver, Shadowfane, Swashbuckler, Misha, Emiricol, and Tailspinner.

Whisper Adepts, Smugglers, Aradil's Eyes, Sarcosan Knights, Agone's Coil, Erethor Tea, The Roll of Years, and the Adventure Hooks have all been previously released on the Against the shadow website.

Special Thanks:

Todd Antill for creating our home (www.againsttheshadow.org). And his selfless acts of generosity.

Greg Benage at Fantasy Flight Publishing for working with us to make a good looking product.

and finally....

Fantasy Flight Publishing, Inc., Christian T. Petersen and especially **Wil Upchurch** and **Jeffrey Barber**, for making the best fantasy setting in print!

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Introduction

It has been almost two years since the idea for Midnight germinated in our brains at the Fantasy Flight offices. When the idea was first floated around, we all knew immediately that we had something special on our hands. It was hard to pinpoint exactly what excited us so much, but there was a definite intangible quality that drove us forward to make the product. In the six months since the book's release, we've seen the setting embraced by fans the world over in a way that we could never have predicted. The crowded d20 market made many fans' heads reel, and capturing the imagination of so many people seemed to be nothing more than a shot in the dark. I think we were wrong, however, and the fans are still on the lookout for high quality, innovative products, even as they plunk down their cash on their next temporary fix.

Midnight's fans are not just roleplaying enthusiasts, though. I've found them to be some of the most imaginative, energetic DMs and players in the hobby. They have spontaneously created material, asked probing questions, and put their hearts into the setting since day one. When I created the Yahoo! Group (groups.yahoo.com/group/midnight-d20) I never expected the level of feedback and support that the setting would get, and I still enjoy reading people's campaign logs and conversion ideas. Midnight has been converted to more systems than I've ever seen, and I think that speaks to the fact that it is a setting with mythic appeal outside the game system for which it was written.

This netbook represents the culmination of months of hard work by Midnight fans across the world, brought together by the excellent fansite, Against the Shadow (www.againsttheshadow.org). The great work of that site's webmaster and the fans who frequent it can be seen in this netbook, which is as extraordinary a fan production as I've ever run across. I'm proud to be associated with such a great community of fans, and I hope that we can keep fighting the Shadow for many years to come.

Wil Upchurch

Co-Designer of Midnight

Tome of Sorrows

What is the Tome of Sorrows? What you see before you is the culmination of months of work. While a true labor of love, that's not to say it was easy. Of course, nothing worth doing ever is.

I discovered Midnight some months ago during a discussion on www.enworld.org. Wil was answering questions about the setting, and the answers he gave struck me as very intriguing. From what I could tell, it was as if the fellows at Fantasy Flight Games had probed my mind and extracted the most interesting elements of a campaign I had been dreaming up for years. They then took that chaotic mass and gave it purpose and order, grafting new ideas and concepts I had never even thought of. In short, they gave me the campaign setting I had always wanted.

At this point, I was suffering from the ever dreaded "DM Burnout". I was getting tired. My well of creativity was running dry. Maybe this would do the trick? When I finally got my hands on a copy of the Midnight Campaign Setting, I immediately fell in love. Sparks of creativity erupted like a *fireball*. It had been years since I had such a desire to game, and I took to it with newfound zeal.

Of course, there is never enough. I saw a few little things left unchanged in the d20 system that I could tweak to further bend the rules around the Midnight flavor. So I went to work on my house rules. A small change here, a major overhaul there and it was finished. Or so I thought. I released my house rules to the public over at Against the Shadow to see what like minded individuals would think. It turns out many agreed with my changes and my take on the world. Eventually, what started out as a simple set of house rules, bloomed into the netbook you see before you.

I gathered to myself many of those fellows, those with quality ideas and large post counts who weren't afraid to let their opinions be known. They had a good grasp on the world of Midnight, and served to further fuel my own growing love for the setting. Thus was born the netbook committee, or as we have come to call ourselves, the League of Extraordinary Posters.

As it turns out, the guys I picked wasted no time in throwing themselves into the project. Midnight oil began to burn, and the Tome of Sorrows emerged from the Shadow. We hope you enjoy it.

Mike (Ashrem Bayle) McConnell

Editor of the Tome of Sorrow

Chapter 1

Heroes of Eredane

This chapter offers a host of new options for Midnight PCs. Here you will find rules for starting characters off as commoners, as well as two new human subraces, new prestige classes, new feats, a variant of the Mystic heroic Path and four organizations that may help the PCs fight the forces of the Shadow.

New Human Subraces

Asmadarin

In the early years of the second age, the Sarcosans came from over the seas to Eredane. Although the majority of them settled in fortresses along the Kasmael coast, a number also brought their herds and crops to Asmadar, the large island off the south-eastern shores of Eredane. In the intervening millennia, the mainland Sarcosans and the colonists of Asmadar have diverged in culture and blood, the latter becoming accustomed to a nomadic, non-sessile life. They raise the Sarcosan adoration of horses to a higher form, and can live off the land in a way that would put the city-dwellers to shame. On the other hand, they have lost many of the Sarcosan social skills from their long period of independence and wandering lifestyle.

Asmadar is a warm, rich land, it's soil suited to the light, sporadic agriculture of the Asmadarins, and it has suffered less of the shadowblight than anywhere else on Eredane, save the Miraleen forests. A nomadic folk, they dwell in conical tents called *tipi*, which can be put up or packed away

with great ease. While they have few fixed settlements, there are places that have been used as campsites for generations of the same tribe. Extended family groups called *tohmar* are the basis for the culture, centered around a hunter-chieftain, with rank being based on closeness of relationship to this leader. Above this are tribes, collections of loosely related *tohmar*. Asmadarins dress in functional leather or woolen breeches, regardless of gender, and tend to go shirtless or wearing only a breastband for females. Around this garb goes a very long dyed woolen scarf or sash, with patterns of colour used to mark social position or prestige.

Asmadarins are ferociously devoted to their horses. Each individual believes that the spirit-riders of the *Sorshef* send a soul-sibling to each person, and that this soul is reincarnated into every horse that person ever rides. For this reason, Asmadarins always call their horses by the same name. Although gemstones are almost without value in the rest of Eredane, in Asmadar they have always been used as love-tokens and marks of bravery, as going into the Desert of Tears is a risky proposition at the best of times.

Preferring to fight from the saddle in all circumstances, Asmadarins are undoubtedly the finest light cavalry this side of Pelluria. Like the Sarcosans, they wield the *cedeku* for preference.

* +2 Dex, -2 Int : Asmadarins are lithe and agile, but their culture lacks a sophisticated level of science.

* +1 to all Reflex saves : Asmadarins are a naturally quick and wily folk.

* Bonus skill points : Like all humans, Asmadarins push themselves to learn and adapt. They gain 4 bonus skill points at character creation and an additional +1 every time they gain a level.

* Bonus general feat : Asmadarins have the human knack for picking up specialised talents.

- * Bonus Feat : Mounted Combat.
- * Ceduku familiarity.
- * +4 Handle Animal and Ride with horses : Born in the saddle and considering themselves kin with horses, Asmadarins are at least as good horsemen as their Sarcosan forebears.
- * +1 attack and damage from horseback.
- * Can automatically guide with knees, penalties for ranged attacks halved.
- * +2 Survival : Asmadar boasts a wide variety of terrain types, and it's people are adept at living off the land in all of them .
- * Knowledge : Asmadar is class skill.
- * Language : Colonial (Asmadar dialect).
- * Favoured Class : Any.

Ahrli

When they first came to Eredane, the Dorns spread far and wide over the continent. A small group even crossed the Kaladrin mountains, and came across the desolate White Desert. In the narrow strip of rain shadow coast, they made their home, and gradually adapted to the harsh way of life necessary to survive. They adopted the name Ahrli, a reference to the harsh desert that dominates central Pelluria.

The Ahrliman are smaller and much darker than their Dornish ancestors, falling into Erenlander height and weight and Sarcosan skin tones. They are a lean and nimble people, adept at dancing over the hot, jagged rocks of the desert and traveling with speed and endurance. They retain the clan structure of their forebears, but the clans are dispersed over a wide area due to the scarcity of water in the White Desert. The only times they congregate is for meetings to discuss matters that affect the whole group, and at the end of winter, when they gather and begin the trek to the high, cool Kaladrin valleys where they spend the summer.

Ahrli clothing is suited mainly for camouflage, being close fitting kilts of gray , yellow-white and brown, loose shirts and head scarves to keep the sun off and sand out. Most items of clothing feature long ribbons of various natural shades, sued to blend into the surrounding terrain like a ghillie suit. Despite their warlike disposition, the Ahrli have been relatively untouched by the invasion of the Shadow; their battle skills have been honed fighting each other, and the dwarves of Kaladrin, rather than Legates and goblins. Part of the reason for this is that orcs, though well adapted to the icy grimness of the north tend to suffer in the sweltering heat and dryness of the White Desert. The other part is that the Kaladrins and Icewalls act as a natural barricade.

One odd feature of Ahrliman culture is a form of bravado based on toughness in the face of heat and thirst. An Ahrli will introduce herself, and add the epithet 'third halzir ' or 'ninth halzir ' or suchlike. Halzir is a measure of how far the individual has sunk into dehydration and survived, with the first and second levels being a thirst such as even an Erenlander might experience after a hard days work, while the twelfth halzir is the Living Death; a level of dehydration no-one survives without sorcerous healing.

In battle, Ahrli favour fairly small and light weapons, such as fighting clubs, hand axes, knives and short blades.

- * +2 Dex, -2 Int : The White Desert selects for speed and adroitness, but has no mercy for scholars and philosophers.
- * +1 to Fort saves.
- * Fire Resistance 5 : The White Desert is warmer than the rest of Eredane, but not too much. However, their innate heat resistance also allows the Ahrli to survive the oppressive aridness and beating sunlight of their home.
- * Bonus fighter feat : The Ahrliman know many combat tricks and secrets.
- * Bonus skill point : Ahrli gain 4 bonus skill points at character creation and an additional +1 every time they gain a level.
- * Water Discipline : An Ahrliman requires only half as much water as another human.
- * +1 to attacks with spears, clubs, handaxes, shortswords and daggers : Ahrliman are taught from birth in the art of wielding their favoured weapons.
- * +2 Survival in the White Desert and Kaladrin mountains.
- * +2 Hide and Move Silently
- * +1 bonus to initiative
- * Knowledge : White Desert and Knowledge : Kaladrin mountains are class skills.
- * Language : Colonial (Ahrli dialect) and Erenlander.
- * Favoured Class : Any.

Elflings

The elflings that are spread across the southern portion of the continent have no real culture of their own. Instead, they choose the culture of one of their parent races—the Danisil of the Aruun and the halflings of the southern and central plains. Elflings are scattered throughout these two communities, rarely coming together to form one of their own. The most prominent elfling community can be found west of Eren Fen in a small wood. These elflings live off the land, occasionally trading poisons to gnome smugglers on the Eren River for information from the north and reeds from the Ardune, which the elflings treat and make into blowguns. The elflings have been little affected by the fall of Erenland, although those that live with the halflings farther north find themselves enslaved alongside their kin. Still, the elflings hate the Shadow with their very essence, despising the blackness he has brought to their lands.

Motivation: Most elflings share the motivations of whichever community they find themselves living. Those who live with the jungle elves make survival their primary focus, whether it be fending off the forces of Shadow or destroying the demons that infest their woodland home. They share their elven kin’s reverence for the forest, and work with the Danisil to make the forest a safer place for the next generation. “Jungle elflings,” as they are called, “are also known as excellent spies and smugglers who operate between the Aruun and the broader forest of the Caraheen to the north. The Caransil are grateful to the elflings for playing this role, and as such elflings are always welcomed in any wood elf community.

Elflings on the plains of Erenhead lead a different life entirely. They spend their time on the run from the minions of the Shadow, using their talents to aid the halflings in this ongoing struggle. These elflings are much more affected by the Shadow than their southern cousins, and as such have developed a deep hatred for the Shadow’s main shock troops—the orcs.

Strategies: Elflings in the south find themselves busy fighting the demons of the Aruun and other nasty creatures that make their home unsafe. When they do fight the Shadow, it is often in connection with a smuggling or spying operation north into the Caraheen. Once there, the wood elves sometimes recruit the small, agile elflings for stealth raids into orc encampments, but such missions are few and far between. As much as the elflings want to help the northern elves, they are much more preoccupied with their own problems.

The nomadic elflings sometimes form strike teams to infiltrate an orc encampment, poison their food and liquor (with poisons shipped from their elfling cousins in the south), and slip away into the night. They prefer poisons that debilitate and incapacitate rather than kill outright, since the former do not bring down as much suspicion as the latter. Otherwise they attempt to lay low with the other halflings, not wishing to bring attention to their tribe or bring destruction down upon their fields and homes.

Secrets: Elflings know the secrets of whichever community they live in. Those that live in the elfling village west of Eren Fen have another secret as well. They have found a lost tribe of elves on the Archipelago of the Eywulf whose civilization predates the Sundering. This tribe is small, never allowing itself to grow to more than 100 adult members at any one time. They have few natural predators on the islands, and food is abundant. This tribe has no desire to become involved with anything going on in Eredane, but they may yet hold secrets of their own that could help the world break free of the Shadow’s cold grip.

This information was originally intended for inclusion in *Against the Shadow*.

Commoners as PCs

The struggle of good verses evil is perhaps the central aspect of any fantasy plot. Midnight is no different.

The Elf Queen Aridil watches from her meditation chamber as an elite group of Danisil rip an orc patrol to shreds.

A dwarven warlord strides through broken and forgotten streets of a nameless city hidden within the Kaladrin Mountains. His axe drips with the blood of a dozen orcs. A mighty Dornish warrior hamstring a giant, bringing the creature to its knees and just within reach of the killing stroke.

But, even the most powerful warrior must start somewhere. Timeless tales such as the Lord of the Rings, Starwars, and even the more recent Wheel of Time all tell of the little person, the ordinary folk who rise to the occasion and set off on an epic journey to face the forces of evil. Here you will find rules for making commoner player characters and converting them to characters of a normal PC class after they level up.

The Commoner

Character creation is much the same as creating a character of any normal class. In fact, the process is identical. The only difference is that the character doesn't get his starting feat for being a 1st level character nor does he select a Heroic Path. Commoners begin play with 1d4 x 10gp worth of gear.

Leveling Up

When the character accumulates 500xp, the character takes a level in a normal PC class. He also gets his feat for being a 1st level character and gets to select his Heroic Path. Other changes are as follows:

Skill Points:

The character gets a number of skill points to spend based on his newly chosen class:

Barbarian	8 skill points
Channeler	16 skill points
Defender	8 skill points
Fighter	0 skill points
Legate	0 skill points
Rogue	24 skill points
Wildlander	16 skill points

The character does not add any bonus skill points from Intelligence or race. These points were added at character creation.

Hit Points:

The character gains a number of hit points dependent upon his newly chosen class:

Barbarian	8
Channeler	2
Defender	6
Fighter	8
Legate	6
Rogue	2
Wildlander	6

The character does not add his Constitution bonus to his Hit Points at this time. These points were added at character creation.

Base Attack:

The character gains the base attack bonus of a 1st level member of his newly chosen PC class.

Saving Throws:

The character gains the saving throws of a 1st level member of his newly chosen PC class.

Special Abilities:

The character gains all of the special abilities of a 1st level member of his newly chosen PC class.

Proficiencies:

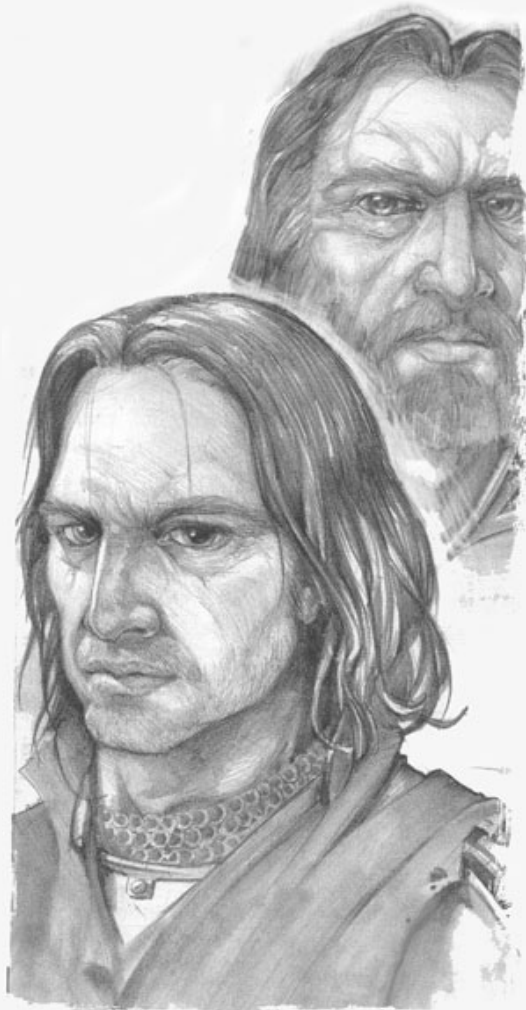
The character gains all of the proficiencies of a 1st level member of his newly chosen PC class.

Advancement:

Upon reaching 500xp, the character selects a standard PC class. Adding the new class results in a character (Character level of 1) who needs 500 xp more to achieve 2nd level. The commoner class and the PC's first standard PC class level combine to make a single character level. After achieving level 2, level progression continues as stated in the Player's Handbook.

Sample Characters

What follows in the next few pages is a party of fully stated human commoner PCs suitable to begin a campaign with. While all of these characters are human by default, it would be a simple matter to convert them to a different race.



Art by Mitch Cotie

Aerenar Tell

Erenlander Com1: CR 1; Size M (5 ft., 8 in. tall); HD 1d4+1; Init +7 (+3 Dex, +4 Improved initiative); Spd 30 ft.; AC 13 (+3 Dex); Attack +1 melee, or +3 ranged; SV Fort +1, Ref +3, Will +0; AL CG; Str 12, Dex 16, Con 13, Int 13, Wis 11, Cha 14.

Hit Points: 5

Languages: Erenlander, Trader's Tongue, Colonial

Skills:

Bluff:	(1 rank)	+3
Climb:	(1 rank)	+2
Handle Animal:	(1 rank)	+3
Hide:	(2 ranks)	+5
Jump:	(1 rank)	+2
Listen:	(2 ranks)	+2
Knowledge: (Central Erenland)	(1 rank)	+3
Move Silently:	(2 ranks)	+5
Profession: (Tanner)	(4 ranks)	+6
Ride:	(1 rank)	+4
Sleight of Hand:	(1 rank)	+4
Spot:	(2 ranks)	+2
Swim:	(1 rank)	+2
Tumble:	(1 rank)	+4
Use Rope:	(1 rank)	+4

Feat: Improved Initiative, Two Weapon Fighting

Weapon Proficiency: Dagger

Possessions: Three sets of clothes, three pairs of boots, wool cloak, leather cloak, dagger, torch x 2, lamp w/ oil (2 pints), tanner's tools, small sack, fur blanket, flint & steel,

Background: Born in the year 79 of the Last Age as the second son of a leather tanner. Aeren has always been the black sheep of the family. Mischievous and care free, he cared little for the family business, much to his father's dismay. Aeren grew up on his grandfather's stories about the heroes of the past. He told him of the wonders of the world before the Shadow fell. Often nights, Aeren would fall asleep to the soothing sound of his grandfather's voice as he related tales from the books he had once read. Aeren didn't want to be a tanner; he wanted to see the world. He wanted to be a hero of legend. Heroes of legend didn't smell like deer brains and urine. His father however, kept him firmly grounded in reality. He told him that anyone who wanted to be a hero was a fool. "Heroes" found themselves in an orc's cook pot.

Recent Events: About a week ago, while walking in the forest with his friend AerenII, the pair of them came upon a group of orcs on their way to the village. They hid in the forest but, unfortunately, they were spotted. Bored, two of the orcs decided to kill them for sport. The two were chased through the forest and only narrowly managed to evade the creatures by hiding under a small waterfall. Since that time, Aeren has been "scared straight". He doesn't fantasize about being a great hero anymore. He got a glimpse at his own mortality and never wants to see an orc again.

Ilsha Vonev

Erenlander Com1: CR 1; Size M (5 ft., 7 in. tall); HD 1d4+1; Init +1 (+1 Dex); Spd 30 ft.; AC 11 (+1 Dex); Attack +0 melee, or +1 ranged; SV Fort +2, Ref +2, Will +2; AL NG; Str 11, Dex 12, Con 13, Int 16, Wis 14, Cha 13.

Hit Points: 5

Languages: Erenlander (Literate), Trader's Tongue (Literate),

Skills:

Bluff:	(3 ranks)	+4
Climb:	(1 rank)	+1
Concentration:	(1 rank)	+2
Diplomacy:	(1 rank)	+2
Disguise:	(1 rank)	+2
Heal:	(1 rank)	+3
Listen:	(2 ranks)	+4
Knowledge: (Arcana)	(1 rank)	+4
Knowledge: (Central Erenland)	(1 rank)	+4
Profession: (Herbalist)	(4 ranks)	+7
Profession: (Brewer)	(1 rank)	+4
Ride:	(1 rank)	+2
Search:	(1 rank)	+4
Swim:	(2 ranks)	+3
Use Rope:	(1 rank)	+3

Feat: Brew Herbal Concoction, Inconspicuous

Weapon Proficiency: Club

Possessions: Two sets of clothes, two pairs of boots, wool cloak, club, torch x 3, lamp w/ oil (3 pints), belt pouch, backpack, fur blanket, journal w/ ink and pen, flint & steel, knife,

Background: Born in the year 78 of the Last Age as the daughter of a cobbler, Ilsha was always considered very bright for her age. She preferred to solve problems with her mind, and always enjoyed learning what she could. At the age of twelve, she started to work with her uncle. Despite the fact that Izrador's Night Kings had outlawed books and the teaching of literature, her uncle refused to deny the young Ilsha knowledge if she wished to learn. Ilsha quickly took to her studies and her uncle soon discovered the child had not only an unquenchable thirst for knowledge, but also possessed the spark of magic. Though it was difficult, Ilsha's father gave her permission to go to work for her uncle. She now helps her uncle with his business, a small tavern and brewery that also serves as an apothecary.

Recent Events: About a month ago, her uncle revealed to Ilsha that he was in secret a wielder of magic. Ilsha of course was fascinated, and wanted very much to learn the art of spellcraft. Since that day, her uncle has been secretly teaching Ilsha bits about arcane practices and hermetic theory. Along with teaching her about magic, he has also been teaching her to keep it secret. Already her uncle's tavern has been visited by an orc patrol on two occasions since she began learning about magic. Secretly, Ilsha studies, and her uncle says that one day soon she will be ready to cast her first spell.

Elig Tolia

Dorn Com1: CR 1; Size M (6 ft., 4 in. tall); HD 1d4+3; Init +1 (+1 Dex); Spd 30 ft.; AC 12 (+1 Dex); Attack +3 melee, or +1 ranged; SV Fort +4, Ref +1, Will +2; AL LG; Str 16, Dex 12, Con 16, Int 10, Wis 14, Cha 8.

Hit Points: 7

Languages: Norther, Erenlander

Skills:

Handle Animal:	(1 rank)	+1
Jump:	(1 rank)	+4
Listen:	(1 rank)	+3
Knowledge: (Northlands)	(1 rank)	+1
Knowledge: (Nature)	(1 rank)	+1
Profession: (Woodcutter)	(1 rank)	+1
Spot:	(2 ranks)	+4
Survival	(1 rank)	+3

Feat: Power Attack

Weapon Proficiency: Sling

Special: Cold Resistance 5, +1 Fortitude Saves, Weapon Familiarity: Bastard Sword, +1 Racial Attack Bonus w/ Bastard Sword, Greatsword, Great Axe, & all spears,

Possessions: Two sets of clothes, three pairs of boots, wolf fur cloak, torch x 4, belt pouch, fur blanket, shortspear, flint & steel, sling

Background: Born in the year 78 of the Last Age as the second born son of a logger and woodcutter, Elig spent much of his life in the cold north. However, at the age of eight, his home was destroyed by the forces of Shadow and his family moved south to find sanctuary. Seven years ago, Elig and his family discovered the town of Baden's Spring and have lived there in peace to this day. Elig's father once again took up the axe and, with his sons, they made their living cutting wood. Elig loves the forests. He spends most of his time among the trees and creatures of the wild. Along with woodcutting, he has become an accomplished hunter and often sells recent kills in the town market.

Recent Events: Of late, Elig has been in trouble with his father for sherking his woodcutting duties in favor of hunting. While in the forest, he came upon Ilsha while she was gathering herbs in the forest. As he neared the herbalist's neice he saw that she had a book with her. Unable to read himself, Elig had no use for books. However, literacy was illegal and everyone knew it. Deciding he didn't want to make trouble for Ilsha, he went about his business and didn't reveal himself. In the last few days, while claiming to be hunting, Elig has actually been making a weapon. It has taken a while, but he has just finished making a 6ft long spear with a knife blade set in the end. He keeps his new weapon hidden out in the forest so as not to get in trouble. He hopes to be able to use this to kill large game that a sling can't bring down.

Choric Evenhand

Erenlander Com1: CR 1; Size M (6 ft., 1 in. tall); HD 1d4+2; Init +1 (+1 Dex); Spd 30 ft.; AC 11 (+1 Dex); Attack +2 melee, or +1 ranged; SV Fort +2, Ref +1, Will +2; AL LG; Str 14, Dex 12, Con 14, Int 12, Wis 14, Cha 15.

Hit Points: 6

Languages: Erenlander (Literate)

Skills:

Bluff:	(1 rank)	+5
Diplomacy	(3 ranks)	+7
Handle Animal:	(1 rank)	+3
Intimidate:	(2 ranks)	+6
Jump:	(1 rank)	+3
Listen:	(1 rank)	+3
Knowledge: (Central Erenland)	(1 rank)	+2
Profession: (Guardsmen)	(4 ranks)	+5
Ride:	(1 rank)	+2
Sense Motive:	(1 rank)	+5
Spot:	(2 ranks)	+4

Feat: Negotiator, Persuasive

Weapon Proficiency: Light Mace

Possessions: Three sets of clothes, three pairs of boots, wool cloak, leather cloak, torch x 2, lamp w/ oil (2 pints), small sack, fur blanket, flint & steel,

Background: Born in the year 79 of the Last Age as the first born son of a guardsman, Choric was always the leader. It didn't matter what the activity, Choric always took control. He wasn't a bully. It just seemed that others naturally deferred to him. When he turned sixteen, he joined the village guard. Like his father, the Captain of the Guard, he began climbing the ranks quickly. It could have been said that his father showed favoritism to his son, but those who knew him knew that this was far from the truth. In fact, his father was harder on Choric than any other guardsman. Anyone who spent any time around Choric knew why the other guards listened to him. He was insightful, sympathetic, and a brilliant tactician. Choric sees the protection of the village as his personal duty. He is very honorable, and hates to see anyone suffer. However, those caught doing wrong should face the full wrath of the law. In a world like this, humankind must stick together if they ever hope to achieve freedom from the Shadow. Choric hates the Shadow and everything it stands for, but he knows one man can't make a difference and has decided that he can at least do his part by protecting his home.

Recent Events: Choric was ranked to lieutenant just over a week ago. He has three men under him, one of which is Kal Tyrgen, a young boy about the same age as Choric. Kal claims that he and a friend was almost murdered by a pair of orcs outside of town. Choric isn't sure he believes him, but they deserved a good scare for being foolish enough to wander out of the village. Also, he has seen the herbalist and his niece, Ilsha, skulking about more than once in the last few days. They leave the village for extended lengths of time and seem suspicious when asked where they went. They claim to be gathering herbs, but seem nervous when confronted.

Kal Tyrgen

Erenlander Com1: CR 1; Size M (5 ft., 11 in. tall); HD 1d4+2; Init +1 (+1 Dex); Spd 30 ft.; AC 11 (+1 Dex); Attack +2 melee, or +1 ranged; SV Fort +2, Ref +1, Will +1; AL LG; Str 15, Dex 13, Con 14, Int 12, Wis 12, Cha 12.

Hit Points: 6

Languages: Erenlander, Trader's Tongue

Skills:

Climb:	(1 rank)	+3
Craft: (Blacksmithing)	(4 ranks)	+5
Handle Animal:	(2 ranks)	+3
Intimidate:	(2 ranks)	+3
Jump:	(2 ranks)	+5
Listen:	(2 ranks)	+3
Knowledge: (Central Erenland)	(1 rank)	+2
Profession: (Guardsmen)	(1 rank)	+2
Ride:	(2 ranks)	+3
Spot:	(2 ranks)	+3
Swim:	(2 ranks)	+4
Use Rope:	(1 rank)	+2

Feat: Power Attack, Cleave

Weapon Proficiency: Club

Possessions: Two sets of clothes, two pairs of boots, wool cloak, club, torch x 3, lamp w/ oil (1 pint), belt pouch, fur blanket, flint & steel,

Background: Born in the year 77 of the Last Age as the first born son of a blacksmith, Kal spent much of his childhood in his father's forge. As soon as he was old enough to swing a hammer, he began helping his father run his business. He was content, very much at home in his small village. That is, until he fell in with Aeren. He listened to Aeren's grand ideas of heroism and glory, but he never really dwelled on it. However, it was enough to get him to sign on as one of the village's guardsmen. It didn't take long for Kal long to realize the job of a guardsman was both boring and thankless. Nothing interesting ever happened. Occasionally an orc patrol would come through, but the usually passed without incident. Now, Kal regrets ever joining up for the guard, even though it is only for a couple hours each day.

Recent Events: Kal was with Aeren the day they encountered the orc patrol. When the two orcs came after them, he hesitated a moment thinking he should stand his ground. Aeren talked him out of it, and for that he is grateful. He longs for something more in his life, but rejects Aeren's farfetched fantasies of adventure and glory. Thankfully, Aeren has been far less enthusiastic since their encounter with the orcs. Unfortunately, this has put a damper on both of their spirits and Kal has become frustrated with the lack of direction in his life. Just after his encounter with the orc, he told his lieutenant, Choric Evenhand about the incident. Choric simply told him to stay within the village and put him to work making repairs to the wall.

Tamari Alkarin

Sarcosan Com1: CR 1; Size M (5 ft., 4 in. tall); HD 1d4+2; Init +2 (+2 Dex); Spd 30 ft.; AC 12 (+1 Dex) Attack +1 melee, or +2 ranged; SV Fort +2, Ref +3, Will +0; AL LG; Str 12, Dex 14, Con 14, Int 12, Wis 10, Cha 14.

Hit Points: 6

Languages: Colonial (Literate), Erenlander

Skills:

Bluff:	(1 rank)	+5
Diplomacy:	(2 ranks)	+6
Handle Animal:	(2 ranks)	+4*
Hide:	(0 ranks)	+4
Listen:	(2 ranks)	+2
Knowledge: (Southern Erenland)	(1 rank)	+3
Move Silently:	(0 ranks)	+4
Profession: (farmer)	(2 ranks)	+3
Ride:	(1 rank)	+3*
Sense Motive:	(2 ranks)	+4
Spot:	(2 ranks)	+2
Use Rope:	(1 rank)	+3

Feat: Stealthy

Weapon Proficiency: Shortpear

Special: +2 Reflex Saves, +4 Racial bonus to Handle Animal and Ride when applied to horses, +1 on damage rolls when on horseback, Natural Horseman, Weapon Familiarity: Ceduku

Possessions: Three sets of clothes, three pairs of boots, wool cloak, leather cloak, shortspear, torch x 2, lamp w/ oil (1 pint), small sack, fur blanket, flint & steel, light war horse,

Background: Born in the year 79 of the Last Age as the daughter of a soldier, Tamari has known heartbreak for the majority of her life. Her childhood was filled with the threat of battle and constant moving about. Five years ago, her father was killed in an ambush on the plains. The soldier's families had been staying in a small village nearby the site of the ambush and word reached the village only hours before the orc patrol.

The villagers were scattered, and a small number of them headed north. Among them, was Tamari, her little brother, and mother. Tamari took control of the small migrating party and acted as a forward scout for the duration trip. In the end, she managed to lead her family to the safety of Baden's Spring.

Recent Events: Tamari has always been much of an outcast. Lately, she has been making her way as a farmer, but is considering going back to the plains and trying to find the others who fled during the attack on their little village. Her mother fell sick last year, and has been unwell ever since. She is weak, and has been coughing a lot. Tamari feels her mother would not survive the trip and, in truth, she is the only reason she stays. That, and the fact that she has been responsible for her younger brother since her mother fell sick.

Prestige Classes

Mirrorbreaker

Zordrafin Corith. Eye of the Shadow. Maw of the Dark One. Black Mirror. All of these names refer to one of Izrador's most terrible creations; dark portals that drain the magical lifeblood of Aryth to feed his Apotheosis. Fighting these dire arcane engines is a heroic task, although more dangerous than painting a dragon with pitch.

For this reason, those who take on the seemingly impossible and near suicidal task of destroying Black Mirrors are regarded as the bravest of the brave, and most foolish of the foolhardy. But amongst them, a rare few make a profession of shattering Izrador's Mirrors, using might and dedication beyond anything most people have ever witnessed.

The martial classes, the Fighter, Wildlander and Barbarian make the most suitable members of this class. Spellcasters would find themselves handicapped if they sought out Black Mirrors regularly, due to the magic-draining aura.

Hit Die: d8

Requirements:

Base Attack Bonus: +3

Knowledge: Arcana (2 ranks)

Feats: Improved Sunder, Iron Will

Special: The Character must have been part of destroying a Black Mirror. She must have actually successfully damaged it, so being on guard while allies destroyed the Mirror behind her would not qualify.

Class Skills: The Mirrorbreaker's class skills (and the key ability for each skill) are Climb (Str), Craft (Int), Handle Animal (Cha), Intimidate (Cha), Jump (Str), Knowledge (Arcana) (Int), Ride (Dex), and Swim (Str). See Chapter 4 of the Player's Handbook for descriptions.

Skill Points at Each Additional Level: 2 + Int mod.

Special Abilities

Backlash Resistance (Ex) : The character gains DR 5/level against damage caused by the release of energy from a destroyed or disconnected Black Mirror.

Mirrorbreaking (Ex) : The character may subtract double her Mirrorbreaker level from the hardness of a Black Mirror when she attacks it in melee. She may also add her Mirrorbreaker level to Strength checks to smash a Black

Mirror.

Presence of Magic (Su) : If the Mirrorbreaker chooses, she may grant all creatures in a 50' radius of her a bonus equal to her Mirrorbreaker level to their caster levels, for the purpose of resisting Dispel checks made by a Black Mirror only.

Greater Sunder (Ex) : The Mirrorbreaker counts as one size larger than she is for the purpose of calculating her sunder modifier.

Presence of Protection (Su) : If the Mirrorbreaker chooses, she may grant all creatures in a 50' radius of her a bonus equal to her Mirrorbreaker level plus her Charisma modifier level to saves against damage from a destroyed Black Mirror.

Fangsunder (Ex) : At 5th level, the Mirrorbreaker may attempt to sunder natural weapons. Treat this as a normal sunder attempt, but if she succeeds, the creature suffers -2 to attacks and damage with that natural weapon for one day per point of the Mirrorbreaker's Strength modifier. This effect is cumulative, to a maximum of -6.

Sample Mirrorbreaker

Rhiann Anear

(Wildlander 4 / Channeler 1 / Mirrorbreaker 3)

Juggernaut

Female Elfing

HD : 4d8+d6+3d8 (39 hp)

Init +3

Speed 30'

AC 15 (12 flatfooted, 13 touch; +2 armour, +3 dex)

Attacks : Unarmed +11

Damage : d3+4

Face 5'

Reach 5'

Special Qualities : Low-light vision, wildlander traits (Sense Dark Magic, Plains Forager), +2 Survival on plains, spell-like abilities

Saves : Fort +8, Ref +6, Will +10

Abilities : Str 16 (+3) (18 (+4)), Con 11 (+0), Dex 17 (+3), Int 11 (+0), Wis 14 (+2), Cha 12 (+1)

Skills : Survival +9, Spot +8, Listen +8, Hide +9, Move Silently +7, Knowledge : Nature +7, Knowledge: Arcana +7, Knowledge : Central Erenland +2, Climb +8, Jump +6, Swim +6, Craft : Leatherwork +6, Heal +4, Search +2
Feats : Track, Skill Focus (Knowledge : Arcana), Iron Will, Magecraft
Spellcasting : Universal, Transmutation, Lesser Conjunction
Free Cantrips : 5/day
Spell Energy : 3

Special Abilities

Spell-Like Abilities : Cast Light, Cure Minor Wounds 1/day each

Wildlander Abilities : Danger Sense : +4 to spot enemies at start of encounter; Smite : +4 to attack and damage, once per day

Juggernaut Abilities : Brute Strength +2; Knock 2/day, by touch; Shatter 1/day, by touch; Bulls Strength 1/day, self only; Ignore Hardness 1

Mirrorbreaker Abilities : Backlash Resistance : 15; Mirrorbreaking : -6 hardness / +3 strength; Presense of Magic : +3; Greater Sunder

Equipment : Masten's Hands , masterwork leather armour, miscellaneous travel and adventure gear

Rhiann is astonishingly young for her achievements, being only 35 years old. Small and slight even for an elfing (3'5" tall and 46 lbs), her slender frame belies terrific strength. Her wheat-blond hair is usually tied roughly in a muddled bun at the back of her head, and her eyes are a bright and clear violet.

Rhiann was born in a small village on the border of the Aruun jungle, but her family there was exterminated by an orc warband when she was about 20. She barely survived, and eventually came to live with her cousins, the halfings. An experienced ranger already, Rhiann has discovered in herself a reserve of incredible physical power. She won her magical gauntlets, Masten's Hand's in an armwrestling contest with a Dorn more than twice her size.

Rhiann has been part of attacks on more than a dozen Black Mirrors, four of them successful, and in each of those cases it was she who struck the shattering blow to the corith. Due to this, the Legates have placed a bounty of two years food for each of the Mirrors she has destroyed on her head.

Mirrorbreaker Abilities

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1	+1	+2	+0	+0	Backlash Resistance, Mirrorbreaking
2	+2	+3	+0	+0	Presence of Magic
3	+3	+3	+1	+1	Greater Sunder
4	+4	+4	+1	+1	Presence of Protection
5	+5	+4	+1	+1	Fangsunder

Mhor Abilities

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1	+1	+2	+0	+0	Dornish Pride +1, Leadership
2	+2	+3	+0	+0	Loyal Companions
3	+3	+3	+1	+1	Bonus Feat
4	+4	+4	+1	+1	Dornish Pride +2
5	+5	+4	+1	+1	Whispering Step
6	+6	+5	+2	+2	Bonus Feat
7	+7	+5	+2	+2	Dornish Pride +3
8	+8	+6	+2	+3	Uncanny Dodge
9	+9	+6	+3	+3	Bonus Feat
10	+10	+7	+3	+3	Dornish Pride +4

Mhor

(pronounced MORR)

As the freeriders are to the Sarcosans, the mhors are to the Dorns. Mhor means 'warleader' in the ancient Dornish tongue, and in the days before the Last Battle the post was one of field commander for the Clan.

Today, mhors lead isolated bands of Dornish freedom fighters, at once savage and honourable, striking at the Northlands that the Shadow feels are so safely held. They rely on ambush, bait-and-switch traps and the sheer skill of their members to succeed in battle. Mhors know how to stir the passions of their Dornish brothers, to drive them to acts of bravery and ferocity that have kept the warbands alive, even so close to the Shadow's realm.

Dornish fighters, wildlanders and barbarians make the best and most common mhors. Fighters gain an advantage with their extra combat tricks and techniques, whilst wildlanders and barbarians benefit from their outdoorsmanship and wilderness survival skills.

Hit Die : d10

Requirements :

BAB +5

Survival : 5 ranks

Intimidate : 2 ranks

Feats: Weapon Focus (bastard sword, greatsword, greataxe or spear), Endurance. Plus one of the following: Power Attack or Weapon Specialization (bastard sword, greatsword, greataxe or spear).

Special : The character must be a human from Eredane and must be descended from either a noble or one who followed a mhor.

Class Skills: The Mhor's class skills (and the key ability for each skill) are Climb (Str), Craft (Int), Handle Animal (Cha), Heal (Wis), Hide (Dex), Jump (Str), Knowledge (Nature) (Int), Listen (Wis), Move Silently (Dex), Profession (Wis), Ride (Dex), Search (Wis), Spot (Wis), Survival (Wis), Swim (Str), and Use Rope (Dex). See Chapter 4 of the Player's Handbook for descriptions.

Skill Points at Each Additional Level: 2 + Int mod.

Special Abilities

Dornish Pride (Ex) : In addition to the +1 racial bonus on attack rolls when fighting in groups of 5 or more, all Dorns within 50' of the mhor that can see or hear the him gain an additional +1 bonus to damage and saves. In addition, the group can consist of any racial makup, though only Dorn's gain the bonuses. At 4th level, this bonus increases to +2 . At 7th level, it becomes +3 and at 10th level, it increases to +4. As long as the mhor is the leader of these Dorns (they are part of his warband or under his command), these bonuses apply to the mhor as well.

Leadership : The mhor gains leadership as a bonus feat.

Loyal Companions : The mhor can attract an extra cohort.

Bonus Feat : The mhor may choose a feat from the fighter bonus list.

Whispering Step (Ex) : If the mhor actively tries to hide the trails and traces of his warband, the DC modifier for tracking checks to follow them increases by 5.

Uncanny Dodge : The mhor becomes resistant to ambushes, and gains uncanny dodge as a rogue. If he already has uncanny dodge, this ability upgrades it to improved uncanny dodge.

Sample Mhor

Donagal gen Roth

(Wildlander 2 / Fighter 3 / Mhor 10)

No Heroic Path

Male Dorn

HD : 2d8+3d10+10d10+45+27 (156 hp)

Init +3

Speed 30'

AC 15 (15 flatfooted, 10 touch; +5 armour)

Attacks : Bastard sword +21

Damage : Bastard sword d10+6 (18-20 / x2)

Face 5'

Reach 5'

Special Qualities : Racial Pride, Cold Resistance 5, uncanny dodge, wildlander traits (Wolf Ears, Orc Hunter), +2 Survival in the Northlands

Saves : Fort +17, Ref +4, Will +7

Abilities : Str 18 (+4), Con 17 (+3), Dex 11 (+0), Int 12 (+1), Wis 12 (+1), Cha 15 (+2)

Skills : Survival +16, Listen +20, Spot +16, Knowledge :

Northlands +16, Profession : Tactician +22, Swim +5, Climb +5, Intimidate +12

Feats : Leadership, Weapon Focus (bastard sword), Power Attack, Cleave, Great Cleave, Endurance, Iron Will, Diehard, Improved Critical (bastard sword), Improved Sunder, Skill Focus : Tactician, Dwarf's Toughness, Giant's Toughness, Dragon's Toughness.

Special Abilities

Leadership score 20 for cohorts, 19 for followers.

Mhor Abilities : Loyal Companions, Whispering Step, Dornish Pride +4

Equipment : Horn of Winter's Chill, gen Roth's Venger (a masterwork mithril bastard sword), masterwork chainmail, miscellaneous travel and military campaigning gear.

Tall, red haired and braid-bearded, Donagal gen Roth has fire in his eyes and in his belly, which shows in his gravelly voice as he commanded his men into battle. A veteran of more battles than most people have imagined, gen Roth descends from the mhor of House Dale, and now leads his band of rebel warriors against the orcs and other occupation forces in the North.

Genn Roth learned his savage craft under Bayden Cultach, a mhor who fought during the 4th and 5th decades after the Last Battle. Since the old mhor's death, Genn Roth has proven himself to his men time and time again, leading them to victories against the Shadow's forces.

Cohorts

Caldhray (male 1st/10th level Dornish wildlander/fighter): A capable second to genn Roth, Caldhray is a skilled fighter with his warspear. Caldhray lost his entire family to slavers, who dragged them kicking and screaming into the icy North, to serve as food and other, worse things, for the orcish burrows. He fights with a passion equaled only by his mhor.

Lerena genn Roth (female 9th level Dornish spiritual channeler): Lerena is a seeress and weaver of natural magics. She provides the lore of nature to aid genn Roth's soldiers. She is his niece, and the last blood family he has left.

Bard

Music, like magic, is almost a lost art in Eredane. However, at times, someone comes along who remembers the old songs, learns the ways of their people's traditional instruments, and travels Eredane with a tune in their heart. These bards, taking title from the ancient Dornish minstrel-heralds, are a mix of charmig rascal and inspiring leader, subtle enough to move beneath the Shadow's notice, but prepared to stand tall and lead.

Channelers and rogues make the best bards, as they have the best interpersonal, social and magical skills.

Hit Die: d6

Requirements:

Skills: Perform (any) - 8 ranks, one of the following: Diplomacy, Bluff, Sense Motive 8 ranks.

Spellcasting: Must know at least 8 spells of at least 1st level.

Feats: Spellcasting (Enchantment)

Class Skills: The Bard's class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Concentration (Con), Craft (Int), Decipher Script (Int), Diplomacy (Cha), Disguise (Cha), Escape Artist (Dex), Gather Information (Cha), Hide (Dex), Jump (Str), Knowledge (all skills, taken individually) (Int), Listen (Wis), Move Silently (Dex), Perform (Cha), Profession (Wis), Sense Motive (Wis), Sleight of Hand (Dex), Speak Language (n/a), Spellcraft (Int), Swim (Str), Tumble (Dex), and Use Magic Device (Cha). See Chapter 4 of the Player's Handbook for descriptions.

Skill Points at Each Additional Level: 6 + Int mod.

Special Abilities

Art of Magic : Gains bonus spell energy equal to Bard class level. Stacks with spell energy gained from Magecraft feat and Channeler levels.

Bard Abilities

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1	+0	+0	+2	+2	Art of Magic, Imp. Spellcasting, Force of Personality
2	+1	+0	+3	+3	Bardic Knowledge
3	+2	+1	+3	+3	Power of Personality +1
4	+3	+1	+4	+4	Bonus School
5	+3	+1	+4	+4	
6	+4	+2	+5	+5	
7	+5	+2	+5	+5	Power of Personality +2
8	+6	+2	+6	+6	Bonus School
9	+6	+3	+6	+6	
10	+7	+3	+7	+7	Master of Personality

Improved Spellcasting: At each level, the character gains one new spell of any level and school she can cast. Bard and Channeler levels stack for determining caster level and the highest level of spells the character can cast.

Force of Personality: Bard and Channeler levels stack for the purposes of using the charismatic channeler's Force of Personality ability.

Bardic Knowledge: The Bard gains the ability to use this ability, as per the PHB.

Power of Personality (Ex): The Bard gains the listed bonus to Force of Personality activation checks. In addition, all morale and competence bonuses increase by the listed bonus (for example, a 4th level Bard Inspiring Courage would grant a +3 morale bonus to saves against charm and fear, and a +2 morale bonus to all attack and weapon damage rolls), the Bard's level for countercharm increases by the same, and the DC for Intimidate Foes increases by the same.

Bonus School: The Bard gains access to a new school of spells.

Master of Personality (Ex): Activating and concentrating on Force of Personality is now a move-equivalent action, allowing the Bard to attack, cast spells etc. while maintaining the effect.

Sample Bard

Lyan Sanimere
 (Rogue 4, Charismatic Channeler 2, Bard 4)
 Speaker
 Male Caransil
 HD : 4d6 + 2d6 + 4d6 (37 hp)
 Init : +4
 Speed : 30'

AC : 18 (flatfooted 14, touch 14).

Attacks : Rapier +12/+7, longbow +11/+6 (range100').

Damage : Rapier d6, longbow d8.

Face/Reach : 5'/5'

Special Qualities : Low-light vision, +2 to saves vs enchantment spells and effect, +4 climb in trees, +2 knowledge (nature) and survival in woodlands.

Saves : Fort +2, Ref +12, Will +9.

Abilities : Str 11 (+0), Con 10 (+0), Dex 19 (+4), Int 16 (+3), Wis 14 (+2), Cha 21 (+)

Skills : Bluff +15 (10 ranks), Diplomacy +15 (10 ranks), Disguise +11 (6 ranks), Gather Information +10 (5 ranks), Hide +11 (7 ranks), Knowledge : Arcana +12 (9 ranks), Knowledge : History +12 (9 ranks), Listen +8 (4 ranks, +2 racial), Move Silently +10 (7 ranks), Perform : String Instrument +17 (12 ranks), Perform : Storytelling +17 (12 ranks), Sense Motive +8 (6 ranks), Spellcraft +6 (4 ranks), Spot +6 (4 ranks, +2 racial), Survival +6 (4 ranks); Languages : High Elven (literate), Erenlander, Trader's Tongue. Feats : Magecraft, Weapon Finesse, Spellcasting (Ench), Combat Reflexes.

Spellcasting : Universal, Transmutation, Divination, Illusion, Enchantment.

Free Cantrips : 8 / day

Spell Energy : 14

Special Abilities

Elven Spell-like Abilities : Message, Light, Detect Poison 1/day each.

Channeler Gift : Force of Personality +12 (bonus increase +1).

Bardic Knowledge : +9.

Speaker Abilities : Tongues 1/day, Whispering Wind 1/day, Comprehend Languages 1/day, Power Word (conflagration, shattering, opening), persuasive speaker +6.

Equipment : Masterwork mithril chain shirt, masterwork rapier, longbow, Lumar (onyx dog figurine of wonderous power), masterwork lyre.

New Feats

Scentless Spell (Metamagic)

The spells you cast are undetectable to an astirax.

Prerequisite: Magecraft

Benefit: Spells cast using this feat cannot be detected by an astirax. A scentless spell costs an additional 3 points of spell energy. In addition, the caster must be able to cast spells of a level three higher than the spell he applies this feat to.

Energy focus (General)

Prerequisites: Magecraft.

Benefit: The character gains 1 extra point of spell energy.

Can be taken a maximum of three times, each time gaining a number of spell energy points equal to the previous Energy Focus gain +1. For instance, a channeler takes the feat three times, the first time receiving 1 extra point, the second time receiving 2 extra points, the third time 3 extra for a total of 6 extra points of spell energy.

Soul Stalker (General)

Prerequisite: Level 3, possession of a Soul Blade, have gained at least 3 ego points for the blade through killing creatures.

Benefit: +2 to Will saves to resist personality conflicts with a Soul Blade.

Soul Hunter (General)

Prerequisite: Soul Stalker, have gained at least 6 ego (net) for the blade through killing creatures.

Benefit: +2 to Will saves to resist personality conflicts with a Soul Blade. Stacks with Soul Stalker.

Organizations

Whisper Adepts

Origins

At the end of the first age as the elves of Erethor were repelling Izrador's first invasion of their land, a powerful elven druid known as Umann-UI became the first spirit to merge with his forest home. Umann-UI was in the midst of performing a powerful ritual spell when a bolt of eldritch energy from a powerful legate destroyed him and caused

Variant Mystic Heroic Path

The mystic hero has an intuitive and insightful connection with his surroundings. In tune with the ebb and flow of existence and his position within it, the mystic can use this connection to "know" his opponents' moves before they make them, granting him seemingly preternatural powers and making him a deadly combatant. The mystic also gains some control over how his body interacts with and is affected by his environment, giving him amazing physical skills and abilities. The mystic hero often stays quiet about his abilities, and he finds it hard to trust others with his secrets.

Mystic Abilities by Level

Level	Ability
1	Catfall 1/day
2	+1 insight bonus to AC
3	Hustle 1/day
4	Combat prescience 1/day
5	Body equilibrium 1/day
6	+2 insight bonus to AC
7	Combat prescience 2/day
8	Metaphysical weapon 1/day
9	Danger sense 1/day
10	Inertial barrier 1/day
11	Displacement 1/day
12	Metaphysical weapon 2/day
13	+3 insight bonus to AC
14	Biofeedback 3/day
15	Energy barrier 1/day
16	Combat prescience 3/day
17	+3 insight bonus to AC
18	Adapt body 1/day
19	Metaphysical weapon 3/day
20	Inertial barrier 2/day

his spell to go awry. Because of the nature of his magic, Umann-UI's essence was transferred into the trees of the forest around him. The elves could hear him speaking to them from the trees that evening, and his guidance helped them win a major victory over the dark lord's forces.

In the ages since this catastrophe-turned-blessing, thousands of elven souls have merged with the forest in a similar manner, causing the phenomenon known as the Whispering Wood. Through this wood, the elves were able to defend their homeland against invaders from both the north and south. The elven kingdom of Erethor grew to be the oldest and most significant civilization on Eredane-although its true power would not be understood until the Shadow's victory at the end of the Third Age.

The ongoing war with the armies of the Night King has changed the nature of how the elves see the Whispering Wood. Many now believe it is their duty to become a part of the Wood when they die. Companies of elven warriors have been heard screaming "For the Wood!" as they were cut down by orcish vardatches. As the Whispering Wood has grown, so too has the elves' ability to listen to its warnings and heed its wisdom. There have always been those who were better able to hear and interpret the whisper, but in the past two centuries the Witch Queen has ordered that these individuals be trained to further hone their abilities.

The great Danisil druid known as Suruliam now heads up the magical academy where these whisper adepts are trained. Hidden deep within the Druid's Swamp, this academy graduates about half of its students—the process killed those who do not graduate the Academy. The whisper adepts are seen as invaluable allies in the war against the dark lord's forces, able to give the elven armies advance knowledge of invading forces of any size, as well as provide incredible intelligence through their ability to move unseen through the very trees of the forest. Should Suruliam or the academy be destroyed or the flow of the whisper somehow disrupted, there is no doubt in the Witch Queen's mind that Erethor would be lost within a single year's time.

Organization

Whisper adepts who are trained in the magical academy in the Druid's Swamp are given their assignments by Suruliam, who receives her orders directly from the Witch Queen herself. If a particular whisper adept proves his loyalty and usefulness time and again, Aradil might take a personal interest in the individual and begin to assign him his duties herself. This happens only once a decade or so, and Aradil's personal cadre of whisper adepts numbers only about a dozen at any one time. For the rest she relies on Suruliam to provide them their missions and to distill and distribute the information they provide.

Not all whisper adepts are trained in the academy in the Druid's Swamp, however. Some come upon their abilities naturally, meditating on their ability to hear and translate the whisper until their connection to the Wood grows stronger. These renegade adepts are no less committed to the protection of their homeland and the defeat of the shadow and his minions than those trained and sanctioned by the court of the Witch Queen. In fact, Aradil watches these individuals closely to see how they use the power of the Wood.

Art by:
Scott Schomburg



Individuals monitored in this way can sometimes feel the Witch Queen's scrying, and they may find themselves the recipients of mysterious aid when they find themselves in dire predicaments. While the Witch Queen does not interfere often in such ways, she considers even renegade Whisper Adepts incredibly important to the defense of Erethor. She eventually approaches such individuals through her agents in order to offer them positions within the sanctioned group of adepts. Although she does not compel them to join in any way, she does everything in her power to convince them that they must join her to prevent the Shadow from falling across their ancestral home.

Personalities

Yonel Esenni

Yonel Esenni is one of the oldest whisper adepts in existence, having been speaking to the forest for well over 300 years. He sits now at the heart of the woodland kingdom, so in tune with the whisper that he can reach out with both his mind and body in an instant to any part of the Wood. The whisper itself, some say, has become accustomed to Yonel's thoughts and questions and communicates to him personally when it has information it knows he will want.

Yonel's long association with the whisper has taken its toll on him both physically and mentally. He no longer has the ability to move much farther than the confines of his chamber, which is adjacent to the Arbor of the Witch Queen in the great homewood tree at the center of Erethor. He finds speaking to anyone but the whisper to be painful, and the only person he suffers to speak to anymore is the

Witch Queen herself, who soothes his pain as he relays the Wood's messages.

Craigth Galeck

Craigth Galeck is a rogue whisper adept who had given up the fight against the forces of the Night Kings, resigning himself to a life of quiet meditation in a hidden grove on the smallest of the Isles of Ernan. During his meditations he began to hear the quiet roar of the Whisper, and it was almost as if the voices were speaking directly to him. He could see orcs on the edges of the Great Forest, smell the blood of his brothers, and hear the anguished cries of all those who fell under an orcish vardatch or arrow. He did not know what all this meant, why he had been chosen to see these visions, but he had committed himself to a life of meditation and he would not be deterred.

The Witch Queen took notice of this exile and she was immediately intrigued. Here was one who had turned his back on the elves, yet his ability to see the conflict that took place in Erethor clearly meant that his heart was still with his kin. Soon she came to realize that what he saw was not the present, but the future. With this revelation Aradil began to speak with Craigth, attempting to convince him to help aid the elves in their cause. At first he resisted out of shame at his cowardly actions, but soon he saw this new power as a way to redeem himself for the mistakes of his past. Now Craigth uses his gift to aid the elves, predicting the outcome of military maneuvers and closely watching the orc armies that skirt the edges of Erethor.

In your Campaign

The Whispering Wood and those who can hear it are an integral part of the mythology of the world of Aryth. Even if the whisper adepts never make an appearance in your campaign, the wood can be used to convey information as well as a sense of something larger at work within the Great Forest. As NPCs, the whisper adepts represent the closest most adventurers will ever come to contact with the Witch Queen. They are her personal servants and have a connection so close to the history of the elves that they are revered as holy figures by the majority of the elven population.

If an elven PC wishes to become a whisper adept he can either undergo the rigorous training at the school in the Druid's Swamp or he can simply explore his connection to the whisper on his own. If he chooses the latter option he is not free from the watchful eye of the Witch Queen, who will never allow one who is not completely dedicated to saving Erethor from the dark lord to command such power within its borders. Any elf attempting to do so will be hunted down and stopped at all costs.

Smugglers

Origins

While smuggling has always existed along the roads and waterways of Eredane, it did not become a large part of the gnome culture on the Eren River until after the Sarcosans completed their invasion of the land. Although peace with the Dorns was not established until 853 SA, the southern parts of Eredane had been developing under Sarcosan rule for over 500 years prior. The Sarcosans recognized the peaceful nature of the gnome barge families that worked the river and left them relatively unscathed during their invasion, instead using them to transport supplies across the southern stretch of the continent.

As the Sarcosan occupation turned into permanent settlement, the gnomes settled into their new role as river transport for the Sarcosan settlers. Soon implements of war and troop supplies turned into crops, worked goods, and other cargo normal to a society with vibrant trade. The gnomes turned such trade into a good business and their entire society was enriched. Wherever there is trade and law, however, there are those who need to move things unseen, and more importantly untaxed, from one port to another. Thus the art and business of smuggling reached unknown heights during this transition period.

During the final war with the Shadow, the river transports were used to move supplies from southern Erenland to Erenhead, where the assembled elves, dwarves, and humans were preparing to make their final stand against the forces of Izrador and the Night Kings. The smuggling routes became especially important as the last defenders tried to find a miracle in their desperate final stand against the armies that marched toward Sharuun. Men, supplies, and magic were all transported via the river, which was choked with the blood of Eredane's defenders. The orcs did not like traveling by water, and their attitude made smuggling all the more easy until the Shadow conquered the goblin tribes of southern Erenland and bent them to his will. To this day the Night Kings primarily use bugbears and goblins for river patrols, as these races do not hold the same fear of the water that the northern orcs exhibit.

Now that the war is over for most of the continent and a century of the Night Kings' rule has changed the land in many significant ways, many of the smuggling operations along the Eren River have taken on a more desperate and rebellious edge. Smugglers are now beaten and executed for their crimes rather than being forced to pay a fine or thrown in jail for a few weeks. The import and export of illegal goods such as weapons, armor, written messages, and even people has become more dangerous than ever.

Because of this, many of the smuggling families have sold their interests to thieves' guilds and collaborators, preferring to work in safety rather than be found smuggling something that could get them killed. Others, however, find it hard to change their larcenous ways, and would smuggle contraband no matter what form it took or who ruled the lands around them. A third group has taken up or continued to smuggle as a way to resist the oppressive regime of the Night Kings and in hopes that one day their lands will be free. These brave souls have developed many advanced methods to avoid revealing their cargo, and they work with the elves, the freeriders and shaleefs, and others who resist the shadow.

Organization

There is no single organization that controls the smuggling efforts along the Eren River and beyond. Rather, many operations ranging from single, family-owned barges to a network of spies and thieves in the major cities that abut the river work separately to maintain the flow of illegal goods across the continent. On occasion some of these organizations will work together. Many things motivate such alliances, from money to patriotism to revenge. Izrador's armies have caused an inordinate amount of pain and suffering in the past century, and there are many who will never forget the wrongs that have been committed.

One such group is a thieves guild in Alvedara that had its beginnings with a family of patriotic Erenlanders who were saddened and outraged to see their city, considered by many the finest achievement of Sarcosan culture in Eredane, razed by the armies of the Night King Jahzir. The fact that the Night King took residence in the once great Palace of Stars only served to further stir them to action. They formed the Alveres Company in the aftermath of the war and submitted themselves for consideration as troop and equipment carriers along the River Eren. Unknown to the oruk officer who oversaw operations in the city, the Alveres Company took its name from the words "Alvedaran resistance" and remained committed to aiding those who stood against the terrible armies that now lived in their homes.

The Alveres Company has grown into the largest legitimate trading organization on the continent and it owns several dozen barges and boats that travel constantly up and down the Eren River. They have thusfar kept their activities a secret even from the other smugglers who they know operate along the river, as well as those that make unauthorized crossings of the Sea of Pelluria under cover of darkness. The Alveres Company works clandestinely to aid these organizations as well as individuals that it knows are working against the Shadow. Because of its secretive nature, the company has had to establish a far-reaching network of trusted spies, which has inadvertently led to

its becoming one of the most, if not the most, informed network of resistance fighters in the world. While they have yet to make good use of this great influx of information, should a serious challenge to the dark lord's reign ever take place the Alveres Company could be a deciding factor in the conflict.

Personalities

Allender Highwater

Allender Highwater is the head of the Alveres Company Trading House in Erenhead, where he keeps a close watch on the movements of troops from the Northlands across the Sea of Pelluria and down the Eren River. His position at the ports and distance away from the watchful eyes of Jahzir and his generals allows him much freedom to coordinate the spies of the Alveres Company, a task that he relishes. Ever since Allender was a small boy growing up on the outskirts of Alvedara he has been obsessed with information. Had he the right influences the boy would have made an excellent channeler, but his proximity to the armies of the Night King kept him from pursuing such a dangerous pastime.

What he did do, however, was spend his days watching the dark lord's troops. He was fascinated by the orcs and other creatures from the Northlands, and before he knew it he had accumulated a great deal of knowledge about their society, the army's unit structure, and other details that would have meant his death had anyone actually been concerned about a young boy. He became too brave, however, and one day he stopped an orc patrol to question them about something he had seen. The orcs took him into custody, and he was sentenced to die by their oruk commander. Before he could be executed, a spy from the Alveres Company whisked him from harm's way, exposing himself in the process. This act of sacrifice was not lost on the boy, now a teenager, who tracked down his savior's employers and offered to work in their service to repay the debt that he felt he owed.

Allender is now in control of the most robust information network in Eredane—he probably knows more about the armies, legates, and happenings than any single person in service to the dark lord, save perhaps the Night Kings themselves. His photographic memory means he never has to keep damning evidence nearby, and his keen intellect allows him to process as many different strands of information as he can bring in. Allender has been getting bolder again in recent years, and has begun to employ groups of resistance fighters to verify or act upon information that he has gained. The other members of the Alveres Company are not comfortable with this, but so far they have trusted in his ability to manage these operations without revealing his identity.

In Your Campaign

Smugglers of all kinds offer rich opportunities for interacting with the PCs, both as ideological allies as well as simply a means to an end. If the characters are operating in a region with regular smuggling routes they might set up a relationship with a certain individual or group to provide them services as they move through dangerous regions. The smugglers could hold their weapons, armor, and other illegal items while the characters pass a checkpoint or make their way through a city where such things are likely to be found. They can even transport such items to a rendezvous point so the characters can retrieve their items as soon as they are out of danger. (An example of this can be found in the “On the Run” adventure in the Midnight Campaign Setting.)

Individual PCs working as smugglers will cause no end of trouble to their fellow party members, although an entire group affiliated with a smuggling company can be the basis of a great campaign in the world of Midnight. Remember, though, that smugglers must often get right in the thick of things, and so characters must be skilled in diplomacy, intimidation, and subterfuge if they want to survive long under these conditions.

Aradil's Eyes

Origins

Ever since her ascension to the throne of Erethor, Aradil the Witch Queen has employed agents and spies to keep track of events across Eredane and keep her informed of potential threats to the elven kingdom. It was this vigilance that warned her of the Shadow's coming and has helped the elves repel Izrador's invasion three times in the past thousand years.

Just before the second war against Izrador the fledgling group that would one day become the *Elei Aradil* was created to facilitate the flow of information between the different keeps that comprised the Fortress Wall. Its agents move across the Northlands from the icy forests of the Veradeen to the snowbound peaks of the Icewall Mountains. These elves were trained to move stealthily across the frontier, blending in to the local population and carrying information back to the queen.

In the Third Age this organization, now bearing the name it carries today, expanded its activities to the south, no longer interested in the remains of the once mighty defensive barrier. It began patrolling the cities on the edge of the Sea of Pelluria as well as the Eren River Valley. Eventually its agents were known, by one of many assumed

identities, throughout Eredane, and the information flowed back to Aradil in good order.

With the fall of the Shadow, however, the Witch Queen's need for information became too great to rely on conventional messengers. She needed a way for her loyal and trusted servants to send her information as they received it, so she crafted the ritual that grants agents of the *Elei Aradil* their important abilities. Each member undergoes this ritual so that he may stay in the field indefinitely and still transmit information to the Arbor. The agent's ability to blend in with the surrounding culture makes it very difficult for the agents of the Night Kings to track down these spies, even though they are all too aware of their existence.

Organization

The agents known as Aradil's eyes are spread out across Eredane. Every large city has at least one agent, and many of them have multiple agents assigned to different quarters or to monitor different activities within the city's walls. In more rural areas and smaller towns, each agent is given a region that he must observe. This entails much more movement on the part of the agent, and such duties often fall to higher level agents who can easily take many disguises.

The telepathic abilities of the agents abrogate the need for any type of command structure in the field—they simply report back daily to the Arbor, where the Master Spies filter all the information. The agents are kept track of as best as can be, however, so that an agent in need can rely on getting help quickly when he or his mission is in danger. The Master Spies keep track of each agent and ensure that their assignments do not concentrate them too heavily in any part of the continent. This is a big job and it grows larger with each passing day.

High-level agents, known as Master Spies, are mostly assigned to remain near the heart of Erethor where they can relay information quickly to Aradil. They have open access to the Arbor, and the Witch Queen is willing to interrupt nearly any activity to listen to an urgent report. Without the advance warnings and logistical information provided by her agents, Aradil would not have been able to hold out against the forces of the Night Kings for so long.

Personalities

Master Spy Alalin Coreth

Alalin Coreth was nearly 200 years old when the Night Kings led their armies from the Northlands to the Kasmael Sea. He was a senior member of the *Elei Aradil*, assigned to the city of Cambrial, although the other leaders considered

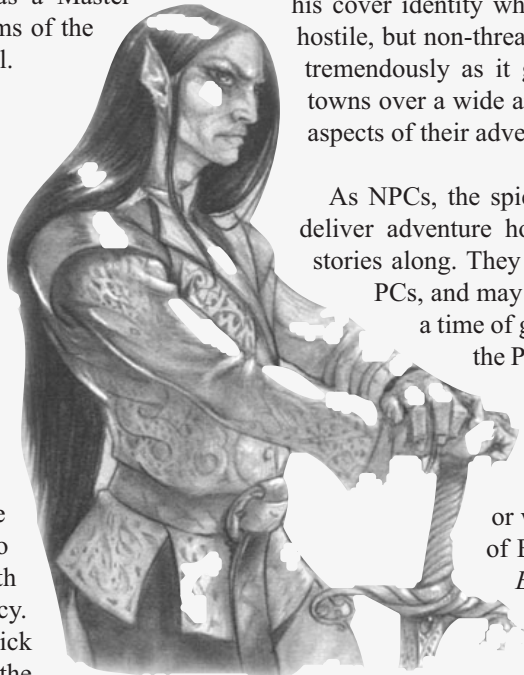
him too erratic to be useful. This all changed with the invasion.

As Jahzir marched on Cambrial it became clear that its citizens would not go down without a fight. Alalin decided to stay in the city to gather information during the fight, and what he saw haunts him to this day. Jahzir's oruk generals slaughtered the people of Cambrial, even after its defenders had fallen. Women and children were herded into homes which were then burned to the ground. The screams of Cambrial's citizens as they died can still be heard on some nights, and Alalin bore witness to it all.

When he returned to the heart of Erethor with the news for his people, all who knew him could sense a change. He asked to be allowed to stay, and in return for his bravery in the face of danger, he was promoted to the rank of Master Spy and was the first to undergo the ritual that linked him to agents in the field. Alalin still resides in the heart of Caradul, tending to his duties as a Master Spy and trying to purge his dreams of the images of the sacking of Cambrial.

Araladh Berenth

This young Danisil member of the *Elei Aradil* has achieved the rank of Spy at a younger age than any in elf in history. Some say that this is due to his remarkable talent for extracting sensitive information from even the most difficult quarters of Sharuun. Others attribute it to the fact that the organization is losing ground, and fast, to the forces of the Night Kings, who are beginning to root them out with increasing speed and efficiency. Whatever the reason for his quick ascension, there is no denying the talent of this young elf, who secretly longs to return to his jungle home.



Art by: Mitch Cotie

Araladh can most often be found plying his cover trade as an Erenlander blacksmith by the name of Augus Delai. Augus has made himself useful to the occupying armies by providing a number of services free of charge to the orcs and humans of the Night King's army. He is able to walk among them with impunity, which also serves to hide him from any legates that may be snooping around the city. Whenever he feels like a legate may be getting too close to him, he simply spends a few days doing "on site repairs" inside the army's garrison—a place most legates will only hesitantly enter.

Augus is known as a horse enthusiast, which allows him a certain freedom to ride about the outskirts of the city on his white steed, Aramis. He rarely abuses this privilege to carry out his duties as a member of the *Elei Aradil* because he knows that he is being watched carefully while out on these excursions. Instead he feigns a congenital illness that forces him to retreat each evening for an early rest. Araladh is an incredibly valuable member of the *Elei Aradil* and its leaders will do almost anything to ensure his safety so that he may continue gathering information from the heart of the beast.

In Your Campaign

The *Elei Aradil* is an excellent organization for a PC, although traveling with others can make it difficult to maintain a cover identity. Since most of the PCs are outlaws, however, the character should only need to assume his cover identity when going into a city or dealing with hostile, but non-threatening, troops. This can help a group tremendously as it gives them a contact within several towns over a wide area, one that also helps them in other aspects of their adventures.

As NPCs, the spies of the *Elei Aradil* can be used to deliver adventure hooks to the PCs and to help move stories along. They can become regular contacts for the PCs, and may even show up to give them succor in a time of great need. It is incredibly difficult for the PCs to identify an agent that they meet, so such revelations are most often at the behest of the agent or the organization itself. PCs who prove themselves to be allies of the elves or who have committed an act on behalf of Erethor will draw the attention of the *Elei Aradil*, even if they do not make themselves immediately apparent. Agents will not usually go out of their way to track or watch the PCs, but if they come into their territory they will report back anything they find to the master spies in the Great Forest.

Sarcosan Knights

Origins

The Sarcosan cavalry is the foremost component of the culture's military domination, both on its home continent and later across Eredane. The horse is the culture's most important symbol, having a wide variety of religious,

political, and social meanings. It is not unusual, then, that the Sarcosans who continue to resist Izrador's occupation of their lands have chosen horses and their riders as a symbol of freedom and the living honor of their people.

The Sarcosan knights have played integral roles in every war since they first landed on Eredane. It was their speed and might that helped the Sarcosans drive north to the Sea of Pelluria, and finally to subjugate the Dornish peoples of the Northlands. For hundreds of years the different orders of knights roamed the countryside as the sworn riders of the most powerful princes and the kalif. With the rise of the Shadow a century ago, the knights once again attempted to defend southern Erenland from the onrushing hordes. The sworn riders of many different orders stood together at the fall of Cambrial and others rode in defense of the great cities of the southern coast. Some had turned to the Shadow before the Night Kings brought their hordes, and the grandchildren of these traitors still exert their influence over their occupied homelands.

The Sarcosan knights that remain free across southern Eredane are mostly descended from the great princes, called sussars, of the old empire. Many of them are the disgraced sons and grandsons of those who buckled under the pressure of Jahzir's will and became servants to the conqueror. Others maintain their noble family name after their ancestors were slaughtered by the wave of orcs that quickly destroyed the faltering southern cities after the Last Battle. These differences matter little now, however, as those who still fight against the occupying armies have banded together in the spirit of unity, brotherhood, and freedom.

Organization

The remaining Sarcosan knights are doing everything in their power to retain the honor of their heritage while reclaiming their ancestral homelands. Many of the knights have begun to speak Courtier, the lost language of the Sarcosan nobility, as a way to link themselves with the best of Sarcosan culture. A great deal of social stratification still exists in Sarcosan culture, but the knights are willing to allow someone from any caste to join their ranks as long as he exhibits a willingness to stand with them against the Night Kings. Any who take on this mantle immediately gain the social rank of sussar, although this may not be recognized by those who still live in the cities or accept the rule of the traitorous princes. Families, support personnel, and others who help the knights are treated with respect, but are considered on a lower social rung than the knights themselves. The knights bestow the status of beeshi upon such followers, regardless of their age or occupation.

The groups in which the remaining Sarcosan knights,

their families, and their supporters now band are called shaleef, meaning "honored brotherhood" in the Courtier tongue. The knights reign all others within the shaleef, and each exhibits an equal amount of power. They share the responsibilities of decision making, leaving whichever knights are present with the shaleef to decide upon the best course of action should a decision need to be made. The others within the group have no say in these decisions, although certain individuals may be appointed to manage aspects of everyday life for the nomadic horse people.

Each shaleef dedicates itself to one of the gods of the Riding Host, dedicating their actions to him and tracking him across the sky each night. They do not see any particular deity as superior but simply choose one whose lessons are valuable in the dark times in which they live. Religion still plays a key role in Sarcosan life, and all of the members of a shaleef must exhibit the utmost piety or have their loyalty and honor questioned.

Personalities

Anali Moorsar

Anali Moorsar is a sworn rider devoted to Zani Mansoor, the free man's kalif. He is both a warrior and a priest of the Sorshef who provides much-needed inspiration to the weary souls who follow the kalif in his war against the Shadow. Anali spends at least an hour each day reading parables of the Sorshef to the children of the shaleef, and he firmly believes that they will be alive to fight against the Night Kings long after he and his aging general have passed into the realm of the Riding Host.

Anali is large for a Sarcosan, and some of the other knights jest that he has a little too much Dornish blood in his veins to ride his Sarcosan steed, Aski. Still, he bears the familiar marks of a Sarcosan—dark hair and dusky skin—and his devotion to both the religion and the culture of his ancestors makes him a respected and valuable addition to their band. His skill with the Sarcosan lance is legendary among his own shaleef and others across the continent, and it is said that he can spear three orcs upon its tip before he finds it necessary to dump their bodies to the ground.

Dereh Arequun

One of the greatest acts of bravery from the last war against Izrador was the defiant stand of the sussar Jukal on the plains of southern Erenland. Backed by nearly 5,000 horsemen, Jukal stood defiantly, and tragically, against the tide of orcs that swept across the defeated lands. Most of the horsemen as well as Jukal himself were killed at that battle, although some were able to escape into hiding after

their defeat. One such survivor, the sworn rider known only as Atil, managed to bring together some stragglers from the battle and evade pursuit by the Night King's army until finally they made their escape.

Dereh Arequun is a direct descendant of Atil and he still leads a ragtag band of horsemen, many of whose ancestors rode with Atil over a century ago. Their band numbers only 15 men, with no support structure or families to speak of. They ride the southwestern plains of Eredane where the swamps of the Aruun begin to turn the hard dirt of the plains into mud and the grass becomes a mixture of weeds and pungent herbs. These horsemen have strayed more than others of their kind, even adopting some of the strange ways of the jungle elves in their bid to survive. Those who encounter them will not find a troupe of horsemen trying to find comfort in ancient traditions, but rather a band of outlaw riders who will do anything to survive another day.

In Your Campaign

The Sarcosan knights and the shaleefs in which they ride can be very useful for the PCs. The sworn riders can be powerful allies, although they always favor their survival over any single strike against the Night Kings and their armies. Knowing the location of a shaleef camp or being able to find one when in peril can give the PCs a

place to go when they are on the run or simply need to rest and recover after a particularly nasty encounter. Since the Sarcosan knights are active all over southern Erenland and often come from families who still live within the occupied cities, they can be great sources of information for the PCs, especially in matters of troop movements and similar large-scale activities.

A PC who wants to become a Sarcosan knight can do so as long as he meets the class's criteria. While most of the knights choose to ride with a shaleef, it is not unknown for one to strike out on his own or with a group of allies in search of personal quests or goals that the shaleef simply cannot help him reach. Most such knights are merely considered beeshi rather than full sussars, but outside the rigid social structure recognized by the Sarcosans such matters are of little regard.



Art by: Torstein Nordstrand

Chapter 2

Shades of Magic

This chapter consists of various changes and additions to the magic system in Midnight.

Colors of Magic

A healing potion enchanted in a mystical glade has a green, throbbing, aura of life.

A sword enchanted to be sharper, lighter swifter sheds a blue glow from its steel when viewed in astral. A wand of fireballs would glow hellish red with suppressed energy.

A warded tome in a necromancers lair is a warning glow of orange, surrounded by the shadows of death magic.

A charmed guard is covered in a lattice work of yellow lines, binding him to the enchanter.

Part of the beauty of a rare-magic campaign is a greater sense of wonder when it comes to magic. To build on that sense of wonder, it is sometimes necessary to expand and create a different take on spells such as *detect magic*.

When a character casts *detect magic*, sometimes called magesight, he or she is able to peer into the Pale, the spirit realm on the edge of the material, and see the magical and emotional reflections of the real world.

The Pale is a spiritual reflection of the real world, gathered just at the edge of the Veil.

So what happens when a character casts *detect magic*?

The *detect magic* spell climaxes when the spellcaster closes his eyes, and separates his senses from the mortal world. When he re-opens them, he can gaze into the Pale. Everything has its counterpart to the 'real world' in the pale, but the sense of sight is magnified a hundredfold.

The growing fields of grass or wheat are covered in a greenish blur of light, softly pulsing with the lifebeat of the planet. The forest and animals are covered in brilliant

emerald green, whereas the sky and water are purest azure blue in their brilliance, showing up the whirls and eddies of water and wind. In the village, yellow-golden auras emanate from the people, signifying sentience and thought. The blacksmith working at the fire is covered in a scarlet haze as he works to beat the dark iron into a weapon capable of killing.

When the dead walk, or the spirits rise, the colors of their death are black and shadowy, blotting out the brilliant colors of life and energy. And where the Shadow lies, near the dark temples and Coriths, the colors of magic fade, leaving only a bleached grey across the landscape, all life, emotion and feeling drained away.

Types of magic can be roughly divided up into these colors, which appear as unusually strong auras around enchantments and magic items.

Necromancy- Black

Legate and Unholy magic- a lifeless Grey

Evocation- the magic of energy, aggression and excitement- Red.

Conjuration- the creation or restoration of life- Green.

Transmutation- the Blue of wind or water and motion. Stone effects may have a light bluish tinge.

Enchantment- the harnessing of minds, thoughts and emotions – Yellow/Gold.

Abjuration- many Abjuring magics are harnessed evocations, awaiting a trigger, therefore its color is Orange, closest neighbor to the Red.

Illusion - Illusion magic looks real but isn't, so sometimes you have to concentrate to see the aura. As such its color is Indigo, the most invisible of the spectrum.

Divination - Divination magics do not have a color or they would interfere with seeing the other colors of magic and impact on the astral world. Divination magics therefore register as transparent auras much like heat hazes, occasionally wavering or focusing the image of the item they affect.

White - And last we have the White. Shed only by the holy magic of the pure or Divine, this is a color not often seen in the astral reflection of Eredane. Cast only by those celestials who still keep the faith, or those Pathwalkers gifted by the divine the White is the color of all magic's combined.

God Touched Regions

Scattered across Eredane are a small number of areas that still retain some residual power from when the Gods had influence on Aryth. Very few know of the existence of these locations and they are kept secret to prevent destruction by the Shadow. Those that know of one or more of the locations believe that the locations retain their powers due to some major event of the Gods that occurred at the site. Possible explanations are the death of an avatar, or a battle place between the Gods and Izrador as he was being forced out of heaven. Whatever the reason, there is power in the locations that provide some small benefit and hope that one day the connection with the Gods will be restored.

The Glowing Stone

A small resistance group of Dorns struggle against the weather and the harsh terrain to enter a hilly region in Northern Marches. The group includes some grizzled veterans but most of the troops are almost beardless youths in their first year fighting against the Shadow. As the group enters the vale, a robed figure leading three packhorses comes out of the trees and meets with the resistance group's leader. Moments later the leader bellows to his troops, "Stack weapons!" "Enos" one of the youths calls to his bandleader, "what is going on, why are we surrendering our weapons?" "Quiet lad and do what your told, we need to get the weapons loaded on the horses as soon as possible." Enos throws his own weapons into the pile.

"Enos, we could be attacked at any time and you want us to give up our weapons; why? What if the Shadow attacks?" "We are well away from the Shadow and we have some local outriders so we will be safe enough. I'm not sure how, but that old man with the horses has a means of improving our weapons for a short time, especially against the Fell. He takes our weapons for the night and in the morning they strike truer and cleave flesh far better than before. The effect is only temporary so we only come here when something big is planned. Don't worry lad, you'll be seeing action very soon."

The Glowing Stone is a very large flat platform almost 30 feet across that has a constant holy aura. Weapons placed on the stone and left overnight (approximately eight hours) are temporarily blessed and are also Fell Bane. The effect lasts about an arc depending on weapon quality. Good steel and silver weapons hold the blessing longer. Rough iron weapons and wood hold the blessing for only a couple of weeks.

The Fount of the Gods

A small merchant train moves along the lower foothills of the Kaladrin Mountains. The group is traveling light, no wagons only pack animals. The group is also well off the trade road. "Heric, where are we going, there are no settlements this far out?"

"Telos, where we go is my concern. You signed on to help guard me and ensure the cargo I bring back gets into the right hands. Don't worry, we have almost reached the trading point. See it now." "See what? All I see is a niche carved into the rock." "That's it. We leave our offering and return to the road. We'll come back tomorrow and see if the offering is accepted." "Telos, who are we leaving the food and wine for?" "You have too many questions boy. We leave the food and hopefully tomorrow the niche will be filled with bottles of water the act like acid against the Fell. That water is also very good at cleaning festering wounds and making healing salves. That water is a hundred times more valuable than what we leave behind. Now hurry and get the offering unloaded."

The Fount of the Gods is a small spring that bubbles out from stark rock in the foothills of the Kaladrin Mountains. The fount constantly fills with Holy Water. The water is an excellent weapon against the Undead and also improves any healing slave or potion created with it. The resistance provides the Holy Water to trusted healers and resistance organizations.

The Pool at Gethrin

A ragged group of wounded Dansil struggle through thick jungle, carrying the unconscious body of their leader. Several of the group need help walking and not one is uninjured. "Heril, we are close. Just hold on a few minutes longer and we will make the pool."

"Ainith, are you sure that this pool will heal us? We can't go much farther."

"Heril, I have seen the powers of the pool and it is truly a blessing. Given time, even the worst of our wounds will heal. I just hope we have that time. I can't be sure we killed that Demon. We can't let it find the pool. It would be better we died than the pool be lost."

The pool at Gethrin is a natural pool that was once part of a major shrine of the Goddess Gethrin. It was said that Gethrin so loved the beauty of the pool and its surroundings that she would often come and bathe in the pool. During the events leading to the sundering, the shrine at Gethrin was destroyed and lost amidst the dense jungle. The Witch Queen's advisors found record of the pool and sent the information to the Dansil. The Dansil discovered the healing powers of the pool. Since that time, the Dansil have protected the secret of the pool and use its healing powers to restore even the most grievously injured.

Effects:

- As soon as you enter the pool, all wounds close.
- Natural healing rate is tripled.
- Diseases will be cured after prolonged contact with the pool (days)

The Sanctuary of the Barren Woods

Two Sarcosen race through the low brush and trees of the barren Wood. They look fatigued and scared. Baying hounds can be heard in the distance. The younger of the two keeps looking over his shoulder at pursuers that he can hear but can't see.

"Lerosen, we will never escape those demon hounds. We should never have killed that Legate."

"Hold you tongue, he deserved to die after what he did to my family. I didn't know that those demon hounds would pick up our trail so quickly. We have to beat them to the sanctuary."

"There has to be three of those hounds and more than a dozen orcs. We won't be able to hide from them for long in the woods."

"If we can reach the stream, we can lose the scent long

enough to reach the sanctuary. Once we reach it, even an army of Orcs and demon hounds couldn't find us."

This sanctuary is a small spit of land in the midst of a small river. It is covered in scrub trees and bushes and has a small depression/cave that can't be seen from either side of the river. The spit acts as a combined sanctuary and misdirection (non-detection) spell. It can safely hide six to seven people (without animals).



Art by: Mitch Cotie

The Star In The Stones

Drennai shifted in his carved wooden chair, looking up as Kubarach entered. His orcish majordomo was bent nearly double, clutching a cloth bundle against it's chest. With an impatient gesture, Drennai ordered Kubarach to unfurl the object it held. As the orc fumbled with the wrapping, Drennai noted with disgust that it's (he could never bring himself to think of an orc as a true person) hands were tsited andlooked burnt. The idiotic creature had probably gone fishing for the 'shiny embers' in the cooking fires again.

Finally, Kubarach unwrapped a triangle of stone, about the size of a palm. Along the edges it looked jagged and sharp, and the material itself had an odd glisten to it, that seemed to disappear when Drennai looked for it.

"This is what the rebels gave their lives for? How disappointing" Drennai sneered. He had been hoping for some ensorceleld treasure, but his asterax had assured him no such items were near. "Give it to me".

Kubarach, without glancing up (Drennai had long ago trained it not to look at him with those piggy eyes) murmured in alarm "Master...", but Drenai cut it's words off with a curse.

Drennai held out his hand, and Kubarach dropped the stone arrowhead-shaped splinter of rock into his stunted fingers. As Drenai's skin started to sear and burn, the orc looked up, it's eyes hollow from pain to great for even a beast brought up in suffering and misery to bear.

"The Light burns the Shadow..." he whispered.

The star in the stones as a shallow, rocky crater to be found in the midst of a range of desolate hills. In an age long past, two of the stars in the heavens were dislodged by the hand of one of the Lords of Light, and both plummeted to Aryth wreathed in fire. One of the stars struck this place, shattering into shards. Scattered amongst the pebbles of the depression's floor a number of stones can be found the possess nearly magical properties. Most often, these stones occur in a form suitable for arrowheads and sling stones, as if they sought to be made into weapons.

Weapons made from star-stone's gathered from the crater deal extra damage to minions of the Shadow:

+1d3 to orcs, goblins, ogres, traitor dwarves and other creatures irrevocably bound to Izrador (but not traitor humans etc);

+1d6 to Legates, channelers dedicated to the Shadow,

deeply Tainted (see the article on Taint) beings, or magic-using evil creatures; and

+2d6 to Corrupted creaturs, Night Kings and other beings of great stature in the eyes of Izrador.

The damage the cause is Holy damage. Each star-stone item is usable but once.

Breaking a Black Mirror

In every Temple to Izrador, there is a stair leading down. Descending into the lightless depths beneath, those not faithful to Izrador notice there are no torch brackets or lights to show the way. Dwarven darkvision suffices for a little way, but even that begins to dim as one enters True Shadow. Light spells will usually be dispelled this close to the corith, while torches and lanterns gutter and die without explanation. Only sunlight (reflected perhaps by a series of mirrors or directly by digging a shaft) can sunder this True Shadow.

To those faithful to Izrador, a strange ecstasy fills them as they go below. While dark at first, their vision gradually adjusts to dimly see the bottommost room of the temple with its altar. While everything is dark to them, different qualities and depths of darkness are differentiated; allowing a sense of what is where- this is the dark miracle of Izrador, To See Without Light.

Made of dark stone the altar resembles a large baptismal font in the centre of the room, gently sloshing with silvery black liquid which sheds light to those experiencing the Vision of Izrador. Undead guards, Astirax possessed animals and even demonic spirits can be found bowed in obeisance around the font. Strangely they can see perfectly well in this dark chamber, even as intruders blunder around blindly...

Priests will, every 3-4 days, bring a sacrifice down the dark stair and bend it across the dark altar. Sometimes the sacrifice is a struggling human or halfling, unable to see, other-times when there is no alternative, a resigned goblin or faithful orc marches down to make the ultimate sacrifice. Should all sacrifices be exhausted then the legates have a difficult dilemma of conscience. Kill themselves on the altar, hoping for fresh supplies of sacrifices to arrive in the 3-4 days this buys them? Or flee now and forsake their lord and very unforgiving master Izrador?

Once over the altar, the sacrifices throat is cut, the blood spurting down into the basin, where it merges into the black-silver liquid where it seems to shine more silvery as it refreshed. Strangely, no matter the quantity spilt into the basin, the level never rises, though the colour darkens as time progresses.

If the silver-black Shadow essence is ever allowed to go totally black, then it can no longer harness the magical energies concentrated here, and link is severed causing the terrifying explosion.

Other ways to foul the zordrafin corith involve physically tipping or destroying the dark stone font, or exposing it to sunlight. One strong individual might even manage to lift the font and carry it to the surface, with catastrophic consequences. Should a miracle have occurred and the intruder have a blessed weapon or holy water sacred to the Old Gods, then this too can be used to desecrate Izrador's foul altar.

Because once fouled, silvery black lightning starts to coruscate around the liquid, earthing itself in nearby walls, weapons, and people. The liquid begins to writhe and flash, releasing some of the silvery magical energies in its death throes. The ground begins to shake and groan, dust starts to fall from above as the tortured land tries to reclaim its stolen magic.

Minutes later the silver-black lightning begins to spread. First a huge gout blasts upwards, burning through the temple above and creating a mile high column of silver-dark energy. From this great column the lightning seems to strike, hitting everything living nearby- the streams of energy racing from person to person like chain lightning, blasting them to charred remains which seem to stand, for an instant in mid-air excruciated by the power, till they fall as lumpy matter.

It is possible for someone to foul a corith and survive. Once they have broken the altar, or exposed it to sunlight they should begin to run immediately. If they are lucky, and the corith very young, then they might make a mile before the column of power rises and the dark lightning strikes.

A fast horse or powerful magic would be needed to outdistance the even greater explosive force of the death of a red mirror, and even then survival would be a matter of chance. A grand mirror's demise, though, is inescapable for any, barring the intercession of the old Gods or the magics of the Witch Queen. Such a catastrophic explosion would kill hundreds of thousands and lay bare hundreds of square miles all round, till the column of magical energy mushrooms away into space.

Spells in Midnight

Due to the nature of the world of Midnight, some spells have been altered from the standard D&D rules. Some have simply changed levels; others however have had their effects altered. What follows are suggestions for ways to change existing spells to better preserve the flavor of Midnight.

All Cure Spells – Spells such as Cure Light Wounds and Cure Moderate Wounds inflict an amount of subdual damage upon the recipient of the spell equal to the amount of normal damage healed.

Animate Dead – Alternatively, when cast on a recently slain body, you can cause them to rise as one of the Fell. When cast in this manner, you have no control over the newly arisen undead.

Antimagic Field – Magical items in the area of this spell cannot be detected by an asterax.

Create Water – Changed to 1st level.

Fabricate – Changed to 7th level.

Goodberry – The berries created with this spell can be detected by an asterax until it is eaten.

Leomund's Secret Chest – This spell has no effect in the Midnight Campaign Setting.

Leomund's Secure Shelter – This spell has no effect in the Midnight Campaign Setting.

Leomund's Tiny Hut – This spell has no effect in the Midnight Campaign Setting.

Mending – Changed to 1st level. This spell repairs one point of hardness damage to a weapon or one point of armor bonus damage to armor. It can repair weapons that weigh 5 lbs or less and armor or shields that weigh 15 lbs or less. When taking the Magecraft feat, replace Mending with Flare.

Minor Creation – Changed to 6th level.

Mordenkainen's Magnificent Mansion - This spell has no effect in the Midnight Campaign Setting.

Nystal's Magical Aura – In addition to its normal effects,

this spell causes the effected item to be detectable by an asterax for the duration of the spell.

Nystal's Undetectable Aura – This spell does not cause the effected item to be undetectable by an asterax.

Purify Food and Drink – Changed to 1st level.

Reincarnate – Changed to 7th level.

To maintain game balance, it is suggested that the spells detailed here, and in *Against the Shadow*, should not be gained by channelers as one of their automatic spells when increasing a level. For greater atmosphere, PC channelers should discover these spells through adventuring.

New Spells

Greater Mending

Transmutation

Level: Cha 3

Components: V, S

Casting Time: 10 Minutes

Range: 10 ft.

Target: One object of up to 50 pounds

Duration: Instantaneous

Saving Throw: Will negates (harmless, object)

Spell Resistance: Yes (harmless, object)

As mending but can effect object weighing up to 50lbs. and repairs two points of hardness damage to a weapon or one point of armor bonus damage to armor.

Restore Critical Wounds

Necromancy (Healing)

Level: Cha 5, Leg 4

This spell functions like Restore Light Wounds, except that it heals 4d6+4 points of damage and deals 4d8+4 damage to undead.

Restore Critical Wounds, Mass

Necromancy (Healing)

Level: Cha 9, Leg 8

This spell functions like Restore Light Wounds, Mass, except that it heals 4d6+4 points of damage and deals 4d8+4 damage to undead.

Restore Light Wounds

Necromancy (Healing)

Level: Cha 2, Leg 1

Components: V, S

Casting Time: 1 standard action

Range: Touch

Target: Creature touched

Duration: Instantaneous

Saving Throw: Will half (harmless); see text

Spell Resistance: Yes (harmless); see text

When laying your hand upon a living creature, you channel positive energy that instantly restores 1d6+1 points of damage. This healing does not convert hit points to nonlethal damage; instead the hit points are simply replaced.

Since undead are powered by negative energy, this spell deals 1d8+1 damage to them instead of healing their wounds. An undead creature can apply spell resistance, and can attempt a Will save to take half damage.

Restore Light Wounds, Mass

Necromancy (Healing)

Level: Cha 6, Leg 5

Components: V, S

Casting Time: 1 standard action

Range: Close (25 ft. + 5ft./2 levels)

Target: One creature/level, no two of which can be more than 30 ft. apart

Duration: Instantaneous

Saving Throw: Will half (harmless) or Will half; see text

Spell Resistance: Yes (harmless) or Yes; see text

You channel positive energy that instantly restores 1d6+1 points of damage in each selected creature. This healing does not convert hit points to nonlethal damage; instead the hit points are simply replaced.

Like Restore light wounds, this spell deals 1d8+1 damage to undead in its area rather than curing them. Each affected undead may attempt a Will save for half damage.

Restore Moderate Wounds

Necromancy (Healing)

Level: Cha 3, Leg 2

This spell functions like Restore Light Wounds, except that it heals 2d6+2 points of damage and deals 2d8+2 damage to undead.

Restore Moderate Wounds, Mass

Necromancy (Healing)

Level: Cha 7, Leg 6

This spell functions like Restore Light Wounds, Mass, except that it heals 4d6+4 points of damage and deals 4d8+4 damage to undead.

Restore Moderate Wounds

Necromancy (Healing)

Level: Cha 4, Leg 3

This spell functions like Restore Light Wounds, except that it heals 3d6+3 points of damage and deals 3d8+3 damage to undead.

Restore Moderate Wounds, Mass

Necromancy (Healing)

Level: Cha 8, Leg 7

This spell functions like Restore Light Wounds, Mass, except that it heals 3d6+3 points of damage and deals 3d8+3 damage to undead.

Shooting Star

Transmutation [Light]

Level: Cha 8

Components: V

Casting Time: Full-round action

Range: Unlimited

Target: You

Duration: One round per 100 miles travelled

Saving Throw: None

Spell Resistance: No

This spell instantly transforms the caster into a shooting star, streaking skyward in a long arc towards their desired destination, which may be as distant as 100 miles per caster level. Interplanar travel is not possible.

You can bring along objects as long as their weight doesn't exceed your maximum load. As with all spells where the target is you, you need not make a saving throw, nor is spell resistance applicable to you. You must have some clear idea of the location and layout of the destination.

The clearer your mental image, the more likely the shooting star will arrive on target. It takes a few seconds to travel many miles with this spell, however the subject of this spell appearing as a glowing, fiery ball of light streaking across the sky is highly visible and all within a mile of their destination may make a Spot roll DC 15 to estimate the rough direction the shooting star landed from where they are located. To see how well the shooting star works, roll d% and consult the table below. Refer to the following information for definitions of the terms on the table.

Familiarity: "Very familiar" is a place where you have been very often and where you feel at home. "Studied carefully" is a place you know well, either because you can currently see it, you've been there often, or you have used other means (such as scrying) to study the place for at least one hour. "Seen casually" is a place that you have seen more than once but with which you are not very familiar. "Viewed once" is a place that you have seen once, possibly

On Target	Off Target	Similar Area	Mishap	Familiarity
Very familiar	01-97	98-99	100	—
Studied carefully	01-94	95-97	98-99	100
Seen casually	01-88	89-94	95-98	99-100
Viewed once	01-76	77-88	89-96	97-100
False destination	—	—	81-92	93-100

using magic.

“False destination” is a place that does not truly exist or if you are trying to land at an otherwise familiar location that no longer exists as such or has been so completely altered as to no longer be familiar to you. When travelling to a false destination, roll 1d20+80 to obtain results on the table, rather than rolling d%, since there is no real destination for you to hope to arrive at or even be off target from.

On Target: You land where you want to be.

Off Target: You land safely a random distance away from the destination in a random direction. Distance off target is 1d10x1d10% of the distance that was to be travelled. The direction off target is determined randomly.

Similar Area: You wind up in an area that’s visually or thematically similar to the target area. Generally, you appear in the closest similar place within range. If no such area exists within the spell’s range, the spell simply fails instead.

Mishap: You have gotten “scrambled.” You take 1d10 points of damage, and you reroll on the chart to see where you wind up. For these rerolls, roll 1d20+80. Each time “Mishap” comes up, the characters take more damage and must reroll.

NOTE: The level of this spell has been inflated to preserve the rare magic flavor of Midnight. DMs may lower the spells level as desired to fit his playing style, though it is recommended that the spell’s level not drop below 5th.

Whisper on the Wind

Transmutation [Air]

Level: Lgt 6

Components: V, DF

Casting Time: 1 standard action

Range: Unlimited

Area: 10 ft. radius cylinder 10 ft. high

Targets: You and one touched creature per three levels

Duration: 1 hour/level (D)

Saving Throw: No and Will negates (harmless)

Spell Resistance: No and Yes (harmless)

When cast this spell alters the substance of your body and that of others touched, becoming a cylinder of hurricane force wind that enables you to travel at great speeds across the land to a location specified at the time of casting, the destination must be known to the caster. In this form the caster may travel at 100 miles per hour for the duration of the spell, moving in the most direct route towards their

destination.

Speeding along, these hurricane-force winds blow across land like a miniature twister, ravaging all in their path until it reaches its destination. All Listen checks are impossible in its area, and ranged attacks have no effect, in addition the wind has the following effects on

creatures based on their size that it moves over:

Medium or smaller who fail a Fort save DC16 + casters Wis modifier are knocked prone and rolled 11d4x10 feet, taking 1d4 points of nonlethal damage per 10 ft.

Large creatures who fail of Fort save DC16 + casters Wis modifier are knocked prone by the wind.

Huge creatures who fail a Fort save DC16 + casters Wis modifier are unable to move forward against the force of the wind until it moves over them.

The wind is quite capable of uprooting trees, causing structural damage and even damaging ships.

Astirax Magic Sense

This rule works with the idea that astiraxes can sense magic with lesser and greater degrees of difficulty depending on the strength of the spell cast. With this rule, astiraxes can sense magic as far away as 1 mile per level of the spell cast.

The range of detection of magic items is based on the strength of the magic item. Minor magic items have a detection range of one mile, medium strength magic items have a detection range of three miles, and major magic items have a detection range of five miles.

Sometimes a DM may decide that the chance of an astirax detecting a cast spell or a magic item should be a random event. The DM may roll percentile dice to see if a spell that is cast, or magic item, gets the attention of an astirax. If the result is less than the level of the spell times 5, an astirax has taken notice of the spell. (Cantrips count as half.) Detection of magic items is determined by the strength of the item:

Minor magic item:	10%
Medium magic item:	20%
Major magic item:	30%

If a settlement, such as a town, is nearby, adjust the chance that the spell/magic item will be detected as follows:

Thorp or Minor Road	+2%
Hamlet or Major Road	+5%
Village	+10%
Small Town	+15%
Large Town	+20%
Small City	+30%
Large City	+50%
Metropolis	+75%
In the Kaladrin Mountains:	-25%
10 miles or more inside the Erethor:	-50%
20 miles or more from any settlement/road:	-20%

If multiple settlements are within range, their adjustments stack. Stacking bonuses are halved for additional magical items. For example, if a party is carrying two minor magical items, the chance of detection would be 15% (10% plus 5% for the second minor item). If the two items were carried into a small town, the chance of detection would be 30% (15% for the items and 15% for the town modifier). Using a magic item's spell like power also increases the detection chance by 5% per spell level.

Once the astirax's detection is confirmed, the DM might want to determine how far away the astirax is from the party. To determine this, roll 1d10. If the result is greater than the level of the spell cast, round it down to the spell's level. The result equals the number of miles away the astirax is.

Cantrips count as a 1st level spell, but reduce the resulting distance to the astirax by 1/2 mile.

Minor magic items count as 2nd level spells, medium magic items count as 4th level spells, and major magic items count as 6th level spells for this purpose.

Magic Items

Soul Blades

Soul Blades were created at the beginning of the Second Age to deal with the plague of the Fell. The blades were forged to quell both the physical form of the Fell and the malevolent spirits that drives them. The blades were designed to increase in power as they absorbed the Fells' dark essence. Hundreds of Soul Blades were created and given to some of the greatest warriors of the age. It may

Random Astirax Possession

To randomly determine what type of animal the astirax currently possesses, roll 1d100 on the table below:

d100	Animal type
1-5	Bat
6-15	Cat
16-30	Dog
31-35	Eagle
36-40	Hawk
41-47	Horse, Heavy
48-55	Horse, Light
56-58	Hyena
59-64	Leopard
64-67	Owl
68-71	Rat
72-85	Raven
86-87	Snake, Constrictor
88-89	Viper Snake, Small Viper
90-91	Viper Snake, Medium Viper
92-97	Wolf
98-00	Advanced Astirax

Advanced Astirax

d100	Animal type
1-10	Bear, Black
11-20	Bear, Brown
21-35	War Horse, Light
36-50	War Horse, Heavy
51-60	Lion
61-70	Viper Snake, Large Viper
71-80	Viper Snake, Huge Viper
81-90	Tiger
91-00	Roll Again (Add 1 HD)

be due to the heroes' great courage or the strength of their character, that kept the dark secret of the blades safely hidden away. It wasn't until many years later that the dark side of the blades was revealed. Mighty heroes who had wielded the blades through battles great and small began to change. Some lashed out at former friends, some killed themselves, while others slowly went insane. Attempts were made to gather up the remaining blades and destroy them and any reference to their creation. However, as the Shadow has found out, it is difficult to completely eliminate knowledge. The rituals required to create the blades have survived and some feel the risks from the blades are worth the great benefits they offer.

Soul blades absorb the spirits of the creatures they kill. Over time the blades gain a will of their own. The blades are not inherently evil but as more dark spirits are absorbed the blade becomes tainted. The blade wants to grow in power and absorb more spirits. It takes a powerful hero to control the blade. Due to the risks the hero faces when wielding a Soul Blade, he is granted great respect.

The people know that the hero is sacrificing his life to wield the blade and there may come a day when the hero must be destroyed before he can cause great harm. Once the weapon has reached a +2 enchantment bonus, the blade is linked to the wielder's psyche and destroying the blade could kill the wielder. At a minimum, the hero's intellect and willpower will shatter (-4 Int and -4 Wis). Some heroes have recovered over time, but most live out their remaining days as broken men.

Soul Blade Powers

2nd Level: [Ego 0] +1 enchantment

3rd Level: [Ego 7] Fell do not rise when destroyed by the Soul Blade; begins to gain Ego points; Effective Wis and Cha 12

4th Level: [Ego 8] Undead(Fell) Bane

6th Level: [Ego 9] Gain an attack of opportunity against undead that attack the wielder.

8th Level: [Ego 10] The number of attacks of opportunity the wielder can make in a round increases by 1.

10th Level: [Ego 11] +2 enchantment bonus

12th Level: [Ego 12] Attacks of opportunity vs. undead increases to max 4/round

15th Level: [Ego 14] Disruption ability vs undead

Ancestral Weapons

Ancestral weapons were created by the Dornish Channeler Igald Hendricksen, who despaired of the collapse of the Dornish culture in the later years of the Third Age. Igald had studied with the elves and learned their secrets of preparing a person's spirit for death and preserving it after death. He took his knowledge back to his home of Riismark and presented his ideas of preserving the knowledge and skills of his clan through creation of great weapons.

His timing was good, as his clan's Mhor (leader) was dying and wished to pass his knowledge and skills on to his

infant son. The Mhor's spirit was transferred to his great sword. When the son came of age, he wielded the sword and unlocked its wisdom. As he aged, he ensured his spirit was also imbedded in the blade. Over time the knowledge of the ritual was spread throughout the Dornish clans and eventually to the dwarves. With the dawn of the Last Age and the Shadow's attempt to destroy knowledge, ancestral weapons have become an important way to preserve knowledge for a day when the Shadow is cast down.

Ancestral weapons store the personality and skills of individuals who wielded the weapon and had their spirits invested into it when they died. Most ancestral weapons are created from the spirits of a single family or clan. In the hands of someone not of the family/clan, the blade will be a masterwork weapon but nothing more. The weapons provide skills and feats, but also knowledge of past events and possibly lost lore. The history stored in the weapons may, after more than a century under the Shadow, be more important than any magical benefit the blade provides.

Ancestral Weapon Powers

1st Level: [Ego 3] Int 12 Wis 12 Cha 10, 10 skill ranks in any skills.

3rd Level: [Ego 4] 10 skill ranks*

4th Level: [Ego 5] +2 to Int, Wis or Cha

6th Level: [Ego 6] character gains use of Skill Focus**

8th Level: [Ego 7] +2 to Int, Wis or Cha

9th Level: [Ego 8] 10 skill ranks* or gain use of a Metanagic Feat**

12th Level: [Ego 9] +2 to weapon's Int, Wis or Cha

15th Level: [Ego 11] 10 skill ranks*; Skill Focus**

16th Level: [Ego 12] +2 weapon's to Int, Wis or Cha

18th Level: [Ego 13] Skill Focus or Meta-Magic Feat**

20th Level: [Ego 14] +2 weapon's to Int, Wis or Cha

The beginning skill ranks should be distributed by the DM in any combination of skills without limit based on levels, as appropriate to the spirit inhabiting the blade/staff/object.

* These additional skill ranks can be used to increase the wielder's existing skills or add completely new ones at the discretion of the DM

** This could be chosen by the Player or DM. If the inhabiting spirit is more combatative in nature, the Metamagic Feat could be replaced by a Bonus Fighter Feat.

Masten's Hands (Covenant Item)

These heavy leather gloves are studded on the knuckles and the backs with steel rivets. The leather itself has an odd, scaly texture, and feels warm to the touch. In ancient days, the gloves belonged to a Dornish engineer and construction worker called Masten, a giant of a man that legends say could lift a felled tree on his own, and over many years they absorbed some of his tremendous strength.

Masten's Hands Powers

2nd Level: Improved Unarmed Strike

3rd Level: +1 Str

6th Level: +2 Str (non-cumulative)

9th Level: Unarmed damage increases one die step

Horn of Winter's Chill

This bent animal horn has a knot of ox hair around the silver mouth cap. When blown, it gives a sound not unlike the howling of a winter gale, and emits a 100' cone of frost and wind. All within the area must make a Fort 16 save or suffer 2d6 cold damage, and be slowed by the magical cold for 2 rounds.

Moderate evocation; CL 7th; Craft Wondrous Item, *ice storm*; Price 20,000 gp; Weight 1 lb.



Art by: Torstein Nordstrand

Chapter 3

Blood of the Battlefield

This chapter offers several new rule systems designed to make combat and survival more flavorful in Midnight. No where is safe in Eredane. The Shadow permeates everything. The simple act of travelling to the next town could suddenly become a struggle for survival.

Weapons are illegal, and therefore very hard to come by. In a Midnight campaign, a warrior must learn to care for his weapon. He can't simply get a replacement down the street.

New combat options presented here are meant to add a bit of flavor and even a bit of added muscle to those who war against the shadow. Notably, the Health & Battle Points system is design to make combat more realistic and gritty, while the new rules for Defense helps characters survive in a world where armorsmiths are rare and magical defenses are rarer still.

These rules are optional however, and modular, so DMs should feel free to use or ignore any part of this chapter.

Health and Battle Points

The d20 term "Hit Points" can be used to refer to Battle Points, Health Points, or a combination of both as appropriate. This is not a redefinition of "Hit Points", but rather a reflection of the fact that Battle Points and Health Points are essentially sub-types of Hit Points. The d20 term "Damage" can be used to describe Battle Damage, Health Damage, or both when appropriate.

Damage that is applied to Battle Points is called Battle Damage, and that which is applied to Health Points is called

Health Damage.

The original terms hit points and damage should be used when there is no need to distinguish between battle points or health points, battle damage or health damage. The term "character" is used throughout this work to describe player characters, non-player characters, and monsters.

Overview

Like the hit points they replace, battle points and health points represent the amount of physical damage a character can absorb before collapsing. Battle points are based on your hit die type and class levels, rising as your character grows in power and experience. Health points are initially based on your hit die type but are limited by your Constitution, and your Size.

If a character's battle points are reduced to 0, the character becomes Fatigued. They remain Fatigued until they receive 8 full hours of complete rest. Furthermore, there is a chance that they may become Exhausted. They remain Exhausted until they receive 1 hour of complete rest, after which point they revert to being merely Fatigued.

If a character's Health Points are reduced to exactly 0, that character is Disabled, conscious and able to act but horribly wounded. Characters who's health points are reduced below 0 are Dying, and will continue to lose health points unless their condition is stabilized. A character who's health points reaches (0 – the character's Constitution score) or less is Dead.

What Battle Points Represent

A character's battle points represents the luck, skill and physical fitness that allows them to avoid the worst effects of damage, effectively converting a telling blow into a glancing one, or a miss altogether. An owlbear's bite or a dragon's claws don't necessarily pierce or rend the character; rather the character is able to bend and twist to avoid the worst of the attack. As a character's battle points drop, the character becomes tired and thus less able to avoid the damage from these blows. Powerful, high-level characters have great reserves of battle points to draw on, making them much more able to avoid mortal wounds.

What Health Points Represent

A character's health points reflect their ability to endure physical damage. A loss of health points always means that the character has been struck and injured in some way, ranging from a nasty bruise to lethal organ damage.

Distributing Hit Points

Every creature has a maximum number of health points that it can sustain, based on its Constitution and Size category. To determine this maximum, add the Size adjustment for health points to the character's current Constitution score. Thus, a Huge creature with a Constitution of 20 can have a maximum of 24 health points. No creature can have less than 1 health point. Creatures without a Constitution score have no battle points – all of their hit points are health points. All hit points a character receives up to their Maximum health points are split in half. Half goes to health points, the other half are battle points. Once the character reaches his maximum number of health points, all hit point gained thereafter are battle points.

For Example: Raniel, a 2nd level Channeler has a Constitution of 14 and 12 hit points. Six are health points and six are battle points.

When Raniel reaches 8th level, he has a total of 39 hit points. 14 are health points, while the remaining 25 are battle points.

Temporary ability score losses to Constitution may affect both the character's battle points and health point totals. Spells such as *Reduce Person*, *Enlarge Person*, and *Alter Self* do not affect maximum health points, though spells such as *Polymorph*, *Baneful Polymorph*, and *Shapechange*

do adjust a character's maximum health points. Spells which adjust a character's maximum health points do not alter a character's total hit points, rather any difference is balanced by a corresponding gain or loss of battle points.

The Toughness feat is a special exception. Hit points gained through this feat are always Health Points, regardless of modifications due to Size. Thus a Pixie with Toughness still has 4 Health Points despite its Diminutive size.

Distributing Damage

Normally, when a character receives damage, it is subtracted from the character's current battle points. However, there are several situations where damage is applied to health points directly.

Battle Points reduced to 0

When a character's battle points are reduced to zero, any remaining damage, and any further damage inflicted after that point is applied to their health points.

Character is Exhausted

Characters who are exhausted for any reason may not use their battle points to absorb damage. All damage received is applied directly to health points.

Size Adjustment for Maximum Health Points

Size Adjusted	Maximum Health Points
Fine	-16
Diminutive	-8
Tiny	-4
Small	-2
Medium	0
Large	+2
Huge	+4
Gargantuan	+8
Colossal	+16

Critical Hits

Whenever a character is damaged by a critical hit, the damage sustained is split in half. Half goes to the character's health points, while the other half goes to his battle points.

Art by: Torstein Nordstrand



Flat-footed

A character that receives damage whilst Flat-Footed splits the damage sustained as if struck by a critical hit.

Sneak Attacks

When a character makes a sneak attack, the normal weapon damage (with all modifiers) is done directly to his victim's health points. The additional damage from the added d6's are subtracted from the victim's battle points. If the additional sneak attack damage reduces the character's battle points to 0, subtract the remaining damage from the victim's health points.

Nonlethal Damage

Nonlethal damage is treated as battle point damage until the character reaches 0 battle points. After that point, the character suffers normal nonlethal damage to their health points. A character that reaches 0 health points due to nonlethal damage is Staggered. A character that is reduced to negative health points through nonlethal damage is Unconscious and Helpless.

Additional damage done after the character's health points are reduced to (0 – Constitution score) is treated as normal damage.

Injury and Death

battle points and health points replace hit points as an abstract measure of how hard it is to kill a character. Although there are many special attacks that can incapacitate or kill a character outright, the most common effect is simply to inflict damage in the form of lost battle points or health points. This damage accumulates with every blow, reducing your battle point or health point total, to 0 or perhaps below. At that point the character is pretty much out of the fight, and probably in deep trouble. Fortunately simple rest will restore lost battle points, and given sufficient time most health damage will heal. Spells and magic items can greatly speed the recovery and healing process.

Effects of Damage

Losing battle points or health points as a result of damage has no effect on a character's capabilities so long as they don't lose them all. If a character's battle points are reduced to 0, that character is at least Fatigued

and must make a Fortitude save (DC of 10) to avoid becoming Exhausted. Characters whose health points are reduced to 0 through nonlethal damage are also Staggered. Characters who are fatigued cannot run or charge and suffer an effective penalty of -2 to Strength and Dexterity. Doing something else that would normally cause fatigue Exhausts a fatigued character. After 8 hours of complete rest, fatigued characters are no longer fatigued.

A character who is staggered is so badly weakened or roughed up that he can only take a partial action when he would normally be able to take a standard action. Characters who are Exhausted move at half normal speed and suffer an effective penalty of -6 to Strength and Dexterity. After 1 hour of complete rest, exhausted characters become fatigued.

If a character's health points are reduced to exactly 0 from normal damage, that character is Disabled. He is conscious and able to act but horribly wounded. He can take only a partial action each round, and if he performs any strenuous action, he takes 1 point of health damage after completing the act. Strenuous actions include running, attacking, casting a spell, or using any ability that requires physical exertion or mental concentration. Unless the strenuous action increased the character's health points, he is now Dying.

Unconscious and Subdued

A character that reaches -1 Health Points through Nonlethal damage is unconscious.

While unconscious, a character is helpless. Each full minute that a character is unconscious, a character has a 10% chance to wake up and be Staggered until the character's Health Points exceed the character's Nonlethal damage again. Nothing bad happens to a character if the character misses this roll.

Unconscious and Dying

A dying character has negative Health Points. She is unconscious and near death. At the end of each round (starting with the round in which the character dropped below 0 hit points), her player rolls d% to see whether she stabilizes. She has a 10% chance to become stable. If she doesn't stabilize, she loses 1 Health point. A character whose Health Points reaches (0 – the character's Constitution score) or less is Dead.

Stabilization and Recovery

A character who was dying but who has stabilized and still has negative Health Points is Stable. The character is no longer dying, but is still unconscious. If the character has become stable because of aid from another character, then the character no longer loses hit points. He has a 10% chance each hour to become conscious and be disabled (even though his hit points are still negative). If the character stabilized on his own and hasn't had help, he is still at risk of losing hit points. Each hour, he has a 10% chance to become conscious and be disabled. Otherwise he loses 1 Health point.

First Aid

First aid usually means saving a dying character. If a character has negative Health Points and is losing Health Points (at 1 per round, 1 per hour, etc), then a caregiver can make him stable by making a Heal check vs. a DC of 15. The injured character regains no health points, but he does stop losing them. This is a standard action.

Natural Healing

A character recovers 1 battle point per character level (+ Con Modifier) per eight hours of rest. A character recovers 1 health point per day of rest. They may perform light, non-strenuous activity during this period, but may not engage in combat or cast spells. If the character undergoes complete bed rest (doing nothing for an entire day), the character recovers both health and battle points at 1.5 times the usual rate. If tended by a character with the Heal skill, this rate can be increased to 2 times the usual rate by making a Heal check (DC of 15) once per day. Characters may not recover battle points while they are Exhausted.

Magical Healing

Special abilities, spells, and devices that normally restore hit points now restore lost health and battle points. Magical healing won't raise a character's current battle or health points higher than a character's health point or battle point total.

When a healing spell is cast, such as Cure Light Wounds, the spell heals an amount of Health Points equal to half the amount it normally would. The remaining half is damage done to the character's Battle Points. This Battle Point damage represents the painful

and exhausting effects of the spell's energies forcing his body to mend at such an advanced rate. A spellcaster may choose to voluntarily reduce the number of health points a spell heals.

Temporary Battle Points

Certain effects give characters temporary hit points. These are always considered battle points. When a character gains temporary battle points, note the character's current battle points. When the temporary battle points go away, the character's battle points drop to that score. If the character's battle points are already below that score at that time, all the temporary battle points have already been lost and the character's battle point score does not drop. Temporary battle points cannot be restored the way real battle points can be, e.g. by resting, healing, etc.

Constitution Damage

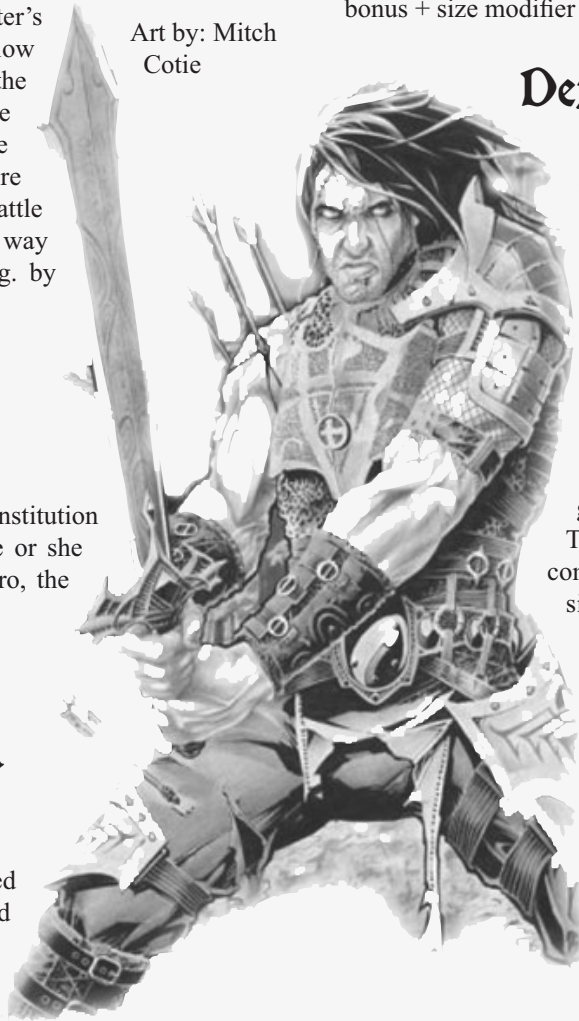
When any character's Constitution score is reduced to three, he or she becomes unconscious. At zero, the character is dead.

Converting Creatures and NPCs

Converting published monsters to use the health and battle points system is fairly straight forward. Simply determine how many hit points the creature has, then subtract its Constitution score. Whatever remains are the creature's battle points. If the number of hit points the creature has is less than its constitution score, simply designate half as health points and the other half as battle points.

NOTE: Undead and constructs do not have battle points. All of their hit points are considered health points.

Art by: Mitch
Cotie



Defense

Defense represents how hard it is for opponents to land a solid, damaging blow on a character (or object). Defense replaces the Armor Class rules, but like AC, a character's Defense score is the result that an opponent needs to achieve to hit the character. This system is based on the same system found in d20 modern. The average, unarmored civilian has a Defense of 10. A hero's Defense is equal to:

10 + Dexterity modifier + class bonus + equipment bonus + size modifier

Dexterity Modifier

If the character's Dexterity is high, the character is particularly adept at dodging blows or ranged attacks. If the character's Dexterity is low, the character is particularly inept at it.

Class Bonus

A character's class and level grant an innate bonus to Defense. This bonus measures the character's combat savvy and applies in all situations. However, any situation in which the character would normally lose his or her Dexterity bonus causes the character to lose his or her class Defense bonus as well.

Equipment Bonus

If the character wears armor, it provides a bonus to the character's Defense. This bonus represents the armor's ability to protect the character

from blows.

Armor provides a minimum bonus to anyone who wears it, but a character who is proficient in the use of a certain type of armor receives a larger bonus to Defense.

Sometimes the character can't use the equipment's bonus to Defense. If an attack will damage the character just by touching him or her, the character can't add an equipment bonus (see Touch Attacks).

Size Modifier

The bigger an opponent is, the easier it is to hit in combat. The smaller it is, the harder it is to hit. Size modifiers are shown on the table below.

Size	Size Modifier
Colossal	-8
Gargantuan	-4
Huge	-2
Large	-1
Medium-size	+0
Small	+1
Tiny	+2
Diminutive	+4
Fine	+8

Other Modifiers

Feats: Some feats give a bonus to Defense. Any feat that would grant a bonus to AC, such as Dodge, grants an equal bonus to Defense.

Natural Armor: Some creatures have natural armor, which usually consists of scales, fur, or layers of thick muscle.

Dodge Bonuses: Some other Defense bonuses represent actively avoiding blows. These bonuses are called dodge bonuses. Any situation that denies the character his or her Dexterity bonus also denies the character dodge bonuses. Unlike most sorts of bonuses, dodge bonuses stack with each other.

Magical Effects: Some magical effects offer enhancement bonuses to armor (making it more effective) or deflection bonuses that ward off attacks.

Touch Attacks

Some attacks disregard armor. In these cases, the attacker makes a touch attack roll (either a ranged touch attack roll or a melee touch attack roll). The attacker makes his or her attack roll as normal, but the character's Defense does not include any equipment bonus or armor bonus. All other modifiers, such as class bonus, Dexterity modifier, and size modifier, apply normally.

Class Bonus

Level	Good	Poor
1	+2	+1
2	+3	+1
3	+3	+2
4	+4	+2
5	+5	+3
6	+5	+3
7	+6	+4
8	+7	+4
9	+7	+5
10	+8	+5
11	+9	+6
12	+9	+6
13	+10	+7
14	+11	+7
15	+11	+8
16	+12	+8
17	+13	+9
18	+13	+9
19	+14	+10
20	+15	+10

Good Defense: Rogue, Barbarian, & Defender

Poor Defense: Fighter, Wildlander, & Channeler

Converting Creatures and NPCs

Converting published monsters to use the Defense system is pretty simple. Simply check the table above and add the appropriate Defense modifier for the character's class and replace the character's "Armor Class" field with "Defense"

Monsters without class levels do not get a Defense modifier. Simply replace the creature's "Armor Class" field with "Defense". The Defense system is in place to make up for the loss of armor and magical defenses in Midnight. Creatures whose armor class is based off of the standard 3.5 D&D system do not need this adjustment

Variant Rule: Armor Absorption

In addition to the added bonus to Defense, armor is also capable of turning a lessening the effect of blows that do manage to hit the character. This is represented as damage reduction.

Certain armors are better suited against different attack methods. See the table below to determine what types of protection each type of armor offers.

Armor

	Slashing	Bludgeoning	Piercing
Padded	0	1	0
Leather	1	1	1
Studded Leather	1	2	1
Chain Shirt	2	0	1
Hide	2	1	1
Scalemail	2	2	2
Chainmail	3	1	1
Breastplate	3	2	2
Spint mail	3	2	3
Banded mail	3	3	2
Half-Plate	3	3	3
Full Plate	4	3	3

Magic and the material the armor is composed of can make a difference to its protective qualities. Magical armor adds half its enhancement bonus (min +1) to its damage reduction value. Mithral adds a +1 bonus to its DR that stacks with magical enhancement. Armor forged with adamantite adds a +2 bonus and also stacks with magical enhancements.

Weapon and Armor Degredation

One of the things that makes *Midnight* different from other settings is the lack of abundant equipment, weapons, and armor. In a typical D&D game, players can easily stop by the local blacksmith's shop and pick up a new sword or suit of armor. Not so, in *Midnight*. These rules emphasize the importance of obtaining fresh weapons and armor in the game.

Weapon Degradation

Whenever a character attacks an enemy and rolls a natural 1, he must immediately roll a secondary attack. This happens in much the same way critical hits are resolved. The confirmation roll uses all of the same modifiers as the original roll but does no damage. If the character manages to hit on the second roll the character fails to do any damage to his target and has managed to damage his weapon. The weapon may have struck his opponent's weapon in mid-swing, been deflected by his opponent's shield, or hit a particularly hard armor plate. The exact result is up to the DM.

What this means in game terms, is that the character's weapon's hardness rating is reduced by 1. Once the weapon's hardness rating has worn down to 0, the weapon begins taking hit point damage at the same rate. If the confirmation roll results in yet another natural 1, the character's weapon is instantly damaged beyond use.

See the Weapon Appendix in the back of the book to determine your weapon's hardness and hit points.

If the character is attacking an unarmed and unarmored target, he does not risk damaging his weapons. Creatures with a natural armor bonus of +5 or greater are considered armored for this purpose. Unarmored or unarmed creatures simply don't have a weapon or protection capable of damaging their opponent's weapons.

Craft: Weaponsmithing and Armorsmithing

These rules function as per the Player's Handbook. However, these skills are considered cross-classed skills for all classes as such skills are illegal in Shadow controlled areas and tools and teachers are very hard to come by.

Magical Weapons

Magical weapons are not subject to the same rules governing degradation as normal weapons. Magical weapons only risk damage when used against opponents wielding a magical weapon, or wearing magical armor, with an enchantment bonus of +1 greater than the character's weapon. Every 4 points of natural armor a creature has is equal to a +1 enchantment bonus. So a creature with +16 natural armor is considered to have +4 armor when determining weapon degradation.

Weapons forged of mithral are considered +1 magical weapons. This +1 stacks with any other enchantment bonuses. Adamantine weapons are treated just like mithral, but have a +2 bonus. Covenant weapons are treated as having a +1 enhancement bonus for these purposes even if they normally would not.

Armor Degradation

Whenever a character suffers a critical hit from a natural 20, the Armor Bonus granted by his armor is reduced by 1 and the armor's Armor Check Penalty is increased by 1 as damaged plates are knocked loose, straps are cut, slivers of chainmail hang loose, etc.

Magical Armor

Like magical weapons, magical armor is immune to damage made by weapons of lesser or equal magical enchantment. Creatures that have damage reduction are capable of damaging magical armor as if their natural attacks were the same as whatever weapons are needed to bypass their own damage reduction. Example: A creature with DR 5/+1 would have natural attacks capable of damaging +1 armor.

Weapon and Armor Degredation Variant Rules

Degredation from Minimum Damage

In reality, smaller weapons are more prone to damage when used for parrying or in an attempt to penetrate heavy armor. To simulate this, you can require a check for armor degradation whenever a character does the minimum amount of damage possible on a successful attack.

If the character attacks, and does minimum damage, he must immediately make a second attack roll. If he misses, his weapons suffers degradation and takes 1 point of hardness damage.

Great Failure Degrades Weapons

In addition to the existing rules for degrading weapons, if the attacker's hit fails by 10+ points he must roll another d20; if this result would have also miss the target, then weapons degradation occurs. This does not stack with degradation from rolling a natural 1.

Great Success Degrades Armor

In addition to the existing rules for degrading armor, if the attacker's hit succeeds by 10+ points he must roll another d20; if this result would also hit the target, then armor degradation occurs. This does not stack with degradation from actual critical hit results, however.

Armor composed primarily of mithral is considered +1 magical armor when determining the possibility of armor degradation. This +1 stacks with any other enchantment bonuses.

Adamantine armor is treated just like mithral, but has a +2 bonus. Covenant armor is treated as having a +1 enhancement bonus for these purposes even if it normally would not.

Chapter 4

Ways of the World

This chapter contains several bits of information regarding the world of Aryth and dealing with the challenges of wilderness survival.

Here you will find revisions of the standard d20 rules for cold weather exposure, thirst and starvation, and overland movement. These rules have been rewritten to inflict temporary Constitution damage instead of nonlethal damage. The reasoning behind this is, no matter how well a character can fight, or how many spells he knows, he still grows tired or hungry like any other man.

You will also find expanded rules for wilderness survival. These new rules take the form of a detailed system for hunting and fishing. When the heroes are on the run, they may have to depend on the world around them to survive. Here we provide Midnight DMs the tools to simulate these aspects of survival as well as giving them guidelines on how long the character's kill will remain edible.

Finally we present rules for several new diseases, a constant threat in the war-torn world of Aryth.

Temporary Constitution Damage

When any character's Constitution score is reduced to three, he or she becomes unconscious. At zero, the character is dead.

Cold Weather Exposure

Prolonged exposure to a very cold environment deals temporary Constitution damage to the victim. This temporary Constitution damage cannot be recovered until the character gets out of the cold and warms up again. Once a character's Constitution score is reduced to three, he is rendered unconscious and continues to suffer damage until dead or no longer suffers from cold weather exposure.

An unprotected character in cold weather (temperatures below 40° F) must make a Fortitude saving throw each hour (DC 15) or sustain 1d2 points of temporary Constitution damage. A character who has the Survival skill may receive a bonus (see the description of the Survival skill in the 3.5 Player's Handbook) to this saving throw and may be able to apply this bonus to other characters as well.

In conditions of extreme cold or exposure (below 0° F), an unprotected character must make a Fortitude save once every 10 minutes (DC 15), or take 1d2 points of temporary Constitution damage on each failed save. A character who has the Survival skill may receive a bonus to this saving throw and may be able to apply this bonus to other characters as well. Characters wearing winter clothing only need check once per hour for cold and exposure damage.

A character who sustains any temporary Constitution damage from cold or exposure suffers from frostbite or hypothermia and is fatigued. These penalties end when the character recovers the temporary Constitution damage he or she suffered from the cold and exposure.

Starvation and Thirst

In normal climates, Medium-size characters need at least one gallon of fluids and about a pound of decent food per day to avoid starvation. (Small characters need half as much.) In very hot climates, characters need two or three times as much water to avoid dehydration.

A character can go without water for 1 day plus a number of hours equal to his Constitution score. After this time, the character must make a Constitution check each hour (DC 10) or sustain 1 point of temporary Constitution damage.

A character can go without food for 3 days, in growing discomfort. After this time, the character must make a Constitution check each day (DC 12) or sustain 1d2 points of temporary Constitution damage.

Characters who have taken temporary Constitution damage from lack of food or water are fatigued. Temporary Constitution damage from thirst or starvation cannot be recovered until the character gets food or water, as needed—not even magic that restores ability score damage heals this damage.

Overland Movement

Characters covering long distances cross-country use overland movement. Overland movement is measured in hours or days. A day represents 8 hours of actual travel time. For rowed watercraft, a day represents 10 hours of rowing. For a sailing ship, it represents 24 hours.

Walk: A character can walk 8 hours in a day of travel without a problem.

Hustle: Your character can hustle for 1 hour without a problem. Hustling for a second hour in between sleep cycles causes your character 1 point of temporary Constitution damage, and each additional hour causes twice the damage taken during the previous hour.

Run: A character can't run for an extended period of time. Attempts to run and rest in cycles effectively work out to a hustle.

Terrain and Overland Movement

Terrain	Highway	Road	Trackless
Plains	X1	X1	X1
Scrub, rough	X1	X1	X3/4
Forest	X1	X1	X1/2
Jungle	X1	X3/4	X1/4
Swamp	X1	X3/4	X1/2
Hills	X1	X3/4	X1/2
Mountains	X3/4	X1/2	X1/4
Sandy desert	X1	-	X1/2

Mounts and Vehicles

Mount/Vehicle	Per Hour	Per Day
Mount (carrying load)		
Light horse or light warhorse	6 miles	48 miles
Light horse (151-450 lb.)	4 miles	32 miles
Light warhorse (231-690 lb.)	4 miles	32 miles
Heavy horse	5 miles	40 miles
Heavy horse (201-600 lb.)	3 1/2 miles	28 miles
Heavy warhorse	4 miles	32 miles
Heavy warhorse (301-900 lb.)	3 miles	24 miles
Pony or warpony	4 miles	32 miles
Pony (76-225 lb.)	3 miles	24 miles
Warpony (101-300 lb.)	3 miles	24 miles
Donkey or mule	3 miles	24 miles
Mule (231-690 lb.)	2 miles	16 miles
Cart or wagon	2 miles	16 miles
Ship		
Raft or barge (poled or towed)*	1/2 mile	5 miles
Keelboat (rowed)*	1 mile	10 miles
Rowboat	1 1/2 miles	15 miles
Sailing ship (sailed)	2 miles	48 miles
Warship (sailed and rowed)	2 1/2 miles	60 miles
Longship (sailed and rowed)	3 miles	72 miles
Galley (rowed and sailed)	4 miles	96 miles

*Rafts, barges, and keelboats are used on lakes and rivers. If going downstream, add the speed of the current (typically 3 mph) to the speed of the vehicle. In addition to 10 hours of being rowed, the vehicle can also float an additional 14 hours, if someone can guide it, so add an additional 42 miles to the daily distance traveled. These vehicles can't be rowed against any significant current, but they can be pulled upstream by draft animals on the shores.

Terrain: The terrain through which a character travels affects how much distance the character can cover in an hour or a day.

Forced March: In a day of normal walking, a character walks for 8 hours. The character spends the rest of daylight time making and breaking camp, resting, and eating.

A character can walk for more than 8 hours in a day by making a forced march. For each hour of marching beyond 8 hours, the character makes a Constitution check (DC 10). If the check fails, the character takes 1d2 points of temporary Constitution damage. A character can't recover this damage normally until the character halts and rests for at least 4 hours. A character who suffers any Constitution damage from strenuous movement is fatigued. It's possible for a character to march into unconsciousness by pushing himself or herself too hard.

Mounted Movement: A horse bearing a rider can move at a hustle. Horses however, can continue on after their Constitution is reduced below three and can literally walk themselves to death. Horses can also be force-marched, but the mount's Constitution checks automatically fail.

Hunting

Simply locating game in the wilderness can be a challenge in itself. To determine whether or not the character was able to locate any game, make a Survival skill check (DC:25) each hour spent hunting modified by the conditions listed on the table below. All modifiers and synergy bonuses stack.

Terrain	Modifiers to DC
Plains	+1
Scrub, rough	+2
Forest	+0
Jungle	-1
Swamp	+1
Hills	+1
Mountains	+2
Sandy desert	+5

*Add +2 to DC along heavily traveled roads and trails.

Synergy Bonuses	(5 ranks)
Move Silently	+2
Hide	+2
Knowledge: Nature	+2
Spot	+2
Search	+2
Listen	+2
Profession: Hunter	+2

The Prey

Once it is determined that a PC has successfully located their prey, the character must be able to kill or capture it. See the table below to determine what kind of prey the character has encountered, how far it is away at the start of the encounter based on terrain, and the amount of meat gained from a successful kill.

Fishing

If a character desires, he may forgo hunting in favor of fishing. He need only some string, some bait, and a hook. The DM must first determine the quality of the place the character chooses to fish. This is done by rolling 3d10, which sets the difficulty of the proceeding survival checks.

Each hour spent fishing, the character may roll a survival check to determine how successful his casts have been. On a success, the DM rolls 1d10 to determine how much meat the fish he has caught will yield. If the check succeeds by five or more, roll 1d20 instead.

Characters with 5 ranks in Profession: Fisherman adds a +2 synergy to all fishing related Survival checks.

Meat Freshness

The table below lists the number of days different kinds of meat can be stored in temperatures below 40°. Eating food after this time requires the character to make a Fortitude check (DC10 + 2 per day after the listed storage length). Failure indicates the character suffers from food poisoning. (See Diseases.)

Chicken/Turkey Pieces	2 days
Chicken/Turkey Whole	2 days
Steaks/Beef	4 days
Chops, pork	4 days
Chops, lamb	4 days
Roasts, beef	4 days
Roasts, lamb	4 days
Roasts, pork and veal	4 days
Stew Meats	1 days
Ground meats	1 days
Organ meats (liver, heart, kidneys)	1 days
Meat Leftovers — Cooked meat, meatdishes	3 days
Gravy and meat broth	1 days
Bacon	6 days
Sausage	1 days
Smoked sausage, links or patties	6 days
Ham, fully cooked, whole	6 days
Ham, fully cooked, half	4 days
Ham, fully cooked, slices	3 days
Fish	2 days

Exposure to temperatures above 40°F dramatically reduces the length of time food remains healthy. Food exposed to warmer temperatures (40°F+) is typically unharmed for 2 hours. Eating exposed food after 2 hours of exposure requires a Fortitude check (DC10 + 1 per additional hour). Failure indicates the character suffers from food poisoning. (See Diseases.)

Forest

1d20	Prey	(No. Appearing)	30'	60'	90'	120'	180'	Lbs. of Meat
1-3	Rabbit	1d2	1-3	4-5	6	7	8	1d2
4-5	Deer/Elk	1d8	1	2	3-4	5-7	8-10	20+1d8
7-9	Squirrel	1d8	1-3	4-5	6	7	8	1
10	Boar	1d2	1	2	3-4	5-7	8-10	20+1d8
11	Black Bear	1d2	1	2	3-4	5-7	8-10	40+1d12
12	Brown Bear	1d2	1	2	3-4	5-7	8-10	60+1d12
13-14	Small Bird	1d20	1-3	4-5	6	7	8	1/2
15	Turkey	1d8	1	2	3-4	5-7	8-10	2+1d4
16	Lizard	1d4	1-3	4-5	6	7	8	1
17	Small Viper	1d2	1-3	4-5	6	N	N	1
18-19	Toad	1d8	1-3	4-5	6	N	N	1/2
20	Turtle	1d2	1-3	4-5	6	N	N	1

Plains

1d20	Prey	(No. Appearing)	30'	60'	90'	120'	180'	Lbs. of Meat
1-2	Rabbit	1d2	1-3	4-5	6	7	8	1d2
3-4	Deer/Elk	1d8	--	1-2	3-4	5-7	8-10	20+1d8
5	Small Bird	1d20	1-3	4-5	6	7	8	1/2
6	Turkey	1d8	1	2	3-4	5-7	8-10	2+1d4
7	Lizard	1d4	1-3	4-5	6	7	8	1
8-9	Prairie Dog	1d4	1	2	3-4	5	6	1d2
10	Bison	1d8	--	1-2	3-4	5-7	8-10	40+1d20

Jungle

1d20	Prey	(No. Appearing)	30'	60'	90'	120'	180'	Lbs. of Meat
1-2	Const. Snake	1d2	1-3	4-5	6	7	8	4+1d8
3	Deer/Elk	1d8	1	2	3-4	5-7	8-10	20+1d8
4-6	Small Bird	1d20	1-3	4-5	6	7	8	1/2
7	Alligator	1d2	1-3	4-5	6	7	8	10+1d8
8	Lizard	1d4	1-3	4-5	6	7	8	1
9	Toad	1d8	1-3	4-5	6	N	N	1/2
10	urtle	1d2	1-3	4-5	6	N	N	1

Hills and Mountains

1d20	Prey	(No. Appearing)	30'	60'	90'	120'	180'	Lbs. of Meat
1-3	Small Bird	1d20	1-3	4-5	6	7	8	1/2
4	Goat	1d4	1-3	4-5	6	7	8	10+1d8
5	Small Viper	1d2	1-3	4-5	6	7	8	1
6	Lizard	1d4	1-3	4-5	6	7	8	1
7	Boar	1d2	1	2	3-4	5-7	8-10	20+1d8
1-9	Black Bear	1d2	1	2	3-4	5-7	8-10	40+1d12
10	Brown Bear	1d2	1	2	3-4	5-7	8-10	60+1d12

Sandy Desert

1d20	Prey	(No. Appearing)	30'	60'	90'	120'	180'	Lbs. of Meat
1-2	Lizard	1d4	1-3	4-5	6	7	8	1
3	Camel	1d2	1	2	3-4	5-7	8-10	20+1d8
4-5	Small Viper	1d2	1-3	4-5	6	7	8	1
6-8	Small Bird	1d20	1-3	4-5	6	7	8	1/2

Disease

Disease is a constant, underlying threat. Some diseases are spread through contact with infected peoples, others merely by being near them; some are spread through the food one eats, others by way of a contaminated water supply. Even the animals one hunts can be carriers of disease.

The chance to detect an infection or identify a diseased population depends on the disease in question. The healing skill is the one used to determine a PCs success in this, regardless of the disease encountered. One roll is possible at the end of Incubation, and again at the end of Stage I and also Stage II.

Misdiagnosis is common, and results in a -2 penalty to the Recovery Roll. However, if the diagnosis is corrected when entering the next stage of the disease's progression, then the disease has been properly identified and the -2 penalty is removed for the Recovery Roll at the end of that stage, as well as any future stages.

Most diseases are merely minor flues, and these are the most commonly encountered. These are temporarily debilitating but not usually fatal. Many diseases can actually be fatal if left untreated, however, and a rare few are difficult to survive even with skilled medical care. These have been individually detailed below.

Encountering Disease

Each time a group encounters one of the vectors listed, such as contaminated water, food or settlements, there is a chance of encountering one or more of the appropriate diseases, as determined by a d20 roll. The roll applies only once per encounter. To randomly determine whether a disease is present, roll 1d20; on a roll of "1" there is a disease present. PCs may not initially be aware of the disease however. (Naturally, DMs are free to determine when a disease is present, regardless of dice rolls, or adjust the random target number as they see fit.)

Successful identification of a disease gives the party ample opportunity to take measures to prevent exposure, such as not eating contaminated food, or staying a distance upwind of carriers. It is possible for characters to avoid exposure altogether, even if entering a town known to contain disease, if quarantines are in effect, or if characters take precautions to avoid the transmission vectors. Misdiagnosis does not necessarily make it impossible to avoid the disease if the disease diagnosed has the same vectors as the true disease (at the DM's discretion.)

How To Read The Disease Entries

Transmission indicates how the disease is caught. The most basic categories are Food, Water, and Settlements/Encounters. Further details can be added, such as Rabies' limitation to bites.

Symptoms list the visible effects the disease has on its victims. The DM determines the game effects of such symptoms. Possible symptoms include:

- * Chest symptoms (cough, fluid-filled lungs, chest discomfort)
- * Diarrhea
- * Fainting (fainting, dizziness, light-headedness)
- * Fever effects (temperature, chills, sweating)
- * Nausea
- * Pain (abdomen, chest, head, neck)
- * Skin (lesions, rashes, ulcerations)
- * Swelling (tonsils, lymph nodes, glands)
- * Other (excessive sweating or bloody mucous, for example)

Diagnosis lists the DC of properly identifying that disease at the end of each stage of progression (Incubation, Stage I, Stage II)

Misdiagnosis lists the diseases which a failed Healing skill check will falsely identify the disease as.

Treatment modifiers show the modifier to the Recovery Roll at the end of each stage, and also apply to the non-recovery survival roll. These modifiers are designed to be used with the Herbalism ruleset in *Against the Shadow*.

Progression lists the incubation period, as well as how long the disease is in Stage I and Stage II.

"Recovery" shows the DC to fully recover at the end of the Incubation period, again at the end of Stage I, and finally at the end of Stage II.

Chance of Death shows the odds of mortality if the recovery roll fails at the end of Stage II (see Recovery, above). It also lists the DC of the Fortitude save vs. death, which should be checked any time a character rolls within the listed Chance of Death range after failing the final Recovery Roll.

Debility lists the duration and severity of effects after either succeeding at a Recovery Roll. It also affects characters who never succeed at a Recovery Roll but who are not killed by the disease (see Chance of Death, above).

Fatigue results in a -2 to DEX and -2 to STR ability scores, multiplied as indicated (e.g. Fatigued x3 equals -6 to DEX and -6 to STR)

Disease Types

Water Vector

Dysentery
Cholera
Hepatitis
Typhoid
Flu

Food Vector

Dysentery
Cholera
Food Poisoning
Hepatitis
Typhoid
Flu

Encounter/Settlement Vector

Hepatitis
Pneumonia
Typhoid
Typhus
Rabies
Plague
Smallpox
Flu

The Diseases

Dysentery

Transmission: Food or water may carry this disease. Those who eat or drink infected material must make a Fortitude Save at (DC 18) to avoid contracting it

Symptoms: Abdominal Pain, diarrhea

Diagnosis: DC 20

Misdiagnosis: Cholera, flu

Treatment modifiers: Pain relievers provide a +2 Circumstance bonus to the recovery roll

Progression: Incubation is 1-3 days. The disease is in primary stage for 3 days after incubation, and fully advanced for 7 days

Recovery: DC 20 at each stage

Chance of Death (with failed recovery): 1-2 on d20, Fortitude save at (DC 20) to avoid

Debility after recovery: 7 days (Fatigued symptoms x2)

Cholera

Transmission: Food or water may carry this disease. Those who eat or drink infected material must make a Fortitude Save (DC 20) to avoid contracting it

Symptoms: Abdominal Pain, fever, diarrhea

Diagnosis: DC 20

Misdiagnosis: Dysentery

Treatment modifiers: Pain relievers provide a +2 Circumstance bonus to the recovery roll

Progression: Incubation is a single day. The disease is



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in primary stage for 3 days after incubation, and fully advanced for 3 more days

Recovery: DC 25 at each stage

Chance of Death (with failed recovery): 1-4 on d20, Fortitude save at (DC 25) to avoid

Debility after recovery: 28 days (Fatigued symptoms x3)

Hepatitis

Transmission: Contact, Food or water may carry this disease. Exposed characters must make a Fortitude Save (DC 19) to avoid contracting it

Symptoms: Fever, general pain

Diagnosis: DC 25

Misdiagnosis: Flu

Treatment modifiers: Pain relievers provide a +2 Circumstance bonus to the recovery roll

Progression: Incubation is one month. The disease is in primary stage for 3 days after incubation, and fully advanced for 5 more days

Recovery: DC 25 at each stage

Chance of Death (with failed recovery): 1-10 on d20, Fortitude save (DC 25) to avoid

Debility after recovery: 14 days (Fatigued symptoms x2)

Food Poisoning

Transmission: Food. Exposed characters must make a Fortitude Save (DC 19) to avoid contracting it

Symptoms: Severe abdominal pain and cramps, slight fever

Diagnosis: DC 20

Misdiagnosis: Cholera

Treatment modifiers: Pain relievers provide a +2 Circumstance bonus to the recovery roll; Antibiotics +2

Progression: Incubation is 1 days The disease is in primary stage for 1 day after incubation, and fully advanced for 2 more days

Recovery: DC 25 at each stage

Chance of Death (with failed recovery): 1-10 on d20, Fortitude save (DC 25) to avoid

Debility after recovery: 14 days (Fatigued symptoms x2)

Pneumonia

Transmission: Contact, airborne. Exposed characters must make a Fortitude Save at DC 15 to avoid contracting it

Symptoms: Cough, fluid-filled lungs, chest discomfort

Diagnosis: DC 15

Misdiagnosis: Plague, flu

Treatment modifiers: Pain relievers provide a +2 Circumstance bonus to the recovery roll;

Progression: Incubation 3 days. The disease is in primary stage for 5 days after incubation, and fully advanced for 9 more days

Recovery: DC 25 at each stage

Chance of Death (with failed recovery): 1-2 on d20, Fortitude save (DC 25) to avoid

Debility after recovery: 7 days (Fatigued symptoms)

Typhoid

Transmission: Contact, Food or water may carry this disease. Exposed characters must make a Fortitude Save (DC 19) to avoid contracting it

Symptoms: Fever, pain, cough

Diagnosis: DC 25

Misdiagnosis: Pneumonia, Plague

Treatment modifiers: None

Progression: Incubation is 6 days. The disease is in primary stage for 7 days after incubation, and fully advanced for 6 more weeks.

Recovery: DC 20 at each stage

Chance of Death (with failed recovery): 1-2 on d20, Fortitude save (DC 20) to avoid

Debility after recovery: 6 weeks (Fatigued symptoms x3)

Typhus

Transmission: Contact. Exposed characters must make a Fortitude Save (DC 19) to avoid contracting it

Symptoms: Fever, headache, rash

Diagnosis: DC 15

Misdiagnosis: Flu

Treatment modifiers: None

Progression: Incubation is 1 day. The disease is in primary stage for 5 days after incubation, and fully advanced for 10 more days

Recovery: DC 20 at each stage

Chance of Death (with failed recovery): 1-4 on d20, Fortitude save (DC 20) to avoid

Debility after recovery: 7 days (Fatigued symptoms x2)

Rabies

Transmission: Animal bite (saliva), contact with infected bodily fluids. Exposed characters must make a Fortitude Save (DC 18) to avoid contracting it

Symptoms: Fever, sore throat; then, severe pain, salivation and sweating

Diagnosis: DC 20

Misdiagnosis: Flu

Treatment modifiers: None

Progression: Incubation is 3 weeks. The disease is in primary stage for 14 days after incubation, and fully advanced for 7 more days

Recovery: DC 30 at each stage

Chance of Death (with failed recovery): 1-19 on d20, Fortitude save (DC 20) to avoid

Debility after recovery: 4 months (Fatigued symptoms x2)

Plague

Transmission: Fleas or airborne. Exposed characters must make a Fortitude Save (DC 20) to avoid contracting it

Symptoms: Fever, swollen glands, severe pain, cough, chills

Diagnosis: DC 20

Misdiagnosis: Pneumonia, flu

Treatment modifiers: Pain relievers with anti-fever provides a +2 Circumstance bonus to the recovery roll;

Progression: Incubation is 4 days. The disease is in primary stage for 4 days after incubation, and fully advanced for 8 more days

Recovery: DC 25 at each stage

Chance of Death (with failed recovery): 1-19 on d20, Fortitude save (DC 20) to avoid

Debility after recovery: 15 weeks (Fatigued symptoms x2)

Smallpox

Transmission: Contact, airborne. Exposed characters must make a Fortitude Save (DC 20) to avoid contracting it

Symptoms: Fever, general pain, blisters over body

Diagnosis: DC 15

Misdiagnosis: Chickenpox (flu)

Treatment modifiers: Pain relievers, fever reducers each provide a non-cumulative +2 Circumstance bonus to the recovery roll

Progression: Incubation is 3 days. The disease is in primary stage for 3 days after incubation, and fully advanced for 14 more days

Recovery: DC 25 at each stage

Chance of Death (with failed recovery): 1-15 on d20, Fortitude save (DC 25) to avoid

Debility after recovery: 7 days (Fatigued symptoms x2)

Flu

Transmission: Any (choose one). Exposed characters must make a Fortitude Save (DC (10+1d20) to avoid contracting it

Symptoms: Fever, general pain, cough

Diagnosis: DC (10+1d20)

Misdiagnosis: Some other flu

Treatment modifiers: None

Progression: Incubation is 3 days. The disease is in primary stage for 1 day after incubation, and fully advanced for 2 more days

Recovery: DC (10+1d20) at each stage

Chance of Death (with failed recovery): 1 on d20, Fortitude save (DC (10+1d20) to avoid

Debility after recovery: 3 days (Fatigued symptoms)

Creating New Diseases

New diseases can easily be created by simply selecting properties and modifying them however you see fit.

Typically, diseases with longer incubation times do less immediate damage, and are less contagious, but are much more difficult to recover from at each stage and often more deadly in the end. Diseases with short incubation periods have to be more contagious but tend to be easier to recover from at each stage, and less deadly overall.

A disease such as Ebola, for example, breaks these guidelines, and as a result it tends to spread insanely fast for a short distance, killing most who catch it, but it burns through the supply of humans faster than they can spread it, so the intermittent Ebola flare-ups tend to correct themselves naturally in short order.

Chapter 5

Midnight Campaigns

This chapter offers a host of advice and information for DMs new to Midnight.

Midnight Timeline

Time of Years (Year of the Seer Wind)

Xirexi, Patriarch of the Dragons, gifts a crown of scales to Suthail Aman, High Lady of the *elthedar*. The present is a token of highest honor and sublime divinity.

Time of Years (Year Under the Black Sky)

Erum Pel, chieftain of the Aru tribe, takes his followers deep into the Great Forest. The demons they flee are tricked by spirits of the wood and consume themselves in their madness.

Time of Years (Year Before the Rain)

Shadiuil is born. In time he will become the first of the High Kings, establishing the elven monarchy in Erethor. Aradil, known in later days as the Witch Queen of Erethor, will eventually become the greatest of this line.

Time of Years (Year of Colder Stone)

Padul of Modrun Clan becomes the first dwarf in history to kill an orc. His distinction is forever lost moments later as he and the rest of his mining party are slaughtered by the dead orc's fellow raiders.

Time of Years (Year of the Far Water)

The last of the dragonkind is born, as was foretold by the prophetess Kirinhi in her *Fables of the Lizard's Eye*.

Time of Years (Year Behind the Red Moon)

The Vale of Tears forms in the far north of Eredane as Izrador stirs and continuous earthquakes shatter the region for more than a decade.

First Age

Year 1, First Age (Year of the Queen)

Aradil the Witch Queen is crowned monarch of all the elves.

Year 2101, First Age

Poedren of the Urthec Tribe becomes the first halfling nomad to study magic with the elven tutors in Caradul.

Year 3893, First Age

Ressial the seer and monks from the Order of Truth bring a prophecy to Aradil. The prophecy tells of a demonic host that will sweep across the continent from the north. Izrador is named as its cause.

Year 3951, First Age

The Dorns first land on Eredane's southern shores.

Year 4151, First Age

Durgen the Black kills his elder brother in single combat, becoming Durgen the Bloody. He takes his due title as King of Orin Clan, Right Defender of the Great Houses of the Dorns.

Year 4393, First Age

The first rumors of the Fell reach the court of the Witch Queen in Erethor.

Year 4397, First Age

Packs of undead from the Dornish battlefield become a horrifying scourge as they learn to hide and move beneath the coastal waters of the Ebon Sea, rising from the depths at night to stalk through shoreline villages.

Year 4410, First Age

Numerous emissaries from the Witch Queen to the Dornish Kings finally achieve peace. The Dornish War ends.

Year 4560, First Age

The Twelve Kings' Pact is signed, creating the twelve nations of the Dorns. The Ebon Sea is renamed the Sea of Pelluria in honor of the Dorns' lost homeland.

Year 4705, First Age

Izrador first makes contact with Beirial the Betrayer in the remote monastery of Bandilrin.

Year 4728, First Age

The Order of Shadow is born as Izrador completes his corruption of the monastery of Bandilrin.

Year 4975, First Age

A Dornish king, Sedrig the Sly, founds an enlightened monastery of learning. It will eventually become the Scholar's Academy at Highwall, the greatest single repository of knowledge in Eredane.

Year 5133, First Age

An army of orcs, goblins, and other foul creatures floods out of the Highhorn Mountains intent on destroying the elves of Erethor. The host is driven by the legates of Izrador, who also command demons. The war ends that same year as an allied force of humans, dwarves, and elves defeats the host on the plains of Eris Aman, in what is now known as the Battle of Three Kingdoms.

Year 5133, First Age

In the aftermath of the Battle of the Three Kingdoms, a desperately cast spell inadvertently creates the first of the spirit trees in what will eventually become the Whispering Wood.

Year 5133, First Age

The First Age ends.

Second Age

Year 220, Second Age

The Dornish King in Highwall signs an economic pact with the other kingdoms that leaves Highwall the center of trade in the Sea of Pelluria.

Year 230, Second Age

Armies of the Sarcosan Empire invade southern Eredane. Year 318, Second Age Battle of Pethurin. The elves use magic to assassinate the five Sarcosan generals commanding the assault of Erethor. The Sarcosans sign a peace treaty with the elves.

Year 811, Second Age

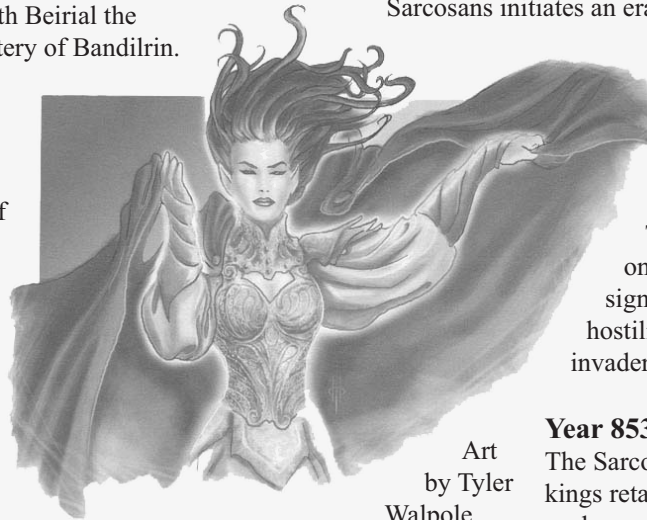
Marriage of Hedgreg the Younger to Princess Ialla of the Sarcosans initiates an era of alliance through royal marriage between the Dornish kings and the Sarcosan colonial nobility.

Year 835, Second Age

The Battle of Twin Crowns on the Plain of Erenhead signals the beginning of hostilities between the Sarcosan invaders and the Dornish nations.

Year 853, Second Age

The Sarcosan War ends. The Dornish kings retain their titles and lands in exchange for oaths of fealty to the Sarcosans.



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Year 1062, Second Age

The Sarcosan colonials initiate war against the Old Empire.

Year 1112, Second Age

The colonials crush an Old Empire armada near the island fortress of Stormhold. The Old Empire signals for peace and relinquishes its claim to Eredane.

Year 1113, Second Age

At the Conclave of Kings, the Sarcosan Prince Zefu Kari accepts the fealty of the Dornish Kings and a unified human nation is formed. The new nation is called the Kingdom of Erenland.

Year 1115, Second Age

Princess Sallia, sister to King Kari of Erenland, weds the heir of House Sedrig, Wendel the Sage.

Year 1123, Second Age

The river town of Fartherness is refounded as Alvedara, capital city of Erenland, and construction begins on the first of what will eventually be known as the Bridge Towers of the Kalif.

Year 1216, Second Age

Construction of the last of the keeps along the Fortress Wall in the Northern Marches is completed. Across the nations, soldiers are recruited to garrison the newly completed forts.

Year 1920, Second Age

The first attacks are reported along the Fortress Wall, signaling the beginning of the second war with Izrador.

Year 1948, Second Age

Dragons once again fill the skies over Eredane. A devastating battle is waged between those allied with the dark will of Izrador and those who defended the people of Eredane. Both sides break in the aftermath of this climactic battle, and the second war draws to an end.

Year 1948, Second Age

The heart of the dragon Zardrix is given to Izrador following the great battle at the Fortress Wall.

Year 1949, Second Age

The Second Age ends.

Third Age

Year 243, Third Age

Aradil's agents discover a coven of elven devotees of Izrador operating in Erethor. The queen personally attends to the traitors and no sign of them is ever seen again.

Year 875, Third Age

The corruption of the first among the Night Kings begins. Sunulael is a devout priest of the Sarcosan Sorshef when Izrador begins to whisper in his mind while he meditates.

Year 881, Third Age

Sunulael takes his cult of followers to a manor house in Cambrial, where they build the first Temple to the Shadow in the southlands and erect a *zordrafin corith*.

Year 882, Third Age

Jahzir Kamael is given the title of sussar and made Lord General of all the armies of the Kingdom of Erenland.

Year 884, Third Age

The dragon Zardrix is resurrected using the heart that was taken from her chest at the close of the Second Age.

She becomes the first of the Night Kings to be fully transformed and represents the destructive evil that Izrador will soon unleash upon Eredane.

Year 886, Third Age

Vildar Esben ascends to the throne of House Esben. He still rules in the present day from Port Esben, kept live by the dark magic of Izrador to fulfill his pledge of complete subjugation of the Northmen to the Shadow's will.

Year 890, Third Age

Ardherin of Erethor captures the demon Vard while hunting spirits in Caradeen.

Year 891, Third Age

Haunted by visions and seduced by a legate in disguise, Jahzir Kamael succumbs to the will of Izrador and takes on the mantle of a Night King.

Year 893, Third Age

Hedgreg the Last dies in battle opposing the Night King's betrayal of his Erenlander brethren. He is the last of the Old Kings to stand against the Shadow.

Year 895, Third Age

Gregon Chander betrays the Dorns and aligns himself with the Shadow by murdering the entire Davin royal line.

Year 895, Third Age

Ardherin is tricked by the demon Vard and taken to Izrador where he undergoes the torturous transformation into a Night King.

Year 897, Third Age

Led by the Night Kings, Izrador's armies once again pour out of the north, beginning the third war with Izrador.

Year 897, Third Age

The Last Battle, as it is now called by elven scholars, is fought on the southern coast of the Sea of Pelluria.

Year 898, Third Age

The forces of Izrador take Southreach, signaling the fall of Erenland.

Year 898, Third Age

The Third Age ends.

Last Age

Year 3, Last Age

The tower of Theros Obsidia is raised in a single day by the combined prayers of a hundred legates.

Year 16, Last Age

Construction of the secondary structures and tunnels surrounding Theros Obsidia is complete.

Year 92, Last Age

The last rains fall over Erethor. It is rumored that the rainwater turned black before the clouds dispersed.

Year 99, Last Age

The present day.

Sources

Histories of the Old Empire

The Lands of Aryth, Ilsrid of Highwall

Book of Sahi

A Dissertation on Sacred Myth, Parial

Prophecies of the Last Age, Vesra Anu

The Origins of the Fey and Other Beasts, Sulunael of the Sahi Priesthood

1d20 Ways to Start A Campaign

1- Steel Hill Slaves

They were all caught by the Shadow and sent to Steel Hill for slavery in the mines. On the way to the Hill they awake to find all of their Orcish Guards dead and the Legate a gibbering madman.

Who knows what happened, it is time to leave. Whatever destroyed the Orcs and left the Legate mad might come back.

2 - Dragonfriends

They are gathered by a Dragon who went to sleep before the final battle and awoke to find the world ruled by the Shadow in the North. He has gathered these humanoids together to gather information and figure out how to best use the Dragon's considerable resources. They might seem like a diverse group to each other but to the Dragon they just seem like a bunch of mortal two-legs.

3 - Covenant Item Chosen

A group of Covenant Items in an abandoned Keep of the Fortress Wall are calling them one item for each party member. The items have histories and motivations all their

own. Each player makes up his character and a rough idea of his Covenant Item, leaving the dirty work to the DM. The party meets on the road, each knowing that the other is looking for a sibling item to their own.

4 - Good Folk Pushed Too Far

All of the PC's were keeping their heads down, keeping out of the fighting, trying not to perish. Then something happened. They met a hero or a villain or a child. They found something worth living for, or dying for or fighting for. On that same day they heard about the crucifixion of an old man for teaching a child some runes in the dirt.

On the same day, all of the PC's set off towards the tree that man is nailed to, deciding to be heroes.

Character creation should include that special something that turned them from people beaten by fear and Shadow into heroes.

5 - Northward for Vengeance

An Orcish Host ravaged everything during their trek North. Allegedly they had found an artifact of Shadow so intense that it awoke a blood lust that even frightened Legates and fellow Orcs. Everything the PC held dear was destroyed by this host.

The PC's meet on the trail north, following this berserker host on their path to Izrador's front door.

6 - The Jungle's Children

50 years ago a ragtag group made their way into the Aruun jungle in order to find a better life, out from under Izrador's rule. The entire group was decimated by the Demons and Beast of the jungle. Only their children were left.

Then a strange thing happened, the Demons and Beasts of the jungle, together in parliament, decided to raise the children. The party is made of these children, all raised by various inhuman factions within the Jungle. Some beasts tried to raise them according to their parentage and others treated the children like just another beast. Some children had the sad ghosts of their parents guiding them along and others will only know the laws of the wild.

7 - Dark Tower's Shadow

You were raised and trained at Theros Obsidia, the academy for the Shadow Legates. Your childhood friend is Legate, just about to be sent out into the Eredane. You will help him choose his Orcish Host and then set out to the city

where he is stationed. Despite your childhood raised by the Shadow's tutors, your heart burns to fight against Izrador. How long can you pretend?

8 - Lulled Villagers

The Legate of your valley is a good man and the Orcish War Chief is sated so long as those above him on the ladder get their cut. The Legate teaches the children of the Shadow in the north, seeking to make peace in a terrible world. Everyone in town knows that your Legate isn't the norm, everyone knows how lucky they are.

The night before last the War Chief was killed by insurgents. Now an Orcish Host will make its way to your town in order to investigate. It is time to act, peace is over in this valley.

9 - Snake Folk

Once there was another deity whose cunning and evil rivaled even Izrador. Her name has been forgotten, scrubbed from your minds by the Sundering and Izrador's genocide. However, deep in the Aruun Jungle you remember Her dark rites. The Yuan-Ti will send a delegation to Izrador, offering the Demonic Armies of the Aruun in return for Izrador piercing the Veil and letting one Dark Goddess back onto the earth.

10 - Dire Insurgents

You are the Kings and Queens of the Dire Beasts. You are meeting at the first Moot to be held for one hundred years and together, you will decide how your nations will strike out against the Shadow. The Queen is waiting in her forest home for too long now and it is time to leave her leadership and allow nature to run its course.

11 - Nexus Heroes

A Power Nexus is a potent place. The four greatest of these holy grounds are dedicated to the four prime elements each has a guardian, bound to the Nexus, unable to leave. They have gathered you, each linked to that element in a unique way to look for the fifth great Nexus, lost since the Sundering.

12 - Demon's Valley

Your valley is ruled by a Demon, summoned in ancient days, stranded on Eredane since the Sundering. Through complex wheeling and dealing he keeps the Shadow at bay, offering his Demonic Seed for Izrador's Breeding Pits. All this benevolent Demon asks is that he may sleep with brides on the first night they are wed. His dark seed has permeated the entire valley.

Tomorrow your sister is getting married and she will allow no Demon to touch her.

13 - House Slaves

You are all house slaves for a hermit Shadow Legate, allowed to live out his days in seclusion for his valor during the Final Battle. His knowledge of ancient lore is vast and so he often answers missives brought to him by Astirax messengers, sent to him from Legates all over Eredane. Last night he died in his bed.

14 - The Reborn

Before the Night Kings fell under the Shadow, other heroes stood against the hordes of the North. The seeress Orghlaith, Kelrim the Pious, Hecatae Shadowdancer, Jack Giantsbane, a dozen, a hundred others took up the mantle of adventurer and fought the encroaching dark. People such as these can exist beyond the flow of history, whether you believe them immortal souls reborn again and again, or archetypes imbedded in the subconscious of mortal races.

The PC's are those walking the Paths laid down by these Heroes. Destiny has made them champions, whether they know it or not.

15 - Last, Best Hope

For years your village remained safe, too remote to note and too small to draw attention and for a long while it seemed like the world was not such a bad place after all. Each day would roll into the next punctuated only by the normality of it all. That is until they came, wielding blades and fire they slew your friends, your family, those you had grown up with the old, the infirm, while those too young were thrown to their creatures to feed upon. The rest were dragged off in chains off into the night, while you all badly wounded, were left for dead.

Now all you have left are the scars on your bodies and the nightmares of that night to fuel your burning desire to free or avenge those unfortunate survivors of your village who were dragged off into the night whatever their fate has been.

16 - Calling

Throughout your youth you felt different, as if there was something you were supposed to do or somewhere you were meant to be. Though always you were able to ignore this feeling, it never ceased to call to you.

As you grew older the feeling would come more often and feel more urgent until eventually on your eighteenth

birthday you could ignore the feeling no more, taking what meager supplies you could find you set off into the unknown.

For many days you travelled travelling only by the feeling that burned within your chest and drove you onward, pulling you to whatever destiny had in store.

Eventually during a particularly stormy night you arrive at the foot of a steep hill, some old ruins illuminated by the flash of the lightning in the sky above. Slowly you clamber over the rocks and up the hill, moving cautiously into the ruin of some long lost tower, until eventually you can see an open courtyard and a soft blue light flickering within. As you get closer you can see a single blue flame dancing in the centre of the court and from its illumination the faces of several other strangers all staring with wonder towards it, apparently drawn here the same as you.

17 - Pawns in a game.

Within the Shadow host are a myriad of powerful factions scheming to increase their power and humiliate or weaken their rivals. It is said that the strings are pulled by the mightiest of players, possibly the Night Kings themselves. The party has been protected and granted training and basic supplies from some mysterious benefactor. Information on where shadow forces are stationed and on key shipments of supplies and slaves find their way to the party.

Someone with lots of information is helping the party. The key is to determine how to use the information and when to run before they too are sacrificed in the name of the great game.

18 - Hidden heritage.

House Sedrig was supposedly destroyed in the assault on Highwall. The Dorns who live in the shadow of the dark tower suffer without hope or leadership. If House Sedrig had survived, it would provide the leadership the people needed to resist. House Sedrig did not die, it ensured that the bloodline would survive. In the veins of one of your party runs the blood of House Sedrig. Protecting the heir to the House is vital. Once the Shadow knows they will hunt you down. Can you survive and bring hope back to people of Highwall.

19 - Return of the elder fey.

Deep below the Kaladrin, the last of the Elder Fey are awoken by Izrador's leeching of Aeyrth's power. The Elder Fey have seen the destruction Izrador has caused and realized that even they can not stand against Izrador on their own. Secrecy is paramount, as they can not be found by Izrador or he would bend all efforts to destroy them.

Agents must be found to do their work and rebuild the mortal forces necessary to stop the Dark God. The party are the perfect agents.

20 - From the Flames

When the embers of your village finally died down, you awoke, aching all over. All around was death and ruin, the bodies of your kin and friends strung from gallows, pinned to the ground, or merely left where they fell.

A few others, some you know, some part of the group of strangers that arrived just last night, seem alive and stir amongst the ash. Could the outlanders somehow be responsible for all this?

DM Advice

What is the Point?

In a world where the dominant threat is an evil god, it is easy to see where the players may lose hope. The Midnight Campaign Setting specifically states that the defeat of Izrador should never be a realistic goal. With this in mind, there is still a lot for heroes to do.

The hope of the common man is to live what life he can, unnoticed by the malignant gaze of the Shadow. The heroes' primary goal is to help people achieve that hope. Defeating Izrador may not be possible, but there is a lot that can be done to make the world a less oppressive place.

Then again, who says Izrador is invincible? It's your game after all. The defeat of Izrador, or even a Night King, should not be taken lightly. If such a lofty goal is the central aspect of your quest, it is recommended that this be the case from the start. The defeat of such a high profile antagonist should be the climax of a very long campaign, perhaps one spanning all the way from 1st to 20th level. Perhaps such a thing is only possible for heroes of epic level?

What are Heroic Paths?

Why is it that some individuals are born different? This question has as many different answers as there are Paths. It could be hereditary, a gift passed on from an ancestor and only now awakened. It could be the result of magical experimentation, or a sudden exposure to eldritch forces beyond the character's control.

Another explanation is that the paths derive from a single answer, one single event or entity. The Paths could be a blessing from the gods enacted before the Veil fell. Rare individuals, seemingly chosen at random, are born with a gift, a gift that compels them to perform great acts of heroism in the name of forgotten gods. The gods may be gone, but their champions remain.

Regardless of the origins of the Paths, DMs are encouraged to play up their uniqueness. No two player s should have the same path, as likely, your character may be the only Mystic or Giantblooded in all of Aryth.

Evil Incarnate

Evil exists in the real world, but not like on Aryth. Those who worship Izrador are evil in a way that is hard to imagine. Not only are their despicable deeds tolerated, but they are excused and fostered by the most powerful entity in all the world. Acts most vile are not punished, but rewarded.

DMs should ask themselves; what must a person who worships the very definition of evil be like? This person would see kindness and love as a weakness to be stamped out and destroyed. And in doing so, he would receive rewards and admiration from his peers. His darkest, most heinous, desires would be encouraged. A legate would slaughter a hundred babies just for the minor blessing that his dark lord might grant.

Evil, taken to the most extreme bounds of human depravity, is considered a good thing by Izrador and his minions. To fully communicate the mood and theme of Midnight, DMs should take every opportunity to point this out to the PCs.

The World Hates You

The very world the characters live in can be their worst enemy and DMs are encouraged to play it as such. Simply drifting from town to town could prove deadly as hunger and the weather work against the would-be heroes. Even if they make it to the next town, will they be welcome, or will the villagers band together and force the PCs out for fear of the trouble they bring with them?

Even those who do not follow the Shadow fear it. Why would the blacksmith forge a weapon if he knew it meant his death and likely the death of his family? Why would the innkeeper risk seeing his livelihood burn to the ground

for housing an elf? Why would the captain risk his meager vessel by transporting known fugitives?

Whilst some people try to fight against the Shadow, most do not. They simply hope to live and die unnoticed. Heroes bring trouble, whether they mean to or not. While the majority of people are sympathetic to the resistance, few are willing to risk their own lives to help.

Even mundane things should often be a challenge to characters in a Midnight Campaign. The characters need food, but how do they get it? If the characters are wanted by the Shadow, simply walking into the next inn may be a death sentence. So you hunt? With what? Has the character been fortunate enough to acquire a good bow? Would he be willing to use up those precious arrows?

Never pass up an opportunity to remind the PCs who controls the world. Izrador's influence is everywhere. From the orcs who patrol the streets, to the freezing chill in the air, true sanctuary no longer exists.

Role play vs. Roll Play

Midnight is a very very dangerous setting. Healing magic is risky, and if you use some of the other rules in this book, not as effective as standard D&D healing. There are few places to rest, and every corner you turn could reveal the end of your adventuring career. Weapons grow dull, and the heroes grow tired.

So how is it that characters survive? By being careful. The Midnight Campaign Setting requires a different approach to a normal D&D campaign. DMs should make an effort to include more encounters that allow the PCs to talk their way through or around the problem at hand. The old D&D style of kicking the door down and killing the monsters for their stuff doesn't work so well when the tables have been turned. In Midnight, it is more likely the monsters are kicking your door down and they want your stuff.

Simply surviving in Eredane can be a challenge, never mind the intervention of monsters and legates. Equipment and shelter must be obtained by heroes on the move, and acquiring such things can be an evening of entertainment in itself.

Chapter 6

What Lurks After Midnight

Monsters of Midnight

What follows is another look at several standard D&D monsters, but with alterations to better fit the world of Midnight.

Angel, Solar (Anuviel)

Large sized Outsider (Angel, Extraplanar, Good)

Alignment: Lawful Good

Hit Dice: 32d8+160 (304hp)

Initiative: +9 (Dex, Improved Initiative)

Speed: 50 ft. (10 squares), fly 150 ft. (good);

AC: 35; (-1 size, +5 Dex, +21 Natural), touch 14, flat-footed 30

Base Attack/Grapple: +32/+45

Attacks: +5 *dancing greatsword* +45 melee (3d6+18/19-20) or +2 *composite longbow* (+5 Str bonus) +38 ranged (2d6+7/x3 plus slaying) or slam +30 melee (2d8+13);

Full Attack: +5 *dancing greatsword* +45/+40/+35/+30 melee (3d6+18/19-20) or +2 *composite longbow* (+5 Str bonus) +38/+33/+28/+23 ranged (2d6+7/x3 plus slaying) or slam +40 melee (2d8+13);

Face/Reach: 10 ft. /10 ft.

Special Attacks: Spell-like abilities, spells

Special Qualities: Art of Magic, Damage reduction 15/epic and evil, darkvision 60 ft., low-light vision, immunity to acid, cold, and petrification, protective aura, regeneration 15, resistance to electricity 10 and fire 10, spell resistance 32, summon familiar, tongues

Saves: Fort +23 (+27 against poison), Ref +23, Will +26;

Abilities: Str 28 (+9), Dex 20 (+5), Con 20 (+5), Int 24

(+7), Wis 26 (+8), Cha 26 (+8);

Skills: Concentration +37, Craft or Knowledge (any six) +39, Diplomacy +40, Escape Artist +30, Hide +26, Knowledge (Arcana) +35, Listen +33, Move Silently +30, Profession (Herbalist) +40, Search +32, Sense Motive +40, Spellcraft +39, Spot +33, Survival +8 (+10 following tracks), Use Rope +5 (+7 with bindings);

Feats: Brew Herbal Concoction, Brew Potion, Cleave, Craft Armors & Armor, Craft Staff, Craft Wondrous Item, Forge Ring, Dodge, Great Cleave, Greater Spellcasting (Greater Conjuration), Hover, Improved Initiative, Improved Sunder, Magecraft, Mobility, Power Attack, Sense Nexus, Spellcasting (Abjuration), Spellcasting (lesser Conjuration), Spellcasting (Divination), Spellcasting (Enchantment), Spellcasting (Illusion), Track;

Organization: Unique

Challenge Rating: 22

Possessions: -

The creature resembles a towering, powerfully built human with brilliant topaz eyes, silvery (or golden) skin, and gleaming white wings.

Solars are the greatest of the angels, usually close attendants to a deity or champions of some cosmically beneficent task (such as eliminating a particular type or wrongdoing).

A solar has a deep and commanding voice, and stands about 9 feet tall. It weighs about 500 pounds.

Angels are blessed with comely looks, though their actual appearances vary widely.

Angels speak Celestial, Infernal, and Draconic, though they can speak with almost any creature because of their tongues ability.

Combat:

Anuviel as with all Solars is a puissant champion of good. Only the most powerful fiends approach her power.

Even more fearsome than their +5 *dancing greatswords* as good-aligned and epic for the purpose of overcoming damage reduction.

Anuviel's natural weapons, as well as any weapons it wields are treated as good-aligned for the purposes of overcoming damage reduction.

Regeneration (Ex): Anuviel takes damage from epic evil-aligned weapons and from spells and effects with the evil descriptor.

Spell-Like abilities: At Will – *aid, animate objects, commune, continual flame, greater dispel magic, holy smite* (DC 22), *imprisonment* (DC 27), *invisibility* (self only), *lesser restoration* (DC 20), *polymorph* (self only), *power word stun, remove curse* (DC 21), *remove curse* (DC 21), *remove disease* (DC 21), *remove fear* (DC 19), *resist energy, summon monster VII, speak with dead* (DC 21), *waves of fatigue; 3/day – blade barrier* (DC 24), *earthquake* (DC 26), *heal* (DC 24), *mass charm monster* (DC 26), *permanency, resurrection, wave of exhaustion: 1/day – greater restoration* (DC 25), *power word blind, power word kill, power word stun, prismatic spray* (DC 25), *wish..* Caster level 20th. The save DCs are Charisma-based.

The following abilities are always active on Anuviel's person, as the spells (caster level 20th): *detect evil, detect snares and pits, discern lies* (DC 21), *see invisibility*, and *true seeing*. They can be dispelled, but Anuviel can reactivate them as a free action.

Spells: Anuviel can cast spells as a Channeler (Spiritual) 20th level. The save DC's are Wisdom-Based

Cantrips per Day: 11; Spell Energy: 31

0th = *Resistance, Create Water, Daze, Ray of Frost, Cure minor Wounds, Purify Food & Drink, Ghost Sound, Mage Hand, Mending, Virtue, Detect Magic;*

1st = *Alarm, Charm Person, Sleep, Protection from Evil, Shield, Mage Armor, Obscuring Mist, Unseen Servant, Cure Light Wounds, Mount, Summon Natures Ally 1, Identify, True Strike, Comprehend Languages, Disguise Self, Colour spray, Enlarge person, Expeditious Retreat, Goodberry, Magic Weapon, Pass without Trace, Reduce;*

2nd = *Arcane lock, Protection from Arrows, Resist Energy, Fog Cloud, Cure moderate Wounds, Lesser Restoration, Summon Natures Ally 2, Summon Swarm, Detect Evil, Detect Thoughts, See Invisibility, Animal Messenger;*

Charm Animal, Enthrall, Invisibility, Magic Mouth, Mirror Image, Silence, Alter Self, Barkskin, Bears Endurance, Knock, Tree Shape, Whispering Wind, Warp Wood, Wood Shape;

3rd = *Dispel Magic, Magic Circle against Evil, Protection from energy, Summon Natures Ally 3, Phantom Steed, Sleet Storm, Cure Serious Wounds, Neutralise Poison, Remove Disease, Speak with Plants, Suggestion, Displacement, Major Image, Invisibility Sphere, Fly, Gaseous Form, Greater Magic Weapon, Keen Edge, Meld into Stone, Plant Growth, Water breathing, Water Walk;*

4th = *Dimensional Anchor, Stoneskin, Lesser Globe of Invulnerability, Remove Curse, Summon Natures Ally 4, Secure Shelter, Cure Critical Wounds, Arcane Eye, Scrying, Charm Monster, Modify memory, Lesser Geas, Hallucinatory Terrain, Greater Invisibility, Control Plants, Polymorph, Baneful Polymorph, Quench, Reincarnate;*

5th = *Permanency, Awaken, Control Winds, Atonement, Break Enchantment, Summon Natures Ally 5, Mass Cure Light Wounds, Commune with Nature, Prying eyes, Hold Monster, Dream, Mirage Arcana, Persistent Image;*

6th = *Control Weather, Control Water, Liveoak, Move Earth, Stone to Flesh, Permanent Image, Programmed Image, Veil, Geas/Quest, Mass Suggestion, Analyze Dwoemer, Legend Lore, Stone Tell, True Seeing, Summon Natures Ally 6, Antimagical Field, Globe of Invulnerability, Greater Dispelling;*

7th = *Summon Natures Ally 7, Heal, Regenerate, Power Word Stun, Mass Invisibility, Wind Walk, Limited Wish;*

8th = *Symbol of Sleep, Word of Recall, Discern Location, Summon Natures Ally 8;*

9th = *Freedom, Summon Natures Ally 9, Shapechange, Temporal Stasis, Time Stop;*

Angel Traits: An angel possesses the following traits (unless otherwise noted in a creature's entry).

- Darkvision out to 60 feet and low light vision.
- Immunity to acid, cold and petrification
- Resistance to electricity 10 and fire 10.
- +4 racial bonus on saves against poison.
- *Protective aura* (Su): Against attacks made or effects created by evil creatures, this ability provides a +4 deflection bonus to AC and a +4 resistance bonus on saving throws to anyone within 20 feet of the angel. Otherwise, it functions as a *magic circle against evil* and a *lesser globe of invulnerability*; both with a radius of 20

feet (caster level equals angel's HD). This aura can be dispelled, but the angel can create it again as a free action on its next turn. (The defensive benefits from the circle are not included in an angel's statistics block).

- *Tongues* (Su): All angels can speak with any creature that has a language, as though using a *tongues* spell (caster level equal to angels Hit Dice). This ability is always active.
- *Magical Beings*: All Solar are magical creatures and gain +3 spell energy.

Anuviels Background:

Anuviel was one of only 2 Solars, that were trapped when the veil was put in place during the Sundering. The other was her companion a male named Solarien. Together they founded the hidden city of Celestia, shrouded from Izradors attention by powerful magical wardstones. Celestia serves as a haven to all good creatures who are fortunate enough to find it, and its existence is little more than a fable told to hopeful children.

Anuviel is a steadfast ally of the Witch Queen of Erethor, and the Witch Queen is one of the few people on Eredane to be gifted Anuviels true name and thereby is able to summon her.

Anuviel works with the Witch queen to formulate plans against the shadow and provide whatever aid she can.

It was Anuviel who found the "Tol'Ari Zemei" (Spire of Light), which was a powerful nexus of magical energies that the City of Celestia was built at the foot of. It was also Anuviel who after coming to terms with the loss of her divine magic and the contact with the gods of light, that with the help of the Witch Queen became a powerful Channeler in her own right and brought about the creation of the Wardstones that shroud their valley from Izrador's notice.

Anuviel is a vision of serene beauty and patience, she has a wisdom to her eyes that belies her youthful form, she is charismatic and determined and the people of Celestia love her dearly and would willingly face Izrador's forces again if she asked it of them.

Anuviel is the mother of a city of children and like any mother she is supremely defensive and caring where her offspring are concerned.

Unlike Solarien, Anuviel tends to take the long view, and approaches a problem from many angles, weighing up the options and possible outcomes. Because of this the two leaders are often in disagreement over a particular course of action, but over the years Anuviel has learned how to manipulate Solarien with words in order to obtain his compliance.

Angel, Solar “Solarien”

20th level Fighter

Huge sized Outsider (Angel, Extraplanar, Good)

Alignment: Chaotic Good

Hit Dice: 42d8+378 (567hp)

Initiative: +8 (Dex, Improved Initiative)

Speed: 50 ft. (10 squares), fly 150 ft. (good);

AC: 36; (-2 size, +4 Dex, +24 Natural), touch 12, flat-footed 32

Base Attack/Grapple: +45/+67

Attacks: +5 *dancing greatsword* +59 melee (3d6+23/17-20) or +2 *composite longbow* (+5 Str bonus) +46 ranged (2d6+7/x3 plus slaying) or slam +54 melee (3d8+18);

Full Attack: +5 *dancing greatsword* +59/+54/+49/+44 melee (3d6+23/17-20) or +2 *composite longbow* (+5 Str bonus) +46/+41/+36/+31 ranged (2d6+7/x3 plus slaying) or slam +54 melee (3d8+18);

Face/Reach: 15 ft. /15 ft.

Special Attacks: Spell-like abilities, spells

Special Qualities: Damage reduction 15/epic and evil, darkvision 60 ft., low-light vision, immunity to acid, cold, and petrification, protective aura, regeneration 15, resistance to electricity 10 and fire 10, spell resistance 32, tongues

Saves: Fort +32 (+36 against poison), Ref +27, Will +30;

Abilities: Str 38 (+14), Dex 18 (+4), Con 28 (+9), Int 23 (+6), Wis 25 (+7), Cha 26 (+8);

Skills: Concentration +32, Knowledge (any five) +48, Diplomacy +35, Escape Artist +29, Hide +42, Listen +51*, Move Silently +42, Search +48, Sense Motive +40, Spellcraft +31, Spot +51*, Survival +49 (+51 following tracks), Use Rope +4 (+6 with bindings);

Feats: Alertness*, Cleave, Combat Expertise, Combat Reflexes, Diehard, Dodge, Endurance, Flyby Attack, Great Cleave, Hover, Improved Bull Rush, Improved Critical (greatsword), Improved Disarm, Improved Grapple, Improved Initiative, Improved Sunder, Improved Unarmed Strike, Mobility, Point Blank Shot, Power Attack, Precise Shot, Quick Draw, Rapid Shot, Sense Nexus, Track, Wingover;

Organization: Unique

Challenge Rating: 34

Possessions: -

The creature resembles a towering. Powerfully built human with brilliant topaz eyes, silvery (or golden) skin, and gleaming white wings.

Solars are the greatest of the angels, usually close attendants to a deity or champions of some cosmically beneficent task (such as eliminating a particular type or wrongdoing).

A solar has a deep and commanding voice, and stands about 9 feet tall. It weighs about 500 pounds.

Angels are blessed with comely looks, though their actual appearances vary widely.

Angels speak Celestial, Infernal, and Draconic, though they can speak with almost any creature because of their tongues ability.

Combat:

Solarien is as all his kind are, a puissant champion of good. Only the most powerful fiends approach their power.

Even more fearsome, their +5 *dancing greatswords* are treated as good-aligned and epic for the purpose of overcoming damage reduction.

Solarien's natural weapons, as well as any weapons it wields are treated as good-aligned for the purposes of overcoming damage reduction.

Regeneration (Ex): Solarien takes damage from epic evil-aligned weapons and from spells and effects with the evil descriptor.

Spell-Like abilities: At Will – *aid, animate objects, commune, continual flame, greater dispel magic, holy smite* (DC 22), *imprisonment* (DC 27), *invisibility* (self only), *lesser restoration* (DC 20), *polymorph* (self only), *power word stun, remove curse* (DC 21), *remove curse* (DC 21), *remove disease* (DC 21), *remove fear* (DC 19), *resist energy, summon monster VII, speak with dead* (DC 21), *waves of fatigue*; 3/day – *blade barrier* (DC 24), *earthquake* (DC 26), *heal* (DC 24), *mass charm monster* (DC 26), *permanency, resurrection, wave of exhaustion*: 1/day – *greater restoration* (DC 25), *power word blind, power word kill, power word stun, prismatic spray* (DC 25), *wish..* Caster level 20th. The save DCs are Charisma-based.

The following abilities are always active on Solarien's person, as the spells (caster level 20th): *detect evil, detect snares and pits, discern lies* (DC 21), *see invisibility*, and *true seeing*. They can be dispelled, but Solarien can reactivate them as a free action.

Angel Traits: An angel possesses the following traits (unless otherwise noted in a creature's entry).

- Darkvision out to 60 feet and low light vision.
- Immunity to acid, cold and petrification
- Resistance to electricity 10 and fire 10.
- +4 racial bonus on saves against poison.
- *Protective aura* (Su): Against attacks made or effects created by evil creatures, this ability provides a +4 deflection bonus to AC and a +4 resistance bonus on

saving throws to anyone within 20 feet of the angel. Otherwise, it functions as a *magic circle against evil* and a *lesser globe of invulnerability*; both with a radius of 20 feet (caster level equals angel's HD). This aura can be dispelled, but the angel can create it again as a free action on its next turn. (The defensive benefits from the circle are not included in an angels statistics block).

- *Tongues* (Su): All angels can speak with any creature that has a language, as though using a *tongues* spell (caster level equal to angels Hit Dice). This ability is always active.

Solariens Background:

One of only two Solars trapped on Aryth during the sundering, Solarien fast became a legend. Many tales exist from during the first and second ages of a being of light who rent asunder the forces of darkness like a scythe through wheat. These legends of course refer to Solarien.

Solarien teamed up with Anuviel the other Solar after the Shadow rose to power and helped found and build the Celestial haven of Celestia, hidden in a far off valley, protected by magic.

Solarien is a warrior without comparison. After discovering himself cut off from the Gods of Light, he found himself exposed and alone to face the power of Darkness, and so through many centuries of hard fought experience he has grown into a mighty warrior of legend. However as powerful as he is his power is still not enough to directly confront even a Night King let alone Izrador himself, and so he contents himself with doing what good he can and spends much of his time hunting down orcs and demons in the mountains around Celestia, ensuring it remains safe.

Solarien is the overall commander of all the forces of Celestia and the cities protection and that of those who dwell within it is his first and foremost concern. Solarien often disagrees with Anuviels subtle and slow approach to things, but by the gods that woman has a honeyed tongue and he often finds himself talked around and taking her advice.

Archons

Archons are celestials from the plane of Celestia. They have charged themselves with the protection of the plane, and also consider themselves guardians of all who are innocent or free of evil.

They are the natural enemies of fiends (creatures of the lower planes), particularly demons.

Archons speak Celestial, Infernal, and Draconic, but can speak with almost any creature because of their tongues ability.

Combat:

Archons never attack without provocation (though their overwhelming lawful goodness often makes them easily provoked).

They avoid harming other good creatures if they can, using non-damaging spells or weapon attacks that deal non-lethal damage if possible. An angry archon can be vengeance itself, however no matter what the foes alignment is.

Archons generally prefer to meet a foe head-on if it is prudent to do so, but if outmatched, they do what they can to even the odds (usually by employing hit-and run tactics or standing off and engaging a foe with magic before moving into melee).

Archon Traits: An archon possesses the following traits (unless otherwise noted in a creature's entry).

—Darkvision out to 60 feet and low-light vision.

—*Aura of Menace (Su):* A righteous aura surrounds archons that fight or get angry. Any hostile creature within a 20-foot radius of an archon must succeed on a Will save to resist its effects. The save DC varies with the type of archon, is Charisma-based, and includes a +2 racial bonus. Those who fail take a –2 penalty on attacks, AC, and saves for 24 hours or until they successfully hit the archon that generated the aura. A creature that has resisted or broken the effect cannot be affected again by the same archon's aura for 24 hours.

—Immunity to electricity and petrification.

— +4 racial bonus on saves against poison.

—*Magic Circle against Evil (Su):* A magic circle against evil effect always surrounds an archon (caster level equals the archon's Hit Dice). (The defensive benefits from the circle are not included in an archon's statistics block.)

—*Teleport (Su):* Archons can use greater teleport at will, as the spell (caster level 14th), except that the creature can transport only itself and up to 50 pounds of objects.

—*Tongues (Su):* All archons can speak with any creature

that has a language, as though using a *tongues* spell (caster level 14th). This ability is always active.

Archon, Lantern

Small sized Outsider (Archon, Extraplanar, Good, Lawful)

Hit Dice: 1d8 (4hp)

Initiative: +4 (Improved Initiative)

Speed: Fly 60 ft (perfect) (12 squares);

AC: 15; (+1 size, +0 Dex, +4 Natural), touch 11, flat-footed 15

Base Attack/Grapple: +1/-8

Attacks: Light ray +2 ranged touch (1d6);

Full Attack: 2 light rays +2 ranged touch (1d6d);

Face/Reach: 5 ft. /5 ft.

Special Attacks: Spell-like abilities

Special Qualities: Aura of menace, damage reduction 10/evil and magic, darkvision 60 ft., immunity to electricity and petrification, magic circle against evil, teleport, tongues

Saves: Fort +2 (+6 against poison), Ref +2, Will +2;

Abilities: Str 1 (-4), Dex 11 (+0), Con 10 (+0), Int 6 (-2), Wis 11 (+0), Cha 10 (+0);

Skills: Concentration +4, Diplomacy +4, Knowledge (the planes) +2, Listen +4, Sense Motive +4, Spot +4;

Feats: Improved Initiative;

Environment: Swamps, Marshes occasionally Mountains

Organization: Solitary, pair, or squad (3-5)

Challenge Rating: 2

Treasure: None

Alignment: Always lawful good

Advancement: 2-4 HD (Small)

Level Adjustment: -

A ball of glowing light floats toward you.

Lantern archons appear as floating balls of light that glow about as brightly as a torch. Only their destruction can extinguish the glow, though they can try to hide it.

Lantern archons are very friendly and usually eager to give what assistance they can. However, their bodies are just gaseous globes and they are much too weak to render any material aid. Lantern archons speak in soft, musical voices.

Combat:

A lantern archon has little reason to get within melee range. It usually hovers just close enough to bring the enemy within its aura of menace, then blasts away with its light rays. Lantern archons prefer to concentrate on a single opponent, seeking to reduce enemy numbers quickly.

Aura of Menace (Su): Will DC 12 negates.

Light Ray (Ex): A lantern archon's light rays have a range of 30 feet. This attack overcomes damage reduction of any type.

Spell-like Abilities: At will – *aid, detect evil, continual flame*. Caster level 3rd.

On Aryth:

A fair few of these were trapped on Aryth at the time of the veil coming into place, most of those who were not slain by Minions of the Shadow sought refuge in the swamps and marshes of Eredane, away from prying eyes. In these places they act as guiding lights to lead refugees and those fleeing the Shadow's forces to safety, while leading the Shadow's forces to their doom in pools of quicksand and the like. They have become mostly nocturnal beings learning to avoid the attention their light brings in the day. Some Lantern Archons were drawn to Celestia and occasional tales of ghost-like lights seen moving around in the Icewall Mountains crop up from time to time.

Archon, Hound

Medium sized Outsider (Archon, Extraplanar, Good, Lawful)

Hit Dice: 6d8+6 (33hp)

Initiative: +4 (Improved Initiative)

Speed: 40 ft (8 squares);

AC: 19; (+0 size, +0 Dex, +9 Natural), touch 10, flat-footed 19

Base Attack/Grapple: +6/+8

Attacks: Bite +8 melee (1d8+2) or greatsword +8 melee (2d6+3/19-20);

Full Attack: Bite +8 melee (1d8+2) and slam +3 melee (1d4+1); or greatsword +8/+3 melee (2d6+3/19-20) and bite +3 melee (1d8+1);

Face/Reach: 5 ft. /5 ft.

Special Attacks: Spell-like abilities

Special Qualities: Aura of menace, damage reduction 10/evil, darkvision 60 ft., immunity to electricity and petrification, magic circle against evil, scent, spell resistance 16, teleport, tongues

Saves: Fort +6 (+10 against poison), Ref +5, Will +6;

Abilities: Str 15 (+2), Dex 10 (+0), Con 13 (+1), Int 10 (+0), Wis 13 (+2), Cha 12 (+1);

Skills: Concentration +10, Diplomacy +3, Hide +9*, Jump +15, Listen +10, Sense Motive +10, Spot +10, Survival +10* (+12 following tracks);

Feats: Improved Initiative, Power Attack, Track;

Environment: Any

Organization: Solitary, pair, or squad (3-5)

Challenge Rating: 4

Treasure: No coins; double goods; standard items

Alignment: Always lawful good

Advancement: 7-9 HD (Medium); 10-18 HD (Large)

Level Adjustment: +5

A powerfully built humanoid with the head of a dog appears both serene and ready for action, with a greatsword strapped across its broad back and an expression that indicates intelligence and protectiveness.

Hound archons look like well-muscled humans with canine heads. They seek to defend the innocent and the helpless against evil.

Their broad shoulders and meaty fists mark hound archons as able combatants. Likewise, their strong legs indicate that fleeing enemies won't get far.

Combat:

Hound archons always fight with a will. They prefer to attack with their natural weapons but occasionally use greatswords.

A hound archon's natural weapons, as well as any weapons it wields, are treated as good-aligned and lawful-aligned for the purposes of overcoming damage reduction.

Spell-like Abilities: At will – *aid, continual flame, detect evil, message*. Caster level 6th.

Aura of Menace (Su): Will DC 16 negates

Change Shape (Su): A hound archon can assume any canine form of Small to Large size. While in canine form, the hound archon loses its bite, slam, and greatsword attacks, but gains the bite attack of the form it chooses. For the purposes of this ability, canines include any doglike or wolflike animal of the animal type.

Skills: *While in canine form, a hound archon gains a +4 circumstance bonus on Hide and Survival checks.

On Aryth:

It is unsure how many Hound Archons were trapped here when the Sundering occurred, some have been found and slain from time to time by Izradors troops. While others turn up more rarely as part of wolf packs or as a stray dog around town defending the innocent. Some have lost their minds and become feral beasts hunting any orc or monster that they catch scent of attacking without mercy.

A number also found their way to Celestia where they serve as defenders, stalking the valley for threats to the city's safety.

Archon, Trumpet

Medium sized Outsider (Archon, Extraplanar, Good, Lawful)

Hit Dice: 12d8+72 (126hp)

Initiative: +7 (Dex, Improved Initiative)

Speed: 40 ft (8 squares), fly 90 ft. (good);

AC: 27; (+0 size, +3 Dex, +14 Natural), touch 13, flat-footed 24

Base Attack/Grapple: +12/+17

Attacks: +4 *greatsword* +21 melee (2d6+11/19-20);

Full Attack: +4 *greatsword* +21/+16/+11 melee (2d6+11/19-20);

Face/Reach: 5 ft. /5 ft.

Special Attacks: Spell-like abilities, spells, trumpet

Special Qualities: Aura of menace, damage reduction 10/evil, darkvision 60 ft., immunity to electricity and petrification, magic circle against evil, spell resistance 29, teleport, tongues

Saves: Fort +14 (+18 against poison), Ref +11, Will +11;

Abilities: Str 20 (+5), Dex 17 (+3), Con 23 (+6), Int 16 (+3), Wis 16 (+3), Cha 16 (+3);

Skills: Concentration +21, Diplomacy +20, Escape Artist +18, Handle Animal +18, Knowledge (any one) +18, Listen +18, Move Silently +18, Perform (wind instruments) +18, Ride +20, Sense Motive +18, Spot +18;

Feats: Blind Fight, Cleave, Combat Reflexes, Improved Initiative, Power Attack;

Environment: Any

Organization: Solitary, pair, or squad (3-5)

Challenge Rating: 14

Treasure: No coins; double goods; standard items

Alignment: Always lawful good

Advancement: 13-18 HD (Medium); 19-36 HD (Large)

Level Adjustment: +8

Appearing as a green, winged elf of supernatural goodness and beauty, the creature raises a massive silver trumpet and sounds a blast of piercing soul-wrenching music.

Trumpet archons serve as celestial messengers and heralds though their martial skills are considerable. Each carries a gleaming silver trumpet about 6 feet long..

Combat:

A trumpet archon usually disdains physical combat, preferring to obliterate foes with spells quickly and return to its duties. If forced into an extended battle, it sounds its trumpet and attacks with a vengeance.

A trumpet archon's natural weapons, as well as any weapons it wields, are treated as good-aligned and lawful-aligned for the purposes of overcoming damage reduction.

Spell-like Abilities: At will – *detect evil*, *continual flame*, *message*. Caster level 12th.

Aura of Menace (Su): Will DC 21 negates

Spells: All Trumpet Archons are normally able to cast spells as a cleric 14th level, however since Izrador fell to earth and caused the veil to sever contact with the heavens they have not been able to cast any spells.

Trumpet (Su): An archon's trumpet produces music of utter clarity, piercing beauty, and, if the trumpet archon wills it, paralysing awe. All creatures except archons within 100 feet of the blast must succeed on a DC 19 Fortitude save or be paralysed for 1d4 rounds. The save DC is Charisma-based. The archon can also command its trumpet to become a +4 *greatsword* as a free action. If a trumpet is ever stolen, it becomes a chunk of useless metal until the owner can recover it. Woe betide any thief caught with one.

On Ayrth:

Those Trumpet Archons who were trapped have mostly found their way to the fabled city of Celestia, not all made it however some were slain en route by the Shadows minions. The Trumpet archons are however some of those celestials most often sent back out into the world beyond the safety of their hidden vale to deliver messages and gather information on the happenings of the world.

Demons

Demons are a race of creatures native to chaotic evil-aligned planes. They are ferocity personified and will attack any creature just for the sheer fun of it—even other demons.

Demon Traits: Most demons possess the following traits (unless otherwise noted in a creature's entry).

—Immunity to electricity and poison.

—Resistance to acid 10, cold 10, and fire 10.

—*Summon* (Sp): Many demons share the ability to summon others of their kind (the success chance and type of demon summoned are noted in each monster description). Demons are often reluctant to use this power until in obvious peril or extreme circumstances.

—Telepathy.

Except where otherwise noted, demons speak Abyssal, Celestial, and Draconic.

Babau

Medium sized Outsider (Chaotic, Extraplanar, Evil,)

Hit Dice: 7d8+35 (13hp)

Initiative: +1 (Dex)

Speed: 30 ft (6 squares);

AC: 19; (+0 size, +1 Dex, +8 Natural), touch 11, flat-footed 18

Base Attack/Grapple: +7/+12

Attacks: Claw +12 melee (1d6+5);

Full Attack: 2 Claws +12 melee (1d6+5), and bite +10 melee (1d6+2);

Face/Reach: 5 ft./5 ft.

Special Attacks: Sneak attack +2d6, spell-like abilities, *summon tanar'ri*

Special Qualities: Damage reduction 10/cold iron or good, darkvision 60 ft., immunity to electricity and poison, protective slime, resistance to acid 10, cold 10, and fire 10, spell resistance 14, telepathy 100 ft.

Saves: Fort +10, Ref +6, Will +6;

Abilities: Str 21 (+5), Dex 12 (+1), Con 20 (+5), Int 14 (+2), Wis 13 (+1), Cha 16 (+3);

Skills: Climb +15, Disable Device +12, Disguise +13, Escape Artist +11, Hide +19, Listen +19, Move Silently +19, Open Lock +11, Search +20, Sleight of Hand +11, Survival +1 (+3 following tracks), Use Rope +1 (+3 with bindings);

Feats: Cleave, Multiattack, Power Attack;

Environment: City of Ibon-Sul or Any

Organization: Solitary or gang (3-6)

Challenge Rating: 6

Treasure: Standard

Alignment: Always chaotic evil

Advancement: 8-14 HD (Large); 15-21 HD (Huge)

Level Adjustment: -

Reeking of decay, this gaunt humanoid is covered in black, leathery skin. Behind its pointed ears, a large curved horn rises out of the back of its skull. A mouth of jagged teeth takes up half of the creature's head.

A babau is about 6 feet tall and weighs about 140 pounds.

Combat:

Babaus are sneaky and sly. They attack the most powerful foe first, hoping to eliminate the true threats quickly and then toy with the rest. When ambushing their opponents, they make excellent use of the combination of multiple attacks and sneak attacks.

A babau's natural weapons, as well as any weapons it wields, are treated as chaotic-aligned and evil-aligned for the purpose of overcoming damage reduction.

Sneak Attack (Ex): A babau can make a sneak attack like a rogue, dealing an extra 2d6 points of damage whenever a foe is denied his or her Dexterity bonus, or when the babau is flanking.

Spell-Like Abilities: At will—*darkness*, *dispel magic*, *see invisibility*, Caster level 7th.

Protective Slime (Su): A slimy red jelly coats the babau's skin. Any weapon that touches it takes 1d8 points of acid damage from the corrosive goo, and the weapon's hardness does not reduce this damage. A magic weapon may attempt a DC 18 Reflex save to avoid taking this damage. A creature who strikes the babau with an unarmed attack, unarmed strike, touch spell, or natural weapon takes this damage as well but can negate the damage with a DC 18 Reflex save. The save DCs are Constitution-based.

Summon Demon (Sp): Once per day a babau can attempt to summon 1 babau with a 40% chance of success, provided they know the true name of another of their kind. This ability is the equivalent of a 3rd-level spell.

Skills: Babaus have a +8 racial bonus on Hide, Listen, Move Silently, and Search checks

On Aryth:

The Babau serve as assassins that strike with sudden ferocity, devious and cunning they are more than capable of forming intricate plans and executing them with military precision. As with most Demons on Aryth they can be found anywhere, but exist in their greatest numbers in the

Aruun Jungle, or more specifically in the ruined city of Ibon Sul.

The Babau are commonly summoned by Legates and Orcish Mother Priests to serve as spies and assassins.

Balor

Large sized Outsider (Chaotic, Extraplanar, Evil)

Hit Dice: 20d8+200 (290hp)

Initiative: +11 (Dex, Improved Initiative)

Speed: 40 ft (8 squares), fly 90 ft. (good);

AC: 35; (-1 size, +7 Dex, +19 Natural), touch 16, flat-footed 28

Base Attack/Grapple: +20/+36

Attacks: +1 *Vorpal longsword* +33 melee (2d6+8/19-20);

Full Attack: +1 *Vorpal longsword* +31/+26/+21/+16 melee (2d6+8/19-20), and +1 *flaming whip* +30/+25 melee (1d4+4 plus 1d6 fire plus entangle); or 2 slams +31 melee (1d10+7);

Face/Reach: 10 ft./10 ft. (20 ft. with +1 *flaming whip*)

Special Attacks: Death throes, entangle, spell-like abilities, *summon tanar'ri*, vorpal sword

Special Qualities: Damage reduction 15/cold iron and good, darkvision 60 ft., flaming body, immunity to electricity, fire, and poison, resistance to acid 10 and cold 10, spell resistance 28, telepathy 100 ft., true seeing

Saves: Fort +22, Ref +19, Will +19;

Abilities: Str 35 (+12), Dex 25 (+7), Con 31 (+10), Int 25 (+7), Wis 24 (+7), Cha 26 (+8);

Skills: Bluff +31, Concentration +33, Diplomacy +35, Disguise +8 (+10 acting), Hide +26, Intimidate +33, Knowledge (any two) +30, Listen +38, Move Silently +30, Search +30, Sense Motive +30, Spellcraft +30 (+32 scrolls), Spot +38, Survival +7 (+9 following tracks), Use Magic Device +31 (+33 scrolls);

Feats: Cleave, Improved Initiative, Improved Two-weapon Fighting, Power Attack, Quicken Spell-like Ability (*telekinesis*), Two-weapon Fighting, Weapon Focus (longsword);

Environment: City of Ibon-Sul or Any

Organization: Solitary or Troupe (1 balor, 1 marilith, and 2-5 hezrous)

Challenge Rating: 19

Treasure: Standard coins; double goods; standard items, plus +1 *vorpal greatsword* and +1 *flaming whip*

Alignment: Always chaotic evil

Advancement: 21-30 HD (Large); 31-60 HD (Huge)

Level Adjustment: -

A dark aura of power surrounds this towering humanoid with huge bat wings. Lurid flames dance over its skin. In one of its massive clawed hands, this creature bears a

sword that looks sharp enough to cut even to the soul. In its other hand, it bears a whip licked by tongues of fire.

A balor stands about 12 feet tall. Its skin is usually dark red. It weighs about 4,500 pounds.

Combat:

Balors love to join battle armed with their swords and whips. If they face stiff resistance, they may teleport away to loose a few spell-like effects at the foe.

A balor's +1 *flaming whip* is a long, flexible weapon with many tails tipped with hooks, spikes, and balls.

The weapon deals bludgeoning and slashing damage, in addition to fire damage.

A balor's natural weapons, as well as any weapons it wields, are treated as chaotic-aligned and evil-aligned for the purpose of overcoming damage reduction.

Death Throes (Ex): When killed, a balor explodes in a blinding flash of light that deals 100 points of damage to anything within 100 feet (Reflex DC 30 half). This explosion automatically destroys any weapons the balor is holding. The save DC is Constitution-based.

Entangle (Ex): A balor's +1 *flaming whip* entangles foes much like an attack with a net. The whip has 20 hit points. The whip needs no folding. If it hits, the target and the balor immediately make opposed Strength checks; if the balor wins, it drags the target against its flaming body (see below). The target remains anchored against the balor's body until it escapes the whip.

Spell-Like Abilities: At will—*blasphemy* (DC 25), *dominate monster* (DC 27), *greater dispel magic*, *insanity* (DC 25), *power word stun*, *telekinesis* (DC 23), *unholy aura* (DC 26); 1/day—*fire storm* (DC 26), *implosion* (DC 27). Caster level 20th. The save DCs are Charisma-based.

Vorpal Sword (Su): Every balor carries a +1 *vorpal longsword* that looks like a flame or a bolt of lightning.

Summon Demon (Sp): Once per day a balor can automatically summon 4d10 dretches, 1d4 hezrous, or one nalfeshnee, glabrezu, marilith, or balor, provided he knows the true names of them. This ability is the equivalent of a 9th-level spell.

Flaming Body (Su): The body of a balor is wreathed in flame.

Anyone grappling a balor takes 6d6 points of fire damage each round.

True Seeing (Su): Balors have a continuous true seeing ability, as the spell (caster level 20th).

Skills: Balors have a +8 racial bonus on Listen and Spot checks.

Tactics Round-by-Round

The balor is most effective as a ranged combatant, using its spell-like abilities to attack from a distance.

Prior to combat: Unholy aura.

*Round 1: Fire storm or implosion and quickened telekinesis, or summon additional demons. If the balor does not deem itself seriously threatened, it conserves abilities usable only once per day and uses *blasphemy* instead.*

Round 2: Insanity or power word stun.

Round 3: Full melee attack with weapons, including entangle with whip.

Round 4: Teleport or fly away with entangled foe to reestablish range; repeat round 1 and continue.

A balor who wants to drive off or neutralize a party without slaying its foes avoids lethal attacks.

Prior to combat: Unholy aura.

Round 1: Dominate monster.

Round 2: Power word stun.

Round 3: Insanity or telekinesis to incapacitate or repel a dangerous opponent.

Round 4: Teleport or fly away to re-establish range; repeat round 1 and continue.

On Aryth:

There are only a handful of Balor trapped on Aryth since the Sundering, maybe eight or nine total, all of them have True names and all of them have agendas of their own.

They spend much of their time fighting amongst themselves as well as with everyone else they meet. They are typically fearful of Izrador, but at the same time in their arrogance also consider him the greatest of obstacles to overcome. In this regard they may occasionally help those thwarting the dark god, provided that by doing so benefits their own aims. They are of course very careful when doing things of this nature to cover their own tracks.

Bebilith

Huge sized Outsider (Chaotic, Extraplanar, Evil)

Hit Dice: 12d8+96 (150hp)

Initiative: +5 (Dex, Improved Initiative)

Speed: 40 ft (8 squares), climb 20 ft.;

AC: 22; (-2 size, +1 Dex, +13 Natural), touch 9, flat-footed 21

Base Attack/Grapple: +12/+29

Attacks: Bite +19 melee (2d6+9 plus poison) or web +11 ranged;

Full Attack: Bite +19 melee (2d6+9 plus poison) and 2 claws +14 melee (2d4+4); or web +11 ranged;

Face/Reach: 15 ft./10 ft.

Special Attacks: Poison, rend armor, web

Special Qualities: Damage reduction 10/good, darkvision 60 ft., scent, telepathy 100 ft

Saves: Fort +16, Ref +9, Will +9;

Abilities: Str 28 (+9), Dex 12 (+1), Con 26 (+8), Int 11 (+0), Wis 13 (+1), Cha 13 (+1);

Skills: Climb +24, Diplomacy +3, Hide +16, Jump +28, Listen +16, Move silently +16, Search +15, Sense Motive +16, Spot +16, Survival +1 (+3 following tracks);

Feats: Cleave, Improved Initiative, Improved Grapple, Power Attack, Track;

Environment: City of Ibon Sul and Any

Organization: Solitary

Challenge Rating: 9

Treasure: None

Alignment: Always chaotic evil

Advancement: 13-18 HD (Huge); 19-36 HD (Gargantuan)

Level Adjustment: -

An enormous, misshapen spider stalks out of the darkness. Its forelegs end in wicked barbs, and globs of foul goo drip from its fanged mouth.

Bebiliths are enormous, predatory, arachnid demons that hunt other demons. A bebilith has a body the size of a plow horse, with legs spanning more than 14 feet. It weighs more than two tons.

Bebiliths understand but do not speak Abyssal. Their telepathy allows them to communicate silently with one another.

Combat:

A bebilith attacks any creature it sees. It usually picks one target and concentrates its attacks on that opponent, using its webs to isolate the target from its comrades. Should the bebilith become overwhelmed by tougher opponents, it often attempts to bite one or more of its victims and retreats, allowing its poison to do its work.

A bebilith's natural weapons, as well as any weapons it wields, are treated as chaotic-aligned and evil-aligned for the purpose of overcoming damage reduction.

Poison (Ex): Injury, Fortitude DC 24, initial damage 1d6 Con, secondary damage 2d6 Con. Bebilith venom is highly perishable, losing its potency and becoming inert, foul-smelling goo almost as soon as it comes into contact with air. The save DC is Constitution-based.

Rend Armor (Ex): If a bebilith hits with both claw attacks, it pulls apart any armor worn by its foe. This

attack deals 4d6+18 points of damage to the opponent's armor. Creatures not wearing armor are unaffected by this special attack. Armor reduced to 0 hit points is destroyed. Damaged armor may be repaired with a successful Craft (armorsmithing) check.

Web (Ex): A bebilith can throw a web up to four times per day. This is similar to an attack with a net but has a maximum range of 30 feet, with a range increment of 10 feet. This attack is effective against targets of up to Gargantuan size. The web anchors the target in place, allowing no movement.

An entangled creature can escape with a DC 24 Escape Artist check or burst the web with a DC 24 Strength check. The check DCs are Constitution-based. The web has 14 hit points and hardness 0. There is a 75% chance that the webbing will not burn if any sort of fire is applied to it (check each round).

Skills: A bebilith has mottled coloration that gives it a +8 racial bonus on Hide checks.

On Aryth:

As with all demons it is found mainly in the ruins of Ibon Sul, though occasionally they wander further a field.

The Bebilith hunts pure and simple, it has no grand schemes or Machiavellian plots to unfold. Instead the "Bebilith", which means "Demon Spider" in the Jungle Tongue, simply stalks for prey to kill and devour. It does not do this for need or necessity but merely for pleasure.

Bebilith poison is valued by the Danisil who use it to poison their spear and arrow tips.

They also find value in the chitinous hide of the Demon Spider, that they turn into armor or sharpen into blades and spear tips.

Dretch

Small sized Outsider (Chaotic, Extraplanar, Evil)

Hit Dice: 2d8+4 (13hp)

Initiative: +0 (Dex)

Speed: 20 ft (4 squares);

AC: 16; (+1 size, +0 Dex, +5 Natural), touch 11, flat-footed 16

Base Attack/Grapple: +2/-1

Attacks: Claw +4 melee (1d6+1);

Full Attack: 2 claws +4 melee (1d6+3), bite +2 melee (1d4);

Face/Reach: 5 ft./5 ft.

Special Attacks: Spell-like abilities, *summon tanar'ri*

Special Qualities: Damage reduction 5/cold iron or good, darkvision 60 ft., immunity to electricity and poison, resistance 10 acid, cold 10, and fire 10, telepathy 100 ft.

Saves: Fort +5, Ref +3, Will +3;

Abilities: Str 12 (+1), Dex 10 (+0), Con 14 (+2), Int 5 (-3), Wis 11 (+0), Cha 11 (+0);

Skills: Hide +9, Listen +5, Move Silently +5, Spot +5, Search +2, Survival +0 (+2 following tracks);

Feats: Multiattack;

Environment: City of Ibon Sul, and Any

Organization: Solitary, pair, gang (3-5); crowd (6-15), or mob (10-40)

Challenge Rating: 2

Treasure: None

Alignment: Always chaotic evil

Advancement: 3-6 HD (Small)

Level Adjustment: +2

This humanoid-looking creature has a squat and blubbery, almost hairless body, with pale, sickly flesh and a slack mouth full of small fangs.

A dretch is about 4 feet tall and weighs about 60 pounds. Dretches cannot speak but can communicate telepathically.

Combat:

Dretches are slow, stupid, and not very effective combatants. In one-on-one combat, they rely on their damage reduction to keep them alive. In groups, they depend on sheer numbers to overcome foes and immediately summon other dretches to improve the odds in battle. They flee at the first sign of adversity unless more powerful demons are present to intimidate them into fighting. Dretches' fear of their greater kin is stronger than even their fear of death.

A dretch's natural weapons, as well as any weapons it wields, are treated as chaotic-aligned and evil-aligned for the purpose of overcoming damage reduction.

Spell-Like Abilities: 1/day—*scare* (DC 12), *stinking cloud* (DC 13). Caster level 2nd. The save DCs are Charisma-based.

Summon Demon (Sp): Once per day a dretch can attempt to summon another dretch with a 35% chance of success, provided they know the true names of another dretch. This ability is the equivalent of a 1st-level spell.

Telepathy (Su): Dretches can communicate telepathically with creatures within 100 feet that speak Abyssal.

On Aryth:

Large numbers of these pathetic creatures found themselves trapped on Aryth during the sundering, as with all of their kind they have ended up dwelling in the ruined city of Ibon Sul, occasionally wandering elsewhere in small groups, or as a result of a summons by a mortal who knows their true name.

The Dretch are the not very bright whipping boys of the Demonic presence on Aryth, fearful of the intimidations of higher-ranking Demons.

The Dretch are almost as hated by their own kind as by the civilised peoples of Eredane, who will attempt to slay them whenever they are found.

These cowardly beasts work mainly on instinct and scavenge after the kills of the more powerful demons, only attacking prey themselves that they are certain they can overwhelm.

Glabrezu

Huge sized Outsider (Chaotic, Extraplanar, Evil)

Hit Dice: 12d8+120 (174hp)

Initiative: +0 (Dex)

Speed: 40 ft (8 squares);

AC: 27; (-2 size, +0 Dex, +19 Natural), touch 8, flat-footed 27

Base Attack/Grapple: +12/+30

Attacks: Pincers +20 melee (2d8+10);

Full Attack: 2 pincers +20 melee (2d8+10), and 2 claws +18 melee (1d6+5) and bite +18 melee (1d8+5);

Face/Reach: 15 ft./15 ft.

Special Attacks: Improved grab, spell-like abilities, *summon tanar'ri*

Special Qualities: Damage reduction 10/good, darkvision 60 ft., immunity to electricity and poison, resistance to acid 10, cold 10, and fire 10, spell resistance 21, telepathy 100 ft., true seeing

Saves: Fort +18, Ref +8, Will +11;

Abilities: Str 31 (+10), Dex 10 (+0), Con 31 (+10), Int 16 (+0), Wis 16 (+3), Cha 20 (+5);

Skills: Bluff +22, Concentration +25, Diplomacy +9, Disguise +5 (+7 acting), Intimidate +24, Knowledge (any two) +18, Listen +26, Move Silently +18, Search +18, Sense Motive +18, Spellcraft +18, Spot +26, Survival +3 (+5 following tracks);

Feats: Cleave, Great Cleave, Multiattack, Persuasive, Power Attack;

Environment: City of Ibon Sul and Any

Organization: Solitary or troupe (1 glabrezu, 1 succubus,

2-5 vrock)s)

Challenge Rating: 13

Treasure: Standard coins; double goods; standard items

Alignment: Always chaotic evil

Advancement: 13-18 HD (Huge); 19-36 HD (Gargantuan)

Level Adjustment: -

This creature is as tall as a giant, with a broad, muscular body. Its four arms end in weapons – two with clawed hands, two with powerful pincers, its doglike head is topped with horns, and its muzzle drips with sharp fangs. Its eyes have a cold, dark, penetrating quality that suggests cunning and intelligence.

Like succubi, glabrezu tempt victims into ruin, but they lure their prey with power or wealth rather than passion. Glabrezu have penetrating violet eyes, and their skin colour ranges from deep russet to pitch black. A glabrezu stands about 15 feet tall and weighs about 5,500 pounds.

Combat:

Glabrezu prefer subterfuge to combat. However, if their attempts to entice or deceive fail, these enormous demons attack with a vengeance. They follow a *confusion* attack with melee attacks, hoping to finish off wounded foes with *chaos hammer* or *unholy blight*.

A glabrezu's natural weapons, as well as any weapons it wields, are treated as chaotic-aligned and evil-aligned for the purpose of overcoming damage reduction.

Improved Grab (Ex): To use this ability, a glabrezu must hit a Medium or smaller opponent with a pincer attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

Spell-Like Abilities: At will—*chaos hammer* (DC 19), *confusion* (DC 19), *dispel magic*, *mirror image*, *reverse gravity* (DC 22), *unholy blight* (DC 19); 1/day—*power word stun*. Caster level 14th. The save DCs are Charisma-based.

Once per month, a glabrezu can fulfill a *wish* for a mortal humanoid. The demon can use this ability to offer a mortal whatever he or she desires—but unless the *wish* is used to create pain and suffering in the world, the glabrezu demands either terrible evil acts or great sacrifice as compensation.

Summon Demon (Sp): Once per day a glabrezu can attempt to summon 4d10 dretches or 1d2 vrock)s with a 50% chance of success, or another glabrezu with a 20% chance of success, provided they know the true names. This ability is the equivalent of a 4th-level spell.

True Seeing (Su): Glabrezu continuously use true seeing as the spell (caster level 14th).

Skills: Glabrezu have a +8 racial bonus on Listen and Spot checks.

On Aryth:

It is unknown how many Glabrezu exist on Aryth, but those there are, are masters of manipulation who have orchestrated the downfall of countless untold masses with their promises of power and wealth, eternal life or unwavering success. Their every word is a honeyed lie with a thousand hidden connotations.

Because of their mastery in the downfall of those who would otherwise consider themselves good, and just and beyond reproach or temptation. The Glabrezu are the favoured summonings and steadfast allies of the legates in their service to Izrador.

The True names and deeds of at least a dozen glabrezu are recorded in a tome that all High Legates have access too called the “Demonicus Maleficum”, which is a book listing the true names of many demonic servants of the Order of Shadow and their means of summoning and banishment. The book itself is a vast tome that contains all summoning, binding and banishment type spells within its pressed skin pages, written upon with the blood of innocents and bound in cured Demon Hide.

Hezrou

Large sized Outsider (Chaotic, Extraplanar, Evil)

Hit Dice: 10d8+93 (138hp)

Initiative: +0 (Dex)

Speed: 30 ft (6 squares);

AC: 23; (-1 size, +0 Dex, +14 Natural), touch 9, flat-footed 23

Base Attack/Grapple: +10/+19

Attacks: Bite +14 melee (4d4+5);

Full Attack: Bite +14 melee (4d4+5), and 2 claws +9 melee (1d8+2);

Face/Reach: 10 ft./10 ft.

Special Attacks: Spell-like abilities, stench, improved grab, *summon tanar'ri*

Special Qualities: Damage reduction 10/good, darkvision 60 ft., immunity to electricity and poison, resistance to acid 10, cold 10, and fire 10, spell resistance 19, telepathy 100 ft.

Saves: Fort +16, Ref +7, Will +9;

Abilities: Str 21 (+5), Dex 10 (+0), Con 29 (+9), Int 14 (+2), Wis 14 (+2), Cha 18 (+4);

Skills: Climb +18, Concentration +22, Hide +13, Escape Artist +13, Intimidate +17, Listen +23, Move Silently +13, Search +15, Spellcraft +15, Spot +23, Survival +2 (+4 following tracks), Use Rope +0 (+2 with bindings);

Feats: Blind-fight, Cleave, Power Attack, Toughness;

Environment: City of Ibon Sul and Any

Organization: Solitary or gang (2-4)

Challenge Rating: 11

Treasure: Standard

Alignment: Always chaotic evil

Advancement: 11-15 HD (Large); 16-30 HD (Huge)

Level Adjustment: +9

This creature looks like a massive, roughly humanoid toad with arms in place of forelegs. Its wide mouth has rows of blunt, powerful teeth, and long spines run down the length of its back.

A hezrou can walk both upright and on all fours, but it always fights standing up

A hezrou is about 8 feet tall and weighs about 750 pounds.

Combat:

Hezrous enjoy melee combat even more than vrocks do. They eagerly press an attack deep into the heart of enemy forces, so their stench can take effect as quickly as possible. They enter most battles by using *blasphemy*, and follow it with an occasional *chaos hammer* or *unholy blight*, depending on the alignment of their opponents. A hezrou's natural weapons, as well as any weapons it wields, are treated as chaotic-aligned and evil-aligned for the purpose of overcoming damage reduction.

Improved Grab (Ex): To use this ability, a hezrou must hit with both claw attacks. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

Spell-Like Abilities: At will—*chaos hammer* (DC 18), , *unholy blight* (DC 18); 3/day—*blasphemy* (DC 21), *gaseous form*. Caster level 13th. The save DCs are Charisma-based.

Stench (Ex): A hezrou's skin produces a foul-smelling, toxic liquid whenever it fights. Any living creature (except other demons) within 10 feet must succeed on a DC 24 Fortitude save or be nauseated for as long as it remains within the affected area and for 1d4 rounds afterward. Creatures that successfully save are sickened for as long as they remain in the area. A creature that successfully saves cannot be affected again by the same hezrou's stench for 24 hours. A *delay poison* or *neutralize poison* spell removes either condition from one creature. Creatures that have immunity to poison are unaffected, and creatures

resistant to poison receive their normal bonus on their saving throws.. The save DC is Constitution-based.

Summon Demon (Sp): Once per day a hezrou can attempt to summon 4d10 dretches or another hezrou with a 35% chance of success provided it is aware of the relevant true names. This ability is the equivalent of a 4th-level spell.

Skills: Hezrous have a +8 racial bonus on Listen and Spot checks.

On Aryth:

The Hezrou are sergeants, overseeing formations and groups of lesser demons. The Hezrou's is not cunning or scheming like more powerful demons but when it comes to battle they have an instinct that when combined with sheer power and experience is something no foe should underestimate.

The Hezrou are summoned occasionally, but many are reluctant to use them as they are renowned for their difficulty as servants unless a summoner impresses or cows them into submission first. Those who do not command the respect of the demon will find their control tested at every turn. Every order will be interpreted by the letter as the hezrou seeks every opportunity to break its summoner's control. Should they succeed, the the result will be that the summoner is devoured.

Marilith

Large sized Outsider (Chaotic, Extraplanar, Evil)

Hit Dice: 16d8+144 (216hp)

Initiative: +4 (Dex)

Speed: 40 ft (8 squares);

AC: 29; (-1 size, +4 Dex, +16 Natural), touch 13, flat-footed 25

Base Attack/Grapple: +16/+29

Attacks: Longsword +25 melee (2d6+9/19-20), or slam +24 melee (1d8+9) or tail slap +24 melee (4d6+9);

Full Attack: Primary Longsword +25/+20/+15/+10 melee (2d6+9/19-20) and 5 longswords +25 melee (2d6+4/19-20), and tail slap +22 melee (4d6+4); or 6 slams +24 melee (1d8+9) and tail slap +22 melee (4d6+4);

Face/Reach: 10 ft./10 ft.

Special Attacks: Constrict 4d6+13, Improved grab, spell-like abilities, *summon tanar'ri*

Special Qualities: Damage reduction 10/good and cold iron, darkvision 60 ft., immunity to electricity and poison, resistance to acid 10, cold 10, and fire 10, spell resistance 25, telepathy 100 ft.

Saves: Fort +19, Ref +14, Will +14;

Abilities: Str 29 (+9), Dex 19 (+4), Con 29 (+9), Int 18 (+4), Wis 18 (+4), Cha 24 (+7);

Skills: Bluff +26, Concentration +28, Diplomacy +30, Disguise +7 (+9 acting), Hide +19, Intimidate +28, Listen +31, Move Silently +23, Search +23, Sense Motive +23, Spellcraft +23 (+25 scrolls), Spot +31, Survival +4 (+6 following tracks), Use Magical Device +26 (+28 scrolls);

Feats: Combat Expertise, Combat Reflexes, Multiattack, Multi Weapon Fighting, Power Attack, Weapon Focus (longsword);

Environment: City of Ibon Sul, and Any

Organization: Solitary or pair

Challenge Rating: 17

Treasure: Standard coins; double goods; standard items; plus 1d4 magic weapons

Alignment: Always chaotic evil

Advancement: 17-20 HD (Large); 21-48 HD (Huge)

Level Adjustment: -

This large, otherworldly entity appears to be an attractive female human with six arms – at least from her head to her waist. From the waist down, the creature has the body of a massive snake with green, scaly coils.

A marilith usually holds a longsword in each of its six hands and wears many bangles and jewels.

A marilith stands about 9 feet tall and measures about 20 feet from head to tip of tail. It weighs about 4,000 pounds.

Combat:

Though mariliths thrive on grand strategy and army-level tactics, they love physical combat and never pass up an opportunity to fight. Each of a marilith's six arms can wield a weapon, and the creature gets an additional three weapon attacks with its primary arm. Mariliths seldom rush headlong into battle, however, preferring to hang back and size up the situation first. They always seek to gain the best possible advantage from the local terrain, obstacles, and any vulnerability or weakness in their opponents. A marilith's natural weapons, as well as any weapons it wields, are treated as chaotic-aligned and evil-aligned for the purpose of overcoming damage reduction.

Constrict (Ex): A marilith deals 4d6+13 points of damage with a successful grapple check. The constricted creature must succeed on a DC 27 Fortitude save or lose consciousness for as long as it remains in the coils and for 2d4 rounds thereafter. The save DC is Strength-based.

Improved Grab (Ex): To use this ability, a marilith must hit with its tail slap attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it succeeds on the grapple check, it can constrict.

Spell-Like Abilities: At will—*align weapon*, *blade barrier* (DC 23), *magic weapon*, *project image* (DC 23), *polymorph*, *see invisibility*, *telekinesis* (DC 22), *unholy aura* (DC 25). Caster level 16th. The save DCs are Charisma-based.

Summon Demon (Sp): Once per day a marilith can attempt to summon 4d10 dretches, 1d4 hezrou, or one nalfeshnee with a 50% chance of success, or one glabrezu or another marilith with a 20% chance of success provided the relevant true names are known. This ability is the equivalent of a 5th-level spell.

True Seeing (Su): Mariliths continuously use this ability, as the spell (caster level 16th).

Skills: Mariliths have a +8 racial bonus on Listen and Spot checks.

Feats: In combination with its natural abilities, a marilith's Multiweapon Fighting feat allows it to attack with all its arms at no penalty.

On Aryth:

The Marilith serve as much as the Balor do in their roles as generals and tacticians, leader and chief lieutenants among their kind.

There are believed to be only a handful of mariliths on Aryth. Their power and abilities results in them generally holding a leadership position within whichever faction they belong to in Ibon Sul.

Where a Balor uses sheer intimidation or immense power to rule, the Mariliths are subtle and manipulative, weaving intricate plans and manipulations. It is not uncommon for Mariliths to use others to do their dirty work as opposed to directly becoming involved, though one should not mistake this for an inability to handle themselves in such situations as the truth far from supports this belief.

Mariliths are rarely summoned for most are extremely guarded, far more so than others of their kind with who holds the knowledge of their true names. Even to the extent of hunting down those who have this knowledge without their approval and seeing them removed before they can use it or pass it on.

The Order of Shadow has access to some of the Marilith true names though not all and occasionally the Mariliths are summoned so that plans and inspiration for deception and evil can be received through speaking to them. It is fairly safe to assume that whatever inspiration they provide the Order of Shadow is miniscule compared to that, which they are capable of.

It is rumoured that the black ichor-like blood of the Marilith can be distilled into a powerful narcotic that makes people susceptible to the suggestions of the first person they see upon waking after a night's sleep.

Nalfeshnee

Huge sized Outsider (Chaotic, Extraplanar, Evil,)

Hit Dice: 14d8+112 (175hp)

Initiative: +1 (Dex)

Speed: 30 ft (6 squares), fly 40 ft. (poor);

AC: 27; (-2 size, +1 Dex, +18 Natural), touch 9, flat-footed 26

Base Attack/Grapple: +14/+29

Attacks: Bite +20 melee (2d8+7);

Full Attack: Bite +20 melee (2d8+7) and 2 claws +17 melee (1d8+3);

Face/Reach: 15 ft./15 ft.

Special Attacks: Smite, spell-like abilities, *summon tanar'ri*

Special Qualities: Damage reduction 10/good, darkvision 60 ft., immunity to electricity and poison, resistance to acid 10, cold 10, and fire 10, spell resistance 22, telepathy 100 ft., true seeing

Saves: Fort +17, Ref +10, Will +15;

Abilities: Str 25 (+7), Dex 13 (+1), Con 27 (+8), Int 22 (+6), Wis 22 (+6), Cha 20 (+5);

Skills: Bluff +22, Concentration +25, Diplomacy +26, Disguise +5 (+7 acting), Hide +10, Intimidate +22, Knowledge (arcane) +23, Listen +31, Move Silently +18, Search +23, Sense Motive +23, Spellcraft +25 (+27 scrolls), Spot +31, Survival +6 (+8 following tracks), Use Magic Device +22 (+24 scrolls);

Feats: Cleave, Improved Bull Rush, Multiattack, Power Attack, Weapon focus (bite);

Environment: City of Ibon Sul and Any

Organization: Solitary or troupe (1 nalfeshnee, 1 hezrou, and 2-5 vroek)

Challenge Rating: 14

Treasure: Standard coins; double goods; standard items

Alignment: Always chaotic evil

Advancement: 15-20 HD (Huge); 21-42 HD (Gargantuan)

Level Adjustment: -

This creature is a grotesque blending of an ape and a corpulent boar. It stands on its hind legs, rising more than three times the height of a human. It has a pair of feathered wings that seem ridiculously small compared to the rest of its body.

A nalfeshnee can fly despite its small wings.

A nalfeshnee is more than 20 feet tall and weighs 8,000 pounds.

Combat:

When fulfilling their duties in the underworld, nalfeshnees usually disdain combat as being beneath them. Given the opportunity, they succumb to blood lust and do battle. They disable opponents with their smite ability and slaughter them while they can't fight back.

A nalfeshnee's natural weapons, as well as any weapons it wields, are treated as chaotic-aligned and evil-aligned for the purpose of overcoming damage reduction.

Smite (Su): Three times per day a nalfeshnee can create a nimbus of unholy light. When the demon triggers the ability, rainbow-colored beams play around its body. One round later they burst in a 60-foot radius. Any creature within this area must succeed on a DC 22 Will save or be dazed for 1d10 rounds as visions of its worst fears hound it. The creature receives its full Dexterity and shield bonuses to AC if attacked but can take no actions. Other demons are immune to this effect. The save DC is Charisma-based.

Spell-Like Abilities: At will—*call lightning* (DC 18), *feblemind* (DC 20), *greater dispel magic*, *slow* (DC 18), *unholy aura* (DC 23). Caster level 12th. The save DCs are Charisma-based.

Summon Demon (Sp): Twice per day a nalfeshnee can attempt to summon 1d4 vrocks, 1d4 hezrous, or one glabrezu with a 50% chance of success, or another nalfeshnee with a 20% chance of success provided of course that the relevant true names are known. This ability is the equivalent of a 5th-level spell.

True Seeing (Su): Nalfeshnees continuously use true seeing, as the spell (caster level 14th).

Skills: Nalfeshnees have a +8 racial bonus on Listen and Spot checks.

On Ayrth:

A favoured summoning of the Orcish High Priests the Nalfeshnee, which actually means "Tusked One" in the orcish tongue, enjoys nothing more than the torture and causing of chaos for its own sake.

Once long ago before the sundering they would judge the doomed and punish the damned, but without the doomed to judge they now judge the living and damn them all to suffer at their hands for acts they will no doubt commit. To the Nalfeshness the only crime is life, and the only punishment is a painful and miserable death.

The Nalfeshnee's blood lust is legendary, and although they do not necessarily seek out conflict, once they are in one they rarely leave it without leaving a bloody, gore smeared swathe behind themselves.

Quasit

Tiny sized Outsider (Chaotic, Extraplanar, Evil)

Hit Dice: 3d8 (13hp)

Initiative: +7 (Dex, Improved Initiative)

Speed: 20 ft (4 squares), fly 50 ft. (perfect);

AC: 18; (+2 size, +3 Dex, +3 Natural), touch 15, flat-footed 15

Base Attack/Grapple: +3/-6

Attacks: Claw +8 melee (1d3-1 plus poison);

Full Attack: 2 claws +8 melee (1d3-1 plus poison) and bite +3 melee (1d4-1);

Face/Reach: 2 ½ ft./0 ft.

Special Attacks: Poison, spell-like abilities

Special Qualities: Alternate form, damage reduction 5/cold iron or good, darkvision 60 ft., fast healing 2, immunity to poison, resistance to fire 10

Saves: Fort +3, Ref +6, Will +4;

Abilities: Str 8 (-1), Dex 17 (+3), Con 10 (+0), Int 10 (+0), Wis 12 (+1), Cha 10 (+0);

Skills: Bluff +6, Diplomacy +2, Disguise +0 (+2 acting), Hide +17, Intimidate +2, Knowledge (any one) +6, Listen +7, Move Silently +9, Search +6, Spellcraft +6, Spot +6;

Feats: Improved Initiative, Weapon finesse;

Environment: City of Ibon Sul, and Any

Organization: Solitary

Challenge Rating: 2

Treasure: None

Alignment: Always chaotic evil

Advancement: 4-6 HD (Tiny)

Level Adjustment: - (Improved familiar)

A tiny humanoid-shaped creature with spiky horns and bat wings hovers nearby. Its hands and feet are long and slender, with long, claw-tipped digits. Warts or pustules cover its greenish face.

In its natural form, a quasit stands about 1-1/2 feet tall and weighs about 8 pounds.

Quasits speak Black Tongue and Abyssal

Combat:

Although quasits thirst for victory and power as other demons do, they are cowards at heart. They typically attack from ambush, using their alternate form ability and *invisibility* to get within reach, then try to scuttle away. When retreating, they use their *cause fear* ability to deter pursuit.

A quasit's natural weapons, as well as any weapons it wields, are treated as chaotic-aligned and evil-aligned for the purpose of overcoming damage reduction.

Poison (Ex): Injury, Fortitude DC 13, initial damage 1d4 Dex, secondary damage 2d4 Dex. The save DC is

Constitution-based and includes a +2 racial bonus.

Spell-Like Abilities: At will—*detect good*, *detect magic*, and *invisibility* (self only); 1/day—*cause fear* (as the spell, except that its area is a 30-foot radius from the quasit, save DC 11). Caster level 6th.

The save DCs are Charisma-based.

Once per week a quasit can use *commune* to ask six questions of any single greater demonic entity on Aryth that they know of. The ability otherwise works as the spell (caster level 12th).

Alternate Form (Su): A quasit can assume other forms at will as a standard action. This ability functions as a *polymorph* spell cast on itself (caster level 12th), except that a quasit does not regain hit points for changing form, and any individual quasit can assume only one or two forms no larger than Medium. Common forms include bat, monstrous centipede, toad, and wolf. A quasit in alternate form loses its poison attack

On Aryth:

Quasits are insidious little demons who are often found serving as familiars to evil Channelers as counsellors and spies.

Quasits are spiteful, malicious little demons that play cruel tricks intended to cause harm and misery. It is a common for those quasits outside the woods to be responsible for sawing through ladder, cutting ropes, pushing chairs over that are being stood on, pushing people into wells, or luring them into quicksand or thin ice while invisible.

Where possible Quasits will also lure small children away from unwary parents and them devour them, before leaving the carcass where the parents are sure to find it. There are no redeeming qualities to these creatures they are corrupt and vile to the core.

Succubus

Medium sized Outsider (Chaotic, Extraplanar, Evil, Tanar'ri)

Hit Dice: 6d8+6 (13hp)

Initiative: +1 (Dex)

Speed: 30 ft (6 squares), fly 50 ft. (average);

AC: 20; (+0 size, +1 Dex, +9 Natural), touch 11, flat-footed 19

Base Attack/Grapple: +6/+7

Attacks: Claw +7 melee (1d6+1);

Full Attack: 2 claws +7 melee (1d6+1);

Face/Reach: 5 ft./5 ft.

Special Attacks: Energy Drain, spell-like abilities,

summon tanar'ri

Special Qualities: Damage reduction 10/cold iron or good, darkvision 60 ft, immunity to electricity and poison, resistance to acid 10, cold 10, and fire 10, spell resistance 18, telepathy 100 ft., tongues

Saves: Fort +6, Ref +6, Will +7;

Abilities: Str 13 (+1), Dex 13 (+1), Con 13 (+1), Int 16 (+3), Wis 14 (+2), Cha 26 (+8);

Skills: Bluff +19, Concentration +10, Diplomacy +12, Disguise +17* (+19 acting), Escape Artist +10, Hide +10, Intimidate +19, Knowledge (any one) +12, Listen +19, Move Silently +10, Search +12, Spot +19, Survival +2 (+4 following tracks), Use Rope +1 (+3 with bindings);

Feats: Dodge, Mobility, Persuasive;

Environment: City of Ibon Sul and Any

Organization: Solitary

Challenge Rating: 6

Treasure: Standard

Alignment: Always chaotic evil

Advancement: 7-12 HD (Medium)

Level Adjustment: +6

This creature is stunning, statuesque, and extraordinarily beautiful, with flawless skin and raven hair. Her form, so tempting also has an otherworldly side. Large bat wings unfurl from her back, and her eyes glow with sinister desire.

Combat:

Succubi are not warriors. They flee combat whenever they can. If forced to fight, they can attack with their claws, but they prefer to turn foes against one another. Succubi use their *polymorph* ability to assume humanoid guise, and can maintain this deception indefinitely. Their preferred tactic when dealing with heroes is to feign friendship and create an opportunity to be alone with one of them, whereupon the succubus applies her life-draining kiss. Succubi are not above taking on the role of a damsel in distress when encountered within a dungeon.

A succubus's natural weapons, as well as any weapons it wields, are treated as chaotic-aligned and evil-aligned for the purpose of overcoming damage reduction.

Energy Drain (Su): A succubus drains energy from a mortal it lures into some act of passion, or by simply planting a kiss on the victim. If the target is not willing to be kissed, the succubus must start a grapple, which provokes an attack of opportunity. The succubus's kiss or embrace bestows one negative level. The kiss also has the effect of a *suggestion* spell, asking the victim to accept another kiss from the succubus. The victim must succeed on a DC 21 Will save to negate the effect of the *suggestion*. The DC is 21 for the Fortitude save to remove a negative level. These save DCs are Charisma-based.

Spell-Like Abilities: At will—*charm monster* (DC 22), *detect good*, *detect thoughts* (DC 20), *ethereal jaunt* (self plus 50 pounds of objects only), *polymorph* (humanoid form only, no limit on duration), *suggestion* (DC 21). Caster level 12th. The save DCs are Charisma-based.

Summon Demon (Sp): Once per day a succubus can attempt to summon 1 vrook with a 30% chance of success., provided of course a relevant true name is known This ability is the equivalent of a 3rd-level spell.

Tongues (Su): A succubus has a permanent tongues ability (as the spell, caster level 12th). Succubi usually use verbal communication with mortals.

Skills: Succubi have a +8 racial bonus on Listen and Spot checks.

*While using her *alter self* ability, a succubus gains a +10 circumstance bonus on Disguise checks

On Aryth:

Despite their lack of physical power, the incredible ability of a succubus to tempt and manipulate mortals means that they often wield power and influence disproportionate to their power vis-a-vis other fiends.

The succubi spend much of their time in human guise via their *polymorph* ability and feigning friendship to people before corrupting them or tempting them, or when needs be killing them. However it should be noted succubi are not warriors and only typically fight when cornered or the when the odds are very much stacked in their favour.

The succubi for their skill are highly favoured by the Order of Shadow as targets of magical summons, and a number of Succubi True Names appear in the Demonicus Maleficum the order keeps.

Succubi before the sundering once had the use of the ability to teleport with pinpoint accuracy, however due to the Veil, this no longer works and as successive generations have come about the ability has bred out of them entirely.

Vrook

Large sized Outsider (Chaotic, Extraplanar, Evil)

Hit Dice: 10d8+70 (115hp)

Initiative: +2 (Dex)

Speed: 30 ft (6 squares), fly 50 ft. (average);

AC: 22; (-1 size, +2 Dex, +11 Natural), touch 11, flat-footed 20

Base Attack/Grapple: +10/+20

Attacks: Claw +15 melee (2d6+6);

Full Attack: 2 claw +15 melee (2d6+6), and bite +13 melee (1d8+3) and 2 talons +13 melee (1d6+3);

Face/Reach: 10 ft./10 ft.

Special Attacks: Dance of Ruin, spell-like abilities, spores, stunning screech, *summon tanar'ri*

Special Qualities: Damage reduction 10/good, darkvision 60 ft., immunity to electricity and poison, resistance to acid 10, cold 10 and fire 10, spell resistance 17, telepathy 100 ft.

Saves: Fort +14, Ref +9, Will +10;

Abilities: Str 23 (+6), Dex 15 (+2), Con 25 (+7), Int 14 (+2), Wis 16 (+3), Cha 16 (+3);

Skills: Concentration +20, Diplomacy +5, Hide +11, Intimidate +16, Knowledge (any one) +15, Listen +24, Move Silently +15, Search +15, Sense Motive +16, Spellcraft +15, Spot +24, Survival +3 (+5 following tracks);

Feats: Cleave, Combat Reflexes, Multiattack, Power Attack;

Environment: City of Ibon Sul and Any

Organization: Solitary, pair, gang (3-5), or squad (6-10)

Challenge Rating: 9

Treasure: Standard

Alignment: Always chaotic evil

Advancement: 11-14 HD (Large); 15-30 HD (Huge)

Level Adjustment: +8

This creature looks like a cross between a large human and a huge vulture. It has strong, sinewy limbs with small grey feathers, a long neck topped with a vulture head, and vast feathered wings. A vrook is about 8 feet tall and weighs about 500 pounds.

Combat:

Vrooks are vicious fighters who like to fly down into the enemy and cause as much damage as possible. They prance about in battle, taking briefly to the air and bringing their clawed feet into play. Despite their advantage in mobility, the vrooks' deep love of battle frequently leads them into melee combats against heavy odds.

A vrook's natural weapons, as well as any weapons it wields, are treated as chaotic-aligned and evil-aligned for the purpose of overcoming damage reduction.

Dance of Ruin (Su): To use this ability, a group of at least three vrooks must join hands in a circle, dancing wildly and chanting.

At the end of 3 rounds of dancing, a wave of crackling energy flashes outward in a 100-foot radius. All creatures except for demons within the radius take 20d6 points of damage (Reflex DC 18 half). Stunning, paralyzing, or slaying one of the vrooks stops the dance. The save DC is Charisma-based.

Spell-Like Abilities: At will—*mirror image*, *telekinesis* (DC 18); 1/day—*heroism*. Caster level 12th. The save DCs are Charisma-based.

Spores (Ex): A vrock can release masses of spores from its body once every 3 rounds as a free action. The spores automatically deal 1d8 points of damage to all creatures adjacent to the vrock. They then penetrate the skin and grow, dealing an additional 1d4 points of damage each round for 10 rounds. At the end of this time, the victim is covered with a tangle of viny growths. (The vines are harmless and wither away in 1d4 days.) A *delay poison* spell stops the spores' growth for its duration. *Bless*, *neutralize poison*, or *remove disease* kills the spores, as does sprinkling the victim with a vial of holy water.

Stunning Screech (Su): Once per hour a vrock can emit a piercing screech. All creatures except for demons within a 30-foot radius must succeed on a DC 22 Fortitude save or be stunned for 1 round. The save DC is Constitution-based.

Summon Demon (Sp): Once per day a vrock can attempt to summon 2d10 dretches or another vrock with a 35% chance of success, provided the relevant true names are known. This ability is the equivalent of a 3rd-level spell.

Skills: Vrocks have a +8 racial bonus on Listen and Spot checks.

On Hryth:

The Vrock are ferocious aerial fighters that swoop down into their prey in an attempt to cause as much damage as they possibly can. Continually diving in feet first at a foe before flying away just long enough to repeat the attack.

Vrock live for battle, carnage and devastation are their calling, they fight all the time, amongst themselves, with other demons, even attacking the terrain if it bothers them enough.

Should an Evil Channeler or Legate require combat aid they can do little better than call and bind a Vrock to aid them.

Balor, Mal'Vegis

Large sized Outsider (Chaotic, Extraplanar, Evil,)

Alignment: Chaotic evil

Hit Dice: 48d8+624 (840hp)

Initiative: +11 (Dex, Improved Initiative)

Speed: 40 ft (8 squares), fly 90 ft. (good);

AC: 37; (-2 size, +7 Dex, +22 Natural), touch 15, flat-footed 30

Base Attack/Grapple: +52/+75

Attacks: +1 *Brilliant energy longsword* +65 melee (3d6+18/x3 plus ignores armor);

Full Attack: +1 *Brilliant energy longsword* +63/+58/+53/+48 melee (3d6+18/x3 plus ignores armor), and +1 *flaming whip* +62/+57 melee (1d4+9 plus 1d6 fire plus entangle); or 2 slams +63 melee (2d8+17);

Face/Reach: 15 ft./15 ft. (30 ft. with +1 *flaming whip*)

Special Attacks: Death throes, entangle, spell-like abilities, *summon tanar'ri*, brilliant energy ranseur

Special Qualities: Damage reduction 15/cold iron and good, darkvision 60 ft., flaming body, immunity to electricity, fire, and poison, resistance to acid 10 and cold 10, spell resistance 28, telepathy 100 ft., true seeing

Saves: Fort +39, Ref +33, Will +33;

Abilities: Str 44 (+17), Dex 25 (+7), Con 36 (+13), Int 25 (+7), Wis 24 (+7), Cha 29 (+9);

Skills: Bluff +57, Concentration +61, Diplomacy +57, Disguise +57 (+59 acting), Hide +51, Intimidate +57, Knowledge (any two) +55, Listen +63, Move Silently +55, Search +55, Sense Motive +55, Spellcraft +55 (+57 scrolls), Spot +63, Survival +30 (+32 following tracks), Use Magic Device +57 (+59 scrolls);

Feats: Cleave, Improved Initiative, Improved Two-weapon Fighting, Power Attack, Quicken Spell-like Ability (*telekinesis*), Two-weapon Fighting, Weapon Focus (longsword);

Organization: Unique

Challenge Rating: 34

Treasure: Standard coins; double goods; standard items, plus +1 *brilliant energy longsword* and +1 *flaming whip*

A dark aura of power surrounds this towering humanoid with huge bat wings. Lurid flames dance over its skin. In one of its massive clawed hands, this creature bears a sword that looks sharp enough to cut even to the soul. In its other hand, it bears a whip licked by tongues of fire.

A balor stands about 28 feet tall. Its skin is usually dark red. It weighs about 8 tons.

Combat:

Mal'Vegis loves to join battle armed with his ranseur and whip.

Mal'Vegis's +1 *flaming whip* is a long, flexible weapon with many tails tipped with hooks, spikes, and balls. The weapon deals bludgeoning and slashing damage, in addition to fire damage.

Mal'Vegis's natural weapons, as well as any weapons it wields, are treated as chaotic-aligned and evil-aligned for the purpose of overcoming damage reduction.

Death Throes (Ex): When killed, Mal'Vegis will explode in a blinding flash of light that deals 312 points of damage to anything within 100 feet (Reflex DC 33 half). This explosion automatically destroys any weapons he is holding. The save DC is Constitution-based.

Entangle (Ex): Mal'Vegis's +1 *flaming whip* entangles foes much like an attack with a net. The whip has 20 hit points. The whip needs no folding. If it hits, the target and Mal'Vegis immediately make opposed Strength checks; if he wins, it drags the target against its flaming body (see below). The target remains anchored against the Mal'Vegis's body until it escapes the whip.

Spell-Like Abilities: At will—*blasphemy* (DC 26), *dominate monster* (DC 28), *greater dispel magic*, *insanity* (DC 26), *power word stun*, *telekinesis* (DC 24), *unholy aura* (DC 27); 1/day—*fire storm* (DC 27), *implosion* (DC 28). Caster level 20th. The save DCs are Charisma-based.

Brilliant Energy Longsword (Su): Mal'Vegis carries a +1 *brilliant energy longsword* that looks like a flame..

Summon Demon (Sp): Once per day Mal'Vegis can automatically summon 4d10 dretches, 1d4 hezrous, or one nalfeshnee, glabrezu, marilith, or balor, provided he knows the true names of them. This ability is the equivalent of a 9th-level spell.

Flaming Body (Su): The body of Mal'Vegis is wreathed in flame.

Anyone grappling Mal'Vegis takes 6d6 points of fire damage each round.

True Seeing (Su): Mal'Vegis has a continuous true seeing ability, as the spell (caster level 20th).

Skills: Mal'Vegis has a +8 racial bonus on Listen and Spot checks.

Mal'Vegis's Background:

Mal'Vegis is the most ancient and powerful of the nine balor trapped on Aryth. He has existed for millennia, and perpetrated more evil than most mortals could comprehend, he has devoured millions and claimed the souls of nations.

Although immensely powerful, Mal'Vegis is no god, at least not yet. It is his plan to elevate himself and Izrador although powerful still is now a viable target to Mal'Vegis who searches constantly for ways to steal the dark gods powers, and in the Black Mirrors he has found his opportunity.

Mal'Vegis has invested much of his time and effort into finding a means to draw the power from the mirrors himself at the critical moment, thereby denying Izrador his ascension and ascending in his place.

Izrador is aware of Mal'Vegis, but not of what he is planning and has legates and Orc Channelers hunting for a means to remove the Demon lord before he becomes a problem.

If Mal'Vegis can find a means to manipulate a situation to his benefit, he will take it without care or remorse for the consequences, willing to sacrifice millions of innocents to further his own ends.

Demon Traits:

Demons are a race of creatures native to chaotic evil-aligned planes. They are ferocity personified and will attack any creature just for the sheer fun of it—even other demons.

Demon Traits: Most demons possess the following traits (unless otherwise noted in a creature's entry).

—Immunity to electricity and poison.

—Resistance to acid 10, cold 10, and fire 10.

—*Summon* (Sp): Many demons share the ability to summon others of their kind (the success chance and type of demon summoned are noted in each monster description). Demons are often reluctant to use this power until in obvious peril or extreme circumstances.

—Telepathy.

Except where otherwise noted, demons speak Abyssal, Celestial, and Draconic.

Devils

Devils are fiends from lawful evil-aligned planes, however since the Sundering, those Devils there are, are almost all found in Theros Obsidia in the service of Izrador and his Night Kings.

Compared to their Demonic (tanar'ri) cousins, with whom they have had an eon long battle known as the Blood War they exist far less numerically and their service to Izrador has not only led them to cease their battle with their cousins (in most cases literally preventing them from fighting due to binding) but has seen them working side by side. However one should not take this for granted as any time they are able too, Devils and Demons will fight to the death.

There are a number of free and unbound devils on Aryth, some of which are very powerful, these beings are found in remote place or deep beneath the ground. Or even occasionally bound into the service of some other evil Channeler or petty prince.

Many devils are surrounded by a fear aura, which they use to break up powerful groups and defeat opponents piecemeal. Devils with spell-like abilities use their illusion abilities to delude and confuse foes as much as possible. A favorite trick is to create illusory reinforcements; enemies can never be entirely sure if a threat is only a figment or real summoned devils joining the fray.

Devil Traits: Most devils possess the following traits (unless otherwise noted in a creature's entry).

- Immunity to fire and poison.
 - Resistance to acid 10 and cold 10.
 - See in Darkness (Su): Some devils can see perfectly in darkness of any kind, even that created by a *deeper darkness* spell.
 - Summon* (Sp): Some devils share the ability to summon others of their kind (the success chance and type of devils summoned are noted in each monster description). As with all summoning on Aryth it is dependant upon the devil knowing any relevant true names.
 - Telepathy.
- Except when otherwise noted, devils speak Infernal, Celestial, and Draconic

Barbed Devil (Hamatula)

Medium sized Outsider (Evil, Extraplanar, Lawful)

Hit Dice: 12d8+72 (126hp)

Initiative: +6 (Dex)

Speed: 30 ft (6 squares);

AC: 29; (+0 size, +6 Dex, +13 Natural), touch 16, flat-footed 23

Base Attack/Grapple: +12/+22

Attacks: Claw +18 melee (2d8+6 plus fear);

Full Attack: 2 claws +18 melee (2d8+6 plus fear);

Face/Reach: 5 ft./5 ft.

Special Attacks: Fear, improved grab, impale 3d8+9, *summon baatezu*

Special Qualities: Barbed defense, damage reduction 10/good, darkvision 60 ft., immunity to fire and poison, resistance to acid 10, and cold 10, see in darkness, spell resistance 23, spell-like abilities, telepathy 100 ft.

Saves: Fort +14, Ref +14, Will +12;

Abilities: Str 23 (+6), Dex 23 (+6), Con 23 (+6), Int 12 (+1), Wis 14 (+2), Cha 18 (+4);

Skills: Concentration +21, Diplomacy +6, Hide +21, Intimidate +19, Knowledge (any one) +16, Listen +19, Move Silently +21, Search +16, Sense Motive +17, Spot +19, Survival +2 (+4 following tracks);

Feats: Alertness, Cleave, Improved Grapple, Iron Will, Power Attack;

Environment: Theros Obsidia and Any

Organization: Solitary, pair, team (3-5) or squad (6-10)

Challenge Rating: 10

Treasure: Standard

Alignment: Always lawful evil

Advancement: 13-24 HD (Medium); 25-36 HD (Large)

Level Adjustment: -

This creature looks like a tall humanoid covered with sharp barbs, right down to the tip of its long, meaty tail. Its eyes shift, and dart about, making it appear agitated or nervous.

A barbed devil is about 7 feet tall and weighs about 300 pounds

Combat:

Barbed devils eagerly fight with their claws, trying to impale their opponents. They use *hold person* to immobilize those who avoid their hug attacks.

A barbed devil's natural weapons, as well as any weapons it wields, are treated as evil-aligned and lawful-aligned for the purpose of overcoming damage reduction.

Fear (Su): A creature hit by a barbed devil must succeed on a DC 20 Will save or be affected as though by *fear* (caster level 9th).

Whether or not the save is successful, that creature cannot be affected by that same barbed devil's fear ability for 24 hours. The save DC is Charisma-based.

Impale (Ex): A barbed devil deals 3d8+9 points of piercing damage to a grabbed opponent with a successful grapple check.

Improved Grab (Ex): To use this ability, a barbed devil must hit with a claw attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can impale the opponent on its barbed body.

Summon Devil (Sp): Once per day a barbed devil can attempt to summon 1d6 bearded devils or another barbed devil with a 35% chance of success, provided of course the relevant true names are known. This ability is the equivalent of a 4th-level spell.

Barbed Defense (Su): Any creature striking a barbed devil with handheld weapons or natural weapons takes 1d8+6 points of piercing and slashing damage from the devil's barbs. Note that weapons with exceptional reach, such as longswords, do not endanger their users in this way.

Spell-Like Abilities: At will—*hold person* (DC 16), *major image* (DC 17), *scorching ray* (2 rays only). 1/day—*order's wrath* (DC 18), *unholy blight* (DC 18). Caster level 12th. The save DCs are Charisma-based

On Ayrth:

The Barbed devils or "Hamatula", which means Barbed One in the Black Tongue, are mostly found serving as guards and guardians to vaults and places of importance or privacy or to the more powerful servants of Izrador.

As with many Outsiders they have lost the use of their greater Teleport ability over the centuries since the Sundering.

Bearded Devil (Barbazu)

Medium sized Outsider (Evil, Extraplanar, Lawful)

Hit Dice: 6d8+18 (45hp)

Initiative: +6 (Dex, Improved Initiative)

Speed: 40 ft (8 squares);

AC: 19; (+0 size, +2 Dex, +7 Natural), touch 12, flat-footed 17

Base Attack/Grapple: +6/+8

Attacks: Glaive +9 melee (1d10+3 plus infernal wound);

Full Attack: Glaive +9/+4 melee (1d10+3 plus infernal wound) or claw +8 melee (1d6+2);

Face/Reach: 5 ft./5 ft. (10 ft. with glaive)

Special Attacks: Infernal wound, beard, battle frenzy, *summon baatezu*

Special Qualities: Damage reduction 5/silver or good, darkvision 60 ft., immunity to fire and poison, resistance to acid 10, and cold 10, see in darkness, spell resistance 17, telepathy 100 ft.

Saves: Fort +8, Ref +7, Will +5;

Abilities: Str 15 (+2), Dex 15 (+2), Con 17 (+3), Int 6 (-2), Wis 10 (+0), Cha 10 (+0);

Skills: Climb +11, Diplomacy +2, Hide +11, Listen +9, Move Silently +9, Sense Motive +9, Spot +9;

Feats: Improved Initiative, Power Attack, Weapon focus (glaive);

Environment: Theros Obsidia and Any

Organization: Solitary, pair, team (3-5) or squad (6-10)

Challenge Rating: 4

Treasure: Standard

Alignment: Always lawful evil

Advancement: 7-9 HD (Medium); 10-18 HD (Large)

Level Adjustment: +6

The first thing that stands out about this creature is the massive saw-toothed glaive it carries. The creature's pointed ears and moist, scaly skin mark it as an outsider. It has a long tail, clawed hands and feet, and a snaky, disgusting beard.

Every bearded devil carries a saw-toothed glaive.

A bearded devil stands 6 feet tall and weighs about 225 pounds.

Combat:

Bearded devils are aggressive and love to fight. They revel in their battle frenzy, spreading mayhem among their foes. A bearded devil's natural weapons, as well as any weapons it wields, are treated as evil-aligned and lawful-aligned for the purpose of overcoming damage reduction.

Infernal Wound (Su): The damage a bearded devil deals with its glaive causes a persistent wound. An injured

creature loses 2 additional hit points each round. The wound does not heal naturally and resists healing spells. The continuing hit point loss can be stopped by a DC 16 Heal check, a *cure* spell, or a *heal* spell. However, a character attempting to cast a *cure* spell or a *heal* spell on a creature damaged by a bearded devil's glaive must succeed on a DC 16 caster level check, or the spell has no effect on the injured character.

A successful Heal check automatically stops the continuing hit point loss as well as restoring hit points. The infernal wound is a supernatural ability of the bearded devil, not of the weapon. The check DC is Constitution-based.

Beard (Ex): If a bearded devil hits a single opponent with both claw attacks, it automatically hits with its beard. The affected creature takes 1d8+2 points of damage and must succeed on a DC 16 Fortitude save or be infected with a vile disease known as devil chills (incubation period 1d4 days, damage 1d4 Str). Damage is dealt each day until the afflicted creature succeeds on three consecutive Fortitude saves, the disease is cured magically, or the creature dies. The save DC is Constitution-based.

Battle Frenzy (Ex): Twice per day, a bearded devil can work itself into a battle frenzy similar to the barbarian's rage (+4 Strength, +4 Constitution, +2 morale bonus on Will saves, -2 AC penalty). The frenzy lasts for 6 rounds, and the bearded devil suffers no ill effects afterward.

Summon Devil (Sp): Once per day a bearded devil can attempt to summon 2d10 lemures with a 50% chance of success, or another bearded devil with a 35% chance of success, provided of course they know the relevant true names. This ability is the equivalent of a 3rd-level spell

On Aryth:

The Bearded Devil or Barbazu, which means "Sawtoothed" in the Black Tongue serve as Shock Troops mainly for the Order of Shadow when Orcs and Oruks just aren't enough. Fortunately for the rest of Aryth no more than a dozen squads of Barbazu can be fielded in total and even then they are split between High Legates and Night Kings, so have never fought side by side since the Izradors forces won the day at the Herald of the Last Age.

As with other Outsiders that had teleportive abilities the bearded devils have lost their ability to teleport.

Bone Devil (Osyluth)

Large sized Outsider (Evil, Extraplanar, Lawful)

Hit Dice: 10d8+50 (95hp)

Initiative: +9 (Dex, Improved Initiative)

Speed: 40 ft (8 squares);

AC: 25; (-1 size, +5 Dex, +11 Natural), touch 14, flat-footed 20

Base Attack/Grapple: +10/+19

Attacks: Bite +14 melee (1d8+5);

Full Attack: Bite +14 melee (1d8+5), and 2 claws +12 melee (1d4+2) and sting +12 melee (3d4+2 plus poison);

Face/Reach: 10 ft./10 ft.

Special Attacks: Spell-like abilities, fear aura, poison, *summon baatezu*

Special Qualities: Damage reduction 10/good, darkvision 60 ft., immunity to fire and poison, resistance to acid 10, and cold 10, see in darkness, spell resistance 21, telepathy 100 ft.

Saves: Fort +12, Ref +12, Will +11;

Abilities: Str 21 (+5), Dex 21 (+5), Con 21 (+5), Int 14 (+2), Wis 14 (+2), Cha 14 (+2);

Skills: Bluff +15, Concentration +18, Diplomacy +6, Disguise +2 (+4 acting), Hide +14, Intimidate +17, Knowledge (any one) +15, Listen +17, Move Silently +18, Search +15, Sense Motive +15, Spot +17, Survival +2 (+4 following tracks);

Feats: Alertness, Improved Initiative, Iron Will, Multiattack;

Environment: Theros Obsidia and Any

Organization: Solitary, team (2-4) or squad (6-10)

Challenge Rating: 8

Treasure: Standard

Alignment: Always lawful evil

Advancement: 11-20 HD (Large); 21-30 HD (Huge)

Level Adjustment: -

This tall creature looks skeletal and wretched, almost a husk of a humanoid form, with dried skin stretched so tight as to outline and emphasize every bone. It has a fearsome, skull-like head and a tail like a scorpion's, and a foul odour of decay hangs in the air around it..

Bone devils stand about 9 feet tall and weigh about 500 pounds

Combat:

Bone devils hate all other creatures and attack ruthlessly. They freely use *wall of ice* to keep the enemy divided. A bone devil's natural weapons, as well as any weapons it wields, are treated as evil-aligned and lawful-aligned for the purpose of overcoming damage reduction.

Fear Aura (Su): Bone devils can radiate a 5-foot-radius fear aura as a free action. Affected creatures must succeed on a DC 17 Will save or be affected as though by a *fear* spell (caster level 7th). A creature that successfully saves cannot be affected again by the same bone devil's aura for 24 hours. Other devils are immune to the aura. The save DC is Charisma-based.

Poison (Ex): Injury, Fortitude DC 20, initial damage 1d6 Str, secondary damage 2d6 Str. The save DC is Constitution-based.

Spell-Like Abilities: At will—*fly*, *invisibility* (self only), *major image* (DC 15), *wall of ice*. Caster level 12th. The save DC is Charisma-based.

Summon Devil (Sp): Once per day a bone devil can attempt to summon 2d10 lemures with a 50% chance of success, or another bone devil with a 35% chance of success, provided of course the relevant true names are known. This ability is the equivalent of a 4th-level spell

On Aryth:

The Bone Devils, also referred to as “Osyluth”, which means Bone Stinger in High Elven serve as hunters and information gatherers for Izrador in the Northern part of Erethor known as Veradeen, where they stalk the Erunsil and report back on the elves location and movements.

As with others of their kind who have teleportive capabilities the Bone devils have lost this ability through disuse.

Chain Devil (Kyton)

Medium sized Outsider (Evil, Extraplanar, Lawful)

Hit Dice: 8d8+16 (52hp)

Initiative: +6 (Dex, Improved Initiative)

Speed: 30 ft (6 squares);

AC: 20; (+0 size, +2 Dex, +8 Natural), touch 12, flat-footed 18

Base Attack/Grapple: +8/+10

Attacks: Chain +10 melee (2d4+2/19-20);

Full Attack: 2 chains +10 melee (2d4+2/19-20);

Face/Reach: 5 ft./5 ft. (10 ft. with chains)

Special Attacks: Dancing Chains, unnerving gaze

Special Qualities: Damage reduction 5/silver or good, darkvision 60 ft., immunity to cold, regeneration 2, spell resistance 18

Saves: Fort +8, Ref +8, Will +6;

Abilities: Str 15 (+2), Dex 15 (+2), Con 15 (+2), Int 6 (-2), Wis 10 (+0), Cha 12 (+1);

Skills: Climb +13, Craft (blacksmithing) +17, Escape Artist +13, Intimidate +12, Listen +13, Spot +13, Use Rope +2 (+4 with bindings);

Feats: Alertness, Improved Critical (chain), Improved Initiative;

Environment: Theros Obsidia and Any

Organization: Solitary, gang (2-4), band (6-10), or mob (11-20)

Challenge Rating: 6

Treasure: Standard

Alignment: Always lawful evil

Advancement: 9-16 HD (Medium)

Level Adjustment: +6

The clank and rattle of chains announces the arrival of this creature. It appears human in shape and size, but chains wrap it like a shroud, every length ending in a hook or a blade or a heavy ball. The chains seems to slither and slide over the creature's form, almost as if they were alive.

Kytons are humanlike devils, wrapped in chains instead of clothing. A chain devil is 6 feet tall and weighs about 300 pounds, chains included.

Chain devils speak Infernal and Black Tongue

Combat:

A chain devil attacks by flailing away with the spiked chains that serve as its clothing, armor, and weapons.

A chain devil's natural weapons, as well as any weapons it wields, are treated as evil-aligned and lawful-aligned for the purpose of overcoming damage reduction.

Dancing Chains (Su): A chain devil's most awesome attack is its ability to control up to four chains within 20 feet as a standard action, making the chains dance or move as it wishes. In addition, a chain devil can increase these chains' length by up to 15 feet and cause them to sprout razor-edged barbs. These chains attack as effectively as the devil itself. If a chain is in another creature's possession, the creature can attempt a DC 15 Will save to break the chain devil's power over that chain. If the save is successful, the kyton cannot attempt to control that particular chain again for 24 hours or until the chain leaves the creature's possession. The save DC is Charisma-based. A chain devil can climb chains it controls at its normal speed without making Climb checks.

Unnerving Gaze (Su): Range 30 ft., Will DC 15 negates. A chain devil can make its face resemble one of an opponent's departed loved ones or bitter enemies. Those who fail their saves take a -2 penalty on attack rolls for 1d3 rounds. The save DC is Charisma-based.

Regeneration (Ex): Chain devils take normal damage from silvered weapons, good-aligned weapons, and spells or effects with the good descriptor. A chain devil that loses a piece of its body regrows it in 2d6x10 minutes. Holding the severed member against the stump enables it to reattach instantly.

Skills: Chain devils have a +8 racial bonus on Craft checks involving metalwork

On Hryth:

The Chain Devils known as “kytons”, which means Painbringer in the black tongue serve Izrador as hunters and punishers of those who oppose his rule.

There are few things in life that instil fear so much as the sight of a Kyton rending the flesh from a victims body with their chains. Often the mere presence of a Kyton in a town is enough to cause brother to turn on brother, father to turn on son, friend to turn on friend.

However once a Kyton is sent confession and capture is no longer enough, a lesson and a point needs be made and they never return home without first satiating their thirst for the pain and anguish of others.

Erinyes

Medium sized Outsider (Evil, Extraplanar, Lawful)

Hit Dice: 9d8+45 (85hp)

Initiative: +5 (Dex)

Speed: 30 ft (6 squares), fly 50 ft. (good);

AC: 23; (+0 size, +5 Dex, +8 Natural), touch 15, flat-footed 18

Base Attack/Grapple: +9/+14

Attacks: Longsword +14 melee (1d8+5/19-20) or +1 *flaming composite longbow* (+5 str bonus) +15 ranged (1d8+6/x3 plus 1d6 fire) or rope +14 ranged (entangle);

Full Attack: Longsword +14/+9 melee (1d8+5/19-20) or +1 *flaming composite longbow* (+5 str bonus) +15/+10 ranged (1d8+6/x3 plus 1d6 fire) or rope +14 ranged (entangle);

Face/Reach: 5 ft./5 ft.

Special Attacks: Entangle, spell-like abilities, *summon baatezu*

Special Qualities: Damage reduction 5/good, darkvision 60 ft., immunity to fire and poison, resistance to acid 10, and cold 10, see in darkness, spell resistance 20, spell-like abilities, telepathy 100 ft, true seeing.

Saves: Fort +11, Ref +11, Will +10;

Abilities: Str 21 (+5), Dex 21 (+5), Con 21 (+5), Int 14 (+2), Wis 18 (+4), Cha 20 (+5);

Skills: Concentration +17, Diplomacy +7, Escape Artist

+17, Hide +17, Knowledge (any two) +14, Listen +16, Move Silently +17, Search +14, Sense Motive +16, Spot +16, Survival +4 (+6 following tracks), Use Rope +5 (+7 with bindings);

Feats: Dodge*, Mobility*, Point Blank Shot, Precise Shot, Rapid Shot, Shot on the Run;

Environment: Theros Obsidia and Any

Organization: Solitary

Challenge Rating: 7

Treasure: Standard, plus rope and +1 *flaming composite longbow* (+5 str bonus)

Alignment: Always lawful evil

Advancement: 10-18 HD (Medium)

Level Adjustment: +7

A fierce and beautiful woman, with a statuesque build and flawless skin, stands nearby. She has large, feathery wings and red, glowing eyes. She wields a longsword, and a shining red bow is strapped across her back.

Unlike other devils, erinyes appear attractive to humans, resembling very comely women or men. An erinyes stands about 6 feet tall and weighs about 150 pounds. Erinyes speak Infernal, Celestial, and Draconic.

Combat:

Erinyes prefer to engage in combat from a distance. They use *charm monster* to distract or disorganize their opponents, then rain down fiery arrows from above. An erinyes's natural weapons, as well as any weapons it wields, are treated as evil-aligned and lawful-aligned for the purpose of overcoming damage reduction.

Entangle (Ex): Each erinyes carries a stout rope some 50 feet long that entangles opponents of any size as an *animate rope* spell (caster level 16th). An erinyes can hurl its rope 30 feet with no range penalty. Typically, an erinyes entangles a foe, lifts it into the air, and drops it from a great height.

Spell-Like Abilities: At will—*charm monster* (DC 19), *minor image* (DC 17), *unholy blight* (DC 19). Caster level 12th. The save DCs are Charisma-based.

Summon Devil (Sp): Once per day an erinyes can attempt to summon 2d10 lemures or 1d4 bearded devils with a 50% chance of success, provided of course the relevant true names are known. This ability is the equivalent of a 3rd-level spell.

True Seeing (Su): Erinyes continuously use true seeing, as the spell (caster level 14th).

On Aryth:

“Erinyes” is a word of great pride or great sorrow depending on, which side of the fence you sit. To Izrador it is a source of great pride, but to the Angelic Host that survives on Aryth it is a word of great sadness and loss. “Erinyes” simply put means “Fallen” in the black tongue.

All Erinyes are angels who have succumbed to temptation and thereby cast down. They serve Izrador as scouts, servants and concubines used to breed powerful progeny. Unlike most deviles Erinyes appear attractive to humans resembling comely men and women.

Erinyes will occasionally pretend to be real angels in an attempt to root out resistance fighters or those who would turn against their dark lord.

Horned Devil (Cornugon)

Large sized Outsider (Evil, Extraplanar, Lawful)

Hit Dice: 15d8+105 (172hp)

Initiative: +7 (Dex)

Speed: 20 ft (4 squares), fly 50 ft. (average);

AC: 35; (-1 size, +7 Dex, +19 Natural), touch 16, flat-footed 28

Base Attack/Grapple: +15/+29

Attacks: Spiked chain +25 melee (2d6+15 plus stun), or claw +24 melee (2d6+10) or tail +24 melee (2d6+10 plus infernal wound);

Full Attack: Spiked chain +25/+20/+15 melee (2d6+15 plus stun), and bite +22 melee (2d8+5) and tail +22 melee (2d6+5 plus infernal wound); or 2 claws +24 melee (2d6+10) and bite +22 melee (2d8+5) and tail +22 melee (2d6+10 plus infernal wound);

Face/Reach: 10 ft./10 ft. (20 ft. with spiked chain)

Special Attacks: Fear aura, infernal wound, spell-like abilities, stun, *summon baatezu*

Special Qualities: Damage reduction 10/good and silver, darkvision 60 ft., immunity to fire and poison, resistance to acid 10, and cold 10, see in darkness, spell resistance 28, telepathy 100 ft.

Saves: Fort +16, Ref +16, Will +15;

Abilities: Str 31 (+10), Dex 25 (+7), Con 25 (+7), Int 14 (+2), Wis 18 (+4), Cha 22 (+6);

Skills: Bluff +24, Climb +28, Concentration +24, Diplomacy +10, Disguise +6 (+8 acting), Hide +21, Intimidate +26, Listen +22, Move Silently +23, Search +20, Sense Motive +22, Spot +22, Survival +4 (+6 following tracks);

Feats: Cleave, Improved Sunder, Iron Will, Multiattack, Power Attack, Weapon Focus (spiked chain);

Environment: Theros Obsidia and Any

Organization: Solitary, team (2-4) or squad (6-10)

Challenge Rating: 15

Treasure: Standard coins; double goods; standard items

Alignment: Always lawful evil

Advancement: 16-20 HD (Large); 21-45 HD (Huge)

Level Adjustment: -

This creature is as big as an ogre, with a vaguely humanoid shape. Hideous scales sheathe its body. Huge wings and a snaking, prehensile tail add to its intimidating appearance.

A horned devil is 9 feet tall and weighs about 600 pounds.

Combat:

Horned devils are bold fighters. They rarely retreat, even against overwhelming odds. They love to fight with their spiked chains, usually singling out the most powerful foes to stun and eliminate quickly.

A horned devil's natural weapons, as well as any weapons it wields, are treated as evil-aligned and lawful-aligned for the purpose of overcoming damage reduction.

Spell-Like Abilities: At will—*dispel chaos* (DC 21), *dispel good* (DC 21), *magic circle against good*; *persistent image* (DC 21) 3/day—*fireball* (DC 19), *lightning bolt* (DC 19). Caster level 15th. The save DCs are Charisma-based.

Fear Aura (Su): A horned devil can radiate a 5-foot-radius fear aura as a free action. A creature in the area must succeed on a DC 23 Will save or be affected as though by a *fear* spell (caster level 15th). A creature that successfully saves cannot be affected again by the same horned devil's aura for 24 hours. Other devils are immune to the aura. The save DC is Charisma-based.

Stun (Su): Whenever a horned devil hits with a spiked chain attack, the opponent must succeed on a DC 27 Fortitude save or be stunned for 1d4 rounds. The save DC is Strength-based. This ability is a function of the horned devil, not of the spiked chain.

Infernal Wound (Su): The damage a horned devil deals with its tail attack causes a persistent wound. An injured creature loses 2 additional hit points each round. The wound does not heal naturally and resists healing spells. The continuing hit point loss can be stopped by a DC 24 Heal check, a *cure* spell, or a *heal* spell. However, a character attempting to cast a *cure* spell or a *heal* spell on a creature damaged by a horned devil's tail must succeed on a DC 24 caster level check, or the spell has no effect on the injured character. A successful Heal check automatically stops the continuing hit point loss as well as restoring hit

points. The check DC is Constitution-based.

Summon Devil (Sp): Once per day a horned devil can attempt to summon 2d10 lemures or 1d6 bearded devils with a 50% chance of success, 1d6 barbed devils with a 35% chance of success, or another horned devil with a 20% chance of success, provided of course the relevant true names are known. This ability is the equivalent of a 6th-level spell.

Regeneration (Ex): A horned devil takes normal damage from good-aligned silvered weapons, and from spells or effects with the good descriptor.

On Aryth:

The Horned Devil or “Cornugon”, which means Horn Beast in the black tongue, serve as elite defenders, and soldiers supreme. During the victory of Izrador over the forces of Light on Aryth the Cornugon were at the forefront with his forces, scaling the towers and swooping down on the unwitting defenders. Of all the devils although they are not the most powerful, they are the most feared for the devastation they have wrought in the public eye.

Fortunately there are not more than a dozen squads of Cornugon on Aryth, the bad news however is that despite their finite numbers, they are all in the service of Izrador.

Ice Devil (Gelugon)

Large sized Outsider (Evil, Extraplanar, Lawful)

Hit Dice: 14d8+84 (147hp)

Initiative: +5 (Dex)

Speed: 40 ft (8 squares);

AC: 32; (-1 size, +5 Dex, +18 Natural), touch 14, flat-footed 27

Base Attack/Grapple: +14/+24

Attacks: Spear +20 melee (2d6+9/x3 plus slow) or claw +19 melee (1d10+6);

Full Attack: Spear +20/+15/+10 melee (2d6+9 plus slow), and bite +14 melee (2d6+3) and tail +14 melee (3d6+3 plus slow); or 2 claws +19 melee (1d10+6) and bite +14 melee (2d6+3) and tail +14 melee (3d6+3 plus slow);

Face/Reach: 10 ft./10 ft.

Special Attacks: Fear aura, slow, spell-like abilities, *summon baatezu*

Special Qualities: Damage reduction 10/good, darkvision 60 ft., immunity to fire and poison, resistance to acid 10, and cold 10, regeneration 5, see in darkness, spell resistance 25, telepathy 100 ft.

Saves: Fort +15, Ref +14, Will +15;

Abilities: Str 23 (+6), Dex 21 (+5), Con 23 (+6), Int 22 (+6), Wis 22 (+6), Cha 20 (+5);

Skills: Bluff +22, Climb +23, Concentration +23, Diplomacy +9, Disguise +5 (+7 acting), Intimidate +24, Jump +27, Knowledge (any three) +23, Listen +25, Move Silently +22, Search +23, Sense Motive +23, Spellcraft +23, Spot +25, Survival +6 (+8 following tracks);

Feats: Alertness, Cleave, Combat Reflexes, Power Attack, Weapon Focus (spear);

Environment: Theros Obsidia and Any

Organization: Solitary, pair, team (3-5) or squad (6-10)

Challenge Rating: 12

Treasure: Standard coins; double goods; standard items

Alignment: Always lawful evil

Advancement: 15-28 HD (Large); 29-42 HD (Huge)

Level Adjustment: -

This creature looks like a tall, bipedal insect. It has clawed hands and feet, powerful mandibles, and a long, thick tail covered in razor sharp spikes.

An ice devil is about 12 feet tall and weighs about 700 pounds

Combat:

An ice devil prefers to fight only when doing so serves its mission, but it never hesitates to attack when it deems a battle necessary—or likely to end in its victory.

An ice devil’s natural weapons, as well as any weapons it wields, are treated as evil-aligned and lawful-aligned for the purpose of overcoming damage reduction.

Fear Aura (Su): An ice devil can radiate a 10-foot-radius fear aura as a free action. A creature in the area must succeed on a DC 22 Will save or be affected as though by a *fear* spell (caster level 13th). A creature that successfully saves cannot be affected again by the same ice devil’s aura for 24 hours. Other devils are immune to the aura. The save DC is Charisma-based.

Slow (Su): A hit from an ice devil’s tail or spear induces numbing cold. The opponent must succeed on a DC 23 Fortitude save or be affected as though by a *slow* spell for 1d6 rounds. The save DC is Constitution-based.

Spell-Like Abilities: At will—*cone of cold* (DC 20), *fly*, *ice storm* (DC 19), *persistent image* (DC 20), *unholy aura* (DC 23), *wall of ice* (DC 19). Caster level 13th. The save DCs are Charisma-based.

Summon Devil (Sp): Once per day an ice devil can attempt to summon 2d10 lemures or 1d6 bearded devils, 2d4 bone devils with a 50% chance of success, or another

ice devil with a 20% chance of success, provided of course the relevant true names are known. This ability is the equivalent of a 4th-level spell.

Regeneration (Ex): An ice devil takes normal damage from good-aligned weapons and from spells or effects with the good descriptor.

On Aryth:

The Ice Devil also known as “Gelugon”, which means Ice beast in the black tongue, serve as Devilish commanders for their troops.

Savage and brutal the Gelugon serve primarily in the war against the elves of Erethene, primarily in the assaults on the Veradeen region of the forest and the Erunsil.

Imp

Tiny sized Outsider (Evil, Extraplanar, Lawful)

Hit Dice: 3d8 (13hp)

Initiative: +3 (Dex)

Speed: 20 ft (4 squares), fly 50 ft. (perfect);

AC: 20; (+2 size, +3 Dex, +5 Natural), touch 15, flat-footed 17

Base Attack/Grapple: +3/-5

Attacks: Sting +8 melee (1d4 plus poison);

Full Attack: Sting +8 melee (1d4 plus poison);

Face/Reach: 2 ½ ft./0 ft.

Special Attacks: Poison, spell-like abilities

Special Qualities: Alternate form, Damage reduction 5/good or silver, darkvision 60 ft., fast healing 2, immunity poison, resistance to fire 10

Saves: Fort +3, Ref +6, Will +4;

Abilities: Str 10 (+0), Dex 17 (+3), Con 10 (+0), Int 10 (+0), Wis 12 (+1), Cha 14 (+2);

Skills: Diplomacy +8, Hide +17, Knowledge (any one) +6, Listen +7, Move Silently +9, Search +6, Spellcraft +6, Spot +7, Survival +1 (+3 following tracks);

Feats: Dodge, Weapon Finesse;

Environment: Theros Obsidia and Any

Organization: Solitary

Challenge Rating: 2

Treasure: None

Alignment: Always lawful evil

Advancement: 4-6 HD (Tiny)

Level Adjustment: - (Improved familiar)

A tiny humanoid with leathery batwings, a barbed tail, and sharp, twisted horns flutters at about eye level, winking into sight from out of thin air.

In its natural form, an imp stands almost 2 feet tall and weighs about 8 pounds

Combat:

Imps are craven, but not so timid as to pass up an opportunity for a surprise attack using their *invisibility* and alternate form ability. In its natural form, an imp attacks with the wicked stinger on its tail. It quickly flies out of reach if a foe manages to strike back effectively.

An imp’s natural weapons, as well as any weapons it wields, are treated as evil-aligned and lawful-aligned for the purpose of overcoming damage reduction.

Poison (Ex): Injury, Fortitude DC 13, initial damage 1d4 Dex, secondary damage 2d4 Dex. The save DC is Constitution-based and includes a +2 racial bonus.

Spell-Like Abilities: At will—*detect good*, *detect magic*, *invisibility* (self only); 1/day—*suggestion* (DC 15). Caster level 6th. The save DC is Charisma-based.

Once per week an imp can use *commune* to ask six questions. Of a greater devil or Izrador The ability otherwise works as the spell (caster level 12th).

Alternate Form (Su): An imp can assume other forms at will as a standard action. This ability functions as a *polymorph* spell cast on itself (caster level 12th), except that an imp does not regain hit points for changing form, and an individual imp can assume only one or two forms no larger than Medium. Common forms include monstrous spider, raven, rat, and boar.

On Aryth:

Imps are spiteful and cowardly little devils preferring to lay ambushes and traps when cornered or use hit and run tactics when ordered to fight.

On Aryth Imps serve primarily as familiars to evil Channelers, serving as advisors and spies. They are also found on occasion serving a legate their ability to detect good and magic very useful in hunting out insurgents.

Lemure

Medium sized Outsider (Evil, Extraplanar, Lawful)

Hit Dice: 2d8 (9hp)

Initiative: +0 (Dex)

Speed: 20 ft (4 squares);

AC: 14; (+0 size, +0 Dex, +4 Natural), touch 10, flat-footed 14

Base Attack/Grapple: +2/+2

Attacks: Claw +2 melee (1d4);

Full Attack: 2 claws +2 melee (1d4);

Face/Reach: 5 ft./5 ft.

Special Attacks: -

Special Qualities: Damage reduction 5/good or silver, darkvision 60 ft., immunity to fire and poison, resistance to acid 10, and cold 10, mindless, see in darkness.

Saves: Fort +3, Ref +3, Will +3;

Abilities: Str 10 (+0), Dex 10 (+0), Con 10 (+0), Int - (-), Wis 11 (+0), Cha 5 (-3);

Skills: -

Feats: -

Environment: Theros Obsidia and Any

Organization: Solitary, pair, gang (3-5), swarm (6-15) or mob (10-40)

Challenge Rating: 1

Treasure: None

Alignment: Always lawful evil

Advancement: 3-6 HD (Medium)

Level Adjustment: -

This creature surges forward, not unlike a molten mass of flesh oozing across the ground. It has a human-shaped head and torso, but its body is a shapeless mass below the waist. A permanent expression of anguish twists across its face.

A lemure is about 5 feet tall and weighs about 100 pounds. Lemures are mindless and cannot communicate, but they are sensitive to telepathic messages from other devils, typically obeying a devil's mental commands.

Combat:

Lemures surge toward anything they meet and try to claw it apart. Only a telepathic command from other devils or the complete destruction of the lemures can make them stop.

A lemure's natural weapons, as well as any weapons it wields, are treated as evil-aligned and lawful-aligned for the purpose of overcoming damage reduction.

Mindless (Ex): Immunity to mind-affecting effects (charms, compulsions, phantasms, patterns, and morale effects).

On Ayrth:

The Lemure are pathetic creatures, and serve mostly as slaves and throw away troops for their masters, who are usually more powerful Devils, or members of the Order of Shadow.

They are of little value, orcs on occasion even use them for food, when supplies are short.

Pit Fiend

Large sized Outsider (Evil, Extraplanar, Lawful)

Hit Dice: 18d8+144 (225hp)

Initiative: +12 (Dex, Improved Initiative)

Speed: 40 ft (8 squares), fly 60 ft. (average);

AC: 40; (-1 size, +8 Dex, +23 Natural), touch 17, flat-footed 32

Base Attack/Grapple: +18/+35

Attacks: Claw +30 melee (2d8+13);

Full Attack: 2 claws +30 melee (2d8+13), and 2 wings +28 melee (2d6+6) and bite +28 melee (4d6+6 plus poison plus disease) and tail slap +28 melee (2d8+6);

Face/Reach: 10 ft./10 ft.

Special Attacks: Constrict 2d8+26, fear aura, improved grab, spell-like abilities, *summon baatezu*

Special Qualities: Damage reduction 15/good and silver, darkvision 60 ft., immunity to fire and poison, resistance to acid 10, and cold 10, regeneration 5, see in darkness, spell resistance 32, telepathy 100 ft.

Saves: Fort +19, Ref +19, Will +21;

Abilities: Str 37 (+13), Dex 27 (+8), Con 27 (+8), Int 26 (+8), Wis 26 (+8), Cha 26 (+8);

Skills: Balance +10, Bluff +29, Climb +34, Concentration +29, Diplomacy +10, Disguise +29 (+31 acting), Hide +25, Intimidate +31, Jump +40, Knowledge (arcana) +29, Knowledge (nature) +10, Knowledge (the planes) +29, Knowledge (religion) +29, Listen +29, Move Silently +29, Search +29, Spellcraft +31, Spot +29, Survival +8 (+10 on other planes, +10 tracking), Tumble +31;

Feats: Cleave, Great Cleave, Improved Initiative, Iron Will, Multiattack, Power Attack, Quicken Spell-like Ability (*fireball*);

Environment: Theros Obsidia and Any

Organization: Solitary, pair, team (3-4) or troupe (1-2 pit fiends, 2-5 horned devils, and 2-5 barbed devils)

Challenge Rating: 19

Treasure: Standard coins; double goods; standard items

Alignment: Always lawful evil

Advancement: 19-36 HD (Large); 37-54 HD (Huge)

Level Adjustment: -

Cloaked in fire and as tall as two humans, this hulking monster spreads its bat-like wings and cracks its whip-like tail. Great scales cover its body like armor. It smiles, revealing large fangs that drip with a hissing venom.

A pit fiend often wraps its wings around itself like a grotesque cloak, and appears wreathed in flames. A pit fiend is 12 feet tall and weighs 800 pounds

Combat:

Pit fiends are wily and resourceful fighters, using *invisibility* to gain the upper hand and biting at foes seemingly able to see them. They don't hesitate to blanket an area with *fireballs*, and can call down the wrath of an inferno with *meteor swarm*.

A pit fiend's natural weapons, as well as any weapons it wields, are treated as evil-aligned and lawful-aligned for the purpose of overcoming damage reduction.

Constrict (Ex): A pit fiend deals 2d8+26 points of damage with a successful grapple check.

Disease (Su): A creature struck by a pit fiend's bite attack must succeed on a DC 27 Fortitude save or be infected with a vile disease known as devil chills (incubation period 1d4 days, damage 1d4 Str). The save DC is Constitution-based.

Fear Aura (Su): A pit fiend can radiate a 20-foot-radius fear aura as a free action. A creature in the area must succeed on a DC 27 Will save or be affected as though by a *fear* spell (caster level 18th). A creature that successfully saves cannot be affected again by the same pit fiend's aura for 24 hours. Other devils are immune to the aura. The save DC is Charisma-based.

Improved Grab (Ex): To use this ability, a pit fiend must hit with its tail slap attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

If it wins the grapple check, it establishes a hold and can constrict.

Poison (Ex): Injury, Fortitude DC 27, initial damage 1d6 Con, secondary damage death. The save DC is Constitution-based.

Spell-Like Abilities: At will—*blasphemy* (DC 25), *create undead*, *fireball* (DC 21), *greater dispel magic*, *invisibility*, *magic circle against good*, *mass hold monster* (DC 27), *persistent image* (DC 23), *power word stun*, *unholy aura* (DC 26); 1/day—*meteor swarm* (DC 27). Caster level 18th. The save DCs are Charisma-based.

Once per year a pit fiend can use *wish* as the spell (caster level 20th).

Summon Devil (Sp): Twice per day a pit fiend can automatically summon 2 lemures, bone devils, or bearded devils, or 1 erinyes, horned devil, or ice devil, provided of course the relevant true names are known. This ability is the equivalent of an 8th-level spell.

Regeneration (Ex): A pit fiend takes normal damage from good-aligned silvered weapons, and from spells or effects with the good descriptor.

Tactics Round—by—Round:

A pit fiend typically opens combat by using its spell-like abilities, attempting to neutralize dangerous opponents before entering melee.

Prior to combat: *Unholy aura*; activate fear aura, *summon devil*.

Round 1: Quickened *fireball* and *mass hold monster* if facing three or more visible, active opponents; otherwise *power word stun* against unarmored opponent (preferably a spellcaster).

Round 2: *Meteor swarm* against as many foes as possible, approach worst-injured enemy.

Round 3: Full attack against injured enemy.

Round 4: Continue melee against injured enemy, or *power word stun* against annoying spellcaster.

Round 5: Repeat from round 1.

On Aryth:

The pit fiends are the undisputed lords of the Baatezu, on Aryth there are believed to be around thirteen of these foul creatures in the service of Izrador, none are sure if this is all on Aryth or not, but it is believed so.

Although immensely powerful in their own right, they fear the power of Izrador and have decided their best interests lie in serving the dark lord who has promised to reward them well for their service.

Pit Fiend, (Debraxis)

Huge sized Outsider (Evil, Extraplanar, Lawful)

Hit Dice: 50d8+600 (825hp)

Alignment: lawful evil

Initiative: +12 (Dex, Improved Initiative)

Speed: 40 ft (8 squares), fly 60 ft. (average);

AC: 42; (-2 size, +8 Dex, +26 Natural), touch 16, flat-footed 34

Base Attack/Grapple: +50/+77

Attacks: +3 *Huge Unholy Longsword* +72 melee (2d6+24/17-20 x2 plus 2d6 versus good), or Claw +69 melee (3d8+19);

Full Attack: +3 *Huge Unholy Longsword* +72/+67/+62/+57 melee (2d6+24/17-20 x2 plus 2d6 versus good), or 2 claws +69 melee (3d8+19), and 2 wings +67 melee (3d6+9) and bite +67 melee (6d6+9 plus poison plus disease) and tail slap +67 melee (3d8+9);

Face/Reach: 15 ft./15 ft.

Special Attacks: Constrict 3d8+38, fear aura, improved grab, spell-like abilities, *summon baatezu*

Special Qualities: Damage reduction 15/good and silver, darkvision 60 ft., immunity to fire and poison, resistance to acid 10, and cold 10, regeneration 5, see in darkness, spell resistance 32, telepathy 100 ft.

Saves: Fort +39, Ref +35, Will +37;

Abilities: Str 48 (+19), Dex 27 (+8), Con 34 (+12), Int 26 (+8), Wis 26 (+8), Cha 26 (+8);

Skills: Balance +58, Bluff +58, Climb +69, Concentration +62, Diplomacy +58, Disguise +58 (+60 acting), Hide +50, Intimidate +58, Jump +69, Knowledge (arcana) +58, Knowledge (nature) +18, Knowledge (the planes) +39, Knowledge (religion) +39, Listen +58, Move Silently +58, Search +58, Spellcraft +58, Spot +58, Survival +8 (+10 on other planes, +10 tracking), Tumble +40;

Feats: Ability Focus (fear aura), Awesome Blow, Cleave, Empower Spell-like Ability (*Fireball*) Flyby Attack, Forge Ring, Great Cleave, Hover, Improved Bull Rush, Improved Critical (longsword), Improved Initiative, Iron Will, Multiattack, Power Attack, Quicken Spell-like Ability (*fireball*), Snatch, Weapon focus (Longsword);

Organization: Unique

Challenge Rating: 35

Treasure: Standard coins; double goods; standard items, plus +3 *Huge Unholy Longsword*

Cloaked in fire and as tall as two humans, this hulking monster spreads its bat-like wings and cracks its whip-like tail. Great scales cover its body like armor. It smiles, revealing large fangs that drip with a hissing venom.

A pit fiend often wraps its wings around itself like a grotesque cloak, and appears wreathed in flames.

A pit fiend is 32 feet tall and weighs 12 tons.

Combat:

Pit fiends are wily and resourceful fighters, using *invisibility* to gain the upper hand and biting at foes seemingly able to see them. They don't hesitate to blanket an area with *fireballs*, and can call down the wrath of an inferno with *meteor swarm*.

A pit fiend's natural weapons, as well as any weapons it wields, are treated as evil-aligned and lawful-aligned for the purpose of overcoming damage reduction.

Constrict (Ex): A pit fiend deals 3d8+38 points of damage with a successful grapple check.

Disease (Su): A creature struck by a pit fiend's bite attack must succeed on a DC 31 Fortitude save or be infected with a vile disease known as devil chills (incubation period 1d4 days, damage 1d4 Str). The save DC is Constitution-based.

Fear Aura (Su): A pit fiend can radiate a 20-foot-radius fear aura as a free action. A creature in the area must succeed on a DC 29 Will save or be affected as though by a *fear* spell (caster level 18th). A creature that successfully saves cannot be affected again by the same pit fiend's aura for 24 hours. Other devils are immune to the aura. The save DC is Charisma-based.

Improved Grab (Ex): To use this ability, a pit fiend must hit with its tail slap attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

If it wins the grapple check, it establishes a hold and can constrict.

Poison (Ex): Injury, Fortitude DC 31, initial damage 1d6 Con, secondary damage death. The save DC is Constitution-based.

Spell-Like Abilities: At will—*blasphemy* (DC 25), *create undead*, *fireball* (DC 21), *greater dispel magic*, *invisibility*, *magic circle against good*, *mass hold monster* (DC 27), *persistent image* (DC 23), *power word stun*, *unholy aura* (DC 26); 1/day—*meteor swarm* (DC 27). Caster level 18th. The save DCs are Charisma-based.

Once per year a pit fiend can use *wish* as the spell (caster level 20th).

Summon Devil (Sp): Twice per day a pit fiend can automatically summon 2 lemures, bone devils, or bearded devils, or 1 erinyes, horned devil, or ice devil, provided of course the relevant true names are known. This ability is the equivalent of an 8th-level spell.

Regeneration (Ex): A pit fiend takes normal damage from good-aligned silvered weapons, and from spells or effects with the good descriptor.

Debraxis's Background:

Debraxis is the most powerful of all the Pit fiends on Aryth and favoured of the devils in Izrador's eyes.

Debraxis has a long standing hatred with Mal'Vegis the prime Tanar'ri on Aryth and the two of them take every opportunity they can to thwart or inconvenience the other. Debraxis is certain Mal'Vegis is planning something against his lord and is sure if he can just prove it he will be elevated with Izrador once the time is right as a reward.

Debraxis is cautious and patient and lays very intricate and widespread plans. He values himself on his ability to gather information and has eyes and ears everywhere for his dark lord.

The ferocity of this Arch Devil is beyond compare. During Izrador's triumphant day Debraxis fed upon hundreds of elven, Dwarven and human souls such that the Arch Devil is never spoken except of in a whisper and is referred to as the "Dark Lord's Reaper", instilling almost as much fear in the populace as the Night Kings themselves.

Debraxis is secretly jealous of the favouritism Izrador shows the Night Kings and seeks to find a way to steal their power and remove them. If possible, while implicating Mal'Vegis.

Devil Traits:

Devil Traits: Most devils possess the following traits (unless otherwise noted in a creature's entry).

- Immunity to fire and poison.
 - Resistance to acid 10 and cold 10.
 - See in Darkness (Su): Some devils can see perfectly in darkness of any kind, even that created by a *deeper darkness* spell.
 - Summon* (Sp): Some devils share the ability to summon others of their kind (the success chance and type of devils summoned are noted in each monster description). As with all summoning on Aryth it is dependant upon the devil knowing any relevant true names.
 - Telepathy.
- Except when otherwise noted, devils speak Infernal, Celestial, and Draconic

Dragons of Aryth

Aryth's dragons are each unique creatures whose abilities are not defined by the colour of their scales. In fact, most of the dragons that exist today have scales ranging from silver-grey or mottled green to deep black and have features that vary from spiked armor plating to long snouts, allowing them to be easily differentiated from one another by those who are versed in draconic lore. The dragons are ancient creatures, perhaps even immortal, who have watched the growth and trials of the peoples of Aryth for thousands of years. They rarely involve themselves in the affairs of men, and when they do it is on their terms. They are not driven by the riches or power offered by the kings of men, but have their own motivations that are seldom fathomable by less long-lived races. The most notable exception to this was the corruption of many dragons by Izrador's whisperings at the end of the Second Age.

Although the dragons that survive today are fractured and individual, it was not always so. A sovereign once ruled dragonkind, and the dragons befriended the elder fey and were content to share the world with them. The Sundering had a terrible impact on the dragon's civilisation, however, and they were split into many different factions that warred with each other throughout much of the First Age, even as the fey were splitting into the races now found throughout Aryth. These wars ravaged much of the world's dragon population, until finally only a few hundred remained. The Battle of the Wall at the end of the Second Age further reduced this number. Today, a handful of dragons still serve the Shadow, with his promises too alluring to resist. Those that are sympathetic to the oppressed people of Aryth hide from the world, helping where they can but fearful of being discovered and hunted to extinction.

All dragons speak Draconic.

Combat:

A dragon attacks with its powerful claws and bite, and can also use a breath weapon and special physical attacks, depending on its size. It prefers to fight on the wing, staying out of reach until it has worn down the enemy with ranged attacks. Older, more intelligent dragons are adept at sizing up the opposition and eliminating the most dangerous foes first (or avoiding them while picking off weaker enemies).

The table below provides space and reach statistics for dragons of various sizes, plus the natural weapons a dragon

of a certain size can employ and the damage those attacks deal.

Bite: Bite attacks deal the indicated damage plus the dragon's Strength bonus. A dragon also can use its bite to snatch opponents if it has the Snatch feat.

Claw: Claw attacks deal the indicated damage plus 1/2 the dragon's Strength bonus (round down). The dragon also can use its claws to snatch opponents if it has the Snatch feat. Claw attacks are secondary attacks, requiring a -5 penalty on the attack roll. (Many dragons choose the Multiattack feat to lessen this penalty to -2).

Wing: The dragon can slam opponents with its wings, even when flying. Wing attacks deal the indicated damage plus 1/2 the dragon's Strength bonus (round down) and are treated as secondary attacks.

Tail Slap: The dragon can slap one opponent each round with its tail. A tail slap deals the indicated damage plus 1-1/2 times the dragon's Strength bonus (round down) and is treated as a secondary attack.

Crush (Ex): This special attack allows a flying or jumping dragon of at least Huge size to land on opponents as a standard action, using its whole body to crush them. Crush attacks are effective only against opponents three or more size categories smaller than the dragon (though it can attempt normal overrun or grapple attacks against larger opponents).

A crush attack affects as many creatures as can fit under the dragon's body. Creatures in the affected area must succeed on a Reflex save (DC equal to that of the dragon's breath weapon) or be pinned, automatically taking bludgeoning damage during the next round unless the dragon moves off them. If the dragon chooses to maintain the pin, treat it as a normal grapple attack. Pinned opponents take damage from the crush each round if they don't escape.

A crush attack deals the indicated damage plus 1-1/2 times the dragon's Strength bonus (round down).

Tail Sweep (Ex): This special attack allows a dragon of at least Gargantuan size to sweep with its tail as a standard action. The sweep affects a half-circle with a radius of 30 feet (or 40 feet for a Colossal dragon), extending from an intersection on the edge of the dragon's space in any direction. Creatures within the swept area are affected if they are four or more size categories smaller than the dragon. A tail sweep automatically deals the indicated damage plus 1-1/2 times the dragon's Strength bonus (round down). Affected creatures can attempt Reflex saves to take half damage (DC equal to that of the dragon's breath weapon).

Grappling: Dragons do not favour grapple attacks, though their crush attack (and Snatch feat, if they know it) use normal grapple rules. A dragon can always use its breath weapon while grappling, as well as its spells and spell-like or supernatural abilities, provided it succeeds on Concentration checks.

Breath Weapon (Su): Using a breath weapon is a standard action. Once a dragon breathes, it can't breathe again until 1d4 rounds later. If a dragon has more than one type of breath weapon, it still can breathe only once every 1d4 rounds. A blast from a breath weapon always starts at any intersection adjacent to the dragon and extends in a direction of the dragon's choice, with an area as noted on the table below. If the breath weapon deals damage, creatures caught in the area can attempt Reflex saves to take half damage; the DC depends on the dragon's age and variety, and is given in each individual entry. Saves against nondamaging breath weapons use the same DC; the kind of saving throw is noted in the variety descriptions. The save DC against a breath weapon is 10 + 1/2 dragon's HD + dragon's Con modifier.

Breath weapons come in two basic shapes, line and cone, whose areas vary with the dragon's size.

Dragon Breath Weapons

Dragon Size	Line* (Length)	Cone** (Length)
Tiny	30 ft.	15 ft.
Small	40 ft.	20 ft.
Medium	60 ft.	30 ft.
Large	80 ft.	40 ft.
Huge	100 ft.	50 ft.
Gargantuan	120 ft.	60 ft.
Colossal	140 ft.	70 ft.

*A line is always 5 feet high and 5 feet wide.

**A cone is as high and wide as its length.

Frightful Presence (Ex): A young adult or older dragon can unsettle foes with its mere presence. The ability takes effect automatically whenever the dragon attacks, charges, or flies overhead. Creatures within a radius of 30 feet x the dragon's age category are subject to the effect if they have fewer HD than the dragon. A potentially affected creature that succeeds on a Will save (DC 10 + 1/2 dragon's HD +

dragon's Cha modifier) remains immune to that dragon's frightful presence for 24 hours. On a failure, creatures with 4 or less HD become panicked for 4d6 rounds and those with 5 or more HD become shaken for 4d6 rounds. Dragons ignore the frightful presence of other dragons.

Spell-Like Abilities: A dragon's spell-like abilities depend on its age. It gains the abilities indicated for its age plus all previous ones. A dragon always has a caster level of 20 for these abilities. The save DC is 10 + dragon's Cha modifier + spell level. All spell-like abilities are usable once per day unless otherwise noted.

Damage Reduction: Young adult and older dragons have damage reduction. Their natural weapons are treated as magic weapons for the purpose of overcoming damage reduction.

Immunities (Ex): All dragons have immunity to *sleep* and paralysis effects. Each variety of dragon has immunity to one or two additional forms of attack, as given in the description.

Spell Resistance (Ex): As dragons age, they become more resistant to spells and spell-like abilities, as indicated in the description.

Blindsight (Ex): Dragons can pinpoint creatures within a distance of 60 feet. Opponents the dragon can't actually see still have total concealment against the dragon.

Keen Senses (Ex): A dragon sees four times as well as a human in shadowy illumination and twice as well in normal light. It also has darkvision out to 120 feet.

Skills: All dragons have skill points equal to (6 + Int modifier, minimum 1) x (Hit Dice + 3). Most dragons purchase the following skills at the maximum ranks possible: Listen, Search, and Spot. The remaining skill points are generally spent on Concentration, Diplomacy, Escape Artist, Intimidate, Knowledge (any), Sense Motive, and Use Magic Device at a cost of 1 skill point per rank. All these skills are considered class skills for dragons. (Each dragon has other class skills as well, as noted in the variety descriptions.)

Dragon Space, Reach, Attacks, and Damage

Size	Space/Reach*	1 Bite	2 Claws	2 Wings	1 Tail Slap	1 Crush	1 Tail Sweep
Tiny	2-1/2 ft./0 ft. (5 ft. with bite)	1d4	1d3	—	—	—	—
Small	5 ft./5 ft.	1d6	1d4	—	—	—	—
Medium	5 ft./5 ft.	1d8	1d6	1d4	—	—	—
Large	10 ft./5 ft. (10 ft. with bite)	2d6	1d8	1d6	1d8	—	—
Huge	15 ft./10 ft. (15 ft. with bite)	2d8	2d6	1d8	2d6	2d8	—

Feats: All dragons have one feat, plus additional feats based on Hit Dice just like any other creature. Dragons favour Alertness, Blind-Fight, Cleave, Flyby Attack, Hover, Improved Initiative, Improved Sunder, Power Attack, Snatch, Weapon Focus (claw or bite), Wingover, and any metamagic feat that is available and useful to sorcerers.

Dragon Age Categories

Category	Age (Years)
1 Wyrmling	0–15
2 Very young	16–25
3 Young	26–55
4 Juvenile	56–100
5 Young adult	101–500
6 Adult	501–1,000
7 Mature adult	1,001–1,500
8 Old	1,501–2,000
9 Very old	2,001–2500
10 Ancient	2,501–3,000
11 Wyrm	3,001–4,000
12 Great wyrm	4,001 or more

Dragon Overland Movement

Dragons are exceedingly strong flyers and can cover vast distances quickly. A dragon's overland flying speed is a function of its tactical fly speed, as shown on the table below.

Dragons do not tire as quickly as other creatures when moving overland on the ground. If a dragon attempts a hustle or a forced march, check for nonlethal damage once every 2 hours instead of every hour.

Dragon Overland Flying Speeds

	Dragon's Fly Speed			
	100 feet	150 feet	200 feet	250 feet
One Hour				
Normal	15 miles	20 miles	30 miles	40 miles
Hustle	24 miles	40 miles	60 miles	80 miles
One Day				
Normal	120 miles	160 miles	240 miles	320 miles

Dragonhide

Armorsmiths can work with the hides of dragons to produce armor or shields of masterwork quality.

Dragon of Aryth

Environment: Any

Organization: Wyrmling, very young, young, juvenile, and young adult: solitary or clutch (2–5); adult, mature adult, old, very old, ancient, wyrm, or great wyrm: solitary, pair, or family (1–2 and 2–5 offspring)

Challenge Rating: Wyrmling 5; very young 7; young 9; juvenile 11; young adult 13; adult 15; mature adult 18; old 20; very old 21; ancient 23; wyrm 24; great wyrm 26

Treasure: Triple Standard

Alignment: Varies

Advancement: Wyrmling 9–10 HD; very young 12–13 HD; young 15–16 HD; juvenile 18–19 HD; young adult 21–22 HD; adult 24–25 HD; mature adult 27–28 HD; old 30–31 HD; very old 33–34 HD; ancient 36–37 HD; wyrm 39–40 HD; great wyrm 42+ HD

Level Adjustment: Wyrmling +5; very young +6; young +7; others —

Combat:

Because Aryth dragons are so confident, they seldom pause to appraise an adversary. On spotting a target, they make a snap decision whether to attack, using one of many strategies worked out ahead of time. A red dragon lands to attack small, weak creatures with its claws and bite rather than obliterating them with its breath weapon, so as not to destroy any treasure they might be carrying.

Breath Weapon (Su): All Aryth dragons have one breath weapon, and upon reaching adulthood gain a second. However the breath weapon(s) an Aryth dragon possesses vary from individual to individual as follows:

d20	Breath Weapon	d20	Breath Weapon
1	Cone of Fire	11	Cone of Charged gas
2	Cone of Stun gas	12	Line of Concussion
3	Cone of Sleep gas	13	Cone of Blinding light
4	Line of Acid	14	Cone of Sonics
5	Cone of Corrosive	15	Cone of Panic
6	Line of Electricity	16	Cone of dehydration
7	Cone of Cold	17	Cone of Paralyse gas
8	Cone of Repulsion	18	Cone of Energy drain
9	Cone of Slow	19	Line of Petrification
10	Cone of Weaken gas	20	DM's choice

When an Aryth dragon gets a breath weapon roll a d20 and consult the above table. The effects of the varying breath weapons are as follows (re-roll a same result):

Cone of Fire: causes fire damage, determined by age category of dragon to all in cone area of effect. With a Reflex save (DC as shown on table below) for half damage.

Cone of Stun Gas: causes all within area of effect to make a Will save (DC as shown on table below) or be stunned for a number of rounds as determined by the dragons age category (see table below), those who save are only affected for 1 round.

Cone of Sleep Gas: causes all within area of effect to make a Will save (DC as shown on table below) or fall asleep for a number of rounds as determined by the dragons age category (see table below), those who save are only affected for 1 round.

Line of Acid: causes acid damage, determined by age category of dragon to all in the line of effect. With a Reflex save (DC as shown on table below) for half damage.

Cone of Corrosive Gas: causes acidic damage, determined by age category of dragon to all in cone area of effect. With a Reflex save (DC as shown on table below) for half damage.

Line of Electricity: causes electrical damage, determined by age category of dragon to all in the line of effect. With a Reflex save (DC as shown on table below) for half damage.

Cone of Cold: causes cold damage, determined by age category of dragon to all in cone area of effect. With a Reflex save (DC as shown on table below) for half damage.

Cone of Repulsion: causes all within area of effect to make a Will save (DC as shown on table below) or move away from dragon at top speed for a number of rounds as determined by the dragons age category (see table below), those who save are only affected for 1 round.

Cone of Slows: causes all within area of effect to make a Fort save (DC as shown on table below) or be slowed for a number of rounds as determined by the dragons age category (see table below), those who save are only affected for 1 round.

Cone of Weakening Gas: causes all within area of effect to make a Fort save (DC as shown on table below) or lose one point of temporary strength damage for each age category of the dragon, those who save are only affected for 1 point.

Cone of Charged Gas: causes all within area of effect to make a Ref save (DC as shown on table below) or take electrical damage as determined by the dragons

age category (see table below), those who save are only affected for half damage.

Line of Concussion: causes subdual damage, determined by age category of dragon to all in the line of effect. With a Reflex save (DC as shown on table below) for half damage.

Cone of Blinding Light: causes all within cone area of effect (as determined by age category of dragon) to make a Fort save (DC as shown on table below) or be blinded for a number of rounds as determined by the dragons age category (see table below), those who save are only affected for 1 round.

Cone of Sonics: causes all within cone area of effect (as determined by age category of dragon) to make a Fort save (DC as shown on table below) or be deafened for a number of rounds as determined by the dragons age category (see table below), those who save are only affected for 1 round.

Cone of Panic (Subharmonics): causes all within cone area of effect (as determined by age category of dragon) to make a Will save (DC as shown on table below) or be panicked for a number of rounds as determined by the dragons age category (see table below), those who save are only affected for 1 round.

Cone of Dehydration: causes all within cone area of effect (as determined by age category of dragon) to make a Fort save (DC as shown on table below) or take heat damage, determined by age category of dragon to all in cone area of effect. With a Reflex save (DC as shown on table below) for half damage as all moisture in the area evaporates.

Cone of Paralysis Gas: causes all within area of effect to make a Fort save (DC as shown on table below) or be paralysed for a number of rounds as determined by the dragons age category (see table below), those who save are only affected for 1 round.

Cone of Energy Drain (Shadows): causes all within area of effect to make a Ref save (DC as shown on table below) or suffer one negative level for every 2 age categories of the dragon. A successful save reduces the negative level loss by half.

Line of Petrification: causes all in the line of effect to make a Reflex save DC as determined by age of dragon (as shown on table below) or be turned to stone. A successful save means there is no effect.

Heal (Sp): All Aryth dragons of Great wyrm age can cast *Heal* 1/day as if a 20th level Channeler.

Immunity: Beyond standard dragon immunities, all Aryth dragons are immune to the kind of damage that their first

breath weapon inflicts, as determined at Wyrmling age. Upon reaching the young adult category all Aryth dragons gain a second immunity chosen from the following (Fire, Cold, Electricity, Acid, Death magic, or Mind Influencing).

Other Spell-Like Abilities: All Aryth dragons gain random spell powers at varying age categories. Each power is determined in spell level randomly as follow: At Will powers 1d6-1 level spell; 3/day powers 2d2 level spell; and finally 1/day powers are 1d6+1 level spells. Regardless

of the actual level of spell a power is, all are cast as if by a 20th level Channeler. Powers are gained as follows: At will—*first power* (very young), *second power* (young), *third power* (juvenile); 3/day—*first power* (mature adult), *second power* (old), *third power* (wyrmling); 1/day—*first power* (very old), *second power* (ancient).

Skills: Bluff, Knowledge (arcane) and Spellcraft are considered class skills for Aryth dragons.

Aryth Dragons by Age

Age	Size	Hit Dice (hp)	Str	Dex	Con	Int	Wis	Cha	Base Attack/Grapple	Attack	Fort Save	Ref Save	Will Save	Breath Weapon (DC)	Frightful Presence DC
Wyrmling	L	8d12+16 (68)	17	10	15	10	18	10	+8/+15	+10	+8	+6	+10	2d6 or 1d4 rds (16)	—
Very young	L	11d12+33 (105)	21	10	17	12	19	12	+11/+20	+15	+10	+7	+11	4d6 or 1d4 rds (18)	—
Young	L	14d12+42 (133)	25	10	17	14	19	14	+14/+25	+20	+12	+9	+13	6d6 or 1d4 rds (20)	—
Juvenile	H	17d12+68 (179)	27	10	19	16	21	16	+17/+33	+23	+14	+10	+15	8d8 or 2d4 rds (22)	—
Young adult	H	20d12+100 (230)	29	10	21	16	21	16	+20/+37	+27	+17	+12	+17	10d8 or 2d4 rds (25)	23
Adult	H	23d12+138 (288)	31	10	23	24	25	24	+23/+41	+31	+19	+13	+20	12d8 or 2d4 rds (27)	28
Mature adult	G	26d12+182 (351)	33	10	25	26	25	26	+26/+49	+33	+22	+15	+22	14d10 or 3d4 rds (30)	31
Old	G	29d12+232 (421)	35	10	27	28	27	28	+29/+53	+37	+24	+16	+24	16d10 (32)	33
Very old	G	32d12+288 (496)	37	10	29	30	29	30	+32/+57	+41	+27	+18	+27	18d10 or 3d4 rds (35)	36
Ancient	G	35d12+350 (578)	41	10	31	30	31	30	+35/+62	+46	+29	+19	+29	20d10 or 3d4 rds (37)	37
Wyrmling	C	38d12+418 (665)	43	10	33	32	31	32	+38/+70	+46	+32	+21	+31	22d10 or 4d4 rds (40)	40
Great wyrmling	C	41d12+551 (818)	47	10	33	32	33	32	+41/+75	+51	+33	+22	+33	24d10 or 4d4 rds (41)	41

Age	Speed	Initiative	AC	Special Abilities	SR
Wyrmling	40 ft., fly 150 ft. (poor), swim 30 ft.	+0	16 (-1 size, +7 natural), touch 9, flat-footed 16	Immunity to (Breath weapon type), First Breath weapon (random type)	—
Very young	40 ft., fly 150 ft. (poor), swim 30 ft.	+0	19 (-1 size, +10 natural), touch 9, flat-footed 19	1 st At Will power (1d6-1 spell level)	—
Young	40 ft., fly 150 ft. (poor), swim 30 ft.	+0	22 (-1 size, +13 natural), touch 9, flat-footed 22	2 nd At Will power (1d6-1 spell level)	—

Juvenile	40 ft., fly 150 ft. (poor), swim 30 ft.	+0	24 (-2 size, +16 natural), touch 8, flat-footed 24	3 rd At Will power (1d6-1 spell level)	19
Young adult	40 ft., fly 150 ft. (poor), swim 40 ft.	+0	27 (-2 size, +19 natural), touch 8, flat-footed 27	DR 5/magic, Second Immunity	21
Adult	40 ft., fly 250 ft. (clumsy), swim 50 ft.	+0	30 (-2 size, +22 natural), touch 8, flat-footed 30	DR 10/magic, Second Breath weapon (random type)	31
Mature adult	40 ft., fly 250 ft. (clumsy), swim 50 ft.	+0	31 (-4 size, +25 natural), touch 6, flat-footed 31	1 st 3/day power (2d2 spell level)	31
Old	40 ft., fly 250 ft. (clumsy), swim 50 ft.	+0	34 (-4 size, +28 natural), touch 6, flat-footed 34	2 nd 3/day power (2d2 spell level)	31

Thaanos Skybreaker

AKA - Stormbreather, Father Of Droughts.

Colossal sized Dragon (wyrm)

Alignment: Lawful Evil

Hit Dice: 38d12+418 (665hp)

Initiative: +4 (Improved Initiative)

Speed: 40 ft (8 squares), fly 250 ft. (clumsy), swim 60 ft.;

AC: 41; (-8 size, +0 Dex, +39 Natural), touch 2, flat-footed 41

Base Attack/Grapple: +38/+70

Attacks: Bite +47 melee (4d8+16);

Full Attack: Bite +47 melee (4d8+16) and 2 claws +42 melee (4d6+8), and Wings +41 melee (2d8+8) and Tail slap +41 melee (4d6+24) or Crush +46 melee (4d8+24) or Tail sweep +46 melee (2d8+24);

Face/Reach: 30 ft./20 ft. (30 ft. with bite)

Special Attacks: Breath Weapon (line of electricity and Cone of Charged gas), Crush, Frightful presence

Special Qualities: Blind Sense, DR 15/magic, Immunity (electricity, cold), Keen Senses, spell-like abilities, Spell Resistance 32

Saves: Fort +32, Ref +21, Will +31;

Abilities: Str 43 (+16), Dex 10 (+0), Con 33 (+11), Int 32 (+11), Wis 31 (+10), Cha 32 (+11);

Skills: Appraise +49 (+51 with alchemicals), Bluff +49, Concentration +49, Craft (alchemy) +49, Intimidate +51, Jump +54, Knowledge (arcane) +49, Knowledge (history) +49, Knowledge (nature) +51, Listen +48, Search +49, Sense Motive +48, Spellcraft +51, Spot +48, Survival +19 (+21 following tracks, +23 aboveground);

Feats: Ability Focus (Line of electricity), Alertness, Blind-Fight, Cleave, Flyby Attack, Hover, Improved Initiative, Improved Sunder, Power Attack, Snatch, Weapon focus (bite, claw), Wingover;

Challenge Rating: 24;

Treasure: Triple Standard

In the sky above a dark storm rumbles, black clouds gather and lightning flashes, above the sound of the howling wind you hear an almighty roar and suddenly the hairs all over your body stand on end. Out of the storm itself coalesces a creature of muscle and sinew, huge bat-like wings swinging effortlessly back and forth keeping it aloft, its body covered with diamond hard scales. The beat turns its huge tooth filled maw towards you and you see the storm flash in its eyes and you know this can only be a dragon.

In the East of Eredane, there are few dragons more feared than Thaanos Skybreaker. Certainly, there are none who take greater joy in the oppression of the human and fey peoples. The Skybreaker is most often seen by the desert tribes as they migrate from the White desert to the valleys of the Kaladrans for the summer. He loves flying over the foothills, seeking out the nomads that fail to hide themselves well enough, and striking from above with long, strafing attacks by his lightning breath.

Thaanos is quite small and slim for a dragon of his age, and in many places his scales are scuffed and he is scarred. The most noticeable of these is a the massive knot of scar tissue and broken flesh that marks where he was wounded by Mikkal and Valansor.

Combat:

As Aryth dragons are so ancient, they are often cautious in approaching combat, and only approach those they choose to. A dragon does not live for thousands of years by acting rashly. On spotting a target, Thaanos will make an informed decision whether to attack, if it decides to it strafes first with its breath weapons and then circles back to land and tear to shreds whatever remains, careful to do so in a way as to not destroy any obviously valuable items that grab its attention.

Breath Weapon (Su): *Line of Electricity*: causes 22d10 electrical damage, to all in the line of effect that is a 5 ft wide 140 ft. long line. Targets can make a Reflex save (DC42) for half damage; *Cone of Charged Gas*: A writhing dark storm cloud filled with lightning flashes, which causes all within 70 ft long and 70 ft wide cone to make a Ref save (DC40) or take 22d10 electrical damage, those who save are only affected for half damage.

Crush (Ex): Thaanos can jump or land on opponents, using his whole body to crush any creature of up to huge or smaller size. All within in his area of effect must succeed a Reflex save DC40 or be pinned, automatically taking bludgeoning damage equal to 4d8+24. If Thaanos chooses to maintain the pin, treat it as a grapple (+70 grapple bonus). Pinned opponents take damage from the crush each round if they don't escape.

Frightful Presence (Ex): Whenever Thaanos Charges, Attacks or flies overhead all creatures within a 330 ft. radius that have fewer hit dice than he does must succeed at a DC40 Will save. Those who succeed are immune to his presence for 24 hours, however those who fail if 4HD or fewer become panicked for 4d6 rounds, while those with 5 or more HD become shaken for 4d6 rounds.

Blind Sense (Ex): Thaanos can pinpoint creatures within 60 ft. of him

Immunities: Thaanos is immune to *Paralysis*, *Sleep*, and all Electricity and Cold attacks.

Keen Senses (Ex): Thaanos can see four times as well as a human in shadowy illumination and twice as well in normal light. In addition he has darkvision 120 ft.

Other Spell-Like Abilities: At will—*Call Lightning* (very young), *Gaseous Form* (young), *Blur* (juvenile); 3/day—*Polymorph* (mature adult), *Scrying* (old), *Hallucinatory terrain* (wyrms); 1/day—*Planar Binding* (very old), *Dominate person* (ancient). All are cast as if by a 20th level Channeler.

History:

The legends say that when Thaanos was hatched, Izrador Himself visited the dragon and laid a hand on the cracking egg.

You Will Do Me A Great Boon One Day, Child, the Shadow prophesied.

Indeed, Thaanos grew into a wicked, spiteful wyrm, forever taking delight in ravaging human and dwarven villages from his home in the foothills near Idenor. Whether this

was from his own inclinations, or truly by Izrador's taint, none can say. He was a scourge to the people there for many years, until a bold hero of the early Third Age, an Erenlander named Mikkal Davernborn ventured into the dragon's lair, and drove his spear into the slumbering Thaanos' flank.

This woke the Stormbreather into a deadly fury, and flailing around half blinded by pain, he slew Mikkal with a lucky claw swipe. Thaanos tried to remove the spear from his scaly hide, writhing in agony that shook the walls of his cavern, but to his horror it was stuck fast. And then... it spoke.

"Hello, dragon." The spear said. "My name is Valansor. Tell me yours, as it seems we're going to be together for a while..." For Mikkal's spear was enchanted with great power, and had a mind and will of its own.

The next century was a time of misery for Thaanos. He was essentially trapped in his lair by his injured spasms, which had collapsed the cave entrance, and the spear burrowed into his flesh whenever he moved, reopening the wound and preventing it from healing. Worse, to his mind, Valansor would chatter endlessly, telling the dragon about past wielders, all the adventures it had had, and complementing him on his choice of lair and the tasteful arrangement of his hoard. Delirious with pain and veiled jabs about his lair-decorating skills, Thaanos spent most of the time drifting in and out of unconsciousness.

He was finally saved by his half-sister, the wyrm Nehraxis. She brought a legion of Black-Blood dwarf labourers south, and they burrowed through the cave-in to free Thaanos. She herself tore the spear from his side, and cast it into the depths of his lair.

"Greetings, dear brother" Nehraxis said as he lay recovering. "When your strength has returned, I will take you to a great friend who wishes to meet you".

Together, they flew north over Eredane, further and further, past the home of the Chyremis, Spirit of the Aurora, past the orc-burrows where the foul beasts dig to the deepest parts of Aryth, past the Snow Without Bounds, where even winter freezes, until they came to the Pit. There, Nehraxis knelt before her master Izrador.

Hail, Thaanos, the Shadow said to the dragon. *Your New Master Bids You Welcome.*

Thaanos was one of the most important war leaders in the Last Battle, leading many charges against the Fortress Wall, routing the dwarven defenders of Clan Grymhammer's Hold on his own, and even a daring strike against the Council of Dragon's secret lair.

After the war, victorious Izrador called his lieutenant before him again, and gave him a new commission. Thaanos was to single-handedly hold down the people of the eastern desert of Eredane, pin them in place until the day Jahzir and the other Night Kings could turn their attention that way. Thaanos was greatly honoured by this task, and set about relocating his lair.

Since the Last Battle, the Skybreaker has been occupying himself in crushing the White Desert people's hopes of freedom, relentlessly attacking them anywhere they gather in numbers, or try to build lasting settlements.

Domain:

Thaanos considers himself the unopposed ruler of the lands between White Province in the north and Landfall in the south, and from the depths of the desert in the east to the slopes of the Kaladrans. He knows, however, that he rules there only by the Shadow's bidding.

Lair:

Due to his wide-ranging activities, Thaanos is rarely found at his mountain-top ruin lair in the western arm of the Kaladrans, at the tip of the mountain range west of the Highwood. It was once the site of a dwarven monastic retreat, but has long since fallen into disrepair. He has several companions that mind the lair :

Grtag ; A tough hill giant that captains a group of orc guards.

Tarlissa ; A beautiful cloud giant princess and truly depraved sorceress.

Raminos ; Thaanos' son by Tarlissa. This half-dragon longs to join his father in battle.

Valansor ; Curiously, Thaanos is somewhat fond of the sentient spear that was his companion for nigh on 100 years, and brought it with him when he moved his lair.

Cergonix

AKA – Kinslayer, Cergonix the Mad

Colossal sized Dragon (great wyrm)

Alignment: Chaotic Evil

Hit Dice: 41d12+551 (818hp)

Initiative: +4 (Improved Initiative)

Speed: 40 ft (8 squares), fly 250 ft. (clumsy), swim 60 ft.;

AC: 42; (-8 size, +0 Dex, +40 Natural), touch 2, flat-footed 42

Base Attack/Grapple: +41/+75

Attacks: Bite +52 melee (4d8+18);

Full Attack: Bite +52 melee (4d8+18) and 2 claws +50 melee (4d6+9), and Wings +50 melee (2d8+9) and Tail slap +50 melee (4d6+27) or Crush +51 melee (4d8+27) or Tail sweep +51 melee (2d8+27);

Face/Reach: 30 ft./20 ft. (30 ft. with bite)

Special Attacks: Breath Weapon (Cone of Fire and Line of Petrification), Crush, Frightful presence

Special Qualities: Blind Sense, DR 20/magic, Immunity (electricity, cold), Keen Senses, *Heal* 1/day, spell-like abilities, Spell resistance 33

Saves: Fort +33, Ref +22, Will +33;

Abilities: Str 47 (+18), Dex 10 (+0), Con 33 (+11), Int 32 (+11), Wis 33 (+11), Cha 32 (+11);

Skills: Appraise +52 (+53 with alchemicals), Bluff +52, Climb +24, Concentration +52, Craft (alchemy) +52, Intimidate +54, Jump +59, Knowledge (arcane) +52, Knowledge (history) +52, Knowledge (nature) +53, Listen +52, Search +52, Sense Motive +52, Spellcraft +53, Spot +52, Survival +23 (+25 following tracks, +27 aboveground);

Feats: Alertness, Blind-Fight, Cleave, Empower Spell-like ability (*fireball*), Flyby Attack, Great Cleave, Hover, Improved Initiative, Improved Sunder, Multiattack, Power Attack, Snatch, Weapon focus (bite), Wingover;

Challenge Rating: 26;

Treasure: Triple Standard

About you the sky suddenly turns red and fire falls from the sky like rain, the heat is almost unbearable and then a shadow passes over you vast and fleet. Your first urge is to run, looking up you see a colossal mass of dark scales hard as granite and hiding a coiled mass of muscle and sinew. A dragon! Worse yet you see it is wreathed in flame like a comet it streaks by untouched by the heat. Slowly it wheels around on its huge outspread bat-like wings and begins to fly ever faster and ever lower towards you it's mouth wide, you can already feel the furnace hot touch of its breath!.

In the extreme north, west of the Vale of Tears is the domain of Cergonix the Mad. Cergonix is the most destructive force in the northern Highhorns. In his realm,

you either serve or die.

Cergonix is a huge and ancient Dragon bearing the scars of repeated battles. Cergonix is most easily identifiable by the three large white streaks on his belly, old scars from a battle with his mate, Telanas, at the end of the Second Age.

Combat:

As Aryth dragons are so ancient, they are often cautious in approaching combat, and only approach those they choose to. Cergonix is not a dragon that has the time for patience he goes first for the crush landing amidst his enemies and tearing and biting into them, when he is hard pushed he uses his breath weapon at point blank range to clear room so he can once more take to the air.

Breath Weapon (Su): *Cone of Fire:* causes all within 70 ft long and 70 ft wide cone to make a Ref save (DC41) or take 24d10 fire damage, those who save are only affected for half damage; *Line of Petrification:* All in the line of effect that is a 5 ft wide 140 ft. long line must make a Reflex save (DC41) or be turned to stone, successful save means the breath has no effect

Crush (Ex): Cergonix can jump or land on opponents, using his whole body to crush any creature of up to huge or smaller size. All within in his area of effect must succeed a Reflex save DC41 or be pinned, automatically taking bludgeoning damage equal to 4d8+27. If Cergonix chooses to maintain the pin, treat it as a grapple (+75 grapple bonus). Pinned opponents take damage from the crush each round if they don't escape.

Frightful Presence (Ex): Whenever Cergonix Charges, Attacks or flies overhead all creatures within a 360 ft. radius that have fewer hit dice than he does must succeed at a DC41 Will save. Those who succeed are immune to his presence for 24 hours, however those who fail if 4HD or fewer become panicked for 4d6 rounds, while those with 5 or more HD become shaken for 4d6 rounds.

Blind Sense (Ex): Cergonix can pinpoint creatures within 60 ft. of him

Immunities: Cergonix is immune to *Paralysis, Sleep,* and all Fire and Mind Affecting attacks.

Keen Senses (Ex): Cergonix can see four times as well as a human in shadowy illumination and twice as well in normal light. In addition he has darkvision 120 ft.

Heal (Sp): Cergonix can cast *Heal* 1/day as if a 20th level Channeler.

Other Spell-Like Abilities: At will—*Suggestion* (very young), *Blight* (young), *Unseen Servant* (juvenile); 3/day—*Fireball* (mature adult), *Cure Serious Wound* (old), *Fire Shield* (wurm); 1/day—*Firestorm* (very old), *Limited Wish* (ancient). All are cast as if by a 20th level Channeler.

History:

Cergonix's age and lineage are unknown. As far back as the Elves can remember Cergonix, his mate Telanas, and their son Sessarín were a presence in the Northern Highhorns. The small family group differed greatly in their dealings with their fey and Human neighbors. Cergonix refused contact with the lesser races and showed his very visible displeasure with any who came to close to his range. Telanas also avoided contact but was not openly hostile. Their son, Sessarín, known as the Northern Wind, enjoyed contact with the Elves. Sessarín could often be seen flying at great speed above the Erethor. During the middle of the First Age Sessarín left the Highhorns and resettled on one of the Isles of Ernan.

Toward the middle of the Second Age, Cergonix began to hear the whispers from Izrador. The whispers warned about the growth of the Human and Elven settlements and how the Humans viewed Cergonix and his mate as a threat to their expansion. Izrador pointed to the expansion of the Fortress Wall and the growing number of powerful Human channelers as proof of their intentions. Izrador's whispers spoke to that part of Cergonix that distrusted and secretly feared the Humans and Fey. The whispers continued over the years and Cergonix became increasingly hostile toward the lesser races. In the summer of 1742 SA, the Elves realized that Cergonix's mate Telanas had not been seen in some time. The Elves believed that Telanas had died or had been killed. Telanas had not been killed but had instead fled Cergonix as she saw his corruption by the Shadow and feared for her safety.

Without Telanas' presence, Cergonix more quickly fell under Izrador's control. Izrador fed Cergonix's desire for power and told him of the upcoming strike against the Humans and their Fey allies. In 1948 SA, Cergonix led a small group of Dragons against the western Fortress Wall. Initially, the Dragon assault was successful in destroying several Human fortresses. The tide changed when those Dragon's opposed to Izrador counter attacked. Among the Dragons were Sessarín and Telanas. The battle raged over a period of days. Cergonix was wounded many times and his rage and battlelust took over. Cergonix destroyed his son and then turned on Telanas. Their battle was vicious and brief. Cergonix suffered several very serious wounds. At the end Cergonix was the only Dragon left alive. Exhausted, bleeding from his numerous wounds, he collapsed on the field. As his rage and bloodlust subsided, he was able to

clearly see the destruction he had wrought. Over a dozen dragons lay dead and he had killed his mate and only offspring. His acts drove him insane. After the battles, Cergonix raged at his loss and cut a swath of destruction through the north destroying both Dorn and Orc.

In his madness, he retreated to the mountains of the far north and slept. In 612 TA, Cergonix awoke. While the sleep healed Cergonix' physical wounds, his madness deepened. Cergonix came to believe that he was the Dark God and all should serve him. The local goblin tribes felt his wrath and were forced to serve him to survive. Izrador reached out to Cergonix in an attempt to regain control, but the Dragon's mind was beyond reach. For a while, the Shadow was able to manipulate Cergonix, using Legates pretending to be the Dragon's priests. The Legates, at times, could convince the Dragon that a great conspiracy against his rule was building in the great forests to the south and the Dragon would head south to attack the unbelievers. Cergonix could not discern the difference between Jahzir's armies and the Elven defenders and he destroyed more of the Shadow's army than the Elves. Since that time, Jahzir has refused any attempt to try to use Cergonix in the war against the fey. Jahzir would like to destroy Cergonix as he presents a risk to the flow of troops from the north. The cost in manpower would be prohibitive, so Jahzir has left Cergonix to rot.

Domain:

Cergonix ranges over three hundred miles from his lair. Cergonix has marked his territory with signs of his power. Cliff sides have been marked with huge gashes from his talons and great burn marks from his flaming breath. The Shadow forces steer clear of the Dragon's domain so travel near, but not in, Cergonix's domain is normally safe from Shadow patrols. Movement inside Cergonix's domain is risky. Cergonix is very active and frequently patrols his domain. Cergonix keeps his worshippers/slaves busy ensuring unbelievers do not enter his realm.

Lair:

Cergonix rules from a series of caverns in the extreme northeastern portion of the Highhorns, just west of the Vale of Tears. Cergonix rules over 4 Goblin Tribes and a large Ogre Clan. Around the base of his lair are the scattered caves of two of his subject Goblin tribes, the Fire Eyes, and the Nightcrawlers. The entrance to Cergonix's lair has been fortified and is patrolled at all times. Inside the main cavern is the shrine his subjects have made for him. Cergonix uses the shrine as his audience chamber. A powerful Ogre Damen Sorceress tends Cergonix's shrine and acts the role of high priestess to the Dark God Cergonix. The Goblin tribes look to the Ogre Clan Chief Garnok for leadership.

Huntrymyr

AKA – The Lorekeeper

Huge sized Dragon (adult)

Alignment: Lawful Neutral

Hit Dice: 23d12+138 (288hp)

Initiative: +0 (Improved Initiative)

Speed: 40 ft (8 squares), fly 250 ft. (clumsy), swim 50 ft.;
AC: 30; (-2 size, +0 Dex, +22 Natural), touch 8, flat-footed 30

Base Attack/Grapple: +23/+41

Attacks: Bite +31 melee (2d8+10);

Full Attack: Bite +31 melee (2d8+10) and 2 claws +26 melee (2d6+5), and Wings +26 melee (1d8+5) and Tail slap +26 melee (2d6+15) or Crush +31 melee (2d8+15);

Face/Reach: 15 ft./10 ft. (15 ft. with bite)

Special Attacks: Breath Weapon (Cone of Sleep and Line of Concussion), Crush, Frightful presence

Special Qualities: Blind Sense, DR 10/magic, Immunity (Mind Affecting, Fire), Keen Senses, spell-like abilities, Spell resistance 31

Saves: Fort +19, Ref +13, Will +20;

Abilities: Str 31 (+10), Dex 10 (+0), Con 23 (+6), Int 24 (+7), Wis 25 (+7), Cha 24 (+7);

Skills: Appraise +30 (+32 with alchemicals), Bluff +30, Craft (alchemy) +30, Diplomacy +30, Hide +8*, Jump +33, Knowledge (arcane) +30, Knowledge (history) +30, Knowledge (local) +30, Knowledge (nature) +30, Listen +30, Search +30, Sense Motive +30, Spellcraft +30, Spot +30;

Feats: Alertness, Blind-Fight, Cleave, Flyby Attack, Hover, Improved Sunder, Snatch, Wingover;

Challenge Rating: 15;

Treasure: Triple Standard

Before you, you see the strangest thing an immense draconic form curled around on itself like a cat, it's pale grey-white scales glisten as your light reflects off them. The beasts huge lizard-like head rests on one immense claw, while the other holds an open tome before it. It appears to be amidst reading the book, startled by your approach it almost jumps out of its skin, you would not think so large a creature could move so fast. In the blink of an eye the dragon is gone, the sound and feeling of gushing air as it takes flight up the cavern.. moments late the book it was reading lands with a solid thump on the ground.

While Eredane is ground down by the Night Kings' boots, some roll over and submit. Other stand tall and fight. And some choose their battlefield not on the plane of swords, or of sorcery, or even of sabotage and secret resistance. Some choose to fight with knowledge and memory. Where the Legates burn books and scrolls, destroying the lore of past generations, one steps forth to save what can be saved.

When the wise are hanged for daring to teach, one steps forth to protect the students and preserve them. This one is Auntrymyr, a scholarly, gentle dragon with an abiding love of peace and learning.

Combat:

Auntrymyr is not fond of combat, where possible he will avoid it entirely fleeing in preference to facing possible harm. However when no such option exists he tends to rely on his mind to formulate some useful tactics, often targeting the toughest most dangerous foes first.

Breath Weapon (Su): *Cone of Sleep:* causes all within 50 ft long and 50 ft wide cone to make a Ref save (DC27) or fall into a deep sleep for 2d4 rounds, those who save are only affected for one round; *Line of Concussion:* All in the line of effect that is a 5 ft wide 100 ft. long line must make a Reflex save (DC27) or take 12d8 subdual damage, a successful save means the breath only causes half damage

Crush (Ex): Auntrymyr can jump or land on opponents, using his whole body to crush any creature of up to Medium or smaller size. All within in his area of effect must succeed a Reflex save DC28 or be pinned, automatically taking bludgeoning damage equal to 2d8+15. If Auntrymyr chooses to maintain the pin, treat it as a grapple (+41 grapple bonus). Pinned opponents take damage from the crush each round if they don't escape.

Frightful Presence (Ex): Whenever Auntrymyr Charges, Attacks or flies overhead all creatures within a 180 ft. radius that have fewer hit dice than he does must succeed at a DC28 Will save. Those who succeed are immune to his presence for 24 hours, however those who fail if 4HD or fewer become panicked for 4d6 rounds, while those with 5 or more HD become shaken for 4d6 rounds.

Blind Sense (Ex): Auntrymyr can pinpoint creatures within 60 ft. of him

Immunities: Auntrymyr is immune to *Paralysis*, *Sleep*, and all Mind Affecting and Fire attacks.

Keen Senses (Ex): Auntrymyr can see four times as well as a human in shadowy illumination and twice as well in normal light. In addition he has darkvision 120 ft.

Other Spell-Like Abilities: At will—*Alarm* (very young), *Cure Critical Wounds* (young), *Silence* (juvenile). All are cast as if by a 20th level Channeler.

History:

During the Last Battle, Auntrymyr sided with the Light, but took part only in a auxiliary role, healing where he could, bringing supplies, and using his mere presence as a deterrent to the Shadow's forces. He was the first to council retreat when he saw that prolonging the battle would mean only that more blood would be spilt, for he foresaw that resisting futility would make the grip of the occupation that much harsher.

He fled to the Dragon Island as the Shadow advanced, bearing his precious collection of tomes and scrolls. Whenever a ship of traitor humans would land to claim the island, Auntrymyr would make a great show of using his breath weapon and fearsome aura to drive them off, and the forces based in Port Esben soon decided that taking the island would not be worth the danger of fighting the wyrm.

Zardrix, in charge of the extermination of her few kin that still dare to resist the Shadow, knows of Auntrymyr, but considers him a low priority. For she knows what Auntrymyr too knows, in the depths of his soul. He is a coward.

This knowledge writhes in his mind, filling him with shame and guilt. The only way he knows how to assuage these feelings is to make his small stand, gathering and preserving the memories of earlier ages, keeping the lore safe from the Shadow until it might be used again.

Auntrymyr dwells in a massive, broad grey stone tower on the peak of Dragon Island's central hill. With him stay a handful of scholars and sages from all over Eredane, dwarves and elves and men side by side, hand picked for their minds and saved by him from the persecution of the Legates. Auntrymyr's tower features deep catacombs filled to the brim with books, scrolls, tablets and mystic records, including a rare and strange form of magic, crystals that store the memories of the dragon's scholar colleagues who have passed on from old age.

Appendix

Errata

Below is the errata and 3.5 updates at the end of Minions of Shadow.

MN—Every class in Midnight receives Profession as a class skill.

MN—Icewood bows: Icewood bows do not have unique stats or qualities other than that they may be enchanted using one-half the standard resources of time, components, and energy. These bows tend to be masterwork.

MN p. 30—Orcs receive a +1 bonus on damage rolls vs. dwarves, rather than a +1 bonus on attack rolls vs. dwarves.

MN p. 36—A 2nd-level channeler/1st-level rogue can only cast 2nd-level spells, not 3rd-level spells.

MN p. 36—Characters with more channeler levels than levels in other classes add +1 to their character levels only for determining the highest level spells they can cast, but not for other purposes, like caster level of spells.

MN p. 40—Precise Strike should read “For every 6 levels of defender the character has, he ignores one point of armor bonus to AC. Also, at 6th level his strikes count as magic weapons for overcoming damage reduction, at 12th level they count as alignment weapons (player’s choice of one aspect of his alignment; if neutral, may choose any alignment) for overcoming damage reduction, and at 18th level they count as adamantium for overcoming damage reduction.

MN p. 68—Strategic Blow should read “Starting at 2nd level.” Also, change the DR bypass as follows: silver instead of +1, magic instead of +2, cold iron instead of +3, alignment (player’s choice of one aspect of his alignment; if neutral, may choose any alignment) instead of +4, and adamantine instead of +5.

MN p. 71—Under the Magecraft feat, add to the end of the Benefit section: “The caster level for a character using this feat to cast spells is equal to his character level.”

MN p. 71—Sarcosan pureblood prerequisite: Must be a Sarcosan.

MN p. 251—Add Purify Food and Drink to the channeler spell list.

AgS p. 31—Pureblood heroic path prerequisite: Must be an Erenlander

AtS p. 35—Unstoppable Voice should read “Beginning at 11th level” and Control Power Word should read “Upon reaching 17th level.”

AtS p. 38—Tactitian gains Coordinated Attack 2/day at 8th level, 3/day at 12th level, and 4/day at 17th level.

Weapon Hitpoints and Hardness

Simple Weapons

Unarmed Attacks

	Hardness	Hitpoints
Gauntlet	8	1
Unarmed	N	N

Light Melee Weapons

Dagger	10	1
Dagger, punching	10	1
Gauntlet, spiked	10	1
Farmer's Rope	2	2
Mace, Light	10	10
Tack Whip	2	2
Sickle	10	1

One-Handed Melee Weapons

Club	5	5
Horse Hammer	5	10
Mace, heavy	10	25
Morningstar	5	5
Shortspear	5	5
Wargren Jawhelm	10	2

Two-Handed Melee Weapons

Longspear	5	10
Quarterstaff	5	5
Spear	5	5

Ranged Weapons

Crossbow, heavy	5	2
Bolts, crossbow	1	1
Crossbow, light	5	1
Bolts, crossbow	1	1
Dart	2	1
Javelin	5	5
Large Sling	1	2
Bullets, Sling	N	N
Orcish Plagueskull	0	1
Sling	1	1
Bullets, Sling	10	5

Martial Weapons

Light Melee Weapons

	Hardness	Hitpoints
Axe, throwing	5	2
Hammer, light	N	N
Handaxe	5	2
Kukri	10	2
Pick, light	10	10
Sap	3	1
Spiked armor	8	1
Spiked shield, light	10	1
Sword, short	10	2

One-Handed Melee Weapons

Battleaxe	5	5
Flail	5	5
Longsword	10	5
Pick, heavy	5	5
Rapier	10	2
Scimitar	10	5
Spiked shield, light	10	1
Trident	5	5
Warhammer	10	25

Two-Handed Melee Weapons

Falchion	10	10
Flail, heavy	5	10
Glaive	5	10
Greataxe	5	10
Greatclub	5	10
Greatsword	10	10
Guisarme	5	10
Halberd	5	10
Lance	5	10
Ranseur	5	10
Scythe	5	10

Ranged Weapons

Longbow	5	1
Arrows	N	N
Longbow, comp.	5	1
Arrows	1	1
Shortbow	5	1
Arrows	1	1
Shard Arrows	1	1
Shortbow, comp.	5	1
Arrows	1	1
Shard Arrows	1	1

Exotic Weapons

Light Melee Weapons

	Hardness	Hitpoints
Atharak	2	1
Ceduku	10	2
Fighting Knife	10	1
Kama	10	1
Nunchuku	5	2
Orc Slitter	10	1
Sai	10	2
Sepi	10	2
Siangham	10	4
Staghorn	5	5
Urutuk Hatchet	5	8

One-Handed Melee Weapons

Lance, halfling	5	4
Lance, Sarcosan	5	5
Sword, bastard	10	5
Tangle Spear	5	5

Vardatch	10	5
Vardatch, crafted	10	7
Greater Vardatch, crafted	10	12
Waraxe, dwarven	5	5
Whip	3	1

Two-Handed Melee Weapons

Axe, orc double	5	10
Bladed staff	5	5
Chain, spiked	10	2
Dornish Horsespear	5	10
Flail, dire	5	10
Hammer, hooked	5	2
Sword, 2-bladed	10	10
Urgosh, dwarven	5	10

Ranged Weapons

Bolas	1	1
Crossbow, hand	4	1
Bolts	1	1
Crossbow, repeating	5	1
Bolts	1	1
Net	2	10
Shuriken	5	1



Art by: Anthony Hightower

D&D 3.5 Updated Midnight Spell List

Abjuration

0-Level Spells

Resistance

1st-Level Spells

Alarm
Endure Elements
Hold Portal
Hide from Animals
Protection from Chaos
Protection from Evil
Protection from Good
Protection from Law
Shield
Undetectable Alignment

2nd-Level Spells

Arcane Lock
Obscure Object
Protection from Arrows
Resist Energy

3rd-Level Spells

Dispel Magic
Explosive Runes
Magic Circle Against Chaos
Magic Circle Against Evil
Magic Circle Against Good
Magic Circle Against Law
Nondetection
Protection from Energy

4th-Level Spells

Antiplant Shell
Dimensional Anchor
Fire Trap
Freedom of Movement
Globe of Invulnerability, Lesser
Remove Curse
Repel Vermin
Stoneskin

5th-Level Spells

Atonement
Break Enchantment
Private Sanctum

6th-Level Spells

Antilife Shell
Antimagic Field
Dispel Magic, Greater
Globe of Invulnerability
Guards and Wards
Repulsion

7th-Level Spells

Sequester
Spell Turning

8th-Level Spells

Dimensional Lock
Mind Blank
Prismatic Wall
Protection from Spells
Repel Metal or Stone

9th-Level Spells

Antipathy
Freedom
Imprisonment
Disjunction
Prismatic Sphere

Conjuration, Greater

0-Level Spells

Summon Instrument

1st-Level Spells

Mount
Summon Monster I
Summon Nature's Ally I

2nd-Level Spells

Summon Monster II
Summon Nature's Ally II
Summon Swarm

3rd-Level Spells

Summon Monster III
Summon Nature's Ally III

4th-Level Spells

Summon Monster IV
Summon Nature's Ally IV

5th-Level Spells

Insect Plague
Summon Monster V
Summon Nature's Ally V

6th-Level Spells

Summon Monster VI
Summon Nature's Ally VI

7th-Level Spells

Creeping Doom
Instant Summons
Summon Monster VII
Summon Nature's Ally VII

8th-Level Spells

Summon Monster VIII
Summon Nature's Ally VIII
Trap the Soul

9th-Level Spells

Elemental Swarm
Gate
Storm of Vengeance
Summon Monster IX
Summon Nature's Ally IX

Conjuration, Lesser

0-Level Spells

Acid Splash
Create Water
Cure Minor Wounds

1st-Level Spells

Cure Light Wounds
Grease
Mage Armor
Obscuring Mist
Unseen Servant

2nd-Level Spells

Acid Arrow
Cure Moderate Wounds
Delay Poison
Fog Cloud
Glitterdust
Restoration, Lesser
Web

3rd-Level Spells

Cure Serious Wounds
Neutralize Poison
Phantom Steed
Sepia Snake Sigil
Silver Wind*
Sleet Storm
Stinking Cloud
Remove Disease

4th-Level Spells

Black Tentacles
Cure Critical Wounds
Minor Creation
Secure Shelter
Solid Fog

5th-Level Spells

Cloudkill
Cure Light Wounds, Mass
Faithful Hound
Major Creation
Wall of Stone
Wall of Thorns

6th-Level Spells

Acid Fog
Cure Moderate Wounds, Mass
Fire Seeds
Wall of Iron

7th-Level Spells

Heal
Magnificent Mansion
Phase Door
Regenerate

8th-Level Spells

Cure Serious Wounds, Mass
Incendiary Cloud
Trap the Soul

9th-Level Spells

Cure Critical Wounds, Mass
Refuge
Shambler

Divination

0-Level Spells

Detect Magic
Detect Poison

Guidance

Know Direction
Read Magic

1st-Level Spells

Comprehend Languages
Detect Animals or Plants
Detect Astirax*
Detect Secret Doors
Detect Snares and Pits
Detect Undead
Identify
Far Whisper
Speak with Animals
True Strike

2nd-Level Spells

Detect Chaos
Detect Evil
Detect Good
Detect Law
Detect Thoughts
Locate Object
See Invisibility
Tongues

3rd-Level Spells

Arcane Sight
Clairaudience/Clairvoyance
Speak with Plants

4th-Level Spells

Arcane Eye
Detect Scrying
Locate Creature
Scrying

5th-Level Spells

Commune with Nature
Prying Eyes
Telepathic Bond

6th-Level Spells

Analyze Dweomer
Find the Path
Legend Lore
Stone Tell
True Seeing

7th-Level Spells

Arcane Sight, Greater
Scrying, Greater
Vision

8th-Level Spells

Discern Location
Moment of Prescience
Prying Eyes, Greater

9th-Level Spells

Foresight

Enchantment

0-Level Spells

Daze
Lullaby

1st-Level Spells

Calm Animals
Charm Animal
Charm Person
Hypnotism
Confusion, Lesser
Sleep

2nd-Level Spells

Animal Messenger
Animal Trance
Calm Emotions
Daze Monster
Entrhall
Hold Animal
Hideous Laughter
Hypnotic Pattern
Touch of Idiocy

3rd-Level Spells

Deep Slumber
Dominate Animal
Heroism
Hold Person
Rage
Suggestion

4th-Level Spells

Charm Monster
Confusion
Crushing Despair
Geas, Lesser
Modify Memory

5th-Level Spells

Dominate Person
Feeblemind
Hold Monster
Mind Fog
Symbol of Sleep
Song of Discord

6th-Level Spells

Geas/Quest
Heroism, Greater
Suggestion, Mass
Symbol of Persuasion

7th-Level Spells

Hold Person, Mass
Insanity
Power Word Blind
Symbol of Stunning

8th-Level Spells

Antipathy
Binding
Charm Monster, Mass
Command Plants
Demand
Irresistable Dance
Power Word Stun
Symbol of Insanity
Sympathy

9th-Level Spells

Dominate Monster
Hold Monster, Mass
Power Word Kill

Evocation, Greater

0-Level Spells

Ray of Frost

1st-Level Spells

Burning Hands
Floating Disk
Magic Missile
Shocking Grasp

2nd-Level Spells

Continual Flame
Flame Blade
Flaming Sphere
Gust of Wind
Produce Flame
Scorching Ray

3rd-Level Spells

Call Lightning
Fireball
Tiny Hut
Lightning Bolt
Wind Wall

4th-Level Spells

Fire Shield
Flame Strike
Ice Storm
Resilient Sphere
Wall of Fire
Wall of Ice

5th-Level Spells

Call Lightning Storm
Cone of Cold
Hallow
Unhallow
Wall of Force

6th-Level Spells

Chain Lightning
Freezing Sphere

7th-Level Spells

Delayed Blast Fireball
Fire Storm
Forcecage
Sword

8th-Level Spells

Polar Ray
Telekinetic Sphere
Whirlwind

9th-Level Spells

Meteor Swarm

Evocation, Lesser

0-Level Spells

Dancing Lights
Flare
Light

1st-Level Spells

Faerie Fire

2nd-Level Spells

Darkness
Daylight
Shatter
Sound Burst

4th-Level Spells

Shout

5th-Level Spells

Hallow
Interposing Hand
Sending
Unhallow

6th-Level Spells

Forceful Hand
Contingency

7th-Level Spells

Grasping Hand
Prismatic Spray
Sunbeam

8th-Level Spells

Clenched Fist
Earthquake
Shout, Greater
Sunburst

9th-Level Spells

Crushing Hand

Illusion

0-Level Spells

Dancing Lights
Ghost Sound

1st-level Spells

Color Spray
Disguise Self
Disguise Weapon*
Magic Aura
Silent Image
Undetectable Aura
Ventriloquism

2nd-level Spells

Blur
Disguise Ally*
Greenshield*
Hypnotic Pattern
Invisibility
Magic Mouth
Minor Image
Mirror Image
Misdirection
Silence
Trap

3rd-level Spells

Cover the Scent
Displacement
Illusory Script
Invisibility Sphere
Major Image

4th-level Spells

Hallucinatory Terrain
Illusory Wall
Invisibility, Greater
Phantasmal Killer
Rainbow Pattern
Shadow Conjunction

5th-level Spells

Dream
False Vision
Mirage Arcana
Nightmare
Persistent Image
Seeming
Shadow Evocation

6th-level Spells

Mislead
Permanent Image
Programmed Image
Shadow Walk
Veil

7th-level Spells

Invisibility, Mass
Project Image
Shadow Conjunction,
Greater
Simulacrum

8th-level Spells

Scintillating Pattern
Screen
Shadow Evocation, Greater

9th-level Spells

Shades
Weird

Necromancy

0-Level Spells

Disrupt Undead
Touch of Fatigue

1st-level spells

Cause Fear
Chill Touch
Ray of Enfeeblement

2nd-level spells

Blindness/Deafness
Command Undead
False Life
Ghoul Touch
Scare
Spectral Hand

3rd-level spells

Gentle Repose
Halt Undead
Poison
Ray of Exhaustion
Vampiric Touch

4th-level spells

Animate Dead
Bestow Curse
Contagion
Enervation
Fear

5th-level spells

Blight
Death Ward
Magic Jar
Nexus Fuel*
Symbol of Pain
Waves of Fatigue

6th-level spells

Circle of Death
Create Undead
Eyebite
Symbol of Fear
Undeath to Death

7th-level spells

Control Undead
Finger of Death
Symbol of Weakness
Waves of Exhaustion

8th-level spells

Clone
Create Greater Undead
Horrid Wilting
Symbol of Death

9th-level spells

Energy Drain
Soul Bind
Wail of the Banshee

Transmutation

0-Level Spells

Mage Hand
Mending
Open/Close
Virtue

1st-level spells

Animate Rope
Enlarge Person
Entangle
Erase
Feather Fall
Goodberry
Jump
Longstrider
Magic Fang
Magic Stone
Magic Weapon
Pass Without Trace
Reduce Person
Shillelagh
Stone Soup*

2nd-level spells

Alter Self
Barkskin
Bear's Endurance
Bull's Strength

Cat's Grace
Chill Metal
Darkvision
Eagle's Splendor
Fox's Cunning
Heat Metal
Knock
Levitate
Lifetrapp*
Nature's Revelation*
Owl's Wisdom
Pyrotechnics
Rope Trick
Silver Blood*
Soften Earth and Stone
Spider Climb
Tree Shape
Warp Wood
Whispering Wind
Wood Shape

3rd-level spells

Charm Repair*
Diminish Plants
Flame Arrow
Fly
Gaseous Form
Halfling Burrow*
Haste
Magic Fang, Greater
Magic Weapon, Greater
Keen Edge
Meld into Stone
Plant Growth
Quench
Secret Page
Shrink Item
Slow
Snare
Spike Growth
Water Breathing
Water Walk

4th-level spells

Air Walk
Enlarge Person, Mass
Giant Vermin
Polymorph
Polymorph Self
Mnemonic Enhancer
Reduce Person, Mass
Reincarnate
Rusting Grasp
Silver Storm*
Spike Stones
Stone Shape

5th-level spells

Animal Growth
Awaken
Baleful Polymorph
Control Winds
Fabricate
Overland Flight
Passwall
Telekinesis
Transmute Mud to Rock
Transmute Rock to Mud

6th-level spells

Bear's Endurance, Mass
Bull's Strength, Mass
Cat's Grace, Mass
Control Water
Disintegrate
Eagle's Splendor, Mass
Flesh to Stone
Fox's Cunning, Mass
Ironwood
Liveoak
Lucubration
Move Earth
Owl's Wisdom, Mass
Repel Wood
Spellstaff
Stone to Flesh
Transformation
Wind Walk

7th-level spells

Changestaff
Control Weather
Reverse Gravity
Statue
Transmute Metal to Wood
Whirlwind

8th-level

Animal Shapes
Control Plants
Iron Body
Polymorph Any Object
Temporal Stasis

9th-level

Shapechange
Time Stop

Universal

0-Level Spells

Arcane Mark
Prestidigitation

5th-Level Spells

Permanency

7th-Level Spells

Limited Wish

9th-Level Spell

Wish

* Described in MIDNIGHT:
Against the Shadow

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