

XP 9,600

Male human cleric 7/thaumaturge 4

LE Medium humanoid

Init +1; **Senses** Listen +4, Spot +4

DEFENSE

AC 19, touch 13, flat-footed 18

(+6 armor, +2 deflection, +1 Dex)

hp 80 (7d8+4d6+22+9 temporary)**Fort** +9, **Ref** +4, **Will** +13; +4 vs poison or fear

OFFENSE

Spd 30 ft.**Melee** +2 guided spiked chain +14/+9 (2d4+6)**Domain Abilities** (Death, Law)8/day - *bleeding touch* 8/day (1d6 for 3 rounds), *touch of law* 8/day**Spells Prepared** (CL 11th, law spells CL 12th, ranged attack +9; concentration +16)6th—*heroes' feast*, *bold monster*^D (DC 20)5th—*breath of life*, *extended greater magic weapon*, *scrying* (DC 19), *slay living*^D (DC 19)4th—*air walk*, *extended magic vestment*, *order's wrath*^D (DC 18), *spell immunity*, *summon monster IV*3rd—*cure serious wounds*, *extended death knell*^D (DC 16), *dispel magic*, *extended bold person* (DC 16), *protection from energy*, *summon monster III*2nd—*align weapon*^D, *cure moderate wounds*, *lesser restoration*, *resist energy*, *silence* (DC 16), *undetected alignment*1st—*comprehend languages*, *cure light wounds* (2), *divine favor*, *endure elements*, *protection from chaos*^D, *sanctuary* (DC 15)0—*create water*, *detect magic*, *light*, *stabilize***Special Attacks** channel negative energy 5/day (4d6, DC 17)

TACTICS

Before Combat Sial has a strict regimen of daily spellcasting. Each morning, he casts *extended magic vestment* on his chain shirt and *extended greater magic weapon* on his +1 *guided spiked chain*. He also casts *endure elements* on himself each morning as long as he remains in the Cinderlands. Now and then, as necessary, he uses *scrying* to spy on the PCs' progress. Each evening, before he sets out on the night's duties, Sial casts *heroes' feast*, sharing his banquet of bland gray wafers and bitter wine with Asyra. In anticipation of combat, he prepares by casting *protection from chaos*, *align weapon*, *resist energy* (fire), *protection from energy* (electricity), *air walk*, and *spell immunity* (favoring *suggestion* and *charm monster* as his immune spells if no more logical choice is obvious).

During Combat Sial lets his foes come to him, casting his ranged spells while his minions engage in melee. Once his opponents close, he casts *divine favor* and relishes the chance to fight with his *guided spiked chain*.

Morale If Sial's hit points fall below 15, he uses his *scroll of word of recall* to flee back to his home in Nidal. He then uses spells like *sending* to re-establish contact with the PCs, if they were allied, to arrange a place where they can reconnect, traveling via *wind walk* if necessary to reach them swiftly.

STATISTICS

Str 8, Dex 12, Con 14, Int 10, Wis 20, Cha 14

Base Atk +7; CMB +6; CMD 17

Feats Augmented Summoning^B, Craft Magic Arms and Armor, Extend Spell, Great Fortitude, Improved Channel, Scribe Scroll, Spell Focus (conjuraton)**Skills** Diplomacy +16, Knowledge (religion) +14, Knowledge (planes) +7, Sense Motive +19**Languages** Common, Infernal**SQ** contingent conjuration, extended summoning, improved ally, mark of Zon-Kuthon, spontaneous casting (inflict spells)**Combat Gear** *wand of cure moderate wounds* (45 charges), *scroll of death ward*, *scroll of dimensional anchor*, *scroll of discern lies*, *scroll of dispel magic*, *scroll of lesser planar ally*, *scroll of summon monster V*, *scroll of tongues*, *scroll of word of recall*; **Other Gear** +1 chain shirt, +1 guided spiked chain, bone house, headband of inspired wisdom +2, ring of protection +2

SPECIAL ABILITIES

Contingent Conjuration (Su) If Sial ever takes damage, his contingent conjuration triggers a *summon monster VI* spell, summoning a chain devil to aid him.

Mark of Zon-Kuthon As a member of the Brotherhood of Bones, Sial is the willing recipient of an invisible *mark of justice*. If he ever denounces the faith of Zon-Kuthon he is inflicted with a brand of disloyalty, a *bestow curse* spell which causes his eyes to glaze over with a hardened metallic film resulting in a permanent (and painful) blindness.

XP 9,600

Female kyton fighter 4

LE Medium outsider (evil, extraplanar, lawful, kyton)

Init +7; **Senses** darkvision 60 ft.; Perception +16**Aura** unnerving gaze (30 ft., DC 18)

DEFENSE

AC 26, touch 16 flat-footed 22

(+2 deflection, +3 Dex, +4 armor, +2 shield, +4 natural armor, +1 dodge)

hp 135 (12d10+60+9 temporary); regeneration 2 (silver or good)**Fort** +15, **Ref** +10, **Will** +4; +4 vs fear, poison**DR** 5/silver or good; **Immune** cold; **SR** 18

OFFENSE

Spd 30 ft.**Melee** 4 chains +17 (2d4+4/19–20)**Space** 5 ft.; **Reach** 5 ft. (10 ft. with chains)**Special Attacks** dancing chains, unnerving gaze

TACTICS

During Combat Asyra seeks out opponents who wear lockets or amulets, or anybody with chains around their necks. She then closes within 20 feet and uses her dancing chains ability to cause the chains to enlarge and grow spikes, strangling her victims with their own baubles. In melee combat, she grows the tiny chain adorning her wrist to full size and attacks. Anyone drawing aside her shawl is subjected to her unnerving gaze ability.

Morale Asyra knows that if killed or banished she merely returns to the realm of the Midnight Lord, where her torment continues. She fears nothing.

STATISTICS

Str 18, Dex 17, Con 20, Int 6, Wis 8, Cha 14

Base Atk +12; CMB +16; CMD 32

Feats Ability Focus (unnerving gaze), Dodge, Improved Critical (chain), Improved Initiative, Iron Will, Mobility, Spring Attack, Weapon Focus (chain), Weapon Specialization (chain)

Skills Acrobatics +9, Climb +1, Escape Artist +17, Intimidate +17, Perception +16

Languages Common, Infernal

SQ chain armor

Gear belt of might constitution +2, ring of protection +2, ring of force shield

SPECIAL ABILITIES

Chain Armor (Ex) The chains that adorn a kyton grant it a +4 armor bonus, but are not treated as armor for the purpose of arcane spell failure, armor check penalties, maximum Dexterity, weight, or proficiency.

Dancing Chains (Su) A kyton can control up to four chains within 20 feet as a standard action, making the chains dance or move as it wishes. In addition, a kyton 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 kyton itself. If a chain is in another creature's possession, the creature can attempt a DC 15 Will save to break the kyton'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. A kyton can climb chains it controls at its normal speed without making Climb checks. The save DC is Charisma-based.

Unnerving Gaze (Su) Range 30 ft., Will DC 15 negates. A kyton can make its face resemble one of an opponent's departed loved ones or bitter enemies. Those who fail their saves become shaken for 1d3 rounds. This is a mind-affecting fear effect. The save DC is Charisma-based.

XP 6,400

Female elf cleric 10 (Zon-Kuthon)

LE Medium humanoid

Init +2; **Senses** low-light vision; Perception +5**Aura** destructive aura (30 ft., 10 rounds/day)

DEFENSE

AC 22, touch 15, flat-footed 20

(+7 armor, +3 deflection, +2 Dex)

hp 98 (10d8+50)**Fort** +11, **Ref** +5, **Will** +10; +2 vs enchantments**SR** 22

OFFENSE

Spd 20 ft.**Melee** +2 spell storing spiked chain +12/+7 (2d4+6)**Special Attacks** channel negative energy (6/day, 5d6, Will 14 halves), destructive smite (6/day, +5 damage)**Domain Abilities** (Darkness, Destruction)6/day – *touch of darkness*, destructive smite (+5 damage)

5 rounds/day – eyes of darkness, destructive aura (30 ft., +5 damage and automatically confirmed criticals)

Spells (CL 10th; concentration +13)**5th**—*flame strike* (DC 18), *spell resistance*, *summon monster V*^D (only summons 1d3 shadows)**4th**—*air walk*, *greater magic weapon*, *inflict critical wounds*^D (DC 17), *sending***3rd**—*deeper darkness*^D, *dispel magic*, *magic vestment*, *remove disease*, *speak with dead***2nd**—*bear's endurance*, *blindness*^D (DC 15), *bull's strength*, *lesser restoration*, *resist energy*, *silence* (DC 15)**1st**—*command* (DC 14), *cure light wounds*, *divine favor*, *obscuring mist*^D, *sanctuary* (DC 14), *shield of faith***0**—*create water*, *light*, *stabilize*, *virtue*^D domain spell; **Domains** Darkness, Destruction

TACTICS

Before Combat Every morning, Laori casts *greater magic weapon* and *magic vestment* on her spiked chain and armor. If she has a chance before combat begins, she also casts the following spells as well: *air walk*, *bear's endurance*, *bull's strength*, and *spell resistance*.**During Combat** Laori's first act in combat is to summon 1d3 shadows with *summon monster V*; on the second round, as her shadows appear, she hits the thickest concentration of her enemies with *flame strike*. She moves into melee against foes on the third round, using her smite and unleashing the *inflict serious wounds* from her *spell-storing spiked chain* on her first attack. As she fights, she hums or whistles as if she were merely doing some pleasant chore, periodically punctuating a particularly solid blow with a giggle or a wink.**Morale** Laori enjoys pain, but would rather not give up her life before she has a chance to see Kazavon reborn. If brought below 20 hit points, she flees.**Base Statistics** AC 17, touch 12, flat-footed 15; Str 13, Con 14

STATISTICS

Str 17, **Dex** 14, **Con** 18, **Int** 12, **Wis** 17, **Cha** 8**Base Atk** +7; **CMB** +10; **CMD** 25**Feats** Blind-Fight^B, Craft Magic Arms and Armor, Diehard, Endurance, Exotic Weapon Proficiency (spiked chain), Lunge**Skills** Knowledge (history) +14, Knowledge (religion) +14, Sense Motive +16**Languages** Common, Elven**SQ** spontaneous casting (inflict spells)**Combat Gear** *wand of cure moderate wounds* (11 charges), *wand of sound burst* (19 charges), *wand of death knell* (34 charges); **Other Gear** masterwork hook mail (spiked chain mail), +1 *spell storing spiked chain* (contains *inflict serious wounds*), *headband of inspired wisdom* +2, 68 pp, 24 gp

DEADWATCHER ORCS CR 6

XP 2,400

Orc fighter 7

CE Medium humanoid

Init +5; **Senses** darkvision 60 ft.; Perception +0

DEFENSE

AC 17, touch 11, flat-footed 16

(+6 armor, +1 Dex)

hp 64 (7d10+21)

Fort +7, **Ref** +3, **Will** +2; +2 vs fear

Weakness light sensitivity

OFFENSE

Spd 20 ft.

Melee +1 *greataxe* +15/+10 (1d12+11/x3)

Ranged mwk composite shortbow +9/+4 (1d6+5/x3)

TACTICS

During Combat If an alarm is raised, the orcs spread through the barbican and ready their bows. Two orcs go to area **5**, three to area **8**, and one to area **12**. The orcs do their best to prevent the PCs from entering Scarwall, but if the PCs do make their way through and approach Scarwall, the orcs do not pursue.

Morale The Deadwatcher orcs fight to the death as long as Ury lives. If their leader is killed, an orc flees once he's reduced to 12 hit points or less.

STATISTICS

Str 20, **Dex** 12, **Con** 14, **Int** 8, **Wis** 11, **Cha** 6

Base Atk +7; **CMB** +12; **CMD** 23

Feats Blind-Fight, Improved Initiative, Point-Blank Shot, Skill Focus (Stealth), Stealthy, Vital Strike, Weapon Focus (*greataxe*), Weapon Specialization (*greataxe*)

Skills Stealth +13

Languages Common, Orc

SQ Weapon Training (Axes +1)

Combat Gear *potion of cure moderate wounds*, shadow essence (3 doses);

Other Gear +1 *breastplate*, +1 *greataxe*, masterwork composite shortbow (+5 Str) with 20 arrows, pouch containing 4 small opals worth 20 gp each

URY SEVENSULLS CR 9

XP 6,400

Male orc barbarian 10

CE Medium humanoid

Init +6; **Senses** darkvision 60 ft.; Perception +12

DEFENSE

AC 16, touch 10, flat-footed 14

(+5 armor, +2 Dex, +1 natural, -2 rage)

hp 120 (10d12+50)

Fort +11, **Ref** +5, **Will** +4

Defensive Abilities improved uncanny dodge, trap sense +3; **DR** 2/—

Weaknesses light sensitivity

OFFENSE

Spd 40 ft.

Melee *Akeraum* +19/+14 (2d6+10 plus 1d6 cold/17-20/x2) or *Akeraum* +16/+11 (2d6+19 plus 1d6 cold/17-20/x2)

Ranged mwk composite longbow +13/+8 (1d8+5/x3)

Special Attacks rage 24 rounds/day (no escape, powerful blow +3, renewed vigor 2d8+4, surprise accuracy +3, unexpected strike)

TACTICS

During Combat If the alarm is raised, Ury moves to area **8**, joining the orcs there as he prepares to use his longbow on intruders. After a few rounds of combat, he grows impatient, rages, and leaps from the parapet (he attempts a DC 15 Acrobatics check to reduce the damage from the fall to 1d6 points) to attack the intruders in melee. He uses Power Attack when he attacks with *Akeraum*.

Morale Ury fights to the death.

Base Statistics: **AC** 18, touch 12, flat-footed 16; **hp** 90; **Fort** +9, **Ref** +5, **Will** +2; **Melee** *Akeraum* +13/+8 (2d6+16); **Str** 20, **Con** 14; **CMB** +15; **CMD** 27

STATISTICS

Str 24, **Dex** 14, **Con** 18, **Int** 6, **Wis** 8, **Cha** 10

Base Atk +10; **CMB** +17; **CMD** 29

Feats Improved Critical (greatsword), Improved Initiative, Lunge, Power Attack, Weapon Focus (greatsword)

Skills Intimidate +13, Perception +12

Languages Common, Orc

SQ fast movement

Gear +1 *mithral shirt*, *Akeraum* (+1 *dragon bane frost greatsword*), masterwork composite longbow (+5 Str), *amulet of natural armor* +1, *belt of giant strength* +2, necklace of seven silver-plated red wymling skulls worth 1,050 gp

GARGOYLE BRUTES CR 7

XP 3,200

Advanced four-armed gargoyle (*Tome of Horrors Revised* 212)

CE Large monstrous humanoid (Earth)

Init +1; **Senses** darkvision 60 ft., low-light vision; Perception +11

DEFENSE

AC 18, touch 11, flat-footed 16

(+2 Dex, +7 natural, -1 size)

hp 92 (8d10+48)

Fort +8, **Ref** +7, **Will** +6

DR 10/magic

OFFENSE

Spd 40 ft., fly 60 ft. (average)

Melee 4 claws +14 (1d8+7) and bite +14 (1d8+7) and gore +14 (1d8+7)

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

TACTICS

During Combat Gargoyle brutes wade into combat, focusing on a single foe if possible. They attempt to grapple anyone who proves to be particularly dangerous, allowing other gargoyles to gang up on them.

Morale These creatures do not retreat from combat.

STATISTICS

Str 24, **Dex** 12, **Con** 22, **Int** 6, **Wis** 11, **Cha** 7

Base Atk +8; **CMB** +16; **CMD** 27

Feats Alertness, Flyby Attack, Improved Natural Armor, Improved Natural Attack (Claws)

Skills Perception +11, Stealth +12 (+20 near stone)

Languages Common, Terran

SQ freeze

SPECIAL ABILITIES

Freeze (Ex) A four-armed gargoyle can hold itself so still it appears to be a statue. An observer must succeed on a DC 20 Spot check to notice that the gargoyle is really alive.

SERGEANT LASHTON CR 9

XP 6,400

Male human dread skeleton fighter 9 (See sidebar)

LE Medium undead

Init +6; **Senses** darkvision 60 ft.; Perception +0

Aura unnatural aura (30 ft., DC 13)

DEFENSE

AC 23, touch 12, flat-footed 21

(+9 armor, +2 Dex, +2 natural)

hp 80 (9d10+2d8+22)

Fort +8, **Ref** +5, **Will** +6; +2 vs fear

Defensive Abilities channel resistance +6; **DR** 10/bludgeoning; **Immune** cold, undead traits; **Resist** fire 10

OFFENSE

Spd 20 ft.

Melee +2 *lance* +20/+15 (1d8+12/19–20/x3) or mwk longsword +16/+11 (1d8+5/19–20) and claw +9 (1d4+2)

Special Attacks command skeletons

TACTICS

During Combat Lashton can command the skeletons under his service, directing them to set up flanking opportunities or simply to harry and distract intruders as needed. He can control his mount as a free action and need only make Ride checks when performing special combat moves or using his Mounted Combat feat.

Morale Sergeant Lashton fights until destroyed.

STATISTICS

Str 19, **Dex** 14, **Con** —, **Int** 10, **Wis** 10, **Cha** 14

Base Atk +10; **CMB** +14; **CMD** 26

Feats Greater Weapon Focus (lance), Improved Critical (lance), Improved Initiative^B, Mounted Combat, Power Attack, Ride-By Attack, Skill Focus (ride), Spirited Charge, Trample, Weapon Focus (lance), Weapon Specialization (lance)

Skills Intimidate +16, Ride +22

Languages Common

SQ weapon training (spears +2, heavy blades +1)

Gear +1 *full plate*, +2 *lance*, masterwork longsword, *belt of giant strength* +2, *minor ring of fire resistance*

SPECIAL ABILITIES

Command Skeletons (Su) A dread skeleton can command all normal skeletons within 30 feet as a free action. Normal skeletons never attack a dread skeleton unless compelled.

Unnatural Aura (Su) Any animal within 30 feet of a dread skeleton becomes panicked and remains so until the distance between it and the dread skeleton is at least 30 feet. An animal can attempt a DC 13 Will save to resist panic for one round. The save DC is Charisma-based.

SKELETAL NIGHTMARE CR 7

XP 3,200

NE Large HD advanced elite nightmare burning skeleton (evil, extraplanar)

Init +8 **Senses** darkvision 60 ft.; Perception +0

Aura fiery aura (5 ft., 1d6 fire)

DEFENSE

AC 23, touch 13, flat-footed 19

(+4 Dex, +10 natural, –1 size)

hp 55 (10d8+10)

Fort +4, **Ref** +7, **Will** +7

DR 5/bludgeoning; **Immune** fire, undead traits

Weakness vulnerable to cold

OFFENSE

Spd 40 ft., fly 90 ft. (good)

Melee 2 hooves +8 (1d6+3 plus 1d6 fire) and bite +13 (1d8+7 plus 1d6 fire)

Space 10 ft.; **Reach** 5 ft.

Special Attacks fiery death (5d6, DC 16)

TACTICS

During Combat The skeletal nightmare follows Lashton's commands unerringly, taking attacks as directed by him.

Morale The skeletal nightmare fights until destroyed.

STATISTICS

Str 24, **Dex** 18, **Con** —, **Int** —, **Wis** 10, **Cha** 12

Base Atk +7; **CMB** +15; **CMD** 29

Feats Improved Initiative^B

Fiery Aura (Ex) Creatures adjacent to a burning skeleton take 1d6 points of fire damage at the start of their turn. Anyone striking a burning skeleton with an unarmed strike or natural attack takes 1d6 points of fire damage.

Fiery Death (Su) A burning skeleton explodes into a burst of flame when it dies. Anyone adjacent to the skeleton when it is destroyed takes 1d6 points of fire damage per 2 Hit Dice the skeleton possessed (minimum 1d6). A Reflex save (DC = 10 + 1/2 the skeleton's Hit Dice + the skeleton's Cha bonus) halves this damage.

NOTES ON CHANGES

The Skeletal Nightmare did not originally have the 'burning skeleton' template. This added 2 charisma, the vulnerability to cold, the immunity to fire (instead of cold), the fiery aura, the fiery death, and the extra fire damage; this adds +1 CR.

The Nightmare in the bestiary deals damage as a medium creature; hooves deal 1d4, and the bite deals 1d6. This was changed to be consistent with large creatures.

Lashton was given a *minor ring of fire resistance* to enable him to withstand the burning aura.

Also, please note that the nightmare's natural armor went up significantly, nearly as much as the magical armor the creature originally wore. With the addition of the *ring of fire resistance*, I decided to remove a suit of +1 *mithral full plate barding* from the nightmare. This counters both the AC boost, as well as offsets the treasure boost.

SCARWALL GUARD CR 6

XP 2,400

Dread skeleton elite minotaur (Bestiary 206, see sidebar)

CE Large undead (augmented monstrous humanoid)

Init +7; **Senses** darkvision 60 ft., scent; Perception +12

Aura unnatural aura (30 ft., DC 14)

DEFENSE

AC 15, touch 13, flat-footed 12

(+3 Dex, +2 natural)

hp 36 (8d8)

Fort +4, Ref +5, Will +7

Defensive Abilities channel resistance +6; **DR** 10/bludgeoning; **Immune** cold, undead traits

OFFENSE

Spd 30 ft.

Melee mwk greataxe +13/+8 (3d6+10/x3) and gore +7 (1d6+3)

Ranged mwk light crossbow +8 (2d6/19–20)

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

Special Attacks command skeletons, powerful charge (gore +14, 2d6+10)

TACTICS

During Combat Scarwall guards open combat with a charge, then continue to fight with their melee weaponry. They only resort to crossbows if they simply can't reach a victim.

Morale Scarwall guards fight until destroyed.

STATISTICS

Str 25, **Dex** 16, **Con** —, **Int** 8, **Wis** 13, **Cha** 10

Base Atk +6; **CMB** +14; **CMD** 27

Feats Alertness, Great Fortitude, Improved Initiative^B, Intimidating Prowess, Weapon Focus (greataxe)

Skills Climb +15, Intimidate +15, Perception +12

Languages Giant

SQ natural cunning

Gear masterwork greataxe, masterwork light crossbow

SPECIAL ABILITIES

Command Skeletons (Su) A dread skeleton can command all normal skeletons within 30 feet as a free action. Normal skeletons never attack a dread skeleton unless compelled.

Natural Cunning (Ex) Although minotaurs are not especially intelligent, they possess innate cunning and logical ability. This gives them immunity to *maze* spells and prevents them from ever becoming lost. Further, they are never caught flat-footed.

Unnatural Aura (Su) Any animal within 30 feet of a dread skeleton becomes panicked and remains so until the distance between it and the dread skeleton is at least 30 feet. An animal can attempt a DC 14 Will save to resist panic for one round. The save DC is Charisma-based.

DREAD SKELETON

Please note, I do not have access to the *Advanced Bestiary*. Therefore, I had to fudge the conversion of the dread skeleton template. I did so thusly: Use the Skeletal Champion template (Bestiary 252); change the Channel Resistance to +6, increase the DR to 10/bludgeoning, and apply the Command Skeletons and Unnatural Aura abilities. Though the template calls for it, I did not change the physical statistics for Lashton, assuming they were correct. I did increase his Intelligence to 10, as it appears the Dread Skeleton template just set that to 4, and this allowed him to keep his skills.

Please note the CR differences; I believe the original 'dread skeleton' template increased the CR of the original creature by 1. The Skeletal Champion template increases the 'skeleton' template's CR by 1. The template I've used here adds +1 to the original creature's CR, as I didn't think changing to undead countered all the additions the template gives.

DREAD WRAITH / MANDRAIVUS THE LOST CR 11

XP 1,600

LE Medium undead (incorporeal)

Init +7; **Senses** darkvision 60 ft., lifesense; Perception +25

Aura unnatural aura (30 ft.)

DEFENSE

AC 20, touch 20, flat-footed 17

(+7 deflection, +3 Dex)

hp 161 (16d8+112)

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

Defensive Abilities channel resistance +2, incorporeal; **Immune** undead traits

Weaknesses sunlight powerlessness

OFFENSE

Speed fly 60 ft. (good)

Melee incorporeal touch +14 (2d6 negative energy plus 1d8 Con drain/DC27)

Special Attack create spawn

TACTICS

During Combat In life a noble warrior, Mandraivus focuses his wrath on characters who remind him of his former life. Paladins, heavily armored fighters, and clerics of militant deities are his favored targets, but anyone who wields a bastard sword trumps all other targets. He lunges at such a target, he shrieks, "You shall not have *Serithial!* She is mine and no other's!"

Morale Mandraivus fights until destroyed.

STATISTICS

Str —, **Dex** 16, **Con** —, **Int** 14, **Wis** 14, **Cha** 24

Base Atk +12; **CMB** +16; **CMD** 33

Feats Ability Focus (Constitution Drain), Alertness, Blind-Fight, Combat Reflexes, Flyby Attack, Improved Initiative, Improved Natural Attack (touch), Vital Strike

Skills Diplomacy +23, Fly +5, Intimidate +26, Knowledge (planes) +18, Perception +25, Sense Motive +25, Stealth +22

Languages Common, Infernal

SPECIAL ABILITIES

Create Spawn (Su) A humanoid slain by a wraith becomes a wraith in 1d4 rounds. These spawn are less powerful than typical wraiths, and suffer a –2 penalty on all d20 rolls and checks, receive –2 hp per HD, and only drain 1d2 points of Constitution on a touch. Spawn are under the command of the wraith that created them until its death, at which point they lose their spawn penalties and become free-willed wraiths. They do not possess any of the abilities they had in life.

Constitution Drain (Su) Creatures hit by a wraith's touch attack must succeed on a DC 27 Fortitude save or take 1d8 points of Constitution drain. On each successful attack, the wraith gains 5 temporary hit points. The save DC is Charisma-based.

Lifesense (Su) A wraith notices and locates living creatures within 60 feet, just as if it possessed the blindsight ability.

Sunlight Powerlessness (Ex) A wraith caught in sunlight cannot attack and is staggered.

Unnatural Aura (Su) Animals do not willingly approach within 30 feet of a wraith, unless a master makes a DC 25 Handle Animal, Ride, or wild empathy check.

PLEASE NOTE

The dread wraith's presented here have Vital Strike as a feat. As they only gain one attack per round anyway, there's never a reason NOT to use this feat, so they end up dealing 4d6 points of damage per attack. I feel this is fairly balanced with the CR, but if you don't, feel free to swap it out with Improved Critical (which requires a critical to hit 4d6) or even Weapon Focus. Also, note that I assume that Vital Strike does not double the Constitution Drain ability.

PEGG AND LOUTE CR 6

XP 2,400

Male human ghost expert 5

CN Medium undead (incorporeal)

Init +5; **Senses** special senses; Perception +10

DEFENSE

AC 15, touch 15, flat-footed 14

(+1 Dex, +4 deflection)

hp 42 (5d8+20)

Fort +6, **Ref** +5, **Will** +4

Defensive Abilities channel resistance +4, incorporeal; **Immune** undead traits

OFFENSE

Spd fly 30 ft. (perfect)

Melee draining touch +5 touch (1d4 drain from any ability score)

Special Attacks draining touch, horrific pantomime

TACTICS

During Combat The ghosts attempt to lull opponents into complacency using their horrific pantomime. If attacked, they fight back with their draining touches.

Morale These two never did know when to quit. They fight to the end.

STATISTICS

Str —, **Dex** 12, **Con** —, **Int** 11, **Wis** 8, **Cha** 18

Base Atk +4; **CMB** +5; **CMD** 19

Feats Improved Initiative, Lightning Reflexes, Skill Focus (Perception), Skill Focus (Perform [act])

Skills Bluff +12, Craft (poetry) +4, Diplomacy +12, Perception +10, Perform (act) +15, Profession (jester) +3, Sense Motive +5, Stealth +9

Languages Common

SQ rejuvenation

SPECIAL ABILITIES

Horrific Pantomime (Su) Any living creature within 60 feet that views this ghost's attempt at pantomime (a standard action) must succeed on a DC 16 Will save or immediately take 1d4 points of Intelligence damage, 1d4 points of Wisdom damage, and 1d4 points of Charisma damage. Insidiously, the ability damaging aspect of this attack is only noticed if the creature makes a DC 20 Wisdom check (including any penalties for Wisdom damage). A creature that successfully saves against this effect cannot be affected by the same ghost's horrific pantomime for 24 hours. The save DC is Charisma-based.

Rejuvenation (Su) In most cases, it's difficult to destroy a ghost through simple combat: the "destroyed" spirit restores itself in 2d4 days. Even the most powerful spells are usually only temporary solutions. The only way to permanently destroy a ghost is to determine the reason for its existence and set right whatever prevents it from resting in peace. The exact means varies with each spirit and may require a good deal of research, and should be created specifically for each different ghost by the GM.

There was a change for Pathfinder rules that state that Corrupting Touch needs to be the first ghostly ability chosen. As this was not in 3.5, I have left the Draining Touch in for Pegg and Loute; I increased the CR by one to make for this. This had the pleasurable added effect of making their CR enough to gain a second special ability, leaving room for the Horrific Pantomime. The DC of that ability went down to standard from 18.

CORPSE ORGY CR 13

XP 25,600

Tome of Horrors III 34

CE Large aberration

Init +4; **Senses** all-around vision, darkvision 60 ft., tremorsense 60 ft.; **Perception** +21

DEFENSE

AC 22, touch 9, flat-footed 22

(+13 natural, -1 size)

hp 184 (16d8+112)

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

DR 10/piercing or slashing

OFFENSE

Spd 30 ft.

Melee 4 slams +17 (2d6+5 and grab)

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

Special Attacks absorb body, pain shriek

TACTICS

During Combat Upon attacking, the corpse orgy immediately loses a pain shriek. It then relies on its undeadlike appearance to cause opponents to waste turn attempts and other undead-affecting attacks against it.

Morale If reduced to 30 hp or less, the corpse orgy attempts to flee deeper into Scarwall.

STATISTICS

Str 21, **Dex** 10, **Con** 24, **Int** 14, **Wis** 14, **Cha** 16

Base Atk +12; **CMB** +18 (+20 bull rush, +22 grapple); **CMD** 28

Feats Blind-Fight, Critical Focus, Improved Bull Rush, Improved Initiative, Improved Natural Attack (Slam), Lightning Reflexes, Power Attack, Weapon Focus (slam)

Skills Escape Artist +19, Intimidate +22, Knowledge (Religion) +21, Perception +21, Sense Motive +21, Stealth +19

Languages Common, Orc, Shoanti

SPECIAL ABILITIES

Absorb Body (Su) A corpse orgy can absorb the physical body of any creature that has been reduced to 0 hit points or less by moving over the body's space and remaining in contact with it for a full round. A living opponent can make a DC 25 Fortitude save to resist absorption. A dead opponent gets no saving throw. When it absorbs a body, the corpse orgy gains 12 temporary hit points. A creature that was not yet dead dies immediately upon being absorbed. The save DC is Constitution-based.

All-Around Vision (Ex) A corpse orgy gains a +4 racial bonus on Perception checks and cannot be flanked.

Pain Shriek (Su) Twice per day, as a standard action, a corpse orgy can unleash a piercing shriek from the various heads captured in its form. This shriek deals 10d6 points of sonic damage to all living creatures within a 40-foot radius. Affected creatures can make a DC 25 Fortitude save for half damage. The save DC is Constitution-based.

CINDER GHOULS CR 7

XP 3,200

Tome of Horrors II 27

CE Large undead (fire)

Init +9; **Senses** darkvision 60 ft.; Perception +12

DEFENSE

AC 20, touch 14, flat-footed 15

(+5 Dex, +6 natural, -1 size)

hp 68 (8d8+32)

Fort +6, **Ref** +9, **Will** +7

Defensive Abilities channel resistance +2; **DR** 10/magic; **Immune** fire, undead traits

Weaknesses vulnerable to cold

OFFENSE

Spd fly 40 ft. (perfect)

Melee 2 slams +10 (1d8+3 plus 1d6 fire plus energy drain)

Space 10 ft.; **Reach** 5 ft.

Special Attacks smoke inhalation

TACTICS

During Combat The cinder ghouls are nearly mindless, and move to attack the closest targets. On the first round that a cinder ghouls is adjacent to a foe at the start of that round, the ghouls attempts its smoke inhalation attack while the other ghouls continues to fight. Although they will pursue foes into the nearby pantry to the southwest, they do not pursue foes further into the castle.

Morale The cinder ghouls fight until destroyed.

STATISTICS

Str 16, **Dex** 20, **Con** —, **Int** 4, **Wis** 12, **Cha** 19

Base Atk +6; **CMB** +10; **CMD** 25

Feats Ability Focus (Smoke Inhalation), Improved Initiative, Lightning Reflexes, Weapon Finesse

Skills Perception +12

Languages Common (cannot speak)

SQ smoke form

SPECIAL ABILITIES

Energy Drain (Su) Living creatures hit by a cinder ghouls's slam attack gain one negative level. It's a DC 18 Fortitude save to remove one of these negative levels 24 hours later. For each such negative level bestowed, a cinder ghouls gains 5 temporary hit points. The save DC is Charisma-based.

Fire (Su) An opponent struck by a cinder ghouls's slam attack must succeed on a DC 18 Reflex save or catch fire (see catching on fire in the DMG). The save DC is Charisma-based.

Smoke Inhalation (Su) Special Affliction—special attack; *save* Fort DC 20; *onset* immediate; *frequency* 1/round; *effect* 1 Con; *cure* 1 save. As a full-round action, a cinder ghouls can attempt to force some of its smoky form into the lungs of an adjacent living opponent. Smoke inside the victim's lungs burns the tissues and organs, dealing Constitution damage each round. The save DC is Charisma-based.

Smoke Form (Ex) A cinder ghouls's natural form is similar to a *gaseous form* spell, though it retains its natural armor bonus, all attacks, and can use its supernatural abilities. It is able to fly naturally but is subject to the effects of wind (though it cannot be dispersed and takes no damage from wind). A cinder ghouls cannot enter water or other liquids and cannot pass through small holes or narrow openings.

BELSHALLAM CR 14

XP 38,400

Old umbral dragon

NE Gargantuan dragon (extraplanar)

Init +4; **Senses** blindsense 60 ft., dragon senses; Perception +29

Aura frightful presence (240 ft., DC 26)

DEFENSE

AC 34, touch 6, flat-footed 34; (+28 natural, -4 size)

hp 250 (20d12+120)

Fort +18, **Ref** +12, **Will** +16

Immune ability damage, negative energy damage, death effects, energy drain, paralysis, sleep; **Resist** cold 20, fire 10, electricity 10; **DR** 10/magic; **SR** 25

OFFENSE

Speed 60 ft., fly 250 ft. (clumsy)

Melee bite +22 (4d6+15), 2 claws +22 (2d6+10), 2 wings +20 (2d6+5), tail slap +20 (2d8+15) or vital strike bite +22 (16d6+15)

Space 20 ft.; **Reach** 20 ft. (25 ft. with bite)

Spell-Like Abilities (CL 20; concentration +26)

At will — *deeper darkness*, *vampiric touch*

Spells (CL 9; concentration +15)

5th (4/day) *dominate person*

4th (6/day) *enervation*, *stoneskin*

3rd (7/day) *dispel magic*, *displacement*, *haste*

2nd (8/day)—*acid arrow*, *heroism*, *hold person*, *silence*

1st (8/day)—*detect undead*, *grease*, *magic missile*, *shield*, *true strike*

0 (at will)—*bleed*, *create water*, *dancing lights*, *detect poison*, *detect magic*, *disrupt undead*, *message*, *ray of frost*, *read magic*

Special Attacks breath weapon (60-ft. cone, DC 26, 16d8 negative energy), blinding breath, draining breath (60-ft. cone, DC 23, 8 Strength damage), ghost bane, channel negative energy (9/day, DC 21, 5d6 damage), crush (DC 26, 4d6+15), tail sweep (DC 26, 2d8+15)

TACTICS

Morale Belshallam understands much of how the chained spirit and Scarwall function, and knows that if he perishes here, his soul will become bound even more firmly to the region. As a result, the dragon becomes particularly craven if brought below 40 hit points, attempting to flee back to area 10 to hide and heal. If already cornered here, Belshallam resorts to begging for mercy. Mithrodar's influence prevents the dragon from openly joining forces with the PCs or discussing the nature of how his spirit is anchored, but anyone who speaks for at least one minute with the dragon can attempt a DC 20 Sense Motive check to notice that some sort of magical compulsion is affecting the dragon. Belshallam's only real bargaining chip is his treasure, which he offers to the PCs as a bribe if that will prevent them from killing him. If, on the other hand, the PCs make clear the fact that they are here to release the spirit anchor effect, he grows suddenly very still and quiet. Mithrodar's control isn't enough to force the dragon to attack, but it is enough to keep him from giving the PCs any clue as to how to release him. Belshallam's sudden silence is the best he can do to encourage the PCs that they're on the right track. If, in the end, the PCs decide that the dragon's death is the only option, a cornered Belshallam does his best to kill the PCs before they kill him and consign his soul to eternal imprisonment in Scarwall.

STATISTICS

Str 31, **Dex** 10, **Con** 23, **Int** 18, **Wis** 19, **Cha** 22

Base Atk +20; **CMB** +34; **CMD** 44

Feats Alertness, Flyby Attack, Hover, Greater Vital Strike, Improved Initiative, Improved Vital Strike, Multiattack, Power Attack, Snatch, Vital Strike

Skills Appraise +27, Bluff +29, Diplomacy +29, Fly +9, Knowledge (Arcana) +27, Knowledge (Planes) +27, Linguistics +27, Perception +29, Sense Motive +29, Stealth +11

Languages Common, Draconic, plus 24 more

SQ hide in plain sight

Originally, Belshallam was an Adult; this was CR 14 with 21 HD in the original printing. As CR 14 still worked out to about 21 HD (20, with CR 15 being 22), I decided to stick with the CR/HD rather than the age category. Thus, he is now an Old dragon. Note that this will make his breath weapon and damage stronger than it would have been originally, and he is now a Gargantuan instead of a Huge dragon. Also, note that the *vampiric touch* spell-like ability could be particularly vicious, dealing 10d6 damage and healing Belshallam of the same amount.

DANSE MACABRE CR 14

XP 38,400

Always NE Large undead (incorporeal)

Init +11; **Senses** darkvision 60 ft., lifesense 60 ft.; Perception +26

Aura dance of death (40 feet)

DEFENSE

AC 21, touch 21, flat-footed 14

(+5 deflection, +7 Dex, -1 size)

hp 184 (16d12+80)

Fort +10, **Ref** +14, **Will** +13

Defensive Abilities channel resistance +4, deathless, incorporeal; **Immune** cold, undead immunities; **SR** 30

OFFENSE

Spd fly 40 ft. (perfect)

Melee incorporeal scythe +19/+14 (2d6/×4 plus 1d8 Constitution drain)

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

Special Attacks Constitution drain, dance of death

TACTICS

During Combat When a danse macabre senses living creatures, it begins its dance of death in hopes of entrapping them in its embrace. It attacks those who resist its dance of death with its incorporeal scythe and pursues escaping victims until it can no longer sense them. However, if some individuals succumb to its dance of death, it will not move so far away as to free other victims from its aura. The danse macabre does not use its incorporeal touch attacks against creatures that have succumbed to the memento mori effect of its dance of death. Creatures that pretend to join the dance of death can stave off its incorporeal touch attacks by making Bluff checks opposed by its Sense Motive every round, thus escaping the danse macabre's notice.

Morale A danse macabre continues to fight until destroyed.

STATISTICS

Str —, **Dex** 24, **Con** —, **Int** 8, **Wis** 16, **Cha** 20

Base Atk +12; **CMB** +20; **CMD** 30

Feats Alertness, Combat Reflexes, Dodge, Improved Initiative, Improved Lightning Reflexes, Lightning Reflexes, Mobility, Weapon Focus (scythe)

Skills Fly +32, Perception +26, Sense Motive +26

SQ unholy fortitude

SPECIAL ABILITIES

Constitution Drain (Su) Living creatures hit by a danse macabre's incorporeal scythe attack must succeed on a DC 23 Fortitude save or take 1d8 points of Constitution drain. The save DC is Charisma-based. On each such successful attack, the danse macabre gains 5 temporary hit points.

Dance of Death (Su) A danse macabre is constantly surrounded by a 40-foot aura known as the dance of death, an endless gala of dancing spectral figures. Any living creature that enters the area of the dance of death must make a DC 23 Will save. On a failed Will save, the victim joins the ghostly dancers, takes 1d4 points of Constitution drain, and is affected as if by the spell *irresistible dance*. These effects persist for as long as the victim remains within the aura. As victims cannot willingly move from the square they dance in, the dance's effects end only when the danse macabre moves to a point where the victim is no longer within its aura, is destroyed, or if the victim is physically removed from the area. The save DC is Charisma-based. This is a mind-affecting compulsion effect, and neither blindness nor deafness provide resistance. A victim who makes a successful save is immune to the dance of death of the same danse macabre for 24 hours.

The spectral images surrounding a danse macabre are entirely insubstantial and harmless. At the same time, a ghostly music can be faintly heard in the area, as if a violin-led orchestra kept time to this ghostly dancing. The dancers and music cannot be interacted with but visibly and audibly mark the boundaries of the danse macabre's dance of death aura.

Deathless (Su) As a manifestation of Death incarnate, a danse macabre is not itself subject to permanent destruction. If reduced to 0 hit points, it disappears but rejuvenates at full hit points in 1d4 days. Only by destroying the creature and then using the spell *hallow* to consecrate the site it manifested upon prevents the phantom's reappearance.

Lifesense (Su) A danse macabre notices and locates living creatures within 60 feet, just as if it possessed the blindsight ability. It also senses the strength of life forces automatically, as per the spell *deathwatch*.

Unholy Fortitude (Ex) A danse macabre uses a d12 for a hit die instead of a d8.

MITHRODAR CR 14

XP 38,400

Chained spirit

Always LE Medium undead (incorporeal)

Init +8; **Senses** darkvision 60 ft., spectral sight, spiritsense; Perception +26

DEFENSE

AC 30, touch 30, flat-footed 26

(+8 deflection, +4 Dex, +8 profane)

hp 203 (14d12+112); **fast healing** 20

Fort +12, **Ref** +8, **Will** +14

Defensive Abilities spirit anchor, incorporeal; **Immune** channelling, destruction, undead immunities

OFFENSE

Spd fly 60 ft. (perfect); spectral bindings

Melee incorporeal touch +12 (1d4 plus 1d6 Charisma drain) and 4 chains +6 (2d4+7 plus 1d6 Charisma drain)

Space 5 ft.; **Reach** 5 ft. (30 ft. with chains)

Special Attacks charisma drain, create spawn, corporeal chains

STATISTICS

Str —, **Dex** 19, **Con** —, **Int** 15, **Wis** 20, **Cha** 27

Base Atk +8; **CMB** +12 (chains only); **CMD** 30

Feats Alertness, Combat Reflexes, Flyby Attack, Improved Initiative, Lightning Reflexes

Skills Bluff +25, Diplomacy +25, Fly +29, Knowledge (history) +19, Perception +26, Sense Motive +26

Languages Common, telepathy 500 ft.

SQ unholy fortitude, spectral bindings

SPECIAL ABILITIES

Spirit Anchor (Su) Through the use of its chain spirit ability (see below), a chained spirit can gain power by binding other powerful creatures to a specific area. There are several facets to this ability, both for the chained spirit and those bound by it.

Gaining A Spirit Anchor: Any time a chained spirit creates a spirit anchor using its chain spirit ability, it gains the following benefits: a +2 profane bonus to Armor Class, fast healing 5, a chain attack, immunity to channelling (and associated effects such as turning or rebuking), spectral sight, and spectral bindings (see below). These benefits stack. Therefore, a chained spirit with 4 spirit anchors gains a +8 profane bonus to AC, fast healing 20, four chain attacks, and immunity to channelling. (The stats presented here represent a chain spirit with 4 spirit anchors and include all the associated benefits.) In addition, for as long as at least one of its spirit anchors exists, a chained spirit cannot be destroyed. If reduced to 0 hit points, the chained spirit reappears with full hit points 1 minute later. A chained spirit can have up to 4 spirit anchors at any time.

Losing a Spirit Anchor: If a spirit anchor is destroyed or released, a chained spirit's benefits are reduced as appropriate. If all of a chained spirit's spirit anchors are destroyed, it gains no profane bonus to AC, has no fast healing, has no chain attacks, and can be permanently destroyed, but is released from the effects of its spectral bindings. A chained spirit who is reduced from 4 spirit anchors to 3 cannot use its chain spirit ability for 24 hours. After that time, though, it can attempt to establish a new spirit anchor as normal. Losing more spirits does not affect this ability.

Spirit Anchor Effects: A creature that becomes an anchor spirit is affected in two ways. First, it instantly regains any Charisma drained from it by the chain spirit ability of the chained spirit it becomes anchored to. Secondly, it is bound to the location it became an anchoring spirit—the exact spot where it was reduced to 0 Charisma by the chain spirit ability. Spirit anchors typically cannot move farther than 100 feet from this anchor spot. In the cases of creatures that require wider mobility to fulfill their physical needs, a chain spirit can relax its grip on creatures, allowing them to range farther afield. However, the chain spirit can employ a compulsion similar to *geas/quest* at will, forcing the spirit anchor to return to its anchor spot. A spirit anchor that ignores the compulsion take 1d6 points of Charisma damage per day until it returns. The anchor spirit's own death, or the spells *dispel evil*, *dispel law*, *freedom*, *miracle*, or *wish*, can release a spirit anchor. Beyond this restraint, a chained spirit holds no special control over its spirit anchors.

Chain Spirit (Su) As a standard action, once per day, a chained spirit can attempt to chain any evil-aligned intelligent, corporeal creature it can detect. The targeted evil creature to make a DC 25 Will save or take 1d8 points of Charisma damage. The save DC is Charisma-based. On each successful attack, the chained spirit gains 5 temporary hit points. Any creature targeted by this ability is immediately aware of some malevolence attempting to take control of it. The effects of being drained to 0 Charisma by this ability—by one or multiple attacks—depends on the target creature's Hit Dice. If the creature has fewer than half the chained spirit's number of Hit Dice, being reduced to 0 Charisma kills the target. If the creature has Hit Dice equal to or more than half of the chained spirit's, upon being reduced to 0 Charisma the target is chained, becoming a spirit anchor.

Even though a chained spirit can potentially use this ability once per day, it can only create one spirit anchor per week. In addition, a chained spirit can only use this ability if it currently has three or fewer spirit anchors.

Chains (Su) Numerous chains extend from a chained spirit, a number of these—one for every anchoring spirit—are corporeal and can make melee attacks. These corporeal chains are treated as evil, magical weapons and deal damage in addition to Charisma drain ability. They attack and make special attacks as if wielded one-handed by a creature with Strength 25. A sundered chain automatically reforms 1 round later.

Charisma Drain (Su) Any creature hit by a chained spirit's chains or incorporeal touch attack must succeed on a DC 25 Will save or take 1d6 points of Charisma drain. The save DC is Charisma-based. On each such successful attack, the chained spirit gains 5 temporary hit points.

Create Spawn (Su) Any humanoid slain by a chained spirit becomes a spectre in 1d4 rounds. Spawn are under the command of the chained spirit that created them and remain enslaved until its death. They do not possess any of the abilities they had in life.

Spectral Bindings (Su) A chained spirit is extremely mobile with one major hindrance: no matter how far it moves on its turn, as long as it has at least one anchoring spirit, it automatically returns to its starting place when its turn is ended. This immediate return does not count as an action and does not provoke attacks of opportunity as the spirit simply reappears back in its original position. In essence, the chained spirit is eternally confined to a single square throughout its existence except the distance it can travel in a single round before returning to its starting position. If another creature occupies the space it has left, that creature is shunted to the closest available square. If a solid object occupies its starting square, its incorporeal nature allows it to return regardless. Even a force effect cannot thwart it as it simply reappears within the square, though if it is surrounded by a force effect, the chained spirit is then effectively trapped.

Spectral Sight (Su) A chain spirit can see and hear through the senses of any of its anchor spirits whenever it wishes, just as if it were using both effects of the spell *clairaudience/clairvoyance*.

Spiritsense (Su) A chained spirit can detect both the living and the undead. It can detect living creatures within 100 feet, just as if it had blindsight. It can also sense the dead, as per the spell *detect undead*, out to a range of 500 feet.

Unholy Fortitude (Ex) A chained spirit uses a d12 for a hit die instead of a d8.

CAPTAIN CASTOTHRANE CR 11

XP 12,800

Male human skeleton warrior fighter 10 (*Tome of Horrors Revised* 392)

LE Medium undead

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

Aura *fear* (30 ft., DC 17)

DEFENSE

AC 28, touch 11, flat-footed 27

(+10 armor, +1 Dex, +4 natural, +3 shield)

hp 85 (10d10+30)

Fort +12, **Ref** +6, **Will** +5; +3 vs fear

DR 10/magic and bludgeoning; **Immune** channelling; **SR** 25

OFFENSE

Spd 20 ft.

Melee +2 *battleaxe* +21/+16 (1d8+11/19–20/x3)

Ranged mwk composite longbow +13/+9 (1d8+6/x3)

Special Attacks find target

TACTICS

During Combat Castothrane uses Power Attack, (sacrificing 3 points of attack for 6 points of damage). He also attempts to maneuver the fight out onto one of the nearby parapets, so he can attempt to bull rush enemies off the edge—anyone who falls from either parapet takes 6d6 damage from the fall to the rocky shoreline below. Although Castothrane would like nothing better than to pursue fleeing enemies, his orders are to remain on this floor no matter what.

Morale Castothrane fights until destroyed, or until he receives his circllet.

STATISTICS

Str 21, **Dex** 12, **Con** —, **Int** 10, **Wis** 10, **Cha** 16

Base Atk +10; **CMB** +15; **CMD** 26

Feats Cleave, Critical Focus, Great Fortitude, Greater Weapon Focus (*battleaxe*), Improved Bull Rush, Improved Critical (*battleaxe*), Improved Initiative, Iron Will, Lightning Reflexes, Power Attack, Weapon Focus (*battleaxe*), Weapon Specialization (*battleaxe*)

Skills Climb +13, Intimidate +24, Perception +5, Ride +14; **Racial Modifiers** +8 to Intimidate

Languages Common

SQ circllet bound, weapon training (*axes* +2, *bows* +1)

Gear +2 *full plate armor*, +1 *heavy steel shield*, +2 *battleaxe*, masterwork composite longbow (+5 Str) with 20 arrows, *ring of immolation*

SPECIAL ABILITIES

Circllet Bound (Su) As with all skeleton warriors, Castothrane is bound to a golden circllet. As long as he remains a spirit anchor, though, the circllet's power to control him is useless. This circllet is described in area 31.

Fear Aura (Su) Castothrane is shrouded in a 30-foot-radius aura of fear. Creatures with less than 5 HD must succeed on a DC 17 Will save or be affected as if by a *fear* spell (CL 10th).

Find Target (Sp) Castothrane can track and find the possessor of his circllet unerringly, as though guided by a *discern location* spell. He can also find the last person to possess his circllet using this ability.

Turning Immunity (Ex) Castothrane does not take damage from channelled energy, and cannot be affected by anything which is based on channelled energy, such as turning or rebuking.

Look at that, another template in which I don't have access to the original source. Take a fighter 10, add DR 10/magic and bludgeoning, SR 25, make him undead (but immune to channelling), and the fear aura...I'm not sure that quite fits a +3 CR in Pathfinder (the original was CR 12; a 10th level fighter is CR 9). I've lowered the CR to compensate; I also removed the Unholy Fortitude ability, as it seems to be common to the undead templates to keep the class-based hit dice, and only replace racial hit dice. I assumed the +8 to intimidate based on max ranks. In addition, it appeared that he was overspent on skill points, so 6 ranks of Sense Motive were dropped, as was 1 rank in Perception.

NIHIL CR 13

XP 25,600

Female ashmede devil (*The Book of Fiends* 146)

LE Large outsider (devil, evil, extraplanar, lawful)

Init +3; **Senses** darkvision 60 ft. see in darkness; Listen +18, Spot +18

Aura *fear* (20 ft., DC 19)

DEFENSE

AC 30, touch 14, flat-footed 27

(+2 deflection, +3 Dex, +16 natural, -1 size)

hp 126 (12d10+60); **fast healing** 3

Fort +13, **Ref** +11, **Will** +11

DR 10/good; **Immune** fire, poison; **Resist** acid 10, cold 10; **SR** 23

OFFENSE

Spd 40 ft., fly 60 ft. (average)

Melee +1 *unholy scythe* +20/+15/+10 (2d6+11/19-20/x4), 2 wings +13 (1d6+3)

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

Spell-Like Abilities (CL 16th, concentration +19)

At will—*charm person* (DC 14), *detect chaos*, *detect evil*, *detect good*, *detect law*, *detect magic*, *dispel magic*, *greater invisibility*, *greater teleport* (self plus 50 pounds of objects), *polymorph*, *prying eyes*

1/day—*blasphemy*, *chain lightning* (DC 19), *discern location*, *forcecage*, *horrid wilting* (DC 21), *summon* (level 9, 1 kyton 100%)

TACTICS

Before Combat As soon as she receives reports that the region is being invaded by the PCs, Nihil activates *greater invisibility* (and continues to do so as the spell expires), then uses *prying eyes* to explore Scarwall's heights in search of the PCs. If she finds them, she watches their tactics to familiarize herself with their capabilities. As soon as it looks like the PCs are about to reach this chamber, she summons a kyton to augment her defenses.

During Combat When Nihil attacks, any minions she has nearby attempt to isolate individuals and wear them down before switching to other targets, letting Nihil make as many final kills as possible. As soon as the PCs are all within this chamber, she utters a *blasphemy*, followed in the next two rounds by *horrid wilting* and *chain lightning*. If one PC in particular seems to be more dangerous than others (such as a heavily armored fighter with weapons that can penetrate her damage reduction), she uses *forcecage* to separate that character from the battle, to be dealt with later.

Morale Nihil is unable to flee as long as she remains a spirit anchor, and thus fights to the death.

STATISTICS

Str 24, **Dex** 16, **Con** 20, **Int** 14, **Wis** 16, **Cha** 17

Base Atk +12; **CMB** +20; **CMD** 35

Feats Combat Expertise, Flyby Attack, Improved Critical (scythe), Weapon Focus (scythe)

Skills Acrobatics +26, Bluff +18, Intimidate +20, Knowledge (the planes) +17, Perception +18, Stealth +18, Survival +18

Languages Celestial, Draconic, Infernal; telepathy 100 ft.

Gear +1 *unholy scythe* (this weapon is fused to Nihil's right hand and cannot be disarmed or effectively wielded by other creatures unless fitted to a shaft), *ring of protection* +2

SPECIAL ABILITIES

Fear Aura (Su) An ashmede devil can radiate a 20-foot-radius fear aura as a free action. A creature in the area must succeed on a DC 19 Will save or be affected by a *fear* spell (caster level 12th). A creature that successfully saves cannot be affected again by the same ashmede devil's aura for 24 hours. Other devils are immune to the aura. The save DC is Charisma-based.

See in Darkness (Ex) An ashmede devil can see perfectly in darkness of any kind.

GENERAL GORSTAV CR 13

XP 25,600

Male juju zombie half-orc fighter 12 (*Tome of Horrors Revised* 411)

NE Medium undead

Init +7; **Senses** darkvision 60 ft.; Perception +0

DEFENSE

AC 28, touch 15, flat-footed 24

(+10 armor, +1 deflection, +1 dodge, +3 Dexterity, +3 natural)

hp 82 (12d8+24)

Fort +6, **Ref** +7, **Will** +8; +3 vs fear

Defensive Abilities channel resistance +4; **DR** 10/magic and slashing; **Immune** cold, electricity, *magic missile*, undead traits; **Resist** fire 10

OFFENSE

Spd 20 ft.

Melee +2 *thundering warhammer* +22/+17 (1d8+20/19–20/x3)

TACTICS

During Combat Although Gorstav retains his military training, he fights without any joy or fear or emotion of any kind, almost as if he were little more than a construct programmed to mimic an accomplished fighter's skills. He fights two-handed with his warhammer in order to maximize his Strength bonus to damage. He can power attack, taking a -4 penalty to hit in return for a +12 bonus to damage (as long as he remains fighting two-handed).

Morale Gorstav fights until destroyed.

STATISTICS

Str 26, **Dex** 16, **Con** —, **Int** 4, **Wis** 10, **Cha** 10

Base Atk +8; **CMB** +16; **CMD** 30

Feats Combat Reflexes, Dodge, Great Fortitude, Greater Weapon Focus (warhammer), Greater Weapon Specialization (warhammer), Improved Critical (warhammer), Improved Initiative, Mobility, Power Attack, Spring Attack, Toughness(2)^B, Vital Strike, Weapon Focus (warhammer), Weapon Specialization (warhammer)

Skills Handle Animal +15, Ride +18

Languages Common, Orc

SQ weapon training (hammers +2, close +1)

Gear +2 *mithral full plate*; +2 *thundering warhammer*, *belt of giant strength* +2, *ring of protection* +1

JUJU ZOMBIE

For the Juju Zombie, it appeared that while the base creature kept all of their feats and skills, saves, bab, and hit dice all switched to undead base. So that's what I went with for General Gorstav. To counteract the drop in hit die from 3.5, I added a second toughness feat to the general. Finally, I swapped out Improved Bull Rush for Vital Strike, feeling it would work better with Spring Attack.

PRELATE ARUTH CR 12

XP 1,600

Male mummy cleric 10 (Zon-Kuthon)

LE Medium undead

Init +0; **Senses** darkvision 60 ft.; Perception +31

Aura despair (30 ft., paralyzed for 1d4 rounds, Will DC 17 negates)

DEFENSE

AC 30, touch 10, flat-footed 30

(+10 armor, +10 natural)

hp 153 (18d8+72)

Fort +14, **Ref** +7, **Will** +19

DR 5/—; **Immune** undead traits, *magic missile*; **Resist** fire 10

Weaknesses vulnerable to fire

OFFENSE

Speed 20 ft.

Melee slam +22 (2d6+12 plus mummy rot/19-20)

Domain Abilities (Death and Destruction)

7/day – *bleeding touch* (1d6/round for 5 rounds), destructive smite (+5 damage on a melee attack)

10 rounds/day – destructive aura (30 ft., +5 damage and automatically confirmed critical to all)

Spells (CL 10; Concentration +15)

5th-*slay living*^D, *spell resistance*, *symbol of pain*

4th- *air walk*, *dismissal*, *divine power*, *giant vermin*, *inflict critical wounds*^D,

3rd-*animate dead*^D, *deeper darkness*, *dispel magic*, *invisibility purge*, *searing light*

2nd-*bull's strength*, *death knell*^D, *hold person*, *resist energy*, *silence*, *spiritual weapon*

1st-*bane*, *command*, *deathwatch*, *divine favor*, *doom*, *inflict light wounds*^D, *shield of faith*

0-*detect magic*, *guidance*, *read magic*, *resistance*

Special Attacks channel negative energy (6/day, 5d6, DC 18)

STATISTICS

Str 26, **Dex** 10, **Con** —, **Int** 10, **Wis** 19, **Cha** 17

Base Atk +13; **CMB** +21; **CMD** 31

Feats Ability Focus (mummy rot), Improved Critical (slam), Cleave, Great Cleave, Improved Natural Attack (slam), Power Attack, Toughness, Skill Focus (Perception), Weapon Focus (slam)

Skills Knowledge (Religion) +8, Perception +31, Stealth +16

Languages Common

Gear +2 *half-plate armor*, *cloak of resistance* +2, *ring of minor fire resistance*, *brooch of shielding*

SPECIAL ABILITIES

Despair (Su) All creatures within a 30-foot radius that see a mummy must make a DC 17 Will save or be paralyzed by fear for 1d4 rounds. Whether or not the save is successful, that creature cannot be affected again by the same mummy's despair ability for 24 hours. This is a paralysis and a mind-affecting fear affect. The save DC is Charisma-based.

Mummy Rot (Su) Curse and disease—slam; *save* Fort DC 19 *onset* 1 minute; *frequency* 1 day; *effect* 1d6 Con and 1d6 Cha; *cure* —. Mummy rot is both a curse and disease and can only be cured if the curse is first removed, at which point the disease can be magically removed. Even after the curse element of mummy rot is lifted, a creature suffering from it cannot recover naturally over time. Anyone casting a conjuration (healing) spell on the afflicted creature must succeed on a DC 20 caster level check, or the spell is wasted and the healing has no effect. Anyone who dies from mummy rot turns to dust and cannot be raised without a *resurrection* or greater magic. The save DC is Charisma-based.

BISHOP ZEV RAVENKA CR 14

XP 38,400

Male demilich

LE Tiny undead

Init +4; **Senses** darkvision 60 ft.; Perception +22

DEFENSE

AC 21, touch 17, flat-footed 21

(+4 natural, +5 profane, +2 size)

hp 95 (10d8+50)

Fort +15, **Ref** +10, **Will** +17

Defensive Abilities rejuvenation; **DR** 20/vorpal (see below); **Immune** acid, electricity, cold, magic, polymorph, turning, undead traits

OFFENSE

Spd 30 ft. (perfect)

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

Special Attacks trap the soul

Spell-Like Abilities (CL 20th; Concentration +25)

At will—*greater bestow curse* (as *bestow curse*, but –12 to one ability score, –6 to two ability scores, –8 penalty on attack rolls, saves, and checks, or 25% to act normally; effective spell level 6th; DC 21), *mail of the banshee* (20-ft.- radius spread centered on demilich, DC 24)

TACTICS

During Combat It takes the demilich a round to fully awaken once his remains are disturbed. During this round, his skull floats into the air, and the ashes and bone fragments scatter as if caught in a vortex around the altar. On the second round, Zev Ravenka chooses a target in range and attempts to trap that creature's soul, continuing to trap souls every round until reduced to less than 20 hit points, at which time he uses his *mail of the banshee* spell-like ability. He saves his *greater bestow curse* to use against foes who have attacks that particularly damage him.

Morale Rev Zavenka attacks until destroyed.

STATISTICS

Str 10, **Dex** 10, **Con** —, **Int** 20, **Wis** 20, **Cha** 20

Base Atk +7; **CMB** +5; **CMD** 15

Feats Ability Focus (trap the soul), Alertness, Great Fortitude, Improved Initiative, Lightning Reflexes

Skills Bluff +18, Fly +12, Knowledge (arcana) +18, Knowledge (dungeoneering) +15, Knowledge (history) +15, Knowledge (religion) +18, Perception +22, Sense Motive +22, Spellcraft +18, Stealth +21

Languages Common, Infernal, Giant, Shoanti, Varisian

SQ unholy grace

SPECIAL ABILITIES

Damage Reduction (Su) Although a demilich cannot be affected by a vorpal weapon's beheading quality, vorpal weapons bypass his damage reduction completely.

Immunity to Magic (Ex) The demilich is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently as noted below—these spells can still affect a demilich even if they allow spell resistance.

Dispel evil: Deals 2d6 points of damage, no saving throw.

Holy smite: This spell affects a demilich normally.

Power word kill: If cast by an ethereal caster, this spell deals 50 points of damage to a demilich if it fails a Fortitude save against the spell.

Shatter: Deals 1d6 points of damage per two caster levels (maximum 10d6), no saving throw.

Rejuvenation (Su) Unless holy water is poured over a demilich's destroyed remains, the creature reforms in 1d10 days with a successful level check (1d20 + demilich's HD) against DC 16.

Trap the Soul (Su) A demilich can trap the souls of up to eight living creatures per day. To use this power, it selects any target within 300 feet. The target is allowed a DC 22 Fortitude save to resist the effect. If the target makes its saving throw, it gains three negative levels, and the demilich does not lose that use of trap the soul for the day. If the target fails its save, the soul of the target is drawn from its body and trapped within one of the gems in the demilich's skull. The gem gleams for 24 hours, indicating the captive soul within. A soulless body collapses in a mass of corruption and molds in a single round, reduced to dust. If left to its own devices, the demilich slowly devours the soul over 24 hours—at the end of that time the soul is completely absorbed, and the victim is forever gone. If the demilich is overcome before the soul is eaten, crushing the gem releases the soul, after which time it is free to seek the afterlife or be returned to its body by the use of *resurrection*, *true resurrection*, *clone*, or *miracle*. The save DC is Charisma-based.

Unholy Grace (Su) A demilich adds its Charisma modifier as a bonus on its saving throws (including another addition to its Fortitude save) and as a profane bonus on its Armor Class. (The stat block already reflects these bonuses.)

ILDERVOK CR 14

XP 38,400

Nightwing

CE Huge undead (extraplanar)

Init +8; **Senses** darkvision 60 ft.; Perception +22

Aura *deseccration* (20 ft., see below)

DEFENSE

AC 30, touch 12, flat-footed 26

(-2 size, +4 Dex, +18 natural)

hp 178 (17d8+102)

Fort +13, **Ref** +11, **Will** +17

Defensive Abilities channel resistance +6; **DR** 15/silver and magic; **Immune** cold, undead traits; **SR** 27

OFFENSE

Spd 20 ft., fly 60 ft. (good)

Melee bite +22 (2d6+17/19-20)

Space 15 ft.; **Reach** 10 ft.

Special Attacks magic drain

Spell-Like Abilities (CL 17; concentration +21)

1/day - *cone of cold* (DC 19), *finger of death* (DC 21), *plane shift* (DC 21), summon (level 5, 1d8+4 shadows, 100%)

3/day - *confusion* (DC 18), *greater dispel magic*, *hold monster* (DC 19), *invisibility*

At will - *contagion* (DC 18), *deeper darkness*, *detect magic*, *haste*, *see invisibility*, *unboly blight* (DC 18)

STATISTICS

Str 31, **Dex** 18, **Con** —, **Int** 18, **Wis** 20, **Cha** 18

Base Atk +12; **CMB** +24; **CMD** 38

Feats Combat Reflexes, Critical Focus, Dodge, Exhausting Critical, Flyby Attack, Great Fortitude, Improved Critical (bite), Improved Initiative, Tiring Critical

Skills Diplomacy +24, Perception +25, Knowledge (planes) +24, Knowledge (religion) +24, Sense Motive +25, Spellcraft +24, Stealth +32, Survival +25; **Racial Adjustments** +8 Stealth in darkness

Languages Common, telepathy 100 ft.

SQ aversion to daylight

SPECIAL ABILITIES

Aversion to Daylight (Ex): If exposed to natural daylight (not merely a *daylight* spell), nightshades take a -4 penalty on all attack rolls, saving throws, and skill checks.

Deseccrating Aura (Su): All nightshades give off a 20-foot-radius emanation of utter desecration, imbuing their surroundings with negative energy. This ability works much like a *deseccrate* spell, except that the nightshade's evil is so great that it is treated as the shrine of an evil power. All undead within 20 feet of the nightshade (including the creature itself) gain a +2 profane bonus on attack rolls, damage rolls, and saving throws, and +2 hit points per HD. (The nightshade Hit Dice, attack, and save entries given here include these profane bonuses.) All undead creatures within this area gain +6 to their channel resistance.

A nightshade's desecrating aura cannot be dispelled except by a *dispel evil* spell or similar effect. If the effect is dispelled, the nightshade can resume it as a free action on its next turn. Its desecrating aura is suppressed if a nightshade enters a *consecrated* or *hallowed* area, but the nightshade's presence also suppresses the *consecrated* or *hallowed* effect for as long as it remains in the area.

Magic Drain (Su): A nightwing can weaken magic armor, weapons, and shields by making a successful touch attack. The targeted item must succeed on a DC 22 Fortitude save or lose 1 point of its enhancement bonus. The save DC is Charisma-based. An item that loses its entire enhancement bonus becomes merely a masterwork item and loses any special abilities (such as flaming) as well. Casting *dispel evil* upon the item reverses the effect of the magic drain, provided this occurs within a number of days after the attack equal to the caster's level and the caster succeeds on a DC 29 caster level check.

GUGS CR 10

XP 9,600

Usually CE Large aberration

Init +1; **Senses** darkvision 60 ft.; Perception +21

DEFENSE

AC 24, touch 10, flat-footed 23

(+1 Dex, +14 natural, -1 size)

hp 157 (15d8+90)

Fort +11, **Ref** +6, **Will** +12

Immune disease, poison

OFFENSE

Spd 40 ft., climb 20 ft.

Melee 4 claws +19 (1d6+9) and bite +19 (2d6+9)

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

Special Attacks rend (2 claws, 1d6+13), trample (1d6+13, DC 26)

TACTICS

During Combat In battle, gugs prefer to use multiple claw attacks on individual targets in hopes of hitting and enabling multiple rend attacks.

Morale Gugs are fearless in combat when in the presence of other—especially more powerful—gugs, but when left to their own devices usually flee if reduced to half their hit points. In these situations they are also prone to dragging fallen opponents away from combat in order to feed.

STATISTICS

Str 28, **Dex** 12, **Con** 22, **Int** 11, **Wis** 16, **Cha** 11

Base Atk +11; **CMB** +21; **CMD** 32

Feats Alertness, Awesome Blow, Blind-Fight, Greater Bull Rush, Improved Bull Rush, Lunge, Power Attack, Step Up

Skills Climb +17, Escape Artist +5, Knowledge (dungeoneering) +18, Perception +21, Stealth +15, Survival +21; **Racial Adjustments** Climb +8, Escape Artist +4

Languages Undercommon

SQ tunnel mobility

SPECIAL ABILITIES

Tunnel Mobility (Ex) Strangely flexible, gugs are capable of moving through spaces only half as wide as their normal space without squeezing penalties. They must still make Escape Artist checks to squeeze through spaces smaller than half their size.

KLEESTAD CR 15

XP 51,200

NE Gargantuan aberration (aquatic)

Init +3; **Senses** darkvision 60 ft., tremorsense 120 ft.; **Perception** +17

DEFENSE

AC 30, touch 5, flat-footed 30

(−1 Dex, +25 natural, −4 size)

hp 232 (16d8+160)

Fort +15, **Ref** +4, **Will** +8

DR 10/magic and slashing; **Immune** acid, death effects, mind-affecting effects, pain, paralysis, poison; **Resist** cold 10; **SR** 22

OFFENSE

Spd 30 ft., climb 20 ft., swim 40 ft.

Melee 2 claws +25 (3d6+16 plus pain/19–20) and bite +25 (2d8+16)

Space 20 ft.; **Reach** 20 ft.

Special Attacks breath weapon (50 ft. cone, 12d6 acid damage and 1 round nausea, Reflex DC 30 for half and negate nausea, usable every 1d4 rounds)

TACTICS

During Combat Kleestad's first act upon erupting from the lake is to use his breath weapon on the largest concentration of PCs. He then moves in to engage them in melee, focusing his wrath on anyone who seems to be attempting to take *Serethial*. Kleestad will not pursue foes out of this chamber, but will chase foes up onto the rocky beach at area 46.

Morale Kleestad fights to the death.

STATISTICS

Str 43, **Dex** 8, **Con** 30, **Int** 5, **Wis** 7, **Cha** 7

Base Atk +12; **CMB** +32, **CMD** 41

Feats Ability Focus (breath weapon), Ability Focus (pain), Bleeding Critical, Critical Focus, Improved Critical (claw), Improved Initiative, Power Attack, Weapon Focus (claw)

Skills Climb +27, Perception +17, Swim +27

Languages Common

SQ amphibious, curse of Zon-Kuthon

SPECIAL ABILITIES

Amphibious (Ex) Though Kleestad is aquatic, he can survive indefinitely on land.

Curse of Zon-Kuthon (Su) Kleestad's abhorrent form is as a result of Zon-Kuthon's curse. A side effect of it, however, is that it has made him effectively immortal. He cannot die except through violence. This curse also constantly wracks him with pain and agony. He's grown used to this torment, and is now immune to all pain-based effects, including *symbols of pain*.

Pain (Su) Any creature struck by Kleestad's claws becomes wracked with supernatural waves of pain—this is, in fact, the pain that Kleestad feels every second of his immortal life, transmitted into the bodies of those he savages with his talons. The pain inflicts 1d4 points of Strength damage. In addition, the victim must make a DC 30 Fortitude save to avoid suffering a −4 penalty on attack rolls, skill checks, and ability checks for as long as he suffers this Strength damage. The save DC is Constitution-based.

Although haunts function like traps, they are difficult to detect since they cannot be easily observed until the round in which they manifest. Each haunt has a specific DC or method to notice it when it manifests, just before it strikes—*detect undead* or a detect alignment for the appropriate alignment allows an observer a chance to notice the haunt even before it manifests by noticing faint auras; the chance to notice a haunt early in this manner is the same as the chance to notice it in its manifestation round, but the check suffers a –2 penalty.

When a haunt is triggered, its effects manifest at initiative rank 10 on a surprise round—characters who successfully notice the haunt can act on this round. A haunt’s initial effect vanishes after this round is over, but secondary or lingering effects can persist (such as a haunt that sets fire to a room, or a haunt that animates an object into life). Most haunts detect life sources and trigger as a result of the approach of or contact with living creatures, but some haunts can be tricked by effects like *hide from undead*, *invisibility*, or even by simple illusions.

On the surprise round in which a haunt manifests, positive energy applied to the haunt (via channeled energy, cure wounds spells, and the like) deals damage directly to the haunt’s hit points—a haunt never gains a Will save to lessen the damage done by such effects. For the purposes of withstanding the effects of positive energy, a haunt generally has hit points equal to twice its CR. If the haunt is reduced to 0 hit points by positive energy, it vanishes without manifesting its effects, but it is not destroyed. Haunts are always tied to a specific set of events and conditions, and until those conditions are addressed, the haunts continue to reform and work their ill.

Some haunts are persistent, and their immediate effects continue beyond the surprise round into full rounds. Persistent haunts continue to trigger their haunt effects once per round on their initiative rank until they are destroyed or no longer have a target. As a general rule, a persistent haunt’s hit points are higher than most haunts, and are equal to its CR · 4.5.

All effects created by a haunt are mind-affecting fear effects, even those that actually produce physical effects. Immunity to fear grants immunity to a haunt’s direct effects, but not to secondary effects (such as burning rooms or animated objects).

Haunts are presented in stat block format, as follows.

Haunt Name: The haunt’s name is followed by its CR score.

XP: This is the amount of XP to award the PCs for surviving the haunt.

Alignment and Type: This line gives the haunt’s alignment (for the purposes of determining which detect spells can reveal its presence before it manifests) and the haunt’s type. This adventure features haunted objects and haunted areas. A haunted object can be targeted with touch spells and effects, such as *cure light wounds*, or by area effects like channeled energy. A haunted area cannot be targeted by touch effects—the only way to disperse such a haunt before it manifests is with area effects like channeled energy. If a haunt is persistent, this is noted here as well.

Caster Level: This is the haunt’s effective caster level for the purposes of dispelling any ongoing effects with *dispel magic*.

Notice: The check and DC required to notice the haunt in the surprise round before it manifests (sensory input for what a successful check notices is listed in parenthesis after the DC).

hp: This lists the haunt’s effective hit points for the purposes of resolving positive energy damage.

(AC, Saves): A haunted object has an Armor Class as if it were an object (although many haunts are semi-animate and function as if they had a Dexterity score of 10, thus avoiding the normal AC penalties for inanimate objects) and saving throws as if it were a magic item (base save of +2 plus half its caster level).

Weaknesses: Any weaknesses the haunt might have, such as for haunts that can be tricked by effects like *hide from undead* or can be damaged by effects other than positive energy, are listed here.

Trigger and Reset: The conditions that cause the haunt to manifest, as well as the conditions and amount of time required for the haunt to reset, are given here.

Effect: This details the haunt’s exact effects, including a description of how the haunt manifests.

CREMATORY BLAST CR 9

XP 6,400

CE haunted area

Caster Level 9th

Notice Perception DC 20 (to notice tendrils of smoke rising from each of the huge ovens)

hp 18

EFFECTS

Trigger proximity; **Reset** automatic (1 hour)

Effect A sudden blast of fire wells up inside of each of the three ovens, then plumes out into a sheet of flame that fills the room. As the fires burn, shrieking spirits made of flame tear through the room, swimming through the bodies of living creatures and appearing to tear away bits of flesh as they do. Every character exposed to the fires must make a DC 20 Will save to avoid being convinced the flames are real. Success indicates that the haunt deals no damage, but failure results in a PC taking 10d6 points of fire damage. At the end of the round, the fire vanishes (leaving behind the creatures—see below), but only those creatures who took fire damage appear burned. Other creatures (and the contents of the room) are unscathed.

ALLIP VORTEX CR 9

XP 6,400

CE haunted area

Caster Level 9th

Notice Perception DC 25 (to hear the faint sounds of battle)

hp 18

EFFECTS

Trigger proximity (2 round onset delay); **Reset** automatic (10 minutes)

Effect As the storm of allip-like spirits churn into an overwhelming vortex, all creatures in this room must make a DC 25 Will save to avoid suffering 2d6 points of Wisdom damage.

SERITHTIAL (MINOR ARTIFACT)

Aura strong abjuration; **CL** 17th

Slot —; **Weight** 5 lb.

STATISTICS

Alignment LG; **Ego** 18

Senses 60 ft. vision and hearing

Int 13, **Wis** 10, **Cha** 13

Communication empathy

Lesser Powers *cure moderate wounds* 3/ day, *zone of truth* 3/day

Special Purpose defeat followers of Zon-Kuthon; **Dedicated Power** wielder gains *death ward* and *freedom of movement* against attacks and effects from followers of Zon-Kuthon

DESCRIPTION

Serithtial is a +4 *holy Zon-Kuthon bane sword* crafted, it is said, by Iomedae herself as a gift to Mandraivus's great-grandfather, a man who led several crusades from Chelixa against Nidal. The sword was handed down through the generations, finally coming to the hands of a well-respected hero of Lastwall—Mandraivus. Forged to aid his ancestor against the shadowcounts of Nidal, *Serithtial* was the perfect weapon for his assault on Scarwall, and some scholars of history now believe that Iomedae had foreseen its need and forged it early to ensure that Mandraivus would not only inherit it, but would respect its traditions all the more.

Although made of steel, *Serithtial* is treated as being made of both cold iron and silver for the purposes of penetrating damage reduction. *Serithtial* glows with the equivalent of a *continual flame*, but her wielder can extinguish or ignite this glow as a move-equivalent action. Although *Serithtial* was forged as a bastard sword, and it is to this shape she reverts when no one wields her, the sword can detect what sort of blade its current owner favors, and when held in the hand, immediately transforms into the type of blade its owner is most proficient in.

Although *Serithtial* is lawful good, as long as her wielder is dedicated to the defeat of Kazavon and those he has corrupted (such as Queen Ileosa), she does not attempt to seize control of her wielder. If her wielder does go against her wishes, she tries to force him to relinquish her to a more appropriate wielder.

WEAPON TYPE

Serithtial originally could only switch between sword-like weapons (dagger, shortsword, longsword, bastard sword, greatsword); but as I have a paladin of Iomedae in my party who wields a greataxe, I determined that as long as the weapon had a blade, it would switch.

UMBRAL DRAGON

Always CE dragon (extraplanar)

BASE STATISTICS

CR 3; **Size** Small; **Hit Dice** 6d12

Speed 60 ft.

Natural Armor +7; **Breath Weapon** cone, 2d8 negative energy

Str 13, **Dex** 16, **Con** 13, **Int** 10, **Wis** 11, **Cha** 14

ECOLOGY

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)

Treasure triple

SPECIAL ABILITIES

Blinding Breath (Su) Creatures who take damage from an umbral dragon's negative energy breath weapon are blinded for 1d4 rounds.

Draining Breath (Su) Instead of a cone of negative energy, an umbral dragon can breathe a cone of strength-draining shadows. Creatures within the cone must succeed on a Fortitude save or take 1 point of Strength damage per age category of the dragon.

Ghost Bane (Su) An umbral dragon's physical attacks deal damage to incorporeal creatures normally, as if they possessed the *ghost touch* magic weapon ability.

Negative Energy Immunity (Su) Umbral dragons are immune to ability damage, negative energy damage, death effects, and energy drain.

Hide in Plain Sight (Su) An umbral dragon can use the Stealth skill even when being observed. As long as it is within 10 feet of some sort of shadow, an umbral dragon can hide itself from view in the open without anything to hide behind. It cannot hide itself in its own shadow.

Channel Negative Energy (Su) As a standard action, a young adult or older umbral dragon can channel energy as an evil cleric of a level equal to one-half its Hit Dice (rounded down)

Spell-like Abilities (Sp) An umbral dragon gains the following spell-like abilities, usable at will upon reaching the listed age category. Adult—*deeper darkness*; Old—*vampiric touch*; Ancient—*project image*, Great Wyrm—*finger of death*

YOUNG UMBRAL DRAGON CR 7

XP 3,200

NE Large dragon (extraplanar)

Init +6; **Senses** blindsense 60 ft., dragon senses; Perception +14

Aura frightful presence (90 ft., DC 18)

DEFENSE

AC 24, touch 11, flat-footed 22; (+2 Dex, +13 natural, -1 size)

hp 96 (10d12+30)

Age Category	Special Abilities	Caster Level
Wyrmling	Negative energy immunity, hide in plain sight, spell resistance	-
Very Young	Cold resistance 20	-
Young	Frightful presence	-
Juvenile	Fire and electricity resistance 10	1 st
Young Adult	DR 5/magic, channel negative energy	3 rd
Adult	<i>Deeper darkness</i>	5 th
Mature Adult	DR 10/magic	7 th
Old	<i>Vampiric touch</i>	9 th
Very Old	DR 15/magic	11 th
Ancient	<i>Project image</i>	13 th
Wyrm	DR 20/magic	15 th
Great Wyrm	<i>Finger of death</i>	17 th

Fort +10, **Ref** +9, **Will** +8

Immune ability damage, negative energy damage, death effects, energy drain, paralysis, sleep; **Resist** cold 20; **SR** 18

OFFENSE

Speed 60 ft., fly 200 ft. (poor)

Melee bite +14 (2d6+7), 2 claws +14 (1d8+5), 2 wings +12 (1d6+2), tail slap +12 (1d8+7)

Space 10 ft.; **Reach** 10 ft. (15 ft. with bite)

Special Attacks breath weapon (40-ft. cone, DC 18, 6d8 negative energy), blinding breath, draining breath (40-ft. cone, DC 18, 3 Strength damage), ghost bane

STATISTICS

Str 21, **Dex** 14, **Con** 17, **Int** 12, **Wis** 13, **Cha** 10

Base Atk +10; **CMB** +16; **CMD** 28

Feats Alertness, Hover, Improved Initiative, Multiattack, Power Attack

Skills Bluff +16, Diplomacy +16, Fly +9, Knowledge (Planes) +14, Perception +14, Sense Motive +14, Stealth +11

Languages Common, Draconic, plus 1 more

SQ hide in plain sight

ADULT UMBRAL DRAGON CR 11

XP 12,800

NE Huge dragon (extraplanar)

Init +5; **Senses** blindsense 60 ft., dragon senses; Perception +22

Aura frightful presence (180 ft., DC 21)

DEFENSE

AC 31, touch 9, flat-footed 30; (+1 Dex, +22 natural, -2 size)

hp 184 (16d12+80)

Fort +15, **Ref** +11, **Will** +13

Immune ability damage, negative energy damage, death effects, energy drain, paralysis, sleep; **Resist** cold 20, fire 10, electricity 10; **DR** 5/magic; **SR** 22

OFFENSE

Speed 60 ft., fly 200 ft. (poor)

Melee bite +22 (2d8+12), 2 claws +22 (2d6+8), 2 wings +20 (1d8+4), tail slap +20 (2d6+12)

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

Spell-Like Abilities (CL 16)

At will—*deeper darkness*

Spells (CL 5)

2nd (5/day)—*acid arrow*, *silence*

1st (8/day)—*detect undead*, *grease*, *magic missile*, *shield*

0 (at will)—*create water*, *dancing lights*, *detect magic*, *disrupt undead*, *ray of frost*, *read magic*

Special Attacks breath weapon (50-ft. cone, DC 23, 12d8 negative energy), blinding breath, draining breath (50-ft. cone, DC 23, 6 Strength damage), ghost bane, channel negative energy (8/day, DC 19, 4d6 damage), crush (DC 23, 2d8+12)

STATISTICS

Str 27, **Dex** 12, **Con** 21, **Int** 16, **Wis** 17, **Cha** 20

Base Atk +16; **CMB** +26; **CMD** 37

Feats Alertness, Cleave, Flyby Attack, Hover, Improved Initiative, Multiattack, Power Attack, Snatch

Skills Appraise +22, Bluff +24, Diplomacy +24, Fly +12, Knowledge (Arcana) +22, Knowledge (Planes) +22, Perception +22, Sense Motive +22, Stealth +12

Languages Common, Draconic, plus 3 more

SQ hide in plain sight

ANCIENT UMBRAL DRAGON CR 16

XP 76,800

NE Gargantuan dragon (extraplanar)

Init +4; **Senses** blindsense 60 ft., dragon senses; Perception +14

Aura frightful presence (300 ft., DC 29)

DEFENSE

AC 40, touch 6, flat-footed 40; (+34 natural, -4 size)

hp 324 (24d12+168)

Fort +21, **Ref** +14, **Will** +19

Immune ability damage, negative energy damage, death effects, energy drain, paralysis, sleep; **Resist** cold 20, fire 10, electricity 10; **DR** 5/magic; **SR** 27

OFFENSE

Speed 60 ft., fly 250 ft. (clumsy)

Melee bite +32 (4d6+18), 2 claws +32 (2d8+12), 2 wings +30 (2d6+6), tail slap +30 (2d8+18)

Space 20 ft.; **Reach** 20 ft. (25 ft. with bite)

Spell-Like Abilities (CL 24)

At will — *deeper darkness*, *project image*, *vampiric touch*

Spells (CL 13)

6th (5/day)—*disintegrate*, *geas*

5th (7/day)—*cone of cold*, *feeblemind*, *polymorph*

4th (7/day)—*fear*, *phantasmal killer*, *resilient sphere*, *stoneskin*

3rd (8/day)—*dispel magic*, *haste*, *slow*, *ray of exhaustion*

2nd (8/day)—*acid arrow*, *blur*, *resist energy*, *see invisibility*, *silence*

1st (8/day)—*detect undead*, *grease*, *magic missile*, *reduce person*, *shield*

0 (at will)—*bleed*, *create water*, *dancing lights*, *detect magic*, *disrupt undead*, *mending*, *ray of frost*, *read magic*, *touch of fatigue*

Special Attacks breath weapon (60-ft. cone, DC 29, 20d8 negative energy), blinding breath, draining breath (60-ft. cone, DC 29, 10 Strength damage), ghost bane, channel negative energy (11/day, DC 23, 6d6 damage), crush (DC 29, 4d6+18), tail sweep (30 ft., DC 29, 2d6+18)

STATISTICS

Str 35, **Dex** 10, **Con** 25, **Int** 20, **Wis** 21, **Cha** 24

Base Atk +24; **CMB** +40; **CMD** 50

Feats Alertness, Cleave, Flyby Attack, Hover, Improved Initiative, Multiattack, Power Attack, Snatch +4

Skills Appraise +32, Bluff +34, Diplomacy +34, Fly +17, Knowledge (Arcana) +32, Knowledge (Local) +32, Knowledge (Planes) +32, Perception +32, Sense Motive +32, Stealth +15, Survival +32

Languages Common, Draconic, plus 5 more

SQ hide in plain sight