



SIX NEW MONSTROUS CHARACTERS

A *Monster Manual II* Web Enhancement

Many of the 200 or so new creatures in the *MONSTER MANUAL® II* advance by character class. In this web enhancement, developer Skip Williams provides a sampling of such creatures, complete with equipment, companions, and notes for building encounters around them. You'll find the original monsters in the *MONSTER MANUAL II*, but the only place you'll find these six unique characters is right here!

To use this web enhancement, you should already have the *MONSTER MANUAL II* by Ed Bonny, Jeff Grubb, Rich Redman, Skip Williams, and Steve

Winter. This bonus material is brought to you by the official DUNGEONS & DRAGONS® website: <www.wizards.com/dnd>.

TERRZANI—ABEIL SOLDIER RANGER

Abeils, commonly referred to as “bee people,” prove as industrious as their namesakes. Their society has an expansionist philosophy, and they mount unceasing colonization efforts.

Terrzani leads a group of abeil scouts seeking a site for a new abeil city, much to the consternation of the local tribes of orcs and hill giants. Though not warlike, Terrzani's people have an ardent sense of competition. They intend to win the area through sheer hard work and determination.

☛ **Terrzani:** Female abeil soldier Rgr 3; CR 9; Large monstrous humanoid; HD 6d8+18 plus 3d10+9; hp 70; Init +3; Spd 40 ft., fly 90 ft. (good); AC 13, touch 12, flat-footed 10; Atk +14 melee (1d6+6, 2 claws) and +9 melee (1d8+3, sting), or +14/+9 melee (2d4+9/x3, ranseur) and +9 melee (1d8+3, sting), or +13/+8 ranged (2d6+8/x3, Huge mighty composite longbow [+6 Str bonus] with +2 arrow), or +11/+6 ranged (2d6+6/x3, Huge mighty composite longbow [+6 Str bonus]); Face/Reach 5 ft. x 5 ft./10 ft.; SA drone, improved grab, poison, stormwing, special enemy (orcs +3), favored enemy (giants +1); SQ darkvision 60 ft., hive mind; AL LN; SV Fort +8, Ref +9, Will +7; Str 22, Dex 17, Con 17, Int 10, Wis 13, Cha 12.

Skills and Feats: Heal +5, Hide -1, Intuit Direction +6, Knowledge (nature) +4, Listen +8, Search +2, Sense Motive +4, Spot +8, Wilderness Lore +5; Dodge, Flyby Attack, Track.

Drone (Su): As a full-round action, Terrzani can beat his wings to create a droning buzz in a 60-foot spread. Each creature in the area must make a Will save

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(DC 14) or fall asleep as with the *sleep* spell. There is no Hit Dice limit for this effect. Terrzani is immune to her own drone attacks as well as those of other abeils.

Improved Grab (Ex): If Terrzani hits a single target that is at least one size category smaller than herself with both claws, she deals normal damage and attempts to start a grapple as a free action without provoking an attack of opportunity (grapple bonus +19). If she gets a hold, she automatically hits with her sting. Thereafter, she has the option to conduct the grapple normally or simply use her claws to hold the opponent (–20 penalty on grapple check, but Terrzani is not considered grappled). In either case, each successful grapple check she makes during successive rounds automatically deals damage from both claws and the sting.

Poison (Ex): Terrzani delivers her poison (Fortitude save DC 16) with each successful sting attack. The initial and secondary damage is the same (2d4 points of Strength damage).

Stormwing (Su): As a full-round action while flying, Terrzani can hover and deliver a destructive sonic attack with her wings. The attack deals 6d6 points of damage to all (except other abeils) within a 40-foot burst (Reflex DC 16 half). Once Terrzani uses this ability, she must wait 1d4 rounds before using it again.

Special Enemy/Favored Enemy (Ex): Terrzani has chosen humanoid (orc) as a special enemy. This ability is the same as the ranger's favored enemy ability. As a ranger, Terrzani also has a favored enemy and has chosen giants. Terrzani receives a +3 bonus on Bluff, Listen, Sense Motive, Spot, and Wilderness Lore checks when using these skills against orcs (including half-orcs) and a +1 bonus on the same checks against giants. Likewise, Terrzani gets this same bonuses on weapon damage rolls against orcs, half-orcs, and giants.

Hive Mind (Ex): All abeils within 25 miles of their queen remain in constant communication. If one is aware of a particular danger, they all are. If one in a particular group is not flat-footed, none of them are. No abeil in such a group is considered flanked unless they all are.

Possessions: *bracers of armor* +1, *ransneur*, *Huge mighty composite longbow* (+6 Str bonus), *quiver* with 10 arrows and 10 +2 arrows, *brooch of shielding*, *potion of blur*, *potion of cure moderate wounds*, three *potions of cure light wounds*, two 50 gp moonstones, 8 pp, flask of alchemist's fire, one dose of antitoxin, backpack, belt pouch, three smokesticks, two tanglefoot bags, trail rations for four days.

Encounters

Terrzani already has identified several possible sites for the new city, and PCs are most likely to meet her as she scouts the area that encompasses the sites, trying to decide which one will prove best in the long run. From two to four regular abeil soldiers usually accompany Terrzani on her patrols. The group already has had several battles with orcs and hill giants determined to drive the abeils away.

Terrzani is likely to quiz anyone she meets about recent orc or hill giant sightings, and in return she relates good information about the local surface geography, such as the best travel routes, campsites, and places to avoid.

Tactics

Though not aggressive, Terrzani never runs from a fight. She and her subordinates avoid melee, staying in the air and attacking from a distance with their sonic abilities and bows. In a prolonged fight, Terrzani's group may try to move in quickly and sting spellcasters and other opponents who can make effective attacks at range, but they move off when faced with any foe with powerful melee attacks.

◆ **Abeil Soldier (2–4):** CR 6; Large monstrous humanoid; HD 6d8+18; hp 45; Init +1; Spd 40 ft., fly 90 ft. (good); AC 10, touch 10, flat-footed 9; Atk +11 melee (1d6+6, 2 claws) and +6 melee (1d8+3, sting), or +11/+6 melee (2d4+6/x3, *ransneur*) and +6 melee (1d8+3, sting), or +9/+4 ranged (2d6+7/x3, *Huge mighty composite longbow* [+6 Str bonus] with +2 *arrow*), or +7/+2 ranged (2d6+6/x3, *Huge mighty composite longbow* [+6 Str bonus]); Face/Reach 5 ft. x 5 ft./10 ft.; SA drone, improved grab, poison, stormwing, special enemy (orcs); SQ darkvision 60 ft., hive mind; AL LN; SV Fort +5, Ref +6, Will +6; Str 22, Dex 13, Con 16, Int 8, Wis 12, Cha 12.

Skills and Feats: Hide –3, Intuit Direction +6, Knowledge (nature) +1, Listen +6, Sense Motive +4, Spot +6, Wilderness Lore +5; Dodge, Flyby Attack.

Equipment: *Huge mighty composite longbow* (+6 Str bonus), *quiver* with 10 arrows and 10 +2 arrows, *potion of blur*, *potion of cure moderate wounds*, three *potions of cure light wounds*, two 50 gp moonstones, 8 pp, flask of alchemist's fire, one dose of antitoxin, backpack, belt pouch, three smokesticks, two tanglefoot bags, trail rations for four days.

Drone (Su): As a full-round action, an abeil soldier can beat its wings to create a droning buzz in a 60-foot

spread. Each creature in the area must make a Will save (DC 14) or fall asleep as with the *sleep* spell. There is no Hit Dice limit for this effect. Abeils are immune to their own drone attacks as well as those of other abeils.

Improved Grab (Ex): If an abeil soldier hits a single target that is at least one size category smaller than itself with both claws, it deals normal damage and attempts to start a grapple as a free action without provoking an attack of opportunity (grapple bonus +16). If it gets a hold, it automatically hits with its sting. Thereafter, the abeil has the option to conduct the grapple normally, or simply use its claws to hold the opponent (–20 penalty on grapple check, but the abeil is not considered grappled). In either case, each successful grapple check it makes during successive rounds automatically deals damage from both claws and the sting.

Poison (Ex): A soldier delivers its poison (Fortitude save DC 16) with each successful sting attack. The initial and secondary damage is the same (2d4 points of Strength damage).

Stormwing (Su): As a full-round action, a soldier in flight can hover and deliver a destructive sonic attack with its wings. The attack deals 6d6 points of damage to all (except other abeils) within a 40-foot burst (Reflex save DC 16 for half damage). Once the soldier uses this ability, it must wait 1d4 rounds before using it again.

Special Enemy (Ex): The soldier has chosen humanoid (orc) as a special enemy. This ability is the same as the ranger's favored enemy ability. The soldier receives a +3 bonus on Bluff, Listen, Sense Motive, Spot, and Wilderness Lore checks when using these skills against orcs (including half-orcs). Likewise, a soldier gets this same bonus on weapon damage rolls against orcs and half-orcs.

Hive Mind (Ex): All abeils within 25 miles of their queen remain in constant communication. If one is aware of a particular danger, they all are. If one in a particular group is not flat-footed, none of them are. No abeil in such a group is considered flanked unless they all are.

HAIATUNC—AVOLAKIA CLERIC

Avolakias are Underdark dwellers with a morbid preference for undead as servants, soldiers, and food. They keep themselves supplied with these grisly servitors by capturing and slaying humanoids, whom they then turn into undead creatures.

Avolakias prefer stealth to open conflict, and mount long-term infiltration missions against their neighbors. Haiatunc leads just such a mission. He and his comrades make a slow, insidious assault on the surface, way-laying travelers, looting graves, and doing their best to cover their tracks.

☛ Haiatunc: Male avolakia Clr9; CR 19; Large aberration; HD 10d8+20 plus 9d8+18; hp 123; Init +3; Spd 20 ft.; AC 22, touch 18, flat-footed 19; Atk +15 melee (2d6+3, bite) and +13 melee (1d4+1, 8 claws); Face/Reach 5 ft. x 5 ft./10 ft.; SA death touch 1/day, poison, rebuke undead 11/day, spell-like abilities, *suggestion*; SQ darkvision 60 ft., *defensive aura*, fire resistance 10, immunities, regeneration 4, SR 21; AL NE; SV Fort +11, Ref +9, Will +21; Str 17, Dex 16, Con 15, Int 18, Wis 23, Cha 26.

Skills and Feats: Bluff +16, Concentration +21, Diplomacy +19, Disguise +16, Escape Artist +9, Hide –1, Intimidate +10, Listen +11, Scry +12, Sense Motive +19, Spellcraft +24; Blind-Fight, Combat Casting, Combat Reflexes, Dodge, Iron Will, Multiattack, Quicken Spell-Like Ability, Scribe Scroll, Spell Penetration.

Spells Prepared (6/7/7/5/4/3; save DC 16 + spell level): 0—*cure minor wounds*, *detect magic* (3), *read magic*, *virtue*; 1st—*change self**, *cure light wounds* (2), *divine favor*, *entropic shield*, *protection from good*, *random action*; 2nd—*invisibility**, *resist elements* (2), *silence* (2), *spiritual weapon* (2); 3rd—*cure serious wounds*, *dispel magic*, *magic vestment*, *nondetection**, *prayer*; 4th—*confusion**, *freedom of movement*, *lesser planar ally*, *spell immunity*; 5th—*circle of doom*, *ethereal jaunt*, *slay living**.

* Domain spell. Deity: Kyuss (Kyuss cannot grant spells, so Haiatunc functions as a cleric with no deity). Domains: Death (death touch 1/day), Trickery (Bluff, Disguise, and Hide are class skills).

Poison (Ex): Haiatunc delivers his poison (Fortitude save DC 17) with each successful bite attack. The initial damage is 1d6 points of Wisdom damage, and the secondary damage is 2d6 points of Wisdom damage.

Spell-Like Abilities: At will—*chill touch*, *cause fear*, *detect magic*, *disrupt undead*, *gentle repose*, *ghoul touch*, *halt undead*, *mage hand*, *polymorph self* (humanoid form only), *read magic*, *spectral hand*; 3/day—*animate dead*, *create undead*, *enervation*, *vampiric touch*. Caster level 14th; save DC 18 + spell level.

Suggestion (Sp): Haiatunc does not use his *suggestion* ability in his normal form, since he cannot then speak any language that a humanoid would understand.

Defensive Aura (Sp): Haiatunc has a +6 deflection bonus to Armor Class. This ability is always in effect.

Fire Resistance (Ex): The slime that Haiatunc constantly exudes grants him fire resistance 10. It also helps him escape more easily.

Immunities (Su): Because of his close association with undead, Haiatunc has developed immunity to cold, disease, energy drain, and paralysis.

Regeneration (Ex): Haiatunc takes normal damage from acid, fire, and electricity.

Possessions: *amulet of natural armor +2, bracers of armor +2, potion of haste, two potions of fly, wand of unholy blight (8th-level caster, 20 charges).*

☛ **Haiatunc:** Male avolakia Clr9 (human form); CR 19; Medium-size aberration; HD 10d8+20 plus 9d8+18; hp 123; Init +0; Spd 20 ft.; AC 26, touch 16, flat-footed 26; Atk +14/+6/+4 melee (1d8, masterwork heavy mace); Face/Reach 5 ft. x 5 ft./5 ft.; SA death touch 1/day, poison, rebuke undead 11/day, spell-like abilities, *suggestion*; SQ darkvision 60 ft., *defensive aura*, fire resistance 10, regeneration 4, SR 21; SV Fort +9. Ref +6, Will +21; Str 10, Dex 10, Con 10, Int 18, Wis 23, Cha 26.

Skills and Feats: Bluff +16, Concentration +19, Diplomacy +20, Disguise +16, Escape Artist +0, Intimidate +10, Listen +11, Scry +12, Sense Motive +19, Spellcraft +24; Blind-Fight, Combat Casting, Combat Reflexes, Iron Will, Multiattack, Quicken Spell-Like Ability, Scribe Scroll, Spell Penetration.

Spells Prepared (6/7/7/5/4/3; save DC 16 + spell level): 0—*cure minor wounds, detect magic (3), read magic, virtue*; 1st—*change self**, *cure light wounds (2), divine favor, entropic shield, protection from good, random action*; 2nd—*invisibility**, *resist elements (2), silence (2), spiritual weapon (2)*; 3rd—*cure serious wounds, dispel magic, magic vestment, nondetection**, *prayer*; 4th—*confusion**, *freedom of movement, lesser planar ally, spell immunity*; 5th—*circle of doom, ethereal jaunt, slay living**.

* Domain spell. Deity: Kyuss (Kyuss cannot grant spells, so Haiatunc functions as a cleric with no deity). Domains: Death (death touch 1/day), Trickery (Bluff, Disguise, and Hide are class skills).

Poison (Ex): Haiatunc does not use a bite attack in his human form, so he does not use his poison.

Spell-Like Abilities: At will—*chill touch, cause fear, detect magic, disrupt undead, gentle repose, ghoul touch, halt undead, mage hand, polymorph self (humanoid form only), read magic, spectral hand*; 3/day—*animate dead, create*

undead, enervation, vampiric touch. Caster level 14th; save DC 18 + spell level.

Suggestion (Sp): When in humanoid form, Haiatunc has a melodious and hypnotic voice. By speaking soothingly to any one creature in range that understands his spoken words, Haiatunc can create an effect identical to that of a quickened *suggestion* spell (caster level 10th; Will save DC 20). An opponent in eye contact with Haiatunc while he makes his suggestion takes a –2 penalty on his or her saving throw. Haiatunc can use this ability eight times per day.

Defensive Aura (Sp): Haiatunc has a +6 deflection bonus to Armor Class. This ability is always in effect.

Fire Resistance (Ex): The slime that Haiatunc constantly exudes grants him fire resistance 10. It also helps him escape more easily.

Regeneration (Ex): Haiatunc takes normal damage from acid, fire, and electricity.

Possessions: *amulet of natural armor +2, masterwork half-plate, masterwork buckler, masterwork heavy mace, potion of haste, two potions of fly, wand of unholy blight (8th-level caster, 20 charges).*

Encounters

Haiatunc loves to pose as a decrepit old beggar or a wandering mendicant cleric. In his beggar guise, he haunts street corners, always with another avolakia lurking nearby, along with a few ghouls, ghosts, and maybe or wight or two for muscle.

As a wanderer, Haiatunc and his avolakia partners walk the roads, leading a ragtag band of corporeal undead disguised and indigent pilgrims.

Tactics

Haiatunc attacks the unwary using his *suggestion* ability. He plays the innocent as long as he can, falling back on his Bluff and Diplomacy skills to maintain the charade even as he repeats the attack as often as possible until the opposition attacks in frustration. Once a battle commences, Haiatunc calls for his allies and bolsters the undead (see page 139 in the *Player's Handbook*) before launching a spell attack. He withholds his death touch ability until later in the fight, when foes are more likely to succumb to it.

☛ **Avolakia:** CR 10; Large aberration; HD 10d8+30; hp 75; Init +3; Spd 20 ft.; AC 18, touch 18, flat-footed 15; Atk +10 melee (2d6+4, bite) and +8 melee (1d4+2, 8 claws); Face/Reach 5 ft. x 5 ft./10 ft.; SA poison, spell-like abilities, *suggestion*; SQ darkvision 60 ft., *defensive*

aura, fire resistance 10, immunities, regeneration 4, spell resistance 21; AL NE; SV Fort +6, Ref +6, Will +12; Str 19, Dex 16, Con 17, Int 16, Wis 21, Cha 22.

Skills and Feats: Bluff +14, Concentration +14, Diplomacy +18, Hide -1, Intimidate +8, Sense Motive +18, Spellcraft +11; Combat Casting, Combat Reflexes, Dodge, Multiattack, Quicken Spell-like Ability.

Poison (Ex): An avolakia delivers its poison (Fortitude save DC 18) with each successful bite attack. The initial damage is 1d6 points of Wisdom damage, and the secondary damage is 2d6 points of Wisdom damage.

Spell-Like Abilities: At will—*chill touch*, *cause fear*, *detect magic*, *disrupt undead*, *gentle repose*, *ghoul touch*, *halt undead*, *mage hand*, *polymorph self* (humanoid form only), *read magic*, *spectral hand*; 3/day—*animate dead*, *create undead*, *enervation*, *vampiric touch*. Caster level 14th; save DC 16 + spell level.

Suggestion (Sp): An avolakia does not use its *suggestion* ability in its normal form, since it cannot then speak any language that a humanoid would understand.

Defensive Aura (Sp): An avolakia has a +6 deflection bonus to Armor Class. This ability is always in effect.

Fire Resistance (Ex): The slime that an avolakia constantly exudes grants it fire resistance 10. The slime also helps it escape more easily.

Immunities (Su): Because of its close association with undead, an avolakia has developed immunity to cold, disease, energy drain, and paralysis.

Regeneration (Ex): An avolakia takes normal damage from acid, fire, and electricity.

Possessions: *Ring of mind shielding*, *potion of Charisma*, *potion of clairaudience/clairvoyance*.

☛ **Avolakia (human form):** CR 10; Medium-size aberration; HD 10d8+30; hp 75; Init +0; Spd 20 ft.; AC 24, touch 16, flat-footed 24; Atk -2/-7 melee (1d8, masterwork heavy mace); Face/Reach 5 ft. x 5 ft./10 ft.; SA poison, spell-like abilities, *suggestion*; SQ darkvision 60 ft., *defensive aura*, fire resistance 10, regeneration 4, spell resistance 21; AL NE; SV Fort +3, Ref +3, Will +12; Str 10, Dex 10, Con 10, Int 16, Wis 21, Cha 22.

Skills and Feats: Bluff +14, Concentration +11, Diplomacy +18, Intimidate +8, Sense Motive +18, Spellcraft +11; Combat Casting, Combat Reflexes, Multiattack, Quicken Spell-like Ability.

Poison (Ex): An avolakia does not use a bite attack in his human form, so it does not use its poison.

Spell-Like Abilities: At will—*chill touch*, *cause fear*, *detect magic*, *disrupt undead*, *gentle repose*, *ghoul touch*, *halt undead*, *mage hand*, *polymorph self* (humanoid form only), *read magic*, *spectral hand*; 3/day—*animate dead*, *create undead*, *enervation*, *vampiric touch*. Caster level 14th; save DC 16 + spell level.

Suggestion (Sp): When in humanoid form, an avolakia has a melodious and hypnotic voice. By speaking soothingly to any one creature in range that understands his spoken words, the creature can create an effect identical to that of a quickened *suggestion* spell (caster level 10th; Will save DC 19). An opponent in eye contact with the avolakia while it makes its suggestion takes a -2 penalty on his or her saving throw. The avolakia can use this ability six times per day.

Defensive Aura (Sp): An avolakia has a +6 deflection bonus to Armor Class. This ability is always in effect.

Fire Resistance (Ex): The slime that an avolakia constantly exudes grants it fire resistance 10. The slime also helps it escape more easily.

Regeneration (Ex): An avolakia takes normal damage from acid, fire, and electricity.

Possessions: masterwork buckler, masterwork half plate armor, masterwork heavy mace, *ring of mind shielding*, *potion of Charisma*, *potion of clairaudience/clairvoyance*.

ALKEONE—BLADELING FIGHTER/CLERIC

Bladelings are xenophobic people who brook no intrusions or disrespect. Accustomed to brutality and aggression, they tend to regard strangers as enemies.

Alkeone is part of a wandering band of bladelings who travel the planes peddling weapons and armor to any and all buyers.

☛ **Alkeone, Bladeling Ftr5/Clr3:** CR8; Medium-size outsider (lawful); HD 5d10+10 plus 3d8+6; hp 61; Init +4; Spd 20 ft.; AC 26, touch 10, flat-footed 26; Atk +9 melee (1d6+2, claw), or +11/+6 melee (1d10+5/19-20, +1 *bastard sword*), or +9/+4 ranged (1d8+3/x3, masterwork mighty composite longbow [+2 Str bonus] with +1 *arrows*); SA razor storm, rebuke undead 4/day; SQ cold resistance 5, DR 5/+1 (slashing and piercing weapons only), fire resistance 5, immunities, outsider traits; AL LN; SV Fort +10, Ref +3, Will +7; Str 15, Dex 10, Con 14, Int 10, Wis 14, Cha 12.

Skills and Feats: Climb +2, Concentration +8, Craft (weaponsmithing) +4, Jump +2; Blind-Fight, Combat Casting, Exotic Weapon Proficiency (bastard sword), Improved Initiative, Weapon Focus (bastard sword), Weapon Specialization (bastard sword).

Spells Prepared (4/4/3; save DC 12 + spell level): 0—*cure minor wounds* (2), *detect magic, resistance*; 1st—*bless, cure light wounds, protection from chaos**, *shield of faith*; 2nd—*bull's strength, calm emotions**, *spiritual weapon*.

*Domain spell. Deity: None. Domains: Destruction (smite 1/day), Law (cast law spells at +1 caster level).

Razor Storm (Ex): Once per day, Alkeone can expel shrapnel-like bits of her skin in a 15-foot cone, dealing 2d6 points of piercing damage to any creature in the area. A Reflex save (DC 12) halves the damage. After this attack, her natural armor bonus drops to +2 (it's normally +4) for 24 hours. Alkeone cannot use this ability while wearing armor.

Immunities: Alkeone is immune to acid, and she takes no damage from rust attacks despite her metallic hide.

Outsider Traits: Alkeone has darkvision (60-foot radius). She cannot be raised or resurrected (though a *wish* or *miracle* spell can restore life).

Possessions: +1 full plate armor, +1 large steel shield, +1 bastard sword, masterwork mighty composite longbow (+2 Str bonus), 20 +1 arrows, quiver, *cloak of resistance* +1, *potion of fly*, *potion of spider climb*, scroll of *silence*, scroll of *heal*, *wand of cure light wounds* (34 charges).

Encounters

The PCs are most likely to encounter Alkeone when she is temporarily in the service of some warlord or general. Alternatively, she and her companions may come forward when the PCs seek skilled smiths or mercenaries for some undertaking of their own. Or they might simply encounter Alkeone's company of three to six bladelings (including herself) camped by the side of a road.

Tactics

Alkeone is not suicidal, but she prefers death to dishonor. If insulted or provoked, she and her comrades attack. Her companions use their tanglefoot bags to immobilize the most dangerous looking foes, then loose their razor storms. (Alkeone's armor prevents her from using her razor storm ability.) When possible, Alkeone assists her group with a *bless* spell and *bull's strength* on herself before battle. Once in combat, she

uses *spiritual weapon* (which takes the form of a bastard sword) on an enemy spellcaster while she joins any melee that develops.

✦ **Bladeling** (2–5): CR1; Medium-size outsider (lawful); HD 1d8; hp 4; Init +5; Spd 30 ft.; AC 15, touch 11, flat-footed 14; Atk +1 melee (1d6, claw), or +1 melee (1d8/19–20, longsword); SA razor storm; SQ cold resistance 5, DR 5/+1 (slashing and piercing weapons only), fire resistance 5, immunities, outsider traits; AL LN; SV Fort +2, Ref +3, Will +2; Str 11, Dex 13, Con 11, Int 10, Wis 10, Cha 10.

Skills and Feats: Craft (weaponsmithing) +4, Jump +4; Improved Initiative.

Razor Storm (Ex): Once per day, a bladeling can expel shrapnel-like bits of its skin in a 15-foot cone, dealing 2d6 points of piercing damage to any creature in the area. A Reflex save (DC 10) halves the damage. After this attack, the bladeling's natural armor bonus drops to +2 (it's normally +4) for 24 hours.

Immunities: A bladeling is immune to acid, and it takes no damage from rust attacks despite its metallic hide.

Outsider Traits: Darkvision 60 ft.; cannot be raised or resurrected (though a *wish* or *miracle* spell can restore life).

Possessions: Tanglefoot bag, two flasks of acid.

MASCINAWI— BRAXAT RANGER

Braxats love capturing “inferior” beings—in other words, just about anything that is not a braxat. They torture and eventually eat their captives. Mascinawi leads a particularly vicious gang of braxat hunters.

✦ **Mascinawi, Braxat Rgr2:** CR9; Large monstrous humanoid; HD 10d8+60 plus 2d10+12; hp 128; Init +3; Spd 30 ft.; AC 26, touch 13, flat-footed 23; Atk +17/+17/+12/+7 melee (1d6+7/15–20, +1 *speed scimitar*) and +17 melee (1d6+4/15–20, +1 *wounding scimitar*) and +12 melee (1d8+3, gore), or +16/+11/+6 ranged (2d6+5/x3, Huge masterwork mighty composite longbow [+5 Str bonus] with masterwork arrows); SA breath weapon, *mind blast*, psionics, spell-like abilities; SQ darkvision 60 ft., DR 10/+1, favored enemy (humans +1), telepathy; AL NE; SV Fort +12, Ref +10, Will +10; Str 22, Dex 16, Con 22, Int 15, Wis 12, Cha 9.

Skills and Feats: Hide +14, Intimidate +8, Jump +10, Listen +12, Move Silently +8, Spot +18, Wilderness Lore +10; Expertise, Improved Bull Rush, Improved Critical (scimitar), Improved Disarm, Improved Trip, Iron Will, Power Attack, Track, Weapon Focus (scimitar).

Breath Weapon (Su): Mascinawi can breathe a 30-foot-long cone of cold for 3d8 points of cold damage (Reflex save, DC 21 for half). Once she has used her breath weapon, she must wait 1d4 rounds before she can do so again.

Mind Blast (Sp): This mind-numbing blast extends from Mascinawi in a 30-foot-long cone. Anyone caught in the area must succeed at a Will save (DC 14) or be stunned for 3d4 rounds. (When using the *Psionics Handbook*, replace this ability with the *mind blast* attack mode.)

Psionics (Sp): At will—*dimension door*, *mind blank*. Caster (or manifester) level 8th; save DC 9 + spell level.

Attack/Defense Modes: *mind thrust*, *mind blast/thought shield*, *empty mind*.

Spell-Like Abilities (Sp): At will—*blink*; 1/day—*confusion*, *feblemind*. Caster level 8th; save DC 9 + spell level.

Favored Enemy: Mascinawi has selected humans as a favored enemy. She gains a +1 bonus on her Bluff, Listen, Sense Motive, Spot, and Wilderness Lore checks when using these skills against this type of creature. She gets the same bonus to weapon damage rolls against creatures of this type. She also gets the damage bonus with ranged weapons if the target is within 30 feet. The bonus doesn't apply to damage against creatures immune to critical hits.

Telepathy (Su): Mascinawi can communicate telepathically with any creature within 1 mile that has a language.

Possessions: +2 studded leather armor, +1 speed scimitar, +1 wounding scimitar, Huge masterwork mighty composite longbow (+5 Str bonus), quiver with 20 masterwork arrows, *bag of holding* (type 1), *cloak of elvenkind*, *eyes of the eagle*, two *potions of cure moderate wounds*, *potion of alter self*, *potion of invisibility*, *potion of sneaking*, +1 ring of protection.

Encounters

Mascinawi always travels with a gang of three to six braxats (including herself). She does most of the scouting for the group, using her tracking and stealth skills to stalk prey unseen until her companions can get into position for an attack. She does not deign to speak with

inferior beings. If seen, she usually retreats right away, unless she thinks she can defeat the foe quickly.

Tactics

Mascinawi typically stalks her prey for two or three days and nights. During the day, she shadows their footsteps, leaving behind trail signs for her companions to find and follow. At night she lurks nearby, observing and noting the foe's routines.

Once she has learned all she can, Mascinawi directs her gang to attack, usually in the dead of night. The braxats prepare by using *mind blank* on themselves, then using *dimension door* to surround the foe and get close enough for their initial attacks. During the initial attack, one braxat uses a *mind blast*, one uses *confusion*, and one uses *feblemind* on a previously identified spellcaster. Any additional braxats use their breath weapons. Thereafter, they quickly try to eliminate anyone not incapacitated in the initial attack.

Braxat: CR9; Large monstrous humanoid; HD 10d8+50; hp 95; Init +1; Spd 30 ft.; AC 21, touch 10, flat-footed 20; Atk +17/+12 melee (2d6+7, Huge +1 greatclub) and +10 melee (1d8+3, gore), or +8/+3 ranged (2d6+6/x3, Huge masterwork mighty composite longbow [+6 Str bonus] with masterwork arrows); SA breath weapon, *mind blast*, psionics, spell-like abilities; SQ darkvision 60 ft., DR 10/+1, telepathy; AL NE; SV Fort +8, Ref +8, Will +10; Str 23, Dex 12, Con 20, Int 15, Wis 12, Cha 11.

Skills and Feats: Hide -3, Intimidate +9, Jump +11, Listen +12, Spot +13, Wilderness Lore +10; Expertise, Improved Bull Rush, Improved Disarm, Improved Trip, Iron Will, Power Attack, Weapon Focus (greatclub).

Breath Weapon (Su): A braxat can breathe a 30-foot-long cone of cold for 3d8 points of cold damage (Reflex save, DC 20 for half). Once it has used its breath weapon, the creature must wait 1d4 rounds before it can do so again.

Mind Blast (Sp): This mind-numbing blast extends from the braxat in a 30-foot-long cone. Anyone caught in the area must succeed at a Will save (DC 15) or be stunned for 3d4 rounds. (When using the *Psionics Handbook*, replace this ability with the *mind blast* attack mode.)

Psionics (Sp): At will—*dimension door*, *mind blank*. Caster (or manifester) level 8th; save DC 10 + spell level. *Attack/Defense Modes:* *mind thrust*, *mind blast/thought shield*, *empty mind*.

Spell-Like Abilities (Sp): At will—*blink*; 1/day—*confusion*, *feeblemind*. Caster level 8th; save DC 10 + spell level.

Telepathy (Su): A braxat can communicate telepathically with any creature within 1 mile that has a language.

Possessions: masterwork studded leather armor, Huge masterwork mighty composite longbow (+6 Str bonus), quiver with 20 masterwork arrows, two *potions of cure moderate wounds*, *potion of alter self*, *potion of invisibility*, *potion of sneaking*, two *potions of haste*.

PHALAC— GLIMMERSKIN FIGHTER

Glimmerskins live for battle and glory, but they are incorporeal and require corporeal hosts in order to experience what they consider true battle. Phalac is a typical example of the species, if a little more experienced than most.

☛ **Phalac, Glimmerskin Ftr5:** CR13; Medium-size outsider (incorporeal); HD 12d8+24 plus 5d10+10; hp 115; Init +1; Spd 50 ft.; AC 13, touch 13, flat-footed 12; Atk +18 melee touch (0, incorporeal touch); SA energy touch; SQ DR 5/+1, heroic bond, incorporeal subtype, outsider traits, *plane shift*, SR 15, telepathy; AL N; SV Fort +14, Ref +10, Will +12; Str –, Dex 13, Con 14, Int 14, Wis 17, Cha 14.

Skills and Feats: Bluff +18, Diplomacy +17, Hide +6, Intimidate +7, Knowledge (arcana) +17, Knowledge (planes) +17, Search +19, Sense Motive +20, Spot +20; Blind-Fight, Cleave, Combat Reflexes, Dodge, Expertise, Great Cleave, Power Attack, Sunder.

Energy Touch (Su): Phalac's positively energized touch heals a target of 5 points of damage per round or grants 5 additional temporary hit points per round to a creature already at full hit points. These temporary hit points fade 1d6 rounds after the creature ceases physical contact with Phalac. However, this benefit has an unfortunate side effect. For each round that its hit points (including temporary ones) exceed its normal hit point total, the target creature must make a successful Fortitude save (DC 18) or explode in a 20-foot burst of radiant energy. Each creature caught in the blast (including the target) takes damage equal to 2d6 points + the number of excess hit points the target had at the time. A Reflex save (DC 18) reduces the damage by half. Phalac's host (see below) automatically benefits from

the additional hit points but is allowed no saving throw to reduce the damage from the blast. Phalac rarely informs his hosts of this side effect.

Heroic Bond (Su): Phalac can envelop and bond to a host. A bonded host gains a +4 bonus on melee attack rolls, a +2 armor bonus to AC and access to Phalac's feats (if he or she meets the prerequisites for those feats). Additionally, a host who can turn undead gains a +5 bonus on the roll to determine Hit Dice affected. In exchange for these benefits, the host shares half of any earned experience points with the glimmerskin. Spells that protect against Positive Energy Plane effects prevent Phalac from bonding to a host.

Incorporeal Subtype: Phalac can be harmed only by other incorporeal creatures, +1 or better magic weapons, spells, spell-like abilities, and supernatural abilities. He enjoys a 50% chance to ignore any damage from a corporeal source, except for force effects or attacks made with *ghost touch* weapons. Phalac can pass through solid objects, but not force effects, at will. Phalac's attacks ignore natural armor, armor, and shields, but deflection bonuses and force effects work normally against them. Phalac always moves silently and cannot be heard with Listen checks if he doesn't wish to be.

Plane Shift (Sp): Phalac can use *plane shift* at will. Caster level 12th; Will save DC 17.

Telepathy (Su): Phalac can communicate telepathically with any creature within 100 feet that has a language.

Feats: Phalac's Cleave, Great Cleave, Power Attack, and Sunder feats become usable only when he is bonded with a host whose Strength score is at least 13.

Encounters

Phalac is a loner. He tirelessly explores dungeons, cities, nations at war, and other places where he thinks fights or battles might develop. He makes good use of his incorporeality to scout out the local terrain and learn the location of potential foes.

Tactics

Once Phalac determines that a fight might be at hand, he selects a physically powerful being to serve as a host and approaches, offering to lead the host to a potential foe. Phalac is not too picky about who he chooses to aid—he's just as likely to join the PCs' foes as aid the characters themselves. If the selected host takes the bait, Phalac insists on bonding with the host. Though always eager to fight, Phalac never forces a

bond on a host. If refused, Phalac leaves and goes directly to the enemy camp,

Once in battle, Phalac prefers to challenge the toughest melee opponent on the opposing side. If Phalac's host dies, he likely bonds with the victor and continues the fight.

FRASHREI— LOXO WIZARD

The seminomadic loxos are seldom aggressive or warlike, but they also do not hesitate to protect their own. Frashrei is a herd wizard. He provides magical protection for his people and performs sundry magical services, such as finding lost objects.

🦋 **Frashrei, Loxo Abj6:** CR2; Large monstrous humanoid; HD 5d8+5 plus 6d4+6; hp 48; Init +5; Spd 30 ft.; AC 16, touch 11, flat-footed 15; Atk +10 melee (1d6+3, 2 slams), or +10/+5 melee (2d8+4, Huge morningstar) and +5 melee (1d6+1, 2 slams), or +10 ranged (2d8/19–20, Large masterwork light crossbow with masterwork crossbow bolts); Face/Reach 5 ft. x 5 ft./10 ft.; SA berserk rage, trample (1d8+4); SQ dark-vision 60 ft., familiar benefits, hawk familiar; AL N; SV Fort +5, Ref +10, Will +10; Str 17, Dex 12, Con 13, Int 13, Wis 11, Cha 8.

Skills and Feats: Climb +5, Concentration +9, Hide –3, Knowledge (arcana) +6, Listen +10, Spellcraft +8, Spot +10, Wilderness Lore +8; Alertness, Brew Potion, Combat Casting, Improved Initiative, Lightning Reflexes, Power Attack, Scribe Scroll.

Berserk Rage (Ex): If Frashrei sees a herd member killed or incapacitated, he flies into a berserk rage. For 6 rounds, he gains a +4 bonus to Strength, a +4 bonus to Constitution, and a +2 morale bonus on Will saves, but takes a –2 penalty to Armor Class. The following changes remain in effect as long as the berserk rage lasts: HD 5d8+15 plus 6d4+18; hp 60; AC 14, touch 9, flat-footed 13; Atk +12 melee (1d6+5, 2 slams), or +12/+7 melee (2d8+7, Huge morningstar) and +7 melee (1d6+2, 2 slams); trample (1d8+7, trample save DC 17); SV Fort +7, Ref +10, Will +12; Str 21, Con 17; Climb +7. After the berserk rage ends, Frashrei is fatigued (–2 penalty to Strength, –2 penalty to Constitution, can't charge or run) until the end of the encounter.

Trample (Ex): As a standard action during his turn each round, Frashrei can trample opponents at least

one size category smaller than himself. This attack deals 1d8+4 points of bludgeoning damage. A trampled opponent can attempt either an attack of opportunity at a –4 penalty or a Reflex save (DC 15) for half damage.

Familiar Benefits: Frashrei has an empathic link with his familiar to a distance of 1 mile. He can share spells with familiar and use his familiar to deliver touch spells.

Wizard Spells Prepared: (5/5/4/3; save DC 11 + spell level): 0—*dancing lights*, *detect magic* (2), *mage hand*, *mending*; 1st—*comprehend languages*, *endure elements*, *expeditious retreat*, *shatter*, *shield*; 2nd—*bull's strength*, *protection from arrows*, *see invisibility*, *summon swarm*; 3rd—*dispel magic*, *haste*, *suggestion*.

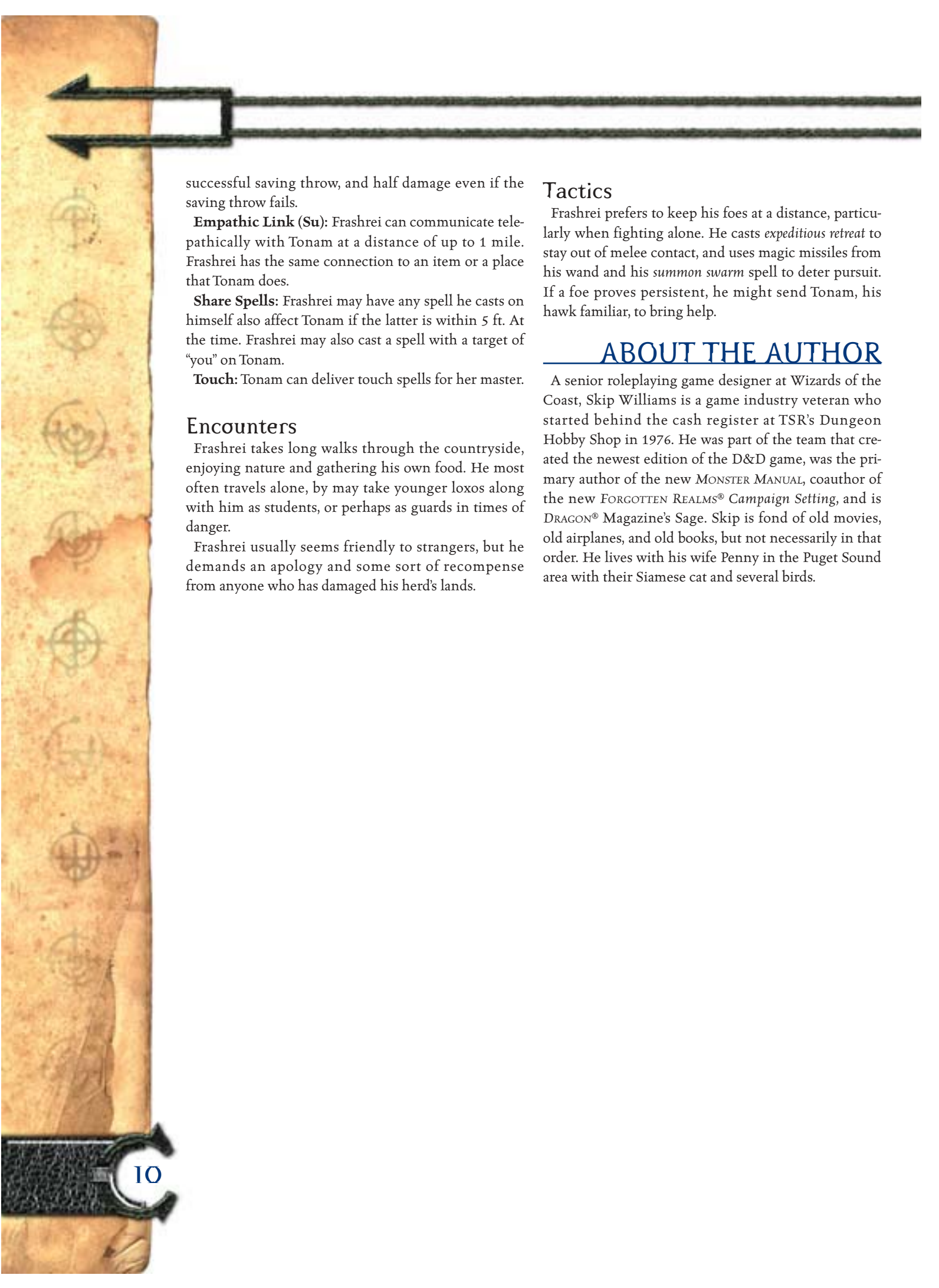
Spellbook: 0—*arcane mark*, *dancing lights*, *daze*, *detect magic*, *detect poison*, *disrupt undead*, *flare*, *light*, *mage hand*, *mending*, *open/close*, *prestidigitation*; 1st—*alarm*, *comprehend languages*, *detect undead*, *endure elements*, *expeditious retreat*, *hold portal*, *magic missile*, *magic weapon*, *shatter*, *shield*; 2nd—*arcane lock*, *bull's strength*, *cat's grace*, *locate object*, *obscure object*, *protection from arrows*, *resist elements*, *see invisibility*, *summon swarm*; 3rd—*clairaudience/clairvoyance*, *dispel magic*, *explosive runes*, *haste*, *nondetection*, *protection from elements*, *suggestion*.

Possessions: Huge morningstar, Large masterwork light crossbow, 10 masterwork bolts, *bracers of armor* +1, *cloak of resistance* +1, collecting basket, knife, masterwork light crossbow, *potion of cure light wounds*, *potion of haste*, *ring of protection* +1, scroll of *displacement*, scroll of *lightning bolt*, scroll of *dispel magic* (7th-level caster), tinderbox, *wand of magic missile* (9th-level caster, 35 charges), two waterskins (full).

🦋 **Tonam, Frashrei's Hawk Familiar:** CR —; Tiny magical beast; HD 1d8 (effective 6d8); hp 24; Init +3; Spd 10 ft., fly 60 ft. (average); AC 20, touch 15, flat-footed 17; Atk +11 melee (1d4–2, claws); Face/Reach 2.5 ft. by 2.5 ft./0 ft.; SQ empathic link, improved evasion, share spells, touch; AL N; SV Fort +3, Ref +9, Will +11; Str 6, Dex 17, Con 10, Int 8, Wis 14, Cha 6.

Skills and Feats: Concentration +8, Hide +11, Knowledge (arcana) +4, Listen +10, Spellcraft +8, Spot +10, Wilderness Lore +10; Weapon Finesse (claw).

Improved Evasion (Ex): When Tonam is subjected to an attack that normally allows a Reflex saving throw for half damage, she takes no damage if she makes a



successful saving throw, and half damage even if the saving throw fails.

Empathic Link (Su): Frashrei can communicate telepathically with Tonam at a distance of up to 1 mile. Frashrei has the same connection to an item or a place that Tonam does.

Share Spells: Frashrei may have any spell he casts on himself also affect Tonam if the latter is within 5 ft. At the time. Frashrei may also cast a spell with a target of “you” on Tonam.

Touch: Tonam can deliver touch spells for her master.

Encounters

Frashrei takes long walks through the countryside, enjoying nature and gathering his own food. He most often travels alone, but may take younger loxos along with him as students, or perhaps as guards in times of danger.

Frashrei usually seems friendly to strangers, but he demands an apology and some sort of recompense from anyone who has damaged his herd's lands.

Tactics

Frashrei prefers to keep his foes at a distance, particularly when fighting alone. He casts *expeditious retreat* to stay out of melee contact, and uses magic missiles from his wand and his *summon swarm* spell to deter pursuit. If a foe proves persistent, he might send Tonam, his hawk familiar, to bring help.

ABOUT THE AUTHOR

A senior roleplaying game designer at Wizards of the Coast, Skip Williams is a game industry veteran who started behind the cash register at TSR's Dungeon Hobby Shop in 1976. He was part of the team that created the newest edition of the D&D game, was the primary author of the new *MONSTER MANUAL*, coauthor of the new *FORGOTTEN REALMS® Campaign Setting*, and is *DRAGON® Magazine's Sage*. Skip is fond of old movies, old airplanes, and old books, but not necessarily in that order. He lives with his wife Penny in the Puget Sound area with their Siamese cat and several birds.