



FIENDISH FUN

Sample fiends for use
with *Fiend Folio*

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Based on the original DUNGEONS & DRAGONS® game by E. Gary Gygax and Dave Arneson and on the new edition of the DUNGEONS & DRAGONS game designed by Jonathan Tweet, Monte Cook, Skip Williams, Rich Baker, and Peter Adkison.



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INTRODUCTION

The new *Fiend Folio* book has an emphasis on, logically enough, fiends: outsiders with the evil subtype. So great is this emphasis that the book even offers new ways to enhance the powers and abilities of such creatures, particularly as they pertain to their interactions with mortals.

The *Fiend Folio* offers three new prestige classes designed especially for fiends—the fiend of blasphemy, the fiend of corruption, and the fiend of possession. This article explores the application of those prestige classes by offering detailed statistics and brief histories for several fiends that have adopted them. Each prestige class is illustrated with two fiends, one from the *Monster Manual* and one from the *Fiend Folio*. These creatures are ready-to-use NPCs that you can drop into your campaign world wherever you need a real challenge for your players!

PREPARATION

You, the Dungeon Master (DM), need a copy of the *Player's Handbook*, the *DUNGEON MASTER's Guide*, and the *Monster Manual* to use this material. You may also want to have a copy of the *Fiend Folio* handy.


FIENDS OF BLASPHEMY

Fiends who belong to the fiend of blasphemy prestige class specialize in building cults of followers to spread their evil and gain new adherents for their patron deities. Those who swear a blood oath with such a fiend become its pawns for life.

G'NEETHU: GLABREZU FIEND OF BLASPHEMY

Because she spent considerable time in the service of the evil god Erythnul, G'neethu eventually chose to become a cleric of that foul deity. As a reward for her faithful service, Erythnul sent G'neethu to the Material Plane to gather cults in his name.

G'neethu delights in murder and wanton destruction — the more violent the better — and she has built several cults of Erythnul over the years. Her usual technique for acquiring new cultists is to disguise herself as a less threatening being and befriend a single individual, either by promising to rid the person of a troublesome enemy or through her *charm* ability. She then uses that person as a shield to identify especially angry and violent people in the community, whom she can



then encourage in their destructive tendencies. She promises her cultists power and wealth, and she usually succeeds in fulfilling those promises merely by directing the murderous tendencies of her cultists toward profitable targets.

G'neethu moves from place to place frequently, leaving her cultists in the hands of mortal clerics she has sponsored. She hopes to build a worldwide network of hidden cults of Erythnul that can one day be mobilized in a mass uprising.

At present, she is based in a series of natural caves near a large city. Her cultists there now number twelve, including one 10th-level human cleric. G'neethu plans to have her cultists kidnap the son of the leader of the merchant's guild and force him to swear the blood oath. If she succeeds, she will have access to all the financing her cult needs, as well as subtle leverage within the guild structure.

G'neethu: Female glabrezu Clr 2/Fiend of Blasphemy 6; CR 21; Huge outsider (chaotic, evil, extraplanar); HD 10d8+40 plus 2d8+8 plus 6d8+24; hp 153; Init +0; Spd 40 ft.; AC 42, touch 11, flat-footed 42; Atk +23 melee (2d6+10, 2 pincers) and +21 melee (1d3+5, 2 claws) and +21 melee (1d4+5, bite), or +26/+21/+16 melee (2d6+18, Huge +3 *unholy morningstar*), or +15 ranged (2d8+2/19–20, Huge +2 *heavy crossbow*); Face/Reach 15 ft./15 ft.; SA improved grab, kill cultist, rebuke undead 6/day, spell-like abilities, torture cultist; SQ blood oath, detect magic, DR 20/+2, immunities (electricity, poison), locate cultist, mind shielding, outsider traits, resistances (acid 10, cold 10, fire 10), *scry on cultist*, sponsor worshiper, SR 24, *summon tanar'ri*, telepathy, *transfer spell-like ability*, true seeing, undetectable alignment; AL CE; SV Fort +19, Ref +12, Will +20; Str 30, Dex 10, Con 19, Int 16, Wis 20, Cha 17.

Skills and Feats: Bluff +22, Concentration +23, Diplomacy +13, Disguise +13, Hide +0, Intimidate +18, Knowledge (religion) +16, Listen +26, Move Silently +8, Search +16, Sense Motive +24, Spellcraft +22, Spot +26, Blind-Fight, Cleave, Combat Casting, Leadership, Multiattack, Power Attack.

Improved Grab (Ex): If G'neethu hits a Large or smaller opponent with a pincer attack, she deals normal damage and attempts to start a grapple as a free action without provoking an attack of opportunity (grapple bonus +33). If she gets a hold, she has the option to conduct the grapple normally or simply use her pincers to hold the opponent (–20 penalty on grapple check, but G'neethu is not considered grappled). In either case, each successful grapple check she makes during successive rounds automatically deals pincer damage.

Kill Cultist (Su): G'neethu can kill those who have sworn her a blood oath if they displease her. Distance is not a factor, but G'neethu cannot kill a cultist who is on a different plane. The affected creature must make a Fortitude save (DC 19) or die. If the save is successful, the creature takes 3d6+6 points of damage. Kill cultist is a death effect.

Spell-Like Abilities: At will—*burning hands*, *chaos hammer*, *charm person*, *confusion*, *death knell*, *deeper darkness*, *desecrate*, *detect good*, *dispel magic*, *enlarge*, *mirror image*, *reverse gravity*, *shatter*, *unholy blight*. Caster level 10th; save DC 13 + spell level. At will—*teleport without error* (self plus 50 pounds of objects only). Caster level 12th. 7/day—*power word*, *stun*. Caster level 15th.

Torture Cultist (Su): G'neethu can inflict pain on those who have sworn her a blood oath. Distance is not a factor, but she cannot torture a cultist who is on a different plane. When she uses this ability, the target cultist suffers excruciating pain. The affected creature takes a –4 penalty on attack rolls, skill checks, and ability checks for 6 rounds. A successful Fortitude save (DC 19) lessens the penalty to –2.

Blood Oath (Su): G'neethu can perform a ritual of initiation that binds cult members to his service. The ritual forges a magical, mental bond between G'neethu and those mortals who participate. It requires one day of preparation, during which time G'neethu must meditate and ready a room in which the ritual will take place. The ritual itself lasts for 2 hours, plus an additional 10 minutes per mortal initiate. If either the preparation or the ritual is interrupted, the process is ruined and G'neethu must start again. Every creature in the room (and no more than 60 feet away from G'neethu) when the ritual begins or that enters that area during the ritual must make a Will save (DC 19) or be affected as if by an *enthrall* spell. A willing participant in the ritual takes a –4 penalty on this saving throw, while a hostile onlooker receives a +4 bonus. After the first 2 hours of the ritual, each initiate receives G'neethu's individual attention for 10 minutes, during which time the bond between the two is formed, and the creature becomes one of G'neethu's cultists. An initiate who wishes to resist the bond can attempt a Will saving throw (DC 24). Willing participants may voluntarily fail their saving throws. If an initiate makes a successful saving throw, G'neethu is aware that the bond was not properly formed, but this does not interrupt the ritual.

Detect Magic (Su): G'neethu continuously has a *detect magic* effect in operation (caster level 12th).



Locate Cultist (Su): G'neethu has a telepathic bond with each of her cultists. At will, she can generate an effect identical to that of a *locate creature* spell to sense the location of any creature that has sworn a blood oath with her.

Mind Shielding (Su): G'neethu is immune to the *detect thoughts* and *discern lies* spells.

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

Scry on Cultist (Sp): G'neethu can scry on any creature that has sworn her a blood oath, as if using the *scrying* spell. She cannot scry on cultists on other

planes. G'neethu can use this ability on any given cultist once per day, but there is no limit to how many cultists she can scry on in a day.

Sponsor Worshiper (Su):

G'neethu can channel spellcasting ability from Erythnul to mortals with levels in the cleric class. She can sponsor a cleric of up to 12th level, who receives access to the full complement of cleric spells as well as any two domains selected from those offered by Erythnul.

Summon Tanar'ri (Sp): Once per day, G'neethu can attempt to summon 4d10 dretches or 1d2 vrockcs with a 50% chance of success, or another glabrezu with a 20% chance of success.

Telepathy (Su): G'neethu can communicate telepathically with any creature within 100 feet that has a language (except dretches).

Transfer Spell-Like Ability (Sp): G'neethu can grant her cultists access to her spell-like abilities as though using the *imbue with spell-like ability* spell. She can give one creature that has sworn her a blood oath access to as many of her own spell-like abilities as she desires. The cultist can use each such ability once per day, with all variable characteristics (including caster level and save DC) determined as if G'neethu herself were using the ability. When she transfers a spell-like ability, G'neethu cannot use that

ability as often as usual. She can use an ability normally available at will only 4 times per day, and she loses one use per day from more limited abilities. G'neethu can bestow the same ability on multiple cultists or allow cultists to use the ability more than once per day, but in doing so she loses more of his own daily uses of the ability. For example, G'neethu can grant two of her cultists the ability to use *dispel magic* once per day, or grant a single cultist the ability to *dispel magic* twice per day, but she herself can then use *dispel magic* only three times per day (instead of at will) as long as the cultists retain their ability. G'neethu can revoke the transfer at any time as a free action. If the

cultist had already used the ability during the current day, it counts as if G'neethu had used it that day as well.

True Seeing (Su): G'neethu continuously has a *true seeing* effect active, as the divine version of the spell (caster level 12th).

Undetectable Alignment (Su): G'neethu's alignment is constantly concealed from all forms of divination as though with the *undetectable alignment* spell.

Cleric Spells Prepared (4/5; save DC 15 + spell level): 0—*detect magic, inflict minor wounds, read magic, resistance*; 1st—*bane, change self**; *entropic shield, inflict light wounds* (2).

Fiend of Blasphemy Spells Prepared (5/4/3/3; save DC 15 + spell level): 1st—*cause fear* (2), *command, protection from good**, *shield of faith*; 2nd—*bull's strength, darkness, desecrate**, *undetectable alignment*; 3rd—*bestow curse, dispel magic, nondetection**; 4th—*confusion**, *poison* (2); 5th—*dispel good**, *true seeing*.

*Domain spell. Deity: Erythnul. Domains: Evil (cast evil spells at +1 caster level), Trickery (Bluff, Disguise, and Hide are cleric class skills).

Possessions: +4 full plate armor, +3 unholy morningstar, +2 heavy crossbow, 20 bolts, *peripat of Wisdom* +4, *belt of giant strength* +4, *ring of protection* +3, *dust of disappearance*.

AGELLUS: WASTRILITH FIEND OF BLASPHEMY

Agellus also worships Erythnul, but his cults are made up of seafarers—pirates, for the most part. He hand-picks pirate crews from among his cultists and provides them with ships purchased with the income from past expeditions. All his ships fly the flag of the famous (and fictional) Jovar, but in reality there is no such person. Agellus has carefully nurtured the legend of Jovar and ensured that he received the credit (or blame) for the most vicious pirate attacks in all the seas. In Jovar's name, he and his cultists burn and wreck ships of every nation, just for the fun of it. Though Agellus travels with his ships occasionally, he never reveals his presence except to the captains and other trusted members of the crew.

Agellus is a canny operator; he plans to control the seas through his cults, bringing terror to the shipping lanes and extorting money not only from human cities, but also from undersea dwellers who fear his cultists. He prefers to collect his protection money and treasure in the form of statues and jewelry that he gleefully melts down to misshapen lumps of metal for the sheer joy of destroying a beautiful object.

Agellus is presently based on an island in a chain just off the coast of a large continent. Several coastal

cities provide him with more than enough shipping to raid. He has been careful thus far not to raid any one merchant's shipping so much that the merchant goes out of business; that would be detrimental to his plans.


Agellus: Male wastrilith Rog 3/Fiend of Blasphemy 2; CR 22; Huge outsider (aquatic, chaotic, evil, extraplanar); HD 15d8+60 plus 3d6+12 plus 2d8+8; hp 166; Init +9; Spd 30 ft., swim 80 ft.; AC 20, touch 13, flat-footed 20; Atk +25 melee (2d6+9, bite) and +20 melee (2d4+4, 2 claws), or +28/+23/+18/+13 melee (2d8+16/19–20, Huge +3 vorpal longsword) and +20 melee (2d6+4, bite), or +24 ranged (2d8+3/19–20, Huge +3 distance heavy crossbow); Face/Reach 15 ft./15 ft.; SA breath weapon (cone of boiling water), rebuke undead 7/day, sneak attack +2d6, spell-like abilities; SQ blood oath, break summoning, evasion, fire vulnerability, immunities (cold, water), locate cultist, outsider traits, SR 20, telepathy, *transfer spell-like ability*, traps, uncanny dodge (Dex bonus to AC), undetectable alignment, water mastery; AL CE; SV Fort +21, Ref +26, Will +21; Str 29, Dex 20, Con 19, Int 14, Wis 14, Cha 19.

Skills and Feats: Balance +12, Bluff +18, Concentration +26, Diplomacy +20, Disguise +4 (+6 when acting), Escape Artist +19, Hide +11, Intimidate +28, Jump +11, Knowledge (arcana) +15, Knowledge (religion) +12, Knowledge (the planes) +15, Listen +16, Move Silently +19, Spellcraft +18, Spot +16, Survival +2 (+4 on other planes), Swim +31, Tumble +10; Combat Reflexes, Dodge, Improved Initiative, Iron Will, Leadership, Lightning Reflexes, Mobility.

Breath Weapon (Su): Once every 1d4 rounds, Agellus can breathe a 60-foot cone of boiling water. Every creature in the area takes 3d10 points of damage (Reflex DC 21 half).

Spell-Like Abilities: At will—*blasphemy, control water, deeper darkness, desecrate, detect good, detect law, fear, greater dispelling, read magic, suggestion, telekinesis, teleport without error* (self plus 50 pounds of objects only), *tongues* (self only), *unhallow, unholy blight, wall of ice*; 3/day—*symbol* (any), *unholy aura*. Caster level 15th; save DC 14 + spell level. Three times per day, a wastrilith can use *summon monster IX*. Caster level 17th. It can only summon aquatic and water-based creatures, such as fiendish sharks or squids and water elementals.

Blood Oath (Su): Agellus can perform a ritual of initiation that binds cult members to his service. The ritual forges a magical, mental bond between Agellus and those mortals who participate. It requires one day of preparation, during which time Agellus must meditate and ready a room in which the ritual will take place. The ritual itself lasts for 2 hours, plus an



additional 10 minutes per mortal initiate. If either the preparation or the ritual is interrupted, the process is ruined and Agellus must start again. Every creature in the room (and no more than 60 feet away from Agellus) when the ritual begins or that enters that area during the ritual must make a Will save (DC 21) or be affected as if by an enthrall spell. A willing participant in the ritual takes a -4 penalty on this saving throw, while a hostile onlooker receives a +4 bonus. After the first 2 hours of the ritual, each initiate receives Agellus's individual attention for 10 minutes, during which time the bond between the two is formed, and the creature becomes one of Agellus's cultists. An initiate who wishes to resist the bond can attempt a Will saving throw (DC 21). Willing participants may voluntarily fail their saving throws. If an initiate makes a successful saving throw, Agellus is aware that the bond was not properly formed, but this does not interrupt the ritual.

Break Summoning (Ex): If summoned via a *summon monster* spell, a wastrilith can make an opposed Wisdom check to break free of the summoning. If it succeeds, it then goes on a rampage, attacking the summoner.

Evasion (Ex): If exposed to any effect that normally allows a character to attempt a Reflex saving throw for half damage, she takes no damage with a successful saving throw.

Locate Cultist (Su): Agellus has a telepathic bond with each of his cultists. At will, he can generate an effect identical to that of a *locate creature* spell to sense the location of any creature that has sworn a blood oath with him.

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

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

Transfer Spell-Like Ability (Sp): Agellus can grant his cultists access to his spell-like abilities as though using the *imbue with spell-like ability* spell. He can give one creature that has sworn him a blood oath access to as many of his own spell-like abilities as he desires. The cultist can use each such ability once per day, with all variable characteristics (including caster level and save DC) determined as if Agellus himself were using the ability. When he transfers a spell-like ability, Agellus cannot use that ability as often as usual. He can use an ability normally available at will only 4 times per day, and he loses one use per day from more limited abilities. Agellus can bestow the same ability on multiple

cultists or allow cultists to use the ability more than once per day, but in doing so he loses more of his own daily uses of the ability. For example, Agellus can grant two of his cultists the ability to use *dispel magic* once per day, or grant a single cultist the ability to *dispel magic* twice per day, but he himself can then use *dispel magic* only three times per day (instead of at will) as long as the cultists retain their ability. Agellus can revoke the transfer at any time as a free action. If the cultist had already used the ability during the current day, it counts as if Agellus had used it that day as well.

Undetectable Alignment (Su): Agellus's alignment is constantly concealed from all forms of divination as though with the *undetectable alignment* spell.

Water Mastery (Ex): A wastrilith gains a +1 bonus on its attack and damage rolls if its opponent is touching water.

Fiend of Blasphemy Spells Prepared (3/2; save DC 12 + spell level): 1st—*bane, cause fear, protection from good**; 2nd—*hold person, shatter**.

*Domain spell. Deity: Erythnul. Domains: Chaos (cast chaos spells at +1 caster level), Evil (cast evil spells at +1 caster level).

Possessions: *Bracers of armor +7, +3 vorpal longsword, +3 distance heavy crossbow, cloak of resistance +4, gloves of Dexterity +2, potion of Wisdom.*

FIENDS OF CORRUPTION

Fiends of corruption specialize in tempting mortals to evil. They use their powers to grant favors to mortals to create a dependence, then twist and corrupt their victims and lead them to evil.

DELORATH: ERINYES FIEND OF CORRUPTION

Delorath has been plying her fiendish trade on the Material Plane for several decades. Her specialty is the corruption of young male aristocrats and the occasional adventurer. She often poses as a young noble or widow in search of excitement to create an illicit and dangerous atmosphere for her seductions.

Once her victims are involved with her, she subtly encourages them to take risks and commit crimes on her behalf. When they do so, she acts surprised and begins hinting that she might tell on them. This leverage allows her to steer her victims toward even more outrageous acts to keep her favor and avoid discovery.

Delorath has also been known to take the role of a taciturn adventurer, most often a rogue or fighter, who resists advances from men. By playing “hard to get,” she

gains the attention of male adventurers who like a challenge. She often uses her *geas* power to send them on quests that will take them further into the path of temptation. In particularly difficult cases, she even impersonates the wives of important men and leads them down the path of iniquity.

Delorath: Female erinyes Rog 2/Fiend of Corruption 6; CR 15; Medium-size outsider (evil, extraplanar, lawful); HD 6d8+6 plus 2d6+2 plus 6d6+6; hp 75; Init +2; Spd 30 ft., fly 50 ft. (average); AC 28, touch 13, flat-footed 26; Atk +14/+9/+4 melee (1d8+3/19–20, +1 wounding longsword or 1d4+3 plus poison/19–20, dagger of venom), or +15/+10/+5 ranged (1d8+2/19–20, masterwork mighty (+2) longbow with masterwork arrows), or +13 ranged (entangle, rope); SA dominate person, *geas*, *mark of justice*, rope entangle, sneak attack +1d6, spell-like abilities, *suggestion*, temptation; SQ alternate form, DR 10/+1, evasion, fiend's favor, fiendish graft, *grant wish*, immunities (fire, poison), *major creation*, mind shielding, outsider traits, resistances (acid 10, cold 10), see in darkness, soul bargain, SR 18, *summon baatezu*, telepathy, tongues, traps; AL LE; SV Fort +11, Ref +15, Will +12; Str 14, Dex 15, Con 13, Int 14, Wis 14, Cha 22.

Skills and Feats: Bluff +24, Concentration +10, Diplomacy +16, Disguise +25 (+27 when acting), Escape Artist +10, Hide +13, Intimidate +8, Listen +13, Move Silently +23, Search +10, Sense Motive +12, Spot +13, Use Rope +6; Dodge, Expertise, Mobility, Skill Focus (Bluff), Skill Focus (Disguise).

Dominate Person (Su): Delorath can dominate a humanoid creature with a look. This is not a gaze attack, and the target need not meet her eye. This ability has a range of 60 feet; an affected opponent must succeed at a Will save (DC 19) or become utterly loyal to Delorath. The victim will do anything to protect Delorath, even if that means slaying his or her companions or facing certain death. The ability is otherwise similar to a *dominate person* spell (caster level 8th).

Geas (Sp): Delorath can use *geas/quest* once per day.

Mark of Justice (Sp): Delorath can use *mark of justice* once per day to cement a good person's descent into evil. Once her victim is living an immoral life, she uses *mark of justice* to ensure that he does not return to his old ways or seek atonement. She generally hides her mark in a location that is not obvious.

Rope Entangle (Ex): Delorath carries a stout rope some 50 feet long that entangles opponents of any size as an *animate rope* spell (caster level 16th). She can hurl the rope 30 feet with no range penalty.

Spell-Like Abilities: At will—*animate dead*, *charm monster*, *desecrate*, *invisibility* (self only), *magic circle*

against good (self only), *major image*, *polymorph self*, *produce flame*, *see invisibility*, *suggestion*, *unholy blight*. Caster level 8th; save DC 16 + spell level. At will—*teleport without error* (self plus 50 pounds of objects only). Caster level 12th.

Suggestion (Sp): Delorath can use *suggestion* (caster level 6th; save DC 21) three times per day. A target that is currently under the influence of Delorath's *charm monster* or *dominate person* takes a –2 penalty on the saving throw.

Temptation (Su): Delorath can offer good creatures the opportunity to change their alignment to evil. This works like the redemption or temptation function of the *atonement* spell, and she can use this ability whenever the opportunity arises.

Alternate Form (Su): Delorath can assume any humanoid form of Small to Large size as a standard action. This ability is similar to the *polymorph self* spell but allows only humanoid forms. While using this ability, she gains a +10 circumstance bonus on Disguise checks.

Evasion (Ex): If exposed to any effect that normally allows a character to attempt a Reflex saving throw for half damage, she takes no damage with a successful saving throw.

Fiend's Favor (Su): Once per day, Delorath can grant a touched creature a +3 bonus to one of the creature's ability scores. This bonus stacks with any other bonus the creature may already have and lasts for one day. When the effect expires, the creature takes a –3 penalty to the same ability score for the next day. Another application of fiend's favor not only negates the penalty, but restores the full bonus.

Fiendish Graft (Su): Once per month, Delorath can bestow a fiendish graft or symbiont on a willing mortal.

Grant Wish (Sp): Delorath can grant a wish to a mortal (not an elemental, outsider, or nonliving creature) once per day. Using this ability costs her experience points as if she were casting a *wish* spell.

Major Creation (Sp): Delorath can use *major creation* three times per day (caster level 6th).

Mind Shielding (Su): Delorath is completely immune to *detect thoughts*, *discern lies*, and any attempt to magically discern her alignment.

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

See in Darkness (Su): Delorath can see perfectly in darkness of any kind, even that created by a *deeper darkness* spell.

Soul Bargain (Su): Delorath can enter a binding agreement with a mortal, at the cost of the mortal's soul. The mortal victim must enter into the soul bargain willingly. Upon the mortal's death (by any means), his soul is transferred to a gem (prepared as with the *soul bind* spell when the bargain is forged), even if the gem and the mortal are not on the same plane at the time. The bargain requires 1 hour to complete, and it is utterly inviolable once forged. The only way to escape a soul bargain is to recover the gem after the mortal's death and break it, freeing his soul and allowing him to be restored to life through the normal means.

Summon Baatezu (Sp): Once per day, Delorath can attempt to summon 2d10 lemures with a 50% chance of success, or 1d4 barbezu with a 35% chance of success.

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

Tongues (Su): Delorath has a permanent *tongues* ability as the spell (caster level 12th).

Possessions: +2 *silent moves leather armor*, +1 *buckler, dagger of venom*, +1 *wounding longsword*, masterwork mighty composite longbow (+2 Str bonus), twenty masterwork arrows, quiver, *ring of protection +1*, *cloak of Charisma +2*, *potion of cure moderate wounds*, 50-foot silk rope.

SHAANYRA: PAELIRYON FIEND OF CORRUPTION

Like others of her kind, Shaanyra prefers to run her evil operations from behind the scenes. When a key mortal targeted for corruption resists the efforts of her agents, however, she sometimes takes a personal hand in the matter. Shaanyra usually poses as a courtesan or a pampered young woman, but her air of control occasionally makes her seem out of place with her disguises. Accustomed to being in charge, Shaanyra has to concentrate to appear simpering and helpless. Still, some men take her preoccupied air as a challenge.

Shaanyra doesn't enjoy the things that most mortals find pleasant. In particular, she hates sunshine and finds sentiments such as love, courage, and self-sacrifice disgusting. She thus does her best to persuade those under her influence to turn their backs on such feelings and embrace the darker side of themselves. Where there is love, she works to turn it into hate; where there is courage, she tries to convert it to self-interest.


Presently, Shaanyra is personally handling the corruption of the new ruler of a small region that recently won its freedom from overlords who had enslaved its people. The downfall of this small nation will inhibit the cause of freedom in the land for years to come.

Shaanyra: Female paeliryon Fiend of Blasphemy 2; CR 24; Huge outsider (evil, extraplanar, lawful); HD 18d8+90 plus 2d6+10; hp 188; Init +3; Spd 40 ft., burrow 20 ft., fly 100 ft. (poor); AC 36, touch 16, flat-footed 33; Atk +27 melee (2d6+10/17–20/x3, 2 fingernails) and +25 melee (2d8+5, bite); Face/Reach 15 ft./10 ft.; SA belittle, deform, fingernails, intoxicating scent, spell-like abilities, suggestion; SQ alternate form, augmented critical, DR 20/+3, fiend's favor, immunities (fire, poison), mind shielding, outsider traits, resistances (acid 20, cold 20), scent, see in darkness, see invisibility, SR 32, *summon baatezu*, telepathy, tongues; AL LE; SV Fort +19, Ref +17, Will +19; Str 30, Dex 16, Con 20, Int 18, Wis 21, Cha 21.

Skills and Feats: Bluff +23, Concentration +23, Diplomacy +9, Disguise +23, Forgery +22, Gather Information +27, Hide +13, Intimidate +25, Knowledge (arcana) +22, Knowledge (local) +24, Knowledge (the planes) +22, Listen +29, Move Silently +21, Search +8, Sense Motive +23, Spot +29, Survival+5; Alertness, Hover, Improved Critical (fingernail), Multiattack, Quicken Spell-like Ability, Skill Focus (Gather Information), Skill Focus (Knowledge [local]).

Belittle (Ex): As a standard action, Shaanyra can belittle creatures by hurling insults and epithets that





seem to strike at the heart of her foes' insecurities. This is a mind-affecting effect that originates from Shaanyra and extends outward in a 60-foot cone. Each opponent within the cone must make a successful Will save (DC 24) or be stunned for 1 round. Anyone who succeeds on the save but remains within the cone must continue to save each round that Shaanyra continues to belittle. After being stunned, an opponent becomes shaken for 3d4 rounds, though he or she cannot be stunned again by Shaanyra for one day.

Deform (Su): Shaanyra can twist and deform victims struck by her fingernails. Anyone so struck must make a Fortitude save (DC 24). Success indicates that the victim takes only normal fingernail damage. Failure indicates that the victim takes 1d4 points of temporary Charisma damage in addition to normal damage.

Fingernails (Ex): Shaanyra's fingernails are her deadliest weapon. She can extend them from her hands, which enables her to attack foes up to 30 feet away with them as if she had 30-foot reach. Those struck by Shaanyra's fingernails may fall prey to her deform special attack, as well as take normal damage. Shaanyra can extend or retract her fingernails at will as a free action.

Intoxicating Scent (Su): Any creature that comes within 30 feet of Shaanyra must make a successful Will save (DC 24) or be intoxicated by her pernicious aura. This ability works like a *mind fog* spell (caster level 20th); its effects persist as long as the victim remains within 30 feet of Shaanyra, plus an additional 2d6 rounds. A creature that succeeds on its Will save remains immune to Shaanyra's intoxicating scent for one day.

Spell-Like Abilities: At will—*animate dead*, *antilife shell*, *blasphemy*, *charm person*, *create undead*, *deseccate*, *detect chaos*, *detect good*, *detect magic*, *fireball*, *greater dispelling*, *hold monster*, *improved invisibility*, *magic circle against good*, *major image*, *mind blank*, *produce flame*, *polymorph self*, *suggestion*, *teleport without error* (self plus maximum load of objects only), *unhallow*, *unholy aura*, *wall of fire*; 3/day—*blasphemy*, *enervation*, *meteor swarm* (any), *permanent image*, *screen*, *shadow walk*, *symbol* (any), *vampiric touch*; 1/day—*dictum*, *dispel good*, *forbiddance*, *greater command*, *implosion*, *imprisonment*, *soul bind*, *word of recall*. Caster level 20th; save DC 15 + spell level.

Suggestion (Sp): Shaanyra can use *suggestion* (caster level 2nd; save DC 20) three times per day. A target that is currently under the influence of Shaanyra's *charm person* takes a -2 penalty on the saving throw.

Alternate Form (Su): Shaanyra can assume any humanoid form of Small to Large size as a standard

action. This ability is similar to the *polymorph self* spell but allows only humanoid forms. While using this ability, she gains a +10 circumstance bonus on Disguise checks.

Augmented Critical (Ex): Shaanyra's fingernails threaten a critical hit on a natural attack roll of 17–20 because of her augmented critical ability and her Improved Critical feat. On a successful critical hit with her fingernails, Shaanyra deals triple damage.

Fiend's Favor (Su): Once per day, Shaanyra can grant a touched creature a +3 bonus to one of its ability scores. This bonus stacks with any other bonus the creature may already have and lasts for one day. When the effect expires, the creature takes a -3 penalty to the same ability score for the next day. Another application of fiend's favor not only negates the penalty, but restores the full bonus.

Mind Shielding (Su): Shaanyra is completely immune to *detect thoughts*, *discern lies*, and any attempt to magically discern her alignment.

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

Scent (Ex): A paeliryon can detect approaching enemies, sniff out hidden foes, and track by sense of smell.

See in Darkness: Shaanyra sees perfectly in darkness of any kind, even that created by *deeper darkness* spells.

See Invisibility (Su): Shaanyra continually uses *see invisibility* as the spell (caster level 20th).

Summon Baatezu (Sp): Once per day, Shaanyra can automatically summon 4 lemures, 4 osyluths, 4 barbazus, 2 erinyes, 2 cornugons, or 2 gelugons (her choice).

Telepathy: Shaanyra can communicate telepathically with any creature within 100 feet that has a language.

Tongues (Su): Shaanyra can speak with any creature that has a language, as though using a *tongues* spell (caster level 20th). This ability is always active.

Possessions: *Cloak of displacement* (major), *belt of giant strength +4*, *eyes of charming*, *crystal ball with true seeing*, *portable hole*, *Keoghtom's ointment*.

FIENDS OF POSSESSION

Fiends of possession do their best work incognito. They possess creatures or objects and use them to wreak havoc, then depart. Often no one is the wiser once the damage is done.

D'KEB: ALKILITH FIEND OF POSSESSION

Though most of his kind work their evil directly, D'keb was gifted with a supremely subtle nature. Realizing that he could do the most damage by convincing others to carry out destruction, he learned to possess objects and then creatures and bend them to his will. Curious by nature, he enjoys sizing up every potential victim and assessing exactly how much evil he could do in that particular guise. D'keb finds his greatest joy in perpetrating the maximum possible evil through each guise he takes.

Like other alkiliths, D'keb is especially fond of fouling waterways. To that end, his missions usually involve poisoning or otherwise fouling lakes, rivers, or wells that serve humanoid communities. Often he achieves this end by possessing the water itself. Once he possessed a small lake and caused it to attack those who ventured too close. Their corpses rotted undiscovered until the water had become vile and scummy—a home for all manner of vermin and scavengers. His goals can also be achieved by possessing objects that come in contact with water or people who control the waterways.

Presently, he has taken control of a druid and is working in that guise to ruin the river that provides water for a large city and that also serves as the main source of commercial trade.

D'keb: Male alkilith Sor 2/Fiend of Possession 6; CR 14; Medium-size outsider (chaotic, evil, extraplanar); HD 11d8+33 plus 2d4+6 plus 6d6+18; hp 132; Init +7; Spd 40 ft.; AC 23, touch 17, flat-footed 16; Atk +23 melee (1d8+3 plus 1d6 acid, 4 slams); SA acid, animate object, cloudkill form, control creature, control object, curse, possess creature, possess noncontinuous object, possess object, spell-like abilities; SQ ally or enemy, amorphous, *command ooze*, DR 20/+2, ethereal form, hide presence, immunities (acid, electricity, harmful gases, paralysis, poison, polymorphing, sleep, stunning; half damage from bludgeoning weapons), magic item, outsider traits, SR 23, summon tanar'ri, telepathy; AL CE; SV Fort +15, Ref +19, Will +20; Str 16, Dex 25, Con 16, Int 14, Wis 17, Cha 17.

Skills and Feats: Bluff +23, Concentration +17, Diplomacy +27, Disguise +3, Escape Artist +21, Hide +27, Intimidate +19, Knowledge (arcana) +8, Listen +19, Move Silently +21, Sense Motive +23, Spellcraft +6, Spot +19, Survival +3, Use Rope +7; Alertness, Combat Casting, Combat Reflexes, Expertise, Iron Will, Weapon Finesse, Weapon Focus (slam).

Acid (Su): Anyone struck by D'keb's pseudopod must make a Fortitude save (DC 18) or take an

additional 1d6 points of acid damage in the current round and each of the next 1d6 rounds. Additionally, each time a creature fails a Fortitude save against this attack, one of its items is put at danger as if it had rolled a natural 1 on its saving throw (see *Items Surviving after a Saving Throw* in Chapter 10 of the *Player's Handbook*).

Animate Object (Su): D'keb can force an object with no inherent moving parts to animate, effectively animating it as though with the *animate objects* spell. See the description of animated objects in the *Monster Manual*. He can also possess (and animate) Colossal objects.

Cloudkill Form (Su): As a full-round action, D'keb can assume the form of a cloud of noxious green vapor. He is gaseous (as if he were the target of a *gaseous form* spell) in this form, and anyone inside the cloud suffers as if from a *cloudkill* spell (caster level 11th; save DC 18; also see *cloudkill* spell description). Returning to his solid form is a full-round action.

Control Creature (Su): D'keb can exert direct control over a creature he is possessing. Attempting to establish control is a standard action. The victim must make a Will saving throw (DC 19) each round until D'keb abandons the attempt, or the victim fails a saving throw and D'keb gains control, or the victim makes three consecutive successful saves, indicating that D'keb cannot control the victim that day (though he remains in possession of the victim). Each round of struggle, the victim can take only a single move or attack action. Once D'keb gains control, he automatically maintains it for a number of rounds equal to 9 + 1 for each previous occasion on which he has controlled this host. When this time elapses, D'keb can attempt to reassert control or not, as he chooses. While in control of a victim, D'keb has access to all the creature's abilities, skills, feats, and spell knowledge. He now acts as though he is the creature in all respects, until he loses or relinquishes control. D'keb uses his own Intelligence, Wisdom, and Charisma scores but adopts all of the possessed creature's physical ability scores. He can make use of his own spell-like abilities as well. D'keb retains the creature's type and is affected by spells and other effects as if he were the possessed creature except in regard to his alignment. D'keb can choose whether the possessed creature retains awareness of its body's senses and actions, in which case it can mentally communicate with D'keb, or whether it simply blacks out for the duration of the control. Spells such as *dismissal* and *banishment* are among the only effects that can target D'keb separately from the object or creature he inhabits. When these spells are directed

against D'keb, the spell effect is resolved as if he were in his normal, corporeal form, using his own Hit Dice, saving throws, ability scores, and so on. If successful, these spells drive D'keb out of the victim and back to his home plane. *Holy word* and similar spells can also drive D'keb out and send him back to his home plane, but he can hide his presence to escape the effects of such spells. Certain other special abilities (such as the granted power of the Exorcism prestige domain described in *Defenders of the Faith*) can force D'keb out of a victim and back into his ethereal form.

Control Object (Su): When possessing an object with some inherent mobility, D'keb can control the object's movement. He can cause a vehicle or similar object to move at a speed up to 40 feet. Other moving parts—such as a clock's hands or a cross-bow's firing mechanism—are under his control. Exerting control is itself a free action, though actually moving an object requires a move action.

Curse (Su): D'keb can make a possessed item radiate a corrupt and befouling nature. Anyone touching the object must make a Will save (DC 19)

or fall under the effect of a *bestow curse* spell. The affected creature does not know that the curse came from the item, and in fact might not know right away that it is affected by a curse. Nothing about the object's appearance suggests that it is possessed. The curse lasts until it is removed, even if D'keb vacates the object he had possessed.

Possess Creature (Su): D'keb can possess creatures as well as objects. He must be in ethereal form and adjacent to his target, and he must use a standard action to attempt possession. A *protection from evil* spell or similar magic wards a creature against being possessed in this manner. An unprotected target must make a Will saving

throw (DC 19). An evil creature takes a –2 penalty on this saving throw, as does any creature that is engaged in an evil act at the time the possession attempt occurs (at the DM's discretion). If the saving throw is successful, that creature is immune to D'keb's possession attempts for one day. If the saving throw is failed, the creature is possessed, though it is not necessarily aware of this fact. D'keb becomes a part of the possessed victim, so he is no longer ethereal. He cannot be targeted by spells or attacks separately from the victim, including attacks from ethereal creatures. Damage taken by the possessed creature has no effect on D'keb. If the victim dies, D'keb is forced back into his ethereal form.


He can sense anything the victim can, even including the benefits of blindsight or other exceptional senses the victim may have. At any time, D'keb can communicate with the victim telepathically, projecting words in any language the victim understands directly into its thoughts. D'keb is constantly aware of the victim's current thoughts. He can also choose to probe the creature's memories as well, but the victim is allowed a Will save (DC 19). If this saving

throw is successful, D'keb cannot probe that creature's thoughts for one day.

Possess Noncontinuous Object (Su): D'keb can use his possess object ability to take control of a loosely defined "object," such as a pool of water, a cloud of dust, or a section of wall or floor.

Possess Object (Su): While in ethereal form, D'keb can possess an object on the Material Plane. The object must be at least Tiny and no larger than Huge. Magic items and attended items receive Will saving throws (DC 19). Unattended nonmagic items are automatically possessed. D'keb becomes part of the object he possesses, so he is no longer ethereal. He is aware of





what is going on around the object—he can see and hear up to 60 feet away as if using his normal senses (he does not gain blindsight). In any round in which he takes no other action (such as using a spell-like ability), he extends his senses to twice their normal range (120 feet). D'keb is vulnerable to spells that specifically affect outsiders or creatures of his alignment (such as *holy word* and *holy smite*, as well as *chaos hammer* or *order's wrath*) and mind-affecting spells or effects, but he is unaffected by physical attacks or standard magical effects (such as *fireball*). Harming the object does not harm D'keb, although if the object is destroyed, he is forced back into his ethereal form. While possessing an object, D'keb can use any ability he has that requires no physical action, such as using a spell-like ability or telepathy.

Spell-Like Abilities: At will—*contagion*, *deseccrate*, *detect magic*, *dispel magic*, *enervation*, *hold monster*, *magic circle against good*, *stinking cloud*, *teleport without error* (self plus maximum load of objects only), *wall of ice*; 3/day—*cone of cold*, *unholy blight*. Caster level 11th; save DC 17 + spell level.

Ally or Enemy (Su): D'keb can reward or punish a creature he is possessing. If the possessed creature is aware of his presence and willing to host him, D'keb can bestow a +4 profane bonus on any of the creature's ability scores. This bonus lasts as long as D'keb wants it to; he can retract it as a free action at any time, particularly if the possessed creature starts acting contrary to his wishes. Similarly, D'keb can bestow a –4 profane penalty on any of the possessed creature's ability scores, usually when attempts to control the creature have failed or the creature contradicts D'keb's wishes. As with the bonus, D'keb can remove this penalty at any time, as a free action. Bestowing either a bonus or a penalty is a free action for D'keb.

Amorphous (Ex): D'keb is not subject to flanking or critical hits. He is immune to poison, *sleep*, paralysis, stunning, and polymorphing.

Command Ooze (Sp): D'keb can control the actions of any ooze within 60 feet as a free action. The ooze is allowed a Will save (DC 18) to resist.

Ethereal Form (Su): At will, D'keb can become ethereal, as though using etherealness (caster level 19th). Possessing an object or creature effectively ends a use of this ability, so time spent in another body or object does not count against the duration of this ability.

Hide Presence (Ex): When D'keb is in possession of an object or creature, he can attempt to hide his presence by making a special Hide check. This “mental” Hide check uses his Intelligence modifier instead of his Dexterity modifier. A successful check allows D'keb to avoid virtually anything that would betray his presence in the

possessed creature or object. The creature can pass through a *magic circle against evil*, enter a temple warded by *forbiddance*, or escape detection via *detect evil*. The DC for this Hide check is the same as the saving throw DC for the spell D'keb is trying to avoid. He gains a +4 circumstance bonus on this check if he is not controlling the possessed creature or object at the time of the check. When possessing a creature, D'keb can make this Hide check to protect the possessed creature from the full effects of alignment-based spells such as *holy smite*. If he makes a successful Hide check against the save DC of the spell, the possessed creature takes damage appropriate to its actual alignment, but if he fails the Hide check, the possessed creature is affected as if it were D'keb. Making this check is not an action; D'keb can do it in response to another creature's action (such as casting *detect evil*).

Magic Item (Su): D'keb can make a possessed weapon or armor function as a magic item. He can bestow powers on the item with a value equivalent to an enhancement bonus of up to +6. If the possessed item is already magical, D'keb can increase the powers on it by the same amount. When he uses this power on a non-magic item, the possessed item does not actually become magical. *Detect magic* does not reveal an aura on the item, though *detect evil* does. If while possessing an item D'keb attempts to possess a creature that uses the item or keeps it on its person, the target's save DC increases by 1 for each day the possessed item has been on its person or in its use, to a maximum of +10. A character who makes a Search check (DC 25) while examining the possessed item can tell that there is “something strange” about it.

Outsider Traits: D'keb has darkvision (60-foot range). He cannot be raised or resurrected (though a *wish* or *miracle* spell can restore life).

Summon Tanar'ri (Sp): Once per day, D'keb may attempt to summon 1 hezrou with a 50% chance of success.


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

Sorcerer Spells Known (6/5; save DC 13 + spell level): 0—*detect magic*, *mage hand*, *ray of frost*, *read magic*, *resistance*; 1st—*change self*, *true strike*.

Possessions: *Wand of fireball* (caster level 8th), *dimensional shackles*, *amulet of the planes*, *helm of underwater action*, *ioun stone* (pale lavender ellipsoid), *bead of force*.

BELSHAZAR: PIT FIEND FIEND OF POSSESSION

Belshazar is far more subtle than most of his fellow pit fiends, but he is an expert when it comes to causing trouble on the Material Plane. His ability to possess and



control objects allows him to sow mistrust and confusion among good people, particularly when objects of value disappear or turn up where they don't belong. People begin to suspect one another of wrongdoing and take revenge for imagined slights. All this gladdens the fiend's black heart. He takes particular delight in dismantling any kind of order or guild based on trust, duty, or loyalty and replacing it with one based on conformity and the use of force and intimidation.

Sometimes Belshazar takes a more active role by possessing the weapon of a down-and-out adventurer and making it function as if magical. He has often posed as an intelligent sword, talking his "owner" into taking risks and engaging in behavior that he or she normally would not consider. If they prove difficult, he cooperates for a while, building up the "owner's" reputation, then abandoning the character at a crucial moment. The price for the return of his favors is, of course, the criminal behavior that was previously resisted.

In addition, Belshazar can gain a great deal of information by eavesdropping in object form. Finally, his ability to possess objects has occasionally enabled him to bring about the death of an inconvenient person as an "accident."

Belshazar: Male pit fiend/Fiend of Possession 3; CR 19; Large outsider (evil, extraplanar, lawful); HD 13d8+65 plus 3d6+15; hp 148; Init +5; Spd 40 ft., fly 60 ft. (average); AC 36, touch 11, flat-footed 35; Atk +22 melee (1d6+9, 2 claws) and +17 melee (1d4+4, 2 wings) and +17 melee (2d6+4 plus poison plus disease, bite) and +17 melee (2d4+4, tail slap), or +25/+20/+15 melee (1d10+16, *maul of the titans*) and +17 melee (1d4+4, 2 wings) and +17 melee (2d6+4, bite) and +17 melee (2d4+4, tail slap); Face/Reach 15 ft./10 ft.; SA constrict (2d4+13), control object, curse, disease, fear aura, improved grab, poison, possess object, spell-like abilities; SQ DR 30/+3, ethereal form, hide presence, immunities (fire, poison), magic item, outsider traits, resistances (acid 10, cold 10), regeneration 5, see in darkness, SR 28, *summon baatezu*, telepathy; AL LE; SV Fort +19, Ref +15, Will +19; Str 29, Dex 13, Con 21, Int 20, Wis 20, Cha 17.

Skills and Feats: Bluff +19, Climb +25, Concentration +21, Diplomacy +22, Disguise +19, Hide +13, Intimidate +5, Jump +25, Knowledge (arcana) +21, Listen +24, Move Silently +17, Search +21, Sense Motive +21, Spellcraft +23, Spot +24; Cleave, Great Cleave, Improved Initiative, Power Attack, Quicken Spell-Like Ability, Sunder.

Constrict (Ex): With a successful grapple check, Belshazar can crush a grabbed opponent, dealing 2d4+13 points of bludgeoning damage.

Control Object (Su): When possessing an object with some inherent mobility, Belshazar can control the object's movement. He can cause a vehicle or similar object to move at a speed up to 40 feet. Other moving parts—such as a clock's hands or a crossbow's firing mechanism—are under his control. Exerting control is itself a free action, though actually moving an object requires a move action.

Curse (Su): Belshazar can make a possessed item radiate a corrupt and befouling nature. Anyone touching the object must make a Will save (DC 16) or fall under the effect of a *bestow curse* spell. The affected creature does not know that the curse came from the item, and in fact might not know right away that it is affected by a curse. Nothing about the object's appearance suggests that it is possessed. The curse lasts until it is removed, even if Belshazar vacates the object he had possessed.


Disease (Su): Even if an affected creature saves against the poison, it must succeed at a Fortitude save (DC 21) or be infected with a vile disease called devil chills (incubation period 1d4 days, damage 1d4 points of Strength damage).

Fear Aura (Su): As a free action, Belshazar can create an aura of fear in a 20-foot radius. It is otherwise identical with a *fear* spell (caster level 15th; save DC 19). If the save is successful, that creature cannot be affected again by Belshazar's fear aura for 24 hours. Other baatezu are immune to the aura.

Improved Grab (Ex): If Belshazar hits a Medium-size or smaller opponent with a tail slap attack, he deals normal damage and attempts to start a grapple as a free action without provoking an attack of opportunity (grapple bonus +27). If he gets a hold, he can also constrict in the same round. Alternatively, he has the option to conduct the grapple normally or simply use his tail to hold the opponent (–20 penalty on grapple check, but Belshazar is not considered grappled). In either case, each successful grapple check he makes during successive rounds automatically deals tail slap damage.

Poison (Ex): Belshazar delivers his poison (Fortitude DC 21) with each successful bite attack. The initial damage is 1d6 points of Constitution damage; the secondary damage is death.

Possess Object (Su): While in ethereal form, Belshazar can possess an object on the Material Plane. The object must be at least Tiny and no larger than Huge. A magic item or attended item receives a Will saving throw (DC 16). Unattended nonmagic items are automatically possessed. Belshazar becomes part of the object he possesses, so he is no longer ethereal. He is



aware of what is going on around the object—he can see and hear up to 60 feet away as if using his normal senses (he does not gain blindsight). In any round in which he takes no other action (such as using a spell-like ability), he extends his senses to twice their normal range (120 feet). Belshazar is vulnerable to spells that specifically affect outsiders or creatures of his alignment (such as *holy word* and *holy smite*, as well as *chaos hammer* or *order's wrath*) and mind-affecting spells or effects, but he is unaffected by physical attacks or standard magical effects (such as *fireball*). Harming the object does not harm Belshazar, although if the object is destroyed, he is forced back into his ethereal form. While possessing an object, Belshazar can use any ability he has that requires no physical action, such as using a spell-like ability or telepathy.

Spell-Like Abilities: At will—*animate dead*, *blasphemy*, *charm person*, *create undead*, *desecrate*, *detect good*, *detect magic*, *fireball*, *greater dispelling*, *hold person*, *improved invisibility*, *magic circle against good*, *major image*, *produce flame*, *polymorph self*, *power word blind*, *power word kill*, *power word stun*, *pyrotechnics*, *suggestion*, *teleport without error* (self plus 50 pounds of objects only), *unholy aura*, *unhallow*, *wall of fire*; 1/day—*meteor swarm*. Caster level 17th; save DC 13 + spell level. 1/year—*wish*. Caster level 20th.

Ethereal Form (Su): At will, Belshazar can become ethereal, as though using *ethereality* (caster level 16th). Possessing an object or creature effectively ends a use of this ability, so time spent in another body or object does not count against the duration of this ability.

Hide Presence (Ex): When Belshazar is in possession of an object or creature, he can attempt to hide his presence by making a special Hide check. This “mental” Hide check uses his Intelligence modifier instead of his Dexterity modifier. A successful check allows Belshazar to avoid virtually anything that would betray his presence in the possessed creature or object. The creature can pass through a *magic circle against evil*, enter a temple warded by *forbiddance*, or escape detection via *detect evil*. The DC for this Hide check is the same as the saving throw DC for the spell Belshazar is trying to avoid. He gains a +4 circumstance bonus on this check if he is not controlling the possessed creature or object at the time of the check. When possessing a creature, Belshazar can make this Hide check to protect the possessed creature from the full effects of alignment-based spells such as *holy smite*. If he makes a successful Hide check against the save DC of the spell, the possessed creature takes damage appropriate to its actual alignment, but if he

fails the Hide check, the possessed creature is affected as if it were Belshazar. Making this check is not an action; Belshazar can do it in response to another creature's action (such as casting *detect evil*).

Magic Item (Su): Belshazar can make a possessed weapon or armor function as a magic item. He can bestow powers on the item with a value equivalent to an enhancement bonus of up to +6. If the possessed item is already magical, Belshazar can increase the powers on it by the same amount. When he uses this power on a nonmagical item, the possessed item does not actually become magical. *Detect magic* does not reveal an aura on the item, though *detect evil* does. A character who makes a Search check (DC 25) while examining the possessed item can tell that there is “something strange” about it.

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

Regeneration (Ex): Belshazar takes normal damage from holy and blessed weapons of at least +3 magical enhancement, and from attacks that deal holy damage.

See in Darkness (Su): Belshazar can see perfectly in darkness of any kind, even that created by a *deeper darkness* spell.

Summon Baatezu (Sp): Twice per day, Belshazar can automatically summon 2 lemures, osyluths, or barbezu, or 1 erinyes, cornugon, or gelugon.

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

Possessions: *Bracers of armor* +5, *belt of giant strength* +4, *maul of the titans*, *cloak of resistance* +3, *ring of protection* +1.

ABOUT THE AUTHOR

Penny Williams joined the roleplaying game industry as Game Questions Expert for TSR, Inc. In the 1980s. Since then, she has served as RPGA™ Network Coordinator, POLYHEDRON™ Newszine editor, and Senior Editor and Coordinating Editor for the RPG R&D Department at Wizards of the Coast, Inc. Now a busy freelancer, Penny edits for several game companies and runs the online playtesting program for Wizards products. When not enhancing the cruelty of the deaths PCs will suffer at the hands of designers, Penny puts up jam, works jigsaw puzzles, and tutors students in math and science.