



Restiary

Winerous delightfully dreadful attractions tempt guests to visit the freshly renovated and reopened manor of the Beumhal estate. While the mistress of the house, Ms. Korinnia Avorbia, and her staff of trained servants attend to patrons with first-class service, they also perform a vast repertoire of haunting tales and plays, some of which guests might not even realize they're caught in the midst of. My stay afforded both cheers and chills, and my only compliant was the endless racket emanating from the strictly forbidden fourth floor, where overzealous staff insisted on rattling chains and clanking steel until all hours of the night.

-Notice on House Beumhal in an Ardis circular



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enaces to stalk city streets and the paths of the dead fill this month's entry into the Pathfinder Bestiary. While some are the creations of mad magic-users, threats and guardians capable of blending into even the most crowded urban centers, others are actual physical embodiments of death, servants of both the goddess of death and the goddess of undeath.

PC VAMPIRES?

Whether they are abducted by Radvir's minions, punished by Luvick, or tempted by Evgenya's charms, an outside chance exists that one or more PCs could actually become vampires. Typically, this might prompt the creation of new characters as the retired ones become NPCs under the GM's control—an interesting development in its own right, as the players' new PCs then have to contend with the newly turned vampires. However, such characters could remain in the game under the players' control instead, thereby roleplaying this development as a new twist in the Carrion Crown plot.

The +2 CR adjustment associated with the vampire template shouldn't unbalance the encounters in this month's adventure and *Pathfinder Adventure Path #48*: *Shadows of Gallowspire* to any great degree. Villains from both adventures should have ample means of targeting such PCs with spells and effects capable of harming or even controlling undead. If desired, you could also gradually introduce their new vampire abilities (as well as the characters' shift to an evil alignment) to maintain the Average Party Level for most encounters. In this situation, vampire PCs should face periodic Will saves (with the same DC as their own dominate ability) to control their blood-thirst and resist their master's growing control. Radvir's *bloodbrew* may at least aid in this regard.

In addition, if under the thrall of Luvick or Evgenya, such PCs could find themselves charged with acting on behalf of the vampire elders in opposing the Whispering Way. In this fashion, the PCs gain new patrons, albeit ones with a decidedly evil intent all their own. Roleplaying a PC's rescue and eventual redemption from the taint of vampirism could easily extend the party's adventures before picking up Adivion's trail, or later on as a continuance of the campaign after the final adventure.

ON THE ROAD... AGAIN

The path along the western cliffs of Avalon Bay is one of the best-kept and most regularly traveled routes in all of Ustalav. Outside of the occasional highwayman or band of Sczarni, few serious threats prey upon travelers on these roads, especially once one enters the county of Caliphas. (A group of 2d6 highwaymen makes a CR 11 encounter, and can approximate either a group of Sczarni or other bandits on the road; see the *GameMastery Guide*



ENCOUNTERS IN CALIPHAS (SLUMS AND SEWERS)

d% roll	Result	Avg. CR	Source
1-4	1 nabasu	8	Bestiary 64
5-9	1 giant slug	8	Bestiary 254
10–15	1 alchemical golem	9	Bestiary 2 135
16–23	1d4 ghosts	9	Bestiary 144
24–31	1d8 madmen*	9	GMG 262
32-35	1 night hag	9	Bestiary 215
36–38	1d4 soul eaters	9	Bestiary 2 254
39-42	1 vampire	9	Bestiary 270
43-51	2d8 cultists	10	GMG 278
52–56	1d4 dark nagas	10	Bestiary 211
57–62	1d4 greater shadows	10	Bestiary 245
63–66	1d6 invisible stalkers	10	Bestiary 181
67–69	1d4 mihstu	10	Bestiary 2 190
70-74	1d4 mohrgs	10	Bestiary 208
75–86	2d4 highwaymen	11	GMG 259
87-93	1d4 vampires	11	Bestiary 270
94–96	1 omox	12	Bestiary 2 79
97–100	1d6 vampires	12	Bestiary 270

* Use stats for gladiator.



for details.) On their journey from Thrushmoor to the city of Caliphas, the PCs pass near Vauntil, a town of skilled folk artisans, rich with flowers, good food and wine, and fierce competition for noble patronage. Along this path, a dullahan stalker is likely the only serious danger the PCs will face (see page 8 for details). But once the PCs venture inside and under the city of Caliphas, it's a different story. See the Encounters in Caliphas table for some ideas on what might menace the PCs as they make their way through the slums and sewers of Ustalav's capital.

VAUNTIL

small town	
orruption +2; Crime –2; Economy +2; Law +2; Lore +2;	
Society –2	
ualities prosperous, tourist attraction	
anger o	
EMOGRAPHICS	
overnment overlord	
opulation 733 (714 humans, 11 halflings, 7 elves, 1 half-elf)	
ARKETPLACE	
ase Value 1,500 gp; Purchase Limit 7,500 gp; Spellcasting 4	tł
linor Items 3d4; Medium Items 1d6; Major Items —	

Larrion Crown

undergrowth); **Racial Modifiers** +8 Escape Artist, +2 Stealth (+8 in undergrowth)

Languages Common, Sylvan (cannot speak)

SQ assimilate, move through hedges, shapeshift ECOLOGY

Environment any land

Organization solitary, garden (2–4), or boscage (5–7) **Treasure** none

SPECIAL ABILITIES

- Assimilate (Ex) As a full-round action, a living topiary can consume any undergrowth or bushy plant matter it is currently touching and then incorporate that matter into its own form. The topiary can do this at a rate of 5 cubic feet per round, healing 1d8 points of damage when it does so. If the living topiary is at maximum hit points, this ability has no effect.
- Hedge Stride (Sp) This ability functions as *tree stride*, but rather than allowing for teleportation from tree to tree, it permits the living topiary to teleport from one area of brush or hedges to another area of similar vegetation within 1,500 feet. A living topiary can use this ability three times per day.

Move through Hedges (Ex) A living topiary may move through any solid object made of brambles or thick, porous plants without penalty. It must begin and end its turn outside of the object.

Sculpt Shape (Ex) As a standard action, a living topiary can alter itself to take on the basic form of any creature. The
 change is purely cosmetic, and does not change its size, grant it any special powers, or alter its abilities.

Although often thought to come from purely fictitious imaginings, the inspiration for classical topiaries comes from a very real-life source: animal-shaped shrubs. Part plant, part beast, living topiaries are moving flora that look like decorative lawn ornaments used to fancy up gardens and groves, though their bestial nature and aloof demeanor prove they are far from mere decorations.

Living topiaries range in height from shrubs only a couple feet off the ground to towering hedges. The average specimen is about 4 feet tall and 6 feet in length, and weighs 200 pounds.

ECOLOGY

Living topiaries hail from distant forests and longforgotten fields, remnants of gargantuan plants that once walked the earth. Some theorize that the things originally came from the First World, where odd phenomena such as animal-shaped flora are not unheard of. Living topiaries wander the lands with singular purpose: to search for more plants to consume and turn into their own kind.

Living topiaries can be composed of virtually any variety of shrubbery. As they travel, these transforming hedges pick up loose plant life, which then becomes part

LIVING TOPIARY

Shuffling forward on brambly limbs, this walking green hedge has the rough shape of a griffin and appears to move on its own.

LIVING TOPIARY

N Medium plant

XP 1,200

Init +6; Senses darkvision 60 ft., low-light vision; Perception +6 DEFENSE AC 16, touch 12, flat-footed 14 (+2 Dex, +4 natural) hp 42 (5d8+20) Fort +10, Ref +3, Will +1 DR 5/slashing; Immune plant traits Weaknesses vulnerability to fire OFFENSE Speed 30 ft. Melee 2 slams +6 (1d6+4) Spell-Like Abilities (CL 5th) Constant—pass without trace 3/day—hedge stride (see below) STATISTICS

Str 17, Dex 14, Con 19, Int 6, Wis 10, Cha 9 Base Atk +3; CMB +6; CMD 18 (22 vs. trip) Feats Great Fortitude, Improved Initiative, Power Attack Skills Escape Artist +8, Perception +6, Stealth +9 (+15 in

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of the living topiary itself. When an individual topiary has collected enough supplementary undergrowth that is has doubled in size, it can divide itself in two. This method of asexual reproduction is quite rapid and efficient, and would result in a booming population of living topiaries if the plants were not so fragile.

Ironically, some of the topiaries' most deadly predators are also typically the tamest. Herbivorous creatures such as caribou and berry-eating birds frequently nip at the hulking masses of brush when they are at rest, often in such small increments that the topiary hardly notices. These natural predators sometimes make it difficult for living topiaries to grow and reproduce, keeping their size in constant flux. Natural hazards such as drought and fire also present constant danger to topiaries, as frequent movement expends much of their energy and stored water supply. Entire fleets of the wandering flora have reproduced in exponential numbers only to be consumed by the rapid spread of a brush fire.

Though somewhat delicate, topiaries often live for several decades, as their bodies are constantly refreshed with new plant matter. Almost always on the move, however, a topiary sometimes accidentally finds itself in an area void of adequate additional shrubbery or water, such as a vast plain or desert. In such situations, an individual deprived of nutrients can quickly dry out and shrivel over the course of several days.

Living topiaries subsist purely on photosynthetic energy and water and thus seek out areas with abundant amounts of both. However, even stronger than this survival drive is their innate compulsion to find different types of plants in order to turn themselves into more diverse topiaries. The desire for diverse genes is enough to scatter living topiaries across entire nations, causing their appearances to be sporadic and unpredictable.

HABITAT & SOCIETY

Nomadic by nature, living topiaries wander from forest to forest in continual search of ever more diverse plants to collect and assimilate. Driven by this instinct to absorb different types of undergrowth and brush, living topiaries see the benefit in spreading themselves thin rather than collaborating in huge numbers.

On their own, living topiaries are primarily solitary creatures, though upon dividing into a new pair, topiaries may travel together, their subconscious goals as similar as the topiaries' twinned appearances. In this way, it may come to be that a fair number of the plant drifters journey alongside each other, creating a sort of herd. It's at this point that living topiaries tend to branch off from one another, knowing that while there is strength in numbers, traveling in such herds does not allow for the maximum amount of diversity while collecting other plants.

CREATING LIVING TOPIARIES

While druidic lore tells of naturally occurring topiary creatures springing full-grown and alive from the depths of wild forests, places infused by strange magic, or portals to fey realms, these creatures can also be created in a fashion similar to most constructs. Rather than being cultivated by wizards and other arcane spellcasters, though, they are most often created by druids and servants of nature deities who summon spirits of the natural world to infuse their lovingly sculpted topiary shapes with life. Aside from requiring the creator to craft a topiary in a suitably lifelike shape, a variety of exotic herbs, salves, fertilizers, and rare earths are required to bring the plant to life, making the process a costly endeavor.

LIVING TOPIARY

CL 8th; Price 10,500 gp

Requirements Knowledge (nature) 6 ranks, command plants, freedom of movement, plant growth; Skill Knowledge (nature) 14 or Profession (gardener) 18; Cost 5,500 gp

CUSTOMIZING LIVING TOPIARIES

As created beings, living topiaries might come in a wide variety of forms, depending on the whims and needs of their creators. Noted here are some of the most common variations found among these elusive and deadly plant creatures, along with the differences in their pricing and costs for the purposes of creating them.

Brambles (CR +1) These living topiaries are made out of plants with deadly thorns. Those with this ability deal 1d8 points of piercing damage with their attacks (rather than 1d6 bludgeoning). **Price** +3,500 gp, **Cost** +1,750 gp.

Extra Limbs (CR +1) A living topiary is sometimes created with a shape that has more than two limbs. Topiaries with this trait have four slam attacks rather than two. **Price** +5,000 gp, **Cost** +2,500 gp.

Flame Retardant (CR + 0) Formed out of plants with relatively few leaves or from woods that are especially difficult to burn, or treated with oils that resist fire, living topiaries with this ability are not vulnerable to fire. **Price** +2,000 gp, **Cost** +1,000 gp.

Innocuous (CR +0) Pruned into the shape of ornate trees, elegant pillars, fanciful castles, or other similarly decorative plant or architectural shapes, these living topiaries gain a +6 racial bonus on Stealth checks and a +12 bonus when attempting to blend in as simple undergrowth. **Price** +2,500 gp, **Cost** +1,250 gp.

Poisonous (CR +1) Living topiaries with this ability are created from naturally poisonous plants and then treated to enhance their deadly nature. Attacks from these topiaries are poisoned with terinav root (DC 16). **Price** +3,500 gp, **Cost** +1,750 gp.



Larrion Lrown}



MOTHER'S MAW

This skull is as large as an ogre and surrounded by buzzing flies. Its bat wings are too small to actually carry it, yet it moves through the air as easily as a bird. It is surrounded by the stink of rotting meat, spice, and perfume.

Mother's Maw

XP 51,200



NE Large undead (evil, extraplanar)*

Init +11; Senses darkvision 60 ft., lifesense, scent; Perception +28 Aura desecrate

DEFENSE

AC 30, touch 16, flat-footed 23 (+7 Dex, +14 natural, -1 size) hp 230 (20d8+140)*; fast healing 5 or 20 (see Devour Soul) Fort +13, Ref +16, Will +18

Defensive Abilities channel resistance +4, DR 15/bludgeoning and good; Immune cold, electricity, undead traits, Resist fire 30; SR 26

OFFENSE

Speed 10 ft., fly 40 ft. (average)

Melee bite +26 (5d6+17/19-20 plus d10 bleed, 1d6 Con drain, grab, and mummy rot [DC 26])

Space 10 ft.; Reach 10 ft.

Special Attacks breath weapon (60-ft. cone, 15d6 negative energy, Reflex DC 26 half, usable every 1d4 rounds), channel negative energy 9/day (DC 19, 6d6), devour soul, swallow whole (special acid damage, AC 17, 20 hp)

Spell-Like Abilities (CL 12th; concentration +18)

Constant—desecrate

- At will—contagion (DC 19), dimension door, ghoul hunger** (DC 18), inflict critical wounds (DC 20)
- 1/day—animate dead, create undead, eyebite (DC 22), plane shift
- ** See Pathfinder Campaign Setting: Gods and Magic. **STATISTICS**

Str 33, Dex 25, Con —, Int 21, Wis 20, Cha 22

 Base Atk +15; CMB +27 (+31 grapple); CMD 44 (can't be tripped)
 Feats Cleave, Command Undead⁸, Critical Focus, Improved Critical (bite), Improved Initiative, Improved Iron Will, Improved Lightning Reflexes, Lightning Reflexes, Power Attack, Staggering Critical, Stunning Critical⁸, Toughness

Skills Acrobatics +27 (+19 jump), Fly +28, Intimidate +29, Knowledge (planes) +25, Knowledge (religion) +28, Perception +28, Profession (cook) +25, Sense Motive +28, Stealth +26

SQ deathless, true herald

SPECIAL ABILITIES

Constitution Drain (Su) Creatures that are hit by the Maw's bite must succeed at a DC 26 Fortitude save or take 1d6 points of Constitution drain. On each successful attack, the herald gains 5 temporary hit points. The save DC is Charisma-based.

- **Create Spawn (Su)** Any creature slain by the Maw (including those that die from any of its special attacks or disease) rises 1 round later as a bloody skeleton loyal to the herald.
- **Deathless (Su):** The Maw is destroyed when reduced to o hit points, but it returns to unlife 1 hour later at 1 hit point, allowing its fast healing to resume healing it thereafter. The Maw can be permanently destroyed if it is destroyed by positive energy, if it is reduced to o hit points in the area of a *bless* or *hallow* spell, or if its remains are sprinkled with 20 vials of holy water.
- **Desecrate (Sp)** The bonuses from the Maw's constant *desecrate* spell-like ability (always centered on it) are calculated into the stats above.
- Devour Soul (Su) By using its swallow whole ability, the herald can deal 12d6+18 points of damage to a swallowed creature as if using a slay living spell. A DC 21 Fortitude save reduces this damage to 3d6+18. A swallowed creature must make this save every round on the herald's turn. The soul of a creature slain by this attack becomes trapped within the herald's skull (the creature's body is regurgitated immediately as a mangled wreck of shattered bone and chewed meat). The creature cannot be brought back to life until the herald's destruction (or a spell deflection—see below) releases its soul. The Maw can hold only one soul at a time. The trapped essence provides the Maw with fast healing 20, lasting 1 round for every Hit Die of the devoured soul. The trapped soul gains one permanent negative level for every round it spends within the Maw—these negative levels remain if the creature is brought back to life (but they do not stack with any negative levels imparted by being brought back to life). A soul that is completely consumed may only be restored to life by a *miracle* or *wish* spell. The save DC is Charisma-based.
- **Spell Deflection (Su)** If any of the following spells is cast at the Maw and overcomes its spell resistance, it instead affects the devoured soul: *banishment, chaos hammer, confusion, crushing despair, detect thoughts, dispel evil, dominate person, fear, geas/quest, holy word, hypnotism, imprisonment, magic jar, maze, suggestion, trap the soul, or any form of charm or compulsion. While none of these effects harms the soul, the caster makes a DC 25 caster level check when a spell is deflected—success indicates that the trapped soul is released from its prison and the creature whose body it belonged to can now be restored to life as normal.*
- **Swallow Whole (Ex)** If a creature cuts its way out of the Maw after being swallowed, the Maw can use swallow whole once its fast healing repairs the damage caused by its prey cutting itself free.
- **True Herald** Despite its type and Hit Dice, Mother's Maw is the herald of Urgathoa. Despite its type and Hit Dice, it can be conjured using the spell *greater planar binding*.
- Vomit Swarm (Su) Once per round as a free action, the Maw can vomit forth a swarm of maggots (use the statistics for army

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ants on page 16 of the *Pathfinder RPG Bestiary*) into a square adjacent to it, after which the swarm moves in a direction of the Maw's choosing. These swarms persist for 10 rounds.

The Mother's Maw is the herald of Urgathoa. A disgusting undead creature that comes to the mortal realm at the command of the Pallid Princess, it is an unsubtle thing of ravenous hunger, with little purpose but to kill, eat, and animate corpses as undead. Though it is as brilliant as a lich, its only interests are in satisfy its cravings for sensation.

The Maw has little interest in the desires of mortals (or of undead in the mortal world) except for how they intersect with Urgathoa's orders. If it is necessary to eat a hundred members of her cult, or to drive an entire city of ghouls into a lava pit, the Maw does it. It can speak but finds little worth talking about, so many assume it is as mindless as an animated skeleton. However, when not on a mission of death, disease, or gluttony, it is a font of knowledge about food, wine, exotic scents, and other strange experiences only an undead creature can understand, and is quite willing to speak on these matters to an interested party—assuming the sight of the enormous talking, winged skull isn't a distraction to listeners.

Although the Maw normally appears as a bare skull, it sometimes covers itself with its swarms. Whether this is out of a morbid sense of humor or an attempt to remember an old sensation from its life is unknown. It has confirmed that it was once a devourer, and before that a living creature, but it does not give further details

Ecology

The Mother's Maw is an immortal undead, able to recover from almost any attack and lacking the need to eat or drink. However, it still enjoys these things and is driven by a desire to experience sensation like the worst mortal hedonist. It has been known to eat and spit out entire herds of cattle (one steer at a time), to crash into winery casks to soak itself for hours in fine and mediocre vintages alike, to roll in exotic spices, or to wrap itself in fine cloth until it looks like a giant mummy skull. Worshipers of the Pallid Princess who wish to curry the herald's favor know to have large amounts of food, drink, or other luxuries for it to experience, consume, or defile.

Sometimes the goddess commands the Maw to be quiet, and it finds a resting place such as a large temple where it can wait for days or weeks, using only its power to animate the dead to create servants for the faithful, or in an old battlefield or graveyard, casually creating dozens of undead that lurk about it like cultists around a gross idol. When the Herald leaves, the undead are left behind, either for the worshipers to maintain or turned loose to attack the living. It has no respect for life, and if left to its own devices, it casually kills things as a distraction, often reanimating them and killing them again.

HABITAT & SOCIETY

Because of its innate ability to create undead, the herald is sometimes accompanied by skeletons, zombies, and ghouls, which caper about it, endlessly adoring the emissary of the goddess of undeath. It has been known to ferry allies into battle, or (rarely) to rescue a powerful undead creature, spiriting its passenger away to safety within its bony gullet, relying on its own defenses to keep its passenger safe. It is particularly fond of raveners and vampires, and has gone out of its way to aid them when given the choice of several allies.







PHANTOM ARMOR

Though at first appearing to be an ordinary suit of armor, this imposing being begins to move, its lumbering movements slow and methodical.

HOLLOW HELM



NE Tiny undead

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

DEFENSE

AC 16, touch 13, flat-footed 15 (+1 Dex, +3 natural, +2 size) hp 9 (2d8)

Fort +0, Ref +1, Will +3

Defensive Abilities channel resistance +2; Immune undead traits OFFENSE

Speed 20 ft., fly 30 ft. (perfect)

Melee 1 slam +4 (1d4+1)

Special Attacks skull cage

STATISTICS

Str 12, Dex 13, Con —, Int —, Wis 10, Cha 10

Base Atk +1; CMB +0; CMD 11 (cannot be tripped)

Feats Improved Initiative

Skills Perception +5, Stealth +12

Languages Common (cannot speak)

SQ freeze

SPECIAL ABILITIES

- Freeze (Ex) A hollow helm can hold itself so still it appears to be a normal suit of armor. A hollow helm that uses freeze can take 20 on its Stealth check to hide in plain sight, disguised as normal armor.
- Skull Cage (Ex) A hollow helm sometimes pretends to be normal armor, letting a creature try to wear it before revealing its deadly nature. If the hollow helm makes a successful combat maneuver to grapple an opponent of Medium size or smaller, the grappled creature is also blinded. Creatures that purposefully try to wear a hollow helm are automatically grappled. This blindness lasts until the hollow helm's grapple is broken. A hollow helm cannot attack a creature it is grappling. If a hollow helm is damaged while it is grappling, the creature it is grappling takes an equal amount of damage.

GUARDIAN PHANTOM ARMOR



NE Medium undead

Init +5; Senses darkvision 60 ft.; Perception +6 DEFENSE

AC 21, touch 11, flat-footed 20 (+9 armor, +1 Dex, +1 shield) hp 13 (3d8) Fort +1, Ref +2, Will +3 Defensive Abilities channel resistance +2; Immune

undead traits

OFFENSE
Speed 30 ft.
Melee mwk longsword +5 (1d8+2/19-20) or
2 slams +4 (1d4+3)
STATISTICS
Str 14, Dex 13, Con —, Int 7, Wis 11, Cha 10
Base Atk +2; CMB +4; CMD 15
Feats Improved Initiative, Power Attack
Skills Perception +6, Stealth +6
Languages Common (cannot speak)
SQ freeze
GIANT PHANTOM ARMOR CR 4
XP 1,200
NE Large undead
Init +4; Senses darkvision 60 ft.; Perception +7
DEFENSE
AC 18, touch 9, flat-footed 18 (+9 armor, -1 size)
hp 37 (5d8+15)
Fort +3, Ref +1, Will +4
Defensive Abilities channel resistance +4; Immune
undead traits
OFFENSE
Speed 20 ft.
Melee heavy flail +7 (2d6+7/19–20)
Space 10 ft.; Reach 10 ft.
STATISTICS
Str 20, Dex 11, Con —, Int 7, Wis 11, Cha 15
Base Atk +3; CMB +9; CMD 19
Feats Improved Initiative, Power Attack, Toughness
Skills Perception +7, Stealth +3
Languages Common (cannot speak)
SQ freeze

PHANTOM LANCER



NE Large undead

XP 2,400

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

DEFENSE

AC 21, touch 10, flat-footed 20 (+9 armor, +1 Dex, +2 shield, -1 size)

hp 76 (9d8+36)

Fort +7, Ref +5, Will +6

Defensive Abilities channel resistance +4; Immune undead traits OFFENSE

Speed 40 ft., fly 40 ft. (perfect)

Melee mwk lance +9/+4 (1d8+4/×3)

Ranged longbow +7/+2 (1d8/×3)

Space 10 ft.; Reach 10 ft.

Special Attacks trample (1d6+4, DC 17)

STATISTICS

Str 17, Dex 15, Con —, Int 7, Wis 11, Cha 18 Base Atk +6; CMB +10; CMD 22 (26 vs. trip)



Feats Dodge, Fly-By Attack, Improved Initiative, Power Attack, Mobility
Skills Perception +12, Stealth +10
Languages Common (cannot speak)
SQ armor rider, freeze

SPECIAL ABILITIES

Armor Rider (Su) A phantom lancer is not actually two creatures, but rather a single spirit animating both a suit of humanoid-shaped armor and a ridden creature's barding. Therefore, it does not need to make the checks normally associated with riding another creature.

Raised from the corpses of knights and soldiers slain by treachery rather than battle or conflicts considered crimes even in the heat of war, phantom armors appear as suits of animate armor, walking or floating of their own accord. Most phantom armors haunt the halls and blasted battlefields where they were slain, seeking revenge against their murderers or, should that prove impossible, confronting any living creature that might give them the opportunity to do battle once more. Dastardly necromancers have also discovered the process for binding violent spirits to suits of armor, giving rise to eerie servants that combine endless patience with cold brutality.

Phantom armors come in many shapes and sizes; some appear to be nothing more than animate helms while others resemble armored giants.

ECOLOGY

Phantom armors—being undead and having no need for sleep or sustenance-make perfect guards, especially given their single-minded demeanors and their innocuous appearances. While a phantom armor's "suit" is hollow, the spirit of a dead warrior still inhabits it, forever caught in the cold embrace of steel and forced servitude until it is defeated in battle. Of course, since not all suits of armor are alike, neither are all phantom armors. Horrific tales tell of ghastly knights floating through haunted corridors, their helmet visors revealing only blackness within. The animating spirit of a phantom armor is typically invisible, the armored shell appearing to be the entirety of the creature. Casting spells like see invisibility or detect undead reveals the vague shape of a spirit seemingly wearing the armor.

CREATING PHANTOM ARMOR

Phantom armors of varying types can be created using the spell *create undead*, as detailed below. In addition to requiring a corpse for it to be cast upon, the spell requires that body must be wearing a suit of heavy armor. The corpse dissolves into the armor at the conclusion of the spell's casting.

Caster Level	Phantom Armor Created	
11th or lower	Hollow helm	
12th–13th	Guardian phantom armor	
14th	Floating phantom armor	
15th	Giant phantom armor	
16th	Phantom lancer	







PSYCHOPOMP, NOSOI

Perched awkwardly, this strange songbird stares with a glint of intellect in its empty eyes. A stylish plaster mask conceals its face, while two pairs of wings ruffle over its body's somber shades.



Nosoi XP 600

N Tiny outsider (extraplanar, psychopomp)

Init +3; Senses darkvision 60 ft., low-light vision, spiritsense; Perception +9

DEFENSE

AC 15, touch 15, flat-footed 12 (+3 Dex, +2 size) hp 19 (3d10+3) Fort +2, Ref +6, Will +4

DR 5/adamantine; Immune death effects, disease, poison, Resist cold 10, electricity 10

OFFENSE

Speed 20 ft., fly 50 ft. (good)

Melee bite +4 (1d3-1) Spell-Like Abilities (CL 3rd, concentration +4) At will—invisibility (self only) 1/day—hide from undead, sound burst (DC 15)

3/day—speak with dead (6 questions, CL 12th)

STATISTICS

Str 8, Dex 16, Con 12, Int 11, Wis 13, Cha 16

Base Atk +3; CMB +4; CMD 13

Feats Alertness, Weapon Finesse

Skills Fly +17, Knowledge (history) +6, Knowledge (planes) +6, Perception +9, Profession (scribe) +7, Sense Motive +3, Stealth +17

Languages Abyssal, Celestial, Infernal

SQ change shape (raven or songbird [same stats]; beast shape I), haunting melody, scribe

ECOLOGY

Environment any (Boneyard)

Organization solitary, pair, or group (3-15)

Treasure standard

SPECIAL ABILITIES

Haunting Melody (Su) A nosoi's song has the power to grip the spirits of those that hear it. All living and undead creatures within a 6o-foot spread must make a DC 14 Will saving throw or be fascinated. A creature that successfully saves is not subject to the same nosoi's song for 24 hours. This effect continues for as long as the nosoi sings and for 1 round thereafter. A nosoi can sing for a number or rounds per day equal to twice its Hit Dice. This is a sonic mind-affecting charm effect. This ability can affect undead creatures, even though the undead subtype makes such creatures immune to mind-affecting effects (though undead creatures with immunity to mind-affecting effects from a source other than their creature type are still immune). The save DC is Charisma-based. Nosois eagerly fill the roles of clerks, scribes, and messengers in the bureaucracy of the hereafter. Flitting through the winding halls of Pharasma's realm, they record the circumstances of each mortal's death, any judgments for and against its soul, and its final destination along the Outer Planes. Their efforts alone maintain the immense Catalogue of Last Days—the Boneyard's infinite library of precedent. But unlike more tireless, mechanical outsiders, nosois are also prone to powerful whims, boasting contests, and petty theft.

Mortals recognize nosois in their roles as messengers, counselors of troubled or disbelieving dead, and guides along the River of Souls, and some ancient texts refer to them as scribe psychopomps, death's messengers, and yanakeion. Many large and well-tended graveyards or catacombs play host to a nosoi who tends to the newly passed and keeps a watchful eye out for the looming taint of undeath.

Nosois' bodies take the form of mortal songbirds usually crows, sparrows, and especially whippoorwills though like all other psychopomps they wear graceful, elegant funerary masks that accentuate their sharp beaks and empty eyes. Many also craft decorative artificial tails from small bric-a-brac that trail behind them as they soar through the Boneyard.

Nosois are typically measure about 1 foot in length, though their tails may double or triple that length. They are deceptively heavy, weighing between 10 and 15 pounds.

ECOLOGY

Nosois serve within the libraries and scriptoriums of Pharasma's realm, tirelessly scribbling away without rest. Being social creatures, however, they frequently chatter with one another—boasting of past deeds, arguing over notation, and exchanging gossip from the far corners of creation. The immortal creatures toil for centuries before ascending to become higher psychopomps or, more likely, reincarnating on the mortal world.

Though outsiders have no need to eat, nosois consider doing so a rare treat. Their frequent sojourns to the Material Plane and many Outer Planes involve frequent snacks and tastings. Being dutiful but not unwavering, nosois sometimes succumb to bribes and share the information they possess, and mortal treats loosen their secrets far faster than gold or magic.

Nosois exist primarily atop Pharasma's Spire, in and around the Palace of Death, but they travel more frequently than other psychopomps. While on the Material Plane, they either use their natural invisibility to hide, or else assume the forms of songbirds (most commonly whippoorwills), which they exploit to gather their favorite treats: breads and sweets. Many false superstitions claim that a captured nosoi can be forced to restore a fallen lover to life, and the outsiders remain wary of the living as a result.





HABITAT & SOCIETY

The primary duty of nosois is to record happenings within Pharasma's realm in meticulous detail, as well as to conduct souls to and from their appointed destinations. Many also serve as assistants to more powerful psychopomps or even to mortals with particularly morbid concerns or fates that the goddess of death wishes to keep watch on. Despite being the smallest and least influential of their breed, nosois take pride in knowing that their trivial tasks aid in keeping one of the multiverse's most important aspects functioning with general reliability.

Nosois also serve as the bureaucracy of death's messengers to the other Outer Planes, carrying missives from the depths of the Abyss to the summit of Heaven—wherever other outsiders argue over the fate of mortal souls. The Boneyard's abundant portals eliminate any need for dimension-hopping magic, and with the exception of some fiends, most outsiders respect the couriers' neutrality and allow them safe passage.

Typical nosois are gregarious, eager to please, and hardworking, though easily distracted and prone to taking frequent breaks. Perhaps because of their frequent contact with the newly dead, nosois are easier for humanoids to relate to than are other kinds of psychopomps. Like humanoids, they maintain their neutrality not through an obsessive adherence to balance, but rather through a combination of dedication to their duty playing against interest in their own aims.

History and mythology are rife with stories of individuals who have exploited such personal interests. Most cultures on Golarion tell tall tales of mortals cheating death at games of cards or in other contests with nosois. While in actuality nosois lack the power to restore the dead to life, desperate petitioners occasionally slip away from the scribe psychopomps, or else win days of freedom in games of chance, allowing the petitioners to briefly visit loved ones or complete important tasks. Each nosoi varies in its willingness to play with its charges or gamble away its secrets, but most will concede to a few hours' distraction, with or without a prize.

Bizarrely musical, nosois provide a requiem that echoes through many sites in the Boneyard, lending a comforting presence to the otherwise grandiose and imposing structure. Their steady quill scratching sets a constant beat, their competing, haunting songs fill out the musical score, and their tittering gossip punctuates every corner. To those who frequent the Boneyard, the tone of the courts can be quickly and easily gauged by the quality of this ambient music.

Journeying to the Material Plane to counsel or escort the dead is considered an honor, and a nosoi's confidence and position among its peers revolve around these monotonybreaking assignments. They regularly filch grave goods from mortal ceremonies, especially ribbons, flowers, and beads, all of which they use to craft and expand beautiful artificial tails. Only nosois with allies among the higher courts boast more than a dozen such trophies, and such blessed individuals often use their trophies as bribes and rewards among those with whom they have dealings. Some even believe mortals share their sense of value, and most promises of great rewards from nosois culminate in little more than useless trash.

NOSOI FAMILIARS

Nosois sometimes depart from their service to the bureaucracy of death to act as familiars to spellcasters with a special connection to or interest in death. Most relish the opportunity, and make useful assistants to spellcasters who keep extensive libraries or prefer meticulous records. They can be troublesome, though, given their natural curiosity and tendency to steal small objects. Any neutral caster of 7th level or higher and who has the Improved Familiar feat may summon a nosoi.

Nosois often use their skill as scribes to aid their mortal masters. Despite their size and apparent lack of hands, they may use medium-sized drawing and writing tools without penalty. They grant their masters a +2 bonus on skill checks made to scribe scrolls.

Like all psychopomps, nosois loathe the undead. They immediately leave the service of any master who creates or permanently becomes such an abomination.



arrion Crown

OFFENSE

Speed 30 ft., fly 50 ft. (average) Melee +1 adamantine scythe +14/+9 $(2d_{4+7}/\times 4)$ or 2 claws +13 (1d6+4) Spell-Like Abilities (CL 10th; concentration +11) At will—death watch, greater teleport (self plus 50 lbs. of objects only), invisibility (self only) 3/day—bestow curse (DC 16), locate creature, searing light (DC 16) STATISTICS Str 18, Dex 16, Con 17, Int 13, Wis 19, Cha 17 Base Atk +9; CMB +13; CMD 26 Feats Cleave, Great Fortitude, Hover, Power Attack, Vital Strike Skills Acrobatics +12, Fly +13, Intimidate +10, Knowledge (history) +9, Knowledge (planes) +12, Knowledge (religion) +8, Perception +16, Sense Motive +16, Stealth +12 Languages Abyssal, Celestial, Infernal ECOLOGY Environment any (Boneyard) Organization solitary, pair, or flock (2-12) Treasure standard SPECIAL ABILITIES Fear Aura (Su) When within a 30-foot radius of a vanth, any creature with fewer than 10 Hit Dice that looks at the psychopomp must succeed on a DC 18 Will save or become shaken. A creature that successfully saves cannot be affected again by the same vanth's aura for 24 hours. A vanth can activate or deactivate its fear aura as a free action. This is a

> mind-affecting fear effect. The save DC is Wisdom-based. Reaper's Scythe (Su) Every vanth carries a distinctive +1 adamantine scythe as both a weapon and symbol of its duty. As a free action, a vanth can summon this weapon from a personal demiplane or any other location and have it appear in its hands instantly. It can also dismiss its scythe back to its personal demiplane as a free action. If a vanth's scythe is destroyed, it can summon a new one in 24 hours.

> Stern, silent, and cloaked in ragged wings, unsettling images of vanths haunt mortal depictions of death. Known as reapers, angels of death, or amzranei in some texts, members of this class of psychopomps serve as guardians of the Boneyard and watchers along the routes of the dead. They provide security atop Pharasma's Spire and along the River of Souls, protecting the departed from those who see mortal souls as currency or delectable morsels. They also serve as death's foot soldiers against whatever would disrupt the natural cycle of mortality, be it a plague of undeath or a good-aligned temple that dispenses resurrections too freely. In times of great suffering and loss, Pharasma relies on the steely resolve and tireless nature of vanths to harvest the tormented souls of the dead before their agony transforms every battleground or plague quarter into a pit of undeath.

PSYCHOPOMP, VANTH

This looming black skeleton wraps itself in the wings of a giant black raven, and a vulturelike mask of polished ceramic gazes balefully from where its skull should be. Without a gesture, a wickedly curved scythe appears in its elongated fingers.

VANTH

XP 3,200

N Medium outsider (extraplanar, psychopomp)

Init +3; **Senses** darkvision 60 ft., low-light vision, spiritsense; Perception +16

Aura fear (30-ft. radius, DC 18) DEFENSE

AC 23, touch 13, flat-footed 20 (+3 Dex, +7 natural, +3 shield) **hp** 76 (9d10+27)

Fort +11, **Ref** +6, **Will** +10

DR 10/adamantine; Immune death effects, disease, poison; Resist cold 10, electricity 10; SR 18





Vanths appear as black skeletons with crowlike wings and masks resembling the heads of vultures, crows, and other carrion birds—creatures that clear the mortal planes of corpses. Occasionally they cover themselves in ceremonial brass armor and tabards in funerary shades. Like all psychopomps, a vanth wears a funerary mask crafted from ceramic or polished stone in place of a face.

Thanks to their slumped posture, vanths can look most adult humanoids in the eye, despite standing 8 feet tall when erect. They weigh approximately 400 pounds.

ECOLOGY

Few understand the origins of vanths. While most psychopomps graduate over the span of unfathomable ages from mortal souls and lesser psychopomps, vanths seem altogether distant and alien. Some stories claim they have always guarded the Spire, even before Pharasma came and crafted new servants in their image. Others whisper that all the vanths that ever were or will be ascended from the souls of a distant world of death-worshiping soldiers who spent every moment in life preparing themselves for the end and delighted in their planet's final demise.

HABITAT & SOCIETY

With an infinite flux of souls through the Bonelands, there's an equally infinite number of these spirits who attempt to flee, rage against their assigned fate, or merely lash out in madness, only to be laid low by the tattered wings and flashing scythes of vanths. Pharasma's reapers serve as fearsome guardians of the dead and death's assets—sacred coves, forgotten cemeteries, and untended mausoleums. Being inherently disturbing to the mortal psyche, vanths are rarely called on directly by churches in need of aid.

Among the planes, most outsiders look upon vanths with scorn. They embody an unflinching dedication to duty, without interest in the strict letter of law or what is right, nor any great amount of self-determination. They do because they must, working out of a personal and obsessive sense of duty, not because they're ordered to do so. Their stalwart adherence to their cosmic role makes them far too lawful for chaotic outsiders to appreciate, while their cantankerous methods make lawful outsiders balk. Most insultingly, the suspicious reapers eye any and all who enter the Boneyard as potential threats. They follow visiting demons and angels alike, looming from the courts' gothic eves and parapets, casting silent aspersions on even the best-behaved travelers.

Unlike most psychopomps, vanths show few mortal proclivities. They rarely speak, even to one another; when they do, their hollow voices carry farther than expected or is socially appropriate. They communicate among one another with slow, deliberate gestures plain enough for most creatures to understand—a strange blend of elaborate human gestures and birdlike head bobs. Most show no



PSYCHOPOMP TRAITS

The gears of the multiverse turn through the constant motion of mortal souls. Although Pharasma is the ultimate judge over the dead, a grand bureaucracy serves her and overflows with able record-keepers, prosecutors, investigators, and guardians. They are psychopomps, the right hand of death.

Psychopomps, also known as reapers in some circles, are neutral outsiders who serve death and ensure the steady flow of souls into the cosmic cycle. Few care for the concept of balance so much as for duty and the rightful progression of life to death and beyond by any and all means necessary. As enforcers of mortality and the cosmic cycle, psychopomps universally loathe undead.

Although they vary widely in appearance, all psychopomps bear an elaborate funerary mask as a mark of their place in the cycle of life and death. The best known are catrinas, giltines, keres, memitims, morrignas, mors, vanths, and the ferocious yamarajes.

Psychopomp Traits: A psychopomp possesses the following traits.

- Darkvision 60 feet and low-light vision.
- Immunity to death effects, disease, and poison.
- Resistance to cold 10 and electricity 10
- Except where otherwise noted, psychopomps speak Abyssal, Celestial, and Infernal.
- A psychopomp's natural weapons, as well as any weapon it wields, are treated as though they had the *ghost touch* weapon special ability.

Spiritsense (Su) A psychopomp notices, locates, and can distinguish between living and undead creatures within 60 feet, just as if it possessed the blindsight ability.



interests beyond their immortal role. Even basic emotional reactions seem beyond vanths; they rarely display emotions of their own, and righteous anger or talk of love elicits little more than a confused cock of the head.

A vanth's scythe is a proud badge of its station, featuring otherwise unknown symbols that mirror the ancient writing found on many of the Boneyard's forgotten tombs. Their scythes reflect their role as harvesters of souls in times of great death, but more practically, they inflict bitter wounds and can sever the silver threads of unwanted astral visitors.

Unsurprisingly, vanths loathe astradaemons and descend on the great predators in large numbers. Thanks to the daemons' plane-shifting abilities, these melees occasionally spill over into other planes, dragging countless outsiders into chaotic three- or four-way battles.







WAX GOLEM

This eerily expressionless man has a glistening quality about him, as though he were completely covered in an oily sheen. His clothes' colors are unsaturated and bland, his skin slightly gray, and his features and lines unnaturally soft.

Wax Golem XP 800

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N Medium construct

Init –1; Senses darkvision 60 ft., low-light vision; Perception +0
DEFENSE
AC 15, touch 9, flat-footed 15 (–1 Dex, +6 natural)
hp 42 (4d10+20)
Fort +1, Ref +0, Will +1
Immune construct traits, magic
Weaknesses vulnerable to fire
OFFENSE
Speed 30 ft.
Melee slam +6 (1d6+3)
STATISTICS
Str 14, Dex 9, Con —, Int —, Wis 11, Cha 1
Base Atk +4; CMB +6; CMD 15
SQ conditional sentience
ECOLOGY
Environment any
Organization solitary or gang (2–4)
Treasure none
SPECIAL ATTACKS
Conditional Sentience (Su) A wax golem constructed to look

like a humanoid (whether a particular individual or not) has a small chance of gaining sentience, genuinely believing it is actually a living creature. Each week, such a wax golem has a cumulative 1% chance of becoming sentient (so the second week the chance is 2%, the third week 3%, and so on, to a maximum of 5%). If this occurs, the golem gains an Intelligence score of 10, retroactive skill points, feats dependent on its Hit Dice, and 1 class level with the potential to gain more. It also gains a +10 racial bonus on Disguise checks made to impersonate the specific individual it was crafted to appear as. A sentient wax golem ventures into the world and tries to live a life similar to that of the person (or type of person) it resembles. However, if the sentient wax golem ever encounters the person it is modeled after, it attempts to stealthily kill that person and take his place. The only way for a sentient wax golem to lose its sentience is either to take an amount of fire damage equal to half its hit points (which melts its features away) or to be destroyed.

Immunity to Magic (Ex) A wax golem is immune to any spell or spell-like ability that allows spell resistance, with the exception of spells and spell-like abilities that have the fire descriptor. In addition, certain spells and effects function differently against the creature, as noted below.

- A magical attack that deals fire damage slows a wax golem (as the *slow* spell) for 2d6 rounds (no save). In addition, for 3 rounds after being afflicted with fire damage, every time a wax golem uses its slam attack, it deals an additional 1d4 points of fire damage due to the molten wax.
- A magical attack that deals cold damage breaks any *slow* effect on the golem and heals 1 point of damage for each 3 points of damage the attack would otherwise deal. If the amount of healing would cause the golem to exceed its full normal hit points, it gains any excess as temporary hit points. A wax golem gets no saving throw against cold effects.

SENTIENT WAX GOLEM CR 4
XP 1,200
Commoner 1
N Medium construct
Init +3; Senses darkvision 60 ft., low-light vision; Perception +6
DEFENSE
AC 15, touch 9, flat-footed 15 (–1 Dex, +6 natural)
hp 47 (5 HD; 4d10+1d6+21)
Fort +3, Ref +2, Will +1
Immune construct traits, magic
Weaknesses vulnerable to fire
OFFENSE
Speed 30 ft.
Melee slam +6 (1d6+3)
STATISTICS
Str 14, Dex 9, Con —, Int 10, Wis 11, Cha 1
Base Atk +4; CMB +6; CMD 15
Feats Great Fortitude, Improved Initiative, Lightning Reflexes
Skills Appraise +6, Craft (carpentry) +7, Disguise +7 (+17 to appear
as the individual it was crafted to resemble), Perception +6;
Racial Modifiers +12 Disguise
Languages Common
SQ conditional sentience
ECOLOGY
Environment any
Organization solitary
Treasure none

A wax golem is an exact replica of a particular person, composed completely of wax. While skilled artists pride themselves on their ability to make wax sculptures look lifelike, builders of wax golems go one step further and actually bring their art to life. Though eerily silent and unblinking, well-built wax golems bear such striking similarity to the subjects they are modeled after that some golems begin to think they are in fact that person.

A wax golem can be constructed to resemble any person or creature, though they typically look like human subjects, standing at the same height and weighing about three times as much.



Ecology

Wax golems are often constructed by artistic spellcasters who fancy making their work a little more authenticlooking. Though these golems can look like anything from faceless, colorless drones to finely detailed reconstructions, they all share the commonality of being formed purely from hard wax. Most wax golem crafters choose to create these lifelike statues not for aesthetic purposes, however, but to undertake devious chores such as infiltration, espionage, or assassination.

HABITAT & SOCIETY

Wax golems possess the mysterious ability of possibly gaining self-awareness, an attribute almost exclusively reserved for humanoid creatures born of natural means. By resembling a subject so greatly, wax golems have a small chance of gaining conscious thought and higher-level thinking, effectively manifesting their own sentience.

This extraordinary ability has no logical explanation, though some constructors of these beings who have witnessed this transformation theorize that wax golems obtain self-awareness by watching humanoids over an extended period of time. Wax golems that spend a significant amount of time around people who mistake them for the subjects they resemble (such as golems sent to perform espionage) have an even greater chance of gaining sentience.

Oddly, wax golems that gain sentience also develop the genuine belief that they are who they are modeled after. This notion is so strong that if such a wax golem were to encounter the individual it is modeled after, it would go to great lengths to exterminate the person and take his or her place in society, even adopting a code of morals and principles similar to those of the murdered subject. In this way, wax golems stealthily inject themselves into roles as diplomats, leaders, and authority figures, often to the detriment of people close to the usurped individual.

So meticulously designed are wax golems, however, that few can identify a wax golem as a fraud, even when in close proximity. Along with sentience, wax golems achieve moderate intelligence, as well as the ability to communicate and speak. In order to mask the glossy sheen associated with their wax bodies, deceptive golems take special care to garb themselves in clothes that hide their peculiar complexions. They still do not eat, sleep, or breathe, but crafty golems easily avoid the complications associated with these trivialities. The only definitive clue a well-built wax golem cannot easily hide is the distinct texture of its skin, which, even to the most unobservant individual, does not feel anything like flesh. Because of this, wax golems tend to be aloof and secretive, never allowing any one person to get too close, a trait that does not go unnoticed by those well-acquainted with the original individual, who tend to pick up on the rather sudden shift in demeanor.

> Environmental hazards such as heat from the sun or cold precipitation have little effect on wax golems, though constant exposure to temperatures over 100 degrees for more than an hour does produce a rather odd sheen, and spending longer than a day in such weather begins to take its

> > toll on the golem, dealing 1d4 points of fire damage every hour spent in the elements after the first.

CONSTRUCTION

The construction of a wax golem requires a block of solid wax the size of whatever individual it is to be molded after, typically weighing over 1,000 pounds. The wax is treated with dyes and magical unguents worth at least 500 gp. The simplest wax golems require the creator to make a Craft (sculptures) check, with wax golems resembling specific races or individuals requiring higher DCs. While wax golems that look like living creatures possess greater versatility, they also have the potential of gaining a strange sort of sentience.

WAX GOLEM

CL 9th; Price 14,000 gp

Requirements Craft Construct, animate objects, geas/quest, limited wish, silent image, creator must be caster level 9th; **Skill** Craft (sculptures) DC 18 (DC 25 if the creator wants the golem to look like a member of a particular race; DC 30 if the creator wants the golem to look like a specific individual); **Cost** 7,000 gp

