



## BESTIARY

Not all born to the deep stay there contentedly. Just as a starving man dares the surf to look down with hunger, so too do furtive things steal to the borders between sea and shore to cast black gazes up from the waves—knowing nothing of the world above except that it exists to supply an end to their appetites. Their ways are more ancient than ours, subtler, more efficient, but like us, they are not without their tricks, their experts, and their innovations. There is revolution in the water, and the waves mark the invincible border of our realm no more.

—Joachim Nolvel, *Breath in the Depth*

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A tidal wave of terrors begins to swell in this month's entry into the Pathfinder Bestiary. Every month for the entirety of the Skull & Shackles Adventure Path, expect a new surge of sea monsters, island denizens, and pirate legends made flesh. This month, low-level threats, piratical companions, and the herald of Besmara, goddess of pirates, wash up on deck.

### SHIPS, SAILORS, AND OTHER VICTIMS

Aquatic beasts, wandering denizens of the deep, and low-level sea monsters fill this month's random encounter table, a collection well suited to scallywags just starting out on their piratical careers. These encounters are scaled with the assumption that the PCs are facing them alone and not with the full force of their shipmates brought to bear. If such is not the case, most of these encounters might not prove much in the way of threats at all and the experience gained from each should be split among all who participated in the battle. Even though such situations aren't a fantastic way to award PCs extra experience, there's nothing wrong with demonstrating how formidable an entire pirate crew can be.

Aside from sea monsters, the PCs might also encounter other vessels in their travels—the ships of merchants and other pirates, or stranger craft. Even though the PCs don't have control of a ship for a significant portion of this month's adventure, that's not to say they won't have the opportunity to charge into battle against other crews of seafarers. The following presents three ships the party might encounter at any point during the adventure, giving the PCs the opportunity to gain a bit more experience and plunder on the front lines of a pirate attack. GMs using the plunder rules presented on page 61 of this volume should award the PCs 1d4 points of plunder for any ship they successfully raid.

Additionally, GMs who haven't already checked out *GameMastery Flip-Map: Pirate Ship* or *GameMastery Map Pack: Ship's Cabins* might want to look into such game aids, which were specifically created to aid in encounters for this Adventure Path.

**Blostin's Second Chance:** The vessel of captain Bormandu Blostin sails from Augustana in Andoran to Eleder in Saragava, trading northern cereals, metal wares, and textiles for southern spices, exotic animal pelts, native crafts, and other mundane items—hoping to avoid the notice of pirates by not trading in richer goods. The small ship is crewed by 21 shipmates (*Pathfinder RPG GameMastery Guide* 294), Captain Blostin (use the stats for a shopkeep on page 284 of the *GameMastery Guide*), and the captain's tired hunting dog Duchess (use the stats for a normal dog on page 87 of the *Pathfinder RPG Bestiary*). Only Duchess and 1d4 shipmates will fight to defend the ship—the cowardly captain surrenders at the first sign of danger in the desperate hope of not garnering the pirates' ire.

### LOW-LEVEL OCEAN ENCOUNTERS

%	Result	Avg. CR	Source
1–5	1d4 merfolk	1/2	<i>Bestiary</i> 204
6–11	1 fuath	1	<i>Bestiary</i> 3 142
12–16	1d4 grindylows	1	<i>Bestiary</i> 148
17–21	1 squid	1	<i>Bestiary</i> 259
22–27	1d6 dolphins	2	<i>Bestiary</i> 88
28–32	1d6 locathahs	2	<i>Bestiary</i> 2 179
33–36	1 adaro	3	<i>Bestiary</i> 3 7
37–40	1 bunyip	3	<i>Bestiary</i> 2 50
41–44	1 wereshark	3	<i>Isles of the Shackles</i> 54
45–51	1d8 stingrays	3	<i>Bestiary</i> 2 232
52–56	1d4 reefclaws	3	<i>Bestiary</i> 2 234
57–62	2d6 grindylows	4	<i>Bestiary</i> 148
63–67	1 sea hag	4	<i>Bestiary</i> 243
68–72	1 cecaelia	5	<i>Bestiary</i> 3 49
73–78	1d4 draugr pirates	5	<i>Isles of the Shackles</i> 62
79–83	1 giant moray eel	5	<i>Bestiary</i> 119
84–88	1 lobster	5	<i>Bestiary</i> 3 131
89–92	1d6 sahuagin	5	<i>Bestiary</i> 239
93–96	1 jellyfish swarm	6	<i>Bestiary</i> 2 170
97–100	1d8 sharks	6	<i>Bestiary</i> 247

**Ginger Belle:** From the charming Taldan co-captains Velvarisa and Bethany and the ship's spotless decks, most never guess the *Ginger Belle* is actually a slaver ship. Putting in at various ports in Qadira, Rahadom, and Cheliox, the captains pride themselves on selling servants of the highest caliber to the well-to-do of the Shackles, making regular stops at Port Peril and Hell Harbor. The 28 members of the crew consist mostly of shipmates and two guards (*GameMastery Guide* 294 and 260, respectively), while the captains have the same stats as slavers (*GameMastery Guide* 266). Only the captains and the guards fight in defense of the ship, making this a CR 6 encounter. Five slaves currently languish in the ship's hold, each having the same stats as a farmer (*GameMastery Guide* 309).

**The Pelican:** This Nidalese vessel recently picked up a pair of stowaways when it put into port at Greenblood in the Sodden Lands—two crystal oozes (*Bestiary* 166). These aquatic gray oozes slipped on board and devoured most of the ship's rowers before the guards realized what was afoot, but by that point their disorganized resistance was doomed. The rest of the crew and the ship's captain, Kelizmar Dragnazz, dissolved soon after. Lethargic after their meal, the two crystal oozes still linger in the bilges of the *Pelican* as it drifts toward its inevitable end.



## DRAGON, TIDEPOOL

This small draconic creature seems better suited for the waves than wind, its wings sweeping along its body like massive fins. Light from the water refracts off its resilient-looking cerulean hide as it snaps crustacean-like claws.

### TIDEPOOL DRAGON

CR 3



XP 800

CN Tiny dragon (aquatic)

Init +5; Senses darkvision 60 ft., low-light vision; Perception +9

#### DEFENSE

AC 15, touch 13, flat-footed 14 (+1 Dex, +2 natural, +2 size)

hp 30 (4d12+4)

Fort +5, Ref +7, Will +6

Immune paralysis, sleep

#### OFFENSE

Speed 10 ft., fly 30 ft. (average), swim 60 ft.

Melee bite +6 (1d3), 2 claws +6 (1d3 plus attach)

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

Special Attacks breath weapon (5-ft. line, 2d6 fire damage, Reflex DC 13 for half, usable every 1d4 rounds)

Spell-Like Abilities (CL 4th; concentration +6)

3/day—*freedom of movement* (self only)

Spells Known (caster level 4th; concentration +6)

2nd (4/day)—*slipstream*\*1st (7/day)—*hydraulic push*\*, *obscuring mist*0 (at will)—*acid splash*, *dancing lights*, *daze* (DC 12), *detect poison*, *mage hand*, *touch of fatigue* (DC 12)\* See the *Advanced Player's Guide*.

#### STATISTICS

Str 11, Dex 13, Con 13, Int 8, Wis 14, Cha 14

Base Atk +4; CMB +3; CMD 13

Feats Improved Initiative, Lightning Reflexes

Skills Fly +12, Knowledge (nature) +6, Perception +9, Survival +9, Swim +15

Languages Common, Draconic

SQ amphibious

#### ECOLOGY

Environment warm coastlines

Organization solitary, pair, or clutch (3–6)

#### SPECIAL ABILITIES

**Attach (Ex)** When a tidepool dragon hits with a claw attack, it automatically grapples its foe, dealing automatic damage with that claw each round.

**Breath Weapon (Su)** When a tidepool dragon uses its breath weapon underwater, it creates a 10-foot cone of superheated water rather than a line of fire (as noted above). This effect deals the breath weapon's damage to any creatures in the cone's area, though victims can still save to take only half damage.

Aquatic dragons similar in size and fickleness to faerie dragons and pseudodragons, tidepool dragons rule as

whimsical tyrants over miniature realms comprising coral forests, sand dune mountains, and low-tide menageries. Preferring to inhabit coastal regions throughout the world's warmer climes, these dragon-kin make their lairs amid balmy lagoons and hidden coves, favoring any seaside setting devoid of stronger predators. A combination of chitinous shell—similar in shade to that of a blue crab—and scales the color of clear tropical waters covers every tidepool dragon, the shade deepening through twilight hues to a shade as dark as a ocean abyss.

Tidepool dragons typically measure about 2 feet long and weigh approximately 14 pounds. They are known to live for about 300 years.

## ECOLOGY

Despite their size, tidepool dragons are hardy and well suited to their environment. Their sweeping fin-wings work equally well both above and beneath the water. While underwater, these dragons use their fins to make languid, powerful strokes, propelling them forward in graceful bursts, but the strong, flexible musculature beneath the fins also allows them to make quick, dramatic turns essential in pursuing eels, small fish, and other agile prey. Above the water these same appendages work like wings, the membranous skin spreading over bones and cartilage to catch currents of air. Many observers who have glimpsed these creatures both above and below the waves claim that they do not fly so much as swim through the skies. The tiny dragons' dense muscle mass, particularly in their tails, allows them to create momentum strong enough to break the surface of the water and send them skyward in their characteristic glides. Although they prefer to eat fish, tidepool dragons often use their flight to chase seabirds off the surface of the waves and high into the sky, while the small, tough teeth that line every tidepool dragon's mouth can easily crack the hard shells of crabs and other shellfish.

The tidepool dragon is amphibious, possessing both gills and lungs, and can exist outside of water indefinitely. While it is in flight, muscles stretch its gill slits so they lie flat along the body, decreasing resistance to the wind. At the apex of the dragon's complex respiratory system, near the base of the creature's throat, a pair of small bones hang down. Tidepool dragons can vibrate these bones at an almost unthinkable speed, and the furious motion gives off intense heat. They can then draw water through their bodies from their gills and push it out of their mouths. As this torrent of water passes the vibrating bones, it heats to temperatures beyond scalding, capable of burning flesh and even melting glass. Even when not submerged, tidepool dragons can draw moisture from the air through their gills to power their breath weapons. But despite the potency of a tidepool dragon's breath

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when used in flight or on land, these creatures usually employ their breath weapons while underwater. When the dragons are submerged, their scalding gout of water diffuses into a small cloud of boiling water, allowing them to affect entire schools of fish or other groups of prey in a single boiling burst.

### HABITAT & SOCIETY

Tidepool dragons get their name from their tendency to frequent small coastal pools, where they bask and sleep because they are usually safe from other predators there and their shell-like hides blend well with the brilliant colors of local aquatic fauna. Those attempting to capture or otherwise contain a tidepool dragon find it a challenging task, as the creature's *freedom of movement* ability makes most nets, ropes, and simple attempts to grab it near useless. "Slippery as a tide wyrm" is a phrase often bandied about by sailors and other seafarers when trying to cross treacherously wet decks or wrestle the rigging of a loose and blowing sail.

Despite being almost impossible to catch, tidepool dragons can be bargained with rather readily, as their interests, while fickle, are quite simple. Those seeking tidepool dragons' favor—or, at least, hoping not to incur their mischief—can make offerings to the dragon, typically in the form of coins, gems, or particularly shiny shells so that the miniature wyrms can mimic their larger kin. Additionally, most tidepool dragons enjoy rare fish that cannot be found in their home waters, or fruits and vegetables from far inland that they've never sampled.

Capricious and self-serving, these miniature dragons possess a less savory reputation than their faerie dragon or pseudodragon cousins, making enemies as easily as they make allies. Highly territorial, most tidepool dragons take offense if the waters and coasts near their lairs are intruded upon, blasting trespassers with their breath weapons or perpetrating various pranks upon them. If satisfied, though—typically by being bribed with shiny baubles or salty food—tidepool dragons can prove quite helpful, serving other creatures for the promise of more rewards. Clever sailors have been known to leave trails of enticing foods in their ships' wakes in an effort to draw the attention of tidepool dragons. If successful, a vessel can gain a valuable helper, capable of acting as a lookout both far above and far below the water. Several aquatic species, such as merfolk, tritons, aquatic elves, and even sahuagin, also recognize the benefits of keeping tidepool dragons as allies, and some explorers have recorded colonies of such aquatic humanoids where well-fed clutches of these dragons act as sentries or scouts.

When left to their own devices, tidepool dragons live in small coastal caves, usually in mated pairs or related family clutches. These lairs always contain exit shafts



into the sky beyond since tidepool dragon eggs and new hatchlings are a favorite prey of bunyips. Tidepool dragon eggs are about the size of a chicken or crocodile egg, but are marked with the same colors that will eventually grace the hatchlings' scales. Parents hatch their young and then raise them until they are capable of surviving on their own, around age 3. At that point, young tidepool dragons set off to find mates and indulge their species' rampant curiosity. Single youths also band together to form non-familial pods for hunting and adventure.

### TIDEPOOL DRAGONS AS FAMILIARS

Although difficult to approach, tidepool dragons sometimes choose to serve as the familiars of unruly spellcasters and those who go out of their way to feed them rich or exotic foods. Spellcasters of 7th level or higher with an alignment within one step of chaotic neutral can gain a tidepool dragon as a familiar by taking the Improved Familiar feat.



## INCUTILIS

*This strange nautilus drags itself forward on oversized tentacles, its crimson-streaked flesh textured like the surface of some exposed, alien brain.*

### INCUTILIS

CR 2



XP 600

LE Tiny aberration (aquatic)

**Init** +4; **Senses** darkvision 60 ft.; Perception +8

#### DEFENSE

**AC** 17, touch 14, flat-footed 15 (+2 Dex, +3 natural, +2 size)

**hp** 18 (4d8)

**Fort** +1, **Ref** +3, **Will** +5

#### OFFENSE

**Speed** 5 ft., climb 5 ft., swim 60 ft.

**Melee** 2 tentacles +3 (1d4+2 plus grab)

**Special Attacks** puppetmaster

#### STATISTICS

**Str** 15, **Dex** 15, **Con** 11, **Int** 12, **Wis** 13, **Cha** 8

**Base Atk** +3; **CMB** +3; **CMD** 15 (can't be tripped)

**Feats** Improved Initiative, Step Up

**Skills** Bluff +3, Climb +10, Disguise +3, Perception +8, Stealth +17, Swim +17

**Languages** Aboleth, Aklo, Aquan, Common, Undercommon (cannot speak); telepathy 30 ft.

**SQ** amphibious

#### ECOLOGY

**Environment** any oceans

**Organization** solitary, pair, colony (3–12) plus enslaved puppets

**Treasure** standard

#### SPECIAL ABILITIES

**Puppetmaster (Su)** As a full-round action, an incutilis can drive its lesser tendrils into any helpless Small or Medium creature it occupies the same square as, and pump the victim full of poison and chemicals. The victim is killed instantly and becomes a zombielike creature under the incutilis's control. This zombie is not treated as being undead, and is immune to spells and effects that only affect undead (like damage from positive energy). The incutilis is attached to this zombie—typically by the head—occupying the same square and moving along with it. The incutilis can make attacks with its tentacles independently of the zombie's slam. It can also retract its tendrils as a move action, but doing so causes the zombie to collapse and revert to a normal corpse. The incutilis must retract its tendrils before it can move away from a zombie it's attached to. Any attack that deals damage to the zombie also deals 1 point of damage to the incutilis, regardless of how much damage is dealt to the zombie, while area-affecting spells affect both the puppeteer and zombie. A character can attempt to attack just the incutilis, but takes a –4 penalty on the attack roll. Killing the incutilis destroys the zombie.

Scholars know life began in the sea, and some—either paranoid or visionary—claim that the sea has manipulated the course of humanoid life through ages beyond reckoning, citing the incutilis as evidence of this. A strange sort of sea creature that appears to be little more than an oversized cephalopod, an incutilis hides a significant intelligence behind its unassuming appearance. Though most incutilises live their entire lives amid the deepest trenches of the darkest seas, some venture to the border between water and land, revealing terrible control over land-dwelling flesh and an alien disregard for sentient life. Limited in their ability to cross this border and travel on land by their aquatic physiologies, these aberrations overcome this hurdle with a lethal solution, slaying land dwellers and commandeering their flesh to bear the incutilis on shore. To what ends these beings seek to explore the surface remains a mystery—perhaps they do so out of hunger, perhaps out of curiosity, or perhaps because they were sent.

A typical incutilis weighs approximately 25 pounds, 30 with its shell, and measures 4 feet from the tips of its longest tentacles to the top of its shell.

## ECOLOGY

Although incutilises can live as bottom feeders, their favorite foods seem to be higher life forms—sharks, whales, and sentient ocean dwellers—and they appear to make little distinction between the living and the dead. They also make no obvious distinctions between sentient and nonsentient victims, a trait that comes across as either an extreme form of racial arrogance or total ruthlessness. At the same time, incutilises exhibit strong self-preservation compulsions, going out of their way to avoid dangerous predators and large groups of other sentient beings, and preferring instead to operate from the shadows.

Incutilises' most remarkable physical process is their ability to invasively take over dead flesh. So long as a body is relatively intact, the aberration can extend the smaller, more delicate tendrils it typically keeps retracted into its shell. These tendrils are covered with myriad tiny barbs and smaller fibrous filaments it can wind into even the finest internal apertures of a living body with shocking speed and ease. Once the tendrils are in place, the strange chemical laboratory that makes up a incutilis's internal organs allows it to secrete strange chemicals and toxins directly into the body's muscles, causing deliberate contractions, releases, and convulsions that give freshly dead bodies the semblance of life, while those longer dead appear undead. This process requires the incutilis to be latched onto its victim, directing its every motion. If it retracts its tendrils, its host body collapses back into a pile of dead flesh.

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Despite the remarkable nature of incutilises' corpse animation process, it is far from subtle. An incutilis cannot easily hide its prominent tendrils and gleaming shell, meaning that any corpse looks far from normal in well-lit conditions. In the dark or at a distance, however, the illusion can prove somewhat convincing, though still unnerving as the body twitches and jerks with the spasms caused by its aquatic master. Typically, witnesses who see a corpse animated by an incutilis believe it to be some sort of waterlogged undead, a misidentification that has led to the demise of more than one well-intentioned cleric.

Incutilises can survive both on land and at sea, though they are at an obvious disadvantage out of water, as their bodies are specialized for swimming, not dragging themselves along dry terrain. This limit to their mobility seems to be the primary reason they seek out corpses to take control over or unsuspecting humanoid or animals to overwhelm, claiming their bodies as convenient conveyances. Despite this, their actions rarely seem deliberately malicious, but rather result from a decision made out of dispassionate necessity. Whether they realize that their method of taking over the bodies of other living creatures is an affront to such beings or even have any concept of what death means proves entirely unclear.

### HABITAT & SOCIETY

Those few aware of incutilises rarely know the creatures by name. Rather, tales of their terrors—of shambling, flesh-garbed cephalopods and whole villages overwhelmed by invaders from the deep—spread through ports and among crews of sailors, the stuff of tall tales and the lies of drunks. But regularly enough, coastal fishing communities or the fortresses of petty pirate kings turn up deserted, their occupants vanished except, occasionally, for a few strange, oversized nautilus shells.

Incutilises can turn up in nearly any body of saltwater, but seem to favor warmer climes. More than even seeking warmer waters, however, these aquatic aberrations most frequently appear near deep undersea trenches. This is possibly because of some preference for the pressure of the depths or the darkness, but some also propose that incutilises are natives of the Darklands and inhabit the lightless seas of that realm in numbers unprecedented in the seas of the surface. This somewhat unpredictable range of habits has resulted in rumors of incutilises appearing in the most unusual places, like freshwater ponds, inland fishing holes, even wells.

Incutilises prove highly logical in their decision-making, seeming to know nothing of or care nothing for emotion or sympathy. This causes many who first encounter them to

believe they're nothing more than ravenous creatures, flesh stealers driven to hunt beyond their native environments. In truth, groups of incutilises act with great efficiency and deliberateness. Such bands also gauge the potential of a possible new food source before acting to claim it, avoiding acts that would eliminate their entire food source too quickly. They might kill off a few coastal communities, but avoid wiping out entire coastal populations in a region. In other cases, a group of corpse-riding incutilises might capture a significant portion of a community's population, trapping their victims in sea caves where the incutilises can come and go as they please, where others of their race can come and collect bodies to use on land, or where their prey are sequestered like herd animals.





## KELPIE'S WRATH

The skull of some many-fanged sea monster adorns the bow of this ominous pirate vessel, a grim ship made all the more disturbing by its apparent lack of a crew.

### KELPIE'S WRATH

CR 15



XP 51,200

CN Colossal outsider (chaotic, extraplanar, water)

**Init** +3; **Senses** darkvision 60 ft., tremorsense 60 ft., keen scent; **Perception** +23

#### DEFENSE

**AC** 30, touch 6, flat-footed 30 (+5 deflection, -1 Dex, +24 natural, -8 size)

**hp** 297 (18d10+198); fast healing 10

**Fort** +22, **Ref** +5, **Will** +13

**DR** 10/lawful; **Resist** acid 30, cold 30, electricity 30, fire 10; **SR** 26

#### OFFENSE

**Speed** swim 60 ft.; rush

**Melee** 3 incorporeal touch +25 (3d6 plus 3d6 electricity and 3d6 fire)

**Ranged** telekinesis +21 (varies)

**Space** 40 ft.; **Reach** 30 ft.

**Special Attacks** keelhaul, swallow whole (1d10+7 damage, AC 22, 29 hp)

**Spell-Like Abilities** (CL 18th; concentration +21)

At will—*commune with nature*, *dancing lights*, *know direction*, *telekinesis* (DC 18)

3/day—*charm person* (DC 14), *cloudkill* (DC 18), *control winds*, *invisibility sphere*, *major image* (DC 16, within its reach only), *plane shift* (DC 18), *seeming* (DC 18, other creatures only), *teleport*, *water breathing*, *widened fog cloud*

1/day—*summon* (level 7, 11–20 draugr [Bestiary 2] 100%)

#### STATISTICS

**Str** 40, **Dex** 8, **Con** 32, **Int** 9, **Wis** 15, **Cha** 17

**Base Atk** +18; **CMB** +41; **CMD** 55

**Feats** Combat Casting, Combat Reflexes, Disruptive, Greater Overrun, Improved Initiative, Improved Overrun, Power Attack, Spellbreaker, Stand Still

**Skills** Knowledge (engineering) +11, Knowledge (nature) +11, Knowledge (planes) +11, Perception +23, Sense Motive +14, Survival +23, Swim +44

**Languages** Common; telepathy 200 ft.

**SQ** fighter training, no breath

#### ECOLOGY

**Environment** any water

**Organization** solitary

**Treasure** double

#### SPECIAL ABILITIES

**Fighter Training (Ex)** The herald counts its Hit Dice as fighter levels for the purpose of qualifying for feats and other abilities.

**Keelhaul (Ex)** If the herald hits a creature with two or more incorporeal touch attacks in 1 round, it can perform a

reposition combat maneuver as a free action without provoking an attack of opportunity. If the herald moves the target into or through a square adjacent to it (including over or under itself), the target takes 1d6 points of slashing or bludgeoning damage (herald's choice) for every 5 feet of this movement. If this movement results in the target being underwater, the target must hold its breath or begin to drown. Alternatively, if the herald can reposition the target to the center of its space, it can attempt to force the target into its cargo hold and snap the doors shut, holding the target in place as the swallow whole ability. The herald can hold up to four Medium or smaller creatures or one Large creature with this ability.

**Rush (Ex)** Once per minute for 1 round, the herald can move at a swim speed of 150 feet, even downward.

**Telekinesis (Su)** The herald makes ranged attacks by telekinetically hurling objects or creatures on its deck as weapons. This ability functions as the spell *telekinesis* (CL 18th). It can use the ability on objects or creatures of up to 375 pounds, dealing 1d6 points of damage per 25 pounds of the hurled object or creature. If the herald attempts to hurl a creature with this ability, that creature can resist the effect with a successful Will save (DC 18). The save DC is Charisma-based.

Besmara's herald is *Kelpie's Wrath*, a haunted ship that is a living being. It looks like a storm-battered pirate vessel with the skull and spine of some great sea creature mounted on the prow, with eerie lights flickering on its deck and streaming from its masts. The ship is the source of many horror tales of abandoned ships found in the ocean or spectral ships crewed by ghosts, but it is actually an independent creature with a malign, vengeful intelligence. On the rare occasions when it comes to the mortal seas at Besmara's bidding, it usually does so to punish some buccaneer for a horrid blasphemy against the Pirate Queen. Far more often it is left to its own devices, sailing mortal waters, the Ethereal or Astral Planes, or strange dream-realms in search of plunder, danger, and glory.

The ship's origins are mysterious and legends about it are contradictory. In some stories it was originally the flagship of a notorious pirate king who swore to forever serve Besmara, and when he finally died she merged his spirit with his ship so he could continue his service. Other tales tell of a demon-tainted kelpie that grew to a monstrous size and was kept as a beloved pet by the goddess like a mad dog until it was slain by adventurers and resurrected in this form to continue its predations. Still others speak of a devout priest-captain of Besmara who swore to bed no other woman so he could service the goddess in the afterlife, but then fell in love with a girl in a coastal village; according to this tale, the goddess cursed the priest to always roam the sea and never touch land so he would always pine for the love he could not

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have. The ship does not answer queries about its origin, and if pressed on the matter it has a habit of grabbing its interrogators, diving hundreds of feet under the water, and casually watching them gasp out the last of their air before it tears them limb from limb.

The ship is completely animate and needs no crew—it can tie and release its lines; raise, lower, and adjust its sails; open or close all of its doors; and so on. It moves about foreign objects (such as cargo) using *telekinesis*, and it sometimes does the same to its rare passengers, slamming doors on hands or throwing people overboard if it feels a lack of respect. Though it has a wheel and rudder, it resists mortal attempts to steer it as if it were a mundane ship—something it considers very disrespectful.

### ECOLOGY

*Kelpie's Wrath* has no need to eat, drink, or even breathe. Because it can “swim” in any direction, including underwater, it may be found on the surface, cruising deep beneath the sea, or even skimming the bottom of the ocean. If facing an opponent it cannot easily defeat, it is likely to retreat deep underwater (assuming its foe cannot easily follow) or use *teleport* or *plane shift* to reach a safe place. It prods old wrecked ships for loot, storing its prizes within itself and only relinquishing its treasures when the goddess desires something it carries. Many loot caches on the sea floor actually belong to the ship, buried and marked in its memory for later counting.

When called by mortals, it demands treasure as payment for its services, preferring chests full of gems and gold coins. It has a lecherous, voyeuristic streak, however, and has been known to lower its price if arrangements are made for mortals to perform carnal acts on its decks—while it telepathically murmurs approvingly. If properly bribed, it serves with grudging loyalty until the task is done, then leaves. It is best suited for tasks requiring the destruction or terrorizing of enemy ships or fleets, though it can easily transport dozens of people or tons of cargo anywhere in the world or even to another plane. It is also willing to serve as a lure or decoy, disguising itself as a slow, loot-rich merchant vessel or mysterious shipwreck in a cove.

The ship is fully mobile in waterlike environments on other planes, including the Ethereal and Astral Planes. It enjoys sailing the “waters” of the ethereal sea and raiding xill settlements, or changing through clusters of soul-predators in the Astral Plane. It also finds pleasure in the bizarre seascape of the Maelstrom and has ventured into watery parts of the Abyss, though it is always ready to plane shift if it suspects a trap or a shift in the terrain that would trap it.

### HABITAT & SOCIETY

*Kelpie's Wrath* sometimes follows Besmara's ship, the *Seawraith*, at a respectful distance on its travels through

the planes, like a well-heeled dog afraid to attract too much attention to itself. When commanded by the goddess, it immediately complies, mixing a need for approval with an abject fear of punishment for any perceived disobedience. The ship acts like the only thing it cares about is the goddess, and is willing to sacrifice itself for her approval—it would swim through lava or acid, or run itself aground on a beach of adamantite spikes to please her.

Though the ship has no need of crew, it sometimes offers to save drowning sailors in exchange for a number years of service. Those who accept vanish and are not seen again—unless the draugr it summons are actually the revenant forms of these rescued sailors. Whether these souls think half-life at the ship's beck and call is better than actual death is unknown, for they do not speak of it. Some pirate-priests believe the ship is searching for a soul great enough to take its place, becoming the new mind in charge of the living ship and freeing whatever controls it to live again or pass on to Pharasma's Boneyard.







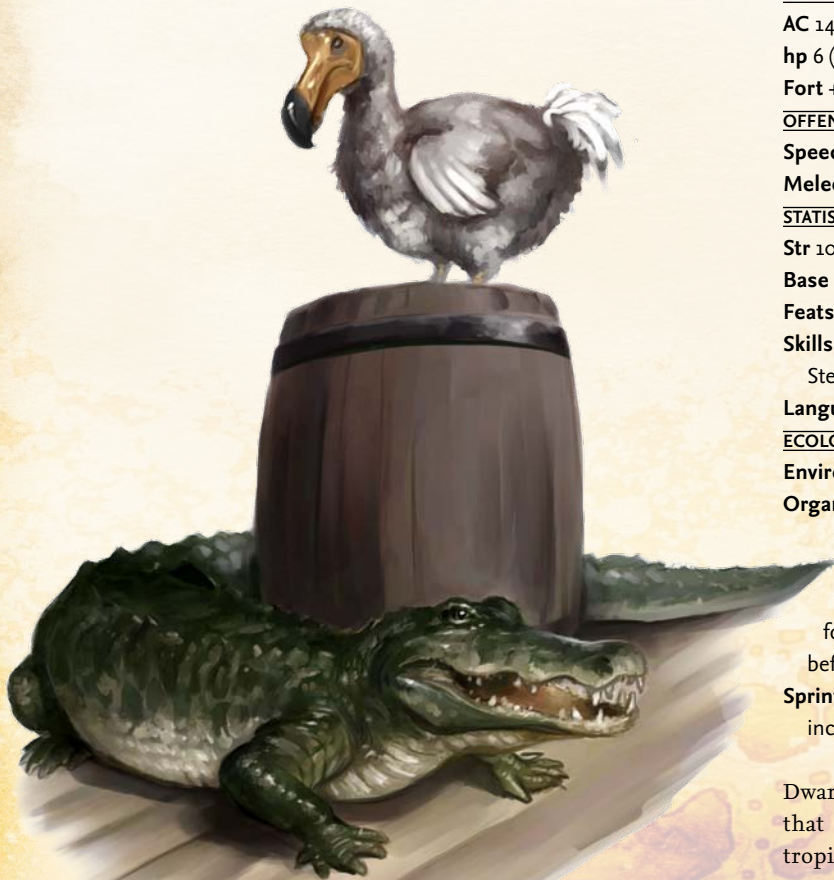
## PIRATE FAMILIARS

Adventure-seekers, explorers, and pursuers of strange tales, pirates often come into contact with strange creatures as they sail the seas, occasionally taking them as pets or, in the cases of some spellcasters, as familiars. Presented here are four new creatures bound to make popular pirate companions.

### DODO

*This plump, gray flightless bird waddles about on ungainly looking legs, fearlessly bobbing its prodigious beak.*

<b>Dodo</b>	CR 1/4	
<b>XP 100</b>		
N Small animal		
<b>Init</b> +0; <b>Senses</b> low-light vision; Perception +3		
<b>DEFENSE</b>		
<b>AC</b> 11, touch 11, flat-footed 11 (+1 size)		
<b>hp</b> 6 (1d8+2)		
<b>Fort</b> +4, <b>Ref</b> +2, <b>Will</b> -1		
<b>OFFENSE</b>		
<b>Speed</b> 20 ft.		
<b>Melee</b> bite +1 (1d3-2)		
<b>STATISTICS</b>		
<b>Str</b> 3, <b>Dex</b> 11, <b>Con</b> 14, <b>Int</b> 2, <b>Wis</b> 9, <b>Cha</b> 6		



**Base Atk** +0; **CMB** -3; **CMD** 7

**Feats** Weapon Finesse

**Skills** Perception +3

#### ECOLOGY

**Environment** warm coastlines

**Organization** solitary, pair, or huddle (3-6)

**Treasure** none

These flightless birds typically inhabit isolated tropical islands devoid of predators. Their size and unfamiliarity with natural dangers contribute to a kind of racial boldness—or what some would call stupidity—causing them to bumble into precarious situations and making them easy targets for other creatures. The birds can easily be caught and slain, but their meat has a most unpleasant taste. Few shipwrecked sailors would turn it down, however.

### DWARF CAIMAN

*This lithe, green-scaled reptile looks like a miniature crocodile with a stunted muzzle.*


<b>Dwarf Caiman</b>	CR 1/3	
<b>XP 135</b>		
N Small animal		
<b>Init</b> +0; <b>Senses</b> low-light vision; Perception +0		
<b>DEFENSE</b>		
<b>AC</b> 14, touch 11, flat-footed 14 (+3 natural, +1 size)		
<b>hp</b> 6 (1d8+2)		
<b>Fort</b> +4, <b>Ref</b> +2, <b>Will</b> +0		
<b>OFFENSE</b>		
<b>Speed</b> 10 ft., swim 30 ft		
<b>Melee</b> bite +1 (1d4)		
<b>STATISTICS</b>		
<b>Str</b> 10, <b>Dex</b> 11, <b>Con</b> 15, <b>Int</b> 2, <b>Wis</b> 11, <b>Cha</b> 2		
<b>Base Atk</b> +0; <b>CMB</b> -1; <b>CMD</b> 11		
<b>Feats</b> Sill Focus (Stealth)		
<b>Skills</b> Stealth +11 (+19 in water), Swim +8; <b>Racial Traits</b> +8		
Stealth in water		
<b>Languages</b> none		
<b>ECOLOGY</b>		
<b>Environment</b> warm water		
<b>Organization</b> solitary, pair, or bask (3-12)		
<b>Treasure</b> none		
<b>SPECIAL ABILITIES</b>		
<b>Hold Breath (Ex)</b> A dwarf caiman can hold its breath for a number of rounds equal to 4 × its Constitution score before it risks drowning.		
<b>Sprint (Ex)</b> Once per minute, a dwarf caiman may sprint, increasing its land speed to 20 feet for 1 round.		

Dwarf caimans are a small species of crocodylian predators that live primarily amid the fast-running streams of tropical rainforests and nearby coastal waters. While

hunting birds, lizards, fish, and other small prey, these patient predators sometimes lie in awkward positions for hours before they strike, their mottled scales making them appear to be nothing more than floating wood.

## GIANT ISOPOD

*This beetlelike crustacean is the size of a sewer rat; a row of overlapping plates protects it as it scuttles about on fourteen rapidly moving legs.*


<b>GIANT ISOPOD</b>	<b>CR 1/8</b>	
<b>XP 50</b>		
N Tiny vermin (aquatic)		
<b>Init</b> -1; <b>Senses</b> darkvision 60 ft., low-light vision; <b>Perception</b> +4		
<b>DEFENSE</b>		
<b>AC</b> 14, touch 11, flat-footed 14 (-1 Dex, +3 natural, +2 size)		
<b>hp</b> 6 (1d8+2)		
<b>Fort</b> +4, <b>Ref</b> -1, <b>Will</b> +0		
<b>Defensive Abilities</b> curl; <b>Immune</b> mind-affecting effects		
<b>OFFENSE</b>		
<b>Speed</b> 20 ft., swim 10 ft.		
<b>Melee</b> bite -1 (1d3-3)		
<b>STATISTICS</b>		
<b>Str</b> 5, <b>Dex</b> 9, <b>Con</b> 14, <b>Int</b> —, <b>Wis</b> 10, <b>Cha</b> 2		
<b>Base Atk</b> +0; <b>CMB</b> -3; <b>CMD</b> 4 (28 vs. trip)		
<b>Skills</b> Perception +4, Swim +5; <b>Racial Modifiers</b> +4 Perception		
<b>ECOLOGY</b>		
<b>Environment</b> any oceans		
<b>Organization</b> solitary		
<b>Treasure</b> none		
<b>SPECIAL ABILITIES</b>		

**Curl (Ex)** As a standard action, a giant isopod can curl into a ball, increasing its natural armor bonus by +2 but preventing it from taking any move actions. Uncurling also requires a standard action.

Giant isopods are carnivorous scavengers that scour the ocean's floor. They vaguely resemble the common woodlouse in appearance, though they can grow to be up to 2-1/2 feet long and weigh nearly 4 pounds. Their unusual size and insectile appearance cause many humanoids to be wary of them, despite their relative harmlessness.

## SEAL

*This sleek, aquatic mammal has a pair of flippered limbs, a powerful tail, and a muzzle full of small sharp teeth.*

<b>SEAL</b>	<b>CR 1/3</b>	
<b>XP 135</b>		
N Small animal		
<b>Init</b> +1; <b>Senses</b> low-light vision; <b>Perception</b> +5		
<b>DEFENSE</b>		
<b>AC</b> 13, touch 12, flat-footed 12 (+1 Dex, +1 natural, +1 size)		

## SMALL AND VERMIN FAMILIARS

Some of these familiars break several of the rules and assumptions of the familiars presented in the *Pathfinder RPG Core Rulebook*.

Small-sized familiars threaten the areas around them like Small creatures, and can be used to flank enemies, though both familiars and their masters are often loath to use such tactics as the result is often a dead familiar. Small-sized familiars are also harder to keep on a master's person than Tiny or smaller familiars. Often they require some form of magic item, like a *bag of holding*, for such a feat to work.

The process of making a vermin into a familiar grants it an Intelligence score and removes the mindless trait.

Vermin familiars communicate with their masters and other vermin of their kind by way of a strange combination of behaviors, slight changes in coloration, and even the excretion of scents, subtle and otherwise. As with other types of familiars, other creatures cannot understand this communication without magical aid.

<b>hp</b> 4 (1d8)
<b>Fort</b> +2, <b>Ref</b> +3, <b>Will</b> +1
<b>OFFENSE</b>
<b>Speed</b> 10 ft., swim 60 ft.
<b>Melee</b> bite +2 (1d4)
<b>STATISTICS</b>
<b>Str</b> 10, <b>Dex</b> 13, <b>Con</b> 11, <b>Int</b> 2, <b>Wis</b> 13, <b>Cha</b> 6
<b>Base Atk</b> +0; <b>CMB</b> -1; <b>CMD</b> 10 (can't be tripped)
<b>Skills</b> Perception +5, Swim +8; <b>Racial Modifiers</b> +4 Perception
<b>SQ</b> hold breath
<b>Languages</b> none
<b>ECOLOGY</b>
<b>Environment</b> any oceans
<b>Organization</b> solitary, pair, rookery (3-24)
<b>Treasure</b> none
<b>SPECIAL ABILITIES</b>
<b>Hold Breath (Ex)</b> A seal can hold its breath for a number of minutes equal to 6 x its Constitution score before it risks drowning.

Sleek-bodied aquatic mammals, seals spend the majority of their lives in the water, whether in the harbors of tropical ports or amid wandering icebergs. They prefer rocky beaches, upon which they rest, raise their young, and dive to hunt fish, squid, sea birds, and other small aquatic creatures. They are well known for their vocal communications consisting of barks, grunts, and flipper slaps, traits that cause many humanoids to remark on their intelligence and the ease with which they can be trained.