

PATHFINDER®

ADVENTURE PATH™



STRANGE AEONS

THE WHISPER OUT OF TIME

by Richard Pett



The sheer awe I feel standing in front of one of the most ancient repositories of knowledge in the world is almost overwhelming. If I can find any answers to my predicament, they will be in this place.

WISDOM AND INSIGHT

After my inquiries in Cassomir proved fruitless, I journeyed to Katheer to consult the sages of the Mysterium. The library lives up to every expectation I had about it, though it contains almost too much information to sift through. Luckily, I have been aided by a young scholar named Rhutha. She discovered me dozing off over a particularly dense tome, and her gentle questioning led me to describe my recurring nightmare. She nodded sagely as I finished and said, "Jerius, I have read of others with your problem. Your mind is infected, and I am afraid that your only chance for a cure is to visit this place you have dreamed about."

PATHFINDER ADVENTURE PATH

Development Leads • Adam Daigle and Mark Moreland
Authors • Jason Scott Aiken, Paris Crenshaw, Ed Grabianowski, James Jacobs, Richard Pett, and Greg A. Vaughan

Yellow Sign Design • Kevin A. Ross

Cover Artist • Michal Ivan

Interior Artists • Subroto Bhaumik, Kremena Chipilova, Kent Hamilton, Miguel Regodón Harkness, Mikael Léger, Diana Martinez, Brynn Metheny, and Irina Nordsol

Cartographer • Robert Lazzaretti

Design Elements • Tomasz Chistowski

Editor-in-Chief • F. Wesley Schneider

Creative Director • James Jacobs

Creative Design Director • Sarah E. Robinson

Executive Editor • James L. Sutter

Senior Developer • Rob McCreary

Pathfinder Society Lead Developer • John Compton

Developers • Adam Daigle, Crystal Frasier,

Amanda Hamon Kunz, Mark Moreland,

Owen K.C. Stephens, and Linda Zayas-Palmer

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Senior Editor • Christopher Carey

Editors • Jason Keeley, Lyz Liddell, Elisa Mader, and Josh Vogt

Lead Designer • Jason Bulmahn

Designers • Logan Bonner, Stephen Radney-MacFarland, and Mark Seifter

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ON THE COVER



Artist Michal Ivan gives us a look at the unhinged and malicious Count Haserton Lowls IV, as well as a depiction of why hounds of Tindalos are so dangerous.



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REFERENCE

This book refers to several other Pathfinder Roleplaying Game products using the following abbreviations, yet these additional supplements are not required to make use of this book. Readers interested in references to Pathfinder RPG hardcovers can find the complete rules of these books available online for free at paizo.com/prd.

<i>Advanced Class Guide</i>	ACG	<i>Occult Adventures</i>	OA
<i>Advanced Player's Guide</i>	APG	<i>Ultimate Combat</i>	UC
<i>Bestiary 2</i>	B2	<i>Ultimate Equipment</i>	UE
<i>Horror Adventures</i>	HA	<i>Ultimate Magic</i>	UM



Paizo Inc.

7120 185th Ave NE, Ste 120
Redmond, WA 98052-0577

paizo.com

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WHERE YOU'VE BEEN AND WHERE YOU'RE GOING

At this point in the Adventure Path, the PCs have regained their stolen memories and know the full extent of Count Lowls's treachery. They also have a greater understanding of not only how they came to wake up in Briarstone Asylum, but also how they might have come to work for or be acquainted with the count.

So far, we've been a bit cagey on the length of time that the PCs can't remember, and this is by design. It needs to be more than a year or 2, but it shouldn't be more than about 5 years. Essentially, the PCs don't recall their association with Lowls, so the gaps in their memories cover the period that they were living in Iris Hill as the count's servants, assistants, or slaves. So how did this come to pass and what happened during that time? Much of that is up to you and your players.

You can address what the PCs were up to and how they came to be associated with Lowls in a couple of ways. First, you can take the PCs aside one at a time and let them know that they somehow had to be connected to Lowls in order for him to bargain their memories to the

Mad Poet for information on the forgotten alien city of Neruzavin. You can give each player a chance to come up with a reason why her character ended up in Iris Hill, or, since you know more about the Adventure Path's background, you could simply assign a suitable backstory to each PC.

One assumption is that the PCs were sold as slaves to the count, who—as the PCs might have noticed at Iris Hill—wasn't above this type of behavior. In this case, his old friend Biting Lash (whom the PCs encounter at the end of this adventure) likely performed the gruesome transaction. If you and your players go with this route, make sure to seed parts of the characters' backstories into the third part of this adventure while the PCs are raiding Blossoming Thorn, the gnoll slaver's fortress in Okeno. If Biting Lash was the one who sold the PCs to Lowls, the gnoll remembers them and knows that something has gone wrong if the count's former slaves are now on his trail.

Alternatively, the PCs could have come to Lowls voluntarily at first, either as hired thugs, research

assistants, or fellow occult enthusiasts who sought out the count as someone with shared interests. Their relationship with Lowls likely deteriorated as his obsession with Neruzavin and Xhamen-Dor increased and he spiraled deeper into madness. They were spared being fired with the rest of his staff because he had other plans for them—plans they now realize.

KEEP MOVING

As you might have noticed, this Adventure Path moves around a lot. The PCs are essentially characters without a home. They weren't even in control of their own minds for a while, and there's a strong chance they don't have a connection to anything or anyone aside from each other. This is a strong foundation to build on when it comes to party unity. The PCs are likely to be more inclined to help each other out, and when one member of the party suffers something truly horrific, the level of empathy toward one another could make that experience visceral for everyone, not just the affected character.

The PCs in this campaign need to be self-motivated. Getting revenge against Count Lowls and stopping the forces of Carcosa from absorbing Thrushmoor to accelerate the awakening of Xhamen-Dor should certainly be enough impetus for the PCs. There are plenty of clues to lead the characters along, but the players will have a much more satisfying experience if they allow their characters' motivations to be the true guide in this Adventure Path.

Admittedly, there's not a ton of information in this volume about two of the three cities the PCs travel to during their pursuit of Count Lowls. (Okeno gets its own gazetteer on page 62.) This is partly because we had to fit a lot of material in this volume to further the story, but it's also because the PCs don't spend a lot of time exploring each city. They know what they are after in each location, and for the most part, they know where to find it.

If you need, you can find more information about Cassomir in *Pathfinder Campaign Setting: Cities of the Golarion*, and there are more details about Katheer in *Pathfinder Campaign Setting: Qadira, Jewel of the East*. Both of these resources can be helpful if the PCs get distracted by other things while in those cities and go off on their own adventures.

What can the PCs do while traveling this much? In "Dreams of the Yellow King," the PCs conducted vital research on their journey, but at this point they have their sights on the endgame and just have to get there. The introduction to the bestiary in this volume gives some sample encounters and a random monster table for encounters that can take place in these ports, but it doesn't address what might happen while the PCs are at sea (assuming they take a ship instead of teleporting or using other means of fast, magical travel).

If the PCs aren't at the right levels as they approach a particular city, consider throwing some random encounters at them while they are at sea to help shore up their experience deficit. You can find random encounter tables suitable for seafaring adventures in the bestiary introductions of the *Skull & Shackles Adventure Path*, and pages 214–219 of *Pathfinder RPG GameMastery Guide* includes some more assistance with building ship-based encounters.

The PCs can even go into the Dreamlands again. They already know the ritual, and if they want to adventure further there or gain more experience, they can reach the Dreamlands from anywhere as long as they spend the time needed to perform the occult ritual and keep the required focus. If for some reason they are missing crucial details for a significant part of the story and you need to bring them up to speed, having them go on a trip to the Dreamlands to research these mysteries (or to fight strange monsters) is a flavorful solution to that problem as well.

At the end of this adventure, the PCs find out exactly where Lowls was heading and presumably continue their pursuit into the Parchlands, where they will navigate a harsh desert in order to find Neruzavin. This part of their journey is going to take them out of the Inner Sea region and eventually to Carcosa in the final adventure. If the PCs have any outstanding business in the Inner Sea region, strongly suggest to them to take care of it after leaving Okeno; otherwise, they might not get a chance to address these issues until the conclusion of the campaign.

The journey to the Parchlands isn't covered in detail, so you can add your own aquatic encounters if they take a ship. During this part of the PCs' trip, they have a chance to talk to the strange ally they made in Blossoming Thorn: Kaklatath, the mind-swapped yithian. The PCs can get more information from this creature, but it would be best to have the next adventure, *Pathfinder Adventure Path #113: What Grows Within*, in your hands before going into too much detail about this, as the mind-swapped yithian has more information about Neruzavin to share in that volume.

I hope you've been having a good time running this wild ride, and I hope your players' characters have survived up to this point. Stick with it! There's more madness and creepy horrors on the way in the next two installments.

Adam Daigle
Developer
adam.daigle@paizo.com

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The PCs travel to Cassomir to look for the laboratory of one of Count Lowls's associates. Though they hope to find their former employer, upon arrival they instead find the place overrun with derros.

PART 2: MADNESS IN THE LIBRARY 20

On Lowls's trail, the PCs arrive in Katheer to visit the Mysterium, but something has triggered the library's magical defenses, and Lowls might still be trapped within!

PART 3: THE SLAVE MARKETS OF OKENO 38

The slaver Biting Lash in Okeno may be the clue to where Lowls went, but PCs also encounter a traveler through space and time who might be able to help them on their quest.

ADVANCEMENT TRACK

"The Whisper out of Time" is designed for four characters and uses the medium XP track.

- 10** The PCs begin this adventure at 10th level.
- 11** The PCs should be 11th level by the time they venture into the Mysterium.
- 12** The PCs should reach 12th level before arriving in Okeno.
- 13** The PCs should be 13th level by the adventure's conclusion.

ADVENTURE BACKGROUND

The PCs learned from their dream journeys in the previous adventure that Count Lowls bargained their memories to the Mad Poet in exchange for information on how to find Neruzavin, the ancient ruined alien city on the shores of the lake that holds the slumbering Xhamen-Dor. The Mad Poet told Lowls that he could find Neruzavin's location in the pages of the blasphemous *Necronomicon*. Armed with this new knowledge, Lowls returned from the Dreamlands, settled his affairs at Iris Hill, and headed south to begin his quest to find Neruzavin. As Lowls pursues his quest to present himself to Xhamen-Dor to be the Great Old One's champion, Xhamen-Dor's growing influence has been transforming the count into a monstrosity.

Though Lowls isn't fully aware of it, an awakened Xhamen-Dor would infect the entire planet, an act that would siphon energy from this world and empower Carcosa—and its king, Hastur. However, the cult of Hastur has a different plan in mind. If the cultists can use the *Star Stelae* that mark particular cities, such as Thrushmoor, they can siphon an even greater amount of energy back to Carcosa as the cities are drawn into the mass of the enormous alien city. Ultimately, this empowering of Carcosa will fuel the apotheosis of Hastur's transformation from Great Old One into a full Outer God.

Upon arriving in Cassomir, Lowls met with Miacknian Mun for a fine dinner and retired early after the two caught up and exchanged stories. Both set out the next morning upon a merchant vessel bound for Katheer. Once the pair arrived in Katheer, they sprang for nice lodgings near the University District and made plans to meet with the Stewards of the Vault, a group of Nethysians serving as protectors and caretakers of the Mysterium. After his initial request to peruse the ancient library was refused, Lowls set up a meeting with Elder Lythiin personally. Lowls was granted access to the library, but he was allowed on only the first level and had to request the books he wished to see. Knowing that they would never bring the *Necronomicon* to him, he chose a different approach. Lowls sold a number of his family's valuables to a local merchant and used the money to bribe Elder Lythiin for greater access, which—after some convincing—Lythiin permitted. Lowls prodded at the deeper levels of the Mysterium, seeking entrance to a hidden level called the Soul of the Mysterium somewhere within. He knew that the *Necronomicon* was protected by a powerful being, but he was unaware of the additional wards set to prevent its theft. Though he ultimately found the tome, he triggered the library's defenses in the process, and barely escaped with the *Necronomicon*. Unfortunately, his pride and arrogance overruled his dedication to his friend, and Count Lowls left Miacknian Mun trapped in the depths of the Mysterium.

After fleeing the library, Lowls hired a wizard to teleport him to Okeno. In the noisy and bustling slave city, Lowls reunited with an old associate named Biting Lash. This gnoll slaver had previously agreed to provide the supplies he needed, along with appropriate transportation and a dozen slaves to carry his supplies into the desert, but the count's worsening condition set Biting Lash and her fellow gnolls on edge, almost as though they could smell Xhamen-Dor's essence growing within him. He picked up on their unease, paid handsomely for the supplies Biting Lash arranged for him, and promptly left Okeno bound for the Parchlands, and ultimately Neruzavin.

WHISPERS FROM BEYOND

The PCs are being watched. An alien awareness tries to reach out to them, warn them, guide them—but its words and images may seem horrific.

After reclaiming their memories by fighting Dreamlands reflections of themselves, the PCs heard a strange voice in their heads calling for them to wake up. This voice was not dissimilar to the voice that woke them from their slumber in Briarstone Asylum, and it belongs to a yithian ambassador who visited Golarion tens of thousands of years ago. The yithian is currently mind-swapped with an old Keleshite slave in Okeno, while its body remains in Neruzavin. Named Kaklatath, this yithian knows that the Great Old One Xhamen-Dor stirs in a crater lake just beyond Neruzavin, and that the PCs can help stop the Inmost Blot from reawakening, so it calls to them from afar. More information about Kaklatath can be found on page 58.

This communication is cryptic and alien, and it should unnerve the PCs until they are able to figure out they are being led down a path—a path they were already on, a realization which may unnerve them further. The yithian knows that they ultimately will be going to Neruzavin, but it needs their help to rescue its mind-swapped host from a slaver fortress in Okeno. Once rescued, the yithian can help the PCs find their way to the forgotten city, but only if they can keep its current, frail body safe.

In encounters throughout this adventure, the PCs receive some of these whispers from beyond. These are given in each such encounter's Whispers section. This contact manifests as telepathic communication, made up of a conglomeration of words and images that appear in a flash to all the PCs simultaneously. Some of these messages come in the form of dreams. Each communication ends with the sound of a tolling bell, a foreshadowing of the massive bell found in the slave fortress in the final part of this adventure (see area D5).

At this point in the adventure, if any of the PCs were not among the characters who had their memories sacrificed to the Mad Poet, those members of the party do not receive the yithian's telepathic communications.

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COLLECTING A REWARD

While in Cassomir, the PCs have a chance to collect a reward promised them in the previous adventure. If the PCs helped get Senator Daldamine to safety, a messenger from the church of Abadar visits the *Sellen Starling* less than half an hour after the vessel docks and is inspected by the harbormaster. If the PCs immediately head out into the city, they can visit the temple themselves to collect their 10,000-gp reward. The building is located not too far from the city docks.

PART 1: ON THE TRAIL OF LOWLS

After a long and harrowing journey down the Sellen River, the PCs arrive in Cassomir, the heart of Taldan shipbuilding, to try to catch up with Count Haserton Lowls IV. The journey to Cassomir was detailed in the previous adventure; however, if the PCs are not yet 10th level, include additional random encounters before they dock in Cassomir to ensure they are strong enough to tackle events in the city.

The PCs know that Lowls came south to Cassomir to meet his old colleague and associate Miacknian Mun, and so to pick up Lowls' trail, the PCs must first find Mun's laboratory. From information found within Iris Hill, the PCs know that Mun's laboratory is in the southern part of Cassomir in a district called Admiral's Fen. This district was built as the city expanded after the construction of the Imperial Shipyards. Reclaimed from Blackwood Swamp, the land here is soft and muddy, and the smell of the marsh still hangs in the air. It was initially a nice neighborhood for aristocrats, but now houses low-class dockworkers and outright thugs.

Instead of wandering the streets aimlessly, the PCs can search for Miacknian Mun's laboratory in two ways. They can start by asking around the docks, or, if they've shared their plans with Skywin, the halfling captain can offer to put the word out. She doesn't know very many people in Cassomir, but two of those people turn out to know a little something about everything in Cassomir. The first is the harbormaster, Breren Dalvos. Skywin wouldn't necessarily called him a friend, but the two have had a professional relationship since Skywin first got the *Sellen Starling* and began working the river. The second is the person responsible for designing the *Sellen Starling*, a strange bleachling gnome named Ethem Baler (see *The Esoteric Knights of Evolverment* on page 7 for more information on this strange and talented gnome).

CASSOMIR

As the PCs arrive in Cassomir aboard the *Sellen Starling*, they see dozens of partially built ships in the shipyards; their curved beams resemble skeletal behemoths sunning themselves on the banks. The city spreads out

around this center of industry, and Cassomir's citizens swarm about on their daily tasks, filling the air with laughter and shouts amid the workyards' din.

When PCs first reach the city, read or paraphrase the following description.

A city towers at the edges of Blackwood Swamp. A mouth of rickety buildings grins like rotten teeth around a calm harbor crammed with vessels. A great castle overlooks this bay, proudly flying the flag of Taldor. Yet just beyond the dike that surrounds the city, the swampland gropes outward, hungrily drawing buildings into its belly.

In the last adventure, the PCs had the opportunity to rescue the Galtan Senator Daldamine. If they were successful, as the *Sellen Starling* arrives in port and is approached by the harbormaster, Skywin is informed that her ship's docking fees have been covered for the next 5 years, a reward for Daldamine's rescue. The PCs have their own reward to collect in Cassomir (see sidebar).

Perched at the mouth of the mighty Sellen River, Cassomir was built upon reclaimed swampland. Despite its age, the city has an air of impermanence; it is damp and busy and transient. Though the main place of importance in Cassomir for this adventure is Mun's laboratory, the PCs might want to spend some time in town relaxing in one of the city's numerous inns or taverns, or they might want to visit the city's bustling shops in order to trade or resupply.

FINDING MUN'S LABORATORY

Miacknian Mun, a deranged alchemist who fled Ustalav due to his reputation for human experimentation and necromantic research, lives in an old prison infirmary. He cites his need to be safe from the ignorant as an excuse for leaving the bars on the windows. In recent years, he has been working with the derros who wander up into Cassomir from the settlement called Corgunbier, which lies far below the city. Nestled into the Darklands, this town consists of over 2,000 derros and their mongrelmen slaves who trade with other denizens of Nar-Voth and the occasional unscrupulous surface dweller such as Mun.

To gain access to the profane knowledge and unparalleled techniques of the Corgunbier derros, Mun has been experimenting on their behalf, hoping to perfect a way of growing a second skin upon these creatures to allow them to move about in daylight. The derros have been providing Mun with subjects—ideally those with an excess of fleshy skin. Unfortunately, these subjects aren't arriving quickly enough, so Mun has been secretly inviting colleagues from across the region to study at his laboratory. These friends go in, but never come out, something one local associate of Mun's—a bleachling gnome named Ethem Baler—has noted.

After meeting with Count Lowls, Mun left the city in a hurry, aware that the derros do not regard his work on their behalf as voluntary. In his absence, the derros have taken over what parts of the laboratory they dare. They know that Mun had another associate, a being he simply referred to as his “anomalous friend,” who lives in the attic. The derros have yet to work up the courage to approach the monstrous creature.

In contrast to his reputation in Ustalav as a dangerous and demented alchemist, Mun is known locally as a generous benefactor who tirelessly works to enhance the shipbuilding process through his alchemy. Few people know where he lives beyond his small circle of friends and a handful of officials (such as the harbor master who receives the strange shipments Mun orders from throughout the Inner Sea region). Mun is a member of a small exclusive local club, the Esoteric Knights of Evolvement, a group of visionaries and wealthy merchants who have time on their hands to indulge themselves in other interests. The order contains many notables of Cassomir society, including the bleachling gnome Ethem Baler, the chief shipwright of the Imperial Naval Shipyards. The knights have strong and powerful friends in Cassomir, but the hardworking common folk of the city don't trust this organization.

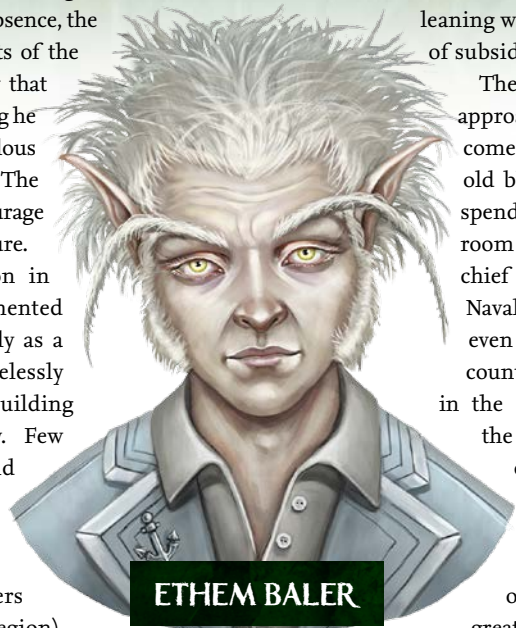
Mun doesn't like visitors and is incredibly secretive about his work, so questions about the location of Mun's home typically are met with blank looks. If the PCs just ask around town, a successful DC 35 Diplomacy check to gather information is required to learn where Mun lives. However, if a PC succeeds at a DC 25 Diplomacy check to gather information, she learns that he is occasionally seen in the company of a group of visionaries called the Esoteric Knights of Evolvement who meet at the Sceptered House—a reading room and lounge within the Abbey Green District of Cassomir.

THE ESOTERIC KNIGHTS OF EVOLVEMENT

A group of 13 like-minded individuals, the knights are warriors in name only, being made up of variously well-connected master alchemists, engineers, ship-builders, and socialites, all dabbling in the esoteric to make their lives more interesting. The group officially meets once a month at the Sceptered House to discuss matters of interest, but many members spend their days relaxing in the establishment's comfort.

The Sceptered House, run by the outrageous **Mollie Mabb** (N female human rogue 2/expert 3), is one of the

more exclusive inns in the city. Cramped book-filled chambers are linked by oddly twisting staircases, leaning walls and strange corners a result of subsidence.



ETHEM BALER

The most frequent—but least approachable—of the knights who come here is **Ethem Baler** (N male old bleachling gnome expert 5), who spends long hours in a quiet, snug room pawing over ship plans. Ethem, chief shipwright of the Imperial Naval Shipyards, is an introvert, and even reserved among those who count him as a friend, but anyone in the Sceptered House asking about the knights is directed to him. The other knights are not detailed in this volume; they are busy, perhaps engaged in trips to buy supplies, acquire new bits of lore, or a deal with matters of great personal importance. If you wish to detail the other members for use in this adventure, treat each as an eccentric with her head in the clouds and very specific interests.

The bleachling Ethem doesn't like talk, but he is obsessive about ships. On the first encounter, unless the PCs arrange for a formal introduction from someone he knows, the gnome shyly tries to exit the conversation at the first moment possible, likely without saying anything of importance. If the PCs arrange a formal introduction (the inn's owner, Mollie, would be willing to help with such an introduction, as can Skywin Freeling), he is more cordial, but reserved. Likewise, mentioning Skywin to the gnome earns the same attitude toward the PCs—he even asks about the condition of the *Sellen Starling*, as he oversaw its construction.

In trying to gain his confidence and the location of Mun's laboratory, the PCs can use their knowledge of shipbuilding, sailing, or the Sellen River as an advantage. Any PC who has at least 5 ranks in Craft (ships), Profession (sailor), or Knowledge (geography) can put Ethem at ease by talking shop, granting a +5 bonus on Diplomacy checks to influence him. A successful DC 25 Diplomacy check is required to get the bleachling to reveal the location of Mun's laboratory. During the conversation, the PCs learn that Mun is widely regarded as an alchemical genius, but his experiments are sometimes off-putting and shunned by established scholars. Ethem sadly notes that it is inevitable that Mun has had to take to sleeping behind bars to keep the ignorant and upset out of his lab.

Succeeding at the Diplomacy check by 5 or more gets the normally reclusive gnome to mention a concern he has about his associate: the fact that Mun has had

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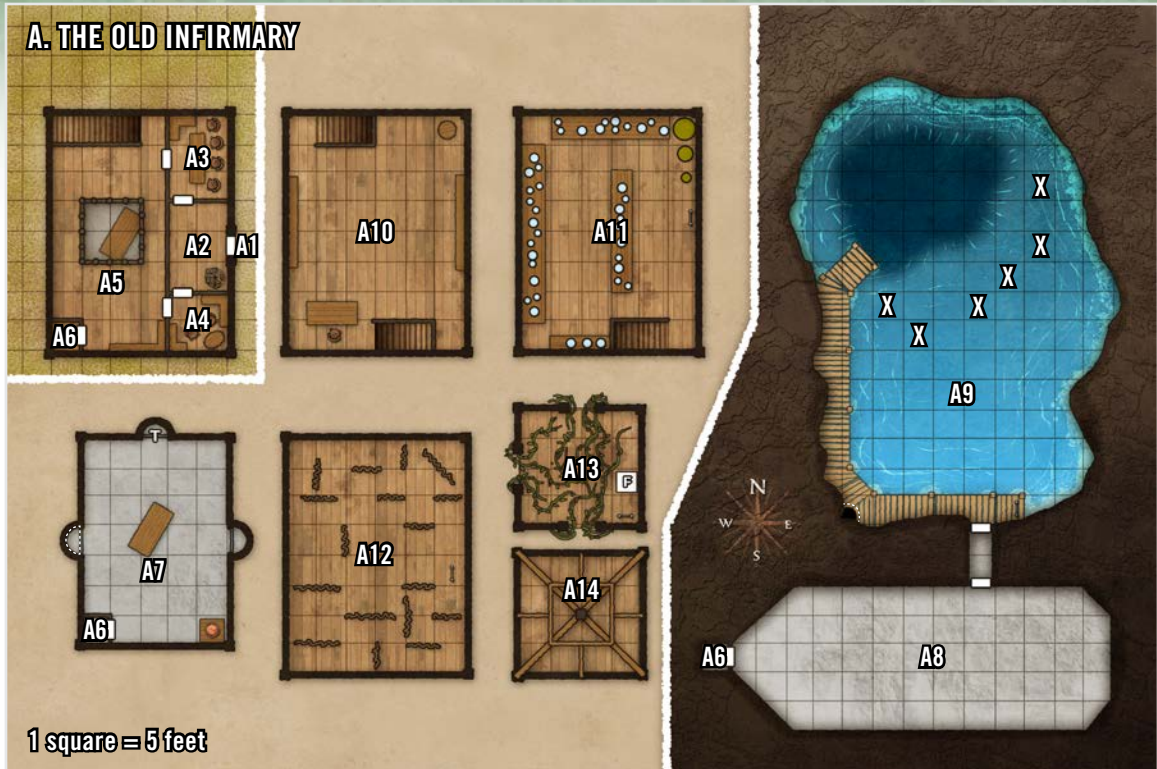
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a number of visitors over the past year, but that each vanished without a trace—perhaps they all left by night, but it strikes the bleachling as odd. The gnome adds that Mun has mentioned a mysterious colleague who lives with him, simply referring to him or her as his “anomalous friend.”

If the result of the PCs’ Diplomacy check is below 30, Ethem goes to the city watch shortly after the meeting and, worried for his colleague, he reports that strangers are asking about a respected local patriot—see Harassment by the Watch below for more details on this development.

Story Award: If the PCs successfully get the location of Mun’s laboratory from Ethem, award them 12,800 XP.

HARASSMENT BY THE WATCH (CR 8)

Cassomir prides itself on its strategic position on the Inner Sea and its fleet of ships, and while adventurers are welcome—particularly if they bravely venture into Blackwood Swamp to kill monsters or delve into Cassomir’s Locker beneath the city—the local watch is paranoid about spies seeking to learn the secrets of their shipbuilding. If the PCs upset any respected locals, such as Ethem Baler, the authorities take it seriously and arrange to keep an eye on the group. This occurs if the PCs manage to offend Ethem Baler or arouse his suspicion in their attempt to find the location of Mun’s fortified laboratory.

A group of six members of the city watch are assigned by their supervisor to keep an eye on the PCs as they

move about town. They keep their distance and are primarily concerned that the PCs might be spying or intending harm to Cassomir’s citizens. Another six guards replace this group every 12 hours in order to keep them fresh and alert. These guards are not stupid, but neither are they omnipotent; they stand within viewing distance of the PCs at all times, and ask questions of onlookers. If the PCs go 3 days without doing anything suspicious, the guards drop their watch unless alerted again. If the watch has reason to suspect the PCs are planning to attack (and clearly rob) the residence of a respected local alchemist, the watch members throw them into jail.

The city watch has the right to arrest the PCs; resisting arrest makes the PCs fugitives in the city, and this should have whatever consequences you deem appropriate should they fight back. Such an act should not end the PCs’ investigation, just make it more difficult.

CASSOMIR CITY WATCH (6) CR 3

XP 800 each

Guard officer (*Pathfinder RPG GameMastery Guide* 261)

hp 34 each

TACTICS

During Combat The watch is well organized and its members are trained to fight alongside one another, usually fighting in teams. Three members of the watch engage in melee combat while the other three support their companions with ranged attacks.

Morale These are paid civil employees, not heroes, and as such they back down if reduced to fewer than 10 hit points. However, they make sure to report their experience to their superiors, which could impact the PCs' goals in Cassomir if they happen to get arrested by another group of guards later on.

A. THE OLD INFIRMARY

This building sat neglected for years before Mun moved to Cassomir and purchased it. He found the building secure, and its previous existence as an infirmary made outfitting it to house his alchemical experiments quite simple. The building was once part of a larger complex, but the other areas fell into ruin and were reclaimed by the swamp. When the PCs first locate and approach Mun's laboratory, read or paraphrase the following description.

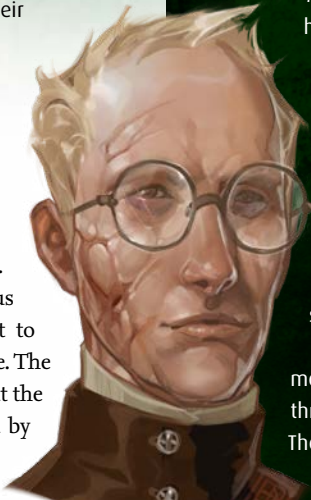
The gales of the Inner Sea have taken their toll on this grim old pile, thick with the fetid odor that blows across Blackwood Swamp when the wind is high. A venerable building rises from a windowless ground floor to a high steep gable several stories above. A single great iron door scowls at visitors. A small and austere garden decays out front, surrounded by a rusting iron fence six feet high and pierced with a gateway. Perched upon the gate are a murder of crows.

Thick ivy crawls all over this tall building, even breaking through the attic windows. The garden is utterly decayed and neglected—overgrown in summer or dying in rotting heaps in winter. The area within is heavy with undergrowth, and the ground is muddy. Booted footprints stray from the flagstone path here and there as if someone wandered onto the property and was snooping around. A few weathered marble statues of swans and angels that were here before Mun moved in clutter the yard. A single path leads from the rusty gate and up a short flagstone path to the main entrance.

The old infirmary is built of hefty stone blocks pierced with narrow windows with latticed, 1-inch-thick iron bars behind thick, crude glass filled with air bubbles. Each window has an iron shutter within that can be opened and closed by a simple latch. All shutters are closed. When the PCs arrive, the interior is dark unless otherwise specified, but each room contains an oil lamp and tindertwigs for illumination.

A1. At Mun's Doorstep (CR 10)

A dangling sign above the iron door held by a trio of smiling angels reads, "Give succor to the troubled." A great iron knocker hangs at the door's center.



MIACKNIAN MUN

HOLLOW ONE MUN

Mun has made three hollow ones to serve him, occasionally using them as a cover for nefarious activities where he wishes to be clearly seen in one location when he is actually somewhere else. A hollow one is a curious alchemical construct made of rags of skin—it has some of the memories and characteristics of its creator, and easily can be mistaken for him. For more details on these constructs, see the full bestiary entry on page 86.

A few years ago, during some painful months of self-mutilation, Mun built the three hollow ones found in his laboratory. The constructs refer to each other as brothers, and to Mun as their father. They all have very different personalities, each borrowing from an aspect of their creator. The hollow one encountered in area **A5** is painfully polite, while the one in area **A10** is violent and aggressive. The last hollow one in area **A12** has regrettably gone mad after being made aware of Mun's dreams, dark desires, and sick fantasies.

The iron door (hardness 10, hp 60, break DC 28) looks like a new addition to the old infirmary and is trapped and locked with a sturdy lock (Disable Device DC 30).

Trap: Mun rigged an unpleasant trap for anyone attempting to gain access to his laboratory without knowledge of the bypass switch. Tampering with the door or its lock causes the angels to breathe out a gout of acid.

ACID SPEW TRAP **CR 10**
XP 9,600

Type mechanical; **Perception** DC 30; **Disable Device** DC 30

EFFECTS

Trigger touch; **Reset** manual; **Bypass** hidden switch (Perception DC 30)

Effect acid spray (15-ft. cone, 6d6 acid damage, Reflex DC 20 half); multiple targets (all targets in a 15-ft. cone in front of the door)

Creature: Using the iron knocker or opening the door alerts the hollow one from area **A5**. The hollow one is a construct, but looks and sounds like its creator Miacknian Mun. The hollow one politely tells visitors that he is busy with an experiment for the Taldan Navy and cannot be disturbed. They are told to return tomorrow—whereupon they receive an identical response. If the PCs don't know what Mun looks like, they might not make the connection that the hollow one is fashioned in its creator's image. Even if the door is broken in, the hollow

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one simply stands before the PCs and converses politely. However, if the PCs try to attack or push past the hollow one, it fights back.

HOLLOW ONE

CR 10

XP 9,600

hp 117 (see page 86)

Whispers: When the PCs reach the door here, they hear clicking noises and the sound of lapping water mixed with a drawn-out whisper that says, “The blot quivers. The lake ripples. His stain is here.” This is the yithian warning the PCs that Xhamen-Dor is growing and could awaken soon.

A2. VESTIBULE (CR 10)

Beyond the door is a cozy chamber with a curiously carved wooden coatrack topped with stuffed stirges, among which hang several fine garments that suggest their wearer is a gentleman of some standing. Numerous fancy bottles, strange alchemical objects, and a hefty cudgel sit on recessed shelves. Directly opposite the door is a fine portrait of a thin man in his fifties, with neat blond hair and immaculate attire. A chemical scent fills the air.

The figure in the portrait is Mun. Make sure the PCs get a good look at it, as it contrasts sharply with his current state in the Mysterium, where he has fallen into madness. In all there are half a dozen elegant coats on the bizarre coatrack, and the bottles and alchemical reagents are otherwise mundane.

Treasure: One of the coats is brand new and made of very heavy cloth. In one of its pockets is a silver-stoppered *potion of invisibility*. A second coat’s inner pocket contains 3 pp and a small clay pipe. Painted by a popular artist in Oppara, the portrait of Mun is worth 100 gp.

A3. LOUNGE

A small side room contains a quartet of comfortable horsehair seats arranged around a mahogany table. The chamber is crammed with oddments, some of an alchemical nature and some of a more medical bent. An overstuffed bookshelf sits in the corner.

Despite the large number of items filling this room, it is very tidy and clean.

Treasure: Though many of the books are prosaic and general in nature, there is one fine folio—*Algernon Muthwait’s Diagrams of the Human Form*—a lavishly (if ghoulishly) illustrated book showing the makeup of humanoid anatomy. It is worth 450 gp.

Among the other oddments is a teak lap desk carved to depict rabbits gamboling in meadows. The lap desk

contains a dozen lucky rabbit’s feet, a scattering of teeth, and eyes mounted on platinum pins, and is worth 250 gp. There is also a very old wooden leprechaun doll with obsidian eyes, movable arms, straw hair, and a beard, worth 200 gp. A brass-bound apothecary’s case (worth 175 gp) contains several bottles, one of which is a *potion of haste*. A secret drawer in the base of the case (Perception DC 30 to notice) contains a dose of wyvern poison in an amethyst glass spirit bottle sealed with wax (worth 25 gp).

A4. STUDY

This side room contains a small library, and a number of interesting old maps are framed and hang upon the walls. Two comfortable leather captain’s chairs are drawn up to a curious table made from a small preserved owlbear. A decanter half full of red liquid and a leather case lie on the bizarre table.

A PC who succeeds at a DC 10 Perception check notes that one map is missing from the walls here. This map—an illustrated city guide to Katheer—is with Mun in the Mysterium.

Treasure: The other maps depict various regions of the Inner Sea, and two of these are quite old and fine, depicting Ustalav and Osirion; these two are worth 75 gp each. Pasted to the back of another map is a *scroll of raise dead*. The table is mounted on the distorted form of an owlbear, which has been somehow shrunk and dislocated so that the creature lies on its back and supports the tabletop with its claws and beak. The macabre table is bulky and heavy, but worth 250 gp. The decanter is made of exquisitely etched crystal containing a superb vintage of red wine, a rare Taldan style. In total it is worth 100 gp; the wine alone is worth 40 gp. The leather case contains seven crystal goblets worth 25 gp each.

A5. STUDY SURGERY (CR 10)

This large room has an odd opening in the center of the floor, though a series of worn handrails prevents careless falls to the ground below. The chamber is filled with books and intriguing objects of a medical nature.

The space opens up to allow a view of the Lower Surgery (area A7), where prisoners or the committed were experimented upon when the place was a prison infirmary. The floor of the room below is 15 feet down. A staircase here climbs to area A10 above.

Creature: A hollow one lurks in this room unless it was already summoned to the front door and defeated or dealt with there. The hollow one does not wish to fight, as Mun made it to serve and help. For more information on the hollow ones found in the laboratory, see the sidebar on page 9. This hollow one is aware of Mun’s meetings

with Lows and knows that they recently left, heading for Katheer. It is aware of the derros in the dungeons below and the monstrous creature above, and has seen both. It also knows the layout of the building and the fact that the derros can be reached via the windlass in area A6. The construct is unfailingly polite until attacked, and the PCs may be able to use this to trick information from it. Use your judgment to decide what the PCs might learn from this construct.

If it is attacked, or if the PCs try to go upstairs or down to the lower surgery, the hollow one attacks.

HOLLOW ONE **CR 10**

XP 9,600

hp 117 (see page 86)

Treasure: The worn books lining this room's shelves are reference works, most of which are about the creation of constructs and alchemical experiments involving flesh and bone. The entire reference library (weighing in at 250 pounds) can be sold to practitioners or collectors for 900 gp. In addition, there are enough alchemical tools and supplies here to count as two complete alchemist's labs if the PCs were to gather them all up. Among these alchemical supplies is a *hybridization funnel*^{UE}.

The room also contains a straw-lined wine crate labeled "Product of Taldor." The crate contains 11 bottles of the same fine vintage found in the decanter in area A4, and each bottle is worth 40 gp. A nearby wooden case is nailed shut and contains 12 vials of alchemist's fire and 12 vials of acid. A small pry bar sits nearby. Resting on a shelf is a glass leech bowl with gold tongs depicting frolicking vampires, worth 50 gp, next to a purse that has been made out of a taxidermic cat. The purse contains 280 gp and 2 tourmalines of high quality worth 125 gp each as well as four chunks of cloudy amber worth 5 gp each.

A6. ELEVATOR

This velvet- and mahogany-lined chamber contains a brass chain-and-pulley hoist. Mold splotches run along the lower parts of the velvet wall covering.

The elevator links areas A5 and A7, and has a special setting to reach area A8 120 feet further down. The elevator can be lowered and raised 10 feet per round by anyone with a Strength score of 10 or more. Operating the elevator is a full-round action that provokes an attack of opportunity.

The elevator can descend further than area A7. A character who succeeds at a DC 30 Perception check or a DC 20 Knowledge (Engineering) check notes that the lift locks when it reaches area A7 (where it normally rests

when not in use), but a hidden switch can be flipped to allow further descent.

A7. LOWER SURGERY (CR 10)

This wide space has a floor of dingy white tiles and a broad wooden table in its center. Three darkened stained-glass windows overlook the chamber. Each window depicts an angel with her hands inside the body of a patient; a shining light erupts from the wounds of the smiling victims. Neat rows of alchemical gear line the walls. Above, a large viewing hole allows spectators above to watch what goes on at the table.

When this place was a functioning infirmary, the attending physicians would instruct their colleagues on new, groundbreaking surgical techniques. The doctors would perform a surgery on the table while their fellow physicians looked down from the room above where they had a clear view of the procedure at hand.

The stained glass windows in this room each open on a hinge that lets someone place a sunrod or another alchemical lighting device into a fixture to illuminate the stained glass window from behind. The northern window is trapped (see page 12), the western window opens to a tunnel leading down, and the eastern window functions as intended.

The hidden tunnel is lined with heavy paving stones, and occasional iron spikes have been thrust into the seams of this to serve as a kind of ladder (Climb DC 5), allowing a creature to climb 120 feet down to area A9. As the shaft descends, around 60 feet down, it begins turning to angle toward the northeast. Where the tunnel begins turning, it also starts to constrict to barely 3 feet wide. Small or smaller creatures can navigate this part of the tunnel with no problems, but Medium creatures must squeeze. The walls become green with algae as water forces its way between the stones from the soggy ground. The air in the shaft is damp and smells of rotting vegetation.

Creatures: Standing near the eastern stained glass window is a disgusting alchemical golem pieced together from tubing, wire, steel, and vats containing offal held in an oily liquid the color of decaying vegetation. The golem attacks anyone entering this room who isn't a derro or accompanied by Mun. If combat in area A5 lasts longer than 3 rounds, the alchemical golem enters the elevator (area A6) and ascends to the room above to join the attack.

A towering glass cylinder stands in the southeastern corner of the room, containing a sickly yellow mass of protoplasm. This substance is in fact an ochre jelly. After the first round of combat, the alchemical golem moves to the cylinder and smashes it (hardness 1, 2 hp) with a slam attack. The trapped ochre jelly expands out of its confines to attack the PCs.

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INJECTION SPEAR

This exotic two-handed weapon allows the user to inject targets with liquid on a successful hit. The spear's reservoir can hold up to 5 doses of a single fluid—a single dose is automatically injected when the spear deals damage. A non-proficient user can wield an injection spear as a standard spear but cannot trigger the injection. An injection spear is otherwise identical to a normal spear, save that it weighs 8 pounds, cannot be thrown or used to brace, and costs 60 gp.

ALCHEMICAL GOLEM CR 9

XP 6,400

hp 96 (*Pathfinder RPG Bestiary 2* 135)

OCHRE JELLY CR 5

XP 1,600

hp 63 (*Pathfinder RPG Bestiary* 218)

Trap: Mun had a friend build a devastating trap in the northern stained glass window in order to capture interlopers in a mass of grabbing tentacles. The derros who visit this room are aware of its presence. Anyone who opens the stained glass window sets off the trap. The tentacles make a hungry screaming noise as they are summoned, which alerts the derros below (see area A9).

BLACK TENTACLES TRAP CR 5

XP 1,600

Type magic; Perception DC 20; Disable

Device DC 30



DERRO ROGUE

EFFECT

Trigger touch; Reset none

Effect spell effect (*black tentacles*, CMB +12, CMD 22, 1d6+4 damage and grappled, duration 7 rounds); multiple targets (all targets in a 20-ft. radius)

A8. INTO CASSOMIR'S LOCKER (CR 11)

Filthy water seeps from between the stones of this large chamber. The dripping water and trickling streams echo off the stone walls.

Mun knew about this chamber before purchasing the old infirmary—its presence was what pushed him to buy the old building. He had already made contact with the derros below Cassomir, and hoped that moving here would make it easier for him and the derros to trade supplies, and, more importantly, knowledge.

The derros use this chamber as a depot or way station of sorts. They bring supplies up from their settlement below and leave them here for Mun, who in turn leaves his payments here for them. In fact, the derros in this chamber and in Mun's laboratory were expecting to find one such payment that the alchemist failed to deliver before skipping town with Count Lowls.

Creatures: A pair of derro cytillipede riders, who act as guards for when the derros visit the surface, currently occupy this room. Since the chamber beyond is flooded, the derros are allowing their mounts to rest and feed on some fresh cytillesh in this relatively dry room before they head back down to Corgunbier. The derros likely hear the elevator if the PCs use it to reach this room,

but they are unconcerned with its activation; they simply think that it is their leader returning from her exploration of Mun's workshop. The derros are surprised when they see the PCs, and spend a free action on their first turn to perform a fast mount action to mount the cytillipedes. The derro alchemists carry injection spears filled with terinav root poison; these exotic weapons are detailed in the sidebar.

DERRO ALCHEMISTS (2) CR 8

XP 4,800 each

Derro alchemist 7 (*Pathfinder RPG Bestiary* 70, *Pathfinder RPG Advanced Player's Guide* 26)

CE Small humanoid

Init +9; **Senses** darkvision 60 ft.; Perception +8

DEFENSE

AC 23, touch 16, flat-footed 18 (+5 armor, +5 Dex, +2 natural, +1 size)

hp 101 each (10d8+57)

Fort +11, **Ref** +11, **Will** +7; +4 vs. poison

SR 14

Weaknesses vulnerable to sunlight

OFFENSE

Speed 20 ft.

Melee mwk injection spear +10/+5 (1d6+1/×3 plus poison)

Special Attacks bomb 9/day (4d6+2 acid or fire or 4d4+2 cytilllesh, DC 15), sneak attack +1d6

Spell-Like Abilities (CL 3rd; concentration +5)

At will—*darkness*, *ghost sound* (DC 12)

1/day—*daze* (DC 12), *sound burst* (DC 14)

Alchemist Extracts Prepared (CL 7th; concentration +9)

3rd—*haste*

2nd—*barkskin*, *cure moderate wounds*, *invisibility*, *see invisibility*

1st—*bomber's eye*^{APG}, *cure light wounds* (2), *expeditious retreat*, *shield*

TACTICS

During Combat After mounting their cytillipedes, the derro alchemists wait for the PCs to move into the open room before using Ride-By Attack to charge them with their injection spears. The derros take turns keeping out of melee range so they can throw bombs or use extracts. If the PCs are having an easy time hitting them, the derros use *barkskin* or *shield* to increase their Armor Class.

Morale Desperate to protect the entrance to Corgunbier, the derros fight to the death.

STATISTICS

Str 13, **Dex** 20, **Con** 20, **Int** 14, **Wis** 5, **Cha** 14

Base Atk +7; **CMB** +7; **CMD** 22

Feats Brew Potion, Exotic Weapon Proficiency (injection spear), Improved Initiative, Mounted Combat, Ride-By Attack, Throw Anything, Weapon Finesse

Skills Acrobatics +10 (+6 when jumping), Craft (alchemy) +15 (+22 to create alchemical items), Knowledge (arcana) +10, Knowledge (nature) +10, Perception +8, Ride +13, Spellcraft +13, Stealth +17

Languages Aklo, Dark Folk, Dwarven, Undercommon

SQ alchemy (alchemy crafting +7), discoveries (acid bomb, precise bombs [2 squares], preserve organs), madness, mutagen (+4/-2, +2 natural armor, 70 minutes), poison use, swift alchemy

Combat Gear terinav root (4; loaded into the injection spear); **Other Gear** +2 studded leather, mwk injection spear

CYTILPEDES (2)

CR 6

XP 2,400 each

hp 76 each (*Pathfinder RPG Bestiary* 5 65)

A9. THE DROWNING PIT (CR 13)

Down the walls of this stinking chamber trickle rivulets of the dark, murky waters of Blackwood Swamp. A great hole opens up in the center, and even from a distance it is clear that the hole is quite deep. The sound of flowing water fills the chamber.

This dark, wet chamber serves as an anteroom before the long descent through one of several secret accesses linking Cassomir to the derro city below. The outer walls of the chamber are drenched with trickling water from the swamp above. The dark, peaty waters that cover the chamber floor are 2 feet deep and flow quickly to the center of the room, where they stream down into the depths. Any creature that falls prone on the floor of this chamber is swept along to the hole at a rate of 5 feet per round unless it succeeds at a DC 8 Swim check. Moving through this room is difficult, and the entire floor in this chamber is treated as a shallow bog (*Pathfinder RPG Core Rulebook* 427).

The derros are very much aware of these aspects of their home and avoid moving about on the chamber's floor. Instead, the derros use a ladder near the door to this chamber to reach a 10-foot-high rickety wooden catwalk that runs the length of the western wall of the cavern to move between the cavern entrance and the drowning pit. A ladder on the northern end of the catwalk descends 60 feet down the pit to a wide, slippery ledge, which opens to a tunnel that winds beneath Cassomir to Corgunbier. The derros have also rigged chains tethered to the chamber's ceiling that they use to swing 10 feet above the watery floor.

The tunnel behind the stained glass in area A7 leads to the southwest corner of this chamber, opening at the level of the catwalk.

Creatures: The derros here are awaiting the return of their leader Twain (see area A12), but for now they stand guard over the plummeting passage to their city beneath Cassomir. Half of the derros are on the catwalk, while the other half hang from chains above the water. The derro rogues are the only ones confident enough to wade into melee with the PCs. If the derros in this chamber hear combat from the neighboring room, two derro rogues hide on either side of the door to ambush anyone entering the chamber, while the other two hide in the water nearby.

The derros use the advantage of the high catwalk and swinging chains to pick off targets with their poisoned repeating crossbows. The standard derros all use terinav root on their bolts beneath a sheath of eel fat.

DERROS (12)

CR 3

XP 800 each

hp 25 each (*Pathfinder RPG Bestiary* 70)

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DERRO ROGUES (4) CR 7

XP 3,200 each

Derro rogue 4 (*Pathfinder RPG Bestiary* 70)

CE Small humanoid

Init +8; **Senses** darkvision 60 ft.; Perception +7

DEFENSE

AC 21, touch 15, flat-footed 17 (+4 armor, +4 Dex, +2 natural, +1 size)

hp 70 each (7d8+39)

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

Defensive Abilities evasion, trap sense +1, uncanny dodge; **SR** 14

Weaknesses vulnerable to sunlight

OFFENSE

Speed 20 ft.

Melee +1 *aklys* +12 (1d4+3)

Ranged repeating light crossbow +10 (1d6/19–20)

Special Attacks sneak attack +3d6

Spell-Like Abilities (CL 3rd; concentration +5)

At will—*darkness*, *ghost sound* (DC 12)

1/day—*daze* (DC 12), *sound burst* (DC 14)

STATISTICS

Str 15, **Dex** 19, **Con** 20, **Int** 13, **Wis** 5, **Cha** 14

Base Atk +5; **CMB** +6 (+8 trip); **CMD** 20 (22 vs. trip)

Feats Combat Expertise, Improved Initiative, Improved Trip, Point-Blank Shot, Weapon Finesse, Weapon Focus (*aklys*)

Skills Acrobatics +14 (+10 when jumping), Climb +12, Escape Artist +10, Knowledge (local) +11, Perception +7, Stealth +18, Survival +7

Languages Aklo, Common, Undercommon

SQ madness, poison use, rogue talents (combat trick, weapon training), trapfinding +2

Combat Gear *potion of cure moderate wounds*, *potion of invisibility*, blue whinnis (2), medium spider venom, tanglefoot bags (2); **Other Gear** +1 *studded leather*, +1 *aklys*^{UE}, light crossbow with 10 bolts, 44 gp

Traps: Cleverly hidden beneath the murky waters of this chamber are devious traps the derros rigged to capture unsuspecting enemies. At each point marked with an “X” is a bear trap, liberally oiled to keep it sharp and its bite clean. Thick chains connect to these traps and slink down over the lip of the pit, where dozens of derros wait 60 feet below to drag any snared victims down into the pit.

DRAGGED TO YOUR DOOM (6) CR 3

XP 800 each

Type mechanical; **Perception** DC 20; **Disable Device** DC 20

EFFECTS

Trigger location; **Reset** none

Effect Atk +10 melee (2d6+3); sharp jaws spring shut around the target’s ankle. A creature caught in one of these traps moves at only half the normal speed, and can’t move away from the pit. On the following round, the derros

below begin dragging the target (+10 CMB) toward the edge of the pit. This movement provokes attacks of opportunity. Any creature dragged over the edge takes 6d6 points of falling damage. A captured creature can free itself with a successful DC 20 Disable Device or Escape Artist check, or a successful DC 26 Strength check.

Development: If the derros in this chamber hear the PCs in Mun’s laboratory—either when they activated the elevator (Perception DC 10) or if they engaged the derro cavalry in the neighboring room—but the PCs don’t enter this area, two of the derro rogues gather half the derros here and head up into the laboratory to investigate and meet up with their leader Twain. In this case, the derros can be encountered anywhere in the laboratory except for the attic.

If the PCs climb down to the ledge inside the drowning pit, they find a winding tunnel that eventually makes its way to the derro city of Corgunbier after a few hours of climbing and walking the dark tunnels. It is quite possible that the PCs may wish to descend further, either through a sense of adventure or an assumption that further clues await below.

Corgunbier is detailed on page 25 of *Pathfinder Campaign Setting: Into the Darklands*; nearly 2,000 derros live there in all. Bear in mind that Mun has traveled to the city, and occasional visitors are not unheard of. Such visitors would soon come to the attention of the dreadful Ecliptic Triad and their terrible powers of madness, but the PCs may be able to navigate the settlement and learn some of the secrets that Mun did. A side trek into the Darklands is no casual thing, however, and the arduous journey should be enough to persuade the players they are on the wrong path. Encounters with raving derros, purple worms, the odd vemerak, and other horrors should spice things up (or discourage the PCs, if you prefer) if they choose this path.

A10. MUN’S MACABRE STUDY (CR VARIES)

Bookshelves stacked with various books and folders, as well as bizarre curios, line two of the walls of this wide-open room. A sturdy wooden desk accompanied by a stuffed leather chair sits in one corner of the room, while a small table in the opposite corner holds a taxidermic monkey posed like it’s playing a tiny violin. Unnerving paintings cover the wood-paneled walls.

The stairs to the north lead down to area **A5**; those to the south lead up to area **A4**.

When not working on one of his many terrible experiments, Mun spent most of his time here in study—even sleeping in the room, on a small bed that folds out from the stairwell. His desk is neat and tidy, and all of his papers are in folders in the drawers. Even when lit,

this room is dark and gloomy, a result of the dark-stained wood paneling on the walls. The artwork hanging on the walls leers at the room's inhabitants, and the juxtaposition of gorgeous paintings and grisly anatomical drawings is dreadful.

Many threats present themselves in this encounter area, but it is unlikely that the PCs experience all of the dangers at the same time.

Creature: Mun sent his more violent alter ego here before leaving with Lowls. This hollow one is aggressive, and immediately attacks anyone who enters the study who isn't with Mun or a derro it has met before (such as Twain).

HOLLOW ONE CR 10

XP 9,600

hp 117 (see page 86)

Traps: Among the anatomical drawings and unsettling paintings, four are extraordinary in addition to being unwholesome. These paintings are magically enchanted and act as dangerous traps. The following traps are triggered if a creature touches the paintings or studies them to identify the subjects or fathom their meanings. This takes more than just a mere glance. A creature has to focus its attention on the paintings in order to trigger them.

The first painting, which hangs on the western wall near the bookshelf, depicts a strangely angular landscape, which might be buildings or some demented space. If a PC stares at it, it begins to writhe, the angles seeming to engulf her and draw her into the scene. A PC who triggers this trap has the sensation of becoming engulfed in the obscene angles and architecture of this unknowable place, which causes the character's pulse to race and sweat to bead upon her forehead.

UNSETTLING CITYSCAPE TRAP CR 5

XP 1,600

Type magic; **Perception** DC 30; **Disable Device** DC 30

EFFECTS

Trigger special; **Reset** automatic (24 hours)

Effect spell effect (*bestow curse*), target must succeed at a concentration check (DC = 20 + spell level) to successfully cast spells and takes a -2 penalty on all Wisdom-based checks (Will DC 25 negates); multiple targets (all targets studying the painting)

The second picture, which hangs on the north wall, is circular, and depicts a sunken submerged city with strange lights glowing in the sodden streets. The picture appears to be highly realistic, and those who stare at it too long feel out of breath and slightly nauseous. A PC who triggers this trap feels a sense of anxiety and dread when she thinks of the open ocean.

SUNKEN CITY TRAP CR 5

XP 1,600

Type magic; **Perception** DC 30; **Disable Device** DC 30

EFFECTS

Trigger special; **Reset** automatic (24 hours)

Effect spell effect (*bestow curse*), target is afflicted with a lesser madness [phobia of water, *Pathfinder RPG Horror Adventures* 185] with an immediate onset (Will DC 25 negates); multiple targets (all targets studying the painting)

The third picture, which hangs on the east wall near the desk, shows a stage in a grand theater upon which some sort of mad cavorting dance takes place. There are limbs and stretched faces within, but each time the painting is viewed, the scene changes subtly. A PC who triggers this trap has the sudden urge to join the dance, flinging herself about with a whirling abandon.

CAVORTING DANCE TRAP CR 9

XP 6,400

Type magic; **Perception** DC 33; **Disable Device** DC 33

EFFECTS

Trigger special; **Rest** automatic (24 hours)

Effect spell effect (*irresistible dance*, 1d4+1 rounds, Will DC 22 reduces duration to 1 round); multiple targets (all targets studying the painting)

The final painting, which hangs on the south wall between the desk and stairs, depicts a gruesome cloaked figure standing in a blasted alien landscape. Snakes writhe from beneath the folds of its cloak, and it reaches a clawed hand out from its billowing sleeves. The creature seems to move and its cloak seems to blow in the wind if looked at from the corner of the eye. A PC who triggers this trap ends up facing the subject of the painting.

UNSETTLING PAINTING TRAP CR 11

XP 12,800

Type magic; **Perception** DC 33; **Disable Device** DC 33

EFFECTS

Trigger special; **Reset** automatic (24 hours)

Effect spell effect (*summon monster VIII*, summons a dorvae for 15 rounds); multiple targets (all targets studying the painting)

DORVAE CR —

hp 123 (*Pathfinder RPG Bestiary* 4 62)

Behind an anatomical portrait is a small metal safe built into the wall, which can be discovered with a successful DC 30 Perception check. The safe has many levers and labels. A character must succeed at a DC 30 Disable Device check to open it safely. The safe is rigged

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with the following trap that can be bypassed using the proper configuration of the levers while opening the safe.

POISON NEEDLE TRAP **CR 10**

XP 9,600

Type mechanical; **Perception** DC 28; **Disable Device** DC 28

EFFECTS

Trigger touch; **Reset** automatic (up to 3 times); **Bypass** correct configuration of levers

Effect Atk +15 melee touch (1d2 plus purple worm poison)

Treasure: The books and other objects in this study are worth 5,000 gp to a collector. The safe contains 2,400 gp split between four thin leather bags, and a treatise on cabal magic (worth 750 gp to the right buyer).

A11. GRUESOME LABORATORY (CR 11)

This chamber is a veritable museum. The dozens of books, jars, and glass containers of various sizes placed on nearly every horizontal surface in this lab contain chemicals, unidentifiable sludge, the dissected bodies and alien-looking parts of creatures, and a rainbow of various slimes, molds, and fungi. Some of the largest containers are draped with a thick brown cloth. The overpowering stench of bleach, ammonia, and other unidentifiable chemicals fills the air.

The floor in this room is sticky in some places and slick in others, a result of years of spilled alchemical reagents. The chemical smell is nearly overwhelming, causing the throat to burn and eyes to water, but is otherwise not harmful.

As Mun's paranoia and eccentricity grew, he began to secure the infirmary from anyone snooping about. To keep people from accessing the place of skin and the attic, he paid a colleague to render the ladder to those areas permanently invisible. This ladder stands against the eastern wall and leads to area **A12**. If a PC thoroughly searches the room, he can discover the ladder with a successful DC 35 Perception check. With a successful DC 30 Perception check, a PC might notice that the concealed trap door at the top of the ladder is cunningly fashioned to look like the rest of the ceiling, but bears a few finger marks and stains where it has been lifted repeatedly over the years.

The covered jars contain the eviscerated and dissected flesh and bones of an old man who lapsed into madness many years ago; the upper torso and head of a ghoulish; the spine, head, and one wing of a mi-go; and a large jar labeled "Number 61."

Number 61 floats in its jar like a drowned sheet caught in an unseen current, resembling some strange, amorphous sea creature. A humanoid face that seems to mouth silent words appears within the gracefully roiling folds of itself. This thing was once human, at

least partly, and is the result of Mun's early attempts at making a hollow one. He flayed the skin in one single piece from his subject and treated it so that it would retain the subject's consciousness. However, the form never held, and the experiment resulted in a pile of preserved skin that feebly tried to crawl off the operating table. As the PCs observe Number 61, they notice that when its face appears and its mouth tries to make words, the unfortunate creature seems to be pleading with them before folding in on itself once again. The next time the face comes around in its constant swirl, the thing rolls to seemingly peer up at the large rubber stopper at the top of the jar. If the PCs remove the stopper, they can hear a faint, burbling voice coming from the fluid within. Number 61 has difficulty speaking, but with enough patience, the PCs can learn a number of things that can help them in their quest to find Lowls and Mun.

Number 61 overheard Lowls and Mun plan here. It knows that Lowls and Mun were heading to the *Mysterium* in Katheer, and that they were concerned about the guards there. Lowls eventually decided that bribery would be the best method to get in. Their goal was to steal a book called the *Necronomicon* from a part of the library called the Soul. Lowls greatly desired the book and the secrets within, claiming it would restore his reputation in Ustalav and bring him unspeakable success and fame. He kept talking about the library and the dangerous wards in the Soul of the *Mysterium*. He also spoke fearfully of the *Mysterium's* guardian, a being known only as the Keeper. Although he didn't know what the guardian is, he was very worried that he might end up meeting it and not be able to complete his mission in the library. Lowls also spoke about contacting his old friend, the gnoll slaver Biting Lash, in Okeno to help organize a trip to find the hidden city and acquire slaves and hirelings to serve as porters and guards, but seemed to regard the slaver with some amount of fear and trepidation. The pair then gathered a number of objects here and from other places in the infirmary before leaving the hollow ones in charge of the place. Number 61 knows about the derros in the room above, and knows that they are terrified of the creature in the attic. Number 61 doesn't know what the creature in the attic is, but knows that Mun calls it his "anomalous friend."

After answering all of the PCs' questions, Number 61 pleads with the PCs to put it out of its misery. It instructs them to get a blue glass bottle from the nearby workbench and pour it in the top of its jar, insisting that the chemical will allow it to peacefully die. If the PCs fulfill this wish and pour the contents of the blue bottle into Number 61's vat, the thing thanks them before shuddering, then stilling and slowly floating to the bottom of its container.

Creatures: In his constant study to create gruesome constructs, Mun created a pair of skinstitches to assist in the laboratory. He has since enhanced these constructs by hosting a pair of hellwasp swarms within their patchwork bodies. The skinstitches lurk here, browsing the shelves, checking on the samples, and occasionally swatting at their pestilent inhabitants. Once combat begins, the skinstitches release the hellwasp swarms that noisily buzz within their hollow bodies.

SKINSTITCHES (2) CR 5

XP 1,600 each
hp 52 each (*Pathfinder RPG Bestiary 4 246*)

HELLWASP SWARMS (2) CR 8

XP 4,800 each
hp 90 each (*Pathfinder RPG Bestiary 3 146*)

Treasure: The room is a hive of curious objects, an extended masterwork alchemist's laboratory, and a large selection of alchemical items including a score of acid vials, a dozen flasks of alchemist's fire, a half dozen *elixirs of fire breath* in clay amphorae, a box of 22 vials of alkali flasks, and three green glass bottles of *bladeguard*^{UE}. There are also a number of discarded objects, including a leather pamphlet written in Kelish by a traveler to Katheer a dozen or so years ago. Anyone who takes a day to read the contents learns everything up to DC 20 detailed in the *Mysterium* section in the next part of the adventure.

Lurking in a recessed cupboard is an odd object—a sealed brass and translucent green glass bottle that contains what appears to be a human brain. A curved horn made from metal and ivory sprouts from the top of the bottle, and a brass nameplate is stamped onto its base that reads "A. Weigs." Periodically, the horn emits the quiet sound of whispered lullabies, but efforts to communicate with the brain are fruitless. This bizarre specimen, which seems to be a nonfunctional attempt to recreate a mi-go brain cylinder, is worth 2,000 gp to an eccentric or unscrupulous collector, while the remaining books and

other grotesque objects in this room are worth 5,000 gp in all.

Story Award: If the PCs get useful information from Number 61 and put the wretched thing out of its misery, award them 12,800 XP.

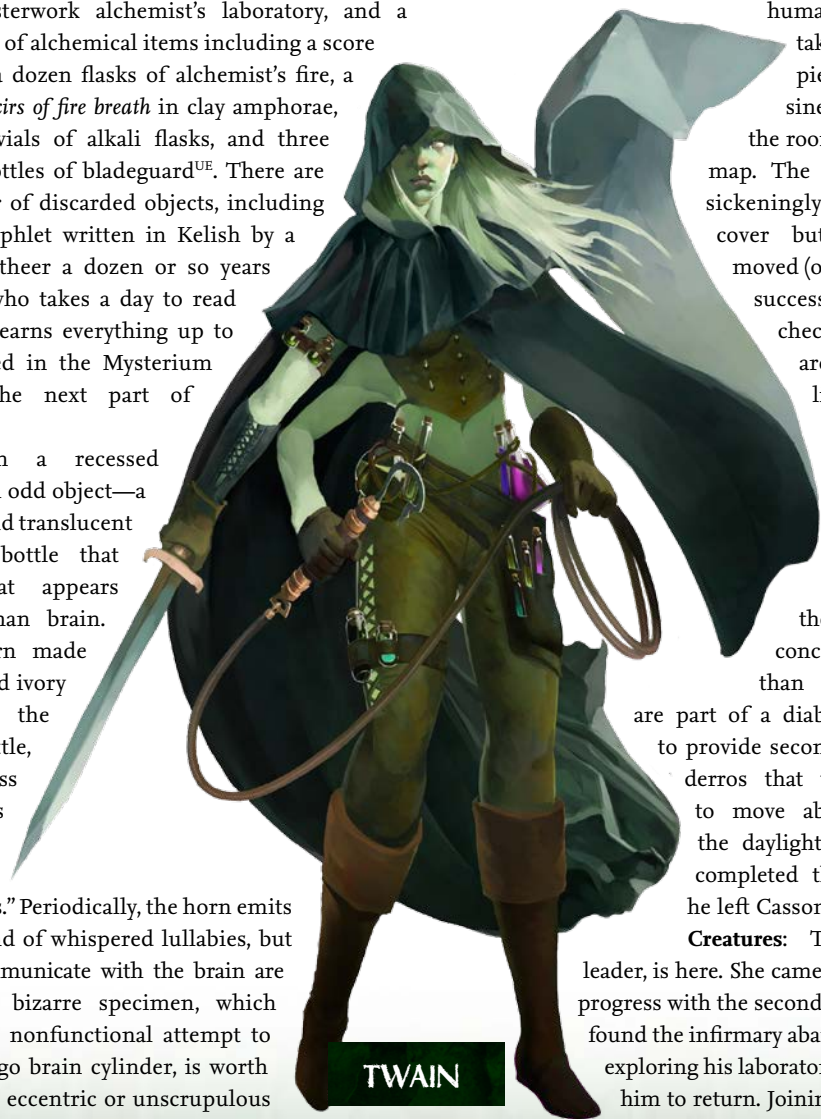
A12. THE PLACE OF SKIN (CR 13)

The smell of chemicals and flesh fill the room. What first appear to be curtains hanging throughout the room turn out to be scores of skins, taken in unimaginable agony judging by the looks on the faces that waft eerily in an unseen breeze.

This ceiling of this room is 10 feet high, and a ladder next to the trap door rises to another trap door above. A figure sits sobbing on this stair (see *Creatures* below).

Sagging ropes tied through rings in the walls of this room form a lattice, from which hang dozens of humanoid skins, each taken in mostly one piece. They hang like sinewy curtains across the room as shown on the map. The skins, which are sickeningly whole, provide cover but can be easily moved (or torn down with a successful DC 5 Strength check). Though they are almost opaque, light does pass through them and shadows are visible upon their surface. If the room is lit with bright light, the skins provide concealment rather than cover. The skins are part of a diabolical experiment to provide secondary skins for the derros that will enable them to move about Cassomir in the daylight, but Mun hadn't completed the process before he left Cassomir with Lowls.

Creatures: Twain, the derro leader, is here. She came to check on Mun's progress with the secondary skins when she found the infirmary abandoned. She's been exploring his laboratory while waiting for him to return. Joining Twain is Altheel, her second-in-command. Twain and



TWAIN

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Altheel have been in Mun's laboratory before, but they have never been higher up in the building than Mun's study on the floor below.

The figure sitting on the ladder is the last hollow one Mun created. This one has a less violent temperament than its brother in area **A10**, and knows more about Mun's plans than the other two. However, it was created during a time when madness descended upon Mun, and this hollow one is a bit unhinged as a result. It sits on the bottom rung of the ladder rocking itself and mumbling. If asked what lies above, it simply breaks down and begins sobbing, tearing at its skin as though trying to unravel itself. It doesn't join combat unless attacked, and if the PCs destroy it, the hollow one thanks them.

TWAIN CR 12

XP 19,200

Female derro alchemist (vivisectionist) 11 (*Pathfinder RPG Bestiary 70*, *Pathfinder RPG Advanced Player's Guide 26*, *Pathfinder RPG Ultimate Magic 20*)

CE Small humanoid

Init +9; **Senses** darkvision 60 ft.; Perception +14

DEFENSE

AC 27, touch 18, flat-footed 21 (+5 armor, +1 deflection, +5 Dex, +1 dodge, +4 natural, +1 size)

hp 185 (14d8+123)

Fort +17, **Ref** +15, **Will** +9

Defensive Abilities fortification 25%; **Immune** poison; **SR** 14

Weaknesses vulnerable to sunlight

OFFENSE

Speed 20 ft.

Melee +1 *short sword* +15/+10 (1d4+3/19-20), +1 *aklys* +15/+10 (1d4+3)

Special Attacks sneak attack +7d6 plus 7 bleed or 2 Str damage

Spell-Like Abilities (CL 3rd; concentration +4)

At will—*darkness*, *ghost sound* (DC 11)

1/day—*daze* (DC 11), *sound burst* (DC 13)

Alchemist Extracts Prepared (CL 11th; concentration +13)

4th—*greater invisibility*, *stoneskin*

3rd—*cure serious wounds*, *displacement*, *haste*, *thorn body*^{APG}

2nd—*barkskin*, *cure moderate wounds (2)*, *invisibility*, *resist energy*

1st—*cure light wounds*, *deathwatch*, *expeditious retreat*, *long arm*^{ACG}, *shield*, *stone fist*^{APG}

TACTICS

Before Combat If aware of combat in the floors below, Twain drinks her mutagen and hides among the hanging skins, waiting for the best moment to attack.

During Combat Twain drinks her *thorn body* extract on the first round of combat, preferably while hiding. She takes advantage of the hanging skins for concealment while

she moves to sneak attack her enemies. If this tactic doesn't work as well as she hoped, she drinks her *greater invisibility* or *displacement* extract. If the PCs keep out of her range, she drinks her *long arm* extract, and if attackers overwhelm her, she drinks her *haste* extract to gain an extra attack and better defenses.

Morale Twain is paranoid that authorities will discover the infirmary sits above an entrance to the derro settlement of Corgunbier, and she fights to the death to preserve that secret.

Base Statistics Without drinking her mutagen, Twain's statistics are **AC** 25, touch 18, flat-footed 19; **hp** 157 (14d8+95); **Fort** +15; **Spell-Like Abilities** (CL 3rd; concentration +5), *ghost sound* (DC 12), *daze* (DC 12), *sound burst* (DC 14); **Con** 20, **Cha** 14; **Skills** Use Magic Device +15.

STATISTICS

Str 14, **Dex** 20, **Con** 24, **Int** 14, **Wis** 5, **Cha** 12

Base Atk +10; **CMB** +11; **CMD** 28

Feats Brew Potion, Dodge, Double Slice, Improved Initiative, Improved Two-Weapon Fighting, Throw Anything, Toughness, Two-Weapon Fighting, Weapon Finesse

Skills Acrobatics +5 (+1 when jumping), Climb +10, Craft (alchemy) +15 (+26 to create alchemical items), Disable Device +14, Knowledge (arcana) +10, Knowledge (local) +5, Knowledge (nature) +10, Perception +14, Spellcraft +15, Stealth +19, Use Magic Device +14

Languages Aklo, Common, Dark Folk, Undercommon

SQ alchemy (alchemy crafting +11), discoveries (bleeding attack +7, crippling strike, preserve organs^{UM}, spontaneous healing^{UM}, vestigial arm^{UM}), madness, mutagen (+4/-2, +2 natural armor, 110 minutes), poison use, swift alchemy, torturous transformation

Combat Gear *duelist's vambraces*^{UE}, *potions of cure serious wounds (3)*; **Other Gear** +2 *studded leather*, +1 *aklys*, +1 *short sword*, *cloak of resistance* +2, *handy haversack*, alchemy crafting kit, thieves' tools, 30 gp

ALTHEEL CR 5

XP 1,600

Male derro mesmerist 4 (*Pathfinder RPG Bestiary 70*, *Pathfinder RPG Occult Adventures 38*)

CE Small humanoid

Init +9; **Senses** darkvision 60 ft.; Perception +7

DEFENSE

AC 22, touch 17, flat-footed 16 (+3 armor, +5 Dex, +1 dodge, +2 natural, +1 size)

hp 56 (7d8+25)

Fort +5, **Ref** +10, **Will** +17

SR 14

Weaknesses vulnerable to sunlight

OFFENSE

Speed 20 ft.

Melee +1 *short sword* +12 (1d4+2)

Special Attacks bold stare (disorientation^{OA}), hypnotic

stare (-2), mesmerist tricks 7/day (false flanker, levitation buffer, psychosomatic surge), painful stare (+2 or +1d6), sneak attack +1d6

Spell-Like Abilities (CL 3rd; concentration +8)

At will—*darkness*, *ghost sound* (DC 15)

1/day—*daze* (DC 15), *sound burst* (DC 17)

Mesmerist Spells Known (CL 4th; concentration +9)

2nd (2/day)—*hold person* (DC 17), *mirror image*

1st (5/day)—*charm person* (DC 16), *mental block*^{OA} (DC 16), *murderous command*^{UM} (DC 16), *vanish*^{APG} (DC 16)

0 (at will)—*bleed* (DC 15), *detect magic*, *flare* (DC 15), *mage hand*, *read magic*, *unwitting ally*^{APG} (DC 15)

TACTICS

Before Combat If Altheel is aware that the PCs are coming up to this room, he casts *mirror image* right before they enter the room.

During Combat Altheel uses his mesmerist tricks to aid Twain in combat. He uses false flanker to help her set up sneak attacks, and psychosomatic surge to provide her with temporary hit points. He saves *hold person* for a PC who is an obvious combat threat, and targets spellcasters with mental block to hinder their casting.

Morale Altheel refuses to show weakness in front of Twain, and fights to the death. If Twain is killed before him, he calls for a truce if he's reduced to fewer than 10 hit points.

STATISTICS

Str 13, **Dex** 20, **Con** 16, **Int** 12, **Wis** 5, **Cha** 20

Base Atk +5; **CMB** +5; **CMD** 21

Feats Combat Casting, Dodge, Improved Initiative, Weapon Finesse

Skills Acrobatics +7 (+3 when jumping), Bluff +7, Intimidate +15, Perception +7, Spellcraft +11, Stealth +19, Use Magic Device +15

Languages Aklo, Common, Undercommon

SQ consummate liar +2, madness, poison use, touch treatment 8/day (minor)

Combat Gear *potion of cure light wounds*; **Other Gear** +1 leather armor, +1 short sword

HOLLOW ONE

CR 10

XP 9,600

hp 86 (see page 117)

Treasure: The hollow one clutches a few pieces of paper, remnants of some scribbles Lowls made about the Mysterium. Among the scrawls is a sentence fragment about the otherworldly protector of the library and the Soul within an iron puzzle box; a note reads, "Afterward, equip in Okeno—meet with Biting Lash. A ship has been arranged." In the margins, there are a number of pictures of angels and the note, "Swivel heads in the right direction to delve deeper."

Whispers: As the PCs destroy the hollow one, they hear a quiet voice in their heads and see images of a fungus

rapidly growing and then collapsing in on itself before growing anew. The voice says, "It reaches its tendrils through the minds of those who know of it. It reaches beyond the veil of dreams. Hurry."

A13. THE CREATURE IN THE ATTIC (CR 11)

Ivy fills the room—endless trailing vines flow in through broken windows and cover the floor here like a living carpet. The sickening scent of decay hides within the scent of fresh vegetation.

The attic ceiling rises 10 feet overhead, and during the day light streams in through broken windows. The vines snake up the walls and wind around the beams above, coating every surface of this space with a carpet of green leaves. Unlike the ivy outside, the tendrils in the attic are twisted and malformed. Putrid yellow berries sprout like cancerous growths between the leaves.

Creature: Not too long ago, one of Mun's associates found a newly formed dark young of Shub-Niggurath in the nearby Blackwood Swamp. Knowing Mun's eccentric interests, the man brought the creature to the laboratory. Mun moved the creature to the attic and promised it regular meals in exchange for lost knowledge. Afraid the creature would grow too quickly, Mun came up with a chemical concoction that he hoped would stunt its growth. While this has so far been successful, the creature now fills nearly the entire attic, and the beams here sag with its ever-growing weight. In exchange for a chance to feed, the dark young described the process for creating a secondary skin for the derros that Mun has been working on, and Mun regularly visited what he calls his anomalous friend to obtain more information and guidance, bringing meals of drunken sailors or kidnapped vagrants with him each time. Over the course of their relationship, Mun's sanity and morals have been slowly slipping away due to the creature's influence.

The dark young is not so much in the attic as it has grown to be part of it. Even though it is cramped in the space, the creature is able to move about the beams, and can easily reach creatures on the floor with its tentacles. As the PCs enter the lower attic, the dark young stays perfectly still and tries to conceal its bulk among the shadows of the upper attic. It uses its *entangle* spell-like ability when all of the PCs make it through the trap door, hoping to frighten them and slow them from escaping. It then uses its *insanity* spell-like ability on any obvious casters, and then attacks with its tentacles.

When the dark young drops below 100 hit points, it loses its grip on the attic beams and the entire structure gives way. The dark young drops, crashing to the floor below and bringing splintered wooden beams with it. Any PCs in this area must succeed at a DC 15 Reflex save

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or take 2d6 points of damage from falling beams and the bulky flesh of the dark young.

IMMATURE DARK YOUNG OF SHUB-NIGGURATH CR 11

XP 12,800

CE Large aberration (*Pathfinder Adventure Path #46: Wake of the Watcher* 78, *Pathfinder RPG Bestiary 2* 293)

Init +9; **Senses** darkvision 60 ft., tremorsense 30 ft.; Perception +21

Aura frightful presence (30 ft., DC 24)

DEFENSE

AC 28, touch 14, flat-footed 23 (+5 Dex, +14 natural, -1 size)

hp 133 (14d8+70)

Fort +9, **Ref** +11, **Will** +13

DR 15/slashing; **Immune** acid, electricity, fire, poison

OFFENSE

Speed 30 ft.

Melee 4 tentacles +18 (1d6+8/19–20 plus grab)

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

Special Attacks constrict (1d8+10), sucking maws, trample (1d8+15, 27)

Spell-Like Abilities (CL 12th; concentration +17)

Constant—*freedom of movement*

At will—*air walk*, *tree shape*

3/day—*entangle* (DC 16), *command plants* (DC 19)

1/day—*insanity* (DC 22), *tree stride*

STATISTICS

Str 26, **Dex** 21, **Con** 20, **Int** 16, **Wis** 19, **Cha** 21

Base Atk +10; **CMB** +19 (+23 grapple); **CMD** 34 (can't be tripped)

Feats Combat Reflexes, Improved Critical (tentacles), Improved Initiative, Lightning Reflexes, Power Attack, Vital Strike, Weapon Focus (tentacles)

Skills Knowledge (arcana) +17, Knowledge (nature) +17, Knowledge (religion) +17, Perception +21, Sense Motive +18, Spellcraft +20, Stealth +18 (+26 in forests); **Racial Modifiers** +8 Stealth in forests

Languages Aklo

SPECIAL ABILITIES

Sucking Maws (Su) A dark young of Shub-Niggurath that successfully pins a creature it is grappling automatically deals 1d4 points of Strength drain to that creature. A successful DC 22 Fortitude save reduces this effect to 1 point of Strength drain. A creature drained to a Strength score of 0 doesn't die, but must make a successful DC 24 Will save at that point to resist being driven mad by the experience, as the foul green waste exuded from the same sucking mouths that drink life implant in the emptied shells strange visions and horrifying certainties. This madness manifests as schizophrenia, but with a save DC equal to the dark young's Strength drain save DC listed above. If you don't use madnesses in your game, treat this madness instead as an *insanity* spell. The madness element of a dark young's sucking maws is a mind-affecting effect. The save DC for all

the saving throws involved with this special ability is Constitution-based.

Whispers: As the PCs see the dark young, they receive a chaotic image of hundreds of faces all flickering between one another, and hear, "It sends its tendrils through their minds to gather its strength, but despite your knowledge you are clean. You can stop it. Don't let it infect this world and serve it to Carcosa."

A14. UPPER ATTIC

Treasure: Hidden among the beams of the peaked attic roof is a small chest. Mun felt that this was the safest place for his savings and valuables, as he was confident that the dark young would protect it. The chest is locked, requiring a successful DC 25 Disable Device check to open it. Inside is a leather bag filled with 500 pp, the deed to the old infirmary, and six diamonds worth 1,000 gp each.

PART 2: MADNESS IN THE LIBRARY

The journey from Cassomir to Katheer is not detailed in this adventure, as by now the PCs should have some means of traveling quickly, such as *teleport*, or at least can easily afford passage on a ship leaving Cassomir. In any case, the journey is uneventful, and if they travel by ship it takes a few months. If you wish to expand on this journey, or if the PCs are not yet 11th level, have them come across some random encounters along the way.

GLORIOUS KATHEER

When the PCs reach the city, read or paraphrase the following description.

Before you is one of the greatest cities in the known world: a sprawling mass of glittering buildings, side-by-side with ancient creations that struggle to remain standing. By comparison, Cassomir is a village. Thousands of vessels ply the river, darting in and out of Katheer's port. Countless laborers, sailors, and merchants infest the port, and in places the river is so thick with boats that it almost seems possible to cross it without getting wet feet.

The capital city of Qadira, Katheer towers on the banks of the Pashman River. A seat of education and trade, Katheer has a long and illustrious history, and stands as the furthest western reach of the Kelesh Empire. The city's markets can provide nearly anything a PC might want, and they should have no trouble finding lodging and wonderful places to eat and drink in the city; indeed, they are likely overwhelmed with options as traders, guides, and rogues attempt to help them. This adventure focuses on only one location in this massive city, an ancient library called the Mysterium. You can find out more about Katheer in *Pathfinder*

Campaign Setting: Qadira, Jewel of the East. When the PCs begin to inquire about the Mysterium, however, consult the information below.

B. THE MYSTERIUM

Known originally as the Hakkar Minair, the Mysterium is located in the University District on the edge of the campus of the Venicaan College of Medicaments and Chirurgery. A stout sandstone building topped with a pyramid and decorated with statues of angelic creatures on its four corners, the Mysterium is said to be one of the oldest arcane libraries in Qadira.

The Mysterium was built in the early decades of Katheer's founding by Kelish scholars, but the library has since come under the control of a sect of Nethys worshipers named the Stewards of the Vault, who have turned the Mysterium into a temple of sorts. While worship certainly takes place within the Mysterium, it is still primarily a place of study and instruction. The Mysterium holds another, more important purpose that most within the Inner Sea are not aware of: it has a secure depository for rare and dangerous books—the most infamous of which is the vile *Necronomicon*—in an extradimensional space at the core of the building. This feature, known to the library's protectors as the Soul, was included when the library was first built, and is watched over by an excinder archon known only as the Keeper.

Most people in Katheer either are unaware of the Mysterium or pay it little thought, considering it just another ancient relic of the city's early days. The greatest method of finding the Mysterium is by asking around about it in the University District. A successful DC 15 Diplomacy check to gather information about the Mysterium in the streets of Katheer is sufficient to get the proper directions to the building, and the DC drops to 5 if the PCs attempt this check within the University District. With a result of 20 or more on this Diplomacy check, the PCs learn that the Mysterium is presently closed, and the Stewards' guards are stationed outside the library's doors (see area B1). With a 25 or more, the PCs hear rumors that suggest a group of thieves recently entered the place, triggering something terrible within. Locals say the guards are now trying to keep the something in, rather than keep people out. If a PC exceeds DC 30 on this check, she learns that the recent attack cost the lives of several members of the Stewards of the Vault, including the present master of the library, Elder Lythiin.

More information about the specific features of the Mysterium can be found below.

THE FORBIDDEN BOOK

The Stewards have seen troubled times in recent years as their coffers have run dry. The elders within the order have bickered and argued over selling some of

FAMILY VALUABLES

If the PCs found Doctor Arosh Chawaar's notes on new techniques for dealing with hydrocephalus in his office in Briarstone Asylum and noticed the marginalia written by his sister, Doctor Anya Chawaar, they can track down his sister here in Katheer. She keeps an office in the University District, and the PCs can locate her with a successful DC 20 Diplomacy check to gather information. If they provide her brother's notebook, she initially asks what happened to him. She is shocked to hear about the madness that spread through the asylum and breaks down in tears when she learns of the fate of her brother. As a reward for the notebook and for providing her the news of her brother, Doctor Chawaar offers the PCs 3,200 gp.

the Mysterium's more valuable works in order to bolster their dwindling resources, and these disagreements have always ended in a stalemate. The Stewards accept donations from scholars in return for permission to study within the library, but they're always careful to screen those who approach them so that they don't risk losing the sensitive tomes stored in the Soul or allow dangerous or unsavory people to uncover sensitive information. However, this financial circumstance has left some of the Stewards' leadership desperate, and the group recently accepted a generous donation from Count Lowls for access to the library.

Upon arriving at Katheer, Lowls and Mun immediately made their way to the Mysterium. Lowls knew of the hard times faced by the Stewards and was eventually able to bribe Elder Lythiin—the present keeper of the university—in gold and rare manuscripts in order to gain unfettered access to the library.

Mun and Lowls slowly made their way down to the Soul of the library with some locally hired guards (in case the stories of the library's dangerous protections were true), and found the *Necronomicon* chained and warded within. Over the following seemingly endless hours and days, the pair translated several sections of the vile tome, and in unraveling dark knowledge learned that Neruzavin was in a region of southwestern Casmaron known as the Parchlands. Soon, they discovered its exact location. With this knowledge, Lowls began to put the final pieces of his expedition in place, sending arcane messages to his old associate Biting Lash in Okeno for her to expect him shortly. Unfortunately, the knowledge found within the *Necronomicon* was not enough for Lowls; he wanted the tome for his own, and made one last trip into the Soul—this time to steal the book.

On this unauthorized visit, Lowls and his group triggered the Mysterium's defenses. However, due to some strange influence from the taint of Xhamen-Dor

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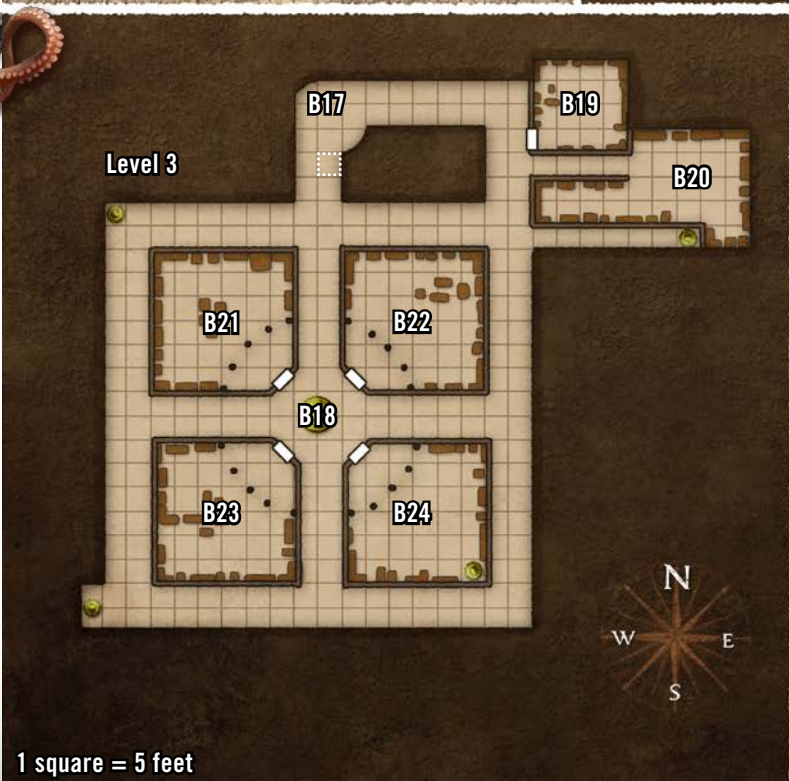
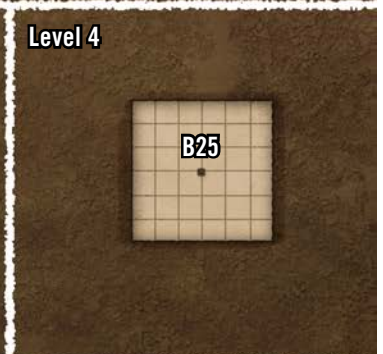
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B. THE MYSTERIUM



nestled within Count Lowls or perhaps the *Necronomicon* itself, the wards were subverted. Instead of summoning angelic guardians and other outsiders, creatures like hounds of Tindalos and proto-shoggoths manifested in the breached library and immediately attacked both Lowls's group and the Mysterium's own protectors.

The small party that survived the initial assault—including Miacknian Mun—were scattered and met various nasty fates, as did some of the library's keepers who came to investigate. Lowls snatched up the *Necronomicon* and teleported out of the library with it, leaving his companions alone to face the horrors there. Mun, abandoned by his old friend and faced with otherworldly terrors, barricaded himself (and his homunculus) in a room, but has since gone mad. In response to the screams of escaping Nethysians, Elder Lythiin entered with a group of guards, though none have returned. Though only treated as a prize seized by Count Lowls in this adventure, the importance of the *Necronomicon* grows in later adventures. More information about the blasphemous tome can be found in *Pathfinder Adventure Path #113: What Grows Within*.

B1. OUTSIDE THE MYSTERIUM (CR 11 OR VARIES)

In the week since Lowls and Mun triggered the library's wards, the Mysterium has been on lockdown. Only a few of the guards and clergy have been able to hold off the horrors that await inside. When the PCs first approach the building, read the following description.

A squat sandstone pyramid sits atop a blocky building. Angelic statues stand at each of the building's corners. The walls of the building are also carved with smiling angels, some armed with spears and shields. Angels bearing frowns and concerned faces grip a curious round, ocher-rusted, iron doorway set into smooth sandstone walls. A braided copper bell pull hangs nearby.

The door is locked with a good lock, and currently only Elder Thyrr has a key. The door is not trapped, but makes an unsettling grinding noise when unlocked. Three sets of iron bars 3 inches thick have recently been installed across the door. These are lashed by chains to the circular door, and each requires 2 full-round actions to move.

Creatures: Six Nethysian guards stand watch at the outer door at all times. Replacements cycle through in 8-hour shifts. The guards are under strict instructions

not to let anyone enter the building, but anyone watching them who succeeds at a DC 20 Sense Motive check notices they seem far more worried about the building than those who approach.

Anyone coming near is politely told that the Mysterium is closed. Should anyone persist in trying to enter the building, the guards draw their weapons and caution the PCs to stand down. If the PCs continue to struggle, the guards attack.

In the absence of the Mysterium's elder, the next priest in the hierarchy—Elder



THYRR

Thyrr (N female human cleric of Nethys 6)—has given strict instructions to the guards to keep everyone out of the library. The guards know about the predicament within, however, and are anxious about the situation.

If the PCs try to convince the guards to let them in, the Mysterium's protectors direct them to the apartments across the street where Elder Thyrr resides (see *Speaking with Elder Thyrr* on page 24). Should the PCs return with permission to enter, the guardians grow increasingly nervous, all readying their weapons. Once the door is open, they practically push the PCs in and withdraw the key—an act that quickly closes the doorway—then begin to replace the bars.

MYSTERIUM GUARDS (6) CR 6 XP 2,400 each

Human magus (staff magus) 7 (*Pathfinder RPG Ultimate Magic* 9, 49)
N Medium humanoid (human)
Init +2; **Senses** Perception +5

DEFENSE
AC 18, touch 12, flat-footed 16 (+5 armor, +2 Dex, +1 shield)
hp 49 each (7d8+14)
Fort +7, **Ref** +5, **Will** +6

OFFENSE
Speed 30 ft.

Melee +1 *quarterstaff* +10 (1d6+7)

Special Attacks arcane pool (5 points, +2), magus arcane (empowered magic, pool strike), spell combat, spell recall, spellstrike

Magus Spells Prepared (CL 7th; concentration +9)
3rd—*haste*

2nd—*bull's strength*, *elemental touch*^{APG}, *mirror image*, *scorching ray*

1st—*burning hands* (DC 13), *magic missile*, *shield*, *shocking grasp* (2)

0 (at will)—*acid splash*, *detect magic*, *disrupt undead*, *prestidigitation*, *ray of frost*

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TACTICS

During Combat One of the guards opens combat by casting *haste*, while the others cast *mirror image* to aid in defense. They use *spellstrike* to cast shocking grasp against nearby foes, and reserve *scorching ray* for attackers out of quarterstaff range.

Morale Though devoted to protecting the Mysterium, these guards aren't foolish and call for a truce or try to flee if reduced to fewer than 10 hit points.

STATISTICS

Str 16, **Dex** 14, **Con** 13, **Int** 14, **Wis** 10, **Cha** 8

Base Atk +5; **CMB** +8; **CMD** 20

Feats Arcane Strike, Combat Casting, Combat Reflexes, Power Attack, Quarterstaff MasterSM, Weapon Focus (quarterstaff), Weapon Specialization (quarterstaff)

Skills Acrobatics +4, Knowledge (arcana) +8, Knowledge (planes) +8, Knowledge (religion) +8, Perception +5, Sense Motive +5, Spellcraft +12, Stealth +4

Languages Common, Draconic, Kelish

SQ knowledge pool, quarterstaff defense

Combat Gear *potion of cat's grace*, *potions of cure moderate wounds* (2);

Other Gear +1 chain shirt, +1 quarterstaff, cloak of resistance +1, elixir of vision, spell component pouch

Whispers: When they first stand in front of the doors to the Mysterium, the PCs receive a vision of thousands of yellow slugs oozing out of a crack in a basalt wall. They hear a voice whispering, "The touch of ruin, of death, is upon this place. More than the blot. More than the black stars. Many gather in this chaos. There are deep roots here, and that which should not be has been birthed within. This place is poisoned. Hurry—you must staunch the wound."

SPEAKING WITH ELDER THYRR

If the PCs speak to the guards at the Mysterium or gather sufficient information to find the Stewards' apartments, they can meet with the acting leader of the order and learn more about the recent tragedies that occurred within the Mysterium.

Elder Thyrr walks with the aid of a stick, dresses simply, and speaks with an incredibly soft voice. The elder possesses a sharp wit and knows the predicament within the Mysterium must be resolved, but she is afraid of making things worse. The Elder's primary motivation is to see the body of Elder **Lythiin** (N male human diviner 9/lorekeeper 4) brought out and subsequently raised. She also wishes the bodies of the other Nethysians treated with respect until the Mysterium is made safe and they can be put to rest properly.

While Elder Thyrr is eager to find a solution to the Mysterium's problems, she is cautious of letting strangers know too much. However, she trusts her instincts and interviews the PCs for a few minutes to test their true motivations. If she believes the PCs are truly there to find Lowls and Mun, and if they promise to return the *Necronomicon* if they find it, she lets them know some of the things they can expect once they enter the library.

Elder Thyrr tells the PCs that the entry level of the Mysterium has an enchanted mirror that was supposed to summon axiomatics to defend the library should its protections be breached, but something went terribly wrong, and hounds of Tindalos instead appeared in the halls. Thankfully, it seems the hounds have remained within the Mysterium and haven't ventured into the city to terrorize the locals. Elder Thyrr also tells the PCs that there is a spherical chamber in the ceiling of the Mysterium's first level, built into the body of the pyramid. This chamber is used by priests who meditate in complete darkness while levitating, but Elder Thyrr believes that the chamber might provide protection from the hounds of Tindalos if the PCs need a place where they can rest or retreat to.

She further instructs the PCs that in order to make the Mysterium safe, they must venture to the depths of the building, to the level that contains the Soul—a chamber at the very core of the library—to find an angel statue without eyes, and insert their fingers into the eye sockets. A tolling bell will signify the wards have been reset.

If the PCs agree to venture into the Mysterium, Elder Thyrr tells them that once they are let in, the guards will seal the outer door, and the PCs will be allowed out only after the bell tolls, signaling that the Mysterium is once again safe.

To navigate the library, Elder Thyrr instructs the PCs that on each level of



GUARDIAN MIRROR

the Mysterium they need to find four different angelic statues with heads that swivel. These heads must be turned to face the walls they stand before, and once they are all properly manipulated, the gateways between the different levels of the library can be opened.

Thyrr warns the PCs of some lingering dangers in the lower levels of the Mysterium. She says that the last time the Mysterium's wards were triggered (nearly a hundred years ago), many Nethysians and other scholars were killed; their lasting psychic impressions have been known to rear up at times in bizarre and dangerous manifestations when people are studying in the lower levels of the Mysterium. Those who venture to the lower levels frequently know to look out for these manifestations, and some even study accompanied by a priest so that they have a greater chance at combating them. Many of these manifestations were purged, but there are still numerous haunts that the clergy hasn't been able to figure out how to permanently get rid of. She also warns that some of these existing haunts might have warped and changed like the guardian mirror.

She demands that before she allows the PCs to enter they swear on whatever they hold dear to find and secure the body of Elder Lythiin. She asks that one of the PCs say a prayer over each body of Nethysian they find the bodies and wrap them in funerary cloths that she provides. If they make the place safe, she promises to allow them unfettered access to the library for a week and provide them a cash reward.

MYSTERIUM FEATURES

The Mysterium is an esoteric museum and library, crammed with thousands of books, grimoires and arcane paraphernalia: tripods, blank parchment, workbenches, scroll tubes, retorts, chalk and slates, alembics, and so on. It is crowded, but tidy.

Unless otherwise noted, the ceilings within are 15 feet high. The walls within the Mysterium are made of finely polished sandstone (Climb DC 20). The hefty wooden doors exude the scent of passing time and are carved with dozens of faces depicting a wide range of moods. Throughout the Mysterium, angelic figures grace the building; they hold aloft keystones, dance as sconces, and lurk in corners. The angels are made of white marble but have grown a skin of pollution from the city's smoke and dust, giving them a sickly honeyed hue. Several of the angels have leaden heads that can turn, which, when correctly moved to face their backs, open the doorways between the levels of the Mysterium.

HOUNDS IN THE MYSTERIUM

A mirror set into the wall at area **B2** was enchanted to summon guardians if intruders breached the Mysterium's deeper levels. The guardians now consist of a quartet of hounds of Tindalos that roam the

library's halls. This pack of hounds can be encountered throughout the Mysterium. Keep this in mind as the PCs explore the library. See area **B2** for more information on this lingering threat.

LEVEL 1: UNIVERSITY LEVEL

The University level is the entry level to the Mysterium, and is the one most often visited. This level is where followers come to learn and give honor to Nethys. The outer walls of the broad corridors in the library are crammed with shelves of weighty tomes, cases stacked with maps, and cabinets and cupboards holding arcane odds and ends. The outer library is where most of the books on this level are kept. The interiors of rooms used for other purposes are detailed below.

B2. GUARDIAN MIRROR (CR VARIES)

Angelic figures frolicking with dogs and other benign animals frame this large, dark mirror.

The mirror, some 5 feet wide and 8 feet high, is made of polished steel (hardness 10, 60 hp) and its frame is worked pewter. Reflections in this mirror are troublingly distorted and things seem to flit through the frame in the periphery.

Originally created by Elder Lathbar Hakkaad long ago, this magical device is supposed to summon a team of axiomatics to come to the library's defense should something trigger the Mysterium's wards. However, when Lowls seized the *Necronomicon* and set off the defenses, something unexpected happened and hounds of Tindalos instead leapt from the mirror.

Creatures: Manipulating any of the angelic statues or opening the Mysterium's outer door triggers this device. Once activated, the mirror continuously spews hounds of Tindalos in groups of four until the Mysterium wards are reset. When slain, the hounds erupt in a frenzy of ripping entrails, breaking bones, and a terrible shriek that sounds like tearing metal; 1 minute after the last of a pack is slain, the entire pack re-emerges from the mirror with full hit points. To end this cycle of horror, the PCs must destroy or deactivate the mirror. For the purposes of effects like *dispel magic* (which only temporarily suppresses the effect) or to determine the mirror's saving throw bonuses, the mirror's caster level is 18.

This is a potentially deadly encounter, particularly if the PCs have forced their way into the Mysterium without talking to its rightful keepers. Characters who make a successful DC 20 Knowledge (planes) check know that hounds of Tindalos can move through dimensions and emerge through angles. If an area could be located or magically created that has no angles at all (in other words, a perfect sphere), the hounds can't reach their

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prey and instead roam the halls looking for new victims. Depending on their conversation with Elder Thyrr, the PCs might know of the meditation chamber built into the ceiling of this level (see areas **B3** and **B9**), in which they can take refuge.

HOUNDS OF TINDALOS (4)

CR 7

XP 3,200 each

hp 85 each (*Pathfinder RPG Bestiary 4* 158)

B3. CONCEALED DOOR

Set into the ceiling, this concealed door is worked in wood painted to look like the stone from which the Mysterium is constructed. A ladder leans against the wall to provide access to the Mysterium's meditation chamber (area **B9**).

B4. ANGELIC GATE

This five-foot-wide circular valve appears to be made of iron, and depicts four angel faces smiling and looking upward to the ceiling.

If the PCs turn the heads of the four angel statues on this level correctly, the mouths of the four angels here open, each revealing a hole a little more than 2 feet deep. In the base of one mouth is a curiously coarse-feeling metal tongue; if pulled, this causes the valve to slide to the side, revealing a shaft 70 feet deep. Metal steps then grind out of the stone, spiraling down the shaft, provide an easy descent. The stairs terminate in the intersection of hallways in the Arcana level below.

The retracting metal steps remain in place for 1 minute, after which the angels' heads and the steps reset to their previous positions. If the heads above are again turned, the steps appear for another minute. The shaft's perfectly smooth stone makes it impossible to climb without magical assistance or exceptional climbing tools.

At the end of the shaft on the level below, a heavy iron key nearly a foot long with a leather thong tied through the end hangs on a hook on the wall next to a keyhole. Inserting the key and turning it clockwise activates the mechanism that opens the shaft to allow passage back up to the University level.

B5A–D. CLASSROOMS

These four rooms are similar in layout to one another. The chambers each have a raised lectern that stands some 3 feet above the flagged floor. In these rooms, instructors or higher-ranking clergy give lectures and sermons on a wide range of subjects, while pupils sit on rugs or cushions on the floor. Each room is holds objects relevant to a specific discipline or application of magic.

Haunt: One of these classrooms (area **B5b**) contains a dangerous haunt stirred up during the recent troubles in the Mysterium.

FORCED LECTURE

CR 10

XP 9,600

CE belligerent^{OA} fast^{OA} variant haunt (10-ft.-by-20-ft. room)

Caster Level 10th

Notice Perception DC 16 (to see a tome open and pages begin turning)

hp 60; **Trigger** proximity; **Reset** 1 hour

Effect The books in this room suddenly flip open and the pages begin furiously turning. As this happens, the letters and words contained in the book leap from the pages and begin swirling in the air like a thick cloud. All creatures in the area are immediately bombarded by a glut of complex ideas, tangled formulas, and logical conundrums that cause them to take 10d8 points of damage. A successful DC 14 Will save halves this damage.

Destruction The forced lecture haunt is destroyed if someone removes all the books from this room and burns them.

B6. STUDY CUBICLES

The Stewards and those they allow into the library use these small rooms for reading. Each has a sturdy but worn desk and a small chair. The desks contain quills, ink, and a number of sheets of paper for taking notes. Typically when visitors come to the Mysterium, they are allowed in only the University level, and are forbidden to wander in the Mysterium. The Nethysians go to the stacks below to retrieve requested books and bring them to these rooms, where the visitors can then conduct their research.

B7. SECRET CHAMBER

The door to this chamber lurks behind a carved pair of dancing angels and can be spotted with a successful DC 30 Perception check. The angels must be pulled apart to open the door, an action that causes their expressions to subtly change from joy to wrath.

Beyond is a small chamber containing a store of items, including six blank spellbooks, a brand-new alchemist's lab packed in a crate, six vials of holy water, 20 spent wands, a large cauldron, a dozen bone scroll cases, and a huge supply of quills, inks and tablets.

Treasure: An ivory scroll case carved with images of swallows in flight (worth 200 gp) contains two scrolls of *remove disease* and three scrolls of *restoration*. With a successful DC 25 Perception check, a character also finds amid the other items a tiny ornate musical box that opens up to allow a tiny colorful hummingbird to sing a Keleshite folk song. This curious art object is worth 3,000 gp.

B8. INFIRMARY CHAMBERS

These small rooms were built and outfitted to deal with any injuries that might occur while students practice their spellcasting. More often, these rooms are used by the Stewards to nap during exceptionally long periods of study. Each one of these chambers has a folding cot and a slim wooden case.

Treasure: Each wooden case contains a full healer's kit, a *potion of cure light wounds*, and a *scroll of lesser restoration*.

B9. MEDITATION CHAMBER

The door above area B2 opens into an area within a separate level of the Mysterium. The chamber beyond is spherical and made of ashen soapstone. When the door is closed, the room is a perfectly spherical area 20 feet in diameter. This room was originally created as a space for quiet contemplation. Priests would either cast an extended *levitation* spell or carry with them some device to produce the same effect, and then meditate in complete darkness with minimal sensory input. Some would even temporarily blind and deafen themselves prior to their meditation sessions, claiming that the lack of their senses produced a closer understanding of the working of magic and the wisdom of Nethys. If the PCs take refuge here, the hounds of Tindalos quickly lose their trail and prowl the halls of the University level in search of prey.

Whispers: If the PCs rest in this chamber, all PCs who sleep have a brief dream where they stand in a featureless plane where rocky sandstone cliffs flicker in and out of existence. They are alone aside from a singular blurry form that merges the images of an elderly Keleshite woman and a strange creature with a conical body topped with four rubbery appendages—a yithian. The merged form reaches out, but before it touches the PCs, the dream scene vanishes.

LEVEL 2: THE ARCANA

The shaft from above descends to a crossroads of arched corridors. Beyond the doorways, the walls are laden with shelf upon shelf of books, curious objects, and things of an arcane nature.

The stairs leading down from the angelic statue above deposit the PCs in the intersection of the hallways on this level. The angelic gate on this level that provides access deeper into the Mysterium is in area B14.

This level is carved into the bedrock beneath Katheer. The stone walls of this level are covered in bas-relief carvings depicting thousands of faces in various expressions. They peer from behind bookshelves and seem to watch the PCs as they move through this level. As on the level above, the halls of the Mysterium here are lined with bookshelves and curios, though they're less

cluttered. The air is cooler here and carries the scent of old books mingled with centuries of burned candles. A sooty film coats the stone throughout.

After two of Lowls's hired guards succumbed to the madness flowing through the Mysterium, the count fled with the *Necronomicon*. The other guards were quickly slain, leaving Miacknian Mun alone—other than his homunculus—and cornered. Monstrous beings oozing through the library's halls chased Mun down, but he barricaded himself in a large study where he has since been slowly slipping into madness.

When Elder Lythiin subsequently came down here with her own guards in pursuit of Lowls, they were also attacked, and only Lythiin escaped to the level below.

Several bodies—all that remains of the count's bodyguards and the defenders of the Mysterium who came down here—can be found in these halls. The equipment of these unfortunates lies scattered across the level. The bodies and their gear do not require Perception checks to notice and can be found in the halls wherever you wish. Among this equipment are the following: a *+1 short spear*, a slimy and dented masterwork breastplate, a *+1 quarterstaff*, a suit of leather armor torn from within in a dozen different directions, a *potion of cure serious wounds* in a battered leathery gourd, 24 scattered *+3 crossbow bolts*, a single boot with a foot still in it, the grim remains of a lower jaw housing four gold teeth worth 5 gp each, and a silver hip flask worth 50 gp labeled "To MM, from your friends at the Esoteric Knights of Evolvment," which contains an *oil of shrink item*.

B10. DREAD IN THE WALLS (CR 11)

Silence imparts a sense of dread in the dark corridors here. The smallest sounds echo against the carved sandstone walls, making it difficult to determine the direction of the sounds. The bedrock foundations in the center of this level hide a sinister force.

Creature: Killed when Count Lowls triggered the Mysterium's defenses, a lone custodian trapped on this level was immediately transformed into a dread wraith. The wraith is a cruel creature that wants to sow terror more than it wants to ruthlessly kill, and prefers to toy with the PCs rather than kill them immediately. It lurks within the central walls, but sticks to the two eastern sections of bedrock, reaching out to swipe at victims as it moves through the halls. With its reach, the wraith can target most creatures in any of this level's hallways from the safety of the bedrock walls. It plays a long game, attacking the PCs once or twice and then retreating into the walls before attacking again a few minutes later.

If the wraith doesn't immediately attack, the PCs may still gather hints of its presence if they happen to have animal companions, as the dread wraith's unnatural aura extends 30 feet and spooks any animals in range.

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DREAD WRAITH CR 11

XP 12,800

Dread wraith (*Pathfinder RPG Bestiary* 281)

LE Large undead (incorporeal)

Init +6; **Senses** darkvision 60 ft., lifesense; Perception +21

Aura unnatural aura (30 ft.)

DEFENSE

AC 17, touch 17, flat-footed 14 (+5 deflection, +2 Dex, +1 dodge, -1 size)

hp 168 (16d8+96)

Fort +10, **Ref** +9, **Will** +14

Defensive Abilities channel resistance +2, incorporeal;

Immune undead traits

Weaknesses sunlight powerlessness

OFFENSE

Speed fly 60 ft. (good)

Melee incorporeal touch +13 touch (3d6 negative energy plus 1d8 Con drain)

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

Special Attacks create spawn

STATISTICS

Str —, **Dex** 14, **Con** —, **Int** 14, **Wis** 14, **Cha** 21

Base Atk +12; **CMB** +15; **CMD** 31

Feats Blind-Fight, Combat Reflexes, Dodge, Improved Initiative, Improved Natural Attack (incorporeal touch), Iron Will, Lightning Reflexes, Toughness

Skills Diplomacy +21, Fly +4, Intimidate +24, Knowledge (planes) +18, Perception +21, Sense Motive +21, Stealth +17

Languages Common, Infernal, Kelish

B11. PRACTICAL THAUMATURGY COLLECTION (CR 13)

The shelves in this section of the library hold hundreds of books bound with red leather.

This portion of the library is dedicated to a philosopher wizard and dedicated worshiper of Nethys named Avracrem Gant, who penned hundreds of treatises on magic in the century before her death in 4704. Though she was a devout worshiper of Nethys, she maintained a careful distinction between the use and application of arcane magic and divine magic, and some of her later works explored psychic magic. Though she was well known by the Stewards of the Vault, she never found widespread recognition among other arcane universities and places of study, in part due to controversy over some of her works. Gant's writing elevated practiced, prepared casters over spontaneous casters, and some of her pamphlets went so far as to consider some sorcerers "accidents" or "abominations."

Creatures: As horrid, otherworldly creatures slipped into the Mysterium, they congregated on the levels closer to the entrance to the Soul, almost as if they could sense the *Necronomicon*. A pair of such creatures, abominations called proto-shoggoths, manifested in this level of the

library and began attacking the Mysterium guards who ventured down here to investigate. Just before barricading himself in a nearby study (see area **B16**), Miacknian Mun witnessed one of these creatures wrap up a guard with strands of sticky flesh and crush the unfortunate sentinel into its ever-shifting and malformed body. The other guards fled, but not before being infected with the proto-shoggoth's alien enzymes.

Two proto-shoggoths followed Mun down this hallway and tried to merge with one another, but failed. This attempt temporarily drained them of energy, which provided enough of an opportunity for Mun to flee. They now wait here in the intersection of the hallways for other victims—which the PCs provide.

PROTO-SHOGGOTHS (2) CR 11

XP 12,800 each

hp 138 each (see page 90)

B12. EVOCATION COLLECTION (CR 12)

This section of the library contains shelf upon shelf of books and manuscripts pertaining to evocation-focused spellcasting. The works go into philosophical detail on the manifestation and manipulation of magical energy, and many of them are used as textbooks in arcane colleges throughout the Inner Sea. One entire shelf holds tomes devoted to the subject of using magic as part of large-scale warfare.

Haunt: As the Mysterium reacted to the sudden emergence of supernatural energies, a maddening influence shot through the library, causing strange and dangerous effects to manifest in its halls. This particular manifestation channels the raw arcane energies from this section of the library.

ARCANE ERUPTION CR 12

XP 19,200

CE persistent variant haunt (25-ft.-by-15-ft. area)

Caster Level 12th

Notice Perception DC 30 (to feel the fleeting sensation of chilling cold, building heat, burning skin, and static electricity in sequence)

hp 54; **Weakness** slow; **Trigger** proximity; **Reset** 1 hour

Effect On the first round this haunt is triggered, a *forcecage* effect appears in the area marked on the map. Creatures in the area can avoid the effect with a successful DC 20 Reflex save. On the following rounds, magical energy explodes, damaging all creatures within the haunt's area. Creatures can attempt a DC 20 Reflex save for half damage. The first blast deals 6d6 points of cold damage, the second deals 6d6 points of fire damage, the third deals 6d6 points of acid damage, and the fourth deals 6d6 points of fire damage. If the haunt hasn't been neutralized or destroyed by this point, the energy effects continue in the same order.

Destruction The arcane eruption is destroyed if the area is successfully targeted by *greater dispel magic*.

B13. OCCULT COLLECTION (CR 11)

This corner of the Arcana level of the Mysterium holds the bulk of the library's works on occult matters and bizarre supernatural effects. While many other sections of the library contain information on various cults and rituals that stray from strictly arcane or divine definitions, this collection focuses on psychic magic, dreams, and cults of the Elder Mythos.

Haunt: As Count Lowls carried the taint of Xhamen-Dor into the library, it twisted the normal reactions of the Mysterium's protections, and this collection likewise surged with unspeakable energies that caused a rift between space and time. Xhamen-Dor, still struggling to completely reawaken from its slumber, was able to send the thinnest tendrils through this rift in an attempt to infect and transform waking minds in order to power his emergence, and thus further the infestation of Golarion.

TOUCH OF THE INMOST BLOT CR 11

XP 12,800

NE belligerent^{OA} variant haunt (30-ft. radius from corner of the area)

Caster Level 11th

Notice Perception DC 25 (to feel itchy skin and a subtle wave of nausea)

hp 66; **Trigger** proximity; **Reset** 1 day

Effect This devious haunt seeks to infect targets with the fungal alien influence of Xhamen-Dor. Affected targets receive disturbing and disgusting visions of a mass of pulsing, writhing fungal bloom and sickly tendrils reaching out to caress them, and in their heads they hear a guttural and airy voice utter the name "Xhamen-Dor." Targets who fail a DC 19 Will save are cursed and take 1d4 points of Charisma damage as patches of mold and tiny, multicolored mushroom caps painfully push through their skin. Creatures that fail this save continue to take 1 point of Charisma damage every 24 hours until the curse is removed. In addition, while affected by this curse, the targets are treated as having the plant creature type as well as their normal creature type. If an affected creature takes enough Charisma damage to be rendered unconscious, it has hideous dreams of Xhamen-Dor, and when it wakes, it is fatigued and unable to regain arcane spells. These nightmarish visions continue every time the cursed creature sleeps until the curse is removed.

Destruction Xhamen-Dor gains strength from creatures knowing of his existence. The name Xhamen-Dor appears only one time in the books in this collection. Destroying this book and casting *consecrate* in the area destroys this haunt.

B14. THE BEAST IN THE BROKEN MENAGERIE (CR 11)

When PCs reach this chamber, which also houses the second angelic gate, read or paraphrase the following room description.

A preternatural stench hangs in the air here among the vandalism and chaos of the chamber. Remnants of bent, broken, and gnawed cages litter the room, along with mounds of books and papers. Blocks of stone from the ceiling and walls litter the ground, partially obscuring another angelic gate.

One area of study taken up by followers of Nethys is using magic to breed new and stronger animals. Some attempt to create unique hybrids (such as the fabled owlbear), while other experiments are intended to bolster a creature's primary natural abilities. This magical discipline wasn't exceptionally interesting to the Stewards of the Vault as a whole, but one member, a halfling transmuter named Folcolm Narthviddle, buried himself in this kind of work. Since the elders determined a library wasn't the place for a proper menagerie, Folcolm had to make do with this corner of the Mysterium and the small animals that he was able to work with. This room once held cages containing the collection of animals that have been the subjects of his magical experimentation.

The destructive tendencies of the room's current occupant (see Creature on page 30) has caused structural instability in this chamber. Debris and dense rubble litter the floor. It costs 2 squares of movement to enter a square of dense rubble, the DC of Acrobatics checks increases by 5, and the DC of Stealth checks increases by 2.

In addition, this structural instability threatens to dislodge stones from the ceiling and walls that could fall on a PC. Each round, randomly choose a target in the room (including the spawn of Yog-Sothoth) as a target for one of these falling stones. The target must succeed at a DC 15 Reflex save or take 3d6 points of damage from a falling stone.

Another angelic gate, a 10-foot-wide circular metal valve, rests in the floor here. It depicts four smiling angelic faces with fierce, pointed teeth. The angelic gate is covered with broken stones and other debris, which the PCs must clear (doing so requires 10 minutes of work) before they can open it. As with the angelic gate in area B5, the PCs must swivel the heads on all four of the angelic statues on this level to face the wall before they can open this angelic gate. If the PCs turned the heads on all four of the angelic statues on this level before clearing this rubble, they find that the final one immediately swivels back into its original position as soon as they let go. This might prompt the PCs to continue exploring this level of the Mysterium to find the blocked gate.

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Once the area is cleared and the statues' heads have all been turned, the mouths on the smiling angelic faces on this valve open with a grinding metallic sound to reveal dark holes about 2 feet deep. An unpleasantly waxy-feeling metal tongue at the base of the lower left face can be pulled to cause the valve to slide to the side, revealing a shaft 50 feet deep. As the valve opens, the PCs can see dancing angels carved along the interior of the shaft, their hands gripped to form convenient footholds. On closer inspection, a PC might notice that the angels' faces are hungry, and their teeth pointed and sometimes broken.

The shaft descends to the Cipher level below. The valve reseals 1 minute after the last PC steps off the angelic stair. It can be opened only manually from above,

or when the wards of the building are deactivated—this effectively traps the PCs in this level.

Creature: As the Mysterium was thrown into chaos, a destructive creature appeared in the library. This spawn of Yog-Sothoth arrived in this room and immediately began destroying everything in sight. It smashed the animals' cages, killing them all, before slaughtering Folcolm. The spawn then began wrecking the room in an attempt to collapse this portion of the Mysterium.

The spawn of Yog-Sothoth savagely attacks the PCs, lashing at them with its tentacles in an attempt to grab hold of a PC and drain her blood, while biting at others. It attacks as many creatures as it can, never focusing its attacks on a single PC if others are in range.

ADVANCED SPAWN OF YOG-SOTHOTH CR 11

XP 12,800

hp 161 (*Pathfinder RPG Bestiary 4* 288, 251)

B15. BARRICADED STUDY (CR 11)

Knocked-over shelves are stacked upon one another as a makeshift barricade preventing entrance to this chamber. The barricade stands 8 feet high and blocks this room's doorway. The barricade has AC 5, hardness 5, 40 hp, and a break DC of 23. Creatures can climb the barricade with a successful DC 10 Climb check, but the haphazard way in which the barricade was constructed forces each climbing creature to attempt a DC 15 Acrobatics check to balance; if it fails, it fall to the ground along with part of the barricade, which deals 1d6 points of bludgeoning damage to the creature that triggered the fall. The barricade also provides cover.

The inside of this room is utter chaos. Shelves are torn from the walls, books are shredded, and the place smells of nervous sweat and human waste.

The Stewards used this part of the Arcana level as a study. The room contains a number of shelves holding general reference works, blank books, pens, and plenty of ink. A small writing desk stands along one wall and other lap desks sit on a shelf near the arched doorway.

Creatures: Elder Lythiin and a group of Mysterium guards made their way here to stop Lowls. The elder left behind half a dozen guards on this level as backup and to provide safe passage back up to the surface in case it was needed, as he and another handful of guards ventured down into the Cipher level. This separated the group, stranding the guards on this level as the proto-shoggoths and strange haunts manifested here. The guards fought back against the monstrosities, killing two of them. During the skirmish, the surviving guards became infected with the proto-shoggoth's alien spores



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and a form of madness that assaulted their minds with vicious and cruel thoughts, essentially shifting their alignments to evil.

Traumatized and sickened by the infestation, the guards fear the things that now roam the Mysterium. They stuck together and barricaded themselves in this corner of the library. The guards are aggressive and selfish, and they don't trust anyone but one another. They see anyone who approaches as a threat looking to rob them of their safety. Their attitude is hostile, and no amount of mundane diplomacy can change their unhinged view of others and the current situation.

When the PCs approach, the guards shout a warning at them to go away and find their own refuge. If the PCs persist in either entering their refuge or trying to talk them out of it, the Mysterium guards attack. If the PCs haven't broken past the barricade, the guards use ranged spells against them, switching to quarterstaff attacks and touch spells once melee combat is possible.

MIND-SHATTERED GUARDS (6) CR 6

XP 2,400 each

CE Mysterium guards (see page 23)

hp 49 each

Weaknesses sickened

B16. MUN'S REFUGE (CR 10)

Miacknian Mun has barricaded himself into this room. The doors bear deep gauges and smears of ichor from where the proto-shoggoths slammed against them to gain entry before giving up and roaming the halls in search of easier prey. The 3-inch-thick, heavy wooden doors are bound with iron (hardness 5, hp 40). Mun blocked the doors with a heavy table from within, which increases the break DC to 30.

When the PCs enter the room for the first time, read or paraphrase the following.

This room is in disarray. An alchemist's lab is set up on one of the tables, and a few of the shelves have been cleared of books. Throughout the room, a chaotic swirl of yellow hues has been painted, daubed, and scratched into the walls, on the spines of books, and across the floor.

This room, open only to the Stewards and well-paying guests, served as one of the most comfortable studies in the Mysterium. Shelves of books and writing materials line the walls, and two large oak tables occupy the center of the room.

Creatures: Miacknian Mun and his homunculus Akie have been trapped here by the horrors that run amok on this level. Mun is petrified of the creatures outside his horrible prison, but is certain that his incarceration may be broken soon. He's already heard the attacks on the elder and the other Stewards of the Vault and is convinced that

help is at hand—his old friend Lowls is sure to return with the *Necronomicon* soon. So, for now, Mun waits in the safety of this room, babbling to his homunculus companion as if he were talking to himself at a younger age. In his current state, it's unclear whether Mun is aware that the homunculus is not actually a younger him.

In the days that he's spent here, his already unstable mind has become fully unhinged. He jumps at every sound and sees everything as a potential threat. Mun has spent his time rummaging through the shelves here in search of anything that might aid in his escape, and using pigments he created to paint symbols throughout the room as a way to relax his troubled mind.

Mun ordered his homunculus to stand guard near the door, but the creature has also helped him prepare extracts from time to time. If Mun hears the PCs fighting the proto-shoggoths in area **B11**, he drinks his *arcane eye* extract and sends it through a tiny hole bored into the corner of the door in order to scout the halls. He uses this magical sensor to follow the PCs and watch them interact with the other creatures and haunts on this level. He fears they are coming to kill him, but he watches to see their true motivation for being down here. If the duration on this effect expires, Mun keeps an ear to the door so that he can prepare if the PCs break into his refuge. If the PCs break down his barricaded door, Mun and his homunculus immediately attack, as he rambles about how everything here is out to get him.

MIACKNIAN MUN CR 10

XP 9,600

hp 97 (see page 60)

AKIE CR —

hp 118 (see page 60)

Treasure: Among the chaos of the room is Mun's formula book, a loose collection of formulae held within a wood-backed cover bound in seugathi skin that contains all the extracts he has prepared as well as *cure critical wounds*, *cure light wounds*, *darkvision*, *elemental touch*^{APG}, *invisibility*, *remove disease*, *resinous skin*^{UC}, *restoration*, and *skinsend*^{UM}.

The room also holds a lacquered fan depicting soldiers fighting demonic cockerels (worth 50 gp), a paperweight that shows a black rose held aloft by a trio of devil's coach horses (worth 100 gp), and Mun's masterwork traveling alchemist's laboratory, on top of which are the map of Katheer that Mun took from his home (see area **A4**) and the key to his laboratory.

Development: It is possible the PCs could dupe Mun into thinking they are a rescue party sent by Lowls. A good story and a successful Bluff check or two could turn the demented enemy into an ally—at least temporarily. Such roleplay is entirely feasible, and you should be prepared

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to improvise the alchemist's reactions accordingly. Mun knows the power of the Dark Tapestry, and is likely to be very open with any newfound allies.

LEVEL 3: THE CIPHER OBSCURA

This level of the Mysterium holds some of the library's most enigmatic and rare texts, though over the years it has also turned into a place to store older, less referenced texts. Unlike on other levels of the Mysterium, the bookshelves in this level are contained within rooms instead of cluttering the hallways. This level is carved out of Katheer's bedrock like the level above, and its walls hold the same style of carvings of angelic beings that appear unsettling when not viewed directly. The ceilings in this level are 15 feet in height, and the halls are dark, though lanterns and oil lamps, as well as a handful of tindertwigs to light them, are available to provide illumination.

One of the few properly functioning protections in the Mysterium is a *guards and wards* effect in place throughout this level. This carries with it the following effects: fog fills all corridors, limiting sight past 5 feet; all doors are secured by *arcane lock* and hidden by *silent image*; wherever there are choices in direction (such as at the intersections of hallways), a minor *confusion* effect occurs to lead the victim in an unintended direction; and a *suggestion* effect at the square marked on the map near area **B17** encourages a creature to leave the Mysterium unless the target succeeds at a DC 20 Will save. These effects remain for 40 hours after the Mysterium's front doors have been opened. For more details on these effects, see the *guards and wards* spell on page 292 of the *Pathfinder RPG Core Rulebook*.

B17. THE EMBRACE OF SMILING ANGELS (CR 13)

Hundreds of grinning angels welcome the PCs to the Cipher Obscura.

Like the previous levels of this library, this level contains hundreds of carvings of angels upon the walls. Those in this level are dancing and cavorting, but some of them hold sly expressions. The images seem to move on their own when viewed out of the corner of the eye.

Creatures: A pair of disgusting proto-shoggoths slog their way through the obscured hallways on this level of the Mysterium making a sticky mess and producing unearthly sounds as they do. As they arrive on this level, the PCs can hear these disturbing movements with a successful DC 15 Perception check. The proto-shoggoths use their tremorsense to locate the PCs as they set foot on the Cipher level. If the PCs avoid the proto-shoggoths here, the creatures catch up to them soon enough elsewhere on this level. These creatures are relentless in their pursuit.

PROTO-SHOGGOths (2)

CR 11

XP 12,800 each

hp 138 each

B18. THE THIRD ANGELIC GATE

This metal circle in the floor again depicts angels, but there is nothing beatific about these figures. Their eyes are filled with lust, and long snaking tongues reach out, lolling on their cheeks.

If the angel heads on this level (including the damaged one in area **B24**) are turned correctly, the angels' mouths open wide, accompanied by an unpleasant smell of rotting meat. The teeth on these mouths are very sharp, but once the mouths are open, they reveal openings like the other angelic gates. A rough metal tongue at the base of the lower left face can be pulled to cause the valve to slide to the side, revealing a shaft 30 feet deep, its walls carved with statues of angels wearing fixed, expressionless masks. Characters who succeed at a DC 25 Perception check notice a worn pathway of sorts down the shoulders and wings of these angels that allows access without needing to attempt a Climb check; those who do not notice this must attempt a DC 10 Climb check to safely access the room below.

B19. THE ANGRY LIBRARY (CR 12)

This room is crammed with cases, shelves, and cabinets, alongside a large number of preserved snakeskins and the skull of some sort of large fish.

The Stewards use this chamber to hold texts that they consider blasphemous to Nethys and the practice of magic in general. Shelved alongside these ranting pamphlets and brash treatises are collections of works deemed poorly suited to teaching the concepts and practices of magic. Not necessarily sacrilegious, these texts are simply outdated or poorly sourced observations on magical phenomenon.

Haunt: Many Stewards have experienced strange feelings in this room, but most of them either tried to rationalize the feelings away or were afraid to admit the sensation out of a fear of looking foolish. The recent emergence of strange energies caused this uneasy feeling to erupt into a dangerous haunt.

BLASPHEMOUS SHOUTS

CR 12

XP 12,800

NE variant haunt (20-ft.-by-20-ft. room)

Caster Level 12th

Notice Perception DC 28 (to hear the quiet turning of unseen pages)

hp 24; **Trigger** proximity; **Reset** 1 day

Effect The books within this chamber begin to tear from the shelves, their pages opening as ghostly images of screaming instructors and ranting fanatics emerge from the pages and begin shouting a cacophonous diatribe. All creatures in the area take 10d6 points of sonic damage and must succeed at a DC 16 Will save or become confused for 1d6 rounds.

Destruction The collection of books must be burned to permanently purge this haunt.

B20. CIPHER STUDY HALL (CR 14)

This side room is similar to those in other parts of the Mysterium—clogged with high, sagging shelves brimming with books, relics, and other arcane curiosities. Nearly all of the once-shelved books lie scattered across the floor in a haphazard mess.

Used by Stewards to study the works found on this level, this chamber contains shelves of reference books, folding writing desks, and plenty of materials to make notes and record observations. The Stewards usually retrieved books from the other rooms on this level and then retired here to read.

Now, the wooden shelves lay in jagged splinters, and the books here have been thrown into a huge pile in the room's center. In the southeastern corner, the bloody cassock of a Steward elder is visible among a pile of destroyed books. This is the mangled body of Elder Lythiin—battered to death by the room's current inhabitant. Broken as the corpse may be, he is still capable of being raised.

Creature: As the proto-shoggoths slipped into the Mysterium from unknown portals, they rampaged through the library's halls, killing everyone they came across. A number of these bizarre creatures felt the call to merge their foul flesh into a still greater monstrosity, but most failed to accomplish this transformation (see page 91 for more information on this process). The massive proto-shoggoth synyctium here is the result of the only successful attempt. As it notices the PCs, the monster activates its distracting cacophony ability as dozens of mouths on the beast open and utter glossolalia.

PROTO-SHOGGOTH SYNICTIUM CR 14

XP 38,400

hp 200 (see page 90)

Development: If Elder Lythiin is raised, or if the PCs have access to *speak with the dead*, he can tell the PCs that the way into the Soul can be opened via the puzzle box in the chamber beneath the third angelic gate. He knows the way to open the Key of the Soul in area **B25** and can explain the process to the PCs, which reduces the DC of

all Intelligence and Disable Device checks to solve the puzzle by 15.

Treasure: Although mangled, Lythiin's body still has his gear: +2 *chainmail*, a *ring of protection* +3, a pale sapphire *ring of feather falling*, a leather-and-iron *necklace of adaptation*, a *rod of escape*, and a *potion of gaseous form*.

B21. CHAMBER OF WHISPERED SECRETS (CR 11)

The shelves in this room hold thousands of handwritten journals and bound books containing hours upon hours worth of automatic writing as well as transcripts of trances and drug-induced ecstasies. The writings cover thousands of subjects, and while some passages and pages make sense, most of it is useless garbage. Many of the Stewards believe that this collection is worthless, but they still get requests from those who wish to decipher the stream-of-consciousness writing contained within, claiming that secrets to the universe hide within these pages, so they keep the materials around.

Trap: A single chest sits on the floor between two of the shelves. It is locked and bears a dangerous trap to punish unauthorized snoopers. A creature that utters the passphrase "Glory to the All-Seeing Eye" while unlocking the chest can bypass the trap.

GREATER GLYPH OF WARDING TRAP CR 11

XP 12,800

Type magic; **Perception** DC 31; **Disable Device** DC 31

EFFECTS

Trigger touch; **Reset** none; **Bypass** passphrase

Effect spell effect (*greater glyph of warding* [spell glyph], *chain lightning*, caster level 14th, 14d6 electricity, Reflex DC 19 half, each subsequent target reduces the DC by 2); multiple targets (all targets within 30 feet of the creature triggering the trap)

Treasure: The trapped chest holds the following items: a *scroll of horrid wilting* stored within a leather-and-scrimshaw bodkin case; a jade, gold and obsidian corkscrew in the form of a hand (worth 300 gp); and a *periapt of health* on a cord of woven hair.

B22. WORLDS BEYOND COLLECTION (CR 12)

The books and other materials in this room contain a wealth of information on the planes. There is information on the outer planes as well as the inner planes, and notes and treatises on thousands of demiplanes. The works here detail the phenomenon of planar rifts, complex explanations of some of the most common teleportation errors, and catalogs of the types of creatures one could encounter in nearly any plane beyond the Material Plane.

Creatures: Four axiomites stand guard over the books in this room. Over 200 years ago, these outsiders made a deal with the Stewards of the Vault to be called to the site if the Mysterium's protections were triggered.

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The Nethysians knew that they could trust the word of the axiomytes, so they arranged their calling to be contingent upon the breaching of the Soul.

The axiomytes immediately attack anyone not wearing the outfits of the Stewards of the Vault or bearing a holy symbol of Nethys. However, they don't simply trust anyone garbed in such a fashion, and ask the PCs' business in the Mysterium. If they feel any answer is a lie, they attack.

The axiomytes work in unison. On the first round of combat, one of the axiomytes casts *haste* on all four of them, while another blasts the PCs with *lightning bolt*. The third casts *true strike* on the fourth, while the fourth outsider closes with the PCs in melee combat. The axiomytes make use of their crystalline dust form for protection while using their spell-like abilities, switching back when they need to attack physically. If they feel they have the need and the time to pull it off, the axiomytes join hands and summon a zelekhut.



CLOCKWORK MAGE

AXIOMITES (4)

CR 8

XP 4,800 each

hp 85 each (*Pathfinder RPG Bestiary 2 36*)

Treasure: In addition to the texts here, the room contains a *scroll of dimension door*, a *scroll of planar adaptation*, and a *scroll of teleport*.

B23. CHAMBER OF CALLING AND BINDING (CR 13)

The books in this collection focus on the art of calling and binding outsiders. Massive tomes filled with nothing but diagrams for summoning circles sit alongside collected research regarding some of the most effective methods of bargaining with outsiders for their service.

Creatures: As part of the Mysterium's defenses, two aerial servants were called to this room when Lowls invaded the Soul and made off with the *Necronomicon*. The aerial servants are unhappy with this situation, and attack any creatures that enter this chamber. Though angry, the aerial servants are savvy combatants, and want to draw the entire party into the room before attacking. They rely on their natural invisibility to avoid detection, remaining still until as many PCs as possible make their way inside.

If the PCs leave this room without getting into a fight or they flee from the aerial servants, the servants follow them and hunt them down throughout this level. The aerial servants ignore the clockwork mages and axiomytes, but they may fight against the proto-shoggoths if those monsters impede their hunt.

AERIAL SERVANTS (2)

CR 11

XP 12,800 each

hp 149 each (*Pathfinder RPG Bestiary 5 11*)

Treasure: Lurking among the tomes in this room is an improperly shelved copy of the *Witch-Cults of Northern Avistan* that details the practices of infernal cults and their observations on summoning creatures from Hell. It is worth 1,500 gp to a collector. For more information on this tome, see page 43 of *Pathfinder Campaign Setting: Princes of Darkness, Book of the Damned, Vol. 1*.

B24. CHAMBER OF CREATION (CR 13)

This collection encompasses hundreds of books, scrolls, and manuals detailing the esoteric processes involved in creation magic. They explore the various methods to call matter into being and how to shape that matter in useful ways. One of the shelves here holds dozens of books on

engineering and materials, while another shelf contains books describing the steps needed to create golems and other constructs. On the shelves, mixed among the manuals, are wooden cases of tools and various models of creatures and constructs.

Although the other angel statues on this level are intact and whole, the angel here has been damaged during combat in this room. Due to this damage, the head can't turn. However, it can be removed, revealing a dark cavity crammed with clockwork. A PC who succeeds at a DC 25 Disable Device check can readily reach in and turn the mechanism within to simulate the head being turned in order to open the angelic gate on this level.

Creatures: Serving as custodians and guardians of this collection, four clockwork mages stand vigilant in this room. A Steward built these clockwork creatures years ago, and doted over them like a caring parent before his death. In the years since, the clockwork mages have seen less care and maintenance, but they still function perfectly. They diligently guard this room, immediately attacking anyone who enters aside from a Steward. Each clockwork mage's wand crystal is attuned to a different arcane school, and their tactics in combat reflect this, as the associated school determines the spells each can use. The clockwork mage attuned to transmutation begins combat by casting *haste* on itself and its companions. The clockwork mage attuned to evocation uses its spells to attack, typically opening combat with *fireball*. The clockwork mage attuned to conjuration uses spells like *grease* and *glitterdust* to hinder the PCs, following those effects with *stinking cloud* on later rounds. The clockwork mage attuned to necromancy casts *ray of exhaustion* followed by *ray of enfeeblement* and then *blindness/deafness*. Unable to betray their programming, the clockwork mages fight until they are destroyed or the PCs leave this chamber. They do not pursue the PCs if the PCs flee.

CLOCKWORK MAGES (4) CR 9

XP 6,400 each

hp 102 each (*Pathfinder RPG Bestiary* 4 32)

Treasure: In addition to books and tools, this collection contains a number of interesting, albeit bizarre, objects. A successful DC 25 Perception check is required to locate the most valuable items among the clutter. These include a leather satchel containing a *hand of glory*^{UE} wearing a *ring of maniacal devices*^{UE}, and a small serpentine statue of a six-headed medusa eating mouthfuls of crystal rats (worth 1,000 gp), a stuffed dodo wearing a pair of Small leather *boots of friendly terrain*^{UE} (desert), a withered bridal bouquet with a small black emerald on a long hatpin engraved with the words "Forever H. K." worth 750 gp, and a *scroll of hold person* folded up in the shell of a dead tortoise at the back of a cupboard.

LEVEL 4: THE SOUL PUZZLE

Descending down the wings and backs of the angels carved into the walls within the third angelic gate, the PCs arrive in the core of the Mysterium. Although the room they descend into is carved from the bedrock like the rest of the library, it feels otherworldly and distant from reality, making it hard for the PCs to imagine that a teeming, cosmopolitan city carries on daily life as normal above them.

This level consists of the chamber containing the puzzle box that opens the door to the Soul, and the Soul itself, which is in actuality an extradimensional space nestled within the puzzle box. These two areas are described below.

B25. THE DOOR TO THE SOUL (CR VARIES)

This curious chamber is a little over thirty feet to a side. Instead of normal walls, hundreds of statues of angelic beings, many bearing spears and other weapons and others wearing two-colored masks, make up the walls of this chamber. The uneven floor is formed from carved faces. At the heart of the room is a single object supported by a quartet of stone hands—a peculiar, slightly rusted iron cube about a foot square.

The figures that make up the walls here are carved in such a way that they look like they are in motion when viewed out of the corner of the eye. The sculptures appear unnervingly realistic, with dynamic poses that make it seem like they could step out of the wall at any point. This room is empty aside from the puzzle box in the center of the room.

Hidden among the carved angels is a single statue without eyes, which can be found with a successful DC 35 Perception check. At the back of each socket is a tiny brass switch. If a PC inserts her fingers into the eye sockets and triggers both of them, all of the Mysterium's wards switch off, including the malfunctioning protections. A deep tolling bell then shakes the ground and signals that the wards have been neutralized.

THE KEY TO THE SOUL

This iron box weighs nearly 500 pounds and contains the very heart of the Mysterium. The box is magically attached to its pedestal, and can be removed only by means that sever the magical effect, such as *mage's disjunction*. The library unfolds only if this puzzle box is solved.

The puzzle box features symbols and images representing creation and destruction on its sides, and has a series of movable, concentric rings on the top bearing smaller symbols that correlate to the images on the sides. The symbols are sometimes sigils, sometimes words in different languages, and at

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other times simply images that represent things such as serpents, phoenixes, bolts of lightning, an infant, laborers building a structure, warfare, a flowing river, a scouring wind, a blazing fire, moldering fungi, and fruiting plants.

Anyone who succeeds at a DC 15 Linguistics or Intelligence check recognize the sigils as symbols of creation and destruction. Those who succeed at a DC 20 Intelligence check realize that there is a correct sequence in which the rings must be set in order to open the Key to the Soul. The PCs may already know the correct sequence if they raised or otherwise spoke with Elder Lythiin.

To solve the puzzle box, the PCs must align the rings on the top to the correlating images of creation and destruction on opposite sides of the box. This requires three successful DC 25 Intelligence checks (or three successful DC 35 Disable Device checks). Each check takes 1 minute, and the check can be retried with a cumulative +1 bonus each time to a maximum of +5, after which the puzzle box resets and reduces any such bonus to +0. Though it's normally not possible, a PC can aid another on this Intelligence check, but a single character must attempt the Disable Device check. Failing one of these checks causes one of the room's guardians to retaliate (see Creatures below). Failing one of these checks by 10 or more causes the puzzle box to reset, negating any previous successes. If there are no

guardians left here, the PCs can solve the puzzle by a simple process of elimination with no risk of danger.

When the correct sequence is found, strange grating sound echoes from within, and the box starts to slowly expand outward with a low hum to form a 1-foot-tall, 10-foot-wide platform with a 5-foot-square entrance in the top surface. The entrance is totally dark, obscuring any sight into the extradimensional space within.

Creatures: Four soulbound shells once guarded this room. These creatures were once living devotees of Nethys so dedicated to their post that they gave their lives to become eternal protectors of the Soul of the Mysterium. As Lowls invaded the deeper levels of the Mysterium, triggered the defenses, and made off with the vile *Necronomicon*, one of these protectors was destroyed. Now only three soulbound shells hide among the carved angels.

As the PCs enter this room, the soulbound shells remain perfectly still, hidden in plain sight among the other mundane statues that make up the chamber's walls. If the PCs somehow recognize them as creatures and not just more of the hundreds of inanimate marble statues in the chamber, the soulbound shells remain still and stoic and continue to ignore the PCs, but wait for the best time in which to attack. Each time the PCs fail a check to solve the puzzle box, one of these guardians animates and attacks. If the PCs attack the soulbound shells, all three attack at once.

SOULBOUND SHELLS (3)**CR 12****XP 19,200 each**hp 132 each (*Pathfinder RPG Bestiary 4* 249)**B26. THE SOUL (CR 14)**

As the PCs open the Key to the Soul, they peer down into a pitch-black opening. Reaching into the space doesn't reveal anything, but the air feels cool and crisp. The faint scent of burning parchment teases the nose. Any PCs who jump or climb into the open space experience darkness washing over their vision and feel as light as a feather as they slowly float into the space below and then land gently in the center of the massive stone room.

This vast stone chamber is lit with large burning braziers set in nooks at each corner. A number of grand podiums set throughout the room hold enormous books, and other massive tomes hang from the ceiling on iron chains like condemned prisoners. Despite the burning fires, the air feel cool and crisp, and the scent of old books and flickering flame hangs in the air.

The walls of this chamber are built of what appears to be sandstone that has been polished as smooth as glass. The floor is tiled, and a depression in the center sits 2 feet lower than the outside of edges of the room. The braziers in the alcoves are magically enchanted to provide an everlasting source of fuel to the otherwise mundane fires that crackle within.

All of the books in the Soul are the darker works of the library, and are under the watchful eye of the Mysterium's Keeper—an excinder archon who guards the books until given the order to destroy them. Not all of the works stored here have the potential to shatter minds or unravel the world, but keeping their information here limits the potential for abuse, destruction, or theft.

The books that hang 30 feet up can be easily drawn down on their chains; however, one chain hangs broken and empty—the one that confined the *Necronomicon*. When Lowls managed to wrest free that blasphemous tome, the Mysterium's protective wards snapped to attention, though the sinister and corrupting influence of Xhamen-Dor that Lowls brought with him warped these defenses.

In the wake of Lowls's theft, a *dimensional lock* now protects the entirety of the Soul, preventing creatures from extradimensionally traveling into or out of this sanctum—including the Keeper.

Creature: An indomitable protector, the Keeper has resided within the Soul for over a thousand years. A past elder bargained with the forces of Heaven to secure the service of this immortal protector, knowing that the Mysterium would someday need to scour away

some of the most dangerous knowledge its Stewards had collected. The Keeper has been awaiting the moment it can destroy the *Necronomicon*.

The Keeper has remained vigilant, but when Lowls freed the *Necronomicon*, the archon was changed, corrupted by otherworldly influences and transformed into a broken soul. Shattered and degraded, the Keeper is filled with rage, and lashes out on any creatures that appear in the Soul.

THE KEEPER**CR 14****XP 38,400**Broken soul excinder archon (*Pathfinder RPG Bestiary 4* 24, *Pathfinder RPG Bestiary 5* 34)

CE Large outsider (archon, extraplanar, good, lawful)

Init +5; **Senses** darkvision 60 ft., low-light vision, true seeing; **Perception** +27**DEFENSE****AC** 31, touch 10, flat-footed 30 (+1 Dex, +21 natural, -1 size; +2 deflection bonus vs. evil)**hp** 203 (14d10+126)**Fort** +19, **Ref** +7, **Will** +15; +4 vs. poison**DR** 5/—, 10/evil; **Immune** acid, cold, electricity, fire, petrification; **Resist** sonic 5; **SR** 23**OFFENSE****Speed** 20 ft., fly 80 ft. (good)**Melee** +3 *flaming longsword* +26/+21/+16 (2d6+13/19-20 plus 1d6 fire) or torturous touch +23 touch (2d6 plus 1d6 Dex damage and convulsions)**Space** 10 ft.; **Reach** 10 ft.**Special Attacks** agonized wail (DC 23), baleful gaze (DC 23), censor text**Spell-Like Abilities** (CL 15th; concentration +11)Constant—*detect evil*, *true seeing*At will—*cure light wounds*, *detect thoughts* (DC 18), *discern lies* (DC 20), *hold monster* (DC 21), *holy smite* (DC 20), *invisibility* (self only), *locate creature*, *locate object*, *modify memory* (DC 20), *protection from evil*, *repress memory*^{DA}, *stabilize*, *zone of truth* (DC 18)3/day—*dispel evil*, *fireball* (DC 19), *flame strike* (DC 21), *plane shift* (DC 23)1/day—*discern location*, *find the path***TACTICS****Before Combat** The Keeper can change size at will from Small to Huge, but is Large when the PCs first arrive in the Soul.**During Combat** The Keeper begins combat by activating their agonized wail. The Keeper prefers to fight in melee with their *flaming longsword*, but makes use of their spell-like abilities to augment their attacks. As the Keeper nears the PCs, they are subject to the archon's baleful gaze. If the PCs gang up on the Keeper, the guardian uses *hold monster* to reduce the number of simultaneous attackers. The Keeper is immune to fire,**THE WHISPER OUT OF TIME**

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and thus doesn't hesitate to cast *fireball* while in the area of effect.

Morale Insane and enraged, the Keeper fights to the death.

STATISTICS

Str 30, **Dex** 13, **Con** 26, **Int** 16, **Wis** 23, **Cha** 23

Base Atk +14; **CMB** +25; **CMD** 36

Feats Alertness, Cleave, Combat Reflexes, Diehard,

Endurance, Great Fortitude, Improved Initiative, Lightning Reflexes, Power Attack, Toughness

Skills Acrobatics +1 (-3 when jumping), Fly +3,

Intimidate +31, Knowledge (arcana) +20, Knowledge (geography) +17, Knowledge (history) +20, Knowledge (planes) +20, Knowledge (religion) +20, Linguistics +10, Perception +27, Sense Motive +27, Spellcraft +10; **Racial**

Modifiers +8 Intimidate

Languages Abyssal, Aklo, Celestial, Common, Draconic,

Dwarven, Elven, Halfling, Ignan, Infernal, Kelish, Sylvan; telepathy 100 ft., truespeech

SQ change size, no breath, torturous touch

Gear +3 flaming longsword

Whispers: When the PCs enter the Soul, they see a vision in their minds of Lowls tearing the *Necronomicon* from its stand and pulling a scroll from his coat. He casts a spell from the scroll and vanishes in a flash of magical energy. As he disappears, the scene shifts briefly to allow a glimpse of a steep-walled, cylindrical building brimming with gnolls and topped with a lush garden. They hear a tired voice say, "Come. He may have the tome, but it is not too late. Come now!"

CONCLUDING EVENTS IN THE MYSTERIUM

If the PCs follow Elder Thyrr's instructions and secure the Mysterium, she is good to her word and grants the PCs a week to study in the library. She also honors her agreement to make a cash payment to the PCs; although the Stewards of the Vault are strapped for cash, she manages to raise 5,000 gp for them (the amount Lowls paid for access to the Mysterium in the first place), a reward which she says is inadequate for the services they rendered.

In the meantime, if the PCs recover Elder Lythiin's body, he is raised, and later visits the PCs to offer his thanks. He also confesses his foolishness in dealing with Lowls, and if he learns that the *Necronomicon* has been stolen, he is utterly mortified; the book, he implores, can't fall into the wrong hands. He asks the PCs to make all haste to recover the book and return it to the Mysterium.

He knows very little of Lowls, but is aware that the count had a great hunger and knowledge, and seemed affected by some external forces. He talked very little, but Lythiin did overhear his hired guards talking about a gnoll slaver in Okeno called Biting Lash. If the PCs wish, Elder Lythiin arranges to find out more

information about the slaver, and can provide all the information about gnoll slavers up through DC 25 as detailed on page 39.

As final payment, Elder Lythiin arranges transportation to the PCs' next destination—either by mundane ship, or through a faster method such as *teleport*.

PART 3: THE SLAVE MARKETS OF OKENO

The slaver city of Okeno sits nestled between rocky ridges on the southern side of Stonespine Island, 450 miles from Katheer as the crow flies. By ship, the journey from Katheer to Okeno is approximately 670 miles, and depending on the ship and quality of the winds, the trip takes anywhere from 1 to 2 weeks. However, if the PCs successfully persuade the Stewards to transport them via teleportation, the journey takes seconds.

By now, the PCs still don't know Lowls' final destination, but should know that he planned to meet with a slaver by the name of Biting Lash in order to outfit himself for the journey to Neruzavin. Upon arriving in Okeno, the PCs must ask around to find this slaver if they hope to stay on the count's trail. Obviously, slavers aren't very forthcoming with details about their own business, much less that of their competitors (unless presented with the proper bribe), and they can get aggressive if they feel like people are asking too many questions. The PCs must be clever if they want to find the elusive Biting Lash, and cautious if they want to remain alive.

Okeno is detailed further in the gazetteer of the city that begins on page 62. It's a dangerous place where gnolls walk the streets openly, and the wrong kind of glances can lead to drawn weapons and death. It is also almost impossible for a day to pass in the streets of Okeno without some kind of violent incident. The PCs may wish to spend their initial time in Okeno getting their bearings and stocking up on any supplies they feel might be useful. All manner of legal and illicit things can be found in Okeno's shady markets.

PCs asking about slavers, particularly aggressive and brutal gnoll slavers, get a variety of reactions. Some of Okeno's citizens try to warn the PCs away from getting involved with gnoll business, while others hope the PCs are going to mess with the gnolls' operations in the city. Even then, the conversation typically ends with speakers getting twitchy and looking over their shoulders in case someone, particularly a gnoll, overheard.

If the PCs ask around Okeno about gnoll slavers and attempt Diplomacy checks to gather information, consult the following table to see what they learn about this dangerous and despicable place. If the PCs somehow missed the detail that the count's associate Biting Lash is a gnoll, and instead begin asking about slavers in general, allow them to deduce this piece of information over the course of a couple of Diplomacy checks, as one of the

people the PCs talk to recognizes that Biting Lash is a pseudonym and tells them that the gnoll slavers are notorious for using assumed names.

GNOLL SLAVERS OF OKENO

Result	Information
5	The fleshfairs of Okeno—as the slave markets are known—are the largest in the Inner Sea region, and at any given time almost half of the population of the pirate city is made up of slavers and their merchandise.
10	Far from being outcasts, gnoll slavers are welcome and are considered to be the most professional of their ilk. They even have their own slave market known as the Laughing Fleshfair—on account of the way the bidding is done with laughing cries and barks—where, at least in theory, gnolls are the only traders allowed.
20	Although openly welcome in the city, the gnoll slavers are despised by many other humanoids that work the trade. This is often a case of simple professional jealousy, but it's sometimes from a sense of loathing at how they treat their merchandise. The gnolls are paranoid about security, and operate in a web of deceit. Many take pseudonyms, and keep their slave pits veiled in mystery. Many of the gnoll slavers keep their merchandise in different locations, and keep their most prized possessions in fortified structures away from the fleshfairs.
25	One of the most successful and civilized gnoll traders is Hyena Princess Njano, a lady of great intelligence and influence. She is so powerful that she operates openly at the Laughing Fleshfair, and she knows every powerful gnoll in the city.
30	Biting Lash is a pseudonym, nothing more. Biting Lash primarily deals with people she already knows, eschewing the fleshfairs when it comes to selling her own slaves. She is highly paranoid about betrayal, and goes to great lengths to keep the details of her inventory a secret. She is known to use subordinates and spies to purchase new slaves at the fleshfairs instead of going in person. Like most gnoll traders, she likes anonymity, and even changes her appearance regularly.



HYENA PRINCESS NJANO

Whispers: If any of the PCs sleep on the way to Okeno, they suffer horrific nightmares. In these dreams, each PC is being suckled by a figure that seems at first to be her mother. But although the PC can't see the figure cradling her clearly, she realizes it has too many arms and smells wrong. To find relief from this sensation, the character begins to gather flowers and weeds in yellow hues, mixing them into a pulp and smearing it on her lodging's walls. In time, the shape resembles the Yellow Sign. Before the disturbing dream fades, the character hears a faraway voice that says, "The influence of the Inmost Blot grows. More of them seek the forgotten city, and when its memory returns to the world, the seal will be broken and those that can't be seen will fly again."

THE LAUGHING FLESHFAIR

Although the dates when the Laughing Fleshfair meets vary, auctions are usually held at least twice per week. An overwhelming majority of the customers here are gnolls, though there are some other humanoids. Viewed with distrust, all non-gnolls here take a –4 penalty on Bluff, Diplomacy, and Intimidate checks. Nervous guards abound, hands on their weapons at the slightest provocation. The place is busy and sweaty; the dusty, feral stench of gnolls is everywhere, and the PCs may find the whole encounter unsettling.

EVENT: MEETING THE HYENA PRINCESS NJANO

While at the Laughing Fleshfair, PCs who succeed at a DC 25 Diplomacy check to gather information are directed to the well-known Hyena Princess. Otherwise, a successful DC 30 Perception check is required to overhear someone talking about her and referring to her by name. However, the PCs are also likely to see the Hyena Princess and her entourage if they simply spend enough time in the Laughing Fleshfair.

Hyena Princess Njano (LE female gnoll aristocrat 1/ bard 9) attends every auction, looking for bargains. While not a true princess, Njano is effectively local royalty in the eyes of the other gnolls of Okeno. She's one of the oldest established slavers in the city and has friends in many places—as well as several enemies. However, her reputation for terrible vengeance is usually enough to keep her enemies at bay. It's whispered she has almost as much money and as many residences as she has enemies.

When the PCs arrive, the Hyena Princess is currently talking to a group of other gnolls. Two unconventional bodyguards accompany her: Kisetz, a short, muscular

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human woman, and Hakoor, a halfling swaddled in black robes with a monkey perched on his shoulder. If the PCs approach, they hear not-so-subtle growls from the assembled gnolls. Kisetz bars the way and orders the PCs to stop and step back. If the PCs refuse or act in a disrespectful or aggressive manner, she shoves the closest PC to punctuate her point. Before this results in a full-fledged fight, the Hyena Princess howls at her subordinate to desist, and the young woman withdraws, spitting venom and cruel insults. The Hyena Princess prides herself on her civility, and apologizes for her subordinate, inviting the PCs to speak.

If the PCs mention the name Biting Lash during their conversation, Njano tries to conceal her recognition to maintain the upper hand. She quietly takes the PCs to one side and asks their interest in Biting Lash. Knowing that she holds information valuable to the PCs, the Hyena Princess begins forming a plan: she needs the PCs to do something for her. She quietly invites the PCs to meet her at her estate later and provides them with directions.

As the PCs leave, Kisetz glares at the PCs, particularly the one she shoved. She narrows her eyes and makes a cutthroat motion as the PCs leave and threatens that she'll see them another time.

THE HYENA PRINCESS'S ESTATE

The Princess loves intrigue, but gnolls in Okeno are always clever, though most call them paranoid. Many surround themselves with armor of flesh and teeth, personal armies that make them, they think, impregnable. Biting Lash is like that, and the Hyena Princess knows it.

The arrival of the PCs is timely; Njano has been subject to a little intrigue herself. One of her most valuable staff, a spy called Dahab, has been taken. She's not sure who took him, but his ear was delivered yesterday morning along with a note promising more of him to follow, unless Njano meets the kidnapper at dawn at a place called the Shipwreck. The princess has no intention of honoring the invitation herself,

but now that the PCs have presented themselves, she figures she can use them to track down her kidnapped spy and deal a blow to an adversary—especially since overtly attacking a rival is bad form.

The following encounter occurs in a high, open room with cloth screens swaying lazily in the breeze. Njano is in her bath when the PCs arrive; they are met and escorted to the Bathing Room by an angrily cordial Kisetz. The princess is partly submerged in milk, attended to by a group of eight slaves. These slaves offer her and the PCs dates and figs as they talk; two of them waft large fans to cool her majesty. Throughout, Kisetz stares hatefully at one of the PCs, aching for a chance to attack but afraid of the princess's reproach.

Njano explains that the name Biting Lash might mean something to her if only she wasn't so distracted. One of her beloved—a friend called Dahab—has been kidnapped. She has many rivals and is unsure who would do such a cruel thing to such a kind man, but those who have him have sent a part of him—his right ear—with an message saying that other parts will follow unless the princess meets the kidnapper at a place called the Shipwreck at dawn, though the day is not specified.

The note and ear appeared outside her home here yesterday. Naturally she does not wish to meet with this extortionist. However, the arrival of strangers who might help is fortuitous. She tells the PCs that if they find and retrieve Dahab alive, her distraction may abate enough to remember what Biting Lash means and where this figure might be found. Of course, the Hyena Princess knows where to find Biting Lash, and is withholding this information in order to get the PCs to do her dirty work.

Njano can't be sure of the PCs' values, so she says that she plans to send along Kisetz and Hakoor to watch over them from a discreet distance. She would of course be furious if any harm came to her assistants or her friend; Okeno can be such an unpleasant place at times.

If the PCs agree, the princess furnishes them with Dahab's ear and the note (see page 41). She tells them that Dahab acted as one of her spies and information brokers. He had contacts around and about Okeno, in particular at the Black Circus where he knew a beast tamer called Rahmir, and he frequented the domed temple of Gozreh, where he knew a builder called Azeem.

If the PCs suggest standing in for her and attending the meeting, she is happy for them to do so, providing they can guarantee Dahab's safety.



KISSETZ

She assumes that the extortionist is well aware of what she looks like, so Njano suggests the PCs use some manner of illusion to play the part.

KIDNAPPER'S NOTE

The note reads "Esteemed Princess, greetings from the unworthy. I am honored to bring your beloved serf to bosom as my guest, but his appetite is so great that unless I act, he'll eat everything I have. I therefore return him to you piece by piece, part by part, unless you wish to discuss his fate at the Shipwreck at dawn."

A character who succeeds at a DC 25 Linguistics check notes that the grammar used is peculiar, and it is highly likely the writer primarily communicates in Infernal.

A SAD TALE OF UNREQUITED LOVE

Dahab fell for the oldest trick in the book: love. His "lover," a pairaka called Nikta who is in disguise as a tanner named Fazar, has been using Dahab to get at the princess, intending to shatter her relationships and decrease her accomplishments in Okeno. Nikta is based in the Tanners' Quarter of the city and has, as Fazar, been seducing Dahab for some time; the only obvious clue is that the div plied the spy with gifts colored a uniquely vivid shade of ocher. Some of Dahab's friends have seen and noted this detail.

ON THE TRAIL OF DAHAB

Beginning their investigation, the PCs can tackle the clues in any order they wish, or, if they decide open meetings are better, jump directly to the Meeting a Kidnapper section on page 43. As the PCs begin their investigation, Kisetz and Hakoor follow them. The pair remain between 120 feet and 360 feet away depending upon the surroundings, but they always work to keep the PCs in their sight. The pair don't try to hide their actions, so the PCs can determine they are being followed with a successful DC 15 Perception check.

If the PCs get close to Kisetz during this part of the adventure, she spends her time trying to taunt one of the PCs into a fight—mocking his weaknesses and generally belittling the PC. Push the PC as far as you think you can and then a little further. Kisetz should be memorably nasty, but be careful to not let this taunting lead to outright combat in the streets. Kisetz's and Hakoor's stat blocks are included below; however, they play a more direct role later in the adventure (see area D16).

KISETZ CR 12

XP 19,200

Female human fighter 4/rogue 3/assassin 6
NE Medium humanoid (human)

Init +4; **Senses** Perception +14

DEFENSE

AC 19, touch 15, flat-footed 14 (+4 armor, +4 Dex, +1 dodge)

hp 121 (13 HD; 9d8+4d10+55)

Fort +10, **Ref** +11, **Will** +7 (+1 vs. fear); +3 vs. poison

Defensive Abilities evasion, improved uncanny dodge, trap sense +1

OFFENSE

Speed 30 ft.

Melee +2 *scimitar* +15/+10 (1d6+6/15-20) or

mwk kukri +15/+10 (1d4+2/18-20)

Special Attacks death attack (DC 15), quiet death, sneak attack +5d6, true death (DC 21)

STATISTICS

Str 14, **Dex** 19, **Con** 16, **Int** 8, **Wis** 12, **Cha** 10

Base Atk +10; **CMB** +12; **CMD** 27

Feats Combat Reflexes, Critical Focus, Dazzling Display, Dodge, Improved Critical (*scimitar*), Iron Will, Power Attack, Shatter Defenses, Toughness, Weapon Finesse, Weapon Focus (*scimitar*), Weapon Specialization (*scimitar*)

Skills Acrobatics +20, Bluff +8, Disguise +5, Intimidate +16, Perception +14, Stealth +25

Languages Common

SQ armor training 1, hidden weapons, poison use, rogue talent (finesse rogue), trapfinding +1

Combat Gear *potion of cure serious wounds*; **Other Gear** +2 *shadow leather armor*, +2 *scimitar*, *mwk kukri*, *belt of mighty constitution* +2, 467 gp

HAKOOR CR 10

XP 9,600

Male halfling sorcerer 11

NE Small humanoid (halfling)

Init +7; **Senses** Perception +3

DEFENSE

AC 18, touch 18, flat-footed 14 (+2 deflection, +3 Dex, +1 dodge, +1 insight, +1 size)

hp 85 (11d6+44)

Fort +6, **Ref** +7, **Will** +9; +2 vs. fear

Defensive Abilities fated (+3)

OFFENSE

Speed 20 ft.

Melee *mwk dagger* +6 (1d3-1/19-20)

Special Attacks it was meant to be 1/day

Bloodline Spell-Like Abilities (CL 11th; concentration +15)
7/day—touch of destiny (+5)

Sorcerer Spells Known (CL 11th; concentration +15)

5th (4/day)—*break enchantment*, *feeblemind* (DC 20),
waves of fatigue

4th (7/day)—*charm monster* (DC 19), *enervation*,
freedom of movement, *greater invisibility*

3rd (7/day)—*dispel magic*, *haste*, *protection from energy*,
slow (DC 17), *suggestion* (DC 18)

2nd (7/day)—*blur*, *bull's strength*, *detect thoughts* (DC 16),
glitterdust (DC 16), *mirror image*, *scorching ray*

1st (7/day)—*alarm*, *burning hands* (DC 15), *charm person* (DC 16), *mage armor*, *magic missile*, *ray of enfeeblement* (DC 15)

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0 (at will)—*acid splash, dancing lights, detect magic, detect poison, mending, prestidigitation, read magic, resistance, touch of fatigue* (DC 14)

Bloodline destined

STATISTICS

Str 8, **Dex** 16, **Con** 14, **Int** 8, **Wis** 12, **Cha** 18

Base Atk +5; **CMB** +3; **CMD** 20

Feats Blind-Fight, Bouncing Spell^{APG}, Combat Casting, Dodge, Eschew Materials, Improved Initiative, Spell Focus (enchantment), Toughness

Skills Acrobatics +5 (+1 when jumping), Climb +1, Handle Animal +6, Knowledge (arcana) +5, Perception +3, Spellcraft +8; **Racial Modifiers** +2 Acrobatics, +2 Climb, +2 Perception

Languages Common, Halfling

SQ bloodline arcana (gain luck bonus on saves when casting personal-range spells)

Combat Gear *potion of cure serious wounds*; **Other Gear** mwk dagger, *dusty rose prism ioun stone, ring of protection* +2, *robe of bones, spell component pouch*

THE BLACK CIRCUS OF OKENO (CR 9)

The infamous Black Circus is the main entertainment in Okeno, putting on a show every week and at important festivals and religious days. Between shows, the circus performers and staff tend the animals, practice their acts, and tidy up the circus building.

Creatures: PCs asking for the beast tamer Rahmir are directed to the subterranean menagerie, accessed via a number of windlasses connected to the main circus arena, or the more mundane stairs. **Rahmir** (N male human bard [street performer^{APG}] 4/ranger [urban ranger^{APG}] 1) is huge, almost 7 feet tall, but wiry. He has the caked makeup of a clown crusted on his face from a previous performance. When the PCs first meet him, he is cleaning one of the circus's mastodons in a cramped cage barely 20 feet square. Rahmir is hard of hearing, and unless magical communication methods are used, he quickly grows frustrated at the PCs' attempts to communicate from outside the cage and invites them in. The cage door is unlocked and opens inward, but the entire conversation takes place under the mastodon's flanks. A PC who watches the animal and succeeds at a successful DC 15 Handle Animal check see that the animal—used to cold climates—is far too hot and is angry about it.

Rahmir has little patience and is very busy. Each time a PC fails a Diplomacy check (DC 18), he tuts angrily and works faster. The mastodon seems to pick up on the anger. The beast tamer begins the encounter indifferent to the PCs, but his attitude needs to be changed to helpful if he is to reveal what he knows about Dahab. PCs asking if they should come back later when he's not so busy annoy him, and if the PCs are too pushy, they take a –2 penalty on further Diplomacy checks. On the third

failed check, he slams his bucket down and reminds the PCs of how busy he is. At this point the mastodon smashes into the iron door, bending it shut, and begins thrashing angrily about in the confined space. As they are effectively in the mastodon's space, the PCs (and Rahmir) must each succeed at a DC 29 Reflex save or take the mastodon's trample damage (2d8+18). The mastodon can be calmed only by a successful DC 25 Handle Animal check as a full-round action. The door could be opened with a successful DC 26 Strength check, and up to three characters can try to help force the cage open using the aid another action. If the PCs don't manage to do so beforehand, Rahmir manages to calm the mastodon after 6 rounds. After this bit of excitement, he tells the PCs what they wish to know just to be rid of them.

Rahmir says that he spoke to Dahab only a few days ago. The man was clearly in love, but Rahmir does not know with whom. He does know that whoever the lover is, he is generous. He plied Dahab with gifts he said he'd made: a beautiful leather jerkin, a fine belt, and boots all of the most beautiful deep ocher tint, a hue he's never before seen. A character who succeeds at a DC 25 Knowledge (local) check or DC 25 Diplomacy check to gather information knows that the best place to find such dyes is around the Okeno tanning pits.

MASTODON

CR 9

XP 6,400

hp 133 (*Pathfinder RPG Bestiary* 128)

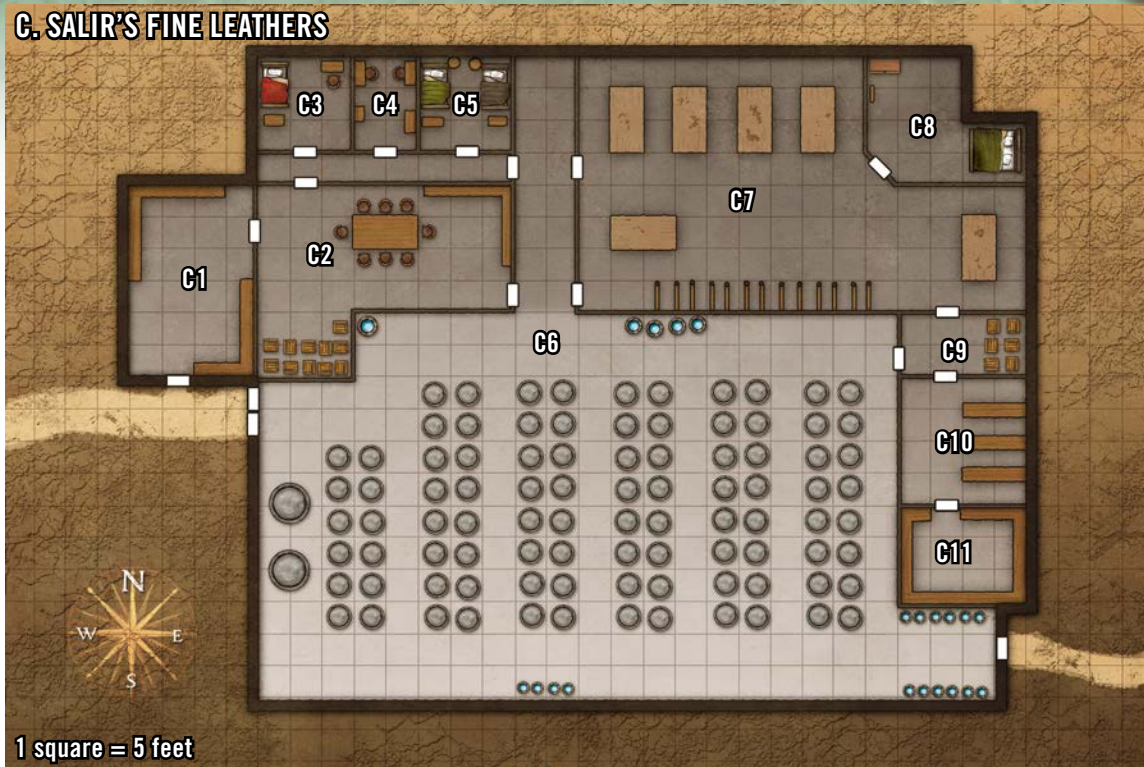
THE GREAT DOME

Another way to attempt to locate Dahab is through his close friend, **Azeem** (LN male human expert 8). Like many in his profession, Azeem the builder literally lives and works on the job in order to maximize his wages. Twenty or so builders toil on scaffolding over the fractured dome. Everyone knows Azeem, and any of the builders can readily direct the PCs to where he is on the job site. Unfortunately, the difficult part is getting to the man. The present job is repairing the great dome of the Temple to Gozreh, access to which involves a harrowing climb up the scaffolding that wreathes the dome's outer surface.

After asking for Azeem, the PCs are told that they can either wait for him to come down from the scaffolding at the late end of the workday or climb up to talk to him. Climbing up requires the PCs to navigate a number of old and rickety ladders that are loosely tied to the dome's outer surface, and balance across narrow planks that connect the scaffolding. Of course, PCs with access to flight find reaching Azeem much easier.

Climbing the ladders is easy enough, but the danger lies in the risk of falling off one of the planks that make up the scaffolding. To simplify this dangerous ascent, have any PC who decides to climb up to Azeem attempt a series

C. SALIR'S FINE LEATHERS



of 10 DC 12 Acrobatics checks. Failing any of these checks results in the PC falling to the ground. Failure on the first check results in a fall from 20 feet, and each successive check increases the falling distance by 20 feet, to a maximum of 200 feet once the character reaches Azeem.

Azeem is slight of frame and wiry, and although he's barely in his middle years, his weathered skin makes him look older. He seems surprised when the PCs come clambering up the scaffolding; while busy, he welcomes the chance to take a breather and talk to them. If the PCs indicate that Dahab is in trouble, he immediately tells them what he knows about his friend. However, if the PCs instead talk around the subject, Azeem becomes distrustful and his attitude is treated as indifferent. If his attitude can be changed from indifferent to friendly (Diplomacy DC 17), he happily tells the PCs that his dear friend's lover's name is Fazar, and he is a tanner working in the Tanners' Quarter.

MEETING THE KIDNAPPER

The pairaka div, Nikta, turns up at the Shipwreck, a broad plaza of broken ship's timbers, at dawn each day. The div keeps watch over the area for 2 hours after dawn, awaiting the appearance of the Hyena Princess.

If no one arrives, she goes back to the tannery (see below), removes another piece of Dahab, uses her shapechange ability to take the form of an unassuming cur, and then uses *dimension door* to travel to the princess's abode and leave it outside with another cryptic, threatening note. If attacked at any point, she uses *dimension door* to escape.

If she sees the princess, she uses *dimension door* to appear next to her and demands that the Hyena Princess comes with her, again using *dimension door* to reach the tannery with her. At the workshop, she attempts to charm Njano and extract whatever information she can about the Okeno slave trade and the powerful figures that Njano calls her friends. Ultimately, Nikta intends to keep Njano under her subtle control forever.

If Nikta suspects trouble, is attacked, or is aware she is the subject of any spells, she returns to the tannery and tears Dahab apart, leaving his broken body outside the airy residence of the princess soon thereafter.

If the PCs fail in this mission (as they easily might), they have little choice but to try to coerce the information they seek by force or by spending more time gathering information in the area. They could also abandon the Hyena Princess's errand and seek out Biting Lash in other ways. This would earn the ire of Njano, who would likely send agents against the PCs. In this case, you would have to expand this adventure; the Okeno Gazetteer on page 62 can inspire ways to present intrigue and other dangers on the streets of Okeno.

C. SALIR'S FINE LEATHERS

Once the PCs learn that Dahab's lover has ties to the Tanners' Quarter, they can visit that part of the city to pinpoint the location of the workshop. If a PC asks about the beautiful ocher dye and succeeds at a DC 20 Diplomacy check to gather information, she is directed to Salir's Fine Leathers.

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Salir's Fine Leathers is a well-known tannery, and merchants come from all around to purchase its high-quality wares. However, though it's not obvious to observers, the shop has fallen on hard times.

Weeks ago, the pairaka div Nikta came to the city looking for relationships to crush and fortunes to destroy. In need of a base of operations, Nikta charmed Salir and convinced him to take some time off to visit relatives in Katapesh. She then influenced him to leave orders to his crew that his cousin Fazar would be arriving on the day of his departure to run things in his absence. The day Salir went to the docks to board a ship to Katapesh, Nikta killed the man and dumped his body in the bay. Returning to the tannery in her new form, Nikta assumed the role of Fazar and carried on as planned. She charmed most of the guards and workers, especially those who were suspicious of their boss's sudden departure. PCs can note that any of the charmed workers are under the influence of a spell with a successful DC 25 Sense Motive check.

In her time in Okeno, Nikta learned of the Hyena Princess and set her sights on doing what she could to ruin her and her business. After observing Njano's operation, Nikta decided that luring Dahab away and turning him into an unwitting double agent would be the best method. In her first disguise, she was rebuffed by Dahab, so for the next encounter she simply took the same form she was already using to run the tannery—a strong working man. Dahab was soon enamored with Fazar.

In the weeks that followed, Nikta learned much about the Hyena Princess's operations from Dahab as they lay together at night. After she learned what she thought was enough, Nikta decided to raise the stakes and draw Njano out. She kept Dahab tied up in the tannery and sent a message to the Hyena Princess, and is now growing impatient that her plan doesn't seem to be working.

This simple workshop lies in Okeno's Tanners' Quarter. It consists of a single-story mud-brick building wrapped around two sides of a tanning yard; an 8-foot-high mud-brick wall encloses the other two sides.

Nearly all visitors to the tannery visit the shop, but two sturdy, locked wooden gates (hardness 5, hp 20, break DC 25, Disable Device DC 25) provide entrances for deliveries. Entering through this gate without invitation draws the ire of the guards within (see area C6).

C1. SHOPFRONT (CR 5)

On the western side of the building, beneath a sign that reads "Salir's Fine Leathers," stands the primary entrance to the tannery. The door is unlocked during daylight hours, but the tannery workers lock it up at night (hardness 5, hp 20, break DC 25, Disable Device DC 25).

Folded stacks of dyed leather fill the well-organized shelves in this store, each labeled with the type of animal the skins are from as well as the going price for wholesale and individual purchases. Boots, gloves, pouches, satchels, and clothing serve as just some of the examples of the fine wares provided here.

While most of the leather tanned here is sold in bulk to artisans in Okeno and beyond, Salir's Fine Leathers maintains a storefront to sell to individual customers as well. This room also serves as a showroom when a potential buyer wants to see the quality and variety of the goods produced.

Creature: An attendant named Abren keeps watch over the storefront during business hours in case of any walk-in customers. Due to recent events in the tannery, the attendant is suspicious of the PCs if they look like anything other than artisans or merchants when they visit. Like many of the tannery workers, Abren has fallen victim to Nikta's charms. She believes without suspicion that Salir has left management of the workshop to Fazar, who she trusts as much as she did her true boss. She knows Dahab, and knows that he's been confined to Salir's bedroom, but is trusted not to reveal that to strangers or the other workers. Her attitude begins as indifferent and she generally refuses to provide much information. If the PCs ask about Dahab directly, she admits to having seen him around before, but says that he hasn't been around in a few days. If the PCs ask to speak with Fazar, she tells them that he's busy and can't be bothered at the moment. If they persist, she tells them to come back tomorrow, hoping to buy time. Even if her attitude is improved to helpful, she doesn't allow the PCs to move deeper into the workshop. If the PCs get aggressive or refuse to leave, Abren calls to the guards eating in the communal room (area C2).

ABREN

CR 5

XP 1,600

Successful merchant (*Pathfinder RPG NPC Codex* 263)

hp 31

C2. COMMUNAL ROOM (CR 9)

A heavy wooden table covered with cups and plates sits in the middle of the room surrounded by finely carved chairs. Crates are stacked in the southern end of the room, and two rows of shelves line the room's northeastern corner.

The tannery's workers and guards take their meals and rest between shifts in this room. The shelves in the northeastern corner of the room are labeled with names and serve as place for them to keep their things while at work. The crates in the southern end of the room hold additional stock to refill the shelves in the storefront.

Creatures: Four tannery guards are currently finishing a meal at the table. If the PCs force their way through the door, the guards spring to their feet and grab their falchions from where these weapons have been propped against the side of the table. Like nearly everyone else in the tannery, these guards have been charmed by Nikta and are devoted to keeping the tannery and their boss Fazar safe.

TANNERY GUARDS (4)

CR 5

XP 1,600 each

Human fighter 6

N Medium humanoid (human)

Init +5; **Senses** Perception +7

DEFENSE

AC 20, touch 12, flat-footed 18 (+7 armor, +1 Dex, +1 dodge, +1 natural)

hp 61 each (6d10+24)

Fort +7, **Ref** +3, **Will** +5 (+2 vs. fear)

OFFENSE

Speed 30 ft.

Melee dagger +10/+5 (1d4+4/19-20) or
mwk falchion +12/+7 (2d4+7/18-20)

Ranged mwk composite longbow +8/+3 (1d8+4/x3)

Special Attacks weapon training (heavy blades +1)

TACTICS

During Combat The guards snatch up their falchions and engage the PCs as quickly as possible. If the tide of battle turns against them, one of them blows a signal whistle to alert the guards stationed outside in the tanning yard (area C6).

Morale These guards are charmed and feel especially protective of the tannery and its workers. However, they are still just paid employees and value their lives more than the tannery. If reduced to fewer than 10 hp, they attempt to flee.

STATISTICS

Str 18, **Dex** 13, **Con** 14, **Int** 8, **Wis** 12, **Cha** 10

Base Atk +6; **CMB** +10; **CMD** 22

Feats Combat Reflexes, Dodge, Improved Initiative, Iron Will, Point-Blank Shot, Precise Shot, Precise Strike^{APG}, Toughness

Skills Acrobatics +1, Handle Animal +4, Intimidate +6, Perception +7

Languages Common

SQ armor training 1

Combat Gear *potions of cure light wounds* (2); **Other Gear** +1 *breastplate*, dagger, mwk composite longbow (+4 Str) with 20 arrows, mwk falchion, *amulet of natural armor* +1, signal whistle, wrist sheath^{UE}, 20 gp

C3. FOREMAN'S BEDROOM

This simple bedroom contains a studiously made bed, a wooden footlocker, and a simple writing desk.

As the new person in charge, Nikta in her disguise as Fazar claimed the foreman's former bedroom. When she arrived, the tannery's foreman moved into the nearby shared bedroom and took the empty bed there to allow Fazar a private bedroom. At night, Nikta retires to this room, and then uses *dimension door* to teleport into Salir's master bedroom (area C8) to torment Dahab during the night. As she didn't bring anything with her, this room is empty aside from the furniture.

C4. OFFICE

A pair of simple but well made desks stand against opposite walls in this small office. Two sturdy metal boxes etched with a repeating pattern and each featuring a hefty lock are bolted to the stone floor nearby.

Salir spent his time in this office keeping up with the tannery's books, often assisted by Abren during busy months. The past year worth of sales records and shipping receipts cover the desks. There is a recent item in the books mentioning that a few weeks ago, all of the other leather was sold at a significant loss.

Treasure: One of the safes in this room contains 1,206 gp, which constitutes all of the tannery's earnings. The other safe holds a silk purse containing 90 gp, a thin wooden box with 25 pp, an *arrow of slaying* (humanoids, gnoll), *bracers of steadiness*^{UE}, a *potion of remove disease*, a *potion of protection from energy* (acid), a teak *wand of eagle's splendor* (32 charges), a garnet carved into the shape of an eagle in flight worth 130 gp, and a coral bracelet worth 100 gp.

C5. GUEST BEDROOM

The tannery foreman Nalish and the store attendant Abren now share this small bedroom. This room sat empty for guests before Nikta came to the tannery. Nalish relinquished his room to Fazar and Nikta wanted to keep Abren close, so she convinced the woman to move into the workshop. Nothing of interest other than Nalish's and Abren's personal effects are in the room. However, anyone scouring the room can find 68 gp worth of valuables between the two footlockers.

C6. TANNING YARD (CR 12)

Mud brick walls surround this large tanning yard. Dozens of vats holding tanning chemicals and dyes stand in organized rows in the center of the yard. The smell from the vats and untreated hides is overwhelming.

This large yard is filled with tanning and dying vats. Barrels of dye, water, and other chemicals are stacked along the outer walls of the yard. The otherwise hard-packed dirt is muddy near the vats due to spillage.

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Uncured hides waiting to be stripped of fur and gore sit in piles beneath a buzzing cloud of flies. A number of long paddles and poles used to stir the curing hides stand propped against the walls of the vats. Though disgusting, the tanning yard is organized and orderly.

Creatures: Ten laborers are currently working in the tanning yard. They are overseen by eight tannery guards who lounge about, idly conversing in the shade of the main building. Some of the guards lead trained leopards on leashes. Salir chose for his guards to use leopards as guard animals because they have a natural enmity toward hyenas, which often harass those living in the outskirts of town while they scavenge for refuse. The smells from the Tanners' Quarter sometimes draw these dangerous pests in large numbers.

If the PCs enter this area without an escort from a known tannery worker, any guards who notice them brandish their weapons and shout at them to leave. If the PCs refuse to comply, the guards engage them in combat.

The tannery workers are not interested in risking their lives, and flee through the gate or into the building once combat begins. If necessary, use the statistics for a pig farmer found on page 256 of *Pathfinder RPG NPC Codex*.

TANNERY GUARDS (8) CR 5

XP 1,600 each

hp 16 each (see page 45)

TACTICS

During Combat When combat begins, the guards leading leopards release their animals and command them to attack. Then half the guards draw their swords and engage in melee combat while the other half draw their bows and fire on the PCs from range.

Morale These guards are charmed and feel especially protective of the tannery and its workers. However, they are still just paid employees and value their lives more than the tannery. If reduced to fewer than 10 hp, they attempt to flee.

ADVANCED LEOPARDS (6) CR 3

XP 800 each

hp 25 each (*Pathfinder RPG Bestiary* 294, 40)

C7. DRYING AND CUTTING ROOM

This spacious and airy room contains a half dozen large wooden tables covered with untrimmed hides. A wall of wooden racks holds freshly tanned and dyed leather.

This room is where all of the finishing work goes into the hides after they are tanned and dyed in preparation for sale. Hammers, scrapers, brushes, and sharp knives fill the tables.

Creatures: Nikta, in disguise as Fazar, is currently in this room overseeing the work of four laborers who are cutting and trimming finished hides. These workers quietly leave the room if conversation gets heated or flee once combat starts. If necessary, use the statistics for a pig farmer found on page 256 of *Pathfinder RPG NPC Codex* to represent these workers.

Nikta takes great offense at the PCs' intrusion into the workshop and immediately demands to know who they are. With her recent failure to get Njano to respond to her threats against Dahab, the pairaka has grown increasingly concerned that her plot might backfire. Upon seeing the PCs, she figures that time has come.



NIKTA CR 12

XP 19,200

Pairaka div slayer 5 (*Pathfinder RPG Bestiary* 388, *Pathfinder RPG Advanced Class Guide* 53)

NE Medium outsider (div, evil, extraplanar, shapeshanger)

Init +10; **Senses** darkvision 60 ft., see in darkness; Perception +20

DEFENSE

AC 29, touch 16, flat-footed 23 (+5 armor, +6 Dex, +8 natural)

hp 151 (14d10+75)

Fort +12, **Ref** +16, **Will** +11 (+2 bonus vs. detect thoughts, discern lies, and similar mind-reading magic)

DR 10/good or cold iron;

Immune disease, fire, poison;

Resist acid 10, electricity 10;

SR 22

OFFENSE

Speed 30 ft., fly 50 ft. (good)

Melee +1 scimitar +19/+14/+9

(1d6+7/18-20), +1 handaxe +19/+14 (1d6+7/×3) or

2 claws +15 (1d6+3)

Special Attacks disease, sneak attack +1d6, studied target +2 (2 targets, move action)

Spell-Like Abilities (CL 12th; concentration +20)
Constant—*detect good*, *detect magic*

NIKTA

At will—*charm monster* (DC 22), *dimension door* (self plus 50 lbs. of objects only), *misdirection*
1/day—*insect plague*, *summon* (level 3, 1d4 dorus 50%)

TACTICS

Before Combat Nikta casts *misdirection* every 12 hours.

During Combat Nikta uses her *summon* spell-like ability on the first round of combat to bring other targets into the battle. She then closes with the PCs in melee combat. If she gets a chance, she tries to charm one or more of the PCs to disrupt their ability to fight together.

Morale If reduced to fewer than 25 hit points, Nikta uses *dimension door* to escape. She may hunt down the PCs out of spite at a later date.

STATISTICS

Str 22, **Dex** 22, **Con** 20, **Int** 12, **Wis** 18, **Cha** 26

Base Atk +14; **CMB** +20; **CMD** 36

Feats Deceitful, Double Slice, Flyby Attack, Hover, Improved Initiative, Improved Two-Weapon Fighting, Two-Weapon Fighting, Weapon Finesse

Skills Acrobatics +21, Bluff +31, Diplomacy +19, Disguise +29, Fly +17, Intimidate +17, Knowledge (local) +12, Knowledge (planes) +12, Perception +20, Sense Motive +13, Stealth +21

Languages Abyssal, Celestial, Infernal, Kelish; telepathy 100 ft.

SQ change shape (Small/Medium animal or humanoid, polymorph), combat style (two-weapon combat), lustful dreams, slayer talents (foil scrutiny^{ACG}, ranger combat style^{ACG}), track +2

Gear +3 leather armor, +1 handaxe, +1 scimitar, boots of *elvenkind*, keys to the tannery and the safes in area **C4**, 69 gp

C8. SALIR'S BEDROOM

The door to this room is locked; opening it requires the key (currently in Nikta's possession) or a successful DC 25 Disable Device check.

A large bed covered in silk sheets sits in the eastern side of this L-shaped room. A standing mirror and armoire occupy the northern portion of the room. Tooled and carved leather pictures of mountains and desert landscapes cover this room's walls.

This lightly appointed room was Salir's bedroom. It has been locked since he left, but Nikta spends time in here, unknown to the other tannery workers. In the last few days, it's served as a prison for Dahab.

Creature: Tied and gagged in the northeastern corner of the room is the Hyena Princess's spy **Dahab** (N male human rogue 7), still wearing the ocher jerkin, belt, and boots Fazar gave him. He thanks the PCs profusely if released and warns them that Fazar is not who he seems. After he is freed, Dahab tells the PCs he will put in a good word for them and makes his way to Njano immediately. If the PCs mention that they are trying to find the

location of Biting Lash's slave fortress, Dahab can help. The gnoll slaver is a rival of the Hyena Princess, and Dahab has spent time spying on her slaving operation and can point the PCs to the fortress.

Treasure: The tooled leather landscapes on display here are masterfully done. There are five of them: two are worth 150 gp each and the other three are worth 200 gp each. In addition, a box beneath the bed holds a suit of +1 *bolstering leather lamellar* armor.

C9. SHIPMENT STORAGE

This storage room is filled with trimmed and rolled leather ready to be picked up by customers or shipped out to foreign buyers. This inventory is worth nearly 3,000 gp, but would be difficult to sell in one market (not to mention the PCs would essentially be stealing from a legitimate business).

C10. SUPPLY STORAGE

The long shelves in this room hold various tools, dyes, and chemicals necessary for operating a successful and productive tannery.

C11. HIDE STORAGE

The hides brought to Salir's Fine Leathers are stored here after they are stripped of fur and gore in the yard but before they are brined.

CONCLUDING THIS SIDE TREK

If Dahab is returned alive, the Hyena Princess tells the PCs the location of Biting Lash's fortress, called Blossoming Thorn, and asks the PCs to dine with her. If they do so, late in the meal Kisetz and her steadfast friend Hakoor slip out and make straight for the fortress to warn its occupants. If the PCs do not take the princess up on her offer, Kisetz and her party slip out shortly after the PCs leave and make their way to the palace to warn Biting Lash. If the PCs tarry even a minute outside Njano's estate, they encounter the pair hastily making their way out to warn Biting Lash about the PCs' intentions.

Kisetz doesn't have any particular allegiance to Biting Lash, and would be horrified if Njano knew of this action—she does this purely from spite toward the PCs. If she succeeds, the encounters in Part 4 become much harder for them as Biting Lash is aware of the PCs' motivations.

D. BLOSSOMING THORN

In the final part of this adventure, the PCs must find a way into the paranoid Biting Lash's fortress while facing her small, but well-drilled, private army. Standing against this army in open combat is a rash move, and if Biting Lash receives a warning from Kisetz, infiltrating the slaver fortress suddenly becomes much more dangerous.

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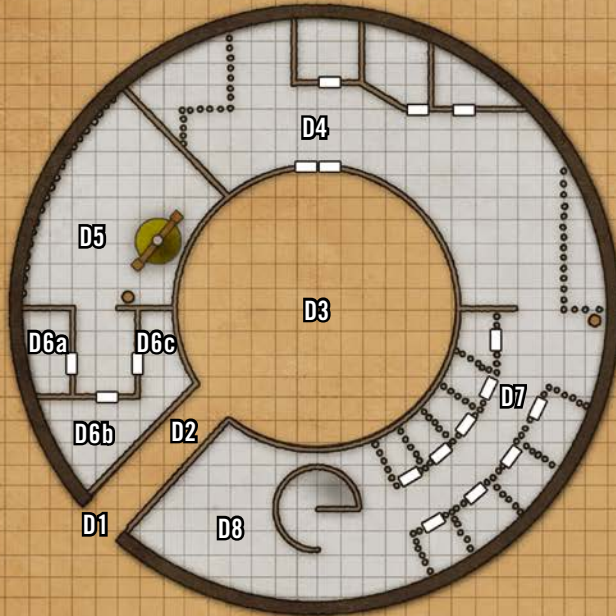
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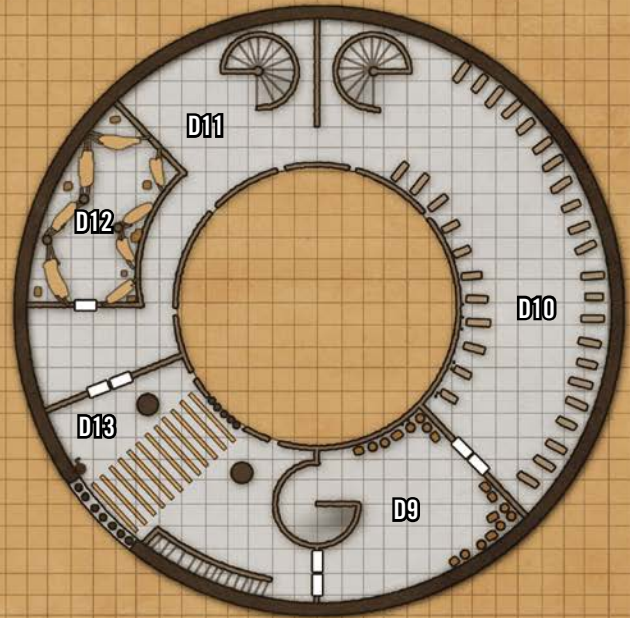
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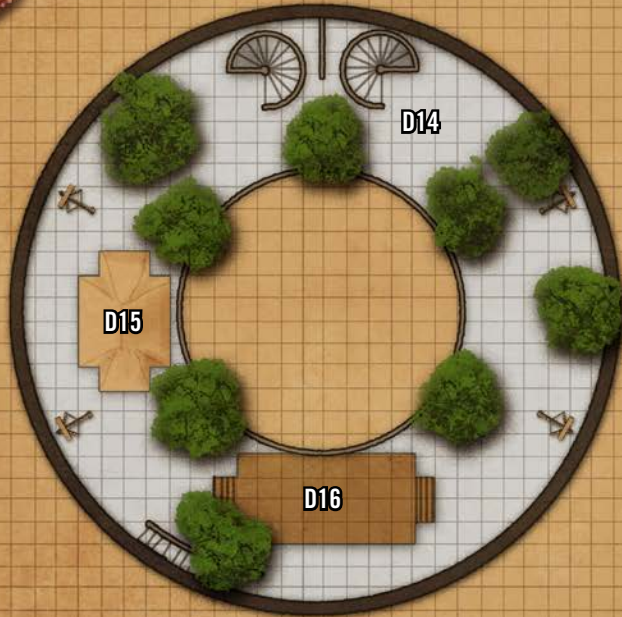
Level 1



Level 2



Level 3



1 square = 5 feet

A direct assault would be dangerous and would require the PCs to get past the front entrances' protections or scale the high walls of the fortress. Of course, by this point, the PCs likely have access to magic that would allow them to magically scout the location and transport themselves directly into the fortress. Even if the PCs go this route, they still face dozens of angry gnolls eager to protect their fortress and supply of slaves.

In the event of an attack or infiltration, troops ring the alarm bell in area **D5**. Within 3 rounds, all gnolls in the fortress are outfitted and ready to defend their master and Blossoming Thorn. Biting Lash directs operations from above, but takes few risks; she considers everyone else expendable. If things go badly, the soldiers have orders to open cages and release whatever is inside (though naturally the first things attacked are the gnolls who opened the cages).

This is a tough series of encounters that has the potential to go very wrong. If the PCs flee at any point during their assault, Biting Lash orders her followers after them, demanding that they do not return until they have collected every PC's head. The hyena's scent ability makes escape even more challenging.

If Kisetz has arrived and warned Biting Lash, and she has had enough time to prepare, the portcullises at areas **D1** and **D2** are raised and exercises are taking place as usual in area **D3**. However, everyone is alert and ready, six gnolls are in the siege room (area **D13**), cavalry are with their mounts in area **D11**, and six additional gnoll guards are in the sky garden (area **D14**), ready to attack.

FORTRESS FEATURES

Grim granite walls rise 30 feet between each floor. The ground floor has only one entrance, and none of the walls have any outer windows. The second level of the fortress has a few windows that look down into the inner courtyard. These windows are large enough to let in some light and fire a ranged weapon through. A Small or smaller creature can easily climb through one of these windows, but a Medium creature must squeeze. The rooftop garden has a 3-foot-high stone lip around it. The outer walls are made of large, smooth, tightly fitting blocks of stone (Climb DC 25), but the interior walls are rough and pitted (Climb DC 20).

D1. IMPOSING ENTRANCE (CR 6)

This is a building is designed for defense, not for looks. It is a cylindrical fort 60 feet high and capped with lush gardens. The outer walls are large smooth stone blocks. A single arched entrance allows access.

An iron portcullis (hardness 10, hp 60, break DC 25) fills this 10-foot-wide archway to the 12-foot-high peak. Visitors are not welcome at any time unless they are known.

Creatures: Two gnoll guards stand just inside the portcullis, turning away any visitors.

GNOLL GUARDS (2) CR 4

XP 1,200 each

Gnoll sergeants (*Pathfinder RPG Monster Codex* 96)

hp 38 each

D2. THE VALLEY

An enclosed stone tunnel shrouded in darkness links the inner and outer areas of this dour building.

The tunnel houses a pair of retracted iron portcullises made up of 2-inch-thick interlaced bars (hardness 10, hp 60, break DC 30) at either end. These portcullises are closed at practically all times; however, if the PCs are expected, they are initially raised. The great iron gates are sheathed within a cunningly cut stone recess; noticing the gaps when the gates are retracted requires a successful DC 30 Perception check. Above the tunnel, a series of murder holes line the ceiling. Spotting the murder holes requires a successful DC 30 Perception check.

As the PCs enter, half of the group is allowed into the courtyard before the inner portcullis is dropped. The outer one is then closed—trapping some of the party—and the attack begins. A dozen able-bodied slaves are forced into area **D3** to fight, followed by half a dozen gnolls, who are then sealed in as the doorway behind is closed.

Hazard: A pair of gnolls stand guard in the room above this tunnel (area **D13**). When the PCs enter this area, the gnolls drop the portcullises in an attempt to trap them. They then roll casks of acid onto grooves aligned with the murder holes and use a heavy mallet to shatter the barrels, raining acid down onto any creatures in a 10-foot-square area, which deals 4d6 points of acid damage to the targets. Setting up and activating a barrel in this way requires a full-round action, and can be performed by a single gnoll; thus, two gnolls can cover a total of two 10-foot-square areas each round.

Whispers: As they enter this area, the PCs experience a brief sensation as though they were inside a stone cell. They hear, "You've made it. Find me here soon. We must stop its growth. Come to my side, help me, our joining is at hand!"

D3. COURTYARD (CR VARIES)

A circular, sandy yard gains partial shade from a towering rounded wall. A row of openings in the stone runs some thirty feet above this yard. A further thirty feet above that, the roof is engulfed with trees and flowers; songbirds echo and swoop about this high garden.

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The set of double doors to area **D4** is made of iron and is barred from the inside (hardness 10, hp 60, break DC 28). The sand here is raked on a regular basis to ensure that the slaves aren't hiding weapons or other contraband beneath it. This space is otherwise empty.

Creatures: Gnoll soldiers put slaves through their paces during the harsh sunlight hours, seeing if any of them possess the prowess to take part in the fighting pits or even the infamous Black Circus of Okeno. By day, at least eight gnoll trainers put 16 fettered or manacled slaves through their ordeal. These slaves are armed with blunted spears but are weakened by heat and exhaustion, and often are little more than playthings to the cruel gnolls. At night, this space is typically vacant.

GNOLL TRAINERS (8) **CR 3**
XP 800 each

Gnoll bruisers (*Pathfinder RPG Monster Codex* 95)
hp 27 each

SLAVES (16) **CR 2**
XP 600 each

Prisoner (*Pathfinder RPG GameMastery Guide* 270)
hp 26 each

D4. STABLES (CR VARIES)

Three large timber cages stand against the north wall, and piles of refuse lie in neat rows along the outer walls. Loose bales of dried grass lie on makeshift piles of timber fifteen feet above the floor.

This room is used to house Biting Lash's animals. Double doors that can be barred from the inside stand in the south wall and open to the central courtyard. The heavy iron bar, which weighs over 200 pounds, leans against the wall here. Stone archways to areas **D5** and **D7** open on either end of this room. Fodder for the animals is stored on rickety but stable timber shelves, well out of reach of their hungry mouths. Crude ladders lead up to the bales of dry grass, which are very flammable.

Creatures: Half a dozen camels are loosely tethered to various hooks and posts herein. At any given time, two gnoll guards watch half a dozen slaves tend the animals. The slaves avoid combat unless one of the gnolls commands them to fight, in which case they pick up anything nearby (such as a pitchfork, pole, or shovel) and use it as an improvised weapon.

The camels are relatively docile unless there is a fire or they are attacked, in which case they begin to panic and crash about the room; in this case, they are more interested in getting away than continuing to fight. They are terrified of the tiger caged here.

Two of the wooden cages along the north wall are occupied. The cages are made of strong, tight wooden bars, and tied with a curious knot. The middle one houses a magnificent dire tiger that Biting Lash just bought. The one on the left holds a dragonne that a hunting party recently captured. The beast's wings have been hobbled, preventing it from flying, and a thick leather muzzle covers its mouth and has two straps that constrict the creature's throat to prevent it from unleashing its fearsome roar.

In the event that the fortress is invaded, the gnoll guards have strict orders to release these beasts by unfastening the tight knots that seal their cages. These knots can be cut in single round with



GNOLL GUARD

a bladed weapon. The gnolls spend their first round of combat freeing the creatures.

DIRE TIGER CR 8

XP 4,800
hp 105 (*Pathfinder RPG Bestiary* 265)

DRAGONNE CR 7

XP 3,200
hp 76 (*Pathfinder RPG Bestiary* 3 104)

GNOLL GUARDS (2) CR 4

XP 1,200 each
Gnoll sergeants (*Pathfinder RPG Monster Codex* 96)
hp 38 each

SLAVES (6) CR 2

XP 600 each
Prisoner (*Pathfinder RPG GameMastery Guide* 270)
hp 26 each

CAMELS (6) CR 1

XP 400 each
hp 13 each (*Pathfinder RPG Bestiary* 2 154)

D5. ALARM BELL AND FETTERS

The walls in this open chamber are adorned with anchors for manacles and fetters. A long, thick chain locks through loops in the outer wall. A single spherical iron bell etched with images of raptors in flight hangs from a large iron frame near the interior wall.

The gnolls keep many of their slaves in this part of the fortress. The gnolls feed an iron chain through the slaves' fetters and manacles and lock it at night to keep them here while they sleep. The key to the lock is always with one of the gnoll lieutenants (see area D12), although exactly who has it varies from day to day. The bell has a great iron striker next to it, and makes a particular, almost painful clang when struck. PCs who have been subject to Kaklatath's strange communications know, upon hearing this bell, that it is the very one that accompanies the visions and voices that they have been experiencing.

Creatures: There are 22 frightened slaves chained up here, mostly humans and halflings (all low-level experts or commoners, many of them suffering from exhaustion). They try to avoid combat, pressing against the wall for safety if a fight breaks out in here, but the gnoll guards might release them and command them to battle the PCs, in which case they try their best to show an effort in their fighting without being killed.

D6A–C. SECLUDED SLAVE PENS (CR 11)



KAKLATATH

This part of the fortress is sectioned off with mud brick walls approximately ten feet high. Sturdy wooden doors with a high, barred window sit nestled in the walls.

These are cells to keep certain slaves separated from the general population, typically troublemakers, those the gnolls wish to punish, or prized captives. The cell doors (hardness 5, hp 20, break DC 25) are each locked with a good lock, requiring a successful DC 30 Disable Device check to open them.

Cells D6b and D6c are empty, but D6a is currently occupied.

Creature: Within the cell marked D6a, bound with a trio of chains and fetters, is a frail old woman. Any PC who experienced

the communication where they saw the yithian and an old woman superimposed in a featureless desert immediately recognize this woman from that dream. She looks weak and frail, and sits curled against the corner of her cell. When the PCs open the door to the cell she turns to them with a faraway look, stares for a moment, and then smiles.

This is Kaklatath. Although the body is that of an old slave woman, the mind is that of a yithian ambassador who came to Golarion tens of thousands of years ago. It immediately begins telepathically communicating with the PCs, and begs them to hurry and free it from its prison. It warns the PCs that this is a dangerous place and its body is frail—if anything happens to this current body, the yithian will forever perish. Kaklatath says that Lowls visited the place days ago and is even now headed for Neruzavin. It says that it can help them get to Neruzavin, but warns them that its knowledge of the exact path is incomplete.

It is important that the PCs free Kaklatath, as the mind-swapped yithian has a vast knowledge that will help the PCs in their pursuit of Count Lowls. Kaklatath is a vital resource that the PCs can use in the following adventure as they make their way into the Parchlands. More details about Kaklatath and what it knows can be found on page 58.

KAKLATATH CR 11

XP 12,800
hp 26 (see page 58)

D7. HOLDING PENS

These cells hold slaves ready for sale in Okeno. Biting Lash has just sent out a shipment, so they're currently empty.

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D8. THE RAMP (CR 11)

This room has a powerful musky smell, which seems to emanate from two shrouded cages in the room. A large, gently sloping ramp rises upwards in a spiral.

The spiral ramp rises 30 feet to area **D9** above. The room is empty except for the two cages, made of iron and shrouded with rough wool blankets. The cages are each locked with an average lock (Disable Device DC 25) and every sergeant has a key to these locks. Hanging nearby is an old leather sack that contains six blindfolds and a riding crop. Near these are six sets of leather equine blinkers that completely obscure vision.

Creatures: The equipment here is used to safely handle the six basilisks in the cages. The blinkers are used to cover the eyes of the basilisk. There's a cord attached to the blinkers that can be pulled to open the blinkers' cups, allowing the basilisks to use their gaze attack. The gnolls wear the blindfolds when they are grooming the basilisks or fitting the blinkers onto them. The basilisks are a Katapeshi breed found in the hills near Solku. They have a bumpy hide the color of sand, and are well suited to climbing (gaining a 10-foot climb speed).

The gnolls have trained these beasts and use them for defense and intimidation. A number of their victims grace the gardens atop the fortress. Biting Lash sometimes forces halfling slaves to ride them in mock jousting matches that often leave the slaves petrified. Since the gnolls beat the basilisks with the riding crop, anyone brandishing the whip gains a +4 circumstance bonus on Handle Animal checks regarding the basilisks or on Intimidate checks to demoralize them.

ADVANCED BASILISKS (6) CR 6

XP 2,400 each

hp 66 each (*Pathfinder RPG Bestiary* 294, 29)

D9. SUPPLY ROOM

This huge and extremely well-stocked storage area is crammed with barrels, crates and other objects.

Biting Lash has enough equipment and hard tack here to keep her fortress running for 1 month in the event of a siege. As well as mundane supplies (barrels of water, salted meat, tea, and other essentials), there is used exploration equipment: tents, rope, shovels, and sundry other items. It's clear that the owner of these items does not travel lightly. There are several incongruous luxury items, such as beds, traveling trunks, and stained-glass decorative oil lamps.

A door south of the ramp links to area **D13** to allow the gnolls access to the siege weapons.

D10. BARRACKS (CR 11)

This curved chamber hosts a large, well-ordered barracks containing dozens of wooden-framed cots with a small crate under each.

Biting Lash's gnoll guards and soldiers sleep and relax here. The room smells of sweat and dirty fur, but the floors are swept clear of any dirt or debris by the male guards, whom the female gnolls badger relentlessly.

Creatures: In total, 30 gnolls reside here, but the room is only close to full at night when most of them sleep. During the day, at various times, the room is only half full. If the PCs siege the fortress and the place is on full alert, this room empties as all of the gnolls who live here stream into other areas to defend their home.

GNOLL GUARDS (16) CR 3

XP 800 each

Gnoll rageborn (*Pathfinder RPG Monster Codex* 94)

hp 49 each

Treasure: A veritable armory of simple and martial weapons is stored here, as well as a dozen spare suits of leather armor and a like number of large wooden shields. The crates beneath the cots hold personal items of little value.

D11. THE KENNELS (CR 9)

This open space is given over to the hyenas living here; chewed bones and their waste are everywhere. The area near the staircase has a large neat row of saddles and tack.

Creatures: The lieutenants' mounts, eight dire hyenas, sleep and eat here. They roam the whole area, and they attack anyone who enters who is not a gnoll.

DIRE HYENAS (8) CR 3

XP 800 each

hp 26 each (*Pathfinder RPG Bestiary* 179)

D12. LIEUTENANTS' QUARTERS (CR 12)

The door (hardness 5, hp 20, break DC 25) to this chamber is secured with an average lock (Disable Device DC 25), to which each lieutenant carries a key.

This room contains eight large hammocks, each surrounded by rough pieces of rope that are arranged to suggest territory.

The hammocks hang from bolts driven into the wall, and small cases and chests sit on the floor within the rope-marked areas.

Creatures: The lieutenants, all female gnolls, fight bitterly day in and day out and bully one another for a chance to rise in ranks. There are eight lieutenants in

all, and they are just below the rank of the elite soldiers who share the rooftop garden with Biting Lash. In combat, each is orderly, although if the chance arises to subtly finish off a rival, they do so. The lieutenants ride the dire hyenas in area **D11**, and in the event of alarm always head straight for their mounts before making any other move.

GNOLL LIEUTENANTS (8) CR 6

XP 2,400 each

hp 55 each (*Pathfinder RPG Monster Codex* 96)

Gear ring of keys to cages in area **D8** and the door to area **D12**. One has the key to the fetters in area **D5**.

Treasure: Among the personal items contained in the chests are a *ring of ferocious action*^{UE}, a clay jar inlaid with jet worth 50 gp that contains *stone salve*, a *candle of clean air*^{UE} wrapped in a *scroll of daylight*, and 1,137 gp in various coins.

D13. SIEGE ROOM

The mechanisms for two great portcullises stand at either end of this room, bracketing rows of murder holes linked by iron rails. Next to these are a score of neatly organized barrels and racks for weapons.

Biting Lash's paranoia reaches its zenith here. The gnolls are very well trained (and delight) in the art of siege warfare. In the event of attack where the invaders become sealed in below, the gnolls roll large clay jugs of acid onto rails set above the murder holes, and then smash them with a large mallet propped nearby. Characters in a 10-foot area below take 4d6 points of acid damage (Reflex DC 15 half). The gnoll smashing the jug and adjacent gnolls each take 1 point of splash damage as a result. By spending a full-round action, the gnolls can raise or lower the portcullises here via a clockwork mechanism.

D14. THE SKY GARDEN

The rooftop terrace is a magnificent garden. Juniper trees grow in abundance, the area is rich with scented flowers, and numerous statues dot the garden. This oasis attracts scores of birds that sing in the trees. A large tent rises in one area, while a elegant wooden pavilion rises not far away.

To add some element of comfort to her fortress, Biting Lash has had a garden built here. Lush soil covers the rooftop, from which grows a fragrant garden of trees, bushes, and other plants. A flagged pathway wanders through these grounds, but the whole area is open and easy to traverse. A 3-foot-high wall surrounds both the inner and outer edge of the rooftop.

The statues, many of which have been cruelly defaced, are slaves petrified by the basilisks that live in area **D8**.

D15. THE YELLOW PAVILION (CR 14)

A large yellow tent billows in the garden; within, the tent is orderly and sumptuously decorated. Cots adorned with fine silk bedding are arranged in the shade near low tables covered in fine foods and drink.

Creatures: Never one to be without a full retinue of guards, Biting Lash invites her elite guards to relax atop the fortress with her. Her personal guards, all female and selected for their prowess in combat, sleep here when not traveling with their mistress. These guards are haughty and very aggressive. They delight in tormenting slaves and have refined their cruelty to an art. At any given time, half a dozen slaves tend the gnolls' needs, bringing them fresh water and fine foods.

Biting Lash trusts that her personal guard will take care of any threats up here, so she and her current guests don't join combat until half of her guards are defeated, or if they haven't defeated the PCs in 4 rounds.



HAKOOR

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BITING LASH'S PERSONAL GUARDS (6) CR 9

XP 6,400 each

Gnoll packlord (*Pathfinder RPG Monster Codex* 94)

hp 124 each

Treasure: Among the luxurious trappings is a pine grain bin filled with plundered silver objects. Although they are battered, this trove of plates, candlesticks and trays is worth 800 gp in all. Nearby is a cut glass bowl worth 100 gp that is currently being used to hold roasted scorpions. On one of the low tables is an illustrated book depicting gnolls in engaging in what appears to be various forms of combat (worth up to 50 gp to a collector). Nestled in its open spine is a *lens of detection*. There is also a glazed pottery camel that stands almost 2 feet high, with a hinged lid that holds 24 doses of pesh (worth 15 gp each, *Pathfinder RPG GameMastery Guide* 237). Next to one of the silk cots is a silver, gold, and jade hookah built to resemble a phoenix, worth 600 gp. On the serving tray of fine foods is a pewter *decanter of endless water*.

D16. BITING LASH'S PAVILION (CR 12 OR 14)

Standing slightly above the garden is a fine bamboo-and-walnut pavilion. Fine flags depicting a heraldic camel being ridden through a flaming desert flutter above this open-sided building.

The pavilion is where Biting Lash relaxes and receives visitors when she is in her fortress. It was here that she met with Lowls and negotiated the supplies and slaves she sold him for his journey into the Parchlands.

The building is minimalist in nature: there is a simple lounge, a few well-stuffed cushions, two folding chairs, a table for food, and another larger table for business. A carved wooden cupboard decorated with a desert scene towers along the south wall.

Creatures: If somehow the PCs manage to make their way to the garden without fighting their way through the fortress or otherwise alerting her, Biting Lash is here grooming her prized hunting eagle.

The more likely situation is that Biting Lash is prepared to fight the PCs invading her fortress. If Kisetz betrayed the PCs and came here to warn Biting Lash, she is here as well, along with Hakoor, increasing this encounter to CR 14.

BITING LASH CR 12

XP 19,200

hp 132 (see page 56)

KAHREE CR —

Eagle animal companion

hp 45 (see page 56)

KISETZ CR 12

XP 19,200

hp 105 (see page 41)

TACTICS

Before Combat Kisetz spends her time before engaging in combat studying the target of her ire from previous encounters in order to use her death attack ability.

HAKOOR CR 10

XP 9,600

hp 74 (see page 41)

Treasure: Biting Lash knows the acquisitive nature of her many enemies, and thus has ensured that most of her wealth is hidden away at her true residence. However, the cupboard here contains 13 jugs of fine wine (worth 10 gp each), nine doses of pesh, and fresh food (almost all of which is raw meat). It also holds 12 bags containing 200 gp each, a small purse containing eight garnets (each worth 100 gp), and a very fine collection of maps of Katapesh (worth 1,000 gp to the right collector). She also has a map of the southwestern coast of Casmaron with an area of the coast labeled “The Parchlands.” It shows where Lowls planned to disembark the hired ship, and the planned path through the desert to where he believed Neruzavin was located. Biting Lash had him draw this copy of the map of his route so she could pass along that information to the ship captain she arranged and ensure that he’d have enough supplies and people for the proposed journey—she also figured that having this information later might be profitable.

Development: If the PCs manage to bargain with Biting Lash, she spares their lives for the time being. She is furious not only that the PCs killed her guards (and possibly some of her slaves), but also that they managed to penetrate her fortress. She fears that if this information becomes known in certain circles, it could potentially ruin what she has built in Okeno. She demands the PCs pay her for any damages in exchange for being allowed to leave the fortress alive. If the PCs refuse, she orders her guards to seize the PCs and has them thrown into the cells in area D6.

If the PCs manage to parley with Biting Lash (and she chooses not to enslave or execute them), the gnoll slaver might be persuaded to help the PCs in the same way that she assisted Lowls. Biting Lash is cruel, heartless, and vicious, but she is also useful—so much so, in fact, that Lowls traveled several hundred miles to make use of her talents. Biting Lash is someone who can make things happen.

If the PCs form an alliance with her, it should be strained, but the gnoll can make herself invaluable to the PCs. She has contacts across Okeno, and she knows the best captains, the best sailors, and the toughest vessels. She also knows a thing or two about deserts



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and traveling across them for long periods of time. However, at heart she is a gnoll, and a chaotic evil one at that; the PCs may rightly find such a relationship—even a strictly businesslike one—a step too far.

If the PCs let Biting Lash know that Njano was the one who told them how to find her, the gnoll slaver goes into a fit of rage and immediately lashes out at one of the PCs. She hopes to kill agents of her greatest rival and send their broken bodies back to the Hyena Princess as a lesson to not meddle with her affairs.

CONCLUDING THE ADVENTURE

At the end of this adventure, the PCs should have discovered the route by which Lowls has headed into the Parchlands in search of Neruzavin. He left with plenty of supplies, slaves to carry the supplies, and guards to help keep him safe and assist in navigation on his journey to the forgotten city. Even worse, the PCs know that Count Lowls managed to steal the *Necronomicon* from the Mysterium and currently has it with him. They are unsure what he intends to do with it, but a book of that nature out in the wild and in the hands of a madman should greatly concern them.

They should also know that he has been infested with a seed of Xhamen-Dor, the Great Old One that is growing in power in the crater lake near Neruzavin. If they manage to talk with Biting Lash, she can inform them that he was erratic and sickly, and kept staring off into

space and mumbling as if he were having a conversation with someone who wasn't there.

In the last part of this adventure, the PCs had the chance to find Kaklatath in area **D6a** or the map of the Parchlands in area **D16**. Using either of these allows the PCs to successfully begin their journey to the forgotten city; using both of these resources together makes the trip easier.

If the PCs dither in Okeno, start asking questions about the Hyena Princess Njano, or return to her for help and advice, the gnoll slaver grows very suspicious. She fears that the PCs are in league with Biting Lash after their visit (if Biting Lash survives), or that the PCs might be considering taking her down too (if they successfully defeated Biting Lash). It could be only a matter of time before hired assassins and toughs come looking for the PCs. However, many in Okeno give the PCs a wide berth after hearing about their siege of Biting Lash's fortress.

For their next step, the PCs need to arrange travel to the Parchlands and follow the map to the lost city of Neruzavin. By ship the trip should take about a month and costs approximately 250 gp per person to secure a spot on a comfortable ship. Taking a smaller vessel is possible, but it will take more time to arrive at their destination. They could also arrange for a spellcaster in the city to teleport them to the Parchlands, if they can't achieve this on their own.

BITING LASH

Fierce and clever, Biting Lash is one of the most successful gnoll slavers in Okeno. She plots against her enemies and drives ruthless bargains in the city's fleshfairs. Most in the city know not to cross her, but due to her secretive and paranoid nature, few know who she really is.

BITING LASH **CR 12**

XP 19,200

Female flind ranger 11 (*Pathfinder RPG Monster Codex* 100)
NE Medium humanoid (gnoll)

Init +9 (+13 in urban); **Senses** darkvision 60 ft.; Perception +22 (+26 in urban)

DEFENSE

AC 26, touch 13, flat-footed 24 (+9 armor, +1 deflection, +2 Dex, +4 natural)

hp 194 (15 HD; 4d8+11d10+116)

Fort +19, **Ref** +14, **Will** +11

Defensive Abilities evasion

OFFENSE

Speed 20 ft.

Melee +1 *returning spear* +22/+17/+12 (1d8+10/19-20/x3) or mwk spear +22/+17/+12 (1d8+9/19-20/x3)

Ranged +1 *returning spear* +21 (1d8+10/19-20/x3) or mwk spear +21 (1d8+9/19-20/x3)

Special Attacks combat style (two-handed weapon^{APG}), favored enemy (gnolls +4, humans +4, magical beasts +2), quarry

Ranger Spells Prepared (CL 8th; concentration +12)

3rd—*cure moderate wounds*, *greater magic fang*

2nd—*barkskin*, *bear's endurance*

1st—*entangle* (DC 15), *longstrider*, *resist energy*

TACTICS

Before Combat Once the alarm is raised, Biting Lash remains in her garden pavilion and awaits the PCs' arrival. To prepare, she casts *barkskin* and *bear's endurance* on herself, and casts *greater magic fang* on Kahree. If she is aware of any PCs previously using particular spells or weapons that deal energy damage, she also casts *resist energy*.

During Combat If Biting Lash's personal guards still live, they keep themselves between her and the PCs. She fights from a distance with her +1 *returning spear* and commands Kahree to swoop down and attack any obvious spellcasters. After the first 2 rounds of combat, Biting Lash casts *entangle* to slow down and frustrate her attackers.

Morale Biting Lash can't imagine a scenario where she falls to the hands of puny humans and loses the empire she has built in Okeno. Her arrogance drives her to fight to the death.

Base Statistics When not affected by *barkskin* and *bear's endurance*, Biting Lash's statistics are **AC** 24, touch 13, flat-footed 22; **hp** 164; **Fort** +17.

STATISTICS

Str 22, **Dex** 20, **Con** 20, **Int** 10, **Wis** 18, **Cha** 13

Base Atk +14; **CMB** +20; **CMD** 36

Feats Cleave, Endurance, Furious Focus^{APG}, Great Cleave, Improved Critical (spear), Improved Initiative, Iron Will, Point-Blank Shot, Power Attack, Precise Shot, Weapon Focus (spear)

Skills Acrobatics +1 (-3 when jumping), Diplomacy +16, Handle Animal +8, Intimidate +8, Knowledge (local) +15, Knowledge (nature) +11, Perception +22, Stealth +9, Survival +15

Languages Common, Gnoll

SQ favored terrains (desert +2, urban +4), hunter's bond (eagle animal companion named Kahree), swift tracker, track +5, wild empathy +12, woodland stride

Combat Gear *potions of cure serious wounds* (3) in identical crystal bottles, a gourd containing a *potion of blur*; **Other Gear** +3 *chainmail*, +1 *returning spear*, mwk spear wrapped in braids of human hair, *belt of incredible dexterity* +2 made of fine camel skin, *cloak of resistance* +1, *ring of protection* +1, leather sandals made from elephant hide, falconer's glove

KAHREE **CR —**

Eagle animal companion

N Small animal

Init +4; **Senses** low-light vision; Perception +10

DEFENSE

AC 20, touch 15, flat-footed 16 (+4 Dex, +5 natural, +1 size)

hp 52 (7d8+21)

Fort +7, **Ref** +9, **Will** +4 (+4 morale bonus vs. enchantment spells and effects)

Defensive Abilities evasion

OFFENSE

Speed 10 ft., fly 80 ft. (average)

Melee +1 bite +11 (1d6+2), 2 +1 talons +11 (1d6+2)

STATISTICS

Str 14, **Dex** 18, **Con** 14, **Int** 2, **Wis** 14, **Cha** 6

Base Atk +5; **CMB** +6; **CMD** 20

Feats Improved Natural Attack (bite), Improved Natural Attack (talon), Toughness, Weapon Finesse

Skills Acrobatics +4 (-4 when jumping), Fly +10, Perception +10, Stealth +12

SQ devotion, tricks (attack [all creatures], come, defend, down, fetch, guard, heel, seek)

Biting Lash is a paranoid creature—and rightly so. She knows that holding onto significant power draws the attention of those who want to snatch it, and she has every intention of keeping what she's built. Biting Lash has seen scores of allies, enemies, and friends killed in the streets of Okeno by escaping slaves, by jealous rivals, and by close family, and she doesn't intend to become anyone's victim.

She began her slaver career simply enough. She raided small settlements, dragged people out of hovels, and put them in chains. She would sell her wares at the nearest slave market, saving her coin to buy better stock at the fleshfairs in bouts of heated bidding. She would then visit another fleshfair and sell those slaves on at a profit. After doing this for a number of years, Biting Lash was able to fund the construction of her fortress and began attracting dozens of loyal guards.

KAHREE

Biting Lash's animal companion is a beautiful brown eagle that she received as a gift 9 years ago when the bird was freshly hatched. Kahree serves the slaver as a sentinel, always alert and ready to defend Biting Lash or any of her property. The creature does not make any noise, however, instead staring silently from its mistress's side. Kahree is unwaveringly loyal. This loyalty is returned tenfold; Biting Lash loves her eagle. If her animal companion is killed, the gnoll slaver becomes demented, noting the PC who slew her beloved loyal companion and making that PC's death her singular goal.

CAMPAIGN ROLE

After stealing the *Necronomicon*, Lowls teleported away to Okeno and made his way directly to Biting Lash to organize his expedition. She procured all of the supplies he might need for a lengthy trek into the desert, arranged for Lowls to be accompanied by some trustworthy guards, and offered to sell him a dozen slaves to carry

the supplies. Biting Lash still has most of the fee Lowls paid to outfit his expedition into a place called the Parchlands, where he believed his lost city was located. She knows where he was heading, but isn't aware of the exact location. She doesn't know much of Lowls's plans, and doesn't particularly care. Her main motivation to assist the deranged count was financial.

Biting Lash isn't integral to the development of this campaign. She's just one of the many people who have been dragged into Count Lowls's affairs since he set his sights on Neruzavin. The real fortune the PCs find while storming her fortress is in one of her slaves: the mysterious old woman who has the misfortune of being mind-swapped with the yithian Kaklatath.



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KAKLATATH

A strange visitor from beyond time and space, this yithian has explored Golarion by swapping its mind with those of other people while it rests in stasis in the forgotten city of Neruzavin. Now that its own body is corrupted by Xhamen-Dor, its mind is trapped in the frail frame of an old slave woman.

KAKLATATH **CR 3**

XP 800

Female mind-swapped old human expert 4
LN Medium humanoid

Init -1; **Senses** Perception +25

DEFENSE

AC 9, touch 9, flat-footed 9 (-1 Dex)

hp 26 (4d8+8)

Fort +5, **Ref** +3, **Will** +15

OFFENSE

Speed 30 ft.

Melee unarmed strike +9/+4 (1d3-1 nonlethal)

Special Attacks amnesia, mind swap

Spell-Like Abilities (CL 15th; concentration +19)

At will—*astral projection* (self only), *detect thoughts* (DC 16), *hold monster* (DC 19), *modify memory* (DC 18)

TACTICS

During Combat Fearing that the frail body it inhabits will be killed, thus ending its own life, the yithian attempts to avoid combat. If it feels it is safe, Kaklatath uses its *hold monster* spell-like ability against the PCs' foes to give them the upper hand.

Morale Kaklatath is terrified of death, so it quickly backs down from violent conflict and surrenders to any threatening creatures that will listen.

STATISTICS

Str 8, **Dex** 9, **Con** 13, **Int** 24, **Wis** 19, **Cha** 18

Base Atk +10; **CMB** +9; **CMD** 18

Feats Alertness*, Combat Expertise*, Improved Iron Will*, Iron Will*, Toughness, Vital Strike*

Skills Climb +10, Diplomacy +18, Heal +21, Knowledge (arcana) +24, Knowledge (engineering) +24, Knowledge (geography) +24, Knowledge (history) +24, Knowledge (planes) +24, Linguistics +21, Perception +25, Sense Motive +22, Use Magic Device +18

Languages Abyssal, Aklo, Aquan, Auran, Azlanti, Celestial, Common, Draconic, Dwarven, Elder Thing, Elven, Giant, Girtablilu, Gnoll, Kelish, Ignan, Infernal, Osiriani, Terran, Undercommon, Yithian; telepathy 100 ft.

SQ expansive signal, limited capability, mind-swapped

SPECIAL ABILITIES

Expansive Signal Kaklatath's senses are increased in regard to creatures tainted by Xhamen-Dor. It can sense those who have been exposed to knowledge of the Great Old One as long as they are on the same plane. It can communicate telepathically with these creatures at any range as long as they are still on the same plane (or on a plane conterminous with the Astral Plane while it is using *astral projection*).

Limited Capability Kaklatath's body has been corrupted by Xhamen-Dor and has limited use of its abilities. When using its *astral projection* spell-like ability, Kaklatath can't materialize a new body on another plane, but it can communicate within the boundaries of a plane that is coterminous with the Astral Plane. In addition, as long as its true body remains under the influence of Xhamen-Dor, the yithian can't use its amnesia and mind swap special abilities. (See *Pathfinder Adventure Path #113: What Grows Within* for details on this otherworldly influence.)

Mind-Swapped Kaklatath has swapped minds with the old Keleshite woman Elari. As a result, Kaklatath retains its mental ability scores, base attack bonus, base save bonuses, alignment, and mental abilities, as well as those feats its new body can use (marked with an asterisk [*]). Elari's body retains her physical ability scores, hit points, natural abilities, and Toughness feat.

This old woman looks frail. She is malnourished, and her joints ache from age and a lifetime of forced labor. However, what inhabits this broken body is not her own mind. A yithian ambassador named Kaklatath, whose body was held in stasis after it and others of its kind fought back a group of flying polyps in the lost city of Neruzavin, now inhabits this Keleshite woman's body and is unable to return to its own body.

Tens of thousands of years ago, Kaklatath helped repel the flying polyps, and it has spent the intervening

millennia exploring parts of Golarion through the eyes and bodies of thousands of people. Although it hasn't physically left Neruzavin since arriving on Golarion, Kaklatath has a good idea of where the forgotten city is located from its many mind-swapped wanderings over the years. Over time, Kaklatath began to spend more time in an individual body than it did when it first started exploring this world, preferring to build up experience before subjecting another being to its mind swap ability. In the last couple of years, it came to settle in the body of Elari, an old Keleshite slave woman. However, when the yithian sensed that Xhamen-Dor was stirring in the crater lake in Neruzavin, it tried to return to its own body—only to find itself blocked. The yithian's body, while still in stasis in Neruzavin, had become infected with the essence of Xhamen-Dor and was transformed into a vile undead creature called a seeded. (More information about this infestation is found in the following adventure, "What Grows Within").

Even though Kaklatath can use its spell-like abilities in this body, it has refrained from doing so while imprisoned as a slave after being badly beaten during a previous attempt to escape. Kaklatath is afraid that if its frail, temporary body is killed, it will die, and Elari's mind will be trapped in Neruzavin.

CAMPAIGN ROLE

Kaklatath plays a role not only in this adventure, but also in the following adventure. If PCs rescue Kaklatath from Biting Lash's slave fortress, the yithian can help the PCs find the forgotten city of Neruzavin. In the following adventure, the yithian can accompany the PCs to Neruzavin and impart some of its knowledge of the history of the place.

For thousands of years, Kaklatath left its body behind in Neruzavin in stasis to see that the flying polyps sealed beneath the city never escape, but it is also concerned with the blot of the Great Old One slumbering in the lake nearby. It can feel Xhamen-Dor's growth and can sense creatures that have been touched by the Great Old One slowly increasing in power.

Since Xhamen-Dor's growth is linked to the number of people in the world who know of the Great Old One, once Lowls kicked off his research in earnest, hidden lore about Xhamen-Dor started to surface and the Great Old One began to stir. This alerted Kaklatath, who became concerned for the future of Golarion and the lost city of Neruzavin. Fearing that the flying polyps would escape their prison and Xhamen-Dor would fully awaken, Kaklatath saw through time to determine how the fight against the Great Old One would play out, and noticed that the PCs were involved. It used its ability to sense creatures that bear the tainted influence of Xhamen-Dor to locate the PCs, but at that point, they

were in an amnesiac fugue state after being sacrificed to the Mad Poet by Count Lowls in exchange for the insight in to Neruzavin's location, so the yithian wasn't able to make contact. Only when the PCs had their memories reinstated could the alien creature call out to them for assistance.

Throughout the adventure, Kaklatath tries to draw the PCs to it so that they can rescue its current form and then learn the way to Neruzavin; however, its mental communications are alien and cryptic.

Once the PCs free the yithian, it can share some of its vast knowledge with them, though the creature is reluctant. As its body is now seeded by the taint of Xhamen-Dor, it feels a nauseating pain every time it thinks too long on matters related to Xhamen-Dor and fears that the Great Old One's influence grows with every thought. Frightened that it might be fully corrupted, the yithian is careful with the amount of knowledge it imparts.



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MIACKNIAN MUN

This disheveled man is a master alchemist and esoteric scholar who has perfected a number of challenging experimental methods. However, his fascination with the macabre and vile has resulted in him being shunned by all reputable academics.

MIACKNIAN MUN **CR 10**
XP 9,600

Male human alchemist (promethean alchemist) 11
(Pathfinder RPG Advanced Player's Guide 26, Pathfinder RPG Occult Adventures 112)
CE Medium humanoid (human)
Init +2; **Senses** Perception +13

DEFENSE

AC 24, touch 13, flat-footed 22 (+5 armor, +1 deflection, +2 Dex, +2 natural, +4 shield)

hp 97 (11d8+44)

Fort +10, **Ref** +10, **Will** +5

Defensive Abilities fortification 25%; **DR** 10/adamantine; **Immune** poison

OFFENSE

Speed 30 ft.

Melee +1 *returning club* +10/+5 (1d6+2)

Ranged +1 *returning club* +11/+6 (1d6+2)

Alchemist Extracts Prepared (CL 11th; concentration +15)

4th—*arcane eye*, *freedom of movement*, *stoneskin*

3rd—*cure serious wounds* (2), *displacement*, *haste*, *thorn body*^{APG}

2nd—*barkskin*, *bull's strength*, *cat's grace*, *elemental touch*^{APG}, *resist energy*

1st—*disguise self*, *expeditious retreat*, *longshot*^{UC}, *polypurpose panacea*^{UM}, *shield*, *stone fist*^{APG}

TACTICS

Before Combat After he hears the PCs fighting the proto-shoggoths in area **B11**, Mun sends an *arcane eye* to spy on that level of the Mysterium. He then keeps an ear to door to make sure that they're not coming for him if the *arcane eye* has run out. Otherwise, he keeps watching the PCs to try to discern their true motivation for being down here. When the PCs begin heading to his room, he drinks his extracts of *stoneskin*, *barkskin*, *shield*, and *thorn body* (in that order) right as they bust through the door. He gives *bull's strength* and *cat's grace* to his homunculus. If he witnessed one of the PCs favoring a specific energy type or using it more than a couple of

times, he drinks his *resist energy* extract (this has not been factored into his stat block).

During Combat Mun lets his homunculus do most of the fighting and stands back to support it. He throws his club to attack, but if he finds himself subject to enemy attacks, he drinks either his *greater invisibility* extract or his *displacement* extract. If his homunculus is taking too much damage, he uses his *wand of make whole* to heal it.

Morale Mun is frightened and on the verge of insanity. In this state of fear, he feels he won't make it out alive, so he fights to the death.

Base Statistics Without *barkskin*, *stoneskin*, and *shield*, Mun's statistics are **AC** 18, touch 13, flat-footed 16.

STATISTICS

Str 12, **Dex** 14, **Con** 14, **Int** 18, **Wis** 8, **Cha** 10

Base Atk +8; **CMB** +9; **CMD** 22

Feats Brew Potion, Craft Construct, Improved Iron Will, Iron Will, Point-Blank Shot, Precise Strike^{APG}, Quick Draw, Toughness

Skills Craft (alchemy) +19 (+30 to create alchemical items), Disable Device +14, Heal +13, Knowledge (arcana) +18, Knowledge (nature) +12, Knowledge (planes) +12, Knowledge (religion) +13, Perception +13, Spellcraft +18, Use Magic Device +14

Languages Aklo, Common, Jistka, Necril, Osiriani

SQ alchemy (alchemy crafting +11), discoveries (alchemical simulacrum^{UM}, bottled ooze^{UM}, infusion, preserve organs^{UM}, promethean disciple^{OA}, spontaneous healing^{UM}), poison use, swift alchemy

Combat Gear *wand of make whole* (9 charges); **Other Gear** +3 *leather armor*, +1 *returning club*, *cloak of resistance* +1, *ring of protection* +1, portable alchemist's lab^{APG}, 5 gp

AKIE **CR —**

Homunculus companion

CE Medium construct

Init +6; **Senses** darkvision 60 ft., low-light vision; Perception +9

DEFENSE

AC 23, touch 15, flat-footed 18 (+6 armor, +4 Dex, +1 dodge, +2 natural)

hp 118 (9d10+20)

Fort +3, **Ref** +9, **Will** +4

Defensive Abilities evasion; **Immune** construct traits; **SR** 22

OFFENSE

Speed 30 ft., fly 40 ft. (poor)

Melee bite +16 (1d8+7 plus poison), 2 claws +16 (1d8+7)

Special Attacks poison

TACTICS

Before Combat Mun gives his *bull's strength* and *cat's grace* extracts to Akie before the PCs arrive.

During Combat Akie gets into melee combat with the PCs as quickly as it can, fighting with its claws and poison bite.

Morale Though it has its own free will, Akie fights until it is destroyed in defense of its master.

Base Statistics Without the benefit of *bull's strength* and *cat's grace*, Akie's statistics are **Init** +4; **Ref** +7; **Melee** bite +14 (1d8+5 plus poison), 2 claws +14 (1d8+5); **CMB** +14, **CMD** 29; **Skills** Acrobatics +11, Escape Artist +11, Fly -1, Stealth +11.

STATISTICS

Str 24, **Dex** 22, **Con** —, **Int** 10, **Wis** 12, **Cha** 7

Base Atk +9; **CMB** +16; **CMD** 33

Feats Ability Focus (poison), Dodge, Improved Natural Attack (bite), Improved Natural Attack (claw), Light Armor Proficiency

Skills Acrobatics +13, Escape Artist +13, Fly +1, Perception +9, Stealth +13

Languages Common

SQ sympathetic alchemy, telepathic link

Gear +2 chain shirt

Miacknian Mun wears thick layers of soiled clothing. He has wild blonde hair. From behind his glasses, Mun's beady eyes seem almost ready to pop from his skull. He is lithe and pale, and his body shows signs of recent injury and past self-abuse. His actions are furtive, and his eyes dart about like those of a hunting lizard. He has a quick, excited voice and babbles about otherworldly nightmares with glee.

A clever and inventive man, Miacknian Mun was once enrolled at the Sincomakti School of

Sciences, where he met Count Lowls. He achieved many great breakthroughs when it came to alchemy, and the professors at the school lauded his accomplishments. As he acquired more acclaim and came closer to graduation, Mun received a number of generous grants from wealthy patrons throughout Ustalav and elsewhere in the Inner Sea region. However, at night and in secret, Mun began a series of dark experiments dabbling in necromancy. When this was discovered, he was forced out of the Sincomakti School, and he left Ustalav for Cassomir, where a few associates could help him build a new laboratory. There, Mun shifted his focus from plucking at the strings of life and death to creating living creatures with his alchemy. Though he was once a prodigy, he is now a shadow of his former self. His fall is a cautionary tale of meddling in affairs beyond mortal understanding.

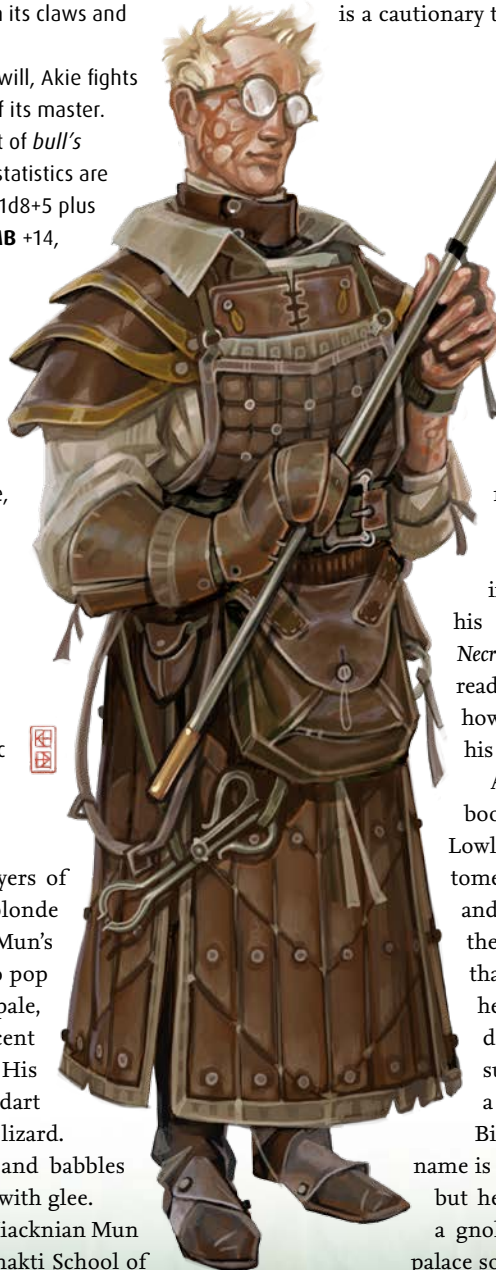
AKIE

Like the hollow ones in his laboratory, Mun crafted his homunculus in his own image. He calls the homunculus Akie, a throwback to an affectionate childhood nickname bestowed upon him by a favorite uncle.

CAMPAIGN ROLE

Abandoned by Count Lowls and rapidly descending into madness, Mun is a fragmented likeness of his former self. Count Lowls initially contacted Mun to get his help in translating part of the *Necronomicon*, a task to which Mun readily agreed. He wasn't aware, however, that Lowls intended to enlist his aid in stealing the vile tome, too.

After they got their hands on the book in the Mysterium, Mun helped Lowls translate part of the eldritch tome known as the *Necronomicon*, and learned that Neruzavin lay in the Parchlands. Mun also knows that once Lowls had the vile tome, he intended to head out into the deserts of the Parchlands with support provided by an old friend, a slaver he referred to simply as Biting Lash. Mun knows that the name is nothing more than a pseudonym, but he can also tell the PCs that she's a gnoll slaver who lives in a fortified palace somewhere in Okeno.



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OKENO THE YELLOW CITY

The city, my home, is clad in yellow like the joyous sun. The endless slavers' galleys parade in and out of the shimmering harbor, their billowing, buttery sails bringing their flesh cargoes all day and night, keeping the pits and auction fairs filled with new stock to be bought and sold. On quiet nights when the wind is low, you can hear the whimpers and sobs of the slaves waft across the bay. Despite their cries, those who thrive here call it the city of joy and laughter. Some say the laughter belongs to my gnoll sisters as we flaunt our strength in a city of humans or to those slavers who grow fat as they gorge on the profits of the fleshfairs. Unlike many places in this world, we are welcomed in Okeno. Here we are many. Here we thrive. We must always be wary, of course; slavers have many enemies, and gnoll slavers even more."

—Ruuthan the Spotted, gnoll slaver

Okeno towers above the south shores of Stonespine Island. Roiling mists hang above the Yellow City and occasionally descend to hide its tortuous streets. Okeno is called the Yellow City because of the yellow sails of the slavers' ships that flock here. Slavery is why the city exists; it is Okeno's trade and life's blood, which still pumps, despite the harassment of Andoren Eagle Knights and abolitionist privateers who forever seek to drive a lance through its heart.

Okeno has been likened to the scattered pieces of a jigsaw puzzle, its mazelike alleyways and haphazardly constructed districts seemingly jumbled around each other without thought.

HISTORY

The breathtaking waterfalls that tumble from the Stonespine Mountains were the reason pirates first used the area just west of the Yellow Harbor as an anchorage. The many coves and natural harbors across the island also served as excellent cover for the visitors' activities. However, it wasn't until 3496 AR that the lawless shambles attained a ruler. Captain Ilmatis Okeno proclaimed herself lord of the port and offered protection to those who came to the settlement that soon bore her name. Okeno was something of a genius, a charismatic leader who ruled the port for a decade before her misguided attempt to unite pirates under her banner resulted in her death.

For the next few centuries, the port of Okeno thrived, steadily growing despite the lack of centralized leadership. In 3721 AR, Okeno experienced the first major resistance to its trade when an armada of privately owned Taldan ships from the region now known as Andoran attacked slavers between Okeno and ports in Cheliox and Taldor (this was an early appearance of the abolitionist spirit that would come to define Andoran a millennia later when it became an independent nation). To defend against the Andoren attacks, a pirate slaver named Lash-Handed Neguli took control of the city and ruthlessly sank any ship to enter the port without declaring allegiance to him. The months-long conflict became known as the Year of Rent Sails, after which Neguli maintained loose control of Okeno through the newly established Okeno pirates' guild.

A decade later, the Pactmasters, recently arrived in Katapesh, brought order to the pirate haven by annexing it into the larger nation of Katapesh. They permitted the Okeno slavers to continue their trade so long as a Katapeshi governor oversaw the city's operation and kept taxes flowing into the Pactmasters' coffers.



OKENO, THE YELLOW CITY

NE large city

Corruption +7; **Crime** +1; **Economy** +8; **Law** +5; **Lore** +3; **Society** +0

Qualities notorious, prosperous, racially tolerant (gnolls), slavers' haven, strategic location

Danger +25

DEMOGRAPHICS

Government overlord

Population 13,700 (5,200 humans, 1,400 gnolls, 440 halflings, 380 ratfolk, 220 half-orcs, 150 elves, 80 half-elves, 830 others, plus 5,000 slaves of varying races)

NOTABLE NPCs

Governor Morio Midasi (NE male human rogue 9)

Harbormaster Permelia "Peg-Leg" Cockle (N female human swashbuckler^{ACG} 7)

Hyena Princess Njano (NE female gnoll aristocrat 1/bard 12)

Justice Hanbal (LN male human cleric of Abadar 14)

Master of Auctions Sarfaraz al-Qoor (LE male human aristocrat 2/ranger 6)

MARKETPLACE

Base Value 14,872 gp; **Purchase Limit** 112,500 gp;

Spellcasting 7th

Minor Items 4d4; **Medium Items** 3d4; **Major Items** 2d4

SPECIAL QUALITIES

Racially Tolerant (gnolls) Okeno is notorious for its large gnoll population. The hyenafolk are unruly and ruthless, but their proficiency in the slave trade brings steady business to the Yellow City's fleshfairs. (*Corruption* +2, *Danger* +5, *Economy* +2)

Slavers' Haven Okeno is among the few ports in the Inner Sea region where the slave trade not only is permitted but serves as the core of the local economy. Fleshpeddlers of all sorts are welcome here and bring with them both their coin and a severe adherence to the laws of the trade. (*Economy* +2, *Law* +2)

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(*Pathfinder RPG Bestiary 2* 151), for which he is believed to have paid 23,000 gp.

OKENO GEOGRAPHY

Huddled beneath Stonespine's imposing mountains, Okeno has no walls or fortifications. None could be as strong as its defenses: intrigue, bribery, and espionage.

The natural harbor that forms at the foothills of the mountains offers calm anchorage even during the worst monsoons. The bay is roughly 700 yards across and deep enough to allow even the mightiest warships. A vast district of ashen stone rises out of the waters. Carved seemingly from a single piece of bedrock, Stonetown is the thriving heart of the city, where mundane markets bustle and where most of the commonfolk—artisans and merchants—live and trade.

Beyond and above, the lords and ladies dwell in lofty Bowsprit. The notorious High Road, which leads toward the upper mountains, is patrolled by guards eager to keep the nearby fields of pesh and the mountain tracks leading to slavers' secret strongholds secure. This district is better maintained and has broader streets than the rest of Okeno, and while visitors are welcome at the Black Circus and the lower streets of this district, anyone venturing higher is subject to close scrutiny.

The rest of Okeno is a slippery mass of alleyways and streets, a confusing maze of sunless dead-ends and corners where cutthroats happily welcome those with bulging pockets. However, all roads lead to the great fleshfairs, the seemingly endless auctions where slaves are bought and sold. The greatest of these, the Old Fleshfair, lurks within the city's windings, and hundreds of thousands of lives have passed this way.

There are scores of lesser fleshfairs in the rambling district that shares their name. In truth, all one needs is a pit with a viewing area and a supply of slaves to begin trade. Unfortunately, such trade is fickle, and owners and fairs come and go on an almost daily basis. The Laughing Fleshfair houses the majority of Okeno's native gnolls, and many of the slavers have townhouses with hidden courtyards—sometimes of enormous size—lurking behind their magnificently carved doorways.

The oldest part of the city, the Harbor District, features two distinct areas: Yellow Harbor (the original slave dock) and New Dock. Between the two harbors, the Harbor District grips the rocky shoreline, which is smothered by buildings offering entertainment to visitors. This strip of land—in places barely 60 yards wide—occupies the flat land at the shore's edge. The strip is at its narrowest as it passes over the Shipyards, where it rises above the docks on a series of boardwalks. The entertainments offered here are brutal, expensive, and dangerous. Rogues find a happy hunting ground in the Shipyards, but are careful to avoid the grinning gnolls who form part of the local watch; these gnolls

THE SWEATWAYS

The sweatways—so named because of the stifling stench of slave stock confined therein—are the nickname given to the tunnels connecting the Skindock to the various slavers' warehouses (often called fleshpits, sweatvats, or black holes). These tunnels, being uniformly white below their filthy coatings, are carved from the same local stone as Stonetown, and are barely larger than a stooping human. The walls bear a patina of human waste—a taint, some say, that takes on a monstrous form of its own.

Fortunately, this twisted creature, known as the **Wreakling** (N corpse orgy; *Tome of Horrors Complete* 121), rarely awakens, usually only after some terrible injustice or act of cruelty. When roused, the revenant aberration seeks out the wrongdoer, as well as his family, friends, and associates; it abducts them, and then absorbs them into itself. That done, the vengeance begins properly. The victims, now dismembered and incorporated into the orgy's amalgamated body, are force-fed the flesh of those they love or respect, only to be ripped apart and reassembled again in an endless cycle of misery and punishment.

are smarter than their kin, generally female, and always eager for amusement.

The portion of the city known as the Ships' Graveyard is built primarily from parts of shipwrecks, stolen sections of vessels, and other flotsam and jetsam. In its more extreme sections, it resembles a ship on land, in others a seaside township. The district, one of rougher trades, industry, and alchemy, draws away from a focal point just behind the harbor district at the haphazard plaza known as the Shipwreck.

NOTABLE SITES

Many of Okeno's most notable locations are listed below.

1. **Yellow Harbor:** A vast wall of yellow slavers' sails greets visitors to Okeno. The Yellow Harbor (sometimes called Skindock) is formed from ancient stone and is the oldest part of the city. The docks are built upon two levels: the lower level is used to transport slavers and the slaves in their charge through the countless sweatways (see the sidebar above), while the upper piers (usually built from timber) allow trade goods to be taken off the ships—as well as any crew and passengers. Okeno hosts a thriving tourist trade, and the countless merchants, aristocrats, and foreigners who come here to buy slaves make this portion of the city remarkably cosmopolitan compared to the rest.

A band of quarrelsome gnoll guards tend to the slaves under the expertise of **Nexor Halfhand** (NE male gnoll brawler^{ACG} 6/rogue 3), the enormous right-hand man of the master of auctions, Fleshlord Sarfaraz al-Qoor, who oversees all the city's slaving operations.

Yellow Harbor teems with laborers for hire, all loudly shouting their superior strength and knowledge.

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Theoretically these laborers are free people, although most work like slaves on behalf of greedy masters. While these employers acquire most of their slaves through fleshfairs, many scheme to snatch the odd slave through various nefarious methods, especially scams involving fake escapes.

Among the more noted slavers and pirates that are regulars at the docks are Captain Xiren Bhey, captain of the *Undertow*, and Brelitt Vinneau, a Chelish slaver who captains the *Sea Gargoyle*. For more information on these and other notorious captains of the Okeno slavers, see *Pathfinder Player Companion: Pirates of the Inner Sea*.

2. New Dock: Once a ship is emptied of its cargo, it is towed to anchor at New Dock. Here, a framework of wood rises from the sea, a confusing mass of piers and walkways, cranes and rope, seemingly nurturing the ships gathered about it. It is by now far from new, and vast and ancient ship's timbers make up its skeleton. Lashed by storms and eaten at by the frequent mists that fall from the mountain of the Stonespine, the framework truly appears like bones. The entire dock is under constant repair, but the endless demands of arriving ships makes proper repair impossible. New Dock is therefore the result of hundreds of years of making do and improvising, and, as a consequence, is a surprisingly dangerous place in a dangerous city. According to Okeno legend, a visitor is far more likely to die because of a loose nail upon arrival than with a knife in her back—hence the phrase, “A rusty nail is the deadliest weapon in the Yellow City.”

Governor Morio Midasi's most trusted advisor, Captain Permelia “Peg-Leg” Cockle—the one-legged former pirate-turned harbormaster—collects taxes from visiting ships. She has one of the hardest jobs in the city, and has a nest of wererat helpers (known locally as the Moles) to locate and open up the endless secret holds hiding goods from taxation. Her lieutenant, **Akall ni Hatrass** (NE female halfling natural wererat rogue 5), is a legend at sniffing out such goods and secrets. That Peg-Leg Cockle is the easiest person to bribe in Okeno is a poorly kept secret, even to her employer (and likely his Pactmaster overlords), but Midasi knows the harbormaster is no worse or better than anyone else to have held the post in his tenure, so he allows her to think she is fooling him, fully intent upon taking everything she has when the time is right.

3. Ratstails: Surrounding by a hundred gaudy signs, this ramshackle gambling house made of old ship parts leans over the calm waters of the bay. The owner, **Ritheeri Halmas** (NE male halfling natural wererat alchemist^{APG} 6), smiles the widest smile in Okeno—as well he should—for rumor has it he's the richest person in the city and that

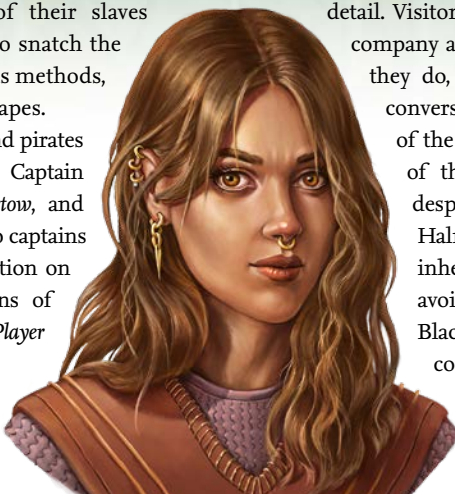
he's eyeing Morio Midasi's position as governor. Halmas is dangerously charming and has an uncanny memory for detail. Visitors might spend a few minutes in his company and not return for months, but when they do, Halmas remembers them and the conversations they had. A particular friend of the gnoll slavers and an ardent admirer of the Hyena Princess (see page 39)—despite his wish to poison her someday—Halmas cunningly engages the gnoll's inherent cruelty in special games. He avoids the brute entertainments of the Black Circus (see page 67), preferring to confine his nastiness to sadistic bets involving animals.

4. The Fleet: If sailors are lucky, their captain lets them stay aboard ship during a stay in Okeno. Most do not, however, and so those who seek a night's sleep head for the Fleet, one of

the most disgusting, flea-ridden pits in Golarion. A vast maze of old ships partly floating in the harbor, the Fleet is a bewildering fusion of flophouse, tavern, bathhouse, and slum rolled into one endless shambling structure. However, the Fleet has one luxurious area, known as the Stern. This more sedate and refined area puts most visitors off with its high prices (10 times those listed on page 159 of the *Pathfinder RPG Core Rulebook*), to the relief of those few who can afford them. It's run by Admiral **Dziban Menkent** (LN female undine^{B2} bard 5), who controls an army of servants, slaves, and guards with her quick temper and the ever-present whip at her side. Menkent can be a delight, a terror, or an enigma; interactions with her are perilously unpredictable.

5. Shrine of Thaffaar: Named for the architect who carved the great dome that crowns this temple to Gozreh in Stonetown, the shrine sees more activity than nearly any other religious institution in Okeno save the bank of Abadar. The aged Tian priests, brother and sister **Niharo** (N male human cleric of Gozreh 8) and **Owayu** (N female human druid 8) are held in high regard by most locals, in no small part because, despite their feisty and argumentative natures, they bless so many ships set to depart the Yellow Harbor.

6. Slaver's Vault: A huge tower winds its way up from this squat marble building, whose ornately decorated interior is formed about a central opening, where an astonishingly large golden candelabrum said to be worth 40,000 gp hangs. The vault, the largest bank of Abadar in Katapesh aside from the grand temple in the capital itself, is the most admired and visited place in Okeno. The original candelabrum was actually stolen by a master thief called Pherkad almost 300 years ago, but the forgery is so perfect that no one has ever noticed (a successful DC 40 Appraise check is required to note it is a fake, and even then only



PERMELIA COCKLE

upon close examination). The present priest and local judge, Justice Hanbal, sits as the appointed official on all matters from theft to murder. Harsh and humorless, Hanbal takes his duties very seriously, and is perhaps the only person in Okeno who cannot be bribed.

7. Okeno Tanning Pits: The tanners of Okeno maintain this open courtyard, which is 100 yards across and houses the tanning vats and pits of local traders. Immediately behind and around this district, huge piles of animal feces are mounded against the back walls of buildings; their stench often wafts across the whole city.

8. Shipyard: Lurking below the entertainment district of the Ships' Graveyard—which is suspended here at least a dozen yards above on timber boardwalks—the Shipyard houses artisans who repair and enhance vessels.

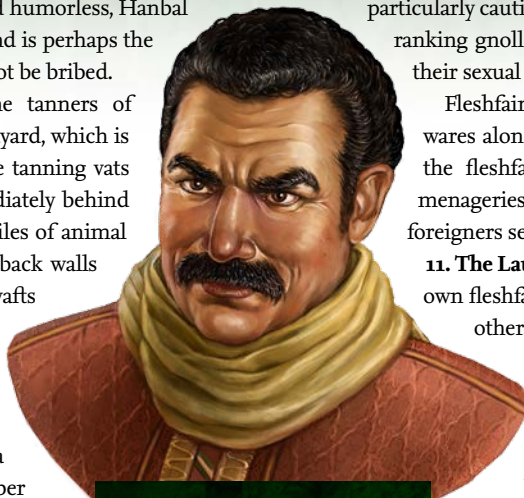
Falak Tubaa (N female human expert 9) is regarded as the most successful and gifted shipbuilder in Okeno. Sadly, gnoll slavers hold her only daughter, Zahwah, hostage, and occasionally force Falak to sabotage vessels so the gnolls can overtake and rob them later.

9. The Shipwreck: A juddering mass of ship's timbers have been lashed together in this portion of the Ships' Graveyard to form an open plaza. A series of towering houses, many of which are modified sterns from large ships, overlook this broken place. A recent spate of tremors in the Shipwreck's supports has left the structures contorted and largely abandoned, but criminal elements have taken to using the somewhat luxurious, if dangerous, residences as bases of operation, banking on the area's instability to keep the law from meddling in their affairs.

10. The Old Fleshfair: A snaking maze of alleyways meander through this portion of the fleshfairs, an area of exposed paths set above sandy pits between 10 and 30 feet below. These pathways are governed by a strict hierarchy system, formed out of respect—and often enforced through violence—with the oldest and most established traders getting the best and safest viewpoints, while lesser slavers or those who prefer to operate anonymously are given dangerous perches. The Old Fleshfair is linked to the docks by the various sweatways of the city.

The auctions do not follow set timetables, although some religious days of Abadar are used as excuses to hold enormous slave markets; a notably vast slave market is held each Market's Door, during which the population of the city has been known swell to nearly twice its normal size as slaves and traders flow into the fleshfairs.

The master of auctions, Fleshlord Sarfaraz al-Qoor, a diminutive man with an incredibly deep, far-reaching voice, hosts the auctions, and has been known to take bribes to hear certain bidders above others. He runs a downtrodden



SARFARAZ AL-QOOR

staff of 20 and is infamous for his affection for attractive women. An experienced lothario, he nonetheless remains particularly cautious when in the presence of high-ranking gnoll females, having heard rumors of their sexual insatiability.

Fleshfairs do not always deal in humanoid wares alone; the monsters that pass through the fleshfair often appear later in private menageries or are used as guards for wealthy foreigners seeking unique defenders.

11. The Laughing Fleshfair: Gnolls have their own fleshfair, where they can trade with each other. Although non-gnolls do come to this place, they tend to attract attention, particularly if they are not accompanied by gnolls. Nervous guards are everywhere, but those brave enough to attend these auctions sometimes find bargains on certain slaves, as gnolls are generally

far more interested in flesh or entertainment than brains and artisans.

12. The Black Circus: The infamous and enormous Black Circus is the main entertainment in Okeno, putting on a show every week and during important festivals or religious days. For bigger shows, everyone flocks to the circus, where the emphasis is all about putting on a bloody spectacle, something the master of ceremonies, **Ictarias** (LE female tiefling necromancer 14), is always keen to do. The show requires a small army of slaves, performers, animals, and victims, and Ictarias is often seen in the fleshfairs of the city, shopping for new acts.

13. Palace of Waterfalls: One of many homes of the most famous gnoll slaver, the Hyena Princess Njano (see page 39), this palace is graced by spring water falling from high in the Stonespines. The water is used to great effect here, with a whole wing built above a lake. The paranoid Njano changes her home from time to time, even taking quite humble lodgings on occasion—providing each can offer her daily baths in milk.

14. Palace of Honeyed Stone: The Palace of Honeyed Stone houses the governor of Okeno, Morio Midasi. The golden palace was originally built in 3499 AR by Captain Ilmatis Okeno, although each lord since has added to the structure. Heavily patrolled, hideously trapped, and beautifully decorated, the palace is a series of towers built around a central fragrant garden. The present governor prides himself on his exotic slaves, and boasts among his captives a number of monstrous creatures, including his gug bodyguard. Midasi welcomes many visitors, but always in small, easy-to-repel groups. Rumor has it that the Pactmasters are displeased with his service for unknown reasons and wish to replace him soon, but further details into this affair are as secret as the mysterious masked overlords themselves.

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ECOLOGY OF THE YITHIAN

I stood at the edge of a high balcony. A great city stretched out before me: vast—even when compared to Absalom—and alien, with structures crafted to serve beings whose forms were unfamiliar to me. Beyond the oddly angled structures, I saw a forest of massive black towers with windowless walls that filled me with a deep and nameless dread.

I turned to ask my companions about them, but the sounds of my utterances startled me into silence. I spoke neither in Taldane nor any of the languages I have spent a lifetime cultivating, but in a bizarre combination of clicks, scrapes, and other sounds. When the others with me answered, similar noises erupted from their strange, unwholesome limbs. Only then did I realize the truth—the body I inhabited had those same limbs! I awoke screaming.

—From the dream diary of Professor Ignatius Pembril,
University of Lepidstadt

The Great Race of Yith comes from a distant place and time, and all members of this species have the ability to project their minds into the past, present, or future. By swapping minds with the bodies of other living creatures, the Great Race constantly explores the multiverse, not simply by location, but along the vast spectrum of time itself. It devotes much of its efforts to gathering information from the people of far-off worlds, collecting such data by directly experiencing other environments, cultures, and physical forms—with everything gleaned used to further increase the yithians' already vast knowledge.

The Great Race has influenced events spanning the universe and the eons, taking advantage of opportunities that impact its own future. While some yithians do this as purely mental presences on specific worlds, most take a more direct role in events. They have existed for millennia upon millennia. They have already foreseen and avoided the destruction of their civilization before by usurping the bodies of suitable creatures. Their minds and motives are as alien to the short-lived species of Golarion as the thoughts of people are to rodents.

GENESIS

By the early days of Golarion's Age of Serpents, the Great Race of Yith was already an advanced civilization on its world. The yithians knew their planet was doomed, but their technology and metaphysical powers enabled them to contact beings in another time on the planet Earth. In Yith's final days, the Great Race projected all its minds into the bodies of this other species, replacing the creatures' minds and dooming them to annihilation on Yith. To the Great Race, this was not an act inspired by evil—truly, the species holds to no morality that mirrors anything found on Golarion—but was instead out of necessity, to preserve itself and the knowledge it had accumulated.

The new forms adopted by the yithians were very unusual (see Ecology on page 70). After acclimating themselves to their new bodies, they set to work restoring their civilization. The first obstacle they encountered was the flying polyps. These horrific entities of aberrant air had subjugated the creatures whose bodies the Great Race usurped, using them as workers and playthings to fulfill their sadistic, genocidal urges. In their hubris, however, the polyps failed to notice the sudden increase in their slaves' intelligence.

Although the flying polyps proved to be formidable foes, the yithians had taken the time to carefully study their new home and their enemy, and secretly built weapons. The yithian uprising caught the polyps wholly off guard. The battles were brutal, but short. Yithians exterminated as many polyps as they could, but had to settle for driving most of them into subterranean tunnels beneath the polyps' titanic, unsettling black

towers. They sealed the tunnels with stone and magic, and then set guards to ensure that none of their enemies returned to the surface unnoticed.

Once they had dealt with the flying polyps, the yithians built new cities. They fended off the predations of the other creatures that populated this unfamiliar world and restored their society bit by bit. Then they returned to exploring the past, present, and future of their new planet and others. While they gathered knowledge on science, philosophy, and metaphysics, the yithians also focused great energy on learning about their own future to avoid another calamity like that which claimed their original homeworld. In time, they discovered they would once again have to face their old enemies.

The danger they foresaw presented itself on two fronts. First, the yithians learned that geological changes would open portals through which the flying polyps could escape their imprisonment. Over the course of millennia, the seething polyps had multiplied. When the polyps would at last break through to the surface, the yithians foresaw that they would not be able to stand against them, and so again searched the future for a new species of beings to inhabit. When the flying polyps inevitably emerge from their prison, the aberrations will destroy the yithians' bodies, but the minds within them will be those of a confused and terrified species of beetle-like creatures. Content in the knowledge that they would survive, most yithians refused to speak of the flying polyps again.

However, the yithians also discovered that some of flying polyps had already escaped their imprisonment. In the final days of their uprising, groups of polyps used their wind powers to gather massive bubbles of air, flying into space to invade and terrorize new worlds. Some of them began to serve the forces of Carcosa, making themselves even more dangerous as they were empowered by beings of unspeakable nature.

One faction of yithians wanted to seek out these fugitives and destroy them before they could cause further destruction throughout the multiverse. While the yithian governors knew that such a mission would do nothing to stop the return of their enemies from below, they at least believed that opposing the flying polyps on other worlds would hasten that species' eradication and secure the development of the beetle-like creatures into which the yithians planned to eventually escape.

The yithians who chose to fight the flying polyps were mostly veterans of the first uprising. Several warrior factions used their technology and magic to pursue their foes to different worlds. One group, led by a conclave of yithian elders, used newly developed and dangerous magic to perform an audacious act—they moved the Yithian city of Kothrekis to a world where polyps had cultivated the entity known as Xhamen-

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Dor. There, they waged war against the polyps, only to discover that they could not win against their ancient foes. Instead, they engineered the destruction of that world, hoping to destroy Xhamen-Dor and its polyp worshipers. Unfortunately, this desperate plan didn't quite work out as the yithians hoped—see Yithians on Golarion on page 72 for further details.

ECOLOGY

The ecology of the Great Race is unique because its fundamental nature is no longer based on physical bodies. When yithians explore the multiverse, they typically do so as disembodied minds that come to inhabit other host forms. It is this mind-projection ability that truly sets the Great Race apart from other species.

By interacting with a special device that focuses its thoughts, a member of the Great Race can send its mind to any place and time in search of sentient minds. Once

it finds a world populated by such beings, it pushes further and searches for individuals with knowledge and experience that might benefit the Great Race as a whole. It contacts such an individual telepathically and then uses its mind swap ability to exchange bodies.

While the member of the Great Race explores a new world in the host's body, a host's mind—now contained within the yithian body—may move freely about the yithians' city, as long as it spends time sharing its own knowledge and follows certain rules. When the member of the Great Race's sojourn ends, the host's memories are altered to remove knowledge of its time with the Great Race and the two minds return to their original bodies. This memory modification process is not perfect, however, and hosts often experience disturbing dreams and brief flashes of barely retained memories. Sometimes, these recollections are so vivid that they drive the host mad as it tries to confirm the truth of what it has seen.

Those who have seen yithians, mostly in those half-memories of dreams and nightmares, know only the physical forms the Great Race inhabited while it ruled over the world it wrested from the flying polyps' control. With the ability to transfer the minds of the entire civilization into a new species whenever a current world can no longer support its members, the Great Race of Yith may well continue until the multiverse ceases to exist. Even then, with their vast and growing repositories of both scientific and magical knowledge, the yithians may yet find a way to avoid even such a fate as the extinguishing of all known reality.

In their current and most familiar physical state, a yithian's large body is made up of a rubbery, plantlike material, weighing thousands of pounds and shaped like an iridescent cone with four tentacles at its apex. Yithians can extend these limbs up to 10 feet or retract them entirely into their bodies, using them for a wide variety of purposes. What little physical variation they have is based on differences in size and color patterns, though some develop into yithian elders (*Pathfinder Campaign Setting: Occult Bestiary* 62) through aging and the accumulation of great psychic power.

One appendage extends from the very top of a yithian's body and holds its head, a spheroid with three enormous eyes spaced equally around its equator. A mass of smaller tentacles dangles from the head, like an obscene beard that twitches and wriggles. These tiny strands are also able to serve as hands that allow the creatures to perform very intricate physical manipulations. The three other tentacles extend from three sides of the body. One tentacle carries a group of hornlike growths, through which a yithian eats—they consume only a vegetable-based synthetic



paste—and can emit some simple noises. The other two tentacles end in pincers or claws, which a yithian uses both as hands and to make the various clicking and scraping sounds that, combined with a few other sounds, make up their language.

Yithians reproduce asexually, forming buds near the bases of their bodies that eventually drop off. These spawn are cared for in shallow vats until they mature. This reproduction rarely occurs, however, because the creatures live so long and they have no need to increase their physical numbers beyond those minds that currently exist within their society. Not only that, but any offspring that is created in this way develops a consciousness appropriate to the strange body the Great Race now inhabits, rather than becoming a new mind of the Great Race. These vegetable forms can live for up to 5,000 years before succumbing to old age. When a yithian nears death, it or an ally allows a new spawn to bud. Before the dying yithian passes, it exchanges minds with the younger form, continuing its life while the younger mind dies with the old body, trapped and often too immature to truly understand the nature of its existence before perishing. By transferring its mind in this way, a single Great Race consciousness can conceivably exist forever, barring death by sudden illness, accident, or violence. As yithians cannot create new members that truly belong to their mind-based civilization, the loss of a single awareness is considered a horrible tragedy, and yithians will go to great lengths to preserve themselves.

SOCIETY

Yithians are, at their core, rational beings, and so their society is built on a foundation of shared resources managed under strict rules. Their government is a federation more akin to a league of communities than a homogeneous nation-state. There are four major geographic regions in this federation, each with its own governing council. The four councils act as a voting body that elects a board of governors to preside over yithian government as a whole, though only yithian elders can be a part of either group. Citizens disagreeing with their council's decisions can raise the matter to the board, which adjudicates the final decision in the best interests of the Great Race.

Although crime is incredibly rare among their kind, accused lawbreakers are treated with extreme respect, as no member of the Great Race wishes to see its kind's numbers diminished by such uncivilized sentences as banishment or death. Judgment and sentencing are pronounced only after careful consideration of the accused's motivations, and such deliberations have been known to take decades—even centuries—as the accused's actions must be evaluated against the scope of an immortal life span. Those yithians convicted of lesser

crimes lose certain privileges within their society, while more serious offenses result in punishments that wrench and damage the convict's mind without the release of death. Only the most heinous crimes end up earning the nearly unthinkable act of execution.

By learning from countless other cultures, the yithians have created highly advanced technology that automates the production of food and other goods. Great machines maintain their cities' structures, even in the face of sudden geological upheaval. Meanwhile, freed from the banalities of manual labor, yithians are able to focus on studying science, pursuing artistic visions, and collecting even more knowledge.

Despite being a generally peaceful people, the struggles against flying polyps and other creatures on their world, such as the star-headed elder things, also forced the Great Race to turn its collective minds toward developing powerfully destructive weapons. When yithians are pushed to the point where they see no other choice than to engage in warfare, the results are cataclysmic.

Schisms within yithian culture are uncommon, but they have certainly been part of the culture's history, sometimes erupting into devastating civil wars. Most yithians, however, understand the importance of preserving the minds of their citizens in order to avoid threatening the existence of their whole species. Greater threats, like the flying polyps, overshadow almost any ideological differences.

As beings of pure thought who have existed for an incomprehensible length of time, yithians are an enigma to most other creatures they encounter. The paths of logic a yithian mind follows are paved with eons of experience and knowledge. Only the most capable minds can talk with them and not lose themselves in the process. Yithians are inscrutable, even when inhabiting the bodies of familiar species. Yithians place their own survival and the eradication of the flying polyps above all else, making them seem cold and unfeeling to creatures that may act more according to emotion, morality, or other such base impulses.

The truth is far more complicated, of course. Yithians are quite willing to work with other creatures. They sometimes share access to their libraries, especially when they can gain new knowledge in return. When their needs coincide with those of other species, yithians can bring the full power of their intellects to bear, drawing on the wisdom of innumerable worlds to formulate plans and create weapons, making them powerful allies. However, one must never forget that these are also beings whose rational thinking leads them to annihilate the minds of entire species in order to ensure their own continued existence above all else.

Through their experiences with a wide variety of cultures, yithians have come in contact with nearly every class imaginable. The creatures' love of knowledge

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usually leads them to take levels in alchemist, arcanist, investigator, occultist, psychic, wizard, and even witch. More martial-minded characters focus on eradicating flying polyps wherever they are encountered, taking levels in kineticist, magus, ranger, and slayer. Yithians do not typically worship divine beings, seeing little need for devotion to anything beyond the Great Race, so they tend not to take levels in cleric, oracle, paladin, or similar classes. A rare few, however, come to know the divine powers of a particular world and will take levels in inquisitor, using their chosen deity's power to seek out and destroy their hated aberrant enemies.

LAIRS

When a yithian inhabits a different body, it seeks out places where it can gain the most understanding of the time and place in which its host dwells. Libraries, museums, and other places of learning are strong focal points. A visiting scholar who behaves strangely or seeks information that has nothing to do with her usual field of study may well be a mind-swapped yithian. However, once the yithian has hit upon a thread of knowledge that may be of use to the Great Race's eons-spanning goals, it will follow clues across the face of the planet in search of greater understanding.

Whether living alone or in small groups, yithians often choose lairs near places where flying polyps are active or where they have foreseen the polyps will be active. This allows them to weaken the presence and influence of the polyps and give the Great Race a higher chance of survival in future conflicts.

When not located within their home city, individuals choose secluded lairs that provide them with protection while using their mind-projection abilities. The lair of a lone yithian is equipped with the most advanced technology it can create or gather on its own to provide defenses and supplies. The lair must provide enough resources to keep the yithian alive, while also serving as an inescapable prison while its body is occupied by another creature's mind. Some yithians prefer to immobilize their bodies, either through magic or with special restraints, instead. Unfortunately, those who spend years in isolation within a yithian's lair usually go insane by the time they're returned to their original forms.

YITHIANS ON GOLARION

It is rare to encounter even one yithian mind on a planet at any given time, but a few worlds receive their special attention, either because they hold key information about the destiny of yithians, or because they play a role in the Great Race's ongoing struggle against the flying polyps. Golarion is just such a place.

When yithians discovered that flying polyps had escaped Earth, their greatest elders harnessed newly

developed but dangerous powers to bend space and time, moving an entire Yithian city, Kothrekis, to a new world in a single instant. The audacious act broke the minds of several Yithians and damaged some of the city's structures, but they managed nonetheless to mount a war against the polyps on this new world. Unfortunately, the polyps were too strong, so yithians engineered the planet's destruction. Yet the Yithians had foreseen that even this desperate move wouldn't defeat their foes, for their greatest time seers had foreseen Xamen-Dor's survival and eventual landing on yet another distant world: Golarion. So in the moments before the planet's destruction, the Yithians transported Kothrekis once more, this time to Golarion. They intended to continue their research and prepare to fight the polyps there anew, yet this transport would prove to be Kothrekis's last, for not only did its immense engines collapse, but the transport drove the yithian elders mad.

Kothrekis arrived on Golarion deep below the deserts of southwestern Casmaron, within the Darklands region of Orv. When Kothrekis first appeared in Orv, the area was abundant with life, but for the first many years of life in Orv, the denizens of Kothrekis focused on recovering from their own disastrous arrival. In time, the insane elders were slain or exiled, and the remaining few set about the task of preparing for a new war against the polyps. Unfortunately, as a result of the city's invasive arrival in the vault, the once-verdant realm began to wither. Rich soil slowly turned to red sand and the yithians' resources dwindled. Tensions flared and violence erupted. Eventually, a small group of leaders forged an uneasy truce that lasted long enough for most of the group to transfer their minds into younger bodies in another time and place. A contingent of 15 to 20 stayed behind on Golarion to continue watching the surface world and await the time when the war on the polyps would recommence. Meanwhile, strange winds blew red sand across the city, engulfing it a little more each year, eroding the ancient structures and the sanity of those who remained.

Golarion's importance has led yithians to create a network of hidden operatives throughout the Inner Sea region, especially in Numeria where they hope to gather the technology found within the Silver Mount. A separate group studies events in Tian Xia, specifically in Zi Ha. It is likely that Great Race seeks to understand—and perhaps duplicate—the samsarans' ability to reincarnate themselves.

Disguised yithians usually work by themselves, but support one another to keep their presence and purpose a secret. When the time comes for a yithian to leave Golarion, it usually contacts a fellow operative, who observes the mind swap and then, while the host is still unconscious, removes and destroys the focal device to prevent others from learning its function.

EQUIPMENT

The Great Race of Yith has survived for millions of years because they have used the knowledge its mind-travelers gain. Sometimes, this knowledge is recorded in unusual tomes.

PNAKOTIC RECORD

PRICE 2,000 GP

WEIGHT 10 lbs.

These strange books are fashioned from a metallic alloy, the crafting of which is known only to yithians and a very few others. Supposedly taken from the same collection as the fabled *Pnakotic Manuscripts* and traded throughout the multiverse, these books are collections of notes recorded by visitors to the yithians' cities. Each book is written in multiple languages and provides a vast array of information on a specific topic, but the information it contains is often oddly specific and lacks context. A single Pnakotic record focuses on a single subject within the confines of a single Knowledge skill, such as a presentation on the nature of deep one religious practices in worshipping Cthulhu (Knowledge [religion]), the mechanics of a shoggoth's biology (Knowledge [dungeoneering]), or the methods of creating portals between worlds (Knowledge [arcana]). By studying a Pnakotic record for 8 hours, a reader can attempt a single Knowledge check of the appropriate type when researching the book's corresponding subject to gain a +10 circumstance bonus on the check.

MAGIC ITEMS

Yithians learned to harness the power of magic and technology to fulfill their basic needs, aid them in the collection of knowledge, and fight the enemies who would do them harm. In time, some of those items found their way to Golarion.

AMULET OF WIND DEFIANCE

PRICE
10,000 GP

SLOT neck

CL 9th

WEIGHT —

AURA moderate transmutation [air]

This circular stone amulet is engraved with a fine, spiraling line that winds inward toward the center, creating the impression of a powerful vortex. The amulet surrounds the wearer with a reactive field that counters the negative effects of natural or magically controlled winds. The wearer treats all such effects as though she is under the influence of *freedom of movement*.

CONSTRUCTION REQUIREMENTS

COST 5,000 GP

Craft Wondrous Item, *control winds*

LIGHTNING TRAP SPHERES

PRICE
2,000 GP

SLOT none

CL 13th

WEIGHT 1 lb.

AURA strong evocation [electricity]

These tiny spheres, crafted from a dull gray material and studded with tiny copper protuberances, come in sets of

four. As a standard action, a user can throw four or more spheres at a single target as a ranged touch attack with a 30-foot range increment. On a hit, the spheres explode outward, forming an immobile cage of semisolid lightning around the target. Any creature attempting to pass through the cage wall automatically takes 10d6 points of electricity damage. Four *lightning trap spheres* thrown simultaneously can capture a Medium target, eight spheres can capture a Large target, 12 spheres can capture a Huge target, and 16 spheres can capture a Gargantuan target. The trap persists for 1 minute for each set of spheres used, then dissipates, consuming the spheres in the process. The price above is for a set of four *lightning trap spheres*.

CONSTRUCTION REQUIREMENTS

COST 1,000 GP

Craft Wondrous Item, *forcecage*, *lightning bolt*

MNEMONIC REPOSITORY

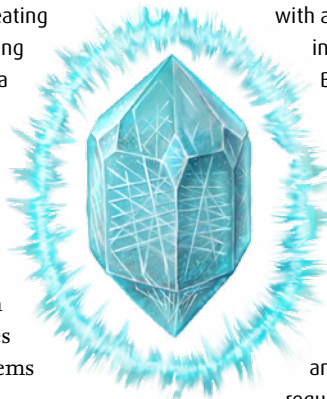
PRICE
3,000 GP

SLOT none

CL 3rd

WEIGHT 1 lb.

AURA faint divination [mind-affecting]



This device looks like a clear, fist-sized crystal with an internal lattice made up of nearly invisible strands of silver-white metal. By holding the crystal in both hands and concentrating, the user can record its own memories, storing the information in the crystal so that it can be retrieved later with perfect clarity. The crystal can store a nearly limitless amount of information, but the user must concentrate for 1 minute to record an amount of information that would require 10 minutes to communicate in other ways.

other ways.

The information in a *mnemonic repository* can be recalled in a similar fashion, requiring 1 minute of concentration for each 10 minutes' worth of information gained, but the user must know the repository's mental keyword, which is set by the creature that recorded the memories. A *mnemonic repository* can be used to remove the effects of spells such as *modify memory* or *repress memory*^{oa}, as long as the user recorded its true memories prior to being affected by those spells, but the device cannot remove negative levels imposed by a *mindwipe*^{oa} spell, nor can it restore previously cast spells.

CONSTRUCTION REQUIREMENTS

COST 1,500 GP

Craft Wondrous Item, *mindlink*^{oa}

FURTHER READING

The details of this article are inspired primarily by Lovecraft's novella *The Shadow Out of Time*, but also by additional information from Chaosium's Call of Cthulhu roleplaying game. For additional lore about these strange beings, seek out these two excellent resources.

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SYMPHONY OF MADNESS

I asked a colleague to send me this story from Rozenport. I had thought it fiction when I first read it, but now I am not so sure. -JW

Peering out from behind the faded stage curtain, I observed a sizable crowd in the dimly lit auditorium of Bhaltvrest Hall—and wondered who among them might cause deadly trouble that night. Something about the school scraped along my nerves like a rusty blade. A sense of dread had been gnawing on my subconscious ever since we entered Rozenport, but it grew more potent the moment we stepped onto the campus grounds. I considered advising my sister to cancel her concert and return the coin. To say the hell with these scholars and their Founder’s Day celebration. Alora had other options, after all.

A trip down the Danvers River to Thrushmoor and a short voyage across the bay would have put us in Caliphas within the week. As an emerging starlet and graduate of the Karcau Opera, Alora would have easily secured enough bookings to pay for our trip to and stay in the capital. But her reputation could have suffered if she made a last-minute cancellation of her first major appearance outside of Karcau.

More spectators continued to funnel in as I watched. The student body, faculty, and alumni of the Sincomakti School of Sciences were all well represented. The auditorium quickly became standing room only. The members of the school orchestra sat in the area before the stage, facing the crowd as they set the mood with a soft, relaxing piece arranged for strings.

I scanned the audience, but none of the scholars or students set off any obvious alarms. I saw neither arms nor armor. If any dangers lurked here, they would be covert in nature.

I did notice a common trait among the audience members: they all looked like they hadn’t slept in days, haggard and baggy-eyed faces almost to a one. Though I preferred a dagger over an ink pen, I had enough smarts to realize the late nights these university types kept, be it studying or carousing. Still, the drawn, worn looks unsettled me for some reason.

I let the uncertainty tease my senses, keeping me alert; it is always better to be a bit on edge than comfortable in my line of work. I knew a number of spellcasters had to be in attendance, considering the venue. If more than a few of them decided to make trouble—though I couldn’t fathom why they might—I really wouldn’t be able to do anything more than grab Alora and barricade

us in her dressing room until help arrived. If help arrived.

Due to a sudden change of plans shortly before we arrived in Rozenport, I’d become the only security working the concert. That fool of a dean Henri Meirtmane had unexpectedly left the school grounds on unexplained business, requisitioning the whole of campus security as his personal guard. I would have to make do on my own.

Of course, this wasn’t my first outing protecting someone. I’d cut my teeth working for the Sleepless Agency, after all. But this time was different: I was safeguarding my kid sister.

I closed the curtain and returned to Alora’s makeshift dressing room. From what I could tell, the room had served as a props closet until shortly before our arrival, with all of the items it had contained recently removed. That likely explained the large pile covered with dusty white sheets at the far end of the hallway outside Alora’s door. Sincomakti wasn’t used to accommodating a diva from the famed Karcau Opera, and the administration had taken the appropriate measures to outfit the dressing room for someone of Alora’s stature. The school had also paid exceptionally well for her services, the purse on par with what a celebrated virtuoso might have made performing a solo gig at the Palace of Voices in Caliphas.

I entered the dressing room as Alora brushed her long, curly auburn hair. Her light-green eyes brightened at seeing me and she flashed a playful grin.

“So, how dangerous does it look out there, Sis?” she asked mischievously. “Am I doomed to be ravaged by these barbarians and cutthroats?”

I sighed. “Joke all you want, Alora, but like I’ve been telling you since we left Karcau, I’m not taking any chances. I’ve witnessed the unexpected happen too many times in my line of work.”

She rolled her eyes and began powdering her face. “I take it you plan to hang all over me at the reception afterward as well?”

“Damn right. Something’s off about this place. I can’t put my finger on it, but there’s more going on here than studying. Wait till you see how ragged these people look. I’ve seen prisoners with better complexions. I’ll be glad when we’re out of here. The sooner we leave this town the

better, so don't feel the need to hang around any longer than you have to."

"Is it going to be like this with you every place we visit, Elena? You said you'd loosen up a bit."

"That was before my entire support team took off before we even showed up. Now it's just me watching you. If I let my guard down and something happened to you, I'd never forgive myself."

As I finished the sentence, Alora stood and hugged me, her embrace soft and warm. "You've always taken care of me, Elena. But starting tonight, we're going to take care of each other. This concert is just the first of many. We're going to travel all over Ustalav and beyond. We'll have so much coin, we'll be able to return to Karcau and buy ourselves a manor, just like the one you said we lived in before..."

I returned her hug and gently rubbed her back. "You're a talented singer, and I know how you love to perform. You have a rare gift and I hope you'll be able to support yourself through it. But don't do it for my sake, or with that childish goal in mind. I'm glad you're thinking of me, but I left behind any hopes of returning to the manor life long ago. To be honest, I can barely recall those days now."

"That's all right," she said. "I remember everything you told me about it from when we were little. We'll get back there again. I'll pay off what I owe the opera and then we'll be able to live and work out of Karcau, or maybe even Caliphaz. It won't be the lives we were supposed to have, but maybe it'll be even better in some way. We'll have earned it ourselves. Besides, I know you remember more than you let on."

I shook my head. "I remember shivering on the steps of the orphanage, holding you in the middle of a violent storm. I don't even know how we got there. I'm afraid most of the memories about the old house and our mother are merely phantoms at this point."

"Maybe you can do some investigating when we return to Karcau? I'm sure you could find our mother. Maybe even our father, too."

I frowned, muddled memories being stirred up by her prodding. As far as our mother was concerned, I didn't have much to go on. I couldn't recollect her face clearly anymore, if I ever could. I knew she had ink-black hair and fair skin, like me. That might have meant we were of Chelish stock. But that's all I had. Maybe

I resembled her enough to jog someone's memory if I ever did pry into the past; I didn't want to get Alora's hopes up, though. More than twenty years had passed.

As for our father, I didn't have a single clue of where to start. My sister's complexion often made me wonder if he'd been of Varisian or even Kellid lineage—as if that narrowed things down any.

A knock on the dressing room door interrupted my thoughts. I reached into my coat and grasped one of the daggers tucked into my belt. "Are you expecting anyone?"

My sister put a delicate hand on my shoulder. "That's probably just Professor Burgevin, the head of the Ethnomusicology Department. Dean Meirtmane wrote in his letter that the professor is only recently returned from an extensive field research expedition in Garund. He'll be conducting the orchestra tonight."

Alora moved toward the door, but I glided in front of her. "All the same, let me handle this." I turned the knob and opened the door just enough to see the visitor. My eyes met his and

I slowly opened the door wider to get a better look at him. I remember thinking that if this was a professor, I should go back to school.

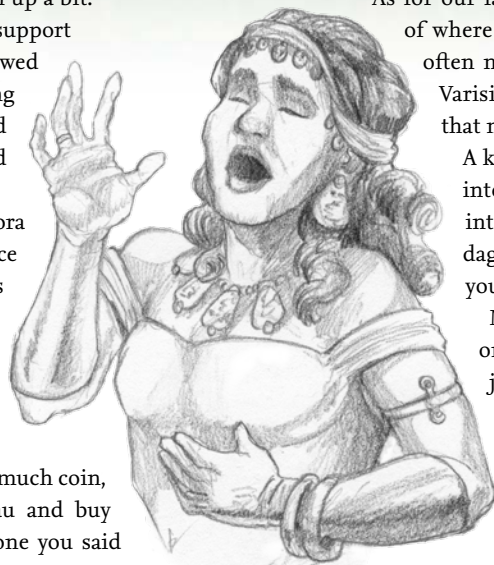
The dark man wasn't much older than I, but stood a good head taller and had sharp, attractive features, as though his face were carefully carved from obsidian. His fine black-and-red garb was cut in the fashion popular in Osirion. His right hand held an ebony quarterstaff topped with a leopard's head set with two small rubies for eyes. The index finger of his left hand displayed a golden ring depicting a batlike creature whose fangs reached nearly down to his first knuckle.

His deep and soothing voice seemed to fill the room. "I'm sorry to intrude, but I was hoping to speak to Miss Alora before she went on. I'm quite an admirer of hers, you see. The name's Khanpreen of Sothis. It's a pleasure." He bowed.

In my line of work, getting taken aback like this is unacceptable, but sadly, it does happen. For some reason, this man's very presence disrupted my train of thought. "Well, we weren't really expecting anyone..."

"Oh, Elena! Don't leave the man standing in the hallway. Please come in, sir."

Khanpreen raised his head and smiled at Alora, revealing a mouthful of glistening white teeth. In one



I am intensely proud of my kid sister, but I can't help but be worried about her. I suppose it's a holdover from our time in the orphanage, when we were the only ones looking out for one another.

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smooth motion, he crossed the threshold and took my sister's dainty hands in his own.

"Oh it's such a pleasure to finally meet you, Miss Alora. I had the honor of witnessing you perform last year at the Karcau Opera, but I found myself unable to secure a face-to-face meeting. Your interpretation of 'Threnody for a Ravenous Ghoul' was peerless! I'm delighted you agreed to join us tonight."

Alora stood there in silence, surprised by the appearance of this handsome foreigner and his wealth of compliments. Lucky for us, another visitor broke the silence.

The bearded, hawk-faced older man beamed at us as he entered the room. I knew it must be Professor Burgevin. He was attired in animal hides and furs, looking more like a tribal shaman than a tenured music professor.

The man clapped his hands together. "Excellent! You two have already met! Miss Alora, I'm sure that Mr. Khanpreen, the modest individual that he is, hasn't divulged this, but you have him to thank for arranging this concert. His generous donation to the school allowed us to secure your services for the evening."

Khanpreen closed his eyes, then bowed and kissed Alora's hand. "Coin well spent, professor. I'm happy to support the school in any way I can. But of course, I would be lying were I to say I didn't have my own personal reasons as well."

The warm umber of Alora's cheeks reddened. "Oh, I'm flattered. Thank you for this opportunity. Both of you. Now if you don't mind, I still need some time to prepare."

Burgevin nodded. "Of course! Come, Mr. Khanpreen, I'll see to it you have the best seat in the auditorium. Although, if you sit in the middle of the back row, the geometry of the architecture amplifies the acoustics in such a way that..."

Alora returned to her chair as Khanpreen and Burgevin exited the room. I kept the door ajar and watched the pair leisurely stroll down the hallway. When they reached the end of the hall and were about to enter the auditorium, another man emerged from the shadows.

He was elderly, bald, and wore a robe of palm cloth decorated in intricate geometric patterns. The grim-faced foreigner had the humble posture of a servant as he approached Khanpreen, who gestured expectantly. Bowing his head, the newcomer held out an irregularly

shaped, tightly woven basket to the Osirian. Khanpreen removed the lid, reached in, and pulled out a thick stack of brown parchment. He handed this over to Burgevin, who took a deep breath and nodded. The professor didn't seem too thrilled about the handoff.

I couldn't be sure what else the basket contained, but I guessed it held more than just papers. The old man struggled under the weight of the strange container as he stood in Khanpreen's shadow, poised as if waiting for a command. I marked him as a personal attendant of some sort.

After waiting for the three men to exit the backstage area, I closed the dressing room door.

I turned to see Alora staring into nothingness, a smile on her face. It seemed the Osirian's charms had worked their desired magic.

"All right, snap out of it," I said. "He wasn't *that* good looking. You still have a show to do."

Alora bolted upright in her chair. "Oh come now. I noticed you lost your calm when he came in, too. Don't fool yourself; that's one handsome man, and he's obviously prosperous if he funded

what the school shelled out for my performance. If Mr. Khanpreen has looks, taste, and money, that's worth exploring. Maybe we can return to Karcau sooner than we thought. Or maybe even Sothis. Why stay up here in dreary Ustalav? This Osirian might be the answer to all our troubles."

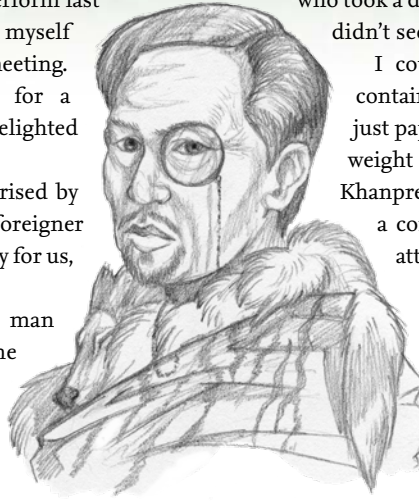
I patted the air in a soothing gesture. "Slow down. You're going to have a lot of admirers in your travels. Some them might be wealthy, but few will have your best interests at heart, trust me. We know practically nothing about this Osirian. He's charming, sure, but I get the same feeling from him as I do this whole damn town. Something not quite right."

Alora frowned at me. "Are you mad that I didn't introduce you? I'm sorry, but he really made me nervous. I'll be sure to make a proper presentation after the show."

"Don't bother. I was invisible once he saw you. Let's keep it that way. It'll make it easier for me to observe him tonight. But enough about Khanpreen of Sothis. You're on in just a few minutes. Better get moving."

Alora half rose, but stopped at the sour expression that must have come to my face. I was usually better at hiding my emotions while at work, but the whole situation had my worries simmering closer to the surface.

"What is it?" she asked.



Professor Burgevin probably thinks that his particular style of dress honors those cultures whose music he studies, but it comes off as the foolish affectation of a privileged scholar.

I bit my lip. "Well, since you asked... Are you sure you want to perform in *that* costume?"

She gave me a panicked look and checked herself over. "Why wouldn't I? What's wrong with it? A tear? A stain? Tell me!"

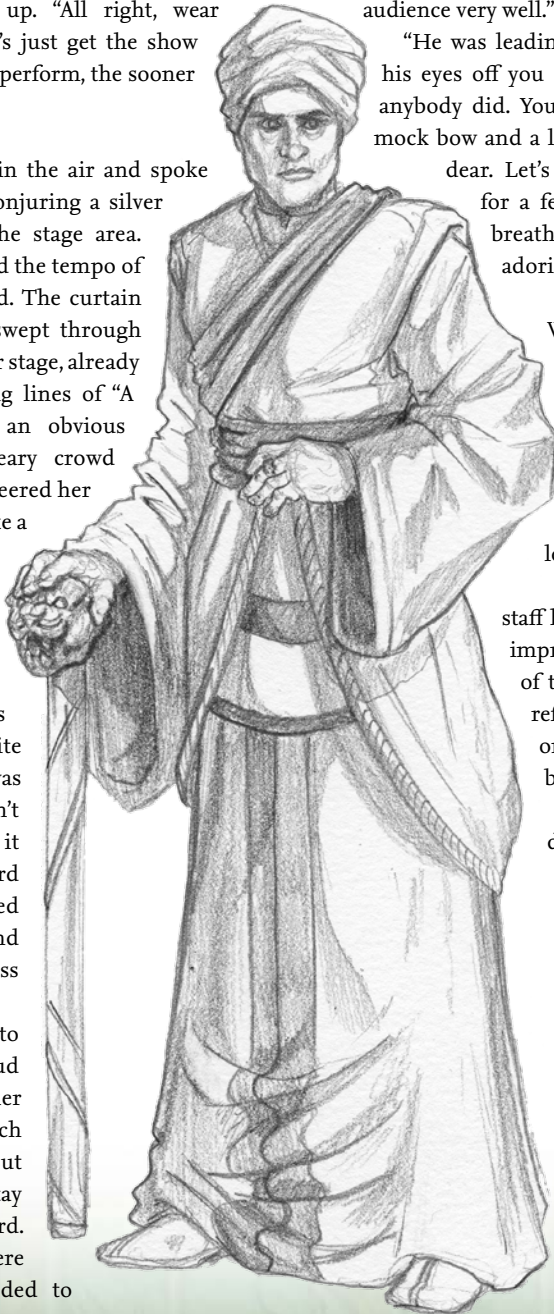
"Don't get me wrong, you look beautiful, but it's just a bit too revealing, don't you think?"

My sister tilted her pointed chin and nose up in the air and smugly pressed her lips together. "Elena, I don't need you to school me in the ways of the theater. Now be off and do whatever it is that bodyguards do." She waved dismissively, as if I were but a lowly stagehand who couldn't deign to understand the complex lifestyle of a famed performer.

I threw my hands up. "All right, wear whatever you want. Let's just get the show started. The sooner you perform, the sooner we're out of here."

Alora raised her arms in the air and spoke a few short syllables, conjuring a silver cloud that shrouded the stage area. The crowd fell silent and the tempo of the orchestra quickened. The curtain parted and my sister swept through the mist and onto center stage, already belting out the opening lines of "A Rose for Rozenport," an obvious local favorite. The weary crowd came to life and they cheered her on. She worked them like a seasoned professional. From backstage, I could see for the first time how the little girl I'd left behind in Karcau all those years ago had turned into quite the woman. Her voice was otherworldly. If I hadn't been there to witness it myself, I'd have had a hard time believing it emerged from a mortal being and not some ancient goddess of harmony.

It was difficult not to get caught up as a proud big sister watching her perform in front of such an adoring audience. But I forced myself to stay vigilant as her bodyguard. I hadn't forgotten there was an Osirian I needed to



keep an eye on—and not just because of his handsome features.

Thankfully, her performance enthralled the crowd and the concert went off without incident, other than the audience begging her for an encore. She allowed them one last thrilling chorus, then stepped back and bowed as the curtain closed to a thunderous applause.

Alora wiped the sweat from her forehead and turned toward me with a big smile on her face. "Here's your second lesson, Elena: always leave them wanting more."

I smiled and gave her a round of applause of my own. "You were amazing! I'm speechless."

"Thanks, Sis! Oh... Did you happen to notice how Khanpreen liked the show? I couldn't see into the audience very well."

"He was leading the cheers. I don't think he took his eyes off you once. But then again, I don't think anybody did. You really astounded them." I made a mock bow and a little flourish. "Now come along, my dear. Let's head back to your dressing room for a few minutes. You should catch your breath before going back out to meet your adoring public."

When we returned, the auditorium had undergone a metamorphosis. The crowd had thinned out following the performance, as only a portion of the audience was permitted to attend the reception. The lucky few had been chosen by lottery earlier in the day.

Due to the extra space, the school staff had brought in additional candles to improve the lighting, as well as a number of tables containing hors d'oeuvres and refreshments. The orchestra remained on hand, providing more melodious background music.

The smaller size of the gathering didn't stop the attendees from

The man who called himself Khanpreen was quite handsome, but he put me ill at ease. Though he wore simple yet elegant robes, the Osirian carried himself with the bearing of a pharaoh.

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converging upon Alora like beggars on a wealthy noble. It made me nervous. As did the Osirian. I suspected he desired nothing more than to get Alora alone for a moment and was merely biding his time. I was determined not to let that happen, however much either of them wished it.

And there he was, as if on cue, pushing his way through the crowd around Alora, his elderly attendant shuffling along at his side. I placed my hands on the two daggers sheathed on my belt and moved to intercept.

Just as I closed in on the mysterious pair, the orchestra changed from its lighter musical selection to a riotous noise that clawed at my ears with breath-stopping intensity. The cacophony of the instruments rapidly progressed from frightening to horrific. A cold breeze swept through the room—and chaos filled the auditorium.

The shocking music seemed to come from nowhere and everywhere all at once. The sinister combination of melodies drove straight into my skull and burrowed down through my being to reach my very soul. My vision went red, as if a crimson veil had fallen over my eyes. I felt a sudden urge to cut the throat of everyone in the room, including Alora. But first, I had my eye on a long-necked youth who had the misfortune of standing in my way.

His gaze met mine. A protruding vein in the middle of his forehead pulsed rapidly. The youth bared his teeth and growled something in an unfamiliar language. A stone pendant hanging at his throat glowed an eerie emerald green. The next thing I knew a palm struck me square in the chest and I flew backward. I can barely remember the back of my head striking the stone wall before my crimson vision faded into darkness.

I'm not sure how long I lay unconscious. When I came to, only silence filled my ears and my vision had returned to normal. The destructive, overpowering music had ceased and I appeared to be the only living person in the auditorium. I recognized a number of the fresh corpses—students, scholars, even the youth who'd knocked me senseless with some manner of magic. Death had come to them in many ways. Some had met their end by obvious sorcery, a few from bludgeoning, others with wrists and throats slit. From what I could surmise based on the angles of the wounds, the majority of the latter fatalities were self-inflicted.

Death played no favorites that night; it came to everyone regardless of age or race, gender or class. Not even Professor Burgevin or the members of the orchestra were spared. Their bloody hands told of the maddening intensity of their performance. Burgevin had met a particularly grotesque end. The professor had shoved his conductor's wand up through his right nostril and into his brain. He had been so forceful that

I could just barely see the bottom end of the wand emerging.

This grisly image shocked me back to my senses and I thought of Alora. I made a quick search of the room, but thankfully didn't find my sister's body anywhere. Nor did I see any sign of Khanpreen and his servant.

A sickening feeling shot through my gut and an icy coldness seized me. The Osirian had approached Alora in anticipation of this evening's horror. I knew it with all the instincts of my trade. I scrubbed my hands against my face, trying to gain back some sense of reality.

Things weren't adding up and it had all started with that damnable music.

While investigating the bodies of the orchestra members, I noticed an anomaly in the stacks of sheet music on the stands. Each music stand contained a single piece of worn brown parchment placed on top of a stack of yellowed ones—the same type of parchment Khanpreen had provided to Professor Burgevin backstage. I took a step closer to examine one of the sheets, but stopped myself. I wasn't a musical genius like my sister, but I could read sheet music well enough to get by.

I wondered... if the musical notes were indeed the source of the madness that had engulfed the auditorium, then perhaps I would suffer the effects again just by reading them.

It must have been only by Desna's good graces that I had been spared the music's full effects when I was knocked unconscious. I owed my life to that ensorcelled youth who had sent me crashing into the wall, and I meant to repay him by taking the life of the person responsible for his death.

Khanpreen. I'd see to it that fiend would meet his end under my blade. I just needed to find him, his servant, and Alora. I became convinced they had targeted my sister specifically and wanted to remove her from the auditorium before chaos was unleashed. For what purpose, I had no idea. But it gave me hope that Khanpreen needed her alive. I'd tear both Ustalav and Osirion apart looking for them if I had to.

I was just about to run outside into the moonlight to begin my search of the campus grounds when a bloodcurdling scream erupted from backstage.

Alora.

I pulled two daggers from my boots and darted behind the curtain. The door to Alora's dressing room was closed. I turned the knob, but it wouldn't budge. I aimed a back-kick just above the doorknob. The wood cracked as the force of my strike nearly knocked the door off its hinges.

I entered the dressing room, ready to take down anyone that stood between me and Alora, but I froze in my tracks, immobilized by some eldritch force. Khanpreen, his servant, and a gagged Alora faced me.



What was once a cramped storage-area-turned-dressing-room became a makeshift observatory, thanks to the uncanny portal on the far wall. Stars from some unknown corner of the galaxy winked in the darkness beyond.

My sister seemed to be under the same enchantment as I.

The Osirian smirked. He stepped forward and ran his hand over my cheek. “Now I remember you. You’re that observant little girl who answered the door when your mother had guests. Why, you’ve grown into her very image. Ah, the memories of Karcau nights are flooding back to me. I’m half tempted to take you with us, but my daughter must cut all ties with your world. Her future lies in the blackness between the stars, where she can be taught how to properly harness her gifts.” Khanpreen looked over at his servant and nodded. “Matumbo, the device if you will. It’s time.”

Khanpreen’s servant reached into the basket and produced a large, many-sided black stone. Matumbo began chanting in a strange tongue, but it was no language meant for human ears. A chill ran up my spine as a dark portal materialized along the rear wall of the dressing room.

I could only stare helplessly at Alora. The image of tears rolling down her face is one I’ll never forget. Khanpreen dismissively waved at me. “Forget this night. It’s not all bad, is it? Your sister is going home, after all. At least you were able to say goodbye. And as a favor to my daughter, I will allow you to live.”

Khanpreen turned and threw Alora over his shoulder. Without looking back, he stepped into the abyss and vanished. Matumbo followed at his heels, and the portal closed behind him.

I staggered, gasping for breath, my knees weakening. My head reeled with what I had just seen, what that beast had told me.

As I stood there, shaking with dread for my sister’s fate, knowing in my bones I would go to the grave never knowing who—or *what*—Khanpreen was or where he had taken Alora, a man came running into the room from the hallway. A balding and whip-thin fellow, his expression flickered from shocked to fury to panic and back around again. I recognized Henri Meirtmane, Dean of Expeditions, who stared at the wall where the portal had been as if he could see through to where it had led. Only when he looked at me did he regain some composure.

His face hardened, and he glared accusingly. “Young lady, you have some explaining to do.”

Without thinking, I shot a boot at his face. Cartilage crunched as it broke. He collapsed with a startled cry and lay whimpering on the floor, cradling his bloody nose.

“That makes two of us,” I said.

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In my most recent travels, I encountered a tribe of ettercaps who worshiped a great standing stone that rose out of the center of a vast, deep pit. Between the ground and this stone, the creatures had woven haphazard bridges from their webbing, which looked unfit to hold even a single one of the hulking beasts. In the dead of night, I ventured across one of the stronger spans to further investigate their idol stone, and discovered a great, fossilized spider embedded within it, larger than an elephant. Strange as that was, odder still were the whispers that rose from the ancient remains—whispers that still echo in my mind, gnawing at my sanity like a rat trapped in a barrel. The voice came from somewhere far below, deep in the bowels of the Darklands, I know, but beyond that, I know nothing, not even the strange words it speaks in my dreams.”

—Professor Gardiran Jovelay, Sincomakti School of Sciences

This volume of the Strange Aeons Adventure Path takes place primarily in three of the major ports on the Inner Sea and Obari Ocean. Sure to add a touch of horror to the PCs' travels or to any campaign, this bestiary presents a self-replicating mass of disgusting protoplasm, a mysterious construct made of skin, a terrifying and ruthless clockwork, a messenger in service to the King in Yellow, and the Great Old One Atlach-Nacha.

TROUBLE ASHORE

The PCs have clear goals and destinations in all three cities they visit as part of this volume's adventure, but even if they make a beeline directly for the subject of their interest, it is possible for them to encounter additional inhabitants and threats in each area. During the course of the adventure, there is a 40% chance of a random encounter every hour the PCs spend exploring one of the three cities. If they take special caution to get in and out of the settlements without additional hassle, this chance decreases to 20%, but even those wishing to avoid conflict can't completely escape it in places such as these.

GMs should use their discretion when rolling random encounters, and reroll when a result is inappropriate for the PCs' current location or situation. For example, the PCs are unlikely to encounter a band of gnoll toughs in Cassomir, while such a conflict might be commonplace on the streets of Okeno. Further, since the adventure spans a range of character levels, some random encounters might be too easy or too difficult for the PCs, depending on where they are in the course of the adventure. If the result rolled is outside the Challenge Rating range appropriate for the PCs, roll again on the random encounter table or choose a different encounter.

The following are descriptions of the relevant entries listed on the Ports of the Inner Sea Encounters table.

Cult of Hastur (CR 12): The adventurers' investigations have not gone unnoticed, and the cult of Hastur hopes to stop them before the PCs get too close. While the PCs are making their way through the city, they're beset by a small band of cultists. The cult is headed by a cult leader (*Pathfinder RPG GameMastery Guide* 279; replace the Healing domain with the Rune domain), who oversees four conjurists (*GameMastery Guide* 279). If the PCs encounter and defeat the cult early in the adventure, a similar (perhaps more advanced) party may attack them later in their journey.

Gnoll Thugs (CR 10): While gnolls are a common enough sight in Okeno, they are much less prevalent in other parts of the Inner Sea region. Their presence isn't forbidden in either Cassomir or Katheer, as long as they obey the cities' laws and do not cause trouble. This restriction doesn't always work to quell gnoll threats, however, and in all three cities, small bands of raiders operate clandestine thieves' guilds or mercenary leagues

PORTS OF THE INNER SEA ENCOUNTERS

d%	Result	Avg. CR	Source
1-7	1d6+1 griefgalls	9	<i>Bestiary</i> 5 133
8-13	1 marid	9	<i>Bestiary</i> 142
14-18	Gnoll Thugs	10	See below
19-25	1 nosferatu	10	<i>Bestiary</i> 4 268
26-31	1 clockwork vivisectionist	10	See page 82
32-37	1d4+1 shadow collectors	11	<i>Bestiary</i> 5 228
38-44	2d4 sea drakes	11	<i>Bestiary</i> 2 109
45-50	1d6 hounds of Tindalos	11	<i>Bestiary</i> 2 158
51-57	Cult of Hastur	12	See below
58-64	2 rakshasas	12	<i>Bestiary</i> 231
65-71	1d3 rukhs	12	<i>Bestiary</i> 4 228
72-78	1 hooded harbinger	12	See page 88
79-84	Rowdy Pirate Crew	13	See below
85-90	1 devilbound sorcerer	13	<i>Bestiary</i> 4 56
91-96	Hired Assassin	14	See below
97-100	1 handmaiden devil	14	<i>Bestiary</i> 2 86

that work the streets like criminals of any other race. One such band corners the PCs and demands 10,000 gp worth of treasure if they wish to be allowed to pass by and escape with their lives. This group consists of four gnoll sergeants (*Pathfinder RPG Monster Codex* 96) and two gnoll lieutenants (*Monster Codex* 96).

Hired Assassin (CR 14): In addition to assailing the PCs directly, the cult of Hastur has hired a skilled assassin to eliminate them before they catch up to Count Lowls. A lone wolf, the killer (use the statistics for an unseen archer; *Pathfinder RPG NPC Codex* 154) knows that the PCs outnumber him and could easily best him in open conflict. He snipes at his targets from rooftops or down abandoned alleyways, and is content to fell a single foe and immediately flee to avoid capture, only to pick off the next target the following night or in the next port.

Rowdy Pirate Crew (CR 13): After a series of unfortunate events and misunderstandings—likely no real fault of the PCs—the adventurers find themselves at odds with a crew of drunken pirates, angry as a shaken hornets' nest. This encounter works best on any of the cities' docks, but can also be run wherever the pirates can corner the PCs should they follow them further inland. The pirates' party consists of a pirate captain (*GameMastery Guide* 281) and six raiders (*GameMastery Guide* 280). If the adventurers can avoid combat and calm the riled crew through bribery, diplomacy, or other means, they may gain a potential ally in that port, as the pirates are impressed with the PCs' unique approach and cunning resolution to the confusion.

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CLOCKWORK VIVISECTIONIST

The mechanical workings of this humanoid figure are incredibly complex, but the gore-spattered scalpels it has on one hand and the glistening syringes inside its cage-like chest make its intentions clear.

CLOCKWORK VIVISECTIONIST CR 10   

XP 9,600

N Medium construct (clockwork)

Init +6; **Senses** all-around vision, darkvision 60 ft., low-light vision; Perception -1

DEFENSE

AC 24, touch 14, flat-footed 20 (+2 Dex, +2 dodge, +10 natural)

hp 91 (13d10+20)

Fort +4, **Ref** +8, **Will** +3

DR 10/bludgeoning; **Immune** construct traits

Weaknesses vulnerable to electricity

OFFENSE

Speed 30 ft.

Melee 2 claw +22 (2d6+9 plus grab)

Special Attacks anesthetizing injection

STATISTICS

Str 28, **Dex** 15, **Con** —, **Int** —, **Wis** 9, **Cha** 1

Base Atk +13; **CMB** +22 (+26 grapple); **CMD** 36

Feats Improved Initiative^B, Lightning Reflexes^B

SQ difficult to create, efficient winding, standby, swift reactions

ECOLOGY

Environment any

Organization solitary

Treasure none

SPECIAL ABILITIES

Anesthetizing Injection (Ex) A clockwork vivisectionist that has pinned a victim can try to anesthetize the victim with fluid-filled syringes normally stored in the vivisectionist's chest compartment. The vivisectionist performs the injection as a standard action. This deals no damage, but the victim must succeed at a DC 16 Fortitude save or be paralyzed for 1d6 minutes. This is a poison effect. The save DC is Constitution-based.

Efficient Winding (Ex) A clockwork vivisectionist can function for 2 days per Hit Die every time it is wound.

Standby (Ex) A clockwork vivisectionist can place itself on standby as a standard action. While on standby, a clockwork vivisectionist cannot move or take any actions, but it remains aware of its surroundings. Time spent on standby does not count against the vivisectionist's wind-down duration. A clockwork vivisectionist can exit standby as a swift action.

Assembled by unknown creators for inscrutable purposes, clockwork vivisectionists wait in the depths of ageless dungeons or within the tombs of forgotten kings. When wound, they pursue a single purpose: to examine the inner workings of living humanoids. They approach this task with a cold, insatiable curiosity

that has somehow been programmed into their clicking levers and complex gear trains. Clockwork vivisectionists enter combat only to paralyze victims for later vivisection.

ECOLOGY

Clockwork vivisectionists are vaguely humanoid in shape, but they diverge from this general form in disturbing ways. They typically stand 6 feet tall and weigh 250 pounds. They have four segmented mechanical legs that allow them to move quickly in any direction. Their chests are wrought metal cages that swing open to reveal an assortment of syringes loaded with paralyzing poisons, and their misshapen arms end in vicious surgical implements, often caked with dried blood and bits of gore. A clockwork vivisectionist's head has three visages, each facing a different direction, allowing the vivisectionist to see in every direction at once. A vivisectionist's forged metal faces are often locked in expressions of horror, terror, or agony, as if whoever (or whatever) created them was building a facsimile of a humanoid, but had only ever seen faces expressing these emotions. Every few minutes, the faces rotate positions with a ratcheting sound, but it's unclear why a clockwork vivisectionist does this.

The clockwork mechanisms within a vivisectionist are noticeably more complex than those of clockwork constructs built by most sages and engineers in the Inner Sea region. Those few scholars who have examined a disassembled vivisectionist have noted the incredibly precise machining of the gears, the astonishing density of the gear trains, and the banks of levers that seem able to store information by locking into countless combinations of positions. It's possible that the information gleaned from their vivisections is stored within these mechanisms for later retrieval by their mysterious creators. Despite this complexity, clockwork vivisectionists have no true intelligence. The emotionless manner in which they carry out their experiments only amplifies the chilling horror of encountering one.

The key used to wind a clockwork vivisectionist is often difficult to recognize as a key at all. It usually takes an arcane shape and using it may require solving a puzzle of some kind. Examples include a star map cast in bronze that aligns with a star pattern on the clockwork's back (often depicting constellations unrecognizable to denizens of Golarion), a set of independently rotating rings with unfamiliar runes on them that must be inserted into a socket on the clockwork and rotated into the correct alignment, and a complex set of lenses and mirrors that must be correctly focused to shine a beam of light on a particular spot on the clockwork's body.

Because its singular purpose is to cut open and experiment on still-living creatures, a clockwork vivisectionist employs unusual tactics in combat.

Once it has pierced a victim with its scalpel claws and injected him with anesthetic, it drops the paralyzed victim and moves on to another. Only once all enemies are paralyzed or have fled will the vivisectionist begin “operating,” keeping each victim paralyzed but alive as long as possible (rarely longer than 1 hour) with regular injections from the bank of fluid-filled syringes in its chest. A victim can continue to attempt DC 16 Fortitude saving throws once per minute to escape the paralysis effect. A victim who escapes or is rescued once this process has begun may suffer from severe mental trauma even after here physical wounds have been healed.

HABITAT AND SOCIETY

Explorers of the deepest dungeons in Golarion report finding clockwork vivisectionists in isolated chambers surrounded by mutilated corpses that were the result of the vivisectionist’s past experiments. This can include entire corpses with the skin removed, organs affixed to walls in careful arrangements, and bizarre sculptures with eerie radial symmetry built from the body parts of multiple victims. Clockwork vivisectionists are often found in areas with connections to Azlant or Thassilon. However, they have also been found in the ruins of Shadun in Qadira, Tumen in Osirion, and in the catacombs of El-Fatar. It is rumored that the Pactmasters of Katapesh maintain a collection of clockwork vivisectionists, their mechanisms wound down and their keys carefully hidden away.

Though they don’t typically remain in one location, instead roaming tombs and dungeons in search of victims for as long as their windings will allow, clockwork vivisectionists often seek out traps, natural locations, or other creatures with daze or stun attacks that might help them to conduct their vivisections. Traps involving azure lily pollen (*Pathfinder RPG Ultimate Equipment* 111), cythillipedes (*Pathfinder RPG Bestiary* 5 65), Leng ghouls (*Bestiary* 5 120), or tenebrous worms (*Pathfinder RPG Bestiary* 2 260) are often found in the same area of a dungeon as a clockwork vivisectionist.

CONSTRUCTION

No one on Golarion has successfully constructed a clockwork vivisectionist in recent memory, or, if they are indeed the work of extraplanar entities, ever. However, arcane academics who have examined partially destroyed vivisectionists have reverse-engineered the process, and it’s rumored that the dwarven metalsmiths of Maheto and arcane researchers in Gurat are competing to be the first to build a functioning one.

Creating these clockworks requires precisely crafted gears and other refined mechanisms, plus various anesthetizing fluids, worth 8,500 gp. However, the process isn’t a

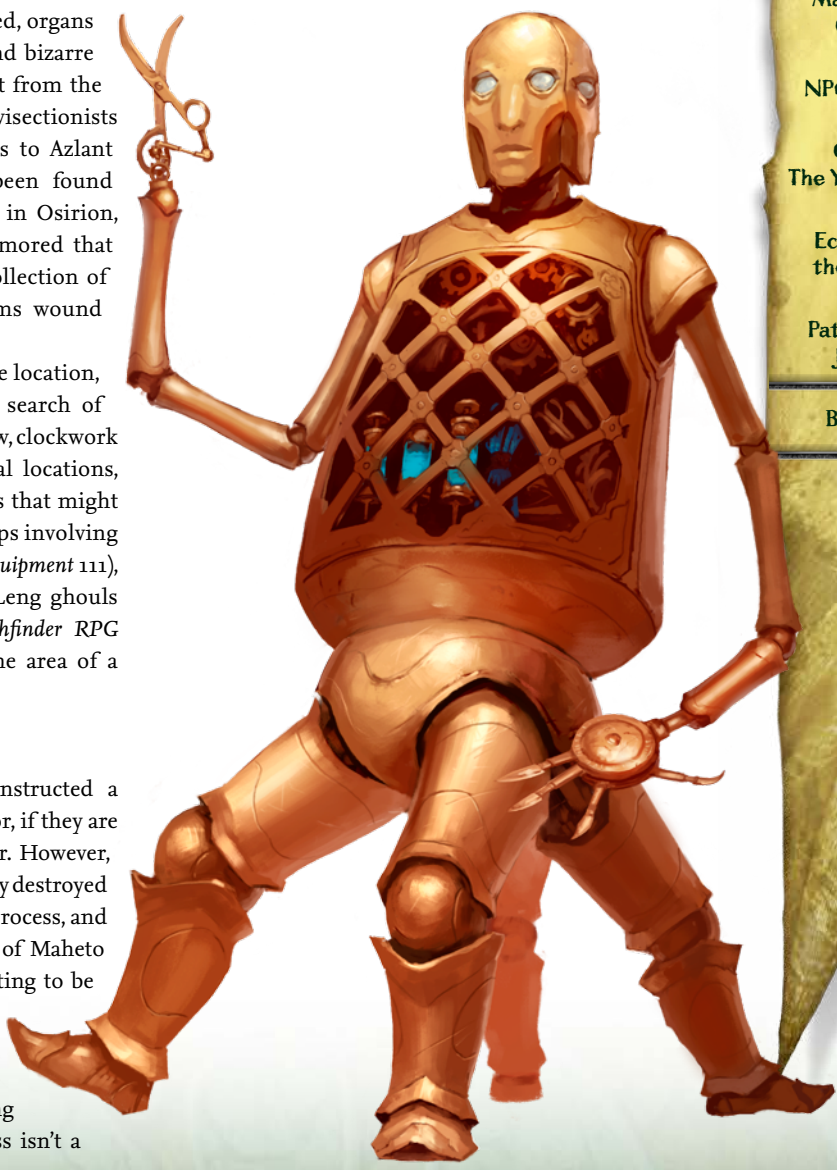
matter of simply building the mechanisms in the correct shape—some aspect of a clockwork vivisectionist’s function remains incomprehensible and alien to beings on the Material Plane, so aspiring clockwork makers must consult with extraplanar powers using *contact other plane*. One theory suggests that constructing the clockwork near a gate to Leng, or, for the truly adventurous builder, on Leng itself, may increase the chance of successfully creating a functional clockwork vivisectionist.

CLOCKWORK VIVISECTIONIST

CL 10th; **Price** 80,000 gp

CONSTRUCTION

Requirements Craft Construct, *contact other plane*, *geas/quest*, *limited wish*, creator must be at least caster level 10th; **Skill** Craft (clockwork) DC 20; **Cost** 44,250 gp



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GREAT OLD ONE, ATLACH-NACHA

The size of a bull elephant, this red-and-black arachnid has a bloated body and spindly legs, made all the more horrifying by the all-too-human appearance of its baleful visage.

ATLACH-NACHA CR 28

XP 4,915,200

NE Huge aberration (evil, Great Old One)

Init +23; **Senses** darkvision 60 ft., see in darkness, *true seeing*; Perception +46

Aura unspeakable presence (300 ft., DC 35)

DEFENSE

AC 46, touch 32, flat-footed 32 (+13 Dex, +1 dodge, +10 insight, +14 natural, -2 size)

hp 688 (32d8+544); fast healing 25

Fort +27, **Ref** +23, **Will** +29

Defensive Abilities *freedom of movement*, immortality, insanity (DC 35); **DR** 15/epic and lawful; **Immune** ability damage, ability drain, aging, cold, death effects, disease, energy drain, mind-affecting effects, paralysis, petrification, poison; **Resist** fire 30, sonic 30; **SR** 39

OFFENSE

Speed 80 ft., climb 80 ft.

Melee bite +39 touch (4d10+25/19-20 plus poison), 4 claws +39 (3d6+25/19-20)

Ranged web +35 touch (special/x3)

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

Special Attacks critical poisoning, dreams of futility, feed, mythic power (10/day, surge +1d12), penetrating bite, poison, powerful blows, webs (DC 43, 32 hp)

Spell-Like Abilities (CL 28th; concentration +37)

Constant—*feather fall*, *freedom of movement*, *true seeing*

At will—*astral projection*, *dimension door*, *dream*, *greater dispel magic*, *insanity* (DC 27), *levitate*, *nightmare* (DC 24), *sending*, *telekinesis* (DC 24)

3/day—*creeping doom*, *demand* (DC 27), quickened *feblemind* (DC 24)

1/day—*imprisonment* (DC 28), *symbol of insanity* (DC 27), *dominate monster* (DC 28)

STATISTICS

Str 44, **Dex** 36, **Con** 44, **Int** 29, **Wis** 33, **Cha** 28

Base Atk +24; **CMB** +43 (+47 bull rush); **CMD** 77 (79 vs. bull rush)

Feats Awesome Blow, Combat Reflexes, Critical Focus, Dodge, Greater Bull Rush, Greater Vital Strike, Improved Bull Rush, Improved Critical (bite), Improved Critical (claw), Improved Vital Strike, Mobility, Power Attack, Quicken Spell-Like Ability (*feblemind*), Spring Attack, Staggering Critical, Vital Strike

Skills Acrobatics +48 (+88 when jumping), Climb +60, Intimidate +44, Knowledge (arcana, dungeoneering, history, religion) +41, Perception +46, Sense Motive +43, Spellcraft +44, Stealth +40, Survival +46, Use Magic Device +41;

Racial Modifiers +40 Acrobatics when jumping

Languages Aklo, Undercommon; telepathy 100 ft.

SQ otherworldly leap, swift construction

ECOLOGY

Environment any underground

Organization solitary (unique)

Treasure triple

Origin Clark Ashton Smith, "The Seven Geases"

SPECIAL ABILITIES

Critical Poisoning (Su) If Atlach-Nacha confirms a critical hit with its bite, it injects its foe with 3 doses of poison (this increases the save DC by 4). A foe that is normally immune to poison can be affected by Atlach-Nacha's poison in this way, but the victim treats the poisoning as if it had been injected with only 1 dose.

Dreams of Futility (Su) Atlach-Nacha can impose its verminous dreams on any creature that has been rendered unconscious at any point in its life as a result of spider venom, that has come in contact with the Great Old One's webs, or upon whom Atlach-Nacha has fed. When Atlach-Nacha uses *nightmare* on such a target, the victim must also succeed at a DC 35 Will saving throw or become overwhelmed with futility. Whenever the victim attempts a skill check, or at the start of each round in combat, the victim has a 50% chance to act normally; otherwise, it takes no action. This effect persists for 24 hours but can be ended earlier via a successful *break enchantment* spell. This is a mind-affecting effect. The save DC is Charisma-based.

Feed (Ex) As a standard action, Atlach-Nacha can feed upon a helpless or willing living creature by biting it. This deals no hit point damage, but it does cause 2d6 points of Strength drain and 2d6 points of Dexterity drain. If a creature's Strength and Dexterity are drained to 0, any drain that would normally affect those ability scores instead affects Constitution—thus, if Atlach-Nacha feeds on a creature with Strength and Dexterity scores of 0, the Great Old One drains 4d6 points of Constitution instead. A successful DC 43 Fortitude save reduces the drain to the minimum possible. The save DC is Constitution-based.

Great Old One Traits Rules for Atlach-Nacha's Great Old One traits, such as immortality, insanity, its mythic abilities, otherworldly insight, and the base rules for unspeakable presence, can be found on page 306 of *Pathfinder RPG Bestiary 4*.

Immortality (Ex) If Atlach-Nacha is killed, its body splits open and unleashes a hideous mass of swarming spiders. Treat this swarm of spiders as a locust plague swarm (*Pathfinder RPG Bestiary 5* 192) save that it has a base speed of 60 feet, a climb speed of 60 feet, and no fly speed. If this swarm of spiders is allowed to reform after being dispersed by damage (or after 24 hours have passed), the spiders fall upon one another in a cannibalistic frenzy, with the last spider alive growing and growing until it becomes Atlach-Nacha reborn. If the swarm is truly destroyed as a result of devouring a good-aligned minor artifact or holy relic, Atlach-

Nacha is instead reborn 1d100 months later from one of countless hidden eggs in deep underground caverns—but typically not on the same world upon which it was most recently defeated.

Otherworldly Leap (Ex) Atlach-Nacha gains a +20 racial bonus on Acrobatics checks made to jump, and this stacks with its bonus to jumping from high speed. It treats all jumps as if it had a running start.

Penetrating Bite (Ex) Atlach-Nacha's bite penetrates all forms of armor. It resolves its bite attacks as if they were touch attacks.

Poison (Ex) Bite—injury; *save* Fort DC 43; *frequency* 1/round for 6 rounds; *effect* permanent paralysis plus 1d6 Strength drain; *cure* 3 consecutive saves. The save DC is Constitution-based.

Powerful Blows (Ex) Atlach-Nacha always modifies the damage from its physical attacks with 1-1/2 times its Strength modifier.

Swift Construction (Ex) Atlach-Nacha can create bridges or walls from its webs as a swift action. A web bridge is 15 feet wide and has a maximum length of 200 feet. A web wall functions as a *wall of stone* (CL 20th). Atlach-Nacha can use its climb speed to move on these webs, but other creatures treat it as sticky webbing (see the web universal monster rule on page 305 of *Pathfinder RPG Bestiary*) if they come in contact with it. Atlach-Nacha's web constructions collapse and melt into vapor after 1 day has passed, forcing the Great Old One to constantly toil to maintain its webs in a futile effort at permanence.

Unspeakable Presence (Su) Failing a DC 35 Will saving throw against Atlach-Nacha's unspeakable presence causes victims to become convinced they are covered with swarming spiders and tangled, sticky webbing. This causes victims to become nauseated for as long as the Great Old One remains in the area plus an additional 1d6 rounds. This is a mind-affecting effect. The save DC is Charisma-based.

Webs (Ex) Atlach-Nacha can make a ranged attack with its webs as a swift action. These webs have a range increment of 200 feet, and it can shoot up to 10 range increments.

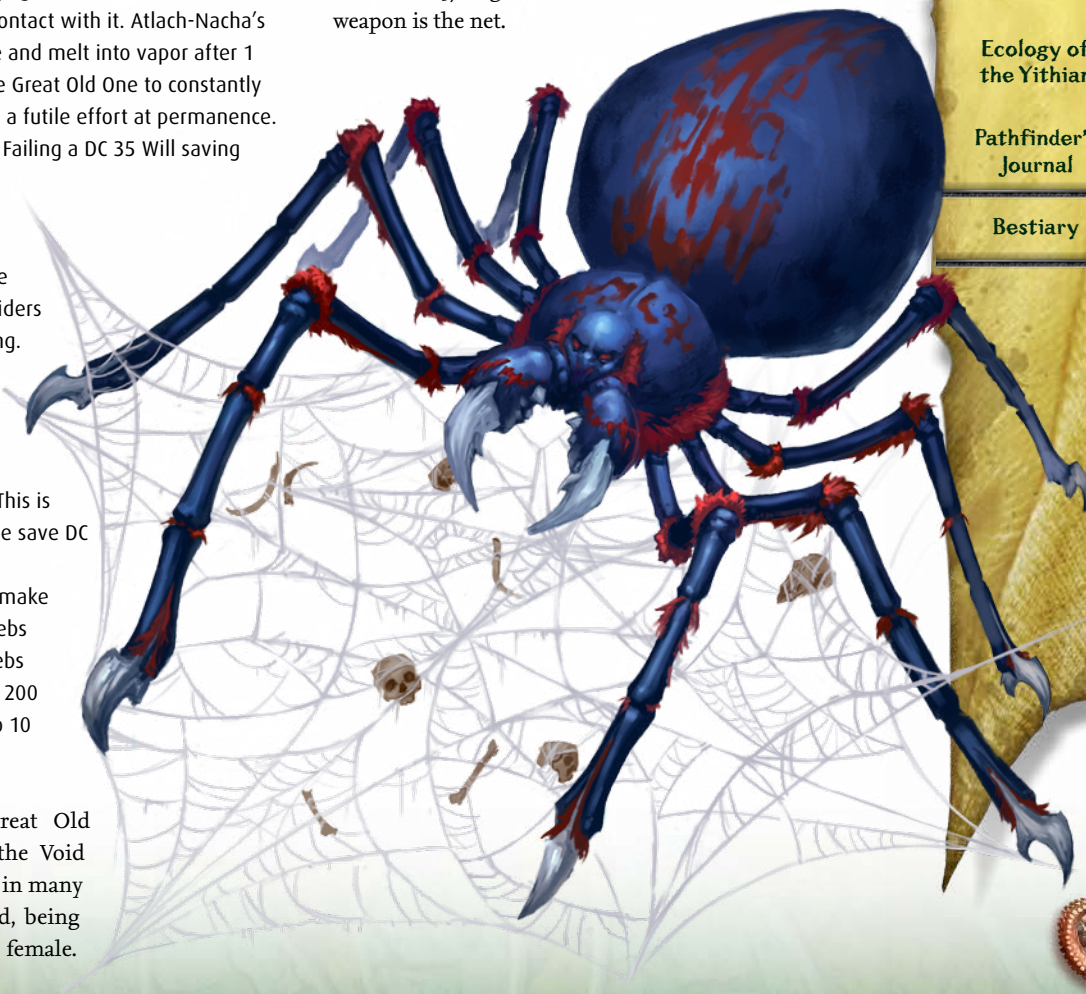
This strange arachnid Great Old One, known to some as the Void Weaver, is a dualistic entity in many respects. Its gender is fluid, being both and neither male and female.

It constantly toils to build, yet its creations are fated to fail. It exists both in the waking world and the realm of dreams. It embodies the alien form of the spider and the recognizable visage of humanity. To Atlach-Nacha, duality exists only to contradict itself.

Atlach-Nacha is an elephant-sized, red-and-black spider with a monstrously humanoid face, but at times it can appear as a woman with multiple long arms and a spider's lower torso.

ATLACH-NACHA'S CULT

Atlach-Nacha's worshipers venerate the spider god in an oddly dualistic way—as both a god of construction and a god of futility. To the Void Weaver's faithful, the act of building is as sacred as the act of deliberately allowing something to fail. Whether this is to create more opportunities for building or more opportunities to fail is irrelevant to these lunatic worshipers, who vacillate daily between the urge to create and the compulsion to give in to entropy and disorder. Atlach-Nacha's temples are often caves or ancient crumbling buildings infested with spiders. The Great Old One grants access to the domains of Artifice, Evil, Madness, and Void and to the subdomains of Construct, Isolation (*Pathfinder Campaign Setting: Inner Sea Gods* 225), Nightmare, and Toil. Its favored weapon is the net.



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HOLLOW ONE

The faint chemical smell lingering on this creature's skin hints that it is not simply a normal person. Small, almost imperceptible flaws suggest that the creature's skin is somehow stretched over an invisible frame.

HOLLOW ONE

CR 10



XP 9,600

N Medium construct

Init +9; **Senses** darkvision 60 ft., low-light vision; Perception +15

DEFENSE

AC 26, touch 16, flat-footed 20 (+5 Dex, +1 dodge, +10 natural)

hp 117 (15d10+35)

Fort +5, **Ref** +10, **Will** +5

DR 10/magic; **Immune** construct traits

OFFENSE

Speed 30 ft.

Melee 2 slams +22 (1d8+7/19–20)

Special Attacks dread, rage, sneak attack +3d6

STATISTICS

Str 25, **Dex** 21, **Con** —, **Int** 16, **Wis** 11, **Cha** 14

Base Atk +15; **CMB** +22; **CMD** 38

Feats Combat Expertise, Combat Reflexes, Deceitful, Dodge, Improved Critical (slam), Improved Feint, Improved Initiative, Toughness

Skills Bluff +21, Disguise +4, Intimidate +17, Perception +15, Sense Motive +15, Stealth +20

Languages Aklo, Common, Kelish

ECOLOGY

Environment any

Organization solitary

Treasure none

SPECIAL ABILITIES

Dread (Su) As a standard action, a hollow one can cause all creatures within 30 feet to become shaken for 1 minute. On a successful DC 19 Will save, affected creatures are instead shaken for 1 round. This effect doesn't cause a shaken creature to become frightened or a frightened creature to become panicked. This is a mind-affecting fear effect and the save DC is Charisma-based.

Rage (Su) As a free action after taking damage in combat, a hollow one can fly into a rage. While raging, the hollow one gains a +2 bonus to Strength and 30 temporary hit points, but takes a –2 penalty to AC. The rage lasts until the end of the battle or for 1 minute, whichever is shorter. A hollow one can voluntarily end this rage at any point.

Hollow ones are constructs that are made to resemble living humanoids. In most conditions, it requires a successful DC 30 Perception check to notice the supposed person is actually a construct, although inflicting any kind of wound on the hollow one immediately reveals the truth as the skin covering this creature unravels to reveal an empty cavity within. Hollow ones are complex

creations designed to fulfill a variety of purposes, most often acting as servants, guardians, or assistants. Each hollow one is bound by a physical similarity to a certain humanoid, who sacrifices a portion of himself in the formation process.

Unlike many constructs, however, the hollow one has a spark of intelligent life—the essence of its creator or the creator's victim. While this enlivening energy is little more than a shallow imitation of the original's true being, sometimes the hollow one can become more than an automaton and seek out its own life and motivations. These hollow ones are the most dangerous because they are most prone to madness (especially violent madness). Such a hollow one is the exception to the rule, however, and most are destined to become little more than slaves and playthings, obedient mockeries of those they were created to look like.

When encountered, hollow ones are often mistaken for undead creatures instead of constructs, mainly due to the unconventional building material required to create these creatures.

A hollow one is the same size as the humanoid it was fashioned to resemble, but weighs a mere fraction of his weight due to being only chemically treated skin.

ECOLOGY

As constructs generally created by alchemists, hollow ones are uncanny replicas of humanoids made from shreds of skin infused with magic and rare chemicals. Hollow ones have an advantage over many constructs in that they have intellects gifted to them by their creators during their construction. Even those who know the humanoids on which hollow ones are modeled well may still be duped by the hollow ones, as they are fashioned by a process similar to that used to create simulacra and their true nature is difficult to discern.

The fundamental intelligence of these creatures makes them dangerous, however. They are unstable beings, and 5% of hollow ones harbor a deep loathing and jealousy of their creator, to a point where they cannot abide continuing to serve them. These hollow ones turn on their owners, seeking to kill and sometimes replace them. Another 5% of hollow ones develop a greater intelligence and personality than the creatures on which they're modeled, becoming superior versions of the originals. Often seeking the immediate destruction of their would-be masters, these hollow ones have inflated views of their own importance and place in the world and proceed to try to convince others of it. These creatures gain a +4 bonus to both Intelligence and Wisdom and a +6 bonus to Charisma. Many of these hollow ones go on to take class levels, typically matching those of their creator (or the person being emulated).

Hollow ones begin as blank slates in terms of development. The energizing force within each evolves

differently, so that three hollow ones created at more or less the same time by the same master can result in three unique constructs depending on the context and situational factors in which they were created.

Some scholars make the assumption that the first hollow ones were created by foul creatures that made use of fleshwarping, but little evidence for this has been found. Records retrieved from before Earthfall mention hollow ones, so the practice of making these bizarre constructs is more than 10,000 years old, though it has only recently come to light again in Avistan.

HABITAT AND SOCIETY

Many hollow ones take on specific aspects of their creators. Some arcane psychologists and philosophers have suggested that the inherited aspect is the creator's most overriding emotion or state of mind at the time. Thus, a happy creator fashions a jolly hollow one, while a psychotic person creates a deranged one, and so on. However, the hollow one nurtures this aspect into something larger as it develops. Misery becomes overwhelming sorrow or joy becomes completely unbearable. Each year after its creation, the construct must succeed at a DC 25 Will save or lapse into madness brought on by these emotions. The direction this madness takes varies, but is always dangerous in some way.

Hollow ones develop their own mannerisms similar to—but not always identical to—their creators'. Those that escape into society often act as beacons for other constructs—paragons and leaders that use their constructed followers on crusades of their own twisted devising, taking on levels in various classes, and become tyrants, dictators, and saints in their own design.

Several narcissistic cabals and cults use hollow ones as tools of vengeance and assassination, creating scores of copies of the cult leader to visit punishments upon dozens of enemies at the same time, creating the illusion of omnipotence. Such tactics have been employed by power-crazed tyrannical alchemists, who go on a frenzy of self-harm and create scores of hollow ones. Sadly, such personal killers often become so crazed that they turn on their creator en masse and exact suitable revenge, usually starting by flaying the creator alive.

A tale circulating through Absalom speaks

of a thieves' guild that once operated in that city and employed hollow ones as patsies and for blackmail. The guild leadership would capture someone, torture the captive by flaying her skin, and then healing her so there was no evidence of the stolen tissue. They would then send the hollow one to commit a visible crime in order to implicate their victim. To clear her name, the victim was forced to pay the guild's leadership a hefty price.

OTHER HOLLOW ONES

The method for creating hollow ones don't restrict the form to be that of a humanoid. The form needs to be a creature that has skin, though. A catalog of constructs was recently unearthed from an old Azlanti ruin that described an aboleth hollow one that perplexed the ancient explorer who encountered the strange creature. Hollow ones made in the form of creatures with particularly durable skin could have a much higher natural armor bonus than the typical hollow one described here.

CREATING A HOLLOW ONE

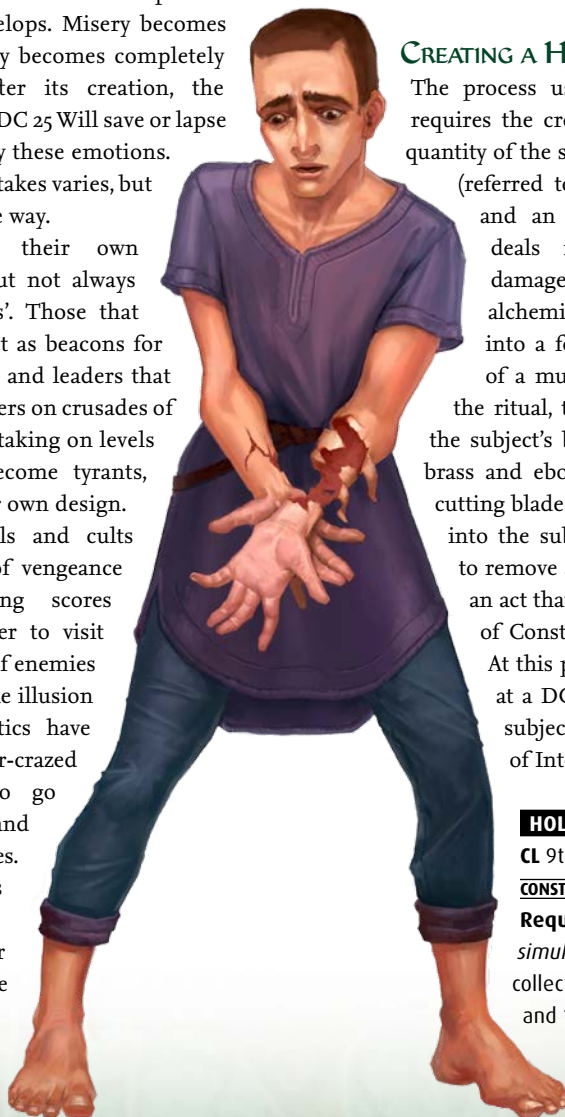
The process used to fashion a hollow one requires the creator to collect a considerable quantity of the skin of the person being copied (referred to as the subject) using knives and an arcane ritual that ultimately deals 1d4 points of Constitution damage to the subject. The skin is alchemically treated and enhanced into a form not unlike the wrappings of a mummy. At the final moment of the ritual, the creator removes a piece of the subject's brain using a specially created brass and ebony hook with a tiny movable cutting blade attached. This hook is inserted into the subject's brain through the nose to remove a portion of living brain tissue, an act that deals an additional 1d2 points of Constitution damage to the subject. At this point, the creator must succeed at a DC 30 Heal check; otherwise the subject permanently loses 1d3 points of Intelligence.

HOLLOW ONE

CL 9th; **Price** 42,000 gp

CONSTRUCTION

Requirements Craft Construct, *lesser simulacrum*^{UM}; 2 square yards of skin collected over the course of 1 month and 1 ounce of brain material; creator must be caster level 9th; **Skills** Craft (alchemy) DC 24 and Heal DC 24; **Cost** 21,000 gp



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HOODED HARBINGER

This creature resembles a mummified humanoid swathed in filthy, sallow rags. Its stooped posture and ragged coverings make its height hard to judge. Its arms appear abnormally long, or perhaps dislocated and hanging freely. A hood of the same jaundiced fabric obscures its face.

HOODED HARBINGER

CR 12



XP 19,200

CE Medium aberration

Init +8; **Senses** darkvision 60 ft., see *invisibility*;
Perception +21

Aura profane reek (DC 21), unnatural aura (30 ft.)

DEFENSE

AC 27, touch 17, flat-footed 23 (+4 Dex, +10 natural, +3 profane)

hp 161 (17d8+85)

Fort +12, **Ref** +11, **Will** +13

DR 10/lawful and slashing; **Immune** death effects, mind-affecting effects, poison; **Resist** cold 10; **SR** 23

OFFENSE

Speed 30 ft.

Melee 2 slams +20 (2d6+8/19–20 plus trip) or
melee touch +20 (bloodless touch)

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

Special Attacks channel negative energy 3/day (DC 21, command undead only), manifest Yellow Sign, prophetic utterance

Spell-Like Abilities (CL 15th, concentration +18):

Constant—see *invisibility*, *tongues*

At will—*detect good*, *detect law*

3/day—*confusion* (DC 17), *mass hold person* (DC 20),
plane shift, *silence* (DC 15), *teleport* (self plus 50 lbs.
of objects only)

1/day—*freedom of movement*

STATISTICS

Str 26, **Dex** 18, **Con** 21, **Int** 16, **Wis** 13, **Cha** 17

Base Atk +12; **CMB** +20; **CMD** 34

Feats Bleeding Critical, Combat Casting, Combat Reflexes, Command Undead[®], Critical Focus, Great Fortitude, Improved Critical (slam), Improved Initiative, Iron Will, Lightning Reflexes

Skills Acrobatics +24, Climb +28, Escape Artist +24, Intimidate +31, Knowledge (religion) +27, Perception +21, Stealth +24; **Racial Modifiers** +4 Knowledge (religion), +8 Intimidate

Languages Aklo, Common; telepathy 100 ft., *tongues*

SQ terrible visage

ECOLOGY

Environment any

Organization solitary

Treasure none

SPECIAL ABILITIES

Bloodless Touch (Ex) When a hooded harbinger makes a melee touch attack, its target must attempt a DC 23

Fortitude save. If the save is successful, the victim takes 2d6+8 points of damage and is wracked by pain for 1 round, gaining the staggered condition. It is thereafter immune to that hooded harbinger's bloodless touch for 1 day. On a failed save, the portion of the victim's body that is touched begins to swell and turn purplish-black as the blood flow to it is restricted. This effect deals 4d6+12 points of damage per round and the victim gains the staggered and sickened conditions from the intense pain. After 1d4 rounds, the victim can attempt a new saving throw each round to try and end the effect. The effect can be ended sooner by a heal spell or a successful DC 23 Heal check. The Heal check requires a precise incision to the affected flesh, and consequently deals 2d6 points of bleed damage to the victim as the pressure of the entrapped blood flow is released. Once a victim has been affected by a bloodless touch, it can't be affected by another until the effects of the first one have ended. If the effects are ended by a successful save, then that individual is immune to further bloodless touch attacks by that hooded harbinger for 1 day. The bloodless touch attack of a hooded harbinger affects only living creatures with recognizable physiology and a blood supply. Undead, oozes, most constructs, and creatures that are not subject to precision damage are immune to bloodless touch. The save DC is Constitution-based.

Manifest Yellow Sign (Sp) Once per day, a hooded harbinger can trace a mystical pattern in the air, causing a glowing, immaterial image of the Yellow Sign to appear before it. This image remains in place for 1d4 minutes. Any creatures within 100 feet who is able to see the sign (it glows as per *light*) must succeed at a DC 23 Will save or be confused for as long as the sign persists. The sign can be erased with *dispel chaos*, *dispel evil*, *dispel magic*, or *erase* with a successful DC 26 caster level check. Anyone under the effects of the Yellow Sign will not act against the hooded harbinger in any way, though that does not mean that they will follow its commands. The save DC is Charisma-based and includes a +2 racial bonus. This is a mind-affecting compulsion effect.

Profane Reek (Su) The musty, carrion stench wafting from the foul folds of a hooded harbinger's rags extends in a 5-foot radius, creating an aura of obscene influence around the creature. This terrible smell gives a hooded harbinger a profane bonus to its AC equal to its Charisma modifier. In addition, any breathing creature that enters this cloud must succeed at a DC 21 Fortitude save or be affected as though under the mental effects of a *mind fog* spell for as long as it remains within the profane reek's area of effect and for 2d4 rounds after it leaves. A creature that succeeds at its save is immune to the *mind fog* effect of that hooded harbinger's profane reek for 1 day. The save DC is Charisma-based.

Prophetic Utterance (Su) Three times per day as an immediate action, a hooded harbinger can mutter a prophetic utterance against any single creature within 100 feet that has just dealt damage to it. This mutter is unintelligible to anyone but the target, which hears the utterance as a telepathic message pronouncing its doom. The target is immediately affected by a *doom* spell (no save) for the next hour or until the utterance is successfully dispelled (requiring a successful DC 26 caster level check).

Terrible Visage (Su) A hooded harbinger never reveals its face. Only if slain or rendered helpless can anyone attempt to remove the hood and reveal the harbinger's true visage. However, as layers of the stinking, rotten wrappings around its face are peeled back or cut away, new layers are found beneath. These many filth-crusted layers can be removed only with 1d4+2 rounds of effort. If they are successfully removed, only those adjacent to the creature can see the revealed countenance and anyone able to do so must succeed at a DC 21 Will save or be affected by an *insanity* spell. Those who succeed at their saves are unaffected, as their minds mercifully erase the image from their memories. Those cured of the insanity receive the same relief. Immediately after the hooded harbinger's face is revealed, its body explodes in a massive flash of light and concussive force that completely obliterates all evidence of it. Anyone within 10 feet of the corpse when it explodes takes 6d10 points of force damage (Reflex DC 23 half) and must attempt two DC 23 Fortitude saves, one against blindness and one against deafness (both as per *blindness/deafness*). The save DC to resist the insanity effect is Charisma-based, and the save DCs to resist the explosion's effects are Constitution-based.

It is said that the Crawling Chaos is the messenger of the Great Old Ones, but whether this is by their command or his own whim is debatable. Regardless of why, the Great Old One known as Hastur sometimes instead relies on his hooded harbingers to relay messages to his far-flung cults and even to the High Priest Not To Be Described of mystery-shrouded Leng. These dread figures swathed in filthy yellow rags bear the whispered tidings of their Unnamed Lord. There are those who even speculate that the veiled priest of Leng is actually the greatest of the hooded harbingers, who gained some measure of autonomy—but the truth of this remains unknown. Thought to have originated in distant Carcosa by unthinkable means, hooded harbingers are exceedingly rare, and seldom is more than one encountered at a time.

Though tasked with the menial role of messengers, hooded harbingers take their charge very seriously. Infused with the hateful potency of their master, they are able to call

upon many terrible powers in defense of their duties. When forced into combat, they prefer to trip opponents with the trailing ends of their ragged arm coverings and administer their bloodless touch to as many victims as possible. They always attempt to use *plane shift* to flee if in danger of imminent defeat.

Serving as messengers for Hastur, hooded harbingers receive the communications they deliver directly from the Great Old One via mental transmission. Upon receiving the message, the hooded harbinger twitches and shakes as if it were having a seizure. During this time they are particularly dangerous, because if they are attacked or distracted in any way, they fly into a furious rage and the offender risks attracting the attention of the King in Yellow.

No one has seen a hooded harbinger's face and lived to describe it. If its hood is pulled back, the creature's head is seen to be completely swathed in the same filthy rags that cover its body. If it is helpless, the rags can be unraveled, but each layer only gives way to dozens of layers of the tattered yellow cloth. Eventually, a face is revealed, but it appears to be the face of the unraveler. If she is lucky, her memories are immediately wiped clean. If she is less fortunate or less able to forget, she is driven insane.



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PROTO-SHOGGOTH

Half-formed eyes, toothless mouths, gaping throats, and countless other malformed organs constantly form and dissolve over this monster's surface.

PROTO-SHOGGOTH

CR 11



XP 12,800

N Medium ooze

Init +7; **Senses** all-around vision, low-light vision, tremorsense 60 ft.; **Perception** +3

DEFENSE

AC 25, touch 17, flat-footed 18 (+7 Dex, +8 natural)

hp 138 (12d8+84); fast healing 5

Fort +13, **Ref** +11, **Will** +9

DR 5/—; **Immune** blindness, cold, deafness, disease, infestation, mind-affecting effects, ooze traits, sonic;

Resist acid 10, electricity 10, fire 10; **SR** 22

OFFENSE

Speed 30 ft., climb 30 ft., swim 30 ft.

Melee 4 slams +17 (1d6+8 plus grab)

Special Attacks constrict (1d6+8), create spawn, infect flesh

STATISTICS

Str 26, **Dex** 24, **Con** 25, **Int** —, **Wis** 16, **Cha** 1

Base Atk +9; **CMB** +17; **CMD** 34

Feats Great Fortitude^B, Iron Will^B

Skills Climb +16, Swim +16

SQ compression, merge

ECOLOGY

Environment any

Organization solitary or mass (2–8)

Treasure incidental

SPECIAL ABILITIES

Create Spawn (Ex) A creature that dies while suffering from a proto-shoggoth's infect flesh ability, either from the effects of the infection itself or from any other source, becomes a potential host for a new proto-shoggoth. Only 2d6 hours after death, as long as the majority of the creature's body remains relatively intact, a new proto-shoggoth tears itself out of the corpse. This destroys the old body, preventing spells like *Speak with Dead* or *Raise Dead* from functioning on the remains. A creature slain by an effect such as *Disintegrate* that leaves no body behind can't spawn a proto-shoggoth. Likewise, if an infected body is completely destroyed by fire, acid, or any similar effect, it can't spawn a proto-shoggoth. A body infected with proto-shoggoth material is not contagious—it can't infect other creatures through contact.

Infect Flesh (Ex) When a living creature takes damage from a proto-shoggoth's constrict ability, the monster infects the creature's flesh with its alien enzymes. The victim can resist this infection with a successful DC 23 Fortitude save. Otherwise, the creature becomes sickened as microscopic fragments of proto-shoggoth tissue infest the victim, slowly transforming it from the inside into proto-shoggoth material. In addition to being sickened as

long as the creature remains infected, it must succeed at an additional DC 23 Fortitude save once every 24 hours or it takes 1d4 points of Constitution drain as its body begins to consume itself. This is an infestation effect.

An infestation is similar to a disease, but it can be cured only through specific means; no matter how many saving throws a target succeeds at, the infestation continues to affect the target. While *remove disease* or similar spells can halt the progress of this infected flesh as if it were a disease, immunity to disease offers no protection.

Application of negative energy can halt this infestation as well; each time an infected creature is reduced to negative hit points by such an effect, the victim can attempt a new DC 23 Fortitude save. On a success, the infection immediately ends as the negative energy scours the proto-shoggoth material out of the victim's body. The save DC is Constitution-based.

Merge (Ex) As a full-round action that provokes attacks of opportunity, two proto-shoggoths can merge together in an attempt to fuse. In order to do so, each proto-shoggoth must succeed at a DC 25 Fortitude save—if either fails, both proto-shoggoths become staggered for 1d6 rounds. Those two proto-shoggoths are then incompatible, and can never again attempt to merge with each other, although the individual proto-shoggoths can attempt to do so with other proto-shoggoths in the future. If both proto-shoggoths succeed at the Fortitude save, they immediately merge together and form a Large proto-shoggoth syncytium (see the stat block below).

PROTO-SHOGGOTH SYNCYTIUM CR 14



XP 38,400

CN Large ooze

Init +11; **Senses** all-around vision, low-light vision, tremorsense 60 ft.; **Perception** +19

DEFENSE

AC 28, touch 16, flat-footed 21 (+7 Dex, +12 natural, –1 size)

hp 200 (16d8+128); fast healing 5

Fort +15, **Ref** +12, **Will** +10

DR 5/—; **Immune** blindness, cold, deafness, disease, infestation, mind-affecting effects, ooze traits, sonic;

Resist acid 10, electricity 10, fire 10; **SR** 25

OFFENSE

Speed 40 ft., climb 30 ft., swim 40 ft.

Melee 4 slams +22 (2d6+11/19–20 plus grab)

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

Special Attacks constrict (2d6+11), distracting cacophony

STATISTICS

Str 32, **Dex** 24, **Con** 27, **Int** 1, **Wis** 16, **Cha** 10

Base Atk +12; **CMB** +24 (+26 sunder); **CMD** 41 (43 vs. sunder)

Feats Cleave, Great Cleave, Great Fortitude, Improved

Critical (slam), Improved Initiative, Improved Sunder, Iron Will, Power Attack

Skills Climb +19, Perception +19, Swim +19

SQ compression, merge

ECOLOGY

Environment any

Organization solitary or mass (2–6)

Treasure incidental

SPECIAL ABILITIES

Distracting Cacophony (Su) Although a syncytium is not intelligent enough to understand language, its half-formed mouths constantly emit a distracting cacophony of sounds and nonsense words. A syncytium can activate this ability as a free action. All other creatures in a 30-foot radius must succeed at a DC 18 Will save or be staggered for 1 round. A creature that successfully saves cannot be affected by this proto-shoggoth's distracting cacophony again for 24 hours. This is a sonic mind-affecting effect. The save DC is Charisma-based.

Merge (Ex) As a full-round action, two proto-shoggoth syncytia can attempt to merge (see the Merge entry in the proto-shoggoth stat block on page 90); each must succeed at a DC 30 Fortitude save in order to merge. If both succeed at this save, they combine to form a fully-grown shoggoth (*Pathfinder RPG Bestiary* 249).

Early attempts by the elder things (*Pathfinder RPG Bestiary* 4 85) to craft life resulted in strange, heaving masses of protoplasm that displayed a disturbing hunger for living flesh. Emboldened by this discovery, the alien scientists soon stabilized this matter, resulting in the creation of the first proto-shoggoths.

A proto-shoggoth appears as a tangled mass of roiling flesh and organs weighing approximately 160 pounds, and is capable of forming all manner of hideous and nauseating shapes.

ECOLOGY

Proto-shoggoths have a singularly unusual and disturbing life cycle. While certain vile procedures can result in the artificial creation of a new proto-shoggoth, these creatures can also spawn new proto-shoggoths by infecting the bodies of other living creatures. Yet to grow, a proto-shoggoth does not feed—instead, it seeks out others of its kind to perform a voluntary sort of cannibalism with them, consuming and being consumed, and ultimately combining to manifest a larger version of the whole. Proto-shoggoths thus do not advance in power via the standard rules for increasing a creature's size detailed in Appendix 2 of *Pathfinder RPG Bestiary*.

HABITAT AND SOCIETY

Proto-shoggoths have no true society, and are driven by two overwhelming instincts: the urge to infect living flesh, and the urge to merge with other proto-shoggoths. Once a creature succumbs to such an infestation, a proto-shoggoth instinctually knows to linger in the area and attempts to merge with its freshly born offspring when it erupts from the victim's body. A proto-shoggoth tends not to remain in proximity with others of its kind that it has failed to merge with, but is not hostile toward such incompatible specimens.

Once two proto-shoggoths successfully merge and form a proto-shoggoth syncytium, the syncytium gains a rudimentary intellect that allows it to more successfully seek out others to merge with and finish the growth cycle into a full-fledged shoggoth. It can no longer infect flesh, though, nor can it merge with other non-syncytium proto-shoggoths, but it does understand that lingering in areas where other proto-shoggoths are active will, eventually, give it opportunities to grow. A proto-shoggoth syncytium often acts as a protector over its mindless "children" and has been known to use rudimentary cunning to lure (or more often chase) unsuspecting living creatures into proto-shoggoth nests.

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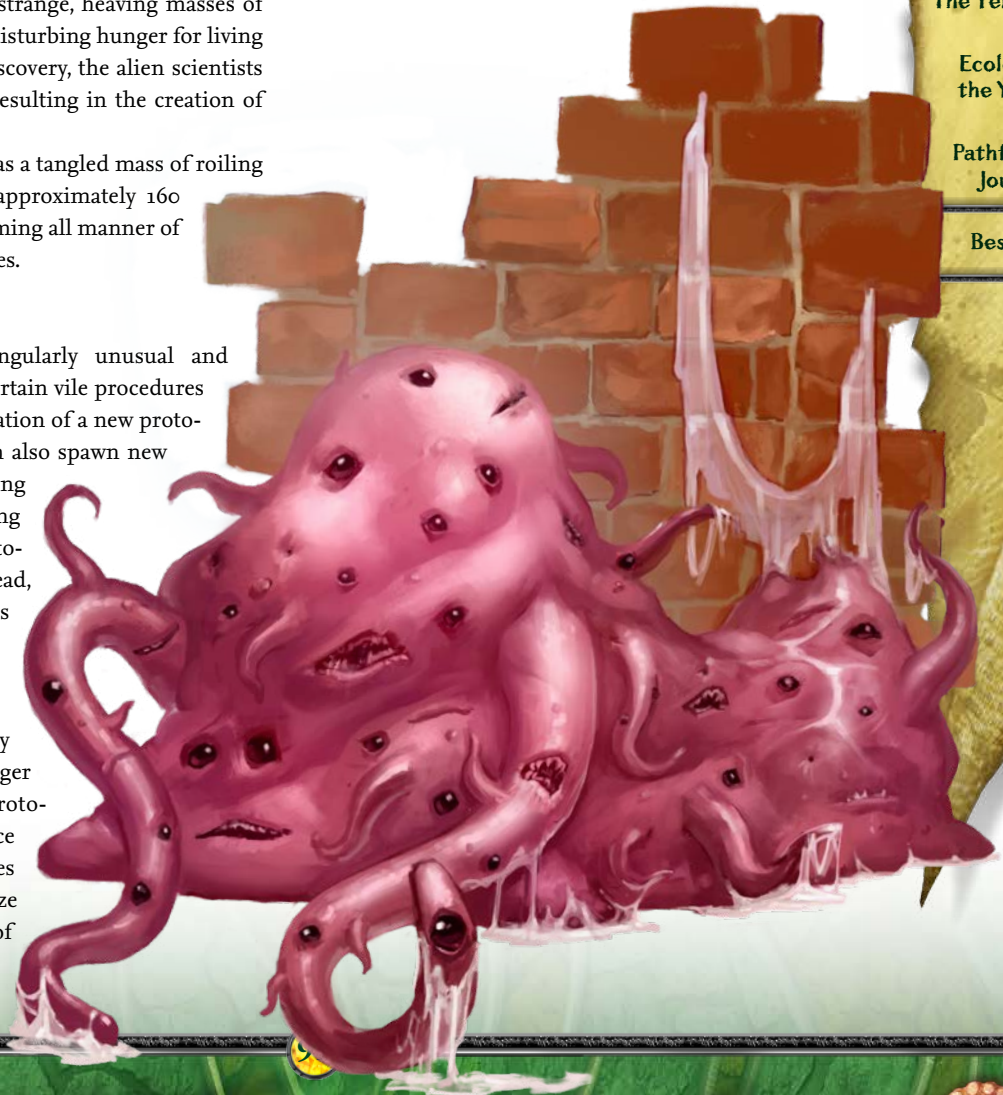
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NEXT MONTH

WHAT GROWS WITHIN

By John Compton

After finding the route to the lost city of Neruzavin, the adventurers must mount an expedition into the vast and deadly desert region called the Parchlands, where they hope to catch up to their treacherous former employer. They brave the desert's dangers and arrive in an abandoned city at the edge of a lake where a Great Old One slumbers. The adventurers must then track Count Lowl's party, recover a vile tome, activate the city's *Star Stelae*, and perform a powerful ritual that allows them to follow the count to Carcosa. Along the way, the characters must be careful they don't wake the slumbering Great Old One or stir up the flying polyps sealed beneath the city!

XHAMEN-DOR

By James Jacobs

Take a glimpse into the devious cult of the Great Old One Xhamen-Dor. Learn about how the Inmost Blot can spread its influence through dreams and about its plans to infect thousands of worlds with its presence.

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The physiology of this creature is confounding. Its various limbs serve no purpose that I can discern, and it does not even appear to have a mouth. What kind of deity (if any) would be insane enough to fashion such a being?



A MYSTERIOUS VISITATION

Before the great, hairy beast could snatch me up and devour me whole, my dream suddenly transports me elsewhere. I find myself in some fabulous city, though the architecture is unlike anything I have seen on Golarion. A voice echoes in my head. "Be not afraid, human. We have interrupted your slumber by transposing your mind with that of one of our own. We wish to learn all that you know of lost Carcosa." When a bizarre, conical alien being strides into view, my sanity finally breaks and I begin screaming. At this juncture, I cannot be certain whether or not I am describing my dreams or my memories.



NOT-SO-SWEET NOTHINGS

With their memories once again intact, the adventurers continue their pursuit of Count Lowls. But first they must visit Cassomir, where they believe the wayward noble is meeting with an old associate, but find only danger in his absence. Next, they travel to Katheer, capital city of Qadira, to track down a blasphemous tome in a hidden library, only to discover Lowls has stolen the vile book. They then venture to the slave-trading city of Okeno to pick up the count's trail again and encounter the mysterious and alien entity that has been haunting their dreams. If they can't stop their crazed nemesis before his plans come to fruition, doom will come for all!

This volume of Pathfinder Adventure Path continues the Strange Aeons Adventure Path and includes:

- "The Whisper Out of Time," a Pathfinder adventure for 10th-level characters, by Richard Pett.
- A gazetteer of the dangerous slaver city of Okeno, by Richard Pett.
- A look into the inscrutable ways of the alien beings known as yithians, by Paris Crenshaw.
- A diva has a fateful meeting in the Pathfinder's Journal, by Jason Scott Aiken.
- A bestiary containing a new Great Old One and other loathsome monsters, by Ed Grabianowski, James Jacobs, Richard Pett, and Greg A. Vaughan.



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