

ERLKING

Birdlike wings covered with autumnal leaves instead of feathers extend from the back of this regal, elf-like humanoid.

ERLKING

CR 18



XP 153,600

CN Medium fey

Init +7; **Senses** low-light vision; Perception +28

DEFENSE

AC 34, touch 15, flat-footed 29 (+7 armor, +4 Dex, +1 dodge, +12 natural; +2 deflection vs. evil or law)

hp 270 (20d6+200); fast healing 10

Fort +15, **Ref** +20, **Will** +17

Defensive Abilities *blur*, *protection from good and law*, **DR** 10/cold iron; **Immune** poison; **Resist** acid 30, cold 30, electricity 30

OFFENSE

Speed 70 ft., fly 90 ft. (good)

Melee +3 *cold iron keen longsword* +20/+20/+15 (1d8+12/17-20 plus bleed)

Ranged +3 *ironwood longbow* +20/+20/+15 (1d8+3/×3 plus bleed)

Special Attacks bleed (1d6), favored enemy (all humanoids +10), ironwood mastery

Spell-Like Abilities (CL 20th; concentration +25)

Constant—*blur*, *haste* (self only), *protection from evil*, *protection from law*, *speak with animals*, *speak with plants*

At will—*whispering wind*

3/day—*animate plants*, *black tentacles*, *cure critical wounds*, *haste*, *ironwood*, *move earth*, *plant growth*, *summon nature's ally VI*, *summon* (level 6, 1d4+1 centaurs or 1 treant 100%), *tree stride*

1/day—*finger of death* (DC 23), *repel metal or stone*, *summon nature's ally IX*

STATISTICS

Str 20, **Dex** 25, **Con** 28, **Int** 19, **Wis** 20, **Cha** 21

Base Atk +10; **CMB** +15; **CMD** 33

Feats Critical Focus, Disruptive, Greater Weapon Focus (longsword), Greater Weapon Specialization (longsword), Power Attack, Spellbreaker, Toughness, Vital Strike, Weapon Focus (longsword), Weapon Specialization (longsword)

Skills Acrobatics +19 (+35 when jumping), Bluff +18, Climb +12, Diplomacy +13, Fly +18, Handle Animal +15, Heal +10, Intimidate +25, Knowledge (geography) +17, Knowledge (nature) +27, Knowledge (nobility) +9, Perception +28, Perform (any one) +13, Ride +16, Sense Motive +18, Spellcraft +14, Stealth +29, Survival +15, Swim +17; **Racial Modifiers** +16 Acrobatics when jumping

Languages Common, Elven, Sylvan; *speak with animals*, *speak with plants*

SQ warrior fey

ECOLOGY

Environment temperate forests

Organization solitary, squad (1 plus 2–12 centaurs, 2–12 satyrs, and 1–2 treants), or army (1 plus 4–24 centaurs, 4–24 satyrs, and 2–5 treants)

Treasure double (*ironwood* chain shirt, *ironwood* longbow, *ironwood* longsword, other treasure)

SPECIAL ABILITIES

Ironwood Mastery (Su) Any *ironwood* armor an erlking wears gains a +3 enhancement bonus, and any *ironwood* weapon it wields is treated as a +3 *cold iron keen* weapon.

Warrior Fey (Ex) An erlking counts as a 20th-level fighter for all abilities and effects requiring fighter levels.

Erlkings guard the wildest, most pristine reaches of nature, and lead other fey to reclaim defiled lands. Most forest creatures acknowledge an erlking as king of the forest and arbiter in disputes between the people of the wilds. In most forests, an erlking is the brother or consort of a hamadryad, and represents the aggressive, dangerous, and vengeful aspect of the wilds.

An erlking is a blur of motion on or off the battlefield, using his powers to coordinate attacks against despoilers, manipulate terrain to his side's advantage, and call in reinforcements when his forces would be overwhelmed. When his services are not needed, an erlking retires to the realm of the fey.



FACHEN

This half-bodied monstrosity with a toothy mouth and stringy hair hops about on its single leg with unusual grace.

FACHEN

CR 5



XP 1,600

NE Medium aberration

Init +1; **Senses** darkvision 60 ft.; Perception +9

Aura fear (30 ft., DC 15)

DEFENSE

AC 18, touch 14, flat-footed 14 (+1 Dex, +3 dodge, +4 natural)

hp 45 (7d8+14)

Fort +4, **Ref** +3, **Will** +8

OFFENSE

Speed 30 ft.

Melee battleaxe +10 (1d8+5/×3), bite +5 (1d6+2)

STATISTICS

Str 20, **Dex** 13, **Con** 15, **Int** 6, **Wis** 12, **Cha** 15

Base Atk +5; **CMB** +10; **CMD** 24 (28 vs. trip)

Feats Acrobatic, Cleave, Iron Will, Power Attack

Skills Acrobatics +13, Perception +9, Stealth +6

Languages Common

SQ incredible balance

ECOLOGY

Environment temperate hills or plains

Organization solitary

Treasure standard (battleaxe, other treasure)

SPECIAL ABILITIES

Fear (Su) Each creature within a 30-foot radius that sees a fachen must succeed at a DC 15 Will save or be paralyzed by fear for 1d4 rounds. A creature that successfully saves is not subject to the same fachen's fear aura for 24 hours. This is a paralysis effect and a mind-affecting fear effect. The save DC is Charisma-based.

Incredible Balance (Ex) Despite its strange anatomy, a fachen is adept at keeping itself upright and out of danger. A fachen gains a +3 dodge bonus to AC and a +4 racial bonus to its CMD against trip combat maneuvers.

The fearsome fachen's terrifying visage paralyzes all but the most intrepid that happen across its hopping path. Reports disagree on just what it is about the fachen that turns one's blood to ice—the single leg and foot that somehow don't impair the being's balance or speed, the seemingly too-strong arm jutting from the center of the creature's torso, or the lone, bulbous eye leering maliciously at its would-be prey. Most likely it's a combination of all of these things mixed with the unrelenting rage and savagery that seems to ooze from its every pore.

Though the fachen's grotesque approximation of a humanoid form could be enough to scare a traveler witless on its own, no single part of the abomination's appearance induces fear like that of its mouth, a snarling and snapping thing filled with two full rows of long, sharp teeth—a mouth that looks like a cage out of a foul nightmare. Constantly gnashing or chomping in the air, it delivers grievous wounds to those who don't flee this terrible creature.

Though they're able to speak, fachens do so only to curse at those they encounter. These barbaric creatures have no discernible culture, and sages and naturalists are still puzzled as to how they even reproduce. It almost seems as if they are pure rage that spontaneous takes on a hideous natural form.

A typical fachen stands just short of 6 feet tall, and despite appearing to be half a person, weighs around 150 pounds because of its muscle mass. Though it isn't a very large creature, its fearsome composition and the aura of fear it exudes give it a presence that makes it seem much greater than its actual size.



Illustration by Dave Allsop



FAMILIARS

Presented on these pages are base animal statistics for five additional familiars beyond those most commonly used by spellcasters—of course, these statistics can also be used for normal animals as well. These familiars use the standard rules for familiars presented on pages 82–83 of the *Pathfinder RPG Core Rulebook*. Tiny or smaller familiars in this section use Dexterity to modify Climb and Swim skill checks.

SMALL FAMILIARS

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

Familiar	Special Ability
Archaeopteryx	Master gains a +2 bonus on Reflex saves
Dodo	Master gains a +4 bonus on initiative checks
Platypus	Master gains a +3 bonus on Swim checks
Sloth	Master gains a +3 bonus on Climb checks
Tuatara	Master gains a +3 bonus on Survival checks

ARCHAEOPTERYX CR 1/4   

XP 100
N Tiny animal
Init +2; **Senses** low-light vision; Perception +1

DEFENSE

AC 14, touch 14, flat-footed 12 (+2 Dex, +2 size)
hp 4 (1d8)
Fort +2, **Ref** +4, **Will** +1

OFFENSE

Speed 40 ft., climb 10 ft., fly 40 ft. (poor)
Melee bite +4 (1d4-4)
Space 2-1/2 ft.; **Reach** 0 ft.

STATISTICS

Str 3, **Dex** 15, **Con** 10, **Int** 2, **Wis** 12, **Cha** 7
Base Atk +0; **CMB** +0; **CMD** 6
Feats Weapon Finesse
Skills Climb +10, Fly +6
SQ weak flier

ECOLOGY

Environment temperate or warm forests
Organization single, pair, or nest (4-10)
Treasure none

SPECIAL ABILITIES

Weak Flier (Ex) An archaeopteryx can't hover or fly up at an angle greater than 45 degrees while flying.

Archaeopteryxes are primitive birds. Instead of beaks, they have lizardlike heads with serrated teeth.

DODO CR 1/4   

XP 100
N Small animal
Init +0; **Senses** low-light vision; Perception +3

DEFENSE

AC 11, touch 11, flat-footed 11 (+1 size)
hp 6 (1d8+2)
Fort +4, **Ref** +2, **Will** -1

OFFENSE

Speed 20 ft.
Melee bite +1 (1d3-4)

STATISTICS

Str 3, **Dex** 11, **Con** 14, **Int** 2, **Wis** 9, **Cha** 6
Base Atk +0; **CMB** -5; **CMD** 5
Feats Weapon Finesse
Skills Perception +3

ECOLOGY

Environment temperate or warm islands
Organization solitary, pair, or huddle (3-6)
Treasure none

Dodos are flightless birds that typically inhabit isolated tropical islands devoid of predators. Their boldness leads them to bumble into situations where they're easy prey.

PLATYPUS CR 1/6   

XP 65
N Tiny animal
Init +2; **Senses** electrolocation 30 ft. (while underwater), low-light vision; Perception +1 (+5 while underwater)

DEFENSE

AC 14, touch 14, flat-footed 12 (+2 Dex, +2 size)
hp 3 (1d8-1)
Fort +1, **Ref** +4, **Will**

OFFENSE

Speed 10 ft., swim 40 ft.
Melee spur +4 (1d3-4 plus poison)
Space 2-1/2 ft.; **Reach** 0 ft.
Special Attacks poison

STATISTICS

Str 2, **Dex** 14, **Con** 8, **Int** 2, **Wis** 13, **Cha** 11
Base Atk +0; **CMB** +0; **CMD** 6 (10 vs. trip)
Feats Weapon Finesse
Skills Perception +1 (+5 while underwater), Swim +14; **Racial Modifiers** +4 Perception while underwater
SQ semiaquatic

ECOLOGY

Environment temperate or warm rivers
Organization solitary
Treasure none

SPECIAL ABILITIES

Electrolocation (Ex) While underwater, platypuses can sense the tiny electrical currents that trigger muscle movement. This allows them to locate living prey and to distinguish it from inanimate objects. Treat electrolocation as lifesense with a range of 30 feet, but that functions only underwater.

Poison (Ex) Spur—injury; *save* Fort DC 9; *frequency* 1/round for 4 rounds; *effect* 1 nonlethal damage; *cure* 1 save.

Semiaquatic (Ex) Platypuses can hold their breath underwater for up to 5 minutes before they must start attempting Constitution checks to avoid suffocation.

Platypuses are egg-laying mammals that live in riverside burrows and hunt larvae and shellfish.

SLOTH CR 1/6   

XP 65

N Tiny animal

Init -2; **Senses** low-light vision, scent; Perception +1

DEFENSE

AC 11, touch 10, flat-footed 11 (-2 Dex, +1 natural, +2 size)

hp 5 (1d8+1)

Fort +3, **Ref** +0, **Will** +1

OFFENSE

Speed 5 ft., climb 5 ft.

Melee 2 claws -1 (1d2-3)

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

STATISTICS

Str 5, **Dex** 7, **Con** 12, **Int** 2, **Wis** 12, **Cha** 7

Base Atk +0; **CMB** -4; **CMD** 3 (7 vs. trip)

Feats Skill Focus (Stealth)

Skills Climb +10, Stealth +17, Swim +2; **Racial**

Modifiers +4 Climb, +4 Stealth, +4 Swim

ECOLOGY

Environment warm forests

Organization solitary or pair

Treasure none

Sloths are tree-dwelling herbivores. They are known for their efficient metabolisms and slow movement.

TUATARA CR 1/4   

XP 100

N Tiny animal

Init +1; **Senses** darkvision 60 ft., low-light vision; Perception +4

DEFENSE

AC 13, touch 13, flat-footed 12 (+1 Dex, +2 size)

hp 5 (1d8+1)

Fort +3, **Ref** +3, **Will** +0

OFFENSE

Speed 20 ft., climb 20 ft.

Melee bite +3 (1d3-4 plus attach)

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

STATISTICS

Str 2, **Dex** 13, **Con** 12, **Int** 1, **Wis** 10, **Cha** 5

Base Atk +0; **CMB** -1; **CMD** 5 (9 vs. trip)

Feats Weapon Finesse

Skills Acrobatics +5 (+1 when jumping), Climb +9, Perception +4, Survival +4; **Racial Modifiers** -4 Acrobatics when jumping, +4 Perception, +4 Survival

ECOLOGY

Environment temperate islands

Organization solitary or pair

Tuatara are cousins to true lizards. They mostly live on primordial islands where mammals have never established a foothold.



Illustration by Dean Spencer



FESTERING SPIRIT

This ghostlike creature reeks of the grave and drips with putrescent goo.

FESTERING SPIRIT

CR 8



XP 4,800

CE Medium undead (incorporeal)

Init +9; **Senses** darkvision 60 ft.; Perception +13

Aura stench (DC 14, 10 rounds)

DEFENSE

AC 18, touch 18, flat-footed 12 (+2 deflection, +5 Dex, +1 dodge)

hp 58 (9d8+18)

Fort +5, **Ref** +8, **Will** +7

Defensive Abilities channel resistance +2, incorporeal;

Immune undead traits

OFFENSE

Speed fly 40 ft. (good)

Melee incorporeal touch +11 (1d4 Con damage plus slime)

Special Attacks create spawn, slime, trample (1 Con plus slime, DC 16)

STATISTICS

Str —, **Dex** 20, **Con** —, **Int** 6, **Wis** 12, **Cha** 15

Base Atk +6; **CMB** +11; **CMD** 24

Feats Combat Reflexes, Dodge, Flyby Attack, Improved Initiative, Mobility

Skills Fly +9, Perception +13, Stealth +17

SQ ghost touch

ECOLOGY

Environment any land or underground

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

Treasure incidental

SPECIAL ABILITIES

Create Spawn (Su) A humanoid creature killed by a festering spirit's Constitution damage becomes a festering spirit under the control of its killer in 1d4 days. Giving the corpse a proper burial (or cremation) prevents it from becoming a festering spirit.

Ghost Touch (Su) A festering spirit can manipulate corporeal objects that weigh up to 25 pounds as if those objects had the *ghost touch* special ability.

Slime (Su) A festering spirit's slime resembles the putrefying sludge of decaying corpses. Any creature that is hit by the spirit's incorporeal touch attack, passes through its square, or hits it with a natural weapon or unarmed strike must attempt a DC 16 Fortitude save. On a failure, the creature is nauseated for 1d4 rounds, and on a success the creature is staggered

for 1 round. A festering spirit's slime persists on objects and creatures for 1d10 minutes but has no harmful effect after its initial contact. Creatures immune to poison or disease are immune to this ability. The save DC is Charisma-based.

Trample (Ex) The DC of a festering spirit's trample is Charisma-based.

A festering spirit arises when a vile person's corpse is put in a mass grave, or when such a person is buried, exhumed, and placed in a charnel house or ossuary. The lingering hatred and evil of the dead mixes with the worst remnants of dozens of other people, creating a frustrated incorporeal shade of sickness, hate, and rot. Powerful mortals might arise as multiple festering spirits, each spawned from a different aspect of the original creature's personality.

A festering spirit can't travel more than a mile from its remains. When left alone for long periods, a festering spirit usually wanders the halls and rooms near its burial site, destroying things, indulging in pranks, or trying to eat and drink anything it finds palatable (which falls through its incorporeal body to no effect). Its senses can barely detect these treats, though some adventurers report that strong alcohol and spicy foods can distract the spirit as it savors these sensations.



FLEA, GIANT

A hideous, dog-sized flea leaps about on long, gangly legs. The sharp, jagged edges of its jaws greedily clatter for blood.

GIANT FLEA CR 1/2   

XP 200
 N Small vermin
Init +2; **Senses** darkvision 60 ft.; Perception +0

DEFENSE

AC 13, touch 13, flat-footed 11 (+2 Dex, +1 size)
hp 5 (1d8+1)
Fort +3, **Ref** +2, **Will** +0
Defensive Abilities DR 5/slashing; **Immune** disease, mind-affecting effects

OFFENSE

Speed 30 ft.
Melee bite +2 (1d4+1 plus disease)
Special Attacks disease

STATISTICS

Str 12, **Dex** 15, **Con** 13, **Int** —, **Wis** 11, **Cha** 6
Base Atk +0; **CMB** +0; **CMD** 12
Skills Acrobatics +0 (+20 when jumping); **Racial Modifiers** +20 Acrobatics when jumping

ECOLOGY

Environment any land or underground
Organization solitary, cluster (2–6), or colony (7–12)
Treasure none
SQ uncanny leap

SPECIAL ABILITIES

Disease (Ex) Bite—injury; *save* Fort DC 11; *onset* 1d3 days; *frequency* 1 day; *effect* 1 Con damage; *cure* 1 save. The save DC is Constitution-based

Uncanny Leap (Ex) As a full-round action, a giant flea can jump up to 120 feet. A flea can treat this jump as a charge, as long as the leap is made in a straight line.

Much like their smaller cousins, giant fleas are hemophagous insects that live in any kind of environment where they can feed upon blood. These creatures possess surprising agility and strength. Able to leap great distances, they flit about mindlessly, looking for easy prey. A giant flea can go for several months without feeding, but then gorges after such a fast.

A witch can take a giant flea as a familiar. Like all vermin, a giant flea gains 1 point of Intelligence when it becomes a familiar. A giant flea familiar grants its master a +3 bonus on Fortitude saves against disease.

FLEA, MAMMOTH

This mammoth flea is size of a horse. Its legs dangle awkwardly from its great, swollen body armored entirely in disfigured plates.

MAMMOTH FLEA CR 2   

XP 600
 N Large vermin
Init +3; **Senses** darkvision 60 ft.; Perception +0

DEFENSE

AC 13, touch 13, flat-footed 9 (+3 Dex, +1 dodge, -1 size)
hp 22 (4d8+4)
Fort +5, **Ref** +4, **Will** +1
Defensive Abilities DR 5/slashing; **Immune** disease, mind-affecting effects

OFFENSE

Speed 30 ft.
Melee bite +4 (1d8+3 plus blood drain and disease)
Space 10 ft.; **Reach** 10 ft.
Special Attacks blood drain (1d2 Con), disease

STATISTICS

Str 13, **Dex** 17, **Con** 13, **Int** —, **Wis** 11, **Cha** 6
Base Atk +3; **CMB** +6; **CMD** 19
Skills Acrobatics +0 (+20 when jumping); **Racial Modifiers** +20 Acrobatics when jumping

Feats Dodge⁸
SQ uncanny leap (see giant flea)

ECOLOGY

Environment temperate forests, hills, mountains, or plains
Organization solitary, pair, or cluster (3–8)
Treasure none

SPECIAL ABILITIES

Disease (Ex) Bite—injury; *save* Fort DC 13; *onset* 1d3 days; *frequency* 1 day; *effect* 1 Con damage; *cure* 2 consecutive saves. The save DC is Constitution-based.

Mammoth fleas are fierce predators. They require vast amounts of blood to survive, though once full, they can survive for months before needing to feed again. For this reason, they seek larger prey like cows and horses, and plague agrarian communities that raise herd animals. A mammoth flea's bite is excruciatingly painful, and leaves behind a raised, ring-shaped scar.

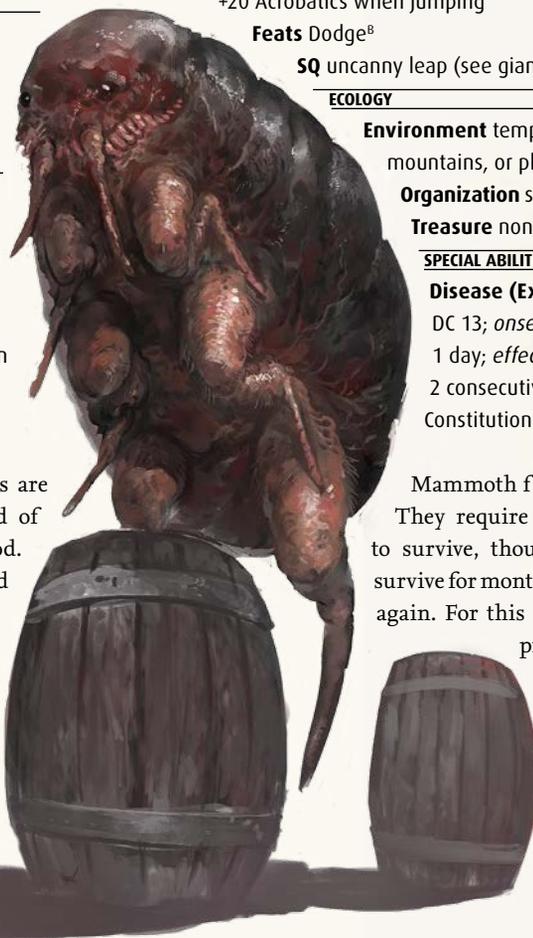


Illustration by Jorge Fares



FLESHDREG

Composed of half-formed body parts, this creature stands on two bizarre legs. Its mouth is full of jagged teeth and a slavering tongue.

FLESHDREG

CR 1



XP 400

NE Small aberration

Init +1; **Senses** darkvision 60 ft., sin-scent; Perception +4

DEFENSE

AC 14, touch 12, flat-footed 13 (+1 Dex, +2 natural, +1 size)

hp 13 (2d8+4)

Fort +2, **Ref** +3, **Will** +3

Immune mind-affecting effects; **SR** 12

OFFENSE

Speed 30 ft.

Melee bite +3 (1d6+1 plus sinful bite)

STATISTICS

Str 12, **Dex** 13, **Con** 15, **Int** 6, **Wis** 11, **Cha** 12

Base Atk +1; **CMB** +1; **CMD** 12

Feats Lightning Reflexes

Skills Acrobatics +5, Escape Artist +5, Perception +4, Stealth +9

Languages Aklo

ECOLOGY

Environment any ruins

Organization solitary, pair, or batch (3–8)

Treasure none

SPECIAL ABILITIES

Sinful Bite (Su) Each fleshdreg possesses an additional attack depending on its sin type. The save DCs are Charisma-based.

Envy: An envy fleshdreg's bite attack can temporarily interfere with magic. If an envy fleshdreg deals damage with its bite attack to any creature under a magic effect, the fleshdreg attempts a dispel check as if it were caster level 3rd against the spell effect with the highest caster level. If the dispel check is successful, the effect is suppressed for 1d4 rounds.

Gluttony: A gluttony fleshdreg's bite attack can wither and weaken the body of the creature it attacks. Any creature that takes damage from a gluttony fleshdreg's bite attack must succeed at a DC 12 Fortitude save or become fatigued. Subsequent uses of this ability do not cause a bitten creature to become exhausted.

Greed: A greed fleshdreg's bite can twist and warp the

body of a creature it attacks. Any creature that takes damage from a greed fleshdreg's bite attack must succeed at a DC 12 Fortitude save or have its speed reduced by half and take a –2 penalty to Strength and Dexterity for 1d6 rounds.

Lust: A lust fleshdreg's bite can addle the mind of the creature it attacks. Any creature that takes damage from a lust fleshdreg's bite attack must succeed at a DC 12 Will save or become confused for 1 round.

Pride: A pride fleshdreg's bite floods the senses of the creature it attacks. Any creature that takes damage from a pride fleshdreg's bite attack must succeed at a DC 12 Will save or be blinded for 1 round and dazzled for the next 1d4 rounds.

Sloth: A sloth fleshdreg's bite conjures an amber crust that covers the target and restricts the target's movements. Any creature that takes damage from a sloth fleshdreg's bite attack must succeed at a DC 12 Reflex save or take a –2 penalty on attack rolls and Reflex saves for 1d4 rounds.

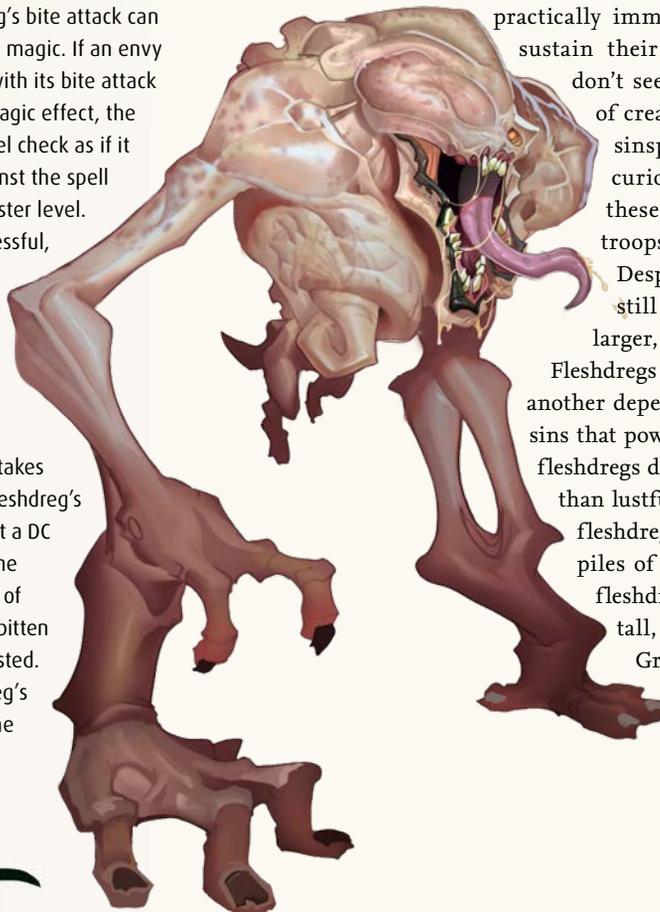
Wrath: A wrath fleshdreg's bite delivers energy damage to creatures it attacks. Any creature that takes damage from a wrath fleshdreg's bite attack takes an additional 1d4 points of energy damage (fleshdreg's choice).

Sin-Scent (Su) Fleshdregs have scent against creatures whose nature reflects the fleshdreg's related sin. For example, a wrathful fleshdreg can scent creatures using rage effects. The GM should adjudicate what creatures a particular fleshdreg can scent.

Fleshdregs are misshapen lumps of tissue, appendages, and biting mouths. These incomplete sinspawn are practically immortal, require little food to sustain their unnatural physiology, and don't seem to mature past the point of creation. Fleshdregs follow true sinspawn around like pets or curious children. Sinspawn use these weaker creatures as slaves, troops, and hunting companions. Despite this treatment, fleshdregs still seek out the company of their larger, more advanced cousins.

Fleshdregs vary in appearance from one another depending on factors such as the sins that powered their creation. Wrathful fleshdregs develop a more predatory form than lustful fleshdregs do, and slothful fleshdregs are little more than bloated piles of flesh atop stubby legs. Most fleshdregs stand between 3 and 4 feet tall, and weigh about 60 pounds.

Greed fleshdregs are the tallest of their kind, and sloth fleshdregs the heaviest.



FLESHWARP

The most fearsome drow aren't satisfied with the mere defeat and death of their foes, preferring to defile their enemies in horrific ways. The most gruesome form of transformation assaults their enemies' very essence through the complicated process of fleshwarping.

Fleshwarping is the practice of altering a creature's physical form and mental state by way of a grisly mystical and alchemical process. It starts with submerging the subject in a vat filled with a magical and alchemical goo concocted of strange reagents, and infused with a multitude of living insects and other vermin. The goo dissolves and reshapes the flesh and bone of the subject while the vermin eat away at unwanted flesh, making way for the new, alchemically grown flesh to take hold. The process is torturous, and the subject is kept alive and conscious throughout it.

Depending on the base creature being fleshwarped, the heinous process lasts days, weeks, or even months. The entire time, it's overseen by a fleshwarper—a craftsperson whose perverse curiosity trumps any regard for life or sanity. This fleshwarper pokes and prods at the subject, flaying the skin and committing other atrocious tortures when necessary, manipulating the vermin as needed, and making sure the mix of reagents in the fleshwarping goo is correct at every stage of the occult process. Once the process is complete, the transformed abomination is expected to free itself from the fleshwarping goo; those that fail to do so are summarily slaughtered.

The end result is something both more and less than the base form. Though the process is basically the same for every type of creature the drow experiment on, the results are drastically different. A fleshwarped drow becomes a drider. A fleshwarped elf becomes an irnakurse, and a fleshwarped troglodyte becomes a ghonhatine. Some races seem to resist the process of fleshwarping altogether—dwarves have never been successfully fleshwarped, and most fey are particularly resilient to the process. What is generally true about fleshwarping is that inherently evil creatures that go through the process tend to be more useful to the drow than those who start out good. The most useful of the fleshwarps are those created from other drow. These unfortunate subjects are typically those who fail their house or are born with physical or mental defects. Unlike other fleshwarps, who tend to be sterile or lack the organs or ability to procreate, driders are a race unto themselves and are capable of procreation.

The process of creating a fleshwarp is dangerous to the base creature and expensive for the creator. During the process, the subject is wracked with excruciating pain,

FLESHWARP BESTIARY

Drow fleshwarpers continually experiment to discover new fleshwarps. Here is a list of the most common fleshwarps.

Driders (drow): Driders are the first and most numerous of the fleshwarped creatures created by the drow. They are the only fleshwarped creatures known to breed true. See page 113 of *Pathfinder RPG Bestiary*.

Ghonhatine (troglodytes): These fleshwarps are nearly twice the size of troglodytes and are far more bestial and fearsome. See page 102.

Gomnits (gnomes): Gnomes subjected to this process are transformed into something that resembles a vicious, mushroom-like humanoid.

Grothlut (humans): Fleshwarped humans are transformed into mindless, sluglike things. See page 103.

Gublasks (goblins): Goblins transformed by fleshwarping grow a chitinous skin, and their arms are transformed into whiplike stingers.

Halsora (vegepygmies): Fleshwarped vegepygmies grow stockier and stronger, and their sunken eyes release a stream of acidic black tears. See page 104.

Irnakurse (elves): Drow particularly prize these tentacled treelike horrors created from their hated kin. See page 105.

Jashoi (halfling): Fleshwarped halflings become bizarre, doglike quadrupeds which are annoying and difficult to control. As a result, drow rarely fleshwarp halflings.

Oronci (orcs): An oronci has the upper body of an orc and the lower body of a centipede, complete with poisonous spittle. See page 36 of *Pathfinder Campaign Setting: Inner Sea Bestiary*.

Urgoci (ogre): An ogre's hind legs shrink down to vestigial stumps. Its forearms lengthen, and are used to pull the vestigial lower body along. A mass of serpentine tentacles sprouts from its shoulders and upper torso.

and takes 2d6 points of Constitution damage (Fortitude DC 15 half). The reagents that constitute the goo cost at least 10,000 gp, and the rarer specimens of vermin used to facilitate fleshwarping can cost just as much if bought on the open market.

It's often said that the drow learned the gruesome art of fleshwarping as a reward for obscene pacts they made with some demon lord, but the identity of the demon lord who bestowed knowledge of the foul process changes with each telling of the tale.

There are other cultures that also understand and use fleshwarping, but they tend to be either ancient or very secretive and xenophobic. Sinspawn (*Pathfinder RPG Bestiary* 2 246), fleshdregs (see page 100), and the lamia-based hungerer (*Pathfinder Adventure Path: Rise of the Runelords Anniversary Edition* 410) are just some examples of non-drow fleshwarps.

FLESHWARP, GHONHATINE

Even hunched and creeping upon all fours, this reptilian behemoth towers over its prey, its protruding teeth snapping wildly.

GHONHATINE

CR 10



XP 9,600

CE Large aberration

Init -2; **Senses** darkvision 60 ft., scent; Perception +9

Aura powerful stench (10 ft., DC 24, 1d4 rounds)

DEFENSE

AC 24, touch 7, flat-footed 24 (-2 Dex, +17 natural, -1 size)

hp 162 (12d8+108)

Fort +13, **Ref** +2, **Will** +6

Immune acid, critical hits, disease, poison

OFFENSE

Speed 40 ft.

Melee 2 claws +16 (1d6+8), bite +16 (2d6+8), tail slap +14 (1d8+4)

Ranged regurgitate +6 (2d6 acid plus filth fever)

Space 10 ft.; **Reach** 10 ft. (15 ft. with tail)

Special Attacks feed, filth fever

STATISTICS

Str 27, **Dex** 7, **Con** 28, **Int** 4, **Wis** 7, **Cha** 8

Base Atk +9; **CMB** +18 (+20 bull rush); **CMD** 26 (28 vs. bull rush)

Feats Awesome Blow, Cleave, Improved Bull Rush, Multiattack, Power Attack, Vital Strike

Skills Climb +12, Perception +9, Stealth +0 (+4 when underground); **Racial Modifiers** +4 Stealth when underground

Languages Draconic

ECOLOGY

Environment any underground

Organization solitary or squad (2-8)

Treasure none

SPECIAL ABILITIES

Feed (Su) By spending a full-round action devouring the body of a dead or unconscious creature, a ghonhatine gains 1d8+9 temporary hit points and a +2 bonus on attack and damage rolls for 1 minute. The bonus to hit points is Constitution-based.

Filth Fever (Ex) Disease—injury; *save* Fort DC 25; *onset* 1d3 days; *frequency* 1 day; *effect* 1d3 Dex damage and 1d3 Con damage; *cure* 2 consecutive saves. The save DC is Constitution-based.

Powerful Stench (Ex) An enraged ghonhatine secretes a tarry, musk-like chemical. Any living, non-ghonhatine creature within 10 feet must succeed at a DC 24 Fortitude save or be nauseated as long as it remains within the affected area and for 1d4 rounds afterward. A creature that saves is sickened as long as it remains in the area, and can't be affected again by the same

ghonhatine's stench for 24 hours. This is a poison effect. The save DC is Constitution-based.

Regurgitate (Ex) A ghonhatine can expel the contents of its stomach as a ranged attack with a splash weapon that has a range increment of 20 feet. It deals 2d6 acid damage to the target and splashes all adjacent creatures. In addition to taking damage, a target directly hit by a ghonhatine's regurgitation must make two DC 24 Fortitude saves, the first to resist contracting filth fever, and the second to avoid being nauseated for 1 minute. A nauseated creature can end its nausea early by dousing itself in a gallon of water. All creatures adjacent to the target must make DC 24 Fortitude saves to avoid being sickened for 1 minute. Once a ghonhatine uses this ability it can't use it again until it feeds. The save DCs are Constitution-based.

Troglodytes forced to undergo fleshwarping by the drow, ghonhatines harken to what troglodytes might have been in savage prehistory. They stand over 10 feet tall (hunched to about 8 feet) and weigh upward of 5,000 pounds.



FLESHWARP, GROTHLUT

Pale and glistening with moisture, this sluglike creature stares vacantly as a droning moan escapes its slobbering lips.

GROTHLUT

CR 3



XP 800

CE Medium aberration

Init +2; **Senses** darkvision 60 ft.; Perception -1**Aura** piteous moan (30 ft.)

DEFENSE

AC 13, touch 8, flat-footed 13 (-2 Dex, +5 natural)**hp** 42 (5d8+20)**Fort** +7, **Ref** -1, **Will** +3**Immune** acid, mind-affecting effects

OFFENSE

Speed 20 ft.**Melee** 2 slams +6 (1d6+3)**Special Attacks** digestive spew, disgusting demise, piteous moan

STATISTICS

Str 15, **Dex** 6, **Con** 18, **Int** 1, **Wis** 8, **Cha** 5**Base Atk** +3; **CMB** +5; **CMD** 13 (can't be tripped)**Feats** Great Fortitude, Improved Initiative, Weapon Focus (slam)**Skills** Climb +10**SQ** compression

ECOLOGY

Environment any underground**Organization** solitary or rout (2-10)**Treasure** none

SPECIAL ABILITIES

Digestive Spew (Ex) In order to ingest food, a grothlut must first regurgitate its digestive liquids upon its victim. As a standard action, it can spit these liquids on a creature within 5 feet. This spew deals 3d6 acid damage (Reflex DC 15 half). The save DC is Constitution-based.

Disgusting Demise (Ex) When a grothlut reaches 0 or fewer hit points, its digestive organs rupture, freeing alchemical agents that have a violent effect on the rest of the grothlut's internal organs and flesh. This causes an explosion of grothlut viscera within a 30-foot-radius burst of the creature. Though this viscera deals no damage, it's disgusting to behold and its smell can cause living creatures within that radius to become nauseated for 1d4 rounds (Fortitude DC 14 negates). This is a poison effect. The save DC is Constitution-based.

Piteous Moan (Su) Whenever a grothlut sees another creature, it begins to moan as free action. Anyone within 60 feet who can hear the moan must succeed at a DC 15 Will saving throw or become sickened by the moaning for as long as she can hear it. Every two additional grothluts with the area

increase the DC by 1, to a maximum of DC 18. This is a mind-affecting sonic effect. The save DC is Constitution-based.

Grothluts are sluglike abominations with vaguely human heads and torsos, and rubbery arms that move awkwardly at their sides. They shuffle mindlessly until other creatures come into view, then piteously moan before slithering forward to attack and feed. Those moans are the last vestige of their formerly human selves crying for release as slivers of the creatures' intellects are forced to continuously relive their transformation.

Many fleshcrafters consider the grothlut a failure, as the transformation all but stamps out its human consciousness. Others disagree, arguing that warping the creature's mind makes it more useful, as its stupidity makes it pliable and easy to herd. The drow typically use grothluts only as guardians to slowly patrol the remote edges of their enclaves. Once in position, though, grothluts can be used as crude shock troops, unleashed to soften enemy forces before more valuable warriors wade in and cut down the enemies who have been nauseated by the grothluts' exploded organs and flesh.

Illustration by Vincent Desouth



FLESHWARP, HALSORA

This small, plantlike creature is a bulging mass of viselike muscle with sunken eyes that constantly drip viscous, black tears.

HALSORA

CR 7



XP 3,200

CE Small aberration

Init +2; **Senses** darkvision 60 ft.; Perception +19

DEFENSE

AC 19, touch 13, flat-footed 17 (+2 Dex, +6 natural, +1 size)

hp 75 (10d8+30)

Fort +6, **Ref** +5, **Will** +9

DR 5/bludgeoning or slashing; **Immune** acid, disease

OFFENSE

Speed 30 ft.

Melee 2 claws +13 (1d8+4 plus spores)

Special Attacks acidic tears, sneak attack +2d6, spores

STATISTICS

Str 19, **Dex** 14, **Con** 17, **Int** 6, **Wis** 11, **Cha** 8

Base Atk +7; **CMB** +10; **CMD** 22

Feats Iron Will, Power Attack, Skill Focus (Perception), Skill Focus (Stealth), Weapon Focus (claw)

Skills Perception +19, Stealth +25

Languages Undercommon, Vegepygmy (can't speak)

ECOLOGY

Environment any underground

Organization solitary or gang (2-6)

Treasure none

SPECIAL ABILITIES

Acidic Tears (Ex) A halsora's sunken eyes have oversized tear ducts that weep a constant stream of black, acidic tears. As a standard action that provokes attacks of opportunity, a halsora can jerk its head and flick the acidic tears on a single creature within 20 feet. That creature takes 2d6 acid damage (Reflex DC 18 half). A creature that fails its save takes an additional 1d4 points of acid damage at the end of the halsora's turn for 1d4 rounds or until the acid is scraped off, which requires a full-round action on the part of the creature taking the damage or a creature adjacent to that creature. The save DC is Constitution-based.

Spores (Ex) A halsora's claws are covered in mutated russet mold spores. A creature hit by a claw attack must succeed at a DC 18 Fortitude save or take 2 points of Constitution damage per round. It can attempt a new Fortitude save each round to halt the growth. A creature reduced to 0 Constitution by these spores explodes in a mess of viscera and spores. Creatures within

the burst must succeed at a DC 18 Fortitude saving throw or be affected as if they were hit by the halsora's claw attack.

This is a disease effect. The save is Constitution-based.

Vegepygmies transformed by the vile fleshwarping process become halsoras, creatures twice cursed. The alchemical torture they undergo seems minor compared to what other fleshwarps suffer—it merely increases the mass and strength of the vegepygmy and deforms its eyes so they secrete acid. The process has a more interesting effect on the residual and previously inert russet mold within the body of the host vegepygmy. Mutating the mold, it creates a deadly spore that courses through the halsora's insides, is slowly excreted through the fingertips, and clumps on the claws of the creature.

Though their sunken eyes and constant stream of acidic tears often make these creatures seem pitiful, they are fierce bundles of rage and self-hatred. The conditioning of the fleshwarpers causes them to attack and infect any enemy of the drow they come in contact with, but what's left of their consciousness rages against the mutated spores they carry. Worse still, many drow use these creatures to hunt down and even infect other tribes of vegepygmies.



FLESHWARP, IRNAKURSE

A mad-eyed mess of deformed limbs, misplaced features, and bone shards pulls itself along amid a cacophony of slapping flesh.

IRNAKURSE

CR 9



XP 6,400

CE Large aberration

Init +7; **Senses** darkvision 60 ft.; Perception +15

DEFENSE

AC 23, touch 12, flat-footed 20 (+3 Dex, +11 natural, -1 size)**hp** 105 (10d8+60)**Fort** +9, **Ref** +8, **Will** +9

OFFENSE

Speed 10 ft.**Melee** bite +8 14 (1d8+7), 4 tentacles +8 (1d6+3 plus mind lash)**Space** 10 ft.; **Reach** 10 ft. (15 ft. with tentacles)**Special Attacks** soul scream, rend (2 tentacles 2d6+10; 3 tentacles 3d6+10; 4 tentacles 4d6+10)

STATISTICS

Str 24, **Dex** 17, **Con** 23, **Int** 8, **Wis** 14, **Cha** 18**Base Atk** +7; **CMB** +15; **CMD** 28 (32 vs. trip)**Feats** Combat Reflexes, Deflect Arrows, Improved Initiative, Lightning Reflexes, Weapon Focus (tentacle)**Skills** Climb +20, Perception +15, Stealth +12**Languages** Elven (can't speak)

ECOLOGY

Environment any underground**Organization** solitary**Treasure** none

SPECIAL ABILITIES

Mind Lash (Su) Those struck by an irnakurse are overwhelmed with dark emotions and corrupted images of a ruined life. Any non-evil creature hit by an irnakurse's tentacle must succeed at a DC 19 Will save or be stunned for 1 round. A creature that successfully saves can't be affected by the same irnakurse's mind lash for 24 hours. The save DC is Charisma-based.

Soul Scream (Su) Capable of channeling all of its rage and terror into a single, unnatural noise, an irnakurse can unleash a sound of alien horror as a standard action. Any non-evil creature within 30 feet of a screaming irnakurse must succeed at a DC 19 Will save or take 1d4 points of Wisdom drain. Once it begins screaming, an irnakurse can continue as a free action for 6 rounds, but can't scream again for 5 minutes afterward. The save DC is Charisma-based.

Irnakurse, meaning "perfect ones" in the Elven language, represent the sum outpouring of drow hatred for their surface-world brethren. These brainwashed, rage-filled abominations are the result of elves subjected to fleshwarping—and were the drow to have their way, embodiments of

the elven race's future. Each irnakurse suffers long under the knife of the dark elves' most practiced fleshwarpers until its body and mind lie in total ruin. When the weeks of torture and transformation are complete, what was once an elf emerges as a shrieking mockery of its lost grace, a horror of reworked flesh and broken bones, a "perfect" elf to the drow and a sin against life to elvenkind.

Through the blasphemous tortures that create them, irnakurse are made completely mad and become unable to harm drow. All non-drow, however, they view as targets to vent their terror and rage upon. Elves especially provoke irnakurses' ire.

No two irnakurse look exactly the same—drow torturers take profane pride in sculpting their elven victims into unique masterpieces of agony—most stand between 8 and 9 feet tall and weigh upward of 300 pounds.



Illustration by Dave Allsop

FLYING POLYP

This nauseating, tapered tower of flesh, eyes, and tendrils writhes midair, surrounded by a strange vortex of sucking wind.

FLYING POLYP

CR 14



XP 38,400

CE Huge aberration (air)

Init +6; **Senses** darkvision 60 ft.; Perception +26**Aura** frightful presence (90 ft., DC 24)

DEFENSE

AC 29, touch 16, flat-footed 26 (+5 deflection, +2 Dex, +1 dodge, +13 natural, -2 size)**hp** 207 (18d8+126)**Fort** +13, **Ref** +12, **Will** +16**Defensive Abilities** amorphous, deflecting winds, partial invisibility; **DR** 10/magic and slashing; **Immune** acid, cold, sonic; **SR** 25**Weaknesses** vulnerable to electricity

OFFENSE

Speed 30 ft., fly 60 ft. (perfect)**Melee** 4 tentacles +21 (1d8+9/19-20 plus grab)**Space** 15 ft.; **Reach** 15 ft.**Special Attacks** constrict (1d8+9), sucking wind, wind blast**Spell-Like Abilities** (CL 14th; concentration +19)At will—*alter winds*^{APG}, *gust of wind* (DC 17), *whispering wind*, *wind walk*3/day—*control winds* (DC 20), *river of wind*^{APG} (DC 19), *wind wall*1/day—*control weather*, *whirlwind* (DC 23)

STATISTICS

Str 28, **Dex** 15, **Con** 24, **Int** 19, **Wis** 20, **Cha** 21**Base Atk** +13; **CMB** +24 (+28 grapple); **CMD** 42 (can't be tripped)**Feats** Combat Reflexes, Dodge, Flyby Attack, Improved Critical (tentacle), Improved Initiative, Mobility, Power Attack, Vital Strike, Weapon Focus (tentacle)**Skills** Fly +27, Knowledge (engineering) +22, Knowledge (history) +22, Knowledge (nature) +22, Perception +26, Spellcraft +25, Stealth +15, Use Magic Device +23**Languages** Aklo

ECOLOGY

Environment any**Organization** solitary, pair, or storm (3-10)**Treasure** standard

SPECIAL ABILITIES

Deflecting Winds (Su) A flying polyp's mastery over air and wind allows it to surround itself with blasts of precisely aimed gusts, granting the creature a +5 deflection bonus to its Armor Class and a +4 resistance bonus on Reflex saving throws.**Partial Invisibility (Su)** A flying polyp's body constantly flickers and shifts, passing from visibility to invisibility in a seemingly random pattern and often not wholly at

once, leaving the creature's body in what appear to be multiple sections. This ability, combined with the flying polyp's amorphous, elastic form, makes it difficult to target the creature, granting it a 20% miss chance against all attacks. By concentrating, a flying polyp can become fully invisible.

Sucking Wind (Su) This attack allows the flying polyp to send an eerie wind out to slow and eventually stop a creature's escape. The wind itself isn't particularly strong, but it creates a peculiar sucking sensation as if it were attempting to pull creatures back toward the flying polyp. Activating this ability is a full-round action, and it must concentrate each round to maintain the effect. The sucking wind manifests as a 100-foot-radius spread, with the flying polyp at the center. Each round the polyp maintains concentration, the sucking wind's radius increases by 100 feet, to a maximum radius of a mile. A flying polyp can detect creatures within this area via tremorsense. As a free action, it can increase the effects of the sucking wind on up to five different creatures within the area at one time. Each targeted creature must succeed at a DC 26 Fortitude save each round it remains in the area of the sucking wind or it is slowed until it leaves the area. A creature already under the effects of any slowing effect (such as from this sucking wind or a *slow* spell) that fails this save is held in place for 1 round—it is not helpless, but cannot move via any means. *Freedom of movement* protects against the effects of the sucking wind, and *control winds* negates its effects in the area of effect of the *control winds* spell. Natural windstorms or other powerful winds have no effect on a sucking wind. A flying polyp can activate a sucking wind once per day, and can maintain concentration on the effect for up to an hour. The save DC is Constitution-based.

Wind Blast (Su) Once every 1d4 rounds as a standard action, a flying polyp can create a powerful blast of wind at a range of up to 120 feet. This blast of wind creates a sudden explosion of flesh-scouring wind in a 30-foot-radius burst. All creatures within this area take 14d6 points of bludgeoning damage, with a successful DC 26 Reflex save halving the damage. In addition, these winds can check or blow away creatures as if they were tornado-strength winds (*Pathfinder RPG Core Rulebook* 439). The save DC is Constitution-based.

A flying polyp is a nauseating mass of flesh, eyes, tentacles, and mouths. A typical flying polyp measures 30 feet in length but is unusually light for its size, weighing no more than 2,000 pounds. These creatures seem to have no maximum lifespan, but their violent, warlike nature ensures that death eventually occurs—even if it takes eons for the polyp to encounter something capable of defeating it.

A flying polyp is a physical being, but one composed of material strangely unlike the flesh that garbs most living creatures. While the stuff that makes up the exterior of a flying polyp's body might seem similar to ordinary flesh, it often behaves in ways that should be impossible. The material seems to fade in and out of visibility, almost at random, at points becoming transparent enough that the nauseating inner workings of the thing's body are laid bare. Although the polyp feels moist and damp to the touch, what might serve as blood in other creatures behaves more like strange vortices of wind within a flying polyp's body. When wounded, its damaged flesh does not bleed so much as whistle and gust.

A flying polyp's association with wind goes far beyond the strange storms that surge through what pass as veins and arteries in its massive body. These creatures have a remarkable ability to control the air around them, both via a wide array of spell-like abilities and through the use of potent supernatural powers. They do not wield tools or weapons as a rule, instead using their mastery of the winds themselves to wage war and build their grim cities, scouring towers and chambers out of basalt with precise blasts of sand-laden wind.

Although flying polyps display some of the features of other sentient races, particularly in their habit of building cities (although these towering settlements usually incorporate architectural features that most other races find awkward and unsettling), in other areas they seem strangely primitive or uninterested. They are as aberrant in mind and philosophy as they are in physical form. For example, they seem to have neither a name for their own race, nor a language to call their own. Their cities, while bewildering in their vast scale, seem to serve little purpose other than to unnerve, for flying polyps do not engage in trade or politics or other social constructs.

The primary exception to this, to the detriment of other creatures unfortunate enough to dwell in regions claimed by flying polyps, is war. Flying polyps excel at genocide, using their mastery over wind to scour clean entire cities and civilizations when they come upon them. Some among their kind can even travel to other planets by bringing with them a sizable sphere of purloined wind to carry them aloft and sustain them, and with this power they lead armies from planet to planet as necessary, relentlessly tracking their chosen enemies across worlds. Every so often, flying polyps encounter a race that is their equal in war, and on some worlds, they

still endure the humiliation of these ancient defeats after being imprisoned in extensive underground chambers where they are cut off from the outside world. Yet flying polyps are long-lived, and should unforeseen tectonic events creates new exit to their prison chambers, lost in the forgotten corners of those planets' depths, they emerge with unabated fury to seek revenge against the enemies who dared humiliate them so.



Illustration by Scott Purdy

FORMIAN

Giant, antlike interplanetary expansionists with an alien hive intelligence, formians are not evil, but they are aggressive in the propagation of their kind into new territories. The formian homeworld is a lush green jungle planet teeming with life both above and below ground level. Formian hives create vast tunnel systems, turning the subsurface of the planet into a honeycomb-like structure. After colonizing every habitable piece of land on their home world, formians looked to the stars for additional lands to infest.

This instinct to expand and propagate often causes conflict with their neighbors. Though the formians believe it is their right to annex into new areas, they have no patience for those who move into theirs. Formians claim and fiercely defend verdant areas of land around their hive because much of the hive's nutritional needs are supplied by surface agriculture and hunting. In spite of this, intruders often don't even notice they have entered formian territory. The ground above a formian hive appears unoccupied—formians conceal entrances to their hives and prefer harvesting fruits and berries in a way that leaves the land largely untouched. Meat that lands on formian tables typically comes from expeditions to drive off or hunt predators. Formians of the warrior caste organize these campaigns and these warriors have little patience for poachers.

Formian society is a strict matriarchy. Though each hive's queen is theoretically independent and her rule absolute, allegiances are common between hives, and less powerful hives often grudgingly defer to more powerful matriarchs. Hundreds of worker and warrior formians serve even the smallest of hives. Larger hives number in the tens of thousands, and have complex tunnel systems with interwoven corridors connecting territories that might span over hundreds of square miles on the surface alone.

Each formian hive is designed primarily to protect the queen. Approaching the center of the hive can be exceedingly difficult. Paths are designed deliberately to lead encroachers away from the queen's hidden lair. In addition to deceptive corridors, formians often build traps and place complex magical protections, decoys, and illusions to protect the queen's inner sanctuary.

Evolved to procreate on a massive scale, a formian queen is barely able to move under her own power. On the rare occasions she leaves her throne, a small army of workers assist and defend her, but formian queens are by no means defenseless. They are massive and powerful beings, and have the ability to possess any worker or warrior in the hive. A queen uses these thralls as her eyes and ears, and can cast spells through them.

INTERPLANETARY EXPANSIONISTS

After thoroughly occupying their home world, formians came up with a creative solution for alleviating population pressures. The most powerful queens coordinate their efforts to build dozens of massive asteroids, each loaded with a queen plus several myrmarchs and taskmasters, along with hundreds of eggs. The occupants are then placed in stasis, unable to wake until the asteroid crashes on a new world. The asteroids are then ensconced in layer after layer of magical protections and flung at nearby planets, serving as interplanetary seedpods for the species.

After years, decades, or even centuries in transit, an asteroid ship reaches its destination—or misses its mark entirely and continues off into the depths of space, the occupants safe though trapped in the asteroid until they reach a habitable planet. Most of these seedpods crash on their intended planets, though even then some of the seedpods meet with calamity. In rare instances, either the stasis or the protective magic fails, making the seedpod vulnerable to violent entry into a planet's atmosphere. Other times the seedpod lands in an ocean or some other region of the planet inhospitable to formians, leaving them to drown, freeze, or meet some other calamity.

The safe arrival of a seedpod often creates a period of destruction and chaos for the natives of the formians' new home. When the seedpod's protections relax, the eggs hatch, and the formians move forward with ruthless efficiency toward creating their new hive.

Creatures that invade a hive might find themselves the equals of the queen's myrmarchs and taskmasters only to be laid low when a mere worker unleashes the queen's tremendous magical power, employing the full force of her cunning and wrath.

Larger than typical warriors, formian myrmarchs are the chief guardians of the hive. They serve as trusted advisors to the queen and as generals of her armies.

Warriors are the formians outsiders most frequently encounter. The warriors of the hive follow the orders of the myrmarch, and defend the hive from all encroachers. They also serve as hunters within formian lands and protect workers that venture beyond the hive.

Taskmasters serve the queen as overseers of projects that require greater intelligence and more liberated thinking than workers possess. Each taskmaster oversees workers bred with specific skills, directing tasks like expanding tunnels, repairing damage to the hive, or undermining the lands of dangerous creatures.

Workers are by far the most common formians, and perform a vast number of basic tasks, but they avoid interacting with those outside their hive.

FORMIAN MYRMARCH

This horse-sized insect has a brilliant red carapace, and its monstrous face reflects great intelligence and confidence.

FORMIAN MYRMARCH CR 10   

XP 9,600

LN Large monstrous humanoid

Init +8 (+12 with hive mind); **Senses** blindsense 30 ft., darkvision 60 ft., hive mind; Perception +18 (+22 with hive mind)

DEFENSE

AC 27, touch 16, flat-footed 22 (+2 deflection, +4 Dex, +1 dodge, +11 natural, -1 size)

hp 126 (12d10+60)

Fort +11, **Ref** +14, **Will** +13

Resist sonic 10

OFFENSE

Speed 50 ft.

Melee sting +16 (1d8+5 plus poison), 2 claws +16 (1d4+5/19-20), bite +16 (1d6+5)

Ranged javelin +15/+10/+5 (1d6+5 plus poison)

Space 10 ft.; **Reach** 5 ft.

Special Attacks poison

Spell-Like Abilities (CL 12th; concentration +15)

At will—*charm monster* (DC 17), *clairaudience/clairvoyance*, *detect thoughts* (DC 15)

3/day—*hold monster* (DC 18)

1/day—*feblemind* (DC 18)

STATISTICS

Str 20, **Dex** 19, **Con** 20, **Int** 17, **Wis** 16, **Cha** 17

Base Atk +12; **CMB** +18; **CMD** 35 (39 vs. trip)

Feats Dodge, Improved Initiative, Mobility, Quick Draw, Spring Attack, Vital Strike

Skills Climb +20, Diplomacy +15, Knowledge (arcana) +15, Perception +18 (+22 with hive mind), Sense Motive +15, Spellcraft +15, Stealth +15

Languages Common, telepathy 150 ft.

SQ formian traits, inspire hive, undersized weapons

ECOLOGY

Environment warm or temperate land or underground

Organization Solitary, team (2-4), platoon (1 plus 7-18 warriors and 6-12 workers), or royal guard (4 plus 12-20 warriors)

Treasure standard (9 javelins, other treasure)

SPECIAL ABILITIES

Inspire Hive (Su) Once per day, a myrmarch can affect all warriors and workers in its telepathic range as if they were under the effect of a *greater heroism* spell (CL 12th).

Poison (Ex) Javelin or sting—injury; *save* Fort DC 21; *frequency* 1/round for 6 rounds; *effect* 1d4 Dex and sickened; *cure* 2 saves. The save DC is Constitution-based.

Myrmarchs are an elite caste of the formian race. They serve as direct agents for the queen, acting as advisors and generals, or administrating tasks where complexity or propriety renders taskmasters unsuitable. It is myrmarchs who answer the call when a particularly skilled diplomat or emissary is required to carry the queen's words outside of the territory of the hive to the dangerously disorganized races.

While myrmarchs make up the aristocracy of formian society, this does not make them pampered intellectuals and bureaucrats. On the contrary, they are even more deadly than the warriors they often command, and do not hesitate to use their considerable might to aid and protect their kin. Myrmarchs facing combat apply their natural poison to their javelins, making them even more lethal.

Like other formians, myrmarchs record their life's history upon their carapaces. Between their greater opportunities and longer lifespans (roughly as long as those of humans), myrmarchs can cover nearly every inch of their shells with great deeds accomplished, foes overcome, and service to the hive. Some myrmarchs actually run out of space for new records: some die shortly thereafter, knowing that they have served their queen to the utmost, while others add new artificial plates to their carapaces to continue their epics.

The most accomplished, trusted, and battle-tested of their race, myrmarchs form the queen's elite bodyguard. In a small hive, these bodyguards likely have the same statistics presented above. In the oldest and largest hives, however, most possess class levels.

A myrmarch has an enlarged thorax and abdomen, which give it the same general size and weight as a large warhorse, though its upper body is not much larger than that of a formian warrior's. Myrmarchs stand about 8 feet high and weigh about 1,200 pounds.



Illustration by Matchol Quinto

FORMIAN QUEEN

This large and majestic creature is nearly immobile, her massive abdomen swollen with her impending brood.

FORMIAN QUEEN

CR 17



XP 102,400

LN Large monstrous humanoid

Init +6 (+10 with hive mind); **Senses** blindsense 30 ft., darkvision 60 ft., hive mind, tremorsense 60 ft.; Perception +35 (+39 with hive mind)

DEFENSE

AC 32, touch 6, flat-footed 32 (-3 Dex, +26 natural, -1 size)

hp 276 (24d10+144); fast healing 10

Fort +15, **Ref** +13, **Will** +20

DR 10/—; **Resist** sonic 10

OFFENSE

Speed 5 ft.

Melee 2 claws +33 (4d8+10)

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

Special Attacks telepathic feedback

Spell-Like Abilities (CL 17th; concentration +24)

At will—*magic jar* (other formians only), *magic missile*

1/day—*invisibility*, *feblemind* (DC 21)

3/day—*commune with nature*, empowered *cone of cold* (DC 22), *permanent image*, quickened *magic missile*, *repulsion* (DC 23), *teleport*

STATISTICS

Str 6, **Dex** 5, **Con** 20, **Int** 19, **Wis** 18, **Cha** 25

Base Atk +24; **CMB** +35; **CMD** 42 (50 vs. trip)

Feats Alertness, Blind-Fight, Combat Casting, Craft Wondrous Item, Empower Spell-Like Ability (*cone of cold*), Great Fortitude, Improved Initiative, Iron Will, Lightning Reflexes, Quicken Spell-Like Ability (*magic missile*), Spell Penetration, Toughness

Skills Diplomacy +31, Intimidate +34, Knowledge (arcana, nature) +28, Knowledge (dungeoneering, engineering, geography, local, planes) +12, Perception +35 (+39 with hive mind), Sense Motive +12, Spellcraft +28

Languages Common, Dwarven, Terran, Undercommon; telepathy 200 ft.

SQ formian traits, hive frenzy

ECOLOGY

Environment warm or temperate land or underground

Organization hive (1 plus 300–5,000 formians)

Treasure triple

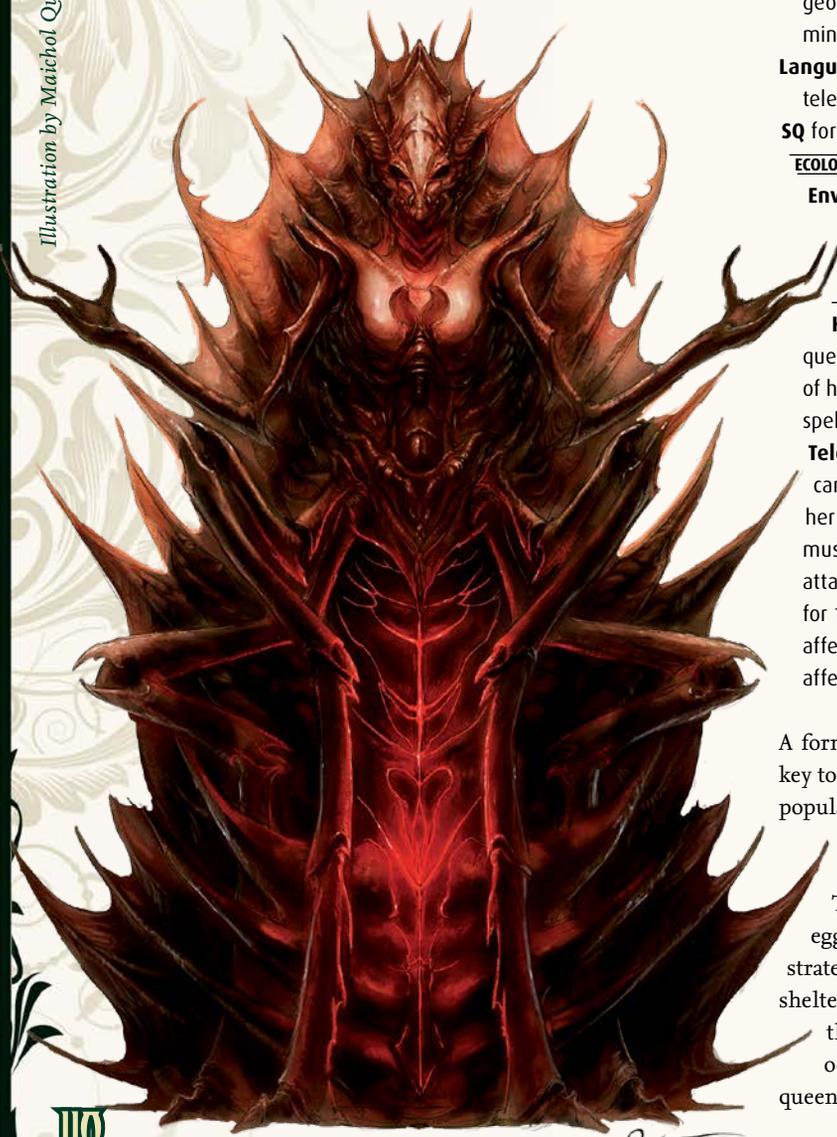
SPECIAL ABILITIES

Hive Frenzy (Su) Once per day as a standard action, the queen can send out a command to all formians within range of her telepathy. Those formians are affected as if by a *haste* spell (CL 20th).

Telepathic Feedback (Su) As a standard action, a queen can unleash debilitating telepathic feedback. Those within her telepathic range who are not members of her hive must succeed at a DC 29 Will save or take a -2 penalty on attack rolls, saving throws, ability checks, and skill checks for 1 minute. A creature that succeeds at the save cannot be affected by telepathic feedback for 24 hours. This is a mind-affecting effect. The save DC is Charisma-based.

A formian queen is the embodiment of the hive and the key to its success, as a hive's fate is tied to her ability to both populate it and successfully guide it. The formian queen does this while her massive body is bound to a central chamber dedicated to her nearly constant egg laying. The queen's enormous abdomen squeezes out egg after egg as she meets with her myrmarchs to plan defense, strategy, and trade negotiations. While the queen may be sheltered, she is not blind. When necessary, she possesses the minds of her children to see for herself what occurs beyond her central chamber, and more active queens use this ability to confront intruders directly.

Illustration by Maichol Quinto



FORMIAN TASKMASTER

This centaurlike creature is equipped with an ant's mandibles and antennae.

FORMIAN TASKMASTER

CR 7



XP 3,200

LN Medium monstrous humanoid

Init +2 (+6 with hive mind); **Senses** blindsight 30 ft., darkvision 60 ft., hive mind; **Perception** +16 (+20 with hive mind)

DEFENSE

AC 20, touch 12, flat-footed 18 (+2 Dex, +8 natural)

hp 85 (10d10+30)

Fort +6, **Ref** +9, **Will** +10

Resist sonic 10

OFFENSE

Speed 40 ft.

Melee sting +13 (1d4+3 plus poison), 2 claws +13 (1d4+3)

Ranged dart +12/+7 (1d4+3)

Special Attacks poison

Spell-Like Abilities (CL 10th; concentration +14)
3/day—*detect thoughts* (DC 16), *sending* (to the hive queen only)

Bard Spells Known (caster level 7th; concentration +11)
3rd (2)—*confusion* (DC 18), *good hope*
2nd (4)—*heroism*, *invisibility*, *sound burst* (DC 16), *suggestion* (DC 17)
1st (5)—*charm person* (DC 16), *comprehend languages*, *cure light wounds*, *hideous laughter* (DC 16), *silent image* (DC 15)
0 (at will)—*dancing lights*, *daze* (DC 15), *detect magic*, *mending*, *message*, *prestidigitation*

STATISTICS

Str 17, **Dex** 14, **Con** 16, **Int** 13, **Wis** 16, **Cha** 19

Base Atk +10; **CMB** +13; **CMD** 26 (30 vs. trip)

Feats Combat Casting, Point-Blank Shot, Quick Draw, Rapid Shot, Spell Focus (enchantment)

Skills Appraise +6, Bluff +9, Climb +11, Craft (armor) +9, Diplomacy +14, Perception +16 (+20 with hive mind), Sense Motive +8, Spellcraft +6

Languages Common; telepathy 120 ft.

SQ formian traits, mental motivator (20 rounds/day)

ECOLOGY

Environment warm or temperate land or underground

Organization solitary, work crew (1 plus 6–12 workers), band (1 plus 3–15 workers and 5–8 warriors), embassy (2–6)

Treasure standard (10 darts, other treasure)

SPECIAL ABILITIES

Mental Motivator (Su) A formian taskmaster can inspire competence or inspire courage as a 7th-level bard (typically 20 rounds/day). The taskmaster's performance is purely mental and only affects formians from its own hive within telepathic range.

Poison (Ex) Sting—injury; *save* Fort DC 18; *frequency* 1/round for 6 rounds; *effect* 1d4 Dexterity; *cure* 2 consecutive saves.

Spells A formian taskmaster casts spells as a 7th-level bard. It favors enchantment and illusion spells.

Formian taskmasters are merchants, traders, diplomats, and spies, and particularly talented taskmasters may even advise the queen. Taskmasters can often be found outside the hive engaging in commerce or routine diplomatic missions. While traveling, a taskmaster is usually accompanied by 3–5 workers and at least 5 warriors.

When dealing with other creatures, formians recognize that their telepathy can be off-putting and use normal speech, although their mandibles are not well suited for the task and their voices are often hoarse and difficult to understand.

Like myrmarchs, taskmasters are highly competitive and take great pride in their successes. Notable accomplishments are carved into their carapaces and highlighted with the use of bright inks, precious metals, or gems. Formian society is largely free of the crime that is common in other humanoid societies, but formians do have occasional duels within a caste. Two taskmasters might have a duel over promotions, a trade route, or an insult. These duels are rarely lethal for fear of weakening the hive, and taskmasters who are too aggressive attract the wrong kind of attention from the myrmarchs. Dueling victories are often recorded on taskmasters' carapaces alongside their other major accomplishments.

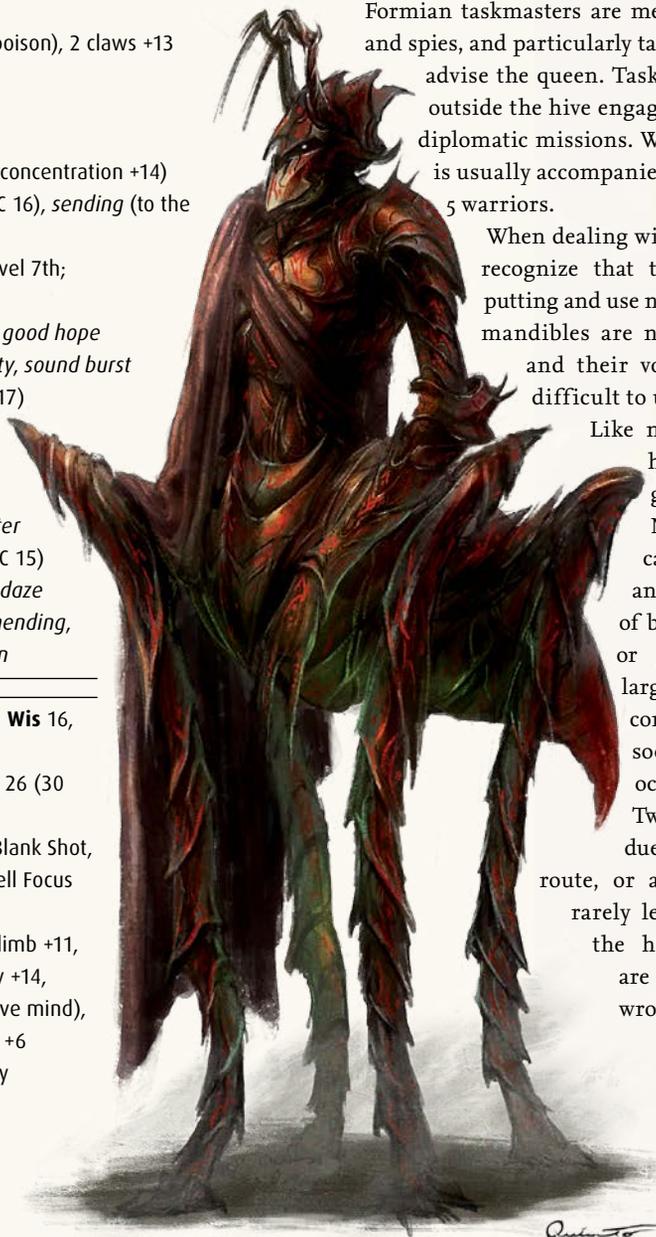


Illustration by Matchel Quinto

FORMIAN WARRIOR

Armored from head to toe in gleaming black-and-red chitin, this insectile warrior's tail ends in a wickedly barbed stinger.

FORMIAN WARRIOR

CR 3



XP 800

LN Medium monstrous humanoid

Init +3 (+7 with hive mind); **Senses** blindsense 30 ft., darkvision 60 ft., hive mind; **Perception** +7 (+11 with hive mind)

DEFENSE

AC 17, touch 13, flat-footed 14 (+3 Dex, +4 natural)

hp 30 (4d10+8)

Fort +3, **Ref** +7, **Will** +4

Resist sonic 10

OFFENSE

Speed 40 ft.

Melee sting +6 (1d4+2 plus poison), 2 claws +6 (1d4+2 plus grab)

Ranged javelin +7 (1d6+2 plus poison)

Special Attacks deadly grasp, poison

STATISTICS

Str 14, **Dex** 17, **Con** 15, **Int** 11, **Wis** 10, **Cha** 12

Base Atk +4; **CMB** +6 (+10 grapple); **CMD** 19 (23 vs. trip)

Feats Skill Focus (Acrobatics), Step Up

Skills Acrobatics +10 (+14 when jumping), Climb +8, Intimidate +8, Perception +7 (+11 with hive mind), Stealth +7

Languages Common; telepathy 60 ft.

SQ coordinate, formian traits

ECOLOGY

Environment warm or temperate land or underground

Organization solitary, pair, band (5–8 plus 3–15 workers and 1 taskmaster), or patrol (3–12)

Treasure standard (6 javelins, other treasure)

SPECIAL ABILITIES

Coordinate (Su) Once a formian warrior has acted in a combat, all allied formians within the hive mind are no longer considered flat-footed. When a formian warrior attacks a creature in melee, allied formians gain a +2 insight bonus on melee attack rolls against that creature until the start of the warrior's next turn.

Deadly Grasp (Ex) When a formian warrior has a

foe grappled, it deals sting damage when it succeeds at a grapple check to damage its opponent.

Poison (Ex) javelin or sting—injury; save Fort DC 14; frequency 1/round for 6 rounds; effect 1d2 Dex; cure 1 save.

Composing the fighting caste of the hive, formian warriors grow from grubs hatched in the flesh of carnivores and similar fierce creatures. All are sterile females, although in rare circumstances they spontaneously become fertile after the death of their queen. In the rigid hierarchy of the formian hive, they rank above the worker caste and below all others. Allowed independent initiative to better hone their battle skills, formian warriors have more latitude in following commands than many other formians. Owing to this latitude, formian warriors are more likely to chafe under hive strictures than workers and taskmasters.

All formian warriors ultimately answer to the myrmarch caste and, through them, to the queen. Beneath this layer of command, the warriors have a command structure of

their own. Formian warriors advance in rank through a complicated formula that references their achievements in battle, personal prowess, and years of service to the hive.

Formian warriors engrave their chitin with insignia depicting their rank and notable deeds. A disgraced warrior has her markings gouged out and her stinger torn away.

Formian warriors stand 7 feet tall and weigh 200 pounds. Their carapaces resemble suits of armor as much as insects' exoskeletons but cannot be enhanced with magic as if they were armor. The striped patterns of a formian warrior vary from individual to individual, although formians belonging to the same hive usually bear similar markings.

Warriors mature quickly and have short life spans, becoming too infirm to fight around 15 years of age. Old warriors are expected to end their lives for the good of the hive, either by taking on a fatal mission or through voluntary starvation. A few of the most exceptional warriors receive permission to live out their remaining years as teachers and drill instructors, passing their skills on to new generations of formian warriors.



Quinto

FORMIAN WORKER

This small, centaurlike ant creature bears a huge, bulging sack on its armored back.

FORMIAN WORKER

CR 1/2



XP 200

LN Small monstrous humanoid

Init +0 (+4 with hive mind); **Senses** blindsense 30 ft., darkvision 60 ft., hive mind; **Perception** +4 (+8 with hive mind)

DEFENSE

AC 12, touch 11, flat-footed 12 (+1 natural, +1 size)

hp 6 (1d10+1)

Fort +1, **Ref** +2, **Will** +2

Resist sonic 10

OFFENSE

Speed 40 ft., burrow 10 ft.

Melee bite +3 (1d6+1)

STATISTICS

Str 13, **Dex** 10, **Con** 13, **Int** 10, **Wis** 10, **Cha** 9

Base Atk +1; **CMB** +1; **CMD** 11 (15 vs. trip)

Feats Skill Focus (Profession [miner])

Skills Climb +5, Knowledge (engineering) +4, Perception +4 (+8 with hive mind), Profession (miner) +7

Languages Common, telepathy 60 ft.

SQ able assistant, formian traits, peerless bearer

ECOLOGY

Environment warm or temperate land or underground

Organization solitary, work crew (6–12 plus 1 taskmaster), band (3–15 plus 5–8 warriors and 1 taskmaster).

Treasure incidental (occasionally a 10–50 gp gem embedded into a worker's carapace)

SPECIAL ABILITIES

Able Assistant (Ex) When a formian worker succeeds at an aid another check or attack roll that aids another hive mate within its telepathy range, it grants a +4 bonus on the skill check, on the attack roll, or to AC instead of the normal +2.

Peerless Bearer (Ex) Workers are able to bear remarkable burdens for their size. They have a +5 racial bonus to Strength when calculating the effects of encumbrance.

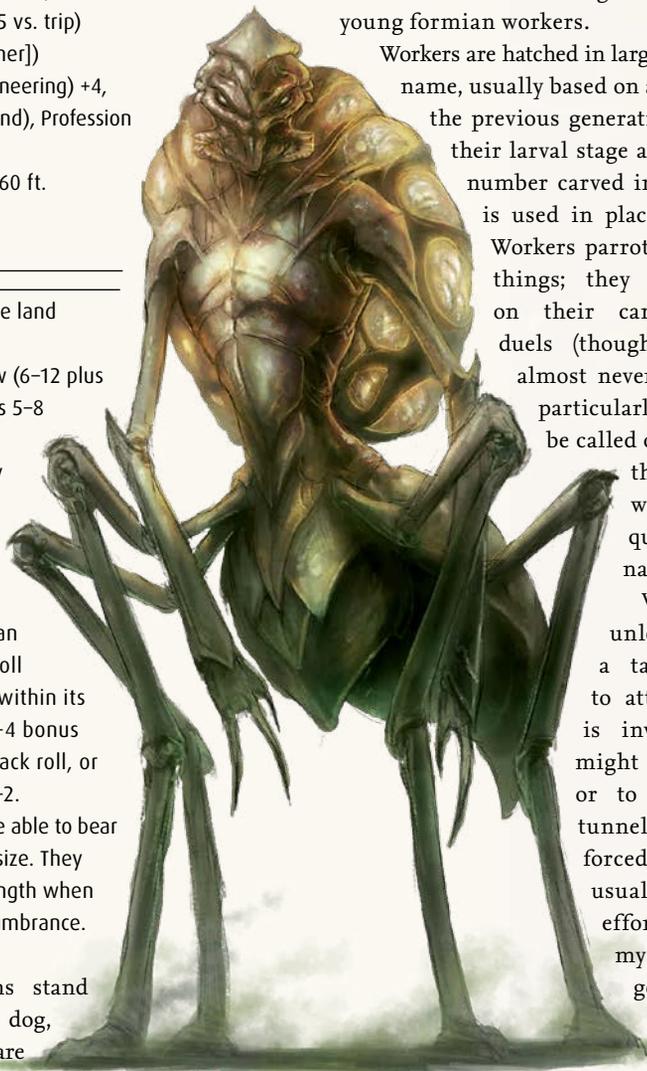
These lowest-caste formians stand a little taller than a large dog, and their small mandibles are

better equipped for slicing leaves and cutting fruit from the vine than carving into flesh. Regardless, many humanoids find the sight of these centaurlike ant creatures intimidating. Their iridescent chitin is nearly featureless, marked only by small scarring as they age and a series of markings on their chest. A few more accomplished formian workers bear small gems proudly glued to their carapace, tokens granted them by taskmasters for particularly impressive accomplishments.

Formian workers are the backbone of the hive. They produce and harvest all food, perform all mining and tunneling, aid the taskmasters in the crafting of goods, and perform all other menial labor. Formian workers grow fast and learn quickly within the hive mind. Shortly after it leaves its larval stage, a formian is assigned to a senior worker who teaches it a trade, and by the end of the second year, a formian worker is a productive member of the hive. Workers live 20–30 years, and older workers are assigned lighter or more skilled work in order to give them capacity to train the young formian workers.

Workers are hatched in large batches and given a clutch name, usually based on a well-regarded formian of the previous generation. Only when they leave their larval stage are workers given a unique number carved into their carapaces, which is used in place of an individual name. Workers parrot the taskmasters in many things; they denote accomplishments on their carapaces and even have duels (though duels among workers almost never involve death). Rarely, a particularly remarkable worker will be called out for special attention by their taskmaster, and these workers are presented to the queen and given a proper name of their own.

Workers flee from combat unless they are ordered by a taskmaster or myrmarch to attack intruders. If a hive is invaded, formian workers might be used as diversions or to undermine or collapse tunnels on invading enemies. If forced into a direct fight, they usually spend most of their efforts assisting a warrior or myrmarch, though they make good use of mining picks or alchemist's fire if they are cornered.



Quinto

Illustration by Marichol Quinto

13

FOSSSEGRIM

This striking, blue-eyed man with luminous skin and flowing white hair holds an ethereal harp.

FOSSSEGRIM

CR 4



XP 1,200

NE Medium fey (aquatic)

Init +7; **Senses** low-light vision; Perception +16

DEFENSE

AC 18, touch 14, flat-footed 14 (+3 Dex, +1 dodge, +4 natural)

hp 41 (9d6+19)

Fort +5, **Ref** +9, **Will** +8

DR 5/cold iron

OFFENSE

Speed 30 ft., swim 40 ft.; *water walk*

Melee 2 slams +8 (2d6)

Special Attacks drowning touch (DC 14),
enchanting music (DC 19)

Spell-Like Abilities (CL 9th; concentration +14)

Constant—*water walk*

3/day—*hydraulic torrent*^{APG}

STATISTICS

Str 10, **Dex** 17, **Con** 15, **Int** 12, **Wis** 14, **Cha** 21

Base Atk +4; **CMB** +4; **CMD** 17

Feats Alertness, Dodge, Improved

Initiative, Weapon Finesse, Weapon
Focus (slam)

Skills Bluff +17, Diplomacy +9,

Knowledge (geography) +6,

Knowledge (nature) +10, Perception

+16, Perform (sing) +10, Perform

(string) +21, Sense Motive +16,

Sleight of Hand +10, Stealth +15,

Swim +18; **Racial Modifiers** +4

Perform (string), +4 Swim

Languages Common, Sylvan

SQ amphibious, transparency,
treasure form

ECOLOGY

Environment cold or temperate water
(waterfalls)

Organization solitary

Treasure standard (mwk harp or
violin, other treasure)

SPECIAL ABILITIES

Drowning Touch (Su) A

fossegrim can flood the lungs of a creature that is willing, is helpless, is affected by its enchanted music ability, touches it while it's in treasure form,

or is touched by it (traditionally by kissing the creature on the lips). If the target cannot breathe water, it cannot hold its breath and immediately begins to drown slowly. On its turn, the target can attempt a DC 16 Fortitude save to cough up this water; if it fails, it falls unconscious at 0 hp. On the next round, a fallen target must attempt another DC 16 Fortitude save, dropping to -1 hit points and dying if it fails; on the next round it must attempt to save again or lose 1d6 hit points. On the first successful save, the water clears from the target's lungs and the target stabilizes. The save DC is Constitution-based.

Enchanting Music (Su) As a full-round action, a fossegrim can play a musical stringed instrument (usually a harp or violin) and target a single creature within 45 feet that can hear and see the fossegrim with an effect identical to the *unnatural lust*SM spell (CL 9th; Will DC 19). This action provokes an attack of opportunity. If the target touches or kisses the fossegrim, the fey can affect the target with its drowning touch ability. This is a sonic mind-affecting compulsion effect. The save DC is Charisma-based.

Transparency (Su) When underwater, a fossegrim's body becomes transparent, effectively rendering it invisible. It can become visible or transparent at will as a free action.

Treasure Form (Su) As a standard action when completely underwater, a fossegrim can create an illusion causing it to resemble a Medium pile of gold and silver coins, glittering jewels, and valuable art objects. If a fossegrim speaks, moves, attacks, or uses any of its special abilities or spell-like abilities while in treasure form, the illusion dissipates. A successful DC 19 Will save is required to disbelieve this illusion. If a living creature within the fossegrim's melee reach touches or physically interacts with the illusion, the fossegrim reaches out to kiss or otherwise touch that creature, automatically affecting the creature with its drowning touch ability. The fossegrim can maintain this illusion indefinitely and can revert to its normal natural form as a free action. This is a mind-affecting illusion (glamer) effect. The save DC to disbelieve is Charisma-based.

Pale and possessing unnatural beauty, fossegrims are wicked fey who haunt idyllic waterfalls, where they lure the unsuspecting near with song and the promise of treasure, only to drown them. Well built and elflike in appearance, fossegrims are gifted musicians, and their lairs often echo with the sound of bewitching music. They are never without their enchanting instruments.



Illustration by Diana Martinez

FREEZING FLOW

This transparent blue formation of ice is as forbidding as the serpent it resembles.

FREEZING FLOW

CR 4



XP 1,200

N Large ooze (cold, water)

Init -5; **Senses** blindsense 60 ft.; Perception -5

DEFENSE

AC 16, touch 12, flat-footed 13 (+3 Dex, +4 natural, -1 size)

hp 47 (5d8+25)

Fort +6, **Ref** +3, **Will** -4

Immune cold, ooze traits

Weaknesses vulnerable to fire

OFFENSE

Speed 20 ft., swim 20 ft.

Melee slam +6 (2d4+6/19-20 plus 1d6 cold and grab)

Space 10 ft.; **Reach** 5 ft.

Special Attacks constrict (2d4+6 plus 1d6 cold), jagged slam, numbing touch

STATISTICS

Str 18, **Dex** 16, **Con** 20, **Int** —, **Wis** 1, **Cha** 1

Base Atk +3; **CMB** +8; **CMD** 13

Skills Swim +12

SQ crystalline

ECOLOGY

Environment any cold

Organization solitary

Treasure none

SPECIAL ABILITIES

Crystalline (Ex) As a creature of living ice, a freezing flow is difficult to discern from its surroundings in icy and snowy land environments and when in icy water. A successful DC 15 Perception check is required to notice a freezing flow in these environments. Any creature that fails to notice a freezing flow and walks into it automatically takes damage as if struck by the ooze's slam attack.

Jagged Slam (Ex) A freezing flow's slam attack is a slashing tendril of crystalline ice. It deals slashing damage instead of bludgeoning damage and has a critical range of 19-20.

Numbing Touch (Ex) Each time a freezing flow deals cold damage with its slam attack or constrict ability, the target must succeed at a DC 17 Fortitude save or be staggered with numbing cold for 1 round. The save DC is Constitution-based.

It's believed that these strange frozen oozes are created when a particularly cold arctic area has prolonged exposure to ice from the Elemental Planes. Rising seemingly spontaneously from such a supernatural deep freeze,

freezing flows shamble forth in search of prey, hungry for the life energy of warm-blooded creatures, which they somehow metabolize.

Within their native habitat, these oozes are particularly difficult to spot. While they lack intelligence, they have an instinct to stay put within frozen ice flows, on the icy surface of frozen lakes and rivers, or within areas of permafrost, waiting for prey to stumble upon them. This instinct may be tied to the fact that they can stay relatively dormant for decades or even centuries, but eventually they need the life energy of warm-blooded creatures to fuel their strange locomotion. Since they dwell in unforgiving and underpopulated areas, it is easier for them to conserve energy and wait for prey rather than to try to track down warm-blooded creatures.

After feeding, or when fully fed, these creatures tend to ignore other creatures unless attacked. Though freezing flows' crystalline construction can give the illusion that they are brittle, nothing is further from the truth. When a freezing flow slams into flesh, it does so with enough power to break bone, and it is cold enough to numb flesh, causing its prey to convulse in a fit of shivers.

When hungry, the only things freezing flows avoid are fire and high temperatures. Such things can still melt and damage a freezing flow, though it typically requires more heat to diminish a freezing flow into a puddle of water than it takes to melt a patch of normal ice 10 times the ooze's size.

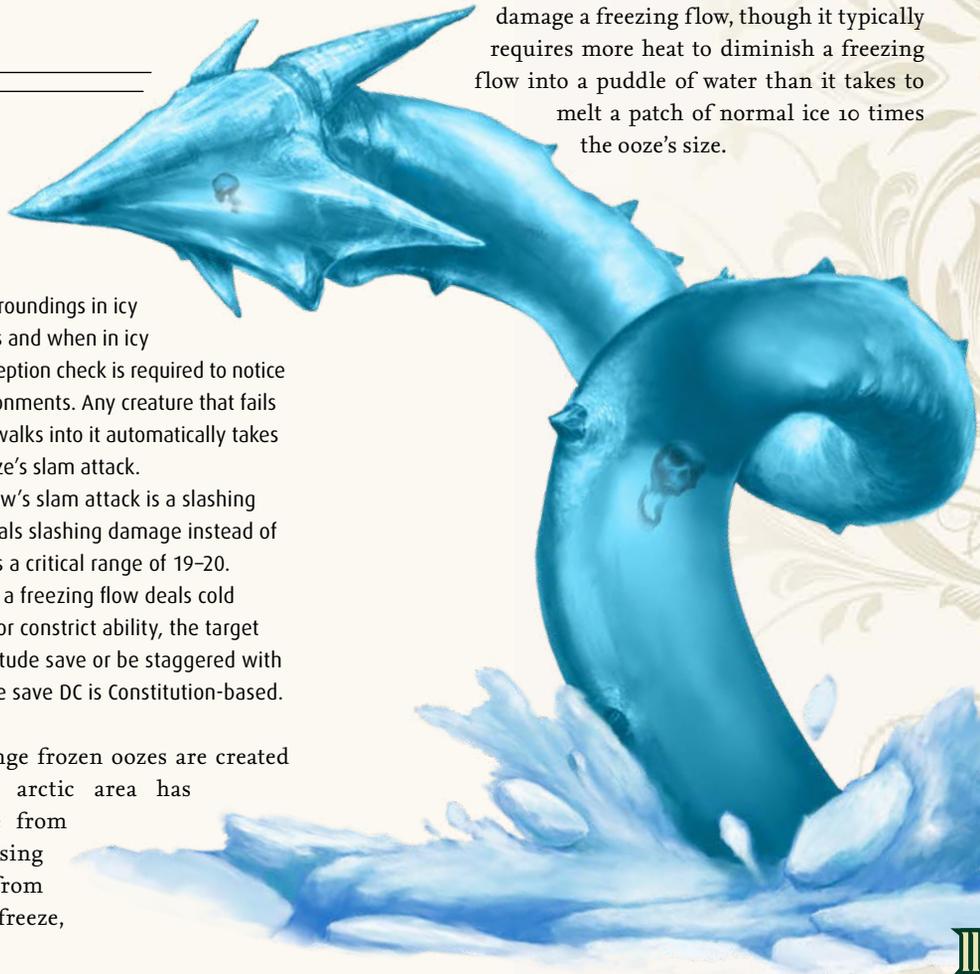


Illustration by Joshua Meehan

FUNGAL CREATURE

Mushroom caps and mold sprout from the pallid skin of this lithe female figure, and spores waft from her fungal gills.

FUNGAL NYMPH

CR 8



XP 4,800

CG Medium plant (augmented fey)

Init +4; **Senses** darkvision 60 ft., low-light vision; Perception +14

Aura blinding beauty (30 ft., DC 21)

DEFENSE

AC 23, touch 21, flat-footed 19 (+7 deflection, +4 Dex, +2 natural)

hp 84 (8d8+48)

Fort +15, **Ref** +17, **Will** +16

Defensive Abilities poisonous blood (DC 20); **DR** 10/cold iron;

Immune disease, plant traits

OFFENSE

Speed 20 ft., swim 10 ft.

Melee slam +8 (1d4+3)

Special Attacks create spawn, poison spore cloud (DC 20), stunning glance (DC 21)

Spell-Like Abilities (CL 8th; concentration +15)

1/day—*dimension door*

Druid Spells Prepared (CL 7th; concentration +10)

4th—*command plants* (DC 17)

3rd—*call lightning* (DC 16), *speak with plants*, *spike growth* (DC 16)

2nd—*chill metal* (DC 15), *flame blade*, *resist energy*, *summon swarm*

1st—*entangle* (DC 14), *faerie fire*, *obscuring mist*, *pass without trace*, *produce flame*

0—*detect magic*, *guidance*, *resistance*, *virtue*

STATISTICS

Str 14, **Dex** 19, **Con** 22, **Int** 16, **Wis** 17, **Cha** 25

Base Atk +4; **CMB** +8; **CMD** 27

Feats Agile Maneuvers, Combat Casting, Self-Sufficient, Weapon Finesse

Skills Craft (alchemy) +14, Diplomacy +18, Escape Artist +15, Heal +13, Knowledge (dungeoneering) +11, Knowledge (nature) +14, Perception +14, Sense Motive +14, Stealth +15, Survival +5, Swim +10

Languages Common, Sylvan, Undercommon

SQ fungal metabolism, inspiration, rejuvenation, unearthly grace, wild empathy +21

ECOLOGY

Environment any ruins or underground

Organization solitary

Treasure standard

A fungal creature is an animate plant with the appearance of a living creature. It grows from spores implanted in the dead body of a host creature, and takes on the host creature's

basic form and many of that creature's abilities. It retains none of the memories of the creature it grew from, yet it instinctively knows how to use the abilities it inherited from its host. How exactly this is possible is a question that continues to befuddle scholars. The leading theory is that the spores' precise modeling of their host succeeds in capturing some of the creature's physiology—essentially copying its mind—but that for some reason the departure of the creature's spirit or soul upon death prevents the spores from copying the memories as well.

Fungal creatures are often content to sit in quiet contemplation, absorbing the nutrients they require from the life-giving earth. But when faced with living creatures, the overwhelming biological need to reproduce takes over, and the fungal creatures try to seed their spores into new hosts to spawn the next generation of fungal creatures.

Fungal creatures have the general appearance of the base creatures from which they spawned, but their skin is pale fungus rather than flesh and blood. Mushroom caps and shelf fungi sprout from a fungal creature's body, along with fungal gills to deliver the fungal creature's spores. As with many types of fungi, a fungal creature's flesh is poisonous, and any creature that ingests any part of a fungal creature's body risks infection by its spores (as described in the create spawn ability and fungal spores poison on the facing page).

The fungal nymph presented here is built using the nymph from the *Pathfinder RPG Bestiary*. See page 217 of the *Bestiary* for rules on this creature's blinding beauty, inspiration, spells, stunning glance, unearthly grace, and wild empathy abilities.

CREATING A FUNGAL CREATURE

"Fungal creature" is an inherited template that can be added to any corporeal, living creature susceptible to Constitution damage (referred to hereafter as the base creature). A fungal creature uses all the base creature's statistics and special abilities except as noted here.

CR: Same as the base creature +1.

Type: The creature's type changes to plant (augmented). Do not recalculate base class Hit Dice, BAB, saves, or skill points.

Senses: A fungal creature gains darkvision 60 feet.

Armor Class: The fungal growths that appear on a fungal creature's body increase the base creature's natural armor bonus by 2.

Hit Dice: Change all racial Hit Dice to d8s. Class Hit Dice are unaffected.

Defensive Abilities: A fungal creature gains immunity to disease in addition to all of the standard plant traits.

Speed: Each of a fungal creature's speeds decreases by 10 feet from those of the base creature (minimum 5 feet).

Attacks: A fungal creature retains all the natural weapons, manufactured weapon attacks, and weapon proficiencies

of the base creature. If the base creature has no other natural attacks, the fungal creature gains a slam attack that deals damage based on the fungal creature's size.

Special Attacks: A fungal creature gains the following.

Create Spawn (Ex): A creature killed by Constitution damage from a fungal creature's poison spore cloud transforms into a fungal spawn over a period of 24 hours. A *plant growth* spell halves the transformation time, and a *diminish plants* spell doubles it. A *blight* spell destroys the fungal spores and prevents the corpse's transformation, but spells that remove disease are ineffective against the growing spores. Once a creature fully transforms into a fungal spawn, the corpse from which it grew is destroyed.

A fungal spawn gains the fungal creature template, but it loses all class levels and memories of the base creature from which it was spawned. If the base creature has 1 or fewer racial Hit Dice and normally has class levels, use a 1st-level warrior version of it as the base creature. The fungal spawn awakens as a free-willed being that knows all it needs to know (including language) in order to use its abilities and survive. Although it bears no allegiance to the fungal creature that created it, the new fungal creature immediately recognizes other fungal creatures as its own kind.

Poison Spore Cloud (Ex): Once per day, a fungal creature can release a choking cloud of spores in a 15-foot-radius spread that lingers in the air for 10 rounds. This cloud functions as an inhaled poison. Any breathing creature in the cloud must succeed at a Fortitude save or inhale the spores. A creature that remains in the area of the spore cloud must continue to attempt Fortitude saves against its effects. Multiple spore clouds from multiple fungal creatures require multiple saves from any creature in an area where the clouds overlap.

Fungal Spores: Poison—inhaled; *save* Fort DC 10 + 1/2 the fungal creature's racial Hit Dice + the fungal creature's Con modifier; *frequency* 1/round for 6 rounds; *effect* 1d2 Con damage and fatigued for 1 minute; *cure* 2 saves.

Poisonous Blood (Ex): A fungal creature's blood and flesh are ingested poisons. Any creature that makes a bite attack against a fungal

creature, swallows one whole, or otherwise ingests part of one must succeed at a Fortitude save or be afflicted by the poison.

A fungal creature can drain its own blood to procure an ingested poison that functions as described above. However, its blood has a distinctive and largely unwelcome smell and taste, so most intelligent creatures would refuse to eat food tainted with it unless the taste was thoroughly disguised (which requires a successful DC 15 Profession [cook] check). The fungal creature must deal at least 1 point of damage to itself to get a full dose of poison, and the drawn blood (or amputated flesh) retains its poisonous nature for only 24 hours unless additional living fungal blood is mixed into it.

Fungal Blood or Flesh: Poison—ingested; *save* Fort DC 10 + 1/2 the fungal creature's racial Hit Dice + the fungal creature's Con modifier; *frequency* 1/minute for 6 minutes; *effect* 1 Str damage, 1 Dex damage, and nauseated for 1 minute; *cure* 2 saves.

Special Qualities: A fungal creature gains the following.

Fungal Metabolism (Ex): Fungal creatures breathe, but they do not eat or sleep in the typical manner.

Rejuvenation (Ex): A fungal creature gains all the sustenance it requires from contact with moist natural earth, but it must rejuvenate itself as often and for as long as humans need sleep. As long as it is in contact with moist natural earth, a resting fungal creature regains hit points as though it were undergoing complete bed rest and long term care (4 hit points per Hit Die for each day of rest). The fungal creature can engage in light activity during rejuvenation, but any strenuous activity (like fighting, running, or casting a spell) prevents it from regaining hit points for that day. Complete bed rest doesn't increase the amount of healing a fungal creature gains from rejuvenation.

Abilities: Str +4, Dex -2 (minimum 1), Con +4.

Languages: If a fungal creature is able to speak, it gains the ability to speak Sylvan in addition to any other languages the base creature knows.

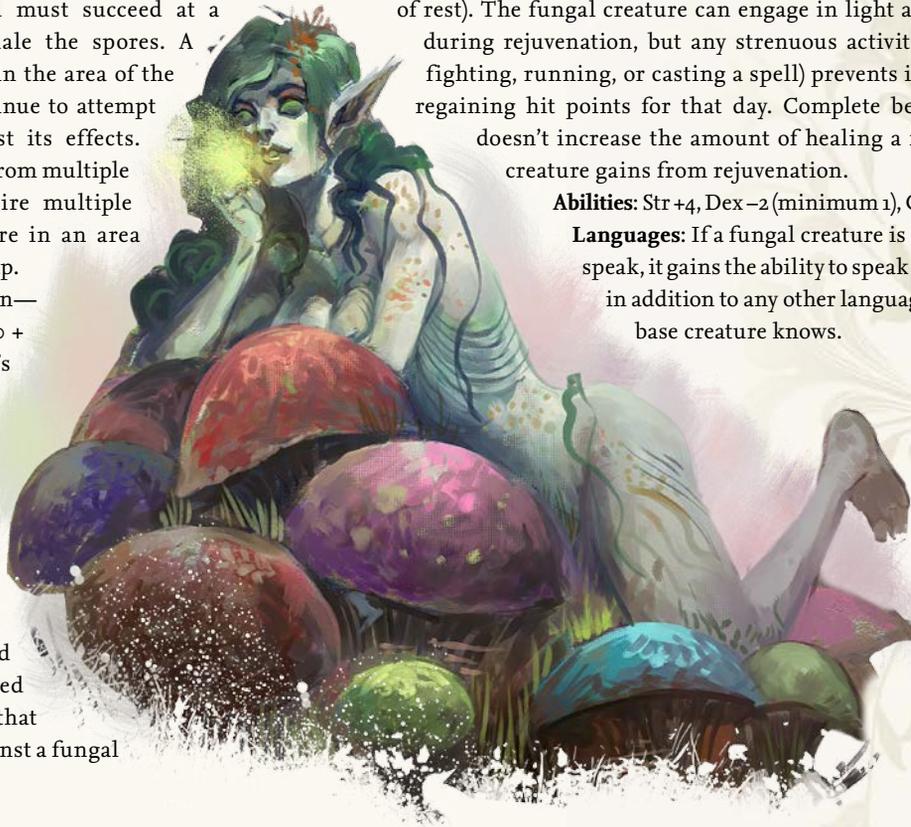


Illustration by Jorge Fares

GAKI

This skeletal creature with a long, thin neck seems to float above the ground. Its jaw is elongated, showing sharp, worn teeth.

GAKI

CR 7



XP 3,200

NE Medium undead

Init +6; **Senses** darkvision 60 ft., *detect evil*; Perception +13

DEFENSE

AC 20, touch 13, flat-footed 17 (+2 Dex, +1 dodge, +7 natural)

hp 74 (9d8+32)

Fort +5, **Ref** +7, **Will** +9

Immune undead traits

Weaknesses aversion to sun and moon, compulsive hunger, vulnerable to cold and fire

OFFENSE

Speed 30 ft., fly 30 ft. (average)

Melee 2 claws +9 (2d6+3), bite +9 (2d6+3 plus grab)

Space 5 ft.; **Reach** 5 ft. (10 ft. with bite)

Special Attacks blood drain (1d2 Constitution), fear cone (30 ft., DC 16)

Spell-Like Abilities (CL 7th; concentration +9)

Constant—*detect evil*

At will—*invisibility*

1/day—*disguise self*

STATISTICS

Str 16, **Dex** 15, **Con** —, **Int** 9, **Wis** 12, **Cha** 18

Base Atk +6; **CMB** +9 (+13 grapple); **CMD** 22

Feats Combat Reflexes, Dodge, Improved Initiative, Iron Will,

Lightning Reflexes

Skills Intimidate +14,

Perception +13,

Stealth +14

Languages Common

ECOLOGY

Environment any land

Organization solitary or gang (2–4)

Treasure incidental

SPECIAL ABILITIES

Aversion to Sun and Moon (Ex) A gaki takes 1d4 points of fire damage every round it's exposed to the light of a full moon. It takes 1d4 points of cold damage every round it is exposed to direct sunlight.

Compulsive Hunger (Ex) Despite being undead, a gaki is plagued by an insatiable hunger, and believes it can gain a normal body or rest in peace if it consumes the right mixture of flesh, food, and drink. A gaki that finds a corpse or is offered food, wine, holy water, or flowers must succeed at a DC 20 Will save or spend one turn trying to grab and consume it. Its narrow neck prevents it from swallowing more than a tiny

amount, and it gives up after 1 round of attempting to do so. A gaki that consumes holy water in this way is not harmed by it.

When an especially jealous or greedy evil person dies, it sometimes returns as a gaki—a misshapen creature with a supernatural hunger for things of the material world. Mistakenly called “hungry ghosts” because of their ability to fly and turn invisible, gakis believe that if they consume the right material—typically meat, wine, blood, flowers, and souls—they can form a new body resembling their former mortal shapes. Its long, thin neck restricts how much it can eat, and the creature is perpetually starving. It prefers to consume evil creatures, believing it gains more sustenance from a sinful being than a righteous one, but it won't pass up any mortal flesh. Some gakis believe they must consume flesh from demons or undead, and fixate on these creatures to the aversion of all others.

Gakis are cursed, pitiable creatures with nothing to lose, which makes them very dangerous. Some that have existed for many years as undead grow desperate and try consuming earth, sewage,

or more vile substances in an attempt to find the missing ingredient for their transformation. Particularly unfortunate ones bear an onerous curse that causes anything they try to eat to burst into flame or wither away into dust.

These creatures have short memories and little sense of perspective. They're smart enough to pursue what they want cannily, but fail at making long-term plans. Most gakis wander alone, pursuing their search for nourishment in solitude. When they do form packs, they use their numbers to surround and bring down large animals or groups of people, but then throw cooperation aside to squabble and shove as each one greedily tries to claim the entire prize they've taken.

Strangely, gakis are scorched by moonlight and frozen by sunlight. Because of this, they're forced to lurk in the shadows of ruins. Some wander the deep caves and tunnels below the surface, scrounging whatever meals they can find. In urban areas, they group together to stalk the slums, often leaping upon victims, tearing away small morsels of flesh before they retreat, leaving victims bleeding and disoriented. They find hiding places—often in abandoned buildings or sewers—to stay during the day, turning invisible and biding their time till the dark of night comes.

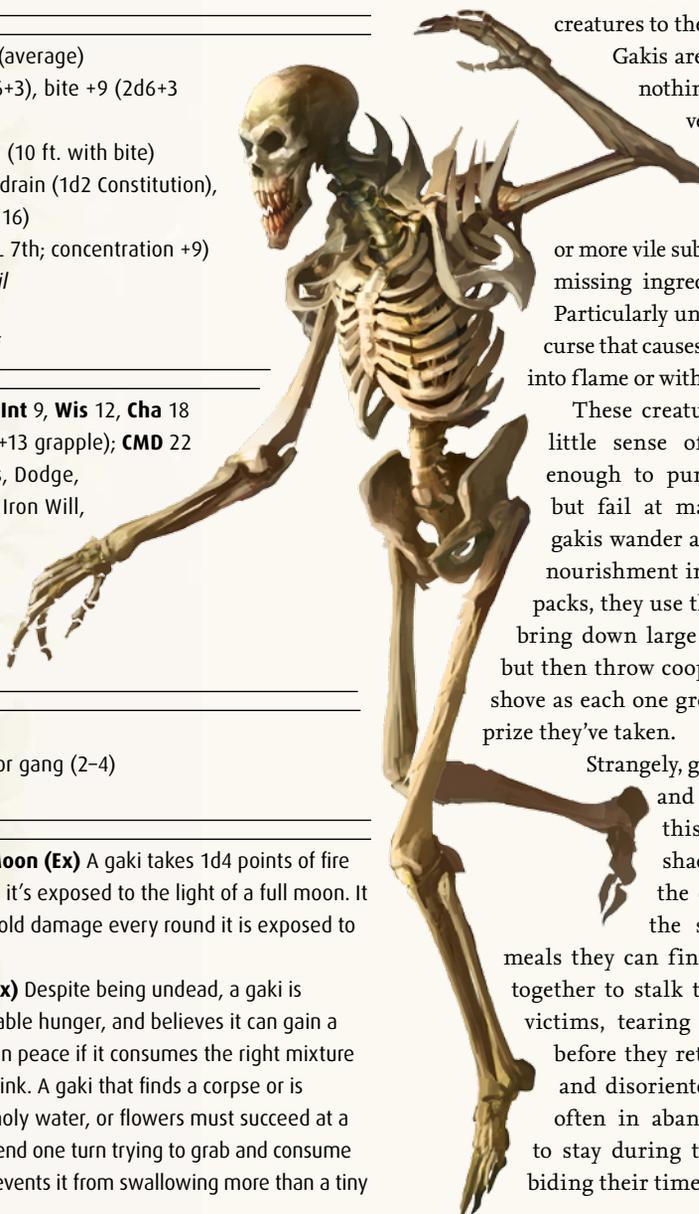


Illustration by Alberto Dal Lago

GALLOWDEAD

This skeletal horror staggers under the weight of the massive hook and chain impaling the bones of its midsection.

GALLOWDEAD

CR 16



XP 76,800

CE Medium undead

Init +8; **Senses** darkvision 60 ft.; Perception +3

Aura whispers (30 ft., DC 27)

DEFENSE

AC 31, touch 15, flat-footed 26 (+4 Dex, +1 dodge, +16 natural)

hp 228 (24d8+120)

Fort +13, **Ref** +12, **Will** +17

Defensive Abilities channel resistance +6; **DR** 10/bludgeoning;

Immune cold, undead traits

OFFENSE

Speed 30 ft.

Melee spiked chain +26/+21/+16/+11 (2d4+10/19–20 plus

chains of the dead) or

2 claws +25 (2d8+7)

Special Attack chains of the dead

Space 5 ft.; **Reach** 5 ft. (10 ft. with spiked chain)

STATISTICS

Str 24, **Dex** 19, **Con** —, **Int** 11, **Wis** 16, **Cha** 21

Base Atk +18; **CMB** +25; **CMD** 40

Feats Bleeding Critical, Combat Reflexes, Critical Focus, Dodge, Improved Critical (spiked chain), Improved Initiative, Improved Vital Strike, Lunge, Power Attack, Step Up, Vital Strike, Weapon Focus (spiked chain)

Skills Climb +34, Escape Artist +28, Intimidate +32,

Swim +31

Languages Common

ECOLOGY

Environment any

Organization solitary, pair, or plague (3–18)

Treasure standard

SPECIAL ABILITIES

Aura of Whispers (Su) A gallowdead constantly whispers vile secrets and blasphemous chants. Any creature within 30 feet of a gallowdead must succeed at a DC 27 Will save or be shaken for 1d4 rounds. Already shaken creatures that fail this saving throw become nauseated by the secrets revealed. Each round, an affected creature can make a new Will save to recover from the effect—once a creature recovers from a gallowdead’s whispers, it is immune to this ability for 24 hours. Each overlapping whisper aura from additional gallowdead increases the save DC by 2. This is a language-based sonic effect. The save DC is Charisma-based.

Chains of the Dead (Su) When a gallowdead uses its spiked chain, the first attack that hits a foe during the gallowdead’s turn deals an extra 12d6 points of negative energy damage (Will DC 27 half). This has no effect on undead creatures. In addition, the gallowdead can make a free combat maneuver check against its target with a +4 racial bonus. If the check succeeds, the target becomes grappled, but the gallowdead doesn’t gain the grappled condition. The gallowdead can make a free combat maneuver check each round to maintain its grip on the victim, but can’t take any special grapple actions against the victim except the move special action. When grappling a victim in this way, the gallowdead can’t attack with its spiked chain. The save DC is Charisma-based.

Some tyrants execute criminals, traitors, or those who dare insurrection on the end of hooked and spiked chains. Leaving the criminal to painfully hang and rot sends a message to those who would dare commit the same crimes. Sometimes such savage deaths have a strange and terrible consequence: the victim rises, grabs the instrument of its execution, and becomes a servant of those who condemned it.



Illustration by Xia Tappara

GALVO

This creature is composed of dozens of electric eels tightly knotted into a slithering, humanoid shape, crackling with energy.

GALVO

CR 9



XP 6,400

NE Medium magical beast (aquatic)

Init +4; **Senses** blindsense 60 ft., darkvision 60 ft., low-light vision; Perception +10

DEFENSE

AC 23, touch 15, flat-footed 18 (+4 Dex, +1 dodge, +8 natural)

hp 127 (15d10+45)

Fort +12, **Ref** +13, **Will** +6

Defensive Abilities swarmlike; **DR** 10/slashing; **Immune** electricity

OFFENSE

Speed 30 ft., swim 30 ft.

Melee bite +19 (1d6+3 plus 2d6 electricity), 2 slams +19 (1d6+3 plus 2d6 electricity)

Ranged eel dart +19 touch (1d6+3 plus 1d6 electricity)

Space 5 ft.; **Reach** 5 ft. (10 ft. with slam)

STATISTICS

Str 17, **Dex** 19, **Con** 16, **Int** 7, **Wis** 12, **Cha** 8

Base Atk +15; **CMB** +18; **CMD** 33 (can't be tripped)

Feats Blind-Fight, Combat Reflexes, Dodge, Point-Blank Shot, Power Attack, Precise Shot, Vital Strike, Weapon Finesse

Skills Perception +10, Stealth +15, Swim +15

Languages Aquan (can't speak)

SQ amphibious, compression, varied attack

ECOLOGY

Environment any water

Organization solitary, pair, or tangle (3-9)

Treasure none

SPECIAL ABILITIES

Eel Dart (Ex) A galvo can launch one of its component eels like a dart up to 30 feet as a ranged touch attack. An eel dart deals a number of points of damage equal to 1d6 + the galvo's Strength modifier plus 1d6 points of electricity damage.

Swarmlike (Ex) A galvo has no discernible anatomy, and is not subject to critical hits or flanking. It is also immune to any physical spell or effect that targets a specific number of creatures (including single-target spells such as *disintegrate*). Mind-affecting effects that target a single creature function normally against a galvo, since the creature's individual components share a hive mind. A galvo takes half

again as much damage (+50%) from damaging area effects such as *fireball* and splash weapons.

Varied Attack (Ex) A galvo's slam attack deals both bludgeoning and slashing damage since the creature is formed completely of biting eels.

In sunless ocean trenches, aberrant fleshcrafters created the first galvos to serve as soldiers in their war against the sahuagin and skum. Since those days, galvos have moved beyond their darkened trenches, breeding and expanding into shallower, warmer waters. In recent years, they have come closer to civilizations, preying on coastal communities.

A galvo can live both in the water and on land, and frightening stories tell of galvos springing up from the water to strike at prey both on ships and on beaches. A true horror to look upon, a galvo averages 7 feet tall and weighs around 300 pounds.



GASHADOKURO

The bones and skulls of countless smaller creatures dribble from the joints and rib cage of this massive skeleton.

GASHADOKURO

CR 13



XP 25,600

NE Huge undead

Init +4; **Senses** darkvision 60 ft.; Perception +20

Aura starvation (60 ft., DC 25)

DEFENSE

AC 28, touch 8, flat-footed 28 (+20 natural, -2 size)

hp 180 (19d8+95)

Fort +11, **Ref** +6, **Will** +14

Defensive Abilities channel resistance +4; **DR** 10/bludgeoning;

Immune undead traits

OFFENSE

Speed 30 ft.

Melee bite +22 (2d8+10 plus grab), 2 claws +23 (2d6+10/19-20)

Space 15 ft.; **Reach** 15 ft.

Special Attacks breath weapon (30-ft. cone, 12d6 bludgeoning damage, Reflex DC 24 half, usable every 1d4 rounds), corpse consumption, swallow whole (6d6 bludgeoning damage, AC 20, 18 hp)

STATISTICS

Str 30, **Dex** 11, **Con** —, **Int** 6, **Wis** 17, **Cha** 21

Base Atk +14; **CMB** +26 (+28 bull rush, +30 grapple);

CMD 36 (38 vs. bull rush)

Feats Awesome Blow, Cleave, Great Cleave, Improved Bull Rush, Improved Critical (claw), Improved Initiative, Intimidating Prowess, Power Attack, Vital Strike, Weapon Focus (claw)

Skills Climb +23, Intimidate +32, Perception +20

Languages Common (can't speak)

ECOLOGY

Environment any

Organization solitary

Treasure standard

SPECIAL ABILITIES

Breath Weapon (Su) A gashadokuro can breathe bone shards as a standard action.

Corpse Consumption (Su) A gashadokuro that kills creature by using its swallow whole special ability automatically consumes its victim's body and regains a number of hit points equal to the victim's Constitution score. Consumed creatures cannot be resurrected by any effect short of a *miracle* or *wish* spell until the gashadokuro is destroyed.

Starvation Aura (Su) A gashadokuro emits a powerful aura that causes all creatures within range to feel the intense pains

of starvation. Each creature within 60 feet must succeed at a DC 24 Fortitude save or be fatigued and succumb to the supernatural starvation of the gashadokuro, taking 2d6 points of nonlethal damage at the end of its turn each round it remains in the aura. Even after leaving the area or slaying the gashadokuro, an affected creature continues to starve and cannot heal from the nonlethal damage dealt by this ability until it consumes food (*Pathfinder RPG Core Rulebook* 444).

Gashadokuros are enormous skeletons that come into being as a result of mass starvation. The victims of such a tragedy fuse together into an undead colossus that continues to hunger even in death. A gashadokuro uses its feral instincts to hunt living creatures, forever seeking to sate its ineradicable, collective memory of starvation.

A typical gashadokuro is 30 feet tall and weighs up to 5,000 pounds.



Illustration by Chris Seaman