

7-19 The Labyrinth of Hungry Ghosts

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Contents

Low Tier		2
A2 Sailor's Camp	CR 6	2
B1 Misty Death	CR 6	3
B4 The Emerald Kiss	CR 6	4
B5 Maker's Sanctum	CR 7	5
Ilzinian		6
Tzur-Vaal		7
High Tier		8
A2 Sailor's Camp	CR 9	8
B1 Misty Death	CR 9	9
B4 The Emerald Kiss	CR 9	10
B5 Maker's Sanctum	CR 10	11
Ilzinian (high)		13
Tzur-Vaal (high)		14
Babble		14
Create Pit		14
Possession		15
Possession		15
Possession, Greater		15
Possession (Occult Adventures p. 206-207)		15
What Is Possession?		15
Core Mechanic and Clarification		16
Rule Interactions		16
Miscellaneous Rules		17
Energy Drain (Su)		17
Ooze Type		17
Undead Type		18
Incorporeal		18

Low Tier

A2 Sailor's Camp

CR 6

Atanda

Half-orc ranger 4
NE Medium humanoid (human, orc)
Init +4; **Senses** darkvision 60 ft.; Perception +8

DEFENSE

AC 18, touch 14, flat-footed 14 (+4 armor, +4 Dex)
hp 30 (4d10+4)
Fort +5, **Ref** +8, **Will** +2
Defensive Abilities orc ferocity; **Resist** fire 10;

OFFENSE

Speed 30 ft.
Melee mwk falchion +7 (2d4+3/18–20)
Ranged mwk composite longbow +9 (1d8+2/x3)
Special Attacks favored enemy (humans) +2
Ranger Spells Prepared (CL 1st; concentration +2)

1st—*resist energy*

TACTICS

During Combat During Combat Atanda orders the sailors to attack while she tries to keep her distance. She casts *resist energy* (fire) on herself, and then makes attacks with her bow, using her +1 flaming arrows and targeting any humans first. If a PC engages her in melee, she drops her bow and fights with her falchion.

Morale Atanda has no intention of facing justice for her crimes. She fights to the death.

STATISTICS

Str 14, **Dex** 18, **Con** 12, **Int** 10, **Wis** 13, **Cha** 8
BAB +4; **CMB** +6 **CMD** 20
Feats Endurance, Point-Blank Shot, Precise Shot, Rapid Shot
Skills
Climb +8, Kn (nature) +7,
Intimidate +8, Perception +8,
Kn (geography) +5, Stealth +10,
Kn (local) +2, Survival +8
Languages Common, Orc

SQ favored terrain (plains +2), hunter's bond (companions), orc blood, track +2, weapon familiarity, wild empathy +3

Combat Gear +1 flaming arrows (3), potion of divine favor, potion of shield of faith **Other Gear** mwk chain shirt, mwk composite longbow (+2 Str) with 20 arrows, mwk falchion

CR 3 Veteran Buccaneer (3) (2)

CR 2

Human warrior 4
CE Medium humanoid (human)
Init +3; **Senses** Perception -1

DEFENSE

AC 17, touch 14, flat-footed 13 (+3 armor, +3 Dex, +1 dodge)
hp 26 (4d10+4)
Fort +4, **Ref** +4, **Will** +0

OFFENSE

Speed 30 ft.
Melee mwk scimitar +6 (1d6+1/18–20)
Ranged heavy crossbow +7 (1d10/19–20) or throwing axe +7 (1d6+1)

TACTICS

During Combat The sailors draw scimitars and charge the PCs.

Morale The desperate sailors fight to the death as long as Atanda is still conscious. However, if the PCs defeat Atanda and at least one other sailor, the remaining sailors toss down their scimitars and beg the PCs to spare their lives.

STATISTICS

Str 12, **Dex** 16, **Con** 11, **Int** 10, **Wis** 8, **Cha** 9
BAB +4; **CMB** +5; **CMD** 19

Feats Dodge, Mobility, Toughness

Skills

Acrobatics +6, Pr (sailor) +3,
Climb +6, Swim +17
Intimidate +6,

Languages Common, Orc

Combat Gear potion of bull's strength, potion of cure light wounds, alchemist's fire; **Other Gear** studded leather, heavy crossbow with 10 bolts, mwk scimitar, throwing axe

scaling: Remove one sailor, and remove the potions of bull's strength from the remaining sailors. Place three potions of bull's strength inside the box in area B1.

B1 Misty Death

CR 6

Hungry Mist

Variant hungry fog

N Huge ooze

Init -3;

Senses blindsight 60 ft.; Perception -5

Aura bewitching brume (10 ft., DC 8)

DEFENSE

AC 5, touch 5, flat-footed 5 (-3 Dex, -2 Size)

hp 45 (7d8+14)

Fort +4, **Ref** -1, **Will** -3

Defensive Abilities gaseous, negative energy affinity;

DR 5/magic; **Immune** acid, electricity, *Ooze traits*, sonic; **Resist** cold 10

Weaknesses vulnerable to wind

OFFENSE

Speed fly 15 ft. (perfect)

Melee +5 touch (4d6 negative energy)

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

Special Attacks enveloping mists (DC 15, 2d6 negative energy and staggered)

TACTICS

During Combat The hungry mist moves to envelop as many PCs as possible. It pursues fleeing PCs, but does not venture more than 60 feet from area B1.

Morale The hungry fog fights to the death.

STATISTICS

Str -, **Dex** 4, **Con** 14, **Int** -, **Wis** 1, **Cha** 1

BAB +5; **CMB** +5; **CMD** 12 (can't be tripped)

SPECIAL ABILITIES

Bewitching Brume (Su) Any creature within 10 feet of a hungry mist or currently being affected by its enveloping mists must succeed on a DC 8 Will save at the start of that creature's turn or become shaken for 1 round at the half-glimpsed shapes of phantoms floating within the fog. This is a mind-affecting fear effect. The save DC is Charisma-based.

Enveloping Mists (Ex) A hungry mist can *engulf* foes in its path as a part of a standard action. It merely has to move over opponents, affecting as many as it can cover. Targeted creatures can either make an attack of opportunity against the mist or attempt a DC 15 Reflex save to avoid being engulfed—on a success, they are pushed back or aside (target's choice) as the hungry mist moves forward. Unlike a typical creature's *engulf* ability, a hungry mist's *engulf* does not restrict its targets' movement, grant them the pinned condition, or attempt to suffocate them. A creature that begins its turn engulfed takes 2d6 damage from the mists and is staggered for 1 round. The save DC to avoid the enveloping mists is Constitution-based.

Gaseous (Ex) A hungry mist has a body composed of eerie mist. It can pass through small holes or narrow openings, even mere cracks, but cannot enter water or other liquid. It has no Strength score, and cannot manipulate objects as a result.

Vulnerable to Wind (Ex) A hungry mist is treated as a Tiny creature for the purposes of determining the effects high wind has upon it.

CR 5 Wight

LE Medium undead

Init +1;

Senses darkvision 60 ft.; Perception +11

DEFENSE

AC 15, touch 11, flat-footed 14 (+1 Dex, +4 natural)

hp 26 (4d8+8)

Fort +3, **Ref** +2, **Will** +5

Immune *undead traits*

Weaknesses resurrection vulnerability

OFFENSE

Speed 30 ft.

Melee slam +4 (1d4+1 plus energy drain)

Special Attacks create spawn, energy drain (1 level, DC 14)

TACTICS

During Combat The wight tries to use stealth to hide and ambush the first PC to enter the chamber. It is aware of the advantages it has when fighting inside the hungry mist and does its best to remain within it. The wight does not attack Ilzianin—it knows that Tzur Vaal is possessing him.

Morale The wight fights until destroyed. The wight only pursues fleeing PCs if the hungry mist does as well.

STATISTICS

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

BAB +3; **CMB** +4; **CMD** 15

Feats Blind-Fight, Skill Focus (Perception)

Skills

Intimidate +9, Perception +11,

Knowledge (religion) +7, Stealth +16

Racial Modifiers

+8 Stealth

Languages Common

SQ create spawn

SPECIAL ABILITIES

Create Spawn (Su) Any humanoid creature that is slain by a wight becomes a wight itself in only 1d4 rounds. Spawn so created are less powerful than typical wights, and suffer a -2 penalty on all d20 rolls and checks, as well as -2 hit points per Hit Die. Spawn are under the command of the wight that created them and remain enslaved until its death, at which point they lose their spawn penalties and become full-fledged and free-willed wights. They do not have any of the abilities they had in life.

Resurrection Vulnerability (Su) A raise dead or similar spell cast on a wight destroys it (Will negates). Using the spell in this way does not require a material component.

scaling: no wight

Lady Kaviiri

CR 3

Female human (Garundi) ghost aristocrat 3

CN Medium undead (humanoid, human, incorporeal)

Init + 5;

Senses darkvision 60 ft.; Perception +16

Aura protective aura

DEFENSE

AC 15, touch 15, flat-footed 14 (+4 deflection, +1 Dex)

hp 28 (3d8+15)

Fort +5, Ref +4, Will +3

Defensive Abilities channel resistance +4, incorporeal, rejuvenation; Immune *undead traits*

OFFENSE

Speed fly 30 ft. (perfect)

Melee corrupting touch +3 touch (3d6, Fortitude DC 15 halves)

TACTICS

Before Combat Lady Kaviiri lurks behind the lace curtain on the raised platform, curious to see how the PCs react.

During Combat Lady Kaviiri storms down the stairs and attacks the PC who showed her the greatest disrespect first.

Morale Lady Kaviiri cannot tolerate disrespect. If the PCs cross her, she fights until dispersed, trusting her rejuvenation to restore her within a few days.

STATISTICS

Str –, Dex 12, Con –, Int 11, Wis 10, Cha 19

BAB +2; CMB +3; CMD 17

Feats Alertness, Improved Initiative, Lightning Reflexes, Toughness

Skills

Diplomacy +10,	Perform (dance) +10,
Fly +9,	Pr (courtesan) +6,
Knowledge (local) +6,	Sense Motive +8,
Perception +16,	Stealth +9

Racial Modifiers

+8 Perception, +8 Stealth

Languages Common, Osiriani

SPECIAL ABILITIES

Corrupting Touch (Su) All ghosts gain this incorporeal touch attack. By passing part of its incorporeal body through a foe's body as a standard action, the ghost inflicts a number of d6s equal to its CR in damage. This damage is not negative energy—it manifests in the form of physical wounds and aches from supernatural aging. Creatures immune to magical aging are immune to this damage, but otherwise the damage bypasses all forms of damage reduction. A Fortitude save halves the damage inflicted.

Besmaran Celedons (2) (1)

CR 1

N Medium construct

Init + 0;

Senses darkvision 60 ft., low-light vision; Perception +2

DEFENSE

AC 12, touch 10, flat-footed 12 (+2 natural)

hp 25 (1d10+20) fast healing 5; regeneration 15 (cold iron)

Fort +0, Ref +0, Will +4

Defensive Abilities copycat 5x; Immune construct traits

Weaknesses loss of faith

OFFENSE

Speed 30 ft.

Melee short sword +2 (1d6+1/19-20)

Special Attacks bardic performance (6/day)

TACTICS

Before Combat The celedons take up defensive positions in front of Lady Kaviiri and do their best to intercept enemies that try to approach her.

STATISTICS

Str 12, Dex 11, Con –, Int 9, Wis 14, Cha 13

BAB +1; CMB +2; CMD 12

Feats Iron Will, Skill Focus (Knowledge [religion])

Skills

Knowledge (religion) +3

Languages Common

SQ granted power (copycat 5x), song of the gods

SPECIAL ABILITIES

Granted Power – Copycat (Su) You can create an illusory double of yourself as a move action. This double functions as a single *Mirror Image* and lasts for a number of rounds equal to your cleric level (1 round), or until the illusory duplicate is dispelled or destroyed. You can have no more than one copycat at a time. This ability does not stack with the mirror image spell. You can use this ability a number of times per day equal to 3 + your Wisdom modifier (5x).

Song of the Gods (Su) A celedon has the bardic performance ability of a 3rd-level bard, granting her access to the countersong, fascinate, inspire courage, and inspire competence performances. Rather than Perform, a celedon uses Knowledge (religion) when necessary (such as to determine the saving throw result for countersong). She can make use of this ability a number of times per day equal to 4 + her Wisdom modifier and can employ either her voice or any musical instrument.

(Note that the Inspire Courage bonus to hit and damage is a competence bonus, so the celedons and Lady Kaviiri are eligible. Likewise for Inspire Competence.)

scaling: use only 1 celedon

B5 Maker's Sanctum

CR 7

Allip (2) (1)

CE Medium undead (incorporeal)

Init + 5;

Senses darkvision 60 ft.; Perception +7

Aura babble (60 ft., DC 15)

DEFENSE

AC 14, touch 14, flat-footed 13 (+3 deflection, +1 Dex)

hp 30hp (4d8+12)

Fort +4, **Ref** +4, **Will** +4

Defensive Abilities channel resistance +2, incorporeal

Immune *undead traits*

OFFENSE

Speed fly 30 ft. (perfect)

Melee incorporeal touch +4 (1d4 Wisdom damage)

Special Attacks babble, touch of insanity

TACTICS

During Combat The allips immediately move to engage intruders. When they emerge from the silenced area, all creatures inside B5 are subjected to their babble ability. Alu- Nekva and Tzur-Vaal are both immune to this effect. Ilzinian is not immune, but while he is possessed, the fascination does not impede Tzur-Vaal's ability to make him attack the PCs.

Morale The allips fight until destroyed.

STATISTICS

Str –, **Dex** 12, **Con** –, **Int** 11, **Wis** 11, **Cha** 16

BAB +3; **CMB** +4; **CMD** 17

Feats Improved Initiative, Lightning Reflexes

Skills

Fly +16

Perception +7

Intimidate +10

Stealth +8

Languages Aklo, Common

SQ madness

SPECIAL ABILITIES

Babble (Su) An allip constantly mutters to itself, creating a hypnotic effect. All sane creatures within 60 feet of the allip must succeed at a DC 15 Will save or be fascinated for 2d4 rounds. While a target is fascinated, the allip can approach it without breaking the effect, but an attack by the allip does end the effect. Creatures that successfully save cannot be affected by the same allip's babble for 24 hours. This is a sonic, mind-affecting compulsion effect. The save DC is Charisma-based.

Madness (Su) Anyone targeting an allip with a thought detection, mind control, or telepathic effect makes direct contact with its tortured mind and takes 1d4 points of Wisdom damage.

Touch of Insanity (Su) The touch of an allip deals 1d4 points of Wisdom damage (DC 15 Will negates). A successful critical hit causes 1d4 points of Wisdom damage and 1 point of Wisdom drain (instead of double Wisdom damage). With each successful attack, an allip gains 5 temporary hit points. The save DC is Charisma-based.

CR 3 Aluu-Nekva

CR 3

Variant human zombie

NE Medium undead

Init + 2;

Senses darkvision 60 ft.; Perception +7

DEFENSE

AC 15, touch 13, flat-footed 12 (+3 Dex, +2 natural)

hp 29hp (4d8+8);

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

Immune *undead traits*;

OFFENSE

Speed 40 ft.

Melee slam +7 (1d6+4), tongue +2 (1d6+2 plus strength sap)

Special Attacks strength sap

TACTICS

During Combat Aluu-Nekva moves to attack the closest character—including Tzur-Vaal if he still possesses Ilzinian.

Morale Tallu-Nekva's desire to recover her mind by feasting on the right flesh overrides all of her other concerns. If the PCs attempt to flee, she pursues them to the best of her ability. However, in her frenzied state, she is incapable of traveling more than 3 rounds into the shifting labyrinth before becoming lost.

STATISTICS

Str 19, **Dex** 16, **Con** –, **Int** 7, **Wis** 10, **Cha** 15

BAB +3; **CMB** +7; **CMD** 20

Feats Combat Reflexes, Toughness

Skills

Intimidate +9

Perception +7

Languages Aklo

SPECIAL ABILITIES

Strength Sap (Ex) If Aluu-Nekva hits a living creature with her tongue attack, she drinks some of its blood, dealing 2 points of Strength damage.

scaling: remove 1 allip

Fascinated: A fascinated creature is entranced by a supernatural or spell effect. The creature stands or sits quietly, taking no actions other than to pay attention to the fascinating effect, for as long as the effect lasts. It takes a –4 penalty on skill checks made as reactions, such as Perception checks. Any potential threat, such as a hostile creature approaching, allows the fascinated creature a new saving throw against the fascinating effect. Any obvious threat, such as someone drawing a weapon, casting a spell, or aiming a ranged weapon at the fascinated creature, automatically breaks the effect. A fascinated creature's ally may shake it free of the spell as a standard action.

Ilzinian

Ilzinian (Possessed)

Male possessed human paladin 4

LG CE Medium humanoid (human)

Init + 5;

Senses Perception +11

DEFENSE

AC 18, touch 9, flat-footed 18 (+9 armor, -1 Dex)

hp 44hp (4d10+4)

Fort +1, Ref +3, Will +8

Immune disease, fear

OFFENSE

Speed 20 ft

Melee Ether's Kiss +6 (1d8+4/19–20) or mwk adamantine longsword +6 (1d8+3)

Special Attacks possession (DC 17)

Sorcerer Spells Known (CL 3th; concentration +9)

1st (7/day)—*color spray* (DC 17), *ray of enfeeblement* (DC 17), *magic missile*

0 (at will)—*acid splash*, *daze* (DC 16), *detect magic*, *flare* (DC 16), *mage hand*

TACTICS

During Combat Ilzinian attacks the PCs with Ether's Kiss if he reclaimed the sword from area B3, or with his adamantine longsword if he did not. Tzur-Vaal does his best to make sure that the paladin is not the closest creature to Aluu-Nekva—he knows that she tends to lash out at the closest meal. The possessed paladin attacks the most dangerous PC first, based on the PCs' actions in previous encounters.

Morale Tzur-Vaal forces Ilzinian to fight to the death.

STATISTICS

Str 14, Dex 13, Con 10, Int 18, Wis 18, Cha 22

BAB +3; CMB +5; CMD 16

Feats Deceitful, Eschew Materials^B, *Hidden Presence*^{OA}

Skills

Bluff +12, Disguise +13, Perception +11, Sense Motive +13, Knowledge (arcana) +11, Intimidate +13, Knowledge (religion) +11, Spellcraft +11, Stealth +8

Languages Abyssal, Aklo, Celestial, Draconic, Infernal

SQ possessed

Gear mwk full plate, Ether's Kiss (+1 ghost touch longsword) or mwk adamantine longsword, wooden holy symbol of Shelyn

SPECIAL ABILITIES

Possessed (Su) Ilzinian is possessed by the ghost of Tzur-Vaal, who controls his every word and action and constantly taunts the helpless paladin telepathically.

Possession (Su) See Tzur-Vaal's possession ability on page 21.

CR 3 Ilzinian (free)

Male human paladin 4

LG Medium humanoid (human)

Init + 5;

Senses Perception +1

Aura courage (10 ft.)

DEFENSE

AC 18, touch 9, flat-footed 18 (+9 armor, -1 Dex)

hp 44hp (4d10+4)

Fort +8, Ref +4, Will +9

Immune disease, fear

Weaknesses fire vulnerability

OFFENSE

Speed 20 ft.

Melee Ether's Kiss +8 (1d8+4/19–20) or mwk adamantine longsword +8 (1d8+3)

Special Attacks channel positive energy 3/day (DC 16, 2d6), smite evil 2/day (+4 attack and AC, +4 damage)

Paladin Spell-like Abilities (CL 4th; concentration +8)

At Will—*detect evil*

Paladin Spells Prepared (CL 1th; concentration +5)

1st— *Bless*

TACTICS

Before Combat Ilzinian casts *Bless*.

During Combat Ilzinian attacks with Ether's Kiss if he reclaimed the sword from area B3, or with his adamantine longsword if he did not. He targets Tzur-Vaal first.

Morale Ilzinian is ready to die to protect the PCs, and he only flees all of the PCs flee as well.

STATISTICS

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

BAB +4; CMB +6; CMD 17

Feats Blind-Fight, Channel Smite, Improved Initiative, Weapon Focus (longsword)

Skills

Acrobatics –7 (–11 when jumping), Craft (sculpture) +5, Diplomacy +11, Knowledge (religion) +8, Sense Motive +3

Languages Celestial, Common

SQ lay on hands 6/day (2d6), mercy (shaken)

Gear mwk full plate, Ether's Kiss (+1 ghost touch longsword) or mwk adamantine longsword, wooden holy symbol of Shelyn

Tzur-Vaal

Tzur-Vaal

CR 5

CE Medium unique undead (incorporeal)

Init +3;

Senses darkvision 60 ft., low-light vision; Perception +19

Aura protective aura

DEFENSE

AC 19, touch 19, flat-footed 16 (+6 deflection, +3 Dex)

hp 42 (4d8+24)

Fort +7, Ref +4, Will +8

Defensive Abilities channel resistance +4, incorporeal;

Immune undead immunities; Resist cold 30, fire 30;

SR 16

OFFENSE

Speed fly 30 ft. (perfect)

Melee corrupting touch 6 (5d6, Fort DC 17 half)

Special Attacks possession (DC 17)

Sorcerer Spells Known (CL 3th; concentration +9)

1st (7/day)—*color spray* (DC 17), *ray of enfeeblement* (DC 17), *magic missile*

0 (at will)—*acid splash*, *daze* (DC 16), *detect magic*, *flare* (DC 16), *mage hand*

TACTICS

Before Combat If the PCs expel Tzur-Vaal from the paladin before reaching area B5, he flees to Aluu-Nekva's side.

During Combat While possessing Jaohd Ilzinian, Tzur-Vaal fights as described in the paladin's tactics above. Once he is expelled from Ilzinian, he attempts to possess the PCs that he guesses is the most weak-willed based on his observations of their abilities. In his ghostly form, Tzur-Vaal prefers to keep his distance from his enemies and use his offensive spells. If the PCs destroy Aluu-Nekva, he screams in agony and flees to area B6, hoping to bait the PCs into fighting him while he receives healing from the Oblivion Shaft.

Morale While possessing a creature, Tzur-Vaal fights until his host is knocked unconscious or killed. He allows the PCs to flee into the labyrinth as long as they do not destroy Aluu-Nekva. However, if the PCs flee after destroying his mate, he retreats to area B6 for healing and then pursues them through the labyrinth and beyond, following them relentlessly until destroyed.

STATISTICS

Str –, Dex 16, Con –, Int 18, Wis 18, Cha 22

BAB +3; CMB +6; CMD 22

Feats Deceitful, Eschew Materials^B, *Hidden Presence*^{OA}

Skills

Bluff +12, Disguise +13, Fly +11, Intimidate +13, Knowledge (arcana) +11, Perception +19, Sense Motive +11, Spellcraft +11, Stealth +18; **Racial Modifiers** +8 Perception, +8 Stealth

Languages Abyssal, Aklo, Celestial, Draconic, Infernal

SPECIAL ABILITIES

Corrupting Touch (Su) Tzur-Vaal can damage his foes passing part of his incorporeal body through a foe's body as a standard action. This damage is not negative energy—it manifests in the form of physical wounds and aches from supernatural aging. Creatures immune to magical aging are immune to this

damage, but otherwise the damage bypasses all forms of damage reduction. A DC 17 Fortitude save halves the damage inflicted.

Possession (Su) Once per round, Tzur-Vaal can attempt to possess a creature within 200 feet. This ability otherwise functions as per greater possession OA (CL 10). The target can resist the attack with a successful DC 17 Will save. A creature that succeeds at this saving throw is immune to this ability for 24 hours.

Spells Tzur-Vaal casts spells as a 3rd-level sorcerer.

High Tier

A2 Sailor's Camp

CR 9

Atanda (Triceratops)

CR 7

Halfling druid 8

NE Huge ~~animal~~ *actually still humanoid (halfling)*

Init +5; **Senses** low-light vision, scent; Perception +15

DEFENSE

AC 24, touch 9, flat-footed 21 (+4 armor, +1 Dex, +9 natural, +2 shield, -2 size)

hp 61 (8d8+22)

Fort +9, **Ref** +5, **Will** +12; +2 vs. fear, +4 vs. fey and plant-targeted effects

OFFENSE

Speed 30 ft.^a

Melee gore +12 (2d10+11)

Space 30 ft; **Reach** 15 ft.

Special Attacks trample (1d8+11, DC 20), wild shape 3/day

Domain Spell-like Abilities (CL 8th; concentration +12)

8/day—lightning lord

7/day—storm burst

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

4th—*control water, flame strike* (DC 18), *freedom of movement, sleet storm*^D

3rd—*call lightning*^D (DC 17), *greater magic fang, protection from energy, quench, wind wall*

2nd—*barkskin, bull's strength, fog cloud*^D, *gust of wind* (DC 16), *warp wood*

1st—*cure light wounds* (4), *endure elements, obscuring mist*

0 (at will)—*create water, detect magic, flare* (DC 14), *light*

D domain spell Domain weather

^aerroneously given as 20 in appendix

TACTICS

Before Combat As the PCs approach the spire, Atanda casts *barkskin, bull's strength, freedom of movement*, and *greater magic fang*.

During Combat Atanda uses wild shape to transform a Huge triceratops and attacks the PCs.

Morale Atanda has no intention of facing justice for her crimes. She fights to the death.

Base Statistics Without *barkskin, bull's strength*, and *greater magic fang*, the druid's statistics in triceratops form are AC 21, touch 9, flat-footed 18; **Melee** gore +8 (2d10+6); **Special Attacks** trample (1d8+6, DC 18); **Str** 18; **CMB** +12; **CMD** 23.

STATISTICS

Str 22, **Dex** 12, **Con** 12, **Int** 10, **Wis** 18, **Cha** 10

BAB +6; **CMB** +14; **CMD** 25 (27 vs. trip)

Feats Improved Initiative, Natural Spell, Toughness, Weapon Finesse

Skills

Acrobatics -1, Kn (nature) +10,

Climb +11, Perception +15,

Fly +4, Spellcraft +7,

Handle Animal +5, Survival +13,

Heal +11, Swim +8

Languages Common, Druidic, Goblin, Halfling

SQ nature bond (Weather domain), nature sense, trackless step, wild empathy +8, woodland stride

Gear mwk heavy wooden shield, mwk scimitar, mwk sling with 20 bullets, cloak of resistance +1, headband of inspired wisdom +2, grappling hook, healer's kit, holly and mistletoe, silk rope (50 ft.), spell component pouch

Veteran Buccaneer (6) (3)

CR 2

Human warrior 4

CE Medium humanoid (human)

Init +3; **Senses** Perception -1

DEFENSE

AC 17, touch 14, flat-footed 13 (+3 armor, +3 Dex, +1 dodge)

hp 26 (4d10+4)

Fort +4, **Ref** +4, **Will** +0

OFFENSE

Speed 30 ft.

Melee mwk scimitar +6 (1d6+1/18-20)

Ranged heavy crossbow +7 (1d10/19-20) or throwing axe +7 (1d6+1)

TACTICS

During Combat The sailors draw scimitars and charge the PCs.

Morale The desperate sailors fight to the death as long as Atanda is still conscious. However, if the PCs defeat Atanda and 3 (1) other sailors, the remaining sailors toss down their scimitars and beg the PCs to spare their lives.

STATISTICS

Str 12, **Dex** 16, **Con** 11, **Int** 10, **Wis** 8, **Cha** 9

BAB +4; **CMB** +5; **CMD** 19

Feats Dodge, Mobility, Toughness

Skills

Acrobatics +6, Pr (sailor) +3,

Climb +6, Swim +17

Intimidate +6,

Languages Common, Orc

Combat Gear potion of bull's strength, potion of cure light wounds, alchemist's fire; **Other Gear** studded leather, heavy crossbow with 10 bolts, mwk scimitar, throwing axe

Scaling: Remove three sailors. The remaining sailors surrender if the PCs defeat Atanda and another sailor.

B1 Misty Death

CR 9

Hungry Fog

N Huge ooze

Init -3;

Senses blindsight 60 ft.; Perception -5

Aura bewitching brume (10 ft., DC 8)

DEFENSE

AC 5, touch 5, flat-footed 5 (-3 Dex, -2 size)

hp 59 (7d8+28)

Fort +6, **Ref** -1, **Will** -3

Defensive Abilities gaseous, negative energy affinity;

DR 10/magic; **Immune** acid, electricity, *Ooze traits*, sonic; **Resist** cold 10; **SR** 20

Weaknesses vulnerable to wind

OFFENSE

Speed fly 15 ft. (perfect)

Melee +5 touch (6d6 negative energy)

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

Special Attacks enveloping mists (DC 17, 3d6 negative energy and staggered)

TACTICS

During Combat The hungry mist moves to envelop as many PCs as possible. It pursues fleeing PCs, but does not venture more than 60 feet from area B1.

Morale The hungry fog fights to the death.

STATISTICS

Str -, **Dex** 4, **Con** 18, **Int** -, **Wis** 1, **Cha** 1

BAB +5; **CMB** +5; **CMD** 12 (can't be tripped)

Skills

Fly +1

SPECIAL ABILITIES

Bewitching Brume (Su) Any creature within 10 feet of a hungry fog or currently being affected by its enveloping mists must succeed on a DC 8 Will save at the start of that creature's turn or become shaken for 1 round at the half-glimpsed shapes of phantoms floating within the fog. This is a mind-affecting fear effect. The save DC is Charisma-based.

Enveloping Mists (Ex) A hungry fog can *engulf* foes (see Universal Monster Rules in the Appendices). A creature engulfed by a hungry fog does not gain the pinned condition and may move normally—such a creature is not in danger of suffocating, but as long as it begins its turn engulfed, it is staggered in addition to the damage the attack causes. The save DC to avoid the enveloping mists is Constitution-based.

Gaseous (Ex) A hungry fog has a body composed of eerie mist. It can pass through small holes or narrow openings, even mere cracks, but cannot enter water or other liquid. It has no Strength score, and cannot manipulate objects as a result.

Vulnerable to Wind (Ex) A hungry fog is treated as a Tiny creature for the purposes of determining the effects high wind has upon it.

CR 6 Wight Guardian (2) 1

CR 6

Cairn wight fighter 2

LE Medium undead

Init + 8;

Senses darkvision 60 ft.; Perception +16

DEFENSE

AC 20, touch 14, flat-footed 16 (+4 Dex, +6 natural)

hp 67 (6 HD; 4d8+2d10+38)

Fort +10, **Ref** +5, **Will** +8 (+1 vs. fear)

Immune *undead traits*

Weaknesses resurrection vulnerability

OFFENSE

Speed 30 ft.

Melee +1 longspear +12 (1d8+8/x3 plus energy drain) or slam +10 (1d4+2 plus energy drain)

Special Attacks create spawn, energy drain (1 level, DC 18)

TACTICS

During Combat The wights try to use stealth to hide and ambush the first PC to enter the chamber. They are well aware of the advantages it has when fighting inside the hungry mist and does its best to remain within it. The wights do not attack Ilzinian—they know that Tzur Vaal is possessing him.

Morale As long as any PCs remain in area B1, the wights fight until destroyed. The wights only pursue fleeing PCs as far as the hungry fog does (and therefore do not pursue them if the hungry fog has been knocked unconscious or killed).

STATISTICS

Str 20, **Dex** 18, **Con** -, **Int** 13, **Wis** 19, **Cha** 23

BAB +5; **CMB** +10 **CMD** 24

Feats Blind-Fight, Improved Initiative, Power Attack, Skill Focus (Perception), Weapon Focus (longspear)

Skills

Intimidate +15,

Sense Motive +9,

Kn (religion) +10,

Stealth +20

Perception +16,

Racial Modifiers

+8 Stealth

Languages Aklo, Common

Combat Gear +1 longspear

SPECIAL ABILITIES

Create Spawn (Su) Any humanoid creature that is slain by a wight guardian becomes a wight in only 1d4 rounds. Spawn so created are less powerful than typical wights, and suffer a -2 penalty on all d20 rolls and checks, as well as -2 hit points per Hit Die. Spawn are under the command of the wight that created them and remain enslaved until its death, at which point they lose their spawn penalties and become full-fledged and free-willed wights. They do not have any of the abilities they had in life.

Resurrection Vulnerability (Su) A raise dead or similar spell cast on a wight destroys it (Will negates). Using the spell in this way does not require a material component.

scaling: remove one wight

Lady Kaviri

CR 7

Human ghost aristocrat 7
CE Medium undead (augmented humanoid, incorporeal)
Init +5;

Senses darkvision 60 ft.; Perception +18

DEFENSE

AC 17, touch 17, flat-footed 15 (+1 Dex, +1 dodge, +5 deflection)

hp 73 (7d8+42)

Fort +7, Ref +5, Will +7

Defensive Abilities channel resistance +4, incorporeal, rejuvenation; Immune *undead traits*

OFFENSE

Speed fly 30 ft. (perfect)

Melee corrupting touch +6 (7d6, Fort DC 18 half)

Special Attacks frightful moan (DC 18)

TACTICS

Before Combat Lady Kaviri lurks behind the lace curtain on the raised platform, curious to see how the PCs react.

During Combat Lady Kaviri appears at the top of the stairs and opens combat by using her frightful moan ability. She then storms down the stairs and attacks the PC who showed her the greatest disrespect first.

Morale Lady Kaviri cannot tolerate disrespect. If the PCs cross her, she fights until dispersed, trusting her rejuvenation to restore her within a few days.

STATISTICS

Str –, Dex 12, Con –, Int 10, Wis 11, Cha 20

BAB +5; CMB +5; CMD 22

Feats Dodge, Improved Initiative, Iron Will, Lightning Reflexes, Toughness

Skills

Fly +9,	Perception +18,
Kn (history) +10,	Sense Motive +10,
Kn (nobility) +10,	Stealth +9

Racial Modifiers

+8 Perception,	+8 Stealth
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Languages Common (Low tier: also Osiriani)

SPECIAL ABILITIES

Corrupting Touch (Su) All ghosts gain this incorporeal touch attack. By passing part of its incorporeal body through a foe's body as a standard action, the ghost inflicts a number of d6s equal to its CR in damage. This damage is not negative energy—it manifests in the form of physical wounds and aches from supernatural aging. Creatures immune to magical aging are immune to this damage, but otherwise the damage bypasses all forms of damage reduction. A Fortitude save halves the damage inflicted.

Frightful Moan (Su) The ghost died in the throes of crippling terror. It can emit a frightful moan as a standard action. All living creatures within a 30-foot spread must succeed on a Will save or become panicked for 2d4 rounds. This is a sonic mind-affecting fear effect. A creature that successfully saves against the moan cannot be affected by the same ghost's moan for 24 hours.

Rejuvenation (Su) A ghost cannot be permanently laid to rest or destroyed until a certain task is performed. Until then, a "destroyed" ghost restores itself in 2d4 days.

Greater Besmaran Celedons (3) (2)

CR 2

N Medium construct

Init + 2;

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

DEFENSE

AC 16, touch 12, flat-footed 14 (+2 Dex, +4 natural)

hp 25 (1d10+20) fast healing 5; regeneration 15 (cold iron)

Fort +0, Ref +2, Will +6

Defensive Abilities copycat 7x; Immune construct traits

Weaknesses loss of faith

OFFENSE

Speed 30 ft.

Melee short sword +4 (1d6+3/19-20)

Special Attacks bardic performance (8/day)

TACTICS

Before Combat The celedons take up defensive positions in front of Lady Kaviri and do their best to intercept enemies that try to approach her.

STATISTICS

Str 16, Dex 15, Con –, Int 13, Wis 18, Cha 17

BAB +1; CMB +4; CMD 16

Feats Iron Will, Skill Focus (Knowledge [religion])^B

Skills

Kn (religion) +5,	Sense Motive +5
Perception +5,	

Languages Common

SQ granted power (copycat 7x), song of the gods

SPECIAL ABILITIES

Granted Power – Copycat (Su) You can create an illusory double of yourself as a move action. This double functions as a single *Mirror Image* and lasts for a number of rounds equal to your cleric level (1 round), or until the illusory duplicate is dispelled or destroyed. You can have no more than one copycat at a time. This ability does not stack with the mirror image spell. You can use this ability a number of times per day equal to 3 + your Wisdom modifier (7x).

Song of the Gods (Su) A celedon has the bardic performance ability of a 3rd-level bard, granting her access to the countersong, fascinate, inspire courage, and inspire competence performances. Rather than Perform, a celedon uses Knowledge (religion) when necessary (such as to determine the saving throw result for countersong). She can make use of this ability a number of times per day equal to 4 + her Wisdom modifier and can employ either her voice or any musical instrument.

(Note that the Inspire Courage bonus to hit and damage is a competence bonus, so the celedons and Lady Kaviri are eligible. Likewise for Inspire Competence.)

scaling: use only 2 celedons

Aluu-Nekva

CR 7

Gaki

NE Medium undead

Init +6 +4;

Senses darkvision 60 ft., detect evil; Perception +13 +11

DEFENSE

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

hp 74 (9d8+32)

Fort +5 +3, **Ref** +7 +5, **Will** +9 +7

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)

2 claws +7 (2d6+1), bite +7 (2d6+1 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 +7)

Constant—*detect evil*

At Will—*invisibility*

1/day—*disguise self*

TACTICS

Before Combat Aluu-Nekva casts invisibility and uses flight to ascend 20 feet off the floor. She allows the allips to fight for two rounds before entering combat.

During Combat If her constant detect evil ability detects an evil aura on a PC, she moves to attack that PC first. Otherwise she moves to attack the closest character—including Tzur-Vaal if he still possesses Ilzinian.

Morale Aluu-Nekva's desire to recover her mind by feasting on the right flesh overrides all of her other concerns. If the PCs attempt to flee, she pursues them to the best of her ability. However, in her frenzied state, she is incapable of traveling more than 3 rounds into the shifting labyrinth before becoming lost.

STATISTICS

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

BAB +6; **CMB** +9 +7 (+13 grapple +11); **CMD** 22 (can't be tripped)

Feats Dodge, Improved Initiative, Iron Will, Lightning Reflexes, Toughness

Skills

Fly +10 +8

Perception +13 +11

Intimidate +14 +12

Stealth +14 +12

Languages (same as low tier – Aklo? Otherwise Common)

SQ amphibious

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.

Blood Drain (Ex) A gaki deals 1d2 Constitution damage to a foe it is grappling at the end of its turn.

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.

Fear Cone 30ft. cone-shaped burst. Will save, spell resistance. A creature that fails the save is panicked for 9 rounds. On a successful save it is shaken for 1 round. This is a mind-affecting fear effect.

Although the fear cone is included for completeness, tactics suggest Aluu wouldn't use it; she's focused on direct fighting, and doesn't want to drive away prey. It's unclear how often it can be used.

Fear

Spells, magic items, and certain monsters can affect characters with fear. In most cases, the character makes a Will saving throw to resist this effect, and a failed roll means that the character is shaken, frightened, or panicked.

Shaken: Characters who are shaken take a –2 penalty on attack rolls, saving throws, skill checks, and ability checks.

Frightened: Characters who are frightened are shaken, and in addition they flee from the source of their fear as quickly as they can. They can choose the paths of their flight. Other than that stipulation, once they are out of sight (or hearing) of the source of their fear, they can act as they want. If the duration of their fear continues, however, characters can be forced to flee if the source of their fear presents itself again. Characters unable to flee can fight (though they are still shaken).

Panicked: Characters who are panicked are shaken, and they run away from the source of their fear as quickly as they can, dropping whatever they are holding. Other than running away from the source, their paths are random. They flee from all other dangers that confront them rather than facing those dangers. Once they are out of sight (or hearing) of any source of danger, they can act as they want. Panicked characters cower if they are prevented from fleeing.

Becoming Even More Fearful: Fear effects are cumulative. A shaken character who is made shaken again becomes frightened, and a shaken character who is made frightened becomes panicked instead. A frightened character who is made shaken or frightened becomes panicked instead.

Allip (3) (1)

CR 3

CE Medium undead (incorporeal)

Init + 5;

Senses darkvision 60 ft.; Perception +7

Aura babble (60 ft., DC 15)

DEFENSE

AC 14, touch 14, flat-footed 13 (+3 deflection, +1 Dex)

hp 30hp (4d8+12)

Fort +4, Ref +4, Will +4

Defensive Abilities channel resistance +2, incorporeal

Immune *undead traits*

OFFENSE

Speed fly 30 ft. (perfect)

Melee incorporeal touch +4 (1d4 Wisdom damage)

Special Attacks babble, touch of insanity

TACTICS

During Combat The allips immediately move to engage intruders. When they emerge from the silenced area, all creatures inside B5 are subjected to their babble ability. Alu- Nekva and Tzur-Vaal are both immune to this effect. Ilzinian is not immune, but while he is possessed, the fascination does not impede Tzur-Vaal's ability to make him attack the PCs.

Morale The allips fight until destroyed.

STATISTICS

Str -, Dex 12, Con -, Int 11, Wis 11, Cha 16

BAB +3; CMB +4; CMD 17

Feats Improved Initiative, Lightning Reflexes

Skills

Fly +16

Perception +7

Intimidate +10

Stealth +8

Languages Aklo, Common

SQ madness

SPECIAL ABILITIES

Babble (Su) An allip constantly mutters to itself, creating a hypnotic effect. All sane creatures within 60 feet of the allip must succeed at a DC 15 Will save or be fascinated for 2d4 rounds. While a target is fascinated, the allip can approach it without breaking the effect, but an attack by the allip does end the effect. Creatures that successfully save cannot be affected by the same allip's babble for 24 hours. This is a sonic, mind-affecting compulsion effect. The save DC is Charisma-based.

Madness (Su) Anyone targeting an allip with a thought detection, mind control, or telepathic effect makes direct contact with its tortured mind and takes 1d4 points of Wisdom damage.

Touch of Insanity (Su) The touch of an allip deals 1d4 points of Wisdom damage (DC 15 Will negates). A successful critical hit causes 1d4 points of Wisdom damage and 1 point of Wisdom drain (instead of double Wisdom damage). With each successful attack, an allip gains 5 temporary hit points. The save DC is Charisma-based.

scaling: remove 2 allips, Aluu-Nekva is sickened

Fascinated: A fascinated creature is entranced by a supernatural or spell effect. The creature stands or sits quietly, taking no actions other than to pay attention to the fascinating effect, for as long as the effect lasts. It takes a -4 penalty on skill checks made as reactions, such as Perception checks. Any potential threat, such as a hostile creature approaching, allows the fascinated creature a new saving throw against the fascinating effect. Any obvious threat, such as someone drawing a weapon, casting a spell, or aiming a ranged weapon at the fascinated creature, automatically breaks the effect. A fascinated creature's ally may shake it free of the spell as a standard action.

Ilzinian (high)

Ilzinian (free)

Human paladin 7
LG Medium humanoid (human)
Init +3; **Senses** Perception +1
Aura courage (10 ft.)

DEFENSE

AC 20, touch 11, flat-footed 19 (+9 armor, +1 Dex)
hp 77 (7d10+7)
Fort +9, **Ref** +7, **Will** +8
Immune disease, fear

OFFENSE

Speed 20 ft.
Melee Ether's Kiss +12/+7 (1d8+5/19–20) or mwk adamantine longsword +11/+6 (1d8+3)
Special Attacks channel positive energy 3+2/day (DC 19, 4d6), smite evil 3/day (+4 attack and AC, +7 damage)
Paladin Spell-like Abilities (CL 7th; concentration +11)

At Will—*detect evil*

Paladin Spells Prepared (CL 4th; concentration +8)

1th—*bless, hero's defiance*

TACTICS

Before Combat Ilzinian casts *bless*. Ether's Kiss is his divine bonded weapon, so if he is holding the sword before combat, he activates his divine bond ability. The bonuses from divine bond are not included in his statistics.

During Combat Ilzinian attacks with Ether's Kiss if he reclaimed the sword from area B3, or with his adamantine longsword if he did not. He targets Tzur-Vaal first.

Morale Ilzinian is ready to die to protect the PCs, and he only flees all of the PCs flee as well.

STATISTICS

Str 14, **Dex** 13, **Con** 10, **Int** 12, **Wis** 8, **Cha** 18
BAB +7; **CMB** +9; **CMD** 20 (can't be tripped)
Feats Blind-fight, Channel Smite, Extra Channel, Improved Channel, Improved Initiative, Weapon Focus (longsword)
Skills
Acrobatics –6 (–10 when jumping), Heal +10, Kn (religion) +11, Cr (sculpture) +9, Sense Motive +3, Diplomacy +14,
Languages Celestial, Common
SQ divine bond (weapon +1, 1/day), lay on hands 7/day (3d6), mercies (fatigued, shaken)
Gear mwk full plate, Ether's Kiss (+2 ghost touch longsword), mwk adamantine longsword, wooden holy symbol of Shelyn

CR 6 Ilzinian (possessed)

Human possessed paladin 7
LG CE Medium humanoid (human)
Init +3; **Senses** Perception +15

DEFENSE

AC 20, touch 11, flat-footed 19 (+9 armor, +1 Dex)
hp 77 (7d10+7)
Fort +2, **Ref** +3, **Will** +5
Immune disease, fear

OFFENSE

Speed 20 ft.
Melee Ether's Kiss +11/+6 (1d8+5/19–20) or mwk adamantine longsword +10/+5 (1d8+3)
Special Attacks possession (DC 19)
Sorcerer Spells Known (CL 6th; concentration +12)

3rd (4/day)—*Babble*^{OA} (DC 19)

2nd (7/day)—*Create Pit*^{APG} (DC 18), *Glitterdust* (DC 18)

1st (8/day)—*Color Spray* (DC 17), *Grease* (DC 17), *Magic Missile*, *Ray of Enfeeblement* (DC 17)

0 (at will)—*Acid Splash*, *Bleed* (DC 16), *Daze* (DC 16), *Detect Magic*, *Flare* (DC 16), *Ghost Sound* (DC 16), *Mage Hand*

TACTICS

During Combat Ilzinian attacks the PCs with Ether's Kiss if he reclaimed the sword from area B3, or with his adamantine longsword if he did not. Tzur-Vaal does his best to make sure that the paladin is not the closest creature to Aluu-Nekva—he knows that she tends to lash out at the closest meal. The possessed paladin attacks the most dangerous PC first, based on the PCs' actions in previous encounters.

Morale Tzur-Vaal forces Ilzinian to fight to the death.

STATISTICS

Str 14, **Dex** 13, **Con** 10, **Int** 18, **Wis** 18, **Cha** 23
BAB +6; **CMB** +8; **CMD** 19
Feats Deceitful, Eschew Materials^B, *Hidden Presence*^{OA}, Improved Initiative, Toughness
Skills
Bluff +16, Perception +15,
Disguise +17, Sense Motive +15,
Intimidate +17, Spellcraft +15,
Kn (arcana) +15, Stealth +12
Languages Abyssal, Aklo, Celestial, Draconic, Infernal, Common

SQ possessed

Gear mwk full plate, Ether's Kiss (+2 ghost touch longsword), mwk adamantine longsword, wooden holy symbol of Shelyn

SPECIAL ABILITIES

Possessed (Su) Ilzinian is possessed by the ghost of Tzur-Vaal, who controls his every word and action and constantly taunts the helpless paladin telepathically.

Possession (Su) See Tzur-Vaal's possession ability below.

Tzur-Vaal (high)

Tzur-Vaal

CR 8

CE Medium unique undead (incorporeal)

Init +7; **Senses** darkvision 60 ft., low-light vision; Perception +23

DEFENSE

AC 19, touch 19, flat-footed 16 (+6 deflection, +3 Dex)

hp 88 (8d8+56)

Fort +8, **Ref** +5, **Will** +10

Defensive Abilities channel resistance +4, incorporeal;

Immune *undead traits*; **Resist** cold 30, electricity 30, SR 19

OFFENSE

Speed fly 30 ft. (perfect)

Melee corrupting touch +9 (8d6, Fort DC 19 half)

Special Attacks possession (DC 19)

Sorcerer Spells Known (CL 6th; concentration +12)

3rd (4/day)—*Babble* ^{OA} (DC 19)

2nd (7/day)—*Create Pit* ^{APG} (DC 18), *Glitterdust* (DC 18)

1st (8/day)—*Color Spray* (DC 17), *Grease* (DC 17), *Magic Missile*, *Ray of Enfeeblement* (DC 17)

0 (at will)—*Acid Splash*, *Bleed* (DC 16), *Daze* (DC 16), *Detect Magic*, *Flare* (DC 16), *Ghost Sound* (DC 16), *Mage Hand*

TACTICS

During Combat Ilzinian attacks the PCs with Ether's Kiss if he reclaimed the sword from area B3, or with his adamantine longsword if he did not. Tzur-Vaal does his best to make sure that the paladin is not the closest creature to Aluu-Nekva—he knows that she tends to lash out at the closest meal. The possessed paladin attacks the most dangerous PC first, based on the PCs' actions in previous encounters.

Morale Tzur-Vaal forces Ilzinian to fight to the death.

STATISTICS

Str –, **Dex** 16, **Con** –, **Int** 18, **Wis** 18, **Cha** 23

BAB +6; **CMB** +9; **CMD** 25

Feats Deceitful, Eschew Materials^B, *Hidden Presence* ^{OA}, Improved Initiative, Toughness

Skills

Bluff +16, Disguise +17, Fly +11, Intimidate +17, Kn (arcana) +15, Perception +23, Sense Motive +15, Spellcraft +15, Stealth +22; **Racial Modifiers** +8 Perception, +8 Stealth

Languages Abyssal, Aklo, Celestial, Draconic, Infernal, Common

SQ possessed

SPECIAL ABILITIES

Corrupting Touch (Su) Tzur-Vaal can damage his foes passing part of his incorporeal body through a foe's body as a standard action. This damage is not negative energy—it manifests in the form of physical wounds and aches from supernatural aging. Creatures immune to magical aging are immune to this damage, but otherwise the damage bypasses all forms of damage reduction. A DC 19 Fortitude save halves the damage inflicted.

Possession (Su) Once per round, Tzur-Vaal can attempt to possess a creature within 200 feet. This ability otherwise functions as *Greater Possession* ^{OA} (CL 10). The target can resist the attack with a successful DC 19

Will save. A creature that succeeds at this saving throw is immune to this ability for 24 hours.

Spells Tzur-Vaal casts spells as a 6th-level sorcerer.

Babble

Source: *Occult Adventures* p. 158

school enchantment (compulsion) [mind-affecting] ;

level bard 2, mesmerist 2, psychic 3, wizard 3, witch 3

casting time 1 standard action

components V, S

range close (25 ft. + 5 ft./2 levels)

target one creature; see text

duration 1 round/level

saving throw Will negates ; **spell resistance** yes

description This spell causes the target to break into a fit of bizarre, uncontrollable babbling. The target also becomes nauseated. If the target succeeds at its save, the effects end. If not, the creature continues babbling and is nauseated for the entire duration.

Creatures within 30 feet of the subject that can hear the target's babbling must succeed at a Will save or become fascinated for as long as the babbling persists. Once a creature's fascination ends, it can't become fascinated by the same instance of babble again.

Creatures with an Intelligence score of 2 or lower aren't affected by this spell.

Create Pit

Source: *Advanced Player's Guide* p. 213

school conjuration (creation) ; **level** wizard 2, summoner 2, summoner (unchained) 2

casting time 1 standard action

components V, S, F (miniature shovel costing 10 gp)

range medium (100 ft. + 10 ft./level)

effect 10-ft.-by-10-ft. hole, 10 ft. deep/2 levels

duration 1 round + 1 round/level

saving throw Reflex negates ; **spell resistance** no

description You create a 10-foot-by-10-foot extradimensional hole with a depth of 10 feet per two caster levels (maximum 30 feet). You must create the pit on a horizontal surface of sufficient size. Since it extends into another dimension, the pit has no weight and does not otherwise displace the original underlying material. You can create the pit in the deck of a ship as easily as in a dungeon floor or the ground of a forest. Any creature standing in the area where you first conjured the pit must make a Reflex saving throw to jump to safety in the nearest open space. In addition, the edges of the pit are sloped, and any creature ending its turn on a square adjacent to the pit must make a Reflex saving throw with a +2 bonus to avoid falling into it. Creatures subjected to an effect intended to push them into the pit (such as bull rush) do not get a saving throw to avoid falling in if they are affected by the pushing effect.

Creatures who fall into the pit take falling damage as normal. The pit's coarse stone walls have a Climb DC of 25. When the duration of the spell ends, creatures within the hole rise up with the bottom of the pit until they are standing on the surface over the course of a single round.

Possession

Possession

Source: *Occult Adventures* p. 180

school necromancy ; **level** medium 3, mesmerist 5, occultist 4, psychic 5, wizard 5, spiritualist 4, summoner 5, witch 5

casting time 1 standard action

components V, S

range medium (100 ft. + 10 ft./level)

target one creature

duration 1 hour/level (D)

saving throw Will negates ; **spell resistance** yes

description You attempt to possess a creature by projecting your soul into its body. The target creature must be within spell range and you must know where it is, though you do not need line of sight or line of effect to it. When you transfer your soul upon casting, your body appears to be dead. Failure to take over a host ends the spell.

If you are successful, your life force occupies the host body. The host's soul is imprisoned with you, but can still use its own senses (though it can't assert any influence or use even purely mental abilities). You can communicate telepathically with the host as if you shared a common language, but only with your consent. You keep your Intelligence, Wisdom, Charisma, level, class, base attack bonus, base save bonuses, alignment, and mental abilities. The body retains its Strength, Dexterity, Constitution, hit points, natural abilities, and automatic abilities. A body with extra limbs doesn't allow you to make more attacks (or more advantageous two-weapon attacks) than normal. You can't activate the body's extraordinary or supernatural abilities, nor can you cast any of its spells or spell-like abilities.

As a standard action, you can shift freely back to your own body regardless of range, so long as it remains on the same plane. If the host's body is killed, you return to your own body and the life force of the host departs (it is dead). If your body is slain, when the spell expires or the host's body is killed, you are slain. It is possible to cast this spell on a new target from within another creature's body; this resets the duration. You still return to your original body (not any intermediate body) when you take a standard action to do so or the spell's duration expires. Returning to your body ends the spell. Creatures whose souls are their bodies, such as incorporeal undead and non-native outsiders, use the effects of greater possession instead.

Possession and Magic Jar

The old magic jar spell is unwieldy, particularly with respect to creatures like ghosts and shadow demons that don't really use a jar at all. Consider replacing magic jar with the new possession spells for both spellcasters and monsters. Likewise, consider using spells based on possession rather than magic jar.

Possession, Greater

Source: *Occult Adventures* p. 181 necromancy

school necromancy ; **level** occultist 6, psychic 8, wizard 8, spiritualist 6, witch 8

casting time 1 standard action

components V, S

range medium (100 ft. + 10 ft./level)

target one creature

duration 1 hour/level (D)

saving throw Will negates ; **spell resistance** yes

description This spell functions as *Possession*, but when you possess a host, you enter the host's body and your physical body vanishes. You are ejected to the closest empty square upon expiration of the spell or upon the host's death.

Hidden Presence

You are adept at hiding within your host.

Prerequisites: Int or Cha 17, ability to cast *Possession* or *Greater Possession*.

Benefit: While possessing another creature, you can hide yourself from divinations and pass through wards such as *Magic Circle Against Evil* or the effects of a *Forbiddance* spell. You must attempt a Will save against the spell (even if it doesn't normally allow a saving throw). If you succeed, the spell treats you as if you were your host (for instance, divinations would reveal only the host's alignment, and *Forbiddance* keyed to the host's alignment wouldn't damage you). If your saving throw fails, the spell functions against you as normal; if the spell normally allows a save, your previous failure doesn't count as a failed save against the spell's normal effects.

Source: *Occult Adventures* p. 135

Possession (Occult Adventures p. 206-207)

Rather than introducing new rules, this section explains the nuances of possession magic, as used in the new *Possession* spell, as well as monster abilities and other spells.

What Is Possession?

True possession is when a creature displaces or overrides the target's consciousness with its own, establishing direct control over the target's body. The Pathfinder RPG features several effects that are often conflated with possession. The section below describes several possession and possession-like effects and the differences between them.

Domination: Dominate spells are often confused with possession, as they produce superficially similar outcomes. However, domination and possession are not the same. Domination is mind-control, enslaving the target's mind and forcing it to carry out the caster's will; thus, the caster doesn't directly control the target's body. The target's dominated mind merely carries out a mandate given by the caster with the means, knowledge, and experience it has available.

Spell Possession: Prior to *Occult Adventures*, the primary source for possession mechanics in the Pathfinder RPG was the *Magic Jar* spell. *Magic Jar* allows the caster to detach her soul from her body and place it in the body of another creature, displacing the host's soul and leaving the caster's own body essentially "empty." Like *Possession*, these effects belong to the necromancy school of magic, as befits magic that manipulates life force and souls. This is true possession, as the end result is control of the host's body rather than the mind. The *Marionette Possession* spell operates under an identical principle, but does not displace the host's soul because the target cedes control to the caster willingly.

These forms of possession carry great risk for the caster. The caster has no means of survival without a body to inhabit, so if her soul is ejected from the host's body while her own body is out of the spell's range, the caster dies instantly.

The *Possession* spell follows similar rules to *Magic Jar* and *Marionette Possession*, but with a few key differences. possession does not displace the host soul when the possessor seizes control of a creature's body. Additionally, the caster does not perish instantly if her body is outside the spell's range when she is ejected; the range on the possession spell pertains only to the distance the caster can be from her intended target at the time of casting. Once ejected, the caster's soul snaps back to her body from any distance, so long as it remains on the same plane.

Incorporeal Possession: Ghosts, shadow demons, and similar creatures do not possess physical bodies—they are simply disembodied souls. They use the rules below to govern the interaction between their mental characteristics and their hosts' physical forms. Such a creature merges with the host's body and is unharmed when ejected. Creatures that use *Magic Jar* can often use the new possession spell instead.

Core Mechanic and Clarification

The *Possession* spell contains the core mechanics for possession. The description of the *Magic Jar* spell states the possessing creature can use her "mental abilities," and the *Possession* spell works similarly. This term wasn't previously defined, and has been a source of confusion in many games. The term "mental abilities" as used here refers to the following.

- The possessor uses her skill ranks, along with any feats the possessor has for which she still qualifies in the host's body. The possessor doesn't gain any of the host's feats or skill ranks, but does apply bonuses and penalties associated with the host's body. For example, when attempting Fly checks, a character who possessed a bird would use her own ranks in the Fly skill, but the bird's Dexterity modifier and racial, size, and maneuverability bonuses.
- The possessor can use spells and spell-like abilities. Appropriate spell components and foci are still required for spells that call for them. Some spell-like abilities are racial in nature, but the soul's essence temporarily instills the possessing creature's quintessential nature into the host's body. For instance, a shadow demon possessing a paladin can still use its racial spell-like abilities during that time.
- The possessor can use nonmagical and magical class abilities such as domain, hex, rage, and school powers.

Supernatural abilities (with the exception of class abilities) are not considered mental abilities, as they generally rely upon a creature's physical form. The GM can choose to make a specific exception if she believes an ability is solely mental in nature.

Rule Interactions

Several different mechanics allow a creature to influence or control another creature, and sometimes it isn't clear how these competing effects should play out, whether it be possession versus compulsion or even possession versus domination. These systems interact in the following ways.

Possession versus Charm and Compulsion: Possession overrides charms and compulsions that are in control of another creature. Neither type of effect prevents the other from functioning, but possession bypasses the mind and takes direct physical control of the body—which may result in a possessor enslaving an intelligence that is essentially helpless already because of a compulsion. Compulsion and charm effects move with the mind or soul of the creature originally targeted. For example, if you cast *Mind Swap* on a dominated creature, the domination effect remains active but transfers with the originally dominated mind to its new host body, and a dominated

creature capable of possession could possess another creature while still remaining dominated.

If the host's mind or soul is not displaced from the body, a dominating creature can still telepathically interact with its now-possessed target, even though the target is helpless within its own hijacked body. The dominating creature can even command the target to explain what the host body is doing, if the host has access to its senses.

Conversely, a caster can target a possessing creature with a compulsion or charm effect. If the possessing creature is the only mind or soul in the host body, the compulsion or charm effect works on the possessing creature normally. If the possessing creature is later evicted from the body, the compulsion or charm effect remains active on the possessing creature when it returns to its original body. For instance, if a mesmerist is using *Mind Swap* on a bard, and a succubus uses her *Dominant Monster* spell-like ability when she meets the possessed bard, the mesmerist must attempt a saving throw against the spell. If he fails, the mesmerist becomes dominated by the succubus, and when his possession ends and he returns to his body, he remains at the mercy of his new mistress.

When both the host creature and a possessing creature occupy a body at the same time, a charm or compulsion effect can target either one. However, the caster must be aware of the possessing creature's presence in the host body in order to target it. Otherwise, the effect targets the host by default, generally with limited effect.

Possession versus Divination Effects: Possession does nothing to obfuscate or block most divination spells. For example, if an evil mesmerist is possessing a paladin, **Detect Evil** will sense the presence of an evil creature when the paladin's body enters the area of effect. The *Hidden Presence* feat can assist a possessing creature in foiling divinations. If a creature's body and soul are in two different locations, as in the case of a caster of *Magic Jar*, divination spells that depend on location, such as locate creature or scrying, fail to produce results. The exception is *Discern Location*; this powerful spell provides both locations unless the body and soul are protected by *Mind Blank* or a deity.

Possession versus Domination: If you attempt to possess a creature that is already possessed, the possessing creature must succeed at the possession spell's save or be ejected, allowing you to enter the host. If the possessing creature voluntarily fails its save, first that creature is automatically ejected and then the host attempts the Will save instead. A possession effect that doesn't allow a saving throw automatically causes the possessing creature to be ejected.

Miscellaneous Rules

Energy Drain (Su)

This attack saps a living opponent's vital energy and happens automatically when a melee or ranged attack hits. Each successful energy drain bestows one or more negative levels (the creature's description specifies how many). If an attack that includes an energy drain scores a critical hit, it bestows twice the listed number of negative levels. Unless otherwise specified in the creature's description, a draining creature gains 5 temporary hit points for each negative level it bestows on an opponent. These temporary hit points last for a maximum of 1 hour. Negative levels remain until 24 hours have passed or until they are removed with a spell, such as restoration. If a negative level is not removed before 24 hours have passed, the affected creature must attempt a Fortitude save (DC 10 + 1/2 draining creature's racial HD + draining creature's Cha modifier; the exact DC is given in the creature's descriptive text). On a success, the negative level goes away with no harm to the creature. On a failure, the negative level becomes permanent. A separate saving throw is required for each negative level.

Format: energy drain (2 levels, DC 18); Location: Special Attacks and individual attacks.

Energy Drain and Negative Levels

Some spells and a number of undead creatures have the ability to drain away life and energy; this dreadful attack results in "negative levels." These cause a character to take a number of penalties.

For each negative level a creature has, it takes a cumulative -1 penalty on all ability checks, attack rolls, combat maneuver checks, Combat Maneuver Defense, saving throws, and skill checks. In addition, the creature reduces its current and total hit points by 5 for each negative level it possesses. The creature is also treated as one level lower for the purpose of level-dependent variables (such as spellcasting) for each negative level possessed. Spellcasters do not lose any prepared spells or slots as a result of negative levels. If a creature's negative levels equal or exceed its total Hit Dice, it dies.

A creature with temporary negative levels receives a new saving throw to remove the negative level each day. The DC of this save is the same as the effect that caused the negative levels.

Some abilities and spells (such as raise dead) bestow permanent level drain on a creature. These are treated just like temporary negative levels, but they do not allow a new save each day to remove them. Level drain can be removed through spells like restoration. Permanent negative levels remain after a dead creature is restored to life. A creature whose permanent negative levels equal its Hit Dice cannot be brought back to life through spells like raise dead and resurrection without also receiving a restoration spell, cast the round after it is restored to life.

Ooze Type

An ooze is an amorphous or mutable creature, usually mindless. An ooze has the following features.

- d8 Hit Die.
- Base attack bonus equal to 3/4 total Hit Dice (medium progression).
- No good saving throws.
- Skill points equal to 2 + Int modifier (minimum 1) per Hit Die. However, most oozes are mindless and gain no skill points or feats. Oozes do not have any class skills.

Ooze traits: An ooze possesses the following traits (unless otherwise noted in a creature's entry).

- **Mindless:** No Intelligence score, and immunity to all mind-affecting effects (charms, compulsions, phantasms, patterns, and morale effects). An ooze with an Intelligence score loses this trait.
- **Blind** (but have the blindsight special quality), with immunity to gaze attacks, visual effects, illusions, and other attack forms that rely on sight.
- Immunity to poison, sleep effects, paralysis, polymorph, and stunning.
- Some oozes have the ability to deal acid damage to objects.
- Not subject to critical hits or flanking. Does not take additional damage from precision-based attacks, such as sneak attack.
- Proficient with its natural weapons only.
- Proficient with no armor.
- Oozes eat and breathe, but do not sleep.

Undead Type

Undead are once-living creatures animated by spiritual or supernatural forces. An undead creature has the following features.

- d8 Hit Die.
- Base attack bonus equal to 3/4 total Hit Dice (medium progression).
- Good Will saves.
- Skill points equal to 4 + Int modifier (minimum 1) per Hit Die. Many undead, however, are mindless and gain no skill points or feats. The following are class skills for undead: Climb, Disguise, Fly, Intimidate, Knowledge (arcana), Knowledge (religion), Perception, Sense Motive, Spellcraft, and Stealth.

Traits: An undead creature possesses the following traits (unless otherwise noted in a creature's entry).

- No Constitution score. Undead use their Charisma score in place of their Constitution score when calculating hit points, Fortitude saves, and any special ability that relies on Constitution (such as when calculating a breath weapon's DC).
- Darkvision 60 feet.
- Immunity to all mind-affecting effects (charms, compulsions, morale effects, patterns, and phantasms).
- Immunity to bleed, death effects, disease, paralysis, poison, sleep effects, and stunning.
- Not subject to nonlethal damage, ability drain, or energy drain. Immune to damage to its physical ability scores (Constitution, Dexterity, and Strength), as well as to exhaustion and fatigue effects.
- Cannot heal damage on its own if it has no Intelligence score, although it can be healed. Negative energy (such as an inflict spell) can heal undead creatures. The fast healing special quality works regardless of the creature's Intelligence score.
- Immunity to any effect that requires a Fortitude save (unless the effect also works on objects or is harmless).
- Not at risk of death from massive damage, but is immediately destroyed when reduced to 0 hit points.
- Not affected by raise dead and reincarnate spells or abilities. Resurrection and true resurrection can affect undead creatures. These spells turn undead creatures back into the living creatures they were before becoming undead.
- Proficient with its natural weapons, all simple weapons, and any weapons mentioned in its entry.
- Proficient with whatever type of armor (light, medium, or heavy) it is described as wearing, as well as all lighter types. Undead not indicated as wearing armor are not proficient with armor. Undead are proficient with shields if they are proficient with any form of armor.
- Undead do not breathe, eat, or sleep.

Incorporeal

Incorporeal Subtype: An incorporeal creature has no physical body. An incorporeal creature is immune to critical hits and precision-based damage (such as sneak attack damage) unless the attacks are made using a weapon with the ghost touch special weapon quality. In addition, creatures with the incorporeal subtype gain the incorporeal special quality.

Incorporeal (Ex) An incorporeal creature has no physical body. It can be harmed only by other incorporeal creatures, magic weapons or creatures that strike as magic weapons, and spells, spell-like abilities, or supernatural abilities. It is immune to all nonmagical attack forms. Even when hit by spells or magic weapons, it takes only half damage from a corporeal source (except for channel energy). Although it is not a magical attack, holy water can affect incorporeal undead. Corporeal spells and effects that do not cause damage only have a 50% chance of affecting an incorporeal creature. Force spells and effects, such as from a magic missile, affect an incorporeal creature normally.

An incorporeal creature has no natural armor bonus but has a deflection bonus equal to its Charisma bonus (always at least +1, even if the creature's Charisma score does not normally provide a bonus).

An incorporeal creature can enter or pass through solid objects, but must remain adjacent to the object's exterior, and so cannot pass entirely through an object whose space is larger than its own. It can sense the presence of creatures or objects within a square adjacent to its current location, but enemies have total concealment (50% miss chance) from an incorporeal creature that is inside an object. In order to see beyond the object it is in and attack normally, the incorporeal creature must emerge. An incorporeal creature inside an object has total cover, but when it attacks a creature outside the object it only has cover, so a creature outside with a readied action could strike at it as it attacks. An incorporeal creature cannot pass through a force effect.

An incorporeal creature's attacks pass through (ignore) natural armor, armor, and shields, although deflection bonuses and force effects (such as mage armor) work normally against it. Incorporeal creatures pass through and operate in water as easily as they do in air. Incorporeal creatures cannot fall or take falling damage. Incorporeal creatures cannot make trip or grapple attacks, nor can they be tripped or grappled. In fact, they cannot take any physical action that would move or manipulate an opponent or its equipment, nor are they subject to such actions. Incorporeal creatures have no weight and do not set off traps that are triggered by weight.

An incorporeal creature moves silently and cannot be heard with Perception checks if it doesn't wish to be. It has no Strength score, so its Dexterity modifier applies to its melee attacks, ranged attacks, and CMB. Nonvisual senses, such as scent and blindsight, are either ineffective or only partly effective with regard to incorporeal creatures. Incorporeal creatures have an innate sense of direction and can move at full speed even when they cannot see.