



MIINDSCAPES:™ BEASTS OF THE ID

A PSIONICS
SOURCEBOOK
by
BRUCE R. CORDELL

MIINDSCAPES: BEASTS OF THE ID



MALHAVOC PRESS®





MINDSCAPES BEASTS OF THE ID

A psionics monster book

BY BRUCE R. CORDELL

Requires use of the *Dungeons & Dragons*® Third Edition Core Books and the *Expanded Psionics Handbook*, published by Wizards of the Coast, Inc.

This book utilizes updated material from the v. 3.5 revision.

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Table of Contents

INTRODUCTION: GETTING STARTED

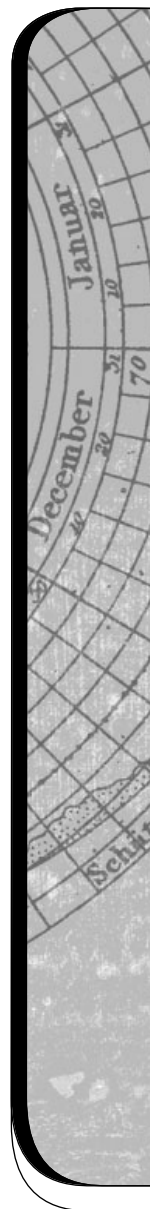
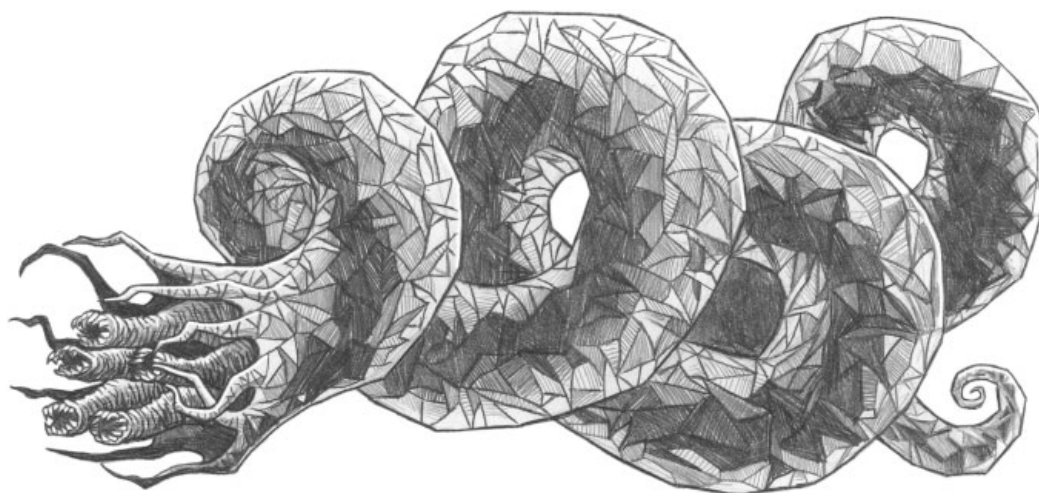
NEW POWER: CALL BEAST OF THE ID	3
Table: CALLING BEASTS OF THE ID	3
USING THIS BOOK	4
Table: MONSTERS BY CHALLENGE RATING	4

THE MONSTERS

CHALAZIOM	5
Sidebar: CHALAZIOM OCELLUS	5
FUNGIFORM EGO	6
CREATING A FUNGIFORM EGO	7
Sidebar: FRUITING BODY NUTRITIONAL VALUE	8
IDLOCK/IDBEAST	8
CREATING AN IDBEAST	9
Sidebar: NEW POWER: UNLEASH IDBEAST	10
IDBEASTS AS CHARACTERS	10
MALAFIDE	10
Sidebar: NEW ITEM: MALAFIDE CHALKSTONE	11
OPERANT CREATURES	11
MEIBOMIAN CYST	12
MELD	13
MOURNWRATH	14
Sidebar: THE DARK PLEA AND PRESERVING MOURNWRATH EQUIPMENT	15
NHALCID	16
Sidebar: ADDITIONAL PSYCHIC LARVA SIDE-EFFECTS	16
OGRE PSYCHIC	17
PSIMECH SAURIAN/PSIMECH	18
Sidebar: PRIMAL ARTIFICERS AND THE MACHINE ENCLAVE	19
CREATING A PSIMECH	20
Sidebar: NEW ARTIFACT: STAFF OF THE PRIMAL ARTIFICER	20
QIN	21
QIN AS CHARACTERS	22
SCAMPERING MAW	22
SCAPEWORM	23
SOULSHRIVER	24
TAENIAD	25
THELIHYDRA	27
VULTAUR	28
VULTAURS AS CHARACTERS	28
XENOCRYSTH	29

LEGAL APPENDIX

OPEN GAME LICENSE	31
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Getting Started

Within this volume, you will find 18 psionic creatures to add to your roleplaying game campaign. Now you can expose your player characters to fearsome new beasts of the id—creatures such as the chameleonlike chalaziom and the dreadful scampering maw.

The psionic monsters in this book are called, appropriately, “beasts of the id.” Before we get to the monster descriptions, here is a new power to help you expand the types of monsters the player characters (PCs) can access with their summoning abilities.

NEW POWER: CALL BEAST OF THE ID

Clairsentience and Psychoportation [Summoning]

Level: Psion/Wilder 2

Display: Audible, visual

Manifestation Time: 1 round

Range: Close (25 feet + 5 feet/two levels)

Effect: One summoned creature

Duration: 1 round/level (D)

Saving Throw: None

Power Resistance: No

Power Points: 3 (see text)

This power summons a specific psionic creature. It appears where you designate and acts immediately on your turn. It attacks your opponents to the best of its ability. If you can communicate with the creature, you can direct it not to attack, to attack particular enemies, or to perform other actions.

The power's ability to call creatures depends on the level of the manifester, as does the total power point cost of the power, as shown in the table below. You can always choose to call a lesser creature than the most powerful one you could call using this power.

CALLING BEASTS OF THE ID

Beast of the Id	Manifester Level	Minimum Power Points
Qin	4	3
Idlock	5	3
Chalaziom	6	5
Nhalcid	7	5
Vultaur	8	7
Scampering maw	9	7
Taeniad	10	9
Mournwrath	11	9
Meibomian cyst	12	11
Psimech	13	11
Soulshriver	14	13
Ogre psychic	15	13
Meld	16	15
Thelihydra	18	17
Xenocrysth	23	21

About the Author

Born in Watertown, South Dakota, **Bruce R. Cordell** earned a degree in Environmental, Population, and Organismic Biology from the University of Colorado. While working as a research associate in process chemistry he learned to synthesize DNA, but he could not resist the call of game design.

In 1995, after a few years as a freelancer and designer of online text-generated virtual worlds (specifically, the Tolkien-inspired Elendor MUSH), he abandoned science for a designer position at TSR, now Wizards of the Coast. His many design credits include the Psionics Handbook, The Sunless Citadel, Heart of Nightfang Spire, Expanded Psionics Handbook, and the Origins Award-winning Return to the Tomb of Horrors. He won the 2002 EN World d20 System Award for Best Adventure for his first Malhavoc psionics title, If Thoughts Could Kill, as well as the 2003 EN World d20 System Silver Award for Best Electronic Product for Mindscapes.

Bruce lives in Seattle, Wash., with his wife Dee and their dog and five cats. He recently completed his second novel. Visit his website at <www.brucecordell.com>.

About the Illustrators

Alan Pollack was born in New Jersey in 1964. He studied at the School of Visual Arts in New York City and in 1991 received his first cover assignment for TSR's Dungeon® Magazine. Two years later, Alan became a full-time illustrator at TSR. In 1997 he went out on his own and has worked for many roleplaying game companies as well as for Del Rey, ROC, Tor Books, and Wizards of the Coast. Alan lives in Freehold, New Jersey, with his wife, their two children, and his Siberian huskies Xena and Pikachu.

Toren “MacBin” Atkinson is known by night as the lead singer of the Cthulhu rock band, The Darkest of the Hillside Thickets, but by day he collects Saturday morning cartoons and draws monsters for money. You've seen his work in the award-winning books Delta Green and Death in Freeport. His illustrations also appear in If Thoughts Could Kill, Book of Eldritch Might II: Songs and Souls of Power, and Skreyn's Register: The Bonds of Magic. He recently wrote and illustrated the Spaceship Zero roleplaying game.

Malhavoc Press

Malhavoc Press is game designer Monte Cook's d20 System imprint devoted to the publication of unusual magic, monsters, and evocative game elements that go beyond traditional fantasy. Malhavoc Press products such as The Book of Eldritch Might exhibit the mastery of the d20 System rules that only one of its original designers can offer. Look for When the Sky Falls, an event book designed by Bruce R. Cordell detailing the cataclysmic effects of a meteor strike on a fantasy campaign, available now.

Current titles are available to purchase in either print or electronic (PDF) format at <www.montecook.com>.

USING THIS BOOK

The creatures' write-ups, including the summaries of their most common attacks and abilities, are as standard for d20 monster statistics and as described in the MM. Entries for creatures appear alphabetically by name. Monsters are listed alphabetically in the table of contents and by Challenge Rating in the table below.

MONSTERS BY CHALLENGE RATING		
CR	Monster	Page
1	Qin	21
2	Idlock	8
3	Chalaziom	5
4	Nhalcid	16
5	Vultaur	28
6	Scampering maw	22
6	Fungiform ego	6
7	Taeniad	25
8	Malafide	10
8	Mournwrath	14
9	Meibomian cyst	12
10	Psimech saurian	18
11	Soulshriver	24
12	Ogre psychic	17
13	Scapeworm	23
13	Meld	13
15	Thelihydra	27
20	Xenocrysth	29

Look for this book's companion volume, *Mindscales: A Psion's Guide*, available now. This psionics classbook contains a psionic combat system, a dozen new prestige classes, plus a variety of new psionic feats, powers, and items.

Each monster is designed to be used with the mindscape psionic combat system introduced in Chapter One of *A*

Psion's Guide. Mode check and resting mode notations in the creatures' Special Attacks statistics refer to this psionic combat system. If you prefer not to use this modular subsystem, simply disregard these references.

This book is a new edition of the previously published version of *Mindscales: Beasts of the Id*. In this edition, we have updated the material to conform to the v. 3.5 revision of the core rules and the *Expanded Psionics Handbook* and corrected a few typos. Everything else in the book has stayed the same—if you already have the previous edition of *Mindscales: Beasts of the Id*, this update does not invalidate your version.

Each monster's statistics offer Space/Reach and Face/Reach values, as well as the v. 3.0 and v. 3.5 versions of damage reduction (where applicable).

Throughout this book, a dagger (†) indicates a power, feat, or item introduced in *Mindscales: A Psion's Guide*. Otherwise, all references to powers, spells, feats, and other rules come from the *Expanded Psionics Handbook* and the v. 3.5 revision of the three Core Rulebooks: the *Player's Handbook*, DMG, and MM.

Sidebars sprinkled throughout the text of this book provide useful information for players and DMs alike, including a handful of new psionic powers and items.

Bonus source material and ideas to augment the information in *Mindscales: Beasts of the Id* appear on Monte Cook's website. To find the links to these free web enhancements, visit the book's product page online at the following address: <www.montecook.com/mpress__Mind.html>.

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The Monsters

Each of these new beasts of the id is ready to trouble player characters or empower their ability to summon and control strange new monstrosities. With a variety of Challenge Ratings ranging from 1 to 20, there's something to throw at every adventuring party!

The statistics and abilities of three of these creatures—the scampering maw, vultaur, and xenocrysth—were inspired by the cover artwork by Alan Pollack. Another three follow the template format as seen in the MM, which allows you to create variations on the themes presented here. In the case of these creatures—the fungiform ego, idlock, and psimech saurian—the template rules follow the creature's initial stats. The entries for the idbeast, qin, and vultaur offer suggestions for playing them as characters.

CHALAZIOM

Small Aberration (Psionic)

Hit Dice: 4d8+16 (34 hp)

Initiative: +3

Speed: 30 feet (6 squares), swim 20 feet

AC: 20 (+1 size, +3 Dexterity, +6 natural), touch 14, flat-footed 17

Base Attack/Grapple: +3/+0

Attack: Slam +5 melee (1d4+1) or eye ray +7 ranged touch (2d6)

Full Attack: 3 slams +5 melee (1d4+1) and eye ray +5 ranged touch (2d6)

Space/Reach: 5 feet/5 feet (Face/Reach 5 feet by 5 feet/5 feet)

Special Attacks: Psi-like abilities, mode check +4, resting mode Sap Mind +4

Special Qualities: Chameleon power, DR 10/magic (or 10/+1), darkvision 120 feet, fire resistance 10

Saves: Fort +5, Ref +4, Will +5

Abilities: Str 13, Dex 17, Con 18, Int 12, Wis 12, Cha 15

Skills: Hide +10, Listen +7, Search +12*, Spot +18*, Swim +16*

Feats: Alertness, Multiattack

Environment: Any aquatic and underground

Organization: Solitary or collection (2–5)

Challenge Rating: 3

Treasure: Standard

Alignment: Usually neutral

Advancement: 5–9 HD (Small); 10–17 HD (Medium); 18–36 HD (Large)

Level Adjustment: +3

The chalaziom is a cunning creature that uses light and psionics to waylay its foes.

From a distance, a chalaziom has the rough appearance of a 4-foot-tall humanoid, complete with four limbs and a head, but its upright appearance is a mimicry—a chalaziom is far more simplistic, as shown in the illustration on the next page. Five stubby, starfishlike limbs radiate from a central disk. The chalaziom can alternately crawl on all five limbs or walk on just two or three.

Instead of a standard hide or scales, the chalaziom's body is covered with tiny lenses made of calcite crystals; its entire surface acts as one big compound eye composed of hundreds of tiny lenses. It uses these lenses to change its body coloration, see with unbelievable clarity, discharge psionically intensified beams of light, and capture the minds of the incautious with its full-body gaze.

Chalazioms are always voracious. They don't usually distinguish between sentient and nonsentient creatures when it comes to prey. They prefer small prey but eat anything they can catch. Because they regard all other creatures as potential food, most beings consider them simple animals. However, chalazioms have a secret culture they share only among themselves, and they communicate in rapid pulses of light from "eye" to "eye" quicker than any other creature can follow. Deep below the earth in hidden aquifers, chalazioms gather in colossal clumps, each transmitting whole libraries of information in moments with light pulses. Rolling through the dark waters, these masses of signaling chalazioms look like lightning-lit thunderheads drowned in dark liquid.

COMBAT

Chalazioms slam opponents with their limbs, fascinate the unwary, and blast eyebeams at their closest prey.

* **Skills:** The chalaziom enjoys a +8 racial bonus on Search, Spot, and Swim checks.

Psi-Like Abilities: Chalazioms produce these effects at will:

Eye Ray: Once per round the chalaziom can gather ambient light (or a portion of light it has stored) and release from its lens-covered body a ray of energized radiance that deals 2d6 points of damage. The chalaziom can make this attack in conjunction with its melee attacks and it does not draw an attack of opportunity.

Gaze: During any round that the chalaziom takes only a move action, its gaze ability potentially affects any creature within 30 feet without conscious effort on the chalaziom's part. Creatures affected by the gaze stand fascinated and take no actions for 1d4 rounds while they stare into the incredible compound eye that covers the creature's body. If something

Chalaziom Ocellus

When a chalaziom is slain, residual psionic energy lingers in 1d4 of its crystal lenses. If detached, each acts as a complete pair of eyes of charm. Each ocellus can be used only once against a single target, for a maximum of 10 rounds, before crumbling away with its psionic energy completely drained.

Faint telepathy, ML n/a; Price 75 gp; Weight —

attacks the affected creature, this fascination breaks. A Will save (DC 16) negates the effect. Each opponent within range of a gaze attack must attempt a saving throw every round at the beginning of its turn in initiative order. The creature also can gaze actively as an attack action by choosing a target within range, which must then attempt a saving throw. A chalaziom is immune to its own gaze attack.

Chameleon Power (Ex): The chalaziom can skillfully manipulate the light entering and reflecting from its myriad crystal lenses, thus changing the coloration of itself and its equipment to match its surroundings. This provides a +8 circumstance bonus on the chalaziom's Hide checks.

FUNGIFORM EGO*

Medium Ooze (Psionic)

Hit Dice: 5d10+23 (60 hp)

Initiative: +1

Speed: 30 feet (6 squares)

AC: 19 (+1 Dexterity, +3 natural, +5 +1 chainmail), touch 11, flat-footed 18

Base Attack/Grapple: +3/+6

Attack and Full Attack: +1 greatsword +8 melee (2d6+7)

Space/Reach: 5 feet/5 feet (Face/Reach 5 feet by 5 feet/5 feet)

Special Attacks: Psi-like abilities, mode check +4, resting mode Brain Hammer +4, fruiting aura

Special Qualities: Blindsight 60 feet, ooze traits

Saves: Fort +6, Ref +2, Will +4

Abilities: Str 16, Dex 13, Con 14, Int 12**, Wis 12, Cha 14

Skills: Jump +7, Knowledge (nature)+5, Knowledge (psionics)+5, Listen +5, Sense Motive +5, Spot +5

* Templated creature; template appears on page 7.

** Emulates/takes control of former host's Intelligence +4. Skill points equal to (2+Intelligence modifier, minimum 1) per Hit Die, with quadruple skill points for the first Hit Die.

Feats: Combat Reflexes, Iron Will, Power Attack, Toughness, Weapon Focus (greatsword), Weapon Specialization (greatsword)

Environment: Any

Organization: Solitary or colony (6–12)

Challenge Rating: 6

Treasure: Standard

Alignment: Chaotic evil

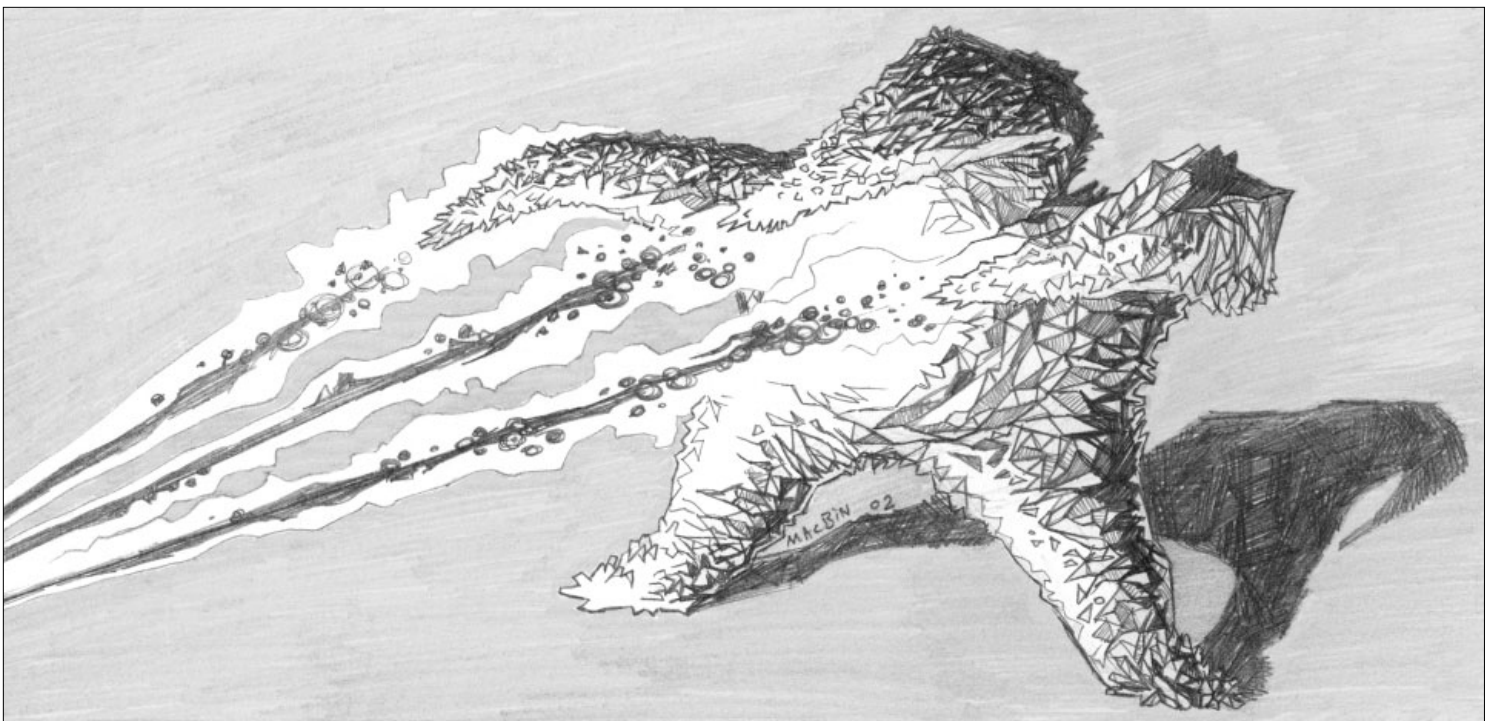
Advancement: By character class

Level Adjustment: +2

The fungiform ego kills the higher minds of those it infests and fuses itself into the mindless decaying corpse of its new fleshy body.

Formed by the infection of a previous fungiform ego's fruiting aura, the creature described here dwells in the body of a typical human mercenary complete with +1 chainmail armor and a +1 greatsword. This host nourishes a terrible infection. Crests of vile fungus sprout and burrow on the skin, preserving the flesh against total decay. The eyes are cloudy sacs of rot, and the flesh is veined yellow and green. If ever broken open, the chest cavity is revealed to be partially hollowed out and filled with a packed mass of squalid vegetable matter. The fungiform ego still wears the clothing and uses the equipment of the base body and retains access to all the base body's memories, abilities, and traits. Fungiform egos can disguise their bodies with untarnished armor, gauntlets, and a helm, or a voluminous robe, if attempting to pass as normal. In addition to serving as a tool for interacting with the physical world, the body provides the main mass of the creature (in the chest) with some protection. Despite the condition of its fleshy carapace, the fungiform ego is very much alive.

Fungiform egos work toward their own inscrutable goals, which invariably run counter to those of most other creatures.



Rumors indicate that every fungiform ego is a minor infection of a much greater mass that spreads rhizoid fingers through the damp soils of little-visited lands. The goals of this greater mass, called the Mother Mass, may include eventual coverage of the entire world—the ecosystem would consist only of it and its progeny.

Fungiform egos speak whatever language their hosts originally spoke (usually Common), though they also “speak” to each other via a rhizoid-mediated language that requires direct contact.

COMBAT

Fungiform egos rely somewhat on the raw combat ability of their bodies if their base bodies are warriors. Others rely on psionic powers or spells if their base bodies could use either of those abilities. However, every fungiform ego counts on its fruiting aura to eventually overcome its foes, using its psionic powers generally in a support capacity.

Fruiting Aura (Ex): Once per day the fungiform ego can generate a cloud of spores from quickly extruded fruiting bodies. As a move action, the fungiform ego’s skin produces dozens of bulbous, inflamed, seemingly pus-filled spots (abscesses); however, when these burst—with ghastly, wet popping sounds—into a haze of spores, it becomes clear that something more insidious is afoot.

The haze of spores reaches a radius of 10 feet and lasts up to 10 rounds (though wind or breeze disperses the fruiting aura in 1d4 rounds). Upon initial exposure to the aura, any creature in it (including undead, but not constructs, oozes, or elementals) must make a Fortitude saving throw (DC 15). Those that fail this save are infected. A new save is required for an exposure to a different aura.

Creatures cannot be infected again by the same fruiting aura once they’ve already become infected. An infected creature immediately takes 1d3 points of temporary Dexterity and Constitution damage. Even while out of the aura, the infected creature must continue to make a Fortitude saving throw (DC 15) every minute. On each failed save, the victim takes another 1d4 points of temporary Charisma and Constitution damage. If the victim succeeds at three saving throws in a row or receives psionic or magical relief from disease, the infection is stemmed. Should the character’s Charisma or Constitution go to 0, the character is lost, and a new fungiform ego is born, with the personality, knowledge, and goals of its progenitor fungiform ego. See “Creating a Fungiform Ego” below.

Psi-Like Abilities: 3/day—*attraction, aversion, false sensory input, psionic charm, schism, steadfast perception*. Manifest level 7th; save DCs are Charisma based. Augmentable powers are augmented to the limit of the manifest level, if appropriate to the power.

Ooze Traits: A fungiform ego is immune to poison, *sleep*, paralysis, stunning, and polymorphing. Unlike other oozes, fungiform egos are susceptible to mind-affecting effects (because each shares a single mind made up of contributions from each individual fungal unit). They have no clear front or back and are therefore not subject to critical hits or flanking. Oozes are blind but have the blindsight special quality.

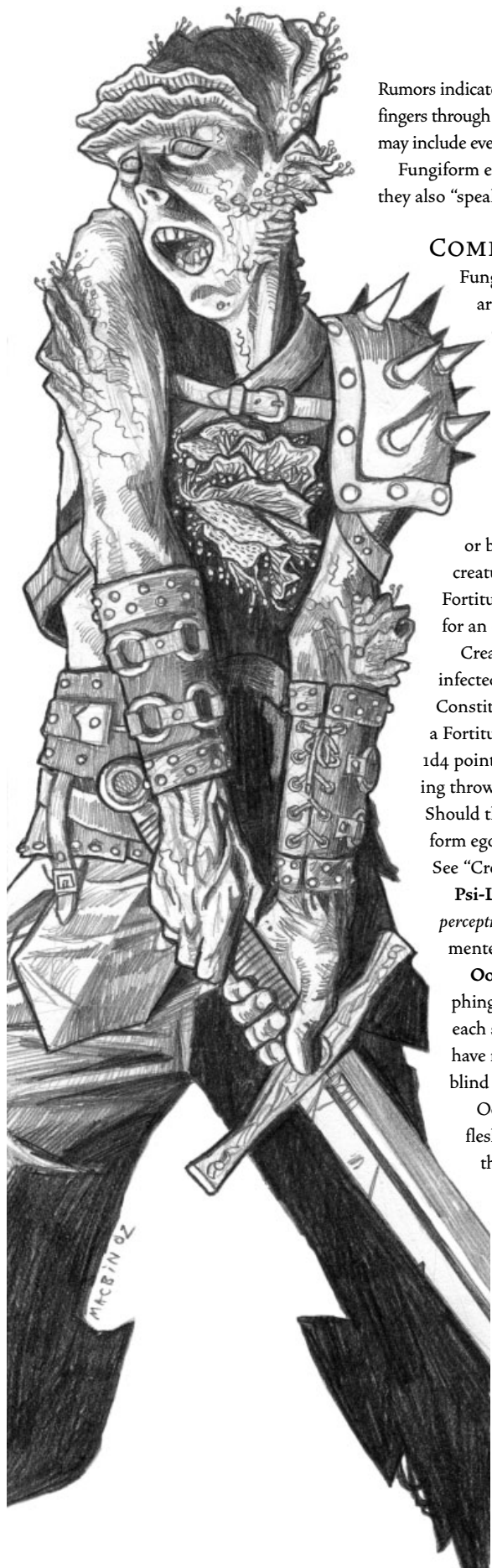
Oozes normally have no natural armor ratings, but fungiform egos “armor” themselves in the fleshy bodies that give them shape. Inside the husk, fungiform egos are difficult to kill because their bodies are mostly simple protoplasm. This is reflected by bonus hit points (see the MM).

CREATING A FUNGIFORM EGO

“Fungiform ego” is a template that can be added to any living creature (referred to hereafter as the “base creature”). Constructs are not viable choices, though undead are, as mentioned above. Creatures with this template are also often referred to as “fungiform” creatures. The creature’s type changes to “ooze,” albeit an ooze that retains and even improves its Intelligence score (based on that of the base creature). It uses all the base creature’s statistics and special abilities except as noted here. Statistics and abilities not presented below are as the base creature.

Hit Points: +10 bonus hit points

AC: Natural armor improves by +3 (this represents the fungus that hardens to form a carapace on the skin of the base creature the fungiform ego uses as a vessel).



Special Attacks: A fungiform ego retains all the special attacks of the base creature. It also gains psi-like abilities and a fruiting aura.

Psi-Like Abilities: 3/day—*attraction, aversion, steadfast perception, false sensory input, schism*. Manifest level 7th; save DCs are Charisma based. Augmentable powers are augmented to the limit of the manifest level, if appropriate to the power.

Fruiting Body Nutritional Value

If defeated, the mass of dead fungus found in the chest cavities of most hosts has a hideous stench and begins to rot almost immediately. However, if the mass is consumed in its entirety within the first 24 hours following death, psionic characters regain up to 19 spent power points for the day (if any) while psionic creatures that freely manifest their powers regain up to 3 usages for the day. The downside is that one Fortitude saving throw (DC 15) determines whether the diner is infected by the fruiting aura.

of bulbous, inflamed, seemingly pus-filled spots (abscesses); however, when these burst—with ghastly, wet popping sounds—into a haze of spores, it becomes clear that something more insidious is afoot. The haze of spores reaches a radius of 10 feet and lasts up to 10 rounds (though wind or breeze disperses the fruiting aura in 1d4 rounds). Upon initial exposure to the aura, any creature in it (including undead, but not constructs, oozes, or elementals) must make a Fortitude saving throw (DC 15). Those that fail this save are infected. A new save is required for an exposure to a different aura.

Creatures cannot be infected again by the same fruiting aura once they've already become infected. An infected creature immediately takes 1d3 points of temporary Dexterity and Constitution damage. Even while out of the aura, the infected creature must continue to make a Fortitude saving throw (DC 15) every minute. On each failed save, the victim takes another 1d4 points of temporary Charisma and Constitution damage. If the victim succeeds at three saving throws in a row or receives psionic or magical relief from disease, the infection is stemmed. Should the character's Charisma or Constitution go to 0, the character is lost, and a new fungiform ego is born, with the personality, knowledge, and goals of its progenitor fungiform ego.

Special Qualities: A fungiform ego has all the special qualities of the base creature, plus it gains the benefits of being an ooze (except immunity to mind-affecting effects).

Ooze Traits: A fungiform ego is immune to poison, *sleep*, paralysis, stunning, and polymorphing. Unlike other oozes, fungiform egos are susceptible to mind-affecting effects (because each shares a single mind made up of contributions from each individual fungal unit). They have no clear front or back and are therefore not subject to critical hits or flanking. Oozes are blind but have the blindsight special quality.

Oozes normally have no natural armor ratings, but fungiform egos "armor" themselves in the fleshy body that gives

Fruiting Aura
(Ex): Once per day, the fungiform ego can generate a cloud of spores from quickly extruded fruiting bodies. As a move action, the fungiform ego's skin produces dozens

of them shape. Inside the husk, fungiform egos are difficult to kill because their bodies are mostly simple protoplasm. This is reflected by bonus hit points (see the MM).

Abilities: +4 Charisma, +4 Intelligence. Unlike most oozes, a fungiform ego has an Intelligence score and thus is not immune to mind-affecting effects. A fungiform ego has skill points equal to 2 + Intelligence modifier (minimum 1) per Hit Die, with quadruple skill points for the first Hit Die.

Challenge Rating: Same as the base creature +1

Alignment: Usually any evil

IDLOCK / IDBEAST*

Medium Magical Beast (Psionic)

Hit Dice: 2d10+6 (17 hp)

Initiative: +3

Speed: 50 feet (10 squares)

AC: 22 (+3 Dexterity, +9 natural), touch 13, flat-footed 19

Base Attack/Grapple: +2/+6

Attack: Claw +6 melee (1d8+4)

Full Attack: 2 claws +6 melee (1d8+4) and bite +1 melee (2d6+2)

Space/Reach: 5 feet/5 feet (Face/Reach 5 feet by 5 feet/5 feet)

Special Attacks: Id strike, psi-like abilities, mode check +3, resting mode Force Multiplier +0

Special Qualities: Blindsight 30 feet, cunning, immunities, poison immunity, resistance to acid 10, cold 10, electricity 10, and fire 10, scent

Saves: Fort +6, Ref +6, Will +1

Abilities: Str 19, Dex 17, Con 17, Int 8, Wis 12, Cha 8

Skills: Climb +7, Hide +14**, Listen** +10, Move Silently** +7, Search +3, Spot** +11

Feats: Alertness

Environment: Any mountains and underground

Organization: Solitary or tribe (leader plus 5–20 grimlocks)

Challenge Rating: 2

Treasure: Standard coins; standard goods (gems only); standard items

Alignment: Always neutral evil

Advancement: By character class

Level Adjustment: +2

** Templated creature; template appears on page 9.*

Primitive instincts and impulses do not always connote a primitive organism. Predatory instincts drive all creatures to some extent. For some, predation is all. Though few drives are so basic as the need to eat, even the most highly evolved consciousness requires sustenance and harbors an idbeast that slavers for freedom.

Under the right circumstances, a living creature can undergo a terrifying transformation catalyzed by its mind. A rare storm of psychic potential can touch off a wave of physical and mental alterations in the creature, allowing its most primitive instincts to reshape its body and abilities. Psionic energy, something

every creature has the potential to harness, plays a part in this transformation. Ironically, a creature without psionic abilities before its “release” finds itself awakened to the power of the mind in its new, more primitive, embodiment.

No matter the form, idbeasts are always impressive specimens, having lean predatory lines, thick musculature, catlike eyes, and a ferocious, hungry demeanor that never fades. Sometimes the creature’s body swells with excess power when its emotions run especially high.

Permanently transformed idbeasts are too wild to live in the confines of their original society, tribe, herd, or other group. These loners hunt the edges of civilization in search of ways to gratify their next unconquerable urge, be it for food or pleasure.

The idlock is an example of a creature—in this case, a grimlock—overcome by its internal idbeast.

COMBAT

Idlocks are blind, but their exceptional senses of smell and hearing allow them to locate foes nearby. As a result, they usually shun ranged weapons and charge into the fray with their claws and teeth.

Id Strike (Su): The idlock can make a normal attack to deal additional damage equal to its Hit Dice total (maximum of +20) against a foe once per day. When it makes such attacks, it visibly seems to swell with power as its muscles ripple and its eyes blaze out like beacons of hunger.

Psi-Like Abilities: 3/day—*biofeedback*. Manifest level 2nd. Augmentable powers are augmented to the limit of the manifest level, if appropriate to the power.

Blindsight (Ex): Idlocks can ascertain all foes within 30 feet as a sighted creature would. Beyond that range, they treat all targets as totally concealed (see “Concealment” in Chapter Eight: Combat in the *Player’s Handbook*).

Idlocks are susceptible to sound- and scent-based attacks, however, and are affected normally by loud noises and sonic spells (such as *ghost sound* or *silence*) and overpowering odors

(such as *stinking cloud* or incense-heavy air). Negating an idlock’s sense of smell or hearing reduces this ability to normal Blind-Fight (as the feat). Negating both effectively blinds the idlock.

Cunning (Ex): An idlock is never caught flat-footed.

Immunities: Idlocks are immune to gaze attacks, visual effects, illusions, and other attack forms that rely on sight.

****Skills:** An idlock’s dull gray skin helps it hide in its native terrain, conferring a +10 racial bonus on Hide checks in mountains or underground. An idlock gains a constant +4 id bonus on Hide, Listen, Move Silently, and Spot checks.

CREATING AN IDBEAST

“Idbeast” is a template you can add to any living creature with an Intelligence of at least 3 (referred to hereafter as the “base creature”). Constructs and undead are not viable choices (though an idbeast could become undead at a later date with the application of the vampire template, for example). With the application of this template, the creature’s type changes to “magical beast.” It uses all the base creature’s statistics and special abilities except as noted here. Statistics and abilities not presented below are as the base creature.

To name your final idbeast, simply add the word “id” to the front of the creature’s name as appropriate. If confusion could result when you drop part of the creature’s name and replace it, simply add “id” to the name instead. For example, an umber hulk could become an id hulk, a harpy becomes an id harpy, and so on.

Speed: The creature’s base speed improves by +20

AC: Natural armor improves by +5

Attacks: An idbeast gains bite and claw attacks in addition to the base creature’s attacks, if it did not have them already.

Damage: If the base creature does not have bite and claw attacks, use the damage values in the table below. Otherwise, use the values below or the base creature’s damage, whichever is greater.



Size	Bite Damage	Claw Damage
Fine	1d3	1d2
Diminutive	1d4	1d3
Tiny	1d6	1d4
Small	1d8	1d6
Medium	2d6	1d8
Large	2d8	2d6
Huge	4d6	2d8
Gargantuan	4d8	4d6
Colossal	8d6	4d8

Special Attacks: An idbeast retains all the special attacks of the base creature. Idbeasts with Intelligence or Wisdom scores of 8 or higher possess the following psionic abilities, using their Hit Dice or level as the manifester level (an augmentable power is always augmented fully to the limits of that manifester level), as specified in the table below. Unless otherwise indicated, the ability is usable once per day.

Level	Abilities
1–2	Id strike, <i>biofeedback</i>
3–4	<i>Vigor</i>
5–6	Id charge 3/day
7–8	Id strike 2/day
9–10	<i>Dimension door</i> , <i>psionic</i>
11–12	<i>Suggestion</i> , <i>psionic</i>
13–14	Id strike 3/day
15–16	<i>Defer fatality</i> †
17–18	<i>Ultrablast</i>
19+	<i>Monster domination</i>

Id Strike (Su): The creature can make a normal attack to deal additional damage equal to its Hit Dice total (maximum of +20) against a foe a number of times per day as

noted in the table. When it makes such attacks, it seems to swell with power as its muscles ripple and its eyes blaze like beacons of hunger.

Id Charge (Ex):

If an idbeast charges a foe during the first round of combat, it can make a full attack even if it has already taken a move action.

Special Qualities: Idbeasts have all the special qualities of the base creature, plus they gain immunity to poison, and have acid, cold, electricity, and fire resistance 10. They also gain cunning and are considered psionic creatures (they can participate in mindscape combat).

Cunning (Ex): An idbeast is never caught flat-footed.

Abilities: Increase from the base creature as follows: Str +4, Dex +4, Con +4, Int –2, Wis +4, Cha +2.

Skills: Idbeasts receive a +4 id bonus on Hide, Listen, Move Silently, and Spot checks.

Challenge Rating: Same as the base creature +1 (for 1–2 HD creatures); same as base creature +2 for 3–16 HD creatures; same as base creature +3 for HD 17+ creatures.

Alignment: Always neutral

IDBEASTS AS CHARACTERS

Idbeast humanoids often have a character class; they favor fighters and barbarians.

MALAFIDE

Medium Aberration (Psionic)

Hit Dice: 8d8+24+4 (64 hp)

Initiative: +2

Speed: 30 feet (6 squares)

AC: 21 (+2 Dexterity, +5 natural, +4 *inertial armor*), touch 12, flat-footed 19

Base Attack/Grapple: +6/+8

Attack: Claw +8 melee (1d6+2)

Full Attack: 3 claws +8 melee (1d6+2)

Space/Reach: 5 feet/5 feet (Face/Reach 5 feet by 5 feet/5 feet)

Special Attacks: Operant, mode check +6, resting mode

Mind Insurgency +0

Special Qualities: Astral freedom, DR 10/magic (or 10/+1), darkvision 60 feet

Saves: Fort +7, Ref +4, Will +6

Abilities: Str 15, Dex 14, Con 17, Int 15, Wis 10, Cha 12

Skills: Bluff +6, Concentration +8, Diplomacy +6, Knowledge (psionics) +7, Knowledge (the planes) +7, Psicraft +6

Feats: Imprint Stone, Psionic Body, Subconscious Power†

Environment: Astral Plane

Organization: Solitary or raid (3–6)

Challenge Rating: 8

Treasure: Standard

Alignment: Usually chaotic evil

Advancement: By character class

Level Adjustment: +3

Malice on the Astral Plane has a new name: the malafide.

A malafide stands upright like a humanoid, but its flesh appears horribly wrinkled, as if steeped much too long in water, or like the surface of a prune or raisin dried in the sun. They have three arms equidistantly spaced around their

New Power: Unleash Idbeast

Psychometabolism

Level: Psion/Wilder 5, Psychic Warrior 5

Display: Mental

Manifestation Time: One standard action

Range: Personal

Target: You

Duration: 1 round/level

Power Points: 5, XP Cost

You reach deep into your subconscious and psionically empower your id. You gain the “idbeast” template for the power’s duration. When the power ends, subtract the number of hit points, power points, and other losses from your normal scores.

Player Note: If you plan to use this power, prepare a separate character sheet with the effects of the template already applied before you intend to use it in the game.

XP Cost: 50 XP



upper torso, and they possess two legs. Their heads look lizardlike, with the same horribly wrinkled flesh that covers their bodies. Malafides enjoy dressing in grand robes of pure white, in which they have stitched various psionic diagrams and cortical pathways.

The malafides are a race of malicious alien psionic creatures that live on caravan-cities that ply the infinite Astral Plane. When their caravans come into close spatial proximity to worlds of the Material Plane, they fade into material existence in search of psionic lore and plunder. They consider themselves lords of the Astral Plane, and so they viciously hunt other astral denizens whenever they encounter them—so far, most remain unaware that the malafide caravans have begun to “arrive” from farther realities. While the caravans, each headed by a different malafide “tribe,” constantly roam the Astral Plane, once they find a new material world to loot (or trade with, in rare circumstances), a caravan may linger for 10 to 50 years.

Malafides speak their own language.

COMBAT

Malafides are psionic creatures first and are naturally operant—almost like psions (see next page). Many of them take levels of psion to increase their might, but even untrained adults are fearsome psionic combatants.

Operant (Ps): A malafide manifests as an 8th-level psion.

Psionic Powers Discovered: (5/4/4/4; save DC 12 + power level; power points 64): 1st—*astral construct, energy ray, conceal thoughts, detect psionics, inertial armor*; 2nd—*concussion blast, concealing amorphia, mass missive, swarm of crystals*; 3rd—*body adjustment, energy blast, eradicate invisibility, share pain-forced*; 4th—*correspond, energy adaptation, personality parasite, psionic dimension door*

Astral Freedom (Su): A malafide can shift from the Astral to the Material Plane as a free action, and it can shift back again as a move action (or as part of a move action) each time it pays a cost of 5 power points.

OPERANT

CREATURES

Operant creatures do not freely manifest their psionic powers, but they instead pay power points to manifest powers like psionic characters. (If “operant” is added as a template, a creature may continue to freely manifest any power it could freely manifest as the base creature.)

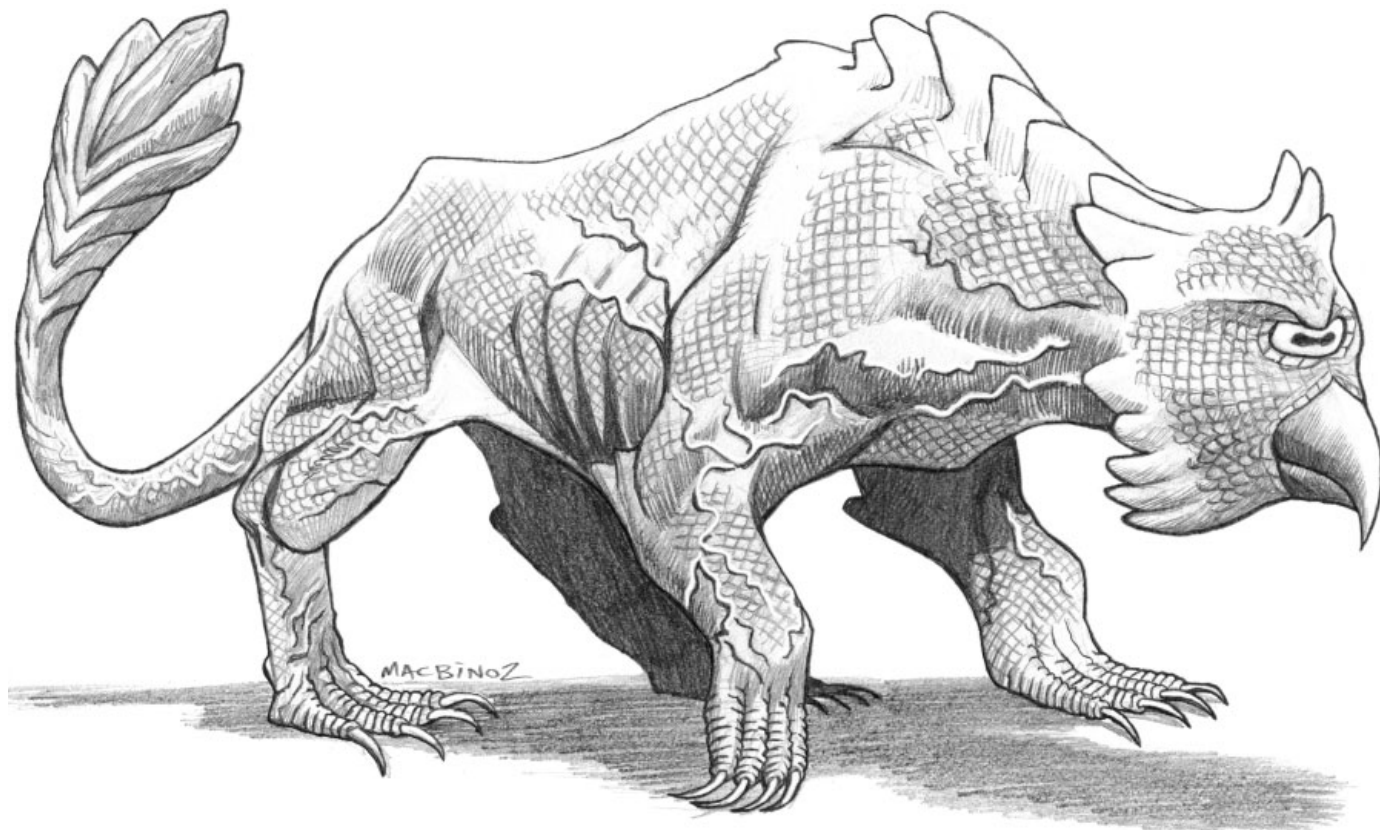
Operant creatures manifest powers as if a psion in all ways but one: they cannot choose a primary discipline. Their manifest level varies by creature type. However, they learn powers from the psion/wilder list according to their manifest level, gain power points (and possibly bonus power points for high Intelligence), gain the ability to use meta-psionic feats to adjust their powers, and so on.

Some operant creatures learn powers from the psychic warrior list instead of the psion/wilder list.

New Item: Malafide Chalkstone

Malafides mine a special substance they call chalkstone from an undisclosed location on the Astral Plane. While most malafides are not given the location of this mine, most do receive a piece of chalkstone, which appears as chalky lump of multicolored rock. Any psionic creature can scribe a psionic tattoo of any power it knows using the chalkstone; possession of the chalkstone replicates the Scribe Tattoo feat in all ways (see the Expanded Psionics Handbook), save as follows: The scribe must use the chalkstone to scribe the power, the scribe must personally know the power to be scribed, and the owner does not need to pay a gold piece cost to scribe a psionic tattoo. Each piece of chalkstone can scribe up to five psionic tattoos. Possession of chalkstone counts toward an individual malafide's treasure.

Faint metacreativity; ML 5th; cannot be made, only mined; Price 6,565 gp per piece; Weight —



MEIBOMIAN CYST

Large Aberration (Shapechanger, Psionic)

Hit Dice: 12d8+96 (150 hp)

Initiative: +1

Speed: 40 feet (8 squares)

AC: 24 (−1 size, +1 Dexterity, +14 natural), touch 10, flat-footed 23

Base Attack/Grapple: +9/+21

Attack: Claw +16 melee (1d6+8)

Full Attack: 2 claws +116 melee (1d6+8) and bite +13 melee (1d8+4) and tail slam +13 melee (1d8+4)

Space/Reach: 10 feet/10 feet (Face/Reach 5 feet by 5 feet/10 feet)

Special Attacks: Improved grab, psi-like abilities, mode check +6, resting mode Acumen Screen +4, rend 3d6+12

Special Qualities: Alternate form, darkvision 60 feet, DR 10/magic and piercing (or 10/+2), power resistance 16

Saves: Fort +16, Ref +9, Will +10

Abilities: Str 26, Dex 12, Con 27, Int 13, Wis 14, Cha 10

Skills: Bluff +7, Diplomacy +7, Hide +8, Intimidate +7, Listen +11, Spot +14

Feats: Alertness, Combat Reflexes, Multiattack, Power Attack, Weapon Focus (claw)

Environment: Any land and underground

Organization: Solitary or parasitic team (one cyst and one ancient green dragon)

Challenge Rating: 9

Treasure: Standard

Alignment: Usually lawful evil

Advancement: 13–20 HD (Large); 21–29 HD (Huge)

Level Adjustment: +4

A meibomian cyst spends much of its life in cyst form, acting as a parasitic third eye upon the head of a Gargantuan or Colossal creature. When necessary, the cyst detaches from its host and assumes a far more dangerous guise.

In its detached form, a meibomian cyst appears to be a large, muscular, scaled beast with a single eye on its owl-like head. Its body has the proportions of a very broad hunting cat, though transparent scales cover it, and a dense network of red arteries pulses beneath the scales. Its beak is cruel and sharp, as are its talons. Its long, thick, prehensile tail ends in a large, bony swelling that is perfect for smashing its enemies.

A meibomian cyst is a natural dealmaker, but only with creatures large enough to provide the destruction it craves and the body size its parasitic nature needs (see the creature's alternate form quality below). Though meibomian cysts prefer to parasitize a larger creature, they sometimes remain detached, without a host, and slink around the lair of a dragon or another legendary creature, seeking an introduction.

Meibomian cysts speak Common, Draconic, and Giant.

COMBAT

When forced into combat, meibomian cysts are vicious killers.

Psi-Like Abilities: 3/day—*catfall*, *object reading*, *psionic true seeing*, *remote viewing*, *sensitivity to psychic impressions*.

Manifest level 12th; save DCs are Intelligence based.

Augmentable powers are augmented to the limit of the manifest level, if appropriate to the power.

Improved Grab (Ex): To use this ability, the cyst must hit a Medium or smaller opponent with a claw. If it gets a hold, it automatically deals claw damage and rends.

Rend (Ex): A cyst that hits with both claw attacks latches onto the opponent's body and tears the flesh. This automatically deals an additional 3d6+12 points of damage.

Alternate Form (Su): A meibomian cyst can assume two forms. The first is a Large spherical, eyelike cyst. The second form is the Large detached form described above.

In cyst form, the creature can attach itself to a willing Gargantuan or larger creature (preferably in the center of the forehead). It appears to be a swelling or infestation on the parasitized creature, complete with a wide, blinking eye at its center. While so attached, it can relay any information it gains from using its psi-like abilities directly to the parasitized creature, as if that creature were the ability's recipient. (It cannot relay its *catfall* ability to its host.) While it remains attached, the cyst gains all its requisite nourishment from this host; while attached, the host's Constitution score drops by 2 points. As a standard action, the cyst can detach itself, fall to the ground, and assume its detached form.

While it is in cyst form, foes who know enough to recognize the "third eye" as a separate creature may target it instead of the host, although the cyst enjoys its host's Armor Class, if better than its own. Likewise, it enjoys its host's saving throw bonuses, if better than its own.

MELD

Huge Aberration (Psionic)

Hit Dice: 14d8+42 (105 hp)

Initiative: +2

Speed: 40 feet (8 squares)

AC: 28 (−2 size, +2 Dexterity, +18 natural), touch 10, flat-footed 16

Base Attack/Grapple: +10/+25

Attack: Slam +16 melee (2d8+7)

Full Attack: 2 slams +16 melee (2d8+7)

Space/Reach: 15 feet/15 feet (Face/Reach 10 feet by 10 feet/15 feet)

Special Attacks: Extrude fleshslave, improved grab, meld, psi-like abilities, mode check +9, resting mode Brain Hammer −4

Special Qualities: Darkvision 60 feet, fast healing 5, power resistance 23

Saves: Fort +7, Ref +6, Will +11

Abilities: Str 25, Dex 15, Con 17, Int 12, Wis 14, Cha 12

Skills: Concentration +12, Hide +2, Intimidate +10,

Knowledge (psionics) +9, Listen +13, Spot +12

Feats: Alertness, Combat Reflexes, Psionic Fist, Psionic Meditation, Weapon Focus (slam)

Environment: Any land or underground

Organization: Solitary

Challenge Rating: 13

Treasure: Standard

Alignment: Often chaotic evil

Advancement: By character class

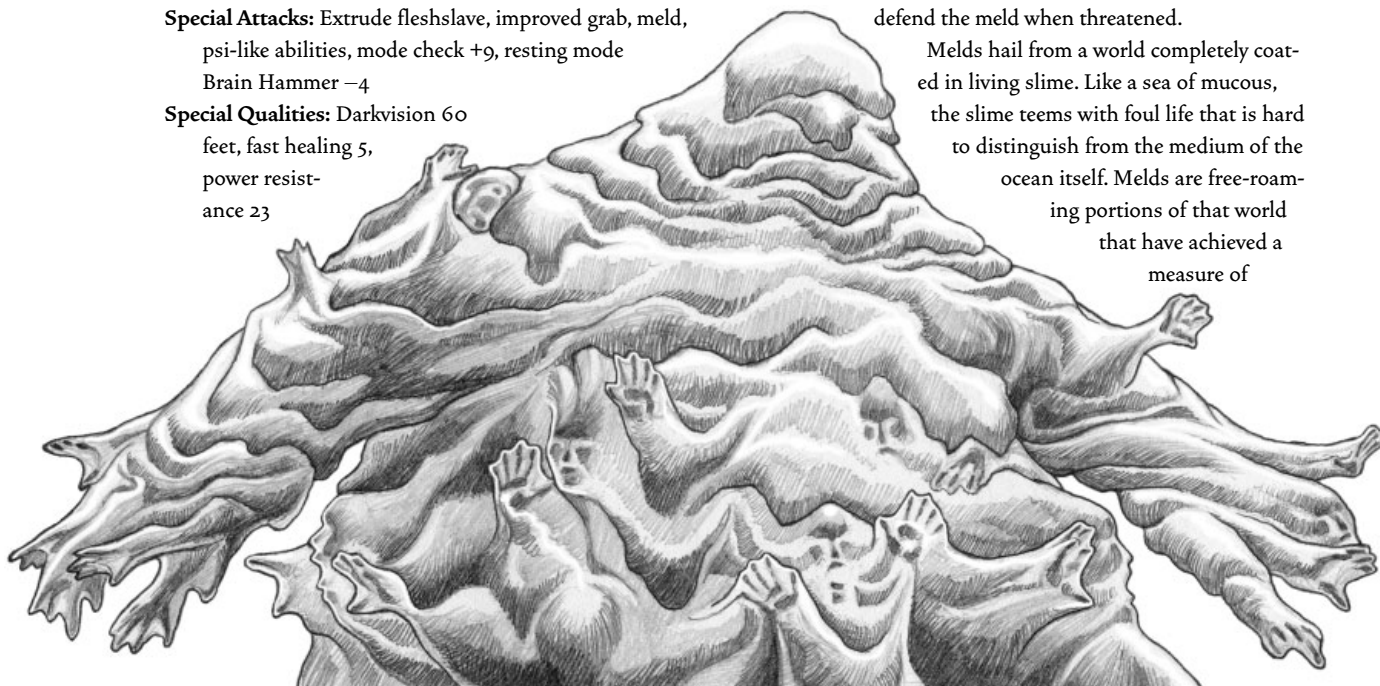
Level Adjustment: +5

The half-amorphous meld defeats its foes by absorbing their bodies, integrating their minds, then extruding its newest free-roaming part.

A meld appears as a humanoid shape towering 18 feet high and weighing approximately 9,000 lbs. Its body looks thick, broad, and bloated, seemingly composed of slowly setting mud or dough the color of mucous. Silently screaming faces and futilely grasping hands stretch the wet, slick skin of its upper body, as if full-size absorbed creatures constantly attempt to scream or crawl out. However, careful watch of these phenomena reveals them to be mere tides of skin without real substance behind them.

A meld is every creature's worst nightmare. Most would wholeheartedly submit to the total domination of a cruel telepath before being "controlled" by a meld. That's because a meld absorbs a victim directly into itself, integrating the victim's tissue into its own—in essence, the victim *becomes* the meld, and all the knowledge, abilities, and skills of the victim become available to the meld for later use, as does the victim's equipment. If it later desires, a meld can call upon any creature it has absorbed and release a nearly perfect facsimile, sending it out to do the meld's desires or to help defend the meld when threatened.

Melds hail from a world completely coated in living slime. Like a sea of mucous, the slime teems with foul life that is hard to distinguish from the medium of the ocean itself. Melds are free-roaming portions of that world that have achieved a measure of



independence due to their psionic abilities. Despite their independence, they still possess many traits of the world they left behind.

A melds speaks all the languages of every creature it has ever absorbed, which means a mature meld speaks most languages of the region in which it hunts.

COMBAT

A meld attempts to use its psi-like abilities to weaken its target, then it wades in and grabs as many victims as possible to absorb with its meld power. It also can extrude a fleshslave if it has capacity available.

A meld also uses its Psionic Fist feat when it is psionically focused to deal more damage to its foes.

Extrude Fleshslave (Ex): A meld can trigger the release of any creature it has previously absorbed with its meld power as a free action; however, once triggered, a fleshslave extrudes from the meld's own flesh as a full-round action and can take its action at the beginning of the meld's next round of actions. While a meld can "remember" any number of previous absorptions, it can only extrude and control a number of fleshslaves whose total Hit Dice do not exceed 26. Additionally, it can extrude only one active version of a given absorbed victim. If the meld extrudes more Hit Dice worth of fleshslaves than it can control, previously active fleshslaves slump into so much mucous, until the Hit Dice cap again falls below 26. So, while a meld that has successfully depopulated a thorp of a dozen residents could individually extrude all those creatures, it could never extrude all of them simultaneously.

A fleshslave looks like its original before it was absorbed except for a strange greenish cast to its eyes (noticeable with a Spot check, DC 18). It has all the knowledge, abilities, powers, and potentially even the equipment of the original: A meld can carry in its body equipment for up to four Large and eight Medium creatures, so fleshslaves may extrude with their stored equipment intact. However, the fleshslave becomes an extension of the meld—what it knows, the meld knows, and vice versa.

A fleshslave lasts 24 hours before slumping into so much mucous.

Improved Grab (Ex): To use this ability, the meld must hit a Large or smaller opponent with a slam.

Meld (Ex): A meld can try to absorb a grabbed opponent of Large or smaller size by making a successful grapple check. On a successful check, the victim is enveloped by the meld's mucouslike flesh. Once inside, the victim takes 2d8+10 points of crushing damage plus 3d8 points of acid damage per round from the meld's corrosive tissue. An absorbed creature can attempt to struggle free of the meld's flesh with a successful grapple check. This returns it to the meld's sticky exterior, where another successful grapple check is needed to get free. An absorbed creature also can cut its way out by using claws or a Small or Tiny slashing weapon to deal 25 points of damage to the surrounding flesh (AC 24). Once the creature exits, the mucouslike flesh closes over the hole; another absorbed opponent must cut its own way out.

Creatures brought to –10 hit points or less are completely dissolved, absorbed, and integrated into the meld. If the absorbed creature has 13 HD or less, the meld maintains perfect tissue recollection of the creature and can later spawn that creature as a free-roaming part of itself (see Extrude Fleshslave).

The meld's interior can hold two Large, four Medium, eight Small, or 16 Tiny or smaller opponents.

Psi-Like Abilities: 3/day—*brain lock, cloud mind, ectoplasmic cocoon, thicken skin*. Manifest level 14th; save DCs are Charisma based. Augmentable powers are augmented to the limit of the manifest level, if appropriate to the power.

MOURNWRATH

Medium Outsider (Extraplanar, Psionic)

Hit Dice: 14d8+56 (119 hp)

Initiative: +6

Speed: 30 feet (6 squares)

AC: 24, 20% miss chance (+2 Dexterity, +12 *pale armor*, 20% miss chance *dream cloak*), touch 12, flat-footed 22

Base Attack/Grapple: +14/+18

Attack: *Hateblade* +18 melee (2d6+10)

Full Attack: *Hateblade* +18/+13/+8 melee (2d6+10)

Space/Reach: 5 feet/5 feet (Face/Reach 5 feet by 5 feet/5 feet)

Special Attacks: *Hateblade*, psi-like abilities, mode check +9, resting mode Body Tank +0

Special Qualities: Birthsense, darkvision 60 feet, *dream cloak, pale armor*

Saves: Fort +13, Ref +11, Will +11

Abilities: Str 18, Dex 15, Con 19, Int 15, Wis 14, Cha 16

Skills: Bluff +20, Concentration +14, Diplomacy +12,

Disguise +20, Gather Information +8, Hide +7,

Intimidate +10, Knowledge (the planes) +7, Listen +21,

Move Silently +14, Sense Motive +17, Spot +21

Feats: Alertness, Combat Reflexes, Improved Initiative, Power Attack, Weapon Focus (greatsword)

Environment: Any

Organization: Solitary, pair, or pod (3–12)

Challenge Rating: 8

Treasure: Standard

Alignment: Neutral evil

Advancement: By character class

Level Adjustment: +4

Grief burns in a mournwrath's eyes, which bear a psychic burden of sorrow that can never be sated.

Also known as the Faded, Tainted Fiends, and the Stained, mournwraths appear as thin, poised humanoids dressed in voluminous capes of white, which drape articulated plate armor the color of pale flesh. Hair the color of bone is pulled back from their faces, which contain only overlarge eyes that stare in accusatory glares of sorrow—they have no ears, mouth, or nose, though they have vague indentations where such features may have existed in their ancestry. But, mournwraths do not lack for mouths—in fact, they have two. One hides in the palm of each of their two hands. All mournwraths appear hazy, even in perfect light, as if they



walk partly outside the world of matter. (Some say they always walk partly in dream.)

Mournwraths are born of humans who were touched by the Dark Plea (a little-understood psychic force that mentally plagues many worlds of the multiverse, usually making its presence known only by the nightmares it causes in passing). Curdled in the womb, they are considered abominations by their natural parents. Before the malformed child can be cast out for the monster it is, nearby adult mournwraths sense the birth and steal the child away to raise it according to the secret strictures of the Dark Plea and to equip it with their signature equipment and weaponry (*dream cloak*, *pale armor*, and *hateblade*).

Mournwraths speak the language of their parents (usually Common).

COMBAT

Mournwraths often serve as the leaders of unrelated evil creatures or characters, though sometimes a few of them work together to achieve their nefarious ends. Mournwraths serve the needs of even more powerful evil creatures; they always instantly do the direct will of the Dark Plea in those instances where the Dark Plea makes demands of its progeny.

Hateblade: Most mournwraths wield a *hateblade*. Quenched in tears of unrequited loss, a *hateblade* is treated as a +4

greatsword that deals an additional 1d4 points of temporary Wisdom damage on each successful hit (8 points of Wisdom damage on a critical hit). If wielded by any creature other than a mournwrath, a *hateblade* slowly dissolves into uselessness over the course of 24 hours.

Psi-Like Abilities: 3/day—*attraction*, *aversion*, *dismiss ectoplasm*, *dissolving touch* (gout of acid seems to emerge from mouth in palm), *dream travel*. Manifest level 16th; save DCs are Charisma based. Augmentable powers are augmented to the limit of the manifest level, if appropriate to the power.

Birthsense (Su): When a mournwrath is to be born in the waking world, mournwraths know it and send two or three of their number to collect the child.

Dream Cloak: Most mournwraths possess a *dream cloak*. Woven from the tortured nightmares of children, the *dream cloak* lends the mournwrath a hazy, dreamlike quality even in the waking world, granting it a 20 percent miss chance. If worn by any creature other than a mournwrath, a *dream cloak* slowly dissolves into uselessness over the course of 24 hours. *True seeing* and similarly mighty powers and spells pierce this miss chance.

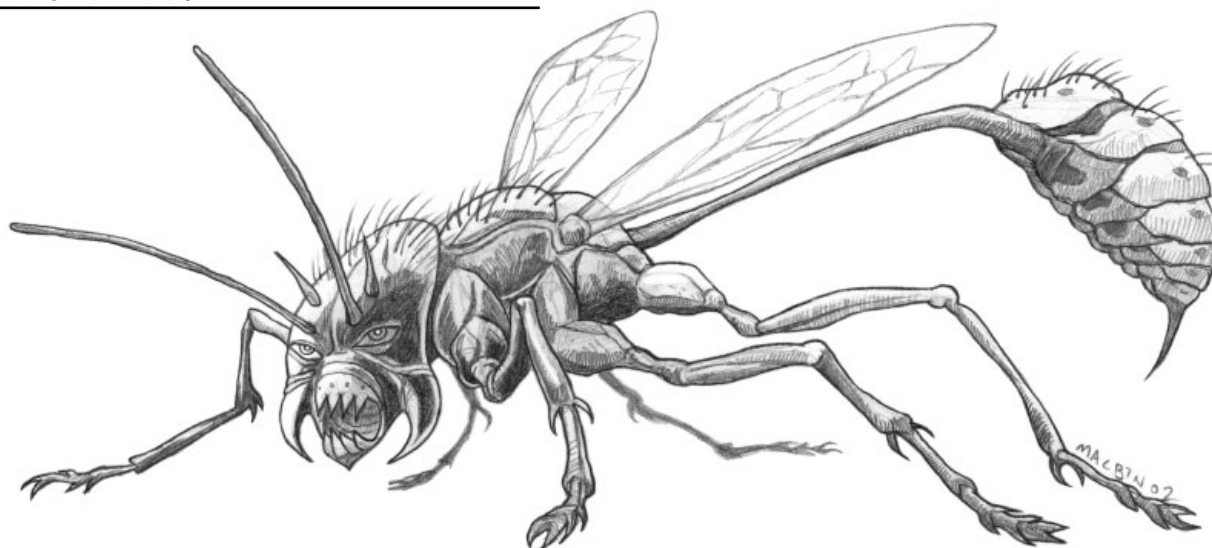
Pale Armor: Most mournwraths are equipped with *pale armor*. Fashioned from pearl wrung from the Dying Sea of Nevermore, *pale armor* functions as +4 *full plate*. If worn by any creature other than a mournwrath, a suit of *pale armor* slowly dissolves into uselessness over the course of 24 hours.

The Dark Plea

There is a force in the multiverse known as the Dark Plea. Some believe it is merely a malign psychic force that can make its presence known only by the nightmares it causes in passing. In truth, the Dark Plea is something far more dire. So far, the Dark Plea's agents in this world are few, but on distant worlds and planes, its victories have been earth-shattering. Literally. These worlds have burst asunder under blows from the Dark Plea's most powerful, nightmare-spawned—but still unknown to us—other progeny.

Preserving Mournwrath Equipment

Quick-thinking victors can attempt to preserve a piece of mournwrath equipment. Those who permanently sacrifice 2 points of Wisdom and 2 points of Intelligence to a piece of equipment can stabilize it. The Wisdom and Intelligence drain cannot be healed by any means while the mournwrath equipment persists, but it can be healed following the destruction of the stabilized mournwrath equipment. If the wielder or wearer of personally stabilized equipment passes it to another for use, the equipment becomes unstable and must be preserved anew by its new owner.



NHALCID

Large Magical Beast (Psionic)

Hit Dice: 5d10+10 (37 hp)

Initiative: +3

Speed: 20 feet (4 squares), fly 60 feet (good)

AC: 21 (−1 size, +3 Dexterity, +9 natural), touch 12, flat-footed 18

Base Attack/Grapple: +5/+14

Attack: Sting +9 melee (1d3 plus poison)

Full Attack: Sting +9 melee (1d3 plus poison) and ovipositor +7
melee melee (1d3 plus larva implantation)

Space/Reach: 10 feet/10 feet

(Face/Reach 5 feet by 5 feet/10 feet)

Special Attacks: Implant larva, poison, psi-like abilities,
mode check +4, resting mode Body Tank +4

Special Qualities: Darkvision 60 feet, low-light vision,
power resistance 14

Saves: Fort +6, Ref +7, Will +3

Abilities: Str 21, Dex 16, Con 14, Int 9, Wis 14, Cha 13

Skills: Hide +6, Listen +11, Spot +11

Feats: Alertness

Environment: Any land or underground

Organization: Solitary, nest (2–5), or swarm (5–20)

Challenge Rating: 4

Treasure: Standard

Alignment: Usually chaotic neutral

Advancement: 6–10 HD (Large); 11–17 HD (Huge)

Level Adjustment: +4

The nhalcid exists to breed, and it breeds to control other living creatures by implanting initially formless psychic larvae into its prey.

Additional Psychic Larva Side-Effects

Implanted psychic larvae grant their hosts a couple of positive side effects prior to hatching, leading some would-be hosts to purposefully accept a larva with the idea that they'll abort it prior to hatching—a tactic that does not always succeed. Those harboring psychic larvae gain +2 insight bonuses on their saving throws and skill checks. Hosts also add +2 to the Difficulty Classes of psionic powers they manifest (if any).

A nhalcid looks like a 6-foot-diameter wasplike monstrosity. Its body is a soft, mother-of-pearl coloration, and its wings are so translucent that

they are almost a mist. Of particular note are its eyes, which appear completely human instead of the compound eyes normally associated with vermin—even overlarge vermin. The eyes reveal the nhalcid's depth of intelligence: The color and shape of these eyes match those of the creature from which the nhalcid hatched, leaving the former host blind and eyeless.

Nhalcids speak whatever languages their host spoke, which usually include Common.

COMBAT

A nhalcid can attempt to bring its psi-like abilities to bear against a foe, though its best tactic is to use them to get its foes into position for a successful use of its ovipositor to implant a larva, after which it can send the new host on its way. For instance, the favorite *psionic suggestion* of a nhalcid to a potential host is, “Stand still so I can give you a nice new inside friend.”

Implant Larva (Ex): If the nhalcid makes a successful melee attack with its ovipositor, the victim must succeed at a Will save (DC 14). On a failed save, the victim is injected with a psychic larva. A nhalcid can implant up to three psychic larvae per day.

The psychic larva has no physical form—it is purely a psionic impulse, albeit an incredibly complex one. It is a nascent lifeform. One of the side-effects of being implanted with a psychic larva is that hosts react to the nhalcid implanter as if they were under the compulsion of a *psionic dominate* power (even if not a humanoid). A nhalcid can command the new host to defend the nhalcid, go lose itself and wait for its “new inside friend” to hatch, or take some other action important to the nhalcid.

A psychic larva typically hatches and takes on physical form four to six weeks after implantation. In taking on a physical form, it incorporates some of the material substance of its host's body. The host is permanently drained of 2 points of Constitution, goes blind as his eyes are directly incorporated into the newly hatched nhalcid, and loses knowledge of one power, should it have one (chosen by the hatching nhalcid, who gains it as one of its daily psi-like abilities in place of *psionic dimension door*).

A psychic larva can be killed prior to its hatching with a *dispel psionics* successfully targeted against an effect created by a 10th-level manifester, though the host can take steps to prevent this from happening.

Poison (Ex): Fortitude save (DC 14); initial damage 1d6 points of temporary Wisdom, secondary damage 2d6 points of temporary Wisdom.

Psi-Like Abilities: 3/day—*dispel psionics*, *missive*, *psionic dimension door*, and *psionic suggestion*. Manifester level 8th; save DCs are Charisma based. Augmentable powers are augmented to the limit of the manifester level, if appropriate to the power.

OGRE PSYCHIC

Large Giant (Psionic)

Hit Dice: 12d8+48 (102 hp)

Initiative: +1

Speed: 30 feet (6 squares)

AC: 26 (−1 size, +1 Dexterity, +8 natural, +8 full plate armor), touch 10, flat-footed 25

Base Attack/Grapple: +9/+19

Attack: Claw +15 melee (2d6+6)

Full Attack: 2 claws +15 melee (2d6+6) and gore +12 melee (2d8+3)

Space/Reach: 10 feet/10 feet (Face/Reach 5 feet by 5 feet/10 feet)

Special Attacks: Chakra feed, improved grab, psi-like abilities, mode check +8, resting mode Mind Insurgency +0

Special Qualities: Darkvision 60 feet, power resistance 22, regeneration 3

Saves: Fort +12, Ref +5, Will +7

Abilities: Str 22, Dex 13, Con 19, Int 20, Wis 17, Cha 20

Skills: Concentration +19, Hide +12, Knowledge (psionics) +20, Listen +18, Psicraft +18, Sense Motive +17, Spot +17

Feats: Combat Reflexes, Multiattack, Power Attack, Psionic Fist, Weapon Focus (claw)

Climate/Terrain: Any land or underground

Organization: Solitary, pair, or super-troupe (1, plus 1–2 ogre mages, plus 2–4 ogres)

Challenge Rating: 12

Treasure: Standard

Alignment: Usually chaotic evil

Advancement: By character class

Level Adjustment: +3

The ogre psychic's physical and mental abilities put to shame even its lesser ogre mage cousins. When the body fails, the mind prevails, or so believe ogre psychics. Of course, the bodies of ogre psychics, energized by their psionic might, rarely fail them. And when the body weakens, ogre psychics can feed on the chakra residue of living creatures to restore their power.

An ogre psychic stands about 12 feet tall and weighs up to 800 lbs. Its skin varies in color from light yellow to light red, and its body hair utterly deserts it by the time it reaches adulthood. A single short ivory horn protrudes from the center of its forehead. The eyes are dark with strikingly white pupils, and the teeth and claws are jet black. Ogre psychics favor heavy armor, if available.

Ogre psychics prefer to hide their true mental abilities by lairring with lesser ogres and even ogre mages, whom an ogre psychic mentally dominates so they pretend to be in charge of the lair. The occurrence of an ogre psychic among normal ogres is rare, and to survive childhood, each learns to conceal its power until it has gathered sufficient force to reveal itself.

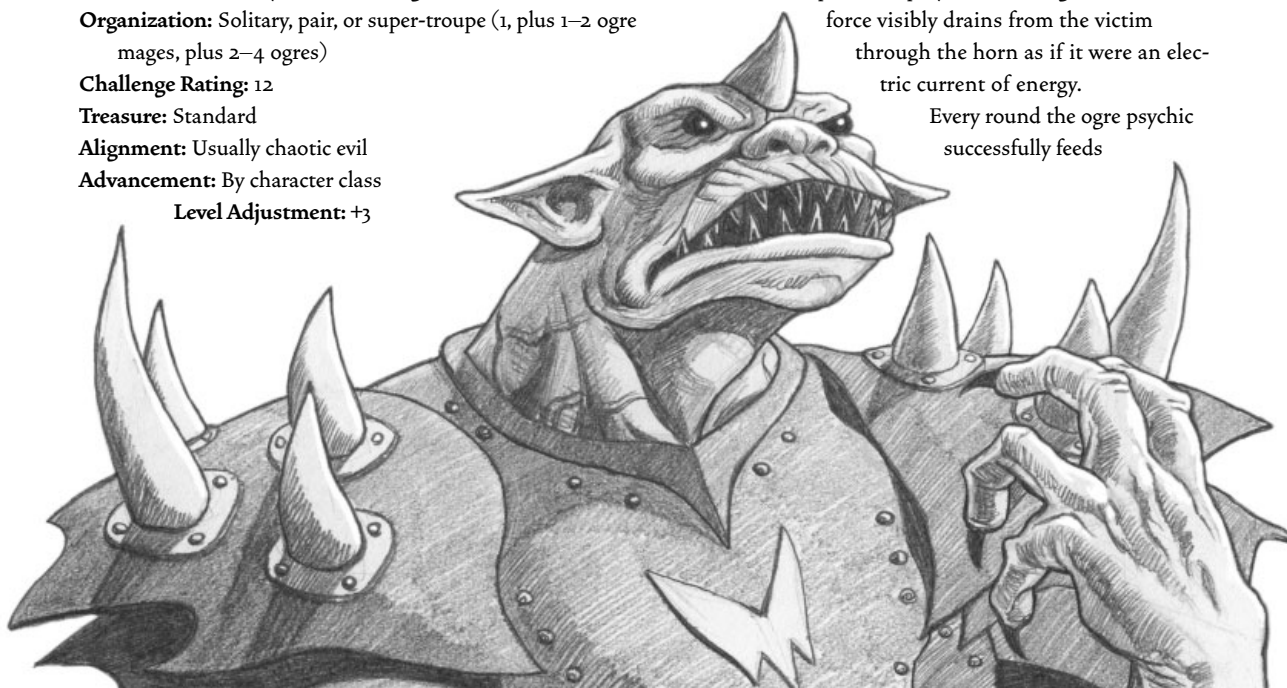
Ogre psychics speak Giant and Common, but they can also communicate telepathically with any creature within 100 feet that has a language.

COMBAT

Ogre psychics prefer to use their psionic abilities to bring foes low, though their physical prowess is unmatched by other ogres. To use their most frightening power, chakra feed, ogre psychics must achieve close contact.

Chakra Feed (Su): An ogre psychic feeds on its prey's life force each round with a successful opposed grapple check. On the prey's round, the victim can attempt an opposed grapple check to break free (as normal). Each round the ogre psychic makes a successful grapple check against grabbed prey, it also deals automatic gore damage: The ogre psychic holds the prey firmly in two hands and impales the prey with its single horn. Life force visibly drains from the victim through the horn as if it were an electric current of energy.

Every round the ogre psychic successfully feeds



diminishes the victim's crown chakra†. This partly incinerates the victim's flesh, leaving behind pockets of ash. Against nonpsionic creatures, the chakra feed permanently drains 1d4+1 points of Intelligence. Against psionic creatures that use power points, it drains 2d5+1 power points (which do not return unless the ogre psychic is slain). Against creatures with psi-like abilities, each chakra feed eliminates one daily freely manifested power (which does not return unless the ogre psychic is slain).

If an ogre psychic slays its opponent, it can feed on the corpse, devouring both flesh and life force, as a full-round action. For every 8 HD or levels of a psionic creature an ogre psychic consumes, it gains one of the eaten creature's psionic powers as a daily manifest power for one day. Feeding destroys the victim's body and prevents any form of raising or resurrection that requires part of the corpse.

Improved Grab (Ex): To use this ability, the ogre psychic must hit a Large or smaller foe with a claw attack. If the ogre psychic gets a hold, it can feed on the opponent's life force using chakra feed.

Psi-Like Abilities: At will—*telekinesis* (all three telekinetic powers); 3/day—*mind wipe*, *psionic dimension door*, *psionic suggestion*, *psionic true seeing*, *read thoughts*, *ultrablast*, *wallwalker*; 1/day—*mind blank*—personal, *null psionics field*, *psionic dominate*. Manifest level 14th; save DCs are Charisma based. Augmentable powers are augmented to the limit of the manifest level, if appropriate to the power.

Regeneration (Ex): Ogre psychics take normal damage from cold and electricity.

PSIMECH SAURIAN / PSIMECH*

Large Monstrous Humanoid (Psionic)

Hit Dice: 7d10+40 (78 hp)

Initiative: +0

Speed: 30 feet (6 squares)

AC: 23 (−1 size, +14 natural), touch 9, flat-footed 23

Base Attack: +7/+17

Attack: Bite +13 melee (2d8+6)

Full Attack: Bite +13 melee (2d8+6) and 2 claws +10 melee (1d8+3)

Space/Reach: 5 feet/10 feet (Face/Reach 5 feet by 5 feet/10 feet)

Special Attacks: *Discharge capacitor*, implant, perfect targeting, plasma jump, pounce, psi-like abilities, mode check +5, resting mode Force Multiplier +0, skinburst

Special Qualities: Acid resistance 5, cold resistance 5, defensive field 5, electrical transformation, fast healing 1/hour, fire resistance 5, operant, psimech traits, sonic resistance 5

Saves: Fort +3, Ref +2, Will +4

Abilities: Str 23, Dex 11, Con —, Int 8, Wis 15, Cha 8

Skills: Listen +9, Knowledge (engineering)**, Knowledge (psionics)**, Knowledge (the planes)**, Spot +9

Feats: Alertness, Multiattack, Weapon Focus (bite)

Environment: Any

Organization: Solitary, gang (2–5), or pack (6–10)

Challenge Rating: 10

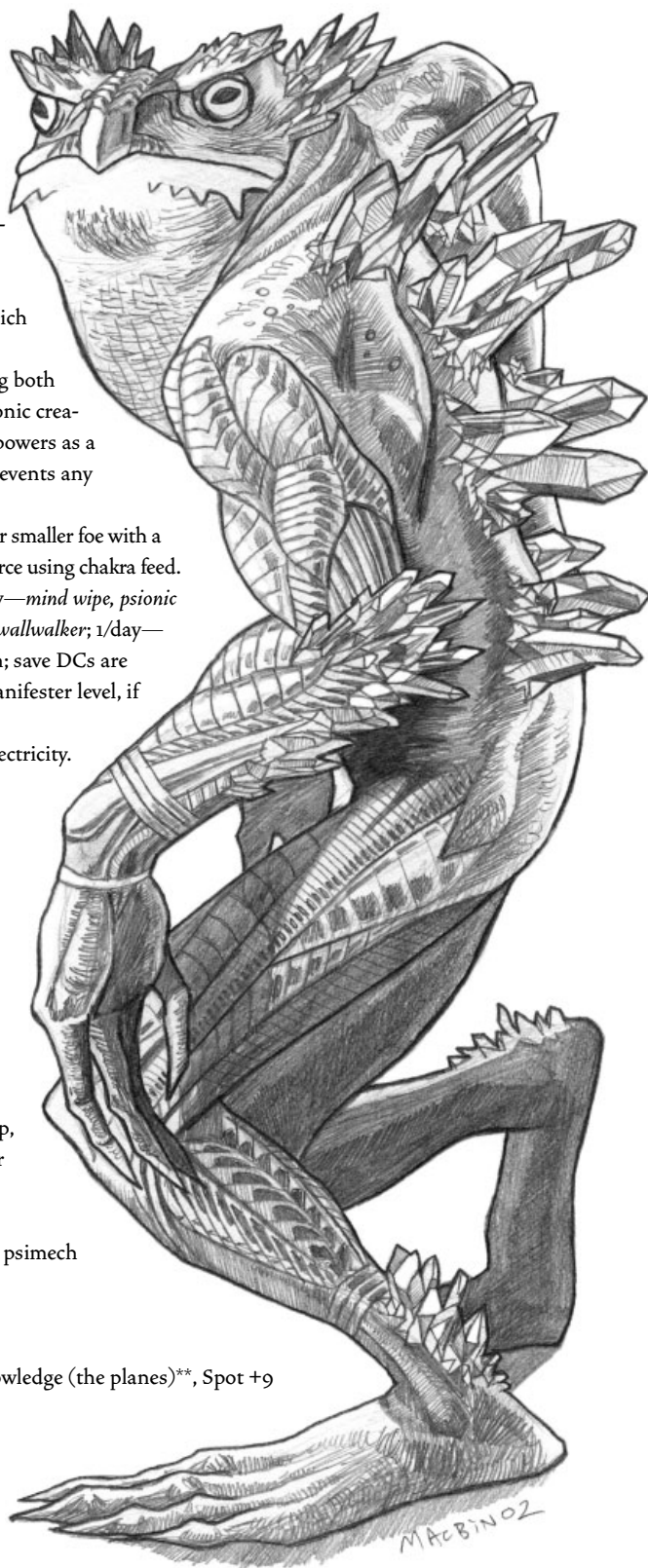
Treasure: Standard

Alignment: Chaotic neutral

Advancement: 8–10 HD (Large); 11–21 HD (Huge)

Level Adjustment: +4

* Templated creature; template description appears on page 20.



When machines were intentionally fused with psionically “living” crystals by the mysterious Primal Artificers, psimechs were created, stored against future need, then forgotten. Now, ages later, an ancient cache of psimechs has spiraled out of the sky like a falling star, loosing psimechanical life on the land.

Psimechanically enhanced creatures are beings that have been captured by alpha psimechs, altered through the fusion of metal and crystal alloys, psionic circuits, and psychic imperatives, then released to do the work of the Machine Enclave:

Convert the world of the biological into the world of the psimechanical.

A little-known race of intelligent saurians proved ideal psimech fodder. Psimech saurians appear as muscular humanoid toads half sheathed in metallic skin, complete with protruding crystal heat dissipater fins and aglow with chaotic and psionic energy.

COMBAT

A psimech saurian has more options than simply swiping at its foes (though this remains a favorite). It can begin any combat at range by using its *discharge capacitor* ability. In a desperate situation, it can briefly take to the air with its plasma-assisted jump, wreaking havoc on all creatures near its launch point.

Discharge Capacitor (Ps): The psimech saurian can release a 5-foot-wide and 60-foot-long electrical bolt that deals 1d6 points of electricity damage per power point spent (maximum 10d6) to each creature within its area. Creatures that make a successful Reflex save (DC 15) take half damage.

Perfect Targeting (Ex): A psimech saurian gains a +2 bonus on all attack rolls and on its power Difficulty Classes.

Plasma Jump (Ex): Using an advanced application of its discharge capacitor ability, the psimech saurian electrically generates a sun-hot gas that it can use to give itself a +20 bonus on its Jump check per 2 power points spent (+100 bonus maximum); can exceed normal Jump maximums. Using this ability also scorches all creatures in a 20-foot radius, dealing 1d6 points of fire damage and 1d6 points of electricity damage per 2 power points spent. For instance, if spending 6 power points, the psimech saurian can make a one-time Jump check with a +100 bonus on its roll. At the same time, all creatures within 20 feet of the launch take 3d6 points of fire damage and 3d6 points of electricity damage.

Pounce (Ex): If a psimech saurian leaps upon a foe during the first round of combat, it can make a full attack even if it has already taken a move action.

Operant (Ex): Operant creatures manifest powers by paying power points. See the Operant Creatures section on page 11 for details.

Psionic Powers Discovered: (3/3/3/1; power points 40) 1st—*biofeedback, offensive precognition, vigor*; 2nd—*animal affinity, psionic levitate, thought shield*; 3rd—*evade burst, psionic keen edge, vampiric blade*; 4th—*psionic freedom of movement*.

Skinburst (Su): Once per day a psimech saurian's skin can emit a brilliant flash of psionically pumped chromatic light. Every creature within 20 feet must succeed at a Fortitude save (DC 16) or become dazed for 1d4 rounds.

Defensive Field (Ex): Psimech saurians gain damage reduction 5/—.

**** Skills:** The psimech saurian enjoys a +10 competence bonus to Knowledge (engineering), Knowledge (psionics), and Knowledge (the planes).

Electrical Transformation (Ex): All psimechs have electrical transformation 10. This resembles electricity resistance 10 in that the first 10 points of electricity damage per electricity attack do not harm the creature (while electricity damage in excess of 10 points harms the psimech normally). However, the first 10 or fewer points of electricity damage that the psimech would otherwise sustain are instead transformed into psionic power points on a 5-for-1 basis (every 5 points of electricity damage are transformed into 1 power point). Psimech saurians can never accumulate more than their maximum operant psionic power point total of 40 power points using electrical transformation.

Fast Healing (Ex):

Psionically mediated subroutines grant fast healing that allows the psimech saurian to regain 1 hit point per hour if damaged. The *psionic repair damage* power also cures damaged psimech creatures.

Psimech Traits:

Psimechs are a subtype of construct. Psimechs are immune to poison, sleep, paralysis, stunning, disease, death effects, and necromantic effects. They also are immune to any effect that requires a Fortitude save, unless it also works on objects. They cannot heal damage (though regeneration and fast healing still apply, if present, as does psionic repair damage and other powers or spells that heal constructs) and are not subject to critical hits, nonlethal damage, ability damage, ability drain, or energy drain. They are not at risk of death from massive damage, but are destroyed when reduced to 0 hit points or less; they cannot be raised or resurrected; they have darkvision 60 feet.

Primal Artificers

The legend of the Primal Artificers dates back several cycles of reality. According to recently deciphered UroTalph rune-texts, the Primal Artificers were spawned on a world completely unlike commonly encountered biomes. A cataclysm of some sort extinguished their sun and replaced it with a pit of all-consuming darkness that constantly emitted jets of exotic energy and strained reality. The Primal Artificer world, bathed in these jets, evolved crystal life that subsisted on exotic energy, as plants on a normal world do on the sun's light. With life came intelligence, and eventually the Primal Artificers came into being. The UroTalph rune-texts attribute to them almost godlike capabilities. Thus, from the perspective of a Primal Artificer, living crystal may not have been such a strange concept.

The Machine Enclave

The Machine Enclave is a loosely associated group of intelligences that have two things in common—they gained their sentience through artificial or mechanical means (often assisted by magic or psionics; many magically animated constructs with intelligence work in Machine Enclave cells), and a strong dislike of purely biological intelligences. Not every artificial intelligence wants to eradicate "soft life," though. In fact, there is a strong recruiting arm on the Machine Enclave's part. To the misfortune of soft life, agents of the Machine Enclave discovered and awakened psimech crystals. Thus, psimechs are almost exclusively servants of the Machine Enclave, though some have broken free of their programming.

CREATING A PSIMECH

“Psimech” is a template that can be added to any corporeal creature (referred to hereafter as the “base creature”). Those with this template are often called “operant machine” creatures. The creature’s type changes to “construct (psimech).”

New Artifact: Staff of the Primal Artificer

This crystalline staff was recovered recently, unscathed, from the crater of an ancient meteorite. Dating back several cycles of reality, the Primal Artificers were beings of nearly godlike power whose minds were naturally contained in exotic crystal. The staff may indeed be one of their tools.

Whosoever holds the Staff of the Primal Artificer may use a power similar to psionic dominate up to three times per day. However, the power of the staff is specifically limited to entities who possess nonbiological sentience, including constructs (even nonintelligent constructs), machine intelligences, and even undead (the effect of the staff is not a mind-affecting compulsion). The staff has no power over living intelligences.

It uses all the base creature’s statistics and special abilities except as noted here. Statistics and abilities not presented below are as the base creature.

Hit Dice:

Constructs have no Constitution score. However, psimechs are hard to kill because their bodies are difficult to damage, as reflected by bonus hit points

(in addition to hit points from Hit Dice), according to size: Fine 5; Diminutive 10; Tiny 15; Small 20; Medium 30; Large 40; Huge 50; Gigantic 70; Colossal 100.

AC: Natural armor improves by +8. Steel and crystal alloys replace much of the creature’s normal exterior.

Special Attacks: A psimech creature retains all the special attacks of the base creature. All operant machine creatures gain access to psionic powers, as described below. All psimech creatures also possess the following mechanical abilities as specified by level of the base creature in the table below.

Level	Abilities
1–2	<i>Discharge capacitor</i>
3–4	—
5–6	Perfect targeting
7–8	Plasma jump
9–15	—
16+	Plasma lance

Discharge Capacitor (Ps): The operant machine operates on a flux of psionic power points. An operant machine can discharge a portion of its excess power (it costs 1 point per 1d6 points of electricity damage), releasing it as a powerful electrical bolt. The bolt is 5 feet wide and 60 feet long, and it deals 1d6 points of electricity damage per power point spent (maximum 10d6) to each creature within its area. Creatures that make a successful Reflex save (DC 10 + 1/2 the psimech’s Hit Dice + the psimech’s Dexterity modifier + perfect targeting, if available) take half damage.

Perfect Targeting (Ex): Adaptive optics grant the psimech a +2 bonus on all attack rolls and its power Difficulty Classes.

Plasma Jump (Ex): Using an advanced application of its *discharge capacitor* ability, a psimech electrically generates a sun-hot gas that it can use to give itself a +20 bonus on its Jump check per 2 power points spent (+100 bonus maximum; can exceed normal Jump maximums). Using this ability also scorches all creatures in a 20-foot radius, dealing 1d6 points of fire damage and 1d6 points of electricity damage per 2 power points spent. For instance, if spending 6 power points, the psimech can make a one-time Jump check with a +100 bonus on its roll. At the same time, all creatures within 20 feet of the launch take 3d6 points of fire damage and 3d6 points of electricity damage.

Plasma Lance (Ex): At this level, the psimech can focus the effects of its plasma generation better. An operant machine can convert power to plasma (the cost is 1 power point per 1d6 points of electricity damage and 1d6 points of fire damage), releasing it as a powerful bolt. The bolt is 10 feet wide and 60 feet long, and it deals 1d6 points of fire damage and 1d6 points of electricity damage per power point spent (maximum 20d6; 10 power points per bolt) to each creature within its area. Creatures who make a successful Reflex save (DC 10 + 1/2 the psimech’s Hit Dice + the psimech’s Dexterity modifier + perfect targeting) take half damage.

Special Qualities: A psimech creature retains all the special qualities of the base creature, except where noted. All operant machine creatures gain electrical transformation 10, as described below. All psimech creatures also possess the mechanical abilities specified by level of the base creature in the table on the next page. Finally, all psimechs gain construct traits, save that psimechs retain all their ability scores except Constitution.

Electrical Transformation (Ex): All psimechs have electrical transformation 10. This resembles electrical resistance 10 in that the first 10 points of electricity damage per electrical attack do not harm the creature (while electricity damage in excess of 10 points harms the psimech normally). However, the first 10 or fewer points of electricity damage that the psimech would otherwise sustain are instead transformed into psionic power points on a 5-for-1 basis (every 5 points of electricity damage are transformed into 1 power point). A psimech can never accumulate more power points than its Hit Dice × 6.

Operant (Ex): Operant creatures manifest powers by paying power points. See the Operant Creatures section on page 11. Psimechs are treated as psychic warrior manifesters with a manifester level equal to their HD +2.

Psimech Traits: Psimechs are a subtype of construct. Psimechs are immune to poison, *sleep*, paralysis, stunning, disease, death effects, necromantic effects, and any effect that requires a Fortitude save unless it also works on objects; they cannot heal damage (though *regeneration* and *fast healing* still apply, if present, as does *psionic repair damage* and

other powers or spells that heal constructs); not subject to critical hits, nonlethal damage, ability damage, ability drain, or energy drain; not at risk of death from massive damage, but destroyed when reduced to 0 hit points or less; can't be raised or resurrected; darkvision 60 feet.

Level	Abilities
1–2	Defensive field 1, fast healing
3–4	Defensive field 3
5–6	Defensive field 5
7–8	—
9–15	Defensive field 7
16+	—

Defensive Field (Ex): Operant machine creatures psionically generate a deflective screen that hinders kinetic attacks. This grants operant machines damage reduction equal to the value noted on the level-dependent table. For instance, a 1st-level base creature has damage reduction 1/—.

Fast Healing (Ex): Psionically mediated subroutines grant all operant machines fast healing that allows them to regain 1 hit point per hour if damaged. The *psionic repair damage* power also cures damaged psimech creatures. If the creature already possesses fast healing, this version replaces that quality.

Abilities: Modify the base creature's abilities as follows: Str +4, Dex –2, Con (stripped), Int +2, Cha –2.

Skills: Operant machines gain a +10 competence bonus on any three Knowledge skills.

Challenge Rating: Same as the base creature +5

QIN

Medium Humanoid (Psionic)

Hit Dice: 1d8+2 +2 (8 hp)

Initiative: +2

Speed: 30 feet (6 squares)

AC: 15 (+4 *inertial armor*, +1 Dexterity), touch 11, flat-footed 14

Base Attack/Grapple: +0/–1

Attack and Full Attack:

Quarterstaff –1 melee
(1d6–1) or crossbow +1
ranged (1d8)

Space/Reach: 5 feet/5 feet (Face/Reach 5 feet by 5 feet/5 feet)

Special Attacks: Psi-like abilities, mode check +2, resting mode Mind Insurgency +4, *siphon life*

Special Qualities: Qin telepathy, naturally psionic

Saves: Fort +1, Ref +1, Will +3

Abilities: Str 9, Dex 12, Con 12, Int 10, Wis 9, Cha 12

Skills: Bluff +7, Concentration +6, Knowledge (psionics) +6, Psicraft +6

Feats: Psionic Body

Environment: Any land

Organization: Solitary, band (2–4 qin), or squad (one 7th-level master spy, two 5th-level journeymen, and 5–7 qin)

Challenge Rating: 2

Treasure: Standard

Alignment: Usually neutral evil

Advancement: By character class

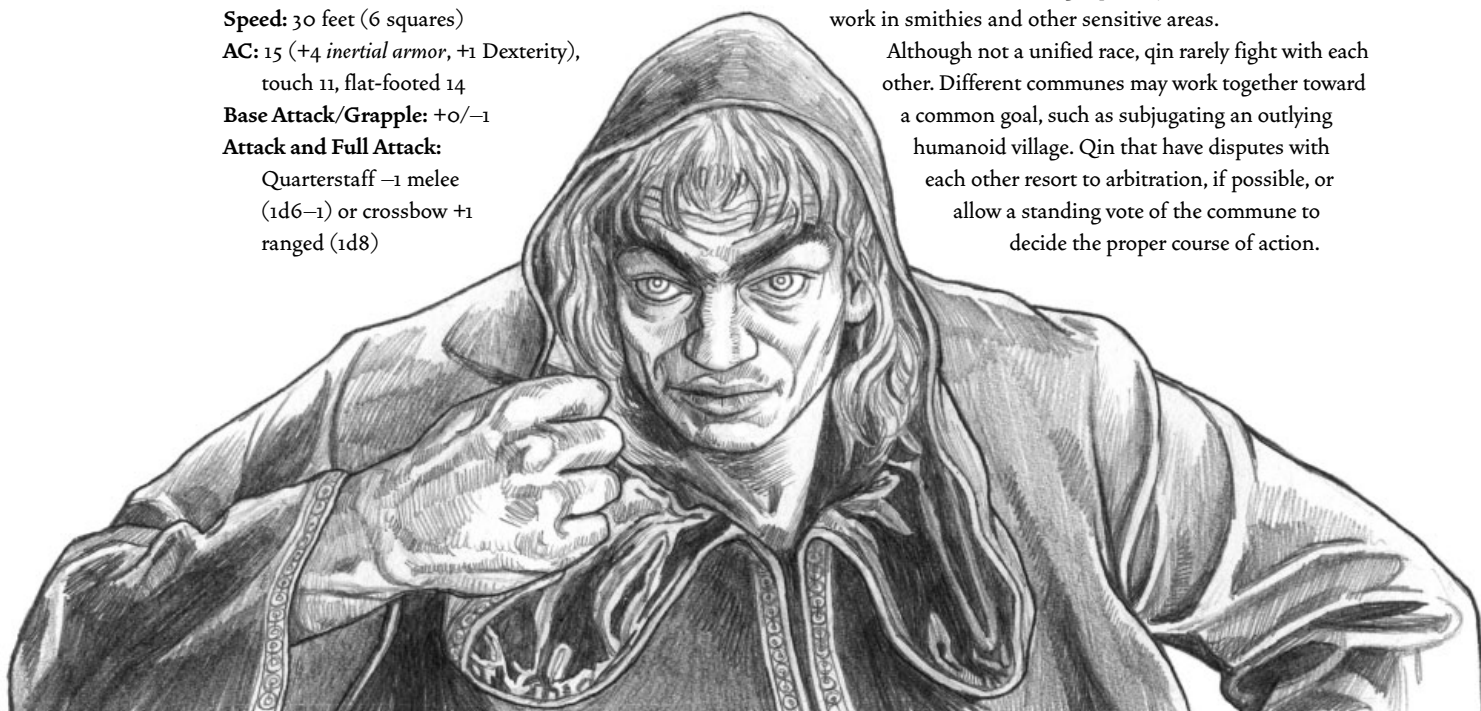
Level Adjustment: +1

The qin are psionic humanoids who view other intelligent races as property by right of mind.

Qin fall in the same height range as humans, but they are stockier and possess large eyes of golden hue. They dress according to the norms of the humanoid society they infiltrate. Indeed, they can easily pass for humanoids for short periods of time in all but the most vigilant of communities (using their psi-like abilities).

When not infiltrating human cities, qin live in caves or camps in the wilderness called communes; however, they have established secret communes in humanoid cities as well. In their communes, slaves perform most of the labor-intensive tasks, such as gathering forest products. Hidden urban communes usually have few, if any slaves, which are transferred to the main communes as soon as possible. Qin never arm their slaves, though qin may allow skilled slaves to work in smithies and other sensitive areas.

Although not a unified race, qin rarely fight with each other. Different communes may work together toward a common goal, such as subjugating an outlying humanoid village. Qin that have disputes with each other resort to arbitration, if possible, or allow a standing vote of the commune to decide the proper course of action.



The qin people have no plans for world conquest, and they usually ignore the political nuances of “lesser” creatures. Most are simply interested in collecting other races as slaves to make their own lives more comfortable. However, on occasion, more “enlightened” qin act as spies and hired infiltrators for other races.

Qin do not speak any racial tongue. Instead, they rely on telepathy among themselves, though they learn to physically speak appropriate humanoid tongues (usually Common).

COMBAT

Qin prefer to use their psi-like abilities to charm their foes just long enough to physically capture and enslave them. They are poor warriors, but if pressed into combat against a foe they cannot charm, they attempt to siphon the life force of their foe first.

Psi-Like Abilities: 3/day—*conceal thoughts*, *psionic alter self* (as *alter self* in the *Player's Handbook*), *psionic charm*; 1/day—*inertial armor*, *psionic daze*. Manifest level 2nd; save DCs are Intelligence based. Augmentable powers are augmented to the limit of the manifest level, if appropriate to the power.

Siphon Life (Ps): Once per day, a qin can make a ranged touch attack with a psychometabolic life-draining ray (range 60 feet). This ray drains 1d6 hit points. If the qin has class levels, it instead drains 1d6 hit points per three psionic class levels (maximum 5d6) from a single living creature. On a successful hit, the hit points are transferred to the qin as temporary hit points that last one minute.

Naturally Psionic: Qin gain 2 bonus power points at 1st level. This benefit does not grant them the ability to manifest powers beyond those they manifest as psi-like abilities, unless they gain that ability through another source, such as levels in a psionic class.

Qin Telepathy (Su): A qin can communicate with another qin within 100 feet, even if they do not share a common language.

QIN AS CHARACTERS

Qin characters have the following racial traits.

- –2 Str, +2 Dex, +2 Con, –2 Wis, +2 Cha
- Medium size
- Qin telepathy (see above)
- Psi-like abilities (see above)
- Siphon life (see above)
- Naturally psionic (see above)
- Automatic Languages: Common
- Favored Class: Telepath
- Level Adjustment: +1

SCAMPERING MAW

Medium Aberration (Psionic)

Hit Dice: 7d8+28 (59 hp)

Initiative: +4

Speed: 60 feet (12 squares)

AC: 22 (+4 Dexterity, +8 natural), touch 14, flat-footed 18

Base Attack/Grapple: +5/+9

Attack: Bite +9 melee (2d4+4)

Full Attack: Bite +9 melee (2d4+4) and 2 claws +7 melee (1d8+2) and 2 rakes +7 melee (2d6+2)

Space/Reach: 5 feet/5 feet (Face/Reach 5 feet by 5 feet/5 feet)

Special Attacks: Attach, blood drain, natural *schism*, psi-like abilities, mode check +5, resting mode Acumen Screen +2

Special Qualities: Darkvision 60 feet

Saves: Fort +6, Ref +6, Will +9

Abilities: Str 19, Dex 18, Con 19, Int 7, Wis 19, Cha 15

Skills: Climb +9, Jump +9, Listen +11, Spot +11

Feats: Alertness, Multiattack, Power Attack

Environment: Any warm

Organization: Solitary or race (2–7)

Challenge Rating: 6

Treasure: Standard

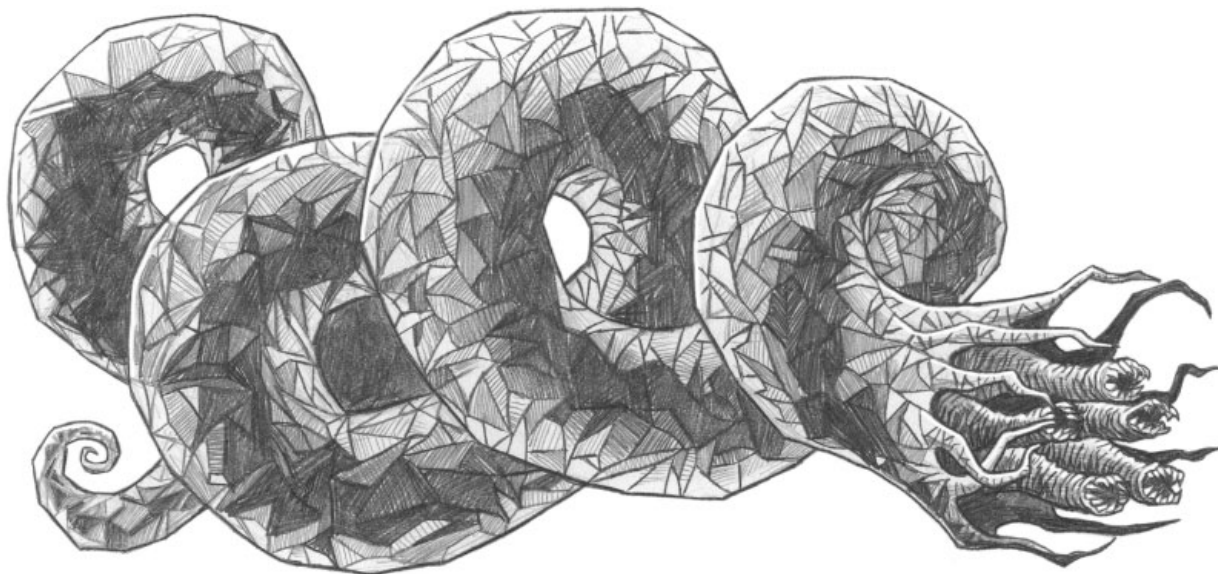
Alignment: Neutral evil

Advancement: 8–10 HD (Medium); 11–18 HD (Large)

Level Adjustment: +2

Scampering maws are scavengers of desert lands that constantly seek blood for nutrition and hydration. Sometimes, scampering maws get loose in lush civilized lands where life (and blood) is plentiful.





A scampering maw is a monster built around the wide circular, tooth-lined orifice of its mouth. Several sizes too big for the body, the circular maw protrudes slightly from the main trunk. Half-feathered, the body shares attributes with large flightless birds of prey, including two muscled legs built for running and raking. In a shocking display of morphological aberration, the creature sports a tiny dragonlike head and two small manipulator arms on the lower body opposite the main mouth, as well as crablike claws near the main mouth. What should have died at birth, lived, and the two-in-one creature known as the scampering maw breeds true.

Responsibility for the scampering maw is laid at the feet of a psionic breeder-archivist known only as the Tasker. Supposedly the Tasker's hidden enclave deeply buried under the desert sands serves as the refuge to hundreds of equally abominable creatures, which may also one day escape their confinement to trouble the world.

Scampering maws speak invective-laden Common.

COMBAT

Scampering maws need to absorb blood every day to sate their voracious appetite. They prefer to charge potential prey from surprise if possible, using their *schism*-enabled ability to help them waylay their prey or deter their prey's companions for a few rounds.

Attach (Ex): If a scampering maw hits with a bite attack, its voracious teeth latch onto the opponent's body. An attached scampering maw's Armor Class drops to 18.

Blood Drain (Ex): A scampering maw drains blood, dealing 1d4 points of temporary Constitution damage each round it remains attached. Once the creature has drained its prey to 0 points of Constitution (killing its prey), it runs off in search of more blood to feed its unending appetite.

Natural Schism (Ex): The scampering maw exists in a natural state similar to *schism*; its posterior head and arms are capable of taking a single standard action each round

independent of the rest of the creature. Usually, this means the posterior head uses a psi-like ability.

Psi-Like Abilities: 3/day—*concussion blast*, *daze*, *walkwalker*. These abilities are as the powers manifested by a 6th-level psion. Save DCs are Charisma based. Augmentable powers are augmented to the limit of the manifester level, if appropriate to the power.

SCAPEWORM

Gargantuan Magical Beast (Psionic)

Hit Dice: 15d10+120 (202 hp)

Initiative: −1

Speed: Fly 20 feet

AC: 23 (−4 size, −1 Dexterity, +18 natural), touch 5, flat-footed 23

Base Attack/Grapple: +15/+34

Attack and Full Attack: Bite +23 melee (8d8+16)

Space/Reach: 15 feet (uncoiled)/15 feet (Face/Reach 10 feet by 60 feet (uncoiled)/15 feet)

Special Attacks: Chomp, psi-like abilities, mode check +9, resting mode Force Multiplier +2

Special Qualities: Blindsight 200 feet, DR 10/adamantine (or 15/+2), power resistance 23

Saves: Fort +17, Ref +10, Will +11

Abilities: Str 32, Dex 8, Con 27, Int 17, Wis 19, Cha 22

Skills: Concentration +26, Hide +4, Listen +24, Move Silently +17, Spot +24

Feats: Alertness, Greater Psionic Fist, Psionic Fist, Psionic Meditation, Unavoidable Strike, Weapon Focus (Bite)

Climate/Terrain: Any (mindscape)

Organization: Solitary

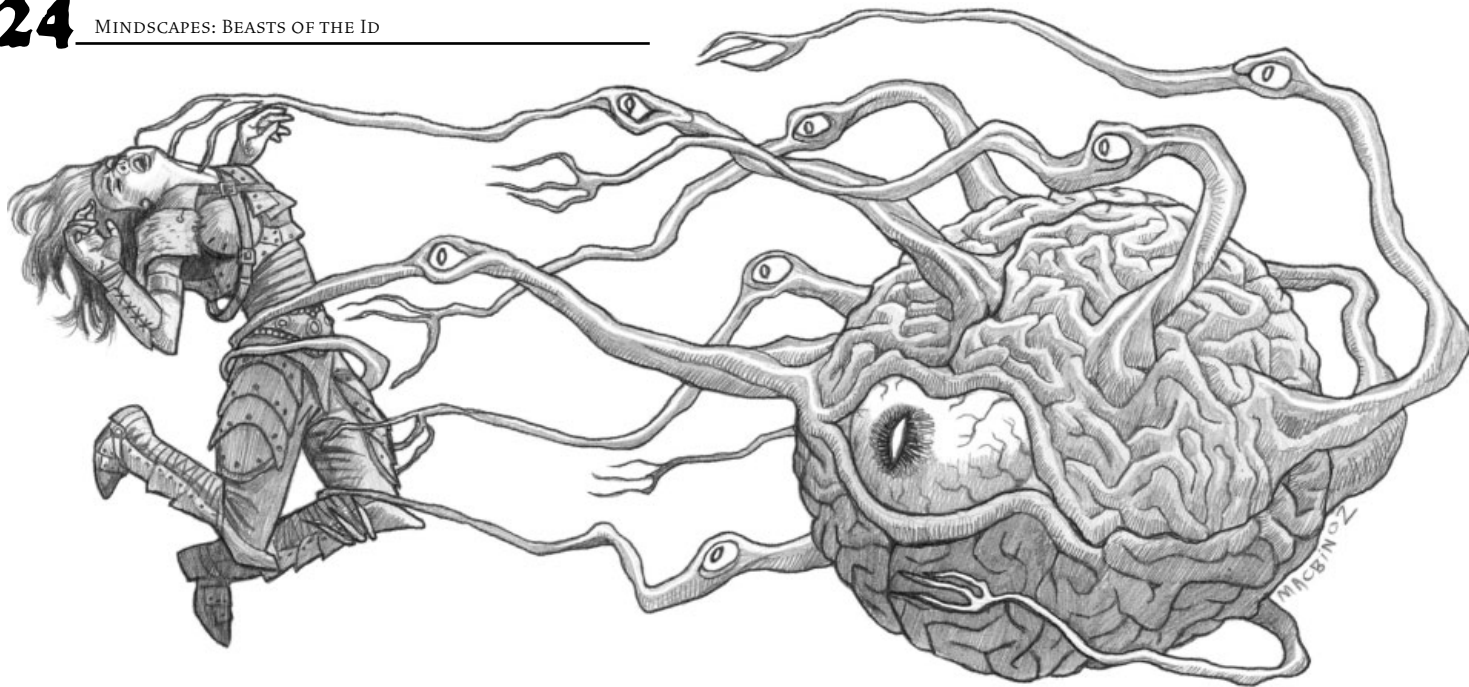
Challenge Rating: 13

Treasure: Standard

Alignment: Always neutral

Advancement: 16–32 HD (Gargantuan); 33–45 HD (Colossal)

Level Adjustment: —



Scapeworms are scavengers born of the mind, and they come into being only when mindscapes form. (See Chapter One in *Mindscapes: A Psion's Guide*.)

A scapeworm is 10 feet in diameter and 60 feet long when a formation of a mindscape knocks the inkling of its presence into reality. It spirals down out of the sky, and its eyeless face is a mass of gnashing teeth and slender pseudopods. Its body glistens like crystal, and it hazes to red and green opacity at its core.

Scapeworms do not speak; they only eat.

COMBAT

Once real, a scapeworm persists even after the mindscape that bore it dissolves. A scapeworm that eats at least one creature fades away (actually, it uses *psionic plane shift* to move back into the Astral Plane). It prefers sentient creatures over nonsentient, but it targets nonpsionic creatures over psionic. Without other psionic creatures to externally trigger a mindscape, scapeworms wouldn't sense living creatures in the Material Plane on which to feed. But, if the only choice is a psionic creature, scapeworms must eat. A scapeworm's bite often kills its victims on the first chomp, especially if it has softened up its enemies first with its psionic power of *shatter storm*.

Chomp (Ex): Whenever a scapeworm deals at least 30 points of damage on a single bite, it chomps down all the harder, dealing an additional 4d8+8 points of damage.

Psi-Like Abilities: 3/day—*psionic plane shift*, *shatter storm*. Manifest level 15th; save DCs are Charisma based. Augmentable powers are augmented to the limit of the manifest level, if appropriate to the power.

SOULSHRIVER

Large Aberration (Psionic)

Hit Dice: 12d8+36 (90 hp)

Initiative: +3

Speed: 5 feet (1 square), fly 30 feet (good)

AC: 17 (−1 size, +3 Dexterity, +5 natural), touch 12, flat-footed 14

Base Attack/Grapple: +9/+16

Attack: *Brain lock* cone (see below)

Full Attack: *Brain lock* cone and 10 synaptic tendrils +11 touch (1d4+3 plus psionic effect)

Space/Reach: 10 feet/20 feet (Face/Reach 5 feet by 5 feet/20 feet)

Special Attacks: *Brain lock* cone, psi-like abilities, mode check +8, resting mode Mind Insurgency +0, synaptic transmission

Special Qualities: All-around vision, death shrive, flight

Saves: Fort +9, Ref +9, Will +11

Abilities: Str 17, Dex 16, Con 16, Int 11, Wis 12, Cha 15

Skills: Hide +4, Listen +8, Spot +8

Feats: Alertness, Great Fortitude, Iron Will, Lightning Reflexes, Psionic Body

Environment: Any land or underground

Organization: Solitary

Challenge Rating: 11

Treasure: Standard

Alignment: Usually chaotic evil

Advancement: 13–15 HD (Large); 16–30 HD (Huge); 31–36 HD (Gargantuan)

Level Adjustment: —

Soulshivers are psionic monsters that kill with sizzling mind bolts.

Soulshivers measure around 5 feet across with skin that is wrinkled and convoluted—almost as if composed of naked brain tissue. The stuff of nightmares, the soulshriver's rounded body contains only a single central eye and 10 synaptic tendrils that wetly sprout from the creature's skin, each bearing a single eye halfway along the length. Though these manic creatures float in the air, when their tendrils are fully deployed, it may seem as if they hang in a synaptic web.

These horrible creatures represent an evolutionary offshoot of a parent race. They adapted better to developing the inner power of the brain than wielding arcane magic.

Soulshivers can speak telepathically to any creature within 60 feet that has a language.

COMBAT

Soulshivers hunt with their eye-tendrils retracted, but they make ready to launch them whenever creatures come to within striking distance. If possible, they enjoy fixing their prey in place with *brain lock*, but this is not mandatory.

Brain Lock Cone (Su): A soulshriver's central eye continually produces a 60-foot *brain lock* cone extending straight ahead from the creature's front. This functions similarly to the *brain lock* manifested by a 12th-level psion (DC 16). All humanoids in the area of Medium or smaller size who fail the save stand mentally paralyzed and cannot use their psionic powers; a new save is required each round. Once each round, during its turn, the soulshriver decides which way it will face and whether to make the *brain lock* cone active or not (the soulshriver deactivates the cone by shutting its central eye). Unlike a regularly manifest *brain lock*, the soulshriver need not concentrate to maintain *brain locks* on its affected foes.

Psi-Like Abilities: Unlike standard psionic creatures, a soulshriver can manifest only the psionic powers it knows via a synaptic tendril, which do not draw attacks of opportunity when so transferred. It can freely manifest a particular power only once every round. Even powers that normally have an area are transferred only to the touched target. On a successful touch attack, if the transferred power normally allows a save, the save is fixed at DC 18.

The psi-like abilities of a soulshriver are as follows: At will—*control body*, *crisis of breath*, *detect thoughts*, *disable*, *dismiss ectoplasm*, *dissolving touch*, *ectoplasmic cocoon*, *psionic charm*, *psionic dominate*. Manifest level 12th; save DCs are Charisma based. Augmentable powers are augmented to the limit of the manifest level, if appropriate to the power.

Synaptic Transmission (Su): On a successful touch attack, each of the 10 synaptic tendrils can transfer a psionic power the soulshriver knows. The creature can easily lash all its tendrils upward, but its own body tends to get in the way when it tries to attack creatures in other directions. During a round, the creature can make five

attacks against targets in any one arc other than up (forward, backward, left, right, or down). The remaining tendrils must attack targets in other arcs or not at all. A soulshriver can tilt and pan its body each round to change which tendrils it can bring to bear in an arc.

All-Around Vision (Ex): Soulshivers are exceptionally alert and circumspect. Their many eyes give them a +4 racial bonus on Spot and Search checks, and they can't be flanked.

Death Shrive (Ex): At death, the creature's tendrils lash violently, while expending all remaining psionic power. All creatures within 20 feet must make a Reflex saving throw (DC 16) or take 2d10 points of damage (half damage on a successful save).

Flight (Ex): A soulshriver's body is naturally buoyant. This buoyancy allows it to *psionic fly* as the power, as a free action, at a speed of 30 feet. This buoyancy also grants it a permanent *feather fall* effect with personal range.

TAENIAD

Medium Monstrous Humanoid (Psionic)

Hit Dice: 6d8+3 (30 hp)

Initiative: +2

Speed: 20 feet (4 squares)

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

Base Attack/Grapple: +6/+6

Attack: Rapier +8 melee (1d6)

Full Attack: Rapier +8/+3 melee (1d6)

Space/Reach: 5 feet/5 feet (Face/Reach 5 feet by 5 feet/5 feet)

Special Attacks: Psi-like abilities, mode check +5, resting mode Acumen Screen +2, tendril aura

Saves: Fort +2, Ref +7, Will +6

Abilities: Str 10, Dex 14, Con 11, Int 12, Wis 13, Cha 15

Skills: Bluff +11, Disguise +11, Listen +3, Spot +12

Feats: Alertness, Toughness, Weapon Finesse (rapier)

Environment: Any land and underground

Organization: Solitary or meeting (2–4)

Challenge Rating: 7

Treasure: Double standard

Alignment: Usually chaotic evil

Advancement: By character class

Level Adjustment: +5

The taeniad is a destructive creature that delivers all living beings that enter into its tendril range into a hidden subterranean prison forevermore.

At distances greater than 30 feet, a taeniad bears a strong resemblance to a normal human—assuming it has hidden its exceptionally long “hair” beneath concealing clothing. Once the taeniad is clearly visible, its true nature becomes apparent; the mass of silver “hair” seems to animate, as if alive, creating a 30-foot-radius of waving, silvery tendrils. Within the aura of waving tendrils, the taeniad stands

partially obscured as if enmeshed in a silver snowfall, or perhaps a sphere of flickering electricity. Its eyes likewise glow silver, while its body remains completely humanlike, although slightly pale with a hint of sparkle at close range.

Taeniads worked their way up from a secret prison stronghold deep in the underworld. Children of a lesser god (so they claim), taeniads were outcast and imprisoned for their abnormalities and dismal powers. But after millennia, taeniads evolved beyond their prisons and broke free. As a race, they feel cheated of what they say should be divine status in a pantheon little known among the common religions. Regardless of the truth of their claims, taeniads are usually vindictive and treacherous, no matter the promises they speak.

Taeniads range across many planes, often in the guise of a regular human or fey creature, especially when it serves them to interact with the criminal underworld of a particular location.

COMBAT

A taeniad prefers to use its psi-like abilities or other class abilities (if it has advanced in a class) prior to using its tendrils, for once it uses the aura, no one can deny the taeniad's monstrous nature.

Psi-Like Abilities: 3/day—*escape detection*, *eradicate invisibility*, *steadfast perception*. Manifest level 7th; save DCs are Charisma based. Augmentable powers are augmented to the limit of the manifest level, if appropriate to the power.

Tendrils Aura (Su): Any living creature (that possesses eyes) that comes within 30 feet of a taeniad must avert or cover its eyes, lest a lashing tendril brush the outer surface of the eye. Every round that potential victims remain within 30 feet of the taeniad while not averting their eyes requires a Fortitude save (DC

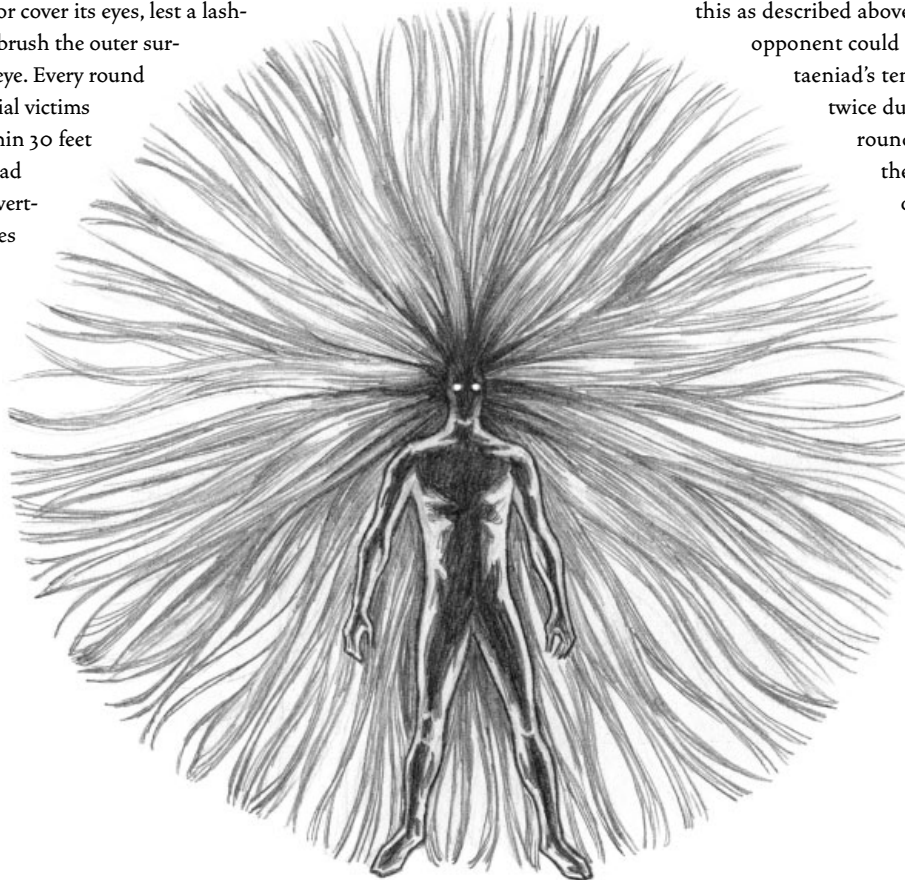
14) to avoid being lost to the surface world. On a failed save, the victim is instantly drawn into the earth to be entombed in a state of suspended animation in a small sphere of flashing slivery tendrils.

The location of the entombment is far beneath the surface of the earth, but it may be near the original prison-stronghold from which the taeniads escaped (this has never been proved). Psionic search by *remote viewing* or magical scrying reveals the prisoner's plight. As a special use of each, when *dispel psionics* or *dispel magic* is used in conjunction with the *remote viewing* or *scry*, a successful dispel check against a 7th-level manifest level serves to free the prisoner, immediately transferring the prisoner to the viewer's location. Freed prisoners complain of strange, antediluvian dreams of horrific entities slowly peeling away their minds, layer by layer. . . .

Averting Eyes: The opponent avoids looking at the taeniad's face and instead looks at its body, watches its shadow, tracks it in a reflective surface, and so on. Each round, the opponent has a 50 percent chance to avoid having to make a saving throw against the tendrils aura.

Wearing a Blindfold: The opponent cannot see the taeniad at all (this is also possible by turning one's back on it or shutting one's eyes). The taeniad gains total concealment against the opponent (a 50 percent miss chance).

As a standard action, a taeniad can focus its tendrils, choosing a single target within range. That opponent must attempt a saving throw but can try to avoid this as described above. Thus, an opponent could save against a taeniad's tendrils aura twice during the same round: once before the opponent's own action and once during the taeniad's turn.



THELIHYDRA

Huge Aberration (Psionic)

Hit Dice: 16d8+112+3 (187 hp)

Initiative: +4

Speed: 20 feet (4 squares), climb 20 feet, swim 20 feet

AC: 18 (−2 size, +10 natural), touch 8, flat-footed 18

Base Attack/Grapple: +12/+27

Attack: Tentacle rake +18 melee (2d4+7)

Full Attack: Tentacle rake +18 melee (2d4+7, maximum 8 attacks per Medium opponent)

Space/Reach: 20 feet/15 feet (Face/Reach 20 feet by 20 feet/15 feet)

Special Attacks: Breath weapon, improved grab, psi-like abilities, mode check +10, resting mode Brain Hammer +0, swallow whole

Special Qualities: Blindsight 250 feet, DR 10/adamantine (or 10/+1), power resistance 21

Saves: Fort +12, Ref +5, Will +11

Abilities: Str 25, Dex 10, Con 24, Int 18, Wis 13, Cha 9

Skills: Climb +26, Hide +11, Knowledge (psionics) +23, Listen +22, Spot +22, Swim +26

Feats: Alertness, Combat Reflexes, Improved Initiative, Power Attack, Toughness, Weapon Focus (tentacle rake)

Environment: Any

Organization: Solitary

Challenge Rating: 15

Treasure: Standard

Alignment: Lawful evil

Advancement: 17–27 HD (Huge); 28–36 HD (Gargantuan)

Level Adjustment: —

When living monstrosities of psionic and draconic ilk are forcibly bred, thelihydras are born.

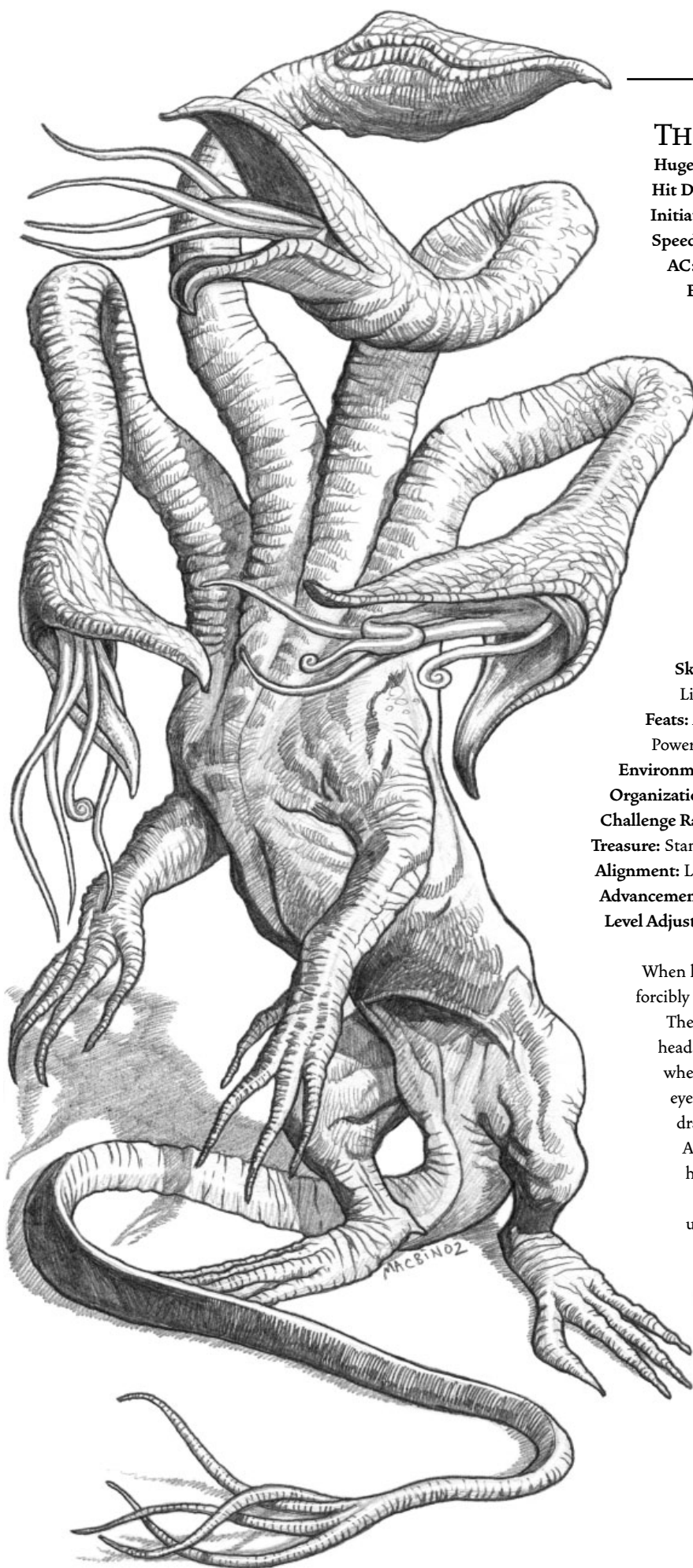
Thelihydras are reptilelike monsters with multiple heads at the end of long, dragonlike necks—except where each head would normally be, you see instead an eyeless, four-tentacled maw! A thelihydra's body is also dragonlike, though a pungent, caustic slime covers it. A mature thelihydra is about 20 feet long, has eight heads, and weighs some 6,000 lbs.

Thelihydras are the rare result of the psiogenetic union of a neothelid with an eight-headed hydra.

Less intelligent, but more dangerous than brooding neothelids, thelihydras viciously attack all creatures, and without management, quickly eradicate all living creatures in their territory. Unless it finds a new territory to hunt, a thelihydra perishes from starvation.

COMBAT

Beyond a doubt, the thelihydra's terrible melee attacks make it one of the most feared psionic monsters in existence. And, like one of its



progenitors, it remains capable of belching forth acidic breath once per day from any one of its mouths.

A thelihydra can use only three of its heads (and so 12 of its tentacles) against a single Large creature, two of its heads (and so eight of its tentacles) against a single Medium creature, and just one head against Small or smaller opponents on any given round. Against Huge or larger foes, a thelihydra can use all its tentacles.

One can kill a theli-hydra either by severing all of its heads or by slaying its body. To sever a head, an opponent must hit the monster's neck with a slashing weapon and deal 23 points of damage in a single blow; excess damage, if any, is lost, while less than 23 points of damage does nothing. A severed head dies (the neck automatically seals itself against blood loss and the escape of swallowed creatures), and the thelihydra can no longer attack with the severed head (but suffers no other penalties). A severed head regrows in a month, assuming the creature survives.

Breath Weapon (Su): A thelihydra breathes a cone of acid 50 feet long, once per day from any one of its mouths (damage 12d10, Reflex half, DC 25).

Improved Grab (Ex): To use this ability, the thelihydra must hit a creature with three tentacles during the same attack. If it gets a hold, it automatically deals tentacle damage on each subsequent round, and it can attempt to swallow the foe with a successful grapple check.

Psi-Like Abilities: 1/day—*body equilibrium*, *psionic suggestion*, *psionic teleport*. Manifest level 15th; save DCs are Charisma based. Augmentable powers are augmented to the limit of the manifest level, if appropriate to the power.

Swallow Whole (Ex): A thelihydra can try to swallow a grabbed opponent of Medium or smaller size by making a successful grapple check. Once inside, the opponent takes 2d8+9 points of crushing damage plus 1d6 points of acid damage per round from the thelihydra's flesh-dissolving secretions. A swallowed creature can climb out with a successful grapple check. This places the escapee in one of the thelihydra's tentacled maws; another successful grapple check is needed to get free.

A swallowed creature also can cut its way out by using claws or a Small or Tiny slashing weapon to deal 15 points of damage to the stomach (AC 18). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. The thelihydra's interior can hold one Medium or two Small opponents (if digestion kills an opponent, more room becomes available).

VULTAUR

Large Monstrous Humanoid (Psionic)

Hit Dice: 7d8+14 (45 hp)

Initiative: +1

Speed: 30 feet (6 squares), fly 10 feet (poor)

AC: 20 (−1 size, +1 Dexterity, +6 natural, +4 scale mail), touch 10, flat-footed 19

Base Attack/Grapple: +7/+16

Attack: Huge greataxe +12 (2d8+7)

Full Attack: Huge greataxe +12/+7 (2d8+7)

Space/Reach: 10 feet/10 feet (Face/Reach 5 feet by 5 feet/10 feet)

Special Attacks: Choose prey, psi-like abilities, mode check +5, resting mode Body Tank +4

Special Qualities: Darkvision 60 feet, scent

Saves: Fort +4, Ref +6, Will +5

Abilities: Str 21, Dex 12, Con 15, Int 11, Wis 10, Cha 11

Skills: Intimidate +5, Listen +9*, Search +9*, Spot +9*

Feats: Cleave, Power Attack, Weapon Focus (greataxe)

Environment: Any

Organization: Solitary, wing (2–5), or flock (5–20)

Challenge Rating: 5

Treasure: Standard

Alignment: Usually lawful neutral

Advancement: By character class

Level Adjustment: +2

Vultaurs are strong, vulturelike humanoids that seem as happy feasting on fresh meat as on carrion. A vultaur's psi-like abilities allow it to track and feast on its intended prey with brutal efficiency.

A vultaur has an enlarged, vulturelike head and the powerfully muscled frame of a humanoid. It stands nearly 8 feet in height. Its body is naturally armored in scales, plus it wears scale mail stitched together from the hides of its ancestors.

Vultaur culture is savage. The creatures base their mores on the assumption that everything that walks is potentially prey, "carrion walking"—even each other. A code of the predator governs vultaurs, however. They are not commonly given to attacking each other, unless one transgresses against the flock, making a "carrion mistake," as they say. Some vultaurs can learn to see sentient creatures of other races as members of their own flock, but of course, that is not perfect immunity from eventually being stalked as food. Vultaurs do afford those of their own flock who have become food one honor above other types of prey: The scaled hides of vultaurs can be stitched into scale mail. Every vultaur who wears scale mail regards it as a constant reminder not to make a "carrion mistake."

Vultaurs speak Auran.

COMBAT

Vultaurs use their hand-crafted greataxes to great effect in melee—even more so if they've decided to see their foe as simple prey.

Choose Prey (Su): A vultaur can select a specific creature as its choice of prey. Through psionic imprinting, the vultaur gains intimate knowledge of its prey, and so it gains a +4 bonus on Bluff, Listen, Sense Motive, and Spot checks when using these skills against the prey. Likewise,



the vultaur gets a +4 bonus on weapon damage rolls against the target.

A vultaur can have only one choice of prey at one time. A vultaur can change its choice of prey if it successfully eats the original prey, although it can't select a new choice of prey until after the last is properly digested (24 hours after the demise of its prior choice) and it feels hungry again. A vultaur also can switch choices without eating its prior prey, although in this case it can't switch to a new choice for 48 hours.

Psi-Like Abilities: 3/day—*detect psionics, steadfast perception, synesthesia*. Manifest level 5th; save DCs are Charisma based. Augmentable powers are augmented to the limit of the manifest level, if appropriate to the power.

* **Skills:** Vultaurs receive a +4 racial bonus on Listen, Search, and Spot checks.

VULTAURS AS CHARACTERS

Vultaurs can take on any PC class, though their favored class is ranger.

Racial Ability Modifiers: +10 Str, +2 Dex, +4 Con

Level Adjustment: Add +2 to the vultaur's Hit Dice to get its equivalent level, which is 9th. Thus, a 1st-level barbarian vultaur couldn't join the game until you would normally allow 9th-level characters to join, or when most of the rest of the party has reached 9th level

XENOCRYSTH

Gargantuan Magical Beast (Psionic)

Hit Dice: 26d10+286 (429 hp)

Initiative: +12

Speed: 50 feet (10 squares), burrow 30 feet

AC: 41 (−4 size, +8 Dexterity, +27 natural), touch 14, flat-footed 33

Base Attack/Grapple: +26/+54

Attack: Gore +39 melee (4d6+16)

Full Attack: Gore +39 melee (4d6+16) and tongue +37 ranged touch (1d4 plus burrowing) and 2 claws +37 melee (2d6+8) and tail slam +36 melee (4d8+8)

Space/Reach: 20 feet/20 feet (Face/Reach 20 feet by 20 feet/20 feet)

Special Attacks: Burrowing tongue, catapsi leech, constrict 4d8+28, improved grab, psi-like abilities, mode check +12, resting mode Force Multiplier +0

Special Qualities: Darkvision 60 feet, DR 10/admantine (or 25/+5), power resistance 34

Saves: Fort +26, Ref +25, Will +14

Abilities: Str 43, Dex 26, Con 33, Int 16, Wis 19, Cha 24

Skills: Hide +25, Listen +35, Sense Motive +33, Search +32, Spot +35

Feats: Alertness, Combat Reflexes, Improved Initiative, Iron Will, Lightning Reflexes, Multiattack, Weapon Focus (claws), Weapon Focus (gore), Weapon Focus (tongue)

Environment: Any

Organization: Solitary, unit (2–5), or squad (9–11)

Challenge Rating: 20

Treasure: Standard

Alignment: Usually chaotic evil

Advancement: Gargantuan (27–38 HD); Colossal (39+)

Level Adjustment: —

The Dark Plea's most formidable soldier in its war on reality (see page 15) is the unstoppable xenocrysth.

These hulking creatures reach more than 30 feet in length and weigh some 40,000 lbs. But for all their mass, their snakelike lower form fused with the faintly humanoid upper torso is unnervingly quick and limber. Its torso is hunched, and it is armored heavily with bony plates from which extend terrible horns. Its dragonlike head possesses fearsome teeth, but, even more terrifying, its flickering tongue can burrow easily through steel, stone, and flesh. Its clawed hands put fear into its hardest foes, but its long, serpentine lower body ends in a large bony mass perfect for pulping its prey.

Sages believe that xenocrysths have slipped from a lucid dream of the Dark Plea (or perhaps a dream-dimension of the Dark Plea's own creation called the Shallows) into the waking world to stir up disorder and anarchy. What some had relegated to simply a malign psychic force has proved a

far more serious threat, as the Dark Plea's progeny continue to squirm forth, birthed from the foulest nightmares of powerful psionic creatures. Where xenocrysts go, death follows.

Xenocrysts do not speak, but they impart their thoughts directly into the mind of those with whom they wish to communicate, as if the subject suddenly recalled a memory. Likewise, xenocrysts use their psionic powers to read the thoughts of those around them.

COMBAT

Xenocrysts prefer to eradicate their foes by squeezing the life out of them with their flexible lower body, but only against those whom their burrowing tongues have not already putrefied. Even being in the presence of a xenocryst is anathema to both psionics and arcane casters.

Burrowing Tongue (Ex): If the xenocryst makes a successful touch attack against a living target with its tongue (range 50 feet), the subject must make a successful Fortitude save (DC 34). On a failed save, the victim loses 50 hit points as its internal organs, fat, and muscle begin to putrefy rapidly, running in rivulets of liquefied fat from rents and cuts in the subject's skin, finally leaving only small, crisp remains (if a victim is killed by a touch of the tongue). On a successful save, a victim takes only 25 points of damage.

Catapsi Leech (Su): The xenocryst constantly generates a peculiar form of psychic static, making it more

difficult for psionic creatures within 100 feet of it to manifest their powers. (The xenocryst and those it designates are not affected.) All psionic activity within the area requires twice as many power points as normal to manifest, unless opponents make a successful Will save (DC 19) each time they manifest a power. Freely manifesting powers takes 1 full round, instead of one standard action, in the leech field.

Unlike the similarly named power, catapsi leech allows the xenocryst to transfer all the "wasted" power points of its foes directly to any operant or power point-paying manifester that it designates within 100 feet (usually those it has dominated) as a free action. It can't "store up" power points round to round, and it cannot transfer points to creatures that already possess full power points.

Constrict (Ex): The xenocryst crushes its opponent, dealing 4d8+28 points of bludgeoning damage, after making a successful grapple check.

Improved Grab (Ex): To use this ability, the xenocryst must hit a Huge or smaller opponent with a tail slam. If it gets a hold, it automatically deals tail slam damage and constricts.

Psi-Like Abilities: At will—*detect thoughts*; 3/day—*greater metamorphosis*, *psionic dominate*, *psionic teleport*. Manifest level 20th; save DCs are Charisma based.

Augmentable powers are augmented to the limit of the manifester level, if appropriate to the power.



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