

TALISMANA



THE MENAGERIE

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TALISLANTA FIFTH EDITION



TALISLANTA

FANTASY ROLE PLAYING GAME
5TH EDITION

The Menagerie

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INTRODUCTION



Welcome to the Talislanta Menagerie: a compilation of flora and fauna found throughout the continent of Talislanta and other dimensions and planes of existence. Talislanta was first fully documented in the year 600 N.A. by the wizard Tamerlin in his renowned *The Chronicles of Talislanta*. Since this estimable tome has recently been updated and re-released to the world of academia, now is an ideal time to bring Talislantan scholars up to date on the natural (and not-so-natural) world.

Apart from random notes and scrolls of the naturalist Thystram, a number of sources have been used to compile the Talislanta Menagerie.

These include:

- ⚙ The Talislantan Handbook (1st edition)
- ⚙ A Naturalist's Guide to Talislanta
- ⚙ Cyclopedia Talislanta vol. 1
- ⚙ Handbook and Campaign Guide (2nd edition)
- ⚙ The Talislanta Guidebook (3rd edition)
- ⚙ Thystram's Collectanea
- ⚙ Sarista
- ⚙ Talislanta 4th Edition
- ⚙ Midnight Realm
- ⚙ The Northern Reaches
- ⚙ Codex Magicus

Illustrative notes from other sources have also been added, including excerpts from the work of such luminaries as the wizard Kabros, the Green Magician Viridian, the Phantasian astromancer Laslovian and the great Numenian archimage Solimorrion.

From Thystram's original manuscript:

"The great diversity of lifeforms found throughout the Talislantan continent can be attributed to numerous causes: the aftereffects of The Great Disaster, a magical cataclysm that reshaped the Talislantan ecology and caused many mutations; magical gates or tears in the dimensional fabric, which allowed intrusion by extra dimensional entities; the misguided experiments of magicians from the Forgotten Age; and the effects of natural and unnatural selection on creatures in a phenomenally altered environment."

"As a consequence of these conditions, the student of naturalism may find organisms here that seem not to conform with natural law, or even common sense. Sorcerous anomalies and abominations are alarmingly common in certain locales, in particular the Shadow Realms and the Aberrant Forest. Mutated devolved, and hybrid species are also not unknown. The aspiring naturalist is therefore advised to exercise caution when studying the native flora and fauna, or risk consequences of the most dire sort."

The Menagerie is divided into a number of chapters, each detailing a particular variety of creature found in the Talislantan setting. The first section deals with all types of creatures native to Talislanta, both natural and otherwise. Chapter Two deals with extra-dimensional entities that are often found in and around Talislanta. This includes the various types of demons, devils and elementals along with others like the Zoab, Ebonites and Ghosts. The last two chapters deal with Talislantan insects, arachnids, flora and fungi.

STATISTICS FOR ENTRIES

The basic format for game statistics is as follows:

SIZE

Typical height or length and weight, usually expressed as a range.

ATTRIBUTES

The figures listed here represent attribute scores possessed by a typical creature of the type indicated. “Plus” ratings (+1, +2, etc.) denote above average attributes, and “minus” ratings (-1, -2, etc.) indicate below average scores.

The eight attributes used in the Talislanta system are:

Intelligence (INT): intellectual capacity

Perception (PER): sensory awareness

Will (WIL): willpower

Charisma (CHA): presence, forcefulness

Strength (STR): physical strength

Dexterity (DEX): agility, maneuverability

Constitution (CON): endurance, resilience

Speed (SPD): quickness, rate of movement

INT RANGE

To help you judge the intelligence of a given creature, the table below provides some standard INT ratings for a variety of well-known creatures.

- 15	Insects
-11	Omnivrax (notoriously stupid carnivore)
-10	Alatus (winged leech)
-9	Kra (giant, sightless eel)
-8	Ahtra (mount and beast of burden)
-7	Drac (small, trainable, wingless dragon)
-6	Opteryx (avian predator)
-5	Normal lower limit for sentient beings
0	Average sentient mortal

ABILITY LEVEL

The creatures included in the Talislanta Menagerie use a simplified system for determining the extent of their abilities than the one used to create player characters. In place of the assortment of Skills that PCs and NPCs possess, creatures are rated according to their overall Ability Level, which is used as an Action Table modifier for almost every situation. Creatures do not have Combat Ratings, Ranged Combat Ratings or Magic Ratings, since all fighting or spellcasting abilities are based on Ability Level.

A rating of 1+ indicates that creatures of this type have unlimited potential for advancement in level. A rating of “15+” indicates that the creature’s minimum level of ability is 15, while a rating such as “2-8+” indicates that the majority of the species will be of levels 2-8, but exceptional individuals have the potential to achieve a higher level of ability.

ATTACKS/DAMAGE

This indicates the creature’s attack capabilities, including the type of attack employed and the typical amount of damage resulting from such attacks (DR). A creature’s STR has already been factored into the DR for any given attack. If the creature is larger or smaller than the species average, adjust the damage accordingly.

SPECIAL ABILITIES

If the creature has any extraordinary abilities or talents these will be listed and described here.

ARMOR

This describes the listed creature’s natural protection (hide, scales, etc.) and includes a rating of the number of points of damage it stops (PR).

HIT POINTS

This indicates the average number of hit points for a typical member of the species indicated. Unless otherwise specified, CON is already included in this figure. When developing a creature with higher or lower CON than average, adjust hit points accordingly.

HABITAT

This indicates the region or terrain types in which the creature is commonly found.

TALISLANTAN CREATURES



ABOMINATION

Abominations are products of demented or abortive sorcerous/alchemical experiments, such as those practiced long ago by the ancient Archans and their descendents, the Phantasians. These entities may vary greatly in form and substance and may be encountered in any form imaginable, from the hideous to the sublime. It is a mistake to assume that the physical make-up of an abomination need bear any relation whatever to natural law. Many appear as combinations of various creature types; some impossible-seeming, others reflecting a perverse sort of logic.

In terms of temperament and mentality, abominations are similarly variable in nature. Though many are of murderous intent, others are benign or - most frightening - possessed of strange passions and desires. An abomination's intellect can range from non-sentience to genius, or raving insanity. The only element common to these bizarrely divergent entities is that, being the products of magic, all have at least a single magical weakness of some sort.

Size and statistics for abominations vary according to type. Abominations tend to have one or two high attributes and very low scores in all other attributes.

Size: variable

Attributes: variable

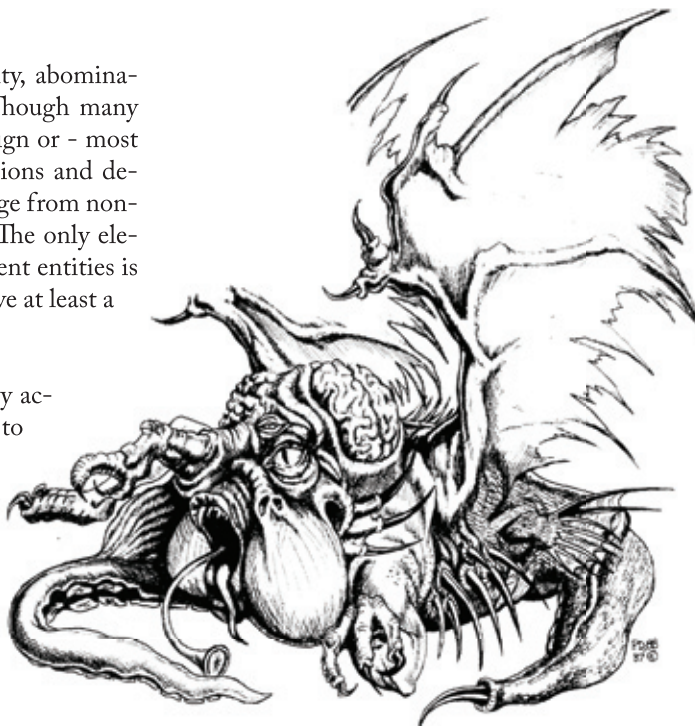
Ability Level: 1+

Attacks/Damage: variable

Special Abilities: variable according

Hit Points: 10-40+

Habitat: Wilderlands, ruins



AEROPLASM

The aeroplasm is an unusual species of invertebrate that exists entirely aerially, constantly hovering at altitudes of 100-1,000 feet. Its ability to levitate comes from the aeroplasm's internal bladder, which creates a type of colorless gas that is lighter than air. Born in the clouds, these creatures never touch the ground throughout their entire lives.

Aeroplasm resembles translucent globes from which append dozens of sinuous tendrils varying in length from 2-12 feet. These tendrils are used to grasp prey, and to a lesser extent in navigation. Each of these serpentine tendrils is equipped with thousands of tiny spines capable of delivering a painful sting.

Their venom acts as a potent neurotoxin, causing paralysis in small creatures such as insects and avir. Its effect on larger creatures is limited to a painful burning sensation, which may last for up to an hour.

Aeroplasm feed primarily on insects and small avians of all sorts, using their tendrils to capture and incapacitate their prey. They are generally beneficial to humanoids, though they sometimes pose problems to other avian creatures and windships. Poor navigators, aeroplasm are often carried upon the prevailing winds in random fashion, occasionally colliding with airborne ships or creatures. If struck with sufficient force to puncture its internal gas bladder, an aeroplasm will explode in a burst of flame; this event occurs whenever an aeroplasm dies, whether of natural causes or violence. The species is preyed upon by depredators and batranc, neither of which is adversely affected by the aeroplasm's stinging tentacles.

During the months of Ardan and Drome, the aeroplasm's mating season, the male of the species exudes a glandular secretion that possesses luminescent properties. This causes the males to glow in the dark, thereby attracting the attention of female aeroplasm. The sight of hundreds upon hundreds of male aeroplasm, glowing in shades of deep blue, rose, and carmine as they float across the night sky, is said to be quite magnificent.

Size: Body 1-3 ft. in diameter; tendrils 2-12 ft. long

Attributes:

INT-9	PER-1
WIL-8	CHA-10
STR-7	DEX
CON-4	SPD-1

Ability Level: 1

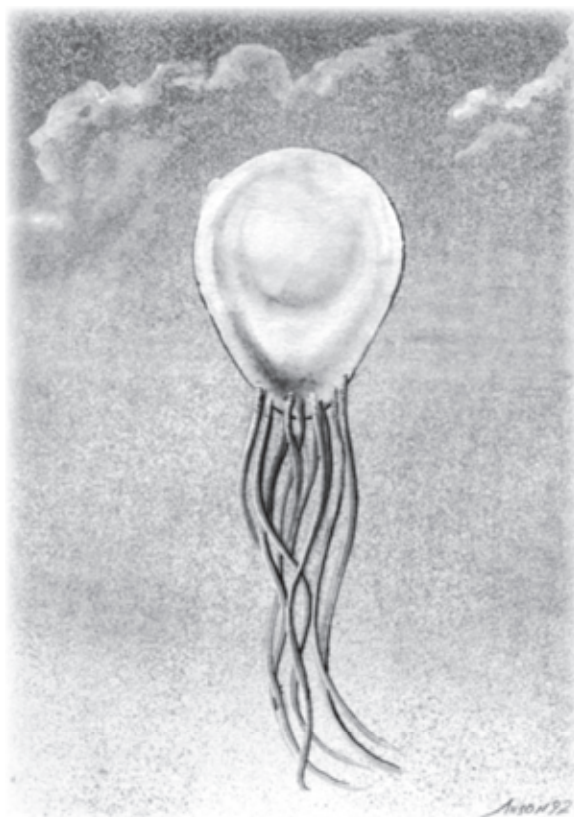
Attacks/Damage: Sting DR 2+ venom (paralyzes small creatures; all others experience a painful, burning sensation)

Special Abilities: Levitate, translucent (-5 to detect at ranges over 20 ft.), explode for DR 4 points of fire damage upon death

Armor: None

Hit Points: 2-5

Habitat: Skies above Talislanta



AHT-RA

Aht-ra are domesticated creatures found throughout the Desert Kingdoms. The Djaffir claim to have created the species centuries ago by the accidental cross-breeding of various riding and burden beasts; no one knows for certain the exact components that contributed to the aht-ra's existence.

There are three varieties of aht-ra: the one-humped ontra, bred mainly for speed and able to carry up to four hundred pounds on its back; the two-humped batra, somewhat slower but able to carry twice as much as an ontra; and the three-humped tatra, slowest of all but able to carry three times as much as an ontra.

With their characteristic, long and loping stride, aht-ra can travel for days without stopping to rest. By retaining fluids in their hump-like sacs, aht-ra can go without water for long periods (one month per hump is thought to be an accurate estimate). Aht-ra are seldom available for sale except through the auspices of the Djaffir merchants, who sell only gelded males in order to maintain their monopoly on this valuable commodity.

Size: 6'+ at shoulder, 500-800+ lbs.

Attributes:

INT -7	PER +1
WIL +2	CHA +0
STR +6	DEX +2
CON +6	SPD +8*

* for Ontra; +7 for Batra, + 6 for Tatra

Ability Level: 2-6

Attacks/Damage: Bite: DR 6, Kick: DR 14

Special Abilities: Travel up to six days without requiring rest, subsist without water for one month per hump, bear burdens of four hundred pounds per hump

Armor: Scaly hide, PR 3

Hit Points: 46

Habitat: Desert, Wilderland



AHT-RA, WINGED

The winged aht-ra is a hybrid of aht-ra and dractyl found in the Topaz Mountains near Hadj and other areas across the Desert Kingdoms. Originally created by the Djaffir, winged aht-ra resemble their land roving relatives, but they are capable of sustained flight. They are somewhat slow and unmaneuverable in the air, however, and like dractyl are loath to fly at altitudes in excess of one hundred feet. Winged aht-ra can also travel overland and can bear up to 400 pounds, similar to the one-humped aht-ra, or ontra.

Size: 6'+ at shoulder, 24' wingspan, 500+ lbs.

Attributes:

INT -7	PER +1
WIL -2	CHA +0
STR +6	DEX 0
CON +6	SPD +5*

*airborne; +6 on the ground

Ability Level: 3-7

Attacks/Damage: Bite: DR 6, Kick: DR 14

Special Abilities: Flight, travel up to six days without requiring rest, subsist without water for one month, bear burdens of four hundred pounds

Armor: Leathery hide, PR 2

Hit Points: 46

Habitat: Red Desert, Wilderlands of Zaran

ALATUS

The alatus is a variety of winged leech found in swamps and jungle regions such as Mog, the Dark Coast, and certain islands of the Southern Rim. They normally nest in the hollows of rotten trees, flying forth to feed after sundown. Alatus hatch from eggs, which the female lays in dead or rotting wood, emerging as wingless larvae. At this stage of the creature's development, the alatus feeds mainly upon small insects and vermin, and it is practically indistinguishable from the most common species of swamp leeches.



After one or two weeks, the larval alatus burrows into the ground, encases itself within a fibrous sac, and goes into hibernation. It may remain in such a state for months or even years; the naturalist Thystram claimed to have found hibernating alatus in sealed crypts and catacombs that had lain undisturbed for over a century. When at last the alatus comes forth from its sac, it is as a full-grown, winged adult up to six feet in length. An alatus of this size will attack creatures as large as Mogroth, strangling prey with its sinuous tail while sucking the victim's blood. Alatus are believed to be carriers of a rare disease called "blood fever," the symptoms of which include gradual loss of strength, nausea, and eventual paralysis. Nagra spirit trackers eat alatus, which they regard as a rare and succulent delicacy.

Size: 6' in length, 120 lbs.

Attributes:

INT -9	PER +1
WIL +2	CHA +0
STR +2	DEX +1
CON -1	SPD +1

Ability Level: 3-6

Attacks/Damage: Bite: DR 3 per round from blood drain, Tail: DR 5 per round from constriction

Special Abilities: Flight, bite may cause blood-fever (CON roll to resist)

Armor: None

Hit Points: 19

Habitat: Swamps, jungles



ANGORN

The angorn is an unusual creature resembling a winged, aquatic eel. It glides above the water when hunting for prey, typically, small aquatic creatures, then dives deep to catch the chosen victim in its jaws. The angorn is edible, though not particularly flavorful.

Size: 5'-6' long, 100-140 lbs.

Attributes:

INT -3	PER +2
WIL +0	CHA +0
STR -2	DEX +4
CON +0	SPD +4

Ability Level: 1-2

Attacks/Damage: Bite DR 5

Special Abilities: Gliding (up to 100 ft. per attempt); can survive out of water for up to one hour

Armor: None

Hit Points: 8-10

Habitat: Seas and Oceans

ARAMATUS

The aramatus, or “armored leech,” is a denizen of swamps, bogs, cesspools, and quagmires across the Talislantan continent. A distant relative of the alatus (“flying leech”), aramatus are aquatic creatures that are rarely encountered out of water. They make their lairs in underwater recesses and enclosures, such as small caves, crevices, piles of refuse, and sewage pipes. Here they remain in hiding, waiting to ambush unsuspecting victims. Aramatus prey upon all sorts of small- to medium-sized creatures, including humanoids. They are in turn preyed upon by skalanx, giant river kra, and aquatic vaspas.

Aramatus attack by latching onto victims with their powerful jaws, which are lined with rows of inward-curving fangs. The bite of an aramatus is almost impossible to escape; even in death, the creature’s jaws remain locked upon its prey. The removal of an aramatus’ fanged jaws can be a grisly process in and of itself; only a skilled healer or hunter will be able to accomplish this without causing the victim additional wounds. As is true with alatus, the bite of an aramatus may cause a disease known as blood-fever.

Size: 20’+ in length, 200+ lbs.

Attributes:

INT -8	PER +2
WIL +4	CHA +0
STR +5*	DEX -2
CON +2	SPD +2

* bite is STR +8

Ability Level: 4-10

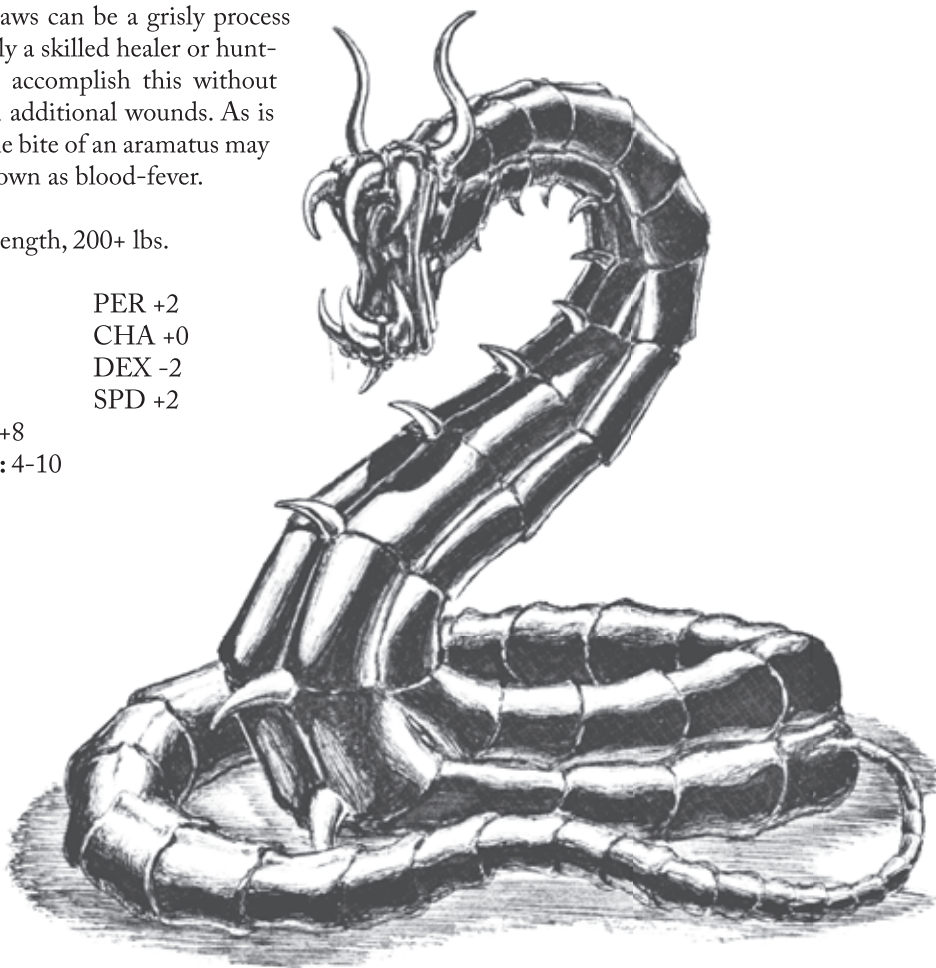
Attacks/Damage: Bite: DR 14 +blood drain (DR 4 per round; successful DEX or Healing roll needed to remove jaws, or victim suffers additional 2 HP damage from blood loss), Constriction: DR 10 per round

Special Abilities: May cause blood-fever (CON roll to resist)

Armor: Armored plates, PR 6

Hit Points: 32

Habitat: Swamps, jungles, sewers



ARBORIN

The Arborin are a race of sentient, tree-dwelling plant creatures native to the Aberrant Forest. Hostile plant-folk who readily attack creatures that stray into their territorial groves, Arborin build no permanent settlements and revere no god. They subsist on stumpwater and humus, and are a quarrelsome and bitter lot. When immobile, Arborin are able to blend into their surroundings, their gnarled forms being practically indistinguishable from the limbs of the trees in which they dwell.

Arborin are known to raid Verdir settlements for their females and for sashesh, a potent hallucinogen. Their tribes consider themselves the masters of the Aberrant Forest but fear the Ravant, a monstrous creature that dwells in the nearby wood.

In combat, Arborin warriors wield crude wooden clubs and blowguns that fire missiles made from thorns. These darts are tipped with a vegetable toxin that induces drowsiness in most types of living creatures. Once drugged, victims are captured in nets of woven vines, hung from the treetops, and left to die – a warning to others who would venture into Arborin territories.

Size: 6'6"-7', 160-180 lbs.

Attributes:

INT -1	PER +1
WIL +0	CHA -4
STR +1	DEX +2
CON +0	SPD -1

Ability Level: 5-10

Attacks/Damage: Blowgun dart: DR 1 + Level 5 poison (poison stuns for 3 rounds unless CON roll is made at minus 5); Club: DR 7

Special Abilities: Blend into treetops for Stealth of 10 when immobile

Armor: Fibrous bark, PR 3

Hit Points: 22

Habitat: Aberrant Forest



AVIR

Avir are the most common of Talislantan avians and are found throughout the continent. They nest in treetops and feed on insects, fruit, and seeds. There are hundreds of different varieties of avir, ranging widely in color and native habitat. The more colorful varieties are favored as pets in some lands, such as Zandu and Hadj. Elsewhere, they are valued for their feathers, which are used for decorative purposes and in the making of ornamental attire. Gourmands appreciate avir best when roasted, seasoned to taste, and served with a good wine.

Size: Wingspan averages from 1'-4', 2-8 lbs..

Attributes:

INT +0	PER +3
WIL -2	CHA +0
STR -10	DEX +12
CON -8	SPD +12

Ability Level: 1

Attacks/Damage: Beak DR 1, Talons DR 1

Special Abilities: Flight

Armor: None

Hit Points: 1

Habitat: Continent wide

AXE-HEAD

The axe-head is a rare species of sextuped found only in isolated sectors of the Wilderlands of Zaran. The naturalist Thystram described these creatures as a mutated variety of megalodont, a sensible enough evaluation given the physical similarities between the two species. The axe-head can be distinguished from its relative by its unusual cranial armor, which has evolved into the shape of a double-bladed axe, hence the creature's colorful appellation.

Axe-heads are herbivores, using their edged cranial protrusions to dig up roots and tubers, which together comprise much of their diet. They travel in small herds of up to ten individuals, generally avoiding civilized areas. The presence of a herd of axe-heads is easily discerned by the deep furrows that these creatures leave in their wake as they forage for food. These furrows can sometimes take on unusual, even decorative patterns, and are often quite elaborate in design.

Though normally calm, axe-heads can become very dangerous if provoked or startled. This is especially true of bull males, which, like megalodonts, evince a surly disposition. If aroused to anger, an axe-head will attack either by ramming or by raising up on its six rear legs and slashing with its bladelike cranium.



Thystram warned of the perils of encountering a male axe-head in a short monograph entitled "Herdbeasts of the Wilderlands Region." Said the naturalist: "The bull male can be especially dangerous if encountered in the presence of one or more females of the same species. In such instances, the male may suddenly become quite irate and attack without seeming provocation. It is my opinion that the males adopt this behavior either in an effort to impress the females, or perhaps because they desire privacy when mating."

Size: 10-14 ft. at the shoulder, 4-5 tons

Attributes:

INT- 8	PER+ 2
WIL+5	CHA +0
STR +9	DEX -6
CON +7	SPD -4

Ability Level: 2-4

Attacks/Damage: Ram DR 20 Slash DR10 or Trample DR 35

Special Abilities: Cranial armor protects head from damage when ramming.

Armor: Head, PR 5; Body, PR 2

Hit Points: 32+

Habitat: Wilderlands of Zaran

AZORYL

Azoryl are large, winged reptilians native to the Eastern Wilderlands and Volcanic Hills regions. They are superior flyers, capable of gliding on the winds for days on end without the least exertion. A full-grown adult will often have a wingspan in excess of thirty feet, yet may weigh no more than two hundred pounds; Azoryl are hollow-boned, and almost skeletal in appearance. Despite this, they are surprisingly strong, and can do awful damage with their hooked talons and vicious jaws.

Azoryl are dangerous creatures who are notably unparticular with regard to their feeding habits. They normally prey on other avian species, such as giant dragonflies, birds, bats, dractyl and even ironshrikes. Circling high above the ground, groups of Azoryl will often follow after herds of such creatures as land lizards and Equis for miles, waiting for a chance to strike at the young, sick or infirm. Azoryl are also scavengers who feed on carrion and refuse. If driven by hunger, they will attack humanoids, particularly if the prey is wounded or incapacitated.



In the skies, Azoryl are threatened by few creatures. Their only natural enemies are wind demons, crested dragons, both of which find the stringy flesh of the Azoryl much to their liking. More recently the Depredator has been putting pressure on the Azoryl population. On the ground, Azoryl are out of their element, and appear awkward and ungainly. They nest in cliffs and other high places, but spend most of their lives airborne.

Size: 30+ ft. wingspan, 180-2001bs.

Attributes:

INT -1	PER +4
WIL +0	CHA +0
STR+1	DEX +3
CON +0	SPD + 7*

* airborne; -4 on the ground)

Ability Level: 2-5

Attacks/Damage: Beak: DR 8, Talons: DR 5

Special Abilities: Flight, glide for unlimited periods without requiring rest

Armor: As per leather armor

Hit Points: 10-20

Habitat: Wilderlands of Zaran, Volcanic Hills, western Quan Empire, (possibly extinct)

BANE

Banes are sinister creatures thought to be a bizarre hybrid of darkling, night demon, and the now-extinct babbling howler. Feared inhabitants of the forest realm of Werewood, banes are vampiric creatures who feed on warm-blooded prey of all sorts. They are exceptionally intelligent, and possess the uncanny ability to mimic sounds of all sorts. So acute is this ability that banes are sometimes able to mimic spells and incantations. They are swift and silent afoot, and they possess superior vision; banes can see clearly even in magical darkness and are unaffected by illusions. The eyes of a bane glow in the dark like burning embers, a disconcerting sight when viewed at night.

Banes usually sleep in caves or abandoned ruins by day, coming forth to prowl at dusk. Solitary by nature, they are only rarely encountered in numbers, mated pairs seldom staying together for any great length of time due to their ghastly feeding habits. The fangs, claws, and ocular organs of these fiendish creatures possess magical virtues and are coveted by alchemists and thaumaturges alike. Female banes are strangely attractive and are sometimes sold as slaves - after first filing down their fangs.

Size: 5'9" - 6'2", 120-200 lbs.

Attributes:

INT +3	PER +5
WIL -3	CHA -1
STR +2	DEX +2
CON +1	SPD +2

Level: 5-15+

Attacks/Damage: Bite: DR 4 per round from blood drain, Claws: DR 8

Special Abilities: Mimic any sound at Ability Level (mimic spells at Ability Level -10), night vision, stealth at ability level +5, immunity to spells of illusion

Armor: None

Hit Points: 21

Habitat: Werewood and surrounding area



BATRANC

Batranc are kite-winged predators native to the skies above the Wilderlands of Zaran and much of Talislanta. A true avian species, batranc spend their entire lives in the air. They are able to glide effortlessly on the winds, riding the air currents as a sailing ship rides the waves. During the spring mating season, flocks of these creatures can sometimes pose a navigational hazard to windships.

Batranc prey on other avian creatures, including avir, Stryx, and ravengers. They will never attack creatures on the ground, but will sometimes snatch individuals from high places such as towers, battlements, and treetops. The creature's grasping tail is its main weapon, both for attack and defense. Its fangs are used primarily to devour prey, which it does by holding the victim in its tail and rending it to bits.

Much has been written of the batranc by Talislantan poets and balladeers, who have long been fascinated by the dual nature of these creatures: beautiful to watch as they sail across the skies, yet as cold and deadly as the most savage land or sea-dwelling predators.

Size: 30'+ wingspan, 10' long, 140 lbs.

Attributes:

INT -6	PER +6
WIL +4	CHA +0
STR +2	DEX +6
CON +1	SPD +8

Ability Level: 4-8+

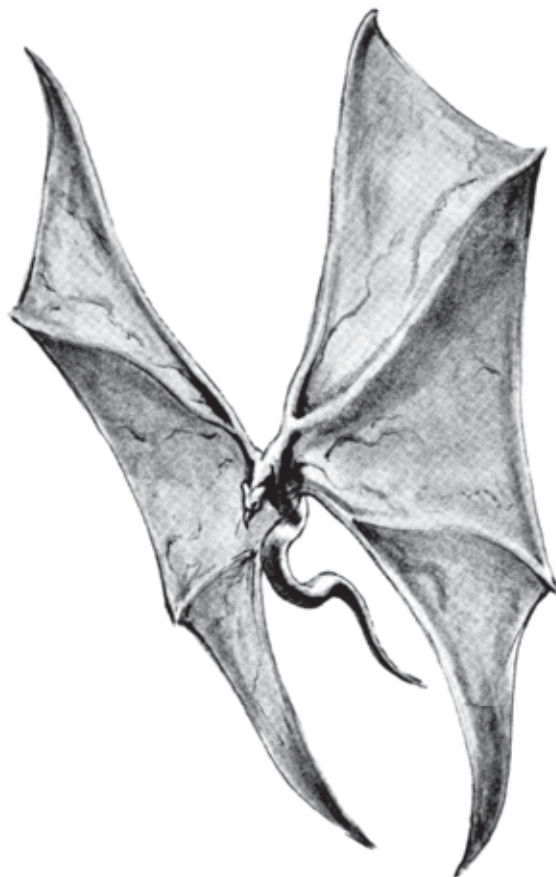
Attacks/Damage: Fangs: DR 6, Tail used for grasping only

Special Abilities: Can remain airborne indefinitely

Armor: None

Hit Points: 32

Habitat: Continent wide



BEHEMOTH

Behemoths are giant, quadrupedal predators that range the Desertlands of Danuvia, the Wilderlands of Zaran, the Plains of Golarin, and parts of the Quan Empire. The creature's natural armament includes an inch-thick layer of tough, leathery hide, with a mantle of rock-hard bone encasing the cranium. The latter form of defense is of particular importance to these great beasts, who have been described as "living battering rams."

The behemoth's method of attack is simple and straight-forward: the creature charges towards its intended victim at full speed, intent upon a head-on collision that will knock down and incapacitate its prey. If its initial attack is successful, the behemoth will then attempt to kill its victim by goring it with its long tusks.

Behemoths normally prey only on large creatures, such as aht-ra, land lizards, megalodont, and durge. However, they have also been known to ram into

20 Years... Still No Elves!

wagons, land arks, and even duneships; it is believed that these beasts are attracted by motion and by loud noises. Behemoths occasionally engage in fierce territorial battles with mangonel lizards, their struggles often lasting for hours.

Size: 18'+ in length, 10' at shoulder, 4,000-5,000 lbs.

Attributes:

INT -9	PER -2
WIL +5	CHA +0
STR +9	DEX -5
CON +9	SPD +2

Ability Level: 5-12

Attacks/Damage: Ram: DR 30, Trample: DR 25, or Tusks: DR 17; one attack per round

Special Abilities: Armored skull is virtually impervious to damage, ram attack knocks victim down

Armor: Cranium, PR 15; Hide, PR 3

Hit Points: 60

Habitat: Wilderlands of Zaran, Golarin, parts of Quan Empire



BOG DEVIL

Bog Devils, are amphibious humanoids indigenous to the dense swamplands of Mog and certain sectors of the Dark Coast. Despite their colorful appellation, these creatures are not truly related to the race of devils and have none of the abilities associated with denizens of the lower planes. In all likelihood, the species is a mutated variety of Imrian or perhaps some other form of amphibious humanoid.

They stand close to seven feet in height, and have glistening, yellow-green hide. They are sometimes mistaken for aqua demons by drunken sailors and marsh hunters, a mistake that can be avoided by noting that bog devils are slender in build and have long tails used for swimming. A trailing “beard” of algae or swamp grass is also characteristic of the species, and is responsible for references to these creatures as “old men of the swamps.”

Bog devils are marsh-dwellers who live in underwater caves and grottos. They are loners, mating once a year during the spring and then going their separate ways. These creatures are excellent swimmers and can survive out of water for extended periods of time. They are the enemies of swamp lurkers, with whom they compete for food. Their favored prey includes young Mogroth, water raknid and marsh strider eggs, and humanoids. Adult Mogroth often attack these creatures on sight to protect their young.

According to his notes, Thystram believed that bog devils were sentient and could use language: *“Bog devils speak a variation of the Talislan tongue, but seldom converse with other intelligent species. I learned this firsthand when, mistaking such a creature for our guide, Senga, I asked a bog devil how far it was to the next village. The creature responded by attempting to skewer me with its spear, only narrowly failing to achieve the desired result. Only the arrival of the real Senga and his companions prevented what might well have been a fatal error.”*

Bog devils are cunning creatures, skilled at setting traps and ambushes. When hunting, they use crudely made spears, nets, and snares to catch prey, which they drag back to their watery lairs.

Size: 6’6”-7’, 160-200lbs.

Attributes:

INT+1	PER+4
WIL 0	CHA-7
STR+3	DEX+2
CON+3	SPD +3*

*+6 in water

Ability Level: 1-12

Attacks/Damage: Bite DR 4, Claws DR 4, or as per weapon employed

Special Abilities: Superior swimmers, abilities of stealth, snares, stalking, and tracking

Armor: Scaly hide PR 2

Hit Points: 14+

Habitat: Swamps, marshlands, underwater caverns



CATDRAC

Catdracs are a sorcerous hybrid of feline and reptilian that can be found in jungles and rain forests throughout the Southern Rim. In the wild, these lithe predators travel in prides of six or more individuals, led by a dominant male. The females do most of the hunting, while the males are employed primarily to protect the pride from attack by its rivals and enemies, which include exomorphs, omnivrax, and malathropes.

Highly intelligent, catdracs are prized as pets, guard beasts, and hunting beasts. If captured and trained while still very young, they make loyal and steadfast companions. Thrall warriors stationed in the Borderlands are especially fond of these creatures, whom they sometimes use to help detect potential ambushes and sneak attacks. Catdracs possess keen senses and are almost impossible to take by surprise.

Size: 2'-4' in length, 20-80 lbs.

Attributes:

INT -6	PER +4
WIL +2	CHA +0
STR -1	DEX +3
CON 0	SPD +4

Ability Level: 4-9

Attacks/Damage: Bite: DR 4, Claws: DR 3

Special Abilities: Night vision, detect other lifeforms at Ability Level +PER (range: 100' per Ability Level)

Armor: Scaled hide, PR 3

Hit Points: 5

Habitat: Jungles, Western Lands, Seven Kingdoms

CAVE BAT

Cave bats are found in the mountains of Raj and in ruined structures and other deserted areas. Singularly unattractive creatures, they have horrible fanged visages and exhibit a definite predisposition towards vampirism. Though they are blind, these winged mammals have superior hearing and sonar capabilities. Cave bats do not fear humanoids, though they prefer smaller and weaker prey when it is available. They spend the daylight hours sleeping, suspended from the ceilings of their cavernous lairs. The stench in such places (primarily ammonia gas from rancid cave bat droppings) is often sufficient to render humanoid beings unconscious. This is gener-



ally a fatal occurrence, given the nature of the creatures who dwell within. Except as pertains to their underground haunts, cave bats are never encountered until after dusk, when they come forth in numbers to feed. Cave Bats are carriers of an infectious disease that affects the brain and may cause irrational and violent behavior. Magical quicksilver, taken in small doses mixed with distilled spirits over the course of seven days, is said to be an effective cure.

Size: 12'+ wingspan, 100-200 lbs.

Attributes:

INT -7	PER +2
WIL +3	CHA +0
STR +1	DEX +1
CON +1	SPD +3*

* airborne; -3 on the ground

Ability Level: 2-5

Attacks/Damage: Bite: DR 5 per round in blood drain, plus chance of disease (CON roll to resist, or suffer increasingly worse incidents of irrational and violent behavior); Claws: DR 3

Special Abilities: Navigate by sound, immunity to spells of illusion, flight

Armor: Shaggy fur, PR 2

Hit Points: 17

Habitat: Subterranean, ruins, mausoleums

CHANG

Chang are vicious, metallic-scaled fish found in rivers and lakes throughout the Quan Empire, in parts of the Inland Sea, and in the waters around certain islands in the Southern Rim. They travel in schools of up to two hundred individuals, and they will attack even such large predators as skalanx and river kra. When food is scarce, they have been known to attack small river craft, tearing at the hull in order to get at the craft's occupants. The Kang favor these creatures as "pets," keeping them in heavy glass tanks, captives of the Kang sometimes being dropped into the tanks for entertainment.

Size: 1'-3', 3-12 lbs.

Attributes:

INT -9	PER +0
WIL +4	CHA +0
STR -4	DEX +5
CON +2	SPD +8

Ability Level: 6

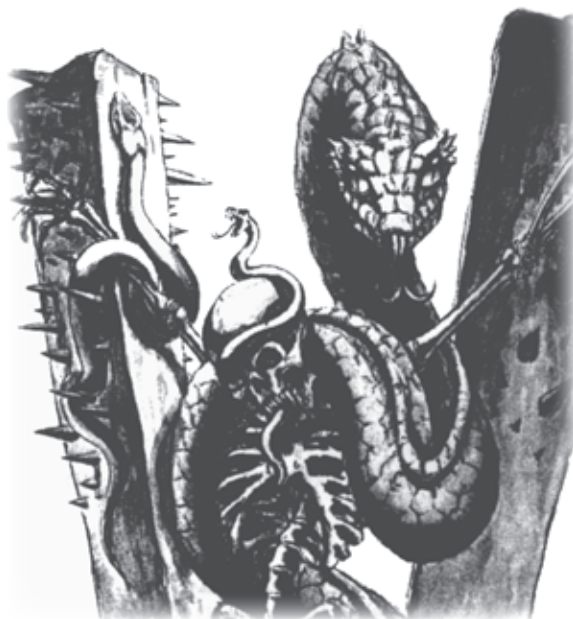
Attacks/Damage: Bite: DR 3

Special Abilities: None

Armor: Metallic exoskeleton, PR 5

Hit Points: 6

Habitat: Quan Empire (rivers and lakes), Inland Sea.



CHASM VIPER

Chasm vipers are metallic-scaled serpents indigenous to the canyons of Sindar, the Wilderlands, and other arid domains. They are expert rock-climbers and normally prey on small avians and vermin, though they will attack larger creatures if threatened or startled. The venom of the chasm viper is not particularly potent, but it possesses properties that make it useful in the concocting of poison antidotes. For this reason chasm vipers are valued by Sindaran alchemists, though elsewhere the creatures are regarded as vermin and exterminated on sight.

Size: 1'-8', 2-16+ lbs.

Attributes:

INT -7	PER +1
WIL -3	CHA n/a
STR -1	DEX +5
CON 0	SPD +3

Ability Level: 4-7

Attacks/Damage: Bite: DR 2, plus DR 2 poison damage

Special Abilities: Poison bite, ability to climb rock surfaces

Armor: Metallic scales, PR 5

Hit Points: 4 +1 per foot

Habitat: Seven Kingdoms, Wilderlands, Deserts

DEATH'S HEAD VIPER

The most poisonous of Talislantan serpents, the death's head viper is found only in the jungles of Chana and on certain tropical islands of the Southern Rim. This small serpent can be identified by its green scales and the white, skull-like markings on the back of the head (hence the name, "death's head viper"). The death's head viper is a ground snake, typically making its home in the high grasses. The serpents feed on small vermin but are very high-strung, and they will literally attack anything that moves. The venomous bite of the death's head causes searing pain and usually results in death within a minute's time.

The Witchmen of Chana are known to charm death's head vipers, which they wear like living bracelets. With a flick of the wrist, a witchman can throw the viper with considerable accuracy to a distance of up to about ten feet; after striking, the creature returns to its master. Known as "wrist vipers," these trained serpents sell for as much as three hundred gold lumens in certain regions.

Size: 10"-12", 1 lb.

Attributes:

INT -7	PER +4
WIL 0	CHA +0
STR -6	DEX +6
CON 0	SPD +8



Ability Level: 5-6

Attacks/Damage: Bite: DR 1 +poison (CON roll to resist or fatal within one minute; successful roll means victim goes into a coma for 12 hours or until an antidote can be given)

Special Abilities: None

Armor: Scales, PR 2

Hit Points: 6

Habitat: Chana, southern Quan Empire, Far Isles.

DEPREDATOR

Depredators are monstrous, one-eyed avians who are believed to hail from another dimension, or perhaps, another world; no one seems to know for certain. Their powerful forms are encased in an exoskeleton of dark purple chitin that confers virtual immunity to claw and fang. Their long, serpentine tails terminate in a knot of spikes resembling a mace and they are equipped with sharp fangs and curved horns. The depredator's metabolism allows it to regenerate at an astounding rate.

Depredators are strong flyers who prefer to prey on other avian species such as batranc and dractyl. It is likely that they contributed to the disappearance of the azoryl, a creature that is thought to have become extinct sometime around the year 610 of the New Age.

Depredators are forever gliding on the winds in search of prey, alighting on the ground only to mate and lay eggs. They will dive down and snatch prey from the ground, but only in areas that are clear of trees or other ground cover. In the past, depredators were mistakenly classified as wind demons, an understandable error given the frightening appearance of these horrible predators.

Thystram described the depredator as "an entity of extra-planetary origin, capable of traversing the vast space that lies between worlds as a mudray navigates the Sascasm River. They hail from one of the seven moons, and come to the world of Archaeus to feed, and to mate." Scholars have since expressed reservations about Thystram's claims, citing a lack of



DRAC

Dracs are a species of small, wingless dragons. In the wild, these creatures prey mainly on vermin but may exhibit aggressive tendencies.

Drac are much favored as pets in some lands, where a young, up to one-fott long, drac may sell for as much as fifty gold lumens. They are sometimes trained as guard beasts or trackers.

Size: 2'-8' in length, 20-160+ lbs.

Attributes:

INT +1	PER +4
WIL +0	CHA +0
STR +0	DEX +2
CON +2	SPD +2

Ability Level: 1-4

Attacks/Damage: Bite DR 4, Claws DR 1

Special Abilities: keen sense of smell

Armor: Scaly hide PR 2

Hit Points: 4-16

Habitat: Wilderness regions continet wide

substantive evidence. It is true that, on occasion, the naturalist was prone to outrageous theories. Yet even some of his most outlandish claims have been proven to contain more than a grain of truth.

Size: 8+ ft., 700+ lbs.

Attributes:

INT-2	PER+2
WIL+3	CHA-5
STR+7	DEX+2
CON	SPD+6*

*airborne; +1 on land

Ability Level: 1-12

Attacks/Damage: Bite 8, Claws DR 10, Tail DR 16

Special Abilities: Regenerate 2 hit points per round

Armor: Armored exoskeleton, 5 points

Hit Points: 18, +2 per level

Habitat: Skies above Talislanta



DRACONID

Draconids (also known as fire lizards or pseudo-dragons) are smallish reptiles native to certain rocky regions of Talislanta. They are not unattractive creatures, their scaly hides and leathery wings showing various shades of bright red, yellow and orange. Even fully grown, draconids rarely measure more than eight to twelve inches in length.

Highly coveted by collectors of rare animals, draconids are known to bring prices in excess of six hundred gold lumens apiece. If raised from infancy, these colorful creatures make loyal pets. Although they are only fair flyers, they are elusive and can be difficult to capture. Furthermore, the bite of these creatures, while doing little actual damage, causes a searing, burning pain (hence the name, fire lizard). A derivative of draconid venom is much favored by torturers, who find it has many practical uses.

As draconids are able to detect magical emanations, they are also in great demand amongst practitioners of the arcane arts, who employ these tiny reptilians much as hunters do certain types of tracking beasts (such as Tarkus). The unexceptional range of this ability, and the draconid's tendency to become confused by the near proximity of other magic items (such as those carried by its master, and/or its master's associates), can sometimes limit the draconid's effectiveness when utilized in this capacity.

Size: 8"-12'; 1-31bs.

Attributes:

INT +0	PER +4
WIL +0	CHA +0
STR -3	DEX +6
CON +0	SPD +3

Ability Level: 1-2

Attacks/Damage: Bite: 1-2 points (plus searing pain: roll vs WILL or incapacitated for 1-4 rounds)

Special Abilities: Flight, possible ability to converse in Ancient tongue, detect magical emanations (range: 20 ft.)

Armor: As per chain mail

Hit Points: 2-8

Habitat: Volcanic Hills, wastelands, ruins

DRACTYL

Dractyl are a species of winged reptilian found in the hills and mountains of Harak, Xanadas, and (less commonly) L'Haan. In the wild, these creatures live on the ledges of cliffs and chasms, usually in groups of ten or twelve. Dractyl have a language of sorts but are among the most dour and rancorous creatures in Talislanta. Their diet normally consists of vermin, scorpions, and spiders, though they will eat almost anything that can be obtained without great exertion. The rheumy, yellow-eyed stare of these avians is somewhat unnerving, a fact from which dractyl seem to derive a certain perverse pleasure.

Dractyl are trained as steeds by the fierce Harakin, who use them for airborne and overland transport. Awkward and ungainly, dractyl are only fair flyers and have an aversion to flying at altitudes exceeding about a hundred feet. Though the Harakin ride them into battle, dractyl have little love of combat, and they obey their masters primarily to avoid being eaten at the next meal.



Size: 7'-7'6" in length, 25'+ wingspan, 600-800+ lbs.

Attributes:

INT -5	PER 0
WIL +0	CHA -6
STR +2	DEX -2
CON +2	SPD +2*

* in the air, -2 on the ground

Ability Level: 3-6

Attacks/Damage: Bite: DR 8, Claws: DR 8

Special Abilities: Flight, capable of speech

Armor: Hide, PR 2

Hit Points: 34

Habitat: Harak, northern Quan Empire, Xanadas

DRAGON

Famed in legend and lore, the dragons of Talislanta are an ancient race of reptile that is now on the verge of extinction. Several species, most notably the multi-headed kaliya and the crested dragon, have been almost entirely extirpated. Others, such as the ponderous land dragon, may soon be hunted to extinction by the Araq and other predatory creatures.

Talisantan naturalists divide dragons into two types: the great dragon, which are now quite rare, and the lesser dragons, which together comprise the smaller, more common, and generally less-imposing sub-species. All begin life as larval wyrmmms, which look like legless newts covered with segmented, exoskeletal carapace. They hatch from eggs, deposited and abandoned in subterranean tunnels and caverns by the fecund females of the species.

The wyrmmms emerge from their leathery egg casings in a foul mood, their only thought to obtain food. If they are captured and cared for at this stage, it is sometimes possible to tame and train the vicious little beasts. Accordingly, great dragon wyrmmms can bring prices in excess of two thousand gold lumens apiece, or about half this for eggs.

DRAGON, CRESTED

The Crested Dragon is the most magnificent of the Talislantan dragons, and the most intelligent. It gets its name from the rows of brilliant orange crests which run from the head, down along the spine and to the tip of the tail. Their bodies are covered with shining scales, usually ranging in color from bright red to golden yellow. The scaly hide of a crested dragon is as resistant to damage as plate mail, and is unaffected by flame. Adult specimens may reach an overall length of forty feet.

Crested dragons are fire-breathers, and are able to use their pyrotechnic abilities up to four times a day. Their teeth and claws are also formidable weapons, though crested dragons prefer to avoid physical combat whenever possible. They are capable of speech and more often than not, magic; the most ancient of their kind often attaining a great proficiency in the Arcane Arts.

Crested dragons generally make their lairs in abandoned ruins, dungeons, and castles. The most evil of their kind keep vast hordes of stolen treasure, which they sleep upon. A few are riddlers, who refuse to allow travelers to pass through their domains unless they can answer a clever rhyme or parable.

Thystram's *Collectanea* describes the crested dragon as "*the most misunderstood of the dragon species; an intelligent beast, largely quiescent and benign, unless aroused to ire.*" Though one is hesitant to cast aspersions upon the character or veracity of the renowned savant, it is perhaps well to note that Thystram was not averse to taking a glass or two of spirits, particularly in the late evening hours, when he was in the habit of transcribing notes to text. This may well explain why the *Collectanea* contains a number of statements such as the one previously quoted, which is patently absurd.

Due to overhunting and increased competition from other, aggressive species, the Crested Dragon is now all but extinct across the Talislantan continent.

20 Years... Still No Elves!

Size: 30-40ft., 4-6+ tons

Attributes:

INT +3	PER +2
WIL +3	CHA +0
STR +10	DEX -2
CON +5	SPD -1

Ability Level: 10-20 +

Attacks/Damage: Bite DR 22, Claws DR 15,
Fiery Breath DR 4 per Ability Level

Special Abilities: Breathe fire (four times per
day), One magical Order with 3 Modes at ability
level, converse in three or more languages, flight

Armor: Thick hide PR 6

Hit Points: 40-80

Habitat: Wilderlands, abandoned ruins



DRAGON, LAND

Land dragons are massive reptilians indigenous to the Wastelands and Volcanic Hills. Land lizards, ogriphants, and crag spiders are the favored food of these huge beasts, luckless travelers serving to augment the land dragon's diet as the opportunity arises. The largest and most powerful of these creatures are known to attack raknid colonies, tearing through the fibrous hives in search of juicy eggs and larvae.

Land dragons have been domesticated by the Saurans, who outfit them with battle towers and train them for use in warfare. Aggressive by nature, the giant quadrupeds are well-suited to this type of activity, and can easily batter down stone fortifications. Land dragons have long been hunted by Araq, who kill their young for food and use terrible dragon-traps to maim mature dragons. As a result, the species is believed to be on the verge of extinction.

Size: 40'-50'+, 6-10 tons

Attributes:

INT -9	PER -5
WIL +8	CHA +0
STR +12	DEX -4
CON +8	SPD -3

Ability Level: 6-12

Attacks/Damage: Bite: DR 22, Trample: DR 28, Tail: DR 32, Battering Attack: DR 42

Special Abilities: Impervious to heat and flame

Armor: Body plates, PR 8; thick hide underside, PR 3

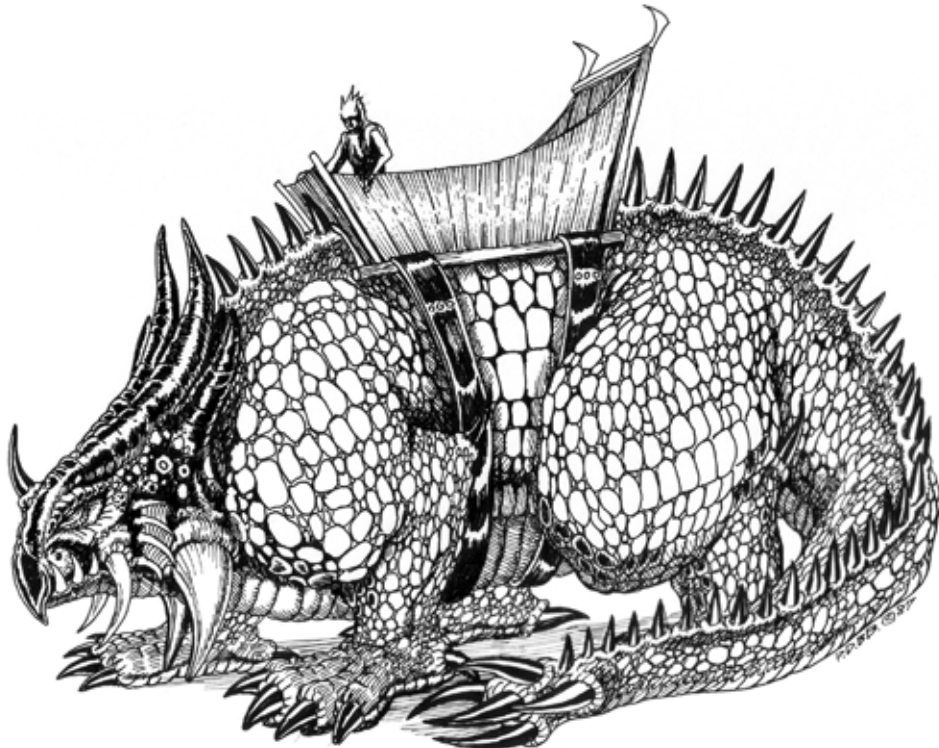
Hit Points: 75

Habitat: Wilderlands, Volcanic Hills, western Quan Empire

DRAGON, SEA

The sea dragons of Talislanta are great serpentine creatures covered with iridescent green scales that dwell in deep waters across the Southern Rim. The bane of ocean-going vessels, they are capable of crushing the hulls of even the largest ships in their coils, and they are attracted by disturbances in the water, which they can sense from miles away.

Sea dragons are not particular with regard to their eating habits, exhibiting an equal fondness for ocean kra, giant sea scorpions, and humanoid beings. They have an abiding fear of zaratan (particularly in herds), and tend to avoid areas where these creatures are found in numbers. A remarkable attribute of sea dragons is their ability to ingest materials of all sorts





without suffering apparent harm; Sun-Ra-San dragon-hunters claim to have found ancient metal artifacts, weapons, and implements in the stomachs of slain sea dragons. Stories of this sort may be responsible for the accounts of sea dragons keeping stores of sunken treasure, a belief that is without basis in fact.

Size: 50'-60', 6-10 tons

Attributes:

INT +2	PER +3
WIL +1	CHA -3
STR +9	DEX -3
CON +6	SPD +2

Ability Level: 8-16+

Attacks/Damage: Bite: DR 25, Constrict: DR 19 per round

Special Abilities: Swallow man-sized prey whole (on critical success), converse in ancient tongue, immunity to poisons

Armor: Scales, PR 5

Hit Points: 86

Habitat: Seas and oceans of Archaeus

DUADIR

Duadir are a mutated species of reptilian that ranges throughout the Wastelands, hunting in groups of up to a dozen individuals. They normally prey on crag spiders and land lizards, though they will attack even land dragons when driven by hunger. Each of the duadir's two heads is capable of attacking independently. The talons of their hind legs are even more dangerous and are used to slash prey.

Duadir are swift runners, easily able to match an equus stride for stride. They lack endurance, however, and can only travel at top speed for about a mile or so before becoming exhausted. The creatures are trained as steeds by the Araq, who accomplish this feat by the cruel treatment of duadir hatchlings.

Size: 10'-11', 600-900+ lbs.

Attributes:

INT -7	PER +4
WIL +5	CHA +0
STR +4	DEX +2
CON +5	SPD +7

Ability Level: 5-11+

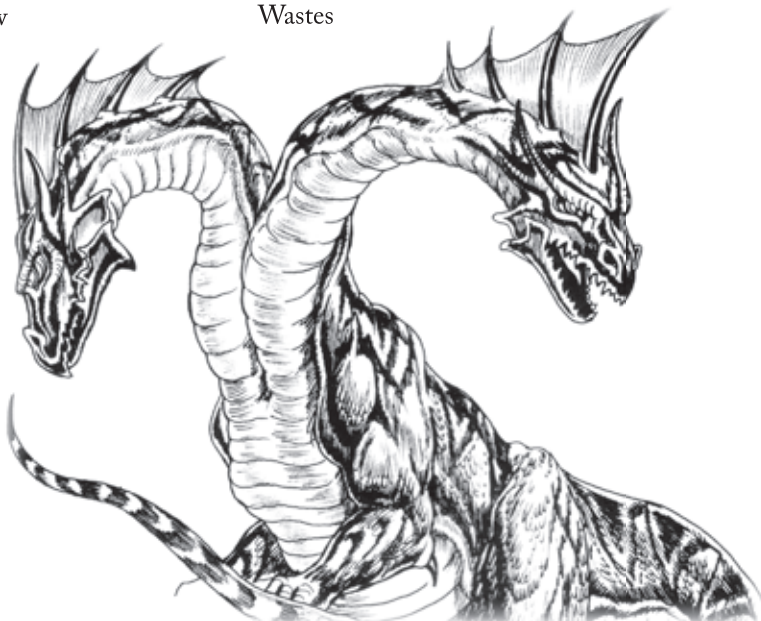
Attacks/Damage: Bite: DR 16, two attacks; Claws: DR 10 or Tail: DR 8, or entangle

Special Abilities: Two heads can attack independently

Armor: Scaly hide, PR 2

Hit Points: 37

Habitat: Wilderlands of Zaran, Volcanic hills, Kharakhan Wastes



DURGE

Durge are a species of ponderous, six-legged herbivores originally bred by the ancient Phaedrans for use as burden beasts. The experiment, viewed in retrospect, appears to have been less than entirely successful. As planned, the hybrid durge were large and exceptionally powerful. They thrived on weeds, dry grasses, and other inexpensive foodstuffs and were mild and placid by nature. Unfortunately, few durge showed any great inclination towards hard labor, preferring instead more enjoyable pursuits; specifically, chasing after durges of the opposite sex. The creatures soon proved to be remarkably prolific; so much so, that the Phaedrans were forced to release great numbers of the hulking creatures into (what was then) the eastern wilderness.

Durge are now found throughout much of the continent, from Aaman and Zandu to the Quan Empire. Domesticated durge are still used as dray beasts, though most are now raised for food. Great herds of these ponderous creatures inhabit the Plains of Golarin, the Wilderlands, and surrounding territories. The proliferation of the species has enabled many a predatory species to survive, and even to flourish.

Size: 8' in length, 5' at shoulder, 2,000+ lbs.

Attributes:

INT -10	PER -4
WIL +8	CHA +0
STR +8	DEX -10
CON +8	SPD -9

Ability Level: 3

Attacks/Damage: Normally, none. Head-butt: DR 16, only if harassed

Special Abilities: None

Armor: Hide, PR 2

Hit Points: 48

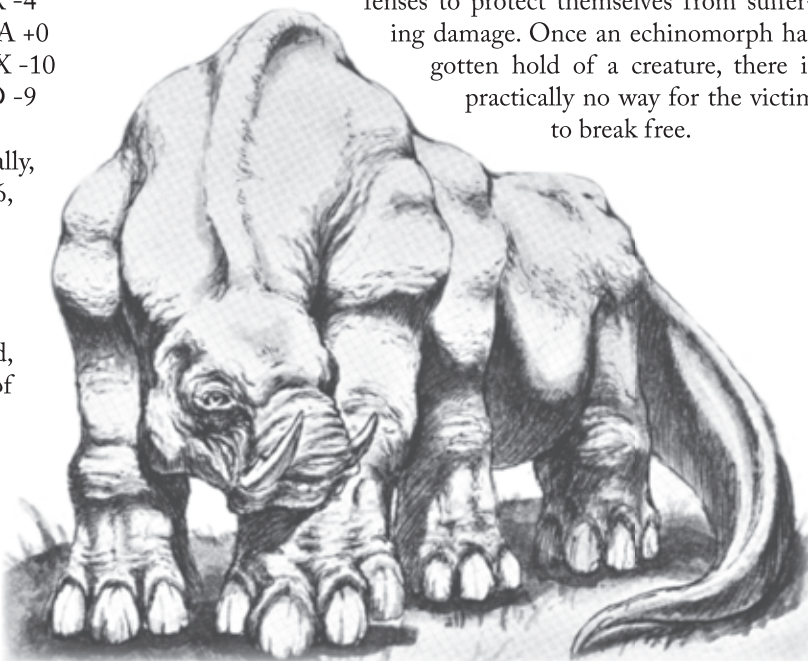
Habitat: Domesticated, Golarin, Wilderlands of Zaran

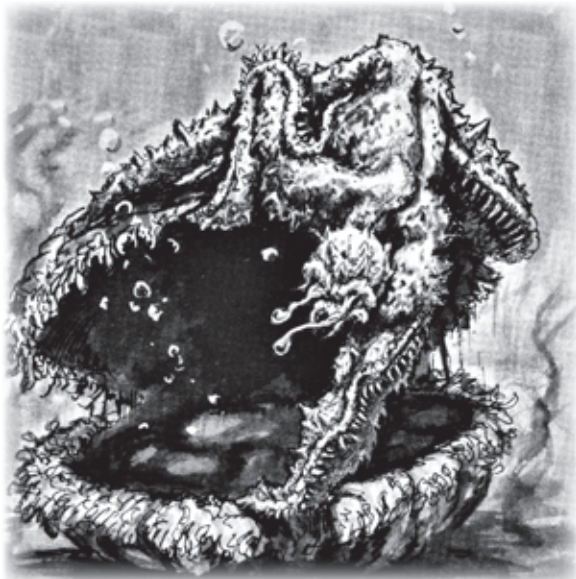
ECHINOMORPH

Echinomorphs are large, spiny-skinned predators native to temperate coastal regions, reefs, riverbeds, lagoons, and tropical isles. They are also found in the Sinking Land, where these star-shaped organisms pose a grave danger to the intelligent mollusks known as snipes.

Echinomorphs are radial life forms, with their five appendages branching forth from a central axis. Their bodies are completely encased in heavy, armored skin studded with sharp spines and burrs. The undersides of the limbs and tail are lined with rows of small barbs and suckers, which are used to hold fast to coral reefs, rocks, or the echinomorph's prey. It is not uncommon for adult specimens to gradually become covered with barnacles, algae, and clinging plants.

Echinomorphs are incapable of swift movement. They feed mainly upon giant mollusks, water raknid drones, and other slow-moving creatures, using their ability to change color to match their surroundings to help them attack victims by surprise. Using such methods, echinomorphs are sometimes able to capture creatures much faster than themselves, including skalax, sea demons, rainbow kra, and even Men. Echinomorphs use their great strength to crush prey slowly in their grasp, relying upon their natural defenses to protect themselves from suffering damage. Once an echinomorph has gotten hold of a creature, there is practically no way for the victim to break free.





Though rare, there have been accounts of echinomorphs attacking small water-going vessels. These aquatic monsters sometimes attach themselves to the hulls of large sailing ships, a situation that can be difficult to remedy. Thystram described the procedure required to remove an unwanted echinomorph from a ship's hull as follows:

First, bring the affected vessel up on dry land, and raise it in the air by the use of a block and tackle. Second, start afire using an abundant supply of wood and kindling. Then, using a pair of long-handled tongs, take several hot coals and apply them to the creature's underside, employing a pry bar to insert the coals between the echinomorph's limbs and the hull. With luck the creature will release its grip and fall to the ground before any serious damage is done to the ship.

The echinomorph's tough, exoskeletal skin is valued by the sea nomads of Oceanus, who use this material in the making of armor, among other things. The price of an echinomorph hide in good condition typically ranges from four to six hundred gold lumens, or the equivalent in barter goods.

Size: 7-8 ft. span, 600-800+ lbs.

Attributes:

INT-6	PER+4
WIL+6	CHA-11
STR+9	DEX-6
CON+8	SPD-10

Ability Level: 1-8

Attacks/Damage: Crushing grasp DR 10 per round (plus DR 3 incidental damage from spiny carapace)

Special Abilities: Able to alter their coloration to match their surrounding, (roll vs. PER at -6 to detect), powerful grasp almost impossible to escape (roll vs. STR at -9)

Armor: Spiny exoskeleton PR 4

Hit Points: 15, +4 per level

Habitat: Coastal regions, seas, oceans, rivers, the Sinking Land

ENDOMORPH

Endomorphs are imp-like creatures that live together in communal shells, with as many as twenty individuals sharing the same common abode. They are quite intelligent and are capable of speech, but are extremely timid; at the first sign of danger, the colony retracts into its protective shell. If removed from its colony, an endomorph will go into shock and die.

Size: 1' long, 1-2 lbs.

Attributes:

INT +1	PER +6
WIL +0	CHA +0
STR -8	DEX +4
CON +0	SPD +6

Ability Level: 1

Attacks/Damage: None

Special Abilities: Ability to sense danger, have own language similar to Talislan

Armor: Shell PR 4; otherwise none

Hit Points: 1-4

Habitat: Mushroom Forest (Werewood), aberrant Forest





EQUUS

Equs are a hybrid of mammal and reptile prized as steeds throughout the continent. They are quite intelligent, and have their own language, called equan. Some few are even able to speak the languages of humanoids, though a natural tendency toward secrecy forbids most equs from boasting of this ability. In the wild, they travel in herds of up to about sixty individuals.

There are four sub-species of equs: the common and reliable graymane; the swifter but less durable silvermane; snowmanes, built to endure frigid climes and sure-footed on ice or snow; and coal-black darkmanes, aggressive and spiteful creatures who often attack other equs on sight.

Size: 5'+ at shoulder, 400-600 lbs.

Attributes:

INT -3	PER +3
WIL +4	CHA -3*
STR +3	DEX +3
CON +2*	SPD + 7*

SPD +8 for silvermanes; CON +1 for silvermanes; CHA -7 for darkmanes

Ability Level: 5-10

Attacks/Damage: Kick: DR 13, Bite: DR 5

Special Abilities: Ability to converse in Equan (some few Equis are also known to speak humanoid languages), immune to cold (snowmanes only)

Armor: Scaly hide, PR 2

Hit Points: 35

Habitat: Plains, wilderlands, snow fields (snowmanes), hills (graymanes), forests (silvermanes), wastelands (darkmanes)

ERD

Erd are a species of domesticated, six-legged mammals found throughout the Western Lands and in parts of the Seven Kingdoms. These creatures are identifiable by their long, shaggy fur and unusual features, which some describe as similar to an old man or sage. The Sarista and Zandir sometimes call them “wise ones” and regale each other with tales of their erd’s placid and patient ways. Erd grow a new coat of fur every spring, shedding the old coat by the fifth week of Ardan. The discarded fur, called shag, is soft and durable and is used to make blankets and rugs. The creatures are quite strong and can be trained as burden beasts. The female of the species secretes a milky substance that can be used to make a flavorful variety of cheese. Erd are easily agitated by fire and may become quite aggressive when in such a state. Wild erd are still found in Silvanus and northern Zandu, though they are now quite rare. Their great size and strength is a natural deterrent to all but the most diligent or desperate predators. The Sarista are quite fond of erd, which they use to pull their wagons.

Size: Up to 8' long, 6' at shoulder, 800+ lbs.

Attributes:

INT -7	PER -2
STR +6	DEX -8
CON 0	SPD -6

Ability Level: 4

Attacks/Damage: Kick: DR 14, or Trample: DR 22; attacks are rare

Special Abilities: Wool used to make shag, females produce milk for cheese

Armor: None

Hit Points: 28

Habitat: Domesticated

EXOMORPH

Exomorphs are fierce quadrupedal predators found in the wooded hills of Arim and most other forest and jungle regions. The creature is justly feared, both for its blood-thirsty nature and for its uncanny ability to blend into its surroundings by assuming virtually any color, combination of colors, or pattern imaginable. Combined with a talent for standing perfectly still for hours on end, exomorphs are nearly impossible to detect in the wild. They often show a remarkable degree of patience, waiting patiently for prey to approach within a few feet before leaping to the attack.

Exomorphs are occasionally hunted for their pigment sacs, from which the finest magical inks and costly dyes are derived. Located at the base of the neck, these small, bladder-shaped glands sell for as much as five hundred gold lumens each. There are two such glands in female exomorphs, three in the more colorful males. A dead exomorph's hide loses its color in just a few hours, becoming practically worthless to all but the most gullible buyers.

Size: 7'-9' in length, 400-600 lbs.

Attributes:

INT -6	PER +4
WIL +5	CHA +0
STR +5	DEX +3
CON +0	SPD +4

Ability Level: 5-10+

Attacks/Damage: Bite: DR 11, Claws: DR 15

Special Abilities: Alter color of hide at will (Stealth at Ability Level +10), tracking by scent at Ability Level +PER

Armor: Scaly hide, PR 2

Hit Points: 45

Habitat: Forests, wilderlands, jungles





FEATHER DRACTYL

Feather dractyl are a small species of avian resembling a cross between an avir and a dractyl. They are peaceful creatures that subsist primarily on a diet of seeds and fruit. Feather dractyls are prized as pets and may be sold for up to a hundred gold lumens in some places.

Size: Wingspan 1'-4', 3-12 lbs.

Attributes:

INT +0	PER +1
WIL +0	CHA +0
STR -8	DEX +6
CON +0	SPD +8

Ability Level: 1-3

Attacks/Damage: Bite DR 2, Claws DR 1

Special Abilities: Flight

Armor: None

Hit Points: 3-9

Habitat: Jungles, forests

FETCH, JUJU

A fetch is a spirit that has been bound within a necromantic totem, such as a mummified head, a hand, or a corpse. The shrunken-head fetishes of the Chana witchmen are perhaps the most common type. These grisly totems are made from the heads of the Chana's enemies, which are mummified and preserved using hot sand and certain rare plant extracts. Using black magic, the victim's spirit (or fetch) is imprisoned within, the eyes and mouth sewn shut in order to prevent its escape. The Chana use shrunken-head fetches to communicate with the spirit realm and as occult advisors. If asked a question by its maker, the fetch must always respond truthfully.

Another type of fetch is the juju, a mindless servant made from a reanimated corpse. In this case the fetch is imprisoned within a body, and must be controlled with the use of a graven image (such as a manikin made of wood or woven reeds). Jujus are powerful but slow, and can only be destroyed by fire. Unless its graven image is also destroyed, a juju may continue to be active, even if only a part of it remains intact.

Juju

Size: 6'-7', 140-200+ lbs.

Attributes:

Mindless

STR +5

DEX -5

CON +10

SPD 0*

*The Juju seems to stumble slowly, but actually moves at normal pace.

Ability Level: As per spell level used to create it (usually 10-15)

Attacks/Damage: Strangle: DR 11, Fist: DR 9

Special Abilities: Destroyed only by fire or by releasing imprisoned soul essence, immunity to magical control or influence except by graven image

Armor: None

Hit Points: 30

Habitat: n/a

FILCH

The filch is a bipedal scavenger indigenous to certain woodland and wilderness regions. These creatures resemble misshapen humanoids, with lank black fur and large eyes capable of seeing clearly in darkness. They are quite elusive, subsisting on food stolen from the lairs and warrens of other creatures, including humanoids. Filches pose a particular nuisance to crag spiders, using their ability to move silently and their invisibility in shadow to rob captured prey from the webs of these giant arachnids.



Skulking in the darkness, filches do their utmost to avoid detection. If detected, they prefer to run rather than fight, but they can be dangerous if cornered. The filch's retractable claws are honed to a razor edge and capable of slicing through tough hide or leather armor with surprising ease.

Filches are averse to returning stolen prey, which they regard as their rightful property. The creatures are fairly intelligent and possess a crude language of sorts. Despised by other species, filches regard themselves as a misunderstood race.

Size: 5 ft. tall, 80-100 lbs.

Attributes:

INT +0	PER +1
WIL -1	CHA -7
STR -1	Dex +6
CON +1	SPD +3

Ability Level: 1-4

Attacks/Damage: Claws DR 6

Special Abilities: Retractable claws, Stealth +10, practically invisible in shadow or darkness (rill vs. PER at -6 to detect)

Armor: None

Hit Points: 7-12+

Habitat: Forests and wilderness regions

FRIENDSHIP AVIR

These colorful avirs travel alone. Sometimes they pick a person and follow him or her for the rest of their lives. If its chosen friend dies, the friendship avir will die within two weeks. Being selected by a friendship avir is considered a sign of good luck among the Sarista and Dhuna folk.

Size: Wingspan 2'-3', 2 lbs.

Attributes:

INT +1	PER +3
WIL +0	CHA +0
STR -9	DEX +12
CON -8	SPD +12

Ability Level: 1

Attacks/Damage:

Beak/claws DR 2

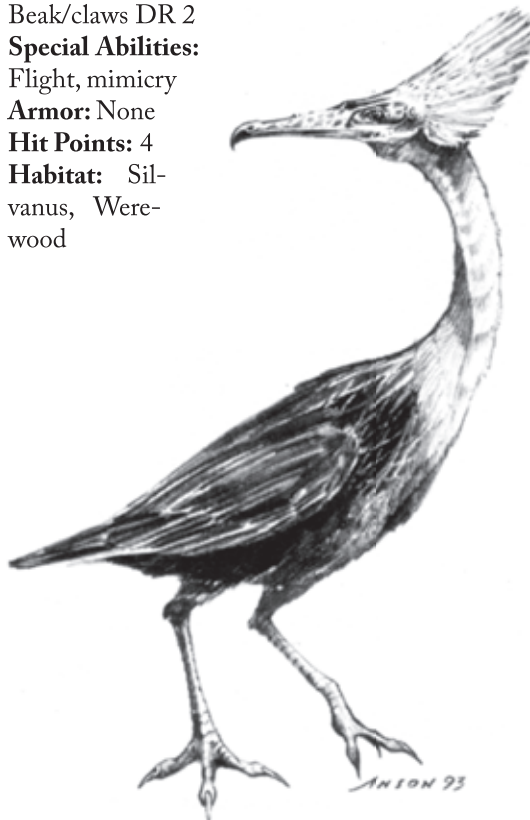
Special Abilities:

Flight, mimicry

Armor: None

Hit Points: 4

Habitat: Silvanus, Werenwood



FROSTWERE

Frostweres are a species of werebeast native to Xanadas and the cold Northern Reaches of Talislanta. In many respects they resemble their relatives, though their hide is white, enabling them to blend into their snowy surroundings. Prowling the glacial wastes of Narandu and the vast snowfields of L'Haan by night, frostweres hunt for snowmanes, tundra lopers, and other warm-blooded prey. They usually travel in pairs, though when the female is in estrus, the male will hunt alone. When on the hunt, the creatures emit a frightful howl that can be heard for miles in all directions. Frostweres will readily attack humanoids in lieu of other prey, but they otherwise prefer to keep their distance from civilized locales.

Size: 6'6"-7', 290-400+ lbs.

Attributes:

INT -5	PER +3
WIL +6	CHA +0
STR +5	DEX +2
CON +9	SPD +2

Level: 5-15

Attacks/Damage: Bite: DR 8, Claws: DR 13

Special Abilities: Keen hearing, track prey by scent at **Ability Level** +PER, night vision

Armor: Shaggy hide, PR 2

Hit Points: 49

Habitat: Narandu, L'Haan, Xanadas, Urag (rare)

GEOPHAGE

The geophage is a species of giant quadruped that is indigenous to deep subterranean caverns, pits, and dead volcanoes. Though quite rare in the New Age, these creatures may still be found throughout the continent of Talislanta and are believed to travel vast distances in search of their favored food, raw metal ores.

Geophages may travel for miles, following veins of ore as they wend their way through the substrata. They are well equipped for this task, with a rock-hard exoskeleton, powerful grinding jaws, and claws capable of cutting through the hardest stone. Born without optical organs, geophages navigate by their keen sense of smell.



Although peaceful by nature, these massive creatures nonetheless pose problems for other subterranean races, particularly the Gnomekin of the Seven Kingdoms. The rough-hewn tunnels made by geophages sometimes undermine Gnomekin settlements and have occasionally caused sections of the Underground Highway to collapse. Gnomekin wardens regularly patrol the underground tunnel complexes that lie below their settlements, using a mixture of stenchroot and other noxious plant ingredients to drive away wandering geophages, who are sensitive to strong odors and will generally avoid areas that have been treated in this fashion.

The Vajra of the Quan Empire have devised another solution for dealing with these creatures. They use a distillation of tantalus vine and other herbal ingredients to charm geophages, then train them for use in underground excavation. In return for their efforts, the geophages are fed inexpensive slag and other metal byproducts, which they find quite palatable.

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Thystram's studies of the geophage led him to the conclusion that these creatures may have been responsible for the creation of the complex network of tunnels known as the Underground Highway. Said the naturalist:

In ancient times, large numbers of geophages may well have existed beneath the surface of the Talislantan continent. Traveling in small family groups, these creatures bored their way through solid stone, following veins of minerals. Over the course of many millennia, the creatures might have created this vast network of tunnels, which crisscrosses the continent for untold thousands of miles.

Size: 20-30 ft., 4-6 tons

Attributes:

INT-7	PER+5 *
WIL -2	CHA-7
STR +12	DEX -7
CON +9	SPD -5

*as pertains to sense of smell only; otherwise, -5

Ability Level: 3-6+

Attacks/Damage: Claws DR 20

Special Abilities Claws ran cut through stone or non-magical metal without penalty, navigate by scent

Armor: Stony exoskeleton PR 8

Hit Points: 40-60+

Habitat: Subterranean continent wide



GIANT MOLLUSK

Giant mollusks are native to the islands, tidal pools, coastal waters, and swamplands of the Southern Rim. There are many species, from benign types that can attain lengths of up to six feet to "man-eating" varieties that can measure up to twelve feet across. Almost all are edible, with one exception: the coral-mollusk, a four-foot bivalve that is found on Batre and Fahn and is normally fatal if ingested. The rarest of all giant mollusks is the giant quaga, a dangerous carnivore that is hunted for the violet pearls that it produces. These pearls may weigh up to ten pounds and are valued at over a thousand gold lumens; understandable, given how difficult they are to obtain. A much smaller variety of quaga is common to Mog; its pearls are of accordingly lesser size and value.

Size: 1'-12' in diameter, 5-500+ lbs.

Attributes: STR +1 per 2' diameter

Ability Level: 1 per 2' diameter

Attacks/Damage: Constriction: DR 3 per 2' diameter

Special Abilities: Crush prey between shells

Armor: Shell, PR 6

Hit Points: 2 per 2' diameter

Habitat: Sea, ocean, lake and river bottoms, shorelines, tidal pools

GRUFFAN

The gruffan are an infamous breed of herd animals found exclusively in the hills and plains of Silvanus. Gruffan are small four-legged mammals with strips of shaggy gray and black hair and a long rounded snout. They are almost always dirty and are known and avoided for their terrible unclean stench. Characters standing too close to a group of gruffan must make a CON roll or become lightly nauseated (-1 on all rolls until they've been in fresh air for a few minutes). A mishap indicates that the character becomes violently nauseated (-2 on all rolls and about ten minutes in fresh air to recover). Characters who plug or hold their noses are immune to the smell. Rolls are made about every three minutes.

Gruffan travel together in packs, lacking any particular familial bonds or social hierarchy. In general, gruffan act violently, charging opponents by surprise, but they are not especially tough. When their opponents aren't frightened away by their bluffing, gruffan have their smell, speed, and sheer numbers to protect them.

The gruffan do have a useful function: one of the most coveted exports from Silvanus, a birth control concoction known as "gypsy salve," is made from gruffan dung.



Size: 3' long, 2' tall.

Attributes:

INT -8	PER +0
WIL +1	CHA -3
STR -1	DEX +0
CON +2	SPD +4

Ability Level: 1-4

Attacks/Damage: Ram DR 3

Special Abilities: Nauseating smell.

Armor: Leathery skin, PR 1

Hit Points: 7-13

Habitat: Hills and grasslands of the Western Lands..

HEKLER

A native of forests and wilderness regions, the hekler is a pestiferous variety of avir. These creatures can be identified by their spiky plumes and by the awful shrill cry they produce when they are hungry. Heklers derive their name from their annoying habit of following after groups of travelers, scrounging for handouts and leftovers. They are extremely persistent and will pursue their victims for miles, squawking incessantly. Worse yet, the hekler's call is known to attract predatory beasts and is audible at distances of up to two miles.

If given a substantial quantity of food, heklers will become silent for a time, allowing their harried victims a chance to escape. If not, their screeching and cawing can continue unabated for days on end. Morvan, a contemporary and rival of the naturalist Thystram, once attempted to chronicle the migratory patterns of these avians. Unfortunately, Morvan's efforts yielded little of substance; he and his party were hounded unmercifully by flocks of heklers, who followed them wherever they went. Finally, exhausted and spattered with droppings, they were forced to return to Phaedra in disgrace.

Heklers travel in mated pairs, stopping to mate and bear young only in the late fall. The creatures are believed related to the nag-bird, a species of similar habits that was hunted to extinction, much to the relief of travelers throughout the continent.



Size: 4-8 in. long, 2-10 oz.

Attributes:

INT-6	PER+4
WIL+4	CHA-11
STR-8	DEX+4
CON-1	SPD+7

Ability Level: 1

Attacks/Damage: None

Special Abilities: Raucous cry audible for up to 2 miles **Armor:** None

Hit Points: 1-2

Habitat: Woodlands, Plains of Golarin (rare)

HORAG

The horag is a legendary creature believed to stalk the swamplands of Jhangara during the time of the Septenarial Concordance, a peculiar event during which, once every seven months, all seven of Talislanta's moons align in the sky for fourteen days. During this time, no Jhangaran would dare venture into the swamps after sunset, fearing that then the horag will come forth to stalk the swamps until the coming of dawn. The Jhangarans claim that the horag is so powerful that its mere gaze paralyzes its victims.

Despite the tales told by the Jhangarans, the existence of the horag remains unproven. Some claim it is nothing more than a folktale, intended to frighten children at night. Certain occultists take a different view, believing that the horag may be a creature from another reality, entering Talislanta through a hole in the dimensional fabric when conditions warrant.

Thystram culled this account from the journals of his mentor Andolmir, who claimed to have spotted a creature he believed was the horag while on an expedition to the coastal jungles of Jhangara:

The seven moons aligned in the night sky, marking the time of the Septenarial Concordance. As the moons lit up the sky, silence fell over the jungle. Not a creature moved; not a single noise was heard. A massive shadow fell over the jungle, and I looked up to behold a monstrous shape that threatened to blot out the night sky. The creature's gaze caused me to freeze in my tracks; though I wanted more than anything to flee, I could not move an inch. Mercifully, I fainted, and when I awoke it was gone. This shadow I believe must have been the horag.

Size: over 20 ft. tall, weight unknown **Attributes:**

INT+10	PER+10
WIL+18	CHA+17
STR+18	DEX-5
CON+18	SPD-1

Ability Level: 50+

Attacks/Damage: Strangle DR 20 per round

Special Abilities: Paralyzing gaze (roll vs. WIL -10 to resist), immune to control or influence, ability to "disappear" at will.

Armor: Hide (type unknown), PR 10

Hit Points: 200+

Habitat: Swamplands of Jhangara

HORNED DEVIL-MAN

Horned devil-men are a race of winged humanoid, thought by some to be exiles from a far distant land or even another dimension. The renowned naturalist Thystram claimed that these creature were outcasts banished from the near-mythical land of Empyrian. The wizard Kabros of Phaedra respectfully disagreed, theorizing that horned devil-men were exiles from the far-flung isle of Thanatus. It is possible that both were correct: the most recent research appears to indicate that horned devil-men may well be related to the race of Tarterans, who were a hybrid species descended from Devils, who were created during what is now referred to as the Forgotten Age. The true origins of the race may never be known, as these creatures are pathological liars and cannot be counted on to give reliable information about anything.

Horned devil-men resemble lank-limbed, gray gargoyle, with twin hornlike protuberances jutting from the chin and peak of the skull. Their wings are comprised of scaly gray hide stretched over a framework of tough gristle; horned devil-men, in fact, appear to consist of little more than bone, hide, and cartilage. The females are particularly shrill and aggressive, though few would care to characterize the males as passive or quiet.



Representatives of the species are most commonly encountered in the desertlands that lie between the city-states of Danuvia and Hadj, though they may be seen throughout much of the Wilderlands of Zaran. Strange and moody by nature, they can often be found sitting atop the ruins of ancient stone towers and columns, where they may be mistaken for stone statues or ornamentation. Errors of this sort can result in unfortunate consequences, particularly if the horned devil-men are hungry enough to eat Man-flesh or are of a mind to rob travelers of their valuables. If they are feeling charitable, it is possible to engage one in conversation, but most travelers find it more expedient to hurry along their way before the creatures' mood changes.

Size: 6'6"-7', 140-180lbs. **Attributes:**

INT+3	PER+6
WIL-3	CHA-7
STR+2	DEX 0
CON+4	SPD+5

* *airborne; +0 on ground

Ability Level: 1-10

Attacks/Damage: Claws DR 5, Bite DR 4, or as per weapon employed

Special Abilities: Tracking, detect magic by scent (range: 5 ft., roll vs. level +PER), night vision, flight, possible Wizardry Order with 2 modes at ability level.

Armor: Scaly skin, 1 point

Hit Points: 11-20

Habitat: Desertlands, Wilderlands of Zaran (origins unknown)

IBIK

The ibik is a flightless bird found only in the Sinking Land. It feeds upon flits, chigs, and other insects, which it spears with a lightning-fast pointed tongue. Ibik are incredibly swift and agile runners, easily able to elude practically any type of predator. The creatures can be trained for use as pets.

Size: 1'-4' long, 10-40 lbs.

Attributes:

INT +0	PER +4
WIL +0	CHA +0
STR -6	DEX +12
CON +0	SPD +12

Ability Level: 1-4

Attacks/Damage: Pointed Tongue DR 1, Claws



DR 2 (up to two attacks per round)

Special Abilities: Superior speed and agility, excellent climber, run across mud or water

Armor: None

Hit Points: 2 per level

Habitat: The Sinking Land, Mog, Jhangara, swamps and marshes

ICE DRAGON

Ice dragons are an anomalous species of lesser dragon that inhabits the frigid northlands of Narandu, L'Haan, and Xanadas. The noted naturalist Thystram stunned his contemporaries by stating emphatically that both ice dragons and ice giants were created by random elemental magics unleashed during The Great Disaster. Discounted at the time as sheer lunacy, Thystram's claim has since gained adherents among naturalists of the New Age.

Like ice giants, ice dragons are composed entirely of magically animate ice except for their hearts, which

are blue diamond. They subsist on wild beasts and humanoids, which they freeze solid prior to consumption; they particularly enjoy ice giants, and will pursue such pre-frozen prey whenever it is available. The ice dragon's frigid breath is cold enough to freeze living creatures in suspended animation, or to render organic materials and metals brittle enough to shatter at the slightest touch.

Ice dragons begin life as crystalline eggs, which the female usually lays beneath the surface of a frozen sea or lake. The larval dragon, or wyrmm, emerges from the egg fully formed. Not until later are the hatchlings able to use their wings to fly or employ their frigid breath as a weapon.

Thystram noted that ice dragon eggs were of such color and clarity that they were easily mistaken for blue diamonds. He added: *"Mistakes of this sort can lead to tragic consequences when the spurious 'gem' hatches, yielding a voracious ice dragon spawn. So it is that shipments of blue diamonds are carefully inspected in the land of L'Haan, in order to avoid unpleasant accidents."*

Ice dragons are susceptible to damage only by fire, magic, and enchanted weapons. They have no natural enemies in their domains except ice giants and Men.

Size: 25-35 ft. long, 4-5 tons

Attributes:

INT -2	PER +4
WIL +7	CHA -9
STR +8	DEX -4
CON +2	SPD -3

Ability Level: 4-16

Attacks/Damage: Breath DR 3 cold damage per level (range: 10 ft. per level; may be used up to four times per day). Bite DR 14 Claws DR 12 (total of two attacks per round)

Special Abilities: Emanate cold in a 10-ft. radius (-2 penalty on opponents' combat rolls when within range of this effect), fire does double damage, immunity to poisons and cold, flight

Armor: Icy hide PR 4

Hit Points: 20 +5 per ability level

Habitat: Narandu, L'Haan, Xanadas, Harak (rare)



ICE GIANT

Ice Giants are magical constructs found in numbers throughout the frigid wastes of Narandu. These unnatural golems are believed to have been created long ago by the Ice King, a mysterious figure who is said to dwell far away in the dark northern realms of Talislanta. Ice giants are comprised entirely of magically animate ice. They emanate waves of cold sufficient in intensity to freeze the ground beneath their feet or slow the reflexes of other creatures in their immediate vicinity.

Ice giants prey upon all sorts of warm-blooded creatures, storing the bodies of their victims in tunnels and caverns carved into the side of glaciers until they are ready to be eaten; ice giants cannot obtain nourishment from anything unless it is frozen solid prior to consumption. Although ice giants are vulnerable to fire, normal weapons are of little avail against them. Adamant blades and enchanted weapons provide a more effective deterrent, and elemental spells that affect water or ice can be used to dispel the magics that animate them. Removed of such enchantments, ice giants shatter into inanimate fragments.

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Size: 9'-10', 1,800-2,400 lbs.

Attributes:

INT -5	PER +0
WIL +6	CHA -6
STR +10	DEX -4
CON +10	SPD -6

Ability Level: 1-20

Attacks/Damage: Fist: DR 18, Club: DR 26

Special Abilities: Emanate cold in 10' radius (causes -2 penalty on opponents' combat rolls), fire inflicts double damage, vulnerable to aquamancy

Armor: Ice, PR 6

Hit Points: 50

Habitat: Narandu

IRONSHRIKE

A smaller relative of the shrieker, the Ironshrike is a metallic-plumed avian native to the Sinking Land. Unlike its larger cousin, the ironshrike feeds primarily on ikshada and is a beneficial rather than destructive creature. They nest in the high branches of barge trees, hunting for ikshada by day and sleeping through the night. The ironshrike's metallic plumage renders it immune to the vicious bite of the ikshada and other small vermin.

Ironshrikes mate for life, and usually produce a clutch of two to three young per year. The eggs are a metallic blue in color and very durable: for most young ironshrikes, emerging from the egg is a trying experience that can take as long as twelve hours. Once free of its metallic prison, the hatchling is prepared to endure the rigors of existence in the Sinking Land.

The metallic feathers of the ironshrike are of some use in making blue iron, a metal valued for its lightness and strength. However, the relatively small size of these avians makes it more efficient for metallurgists to hunt the larger shrieker for such purposes.

Thystram was known to keep a trained ironshrike as a pet, and to bring the creature along with

him whenever he ventured into any region where ikshada were common. He claimed that the ironshrike was also of use in repelling flits and other noxious vermin, though its metallic claws wreaked havoc with his wardrobe.

Size: 3 ft. long, 80-100lbs

Attributes:

INT-6	PER+4
WIL+1	CHA-9
STR-6	DEX+5
CON+1	SPD+6

Ability Level: 1-3

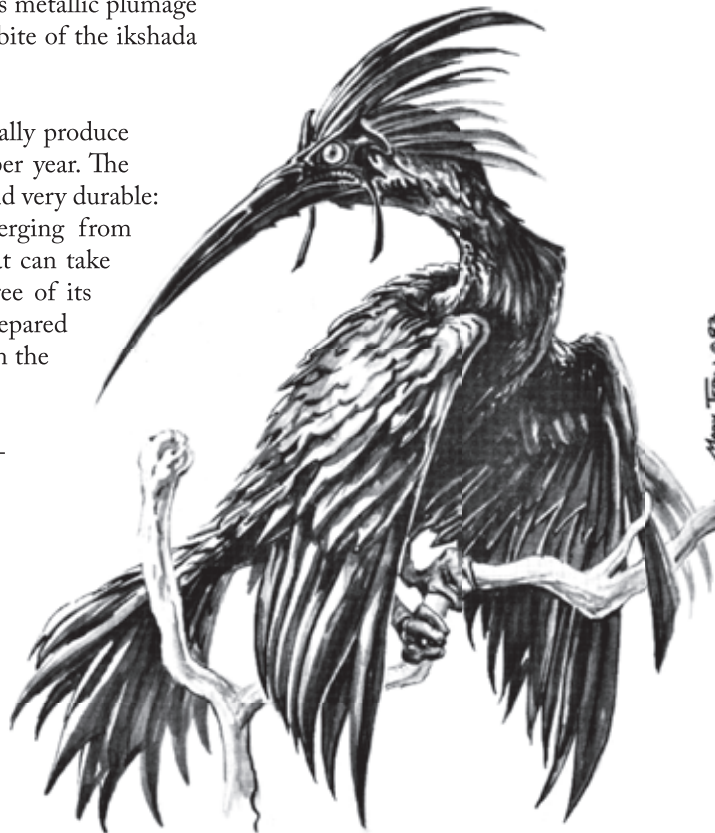
Attacks/Damage: Beak DR 3

Special Abilities: Metallic plumage affords protection from biting insects (including ikshada), loud call can be heard up to 2 miles away

Armor: Metallic plumage, PR 2

Hit Points: 3, +1 per level

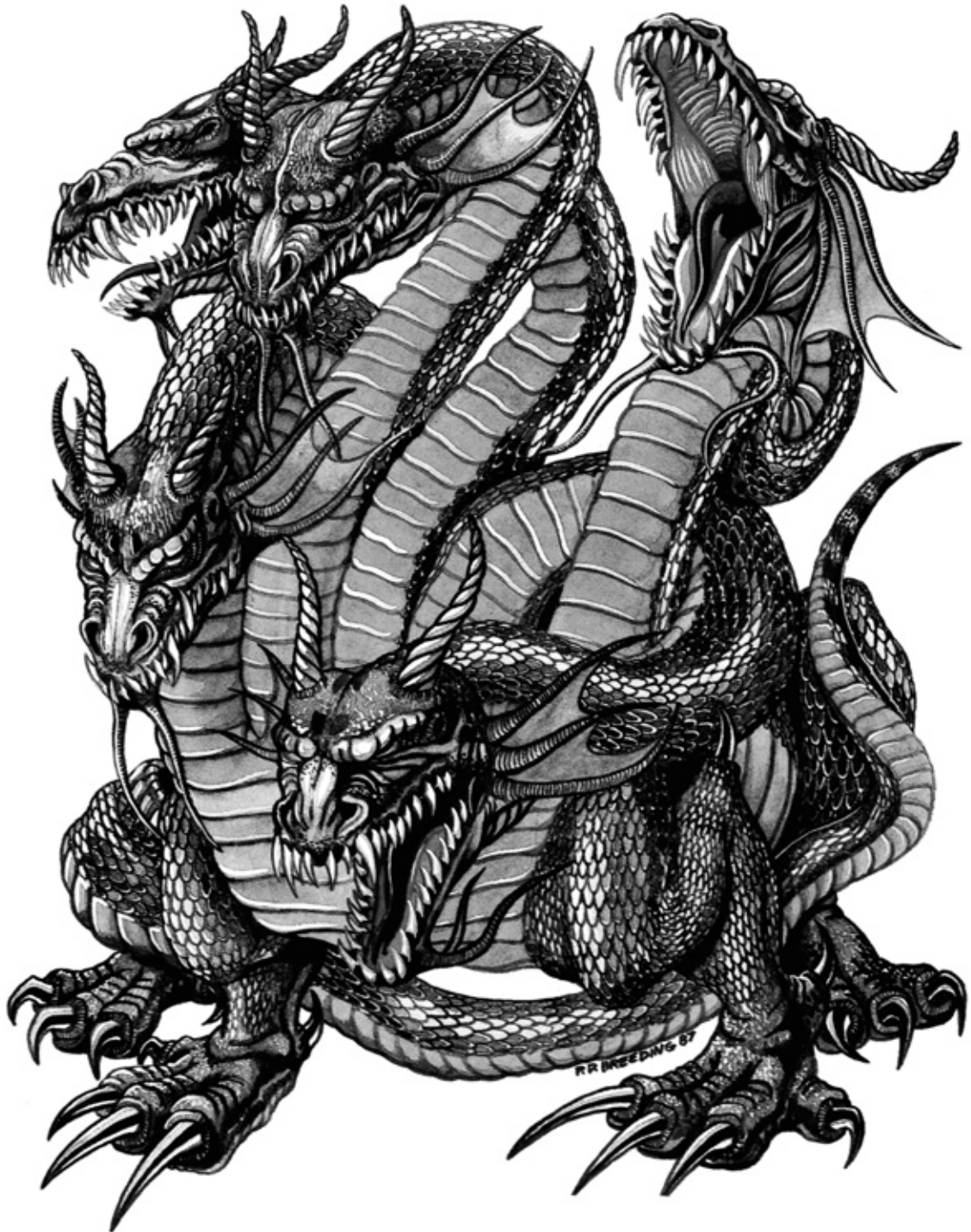
Habitat: Cerulean Forest (northern Quan Empire), surrounding regions



KALIYA

The multi-headed Kaliya are perhaps the most evil of Talislanta's dragon-like species. Measuring up to thirty feet long when fully grown, the body of the

kaliya is covered with glistening black scales. A kaliya may have as many as seven heads, each capable of exhaling a gout of flame or a cloud of noxious, choking smoke once per day. It is believed that kaliya have no control over the precise nature of their exha-



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lations, there being approximately a fifty-fifty chance that either smoke or flame will be produced anytime a kaliya elects to employ this form of attack.

Though most of these monsters possess only average intelligence, some are capable of employing minor spells of black magic. Kaliya lair in caves and subterranean grottos, where they may keep vast stores of treasure. It is not uncommon for an ancient and powerful kaliya to have other, less powerful creatures in its service, helping guard and/or maintain its lair. Adventurers possessed of a most fanatical variety of courage once hunted kaliya for their treasure and their scaly hides, which are useful in the making of strong and lightweight armor. This and pressures from other, more natural predators have reduced the kaliya to near- extinction.

It is arguably true that, as Thystram claimed, "the Kaliya is the meanest and most evil of beasts: it subsists upon serpents and crawling things; it lairs amidst caves rife with moulds and slimes; it consorts with black magicians, and acts as advisor to assassins and despots. Of gold and jewels, it cannot own sufficient quantities, and will refrain from nothing to gain greater riches." Though somewhat over-embellished, Thystram's remarks contain more than a germ of truth, at least in their essence.

Size: 25'- 30', 2-4 tons

Attributes:

INT + 1	PER + 2
WIL +2	CHA -3
STR +7	DEX -1
CON + 4	SPD +0

Ability Level: 6-16+

Attacks/Damage: Bite: DR 5 (one attack per head), or Fiery Breath DR 9 (per head)

Special Abilities: Breathe fire or smoke, possible Necromancy with 5 Modes at ability level.

Armor: Thick hide PR 4

Hit Points: 30-50

Habitat: Jungles, caves, abandoned ruins

KHADUN'S SAGE

A legendary beast of relentless cruelty, Khadun's Sage is said to wander the most desolate depths of Talislanta's deserts, bringing torment and death to all life it encounters. Only one Khadun's Sage is said to exist, Rajan legend crediting the dread entity Death with the foul creature's creation.

A long, bone-white, serpentine body is supported by a multitude of sharp, segmented legs. Blade-like mandibles frame a mobile, fanged maw. Fathomless red eyes glare out from beneath a brow of chitin, while beard-like tendrils hang from its chin, and its brain-like cranium is plain to see.



Khadun's Sage is coldly and cruelly intelligent, powerful physically, as well as possessed of arcane prowess, and an utter lack of mercy.

Size: 90' long, 4.5 tons.

Attributes:

INT +5	PER +2
WIL +8	CHA +0
STR +10	DEX +1
CON +6	SPD +6*

Ability Level: 15

Attacks/Damage: Mandible Slash: DR 18, Bite: DR 16, Leg Pierce: DR 20; total of four attacks

Special Abilities: *Burrow at full SPD; Necromancy with seven Modes at ability level; see invisible and astral presences

Armor: Thick hide, PR 4

Hit Points: 100

Habitat: Desertlands, Wilderlands of Zaran

KIRRYAN

Often given the rather romanticized title of "Ardan's Fangs" by the Mirin, the nocturnal Kirryans of the Northern Reaches are famed for hunting as mated pairs, and for the incredibly intensity of the pair-bonds these predators form. Such is the strength of the bond between a pair of Kirryans, that lone Kirryans have been known to pine away and die following the death of a pair-mate.

Seldom exceeding four feet in length, with a tail of equal length, Kirryans are sleek and well-muscled, with large sensitive ears, and enlarged canines. Their furry hide is a dusky sky blue, their neck, forehead and ears subtly marked with stripes of dark blue. The non-retractile black claws of these creatures are quite impressive for their size, and males are differentiated from the females by virtue of the mohawk-like manes of stiff sapphire bristles that run from their foreheads along their spines.

Immune to their habitat's frigid temperature, and able to pad swiftly and quietly across snowdrifts and lakes of ice, by virtue of their large paws and strong claws, Kirryan are seemingly able to navigate by sound, much in the way cave bats seem to.

Kirryans have proven relatively easy to train, but are unpopular, because they only ever bond with a single master, and prove aggressive to, and mistrustful of, all other individuals.



Size: 3'-5' long with tail of equal length, 30-120 lbs.

Attributes:

INT -6	PER +6
WIL +1	CHA +0
STR +0	DEX +3
CON +1	SPD +3

Ability Level: 4-9

Attacks/Damage: Claws: DR 4, Bite: DR 6

Special Abilities: Sure-footed climbers (even on ice), navigate by sound

Armor: Tough hide, PR 1

Hit Points: 10

Habitat: L'Haan, Narandu, Urag (rare), Harak (rare)

KRA

Kra are giant, sightless eels native to undersea caves and grottos around the isle of Imria and the waters of the Far Seas. In their dark domains, kra feed on all sorts of marine creatures, including skalanx, water raknids, and even other kra. They are fierce and aggressive predators who sense prey by sound and vibration. The most ancient kra may grow to immense size, rivaling even sea dragons in stature. A smaller, sighted species, known as rainbow kra, is commonly found in open waters.

Normally violent, kra become stuporous for short periods immediately following the mating season. It is at this time that Imrians slavers capture them with harpoons and nets, thereafter keeping the kra sedated



with certain narcotic plants and herbs. Imrians employ teams of up to six kra as a means of propelling their barge-like slave coracles. Unpleasant accidents are generally kept to a minimum by the regular infusion of potent sedatives in the kra's food, which is customarily administered to the beasts by slaves and similarly expendable personnel.

Size: 20'-25', 2,000-4,000 lbs.

Attributes:

INT -9	PER +1
WIL +5	CHA +0
STR +7	DEX -1
CON +7	SPD +5

Ability Level: 6-18

Attacks/Damage: Bite: DR 15 +Ability Level, Tail: DR 13

Special Abilities: Aquatic

Armor: Scaly hide, PR 2

Hit Points: 53

Habitat: Oceans, seas

KRA, ICE

Similar in many respects to the Lake Kra, Ice Kra are giant eels that dwell in the waters of the wintry North. Unlike many of their kin, Ice Kra are capable of surviving outside of water. Although they cannot burrow through rock and stone like Land Kra, they are capable of pushing their bulk through snow. Should food supplies grow short in the waters claimed by an Ice Kra, they will typically leave their homes and travel great distances looking for food. The sight of an Ice Kra bursting from a snow bank to snatch up a nearby strider or tundra beast is not an uncommon one according to Mirin tundra scouts.

Size: 10'-15' long, 1000-1500 lbs.

Attributes:

INT -7	PER +0
WIL +2	CHA +0
STR +6	DEX -2
CON +8	SPD +5

Ability Level: 5-15

Attacks/Damage: Bite: DR 10+ Ability Level; Tail: DR 8

Special Abilities: Aquatic; move across land/burrow through snow at SPD +3; Immune to natural cold

Armor: Thick Hide, PR 2

Hit Points: 40

Habitat: Lakes and seas of L'Haan and Narandu

KRA, LAKE

Smaller relatives of the Kra, these giant eels are commonly found in lakes and rivers across the continent. Although they typically do not grow to the size of their other relatives across the continent, the strength and ferocity of Lake Kra are not to be underestimated.

Size: 8'-12' long, 800-1500 lbs.

Attributes:

INT -9	PER +1
WIL +3	CHA +0
STR +5	DEX -1
CON +5	SPD +5

Ability Level: 3-15

Attacks/Damage: Bite: DR 10+Ability Level; Tail: DR 8

Special Abilities: Aquatic

Armor: Scaly hide, PR 2

Hit Points: 30

Habitat: Continent wide

KRA, LAND

Land kra are a species of giant, segmented eels related to the ocean dwelling kra (see The Southern Rim, Imria). A full grown specimen may exceed forty feet in length, and can weigh as much as five tons. Land kra are burrowers, using their powerful jaws to tear their way through rock, soils, and sand. In desert regions such as Kasmir, these creatures can sometimes be spotted by the long “wyrrm-trails” that they leave in their wake. Otherwise, a land kra may inhabit an underground region for decades, or even centuries, without ever being seen by the inhabitants of the upper realms.

Land kra normally prey upon other subterranean creatures, but will come to the surface when such food is scarce. Like the aquatic species, land kra are blind, sensing prey by vibration.

Size: 20'-50'; 4,000-10,000 lbs.

Attributes:

INT -9	PER +2
WIL +7	CHA n/a
STR +12	DEX -4
CON +8	SPD +2



Ability Level: 5-20

Attacks/Damage: Bite: DR 20

Special Abilities: Burrowing

Armor: Segmented plates, PR 5

Hit Points: 40 +1 per foot

Habitat: Subterranean

KRA, RIVER

These giant creatures, sometimes erroneously referred to as river dragons, are related to the ocean-dwelling kra. They are indigenous to freshwater lakes and rivers and may be found throughout the continent of Talislanta. Like most species of kra, they are sightless, navigating by sound and vibration.

River kra are bottom feeders, subsisting on a diet of aquatic plants and marine life. They are notoriously lazy and slow moving, usually content to simply drift downriver with the current. As it is the preference of river kra to avoid unnecessary exertion whenever possible, these creatures generally shun larger prey such as skalanx. Should a river kra swallow something it finds distasteful or unpleasant, such as an echinomorph, it will spit it out at once.

River kra do not normally pose a threat to land-dwelling humanoids, but any who enter the water are considered fair game. River kra sometimes become tangled in fishermen's nets and anchor lines, often with disastrous results; a full-grown river kra can easily capsize most small to medium-sized vessels. If attacked, a river kra may ram a ship, though attacks of this sort are considered rare. Mature individuals are often covered with clinging algae and other plant life, and as such may be mistaken for rotting logs when basking near the surface of the water.

Thystram described a close encounter with a river kra in his instructive pamphlet, “Up the Sascasm River.”

“After a long day of poling upriver, we dropped anchor and moored our flat-bottomed skiff to the gnarled roots of a bog-tree. No sooner had we lain down to rest than the skiff broke free of its moorings and began to move downriver at an alarming rate of speed, traveling back in the direction from which we had come. Fortunately our pilot, a Zann fisherman of some years experience, appraised the situation in an instant. Unsheathing his blade, he cut the mooring lines and our skiff slowed to a halt. He explained that a giant river kra had become tangled in our

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lines while swimming downriver and had unknowingly pulled us along for the ride. The Zann said that incidents of this sort were not unknown, and that we had been fortunate that the kra had not decided to dive, implying that we and our skiff would have followed."

Size: 20-40 ft. long, 4,000-8,000 pounds

Attributes:

INT -8 PER -11
WIL +6 CHA +0
STR +9 DEX -6
CON +7 SPD -5 *blind, but with other keen senses

Ability Level: 1-8

Attacks/Damage: Bite DR 18 (see Special Abilities), Ram DR 20 (+1 per level, ships only)

Special Abilities: Swallow smaller prey whole (river kra will only bite larger creatures)

Armor: Armored plates, PR 2

Hit Points: 15, +3 per level

Habitat: Rivers and lakes continent wide

LAND CRAB

The land crab is a species of large land crustacean that has been described as either an anomaly or a mutation; in a rare admission of ignorance, the naturalist Thystram confessed to confusion as regarded its origins. Naturalists of the New Age describe the land crab as an "anomalous mutation," thereby covering both possibilities.

These creatures can be identified by their heavy outer shell, which is studded with protective spines and is a glistening black in color. The land crab's large front pincers are a deep scarlet in hue and are used for grasping prey and tearing it to bits. The four rear legs are smaller and are used primarily for burrowing in soil or sand. A triangular head and a tail terminating in an additional set of pincers are other attributes associated with this species.

Land crabs exhibit great longevity; some are thought

to live for up to a thousand years. These creatures make their lairs underground, sleeping most of the day and emerging to hunt by night. They are scavengers, normally preying upon the decomposing remains of other organisms. Only when food is scarce will land crabs attack living creatures. They continue to grow throughout their lives and may attain lengths in excess of thirty feet. In desert and wilderness regions, the largest and eldest of these creatures can sometimes pose a hazard to duneships and land arks.

Size: 10-30 ft. long, 3,000-10,000lbs.

Attributes:

INT -10 PER +2
WIL +6 CHA +0
STR +9 DEX -5
CON +10 SPD -7

Ability Level: 1-20

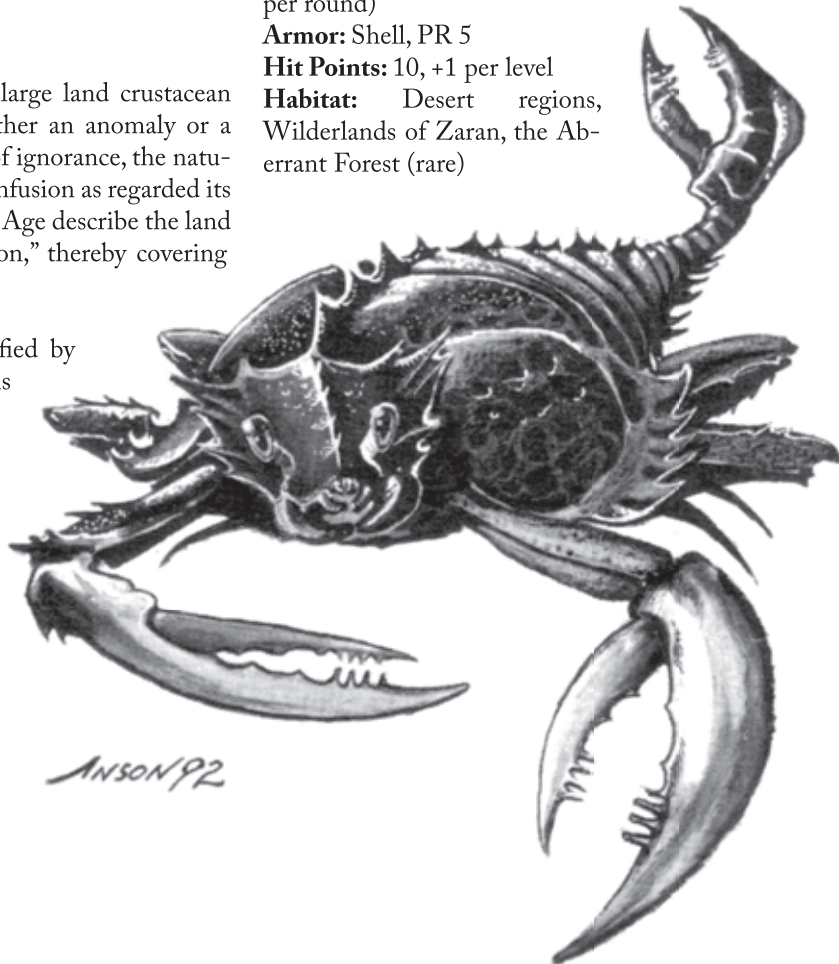
Attacks/Damage: Claws DR 14 (+1 per level)

Special Abilities: Burrowing (2 feet per round)

Armor: Shell, PR 5

Hit Points: 10, +1 per level

Habitat: Desert regions, Wilderlands of Zaran, the Aberrant Forest (rare)



LAND LIZARD

Land lizards are a species of quadrupedal herbivores that roam the barrens and other parts of the Wilderlands in herds of up to a hundred or more creatures. Although they are somewhat sluggish and dull-witted, land lizards are valued for use as pack and burden beasts. They are very strong and can carry as much as twelve hundred pounds without difficulty. If employed as dray-beasts, they can pull wagonloads well in excess of twice their own body weight.

Land Lizards can detect the scent of salt at distances of up to a half mile, and they relish the taste of this substance above all things. As such, a handful of salt can often be used to coax a stubborn land lizard into action, provided the creature is hungry enough to take the bait. If all else fails, one should keep in mind the land lizard's further virtues: its flesh, though far from tender, is edible enough, and the beast's sandy-colored hide has many practical (if not decorative) uses.

Size: 8'-10', 1,800-2,600 lbs.

Attributes:

INT -8	PER -2
WIL +4	CHA +0
STR +7	DEX -4
CON +6	SPD -1

Ability Level: 4-7

Attacks/Damage: Bite: DR 10, Kick/Tail: DR 15

Special Abilities: Detect salt (range: one half mile)

Armor: Scaly hide, PR 2

Hit Points: 46

Habitat: Wilderlands of Zaran, wastelands, Golarin (rare)



L'LATHA

The l'latha is found only on the Isle of Phantas, where the species was created by the thaumaturges of Cabal Magicus many centuries ago. On the isle of Phantas, these agile, reptilian creatures live among the tree-tops and feed on nuts, berries, and insect larvae. If taken while still young, they can be trained to communicate by gestures, to read facial expressions, and to perform even more complex tasks. Phantasian astromancers sometimes keep l'latha as pets, as they are quite intelligent and make suitable helpers in their work. A trained l'latha may sell for as much as four hundred gold lumens.

Size: 2'-3', 10-15 lbs.

Attributes:

INT -4	PER +7
WIL 0	CHA 0
STR 0	DEX +6
CON -1	SPD +6

Ability Level: 4

Attacks/Damage: Bite: DR 1; some may be trained to use small weapons

Special Abilities: detect impending storms, night vision, keen hearing

Armor: Hide: PR 2

Hit Points: 7

Habitat: Isle of Phantas

LOPER

Lopers are a peculiar species of bipedal beasts native to the Borderlands and other Wilderlands regions. In the wild, lopers usually travel in herds of up to forty or fifty creatures, including males, females, and sexless broodlings (latent sexual markings and physical characteristics generally do not develop until the broodlings mature, at or around their third year). The distinction between male and female lopers is an important one; the male of the species is exceptionally mean-tempered and prone to erratic behavior, while the female is somewhat more docile.

Orgovian traders value lopers as steeds and burden beasts, primarily because they are very rugged and eat little. Though they can be captured and trained, lopers cannot be tamed or domesticated. The creatures can only be controlled by the use of a prod-hook - a device employed to keep the loper from biting its rider, other animals, or whatever else is in range of its jaws.

Size: 14' long (8' tall), 400-600 lbs.

Attributes:

INT -8	PER 0
WIL +7	CHA +0
STR +4	DEX +4
CON +7	SPD +5

Ability Level: 5-7

Attacks/Damage: Bite: DR 6, Hind Claws: DR 10, Whip-like Tail: DR 8; one attack per round

Special Abilities: Sure-footed climbers, leap across 20-30 foot spans with running start

Armor: Scaly hide, PR 2

Hit Points: 43

Habitat: Wilderlands of Zaran, Quan Empire



MACHAKKA

Considered spirits by the superstitious Ahazu, the mournful cries of the Machakka echo through the night skies of Talislanta's southern jungles. Small and sleek, seldom exceeding one-and-a-half feet in length, with slender tails half again their own length, Machakka are ideally suited to their arboreal, nocturnal existence. Their soft, luxurious fur is a deep, dark green in color, providing excellent camouflage amid the night-time canopy, broken only by two large patches of brilliant white fur that form a mask over the creature's emerald blue eyes. Six agile limbs end in black claws ideal for attacking prey or seek-

MALATHROPE

Malathropes are terrible predators found throughout the Wastelands and other wilderness regions. Sorcerous hybrids, they are possessed of a sinister intellect and exhibit a marked tendency towards violent and destructive behavior. Like demons, they require neither sleep nor rest and are always active.

Malathropes kill not only for food, but apparently to satisfy some grisly carnal urging; they prey upon creatures of all sorts and show a decided preference for devouring prey alive. The bite of a malathrope delivers a potent neuro-toxin which heightens its victim's response to fear, a condition from which malathropes seem to derive a sadistic pleasure. They exhibit a maniacal disregard for danger and will not hesitate to attack groups of armed individuals, or creatures larger than themselves. The naturalist Thystram noted that "the beasts emit a horrid, hissing laughter even after suffering the most grievous wounds, as if seeming to mock - or perhaps welcome - their own death."

Size: 6'6"-7', up to 3'6" at shoulder, 400+ lbs.

Attributes:

INT +5	PER +4
WIL +7	CHA -9
STR +4	DEX +4
CON +4	SPD +10

Ability Level: 8-16

Attacks/Damage: Bite: DR 8 +poison (CON roll at -5 or victim is too terrified to offer resistance), Claws: DR 10; total of two attacks

ing purchase amid the boughs, while the long slender tail is itself prehensile, providing further means of grasping branch and limb.

Machakka are seldom seen by the Moorg-Wan, Ahazu, or Green Men, for they never venture to the ground of their jungle home, and at most, a flash of their white mask may be seen in the gloom as these curious creatures move swiftly and quietly through the trees.

Machakka hunt the colorful avir of the tropics, feasting on both the animals and their eggs, as well as small lizards, insects, and fruits and nuts of all varieties. These creatures have few predators, but have recently come under threat, for their beautiful fur is much sought after, each pelt selling for as much as 50 g.l. Jhangaran, Gao, Chanan, and Farad trappers have proven only too willing to brave the dangers of Talislanta's jungles for such rich rewards.

Size: 12"-18" long plus 18"-27" tail, 4-8 lbs.

Attributes:

INT -5	PER +4
WIL +0	CHA +0
STR -5	DEX +8
CON +1	SPD +6

Ability Level: 5-10

Attacks/Damage: Claws: DR 2, Bite: DR 1; total of two attacks

Special Abilities: Move through canopy at full speed, nightvision

Armor: None

Hit Points: 5

Habitat: Dark Coast, Mog (rare), Taz (rare)



Special Abilities: Speak in tongues, night vision, immunity to magical influence/control, detect presences at range of 20 feet

Armor: Hide, DR 2

Hit Points: 52

Habitat: wilderness regions

MALAVRAX

The malavrax is a twisted hybrid of malathrope and omnivrax found in Urag and other wilderness regions. Scholars of ancient arcana theorize that the creature is either some Archaen magician's idea of a joke or the result of a deadly experiment in sorcerous hybridization. Whatever their origins, malavrax combine certain of the more extreme attributes of its two forebears. Like malathropes, they are night-black in appearance and possess a sinister intellect and poisonous bite. Like omnivrax, they are most unparticular with regard to their diet and will eat practically anything.

Observers have noted that malavrax are quite deranged and tend to exhibit sudden and extreme mood shifts, ranging from hysteria to rage and black depression. The noted naturalist, Thystram, purported to have witnessed a malavrax devour itself in a spasm of pure spite.

Size: 7-8' in length, 500-600+ lbs.

Ability Attributes:

INT +5 PER +5

WIL -3 CHA -6

STR +6 DEX +3

CON +2 SPD +6

Ability Level: 4-20

Attacks/Damage:

Bite: DR 12 plus poison (CON roll at -2 or victim is too terrified to offer resistance), Claws: DR 12; total of two attacks

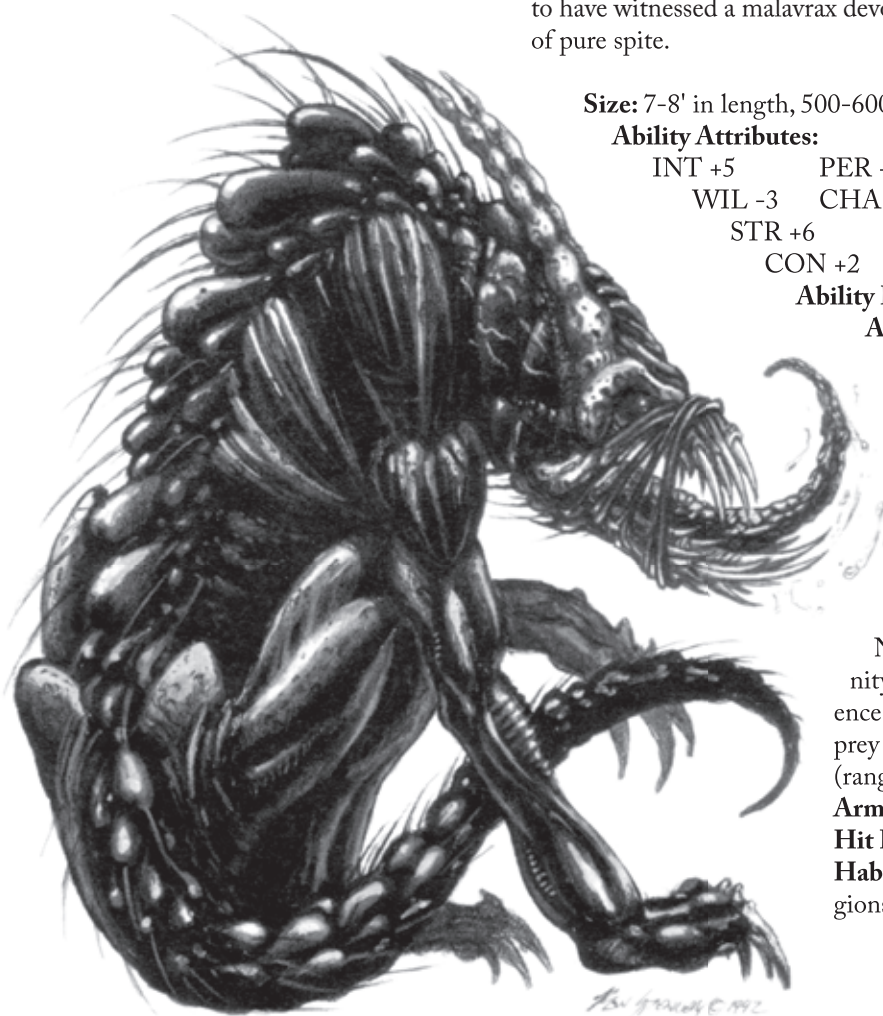
Special Abilities:

Night vision, immunity to magical influence and control, detect prey by sound and scent (range: 100'+)

Armor: Scales, PR 3

Hit Points: 59

Habitat: wilderness regions, ruins



MANGONEL LIZARD

A relative of the land lizard, the mangonel lizard is a denizen of the jungles of Taz and the Borderlands region. Highly aggressive, these creatures have a sinuous tail that terminates in a knob of spiked bone and gristle. The mangonel can use its tail as an effective battering weapon, and so it is shunned by all but the most fierce or desperate predators. Mangonels are herbivorous creatures who generally travel in herds of twenty to eighty animals. Both the males and females will defend their young to the death.

The Thralls of Taz favor mangonel lizards for use as steeds. Though they are difficult to capture and tame, mangonel can be made to serve well in this regard. Their usefulness as steeds depends upon how well the creatures have been trained; a poorly trained mangonel lizard is as much a danger to its rider as it is to any other creature or being.

Size: 8'-10', 2,000-2,800 lbs.

Attributes:

INT -6	PER -2
WIL +4	CHA n/a
STR +8	DEX 0
CON +5	SPD +3

Ability Level: 6-10

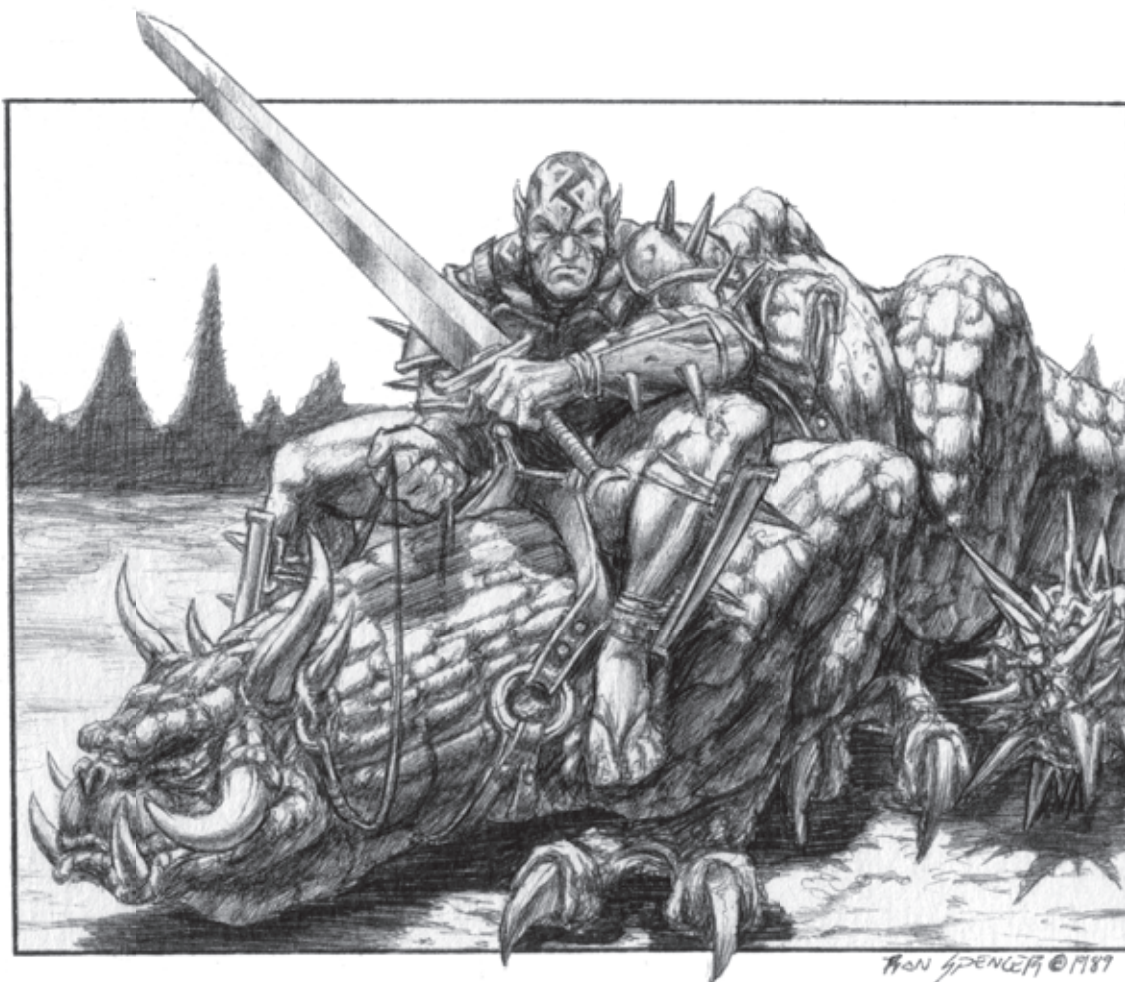
Attacks/Damage: Tail: DR 20, Bite: DR 12

Special Abilities: None

Armor: Thick hide, PR 3

Hit Points: 55

Habitat: Wilderlands of Zaran, Golarin (rare), domesticated (Taz)



MEGALODONT

Megalodons are an immense species of six-legged herbivores that roam the Plains of Golarin in great herds. They are sometimes hunted for their durable hide and horns, the latter being used to make stout bows of excellent quality. Megalodont flesh is tough and gamey, however, and must be marinated for days before most Talisnantans will even try to eat it.

Though appearing to be placid and slow-moving, these creatures can be quite dangerous if provoked or startled. Male megalodons are surprisingly tenacious, particularly as regards the protection of their females. Encroachment into a bull megalodont's territory can often lead to swift and unpleasant consequences, a fact that can be attested to by many an incautious caravan driver or drayman. A stampeding herd of megalodons is well capable of destroying almost anything in its path, only the strongest stone fortifications being able to withstand such an onslaught.

Size: 12'-15' at shoulder, 4-6 tons

Attributes:

INT -8	PER +2
WIL +8	CHA +0
STR +9	DEX -8
CON +9	SPD -4

Ability Level: 5-8

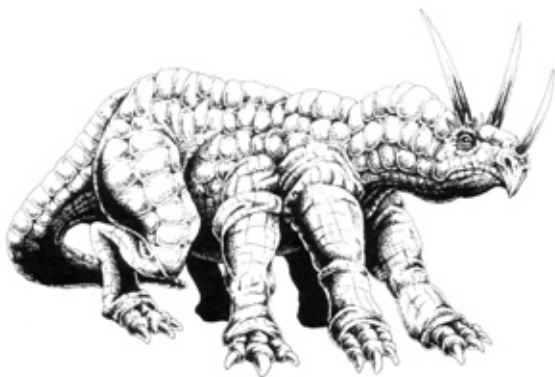
Attacks/Damage: Tail or Kick: DR 25, Trample: DR 35

Special Abilities: Detect scent of blood, predators, or men at ranges of up to one mile

Armor: Hide, PR 2

Hit Points: 70

Habitat: Plains of Golarin, surrounding areas



MIRAJAN

A mirajan is a type of spiritform found only among the arid lands of Raj, Djaffa, and Carantheum. The Djaffir tribes refer to these specters as "Phantoms of the Desert" and believe that they are the spirits of Rajan necromancers who have come back to torment the living. Others attribute sightings of mirajans to hallucination, heat exhaustion, or the malevolent pranks of sand demons.

Mirajans typically manifest late at night, usually without warning, brandishing ghostly scimitars or curved daggers. When ready to strike, the mirajan begins an eerie, whirling "Dance of Death" - a strange ritual that has the power to enthrall any who do not avert their gaze. Once a victim has fallen under its spell, the mirajan attacks, after which it vanishes into thin air. Should the victim survive, a mirajan may return as many as three times in a single night. Victims who have been "killed" by a mirajan show no visible signs of damage and will appear to have died of natural

causes. However, if one opens the victim's eyelids, it will be seen that the eyes are black and lusterless.

Size: 6-7'

Attributes:*

INT +2

PER +3

WIL -3

CHA -3

STR +1

DEX +2

CON -1

SPD +3

* Attributes pertain only to the mirajan's spiritform

Ability Level: 8+

Attacks/Damage: Spirit blade: DR = Ability Level (damage is tallied as usual, but pertains only to the victim's astral or spiritual self)

Special Abilities: Ritual dance (WIL roll at -5 or be mesmerized and incapable of independent action), manifest or disappear at will, immune to non-magical attacks, insubstantial, flight

Armor: None

Hit Points: 18

Habitat: Extra-planar, desert lands

MONOLITH

Monoliths are mountainous elemental entities native to the isle of Garganta and certain other islands of the Southern Rim. Comprised of stone, they are slow to take action, moving only as the mood suits them, which is often not at all. Monoliths claim to be as old as the world itself, and they are said to possess nearly infinite stores of knowledge. They can be convinced to impart a portion of their wisdom to those patient enough to await a reply, though a waiting period of several days or even weeks should be expected when dealing with these lethargic beings, whose conception of time is not affected by the urgency displayed by mere mortals. The performance of a small favor (such as the removal of an irritating opteryx's nest from a monolith's ear) has on occasion been known to add a mild degree of impetus to a monolith's thought processes.

Most monoliths are passive and implacable, though some are prone to outbursts of violence, generally expressed by means of some volcanic or seismic display. Extremely violent volcanic activity may signal the birth or death of a monolith, or so some scholars believe.



Size: 100'-2,000'+ in height, weight unknown

Attributes:

INT +10	PER +2
WIL +10	CHA +4
STR +15	DEX -10
CON +15	SPD -18

Ability Level: 20+

Attacks/Damage: See Special Abilities

Special Abilities: Cause seismic/volcanic disturbances at Ability Level, immunity to magical control/influence

Armor: Stony exterior, PR 30

Hit Points: Unknown

Habitat: Isle of Gargant (Thaecian Isles)

MOONFISH

Moonfish are silvery-scaled aquatic creatures found only in the Inland Sea and Moon Lake, in the Quan Empire. The Sunra revere moonfish for their "songs" - complex melodic patterns that other sentient beings perceive on a telepathic level, and which moonfish "sing" only at night. The Quan, having less highly-refined sensibilities, favored moonfish as a delicacy when they ruled the Empire. In fact, the Sunra believe that the Quan's cruel treatment of moonfish is what brought ruin upon their people. Even so, some wealthy Ispasians still keep these creatures as pets, imprisoning them in ornate crystal spheres.

Size: 1'-2' in length, 2-4 lbs.

Attributes:

INT +2*	PER +3
WIL 0	CHA +3
STR -13	DEX +1
CON -2	SPD +3

*possibly higher



Ability Level: 1

Attacks/Damage: None; moonfish feed on plankton and aquatic plants

Special Abilities: Telepathic communication

Armor: None

Hit Points: 2

Habitat: Inland sea and lakes, Quan Empire

MORDE

Morde are a lowly variety of avian scavenger favored as pets by the Stryx of Urag. They are semi-intelligent and possess the ability to detect the scent of death at great distances. Craven cowrds, morde serve their masters for fear of being eaten. They are believed to be carriers of disease and pestilence.

Size: Up to 1-6' tall; 2-12 lbs.

Attributes:

INT -6	PER +8
WIL +0	CHA +0
STR -5	DEX +2
CON +4	SPD +3

Ability Level: 1

Attacks/Damage: Bite

DR 2, Claws DR 1

Armor: None

Hit Points: 4

Habitat: Continent wide





MUDRAY

Mudrays are a common species of aquatic creature resembling murky-brown mantas. They are edible and form a staple part of the diet of many Talislantans; smoked mudray is sold throughout much of the continent. A less common variety, the glittering silverray, is considered a delicacy. Both species are found in salt and fresh water and have a poisonous sting.

Size: 1'-3' long, 1-6 lbs.

Attributes:

INT -10 PER +0
WIL -3 CHA +0
STR -8 DEX +4
CON +0 SPD +6

Ability Level: 1

Attacks/Damage: Sting:
DR 1 + 2 (poison)

Special Abilities: Poisonous sting

Armor: None

Hit Points: 2

Habitat: Seas,
oceans, rivers,
lakes

NAG AVIR

Native to the forests of Tamaranth and other woodlands, the Nag-Avir is a pestiferous, if otherwise harmless, creature. These tiny yellow and green avir derive their name from their annoying habit of following after groups of travelers, scrounging for hand-outs and left-overs. They are unbelievably persistent and will follow their victims for miles, squawking incessantly. If fed, they will become silent for a time, perhaps up to twenty minutes. If not, their screeching and cawing may continue unabated for days on end. Only by leaving a substantial quantity of food behind can a Nag-Avir actually be gotten rid of.

Complicating matters is the fact that Nag-Avir are not solitary creatures, but travel in flocks of up to two dozen individuals. Worse yet, the Nag-Avir's call



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can be heard for over a mile, and is known to attract predatory beasts. Furthermore, the avir tastes poorly and in fact is mildly poisonous to eat. As Thystram noted in his Collectanea: *"...with the possible exception of parasites and vermin, there are few creatures possessing less useful qualities than the Nag-Avir."*

Size: 6'-6'2"; 160-200lbs.

Attributes:

INT -2	PER +0
WIL -2	CHA -4
STR +1	DEX +0
CON +3	SPD +0

Ability Level: 1-8 -+

Attacks/Damage: Bite DR 3, or as per weapon employed

Special Abilities: Tail may be used to grasp prey

Armor: None

Hit Points: 10-20 +

Habitat: Isle of Pana-Ku, surrounding atolls (rare)

NA-KU

The Na-Ku are a race of cannibalistic misanthropes native to the island of Pana-Ku, in the Crescent Isle chain. They are wretched creatures, with prehensile tails, hunched and malformed torsos, and skull-like visages. Their skin is a greasy, indigo blue in color, their eyes pale yellow. The Na-Ku feed on other humanoids, whom they eat alive. Aside from the ability to utilize their four-foot long tails as grasping appendages, these foul humanoids have few features



worthy of note. They fight with fang and claw, or use bows armed with poison-arrows, deadly missiles made from the branches of the venomwood tree. The Na-Ku's monstrous king is said to have demon blood running through his veins, not a surprising claim, given the nature of this ugly and obese creature.

The Na-Ku are vile creatures of cannibalistic tastes and habits. Their witch doctors possess limited intelligence (INT + 1), and exhibit only the most meager talents in the field of Black Magic (Necromancy Order, 1 mode at ability level).

Size: 6'-6'2"; 160-200lbs.

Attributes:

INT -2	PER +0
WIL -2	CHA -4
STR +1	DEX +0
CON +3	SPD +0

Ability Level: 1-8 -+

Attacks/Damage: Bite DR 3, or as per weapon employed

Special Abilities: Tail may be used to grasp prey

Armor: None

Hit Points: 10-20 +

Habitat: Isle of Pana-Ku, surrounding atolls (rare)

NAR-EEL

Nar-eels are sinuous aquatic creatures resembling long-horned, spiny-finned serpents. They normally prey only upon smaller aquatic species, but have been known to attack small boats and Men. The nar-eel's horn is coveted by ivory traders, who value these items at up to fifty gold lumens apiece.

Size: 4'-12' long, 40-120+ lbs.

Attributes:

INT -10	PER +1
WIL +0	CHA +0
STR +3	DEX +1
CON +0	SPD +5

Ability Level: 1-3

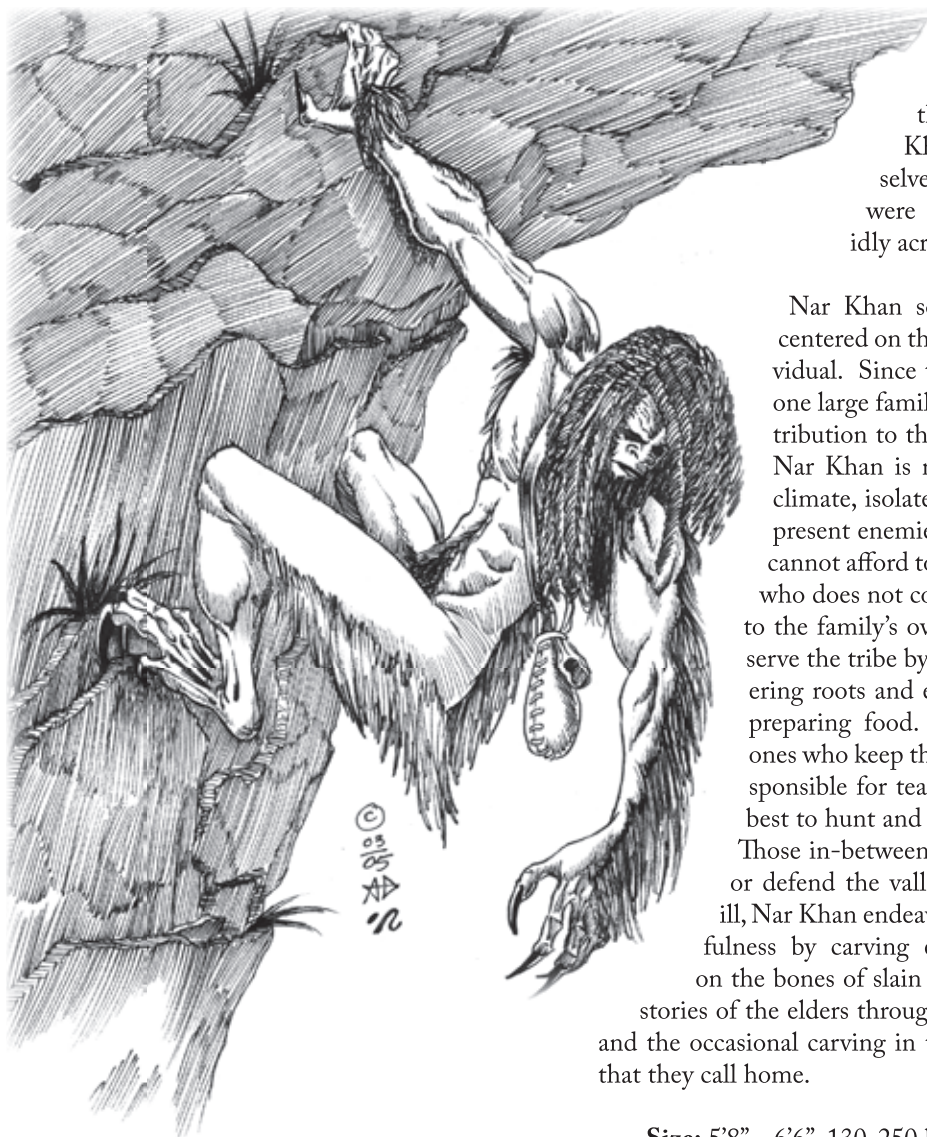
Attacks/Damage: Horn DR 6

Special Abilities: Leap up to 10' out of the water

Armor: Scaly skin, 2 points

Hit Points: 6-18

Habitat: Seas, oceans, rivers, lakes (rare)



NAR-KHAN

The Nar Khan are a small tribe of half-men that eke out a living in the western end of the Crystal Mountains. From their icy mountain valleys, they are able to venture forth to the edges of the Plain of Blue Frost or the southern reaches of the Trackless Wastes in order to hunt. While they have been encountered in the cliffs above the Lost Sea, they have never been known to travel down to the warmer clime of the seabed. The Nar Khan share more than a few qualities with the Mondre Khan: a powerful physique, a mixture of hair and body fur, claws, and perhaps most importantly, a desire to overcome the bestial nature that still resides within them. Possessed of substan-

tial claws on their hands and even larger ones on their feet, the Nar Khan had found themselves gifted climbers, but were unable to move rapidly across other surfaces.

Nar Khan society and culture is centered on the family and the individual. Since the tribe is essentially one large family, an individual's contribution to that family is how each Nar Khan is measured. The harsh climate, isolated location, and ever-present enemies mean that the tribe cannot afford to provide for someone who does not contribute in some way to the family's overall good. Children serve the tribe by cleaning game, gathering roots and edible vegetation, and preparing food. The elderly are the ones who keep the histories and are responsible for teaching the young how best to hunt and identify edible plants. Those in-between are expected to hunt or defend the valley. When injured or ill, Nar Khan endeavor to prove their usefulness by carving elaborate decorations on the bones of slain prey or recording the stories of the elders through both memorization and the occasional carving in the caves and tunnels that they call home.

Size: 5'8" – 6'6", 130-250 lbs

Attributes:

INT -1	PER +1
WIL -1	CHA -3
STR +2	DEX +1
CON +4	SPD +1*

*SPD +6 on ice

Ability Level: 1+

Attacks/Damage: Claws DR2 or per weapon employed

Special Abilities: May skate on ice at SPD +6

Armor: Per armored worn

Hit Points: 24+

Habitat: Narandu

NEUROMORPH

Neuromorphs are bizarre creatures that closely resemble the ambulatory fungi known as neurozoids. Posing as these benign organisms, neuromorphs attack prey by surprise, rending with fang and claw. They normally feed on mudwalkers and other small creatures, but have been known to attack Men.

Size: 1'-4" diameter, 30-120 lbs.

Attributes:

INT -7	PER +0
WIL +0	CHA +0
STR +1	DEX +2
CON +0	SPD +4

Ability Level: 2-5

Attacks/Damage: Horn DR 6

Special Abilities: Leap up to 10' out of the water

Armor: Scaly skin, 2 points

Hit Points: 6-18

Habitat: Seas, oceans, rivers, lakes (rare)

NEUROVORE

Neurovores (or sappers) are small, bat-winged parasites measuring only an inch or so in length. With their bulging orbs, tentacle-like feelers, and clawed appendages, these creatures are certainly unattractive to behold. Rarely encountered, except on the Thae-cian Island of Dalia, they are also quite dangerous.

Neurovores feed on the faint electrical impulses which course through the brain cells of intelligent creatures. These the neurovore absorbs through its sensitive feeler, the process involving direct contact with the victim's cranium. As neurovores are timid and physically unimposing, they usually prey only on sleeping or unconscious victims. They are most attracted to highly intelligent or psychic individuals, whose synaptic activities are more pronounced than creatures of lesser intellect. Sindarans, with their dual-encephalic processes, are particularly favored by these fearsome parasites.

The effects of a neurovore's feeding are often not readily apparent. Their feelers do no physical damage, and leave only a faint, circular mark which disappears several hours after the parasite's attack. Victims of a neurovore typically experience some memory loss, which may range considerably in extent. Actual



mental impairment is seldom noticeable except in extreme cases (attack by several neurovores, or long exposure to a single, famished neurovore). In neither case are the effects of permanent duration, though full recovery from a neurovore's attack may take from one to twelve weeks, depending on the extent of the damage done.

Size: 1"-2", 1-2 oz.

Attributes:

INT +0	PER +0
WIL +0	CHA +0
STR -10	DEX +6
CON +0	SPD +6

Ability Level: 1-2

Attacks/Damage: Feelers: drain one point of INT per hour of feeding (A Neurovore's attack may cause mental impairment leading to partial memory loss, exhibited by the victim's inability to remember detail, skills, known spells, etc. The effects are temporary and generally last from a few days to twelve weeks in extreme cases only.)

Special Abilities: Flight

Armor: None

Hit Points: 1-2

Habitat: Isle of Dalia, tropical isles and jungles (rare), swamplands (very rare)

NIGHTHAWK

Nighthawks are a species of nocturnal raptor native to the wooded hills of Yrmania. Swiftest of Talislantan birds, these ebony predators hunt only during the late evening hours. They have exceptional night vision and can spot even the slightest movement on the ground from altitudes of over one thousand feet. Their shining feathers are as hard as flaked obsidian, their knife-edged wings being capable of slicing through even the toughest hide (the bird's claws and beak are used primarily to grasp and tear prey after



it has been slain). Highly prized as hunting birds, nighthawks are sometimes tamed and kept as companions by Jaka traders and manhunters. The birds can be taught to hunt by day as well, provided they are given sufficient rest.

Size: 1'-2', wingspan 6'-8', 2-6 lbs.

Attributes:

INT -6	PER +8
WIL +2	INT -6
STR -6	DEX +8
CON +1	SPD +8

Ability Level: 7-10

Attacks/Damage: Wings:

DR 5, Beak and Claws:

DR 4

Special Abilities: Night vision, exceptional powers of perception

Armor: Obsidian plumes, PR 3

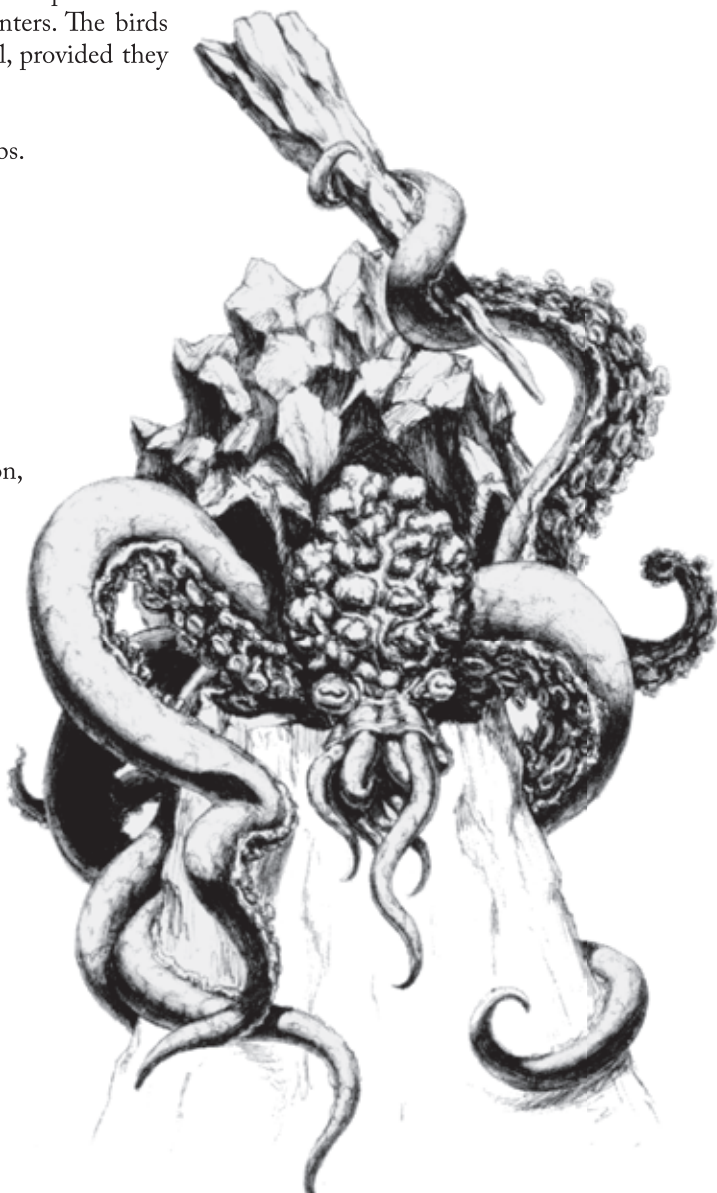
Hit Points: 8

Habitat: forests of Yrmania, Werewood, Silvanus and Tamaranth

OCTOMORPH

Octomorphs are intelligent cephalopods that dwell in the depths of certain seas, oceans, and underground lakes. They are a pale white in color and have bulbous eyes, a bloated cranium, and long tentacles. Mature individuals sometimes steal the shells of giant mollusks, using these devices as a form of protective armor.

Octomorphs are an aquatic species of solitary and often sinister habits. They come forth from their hidden lairs only to hunt for food, preying upon creatures smaller and weaker than themselves. They will attack humanoids in the water or sometimes in small vessels, should the opportunity arise. In all cases octomorphs prefer to attack from ambush, using their suckered tentacles to grasp their victims and squeeze them to death. It is possible that these creatures may be capable of weapon use and perhaps even magic; accounts differ on this point. Octomorph lairs have yielded such unusual finds as weapons, tools, and even enchanted items, all presumably scavenged from the watery depths or stolen from humanoid victims.



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Thystram spent some weeks in study of the octomorph, after which he was able to formulate a theory as to their origins:

Octomorphs exhibit a marked tendency towards paranoid behavior: hiding in rocky caverns and chasms, secreting stolen items, and living a solitary, reclusive existence. Close study of certain archaic bestiaries and grimoires reveals that these creatures bear an uncanny resemblance to the race of Hydrans, who once ruled the seas and oceans of Archaeus during the Forgotten Age. It is possible that octomorphs may be descended from this ancient species, perhaps they were originally exiles from Hydran society.

Size: 6-8 ft. long, 200-400 lbs.

Attributes:

INT +5	PER +2
WIL +2	CHA -5
STR +3	DEX +4
CON +0	SPD +5*

**in water; -10 on land*

Ability Level: 1-6

Attacks/Damage: Tentacles DR 4 constriction per round (up to 8 attacks per round)

Special Abilities: Possible Aquamancy Order with 2 modes at ability level, aquatic, can survive out of water for no more than one minute

Armor: None; some wear shells PR 2

Hit Points: 6, +3 per level

Habitat: Seas, oceans, underground lakes

Ogriphants have been domesticated in several lands, where they are used primarily as burden beasts, to help clear jungle or forest land, and as transportation. In Urag and other places the beasts are trained for use in war and outfitted with plate armor and wooden battle towers. In some places, ogriphants are hunted for their ivory, which brings up to ten gold lumens per pound.

Size: 8'-9' at shoulder, 2,000+ lbs.

Attributes:

INT -7	PER -1
WIL +3	CHA +0
STR +10	DEX -8
CON +7	SPD -2

Ability Level: 3-6

Attacks/Damage: Tusks: DR 20, Trample: DR 30

Special Abilities: Trunk can be used to grasp objects.

Armor: Hide, PR 2

Hit Points: 67

Habitat: Western lands, Mog, Werewood, Narandu and L'Haan (wooly ogriphant)

OGRIPHANT

Ogriphants are ponderous quadrupeds native to the land of Urag and the forests and jungles of northern and western Talislanta; a shaggy-haired variety called the wooly ogriphant is known to dwell among the Northern Reaches. In the wild, ogriphants are usually placid, though they can become quite aggressive during the mating season. With their long tusks, horns, and great body mass, these creatures are more than capable of defending themselves against most types of predators.



OGRONT

Ogronts are a rare variety of gigantic herbivore native to the Wilderlands of Zaran. Protected by rows of sharp spikes, two layers of rugged hide, and a foot-thick layer of fat, ogronts are virtually impervious to harm, a fact which serves to dismay predators of all sorts. Among the most peaceful and placid of Talislantan creatures, ogronts prefer to wander aimlessly, grazing on grasses and any other type of vegetation that they encounter in their travels. The intestinal fortitude of these giants is beyond normal reckoning; briars, poisonous or narcotic herbs, and even trees and timber are evidently completely palatable to ogronts.

In their natural plains and savannah habitats, ogronts generally pose no threat to anyone. In fact, they leave behind a highly nutritive (and exceedingly plentiful) fertilizer that sells for up to fifty gold lumens per ton and is among the only resources available to the impoverished people of Maruk. The problem is that ogronts will not walk around anything they can walk through, including stone walls. Occasionally one of the massive beasts will wander into a settled area,

inadvertently causing widespread destruction. Unaffected by weapons, spells of influence, or most anything else, the creatures are either sublimely stupid or just plain oblivious to the activities of smaller entities. Only the cleverest or most patient methods are of use in ridding a village or town of an unwanted ogront.

Size: 30'-40' at shoulder, 20-30 tons

Attributes:

INT -13	PER -9
WIL +15	CHA +0
STR +14	DEX -10
CON +15	SPD -10

Ability Level: 5-10

Attacks/Damage: Tusks: DR 30, Trample: DR 50; attacks usually are accidental

Special Abilities: Practically impervious to harm; immune to spells of influence

Armor: Dense hide, PR 30

Hit Points: 200

Habitat: Urag, Golarin, Wilderlands of Zaran

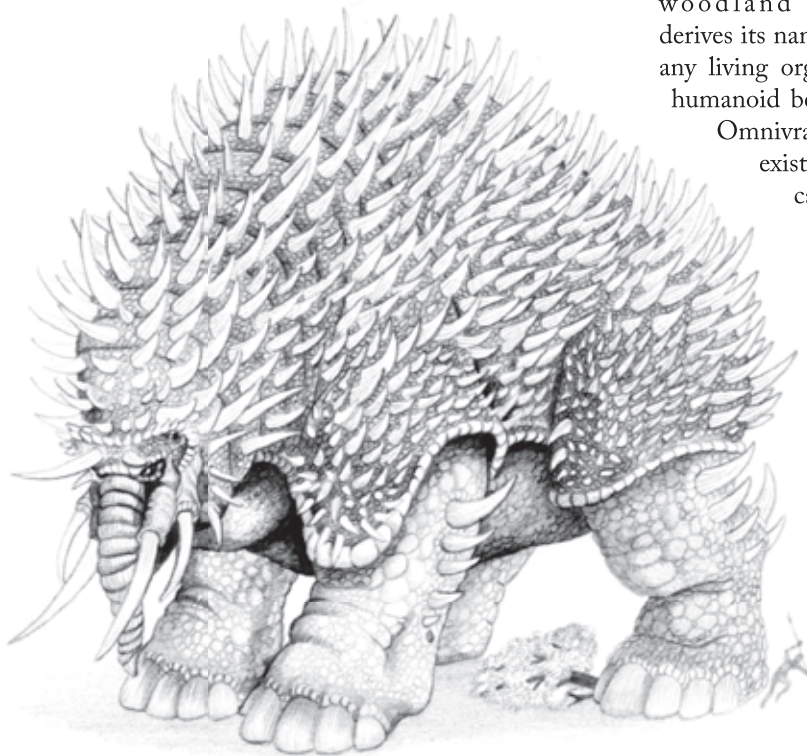
OMNIVRAX

The omnivrax is a ferocious predator native to the Wilderlands of Zaran and other woodland regions of Talislanta. The creature derives its name from the fact that it will eat almost any living organism, including plants, wild beasts, humanoid beings, or even others of its own kind.

Omnivrax are highly-adapted to a predatory existence. They have excellent vision and can see clearly even in total darkness.

Their sense of smell is so acute that they can follow the faintest tracks and trails without difficulty. The omnivrax's hearing is such that it can perceive the sound of another creature's breathing at distances of a hundred feet or more.

The physical characteristics of the omnivrax are likewise exceptional. A full-grown adult is capable of dragging a land lizard to the ground, or running down even the swiftest graymane. The omnivrax's claws and fangs can easily slice through the toughest hide or rip wooden planks to shreds. The natural armament of these creatures affords



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them protection similar to the best chain mail. They are utterly fearless and will readily attack even such dangerous predators as exomorphs, malathropes, and behemoths. If the omnivrax has a weakness, it is that the creature's intellect can in no way compare to its great ferocity. Tales of omnivrax attacking statues, or even their own shadows, are not unknown.

Size: 8'-9' long, up to 4'6" at shoulder, 600+ lbs.

Attributes:

INT -11

PER +6

WIL +6

CHA +0

STR +7

DEX +2

CON +6

SPD +7

Ability Level: 6-12

Attacks/Damage: Bite: DR 15, Claws: DR 19; total of two attacks

Special Abilities: Can subsist on any organic substance, tracking by scent at Ability Level +PER, detect prey by sound/scent (range: 100+ ft.), night vision

Armor: Exoskeleton, PR 5

Hit Points: 46

Habitat: Wilderness regions



OPTERYX

The opteryx is a large, three-headed and three-eyed avian native to the Wastelands and other mountainous regions. Each of an opteryx's heads is encased in an exoskeletal mask comprised of interlocking bone plates, at the center of which is set a single, crystalline orb. These unique ocular organs render opteryx impervious to illusions; a useful attribute when hunting sand demons, the favorite prey of these serpentine creatures.



Opteryx lair in high places, usually amidst a pile of rocks and boulders. They make unusual, triangular nests, using dead branches, rocks, and detritus. Females typically give birth to three offspring every nine years, the largest of which will usually devour its two siblings. Strong flyers, opteryx are capable of lifting an average-sized graymane or ontra into the air, using their hooked "tails" to snare their victims. When on the ground they fold their wings flat to their bodies, enabling them to move about in the manner of serpents.

Size: 30' wingspan, 15' in length, 800-1,200 lbs.

Attributes:

INT -5	PER +7
WIL +6	CHA +0
STR +9	DEX -2
CON +7	SPD +2*

* airborne; -2 on the ground

Ability Level: 8-14

Attacks/Damage: Bite: DR 15 (three heads), Claws: DR 17, Knobbed Tail: DR 19; total of three attacks per round

Special Abilities: Immune to illusions, can carry more than half its own weight while airborne

Armor: Heads, PR 6; Hide, PR 2

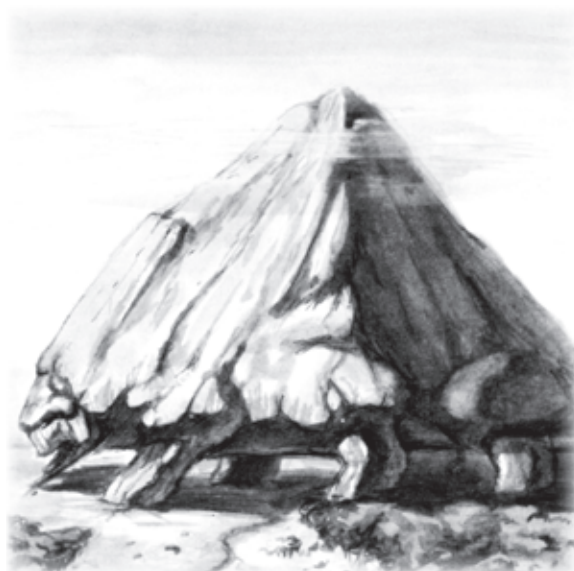
Hit Points: 69

Habitat: Kharakhan watses, mountainous and arid regions

ORUK

Known in legend as "the walking mountain," the oruk is the largest Talislantan land animal, measuring nearly five hundred feet in diameter and standing over two hundred feet in height. During the time before The Great Disaster, the vast expanse now known as the Wilderlands of Zaran was said to have thundered with the sound of these immense creatures, particularly during the oruk's brief but frenetic mating season. Sadly, these mountainous entities are now virtually extinct, and only handfuls are believed to remain upon the continent.

Oruk are very slow-moving, often seeming to remain in the same place for years at a time. They draw nourishment from the soil, dredging up mouthfuls of earth with their shovel-like maws. Over the course of several centuries, an oruk can create a small canyon or chasm by eating its way across the landscape, growing from the size of a small hillock to that of a small mountain.



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As they grow older and even larger, oruk gradually begin to slow down until their tremendous weight becomes too much of a burden for them to bear. Eventually, the oruk stops moving altogether, in death becoming as one with the surrounding topography.

It is not unknown for living or deceased oruk to contain colonies of raknid, manrak, or other creatures. The Wilderlands of Zaran are littered with the lifeless hulks of ancient oruk, many deceased for thousands of years. The Yitek tribes claim that some contain sarcophagi, funerary paraphernalia, and other items accidentally dredged up and swallowed whole by certain of these creatures while feeding. Thystram cites one instance of buried treasure being found in a live oruk's shell, though this may be a fabrication.

Size: 500 ft. in diameter, 200+ ft. tall, weight impossible to calculate

Attributes:

INT -8	PER -5
WIL +10	CHA +0
STR +17	DEX -19
CON +19	SPD -19

Ability Level: 10+

Attacks/Damage: Crush
DR 100 (usually inadvertent)

Special Abilities: Can withdraw its head and limbs into its cavernous "shell" for protection
Armor: Head PR 5; rocky shell PR 10

Hit Points: 100-300

Habitat: The Wilderlands of Zaran

PREEN

The Preen, a flightless avir, was created solely to serve as a pet and companion to fashion-conscious Archaens, and often paraded around on a leash. Standing a mere two feet in height, the Preen is a slender and graceful avir, with violet eyes, a long serpentine tail and neck, shapely legs, and friendly temperament. The creature's smooth alabaster skin was often magically or alchemically enhanced with colored designs, while the creature's fringes of soft white feathers, found on the head, lower legs, and end of the tail, were also subject to styling and coloring.

Preen are clever avir, able to sing melodically and memorize short verses or quotations, and perform simple dances. Unfortunately, Preen are extremely rare in the New Age, both because few survived the collapse of the Archaens, and because the avir are particularly fussy eaters, eating only the choicest, ripest fruits and nuts. As a result, Preen breeders serve a very exclusive market in the modern age, and these avir regularly fetch prices of up to 500 g.l.



Size: 2', 5-10 lbs.

Attributes:

INT -6 PER +1
WIL -3 CHA +0
STR -6 DEX +1
CON -1 SPD +1

Ability Level: 1-2

Attacks/Damage: Kick DR 2, Beak DR 1

Special Abilities: Can be taught to sing and dance

Armor: None

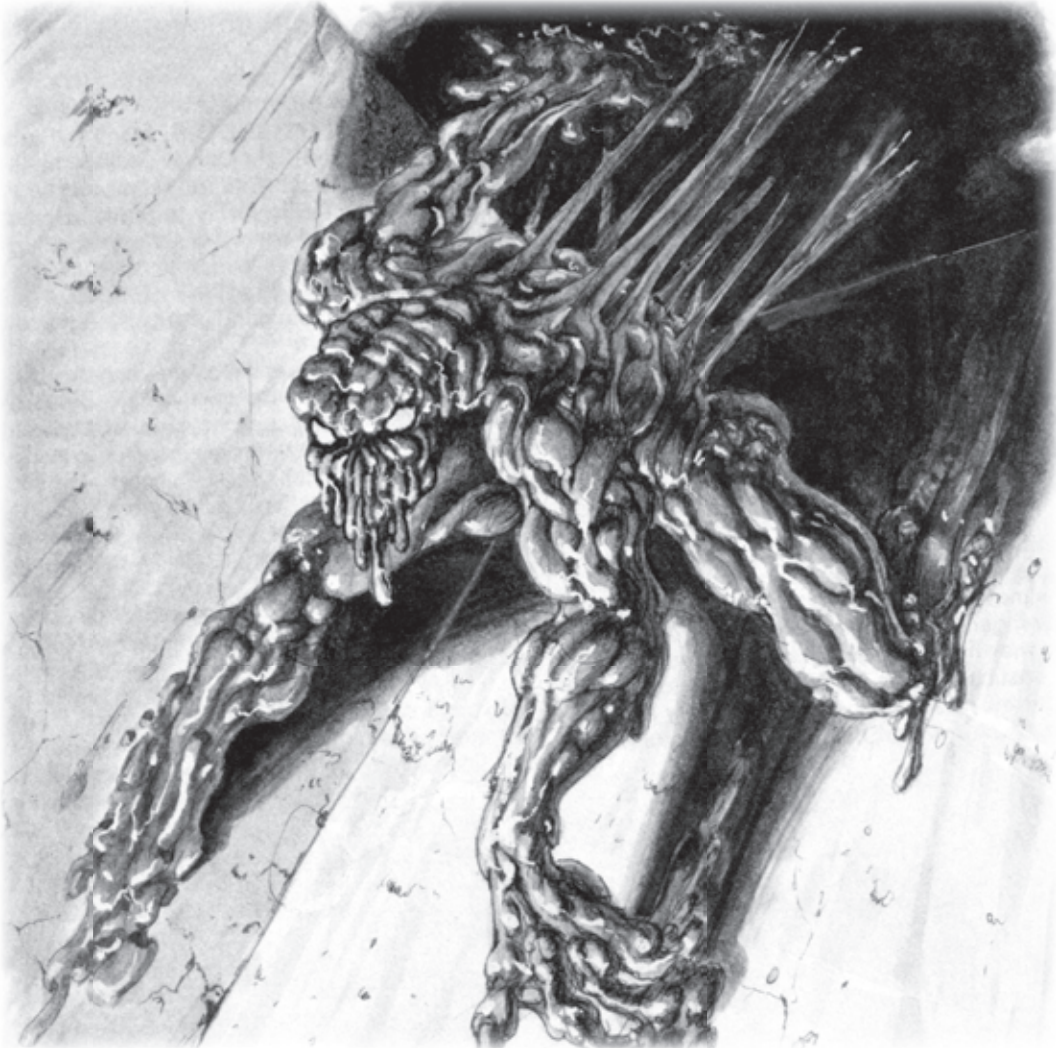
Hit Points: 6

Habitat: Forests of Zanth, Aaman and Vardune, Silvanus (rare)

PSEUDOMORPH

Pseudomorphs are sorcerous aberrations, artificial life forms thought to have been created by the wizards of ancient Phantas, who often dabbled in such procedures. Exactly what the early Phantasians were attempting to accomplish by creating these potentially dangerous entities remains unclear, since all records of their experiments were lost, or more likely destroyed, following the inadvertent escape of several prototypes from the laboratory of Cabal Magicus.

Pseudomorphs are comprised of magically animate protoplasm and lack a true bodily form. They are fairly intelligent and are able to alter the shape and form of their substance at will, and to project illusions. In combination, the pseudomorph's natural



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abilities allow it to mimic the appearance of practically any creature, individual, or inanimate object. These anomalies are unable to mimic or reproduce sounds, however, nor do they possess the talents of true shapechangers; pseudomorphs can only approximate other forms, and must disguise their actual appearance by the use of illusions.

Pseudomorphs attack by engulfing their victims in protoplasm, causing them to suffocate to death. By struggling to break free, the victim usually becomes more and more entangled in the pseudomorph's viscous substance. These creatures feed on the vital fluids of their victims, leaving a withered corpse.

Formerly confined to the isle of Phantas, pseudomorphs may now be encountered almost anywhere on the continent: it is theorized that they came to the mainland via windship, disguised as crewmen, cargo crates, and so forth. They prey upon living creatures of all sorts and are extremely dangerous. Pseudomorphs are harmed only by acids, magic, and enchanted weaponry and cannot be confined except in sealed vaults or airtight containers.

Thystram is reported to have encountered a pseudomorph while exploring the Hadjin tombs. In his monograph "*Life Among the Ruins*," he provides the following account:

"With effort, we were able to remove the heavy stone door that blocked the entrance to the mausoleum tower. Our guide entered first, descending a flight of age-worn stone steps covered with a greenish mold. Much to our surprise, this substance turned out to be a pseudomorph that had taken on the appearance of a common variety of slime mold. By the time I rendered the creature inert with a vial of strong acid, our guide was too far gone to rescue."

Size: Average volume is 125 cubic ft. (5'x5'x5')

Attributes:

INT +5	PER +2
WIL +6	CHA +0
STR +1	DEX -4
CON +5	SPD +4

Ability Level: 1-10

Attacks/Damage: Smother DR 5 per round

Special Abilities: Ability to alter bodily form and project illusory images at will; harmed only by acids, magic and enchanted weaponry

Armor: None

Hit Points: 12-32

Habitat: Wilderness, wastelands, swamps and marshes

QUAAL

Quaal are smallish, furry creatures common to most tropical islands and jungles of the Southern Rim. They are semi-intelligent and possess keen powers of perception with their flexible eyestalks. Quaal are popular among the Sea Rogues of Gao-Din and Zandir charlatans, who keep these creatures as pets. They can be trained to perform clever tricks and feats of dexterity; in fact, quaal make excellent pick-pockets and sneak-thieves, and they can be taught to serve as lookouts, emitting a chattering noise at the first sign of intruders. Quaal normally subsist on nuts and berries but have a weakness for sweets. If unattended, the creatures are also known to drink wine, which makes them drowsy and disoriented.



Size: 1' in length, 1-2 lbs.

Attributes:

INT -5	PER +6
WIL -1	CHA +0
STR -8	DEX +8
CON 0	SPD +8

Ability Level: 1+

Attacks/Damage: Bite: DR 1

Special Abilities: Keen sense of smell/hearing, prehensile tail, can be trained in skills such as Legerdemain

Armor: None

Hit Points: 4

Habitat: Wilderness regions, swamps, sewers

RAVANT

The Ravant is a nightmarish monster that some say was created by the Kagan, a sorcerer of reclusive and mysterious habits who makes his home in the depths of the Aberrant Forest. The Ravant is the personification of the destructive forces of nature; its sole purpose is to destroy. Its claws are capable of slicing through metal armor with ease. Its armored visage is adorned with spikes and sharp protrusions; its tail, an eyeless serpent whose bite means death.

The Ravant is believed to be virtually indestructible, though due to its heavily armored exoskeleton the monster cannot stay afloat in water; despite the presence of bat-like wings, the monster is too heavy to fly.

Size: 12', 2,000 lbs.

Attributes:

INT -5*	PER +5
WIL +10	CHA -10
STR +14	DEX -5
CON +15	SPD +1

*INT -10 when angered

Ability Level: 40

Attacks/Damage: Bite or Claws: DR 20, Tail: DR 4 +Level 25 poison.

Special Abilities: Virtually indestructible; regenerate (10 points of damage per round), tireless, immune to poisons, immune to magical or non-magical control or influence, magic resistance (+10 on all resistance rolls).

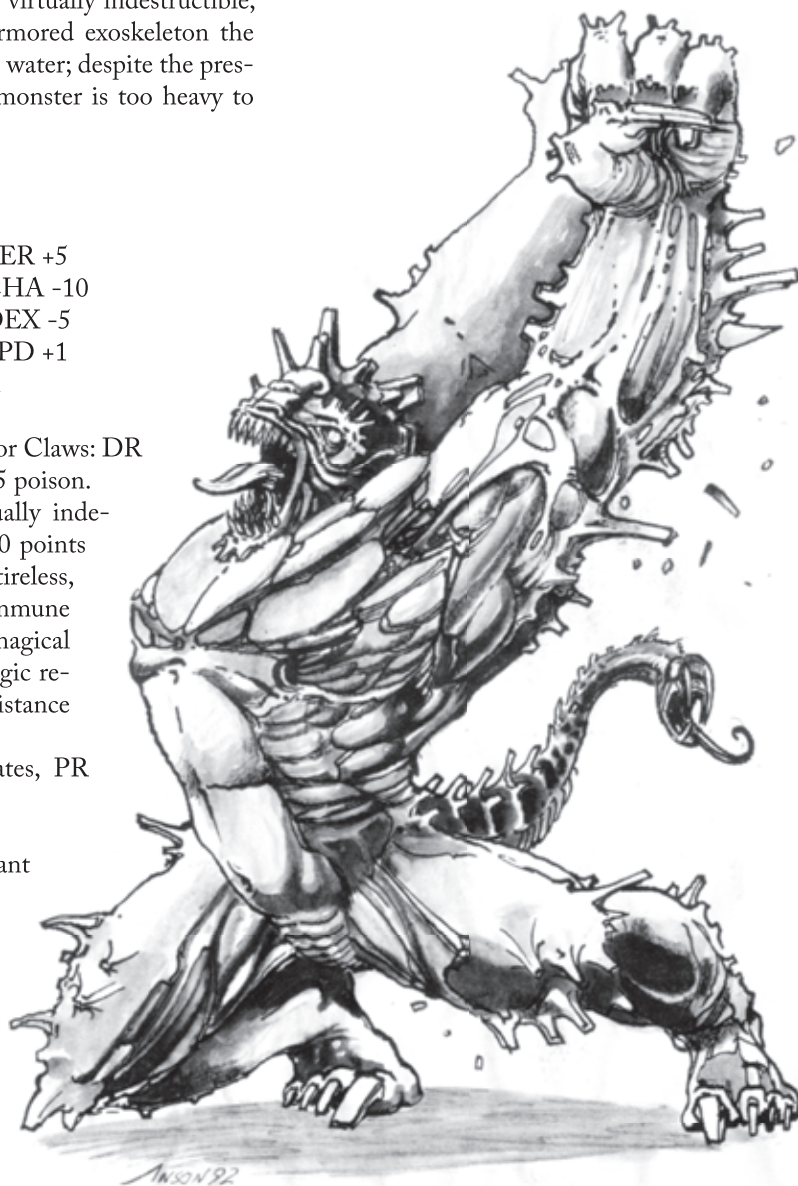
Armor: Exoskeletal plates, PR 12

Hit Points: 500

Habitat: The Aberrant Forest

RAVENGER

From an evolutionary standpoint, the ravenger is certainly one of the more opportunistic Talislantan lifeforms. Ravengers thrive in water, on land, or in the air, and they are found throughout the continent. They have both lungs and gills and are able to modify their body temperature and metabolic rate to suit almost any climate. The ravenger's wings, tail, and sail-like crest are equally useful with respect to undersea





or airborne navigation. Furthermore, they are capable of bipedal ambulation on land and are sure climbers.

Compensating for their lack of a single, specialized talent, ravengers possess an almost single-minded determination to survive. They can subsist on almost anything, including wild beasts, carrion, vermin, and refuse. Ravengers will steal prey from other creatures if given the opportunity, and some habitually follow predators such as omnivrax, behemoths, and sea scorpions for this very purpose, or to scavenge bits of uneaten food. Relentless hunters, ravengers are nearly impossible to deter once they have marked a creature or other food source as theirs. If unsuccessful in its initial attempt to obtain sustenance, a ravenger will return again and again to try anew. In this respect, these creatures can be quite resourceful and even ingenious.

Size: 6-6'6", 140-175 lbs.

Attributes:

INT 0	PER 0
WIL +4	CHA -3
STR 0	DEX 0
CON 0	SPD 0

Ability Level: 1-10

Attacks/Damage: Bite: DR 4, Claws: DR 6

Special Abilities: Ability to thrive in practically any environment, heat or cold inflicts only half damage, flight, swimming

Armor: Hide PR 2

Hit Points: 18

Habitat: Continent wide

RAVIR

Ravir are a nocturnal species of avir native to the woodlands of western Talislanta, and in particular the dark forests of Werewood. Black as night, these creatures feed on carrion and possess an uncanny ability to speak the Talislan tongue. Ravir are usually encountered alone or in mated pairs. They sometimes follow travelers for miles, presumably to feed on scraps of food left in their wake, though ravir also seem to derive a perverse pleasure from annoying humanoids. They are particularly fond of spouting prophecies and portents, usually of the most gloomy sort. If attacked or threatened they will fly off, only to return later with more of their morbid predictions.

The naturalist Thystram claimed to have been hounded by a ravir for nine years—possibly a record, though Thystram was averse to bragging about the situation, which caused him no end of grief:



"The creature appeared each evening at dusk to perch just outside of my window. Sometimes it would merely stare at me with yellow eyes; other times it would speak, saying "Beware the dark moon" or "Go not into the shadows, for death lurks there" or similar imprecations. On at least one occasion the creature's warnings proved propitious; against its advice I married a Dhuna witchwoman, who thereafter made such prodigious attempts to cure me of my more pleasurable habits that I was impelled to travel far and wide, ostensibly in the pursuit of naturalism. For this reason alone I spared the creature's life, though time and again I was tempted to do away with it once and for all."

Size: 2 ft. tall, 5-ft. wingspan, 4-6 lbs.

Attributes:

INT -5	PER + 3
WIL +3	CHA +0
STR -6	DEX +2
CON +0	SPD +4

Ability Level: 1-3

Attacks/Damage: Beak/Claws DR 2

Special Abilities: Speech (Low Talislan)

Armor: None

Hit Points: 4-9

Habitat: Werewood, forests of western Talislanta

RAYK

These furred scavengers are indigenous to many woodland and jungle regions, but are most commonly found in the coastal regions of the northern Quan Empire. They are hoarders by nature, robbing the nests of other small creatures and occasionally pilfering goods from the humanoid inhabitants of these regions. In the wild, eggs, insects, and larvae make up the greatest portion of their diet.

Rayks have superior manual dexterity and are natural thieves. They possess an uncanny knack for squeezing into tight places, evading detection, untying knots, and even picking locks. They are attracted to shiny objects, particularly coins and gemstones, though a rayk will also collect bits of glistening but worthless brummagem. If captured while in infancy, a rayk can be trained to steal for its master. For this reason, these creatures are valued as pets by professional thieves and other scoundrels and may bring prices in excess of one hundred gold lumens.

In the course of his extensive travels, Thystram encountered many oddities and curiosities. Among these was a Namfar thief who kept a rayk as a pet. According to the naturalist, "The thief had trained the creature to pick pockets and locks, act as a lookout, and even steal coins from beggars. When last we spoke, she was attempting to teach the rayk to read and write so that the creature might have all the requisite skills of a professional litigator.

Size: 1-3 ft. 2-6 lbs.

Attributes:

INT +0	PER +5
WIL -2	CHA +0
STR -5	DEX +9*
CON -2	SPD +3

*manual dexterity only; otherwise +6

Ability Level: 1-3

Attacks/Damage: Bite DR 2, Claws DR 1

Special Abilities: Stealth an locks skills at ability level +5

Armor: None

Hit Points: 2-8

Habitat: Woodland regions continent wide





Ability Level: 1+
Attacks/Damage: Bite: DR 1
Special Abilities: Look and act intimidating
Armor: None
Hit Points: 2
Habitat: Continent wide, sewers

RIME HOUND

The near constant bane of travelers crossing Narandu, these fierce beasts scour the plains in numerous bands numbering in the dozens. Small and reptilian, Rime Hounds are covered in what appears to be stiff, frozen spines of fur. They are capable of running across the surface of even the most dangerous snow without ill-effect. Because of this, they are practically indistinguishable from a cloud of blown snow from a distance. Called hounds for their predilection to hound their quarry for long distances, they seemingly flock towards sources of heat. Thick, insulating furs that keep in heat and turn away cold are often sufficient to keep Rime Hounds away since they can apparently detect the warmth of the skin. Those

RICTUS

A twisted, skull-like visage, maw filled with jagged fangs, slitted eyes of baleful amber, oily black pelt, and six, taloned feet, all a deceptive mask for one of Talislanta's least dangerous animals, the Rictus.

Although fearsome to behold, the Rictus is nothing more than a small, tail-less, scavenging rodent, its long, naked, pointed ears serving well to warn it of danger. When a threat first manifests, the Rictus stands its ground, ruffles its pelt to appear larger, hisses menacingly, and inches forward in an attempt to intimidate and scare off its potential attacker. Should this bluff fail, and the Rictus come under attack, it will flee as quickly as its six scrawny legs can carry it.

Packs of these adaptable animals can be found in practically any of Talislanta's environments, and have become something of a pest in the slums and poorer areas of the continent's towns and cities.

Size: 5"-10" long, up to 2 lbs.

Attributes:

INT -7	PER +5
WIL +0	CHA +0
STR -7	DEX +4
CON +0	SPD +6



creatures who are unfortunate enough to experience the exposure of their skin to Rime Hounds suffer from a rapid drop in bodily temperature and the swift onset of hypothermia. Flames both draw Rime Hounds but can also keep them at bay; unfortunately such things as campfires often attract the attention of other creatures in Narandu as well.

Size: 1' high at the shoulder, 3' long, 60-100+ lbs.

Attributes:

INT -6	PER +2
WIL -4	CHA - 6
STR -3	DEX +3
CON +1	SPD +4

Ability Level: 1-2

Attacks/Damage: Claws: DR 2, Touch: DR 1 per round within melee range due to loss of body heat

Armor: Icy skin, PR 1

Hit Points: 5

Special Abilities: fire inflicts double damage; detect warmth at a range of 100'

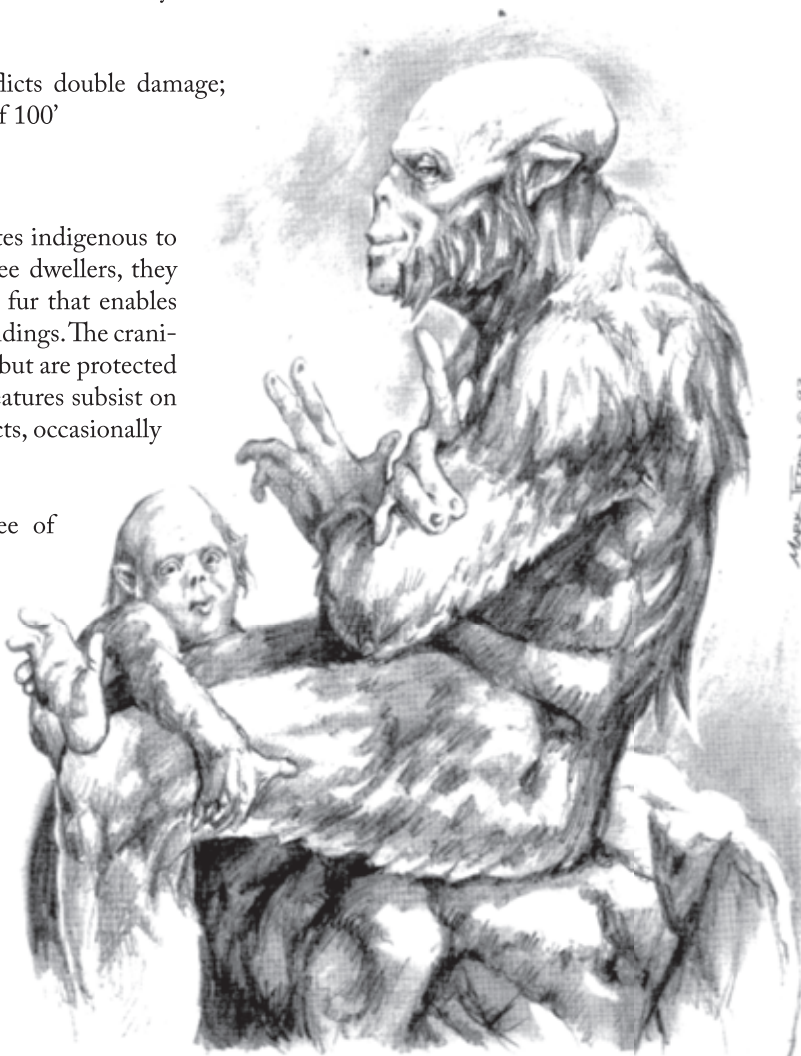
SAPIENT

Sapientes are a species of primates indigenous to jungles and tropical forests. Tree dwellers, they have mottled green and brown fur that enables them to blend into their surroundings. The cranium, hands, and feet are hairless but are protected by pale, leathery hide. These creatures subsist on a diet of fruits, leaves, and insects, occasionally augmented by small reptiles.

Sapientes possess a high degree of intelligence and exhibit a primitive culture of sorts. They have a rudimentary language that consists largely of grunts, gestures, and exaggerated facial expressions. These creatures use crude stone and wood tools and build simple communal tree dwellings of woven vines and grasses. Each dwelling serves as home to a sapient clan, which may range in size from ten to as many as forty individuals. The clan chieftain will

usually be the most intelligent and often the eldest member of the group. Clan responsibilities are divided equitably among the males and females with neither sex evincing dominant behavior.

Sapientes are inquisitive and quick learners. Clans that have been exposed to people from civilized regions have been known to adopt certain mannerisms and characteristics of these folk, often within hours of their first contact. Thystram claimed to have studied clans of sapientes who had learned how to use missile weapons, barter, and metal implements from traders who had passed through their territories. According to the naturalist, some of these sapientes also adopted certain of the less noble attributes of their "civilized" role models, including cruelty, thievery, greed, and even violence. Said Thystram: "*The sapientes are, by and*



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large, peaceful by nature and content with their existence. Unfortunately, it is doubtful that they will remain so for long, given the continuing intrusion of Men into their territories."

Size: 3-1 ft. tall, 50-80 lbs.

Attributes:

INT -3	PER +3
WIL -1	CHA -5
STR +1	DEX +7
CON -1	SPD +3

Ability Level: 1-6

Attacks/Damage: As per weapon employed

Special Abilities: Learn by observation (roll vs. INT + level; if successful, the sapient gains a rudimentary knowledge of the new behavior or skill)

Armor: Fur PR 1

Hit Points: 12-22

Habitat: Jungles and tropical forests

Size: 7'-7'6", 300+ lbs.

Attributes:

INT +1	PER +2
WIL +3	CHA -6
STR +4	DEX +2
CON +5	SPD +2

Ability Level: 5-12+

SATADA

Satada are a race of reptilian predators found in hot and arid regions from Sindar of the Seven Kingdoms to the Red Desert and the Quan Empire. The great range of these intelligent creatures is attributed to the widely held belief that groups of satada regularly traverse the length and breadth of the continent, following the extensive maze of subterranean tunnels known as the Underground Highway. Satada are particularly numerous in Sindar, where they are known to attack travelers headed to and from the Sindarans' mesa settlements. They feed on warm and cold-blooded creatures of most sorts, including humanoid beings. An ancient and malefic race, satada converse in a variation of the Sauran tongue.

Satada employ iron tools and implements of unusual design, including the capture-bow, a heavy and unwieldy weapon resembling an oversized crossbow. The weapon fires a barbed, iron-tipped bolt similar to a harpoon; a rotating spindle wound with a hundred feet of stout whipcord allows the wielder to "reel-in" the unfortunate victim.



Attacks/Damage: Bite or Claws: DR 6, Tail: DR 8 (may be used to simultaneously defend from rear assault), Capture Bow: DR 8, or as per weapon employed

Special Abilities: Capable of speech (dialect of Sauran, possibly other languages), cold inflicts double damage

Armor: Scaly hide, PR 2

Hit Points: 33

Hit Points: Desert lands and other arid regions

SAURUD

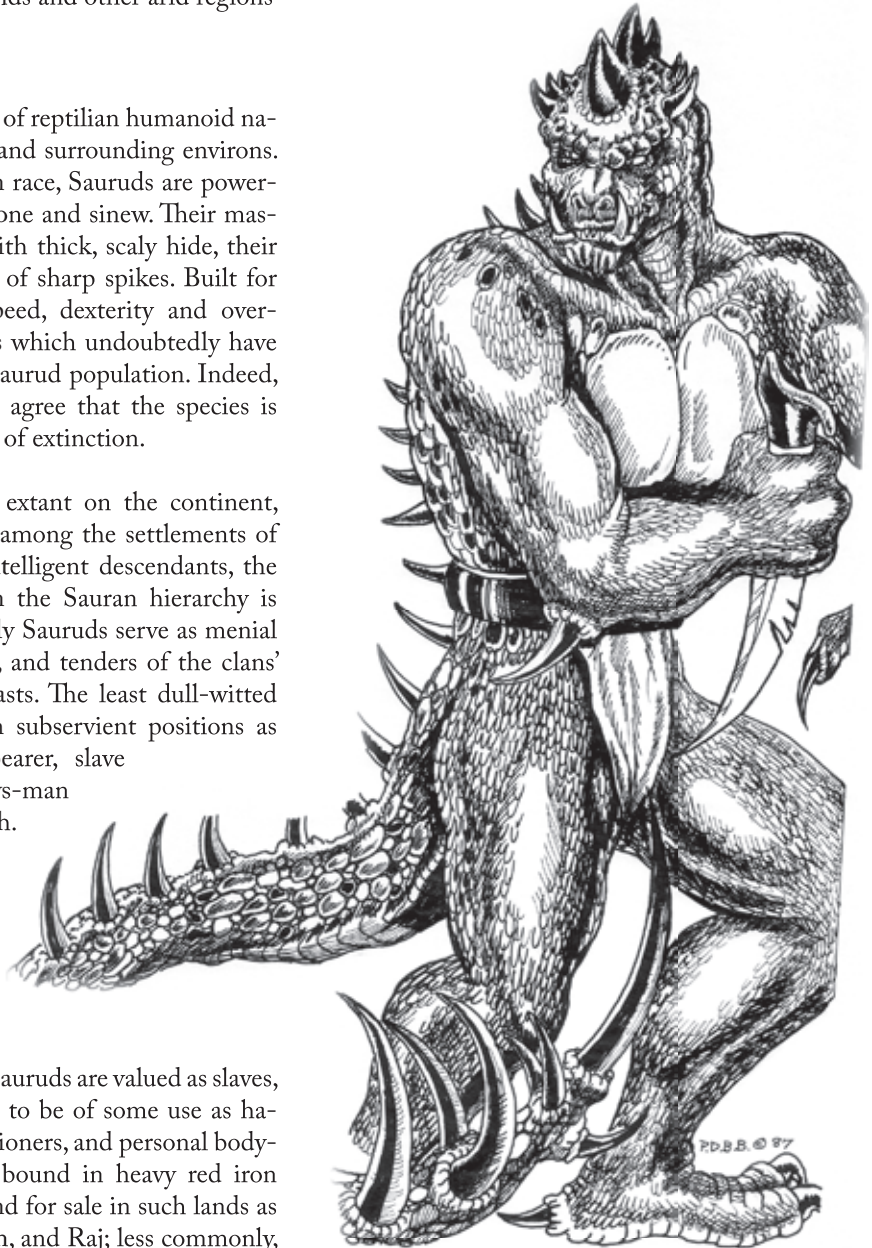
Sauruds are a giant species of reptilian humanoid native to the Volcanic Hills and surrounding environs. Predecessors of the Sauran race, Sauruds are powerful creatures; all muscle, bone and sinew. Their massive frames are covered with thick, scaly hide, their tails embedded with rows of sharp spikes. Built for strength, Sauruds lack speed, dexterity and overwhelming intellect, factors which undoubtedly have led to the decline of the Saurud population. Indeed, many Talislantan scholars agree that the species is fast approaching the verge of extinction.

Of the few Sauruds still extant on the continent, most can be found living among the settlements of their smaller and more intelligent descendants, the Saurans. Their position in the Sauran hierarchy is an unenviable one; typically Sauruds serve as menial laborers, front-line troops, and tenders of the clans' land dragons or other beasts. The least dull-witted may be entrusted to such subservient positions as artillerists, ammunition-bearer, slave master's guard, or bellows-man for a Sauran ironsmith.

Advancement in rank or status is practically unknown for these creatures, though some may succeed in attaining a measure of glory in war.

Among civilized peoples, Sauruds are valued as slaves, where they are considered to be of some use as harem guards, gaolers, executioners, and personal bodyguards. Captive Sauruds, bound in heavy red iron shackles, can often be found for sale in such lands as the Quan Empire, Faradun, and Raj; less commonly, in Zandu, Arim, and Aaman.

Sauruds encountered in the wild, though somewhat rare, are to be treated with extreme caution. Those raised beyond the constraints of civilized (or semi-civilized) societies often exhibit the savagery and cunning of wild beasts. Sauruds bred under such conditions are a match for even the most feared predators, including exomorphs, raknids, and wild duadir and striders. Other Sauruds found in the wilderness



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may be dangerous renegades, escaped slaves, de-ranked individuals expelled from Sauran settlements, or the rarest of occurrences, members of one of the few remaining wild Saurud tribes. The latter especially are to be avoided, for their preferred choice of food is man.

Size: 7'6"-8'. 500-700 lbs.

Attributes:

INT -6	PER +0
WIL +0	CHA -6
STR +7	DEX -4
CON +6	SPD -4

Ability Level: 1-20

Attacks/Damage: Clawed hands DR11, Tail DR 13, or as per weapon employed

Special Abilities: Converse with all reptilian species, immunity to poison and fire, cold renders immobile

Armor: Thick, scaly hide PR 5

Hit Points: 20 +

Habitat: Volcanic Hills, Wilderlands of Zaran, western Quan Empire (rare)

eventually discards along with other waste products, the entire process taking a day or two to complete. The areas that they inhabit are often littered with these materials.

Size: 8' in height, up to 10' in diameter, 500+ lbs.

Attributes:

INT -14	PER -5
WIL -5	CHA +0
STR -2	DEX -5*
CON +5	SPD -1

* when attacking; otherwise, -15

Ability Level: 1-5

Attacks/Damage: Whip-like Flagella: DR 4; Acidic Internal Fluids: DR 6 per round

Special Abilities: Bodily fluids dissolve all types of organic materials, unaffected by poisons, acids, or illusions

Armor: None

Hit Points: 25

Habitat: Sinking Land, Mog, Mushroom Forest, subterranean regions

SCAVENGER SLIME

Scavenger slimes are a variety of large, single-celled creatures native to the Sinking Land and certain swamps, deep woodlands, and subterranean regions. They resemble pale, oozing bags of viscous fluid and are not a sight recommended to those who have weak stomachs. Visible within the organism is its cytoplasm and nucleus; the tentacle-like appendages attached to its surface are flagella, which enable the creature to move about.

Scavenger slimes feed on carrion and organic wastes, which they ingest by surrounding and enveloping these substances within their bodily forms. Once consumed in this manner, the substance is dissolved by the scavenger's corrosive internal fluids. The nutrients and degradable organic materials are thereby extracted, leaving only bones and any inorganic materials which the creature may have inadvertently "swallowed". These the scavenger



SERPIS

Serpis are a type of furred serpents found in temperate regions from the Western Lands to the Quan Empire (they are known as “*snow vipers*” by the Beastmen of the Plains of Golarin where they are particularly common). They are highly poisonous, one bite often enough to kill and full grown humanoid.

Unlike most serpents, Serpis often congregate in groups of 3 to 10 individuals and have been known to hunt in packs, the bites of more than one serpis invariably bring down their prey quickly. Serpis typically survive by hunting small creatures such as Quaal, Rictus, Drac and even avir and feather dractyl but it is not unheard of to find larger packs of Serpis taking down larger prey.

Size: 2' to 4' long; 2 to 10 lbs.

Attributes:

INT -8	PER +1
WIL +0	CHA +0
STR -2	DEX +3
CON +2	SPD +2

Ability Level: 1-4

Attacks/Damage: Bite DR2 + poison (CON roll every round for 3 rounds; failure indicates another DR3; successful roll means no additional damage)

Special Abilities: None

Armor: None

Hit Points: 4

Habitat: Temperate wilderness regions continent wide.



SERPIS, WATER

Although they lack the distinctive fur of the land-based variety, the Water Serpis is a direct relative of the Serpis. Like their landborne cousins, the Water Serpis is also highly poisonous.

Also known as Fanged Eels, the Water Serpis hunt in schools of up to twelve individuals, often attacking much larger prey such as immature kra and angorn.

Although native to the waterways of Talislanta, Water Serpis can survive on land for short periods of time and schools can often be found on land, moving from one swamp or lake to another.

Size: 2' to 4' long; 2 to 10 lbs.

Attributes:

INT -8	PER +2
WIL +0	CHA +0
STR -2	DEX +4
CON +1	SPD +4*

** in the water, +0 land*

Ability Level: 1-4

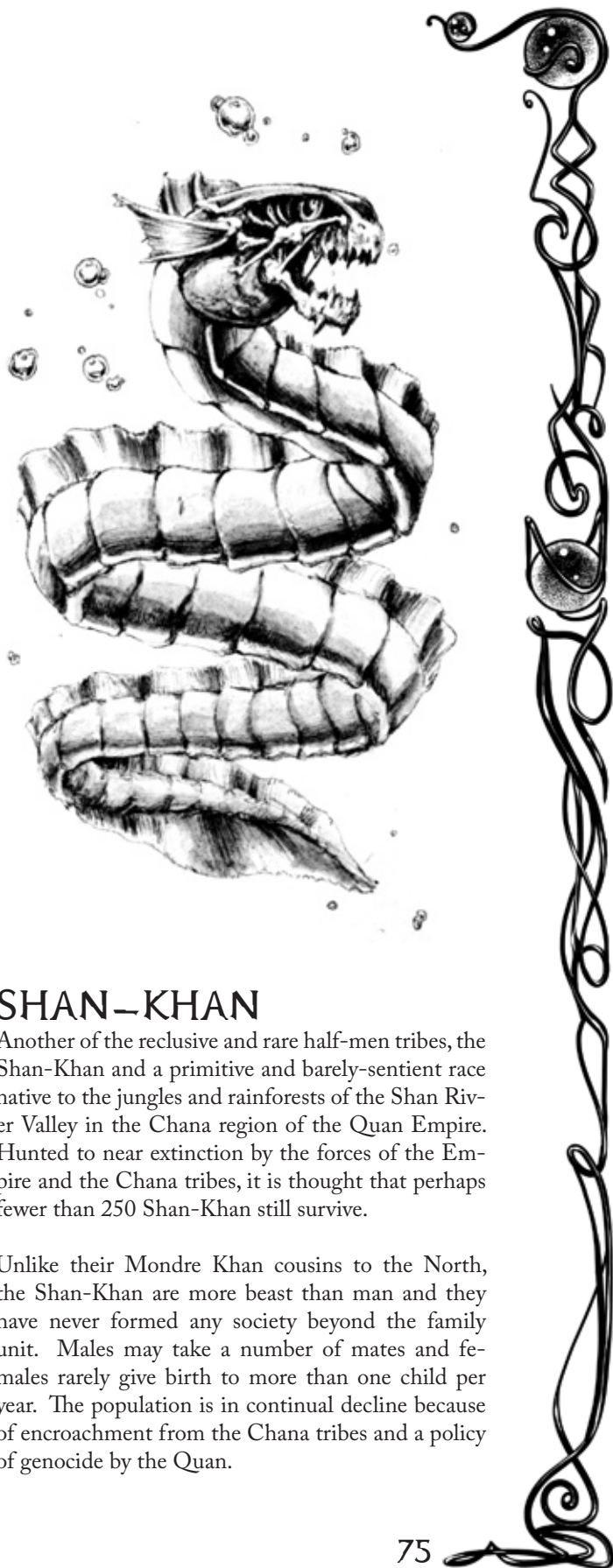
Attacks/Damage: Bite DR2 + poison (CON roll every round for 3 rounds; failure indicates another DR3; successful roll means no additional damage)

Special Abilities: None

Armor: None

Hit Points: 4

Habitat: Temperate swamps, rivers and lakes continent wide.



SHAN-KHAN

Another of the reclusive and rare half-men tribes, the Shan-Khan and a primitive and barely-sentient race native to the jungles and rainforests of the Shan River Valley in the Chana region of the Quan Empire. Hunted to near extinction by the forces of the Empire and the Chana tribes, it is thought that perhaps fewer than 250 Shan-Khan still survive.

Unlike their Mondre Khan cousins to the North, the Shan-Khan are more beast than man and they have never formed any society beyond the family unit. Males may take a number of mates and females rarely give birth to more than one child per year. The population is in continual decline because of encroachment from the Chana tribes and a policy of genocide by the Quan.

The Mondre Khan have been known to attempt to organize and train the Shan-Khan in their guerilla war against the Quan Empire but to date, these attempts have all failed.

Not often seen by civilized folk, the Shan-Khan travel amongst the trees, swinging from branch to branch with incredible speed. They rarely descend to the forest floor, preferring the safety of the trees the Shan-Khan are omniverous and will eat anything they can get their hands on. They construct crude nests high in the branches of the jungle and use primitive tools such as nets, stone axes and spears when hunting.

Size: 4'6" to 5'6" tall, 75 to 120 lbs.

Attributes:

INT -4	PER +1
WIL -1	CHA -3
STR +2	DEX +3
CON +1	SPD +3*

** In the trees, -2 on the ground*

Ability Level: 1-3

Attacks/Damage: Claws DR4; Bite DR4

Special Abilities: Prehensile feet, brachyation

Armor: Leathery Hide and Fur PR 2

Hit Points: 22

Habitat: Southern Quan Empire



SHARL

Ungainly in appearance, the Sharl is native to Talislanta's cooler northern regions, but not the ice-locked lands of the Northern Reaches themselves. Six, trunk-like legs carry the Sharl over the lightly-forested, open grassland and tundra it prefers as its habitat, its compact body, and long neck and tail, swathed in long, light-gray hair rather than fur. The creature's wide-mouthed head is naked and white, with large, deep-set black eyes, and a crest-like mane of white hair.



Capable of reasonable speed, the Sharl is a herbivore, subsisting by grazing on both grasses and leaves. Sharl form small flocks, but their rapid breeding cycle maintains their numbers in the face of heavy predation by wild beasts and humanoids.

Sharls are considered extremely useful beasts, for their delicious meat is high in fat content, while their hair is easily woven to make clothing, rope, and matting. Unfortunately, attempts to domesticate the Sharl have met with only limited success; these animals do not breed well in captivity, and can become belligerent.

Size: 3'-4' long, neck and tail both of length equal to body, 240-300 lbs.

Attributes:

INT -8	PER +1
WIL -1	CHA +0
STR +0	DEX +0
CON +1	SPD +2

Ability Level: 1-3

Attacks/Damage: Headbutt: DR 2

Special Abilities: None

Armor: Leathery Hide, PR 2

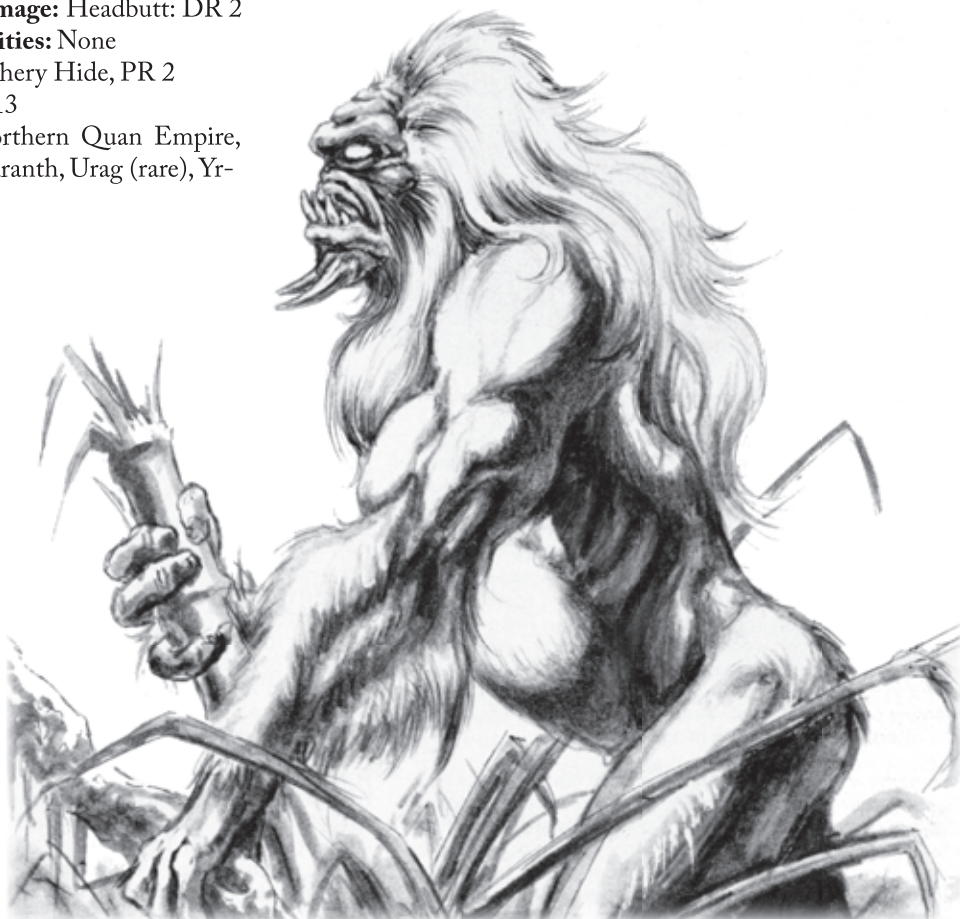
Hit Points: 13

Habitat: Northern Quan Empire, Harak, Tamaranth, Urag (rare), Yrmania

SHATHANE

Shathane are a sub-species of werebeast found in the deep forests and woodlands of the Eastern Lands and, less commonly, the Dark Coast. Since the dawn of the New Age, these giant creatures have retreated further and further from the encroaching forces of civilization. Now they are seldom encountered except in the most isolated wilderness areas. Despite their imposing presence, shathane are relatively unaggressive creatures. They subsist on leaves, bark, and fat root-grubs (the latter obtained by uprooting a tree after it has been stripped of its leaves and bark). Although shathane can be quite destructive, they rarely pose a threat to other living creatures.

There are several exceptions to this statement which are worthy of note, however. First, it is unwise to interrupt a shathane while it is eating. Second, one should never make loud noises or threatening motions while a shathane is about. Third, and most im-



portant: never approach a grove of trees in which a shathane has hidden its young. Rash actions of this sort can only lead to grave consequences.

Size: 10'-12', 800-1,000+ lbs.

Attributes:

INT -5	PER +1
WIL +5	CHA +0
STR +9	DEX -4
CON +7	SPD -2

Ability Level: 6-14

Attacks/Damage: Grasp: DR 17 per round, Hand: DR 13

Special Abilities: Can uproot even very large trees

Armor: Fur, PR 2

Hit Points: 71

Habitat: forests and jungles continent wide

SHIKARI

A decidedly unusual member of the avir family, the Shikari seldom exceeds six inches in height, and can be distinguished by its sapphire blue wings, azure underbelly, turquoise face, and midnight blue crest.

However, it is not the this avir's appearance, nor its unusual habitat - the Cerulean Forest of Kang - that

makes it so unique; rather, it is the Shikari's talent for constructing traps and snares.

The carrion-eating avir actively traps other small avir, rodents, lizards, and insects by creating ingenious devices such as thorn-tipped, trip-activated, striking arms, net snares woven from grass and weighted with tiny stones, and so on. It creates a handful of these devices throughout its territory, checking, resetting, and mending them routinely. Though these traps pose no real threat to most humanoids (DR 1-3), the occasional blue woodwhisp has been known to run afoul of the Shikari's devices.

Size: Wingspan averages from 5"-6", 2-4 oz.

Attributes:

INT +2	PER +3
WIL -2	CHA +0
STR -10	DEX +12
CON -8	SPD +12

Ability Level: 1

Attacks/Damage: None

Special Abilities: Flight

Armor: None

Hit Points: 1

Habitat: Cerulean Forest (Quan Empire)

SHRIEKER

Shriekers are fierce avian predators who haunt the forests of the northern Quan Empire. With its heavy plumage of sharp metallic feathers, the bird is not a good flyer. For this reason, shriekers hunt by diving from the high branches of trees, impaling prey with their pointed, three-foot long beaks. Few creatures possess hide or armor strong enough to afford protection from a shrieker diving at full speed from high altitudes. Travelers in the Cerulean Forests of the Empire are in the habit of stringing nets of silken cords among the trees to protect their encampments from plummeting shriekers.

The metallic feathers of the shrieker are much in demand in the Quan Empire. In addition to their ornamental uses, the feathers are used in the making of arrows and are smelted down to obtain the extraordinarily light metal known as blue iron. A smaller relative of the shrieker, the ironshrike, is a native of the Sinking Land, feeding primarily on ikshada.



Size: 6'-7' in length, 12'-14' wingspan, 160-200 lbs.

Attributes:

INT -4	PER +1
WIL 0	CHA +0
STR -4	DEX 0
CON 0	SPD +4*

* +8 while diving

Ability Level: 1-3

Attacks/Damage: Beak: DR 12 if diving, DR 4 otherwise

Special Abilities: Diving attack, loud call can be heard up to two miles away

Armor: Metallic feathers, PR 5

Hit Points: 12

Habitat: Cerulean Forest (Quan Empire)

SIVIAN

The sivian is a rare and unusual species of simian found in various tropical jungles throughout Talislanta. Commonly found inhabiting tropical jungles and rain forests, these creatures are carnivorous in nature, and decidedly unfriendly. Their bodies are covered with tawny white fur, and their eyes are bright blue in color. The natural weaponry of a sivian is formidable, and includes long, curved fangs and raking talons. A single horn protrudes from the forehead, its purpose being perhaps more ornamen-



tal than functional. Their bat-like wings are suitable mainly for gliding; sivians are incapable of prolonged flight or exceptional maneuverability in the air.

Sivians are very strong, and are savage predators not easily deterred. They lair in caves for the most part, though some few are said to reside in the branches of tall trees. Snakes, avir, and various small to medium-sized mammals are their usual prey, though sivians will not hesitate to attack men if hungry or provoked. Not noted for exceptional intelligence, they can sometimes be baffled by illusions and other minor magics. Sivians are resistant to poisons of all sorts, the thick hide of these creatures conferring protection equivalent in value to leather armor. Mated pairs often hunt together, gliding from tree to tree in search of prey. Males are very protective of their mates, and will fight to the death if the female is attacked. Otherwise, sivians shun heroics, finding few meals worth the cost of dying.

Size: 6'-7', 400-600 lbs.

Attributes:

INT -2	PER +1
WIL +4	CHA +0
STR +8	DEX -2
CON +4	SPD +1

Ability Level: 1-6+

Attacks/Damage: Claws DR 11 or Strangle DR 8/ rd

Special Abilities: Gliding, limited flight

Armor: Thick hide PR 4

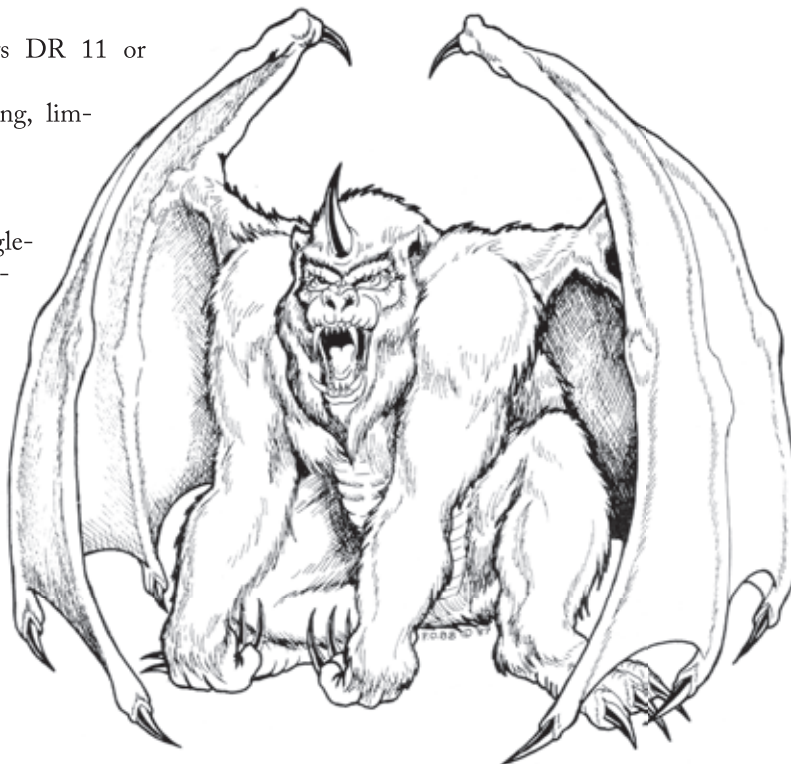
Hit Points: 20-30 +

Habitat: Tropical jungles, rain forests, swamplands (rare)

SKALANX

Skalanx are horrid aquatic predators native to the rivers and streams of Zandu and to lakes and rivers throughout the Western Lands and Southern Rim. The naturalist, Thystram, described these creatures as "water-breathing demonoids that infest the depths of the elemental ocean-world of Oranx." A more likely explanation is that skalanx are distant relatives of the giant sea-scorpion, though their classification as "demonoids" is difficult to dismiss entirely. A single look at the skalanx's fearsome, fanged countenance is sufficient to explain how the estimable Thystram arrived at his theories regarding the origins of these creatures.

Skalanx make their lairs in underwater caves, grottoes, and the hulls of small sunken vessels; giant lake and river kra, enemies of the skalanx, usually prevent them from inhabiting more commodious places. Though they are solitary creatures, great numbers of skalanx can sometimes be found living in close proximity. Each competes for food with the others, though a group of skalanx will sometimes work in concert to attack larger creatures (such as the aforementioned kra).



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Though they normally prey on other aquatic creatures, skalanx also pose a threat to small craft of all sorts, particularly along the Sascasm River, in Zandu. The Zann fishermen of this region often set barbed nets in places frequented by egg-laying females, hoping in this manner to keep the skalanx population under control, or at least to cause the creatures some inconvenience.

Size: 12'-14', 600-800 lbs.

Attributes:

INT -5	PER +2
WIL +5	CHA -5
STR +6	DEX +4
CON +5	SPD +4

Ability Level: 10-16

Attacks/Damage: Pincers: DR 18, Sting: DR 14, Mandibles: DR 10; total of two attacks per round

Special Abilities: Move silently in water, see in total darkness

Armor: Chitinous plates, PR 6

Hit Points: 41

Habitat: Lakes, rivers, swamplands



SKANK

The skank is a distant relative of the snipe, a species of intelligent mollusk that inhabits the Sinking Land. Like snipes, they are curious creatures eager to exchange news about their surroundings for bits of gossip, information about other locales and so on.

Skanks are burrowers, however, and do not possess the snipes ability to "swim" through earth and mud. Also, if the truth be known, skanks are prone to telling tall tales.

Size: 1'-2' in diameter, 2-4 lbs.

Attributes:

INT +1	PER +5
WIL +0	CHA +0
STR +0	DEX -6
CON +0	SPD -6

Ability Level: 1

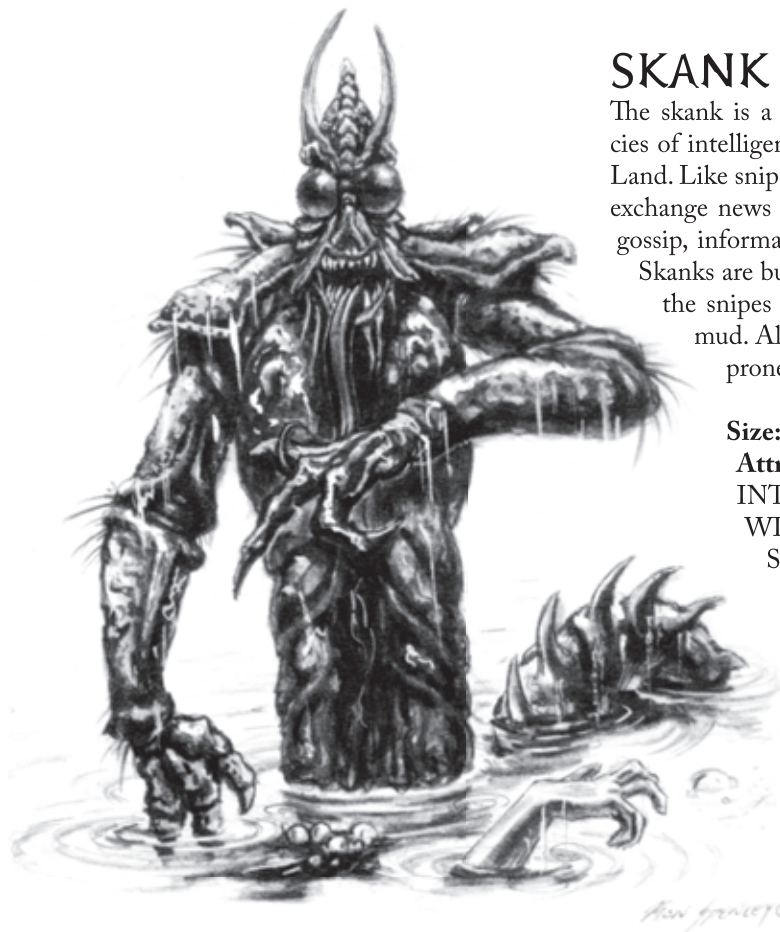
Attacks/Damage: None

Special Abilities: Intelligent, capable of speech, can retract into shell for protection, adhere to almost any surface

Armor: Shell PR 4

Hit Points: 1

Habitat: Wilderness, wastelands



SLICUS

Found in numbers in the oases, pools, wells, and water systems of the Wilderlands, Slicus are inoffensive creatures; small, gelatinous blobs with several small pseudopods. Slicus feed on any detritus within the water they dwell in, helping to cleanse the fluid in the process.

Furthermore, these pale, milky amoeboids are considered quite palatable by many Wilderlands dwellers, and are consumed live, “drunk” within a glass of water. Not only are they said to provide fluid and nourishment, but to purportedly aid in cleansing the consumer’s digestive system.

Outsiders find that the Slicus’ slimy texture and wriggling make it somewhat of an acquired taste.

Size: 12'-14', 600-800 lbs.

Attributes:

INT -10	PER +0
WIL -10	CHA +0
STR -20	DEX -10
CON +0	SPD -10

Ability Level: 1

Attacks/Damage: None

Special Abilities: Cleanses the digestive system of an imbiber. Removes all ingested toxins.

Armor: None

Hit Points: 1

Habitat: Oases, pools and wells (Wilderlands of Zaran)



SMOKK

The smokk is a species of flightless bird found only in certain parts of Urag. It is a comical looking creature, with a long, duck-like beak, a pear-shaped torso, and spindly legs. Two absurd cocks of multi-colored feathers protrude at right angles from either side of the creature’s head. The creature derives its name from its harsh and somewhat piercing cry, which is audible at ranges in excess of one mile.

Aside from its incidental ability to promote laughter, the smokk is notable as an infallible locator of precious stones and metals. The smokk’s talent seems to be of little benefit to the bird itself, unless one credits it with an extreme degree of intelligence. Because of the smokk’s value as a treasure hunter, no intelligent creature will ever harm these birds, and for the same reason they are coveted and pampered as pets. This is not to say that smokks will willingly surrender themselves into captivity. On the contrary, these creatures seem to enjoy a good chase, and despite their ungainly appearance can run with astounding speed.



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Once captured and tamed they make good pets, but are prone to diseases of all sorts, most of which require costly alchemical treatments. A live and healthy smokk can often bring two thousand or more in gold, assuming one is willing to sell it.

Smokks are infallible locators of treasure, but are quirky and unpredictable in nature. The birds are known for nosy, lazy and gluttonous behavior, and have little resistance to disease or exposure.

Size: 2'-3', 10-40 + lbs.

Attributes:

INT +1	PER +8
WIL +0	CHA +0
STR -8	DEX +6
CON	SPD +6

Ability Level: 1

Attacks/Damage: None

Special Abilities: Locate precious stones and metals (range: 100+ ft.)

Armor: None

Habitat: Urag

The crimson-skinned Kang have long employed striders as war steeds, a task to which these fierce beasts are well-suited. Despite their size, striders are surprisingly swift and sure-footed. Unless raised from infancy, these beasts are impossible to train.

Size: 7'-8', 750-850 + lbs.

Attributes:

INT -7	PER +2
WIL +3	CHA +0
STR +6	DEX +2
CON +3	SPD +6

Ability Level: 1-4

Attacks/Damage: Bite: DR 8, Talons: DR 12, Tail: DR 8 or used to grasp prey

Special Abilities: None

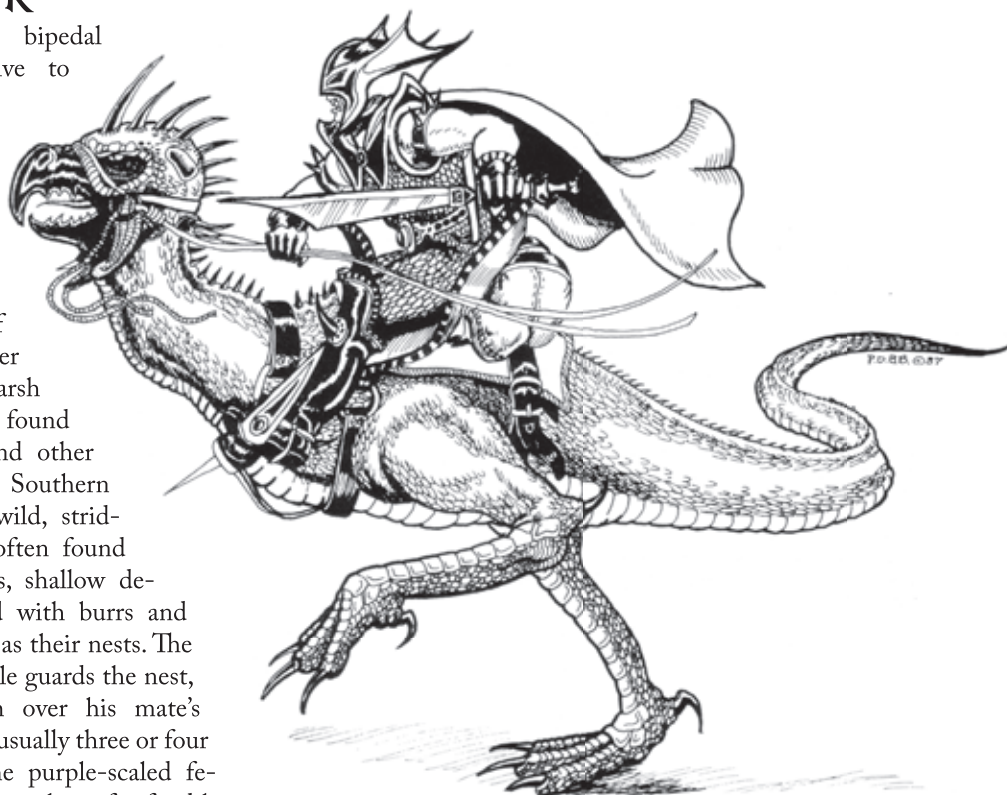
Armor: Scaly hide PR 2

Hit Points: 35

Habitat: Graylands (Quan Empire), Volcanic Hills, Wilderlands of Zaran, domesticated

STRIDER

Striders are bipedal predators native to the Graylands region of the Quan Empire, the Volcanic Hills, and parts of the Wilderness of Zaran; a smaller cousin, the Marsh Strider, can be found in Jhangara and other parts of the Southern Rim. In the wild, striders are most often found in mated pairs, shallow depressions lined with burrs and nettles serving as their nests. The blue-scaled male guards the nest, keeping watch over his mate's clutch of eggs, usually three or four in number. The purple-scaled female goes forth to hunt for food by day and sleeps by night.



STRIDER, MARSH

A somewhat smaller relative of the common strider, the marsh strider is native to the swamplands of southwestern Talislanta. These creatures have scaly green skin, enabling them to hide in the tall grasses. Like all striders, they have sharp fangs and claws that they use to good effect when bringing down prey.

Marsh striders subsist on a diet of crustaceans, newts, and other small creatures that live along the shoreline. They crave scintilla, the luminous eggs of the water raknid, and find humanoids palatable when easier prey is not available. These bipedal creatures make their nests in small gullies and depressions, lining their lairs with brambles and twigs. Young hatchlings emerge from the egg hungry and mean-spirited; though barely a foot tall, the pestiferous creatures will bite anything within reach, and are therefore quickly kicked out of the nest by their mothers.

Marsh striders may be trained for use as steeds but must be kept muzzled at all times due to their irritable nature. This is especially true if these creatures are

being used to hunt scintilla, which they will attempt to devour if not adequately restrained. Thystram, who rode a marsh strider while hunting scintilla with a tribe of Jhangarans, described the experience as follows:

The creatures are ill tempered in the extreme and must be muzzled with a stout cord; if not, they will bite off the fingers of their riders. Their weird gait—a combination of striding, leaping, and bounding—is most unsettling on the nerves, to say nothing of the effects on one's posterior. To expedite matters, the Jhangarans beat their mounts with sticks and fists, using these obnoxious creatures as steeds for the sole reason that most can afford nothing better.

Size: 7'-7'6" tall, 600-750+ lbs.

Attributes:

INT -6	PER +2
WIL +3	CHA +0
STR +4	DEX +4
CON +2	SPD +7

Ability Level: 1-4

Attacks/Damage: Bite DR 6, Talons DR 8, Tail DR 6

Special Abilities: webbed talons allow swift movement in swampy terrain

Armor: Scaly hide DR 1

Hit Points: 16-24

Habitat: Jhangara, the Dark Coast, and Mog



SUBTERRANOID

Subterranooids are massive bipeds who dwell far below the surface of Durne, and may be found in underground regions across Talislanta. Bands of subterranooids sometimes tunnel up from the depths to prey on Gnomekin settlements, or to ambush travelers along the Underground Highway. In combat, subterranooids wield strange looking swords made of an unbreakable black metal. Despite numerous attempts, Talislantan metallurgists have as yet been unable to identify this substance. Almost nothing is known of the subterranooids' lifestyle, habits, or customs, though it has been observed that these creatures are unaffected by heat or flame. Able to see in total darkness, they are sensitive to strong light, which causes them pain.



Size:

6'-7', 300-400+ lbs.

Attributes:

INT -2	PER +1
WIL +4	CHA -5
STR +5	DEX -2
CON +5	SPD -2

Ability Level: 6-15

Attacks/Damage: Tusks: DR 9, or Sword: DR 15

Special Abilities: Immune to heat and fire, see in darkness, -5 to all Action Table rolls in strong light

Armor: Exoskeletal plates, PR 6

Hit Points: 34

Habitat: Subterranean

SWAMP LURKER

Swamp lurkers are solitary creatures that dwell in bogs, marshes, and swamplands along the Southern Rim. A full-grown lurker may measure over seven feet tall, though their size is often difficult to determine due to their habit of lying in shallow water or mud, with only the tops of their heads and eyes exposed to view. When lurking (hence the name) in this fashion, the creature's head can easily be mistaken for a partially submerged stone, often with tragic results. Swamp lurkers normally prey upon giant mollusks, fanged eels, and marsh striders, but they are known to attack humanoid beings as well. The grasp of their suckered tentacles is said to be nearly impossible to escape.

Size: 6'8"-7'6", 300-500+ lbs.

Attributes:

INT -7	PER +3
WIL +4	CHA +0
STR +6	DEX +3
CON +3	SPD +3*

* in water; -3 on land

Ability Level: 9-19

Attacks/Damage: Tentacles: DR 10 each (three attacks possible per round), Grasp: STR roll at -6

t o resist

Special Abilities: Amphibious

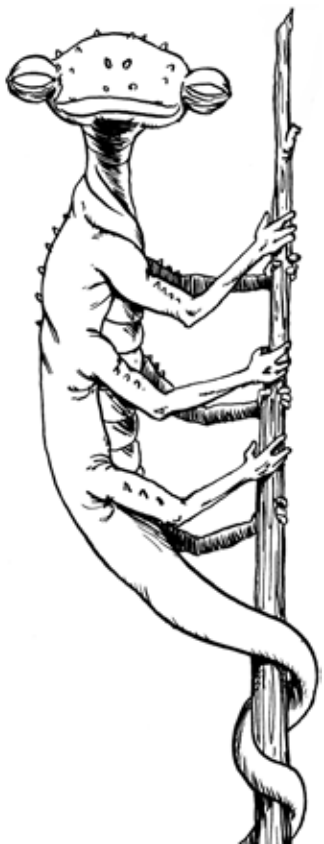
Armor: Scaly hide, PR 2

Hit Points: 60; Tentacles: 8 points each

Habitat: Swamps and marshes



TARDISITE



Tardisites are amphibious creatures that inhabit the swamps, marshes, and jungles of the Southern Rim; a related species is found along the coasts of the Western and Eastern Lands. Tardisites are notoriously slow-moving, often remaining perched atop a stone or tree stump for days at a time. Fairly intelligent, they are capable of speech but care little for the concerns of humanoid beings. Tardisites possess the somewhat disconcerting ability to swivel their head a full 360 degrees, and they can rotate each of their eyes independently. If threatened, a tardisite will puff up like a blowfish, becoming a

ten-foot ball covered with needle-sharp spines. Tardisites normally subsist on insects, which they catch with their tongue.

Size: 3', 30+ lbs.

Attributes:

INT -5	PER +4
WIL +3	CHA -3
STR -4	DEX +2
CON 0	SPD -12*

*except as pertains to special ability

Ability Level: 3-5

Attacks/Damage: Spines: DR 8 (when inflated)

Special Abilities: Inflate at SPD +2

Armor: Spines, PR 5

Hit Points: 10

Habitat: Swamps, marshes, lakes, ponds



TARKUS

Tarkus are terrible, quadrupedal carnivores native to the Graylands, the Volcanic Hills, and the mountains of northern Chana. In the wild, they are known to travel in packs, preying on all sorts of creatures, including striders, Saurans, and even raknids. Sorcerous hybrids, tarkus resemble a cross between mangonel lizard, raknid, and tundra beast. Though they may measure over seven feet in length and weigh as much as five hundred pounds, they are tireless runners, and they can match a graymane stride-for-stride over short distances. Tarkus are able to track prey by scent over almost any type of terrain, and they have fairly acute night vision.

The Kang know the secret of breeding and training tarkus, feats requiring no small degree of caution and expertise. Kang tracker units employ chained tarkus when patrolling the borders of the Empire, to guard their outposts, and to locate Sauran settlements in the Volcanic Hill region. Tarkus serve well in all such capacities, though they are extremely violent and can only be controlled by skilled animal handlers.

Size: 7'-8' in length, 450-500 lbs.

Attributes:

INT -6	PER +6
WIL +4	CHA +0
STR +6	DEX 0
CON +5	SPD +6

Ability Level: 5-9

Attacks/Damage: Bite: DR 12, Claws: DR 12

Special Abilities: Track prey by scent at Ability Level +PER, night vision, can run at SPD +7 for distances of up to one mile

Armor: Exoskeletal plates, PR 6; Limbs and underside, PR 2

Hit Points: 35

Habitat: Graylands (Quan Empire), Volcanic Hills, Wilderlands of Zaran (rare)

TEMESIAN MONORYX

Thought to have originated on the mythical realm of Temesia, the Monoryx is undeniably alien to the continent of Talislanta. A slender, graceful, and blindingly swift quadruped, the beast's hide and Y-shaped horn are formed from thick metallic plates of glittering silver, while its hooves bear two sharp claws of a black, iron-like substance. However, by far its most bizarre trait is the creature's single crystalline eye, a large, smooth, round orb of perfect clarity.

The Monoryx feeds exclusively on glass, crystal, and metal, restricting its choice of habitat significantly, making the creature rare and elusive. Indeed, Monoryx are only found in small numbers near the Sea of Glass, in Faradun, and the rare forests wherein crystal dendrons grow in any significant quantity.

The crystal eye of the creature is greatly favored by some oracles and diviners for use as scrying devices, and a single Monoryx eye can sell for as much as 500 g.l. The creature's metallic, silvery hide may be sold for a similar amount, is considered quite decorative, and may even be forged into attractive partial plate armor. Only the Monoryx's staggering speed and agility have prevented it from being wiped out by enterprising hunters.

Size: 5'-6' long, 3'-4' at the shoulder, 200+ lbs.

Attributes:

INT -6	PER +5
WIL +0	CHA +0
STR +0	DEX +8
CON +3	SPD +15

Ability Level: 3-9

Attacks/Damage: Horn: DR 6, Claw: DR 4

Special Abilities: Night vision

Armor: Metallic Hide, PR 6

Hit Points: 20

Habitat: Sea of Glass and environs



TERRADRACYL

Terradractyls are large, winged reptiles native to the eastern Wilderlands and Volcanic Hills regions as well as parts of central Talislanta and the southern jungles. The species is considered a mutated variety of the common dractyl and was only discovered in the year 612 of the New Age. The Green Aeriad naturalist Eee-ya-Ki, who was credited with this discovery, described the terradractyl as follows:

"... an anomaly, the origins which cannot easily be discerned. On the one hand, it is possible that the creatures are mutations, caused by the lingering aftereffects of The Great Disaster. Yet the migratory patterns of the dractyl are normally limited to the land of Harak and adjacent territories, while the terradractyl's range extends across the entire continent. The implication, at least in my view, is that the terradractyl is not a mutation but a hybrid,

one that was created outside of Harak and released, inadvertently or otherwise, into the environment. If the latter theory is correct, then the question must be asked: who created this species, and for what purpose?"

These creatures resemble dractyl to some extent, but are larger and have odd hammer-headed visages, powerful limbs, and a long, spiked tail. The terradractyl is also a stronger flyer and is more agile on land than its smaller counterpart.

Since its appearance the terradractyl has had a profound impact upon its environment, both in the skies and on the ground. It is likely that these creatures drove the azoryl, once among the most dominant of airborne predators, to near extinction. The same fate may well have befallen the crested dragon, whose eggs proved irresistible to these omnivores. Talislan-tan naturalists have surmised that neither of these vanished species could match the terradractyl's combination of savagery, speed in the air, and maneuverability on the ground.

Terradractyls are threatened by few creatures. Their only natural enemies are depredators, though swarms of batranc are sometimes able to drive off these fierce predators. The terradractyl's only real weakness is its eyesight, which is hampered to some degree by the unusual positioning of its eyes.

Terradractyls will eat almost anything, including other avian species, herds of land lizards, wild equs, and humanoids. When fresh prey is scarce, they simply feed on vegetable matter, carrion, and refuse. Terradractyls hunt alone and are seldom seen in numbers. Little is known of their mating habits; to date, no one has discovered a terradractyl nest or seen a young terradractyl. The Lyceum Arcanum has expressed concern about the rapid expansion of this dangerous species, offering a reward of 10,000 gold lumens for a live terradractyl hatchling or egg.

Size: 10 ft. long, 30-ft. wingspan, 500-700 lbs.

Attributes:

INT -7	PER +3
WIL +6	CHA +0
STR +6	DEX +2
CON +4	SPD +8*

**airborne; +3 on the ground*

Ability Level: 5-15

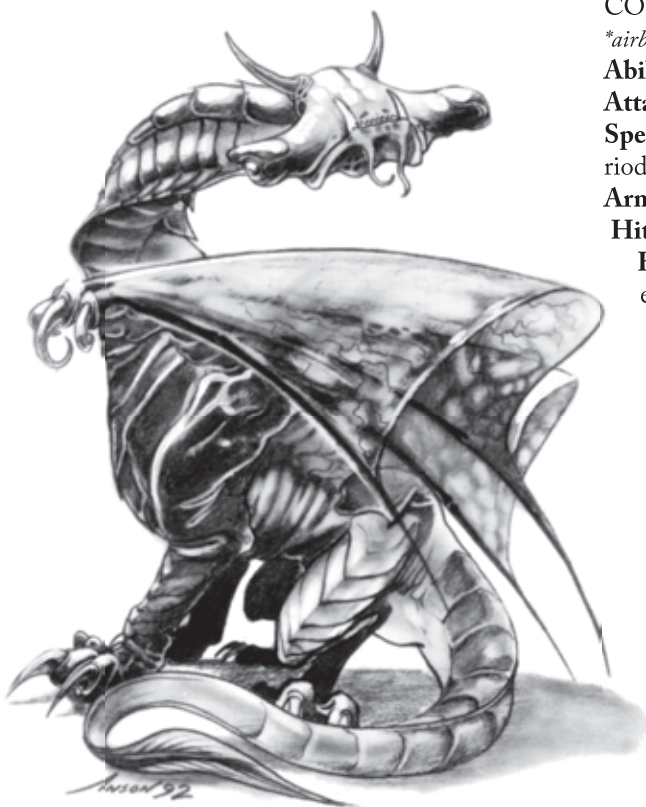
Attacks/Damage: Beak DR 10, Talons DR 10

Special Abilities: Flight, glide for unlimited periods without requiring rest

Armor: Leathery scales PR 2

Hit Points: 40-60+

Habitat: Wilderlands, Volcanic Hills, western Quan Empire, volcanic isles (rare)





TIMBER BEAST

A larger relative of the Tundra Beast, Timber Beasts only possess one head and have a darker coloration. Typically found in the mountains and forests of northern Talislanta, Timber Beasts are known for their distinctive cry – a long and eerie shriek that seems to carry on the wind. Packs of Timber Beasts often spread out over the territory they claim; using their shrill howl they are able to communicate with their pack in the event of finding suitable prey.

Size: 5'5"–6' at shoulder, 450–700 lbs.

Attributes:

INT -8	PER +7
WIL +3	CHA +0
STR +6	DEX +2
CON +5	SPD +4

Ability Level: 4–10

Attacks/Damage: Bite: DR 12

Special Abilities: Track by scent

Armor: Thick scales and fur, PR 3

Hit Points: 30

Habitat: Temperate to sub0arctic forests



TSARLAK

Also called "Sand Maws", Tszarlak are immobile, carnivorous entities of the Desert Kingdoms. Consisting of little more than a large, circular maw surrounded by rows of fangs, in turn surrounded by eleven slender but strong tentacles, this bizarre creature lies just atop the sand, only slightly buried, camouflaged on account of its light dun-colored flesh. Sliths, other small animals, and insects, are lured to the Tszarlak by virtue of the creature's reserve of a sweet smelling watery nectar, which it regurgitates into the pit of its maw. Insects scurry into the maw itself, and find themselves unable to escape, quickly to be digested, while larger prey is quickly snatched by the submerged tentacles, thrust into the maw, and repeatedly bitten so as to prevent escape.

Tszarlak readily grapple anything that comes within reach, and have been known to wrench themselves free of the sand while attempting to pull in a prey that proves far too large or heavy. The nectar they produce is a boon to desert travelers, although it is first slowly filtered through muslin to remove any debris. Unfortunately, the creature itself is inedible, and indeed, is actually slightly toxic. Djaffir legends abound of Tszarlak of monstrous size, capable of seizing duneships, but such tales are considered fanciful exaggerated at best.

Size: 2'–4' diameter, 2'–4' long tentacles, 20–80 lbs.

Attributes:

INT -10	PER +0
WIL +1	CHA +0

STR +0 DEX +2
CON +0 SPD +3*

*Immobile SPD used for Initiative only,

Ability Level: 3-10

Attacks/Damage: Bite: DR 6, Tentacle Grab; total of four attacks

Special Abilities: holds 1-2 gallons of potable nectar

Armor: Leathery Skin, PR 1

Hit Points: 12

Habitat: Red Desert

TUNDRA BEAST

The tundra beast is a large, two-headed species of carnivore native to the frozen wastes and coniferous forests of northern Talislanta. Standing four feet high at the shoulders and weighing over four hundred pounds, they are among the most feared predators on the continent. The heavy fur coat of a tundra beast, grey and white in color, affords protection from the coldest weather and makes them difficult to spot against snowy or shadowy backdrops

Like many canine species, tundra beasts generally hunt in packs, numbering from four to twelve individuals. They are quite aggressive, even large creatures such as the wooley ogriphant being subject to their depredations. Tracking by scent and sound, tundra beasts will follow prey across vast stretches of territory. They attack by latching onto their chosen victim with one set of jaws, and employing the second set of jaws to rend the victim to bits. Though they are fierce, tundra beasts will abandon any fight which does not seem to be going in their favor.

Tundra beasts are sometimes trapped for their warm, thick hides, which bring over one hundred and fifty gold lumens in many regions. The Jaka of Yrmania are especially fond of these hides, and also have a liking for the tundra beast's three-inch long fangs, which are used to make a number of useful items. The natural enemies of these large carnivores are the Ice Giants of Narandu and, to a lesser extent, yaksha and frostweres. The main sources of food for tundra beasts are snowmanes, young muskronts, and careless or overbold adventurers.

Size: 3'6"-4' at the shoulder. 350-450 lbs.

Attributes:

INT -4 PER + 6

WIL +0 CHA +0

STR +1 DEX + 4

CON +1 SPD + 4

Ability Level: 2-4

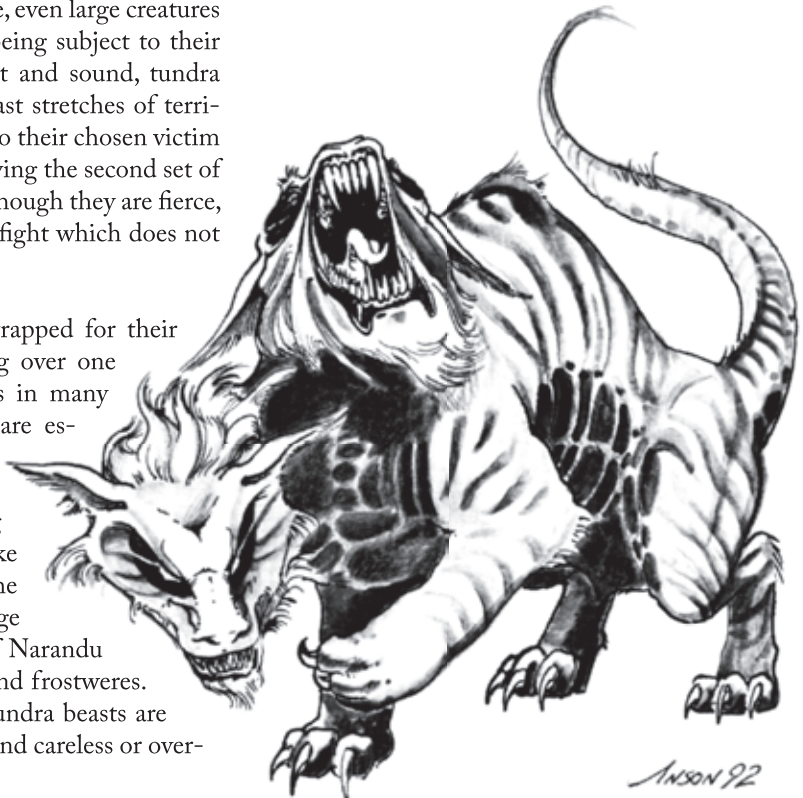
Attacks/Damage: Bite DR 6 (two attacks)

Special Abilities: Resistant to cold, tracking by scent, difficult to spot in snow

Armor: Shaggy fur PR 2

Hit Points: 32+

Habitat: Frozen wastelands, mountains, hills of Arim, Urag (rare)



TUNDRA LOPER

Hardy and belligerent cousin of the common, plains loper, tundra lopers are indigenous to the frozen northern realms of Narandu and L'Haan. They are distinguishable from their plains-dwelling relatives by their shaggy white manes. Tundra lopers also have an additional spike on their clawed lower appendages, which enables them to negotiate icy terrain.

Traveling in herds of up to thirty individuals, these rugged bipeds roam the frigid wastelands, feeding on creatures smaller and weaker than themselves. They have been known to attack frostweres, but usually only in self defense. When food is scarce, such as after a deep snowstorm, tundra lopers may hunt larger prey, including humanoids.

Size: 14' in length, 8' in height, 400-600 lbs.

Attributes:

INT -6	PER +2
WIL +6	CHA +0
STR +4	DEX +4
CON +8	SPD +5

Ability Level: 7-9

Attacks/Damage: Bite: DR 6, Hind Claws: DR 10, Whip-like Tail: DR 8; one attack per round

Special Abilities: Sure-footed climbers (even on ice), leap across 20'-30' spans with running start

Armor: Shaggy fur, PR 2

Hit Points: 44

Habitat: Narandu, L;Haan, Xanadas, Harak, Yrmania (rare)





URTHRAX

Urthrax are an insidious species of vermin found throughout the continent of Talislanta, from the Toxic Hills of Urag to the Western Lands and beyond. They are exceptionally prolific, reproducing at an astounding rate; the naturalist, Thystram, estimated that a single female can give birth to as many as two thousand urthrax-spawn in its six-year lifetime.

Urthrax dwell in filth, preferring such places as refuse dumps, cesspools, brackish waters, and graveyards. They subsist on all manner of organic wastes, and are unaffected by most sorts of pollutants and toxins. Protected by a cartilaginous exoskeleton and a noxious odor, urthrax are generally threatened only by larger predators, such as aramatus, skalanx, and kra. The bite of these wretched creatures is believed to cause any number of afflictions, including the Red Death.

Urthrax are common to the sewers of most large Talislantan cities, particularly Aamahd and Zanth, which continue to utilize the ancient sewer system formerly employed by the old Phaedran Dynasty. It is said that the lower levels of this archaic system crawl with untold thousands of these foul creatures, to the number of approximately twenty urthrax for every man, woman, and child living in the two cities.

Size: 3'-4' in length, 1'6" at shoulder, 25-50+ lbs.

Attributes:

INT -9	PER +5
WIL +3	CHA +0
STR -4	DEX +7
CON +10	SPD +7

Ability Level: 4

Attacks/Damage: Bite: DR 4, Claws: DR 2

Special Abilities: Emanate vile odor (CON roll or all actions at -5 due to nausea; range: 10'), immune to toxins and poisons, ten percent chance of contracting disease from bite

Armor: Exoskeleton, PR 5

Hit Points: 13

Habitat: Swamps, sewers, jungles, rubbish tips

VOLT

The volt is a denizen of lakes, rivers, and swamps and is found across the continent of Talislanta. It resembles a segmented, metallic-scaled serpent in some respects, but is identifiable by its curved fangs, deep-set eyes, and the twin knoblike protuberances that stand forth from its armored cranium.

Voltts lair under rocks or in the hulls of sunken ships, keeping to the shadows in order to avoid detection. They mate for life, with the female guarding her broodlings while the male goes forth to hunt at night. These creatures typically prey upon smaller aquatic species such as mudrays, but are known to attack even such dangerous predators as skalanx when hungry. Voltts are well equipped to take on either foe, possessing the ability to emit a powerful charge of electrical energy that is capable of stunning prey in or out of the water. Once a victim has been incapacitated, the volt latches onto it with its long fangs and drags it off to some secluded place to devour.

Voltts are sometimes preyed upon by aqua demons, but otherwise have no known enemies except for Men. Zandir fishermen find the flesh of this creature succulent and delicious, and hunt them at night with lanterns and glass spears, which are employed in order to avoid electrocution. Voltts are attracted to lights, which seem to fascinate them, so they can be easily lured in this fashion.

Thystram described an uncomfortably close encounter with a volt in one of his journals: *"I was bathing in a pond when something brushed against my leg. I*



looked down and saw a sinuous creature swimming just below the surface of the water. The creature glared back at me; I froze, and it passed between my legs, then continued on its way."

Size: 6-10 ft. long, 500-1,000 lbs.

Attributes:

INT -9	PER +2
WIL +3	CHA +0
STR +3	DEX +2
CON +2	SPD +2

Ability Level: 1-4

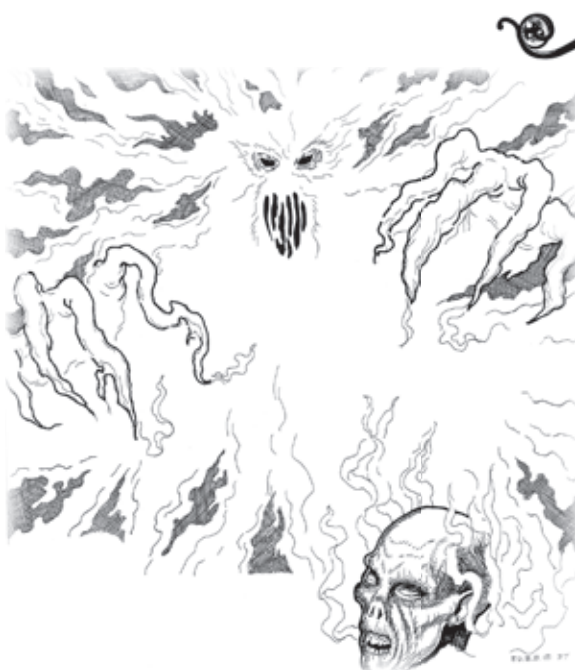
Attacks/Damage: Bite DR 6 or Electricity DR 3 per ability level (see Special Abilities)

Special Abilities: Emit powerful electrical charge once per day per level (range: 5 ft. per level). Only half damage is actual; creatures reduced to zero hit points are stunned for d20 rounds (plus one round per point of damage below zero)

Armor: Metallic scales PR 3

Hit Points: 9-22

Habitat: Rivers, lakes, swamps



VORL

Denizens of the Valley of Mist, Vorls are insidious creatures whose bodies are composed entirely of animate vapors, leading some naturalists to surmise that these organisms are a variety of quasi-elemental. Although they are vaguely humanoid in form, vorls are able to alter their shape as suits their needs. Their features are amorphous, their mouth and eyes resembling little more than pulsating, dark holes.

Vorls prey on living creatures of all sorts, whom they seek to strangle in their trailing, misty forms. They thrive on moisture and feed on the bodily fluids of their victims. Creatures "devoured" by vorls in this manner appear as dried, mummified husks and will crumble to dust at a touch.

Vorls cannot be harmed by ordinary weapons, and even magical weapons do little damage against their vaporous forms. Strong winds will disperse them temporarily, and spells that affect wind and water can be used to dissolve them to nothingness. Vorls can also be evaporated by great surges of heat or flame, and so can be fought with fire. As they often roam the Valley of Mist in numbers, these insubstantial beings pose a great hazard to Aamanian pilgrims traveling to the Well of Saints.

Size: 6'-7', weightless

Attributes:

INT +3	PER +0
WIL +2	CHA -6

STR* DEX -2
CON -3 SPD +1

*insubstantial

Ability Level: 1-8

Attacks/Damage: Touch: DR 8 +Ability Level from moisture drain, per round

Special Abilities: Immune to non-magical weapons, magical weapons inflict only half damage, harmed by heat or flame, can be affected by winds and magic

Armor: None

Hit Points: 10

Habitat: Volcanic Hills (Valley of Mists)

WANDERER OF ASHANN

The Wanderers are the last of a race of mystics known as the Shan, whose civilization was destroyed during the Great Disaster. Eight feet in height and angular of build, the Wanderers dress in loose-fitting, white robes, which completely hide their features. Each carries a magical staff engraved with the symbol of a single eye set in the center of a silver pentacle.

The Dracartans of Carantheum know something of these strange folk, who they say once provided aid to their nomadic ancestors. According to them, the Wanderers are sightless, and must rely upon their magical staves in order to see. Having no desire to interfere in the affairs of others, the Wanderers will answer if addressed, but will never initiate a conver-



sation or prolong any discussion by asking so much as a single question.

Even among the Dracartans, the full extent of the Wanderers' mystic abilities is not known. It is an accepted fact, however, that the Wanderers wield great power. By focusing their mystical energies, they are able to keep hostile creatures or beings from their presence or render ineffective even the most potent spells and incantations. It is little wonder, then, that the Wanderers are shunned by most Talisnantans, who, like people everywhere, fear that which they cannot comprehend.

The scholarly Thystram, though evincing little enthusiasm for the concept, gave due report to the ancient Mazdak legend concerning the Wanderers, saying: "The barbaric Mazdak, while still extant, believed that it was not the Wanderers who were alive, but their staves. According to the black magicians of these people, the Wanderers themselves were but lifeless cadavers, given a semblance of sentience and impetus by the staves, which the Mazdak portrayed as devils in transmogrified form." Privately, it was said of Thystram that he believed the Mazdak tale, but was afraid of publishing it in his book lest the Phaedran authorities have him confined to a place such as was commonly reserved for lunatics.

Size: 7'8"-8, weight unknown

Attributes:

INT +10	PER +5
WIL +3	CHA -10
STR +3	DEX +1
CON +5	SPD +2

Ability Level: 10+

Attacks/Damage: As per spell or staff

Special Abilities: Two Orders with 4 modes each at ability level. The Wanderers are able to concentrate their personal force into a type of focused mystical energy. This power can be used to negate the effects of spells and magical devices (as per a counterspell; effectiveness is per the Wanderer's ability level times 2) or to erect invisible barriers of pure energy. These abilities may be employed once per day, per ability level of the Wanderer.

Armor: None

Hit Points: 40+

Habitat: Wilderlands of Zaran

WEIRDLING

Weirdlings are either male Gnorls, or else Gnorls are female Weirdlings; no one seems to know for sure. These diminutive humanoids inhabit the dreary for-estlands of Werewood. Extremely eccentric, they are noted for their garish tastes in decor and dress. Scavengers by trade, weirdlings collect bangles, geegaws, and curios of all sorts. They horde their treasures in underground burrows, stealing forth at night to pilfer items from other woodland creatures and unwary travelers. Weirdlings are skilled thieves and are often bold beyond belief. Tales of weirdlings sneaking into the lairs of ferocious predators such as malathropes are not as uncommon as one might reasonably expect.



According to legend, each weirdling has the ability to grant up to thirteen wishes in its lifetime, which may span over a thousand years. If captured, a weirdling must grant one of its wishes or give up its treasure, as its captor demands. As these creatures are miserly by nature, parting with either of these commodities causes weirdlings the greatest dismay, except in one instance. The thirteenth and final wish which a weirdling may grant is always cursed and will bring about the opposite of what is asked for. No matter the method employed, a weirdling cannot be made to reveal how many wishes it has left. It should also be noted that harming a weirdling, or taking so much as a single coin of its treasure, releases the weirdling from its obligation to bestow a wish.

Size: 2'-3', 25-80 + lbs.

Attributes:

INT +4	PER +3
WIL +5	CHA -4
STR -4	DEX +5
CON +3	SPD +4

Ability Level: 5-10

Attacks/Damage: Bite: DR 1, or as per weapon employed

Special Abilities: Natural thieving talents at Ability Level +DEX, ability to grant wishes (similar in power to a spell cast at the 20th level of ability, from any Mode of the Magical Order, Wizardry), Wizardry with five Modes.

Armor: None

Hit Points: 18

Habitat: Werrwood, surrounding areas (rare)

WEREBEAST

Werebeasts are vicious carnivores who inhabit the deep forests of Werewood, Arim, and Zandu, laying dormant in caves and barrows during the daylight and coming out to hunt after sunset. They tend to hunt in small packs that may number from three to seven individuals. The largest and strongest member of the pack is generally its leader, though fierce fights to establish dominance are thought to be quite common amongst these bestial creatures. Werebeasts are noted for their cruelty, and they will often torture and torment their victims unless driven to less elaborate measures by extreme hunger. They are able to track prey by scent and have superior night vision and keen hearing.



Several sub-species of werebeast are found in different parts of the Talislantan continent, including the snow-dwelling Frostwere; the Yaksha, a denizen of rugged hills and mountain regions; and the Shathane, a species found only in tropical and temperate forests.

Size: 6'6"-7', 290-400+ lbs.

Attributes:

INT -6	PER +3
WIL +5	CHA +0
STR +7	DEX 0
CON +3	SPD -1

Ability Level: 4-14

Attacks/Damage: Bite: DR 8, Claws: DR 17

Special Abilities: Keen hearing, track prey by scent at Ability Level +PER, night vision

Armor: Fur, PR 2

Hit Points: 43

Habitat: Werewood, Western Lands

WHISP

Whisps are a diminutive and mischievous variety of minor elementals who dwell in the forests of Astar and other woodland areas. There are three known types: the brownish woodwhisps, who know secret things about the woodlands in which they dwell, and are fond of Muses, for whom they sometimes serve as interpreters; the aqua-colored waterwhisps, shy creatures who make their home in woodland streams and ponds, living in fanciful "castles" made of air bubbles

and gossamer; and the smoky gray nightwhisps, the most obnoxious of the species, who come forth at night to play cruel pranks on other creatures.

All whisps know a dint or two of magic, and are fascinated by enchanted items. They are partial to cakes, sweetmeats, and blossom nectar, which can be used to gain their favor or cooperation. If attacked, whisps will flee, only to return later with reinforcements. Some folk claim that the best way to be rid of annoying whisps is to ignore them until they become bored and leave. Others suggest ample doses of whispbane, live serpentvine and yellow stickler, or noxious magics as a more certain remedy for these tiny trouble-makers.

Size: 6", 1-6 oz.

Attributes:

INT +1	PER +4
WIL -2	CHA +1
STR -10	DEX +8
CON -1	SPD +8

Ability Level: 3+

Attacks/Damage: Diminutive weapon at DR 1, or as per spell employed

Special Abilities: Natural Magic with three Modes of choice at Ability Level, flight, swimming (Waterwhisp only), may converse in humanoid languages

Armor: None

Hit Points: 2

Habitat: Forests, jungles, smaplands, seas and oceans (water whisps)



WINGED VIPER

These bat-winged serpents are typically green and yellow in coloration, enabling them to hide amidst the leafy branches of trees. They normally prey on small birds and lizards, but will attack even the largest creatures if hungry or disturbed. A nocturnal species that feeds primarily on bats is also known to exist. Despite claims to the contrary, winged vipers are poor flyers, and are unable to maneuver swiftly while in the air. Their venom, though seldom deadly to man-sized creatures, is nonetheless quite unpleasant.



Like the majority of Talislantan serpents, the winged viper is covered with rows of tough, overlapping scales, which afford the creature protection from the smaller and less-determined sorts of predators. Scales taken from the largest of these serpents are sometimes used to make a most decorative sort of leather-like armor. Winged vipers may grow to lengths in excess of ten feet.

Size: 2'-12', 2-24 + lbs.

Attributes:

INT -6	PER +3
WIL +0	CHA +0
STR -2	DEX +1
CON +0	SPD +5

Ability Level: 1-4

Attacks/Damage: Bite DR 2 (+ 1 pt. venom per level)

Special Abilities: Flight, natural camouflage (-2 PER rolls to spot in trees)

Armor: Leathery hide PR 3

Hit Points: 8-32

Habitat: Tropical jungles, rain forests, swamps and marshes

YAKSHA

Deemed among the fiercest of Talislantan creatures, yaksha are a sub-species of werebeast (q.v.) that inhabits the hills and mountains of Yrmania and the Northern Reaches. Fearsome to behold, yaksha are known for their almost total lack of fear or reason. Their customary mode of attack is to leap forth from hiding, slashing with their claws and shrieking hideously; the cry of a yaksha alone is often sufficient to cause its intended victim to be paralyzed with terror. Once a yaksha has tasted blood, it will fight to the death, ignoring even the most grievous damage inflicted upon it. It has been reliably reported that spells of influence or control have no effect whatever upon



these creatures, whose single-minded desire to rend and kill is exceeded only by their inhuman strength and fury.

The Ur clans of neighboring Urag favor the use of mummified yaksha paws as war clubs. Ownership of these grisly weapons is generally limited only to Ur chieftains and warlords and is considered a mark of unsurpassed courage, or extreme good fortune. In actuality, most of these items are obtained from aged or infirm yaksha, for the Ur have an almost unreasoning fear of these beasts.

Size: 7'-8', 700-800 lbs.

Attributes:

INT -8	PER +1
WIL +6	CHA +0
STR +7	DEX -3
CON +4	SPD +1

Level: 5-15

Attacks/Damage: Claws: DR 15, Bite: DR 10

Special Abilities: Immunity to spells of control or influence, climbing at Ability Level +DEX

Armor: Fur, PR 2

Hit Points: 54

Habitat: Hills, mountains, forests

ZARATAN

Zaratan are giant sea creatures native to the Far Seas and other temperate, watery regions. Covered with a foot-thick layer of scales as tough as plate armor, zaratan are practically impervious to harm. Normally benign, they will only attack other creatures if greatly provoked, in which case zaratan prefer to use their great bulk and power to ram would-be adversaries.

The Sea Nomads of Oceanus have domesticated the zaratan, using them for transportation, construction, and food gathering. The more aggressive females are used in military operations, and they can be taught to ram intruding sea vessels. The presence of even a few of zaratan is usually sufficient to discourage the depredations of ocean kra and sea scorpions, both of which are hesitant to approach within ramming range of these aquatic behemoths.

Size: 20'-30', 4,000-10,000 lbs.

Attributes:

INT -7	PER +2
WIL +7	CHA +0
STR +12	DEX -2
CON +7	SPD +2

Ability Level: 2-14+

Attacks/Damage: Bite: DR 16, Claws: DR 22, or Ram: 32

Special Abilities: Unaffected by extremes of temperature, pressures of ocean depths, or storms

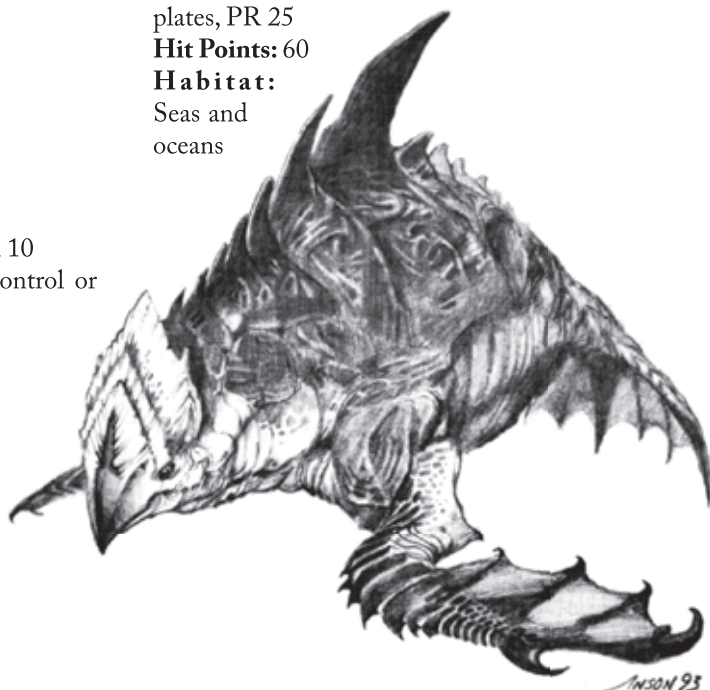
Armor: Armored

plates, PR 25

Hit Points: 60

Habitat:

Seas and oceans



EXTRA-DIMENSIONAL ENTITIES



APPARITION

Apparitions are avatars of Noman, the ruler of the Nightmare Dimension. On their home plane these entities serve as rulers of the lesser Nightmare realms. They may take on any form they find suitable to their purpose, which is to strike terror in the hearts of dreamers on the material plane. When summoned to the material plane, apparitions generally appear as frightful humanoids, their bodies composed of roiling black vapors. They know all that transpires within the confines of their home plane and may be asked to reveal a portion of their knowledge; if the summoner does not show fear, the apparition will usually grant this request. Regardless of the service, the apparition will always demand that the summoner pay in kind by returning the favor in some way.

Throughout his travels in the Dreamrealms, Laslovian had cause to encounter many strange and frightful entities. According to the astromancer, none was more fearsome than the apparition that accosted him as he passed through an enchanted portal from the Dreamrealm of Ojhid into an adjacent realm:

"The entity appeared as figure attired in flowing black robes. It asked, "Do you fear me?" to which I replied that I did not. In response, the dark figure flung wide its robes, revealing a horrific image of myself as I might have appeared if dead and buried for many months: eyes sunken, flesh crawling with maggots, portions of the skull exposed. I fled back to Ojhid in terror, hearing behind me the sounds of mocking laughter-."

All apparitions possess the following characteristics and abilities:

- ☼ Cast any type of illusion or hallucination at 50th level.
- ☼ Assume ethereal, material, or invisible form at will.
- ☼ Create an area of hallucinatory terrain up to 1,000 feet in diameter per level.
- ☼ May be summoned to the material plane by magic.
- ☼ Return to their home plane at will unless constrained by magic.
- ☼ Immune to all forms of attack except magical weapons, spells that affect illusions, and negative energy.

Size: 20 ft. tall, weightless

Attributes:

INT +15	PER +15
WIL +15	CHA +15
STR +15*	DEX +15
CON +15	SPD +15

*in material form

Level: 50

Attacks/Damage: Energy Attack DR 10 +1 per level, by touch

Special Abilities: Wizardry Order with 5 modes at ability level, abilities listed above

Armor: None

Hit Points: 500

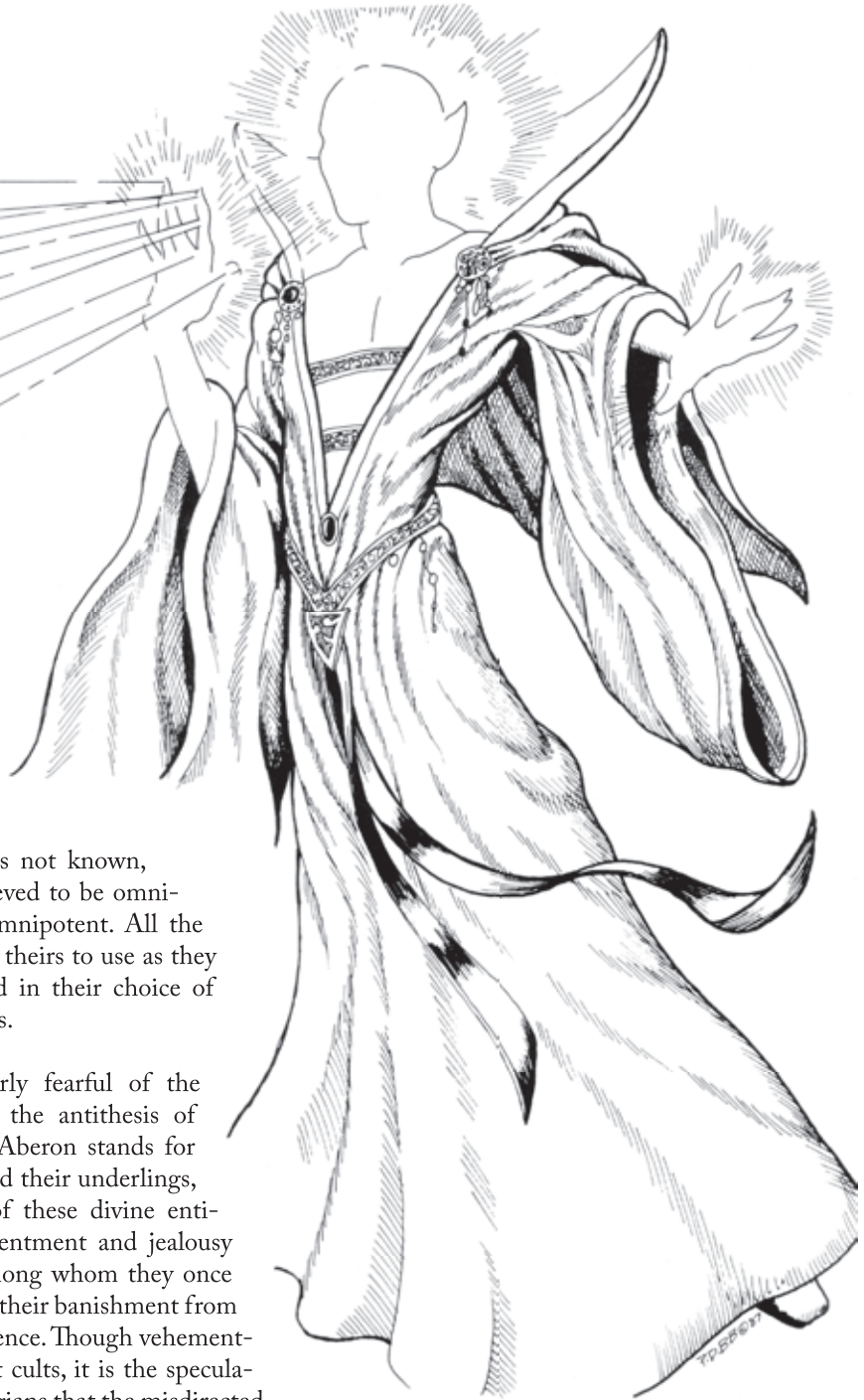
Habitat: Extra-planar

ARCHON

Archons are deific beings of practically immeasurable power. They generally appear as ten-foot tall humanoids comprised of pure, white light. The extent of their abilities is not known, though Archons are believed to be omniscient and very nearly omnipotent. All the spells of divine magic are theirs to use as they will, nor are they limited in their choice of bodily form and attributes.

Demons are particularly fearful of the Archons, who represent the antithesis of all that the Demonlord Aberon stands for. The diabolical Shaitan and their underlings, while similarly in awe of these divine entities, bear a grudging resentment and jealousy towards the Archons, among whom they once dwelled as equals prior to their banishment from the higher planes of existence. Though vehemently denied by the diabolist cults, it is the speculation of Talislantan theologians that the misdirected benevolence occasionally attributed to the Shaitan Overlord, Diabolus, reflects his desperate desire to once again regain his former lofty status in the realm of the Archons.

Size: 8'+



Attributes: All attributes + 15 or greater

Ability Level: 50+

Attacks/Damage: Touch DR 15 (energy damage) or as per spell/weapon employed

Special Abilities: All Orders known with all

Modes at ability level, immunity to non-magical attacks, teleport, dimension travel at will, emanate blinding light (20 ft. radius) at will.

Armor: None

Hit Points: 500 +

Habitat: Extra-planar

AVATAR

Avatars are the representatives of a powerful, extra-dimensional entity such as an Archon, Shaitan or ArchDemon. The capabilities of these immortal beings vary according to the designs of their respective masters; some are physically powerful, others possess spell casting talents, magical abilities or knowledge of arcan lore. All possess the ability to assume humanoid form at will, and to hurl bolts of energy (divine eldritch or elemental).

The physical semblance of an avatar is likewise determined by its patron. An Archon's avatars are often angelic in appearance and seem to radiate an inner light; Diabolus' avatars appear as horned, red-skinned

devils; Aberon's as hideous imps, brutish monsters or abominations. The avatars of other entities will vary accordingly in physical form.

It was common practice among sorcerers of ancient Talislanta to employ an avatar for use as a familiar or advisor. The Seppl of Summoning was used to call forth an Avatar with one ability level, having no preconceptions regarding previous masters, was deemed most desirable. The sorcerer would then agree to a pact: service to the avatar's master in return for the use of the Avatar as a familiar and advisor. The practice has since fallen into disuse, though modern-day Talislantan magicians still favor using Avatars as familiars.

Size: 1-3 ft. tall, weightless

Attributes:

INT +5

PER +5

WIL +5

CHA +5

**Physical attributes vary according to form*

Level: 1-20

Attacks/Damage: Varies according to form; Bolt attack DR 6 (+1 per ability level)

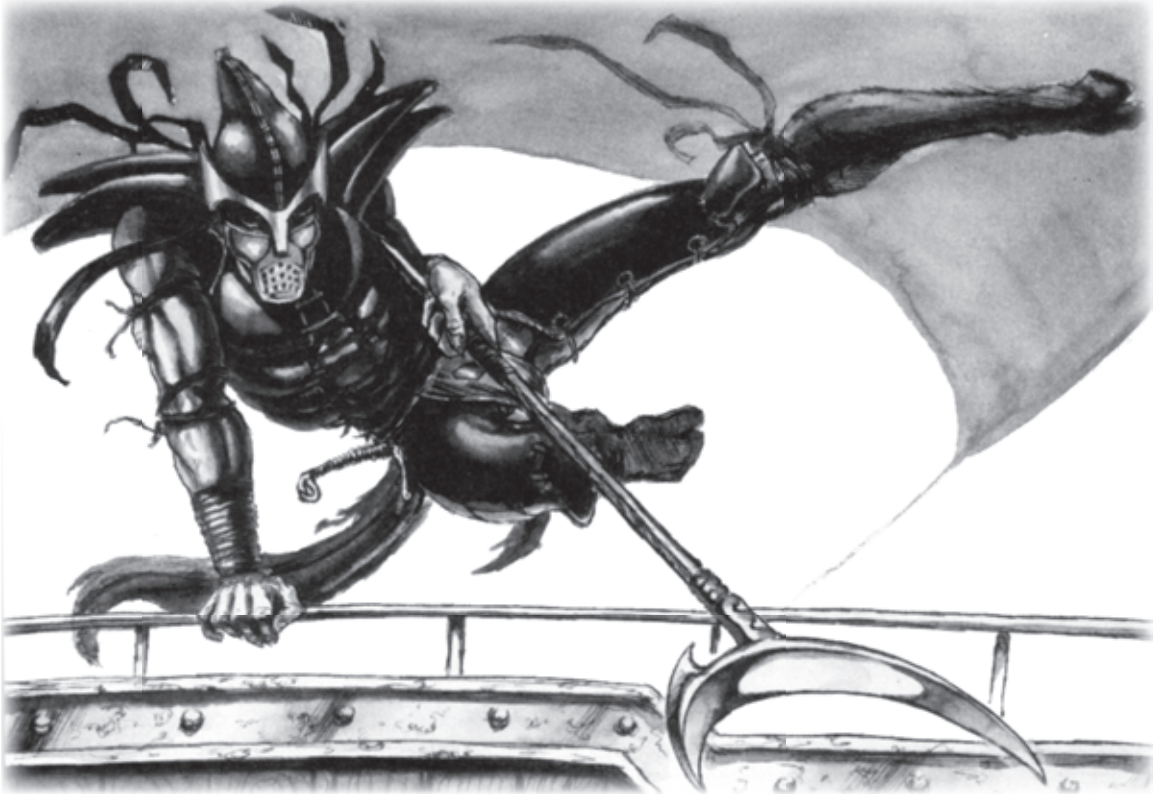
Special Abilities: Immune to non-magical attacks; possible spell-casting (Invocation, Wizardry or Elementalism Order with 6 modes at ability level); Ability to assume humanoid form at will; other abilities as per patron's dictates.

Armor: As appropriate per patron

Hit Points: 30 + 2 per ability level

Habitat: Extra-planar





BARATUS

The Baratus (which means Wild Folk in their own language) are lean and muscular, standing on average around six feet in height. Their skin ranges from grey to dark brown, with eyes the misty blue of the aether itself. Males and females shave their heads except for a topknot which is braided with gemstones, and strips of sinew. The males also wear long, braided moustaches. Their dark skin is often decorated with colorful inks on the face and arms, with clan symbols on chest (for men) or back (for women).

Their appearance is an unusual amalgam of barbaric and early Archaen attire. Their clothing is made of tooled leather, combined with high boots and long cloaks with flaring collars, such as those worn by the Archaens. They commonly hold or wear various enchanted items, amulets, staves, bracers, and such, which they avidly collect.

The Baratus are descended from an ancient race of sub-men from Talislanta, similar to the pre-orb Archaens. Originally a race of primitive hunter-gatherers, the Baratus were the dire enemies of the

Archaens from the earliest days of the Archaen Empire. The mages eventually succeeded in defeating the Baratan clans, thanks in large part to the invention of the windship (created by the Elandar, ancestors of the modern-day Phantasians.)

The surviving clans were forced to retreat from Talislanta along the land-bridge to the south. There they struggled in the unfamiliar, hostile environment, and learned the art of sea-craft to survive. They were occasionally subject to airborne attacks by Elandar winships, and might eventually have been wiped out if not for a chance event.

One day an Elandar warship lost in a storm made a forced landing in Baratan territories. The sub-men siezed the vessel and tortured the captain and crew to extract the secrets of its operation. Employing the captured windship, the crafty Baratus stealthily captured further windships until they had amassed a sizeable fleet. This they used to harass the Archaen Empire for generations.

Following the Great Disaster, the Baratus disappeared from history - apparently destroyed by the

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cataclysm. In truth, when the land-bridge was destroyed the Baratus were cast adrift in the Astral Plane, clinging to bits of shattered reality until those who had been airborne at the time could retrieve them. Thus began their new existence, living aboard their ships on the Aetheric Sea.

The Baratus are loosely tied together by a code of conduct, collectively called the Barat, which means the Wild. This is a set of traditions and customs derived from the practices of the early Baratus tribes, who revered the Gods (elementals) of Earth, Water, Wind, and Fire and found their place in the natural order of things as hunters and warriors. According to the Barat, it is right and fair for the Baratus to hunt and kill in order to survive, just as it is in the animal kingdom.

While the modern Baratus are more cosmopolitan than their ancestors, they retain their barbaric heritage and take pride in it. Those who they deem too 'civilized' are regarded as weak, potential prey. Magicians are particularly despised, an emotional amalgam of hate, fear, and jealousy.

Size: 5'9" - 6'3", 150-210 lbs.

Attributes:

INT +1	PER +2
WIL +0	CHA +0
STR +1	DEX +2
CON +1	SPD +1

Level: 2+

Attacks/Damage: Per weapon employed

Special Abilities: None

Armor: Per armor worn

Hit Points: 20+

Habitat: Extra-planar

BARBED HORROR

Barbed horrors are a form of psychic parasite. These hideous creatures range in size from one to three feet in height and resemble malformed, bloated homunculi. They are covered from head to tail with rows of barbed spines and have clawed appendages. A rasping tongue and lack, beady eyes are other features characteristic of these minor entities, which possess the ability to manifest in astral, corporeal, or invisible form.

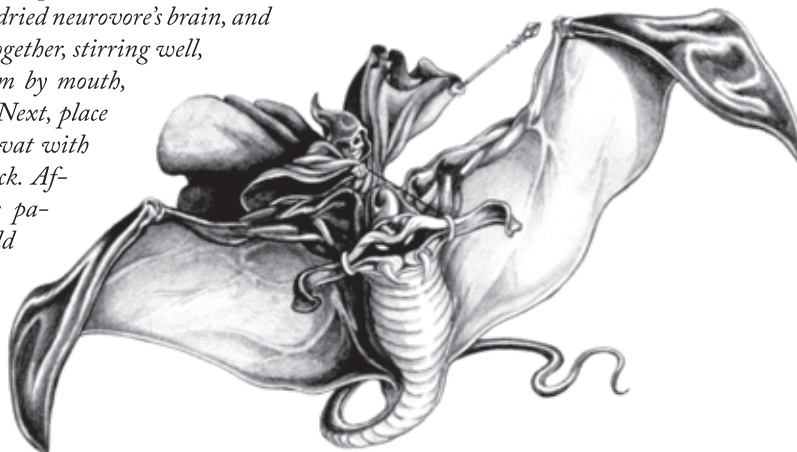


Barbed horrors are the very embodiment of fear, given tangible form through the use of black magic. They are grown in vats using an obscure process known only to denizens of the Nightmare Dimension. When fully formed, these creatures are dispersed into the outer regions of the Nightmare Dimension to prey upon the astral forms of unwary dreamers. Once a barbed horror has spotted a likely victim, it will attempt to latch onto the dreamer's aura, holding fast with its claws and barbed spines. If successful, the creature afflicts its victim with a phobia, feeding off the fear that it generates and growing larger with each passing hour.

Barbed horrors are normally invisible on the material plane and cannot be detected except by those capable of seeing auras. Once discovered, these psychic parasites can usually be removed by the use of certain spells of mysticism, such as Mystic Bolt. A horror that has grown strong by feeding on a victim for many years can be difficult to remove and may require the application of even more potent remedies.

In his memoirs, Laslovian recalled that an associate of his, the dream merchant Trisla, had once suffered from such a condition. The astromancer recorded the procedure by which he effected a cure:

First, prepare a mixture of six parts balm root oil, one part powdered iron, one part dried neurovore's brain, and two parts amberglow. Mix together, stirring well, then administer to the victim by mouth, using force only if necessary. Next, place the patient in a water filled vat with a pair of volts and stand back. After ten minutes remove the patient; insulated gloves should be worn as a precaution against electrical shock. When the patient has recovered, he or she should be practically as good as new.



Size: 1-3 ft. tall, weightless

Attributes:

INT +5	PER +5
WIL -5	CHA -5
STR -5 *	DEX +5
CON +5	SPD +5

*in material form

Level: 3-10

Attacks/Damage: Claws/Spikes DR 2 plus venom (causes fear until removed)

Special Abilities: Parasitic bite, appearance causes fear (roll vs. WIL or victim is paralyzed with fear for 1-4 rounds), assume ethereal, material, or invisible form at will

Armor: None in ethereal form; spiny hide, 2 points in material form

Hit Points: 3, +2 per level

Habitat: Extra-planar

BAT MANTA

Bat mantra are airborne entities from the Nightmare Dimension that resemble giant black mantra rays with horned protuberances and whip-like tails. They radiate powerful psychic energies, which they are capable of emanating like bolts of electrical current. These energies can be used to stun or to instill astral, ethereal, or material beings with a sense of nameless dread. In fact, nightmares involving falling are often the result of a bat mantra gliding past the dreamer's astral form and disrupting his or her psychic aura.

On their home plane, these creatures may often be seen soaring above the nightmarish terrain,

looking for lesser creatures to feed upon. Capable of detecting invisible, astral, and ethereal presences, they are adept at spotting inter-planar rifts and gates; consequently, they may also be encountered on the astral, material, and lower planes. They are sometimes summoned by the Shadow Wizards or other magicians for use as steeds.

Size: 20'+ wingspan, 400+ lbs. (in material form)

Attributes:

INT -5	PER +7
WIL 0	CHA -5
STR +10*	DEX +5
CON +10	SPD +5

* in material form

Ability Level: 6-13

Attacks/Damage: Electrical Discharge: DR 12 (range: 100'), Cause Fear (WIL roll to resist), Tail: DR 18

Special Abilities: Flight, night vision, detect invisible, astral, or ethereal presences or inter-planar rifts (range: 100' per Ability Level), immunity to psychic probing or mental influence

Armor: Hide: PR 3, in material form

Hit Points: 34

Habitat: Extra-planar, ruins, wastelands

BENIGN SPIRIT

Benign spirits are minor entities. These benevolent spiritforms may manifest as asexual cherubs, totem animals, nymphs, implings, tutelary spirits, or household spirits according to the patron deities they are bound to serve. Regardless of their outward ap-

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pearance, benign spirits emanate great wisdom and appear to radiate an otherworldly light from which creatures of darkness instinctively withdraw.

On their home plane, benign spirits are employed as servants and messengers of the gods, avatars, and guardians. They are some times sent to the material plane to deliver an omen or prophecy to the faithful servants of their patron deities, to give guidance and instruction to mortal beings, or to help protect a household or region from evil influences. Benign spirits may also be summoned to serve as familiars or totem animals for spellcasters, a task they will gladly accept provided the summoner is worthy of such a boon. They cannot be forced or enticed to serve practitioners of black magic, regardless of the methods employed.

The archimage Solimorrion was said to have attracted a number of benign spirits who hovered about him as he worked. Some sharpened the quill pens he used to illuminate his manuscripts, some turned the pages, and others chided him about his spelling or corrected grammatical errors as required.

Size: Varies according to type; most are under 4 ft. tall

Attributes:*

INT +2	PER +2
WIL +3	CHA +1
STR +0	DEX +2
CON +2	SPD +3

*may vary according to type

Ability Level: 1-5

Attacks/Damage: Energy Attack DR 2 +1 per ability level

Special Abilities: Wizardry Order with one mode at ability level immune to non-magical attacks; additional abilities may be present according to bodily form

Armor: Usually none, but may vary according to type

Hit Points: 2-10

Habitat: Extra-planar

BROOD

Brood are a vile species of horned humanoids who originate from the darkest reaches of the lower planes. Gaunt in stature and black as night, they stand over seven feet in height and exhibit a coldly hostile demeanor. Their appearance is neither a pose nor a ploy: Brood are amoral and exceedingly aggressive, and are known to abruptly turn on any creature that they deem a threat, even those of their own kind. They have synesthetic senses unlike any other known life-form.

Brood hail from an uncharted region of the lower planes known as the Dark Dimension: a realm described by some as a nightmarish landscape of twisted obsidian spires, bottomless chasms, caves and tunnels. It is a place devoid of light, inhabited by such frightful creatures as void monsters, null-beasts, bat manta, voraks, necrovores, and things too awful to describe.

Above, fierce airborne predators such as bat manta and giant claw-wing roam the ink-dark skies. Below, monstrous entities such as the dreaded white worm, barbed horrors, and nocturnal strangler dwell in the dark recesses, waiting for the chance to strike.



DEMONS

To confuse demons with devils is a grievous, and potentially fatal, mistake. The two could not be more unlike.

Devils and their kin are governed by a complex hierarchy, with nobles, diplomats, warriors, and servitors. They adhere to the chain of command, knowing that to do otherwise would arouse the wrath of their superiors. Though rampant with greed, lust, and innumerable other vices, the society of devils is an orderly one, governed by a strict set of laws and customs.

Demons have no hierarchy, no laws, no rulers, and no organization at all. They originate from the depths of the Demonrealms: hellish wastelands ravaged by chaotic elemental forces and seething with demonic spawn. Shrieking and cursing in a thousand strange tongues, emerging from the torturous terrain like maggots from a bloated corpse, they spread like a plague, infiltrating other realities through rifts or gateways in the dimensional fabric.

Though they have no armies, demons sometimes travel en masse like swarming insects, ravaging entire lands or even entire worlds. In such cases a greater demon will usually be at the center of the horde, acting like a magnet for demons of lesser power. Whenever possible, Tarteran demon hunters seek out these entities and destroy them in order to prevent such occurrences.

DEMONIC NATURE

Demons are creatures of destruction. Unlike devils, they have no morality, and no sense of good or evil. They are agents of entropy, no more “evil” than a disease or a hurricane. They are part of the grand scheme of the Omniverse, their chaos and destruction perfectly balancing the ordered creation of the elementals. They are, as the scholar Thystram put it, “anti-elementals.”

Abilities and limitations common to all demons include:

Here also live the Brood, who make their home deep in the catacombed depths. Their settlements are no more than massive caverns, pock-marked with hundreds of smaller caves and alcoves. Some of these serve as living quarters of the Brood males, who claw and hiss at each other day and night. Others serve as cages for captured creatures, slaves, stolen booty, or various goods and wares.

Every cavern-settlement is accessible by a network of winding passageways, each guarded by Brood and/or their servants. Most are difficult for non-Brood to navigate, with sheer drops and narrow walkways spanning pits of boiling sulfur or yawning gulfs. At least one of the passageways leading to any large Brood settlement will always be much larger than the others. These are the tunnels used by Brood-wyrms, the massive creatures that serve as living ships for the Brood.

Brood are unrelated to Devils, Demons, or any other known species. Humorless and alien, they remain among the most mysterious, and feared, denizens of the lower planes. They are believed to have made their way to the Midnight Realm via a wyrmhole, or perhaps a rift in the dimensional fabric.

Size: 7'-7'8"; 260-300 lbs.

Attributes:

INT -2	PER +5*
WIL +2	CHA -4
STR +3	DEX +1
CON +3	SPD +1

**Synesthetic senses (-3 PER outside a 300 ft. range)*

Ability Level: 5+

Attacks/Damage: Talons DR 4; Spurs DR 4

Special Abilities: Synesthetic Senses

Armor: Chitinous hide PR 2

Hit Points: 20+

Habitat: Extra Planar

SPEAKING IN TONGUES

Demons may evince this talent to a greater or lesser degree, based on their age, intelligence and degree of power.

IMMUNITY TO NON-MAGICAL HARM

Demons are immune to harm by non-enchanted weaponry, with the exception of silver/argentium/black adamant/shadowsteel weaponry. Non-magical weapons of this type inflict full damage vs. demons, and enchanted weapons of these types do full damage plus any magical bonus that they possess. Argentium, even unenchanted, is particularly effective, halving the demon's natural armor rating.

Weapons imbued with elemental properties inflict double damage against demons of opposite nature.

SUSCEPTIBILITY TO OPPOSING ELEMENTAL FORCES

Demons comprised of elemental energies such as fire, water, and earth take double damage from elemental attacks of opposing nature, such as a fire-based attack made on a water-based demon.

DETECT LIVING PRESENCES

Due to the antithetical nature demons possess in regards to natural life energies, they are capable of detecting living presences at a distance (up to several hundred feet, depending on the type of demon).

PRIMAL DISSOLUTION

When destroyed, a demon's physical form returns to the inanimate substance it was before the demon inhabited it. For example: Smoke demons will dissipate into thin air, rock demons will crumble to dust, and lava demons will collapse into a pool of molten rock. Amid the remains will be the demon's heartstone - a black diamond possessed of magical qualities, one carat per Ability Level of the departed demon.

DEMONIC FORMS

In their "natural" state, demons have no physical form, being a swirling maelstrom of negative elemental energy. Demons derive their physical form from their environment, taking whatever elemental substance is at hand and perverting it to their own

use. Thus there are as many types of demon as there are elemental substances.

DEMONIC EVOLUTION

According to the Black Savants, demons begin existence as minor entities and evolve over time into creatures of increasing size and power. The Savants claim that there are five distinct stages of demonic evolution, from minor demons to the terrifying entities known as arch-demons.

In order for any demon to advance to the next stage of development, it must undergo a metamorphosis. The process takes but a few seconds but can be both unsettling and dangerous to the uninitiated observer. At the onset of metamorphosis the demon suddenly swells in a most grotesque fashion. Its outer skin then splits apart, sending bits and pieces of its elemental substance flying in all directions. Finally, with a terrible shriek or howl, the newly metamorphosed demon emerges from the obsolete shell of its former self into its new form.

The five stages of demonic evolution are as follows:

1ST STAGE: QUASI-DEMONS

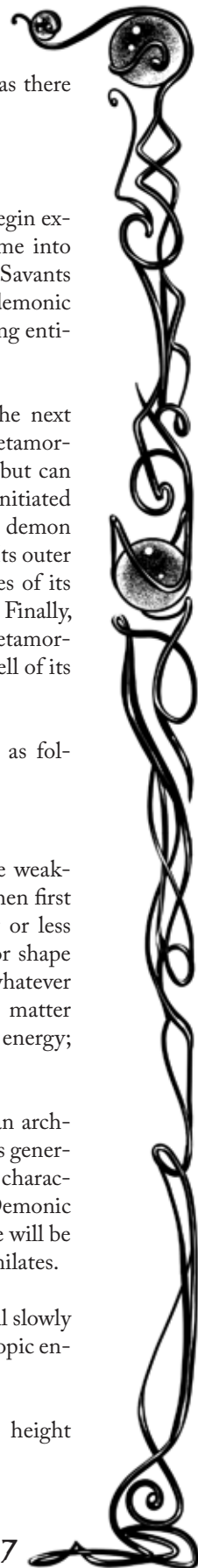
Among demonkind, quasi-demons are the weakest in terms of magical or innate abilities. When first spawned, quasi-demons are small (one foot or less in height) creatures of indeterminate form or shape with a voracious appetite. They will feed on whatever is in plentiful supply; organic or inorganic matter or any form of elemental or anti-elemental energy; stone, wood, fire, even darkness or light.

Quasi-demons originate as the spawn of an arch-demon, or through the process of spontaneous generation. In the former case, the quasi-demon's characteristics will resemble those of its host (see *Demonic Progeny*.) In the later case its form and nature will be determined by the type of sustenance it assimilates.

If a quasi-demon is somehow starved, it will slowly shrink and until it disappears entirely, its entropic energy dissipating into the aether.

Size: 1"-1', weight varies according to height and element.

Attributes:



INT -5
WIL -3
STR -5
CON +3

PER 0
CHA -6
DEX +2
SPD -2*

* SPD +2 in chosen element

Ability Level: 1-2

Attacks/Damage: Bite or Claws: DR equal to Ability Level

Armor: Thick Hide or Partially Fluid Form, PR 1

Hit Points: 5

Special Abilities: Elemental Magic (appropriate element) with two Modes at Ability Level.

2ND STAGE: MINOR DEMONS

Once a quasi-demon has reached its full size (which can vary wildly among the nearly infinite types possible), it may metamorphose into the second stage of development and become a minor demon. Known varieties of minor demons include ice giants, dust demons, slime demons, grues (plant demons), iron demons, and lava demons.

3RD STAGE: LESSER DEMONS

Minor demons that accumulate a sufficient amount of negative elemental energy may metamorphose into the next stage of demonic evolution as lesser demons. Lesser demons possess considerably greater innate magical abilities than their minor counterparts, and are correspondingly more dangerous and destructive.

Following metamorphosis, they sometimes manifest as more basic anti-elemental forms such as earth, fire, water, and air. However, most retain their previous forms while increasing in size and destructive power.

4TH STAGE: GREATER DEMONS

Lesser demons that accumulate massive levels of negative elemental energy will metamorphose into the next stage of demonic evolution as greater demons. Unlike their lesser counterparts, greater demons are not restricted to purely elemental forms. They may exhibit a variety of terrifying physical aspects and capabilities, and are capable of projecting an aura of negative elemental energy that may extend for considerable distances, depending on the demon's nature and its relative power.

5TH STAGE: ARCH-DEMONS

Greater demons that accumulate enough negative elemental energy over the course of many millennia can eventually metamorphose into the fifth stage of demonic evolution as the hideous entities known as arch-demons.

Though sometimes referred to as Demonlords, arch-demons do not rule over armies or kingdoms of lesser demons. Instead, these entities are a source of demonic infestation capable of spawning endless hordes of minor demons.

Arch-demons are drawn to nexuses of magical or elemental force, upon which they feed, causing them to grow to hideous proportions. Once they have attained sufficient power, they begin spawning clusters of lesser and minor demons, the creatures emerging from the arch-demon's skin, mouth, or other orifices in ever increasing numbers. Hordes of these demonspawn can eventually overrun an entire region, destroying everything in their path and spreading like a cancer upon the land.

A full-grown arch-demon may become so massive that it is incapable of movement. Its only defenses at this stage are the entities that it spawns. Eager to wreak destruction, demonspawn will gleefully attack intruders but otherwise exhibit no allegiance to their creator.

The abilities of arch-demons vary considerably from one to another, as do the types of demons that each may spawn. Both factors are unpredictable, and completely unique types of demons may be produced by these chaotic entities.

Two entire species of demons, the ice giants of Narandu in Talislanta, and the breed known as night demons, are believed to be the spawn of arch-demons; the so-called "Ice King" and "Lord of the Night Skies" respectively.

SIXTH STAGE: META-DEMONS

Scholars of demonology say that there is a sixth and final stage of demonic development, yielding an entity of near-deific power referred to by some as a Meta-Demon. Most believe that at any given time, only a single such entity can exist in the Omniverse, such is the destructive power that it embodies. Those who support this theory say that there is but one sixth-stage demon extant in the Omniverse, the en-

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tity known variously as Aberon or Nihilus.

Those who disagree with this theory say that the number of meta-demons that may exist at a given time is not limited to one, but five or six. Supporting this claim are certain Sepharan runes and tablets dating back thousands of years, which describe an age during which when five entities referred to as Nether Ones (believed by some to be a euphemism for meta-demons) were all extant at the same time. The prophesied emergence of a sixth Nether One may or may not have ever occurred; more than one Sepharan text states that the arrival of the Sixth would herald “the end of the Omniverse as we know it, and the beginning of a New Age of Darkness”. Whether this referred to the catastrophe known as The Great Disaster, or to some even more calamitous event that was somehow forestalled, remains a matter for conjecture.

AQUA DEMON

Aqua demons (or sea demons, as they are sometimes known) are denizens of the Demonrealms whose presence in the seas and oceans of the Southern Rim can be attributed to ancient portals and witchgates that sank below the waves during the time of The Great Disaster. The curse of ocean-going

vessels, aqua demons are sometimes known to infest tropical isles, coral reefs, and sunken ruins. They are practically invisible in water, and they possess the ability to change into liquid form or create whirlpools and dangerous undercurrents. Aqua demons are uncomfortable out of the water and are pained by heat and fire.

Size: 7’-7’8”, 300-450+ lbs.

Attributes:

INT +2	PER +2
WIL +6	CHA -6
STR +7	DEX +1
CON +10	SPD +4*

* in water; -4 on land

Ability Level: 4-11+

Attacks/Damage: Claws: DR 13, two attacks

Special Abilities: Aquamancy with four Modes at Ability Level, almost invisible in water (-8 to detect), adopt liquid form, create whirlpools and undercurrents

Armor: Elemental water, PR 3

Hit Points: 22

Habitat: Extra-planar, seas, oceans

BLACK ICE DEMON

These entities resemble eight to ten foot tall, horned humanoids, with faceted, black crystalline bodies and frightful visages. They are extremely aggressive, attacking any creatures that they encounter.

Black ice demons emanate waves of biting cold, and can also do damage with their razor-sharp claws and fangs. They are susceptible to extreme heat.

Size: 8’-10’, 1,200-1,800 lbs.

Attributes:

INT +1	PER 0
WIL +5	CHA -6
STR +8	DEX -2
CON +10	SPD +1

Ability Level: 3-10

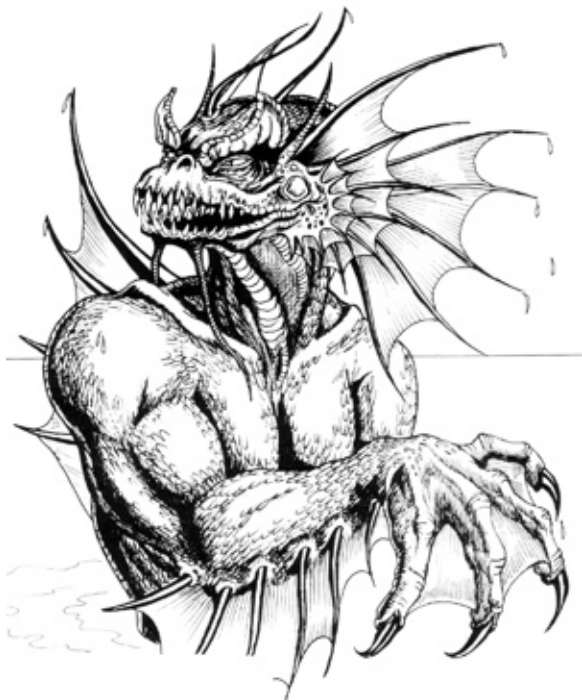
Attacks/Damage: Claws: DR 16, two attacks

Special Abilities: Elemental Magic (Aquamancy; Cold only) four Modes at Ability Level, emanate cold in a 10’ radius (causes -2 penalty on opponents’ combat rolls).

Armor: Ice, PR 5

Hit Points: 45

Habitat: Extra-planar



BLUE FIRE DEMON

These anomalous entities are found only in the Sea of Frozen Fire, in the Midnight Realm. They resemble ice-blue pyro-demons, but have webbed appendages that make them swift swimmers. They are known to attack ships that venture into the Sea of Frozen Fire, as well as creatures that come too close to its shores.

The touch of a blue fire demon burns with abysmal cold, and is unlike any other form of demonic attack. Wounds caused by these entities will not heal normally, and can only be healed by magical means such as spells, elixirs, and so forth. Blue fire demons are vulnerable to extreme heat.

Size: 7'-8', 250-300 lbs.

Attributes:

INT +2	PER +2
WIL +6	CHA -6
STR +7	DEX +1
CON +7	SPD 0*

*SPD +4 in the Sea of Frozen Fire

Ability Level: 3-10+

Attacks/Damage: Claws: DR 12, Tail: DR 10, plus burning damage on each attack: DR 4

Special Abilities: Aquamancy (Cold) with four Modes at Ability Level, the burning cold inflicted by touch cannot be healed by any mundane means.

Armor: Scaly Hide, PR 2

Hit Points: 38

Habitat: Extra-planar



DROUGHT DEMON

These ghastly entities resemble emaciated, horned humanoids with hideously wrinkled brown hide. They are generally found only in arid regions, though groups of drought demons that wander into fertile areas can turn such places into barren wastelands.

Drought demons emanate an aura that can kill all types of plants and fungi, turning arable land into desert. The deadly touch and bite of these demonic entities can quickly drain the moisture from a living creature's body, leaving behind a dry, desiccated husk.

Drought demons are vulnerable to life-based magic, such as healing spells and spells of Natural Magic that encourage the growth of plants.

Size: 6'6"-7', 75-100 lbs.

Attributes:

INT +5	PER +3
WIL -3	CHA -6
STR -3	DEX 0
CON +4	SPD -1

Ability Level: 3-10+

Attacks/Damage: Claws: DR 6, Bite: DR 4, both attacks also inflict dehydration damage equal to the demon's Ability Level.

Special Abilities: Aura of drought with a radius equal to 5' times the demon's Ability Level (small plants and fungi wither and die within a matter of minutes, larger plants can take several hours to die)

Armor: Papery Hide, PR 1

Hit Points: 20

Habitat: Extra-planar

DUST DEMON

These entities resemble a whirling vortex of dust and sand, vaguely humanoid in form and standing from ten to sixty feet in height. Eyes like black holes in space and a fanged, gaping maw are occasionally visible within the demon's swirling form.

Dust demons are capable of flight, and can wreak havoc on airborne ships and flying creatures. They can asphyxiate living creatures, or toss even fairly large humanoids up to a hundred feet in any direction.

Dust demons are susceptible to water-based attacks and spells of Aquamancy.

Size: 10'-60', 5-30 lbs.

Attributes:

INT +6 PER +3

WIL +7 CHA -6

STR +6 DEX +4

CON +10 SPD +6

Ability Level: 5-12+

Attacks/Damage: Suffocation: DR equal to Ability Level

Special Abilities: Aeromancy with four modes of choice at Ability Level, flight

Armor: Largely Insubstantial: Most physical attacks only cause 1-2 points of damage plus any enchantment bonus.

Hit Points: 10-60

Habitat: Extra-planar

EARTH DEMON

Earth demons are negative elemental entities that sometimes gain access to the Talislantan reality through rifts in the dimensional fabric. In repose, they may be mistaken for great, craggy boulders. Such is not the case when an earth demon chooses to move, for these creatures can tunnel through earth and stone at will, producing a substantial amount of seismic activity, noise, and dust. Earth demons subsist on a diet of rocks and minerals, voiding gemstones, which they cannot digest. They possess an aversion to water and strong winds, and are susceptible to spells of Aeromancy, which do twice the normal damage vs Earth Demons.

Size: 6'-6'2", 1,000+ lbs.

Attributes:

INT -1 PER -2

WIL +5 CHA -6

STR +8 DEX -5

CON +10

SPD -2



Ability Level: 6-13

Attacks/Damage: Fist: DR 19; six limbs, up to three attacks

Special Abilities: Elemental Magic (Geomancy) with four Modes at Ability Level, pass through earth and stone at will

Armor: Stony exterior, PR 8

Hit Points: 40

Habitat: Extra-planar

FROST DEMON

Long confused with the race of frostweres, frost demons are lesser entities that originate from the Demonrealms. Their misshapen bodies are composed of solid ice and covered with jagged spines of frost, which from a distance can resemble shaggy hide. These demons are found only in frigid northern realms and are believed quite rare. They are attracted by the body heat of warm-blooded creatures, which they can sense at distances of up to one mile. In addition to their hooked talons and great fangs, frost demons are able to dismay their enemies by exhaling a blast of freezing vapor, an attack form that can be employed at will.



Frost demons possess an aversion to heat and flame, both of which cause them pain. They are susceptible to spells of pyromancy, which cause twice the usual damage to entities of this sort.

While in Narandu, Thystram and his party were attacked by a frost demon with disastrous results:

"The demon rose up from the frozen tundra where it had crouched in hiding, completely unseen. With a frightful roar it exhaled a blast of frigid vapor that froze poor Trenchmoor as solid as a block of ice. We destroyed the demon with fire and axes, but it was too late to save our companion. We reluctantly buried Trenchmoor's rigid corpse beneath the snow and continued on our way."

Size: 7'-8' ft. tall, 500+ lbs.

Attributes:

INT+1 PER+4*

WIL+5 CHA-9

STR+6 DEX-2

CON+10 SPD+3**

*heat sensitivity only; otherwise, -2 **flying speed only; otherwise -1

Level: 3-10

Attacks/Damage: Bite DR 12, Claws DR 10, Freezing Breath DR 14

Special Abilities: Aquamancy with 4 modes at Ability Level, detect warm-blooded creatures (range: 100 ft. per level), flight

Armor: Icy hide PR 4

Hit Points: 10-30+

Habitat: Extra-planar

LAVA DEMON

These entities resemble smoldering, misshapen hulks, essentially humanoid in form, but comprised of magma. They stand up to eight feet in height, and leave deep, smoking footprints in their wake.

Lava demons emanate heat and toxic vapors, and can immolate flammable objects by touch. They experience discomfort from cold, and from water.

Size: 6'-8', 750-1,000 lbs.

Attributes:

INT 0 PER 0

WIL +6 CHA -6

STR +7 DEX -2

CON +10 SPD -2



Ability Level: 3-10+

Attacks/Damage: Fist: DR 16

Special Abilities: Elemental Magic (Pyromancy; Magma) with four Modes at Ability Level, ignite combustibles by touch, emanate intense heat and toxic vapors in a 10' radius (victims must make a CON roll or suffer a -4 penalty on all combat rolls due to heatstroke and nausea)

Armor: Magma Crust, PR 4

Hit Points: 42

Habitat: Extra-planar

MIST DEMON

These entities resemble amorphous, horned humanoids, their bodies comprised of animate mists. Being largely insubstantial, mist demons are regarded as the weakest of all the known types of demons. They are susceptible to damage by fire, and can be easily dispersed by strong winds. Their only form of attack is to engulf and suffocate victims in their misty forms.

Size: 5'-7', no applicable weight

Attributes:

INT +3	PER +3
WIL +2	CHA -6
STR n/a	DEX +3
CON n/a	SPD +2

Ability Level: 3-6

Attacks/Damage: Suffocate: DR equal to Ability Level per round.

Special Abilities: Elemental Magic (Aeromancy) with two modes at Ability Level, largely insubstantial: Most physical attacks only cause 1-2 points of damage plus any enchantment bonus.

Armor: None

Hit Points: 15

Habitat: Extra-planar





NIGHT DEMON

Denizens of the shadowy Demonrealms, night demons are believed to have gained access to the Northern Reaches of Talislanta via an ancient gateway known as the Black Pit of Narandu. These winged humanoids are comprised of magical darkness, given substance and form by negative elemental forces. Nocturnal by need and choice, night demons come forth after sundown to spread terror among living creatures, killing in seemingly indiscriminate fashion. The innate fear of the dark that is felt by many Talislantan peoples may be attributed to these creatures.

Weakest of the demon races, night demons wield spears and swords made of brass, a metal shunned by their mortal enemies, the race of devils. They possess an aversion to daylight, which weakens them. Magical light causes them extreme pain, and can be used to kill a night demon.

Size: 6'-6'8", 180-260+ lbs.

Attributes:

INT +3	PER +2
WIL +4	CHA -6
STR +4	DEX +4

CON +8

SPD +3*

* airborne and on the ground

Ability Level: 7-14+

Attacks/Damage: Claws: DR 6, Brass Sword or Spear: DR 14; up to two attacks per round

Special Abilities: Necromancy with four Modes at Ability Level, flight, invisible in darkness (cannot be detected except by magic or special ability, such as night vision), weakened by daylight (-2 to all actions)

Armor: Hide, PR 2

Hit Points: 32

Habitat: Extra-planar

PLAGUE DEMON

These horrid creatures resemble malformed horned humanoids, five to seven feet in height. Their yellow-green hide is covered with oozing sores and cankers, and they radiate an aura that can spread disease and pestilence for miles in all directions. The claws and bite of a plague demon are especially dangerous, and can cause virulent diseases of many types.

Plague demons are particularly vulnerable to healing spells.



Size: 5'-7', 100-150 lbs.

Attributes:

INT +3	PER +2
WIL +6	CHA -6
STR +6	DEX -1
CON +10	SPD -1

Ability Level: 5-13+

Attacks/Damage: Claws: DR 8, Bite: DR 12, both also cause infection

Special Abilities: Pestilential Aura with a radius of 10' per Ability Level (any creatures within the aura must make successful CON rolls once each round or contract any single disease determined by the GM)

Armor: Pustulent Hide, PR 4

Hit Points: 30

Habitat: Extra-planar

PLANT DEMON

Plant demons (also known as plant grues or wood-grues) are entities from the lower planes known as the Demonrealms who feed upon the life energies of plants, trees, and other living things. Passing through gates or holes in the dimensional fabric, these insidious creatures follow the root systems of ancient trees upwards into the material plane, drawn to the life-force that emanates from woodland regions. Here, a plant demon will establish its lair, typically in the bole of a large, dead tree.



Once it has established itself, the demon will begin to absorb elemental energies from the lifeforms that inhabit its surroundings, with deleterious effects. All forms of vegetation within the plant demon's sphere of influence will gradually mutate, wither, and die; living creatures will begin to fall sick, developing strange ailments or aging at an unnaturally rapid rate. Meanwhile, the demon grows in power, as it absorbs the life energies of its victims.

Plant demons are a particular source of concern in Vardune of the Seven Kingdoms, which derives much of its income from the sale of fruits, vegetables, and other crops. The Gnorls (see Western Lands, Were-wood) claim to know how to make a potion that is capable of reversing the effects of the plant demon's aging ability, a condition for which there is no other known cure.

Size: 4'-5', 70-90 lbs.

Attributes:

INT +5	PER +6
WIL -2	CHA -6
STR -3	DEX -2
CON +3	SPD -1

Ability Level: 3-10

Attacks/Damage: Touch: DR 2 per Ability Level (successful CON roll to resist results in half-damage); or as per spell-like ability employed

Special Abilities: Natural Magic with four Modes at Ability Level, regenerate damage from non-enchanted weapons (two points per level, per round), sense living things (range: 100 ft. per level), susceptible to fire (inflicts double damage)

Armor: Bark, PR 3

Hit Points: 30

Habitat: Extra-planar

PSYCHO DEMON

These enigmatic entities are perhaps the most terrifying of all demons, as they have no single, set form. Instead, they manifest as a series of hallucinations, metamorphosing from one horrible shape to another, seemingly at random.

Psycho-demons can radiate waves of terror, hatred, jealousy, greed, madness, or just about any negative or destructive emotion. The mere presence of such an

entity can instill sudden suicidal, homicidal, or destructive impulses in all sorts of living creatures.

Psycho-demons are particularly feared, for they can only truly be harmed by magics intended to soothe or calm emotions. They are not incorporeal, nor are they spiritforms. Rather, they are a swirling mass of chaotic and dark emotion.

Size: Varies constantly, weight not applicable

Attributes:

INT +3	PER +3
WIL +6	CHA -6
STR n/a	DEX +0
CON n/a	SPD +3

Ability Level: 5-13+

Attacks/Damage: None

Special Abilities: Emanate negative emotions in a 10' radius (creatures within the area must make WIL rolls each round to resist the foul impulses they are subjected to. If they fail they must act in an aberrant manner dictated by the GM)

Armor: None

Hit Points: 30

Habitat: Extra-planar

PYRO DEMON

Pyro-demons are fearsome entities from the depths of the Demonrealms. By means of magical gates and rifts they are sometimes able to cross into the Talislantan plane, emerging from fissures in the earth and

from volcanoes. So it is that pyro-demons come to be found in the River of Fire and the Firefalls, of the Volcanic Hills.

Pyro-demons are highly volatile in nature and are prone to violent and destructive behavior. These fierce creatures are comprised of solid flame and are sometimes mistaken for devils by inexperienced observers. They are able to breathe fire or smoke at will, and they can ignite combustibles at a touch. The presence of a pyro-demon is seldom difficult to discern, for the creatures radiate a good deal of heat and give off a stench of burning sulfur. Pyro-demons possess an extreme aversion to water, which can be fatal to them, and to cold, which causes them great discomfort. They are also susceptible to spells of Aquamancy.

Size: 6'10"-7'2", 260-300+ lbs.

Attributes:

INT +1	PER +1
WIL +7	CHA -6
STR +6	DEX +2
CON +9	SPD +3

Ability Level: 3-10

Attacks/Damage: Claws: DR 12, Tail: DR 10, Fiery breath: DR 12

Special Abilities: Pyromancy with four Modes at Ability Level, ignite combustibles by touch, breathe fire or smoke at will

Armor: Scaly hide, PR 2

Hit Points: 36

Habitat: Extra-planar

ROCK DEMON

Largest of the elemental demons, rock demons range in height from ten feet to well over a hundred feet. They resemble massive, horned humanoids, their bodies appearing to have been carved from rough stone.

Slow-moving and lacking in intelligence, rock demons are the most physically powerful of all known demons. They are capable of causing rock slides, avalanches, and - in sufficient numbers - earthquakes.

Rock demons are vulnerable to the attacks of Aeromancy.

Size: 10'+, 3,500+ lbs.

Attributes:

INT -2	PER -4
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WIL +6 CHA -6
STR +12 DEX -6
CON +15 SPD -4

Ability Level: 8-15+

Attacks/Damage: Fist: DR 25

Special Abilities: Elemental Magic (Geomancy; Rock and Stone) with six Modes at Ability Level, pass through stone at will

Armor: Rocky Hide, PR 12

Hit Points: 60

Habitat: Extra-planar

SAND DEMON

Sand Demons are horrid entities from the Demonrealms who are sometimes found in the Desert Kingdoms other arid regions, where they hide in sand dunes and dry wells. Vampiric by nature, sand demons are able to create mirages, thereby luring prey within reach of their grasping claws. Their usual method of attack is to lie submerged beneath the sands, leaving only their hollow horns (which serve as breathing apparatus) exposed above ground. When their chosen victim approach, they grab hold of the unfortunate creature and drag it below the surface.

Like their relatives the earth demons, sand demons possess an aversion to wind and water, both of which



cause them discomfort. They are most susceptible to damage from spells of Aeromancy.

Size: 7'-7'4", 200-230 lbs.

Attributes:

INT +3 PER +3
WIL +7 CHA -6
STR +6 DEX +2
CON +10 SPD +1

Ability Level: 5-12+

Attacks/Damage: Claws: DR 12, Bite: DR 10 + DR 3 blood drain per round

Special Abilities: Elemental Magic (Geomancy; Sand) with four Modes at Ability Level; create mirages (area of effect: 10 foot radius per level)

Armor: Sandy exterior, PR 2

Hit Points: 42

Habitat: Extra-planar

SLIME DEMON

These squat, brutish entities resemble misshapen horned humanoids seven to eight feet in height, their bodies dripping with muck and mire. They emit a horrible stench reminiscent of decaying vegetation and brackish water, and leave a trail of brownish green slime in their wake.

Slime demons kill by engulfing their victims within their viscous forms, where they are eventually dissolved and assimilated into the demon's own substance, a sight said to be horrific in the extreme as the victim's struggles are visible within the murky depths of the creature. They are most often found in swamps and bogs, or along the banks of lakes and rivers.

Slimes demons are susceptible to fire-based attacks.

Size: 7'-8', 400-500 lbs.

Attributes:

INT -1 PER +1
WIL +6 CHA -6
STR +7 DEX -2
CON +10 SPD -1

Ability Level: 5-13+

Attacks/Damage: Slam: DR 8, two attacks

Special Abilities: Caustic Embrace (if the slime demon succeeds in making two consecutive slam attacks on the same target, in the same round, that target is completely engulfed by the demon.



The victim starts to drown and dissolve in the demon's foul form, taking damage each round equal to the demon's Ability Level. The demon can still continue to fight normally while engulfing a victim, and all the victim's actions are penalized with a -4 penalty)

Armor: Crusted Muck, PR 1

Hit Points: 36

Habitat: Extra-planar

SMOKE DEMON

These entities resemble seven foot tall horned humanoids, their unnaturally narrow bodies comprised of roiling masses of dense black or gray smoke. They emit a strong smell of burning sulfur that can be detected at great distances.

Smoke demons asphyxiate their victims by exhaling a gout of thick, acrid smoke; the demon's exhalations can also be used as a smokescreen, or simply to temporarily blind opponents. Being lighter than air, smoke demons can hover or float on the wind, allowing them to easily bypass walls and fortifications, or to attack airborne vessels and flying creatures.

Air-based attacks are anathema to these demons, causing the smoke that comprises their physical forms to be dispersed.

Size: 6'6"-7'6", weight is not applicable

Attributes:

INT +1

WIL +4

PER +3

CHA -6



STR n/a DEX +4
CON n/a SPD +1

Ability Level: 3-10

Attacks/Damage: None

Special Abilities: Exhale a cloud of thick smoke with a 10' radius (victims within the cloud must make a successful CON roll each round or start to suffocate, taking DR 2 per round. Visibility within the cloud is almost nil, inflicting a -8 penalty on all actions reliant on sight. Smoke demons have no difficulties in seeing through the smoke), can hover and float, largely insubstantial: Most physical attacks only cause 1-2 points of damage plus any enchantment bonus.

Armor: None

Hit Points: 24

Habitat: Extra-planar

STORM DEMON

Storm demons are frightful winged entities that normally dwell among the upper reaches of the Demonrealms. They sometimes come to Talislanta, finding their way through magical gates and rifts. Favoring dark and windswept lands, these demons can be found flying high above the mountains of Khazad, Werewood, and Yrmania, among other places.

Storm demons radiate negative electrical and elemental energies. They are able to cause wind, rain, and thunder, and can hurl shards of lightning like javelins. Their very touch is sufficient to electrocute lesser creatures, metal armor affording no protection from this form of attack. Groups of storm demons acting in concert are purported to be able to create tempests sufficient in intensity to capsize even the largest sea vessels. They are powerless to affect structures of earth or stone, however, and are susceptible to damage from spells of Geomancy.

Size: 7'6"-8', wingspan 20'+, 600-700 lbs.

Attributes:

INT +1	PER +2
WIL +7	CHA -6
STR +7	DEX +1
CON +10	SPD +7*

* in air; -3 on ground

Ability Level: 8-15

Attacks/Damage: Thunderbolt: DR 3 per Ability Level (range: 10 ft. per level), or Touch: DR 2 per Ability Level (electrical damage, no protection from armor)

Special Abilities: Aeromancy with five Modes at Ability Level, flight, hurl thunderbolts (one per Ability Level, per day)

Armor: None

Hit Points: 45

Habitat: Extra-planar



VOID DEMON

These powerful entities are believed to originate from the Void, a negative energy dimension situated in the depths of the lower planes. They are vaguely humanoid in form, and have a horrifying horned visage, bat-like wings, and a serpentine tail.

Void demons emanate waves of entropy and destruction that can affect both living creatures and non-organic substances. The presence of such an entity can erode stone, rust metals, and cause wood, cloth, or paper to rot or disintegrate. The mere touch of a void demon leaves a permanent, searing mark, while its deadly grasp can cause complete disintegration.

Magics consisting of positive, creative energy are anathema to these foul demons. For example, spells of conjuration, if focused directly within the entity, inflict damage equal to twice the spell level.

Size: 8'-9', weight not applicable

Attributes:

INT +4	PER +4
WIL +6	CHA -6
STR n/a	DEX +3
CON n/a	SPD +3

Ability Level: 10-20+

Attacks/Damage: Disintegrating touch: DR equal to Ability Level

Special Abilities: Entropic Aura with a radius of 10' (everything physical within the aura, be it living or dead, animate or inanimate, takes damage equal to the half demon's Ability Level, every round! Only magic can ward against this, including magical items), flight, incorporeal

Armor: None

Hit Points: 46

Habitat: Extra-planar

DEVIL BAT

The devil-bat is a horned, avian predator with smooth black hide and a long, barbed tail. Fully grown, these creatures can measure up to four feet in length, with a twenty-foot wingspan. They normally make their lairs in caves and underground warrens, but are also known to live in ruins, tombs, and the like.

A native of mountains and wastelands of the Midnight Realm and other lower planes, devil-bats take wing at sunrise (paradoxically, day is darker than night in the Midnight Realm), going forth to hunt for food. They prey mainly on vermin and insects, and are seldom a threat to humanoids or larger creatures. The creatures react viciously if their lairs or young are threatened, however, a fact that would-be spelunkers or tomb-robbers would do well to keep in mind.

Size: 18'-20' wingspan; 150-250 lbs.

Attributes:

INT -6	PER +4
WIL +1	CHA +0
STR +2	DEX +1
CON +1	SPD +2*

**in the air; -2 on the ground*

Ability Level: 3-6

Attacks/Damage: Bite DR6; Barbed Tail DR8

Special Abilities: Navigate by sound; immunity to spells of illusion

Armor: Thin Hide PR1

Hit Points: 20

Habitat: Extra-dimensional



DEVILS

Devils are a race of supernatural entities that originate from the plane of Oblivion, but can be found throughout the lower planes.

Though sometimes mistaken for demons, devils have little in common with them. Demons are forces of mindless destruction and exist solely to turn order into chaos. Conversely, devils possess a sinister intellect and do not seek to destroy the existing order, but rather to subvert it to their own plans and desires.

They come in a wide variety of shapes and sizes, yet all share a few traits in common:

SPEAKING IN TONGUES

Even the lowliest devil possesses this talent, enabling them to speak and understand any language.

IMMUNITY TO NON-MAGICAL HARM

Devils are immune to the effects of non-enchanted weapons and non-magical elemental sources (fire, acid, etc.) They do not need to breathe, and are unaffected by most toxins. Brass, however, is anathema to devil-kind, causing them pain just by its very touch. Weapons of brass do full damage against devils, even if unenchanted, and halve the protection offered them by their natural armor. Weapons of black adamant and shadowsteel also inflict full damage on these entities, even if unenchanted.

CIRCUMSCRIPTION BY BRASS

Devils may be imprisoned within brass enclosures of any sort, including lamps, bottles, and chests.

OATH-BINDING

Devils of all sorts can be bound by their given oath. No devil will ever break its sworn word, although they are only bound by the letter of their oath, rather than the intent. Devils take great pleasure in twisting the meaning of an agreement to suit their own purposes.

AVERSION TO HOLY SYMBOLS & FAITH

Devils fear and despise all powers greater than themselves, none more so than the forces of the higher planes. For this reason they may experience

discomfort in the presence of holy symbols of any sort, to a degree commensurate with the strength of the wielder's faith and the power of the devil being so affected.

To determine if a forthright show of faith repels a devil, make a contested roll of the devil's WIL + Ability Level (highest Mode or Combat Skill in the case of devil archetypes) vs. the faithful individual's WIL + Cult Doctrines.

IMMORTALITY

Devils do not appear to age once they reach maturity. However, subtle physical changes do occur over the centuries, allowing a skilled diabolist to discern the age of a particular devil.

CATEGORIES OF DEVILS

PSEUDO DEVILS

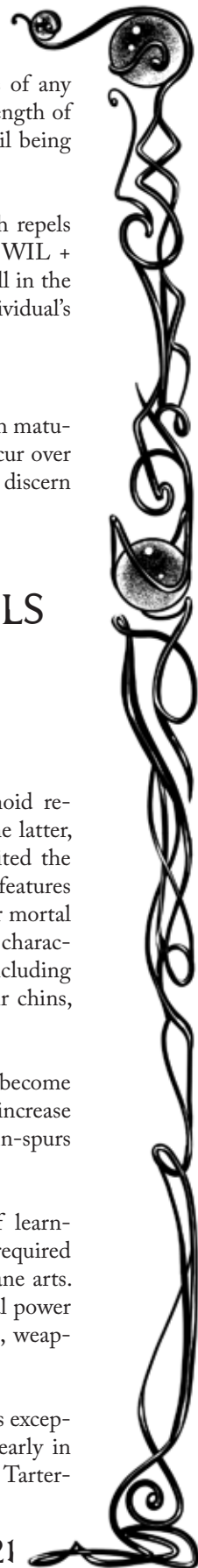
TARTERAN

Tarterans are a hybrid species of humanoid reputed to be half devil and half Archaen - the latter, a species of mortal beings who once inhabited the land of Talislanta. In terms of their facial features and physical stature, Tarterans resemble their mortal forebears. They also possess certain physical characteristics commonly associated with devils, including horns, bat-like wings, spurs of bone on their chins, and fiery red skin.

As Tarterans age, these diabolical features become more pronounced. The horns on the forehead increase in size, the canine teeth elongate, and the chin-spurs continue to lengthen.

Like Archaens, Tarterans are capable of learning magic, though few have the patience required to devote long years to the study of the arcane arts. For this reason, most prefer to attain magical power through the acquisition of enchanted items, weaponry, and artifacts.

Like most types of devils, Tarterans possess exceptional powers of perception, and can see clearly in darkness. Also, like their diabolical brethren, Tarter-



MINOR DEVILS

GREMLIN

Smallest of all the devils, gremlins are imp-like creatures standing just 1-4 inches in height, with shriveled features, a pointed head, horns, and a barbed tail. They are valued for their talents as artificers, tinkers, and craftsmen, and also for their enchanting skills.

When properly motivated (either by fear or the promise of a rich reward), gremlins are capable of working at remarkable speed, creating items in a fraction of the time that would be required of a traditional craftsman. However, unless carefully monitored, the creatures will often attempt to cheat their employer in some way, either by simply slacking off whenever they are not being watched or by creating substandard merchandise that only appears to be of high quality. This is especially true in the case of enchanted items, for the extra effort and time required to create such items is considered particularly boring and laborious to gremlins.

ans lack willpower and can be highly susceptible to temptation.

Size: 6'-6'7"; 200-240 lbs.

Attributes:

INT +2	PER +3
WIL -2	CHA +0
STR +0	DEX +1
CON +1	SPD +0*

* SPD +5 in the air

Ability Level: 5+

Attacks/Damage: Per weapon employed

Special Abilities: Can see clearly even in magical darkness; highly susceptible to temptation

Armor: Per armor worn

Hit Points: 18+

Habitat: Midnight Realm

Size: 1"-4", 1-4 oz.

Attributes:

INT +2	PER +3
WIL 0	CHA -2
STR -5	DEX +4
CON +2	SPD +2

Ability Level: 3-8

Attacks/Damage: Bite: DR 1

Special Abilities: Craftsman (can construct items in a quarter of the time it would take a normal craftsman), enchanter (can create simple enchanted items without the necessity of spells of enchantment.) The maximum enchantment bonus a gremlin can work into an item is equal to half his Ability Level, rounded down. Creating an enchanted item is much slower than creating a mundane one, adding a cumulative extra week of work to the creation process per enchantment level.

Armor: Tough Skin, PR 1

Hit Points: 2

Habitat: Extra-planar



SERVITOR IMP

Servitor imps are a species of minor devils that stand up to three feet in height, and are distinguished by their leathery green hide and long, snakelike tails. Other characteristics of the species include a pair of curved horns, exceptionally malleable skin and facial features, and gleaming black claws and fangs.

On their home plane, servitor imps occupy an unenviable position at the bottom of the hierarchy of devils. No job is considered too demeaning for these unfortunate creatures, who appear to exist solely for the convenience of their superiors. At best, servitor imps may be employed as scullery workers, menial labor, and low-class servants. More likely, larger devils will employ them in the manner of living tools, using a servitor imp as a plunger to unstop a clogged sewage line, as a brush to clean soot out of a smokestack, and so forth.

At worst, servitor imps may be used for the amusement of their superiors. A popular pastime among certain greater devils is to take hold of an imp's ankles and wrists and pull, the object being to see how far the creature will stretch; eight feet said to be the record. Arch-devils and pit devils sometimes

amuse themselves by taking a servitor imp's head in one hand and squeezing it, just to see the funny faces that it makes.

Though it is likely that they would have it otherwise, servitor imps are well adapted to their dismal existence. Their leathery hide is almost completely impervious to cuts or abrasions and their extreme flexibility and diabolical constitution enables them to withstand practically unlimited abuse without sustaining permanent damage. It is of some small consolation to these creatures that their superiors are usually too preoccupied with more pressing concerns to bother with them.

Size: 2'-3' in height, 20-30 lbs.

Attributes:

INT -3	PER +1
WIL -6	CHA -10
STR -5	CON +9
DEX +2	SPD +2

Ability Level: 1-2

Attacks/Damage: Claws: DR 4

Special Abilities: Extreme flexibility and durability, night vision.

Armor: Malleable hide, PR 8

Hit Points: 15



LESSER DEVILS

MONITOR IMP

Monitor imps are lesser devils of diminutive size but considerable intellect. They sometimes serve greater devils as scribes, spies, messengers, look-outs, and snitches. When bound to service, these creatures possess the additional virtue of being unable to utter an untruth. Unfortunately, tact is not an attribute normally associated with monitor imps, who are known for their biting and sarcastic wit.

Size: 1"-4" in height, 1-4 oz.

Attributes:

INT +2	PER +5
WIL 0	CHA -2
STR -5	CON 0
DEX +5	SPD 0

Ability Level: 1-4

Attacks/Damage: Bite: DR 1

Special Abilities: Detect invisible/aethereal,



literate in humanoid languages, read magical scripts on INT roll

Armor: None

Hit Points: 2

Habitat: Extra-planar

SARDONICUS

Sardonicus (or "bottle-imps," as they are sometimes known) are a lesser species of devil normally found on the plane of Oblivion. Sardonicus range in color from bright red to a deep purple; the darker the imp's coloration, the greater its age, level of ability, and power. On their home plane, sardonicus serve as advisors, underlings, and lackeys to greater devils. Through the machinations of Talislantan wizards, many have been imported to other realms, such as the Shadow Realms and Khazad.

In ancient times, these creatures were much in vogue among magicians, who favored them as familiars and imprisoned them in amberglass spheres or bottles. Their malign intelligence and uncanny powers of prescience made them invaluable as occult advisors. As the imps are self-sustaining, they were easily maintained. A sphere or stoppered cucurbit of fine amber crystal was used to keep the creature from engaging in at least the more overt varieties of mischief. Less easily controlled was the sardonicus' supe-

rior intellect and its inherently dark and malignant nature. Like all devils, sardonicus are trusted only at one's peril.

An imprisoned sardonicus may be asked up to three questions per day and must respond to the best of its abilities. If a fourth question is asked, the imp will be at liberty to either break free of its magical prison or activate an ancient and malevolent curse. In the latter case, the sardonicus remains imprisoned, but it gains control over its master's will. Thereafter, the former master must do the bidding of the sardonicus.

Size: 4"-6", 1-2 lbs.

Attributes:

INT +6

WIL +3

STR -6

CON +1

PER 0

CHA -4

DEX +2

SPD +2

Ability Level: 3-10+ (maximum of 16)

Attacks/Damage: Sting: DR 1 plus venom, DR 6

Special Abilities: Invocation (Diabolism) with four Modes at Ability Level, flight (poor), innate powers of divination and thought-reading (range: 100'), sense presences (range: 1000')

Armor: Tough skin, PR 2

Hit Points: 5

Habitat: Extra Planar





GARGOYLE

Gargoyles are grey-skinned, squat, and muscular creatures, with large bat-like wings, horns, and hideous features. Though they lack speed and maneuverability in the air, Gargoyles are capable of flying for great distances without the need for rest, and can carry heavy loads.

Slow-moving and somewhat lackadaisical, Gargoyles can be motivated by gold or other riches. As such, the brutish creatures are often employed as mercenaries, guards, and heavy infantry.

Size: 4'4"–5'8", 220–360 lbs.

Attributes:

INT +0	PER +1
WIL +5	CHA -4
STR +7	DEX -2
CON +8	SPD -1

Ability Level: 8–16

Attacks/Damage: Fist: DR 9, Battleaxe or Warhammer: DR 17

Special Abilities: Supernatural endurance (nev-

er grows weary, never needs sleep), can fly at normal speed while fully encumbered.

Armor: Rock-like hide, PR 5

Hit Points: 40

Habitat: Extra-planar

SAJTAN

The diabolical Sajtan serve the Shaitan as assassins and occasional consorts on their home plane of Oblivion, and are seldom encountered on Talislantan, save when summoned by diabolists, such as the mysterious Black Savants.

Attractive humanoid males and females in form, the Sajtan have flawless black skin, like polished onyx, wild manes of black, hair-like mist, antler-like ivory horns, and intense, glowing eyes of electric blue. Sajtan are seductive and dangerous entities, eager to corrupt and doom those foolish enough to have truck with them, their relish in this only being exceeded by their hatred of demons, particularly night and storm demons.

Beyond possessing the intrinsic abilities of all devils, Sajtan can fly with grace and speed, and show a marked preference for energy-based attack spells, and silver swords in melee.

Size: 6' – 7', 140–200 lbs.

Attributes:

INT +6	PER + 4
WIL +2	CHA +5
STR +3	DEX +4
CON +8	SPD +5*

** in air, +3 on the ground*

Ability Level: 7–15+

Attacks/Damage: Sword: DR 11

Special Abilities: Invocation (Diabolism) with four Modes at ability level, flight, immune to non-magical attacks, night vision, sense presences (range: 100')

Armor: Resilient skin, PR 2

Hit Points: 28

Habitat: Extra-planar



GREATER DEVILS

SHEDIM (GUARDIAN DEVIL)

Also known as Guardian Devils, these imposing creatures stand up to ten feet tall and have metallic blue skin and a powerful physique. Like all devils they are horned, with a bald pate, narrow eyes, and a protruding jaw.

On their dismal home plane the Shedim act as servants of the mighty Shaitan and their avatars, the

arch-devils. They are often employed to guard stores of treasure, gateways, and places of burial. These blue-skinned giants are notable for tireless service; once given an assignment, a guardian devil will never abandon its post until relieved of duty by a superior.

Despite their brutish appearance, Shedim are surprisingly pensive creatures. They appear to relish solitude and actually enjoy duties that afford them such, passing the time in deep introspection. Thieves or interlopers intent upon trespassing into an area presided over by a guardian devil should not be fooled by the seemingly placid manner of these great behe-



moths, however. True, a guardian devil may engage in idle conversation with would-be intruders, and may even show appreciation for a good tale or joke. But when aroused, these massive creatures are capable of extreme violence and also know a bit of magic.

Size: 8'-10', 600+ lbs.

Attributes:

INT +5	PER +8
WIL -1	CHA +0
STR +10	DEX +2
CON +10	SPD -2

Ability Level: 13-27

Attacks/Damage: Claws: DR 18, Axe: DR 26

Special Abilities: Wizardry with four Modes at

Ability Level, immune to non-magical attacks, night vision, detect invisible, astral, or ethereal presences (range: 100')

Armor: Leathery skin, PR 3

Hit Points: 54

Habitat: Extra-planar

ENIM

Enim are greater devils that come from the lower plane of Oblivion. The Wastelands of Zaran harbor a number of these creatures, whose presence may be attributed to legends of an ancient magical portal located far beneath the earth. On their home plane, Enim are employed as servants by powerful arch-devils; in Talislanta, they dwell in caverns decorated with stolen finery and precious stones, and they appear to enjoy a much more leisurely existence.



Outside of their domiciles, Enim are most often encountered in pairs. They enjoy cruel sport, particularly "stone-throwing," the object of which is to crush living creatures with boulders at long range. Enim also have a fondness for wine, which they drink by the barrel with little apparent effect. Their main vice is gambling, however, for Enim are unable to resist any wager that they believe they can win. No stakes are too high for these hideous giants, who sometimes allow captured creatures a chance to escape their

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stew-pots - providing the intended victim can best them at some game of chance.

Size: 12'-15', 800-1,200+ lbs.

Attributes:

INT +6	PER +1
WIL +7	CHA -5
STR +8	DEX -3
CON +10	SPD -3

Ability Level: 11-25

Special Abilities: Wizardry with four Modes at Ability Level, night vision, immune to most non-magical attacks, harmed by brass weapons at double damage, detect astral/ethereal/invisible presences at range of 100 feet

Armor: Hide, PR 3

Hit Points: 55

Habitat: Extra-planar

AZADIM (PIT DEVILS)

Largest and physically strongest of the greater devils, Azadim (also known as pit-devils) stand up to twenty feet in height and have copper-colored skin, curved horns, and gleaming white fangs. They favor heavy jeweled armbands, earrings, nose-rings, and a long topknot of black hair, adorned with silver and gold bands.

Azadim are typically found in the service of an arch-devil. Most are employed as overseers in the slave-pits, where the slaves and servants of devilkind toil at such tasks as mining, stoking fires, operating infernal engines, and so on. Harsh and unrelenting taskmasters, they are known for their pitiless nature and cruel sense of humor.

Azadim covet wealth and power, and generally resent their relatively lowly position as slave-drivers. As such, they will do almost anything to impress their masters, hoping to elevate their status in the Diabolical Hierarchy. The ideal for most Azadim is to be assigned to serve as sub-commander in the diabolical armies that arch-devils employ in their ongoing wars against demonkind.

Size: 18'-22', 1,500-2,000 lbs.

Attributes:

INT +6	PER +4
WIL +7	CHA -3
STR +12	DEX 0
CON +10	SPD -3



Ability Level: 13-30

Attacks/Damage: Claws: DR 22, Barbed Great Whip: DR 20

Special Abilities: Wizardry with four Modes at Ability Level, night vision.

Armor: Thick Hide, PR 4

Hit Points: 58

Habitat: Extra-planar

NEPHILIM (NETHER DEVIL)

The most intelligent of the greater devils, Nephilim stand from eight to ten feet in height and have glistening black skin, red eyes, and well formed features; long horns and sharp white fangs notwithstanding, they are regarded by many as among the most attractive of the diabolical races. The impression is further enhanced by the sartorial habits of these devils, who typically favor jeweled rings, costly silks, and other fine raiment.

Nephilim have an innate talent for magic, and most are quite accomplished in the arcane arts. Both the males and females are employed by arch-devils as advisors, emissaries, and spies. They particularly excel at the latter occupation, as Nephilim possess the ability to alter their form at will.

Size: 8'-10', 300+ lbs.

Attributes:

INT +8	PER +6
WIL +8	CHA +4

STR +4
CON +3

DEX +2
SPD +1

Ability Level: 20-30+

Attacks/Damage: As per weapon employed

Special Abilities: Wizardry with eight Modes at Ability Level, night vision, alter form at will (must still be humanoid, but can alter size by up to 2' either way and switch physical attribute points around, providing any given physical attribute is not increased or decreased by more than 2 points)

Armor: Thin Hide, PR 1

Hit Points: 30

Habitat: Extra-planar

ARCH-DEVIL

Arch-devils are the diabolical avatars of the Shaitan. In their natural form they may stand up to twenty feet in height, with coal black skin, a long topknot, and eyes that burn with a subtle fire. In fact, arch-devils resemble smaller versions of the Shaitan, who created them from their own blood, and in their own image. These sinister and duplicitous entities are also able to adopt the forms of other humanoid beings or creatures, according to their needs or desires.

Arch-devils dwell in bleak stone castles located amidst the upper realms of the plane of Oblivion. In emulation of the Shaitan they observe a formal hierarchy of their own, and bear such titles as Prince, Princess, Minister, and Knight. While all arch-devils are bound to serve the Shaitan who created them, they do so primarily out of fear; disobedience can bring with it the pain of banishment, or the sting of sudden retribution. Accordingly, arch-devils profess undying loyalty to their masters, though in fact they crave power, wealth, and position, and are thoroughly unscrupulous and untrustworthy in all their dealings.

Arch-devils sometimes appear on the material planes, either through the auspices of a summoning spell, or to suit their own designs. In the latter case they usually adopt the form of mortal beings, so as to move among such peoples without their knowledge. When not preoccupied with more pressing concerns, arch-devils sometimes enjoy corrupting the morals of lesser beings, who they generally regard as akin to insects. Even the Tarterans, with whom arch-devils have been known to frequently deal, are regarded as little more than amusing, petty half-castes.



Size: 8'

Attributes: All attributes + 10 or greater

Ability Level: 25+

Attacks/Damage: Per spell or weapon employed

Special Abilities: All Orders known with all Modes at ability level, immunity to non-magical attacks, teleport.

Armor: None

Hit Points: 100 +

Habitat: Extra-planar

Attacks/Damage: As per spell/weapon employed

Special Abilities: All Orders known with all Modes at ability level, immunity to non-magical attacks, emanate darkness (20 ft. radius) at will.

Armor: None

Hit Points: 500 +

Habitat: Extra-planar

SHAITAN

Next to Diabolus, the most powerful diabolical entities are the Shaitan. Formerly denizens of the higher planes, the Shaitan are magical beings possessed of abilities far in excess of even the most powerful mortals. Their eyes, which seem to burn with a subtle fire, can see into a man's soul and read his or her fondest desires. They know all spells, are fluent in all languages, and can conjure forth riches of an amount equal to ten thousand gold lumens at the snap of a finger.

Originally thirteen in number, after Zahur's treachery, some say that only twelve Shaitan now remain in power. Others believe that a thirteenth Shaitan was promoted from the ranks of the arch-devils to take the place of the treacherous Zahur. Shaitan possess near god-like abilities, but are confined to the lower plane of Oblivion by an unbreakable oath sworn many eons ago.

Size: 12'+, weight unknown

Attributes: All attributes + 12 or greater

Ability Level: 35+

DIABOLUS

Lord of the Shaitan, and Tyrant of Devilkind, Diabolus is godlike in his power. Terrible beyond compare in his wrath, cunning beyond conception in the workings of his mind, and in his speech and presence,



Diabolus represents every aspect of devilkind in its ultimate expression. His appearance shifts as often as his moods, and the untold eons of his existence have granted him skills and power, arcane and mundane, no mortal could ever hope to attain. Feared, adored, hated, and worshipped in equal measure by all devils, Diabolus is said to see all that occurs throughout the lower plane of Oblivion.

Size: 20', weight unknown

Attributes: All attributes + 15 or greater

Ability Level: 50

Attacks/Damage: Touch DR 15 (energy damage) or as per spell/weapon employed

Special Abilities: All Orders known with all Modes at ability level, immunity to non-magical attacks, teleport, emanate darkness(20 ft. radius) at will.

Armor: None

Hit Points: 500 +

Habitat: Extra-planar

forms of deceased creatures and beings who - for one reason or another - have become lost or stranded en route to their next incarnation. Some, having met a particularly violent or unjust end, refuse to move on to their next life until they have been avenged. Others were the victims of miscast spells, abortive attempts at astral travel, or other unfortunate circumstances. Until a disembodied spirit is able to avenge or resolve the death of its physical form, it can never rest, nor will it be able to move on to the next world.

Size: 5'-7', weightless

Attributes: As per former life (physical attributes do not apply, except as pertains to SPD and DEX, both of which are rated at +2)

Ability Level: 3-18

Attacks/Damage: Energy attack: DR1/ level

Special Abilities: Possess/inhabit inanimate objects, flight, pass through solid substances at will, harmed only by silver, magic, or other extra-dimensional entities

Armor: None (non-corporeal)

Hit Points: 10

Habitat: Ghostlands, graveyards, ruins, battlefields

DISEMBODIED SPIRIT

The Ghostlands of Faradun are said to be haunted by disembodied spirits, which can also be found in graveyards, ruins, and ancient battlegrounds throughout Talislanta. These spectral entities are the spirit-



EBONITE

Ebonites are spectral beings who hail from the ruined city of Ebon, an ancient port located on the dark shores of the Underworld. Tall and preternaturally thin, Ebonites resemble humanoid shadows, with eyes like smouldering white coals. Being sensitive to light, they cover their bodies from head to foot whenever they leave the Underworld. Only in darker regions, such as the Midnight Realm, do they go about without the long, hooded robes that form their usual costume.

Ebonites are supernatural entities who possess certain powers and abilities that mere shadowights do not. These include the ability to learn Magic and other skills, as well as the ability to take on corporeal form at will. Ebonites cannot drain the life-force of living beings, nor do they need to do so to sustain themselves

Like shadowights and other spiritforms, Ebonites were once living beings. Once passing from the lands of the living, their spirits made the long voyage to the Underworld. However, something about them drew

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the attention of Death. Great infamy or acts of heroism, no one can say for sure what will draw Death's baleful eye. Some sorcerers petition for this state in order to continue their magical studies beyond death, while some heroes offer themselves to Death's service in exchange for a loved one being returned to life. However it happens, those taken by Death are consigned to spend eternity as spectres, and to dwell in the ancient city of Ebon.

Ebonites are an eerie folk who exhibit a morbid fascination with death, black magic, and the Occult. They are drawn to crypts, ruins, and ancient battlefields, where they may spend hours communing with the spirits of the departed, studying relics, or simply absorbing the atmosphere of death and decay that hangs like a pall over such places.

Ebonites are less fond of associating with living beings, with whom they generally prefer to avoid prolonged contact. When they must interact with such entities, Ebonites usually waste few words and complete their transactions as quickly as possible. Ebonite traders are notorious for their brevity, never engaging in the sort of haggling that is common among folk such as the Zoab.

Ebonites have no such qualms about associating with Black Savants, with whom they enjoy rather cordial relations. No doubt this is because unlike most humanoid races, Black Savants are not truly alive.

Size: 6'6"-7'6"; 110-160 lbs. (or weightless)

Attributes:

INT +2	PER +3
WIL +2	CHA -1
STR +0	DEX +1
CON +0	SPD +0

Ability Level: 5+

Attacks/Damage: As per weapon employed

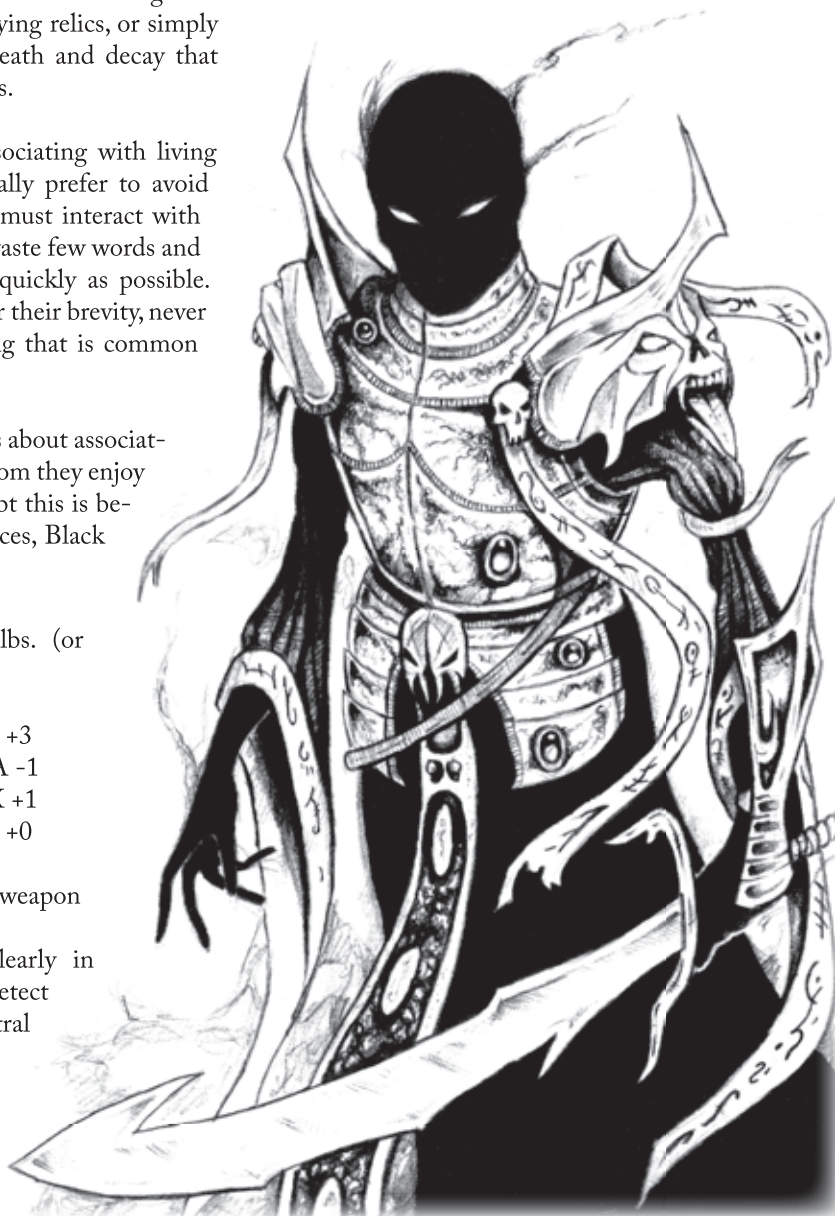
Special Abilities: See clearly in even magical darkness; detect invisible, aethereal, and astral presences by sight; immune to damage from unenchanted weapons and those not noted for damaging extra-dimen-

sional entities; dismayed and partially blinded by strong light (-5 to all actions); damaged by magical radiance (suffers damage equal to the Level of the light spell); change from corporeal to incorporeal form at will (change takes one round); emanates an aura of death in a 10' radius (this spooks normal animals, and these must make a WIL roll or flee the Ebonite's presence); possible spellcasting (Necromancy Order)

Armor: As per armor worn

Hit Points: 20+

Habitat: Extra Planar



EELWYRM

The most common aquatic life-form in the Midnight Realm, eel-wyrms are found in every sea, ocean, river, and lake – there is even a hardy ice-blue variety that thrives in the Sea of Frozen Fire. Their serpentine bodies are covered with glistening scales, and they have sensory tendrils around the mouth and dorsal fins along the back and sides.

Eel-wyrms hunt in groups, and are extremely aggressive. Though they will attack almost any type of creature if given the opportunity, eel-wyrms prey mainly on other varieties of eel-wyrm. There are numerous types, including Blue-Backed, Silver-Finned, Crested, Bearded, Crimson-Headed, Black-Fanged, Spined, and Giant Eel-wyrms. There are even said to be a number of deep-sea varieties that sport phosphorescent tendrils, fins, or other markings. Certain of the rarest and most colorful varieties of eel-wyrm are valued for their scales, which are used in the making of fine jewelry.

Eel-wyrms are an important source of food for the inhabitants of the Nine Princedoms. If prepared properly, these creatures are both delicious and perfectly safe to eat. If improperly prepared, such as by one who does not know which parts of the creature are poisonous and must be removed before cooking, a

meal made with eel-wyrm can result in nausea, vomiting, coma, and even death.

Size: 1'-5' long; 2-20 lbs.

Attributes:

INT -7	PER +0
WIL +2	CHA +0
STR -5	DEX +6
CON +3	SPD +6

Ability Level: 3-7

Attacks/Damage: Bite DR3

Special Abilities: None

Armor: Fine scales PR1

Hit Points: 6

Habitat: Extra-planar

EERIAL

This bat-winged predator has a wingspan of up to six or seven feet, a pair of clawed appendages, and a hideous, fanged visage. Eerials are airborne hunters who can glide effortlessly on the winds for days at a time, scanning the ground for signs of prey. They possess exceptionally keen night-vision, and can detect even the faintest signs of motion from great altitudes.

When an eerial spots its prey, it swoops down silently from above, attempting to attack from behind and latch onto the victim with its hooked talons. If successful, the eerial will then attempt to bite its victim's neck, sever an artery, and drink its blood.

Eerial are known to hunt in mated pairs or in larger groups of up to a dozen individuals. They sleep in caves, or in the branches of deadwood trees.

Size: 2'-3' long, 6'-7' wingspan; 10-25 lbs.

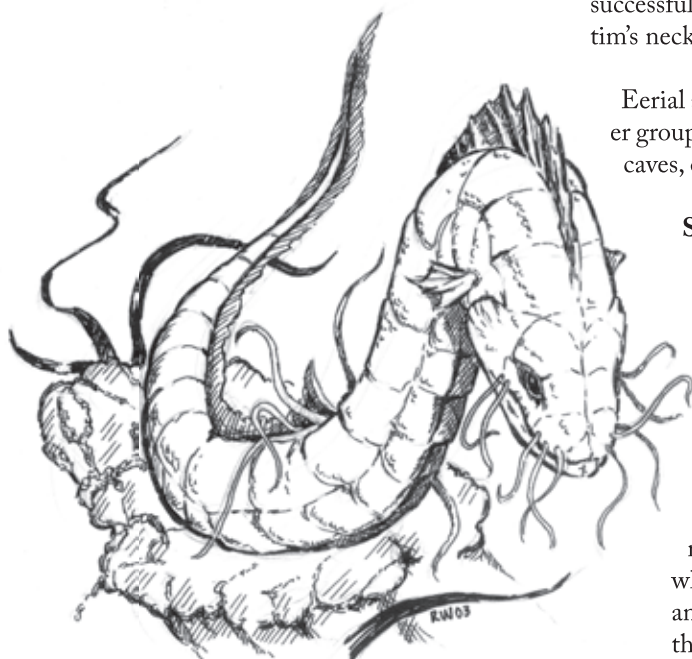
Attributes:

INT -6	PER +6
WIL +2	CHA +0
STR +0	DEX +2
CON +2	SPD +2

Ability Level: 3-6

Attacks/Damage: Claw DR4; Bite DR3

Special Abilities: Swoop attack (eerial may make both a claw attack and bite attack when swooping on unsuspecting prey), latch and drain (If a Swoop Attack succeeds, and the bite attack causes damage, the eerial has





latched onto their prey and begun to drain blood, automatically inflicting DR 3 per round), flight, night vision, notice motion from great distances

Armor: Thin scales PR1

Hit Points: 6

Habitat: Extra-planar

ELEMENTAL, AVATAR

Elemental avatars are manifestations of the god-like beings known as true elementals. On their home plane, these entities cannot be distinguished from their celestial bodies, which resemble fiery suns, gaseous clouds, water worlds and fertile planets. Like their masters, they are part of the infinite ecosystem that is the Green World.

Elemental avatars are responsible for enforcing the immutable laws of nature that govern the myriad worlds of the material plane. They maintain order among the ranks of sub-elementals, regulate the changing of seasons, and serve as protectors of the material worlds' ecological systems. Individuals who cause harm to the natural environment may arouse the anger of an elemental avatar which always results in dire consequences.

In his book *The Green World*, Viridian makes the following reference to these entities:

Elemental avatars, having been worshipped as gods by the early Archans, continue to regard themselves as such even to the present day. Accordingly, travelers to the Green World are advised to show the proper respect when encountering beings of this sort, or expect to face the most unpleasant consequences.

All elemental avatars possess the following characteristics and abilities:

- ☼ Cast any spell related to their elements at 50th level.

- ☼ Create an area of elemental force that replicates the environment of their home plane, up to 1,000 feet in diameter per level of the elemental.

- ☼ May be summoned to the material plane by magic. If summoned, elemental avatars will usually take the form of hundred-foot humanoids composed of ambient elemental energy.

- ☼ Return to their home plane at will unless constrained by magic.

- ☼ Immune to all forms of attack except magical weapons, opposing elemental forces, and negative energy.

Size: Practically limitless on home plane; 100 ft. tall if summoned to the material plane

Attributes:

INT +15

PER +15

WIL +15

CHA +15

STR +15

DEX +15

CON +15

SPD +15

Level: 50+

Attacks/Damage: Energy Attack DR 25 +1 point per level, by touch

Special Abilities: Natural magic and Elementalism Orders with all modes at ability level, abilities listed above

Armor: None

Hit Points: 500

Habitat: Extra-planar

ELEMENTAL, GREATER

Greater elementals are servants of the powerful beings known as elemental avatars. On their home plane, these entities are practically indistinguishable from their surroundings: greater earth elementals resemble mountains, greater water elementals occupy rivers and oceans, greater air elementals appear as banks of clouds, and greater fire elementals occupy the hearts of volcanoes, subterranean rivers of magma, and lakes of living fire.

Greater elementals comprise the very stuff of which the myriad worlds of the material plane are made. Working alone or in groups, they form moun-



tains, chains of islands, lakes, rivers, streams, deserts, forests, plains, mesas, and tundra. They are assisted in their duties by the lesser elementals and to some extent by the minor elementals.

Viridian claimed to have had a long-standing relationship with a greater elemental named Narod whose form was that of a green mountain. The two were reputed to have engaged in discussions that lasted for as long as three months and covered such topics as erosion, the mineral content of various types of soil, and the creation of sedimentary rock.

All greater elementals possess the following characteristics and abilities:

- ☼ Cast any spell related to their elements at up to 25th level.
- ☼ Create an area of elemental force that replicates the environment of their home plane. Up to 100 feet in diameter per level of the elemental.
- ☼ May be summoned to the material plane by magic. If summoned, greater elementals may take the form of twenty-foot humanoids com-

posed of ambient elemental energy or may appear in their natural forms.

- ☼ The ability to return to their home plane at will unless constrained by magic.

- ☼ Immune to all forms of attack except magical weapons, opposing elemental forces and negative energy.

Size: Vast on home plane; 20 ft. tall if summoned to the material plane

Attributes:

INT+10	PER+10
WIL+10	CHA+10
STR+10	DEX+10
CON+10	SPD+10

Ability Level: 11-25

Attacks/Damage: Energy Attack DR6 +1 point per level, by touch

Special Abilities: Elementalism Order, all modes at ability level, abilities listed above

Armor: None

Hit Points: 44-100

Habitat: Extra-planar

ELEMENTAL, SUB

Sub-elementals are lesser entities that originate from the elemental plane. On their home plane, these elemental beings blend into their surroundings, adopting the forms of trees, boulders, pools of mud, clouds of mist or dust, sand dunes, wisps of smoke, or other aspects of nature. Close examination will reveal that these seemingly innocuous substances are alive and capable of movement and speech.

Lesser elementals begin life as minor elementals, growing in size and power with the passage of time. Those that are able to survive and prosper for many thousands of years may eventually attain the stature of greater elementals. Servants of the elemental avatars, they help to invest the myriad worlds of the material world with the creative force of nature.

Viridian's fabulous topiary palace, located on the continent of Celadon, was said to have been built by a pair of plant sub elementals who completed the construction in less than a day. In return for their assistance, the magician allowed them to reside in his enchanted garden, where they were treated as honored guests, their every need attended to by a team of specially trained gardeners.



All sub-elementals possess the following characteristics and abilities:

- ☼ Create an area that consists of the elemental force from which they are composed, up to 10 feet in diameter per level.

- ☼ May be summoned to the material plane by magic. If summoned, sub-elementals may take the form of a ten-foot humanoid composed of ambient elemental energy, or may appear in its natural form.

- ☼ Immune to all forms of attack except magical weapons, opposing elemental forces, and negative energy.

Size: 1 foot in height per level up to 10 ft. tall, in humanoid form; volume is 1 cubic ft. per level

Attributes:

INT -4	PER +5
W1L +5	CHA +0
STR +5	DEX +5
CON +5	SPD +5

Ability Level: 1-16

Attacks/Damage: Energy Attack DR 2+1 per level, by touch

Special Abilities: Natural magic or Elementalism Order with attack and 4 modes at ability level, plus abilities stated above

Armor: None

Hit Points: 2-32

Habitat: Extra-planar

ELEMENTAL, MINOR

Minor elementals are nature spirits that inhabit both the Elemental Plane and the Talislantan continent. These benign entities blend into their natural surroundings and are almost impossible to detect. Yet every blossom, blade of grass, pebble, or other bit of natural matter harbors a minor elemental. They are as numerous as grains of sand, or the countless dew drops that speckle every forest of every world on the material plane.

If summoned by magic, or by one who knows how to commune with the natural world, minor elementals will make their presence known. They generally appear as tiny imps or sprites, one or two inches in height, identical in coloration to the organic matter that they chose to inhabit. All are comprised of ambient elemental energy, and they possess talents related to their natural forms.



All minor elementals possess the following characteristics and abilities:

☼ Create an area that consists of the elemental force from which they are composed, up to 1 foot in diameter per level.

☼ May be summoned to the material plane by magic. If summoned, minorelementals may take the form of a tiny, implike creatures 1-2 inches in height.

☼ Immune to all forms of attack except magical weapons, opposing elemental forces, and negative energy.

Size: 1"-2"

Attributes:

INT -2	PER +2
WIL -2	CHA +2
STR -5	DEX +2
CON -2	SPD +10

Ability Level: 1-5

Attacks/Damage: Energy Attack by touch at Ability Level DR

Special Abilities: Elemental Magic or Natural Magic with Attack and two other Modes at Ability Level, create area of elemental force (up to one foot in diameter per Ability Level), vulnerable only to magical weapons, opposing elemental forces, and negative energy

Armor: None

Hit Points: 1 per Ability Level

Habitat: Extra-planar

ERX

Erx are extra-dimensional parasites that feed on magical energies of all sorts; attracted to magical gates, enchanted artifacts, windship levitationals, and summoning spells, erx may be encountered almost anywhere in Talislanta, much to the dismay of those who practice magic for a living. Erx absorb magical energy through their tentacled appendages; prolonged contact with a hungry erx can de-magic even the most potent enchanted items.

While erx are a great nuisance to magicians, these entities are otherwise quite benign. If threatened with harm, they simply roll up into a ball. Protected by its hard exoskeletal armor, an erx is virtually invulnerable once it has adopted this posture. If further provoked, however, the creature may respond with a

lightning swift jab of its dangerous stinger, the point of which is capable of piercing even magical armor. Erx are capable of levitation and travel by hovering on the winds or interdimensional currents.

Size: 1'-4' in length, 2-8 lbs.

Attributes:

INT -5	PER +10
WIL +8	CHA +0
STR -3	DEX +3
CON +10	SPD +5*

* tail stinger strikes at SPD +10

Ability Level: 4-11

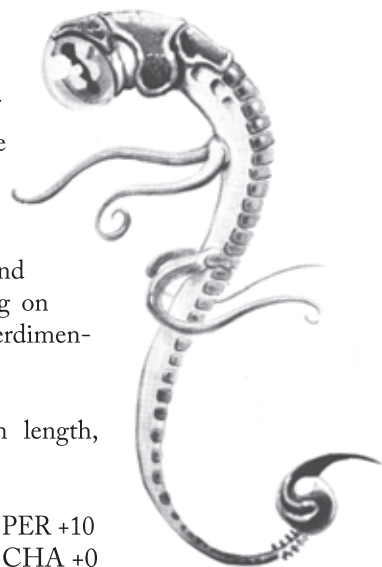
Attacks/Damage: Normally, none; if provoked, Stinger: DR 1 +venom (CON roll at -5 to resist, or suffer extreme pain for 10 rounds)

Special Abilities: Levitate, curl into protective ball, stinger ignores all armor up to +5 PR, sense magical emanations (range: 1000' per Ability Level), unaffected by magic items or spells, absorb magic by touch (one spell-like property or +1 spell level per round)

Armor: Exoskeletal plates, PR 25; underside is unarmored

Hit Points: 6 per foot

Habitat: Extra-planar



FANTASM

Fantasms are bat-winged pseudo-demons who hail from the lower plane known as the Nightmare Dimension. They are humanoid in appearance, but have elongated limbs and long, drawn visages. These spectral beings range in size from about two feet tall to just over six feet, a fantasm's height seemingly having little bearing upon its capabilities.

On their home plane, fantasms are impotent creatures, being scarcely able to frighten those young and impressionable children whose sleepy thoughts (and astral bodies) venture too near the Nightmare Dimension. If summoned from their home plane by



one skilled in the black arts, fantasms can be made to spring forth from a sleeping spell caster's subconscious, thereby gaining a semblance of reality. In this form they are capable of causing fear, which they do by raking victims with their shadowy claws. Victims who sustain a sufficient amount of this psychic damage will actually die of fright. Those who have been badly but not fatally "wounded" by a fantasm will generally recover in a day or so, though the attack may leave permanent mental scars. These may in time develop into phobias of one sort or another, to the lasting detriment of the unfortunate victim.

Although they are frightful creatures, fantasms are weak, and can be easily dispatched by the use of silver or magical weapons. It is also possible to drive off the fantasms by awakening the caster who summoned them forth.

The attack of a Fantasm cause psychic damage (fear), which may result in death. Victims wounded" for greater than half their total number of Hit Points will suffer some sort of permanent psychic disorder (Gamemaster's determination as to type). Thralls are unaffected by Fantasms.

Size: 2'-6'2

Attributes:

INT +0	PER +0
WIL +0	CHA +0
STR +0	DEX +2
CON +0	SPD +3

Ability Level: 1-10

Attacks/Damage: Claws DR 4 (psychic damage: see above)

Special Abilities: Harmed only by silver and magic, flight

Armor: None

Hit Points: 2-20

Habitat: Extra-planar



FERANTH

Feranth are ferocious, quadrupedal carnivores that roam the mountains, caves, and forests of the Midnight Realm. These massive creatures are powerfully built and have black shaggy hides, small deep-set eyes, curved tusks, and long claws. Fully grown, they can measure up to ten feet in length, and stand up to seven tall feet at the shoulder.

The feranth's main form of attack or defense is to ram and batter its foes, a tactic for which this creature is well suited. The feranth's skull is heavily armored with multiple plates of bone, and its shoulders are protected by a dense layer of fur, cartilage, and muscle. The great mass, speed, and power of these creatures is such that with even a minimal running start, an adult feranth can shatter a boulder, knock down a full-grown ebonwood tree, or smash a large wagon to splinters.

Feranth are fearless defenders of their territories

who will attack almost any creature they encounter, including all but the largest types of demons. Though the feranth's tusks and claws cannot harm demons, their awesome battering attack can be sufficient to drive away all but the most determined demonic attackers.

Size: 5'-7' at the shoulder; 2000-3000 lbs.

Attributes:

INT -6	PER -3
WIL +3	CHA -4
STR +8	DEX -1
CON +4	SPD +4

Ability Level: 6-10

Attacks/Damage: Ram DR20; Tusk Gore DR16; Claws DR12

Special Abilities: None

Armor: Head & Shoulders PR 10; Elsewhere PR3

Hit Points: 60

Habitat: Extra-planar

FIEND

Fiends are despicable creatures from the Nightmare Dimension who are sometimes drawn to desolate regions such as the Shadow Realm and Khazad. They possess the uncanny ability to use shadows as gateways from one plane to another, a talent that en-

ables them to travel from their home plane to other locales and renders them virtually impossible to detect in darkness. On their home plane, fiends serve as kidnappers, spies, and informers of the worst and lowest sort. On the material plane, they are able to take on corporeal form, but only for a limited time. They appear to enjoy scaring and tormenting weaker creatures, but fear magic and are averse to strong light.

Size: 7', weightless

Attributes:

INT +3	PER +5
WIL -5	CHA -7
STR +5*	DEX +3
CON +5	SPD +5

* in material form

Ability Level: 4-11

Attacks/Damage: Claws: DR 11 +Ability Level

Special Abilities: Stealth at Ability Level +DEX, inter-planar travel through shadows, +5 to Stealth in darkness

Armor: None

Hit Points: 13

Habitat: Extra-planar

FIGMENT

Figments are minor ethereal entities. On their home plane they are quite difficult to detect, for their forms are composed of the stuff of dreams. Figments are used to provide animation and a sense of reality to dreams. They may appear in any number of guises: as individuals, creatures, portions of a dreamscape, furnishings, utensils, and so on. In most cases they will appear quite real, though a figment may sometimes give itself away by talking or moving about as seemingly inanimate objects are sometimes known to do in dreams.

If summoned to the material plane, figments will appear as ethereal imps of strange or bizarre semblance. They require no sacrifice to summon and will serve without complaint. Figments can be employed as spies and lookouts, for they are virtually impossible to detect except by the use of magic. A figment may also serve as a familiar, posing as an imaginary friend, a crystal ball, or some kind of tool.

The astromancer Laslovian was said to have kept a figment as a familiar. The entity served as his chroni-



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cler and personal secretary and accompanied him wherever he went, typically in the form of a quill pen, a guise Laslovian found both practical and drolly amusing.

All figments possess the following characteristics and abilities in common:

- ✱Cast any type of illusion at a level equal to their own level of ability.
- ✱Assume ethereal, material, or invisible form at will.
- ✱Create an area of illusory terrain up to 1 foot in diameter per level.
- ✱May be summoned to the material plane by magic.
- ✱Immune to all forms of attack except magical weapons, spells that affect illusions, and negative energy.

Size: 1 inch tall per level, weightless

Attributes:

INT 0	PER+2
WIL-2	CHA+2
STR-5	DEX+S
CON-2	SPD+2

Ability Level: 1-2

Attacks/Damage: Energy Attack by touch DR 2

Special Abilities: Wizardry with 1 mode at ability level, abilities stated above

Armor: None

Hit Points: 2-3

Habitat: Extra-planar

GELLID

Gellids are creatures of horrifying aspect, their bodies covered with a layer of shaggy white hair save for their faces. A gellid's face exhibits a deathly white pallor, contrasting with the creature's long black fangs and ebony eyes. The triangular head is set directly atop a hunched torso, and fringed in a long white mane.

Though natives of the lower planes, Gellid's are sometimes encountered on Talislanta, normally the result of some drak summoning.

Gellids are carnivores, who subsist upon any unfortunate creatures that stray too near, but seem to favor the flesh of moondracs and Tarterans. They dwell in



caves and fissures, rushing forth from hiding to ambush prey. Mated pairs often make their lairs high in the mountains, and take turns going out to hunt for food. With their clawed appendages they are expert climbers, able to scale even the most precipitous and icy surfaces without difficulty.

Gellids attack by spraying victims with a viscous green fluid, which they expel from their mouth. This foul liquid freezes solid on contact with the air, encasing the victim in a layer of translucent green ice. The Gellid then drags or carries its prey back to its lair, where it slices the victim into pieces, dividing the portions among its mate and its young.

Gellids hatch from eggs which are roughly octagonal in shape, and made of a greenish, crystalline resin. A female typically lays a clutch of eight eggs; the first to hatch usually devouring its unhatched siblings.

Size: 8' in height, appendages measure up to 20' across, 600-800 lbs.

Attributes:

INT -6	PER -1
WIL +3	CHA +0
STR +6	DEX +4
CON +6	SPD +4

Ability Level: 4-12

Attacks/Damage: Bite: DR 8, Claws: DR 6, four attacks

Special Abilities: Freezing spray (range of 30', has a PR of 5 of can take 15 damage to shatter, breaking out using brute STR requires a successful STR roll with a -8 penalty), climb icy/sheer surfaces without fail, night vision

Armor: Leathery Hide, PR 3

Hit Points: 44

Habitat: Extra-planar

GHAST

Ghosts are horrific entities believed to hail from the dark, uncharted regions that lie in proximity to the Underworld. Their presence on the material plane

is attributed to the legendary black magician, Mor-dante, who - deliberately or inadvertently - opened a magical gate into the nether realms, allowing hordes of these creatures to gain access to the continent of Talislanta. On the material plane, ghosts often haunt ancient graveyards, tombs, and battlegrounds, sites which are perhaps most reminiscent of their vile home plane. They are most common in Khazad and Werewood, where they are known to prey upon living creatures of all sorts, including even banes and werebeasts.

Though frail and unhealthy-looking, ghosts possess fearsome strength, and cannot be harmed ex-



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cept by magical means. Possessed of a diabolical, and often insane, intelligence, they are known to covet enchanted items and to converse with unseen spirit-forms, the skulls of their victims, and even themselves. These foul creatures usually hunt by night, spending the daylight hours lurking in crypts and underground barrows, staring into the darkness.

Size: 7'6"-8', 160-200 lbs.

Attributes:

INT +5	PER +8
WIL +8	CHA -7
STR +7	DEX -5
CON +10	SPD +2

Ability Level: 16-30

Attacks/Damage: Claws: DR 13

Special Abilities: Necromancy with five Modes at **Ability Level:** night vision, detect invisible/astral presences (range: 100 feet per level), harmed only by silver or magical weapons and spells.

Armor: None

Hit Points: 42

GUARDIAN

Guardians are greater spirit entities that hail from the golden sphere of the positive energy plane. These powerful winged beings resemble golden skinned giants over twenty feet in height. Each is attired in enchanted armor, helm, and shield and carries an enchanted blade at its side. Despite their imposing presence, their features are calm and placid and their eyes radiate an inner peace.

On their home plane guardians serve as sentinels, protecting the higher planes from access by unauthorized entities. They are employed to stand watch at the gates of heaven and to keep safe the eternal records and their keepers, the Illumini. On rare occasions a guardian may be sent to the material plane, either to enact vengeance upon the enemies of its patron deity or to protect those who revere such entities. They are the scourge of devils and demons alike, who cannot bear the presence of a guardian.

According to the Book of Solimorrion, two guardians stood watch over the Temple of Ikon, one by night and one by day. When the great city of Numenia was destroyed by an earthquake, the temple was buried beneath an avalanche of stone and has never been found even to the present day. Yet some

claim that the two guardians still remain at their posts and will continue to do so until the end of time.

Size: 20 ft. tall, weightless

Attributes:

INT +10	PER +10
WIL +10	CHA +10
STR +10	DEX +10
CON +10	SPD +10* +15 airborne

Ability Level: 11-25

Attacks/Damage: Enchanted Sword DR 25

Special Abilities: Primary combat, secondary magic (invocation), teleport or dimensional travel twice per day, immune to non-magical attacks, spells of influence, and illusions

Armor: PR 17 (+10 enchanted armor and shield)

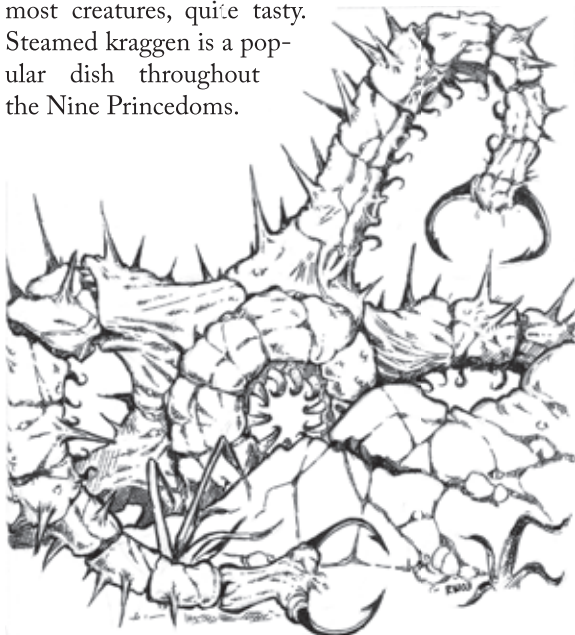
Hit Points: 4 per level

Habitat: Extra-planar

KRAGGEN

The kraggen is a spiny, six-legged echinoderm that lives on land or in water. An omnivorous scavenger having both rudimentary lungs and gills, it is comfortable in either environment.

Kraggen have a flat head and abdomen, with long legs that can measure from 2-5' in length. While the entire body is covered with a tough exoskeleton, the flesh beneath is soft, and to most creatures, quite tasty. Steamed kraggen is a popular dish throughout the Nine Princedoms.



Size: 1'-2' long, 15-30 lbs.

Attributes:

INT-6	PER +2
WIL -3	CHA +0
STR -4	DEX +1
CON +1	SPD +2*

** in water or on land*

Ability Level: 1-3

Attacks/Damage: Pincers DR4

Special Abilities: Spines (a Mishap while attacking a krag-gen may result in the attacker injuring himself on one of the creatures spikes, taking DR 4 damage), totally amphibious

Armor: Spiny exoskeleton PR4

Hit Points: 6

Habitat: Extra-planar



MAGMITE

The magmite is a parasitic insect native to hot springs, magma pools, and the Iron River; the creature is immune to heat or fire, and thrives in even the most hostile volcanic environments.

Magmites measure up to six inches in length, and have a spiked carapace, barbed pincers, and a powerful bite. They can hop or leap up to thirty feet, using their barbed claws to hook onto their chosen prey. Once a magmite attaches itself to a victim, it can be most difficult to remove, and may eventually even burrow its way beneath the unfortunate creature's skin or hide, seeking to drain vital fluids. Magmites have been found in the bodies of such creatures as feranths, vantic, and even eerials.

Size: 3"-6"; 6-12 oz.

Attributes:

INT-7	PER +1
WIL +1	CHA +0
STR -5	DEX +2
CON +0	SPD +2

Ability Level: 2-4

Attacks/Damage: Pincers DR1; Bite DR4 (2 attacks)

Special Abilities: Spines (any attempt to grab a magmite barehanded can inflict DR 2 damage on the attacker), flesh burrow (if a magmite

makes a critical success on a bite attack, it starts to burrow into the victim's flesh, inflicting DR 4 per round automatically), immune to heat/fire, capable of prodigious leaps (up to 30')

Armor: Spiny carapace PR2

Hit Points: 2

Habitat: Extra-planar

MOON DRAC

Moondracs are a species of nocturnal dragons native to the Midnight Realm. They can sometimes be seen flying across the night sky, their frightful forms silhouetted against the moon. The creature is also known as "The Hangman"; a fitting appellation, given its grim habits.

Moondracs are predators, who come forth to hunt at high-noon, the darkest period of the day in the Midnight Realm. They are well-suited to such activities, having a highly developed form of sonar which enables them to detect prey at ranges of up to one thousand feet. Conversely, the lusterless gray hide of these creatures makes them difficult to detect in darkness, and confers protection from other predatory species.



Moondracs rely on stealth when hunting, preferring to ambush prey by gliding silently downwards upon them from above. Once within range, the moondrac entwines its long, sinuous tail about the neck of its intended victim and carries the creature aloft. Death by asphyxiation usually follows within a few moments; hence, the creature's nickname.

Subterranean caverns are a favorite nesting place of moondracs, who live in colonies, much like bats. As many as a hundred such creatures may be found in one place, including young. During the night, moondracs sleep, awaiting the coming of darkness.

If taken while still young, moondracs may be trained and employed as winged steeds. They are of little use in this regard, however, for the creatures continue to exhibit a dark and sinister nature, and are trusted only at one's peril.

Size: 6'-10' wingspan; 300+ lbs.

Attributes:

INT -5	PER +7
WIL +1	CHA +0
STR +3	DEX +1
CON +1	SPD +7*

** airborne; +0 on the ground*

Ability Level: 1-6

Attacks/Damage: Claws DR6; Bite DR6

Special Abilities: Strangling tail (a full or criti-

cal success on a tail attack means the moondrac has wrapped its tail around the victim's throat and started to strangle them. This inflicts DR 5 per round), flight, sonar (can still "see" in absolute darkness up to 1000'), Stealth +10 when gliding

Armor: Leathery hide PR2

Hit Points: 32

Habitat: Extra-planar

MORBEAST

Pack hunters of Oblivion, and favored pets of the Shaitan, Morbeasts are horrific entities of flesh, sinew, razor-edged bone, and malicious animal cunning. Morbeasts are created by the Shaitan from the twisted souls and bodies of those mortal diabolists who disappoint their infernal masters, or prove lacking in proper dedication, faith, and skill. At least in this form, the Shaitan reason, their fallen followers are of some small use.

Quadrupedal and slender, a Morbeast's sinewy, muscular flesh is covered in thin, rubbery skin of blood-colored hue. The creature's ivory bones seem to stretch its skin, erupting in tough nodules at the Morbeast's elbows, and along the beast's spine and long, vicious tail, the end of which is tipped with a razor-tipped spike of bone. All the skin seems to have been drawn back from the Morbeast's diabolical, fanged skull, the creature's deep, shadowy eyesockets

lit by twin points of hellish green light. Sharpened bone claws complete the Morbeast's formidable arsenal.

Morbeasts are typically dispatched to track down and eliminate enemies of the Shaitan or their followers, although these dread creatures are also frequently summoned by ambitious or favored diabolists. When encountered on the material plane, they are almost always pursuing some unfortunate target for their master, or employed as a guard beast by a powerful diabolist. Unfortunately, these tireless entities are not always encountered singly; targets that particularly anger the Shaitan may find themselves hunted by a small pack of these creatures.

Size: 5'-6' long with spike-tipped tail of equal length, 3'-4' at the shoulder, 300+ lbs.

Attributes:

INT -3

WIL +3

PER +6

CHA +0

STR +3

CON +4

DEX +4

SPD +8

Ability Level: 6-12

Attacks/Damage: Bite: DR 10, Tail Spike: DR 10, Claws: DR 10; total of two attacks

Special Abilities: Night vision, track essence rather than scent, detect presences at range of 20 feet, requires neither sleep nor rest

Armor: Rubbery Hide, PR 2

Hit Points: 45

Habitat: Extra-planar

N'ARU

Also known as "spirit worms" or "soul-stealers," n'aru are a species of sentient symbiont normally found in the depths of the lower planes. These horrid looking, larva-like entities prey on many sorts of creatures, from bat manta to eerials, moondracs, and even humanoid beings.

N'aru feed on spirit energy, which they obtain by attaching themselves to a host creature, burrowing beneath the skin (DR 1), and slowly absorbing small amounts of spiritforce (-1 to Will, per parasite.) Though frightful to contemplate, the feeding process is painless and under normal circumstances almost never results in death. Quite to the contrary; under most circumstances, it is in the interest of the n'aru that the host remains alive as long as possible, in order to provide a continuing source of food.

The exception occurs when a n'aru is either starved for food or threatened with imminent harm. In such cases, the n'aru will devour the host's spirit in seconds and abandon the body, taking its food with it. If the host is to be saved, measures must be taken within two rounds or there will be nothing left to save.

Intrigued by the n'aru ability to "steal souls," Brood long ago learned how to train captured n'aru and use them for this grisly purpose. By simply





starving the creatures for weeks on end, and applying force and coercion as needed, Brood have found n'aru to be most compliant to their commands.

Size: 6"-10"; 1-2 lbs.

Attributes:

INT-4	PER +4
WIL +0	CHA +0
STR -2	DEX +2
CON +0	SPD +4

Ability Level: 6-10

Attacks/Damage: Burrow DR 1

Special Abilities: Provides host with +4hp for each parasite, if Will drops to -7 or lower, death follows.

Armor: None

Hit Points: 4

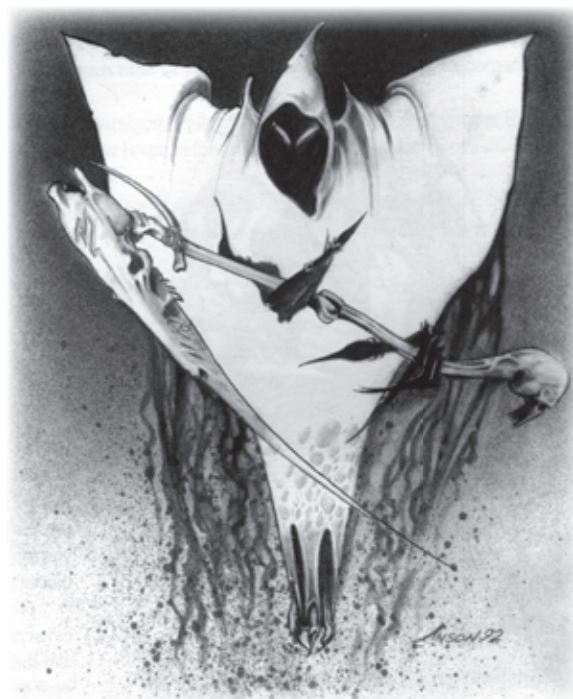
Habitat: Extra-planar

NECROMANE

Necromanes are the avatars of Death, master of the Underworld. These dark entities may stand up to twenty feet in height and are both awesome and frightening to behold. They dress in hooded robes and cloaks, typically stark white in color, and wield great scythes decorated with skulls and other necromantic emblems. Their forms appear to be composed of solid blackness, and their visages lack any discernible features save for the narrow eyes, which emit an otherworldly glow.

On many of the material planes necromanes are referred to as angels of Death-an overly dramatic term, yet indicative of the essential purpose of these soulless entities. It is their duty to escort the souls of the newly deceased to the Underworld, from whence they will eventually be directed to their next incarnations. The presence of a necromane on the material plane almost always means that someone has died and is ready to move on to the next world. They can sometimes be seen overlooking the scene of a great battle or other event of cataclysmic proportions. These entities typically perform their duty without rancor, while at the same time remaining oblivious to bribes, threats, or pleas for mercy.

On their home plane necromanes are known to serve as guardians of the Underworld, patrolling the outlying regions for intruders. Any who are foolish enough to enter these domains without permission are captured and brought before Death for summary judgment, usually with grim results. Others patrol the lower levels of the astral plane looking for spiritforms that may have eluded judgment due to oversight or other unusual circumstances. Necromanes assigned to such duties are always on the alert for reincarnators, the spiritforms of Torquaran necromancers who are protected from Death so long as they can avoid the retribution of their nemeses the Xambrians. Reincarnators who have been slain by a Xambrian are



fair game for necromanes, who bear a longstanding grudge against these malevolent entities.

Despite their frightful appearance, necromanes are not evil any more than Death itself is evil. All serve a function in the endless cycle of birth, death, and renewal that is the mystery of existence.

A story is told of the magician LaMune, a contemporary of the mad wizard Rodinn who was said to be obsessed by fears of his own mortality. In an attempt to cheat Death, he used his enchantments to alter his outward semblance, changing the color of his skin and hair, his facial features, his height, weight, physique, costume, place of residence, habits, acquaintances, mannerisms, and quirks. Yet despite his considerable efforts, as he lay down to sleep one night, he observed a black-robed necromane standing in the shadows of his bedchamber. Aghast, LaMune withdrew into a corner of the room and groaned, "How is it possible that you have found me, after I have gone to such lengths to disguise myself?" The necromane replied, "I know you by the color of your soul, LaMune, which is exactly like no other." So saying, the necromane led LaMune away beyond the mortal veil.

Size: 10-20 ft. tall, weightless

Attributes:

INT +15	PER +15
WIL +15	CHA +15
STR +15	DEX +15
CON +15	SPD +15

Level: 50

Attacks/Damage: Energy Attack DR 20, Scythe DR 30, or as per spell or weapon employed

Special Abilities: Necromancy and Wizardry Orders with all modes at ability level, detect invisible, astral, or ethereal presences (range: 1,000 ft. per level), immunity to harm from non-magical weapons and attack forms, immunity to spells of influence or illusion, teleport or dimension travel at will, emanate darkness in a 100- ft. radius at will

Armor: None

Hit Points: 500

Habitat: Extra-planar

NECROPHAGE

Necrophages are humanoid entities that hail from the darkest depths of the Underworld. Old legends to the contrary, they are not ghosts or spiritforms, but corporeal scavengers that have been known to slip into the material plane by means of magical gates and rifts, drawn by the scent of death. Here, they haunt crypts and burial grounds, feeding upon the bones and remains of the dead. Necrophages can detect the scent of bones, corpses, and corpses at distances of up to two miles, and they are always hungry.

Nauseating to behold, necrophages dress in rags stolen from the bodies of corpses and speak in harsh, rasping whispers. They are found in great numbers in Khazad, but may be encountered in a variety of places, including graveyards, abandoned ruins, and battlefields. Nocturnal by nature, necrophages huddle in underground caves and crypts by day. As they never sleep, their gnashing and mumbling may sometimes provide warning of their presence to those who venture too near their haunts. Driven by their horrible craving for carrion, necrophages are strangers to fear. Many, in fact, are utterly insane. They are also proven carriers of a variety of unpleasant ailments and contagious diseases, including corpse-rot.

It is a known fact that only silver or enchanted weapons will suffice to kill a necrophage. Other types of weapons can be used to cause physical damage to a necrophage, though even dismembered, the bodily parts of a necrophage will continue to attack; a disconcerting sight indeed to any who have witnessed such an occurrence. Rajan necromancers collect the severed hands and heads of necrophages, which – invested with unnatural sentience – are said to have numerous uses.

Size: 6'4"-7', 120-180+ lbs.

Attributes:

INT -2	PER +2
WIL +3	CHA -7
STR +4	DEX -2
CON +5	SPD -1

Ability Level: 5-11

Attacks/Damage: Bite: DR 8, Claws: DR 10 (CON roll to resist contracting disease known as "corpse-rot")

Special Abilities: Harmed only by silver and magic, night vision, detect scent of carrion or



bones at range of two miles, dismembered body parts may continue to attack

Armor: None

Hit Points: 25

Habitat: Khazad, ruins, crypts, graveyards

though a close call can sometimes cause such a fright that a victim's hair will turn white.

Size: 10', weightless

Attributes:

INT +5	PER +5
WIL +5	CHA +0
STR +5	DEX +5
CON +5	SPD +5

Ability Level: 11-25

Attacks/Damage: Claws: DR 13

Special Abilities: Appear simultaneously on both the astral and material planes, attack sleepers in astral form, unaffected by spells of Illusion, acrid breath causes sleep (on material plane only; victims may resist on CON roll versus Ability Level)

Armor: PR 2 in material form

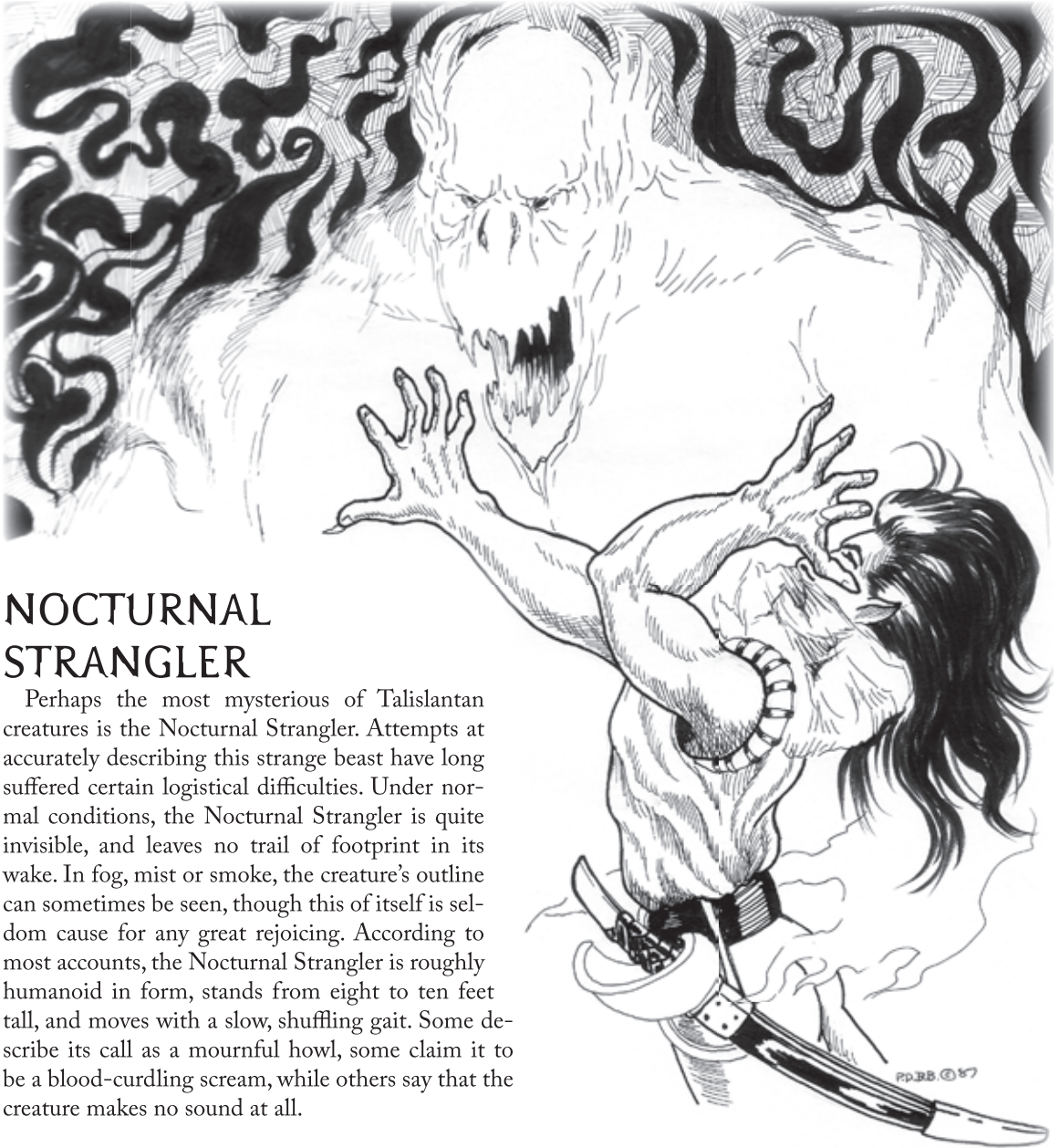
Hit Points: 55

Habitat: Extra-planar

NIGHTSTALKER

Nightstalkers are frightening creatures that originate on the Nightmare Dimension but may sometimes be found in the Plains of Golarin and other deserted regions. On their home plane, nightstalkers serve more powerful entities as hunters and assassins. On the material plane, they attack by invading the dreams of other sentient beings, whom they seek to slay by "devouring" their victims' astral bodies. Only by feeding on the astral energies of living creatures can nightstalkers sustain themselves; in their physical forms nightstalkers can kill, but cannot obtain nourishment.

Victims slain in their dreams by a nightstalker suffer the death of their physical form as well, but they appear as if they have simply died in their sleep. Unless a nightstalker is driven off or slain, its chosen victim will be unable to awaken until the ordeal is over. Those fortunate enough to have survived the attack of a nightstalker usually suffer no physical harm,



NOCTURNAL STRANGLER

Perhaps the most mysterious of Talislantan creatures is the Nocturnal Strangler. Attempts at accurately describing this strange beast have long suffered certain logistical difficulties. Under normal conditions, the Nocturnal Strangler is quite invisible, and leaves no trail of footprint in its wake. In fog, mist or smoke, the creature's outline can sometimes be seen, though this of itself is seldom cause for any great rejoicing. According to most accounts, the Nocturnal Strangler is roughly humanoid in form, stands from eight to ten feet tall, and moves with a slow, shuffling gait. Some describe its call as a mournful howl, some claim it to be a blood-curdling scream, while others say that the creature makes no sound at all.

There is less disagreement concerning the nature of these beasts, which is uniformly murderous. They attack by night, sneaking up on victims from behind and silently strangling them to death. The physical strength of these creatures is said to be most fearsome, Stranglers supposedly being capable of lifting even large humanoids such as Ur off the ground without apparent difficulty. Magical weapons seem to have some effect against these monsters, but little else.

The enigmatic nature of the Nocturnal Strangler has given rise to much speculation concerning the creature's motives and habits. Because the Strangler does not appear to feed on its victims, many consider these creatures to be nothing less than pathological murderers. Some hold to the old superstition that salt spread on the ground will reveal the presence of a Nocturnal Strangler by allowing its footprints to be seen. Others ascribe to the perhaps optimistic theory that these creatures will never attack individuals who

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are asleep, unconscious, or under the influence of alcohol. If true, much of the world's population would seem to be safe from the night-time depredations of the Nocturnal Strangler.

Nocturnal Stranglers make no noise and cannot be detected except at range of ten feet or less. Under such conditions, the sound of heavy breathing (or shuffling footsteps) may be heard, and a pungent sulfurous odor may be noticed.

Size: ?

Attributes:

INT ?

PER ?

WIL ?

CHA ?

STR +8

DEX ?

CON ?

SPD ?

Ability Level: 6+

Attacks/Damage: Strangle DR 14 per round (roll vs STR to break grasp)

Special Abilities: Affected only by magical means, invisible and practically undetectable

Armor: None

Hit Points: 30-40

Habitat: Northwestern Talislanta ("sightings" claimed in other regions as well)

ONIR

The onir are greater entities that hail from the Dream Dimension. On their home plane, these phantasmal beings serve as guardians of the myriad gateways that lead into the Dreamrealms, keeping intruders from entering their domains. They generally appear as ten-foot ethereal humanoids with bodies clad in glistening suits of enchanted armor and features hidden behind helmets of elaborate design.

In their capacity as guardians, the onir help maintain the integrity of the Dreamrealms, keeping them safe for sleepers who travel here from the material plane. To this end they wield enchanted greatswords capable of sundering the very substance of dreams. These weapons, called dreamblades, cause twice the usual damage to entities that originate from the Nightmare realms, but they can only be employed by one of the onir or by someone trained by an onir.

The astromancer Laslovian recalled several encounters with onir:



On more than one occasion while exploring the Dreamrealms, I chanced to encounter an onir. I often found these loyal sentinels standing guard before certain of the countless gates and portals that exist throughout these regions. Some (if these the dreamer is free to pass through, while others are forbidden. Those who attempt to open a gate of the latter sort can expect to arouse the attention of the onir assigned to that post, typically with severe consequences.

All onir possess the following characteristics and abilities:

⚙️ Cast any type of illusion or virtual illusion with Mode (illusion) +25.

⚙️ Assume ethereal, material, or invisible form at will.

⚙️ Create an area of illusory terrain up to 20 feet in diameter per level.

⚙️ May be summoned by magic.

⚙️ Immune to all forms of attack except magical weapons, spells that affect illusions, and negative energy.

Size: 10 ft. tall, weightless

Attributes:

INT +5

PER +5

WIL +5

CHA +5

STR +5 DEX +5
CON +5 SPD +5

Ability Level: 11-25

Attacks/Damage: Energy Attack DR 3 per ability level, by touch; Dreamblade DR 15 (double damage vs. entities from the Nightmare realms).

Special Abilities: Secondary magic (illusion), secondary combat, abilities stated above

Armor: None

Hit Points: 42-90+

Habitat: Extra-planar

PARAMANE

Paramanes are lesser spirit entities originating from the silver sphere, a dimension located among the upper reaches of the astral plane. These beings resemble humanoids in appearance but stand up to ten feet in height and have glistening silver skin that radiates a soft incandescence. Their manner of dress is simple and consists of a long flowing robe, silver bracers, a cloak, and sandals.

Paramanes normally inhabit the silver sphere, where they await acceptance into the higher planes, a reward they seek to attain by the performance of worthy deeds. On many of the material planes these entities are revered as guardian angels, a function a number of paramanes willingly perform as part of their duties. These benevolent entities will eagerly agree to lend assistance to any mortal beings provided they are interested in serving some higher purpose in life. A paramane who serves faithfully in this regard may earn his or her wings and aspire to the stature of a true guardian, thereby gaining increased power, status, and responsibilities.

In his Prophecies, the archimage Solimorrion relates the following tale:

"Many years ago, when I was but a youth, I resolved to make a pilgrimage to the higher planes in order to seek enlightenment. The voyage was long and hard, and many times I was tempted to abandon the quest. Along the way I met another traveler, a woman with hair like spun silver, who claimed that she too was seeking enlightenment. And so we went together until we came to a great iron gate, before which stood a giant devil bound hand and foot with chains of solid brass. As we drew near the monster called out to us, "Know that I am the guardian of this



gate, and that whoever first approaches will be slain." Hearing these words, I became afraid, but the woman approached the horned giant and said, "Kill me if you must, only allow my companion to pass." The devil agreed and, throwing open the gate, motioned for me to pass. I replied that I would not leave the woman, at which she turned to me and smiled. "Do not fear for me," she said, "for I am the paramane sent to protect you and help you on your quest." So it was that I passed through the gate and gained enlightenment in the virtues of sacrifice and devotion."

Size: 7-10 ft. tall, weightless

Attributes:

INT +10	PER +10
WIL +10	CHA +10
STR +10	DEX +10
CON +10	SPD +10

Ability Level: 6-10+

Attacks/Damage: Energy Attack DR 8 or as per spell or weapon employed

Special Abilities: Wizardry Order with 5 modes at ability level, knowledge of arts and sciences,

detect invisible, astral, or ethereal entities, immunity to non-magical weapons and attack forms, teleport or dimension travel twice per day

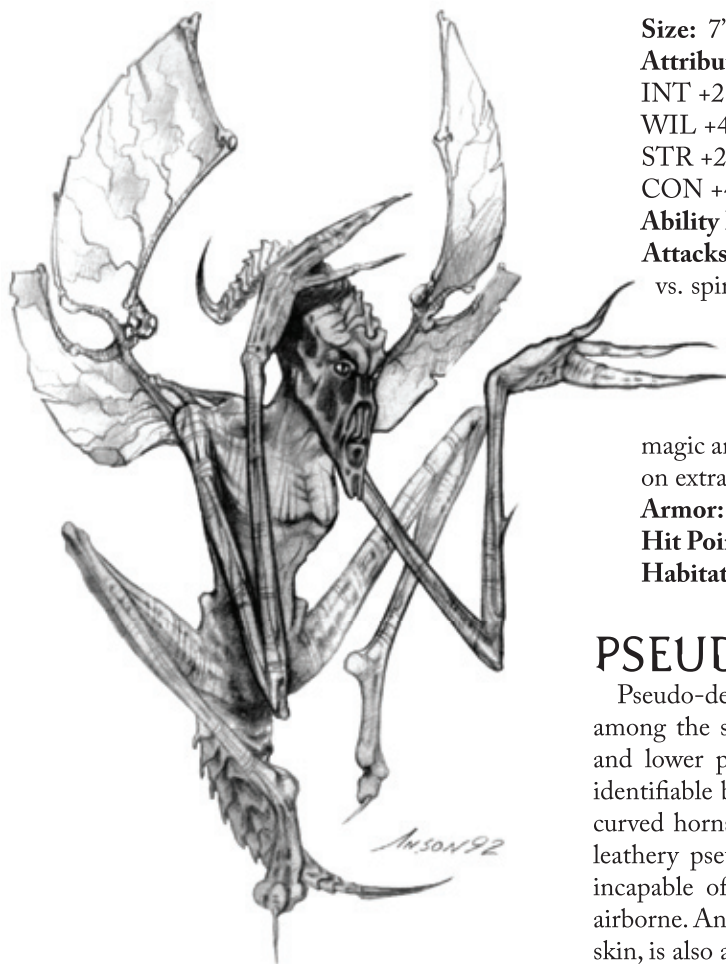
Armor: None

Hit Points: 24-50+

Habitat: Extra-planar

PHASM

Phasms are astral vampires - horrifying entities apt to prey on spirits and other astral forms of all sorts. These creatures measure in excess of seven feet from head to tail, and resemble nightmarish, two-armed serpents. Their eyes are dark and deep-set above a wide oral cavity lined with sharp fangs, with a "beard" of tendrils below. Other identifying features include a row of quavering tendrils that extends from the peak of the brow to mid-spine, segmented armor plates, and long, grasping claws through which they drain the energies of their victims.



Phasms are possessed of a sinister intellect exceeded only by a single-minded determination to feed. They are known to make their lairs wherever spirits and ghosts can be found, waiting for the opportunity to strike. These dangerous predators can be quite ingenious in this regard, and may exhibit a surprising degree of patience when stalking victims.

Phasms commonly prey upon disembodied spirits, astral travelers and any other incorporeal entities they encounter, draining their victim's life energies in order to acquire sustenance. However, if sufficiently hungry, these foul creatures can pose a threat even to corporeal life-forms, attacking and draining even their life forces even though the astral vampires find the taste of corporeality to be unpleasant.

Only upon death do the bodies of these ghastly creatures assume corporeality.

Size: 7'-10', weight not applicable

Attributes:

INT +2	PER +4
WIL +4	CHA -4
STR +2	DEX +2
CON +4	SPD +4

Ability Level: 4-12+

Attacks/Damage: Energy Drain: DR 8 (DR 16 vs. spirits, astral beings, and other incorporeal entities)

Special Abilities: Flight, detect astral/aethereal/spirit entities within 1000', immune to illusions, harmed only by magic and substances noted as inflicting damage on extra-dimensional entities, incorporeal.

Armor: None

Hit Points: 24

Habitat: Extra-planar

PSEUDO-DEMON

Pseudo-demons are perverse entities that lurk among the shadowy recesses of the astral, material, and lower planes. These lank-limbed creatures are identifiable by their dark, wrinkled skin, four sets of curved horns, and a woeful countenance. They have leathery pseudo-wings but are poor flyers that are incapable of great speed or maneuverability while airborne. An abdominal sac, visible as an extra fold of skin, is also a feature of this species.

that the entity had been sent to spy upon him by a treacherous rival. Laslovian interrogated the insipid creature at length, but found it so appallingly stupid that he became convinced that it had wandered into the material plane by accident, and so dispatched it to one of the lower planes.

Size: 5-7 ft. tall

Attributes:

INT -3	PER +6
WIL -7	CHA -8
STR -1	DEX +2
CON -1	SPD -1*

*airborne; 0 on the ground

Ability Level: 1-6

Attacks/Damage: Claws DR 3

Special Abilities: Limited flight (maximum duration: 1 hour), spot inter-planar rifts (roll vs. PER at +6), night vision, hide in darkness (-3 to detect)

Armor: Leathery hide PR 1

Hit Points: 6, +2 per level

Habitat: Extra-planar, ruins, crypts



Pseudo-demons are miserable entities who wander the astral plane spying on unsuspecting creatures, preying upon those weaker than themselves, or looking for things to steal. Cowardly and treacherous by nature, they skulk about in the darkness cursing those that have more than themselves while waiting for the opportunity to cause mischief of one sort or another. If confronted, a pseudo-demon will always lie about its intentions and will flee from all but the most unimposing entities rather than fight.

Pseudo-demons have a knack for spotting inter-planar rifts and magical gates, and are therefore not unknown on the material plane, where they sometimes haunt abandoned buildings or ancient ruins. Weak and sniveling creatures, they sometimes effect the mannerisms of demons in order to scare lesser entities. Less than expert observers have been known to mistake pseudo-demons for fiends, though the two have little in common save for a preference for dark places.

The Phantasian astromancer Laslovian once discovered a pseudo-demon rummaging about in his workroom. He captured the creature in a mesh of force and imprisoned it in an enchanted cage, fearing

REAYER

The reaver is one of the most reprehensible creatures ever to draw breath. In appearance, these creatures resemble a combination of reptile and a giant water bug, with a segmented body, fanged jaws, scaly gray skin, four stilt-like rear legs, and a pair of scything forelimbs.

These predatory creatures exhibit murderous and psychotic tendencies, displaying a decided preference for young, disabled, or otherwise defenseless victims, apparently killing for sport as well as for food. It is the gruesome practice of reavers to dismember their victims prior to devouring them, employing their long, slashing fore-claws for this purpose.

The reaver's drab coloration and angular appendages allow it to blend into its bleak surroundings, making it difficult to detect even to the trained eye. These creatures are even able to stand motionless for hours, disguised among rugged rock formations, forests of petrified trees, or other rough terrain throughout the Midnight Realm. When some unsuspecting creature passes within reach, the reaver lunges forth and overbears its victim, tearing and rending with its claws.



Like insects, reavers are instinctive, rather than intelligent, creatures. Immediately after mating, the female hacks the male to pieces and devours his remains. The female then makes a nest in an underground tunnel, standing guard over her eggs until they hatch.

Size: 6'-7'; 330-470 lbs.

Attributes:

INT-6	PER +5
WIL +3	CHA -5
STR +6	DEX +3
CON +1	SPD +2

Ability Level: 2-5

Attacks/Damage: Scything Forelimbs DR12
92 attacks)

Special Abilities: Stealth +8

Armor: Thin carapace PR2

Hit Points: 36

Habitat: Extra-planar

REINCARNATOR

Reincarnators are the spiritforms of Torquaran wizards, members of a cabal of black magicians who once ruled a dark empire that spanned much of the continent of Talislanta. During their time in power the Torquarans were responsible for the deaths of untold thousands of innocents, including almost the entire Xambrian race. The Torquaran empire was

eventually overthrown, but its rulers escaped and were never tried for their crimes.

Instead, the Torquarans struck an unholy pact with the arch-devil Zahur, who used an ancient incantation to turn them into reincarnators: malign spirits cloaked in an aura that renders them untouchable by Death. In this manner, the Torquarans acquired a form of near-immortality. They became capable of possessing the physical bodies of living creatures at will, and returning time and time again from the dead. Only if vanquished by a Xambrian can these vile spiritforms finally be claimed by Death and delivered to their final judgment.

Size: 6'-7' in astral form, or as per bodily form

Attributes:

INT +5	PER +5
WIL +3	CHA -2
STR +1*	DEX +2*
CON 0*	SPD 0*

* in astral form; otherwise, as per the physical body that the reincarnator has taken over

Ability Level: 15-20+

Attacks/Damage: Touch: energy drain at DR 1 per Ability Level, or as per spell or weapon

Special Abilities: Possession (WIL roll versus Ability Level to resist), energy drain, Necromancy with seven Modes at Ability Level; in astral form, harmed only by enchanted weapons and magic; flight, pass through solid matter at will

Armor: None

Hit Points: 20 in astral form, or as per bodily form

Habitat: Extra-planar

SANDMAN

Sandmen are lesser entities that appear as shriveled, gnome-like creatures attired in hooded robes. On their home plane sandmen serve as messengers, delivering dreams to sleepers who reside upon the myriad material planes of existence. They are somewhat ill-tempered by nature and always seem to be rumbling and complaining about something.

Sandmen carry on their persons small sacks of the magical substance known as dreamdust, a silvery powder they concoct from the very essence of the Dreamrealms. This substance brings about the onset of dreams and is also useful in repelling such noxious



entities as nightstalkers, fantasies, and other denizens of the Nightmare Dimension. A single dram of dreamdust will suffice to drive off one entity of this sort; two drams will incapacitate such a creature, allowing it to be captured if desired.

Only sandmen know the secret of making dreamdust. While they steadfastly refuse to reveal the formula for making this substance, they can sometimes be convinced to part with a dram or two if bribed with moonstones, which they hoard much as misers do gold. A fine moonstone of at least ten carats is considered the minimum price for a dram of dreamdust.

Laslovian often bartered with sandmen which he described as shrewd traders. According to the astromancer, most operated alone in the manner of wandering peddlers. On rare occasions, Laslovian claimed to have encountered a large caravan of sandman merchants bearing goods of many types from across the Dreamrealms. Whether the astromancer actually met such a caravan or whether he saw it in a dream is irrelevant, for in the Dreamrealms there are an infinite number of realities and each is as real and valid as any other.

Size: 3 ft. tall, weightless

Attributes:

INT +5 PER +5

WIL +5 CHA -5

STR -5 DEX +5

CON +5 SPD +5

Ability Level: 3-10

Attacks/Damage: Energy Attack DR 3 Dreamdust: drives off or stuns extra-dimensional entities, causes mortals to sleep; duration is up to 8 hours

Special Abilities: Wizard-

ry Order with 3 modes at ability level, concoct dreamdust

Armor: None

Hit Points: 2 per level

Habitat: Extra-planar

SEPHARAN

Sepharans are an ancient race of humanoids with deathly white skin, a mane of dark tendrils in place of hair, and three eyes: a pair of black orbs set with pearly white pupils, plus a third eye, larger than the other two and set vertically in the center of the forehead. The paired eyes function as ocular organs, and are sensitive to light and color. The third eye is blind to visual stimuli, but possesses other, potent capabilities.

Sepharans decorate their faces and hands (and some say, their entire bodies) with intricate arcane symbology called calligraphs. These markings have black magical significance, and also serve to identify the wearers as members of the secret society known as the Cult of the Sephar.

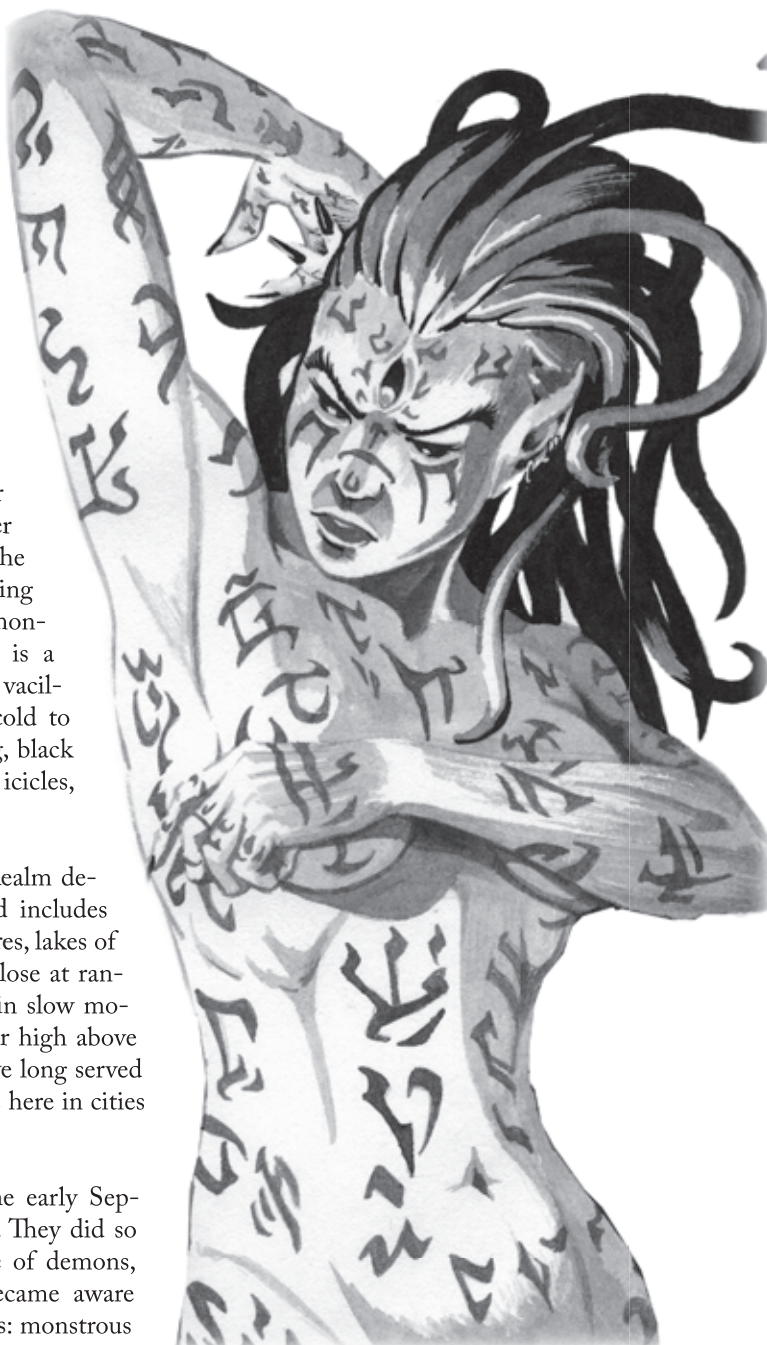
The ancestors of the Sepharans originally hailed from the Nether Dimension, a region of the lower planes bordered to the south by the demon-haunted waters of the Raging Sea, and to the north by the Demon-realms. According to accounts, it is a chaotic realm where temperatures vacillate unpredictably from freezing cold to sweltering hot, and black lightning, black winds, and sudden rains of stones, icicles, and acid are common occurrences.

The topography of the Nether Realm defies all natural laws of nature, and includes such anomalies as seething quagmires, lakes of liquid fire, chasms that open and close at random, mountains that rise and fall in slow motion, and massive islands that hover high above the ground. These flying islands have long served as home to the Sepharans, who live here in cities carved from solid stone.

In this perilous environment, the early Sepharans struggled merely to survive. They did so by acquiring first-hand knowledge of demons, through which they eventually became aware of the existence of the Nether Ones: monstrous

demonic entities who dwelled in the very depths of the Void.

Awed by the destructive power and incomprehensible nature of the Nether Ones, the early Sepharans came to view these entities as gods. In an attempt to commune with their “deities”, they devised a lexicon of mystical symbols, or calligraphs, each represent-



ing one of the Nether Ones or some aspect of the Sepharan reality. The practice of Symbolatry soon attracted a cult of loyal devotees, whose single goal became the completion of the Sephar: a complete codex of calligraphs that would enable the Cult to channel the full knowledge and power of the Nether Ones.

Calling themselves Sepharans, followers of the Cult traveled to many realms, searching for the missing elements of the Sephar. After many centuries, they finally located the last of the symbolic “keys” comprising the codex.

With the complete Sepharan Codex finally in their possession, the cult’s Priests prepared to achieve what they believed to be their one true purpose: to summon the Nether Ones to the material planes, bring about the destruction of the Omniverse, and prepare the way for a New Beginning.

Unfortunately for the Sepharans, their plan was thwarted by their enemies. Parts of the Sepharan Codex were lost, and the Nether Ones were banished to an unknown dimension. Defeated and disgraced, Cult of Sephar split into a number of rival sects, factions, and individual cells, each with its own agenda. Some disappeared, and have never been heard from since. Others established enclaves in isolated regions throughout the lower planes, from which they eventually emerged to pursue their respective goals.

Size: 5'4"-6'6"; 100-180 lbs.

Attributes:

INT +1	PER +2
WIL +2	CHA -1
STR +0	DEX +1
CON +1	SPD +0

Ability Level: 5+

Attacks/Damage: Per weapon employed

Special Abilities: Demon Eye Order with 1 mode at ability level) *see Midnight Realm Pg. 49*

Armor: None

Hit Points: 20+

Habitat: Extra Planar

SHADOWCAT

These shadowy creatures are believed to be the spectral forms of an extinct species of felines once native to the Talislantan continent. They are similar to shadowights in most respects, but are purported to have nine lives. If slain on the material plane, a shadowcat may return again and again until such time as all of its lives have been spent. In corporeal form, they resemble great black cats with peculiar, glowing eyes.

Shadowcats are able to attain a degree of corporeality by draining the substance of living creatures of similar form, such as exomorphs and malathropes. These stolen qualities last but a few hours before fading. Victims who have been drained of all their



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physical substance become shadowforms.

While in spectral form, shadowcats cannot be harmed by weapons of any sort. They are dismayed by strong light and can be dispersed by magical or divine light. Once a shadowcat has gained a measure of corporeality from a living being, it can be slain by silver or magical weapons.

These creatures are not evil per se and do not usually bother humanoids. Even so, superstitious Talislantans have long regarded shadowcats as harbingers of ill fortune.

Size: 2-5 ft. long, generally weightless

Attributes:

INT -4	PER +5
WIL +0	CHA +0
STR +1*	DEX +6*
CON -1*	SPD +5

*physical attributes pertain to corporeal form

Ability Level: 1-5

Attacks/Damage: Touch DR 1 +1 per ability level (drains substance; see Special Abilities)

Special Abilities: Immune to weapons while in spectral form, ability to steal the substance of similar creatures by touch (stolen corporeality lasts 1 hour per level of the victim), dismayed by strong light (-2 to skill and combat rolls), dispersed by magical radiance, nine lives

Armor: None

Hit Points: 5-15

Habitat: Extra-planar

SHADOW DRAGON

Shadow dragons are the spirits of ancient dragons that chose or were chosen to serve Death. Vaguely reptilian in form, these massive spectres are as black as night, and have eyes that glow faintly white in the darkness.

Shadow dragons are discomfited by strong light, and like most denizens of the Underworld can be harmed by magical radiance. Enchanted weapons, and weapons made of materials that are harmful to extra-dimensional entities, can destroy these beasts.

Size: 20-40' in length, 4-8 tons when corporeal, no weight when incorporeal

Attributes:

INT -6	PER +1
WIL +10	CHA +0
STR +10	DEX -2
CON +8	SPD 0*

*on land or in the air

Ability Level: 5-15

Attacks/Damage: Bite: DR 32, Claws: DR 30, Tail: DR 28

Special Abilities: See clearly in even magical darkness; detect invisible and aethereal presences by sight; immune to damage from unenchanted weapons and those not noted for damaging extra-dimensional entities; dismayed and partially blinded by strong light (-5 to all actions); damaged by magical radiance (suffers damage equal to the Level of the light spell); change from corporeal to incorporeal form at will (change takes one round); emanates an aura of death in a 10' radius (this spooks normal animals, and these must make a WIL roll or flee the shadow dragon's presence).

Armor: Thick Scales, PR 8

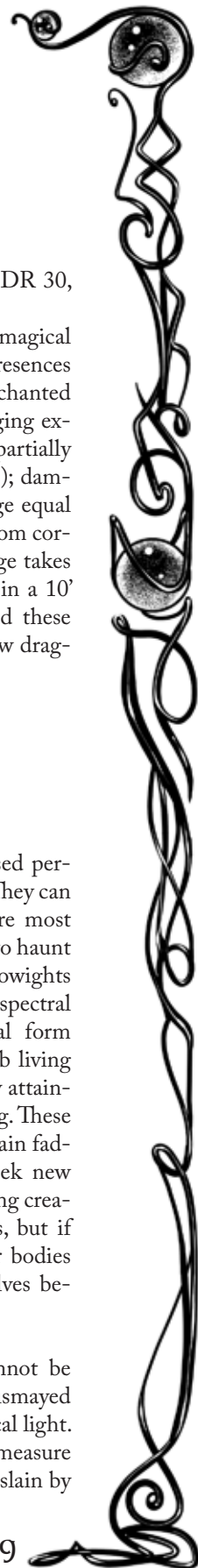
Hit Points: 65

Habitat: Extra-planar

SHADOWWIGHT

Shadowwights are the spiritforms of deceased persons sentenced to spend eternity as specters. They can be found throughout Talislanta, but they are most numerous in the Shadow Realm. Consigned to haunt the areas surrounding their grave sites, shadowwights are miserable creatures. They despise their spectral bodies and crave corporeality and physical form above all things. Shadowwights are able to rob living creatures of their substance by touch, thereby attaining a semblance of solidity and physical being. These stolen qualities last but a few hours before again fading, requiring shadowwights to constantly seek new victims in order to satisfy their longings. Living creatures may survive an attack by shadowwights, but if drained of all their physical substance, their bodies simply cease to exist, and they will themselves become shadowforms.

While in spectral form, shadowwights cannot be harmed by weapons of any sort. They are dismayed by strong light and can be dispersed by magical light. Ironically, once a shadowwight has gained a measure of corporeality from a living being, it can be slain by



silver or magical weapons. Not a few scholars believe that, even subconsciously, this is the true desire of all shadowlights: to be slain while possessing physical form, so that their spirit selves may finally pass into the next world.

Size: 6'6"-7'6", weightless

Attributes:

Mental attributes as in life

STR +2* DEX +1

CON +2* SPD +0

* in corporeal form

Ability Level: 1+

Attacks/Damage: Touch: DR 6 +Ability Level (drains substance of similar creatures; lasts ten minutes per hit point; completely drained victims become shadowforms)

Special Abilities: Immune to weapons while in spectral form, may be slain by silver or magical weapons in corporeal form, dismayed by strong light (-5 to all actions), dispersed by magical radiance (Ability Level roll versus spell level to resist)

Armor: None

Hit Points: as per drained hit points

Habitat: Ruins, crypts, graveyards

SKATHE

Skathe are a biomantic hybrid of gellid, vennin, cave scorpion, and certain unnamed humanoid essences: Rulian, the Tarteran Arcanologist who created the species long ago, declined to reveal the exact components he used in the making of his creations, prior to his accidental death at the hands of Minauron torturers.

Originally created to help rid the Nine Princdoms of an infestation of minor demons, the first two Skathe prototypes proved to be too difficult to control. In fact, the two broke out of their cages and escaped into the sewers of Golgothon.

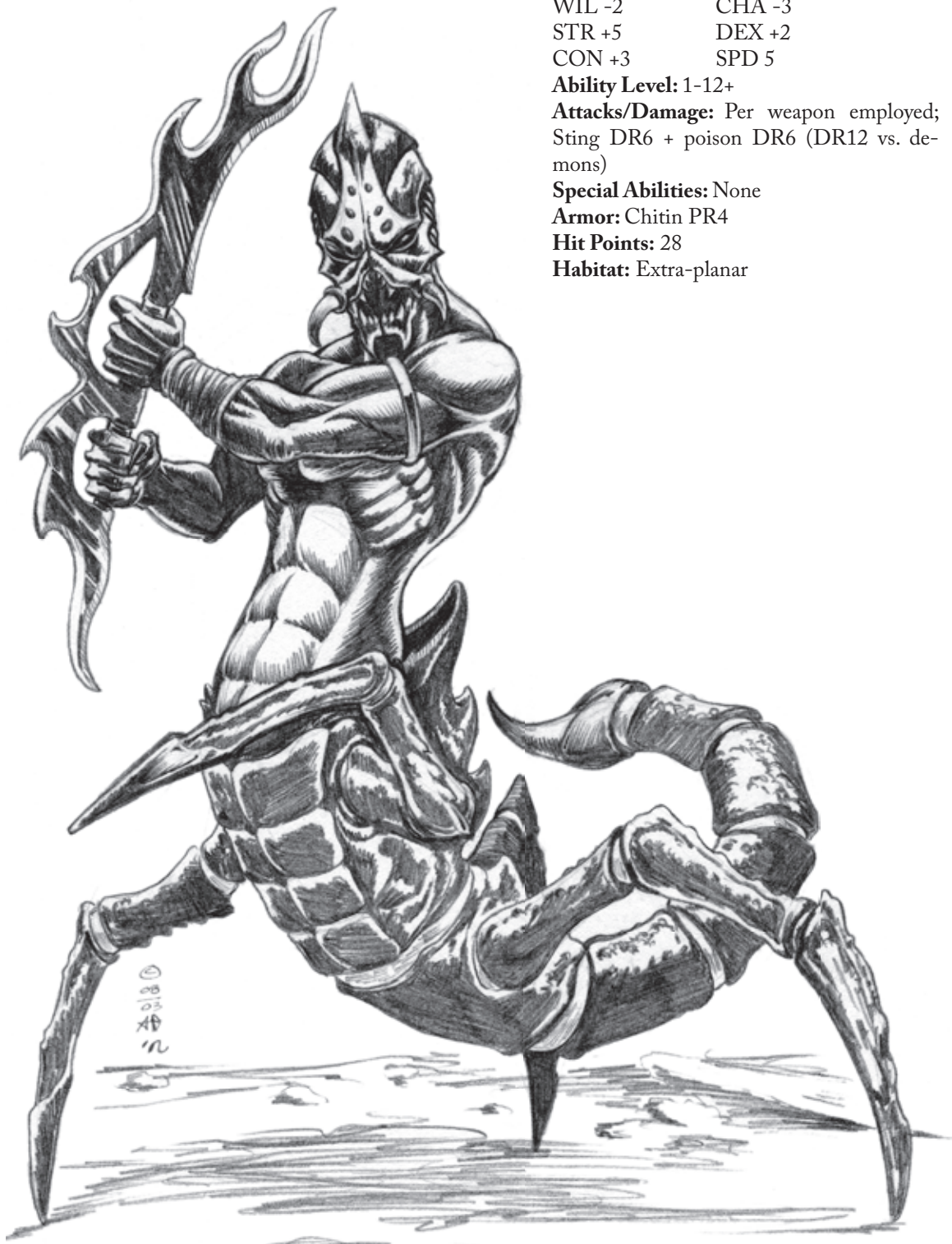
Not until later did the Tarterans discover that the two prototypes were male and female, and were capable of reproduction. Their progeny can now be found throughout the underground regions of the Nine Kingdoms and beyond; Skathe have even been encountered in the mines of Colothon and the Fallen Lands.

Skathe have multiple sets of compound eyes, and a complex mouth that includes both fangs and insect-like mandibles. The Skathe's upper torso is basically humanoid in form, with a pair of arms and clawed hands. The lower torso resembles an insectoid, with an armored carapace, two pairs of segmented legs, and a segmented tail terminating in a curved sting. The Skathe's sting is capable of delivering a virulent toxin that is especially effective vs demons.

Skathe are known to use metal tools and weapons, which they steal or scavenge from tombs, abandoned mineshafts, and the like. They appear to possess a rudimentary intelligence, and are said to be capable of communicating by simple gestures, posturing, etc. The posture indicating "aggression" is perhaps the easiest to discern: the Skathe crouching low, tail arched above its head and ready to strike.

Skathe rarely emerge from their underground haunts, and are seldom encountered above ground. They travel alone or in mated pairs, the female carrying her young on her back until they are old enough to care for themselves; at which point, they turn on their mother and eat her alive.





Size: 8'9" tall, 15' length; 500-700 lbs.

Attributes:

INT -5	PER +3
WIL -2	CHA -3
STR +5	DEX +2
CON +3	SPD 5

Ability Level: 1-12+

Attacks/Damage: Per weapon employed;
Sting DR6 + poison DR6 (DR12 vs. demons)

Special Abilities: None

Armor: Chitin PR4

Hit Points: 28

Habitat: Extra-planar



VENNIN

Vennin are aberrant life-forms of uncertain origin. Serpentine in form, the creatures display a demonic and sinister visage, replete with horns and a forked tongue. Vennin average a mere 10-12 inches in length, and are a bright crimson in color. Prospective naturalists should not be misled by the vennin's lack of stature, however, for these creatures are among the most poisonous of all known life-forms.

Vennin exude a deadly toxin that is odorless and almost impossible to detect. Anything a vennin touches or rubs against will become tainted with this substance, which acts like a powerful and insidious contact poison.

Exposure to even an infinitesimally small amount of vennin toxin is sufficient to cause dizziness, frightful hallucinations, coma, and eventually - death.

Vennin evince a diabolical cunning which some claim masks true intelligence. According to the accounts of certain Tarteran sorcerers, the creatures are capable of speech, and are knowledgeable in the alchemical arts.

Size: 10"-12"; 10-12 oz.

Attributes:

INT+2	PER +1
WIL +2	CHA -3
STR -6	DEX +0
CON +0	SPD -1

Ability Level: 1-4

Attacks/Damage: Bite DR1 + poison

Special Abilities: Exude a deadly toxin (acts like contact poison. Victim must make a CON roll with a penalty equal to three times the vennin's Ability Level. Failure results in the following symptoms: dizziness for 1-4 hours, hallucinations for 1-2 hours, coma for 24 hours plus-or-minus 1 hour per point of the victim's CON, and finally, death. The only cure is a poison antidote made from vennin toxin; even magic and alchemy are ineffective at dealing with vennin venom), capable of speech, some vennin may possess Alchemy equal to their Ability Level

Armor: None

Hit Points: 4

Habitat: Extra-planar

VISION

Visions are avatars of the divine entity known as Dreamweaver, ruler of the Dream Dimension. On their home plane, visions typically appear as thin, diaphanous humanoids, unreal and insubstantial to the touch. Elsewhere they are invisible, though visions may appear in dreams and are able to make themselves visible as desired.

Each vision is the ruler of one of the infinite Dreamrealms interspersed throughout the Dream Dimension. In their role as avatars of Dreamweaver, these entities are given the power to create other realities according to the expectations and desires of those who inhabit the material plane. Some of the Dreamrealms are small and relatively insignificant. Others, such as those governed by the most powerful visions, are immeasurably vast.

The Phantasian astromancer Laslovian included a discussion of visions in his book *The Compendium of Dreams*:

Each of the Dreamrealms is governed by a vision that creates this domain according to its own designs. Some are prone to sentimentality and conjure up semblances of past realities, replete with dream images of the most notable individuals of the day. Others are enamored of things yet to come and construct realms that may reflect any number of possible futures. The more practical sorts concentrate on the present, though they are not averse to revising or altering things as they see fit.



All visions possess the following characteristics and abilities:

- ☼ Cast any type of illusion or virtual illusion at 50th level.
- ☼ Assume ethereal, material, or invisible form at will.
- ☼ Create an area of illusory terrain up to 1,000 feet in diameter per level. • May be summoned to the material plane by magic.
- ☼ Return to their home plane at will unless constrained by magic.
- ☼ Immune to all forms of attack except magical weapons, spells that affect illusions, and negative energy.

Size: 20 ft. tall, weightless

Attributes:

INT+15	PER+15
WIL+15	CHA+15
STR+15*	DEX+15
CON+15	SPD+15

*in material form

Ability Level: 50

Attacks/Damage: Energy Attack DR 10 +1 per level, by touch

Special Abilities: Wizardry Order with Illusion mode at ability level +10, abilities listed above

Armor: None

Hit Points: 500

Habitat: Extra-planar

VOID MONSTER

Void monsters are grotesque and extremely dangerous creatures who hail from the negative energy dimension known as The Void. On their home plane they are formless, having no definable shape or substance. Magical tampering, such as spells which open gates into other planes of existence, sometimes cause rifts in the dimensional fabric sufficient to enable a void monster to gain access to one of the positive energy dimensions (such as any of the countless material planes of existence). According to some spell casters, certain obscure summoning rituals may also be employed to this end, though the use of such magics would seem to entail an inordinate degree of risk.

When able by one means or another to manifest themselves on one of the material planes, void monsters appear as a writhing mass of oily-black tentacles, sometimes seeming to be vaguely humanoid in form. Each of a void monster's many tendrils terminates in a pulsing yellow orb, ostensibly the ocular organs of these alien creatures. Within the near proximity of a void monster, the very air seems to crackle with malignant force. This is the sound of the monster's negative energy form impacting upon the positive matter of the material plane.

The touch of a void monster can cause extensive damage to living organisms and inorganic materials alike by means of gradual disintegration (the result of contact between the opposing negative and positive forces). Conversely, contact with any form of matter or energy from the material plane causes damage to the void monster as well, and will eventually lead to the monster's disintegration. It is for this reason that weapons of any sort will do normal damage to a void monster, though such items may themselves disintegrate as a result of being employed in this manner. There is a 25% chance that any weapon employed against a Void Monster will disintegrate on any suc-



cessful hit. Magical weapons are less susceptible to disintegration (-5% per + 1 of Enchantment). Void Monsters cannot survive for long on any of the positive-energy planes, and suffer one point of damage per round when subjected to such environments. Spells or devices which employ negative (disintegrating) energy have a reversed effect on Void Monsters.

It is believed that void monsters possess only rudimentary intelligence, limiting their effectiveness in combat situations. They are also quite slow, and seem to be able to navigate in the unfamiliar surroundings of the material plane only with great difficulty. Even so, they are fearsome antagonists, against whom the slightest miscalculation can result in the most grievous sort of misfortune.

Size: 10', weight unknown

Attributes:

INT -5	PER +0
WIL +0	CHA +0
STR +1	DEX +0
CON +0	SPD -2

Ability Level: 4-16+

Attacks/Damage: Touch (tentacle) DR 5 negative energy damage (disintegration; 1-6 attacks per round)

Special Abilities: Disintegrate matter by touch

Armor: None

Hit Points: 20-40

Habitat: Extra-planar

VOID DRAGON

These serpentine giants are found throughout the Lower Planes and other regions of the Omniverse, and are believed to be capable of attaining lengths of up to 1000'. Aggressive omnivores, void dragons feed on entities of all sorts, including devils, demons, and even entire ships and their crews. Broodwyrms instinctively flee these massive predators, their only defense being their slightly superior speed.

The largest and most ancient void dragons possess the ability to "burrow" through the interdimensional fabric, creating rifts called wyrmmholes. Some of these rifts are large enough to accommodate ships, allowing swift passage between different dimensions; both the Zoab and Brood are known to employ wyrmmholes for this purpose, and the Zoab are said to keep extensive maps showing the locations of large wyrmmholes. Others are too small to be used by ships, but attract creatures such as fiends, necrophages, and ghosts, who often use wyrmmholes to gain access to other realms.

20 Years... Still No Elves!

The most dangerous types of rifts created by void dragons are so-called “black wyrmmholes” - large tears in the dimensional fabric that are invisible to the untrained eye, and exert a force like a powerful aetheric vortex. Such phenomena can pose a hazard to ships and unwary entities alike, who may be sucked into a black wyrmmhole and expelled into another dimension or some extra-dimensional space.

Size: 500'-1000'

Attributes:

INT -6	PER +4
WIL +10	CHA +0
STR +24	DEX -6
CON +24	SPD +6

Ability Level: 2--50

Attacks/Damage: Claws DR60; Bite DR80

Special Abilities: Create wyrmmhole

Armor: Tough scales PR24

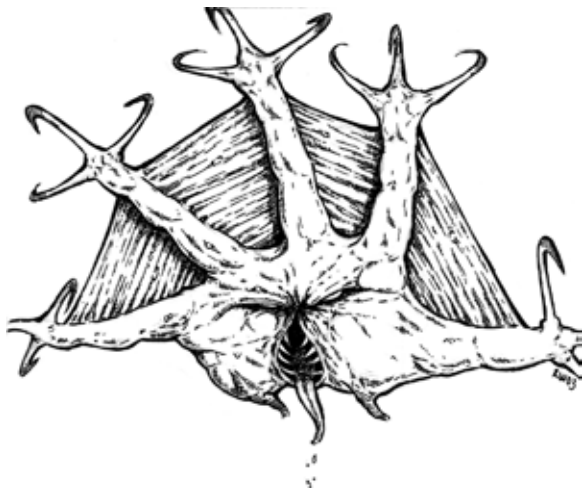
Hit Points: 500-1000

Habitat: Extra-planar

VORAK

Vorak are ravenous creatures resembling nothing so much as a clawed hand with webbed talons. A smaller relative of the bat manta, vorak are capable of limited flight, and are exceedingly ferocious for their size. They can glide for great distances, dropping down on their prey from above and latching onto the victim with their powerful claws and vicious bite, both of which are excruciatingly painful.

Brood use vorak as a missile weapon, throwing them with an underhand motion that causes the creatures to sail like a disk. When not in use, vorak



are kept in a manta-hide pouch, their appendages folded and clenched like a fist. They must be fed fresh blood daily, or they can become quite irascible, and even violent.

Size: 4"-10"; 2-5 oz.

Attributes:

INT -6	PER +1
WIL +2	CHA +5
STR -5	DEX +1
CON +0	SPD +2

Ability Level: 2-5

Attacks/Damage: Claws DR2; Bite DR2 (2 attacks)

Special Abilities: Glide

Armor: None

Hit Points: 3

Habitat: Extra-planar

ZOAB

Zoab are repellent creatures who hail from a distant dimension that lies adjacent to the lower planes. Half-humanoid and half-larval in appearance, they measure approximately five feet in height and ten feet in length.

Zoab skin is slightly translucent, covering their pale flesh and partially revealing the internal organs. The air around these creatures is heavy with the nauseous reek of Ulu scent (see Customs), which Zoab regard as a stimulating olfactory enhancement. They favor multiple body piercings of various types, the wealthiest Zoab even going so far as to embed small soulstones in the wattled skin above their forehead and around their eyes.

Zoab are the descendants of a long line of kings called the Old Exaltar, who once ruled over an empire that extended across large parts of the lower plane and Aethereal Sea. For three thousand years the Empire prospered, until conflicts with the Cult of Sephar and its allies forced the Zoab to withdraw to their home plane, bringing an end to their plans of conquest and colonization.

Though the empire has been in decline for centuries, the Zoab still possess matchless wealth, resources, and a vast fleet of dimension-spanning trade vessels.

On their home world, the Zoab live in cities resembling great clusters of crystalline globes, connected together by coils of translucent tubes, and anchored to one or more atolls. Large, disk-shaped platforms, surrounded by spherical structures of varying utility, serve as landing pads for their windships.

With the exception of the loftiest Exaltar, all Zoab are outwardly fawning, servile, and eager to please; cultural traits common in Zoabian society, where deference to authority is used to mask one's true feelings and intentions. In reality, Zoab are crafty, greedy creatures concerned only with the acquisition of riches and their own comfort.

Zoab are gluttons and voluptuaries who possess a nearly insatiable appetite for all pleasures of the flesh. They eat only liquids and soft foods, the blood and vital fluids of small living creatures being especially favored. To feed, Zoab use a hollow, sharp-tipped tongue that can rapidly extend up to three feet in length. This organ injects a powerful digestive fluid that turns solid organic substances into liquid, which the Zoab can then ingest. The tongue can either be used to penetrate skin and flesh, or as a syphon to suck up liquids.

Zoab do not bathe, and in fact hate water. Instead, they douse themselves with Ulu scent, a rancid-smelling liquid that appeals only to Zoab. The "best" Ulu scent is "Yellow Ulu," which is derived from the pustules of the canker-worm, a hideous creature found only in the Maladian Forest, in the Midnight Realm. Live canker-worms fetch a high price among Zoab, as they are valued not only for their pustules but also their soft, oleaginous flesh.

Size: 4'-6' tall, 8'-12' total length; 400-1350 lbs.

Attributes:

INT +2	PER +1
WIL +0	CHA -2
STR +5	DEX -3
CON +3	SPD -1

Ability Level: 5+

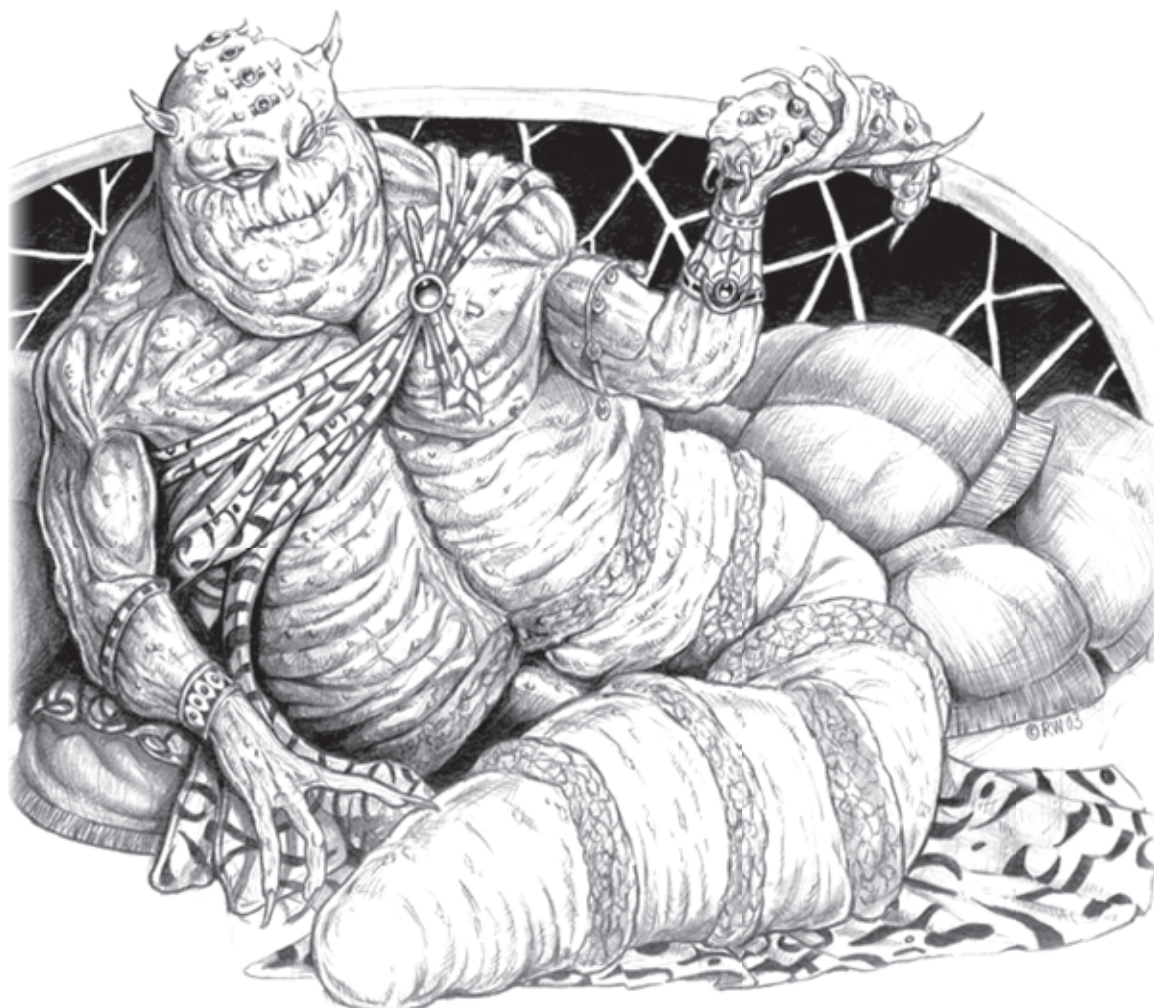
Attacks/Damage: Tongue Attack, DR 4 (successful hit inflicts damage, corrosive fluids injected cause DR 4 per round for 10 rounds. The fluids can be sprayed up to 10', and inflict damage for 2 rounds. A sprayed victim must roll vs. DEX to avoid being blinded. Can inject/spray the fluids a number of times per day equal to CON); May constrict opponent with lower half of body (requires Full Success on a Brawling roll to initiate, and crushes the victim, causing Zoab's STR in damage per round, no roll to hit needed)

Special Abilities: May travel along walls or ceilings at half speed (leaves trail of ooze when doing so); ; regenerate 1HP per round (can re-grow lost limbs in days).

Armor: None

Hit Points: 38

Habitat: Extra Planar



INSECTS



Talislanda has a plethora of insect life: from the tiny Flit to the massive Cibant; from the innocuous Silk Wurm to the humanoid Rakinds, insects can be found in all areas of Talislanda; even the frigid lands of L'Haan and Narandu.

Man of the more unusual types are detailed in this section with a special emphasis on the types most likely to be encountered by groipd og adventurers. The majority of Talislantan insects require no game stats. They are simply too small to truly affect or be affected by larger creatures. An single Amber Wasp can sting a character and do a small amount of damage but listing it's PER, CHA and WIL would be a waste of space in this tome. Where an insect can aid or harm a player character, specific game stats are listed, toherwise this data is absent. In the case of larger insects, like Raknids, Manrak and Crag Spiders, full statistics are listed as they are tih other creatures in this book.

Unless otherwise notes, insects have an INT score of -15, a STR of -10, have not attacks or armor and have an ability level of 1.

For players interested in an unusual style of game, check out the upcoming book: *The Hidden Kingdoms: Talislanta's Insect World*. Within that book, full details and rules are given for players to actually take on the roles of some of Talislanta's strange insect life, adventuring as an industrious Caravan Bug, an alert Sniper Bug, an inquistive Crystal Moth or other strange lifeforms.

AMBER WASP

The amber wasp is a denizen of the swamps of Mog and a relative of the fabled gold beetle. In a fashion similar to its scintillant cousin, the amber wasp derives its unique coloration from the tiny bits of amber upon which it feeds. Unlike the gold beetle, however, the amber wasp is an aggressive defender of its territories. The sting of this inch-long insect is incredibly painful, producing the wildest and most unseemly gesticulations, thrashings, contortions and howling in its victims. Fortunately, the effects of the amber wasp's sting wear off after only ten minutes or so. The light, fibrous nests made by these insects are made of spun amber and are valued at up to thirty gold lumens each.

Size: 1"-2" long, 1 oz. SPD+10

Attacks/Damage: Sting DR 1

Habitat: Swamps of Mog





BRAIN WORM

The brainworm is a small, but much feared, parasite found in undeveloped areas throughout the lower planes. In the larval stage they rarely exceed an inch or two in length, and perhaps an eighth of an inch in diameter at most.

These blood-red annelids are most active in the evenings, when they emerge from the ground in search of a living host; preferably a creature sleeping, hibernating, or otherwise inactive. Entering through an ear or other suitable orifice, the parasite makes its way into the unwitting host's brain, where it slowly begins to feed.

A brainworm may remain inside a creature for weeks, burrowing into the victim's brain and growing in size, before the unfortunate host realizes that something is wrong. Initial symptoms include headaches, loss of memory, and blurred vision. In the advanced stages, the victim may suffer delusions, madness, and loss of sight or other senses. The symptoms grow progressively worse for approximately three weeks, until the brainworm - now several feet in length and at the end of its life-cycle - gives birth to a clutch of twenty or more larva before expiring. The death of the host usually occurs soon afterwards.

If detected early on, a brainworm can sometimes be removed by the application of certain medicinal purges or solutions. Inserting a young shiv in one's ear may also provide a cure, as these insectoids are known to eat brainworms. The latter procedure, while

often successful, is said to be extremely painful, and may yield unexpected side-effects. For example, the shiv itself may temporarily take up residence within the host's cranium, or - worse yet - may lay a cluster of its own eggs before departing.

CANKER WORM

The canker-worm is a repulsive creature found only in the Maladian Forest, in the Midnight Realm. A scavenger that feeds on slimes, molds, and carrion, it lives in caves, the hollows of deadwood trees, and among colonies of fungus.

Fat and slug-like, the canker-worm has pale yellow skin marked with rows of reeking pustules. The oily fluid that leaks from these pustules is used to make "*Yellow Ulu*," regarded by Zoab as the finest and most sought-after Ulu scent. Live canker-worms fetch a high price among Zoab, as they are valued not only for their pustules but also their soft, oleaginous flesh.

Traders who deal in canker-worms pack them in padded cases and feed them a plentiful supply of their favorite foods, in order to make them as fat and tasty as possible, thereby maximizing their value. As exposure to light or heat can kill a canker-worm, the creatures must be handled carefully; a good idea in general, as the scavengers are capable of delivering a nasty bite (DR 1), and may cause any of several awful - and often fatal - diseases.

Size: 1"-3"; 1-4 oz.

Attacks: Bite DR1

Special Abilities: May transmit disease

Habitat: Extra-planar (Midnight Realm)

CARAVAN-BUG

Caravan-bugs are social insects native to Silvanus and other temperate woodlands and semi-tropical forests. These tiny (1-2 inch tall) creatures travel in bands of as many as two hundred individuals, carrying small parcels of food and other goods wrapped in leaves and strapped to their backs. Surprisingly intelligent (INT -6), caravan-bugs have a primitive language of sorts and are known to trade with others of their kind; some caravans are said to have regular dealings with such creatures as whisps and Gnorls,



trading nut-husks of blossom nectar and rare herbs for tiny quantities of spices, roasted meats, and other delectables. If threatened, the male bugs will protect the members of their band using sharpened twigs to stab at their attackers. Otherwise, they are generally benign.

Size: 1"-2" long, 1 oz. SPD+3

Special Abilities: Limited language

Habitat: Silvanus, Werewood, Arim, Zanth, Aaman, Seven Kingdoms, Urag (rare)

CHIG

Most destructive of all Talislantan insects, the chig is native to wastelands and wooded areas from the Quan Empire to Zandu. Prodigious leapers, they are able to span distances of up to ten feet at a single bound. Their curved pincers are capable of piercing all but the toughest types of hide (DR 2). Chigs usually prey on small avians, reptiles, and vermin, and in this respect they are sometimes beneficial to Talislantans. They are seldom found in numbers, except at such times when it is their nature to spawn, which occurs once every six or seven years, on the average.

When spawning, chigs reproduce at such a frightening rate that massive swarms can appear practically overnight. It is then that chigs are most dangerous, for in large numbers they will attack and devour all living creatures in their path. Such infestations generally last three days, after which most of the newly-spawned chigs suddenly die. The discovery of a bloated, egg-laden chig is often the only warning that a spawning is about to occur in a given region.



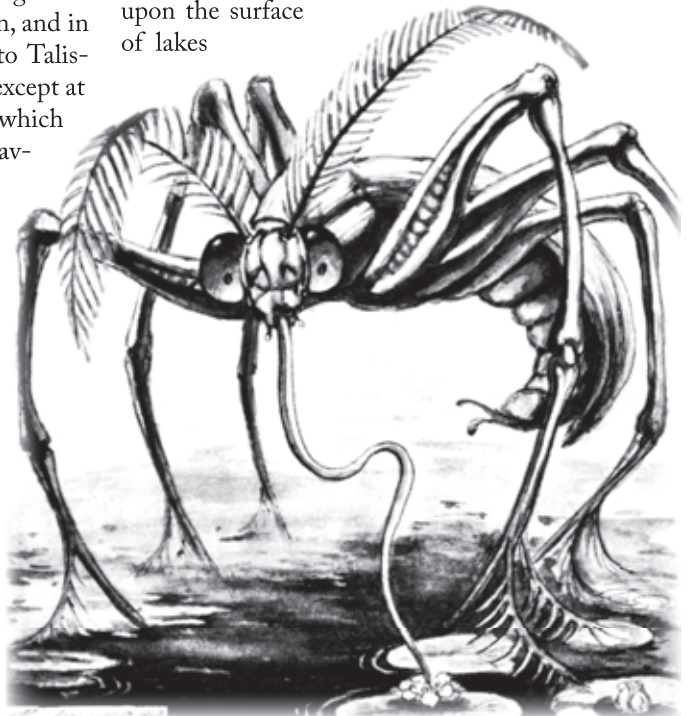
Size: 6" long; 8 oz. SPD+6

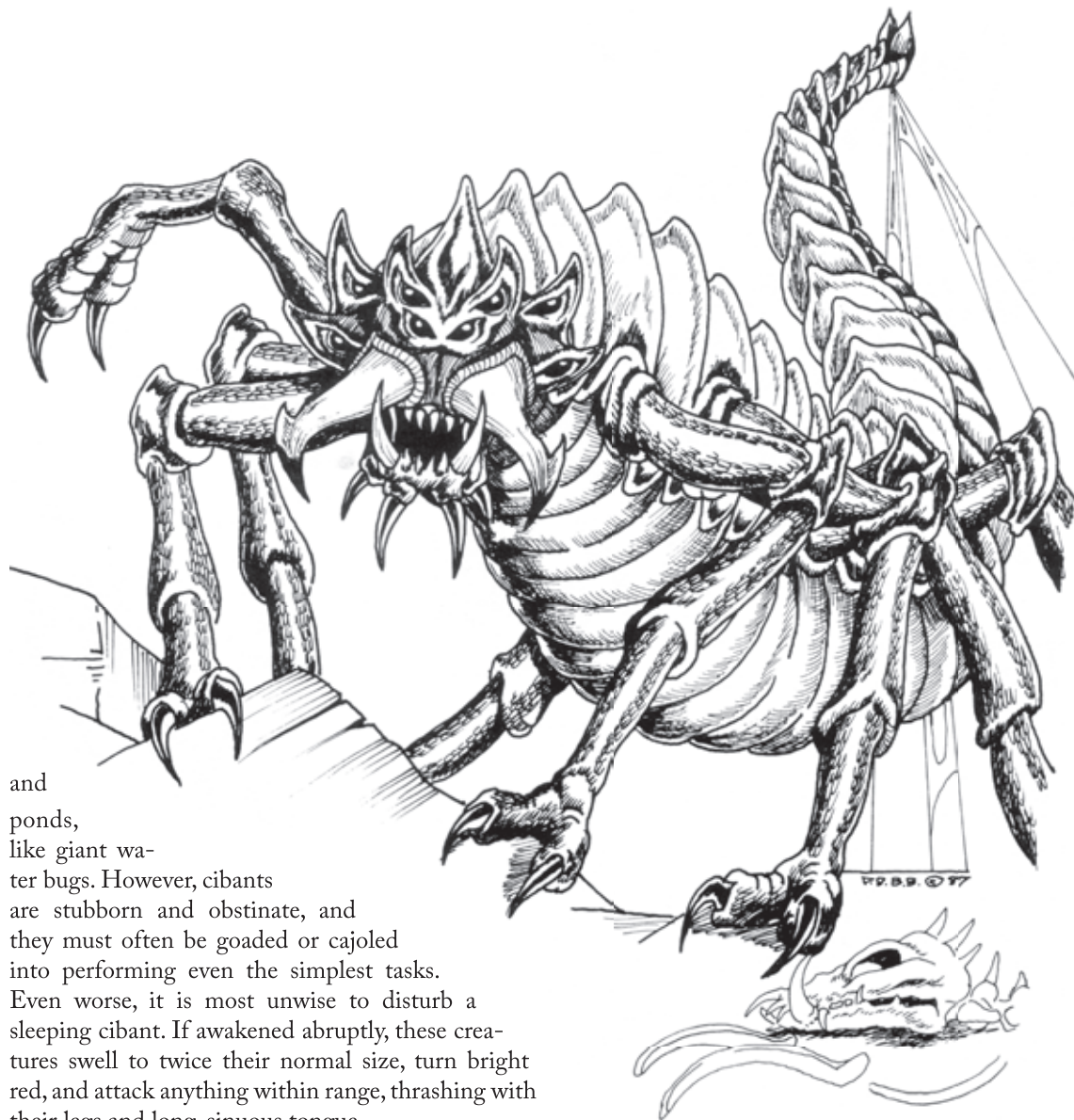
Attacks/Damage: Bite DR 2

Habitat: Wilderlands continent wide

CIBANT

Cibants are a species of tall, stick-like insects native to the Aberrant Forest. Normally placid by nature, cibants spend most of their time grazing on the nectar of wild blossoms and polyp plants. The Verdir tribes utilize Cibants as steeds, with mixed results. The creatures are swift runners and have appendages that enable them to walk upon the surface of lakes





and ponds, like giant water bugs. However, cibants are stubborn and obstinate, and they must often be goaded or cajoled into performing even the simplest tasks. Even worse, it is most unwise to disturb a sleeping cibant. If awakened abruptly, these creatures swell to twice their normal size, turn bright red, and attack anything within range, thrashing with their legs and long, sinuous tongue.

Size: 7' long, 6' at shoulder; 160+ lbs.

Attributes:

INT -14	PER +6
WIL +8	CHA +0
STR +1	DEX +2
CON -1	SPD +5*

+4 over water

Ability Level: 4-6

Attacks/Damage: Normally none (see Special Abilities)

Special Abilities: Walk on water, expand in size if angered (DR 10 per round to anything within

reach, lasting for four rounds)

Armor: None

Hit Points: 15

Habitat: Aberrant Forest

Crag Spider

Crag spiders are monstrous, twelve-legged predators who make their lairs amidst cliffs, caves, and abandoned ruins. They are frightful looking creatures, the largest reported specimens measuring over fifteen feet across. Their bodies are covered with glistening scales, their horrid visages marked by rows of

cold, unfeeling eyes and venomous fangs.

Like common arachnids, the crag spider is able to produce ~ ken strands of webbing from its abdomen. Its usual method of capturing prey is to simply wait until a victim becomes ensnared in its sticky web, whereupon the spider will leap forth and entangle the unfortunate creature in more webbing. This done, the crag spider injects its prey with a potent, paralytic venom. Once its venom has taken effect, the spider injects the victim with gastric fluids. These have the effect of slowly dissolving the victim's inner organs into a liquid, upon which the crag spider can later feed, at its leisure.

Crag spiders are notoriously difficult to kill, the undersides and eyes being the only truly vulnerable areas on these creatures. They are surprisingly swift and agile for their size, and can climb even the sheerest surfaces with ease. Crag spiders are also quite intelligent, and are capable of moving with great stealth. The multiple eyes which these creatures possess function well in darkness, but are believed to be incapable of discerning details or small objects with any degree of accuracy.

Size: 15' + from end to end, 300+ lbs.

Attributes:

INT +0	PER -1
WIL +0	CHA +0
STR +4	DEX +2
CON +5	SPD +2

Ability Level: 2-8

Attacks/Damage: Bite DR 8 + paralysis (duration: 2-20 minutes), Web: entangle

Special Abilities: Night vision, superior climbers, web-spinning, stealth +12

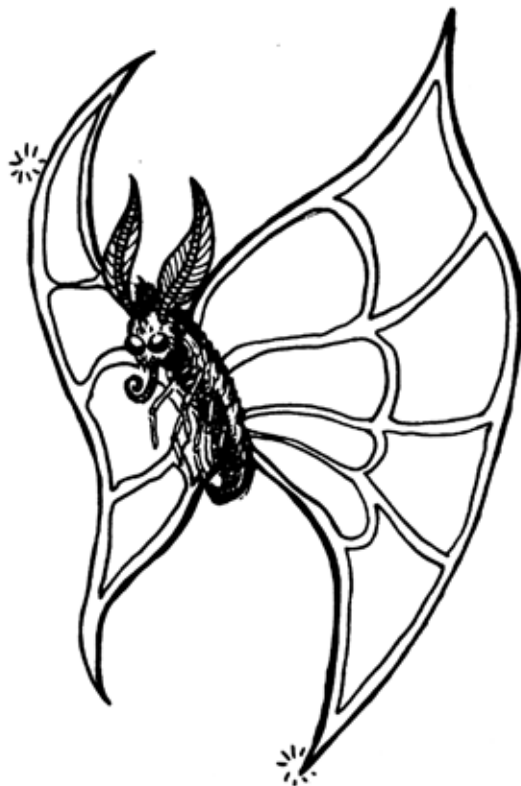
Armor: PR 6 (eyes and underside: none)

Hit Points: 20-40

Habitat: Mountains, caves, chasms, wastelands

CRYSTAL MOTH

These beautiful crystal-winged insects are common throughout much of Talislanta (a hardy ice-blue variety is found even in such frigid regions as L'Haan and Narandu). The largest may attain wingspans of up to 2 feet; the smallest, 1-2 inches. Crystal Moths are valued by collectors who may pay up to 20 gold lumens for the finest specimens. The Hadjin favor fans and headresses made of these delicate pieces of colored crystal; such items can be quite costly, up to



20 times the price of common articles of the same sort. the Jhangarans and imrians eat Crystal Moths, wings and all, and consider them a great delicacy.

Size: 1"-2' wingspan; 1-6 oz. SPD +1

Attacks/Damage: Bite DR 1

Habitat: Continent wide

FLIT

Flits are small, winged insectoids that infest the coasts and swamps of the Southern Rim in great numbers. They feed on the blood of birds and mammals and are a great nuisance to travelers and their mounts. Using their barbed legs, flits latch onto their victims and begin to feed (Blood drain: DR 1 per hour, maximum of 3 points per insect, per day). While the bite of a flit exudes an anesthetizing fluid and is not painful, the real danger posed by these pests is that they are carriers of swamp fever, a disease that can cause madness. Flits are repelled by whispbane and by the bitter juice of the mung-berry. Smoke causes them to release their barbs and drop harm-



lessly to the ground.

Size: 6" long; 8 oz. SPD+10

Attacks/Damage: Bite DR 1

Special Abilities: Flight, Blood Drain DR 1 per round

Habitat: Southern Rim swamps, jungles & marshes

GOLD BEETLE

This fabulous and rare insect is a denizen of the deep swamplands of Mog. Measuring up to four inches in length, the beetle's wings and carapace are



comprised of pure gold - a condition attributed to the bug's diet, which consists almost entirely of tiny bits of gold. Fine specimens may bring up to two thousand gold lumens apiece in some lands, but only if still alive and unharmed; collectors have little interest in dead or damaged gold beetles. Gold beetles are solitary in nature and tend to nest amidst the branches of poisonous or noxious plants, which apparently tolerate the beetle's presence without ill effects.

Size: 1"-4" long, 1 oz. SPD+1*

* *on the ground; fly at SPD +2*

Habitat: Swamps of Mog

IKSHADA

Ikshada are grisly parasites found in the Sinking Land and other isolated locales. There are three known varieties: yellow ikshada, which inhabit the succulent fruit of the barge tree; black ikshada, which feed upon carrion and are frequently encountered in tombs, crypts, and underground habitats; and gray ikshada, an aquatic species. It is the habit of all three species to attack from hiding: yellow ikshada from within the melon-sized fruit of the barge tree, black ikshada from coffins or under rocks, and gray ikshada from beneath the ocean floor or inside the hulks of sunken vessels.

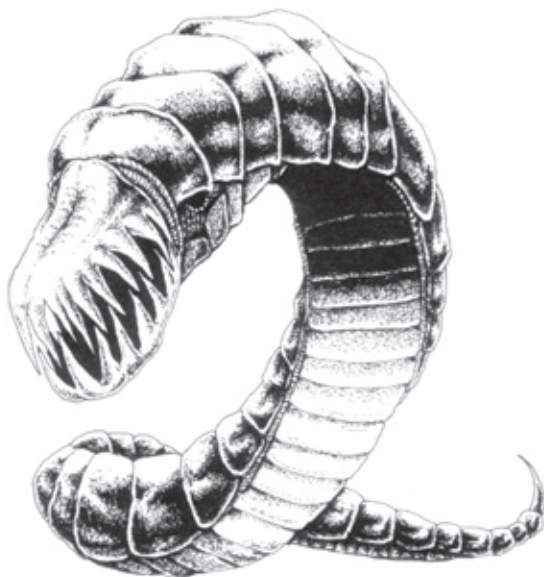
When a living creature approaches, the ikshada springs forth, biting with its powerful, fanged jaws. If it succeeds in latching onto its prey, the ikshada attempts to inject the victim with its spawn, using its hollow tail-stinger. The frenzied attack of an ikshada is such that the victim may not even notice that it has been stung; a highly unfavorable situation, for the spawn become hatchlings within two to eight hours after being injected into a host. The tiny creatures begin to feed, slowly devouring the host from within. Death may result within four days. A purge or strong anti-parasitic will usually rid a victim of ikshada, with early diagnosis and treatment affording the best chance of survival. Some claim that by ingesting noxious or even poisonous substances, one can force the horrid parasite to abandon its chosen victim. Such remedies, besides being uncertain at best, are also not without a substantial degree of risk.

Size: 9"-12" in length, 1-3 lbs.

Attributes:

INT -8

PER +1



WIL +3
STR -4
CON +1

CHA +0
DEX +3
SPD +4

Ability Level: 4

Attacks/Damage: Bite: DR 2, Sting: DR 1 plus injection of parasitic larvae

Special Abilities: Sting injects victim with 1-4 parasites, each capable of doing one point of damage per round when fully developed (gestation period is 2-8 hours)

Armor: Exoskeletal plates, PR 6

Hit Points: 3

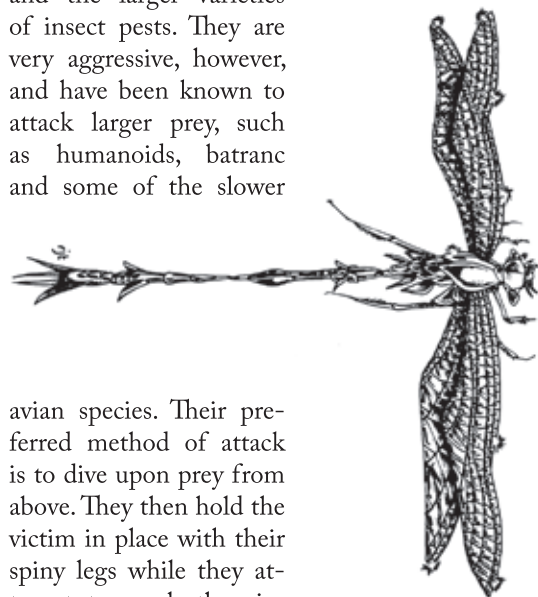
Habitat: Barge trees (yellow ikshada), tombs, crypts, subterranean (black ikshada), oceans and lakes (gray ikshada)

IRON DRAGONFLY

The Iron Dragonfly is a species of giant insectoid that is native to certain tropical jungles and rainforests on the Talislantan continent. The creature is named for its iridescent wings and carapace, both of which contain high concentrations of a substance similar to blue iron. Adult specimens can grow to a length of up to four feet, and attain a wingspan in excess of sixteen feet. The male of the species is deep metallic green in color, and evinces a lustrous sheen. Females tend to be less colorful, ranging from dull blue to grey in hue. They lay their eggs in water, the young emerging from their sacs as vicious, six-inch larvae.

Iron dragonflies feed primarily on serpents, alatus

and the larger varieties of insect pests. They are very aggressive, however, and have been known to attack larger prey, such as humanoids, batranc and some of the slower



avian species. Their preferred method of attack is to dive upon prey from above. They then hold the victim in place with their spiny legs while they attempt to crush the victim's head and neck with their powerful mandibles. These creatures augment their diet by sifting bits of iron ore from streams and ponds. This appears to be beneficial to their digestive processes.

Iron dragonflies are among the swiftest and most maneuverable of all air-borne creatures. They are able to hover in place, and they can change direction with startling speed. The razor-edged metallic wings of these insectoids can sometimes do accidental damage to the sails and riggings of low-flying windships, or to unwary crew members. The Sawila use the delicate but durable wings of dead dragonflies to make exquisite wind chimes. It is possible to derive as much as two pounds of raw blue iron ore from the body of an adult iron dragonfly, though the process is said to be tedious and time consuming.

Size: Up to 4 feet long,, with a wingspan of up to 16 feet. SPD +9

Attacks/Damage: Bite DR 3

Special Abilities: Hover, change directions with great speed.

Hit Points: 2-5 points.

Habitat: Tropical forests, jungles and swamps along the southern coasts of Talislanta (extremely rare), islands in the Far Seas (uncommon).

MANRAK

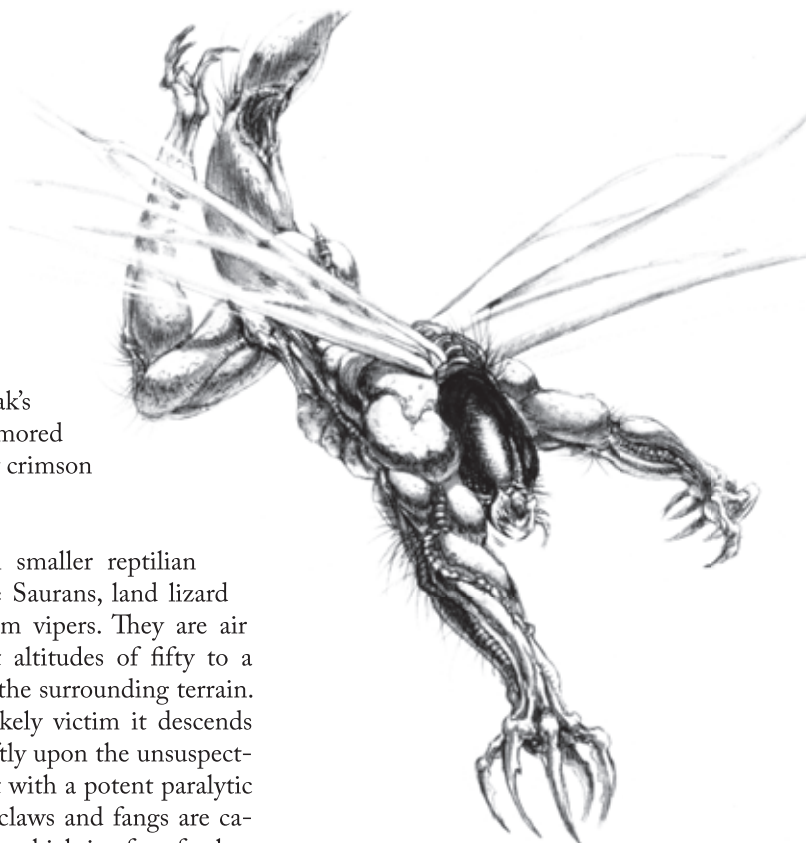
Manrak are a species of winged, humanoid-insect hybrids native to the Wilderlands of Zaran and other neighboring locales. The Talislantan variety averages between six and seven feet in height, their iridescent wings spanning approximately fourteen feet from tip to tip. The manrak's body is encased in a hard, armored exoskeleton, typically bright crimson in color.

Manrak prey mainly on smaller reptilian creatures such as immature Saurans, land lizard hatchlings, dracs, and chasm vipers. They are airborne hunters, hovering at altitudes of fifty to a hundred feet and scanning the surrounding terrain. When a manrak spots a likely victim it descends from the sky, dropping swiftly upon the unsuspecting creature and injecting it with a potent paralytic venom. Both the manrak's claws and fangs are capable of injecting this toxin, which is often fatal to weaker sorts of creatures. Once its victim has been incapacitated in such a manner, the manrak will begin to feed, tearing its prey to bits with its powerful mandibles.

Manrak are social creatures, living in groups of up to thirty individuals in underground nests. They are extremely foul-tempered and will attack Men and even larger creatures without apparent provocation. Their enemies include raknids, vamps, and giant land kra. Sauran war clans burn manrak nests whenever they can be found.

Thystram prescribed the following precautions when traveling in areas frequented by manrak:

"Avoid wearing bright colors such as yellow and red, to which these dangerous insectoids are quickly attracted. Similarly, do not leave open jars of jam or honey about, as these too are a temptation. Lastly, and most importantly, never throw rocks or shoot arrows into a manrak nest."



Size: 7 ft. long, 240-320 lbs.

Attributes:

INT -6	PER +5
WIL +3	CHA -9
STR +4	DEX +6
CON +4	SPD +6*

** airborne only; +1 on the ground*

Ability Level: 1-10

Attacks/Damage: Fangs DR 6, Claws DR 8 + poison (see Special Abilities)

Special Abilities: Flight, paralytic venom (causes heart failure and death within one minute to those with CON ratings of -1 or lower; otherwise, roll vs. CON or be paralyzed for 5d20 rounds)

Armor: Armored exoskeleton, PR 4

Hit Points: 20, +1 per level

Habitat: Wilderlands of Zaran, the Desert Kingdoms



MOLD WORM

Moldworms are fungus-eating invertebrates that inhabit the dank lands of the lower planes. These creatures can grow up to six feet in length and a foot in diameter, and resemble pale, bloated larvae, mottled with patches of brown and gray.

Among the most docile entities in the Midnight Realm, moldworms are harmless except as pertains to their insatiable appetite for all varieties of fungus. Their only defense against predators is an ability to burrow rapidly into the ground, or as a last resort, a nasty bite (DR 2).

Moldworms are incredibly prolific creatures who do little more than eat and mate their entire lives (among some folk, “moldworm” is used as a derogative term when talking about the Zoab, who are scornfully said to exhibit similar proclivities). A female moldworm can produce up to a hundred eggs each day—a fortunate thing for the species, as these creatures are a favored food of many Midnight Realm predators. Fat and juicy, moldworms are also enjoyed by Tarterans, Brood, and—ironically—Zoab.

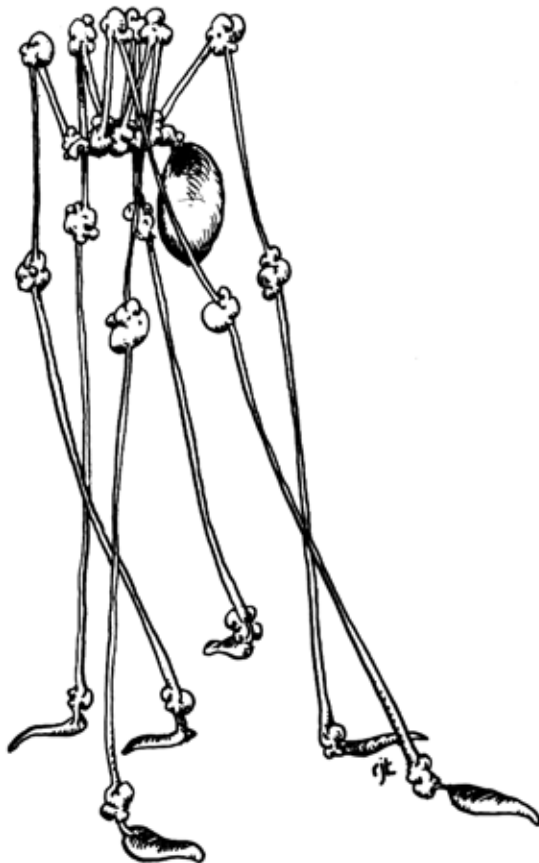
Size: 2’-6’ long; 3-60 lbs. SPD -1

Attacks/Damage: Bite DR 2

Habitat: Extra-planar (lower planes)

MUD WALKER

These awkward looking, stilt-legged insects are found throughout the Sinking Lands as well as in most swamps and marshlands. They eat slugs, mudworms and leeches and so are rarely molested by men; the fact that mud walkers are inedible may also have something to do with this. Adult mud walkers may



stand up to three feet in height and are virtually all legs. Despite the almost comical appearance of these insects, they are surprisingly swift and agile and are excellent climbers.

Size: Up to 3’ tall; 25-45 lbs. SPD +6

Hit Points: 4

Habitat: Continent wide

RAJAN SCORPION

This desert-dwelling species is found primarily in Raj (hence its name) and may measure up to a foot in length when fully grown. The Rajan scorpion’s coloration and penchant for burrowing allows it to blend almost unseen into its desert habitat (stealth at +10), a cause of some concern to individuals who must traverse these areas. The insect’s powerful sting can penetrate even the toughest leather (DR 3) and carries a lethal venom (DR 3 per round for 10 rounds). Rajan assassins often keep Rajan scorpions as “pets,” employing both the insect and its venom in certain of their grisly torture rituals. A dram of this toxin



can sell for as much as 75 gold lumens on the black market.

Size: 1' long, 1 lbs. SPD +6

Ability Level: 2

Attacks/Damage: Sting DR 2

Special Abilities: Venomous sting DR 2 per round for 10 rounds.

Hit Points: 3

Habitat: Deserts of Rajinnar

RAKNID

Raknids are a sorcerous hybrid of demon and scorpion native to the Volcanic Hills and parts of the Wastelands. There are four distinct types of raknid, each having a specific responsibility within the rigid confines of their hive-society.

Warrior raknids are humanoid in form, with a heavily armored carapace, hooked talons, and a tail stinger capable of injecting a potent, paralytic venom. These creatures are employed in defense of the hive-colony and to gather food for the hive's inhabitants.

Raknid queens are so huge and bloated that they are practically incapable of movement and require the constant attention of the hive's workers and drones. However, they possess extraordinary psionic powers and can communicate telepathically with raknids from their own hive or read the minds of other sentient creatures. Each raknid colony has a single queen.

Raknid drones are blind, multi-legged insectoids whose soft bodies are protected by a hard, spiked shell. Driven by the instinctive urge to mate, they plot and scheme, seeking ways to win the favor of their queen. Drones will torture and interrogate captive creature, hoping to gain useful information with which to impress their sovereign.

Raknid Workers are mindless giants, performing their limited duties through instinct alone. These huge creatures maintain the colony's hive-complex, which they construct from a pulpy substance extruded from their palpi. When dry, this material becomes tough and fibrous.

The evil hive-mentality of a raknid colony fosters but a single goal: to preserve and propagate their vile species. All other life forms are considered to be either enemies or a potential source of nourishment. More precisely, living organisms are enemies until they have been slain, whereupon they become food. Among their greatest foes are land dragons, wasps, and the Sauran tribes of the Volcanic Hills; the latter burn raknid nests whenever possible.

RAKNID WARRIOR

Size: 6'-6'8", 200-300 lbs.

Attributes:

INT *	PER +2
WIL +5	CHA -3
STR +4	DEX +2
CON +6	SPD -2

** controlled by psychic emanations from Queen*

Ability Level: 3-15

Attacks/Damage: Claws: DR 8, Tail stinger: DR 10 +paralysis (CON roll to resist, duration: 20 rounds)

Special Abilities: Leap up to 20 feet, immunity to magical influence and control

Armor: Exoskeleton, PR 3

Hit Points: 30

RAKNID QUEEN

Size: 20'-40' in length, 1,500-3,500 lbs.

Attributes:

INT +10	PER +10
WIL +10	CHA +0
STR -6	DEX -18
CON 0	SPD -17

Ability Level: 20+



Warrior



Drone

RAKNIDS



Worker



Queen

Attacks/Damage: Psychic assault: cause pain or stun, DR 16 +Ability Level (range: 10 feet per level)

Special Abilities: Detect presences (range: 1000 feet), immunity to magical influence or control, control hive colony by psychic emanations (range: 100 feet per level)

Armor: None

Hit Points: 60

RAKNID DRONE

Size: 8'-10' in length, 500-600+ lbs.

Attributes:

INT +2	PER +2
WIL +5	CHA -5
STR -1	DEX -4
CON +2	SPD -4

Ability Level: 1-10

Attacks/Damage: Claws: DR 3

Special Abilities: Can completely withdraw extremities into armored shell

Armor: Shell, PR 7; body unarmored

Hit Points: 12

RAKNID WORKER

Size: 16'-20'+, 1-2 tons

Attributes:

INT *	PER +1
WIL +7	CHA -5
STR +8	DEX -8
CON +8	SPD -8

*controlled by psychic emanations from Queen

Ability Level: 1-3

Attacks/Damage: Bite: DR 18, entangle intruders in strands of fibrous pulp (STR roll at -4 to resist, range: 20 feet)

Special Abilities: Extrude fibrous pulp

Armor: Exoskeleton, PR 7

Hit Points: 33

RAKNID, WATER

Water raknids are an aquatic species of the common land raknid that make their hives in the shallows of the coastal waters, lagoons, and grottoes of the Southern Rim. Like their land-dwelling relatives, they are ruled by a queen, who is served by water raknid drones, warriors, and workers. Water raknids have both rudimentary gills and lungs and are able to survive in or out of the water. The same cannot be

said for water raknid spawn, which do not develop gills until they are several days old. Because their spawn must begin life on land, the colony's drones must convey their queen's eggs in protective sacs, distributing them along the shoreline - typically, among the dense patches of marshweed that grow just beyond the tidal line.

While the eggs are maturing, water raknid warriors patrol the shallows to protect them from harm. Even so, many egg sacs are stolen by opportunistic predators and Jhangaran marsh hunters. Also known as scintilla, the eggs emit a wan luminescence and are valued at up to one hundred gold lumens apiece. The surviving spawn head instinctively for their nest as soon as their gills have developed, to become part of the colony.

Size and statistics for water raknids are the same as for their land-dwelling kin.

Size: As per Raknid counterpart

Attributes:

As per Raknid counterpart except SPD +3*

* In the water, -5 otherwise

Ability Level: 3-15

Attacks/Damage: Claws: DR 8, Tail stinger: DR 10 +paralysis (CON roll to resist, duration: 20 rounds)

Special Abilities: Leap up to 20 feet, immunity to magical influence and control

Armor: Exoskeleton, PR 3

Hit Points: 30

ROCK URCHIN

Rock urchins are benign creatures found in caves and underground tunnels in the Wilderlands and other remote areas. They feed on mosses, lichens, and detritus, and pose no threat to Talislantans. To the contrary, rock urchins are prized as food and are considered a delicacy in many lands. They are also valued for their spines, which are used to make quill pens of good quality.

Size: 1'-2' diameter, 1-2 lbs. SPD -4

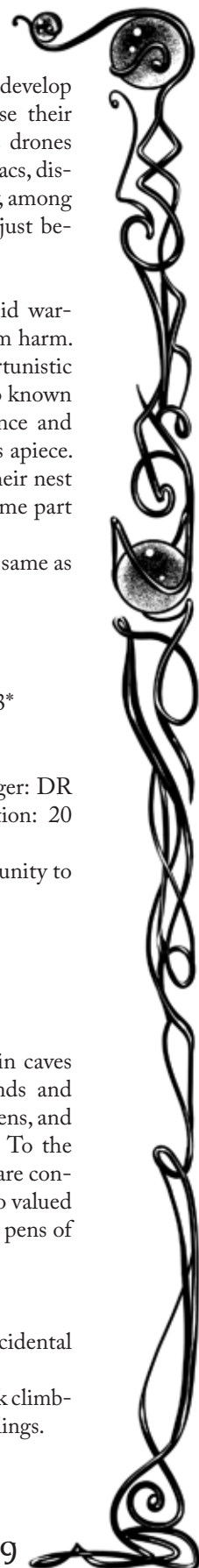
Attacks/Damage: Spines may cause incidental damage DR 1

Special Abilities: Slow-moving but sure rock climbers, able to hang upside down from cave ceilings.

Armor: Chitinous shell PR 5

Hit Points: 2

Habitat: Subterranean





ROOT GRUB

These eyeless, fanged larvae live below ground in Vardune and many woodland and jungle regions. They feed on the roots of large plants and trees, and they pose a threat to cultivated crops, vineyards, and orchards. An adult root grub may grow up to two feet in length, with a diameter of eight inches or more; a truly repulsive sight, which the creature's deathly pale coloration does little to diminish. Green Aeriad employ trained avir to locate and kill these subterranean vermin, which are responsible for a considerable amount of crop damage in Vardune each year.

Size: 2' to 5" long, 2 to 4 oz.. SPD -3

Attacks/Damage: Bite DR 2

Habitat: Woodlands and jungles continent wide

SCYTHER

The scythe, also known as the harvester, is a species of large insectoid indigenous to such temperate woodlands and jungles as Vardune of the Seven Kingdoms, the Dark Coast, and the Cerulean Forest of the Quan Empire, among others. Scythes feed upon the sweet juices of plants and shrubs, using their bladelike fore claws to slash through swards of vegetation. They then drink the sap of these plants, using an extensible tongue that resembles a long, flexible tube.

Scythes usually travel in mated pairs, with the male going ahead to clear a path through the undergrowth

for its mate. Female scythes follow a short distance behind, carrying clutches of four to six broodlings attached to their backs. Larval scythes feed on their mother's blood until their third month, after which their fore claws become sharp enough that they can harvest for themselves.

Scythes are voracious eaters who can cause extensive damage to crops. They do not normally bother humanoids, but are skittish and high-strung by nature and so are easily panicked. If threatened or approached in a careless manner, a scythe will rear back on its hind legs, slashing with its long claws. Scythes will fight to the death to protect their mates and offspring.

At the behest of the Phaedran dynasty, Thystram was once called upon to assist in the eradication of a veritable plague of scythes that had wreaked havoc upon the local crops. His logbook indicates that he tried alchemical powders, liquid toxins, fences of wire mesh, trenches, and platoons of whisps armed with miniature bows and arrows. Better results were obtained when Thystram imported a hundred vasp eggs and sowed them in the fields. Although the scythe population was finally brought under control, the farmers were then forced to abandon their homes when the vasp turned upon them and their livestock.

Size: 5-6 ft. long, 4 ft. tall at the shoulder, 70-90 lbs.

Attributes:

INT -6

PER +3

WIL -2

CHA -5

STR -1

DEX +4



20 Years... Still No Elves!

CON -1 SPD+1
Ability Level: 1-4
Attacks/Damage: Claws DR 6
Special Abilities: None
Armor: Chitinous shell PR 2
Hit Points: 8-14
Habitat: Temperate woodlands and jungles

SEA SCORPION

The sea scorpion is a giant species of aquatic insectoid found throughout the Azure Ocean and the Far Seas. These fearsome monsters commonly attain lengths in excess of forty feet and may grow to even twice this size. Sea scorpions normally prey on other large aquatic creatures, such as sea dragons and giant kra, though they have also been known to attack ocean-going vessels of all sizes. A sea scorpion's pincers can crush wooden masts and timbers with ease, and its long stinger can penetrate even the thickest wooden hulls. If the creatures have a weakness, it is that their vision is extremely poor. In fact, it is possible that they attack sailing vessels only by mistake, thinking them to be living entities.

The giant skeletal jaws of sea scorpions grace the walls of many a portside tavern - most found after being washed up on the shore after a storm, rather than as a result of the tavern-owner's heroics, regardless of claims to the contrary. A trophy of this sort may command up to a thousand gold lumens or more.



Size: 40'+, 4-6 tons
Attributes:
INT -10 PER -4
WIL +5 CHA +0
STR +9 DEX -6
CON +8 SPD +2
Ability Level: 14-20
Attacks/Damage: Pincers: DR 30, mandibles: DR 20, sting: DR 25; total of two attacks per round
Special Abilities: None
Armor: Exoskeleton, PR 7
Hit Points: 88
Habitat: Oceans and seas



SHIV

Shivs are a species of insectoid vermin found everywhere in the Midnight Realm, from the sewers of the Nine Princedoms to the hostile wastes of the Fallen Lands. Growing up to a foot in length, shivs are six-legged creatures possessed of exceptional speed and dexterity. They can climb even vertical surfaces with ease, and with their flat, knifelike bodies are able to squeeze into the tightest places: through narrow cracks and crevices, under doorways, and so forth.

Shivs are scavengers who feed mainly on carrion, waste products, and even smaller vermin, including brainworms. They multiply with astounding rapidity, and can overrun enclosed areas such as caves, tombs,

and the like in just a few days. If faced with a shortage of food, shivs will turn upon each other, or if desperate enough may even attack larger creatures.

Size: 6"-1', 2-4 oz. SPD +4

Attacks/Damage: Bite: DR 1

Special Abilities: Climb without fail, slip through tiny openings

Habitat: Oceans and seas

SILK WYRRM

Silk Wyrrms are segmented insects that resemble tiny, larval dragons. They are among the most beneficial of Talislantan insects, producing a fine silk of excellent quality. Silk wyrrms can be trained to follow colored patterns on a loom, thereby "weaving" bolts of finished silkcloth of great beauty and intricacy. Training and tending silk wyrrms is said to be something of an art in itself, and of all Talislantans, only the Mandalans possess this talent.

Size: 1"-2" long, 1 oz. SPD -3

Habitat: Chana, southern Quan Empire

SNIPER-BUG

A denizen of Arim, Zandu, and much of the Western Lands, the sniper-bug is named for its uncanny habits. Armed with tiny spears made from bits of wood, rock, and glass, these diminutive insects lurk in hiding, waiting to ambush unwary prey. Quite intelligent (INT -7), sniper-bugs usually travel in "platoons" of up to two dozen adults, each carrying one or more larval young on its back, along with a plentiful supply of spears. Their platoons generally prey on small avians, reptiles, and other insects, but they are quite fearless and will attack larger creatures as well.



While their small weapons are capable of doing only minor damage to humanoids, sniper-bugs can be dangerous when encountered in large groups. They are almost impossible to get rid of once they have marked a territory (part of a clearing, a path, home, basement, etc.) as their own. Wars between sniper-bugs and whisps have purportedly gone on for untold millennia, largely unnoticed by most Talislantans.

Size: 1"-3" long, 2oz.. SPD+2

Attacks/Damage: Tiny weapons DR 1

Special Abilities: Limited language

Habitat: Zandu, Silvanus, Arim, Yrmania (rare)

SWAMP MANTIS

A native of the souther swamps of Mog and Jhagara, the six-foot tall Swamp Mantis feeds on crustaceans, larvae and the eggs of other aquatic species although they are not above eating carrion and other refuse as available. Jhangarans and Imrians both favor swamp mantis as a food source, a fact that disgusts most civilized folk.



Size: Up to 6' tall; 40-75 lbs.

Attributes:

INT-15	PER +7
WIL +0	CHA +0
STR +0	DEX +6
CON -3	SPD +8

Ability Level: 3

Attacks/Damage: Claws DR 4

Armor: Chitin PR 1

Hit Points: 6

Habitat: Continent wide

TAZIAN FLY

This noxious variety of biting insect is native to the jungles of Taz (hence its name), as well as other swamps and jungle regions. The Tazian fly is believed to be a carrier of such virulent diseases as yakuk and the Red Death. Its iridescent wings and bright red coloration make it easy to spot; swarming in hordes ten thousand strong during the spring months, the



Tazian fly is less simple to avoid. For some unknown reason, Thralls are rarely bothered by these insects, possibly because Tazian flies find Thralls unpleasant to the taste.

Size: 1" long, 1 oz. SPD +7

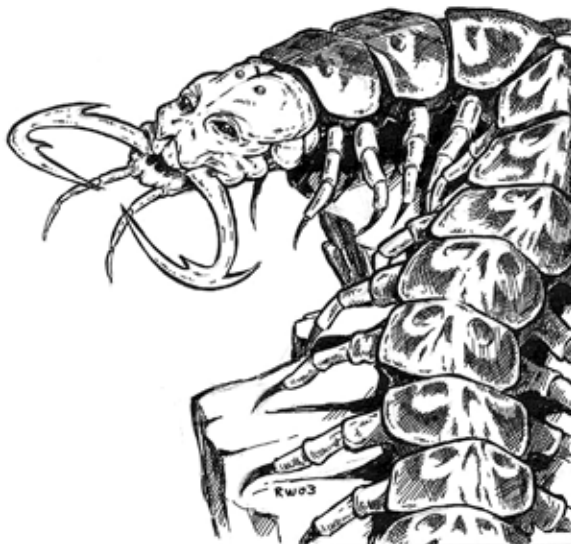
Attacks/Damage: Bite DR1

Special Abilities: Carrier of diseases

Habitat: Taz, Mog, Jhangara, Imria (rare)

VANTIC

The vantic is a sinuous, multi-legged creature resembling a giant centipede. It has an armored and segmented carapace, disturbingly humanoid facial features, and a pair of scything mandibles appending from an undershot jaw.



Vantic are found throughout the Fallen Lands and parts of the Nine Princedoms. They make their lairs in caves and underground warrens, emerging at night to hunt for prey. Though their main source of food is moldworms and various types of small vermin, vantic will also attack larger creatures. The vantic's viselike mandibles a powerful narcotic "venom" that can render even large creatures unconscious in seconds. This substance is contained in a pair of sacs located within the creature's jaws, and is greatly valued. In small doses, it is an effective anaesthetic. Added to drink, it can be used to drug, or "knock out", a victim, and so is favored by spies, thieves, and the like. Mixed with black arrack, it is a powerful narcotic and euphoric

that is favored by Zoab and Brood, and sold under the name, “black vantic”.

Size: 10'-15'; 100-150 lbs.

Attributes:

INT -6	PER +2
WIL +0	CHA -5
STR +2	DEX +2
CON +2	SPD +2

Ability Level: 3-6

Attacks/Damage: Bite DR6 plus paralytic venom

Special Abilities: Paralytic venom (if victim fails a CON roll they are immediately paralyzed and incapable of movement for a number of hours

equal to twice the vantic's Ability Level, minus the victim's CON)

Armor: Tough carapace PR4

Hit Points: 38

Habitat: Extra-planar

VASP

The vasp is a giant, predatory insectoid native to the Volcanic Hills and Wilderlands regions. Despite their size, vaspas are surprisingly quick and are capable of leaping up to forty feet at a bound. Solitary by nature, vaspas hunt alone, often after dark. Their favored prey are raknid warriors who have wandered too far



from their hive. Vasps are not particular, however, and exhibit an equal preference for Saurans, land lizards, durge, Araq, and other humanoids. Vasps have no known natural enemies.

A vasp will usually attack by leaping upon its chosen prey, holding it down with its pincers, and stinging its victim to death. The creature's sting can penetrate even metal armor and exudes a caustic venom which dissolves the victim's flesh and internal organs. While the toxin is taking effect, the vasp wraps its prey in a silken cocoon and drags it back to its cave or tunnel-lair, to be consumed at its leisure. These insectoids are distinguishable by a characteristic clicking of the mandibles, audible at distances up to fifty feet.

Size: 9'-10' in height, 500-600 lbs.

Attributes:

INT -12	PER +3
WIL +7	CHA +0
STR +7	DEX +6
CON +6	SPD +4

Ability Level: 14-22

Attacks/Damage: Pincers: DR 17, Sting: DR 11 +venom (DR 4 per round for 10 rounds) or Mandibles: DR 13, Webbing (STR roll at -5 to resist)

Special Abilities: Leap up to 40 feet, night vision, webbing

Armor: Metallic scales, PR 6

Hit Points: 46

Habitat: Volcanic Hills, Wilderlands of Zaran

VASP, AQUATIC

Larger relative of the land dwelling vasp, the aquatic vasp is a giant, predatory insectoid that haunts coastal regions and deep swamps all along the Southern Rim. Like their landborne relatives, aquatic vasps are nocturnal creatures. They emerge from their watery lairs to prowl the shallows, hunting for water raknids and other aquatic prey. If provided with the opportunity, they will also take humanoid victims. It is the nature of these creatures to leave fine lines of webbing in their wake, demarcating their territories. When another creature touches the sensitive web line, the vasp is alerted to its presence and leaps to the attack. Once the victim has been subdued, the vasp will drag it below the water, where it can feed upon its prey undisturbed. Aquatic vasps compete for prey with giant river kra and skalanx and sometimes engage in fierce battles with these savage predators.

Size: 11'-12' in height, 600-800 lbs.

Attributes:

INT -12	PER +3
WIL +7	CHA +0
STR +8	DEX +4
CON +6	SPD +3

Level: 12-20

Attacks/Damage: Pincers: DR 20, Sting: DR 12 +venom (DR 3 per round for 10 rounds), or Mandibles: DR 16, Webbing (STR roll at -5 to resist)

Special Abilities: Aquatic, night vision, webbing

Armor: Metallic scales, PR 6

Hit Points: 50

Habitat: Coasts of Jhangara smf Faradun, Dark Coast, Mog, Crescent Islands



TALISLANTAN FLORA



ALQUINE TREE

A tree that grows in abundance in Zandu and Silvanus, the sap of the alquine tree is used to make a fine ale. Alquine ale costs twice as much as normal ales, for the alquine tree must be at least one hundred years old before it can be tapped. Sveenty five percent of all alquine trees that are tapped die, and the older the tree, the better the ale made from it. The oldest known alquine tree as of 603 N.A. is a specimen 750 years old which has been guarded by generations of Sarista. The alquine tree has smooth, auburn bark with bushy branches that only grow on the top half of the tree.

BALD NETTLE

Bald nettle is a spiny, ground-hugging creeper that grows wild throughout the hills of Aaman. It is a tenacious plant that matures quickly and is difficult to eradicate after its root system has been established. Once this has happened, the nettle's shoots spread quickly, choking other forms of plant life around it. An extract of the bald-nettle is used as a depilatory by Aamanian cultists, to remove hair from the head, face, and body - hence the plant's name.

BALMROOT

This succulent is found in most temperate marshes and wetlands and is identifiable bu its spongy, oval leaves and thick stalk. When dried and ground into a fine pweder, the plant's root is used in healing elixirs and potions. It should be noted that the sticky sap of the balmroot attracts insects of many types.



BARB BERRY

This thorny shrub is found primarily in mountainous regions. Its bright-red berries are edible, but well-protected by the plant's sharp, spiny branches, which grow in great profusion.

The purple barb-berry variety is found only in the mountains of Arim. It is similar in most respects to its more common relative, with the exception that its fruit is a deep purple in color. The savage Druk tribes color their skin, hair, and steeds with the indelible juice of the plant's berries, which is also of some use in the making of ink; purple barb-berries commonly sell for up to 2 silver pieces per pound.



BARGE TREE

The barge tree is an unusual species of squat, stumpy-limbed tree native to the Sinking Land. Notable primarily for its flat-edged roots, barge trees actually float upon the surface of their murky surroundings. Though incapable of independent movement, these organisms are propelled to some extent by the prevailing winds and so tend to drift slowly from one place to another.

Barge trees are sometimes home to certain species of birds, who roost in their branches and feed on the tree's succulent fruits. These trees are also of benefit to travelers wishing to pass through the Sinking Land, who may rest in relative safety amidst the barge tree's low-lying limbs. The spongy leaves of the barge tree are exceptionally buoyant, and can be used to create makeshift "rafts" to keep equipment and other necessities from sinking in the mire.

BLACK MUSHROOM

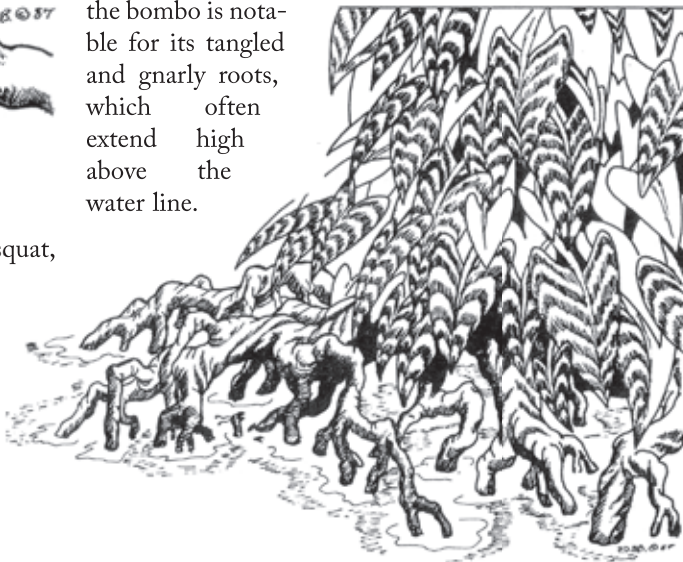
this rare variety of fungus is native to certain ruins and underground regions. These black, shriveled organisms grow on the roots of gall oak trees and are sometimes mistaken for truffles by less-than-adept gourmands. If eaten, black mushroom can cause severe hallucinations for ten minutes (unless a CON roll is made) and even temporary madness (on a mishap; duration d20 days).

BLUE POMEGRANATE

The blue pomegranate is a fruiting tree originally found only in the Cerulean Forest of Quan. It was imported to Zandu some years ago, where it has become a favorite of Zandir horticulturists. The tree is valued for its succulent fruit, and for its brilliant blue foliage.

BOMBO TREE

A giant variety of deciduous tree native to the swamps of Mog, the bombo is notable for its tangled and gnarly roots, which often extend high above the water line.



The fibrous, tow-foot wide leaves of the bombo tree are collected by the slothlike Mogroth, who weave them into crude garments and use them to wrap parcels of amber or mung berry. Wood Whisks often employ the large leaves as river craft and they are an important food source for certain species of swamp-dwelling avir.

CHOKEWEEED

This spikey-leaved plant grows wild throughout the Plains of Golarin and certain parts of the Wilderlands of Zaran. The stem and leaves contain a noxious resin which, when ingested, can cause asphyxiation with ten minutes' time (hence the plant's name). Dull-witted beasts, such as durge, sometimes graze on chokeweed, often with fatal results. It is possible to isolate the plant's resin for use as a poison, an arduous practice which is seldom undertaken except by assassins of the Revenant Cult.

CLERIC'S COWL

This small flowering plant is found in woodland regions throughout Talislanta, typically under rotting logs and in other shady places. An extract derived from the plant's "*cowl*" (outer leaf) is of use as a poison antidote.

CRYSTAL DENDRON

Crystal dendrons are a variety of sorcerous hybrid found primarily in the Quan Empire and the Aberrant Forest. These crystalline plants come in many shapes, sizes, and colors, and are valued for their great beauty. Their delicate blossoms are sold for up to ten gold lumens apiece in the Western lands, and are available through the Ispasian merchants of Quan. It is a crime to export live crystal dendrons, or their seeds, out of the Quan Empire.

CRYSTAL LOTUS

The Crystal Lotus is a hardy variety of flower that grows in the extreme temperatures of the north. Like southern varieties of lotus, it can be used as an ingredient in alchemical creations that allow their users to contact various spirit-forms. Among the side-effects of the use of crystal lotus however, is a tendency to go mad as well as displaying various outdated and archaic habits.

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DEADMAN

A pale white plant that thrives only in darkness, Deadman is commonly found in caes, the hollows of rotting trees and so forth. The leaves of this plant exude a lethal contact poison: a single touch is sufficient to cause death within ten to five minutes unless a CON roll can be made. Even a success on the CON roll means the target suffers wracking pain and takes DR6 damage.

DEADWOOD

Deadwood is a variety of gnarled and twisted tree found in such desolate regions as Khazad, the Shadow Realm, and parts of the Wilderlands of Zaran. The organisms produce no leaves or fruit, and appear to require neither water nor sunlight; deadwood trees have even been found in underground regions. The Ariane, who are able to commune with all things in nature, claim that these organisms are alien to Talislanta, and have roots that originate from the lower planes. They believe that deadwood trees are sentient and are able to exert a sinister influence over living creatures; some even claim that the trees may serve as spies in the service of certain lower planar entities. Weapons made of deadwood can be used to kill plant



demons, though it may be unwise to keep such items upon one's person. Most natural forms of plantlife exhibit an adverse, and even hostile, reaction to dead-wood.

DESERT PALM

The common desert palm is native to such arid lands as Kasmir, Djaffa, Faradun, Rajinnar and Carantheum. The tree is exceptionally hardy, and can thrive in regions where there is little rain or ground water. A layer of spiny, overlapping plates covers the entire length of its trunk, conferring protection from the claws and teeth of grazing herbivores. The spiny plates also make it difficult to climb the tree, particularly as regards novice climbers. Desert palms are valued for their meaty fruit, which may be eaten fresh or preserved by drying. A single oasis may support up to 20 of these valuable trees.

DEVIL ROOT

Devilroot is a rare species of plant recognizable by its blue-black "horned" leaves. The plant's forked root is a deep crimson in color and averages about twelve inches in length when fully grown. When dried and prepared in the proper fashion, the root yields a powder with virulent toxic properties. A single dose, taken internally, can cause death within just a few minutes. The timely administration of a poison antidote will generally counter the plant's toxic effects



though victims may suffer long-term effects (reduction in STR or CON, lasting from two to twelve weeks). Devilroot powder can sell for up to 300 gold lumens per dose when available, but it is illegal in many lands.

D'OKO

The d'oko is a species of giant lotus found only in the rain forests of the Dark Coast. Employed as living plant-houses by the Green Men, d'oko are hardy perennials, growing new blossoms during the spring of each year. Having been tended by Green Men for so many generations, these great flowering plants no longer possess the ability to reproduce by themselves. Rather, it is the interaction of Green Men moving from plant to plant that is said to perform the function of pollination for the d'oko. In return, the Green Men obtain nourishment from the d'oko's pollen and nectar and shelter, constituting a symbiotic relationship that is beneficial to both species.



DRYAD BUSH

This slender and graceful variety of flowering shrub is found primarily in Astar of the Seven Kingdoms. Late at night, dryad bushes undergo an uncanny metamorphosis, becoming beautiful green forest nymphs. The transformation lasts only until dawn,

EBONWOOD

Ebonwood is a peculiar variety of tree that is found only in the Midnight Realm. It requires no sunlight to grow; in fact, the tree thrives only in darkness. Ebonwood is identifiable by its pitch-black trunk and branches, and by the tufts of fibrous tendrils that it sports in place of leaves.

The ebonwood tree is a source of many useful materials, and as such is greatly valued by Tarterans. The wood at the very core of the lower trunk is dense and lustrous, and is prized for use as decorative hardwood. The upper trunk and branches are valued as timber, and are used in the making of the finest ships, staves, chests, and bows.

The tree's tendrils can be woven into rope or netting, or spun into a soft yet durable form of cloth. With care, the tufts of tendrils can be harvested again and again without killing the tree.

EVERBLUE STARFIRE

The everblue starfire is an exceedingly rare and precious flower; a magical hybrid, thought to have been created by the fabled botanomancer of ancient times, Viridian. The flower is valued for its brilliant sky-blue petals, which, when dried and ground into a fine powder, can be used to cause hybrid or natural plants and trees to grow to full maturity in just a minute's time (a single blossom yields one dram of powder, a quantity sufficient to affect up to a half-dozen plants, or half as many trees). The everblue starfire is believed to be found only on the Zandir Moors, in Zandu. The flower, or a one-dram quantity of powdered blossom, is valued at a minimum of one thousand gold lumens. The starfire typically grows alone, and blooms only at night.

FALSE SHELTER TREE

On the service, this large tree looks like a typical gall oak. The shelter tree, however, is partially hollow and looks as if it has been hit by a powerful bolt of lightning. The inside of the tree is pleasant, with a soft floor composed of humus. It seems at first glance like a lucky find for someone seeking shelter from inclement weather or the cold but that relief is short-lived: overnight, the opening to the interior grows over with tough bark, trapping anything sleeping

after which the nymphs return to plant-form. The esteemed botanomancer, Viridian, once professed to have been married to a forest nymph, whom he saw only between the hours of sunset and sunrise.

Size: 5'-6'

Attributes:

INT +1*	PER +2*
WIL +3	CHA +7*
STR -2*	DEX +2*
CON +2	SPD +1*

* in nymph form; otherwise, not applicable

Ability Level: 1+

Attacks/Damage: None known, though attacks may be possible in nymph-form

Special Abilities: Metamorphose from plant to nymph form, possible Natural Magic skill

Armor: Bark, PR 4

Hit Points: 16

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inside. the bark covers the exit and sentient victims will quickly discover that the bark is resistant to fire and cutting. The bark obstructs the entrance until the bodies inside are completely broken down.



FERNWOOD

The fernwood is a deciduous tree native to temperate woodlands and sub-tropical forests. It resembles a giant (up to sixty feet tall) fern, and is valued primarily for its fragrant wood, which is used in the making of the most common types of incense.

FIRE LILY

This plant is identifiable by its red, seven-lobed leaves and is found primarily where there has been recent volcanic activity. It grows in warm volcanic ash and is practically impervious to fire. An extract of the fire lily is used in preparations that confer protection from flame and heat.

FUNGOID

Fungoids are a type of giant fungus native to the Sinking Land as well as parts of Werewood and Khazad. These organisms grow in a variety of shapes, colors, and sizes, including pink puffballs, translucent

orb fungoid (up to ten feet in diameter), branching yellow fungoid, grey discs, orange fan-shaped fungoid, and a hundred others. Some fungoids are mildly poisonous, though most are benign. All possess phosphorescent properties, and cast an eerie glow by night.

GALL OAK

This variety of deciduous tree is indigenous to many temperate forests and mountainous regions. The blister-like galls found growing from the bark of these trees contains a blueblack secretion which is used in the making of inks and dyes. A single tree will generally yield up to a dozen fist-sized galls per year, each containing about six drams of inky secretion valued at approximately three silver pieces.

GIANT MUSHROOM

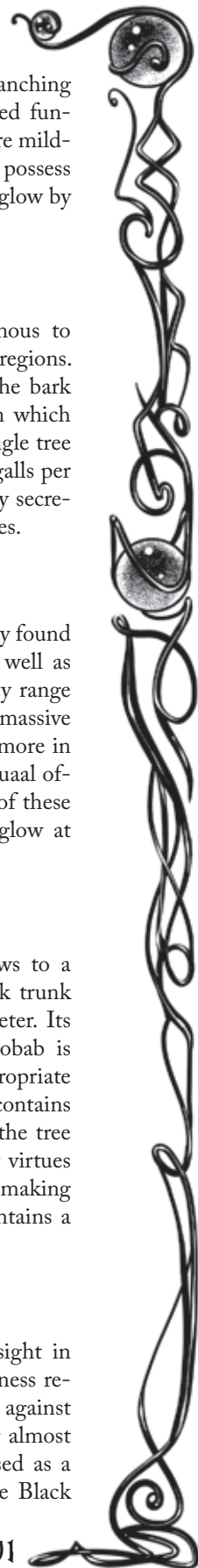
These umbrella-shaped fungi are commonly found in the Mushroom Forest of Werewood, as well as the Sinking Land and parts of Khazad. They range in size from the smaller 2-6 foot types, to massive specimens which stand up to eighty feet or more in height. Small creatures such as skanks and quaal often make their home in the stems and caps of these giant fungi, which emit a phosphorescent glow at night.

GREY BAOBAB

This variety of fruiting tropical tree grows to a height of about twenty feet, and has a thick trunk which can measure up to ten feet in diameter. Its squat appearance is such that the grey baobab is commonly known as the "barrel tree"; an appropriate name, for the baobab's hollow trunk often contains up to forty gallons of potable water, which the tree absorbs through its roots. Among the other virtues of the grey baobab are its bark (used in the making of rope) and its five-pound fruit (which contains a sweet, nutritious pulp).

HANGMAN'S TREE

This ominous-looking tree is a familiar sight in Arim and many other woodland and wilderness regions - its angular black branches silhouetted against the sky, the long, rope-like tendrils hanging almost to the ground. Hangman's tree has been used as a ready-made gallows since ancient times; the Black



Magician, Mordante, was said to have had a grove of such trees planted atop a hill overlooking his mansion. Hangman's tree is still commonly used for this purpose in Arim, primarily by assassins of the Rev-enant Cult.

HARPWOOD

This flowering tree is found in certain sylvan woodlands, such as Astar of the Seven Kingdoms. its curved branches and resonant wood are much favored for use in the making of the finest harps, trioles, and other musical instruments.

INCENSE TREE

The incense tree is found primarily in Zandu, and less commonly, in Arim and Aaman. It is prized for its aromatic wood, which is used in the making of the finest incense and magical fumes. The Sultan of Zandu owns a grove of ancient incense trees which were reportedly once kept by the fabled sorcerer, Kabros.

IRONWOOD

A variety of deciduous tree notable for its steely-grey leaves and bark, the ironwood is found in temperate forests across the Talislantan continent. R is valued for its wood, which is nearly as hard as iron; Zandir woodsmen employ saws and axes coated with a solution of magical quicksilver when cutting these trees for timber.

JABUTU

Jabutu is a tropical plant found only in Chana and notable for its curious properties. The plant grows from a seed, sprouts into a flowering vine, then changes form into a fruit-bearing shrub. Once the plant has reached maturity the metamorphosis occurs in reverse, until the plant has reverted to its original, seed-like form. At this point the seed goes dormant for a short period before beginning the entire process again. It is said that jabutu plants undergo many such "reincarnations" and that a single plant may live for several centuries. Another unusual property of the jabutu is the claim the plant has a "soul," visible to those who are able to see spiritforms as a ghostly image.

Jabutu is valued both by Manra, who ingest a derivative of the plant's fruit in developing their

shapechanging abilities, and the Chana, who use jabutu seeds to create kesh, a narcotic used in certain of their occult rituals. The Nagra tribes believe that killing a jabutu plant will invoke the wrath of the forest spirits.

K'TALLAH

K'tallah is a rare variety of swamp plant found in Faradun, Rajinnar, and certain tropical forests and jungles along the Southern Rim. The leaves of this plant contain a resinous substance which, when smoked or ingested, enables the user to "see" visions of the near future. Though casual users of this substance cannot control or dictate the nature of these divinatory dreams, those who use k'tallah regularly can supposedly acquire the ability to do so. Unfortunately for those seeking enlightenment by such means, k'tallah is one of the most addictive substances in Talislanta. Individuals experimenting with the drug even two or three times often become completely reliant upon its euphoric and mind-expanding properties.



K'tallah addicts must partake of the substance each day or suffer horrible, and invariably fatal, consequences. The first symptoms of withdrawal are stomach pains, followed by the uneasy feeling that something is growing within the addict's body. Next comes the appearance of the snake-like tendrils of new k'tallah plants, sprouting from the unfortunate victim's eyes, ears, and mouth. Death invariably follows, usually within a few hours. Heavy users of k'tallah, arguably amongst the most wretched folk in existence, claim that leaves plucked from the body of a deceased k'tallah addict are especially savory.

FERNWOOD

Fernwood is a deciduous tree native to temperate woodlands and subtropical forests. it resembles a giant fern up to sixty feet tall and is valued primarily

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for its fragrant wood, which is used in the making of the most common types of incense.



LANTERN PLANT

This flowering plant is found throughout various woodland regions on the continent of Talislanta. Its lantern-shaped, blue flowers glow in the dark, causing a wan illumination. the plant is quite delicate and should be handled with care; if treated roughly, the lanterns lose their glow.

LOTUS

The Talislantan lotus is a variety of water lily common to certain swamplands and jungle regions. There are several different types. the scarlet lotus is a subtle, mind-influencing substance. Its powder renders those who take it susceptible to the commands of others. Black lotus possesses narcotic, hallucinogenic and mind-expanding properties such as ESP, clairvoyance and clairsaudience (+2 to all Mode (divination) rills for those with the Shamanism Order). Re-



peated use of this substance however runs a chance of addiction (WIL roll at -10). The pollen of the blue lotus is a subtle narcotic that brings about the onset of prophetic dreams. A multi-hued variety, known as rainbow lotus, is cultivated by the Mandalans and herbalists of the eastern Quan Empire. Its properties are unpredictable and the flower is prized mainly for its beauty.

MANDRAGORE

Denizens of the dark forest of Werewood, mandragores are an intelligent and motile species of plant life. Rarely exceeding three feet in height, these strange creatures are inactive by day, when they stand rooted to the ground. Though individuals skilled in woodlore or horticulture can sometimes spot them, in daylight mandragores appear much like ordinary plants. In the evenings the creatures uproot themselves and stalk the forest in bands of up to two dozen individuals, searching for prey. Using nets of vines and grasses, they snare their victims and bury them alive, thereafter feeding off their remains as normal plants draw nutrients from fertilizer. Mandragore groves often contain an assortment of valuables, buried and left to rot along with the remains of unfortunate travelers, merchants, and adventurers.



Though mandragores are quite intelligent, they are weak creatures who depend on surprise and overwhelming numbers in order to trap their prey. They fear fire and may be dispatched easily enough by a concerted show of force. As they speak the secret languages of plants and trees, they are coveted as familiars by some spell casters, who have been known to pay as much as five hundred gold lumens for a healthy specimen.

Size: 2'-3', 2-8 lbs.

Attributes:

INT +1

WIL -2

PER +2

CHA -6

STR -4

DEX +3

CON -1

SPD -2

Ability Level: 2-4

Attacks/Damage: Sharpened Sticks, DR 2

Special Abilities: Magical ability to warp/animate/alter unliving wood and plant products (maximum: approximately one cubic foot of material per Ability Level), speak language of plants and trees, night vision

Armor: Bark, PR 3

Hit Points: 6

Habitat: Werewood

MANG

Mang are a form of sentient tree found in the Aberrant Forest, certain parts of Werewood and other, isolated woodlands. There is some question amongst Talislantan scholars as to whether these entities are aberrations, created through sorcerous means or a type of sub-elemental. Mang regard inquiries into the specifics of their ancestry as intrusive, and refuse to elaborate on this subject.

In most respects, Mang resemble large and ancient deciduous trees. The inexperienced can easily mistake one for a common withgall; an insult of dire proportions to a Mang. Close examination will reveal the gnarled facial features characteristic of Mangs and may also



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earnt he observer a nasty bump on the head or worse. mang do not appreciate being gawked at by strangers and are not averse to displays of physical violence when they feel such actions are warranted.

Thought that are able to speak, and can move their upper branches at will, Mang are stationary creatures who must remain rooted to the soil. They can communicate with other forms of plantlife, using a type of telepathy, and are so able to learn much of what is transpiring in their respective domains. As Mang live for centuries, these entities often possess great stores of wisdom, whcih they may or may not wish to impart on others.

Size: Up to 40' tall

Attributes:

INT +5	PER +4
WIL +7	CHA -1
STR +7	DEX -4
CON +8	SPD -5

Ability Level: 10-20+

Attacks/Damage: Limb DR6

Special Abilities: Roots can be used to grasp

Armor: Bark hide PR5

Hit Points: 50 +1 per ability level

Habitat: Aberrant Forest, Werewood, rare elsewhere.

MANTRAP

The mantrap is a giant flowering plant native to the jungles of Faradun and the swamps and marshlands of the Dark Coast. This dangerous organism exudes a scent that is irresistible to most living creatures, and may be borne on the wind for distances of several miles. Once an affected creature or individual approaches the mantrap, the plant enfolds the unwitting victim in its petals. Death by asphyxiation results within three minutes' time, after which the mantrap gradually begins to dissolve and digest its prey. An hour later, the plant will disgorge any inedible materials (cloth, metal, bone, etc.) that it has swallowed. Despite the considerable risks, certain entrepreneurial sorts are known to hunt mantrap for its pollen, a narcotic substance called euphorica.

Size: 6'-10', 120-200 lbs.

Attributes: STR +3, SPD +1; all others negligible

Ability Level: 3-7

Attacks/Damage: Asphyxiation: DR 10 per round

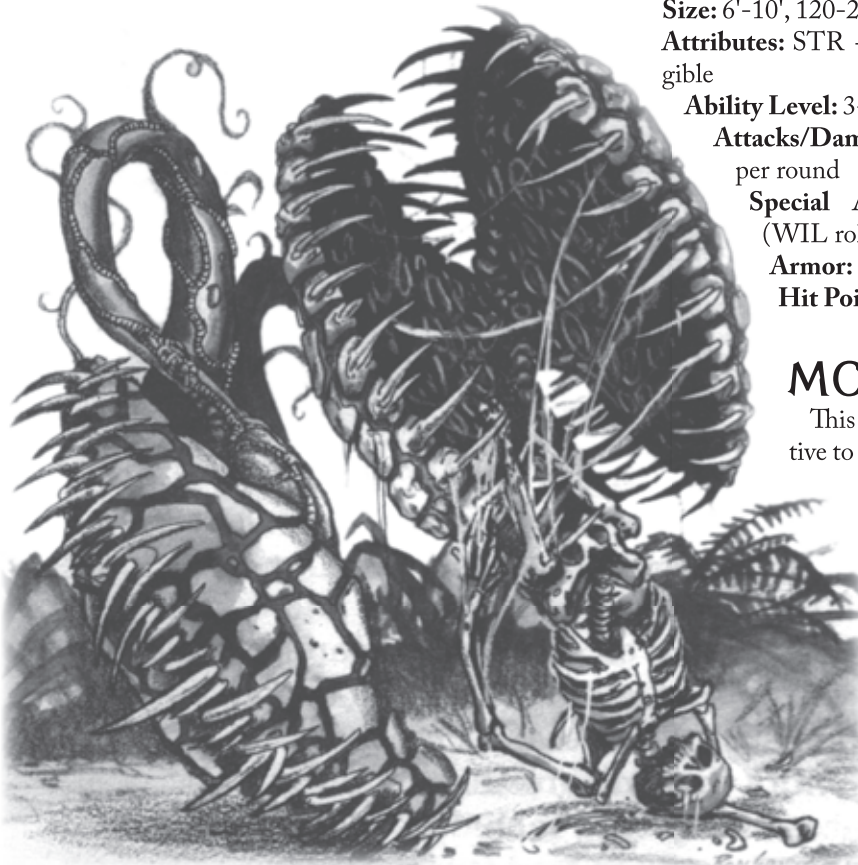
Special Abilities: Irresistible scent (WIL roll at -5 to resist)

Armor: None

Hit Points: 12

MOONFLOWER

This exotic variety of flower is native to the Quan Empire. It is named for the fact that its fragrant blossoms bloom only at night, and change color to match the hues of the first Talislantan moon to appear in the evening sky. Moonflowers are prized by horticulturists and collectors from other lands, many of whom will pay up to a hundred gold lumens for a single, healthy specimen.



MORPHIUS

Morphius is a parasitic plant that grows amid the branches of trees and bushes. The fragrance exuded by its deep blue blossoms induces sleep in most types of living creatures. Characters who make a CON roll are groggy for d20 minutes (-1 on all Action Table rolls); those who fail fall asleep for a like period of time.



MUNG-BERRY

The mung-berry is a large variety of fruiting tree found only in the swamplands of Mog. The leaves and berries of this tree form a substantial part of the Mogroth's diet and have certain practical uses as well. The juice of the mung-berries is so incredibly bitter that it serves to repel biting insects and certain other

pests, including the noxious insectoids known as flits. When boiled, the leaves of the mung-berry also yield a waxy glue with excellent adhesive properties. As Mogroth do not take kindly to the stripping of their precious mung-berry trees, the

NEEDLELEAF

One of the more dangerous Talislantan plants, the needleleaf is found in temperate forests such as Werewood, Silvanus, and woods throughout the Western Lands. The plant is sensitive to vibrations occurring within a ten foot radius of its location. In response to such stimuli, the plant launches a shower of inch-long, barbed needles. The needles contain a mild toxin that causes a most unpleasant burning and itching sensation. Worse yet, permanent blind-



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ness can result if the plant's spiny projectiles strike a creature's eyes. A mature needleleaf may have sufficient needles to launch up to a dozen such attacks, a period of about ten days being required before the plant can manufacture a new supply of ammunition. Whisps are known to employ the plant's needles as diminutive arrows or javelins.

Size: 2'-8', 4-40 lbs..

Attributes:

PER +1

DEX +2

SPD +2

All other attributes negligible

Ability Level: 3

Attacks/Damage: Needles: DR 2 at range of 10 feet (causes a painful burning/itching for up to 10 minutes)

Special Abilities: None

Armor: None

Hit Points: 4

NEUROZOID

Neurozoids are a rare and bizarre-looking form of ambulatory fungus found only in the Mushroom Forest of Werewood and the Sinking Land. These organisms resemble great masses of pulsating brain tissue. Despite appearances, the fungus is not a sentient entity. Neurozoids graze on slimes and moulds, moving slowly across the terrain. They are quite harmless, and in fact are of some use to horticulturists and gardeners.

NIERA OAK

The Niera is a rare variety of oak with lovely white leaves native to the upper slopes of the southern mountains of Silvanus. Stands of Niera Oak often look like fields of snow on the mountains from a distance.

ORANGE FUNGUS

This odd variety of fungus is found in underground caves and tunnels throughout Durne. It may lie dormant for months or even years until such time as it makes contact with another living organism or is moved or struck. Should this occur, the organism will begin to multiply at a rapid rate, growing in size for one minute after which it is up to 6 times its original size. The reason why the fungus reacts in this manner

is unknown; the naturalist Thystram believed that this unusual activity was a defense measure intended to discourage predators.

PARASOL TREE

This colorful variety of giant palm tree is common to tropical rain forests and jungles. It is notable for its size (up to a hundred feet in height), and for its spreading crimson foliage, which resembles a great umbrella or parasol in shape.

POLYP-PLANT

The polyp-plant is indigenous to the Aberrant Forest and Dark Coast regions, as well as parts of Mog and Jhangara. The plant consists of a long, tube-like stem, terminating in a bulbous tip filled with a sweet, sticky nectar. The Muses o' Astar are partial to the nectar of polyp-plants, as are many types of insects.

PRISM PLANT

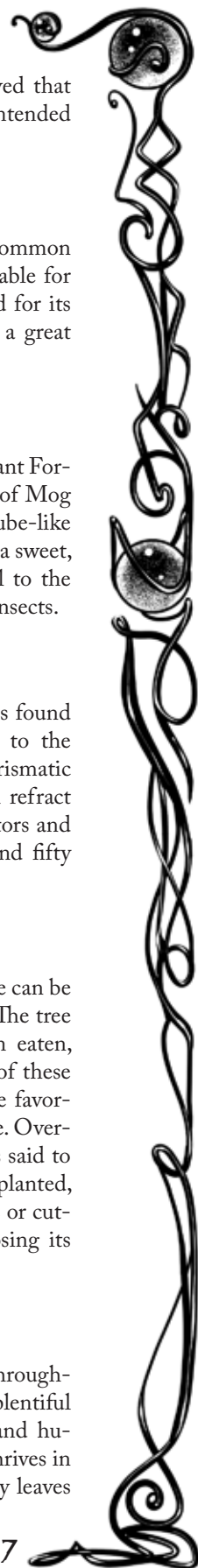
This rare variety of crystal dendron (q.v.) is found in certain woods and forests from Zandu to the Quan Empire. The plant is notable for the prismatic properties of its leaves and blossoms, which refract light in all the colors of the rainbow. Collectors and botanists will often pay up to a hundred and fifty gold lumens for a healthy prism plant.

PROPHET TREE

This rare and ancient variety of fruiting tree can be found in certain isolated woods and forests. The tree produces a tempting red fruit which, when eaten, confers visions of future events. The nature of these visions is unpredictable; the portents may be favorable, unfavorable, or utterly incomprehensible. Overindulgence in the fruit of the prophet tree is said to lead to madness. The trees cannot be transplanted, and are difficult (-10) to cultivate from seeds or cuttings. The fruit is particularly perishable, losing its efficacy soon after it is picked.

PROVENDER PLANT

The provender plant grows in abundance throughout the continent of Talislanta, serving as a plentiful source of food for herd beasts, omnivores and humanoids alike. It is exceptionally hardy and thrives in almost any type of climate. The plant's grassy leaves



make excellent fodder; its seeds, which can be harvested in the fall, can be used as a passable substitute for other grains. Even the bulbous root is edible, though its bitter flavor is favored by few creatures other than land kra, which feed on the tubers from below the ground. The famed naturalist Thustram theorized that the provender plant was a hybrid created by ancient Archaen botanomancers.

PURPLE NARCISsus

The purple narcissus is an enchanted hybrid created by a precocious botanomancer of ancient times, whose name has long since been forgotten. The plant blooms only if it can see its reflection in a mirror, pond, or other reflective surface; this peculiarity has endeared it to collectors of exotic plants such as the Hadjin, who will sometimes pay up to two hundred gold lumens for a healthy specimen. Purple narcissus is a cultivated plant and can only be grown in indoor environments. The plants are quite frail and wither if exposed to direct sunlight.

RAMPANT

Rampant is well-known vine that grows wild throughout Talislanta. The plant serves as a plentiful supply of fodder for wild and domestic herbivores. Rampant grows at an alarming rate, up to five feet per day under ideal conditions and is a nuisance to gardeners.

REPENTE

This plant is well-known for its spiny stem and leaves, which are tipped with a noxious venom that can cause painful, itching rash. The plant's name means "you'll be sorry" in old Archaen.

SCARLET SPOROZOID

The scarlet sporozoid is a blood-red variety of mushroom found only in dark, damp environs such as swamps, ancient crypts, and the subterranean tunnels around Durne and other regions. If disturbed or approached carelessly, the fungus will expel a cloud of crimson spores. Each of these tiny spores is a living, feeding organism that will greedily devour organic substances of any sort, including hide, flesh, and even bone. The spores feed continuously until the unfortunate victim is dead, at which time new scarlet sporozoids begin growing from the unwitting host's corpse.



Fire will kill a sporozoid or its malignant spores, though a medicinal purge is the preferred treatment for victims of a sporozoid attack. Radiant magical light, cast directly upon a scarlet sporozoid, will render it temporarily unable to expel its deadly spores.

Size: 2"-12", 1-6 oz.

Attributes: All negligible

Ability Level: 1

Attacks/Damage: Spores: DR 4 per round

Special Abilities: Rendered impotent by radiant light, spores harmed only by fire/acid/anti-parasitic purge

Armor: None

Hit Points: 1 (mushroom)

SCIMITAR BUSH

Scimitar Bush is indigenous to hills, plains, and wilderness regions. It is quite aggressive, and will lash out at creatures or individuals who approach too closely. In this respect, the plant is aptly named, for its leaves are as long and nearly as sharp as scimitars, and are capable of delivering a nasty wound. Unlucky creatures who happen to run into (or try to hide in) a scimitar bush may suffer up to a dozen attacks, and may be cut to ribbons. Scimitar bush is exceptionally rugged, and can survive even in such hostile regions as Khazad, Urag, and the Wilderlands of Zaran.

Size: 3-7' in height, up to 6' in diameter

Attributes:

INT -15

PER -10

WIL -10

CHA n/a

STR +1

DEX -5*

CON +0

SPD -1

* when attacking; otherwise, -15

Ability Level: 1-3

Attacks/Damage: Scimitar-like leaves: DR 4

Special Abilities: None
Armor: None
Hit Points: 12 +2/level
Habitat: Continent wide

SERPENTVINE

Serpentvine is an unusual species of carnivorous plant found growing amongst the branches of swamp trees in such locales as Mog, Jhangara, and the Dark Coast. The plant is aptly named, for its vines terminate in fibrous pods which very much resemble the heads of small serpents. Normally subsisting on a diet of small birds, lizards, and insects, serpentvine poses little threat to larger creatures. Its pods, which may number as many as a dozen on a large plant, are nonetheless capable of delivering a nasty bite (DR 1 per tendril) to those who fail to exercise an appropriate degree of caution. As serpentvine is a proven deterrent against woodwhisps, flits, and other diminutive pests, it is in demand in some places.



SHRINKING VIOLET

An herb notable for its purple flowers and diminutive size, fullgrown shrinking violets rarely exceed half an inch in height. the tiny flowers of this plant possess magical properties and are useful in shrinking potions, powders and diminution and so forth. A dram of shrinking violet seldom sells for less than 12 gold lumens.

SICKLEWEED

This grassy plant grows wild in many wilderness areas, and is particularly common on the Plains of Golarin.. It is named for its wiry, curved leaves, which resemble sickle-blades. A “blade” of sickleweed can, in fact, be used to saw through rope, cloth or similar materials in a pinch.

SILVER DEODAR

This large (up to seventy feet) variety of spreading conifer is native to both the Eastern and Western land. It is valued for its durable and fragrant wood, which is extensively utilized for Talislantan construction.



SKULLCAP

Skullcap is a poisonous variety of mushroom, notable for its bone-white cap and ablack, bowed stem. Taken in minute quantities of one-half dram or less, the mushroom can cause highly irrational and even violent behavior lasting up to one hour. A successful CON roll means the character is irrational but not out of control. A dram or more will cause swift and painless death in most cases, usually within one to



two minutes. Even a successful CON roll does DR 1 per round for d20 rounds. The Wildmen of Yrmania have, through long use, developed a virtual immunity to the toxic effects of skullcap. Most have been rendered insane, a possible side-effect of this hallucinogenic substance.

SNOW LILY

A delicate white flower found only in the coldest climes, snow lily is a beneficial plant that has certain practical uses. Eaten fresh, the lily's stem can be used to ward against the onset of frostbite. Prepared in an elixir, snow lily petals are said to confer virtual immunity against the effects of cold.



Vast fields of snow lilies can be found across the Northern Reaches from Narandu to the borders of Xanadas. The plants lay dormant during the spring, bursting into bloom only after the weather turns cold. Borne upon the winds, their frost-blue pollen covers the snowfields of L'Haan and Narandu for miles, providing food for numerous small creatures and organisms.

SORCERER TREE

This rare coniferous tree is found only in isolated woodland regions. It is notable for its "mantle" of dark green foliage, which gives the tree the semblance of a tall (10-12 feet) hooded man. The wood of the sorcerer tree is often used in the making of enchanted staves and wands, and is thought to possess magical virtues.

SOUL TREE

The soul tree is only found within a five mile distance from the Necros River in the Western Lands and always grows alone. The soul tree looks like a



twisted, leafless oak tree except for its large knots, which have been described as looking like humanoid faces in pain.

SPAN OAK

Span Oak is a giant species of deciduous tree that may attain heights of over two hundred feet. The limbs of this tree are strong and sturdy and generally span a distance equal to the tree's height, hence its name. The avian Gryphs make their eyries in these great trees which purportedly live thousands of years. The tree sheds about a fourth of its branches each fall, and the fallen limbs are coveted as excellent timber in Cymril and other lands.

SPICE TREE

The spice tree is a hybrid originally created by the Green Aeriad botanomancers of Vardune, and now grown extensively in Vardune and Zandu. The tree is eminently useful: its bark, leaves, and roots can be used to make three different types of tea; its nuts are like clove, its soft inner bark like ginger, and its flowers as fragrant as myrrh.

SPIDER MOSS

This parasitic plant is native to swamps, jungles, and woodlands across the continent. The plant is aptly named, for it resembles a 2-4 foot tall shambling spider, and is capable of moving about from one place to another in a slow (SPD -4) creeping fashion. Except as pertains to other forms of plantlife, spider moss is harmless. The Green Men of the Dark Coast have learned to be wary of this plant, which is stubbornly aggressive and feeds on vegetable matter by injecting it with a caustic chemical solvent then absorbing the nutrients through its fibrous roots.

Size: 2-4' long

Attributes:

INT-15	PER +0
WIL +4	CHA n/a
STR -15	DEX -10
CON +0	SPD +0

Ability Level: 2-5

Attacks/Damage: Caustic spray DR 3

Special Abilities: None

Armor: None

Hit Points: 5

Habitat: Continent wide

SPIDER OAK

A much smaller relative of the Span Oak, the Spider Oak has a large exposed root system that lifts its main trunk high off the ground much in the same way that a Crag Spider's dozen legs elevate its own body. Large groves of Spider Oak often have their root systems so intertwined with one another that many woodsmen go elsewhere in search of lumber for fear of cutting the wrong root and having part of the mass come crashing down. The undersides of Spider Oaks are often moist, damp places and home to the various fungi, mosses, and vermin found in such places. However, for a traveler seeking to get out of the rain, the darkened arches of a Spider Oak's roots offer some shelter.

SPITTING CROCUS

This noxious variety of wildflower is found in wooded and jungle regions of all sorts. The flower is named for its habit of "spitting" at creatures or individuals who pass within a five foot radius of its location; no doubt, an effective deterrent to creatures who

might wish to devour it. The plant's acidic spray can cause temporary blindness (lasting from 1-10 minutes), but generally does no permanent harm.

Size: 6" to 1 tall

Attributes:

INT-15	PER n/a
WIL n/a	CHA n/a
STR n/a	DEX n/a
CON n/a	SPD n/a

Ability Level: 1

Attacks/Damage: Acidic spray DR 1 (can cause blindness for up to 10 minutes on a critical success)

Special Abilities: None

Armor: None

Hit Points: 1

Habitat: Continent wide

SPONGE BRISTLE

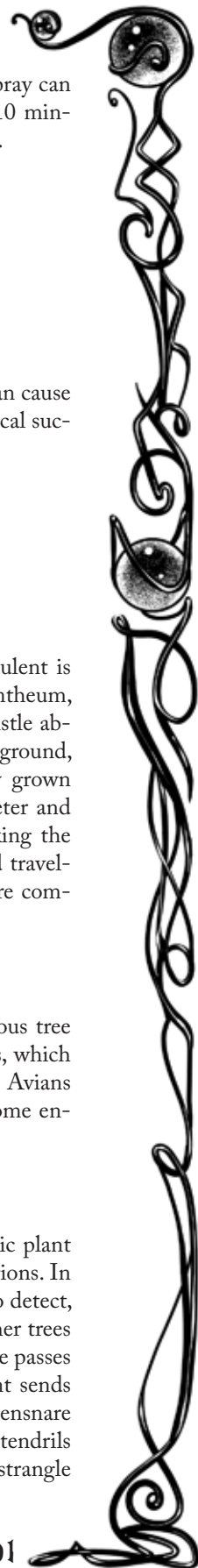
This rugged variety of spiny-skinned succulent is indigenous to hot, arid regions, such as Carantheum, Djaffa, Kashmir, and Rajinnar. The sponge bristle absorbs moisture from the air and from below ground, storing it within its pulpy interior. A fully grown plant can measure up to three feet in diameter and may contain up to six quarts of water, making the sponge-bristle a boon to desert-dwellers and travelers. Along with desert palms, these plants are common to many a Wilderland oasis.

SPIDER DENDRON

The spider dendron is a variety of deciduous tree indistinguishable by its network of fine branches, which resemble a spider's web, hence the name. Avians and other types of creatures sometimes become entangled in the spider dendron's branches.

STRANGLEVINE

Stranglevine is a rugged species of parasitic plant found in Taz and many jungle and forest regions. In its native environment the plant is difficult to detect, for it intertwines itself in the branches of other trees and shrubs. When an animal or other creature passes within a few feet of a stranglevine, the plant sends forth a whip-like tendril in an attempt to ensnare its prey. If successful, the plant drops more tendrils about its victim, seeking to immobilize and strangle





it in its tough, fibrous coils. Only the strongest creatures can hope to break free once entangled in this manner, for the vines are resistant to cutting and, to a lesser extent, burning. The plant's root system is far more vulnerable to damage, though it can be difficult to locate in a crisis.

Stranglevines draw nutrients directly from the decomposing corpses of slain victims, the remains of which often provide a grim clue as to the location of these dangerous plants. A mature stranglevine can have as many as six tendrils; an ancient plant, up to twelve.

Size: 10'-80'+, 1 lb. per ft.

Attributes: STR +3, SPD +1 (all other attributes are negligible)

Ability Level: 3-5

Attacks/Damage: Constriction: DR 9 per round, one attack per tendril

Special Abilities: Limited motility

Armor: Tendrils, PR 5; Roots, None

Hit Points: Tendrils: 6 points each; Roots: 8

STENCHROOT

Stenchroot is a noxious variety of tuber cultivated by the Gnomekin of Durne. The plant is harvested for its milky juice, which is drained through small incisions in the root; this is accomplished from below ground since the stenchroot plant itself is never picked. The Gnomekin employ flasks of stenchroot juice as a deterrent against intruders unto their under-



ground realms, using slings to propel the clay missiles great distances. The vials break upon contact with any relatively solid object, emitting the most horrid stench imaginable. So much as a whiff of this malodorous fluid will make most creatures incapacitated by extreme nausea (Ferran are immune). A critical success on a CON roll prevents incapacitation from direct exposure. A full success does the same for a mere whiff. Fortunately, the juice eventually evaporates when exposed to the air, leaving behind only a faint, musky scent.

SULPHUR TREE

This acrid-smelling tree is notable for its bright yellow foliage, bark and roots. Sulphur trees are highly flammable, but are of no use as tinder, for the reason that they give off a noxious smoke. The tree is found only in the Yellow Marshes of Mog.

TANTALUS

Tantalus is a small, leafy plant with a tuberous, heart-shaped root. Powdered Tantalus root is known to be a potent aphrodisiac and sells for as much as 150 gold lumens per dram in certain places. The root causes an increase in amorous desires,



but even a partial success with a WIL roll allows a character to keep his or her behavior in check. The tantalus root is also said to be of use in the making of charms, love philters and the like.

THISTLEDOWN

The thistledown bush is common to the deep woodlands of Tamaranth, but is almost unknown elsewhere. The soft down contained in the plant's seedpods is used to make spinifax, a light and durable cloth favored by the Arianes.

THORNWOOD

A giant species of vine, Thornwood can be found in regions across Talislanta. The tough spiny branches of the Thornwood are highly resistant to both fire and cutting implements normally used for clearing brush, furthermore, the prodigious rate of growth of this vine leads most farmers to describe it as a nuisance. Although it can be used as an efficient hedge to surround a property, providing a measure of both privacy and



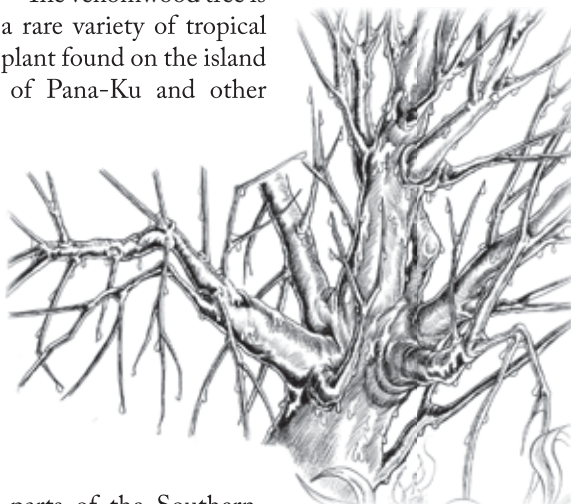
security, the constant need to keep the plant from over-growing its bounds and taking over the rest of the landscape often discourages any but the wealthiest or most careless from using for this purpose.

TINSEL TREE

This peculiar tree is found in the Aberrant Forest and other isolated woodlands. It is named for its silvery leaves, which sparkle in the light of the twin Talislantan suns. The spun fibers of tinsel tree leaves are used to make silver-sparkle, a costly (ten times the price of common cloth) and somewhat garish material popular in Zandu, Hadj, and the Quan Empire.

VENOMWOOD

The venomwood tree is a rare variety of tropical plant found on the island of Pana-Ku and other



parts of the Southern Rim. Its wood exudes a virulent poison that is thought to protect the tree from boring insects and root grubs. The cannibalistic Na-Ku tribes make "poison arrows" (as they are most aptly called) from the branches of the venomwood. Victims hit by a poison arrow first experience searing pain in the area surrounding the wound, followed swiftly by a noticeable loss of strength. Unless an antidote can be obtained, even the slightest wound from a poison arrow will result in death within two to eight hours. Illegal in most civilized lands, venomwood arrows are greatly favored by assassins and are sometimes available through black market connections.

VIOLET CREEPER

Violet creeper is a rare species of ambulatory shrub native to certain temperate forests and jungles. It is easily recognized by its dense, purple foliage and can reach a height of up to seven feet. Inactive by day, this shrub uproots itself at night and creeps about, searching for warm-blooded prey. When it comes upon a sleeping or helpless creature, the creeper sends forth a dozen or more wormlike shoots that exude an anesthetizing fluid. The plant then roots itself in the hapless victim and feeds on its vital fluids, leaving the area just before the light of day. If attacked before it has finished feeding, a violet creeper will shamle away.

Unlike most forms of plant life, violet creepers have a fair degree of intelligence and are capable to some extent of reason. They fear fire and will flee if threatened with torches or magical flame. If one approaches during daylight, it is supposedly possible to gently uproot young violet creepers and take them

into captivity, though one should exercise caution with regard to the transplanting and maintenance of these shrubs, especially during the evening hours.

Size: 6'-7' tall, 100-250 lbs.

Attributes:

INT -3	PER +0
WIL -9	CHA -17
STR -1	DEX +0
CON -1	SPD -1

Ability Level: 1-3

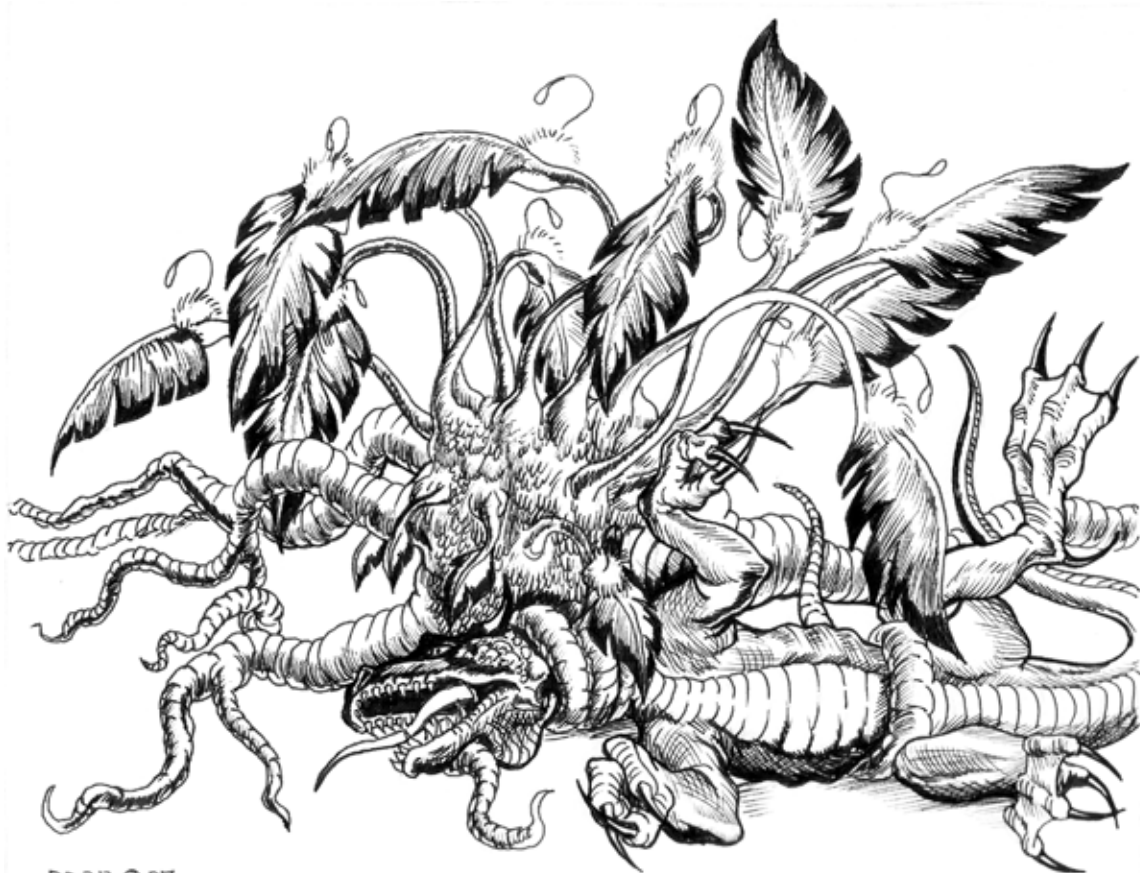
Attacks/Damage: Blood Drain DR 2 per minute

Special Abilities: Shoots exude anesthetizing fluid (attack cannot be felt)

Armor: Bark, PR 2

Hit Points: 2, +2 per level

Habitat: Temperate forests, jungles, marshlands



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VIOLET MOONBLOSSOM

These deep purple flowers can only be found in the deepest heart of Ebonwood in the Midnight Realm. They bloom only in total darkness, when the black sun stands directly overhead, and flinch from any significant light source. The pollen from the violet moonblossom has potent restorative properties, and can be used to create an elixir that rapidly heals most types of wounds. Violet moonblossom pollen can only be collected when the flower is in full bloom.

VIRIDIA

A hybrid plant with many practical uses, viridia was developed several hundred years ago by the legendary botanomancer, Viridian. Seeking to create the ideal cultivated plant, Viridian spent over forty years isolating, categorizing and combining plant essences. The result of the fabled magician's labors was a plant of uncommon virtues.

All parts of the viridia plant are useful. The root is a nutritious tuber, and can be ground into flour for baking. The tree discards a fourth of its older branches once a year, yielding a plentiful supply of wood for construction or fuel. The young leaves can be boiled to make an herbal tea, and the old ones used as roofing material or compost. The viridia's six foot-long pods are of use as one-man skiffs, and the fibrous down found in these pods can be woven into a fine, supple linen.

Perhaps one of Viridian's finest achievements, the viridia plant is not without certain minor flaws. Developed to be hardy and long-lived, viridia grows with wild abandon, sometimes forcing out other forms of vegetation. Viridia bark is resistant to fire, and its root system grows so deep in the soil that the plant is practically impossible to remove or kill once it has attained a height of four feet or more.

WAVERING SUNBLOSSOM

This colorful wildflower is found only in the Aberrant Forest, where it grows in great abundance in certain spots. The flower derives its name from its uncanny propensity to shift in color, according to the prevailing breezes. There are few sights as breathtaking as a field of wavering sunblossoms, fluctuating in myriad hues with the movement of the wind.

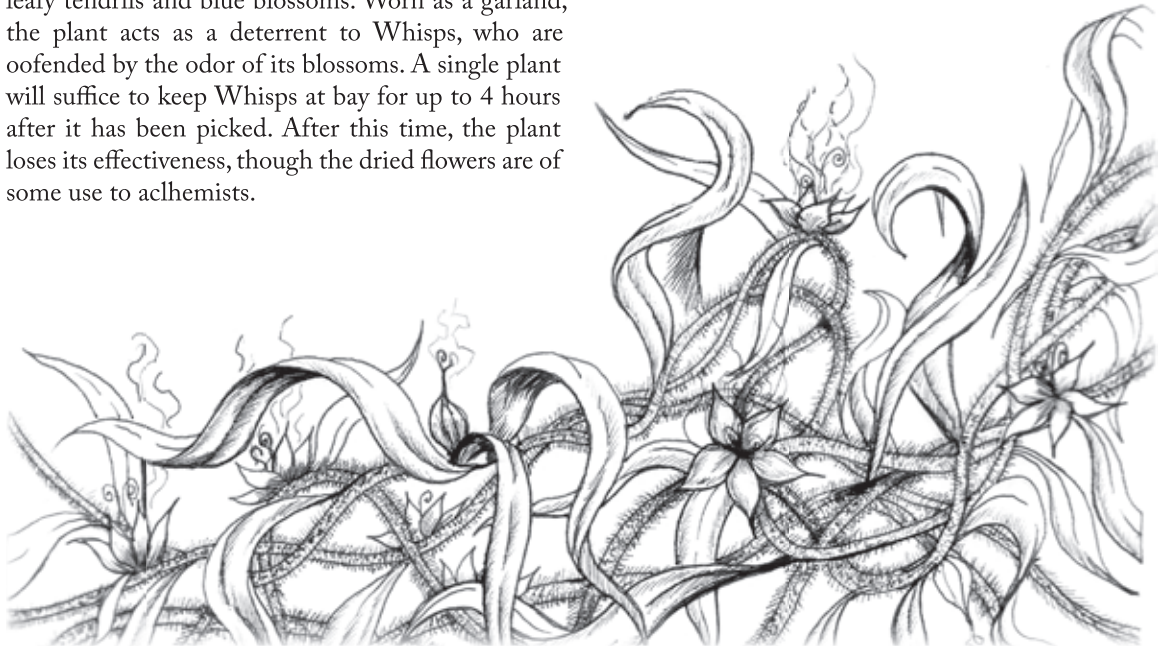


WHIPWEED

This insidious plant grows both on land and underwater, and can be found across much of the continent. It can cover large areas in a fairly short amount of time, and is quite dangerous. Individuals or creatures attempting to pass through a patch of whipweed will be instantly attacked by dozens of slashing, leafy tendrils (damage: d8 per round). Whipweed is easily mistaken for common plainsgrass; an error which may yield fatal consequences.

WHISPBANE

Whispbane is a rare variety of creeper with long, leafy tendrils and blue blossoms. Worn as a garland, the plant acts as a deterrent to Whisps, who are offended by the odor of its blossoms. A single plant will suffice to keep Whisps at bay for up to 4 hours after it has been picked. After this time, the plant loses its effectiveness, though the dried flowers are of some use to alchemists.



WHISPERWEED

Whisperweed is a rare species of plant practically indistinguishable from most common varieties of wild grasses. So ordinary is this plant's appearance that even the most highly skilled horticulturists find it difficult to identify accurately, an unfortunate situation considering the fascinating properties of

this most unusual organism. Whisperweed derives its name from the plant's ability to *speak* softly when swayed by the slightest breeze. These plants are known to whisper the most astonishing things: long lost secrets, ancient incantations, legends, bits of verse and more. How whisperweeds come to know such things and how the plants are able to speak are mysteries which yet remain unsolved. As it is not possible to cultivate or grow this uncanny plant except in the wild, the discovery of a patch of whisperweed is deemed a rare find indeed.



WHITEWOOD

Whitewood is an ivory-colored variety of coniferous tree found in mountainous, hill and forest regions. The handsome wood of this tree is prized by woodcarvers for its ornate beauty and durability. Both the Ariane and the Dhuna favor whitewood for use in the making of staves and bows.

WILLOWOOD

This tree, with its characteristic hanging foliage, is native to the banks of rivers, lakes, and swamps. The flexible twigs of the willowood are used in the weaving of baskets, mats, and furnishings of various sorts.

WITHERGALL

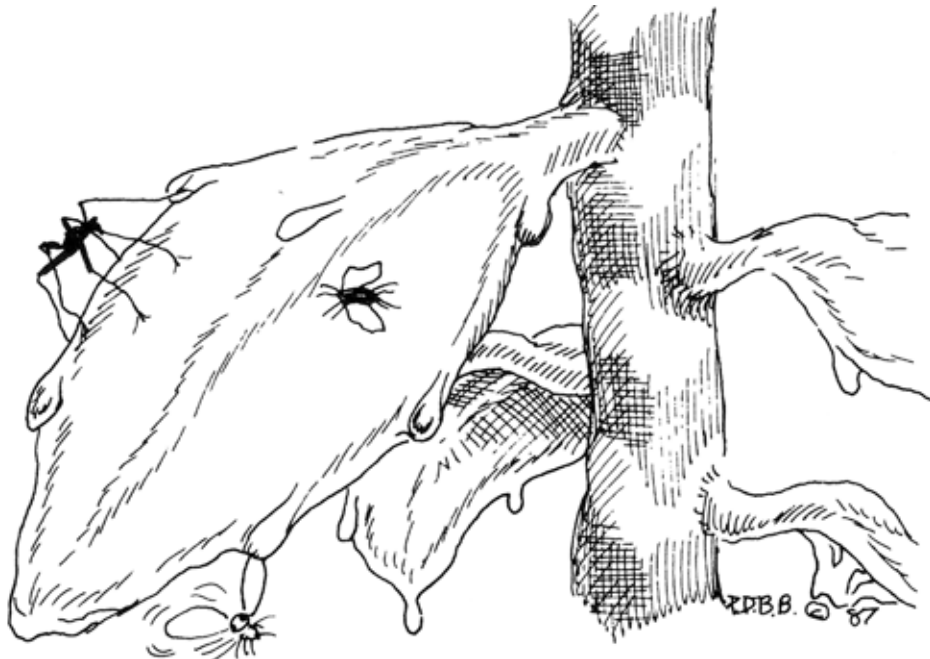
Withergall is a variety of gall oak (q.v.) native to wastelands and wilderlands regions. It is similar in most respects to gall oak, but is bent and withered in appearance, and is a favorite nesting place for avian scavengers, such as the morde (q. v.).

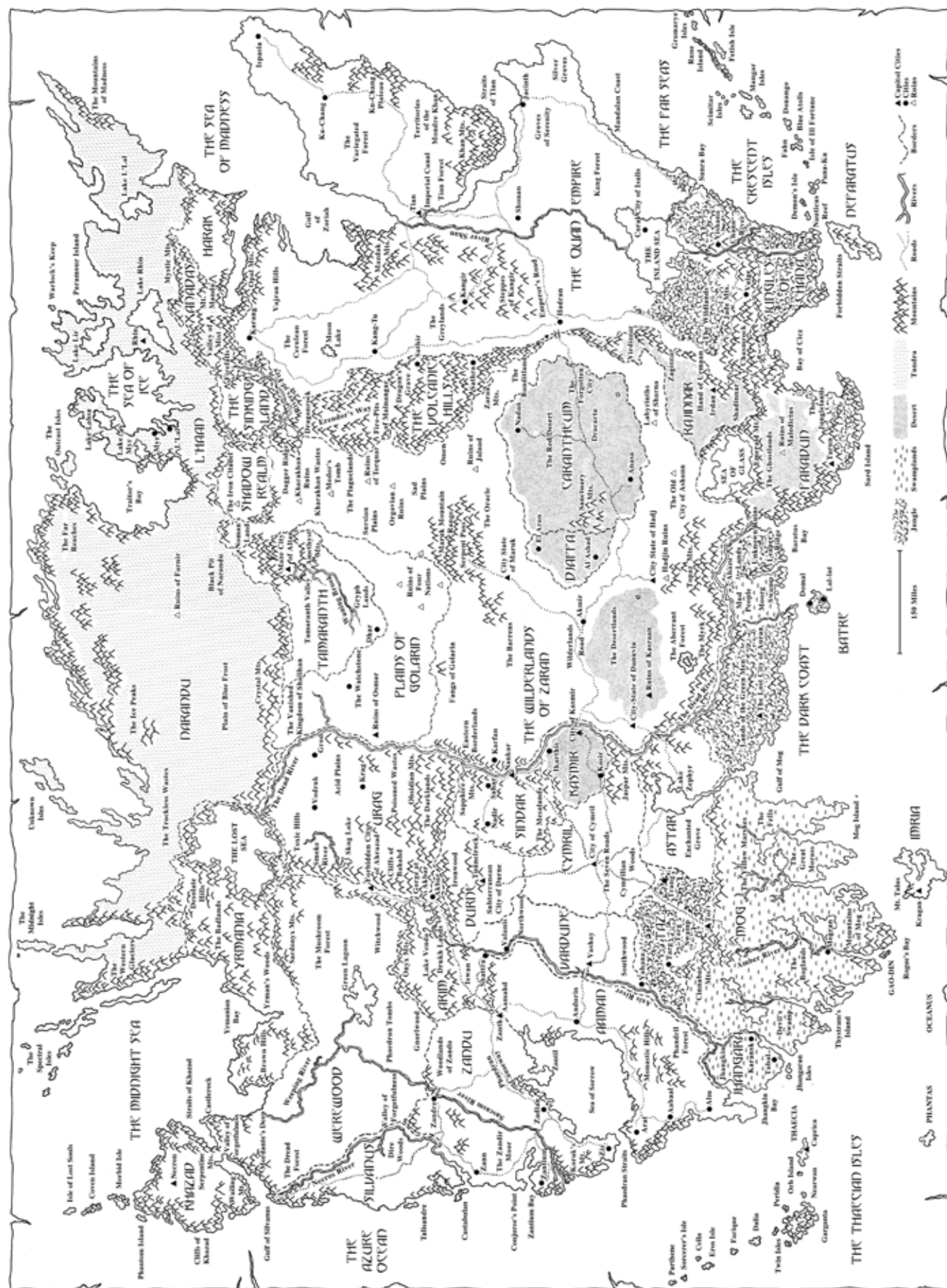
YELLOW AQUEOR

A giant species of kelp that can grow up to five hundred feet in length, yellow aqueor is an important natural resource for the Oceanians, who consider it the most useful of all sea-plants. The aqueor's massive trunk, cut into sections and dried in the light of the twin suns, takes on tensile strength comparable to good hardwood. The leaves are edible, and the fibrous stems can be used to make rope, parchment, mats, baskets, and even a type of coarse cloth. Furthermore, all products derived from the yellow aqueor are highly resistant to rotting and water-logging.

YELLOW STICKLER

The yellow stickler is a peculiar plant native to various temperate forests and jungle regions of Talislanta. Standing up to five feet in height, the stickler's long, golden leaves exude a sap with remarkable adhesive properties. The plant feeds on insects of all sorts, which become stuck to its leaves and eventually die. The decaying insect then provides nutrients that the plant absorbs by the process of smosis.





With its abundance of strange, and often dangerous, flora and fauna, Talislanta provides ample material for a naturalist's life work. From Abominations to Zoab, *The Menagerie* contains well over 250 creatures, both malign and benign, to challenge your Talislantan heroes.

Compiled from twenty years of Talislanta publications, this edition also introduces several new creatures to the world. *The Menagerie* is divided into several sections: one for creatures native to Talislanta and another for extra-dimensional entities like demons, devils, elementals and other strange creatures from the outer planes. Another section details Talislanta's bizarre insect life and the final section deals with flora.



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