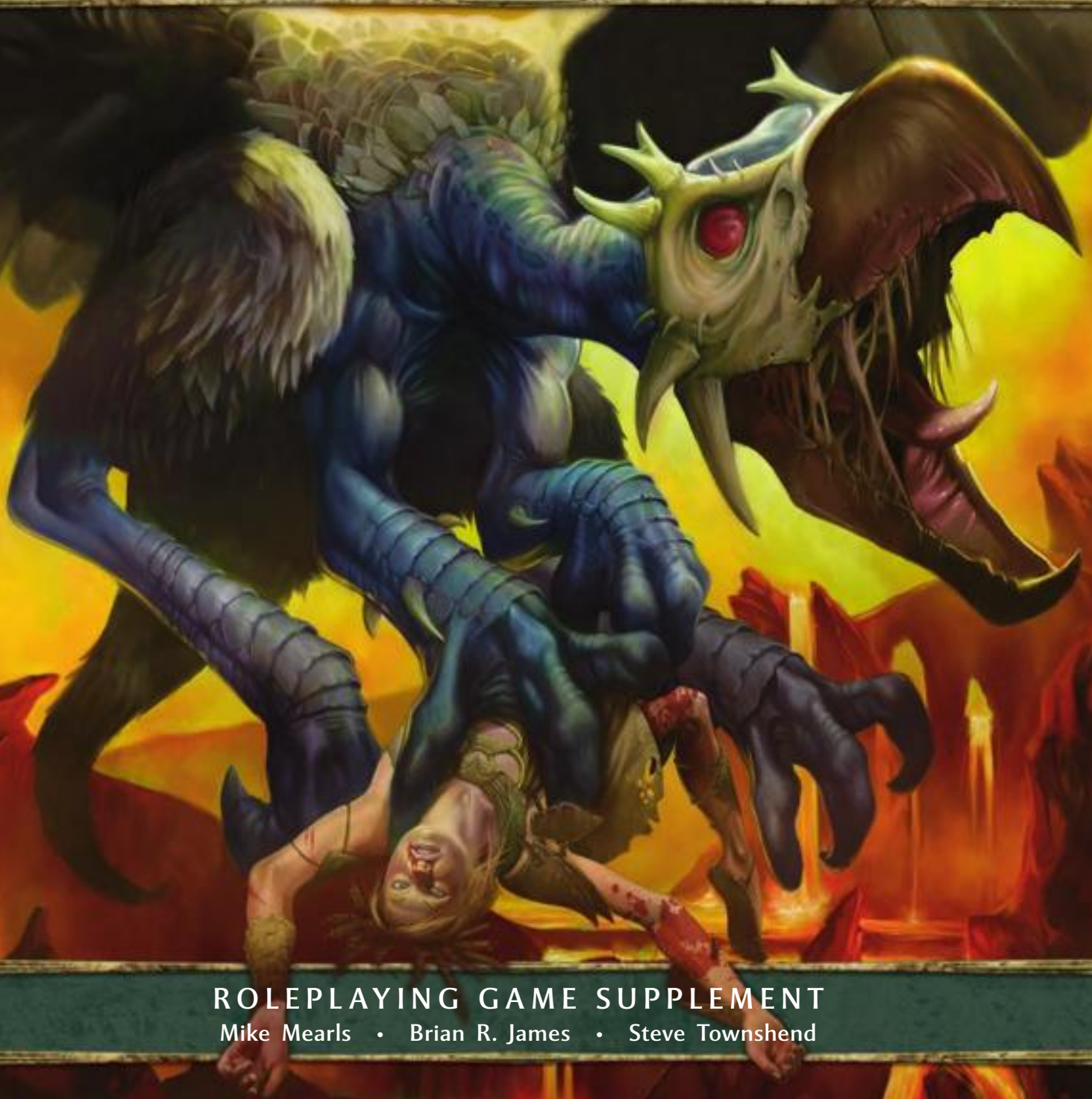


DUNGEONS & DRAGONS[®]

DEMONOMICON™



ROLEPLAYING GAME SUPPLEMENT
Mike Mearls • Brian R. James • Steve Townshend

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CONTENTS

1. DEMON LORE	4	Bound Demon Powers.	28	City Corruptor (Evanissu)	108
The Demonomicon of Iggwilv.	6	Demonic Master Powers.	29	Clockwork Horror	109
History of the Abyss	7	Replacing Variable Resistance.	30	Demon Spawn	110
The Obyriths	7	Campaign Arc:		Derghodemon.	111
Birth of the Abyss	7	Rise of the Obyriths.	32	Ferrolith	112
The Prince of Demons	7	Heroic Tier:		Fire Demon	113
Final Formation	8	An Endless Dark Arises	32	Guardian Demon	114
The Cult of Elemental Evil		Paragon Tier:		Haures.	116
and the Dawn War	8	To the Abyss and Back	32	Hydrodemon	117
Queen of Chaos.	8	Epic Tier: Against the Obyriths	33	Incubus	118
Chaos United	9	Disrupt the Cult Ritual	34	Ixitxachitl	119
The Age of Blood.	9	Demonic Traps and Hazards	36	Jarllak	120
Chained God and Fallen Angel	9			Jovoc	121
The Blood War.	9	2. THE ABYSS	40	Kostchtchie	122
Demonic Physiology	10	The Abyssal Realm.	42	Mahataa	124
Body, Soul, and Animus.	10	Layers of the Abyss	43	Malgodemon	125
Anatomy and Habits	10	The Plain of a Thousand Portals	44	Mane	126
Cacodemons and Possession	11	The Blood Rift	50	Mavawhan	127
Death and Death Throes.	12	The City of Morglon-Daar	52	Nabassu	128
Demonic Ascension.	14	Azzagrat.	58	Oublivae.	130
Feast of Souls	14	The Iron Wastes	64	Pazuzu.	132
Soul Larvae	14	Abysm	68	Phraxas	134
Parasites and Thralls.	14	The Barrens	72	Piscodemon.	136
Progression by Mortal Host	15	The Deep Layers	76	Quarrak	137
Spontaneous Ascension.	15	Roll of Abyssal Layers.	80	Rageborn	138
Society	16	Abyssal Portals.	82	Ruin Demon	140
Demon Lords	16	Demonic Temples.	87	Rutterkin	141
The Obyriths	17	Demonic Delve:		Scion of Zuggtmoy.	142
Cults.	17	The Wasting Tower	88	Seszrath	144
Summoning Demons	18	Unhallowed Benediction	90	Shaadee	145
Summon Demon.	18	Shemeshka the False	92	Sibriex.	146
Betrayal of the Master	19	Demonic Delve:		Spawn of Juiblex.	148
Demonic Monster Themes	20	Mouth of Demogorgon.	94	Tomb Demon	150
Baphomet's Horned Legion	21	Guardians of the Temple.	96	Voracalith.	151
Faithful of Graz'tz	22	Gateway to Abysm	98	Wendigo.	152
Kostchtchie's Winter Host	23	3. DEMONS	100	Yagnodemon	154
Oublivae's Ruinlords.	24	Abyssal Scavenger	102	Zovvut.	155
Pazuzu's Dread Flock	25	Abyssal Wurm.	103	Zuggtmoy.	156
Yeenoghu's Death Pack.	26	Armanite	104	Zythar	158
Zuggtmoy Rot Cultists	27	Blood Demon	105		
Demon Summoners		Bonegouge Assassin	106	NEW MONSTERS	159
and Bound Fiends	28	Bulezau.	107		
Demon Summoning.	28				



DEMON LORE

DEMONS ARE the manifestation of malign chaos—the embodiment of vile perversion and elemental ruin. Even the weakest of these creatures are hideous to behold, their features the stuff of nightmares. The most powerful fiends are anathema to mortal sensibilities, their mere presence enough to drive other creatures to madness. As living engines of annihilation, demons have an innate desire to consume and destroy while causing as much pain as possible. Fear and mercy are unknown to their kind.

Peel away the veneer of virtue, civility, and charity, and each mortal race reveals a writhing core of corruption and rage. It is said that the progenitors of demonkind were not unlike the mortal races once, but their darkness grow within them until it warped them in body and soul. Now, a demon's every thought is tainted by hatred and malice.

This chapter provides new insights into the history, life, and horror of these iconic monsters, bringing to life the information presented in one of the game's most legendary works—the *Demonomicon of Iggwilv*. Be warned, however—the lore contained in these pages is perilous indeed.

This chapter covers the following topics.

- ◆ **History of the Abyss:** The creation and dark past of the realm of demons.
- ◆ **Demonic Physiology:** A study of demonic form and function.
- ◆ **Demonic Ascension:** The driving force behind every demon's thirst for power and destruction.
- ◆ **Society:** Demon lords, demonic cults, and the mysterious obyriths.
- ◆ **Summoning Demons:** Mortals who seek abyssal power can bind demons to their service, but at great risk.
- ◆ **Demonic Monster Themes:** New powers for customizing demons and their masters in your campaign.
- ◆ **Mechanics and Options:** A demon-themed campaign arc, a skill challenge for disrupting a powerful cult ritual, and demonic traps and hazards useful for running demon-themed adventures.

ZOLTAN BOROS & GABOR SZIKSZAI





THE DEMONOMICON OF IGGWILV

FROM THE DEMONOMICON OF IGGWILV

Many are they who would gladly have prostrated themselves before me, promising their fortunes, their families, their very souls to possess the tome you now hold in your hands. No matter how powerful you believe yourself to be, no matter how great your claim to knowledge—on matters of demon lore, you are a rank novice in my sight.

Demons are not a class of creature easily codified, and no amount of vellum and ink can possibly hope to catalog their innumerable attributes and permutations. The research collected in this *Demonomicon* is accurate and impeccable, I assure you. But entering into battle against a demon requires more than mere knowledge. For demons are creatures of chaos—mutable and forever adapting to their environment. A tactic employed successfully against an abyssal horde one time might result in your utter destruction the next.

Although you might have gained temporary possession of my precious tome, you still stand to gain only an inkling of the innermost workings of demonkind—a subject I have lived and breathed over uncounted centuries of life. Was it unwise to set hard-won knowledge to parchment so sneak thieves such as yourself could steal away with it? Perhaps. But unless you are a special kind of fool, you know that I am already hunting you. So find what wisdom you can in these pages, for the time in which it might serve you is short. . . .

Six volumes of the legendary *Demonomicon of Iggwilv* are known to exist, all of which have changed hands many times over the centuries. This vile codex held the dark secrets of Iggwilv's dominance over more than a dozen abyssal lords; numerous wizards and sages have sought to equal that power by gaining access to all six tomes. As yet, none has succeeded.

The *Demonomicon* is said to be based on a prior work titled the *Tome of Zyx*, written by the legendary archmage and former mentor of Iggwilv, Zagig Yragerne. The *Demonomicon* represents the Witch Queen's primary repository of demonic knowledge, drawn from a multitude of years spent plumbing the hidden depths of the Abyss and from her personal interactions with the demon lords themselves.

Each volume is a heavy, brassbound tome of parchment pages set with clawed clasps. Dark covers crafted from demon leather and sinew bind and protect the profane lore within. Beyond its invaluable information regarding the Abyss and its inhabitants, the *Demonomicon* contains secret lore for summoning and binding demon lords, unique rituals for crafting permanent demongates, and spells and prayers of the utmost evil.

IGGWILV

Infamous demonologist and author of the seminal work that bears her name, the Witch Queen Iggwilv remains an enduring and powerful force in the world and in the planes beyond. Her goal is nothing less than domination of the entire Abyss, and she knows more of that plane's secrets than any other being, living or otherwise.

The adopted daughter of the witch Baba Yaga, Iggwilv was apprenticed to the eccentric archmage Zagig Yragerne, who made his fortune as a member of the legendary adventuring group the Company of Seven. After absconding with her mentor's greatest secrets, Iggwilv used that knowledge to imprison the Dark Prince Graz'zt. With Graz'zt as her consort, Iggwilv came to rule as the Witch Queen of the distant nation of Perrenland. It was there that she penned the first entries of the infamous *Demonomicon*.

When Graz'zt escaped her, Iggwilv was eventually imprisoned in his abyssal palace in Zelatar. Upon escaping, the fallen Witch Queen attempted to lead an army of fiends into the world but was again defeated. Iggwilv then retreated for a time into a hidden lair in the Abyss, where her aid was instrumental in the overthrow of the demon lord Demogorgon. Though the Prince of Demons has since returned to power, Iggwilv still possesses a shard of his demonic essence.

Iggwilv is said to have two forms—one, an old crone; the other, a beautiful human female with flowing black hair and alabaster skin.

Iggwilv was named in *Dragon* #359 as one of the greatest villains in *DUNGEONS & DRAGONS* history.

HISTORY OF THE ABYSS

FROM THE DEMONOMICON OF IGGWILV

The Abyss is impossibly ancient by mortal reckoning, born in an Age before Ages when the aftershocks of creation still thrummed throughout the cosmos. Powerful primordials of manifest entropy ruled this epoch, forming whole worlds from raw elemental matter and then destroying them. Another race of beings dwelled in the remoter reaches of the cosmos—immortal deities born of faith and ideas rather than elements and matter. The primordials and the gods had not yet made contact in this long-ago era before the Dawn War. The birth of the Abyss changed this, as it changed so many things. . . .

THE OBYRITHS

The oldest myths and legends tell of a race of vile entities that once presided over the remains of a dying universe. These beings of evil incarnate were known as the obyriths, and they had ruled since time immemorial. As their hunger drained their realm of all life and power, they knew that their days were numbered. So it was that in the last age of their race, the obyriths breached the barrier between their realm and another, pushing a shard of uttermost evil through the fissure between realities. With the power of the shard, they hoped to corrupt the most powerful beings of this new realm. After bending and eventually enslaving these creatures to their will, the obyriths would exert their control over a new realm, reshaping it in their own vile image.

Eons passed as the obyriths slowly died. When only a handful of their kind remained, the plan they had enacted so long ago finally came to fruition. A deity hungry for power found and seized the shard of evil. This god, Tharizdun, found his mind and spirit opened to the obyriths trapped in their dying darkness. The link to those foul beings corrupted him in an instant, driving the deity to madness. But the obyriths' plan to seize the celestial realms controlled by Tharizdun and his kind was met with resistance and a twist they had not anticipated.

The obyriths demanded that the deity plant the seed of evil within the Astral Sea, promising him total dominion of that realm in exchange for his fealty. Even within his madness, however, Tharizdun recognized that his fellow gods would turn on him before he could fully seize the power the obyriths promised. Instead, the mad god traveled to the farthest reaches of the cosmos, planting the seed of evil in a primordial expanse of the churning Elemental Chaos—the realm of the fallen primordials, which he hoped to seize as his own.

BIRTH OF THE ABYSS

The planting of the seed of evil in the Elemental Chaos unleashed power like that realm had never seen before. The nascent evil of the obyriths' realm flared one last time as black flame, exploding through a yawning vortex that formed where the seed was cast down. Forced to act even though their plans had gone astray, the obyriths allowed themselves to be drawn through the vortex as their own realm was consumed and finally destroyed.

The obyriths had seemingly won their prize—a realm in which their evil could be spawned anew. But as the tear in the fabric of reality closed, Tharizdun faced off against his would-be masters. Beholding the obyriths in their horrific grandeur, the god was shielded from their wrath by the link they had forged with him. At the same time, the evil and madness of the shard blessed Tharizdun with great power of his own. The vortex that formed around the shard of evil was the Abyss, growing within the Elemental Chaos even as Tharizdun and the obyriths fought to control it. In a battle that raged for eons, Tharizdun tore through the stuff of the nascent Abyss, following the shard of evil and calling forth minions from its burgeoning substance. The first demons howled in fury at their creator's command, throwing themselves at the obyriths in wave after suicidal wave.

The shard of evil had granted the mad god far more power than the obyriths could ever have predicted. Instead of a puppet, they faced a being of unmatched strength and absolute evil. Only by working together did the last twelve obyriths stave off destruction and, over the course of endless battles, force Tharizdun into a stalemate. As both sides withdrew to plot the other's destruction, the growth of the Abyss settled and slowed. Beings outside the newly created realm took notice of it for the first time.

THE PRINCE OF DEMONS

Drawn by whispers promising power and dominion over the unfolding realms of creation, the first primordials entered the Abyss. The shattered realm they observed within the vortex was thoroughly corrupted, but these creatures were unconcerned with morality as they pressed on, beckoned by the whispering of the Abyss's evil heart. As they explored farther into the desolation, they came upon a great, blood-red ocean, and they knew they had reached that heart at last. Floating there in the shallows of the nascent Blood Sea, the shard of evil called out for one strong enough to step forward and claim it.

The first to set forth was a petulant primordial of unbridled fury named Demogorgon. As Demogorgon

waded into the turbulent surf, however, another being rose up from the darkened depths beneath the sea. The interloper Dagon challenged Demogorgon for the right to claim the shard, the mighty primordial clashing in a battle that turned the sea to a bloody storm. But as they fought, a third being crawled up from a hitherto unseen pit to claim the shard as his own. Obox-ob, a loathsome obyrith of putrescence and filth, had become the first Prince of Demons.

FINAL FORMATION

Despite the unparalleled power he gained as Prince of Demons, Obox-ob was not the full master of that power. As it had with Tharizdun, the shard compelled its wielder to plant it in the Astral Sea. Obox-ob, suffering under the shard's powerful weight, struggled to carry it forth from the Abyss and complete the purpose for which his kind had created it.

However, not all demons wanted to see the shard lay waste to the astral realms. The primordial Demogorgon, Orcus, and Baphomet, already in the throes of demonic transformation, feared rightly that Obox-ob's actions would grant him control over all the cosmos. They attacked the Prince of Demons before he could reach the Astral Sea, flinging Obox-ob and the shard down again into the vortex beneath which the Abyss had formed. Where Obox-ob struck, the Abyss was sundered, forming a deep fissure into which the sea drained away in a boiling storm.

As they followed the newly created Blood Rift into the lightless depths, Demogorgon, Orcus, and Baphomet were finally transformed into demon lords. Yet as they did so, they felt their power begin to wane, the whispers of the Abyss suddenly silenced the deeper they went in pursuit of the shard. Alarmed, the three quickly retreated even as the powerful primordial Garash slipped past them hoping to claim their prize. He was never seen again, and since that dark day, the demon lords have feared to seek the shard of evil within the Blood Rift's endless depths.

In time, more pits began to appear across the arid surface of the Abyss. Exploration of these chasms whisked creatures through extradimensional conduits to uncharted reaches of that realm. The malevolent maelstrom that had formed the Abyss was growing as the seed of evil burrowed deeper and deeper into the primal foundations of the Elemental Chaos. Within these new layers, the demon lords established their mighty demesnes, bending the very fabric of the Abyss to their indomitable will.

THE CULT OF ELEMENTAL EVIL AND THE DAWN WAR

The intrusion of primordials into the Abyss pushed Tharizdun to act. He attempted to force Demogorgon, Orcus, and their ilk into slavery, but their combined power proved too great for him. Rather than risk defeat in single combat, Tharizdun strove to marshal the power of the Elemental Chaos and its denizens in his bid for universal domination. The primordials, already angered with the gods' meddling in the affairs of the world, were easily swayed by Tharizdun's call to arms. They believed that if the mad god could reclaim the shard of evil now buried in the heart of the Abyss, it would ensure their triumph over the gods of the Astral Sea. Calling himself the Elder Elemental Eye, Tharizdun attracted powerful followers, only a few of which knew him as the god he was. The deceit he fomented rallied other elemental creatures to his banner, and the Cult of Elemental Evil grew.

Chief among Tharizdun's lieutenants was a powerful primordial named Miska the Wolf-Spider. It was Miska who was charged with assaulting the Abyss to find the shard of evil. But the attention of the gods had been drawn to the Abyss and the primordials that entered it. When Tharizdun's plans were discovered, his immortal kin attacked. Though a powerful foe, Tharizdun was overcome by the combined might of the gods. Locking him away in a remote abyssal layer, they called him the Chained God and struck his name from history. Tharizdun's armies were scattered, but they were not yet defeated. Marshaled by Miska and the Princes of Elemental Evil, the host fought on.

QUEEN OF CHAOS

Above the cosmic maelstrom of the Abyss hangs a cruel, stationary sun. Once every millennium, an immense orbiting mote of elemental earth eclipses this star, blanketing the Plain of a Thousand Portals in total darkness. It was during the first of these rare periods of occulted twilight that the most powerful obyrith—called the Queen of Chaos by others of her kind—saw a chance to seize the power over which the demon lords and Tharizdun's followers fought.

As the eclipse commenced, a mass battle was raging on the plain beneath it. The armies of Obox-ob were defending the layer's portals against Miska the Wolf-Spider and his forces. Miska and his armies cornered the weakened Prince of Demons in the end, and were about to gain access to a portal that Miska believed would lead them to the shard of evil. At that point, the Queen of Chaos struck.

On the bleak plain, the powerful obyrith slew Obox-ob, dethroning the Prince of Demons even as she offered his reign to the Wolf-Spider. Having long



feared that Tharizdun might never be freed, Miska was already succumbing to the call of the Abyss even before the obyrith's offer. He thus gave his allegiance to the Queen of Chaos in exchange for her aid in destroying the gods of the Astral Sea. With the might of the Abyss and the armies of the Elemental Chaos marshaled behind her, the Queen of Chaos was suddenly vaulted into a position of near-absolute power, looking past the Abyss with the dream of controlling all creation.

CHAOS UNITED

The alliance between the Queen of Chaos and Miska the Wolf-Spider began a climactic epoch of the Dawn War. With the combined forces of chaos battering its deities, the Astral Sea seemed lost. However, as the gods' bastions fell, an exarch of Moradin and seven angels of Bahamut known as the Wind Dukes of Aaqa worked in secret with Torzak-Belgirn, the Soul-forge of Moradin, to craft the *Rod of Law*. With this powerful weapon, the gods hoped to defeat the hosts of chaos once and for all.

The *Rod of Law* turned the tide of war in the Astral Sea. In the end, it broke the will of the invaders when it was used to strike down Miska the Wolf-Spider, then banish the Prince of Demons to an unknown plane. The shattered *Rod of Law* became the artifact known as the *Rod of Seven Parts* as Miska's armies retreated to the Elemental Chaos. Her power diminished and her will broken, the Queen of Chaos dissipated back into the Abyss. Though her true fate remains unknown, it is said that she will not return until the Plain of a Thousand Portals is blighted by eclipse once more.

THE AGE OF BLOOD

With the forces of the Queen of Chaos in retreat and the demons that served her scattered or dying, Demogorgon chose to act. Though content to stand behind their queen while she held power, the obyriths retreated into hiding when she fell. Having had the foresight to keep their true identities and nature a secret, the obyriths could not be targeted by the demon lords who saw their power as a threat, but they were forced to watch in rage as Demogorgon asserted his claim as Prince of Demons. After crushing his rivals and gathering their followers into a devastating force, Demogorgon repelled the forces of the Astral Sea from their assault on the Abyss.

CHAINED GOD AND FALLEN ANGEL

Even as the Queen of Chaos attempted overt conquest, others among the obyriths pursued more subtle plots. In the aftermath of Miska's failure and the obyrith queen's fall, Pazuzu slipped out of the Abyss in secret to stake his own claim to power. Making his way by secret portals to Tharizdun's prison, the obyrith presented himself to one of the deific guards there—an angelic paragon of chastity and virtue called Asmodeus. The angel listened as Pazuzu plied him with flattery and lamented that the gods had chosen to repay Asmodeus's loyalty with an eternity of service at a thankless task.

A seed of vanity and false pride began to grow within Asmodeus, fanned to a spark of arrogance by Pazuzu's words. Soon believing that he was more righteous than the deity to whom he had sworn allegiance, Asmodeus began to hear the whispers of the shard of evil at the Abyss's heart. Abandoning his duty to guard the Chained God, he sought out and found the shard in the Abyss's incalculable depths. Asmodeus stole away a sliver of the shard, forging it into a ruby-tipped rod of incredible power.

Armed with his scepter of absolute evil, Asmodeus led an invasion of the Astral Sea in which his divine master was slain. The victory was short-lived, however, and Asmodeus and his infernal army were imprisoned in the dominion of his former master. But the fallen angel's hunger for power was all-consuming. Millennia later, Asmodeus had become a deity in his own right, but still he hungered to return to the heart of the Abyss and steal an even more powerful fragment of the shard.

THE BLOOD WAR

Over the next age, demons and devils destroyed each other on an uncounted number of battlefields. Even as Asmodeus sought the power of the shard of evil, the demon lords sought to return his stolen fragment to its rightful resting place.

Devils were soon pouring into the Abyss at an alarming rate, constructing iron fortresses and holding large stretches of the strategically significant Plain of a Thousand Portals. The forces of the demon lords drove the devils back, waging battle on the hellish plains of Avernus.

For untold millennia, the Blood War raged with no end in sight. Then unexpectedly, recent centuries have seen the endless battle devolve to a state of sullen truce. On the heels of civil war in the Nine Hells and constant struggles for power among the demon lords, the losses of the Blood War became too high a toll.

DEMONIC PHYSIOLOGY

FROM THE DEMONOMICON OF IGGWILV

Demon physiology is fascinating beyond measure. I know of no other type of creature in the cosmos that so rapidly and thoroughly adapts to its environment. Take a fiery immolith and drop it in the frigid expanses of the Iron Wastes. Come back in a few months, and you will discover the immolith's shroud of flame replaced by an aura of bitter frost. Return a few years hence and you'll likely find a demon closer in appearance and power to a jarrlak than the creature of fire you left behind. Many, many times I have repeated this experience, each in a different abyssal layer and all with similar results. If I locked him away for a span of years in the Forest of Living Tongues, I wonder what form my beloved Graz'zt would eventually take?

No one knows exactly how or why the first demons took form. Some sages believe that the fusion of the shard of evil and the physical instability inherent in the Elemental Chaos was the catalyst that spawned demonkind. Others believe that the shard of absolute evil was, in fact, the aggregate of the wasted souls of much of the obyrith race. When that evil fused with the Elemental Chaos, a new kind of creature was spawned. Whatever the case, the physiology of the demon is dramatically different from that of any other creature.

BODY, SOUL, AND ANIMUS

Demons are creatures of rage and raw physicality. Created by the Abyss to act as soulless agents of blind destruction, they are creatures of ever-evolving form, vicious animus, and unquestioning evil. Obyriths and transformed primordials are among the few types of demons possessing souls, as are other creatures that metamorphose into demons through force of will or through exposure to the Abyss. The former archdevil Graz'zt (see *Manual of the Planes™*, page 130) might be the best known of such transformed creatures. Lesser demons form souls through experience, through servitude to demons with souls, or through consumption of soul larvae (page 14). Demons with souls can typically reason, connive, and plan more subtly than soulless demons.

Demonic souls do not belong to the cycle connecting the Astral Sea, the Shadowfell, and the afterlife of mortal creatures. Demonic souls feed only on destruction and death. Some sages and demonologists (including Iggwilv) refer to demonic soul-like energy as an animus extending from the shard of evil at the heart of the Abyss.

ANATOMY AND HABITS

The anatomy of demons mocks that of other forms of life, and demons possess shapes as diverse as anything in the Far Realm. The ranks of the known demons represent specific forms that have stabilized



in significant numbers. Demons of a single named type can have radically different powers, however, and the greater mass of demons possess few common traits beyond their origin.

Demons rarely sleep unless compelled to do so by magic, poison, or other external influences. Demons breathe, eat, and engage in what can loosely be called social activities. The methods and superficial reasons for these functions vary as widely as demonic forms. Most demons eat flesh—favoring their meals still living. Some consume plant life (often quickly, in great quantities, and more destructively than swarms of locusts), minerals, or metals. Some consume elemental energy or magic to survive.

Even before sustenance or survival, a demon's highest imperative is to destroy. All other activities must serve the ultimate goal of sowing chaos and bloodshed. The seemingly endless ways of attaining that goal grant demons their equally endless differences in physiology.

CACODEMONS AND POSSESSION

When a particularly powerful demon perishes, its soul might persist for a time as a cacodemon. Like souls that walk the Shadowfell waiting for their final fate, a cacodemon exists for a length of time proportional to the demon's power in life. Unlike a Shadowfell soul, a cacodemon can end its wandering by possessing a body or an object.

POSSESSING SOULLESS BODIES

A cacodemon's easiest prospects for possession are soulless bodies, plentiful in the Abyss. Soulless demons are the most common type of demon, and powerful examples of such creatures become fodder for greater fiends.

The risk involved in possessing a soulless body—particularly a nondemon body—is that while the cacodemon animus retains its personality and experiences, it is only as physically powerful as the body it possesses. Unlike possessing an object (see below), once a cacodemon possesses a soulless body, it is bound within it until that body is destroyed. Moreover, if a demon possessing a body is slain, it has no guarantee that its animus will become a cacodemon again.

AN INCORPOREAL THREAT

Cacodemons are not insubstantial as defined in the *Monster Manual*. Rather, they are incorporeal. Unlike insubstantial beings such as wraiths and ghosts, cacodemons do not physically manifest. They can act only in possession of a body, an object, or a construct. Without a possessed physical presence, a cacodemon cannot interact with or suffer harm from any object or creature.

OBJECTS AND CONSTRUCTS

Cacodemons can also possess magic objects or constructs, though they typically need to be coerced into possessing the latter. As with standard possession, the demon can see and hear through the object. However, without some mechanical form of locomotion, the demonic object cannot move without a considerable expenditure of will. A cacodemon might possess a magic object in hopes of later possessing the object's carrier or guardian. In this way, the cacodemon gains mobility while waiting for a more suitable host.

Possessing a construct comes with the same perils as possessing a soulless body. As a result, few cacodemons willingly possess a construct. Powerful demons and demonologists sometimes create demon-possessed constructs by tricking or compelling cacodemons into construct bodies. The demon lord Haagenti is a notorious purveyor of demonic constructs, including clockwork horrors (page 109).

HOSTS WITH SOULS

More often than not, the intended victim of cacodemon possession senses the intrusion and fights to stave off the attack. As a result, a cacodemon chooses a victim weaker than itself whenever possible. If a cacodemon attempts such a possession and fails, it risks redirection into a magic object, entrapment in a magic circle, or depletion to the point that it can no longer possess a vessel and fades to nothingness. As with possession of a soulless body, the cacodemon also might not manifest again as a cacodemon if its host dies.

This type of possession offers the opportunity to gain power quickly. Motivated mortals can achieve nearly godlike power in decades or years, whereas passing through even the lowest ranks of standard demonic ascension can take centuries. Moreover, as the cacodemon cultivates and slowly devours the soul of its host, it gains as much power in the process as it would gain by consuming impossibly vast quantities of soul larvae.

When no vestige remains of a possessed body's original soul, the Abyss sometimes transforms animus and body into a true demon. Sages and demonologists believe that the frost giant Kostchtchie (page 122) became a demon lord through cacodemon possession.

CACODEMON ENCOUNTERS

Although a cacodemon is a demon's life force, it behaves as a hazard or a trap rather than as a monster. The cacodemon presented here follows the hazard format. The cacodemon's previous form (chosen by the DM) determines the hazard's level, initiative, attack roll, and XP. An elite or a solo demon converted to a cacodemon grants only normal XP for a creature of its level.

Cacodemon Possession

Hazard

Lurker

XP by previous form

A cacodemon can attempt to possess any creature within the area it haunts.

Hazard: A cacodemon haunts an area proportional to the tier of its previous demonic form: 4 squares per side for heroic tier, 6 squares per side for paragon tier, or 8 squares per side for epic tier.

Perception

◆ A cacodemon cannot be perceived until it attacks or takes on its mist form (see “Miss” below), at which point no Perception check is necessary to notice it.

Additional Skill: Arcana (trained only)

◆ Hard DC by level: The character can sense the cacodemon’s presence.

Additional Skills: Arcana, Religion

◆ Moderate DC by level, after the cacodemon attacks or takes on its mist form: The character identifies the cacodemon.

Initiative equal to that of the cacodemon’s previous form

Trigger

The cacodemon rolls initiative and attacks when any creature enters its haunted area.

Attack

Standard Action **Melee**

Target: One creature in haunted area

Attack: Level of cacodemon’s previous form + 3 vs. Will

Hit: The target is dominated (save ends). *First Failed*

Saving Throw: The target is still dominated, but it is no longer dazed as part of that condition. The cacodemon chooses all the dominated target’s actions. *Second Failed Saving Throw:* The cacodemon possesses the target (see “Demon-Possessed,” below). The possession ends when the target dies or the cacodemon is exorcised (see “Countermeasures” below).

Miss: The cacodemon manifests as a misty essence in a square adjacent to the target. While in this form, the cacodemon can attack only creatures adjacent to it or in its square. Any creature can move through the cacodemon’s square freely. The cacodemon cannot move or be attacked or damaged. The hazard makes a saving throw at the end of each of its turns. On a save, this effect ends.

Countermeasures

◆ If a cacodemon’s square comes within the protected area of a Forbiddance ritual (see *Player’s Handbook*, page 305), the cacodemon becomes inert until the end of the ritual. If the level of the cacodemon’s previous form is higher than the ritual caster’s level, Forbiddance has no effect on the cacodemon.

◆ A character can exorcise a cacodemon possessing a creature by performing the Remove Affliction ritual (see *Player’s Handbook*, page 311). The cacodemon cannot attack the formerly possessed creature again for a year and a day. The affliction’s level is the level of the cacodemon’s previous form.

◆ While the cacodemon is in its mist form, any creature adjacent to it that is trained in Arcana or Religion can make a check with one of those skills (hard DC by level). A successful check forces the cacodemon into a construct, a Magic Circle (see *Player’s Handbook*, page 309), or a magic item within 5 squares of the cacodemon. See “Cacodemons and Possession,” above.

DEMON-POSSESSED

When a cacodemon possesses a host, the host is demon-possessed. Apply the “Demon-Possessed” template to any creature.

Demon-Possessed

(demon)

Elite

XP Elite

Defenses +4 Will

Resist 10 variable (1/encounter) at level 1, 15 variable (2/encounter) at level 11, 20 variable (3/encounter) at level 21

Saving Throws +2

Action Points 1

Hit Points +8 per level + Constitution score

Demonic Graft

Apply a theme attack and a utility power to the demon-possessed creature. See “Demonic Monster Themes,” page 20.

Demonic Death Throes

Trigger: The demon-possessed creature drops to 0 hit points when not in the Abyss.

Effect: The demon-possessed creature uses one of the powers described in “Death and Death Throes” below. The possessing entity is destroyed.

DEATH AND DEATH THROES

Demons that have souls do what they can to avoid death, knowing that their plots and personal power will dissipate with their own destruction. Even the dimmest demons, though, realize that the Abyss’s goal of ultimate destruction includes them.

Demons often die in startling ways. From the lowly dretch to the powerful balor, the intrinsic chaos of the demonic form lends itself to dangerous death throes attacks. A demon that does not have an existing power triggered by dropping to 0 hit points can take one of the following powers. Alternatively, a demon with an existing death throes power can take one of these new powers instead. This can create an additional challenge for characters who are familiar with a specific demon’s powers.

DEATH RATTLE

The demon’s death cry can overwhelm creatures close by.

TRIGGERED ACTIONS

◀ Death Rattle (thunder)

Trigger: The demon drops to 0 hit points.

Attack (No Action): Close burst 3 (creatures in burst); level + 2 vs. Will

Hit: 5 thunder damage per tier, and the target is dazed until the end of its next turn.



DEATH VORTEX

The demon's body twists and tears into a vicious whirlwind.

TRIGGERED ACTIONS

↩ **Death Vortex** (necrotic, zone)

Trigger: The demon drops to 0 hit points.

Attack (No Action): Close burst 3 (creatures in burst); level + 3 vs. Fortitude

Hit: The demon pulls the target 2 squares.

Effect: The burst become a zone until the end of the demon's next turn. Any creature that starts its turn within the zone is pulled 2 squares toward the demon's former space and is slowed until the end of its next turn. Any creature that starts or ends its turn within the zone takes 5 necrotic damage per tier.

DEMON INSIDE

A demon's animus manifests a lesser version of itself that leaps out from its own remains.

TRIGGERED ACTIONS

Demon Inside

Trigger: The demon drops to 0 hit points.

Effect (No Action): A lesser demon erupts from the corpse of the fallen demon at the start of the fallen demon's next turn. The lesser demon has the fallen demon's speed, defenses, basic attacks, and ability scores, but it is otherwise treated as a minion.

DISSOLVING VAPORS

The demon dissolves into a cloud of noxious vapor.

TRIGGERED ACTIONS

↩ **Dissolving Vapors** (acid)

Trigger: The demon drops to 0 hit points.

Attack (No Action): Close burst 2 (creatures in burst); level + 2 vs. Fortitude

Hit: Ongoing 5 acid damage per tier (save ends).

FINAL SPEW

The demon's organs liquefy into a blast of toxin.

TRIGGERED ACTIONS

↩ **Final Spew** (poison)

Trigger: The demon drops to 0 hit points.

Attack (No Action): Close blast 3 (creatures in blast); level + 2 vs. Fortitude

Hit: The target is blinded until the end of its next turn and takes ongoing 5 poison damage per tier (save ends).

UNSTABLE ICE

The demon freezes solid within a pillar of ice that can explode into deadly shards.

TRIGGERED ACTIONS

↩ **Unstable Ice** (cold)

Trigger: The demon drops to 0 hit points.

Effect (No Action): The demon turns into a pillar of ice that occupies the demon's space and is blocking terrain. If a living creature ends its turn adjacent to the pillar, the pillar makes the following attack.

Attack (No Action): Close burst 1 (creatures in burst); level + 5 vs. AC

Hit: 1d6 damage per tier and 5 cold damage per tier, and the pillar pushes the target 3 squares. The pillar and the demon are destroyed, and the area of the burst becomes difficult terrain until the end of the encounter.



DEMONIC ASCENSION

FROM THE DEMONOMICON OF IGGWILV

To understand a demon is to know what drives it. All demons crave carnage and absolute ruin, but to what end? Unlike devils, demons do not commit acts of violence from a philosophical desire to foment evil for its own sake. The desires of a demon are less existential. More instinctual. Their primal urges toward slaughter and destruction are further inflamed by the whispers of the Abyss—potent mutterings in the tongue of chaos itself. I, too, have heard these murmurs in the darkness, and know well the seductive power of their insight and the destiny they promise.

In the unsympathetic environs of the Abyss, demons must either adapt or die. New demons are uniformly weak and simple. Although a demon can live indefinitely as a minor soulless host, it hungers for power and greatness. To gain power and a higher station in the chaotic hierarchy of the Abyss, a demon must bind and control other demons to its service. Such rituals of binding require that a demon consume souls.

Many demons choose to purchase souls from the dark creatures that sell them, including night hags (see *Monster Manual*[®], page 151), death giants (see *Monster Manual*, page 120), and oni spiritmasters (*Open Grave: Secrets of the Undead*[™], page 172). Soul energy can also be obtained by slaying creatures with souls, consuming soul larvae, acquiring demonic parasites or mortal thralls, and possessing a mortal creature and using it to seek and gain power.

When it has accumulated enough soul energy, a demon can adopt a new form and more powerful abilities. The more souls a demon consumes, the more attuned it becomes to the Abyss and the more control it has over the other denizens. A demon that consumes significant numbers of souls can also eventually manifest an animus of its own (see “Body, Soul, and Animus,” page 10).

Eventually, soul energy grants a demon enough power to control its own abyssal realm. This full ascension can take anywhere from centuries to uncounted eons, depending on the drive and the methods of the demon in question. When this process is complete, a demon can take on a truename (page 16) and become a demon lord.

FEAST OF SOULS

Sages and demonologists believe that when a demon slays a living creature, the violence and fury of that act unleashes a residual store of soul energy. It is this energy that a demon absorbs, even as the victim's soul passes to its next stage of existence intact. Unlike demons, immortals also possess souls. The souls of the immortals of the Astral Sea are the most prized

by demons. The souls of the devils of the Nine Hells were those most commonly consumed by demons, during the struggles of the Blood War.

SOUL LARVAE

After their mortal bodies die, most souls move through the Raven Queen's abode, then pass beyond the known cosmos. Deities call a favored few souls to service in the afterlife. Others—the damned—must suffer punishment after death because of curses, atrocities they committed while alive, or because they sold their souls in pacts with devils and other foul creatures.

The unclaimed damned—those not bound by pact to a particular master—face a bleak existence. They manifest in the Shadowfell as yellow, grublike monstrosities, their slime trails marking their fruitless search for escape from that plane. Predators such as night hags and other soul peddlers follow the slime trails to round up soul larvae in large numbers. They then exchange the larvae in the markets of the Nine Hells, the Abyss, and other dark realms. Orcus and other demon lords raid soul larvae fields, but most demons find market negotiations less dangerous and more lucrative than expeditions to the Shadowfell.

Devils in the Nine Hells buy soul larvae in the soul markets of Dis. Such larvae typically become bound to those devils, which transform them into the walking damned of that domain. The walking damned appear as they did in life, though gaunt and frail. They spend eternity in torment.

Demons consume soul larvae, destroying the souls that are trapped within them. One soul larva is worth the equivalent of 1,000 gp in goods and services, and soul larvae are the basic currency of the Abyss. Demons might sometimes buy or sell soul larvae for equivalent coin, but few demons have reason to use worldly currency.

Some demons consume soul larvae at once. Other demons hoard larvae, waiting to gorge themselves and thus to gain tremendous boosts of power at strategic times. A lesser demon might resist the temptation to consume a soul larva and then use the larva to gain favor from a more powerful demon. Overlords might demand regular soul larvae tribute from servants in exchange for allowing the servants to live.

PARASITES AND THRALLS

Demons are notoriously oppressive to their inferiors, and regularly devour unwanted servants in a frenzy of bloodlust. Demons that seek ascension to more powerful forms can have their desire to destroy tempered by lesser creatures willing to aid that ascension.

A lesser demon that has neither the ambition nor drive to follow the path of ascension can subordinate itself to a more powerful demon that does. The lesser demon wins a certain amount of security from the wrath of its master, in exchange for granting that master a portion of its depraved essence. These sycophantic demons are known as parasites.

The amount of their own essence that parasites give up to their masters means that they have little hope of further ascension themselves. But the link between parasite and master is not irrevocable, and a master can break the connection out of spite or for its own advantage. A parasite severed from its master takes penalties of the DM's choice and rarely survives for long.

CONSUMING SOUL LARVAE

When a demon consumes a soul larva and destroys the soul within, the demon gains a surge of power as the larva shrivels and collapses to dust. Consuming a soul larva is a minor action. In addition to its overall effect on the demon's ascension (as determined by the DM), consuming a soul larva allows a demon to make a saving throw or an extra power recharge roll.

An elite or a solo demon can consume three soul larvae on its turn to regain 1 action point instead of receiving the normal benefit of a soul larva three times.

Creatures other than demons can consume a soul larva as a minor action. Because the act destroys a soul (albeit a damned one), most good and many unaligned creatures find the idea repugnant. If a nondemon consumes a soul larva, use the following table to determine the result.

ROLL	EFFECT
1	The creature loses a healing surge.
2	The creature is dazed (save ends).
3	The creature is slowed and weakened (save ends both).
4	The creature emits a foul odor. The creature and any nondemon adjacent to it take a -2 penalty to attack rolls, ability checks, and skill checks (save ends).
5	The creature's skin turns scaly, rough, or a different color until the end of the encounter.
6	The creature grows horns, a tail, or some other useless demonic appendage. The appendage falls off when the encounter ends.
7	The creature grows wings and gains fly 4 (clumsy) until the end of the encounter.
8	The creature gains temporary hit points equal to its level.
9	The creature gains a +2 bonus to saving throws until the end of the encounter.
10	The creature regains an encounter power of its choice that it has already used.

A similar pact can be entered into between a greater demon and a mortal worshiper, known as a thrall. A thrall is typically a high-ranking demon cultist or another creature already in service to the Abyss. It must choose freely to offer its body, mind, and soul to a demonic master.

PROGRESSION BY MORTAL HOST

Myths of demonic possession exist in a wide variety of mortal cultures, but most demons have no ability to routinely inhabit the bodies of other creatures for extended periods of time. Under certain circumstances, however, a mortal host can provide a significant shortcut for demonic ascension.

The soul of a powerful demon slain in battle can persist at the site of its destruction as a cacodemon (page 11). The disembodied spirit of a cacodemon has no consciousness, but it possesses a singular need to possess a living creature or an object. Although mortal creatures are typically weak and fragile compared to the creatures of the Abyss, heroic mortals have an uncanny aptitude for achieving greatness over a short period of time. When a cacodemon possesses a mortal hero, the demon-possessed creature is overcome by the single-minded lust for power of its demonic possessor.

Demonologists cite the sudden appearance and more sudden rise to power of the demon lord Kostchtchie (page 122) as an example of progression by mortal host. The Witch Queen Iggwilv is said to have convinced the dull-witted frost giant to accept possession by a cacodemon under her control. Iggwilv now guides the demon-possessed giant along a path of destruction and bloodshed by which he means to rule the Abyss.

SPONTANEOUS ASCENSION

With chaos, everything is possible, including spontaneous demonic ascension. In times when the Abyss needs a new demon lord, it simply creates one, instantly advancing a lesser demon to that highest status. Even lowly heroic tier demons can ascend in this fashion, causing no end of consternation among the existing demon lords. When a demon suddenly rises to the peak of power, only the speaking of a true-name (page 16) is necessary to complete the demon's transformation into a demon lord. The demon lord Turaglas, known as the Ebon Maw, ascended in this way (see *Dragon*® #376, page 11).

FROM THE DEMONOMICON OF IGGWILV

As creatures of chaos incarnate, demons have no unified culture. The only modicum of order that exists for a demon is the one imposed upon it by a more powerful demon—and the moment that a demon rises high enough to assert its authority on others is the very moment that rivals begin to subvert that authority. The title of Prince of Demons has been worn by numerous demon lords over the years, but none of the demon princes have managed to forge more than a temporary and self-serving order among their so-called subjects. Despite having had the opportunity to claim the crown myself, I live by the examples of others. Why take the path of failure in an attempt to govern that which cannot be governed, when manipulating events from the shadows offers far more power in the end?

DEMON LORDS

It is only by the whims of the demon lords that the Abyss is even partly tamed. By their will and their savagery, Demogorgon, Orcus, and the multitude of other lords impose a subtle form of order on an otherwise chaotic maelstrom of destruction and hate. If the demon lords were ever to join forces, the deities and other immortals of the Astral Sea might not stand against the onslaught. Such an alliance is all but unthinkable, and the lords of the Abyss spend as much time fighting each other as they do countering outside threats.

According to legend, when the number of demon lords reaches a specific and as-yet-unknown number, their wars against each other will intensify to the point at which only one will survive. That master demon lord will then become one with the Abyss, the will and power of that entire realm manifested within a single entity. How powerful that entity might become remains a matter of dark speculation.

For a demon to become a demon lord, it must accomplish four tasks.

- ◆ Complete the process of ascension (see “Demonic Ascension,” page 14). Although every demon’s path of ascension is different, this typically involves a rise in level and power equivalent to or greater than that of a balor.
- ◆ Discover its truename.
- ◆ Take command of an abyssal layer.
- ◆ Create an aspect.

TRUENAMES

Within every being rings a sound that embodies its desires, aversions, destiny, and innermost essence. That sound, distilled into a single word or phrase spoken in the original language of the universe, becomes a truename that grants the individual access to primal magic of incalculable power.

Truenames do not reveal themselves readily, and most creatures never learn their truenames. A demon must discover its truename and perform a unique and secret ritual of naming as part of the process of becoming a demon lord. If a demon is fortunate, the underlying sentience of the Abyss whispers its truename to it. Usually, however, an aspiring demon lord must learn its truename through arduous study or dangerous adventures.

A demon’s truename ritual exacts a further price, since a demon lord becomes vulnerable to any creature that knows or learns its truename. A demon’s truename allows it to be enslaved by another demon lord, or at the very least prevents its effectively seizing that lord’s own power. A creature that speaks a demon’s truename as part of the Summon Demon ritual (page 18) can summon the demon from across the planes against its will. A truename can then be used to bind a demon or to inflict unspeakable suffering upon it.

COMMAND OF ABYSSAL LAYERS

The true distinction between a demon lord and the most powerful pretenders to that rank is control of an abyssal layer. To control a layer, a demon must bend the nature of the layer to its will, similar to the way in which a deity affects an astral domain. A demon lord changes the landscape of its layer, causes palaces to rise or crumble, and mutates the layer’s denizens. Demon lords cannot shape reality to the extent that deities can. Multiple demon lords can occupy a single abyssal layer, each shaping a local area of the layer as they fight for overall control.

A prospective lord that attempts to command a layer and fails is typically destroyed in the process. For its failure, it is absorbed into the layer, becoming part of the power that will someday resist attempts at control by other would-be lords. For this reason, a vast number of abyssal layers remain unclaimed, their resistance to control so great that even the most powerful demon lords fear to linger there.

ASPECTS

A demon lord that wants to interact with creatures outside the Abyss most often sends an aspect to carry out its missions and enforce its will. An aspect is a physical embodiment of a portion of the demon lord's life force, created to serve as a proxy on another plane. An aspect usually manifests in a demonic temple where the demon lord is worshiped. Although an aspect possesses significantly less power than its progenitor, the use of aspects allows a demon lord to conduct business in multiple places simultaneously without leaving its home layer undefended.

WHISPERS FROM THE ABYSS

The terrible acts of violence and depravity that epitomize demonkind are inspired in part by a strange, semisentient quality that permeates the Abyss. This sentience whispers in the dreams and visions of every demon, calling it to dominate that dark realm layer by layer, and promising ultimate power to the one demon that can conquer the Abyss in its entirety. All demons respond to the Abyss's calling, slaughtering and deposing one another in endless violence.

THE OBYRITHS

Beyond our own cosmos lingers the dark remains of a realm destroyed by an unimaginable evil. This nameless place was once home to beings whose forms were so horrific that our reality cannot describe them. Known as the obyriths, these vile entities were responsible for Tharizdun's madness, the corruption of the first demon lords, and the birth of the Abyss (see "History of the Abyss," page 7).

The obyriths were once legion, but only twelve of these powerful creatures survived the destruction of their cosmos and the terrible wars that followed the creation of the Abyss. Each obyrith is now a demon lord. Although the obyriths cannot be easily distinguished from among the hundreds of quarreling demon lords, their goals are vastly different. The obyrith Obox-ob was the first Prince of Demons, although his power was only fleeting before he was slain by one of his own (see "The Queen of Chaos," page 8). Since that time, the obyriths have determined that if any one of them conquers the Abyss, all obyriths will become equally powerful—perhaps even regaining the power they lost in battling Tharizdun. A secret alliance between these creatures exists to further the goal of the obyriths' dominion over the Abyss.

Even in the Abyss, the existence of the obyriths is considered a myth by all but the other demon lords. Legends name them the Quorum of the Twelve or the Queen's Conclave, but most demons know those names only as an alliance of demon lords that fell

long ago. It is said that the obyrith lords fight among themselves as much as any other demon lords, to keep their allegiance to each other hidden.

Today, only the obyriths themselves know which demon lords make up the quorum's full membership. Dagon is the only demon lord openly acknowledged as an obyrith, but only the most knowledgeable demon lords know what that title truly means. The Queen of Chaos led the group in ancient times, but she has not been seen since her fall. The Great Ziggurat of Oth-Magurloth (page 47) on the Plain of a Thousand Portals is said to be the site where the obyriths meet each millennium, and Pazuzu's control of that plane leads some to speculate that he is also one of the twelve.

CULTS

Although their followers are relatively few in number, the demon lords are worshiped in many areas of the mortal world as something akin to gods. Some mortals might turn to worship of the demon lords out of vengeance, sadism, or an affinity for dark magic. Others are attracted to demon cults through deception then find themselves unable to leave. Cultists also recruit by kidnapping—taking victims far from their families and indoctrinating them into the ways of darkness.

Demon cults are often decentralized. Whether operating in rural communities or in the underbellies of large cities, small cells of demon cultists maintain little or no contact with others of their faith. As a result, the rituals and observances of cults dedicated to the same demon lord can vary widely from sect to sect. Ritual sacrifice of sentient creatures is a common theme among all cults.

Many demon cultists mask their worship of their dark lords as fealty to another deity. Some might even operate small shrines and offer healing services to their communities. Such cults feign the appearance of goodwill for as long as it takes to convince their neighbors of their benign intent. Then, slowly, high-ranking and powerful civilians are brought into the cult's upper echelons and corrupted.

Joining a demon cult typically binds a creature to the cult for life. Cults have little sympathy for doubters and heretics, and the cults root them out and slaughter them as fast as they can be discovered.

SUMMONING DEMONS

FROM THE DEMONOMICON OF IGGWILV

My adopted mother and mentor Baba Yaga taught me the first incantations of demon summoning when I was but a girl of ten winters. Though my first summoning yielded only a mere quasit, today I possess the truenames of a dozen or more demon lords and can easily bend them to my will. Despite my many centuries of life, I still recall the trepidation—the near terror, if I speak honestly—of my early summonings. Those few souls that have beheld my true form have been witness to the scars that serve as enduring reminders of rituals gone horribly wrong.

Those characters capable of performing the Summon Demon ritual divulge its details to others only with great caution. Some keep the ritual to themselves, to guard access to their demon masters. Others control its spread to prevent it falling into the hands of evil creatures—or creatures more evil than themselves.

The power of the ritual lies not only in its intent but in its ease. Beyond the crafting of its focus, the ritual requires little more than the desire to tap into the power of the Abyss. However, ritual casters who do not fully understand that power are destroyed by it more often than not.

A demon might react to a summons in any number of ways. Some demons take pleasure in being summoned, treating it as an opportunity to gain access to the world and perhaps poison a few mortal minds. A demon can also learn information from the bargain the summoner strikes with it, hoping that such information might prove useful to its own abyssal masters. A demon weaker than the summoner might exhibit an eagerness to please. A more powerful demon might resent even a small fragment of its awareness being called away by another's power, treating the summoner as an enemy from the outset.

Demon lords are rarely summoned, out of fear of enraging them. But even the most powerful demon lord might temper its anger with curiosity as it faces the mortal with hubris enough to bargain with it. Such behavior is short-lived, however, and demon lords have been known to spend any number of mortal lifetimes tracking down and destroying creatures that dare to use the Summon Demon ritual against them.

SUMMON DEMON

You call a demon's awareness across planar boundaries to your location.

Level: 16

Category: Binding

Time: 1 hour

Duration: Special

Component Cost: 3,600 gp, plus a focus worth 5,000 gp

Market Price: 9,000 gp

Key Skill: Arcana or Religion

You call on a specific demon, pulling its awareness across planar boundaries to where you wait. You must name a specific demon when you perform this ritual, then make an Arcana or Religion check with a -10 penalty. The check result is the maximum level of the demon whose attention you can attract. If the demon you named in performing the ritual is at this level or lower, a fragment of its will manifests before you. If the demon you named is higher than the maximum level you can summon, it is aware of your summons but can choose to send an underling to answer the call instead.

Once a demon has manifested, you can interact with it verbally or by telepathy as if it were present. The manifestation has no physical presence, and it cannot attack or be attacked. Demons possess esoteric knowledge and the ability to empower mortals in numerous ways, but the advice or power of a demon is never given freely. Some demons accept trade of magic items or secrets, while others demand favors or promises for their aid and information. Some demons offer service in exchange for being told what unpleasant ends the boon is to be used for.

The ritual facilitates the bargain between you and the summoned demon, imbuing you with a small amount of abyssal power or knowledge. The terms of the bargain are up to you, but the DM determines the scope of power and knowledge that a demon can impart.

In addition, convincing a demon to provide what you need typically requires a skill challenge. The details of this challenge are left up to the DM, but can include such elements as bargaining with Diplomacy, threatening with Intimidate, or coercing with knowledge gleaned by Arcana or Religion. Failure ends the ritual and might bring the summoned demon to your location in physical form. "Betrayal of the Master," below, provides an example of such a skill challenge.

Special: If you use a demon's truename in the ritual in place of its name, you take no penalty to the Arcana or Religion check made for the ritual. In addition, you do not need to undertake a skill challenge to bargain with the summoned demon (at the DM's discretion).

Few demons except demon lords have truenames, and demon lords guard their truenames at any cost. If you summon a demon lord by the use of its truename, the bargain you strike should also involve ensuring that you are not destroyed once the pact is completed.



Focus: A circle of summoning runes. These are traditionally forged of silver and inlaid on the ground, but the runes can also be inscribed within a gemstone or crafted of gold and worn as jewelry. This focus must be crafted by the caster.

BETRAYAL OF THE MASTER

The adventurers are preparing to enter Abysm to steal an artifact from Demogorgon. To improve their chances of getting out alive, they hope to convince one of the demon lord's lieutenants, Uzrinam, to become a short-term ally. This challenge takes place after one of the adventurers summons Uzrinam by performing the Summon Demon ritual.

Level: 18 (XP 6,000).

Complexity: 3 (requires 8 successes before 3 failures).

Primary Skills: Arcana, Bluff, Diplomacy, Insight.

Arcana (DC 20): The character comes up with incentives for Uzrinam to aid the party, based on legends and information gleaned from ancient tomes. For example, Uzrinam might collect magic items that drain life from other creatures and seek the locations of significant areas of blood rock (see *Dungeon Master's Guide*®, page 67) in the mortal world. This skill can be used to gain 3 successes in this challenge.

Bluff (DC 25): A character using Bluff can lead Uzrinam to believe something she wants to hear. For example, she might be told that once the heroes possess the artifact, she will be able to seize an abyssal layer or even replace Demogorgon in Abysm after he has been weakened or destroyed. This skill can be used to gain 3 successes in this challenge.

Diplomacy (DC 20): The character attempts to convince Uzrinam that Demogorgon has turned his attention away from his enemies since the artifact entered his domain, creating extra demands on his lieutenants. Loss of the artifact would rekindle his anger and focus his attention on enemies without, granting Uzrinam greater freedom. This skill can be used to gain 3 successes in this challenge.

Insight (DC 20): The character can tell whether offers please or displease Uzrinam. The character also notices that direct insults to Demogorgon enrage Uzrinam, but she finds indirect digs at Demogorgon's power amusing.

Secondary Skills: Intimidate, Religion.

Intimidate (DC 20): The character promises Uzrinam that if she does not help the party, they will take the opportunity to ruin certain of her plans in Abysm, or that they will use evidence of this conversation to turn Demogorgon against her. This grants a +2 bonus to the next Bluff or Diplomacy check made in the challenge.



Religion (DC 20): The character shares knowledge of other demons that acted against their master's wishes, either for the greater good of the master or for the benefit of the demon. This grants a +2 bonus to the next Arcana or Insight check made for this challenge.

Success: If the characters achieve 8 successes, Uzrinam assists the adventurers during their trek into Abysm, as long as her involvement remains secret. The nature of her help depends on the heroes' needs.

Failure: If the characters get 3 failures, Uzrinam informs Demogorgon of their plans or vows to stop them and earn her master's praise. In addition, the failure of the ritual might allow her to manifest at the characters' location for a combat encounter.

DEMONIC MONSTER THEMES

Demons are born of the raw essence of chaos, and their wide range of features and powers reflects this chaos. Although individual demons of the same type resemble each other, this chaotic nature can manifest in differences between them. Likewise, creatures tainted by demonic power can adopt a dizzying array of new abilities and twisted forms.

The demonic themes presented in this section provide a DM with tools to customize demons, creating variations on the standard creatures presented in the *Monster Manual* and other supplements. These themes can also be used to give fiendish qualities to nondemons, reflecting the way in which the Abyss warps all life that dwells there.

In addition to the themes presented here, Chapter 4 of *Dungeon Master's Guide*® 2 presents three themes designed for servants of the lords of the Abyss: the Demogorgon cultist, Lolth's chosen, and the Orcus blood cultist.

USING THEMES

Applying a monster theme allows you to customize an existing monster's role and powers. The process is like applying a template, but it is much simpler and does not require rebuilding a monster's statistics block. You can run the monster with only a few notes jotted in the margin to detail its additional features.

STEP 1: CHOOSE A THEME

The themes presented in this section allow you to grant a specific flavor to the servants of a particular demon lord. For example, vrock that serve Dagon can feel and act different from vrock bound to Pazuzu. Specialized themes can also be used to customize mortal demon cultists or spellcasters who bind demons to their service.

STEP 2: CHOOSE A MONSTER

After you've selected the monster theme, choose the monster you want to modify. You might select a monster appropriate for the theme or choose one that best fits a specific encounter or adventure.

Some themes work better with particular types of creatures or monster roles. Each theme describes the roles it fits best. You can modify creatures of other roles with one of those powers, but the modified monster takes on some of the feel of the role described with the power. This doesn't change the monster so much that its original role changes.

Some powers grant a monster the leader role, as noted in the text. Powers that do not reference a specific role are suitable for all creatures.

STEP 3: CHOOSE STORY CHANGES

A theme is more than a menu of new powers. It's also a story template that you can use to turn a mundane creature into a unique opponent. It's easy to forget description and story elements when assembling a monster's statistics and powers, but story plays an important role in how a monster functions in a game. A monster without a good story is just a collection of numbers and can result in forgettable encounters.

When adding a theme to a monster, take note of any changes to its appearance or behavior. These changes should reflect both the monster's altered powers and its new allegiance to a specific demon lord.

Choosing story changes can take place after choosing new powers if that works better for you. In fact, some powers might suggest particular story changes and vice versa, so jump back and forth between Step 3 and Step 4 as you need to.

STEP 4: CHOOSE POWERS

Each theme adds a number of powers to the monster you've chosen to rework.

Choose one attack power and one utility power from the theme and add them to the monster's statistics block. You can also apply the theme's skill modifications, though this is optional.

Avoid the temptation to pile on new powers. Adding more than two new powers to a monster not only makes it more complicated to run (potentially slowing down combat), it risks increasing the creature's effectiveness in combat beyond its normal level.

Most powers use the level of the creature they are applied to for calculating attack rolls and damage rolls. Melee attack powers marked "melee reach" use the reach of the base creature's melee basic attack.

Attack Powers: Each theme includes a number of different attack powers. Some give a monster a new attack or the ability to impose some debilitating effect on its foes. Others powers provide enhancements to a monster's existing attack powers. Each power is written in the style of a normal monster power entry, with a header noting which part of a monster's statistics block it is added to. This is accompanied by a description of the most appropriate roles for the power, along with optional story hooks.

Utility Powers: In addition to attack powers, a theme might include options such as auras, healing powers, special movement, and situational benefits.

In most cases, adding a utility power doesn't alter a monster's core identity or tactics as drastically as adding a new attack power. Possible exceptions are noted in the option's text.

BAPHOMET'S HORNED LEGION

The Horned King commands legions of creatures that have sacrificed reason for feral cunning and brute strength. Minotaurs and demons are most common among his followers, but the races enslaved by those creatures also come to adopt Baphomet's faith. Isolated human, dwarf, and dragonborn enclaves also offer prayers to the Horned King. Any of these creatures can show the influence of Baphomet by adopting this theme.

Followers of Baphomet are noted for their low intellect and love of brute force, particularly powers that allow for crushing charge attacks. As a result, brutes, skirmishers, and controllers make the best Baphomet-themed monsters.

Baphomet's legendary arrogance manifests in the faithful of his Horned Legion, which take on the physical appearance of the minotaur lord. Minotaur followers of Baphomet grow even more bestial in appearance, and followers of other races grow horns and cloven hooves.

Baphomet appears in *Manual of the Planes*.

Skill Modification: +2 bonus to Perception checks.

ATTACK POWERS

Many of Baphomet's cultists specialize in charge attacks and the use of the horns and hooves that are the signs of his faith. Others use the powers bestowed on them by the Horned King to bind foes body and mind in the maze stalked by their demon lord.

BAPHOMET'S MAZE

This power casts the target's mind into Baphomet's Endless Maze, the 600th layer of the Abyss. There, it wanders helplessly until it can escape. Baphomet commonly grants this power to oni, minotaur priests of his cults, and tomb demons (page 150). This power is best suited for controllers, and is a sign of Baphomet's utmost favor.

MINOR ACTIONS

➤ Baphomet's Maze ◆ Encounter

Attack: Ranged 10 (one creature); level + 3 vs. Will

Hit: The target is stunned (save ends). At the start of each of its turns, the target can make an Intelligence check to end the stunned effect (DC equal to 10 + this creature's level). The target gains a +5 bonus to this check for each prior failed check.

CRUSHING HOOVES

Baphomet's champions delight in charging their enemies, and many foes of the Horned King's followers have died beneath their iron-shod feet. *Crushing hooves* works best for controllers and brutes, including ogres, carnage demons, and minotaurs (see the *Monster Manual*). Any monsters that can knock targets prone—or that have allies that do so—can make good use of this power.

STANDARD ACTIONS

⚡ Crushing Hooves ◆ Encounter

Attack: Close burst 1 (prone enemies in burst); level + 3 vs.

Fortitude

Hit: Damage equal to this creature's level + 5.

HOOK AND THROW

Some of Baphomet's champions undergo a transformation that tips their horns with jagged tines of barbed steel. Among Baphomet's abyssal servants, barguras and hezrous most commonly adopt this power, but it can be assigned to any brute, controller, or skirmisher.

MINOR ACTIONS

⚡ Hook and Throw ◆ Encounter

Attack: Melee reach (one creature); level + 3 vs. Fortitude

Hit: This creature slides the target 3 squares and knocks it prone.

UTILITY POWERS

Cultists of Baphomet and demons bound to his service are blessed with the Horned King's brute strength and battle prowess.

SKEWERING CHARGE

Creatures that make use of *skewering charge* develop razor-sharp horns that resemble their demonic lord's. Carnage demons in the Horned King's service often adopt this power, as do other brutes and skirmishers.

TRAITS

Skewering Charge

Whenever this creature charges, it gains a +2 bonus to attack rolls (instead of +1) and a +5 bonus to damage rolls. If it hits with the attack made as part of a charge, it also knocks the target prone.



FAITHFUL OF GRAZ'ZT

Of all the demon lords, the grand schemer Graz'zt best breaks the mold of the mindless destroyer bent on laying waste to creation. From his abyssal realm of Azzagrat, he plots the downfall of his greatest rival and sworn enemy, Demogorgon. Though he cannot match the Prince of Demons in raw power, Graz'zt's cunning makes him a most dangerous foe.

Compared to other demon lords, Graz'zt is eager to find followers among the mortal races. Once a devil in service to Asmodeus, the Dark Prince retains a diabolic penchant for corruption and manipulation. Graz'zt views his followers as pawns in a great game played against the other demon lords. His mightiest followers in turn view their servants as pawns of their own.

Creatures that swear allegiance to Graz'zt seek his gifts of cruelty and cunning. Artillery, controllers, and lurkers are best suited to his cults. He grants his followers the ability to concoct deadly plots, to deceive their enemies, and to manipulate the followers of other demon lords to the Dark Prince's own ends.

Graz'zt appears in *Manual of the Planes*.

Skill Modification: +2 bonus to Bluff checks.

ATTACK POWERS

Although other demon cultists favor brute force and chaos, the servants of Graz'zt revel in the more subtle tactics of trickery and deceit.

DICTUM OF GRAZ'ZT

Graz'zt teaches his followers to twist their enemies' will, turning ally against ally in the heat of combat. Give this power to controllers or lurkers.

STANDARD ACTIONS

↩ **Dictum of Graz'zt** (charm) ◆ Encounter

Attack: Close burst 5 (one enemy in burst); level + 3 vs. Will

Hit: The target is dominated (save ends).

SHIELD OF DECEPTION

A cultist of Graz'zt weaves a subtle illusion around a nearby foe, causing another enemy's attack to target that foe. This power works best for controllers and lurkers.

TRIGGERED ACTIONS

↩ **Shield of Deception** (illusion) ◆ Encounter

Trigger: This creature is hit by an enemy's melee or ranged attack.

Attack (Immediate Interrupt): Close burst 5 (triggering enemy in burst); level + 5 vs. Will

Hit: An enemy adjacent to this creature becomes the target of the triggering attack instead of this creature.

UTILITY POWERS

Graz'zt's followers prefer retreat to a bloody fight to the death. The example of their devious master allows them to escape their enemies.

DARK VEIL

The power of the *dark veil* is bestowed on creatures that have slain a powerful enemy of Graz'zt through treachery or assassination. This swirling shroud of shadows is best suited to lurkers.

MINOR ACTIONS

Dark Veil ◆ Encounter

Effect: This creature gains concealment and is phasing until the end of its next turn.

DYING WHISPERS

Enemies that would strike down the faithful of Graz'zt are stricken by the Dark Prince's power, allowing his other servants to move in for the kill.

TRIGGERED ACTIONS

Dying Whispers ◆ Encounter

Trigger: An attack reduces this creature to 0 hit points.

Effect (No Action): The triggering attacker grants combat advantage to this creature's allies (save ends).

TREACHEROUS ESCAPE

Graz'zt's high priests and other favored servants can call on the Dark Prince's power when a battle seems lost. This blessing allows them to escape while their foes are stricken by their deceit. Artillery and lurkers make the best use of this power.

MOVE ACTIONS

Treacherous Escape (illusion, poison, teleportation, zone) ◆ Encounter

Effect: This creature creates an illusory duplicate of itself in its current space, turns invisible until the end of the encounter or until it attacks, and teleports 5 squares. If any creature attacks the illusion, the illusion disappears and creates a zone in a burst 2 centered on the illusion. Any creature that enters the zone or starts its turn there takes 5 poison damage. The zone lasts until the end of the encounter.

KOSTCHTCHIE'S WINTER HOST

The Prince of Wrath draws the worship of creatures that seek to emulate his strength and unmatched bloodlust. The ranks of his followers are filled with frost giants (see *Monster Manual*® 2, page 122), brutish monsters, and berserkers of every mortal race. The most devoted servants of Kostchtchie take on the demon lord's well-muscled form and berserker battle madness. These followers fight to the death in their master's name against overwhelming odds, driven by their insatiable appetite for blood and death.

The physical power and combat prowess offered by Kostchtchie makes brutes and soldiers best suited to his service. Creatures that use more subtle tactics rarely fall under the sway of the Prince of Wrath.

Kostchtchie appears on page 122.

Skill Modification: +2 bonus to Endurance checks.

ATTACK POWERS

Kostchtchie's followers demonstrate the brute strength and mindless ferocity of their master.

RAGING STRIKE

When badly wounded, a cultist of Kostchtchie becomes heedless of danger, fighting with an increased berserker fury. Brutes and soldiers make best use of this power.

STANDARD ACTIONS

Raging Strike ♦ At-Will

Requirement: This creature must be bloodied.

Effect: This creature makes a melee basic attack, gaining a +4 bonus to the attack roll and scoring a critical hit on a roll of 18 to 20. This creature is then dazed until the end of its next turn.

UNQUENCHABLE FURY

Even death cannot quench the simmering rage of Kostchtchie's servants. Add this power to a brute or a soldier with a high-damage basic attack, or to heroic tier or epic tier minions.

TRIGGERED ACTIONS

Unquenchable Fury ♦ Encounter

Trigger: This creature drops to 0 hit points.

Effect (No Action): This creature makes a melee basic attack.

UTILITY POWERS

In the name of their patron, cultists of Kostchtchie draw strength from their own pain and suffering. When a servant of the Prince of Wrath falls, it counts on taking as many foes as possible with it.

INDOMITABLE

Kostchtchie's followers can fight their way past any enemy's defenses, shrugging off potent physical or magical effects. Give this power to brutes.

TRIGGERED ACTIONS

Indomitable ♦ Encounter

Trigger: This creature is hit by an attack that imposes an effect that lasts until the end of the attacker's next turn.

Effect (Immediate Interrupt): This creature makes a saving throw against that effect.

INEVITABLE STRIKE

A follower of Kostchtchie strikes at its foe relentlessly, even when doing so leaves it open to attack. Give this power to brutes and other reckless melee combatants.

TRIGGERED ACTIONS

Inevitable Strike ♦ Encounter

Trigger: This creature misses with a melee weapon attack.

Effect (Free Action): This creature deals half damage with the missed attack, but grants combat advantage until the end of its next turn.

KOSTCHTCHIE'S BLOOD

Kostchtchie's faithful push themselves to the limits of endurance, ignoring the ravaging effects of combat as they lay into their foes. Brutes and other reckless melee combatants make best use of this power.

TRIGGERED ACTIONS

Kostchtchie's Blood ♦ At-Will 1/round

Trigger: This creature misses with an attack.

Effect (Free Action): This creature takes damage equal to twice its level and rerolls the triggering attack.

UNFETTERED WRATH AND UNFETTERED VENGEANCE

Creatures that embrace Kostchtchie's power sacrifice accuracy in their berserker rage, but they lash out at their enemies with increased ferocity. Give these two powers to soldiers.

TRAITS

Unfettered Wrath

While bloodied, this creature takes a -2 penalty to attack rolls and gains a +4 bonus to damage rolls.

TRIGGERED ACTIONS

Unfettered Vengeance ♦ At-Will

Requirement: This creature must be bloodied.

Trigger: An enemy starts its turn adjacent to this creature.

Effect (Immediate Interrupt): This creature can make a melee basic attack against the triggering creature.

OUBLIVAE'S RUINLORDS

The Queen of Desolation exults in the fall of civilizations. The sundering of the ties that bind kin and clan together is her passion, as are the endless mortal wars that turn verdant kingdoms into barren wastelands. She delights not only in the act of destruction, but in the psychic and spiritual echoes left behind by the fall of cities, empires, and whole races. The knowledge that the strongest structures and civilizations will inevitably succumb to the irresistible tide of violence and chaos is the foundation on which Oublivae's dark faith is based.

Oublivae's followers lack the unthinking, brutish physicality of Demogorgon's reavers and Yeenoghu's marauding hordes. They balance their predatory instincts with a twisted sense of artistry—a keen ability to direct the forces of destruction on every conceivable level. A nation leveled by Orcus's undead hordes might rebuild in time. But the lands laid low by Oublivae and her cults are left barren for all time, their peoples' history and spirit undone.

Controllers and soldiers that excel at dictating the pace and flow of combat on the battlefield are common in Oublivae's cults. Oni, hobgoblins, and other creatures whose destructive potential is driven by dark cunning lead her forces on their missions of doom and destruction.

Oublivae offers her followers attack powers only. For the Angel of the Everlasting Void, the direct assault on civilization is the highest and only purpose.

Oublivae appears on page 130.

Skill Modification: +2 bonus to History checks.

ATTACK POWERS

Oublivae shows her followers how to inflict devastating attacks against an enemy's body, mind, and spirit.

DEVASTATION OF EONS

A cultist of Oublivae wraps its foes in the essence of their own destruction, crippling them in combat and causing them to waste away if they cannot escape. This power is most effective when used by controllers and other creatures that limit their foes' movement, or by a monster that can make subsequent attacks on its same turn.

STANDARD ACTIONS

Devastation of Eons (zone) ◆ Encounter

Effect: This creature creates a zone in an area burst 1 within 10 squares. The zone lasts until the end of this creature's next turn. This creature gains a +2 bonus to attack rolls and a +5 bonus to damage rolls against creatures within the zone.

Sustain Minor: Each creature within the zone takes 10 damage and the zone persists.

GRASPING RUINS

A servant of Oublivae that masters this attack is able to tap into the deepest subconscious fears of its foes. These fears can drive the toughest creatures to their knees, overwhelmed by the vision of the destruction of their lands and peoples. Soldiers and other creatures that benefit from limiting a foe's movement make good use of this power. Derghodemons (page 111) in the service of Oublivae use *grasping ruins* to drop a group of foes, then spend an action point to wade in with *flailing assault*.

STANDARD ACTIONS

Grasping Ruins (zone) ◆ Encounter

Attack: Close burst 1 (one creature in burst); level + 3 vs. Fortitude

Hit: The target is knocked prone and cannot stand up (save ends). The burst creates a zone that lasts until the end of the encounter. Enemies treat the zone as difficult terrain.

INEVITABLE ENTROPY

A servant of Oublivae granted this power can extend the most debilitating effects that wrack an opponent. By dragging out an enemy's torment, the cultist gives it a dark taste of its eventual destruction. Controllers and creatures whose other powers impose a penalty to saving throws use this power to deadly effect.

STANDARD ACTIONS

Inevitable Entropy ◆ Encounter

Attack: Ranged 10 (one creature); level + 3 vs. Will

Hit: This creature chooses one effect imposed on the target that a save can end. When that effect ends, the target suffers the same effect as an aftereffect. If that effect already had an aftereffect, this aftereffect replaces it.

THEFT OF KNOWLEDGE

With a touch in combat, a cultist of Oublivae steals a glimpse of the future from a foe's mind. That foreknowledge allows the cultist to regain the use of a power, even as that power is strengthened against the cringing foe. This power is best given to soldiers with potent encounter or recharge attack powers.

MINOR ACTIONS

Theft of Knowledge ◆ Encounter

Attack: Melee 1 (one creature); level + 3 vs. Will

Hit: This creature recharges a rechargeable power or regains the use of an encounter power. The next time this creature uses that power before the end of the encounter, it gains a +4 bonus to the attack roll.

PAZUZU'S DREAD FLOCK

A corruptor and a destroyer of innocence, Pazuzu ranks among the demon lords second only to Graz'zt in cunning and treachery. His servants closely follow his example, spreading a subtle and insidious destruction across the mortal world. They earn their victims' trust with gifts and honeyed words, then turn that trust to betrayal and death.

Graz'zt revels in misdirection and control, but Pazuzu turns his enemies against one another. His priests and followers gain the power to manipulate and corrupt others, using the magic given to them by the Dark Angel of the Four Winds. Artillery and controllers can make the best use of Pazuzu's boons, staying safe at the edge of the fray while they sow distrust and mutiny among their foes.

Pazuzu appears on page 132.

Skill Modification: +2 bonus to Insight checks.

ATTACK POWERS

Other demon cultists use brute force to impose their will, but subtle enticements are a far more effective means of swaying an enemy to Pazuzu's control. His followers turn their enemies against one another with cruel bargains and magical deceit.

PAZUZU'S FLOCK

At a cultist's command, a spectral flock of demonic birds swoops down on the battlefield. This power fits artillery and controllers well, and Pazuzu grants it to many of his priests. When mortal creatures are offered up to the Dark Angel of the Four Winds, Pazuzu's flock is used for the sacrifice.

STANDARD ACTIONS

✦ Pazuzu's Flock (zone) ◆ Encounter

Attack: Area burst 1 within 10 (one creature in burst); level + 3 vs. Fortitude

Hit: The target is knocked prone and blinded (save ends).

Level 11: 10 damage.

Level 21: 15 damage.

Effect: The burst creates a zone that lasts until the end of this creature's next turn. Any enemy that ends its turn within the zone or that leaves the zone takes 5 damage. This creature can move the zone 3 squares as a move action.

Sustain Minor: The zone persists.

PROMISE OF STRENGTH

The target feels a burst of strength that drives its attack, even as its allies are struck down by the abyssal power it unknowingly unleashes. This power suits a controller not afraid to provoke opportunity attacks from the thick of combat.

MINOR ACTIONS

✦ Promise of Strength ◆ Recharge ☹ ☹ ☹

Attack: Ranged 10 (one creature); level + 3 vs. Will

Hit: The next time the target attacks before the end of this creature's turn, it gains a +2 bonus to the attack roll but its allies within 5 squares of it take damage equal to 8 + one-half this creature's level.

UTILITY POWERS

Pazuzu allows his dedicated followers to tap the power of the endless winds scouring the Plain of a Thousand Portals.

ABYSSAL STORM

The shrieking winds of the Abyss erupt at a cultist's command, sweeping around its allies and shifting them into new positions. This power is most often granted to controllers.

A creature that adopts this power takes the leader role.

MINOR ACTIONS

✦ Abyssal Storm ◆ Recharge ☹ ☹ ☹

Effect: Allies within 5 squares of this creature can shift 2 squares as a free action.

GIFT OF PAZUZU

Pazuzu's priests use this ability to spy on potential victims or to escape their enemies.

MINOR ACTIONS

✦ Gift of Pazuzu (polymorph) ◆ Encounter

Effect: This creature transforms into a Tiny bird. In this form, it gains fly 8 and a +2 bonus to all defenses, and it cannot use any attack powers. This creature can end this effect as a minor action.

WINGS OF PAZUZU

A gift commonly granted to Pazuzu's servants, this boon manifests a pair of misty, blood-stained wings that can lift a creature safely out of trouble.

MOVE ACTIONS

✦ Wings of Pazuzu ◆ At-Will

Effect: This creature can fly a number of squares equal to its speed - 1.



YEENOGHU'S DEATH PACK

Known as the Beast of Butchery, the demon god Yeenoghu commands the loyalty of gnolls throughout the planes. Although that brutish race stands at the heart of Yeenoghu's plans to one day forge an empire across the cosmos, the demon lord accepts any creatures as his servants. The weakest of his faithful are treated as slaves, but those that can prove their mettle and their battle madness to Yeenoghu can rise high in his service.

Yeenoghu's cult relies on sheer numbers and the near-suicidal devotion of its members to overcome its foes. Gnoll initiates of Yeenoghu gladly risk their lives to do their lord's bidding. In the heat of battle, all thoughts of self-preservation are cast aside in the name of blood, rage, and ruin.

Yeenoghu appears in *Dragon* #364, a free download available at dndinsider.com, and in *Dragon*™ Magazine Annual 2009.

Skill Modification: +2 bonus to Athletics checks.

ATTACK POWERS

The feral champions of Yeenoghu fight with the ferocity of wild animals, throwing themselves into the fray until no foe remains standing.

CRUEL BITE

Driven by battle madness, a servant of Yeenoghu follows up its own high-damage attack with a powerful bite against an already-wounded foe. Brutes in Yeenoghu's service use this power to particular effect.

TRIGGERED ACTIONS

↓ Cruel Bite ♦ Encounter

Trigger: This creature hits a bloodied enemy with a melee attack.

Attack (Free Action): Melee 1 (triggering creature); level + 5 vs. AC

Hit: 1d8 + 4 damage.

Level 11: 2d8 + 6 damage.

Level 21: 3d8 + 8 damage.

INEVITABLE SLAUGHTER

By pushing past the limits of physical endurance, a champion of Yeenoghu can make up for a missed attack with a vicious follow-up. Give this power to brute followers of the demon lord.

TRIGGERED ACTIONS

↓ Inevitable Slaughter ♦ Encounter

Trigger: This creature misses with a melee attack.

Effect (Free Action): This creature takes 10 damage and makes a melee basic attack against the target of the missed attack.

UTILITY POWERS

Yeenoghu's faithful manifest their demon god's ferocity as they fight. The power of the Beast of Butchery turns his cultists into a slaving pack of mindless killers.

BLOOD FEAST

The followers of Yeenoghu feed on each other's bloodlust, fighting in close quarters to surround and destroy their foes. Controllers make best use of this power, focusing their attacks on foes adjacent to soldier or brute allies possessing potent basic attacks.

A creature that adopts this power takes the leader role.

TRIGGERED ACTIONS

Blood Feast ♦ Encounter

Trigger: A bloodied enemy is hit by this creature.

Effect (Free Action): One of this creature's allies adjacent to the triggering enemy can make a basic attack against that enemy as a free action.

DEATH CRAZED

Yeenoghu's followers exult in death and destruction on the battlefield. The slaughter of enemies and allies alike drives them to greater fury.

TRIGGERED ACTIONS

Death Crazy ♦ At-Will

Trigger: One of this creature's nonminion allies or one of its enemies drops to 0 hit points.

Effect (Free Action): This creature gains a +2 bonus to attack rolls until the end of its next turn.

MARK OF YEENOGHU

The call of a pack leader causes Yeenoghu's faithful to fall on an injured foe in a ravaging horde.

A creature that adopts this power takes the leader role.

TRIGGERED ACTIONS

Mark of Yeenoghu ♦ Encounter

Trigger: One of this creature's enemies becomes bloodied.

Effect (Free Action): Allies of this creature within 5 squares of the triggering enemy can shift 5 squares to a square adjacent to that enemy as a free action.

PACK HUNTER

A follower of Yeenoghu becomes a fearsome pack hunter when fighting alongside its allies.

MINOR ACTIONS

Pack Hunter ♦ Encounter

Effect: Until the end of this creature's next turn, this creature's attacks deal 5 extra damage against any enemy that has two or more of this creature's allies adjacent to it.

ZUGGTMOY ROT CULTISTS

Though the power and influence of the Lady of Decay have been weakened by struggles and setbacks, many creatures still swear allegiance to her and to the lesser demons bound to her service. The cultists of Zuggtmoy gain the power to lay waste to an enemy's flesh and weaken its mind. Such victims are turned against their most treasured causes and become new servants of the Queen of Rot.

Creatures blessed by Zuggtmoy undergo a physical transformation. Fungi sprout across their bodies, eating away their flesh and changing them into creatures of poison and decay. Many of Zuggtmoy's followers resemble zombies in their appearance, and her magic grants these servants unmatched endurance. The deadliest weapons' blows can pass through a servant of Zuggtmoy with ease, the cultist's rotted fungus-flesh knitting together to bear no lasting damage.

Artillery, controllers, and soldiers are best suited to Zuggtmoy's service, honing their existing powers with boons that give them greater control over their enemies.

Zuggtmoy appears on page 156.

Skill Modification: +2 bonus to Endurance checks.

ATTACK POWERS

Zuggtmoy's cultists revel in the physical changes they undergo, learning to use the fungi that permeate their flesh as a weapon.

CREEPING ROT

The decay that is the hallmark of the Queen of Rot spreads around her cultists in combat, hindering and poisoning their foes. Artillery, controllers, and creatures whose powers can knock foes prone make best use of this power.

MINOR ACTIONS

Creeping Rot (zone) ◆ Encounter

Effect: This creature creates a zone in an area burst 1 within 10 squares. The zone lasts until the end of the encounter. Any enemy that enters the zone or starts its turn there takes poison damage equal to one-half this creature's level. In addition, a prone enemy within the zone must make an Athletics check (DC 12 + this creature's level) to stand up.

SPORE BURST

The fungi that consume Zuggtmoy's followers also affect their weapons, filling the air around a target with a toxic burst of spores. Give this power to controllers and soldiers that fight closely grouped foes.

TRIGGERED ACTIONS

◆ Spore Burst (poison) ◆ Encounter

Trigger: This creature hits with a melee attack.

Attack (Free Action): Area burst 1 centered on the target of the triggering attack (enemies in burst); level + 3 vs. Fortitude

Hit: Poison damage equal to one-half this creature's level, and the target is slowed until the end of this creature's next turn.

TOUCH OF DECAY

A cultist's touch causes an enemy's flesh to rot, consuming it from the inside out. Brutes and soldiers make best use of this power.

STANDARD ACTIONS

◆ Touch of Decay (necrotic) ◆ Encounter

Attack: Melee reach (one creature); level + 3 vs. Fortitude

Hit: Ongoing 5 necrotic damage, and the target takes a -2 penalty to saving throws (save ends both).

Each Failed Saving Throw: The ongoing necrotic damage increases by 5, to a maximum of ongoing 25 necrotic damage.

Level 11: Ongoing 10 damage, maximum 30.

Level 21: Ongoing 15 damage, maximum 35.

UTILITY POWERS

Zuggtmoy's followers share a universal imperviousness to attack, their half-rotted bodies allowing them to shrug off the most potent blows and effects.

STRENGTH FROM DEATH

Tendrils of fungus twist out from a servant of Zuggtmoy to steal the last dregs of life from a fallen comrade. Soldiers that fight close by their allies make good use of this power.

TRIGGERED ACTIONS

◆ Strength from Death (healing) ◆ At-Will

Trigger: An ally adjacent to this creature drops to 0 hit points.

Effect (No Action): This creature regains 5 hit points.

STRENGTH FROM DECAY

The rot that infests a follower of Zuggtmoy grants it a unique resilience in combat. The deadliest attacks deal only part of their damage when cutting through a cultist's wasted flesh. This power is useful to artillery and soldiers.

TRIGGERED ACTIONS

◆ Strength from Decay ◆ Encounter

Trigger: This creature takes damage.

Effect (Immediate Interrupt): The damage taken is reduced by half.



DEMON SUMMONERS AND BOUND FIENDS

A warlock traces mysterious patterns into a stone floor, eldritch energy feeding into each symbol to create a dangerous trap. Deep in the forest, cultists gather under the full moon at a bloodstained altar, chanting litanies whose power can unlock the barriers between the planes. A legendary wizard is found dead in his laboratory, his grisly remains a testament to a failed ritual of demon summoning.

Summoning and binding demons has long been a staple of fantasy fiction. When a DM places demons as foes in a temple or a ruin in the mortal realm, it is easy enough to assume that a summoning ritual brought them there. Establishing a stronger link between a demon and its master, however, can create more memorable encounters.

This section presents two monster themes usable for bound demons and their masters. The powers presented here are a product of the pact between a demon and the creature that controls it. “Summoning Demons” (page 18) has more information on the Summon Demon ritual. The powers presented in this section are meant to be applied only to monsters and nonplayer characters. Regardless of their alignment, player characters cannot bind demons to permanent service.

DEMON SUMMONING

A creature that seeks to bind a demon to its service can approach this dangerous task in one of two ways. A powerful spellcaster can use brute force, compelling the demon to serve with threats of punishment or destruction. Creatures lacking such talents must instead entice a demon into service, typically with sacrifices and promises of fealty to the demon’s own master. Regardless of which path is taken, demon and summoner are inexorably linked by the process that calls the demon forth. A demon’s fundamental nature changes in response to that link, creating a bond that the summoner can use to its advantage.

The powers in this section represent the link created by a pact of demonic binding. They are a sign of the bond between a demon and a specific nonplayer character spellcaster, high priest, or other champion of the Abyss. A master can have more than one bound demon, but a bound demon has only one master.

BOUND DEMON POWERS

A bound demon appears in the world at the behest of a mortal creature, typically in response to a sacrifice or other reward. The greater the sacrifice offered, the more powerful the demon that can be bound to service. Alternatively, a demon lord might compel a servant to swear loyalty to a faithful mortal follower for the lord’s own ends.

The following powers are given to bound demons to represent the link between a demon and its master.

ABYSSAL TRANSFERENCE

Demon lords that love deception, most notably Pazuzu and Graz’zt, make great use of this power. They grant it to brute and soldier demons bound to mortal followers as bodyguards and enforcers.

MOVE ACTIONS

Abyssal Transference (teleportation) ◆ **Encounter**

Effect: If this creature and its master are within 10 squares of each other, the creature and master swap positions.

BLOOD OATH

Blood oath is imposed on a bound demon by its master, but the demon retains control over when the oath is used.

TRIGGERED ACTIONS

Blood Oath ◆ **Encounter**

Trigger: This creature’s master takes damage and is within 10 squares of this creature.

Effect (Immediate Interrupt): This creature takes the triggering damage instead.

BOND OF ABSOLUTE OBEDIENCE

Powerful spellcasters force this pact on bound demons to prevent their betrayal. It fits artillery and controllers best, whose area powers can be lethal to its master and his or her allies if not controlled.

TRAITS

Bond of Absolute Obedience

This creature’s attacks, auras, and other powers have no effect on its master unless the master chooses to allow it.

BOND OF MASTERY

Demon binders often entice demons in to service with this boon. *Bond of mastery* increases the demon’s power as its master succeeds in combat.

TRIGGERED ACTIONS

Bond of Mastery ◆ **Encounter**

Trigger: This creature’s master reduces an enemy to 0 hit points or fewer for the first time in the encounter.

Effect (No Action): This creature gains 1 action point.

BOND OF PROTECTION

A demon bound to serve as a bodyguard (typically a brute or a soldier) is granted this power to aid it in defending its master.

TRAITS

Bond of Protection

This creature gains a +2 bonus to attack rolls against enemies adjacent to its master.

BOND OF VENGEANCE

This power is given to demons bound to masters who are important to their demon lord, including high-level cult leaders. If the demon's master is slain, its death is answered with bloody vengeance.

TRIGGERED ACTIONS

Bond of Vengeance

Trigger: An enemy's attack reduces this creature's master to 0 hit points.

Effect (No Action): This creature gains a +4 bonus to attack rolls against the triggering enemy until the end of the encounter.

DEMONIC VANGUARD

A demon that stays in the thick of combat is granted this power to become a focal point for its master's attacks. Give this power to brutes, lurkers, skirmishers, or soldiers—particularly Large or larger demons that can have more creatures adjacent to them.

TRAITS

Demonic Vanguard

This creature's master gains a +2 bonus to attack rolls against enemies adjacent to this creature. The master's close and area attacks target this creature only if the master chooses.

DEMONIC MASTER POWERS

Just as a demon gains additional powers when bound to a mortal's service, its master can benefit from unique boons granted by the control of the demonic servant. Such powers are mastered by spellcasters or demonologists who specialize in rituals of binding, or by high priests and other powerful characters in the service of a demon lord.

The following powers are given to demon summoners to represent the link between a demon and its master.

BOND OF ACTION

An artillery or a controller master sends a bound demon into combat in its place, foregoing its own attacks to empower its demon servant.

STANDARD ACTIONS

Bond of Action ♦ At-Will

Effect: A demon bound to this creature and within 10 squares of it can take an extra standard action during the demon's next turn.

INSTANT SUMMONS

A demon's master uses *instant summons* to call a nearby bound demon to its defense in combat. Artillery and controller masters make best use of this power when they fight at the edge of the fray.

MINOR ACTIONS

Instant Summons (teleportation) ♦ Encounter

Effect: A demon bound to this creature and within 10 squares of it teleports to a space within 2 squares of this creature.

FIERY BANISHMENT

Lesser demons in service to mortal masters live in fear of this power. At the whim of its master, a bound demon can be sacrificed in combat to strike down the master's foes.

MINOR ACTIONS

Fiery Banishment (fire) ♦ At-Will

Effect: A bloodied demon bound to this creature and within 10 squares of it explodes and is reduced to 0 hit points. Enemies adjacent to the demon take fire damage equal to 5 + one-half the demon's level.

LASH OF FURY

A demon's master strikes with *lash of fury* to drive its bound servant to greater savagery in combat. Artillery and controller masters use this power to keep their demon servants focused on defending them, lashing their thralls to death if need be.

MINOR ACTIONS

Lash of Fury ♦ At-Will (1/round)

Effect: A demon bound to this creature and within 10 squares of it takes damage equal to 5 + one-half this creature's level. The demon then makes a melee basic attack as a free action.

REPLENISHING BANISHMENT

When a demon is bound to service, abyssal power imbues the bond between master and servant. If pressed, a master can end the bond of servitude to replenish itself with that power.

TRIGGERED ACTIONS

Replenishing Banishment ♦ At-Will

Trigger: A demon bound to this creature and within 10 squares of it becomes bloodied.

Effect (Immediate Reaction): The triggering demon returns to the Abyss and this creature gains temporary hit points equal to 20 + the demon's level. In addition, this creature gains 1 action point.

REPLACING VARIABLE RESISTANCE

Many demons have variable resistance to certain types of damage (see *Monster Manual*, page 282) to reflect their chaotic elemental origins. This variable resistance comes into play only in encounters that feature significant amounts of those damage types. In particular, demons fighting martial characters often have their variable resistance go to waste.

This section presents a specialized monster theme that provides benefits that can replace variable resistance. These powers provide another way to demonstrate a demon's innate connection to chaos. Any of the creatures in Chapter 3 could be modified in this way.

ABYSSAL HORROR

Some demons are so horrid to behold that only the most resolute adventurers can remain near them. A creature with this power might suffer from disfiguration or cause foul images and blasphemous whispers to fill its enemies' minds. Artillery and controller demons make good use of this power to keep attackers at bay, but it is equally suitable for any demons corrupted by the madness of Tharizdun or the Far Realm.

MINOR ACTIONS

← Abyssal Horror (fear) ◆ Encounter

Attack: Close burst 1 (creatures in burst); level + 3 vs. Will
Hit: This creature pushes the target 2 squares.

ABYSSAL VIGOR

Demons are dangerous enemies for many reasons, but their unpredictability is perhaps their most insidious trait. A demon might flee from melee one moment to hurl bolts of fire, then turn around and charge back into the fray with claw and fang. Demons with this ability are able to fly into a frenzy of movement, catching their foes by surprise with a sudden flurry of attacks.

TRAITS

Abyssal Vigor

This creature has 1 action point.

BLOODLETTING SOUL

Demons rule through brute force, whether that is physical coercion, threats, or manipulation. But a demon with this power has a more direct path to command. An aura of rage and fury surrounds it, sending its allies into a mindless bloodlust that compels them to throw themselves against this demon's enemies.

TRAITS

☼ Bloodletting Soul ◆ Aura 2

An ally in the aura that is reduced to 0 hit points makes a melee basic attack as an immediate interrupt.

BLUR OF CLAWS

The fiercest demon warriors become more deadly when granted this power. Brutes, skirmishers, and soldiers make good use of *blur of claws*, throwing themselves into the thick of combat with allies that can flank, daze foes, or knock foes prone.

TRAITS

☼ Blur of Claws ◆ Aura 1

At the start of this creature's turn, each adjacent enemy that grants this creature combat advantage takes 5 damage.

Level 11: 10 damage.

Level 21: 15 damage.

CAUSTIC BLOOD

Though demon blood is universally foul, it is harmless except in extreme cases. Brute and skirmisher demons can be given *caustic blood* to sear foes that put them on the defensive.

TRIGGERED ACTIONS

Caustic Blood (acid) ◆ At-Will

Requirement: This creature must be bloodied.

Trigger: This creature is damaged by an enemy's melee attack.

Effect (Immediate Reaction): The triggering enemy takes 2 acid damage.

Level 11: 5 acid damage.

Level 21: 10 acid damage.

DEMONIC HARVEST

Demons that hunt and fight in packs make good use of this power, which allows the death of any demon to strengthen its kin. Give *demonic harvest* to lurkers and skirmishers to let them absorb the unspent power of a soldier or a brute ally then unleash that power from the edge of the fray.

TRIGGERED ACTIONS

Demonic Harvest ◆ Encounter

Trigger: A demon with an unused encounter power drops to 0 hit points within 5 squares of this creature.

Effect (Free Action): This creature gains the use of the unused encounter power. If the triggering demon had more than one unused power, this creature chooses which one it gains. If not used, the new power is lost at the end of the encounter.

DEMONIC VASSALS

The hierarchy of the Abyss demands that each demon stand above its weaker kin and cower in fear from its more powerful cousins. Some demons bind and command lesser demons, forcing them to serve. By invoking this power, a demon summons its vassals and throws them into the fight.

MINOR ACTIONS

◀ Demonic Vassals ♦ Encounter

Effect: A demon minion of a lower level than this creature appears within 5 squares and acts at the end of this demon's turn. The minion's initiative count is the same as this demon's.

FURIOUS TRIUMPH

The most bloodthirsty demons turn the fall of each foe into a redoubled assault against other prospective victims. Brute demons given this power can add to their effectiveness in combat, particularly those like goristros possessing a specialized charge attack. Controllers and skirmishers also make good use of this power, taking foes by surprise with their unexpected ferocity.

TRIGGERED ACTIONS

Furious Triumph ♦ At-Will

Trigger: This creature reduces an enemy to 0 hit points or fewer.
Effect (Free Action): This creature charges.

MATERIAL INSTABILITY

Their inherently chaotic nature allows some demons to phase out of the material world for a short time. A lurker demon with *material instability* uses it to escape from a vulnerable position. Skirmishers employ this power to dart through enemies and barriers, making their movement-based attacks even more effective.

MINOR ACTIONS

Material Instability ♦ Encounter

Effect: This creature is phasing until the end of its turn.

NAUSEATING STENCH

The foulness of the Abyss surrounds a demon like an unseen cloud, debilitating any foe that moves too close. Controller and soldier demons favor this power for its ability to protect them from melee attackers.

TRAITS

☼ Nauseating Stench ♦ Aura 1

Any enemy that starts its turn within the aura is slowed until the end of its next turn.

SOUL OF SLAUGHTER

In the heat of battle, a demon's successful strike inspires it to greater savagery against other nearby targets. This *soul of slaughter* can drive even the most intelligent of demons into a state of feral bloodlust.

TRIGGERED ACTIONS

Soul of Slaughter ♦ At-Will

Trigger: This creature scores a critical hit.
Effect (Free Action): This creature makes a melee basic attack against a creature other than the target of the critical hit.

SOUL STEALER

Demons are forces of raw destruction. When left to their own devices in the world, they tear down trees, rip apart bushes and shrubs, and chase down and slay wildlife. Any signs of health and vigor drive this demon to a rage, causing it to lash out with a vicious attack.

TRAITS

☼ Soul Stealer ♦ Aura 1

If an enemy in the aura spends a healing surge, this demon makes a melee basic attack against it with a +5 bonus to its attack and damage rolls as a free action.

SPELL EATER

Owing to their elemental origin, demons are infused with a variety of magical energies. The abilities they possess arise from the ebb and flow of power within them, and demons are voracious devourers of all things in part because they must struggle to maintain a high level of energy at all times. A demon with the spell eater power derives sustenance from the raw stuff of magic. It can absorb the energies contained within a magical zone and use them to fuel its powers.

MINOR ACTIONS

◀ Spell Eater ♦ Encounter

Attack: Close burst 5 (one zone in the burst); level + 3 vs. Will of the zone's creator
Hit: The zone is destroyed, and this creature recharges one power of its choice.

VICIOUS ASSAULT

A demon's feral nature allows it to overwhelm a foe's defenses with sheer spite. Brutes employ *vicious assault* to increase their chances of hitting with an encounter or a recharge power. A controller demon with this power uses it before using a burst or a blast.

MINOR ACTIONS

Vicious Assault ♦ Encounter

Effect: The next attack this creature makes before the end of its next turn is made against the lowest of the target's defenses.

CAMPAIGN ARC: RISE OF THE OBYRITHS

The extent of the obyriths' power and the nature of their goals remain mysteries to even the other demon lords. Few sages have studied these creatures of ancient evil, and fewer still have any inkling of the extent and effect of their plans. Rumors as old as the Abyss whisper that the rise of the obyriths spells the end of creation.

This campaign arc illustrates the obyriths' influence by showing their effect on the Nentir Vale (see *Dungeon Master's Guide*, page 206).

HEROIC TIER: AN ENDLESS DARK ARISES

Characters at the beginning of the heroic tier might normally be far beneath the notice of the obyriths. Likewise, creatures of epic power would seem to have little direct interest in isolated worldly realms such as the Nentir Vale. But the obyriths' far-reaching plots are woven of subtle threads, and they will touch every part of the cosmos before the end.

The obyriths seek to create the opportunity to seize power by inciting war between demon lords. From the Abyss to the streets of Fallcrest, demon cultists engage in open conflict with one another. The adventurers might delve into the stronghold of a cult of Orcus only to find gnolls dedicated to Yeenoghu sacking the place. Time and again, demon cults come to blows and the land teeters on the edge of chaos.

As the situation in the Nentir Vale grows bleaker, prophets walk the streets and demon worship is an ever-growing problem. Cults become more aggressive in their attacks and recruitment. Abyssal scavengers (page 102) and carnage demons (see *Monster Manual*, page 54) appear in growing numbers, soon followed by monsters that are even more powerful.

As the obyriths grow in power, their plans begin to balance aggression with careful subtlety. The conflicts they have sparked among the followers of the demon lords allow them to begin a new campaign of misdirection. Their mortal agents incite open warfare between cults, all the while spreading the rituals used to open more and more demongates. The obyriths expect the endless tide of demons swarming into the world to keep their enemies occupied as they pursue their even darker goals.

With each adventure, the characters must drive back rampant demons, prevent assassinations, quell the growing power of the cults, and defeat the high priests that are summoning these demons into the world. As level 10 approaches, the party faces its greatest challenge—preventing the whole of the Nentir Vale from becoming a demonic battleground as more and more cults open portals to the Abyss.

PARAGON TIER: TO THE ABYSS AND BACK

The characters might stem the tide of demons in the Nentir Vale, but not every civilized realm has such heroes to save it. Beyond the vale, demons continue to mass. The characters learn that agents of an unknown power based in Sigil (see *Dungeon Master's Guide 2*, page 186) are behind the spread of the secret rituals that have opened a large number of demongates. The adventurers travel to Sigil, beginning a section of the campaign that combines demon stomping with high levels of stealth and intrigue.

The obyriths have veiled their plans in layers of deception. No one involved in the conspiracy to open the gates knows more than is necessary, and the obyriths' most senior servants use deceptive magic, mundane disguises, and aliases to cover their tracks.

Early in this part of the campaign, the adventurers track down a raavasta (see *Manual of the Planes*, page 136) named Karrath. Karrath appears to be behind the spread of the rituals, but he has not been seen in Sigil in some time. After piecing together clues left in his lair, the adventurers embark on a journey across Sigil to find Karrath and his allies, eventually discovering that the raavasta has a fortress on the Plain of a Thousand Portals.

The characters must storm the fortress, slay the raavasta's guardians, and capture him. When they do so, they learn that Karrath is only one of a dozen duplicates—creatures magically spawned by the obyriths to serve as ultimate masterminds. The characters must track down and slay the remaining duplicates, each of which has been imbued by the obyriths with different powers and abilities. (See “Demonic Monster Themes,” page 20, for inspiration.)

In the campaign's final act, the characters learn that the last remaining Karrath has vanished into the Underdark. To find him, they must sneak into a drow city. In so doing, they witness a turning point in the obyriths' plans: An alliance of Baphomet, Demogorgon, Orcus, and numerous lesser demon lords destroys Lolth and several other evil deities.

This act weakens the deities' ranks, just as the obyriths have planned. Either directly or by manipulating demon lords, the obyriths engineer the deaths of more evil gods as good deities grapple with the demons' invasion of the world. In the end, the conflict in the Abyss draws in the good deities when they learn of the obyriths' plans—realizing that the evil deities' destruction heralds the rise of an even greater evil.

As the adventurers rise through the paragon tier, they draw the attention of the obyriths. Pazuzu in particular is fascinated by them, and the obyrith lord, in the guise of one of his many aliases (see “Pazuzu Secrets,” page 133), offers them a boon. Though the characters do not yet realize it, the demon lord plans to use them as pawns if the obyriths’ scheme fails, knowing that the deities will stop at nothing to annihilate him and his kind.

EPIC TIER: AGAINST THE OBYRITHS

In contrast to the paragon tier’s conspiracies and secrets, the epic tier is an unabashed exercise in destroying the most powerful entities in the *DUNGEONS & DRAGONS* game. Since most of the obyriths have kept their identities secret, the DM now has the chance to reveal which of the game’s demon lords are the secret members of the Quorum of Twelve.

DEMONS IN YOUR CAMPAIGN

It’s easy to cast demons as a world-destroying threat, because that’s what they are. However, in your own campaign they don’t have to pose such a grand threat to the entire cosmic order. In fantasy fiction, demons are often depicted as inscrutable, scary, and dangerous foes without being the level of threat they are presented as in this book. The role of the obyriths and the story arc of the Abyss presented here is only one possible role for demons in your game. Don’t feel that demons are a threat that all adventurers must eventually tackle, or that they are the only real threat that epic tier characters can face.

With that said, this book was specifically designed to help build the framework for an epic campaign. Demons, as a threat against the very structure of the cosmos, are easy villains to use when you want to pull a variety of deities, primordials, and other mighty beings together. On the other hand, if you just want some tough, strange, and powerful enemies to populate your dungeons, be lackeys to your villains, and pose a limited threat to the characters, you can easily dial down the Abyss’s threat. Perhaps the obyriths’ plans still need thousands of years of work, or maybe in your campaign they don’t even exist. As with all things in the *DUNGEONS & DRAGONS* game, it’s up to the Dungeon Master to determine the role of demons and their true story in your campaign. Think of the background material here, and the suggested campaign arc, as one possible route you can take.

In the campaign’s final act, the adventurers must lead an army into the Abyss. The obyriths are on the verge of triumph, and only their destruction can save the cosmos. The primordials, the gods, and the primal spirits must set aside their ancient differences and declare war on the Abyss. Throughout the first half of the epic tier, it’s up to the heroes to use their knowledge and skills to bring these disparate factions together.

If the party succeeds, the First and Last Alliance takes form, and the characters become the leaders of the greatest army ever assembled. They lead the invasion of the Abyss, serving as field commanders, champions against the mightiest demons, and assassins charged with slaying the mightiest warlords of the forces of evil.

With each battle, the alliance claims another layer of the Abyss. The characters face an array of challenges. Demons are striking at lightly guarded areas of the Astral Sea and the Elemental Chaos, causing numerous deities and primordials to abandon the alliance and protect their home planes. Moreover, as demon lords not part of the obyrith conspiracy fall to the alliance, those demon lords that remain grow stronger.

As the epic tier draws to a close, the situation grows more desperate. The obyriths slay the last of the lesser demon lords and lay claim to the Abyss, threatening to reverse the alliance’s gains. In a final gambit, the characters must venture to the bottom of the Abyss to find the shard of evil at its heart. To distract the obyriths, the First and Last Alliance launches a suicidal attack against them. The obyriths that survive quickly learn of the party’s plans.

The campaign comes to its conclusion with the adventurers battling the obyriths. If they win, the characters can perform a ritual to expel the shard of evil from the cosmos, stopping the Abyss’s endless growth and destroying the obyriths once and for all. Sealing the rift might require the adventurers to sacrifice themselves or to remain behind in the empty void to ensure that the shard is forever kept isolated. With the obyrith threat ended, the characters have reshaped the Abyss and the cosmos in their own image.

DISRUPT THE CULT RITUAL

The rituals allowing fiends to be summoned by demonic cults are each a long, complex process. A cult leader must possess the unique skill necessary to control the power of a demonic ritual, and a proper sacrifice must be prepared. Moreover, the ritual must be allowed to proceed uninterrupted over the prolonged period necessary to build up and harvest its power.

Disrupting a demonic ritual can make a suitable foundation for any adventure. The adventurers might be charged with retrieving an artifact stolen by a cult for dark purposes, or with preventing an ancient ritual book from falling into the wrong hands in the first place. But by far the most exciting way to disrupt a summoning ritual features the adventurers crashing into the cult's lair to find a living sacrifice strapped to an altar, a heartbeat away from death. This kind of climactic encounter can incorporate a skill challenge modeled after the one presented here.

This challenge is not written for characters of a specific level. Instead, it sets the skill check DCs as easy, moderate, or hard, as given on the table in *Dungeon Master's Guide 2*, page 80, or the revised numbers from the *Dungeon Master's Guide* available at dndinsider.com.

THE RITUAL OF CALLING

This powerful ritual allows the caster to call forth a demon from the depths of the Abyss, establishing a bond with it and offering a sacrifice in exchange for fealty for a specific length of time. The Ritual of Calling is a basic tool of any demonologist, from a hedge wizard calling forth low-level fiends to slay her rivals, to a high priest of Orcus summoning infernal legions that can lay waste to an entire kingdom.

The Ritual of Calling requires a period of negotiation between the ritual caster and the demon to be bound. The ritual requires a minimum of a few hours to complete, depending on the demon's power and the caster's skill. One creature performs the ritual, using a standard action on each of its turns. The most powerful demons require the greatest length of time to bind, with negotiations over the details of the pact and the size and nature of the sacrifice sometimes stretching out over days. Most intelligent demons play a waiting game with inexperienced ritual casters, knowing that any error in the ritual might allow the demon to seize the caster and return with it to the Abyss.

BREAKING THE RITUAL OF CALLING

This short skill challenge is designed to be used as part of a larger combat encounter. While the adventurers face off against the guards and monstrous servants of a demon cult, they must attempt to prevent the cult's high priest from binding a powerful demon to its service.

The adventurers can gain only one success per round in this challenge. Once the ritual has been disrupted with a successful check, additional successes in the same round have no further effect. The party's next success cannot be gained until after the end of the ritual caster's next turn.

Failures in the skill challenge are accrued differently than normal. See "Failure" below for more information.

Level: Any.

Complexity: 1 (requires 4 successes before 3 failures).

Primary Skills: Arcana, Athletics, Religion.

Arcana (hard DC by level, standard action): The character attempts to disrupt the ritual by manipulating the dangerous flow of arcane energy through which the caster and demon communicate. One other character can use the aid another action to assist the character making this check.

A character making or assisting this check must be within 2 squares of the ritual caster and must have line of sight and line of effect to the ritual caster.

Athletics (moderate DC by level, standard action): With an Athletics check, the character attempts to physically prevent the ritual caster from undertaking the complex gestures needed to complete the ritual. The Athletics DC equals the caster's Fortitude defense. One other character can use the aid another action to assist the character making this check.

A character making or assisting this check must be adjacent to the ritual caster.

Religion (hard DC by level, standard action): The character uses his or her knowledge of the dark ritual being performed to counter its magic. One other character can use the aid another action to assist the character making this check.

A character making or assisting this check must be within 2 squares of the ritual caster and must have line of sight and line of effect to the ritual caster.

Secondary Skills: The Ritual of Calling typically requires the sacrifice of *residuum*, a relic consecrated to a good or a lawful good deity, or a sentient creature. The secondary skills in this challenge are dependent on the specific setup of the ritual, but might include Thievery or Strength checks.

Thievery (*hard DC by level, standard action*): A victim intended to be sacrificed as part of the Ritual of Calling is typically chained or tied to an altar, ready to be consumed by the demon when the pact is complete. A victim can be freed with a successful Thievery check. In addition to granting a success in the challenge, a successful Thievery check made to free a victim grants a +2 bonus to all subsequent primary skill checks made in this challenge.

Strength or Thievery (*moderate DC by level, standard action*): *Residuum* or a relic slated for sacrifice is placed on an altar close to the ritual caster. The magic of the ritual protects the sacrificial object, hindering its removal before the ritual is completed. With a successful Strength or Thievery check, the adventurer physically breaks those bonds of protection and moves the offering from the altar.

Once a successful check is made to remove the offering, a character can move it 10 or more squares away from the ritual caster to grant a +2 bonus to all subsequent primary checks made in this challenge.

Attacking the Caster: Attacking the ritual caster directly might seem the quickest way to end the ritual. But harming or killing the caster before the ritual is completed is dangerous. Whenever the ritual caster takes damage, roll a d20. On a result of 19 or higher, the demon targeted by the ritual appears and runs rampant (see “Special” below). This roll takes a +2 bonus for each previous time the caster has taken damage. If the caster is slain or becomes unconscious as a result of an enemy attack, the demon likewise appears and attacks.

The caster can be disrupted in other ways to safely hinder the ritual’s completion. If the caster is unable to use a standard action on its turn to continue the ritual, each primary check made in the challenge before the start of the caster’s next turn gains a +4 bonus. Attacks that daze, stun, or dominate the ritual caster without dealing damage can be used to this end.

Success: If the characters earn 4 successes, the ritual is ruined and cannot be restarted. The caster is now free to fight the party, but the demon returns to the Abyss.

Failure: Unlike with a normal skill challenge, the characters’ failed primary skill checks during this challenge do not count toward overall failure. Instead, the characters gain 1 failure at the end of the caster’s turn if the caster used a standard action on that turn to continue the ritual, and if the characters have not gained a success since the caster’s prior turn.

If the characters fail the skill challenge, the ritual is completed. Any living sacrifices are instantly slain, and the demon appears and acts at the caster’s command.

Special: If the demon runs rampant because the ritual caster is attacked, made unconscious, or killed, the characters automatically fail the challenge. However, the demon is not under the ritual caster’s control when it appears, and it attacks the party and the cultists with equal fervor.

INCREASING THE COMPLEXITY

The setup of the skill challenge assumes that one or two characters focus on the challenge while the other characters battle cultists or protect their comrades. The complexity of the challenge can be increased with one or more of the following options, making it a bigger part of the encounter.

Communal Ritual Casting: In addition to whatever guards and hazards are present to protect the ritual caster (see “Rounding Out the Encounter” below), add two assistant ritual caster cultists to the encounter to add an additional level of complexity. Use minions appropriate to the type of cult and the level of the challenge. These cultists aid the ritual caster through chanting and prayer, such that slaying them can hasten the breaking of the ritual.

These dedicated minions do not attack. Instead, they take the total defense action each turn (+2 to all defenses) while they aid the ritual caster as a minor action. For every two cultists the adventurers kill, they gain a success in the challenge.

Expanded Sacrifice: For a more complex skill challenge, replace a single altar with three or more altars set across the encounter area. The ritual caster works before one altar, though each altar has its own sacrifice that can be freed to disrupt the ritual.

Successes Per Round: If the complexity of the challenge increases to 3 or higher, allow the characters to obtain up to two successes per round.

ROUNDING OUT THE ENCOUNTER

This skill challenge is intended to function as part of a combat encounter or alongside hazards and traps. If the characters face only a single ritual caster, it becomes easy for them to line up with the aid another action and ruin the ritual in short order.

A character must be close to the ritual caster to ruin its efforts, so defensive barriers can slow the party down. Low walls, rubble piles, pools of flaming oil, or a demonic trap or hazard (page 36) can make it more difficult for the adventurers to move into position. There should also be plenty of guards on hand to run interference. In particular, controllers using forced movement powers can keep characters away from the ritual caster while artillery attackers lay down an assault around them.

DEMONIC TRAPS AND HAZARDS

With the Blood War in a state of dark truce, the conflict between devils and demons plays out more and more in the mortal realm. The demon cults of the world are all too eager to spread the power of their abyssal masters, and their temples and sanctuaries quickly become polluted by dark magic.

This section presents new hazards and traps for use in designing demonic encounters, and it describes features commonly found in the temples and shrines of worldly demon cults.

PILLARS OF CHAOS

The inner precincts of many demonic temples are lined with pillars carved to reflect the visages of their abyssal lords. The magic of these pillars presents a potent obstacle to any creatures that trespass.

Pillars of Chaos Level 4 Obstacle Trap XP 175

The pillars set around this chamber are covered with leering demonic faces, their eyes seeming to follow you as you move.

Trap: Planar energy infuses the pillars of chaos, hurling victims randomly throughout the chamber. Six pillars make up this trap, each of which occupies 1 square.

Perception

No Perception check is necessary to notice the pillars.

Additional Skill: Arcana

- ◆ DC 12: These pillars are infused with the planar energy of the Abyss.
- ◆ DC 17: The pillars of chaos warp space around them. Demons can use the power of the pillars to teleport, but other creatures are drawn through the teleportation field at random.

Trigger

A pillar attacks whenever a nondemon starts its turn adjacent to it.

Attack

Opportunity Action **Close burst 1** centered on the pillar adjacent to the triggering creature

Target: The triggering creature

Attack: +7 vs. Fortitude

Hit: The target is teleported to an unoccupied square adjacent to one of the trap's other pillars, determined randomly.

Special: As a move action, a demon adjacent to a pillar of chaos can teleport to any unoccupied space it can see adjacent to another pillar of chaos.

Countermeasures

- ◆ A character adjacent to a pillar of chaos can make a DC 17 Arcana check (as a move action) to control the trap's teleportation field. On a successful check, the character teleports to any unoccupied square it can see adjacent to another pillar of chaos.
- ◆ A character can attack a pillar to destroy it (AC 5, Reflex 5, Fortitude 10, 30 hit points). Destroying all the pillars ends this trap's threat.

DEMON FACE IDOL

The lairs of many cults are scribed with the leering faces of demon lords and lesser abyssal creatures. These graven idols are more than decoration, however. A cult's high priests can employ unique rituals to see through an idol's eyes, allowing them to keep a close watch on distant areas of the temple. In addition, the presence of enemies triggers abyssal magic that causes a demon's face to animate, shrieking blasphemous oaths that break the will of intruders.

Demon Face Idol Level 6 Warder Trap XP 250

The leering face of a demon has been carved into the stone wall of this temple.

Trap: The demon face idol hangs in 1 square on a wall or a pillar. It provides enemies with a view of the area, and aids the servants of its abyssal master in combat.

Perception

No Perception check is necessary to notice the idol.

Additional Skill: Arcana (trained only)

- ◆ DC 12: The idol is magic, and it reacts to any creature's approach.
- ◆ DC 17: Another creature sees through the idol's eyes, watching all who pass.

Initiative +5

Trigger

The trap activates and rolls initiative when any enemy enters a square within 5 squares of it, or when a character makes a failed Thievery check or attacks the idol (see below). When the idol activates, one creature linked to it becomes aware of the presence of every creature within 5 squares of the idol.

Attack

Standard Action **Close blast 5**

Target: Each enemy in blast

Attack: +10 vs. Will

Hit: The idol pushes the target 4 squares. If the target ends this movement next to an ally of the demon face idol, that ally can make a melee basic attack against the target as an opportunity action.

Special: The trap treats all nondemons that are not part of the idol's demon cult as enemies. It treats all members of the cult and their allies as its allies.

Countermeasures

- ◆ By making a DC 17 Stealth check, a character can move within 5 squares of the idol without activating it or alerting the creature linked to it.
- ◆ A character adjacent to the idol can make a DC 17 Thievery check (as a standard action) to disable the trap until the start of the character's next turn. Three successful Thievery checks destroy the trap.
If the trap has not yet been activated, a failed Thievery check activates it (as above).
- ◆ A character can attack the idol (AC 22, Reflex 22, Fortitude 21, 21 hit points). Doing so activates the trap (as above). Destroying the idol ends its threat.

ALTAR OF PAIN

Where the power of the Abyss is strongest in the world, it twists and deforms the essence of life. Unspeakable acts are committed in such places for the greater glory of the demon lords, centered on the altar of pain. This simple slab of black rock is permanently stained by blood and scored by the marks of sacrificial blades. The demon lord's faithful gather here to perform their savage rites, protected by the altar's dark power.

Altar of Pain Level 7 Blaster Hazard XP 300

This crude altar is carved from black rock, the dark bloodstains of uncounted sacrifices covering its surface and the ground around it.

Hazard: The altar occupies 2 contiguous squares, and it is imbued with abyssal power deadly to creatures that oppose its purpose.

Perception

No Perception check is necessary to notice the altar.

Additional Skill: Religion

- ◆ DC 14: This area is oppressive with the presence of this black altar, which is dedicated to the power of the Abyss.
- ◆ DC 19: The altar deals damage to enemies that fight within reach of its power.

Trigger

The altar activates when a nondemon adjacent to it or on it takes damage.

Attack

Immediate Reaction Close burst 3

Target: Each enemy in burst

Attack: +10 vs. Fortitude

Hit: 2d6 + 5 damage.

Special: The hazard treats all nondemons that are not part of the altar's demon cult as enemies. It treats all members of the cult and their allies as its allies. The altar blocks movement, but a creature can jump onto it by making a DC 10 Athletics check.

Countermeasures

- ◆ A character adjacent to the altar can attempt to sanctify it by making a DC 19 Religion check (as a standard action). If the check succeeds, the altar makes an attack (as above) that targets its allies rather than its enemies. The altar cannot make another attack until after the end of the character's turn. With three successful Religion checks, the altar is destroyed.
- ◆ A character can attack the altar (AC 5, Reflex 5, Fortitude 10, 40 hit points). Destroying the altar ends its threat.

MIRROR OF MADNESS

When demonic cults flourish over many years, the corruption of the Abyss seeps through into the natural world. Such corruption creates a window into that realm, forging a trap for creatures that intrude in demonic temples and shrines.

Mirror of Madness Level 8 Blaster Trap XP 350

A section of wall ahead is polished to a mirror sheen. Strange colors swirl within its surface, coalescing into frightful, leering forms.

Trap: A mirror of madness occupies a space 2 squares wide along a wall. Creatures that linger too close to the trap are rendered senseless.

Perception

No Perception check is needed to notice the mirror of madness.

Additional Skills: Arcana or Religion

- ◆ DC 14: This section of mirror-bright wall is a window into the Abyss. Any creature gazing into it risks madness.
- ◆ DC 19: The energy held within the mirror of madness is unleashed in a blast if the wall is damaged.

Initiative +6

Trigger

The trap activates and rolls initiative when any creature moves within 5 squares of it.

Attack

Standard Action Close blast 5

Target: Each enemy in blast

Attack: +12 vs. Will

Hit: The target is dazed and immobilized (save ends). *First*

Failed Saving Throw: The target is instead dominated (save ends).

Miss: The target is dazed until the end of its next turn.

Special: The trap treats all nondemons that are not part of its demon cult as enemies. It treats all members of the cult and their allies as its allies.

Countermeasures

- ◆ A character adjacent to the trap can make a DC 19 Arcana, Religion, or Thievery check (each as a minor action) to hinder the mirror's attack. Each successful check imposes a -2 penalty to the trap's attack rolls. With three successful checks, the mirror of madness is permanently disabled.
- ◆ A character can attack the mirror (AC 5, Reflex 5, Fortitude 10, 40 hit points). Whenever the trap is hit by an attack, each creature within 5 squares of it takes 5 psychic damage. Destroying the mirror ends this trap's threat.

ALTAR OF PAZUZU

The demon lord Pazuzu delights in turning wholesome folk to the ways of evil. His altars exert a dark influence on creatures foolish enough to invade the precincts of his temples.

Altar of Pazuzu

Trap

Level 11 Lurker

XP 600

A finely appointed altar is covered in gleaming gold and set with finely crafted gems. Its glittering surface shimmers, inviting your approach.

Trap: The altar occupies 2 contiguous squares, and it attacks any creatures that venture too close.

Perception

◆ DC 10: The altar's rich dressings are revealed as cheap paste gems and the thinnest gilding of low-quality gold leaf.

Additional Skills: Arcana or Religion

◆ DC 16: This altar is a magic trap designed to corrupt creatures drawn to it.

◆ DC 21: The altar is a tool of the demon lord Pazuzu, known for his treachery and for his love of corrupting the innocent. His magic is said to turn friend against friend, setting good folk down a path of damnation.

Initiative +6

Trigger

The trap activates and rolls initiative when any enemy moves within 3 squares of the altar.

Attack

Standard Action **Close burst 3**

Target: Each enemy in burst

Attack: +14 vs. Will

Hit: The target is overcome with a compulsion to steal items from the altar (save ends). While this effect lasts, the target must take a standard action on each of its turns to pry worthless gems from the altar. If it does not, the target takes 10 psychic damage at the end of its turn.

Special: The trap treats all nondemons that are not part of Pazuzu's cult as enemies. It treats all members of the cult and their allies as its allies.

Countermeasures

◆ A character adjacent to a creature overcome by the altar's compulsion can end the effect on that creature by making a DC 21 Religion check (as a standard action).

◆ A character can attack the altar (AC 5, Reflex 5, Fortitude 10, 40 hit points). Destroying the altar ends its threat.

GARDEN OF ROT

As the Lady of Decay, Zuggtmoy wields power over fungi, mold, and other organisms that thrive on rot and putrescence. Groves of such growth held sacred by Zuggtmoy are known as gardens of rot, flourishing within her temples and around the strongholds of her followers. In addition to its defensive value, a garden of rot is used as a sacrificial site. Zuggtmoy's faithful bury victims alive, consigning them to a slow, painful transformation as the fungi of the garden overwhelm and consume them. Such sacrifices rise eventually as scions of Zuggtmoy (page 142).

Cultists of Zuggtmoy bury undead creatures and bound demons within a garden of rot as guards. Such a creature gains a +5 bonus to Stealth checks to hide while buried. It can emerge from the ground and stand up as a move action.

Garden of Rot

Hazard

Level 15 Obstacle

XP 1,200

A grove of ten-foot-tall mushrooms is permeated by a haze of sickly fog.

Hazard: The toxic haze of a garden of rot is deadly to creatures that enter it. The garden fills a 5-square-by-5-square area and is difficult terrain.

Perception

No Perception check is needed to notice the garden of rot.

Additional Skill: Nature

◆ DC 18: The plants and mushrooms in this garden carry the taint of the Abyss. The haze that fills the garden is a shifting cloud of spores.

◆ DC 23: The abyssal power permeating this garden of rot allows demons and undead creatures to lurk safely within it. Only fire can burn away this infestation.

Trigger

The trap attacks whenever a creature enters the area or starts its turn there.

Attack

Opportunity Action **Close burst 1** centered on the triggering creature

Target: Each enemy in burst

Attack: +18 vs. Fortitude

Hit: 2d6 + 8 poison damage, and the target cannot see more than 3 squares (save ends).

Special: The hazard treats all nondemons that are not part of Zuggtmoy's cult as enemies. It treats all members of the cult and their allies as its allies.

Countermeasures

◆ As a minor action, a creature can make a DC 23 Nature or Perception check to seek the safest path through the garden. With a successful check, the creature can move completely through the hazard (assuming it has enough movement to do so). The creature is subject to the above attack at the end of its move even if it has left the area of the hazard.

◆ A garden of rot can be attacked to destroy it. Each square of the garden has AC 22, Reflex 22, Fortitude 21, and 50 hit points. The fungi of the garden are immune to all damage other than fire damage.

DEMONSKIN TAPESTRY

The foulest demon cults flay the skin from living victims, then infuse it with demonic essence. Cultists hang these demonskin tapestries to block doorways and passages within their temples, creating traps that can grab and crush intruders.

Demonskin Tapestry

Trap

Level 19 Warder

XP 2,400

A stitched tapestry of bloodstained leather hangs from the wall.

Trap: A demonskin tapestry occupies 2 squares of a wall or a doorway. It animates as a writhing sheet of flesh that attempts to grab enemies within reach.

Perception

◆ DC 22: The tapestry ripples slightly, though nothing can be seen behind it.

Additional Skill: Arcana

◆ DC 27: This foul tapestry is stitched of the skin of sacrificial victims, and is animated by abyssal magic.

Trigger

The tapestry attacks whenever an enemy starts its turn adjacent to it or moves into its space.

Attack

Opportunity Action **Melee 1**

Target: The triggering creature

Attack: +22 vs. Reflex

Hit: 2d8 + 5 damage, and the target is immobilized (save ends).

Special: The trap treats all nondemons that are not part of the tapestry's demon cult as enemies. It treats all members of the cult and their allies as its allies.

When closed, a demonskin tapestry blocks line of sight and line of effect and is difficult terrain. The tapestry can open or close as a standard action. It can still attack when open.

When it attacks, the tapestry emits a keening wail that alerts nearby creatures.

Countermeasures

◆ A character adjacent to a creature immobilized by the tapestry can free that creature by making a DC 27 Athletics check (as a move action). The immobilized effect ends on the target.

◆ A character can attack the tapestry (AC 22, Reflex 22, Fortitude 21, 50 hit points). Destroying the tapestry ends its threat.

SLAUGHTER MONOLITH

Carved of rock mined in the deep layers of the Abyss, this monolith pulses with raw evil. Slaughter monoliths are commonly found in abyssal temples and powerful centers of demon worship across the planes, driving would-be intruders into a state of mindless mania.

Slaughter Monolith
Trap

Level 23 Blaster
XP 5,100

An upright slab of black stone is shrouded in a blood-red haze.

Trap: A slaughter monolith clouds the minds of creatures that approach it, causing them to lash out at their allies. The monolith occupies a 2-square-by-2-square area and is blocking terrain.

Perception

No Perception check is necessary to notice the monolith.

Additional Skill: Arcana

◆ DC 24: The black monolith channels the raw essence of the Abyss. It radiates evil, and it can overwhelm the senses of creatures that draw too close.

◆ DC 29: The monolith dominates creatures that approach it, causing them to lash out against their allies.

Initiative +8

Trigger

The trap activates and rolls initiative when any creature moves within 10 squares of it.

Attack

Standard Action **Close burst 3** centered on the monolith

Target: Each creature in burst

Attack: +27 vs. Will

Hit: The target moves its speed and makes a basic attack against the nearest creature. If the target can charge the nearest creature, it does that instead. If the target cannot attack, it makes a double move toward the nearest creature.

Miss: 15 psychic damage, and the monolith pushes the target 2 squares.

Countermeasures

◆ A character adjacent to the monolith can make a DC 29 Arcana, Religion, or Thievery check (each as a standard action) to hinder the monolith's attack. On a successful check, the monolith takes a -2 penalty to its next attack roll, and that attack has no effect on a miss. With three successful checks, the monolith is permanently disabled.

FIELD OF DOOM

The cursed essence of the Abyss permeates the physical landscape in areas explorers call fields of doom. Here, the ground heaves and opens up shrieking mouths, attacking the unwary in both body and mind. These manifestations are most common near the locations of powerful shrines, demonic temples, and the hiding places of abyssal relics.

Field of Doom

Level 30 Blaster

Hazard

XP 19,000

The ground heaves like a living creature. A multitude of shrieking mouths open up across the rocky landscape, venting clouds of acid.

Hazard: This hazard fills a 5-square-by-5-square area. It is difficult terrain.

Perception

No Perception check is needed to notice the field of doom.

Additional Skill: Arcana

◆ DC 28: This hazard is a field of doom, said to be the essence of the Abyss given physical form.

◆ DC 33: The mouths of a field of doom vent clouds of caustic acid and unleash a primal shriek that tears at a victim's mind.

Initiative +6

Trigger

The trap activates and rolls initiative when any creature moves within 5 squares of it.

Attack

Standard Action **Melee**

Target: Each creature within the area

Attack: +33 vs. Will

Hit: 4d10 + 4 psychic damage, and the field of doom pulls the target 3 squares toward the field's center.

Miss: The field of doom pulls the target 3 squares toward the field's center.

Special: Any creature that enters the field of doom or starts its turn there takes 15 acid damage.

Countermeasures

◆ A creature within the field of doom can make a DC 33 Arcana check to minimize the field's attack. With a successful check, the field's next attack takes a -5 penalty to the attack roll and its acid damage is reduced to 10 points. With 3 successful Arcana checks, the field becomes dormant. A dormant field remains difficult terrain, but it cannot be triggered again for twenty-four hours.

THE ABYSS

THE ABYSS is cruel, savage, and utterly without mercy—traits inherited by its demonic children. Its malign presence feeds on the Elemental Chaos and the world alike, possessed of a hunger that promises a day when it will consume all existence. The endless layers of the Abyss are its flesh and bones—bleak, inhospitable climes ruled by sadistic monsters of unmatched power.

The demons of the Abyss treat their realm as more than a world. The Abyss is the mother that grants them life and the temptress that seduces them with its hunger for destruction. It is the reaper that consumes them and the dark midwife that brings them back to repeat their endless cycle of bloodshed and pain. The Abyss is the nexus of every demon's existence, and its madness is all they know.

The nature of the Abyss makes this realm anathema to the mortal races. But those who dare the Abyss can reap rewards beyond description. Within this realm's deadly landscapes and alien dimensions, lore and relics that have been lost or forgotten for of eons can be recovered. Within the Abyss's desolate Barrens and Gaping Maw, fearless seekers can learn the answers to timeless mysteries. Deep in the Iron Wastes and the Blood Rift, fantastic treasures await those with the strength to seize them from the demons guarding them.

This chapter explores the physical landscape and nature of the Abyss, including the following.

- ◆ **The Abyssal Realm:** The structure and organization of this dark plane.
- ◆ **The Layers of the Abyss:** A sampling of the layers that make up the Abyss, from the entry layer of the Plain of a Thousand Portals to the Deep Layers from which it is said no outsiders escape.
- ◆ **Abyssal Portals and Demonic Temples:** The taint of the Abyss seeps into the mortal world through abyssal portals and the temples of demonic cults.
- ◆ **Demonic Delves:** A pair of dungeon delves let epic tier characters face off against a cult of Phraxas and infiltrate one of the Abyss's deadliest fortresses.



ARNIE SWEKEL



THE ABYSSAL REALM

The legends of the mortal realm tell of the Chained God Tharizdun, and of how he sought a seed of evil in the remote darkness of the cosmos. Tharizdun coveted this seed, hoping that he might destroy all creation with its darkness. It is said that he cast the seed into the Elemental Chaos, where it festered, and there the Abyss was born.

The true story is more complex—and far more frightening.

The seed of absolute evil that lies buried at the Abyss's heart was created by the obyriths—the vile masters of a lost realm. It was not by chance that Tharizdun stumbled upon their creation. Indeed, the seed of evil was a trap by which the obyriths hoped to be drawn from their dying realm into a new cosmos that they would control. Though their plans were corrupted and dashed, the obyriths are ultimately responsible for the creation of the Abyss. This true history of the Abyss (page 7) is known to only a few.

Eons have passed since the Abyss was rocked by the titanic battles between Tharizdun and the obyrith lords that sought to control him. Wars between gods and primordials soon followed, to be followed in turn by the endless Blood War of the demons. Throughout its history, the madness of the Abyss has manifested in bloodshed. In recent centuries, however, kind of peace has been imposed on this chaos.

Today, the former front lines of the Blood War are silent, the iron fortresses of the devils standing empty across the Plain of a Thousand Portals. Tharizdun sleeps in his deep prison, lost from the sight and thoughts of even the gods. The obyriths are scattered and silent, their Queen of Chaos not seen in generations. Demogorgon, Orcus, and the greatest of the demon lords snipe and snarl at each other, even as they avoid large-scale conflicts for fear of losing what power they have.

And deep beneath it all, unseen and unstoppable, the seed of evil continues its descent down the blackness of the Blood Rift. As it cleaves through the cosmic firmament, it unleashes the hidden whispers that urge all demons to destroy in the name of their dark realm. Year by year, century after endless century, the Abyss consumes more of the Elemental Chaos from which it was spawned. In the end, all creation will be consumed by evil if the Abyss has its way.

THE VORTEX OF CHAOS

From the darkest depths of the Elemental Chaos, the Abyss appears as an immense vortex of elemental energy and debris, the nexus of which forms a whirling pit with a mouth wide enough to devour whole worlds. The dark void at the center of the vortex pulls the fabric of the Elemental Chaos toward it, drawing it ever downward. As creatures and objects are swallowed by the maelstrom, a dark and alien realm begins to manifest around them—a dimension that operates under its own ever-changing rules.

Though few mortal creatures can survive this direct journey across the threshold of the Elemental Chaos and into the Abyss, those that do describe the vortex in vastly different terms. What all such tales have in common, though, is that at some point in the downward journey, a great red sun resolves in the heart of the vortex, surrounded by orbiting motes of earth. Creatures and objects are drawn past this sun and its swirling earthmotes, to be hurled down on a broken plain riddled with pits and rusting iron fortresses. This is the Plain of a Thousand Portals—the fixed topmost layer of the Abyss, called Pazunia by those that dwell there. Its ruined landscape is cleft by the Blood Rift—an enormous chasm that extends the path of the vortex down into darkness.

THE STRUCTURE OF THE ABYSS

The Abyss is not just a location, but an entire alternate dimension. The layers of the Abyss stretch out along the Blood Rift's dark axis, each one its own bounded reality. Mortal sages and explorers have assigned names and numbers to only the most stable layers of the Abyss—those that have been explored and whose landscapes have been fixed by time or the will of their demon lords. The numbering of abyssal layers does not signify a specific order or sequence. The system instead marks the abyssal layers' order of discovery. No full tally of these layers has ever been made, and it is thought that the Abyss expands down the rift to infinite depths.

The Plain of a Thousand Portals is noteworthy as the only layer of the Abyss that stays in a fixed relationship to the Elemental Chaos above it and to the Blood Rift below. The layers beneath Pazunia shift as the abyssal vortex endlessly churns. Worldly explorers might enter a specific layer from directly beneath the Plain of a Thousand Portals, only to find that layer cast down to the abyssal depths when they attempt to leave.



In addition to their numbers, the layers of the Abyss are sometimes grouped according to their function and form. The entry layers are those by which most mortal creatures arrive in the Abyss. The best known of these is Pazunia (page 48), whose uncounted portals draw creatures from across the planes. The realm of Azzagrat (page 58) welcomes traders from the mortal world, who come by *spell-jammer*, *planar dromond*, and other forms of magical transport (see *Manual of the Planes*). The Blood Rift, the great chasm that descends from Pazunia, cuts its way through every other abyssal layer. The bravest and most reckless explorers descend the rift to enter the shifting layers alongside it—some of which can be accessed by no other route.

The middle layers make up most of the Abyss, and include such realms as the Iron Wastes (home of the frost giant demon lord Kostchtchie) and Abysm (home to Demogorgon). Such layers typically contain portals or access points, but these are few in number, hidden away, or connect mostly to other abyssal layers.

The deep layers of the Abyss are the most difficult to breach. The Endless Maze, the Barrens, and Thanatos are the most well known of the deep layers. Creatures caught in such realms typically perish there.

Only one creature has reached the heart of the Abyss, where the seed of evil lies. In the earliest epoch of the Abyss, before the endless depths of that realm had been fully formed, the angel Asmodeus plunged into the unfurling Blood Rift and down to the Abyss's heart. He survived long enough not only to locate the seed, but to break off and steal from it a single black shard. Forging this shard into a ruby-tipped rod, the angel used it to slay the god he served.

Though it is said that no creature will ever repeat Asmodeus's deed, the fact that the heart of the Abyss was broken fuels the rage of the warring demon lords. With the theft of the shard, Asmodeus and the angels that followed him were transformed into devils and banished to the Nine Hells, from which the Blood War was launched. Though that conflict has ebbed, the demon lords hunger for the return of the shard, even as Asmodeus and his princes of hell scheme to steal more of the Abyss's power.

THE GRAVEYARD OF TIME

The Abyss consumes everything drawn into it, and not even the demon lords can survive its unseen depths. Since before the world was made, the Abyss has devoured everything within its grasp. It is said that all things ever lost have found the end of their journey there.

In the darkest abyssal layers, the rotting bodies of colossal primordials writhe in their endless death throes. The abandoned dreams of dead gods take shape as maddening whispers in the deep layers, and in the nonspace between layers, the detritus of broken worlds is shattered and remade. The Abyss's everlasting hunger has devoured whole astral dominions, assimilating them into its maelstrom of evil.

The Abyss is a place to which the defeated are drawn, continuing their struggle to establish their power over others. Among the self-styled lords of the Abyss are beings such as Graz'zt—a fallen angel who became a fallen devil, then became a demon. The goddess Lolth, failing in her plots to rule the elves, was cursed with transformation and exiled to her abyssal realm in the Demonweb. Primordials who failed in their attempt to control the mortal realm name themselves “lord” or “prince” as they hide in their abyssal strongholds and plot their revenge. And somewhere in a forbidden prison, Tharizdun remains chained for his crimes and for his mad longing to destroy all creation.

POWER IN THE ABYSS

Any creature whose unmatched evil and power allow it to solely dominate an entire layer of the Abyss can proclaim itself lord of that layer. When a demon gains uncontested control of an abyssal layer, it asserts its will over that layer's inherent power. The landscape and features of the layer shift to reflect the essential nature of its abyssal lord.

The Abyss is a violent arena of relentless demonic blood sport. It is a primitive battleground where demons wage constant war against one another, enduring an endless cycle of battle, death, and rebirth. The defeated return to life as lesser demons, changing their forms but retaining their memories as they seek power once again.

The Abyss whispers to its demons, setting them against each other as they take control of layer after layer. Ultimate power is promised to the one creature that can conquer the Abyss, and although demons slaughter and depose one another in endless battles, they all ultimately fail in this goal. Not even the obyriths have come close to ruling the Abyss, and only the demon lord Graz'zt has succeeded in dominating more than two layers.

PLAIN OF A THOUSAND PORTALS TRAITS

Type: Abyssal layer.

Size and Shape: Vast arid wasteland nearly five hundred miles across, its sky dotted with floating earthmotes; recursive.

Gravity: Normal on the surface, switching to elemental buoyancy when entering the atmosphere (approximately four hundred feet above the surface).

Mutability: Abyssal mutability. (Demon lords and other powers are able to influence their surroundings.)

HISTORY

The 1st layer of the Abyss, Pazunia is a portal-pocked desert that connects to locations throughout the Abyss and the planes beyond. Its dusty landscape has witnessed an untold number of battles, and is still regularly drenched with blood and ichor. It has served as a front in the Dawn War, the Blood War, and many bloody battles between demon lords and lesser fiends.

The Plain of a Thousand Portals seems destined to be embroiled in eternal conflict. Beings that understand the history of this realm, however, look to the dusty landscape's horizon to glimpse its future. Once every millennium, an immense orbiting mote of elemental earth eclipses the dying star that marks the edge of the upper abyssal vortex, blanketing the layer in darkness. This earthmote, named A'othorh, heralds the end of one great cycle and the start of the next.

This rare twilight lasts for several days, during which time the ever-shrewd Pazuzu defers his authority to the Queen of Chaos (see "History of the Abyss," page 7). During the occlusion, it is said that the Queen crawls up to the Plain of Yawning Pits from her demesne in the Steaming Fen, the 14th layer of the Abyss. At the Great Ziggurat of Oth-Magurloth (page 47), along the Blood River's central floodplains, the Queen of Chaos holds court with the remaining obyrith lords.

Now, with the faint outline of A'othorh visible on the parched horizon, the denizens of Pazunia know the cycle's end is near, and disquiet spreads through Pazuzu's flock. Seers have prophesied that the Queen of Chaos will claim the *Rod of Seven Parts* during the next conclave, heralding the intervention of the Wind Dukes of Aaga and the start of the next Chaos War.

FEATURES AND TERRAIN

The Plain of a Thousand Portals is nearly five hundred miles across. Travelers who trek continuously toward the horizon eventually move beyond the Abyss and into the Elemental Chaos. Although it is finite in size, huge sections of Pazunia and most of its pits remain unexplored. Fierce storms and frequent rockfalls gouge the plain, endlessly reworking its geography. Numerous maps of the layer exist, but these cover only small sections under the control of lesser local demons.

CARL CRITCHLOW



THE BADLANDS

Pazunia's most prominent feature is its endless expanses of barren, cracked earth. Subjected to millennia of scorching heat and other brutal elemental phenomena, the land's severe ecology is deadly to mortal life. Its hot winds reek of burned flesh. That stench, coupled with stinging grit, compels explorers to shroud themselves while crossing the desolate countryside.

In addition to the unforgiving terrain, travelers crossing the Badlands must contend with supernatural hazards. Spinning clouds of gravel, formed from the bones of millions who have fallen here, are commonplace (treat as a field of everflame, *Dungeon Master's Guide*, page 92, that deals normal damage instead of fire damage). Occasionally, these dust devils converge into shrieking cyclones—vicious storms laden with coarse grit that can strip flesh from bone and turn bone to dust in minutes.

Infrequently, the Badlands see rain in the form of chaos-storms. Spectacular in size and appearance, malevolence burns at the heart of these tempests. The storms alter course to hunt down travelers, and the deluges change from common rain into sheets of fire, acid, or frost. Treat such storms as hellfire (see *Manual of the Planes*, page 22) that rains from the sky and deals fire, acid, or cold damage.

THE BLOOD RIVER

The dark waters of the Blood River originate from a spring deep in the uncharted heart of the Plain of a Thousand Portals. The river meanders through the layer, occasionally breaking off into streams that disappear into the pits of Pazunia. The Blood River fills Lake Main as it flows toward the looming fortress of Khin-Oin (page 51), then cascades into the depths of the Blood Rift (page 50).

Experienced explorers avoid the riverbank and the hidden dangers lurking in the fetid water. They cross the river at shallow fords and only in large numbers. Demonic ferry operators are occasionally seen piloting small boats and rafts on the river's turbulent surface.

THE OVER-REALM

Free-floating chunks of earth, known as motes, soar above the parched plain of Pazunia. These sky islands vary greatly in size, altitude, and foliage. Some motes are barren rock, but others support a dusting of plant life or whole forests riddled with freshwater ponds and streams. These high-altitude forested motes are the only consistent source of fresh water on the layer.

Pazuzu's flocks of winged demons gather in the Over-Realm, and have formed settlements on many of the larger motes. Long considered the de facto ruler of the layer, Pazuzu solidified his claim on the Plain of a Thousand Portals when he moved his aerie of Lord's Rook from his former demesne in Torremor (the 503rd layer of the Abyss) to a great earthmote in the Pazunian sky.

The higher explorers roam above the Plain of a Thousand Portals, the closer they come to the Elemental Chaos. The point where the Abyss ends and the Elemental Chaos begins has never been clearly defined. Ancient primordial predators stalk this hinterland between the planes.

NETHERBIAN PLAINS

Elemental debris is frequently caught in the Abyss's immense gravity well and flung to its surface. Jagged tors, hundreds of feet high, jut haphazardly across the blasted Netherbian Plains. These monumental spires plummet from the sky, coming to rest in the shallow craters blasted out by their landings.

A residual taint from the Elemental Chaos typically spreads a few hundred feet around each monolith. Taints can range from a glacial ice sheet (see treacherous ice sheet, *Dungeon Master's Guide*, page 89) to a magma field or a small lake of fresh drinking water. Attracted to the randomness of this landscape, chaos shards (see *Monster Manual 2*, page 34) frequently roam the tors.

EXPLORING THE PLAIN OF A THOUSAND PORTALS

Spending time in Pazunia requires stamina, nerves of steel, and luck. This section presents two example skill challenges that explorers to the Plain of a Thousand Portals might face.

EXPOSURE

The most pressing challenge that characters must overcome while traveling across Pazunia is exposure to the layer's stifling heat. The adventurers must undertake this skill challenge each day they spend traveling across the Plain of a Thousand Portals. The number of skill challenges necessary to reach a particular destination depends on the length of the characters' journey.

Level: Varies.

Complexity: 1 (requires 4 successes before 3 failures).

Primary Skills: Endurance.

Endurance (moderate DC by level, group check):

Between four and six times between extended rests (at the DM's discretion), each character must attempt this check to resist the harsh conditions of Pazunia. If at least half the characters succeed, the party gains a success in the challenge. If half fail, the party earns a failure, and each character loses a healing surge. Healing surges cannot be regained until the party's journey is complete.

Secondary Skills: Arcana, Heal, Nature.

Arcana or Nature (moderate DC by level for Arcana, hard DC by level for Nature): Before the characters attempt a group Endurance check, one character must attempt this check to find safe shelter. A success yields a safe place to rest. On a failure, each character takes a -2 penalty to his or her Endurance check.

Heal (moderate DC by level): This check can be attempted by a character subject to a -2 penalty to his or her next Endurance check because of a failed Arcana or Nature check. With a successful Heal check, the character negates the penalty.

Special: Using the Endure Elements ritual (see *Player's Handbook*, page 304) on each party member gains 4 successes for this skill challenge.

Success: If the characters earn 4 successes, they make their way safely and can take an extended rest. The characters do not regain healing surges until the journey is finished.

Failure: If the characters accumulate 3 failures, they are able to make their way across Pazunia, but the harsh environment prevents them from taking an extended rest. In addition, each character loses another healing surge.

NAVIGATION

The barren and shifting landscape of Pazunia is treacherous to navigate. Lacking a proper guide, the characters must engage in this skill challenge each day they spend journeying across the Plain of a Thousand Portals. The number of skill challenges necessary to reach a particular destination depends on the length of the adventurers' journey.

Level: Varies,

Complexity: 1 (requires 4 successes before 3 failures).

Primary Skills: Arcana, Nature, Perception.

Arcana (moderate DC by level): The character uses his or her knowledge of Pazunia and the chaotic nature of the Abyss to help blaze a trail.

Nature (hard DC by level): Though not familiar with the abyssal landscape, the character can adapt his or her knowledge of the outdoors to chart a course.

Perception (hard DC by level): A quick eye can keep the party on the trail, but Pazunia holds hidden dangers. A successful Perception check earns 1 success in the challenge. A failed check earns the characters 1 failure in the challenge, but also leads them into a group of wandering monsters of a level one less than the party's level.

Secondary Skills: Acrobatics, Athletics, Bluff.

Acrobatics and Athletics (moderate DC by level): Using strength and reflexes to overcome Pazunia's dangers, the character grants a +2 bonus to the next primary skill check made in the challenge.

Bluff (hard DC by level): When an ally fails a Perception check, one other character can attempt to use guile and deception to avoid the encounter. With a successful check, the characters avoid the wandering monsters. On a failure, the wandering monsters gain surprise.

Special: Using Hand of Fate (see *Player's Handbook*, page 306) before a primary skill check grants a +2 bonus to that check. Using Find the Path (see the *EBERRON* *Player's Guide*, page 117) earns the characters 4 successes in the skill challenge.

Using an accurate map of the area or an equivalent navigational tool grants a +2 bonus to all primary skill checks made in this challenge.

Success: If the characters earn 4 successes, the party stays on course for one day of travel.

Failure: If the characters get 3 failures, each character loses a healing surge, and the party makes no progress toward their goal.

LOCATIONS

Rusting iron bastions and towering ziggurats are scattered across the blasted landscape of Pazunia. Some of these locales are well guarded; others are abandoned, waiting to be discovered and plundered.

BASTION OF SKYCLEAVE

The ruins of a great town lie abandoned alongside a lake of molten iron. Raazorforge, once known for its impressive forging operations during the Blood War, is now remembered for the striking palace that floats in the skies overhead. A colossal steel chain rises out of the parched earth at the center of Raazorforge, anchoring a soaring earthmote high above. Atop the earthmote is the Bastion of Skycleave, a majestic djinn citadel of flying buttresses, vaulted porticos, and soaring domes adorned with stained-glass windows.

Centuries past, an unknown curse befell the town of Raazorforge and the citadel floating above it. Demons shun the site, making it one of the safest locales on Pazunia, or so scholars believe. For travelers who have nerves of steel, the primordial-forged chain offers an arduous climb to the floating isle.

GREAT ZIGGURAT OF OTH-MAGURLOTH

A colossal stone structure of multicolored step terraces, the Great Ziggurat of Oth-Magurloth is the largest known structure on Pazunia. At the start of each millennial cycle, the opulent temple atop the edifice serves as the meeting place for the Queen's Conclave. The Queen of Chaos presides over this gathering of the unknown obyrith lords. In the centuries between conclaves, scores of acolytes defend and maintain the temple and the ziggurat's sprawling subterranean complex. Most demons, including the demon lords, avoid the Great Ziggurat for fear that the site is cursed.

The Great Ziggurat of Oth-Magurloth is a challenging endgame dungeon crawl for epic tier adventurers. A labyrinthine subterranean complex stretches for miles beneath the ziggurat and is filled with monsters and hazards. The dungeon culminates at the Well of Entropy, a portal said to be the only connection to the ruins of the obyriths' former realm.

LORD'S ROOK

Built on a gigantic earthmote whose size pales only in comparison to A'othorh, Lord's Rook serves as palace and aerie to the demon lord Pazuzu (page 132). The complex's main structure is carved deep into the floating island. It is adjacent to a magnificent open-walled cathedral from which Pazuzu observes his realm.

While in the cathedral, the demon lord perches on his Blinding Claw throne, a powerful artifact fashioned from the talon of a fiendish roc. It is embossed with gold and studded with rubies the size of vulture's eggs. The Blinding Claw remains fixed in space, hanging unsupported in the open air. When Pazuzu scouts other realms, he brings his throne with him. The demon lord travels with his personal guard on such excursions—the Six Wings of Pazrael. Each guard is a mighty balor commanding hundreds of advanced vrocks.

While Pazuzu is away, a murder of vrocks defend Lord's Rook. When not roaming the Abyss, Pazuzu can often be found in the world, where he spreads pestilence and lures mortals into his flock.

PLAGUE-MORT

The largest settlement in the Plain of a Thousand Portals, Plague-Mort was once a thriving city of the mortal realm. It was drawn through a huge

PLAGUE-MORT

A festering urban morass, Plague-Mort is a sprawling cesspool overripe with danger and treachery.

Population: Approximately 50,000. Demons and demon spawn make up most of the city's population, but a sizable number of genasi and members of the mortal races also dwell in Plague-Mort.

Government: A demon spawn with the title of archlector rules from a grand residence of gilded spires at the center of the city.

Defenses: Plague-Mort has no jail or courts. The Hounds, a militia of demonic brutes, act as judge, jury, and executioner. Anyone making trouble is dismembered on the spot, and a trail of corpses lines each day's patrol path.

Inns and Taverns: Run by mortals condemned to live out their lives in Plague-Mort, the Eye of the Dragon, the Golden Griffon, and the Bell and Whistle are reasonably safe resting places for outsiders and adventurers.

Supplies: The best shops and stalls are in Merchant's Row. High-quality weapons can be purchased at reasonable prices. The proprietor of Poisoner's Phial is a talented apothecary, though her prices are exorbitant.

Temples: Plague-Mort is one of the few places in the Abyss where open reverence of astral deities is tolerated. Pazuzu has little interest in the city, and the archlector doesn't mind new shrines popping up as long as the local priests submit to his authority and divert a large portion of their tithes to his coffers.

demongate millennia ago, quickly devolving into the grimy, disease-ridden colony it is today. More a collection of somber ruins than a proper city, Plague-Mort swarms with pestilence and is scoured by stinging grit.

The city straddles the Blood River at its intersection with the River Lethe, a smaller tributary. This confluence attracts merchant traffic without which Plague-Mort would collapse. The settlement is still a miserable slum filled with sick and distraught mortals desperate to flee the Abyss. A yawning demongate stands at the edge of town, but the portal operates only in one direction. From time to time, confused mortals stumble from it to become Plague-Mort's newest citizens.

PITS OF PAZUNIA

The uppermost layer of the Abyss is well named. The Plain of a Thousand Portals serves as a gateway to deeper layers of the Abyss, thus drawing an endless number of merchants, pilgrims, and explorers to Pazunia's bleak environs. Most of the pits are two-way portals, but others strand travelers in deeper layers with no way to return. Anyone who enters a pit is instantly drawn away to the abyssal depths. While in transit, a traveler has no control over his or her movement. Although the journey takes a matter of seconds, some portal users swear that they have seen other layers while en route. "Roll of Abyssal Layers," page 80, lists some of the known layers of the Abyss, any of which could be a destination point for Pazunia's portals.

The following are a few of the better-known pits of Pazunia.

Angorogo Crevasse: Few sights are more bizarre in the parched Pazunian wastes than the Angorogo ice sheet. Covering a vast swath of Pazunian desert, this glacier grows larger every year as it slowly swallows the surrounding landscape. At the ice sheet's heart is an immense crevasse, its icy depths plunging toward Soulfreeze, the 566th layer of the Abyss (page 78). A great stone bridge spans the frozen gorge below the rim of the crevasse. At each end of the bridge, stout fortresses are carved into the permafrost of the sheer canyon walls. A powerful jarlrak (page 120) named Thaclighaua claims this pit, which is guarded by his ice archon rimehammer legions (see *Monster Manual*, page 20).

Pool of Madness: Few demons dare to approach the shadowy waters of the Pool of Madness. None wants to draw the attention of Dagon, Prince of the Depths (see *Monster Manual 2*, page 45). The shallow pool is only five feet deep. Diving into its tepid waters plunges a swimmer into the twilight depths of the Shadowsea (see "Abysm," page 68).

Effect: A creature that ends its turn adjacent to the pool takes ongoing 5 psychic damage per tier (save ends). On a failed saving throw, the affected creature makes a melee attack, a ranged attack, or a charge against the nearest creature as a free action. If it cannot attack, it moves its speed toward the nearest creature as a free action.

Usage: Particularly vicious demons hunt the areas around the Pool of Madness. They keep away from the pool's edges as they herd their quarry toward it.

Chasm of Rtha-haz: Similar to the 503rd layer of Torremor (page 78) where this pit leads, the interior of the chasm is a tangled latticework of rope bridges, wooden ladders, and jangling chains. Vast aeries teeming with winged demons line the uppermost reaches of the chasm. These demons are loyal to Pazuzu. They guard the pit, ensuring that Lamashtu and her servitors do not escape into the Plain of a Thousand Portals (see "Pazuzu Secrets," page 133).

Citadel Ug'ggot: At the height of the Blood War, devils constructed this towering iron fortress. Citadel Ug'ggot stood as the forward outpost of the forces of the Nine Hells as they laid siege to the Abyss. With the cessation of the Blood War, the devil garrison at Citadel Ug'ggot retreated, abandoning the rusting stronghold. Today, abyssal eviscerators (see *Monster Manual 2*, page 51) overrun the citadel. A pit descending from the citadel's central bailey offers access to a dozen abyssal layers left abandoned in the aftermath of the Blood War.

Fetid Pit of Vakorcha: The Fetid Pit of Vakorcha is a sweltering salt mire dotted with outcroppings of moss-covered rock and tangled vegetation. The air is thick with biting and stinging insects, and the sodden earth seethes with vermin and parasites. The pit is a sucking wound of putrescence that leads to the Steaming Fen, the 14th layer of the Abyss and the reputed lair of the Queen of Chaos (page 8). The mire is home to a trio of menacing bebiliths (see *Monster Manual 2*, page 52) that maintain loyalty to Miska the Wolf-Spider (see "The Cult of Elemental Evil and the Dawn War," page 8). Vakorcha, the largest of the three bebiliths, is able to lure victims to the Fetid Pit through haunting dreams and hallucinations.

Sotholo: The ruined town of Sotholo perches over a large sinkhole that connects to Vorganund, the 52nd layer of the Abyss. Thralls of Yeenoghu rule the settlement—gnoll slavers that round up lesser demons and sell them in bulk to the highest bidder. The town's slave pens are crowded with pitiful manes (page 126), slack-jawed dretches (see *Monster Manual 2*, page 54), and lumbering rutterkins (page 141).

Among the dozens of well-known slave sites in Pazunia, Sotholo is known for the blue dye slavers use to mark their stock. Made from the brightly colored scrub that grows around the pit, the dye is added to the slaves' gruel and quickly spreads to skin and chitin alike. Slaves from Sotholo are easy to spot in an engagement, since scores of blue demons charging across a battlefield are a memorable sight.

FROM THE DEMONOMICON OF IGGWILV

As the end of the millennial cycle approaches, denizens of the Abyss turn their collective gaze to the Plain of a Thousand Portals. Already, Pazuzu and his flock are preparing for the momentous assembly, positioning their soaring enclaves into a defensive ring around the Great Ziggurat of Oth-Magurloth. Yet, the perigee of A'othorh could advance my goals as well. I still possess the Iron Flask of Tuerny, holding a portion of Demogorgon's primal animus. That should permit me to spy upon the obyrith conclave. Yes, perhaps it is time to reach out to the Prince of Demons and tempt fate once more.

INHABITANTS

The Plain of a Thousand Portals was a major front during the Blood War. Vast legions of devils marched against wave after wave of battle-frenzied demons. For a time, the devils controlled vast expanses of territory. The great iron fortresses dotting the landscape are a testament to the devils' occupation. After the Blood War ended, the devils withdrew, and for the first time in long centuries, stretches of Pazunia have returned to desolate wasteland.

Travelers can roam Pazunia for days without encountering another creature. However, the Plain of a Thousand Portals might be the Abyss's most populous layer. A regular influx of merchants and explorers are willing to brave its dangers to reach Pazunia's numerous gates and the riches of the Abyss. The Plain of a Thousand Portals is also home to more varieties of demons than any other layer of the Abyss, including avian types not encountered elsewhere.

THE BLOOD RIFT

The shadowed chasm that plunges from the height of Pazunia to the Abyss's unseen depths

When the seed of absolute evil was cast down in the struggle between Obox-ob and Demogorgon, Orcus, and Baphomet, it cut a great scar in the base elemental matter from which the Abyss was formed. This scar is the Blood Rift, a vast canyon that cuts through the infinite layers of the Abyss like a raw wound. The 4th layer of the Abyss is named for the Blood River that flows down its sheer canyon walls.

An unknown magic lingering within the rift prevents the entrance of any creatures powerful enough to claim the seed of evil. Asmodeus was only an angel when he entered the rift in its birth throes, though he emerged a god. No other living creature has since survived the descent to the depths of the rift, and even the mightiest demon lords must content themselves to watch and wait for the power of those wards to fade.

BLOOD RIFT TRAITS

Type: Abyssal layer.

Size and Shape: An endless abyssal rift opening up from the Plain of a Thousand Portals; depth unknown.

Gravity: Normal, oriented toward the depths of the rift.

Mutability: Normal.

HISTORY

Despite its strategic significance as a direct conduit to every known abyssal layer, no demon lord dares to enter the Blood Rift. The chasm's ancient wards are still potent, and they instill the endless rift with an aura that repels the most powerful demons. The demon lords' interests here must be carried out by emissaries and lesser minions.

FEATURES AND TERRAIN

Originating on the Plain of a Thousand Portals, the Blood Rift pierces every layer of the Abyss. Though its lowest reaches have never been charted, the rift is thought to be infinite.

Vast outcroppings of rock, ancient crumbling bridges, and sudden shifts in slope guarantee an unpleasant impact for any creature falling into the rift. The temperature in the rift ranges from freezing cold to blisteringly hot, and can change without warning.

The blood-red mist that rises from the river clouds the cliff walls, which are covered with endless fields of foul lichen and moss. Such fungal colonies glow with their own dim light, casting eerie shadows along the rift's endless descent.

THE BLOOD RIVER

The waters of the Blood River are tainted with abyssal energy and toxic to all creatures except demons. Mortal explorers descending the rift must be able to create potable water or trade for it at the few uncontaminated wells in the city of Morglon-Daar.

The Blood River's exact course is impossible to predict, because the Abyss continuously shifts around the axis of the Blood Rift. Two successive trips down the river rarely follow the same path. Travelers soon discover that repeat journeys to an identical destination take entirely different courses through the inscrutable rift.

LOCATIONS

The cliff walls of the Blood Rift are etched with odd glyphs and symbols. These ancient runes mark sealed entryways into magnificent crypts—the final resting places of demon lords from ages past. Such tombs are not constructed by any hand. Rather, they form on their own as a lasting record of abyssal history, preserved for all time by the rift's lingering magic.

SEPULCHER OF MYDIANCHLARUS

One of the many tombs lining the Blood Rift, this ostentatious mausoleum is believed to house the remains of Mydianchlarus, former ruler of the Wasting Tower of Khin-Oin (see below). This ultrodemon lord (see *Monster Manual* 3, page 47) is famed for the merciless destruction of any and all creatures that might have challenged his rule. He successfully led the denizens of the Blood Rift through some of the worst fighting of the Blood War, but his focus on that conflict allowed his lieutenant Phraxas to unseat him.

Mydianchlarus's sepulcher is a magnet for adventurers and ambitious demons, because it is rumored that the greatest of the treasures won from his enemies were buried with him. A section of the *Rod of Seven Parts*, the *Axe of the Dwarfish Lords*, and three spellbooks owned by Vecna during his mortal life are a few of the artifacts rumored to be hidden here.

TUMULUS OF ABHORRENCE

Undisturbed for millennia, this burial mound holds the undecaying remains of Asima—a demon lord said to have betrayed the obyriths in ages past. The resting place of Asima the Unanticipated is defended by her seraph—a klurichir demon (see *Monster Manual*® 3, page 41) known as the Guardian of the Gates. As a result, no being has yet breached the outer walls of her barrow. More powerful demons are said to lie in wait for intruders that defeat the guardian. Aside from the great treasure said to be stored here, legends tell of a mosaic within the burial mound that reveals the identity of the twelve obyrith lords.

KHIN-OIN, THE WASTING TOWER

Rising a mile above the plain of Pazunia and descending twenty times that distance into the Blood Rift, Khin-Oin resembles as an immense spinal column clinging to the cliff walls. Some say that's exactly what Khin-Oin is—the last skeletal remains of a primordial lost while exploring the rift's infinite depths in the earliest days of the Abyss. The Wasting Tower is the domain of the demon lord Phraxas (page 134). He rules from a gargantuan artifact throne called the *Siege Malicious*, set at the summit of the tower. Around his seat of power, the rooms and floors of Khin-Oin are said to have no end.

See “The Wasting Tower” delve, page 88, for more information on Khin-Oin.

INHABITANTS

Though Tharizdun is long lost, the Blood Rift retains the power of the seed of evil that the Chained God was first to claim. The demons of the Blood Rift are descended from some of the first demons spawned when the Abyss was formed, and they retain a loyalty to Tharizdun. With their master imprisoned, those demons have become independent entities, drawing on the power of the Abyss but standing outside the machinations and rivalries of the great demon lords.

The demons of the Blood Rift are noted for their self-importance, and for the greed that inspires the commerce for which the rift is known. Making lives as independent mercenaries, traders, and emissaries, rift demons are the closest thing to neutral parties in the Abyss. The demons of this layer remain thoroughly evil, however, and even the most noteworthy traders and disciplined mercenary captains can quickly find themselves on the wrong side of negotiations gone bad. It is thought that the spawn of Tharizdun's madness still serve their lord on some level, and adventurers who deal with such demons are wise to exercise caution.

In recent centuries, the cunning elemental shapechangers known as raavastas have taken on positions of importance in the Blood Rift, alongside Tharizdun's spawn. Because they are able to quickly mobilize mercenary armies to nearly any layer of the Abyss, the raavasta princes deal openly with most of the demon lords, and have earned their grudging respect. With the Blood War in a state of uneasy truce, the raavastas have transformed the rift into a vital artery of abyssal commerce.



THE CITY OF MORGLON-DAAR

A cesspool of vice and debauchery, Morglon-Daar is nonetheless one of the few settlements in the Abyss to offer relative safety for travelers. Carved into the walls of the Blood Rift at the base of Khin-Oin, the Wasting Tower, Morglon-Daar is a frontier boomtown whose life and commerce pulses with the taint of the Abyss. The city is governed by elder demons spawned by Tharizdun, and controlled by a cabal known as the Blightlords. From here, mercenary armies of demons and elementals are dispatched throughout the Abyss, anything imaginable can be purchased or sold, and everyone has a hidden agenda.

MORGLON-DAAR

One of the Abyss's few permanent settlements open to outsiders, Morglon-Daar is a center of commerce and trade.

Population: Approximately 40,000 citizens, primarily demons and demon spawn. Slaves, elementals, and other planar creatures bring the city's total population to over 100,000.

Government: A cadre of ambitious magistrates known as the Blightlords rule Morglon-Daar's five wards. The Blightlords are independent of (but beholden to) the city's true masters—the mysterious demonic council known as the Priory of Rot.

Defense: Three regiments of battle-hardened demons are the city's permanent army, led by the Archgeneral of the Blood Rift. In times of crisis, all citizens, slaves, and visitors can be conscripted to Morglon-Daar's defense.

Inns and Taverns: As a center for trade, Morglon-Daar offers the amenities of any worldly city. But the taint of the Abyss is a constant undercurrent here, and visitors must be wary. The establishments most commonly frequented by mortal adventurers include Razack's Tear in the Spray, Cinnibar Shadows in Beggar's Fall, the Bramblehaunt in the Melakovian Hive, and the Craven Talisman in Riftwatch.

Supplies: Morglon-Daar is built entirely on interplanar trade, and virtually anything—and anyone—can be bought or sold here. The Bazaar is the center of the city's commerce, but private markets come and go in every tavern and on every street corner. Soul larvae (page 14) are the preferred currency in the city.

Temples: Worshipers of the gods rarely make their faith known in Morglon-Daar, and its demonic residents acknowledge no divine masters. The demons do, however, maintain the Watching Tower, a temple sanctified to the Elder Elemental Eye. In addition, secret assemblies venerating Phraxas the Decayed, master of Khin-Oin, are common throughout the city.

APPROACHING MORGLON-DAAR

Though Morglon-Daar might resemble the cities of the mortal world, the evil of the Abyss is ever-present here. Visitors arriving at city's Blood River docks are greeted by the grisly remains of lawbreakers and dissidents—thousands of flayed bodies hanging from chains descending from the darkness above. Piscodemon sentinels serve as the city watch, their tentacled maws writhing to mark their ravenous hunger for mortal flesh. But because commerce is the most important concern in Morglon-Daar, travelers are granted a modicum of protection within its walls.

Morglon-Daar is a twenty-mile descent down the Blood Rift from the Plain of a Thousand Portals. Above the city, the rift and Khin-Oin stay in a fixed relationship with Pazunia, farther above. Below, the Blood Rift becomes a shifting core around which the layers of the Abyss churn. The city is most commonly reached by planar vessel, and its docks are lined with *planar dromonds* and *spelljammers*. More dangerous is the approach along the treacherous Blood River as it courses down alongside the Wasting Tower. Smaller rafts piloted by demon spawn make this journey, but these rafts never tie up at the docks. They only linger long enough for passengers to embark or disembark before silently vanishing into the vermillion mist.

Like much of the rift, the city's ambient temperature fluctuates between freezing cold and blisteringly hot, depending on the orientation of the surrounding abyssal layers. The air here is thick with moisture and the scent of rot and decay. Luminescent fungus and lichen cling to the walls of the rift and the city, shedding dim light throughout Morglon-Daar. The city's more upscale districts are brightly lit by street lamps powered by enslaved chaos shards (see *Monster Manual 2*, page 34).

The water of the Blood River is tainted with abyssal energy that makes it toxic to mortal creatures. Morglon-Daar features a small number of wells containing potable water. The city has no sewers or other system of waste management. Filth and offal are simply poured over the edge of the Blood Rift.

ARCHITECTURE

Grisly fleshmasons ply their trade in the elite quarters of the city, designing Morglon-Daar's most opulent edifices from towering walls of magically preserved corpses. Buildings in the less ostentatious districts are constructed of more mundane materials or carved directly from the rift wall. In Beggar's Fall, the city's poorest neighborhood, residents raise ramshackle dwellings along the inner face of the

Blood Rift, linking natural ledges and stone shelves with a webwork of narrow catwalks and unstable bridges. Dwellings along the inner rim of the rift are at constant risk of destruction under an endless hail of debris falling from above.

LAWS AND SOCIETY

An ever-changing cabal of power groups led by the Blightlords governs Morglon-Daar, though they do so only at the sufferance of the Priory of Rot (see “Power Groups,” page 54). Moreover, the proximity of Khin-Oin means that the master of the Wasting Tower (page 51) has significant influence over the city. Blightlords attain the title by direct challenge, so that power and allegiances can shift quickly in Morglon-Daar.

Citizens who can afford it avoid trouble with generous bribes to the Blightlords, even as they hope to avoid attracting the Priory’s attention. Morglon-Daar has no rule of law. Victims of broken contracts and fraud in the city have no recourse to justice except what they mete out, and outsiders in Morglon-Daar can be attacked, tortured, or killed without provocation. Lower-class malgodemons (page 125) commonly act as enforcers for the more powerful demons and merchants of Morglon-Daar, stalking the city’s alleys and back streets on their masters’ errands.

External threats to Morglon-Daar are rare, but the city is ready to defend itself with fifteen thousand well-trained demon warriors, led by the Archgeneral of the Blood Rift. If a larger force proves necessary, all creatures within the city’s walls are expected to come to its defense or be executed on the spot.

POWER GROUPS

As a city of demons, Morglon-Daar is a place of competing power groups and always-shifting alliances. Long centuries of conflict and commerce have left two notable organizations in unique positions of power in this otherwise anarchic society.

The Blightlords: Charismatic individuals possessing a thirst for power, the Blightlords are the de facto governors of the city’s five wards. They rule by cunning and guile, but their hold on power is judged by martial strength. A challenge can be issued in the Carnival Anathema (page 57), after which the ruling Blightlord (or, more commonly, the best champion money can buy) must engage in single combat against a contender for the position. The winner of this Blightlords’ Crucible claims the title of Blightlord until it is deposed in a future challenge.

NOTABLE INHABITANTS OF MORGLON-DAAR

A small handful of Morglon-Daar’s residents hold positions of power and interest that make them likely contacts for adventurers. For more information on the locations mentioned here, see “The Districts,” page 55.

Satugla, the Grand Assessor: A charismatic, fox-headed raavasta (see *Manual of the Planes*, page 136), Satugla governs as Blightlord of the Spray. He delights in intrigue and serves as an information broker to creatures willing to pay his exorbitant fees. Of all the Blightlords, Satugla is the most likely to aid adventurers passing through the city.

Lady Akaama: A philanderer who uses her power to fulfill her own perverse pleasures, Akaama is a piscodemon (page 136) with a gift for taking on the appearance of any creature’s greatest carnal desire. She is the longest-reigning Blightlord, having governed Riftwatch for nearly a decade.

Dogobaz: A hulking and unusually intelligent dergodemon (page 111), Dogobaz is the newest Blightlord of Morglon-Daar, having defeated the previous lord of the Melakovian Hive at the most recent Carnival Anathema. Dogobaz celebrated his new authority by having his principle rivals publicly impaled on the palisade enclosing the slave market at Bonespike Court.

Faman-dûr: A fearsome Blightlord and proficient artificer, Faman-dûr is a yagnodemon (page 154) who rules the Anvil with a literal iron fist. When his enlarged left arm (common to all his kind) was lost, Faman-dûr crafted a

replacement limb forged of abyssal iron and adamantine. From his seat of power, he oversees the mining operations that spread through the tunnels surrounding the city.

Vaugormoor: A sadistic taskmaster, the mezzodemon Vaugormoor became the Blightlord of Beggar’s Fall by unearthing the fabled *Scepter of Athava-Ingo* from a secret reliquary outside the city. With the power of this artifact, Vaugormoor successfully challenged his predecessor. However, fearing a challenge against his own power, he now rarely leaves his stately hovel.

Packaos the Immortal: A mysterious figure known to all residents of Morglon-Daar, Packaos appears as a cherubic halfling in his late adolescence. Despite having met his demise countless times in front of witnesses, Packaos always appears in the city the following day as if nothing untoward has occurred. He has held the title of Blightlord twice, but quickly grew bored with the position. Today, Packaos runs an enterprising mercantile operation that makes regular trading runs up and down the Blood Rift.

Bavamach, Archgeneral of the Blood Rift: One of the most powerful demons of the Blood Rift, the yagnodemon Bavamach ascended to the rank of Archgeneral after distinguishing herself in the Blood War. When not leading campaigns on the city’s behalf, Bavamach commands the demon legions of Morglon-Daar from the great fortress of Citadel Faurozoun. Though the Archgeneral has no formal authority in Morglon-Daar, she is revered by the city’s demons.

The Blightlords convene only to debate issues that do not clearly fall within one individual lord's purview. Such disputes are resolved quickly, for fear that the Priory of Rot will become involved.

The Priory of Rot: The Priory is a cadre of enigmatic, robed magistrates. Although they claim ultimate power in Morglon-Daar, the members of the Priory seem content to allow the Blightlords to govern the city in their stead. The true nature of these creatures remains unknown even to the Blightlords, though they are said to be elder demons created by Tharizdun and as old as the Abyss itself. Whatever their origin, however, the members of the Priory are universally feared by the citizens of Morglon-Daar.

The Priory and its members hold court in the Anchor of Khin-Oin. They are typically drawn out of the Anchor only in the face of a significant threat to the city.

THE DISTRICTS

Morglon-Daar is a congested, bustling settlement occupying a network of huge caverns set along the face of the Blood Rift. Though demon culture is alien to most mortal races, Morglon-Daar's importance as a center of trade and commerce means that traditional shops, markets, inns, and taverns can be found throughout the city. The Blightlords have divided Morglon-Daar into five regions, although no formal boundaries divide the city. The map on page 53 shows these city wards and a number of sites of interest.

THE SPRAY

The Spray is Morglon-Daar's busy transport district, where most visitors and goods first enter the city. The district is named for the ever-present mist rising from the Blood River as it cascades into the harbor known as the Stomach. This churning estuary is home to packs of hydrodemons and serves as a harbor for the water traffic that moves in and out of the city daily. The Spray is also the heart of Morglon-Daar's vast engineering works, the Blood River powering a score of waterwheels as it cascades into the Stomach, then disappears into the rift beyond.

The Bazaar (A): Beyond the harbor walls stands a ramshackle collection of stone structures that constitutes the commercial center of the city. At its heart is

MORGLON-DAAR IN THE CAMPAIGN

The city of Morglon-Daar is intended to serve as a "point of light" for the adventurers—at least as much as such things are possible in the Abyss. Though the city is fraught with danger for characters of all levels, paragon tier and epic tier adventurers can make good use Morglon-Daar as a base of operations in an abyssal campaign.

the open-air market known as the Bazaar, a teeming maze of temporary stalls and carts where hawkers ply their wares. Renowned as a place where literally anything can be bought and sold, the Bazaar is home to demon merchants celebrated as purveyors of cadavers, slaves, poisons, talismans, and other wares.

Hall of the Grand Assessor (B): The estate of the local Blightlord, Satugla, this sizable manor sits atop a jutting ledge adjoining the Bazaar. Its distinctive green marbled dome and impressive onyx portico speak to the great wealth and prestige of its owner. The hall's forecourt is open to the public and contains the Grand Assessor's office, from which Satugla's business deals are conducted.

Ogrémoch's Span (C): It is said that the first Priory of Rot successfully summoned the elemental prince Ogrémoch, binding him in the construction of twin bridges crossing fifty feet above the Stomach. Small shops and domiciles are clustered on a spire of rock that connects the two spans.

Razack's Tear (D): This modest stone inn is named for the establishment's signature spirit, a potent alcoholic beverage distilled from the tears of enslaved devas. The proprietor of the inn, a shrewd rakshasa noble named Xamraif, actively courts the business of mortal adventurers seeking lodging in the city. His rooms are not extravagant, but Xamraif's advanced security makes this one of the safer locations in the city.

BEGGAR'S FALL

As Morglon-Daar's influence and wealth have increased, its population has exploded. The city's limited area has shunted its poorest residents out of the core caverns and driven them to construct decrepit dwellings along the sheer chasm wall of the Blood Rift. Endless stairwells and ladders climb up and down the crumbling cliffs, exposed to the bottomless depths of the rift below. The malgodemons that make up most of the city's underclass are common here.

Acidgloom Aerie (E): At the top edge of Beggar's Fall, a sheer obsidian promontory juts out over the void below. Vrocks, chasmes, and other winged demons nest here, apart from the rift dwellings of Morglon-Daar's other outcasts. Intruders are not welcome in the Aerie, and they are attacked on sight.

Cinnabar Shadows (F): Excavated from gargantuan masses of petrified fungi clinging to the rift wall, the inn known as Cinnabar Shadows offers better accommodations than the ramshackle kips common in Beggar's Fall. Although its rooms are damp and overgrown with mold, the inn draws adventurers for the high-stakes games of chance played in its back rooms. Wagers here are made in soul larvae and *residuum*.

The Garden (G): The walls of the Blood Rift narrow beyond the span of Daat-Hagoth Bridge. This cleft in the rift face teems with huge colonies of lichens, edible moss, and fungi that serve as a primary source of food for the inhabitants of Beggar's Fall.

Lower Pens (H): The harsh barracks of the enslaved denizens of Morglon-Daar, the Lower Pens are a place of endless toil and squalor. Emaciated slaves dwell here in dilapidated tents barely secured to the rift face. A series of chain nets prevents the escape of captives possessing the gift of flight. Slave labor is punishment for even minor crimes in Morglon-Daar, and the city has no prisons. Slaves that foment dissent or fail to pull their weight are pushed over the edge of the rift as a warning to others.

MELAKOVIAN HIVE

The tunnels and caverns known as the Melakovian Hive are excavated entirely from the hard bedrock beyond the rift face. A confounding warren of winding passages, earthen hovels, and strewn debris, the hive is unnavigable for outsiders, who must seek escorts if they hope to avoid becoming lost in the labyrinthine burrow.

The Melakovian Hive houses most of the city's mezzodemons and derghodemons (page 111). Its history predates the oldest legends of the Blood Rift; even the origins of its name have been lost. Some believe that the melakovians were an ancient race of demons, created by the fall of the seed of evil through the primeval depths. Others claim that the hive is named for the first lord of Khin-Oin, who established the initial settlement that would become Morglon-Daar.

Bonespike Court (I): This slave market is the heart of the Melakovian Hive. The Blightlord Dogobaz personally oversees the evaluation and sale of new stock. The weak and infirm are relegated to Beggar's Fall or conscripted into press gangs headed for remote battlefields. The choicest slaves are paraded before the Blightlord's advisors, who assign them to the breeding pens, the gladiatorial arena, the sacrificial altars, and other, fouler fates.

The Bramblehaunt (J): Its walls fashioned from the bones of death giants, this inn caters to the few nondemons that dwell within the Hive. Management provides no pledge of safety for patrons, however, and guests are encouraged to set their own defenses and protective wards.

Howling Devil (K): A favorite haunt of the Hive's debased residents, the tavern known as the Howling Devil is a tribute to demonic veterans of the Blood War. Demon temptresses ply their trade in this raucous and dangerous establishment, which is frequented by adventurers seeking contacts among the city's darker criminal enterprises.

Mausoleum of Woe (L): This desecrated mausoleum was once the tomb of a powerful demon queen. Despite a shortage of space in the city, the tomb's halls of cracked and weathered stone remain empty for fear of their ageless curse. Creatures that explore the Mausoleum of Woe are never seen again. The few exceptions return to Morglon-Daar as shattered shells, stricken mute and clinging desperately to the last remnants of their sanity.

RIFTWATCH

This affluent ward of Morglon-Daar presents a stunning view of the Blood Rift and the Spray on the far side of that yawning void. Winged nycademons (see *Monster Manual 2*, page 57) occupy tall houses nearest to the rift wall, while sly raavastas congregate in palatial villas carved into deep recesses of the spacious cavern.

Anchor of Khin-Oin (M): The Anchor of Khin-Oin marks the base of the colossal Wasting Tower, and it is the home of the Priory of Rot. Visitors are not permitted to enter the Anchor without permission of the Priory, and the residents of Morglon-Daar live in fear of a summons to its dark doors.

See "The Wasting Tower" delve, page 88, for more information on Khin-Oin.

The Black Pool (N): Mortal visitors to Morglon-Daar quickly learn of this deep well on the periphery of Riftwatch. Despite its dark coloration, the Black Pool holds pure, clean water—one of the few such wells in the city from which mortal creatures can drink.

Farogogon Villa (O): This overgrown manse was once the magnificent estate of a powerful raavasta. Some years ago, an unknown creature crawled up out of the Blood Rift and consumed the villa's inhabitants. The unknown abomination still dwells within, devouring creatures foolish enough to enter the villa in search of the wealth its former master left behind. Moreover, damage done by the creature to the building's structure threatens to collapse it at any time.

The Craven Talisman (P): One of the city's best inns, the Craven Talisman caters to wealthy outsiders who seek the comforts of home and a slate of exotic services. Prices at the Talisman are steep, but Sensate Mistress Vaetu, the inn's demon spawn proprietor, prides herself on the staff's ability to meet her guests' every need. Set on an outcropping above the broad, open courtyard known as the Promenade, the Craven Talisman offers a spectacular view of the Blood Rift.

Watching Tower (Q): Cloaked in a shifting nimbus of violet shadow, this immense, hollow stalactite houses the only openly acknowledged temple to a deity in the city. Here, acolytes of the Elder Elemental Eye venerate their Chained God with acts of unsurpassed cruelty. Practitioners of wild magic from across the planes journey to Morglon-Daar to supplicate themselves before the priests of the Watching Tower, hoping to obtain secret lore known only to the faithful of Tharizdun.

THE ANVIL

This remote section of the city is a sprawling subterranean delve of stone columns and vaulted caverns. The Anvil takes its name from the mining and smithing operations centered here, its laborers smelting and working rare metals found only in the Abyss. The smiths of Morglon-Daar forge weapons and masterwork armor, the metal of which swirls with a distinctive auburn radiance. Hulking yagnodemons and their canoloth thralls account for most of the residents here, because the ward's austere dwellings are well suited to these demons' few needs.

Carnival Anathema (R): The residents of Morglon-Daar gather regularly at the upper reaches of the Anvil to witness the Carnival Anathema. This tournament of bloodletting and mania plays out in a great arena suspended over the Blood Rift. Lesser contests between slaves and gladiators whip spectators into a frenzy before the Blightlords' Crucible begins. The ranks of the five Blightlords are decided by this test of combat skill. A unique psionic effect set in place over the arena by the Priory allows the cheering mob to experience the raw emotions felt by both competitors as they battle.

Citadel Faurozoun (S): Despite its relative exposure at the edge of the Blood Rift, Morglon-Daar is one of the best-defended sites in the Abyss. The imposing Citadel Faurozoun pierces the void above Riftwatch and serves as a bulwark against invasion. Legions of battle-hardened demons are quartered at the citadel.

RUMORS IN MORGLON-DAAR

Adventurers who spend any amount of time in Morglon-Daar have the opportunity to learn more about the city and its residents.

Streetwise DC 15: The shifts of the abyssal layers through which the Blood Rift cuts are presaged by tremors that reverberate up and down the great chasm. Longtime residents of Morglon-Daar are used to these quakes, and secure their structures and belongings accordingly. The ill-fated residents of Beggar's Fall hold on for dear life when a tremor hits, hoping that the whole of the rift wall above doesn't come crashing down on top of them.

Streetwise DC 20: The Shadow Shoal, a small but powerful cabal of assassins, has begun to recruit hydrodemons from the Spray into their organization. Street thugs in the know say that the Shadow Shoal once operated from a secret base deep beneath the oceans of the mortal realm, but that the group has suffered crippling losses and the death of its leadership. The full extent of its plans in the Abyss and Morglon-Daar remain to be seen.

Streetwise DC 25: Lady Akaama's current champion is a powerful zovvut (page 155) named Uroxah. However, this duplicitous fallen angel of Tharizdun secretly spies on the Blightlord for the masters of the Watching Tower. Unknown to Uroxah, Lady Akaama is fully aware of her champion's disloyalty, but she has her own reasons to tolerate his deceit—including a desire to establish control over Tharizdun's temple.

Streetwise DC 30: Word on the street suggests that the Archgeneral Bavamach, spoiling for a fight worthy of her skill since the cessation of the Blood War, is gathering a massive host in a remote corner of the Blood Rift. Mercenaries that have fled the Archgeneral's force believe that she is preparing to assault Khin-Oin and depose Phraxas.

ADVENTURE HOOKS

Adventurers arriving in Morglon-Daar inevitably attract the attention of Satugla, the Grand Assessor. A charismatic, fox-headed raavasta, Satugla governs as Blightlord of the Spray from his large manor house beyond the Bazaar. If the adventurers are seeking work, he has a steady stream of assignments ready for them.

Satugla can be used to best effect during the adventurers' initial forays to Morglon-Daar. Through his considerable influence and contacts throughout the city, he can provide healing aid, magic, and numerous quests and adventure hooks in the Blood Rift. Satugla begins to feel increasingly threatened by the adventurers once they reach the upper paragon tier. At that point, the Blightlord focuses on silently disposing of the adventurers and acquiring their wealth.

AZZAGRAT

The Dark Prince's triple realm of Rauwend, Barogûnd, and Voorz't, where bustling bazaars and seedy pleasure palaces draw visitors from across the planes

Azzagrat consists of three distinct abyssal layers woven together by the Dark Prince Graz't—of Rauwend (the 45th layer), Barogûnd (the 46th), and Voorz't (the 47th). On first appearance, this realm appears safer than many other regions of the Abyss, owing to Graz't's decree protecting merchants and other travelers. Characters who journey here soon discover that Azzagrat's dangers are just better hidden than the dangers of other layers.

HISTORY

Azzagrat was established when Graz't, then a devil and a trusted advisor to Asmodeus, invaded the Abyss in search of the evil seed that created it. The Dark Prince was challenged by scores of demon lords as his infernal legions fought their way down the Blood Rift. First to bow down before Graz't was the demon lord Verin, who grudgingly abdicated control of his abyssal realm. Graz't renamed the layer Voorz't and continued his relentless march with the subsequent conquests of Barogûnd and Rauwend.

Pressure from Orcus and Demogorgon stalled further advances toward the heart of evil, prompting Graz't to solidify his holdings and rethink his strategy. In the end, the Dark Prince rejected his heritage and became a demon lord, carving out the Kingdom of Azzagrat from his conquered territory.

Despite setbacks and delays, the Dark Prince still has designs to add additional layers to his kingdom. With the support of his son Athux, Graz't recently overthrew Adimarchus, demon lord of Occipitus (the 507th Layer). He has since begun anchoring that astral dominion to Azzagrat. Likewise, Graz't has been spending an increasing amount of time scouting Skeiqulac, the Ocean of Tears, for future conquest. The Dark Prince's efforts to expand his abyssal realm to that 48th Layer have thus far been stymied by his longtime nemesis, Demogorgon.

RAUWEND

The facade of Azzagrat is most benign in the verdant arboreal realm of Rauwend. First-time visitors to this layer often wonder if they have somehow been redirected to the Feywild or Arvandor. The entire layer is covered with a humid, pristine woodland of alien flora. The noticeable lack of animal life is disquieting at first, but travelers are quick to remind themselves that abyssal animals are typically no less dangerous than the demons that feed on them.

RAUWEND TRAITS

Type: Abyssal layer.

Size and Shape: Dense, arboreal realm approximately four hundred miles across its widest axis; bounded.

Gravity: Normal.

Mutability: Abyssal mutability. (Demon lords and other powers are able to influence their surroundings.)

Shadow Affinity: Attacks that have the shadow keyword gain a +1 bonus to the attack roll. Creatures gain a +2 bonus to Stealth checks.

BAROGÛND

Barogûnd is most notable for the unearthly lighting that pervades the layer. No sun shines here, but the ground glows with an inner incandescence. In places where the ground is obstructed, towers of darkness rise up from the ground like magnificent columns, casting dark shadows against the sky.

The terrain of Barogûnd is predominantly arid moorland—vast rolling fields covered with coarse bloodthorn scrub and scattered tors of weathered rock. The landscape becomes a desert as one moves closer to the Salt Swamp. The creatures that dwell here consist mostly of ravenous abyssal scavengers adapted to the dry conditions and peculiar lighting. Most track their prey with blindsight or tremorsense.

BAROGÛND TRAITS

Type: Abyssal layer.

Size and Shape: Bright, windswept moorland approximately four hundred miles across its widest axis; bounded.

Gravity: Normal.

Mutability: Abyssal mutability. (Demon lords and other powers are able to influence their surroundings.)

Salt Affinity: Extremely dry and salty air speeds dehydration. Any creature that has the aquatic or water keyword takes 2d6 damage at the start of each of its turns.

VOORZ'T

A wan cerulean sun feebly illuminates the dark skies over Voorz't, where heat and cold exist in a strange inversion. All flame burns blue or purple here, and deals cold damage rather than fire damage. Likewise, any effect that normally deals cold damage deals fire damage on the 47th layer.

Voorz't is the most temperate of Azzagrat's three layers, and the only one to support a significant sea. The layer is noted for its sweeping grasslands and

rolling hills. If not for the strange blue lights washing over the landscape—as well as the throngs of gibbering manes hidden by the thick undergrowth—it would be easy to mistake this realm for some temperate region of the mortal world.

No known portal leads directly to Voorz'zt from the Plain of a Thousand Portals. To reach this layer, one must either traverse the Blood Rift, employ one of the few known portals scattered across Rauwend or Barogûnd, or risk passage through an oven gate (see “Terrain” below).

VOORZ'ZT TRAITS

Type: Abyssal layer.

Size and Shape: A savannah of rolling hills approximately four hundred miles across its widest axis; bounded.

Gravity: Normal.

Mutability: Abyssal mutability. (Demon lords and other powers are able to influence their surroundings.)

Inveiglement: Attacks that have the charm or illusion keyword gain a +1 bonus to the attack roll.

FEATURES AND TERRAIN

Rauwend, Barogûnd, and Voorz'zt are each a dark shadow of the natural world. Explorers and adventurers will find this realm strangely familiar. However, that familiarity only serves to underscore Azzagrat's threats.

THE BAY OF CHOKING BILE

As the River of Salt flows through the steppes of Voorz'zt, it cascades down thousand-foot cliffs to fill the Bay of Choking Bile. Here, viscous alkaline tides ebb and flow with the miasma of the Blood Sea to which the bay connects. Abyssal fish and other creatures sometimes stray into the bay from the Blood Sea, their decomposing bodies adding to the caustic muck filling the inlet. This clinging muck burns anything it touches. Any creature that enters the bay or starts its turn there takes 10 acid damage per tier (save ends).

On the shores of the Bay of Choking Bile, Graz'zt keeps a flotilla of swift *planar dromonds* (see *Manual of the Planes*, page 159) and rare *chaos ships* (see *The Plane Below: Secrets of the Elemental Chaos*, page 10). The greatest of these is the Dark Prince's chaos flagship, *Waukeen's Tears*. Graz'zt and his lieutenants have made active use of this port in recent years as he scouts Skeiqulac for future conquest.

BLOODTHORN

The brambles of the bloodthorn bush are a common hazard in the moors of Barogûnd and other areas of Azzagrat. A healthy bloodthorn has leaves of yellow or brown, interspersed with bright red berries.

Effect: Any creature that ends its turn in an area of bloodthorn takes 10 damage per tier. Squares containing bloodthorn are difficult terrain.

Usage: Bloodthorn can hedge combatants in during an encounter, and it can severely limit a party's ability to flee from a fight.

THE FORESTS OF RAUWEND

The layer of Rauwend is a dim realm of dense woodlands, all of which present dangers to the unwary. Only a few feeble rays of sunlight peek through the thick forest canopy, shrouding this layer in twilight and muting its colors. This peculiar dullness also extends to sounds, which fade quickly to reveal a hiss of whispers accompanying a traveler's every step.

The most unusual (and most dangerous) of Rauwend's woodlands is Zrintor, the Viper Forest. Stands of viper trees (see below) can be found across the layer, but Zrintor is almost exclusively forested by these sentient plants. From time to time, terrible fires race through Rauwend's forests, their viper trees burning with screams of terror. Only Graz'zt can quench such conflagrations, but it is said that he takes a dark delight in the pain of the living woods.

Graz'zt and his councilors hunt lesser fiends in Rauwend's forests for sport. The Dark Prince is a generous lord, however. Demons that survive the hunt for a day and a night are granted clemency from future hunts and offered positions serving the Dark Lord.

THE LIGHT OF BAROGÛND

Visitors to Barogûnd must take steps to shroud their eyes from the radiant ground, using special visors similar to those worn in sunlit arctic climes. Without such protection, a creature suffers temporary blindness within twenty-four hours. Creatures that remain on the layer without protecting their vision become permanently blinded within a few days.

OVEN GATES

These unusual stone ovens can be found everywhere from the darkest depths of the Viper Forest to the streets of every settlement in Azzagrat. Scalding green flames lick the entrance arches of an oven gate, some of which are large enough to hold an ogre.

Stepping inside an oven gate instantly transports a creature to another oven somewhere else in Azzagrat. Travelers cannot make out any details of their destination by peering into the flames, instead seeing only the inside of another oven. In all other ways, an oven gate is treated as a teleportation circle (see *Player's Handbook*, page 307). But this means of transport

comes at a price. Any creature that enters or starts its turn inside an oven takes 10 fire damage per tier (10 cold damage per tier in Voorz'zt). Many oven gates are dormant, but their flames burn as hot.

Oven gates can be used as a means of travel throughout Azzagrat for characters who can withstand an oven's fire damage. The connections between gates are fixed, but only a few gates are so well used that their destinations become commonly known. The only reliable way to determine an oven's destination is to step inside.

THE RIVER OF SALT

A torrent of white crystalline slush snakes through the three layers of Azzagrat like a river. Specially constructed trade vessels known as silt sloops traverse its salty surface in an endless route that brings them to every major settlement in Graz'zt's domain.

Travelers navigating the river are required to wear protective face gear to avoid suffocating in the salt dust that shrouds its course (see *Dungeon Master's Guide*, page 159). Any creature that enters the River of Salt is caught up in its grinding mass of razor-sharp crystals (see the corrosive salt stream hazard, below).

Corrosive Salt Stream

Level 20 Obstacle

Hazard

XP 500

A crystalline mass of salt flows like a corrosive river.

Hazard: The corrosive salt stream attacks any creature that falls into it.

Perception

No check is necessary to notice the corrosive salt stream.

Trigger

Whenever a creature enters the corrosive salt stream or ends its turn there, the corrosive salt stream attacks.

Attack

Opportunity Action **Melee 0**

Target: One creature in the corrosive salt stream

Attack: +23 vs. Fortitude

Hit: 3d6 + 6 damage, and the target is slowed (save ends).

Miss: Half damage, and the target is slowed until the end of its next turn.

Special: Whenever a creature starts its turn in the corrosive salt stream, the current moves the creature 5 squares downstream.

Countermeasures

◆ By making a DC 26 Acrobatics or Athletics check as a minor action, a character can float atop the corrosive salt stream until the end of its turn. The corrosive salt stream does not attack at the end of that turn.

VIPER TREES

These scaly white trees set with leafless branches are native to Rauwend, but they have long since spread throughout the rest of Azzagrat and to other layers of the Abyss.

Viper Tree

Level 22 Obstacle

Hazard

XP 500

The snakelike branches of this strange tree lash the air as you approach.

Hazard: A viper tree fills a space up to 3 squares on a side, and lashes out at any creature within 3 squares of it.

Perception

◆ **DC 16:** The character notices that the branches of the viper tree have the appearance of snakes.

Additional Skill: Arcana

◆ **DC 24:** The character recognizes the viper tree and knows that it attacks nearby creatures.

Initiative +11

Trigger

The hazard activates and rolls initiative when any creature comes within 3 squares of it.

Attack

Standard Action **Close burst 3**

Target: Creatures in burst

Attack: +27 vs. AC

Hit: 2d6 + 7 poison damage, and the target is immobilized and takes ongoing 15 poison damage (save ends both).

Countermeasures

◆ The viper tree fears fire. It takes a -4 penalty to attack rolls against any creature carrying open flame.
 ◆ A character can attack the viper tree (AC 26, Reflex 24, Fortitude 24, 12 hit points, vulnerable 10 fire). Destroying the viper tree ends its threat.

LOCATIONS

Azzagrat features a number of locations of potential interest to adventurers and explorers.

ALLAGASH

Other than the great city of Zelatar, few settlements of any size can be found in Rauwend. However, ruins scattered throughout the forest indicate that this wasn't always so. The town of Allagash was once the site of clandestine demon breeding programs designed to provide Graz'zt with an edge on the abyssal battlefields. An invading army under the command of Orcus wiped out the settlement, the inhabitants, and the abominations created there—all slain and reanimated in service to Orcus.

The invasion was ultimately put down by demons in service to Graz'zt, but not even the Dark Prince now knows what lurks in the town's forlorn streets.

THE SALT SWAMP

As the River of Salt winds its way across Barogünd, the crystalline slush backs up against a lowland escarpment to form an acrid bog of brackish earth and shifting quicksalt pits. A coven of hags dwells in a sodden village at the heart of the Salt Swamp. Their leader is Zhelamiss, a night hag envoy of the exiled archfey Cegilune.

Though local demons pay allegiance to Graz'zt in word, they are ultimately loyal to Zhelamiss. The Dark Prince tolerates this as long as it is necessary for him to avoid conflict with the hag's patron. Spies within her coven keep him constantly updated on the night hag's operations and ambitions.



SAMORA

In the farthest reaches of Voorz'zt stands a lawless den of vice and depraved dreams. Mortals and demons coexist more or less peacefully in the city of Samora, which caters to planar travelers and keeps its bloodshed out of sight. The chaos of the Abyss is reflected in the construction of the city—a hodgepodge of buildings erected without any particular

SAMORA

The planes hold few places like the city of Samora—and none are as extreme in avarice and gluttony.

Population: Approximately 5,000, primarily demon spawn, cambions, and other humanoids born of fiendish bloodlines. A smaller number of drow and other natives of the mortal world also dwell permanently in the city.

Government: Maretta, Lady of the Counting House, nominally rules Samora.

Defense: The city guard, led by thirteen female fiendish warlords known as the Lady's Lancers. That order once included Graz'zt's daughter, Thraxxia.

Inns: Maretta's Beds and the Sleeping Berk. An oven gate burning outside the Sleeping Berk leads to the outskirts of Zelatar.

Taverns: The Lord's Pawns, the Sodden Solar, and the Weeping Goddess. A number of breweries, distilleries, and wineries operate in and around the city, brewing rare beverages such as abyssal blood wine, deva's bile, and malefic mead.

Supplies: Market Plaza. All manner of products and services can be bought and sold here—particularly those of interest to evil creatures.

Temples: None. However, shrines and statues venerating Graz'zt are common throughout the city.

plan. Open sewers run down the center of the city's streets, which twist, turn, and come to dead ends without warning.

It is said that any fantasy can be had in the pleasure pits of Samora, for the right price. The city's gaudy parlors and perfumed spires attract plane-traveling merchants and dilettantes alike. Most adventurers are smart enough to steer clear, not wanting to become entertainment for the city's jaded pleasure-seekers.

Samora features stockyards filled with exotic herd animals and wildlife, including thunderfury boars (see *Monster Manual*, page 35) and dusk unicorns (see *Monster Manual*, page 257). Such rare delicacies keep the gluttonous clientele of Samora well fed.

TORBEND AND SKYSHRINE

On the frontier of Barogûnd beyond the Salt Swamp stand the scattered ruins of Tornbend. This settlement once served as a trading outpost between Graz'zt's demons and the djinn citadel of Skyshrine, floating on an earthmote high above. Once, Skyshrine was a majestic citadel of sweeping arches and soaring domes adorned with stained-glass windows. Then, decades past, some ill fate befell the djinns, who vanished and were never seen again.

With its trade interrupted, Tornbend was quickly abandoned. Over the intervening years, packs of bloodseep demons (see *Monster Manual 2*, page 53) have taken refuge in the town's weathered towers. A colossal steel chain still rises out of the parched earth at the center of town, anchoring the soaring earthmote high above. Characters with nerves of steel can attempt to climb the primordial-forged chain to reach the floating isle.

ZELATAR

No place in the Abyss is free from danger, but Zelatar remains one of the safest locations for explorers and adventurers. A cosmopolitan city, Zelatar is the crown jewel of Graz'zt's abyssal kingdom. Powerful dimensional magic allows Zelatar to exist on Azzagrat's three abyssal layers simultaneously. Great avenue-sized portals remain open continuously, permitting residents to pass to and from the city's three distinct neighborhoods.

Zelatar's streets wind and weave in a thoroughly perplexing manner that sometimes defies the laws of reality. Characters dwelling in the city for less than a year must rely on assistance and guides to find their way between locations. Such assistance typically requires a DC 25 Streetwise check or an impromptu skill challenge.

Most of the city's inhabitants are demons and demon spawn, though cambions, succubi, githyanki, tieflings, and other fiendish creatures call Zelatar

ZELATAR

Graz'zt's capital city spreads across the three layers of his domain: the neighborhood of Fogtown rests on the layer of Rauwend, cosmopolitan Gallenghast on Barogünd, and Darkflame on Voorz'zt. Because Graz'zt welcomes merchants to his domain, Zelatar is one of the few places in the Abyss that travelers can visit—as long as they show proper obedience to those carrying Graz'zt's banner or sign, emblazoned with his six-fingered hand.

Population: Approximately 15,000. Primarily demons and demon spawn, but also including drow and other natives of the world, efreet and other elementals, and a handful of rogue githzerai.

Government: Graz'zt is the undisputed ruler of Zelatar. His Argent Palace is visible from all three neighborhoods of the city, but exists in none of them—or in all of them at once.

Defenses: Hordes of demons protect Zelatar from attack, but few other demon lords are foolish enough to challenge Graz'zt's citadel.

Inns and Taverns: Unremarkable taverns in Gallenghast ward. Most of Zelatar's inns and taverns are in the Gallenghast ward, crowded around the edges of market squares. None are savory places, but merchants under Graz'zt's protection can stay in them safely and find food they can at least stomach, if not enjoy.

Supplies: Market squares in Gallenghast ward. Shady traders from across the universe come to the market squares of Gallenghast to do business, enjoying some measure of Graz'zt's protection.

Temples: Chosen's Tabernacle (cult of Graz'zt). The Chosen's Tabernacle, cathedral of Graz'zt's cult, dominates the large central square of Gallenghast. The temple's marilith high priestess, Lavendeth, is a manipulative administrator with a penchant for dirty dealing. She is a favorite consort of the Dark Prince.

home. Graz'zt's decree of protection for merchants is law, though his will is not uniformly enforced.

Argent Palace: Graz'zt's Argent Palace, built of iridescent white stone, dominates the city of Zelatar. The palace's cold beauty can confuse visitors, who expect the structures of the Abyss to reflect that realm's foul nature. According to rumor, Graz'zt tricked the angels of Celestia into quarrying the stone from which the palace was built. The Argent Palace's sixty-six towers are capped in the purest ivory of the mortal realm and the Feywild. Within, one hundred mirrored halls reflect the brilliance of its lord.

Darkflame: The most remote of Zelatar's three neighborhoods, Darkflame is a haven for those who do not want to be found. Graz'zt houses many of his deadliest assassins and agents within the district. All maintain deep cover identities that mask their true natures from even their closest neighbors. Shadow demons abound in the mazelike alleys, seeking out those who would use the obscurity of Darkflame to plan sedition against their prince.

Fogtown: The poorest laborers of Azzagrat toil just outside the scythe-topped walls of this Rauwend neighborhood, harvesting colorless, edible fungi from the featureless plains surrounding the city. Fogtown is a place of gulags and asylums, where hope is scarce and violence lurks at the heart of every shadow.

Gallenghast: The largest of Zelatar's three neighborhoods is packed with the villas of demonic nobles and the markets of traders from every corner of the universe. Numerous inns and lodging houses of dubious character crowd the peripheries of vast market squares. Here and there, gaps in the paving allow the natural light of Barogünd to blast upward in vibrant towers of eerie luminescence.

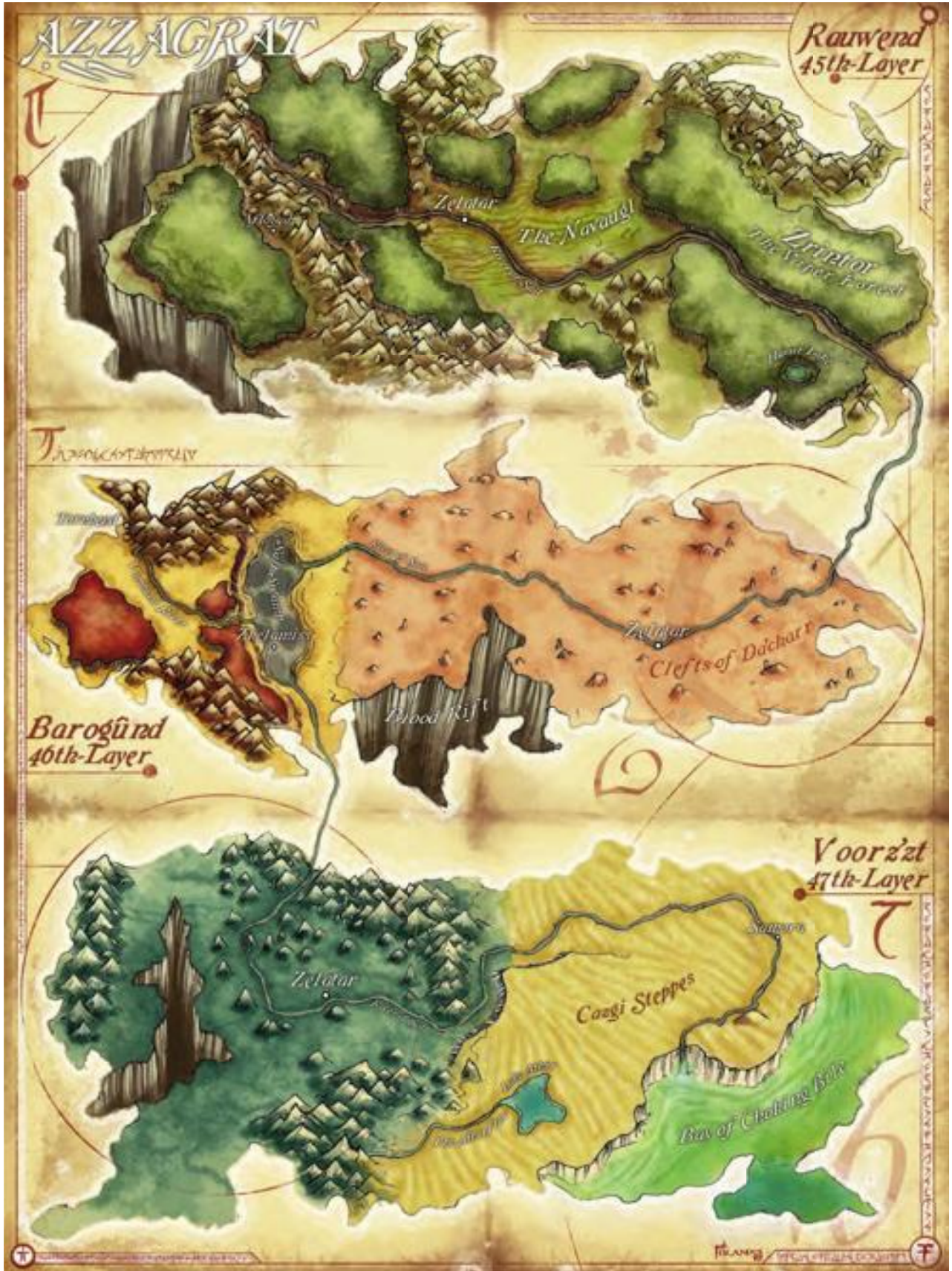
For all his enticing qualities, Graz'zt is simply a tool in my hands. I am not foolish enough to believe that the deceitful Dark Prince ever truly loved me. Decades of imprisonment and lingering scars are proof enough of that. Even so, his conquest of Occipitus coincides with my own plans. I might distract Orcus for a time, to permit Graz'zt to expand his little fiefdom.

From the Demonicon of Iggwilv

INHABITANTS

Azzagrat's inhabitants are as varied as its layers and as foul as the secret plots of its lord. Demons of every kind are found here, but so too are devils and all manner of creatures from the mortal realm. Graz'zt's heritage makes Azzagrat one of the few places in the Abyss where devils consort openly with demonkind—a fact that helps to foment the animosity between the Dark Prince and the other demon lords.

Graz'zt possesses a fascination with the world all but unknown among other demons. Because of this curiosity, he welcomes mortal traders and travelers to Azzagrat. Characters looking for other explorers and adventurers find Zelatar a good starting point.



THE IRON WASTES

A layer of portals and ice, where not even the fiercest blizzards can rival Kostchtchie's rage

Towering glaciers and howling blizzards make the Iron Wastes a fitting home for Kostchtchie, the frost giant demon known as the Prince of Wrath (page 122). Only desperation or foolishness brings a traveler to the 23rd layer, where death awaits in the form of Kostchtchie's rage, brutal weather, and roaming bands of frost giants (see *Monster Manual 2*, page 122), demons, and fouler creatures. This layer is rife with portals leading to other abyssal layers and across the planes, and it holds numerous prizes for adventurers who come here. Only the Plain of a Thousand Portals boasts more gates. Moreover, the ancient demon lord Veshvoriak was cast into an icy tomb here by Demogorgon in ages past. Veshvoriak's knowledge of the Abyss is second only to Dagon's, and he provides divinations and secrets to anyone who first does his bidding.

IRON WASTES TRAITS

Type: Abyssal layer.

Size and Shape: A realm of ice fields and glacial mountains approximately one thousand miles across; bounded.

Gravity: Normal.

Mutability: Abyssal mutability. (Demon lords and other powers are able to influence their surroundings.)

HISTORY

In the first centuries after the Abyss first formed, the Iron Wastes changed little. Then, a little less than a century ago, Kostchtchie entered this layer and claimed it as his own. Until that time, the Iron Wastes was an inhospitable wasteland that attracted few worldly explorers. Though the layer boasted a number of stable portals to other planes, even the mightiest demon lords considered the wastes too dangerous to conquer.

When Kostchtchie arrived, everything changed. The Prince of Wrath, made impervious to the layer's weather by his frost giant heritage, shattered glaciers, trampled paths to the layer's scattered portals, and began his ceaseless campaign of destruction within the Abyss. The first demon lord capable of thriving in this layer, Kostchtchie now uses its portal network to wage his war against demonkind. Of particular interest to adventurers, Kostchtchie's fits of rage continually level glaciers and mountain ranges, revealing new portals leading to unknown destinations.

It was during one of his rages that Kostchtchie uncovered the eye of the demon lord Veshvoriak. The great eye, nearly as large as the frost giant demon, now casts a stream of telepathic whispers on the winds of the Iron Wastes, offering long-forgotten lore to creatures that do its bidding. A balor named the Keeper of the Eye watches over Veshvoriak and serves as its major-domo. The Keeper was once a mezzodemon that rendered Veshvoriak some great service. Its newfound might now serves as a magnet to others who seek a similar path to power.

FEATURES AND TERRAIN

The Iron Wastes is a series of glaciers, mountains, and snowdrifts. Adventurers brave the layer's violent weather, unearthly cold, and Kostchtchie's wrath in search of ancient secrets or portals to lost lands.

ENDLESS BLIZZARD

Howling winds and driving snow lash the Iron Wastes. These storms never relent, their violence rising and falling unpredictably. Characters traveling in the Iron Wastes must make Endurance checks every hour, rather than every eight hours as normal for environmental dangers (see *Dungeon Master's Guide*, page 158). In addition, characters can take only short rests while exposed to an endless blizzard. Before the characters make these checks, roll a d6 to determine the current conditions on the layer.

IRON WASTES ENDLESS BLIZZARD

d6	Endurance DC	Maximum Line of Sight	Maximum Fly Speed
1	14	Normal	Normal
2-3	20	20 squares	Normal
4-5	22	10 squares	Half speed
6	27	5 squares	Creatures cannot fly

ICE PEAKS

Wind-carved spires and towering mountains of ice dominate the physical geography of the 23rd layer. Climbing these slopes requires a DC 27 Athletics check. Wandering monsters in the wastes often lurk in the ice peaks, forcing characters to fight while climbing (see "Athletics," *Player's Handbook*, page 182). While trekking across an ice mountain, characters must make a group Athletics check for each hour of climbing. If at least half of the characters succeed, the group moves at half speed over the course of an hour. Otherwise, the group moves at a quarter of its speed, and one character chosen at random loses a healing surge due to a climbing accident or another hazard.

RUINS

Numerous demon tribes lived in the Iron Wastes before Kostchtchie arrived. Remnants of their habitation have since been buried beneath layers of snow and ice, thanks to the demon lord's rampages. In crossing the desolate lands, adventurers periodically come across chimneys piercing the icy crust or battlements heavy with icicles. Some of these ruins were outposts during the Blood War and are typically small towers or bunkers of only one or two rooms. A few of the ruins were once great castles, manors, or towns built by the demon tribes around the layer's portals. The now-scarce demon tribes of the wastes inhabit those structures the eternal blizzard has not yet claimed.

CAVES

The caves that dot the icy peaks of the Iron Wastes are twisting hollows that slope up and down, creating passages that weave over, around, and through one another. Myriad demons and other creatures dwell in these caverns. In addition, the unstable ice is prone to collapse (see the cave-in hazard, *Dungeon Master's Guide*, page 91).

FRIGID WASTELANDS

The Iron Wastes is an endlessly hostile region. From patches of frozen fire on the brink of exploding to ice maws ready to rend warm flesh (see *The Plane Below: Secrets of the Elemental Chaos*, page 15), danger lurks in every corner of this layer. Slides and whirlwinds can throw travelers off course (see *Dungeon Master's Guide*, pages 68–69). Creeping ice (see *Dungeon Master's Guide 2*, page 58), erratic portals (see *Manual of the Planes*, page 22), and pockets of infectious disease (see *The Plane Below: Secrets of the Elemental Chaos*, page 16) waylay unwary creatures, as well.

KOSTCHTCHIE'S RAGE

Since his arrival in the Iron Wastes, Kostchtchie regularly thrashes the layer with his fury. His rage is so potent that it has become palpable, and travelers encounter it throughout his domain (particularly on the Road of Fury). Kostchtchie's rage first manifests as irritability among comrades and escalates into physical violence at the smallest provocation.

Effect: If a creature ends its turn in an area of Kostchtchie's rage, it makes a melee basic attack against an ally adjacent to it as an opportunity action.

Usage: Place this terrain in one or two small areas of an encounter. Monsters that know the rage is present occupy those areas while staying well away from their allies. Creatures that can do so pull, push, or slide characters next to each other within the area of Kostchtchie's rage. Other monsters might set up traps or manipulate terrain features to force characters into the hazard's area.

LOCATIONS

The Iron Wastes is a barren expanse of ice and snow. A number of important locations and structures built in ages past dot the frozen landscape.

THE EYE OF VESHVORIAK

A deep cleft opens in a field of blue-white ice, forming a shallow slope that drops several hundred feet. Weather permitting, characters peering into the cleft can see a large splotch in the ice at its bottom. Cracks spread from the splotch in a spiderweb pattern. At its center is a single red eye. A ring of stones stands to the left of the cracked surface. The eye sweeps back and forth in a slow, steady motion, carefully surveying the area. This is the eye of Veshvoriak, an ancient demon lord that Demogorgon trapped in the ice long ago.

A balor (see *Monster Manual*, page 52) known as the Keeper of the Eye stands watch here, serving as Veshvoriak's major-domo. The Keeper was once a mezzodemon that rendered Veshvoriak a great service. Its newfound might acts as a magnet to others seeking a similar path to power. The Keeper of the Eye wears a crown of blue ice studded with purple gems. It is an arrogant, sneering creature. It demands that visitors grovel before the eye as they seek gifts of power. In return, the balor assigns the task Veshvoriak has telepathically communicated to it. Once the petitioner completes this assignment and returns, the trapped demon lord grants his gift.

Minor demons are Veshvoriak's most frequent visitors, seeking shortcuts to demonic ascension (page 14) or access to rituals and magic by which they might bind other demons to their service. Mortals also make pilgrimages to Veshvoriak, typically in search of forbidden knowledge or the locations of lost treasures.

Tasks Veshvoriak assigns include slaying a specific demon, finding a magic item or an artifact and bringing it to him, or destroying a portal in the Abyss. The reward he offers matches the risk of the task he sets. In game terms, use the nonmagic item treasure rules (see "Alternative Rewards," *Dungeon Master's Guide 2*, page 136) as a model for Veshvoriak's boon. Veshvoriak orders characters who seek a magic item, a ritual, or another treasure to undertake a task equal to three encounters of the item's level + 2 to earn it. These might be combat encounters or skill challenges. The details are left to the DM.

Veshvoriak yearns to be free of the icy tomb into which Demogorgon bound him. To that end, he gathers potent artifacts that create or control magical fire, captures powerful demons to sacrifice them in the standing stones near his eye, and opens portals from the Abyss to areas of intense heat and fire.

THE GLACIER CITADEL

When Kostchtchie first arrived in the Iron Wastes, he launched a murderous crusade against every living creature he could find in the layer. The arrival on the plane of Doresain the Ghoulish King (see *Monster Manual*, page 208) and a horde of ghouls provided more challenging victims to slow Kostchtchie's rampage. Doresain escaped to report the new demon lord's nature to Orcus, but his hundreds of abyssal ghouls were lost to Kostchtchie's wrath.

When the undead slaughter momentarily slaked his bloodlust, Kostchtchie sought a place to rest. He found it in the glacier citadel, a tower of ice that rises five hundred feet above the Iron Wastes. The tower's interior is divided into ten chambers, each filling a floor. A spiral staircase runs down the citadel's center. Kostchtchie has pummeled the tower into rubble several times in fits of anger, but the citadel rises again within a day.

The tower shifts its form in response to Kostchtchie's desires. As a minor action, he can create a wall of ice anywhere within the citadel, extending from floor to ceiling, up to twenty-five feet in length and five feet thick. As a minor action, Kostchtchie can also create an opening up to twenty feet on a side in any wall, floor, or ceiling of the citadel.

The spoils of Kostchtchie's conquests fill the citadel's uppermost levels. The still-living head of Bayemon, a batlike demon lord, hangs from the eighth level's ceiling. Magic items, the blasted stones of fallen abyssal palaces, and huge caches of coins and gems fill the ninth level. The tenth level is the lair of Svafnir, an ancient white dragon (see *Monster Manual*, page 85) advanced to level 30. He serves as Kostchtchie's companion and guardian of the tower.

The first level is a guardroom, where a dozen frost giant warriors are stationed. The second and third floors are barracks and living quarters for more frost giants and frost titans (see *Monster Manual*, pages 122-123) that serve as Kostchtchie's lackeys.

Kostchtchie lives on the fourth and fifth floors. The fourth floor features a number of iron cages suspended from the ceiling by great chains. These cages hold creatures the giants take captive. They are kept alive to serve as objects for the Prince of Wrath's tantrums. Pools of frozen blood and shattered bones are fused into the floor's ice. A huge pile of furs and skins dominates the fifth floor. Kostchtchie rests here between forays into other abyssal layers.

Despite its vast treasure horde, the tower is relatively undefended. The frost giants pay more attention to keeping Kostchtchie's rages directed away from them, and Svafnir spends his time hunting across the layer when Kostchtchie does not need him in battle. Only one thief is known to have managed to steal an item from Kostchtchie's citadel. Three days later, Kostchtchie leveled the mortal city to which the

thief fled. The Prince of Wrath claimed the stolen jeweled crown and the lives of half the city's population. For a trophy, he dragged the highest tower in the city back to the Iron Wastes. Its shattered remains are still littered about the base of the glacier citadel.

PORTALS

Portals are scattered across the Iron Wastes, many buried beneath the layer's ice and snow. Permanent paths wind their way between regularly used portals.

The fiercest weather in the Iron Wastes unceasingly buffets the Stoldottir Gate. Adventurers who survive the frost giant guardians step through a rift into frost giant territory in the Elemental Chaos.

The Gate of the Void stands between two towering statues of Orcus, battered and defaced but still intact. It leads to the bottom of a thousand-foot pit in the Shadowdark, the infinite tunnels beneath the Shadowfell.

Dim, dancing lights in the eternal storm lead travelers to the Gate of Seven Lights. It leads directly into a dungeon beneath the Feywild city of Astrazalian, which eladrin paladins vigilantly guard.

Other gates include the Shrieking Gate, which emits a constant scream and leads to the tower of the great wizard Zenopus in the natural world. The Gate of Ruins carries travelers to Kalandurren, the Darkened Pillars, in the Astral Sea. It is abandoned and rarely used.

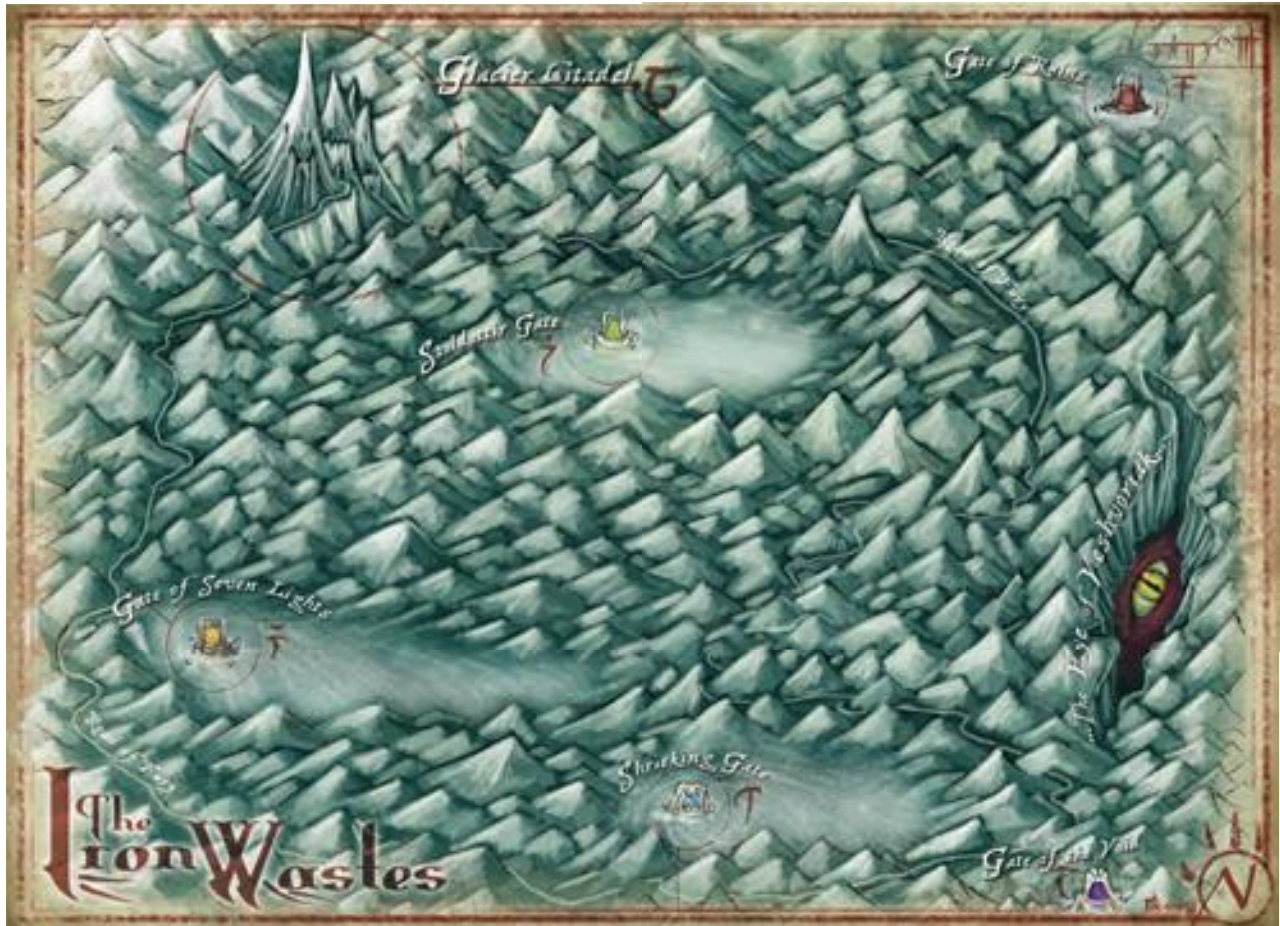
ROAD OF FURY

Kostchtchie wanders the Iron Wastes when he is not marauding in other abyssal domains. He keeps a surprisingly regular pattern, descending from his glacier citadel to pass close by several of the layer's more prominent gates. He then loops through the lowlands before drawing near Veshvoriak's frozen form. This path, dubbed the Road of Fury in honor of its creator, is the easiest but most risky way to travel in the Iron Wastes. During the fiercest storms, the weather on the road is mild. Kostchtchie can be encountered along this route at any time. The crushed and torn corpses of demons and other creatures are scattered along the road.

INHABITANTS

The demon lord Kostchtchie retains his original frost giant form, and he gathers powerful frost giant warriors to his side as his trusted servants. They travel the layer on sleds hooked to winter wolves. The frost giants have little to do when Kostchtchie rests in the Iron Wastes, so they track down intruders to stuff into the citadel's cages.

Frost giants are not the only powerful creatures wandering the frozen wilds. Although the Iron Wastes is a stark and lonely place, desperate demons enter this layer when fleeing powerful enemies or vengeful masters. Others come seeking audiences with Veshvoriak.



Mavawhans (page 127) nest in the trackless mountains, swooping down on any creatures traveling in the open. Though most of the mavawhans of the wastes have been bound to Kostchtchie's service, others dwell here to launch attacks into the mortal realm through its portals. The Iron Wastes is also home to wandering bands of rageborn (page 138). Always hungry, these fiends fall in waves on any creatures they encounter.

A small colony of ice archons (see *Monster Manual*, page 20) has also recently crept into the Iron Wastes. They search for the *Heart of Ice*, an artifact spear that once belonged to a primordial and which the archons believe is buried somewhere in the mountains of the wastes. Several ice devils (see *Monster Manual*, page 63) serve the archons, although they have an ulterior motive for their presence in the layer. One of the dukes of the Nine Hells has sent the devils to scope out the Iron Wastes as a possible invasion point.

FROM THE DEMONOMICON OF IGGWILV

The Iron Wastes has long been a desolate wasteland, but only I saw the wisdom in controlling it. This layer is a planar crossroads second in importance only to the Plain of a Thousand Portals. Kostchtchie's depredations through the gates have already upset the Abyss's balance of power.

I worry, though, about my dear Kostchtchie. The slumbering demon Veshvoriak whispers secrets into Kostchtchie's mind each night, and I cannot brook any chance of failure. Veshvoriak once ruled this realm. Does he know my plans, or is he simply eager to escape? If some group of mortal so-called heroes can be tricked into slaying Kostchtchie for me, the truth will be revealed. Kostchtchie's death might well destroy the gates and possibly all the Wastes, but can I risk the alternative?

The realm of the Gaping Maw and the Screaming Jungle, reflecting the schizophrenic ferocity of its master

Mirroring its demon lord's dual nature, Abysm is a realm divided. Its most prominent feature is a primeval forest dotted by impenetrable swamps—the Screaming Jungle, 90th layer of the Abyss. At Abysm's heart lies the 88th layer of the Gaping Maw—an inland sea whose black waters descend for miles. Overhead stretches a roiling olive sky of thick clouds and alien moons. All creatures here bow down before the might of Demogorgon, the Sibilant Beast and Prince of Demons. Even the unknowable Dagon, who lurks in the depths of the Shadowsea, makes no challenge to Demogorgon's control of this realm.

HISTORY

A little over a century ago, Demogorgon executed a plan to unleash a savage tide of chaos and death across the mortal world. Had his plot succeeded, the Prince of Demons would have undergone an apotheosis, transforming himself into something akin to a god. Demogorgon's plans were ultimately foiled by a party of mortal heroes. With a host of archfey and rival demon lords, the heroes led an invasion into Abysm and slew Demogorgon in a desperate final battle. Though numerous other demon lords had long coveted the mantle of Prince of Demons, the mortal who struck the killing blow claimed that title in the end.

Like Obox-ob and Orcus before him, Demogorgon did not remain dead for long. Spontaneously reformed by the power of the Abyss, the resurgent demon lord quickly set out to reclaim his throne. As he always had, the demon lord Dagon once more gave Demogorgon his aid, claiming only the mortal usurper's life in payment.

FROM THE DEMONOMICON OF IGGWILV

Dagon's endgame remains as mysterious and inscrutable as ever. I have no doubt that the Lord of the Darkened Depths could have easily claimed Abysm in Demogorgon's absence, yet he did not. In the end, Dagon's reasons might have simply mirrored my own. Many perils are associated with becoming Prince of Demons. Better to manipulate events from the shadows than stand in the open and draw fire to yourself.

THE GAPING MAW

GAPING MAW TRAITS

Type: Abyssal layer.

Size and Shape: Inland sea approximately one hundred miles across and twenty miles deep (including the Shadowsea); bounded.

Gravity: Normal.

Mutability: Abyssal mutability. (Demon lords and other powers are able to influence their surroundings.)

Referred to as Dagon's Maw in the most ancient texts, the Gaping Maw (88th layer of the Abyss) is a turbulent sea broken by rocky promontories used as rookeries by flying demons. Innumerable streams and two large rivers feed the sea. The Indigo Wash bubbles up from the depths of the Screaming Jungle, while the ubiquitous Blood River courses down from the heights of the Blood Rift. The waters of the Gaping Maw are unlike any known to mortal mariners. Every part of this sea, from the pounding surf to the denizens of the depths, carries a dark malevolence. A great whirlpool called the Stygian Eye swirls about the base of the Abysm Fortress.

THE SCREAMING JUNGLE

SCREAMING JUNGLE TRAITS

Type: Abyssal layer.

Size and Shape: Jungle continent; unbounded.

Gravity: Normal.

Mutability: Abyssal mutability. (Demon lords and other powers are able to influence their surroundings.)

Corruption: Attacks that have the disease or poison keyword gain a +1 bonus to the attack roll. Healing powers restore only half as many hit points as normal.

A primeval dark continent covered in dense rainforest, the Screaming Jungle is named for the constant keening of its fiendish wildlife. Near the coast of the Gaping Maw, the jungle thins into a fetid bog. Farther

THE BLOOD SEA

The depths of the Gaping Maw link to the Blood Sea, a bottomless ocean thriving with demonic sea life. Also known as the Abyssian Ocean, the Blood Sea connects to every other ocean and sea in the Abyss, including the Bay of Choking Bile in Azzagrat (page 59), Blood Shallows (81st layer), the Shadowsea of Dagon (89th layer), and the Scalding Sea (245th layer).

inland, the ground hardens and the canopy grows dangerously lush. Malevolent flora and fauna abound here, lurking beneath a forest canopy so thick that the jungle floor is perpetually cloaked in darkness. This 90th layer of the Abyss is home to the most feral of Demogorgon's servitors, exemplifying his aspect as a force of primal strength and brutality.

FEATURES AND TERRAIN

The twin layers of Demogorgon's realm offer explorers and adventurers any number of ways to die.

HAZARDS OF THE JUNGLE

The festering landscape of the Screaming Jungle features many hazards familiar to worldly explorers. But even familiar hazards become more deadly in the realm of Demogorgon. Characters who stumble into spiderwebs and grasping slime (see *Dungeon Master's Guide*, pages 68-69) or a grasping bog (see *Dungeon Master's Guide 2*, page 60) find their momentum slowed—and alert nearby creatures to their presence as they struggle to extract themselves. Demon jags, acidic mire, and wrath mud (see *The Plane Below: Secrets of the Elemental Chaos*, pages 12-13) impede a party's progress and can kill characters who stumble into them.

PLANTS AND INSECTS

The plant life of the jungle includes razorvine (see *Manual of the Planes*, page 22) and grab grass (see *Dungeon Master's Guide*, page 68). Blood midge clouds (see *Dungeon Master's Guide 2*, page 58) and other insect swarms can slow a party's progress and provide cover for lurking monsters. Such creatures likewise take advantage of the cover provided by clouds of infectious pallor (see *The Plane Below: Secrets of the Elemental Chaos*, page 16) and other airborne hazards.

THE GAPING MAW

Where the Blood River pours into the Gaping Maw, it creates a powerful tidal current that drags any creatures caught in it out toward the Stygian Eye. This colossal swirling maelstrom drains the Gaping Maw into the Blood Sea (see the sidebar). The skies above the Gaping Maw roil with incredible storms, relentlessly blasting the region with driving rains and hurricane-force winds.

SCALEPOX CLOUD

Native to both layers of Abysm, a scalepox cloud is a gray mist that drifts of its own accord even against strong winds. Demogorgon concocted this plague, using it to infect and convert enemies that infiltrate his domain. A scalepox cloud covers an area from 3 to 5 squares on a side.

Effect: When a creature not loyal to Demogorgon is hit by an attack while in a scalepox cloud, the creature is exposed to screaming scalepox. Squares containing a scalepox cloud are lightly obscured.

Usage: Scalepox clouds drift throughout both layers of Abysm, and add an extra layer of danger to any combat encounter in Demogorgon's realm.

LOCATIONS

The untamed chaos of Abysm conceals a number of lethal sites.

ABYSM FORTRESS

Near the Stygian Eye that swirls at the center of the Gaping Maw, twin serpentine towers rise out of the inky depths. The fearsome fortress of Abysm serves as Demogorgon's palace and personal sanctuary, and gives his realm its name. Here, the Prince of Demons labors to unlock abyssal secrets that are ancient even by his reckoning. The palace rises a few hundred feet above the roiling sea, but the bulk of its structure extends impossibly deep, down through the Gaping Maw and penetrating the floor of the Shadowsea (page 70). Its spiraling towers are tipped with minarets, each resembling an enormous fanged skull.

THE BRINE FLATS

A shallow, brackish seabed surrounding the swampy mainland of the Screaming Jungle, the Brine Flats provides shelter from the otherwise intense tides of the Maw. Demogorgon's favored ixitxachitls (page 119) dwell here, carving out enormous tunnel complexes in coral reefs just below the surface. The mightiest and most malevolent ixitxachitls reside in shallow tidal pools among the sunken ruins of Lemoriax (see page 70).

Screaming Scalepox

Level 15 Disease

Dark, scaly flesh spreads over the victim's body, wracking it with excruciating pain.

Attack: +18 vs. Fortitude

Endurance improve DC 23, maintain DC 18, worsen DC 17 or lower

The target is cured.

❑ **Initial Effect:** The target loses a healing surge that it cannot regain until cured of the disease.



The target takes a -2 penalty to all defenses and loses two healing surges that it cannot regain until cured of the disease.



Final State: The target recovers from the effect of screaming scalepox but becomes a loyal servant of Demogorgon.

CHAUDEN GAP

Land travelers bound for the Guttering Grove (see below) pass through the Chauden Gap to avoid the dangerous slopes of the surrounding mountains. This section of low peaks remains perpetually cloaked in mist, blinding travelers to monstrous battlebriars (see *Monster Manual*, page 28) and other animate plants.

THE DEMONWING

Somewhere within the pinnacles of rock that dot the Gaping Maw lies the shattered hulk of *Demonwing*, a colossal *chaos ship* that once sailed throughout the cosmos. It is said that *Demonwing* is, in fact, an entire lost layer of the Abyss unto itself, built by an ancient prince of demons. What befell the mighty vessel remains unknown, but even the fiercest demons avoid the site of the wreck.

THE GUTTERING GROVE

The Guttering Grove is a hidden plateau of the Screaming Jungle ruled by barguras and other demonic simians. This region was once a distinct abyssal layer, until Demogorgon invaded and merged it with his own realm centuries ago. Its deposed demon lord, Ilsidahur, still dwells here, now a faithful servant of Demogorgon.

The Guttering Grove is significant in that it holds a demogate to the Feywild, thought to be the last of the portals used by the Court of Stars (see *Manual of the Planes*, page 36) to invade the Abyss in eons past.

THE INDIGO WASH

This raging watercourse runs from the heart of the Screaming Jungle wends to the Gaping Maw, carving deep canyons as it goes. Its sheer gorges are honeycombed with caverns, within which dwell blood fiends (see *Monster Manual*, page 12). The deepest tunnels are thought to connect with the Sibilant Deeps (see below). Despite its bizarre coloration, the waters of the Indigo Wash are safe to drink.

LEMORIAX

Once a thriving metropolis of towering ziggurats and broad avenues teeming with thousands of demonic sycophants, Lemoriax fell into ruin a century ago. Constant tidal erosion has eaten away at Lemoriax's foundations, leaving it underwater in the salty shallows of the Brine Flats. Though the city's tallest towers still jut up above the waves, only aquatic ixitxachitls (page 119), sahuagins, and water archons dwell there now.

Since the fall of Lemoriax, Demogorgon has made no move to establish another city or trade center in his realm. Nonetheless, cultists and thralls of Demogorgon revere the sunken city as a holy site, undertaking dangerous pilgrimages there to make offerings or conduct sacrifices in their lord's name.

THE SHADOWSEA

Descend deep enough into the brackish depths of the Gaping Maw and one eventually passes into the Shadowsea. This region is coterminous with the Maw but is its own abyssal layer (the 89th), controlled by the inscrutable demon lord Dagon, Prince of the Darkened Depths (see *Monster Manual 2*, page 45).

The Shadowsea is a tortured undersea landscape of jagged mountains and abyssal trenches. No light penetrates these waters, which teem with oozes able to withstand the immense pressures of the deep. Necroclasm clouds (see below) are among the several hazards of the Shadowsea.

Many sunken cities can be found here—ancient ruins in which dwell kuo-toas (see *Monster Manual*, page 172) and aboleths (see *Monster Manual*, page 8) bound in service to Dagon. The largest of these cities is the demesne of the demon lord. Dagon's amorphous mud palace looms over a madness-inducing panorama of twisted towers, yawning gulfs, and halls and grottos that shimmer with their own unearthly light.

Necroclasm Cloud	Level 20 Obstacle
Hazard	XP 500

The illumination you bring to these lightless depths is suddenly swallowed by a roiling cloud of absolute darkness.

Hazard: The necroclasm cloud fills an area 4 squares on a side.

Perception

◆ DC 27: The character notices the exceptional darkness in the water.

Trigger

The necroclasm cloud attacks when a creature enters any of its squares.

Attack

Immediate Interrupt **Melee**

Target: The triggering creature

Attack: +23 vs. Fortitude

Hit: 2d8 + 6 necrotic damage, the target is blinded and takes ongoing 15 necrotic damage, and the necroclasm cloud shrinks from its space to occupy the target's square (save ends all). When the target saves, the cloud expands in a close burst 4 from the target's square.

SHATIK PEAKS

Two great volcanic mountains rise from the dense reaches of the Screaming Jungle. One spews forth billowing smoke and ash between infrequent but violent magma eruptions. The second peak is more active, erupting in torrents of superheated water and steam. The Shatik Peaks are each home to a faction of warring troglodytes dwelling in subterranean complexes.

THE SIBILANT DEEPS

Scattered sinkholes throughout the Screaming Jungle lead into the Sibilant Deeps, an immense subterranean realm inhabited by elementals and tribes of marauding demons. Creatures falling into a sinkhole drop fifty feet or more down a vertical shaft before hitting bottom.



THE TOR OF FANGS

Close by the Indigo Wash, the Tor of Fangs is a granite pinnacle named for twin spires of petrified wood that resemble great teeth. Within the tor lies the Sanctum of Ahmon-Ibor, home to a flesh cult (see *Open Grave*, page 146) led by a death knight.

UAMI-GUBOT, THE SLITHERING FEN

This murky swamp extends along the shores of the Gaping Maw. Though populated primarily by hydras, nagas, and snakes (see the *Monster Manual*), the Slithering Fen takes its name from its most fearsome inhabitant. Uami-Gubot is a fiendish behir (see *Monster Manual 2*, page 22) thought to be the spawn of Demogorgon. This behir rules over a tribe of lizardfolk called the goro, distinctive for the tentaclelike arms granted to them for their faith in Demogorgon.

UNGORTH REDDIK

Once a tall tower marking the gateway to the city of Lemoriax, the fortress of Ungorth Reddik now juts from the waters of the Brine Flats. The fortress crawls with retrievers (see *Monster Manual 2*, page 177), golems, and constructs not seen elsewhere.

INHABITANTS

The two layers of Abyss teem with life—all of it as deadly as this realm’s master. The creatures of the Screaming Jungle exemplify Demogorgon’s aspect of primal strength and brutality. Behemoths (see *Monster Manual*, page 31) battle for territory against dire apes and barguras, while hundreds of thousands of demons lurk in ruined fortresses, ready to fight at Demogorgon’s whim. The uncharted expanses of the jungle are populated by dinosaurs, fiendish troglodytes, drakkoths (see *Monster Manual 2*, page 90), hezrou demons, and the cults of the yuan-ti.

Aquatic demons and chaotic elementals are the natural inhabitants of the Gaping Maw, though fiendish sharks and other sea monsters found in the natural world also swim these waters. But, of all the creatures of Abyss, the most terrifying are the abominations that Demogorgon takes a hand in creating. The Prince of Demons is a master of the art of shaping demonic life—secrets thought to have been stolen from the obyrith lords.

THE BARRENS

The bones of civilizations fallen and yet to fall litter Oublivae's realm

The Barrens are an endless expanse of desolate wilderness littered with the ruins of every civilization that has ever existed—or ever will exist. The layer's sheer enormity, eternal wreckage, and constantly fluctuating composition lend credence to Iggwilv's belief that the Barrens, the 100th layer, was once an astral domain that fell into the Abyss. Knowledge seekers across the cosmos hunger for the long-forgotten secrets and treasures entombed inside these ruins, but traveling to the Barrens is most often a one-way trip. The Barrens is a lonely prison that reflects the failures of civilization's grandest dreams. Wendigos, cannibals, and undead fiends haunt its wilds, and the destructive forces that doomed the layer's stolen cities taint their ruins.

The landscape here is in a state of constant transformation, making navigation all but impossible. Like travelers on the Astral Sea, explorers in the Barrens must will themselves toward a destination. Only by steady seeking and strength of purpose can travelers reach their intended destination. Those who fail perish among the ruins of history.

THE BARRENS TRAITS

Type: Abyssal layer.

Size and Shape: A shifting landscape covered with timeless ruins; unbounded.

Gravity: Normal.

Mutability: Abyssal mutability. (Demon lords and other powers are able to influence their surroundings.)

HISTORY

When the demon queen Oublivae (page 130) first appeared in the Abyss, the wreckage of every civilization in past or future history materialized in the Barrens. Demons exiled to the Barrens flocked to the deserted cities, hoping in vain to discover a way out. Oublivae watched as they settled among the husks of unnamed cities and became slothful. Meanwhile, mortals carried to the layer with their former homes built small settlements in the shadows of the ruins and thrived.

Oublivae then whispered to the demons, promising freedom and armies to the most ruthless among them. She whispered to the mortals, vowing fortune and protection to those who worshiped her, and they called her an angel. When the mortals grew strong, Oublivae removed her protection and turned demons and mortals against each other. She relished the



Wastelands Sickness

Level 10 Disease

An essence remains of the magical doom that slew thousands.

Attack: +13 vs. Fortitude

Endurance improve DC 21, maintain DC 16, worsen DC 15 or lower

The target is cured. **Initial Effect:** The target loses a healing surge that it cannot regain until cured of the disease.

Final State: The target is weakened. The target takes a -2 penalty to speed.

brutality and slaughter. When the demons became mighty, she granted mortals the power to repel and destroy them.

In the uncounted years since, the cycle of death turns round and round in the Barrens, a microcosm of the Abyss. The strongest inhabitants lay waste to the already-broken cities as the survivors struggle against their misfortune. From somewhere in the heart of the bottomless pits beneath the Fortress of the Forgotten, Oublivae's whispers compel each side to action.

FEATURES AND TERRAIN

Amid vast swaths of desolate wilderness, the time-worn ruins of all civilizations come to rest. Whether destroyed by war, natural disaster, the wrath of fiends, or other dark means, the wreckage of these places mysteriously appears in the Barrens. Each city materializes looking as it did when the culture that built it was extinguished.

Most creatures that travel in the Barrens seek either knowledge of or escape from that layer. Some travelers search for secrets buried in a city's wreckage, while others scour the rubble for portals that pulse faintly with life. A select few hope to solve the mysteries of the labyrinthine passages beneath the great pits known as the oubliettes, where the Demon Queen of Desolation dwells.

SMOLDERING PLAIN

This ruined plain is riddled with smoking craters. Forests of dead scrub trees burn constantly but are never consumed. Soot blackens the sky to a flickering red twilight, parting only periodically when flaming meteors, rains of magma, or dragons strike the plain to pound new craters and pulverize the ruins. The largest craters are twenty feet deep. The ground around a crater is difficult terrain.

Firestorms surge across the plain every hour. Burning vapor or an Avernus cinderstorm (see *Manual of the Planes*, pages 22–23) can be used as the basis of a firestorm. A creature caught in a firestorm must make a DC 24 Endurance check or lose a healing surge. Adventurers can take short rests on the Smoldering Plain, but they cannot take extended rests.

CHARRED WASTELAND

The Charred Wasteland is home to blackened structures that have the psychic shadows of the buildings' previous inhabitants permanently emblazoned on their walls. Magic of incalculable destructive power

was unleashed against these cities, their residents destroyed or transformed into aberrant monsters.

The Charred Wasteland is imbued with a radiation that grants low-light vision to creatures within it. Each creature in the wasteland must make a DC 21 Endurance check each hour or be exposed to wastelands sickness. Areas of blood rock are common in the ruins (see *Dungeon Master's Guide*, page 67), as are entropic fissures (see *Manual of the Planes*, page 24).

LAND OF THE DEAD

By day, the cities in the Land of the Dead stand whole and tranquil. Their tall spires salute the skies, but not a creature stirs on their empty streets. By night, the cityscapes morph back into ruins, and hordes of undead boil up from their foundations. Characters traveling through the region can safely take an extended rest by day. At night, however, vampires (see *Monster Manual*, page 258), skull lords (see *Monster Manual*, page 236), and other undead roam the land. In addition, the Land of the Dead is defiled ground (see *Dungeon Master's Guide 2*, page 59).

PLAGUE RUIN

Metropolises, cities, and towns strewn with corpses are scattered throughout the Barrens. Thick dust rides the winds through these open graves, reeking of blood and death. This dust acts as a contagious form of mummy rot (see *Dungeon Master's Guide*, page 49) that attacks creatures within the area every hour at +11 vs. Fortitude. Improve: DC 21; maintain: DC 16; worsen: DC 15 or lower.

LOCATIONS

The Barrens are a desolate wilderness pocked with broken cityscapes. Infinite wonders can be discovered in the debris of these once-great settlements.

BROKEN PORTALS

The most advanced cities summoned to the Barrens possessed portals connecting them to other locations across the planes. Most of these gates were powered by worldly magic, though some were built with complex arcane technologies. Such portals were rendered inoperative when their cities were drawn to the Abyss. Some of these portals can be repaired using arcane components hidden in nearby demon lairs or reactivated with skill challenges. Over the years, a few crafty adventurers have managed to briefly revive portals and use them to escape the Barrens.



BOUND DEMON LOCALES

Demons are sometimes cast into the Barrens for offenses against more powerful masters. Isolated ruins, foul ponds, dead trees, and other landmarks become the prisons of these fiends, which are magically bound to such sites as eternal punishment for their insubordination or crimes. Though often driven insane by their endless incarceration, these demons can sometimes be convinced—or forced—to provide information.

GRAND RUINS

Sprawling demon-infested metropolises crumble to pieces in the Barrens, including legendary settlements such as Waterdeep, Sharn, and Palanthis. The ruins of every great city but Sigil (see *Dungeon Master's Guide 2*, page 186) can be found on this layer. Adventurers who explore the Barrens should encounter the grand ruins of one or more cities familiar to them.

Grand ruins are the domains of the Barrens' most powerful demons. Trapped in this layer, the fiends attack each other and the mortal settlements that grow like weeds around the ruins. Demons hope to attain enough power in this way to gain Oublivae's favor, believing that the Queen of Desolation rewards the strongest with the power that might allow them to escape from this accursed realm.

THE FLOATING KINGDOMS

Small networks of settlements soar above the Barrens like clusters of bubbles. They arc in spiral patterns, mimicking the markings on Oublivae's body. Inhabitants of these floating settlements don't know they dwell in the Abyss. To the people of the Barrens, life is a dark dream. Demons hoping to consume mortal souls gather at their gates, and the only way to defeat the fiends is to strike back again and again. Holy warriors emerge from these civilizations, becoming saints and heroes. These warriors' hopes rest with the foul Oublivae, who they know as the blessed angel. She alone gives them the power to repel the demons and push back the night.

SKILL CHALLENGE: ENCOUNTERING OUBLIVAE

Desperate travelers lost or trapped in the wilds of the Barrens sometimes invoke Oublivae's name. The demon lord might agree to aid her callers if they first perform a task.

Diplomacy is an important skill for influencing Oublivae, and she loves flattery even though she does not believe it. Characters trained in History attract her attention because she enjoys correcting them. Insightful characters might detect Oublivae's sudden mood shifts, while experts in Nature might empathize with her bestial aspects.

Offering services to Oublivae, on the scale of exterminating an entire culture, automatically wins her favor. But the Queen of Desolation destroys creatures that betray her, either by hurling them into the oubliettes, transforming them into wendigos, or razing their homelands.

RALPH BEISNER

According to settlement elders, demons come from the wilderness below the floating kingdoms. They arise from the corpses of the cities, which fell from the sky when the citizens' forebears strayed from the blessed angel's perfect direction. Their teachings say that evil boiled up from great pits on the surface, and that it must be cast back again before a glorious new age can dawn.

THE FORTRESS OF THE FORGOTTEN

Fading in and out of existence at the shifting heart of the Barrens, the Fortress of the Forgotten is an ancient ruin said to be Oublivae's center of power. When the fortress appears, it manifests dozens of immense, rectangular pits in the surface of the Barrens beneath it. Each of these pits—named oubliettes for the Queen of Desolation—is one hundred feet wide by two hundred feet long, and is walled in black-est obsidian. Rectangular corridors pierce the walls of the pits, leading to unknown destinations while the oubliettes descend into bottomless darkness.

Iggwilv has theorized that the oubliettes extend to the bottom of the Blood Rift (page 50), and that whatever is cast into them is lost forever. The Witch Queen further states that the shifting of the ruined cities on the surface of the Barrens owes to the layer turning beneath them on the oubliettes' axis.

When Oublivae is angry, she casts her enemies into the black depths, their screams fading into oblivion. Occasionally, brave explorers willingly enter the oubliettes to scale the pits' sheer walls, attempting to reach the dark passages that punch through the obsidian. Some sages believe that the still-living memories of the cities claimed by the Barrens glitter in the deep darkness of the oubliettes like diamonds, providing passage to an infinite number of locations in time and space. Some passages are known to lead

GETTING LOST, GETTING OUT

It is not easy to escape the Barrens. Though the ruins and settlements of this layer remain stationary, the landscape around those sites shifts, and characters navigating the layer risk getting lost. To travel toward a destination, a traveler in the Barrens must form the destination in his or her mind and set off in a direction. Regardless of real distance, such travel takes 1d10 days.

A few means of escaping the Barrens are known to creatures that dwell there. The Fortress of the Forgotten is the only physical link to the oubliettes whose side passages lead to myriad locations across the planes. The fortress appears at random, however, and actively eludes creatures that want to find it. Broken portals in the Barren's fallen cities can sometimes be repaired, but they are typically guarded by powerful demons also seeking to escape from the layer.

The most dangerous means of escape from the Barrens is to call on the Oublivae (see the skill challenge).

to the Plain of a Thousand Portals, to the lairs of fell demons and other creatures, and to other planes. At least one such path leads to Oublivae's secret domain deep below the Barren's surface.

INHABITANTS

Humanoids horribly transfigured by whatever cataclysm claimed their fallen cities wander insane through the desolation of the Barrens. They have no true wishes, desires, or thoughts beyond the mad urge to destroy. They are not the only creatures trapped here. Powerful demons sometimes bind servants or rivals to particular locations in the Barrens as punishment. These bound demons go insane over time.

The layer's numerous undead creatures are the discarded remnants of once-mighty civilizations. They hunger for the lives they once had and long to consume the embers of vitality that warm living hearts. Other demons thirst for the living as well, striking out into the wilds in search of poorly defended ruins or mortal settlements. These demons spare heroes they find in the Barrens if the heroes swear to assist in overthrowing a humanoid town or ruins inhabited by other demons.

Lycanthrope tribes dominate the Barrens' dense, gloomy forests. These creatures hunt in humanoid form to lure prey close, then transform before they strike. They paint themselves with the blood of their victims in the spiraling patterns of Oublivae, whom they praise for sending them sustenance.

Wendigos (page 152) hunt alone in the wilds, stalking small groups of wanderers. If a wendigo can kill and eat a creature without getting caught, it does so. Otherwise, it waits for its prey to be distracted by another of the Barrens' creatures or hazards.

FROM THE DEMONOMICON OF IGGWILV

The Barrens have served me well in my quest to obtain knowledge of powers great enough to destroy worlds. Of the hundreds of adventurers I send to that realm, few return. But each new piece of information is well worth its price in meaningless mortal lives.

The monster Oublivae complicates matters. Though she seldom attacks other lords directly, the exiled demons she frees from the Barrens return seeking vengeance against their former masters. Far more powerful and with armies at their backs, these demons have proved a potent inconvenience. The Queen of Desolation's actions signify her unspoken message: The Abyss shall have no lord but ruin.

THE DEEP LAYERS

The deep layers of the Abyss are those regions most remote from the traditional entry points to that dark realm. Though the deep layers are difficult to gain access to, escaping from them is an even greater challenge.

GARAVOND

If the airless void doesn't kill you, the Mad Artificer's creations surely will

GARAVOND TRAITS

Type: Abyssal layer.

Size and Shape: An expanse of vacuum approximately five miles in diameter; recursive.

Gravity: Elemental buoyancy.

Mutability: Abyssal mutability. (Demon lords and other powers are able to influence their surroundings.)

Perils of the Void: Outside Haagenti's lair, Garavond is a vacuum containing no air (and no materials to convert to air). Living creatures in Garavond risk suffocation (see *Dungeon Master's Guide*, page 159).

Even by the standards of the Abyss, Garavond is a particularly deadly realm. In its natural state, the 548th layer is a void, lacking light and atmosphere. Within this emptiness hangs a great metallic orb, the layer's only physical feature and domicile of Haagenti, Demon Lord of Alchemy and Artifice. Haagenti's spherical fortress is as much laboratory as palace, its halls crawling with retrievers (see *Monster Manual 2*, page 177), golems, clockwork horrors (page 109), and evil constructs seen nowhere else in the planes.

When he wants to do so, Haagenti can expose the whole of Garavond to the Elemental Chaos, exchanging the layer's airless void for a sea of magma, a storm of living lightning, or any other element necessary to fuel his mad experiments.

Few creatures can survive in the airless void of Garavond, though many constructs (many of Haagenti's own design) call this layer home. It is whispered that Haagenti might be a living construct—the last member of a long-extinct race forged at the beginning of time.

Garavond is one of the few abyssal layers not intersected by the Blood Rift. Portals to Haagenti's realm can be found in Pazunia and Shedaklah, the latter layer the site where Haagenti's agents collect the demon lord's alchemical reagents.

GIBBERING HOLLOW

Demons pile atop one another in a sea of slashing claws and gibbering screams

GIBBERING HOLLOW TRAITS

Type: Abyssal layer.

Size and Shape: A sprawling realm of winding subterranean tunnels three hundred miles in length; bounded.

Gravity: Normal.

Mutability: Abyssal mutability. (Demon lords and other powers are able to influence their surroundings.)

For sheer size, few abyssal entities can match Ollomegh. This long-forgotten primordial came to the Abyss long ago in search of food to satiate his unquenchable appetite. In Gibbering Hollow, the 69th layer of the Abyss, his gluttonous cravings met their match. For reasons unknown, the Gibbering Hollow spawns more manes (page 126) than any other layer of the Abyss. Even with Ollomegh endlessly devouring uncounted tons of the creatures, the tunnels of this realm continue to fill.

Gibbering Hollow is so densely populated that its surfaces are literally covered with wretched, squirming manes and gibbering mane swarms. Visitors arriving here by way of the realm's few portals are caught in the crush of bodies, and must fight their way through the manes or risk suffocation (see *Dungeon Master's Guide*, page 159). In his great cavern, slothful Ollomegh lies buried deep beneath the sprawling mass of his victims.

PHAGE BREEDING GROUNDS

A nightmarish nursery of decaying viscera and howling slaves

PHAGE BREEDING GROUNDS TRAITS

Type: Abyssal layer.

Size and Shape: The perpetually rotting entrails of a long-dead primordial, winding approximately ten miles in total length; bounded.

Gravity: Normal.

Mutability: Abyssal mutability. (Demon lords and other powers are able to influence their surroundings.)

Corruption: Attacks that have the disease or poison keyword gain a +1 bonus to the attack roll. Healing powers restore only half as many hit points as normal.



The 53rd layer of the Abyss, the Phage Breeding Grounds are a putrescent layer of winding, mucus-lined tunnels avoided by all demonkind. Explorers who brave this layer and live to return describe it as something akin to the interior of a colossal swath of intestines, which isn't far from the truth.

The breeding grounds are ruled over by the slaad lord Urae-Naas, former consort of the primordial Ramenos, from whose rotting carcass this layer is formed. An uncounted number of half-conscious thralls are imprisoned here in vast, ichor-filled chambers, their bodies partially entombed within the breeding grounds' viscous walls. Slaad brood mothers implant embryos in these unfortunate hosts in a foul process that quickly drives them to madness. The gestation period ends after a few days with the host's merciful death, after which a clutch of newborn slaad tadpoles burrow out from the unfortunate victim's skull.

Urae-Naas appears as a bloated slaad, too obese to use her legs. She drags herself through her realm's slime-encrusted tunnels by digging her sizable claws into their fleshy walls, her elongated tongue dangling freely to nearly scrape along the ground.

SHEDAKLAH

Glistening molds and slime-striated fungi drip with putrescence and filth

SHEDAKLAH TRAITS

Type: Abyssal layer.

Size and Shape: A fungal, slime-covered garden stretching four hundred miles across; bounded.

Gravity: Normal.

Mutability: Abyssal mutability. (Demon lords and other powers are able to influence their surroundings.)

Corruption: Attacks that have the disease or poison keyword gain a +1 bonus to the attack roll. Healing powers restore only half as many hit points as normal.

Situated between two sluggish branches of the Blood River, the 222nd layer of Shedaklah is a bubbling morass of oozing, fetid sludge. Here and there, a low hillock or fungal forest rises from this plain of caustic slime. A thin film of moisture covers everything on Shedaklah, while an overcast sky of mud-brown and rotten-green clouds casts the layer in a pallid gloom. Every few hours, a pregnant cloud bursts, spilling torrential rains of filth.

Shedaklah is the contested abyssal domain of the demon lords Zuggtmoy, Queen of Fungi, and Juiblex, the Faceless One. All manner of plant and fungal creatures dwell on the surface (a realm known locally as Mycorji), paying honor to Zuggtmoy as they endlessly feed on each other. Creatures of slime born of Juiblex infest the unnamed deeper reaches of this layer, their numbers so great that they form a subterranean sea.

SLUGBED

Dreams come to die here, consumed by darkness, apathy, and utter somnolence

SLUGBED TRAITS

Type: Abyssal layer.

Size and Shape: A temperate region of fog-shrouded forests and shallow seas approximately seven hundred miles across; bounded.

Gravity: Normal.

Mutability: Abyssal mutability. (Demon lords and other powers are able to influence their surroundings.)

Dense Fog: These mist-covered lands are heavily obscured. Stealth checks gain a +2 circumstance bonus.

Utter Darkness: All light sources (including magical illumination) are quenched within ten miles of Lupercio.

An expanse of arboreal forests, subterranean vaults, and shallow seas, Slugbed teems with fiendish gastropods. Lupercio, Baron of Sloth, is lord of this 128th layer of the Abyss. His long periods of total indolence and complete apathy toward the creatures around him preclude any true idolatry among the layer's inhabitants.

The fog-shrouded surface of this layer is dimly illuminated by a faintly glowing sky except in the dung-filled riverbeds where Lupercio sleeps. There, the darkness of his body extinguishes all illumination for ten miles. With no light to reveal his amorphous ebon-colored form, few can say what the demon lord's true appearance is. When the Baron of Sloth stirs from somnolence, his movements are ardent and manic, triggering powerful tremors in his wake. Shadow demons (see *Manual of the Planes*, page 122) flit around Lupercio's form, feeding on his limitless shadows.

On the rare days when the feeble sun burns through Slugbed's thick fog, the sky overhead reveals dazzling radiant clouds, some adorned by majestic castles swarming with angelic beings. It is speculated that these immortal creatures are attempting the impossible task of converting Slugbed into a bastion of goodness and light, while Lupercio sleeps unknowing and uncaring in the filth below.

SOULFREEZE

Unimaginable, mind-numbing cold, where even thoughts and emotions freeze

SOULFREEZE TRAITS

Type: Abyssal layer.

Size and Shape: A glacier two hundred miles across; bounded.

Gravity: Normal.

Mutability: Abyssal mutability. (Demon lords and other powers are able to influence their surroundings.)

Cold Affinity: Attacks that have the cold keyword gain a +1 bonus to the attack roll.

True Cold: A creature that starts its turn in the bitter cold of Soulfreeze takes 1d6 cold damage.

The 566th layer of the Abyss is a vast expanse of ice and snow choked by a cold so bitter that few living creatures can withstand it. Soulfreeze is predominantly a permafrost landscape slowly being consumed by an encroaching ice sheet. Originating in the Elemental Chaos, this glacial mass is the creation of Aseroth the Winter Warlock, an elemental prince of evil turned demon lord. Aseroth rules Soulfreeze from the icy domain known as the Crystal Caverns, a deep fissure cleft from the ice sheet. Remorhazes (see *Monster Manual*, page 176), ice archons (see *Monster Manual*, pages 20-21), and demons all serve here.

Beyond the obvious dangers inherent in a land of utter cold, travelers to Soulfreeze must deal with this realm's unique malevolence. So cold and malign is this layer that a creature's thoughts and emotions can freeze, drawn out of heart and mind to drift as ice crystals on the bitter wind.

TORREMOR

A malevolent aerie of depraved deformity

TORREMOR TRAITS

Type: Abyssal layer.

Size and Shape: An immense void littered with tangled webs of debris, six hundred miles across; recursive.

Gravity: Elemental buoyancy.

Mutability: Abyssal mutability. (Demon lords and other powers are able to influence their surroundings.)

Air Affinity: A flying creature gains a +2 bonus to its fly speed.

The 503rd layer of Torremor is a tangled nest of beams and perches, rooks and pinnacles, bridges and arches, all connected by writhing ropes and jangling chains. Though it floats in an endless void, the enormous structure is solid enough. Creatures can walk

along its surfaces with ease; those knocked from its perches fall to their eventual deaths, broken and shattered on the bridges and pinnacles below. Streams of water and waste pour from the more stable sections of the realm, drying to dust or drifting away as clouds.

The lord of Torremor is the vile and hateful Lamashtu, Demon Queen of Monstrous Births. She rules from the prison known as Onstrakker's Nest, a striking edifice of timber, bones, earth, and stone pillars hundreds of miles in diameter. Her former consort Pazuzu bound her here, when Torremor was that demon lord's demesne. Though she has long since taken control of the layer, Lamashtu remains impaled on the gleaming spire with which Pazuzu held her fast.

Torremor swarms with bizarre demon hybrids not seen elsewhere in the Abyss, and serves as a kind of shrine for flesh cultists seeking demonic or monstrous grafts. Worldly visitors cluster within the few solid structures that dot the realm.

WRITHING REALM

Sprawling tunnels filled with a rank, writhing darkness

WRITHING REALM TRAITS

Type: Abyssal layer.

Size and Shape: Subterranean realm of winding tunnels one hundred miles in length; bounded.

Gravity: Normal.

Mutability: Abyssal mutability. (Demon lords and other powers are able to influence their surroundings.)

Earth Affinity: Burrowing creatures gain a +2 bonus to their burrow speed.

Untold miles of spiraling subterranean corridors create the Writhing Realm of Ugudenk, the Squirming King. So extensive and frequent are Ugudenk's excavations that this 177th layer of the Abyss has collapsed in on itself many times, entombing his servants and followers. Ugudenk was unleashed on the Abyss following a brief tryst between Zuggtmoy and the primordial Torog, the King that Crawls. Drawn by his father's power, Ugudenk has designs on establishing a permanent gate between the Underdark of the mortal world and his Writhing Realm in the Abyss.

In recent centuries, the Demon Lord of Worms and Hungry Parasites has taken to burrowing into neighboring abyssal layers along the route followed by the Blood Rift. This is dangerous for Ugudenk, for each time he breaches the rock walls of the rift, he risks severing his realm's connection with the Abyss. Despite the peril, Ugudenk has managed to carve away and infest a small corner of Hollow's Heart, 176th layer of the Abyss and the realm of the demon lord Fraz-Urb'luu.

ZIONYN

A wasteland inundated with a discordant drone of deafening, maddening sound

ZIONYN TRAITS

Type: Abyssal layer.

Size and Shape: Vermin-infested badlands abutting vast oceans of thick resin, two thousand miles across; bounded.

Gravity: Normal.

Mutability: Abyssal mutability. (Demon lords and other powers are able to influence their surroundings.)

Corruption: Attacks that have the disease or poison keyword gain a +1 bonus to the attack roll. Healing powers restore only half as many hit points as normal.

Maddening Discordance: Attacks that have the thunder or psychic keyword gain a +2 bonus to the attack roll.

Zionyn is the 663rd layer of the Abyss—domain of the ancient obyrith lord Obox-ob, the first to claim the title Prince of Demons. Slain by the treachery of the Queen of Chaos (page 8), Obox-ob was later reborn by the will of the Abyss. With his power stripped from him, he now languishes in fetid Zionyn. Reduced to a mere Prince of Vermin, the once-great demon lord dreams of slaying Demogorgon, reclaiming his title, and purging the Abyss of its current masters.

The seas of Zionyn are a putrid sludge that the insectoid demons serving as Obox-ob's debased aristocracy use in the construction of enormously complex hive cities. Mortal victims are dipped into this reeking miasma, which petrifies them at the exact moment of suffocation. Such victims become unique sculptures of death—corpse-pillars from which the great towers and cathedrals honoring the Prince of Vermin are built.

ROLL OF ABYSSAL LAYERS

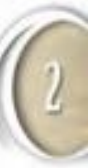
The following table summarizes the most well-known layers of the Abyss. Bold entries are featured in this chapter or in other sources, as noted. In the table, the abbreviation *MotP* refers to *Manual of the Planes*; *Dra* refers to *Dragon* magazine.

ABYSSAL LAYERS

Layer	Name	Demon Lord	Reference
1	Plain of a Thousand Portals/Pazunia	Pazuzu	page 44
2	Driller's Hives	Tharzax	
3	The Forgotten Land	Zzyczesiya	
4	The Blood Rift	Phraxas	page 50
5	Wormblood	–	
7	The Phantom Plane	Sess'inek	
8	The Skin-Shedder	Volisupula	
9	Burningwater	–	
11	Molrat	–	
12	Twelvetrees	–	<i>MotP</i> 83
14	The Steaming Fen	The Queen of Chaos	
17	Death's Reward	Abraxas	
21	The Sixth Pyre	Kardum	
23	The Iron Wastes	Kostchtchie	page 64
27	Malignebula	Lissa'aere	
32	Sholo-Tovoth	Turaglas	<i>Dra</i> #376
45	Rauwend (Azzagrat)	Graz'zt	page 58
46	Barogûnd (Azzagrat)	Graz'zt	page 58
47	Voorz'zt (Azzagrat)	Graz'zt	page 58
48	Skeiqulac, the Ocean of Tears	–	
49	Shaddonon	Rhyxali	
52	Vorganund	–	
53	Phage Breeding Grounds	Urae-Naas	page 76
57	Torturous Truth	Alvarez	
65	Court of the Spider Queen	Lolth	
66	The Demonweb	Lolth	<i>MotP</i> 81
67	The Heaving Hills	Verrangoin	
68	The Swallowed Void	–	
69	Gibbering Hollow	Ollomegh	page 76
70	The Ice Floe	–	
71	Spirac	–	
73	The Wells of Darkness	–	
77	The Gates of Heaven	Munkir and Nekir	
79	The Emessu Tunnels	Anarazel	
81	Blood Shallows	–	
88	Gaping Maw (Abysm)	Demogorgon	page 68
89	Shadowsea	Dagon	page 70
90	Screaming Jungle (Abysm)	Demogorgon	page 68
92	Ulgurshek	Ulgurshek	
100	The Barrens	Oublivae	page 72
111	The Mind of Evil	Sch'thrruppasstt	

ABYSSAL LAYERS CONT.

Layer	Name	Demon Lord	Reference
128	Slugbed	Lupercio	page 78
137	Outcasts' End	Azazel	
148	Torrent	–	
176	Hollow's Heart	Fraz-Urb'luu	
177	Writhing Realm	Ugudenk	page 79
191	Fountain of Screams	–	
222	Shedaklah	Juiblex/ Zuggtmoy	page 77
223	Offalmound	–	
230	The Dreaming Gulf	–	
245	Scalding Sea	–	
248	The Hidden Layer	Eltab	
274	Durao	–	
277	Belistor	Yrsillar	
297	The Sighing Cliffs	Lynkhab	
303	The Sulfanorum	–	
313	Gorrion's Grasp	–	
333	Thanatos	Orcus	<i>MotP</i> 82
340	The Black Blizzard	–	
348	Indifference	–	
359	The Arc of Eternity	Eldanoth	
377	Plains of Gallenshu	–	
400	Woeful Escarand	Lords of Woe	
403	The Rainless Waste	–	
422	Yeenoghu's Realm	Yeenoghu	<i>Dra</i> #364
423	Galun-Khur	–	
452	Ahriman-abad	Ahrimanes	
471	Androlynne	Pale Night	
489	Noisome Vale	–	
493	The Steeping Isle	Siragle	
499	Carroristo	–	
503	Torremor	Lamashtu	page 78
507	Occipitus	Adimarchus	
519	March of the Pierced Men	–	
528	Molor	Juiblex	
531	Vudra	Shaktari	
548	Garavond	Haagenti	page 76
550	Forest of Living Tongues	–	
558	Fleshforges	Dwiergus	
566	Soulfreeze	Aseroth	page 78
570	Shendilavri	Malcanthet	
597	Goranthis	Socothbenoth	
600	The Endless Maze	Baphomet	<i>MotP</i> 81 <i>Dra</i> # 369
601	Conflagratum	Alzrius	
628	Vallashan	–	
651	Nethuria	Vucarik	
652	The Rift of Corrosion	–	
663	Zionyn	Obox-ob	page 79



WAYNE REYNOLDS

ABYSSAL PORTALS

The collective of anarchists known as the Doomguard (see *Manual of the Planes*) believe that the universe trudges inexorably toward oblivion, and that the holes in the cosmos made by portals are largely to blame. The Doomguard foretells a time when portals become so numerous that reality rips apart like moth-eaten fabric, allowing the Abyss to reach through and devour all creation. Sages and planar travelers almost universally dismiss the Doomguard as a gathering of reactionary nihilists or dupes of Oublivae (page 130). But even the most skeptical sages acknowledge one dark fact: The Abyss is hungry.

DEMON HOLES

Most abyssal portals are demon holes: temporary, two-dimensional openings in space that manifest under specific conditions. Any number of horrors, such as a living sacrifice, a demonic ritual, or the reawakening of an ancient evil, can open an entry into the Abyss.

A viewer gazing into a demon hole beholds the blasted vista of the Abyss and is likely to see demons slaughtering one another or laying waste to their surroundings. The entrance to a demon hole is flat, and exists on only one side. As the viewer moves around the portal, the view of the abyssal landscape fades and vanishes. A demon hole cannot be interacted with or seen from behind, although it creates a vague shimmering in the empty air.

DIMENSIONAL PASSAGEWAYS

If demon holes are the jaws of the Abyss, dimensional passageways are its barbed tongues, constantly probing for prey. Dimensional passageways have protracted entrances that stretch along routes of travel, making transitions from the world to the Abyss nearly impossible to detect over the minutes, hours, or days it takes to make them. Dimensional passageways are usually one-way, so that by the time creatures realize where they have wandered, they find it impossible to return. Proceed too far into its grasp, and the Abyss claims its prey.

Dimensional passageways are often found within demonic temples, where labyrinthine halls lead in directions that make no sense in the normal world. A wrong turn can leave a traveler on the wrong side of a wall of blood rock (see *Dungeon Master's Guide*, page 67), cut off from the mortal world and trapped in the Abyss. In areas of the natural world tainted by abyssal magic, a dimensional passageway might be found along a verdant river that becomes progressively wasted and more desolate, finally gushing as a ruddy torrent into the Blood Rift.

DEMONGATES

Framed with decorated reliefs of leering demons, arcane hieroglyphs, and runes carved by races long extinct, demongates (see *Manual of the Planes*, page 65) are permanent, two-way access points to the Abyss. Retaining their power even when apparently destroyed, demongates typically resemble huge demonic mouths that feature jagged teeth set beneath luminous eyes. In the mortal realm, they stand in demon temples, dark citadels, and the domains of powerful evil beings. Many demongates connect to the Abyss through the Plain of a Thousand Portals.

An open demongate is a harbinger of apocalypse. When demons pour forth from the mouth of a demongate, they lay waste to everything in their sight. Local realms and the wider world teeter on the brink of the Abyss during such invasions, causing enemies to set aside their differences to fight this common foe.

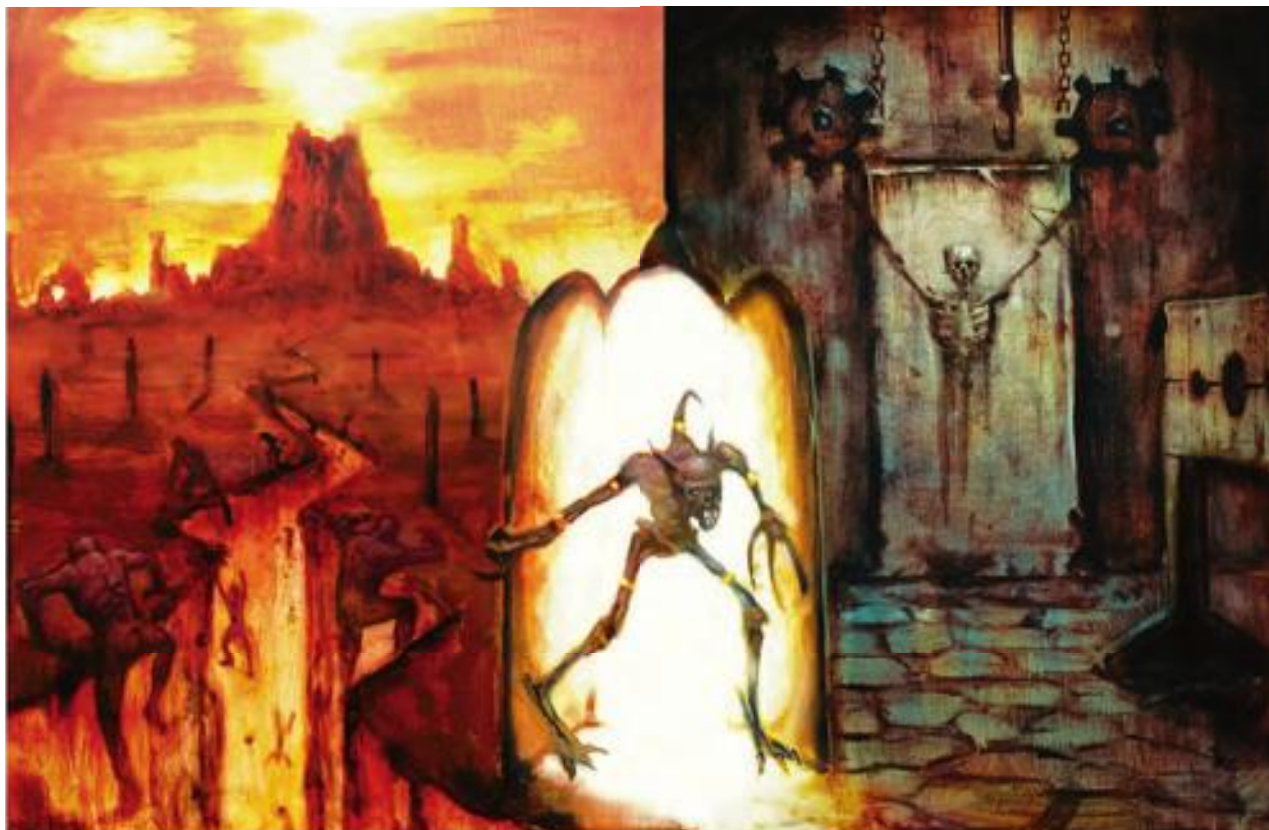
When demons are driven back, heroes can close a demongate off from the world, sealing the site with magic and assigning it protective wards or guardians. Demongates have been encased in stone, buried beneath mountains, and placed within monuments designed to warn of their dangers. Long after a demongate is sealed away and forgotten by mortal folk, however, the memory and will of the Abyss lingers where it once stood. A demongate lasts forever, even if its entire physical structure is reduced to dust. It lurks unseen on the boundary between worlds, whispering for willing creatures to find its resting place and awaken it once more.

THE WHISPERING ABYSS

When a portal to the Abyss opens, the voice of that dark realm whispers from it. Calling to creatures in their hearts, souls, and subconscious minds, the song a portal sings is the same as the one sung to all demonkind: *Destruction. Subjugation. Power.*

The Abyss targets minds susceptible to its taint, focusing on the miserable, the weak, and the misbegotten as it promises an escape from worldly woes. The Abyss validates the wretched existence and secret desires of such creatures. It offers instant gratification for deviant fetishes and relief from long-term suffering. And above all else, it orders creatures that hear its song to kill.

Humanoids raised in even the most anarchic societies lack the destructive instincts of demonkind. As a result, mortals that heed the Abyss's call are less likely to engage in open bloodshed as they are to plot their kills. Channeling their dark compulsions, they carefully stalk their quarry, calculating the best time to strike so as to minimize the risk of discovery.



Such creatures quickly become addicted to the euphoria of power and control that consumes them as a victim breathes its last. The most notorious mass murderers and serial killers of the mortal realm are thought to have been inspired by the whispering voice of the Abyss. The only reward such creatures receive for their service is demonic possession or death.

ABYSSAL PORTAL ENCOUNTERS

A heroic battle in front of a demongate or on the brink of a dimensional passageway makes a fantastic conclusion to adventures in which characters combat demons and evil cultists. As long as a portal stands open, it might draw creatures toward its maw and incite the most heroic characters to perform random acts of violence.

This hazard can be scaled to the level of any adventuring party. The remainder of this section discusses layer-specific effects for portals, as well as advice for customizing portals.

Abyssal Portal
Hazard

Obstacle
XP by level

A portal to the Abyss whispers in your mind, drawing you forward as it compels you to revel in chaos and murder.

Hazard: The abyssal portal is a demon hole or part of a demongate or a dimensional passageway. The DM determines its size. The abyssal portal does not provide cover or block movement.

Perception

◆ DC 10 + one-half the abyssal portal's level: The character notices the presence of the portal, as determined by the DM. Demongates and demon holes might require no Perception check. A dimensional passageway might not be noticed with a Perception check.

Additional Skill: Insight

◆ DC 15 + one-half the abyssal portal's level: An unknown evil taints this area, whispering of murder as it calls for you to approach.

Trigger

When any creature moves within 5 squares of the abyssal portal, the hazard attacks.

Attack

Opportunity Action Ranged 5

Target: The triggering creature

Attack: The abyssal portal's level + 4 vs. Will

Hit: The target makes a melee basic or ranged attack as a free action, targeting a random creature determined by the DM.

Aftereffect: The abyssal portal pulls the target 2 squares.

Special: If the target is pulled into the abyssal portal, it leaves the plane the portal is on and enters the Abyss.

The target's location in the Abyss and any option to return depend on the nature of the abyssal portal, as determined by the DM.

Countermeasures

◆ As a minor action, a creature can make a Charisma check (DC 15 + one-half the abyssal portal's level) to ignore the hazard's effect until the start of the creature's next turn.

◆ If a creature closes the abyssal portal, the abyssal portal cannot attack. The process for closing an abyssal portal varies, but it typically involves a ritual and a skill challenge (see below).

CLOSING AN ABYSSAL PORTAL

When the fate of worlds hangs in the balance, the stoutest hearts must make the greatest sacrifices. Heroes venture into vile dungeons and dark temples, overcoming nearly impossible odds to banish demons to the Abyss and close the portals through which they entered the world.

Like demons, abyssal portals have a never-ending hunger for blood and souls. Also like demons, an abyssal portal's hunger can be cowed by power greater than its own. To manifest that power, the characters must first procure a specific ritual. The rituals to close demon holes and dimensional passageways are typically discovered through research or ancient lore. A ritual to close a demongate can often be found in a cultist's ritual book or as runes inscribed on the portal's frame.

The characters must work to assert their collective will over a portal. This takes the form of a skill challenge undertaken during a battle against the portal's guardians (or the demons pouring through it), and complicated by the hazard that the portal presents (see "Abyssal Portal Encounters," above).

This skill challenge assumes that the characters have already determined the ritual necessary to close the portal.

Level: By party level.

Complexity: 2 (requires 6 successes before 3 failures).

Primary Skills: Arcana, Heal, Intimidate, Religion.

Arcana (moderate DC by level, standard action): The character executes the rite of closing. The character must be within 3 squares of the portal to make this check.

Heal (easy DC by level, standard action): The character distracts the portal by the gift of his or her life force. Whether this check is a success or a failure, the character loses two healing surges. The character must be adjacent to the portal to make this check.

Intimidate (hard DC by level, standard action): Using the strength of his or her personality, the character commands the portal to close. The party can gain a success with this check only after 5 successes have been accrued in this challenge.

Religion (hard DC by level, standard action): The character calls for divine aid to speed the rite. If the character fails, the portal flares and deals 10 damage per tier to each nondemon within 5 squares of it. The character must be within 3 squares of the portal to make this check. This skill can be used to gain 2 successes in this challenge.

Secondary Skills: Endurance, History.

Endurance (moderate DC by level, standard action): The character shields one ally adjacent to the

character from the chaos beyond the portal. If that ally fails his or her next Arcana or Heal check in the challenge, the ally can reroll the check. If the ally fails his or her next Religion check in the challenge, the portal does not flare and deals no damage.

History (moderate DC by level, standard action): The character recalls ancient lore describing the closure of a similar portal. The next three Arcana, Heal, or Religion checks made in the challenge each gains a +2 bonus. A failure on this History check counts as a failure for the challenge.

Success: If the characters achieve 6 successes, this portal will no longer threaten the world, at least for a while.

TRAPPED IN THE ABYSS

Many abyssal portals work in one direction only. Many are the heroes who have chased demons into the Abyss, only to realize that the demongate through which they passed does not exist on the other side—a discovery that is often their last. The Abyss hungers for souls, but it does not readily relinquish the creatures it swallows. Characters who seek to escape the Abyss have three different options.

Portals: Finding a return portal is the best means of escape from the Abyss. Portals can be found in almost every abyssal layer. However, most of those portals transport travelers only to other layers. The Plain of a Thousand Portals (page 44) contains the most portals to the world and the planes. Both temporary demon holes and permanent demongates can be found in that layer's ancient fortresses and endless pits. Locating such a portal requires stranded travelers to first reach Pazunia, then brave swarms of winged demons as they search its wasted desert landscape for a return portal.

Demonic Servitude: The mightiest demons might have the power to open a demon hole that can transport wayward adventurers home, and they are willing to do so for a price. A demon takes the precaution of creating a demonic compact to cover any services rendered. If the characters fail to uphold their end of such a bargain, the contract's severance clause takes effect—and is neither pleasant nor merciful.

Physical Transport: Escaping the Abyss by traveling across its boundary with the Elemental Chaos is neither easy nor quick. However, adventurers trapped in the Abyss can easily track down adventurers, traders, and other planar travelers in both Azzagrat (page 58) and the Blood Rift city of Morglon-Daar (page 52). *Planar dromonds* and *spelljammers* ply the dangerous frontier with the Elemental Chaos, and can return characters to the world beyond. The adventurers and traders who routinely come to the Abyss are seldom trustworthy, nor are they inclined to trust anyone they meet there. Many have already been betrayed by so-called stranded travelers, and it can take a significant show of faith—or a more significant display of wealth—to convince them to take on passengers.



Failure: If the characters obtain 3 failures, the portal remains open and a force of demons is drawn through it to the party's location. The demons are an encounter group of a level equal to the party's level + 1. The skill challenge can be attempted again.

Special: Once a portal is closed (or, in the case of a demongate, neutralized for a time), it can be sealed using the ritual the characters have already determined is necessary.

PORTALS TO SPECIFIC LAYERS

Where gateways to the Abyss stand open in the mortal realm, the natural world warps in response to their evil. For miles around a newly opened portal, the environment gradually adopts characteristics of the abyssal layer to which the portal connects. Trees wither and twist, or begin to shriek where they claw the ground. Animals savage their masters, wells turn poisonous with black ichor, meek villagers become murderers, and evil omens abound.

A portal might introduce new creatures to its environment, create hazardous terrain connected to its destination layer, or impose specific effects as described below. When using a portal hazard (see "Abyssal Portal Encounters," page 83) to represent a portal to a specific abyssal layer, modify the hazard's effects according to the nature of the layer the portal connects to.

ABYSM

Sailors lost at sea rejoice at the sight of a tropical island where they can find food and fresh water. But soon enough, a trek through the island's primeval jungle leads them to a realm where they fall prey to enormous reptiles and bloodthirsty humanoid lizard cultists. Characters who manage to avoid being permanently trapped beyond this dimensional passageway to Abysm (page 68) flee screaming to their vessel, content to risk starvation rather than face the island's horrors. The waters around the ship then come alive with tentacles, and a sea kraken (see *Monster Manual 3*, page 122) from the Shadowsea ensures that the sailors' tale of horror never leaves these shores.

CUSTOMIZING PORTALS

A portal to the Abyss presents unique battle terrain and creates new environments for characters to explore. Ask yourself what mood you want to convey, and try to visualize how a horror movie or a novel might portray your idea. What scent is in the air? Do strange sounds play through the vicinity, or does an uncanny silence pervade? Write down three physical changes occurring in the land near the portal, then feed that information to the characters bit by bit as they approach it. The more specific the details, the more vivid you can make the encounter.

AZZAGRAT

Forest dwellers dread the wind that hisses around a portal to Rauwend in Azzagrat (page 58). Thick growths of ropy vines sprout from the boughs of trees nearest to the portal, forming a tangled web so thick it blots out daylight and shrouds the forest floor in deep gloom. Within this arboreal twilight, such vines constrict even the strongest trees, strangling all growth. In the end, clusters of snakelike branches burst from their pulpy sinews, transforming these woods into a writhing stand of viper trees (page 60).

THE BARRENS

Portals to the Barrens (page 72) appear within the hazy ruins of a city on a site where no settlement ever stood. Ghosts terrorize the countryside around this phantom city, and the cannibal folk of races lost to history drag mortals into the ruins. This ghost city typically appears for only a day. When it vanishes, it takes any creatures trapped within or exploring it back to the 100th layer of the Abyss.

THE BLOOD RIFT

A shadow falls over the sun as an eerie chittering echoes over the land. Nearby, a black void opens up in the empty air. A cacophony of demonic voices echoes from its darkness, hypnotizing any who hear it and pulling them slowly forward. Creatures caught up in the song of the Blood Rift (page 50) are dazed by it and are unable to defend themselves as they march toward their doom.

THE DREAMING GULF

An abyssal focus—typically a magic item, an artifact, or a possessed object—causes sleeping creatures to open portals to the mysterious Dreaming Gulf, the 230th layer of the Abyss, through their dreams. Dreamers within the vicinity of such an object might be wounded or killed in their dreams, their bodies showing the marks of struggles they will already have forgotten when they wake.

Those whose dreams do not pull them immediately into the Dreaming Gulf are stalked by demons as they dream, tormenting them over long nights. In the end, these dreamers' souls are dragged through the dream portal to the Abyss, their bodies vanishing from the world. Because the portal to the Dreaming Gulf exists only within the dreamer's mind, characters must magically enter the dream to destroy the portal, or must destroy the physical focus that caused the portal to manifest.



THE IRON WASTES

Portals to the Iron Wastes (page 64) bring blasts of snow and ice to the lands surrounding them. Even in summer, the areas around such portals are unseasonably cold, experiencing snowfall and hail when neighboring lands have only rain. A portal to the Iron Wastes deals 20 cold damage per tier to any creature stepping through it.

MOLOR

Muck and slime burble from sewers and swamps near open portals to Molor, the Stinking Realm (see *The Plane Below: Secrets of the Elemental Chaos*, page 120). The proximity of the realm of the demon lord Jubilex causes swamps to eat away at roads and forests, turning the land surrounding an open portal into a foul marsh filled with fungi and stinking ooze.

A sticky slime fills all squares within 2 squares of a portal to Molor. When any living creature moves within 10 squares of the portal, the slime animates, expanding outward at a rate of 2 squares per round on initiative count 0. The slime can extend no farther than 10 squares from the portal. The area of the slime is difficult terrain. In addition, a creature that starts its turn within the slime is slowed until the end of its next turn.

THANATOS

Portals to Orcus's realm of Thanatos (see *Manual of the Planes*, page 82) might overlay the doors of mausoleums or stand among oddly arranged headstones. When a portal to Thanatos opens, the skies darken and the weather turns cold. The shades of folk that died in the surrounding lands reappear to wreak havoc, then vanish. The earth boils beneath cemeteries, churned by the dead. Within 10 squares of such a portal, a creature that dies rises on its next turn as a mindless corporeal undead of a type of the DM's choice. The undead creature attacks the nearest living target.

DOOR GUARDIANS AND NABASSUS

Nabassu demons (page 128) have the unique ability to use the exterior doors of structures in the world as portals out of the Abyss. From vantage points across the Plain of a Thousand Portals, these demons are able to observe and infiltrate the world.

In the Abyss, nabassu demons gaze into the shadows of ancient pits or through the keyholes of doors in iron fortresses abandoned in the aftermath of the Blood War. From these vantage points, they spy on mortals dwelling within the fabricated structures of the world beyond. When a mortal commits an evil act, a nabassu witnessing the act can try to access the structure's door.

The legends of various mortal races tell that when the Abyss was formed, elemental spirits fearing the rise of demonkind found safety in the structures built by the creatures of the world. Every site with four walls and at least one door has such a guardian.

If the mortals that dwell within a structure have noble hearts and pure spirits, the door guardian can keep the nabassu from crossing into the world. Structures abandoned by their residents or corrupted by evil acts weaken these door guardians, thinning the planar boundaries between the Abyss and the world. If the planar boundary is thin enough—and the door guardian is weak enough—the demon breaks through the door and enslaves the door guardian.

Whether or not the myth of door guardians is true, it is known that nabassus can enter the mortal realm more easily than most other types of demons. Once a nabassu enters a structure, the demon works quickly to convert the structure's door into a permanent portal, setting the stage for invasion.

Within the ruins of primitive civilizations, savage humanoids perform unspeakable acts in reverence to demons they worship as gods. In towns and cities across civilized lands, secret cults pay fealty to demon lords, plotting to unleash a tide of bloodshed and violence against the world.

SITES AND LOCATIONS

With few exceptions, the temples of demon worshippers exist in secret places. Demonic temples are found perched on treacherous cliff tops, in volcanic craters, in swamps of quicksand, and in poisonous jungles. Ancient ruins and remote caverns are home to these dark cults, but so too are the lightless dungeons and hidden cellars of humanoid fortresses and cities.

Demon worshippers infiltrate the towns and cities of civilized races, establishing their dark shrines in scholarly academies, nobles' villas, and temples to other deities. By the light of day, the faithful play their expected roles and perform their social duties. But when darkness falls, secret cabals within these institutions unlock hidden doors and embrace their secret masters' dark rites.

The entrances to demonic temples are hidden and are usually well guarded. More so than almost any other creature, demons inspire a fear so sharp that their temples are destroyed with extreme prejudice wherever they are found. Demon worshippers in the world must be as cunning and subtle as their masters are blatantly brutal, biding their time until they have consolidated their power. Only when bolstered with demonic might (typically in the form of a demon summoned and bound to service) do such cults reveal themselves, most often in a frenzy of bloodshed.

STRUCTURE AND SETUP

In civilized lands, demonic temples can be hidden rooms beneath the smallest buildings, widespread subterranean complexes, or tiny closets concealing extradimensional sanctuaries. Away from civilization, demonic temples can take any form, from pristine shrines to bleak, skeletal ruins.

On the outside, demonic temples seldom resemble the magnificent holy edifices dedicated to deities. Only in cultures where demon worship is the rule are demonic temples constructed in the open. Distorted reflections of the grandest edifices of the gods, these rare structures resemble great dark cathedrals, carved throughout with reliefs depicting rampaging demons, human sacrifice, and the horrors of the Abyss. Such temples rise higher than any other structure in the vicinity, their demon lords taking every opportunity to demonstrate their power.

Despite such extreme variations in location and appearance, demonic temples share numerous common features. The center of a demonic temple is a sacrificial altar, typically scribed in profane glyphs and stained red-black by the blood of victims. Demonic idols and macabre sculptures line the walls of most temples, as do bas reliefs depicting debauchery and bloodshed.

Many demonic temples are protected by guardian creatures whose lairs are central to the temples' design. The inner sanctum of a temple's leader is typically close by, as are prison cells, pits, and torture chambers. Special chambers set with summoning and binding circles are used by the ritualists to call demons to the material world. The most powerful temples feature permanent portals to and from the Abyss.

Ritual knives, unholy scrolls, and specially crafted candelabra, cauldrons, and braziers can serve as focus elements in demon worship and for powerful demonic rituals. Although such items might seem mere decoration, the potency of abyssal magic is strengthened by these relics, which absorb demonic power over time.

See "The Mouth of Demogorgon" delve (page 94) for an example of a hidden demonic sanctuary.

DEMONIC CULTS

Despite the common belief to the contrary, most demon worshippers are not insane, nor do they seek out the worship of fiends in the name of simple amorality. Power is first and foremost the currency of demon worship. Folk that freely follow this path are typically offered an opportunity for power that they take advantage of, hoping to rise from obscurity or misfortune. Some demon worshippers feel slighted by the injustice of the world—often as shown by the gulf between their power and their ambitions. Others want to cast off the yolk of oppression forced on them by governments or religious orders. Magically cursed or physically deformed folk, spurned by their cultures, trade their loyalty to demonic cults for acceptance and a sense of purpose.

Although vast numbers of unwitting followers can be tricked into demon worship by charismatic cult leaders, a great many cultists follow demons by choice. Such cultists worship as they do to gain a place of power and strength. They accept the risks that come with that power, choosing brief, hedonistic lives over a long, dull existence beneath the heavy hand of authority. In a dark world dominated by violence and monsters, life is uncertain, and the only constant is that the strongest monsters most often win. For some folk, demon worship is an admission of the inevitability of that reality, and of the hope that one might attain a measure of power before the end.

DEMONIC DELVE: THE WASTING TOWER

A delve for five 20th-level adventurers

The ancient tower of Khin-Oin rises to impossible heights, stretching twenty miles up the gloomy depths of the Blood Rift to loom a full mile above the Plain of a Thousand Portals. The realm of the demon lord Phraxas (page 134) and his followers, Khin-Oin and its inhabitants are dangerous, unpredictable, and thoroughly evil.

BACKGROUND

Arcana DC 30: It is said that no one but the lord of Khin-Oin knows the name of the primordial whose dead bones make up the tower. Some sages believe that knowledge of the name is the key to controlling Khin-Oin's power.

See "Lore" (page 134) for more information.

Religion DC 25: Phraxas rules from the *Siege Malicious*, a gargantuan artifact-throne set at the tower's summit. Any creature that can mount an assault on the tower, fighting to the top past its demon defenders, can challenge the current lord. The victor of such a battle masters the power of the *Siege Malicious* and assumes control of the mighty fortress. However, the great throne is possessed of fell magic, and corrupts whoever sits upon it.

Streetwise DC 20: Phraxas's present rule over Khin-Oin has lasted only a century. But the demon lord has been master of the tower before, and has ruled Khin-Oin for a total of three thousand years.

HOOK: SHEMESHKA'S OFFER

The adventurers are passing through Sigil, the City of Doors, on their way to the Abyss. Gathering intelligence in preparation for their journey, they learn of Shemeshka the Marauder—a capricious raavasta known as one of the most influential power brokers in the city. If the characters do not elect to consult her, Shemeshka learns of their plans through her network of spies and informants and approaches them, instead.

More information on Sigil, Shemeshka, and A'kin the Friendly Fiend (who appears later in the delve) can be found in *Dungeon Master's Guide 2* (see "Sigil, the City of Doors," page 186).

Shemeshka offers to provide tactical intelligence about the denizens and hazards of the Abyss. She also offers to fully fund their expeditions throughout the planes. In exchange for her support, the characters need only to agree to retrieve a minor trinket from Khin-Oin—the *torc of Bin A'kin*.

Shemeshka gives the adventurers a magic talisman forged of abyssal iron, which can be presented to the guards of the Wasting Tower to gain entrance.

Once they enter Khin-Oin, they are to seek out a high-ranking priest—the Archdegog Kaugothirn. He knows where the torc can be found, and is expecting a delegation from Shemeshka to collect it. Shemeshka's reputation has earned her Phraxas's enmity, and neither she nor her servants are welcome in Khin-Oin. Only Kaugothirn knows of the heroes' link to the raavasta.

Any Insight check tells the adventurers that Shemeshka is on the level. Likewise, any Arcana check reveals that the talisman contains powerful protective magic. But the wily raavasta is a consummate liar, and she is setting the party up to take the fall for plots of her own.

APPROACHING KHIN-OIN

Beneath the apex of the Wasting Tower, Pazunia is a dead, blighted region of putrescence and despair. The bone walls of Khin-Oin sway in the howling winds of the Plain of a Thousand Portals. Lesser towers, both those attached to the main structure and those that float alongside it with the help of powerful magic, twist around the bleached walls of Khin-Oin.

Khin-Oin clings to the rock face of the Blood Rift as it descends twenty miles toward the distant city of Morglon-Daar. The Blood River flows through and within the tower in more than one spot. Magically warded grates are set at the river's entry and exit points to regulate river traffic and to trap the detritus and bodies swept along in that foul flow.

The chambers and levels of Khin-Oin seem to have no end. Spawning vats, magic laboratories, meditation chambers, orreries, map rooms detailing the Abyss and other planes—all of these and more can be found here. Dedicated explorers could spend years simply walking through the twisting passages of Khin-Oin. Learning the Wasting Tower's secrets might take centuries.

As the characters approach Khin-Oin across the Plain of a Thousand Portals, read:

Framed by the black scar of the Blood Rift, Khin-Oin stretches impossibly high into the vermilion sky. The imposing edifice has the shape of the twisted spine of a long-dead colossus. Legions of demons swarm around the apex of the Wasting Tower, driven into formation by leaders whose shrieked commands can be heard at a distance.

The sight of the tower is disturbing enough, but your gaze begins to inspire dark thoughts. An unnamed fear lurks beneath your conscious mind, twisted through with strange sensations of pleasure and pain. Without knowing how, you understand that these are the thoughts of Khin-Oin's mysterious master, whose presence shrouds the structure like an unseen cloud.

1: PAZUNIA GATEKEEP

At ground level, curtain walls set with great barbicans defend the upper entrances into Khin-Oin. Legions of mezzodemons drill in the fields outside the tower, attacking creatures that cannot present proper credentials and evidence of legitimate business within the tower.

Adventurers presenting Shemeshka's talisman are turned away by the sentinels but are not attacked. They are instructed to present the token to the Priory of Rot at the Anchor of Khin-Oin, twenty miles below in the city of Morglon-Daar. Transport by way of ferryboat is available nearby, at the banks of the Blood River, along the rift's edge.

2: THE ANCHOR OF KHIN-OIN

The Anchor marks the lowest point of Khin-Oin's winding descent down the Blood Rift. Here, the base of the tower's spine is plated in abyssal iron, its pilings driven deep into the rift wall. The Anchor and the segments above constitute the domain of the Priory of Rot (see "Power Groups," page 54).

Ultrademon guards (see *Monster Manual 3*, page 47) watch over the numerous entrances into the Anchor. Adventurers bearing Shemeshka's talisman are granted entrance and are given free access to Khin-Oin's winding corridors. The talisman is taken by the guards, but the characters are given a receipt token allowing them safe passage within the tower.

The characters can ask the guards for directions to Archdegg Kaugothirn in the priory confessional. This delve can be expanded by adding a skill challenge to find the archdegg. Failures in the challenge incur additional combat encounters with roving bands of mercenary demon guards, but such combat attracts no attention in Khin-Oin's chaotic halls.

3: PRIORY CONFESSIONAL

The Priory Confessional is a torture chamber, in which interrogations are undertaken on behalf of the Priory of Rot. Every conceivable implement of pain to be found in the world or across the planes is here, including tools of coercion designed to break the mind and spirit as well as the body.

Tactical Encounter: "Unhallowed Benediction," page 90.

4: DEBATE HALL

In this hall, the elite demons of Khin-Oin settle conflicts and set their vile agendas before their peers. Such debates typically end in murderous violence as the different demonic factions within the Wasting Tower jockey for power and influence.

Tactical Encounter: "Shemeshka the False," page 92.



UNHALLOWED BENEDICTION

Encounter Level varies
(see “Experience”)

SETUP

Archdegog Kaugothirn (A)
5 mezzodemon sycophants (S)

The torture chamber has two sections: an upper observation deck and the lower confessional.

When the characters first approach the door to the torture chamber, read:

A shriek of pain echoes from beyond the door, followed by whimpering. From beneath the door, a strange glow pulses white, then black, then purple.

Perception Check

DC 20: The words “Priory Confessional” are faintly etched on the worn door in rough Abyssal runes.

Archdegog Kaugothirn is in the process of interrogating his latest subject, a deva being tortured to death.

When the adventurers enter the chamber, read:

The scent of fresh blood hits hard as the door opens. At the bottom of a flight of stairs, a mortally wounded deva hangs in chains. Blood pools on the floor, shifting of its own accord to take the shape of arcane runes. A hooded figure watches the process intently, taking notes with a stylus. He turns at your entrance. Five mezzodemon guards stand at various places in the chamber.

“Ah, yes.” The voice drips with venom. “Shemeshka’s playthings have arrived.”

The characters are expecting a negotiation, but Kaugothirn attacks at once. See “Development” below for details.

The deva is unconscious. Although the characters can restore her to health in the aftermath of combat, she cannot aid the adventurers during the fight.

EXPERIENCE

The baseline experience for Kaugothirn and the five mezzodemon sycophants provides a level 18 encounter. The level increases depending on how many sycophants are summoned by the blood pentacle (see “Features of the Area”). Award full XP for any summoned creatures slain by the characters.

5 Mezzodemon	Level 18 Minion Soldier (Leader)	
Sycophants (S)		
Medium elemental humanoid (demon)	XP 500 each	
HP 1; a missed attack never damages a minion.	Initiative +17	
AC 34, Fortitude 28, Reflex 31, Will 32	Perception +18	
Speed 6	Darkvision	
Resist 20 poison		
STANDARD ACTIONS		
⊕ Trident (weapon) ◆ At-Will		
Attack: Melee 2 (one creature); +25 vs. AC		
Hit: 10 damage.		
TRIGGERED ACTIONS		
Essence Transference		
Trigger: The mezzodemon sycophant drops to 0 hit points.		
Effect (No Action): The nearest nonminion demon within 5 squares of the sycophant gains 20 temporary hit points.		
Variable Resistance ◆ 2/Encounter		
Trigger: The mezzodemon takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): The mezzodemon gains resist 10 to the triggering damage type until the end of the encounter or until it uses variable resistance again.		
Str 15 (+11)	Dex 22 (+15)	Wis 18 (+13)
Con 16 (+12)	Int 19 (+13)	Cha 24 (+16)
Alignment chaotic evil		Languages Abyssal
Equipment trident		

TACTICS

Archdegog Kaugothirn opens with *fiery rays* and *treacherous gaze* against targets on the stairs, forcing a dominated creature to move and fall from the observation deck. He then pairs *hypnotic gaze* or *treacherous gaze* with *fiery rays*. If the characters close, Kaugothirn uses *longsword* as he calls his minions to him, using *demonic authority* to grant them extra attacks.

The mezzodemon sycophants spread out to avoid area attacks, but they stay within 5 squares of Kaugothirn to bestow *essence transference* on him when they fall.

The archdegog remains in the torture chamber unless the characters successfully disable the blood pentacle (see “Features of the Area”). At that point, Kaugothirn commands his remaining sycophants to delay the characters as he makes his escape through one of the side rooms.

DEVELOPMENT

Kaugothirn is in the pay of Shemeshka, and he has been ordered to destroy the heroes now that their part in her plan is done. Though the characters do not know it yet, Shemeshka’s only goal was to have them bring the talisman into Khin-Oin under the eyes of its watchful guards. The potent magic in the talisman is a focus that allows the raavasta to teleport into Khin-Oin past the citadel’s powerful magic wards.

If Kaugothirn is killed, the characters find coded letters on his body detailing Shemeshka's plots and describing "the final action in the great debate hall." If the archdego flees, the characters can pursue him to the debate hall (area 4). If they catch him, he reveals the information above in exchange for his life. Otherwise, he bursts into the hall ahead of them, becoming one of the victims of Shemeshka's groom guardians. See the next encounter for details.

Archdego		Level 22 Elite Controller (Leader)	
Kaugothirn (A)			
Medium elemental humanoid (demon)		XP 8,300	
HP 410; Bloodied 205		Initiative +15	
AC 36, Fortitude 33, Reflex 34, Will 35		Perception +16	
Speed 7, phasing		Darkvision, blindsight 10	
TRAITS			
⚙ Kaugothirn's Authority ◆ Aura 3			
Any ally within the aura deals 10 extra damage against any creature granting combat advantage to it.			
STANDARD ACTIONS			
⚔ Longsword (weapon) ◆ At-Will			
Attack: Melee 1 (one creature); +27 vs. AC			
Hit: 4d8 + 12 damage, and the target is dazed until the end of Kaugothirn's next turn.			
☀ Fiery Rays (fire) ◆ At-Will			
Attack: Ranged 10 (one, two, or three creatures); +25 vs. Reflex			
Hit: 3d6 + 7 fire damage.			
Demonic Authority ◆ Recharge when first bloodied			
Effect: Each ally within 2 squares of Kaugothirn makes a melee basic attack as a free action. Each ally gains combat advantage against the target for this attack.			
MINOR ACTIONS			
🌀 Hypnotic Gaze (charm) ◆ At-Will			
Attack: Ranged 5 (one creature); +25 vs. Will			
Hit: The target is immobilized (save ends).			
Effect: The target cannot attack Kaugothirn until the end of the target's next turn.			
Treacherous Gaze (charm) ◆ Recharge ☹			
Attack: Ranged 5 (one creature); +25 vs. Will			
Hit: The target is dominated until the end of Kaugothirn's next turn.			
TRIGGERED ACTIONS			
Self-Preservation (teleportation) ◆ Encounter			
Trigger: Kaugothirn is hit by an attack while bloodied.			
Effect (Immediate Reaction): Kaugothirn teleports, swapping places with any ally he can see, and becomes invisible until the end of his next turn. The ally can make a melee basic attack against the enemy that hit Kaugothirn as a free action.			
Variable Resistance ◆ 2/Encounter			
Trigger: Kaugothirn takes acid, cold, fire, lightning, or thunder damage.			
Effect (Free Action): Kaugothirn gains resist 20 to the triggering damage type until the end of the encounter or until he uses variable resistance again.			
Skills Arcana +22, Bluff +23, Intimidate +23, Stealth +20			
Str 13 (+12)	Dex 18 (+15)	Wis 20 (+16)	
Con 21 (+16)	Int 23 (+17)	Cha 25 (+18)	
Alignment chaotic evil		Languages Abyssal	
Equipment longsword			

FEATURES OF THE AREA

Illumination: The walls of the chamber pulse with unnatural energy that sheds dim light throughout the area.

Observation Deck: The observation deck overlooks the floor from a height of ten feet. It has no railing.

Ritual Stone Slabs: Five stone slabs are spread with grisly implements of torture. A slab is four feet high and provides cover for a creature next to it.

Blood Sign: In response to Kaugothirn's mental command, this blood-traced summoning circle disgorges two additional mezzodemon sycophants each round on initiative count 0.

To disable the blood sign, the characters can slay Kaugothirn or undertake a skill challenge: Arcana or Thievery DC 22; 4 successes before 3 failures. If the characters fail the challenge, the blood sign summons eight more mezzodemon sycophants but then is overloaded and destroyed. Summoned mezzodemon sycophants move to aid Kaugothirn in the torture chamber.

Force Cages: Three stone slabs are set into the floor of the chamber. Any creature that enters the area of a slab is restrained and stunned (no save). Each force cage can be occupied by one Large or smaller creature. A trapped creature can be released only from the outside. It takes a DC 27 Athletics check to free a creature from a force cage.



SHEMESHKA THE FALSE

Encounter Level 21 (17,200 XP)

SETUP

Shemeshka (S)
10 groom guardians (G)

The debate hall is a huge auditorium lined with descending tiers along three walls. A large L-shaped dais stands at the center of the chamber.

When the adventurers arrive outside any of the debate hall's three doorways, read:

From beyond the closed door comes the sound of distant violence. Demonic shrieks and bloodcurdling screams sound out, then are suddenly silenced.

When the adventurers can see into the area, read:

Scores of lesser demons have been slain in the audience tiers of this huge debate hall. A huge stone dais at center is lined with the bodies of six butchered raavastas. Several demons scavenge among them, disinterested in you. Below them, a hooded raavasta looks up at your approach.

If the adventurers approach the cowed figure without attacking it, read:

The raavasta's visage is that of a feral jackal, his robes partly concealing a jeweled torc around his neck. "That treacherous Shemeshka was unwise to send you here," he says with a smile. "Your presence in the Tower has not gone unnoticed. You should leave, friends, and quickly."

Streetwise Check

DC 14: You recognize this raavasta by his appearance and garb. This is A'kin, the well-known owner of the trinket shop known as the Friendly Fiend in the city of Sigil.

Insight Check

DC 22: Despite the raavasta's friendly demeanor, his intent is threatening.

Perception Check

DC 27: The raavasta's mannerisms give away the creature's true identity: This is Shemeshka, preparing to attack.

Shemeshka (S)		Level 23 Elite Controller
Medium elemental humanoid (shapechanger), raavasta		XP 10,200
HP 428; Bloodied 214	Initiative +16	
AC 37, Fortitude 35, Reflex 38, Will 36	Perception +22	
Speed 6	Blindsight 10	
Resist 15 psychic		
Saving Throws +2; Action Points 1		
TRAITS		
Torc of Bin A'kin		
When subject to an effect that imposes the dominated condition that a save can end, Shemeshka can make a saving throw against that effect.		
STANDARD ACTIONS		
⬇ Blinding Claw ⬆ At-Will		
Attack: Melee 1 (one creature); +26 vs. AC		
Hit: 1d6 + 5 damage, and the target is blinded (save ends).		
↷ Mind Lure (psychic) ⬆ Recharge Ⓜ Ⓜ Ⓜ		
Requirement: Shemeshka must be in friendly fiend form.		
Effect: Shemeshka makes the following attack.		
Attack: Ranged 10 (two creatures); +26 vs. Will		
Hit: 2d10 + 7 psychic damage, and the target is pulled 5 squares and dazed (save ends).		
↶ Mind Stab (fear, psychic) ⬆ Encounter		
Attack: Close burst 5 (enemies in burst); +26 vs. Will		
Hit: 5d6 + 9 psychic damage, and the target moves its speed away from Shemeshka.		
MINOR ACTIONS		
Two-Faced Shemeshka (polymorph) ⬆ At-Will		
Effect: Shemeshka can alter her physical form to take on the form of A'kin the Friendly Fiend, or return to her form as Shemeshka the Marauder. When she takes on the marauder form, she can use <i>call groom guardians</i> . When she is in friendly fiend form, she can use <i>mind lure</i> .		
Bind (charm, psychic) ⬆ Recharge when Shemeshka uses <i>enforce contract</i>		
Effect: One creature that Shemeshka can see must choose to take ongoing 20 psychic damage (save ends) or be dominated (save ends).		
Call Groom Guardians ⬆ Recharge when first bloodied		
Requirement: Shemeshka must be in marauder form.		
Effect: Shemeshka summons five groom guardians. Each groom guardian appears in an unoccupied square within 10 squares of Shemeshka.		
TRIGGERED ACTIONS		
Enforce Contract ⬆ Recharge when Shemeshka uses <i>bind</i>		
Trigger: Shemeshka is hit by an enemy's melee or ranged attack.		
Effect (Immediate Interrupt): A creature affected by Shemeshka's <i>bind</i> power becomes the target of the triggering attack. Using this power ends the effect of <i>bind</i> on that creature.		
Vanish (illusion) ⬆ Recharge Ⓜ Ⓜ		
Trigger: Shemeshka is hit by an enemy.		
Effect (Immediate Reaction): Shemeshka shifts 3 squares and is invisible until the end of her next turn or until she attacks.		
Variable Resistance ⬆ 2/Encounter		
Trigger: Shemeshka takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): Shemeshka gains resist 15 to the triggering damage type until the end of the encounter or until she uses <i>variable resistance</i> again.		
Skills Bluff +23, Diplomacy +23, Insight +22		
Str 14 (+13)	Dex 20 (+16)	Wis 23 (+17)
Con 22 (+17)	Int 28 (+20)	Cha 25 (+18)
Alignment evil	Languages all	

10 Groom Guardians (G) Level 20 Minion Skirmisher	
Medium natural humanoid (demon) XP 700 each	
HP 1; a missed attack never damages a minion. AC 34, Fortitude 31, Reflex 34, Will 32 Speed 6 Resist 15 fire	Initiative +17 Perception +13 Low-light vision
STANDARD ACTIONS	
⊕ Blink Whip (teleportation) ♦ At-Will Attack: Melee 3 (one creature); +25 vs. AC Effect: 11 damage, and the groom guardian teleports the target 5 squares.	
TRIGGERED ACTIONS	
Groom Frenzy Trigger: The groom guardian drops to 0 hit points. Effect (No Action): The groom guardian uses <i>blink whip</i> once against each enemy adjacent to it.	
Str 25 (+17)	Dex 21 (+15) Wis 23 (+16)
Con 18 (+14)	Int 30 (+20) Cha 27 (+18)
Alignment evil Languages Abyssal, Common	
Equipment <i>torc of Bin A'kin</i>	

Torc of Bin A'kin Level 23

This ornate white-gold neckpiece is adorned with jewels and etched with arcane runes.

Level 23 +5 425,000 gp
Level 28 +6 2,125,000 gp

Item Slot: Neck

Enhancement: Fortitude, Reflex, and Will

Property: You gain a +2 item bonus to Diplomacy and Insight checks.

Property: You can understand any language, even if you cannot speak it.

Property: When you are subject to an effect that imposes the dominated condition that a save can end, you can make a saving throw against that effect.

Power (Daily): Immediate Interrupt. *Trigger:* An attack misses you but still damages you. *Effect:* You take no damage from the missed attack.

Power (Daily): Move Action. You move twice your speed. While you move, you are insubstantial and are phasing.

TACTICS

Shemeshka opens with *mind stab* to drive her opponents away from her, then chooses a victim to *bind*. She uses *bind* and *blinding claw* as often as she can, letting her groom guardians target blinded or dominated foes. When advantageous, Shemeshka switches forms to A'kin and back again, using *mind lure* to pull enemies into reach for *blinding claw*.

The groom guardians use *blink whip* to teleport attackers away from their master.

DEVELOPMENT

Shemeshka was truthful in telling the characters that she intended to claim the *torc of Bin A'kin*. Her plan was to seize it from a raavasta lord who had stolen it from her, using the attack on the debate hall as cover. The characters (ideally

already dead at Kaugothirn's hand) would then be blamed. The adventurers can discover the raavasta's plots by using the *Speak With Dead* ritual on one of Shemeshka's minions. Alternatively, one or more of the raavastas in the chamber can remain badly wounded but alive for questioning.

With the torc in their possession, the characters have the option of beating a hasty retreat from Khin-Oin, or returning the torc to Phraxas's servants to gain the favor of the demon lord. The full import of Shemeshka's plot (and the real relationship between her and A'kin) is left to your development.

FEATURES OF THE AREA

Illumination: Glowing magic orbs set into the walls shed dim light throughout the area.

Chairs: The chairs on the dais are disquieting, having been fashioned of devil flesh. Each is large enough to provide cover to a creature that is adjacent to it (but not to a creature sitting in it).

Dais: This five-foot-high slab of stone holds a podium from which a speaker can address the spectators assembled in the hall. Moving up onto the dais requires an additional move action or a DC 20 Athletics or Acrobatics check. Creatures on the dais have cover against ranged attacks made from the floor. The podium provides cover for any creature standing beside it.

Staircase: The three staircases in the hall are difficult terrain. A creature attempting to charge, run, or double move on the stairs must make a DC 20 Acrobatics check. On a failed check, the creature falls prone at the end of its movement.

Treasure: If Shemeshka is defeated, her body disappears, leaving only the *torc of Bin A'kin* behind. If the characters decide to give up the torc, the surviving raavastas offer them equivalent treasure.



DEMONIC DELVE: MOUTH OF DEMOGORGON

A delve for five 25th-level adventurers

A reeking saltwater fen floods the fields of a once-bountiful land, its wasted crops rotting where they stand. Beyond the remains of the only town that still clings to life here, the mouth of a cave vomits forth a bloody tide of brine. A shrieking wind screams a challenge to the heroes—calling out with the voice of Demogorgon.

BACKGROUND

Arcana or Nature DC 17: The brine is not a natural phenomenon, and it carries a particular dark essence. This flood comes from Abysm, the realm of Demogorgon, Prince of Demons.

History or Religion DC 26: A story is told of the heroic adventurer Saint Daenor, who turned his back on wealth and fame to settle in these lands generations ago. Though the area had a reputation as a demon-haunted waste, Saint Daenor was said to have driven the demons out and tamed it.

HOOK: FRIENDS IN NEED

The town affected by this disaster should have a connection to the adventurers. It might be the home of a trusted friend, a patron, or a contact. Moreover, the loss of this important agricultural region is felt beyond the town and the abandoned settlements around it. The local lord or monarch stands to lose resources, subjects, and trade unless the ongoing disaster is undone. The lords of bordering lands might see these abandoned territories as an excuse to send in spies or armies of occupation.

APPROACHING THE TOWN

In ages past, an open demongate to Abysm made this region a wasteland. The powerful adventurer Saint Daenor closed the gate after a brutal struggle against the demons and the cultists that defended it. Over long centuries, the land healed and was prosperous. However, by the use of dark rituals, the cultists of Demogorgon have opened the demongate again, bringing ruin down on the area. Like the tentacles of its murderous lord, the brine of Abysm lays waste to all it strikes.

- ◆ The lands in and around the town are difficult terrain.
- ◆ The brine blast hazard makes it difficult to enter the temple. Characters moving up the slope between the brine cavern and the temple treat the slope as difficult terrain. A hit from the brine blast knocks a creature back, as noted in the hazard statistics block.

- ◆ Side caves branch out from the main cavern, and can be used to avoid the brine blast.

1: THE TOWN

Set the first part of the adventure in the town after the heroes have ventured there to find it destroyed. Populate the settlement with stragglers who have refused to abandon their homes, including one or more nonplayer characters with ties to the party. See “Creating NPCs,” *Dungeon Master’s Guide*, page 186, for ideas on detailing the townsfolk the characters meet.

The flooded landscape is bleak and lifeless. Several of the town’s buildings are sinking into the mire, and all appear strangely drained of color. The salt water lingers in stagnant pools, the ground around them a mass of clinging mud. Where the fields are dry, they show how water has flowed and evaporated, leaving stains of red-brown salt.

Allow the heroes to investigate, to make skill checks to learn the information presented under “Background,” above, and to talk to the remaining townsfolk. Any conversation reveals that although most of the townsfolk fled shortly after the floods first came, four farmers who vowed to stay behind disappeared during the night. Neighbors describe this behavior as odd, saying that the missing townsfolk had been dead-set against leaving.

2: THE TOMB OF THE SAINT

Rays of dusty sunlight break the darkness of the tomb, illuminating an ancient stone sarcophagus. The light reflects in a way that makes the coffin glow with a pale radiance. The face of Saint Daenor has been sculpted into the stone. It appears peaceful, as if waiting patiently.

By making a DC 16 Arcana or Religion check, a character intuits that the spirit of Saint Daenor lingers in this place and can be appealed to for aid. The characters can undertake a skill challenge to convince the spirit of their need: complexity 1 (4 successes before 3 failures); level 26 (XP 9,000); primary skills Diplomacy, History, and Religion.

If the characters are successful in the challenge, a ritual book appears on top of the sarcophagus in a burst of radiance. The ancient tome contains a record of Saint Daenor’s struggle to close the demongate when it was first active. Using the book, the characters gain a +2 bonus to checks made to close the portal to Abysm.



3: THE HAUNTED HILLS

Like the flooded fields, the foliage of the hills above the town has a burned and withered look. The destruction here is so intense that it takes a DC 27 Nature check to discern the path of the brine and follow it back to its source. If the characters fail this check, they stumble on the correct path after a half-day's searching. During that time, the cultists in the "Gateway to Abysm" encounter sacrifice one townspeople. When the characters begin that encounter, they begin the "Closing the Portal" skill challenge with one failure.

The hike up into the hills is a long one. Once you reach higher ground, the land becomes dry again, although the vegetation here is as burned and desolate as that on the plain below. Your search ends as you follow the devastation to a torrent of water flowing from a cave and eroding the hillside beneath it. Giving the flow a wide berth, you come up around the side of the hill to the cave's entrance.

4: THE BRINE CAVERN

The cave mouth opens up to a dark cavern. Two smaller caves are set above it like eyes over a mouth, but these shallow caverns do not connect to the larger cave network.

Set deep into the hillside, three natural caverns resemble a malformed, screaming face whose mouth vomits forth a rushing flow of red-black brine. The hiss of salt-tinged wind comes steadily from the central cavern. The cavern's

interior is pitch black beyond the entrance. The torrent slows to a trickle, then flares again to drench the hillside in saltwater.

Tactical Encounter: "Guardians of the Temple," page 96.

5: THE DEMON TEMPLE

The huge cavern within the hillside is a temple to Demogorgon and the sanctum of the Demon Prince's cult.

At the passageway's end, an enormous chasm opens up within the hill. Flickering torchlight sends shadows dancing along the walls. Where the natural floor of the cavern gives way to smooth flagstones, mighty granite columns carved with snarling demon faces reach halfway to the ceiling thirty feet above. The shadows of the cavern seem to whisper with a multitude of incoherent voices, beckoning you on.

Tactical Encounter: "Gateway to Abysm," page 98.

GUARDIANS OF THE TEMPLE

Encounter Level 25 (38,150 XP)

SETUP

1 guardian demon soul drinker (G)
3 hezrou manglers (H)

The demonic temple consists of a large central cavern fronted by a series of branching caves. A steep slope leads up to the temple, but the portal to Abyss sends violent waves of brine down the slope that can wash creatures out of the cave. A guardian demon and three hezrou lie in wait here for intruders.

When the adventurers enter the cave, read:

The stench exuding from the shadowed entrance to this cavern is abominable. The tang of salt air mixes with the rank taint of death. Pools of brine cover the cavern floor, filled with otherworldly shells of prismatic color and the flitting shapes of tiny, two-headed fish. Past the mouth of the cave, an unnatural darkness looms.

The guardian demon lurks in the center of the main cavern, drawing the characters' attention as it grants the hezrous a +2 bonus to their Stealth checks to hide.

Perception Check

DC 31: *Beyond the gloom, the thrum of chanting voices comes from a distance, faint above the echoing ripple of the pools spread across the cavern floor. Suddenly, something snakelike—some kind of whip or tentacle—flickers in the shadows before disappearing from sight.*

When the adventurers spot the guardian demon, read:

A horrid creature rises from the darkness of the cavern ahead. Its four eyes gleam above a maw of knifelike teeth; its arms split into coiling tentacles that mimic the form of Demogorgon.

If the hezrous are not spotted, they wait until the adventurers pass their hiding places before ambushing from behind. If they are spotted, the hezrous fight from the cave entrances, blocking them to keep the characters in the cavern where they are vulnerable to the brine blast hazard.

Guardian Demon Soul Drinker (G)	Level 26 Soldier	
Large elemental humanoid (demon)	XP 9,000	
HP 241; Bloodied 120	Initiative +23	
AC 42, Fortitude 39, Reflex 37, Will 37	Perception +26	
Speed 6, teleport 4	Darkvision	
Immune sleep, stun		
TRAITS		
☀ Soul Drinker's Presence ◆ Aura 1		
Any enemy that ends its turn within the aura is marked until the end of the soul drinker's next turn.		
All-Around Vision		
Enemies can't gain combat advantage by flanking the soul drinker.		
STANDARD ACTIONS		
⬇ Tentacle ◆ At-Will		
Requirement: The soul drinker must not have two creatures grabbed.		
Attack: Melee 3 (one creature); +31 vs. AC		
Hit: 6d8 + 7 damage.		
⬇ Tentacle Seize ◆ At-Will		
Requirement: The soul drinker must not have two creatures grabbed.		
Attack: Melee 3 (one creature); +31 vs. AC		
Hit: 6d8 + 7 damage, and the soul drinker pulls the target 1 square. If the target ends that movement adjacent to the soul drinker, the soul drinker grabs the target. The target takes a -4 penalty to attempts to escape the grab.		
⚡ Fearsome Gaze (fear, psychic) ◆ Recharge when first bloodied		
Attack: Close blast 5 (enemies in blast); +29 vs. Will		
Hit: 4d10 + 12 psychic damage, and the target is pulled 4 squares and immobilized (save ends).		
MINOR ACTIONS		
Tentacle Drain (necrotic) ◆ At-Will (1/round)		
Requirement: The soul drinker must be bloodied.		
Effect: The soul drinker sustains a grab. The grabbed creature takes 2d8 + 8 necrotic damage, and the soul drinker can make a saving throw against one effect that a save can end.		
TRIGGERED ACTIONS		
⬇ Soul-Drain Parry ◆ At-Will		
Requirement: The soul drinker must be bloodied.		
Trigger: A creature marked by the soul drinker makes an attack that does not include the soul drinker.		
Attack (Immediate Reaction): Melee 2 (triggering creature); +29 vs. Fortitude		
Hit: The target loses a healing surge, and the soul drinker gains 1 action point. The soul drinker can have only 1 action point at a time.		
Variable Resistance ◆ 3/Encounter		
Trigger: The soul drinker takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): The soul drinker gains resist 10 to the triggering damage type until the end of the encounter or until it uses variable resistance again.		
Skills Athletics +28, Intimidate +19		
Str 30 (+23)	Dex 27 (+21)	Wis 26 (+21)
Con 25 (+20)	Int 19 (+17)	Cha 12 (+14)
Alignment chaotic evil		Languages Abyssal, Common

3 Hezrou Manglers (H)		Level 24 Brute
Large elemental humanoid (demon)		XP 6,050 each
HP 275; Bloodied 137		Initiative +17
AC 36, Fortitude 38, Reflex 34, Will 34		Perception +17
Speed 6		Darkvision
Saving Throws +2		
TRAITS		
☼ Noxious Stench (poison) ◆ Aura 1		
Enemies within the aura take a -2 penalty to attack rolls. While the mangler is bloodied, any enemy that ends its turn within the aura is weakened until the end of its next turn.		
Demonic Step		
The mangler ignores difficult terrain.		
STANDARD ACTIONS		
⬇ Slam ◆ At-Will		
Attack: Melee 2 (one creature); +29 vs. AC		
Hit: 2d10 + 10 damage.		
⬇ Bite ◆ At-Will		
Attack: Melee 2 (one creature); +29 vs. AC		
Hit: 2d8 + 10 damage.		
⬇ Combination Attack ◆ At-Will		
Effect: The mangler uses <i>slam</i> and <i>bite</i> .		
TRIGGERED ACTIONS		
Variable Resistance ◆ 2/Encounter		
Trigger: The mangler takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): The mangler gains resist 20 to the triggering damage type until the end of the encounter or until it uses <i>variable resistance</i> again.		
Skills Stealth +22		
Str 28 (+21)	Dex 20 (+17)	Wis 20 (+17)
Con 25 (+19)	Int 8 (+11)	Cha 16 (+15)
Alignment chaotic evil Languages Abyssal		

FEATURES OF THE AREA

Illumination: The cavern is dark. The brine blast douses any nonmagical light sources carried by creatures struck by it.

Channel: The deadly brine of Abysm flows down the channel and out of the cavern. See the brine blast hazard.

Side Caves: Creatures within the side caves winding off the main cavern cannot be targeted by the brine blasts. The Large demons must squeeze to enter the side caves.



Brine Blast		Level 27 Blaster
Hazard		XP 11,000
A blast of red-tinged saltwater slams through the cavern like a river of blood.		
Hazard: The brine blast randomly explodes, rushing down the channel in the center of the map and dashing creatures against the walls and sweeping them away.		
Perception		
◆ No Perception check is required to notice the brine blast.		
◆ DC 26: Each explosion of brine is preceded by the same faint roaring sound.		
Trigger		
Although this hazard is always active, it attacks at random. Roll initiative for the hazard at the start of the encounter.		
On each of its turns, roll a d20: The hazard attacks only on a roll of 10 or higher.		
Attack		
Standard Action	Area squares within the brine blast's path	
Target: Each Medium or smaller creature in the path of the brine blast.		
Attack: +32 vs. Reflex		
Hit: 4d10 + 8 damage, and the brine blast pushes the target 8 squares along the path of the blast and knocks it prone.		
Special: Once activated, this hazard remains in effect during the "Gateway to Abysm" encounter.		
Countermeasures		
◆ Creatures in any of the side caves cannot be targeted by the brine blast.		
◆ A creature that succeeds at a Perception check to notice the sound preceding the brine blast gains a +2 bonus to Reflex against the hazard's attack.		
◆ If the portal to Abysm is closed, the hazard is deactivated. See the "Closing the Portal" skill challenge in the "Gateway to Abysm" encounter.		

TACTICS

If their ambush is successful, the hezrous use their surprise round to attack with reach. A hezrou tries to keep the characters within its *noxious stench* aura whenever possible.

The guardian demon uses *tentacle seize* and *fearsome gaze* to immobilize enemies in the path of the brine blast.

Whenever a character is carried away by the brine blast, the hezrous and the guardian demon concentrate their attacks on the remaining characters, advancing into the main cavern as necessary. They attempt to block the side caves, preventing the characters from seeking safety there.

GATEWAY TO ABYSM

**Encounter Level 27 (61,000 XP)
or Level 29 (75,000 XP)**

SETUP

1 balor (B)

2 Demogorgon fury cultists (C)

The missing townsfolk are here, held captive as sacrifices to Demogorgon. Adjust the number of townsfolk if the adventurers took additional time to find the caves (see “The Haunted Hills,” page 95).

When the characters move into the temple, read:

A stone dais, streaked with blood, is crowned by a sacrificial altar and two glowing cauldrons. At the foot of the dais, a steaming pit opens and closes, spewing forth a blast of brine that courses out of the cavern.

Three of the missing townsfolk kneel at the front of the dais, blindfolded and bound. A fourth lies dead on the ground behind them, two black-robed humans savagely dismembering the body with axes. The cultists heave the two halves of the corpse into the pit, from which an enormous demon rises.

DARK SUMMONING

To complete the ritual and summon an aspect of Demogorgon, the cultists must kill and dismember three more victims and throw them into the pit. The adventurers can prevent this by slaying the cultists or closing the portal (see below).

Victims must be ritually sacrificed, as above. It takes a standard action for a cultist to slay a victim, followed by a standard action to hurl the corpse into the brine pit. One cultist can sacrifice a victim in two rounds. Both cultists working together can sacrifice a victim in one round.

Each time another victim is sacrificed, read:

The surface of the brine pit flares and froths with abyssal fire. Long tentacles lash the surface, as if some creature within the pit was straining to escape.

If the cultists sacrifice the last victim, read:

As the last body falls into the pit, four tentacles break the surface of the pool. A two-headed aspect of Demogorgon shrieks as it clambers to the cavern floor.

CLOSING THE PORTAL

Use the “Closing an Abyssal Portal” skill challenge (page 84) to allow the characters to shut down the portal to Abysm. If the characters recovered the ritual

book from the saint’s tomb (area 2), they gain a +2 bonus to all checks made in the challenge.

Level: 25 (XP 14,000).

Special: In addition to failed primary skill checks, the characters earn a failure in the challenge for each townsfolk sacrificed beyond the first.

Success: If the characters earn 6 successes in the challenge, they close the portal.

Failure: If the characters incur 3 failures in the challenge, an aspect of Demogorgon (see *Monster Manual 2*, page 44) emerges from the portal and attacks.

Portal: The portal is a pit opening into the waters of the Gaping Maw in Abysm (page 68). See the hazard statistics block for more information.

FEATURES OF THE AREA

Illumination: Torches and the glow of the cauldrons fill the area with dim light. The balor sheds bright light in a forty-foot radius.

Channel: The deadly brine of Abysm flows down the channel and out of the cavern. See the brine blast hazard in the “Guardians of the Temple” encounter.

Dais: The natural stone dais rises fifteen feet from the cavern floor and is accessible by steep stone stairs. The stairs cost 6 squares of movement to ascend or descend. The cauldrons are fixed in place. The altar provides cover.

Pillars: These fifteen-foot-high pillars can be toppled by a Huge creature as a minor action (Athletics DC 35). A falling pillar makes an attack in 3 contiguous squares, starting in a square adjacent to its original position and extending in a line in the direction of its fall: +28 vs. Reflex; 2d10 + 10 damage, and the target is restrained (save ends).

The squares in which a pillar falls become a wall 5 feet high. The wall provides cover and requires a move action to clamber across.



2 Demogorgon Fury Cultists (C) Medium natural humanoid, human	Level 25 Brute XP 7,000
HP 283; Bloodied 141 AC 37, Fortitude 38, Reflex 36, Will 37 Speed 5	Initiative +17 Perception +18
STANDARD ACTIONS	
⊕ Greataxe (weapon) ◆ At-Will Attack: Melee 1 (one creature); +28 vs. AC Hit: 4d12 + 7 damage.	
⊕ Javelin (weapon) ◆ At-Will Attack: Ranged 10/20 (one creature); +28 vs. AC Hit: 6d6 + 12 damage.	
MINOR ACTIONS	
Death Fury ◆ Encounter Requirement: The cultist must be bloodied. Effect: Until the end of the encounter, the cultist can use <i>greataxe</i> twice as a standard action, taking a -2 penalty to each attack roll. After the cultist uses <i>death fury</i> , <i>greataxe</i> is the only attack power it can use until the end of the encounter.	
Skills Athletics +25, Intimidate +21 Str 26 (+20) Dex 20 (+17) Wis 22 (+18) Con 23 (+18) Int 23 (+18) Cha 19 (+16)	
Alignment chaotic evil Languages Common Equipment chainmail, greataxe, 3 javelins	

Portal to Abysm Trap	Level 27 Obstacle XP 11,000
Sibilant whispers rise from the steaming brine pit, urging you to approach.	
Trap: The portal to Abysm calls out to enemies of Demogorgon, inciting them to violence and murder.	
Special: This effect of the portal is in addition to the brine blast hazard (page 97).	
Perception ◆ No Perception check is needed to notice the pit or hear its voice.	
Additional Skill: Insight ◆ DC 25: The character realizes that the voice from the pit is imbued with a raging bloodlust. The character and his or her allies gain a +2 bonus to saving throws against being dominated by the hazard.	
Trigger The portal attacks when an enemy ends its turn within 5 squares of it.	
Attack	
Opportunity Action Ranged 5	
Target: One enemy	
Attack: +31 vs. Will	
Hit: The target is dominated (save ends). The portal forces the dominated target to attack the target's allies on each of its turns. <i>Each Failed Saving Throw:</i> The portal pulls the target 2 squares.	
Special: Any creature that enters the pit makes a saving throw. On a successful saving throw, the portal's domination is broken (if applicable) and the target is knocked prone in an unoccupied square adjacent to the pit. On a failed saving throw, the target is drawn into the Abyss and transported to Abysm (page 68). The DM determines whether the other side of the portal can be used to return to the cave, and under what circumstances.	
Countermeasures ◆ If the portal to Abysm is closed, the hazard is deactivated. See the "Closing the Portal" skill challenge.	


Balor (B) Huge elemental humanoid (demon)	Level 27 Elite Brute XP 22,000
HP 624; Bloodied 312 AC 40, Fortitude 40, Reflex 37, Will 39 Speed 8, fly 12 (clumsy) Immune fear; Resist 40 fire	Initiative +17 Perception +23 Blindsight 10
Saving Throws +2; Action Points 1	
TRAITS	
⚙ Flaming Body (fire) ◆ Aura 2 Any enemy that starts its turn within the aura takes 10 fire damage. While the balor is bloodied, the aura's size increases to 3 and it deals 20 fire damage.	
STANDARD ACTIONS	
⊕ Lightning Sword (lightning, weapon) ◆ At-Will Attack: Melee 3 (one creature); +32 vs. AC Hit: 6d10 + 11 lightning damage, or 3d10 + 71 if the balor scores a critical hit.	
⊕ Flame Whip (fire, weapon) ◆ At-Will Attack: Melee 5 (one creature); +30 vs. Reflex Hit: 2d10 + 10 fire damage, and ongoing 15 fire damage (save ends). The balor pulls the target into an unoccupied square adjacent to the balor.	
⊕ Fire and Lightning (fire, lightning, weapon) ◆ At-Will Effect: The balor uses <i>lightning sword</i> and <i>flame whip</i> .	
TRIGGERED ACTIONS	
⚡ Death Burst (fire) Trigger: The balor drops to 0 hit points. Attack (No Action): Close burst 10 (creatures in burst); +30 vs. Reflex Hit: 6d10 fire damage. Miss: Half damage. Effect: The balor and its weapons are destroyed.	
Demonic Accuracy ◆ Encounter Trigger: The balor misses with an attack. Effect (Free Action): The balor rerolls the attack roll with a +5 bonus.	
Variable Resistance ◆ 3/Encounter Trigger: The balor takes acid, cold, fire, lightning, or thunder damage. Effect (Free Action): The balor gains resist 20 to the triggering damage type until the end of the encounter or until it uses <i>variable resistance</i> again.	
Skills Bluff +20, Insight +23, Intimidate +20 Str 30 (+23) Dex 19 (+17) Wis 21 (+18) Con 32 (+24) Int 12 (+14) Cha 14 (+15)	
Alignment chaotic evil Languages Abyssal, Common	

TACTICS

The balor uses *flame whip* to prevent the characters from reaching the cultists on the platform and to keep them within range of the hazard's attack. The balor topples a pillar if any character tries to use it as cover. One cultist concentrates on sacrificing the remaining victims while the other fights alongside the balor, using *greataxe*. If the first cultist is slain, the second takes its place on the platform and continues the sacrifice. If the characters attempt to close the portal using the skill challenge, the second cultist joins the first to speed up the sacrificial process.



DEMONS



THE RAW chaos of the Abyss spawns demons whose full number can never be known. Their forms are as varied as their powers, but demons share a singular thirst for destruction and mortal blood. Some demons are representative of great abyssal hordes, dwelling in that realm in incalculable numbers. Others are called into being to wreak havoc in the planes or in the world, then they are never seen again.

Demons are drawn to the mortal realm like carrion creatures to a corpse, exulting in the destruction of the living world whose spirit and beauty is the antithesis of their own realm of evil and chaos. Demonologists have long labored to record the full roll of these creatures, and worldly adventurers know the names of the most common demons long before they have mastered the power necessary to challenge them. The demons cataloged in the *Monster Manual* represent only a fraction of the horrors the Abyss has spawned.

This chapter presents more than seventy new demons and demon lords, ready to challenge adventurers from the beginning of the heroic tier to the height of any epic tier campaign. Any of the creatures presented here can be modified with the suggestions about replacing variable resistance on pages 30–31.

- ◆ **Abyssal Demons:** From the stealthy abyssal scavenger to the mighty zythar; from the lowly mane to the unstoppable mahataa, these new demons epitomize the horrors of the Abyss.
- ◆ **Demons of the World:** All demons are capable of carrying their madness out of the Abyss, but creatures such as abyssal scavengers, demon spawn, ixitxachtls, incubi, nabassus, and wendigos are found more often in the mortal world than in their native realm.
- ◆ **Demon Lords:** This chapter presents statistics and backgrounds for five demon lords—Kostchtchie, Oublivae, Pazuzu, Phraxas, and Zuggtmoy.



ABYSSAL SCAVENGER



ABYSSAL SCAVENGERS ARE THOUGHT OF AS VERMIN in their native realm—a reputation that inspires these horrors to seek easy hunting grounds in the mortal world. Creating strength in numbers, a pack of abyssal scavengers can quickly lay waste to even the largest humanoid settlements.

LORE

Arcana DC 15: Like all demons, abyssal scavengers live to destroy. In contrast to most of their kind, scavengers consume the creatures they kill in order to spawn hatchlings. In the Abyss, their numbers are kept in check by the voracious appetites of demons more powerful than they are. An infestation of scavengers in the world can quickly multiply to overwhelm humanoid settlements.

These creatures are also known for a deadly side effect of their insatiable appetites. Each scavenger carries a mote of the raw essence of the Abyss within it. If significant numbers of scavengers gather in tight quarters, their abyssal essence can consume them, leaving a demongate in its wake. Such gates rarely last for long, but they can touch any layer of the Abyss. Other demons take advantage of these temporary crossings to the mortal world, and what began as an infestation of relatively weak scavengers can quickly become a full-scale demonic invasion.

ENCOUNTERS

Few sane spellcasters attempt to summon abyssal scavengers, for fear that their numbers will quickly grow out of control. These creatures' potential to create demongates does, however, make them a favorite target of summoning rituals by apocalyptic cults of Demogorgon and Oublivae (page 130).

ABYSSAL SCAVENGERS IN COMBAT

Abyssal scavengers attack together, staying close to maximize the effect of *frenzied claw* and *death shriek*. A scavenger becomes more animated and aggressive with each foe that drops to its allies' attacks.

Abyssal Scavenger		Level 2 Skirmisher (Leader)	
Small elemental beast (demon)		XP 125	
HP 34; Bloodied 17	AC 16, Fortitude 13, Reflex 15, Will 13		Initiative +6
Speed 8			Perception +2
STANDARD ACTIONS			
⬇️ Claw ⬆️ At-Will			
Attack: Melee 1 (one creature); +7 vs. AC			
Hit: 1d8 + 5 damage.			
⬇️ Frenzied Claw ⬆️ At-Will			
Attack: Melee 1 (one creature); +7 vs. AC			
Hit: 1d8 + 5 damage, and any other scavenger within 5 squares of the target can shift 2 squares toward the target as a free action.			
MOVE ACTIONS			
Scuttle ⬆️ At-Will			
Effect: The scavenger shifts 3 squares.			
TRIGGERED ACTIONS			
⬅️ Death Shriek			
Trigger: The scavenger drops to 0 hit points.			
Effect (No Action): Close burst 3 (creatures in burst); any scavenger in the burst can make a melee basic attack as a free action.			
Variable Resistance ⬆️ Encounter			
Trigger: The scavenger takes acid, cold, fire, lightning, or thunder damage.			
Effect (Free Action): The scavenger gains resist 5 to the triggering damage type until the end of the encounter.			
Skills Stealth +9			
Str 13 (+2)	Dex 16 (+4)	Wis 13 (+2)	
Con 10 (+1)	Int 3 (-3)	Cha 10 (+1)	
Alignment chaotic evil		Languages —	

ABYSSAL WURM

SERPENTINE DEMONS THAT REVEL IN MALICE and ruin, abyssal wurms guard the gates that lead out of the darkest depths of the Abyss. The regions where the wurms nest are so malevolent and savage that even the demon lords avoid them.

LORE

Arcana DC 33: Abyssal wurms are the offspring of the goddess Tiamat and the two-headed demon lord Kothok, the master of gates and portals. When these two-headed wurms were first spawned, Kothok gathered them to his breast, protected them from Tiamat's voracious hunger, and set them to guard secret gates he bored into the very fabric of the Abyss.

ENCOUNTERS

Given their arrogance and their penchant for toying with lesser creatures, ancient abyssal wurms rarely allow others to dwell in their presence. They typically work only with their kin. Abyssal wurms are paired at demongates to prevent passage out of the Abyss, not to stop creatures that want to enter. Abyssal wurms take their duties as portal guardians seriously, rarely venturing far from their posts. Only the command of a demon lord might dissuade one from its task.

ANCIENT ABYSSAL WURMS IN COMBAT

An ancient abyssal worm toys with its prey before unleashing its breath attack. The worm's sheer, scaly size and immense teeth are enough to overwhelm opponents with fear. Each time the worm unleashes

its breath weapon, it disappears, reforming in a more advantageous position. If seriously wounded, the worm might retreat through a gate it guards.



STEVE ELLIS

Ancient Abyssal Wurm	Level 30 Elite Skirmisher
Huge elemental magical beast (demon, dragon)	XP 38,000
HP 546; Bloodied 273	Initiative +26
AC 44, Fortitude 40, Reflex 40, Will 44	Perception +20
Speed 8, swim 8, teleport 6	Darkvision
Saving Throws +2; Action Points 1	
TRAITS	
☀ Pit of Despair (fear) ◆ Aura 2	
Any enemy within the aura that misses with an attack takes a -2 penalty to attack rolls against the abyssal worm until the end of the enemy's next turn.	
All-Around Vision	
Enemies can't gain combat advantage by flanking the abyssal worm.	
Double Actions	
At the start of combat, the abyssal worm makes two initiative checks. Each check corresponds to one of its heads, and the worm takes a turn on both initiative counts. It has a full set of actions on each of its turns, and its ability to take an immediate action refreshes on each turn.	
Dual Brain	
At the end of each of its turns, the abyssal worm saves against effects that include the dazed or stunned condition and against charm effects.	
STANDARD ACTIONS	
⬇ Bite ◆ At-Will	
Attack: Melee 2 (one creature); +35 vs. AC	
Hit: 6d8 + 11 damage.	
↩ Breath Weapon (varies) ◆ Recharge [1], or [2], [3] while bloodied	
Attack: Close blast 5 (creatures in blast); +33 vs. Reflex	
Hit: 4d12 + 12 acid, cold, fire, lightning, or thunder damage, and the target takes a -4 penalty to AC (save ends).	
Effect: The worm dissolves into a torrent of elements and flows with its breath weapon. The worm moves instantaneously from its current location to a square adjacent to the area of the blast.	
↩ Suicidal Presence (charm) ◆ Encounter	
Attack: Close burst 5 (enemies in burst); +33 vs. Reflex	
Hit: The target is dominated until the end of its next turn. For its action, the dominated creature uses one of its at-will powers of the worm's choice against itself.	
TRIGGERED ACTIONS	
↩ Bloodied Breath ◆ Encounter	
Trigger: The worm is first bloodied.	
Effect (Free Action): The worm's breath weapon recharges, and the worm uses it.	
Variable Resistance ◆ 3/Encounter	
Trigger: The worm takes acid, cold, fire, lightning, or thunder damage.	
Effect (Free Action): The worm gains resist 20 to the triggering damage type until the end of the encounter or until it uses variable resistance again.	
Skills Intimidate +30	
Str 34 (+27)	Dex 29 (+24) Wis 20 (+20)
Con 25 (+22)	Int 19 (+19) Cha 31 (+25)
Alignment chaotic evil Languages Abyssal	



ARMANITE

ENCASED IN ARMOR of demonic chitin strong enough to repel mortal steel, armanites are the descendants of corrupted centaurs that traded their proud heritage for the bloodlust and nihilism of the Abyss.

LORE

History DC 27: In ages past, fomorians enslaved six Feywild centaur clans. The captives were forced to serve as armorsmiths, beasts of burden, expendable cavalry, and playthings. Corrupted by the brutality of the twisted giants of the Underdark, the centaurs began to follow their tormentors' example.

Eventually, the centaur slaves broke free, escaping into the depths of the Underdark. There, they stumbled on a portal leading to Pazunia. A few searched for a way home to the Feywild, but the darkness of the Abyss quickly claimed the others. Abandoning their kin, they took up lives as abyssal mercenaries and were transformed into demons. Today, the armanite legions serve whichever demon lord offers the best pay in territory or soul larvae.

ENCOUNTERS

When the Blood War raged across the Abyss, armanites were stationed with Baphomet's rage-mad bulezaus (page 107). Their vicious assaults were instrumental in repelling the devils. Once the devils were in full retreat, squadrons of territorial armanites and bloodthirsty bulezaus battled to claim the spoils. The grudges born from this battle die hard, and the two types of demons now attack each other on sight. It is a rare armanite band that allies with Baphomet, and usually only briefly. Many armanites now rally under the banner of Demogorgon or pledge themselves to the wrath of Kostchtchie (page 122).

ARMANITE LANCERS IN COMBAT

An armanite charges into battle, using its superior spear skills to fell enemies as it waits for them to unwisely attempt to flank. Like their centaur forebears, armanites are fiercely territorial. They tolerate no interlopers into their lands or within the realms of their masters. Arrogant and clannish, these demons employ coordinated tactics and a militaristic discipline that even devils admire.



Armanite Lancer	Level 20 Soldier	
Large elemental humanoid (demon)	XP 2,800	
HP 192; Bloodied 96	Initiative +17	
AC 36, Fortitude 33, Reflex 31, Will 32	Perception +16	
Speed 8	Darkvision	
STANDARD ACTIONS		
⬇️ Longspear (weapon) ♦ At-Will		
Attack: Melee 2 (one creature); +25 vs. AC		
Hit: 3d12 + 8 damage.		
Effect: The target is marked until the end of the lancer's next turn.		
⌚ Shortbow (weapon) ♦ At-Will		
Attack: Ranged 15/30 (one creature); +25 vs. AC		
Hit: 4d8 + 6 damage.		
⬅️ Spear Frenzy (weapon) ♦ Recharge [3]		
Attack: Close burst 2 (enemies in burst); +25 vs. AC		
Hit: 3d12 + 8 damage, and the target falls prone.		
Miss: Half damage, and the lancer pushes the target 2 squares.		
MINOR ACTIONS		
Air Walk ♦ Encounter		
Effect: The lancer gains a speed of fly 8 (hover) until the end of its next turn.		
TRIGGERED ACTIONS		
⬇️ Fiendish Kick ♦ At-Will		
Trigger: An enemy moves to a square where it flanks the lancer.		
Attack (Immediate Reaction): Melee 1 (triggering enemy); +23 vs. Fortitude		
Hit: 2d8 + 6 damage, and the lancer pushes the target 2 squares and knocks it prone.		
Fiendish Charger ♦ At-Will		
Trigger: The lancer hits a creature with a charge attack.		
Effect (Free Action): The charge attack also knocks the target prone. The lancer then shifts 2 squares, ending that move adjacent to the target of the charge attack.		
Variable Resistance ♦ 3/Encounter		
Trigger: The lancer takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): The lancer gains resist 10 to the triggering damage type until the end of the encounter or until it uses variable resistance again.		
Skills Athletics +22, Endurance +22, Intimidate +21		
Str 24 (+17)	Dex 20 (+15)	Wis 12 (+11)
Con 24 (+17)	Int 8 (+9)	Cha 22 (+16)
Alignment chaotic evil		Languages Abyssal
Equipment longspear, shortbow, 20 arrows		

BLOOD DEMON

BLOOD DEMONS SPAWN in the snaking Blood River within the endless depths of the Blood Rift. The polluted waters of the river imbue them with a vague sentience that focuses entirely on destruction.

LORE

Arcana DC 21: Blood demons are an enigma to demonologists. At times, these creatures move in great swarms across the Abyss, but these swarms disappear soon after they emerge. No one knows for certain why they form or what happens to them. Iggwilv believes the blood demons are the scattered essence of an obyrith lord that Tharizdun destroyed in the Abyss's earliest days. She theorizes that if enough of them gather together, the slain obyrith might reemerge from the swarm.

Blood Demon	Level 13 Brute
Medium elemental magical beast (demon, ooze)	XP 800
HP 158; Bloodied 79	Initiative +10
AC 25, Fortitude 25, Reflex 24, Will 23	Perception +9
Speed 8	Low-light vision
TRAITS	
Blood Feast	
The blood demon gains 1 action point whenever one of its attacks bloodies an enemy. The demon can have only 1 action point at a time.	
Blood Frenzy	
The blood demon gains a +1 bonus to attack rolls for each bloodied enemy within 10 squares of it (maximum +5).	
Ooze	
While squeezing, the blood demon moves at full speed rather than half speed, it doesn't take the -5 penalty to attack rolls, and it doesn't grant combat advantage for squeezing.	
STANDARD ACTIONS	
⬇ Slam ♦ At-Will	
Attack: Melee 1 (one creature); +18 vs. AC	
Hit: 2d10 + 10 damage.	
⬅ Blood Call ♦ Recharge ☼ ☼ ☼	
Attack: Close burst 3 (creatures in burst); +16 vs. Fortitude	
Hit: 2d10 + 10 damage, and the demon pulls the target 2 squares.	
TRIGGERED ACTIONS	
Variable Resistance ♦ 2/Encounter	
Trigger: The demon takes acid, cold, fire, lightning, or thunder damage.	
Effect (Free Action): The demon gains resist 15 to the triggering damage type until the end of the encounter or until it uses variable resistance again.	
Str 23 (+12)	Dex 18 (+10)
Con 18 (+10)	Int 3 (+2)
Wis 16 (+9)	Cha 11 (+6)
Alignment chaotic evil	Languages –



ENCOUNTERS

Blood demons hunt natives of the Abyss and outsiders with equal fervor. Few demons bother trying to compel these mindless creatures into service. Fiends fighting in close proximity to the Blood River often attempt to drive wounded foes toward it, hoping to inspire a blood demon assault.

BLOOD DEMONS IN COMBAT

The scent of blood brings these fiends to a frothing boil. Hunger and rage drive a blood demon, and it attacks bloodied enemies in preference to other targets, moving twice rather than attacking in order to run down a badly injured foe.

BONEGOUGE ASSASSIN

WHEN IT TAKES CONTROL of an abyssal layer, a demon lord can mold the demons there. Bonegouge assassins are believed to be the creation of Orcus.

Pitiless and cruel, a bonegouge assassin is wholly focused on its assignment. It lusts after nothing and follows the orders of its master without question.

LORE

Arcana DC 29: The discipline, loyalty, and single-mindedness of the bonegouge assassin are atypical of demonkind. Some sages believe these creatures were interlopers that first became demons through Orcus's manipulation of abyssal energy rather than as pure creations on his part.

It is said that Orcus crafted the first bonegouge assassins from a guild of shadow assassins. The Lord of Undeath trapped guild members in pits near the crystalline heart of the Abyss for more than a century, infusing their souls with abyssal power. Once transformed, the assassins were fed an endless stream of combatants, perfecting their skills and sealing their place at the right hand of their master.

ENCOUNTERS

A bonegouge assassin works with others only when ordered to do so. This stealthy creature often gathers demon-worshiping assassins to its side to use as decoys on dangerous missions. A bonegouge assassin



is sometimes sent or summoned into the world, where it establishes an assassin school or leads bands of outlaws to harass or destroy local lords.

Bonegouge Assassin	Level 24 Lurker
Medium elemental humanoid (demon)	XP 6,050
HP 174; Bloodied 87	Initiative +25
AC 38, Fortitude 35, Reflex 38, Will 35	Perception +24
Speed 8, phasing	Darkvision
TRAITS	
☀ Gloom Shroud ◆ Aura 2 Squares within the aura are heavily obscured. The bonegouge assassin ignores this aura.	
Assassin's Advantage The bonegouge assassin deals 3d6 extra damage to any creature that cannot see it.	
STANDARD ACTIONS	
⬇ Bone Claw ◆ At-Will <i>Attack:</i> Melee 1 (one creature); +29 vs. AC <i>Hit:</i> 4d10 + 9 damage.	
↘ Bone Dart ◆ At-Will <i>Attack:</i> Ranged 5 (one creature); +29 vs. AC <i>Hit:</i> 4d10 + 9 damage.	
⚡ Vital-Strike Flurry ◆ At-Will <i>Attack:</i> Close burst 1 (enemies in burst); +27 vs. Reflex <i>Hit:</i> 3d10 + 9 damage, and the target is slowed (save ends).	
↘ Bonegouge Dart (necrotic) ◆ Recharge when first bloodied <i>Attack:</i> Ranged 5 (one creature); +29 vs. AC <i>Hit:</i> 4d10 + 9 necrotic damage, and the target is blinded and weakened (save ends both).	
MOVE ACTIONS	
☁ Gloom Maelstrom (teleportation, zone) ◆ Recharge ☹☹ <i>Effect:</i> The squares within the assassin's <i>gloom shroud</i> aura become a zone, and the aura is deactivated. The zone is heavily obscured. The assassin then teleports 6 squares. The zone persists until the assassin activates its <i>gloom shroud</i> aura (a minor action).	
TRIGGERED ACTIONS	
Variable Resistance ◆ 2/Encounter <i>Trigger:</i> The assassin takes acid, cold, fire, lightning, or thunder damage. <i>Effect (Free Action):</i> The assassin gains resist 20 to the triggering damage type until the end of the encounter or until it uses <i>variable resistance</i> again.	
Skills Athletics +22, Acrobatics +26, Stealth +26, Thievery +26	
Str 21 (+17)	Dex 28 (+21) Wis 25 (+19)
Con 24 (+19)	Int 18 (+16) Cha 10 (+12)
Alignment chaotic evil Languages Abyssal	

BONEGOUGE ASSASSINS IN COMBAT

A bonegouge assassin employs mercurial tactics, poised to capitalize on an opponent's weaknesses. It lures a foe into its *gloom shroud*, which is projected as a black cloud of smoke and dust. A bonegouge assassin's dart sinks into an enemy's throat before the foe ever guesses that a demon lurks within the gloom. After it strikes, the assassin teleports to an advantageous position, leaving the gloom and its victim behind.



BULEZAUS IN COMBAT

A bulezau can be heard approaching, because it howls with glee in anticipation of battle. The scent of blood sends this creature into a frenzy as it seeks out the weakest opponents. Any creature knocked to the ground draws a bulezau's attention and its fiercest attacks. The demon roars in satisfaction as body after body is crushed under its ferocious assault.

CREATED FROM THE FRESHLY BURIED CORPSES of mortal females who gave their lives in the service of good deities, bulezaus are ritual-spawned demons that imitate Baphomet's brutality and appetites. Scholars have dubbed these ram-headed creatures the demon lord's perfect children. Bulezaus know no emotion but rage, and savor only the struggle for life and death.

LORE

Arcana DC 21: Before the Abyss corrupted him, the being now known as Baphomet created the minotaurs. As with most races, some became savage and warlike as others came to value honor and trade. Yeenoghu noticed this schism and mocked Baphomet, saying, "Poor, stupid Baphomet. You have pride in your children, but half of them are cattle in spirit as well as in form. See how my children take what yours make and burn what yours build." For the sake of his bruised vanity, Baphomet began sending his acolytes to steal the corpses of pure mortal females. Consumed in unholy rituals, these offerings gave life to the first bulezau.

ENCOUNTERS

In the Blood War, Baphomet's bulezaus fought in the front ranks under the captains of every demon lord except Yeenoghu. With the war now in an uneasy truce, bulezaus still serve other demons, but they are uncooperative and abuse weaker fellow soldiers.

Mortals who bring bulezaus into the world find them difficult to work with but useful when unfocused destruction is on the agenda. These demons are quick to answer a summons from evil minotaurs, though they resent the peaceful and honorable members of that race.

CARL CRITCHLOW

Bulezau	Level 11 Brute
Large elemental humanoid (demon)	XP 600
HP 144; Bloodied 72	Initiative +10
AC 23, Fortitude 25, Reflex 23, Will 21	Perception +8
Speed 6	
TRAITS	
Ravage the Fallen	
The bulezau's attack deals 7 extra damage to prone targets.	
STANDARD ACTIONS	
⊕ Huge Longspear (weapon) ◆ At-Will	
Attack: Melee 3 (one creature); +16 vs. AC	
Hit: 2d10 + 5 damage.	
⊕ Demonfang Strike ◆ At-Will	
Requirement: The bulezau must be bloodied.	
Effect: The bulezau uses <i>huge longspear</i> twice.	
⊕ Goring Charge ◆ Encounter	
Effect: The bulezau charges and makes the following attack in place of a melee basic attack.	
Attack: Melee 3 (one creature); +16 vs. AC	
Hit: 4d10 + 9 damage, and the target falls prone.	
⚡ Blood Cry (fear, thunder) ◆ Encounter	
Attack: Close blast 3 (enemies in blast); +14 vs. Will	
Hit: 3d8 + 4 thunder damage, and the bulezau pushes the target 2 squares.	
MINOR ACTIONS	
⊕ Tail Sweep ◆ At-Will (1/round)	
Attack: Melee 2 (one creature); +14 vs. Reflex	
Hit: The target falls prone.	
TRIGGERED ACTIONS	
Variable Resistance ◆ 2/Encounter	
Trigger: The bulezau takes acid, cold, fire, lightning, or thunder damage.	
Effect (Free Action): The bulezau gains resist 10 to the triggering damage type until the end of the encounter or until it uses <i>variable resistance</i> again.	
Skills Athletics +15, Endurance +17	
Str 21 (+10)	Dex 21 (+10) Wis 16 (+8)
Con 24 (+12)	Int 8 (+4) Cha 13 (+6)
Alignment chaotic evil Languages Abyssal, Common	
Equipment huge longspear	

CITY CORRUPTOR (EVANISSU)

WHEN A CITY GROWS CORRUPT, its people succumbing to degradation and decadence, the seams of the natural world can be split so that the evil of the Abyss seeps through. A city corruptor is not a punishment for a people's lack of moral fortitude; it is a consequence. A natural predator of the urban environment, the city corruptor stalks the dark streets that are the arteries of the city it feeds on. As the city's weak and vulnerable begin to die in increasing numbers, this foul demon spreads fear among even the most powerful.

LORE

Arcana DC 29: City corruptors appear in desperate, depraved, or hopeless urban centers—places where the people either cannot reverse the moral decay of their city, or where they do not care to. A city corruptor is not attracted to combat. Rather, the demon lusts after the blood of helpless victims lost to an environment shifting closer to collapse each day. To hasten the destruction of such an environment is every city corruptor's ultimate delight.

These sly demons first appeared in Zelatar, spreading quickly to other abyssal settlements. As a mortal city decays, the nature of an abyssal city aligns with it, and a city corruptor steps through. Only one

demon passes through during such an alignment. City corruptors fight among themselves for the exclusive right to claim a city in the mortal realm.

ENCOUNTERS

A city corruptor picks off the lonely and unloved, creating a nonstop campaign of murder and fear to destroy a city from within. A charismatic demon, the city corruptor gathers murderers, assassins, thieves, wererats, doppelgangers, and other urban predators to its cause. It is only with other demons that a city corruptor refuses to share its glory.



City Corruptor (Evanissu) Medium elemental humanoid (demon)	Level 22 Skirmisher XP 4,150
HP 204; Bloodied 102	Initiative +22
AC 36, Fortitude 32, Reflex 36, Will 34	Perception +21
Speed 7	Low-light vision
TRAITS	
Slippery Opponent The city corruptor has a +5 bonus to AC and Reflex against opportunity attacks.	
STANDARD ACTIONS	
⚔ Bone Dagger (weapon) ♦ At-Will <i>Attack:</i> Melee 1 (one creature); +27 vs. AC <i>Hit:</i> 3d6 + 5 damage, and ongoing 15 damage (save ends).	
🌀 Innocent Glance (psychic) ♦ At-Will <i>Attack:</i> Ranged 5 (one creature); +25 vs. Will <i>Hit:</i> 4d10 + 8 psychic damage, and the city corruptor pulls the target 4 squares. The target is dazed until the end of the city corruptor's next turn.	
⚡ False Alliance (charm) ♦ Recharge ☞☞☞☞ <i>Requirement:</i> The city corruptor must not be bloodied. <i>Attack:</i> Close burst 2 (one enemy in burst); +25 vs. Will <i>Hit:</i> The target makes a melee basic attack against a creature of the city corruptor's choice. In addition, the target grants combat advantage, cannot attack the city corruptor, and cannot move to a square not adjacent to the city corruptor (save ends all).	
MINOR ACTIONS	
🌑 Fade into Darkness (illusion) ♦ Recharge when first bloodied <i>Effect:</i> The city corruptor becomes invisible until the end of the encounter or until it hits or misses with an attack.	
Skills Bluff +23, Stealth +25	
Str 24 (+18)	Dex 28 (+20)
Con 20 (+16)	Int 22 (+17)
Wis 20 (+16)	Cha 24 (+18)
Alignment chaotic evil	Languages Abyssal, Common
Equipment bone dagger	

CITY CORRUPTORS IN COMBAT

On its own, a city corruptor treads silently through the darkness. A city corruptor entices a weak-willed creature from a crowd, pulling it out of sight before attacking. When cornered or fighting with allies, a city corruptor favors picking off opportune targets with *bone dagger*.

CLOCKWORK HORROR

MERCILESS AND NUMEROUS, clockwork horrors are a mechanical plague of demonic constructs bent on exterminating organic life.

LORE

Arcana DC 21: Ages ago, a forgotten demon lord of iron and artifice constructed the first clockwork horrors, imbuing their mechanical forms with the abyssal life force claimed from the ritual sacrifice of his lesser servants. Proving the success of his design, the clockwork horrors quickly slaughtered their creator, then escaped from the Rift of Corrosion, the 652nd layer of the Abyss.

Swarming into neighboring layers, the horrors consumed everything in their path as their numbers grew. This grinding plague was contained only with the intervention of the demon lord Haagenti, who now controls these creatures' allegiance in the Abyss. Clockwork horrors also thrive beyond that realm, increasing their numbers in the hidden reaches of unsuspecting worlds.

ENCOUNTERS

Unlike most constructs, clockwork horrors possess both intelligence and free will. They work only with their own kind and other servants of Haagenti (see "Garavond," page 76), destroying weaker creatures on sight.

ARACHNID CLOCKWORK HORROR

A swarm of arachnid clockwork horrors can send the most battle-hardened demon troops fleeing in fear. The numbers of these ravenous constructs swell in battle with each enemy that falls.

ARACHNID CLOCKWORK HORRORS IN COMBAT

Arachnid clockwork horrors swarm a vulnerable target with coordinated, flanking attacks. When an arachnid clockwork horror's foe is bloodied, its replicated spawn attacks a new victim while the original finishes off the wounded target.

Arachnid Clockwork Horror Level 10 Minion Soldier

Small elemental animate (construct, demon) XP 125

HP 1; a missed attack never damages a minion. Initiative +13

AC 24, Fortitude 22, Reflex 23, Will 21 Perception +8

Speed 8 Darkvision

Immune disease, fear, poison

TRAITS

Hive Mind

All clockwork horrors that can see each other can communicate telepathically regardless of the distance between them.

STANDARD ACTIONS

⚔ Razor Saw ◆ At-Will

Attack: Melee 1 (one creature); +15 vs. AC

Hit: 8 damage.

TRIGGERED ACTIONS

Replicate ◆ At-Will

Trigger: A creature adjacent to the clockwork horror becomes bloodied.

Effect (Free Action): The clockwork horror duplicates itself, and the duplicate appears in a square adjacent to the original. The new clockwork horror acts directly after the original arachnid horror's initiative count. It has the same defenses and powers as the original clockwork horror.

Variable Resistance ◆ Encounter

Trigger: The clockwork horror takes acid, cold, fire, lightning, or thunder damage.

Effect (Free Action): The clockwork horror gains resist 10 to the triggering damage type until the end of the encounter.

Str 15 (+7) Dex 23 (+11) Wis 16 (+8)

Con 18 (+9) Int 12 (+6) Cha 12 (+6)

Alignment chaotic evil Languages see *hive mind*



DEMON SPAWN

WHEN THE TAIN OF THE ABYSS BREACHES the mortal world, it plants seeds that allow it to spread. Hags and evil spellcasters conduct dark rituals to give birth to abominable creatures, while unfortunate victims of demonic curses cradle wretched babes whose touch turns animals feral and curdles their mothers' milk. These demon spawn grow from cruel children into vile adults, blighting the world with the horror of their blood.

LORE

Arcana DC 19: It is said that as many varieties of demon spawn walk the world as there are demons in the Abyss. Although the horrible forms they take have no discernible pattern, demon spawn have a common background. Cast out or attacked as children, they hone their dark talents as they grow up alone. Young demon spawn instinctively know what they are, but they lack the ability to articulate their increasingly dark nature. The Abyssal tongue comes to them unbidden as they enter adulthood, at which point the full extent of their dark heritage manifests.

ENCOUNTERS

Shunned by most folk, demon spawn quickly learn to ally with evil humanoid and practitioners of dark magic. They are drawn to demonic cults, whose members treat demon spawn with reverence. At the same time, demon spawn yearn to connect with their kin in the Abyss, seeking demongates by which they can summon demons into the world.

DEMON SPAWN ADEPT

Demon spawn are marked by deformities—a hunched back, a cat's eye, extra digits on hands and toes. The most cunning demon spawn quickly learn to conceal these abnormalities. In ancient ruins, cavernous hill-tombs, and libraries of forbidden lore they learn of their true heritage—and embrace the fell purpose for which they were born.

DEMON SPAWN ADEPTS IN COMBAT

A demon spawn adept focuses on keeping enemy melee combatants at a distance. It uses *feast of demons* against foes in battle with its demonic allies, reserving *forbidden speech* to keep powerful warriors on the ground.



Demon Spawn Adept	Level 8 Artillery (Leader)
Medium elemental humanoid (demon)	XP 350
HP 72; Bloodied 36	Initiative +6
AC 22, Fortitude 20, Reflex 19, Will 21	Perception +9
Speed 6	Darkvision
STANDARD ACTIONS	
⚔ Cudgel (weapon) ♦ At-Will	
Attack: Melee 1 (one creature); +15 vs. AC	
Hit: 2d6 + 8 damage.	
☞ Feast of Demons ♦ At-Will	
Attack: Ranged 20 (one creature); +15 vs. AC	
Hit: 3d6 + 6 damage. In addition, any demon deals 3 extra damage against the target until the end of the demon spawn adept's next turn.	
✱ Forbidden Speech (force) ♦ Recharge [☞] [☞]	
Attack: Area burst 1 within 10 (creatures in burst); +13 vs. AC	
Hit: 2d6 + 6 damage plus 1d6 force damage, and the target falls prone.	
Skills Arcana +12, Athletics +12, Religion +12	
Str 16 (+7)	Dex 15 (+6) Wis 20 (+9)
Con 18 (+8)	Int 17 (+7) Cha 7 (+2)
Alignment chaotic evil	Languages Abyssal, Common
Equipment: cudgel	

DERGHODEMON

DERGHODEMONS ARE THE MINDLESS MUSCLE of the Abyss. Too brutal and too dense to take on complex missions, derghodemons are common among the bloodthirsty mercenary bands of the Blood Rift.

LORE

Arcana DC 21: A derghodemon's instinct is to slaughter, a purpose these dread creatures fulfilled in the Blood War. With the Blood War in a state of truce, some derghodemons live as independent marauders in the Elemental Chaos. Such derghodemons dwell in elemental mountain ranges, earthbergs, and the caverns that honeycomb such locations.

Derghodemon	Level 12 Elite Soldier	
Huge elemental magical beast (demon, earth)	XP 1,400	
HP 254; Bloodied 127	Initiative +10	
AC 26, Fortitude 26, Reflex 22, Will 24	Perception +11	
Speed 6, burrow 6	Darkvision	
Saving Throws +2; Action Points 1		
TRAITS		
All-Around Vision		
Enemies can't gain combat advantage by flanking the derghodemon.		
STANDARD ACTIONS		
⊕ Claw ◆ At-Will		
Attack: Melee 3 (one creature); +17 vs. AC		
Hit: 1d8 + 5 damage.		
↓ Flailing Assault ◆ At-Will		
Effect: The derghodemon uses <i>claw</i> four times, no more than twice against a single target. If a single target is hit with <i>claw</i> twice, the derghodemon grabs the target.		
MOVE ACTIONS		
↓ Earth Furrow ◆ At-Will		
Effect: The derghodemon moves its burrow speed below the surface of the ground, avoiding opportunity attacks as it passes underneath other creatures' spaces. As it burrows beneath the space of a Large or smaller creature on the ground, the derghodemon makes the following attack against that creature.		
Attack: Melee 3; +15 vs. Fortitude		
Hit: The target falls prone.		
MINOR ACTIONS		
↓ Death Hook ◆ At-Will (1/round)		
Requirement: The derghodemon must not have a creature restrained.		
Attack: Melee 3 (one creature grabbed by the derghodemon); +15 vs. Fortitude		
Hit: 2d8 + 5 damage, and the target enters the derghodemon's space, is restrained, and takes ongoing 10 damage (save ends all). If the derghodemon moves, the restrained creature moves with it.		
TRIGGERED ACTIONS		
Variable Resistance ◆ 2/Encounter		
Trigger: The derghodemon takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): The derghodemon gains resist 15 to the triggering damage type until the end of the encounter or until it uses <i>variable resistance</i> again.		
Str 27 (+14)	Dex 14 (+8)	Wis 20 (+11)
Con 23 (+12)	Int 5 (+3)	Cha 13 (+7)
Alignment chaotic evil Languages Abyssal, Supernal		

ENCOUNTERS

The dimwitted derghodemons can be easily convinced to enter into one-sided or abusive contracts. They rarely bargain individually, but on occasion, a single derghodemon strikes a deal with a mortal spellcaster. Such bargains are tilted in the spellcaster's favor, but the derghodemon doesn't care as long as it has a steady stream of enemies to shred. Demonologists also employ derghodemons as brute assassins and marauders. Attempts to employ derghodemons as bodyguards often end in the demons growing bored because of a lack of victims, then murdering the creature they were supposed to protect.

DERGHODEMONS IN COMBAT

Employed as shock troops in abyssal armies, derghodemons are adept at burrowing beneath—and smashing through—enemy fortifications. A derghodemon barrels across the battlefield, moving to the center of an enemy formation to rend and tear foes using its *claws*. A derghodemon is near-suicidal in its aggression. Even when vastly outnumbered, a derghodemon fights to the death.



FERROLITH

SOMETIMES REFERRED TO AS IRON DEMONS or the Handmaidens of Pain, ferroliths are a twisted metallic mockery of the succubi that accompanied Graz't on his initial foray into the Abyss.

LORE

History DC 29: The succubi that accompanied Graz't on his first forays to the Abyss sought to betray him, but the Dark Prince uncovered their treachery and cast them into a pool of molten iron. The succubi lost their supernatural beauty as this abyssal pool seared their flesh and bonded with their bodies, and they became the first ferroliths.

Since that time, more ferroliths have crawled from ancient pits and pools of molten abyssal iron. Ferroliths retain a spark of their succubus origins. They love subterfuge and are incredibly cunning.

A ferrolith's hair is a rippling net of razor-sharp wire capable of shredding flesh. Its skin is tougher than any metal worked in a forge, and its claws can tear through virtually any physical or magical defenses.

A powerful ferrolith known as the Iron Maiden has seized a small fortress crafted from the broken remnants of a million swords on the Plain of a Thousand Portals. She has sent emissaries to the Nine Hells in hopes of enticing Asmodeus into an alliance against the Dark Prince.

ENCOUNTERS

Ferroliths found in Graz't's service fight only because of the powerful bonds of servitude placed on them. These demons nurse a hatred for Graz't, and freely ally with other demons that actively oppose him.

FERROLITHS IN COMBAT

Ferroliths fighting in groups target the strongest melee combatants, slicing into them with spiked webs and razor-sharp claws. A solitary ferrolith hits softer targets first, energized by the hope of a quick kill as it rends vulnerable flesh and bone. A whirling engine of destruction on the battlefield, a ferrolith presents a formidable barrier to any enemy's advance.



Ferrolith	Level 24 Soldier	
Medium elemental humanoid (demon)	XP 6,050	
HP 231; Bloodied 115	Initiative +18	
AC 40, Fortitude 37, Reflex 34, Will 36	Perception +21	
Speed 6, fly 8 (hover)	Darkvision	
Vulnerable 10 acid		
STANDARD ACTIONS		
⚔ Adamantine Claws ♦ At-Will		
<i>Attack:</i> Melee 1 (one creature); +29 vs. AC		
<i>Hit:</i> 2d10 + 8 damage, and the target is marked until the end of the ferrolith's next turn.		
↻ Barrage of Razors ♦ Recharge ☹ ☹ ☹		
<i>Attack:</i> Ranged 10 (one creature); +29 vs. AC		
<i>Hit:</i> 2d10 + 10 damage, and the target takes ongoing 10 damage and is slowed (save ends both).		
⚔ Iron Spiked Web ♦ Encounter		
<i>Attack:</i> Close blast 3 (creatures in blast); +29 vs. AC		
<i>Hit:</i> 4d10 + 10 damage, and the target is immobilized (save ends).		
<i>Miss:</i> Half damage, and the target is immobilized until the end of the ferrolith's next turn.		
TRIGGERED ACTIONS		
⚔ Ripping Fangs ♦ At-Will		
<i>Trigger:</i> An enemy adjacent to the ferrolith and marked by the ferrolith shifts.		
<i>Attack (Opportunity Action):</i> Melee 1 (triggering enemy); +29 vs. AC		
<i>Hit:</i> 2d10 + 10 damage, and ongoing 10 damage (save ends).		
Str 32 (+23)	Dex 19 (+16)	Wis 18 (+16)
Con 31 (+22)	Int 17 (+15)	Cha 13 (+13)
Alignment chaotic evil	Languages Abyssal	

FIRE DEMON

ELEMENTAL FLAME SHAPED TO DEMONIC FORM and madness, fire demons are a scourge of the planes. Born where the Abyss burns, these creatures quickly strike out to destroy anything in their path.

LORE

Arcana DC 23: According to legend, a weapon forged in a blaze ignited by the flames of a dying fire demon is particularly deadly when used against other demons. Rituals designed to banish or defeat powerful demons often require a fire demon's essence.

ENCOUNTERS

Fire demons are commonly bound and controlled by demonologists with a penchant for destruction, servants of the Elder Elemental Eye, and priests of Oublivae (page 130). Oublivae's followers relish unleashing these creatures in the world, touching off infernos that can wipe whole cities from the map.



Lesser Fire Demon		Level 8 Skirmisher
Medium elemental humanoid (demon, fire)		XP 350
HP 88; Bloodied 44		Initiative +11
AC 21, Fortitude 19, Reflex 21, Will 19		Perception +6
Speed 8, fly 10		
Resist 15 fire; Vulnerable 5 cold		
STANDARD ACTIONS		
⊕ Fiery Touch (fire) ◆ At-Will		
Attack: Melee 1 (one creature); +13 vs. Reflex		
Hit: 3d6 + 5 fire damage.		
⊕ Leaping Flame (fire) ◆ At-Will		
Effect: The fire demon shifts 5 squares and can make the following attack once during this shift.		
Attack: Melee 1 (one creature); +13 vs. Reflex		
Hit: Ongoing 15 fire damage (save ends).		
MOVE ACTIONS		
⊕ Drawn to Fire (teleportation) ◆ At-Will		
Effect: The lesser fire demon teleports 10 squares to a square adjacent to a fire that fills at least 1 square, or adjacent to an enemy that is taking ongoing fire damage.		
TRIGGERED ACTIONS		
⊕ Flickering Flame ◆ At-Will		
Trigger: An attack misses the demon.		
Effect (Opportunity Action): The demon shifts 1 square.		
Str 13 (+5)	Dex 21 (+9)	Wis 15 (+6)
Con 16 (+7)	Int 8 (+3)	Cha 12 (+5)
Alignment chaotic evil Languages Abyssal, Common		

FIRE DEMONS IN COMBAT

A fire demon dances across the battlefield, slipping away from enemies as it chars them with its touch. Creatures that attack a fire demon are lashed by tongues of flame.

Fire Demon		Level 18 Elite Skirmisher
Large elemental humanoid (demon, fire)		XP 4,000
HP 344; Bloodied 172		Initiative +18
AC 32, Fortitude 31, Reflex 32, Will 29		Perception +13
Speed 8, fly 10 (hover)		
Resist 15 fire; Vulnerable 5 cold		
Saving Throws +2; Action Points 1		
STANDARD ACTIONS		
⊕ Fiery Touch (fire) ◆ At-Will		
Attack: Melee 1 (one creature); +21 vs. Reflex		
Hit: 2d10 + 8 fire damage.		
⊕ Lashing Flame ◆ At-Will		
Effect: The fire demon shifts 5 squares. Once during this shift, the demon can use <i>fiery touch</i> .		
MOVE ACTIONS		
⊕ Drawn to Fire (teleportation) ◆ At-Will		
Effect: The fire demon teleports 10 squares to a square adjacent to a fire that fills at least 1 square, or adjacent to an enemy that is taking ongoing fire damage.		
MINOR ACTIONS		
⊕ Inferno Blast (fire, zone) ◆ At-Will (1/round)		
Attack: Close blast 3 (creatures in blast); +21 vs. Reflex		
Hit: 2d6 + 8 fire damage.		
Effect: The blast creates a zone that lasts until the end of the fire demon's next turn. Any creature that enters or ends its turn within the zone takes 10 fire damage.		
TRIGGERED ACTIONS		
⊕ Vengeful Fire (fire) ◆ At-Will		
Trigger: A creature misses the demon with a melee attack.		
Effect (Opportunity Action): The triggering creature takes 5 fire damage.		
Str 17 (+12)	Dex 25 (+16)	Wis 19 (+13)
Con 20 (+14)	Int 8 (+8)	Cha 14 (+11)
Alignment chaotic evil Languages Abyssal, Common		

GUARDIAN DEMON

NAMED FOR THE EASE with which they are bound into service by rituals, guardian demons stalk lightless tombs, treasure vaults, and the temples of dark cults. Lying in wait to feed and destroy, a guardian demon consistently fulfills its deadly obligations as it awaits its release.

LORE

Arcana DC 25: Some sages believe that guardian demons possess a limited ability to see into the future. A guardian demon instinctively knows the day it will be released from servitude, or when creatures will stray into the site it guards. It is thought that this explains the creature's uncanny patience and the ease with which it ambushes intruders when they appear.

ENCOUNTERS

The rituals by which guardian demons are bound into service are numerous. These creatures protect tombs and other sites across the mortal world. They are found in the company of other creatures summoned or created by powerful spellcasters, including homunculi, golems, and undead.

GUARDIAN DEMON ABOMINATION

The treasures of antiquity gleam in faint torchlight where they spill from the alcoves of the ruined vault. In a thousand years, no mortal has seen this sight, yet something lurks here just the same. Glowing eyes and spiraling tentacles suddenly erupt from the shadows, snuffing out the light and the screams of adventurers who are never seen again.

GUARDIAN DEMON ABOMINATIONS IN COMBAT

An abomination taunts its foes as it seizes a victim and crushes the life from it with its powerful tentacles. When a grabbed target's life ebbs, the abomination tosses it aside and grabs for another victim.

Guardian Demon Abomination	Level 8 Soldier	
Large elemental humanoid (demon)	XP 350	
HP 90; Bloodied 45	Initiative +10	
AC 24, Fortitude 21, Reflex 20, Will 19	Perception +12	
Speed 6	Darkvision	
Immune sleep, stun		
TRAITS		
☼ Abominable Horror ◆ Aura 1		
Any enemy that ends its turn within the aura is marked by the guardian demon abomination until the end of the abomination's next turn.		
All-Around Vision		
Enemies can't gain combat advantage by flanking the abomination.		
STANDARD ACTIONS		
⬇ Tentacle ◆ At-Will		
Attack: Melee 2 (one creature); +13 vs. AC		
Hit: 2d8 + 7 damage.		
⬇ Tentacle Seize ◆ At-Will		
Requirement: The abomination must not have a creature grabbed.		
Attack: Melee 2 (one creature); +13 vs. AC		
Hit: 2d8 + 7 damage, and the abomination pulls the target 1 square. If the target ends that movement adjacent to the abomination, the abomination grabs the target. The target takes a -4 penalty to attempts to escape the grab.		
MINOR ACTIONS		
Tentacle Drain (necrotic) ◆ At-Will 1/round		
Requirement: The abomination must be bloodied.		
Effect: The abomination sustains a grab. The grabbed creature takes 1d8 + 4 necrotic damage, and the abomination can make a saving throw against one effect that a save can end.		
TRIGGERED ACTIONS		
Variable Resistance ◆ 2/Encounter		
Trigger: The abomination takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): The abomination gains resist 5 to the triggering damage type until the end of the encounter or until it uses variable resistance again.		
Skills Athletics +14, Intimidate +10		
Str 20 (+9)	Dex 19 (+8)	Wis 17 (+7)
Con 18 (+8)	Int 11 (+4)	Cha 12 (+5)
Alignment chaotic evil		Languages Abyssal, Common

GUARDIAN DEMON SOUL DRINKER

Although being bound into service slows a soul drinker's progress toward the upper echelons of demonic power, these oldest of the guardian demons gain an awareness and patience unusual among their kind.

GUARDIAN DEMON SOUL DRINKERS IN COMBAT

As it consumes a foe's life force, a soul drinker grows more powerful in combat, spending an action point to use *fearsome gaze* in addition to its tentacles. A soul drinker targets divine power users and wizards, feeding on an enemy's knowledge and memories as it is destroyed.

Guardian Demon Soul Drinker		Level 26 Soldier
Large elemental humanoid (demon)		XP 9,000
HP 241; Bloodied 120	Initiative +23	
AC 42, Fortitude 39, Reflex 37, Will 37	Perception +26	
Speed 6, teleport 4	Darkvision	
Immune sleep, stun		
TRAITS		
☼ Soul Drinker's Presence ◆ Aura 1		
Any enemy that ends its turn within the aura is marked until the end of the soul drinker's next turn.		
All-Around Vision		
Enemies can't gain combat advantage by flanking the soul drinker.		
STANDARD ACTIONS		
⊕ Tentacle ◆ At-Will		
Requirement: The soul drinker must not have two creatures grabbed.		
Attack: Melee 3 (one creature); +31 vs. AC		
Hit: 6d8 + 7 damage.		
⊕ Tentacle Seize ◆ At-Will		
Requirement: The soul drinker must not have two creatures grabbed.		
Attack: Melee 3 (one creature); +31 vs. AC		
Hit: 6d8 + 7 damage, and the soul drinker pulls the target 1 square. If the target ends that movement adjacent to the soul drinker, the soul drinker grabs the target. The target takes a -4 penalty to attempts to escape the grab.		
◀ Fearsome Gaze (fear, psychic) ◆ Recharge when first bloodied		
Attack: Close blast 5 (enemies in blast); +29 vs. Will		
Hit: 4d10 + 12 psychic damage, and the target is pulled 4 squares and immobilized (save ends).		
MINOR ACTIONS		
⊕ Tentacle Drain (necrotic) ◆ At-Will (1/round)		
Requirement: The soul drinker must be bloodied.		
Effect: The soul drinker sustains a grab. The grabbed creature takes 2d8 + 8 necrotic damage, and the soul drinker can make a saving throw against one effect that a save can end.		
TRIGGERED ACTIONS		
⊕ Soul-Drain Parry ◆ At-Will		
Requirement: The soul drinker must be bloodied.		
Trigger: A creature marked by the soul drinker makes an attack that does not include the soul drinker.		
Attack (Immediate Reaction): Melee 2 (triggering creature); +29 vs. Fortitude		
Hit: The target loses a healing surge, and the soul drinker gains 1 action point. The soul drinker can have only 1 action point at a time.		
Variable Resistance ◆ 3/Encounter		
Trigger: The soul drinker takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): The soul drinker gains resist 10 to the triggering damage type until the end of the encounter or until it uses variable resistance again.		
Skills Athletics +28, Intimidate +19		
Str 30 (+23)	Dex 27 (+21)	Wis 26 (+21)
Con 25 (+20)	Int 19 (+17)	Cha 12 (+14)
Alignment chaotic evil		Languages Abyssal, Common



HAURES

HAURES ARE EIGHT-LEGGED UNDEAD DEMONS wholly dedicated to fighting in the name of powerful abyssal masters. They are common among the armies of Orcus, but many other demon lords use haureses in the front ranks of their own forces as expendable shock troops.

LORE

Arcana DC 27: The first haureses were created from goristro demons that fell in combat defending Orcus. Experimented on for centuries to perfect their current form, haureses have no thought or memory of anything other than battle. These creatures relish their roles as leaders, frontline soldiers, and executioners in service to abyssal lords.

ENCOUNTERS

Haureses are typically found carrying out Orcus's orders, keeping company with balors, glabrezus, and mariliths. When at the head of armies, haureses lead large contingents of mezzodemons, armanites (page 104), and jovocs (page 121). Haureses are rarely seen outside the Abyss, although they have been known to range into the Underdark as advanced scouts. Their spiderlike form is seen as an affront to the demon queen Lolth, and other demon lords take pleasure in sending haureses against her drow and drider forces.



Haures	Level 20 Soldier	
Huge elemental humanoid (demon, spider, undead)	XP 2,800	
HP 191; Bloodied 95	Initiative +18	
AC 36, Fortitude 34, Reflex 32, Will 28	Perception +10	
Speed 8, climb 8 (spider climb)	Darkvision	
Immune disease, poison; Resist 15 necrotic; Vulnerable 10 radiant		
STANDARD ACTIONS		
⊕ War Pick (weapon) ◆ At-Will		
Attack: Melee 3 (one creature); +25 vs. AC		
Hit: 4d8 + 10 damage, and the target is marked until the end of the haures's next turn.		
⚡ Web Grab ◆ Recharge when first bloodied		
Attack: Close burst 3 (enemies in burst); +23 vs. Reflex		
Hit: The haures pulls each target 3 squares to a square adjacent to the haures, then uses <i>war pick</i> against each target.		
⚡ Necrotic Command (necrotic) ◆ Encounter		
Attack: Close burst 5 (enemies in burst); +23 vs. Will		
Hit: 4d8 + 9 necrotic damage.		
Effect: The target is marked until the end of the haures's next turn.		
MOVE ACTIONS		
Sudden Leap ◆ Recharge when first bloodied		
Effect: The haures shifts 8 squares.		
TRIGGERED ACTIONS		
⚡ Swift War Pick (weapon) ◆ At-Will		
Trigger: A creature marked by the haures shifts or makes an attack that does not include the haures.		
Attack (<i>Opportunity Action</i>): Melee 2 (triggering creature); +25 vs. AC		
Hit: 2d8 + 6 damage, and the target is immobilized (save ends).		
Variable Resistance ◆ 3/Encounter		
Trigger: The haures takes acid, cold, fire, lightning, or thunder damage.		
Effect (<i>Free Action</i>): The haures gains resist 15 to the triggering damage type until the end of the encounter or until it uses <i>variable resistance</i> again.		
Str 26 (+18)	Dex 23 (+16)	Wis 10 (+10)
Con 23 (+16)	Int 12 (+11)	Cha 8 (+9)
Alignment chaotic evil	Languages Abyssal	
Equipment 2 war picks		

HAURESSES IN COMBAT

A haures skitters into combat to assault the strongest melee combatants. Utterly fearless, the demon jumps into harm's way to surround itself with foes. A haures grudgingly shares the fight with allies only because it can't be everywhere at once.

HYDRODEMON

HYDRODEMONS ARE THE MOST SKILLED NAVIGATORS of the waters of the Blood River. Their clawed hands and feet are webbed, granting them an agility that allows them to swim the waters of the Blood Rift—perhaps the only sentient creatures that can.

LORE

Arcana DC 25: Hydrodemons resemble toads with their bulbous eyes and mucus-covered skin. The intricate glyphs and sigils that adorn their chests, arms, and legs speak to their ancient heritage and abyssal power. A hydrodemon stands ten feet tall, though it typically rests in a crouched position that allows it to strike from hiding.

Hydrodemons live as scavengers, hunters, and guides. Able to move through the waters of the Blood River, these lithe creatures freely explore where others cannot. Hydrodemons sell maps to gates and ruins they discover, as well as relics found while exploring the Blood Rift. The deals they offer at market in the city of Morglon-Daar (page 52)



HYDRODEMON



Hydrodemon	Level 16 Skirmisher	
Large elemental humanoid (aquatic, demon)	XP 1,400	
HP 158; Bloodied 79	Initiative +17	
AC 30, Fortitude 28, Reflex 29, Will 26	Perception +13	
Speed 6, swim 8	Darkvision	
TRAITS		
Aquatic		
The hydrodemon can breathe underwater. In aquatic combat, it gains a +2 bonus to attack rolls against nonaquatic creatures.		
STANDARD ACTIONS		
⚔ Claw ◆ At-Will		
Attack: Melee 1 (one creature); +21 vs. AC		
Hit: 4d8 + 6 damage.		
☹ Numbing Spittle (poison) ◆ At-Will		
Attack: Ranged 10 (one creature); +19 vs. Reflex		
Hit: 2d10 + 10 poison damage, and the target is slowed until the end of its next turn.		
⚡ Swift Strike ◆ At-Will		
Effect: The hydrodemon shifts 6 squares while ignoring difficult and hindering terrain, then uses <i>claw</i> .		
⚡ Runeblast Leap (force) ◆ Recharge when first bloodied		
Attack: Close burst 2 (enemies in burst); +19 vs. Reflex		
Hit: 2d10 + 12 force damage, and the hydrodemon pushes the target 1 square. The hydrodemon then shifts 6 squares, ignoring difficult and hindering terrain.		
TRIGGERED ACTIONS		
Defensive Pounce ◆ Recharge [3]		
Trigger: A melee attack hits the hydrodemon.		
Effect (<i>Immediate Interrupt</i>): The hydrodemon shifts 6 squares.		
Variable Resistance ◆ 2/Encounter		
Trigger: The hydrodemon takes acid, cold, fire, lightning, or thunder damage.		
Effect (<i>Free Action</i>): The hydrodemon gains resist 15 to the triggering damage type until the end of the encounter or until it uses <i>variable resistance</i> again.		
Str 19 (+12)	Dex 24 (+15)	Wis 20 (+13)
Con 22 (+14)	Int 12 (+9)	Cha 9 (+7)
Alignment chaotic evil Languages Abyssal		

are rarely as good as they seem. In many cases, a hydrodemon has only the barest understanding of the objects it discovers, and it is as likely to demand a fortune for a piece of junk as to sell a rare and powerful relic for a few soul larvae. A savvy adventurer with an alert eye and a knowledge of abyssal history can sometimes gain worthwhile items and maps in a trade with a hydrodemon.

ENCOUNTERS

Hydrodemons accompany any creature willing to pay them for travel through the Blood Rift, acting as couriers and scouts for demon lords and explorers alike. Like most other demons of Morglon-Daar, hydrodemons are self-centered mercenaries willing to undertake almost any task for the highest bidder. Unlike other demons for hire, however, hydrodemons develop and nurture their own elaborate schemes for gaining power and fortune.

HYDRODEMONS IN COMBAT

A cunning hydrodemon is adroit at setting up ambushes to cripple or slow its enemies. Able to pounce from a distance, a hydrodemon launches its lengthy form at an enemy, hoping to keep combatants off balance or push them into nearby water. The Blood River is a hydrodemon's best ally, and few other demons challenge this toadlike creature on or alongside the river's flow.

INCUBUS

DARK-EYED STRANGERS LURKING in twilight shadows are to be avoided by young mortals, who must have the wisdom to bar their windows to handsome vagabonds calling from the street below. An incubus stalks the mortal target of its fiendish desire, shifting between forms of mortal, beast, and dream until it catches and savages its quarry.

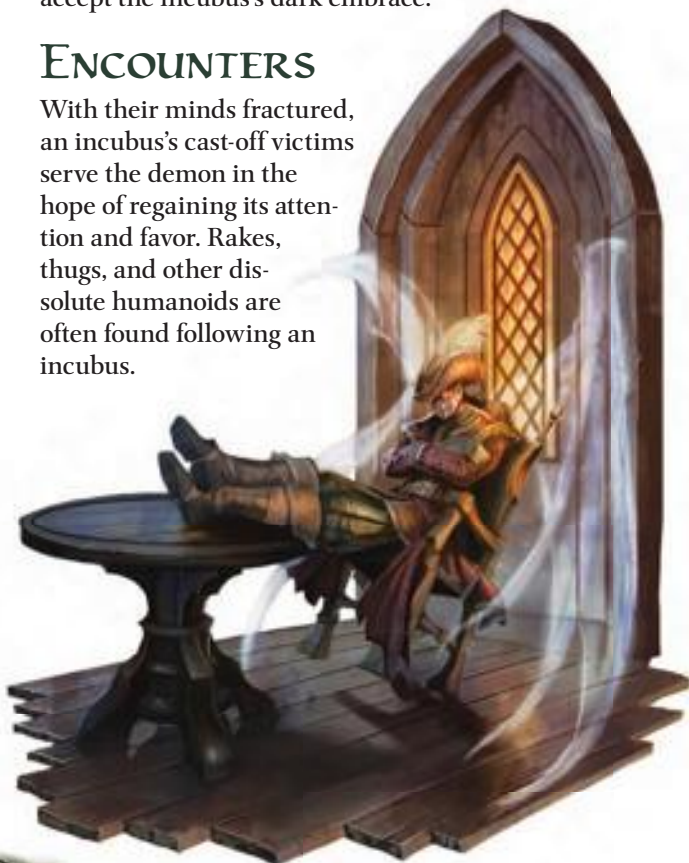
LORE

Arcana DC 19: When he was an archdevil, Graz'zt invaded the Abyss with his infernal armies, bringing along his palace servants, retainers, and harem of succubi. By the time the Dark Prince had laid claim to his first abyssal layer, the plane's corrupting power had already begun to influence his followers. The devilish succubi were transformed into the first incubi, extending *change shape* to take the forms of beasts as a reflection of their newly chaotic nature.

Serving as scouts and assassins for the Dark Prince, the incubi soon became Graz'zt's primary forces in the mortal realm. In the world, their skills are uniquely shaped to the corruption and trickery that is the demon lord's forte. Although an incubus can control a mortal host at a distance, its power can be partly blocked at a site consecrated against evil. The demon thus attempts to obtain a creature's trust by inhabiting its dreams, convincing it to willingly accept the incubus's dark embrace.

ENCOUNTERS

With their minds fractured, an incubus's cast-off victims serve the demon in the hope of regaining its attention and favor. Rakes, thugs, and other dis-solute humanoid are often found following an incubus.



Incubus	Level 9 Lurker
Medium elemental humanoid (demon, shapechanger)	XP 400
HP 83; Bloodied 41	Initiative +13
AC 23, Fortitude 22, Reflex 21, Will 22	Perception +4
Speed 8, fly 4 (clumsy)	Darkvision
TRAITS	
Bloodied Invigoration	
When the incubus is bloodied, it gains a +5 bonus to attack rolls and deals 5 extra damage against a creature it has dominated during the encounter.	
STANDARD ACTIONS	
Ⓢ Clutching Claw ◆ At-Will	
Requirement: The incubus must not have a creature grabbed.	
Attack: Melee 1 (one creature); +14 vs. AC	
Hit: 3d8 + 4 damage, and the incubus grabs the target.	
Ⓡ Lover's Bite ◆ At-Will	
Attack: Melee 1 (one creature grabbed by the incubus); +14 vs. AC	
Hit: 3d6 + 8 damage, and the target is dazed until the end of the incubus's next turn.	
Ⓢ Dream Control (charm) ◆ Recharge ☼ ☼	
Attack: Ranged 10 (one creature); +12 vs. Will	
Hit: The incubus enters the target's body and mind. The incubus is removed from play, and the target is dominated (save ends). On each of its turns, the incubus can use its move action to use one of the target's normal movement modes and its standard action to use one of the target's at-will powers. When the target saves against this effect, the incubus reappears in a square adjacent to the target or in the nearest unoccupied square.	
MINOR ACTIONS	
Ⓢ Change Shape (polymorph) ◆ At-Will	
Effect: The incubus can alter its physical form to appear as a Medium humanoid or any Medium or Large beast until it attacks, until it uses <i>change shape</i> again, or until it drops to 0 hit points. The incubus retains its statistics in its new form. Its clothing, armor, and other possessions do not change. To assume a specific individual's form, the incubus must have seen that individual. Other creatures can make a DC 31 Insight check to discern that the form is a disguise.	
TRIGGERED ACTIONS	
Variable Resistance ◆ 2/Encounter	
Trigger: The incubus takes acid, cold, fire, lightning, or thunder damage.	
Effect (Free Action): The incubus gains resist 5 to the triggering damage type until the end of the encounter or until it uses <i>variable resistance</i> again.	
Skills Bluff +15, Intimidate +15, Stealth +14	
Str 21 (+9)	Dex 20 (+9) Wis 11 (+4)
Con 23 (+10)	Int 18 (+8) Cha 22 (+10)
Alignment chaotic evil Languages Abyssal, Common	

INCUBI IN COMBAT

An incubus hunts the wilds in beast form, in which it might be taken for a lycanthrope or other worldly shapechanger. In humanoid form, it stalks city streets and rural crossroads, preying on the naive and innocent. An incubus targets a creature it desires, then follows that creature to its home. In dark dreams, the demon corrupts its quarry before consuming its body and soul.

IXITXACHITL

THE AQUATIC IXITXACHITLS are the faithful servants of Demogorgon, dwelling throughout the natural world. These fiendish manta rays have a hunger for mortal flesh that is never satisfied.

LORE

Nature DC 17: Legend has it that Demogorgon created the manta rays when he was a primordial. The rays' loyal descendants followed him into the Abyss and were corrupted, becoming the ixitxachitls. Weak by the standards of most other abyssal creatures, these fiendish rays dwell in protected areas of the Brine Flats (page 69) and in the mortal world, where they control huge areas of ocean in Demogorgon's name.



ENCOUNTERS

Though they freely ally with aquatic undead not beholden to Orcus, ixitxachitls prefer to work with their own kind. Ixitxachitls despise sahuagin, and ally with any creatures that fight the sea devils.

IXITXACHITL DEMON RAY

In undersea coral cityscapes, these demon rays darken the water with blood from a thousand sacrifices.

Ixitxachitl Demon Ray		Level 3 Skirmisher
Medium elemental magical beast (aquatic, demon)		XP 150
HP 45; Bloodied 22	Initiative +7	
AC 17, Fortitude 12, Reflex 18, Will 15	Perception +3	
Speed 0, fly 5 (hover), swim 8	Darkvision	
TRAITS		
Aquatic		
The demon ray can breathe underwater. In aquatic combat, it gains a +2 bonus to attack rolls against nonaquatic creatures.		
Circle the Prey		
Slowed creatures cannot make opportunity attacks against the demon ray.		
STANDARD ACTIONS		
⬇ Bite ♦ At-Will		
Attack: Melee 1 (one creature); +8 vs. AC		
Hit: 1d8 + 6 damage.		
⬇ Tail Barbs (poison) ♦ Recharge when first bloodied		
Attack: Melee 1 (one creature); +6 vs. Fortitude		
Hit: 1d6 + 5 damage plus 1d6 poison damage, and the target is slowed until the end of its next turn.		
Skills Acrobatics +10, Athletics +9, Stealth +10		
Str 16 (+4)	Dex 18 (+5)	Wis 15 (+3)
Con 13 (+2)	Int 15 (+3)	Cha 10 (+1)
Alignment chaotic evil Languages Abyssal		

IXITXACHITL DEMON RAYS IN COMBAT

Few aquatic species are as cunning as ixitxachitls, which strike from hiding in silt clouds and beds of noxious weeds.

IXITXACHITL PRIEST

The most faithful servants of the Prince of Demons in the mortal realm, ixitxachitl priests torture, kill, and sacrifice for the glory of Demogorgon.

Ixitxachitl Priest		Level 5 Controller (Leader)
Medium elemental magical beast (aquatic, demon)		XP 200
HP 66; Bloodied 33	Initiative +5	
AC 19, Fortitude 19, Reflex 17, Will 17	Perception +6	
Speed 0, fly 5 (hover), swim 8	Darkvision	
TRAITS		
⚡ Demogorgon's Blessing ♦ Aura 2		
Allies within the aura gain a +5 bonus to damage rolls.		
Aquatic		
The ixitxachitl priest can breathe underwater. In aquatic combat, it gains a +2 bonus to attack rolls against nonaquatic creatures.		
STANDARD ACTIONS		
⬇ Bite ♦ At-Will		
Attack: Melee 1 (one creature); +8 vs. Fortitude		
Hit: 1d10 + 7 damage, and the target is dazed until the end of the ixitxachitl's priest's next turn.		
⬇ Vampiric Fangs ♦ Recharge ☞ ☞		
Attack: Melee 1 (one dazed creature); +10 vs. AC		
Hit: The target loses a healing surge and is weakened until the end of its next turn.		
Skills Acrobatics +10, Arcana +10, Athletics +9		
Str 15 (+4)	Dex 16 (+5)	Wis 19 (+6)
Con 18 (+6)	Int 17 (+5)	Cha 14 (+4)
Alignment chaotic evil Languages Abyssal		

IXITXACHITL PRIESTS IN COMBAT

An ixitxachitl priest uses *vampiric fangs* as often as possible, draining a victim's vitality as it is sacrificed in Demogorgon's name.

JARRLAK

THE MANIFESTATION OF KILLING COLD, a jarrlak is an implacable creature that freezes the life from its victims. These intelligent ice demons have a sadistic nature equaled only by their hunger for power. A jarrlak delights in trapping its foes in a frigid tomb, toying with them before the inevitable end.

LORE

Arcana DC 29: As devastating as a jarrlak is on the battlefield, these demons are more feared for their habit of stealing select survivors from the aftermath of combat. Dragging victims back to its ice caves, the jarrlak encases them in ice to watch them slowly expire. In a jarrlak's clutches, a mortal can linger for decades this way, enduring horrid torment. If rescued, a frozen victim appears not to have aged a day since being captured.

ENCOUNTERS

As opportunists with a thirst for domination, jarrlaks ally with powerful spellcasters and demon lords that allow them to rule over specific territories. Some jarrlaks venture into the world on their own, hoping to establish personal dominions in areas of frost and snow.



Jarrrlak	Level 22 Controller	
Large elemental magical beast (demon)	XP 4,150	
HP 207; Bloodied 103	Initiative +11	
AC 36, Fortitude 34, Reflex 32, Will 35	Perception +23	
Speed 6	Low-light vision	
Resist 15 cold; Vulnerable 10 fire		
STANDARD ACTIONS		
⚡ Frost Tusks (cold) ◆ At-Will		
Attack: Melee 2 (one creature); +25 vs. Fortitude		
Hit: 4d10 + 8 cold damage, and the target is slowed (save ends).		
⚡ Frigid Tomb (cold) ◆ Recharge 2, 3, 4		
Attack: Close blast 5 (one creature in blast); +25 vs. Fortitude		
Hit: 5d8 + 10 cold damage, and the target is slowed (save ends).		
First Failed Saving Throw: The target is immobilized (save ends).		
Second Failed Saving Throw: The target instead becomes entombed in ice (save ends). While entombed, the target is immobilized, and the next time it takes damage, it drops to 0 hit points.		
Glacier Wall (cold) ◆ Encounter		
Effect: The jarrrlak creates an area wall 8 within 20 squares that lasts until the end of the encounter or until the wall is destroyed. The solid wall of ice can be up to 4 squares high. The wall blocks line of sight and line of effect, and it can be attacked. Any creature that starts its turn adjacent to the wall takes 15 cold damage. The wall has the jarrrlak's defenses, and each square of the wall has 20 hit points. The wall has resist 15 cold and vulnerable 10 fire.		
TRIGGERED ACTIONS		
⚡ Numbing Frost ◆ Encounter		
Trigger: The jarrrlak is first bloodied.		
Effect (Free Action): Each enemy within 5 squares of the jarrrlak gains vulnerable 15 cold (save ends).		
Skills Arcana +21		
Str 22 (+17)	Dex 11 (+11)	Wis 24 (+18)
Con 23 (+17)	Int 20 (+16)	Cha 17 (+14)
Alignment chaotic evil		Languages Abyssal, Common

JARRLAKS IN COMBAT

A jarrrlak fights methodically, engaging each of its enemies with a patient and deadly purpose. The demon uses abyssal ice to encase enemies or block off routes of escape, freezing each foe before moving on to the next.

THIS DIMINUTIVE DEMON looks as though it might be a child or a halfling by its size. But once a traveler treads within killing range, a jovoc's dead gaze gives away its true nature. Its eyes are black pools of inky darkness bulging from its rotting skull, and its skin is charred black. Its mouth stretches into an impossibly wide grin as it sizes up its prey.

LORE

Arcana DC 21: Jovocs are spawned from the gloom and despair of the Elemental Chaos. They live to create strife, willingly serving in the vanguard of demon armies as they throw themselves against more powerful foes. Used as scouts and lookouts for demons on the march, a jovoc's presence in the world is often a harbinger of a larger invasion.



Jovoc		Level 10 Skirmisher
Small elemental humanoid (demon)		XP 500
HP 109; Bloodied 54	Initiative +12	
AC 23, Fortitude 22, Reflex 23, Will 21	Perception +13	
Speed 6	Darkvision	
Resist half damage from opportunity attacks		
TRAITS		
☀ Retribution Aura ◆ Aura 2		
Whenever the jovoc takes damage, each nonjovoc creature within its aura takes 4 damage, or 8 damage while the jovoc is bloodied. Creatures within more than one <i>retribution aura</i> take damage for each aura.		
STANDARD ACTIONS		
⊕ Claw ◆ At-Will		
Attack: Melee 1 (one creature); +15 vs. AC		
Hit: 1d10 + 5 damage.		
⊕ Jovoc Fury ◆ Recharge when first bloodied		
Effect: The jovoc uses <i>claw</i> twice.		
MINOR ACTIONS		
⊕ Bite ◆ Recharge when the jovoc hits using <i>claw</i>		
Attack: Melee 1 (one creature); +15 vs. AC		
Hit: 1d6 + 5 damage.		
TRIGGERED ACTIONS		
Variable Resistance ◆ Encounter		
Trigger: The jovoc takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): The jovoc gains resist 10 to the triggering damage type until the end of the encounter.		
Skills Acrobatics +15, Stealth +15		
Str 15 (+7)	Dex 21 (+10)	Wis 17 (+8)
Con 21 (+10)	Int 7 (+3)	Cha 7 (+3)
Alignment chaotic evil Languages Abyssal		

ENCOUNTERS

Intelligent demon commanders recognize the value of jovocs in their forces, particularly when combined with ranged and area attacks. Jovocs rarely fight in close quarters with other creatures, since they are as likely to harm allies as enemies. Mariliths and other commanders typically lead bands of jovocs in battle, maintaining them in safe formations by threat and torture. Vrocks and other flying demons make great use of the havoc caused by a jovoc war band, staying aloft to avoid the creatures' destructive aura, then swooping down to harry opponents that try to flee the jovocs' assault.

JOVOCS IN COMBAT

Jovocs are fast, mobile ambushers that adopt a hit-and-run strategy when fighting larger foes. Although they are relatively weak in single combat, their *retribution aura* makes them lethally effective in groups. As each jovoc is hit, it tries to maximize the amount of damage it does to its foes, moving through the thick of combat to draw more enemy attacks.

KOSTCHTCHIE

KOSTCHTCHIE IS CALLED THE PRINCE OF WRATH for his destructive rages. Once a mighty frost giant lord and conqueror of vast stretches of the Elemental Chaos, Kostchtchie is driven to destroy by a near-mindless hatred. He has slain several lesser demon lords, and only his limited intellect has prevented him from spreading destruction across the Abyss.

LORE

History DC 33: Kostchtchie was once a king among the frost giants. With the help of the *Maul of Brutal Endings*, he challenged the elders of his frost giant tribe, quickly slaughtering his way to dominance.

The Prince of Wrath was said to possess an unnatural talent for leading his tribe to ancient treasures, forgotten tombs, and other locations that harbored powerful magic weapons. He and his followers traveled aboard a flying machine called the *Ark of Kwalish*, with which he launched a devastating raid against the City of Brass.

Kostchtchie's final act as a mortal was a daring raid against the Scalding Mountain—a volcano that rumbles in the Elemental Chaos. He and his followers defeated the devils that guarded that place. Kostchtchie alone entered the volcano's burning core in search of ancient artifacts, but he did not emerge from it. His followers scattered to the winds, and the creatures of the Elemental Chaos breathed a sigh of relief at the end of his reign.

That relief was short-lived. Soon after, Kostchtchie appeared in the Abyss, larger and more powerful than ever. The newly made demon lord quickly conquered the Iron Wastes, where huge numbers of his frost giant allies have since joined him in his citadel of ice. From there, Kostchtchie has launched a crusade against the Abyss. Three minor demon lords have already fallen to the *Maul of Brutal Endings*, and the Prince of Wrath grows stronger each day.

KOSTCHTCHIE IN COMBAT

Even compared to other demon lords, Kostchtchie is an avatar of raw destruction. The former frost giant begins each battle in a howling berserker rage that grows in intensity with each injury he takes. The number of demon lords that have fallen to his maul is a testament to Kostchtchie's overwhelming ferocity. Orcus and Demogorgon are said to avoid direct confrontation with the Prince of Wrath, at least for now. Kostchtchie's rivals know that they will face a final reckoning some day, but they are content to allow him to crush lesser abyssal powers until then.

Kostchtchie		Level 31 Solo Brute
Huge elemental humanoid (demon)		XP 115,000
HP 1,164; Bloodied 582	Initiative +25	
AC 43, Fortitude 45, Reflex 40, Will 44	Perception +22	
Speed 8, teleport 6	Darkvision	
Resist 15 cold		
Saving Throws +5; Action Points 2		
TRAITS		
Speed of Wrath		
Kostchtchie takes a turn on his initiative check result and on his initiative check result -10. He has a full set of actions on each of his turns, and his ability to take an immediate action refreshes on each turn.		
STANDARD ACTIONS		
⊕ Maul of Brutal Endings (weapon) ⊕ At-Will		
Attack: Melee 4 (one creature); +36 vs. AC		
Hit: 3d10 + 20 damage, and Kostchtchie slides the target 4 squares and knocks it prone. This attack scores a critical hit on a roll of 18-20.		
⊖ Sweeping Maul ⊕ Recharge ☹☹		
Effect: Kostchtchie makes a <i>maul</i> attack against each enemy within 4 squares of him.		
↶ Roar of the Tundra (cold, zone) ⊕ Recharge when this power's zone ends (see below)		
Attack: Close blast 5 (creatures in blast); +34 vs. Reflex		
Hit: 4d10 + 20 cold damage, and the target is immobilized (save ends).		
Miss: Half damage.		
Effect: The blast creates a zone that lasts until the end of the encounter. Any enemy that starts its turn within the zone is slowed (save ends). As a minor action, Kostchtchie can move the zone 6 squares. Any creature within the zone when Kostchtchie moves it is teleported to a space within the zone's new location after he moves it. If the zone ends for any reason before the end of the encounter, this power recharges.		
MOVE ACTIONS		
⊕ Leap of Wrath ⊕ Recharge ☹☹☹☹		
Effect: Kostchtchie jumps 12 squares, clearing up to 8 squares of height.		
TRIGGERED ACTIONS		
⊕ Boundless Rage ⊕ At-Will		
Requirement: Kostchtchie must be bloodied.		
Trigger: An enemy ends its turn within 4 squares of Kostchtchie.		
Effect (Free Action): Kostchtchie makes a <i>maul</i> attack against the triggering enemy.		
⊕ Wrathful Rebuke ⊕ At-Will		
Trigger: Kostchtchie is hit by an attack.		
Effect (Immediate Reaction): Kostchtchie makes a <i>maul</i> attack against the triggering attacker.		
Variable Resistance ⊕ 3/Encounter		
Trigger: Kostchtchie takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): Kostchtchie gains resist 30 to the triggering damage type until the end of the encounter or until he uses <i>variable resistance</i> again.		
Volcanic Fury		
Trigger: Kostchtchie scores a critical hit.		
Effect (No Action): Kostchtchie regains 1 action point he has already used in this encounter.		
Skills Athletics +37, Intimidate +28		
Str 44 (+32)	Dex 30 (+25)	Wis 14 (+17)
Con 35 (+27)	Int 9 (+14)	Cha 27 (+23)
Alignment chaotic evil		Languages Common, Abyssal, Giant
Equipment <i>Maul of Brutal Endings</i>		

ENCOUNTERS

The Prince of Wrath despises most lesser demons and other denizens of the Abyss. Frost giants, white dragons, and other creatures of elemental cold are his soldiers, his servants, and his allies.

KOSTCHTCHIE SECRETS

Most folk might welcome the rise of a demon lord bent on slaughtering its own kind. But Kostchtchie is merely a pawn in a much larger game. It was Iggwilv the Witch Queen who set the frost giant king along his path to demonhood, and who continues to manipulate him. With her subtle guidance, Kostchtchie grows more powerful as he wages war against other demon lords. If he ever succeeds in conquering the Abyss, Iggwilv stands ready to snatch away the fruits of his victory.

In his youth, Kostchtchie was mocked for his capriciousness and leaden intellect. Although strong, he lacked the cunning of the most powerful berserkers of the frost giant clans. For the crime of killing one of his tormentors, he was banished from his tribe. He he wandered the frozen wastes, until one day he came across a small hut built at the base of a towering glacier.

There, Kostchtchie met the Witch Queen. Iggwilv had foreseen the frost giant's fate, but saw also that a far greater destiny lay before him. Iggwilv granted Kostchtchie two gifts—the mighty *Maul of Brutal Endings*, and the cacodemon essence of a slain fiend whose intellect she had corrupted.

Possessed by this powerful demonic entity in Iggwilv's control, Kostchtchie began his rise to power, compelled to obey her every secret command. At her behest, he rampages through the Abyss to challenge more demon lords, increasing his strength.

Eventually, Iggwilv believes that the Prince of Wrath will have the power to crush Orcus and Demogorgon. When that happens, Kostchtchie will command the entirety of the Abyss—at which point, Iggwilv will seize that prize from her thrall, becoming the most powerful being in the cosmos.

As yet, no one has confirmed Iggwilv's connection to Kostchtchie, though Graz'zt sees the influence of some greater intellect in the frost giant's tactics. None of the demon lords dare to challenge Kostchtchie directly. Even if the Prince of Wrath were to fall, his foe would be left weak enough that other enemies might quickly overwhelm the victor.

Kostchtchie thus grows stronger with each passing year. By banding together, the lords of the Abyss or the gods of the Astral Sea might stop him. However, by the time those always-feuding entities decide to do so, it might already be too late.



KOSTCHTCHIE



KOSTCHTCHIE'S CULT

Kostchtchie is a relatively new demon lord, and his cults are small and limited in scope. Savage warriors of the frozen tundra pay him fealty, as do creatures that seek raw power and strength in the fury of battle. His former frost giant tribe continues to venerate him, and a growing number of hill giants, ogres, and trolls carry his symbol—a red hammer on a black field.

KOSTCHTCHIE OUT OF COMBAT

Anyone unfortunate enough to encounter Kostchtchie must usually fight him, but the Prince of Wrath sometimes gives his victims a chance to speak before crushing them. Though Kostchtchie is physically powerful, he has the mind of a child, and he is prone to petulant outbursts and fits of rage. Unlike those of most children, Kostchtchie's tantrums can leave whole cities in ruins.

Kostchtchie loves flattery: Diplomacy and Bluff are excellent skills to use against his anger. Intimidate can be effective, but use a minimum DC 40 check to represent the overwhelming challenge of cowing the Prince of Wrath. When such an attempt succeeds, it wins Kostchtchie's respect with its audacity.

Kostchtchie has been known to spare creatures that amuse him. Acrobatics or History checks made to entertain the demon lord can calm his rage.

MAHATAA

THESE POWERFUL MUD DEMONS are thought to have been born from elementals transformed during the first moments of the Abyss's creation. Unruly creatures that crave pure destruction, mahataas have retained much of their elemental nature.

LORE

Arcana DC 33: Fiercely autonomous, a mahataa can be bound for a short time, but it can never truly be tamed. Few mahataas can be cowed or coerced into the service of demon lords, but those that do serve make terrifying assassins and shock troops. Some scholars believe that this willful independence is a ruse, however, and more than one demon lord suspects that large numbers of its mahataa servants are actually agents, spies, and assassins for the Elder Elemental Eye.

Mahataa	Level 28 Lurker
Medium elemental humanoid (blind, demon)	XP 13,000
HP 203; Bloodied 101	Initiative +27
AC 42, Fortitude 41, Reflex 41, Will 38	Perception +26
Immune blinded, gaze; Resist 15 fire	
Speed 8; burrow 8	Blind, blindsight 10
TRAITS	
☀ Boiling Earth (fire) ◆ Aura 3	
Whenever the mahataa is not burrowing, squares within its aura are difficult terrain, and any creature that ends its turn within the aura takes 15 fire damage.	
Earth Meld	
The mahataa can shift or charge while burrowing.	
STANDARD ACTIONS	
⬇ Mud Claw ◆ At-Will	
Attack: Melee 1 (one creature); +33 vs. AC	
Hit: 2d10 + 9 damage, and the target is slowed (save ends).	
⬇ Bursting Bite ◆ Recharge ☑ ☑ ☑	
Requirement: The mahataa must be burrowing.	
Effect: The mahataa ends its move above the ground, and makes the following attack.	
Attack: Melee 1 (one creature); +31 vs. Fortitude	
Hit: 2d10 + 9 damage, and the target is stunned until the end of its next turn.	
⬅ Earth Eruption ◆ Recharge when first bloodied	
Requirement: The mahataa must be burrowing.	
Effect: The mahataa shifts 3 squares, ending that move above the ground, and makes the following attack.	
Attack: Close burst 3 (enemies in burst); +31 vs. Reflex	
Hit: 3d10 + 9 damage, and the target falls prone and is slowed (save ends).	
TRIGGERED ACTIONS	
Variable Resistance ◆ 2/Encounter	
Trigger: The mahataa takes acid, cold, fire, lightning, or thunder damage.	
Effect (Free Action): The mahataa gains resist 20 to the triggering damage type until the end of the encounter or until it uses variable resistance again.	
Skills Stealth +28	
Str 27 (+22)	Dex 28 (+23)
Con 29 (+23)	Int 15 (+16)
	Cha 10 (+14)
Wis 24 (+21)	
Alignment chaotic evil	Languages Abyssal

ENCOUNTERS

Although mahataas prefer fighting alongside their own kind, they are also opportunistic. The muddy creatures make short-term hunting pacts with powerful demons if doing so is the only way to reach a desirable quarry. They also pair with other elemental creatures, particularly those with an aspect of elemental stone. More often than not, such alliances end with the mahataas attacking their allies out of sheer capriciousness.

MAHATAAS IN COMBAT

A mahataa swims through the mud, stone, and muck of the Abyss in constant search of prey. Hunting underground, a mahataa bursts from the earth and attacks creatures less powerful than it is. After its initial assault, the mud demon uses its superior burrowing abilities to escape into the ground again, reappearing where its prey is most vulnerable.

Though unruly and chaotic, mahataas rarely fight alone, preferring to hunt with other mahataas. While in a group, the mud creatures never give away their true numbers, with one or more remaining underground while the others attack above.



ARNIE SWEKEL

MALGODEMON

THESE MONSTROUS ENFORCERS are said to be forged of abyssal stone and raw fury, serving demons and mortals alike as mindless muscle.

LORE

Arcana DC 23: Malgodemons are slow-witted and servile, but their legendary greed makes them poor allies. A malgodeemon offered a bribe is likely to abandon its master unless another less easily swayed ally is on hand to violently remind it of its allegiance.

MALGODEMON THUG

A malgodeemon thug's thirst for violence is equaled only by its inability to tell friend from foe.

Malgodeemon Thug	Level 13 Brute
Large elemental humanoid (demon)	XP 800
HP 143; Bloodied 71	Initiative +7
AC 25, Fortitude 26, Reflex 23, Will 24	Perception +8
Speed 8, fly 6	Low-light vision
STANDARD ACTIONS	
⚔ Claw ♦ At-Will	
Attack: Melee 2 (one creature); +18 vs. AC Hit: 2d10 + 7 damage.	
⚔ Flinging Claw ♦ At-Will	
Attack: Melee 2 (one creature); +18 vs. AC Hit: 2d10 + 10 damage, and the malgodeemon slides the target 2 squares and knocks it prone. If the target ends this movement adjacent to one or more of its allies, the malgodeemon makes a secondary attack. Secondary Attack: Close burst 1 centered on the primary target (allies of primary target in burst); +16 vs. Fortitude Hit: 1d10 damage, and the secondary target falls prone.	
⚔ Shake Down ♦ Recharge [3]	
Requirement: The malgodeemon must not have a creature grabbed. Attack: Melee 2 (one creature); +18 vs. AC Hit: 3d10 + 10 damage, and the malgodeemon grabs the target. While the malgodeemon has the target grabbed, the target is restrained. Aftereffect: When the grab ends, the target falls prone and takes 10 damage.	
TRIGGERED ACTIONS	
Stone's Endurance ♦ Encounter	
Trigger: The malgodeemon is first bloodied. Effect (Free Action): The malgodeemon gains 40 temporary hit points.	
Variable Resistance ♦ 2/Encounter	
Trigger: The malgodeemon takes acid, cold, fire, lightning, or thunder damage. Effect (Free Action): The malgodeemon gains resist 10 to the triggering damage type until the end of the encounter or until it uses variable resistance again.	
Skills Athletics +17, Intimidate +11	
Str 22 (+12)	Dex 13 (+7) Wis 15 (+8)
Con 19 (+10)	Int 8 (+5) Cha 10 (+6)
Alignment chaotic evil Languages Abyssal	



ENCOUNTERS

Raavastas (see *Manual of the Planes*, page 136) make extensive use of malgodeemons as muscle, but team them with quasits or mezzodemons to keep them in check.

MALGODEMON THUGS IN COMBAT

A thug sends foes flying with its brutal assault, then quickly finishes off prone targets.

MANE

FEEBLE-MINDED SERVITORS with no will of their own, manes are among the lowest and most wretched of demonkind. Though they respond to their masters' commands in Abyssal, their shrieking babble only barely approximates speech. Adventurers who have faced an attack by these creatures learn to fear that shrill din.

Packs of shrieking manes are common in the front ranks of demonic forces across the Abyss and in the mortal realm—and are often the last thing inexperienced adventurers facing such an assault ever see.

LORE

Arcana DC 15: Born of chaotic filth and abyssal detritus, the weak and pitiful manes are the servants of other demons. However, these lowly creatures possess a trait greatly feared by others of their kind. Of the myriad varieties of demons in the Abyss, manes are most likely to be spontaneously consumed and reborn as demon lords (see “Spontaneous Ascension,” page 15).

Knowing this, existing demon lords go to extreme lengths to keep the population of manes in check, typically by ordering them into battles they have no

chance of winning. When the Blood War raged, it was common for tens of thousands of manes to be sacrificed in a single engagement. With that conflict in a state of truce, the population of manes in the Abyss has increased dramatically. Packs of manes without masters have been known to band together for security, and demon lords and their lieutenants keep a keen eye out for such creatures, dispatching them quickly.

Mane		Level 3 Minion Brute
Small elemental humanoid (demon)		XP 38
HP 1; a missed attack never damages a minion.	AC 15, Fortitude 16, Reflex 14, Will 15	Initiative +3 Perception +4
Speed 4		Low-light vision
STANDARD ACTIONS		
Ⓜ Claw ◆ At-Will		
Attack: Melee 1 (one creature); +8 vs. AC Hit: 5 damage.		
TRIGGERED ACTIONS		
⚡ Death Burst (acid)		
Trigger: The mane drops to 0 hit points. Attack (No Action): Close burst 2 (enemies in burst); +6 vs. Reflex Hit: 10 acid damage.		
Variable Resistance ◆ Encounter		
Trigger: The mane takes acid, cold, fire, lightning, or thunder damage. Effect (Free Action): The mane gains resist 10 to the triggering damage type until the end of the encounter.		
Str 10 (+1)	Dex 15 (+3)	Wis 16 (+4)
Con 19 (+5)	Int 4 (-2)	Cha 6 (-1)
Alignment chaotic evil	Languages understands Abyssal	

ENCOUNTERS

At the bottom of the hierarchy of demonkind, manes typically toil as slaves or are conscripted into fiendish armies. Their reputation for weakness is as well known as their ability to be commanded, and other demons use them as servants, couriers, and battle fodder, and for blood sport.

MANES IN COMBAT

Though they are consistently slow and stupid, manes are remarkably effective in mass combat. They obey their masters without question, recklessly sacrificing themselves to assist more powerful allies.



MAVAWHAN

THE VICIOUS MAVAWHANS once flew in great flocks in the skies above the Iron Wastes. Since the coming of Kostchtchie, they have spread across the Abyss and into the world. Mavawhans are known for their single-minded fury, and for the magic that turns their victims into statues of living ice.

LORE

Arcana DC 27: Though great numbers of mavawhans still dwell in the Iron Wastes, their numbers have steadily dwindled since the rise of Kostchtchie. The Prince of Wrath despises demonkind, and he seeks to slaughter or enslave the mavawhans at every opportunity. Those demons that remain free are more than willing to serve as guides for explorers in the Iron Wastes, and can prove invaluable in avoiding the hazards of that layer.

A creature turned to ice by a mavawhan can be cured by Remove Affliction or any other process that ends normal petrification. A victim can also be restored by being washed in mavawhan blood. This process takes thirty minutes and requires a DC 27 Arcana check.

ENCOUNTERS

Mavawhans are vicious marauders that prefer to hunt and fight on their own. They have an affinity for other creatures of cold, including jarrlaks (page 120), elementals, and frost giants not in the service of Kostchtchie (page 122).



MAVAWHANS IN COMBAT

Mavawhans stay in constant motion, striking new targets each turn in the hope of transforming as many foes as possible into living ice.

Mavawhan	Level 19 Skirmisher
Medium elemental humanoid (demon)	XP 2,400
HP 180; Bloodied 90	Initiative +17
AC 32, Fortitude 31, Reflex 32, Will 30	Perception +18
Speed 6, fly 6 (hover)	Low-light vision
Resist 10 cold	
TRAITS	
Blizzard Soul	
At the start of each of the mavawhan's turns, it slides each enemy adjacent to it 1 square.	
STANDARD ACTIONS	
⊕ Claw (cold, poison) ◆ At-Will	
Attack: Melee 1 (one creature); +24 vs. AC	
Hit: 6d6 + 5 cold and poison damage.	
⊖ Ice-Venom Talons (cold, poison) ◆ At-Will	
Attack: Melee 1 (one creature); +24 vs. AC	
Hit: 4d6 + 5 damage, and the target takes ongoing 10 cold damage and is slowed (save ends both).	
First Failed Saving Throw: The target takes ongoing 15 cold damage and is immobilized (save ends both).	
Second Failed Saving Throw: The target is petrified, but turned into ice instead of stone.	

- ◀ **Icy Blast** (cold) ◆ **Encounter**
- Attack: Close blast 5 (creatures in blast); +22 vs. Fortitude
- Hit: 4d8 + 8 cold damage, and the area of the blast becomes difficult terrain until the end of the encounter.
- MOVE ACTIONS**
- Wing Burst** ◆ **At-Will**
- Effect: The mavawhan shifts 3 squares.
- TRIGGERED ACTIONS**
- Variable Resistance** ◆ **2/Encounter**
- Trigger: The mavawhan takes acid, cold, fire, lightning, or thunder damage.
- Effect (Free Action): The mavawhan gains resist 10 to the triggering damage type until the end of the encounter or until it uses variable resistance again.
- Skills** Perception +18, Stealth +20
- Str** 21 (+14) **Dex** 23 (+15) **Wis** 19 (+13)
- Con** 20 (+14) **Int** 6 (+7) **Cha** 10 (+9)
- Alignment** chaotic evil **Languages** Abyssal

NABASSU

WHERE THE ABYSS CONNECTS to the mortal world, explorers and sages inevitably seek out the illicit power of that plane. Nabassu demons depend on this thirst for knowledge and power. Peering through the gates of the Plain of a Thousand Portals and into the natural world, nabassus strike out at explorers, sages, or hapless bystanders who venture too near those accursed passages into the Abyss.

LORE

Arcana DC 27: When Orcus was first corrupted by the Abyss, so too were a number of his elemental servants. A flight of nabassu gargoyles loyal to the former primordial were twisted into horrific forms and infused with a fraction of their lord's necrotic power. In this way, the nabassus were some of the first demons to be born.

These demons thirsted for the destruction of living things and became obsessed with finding a means to escape the eternal vortex. They yearned to enter the mortal realm, whose races would feed them as they wrought the destruction that would glorify their master. On the Plain of a Thousand Portals, nabassus discovered the means to achieve their goal. Lurking in and around the many portals of that layer, these demons were further corrupted, becoming imbued with portal energy and attuned to the connection between the Abyss and the mortal realm.

In the aftermath of the Blood War, the number of nabassus lurking in Pazunia has grown. These portal demons cross over into the mortal world with greater frequency than any others of their kind. They are feral hunters stalking the doorways between the Abyss, the world, and beyond.

See "Door Guardians and Nabassus," page 86, for more nabassu lore.



ENCOUNTERS

Nabassus can be found haunting any of the multitude of passageways and portals between the Abyss and the world. They ally with any other demons or creatures that promise not to get in the way of the slaughter they seek. Nabassus remain strongly devoted to Orcus, however. When they are found far from the portals that give them power, they are typically in the company of undead and other demons serving their dark master.

Nabassu		Level 20 Lurker
Medium elemental humanoid (demon)		XP 2,800
HP 148; Bloodied 74	Initiative +21	
AC 33, Fortitude 32, Reflex 32, Will 30	Perception +14	
Speed 8, fly 8, teleport 4	Darkvision	
TRAITS		
Portal Link		
Whenever the nabassu starts its turn within 3 squares of a portal leading to the Abyss or to a region of the Shadowfell controlled by Orcus, it becomes insubstantial and is phasing, and its teleportation increases to 8. This effect lasts until the start of the nabassu's next turn.		
STANDARD ACTIONS		
⚔ Claw ♦ At-Will		
Attack: Melee 1 (one creature); +25 vs. AC		
Hit: 4d8 + 10 damage.		
⚡ Life-Stealing Gaze (necrotic) ♦ Recharge [2][2]		
Attack: Ranged 5 (one creature); +23 vs. Fortitude		
Hit: Ongoing 25 necrotic damage (save ends). If the target is under the effect of the nabassu's <i>soul rip</i> , it instead takes ongoing 35 necrotic damage (save ends).		
⚡ Soul Rip ♦ Recharge when first bloodied		
Attack: Melee 1 (one creature unaffected by <i>soul rip</i>); +23 vs. Fortitude		
Hit: Until the end of the encounter, the target takes a -2 penalty to attack rolls against the nabassu and loses three healing surges.		
TRIGGERED ACTIONS		
Variable Resistance ♦ 2/Encounter		
Trigger: The nabassu takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): The nabassu gains resist 10 to the triggering damage type until the end of the encounter or until it uses <i>variable resistance</i> again.		
Skills Stealth +22		
Str 25 (+17)	Dex 24 (+17)	Wis 18 (+14)
Con 22 (+16)	Int 10 (+10)	Cha 22 (+16)
Alignment chaotic evil Languages Abyssal		

NABASSUS IN COMBAT

Nabassus are drawn to the vicinity of abyssal portals and demongates, whose power fuels the defensive value of *portal link*. A nabassu focuses on a single combatant, using *soul rip* and relentlessly hounding that target. The demon uses its flight and teleportation to evade other combatants until its chosen foe falls, or until the nabassu is bloodied and can refocus *soul rip* on another target.

NABASSU DEATHWING

A deathwing is more than just a larger version of its lesser kin. Its dark appetite can consume a victim's soul in combat, leaving its foes' husks scattered across the battlefield.

Nabassu Deathwing		Level 23 Skirmisher
Large elemental humanoid (demon)		XP 5,100
HP 215; Bloodied 107	Initiative +21	
AC 37, Fortitude 35, Reflex 36, Will 34	Perception +20	
Speed 8, fly 8 (hover); teleport 4	Darkvision	
TRAITS		
Portal Link		
Whenever the deathwing starts its turn within 3 squares of a portal leading to the Abyss or to a region of the Shadowfell controlled by Orcus, it becomes insubstantial and is phasing, and its teleportation increases to 8. This effect lasts until the start of the deathwing's next turn.		
STANDARD ACTIONS		
⚔ Claw ♦ At-Will		
Attack: Melee 2 (one creature); +28 vs. AC		
Hit: 5d6 + 14 damage.		
⚡ Life-Stealing Lunge (necrotic) ♦ Recharge [2][2]		
Effect: The deathwing flies 8 squares and makes an attack.		
Attack: Melee 1 (one creature); +26 vs. Fortitude		
Hit: Ongoing 25 necrotic damage (save ends). If the target is under the effect of the nabassu's <i>soul devour</i> , it instead takes ongoing 35 necrotic damage (save ends).		
⚡ Soul Devour (necrotic) ♦ Recharge when first bloodied		
Attack: Melee 1 (one creature unaffected by <i>soul devour</i>); +26 vs. Fortitude		
Hit: The target loses three healing surges. In addition, until the end of the encounter, whenever the target hits and deals damage to the deathwing, the target takes 10 necrotic damage.		
TRIGGERED ACTIONS		
Variable Resistance ♦ 3/Encounter		
Trigger: The deathwing takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): The deathwing gains resist 15 to the triggering damage type until the end of the encounter or until it uses <i>variable resistance</i> again.		
Skills Stealth +24		
Str 25 (+18)	Dex 26 (+19)	Wis 18 (+15)
Con 23 (+17)	Int 10 (+11)	Cha 22 (+17)
Alignment chaotic evil Languages Abyssal		

NABASSU DEATHWINGS IN COMBAT

A deathwing chooses the most powerful-looking melee combatant as the target of *soul devour*. Once it knows that this foe attacks the deathwing at its own peril, the demon then ignores it, staying in motion across the battlefield with *life-stealing lunge*.

OUBLIVAE

SHE IS THE ANGEL OF THE EVERLASTING VOID, the Demon Monarch of the Barrens, and the Queen of Desolation. Oublivae stalks the empty wastelands, lurks within abandoned shrines and toppled ruins, and haunts the trackless seas and the starry void between planes and worlds.

LORE

History DC 33: It is said that the monster Oublivae crawled up to the Barrens in an unknown age, making her way into the wasteland from the bottomless ruins of that blasted realm. Her head is that of a resplendent fey queen, mounted atop a lustrous insectoid exoskeleton. When the demon lord Ugoreth espied her, he surrounded the creature with his servants and demanded servitude. In response, Oublivae told Ugoreth that she was a herald come from the heart of the Abyss with a message only for him. Blinded by his own vanity, the demon lord granted her private audience. As soon as they were alone, Oublivae attacked the hapless Ugoreth, consuming his soul and hurling his body into the bottomless ruin from which she had risen. She laid waste to his demesne, made a throne of his castle, and became undisputed Queen of the Barrens.

ENCOUNTERS

Whatever the truth of her origins, Oublivae's eternal work is to divide what is united, isolate those divided pieces, and leave only barren, lifeless desolation in her destructive wake. She allies with select demon lords to limit the expansion of others' realms, helping to perpetuate the endless cycle of violence and chaos that drives the Abyss.

Oublivae's followers in the Abyss live by her example of hopelessness, stalking desolate areas, driving lost travelers to madness or cannibalism, then consuming them. Demons and undead not sworn to the service of Orcus attend the Demon Monarch of the Barrens, dedicating themselves to the ruin that is her legacy.

Oublivae		Level 30 Solo Controller
Huge elemental humanoid (demon)		XP 95,000
HP 1,096; Bloodied 548		Initiative +26
AC 44, Fortitude 40, Reflex 45, Will 45		Perception +30
Speed 8, climb 8 (spider climb), swim 8		Darkvision
Saving Throws +5; Action Points 2		
TRAITS		
☀ Perish Alone ♦ Aura 10		
Any creature that starts its turn within the aura and is not adjacent to an ally takes 10 damage. This damage increases to 15 if Oublivae is bloodied.		
Demonic Rampage		
While Oublivae is bloodied, she uses <i>claw of dread</i> against each enemy adjacent to her at the start of her turn. This attack deals maximum damage against targets that are stunned or helpless.		
STANDARD ACTIONS		
⬇ Claw of Dread (fear) ♦ At-Will		
Attack: Melee 2 (one creature); +35 vs. AC. This attack scores a critical hit on a roll of 19 or 20.		
Hit: 4d8 + 12 damage, and Oublivae slides the target 1 square. If Oublivae scores a critical hit, the target is also stunned until the end of its next turn. T		
⬇ Dreadful Rake ♦ At-Will		
Effect: Oublivae uses <i>claw of dread</i> twice, making each attack against a different target.		
⬅ Abandon All Hope (fear, psychic) ♦ Recharge when first bloodied		
Attack: Close burst 5 (enemies in burst); +33 vs. Will		
Hit: 5d10 + 10 psychic damage, and the target is stunned (save ends).		
First Failed Saving Throw: The target is helpless (save ends). This effect also ends if the target takes damage from an enemy attack.		
MINOR ACTIONS		
➤ Isolation ♦ Recharge ☹ ☹ ☹		
Attack: Ranged 10 (one creature); +33 vs. Will		
Hit: Oublivae slides the target 4 squares. In addition, the target cannot be targeted by any ally's power and cannot target an ally with its powers (save ends).		
TRIGGERED ACTIONS		
⬇ Tail Spike ♦ At-Will		
Requirement: Oublivae must not have a creature restrained.		
Trigger: An enemy enters a square adjacent to Oublivae.		
Attack (Immediate Reaction): Melee 3 (triggering enemy); +35 vs. AC		
Hit: 4d10 + 16 damage, and the target is restrained (save ends). Oublivae can release a creature she has restrained as a free action.		
Variable Resistance ♦ 3/Encounter		
Trigger: Oublivae takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): Oublivae gains resist 20 to the triggering damage type until the end of the encounter or until she uses <i>variable resistance</i> again.		
Skills Acrobatics +31, Athletics +31, History +29, Insight +30, Nature +30, Stealth +31		
Str 32 (+26)	Dex 32 (+26)	Wis 30 (+25)
Con 26 (+23)	Int 29 (+24)	Cha 31 (+25)
Alignment chaotic evil	Languages Abyssal, Common, telepathy 20	

OUBLIVAE IN COMBAT

It is said that Oublivae has the mind of an ageless archfey and the heart of a rabid beast. When the demon is provoked, her royal demeanor vanishes quicker than thought, and she attacks on all fours like an animal. Driving her foes apart and imposing *isolation*, she hunts them down one by one.

The Queen of Desolation reveals the future to would-be heroes, allowing them to experience the ruin of their civilization and all they hold dear while she savors their abandoned hopes. She particularly relishes the grief of those enemies who die alone. Oublivae likewise delights in the horror of creatures forced to watch their allies slain and consumed, their blood lapped up by her long, ghoulish tongue.

OUBLIVAE SECRETS

Ancient legends tell of a legendary astral domain called the Coruscating Utopia—a glittering realm where the ultimate potential of every city in the cosmos was reflected in perfection. Its ruler was named the Lord of the Diamond Crown, and he proclaimed it the pinnacle of the universe's grandest dream. The legend states that an angel appeared from a void in the Astral Sea, warning the lord of the evils of his vanity.

When the lord asked whose authority she spoke with, the angel drew forth her sword and slew him where he stood. His vast shimmering realm collapsed and fell into the lightless void from whence the angel had come. It became the Barrens, the distorted realm of the 100th layer of the Abyss, where every city past and future lies ruined among its desolate wilds and vast oceans.

Iggwilv suspects that the despoiler of the Coruscating Utopia and Oublivae might both be personifications of the seed of absolute evil that lies at the heart of the Abyss—its incalculable chaos manifesting as a semblance of life and thought.

OUBLIVAE'S CULT

In the world, Oublivae's subjects are the peoples of the barren places—savage humanoids, pirates and outlaws, headhunters and cannibals. They paint and tattoo their skin in imitation of the graven spirals on the demon queen's body. For her glory, they consume the blood and flesh of other humanoids to gain strength and power.

In the cities, the most desolate slums and demolished quarters are Oublivae's haunts. In such places, anarchists, barbarians, and city corruptor demons (page 108) plot to topple the towers and walls of civilization, making new barrens of glorious cityscapes.

OUBLIVAE OUT OF COMBAT

If Oublivae has a weakness, it is her fascination for history. Her knowledge is rivaled only by that of Iggwilv, Vecna, and Graz'zt, although her own interests extend only to accounts of downfall and ruin. Nonetheless, heroes brave enough to treat with the Queen of Desolation can discover long-forgotten secrets by asking the right questions.



PAZUZU

ONE OF THE OLDEST AND MOST REPREHENSIBLE demon lords, Pazuzu is a master manipulator and corruptor of mortal souls. The Dark Angel of the Four Winds takes great delight in offering aid that seems beneficial, but which in fact leads to great evil and suffering.

LORE

Arcana DC 33: Pazuzu lusts after innocence, purity, and honesty more than anything else, and the mortal world is a perfect breeding ground for this precious fruit. The demon lord takes from his victims all that makes them pure, then fills their hollow souls with bitterness and cruelty. When not scouting the mortal world for his next conquest, Pazuzu can almost always be found on the 1st abyssal layer—the Plain of a Thousand Portals.

With his attention focused outward from the chaotic scheming of the Abyss, Pazuzu has not garnered many foes among the other abyssal lords. His only true enemy is Lamashtu, Demon Queen of Monstrous Births, though Pazuzu only barely considers this former consort a threat. Long ago, she betrayed

the Winged Prince. As punishment, Pazuzu ate out her eyes and imprisoned her in his former realm of Torremor, the 503rd layer of the Abyss. There, the wretched and deformed hag suffered, eventually gaining the power to seize Torremor as her own. The Prince of the Lower Aerial Kingdoms now watches in amusement as Lamashtu (still bound by his dark magic) scrapes for influence and position from that remote abyssal backwater.

ENCOUNTERS

Beyond his secret alliance with Asmodeus and the Queen's Conclave, Pazuzu commands the respect and loyalty of all evil creatures that fly in the abyssal skies. Though his rule of Pazunia is unquestioned, it is said that Pazuzu's influence extends in secret to aerial kingdoms throughout the Abyss.

Pazuzu seldom travels alone. His personal guard is known as the Six Wings of Pazrael—a formidable troop of balor-led vrock's skilled at reconnaissance and assassination.

Pazuzu **Level 33 Solo Skirmisher**
Large elemental humanoid (demon, shapechanger) XP 155,000

HP 1,252; Bloodied 626 **Initiative** +36
AC 48, **Fortitude** 44, **Reflex** 48, **Will** 47 **Perception** +25
Speed 6, fly 12 (hover), teleport 6 Low-light vision, blindsight 20
Immune prone, slowed
Saving Throws +5; **Action Points** 2

TRAITS

☼ Plague of Abyssal Locusts ◆ Aura 3

Any enemy that ends its turn within the aura takes 15 damage. Creatures within the aura have concealment against ranged attacks. While Pazuzu is bloodied, the aura's size increases to 10, and enemies within the aura also cannot shift.

Master of Manipulation

At the start of each of his turns, Pazuzu can choose either to slide one creature he can see 3 squares, or to make a saving throw against an effect that includes the dazed or stunned condition.

STANDARD ACTIONS

⬇ Talons ◆ At-Will

Attack: Melee 2 (one creature); +38 vs. AC
Hit: 4d10 + 18 damage.

⬇ Pestilence (poison) ◆ Recharge ☼ ☼ ☼

Effect: Pazuzu shifts 15 squares and makes the following attack against each creature he moves adjacent to during the shift.
Attack: Melee 1 (one creature); +36 vs. Reflex
Hit: 4d10 + 18 poison damage.

MINOR ACTIONS

⬇ Tail Sting (poison) ◆ At-Will

Attack: Melee 4 (one creature); +38 vs. Fortitude
Hit: The target takes ongoing 20 poison damage and is weakened (save ends both). This ongoing damage is not reduced by poison resistance.

➤ Soul Corruption (charm, psychic) ◆ Recharge when no creature is affected by this power

Attack: Ranged 10 (one creature); +36 vs. Will
Hit: 5d12 + 8 psychic damage, and the target is dazed (save ends).
First Failed Saving Throw: The target is instead dominated (save ends).

Change Shape (polymorph) ◆ At-Will

Effect: Pazuzu can alter his physical form to appear as any Large or smaller creature, including a unique individual, until he attacks, until he uses *change shape* again, or until he drops to 0 hit points. Pazuzu retains his statistics in his new form. His clothing, armor, and other possessions do not change. To assume a specific individual's form, Pazuzu must have seen that individual. Other creatures can make a DC 31 Insight check to discern that the form is a disguise.

TRIGGERED ACTIONS

⬅ Coercion (charm) ◆ At-Will

Trigger: An enemy attacks Pazuzu.
Attack (Immediate Interrupt): Close burst 10 (one enemy); +38 vs. Will
Hit: Pazuzu slides the target 1 square, then the target uses an at-will attack power of Pazuzu's choice against the triggering enemy as a free action. If this attack hits, the triggering attack also takes a -4 penalty to the attack roll.

Variable Resistance ◆ 3/Encounter

Trigger: Pazuzu takes acid, cold, fire, lightning, or thunder damage.
Effect (Free Action): Pazuzu gains resist 30 to the triggering damage type until the end of the encounter or until he uses *variable resistance* again.

Skills Intimidate +21

Str 32 (+27) **Dex** 46 (+34) **Wis** 29 (+25)
Con 41 (+31) **Int** 31 (+26) **Cha** 48 (+35)

Alignment chaotic evil **Languages** Abyssal, Common, telepathy 10

PAZUZU IN COMBAT

Pazuzu rarely engages in direct combat, though his abilities make the demon lord a formidable opponent. The *plague of abyssal locusts* that surrounds him keeps melee and ranged attackers at bay while he spreads his *pestilence* across the battlefield. The demon lord delights in dominating his most powerful foes, forcing them to cut down their own allies in his name.

PAZUZU SECRETS

Pazuzu is secretly an obyrith lord—one of a handful of ancient entities that predate the formation of the Abyss. Trapped in the crumbling ruins of a universe he and his kind destroyed long ago, it was Pazuzu's idea to create the shard of evil that lured Tharizdun into creating the Abyss. (See “History of the Abyss,” page 7.)

Pazuzu (in his incarnation as Pazrael; see “Pazuzu's Cult” below) was also one of the generals who aided the fallen angel Asmodeus in the battle that claimed the life of his god. Pazuzu saw this as his chance to aid in the greatest corruption of all—the transformation of a faithful servant into an enemy of the gods. His aid was instrumental in Asmodeus's victory, and it remains a secret known only to Asmodeus and the obyrith lord. Pazuzu's support came at a cost—an as-yet unnamed boon still owed by the archdevil.

Pazuzu was instrumental throughout the last age in fomenting the Blood War, using his secret alliance with Asmodeus to ensure that devils and demons remained evenly matched in that endless conflict. Both Asmodeus and the Queen's Conclave (see “The Obyriths,” page 7) used the chaos of the Blood War as a cover for the same goal—to locate and harness the eldritch might of the seed of evil at the Abyss's heart.

PAZUZU'S CULT

Unlike most other demon lords, Pazuzu is able to manifest freely in the mortal world. Over millennia, he has perfected the craft of seducing mortals to his will without attracting the attention of the gods that protect them. In ancient texts, the names Imdugud, Pazrael, and Typhon are associated with a benevolent entity that protects against pestilence and blesses childbirth. Folk that call on this entity have their prayers consistently answered, remaining blissfully unaware that these benevolent spirits are avatars of Pazuzu. As word of his beneficence spreads, whole communities soon become unwittingly dependent on the demon lord's aid.

Invariably, folk touched by Pazuzu form new cults dedicated to his teachings. These people do not see themselves as evil, even as their search for blessings inevitably leads them to vile acts committed for the sake of their new master. As they spread the power of their dark patron by tempting others to ask for his aid, these thralls of Pazuzu never learn the demon lord's true identity.

PAZUZU OUT OF COMBAT

If a creature utters Pazuzu's name or any of his aliases three times in succession, an unholy link between the speaker and the demon lord is established, working over any distance and across the planes. For a short time, Pazuzu can examine the speaker's thoughts to discern whether the caller seeks aid or is trying to trap him. If he wants to and is able to, Pazuzu can appear in the speaker's location. The demon lord almost always agrees to provide aid, but his assistance comes at a steep price.

In game terms, a typical call for aid from Pazuzu can take the form of gaining a free action point, restoring a character to life or to full hit points, recharging an expended power, or some other benefit of the DM's choosing. In exchange for this boon, Pazuzu requires a creature to swear utter obedience for a week or more—and takes full advantage of this service.



PHRAXAS

MASTER OF KHIN-OIN AND NOMINAL RULER of the Blood Rift, Phraxas the Decayed commands considerable power and authority. To the demons of the rift and the Wasting Tower, he is the Lord of Misery and Despair—worshiped in fear and revered as a god.

Phraxas appears as a gaunt, ghoulish creature draped in moldering gray robes. His skin is covered with ulcers and oozing pustules, and his eyes glow red from deep in their sockets.

LORE

Arcana DC 33: Phraxas was not the first master of Khin-Oin, and he has held control of the Wasting Tower more than once. Though he reclaimed the great throne known as the *Siege Malicious* only a century ago, Phraxas has ruled Khin-Oin for nearly three millennia all together, far longer than any of his predecessors.

Since resuming power, Phraxas has worked tirelessly to complete two primary objectives: recovering a legendary artifact known as the *Staff of the Lower*

Planes, and completing the construction of the Tower of Incarnate Pain on the boundary of the Blood Rift and Pazunia. A project started under his predecessor Mydiachlarus, the tower is designed to channel power between itself, Khin-Oin, and the ancient Tower of the Arcanaloths on the Plain of a Thousand Portals. This flow of abyssal energy is intended to trigger a planar nexus, channeling virtually unlimited power into the *Siege Malicious*.

See “The Blood Rift” (page 50) and “The Wasting Tower” delve (page 88) for more information on the rift, Khin-Oin, and Phraxas.

ENCOUNTERS

Though he trusts no one, Phraxas maintains a small circle of baernaloth viziers as his personal guard. Baernaloths are tall, gaunt demons with horned heads resembling the skulls of rams or cattle. Their glazed eyes run with sickly yellow fluid and their gray skin is stretched tight across their bones. It was through their invaluable service that Phraxas was

Phraxas the Decayed Level 31 Solo Controller (Leader)

Large elemental humanoid (demon) XP 115,000
HP 1,268; **Bloodied** 592 **Initiative** +35
AC 49, **Fortitude** 44, **Reflex** 48, **Will** 47 **Perception** +26
Speed 6, fly 6 (hover), teleport 6 Darkvision, blindsight 10
Immune poison, disease
Saving Throws +5; **Action Points** 2

TRAITS

☼ **Bulwark of the Blood Rift** ♦ **Aura** 10
 Allied demons within the aura gain a +2 bonus to damage rolls and a +2 bonus to saving throws.

☼ **Lord of Despair** ♦ **Aura** 3
 While Phraxas is not bloodied, enemies within the aura take a -4 penalty to saving throws and a -2 penalty to Will.

☼ **Lord of Misery** ♦ **Aura** 3
 While Phraxas is bloodied, any enemy that ends its turn within the aura takes 15 damage.

Master of Baernaloths

Whenever Phraxas has fewer than four baernaloth viziers with him at the start of his turn, he summons 2d4 baernaloth viziers, to a maximum of 8 baernaloth viziers. Each vizier appears in an unoccupied space within 10 squares of Phraxas.

Unstoppable

Phraxas makes saving throws against ongoing damage at the start of his turn as well as at the end of his turn.

STANDARD ACTIONS

⊕ **Plague Touch** (disease, poison) ♦ **At-Will**
Attack: Melee 2 (one creature); +34 vs. Fortitude
Hit: Ongoing 30 poison damage (save ends). In addition, the target is exposed to wasting plague.

➤ **Vile Compulsion** (charm) ♦ **At-Will**
Attack: Ranged 20 (one creature); +34 vs. Will
Hit: Phraxas slides the target 5 squares, and the target makes a basic attack against an ally. The target is then dominated (save ends).

⬅ **Dread Word** (fear) ♦ **Recharge** ☼☼

Attack: Close burst 4 (creatures in burst); +34 vs. Will
Hit: 5d10 + 10 damage, and the target moves its speed away from Phraxas by the safest route possible.

☼ **Nightmare Dreamscape** (fear, psychic, zone) ♦ **Recharge** when first bloodied

Effect: Phraxas creates a zone in an area burst 3 within 20 squares. The zone lasts until the end of Phraxas’s next turn. Any enemy that ends its turn within the zone takes 20 psychic damage and is dazed until the end of its next turn.
Sustain Minor: The zone persists, and Phraxas can move it 5 squares.

MINOR ACTIONS

➤ **Gesture of Nausea** (disease, poison) ♦ **At-Will**
Attack: Ranged 20 (one creature); +34 vs. Fortitude
Hit: 5d8 + 9 poison damage, and the target takes a -2 penalty to all defenses and is slowed (save ends). In addition, the target is exposed to wasting plague (see below).

TRIGGERED ACTIONS

Variable Resistance ♦ 3/Encounter

Trigger: Phraxas takes acid, cold, fire, lightning, or thunder damage.
Effect (Free Action): Phraxas gains resist 30 to the triggering damage type until the end of the encounter or until he uses *variable resistance* again.

Skills Arcana +32, Insight +31, Intimidate +41

Str 32 (+26) **Dex** 46 (+33) **Wis** 29 (+24)

Con 40 (+30) **Int** 31 (+25) **Cha** 48 (+34)

Alignment chaotic evil **Languages** Abyssal, Common, Primordial, telepathy 20

able to discern the whereabouts and weaknesses of his most formidable enemies on his path to reclaiming the rule of Khin-Oin.

Baernaloth Vizier		Level 31 Minion Lurker	
Large elemental humanoid (demon)		XP 5,750 or 0 if encountered with Phraxas	
HP 1; a missed attack never damages a minion.		Initiative +26	
AC 45, Fortitude 41, Reflex 43, Will 45		Perception +24	
Speed 6, teleport 6		Darkvision, blindsight 10	
STANDARD ACTIONS			
⊕ Claw ◆ At-Will			
Attack: Melee 2 (one creature); +36 vs. AC			
Hit: 5 damage, and the target takes ongoing 15 damage until the target ends its turn more than 3 squares from the nearest vizier.			
TRIGGERED ACTIONS			
Instinctive Fade (illusion, teleportation) ◆ Encounter			
Trigger: An enemy misses the vizier with an attack.			
Effect (<i>Immediate Interrupt</i>): The vizier teleports 6 squares and becomes invisible until the end of its next turn.			
Str 18 (+19)	Dex 24 (+22)	Wis 29 (+24)	
Con 26 (+23)	Int 30 (+25)	Cha 22 (+21)	
Alignment chaotic evil Languages Abyssal			

PHRAXAS IN COMBAT

The forces of Khin-Oin are at Phraxas's command, but the master of the Wasting Tower seeks any opportunity to face off against foes in direct combat. A paragon of sadism even among his own kind, Phraxas commands his baernaloth viziers to spread their attacks around—inflicting maximum pain but stopping short of killing their opponents. Knowing that few creatures apart from deities and other demon lords can challenge him, Phraxas relishes using *vile compulsion* to command enemies to attack their own allies. A master tactician, the demon lord always has backup forces and escape plans at the ready.

PHRAXAS SECRETS

Phraxas spent the better part of the last age hunting down and slaying those demon lords he considered rivals to his claim for Khin-Oin, assuming the guise of other demon lords to accomplish his assassinations. Amassing power as he went, the Lord of Misery then marched on the Wasting Tower and challenged its master, Mydianchlarus, for control of the *Siege Malicious*. Though Mydianchlarus was slain, Phraxas was thwarted in his attempt to wholly destroy his hated foe. The Sepulcher of Mydianchlarus (page 50) now lingers as a burning reminder of Phraxas's broken reign.

PHRAXAS'S CULT

As a hallmark of their faith, mortal servants of Phraxas are afflicted with diseases that give them a ghoulish, disfigured appearance. Cultists gather in dark shrines called conventicles, where they perform rituals and blood sacrifices in their master's name. Phraxas's cultists revile health, youth, beauty, and innocence, and creatures that possess such qualities are rarely found among the demon lord's followers. Cult priests, known as degogs, dress in crimson robes with black hoods and sashes. The most favored of Phraxas's mortal servants are raised to the station of archdegog, and they are occasionally chosen to serve as the vessel for one of Phraxas's aspects.

PHRAXAS OUT OF COMBAT

Supplicants seeking boons or favors of Phraxas journey to the Wasting Tower by the thousands. These faithful are dealt with by the demon lord's archdegogs and viziers. His fear of challenge means that Phraxas spends his time guarding the *Siege Malicious*, meeting with only a small circle of his most trustworthy followers. Other creatures that come face to face with the demon lord find themselves engaged in combat in short order.

Wasting Plague

Level 31 Disease

The Lord of Misery and Despair waits to feed on the souls of his victims. **Attack:** +34 vs. Fortitude

Endurance improve DC 10, maintain DC 36, worsen DC 35 or lower

The target is cured.

◆ **Initial Effect:** The target is weakened.

◆◆ The target takes a -2 penalty to Fortitude and dies after two failed death saving throws instead of three. The target also takes ongoing 25 damage (save ends).

The target takes an additional -2 penalty to Fortitude and dies when it drops to 0 hit points or fewer. The target also takes ongoing 25 damage (save ends).

◆◆ **Final State:** The target dies and its soul feeds Phraxas. If Phraxas has been destroyed, he is reborn in the flesh of the target.

PISCODEMON

THE DEMONS OF THE BLOOD RIFT serve as mercenaries and hirelings to the highest bidder. Mezzodemons and derghodemons form the vast bulk of such military forces, under the control of a vicious officers' corps made up of piscodemons. Cruel and sadistic, piscodemons lord over their weaker followers, although they are subservient and fawning in the presence of more powerful creatures.

LORE

Arcana DC 23: Piscodemons are masterful tacticians, capable of planning and executing battles with the skill of the best mortal generals. Unfortunately for their allies, they are also grasping, ambitious creatures that frequently allow their greed to get the better of them. They are easily bribed and can only rarely turn down the opportunity to betray a hated rival. Savvy characters facing a piscodemon-led force can sometimes alter the course of a battle by finding a way to turn the piscodemon against its masters.

ENCOUNTERS

Piscodemons fight for any creatures that can afford their services, as they surround themselves with lesser creatures they can lord over. A piscodemon might agree to work for a mortal master in return for a powerful magic item or other treasure, but a piscodemon typically grows bored of extended service and disposes of its master.



Piscodemon	Level 14 Controller (Leader)
Medium elemental magical beast (demon)	XP 1,000
HP 138; Bloodied 69	Initiative +12
AC 27, Fortitude 25, Reflex 27, Will 25	Perception +13
Speed 6, swim 6	Darkvision
TRAITS	
☀ Demonic Rally (Healing) ◆ Aura 3 Any bloodied demon that ends its turn within the aura regains 5 hit points.	
All-Around Vision Enemies can't gain combat advantage by flanking the piscodemon.	
STANDARD ACTIONS	
⊕ Claw ◆ At-Will <i>Requirement:</i> The piscodemon must not have two creatures grabbed. <i>Attack:</i> Melee 1 (one creature); +19 vs. AC <i>Hit:</i> 2d8 + 6 damage, and the target is grabbed.	
⚡ Writhing Tentacles (poison) ◆ At-Will <i>Attack:</i> Melee 1 (one creature grabbed by the piscodemon); +19 vs. AC <i>Hit:</i> 2d8 + 6 poison damage, and the target takes ongoing 10 poison damage and is weakened (save ends both).	
☞ Vision of Madness (psychic) ◆ At-Will <i>Attack:</i> Ranged 20 (one creature); +17 vs. Will <i>Hit:</i> 3d6 + 6 psychic damage, and the target is slowed (save ends). In addition, the target makes a melee basic attack as a free action against a target of the piscodemon's choice.	
✱ Writhing Ground (zone) ◆ Recharge [2d6] [1d3] <i>Attack:</i> Area burst 1 within 10 (creatures in burst); +17 vs. Reflex <i>Hit:</i> 3d10 + 6 damage, and the target is slowed (save ends). The burst creates a zone that lasts until the end of the encounter. Any creature that starts its turn within the zone is slowed (save ends).	
TRIGGERED ACTIONS	
⚡ Bloodied Wail (fear, thunder) <i>Trigger:</i> The piscodemon is first bloodied. <i>Attack (Free Action):</i> Close burst 3 (creatures in burst); +17 vs. Fortitude <i>Hit:</i> 4d8 + 6 thunder damage, and the piscodemon pushes the target 5 squares.	
Variable Resistance ◆ 2/Encounter <i>Trigger:</i> The piscodemon takes acid, cold, fire, lightning, or thunder damage. <i>Effect (Free Action):</i> The piscodemon gains resist 15 to the triggering damage type until the end of the encounter or until it uses <i>variable resistance</i> again.	
Skills Arcana +22	
Str 25 (+14)	Dex 21 (+12) Wis 23 (+13)
Con 18 (+11)	Int 30 (+17) Cha 27 (+15)
Alignment chaotic evil	Languages Abyssal, telepathy 20

PISCODEMONS IN COMBAT

With their strong sense of tactics, piscodemons are commonly found in command of companies of lesser demons. A piscodemon prefers to unleash *vision of madness* from the back of the battle, although its powerful claws and poisonous tentacles make it equally dangerous in close combat.

QUARRAK

IT IS SAID THAT THE SAVAGE QUARRAKS are spawned in pairs, and that if one dies, its twin perishes within a few days. These matched demons argue with each other constantly as they wreak chaos and destruction in the manner of their kind. If they cannot find a more suitable target for their violence, quarraks turn on each other.

LORE

Arcana DC 27: The quarraks' small size leads demons and mortals alike to assume that they are weak. However, these potent warriors have overwhelmed numerous enemies that failed to appreciate their threat. With little ambition of their own, quarraks are used as shock troops by numerous demon lords, gathered together in large groups that can quickly overwhelm an opposing force. Quarraks are insatiable eaters that consume for no reason other than the thrill of gluttony. When a battle is won, they consume the dead, leaving nothing but rent armor and shattered weapons behind.



STEVE ELLIS

Quarrak	Level 21 Skirmisher	
Small elemental humanoid (demon)	XP 3,200	
HP 198; Bloodied 99	Initiative +20	
AC 35, Fortitude 33, Reflex 34, Will 31	Perception +14	
Speed 8	Darkvision	
Immune immobilized, slowed		
TRAITS		
Quarrak Tactics		
If the quarrak flanks with another quarrak, it gains a +3 bonus to attack rolls for the flank instead of the normal +2. If the quarrak flanks with its twin, it gains a +4 bonus to attack rolls instead of +2. If the quarrak hits a target for which it has this +4 flanking bonus, the target is stunned until the end of the quarrak's next turn.		
STANDARD ACTIONS		
⊕ Bite ◆ At-Will		
Attack: Melee 1 (one creature); +26 vs. AC		
Hit: 4d8 + 11 damage.		
TRIGGERED ACTIONS		
⊕ Slippery ◆ At-Will		
Trigger: An enemy misses the quarrak with a melee attack.		
Effect (Immediate Reaction): The quarrak uses bite, then shifts 4 squares.		
Variable Resistance ◆ 2/Encounter		
Trigger: The quarrak takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): The quarrak gains resist 15 to the triggering damage type until the end of the encounter or until it uses variable resistance again.		
Str 15 (+12)	Dex 26 (+18)	Wis 19 (+14)
Con 22 (+16)	Int 8 (+9)	Cha 7 (+8)
Alignment chaotic evil		Languages Abyssal

ENCOUNTERS

Quarraks respond only to fear, and they fear only demons more powerful than themselves. On rare occasion, quarraks ally with evil clerics or warlocks in the mortal realm, as long as those characters provide them with numerous opportunities to feed. Masters that fail to do so typically end up on the menu.

QUARRAKS IN COMBAT

Quarraks travel in pairs that make up even-numbered groups of combatants. A quarrak is hard to pin down, shifting constantly to keep close to its twin in combat. Twins attack together whenever possible, gaining devastating advantage when they flank.

RAGEBORN

THESE APELIKE DEMONS have become numerous in the Iron Wastes since the ascension of Kostchtchie. Numerous kinds of rageborn exist, each with diverse abilities, but all rageborn are servitors of the Prince of Wrath. As befits this status, rageborn are creatures of raw fury, their battle cries infused with the dark will of their lord.

LORE

Arcana DC 25: Great howling storms swept the Iron Wastes when Kostchtchie first seized that layer. In each storm's wake emerged a horde of rageborn—the first ever seen in the Abyss. These demons' absolute subservience to the Prince of Wrath has come to reflect his control over the wastes, and Kostchtchie and his frost giant followers lend rageborn to his cults in the world. Many more have wandered through hidden gates in the Iron Wastes, wreaking havoc in whichever lands they pass to.

RAGEBORN FROSTHURLER

Frosthurlers are no less savage in melee than their more powerful rageborn kin. They excel at lashing out at targets from across the battlefield, crippling them with abyssal cold as the frosthurlers' allies close in.



Rageborn Frosthurler	Level 17 Artillery
Medium elemental humanoid (demon)	XP 1,600
HP 130; Bloodied 65	Initiative +12
AC 31, Fortitude 30, Reflex 28, Will 29	Perception +13
Speed 6, climb 4	Darkvision
TRAITS	
☼ Blessing of Kostchtchie (cold) ◆ Aura 1 Any enemy that starts its turn within the aura takes 10 cold damage.	
STANDARD ACTIONS	
⊕ Claw ◆ At-Will <i>Attack:</i> Melee 1 (one creature); +22 vs. AC <i>Hit:</i> 2d8 + 5 damage, or 3d10 + 9 damage while the frosthurler is bloodied.	
⊗ Ice Bolt (cold) ◆ At-Will <i>Requirement:</i> The frosthurler must not be bloodied. <i>Attack:</i> Ranged 20 (one creature); +20 vs. Fortitude <i>Hit:</i> 3d10 + 9 cold damage, and the target is slowed (save ends).	
TRIGGERED ACTIONS	
Bloodied Rage <i>Trigger:</i> The frosthurler is first bloodied. <i>Effect (No Action):</i> The frosthurler gains 20 temporary hit points.	
Variable Resistance ◆ Encounter <i>Trigger:</i> The frosthurler takes acid, cold, fire, lightning, or thunder damage. <i>Effect (Free Action):</i> The frosthurler gains resist 10 to the triggering damage type until the end of the encounter.	
Str 23 (+14)	Dex 19 (+12)
Con 22 (+14)	Int 7 (+6)
	Wis 21 (+13)
	Cha 9 (+7)
Alignment chaotic evil	Languages Abyssal

RAGEBORN FROSTHURLERS IN COMBAT

The frosthurler is more intelligent than other rageborn, but its tactics are just as violent. The demon lobs *ice bolts* until it is bloodied, after which it flies into a rage with melee attacks against the nearest foes.

RAGEBORN BARBCLAW

The rageborn barbclaw delights in cutting a destructive swath through its foes. Creatures struck by a barbclaw cannot defend themselves in battle, quickly falling to the demon and its allies.

RAGEBORN BARBCLAWS IN COMBAT

A barbclaw unleashes *choking vapors* to weaken its initial targets, then strikes repeatedly with *barbed claw*. As long as foes are weakened and slowed, the barbclaw moves from target to target.

Rageborn Barbclaw		Level 17 Soldier
Medium elemental humanoid (demon)		XP 1,600
HP 166; Bloodied 83	Initiative +14	
AC 33, Fortitude 30, Reflex 29, Will 27	Perception +13	
Speed 6, climb 4	Darkvision	
TRAITS		
Savage Marking		
While a creature marked by the barbclaw is adjacent to the barbclaw, it grants combat advantage.		
STANDARD ACTIONS		
⊕ Barbed Claw ◆ At-Will		
Attack: Melee 1 (one creature); +22 vs. AC		
Hit: 3d10 + 9 damage, and the target is marked and slowed (save ends).		
↵ Choking Vapors (poison) ◆ Recharge ☹☹		
Attack: Close blast 3 (enemies in blast); +20 vs. Fortitude		
Hit: 4d8 + 7 poison damage, and the target is weakened until the end of the rageborn's next turn.		
TRIGGERED ACTIONS		
Variable Resistance ◆ Encounter		
Trigger: The rageborn takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): The rageborn gains resist 10 to the triggering damage type until the end of the encounter.		
Str 23 (+14)	Dex 19 (+12)	Wis 21 (+13)
Con 22 (+14)	Int 4 (+5)	Cha 9 (+7)
Alignment chaotic evil Languages Abyssal		

RAGEBORN AMBUSHER

The ambusher combines the bloodlust common to all its kind with a powerful leap that lets it fall screaming on its hapless foes.

Rageborn Ambusher		Level 18 Skirmisher
Medium elemental humanoid (demon)		XP 2,000
HP 174; Bloodied 87	Initiative +17	
AC 32, Fortitude 31, Reflex 30, Will 28	Perception +14	
Speed 6, climb 4	Darkvision	
TRAITS		
Combat Advantage		
The rageborn ambusher deals 2d6 extra damage against any creature granting combat advantage to it.		
STANDARD ACTIONS		
⊕ Slashing Claw ◆ At-Will		
Attack: Melee 1 (one creature); +23 vs. AC		
Hit: 3d8 + 8 damage, and the ambusher slides the target 1 square. The ambusher then shifts 1 square as a free action.		
↵ Abyssal Fire (fire, zone) ◆ Recharge ☹☹☹		
Attack: Close blast 5 (creatures in blast); +21 vs. Reflex		
Hit: 4d8 + 8 fire damage, and the blast creates a zone. Any creature that enters the zone or ends its turn there takes 10 fire damage. At the start of the demon's turn, roll a d20. On a result of 15 or higher, the zone ends.		
MOVE ACTIONS		
Leaping Ambush ◆ At-Will		
Effect: The rageborn ambusher jumps 4 squares. This movement does not provoke opportunity attacks.		
TRIGGERED ACTIONS		
Variable Resistance ◆ Encounter		
Trigger: The ambusher takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): The ambusher gains resist 10 to the triggering damage type until the end of the encounter.		
Str 23 (+15)	Dex 22 (+15)	Wis 20 (+14)
Con 22 (+15)	Int 4 (+6)	Cha 9 (+8)
Alignment chaotic evil Languages Abyssal		

RAGEBORN AMBUSHERS IN COMBAT

Though no more intelligent than other rageborn, an ambusher possesses more tactical instinct as it coughs up *abyssal fire* to limit the movement of its foes. An ambusher stays in motion, avoiding opportunity attacks with *slashing claw* and *leaping ambush*.

RAGEBORN HORROR

A brute that lives only to destroy, the rageborn horror exemplifies the rageborns' reputation for savagery. A rageborn horror's voice alone can knock foes off their feet.

Rageborn Horror		Level 19 Brute
Medium elemental humanoid (demon)		XP 2,400
HP 222; Bloodied 111	Initiative +14	
AC 31, Fortitude 32, Reflex 31, Will 30	Perception +14	
Speed 6, climb 4	Darkvision	
TRAITS		
Reckless Charger		
When charging, the rageborn horror gains a +2 bonus to speed and deals 2d6 extra damage if it hits with the charge attack.		
STANDARD ACTIONS		
⊕ Rending Claw ◆ At-Will		
Attack: Melee 1 (one creature); +24 vs. AC		
Hit: 3d8 + 16 damage, and the target takes ongoing 10 damage (save ends).		
↵ Horrid Bellow (force) ◆ Recharge when first bloodied		
Attack: Close blast 5 (enemies in blast); +22 vs. Will		
Hit: 4d12 + 7 force damage, and the rageborn horror pushes the target 3 squares and knocks it prone.		
TRIGGERED ACTIONS		
Variable Resistance ◆ Encounter		
Trigger: The rageborn horror takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): The rageborn horror gains resist 10 to the triggering damage type until the end of the encounter.		
Skills Athletics +21, Endurance +20		
Str 25 (+16)	Dex 21 (+14)	Wis 20 (+14)
Con 22 (+15)	Int 4 (+6)	Cha 9 (+8)
Alignment chaotic evil Languages Abyssal		

RAGEBORN HORRORS IN COMBAT

A rageborn horror is all but unstoppable in battle, attacking with single-minded ferocity. Charging into the fray, a horror lacks the cunning to do anything more than repeatedly lash out at the nearest targets, or to let loose with a *horrid bellow* if surrounded. Easily goaded into a fight, rageborn horrors are predictable in only one situation. When marked, a horror ignores other enemies to strike at the foe that dares to challenge it.

ENCOUNTERS

The rageborn do not seek out allies. Instead, stronger demons and mortals force them into service with threats of violence, magical compulsion, and promises of fresh meat.

RUIN DEMON

THE SHUDDERING CORPSE SPLITS, spilling out black flies grown fat on rotting flesh. Though these vermin might appear to be ordinary insects at first glance, each bears an approximation of a human face. Slowly they swarm, gathering into a solid form—a mockery of the creature that birthed them.

LORE

Arcana DC 25: The first ruin demons emerged from the Brine Flats of the Gaping Maw in the realm of Abysm (page 68). These creatures reproduce through masses of insectoid eggs laid in the corpses polluting that sea. Their black swarm clouds hover

over its blighted shores, stalking the dim borders of the Screaming Jungle and feasting on whatever creatures they find there. The frequent storms that savage the Gaping Maw limit this demon's numbers. But the abyssal winds can also carry ruin demon swarms into other layers and through portals to the mortal realm.



Ruin Demon	Level 16 Skirmisher	
Medium elemental humanoid (demon, swarm)	XP 1,400	
HP 153; Bloodied 76	Initiative +17	
AC 30, Fortitude 26, Reflex 30, Will 28	Perception +13	
Speed 4, fly 6 (hover)	Darkvision	
Resist half damage from melee and ranged attacks; Vulnerable 10 against close and area attacks		
TRAITS		
☀ Swarm Attack ◆ Aura 1		
Any enemy that starts its turn within the aura takes 10 damage.		
Swarm		
The ruin demon swarm can occupy the same space as another creature, and an enemy can enter its space, which is difficult terrain. The swarm cannot be pulled, pushed, or slid by melee or ranged attacks. It can squeeze through any opening that is large enough for at least one of the creatures that comprise it.		
STANDARD ACTIONS		
⬇ Vile Swarm ◆ At-Will		
Attack: Melee 1 (one creature); +19 vs. Reflex		
Hit: 1d6 + 7 damage, and ongoing 10 damage (save ends).		
⬇ Vile Infestation (charm) ◆ Encounter		
Attack: Melee 1 (one creature); +19 vs. Fortitude		
Hit: The target is dominated and takes ongoing 10 damage (save ends both). The ruin demon enters the target's square and is removed from play until the effect ends. When the effect ends, the ruin demon appears in an unoccupied square adjacent to the target.		
Str 10 (+8)	Dex 25 (+15)	Wis 20 (+13)
Con 17 (+11)	Int 10 (+8)	Cha 16 (+11)
Alignment chaotic evil		Languages Abyssal

RUIN DEMON ENCOUNTERS

With no natural allies, ruin demons devour any creatures they encounter—including other demons. They have no taste for plant life, however, and corrupt treants and similar creatures establish themselves within the protection of a ruin demon infestation. Ruin demons consume the flesh of undead creatures, but they sometimes follow insubstantial and skeletal undead to take advantage of the carnage they create.

RUIN DEMONS IN COMBAT

The ruin demon attacks the nearest enemy, flowing over the target as a *vile swarm* that fills eyes, mouth, and ears. A victim that succumbs to the ruin demon's *vile infestation* becomes the swarm's puppet, flailing about under fiendish control.

RUTTERKIN

RUTTERKINS ARE LOWLY DEMONS born from the low-lieer manes. The malformed body of a rutterkin arises spontaneously from a dead mane, shrieking with the pain of its grotesque birth. Hideous even by demonic standards, these tormented abominations live only to destroy.

LORE

Arcana DC 17: Rutterkins are the epitome of the horror that is the life of a demon. Crippling pain wracks these creatures, driving them into a permanent murderous rage. Their only recourse is destruction, and the hope for death in combat that might end their suffering.

Rutterkins are unique among demons in that their anguish sometimes leads to a greater transformation. Rutterkins that distinguish themselves with their thirst for destruction and a history of brutal kills tap into the chaotic essence of the Abyss, undergoing a rebirth into a greater demon of a random type. A demon that has been a rutterkin never recovers from that experience, and it will resort to any means to seize and hold power.

ENCOUNTERS

Rutterkins are combat fodder, taking the field alongside hordes of manes (page 126) and other lesser demons. They are bullied and controlled by their captains, including bulezau shock troops (page 107) and armanite cavalry (page 104).

RUTTERKIN FOOT SOLDIER

The rutterkin foot soldier lives only for battle, throwing itself against its foes with one simple goal. Destroy all creatures that oppose it, or end its miserable life by dying in the attempt.

RUTTERKIN FOOT SOLDIERS IN COMBAT

A rutterkin lurches into battle, wailing in pain as it lashes out with *snap-tong* and *bone barb*. Its foes try in vain to avoid the creature's *fearful gaze*, which can leave the strongest combatants reeling. A rutterkin's weapon of choice is the snap-tong. This short polearm ends in a sharp spike that has one or more crescent-shaped pincers used to grab victims.



Rutterkin Foot Soldier	Level 6 Soldier
Medium elemental humanoid (demon)	XP 250
HP 78; Bloodied 39	Initiative +9
AC 22, Fortitude 21, Reflex 16, Will 16	Perception +4
Speed 6	Darkvision
STANDARD ACTIONS	
⚔ Snap-Tong (weapon) ♦ At-Will	
<i>Requirement:</i> The foot soldier must not have a creature grabbed.	
<i>Attack:</i> Melee 2 (one creature); +11 vs. AC	
<i>Hit:</i> 2d6 + 7 damage, and the foot soldier marks and grabs the target until the end of the foot soldier's next turn.	
⚔ Bone Barbs ♦ At-Will	
<i>Attack:</i> Ranged 5; +11 vs. AC	
<i>Hit:</i> 2d4 + 5 damage, and the target is marked until the end of the foot soldier's next turn.	
⚡ Fearful Gaze (gaze) ♦ Recharge when first bloodied	
<i>Attack:</i> Close blast 5 (creatures in blast); +9 vs. Will	
<i>Hit:</i> The target is dazed (save ends).	
TRIGGERED ACTIONS	
Bloodied Frenzy	
<i>Requirement:</i> The foot soldier must be bloodied.	
<i>Trigger:</i> The foot soldier misses with <i>snap-tong</i> .	
<i>Effect (Free Action):</i> The foot soldier uses <i>snap-tong</i> against a target it has not yet attacked this turn.	
Variable Resistance ♦ Encounter	
<i>Trigger:</i> The foot soldier takes acid, cold, fire, lightning, or thunder damage.	
<i>Effect (Free Action):</i> The foot soldier gains resist 10 to the triggering damage type until the end of the encounter.	
Skills Endurance +14	
Str 16 (+6)	Dex 19 (+7)
Con 22 (+9)	Int 9 (+2)
	Wis 12 (+4)
	Cha 9 (+2)
Alignment chaotic evil	
Languages Abyssal	
Equipment snap-tong	

SCION OF ZUGGTMOY

FEW DEMONS ARE STRANGER than these servants of the Lady of Decay—each a creature of reeking flesh and fungi born of Zuggtmoy’s horrid Gardens of Rot. Demons captured by her followers are buried alive in the gardens, transforming and then rising as scions of Zuggtmoy.

LORE

Arcana DC 21: Zuggtmoy once commanded legendary armies of powerful, demonic creatures made of fungi and rotting flesh. The power of the Lady of Decay has since waned, as has the strength of her servants. Her scions are ultimately disposable, and Zuggtmoy’s more intelligent servants have no compunction about destroying these demons in the course of an attack against a stronger foe.

Most scions of Zuggtmoy are created in one of the demon queen’s Gardens of Rot. However, scions can also propagate on their own by infecting the corpses of mortals and demons they destroy using their spores, greatly increasing the strength of Zuggtmoy’s armies. As in the Garden of Rot, the type of scion created with spores reflects the nature of the host creature in life.

Of all the demon lords, Zuggtmoy is the most likely to send her scions into the world. She views them as key to winning the support of mortal followers—an integral part of her plots to overcome her enemies and reclaim her former power.

ENCOUNTERS

Scions act as front line troops for more powerful demons dedicated to Zuggtmoy (page 156), and as bodyguards and enforcers for the leaders of her cult in the world. Large mobs of scions also wander the Abyss, the survivors of skirmishes between Zuggtmoy’s followers and her enemies. Masterless scions may attack any creatures that draw near, but they may also suddenly break off in the middle of a battle and ignore all other creatures unless attacked.

SCION OF ZUGGTMOY OVERGROWTH

Some demons are incapable of accepting defeat or loss, even in death. When such a creature is planted in a Garden of Rot, it becomes a mass of fungal tendrils that threaten to overwhelm any enemies within reach.

Scion of Zuggtmoy Overgrowth	Level 10 Soldier	
Medium elemental magical beast (demon, plant)	XP 500	
HP 104; Bloodied 52	Initiative +10	
AC 26, Fortitude 23, Reflex 21, Will 20	Perception +7	
Speed 6	Darkvision	
TRAITS		
Regeneration		
The scion of Zuggtmoy overgrowth regains 5 hit points whenever it starts its turn and has at least 1 hit point.		
STANDARD ACTIONS		
⊕ Grasping Tendrils ◆ At-Will		
Attack: Melee 2 (one creature); +13 vs. Reflex		
Hit: 4d6 + 4 damage, and the target is grabbed.		
⊗ Pulling Tendrils ◆ At-Will		
Attack: Ranged 5 (one creature); +13 vs. Fortitude		
Hit: 4d6 + 4 damage, and the overgrowth pulls the target 3 squares.		
⊥ Fungal Growth ◆ Encounter		
Attack: Melee 2 (one creature grabbed by the overgrowth); +13 vs. Reflex		
Hit: 2d10 + 7 damage, and the target takes ongoing 10 damage and is restrained (save ends both). The target cannot escape the overgrowth’s grab until it saves against this effect.		
Miss: The scion of Zuggtmoy overgrowth regains the use of this power.		
↶ Grasping Slime ◆ Encounter		
Attack: Close burst 1 (creatures in burst); +13 vs. Reflex		
Hit: The target takes ongoing 10 damage and is immobilized (save ends both).		
TRIGGERED ACTIONS		
Variable Resistance ◆ 2/Encounter		
Trigger: The overgrowth takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): The overgrowth gains resist 10 to the triggering damage type until the end of the encounter or until it uses variable resistance again.		
Str 19 (+9)	Dex 17 (+8)	Wis 15 (+7)
Con 26 (+13)	Int 5 (+2)	Cha 12 (+6)
Alignment chaotic evil		Languages Abyssal





SCION OF ZUGGTMOY OVERGROWTHS IN COMBAT

When not attacking the nearest creature, an overgrowth chooses its targets from the musty memories of its most hated foes in its past life. It hounds a chosen target relentlessly, attempting to envelop and consume the foe within its slimy tendrils.

SCION OF ZUGGTMOY INFECTOR

Cowards and deserters rise from a Garden of Rot as infectors, possessed of deadly tendrils with which they enforce Zuggtmoyn's will.

Scion of Zuggtmoyn Infector		Level 11 Artillery
Medium elemental magical beast (demon, plant)		XP 600
HP 98; Bloodied 49		Initiative +8
AC 25, Fortitude 24, Reflex 23, Will 22		Perception +7
Speed 6		Darkvision
STANDARD ACTIONS		
⊕ Battering Tendrils ♦ At-Will		
Attack: Melee 1 (one creature); +16 vs. AC		
Hit: 2d6 + 6 damage, and the infector shifts 1 square.		
⊗ Leaping Blast ♦ At-Will		
Attack: Ranged 10 (one creature); +16 vs. Reflex		
Hit: 3d6 + 8 damage, and the target takes a -2 penalty to all defenses (save ends). The infector then makes a secondary attack.		
Secondary Attack: Close burst 2 centered on the primary target (one creature in burst); +16 vs. Reflex		
Hit: 2d6 + 3 damage, and the target takes a -2 penalty to all defenses (save ends).		
✱ Slime Burst ♦ Encounter		
Attack: Area burst 1 within 10 (creatures in burst); +16 vs. Reflex		
Hit: The target takes ongoing 10 damage and is immobilized (save ends both).		
TRIGGERED ACTIONS		
⚡ Horrid Rot (necrotic)		
Trigger: The infector drops to 0 hit points		
Attack (Free Action): Close burst 2 (creatures in burst); +14 vs. Fortitude		
Hit: Ongoing 10 necrotic damage (save ends).		
Variable Resistance ♦ 2/Encounter		
Trigger: The infector takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): The infector gains resist 10 to the triggering damage type until the end of the encounter or until it uses <i>variable resistance</i> again.		
Str 19 (+9)	Dex 17 (+8)	Wis 15 (+7)
Con 26 (+13)	Int 5 (+2)	Cha 12 (+6)
Alignment chaotic evil Languages Abyssal		

SCION OF ZUGGTMOY INFECTORS IN COMBAT

The destroyed mind of an infector maintains a shadow of its former incarnation's cowardice, inspiring it to keep a safe distance from enemies. An infector directs its allies to strike against creatures suffering the effect of *horrid rot*, hoping to drop dangerous foes as quickly as possible.

SCION OF ZUGGTMOY SPORE LORD

Creatures known for their creative and inventive minds rise from a Garden of Rot as spore lords. These powerful scions of Zuggtmoyn constantly reform themselves as a shifting mass of spores.

Scion of Zuggtmoyn Spore Lord		Level 12 Skirmisher
Medium elemental magical beast (demon, plant)		XP 700
HP 130; Bloodied 65		Initiative +11
AC 26, Fortitude 25, Reflex 24, Will 21		Perception +8
Speed 6		Darkvision
STANDARD ACTIONS		
⊕ Burrowing Spores (poison) ♦ At-Will		
Attack: Melee 1 (one creature); +15 vs. Fortitude		
Hit: Ongoing 20 poison damage (save ends).		
Each Failed Saving Throw: The ongoing damage increases by 5, to a maximum of ongoing 30 damage.		
⊗ Choking Blast (poison, zone) ♦ At-Will		
Attack: Ranged 10 (one creature); +15 vs. Fortitude		
Hit: 3d8 + 5 poison damage, and the spore lord creates a zone that fills the target's square and all adjacent squares. The zone lasts until the end of the spore lord's next turn. Any creature that enters the zone or ends its turn there takes 5 poison damage.		
⚡ Spore Cloud (poison, zone) ♦ At-Will		
Attack: Close burst 1 (creatures in burst); +15 vs. Fortitude		
Hit: 2d8 + 5 poison damage, and the burst creates a zone that lasts until the end of the spore lord's next turn. Any creature that enters the zone or ends its turn there takes 10 poison damage.		
MOVE ACTIONS		
Spore Flight ♦ At-Will		
Effect: The spore lord transforms into a cloud of spores and is no longer grabbed, immobilized, restrained, or slowed. The spore lord flies 6 squares while it is phasing and insubstantial, then reforms.		
TRIGGERED ACTIONS		
Variable Resistance ♦ 2/Encounter		
Trigger: The spore lord takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): The spore lord gains resist 10 to the triggering damage type until the end of the encounter or until it uses <i>variable resistance</i> again.		
Str 19 (+10)	Dex 17 (+9)	Wis 15 (+8)
Con 26 (+14)	Int 5 (+3)	Cha 12 (+7)
Alignment chaotic evil Languages Abyssal		

SCION OF ZUGGTMOY SPORE LORDS IN COMBAT

A spore lord treats combat as an elaborate game, flowing across the battlefield as it ignores any attempts to hold it back. Whichever opponent seems most vexed by its antics becomes the focus of its attacks.

SESZRATH

CAST OUT FROM THE VILEST PITS OF DARKNESS in the Abyss, the seszrath is a horrible monstrosity composed of fused corpses and demonic essence. The ravaging madness of this undead demon manifests as a never-ending desire to feed.

LORE

Arcana DC 29: Though they do not require food for sustenance, seszraths are driven by the perverse pleasure of hunting, slaying, and consuming sentient prey. It is thought that the first seszraths were created during the birth of the Abyss. However, little is known of these creatures. In particular, how they continue to spawn and from what matter they are created is a source of conjecture. Some believe that new seszraths are continually spawned by an undiscovered demon lord—perhaps an unknown primordial who manipulates the power of undeath as an affront to Orcus. Others believe that seszraths are born of a gate between the Abyss and the Shadowfell, thought to exist at the deepest levels of both planes.

ENCOUNTERS

Few creatures fight alongside seszraths, since they are as likely to attack allies as enemies in the heat of battle. Seszraths are typically found only in the company of other seszraths or in service to more powerful

demons such as balors and glabrezus. Many demon lords maintain forces of these creatures in the Abyss. Some have also been known to send seszraths to the mortal realm to destroy the cults of their enemies.



Seszrath	Level 24 Brute	
Huge elemental humanoid (demon, undead)	XP 6,050	
HP 275; Bloodied 138	Initiative +16	
AC 36, Fortitude 38, Reflex 36, Will 33	Perception +12	
Speed 6	Darkvision	
Immune disease, necrotic, poison; Vulnerable 10 radiant		
STANDARD ACTIONS		
⊕ Tentacle Smash ◆ At-Will		
Attack: Melee 3 (one creature); +29 vs. AC		
Hit: 2d10 + 9 damage.		
⊖ Split Smash ◆ At-Will		
Effect: The seszrath uses <i>tentacle smash</i> twice against two different creatures.		
⊖ Vicious Throw ◆ At-Will		
Attack: Melee 1 (one creature grabbed by the seszrath); +27 vs. Reflex		
Hit: 4d10 + 18 damage, and the seszrath pushes the target 5 squares and knocks it prone.		
MINOR ACTIONS		
⊖ Consume (necrotic) ◆ Encounter		
Attack: Melee 1 (one creature grabbed by the seszrath); +27 vs. Fortitude		
Hit: 4d10 + 10 damage, and the target takes ongoing 10 necrotic damage while it is grabbed by the seszrath.		
TRIGGERED ACTIONS		
⊖ Vicious Grab ◆ Recharge ☼☼☼☼☼☼		
Requirement: The seszrath must not have two creatures grabbed.		
Trigger: An enemy not adjacent to the seszrath moves to a square adjacent to the seszrath.		
Attack (Immediate Reaction): Melee 1 (triggering enemy); +29 vs. AC		
Hit: 2d10 + 9 damage, and the target is grabbed.		
Str 28 (+21)	Dex 18 (+16)	Wis 10 (+12)
Con 25 (+19)	Int 10 (+12)	Cha 8 (+11)
Alignment chaotic evil		Languages Abyssal

SESZRATHS IN COMBAT

Seszraths are brutal frontline fighters, oblivious to danger as they take the battle to the enemy. Their tactical sense extends no further than smashing into the nearest and largest group of foes. A seszrath ignores its allies as those creatures circle around to pounce on foes laid low by its vicious throw. It is typically too consumed by recklessness to focus on slaying its foes, delaying its consume attack until after it is bloodied.

SHAADEES ARE THE RISEN MANIFESTATIONS of humanoid spellcasters who pledged their souls to the lords of the Abyss. After toiling for their demonic masters in life, these wretches discover that death does not end their servitude.

LORE

Arcana DC 27: Shaadees are spawned from powerful spellcasters—wizards, sorcerers, warlocks, and others who offered their services to powerful demons to increase their own power. Such spellcasters use their dark knowledge to enslave lesser creatures, sow chaos within civilized lands, and acquire vast wealth and power. When a spellcaster bound to a demon dies, however, it becomes a shaadee—an undead demonic slave eternally serving the abyssal lord its mortal soul was pledged to.

Despite their status as slaves of their demon lord, some shaadees regain a measure of their mortal power. By serving its master loyally, a shaadee might be granted a kind of freedom—allowed to return to the world as a hideous reflection of its living self, as long as it continues to advance its master’s agenda.

ENCOUNTERS

Shaadees shackled to the will of a demon lord serve under that lord’s lesser demonic servants. Groups of shaadees fight alongside glabrezus or balors sent on missions of destructions across the planes. If released from a demon lord’s servitude and allowed to return to the mortal realm, a shaadee quickly gathers servants that remind it of its former life. Apprentice wizards and warlocks, the clerics of evil gods, and intelligent undead can be found in a shaadee’s service.

SHAADEES IN COMBAT

Having already experienced death, a shaadee knows no fear. It flies over its enemies as combat begins, seeking a powerful warrior or leader to dominate. It then descends into the midst of melee, using *withering burst* to send foes flying if it is overwhelmed. The shaadee isolates melee targets with *night’s embrace* as it alternates *shadow claw* and *mind grab*, howling as it taunts its foes.



Shaadee		Level 20 Controller	
Medium elemental humanoid (demon, undead)		XP 2,800	
HP 191; Bloodied 95		Initiative +12	
AC 34, Fortitude 31, Reflex 34, Will 32		Perception +21	
Speed 6, fly 8 (hover)		Darkvision	
Immune disease, poison; Vulnerable 10 radiant			
TRAITS			
⚙️ Dizzying Aura ◆ Aura 1			
Enemies within the aura cannot make opportunity attacks or take immediate actions.			
STANDARD ACTIONS			
⚔️ Shadow Claw (necrotic) ◆ At-Will			
Attack: Melee 1 (one creature); +25 vs. AC			
Hit: 4d8 + 10 necrotic damage.			
✋ Mind Grab (charm) ◆ Recharge ⚡ ⚡			
Attack: Ranged 20 (one creature); +23 vs. Will			
Hit: The target is dominated (save ends).			
MINOR ACTIONS			
🌀 Night’s Embrace ◆ At-Will (1/round)			
Attack: Ranged 10 (one creature); +23 vs. Will			
Hit: The target is immobilized until the end of the shaadee’s next turn.			
Aftershock: The target is slowed (save ends).			
TRIGGERED ACTIONS			
🌪️ Withering Burst (necrotic) ◆ Encounter			
Trigger: The shaadee is first bloodied.			
Attack (Free Action): Close burst 3 (enemies in burst); +23 vs. Fortitude			
Hit: 4d8 + 10 necrotic damage, and the shaadee pushes the target 5 squares and knocks it prone.			
Miss: The target falls prone.			
Skills Arcana +24, Stealth +17			
Str 12 (+11)	Dex 15 (+12)	Wis 23 (+16)	
Con 23 (+16)	Int 28 (+19)	Cha 25 (+17)	
Alignment chaotic evil		Languages Abyssal	



SIBRIEX

WHEN THARIZDUN PLUNGED THE SHARD OF EVIL into the heart of the Elemental Chaos, he freed the last of the obyriths from their decaying universe. The most powerful of those creatures became demon lords, even as the lesser members of their kind were absorbed by absolute corruption as the Abyss was born. The demons known as sibriexes were spawned from clans of obyrith slavers, savants, and flesh crafters. They haunt the Abyss and the planes beyond, dedicated only to increasing their own power.

LORE

Arcana DC 31: Like the obyriths from which they are spawned, sibriexes are creatures of an alien universe. Demonologists argue over what motivates these mad creatures, but the inner workings of the sibriex mind might never be known. Regardless, their chaos manifests as a thirst for the subjugation, transformation, and destruction of all other creatures. The other demons with which the sibriexes are now kin they regard as raw material for their experiments.

ENCOUNTERS

The sibriex are arrogant creatures that have no equals among their allies. They are found either as the lords of lower-level thralls, or under the dominion of a powerful demon lord. Even when serving a more powerful master, a sibriex seeks out any opportunity to free itself, growing increasingly ruthless and cruel in the process.

SIBRIEX CHAIN MASTER

Hovering over the wasted abyssal landscape, the sibriex chain master appears as an enormous, deformed head that seems to be tethered to the ground by heavy chains. As it approaches, panic sets in among its foes, a nameless revulsion shattering their resolve.

Sibriex Chain Master	Level 26 Elite Soldier
Large elemental magical beast (demon)	XP 18,000
HP 484; Bloodied 242	Initiative +21
AC 42, Fortitude 37, Reflex 38, Will 37	Perception +21
Speed 4, fly 6 (hover)	Darkvision, blindsight 10
Immune disease; Resist 15 all; Vulnerable 10 radiant (if the sibriex takes radiant damage, its <i>sibriex horror</i> aura is inactive until the sibriex reactivates it as a minor action).	
Saving Throws +2; Action Points 1	
TRAITS	
☼ Sibriex Horror (fear, psychic) ◆ Aura 3 Any enemy that ends its turn within the aura takes 15 psychic damage and is slowed until the end of its next turn.	
STANDARD ACTIONS	
⬇ Chain (weapon) ◆ At-Will Attack: Melee 3 (one creature); +31 vs. AC Hit: 2d12 + 8 damage, and the target is immobilized until the end of its next turn.	
⬇ Chain Flurry ◆ At-Will Effect: The sibriex uses <i>chain</i> twice against two different creatures.	
⬅ Flailing Chains ◆ Recharge ☼ ☼ Attack: Close burst 3 (creatures in burst); +29 vs. Reflex Hit: 4d12 + 8 damage, and the target falls prone.	
⬅ Bile Spout (acid) ◆ Encounter Attack: Close blast 5 (creatures in blast); +29 vs. Fortitude Hit: 2d10 + 10 acid damage, and ongoing 15 acid damage (save ends). Miss: Half damage.	
Skills Arcana +27, History +27, Intimidate +21	
Str 23 (+19)	Dex 22 (+19) Wis 26 (+21)
Con 26 (+21)	Int 28 (+22) Cha 17 (+16)
Alignment chaotic evil	Languages Abyssal, Common, telepathy 10
Equipment four chains	

SIBRIEX CHAIN MASTERS IN COMBAT

As its *sibriex horror* aura spreads debilitating fear among its enemies, a chain master soars across the battlefield, making devastating melee attacks. When a number of its foes are immobilized or knocked prone, the chain master unleashes *bile spout* to reduce them to pools of acidic gore.

Flesh Warp

Level 28 Disease

The infected creature's flesh warps and twists into disgusting demonic forms as it slowly and painfully transforms into a child of the Abyss.

Attack: +31 vs. Fortitude
Endurance improve DC 31, maintain DC 26, worsen DC 25 or lower

The target is cured. **Initial Effect:** The target's body warps to take on a demonic form, as determined by the DM. The target loses a healing surge that it cannot regain until cured of the disease. In addition, the target takes a -2 penalty to attack rolls that target demons.

The target's body continues to warp, losing almost all semblance of its original form. The target loses two more healing surges that it cannot regain until cured of the disease. In addition, whenever the target hits a demon with an attack, the target takes 15 psychic damage.

Final State: The target becomes a free willed sibriex spawn. **Special:** This final state occurs if the target progresses to it normally, or if the target dies while infected with flesh warp.

SIBRIEX FLESH CRAFTER

The flesh crafter is the artist of demonic forms, employing its flesh-warping disease to corrupt the forms of its foes.

SIBRIEX



Sibriex Flesh Crafter		Level 28 Elite Controller	
Huge elemental magical beast (demon)		XP 26,000	
HP 516; Bloodied 258			Initiative +20
AC 42, Fortitude 40, Reflex 41, Will 39			Perception +23
Speed 4, fly 6 (hover)	Darkvision, blindsight 10		
Immune disease; Resist 15 all; Vulnerable 10 radiant (if the sibriex takes radiant damage, its <i>sibriex horror</i> aura is inactive until the sibriex reactivates it as a minor action).			
Saving Throws +2; Action Points 1			
TRAITS			
☠ Sibriex Horror (fear, psychic) ◆ Aura 3			
Any enemy that ends its turn within the aura takes 15 psychic damage and is slowed until the end of its next turn.			
STANDARD ACTIONS			
⬇ Chain (weapon) ◆ At-Will			
Attack: Melee 3 (one creature); +33 vs. AC			
Hit: 4d12 + 10 damage, and the target is restrained until the end of its next turn.			
↩ Restraining Cyclone ◆ At-Will			
Attack: Close burst 3 (enemies in burst); +31 vs. Reflex			
Hit: 2d12 + 11 damage, and the target is restrained until the end of its next turn.			
↩ Crafter's Madness (fear, disease, psychic) ◆ Recharge ☒ ☒ ☒			
Attack: Close burst 1 (creatures in burst); +31 vs. Will			
Hit: 4d10 + 12 psychic damage, and the target is stunned until the end of its next turn. In addition, the target is exposed to flesh warp (see below).			
Instant Warp (polymorph) ◆ Recharge when first bloodied			
Effect: Two creatures within 3 squares of the flesh crafter previously exposed to flesh warp take 3d8 + 10 damage and become infected by flesh warp. If already infected by flesh warp, a creature moves one step down the disease track.			
☞ Bile Spit (acid) ◆ Encounter			
Attack: Ranged 10 (one creature); +31 vs. Fortitude			
Hit: 6d12 + 23 acid damage, and the target is blinded until the end of its next turn.			
Miss: Half damage.			
Skills Arcana +29, History +29, Intimidate +23			
Str 23 (+20)	Dex 22 (+20)	Wis 28 (+23)	
Con 26 (+22)	Int 30 (+24)	Cha 19 (+18)	
Alignment chaotic evil		Languages Abyssal, Common, telepathy 10	
Equipment four chains			

SIBRIEX FLESH CRAFTERS IN COMBAT

The battlefield is the flesh crafter's playground, allowing it to experiment in the creation of new demonic forms. The creature uses its melee and ranged attacks to restrain and expose foes to the flesh warp disease, then unleashes *instant warp*.

SIBRIEX SPAWN

The foul nature of the sibriexes can infect other creatures, creating vile spawn beholden to more powerful masters.

Sibriex Spawn		Level 28 Minion Brute	
Medium elemental magical beast (demon)		XP 3,250	
HP 1; a missed attack never damages a minion.			Initiative +19
AC 40, Fortitude 40, Reflex 39, Will 39			Perception +20
Speed 6	Darkvision, blindsight 10		
Resist 15 all			
TRAITS			
☠ Sibriex Horror (fear, psychic) ◆ Aura 3			
Any enemy that ends its turn within the aura takes 15 psychic damage and is slowed until the end of its next turn.			
STANDARD ACTIONS			
⬇ Bite ◆ At-Will			
Attack: Melee 3 (one creature); +33 vs. AC			
Hit: 18 damage.			
TRIGGERED ACTIONS			
↩ Bile Explosion (acid)			
Trigger: The spawn drops to 0 hit points.			
Attack (No Action): Close burst 2 (creatures in burst); +31 vs. Fortitude			
Hit: 18 acid damage, and the target is weakened until the end of its next turn.			
Str 21 (+19)	Dex 20 (+19)	Wis 22 (+20)	
Con 24 (+21)	Int 10 (+14)	Cha 10 (+14)	
Alignment chaotic evil		Languages understands Abyssal	

SIBRIEX SPAWNS IN COMBAT

These misshapen spawn surge ahead of their more powerful allies in battle. They trust in their aura of fear to sow chaos, waiting for the attack that reduces them to an explosion of deadly bile.

SPAWN OF JUIBLEX

THE FACELESS LORD SPAWNS uncountable children, which congeal into formless shapes of burbling ichor. The spawn of Juiblex live for purposes unknown even to themselves, fighting and dying to be reabsorbed and live again in the name of their demon lord.

LORE

Arcana DC 21: It is thought that Juiblex did not always have spawn, and that the proliferation of these oozes is a sign of his growing power. Juiblex shapes the essence of the multitude of creatures that he has consumed over long centuries to create new life. The spawn of Juiblex are living extensions of the Faceless Lord. They are reabsorbed into Juiblex when they finally fall, to be used in the creation of new spawn.

ENCOUNTERS

Oozes of every kind lurk and feed within the pits of filth where the spawn of Juiblex are found. Aboleths and otyughs are likewise drawn to these servants of the Faceless Lord both in the Abyss and in the world. In the mortal realm, spawn are commonly found in the service of the cults that worship Juiblex.

OOZE HORROR

A giant blob of sentient filth, the ooze horror is a living embodiment of primeval chaos. Deep within its thousand eyes flickers a sinister cunning.

OOZE HORRORS IN COMBAT

An ooze horror's myriad eyes inspire its *fearful infestation* as it closes in for the kill. Attacking its foes in both body and mind, the ooze horror envelops and consumes all creatures that stand before it.

Spawn of Juiblex Ooze Horror		Level 12 Soldier
Large elemental beast (demon, ooze)		XP 700
HP 126; Bloodied 63		Initiative +12
AC 28, Fortitude 26, Reflex 24, Will 22		Perception +15
Speed 6, climb 6, swim 6		Blindsight 5
Immune acid, disease, poison		
TRAITS		
All-Around Vision		
Enemies can't gain combat advantage by flanking the ooze horror.		
Ooze		
While squeezing, the ooze horror moves at full speed rather than half speed, doesn't take the -5 penalty to attack rolls, and doesn't grant combat advantage for squeezing.		
STANDARD ACTIONS		
⬇ Slam (acid) ♦ At-Will		
Attack: Melee 2 (one creature); +17 vs. AC		
Hit: 3d6 + 10 acid damage, and the target is immobilized until the end of its next turn.		
⌚ Acidic Globule (acid) ♦ At-Will		
Attack: Ranged 6 (one creature); +17 vs. AC		
Hit: 2d6 + 10 acid damage.		
⚡ Fearful Infestation (acid, fear, psychic) ♦ Recharge [1/2]		
Attack: Close blast 2 (enemies in blast); +15 vs. Reflex		
Hit: 2d6 + 5 acid damage, and the target takes ongoing 10 psychic damage and a -2 penalty to attack rolls (save ends both).		
Sludge Form (acid) ♦ Encounter		
Effect: The ooze horror moves its speed and can enter enemies' squares. This movement does not provoke opportunity attacks. Each time the ooze horror enters an enemy's square for the first time during the move, it makes the following attack against that enemy.		
Attack: Melee 0; +15 vs. Reflex		
Hit: 2d6 + 5 acid damage, and the target is dazed until the end of its next turn.		
Str 19 (+10)	Dex 19 (+10)	Wis 19 (+10)
Con 22 (+12)	Int 16 (+9)	Cha 6 (+4)
Alignment chaotic evil		Languages telepathy 5

PLAGUE HURLER

The demon lords fear Juiblex's ultimate goal—an eternal rain of putrescence across every plane. Juiblex's creations are the promise of that dream, and none are more deadly than the plague hurler.





Spawn of Juiblex Plague Hurler		Level 14 Artillery
Medium elemental beast (demon, ooze, shapechanger) XP 1,000		
HP 112; Bloodied 56	Initiative +13	
AC 28, Fortitude 26, Reflex 26, Will 25	Perception +15	
Speed 6, climb 6, swim 6	Blindsight 5	
Immune acid, disease, poison		
TRAITS		
All-Around Vision		
Enemies can't gain combat advantage by flanking the plague hurler.		
Ooze		
While squeezing, the plague hurler moves at full speed rather than half speed, doesn't take the -5 penalty to attack rolls, and doesn't grant combat advantage for squeezing.		
STANDARD ACTIONS		
⬇️ Slam (acid, disease) ♦ At-Will		
Attack: Melee 1 (one creature); +19 vs. AC		
Hit: 2d8 + 6 acid damage, and the target is exposed to Slime Lord's rot.		
🌀 Slime Orb (acid) ♦ At-Will		
Attack: Ranged 10 (one creature); +19 vs. Reflex		
Hit: 3d10 + 6 acid damage, and the target is slowed (save ends).		
☄️ Rain of Effluvia (acid) ♦ At-Will		
Attack: Area burst 1 within 10 (enemies in burst); +19 vs. Reflex		
Hit: 3d6 + 4 acid damage, and the target is blinded until the end of its next turn.		
☠️ Virulent Pustules (acid, disease, poison) ♦ Recharge ⏳ ⏳		
Attack: Ranged 20 (one creature); +19 vs. Fortitude		
Hit: 4d6 + 4 damage, and ongoing 10 poison damage (save ends). In addition, the target is exposed to Slime Lord's rot.		
Each Failed Saving Throw: Each of the target's allies adjacent to the target takes ongoing 5 poison damage (save ends) and is exposed to Slime Lord's rot.		
MINOR ACTIONS		
Mortal Form (polymorph) ♦ At-Will		
Effect: The plague hurler can alter its physical form to appear as any Medium humanoid, including a unique individual, until it attacks, until it uses <i>mortal form</i> again, or until it drops to 0 hit points. The plague hurler retains its statistics in its new form. Its clothing, armor, and other possessions do not change. To assume a specific individual's form, the plague hurler must have seen that individual. Other creatures can make a DC 31 Insight check to discern that the form is a disguise.		
TRIGGERED ACTIONS		
Oozing Retreat ♦ Encounter		
Trigger: The plague hurler is first bloodied.		
Effect (Free Action): The plague hurler shifts its speed, ignoring difficult terrain. At any point during the move, it can use <i>mortal form</i> as a free action.		
Skills Bluff +17, Stealth +18		
Str 16 (+10)	Dex 22 (+13)	Wis 16 (+10)
Con 22 (+13)	Int 17 (+10)	Cha 20 (+12)
Alignment chaotic evil Languages Common, telepathy 5		

PLAGUE HURLERS IN COMBAT

A plague hurler unleashes its pestilence against as many targets as it can, counting on Slime Lord's rot to fell the strongest foes. In the world, a plague hurler uses *mortal form* to infiltrate cities and smaller settlements. Most often taking the form of a diseased beggar or vagabond, the plague hurler secretly carries out its dark lord's bidding.

SLUDGE DREDGE

Bubbles of stinking sludge lurch to life. This amorphous creature's hundreds of translucent eyes stare from its filmy exterior as it chooses its next victim.

Spawn of Juiblex Sludge Dredge		Level 11 Minion Brute
Medium elemental beast (demon, ooze)		XP 150
HP 1; a missed attack never damages a minion.	Initiative +9	
AC 23, Fortitude 25, Reflex 23, Will 22	Perception +13	
Speed 6, climb 6, swim 6	Blindsight 5	
Immune acid, disease, poison		
TRAITS		
All-Around Vision		
Enemies can't gain combat advantage by flanking the sludge dredge.		
Ooze		
While squeezing, the sludge dredge moves at full speed rather than half speed, it doesn't take the -5 penalty to attack rolls, and it doesn't grant combat advantage for squeezing.		
STANDARD ACTIONS		
⬇️ Slam (acid) ♦ At-Will		
Attack: Melee 1 (one creature); +16 vs. AC		
Hit: 10 acid damage.		
TRIGGERED ACTIONS		
Revitalizing Ooze		
Trigger: The first time the sludge dredge drops to 0 hit points.		
Effect (No Action): A dead sludge dredge within 10 squares of this creature is restored to life. It appears in its former space or the nearest unoccupied space.		
Str 17 (+8)	Dex 18 (+9)	Wis 17 (+8)
Con 21 (+10)	Int 2 (+1)	Cha 2 (+1)
Alignment chaotic evil Languages –		

SLUDGE DREDGES IN COMBAT

Their lack of intelligence makes sludge dredges exceptional and expendable soldiers. They throw themselves into battle knowing that their deaths are only temporarily, and that they are one with the Demon Lord of Slime's unspeakable will.

Slime Lord's Rot Level 14 Disease

Oozing pustules herald the first stages of this disease, which ends with the victim's collapse into a pool of ooze ready to serve its new master.

Attack: +17 vs. Fortitude
Endurance improve DC 23, maintain DC 18, worsen DC 17 or lower

- | | | | |
|-----------------------------|---|---|--|
| <p>The target is cured.</p> | <p>❏ Initial Effect: The target loses a healing surge that it cannot regain until cured of the disease. In addition, the target is slowed.</p> | <p>❏ The target loses a healing surge that it cannot regain until cured of the disease. In addition, the target cannot shift.</p> | <p>❏ Final State: The target dies and becomes a spawn of Juiblex sludge dredge.</p> |
|-----------------------------|---|---|--|

TOMB DEMON

FORGED OF BONE AND IMBUED WITH the powers of death and decay, tomb demons are spawned in the mass graves and former battlegrounds of the Abyss. Although each tomb demon differs in its abilities, they share a similar form. Their long fangs and serpentine, skeletal bodies—which resemble a humanoid and a snake horrifically fused—are a terrifying sight.

LORE

Arcana DC 21: Tomb demons arose in the aftermath of a great battle between Orcus and Sylbarax, an exarch of Zehir known as the Green Death. Sylbarax entered the Abyss, renounced his allegiance to his dark god, and became a demon lord. His reign was short-lived. Orcus assembled a vast host of demons and undead to destroy Sylbarax and the serpentine servants he had drawn to his side.

The first tomb demons were created when the remains of Sylbarax's followers were imbued with the necromantic power commanded by Orcus. Tomb demons have since spread across the Abyss and beyond. Rumors hint that these creatures continue to crawl from Sylbarax's festering corpse, lost in the uncharted reaches of the deep layers. The *Jewel of Gharan*, an artifact still sought by Zehir, supposedly rests in Sylbarax's dead grasp.



ENCOUNTERS

In the Abyss, tomb demons ally with others of their kind and with servants of Orcus. In the world, tomb demons serve the leaders of Orcus's cults.

The cultists of Zehir take great pride in summoning and controlling these demons, as a final rebuke of Sylbarax's treachery. Haagenti (see "Garavond," page 76) and Zuggtmoy have also both managed to force tomb demons into their service.

TOMB DEMON CONSTRICTOR

A tomb demon constrictor's coils crush the life from its victims, leaving only bloody bones behind.

Tomb Demon Constrictor		Level 12 Soldier
Medium elemental magical beast (demon)		XP 700
HP 124; Bloodied 62		Initiative +12
AC 28, Fortitude 25, Reflex 24, Will 22		Perception +8
Speed 8		Darkvision
STANDARD ACTIONS		
⊕ Bite ◆ At-Will		
Attack: Melee 1 (one creature); +17 vs. AC		
Hit: 3d6 + 6 damage, and the constrictor makes a secondary attack.		
Secondary Attack: Melee 1 (primary target); +15 vs. Fortitude		
Hit: The target is immobilized until the end of the constrictor's next turn.		
⊕ Bone Axe (weapon) ◆ At-Will		
Attack: Melee 1 (one creature); +17 vs. AC		
Hit: 3d8 + 8 damage.		
⊕ Writhing Coils ◆ Recharge ☼ ☼		
Attack: Melee 1 (one or two creatures); +15 vs. Reflex		
Hit: 2d10 + 6 damage, and the target is grabbed. When the constrictor sustains this grab, the target takes 1d10 + 4 damage.		
TRIGGERED ACTIONS		
Responding Slither ◆ At-Will		
Trigger: An enemy adjacent to the constrictor shifts.		
Effect (Immediate Reaction): The constrictor shifts 1 square.		
Variable Resistance ◆ 2/Encounter		
Trigger: The constrictor takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): The constrictor gains resist 10 to the triggering damage type until the end of the encounter or until it uses variable resistance again.		
Str 21 (+11)	Dex 19 (+10)	Wis 15 (+8)
Con 20 (+11)	Int 10 (+6)	Cha 12 (+7)
Alignment chaotic evil		Languages Abyssal

TOMB DEMON CONSTRICTORS IN COMBAT

A constrictor focuses on one or two lightly armed targets, ignoring attacks from other creatures as it crushes victims in its *writhing coils*. Only if its chosen victims escape does a constrictor slither into melee. It attacks with *writhing coils* again as soon as a target presents itself.

VORACALITH

THE VORACALITH IS THE MOST GLUTTONOUS of all demons, content to wander the Abyss devouring anything that crosses its path. Tales are told of whole legions of demons that misjudged the appetites of a voracalith pack and paid the ultimate price.

LORE

Arcana DC 25: These insatiable fiends are legendary for their ability to devour anything, and strange treasures and objects can be found inside them. Inorganic matter—from short swords to enormous stone idols—settles in a voracalith's stomach, remaining there until the creature is killed and cut open.



Voracalith	Level 25 Brute
Huge elemental humanoid (demon)	XP 7,000
HP 291; Bloodied 145	Initiative +17
AC 37, Fortitude 38, Reflex 35, Will 36	Perception +19
Speed 8	Darkvision
TRAITS	
☼ Devouring Maw ◆ Aura 1	
Any enemy that starts its turn within the aura takes 10 damage. In addition, while the voracalith is bloodied, any enemy within the aura gains only half the benefit of healing effects.	
STANDARD ACTIONS	
⊕ Horrid Tentacles ◆ At-Will	
Attack: Melee 3 (one creature); +30 vs. AC	
Hit: 2d6 + 5 damage, and the voracalith pulls the target 2 squares.	
⊕ Tentacle Flurry ◆ At-Will	
Effect: The voracalith uses <i>horrid tentacles</i> three times, no more than twice against a single target.	
⊕ Devouring Bite ◆ At-Will	
Attack: Melee 2 (one creature); +30 vs. AC	
Hit: 4d12 + 5 damage.	
⚡ Acidic Retribution (acid) ◆ Recharge when the voracalith hits with <i>devouring bite</i>	
Attack: Close blast 3 (creatures in blast); +28 vs. Fortitude	
Hit: 2d8 + 4 acid damage, and ongoing 15 acid damage (save ends).	
TRIGGERED ACTIONS	
⚡ Gruesome Ending (fear) ◆ At-Will	
Trigger: The voracalith reduces an enemy to 0 hit points or fewer.	
Attack (Free Action): Close burst 2 (enemies in burst); +28 vs. Will	
Hit: The voracalith pushes the target 2 squares, and the target is dazed (save ends).	
Variable Resistance ◆ 3/Encounter	
Trigger: The voracalith takes acid, cold, fire, lightning, or thunder damage.	
Effect (Free Action): The voracalith gains resist 20 to the triggering damage type until the end of the encounter or until it uses <i>variable resistance</i> again.	
Str 28 (+21)	Dex 21 (+17)
Con 31 (+22)	Int 4 (+9)
Wis 24 (+19)	Cha 8 (+11)
Alignment chaotic evil Languages Abyssal	

ENCOUNTERS

Voracaliths have no interest in alliances, but demon lords bind them to use as shock troops and raiders. Since voracaliths are too dense to follow complex orders, their masters use fresh meat to lure them to a battleground or a desired target.

VORACALITHS IN COMBAT

Voracaliths rarely display tactics any more clever than moving toward the nearest group of living creatures and eating as many of them as possible. These ravenous demons are drawn by numbers. They focus on creatures clustered together, their tentacles dragging prey to their ever-hungry maws.

WENDIGO

NEARLY ALL THE CULTURES OF THE WORLD feature prohibitions against cannibalism—a crime against the laws of nature and the gods. A mortal that commits cannibalism creates a spiritual gateway to the Abyss, through which the dreaded demon known as the wendigo can travel. Once it reaches the world, a wendigo warps the cannibal's soul and body, turning into a flesh-eating monster that reflects the madness of the Abyss.

LORE

Nature DC 23: Not all mortals that commit cannibalism draw the attention of a wendigo to themselves. Those that do, though, are bound within the wendigo's form until the demon is slain.

For a mortal that consumed forbidden flesh out of desperation or dark need, existence as a wendigo is a never-ending nightmare. Trapped in that demonic form, the creature's consciousness endures only enough to maintain awareness of its hunger and the number of sentient creatures it has slain. For mortals that indulge in cannibalism by choice, the curse of the wendigo can become a blessing. A wendigo created from a willing host maintains more of its former knowledge, and can use that knowledge to seek bloody retribution against old enemies.



ENCOUNTERS

Wendigos are solitary creatures whose madness drives them to inhabit desolate lands. These demons sometimes hunt in the company of dire animals, worgs, and owlbears (see the *Monster Manual*), as well as other wild creatures that share their ravenous appetites. A wendigo that leads such a hunting pack trains its servants over time, using them to great effect as it harries its quarry.

WENDIGO MANHUNTER

An unfamiliar scent is carried on the wind, and the trackers become skittish. This far from civilization, their imaginations spawn phantoms—a fleeting shape stalking ever closer, reaching out, whispering their names.

Wendigo Manhunter Medium elemental humanoid (demon)	Level 8 Lurker XP 350	
HP 70; Bloodied 35	Initiative +13	
AC 22, Fortitude 20, Reflex 22, Will 18	Perception +13	
Speed 8	Low-light vision	
TRAITS		
☼ Scent of Fear (fear) ◆ Aura 10 Enemies within the aura take a -2 penalty to Will.		
Beyond Sight Whenever the manhunter ends its turn 5 or more squares from an enemy, it is invisible to that enemy until the end of the manhunter's next turn.		
STANDARD ACTIONS		
⊕ Claw ◆ At-Will <i>Attack:</i> Melee 1 (one creature); +13 vs. AC <i>Hit:</i> 3d6 + 4 damage. <i>Effect:</i> The manhunter shifts 2 squares.		
⊖ Wendigo Bite (healing) ◆ At-Will <i>Attack:</i> Melee 1 (one creature that cannot see the manhunter); +13 vs. AC <i>Hit:</i> 4d6 + 6 damage, and the manhunter regains hit points equal to half the damage dealt.		
TRIGGERED ACTIONS		
Variable Resistance ◆ 2/Encounter <i>Trigger:</i> The manhunter takes acid, cold, fire, lightning, or thunder damage. <i>Effect (Free Action):</i> The manhunter gains resist 5 to the triggering damage type until the end of the encounter or until it uses <i>variable resistance</i> again.		
Skills Endurance +12, Stealth +14		
Str 20 (+9)	Dex 20 (+9)	Wis 18 (+8)
Con 16 (+7)	Int 14 (+6)	Cha 13 (+5)
Alignment chaotic evil	Languages Common, Abyssal, telepathy 10	

WENDIGO MANHUNTERS IN COMBAT

A manhunter can stalk creatures for days before attacking. Once its feast begins, the wendigo moves from target to target, using *beyond sight* so that its *wendigo bite* can strike true.

WENDIGO SOULCATCHER

As a wendigo consumes mortal flesh, it grows in power. When a wendigo becomes a soulcatcher, it takes mad pleasure not only in slaying, but in temporarily bestowing its curse on the creatures that fear it. Forcing those enemies to gorge themselves on their allies' flesh and blood, the soulcatcher becomes stronger still.

Wendigo Soulcatcher		Level 14 Controller	
Medium elemental humanoid (demon)		XP 1,000	
HP 142; Bloodied 71	Initiative +14		
AC 28, Fortitude 26, Reflex 28, Will 24	Perception +19		
Speed 8	Low-light vision		
TRAITS			
☀ Scent of Fear (fear) ◆ Aura 10			
Enemies within the aura take a -2 penalty to Will.			
Beyond Sight			
Whenever the soulcatcher ends its turn 5 or more squares from an enemy, it is invisible to that enemy until the end of the soulcatcher's next turn.			
STANDARD ACTIONS			
⊕ Claw ◆ At-Will			
Attack: Melee 1 (one creature); +19 vs. AC			
Hit: 3d6 + 7 damage.			
⊕ Cannibal's Bite (healing) ◆ At-Will			
Attack: Melee 1 (one creature dominated by the soulcatcher); +19 vs. AC			
Hit: 4d8 + 8 damage, and the soulcatcher regains hit points equal to half the damage dealt.			
☞ Inflame the Hungry Soul (charm, psychic) ◆ Recharge when no creature is affected by this power			
Attack: Ranged 10 (one creature); +17 vs. Will			
Hit: 3d8 + 4 psychic damage, and the target is dominated (save ends).			
TRIGGERED ACTIONS			
Variable Resistance ◆ 2/Encounter			
Trigger: The soulcatcher takes acid, cold, fire, lightning, or thunder damage.			
Effect (Free Action): The soulcatcher gains resist 10 to the triggering damage type until the end of the encounter or until it uses <i>variable resistance</i> again.			
Skills Endurance +18, Stealth +19			
Str 24 (+14)	Dex 25 (+14)	Wis 24 (+14)	
Con 22 (+13)	Int 18 (+11)	Cha 16 (+10)	
Alignment chaotic evil		Languages Common, Abyssal, telepathy 15	

WENDIGO SOULCATCHERS IN COMBAT

The soulcatcher seeks out a weak-willed creature in combat, inflaming that victim with *cannibal's bite*. The wendigo revels in the shrieks of the dominated creature's victims, taking as much pleasure from their terror as from the sustenance the unwilling cannibal's attack provides.

WENDIGO PRIMAL SPIRIT

The oldest wendigos possess a hunger that drives them to consume their own flesh in a grisly feast of self-destruction. Wandering the world as a demonic shade, a wendigo primal spirit is doomed to endlessly slay the creatures it once called kin, but to never slake its hunger on their flesh.

Wendigo Primal Spirit		Level 25 Artillery	
Medium elemental humanoid (demon)		XP 7,000	
HP 126; Bloodied 63	Initiative +22		
AC 39, Fortitude 37, Reflex 39, Will 35	Perception +27		
Speed 8	Low-light vision		
Resist insubstantial			
TRAITS			
☀ Scent of Fear (fear) ◆ Aura 10			
Enemies within the aura take a -2 penalty to Will.			
Beyond Sight			
Whenever the primal spirit ends its turn 5 or more squares from an enemy, it is invisible to that enemy until the end of the primal spirit's next turn.			
STANDARD ACTIONS			
⊕ Claw ◆ At-Will			
Attack: Melee 1 (one creature); +30 vs. AC			
Hit: 2d6 + 13 damage.			
☞ Theft of Flesh (healing) ◆ At-Will			
Attack: Ranged 10 (one creature that cannot see the primal spirit); +30 vs. AC			
Hit: 4d10 + 13 damage, and the primal spirit regains hit points equal to half the damage dealt.			
⊕ Cannibal's Bite (healing) ◆ At-Will			
Attack: Melee 1 (one creature dominated by the primal spirit); +30 vs. AC			
Hit: 4d8 + 8 damage, and the primal spirit regains hit points equal to half the damage dealt.			
☞ Hunger Born from Fear (charm) ◆ Encounter			
Attack: Close burst 10 (bloodied creatures in burst); +28 vs. Will			
Hit: The target makes one attack with <i>cannibal's bite</i> as a free action against a target of the primal spirit's choice, then is dominated (save ends).			
TRIGGERED ACTIONS			
Variable Resistance ◆ 2/Encounter			
Trigger: The primal spirit takes acid, cold, fire, lightning, or thunder damage.			
Effect (Free Action): The primal spirit gains resist 20 to the triggering damage type until the end of the encounter or until it uses <i>variable resistance</i> again.			
Skills Endurance +24, Stealth +27			
Str 31 (+22)	Dex 30 (+22)	Wis 30 (+22)	
Con 24 (+19)	Int 24 (+19)	Cha 20 (+17)	
Alignment chaotic evil		Languages Common, Abyssal, telepathy 20	

WENDIGO PRIMAL SPIRITS IN COMBAT

A primal spirit's hunger drives it into the thick of combat, where it has little to fear from blades and arrows. *Theft of flesh* allows the primal spirit to replenish its strength, but it must eat vicariously with *hunger born from fear*, temporarily forcing its cannibalistic madness into its foes.

YAGNODEMON

CREATURES THAT SEE A YAGNODEMON for the first time often assume that it is crippled or infirm. Its left arm is long and powerfully built to match its menacing stature. Its right arm is shortened—weak and withered as if by some grievous injury. Creatures take advantage of this apparent weakness at their peril.

LORE

Arcana DC 23: Yagnodemons can be found across the Abyss and the mortal realm. Most of these demons, however, dwell in the abyssal city of Morglon-Daar (page 52). Though not the most powerful demons in that settlement, yagnodemons serve as enforcers, with the power to banish or execute any creatures that threaten the city's stability. The yagnodemons of Morglon-Daar are the closest thing that chaotic realm has to a force of law, and the justice they mete out is swift and deadly.

Ancient legends tell of how these demons were created in the earliest days of the Abyss, spawned from a race of aquatic humanoids in service to a primordial named Throan. Throan ventured into the Abyss and was slain by Dagon. Before he died, he cast his spirit into his servitors.

These slender creatures were transformed into the first yagnodemons by their master's death and the taint of the dark realm they were spawned in. Their right arms are all that remain from their original form.

ENCOUNTERS

In the Abyss, yagnodemons typically serve other demons as guards and enforcers. Isolated bands of yagnodemons can also be found traveling remote reaches of the Blood Sea or the Abyss's other watery realms. Yagnodemons found in the world have typically been bound into servitude by mortal spellcasters. Unlike many summoned demons, these warriors respect the power of a master whose goals allow them to wield power of their own. A yagnodemon sometimes continues its service in the mortal realm after the ritual that bound it has ended.

YAGNODEMONS IN COMBAT

A yagnodemon establishes control of a situation through brutal displays of force. It focuses on the most powerful foe with *abyssal harpoon*, holding it immobilized as it strikes again and again. When that foe falls, the yagnodemon turns to its less powerful allies, hoping to see them flee in the face of its rage.



Yagnodemon	Level 15 Soldier	
Large elemental humanoid (demon)	XP 1,200	
HP 147; Bloodied 73	Initiative +11	
AC 30, Fortitude 29, Reflex 26, Will 27	Perception +16	
Speed 8, teleport 4	Low-light vision	
STANDARD ACTIONS		
⬇️ Abyssal Harpoon (weapon) ⬆️ At-Will		
Attack: Melee 3 (one creature); +20 vs. AC		
Hit: 3d10 + 7 damage, and the target is immobilized (save ends). If the target is already immobilized, this attack deals 1d10 extra damage.		
⬅️ Acid Breath (acid) ⬆️ Encounter		
Attack: Close blast 3 (creatures in blast); +18 vs. Fortitude		
Hit: 4d6 + 9 acid damage, and the target is blinded (save ends).		
TRIGGERED ACTIONS		
Lightning Discharge (lightning) ⬆️ Recharge ⏏️ ⏏️		
Trigger: The yagnodemon hits with a melee attack.		
Effect (Free Action): The triggering attack deals 1d8 extra lightning damage, or 2d8 extra lightning damage if the yagnodemon is bloodied.		
Soul Reaper ⬆️ At-Will		
Trigger: The yagnodemon reduces an enemy to 0 hit points or fewer.		
Effect (No Action): The yagnodemon gains 10 temporary hit points.		
Variable Resistance ⬆️ 2/Encounter		
Trigger: The yagnodemon takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): The yagnodemon gains resist 15 to the triggering damage type until the end of the encounter or until it uses <i>variable resistance</i> again.		
Skills Athletics +19, Insight +16, Intimidate +14		
Str 24 (+14)	Dex 15 (+9)	Wis 19 (+11)
Con 19 (+11)	Int 16 (+10)	Cha 14 (+9)
Alignment chaotic evil		Languages Abyssal, Common
Equipment abyssal harpoon		

ZOVVUT

ZOVVUTS WERE ONCE ANGELS in the service of the Chained God Tharizdun. Fleeing into exile when the Abyss was born and their dark master was imprisoned, these demons have been tainted by eons of servitude to their lost master.

LORE

Arcana DC 25: In the millennia before the Chained God's imprisonment, zovvuts were angels of corruption serving the darker deities. When Tharizdun was cast into the bottomless maelstrom of the Abyss, the zovvuts broke with their many masters to pledge allegiance to the ultimate corruption of the Chained God. In the eons since, they have sought in vain for their lost master. As they seek his hidden prison, the zovvuts believe they can hear the voice of Tharizdun, whispering to them in tormented visions.

In a mockery of their divine origins, zovvuts maintain the distinct physiology of their angelic ancestry. They delight in exploiting their appearance to mislead and corrupt priests of the mortal world.

ENCOUNTERS

As servitors of the Chained God, zovvuts have few allies. Despite their utter corruption by the Abyss, zovvuts are viewed as divine creatures by most demons, and are shunned as a result. In the remote deep layers of the Abyss where the zovvuts search for Tharizdun's prison, they sometimes band together with other demonic exiles, but rarely for long.



EVA WIDERMANN

Zovvuts are commonly found serving the cults of the Elder Elemental Eye. As long as Tharizdun remains unable to communicate with his disciples, the Chained God's mortal followers venerate zovvuts as heralds and keepers of Tharizdun's divine will.

Zovvut Large elemental humanoid (demon)	Level 17 Skirmisher XP 1,600
HP 166; Bloodied 83	Initiative +15
AC 31, Fortitude 29, Reflex 28, Will 30	Perception +13
Speed 6, fly 9 (hover)	Darkvision
Immune fear	
TRAITS	
Bewildering Chains	
Any creature hit by the zovvut cannot make opportunity attacks against it until the start of the zovvut's next turn.	
STANDARD ACTIONS	
⊕ Spiked Chain (weapon) ◆ At-Will	
Attack: Melee 2 (one creature); +22 vs. AC	
Hit: 1d8 + 3 damage, or 2d8 + 3 while the zovvut is bloodied.	
⊕ Lashing Chaos Chains ◆ At-Will	
Effect: The zovvut flies its fly speed and uses <i>spiked chain</i> against three different targets at any point during the move. Whenever the zovvut hits with one of these attacks, it deals 1d8 extra damage with any subsequent attacks made before the end of its turn. This extra damage is cumulative.	
⚡ Gaze of the Elemental Eye ◆ Recharge [☞][☞]	
Attack: Close burst 5 (one creature in burst); +20 vs. Will	
Hit: The target loses a healing surge, and the zovvut gains 10 temporary hit points.	
TRIGGERED ACTIONS	
⚡ Eldritch Mantle (force) ◆ At-Will	
Requirement: The zovvut must not be bloodied.	
Trigger: The zovvut is hit by an enemy that is adjacent to it.	
Attack (Immediate Reaction): Close burst 1 (enemies in burst); +20 vs. Fortitude	
Hit: 5 force damage, and the zovvut pushes the target 4 squares.	
Variable Resistance ◆ 2/Encounter	
Trigger: The zovvut takes acid, cold, fire, lightning, or thunder damage.	
Effect (Free Action): The zovvut gains resist 15 to the triggering damage type until the end of the encounter or until it uses <i>variable resistance</i> again.	
Skills Intimidate +21	
Str 25 (+15)	Dex 21 (+13)
Con 22 (+14)	Int 17 (+11)
Wis 20 (+13)	Cha 27 (+16)
Alignment chaotic evil	Languages Abyssal, Supernal
Equipment spiked chain	

ZOVVUTS IN COMBAT

Zovvuts count on intimidation to keep them out of combat. When forced to fight, a zovvut waits at the periphery of melee for the right moment to fly in with its brutal melee attacks and crippling gaze. Zovvuts maintain an angelic *eldritch mantle* that protects them early in combat. That protection fails when they are bloodied, driving a zovvut to greater savagery.

ZUGGTMOY

THE LADY OF DECAY. THE QUEEN OF ROT. The Harbinger of Inevitable Doom. The demon lord Zuggtmoy is subtle and patient compared to her more powerful rivals. With a limited appeal to the mortal races, she delights in raising false cults to carry out her bidding, and in subverting the worship of other beings to gain followers. As the Lady of Decay, she takes pleasure in transforming beliefs step by slow step, rotting away the core of a peoples' faith until her own faith has been wholeheartedly embraced.

LORE

Religion DC 29: As befits her title, the Lady of Decay exults in destroying her foes from the inside out. She targets religious orders, cults, and arcane cabals—particularly those dedicated to rival demon lords and good-aligned gods. Unfortunately for Zuggtmoy, her love of treachery and deceit has almost proved her undoing more than once. Legends tell of how she commanded her followers to support the Temple of the Elemental Evil as a front for her worship. In truth, her actions played into the hands of Tharizdun. The Chained God's agents infiltrated Zuggtmoy's own cults and seized the power she sought. With the temple's fall, she was imprisoned and greatly weakened. Though she has since escaped, she remains one of the least powerful demon lords.

Zuggtmoy was nearly slain by Kostchtchie early in the frost giant demon lord's campaign against the Abyss, and much of her domain of Shedaklah was destroyed in that confrontation. The Lady of Decay now fights Juiblex for control of Shedaklah, even as rumors spread of great treasures to be found there—items looted by Kostchtchie and cast aside in his retreat. Adventurers, demons, and other planar travelers now prowl the rotting wastes that are home to the Lady of Decay. All seek to pick through the ruins while she regains her strength—or before her fall allows another demon lord to take her place.

ENCOUNTERS

Throughout her existence, Zuggtmoy has surrounded herself with mortals who seek power and strength through the magic she offers, as well as legions of demons she has gathered to her side in the Abyss. However, her recent failures have led her more powerful allies to abandon her, leaving Zuggtmoy with armies of lower-level demons and weak humanoid servitors. The scions of Zuggtmoy (page 142) and other fungus creatures of the Abyss retain their abject loyalty to the Queen of Rot, having no other demon lord to follow.

Zuggtmoy		Level 22 Solo Controller	
Large elemental humanoid (demon)		XP 20,750	
HP 956; Bloodied 478		Initiative +18	
AC 36, Fortitude 35, Reflex 35, Will 35		Perception +24	
Speed 6, teleport 6		Darkvision, tremorsense 10	
Saving Throws +5; Action Points 2			
TRAITS			
☼ Aura of Rot ◆ Aura 5			
Enemies within the aura take a -4 penalty to Fortitude, a -2 penalty to saving throws, and lose any resistance or immunity to poison.			
STANDARD ACTIONS			
Ⓜ Rotting Touch ◆ At-Will			
Attack: Melee 2 (one creature); +22 vs. Fortitude			
Hit: 2d10 + 9 damage, and ongoing 10 damage (save ends).			
Each Failed Saving Throw: The ongoing damage increases by 5.			
↔ Blinding Spores (poison) ◆ At-Will			
Attack: Close blast 5 (creatures in blast); +22 vs. Fortitude			
Hit: 1d10 + 5 poison damage, and the target is blinded (save ends).			
⚡ Zuggtmoy's Kiss (charm) ◆ Recharge ☼ ☼			
Attack: Melee 2 (one creature); +25 vs. Will			
Hit: The target is dominated and takes ongoing 20 damage (save ends both).			
Each Failed Saving Throw: The ongoing damage increases by 10.			
MINOR ACTIONS			
↔ ☼ Rotting Doom (necrotic, poison, zone) ◆ At-Will			
Attack: Close blast 3 (creatures in blast) or area burst 1 within 20 (creatures in burst); +26 vs. Fortitude			
Hit: 15 poison damage, and the blast or burst creates a zone that lasts until the end of the encounter. The squares within the zone are difficult terrain for Medium and smaller creatures. Any enemy that enters the zone or ends its turn there takes 15 necrotic damage. Zuggtmoy can have as many as five zones of rotting doom active at the same time. For each additional zone she creates beyond five, Zuggtmoy ends one existing zone of her choice.			
Free Actions			
Minions of Decay (poison)			
Effect: When Zuggtmoy creates a zone of rotting doom, roll initiative for the zone. On each of its turns, a zone makes the following attack.			
Attack: Close burst 1 centered on the zone's origin square (creatures in burst); +24 vs. Fortitude			
Hit: 1d10 + 10 poison damage, and the target is restrained (save ends).			
TRIGGERED ACTIONS			
Variable Resistance ◆ 3/Encounter			
Trigger: Zuggtmoy takes acid, cold, fire, lightning, or thunder damage.			
Effect (Free Action): Zuggtmoy gains resist 25 to the triggering damage type until the end of the encounter or until she uses variable resistance again.			
Skills Arcana +24, Bluff +22, Diplomacy +22, Insight +24, Perception +24			
Str 34 (+23)	Dex 24 (+18)	Wis 26 (+19)	
Con 55 (+33)	Int 27 (+19)	Cha 23 (+17)	
Alignment chaotic evil		Languages Abyssal, Common, Giant	

ZUGGTMOY IN COMBAT

In battle, Zuggtmoy floods the area around her with spores, blinding and debilitating her foes. She saves *Zuggtmoy's kiss* for her most powerful enemies, forcing them to attack their own allies as their bodies rot away.

ZUGGTMOY SECRETS

The Lady of Decay is a patron of poisonous fungi, and she shares those organisms' hardiness and ability to spread unseen. Though she remains weak, she is by no means without weapons. After the setback she suffered at the hands of Tharizdun's cult, Zuggtmoy set to work on a risky scheme—one that would either leave her ruined or possessed of power to rival that of Orcus or Demogorgon. Digging deep into her most ancient research, she engineered a pact with Haagenti, Demon Lord of Alchemy. The result of this foul alliance was the creation of a strain of fungus that spreads like a disease among living creatures.

The fungus—known as brittle cough—causes an infestation of mold in the victim's lungs. What starts as a hacking cough turns into labored breathing and, eventually, suffocation. Zuggtmoy's remaining cultists now spread infestations of brittle cough in towns and settlements across the world. After a short time, the fungus causes its victims to expel its spores to infest nearby creatures. With each cough, an infected creature spreads more spores.

Once the sickness reaches a peak, the cult of Zuggtmoy—in the guise of a primal cult dedicated to the spirits of the natural world—offers a cure. With this influx of unwitting converts, Zuggtmoy hopes to regain the power she has lost.

ZUGGTMOY'S CULT

Despite her setbacks, the Lady of Decay's cult flourishes in the world, most commonly in the wilds where primal cults are at their strongest. Zuggtmoy whispers her dark secrets to ambitious druids, barbarians, and other wielders of primal power, offering her dark magic to characters willing to subvert the natural order.

Zuggtmoy's followers include debased elves, bullywugs, and isolated human tribes that have devolved into inbreeding and madness. Her cult's most notable practice involves the burial of human sacrifices in the muddy soil of a bog. Left with a thin, leather tube to grant it air, a sacrifice is fed a thick gruel of spore-laden fungus that slowly transforms it into a fungus creature loyal to the Lady of Decay. A sacrifice's muffled screams sometimes serve as warnings to those who draw too close to such a site. See "The Garden of Rot," page 38, and "Scion of Zuggtmoy," page 142.

ZUGGTMOY OUT OF COMBAT

Zuggtmoy is desperate to avoid any setbacks in her quest for power. If confronted by a powerful group, she is willing to bargain. Any arrangement or alliance that seems likely to work to her benefit gains Zuggtmoy's support—particularly at the expense of another demon lord or Lolth, her hated enemy. If a group of adventurers is clearly stronger than she is, Zuggtmoy begs for mercy, even offering to serve her enemies in exchange for her life. Of course, the Lady of Decay quickly and inevitably does whatever she can to turn such servitude to her benefit. From a position of safety, she hopes to secretly divide her enemies, turning them against each other through treachery and deception.



ZYTHAR

ZYTHARS TAKE POINT POSITION in front of their balor master in a charging demonic horde. The other demons fear the zythars—a fear that the balors are happy to exploit as they drive their servants on.

LORE

Arcana DC 31: The zythar were spawned millennia ago by a balor legion whose members sought to seize control of the abyssal layer of their lord. Instilled with the destructive fury of their masters, zythars were given power over abyssal flame and infused with an insatiable appetite for combat. When the balors' rebellion failed, the zythars were claimed by the victorious demon lord, and they have since spread across the Abyss. Zythars do not care whom they serve. They live only to see other creatures burn, howling with dark laughter as their enemies are consumed by abyssal fire.

ENCOUNTERS

Among demonkind, only creatures with effective immunity against fire feel no fear at the approach of a zythar. Zythars serve balors and other powerful demons, but they are rarely found in freely made alliances. Outside the Abyss, zythars are known to work with azers and fire giants, as long as such alliances



allow them to unleash the destructive potential of their living flames.

Zythar	Level 26 Artillery	
Medium elemental magical beast (demon, fire)	XP 9,000	
HP 187; Bloodied 93	Initiative +22	
AC 40, Fortitude 38, Reflex 40, Will 37	Perception +23	
Speed 6, fly 8 (hover)	Darkvision	
Resist 20 fire; Vulnerable 5 cold		
TRAITS		
☀ Flame Sphere (fire) ◆ Aura 1		
Any creature that ends its turn within the aura takes 10 fire damage.		
Evasive Haze		
The zythar gains a +2 bonus to all defenses against ranged attacks.		
STANDARD ACTIONS		
⬇ Fiery Slam (fire) ◆ At-Will		
Attack: Melee 1 (one creature); +31 vs. Reflex		
Hit: 2d6 + 6 fire damage, and the zythar teleports 4 squares.		
⤴ Flame Bolt (fire) ◆ At-Will		
Attack: Ranged 10 (one creature); +33 vs. Reflex		
Hit: 5d6 + 7 fire damage, and ongoing 10 fire damage (save ends).		
⤶ Tendrils of Flame (fire) ◆ At-Will		
Attack: Ranged 20 (one creature taking ongoing fire damage); +33 vs. Reflex		
Hit: 6d6 + 10 fire damage, and the ongoing fire damage taken by the target increases by 5. In addition, the target loses any fire resistance until it saves against the ongoing fire damage.		
Abyssal Flameburst (fire, zone) ◆ Recharge ☹ ☹ ☹		
Effect: The zythar creates a zone in an area burst 2 within 20 squares that lasts until the end of the zythar's next turn. Any creature that enters the zone or ends its turn there takes 25 fire damage. The zone blocks line of sight.		
TRIGGERED ACTIONS		
⬅ Curse of the Balor (fire)		
Trigger: The zythar drops to 0 hit points.		
Effect (No Action): The zythar explodes, creating a zone in a close burst 1 that lasts until the end of the encounter. Any creature that starts its turn within the zone takes 10 fire damage.		
Variable Resistance ◆ 2/Encounter		
Trigger: The zythar takes acid, cold, fire, lightning, or thunder damage.		
Effect (Free Action): The zythar gains resist 15 to the triggering damage type until the end of the encounter or until it uses variable resistance again.		
Str 10 (+13)	Dex 29 (+22)	Wis 21 (+18)
Con 25 (+20)	Int 15 (+15)	Cha 18 (+17)
Alignment chaotic evil Languages Abyssal		

ZYTHARS IN COMBAT

A zythar hovers above the battlefield, laying down *abyssal flamebursts* to contain its foes. It concentrates *tendrils of flame* and *flame bolt* against opponents at the edge of the fray, using *fiery slam* to stay away from enemies that close for melee. A zythar drops to the ground and fights with renewed vigor once bloodied, knowing that *curse of the balor* will create a lasting reminder of its fury.

NEW MONSTERS

Every monster in the book appears on this list, which is sorted alphabetically by level and monster role. Monster leaders are indicated with an (L).

Monster	Level and Role	Page
Abyssal Scavenger	2 Skirmisher (L)	102
Mane	3 Minion Brute	124
Ixixachitl Demon Ray	3 Skirmisher	119
Ixixachitl Priest	5 Controller (L)	119
Rutterkin Foot Soldier	6 Soldier	141
Demon Spawn Adept	8 Artillery (L)	110
Wendigo Manhunter	8 Lurker	152
Lesser Fire Demon	8 Skirmisher	113
Guardian Demon Abomination	8 Soldier	114
Incubus	9 Lurker	118
Jovoc	10 Skirmisher	121
Arachnid Horror	10 Minion Soldier	109
Scion of Zugtmoy Overgrowth	10 Soldier	142
Scion of Zugtmoy Infector	11 Artillery	143
Bulezau	11 Brute	107
Scion of Juiblex Sludge Dredge	11 Minion Brute	149
Scion of Zugtmoy Spore Lord	12 Skirmisher	143
Derghodemon	12 Elite Soldier	111
Spawn of Juiblex Ooze Horror	12 Soldier	148
Tomb Demon Constrictor	12 Soldier	150
Blood Demon	13 Brute	105
Malgodemon Thug	13 Brute	125
Spawn of Juiblex Plague Hurler	14 Artillery	149
Piscodemon	14 Controller (L)	136
Wendigo Soulcatcher	14 Controller	153
Yagnodemon	15 Soldier	154
Hydrodemon	16 Skirmisher	117
Ruin Demon	16 Skirmisher	140
Rageborn Frosthurler	17 Artillery	138
Zovvut	17 Skirmisher	155
Rageborn Barbclaw	17 Soldier	139
Mezzodemon Sycophant	18 Minion Soldier (L)	90
Fire Demon	18 Elite Skirmisher	113
Rageborn Ambusher	18 Skirmisher	139

Monster	Level and Role	Page
Rageborn Horror	19 Brute	139
Mavawhan	19 Skirmisher	127
Shaadee	20 Controller	145
Nabassu	20 Lurker	129
Groom Guardian	20 Minion Skirmisher	93
Armanite Lancer	20 Soldier	104
Haures	20 Soldier	116
Quarrak	21 Skirmisher	137
Archdegog Kaugothirn	22 Elite Controller (L)	91
Jarrlak	22 Controller	120
Zugtmoy	22 Solo Controller	156
City Corruptor (Evanissu)	22 Skirmisher	108
Shemeshka	23 Elite Controller	92
Nabassu Deathwing	23 Skirmisher	129
Sesrath	24 Brute	144
Bonegouge Assassin	24 Lurker	106
Ferrolith	24 Soldier	112
Wendigo Primal Spirit	25 Artillery	153
Demogorgon Fury Cultist	25 Brute	99
Voracalith	25 Brute	151
Zythar	26 Artillery	158
Guardian Demon Soul Drinker	26 Soldier	115
Sibriex Chain Master	26 Elite Soldier	146
Sibriex Spawn	28 Minion Brute	147
Sibriex Flesh Crafter	28 Elite Controller	147
Mahataa	28 Lurker	124
Oublivae	30 Solo Controller	130
Ancient Abyssal Wurm	30 Elite Skirmisher	103
Kostchtchie	31 Solo Brute	122
Baernaloth Vizier	31 Minion Lurker	135
Phraxas	31 Solo Controller (L)	134
Pazuzu	33 Solo Skirmisher	132



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