

ABOLETH

The cool, refreshing water suddenly erupts in a storm of reaching, grasping tentacles. The tentacles connect to a primeval fish, 20 feet in length from its bulbous head to its crescent-shaped tail. Three slit-shaped eyes, protected by bony ridges, are set one atop the other in the front of its head, which remains just beneath the surface as it attacks.

The aboleth is a revolting fishlike amphibian found primarily in subterranean lakes and rivers. It despises all nonaquatic creatures and attempts to destroy them on sight.

An aboleth has a pink belly. Four pulsating blue-black orifices line the bottom of its body and secrete gray slime that smells like rancid grease. It uses its tail for propulsion in the water and drags itself along with its tentacles on land. An aboleth weighs about 6,500 pounds.

Aboleths are cruel and highly intelligent, making them dangerous predators. They know many ancient and terrible secrets, for they inherit their parents' knowledge at birth and assimilate the memories of all they consume.

Aboleths are smart enough to refrain from immediately attacking land dwellers who draw near. Instead they hang back, hoping their prey will enter the water, which they often make appear cool, clear, and refreshing with their powers of illusion. Aboleths also use their psionic abilities to enslave individuals for use against their own companions.

Aboleths have both male and female reproductive organs. They breed in solitude, laying 1d3 eggs every five years. These eggs grow for another five years before hatching into full-grown aboleths. Although the young are physically mature, they remain with their parent for some ten years, obeying the older creature utterly.

Aboleths speak their own language, as well as Undercommon and Aquan.

COMBAT

An aboleth attacks by flailing with its long, slimy tentacles, though it prefers to fight from a distance using its illusion powers.

Enslave (Su): Three times per day, an aboleth can attempt to enslave any one living creature within 30 feet. The target must succeed on a DC 17 Will save or be affected as though by a *dominate person* spell (caster level 16th). An enslaved creature obeys the aboleth's telepathic commands until freed by *remove curse*, and can attempt a new Will save every 24 hours to break free. The control is also broken if the aboleth dies or travels more than 1 mile from its slave. The save DC is Charisma-based.

Psionics (Sp): At will—*hypnotic pattern* (DC 15), *illusory wall* (DC 17), *mirage arcana* (DC 18), *persistent image* (DC 18), *programmed image* (DC 19), *project im-*

age (DC 20), *veil* (DC 19). Effective caster level 16th. The save DCs are Charisma-based.

Slime (Ex): A blow from an aboleth's tentacle can cause a terrible affliction. A creature hit by a tentacle must succeed on a DC 19 Fortitude save or begin to transform over the next 1d4+1 minutes, the skin gradually becoming a clear, slimy membrane. An afflicted creature must remain moistened with cool, fresh water or take 1d12 points of damage every 10 minutes. The slime reduces the creature's natural armor bonus by 1 (but never to less than 0). The save DC is Constitution-based.

A *remove disease* spell cast before the transformation is complete will restore an afflicted creature to normal. Afterward, however, only a *heal* or *mass heal* spell can reverse the affliction.

Mucus Cloud (Ex): An aboleth underwater surrounds itself with a viscous cloud of mucus roughly 1 foot thick. Any creature coming into contact with and inhaling this substance must succeed on a DC 19 Fortitude save or lose the ability to breathe air for the next 3 hours. An affected creature suffocates in 2d6 minutes if removed from the water. Renewed contact with the mucus cloud and failing another Fortitude save continues the effect for another 3 hours. The save DC is Constitution-based.

Skills: An aboleth has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

ABOLETH MAGE

Among the watery tombs and dungeons they inhabit, the lords of the aboleths focus their efforts to achieve dominion through their study of wizardry. Their great power marks them as among the lords of all subterranean creatures. Still, these creatures, devoted to their arcane scholarship, spend most of their long lives alone.

Combat

The save DC for the aboleth mage's transformation tentacle attack (DC 21) and its mucus cloud (DC 21) are adjusted for its higher Constitution score. The save DC for its enslave ability (DC 16) is adjusted for its lower Charisma score, as are the save DCs for its psionic abilities: *Hypnotic pattern* (DC 14), *illusory wall* (DC 16), *mirage arcana* (DC 17), *persistent image* (DC 17), *programmed image* (DC 18), *project image* (DC 19), *veil* (DC 18). Effective caster level 16th. The aboleth mage uses a number of spells, such as *displacement*, *greater invisibility*, and *wall of force*, to protect itself while seizing control of its foes with spells and innate abilities.

Typical Wizard Spells Prepared (4/6/5/4/4/3; save DC 15 + spell level): 0—*daze*, *detect magic* (2), *resistance*; 1st—*alarm*, *charm person*, *color spray*, *mage armor*, *magic*

	Aboleth Huge Aberration (Aquatic)	Aboleth Mage, 10th-Level Wizard Huge Aberration (Aquatic)
Hit Dice:	8d8+40 (76 hp)	8d8+56 plus 10d4+70 (177 hp)
Initiative:	+1	+7
Speed:	10 ft. (2 squares), swim 60 ft.	10 ft. (2 squares), swim 60 ft.
Armor Class:	16 (-2 size, +1 Dex, +7 natural), touch 9, flat-footed 15	18 (-2 size, +3 Dex, +7 natural), touch 11, flat-footed 15
Base Attack/Grapple:	+6/+22	+11/+28
Attack:	Tentacle +12 melee (1d6+8 plus slime)	Tentacles +18 melee (1d6+9 plus slime)
Full Attack:	4 tentacles +12 melee (1d6+8 plus slime)	4 tentacle +18 melee (1d6+9 plus slime)
Space/Reach:	15 ft./10 ft.	15 ft./10 ft.
Special Attacks:	Enslave, psionics, slime	Enslave, psionics, slime, spells
Special Qualities:	Aquatic subtype, darkvision 60 ft., mucus cloud	Aquatic subtype, darkvision 60 ft., mucus cloud, summon familiar
Saves:	Fort +7, Ref +3, Will +11	Fort +15, Ref +10, Will +15
Abilities:	Str 26, Dex 12, Con 20, Int 15, Wis 17, Cha 17	Str 28, Dex 16, Con 24, Int 20, Wis 16, Cha 14
Skills:	Concentration +16, Knowledge (any one) +13, Listen +16, Spot +16, Swim +8	Bluff +13, Concentration +25, Decipher Script +15, Diplomacy +6, Disguise +2 (+4 acting), Intimidate +4, Knowledge (arcana) +15, Knowledge (dungeoneering) +25, Knowledge (history) +15, Knowledge (the planes) +15, Listen +15, Search +10, Sense Motive +15, Spellcraft +20, Spot +17, Survival +3 (+5 following tracks, on other planes, and underground), Swim +8
Feats:	Alertness, Combat Casting, Iron Will	Combat Casting, Empower Spell, Eschew Materials, Great Fortitude, Improved Initiative, Lightning Reflexes, Scribe Scroll, Spell Focus (illusion), Spell Focus (enchantment), Spell Penetration
Environment:	Underground	Underground
Organization:	Solitary, brood (2-4), or slaver brood (1d3+1 plus 7-12 skum)	Solitary
Challenge Rating:	7	17
Treasure:	Double standard	Double standard
Alignment:	Usually lawful evil	Usually lawful evil
Advancement:	9-16 HD (Huge); 17-24 HD (Gargantuan)	By character class
Level Adjustment:	—	—

missile (2); 2nd — blur, bull's strength, darkness, fox's cunning, see invisibility; 3rd — dispel magic, displacement, fly, lightning bolt; 4th — greater invisibility, phantasmal killer, scrying, stonewall; 5th — hold monster, empowered lightning bolt, wall of force.

ACHAIERAI

Large Outsider (Evil, Extraplanar, Lawful)

Hit Dice: 6d8+12 (39 hp)
Initiative: +1
Speed: 50 ft. (10 squares)
Armor Class: 20 (-1 size, +1 Dex, +10 natural), touch 10, flat-footed 19

Base Attack/Grapple: +6/+14

Attack: Claw +9 melee (2d6+4)

Full Attack: 2 claws +9 melee (2d6+4) and bite +4 melee (4d6+2)

Space/Reach: 10 ft./10 ft.

Special Attacks: Black cloud

Special Qualities: Darkvision 60 ft., spell resistance 19

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

Abilities: Str 19, Dex 13, Con 14, Int 11, Wis 14, Cha 16

Skills: Balance +10, Climb +13, Diplomacy +5, Hide +6, Jump +21, Listen +11, Move Silently +10, Sense

Motive +11, Spot +11

Feats: Dodge, Mobility, Spring Attack

Environment: Infernal Battlefield of Acheron

Organization: Solitary or flock (5–8)

Challenge Rating: 5

Treasure: Double standard

Alignment: Always lawful evil

Advancement: 7–12 HD (Large); 13–18 HD (Huge)

Level Adjustment: –

A large creature stands on four stiltlike legs. It has a birdlike body, round and plump, about the size of a small pony, balanced atop its legs. Feathers that range in color from brown to red cover its body, and its terrible claws and beak glint like burnished metal.

Achaierais are massive, 15-foot-tall flightless birds that inhabit the plane of Acheron and are only occasionally encountered elsewhere. They are evil, clever, and predatory, with a distinct taste for torture.

Achaierais speak Infernal. They weigh about 750 pounds.

COMBAT

In close combat, an achaierai lashes out with two of its four legs and snaps with its powerful beak. It makes frequent use of its Spring Attack feat to strike quickly and then retreat out of range before an enemy can counterattack.

An achaierai's natural weapons, as well as any weapons it wields, are treated as evil-aligned and lawful-aligned for the purpose of overcoming damage reduction.

Black Cloud (Ex): Up to three times per day an achaierai can release a choking, toxic black cloud. Those other than achaierai within 10 feet instantly take 2d6 points of damage. They must also succeed on a DC 15 Fortitude save or be affected for 3 hours as though by an insanity spell (caster level 16th). The save DC is Constitution-based.