

Dungeon (Mid-Level) CR 5 Monster Stats

Dungeon (Mid-Level) CR 5		
d%	Encounter	Avg. CR
1-4	1 gelatinous cube	3
5-8	1 rust monster	3
9-16	2d4 stirges	4
17-22	1 gray ooze	4
23-26	1 mimic	4
27-30	1 basilisk	5
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35-38	1 gibbering moulder	5
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49-52	1d4 shadows	5
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57-62	1d8 skeletal champions	6
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79-84	1d4 ogres	6
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99-100	1d4 xills	8

GELATINOUS CUBE**CR 3****XP 800**

N Large ooze

Init -5; **Senses** blindsight 60 ft.; Perception -5**DEFENSE****AC** 4, touch 4, flat-footed 4 (-5 Dex, -1 size)**hp** 50 (4d8+32)**Fort** +9, **Ref** -4, **Will** -4**Immune** electricity, ooze traits**OFFENSE****Speed** 15 ft.**Melee** slam +2 (1d6 plus 1d6 acid)**Space** 10 ft.; **Reach** 5 ft.**Special Attacks** engulf, paralysis**STATISTICS****Str** 10, **Dex** 1, **Con** 26, **Int** —, **Wis** 1, **Cha** 1**Base Atk** +3; **CMB** +4; **CMD** 9 (can't be tripped)**SQ** transparent**ECOLOGY****Environment** any underground**Organization** solitary**Treasure** incidental**SPECIAL ABILITIES****Acid (Ex)** A gelatinous cube's acid does not harm metal or stone.**Engulf (Ex)** Although it moves slowly, a gelatinous cube can simply engulf Large or smaller creatures in its path as a standard action. It cannot make a slam attack during a round in which it engulfs. The gelatinous cube merely has to move over the opponents, affecting as many as it can cover. Opponents can make attacks of opportunity against the cube, but if they do so they are not entitled to a saving throw. Those who do not attempt attacks of opportunity can attempt a DC 12 Reflex save to avoid being engulfed—on a success, they are pushed back or aside (opponent's choice) as the cube moves forward. Engulfed creatures are subject to the cube's paralysis and acid, gain the pinned condition, are in danger of suffocating, and are trapped within its body until they are no longer pinned. The save DC is Strength-based.**Paralysis (Ex)** A gelatinous cube secretes an anesthetizing slime. A target hit by a cube's melee or engulf attack must succeed on a DC 20 Fortitude save or be paralyzed for 3d6 rounds. The cube can automatically engulf a paralyzed opponent. The save DC is Constitution-based.**Transparent (Ex)** Due to its lack of coloration, a gelatinous cube is difficult to discern. A DC 15 Perception check is required to notice a motionless gelatinous cube. Any creature that fails to notice a gelatinous cube and walks into it is automatically engulfed.**RUST MONSTER****CR 3****XP 800**

N Medium aberration

Init +3; **Senses** darkvision 60 ft., scent metals 90 ft.; Perception +12**DEFENSE****AC** 18, touch 13, flat-footed 15 (+3 Dex, +5 natural)**hp** 27 (5d8+5)**Fort** +2, **Ref** +4, **Will** +5**OFFENSE****Speed** 40 ft., climb 10 ft.**Melee** bite +6 (1d3), antennae +6 touch (rust)**STATISTICS****Str** 10, **Dex** 17, **Con** 13, **Int** 2, **Wis** 13, **Cha** 8**Base Atk** +3; **CMB** +3; **CMD** 16 (20 vs. trip)**Feats** Ability Focus (rust), Skill Focus (Perception), Weapon Finesse**Skills** Climb +8, Perception +12**ECOLOGY****Environment** any underground**Organization** solitary, pair, or nest (3–10)**Treasure** incidental (no metal treasure)**SPECIAL ABILITIES****Rust (Su)** A rust monster's antennae are a primary touch attack that causes any metal object they touch to swiftly rust and corrode. The object touched takes half its maximum hp in damage and gains the broken condition—a second hit destroys the item. A rust monster never provokes attacks of opportunity by attempting to strike a weapon with its antennae. Against creatures made of metal, a rust monster's antennae deal 3d6+5 points of damage. An attended object, any magic object, or a metal creature can attempt a DC 15 Reflex save to negate this effect. The save DC is Constitution-based.**Scent Metals (Ex)** This ability functions much the same as the scent ability, except that the range is 90 feet and the rust monster can only use it to sense metal objects (including creatures wearing or carrying metal objects).

Of all the terrifying beasts an explorer might encounter underground, only the rust monster targets that which the average adventurer values most: his treasure.

Typically 5 feet long and weighing almost 200 pounds, the lobster-like rust monster would be frightening enough even without the alien feeding process that gives it its name. Rust monsters consume metal objects, preferring iron and ferrous alloys like steel but devouring even mithral, adamantine, and enchanted metals with equal ease. Any metal touched by the rust monster's delicate antennae or armored hide corrodes and falls to dust within seconds, making the beast a major threat to subterranean adventurers and those dwarven miners who must defend their forges and compete for ore.

STIRGE**CR 1/2****XP 200**

N Tiny magical beast

Init +4; **Senses** darkvision 60 ft., low-light vision, scent; **Perception** +1**DEFENSE****AC** 16, touch 16, flat-footed 12 (+4 Dex, +2 size)**hp** 5 (1d10)**Fort** +2, **Ref** +6, **Will** +1**OFFENSE****Speed** 10 ft., fly 40 ft. (average)**Melee** touch +7 (attach)**Space** 2-1/2 ft.; **Reach** 0 ft.**Special Attacks** blood drain**STATISTICS****Str** 3, **Dex** 19, **Con** 10, **Int** 1, **Wis** 12, **Cha** 6**Base Atk** +1; **CMB** +3 (+11 grapple when attached); **CMD** 9 (17 vs. trip)**Feats** Weapon Finesse**Skills** Fly +8, Stealth +16**SQ** diseased**ECOLOGY****Environment** temperate and warm swamps**Organization** solitary, colony (2–4), flock (5–8), storm (9–14), or swarm (15–40)**Treasure** none**SPECIAL ABILITIES**

Attach (Ex) When a stirge hits with a touch attack, its barbed legs latch onto the target, anchoring it in place. An attached stirge is effectively grappling its prey. The stirge loses its Dexterity bonus to AC and has an AC of 12, but holds on with great tenacity and inserts its proboscis into the grappled target's flesh. A stirge has a +8 racial bonus to maintain its grapple on a foe once it is attached. An attached stirge can be struck with a weapon or grappled itself—if its prey manages to win a grapple check or Escape Artist check against it, the stirge is removed.

Blood Drain (Ex) A stirge drains blood at the end of its turn if it is attached to a foe, inflicting 1 point of Constitution damage. Once a stirge has dealt 4 points of Constitution damage, it detaches and flies off to digest the meal. If its victim dies before the stirge's appetite has been sated, the stirge detaches and seeks a new target.

Diseased (Ex) Due to the stagnant swamps in which they live and their contact with the blood of numerous creatures, stirges are harbingers of disease. Any creature subjected to a stirge's blood drain attack has a 10% chance of being exposed to filth fever, blinding sickness, or a similar disease (*Pathfinder RPG Core Rulebook* 557). Once this check is made, the victim can no longer be infected by this particular stirge, though attacks by different stirges are resolved normally and may result in multiple illnesses.

GRAY OOZE**CR 4****XP 1,200**

N Medium ooze

Init –5; **Senses** blindsight 60 ft.; **Perception** –5**DEFENSE****AC** 5, touch 5, flat-footed 5 (–5 Dex)**hp** 50 (4d8+32)**Fort** +9, **Ref** –4, **Will** –4**Defensive Abilities** ooze traits; **Immune** cold, fire**OFFENSE****Speed** 10 ft.**Melee** slam +6 (1d6+4 plus 1d6 acid and grab)**Special Attacks** acid, constrict (1d6+1 plus 1d6 acid)**STATISTICS****Str** 16, **Dex** 1, **Con** 26, **Int** —, **Wis** 1, **Cha** 1**Base Atk** +3; **CMB** +6 (+10 grapple); **CMD** 11 (can't be tripped)**SQ** transparent**ECOLOGY****Environment** cold marshes and underground**Organization** solitary**Treasure** none**SPECIAL ABILITIES**

Acid (Ex) The digestive acid that covers a gray ooze dissolves metals and organic material, but not stone. Each slam and constrict attack deals 1d6 additional acid damage. Armor or clothing worn by a creature grappled by a gray ooze takes the same amount of acid damage unless the wearer succeeds on a DC 20 Reflex saving throw. A wooden or metal weapon that strikes a gray ooze takes 1d6 acid damage unless the weapon's wielder succeeds on a DC 20 Reflex save. The ooze's touch deals 12 points of acid damage per round to wooden or metal objects, but the ooze must remain in contact with the material for 1 full round in order to deal this damage. The save DCs are Constitution-based.

Transparent (Ex) Due to its lack of vivid coloration, a gray ooze is difficult to discern from its surroundings in most environments. A DC 15 Perception check is required to notice the gray ooze. Any creature that fails to notice a gray ooze and walks into it automatically suffers damage as if struck by the ooze's slam attack and is immediately subject to a grab attempt by the ooze.

Slinking their way through cold swamps and bleary marshlands, or sometimes even dungeons and caverns, gray oozes consume any organic materials they encounter. Despite its lack of intelligence, the gray ooze is a most problematic creature due to its transparency. While the ooze cannot easily climb walls or swim, its habit of lurking in the thick mud that lines the banks of marsh pools or lying in harmless-looking pools on dull-colored dungeon floors makes it dangerously easy to overlook and step on.

MIMIC**CR 4****XP 1,200**

N Medium aberration (shapechanger)
Init +5; **Senses** darkvision 60 ft.; Perception +11

DEFENSE

AC 16, touch 11, flat-footed 15 (+1 Dex, +5 natural)
hp 52 (7d8+21)
Fort +5, **Ref** +5, **Will** +6
Immune acid

OFFENSE

Speed 10 ft.
Melee slam +10 (1d8+6 plus adhesive)
Special Attacks constrict (slam, 1d8+6)

STATISTICS

Str 19, **Dex** 12, **Con** 17, **Int** 10, **Wis** 13, **Cha** 10
Base Atk +5; **CMB** +9; **CMD** 20 (can't be tripped)
Feats Improved Initiative, Lightning Reflexes, Skill Focus (Perception), Weapon Focus (slam)
Skills Climb +14, Disguise +10 (+30 when mimicking objects), Knowledge (dungeoneering) +10, Perception +14; **Racial Modifiers** +20 Disguise when mimicking objects
Languages Common
SQ mimic object

ECOLOGY

Environment any
Organization solitary
Treasure incidental

SPECIAL ABILITIES

Adhesive (Ex) A mimic exudes a thick slime that acts as a powerful adhesive, holding fast any creatures or items that touch it. An adhesive-covered mimic automatically grapples any creature it hits with its slam attack. Opponents so grappled cannot get free while the mimic is alive without removing the adhesive first. A weapon that strikes an adhesive-coated mimic is stuck fast unless the wielder succeeds on a DC 17 Reflex save. A successful DC 17 Strength check is needed to pry off a stuck weapon. Strong alcohol or *universal solvent* dissolves the adhesive, but the mimic can still grapple normally. A mimic can dissolve its adhesive at will, and the substance breaks down 5 rounds after the creature dies. The save DC is Strength-based.

Mimic Object (Ex) A mimic can assume the general shape of any Medium object, such as a massive chest, a stout bed, or a door. The creature cannot substantially alter its size, though. A mimic's body is hard and has a rough texture, no matter what appearance it might present. A mimic gains a +20 racial bonus on Disguise checks when imitating an object in this manner. Disguise is always a class skill for a mimic.

BASILISK**CR 5****XP 1,600**

N Medium magical beast
Init -1; **Senses** darkvision 60 ft., low-light vision; Perception +10

DEFENSE

AC 17, touch 9, flat-footed 17 (-1 Dex, +8 natural)
hp 52 (7d10+14)
Fort +9, **Ref** +4, **Will** +5

OFFENSE

Speed 20 ft.
Melee bite +10 (1d8+4)
Special Attacks gaze

STATISTICS

Str 16, **Dex** 8, **Con** 15, **Int** 2, **Wis** 13, **Cha** 11
Base Atk +7; **CMB** +10; **CMD** 19 (31 vs. trip)
Feats Blind-Fight, Great Fortitude, Iron Will, Skill Focus (Perception)
Skills Perception +10, Stealth +10; **Racial Modifiers** +4 Stealth

ECOLOGY

Environment any
Organization solitary, pair, or colony (3-6)
Treasure incidental

SPECIAL ABILITIES

Gaze (Ex) Turn to stone permanently (as *flesh to stone*), range 30 feet, Fortitude DC 15 negates. A creature petrified in this matter that is then coated (not just splashed) with fresh basilisk blood (taken from a basilisk no more than 1 hour dead) is instantly restored to flesh. A single basilisk contains enough blood to coat 1d3 Medium creatures in this manner. The save DC is Constitution-based.

The basilisk, often called the "King of Serpents," is in fact not a serpent at all, but rather an eight-legged reptile with a nasty disposition and the ability to turn creatures to stone with its gaze. Folklore holds that, much like the cockatrice, the first basilisks hatched from eggs laid by snakes and incubated by roosters, but little in the basilisk's physiology lends any credence to this claim.

XP 1,600

CN Large aberration

Init +7; Senses darkvision 60 ft.; Perception +14

DEFENSE

AC 19, touch 12, flat-footed 16 (+3 Dex, +7 natural, -1 size)

hp 51 (6d8+24)

Fort +6, Ref +5, Will +7

Defensive Abilities shadow shift

OFFENSE

Speed 10 ft., fly 40 ft. (average)

Melee bite +8 (1d6+5), tail slap +3 (1d8+2)

Space 10 ft.; Reach 10 ft. (5 ft. with bite)

Special Attacks engulf, moan

STATISTICS

Str 21, Dex 16, Con 19, Int 14, Wis 15, Cha 14

Base Atk +4; CMB +10; CMD 23 (can't be tripped)

Feats Combat Reflexes, Improved Initiative, Skill Focus (Perception)

Skills Disguise +8 (+16 as cloak), Fly +10, Knowledge (religion) +11, Perception +14, Sense Motive +8, Stealth +8; Racial Modifiers +8 Disguise to appear as a cloak, sheet, manta ray, or similarly shaped object or creature

Languages Undercommon

ECOLOGY

Environment underground

Organization solitary, pair, mob (3–6), or flock (7–12)

Treasure standard

SPECIAL ABILITIES

Engulf (Ex) A cloaker can try to wrap a Medium or smaller creature in its body as a standard action. The cloaker attempts a grapple that does not provoke an attack of opportunity. If it wins the grapple check, it establishes a hold and bites the engulfed victim with a +4 bonus on its attack roll. It can still use its whip-like tail to strike at other targets. Attacks that hit an engulfing cloaker deal half their damage to the monster and half to the trapped victim.

Moan (Ex) A cloaker can emit an infrasonic moan as a standard action, with one of four effects.

Fear: All creatures in a 30-foot spread must save (Will negates) or become panicked for 2 rounds.

Nausea: All creatures in a 30-foot cone must save (Fortitude negates) or fall prone and be nauseated for 1d4+1 rounds.

Stupor: A single creature within 30 feet is affected by *hold monster* for 5 rounds (Will negates).

Unnerve: Anyone within a 60-foot spread automatically takes a -2 penalty on attack and damage rolls. Those in the area for more than 6 consecutive rounds must save (Will negates) or enter a trance, helpless until the moaning stops.

GIBBERING MOUTHER

CR 5

XP 1,600

N Medium aberration

Init +3; Senses all-around vision, darkvision 60 ft.; Perception +12

DEFENSE

AC 19, touch 13, flat-footed 16 (+3 Dex, +6 natural)

hp 46 (4d8+28)

Fort +8, Ref +4, Will +5

Defensive Abilities amorphous; DR 5/bludgeoning; Immune critical hits, precision damage

OFFENSE

Speed 10 ft., swim 20 ft.

Melee 6 bites +7 (1d4 plus grab)

Special Attacks blood drain, engulf (6d4 damage plus 2 Con damage, AC 13, hp 4), gibbering, ground manipulation, spittle (+6 ranged touch)

STATISTICS

Str 10, Dex 17, Con 24, Int 4, Wis 13, Cha 12

Base Atk +3; CMB +3 (+7 grapple); CMD 16 (can't be tripped)

Feats Weapon Finesse, Weapon Focus (bite)

Skills Perception +12, Swim +8; Racial Modifiers +4 Perception

Language Aklo

ECOLOGY

Environment any underground

Organization solitary

Treasure standard

SPECIAL ABILITIES

All-Around Vision (Ex) A gibbering moulder sees in all directions at once. It cannot be flanked.

Amorphous (Ex) A gibbering moulder's body is malleable and shapeless. It is immune to precision damage (like sneak attacks) and critical hits, and can move through an area as small as one-quarter its space without squeezing or one-eighth its space when squeezing.

Blood Drain (Ex) On a successful grapple check after grabbing, several of the creature's mouths attach to its target. Each round it maintains its grapple, its mouths automatically deal 1d4 points of bite damage and 1 point of Constitution damage as it drains its victim's blood.

Engulf (Ex) This ability functions as swallow whole, except for the following changes. An engulfed creature is trapped in the gibbering moulder's body, where several of its mouths continue to feed and drain blood. A gibbering moulder can engulf only one foe of its size or smaller at a time. If an engulfed creature cuts its way free (the moulder's damage reduction still applies to those inside), the moulder simply flows together again and can still use its engulf attack.

Gibbering (Su) As a free action, a gibbering moulder can emit a cacophony of maddening sound. All creatures other than gibbering moulthers within 60 feet must succeed on a DC 13 Will save or be confused for 1 round. This is a mind-affecting compulsion insanity effect. A creature that saves cannot be affected by the same moulder's gibbering for 24 hours. The save DC is Constitution-based.

Ground Manipulation (Su) At will as a standard action, a gibbering moulder can cause stone and earth under its body to grow soft and muddy. The ground remains muddy for 1 minute after the moulder moves off of the location. A gibbering moulder can move through these areas with ease, but other creatures treat them as difficult terrain.

Spittle (Ex) Each round as a free action, a gibbering moulder can emit a stream of acidic spittle at one target within 30 feet. On a successful attack, the target is blinded for 1d4 rounds unless he succeeds on a DC 18 Fortitude save. The save DC is Constitution-based.

Disgusting, loathsome, and hungry—these are the only words that properly describe the gibbering moulder. A foul beast that lurks in underground caves, sewers, and nightmares, moulthers have no societal, ecological or religious significance other than their ability to drive those that listen to them mad. Some scholars believe that gibbering moulthers are a lesser variant of the much more dangerous shoggoth, while others theorize they are a punishment by some powerful being or deity inflicted on those who have offended it.

OCHRE JELLY**CR 5****XP 1,600**

N Large ooze

Init -5; **Senses** blindsight 60 ft.; Perception -5**DEFENSE****AC** 4, touch 4, flat-footed 4 (-5 Dex, -1 size)**hp** 63 (6d8+36)**Fort** +8, **Ref** -3, **Will** -3**Defensive Abilities** split; **Immune** electricity, mind-affecting effects, ooze traits, slashing and piercing damage**OFFENSE****Speed** 10 ft., climb 10 ft.**Melee** slam +5 (2d4+3 plus 1d4 acid and grab)**Space** 10 ft.; **Reach** 5 ft.**Special Attacks** constrict (2d4+3 plus 1d4 acid)**STATISTICS****Str** 14, **Dex** 1, **Con** 22, **Int** —, **Wis** 1, **Cha** 1**Base Atk** +4; **CMB** +7 (+11 grapple); **CMD** 12 (can't be tripped)**Skills** Climb +10**ECOLOGY****Environment** temperate underground or marshes**Organization** solitary**Treasure** none**SPECIAL ABILITIES****Acid (Ex)** An ochre jelly secretes a digestive acid that dissolves only flesh (not bone) when it strikes a foe—creatures not made of flesh (including most constructs and oozes, skeletal undead, plants, and incorporeal creatures) are immune to the ochre jelly's acid damage.**Split (Ex)** Slashing weapons, piercing weapons, and electricity attacks deal no damage to an ochre jelly. Instead the creature splits into two identical jellies, each with half of the original creature's current hit point total, rounded down. A jelly with 10 hit points or less cannot be further split and dies if reduced to 0 hit points.

Ochre jellies are animate masses of protoplasm hued a sickly combination of yellow, orange, and brown. At rest, their flat, pulsing bodies stand roughly 6 inches tall and can stretch out to a wide diameter—in motion, they often ball up into quivering spherical shapes and almost seem to roll as they move. Their malleable bodies allow them to seep through cracks and holes far smaller than the space they fill. Creatures dwelling below ground often attempt to seal up any such cracks to fortify their lairs against ochre jellies.

WRAITH**CR 5****XP 1,600**

LE Medium undead (incorporeal)

Init +7; **Senses** darkvision 60 ft., lifesense; Perception +10**Aura** unnatural aura (30 ft.)**DEFENSE****AC** 18, touch 18, flat-footed 14 (+5 deflection, +3 Dex)**hp** 47 (5d8+25)**Fort** +6, **Ref** +4, **Will** +6**Defensive Abilities** channel resistance +2, incorporeal; **Immune** undead traits**Weaknesses** sunlight powerlessness**OFFENSE****Speed** fly 60 ft. (good)**Melee** incorporeal touch +6 (1d6 negative energy plus 1d6 Con drain)**Special Attack** create spawn**STATISTICS****Str** —, **Dex** 16, **Con** —, **Int** 14, **Wis** 14, **Cha** 21**Base Atk** +3; **CMB** +6; **CMD** 21**Feats** Blind-Fight, Combat Reflexes, Improved Initiative**Skills** Diplomacy +10, Fly +7, Intimidate +13, Knowledge (planes) +7, Perception +10, Sense Motive +10, Stealth +11**Languages** Common, Infernal**ECOLOGY****Environment** any**Organization** solitary, pair, gang (3–6), or pack (7–12)**Treasure** none**SPECIAL ABILITIES****Create Spawn (Su)** A humanoid slain by a wraith becomes a wraith in 1d4 rounds. These spawn are less powerful than typical wraiths, and suffer a -2 penalty on all d20 rolls and checks, receive -2 hp per HD, and only drain 1d2 points of Constitution on a touch. Spawn are under the command of the wraith that created them until its death, at which point they lose their spawn penalties and become free-willed wraiths. They do not possess any of the abilities they had in life.**Constitution Drain (Su)** Creatures hit by a wraith's touch attack must succeed on a DC 17 Fortitude save or take 1d6 points of Constitution drain. On each successful attack, the wraith gains 5 temporary hit points. The save DC is Charisma-based.**Lifesense (Su)** A wraith notices and locates living creatures within 60 feet, just as if it possessed the blindsight ability.**Sunlight Powerlessness (Ex)** A wraith caught in sunlight cannot attack and is staggered.**Unnatural Aura (Su)** Animals do not willingly approach within 30 feet of a wraith, unless a master makes a DC 25 Handle Animal, Ride, or wild empathy check.

BEARDED DEVIL (BARBAZU)**CR 5****XP 1,600**

LE Medium outsider (devil, evil, extraplanar, lawful)

Init +6; **Senses** darkvision 60 ft., see in darkness; **Perception** +10**DEFENSE****AC** 19, touch 12, flat-footed 17 (+2 Dex, +7 natural)**hp** 57 (6d10+24)**Fort** +9, **Ref** +7, **Will** +3**DR** 5/good or silver; **Immune** fire, poison; **Resist** acid 10, cold 10; **SR** 16**OFFENSE****Speed** 40 ft.**Melee** glaive +11/+6 melee (1d10+6 plus infernal wound) or 2 claws +10 melee (1d6+4)**Space** 5 ft.; **Reach** 5 ft. (10 ft. with glaive)**Special Attacks** beard**Spell-Like Abilities** (CL 12th)At will—*greater teleport* (self plus 50 lbs. of objects only)1/day—*summon* (level 3, 1 bearded devil or 6 lemures, 50%)**STATISTICS****Str** 19, **Dex** 15, **Con** 19, **Int** 6, **Wis** 12, **Cha** 10**Base Atk** +6; **CMB** +10; **CMD** 22**Feats** Improved Initiative, Power Attack, Weapon Focus (glaive)**Skills** Climb +13, Intimidate +7, Perception +10, Sense Motive +6, Stealth +11**Languages** Celestial, Common, Draconic, Infernal; telepathy 100 ft.**ECOLOGY****Environment** any (Hell)**Organization** solitary, pair, squad (3–10), or troop (10–40)**Treasure** standard (glaive, other treasure)**SPECIAL ABILITIES****Beard (Ex)** If a bearded devil hits a single opponent with both claw attacks, it also lashes at the same target with its spiky, filthy beard. The victim takes 1d8+2 points of damage and must succeed on a DC 17 Fortitude save or contract devil chills. The save DC is Constitution-based. *Devil Chills*: Disease—injury; *save* Fort DC 17; *onset* 1d4 days; *frequency* 1/day; *effect* 1d4 Str damage; *cure* 3 consecutive saves.**Infernal Wound (Su)** The damage a bearded devil deals with its glaive inflicts persistent wounds that cause 2 points of bleed damage. Bleed caused from an infernal wound is particularly difficult to staunch—a DC 17 Heal check stops the damage, and any attempt to heal a creature suffering from an infernal wound must succeed on a DC 16 caster level check or the spell does not function. Success indicates the healing works normally and stops all bleed effects on the victim. The infernal wounds caused by a bearded devil are a supernatural ability of the devil, not of the weapon.**SHADOW****CR 3****XP 800**

CE Medium undead (incorporeal)

Init +2; **Senses** darkvision 60 ft.; **Perception** +8**DEFENSE****AC** 15, touch 15, flat-footed 12 (+2 deflection, +2 Dex, +1 dodge)**hp** 19 (3d8+6)**Fort** +3, **Ref** +3, **Will** +4**Defensive Abilities** incorporeal, channel resistance +2; **Immune** undead traits**OFFENSE****Speed** fly 40 ft. (good)**Melee** incorporeal touch +4 (1d6 Strength damage)**Special Attacks** create spawn**STATISTICS****Str** —, **Dex** 14, **Con** —, **Int** 6, **Wis** 12, **Cha** 15**Base Atk** +2; **CMB** +4; **CMD** 17**Feats** Dodge, Skill Focus (Perception)**Skills** Fly +11, Perception +8, Stealth +8 (+12 in dim light, +4 in bright light); **Racial Modifiers** +4 Stealth in dim light (–4 in bright light)**ECOLOGY****Environment** any**Organization** solitary, pair, gang (3–6), or swarm (7–12)**Treasure** standard**SPECIAL ABILITIES****Create Spawn (Su)** A humanoid creature killed by a shadow's Strength damage becomes a shadow under the control of its killer in 1d4 rounds.**Strength Damage (Su)** A shadow's touch deals 1d6 points of Strength damage to a living creature. This is a negative energy effect. A creature dies if this Strength damage equals or exceeds its actual Strength score.

The sinister shadow skirts the border between the gloom of darkness and the harsh truth of light. The shadow prefers to haunt ruins where civilization has moved on, where it hunts living creatures foolish enough to stumble into its territory. The shadow is an undead horror, and as such has no goals or outwardly visible motivations other than to sap life and vitality from living beings.

XP 800

LE Medium undead

Init +1; **Senses** darkvision 60 ft.; Perception +11

DEFENSE

AC 15, touch 11, flat-footed 14 (+1 Dex, +4 natural)**hp** 26 (4d8+8)**Fort** +3, **Ref** +2, **Will** +5**Defensive Abilities** undead traits**Weaknesses** resurrection vulnerability

OFFENSE

Speed 30 ft.**Melee** slam +4 (1d4+1 plus energy drain)**Special Attacks** create spawn, energy drain (1 level, DC 14)

STATISTICS

Str 12, **Dex** 12, **Con** —, **Int** 11, **Wis** 13, **Cha** 15**Base Atk** +3; **CMB** +4; **CMD** 15**Feats** Blind-Fight, Skill Focus (Perception)**Skills** Intimidate +9, Knowledge (religion) +7, Perception +11, Stealth +16; **Racial Modifier** +8 Stealth**Languages** Common**SQ** create spawn

ECOLOGY

Environment any**Organization** solitary, pair, gang (3–6), or pack (7–12)**Treasure** standard

SPECIAL ABILITIES

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

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

Wights are humanoids who rise as undead due to necromancy, a violent death, or an extremely malevolent personality. In some cases, a wight arises when an evil undead spirit permanently bonds with a corpse, often the corpse of a slain warrior. They are barely recognizable to those who knew them in life; their flesh is twisted by evil and undeath, the eyes burn with hatred, and the teeth become beast-like. In some ways, a wight bridges the gap between a ghoul and a spectre—a warped animated corpse whose touch steals living energy.

SKELETAL CHAMPION

XP 600

Human skeletal champion warrior 1

NE Medium undead

Init +5; **Senses** darkvision 60 ft.; Perception +6

DEFENSE

AC 21, touch 12, flat-footed 19 (+6 armor, +1 Dex, +2 natural, +2 shield)**hp** 17 (3 HD; 2d8+1d10+3)**Fort** +3 **Ref** +1 **Will** +3; channel resistance +4**DR** 5/bludgeoning; **Immune** cold, undead traits

OFFENSE

Speed 30 ft.**Melee** mwk longsword +7 (1d8+3/19–20)

STATISTICS

Str 17, **Dex** 13, **Con** —, **Int** 9, **Wis** 10, **Cha** 12**Base Atk** +2; **CMB** +5; **CMD** 16**Feats** Cleave, Improved Initiative^B, Power Attack, Weapon Focus (longsword)**Skills** Intimidate +7, Perception +6, Stealth –1

ECOLOGY

Environment any**Organization** solitary, pair, or platoon (3–12)**Treasure** standard (breastplate, heavy steel shield, masterwork longsword, other treasure)

Some skeletons retain their intelligence and cunning, making them formidable warriors. These undead are far more powerful than their mindless kin, and many gain class levels.

XP 400

CE Medium undead

Init +2; **Senses** darkvision 60 ft.; Perception +7**DEFENSE****AC** 14, touch 12, flat-footed 12 (+2 Dex, +2 natural)**hp** 13 (2d8+4)**Fort** +2, **Ref** +2, **Will** +5**Defensive Abilities** channel resistance +2**OFFENSE****Speed** 30 ft.**Melee** bite +3 (1d6+1 plus disease and paralysis) and 2 claws +3 (1d6+1 plus paralysis)**Special Attacks** paralysis (1d4+1 rounds, DC 13, elves are immune to this effect)**STATISTICS****Str** 13, **Dex** 15, **Con** —, **Int** 13, **Wis** 14, **Cha** 14**Base Atk** +1; **CMB** +2; **CMD** 14**Feats** Weapon Finesse**Skills** Acrobatics +4, Climb +6, Perception +7, Stealth +7, Swim +3**Languages** Common**ECOLOGY****Environment** any land**Organization** solitary, gang (2–4), or pack (7–12)**Treasure** standard**SPECIAL ABILITIES**

Disease (Su) *Ghoul Fever*: Bite—injury; *save* Fort DC 13; *onset* 1 day; *frequency* 1/day; *effect* 1d3 Con and 1d3 Dex damage; *cure* 2 consecutive saves. The save DC is Charisma-based. A humanoid who dies of ghoul fever rises as a ghoul at the next midnight. A humanoid who becomes a ghoul in this way retains none of the abilities it possessed in life. It is not under the control of any other ghouls, but it hungers for the flesh of the living and behaves like a normal ghoul in all respects. A humanoid of 4 Hit Dice or more rises as a ghast.

Ghouls are undead that haunt graveyards and eat corpses. Legends hold that the first ghouls were either cannibalistic humans whose unnatural hunger dragged them back from death or humans who in life fed on the rotting remains of their kin and died (and were reborn) from the foul disease—the true source of these undead scavengers is unclear.

Ghast

Ghasts are ghouls with the advanced monster template. A ghast's paralysis even affects elves. Ghasts roam in packs of their own kind or lead groups of ghouls. The stink of death and corruption surrounding these creatures is overwhelming, granting them the stench extraordinary ability (10-foot radius negates, sickened for 1d6+4 minutes).

Advanced Creature (CR +1)

Creatures with the advanced template are fiercer and more powerful than their ordinary cousins.

Quick Rules: +2 on all rolls (including damage rolls) and special ability DCs; +4 to AC and CMD; +2 hp/HD.

Rebuild Rules: AC increase natural armor by +2; **Ability Scores** +4 to all ability scores (except Int scores of 2 or less).

XP 2,400

CE Large humanoid (giant)

Init +3; **Senses** low-light vision; Perception +12**DEFENSE****AC** 18, touch 8, flat-footed 18; (+2 armor, –1 Dex, +8 natural, –1 size)**hp** 65 (10d8+20)**Fort** +9, **Ref** +2, **Will** +5**OFFENSE****Speed** 40 ft.**Melee** 2 flails +12/+7 (2d6+6)**Ranged** 2 javelins +5 (1d8+6)**Space** 10 ft.; **Reach** 10 ft.**Special Attacks** superior two-weapon fighting**STATISTICS****Str** 23, **Dex** 8, **Con** 15, **Int** 6, **Wis** 10, **Cha** 11**Base Atk** +7; **CMB** +14; **CMD** 23**Feats** Cleave, Improved Initiative, Improved Overrun, Iron Will, Power Attack**Skills** Handle Animal +8, Perception +12; **Racial Modifiers** +4 on Perception**Languages** pidgin of Giant, Goblin, and Orc**ECOLOGY****Environment** cold hills**Organization** solitary, pair, gang (3–6), troupe (1–2 plus 1–2 brown bears), band (3–6 plus 1–2 brown bears), or colony (3–6 plus 1–2 brown bears and 7–12 orcs or 9–16 goblins)**Treasure** standard (leather armor, 2 flails, 4 javelins, other treasure)**SPECIAL ABILITIES**

Superior Two-Weapon Fighting (Ex) An ettin fights with a flail or javelin in each hand. Because each of its two heads controls an arm, the ettin does not take a penalty on attack or damage rolls for attacking with two weapons.

Ettins, or two-headed giants, are vicious and unpredictable hunters that stalk the night. Their two heads provide them with unparalleled powers of perception, making them excellent guards.

Ettins superficially resemble hill or stone giants, although their tusked facial features betray orc blood in their lineage. They have pinkish-brown skin, but ettins never bathe if they can help it, which usually leaves them so grimy and dirty their skin resembles thick, gray hide. Adult ettins are about 13 feet tall and weigh 5,200 pounds. They live about 75 years.

MINOTAUR**CR 4****XP 1,200**

CE Large monstrous humanoid

Init +0; **Senses** darkvision 60 ft.; Perception +10**DEFENSE****AC** 14, touch 9, flat-footed 14 (+5 natural, -1 size)**hp** 45 (6d10+12)**Fort** +6, **Ref** +5, **Will** +5**Defensive Abilities** natural cunning**OFFENSE****Speed** 30 ft.**Melee** greataxe +9/+4 (3d6+6/x3) and gore +4 (1d6+2)**Space** 10 ft.; **Reach** 10 ft.**Special Attacks** powerful charge (gore +11, 2d6+6)**STATISTICS****Str** 19, **Dex** 10, **Con** 15, **Int** 7, **Wis** 10, **Cha** 8**Base Atk** +6; **CMB** +11; **CMD** 21**Feats** Great Fortitude, Improved Bull Rush, Power Attack**Skills** Intimidate +5, Perception +10, Stealth +2, Survival +10; **Racial Modifiers** +4 Perception, +4 Survival**Languages** Giant**ECOLOGY****Environment** temperate ruins or underground**Organization** solitary, pair, or gang (3–4)**Treasure** standard (greataxe, other treasure)**SPECIAL ABILITIES****Natural Cunning (Ex)** Although minotaurs are not especially intelligent, they possess innate cunning and logical ability. This gives them immunity to *maze* spells and prevents them from ever becoming lost. Further, they are never caught flat-footed.

Nothing holds a grudge like a minotaur. Scorned by the civilized races centuries ago and born from a deific curse, minotaurs have hunted, slain, and devoured lesser humanoids in retribution for real or imagined slights for as long as anyone can remember. Many cultures have legends of how the first minotaurs were created by vengeful or slighted gods who punished humans by twisting their forms, robbing them of their intellects and beauty, and giving them the heads of bulls. Yet most modern minotaurs hold these legends in contempt and believe that they are not divine mockeries but divine paragons created by a potent and cruel demon lord named Baphomet.

OGRE**CR 3****XP 800**

CE Large humanoid (giant)

Init -1; **Senses** darkvision 60 ft., low-light vision; Perception +5**DEFENSE****AC** 17, touch 8, flat-footed 17 (+4 armor, -1 Dex, +5 natural, -1 size)**hp** 30 (4d8+12)**Fort** +6, **Ref** +0, **Will** +3**OFFENSE****Speed** 30 ft. (40 ft. base)**Melee** greatclub +7 (2d8+7)**Ranged** javelin +1 (1d8+5)**Space** 10 ft.; **Reach** 10 ft.**STATISTICS****Str** 21, **Dex** 8, **Con** 15, **Int** 6, **Wis** 10, **Cha** 7**Base Atk** +3; **CMB** +9; **CMD** 18**Feats** Iron Will, Toughness**Skills** Climb +7, Perception +5**Languages** Giant**ECOLOGY****Environment** temperate or cold hills**Organization** solitary, pair, gang (3–4), or family (5–16)**Treasure** standard (hide armor, greatclub, 4 javelins, other treasure)

Stories are told of ogres—horrendous stories of brutality and savagery, cannibalism and torture. Of rape and dismemberment, necrophilia, incest, mutilation, and all manners of hideous murder. Those who have not encountered ogres know the stories as warnings. Those who have survived such encounters know these tales to be tame compared to the truth.

An ogre revels in the misery of others. When smaller races aren't available to crush between meaty fists or defile in blood-red lusts of violence, they turn to each other for entertainment. Nothing is taboo in ogre society. One would think that, left to themselves, an ogre tribe would quickly tear itself apart, with only the strongest surviving in the end—yet if there is one thing ogres respect, it is family.

Ogre tribes are known as families, and many of their deformities and hideous features arise from the common practice of incest. The leader of a tribe is most often the father of the tribe, although in some cases a particularly violent or domineering ogress claims the title of mother. Ogre tribes bicker among themselves, a trait that thankfully keeps them busy and turned against each other rather than neighboring races. Yet time and again, a particularly violent and feared patriarch rises among the ogres, one capable of gathering multiple families under his command.

XP 1,600

CE Large humanoid (giant)

Init +2; **Senses** darkvision 60 ft., low-light vision, scent; Perception +8**DEFENSE****AC** 16, touch 11, flat-footed 14; (+2 Dex, +5 natural, -1 size)**hp** 63 (6d8+36); regeneration 5 (acid or fire)**Fort** +11, **Ref** +4, **Will** +3**OFFENSE****Speed** 30 ft.**Melee** bite +8 (1d8+5), 2 claws +8 (1d6+5)**Space** 10 ft.; **Reach** 10 ft.**Special Attacks** rend (2 claws, 1d6+7)**STATISTICS****Str** 21, **Dex** 14, **Con** 23, **Int** 6, **Wis** 9, **Cha** 6**Base Atk** +4; **CMB** +10; **CMD** 22**Feats** Intimidating Prowess, Iron Will, Skill Focus (Perception)**Skills** Intimidate +9, Perception +8**Languages** Giant**ECOLOGY****Environment** cold mountains**Organization** solitary or gang (2–4)**Treasure** standard

Trolls possess incredibly sharp claws and amazing regenerative powers, allowing them to recover from nearly any wound. They are stooped, fantastically ugly, and astonishingly strong—combined with their claws, their strength allows them to literally tear apart flesh to feed their voracious appetites. Trolls stand about 14 feet tall, but their hunched postures often make them appear shorter. An adult troll weighs around 1,000 pounds.

A troll's appetite and its regenerative powers make it a fearless combatant, ever prepared to charge headlong at the nearest living creature and attack with all of its fury. Only fire seems to cause a troll to hesitate, but even this mortal threat is not enough to stop a troll's advance. Those who commonly battle with trolls know to locate and burn any pieces after a fight, for even the smallest scrap of flesh can regrow a full-size troll given enough time. Fortunately, only the largest part of a troll regrows in this way.

Despite their cruelty in combat, trolls are surprisingly tender and kind to their own young. Female trolls work as a group, spending a great deal of time teaching young trolls to hunt and fend for themselves before sending them off to find their own territories. A male troll tends to live a solitary existence, partnering with a female for only a brief time to mate. All trolls spend most of their time hunting for food, as they must consume vast amounts each day or face starvation. Due to this need, most trolls stake out large territories as their own, and fights between rivals are quite common. While these are usually nonlethal, trolls are aware of each others'

XP 2,400

CE Medium outsider (chaotic, demon, evil, extraplanar)

Init +5; **Senses** darkvision 60 ft., *see invisibility*; Perception +19**DEFENSE****AC** 19, touch 11, flat-footed 18 (+1 Dex, +8 natural)**hp** 73 (7d10+35)**Fort** +10, **Ref** +6, **Will** +5**Defensive Abilities** protective slime; **DR** 10/cold iron or good; **Immune** electricity, poison; **Resist** acid 10, cold 10, fire 10; **SR** 17**OFFENSE****Speed** 30 ft.**Melee** 2 claws +12 (1d6+5), bite +12 (1d6+5) or longspear +12/+7 (1d8+7/x3), bite +7 (1d6+2)**Space** 5 ft.; **Reach** 5 ft. (10 ft. with longspear)**Special Attacks** sneak attack +2d6**Spell-Like Abilities** (CL 7th)Constant—*see invisibility*At will—*darkness*, *dispel magic*, *greater teleport* (self plus 50 lbs. of objects only)1/day—*summon* (level 3, 1 babau at 40%)**STATISTICS****Str** 21, **Dex** 13, **Con** 20, **Int** 14, **Wis** 13, **Cha** 16**Base Atk** +7; **CMB** +12; **CMD** 23**Feats** Combat Reflexes, Improved Initiative, Iron Will, Skill Focus (Stealth)**Skills** Acrobatics +11, Climb +12, Disable Device +11, Escape Artist +11, Perception +19, Sense Motive +11, Sleight of Hand +11, Stealth +22; **Racial Modifiers** +8 Perception, +8 Stealth**Languages** Abyssal, Celestial, Draconic; telepathy 100 ft.**ECOLOGY****Environment** any (Abyss)**Organization** solitary, pair, or gang (3–8)**Treasure** standard (longspear, other treasure)**SPECIAL ABILITIES**

Protective Slime (Su) A layer of acidic slime coats a babau's skin. Any creature that strikes a babau with a natural attack or unarmed strike takes 1d8 points of acid damage from this slime if it fails a DC 18 Reflex save. A creature that strikes a babau with a melee weapon must make a DC 18 Reflex save or the weapon takes 1d8 points of acid damage; if this damage penetrates the weapon's hardness, the weapon gains the broken condition. Ammunition that strikes a babau is automatically destroyed after it inflicts its damage.

BLACK PUDDING**CR 7****XP 3,200**

N Huge ooze

Init -5; **Senses** blindsight 60 ft.; Perception -5**DEFENSE****AC** 3, touch 3, flat-footed 3 (-2 size, -5 Dex)**hp** 105 (10d8+60)**Fort** +9, **Ref** -2, **Will** -2**Defensive Abilities** split, ooze traits**OFFENSE****Speed** 20 ft., climb 20 ft.**Melee** slam +8 (2d6+4 plus 2d6 acid plus grab)**Space** 15 ft.; **Reach** 10 ft.**Special Attacks** constrict (2d6+4 plus 2d6 acid), corrosion**STATISTICS****Str** 16, **Dex** 1, **Con** 22, **Int** —, **Wis** 1, **Cha** 1**Base Atk** +7; **CMB** +12 (+16 grapple); **CMD** 17 (27 vs. bull rush, can't be tripped)**Skills** Climb +11**SQ** ooze traits, suction**ECOLOGY****Environment** any underground**Organization** solitary**Treasure** none**SPECIAL ABILITIES**

Acid (Ex) A black pudding secretes a digestive acid that dissolves organic material and metal quickly, but does not affect stone. Each time a creature suffers damage from a black pudding's acid, its clothing and armor take the same amount of damage from the acid. A DC 21 Reflex save prevents damage to clothing and armor. A metal or wooden weapon that strikes a black pudding takes 2d6 acid damage unless the weapon's wielder succeeds on a DC 21 Reflex save. If a black pudding remains in contact with a wooden or metal object for 1 full round, it inflicts 21 points of acid damage (no save) to the object. The save DCs are Constitution-based.

Corrosion (Ex) An opponent that is being constricted by a black pudding suffers a -4 penalty on Reflex saves made to resist acid damage applying to clothing and armor.

Split (Ex) Slashing and piercing weapons deal no damage to a black pudding. Instead, the creature splits into two identical puddings, each with half of the original's current hit points (round down). A pudding with 10 hit points or less cannot be further split and dies if reduced to 0 hit points.

Suction (Ex) The black pudding can create powerful suction against any surface as it climbs, allowing it to cling to inverted surfaces with ease. A black pudding can establish or release suction as a swift action, and as long as it is using suction, it moves at half speed. Because of the suction, a black pudding's CMD score gets a +10 circumstance bonus to resist bull rush, awesome blows, and other attacks and effects that attempt to physically move it from its location.

MEDUSA**CR 7****XP 3,200**

LE Medium monstrous humanoid

Init +6; **Senses** all-around vision, darkvision 60 ft.; Perception +16**DEFENSE****AC** 15, touch 12, flat-footed 13 (+2 Dex, +3 natural)**hp** 76 (8d10+32)**Fort** +6, **Ref** +8, **Will** +7**OFFENSE****Speed** 30 ft.**Melee** dagger +10/+5 (1d4/19-20), snake bite +5 (1d4 plus poison)**Ranged** mwk longbow +11/+6 (1d8/x3)**Special Attacks** petrifying gaze**STATISTICS****Str** 10, **Dex** 15, **Con** 18, **Int** 12, **Wis** 13, **Cha** 15**Base Atk** +8; **CMB** +8; **CMD** 20**Feats** Improved Initiative, Point-Blank Shot, Precise Shot, Weapon Finesse**Skills** Bluff +10, Disguise +10, Intimidate +13, Perception +16, Stealth +13; **Racial Modifiers** +4 Perception**Languages** Common**ECOLOGY****Environment** temperate marshes and underground**Organization** solitary**Treasure** double (dagger, masterwork longbow with 20 arrows, other treasure)**SPECIAL ABILITIES**

All-Around Vision (Ex) A medusa's snake-hair allows her to see in all directions. Medusas gain a +4 racial bonus to Perception checks and cannot be flanked.

Petrifying Gaze (Su) Turn to stone permanently, 30 feet, Fortitude DC 16 negates. The save DC is Charisma-based.

Poison (Ex) Bite—injury; *save* Fort DC 18; *frequency* 1/round for 6 rounds; *effect* 1d3 Str; *cure* 2 consecutive saves. The save DC is Constitution-based.

Medusas are human-like creatures with snakes instead of hair. At distances of 30 feet or more, a medusa can easily pass for a beautiful woman if she wears something to cover her serpentine locks—when wearing clothing that conceals her head and face, she can be mistaken for a human at even closer distances. Medusas use lies and disguises that conceal their faces to get close enough to opponents to use their petrifying gaze, though they like playing with their prey and may fire arrows from a distance to lead enemies into traps. Some enjoy creating intricate decorations out of their victims, using their petrified remains as accents to their swampy lairs, but most medusas take care to hide the evidence of their previous conflicts so that new foes won't have advance warning of their presence.

SHADOW DEMON**CR 7****XP 3,200**

CE Medium outsider (chaotic, demon, evil, extraplanar, incorporeal)

Init +8; **Senses** darkvision 60 ft.; Perception +20**DEFENSE****AC** 18, touch 18, flat-footed 14 (+4 deflection, +4 Dex)**hp** 59 (7d10+21)**Fort** +5, **Ref** +11, **Will** +7**Defensive Abilities** incorporeal; **DR** 10/cold iron or good; **Immune** cold, electricity, poison; **Resist** acid 10, fire 10; **SR** 17**Weaknesses** sunlight powerlessness**OFFENSE****Speed** fly 40 ft. (perfect)**Melee** 2 claws +11 touch (1d6 plus 1d6 cold), bite +11 touch (1d8 plus 1d6 cold)**Special Attacks** pounce, sprint, shadow blend**Spell-Like Abilities** (CL 10th)At will—*deeper darkness*, *fear* (DC 18), *greater teleport* (self only), *telekinesis* (DC 19)3/day—*shadow conjuration* (DC 18), *shadow evocation* (DC 19)1/day—*magic jar* (DC 19), summon (level 3, 1 shadow demon 50%)**STATISTICS****Str** —, **Dex** 18, **Con** 17, **Int** 14, **Wis** 14, **Cha** 19**Base Atk** +7; **CMB** +11; **CMD** 25**Feats** Blind-Fight, Combat Reflexes, Improved Initiative, Lightning Reflexes,**Skills** Acrobatics +14, Bluff +14, Fly +22, Knowledge (local) +12, Knowledge (planes) +12, Perception +20, Sense Motive +12, Stealth +14; **Racial Modifiers** +8 Perception**Languages** Abyssal, Common; telepathy 100 ft.**ECOLOGY****Environment** any (Abyss)**Organization** solitary, pair, or haunt (3–8)**Treasure** standard**SPECIAL ABILITIES****Sprint (Ex)** Once per minute, a shadow demon increase its fly speed to 240 feet for 1 round.**Shadow Blend (Su)** During any conditions other than bright light, a shadow demon can disappear into the shadows as a move-equivalent action, effectively becoming invisible. Artificial illumination or light spells of 2nd level or lower do not negate this ability.**Sunlight Powerlessness (Ex)** A shadow demon is utterly powerless in bright light or natural sunlight and flees from it. A shadow demon caught in such light cannot attack and can take only a single move or standard action. A shadow demon that is possessing a creature using *magic jar* is not harmed by sunlight, but if it is struck by a *sunbeam* or *sunburst* spell while possessing a creature, the shadow demon is driven out of its host automatically.**XILL****CR 6****XP 2,400**

LE Medium outsider (evil, extraplanar)

Init +8; **Senses** darkvision 60 ft.; Perception +13**DEFENSE****AC** 21, touch 14, flat-footed 17 (+4 Dex, +5 natural, +2 shield)**hp** 67 (9d10+18)**Fort** +8, **Ref** +10, **Will** +6**SR** 17**OFFENSE****Speed** 40 ft.**Melee** short swords +13/+13/+8 (1d6+3/19–20), claw +13 (1d4+3 plus grab), bite +7 (1d3+1 plus paralysis), or 4 claws +13 (1d4+3 plus grab), bite +12 (1d3+3 plus paralysis)**Ranged** 2 longbows +13 (1d8/x3)**Special Attacks** implant, paralysis (1d4 hours, DC 16)**STATISTICS****Str** 17, **Dex** 18, **Con** 14, **Int** 15, **Wis** 12, **Cha** 11**Base Atk** +9; **CMB** +12 (+16 grapple); **CMD** 26**Feats** Combat Reflexes, Improved Initiative, Iron Will, Weapon Focus (claw, short sword)**Skills** Acrobatics +16, Bluff +12, Intimidate +12, Knowledge (arcana) +14, Knowledge (planes) +14, Perception +13, Sense Motive +13, Stealth +14**Languages** Common, Infernal**SQ** multiweapon mastery, planewalk**ECOLOGY****Environment** any (Ethereal Plane)**Organization** solitary, pair, or gang (3–6)**Treasure** standard (heavy steel shield, 2 short swords, 2 longbows with 40 arrows, other treasure)**SPECIAL ABILITIES****Implant (Ex)** As a standard action, a xill can lay 2d6 eggs in a helpless creature. A xill's eggs hatch in 24 hours, at which point the young consume the host from within, inflicting 1 point of Con damage per hour per young until the host dies. The young then emerge and planewalk to the Ethereal Plane, if possible, to mature. A *remove disease* spell (or similar effect) rids a victim of all implanted eggs or active young, or they can be cut out one at a time with DC 20 Heal checks (each attempt takes 10 minutes). If a check fails, the healer can try again, but each attempt (successful or not) deals 1d4 points of damage to the patient.**Multiweapon Mastery (Ex)** A xill never takes penalties to an attack roll when fighting with multiple weapons, and treats claws as primary attacks even when also wielding weapons.**Planewalk (Su)** A xill can shift from the Ethereal Plane to the Material Plane as a move action. Shifting from the Material Plane to the Ethereal Plane takes 2 consecutive full-round actions, during which time the xill is immobile. As a xill fades away, it becomes harder to hit: opponents have a 20% miss chance in the first round and a 50% miss chance in the second. A xill can take a single willing or helpless creature with it when it switches planes.