



Pactlord Enforcers

Two new NPCs by Monte Cook

The Pactlords of the Quaan, an organization of nonhumanoid beings, seek the ultimate downfall of humanity (and, in fact, all humanoids). This disparate group is held together by the auspices of a magical pact. Their history is long and their motivations ancient (see *The Banewarrens* for more information). Because they are a violent group with numerous enemies, they have need of powerful agents. Two of their most powerful are Sarthaun, a mind flayer fighter, and Verehein, a large and powerful beholder.

These two very different creatures have developed an odd fondness for each other and work well together, even more than the Pact of the Quaan (see *The Banewarrens*) would require. Sarthaun has fashioned a seat that mounts atop Verehein's magical harness so that he can ride the beholder. Thus, they move as a single, deadly unit.

Some would actually say that, by beholder standards, Verehein is fairly good-natured. That is to say, he is not a horrible, seemingly insane killer. Rather, he usually remains quite calm, ignoring all other creatures—unless the other Pactlords have instructed him to kill someone, or he or Sarthaun come under threat. Then, he fights to the death and kills without mercy or regret. What he lacks as a mass murderer, Verehein makes up for in arrogance. He believes that he and Sarthaun cannot be overcome, and that between the two of them they are the most intelligent beings alive. Verehein shouts when he talks (in a gruff, phlegmy accent to human ears) because he believes every word he speaks is brilliant. He prefers to eat his victims, partially to sate his hunger and partially because it makes it that much harder for them to come back.

Sarthaun does not speak, using his telepathy instead, so all conversations between the two seem very one-sided (particularly because Verehein shouts). If Verehein is arrogant, Sarthaun is contemptuous. He sees all other creatures as insects to be squashed. He literally resents other creatures for existing in the same world as he. He tells Verehein that their "mental stench" offends him, and that they all should be eliminated. While he works as an enforcer/assassin for the Pactlords, and supports their goals wholeheartedly, he secretly plots his own scheme to completely exterminate virtually all life (only mind flayers, beholders, and a few other creatures are acceptable to him). He eats the brains of lesser creatures only because he must do so to live. He does not relish it.

The Pactlords of the Quaan send these two on missions to destroy powerful enemies, retrieve important objects, or sometimes to lay waste to a small town (if the need arises). They excel at infiltration and assassination, but can take on large groups out in the open as well.

In battle they employ multiple tactics:

- *Against a single spellcaster or magic-using creature:* Verehein uses his antimagic cone and moves in close so he and Sarthaun can attack.
- *Against a single nonspellcaster:* Verehein closes his central eye and focuses as many eye rays as possible at the target. Sarthaun uses his mind blast exclusively.
- *Against a group of spellcasters or magic-using creatures:* Verehein uses his antimagic cone until he and Sarthaun can move into a position from which they can both use melee attacks. Verehein may use some of his Fortitude-based rays, such as *disintegrate*, *finger of death* and *flesh to stone*.
- *Against a mixed group:* Verehein uses his antimagic cone against the obvious spellcasters, while Sarthaun tries to stun the nonspellcasters with his mind blast. Then, while the nonspellcasters are stunned, they move in to take out the spellcasters as described above, with Sarthaun making sure the nonspellcasters stay stunned.
- *On specialized missions:* Here, they have other tactics as well. For example, both are extremely good at *charming* creatures. They could infiltrate a secure citadel simply by making all the guards their friends. Verehein's *disintegrate* ray ensures that virtually no fortification is proof against them.

Verehein, beholder: CR 13; Large aberration; HD 11d8+33; hp 102; Init +4 (Improved Initiative); Speed 5 feet, fly 20 feet (good); AC 24 (−1 size, +11 natural, +4 harness); Attack Eye rays +7 ranged touch (2d4), bite +9 melee; SA Eye rays; SQ All-around vision, antimagic cone, fly; AL LE; SV Fort +6, Ref +3, Will +10; Str 15, Dex 10, Con 16, Int 17, Wis 14, Cha 16

Skills and Feats: Hide +7, Knowledge (arcana) +10, Listen +14, Search +18, Spot +19; Alertness, Flyby Attack, Improved Initiative, Iron Will, Shot on the Run

Eye Rays (Su): Each of the beholder's 10 small eyes can produce a magical ray once a round, even when the beholder is attacking physically or moving at full speed. The creature can easily aim all its eyes upward, but its own body tends to get in the way when it tries to aim the rays in other directions. During a round, the creature can

aim only three eye rays at targets in any one arc other than up (forward, backward, left, right, or down). The remaining eyes must aim at targets in other arcs or not at all. A beholder can tilt and pan its body each round to change which rays it can bring to bear in an arc. Each eye's effect resembles a spell cast by a 13th-level sorcerer but follows the rules for a ray (see *Aiming a Spell*, page 148 in the *Player's Handbook*). All rays have a range of 150 feet and a save DC of 18.

Charm Person: The target must succeed at a Will save or be affected as though by the spell. Beholders use this ray to confuse the opposition, usually employing it early in a fight.

Charm Monster: The target must succeed at a Will save or be affected as though by the spell.

Sleep: This works like the spell, except that it affects one creature with any number of Hit Dice. The target must succeed at a Will save to resist.

Flesh to Stone: The target must succeed at a Fortitude save or be affected as though by the spell.

Disintegrate: The target must succeed at a Fortitude save or be affected as though by the spell.

Fear: This works like the spell, except that it targets one creature. The target must succeed at a Will save or be affected as though by the spell.

Slow: This works like the spell, except that it affects one creature. The target must make a Will save to resist.

Infllict Moderate Wounds: This works just like the spell, causing 2d8+10 points of damage (Will half).

Finger of Death: The target must succeed at a Fortitude save or be slain as though by the spell. The target suffers 3d6+13 points of damage if the saving throw succeeds.

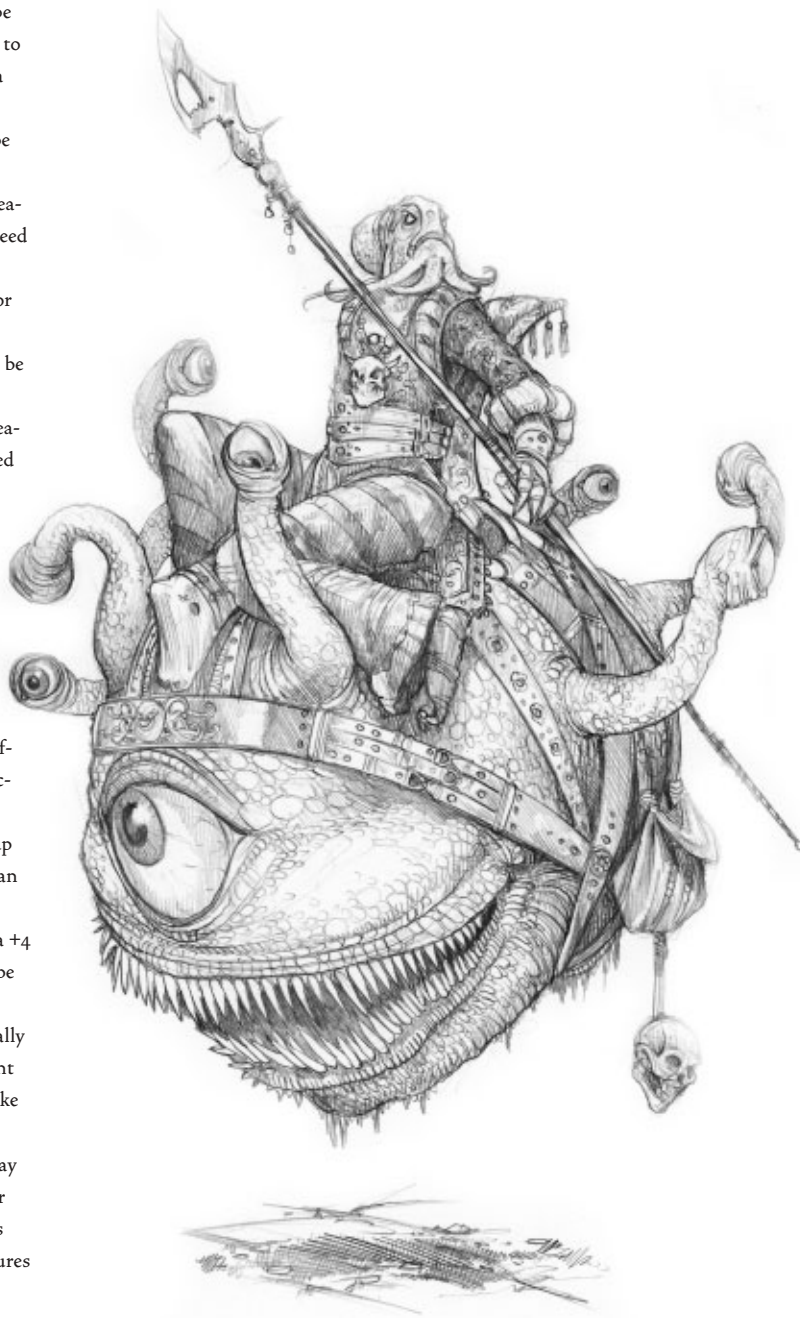
Telekinesis: The beholder can move objects or creatures of up to 325 lbs. as though with a *telekinesis* spell. Creatures can resist the effect with a successful Will save.

All-Around Vision (Ex): Their many eyes give beholders a +4 racial bonus to Spot and Search checks, and they can't be flanked.

Antimagic Cone (Su): A beholder's central eye continually produces a 150-foot antimagic cone extending straight ahead from the creature's front. This functions just like *antimagic field* cast by a 13th-level sorcerer. Once each round, during its turn, the beholder decides which way it will face, and whether the *antimagic cone* is active or not (the beholder deactivates the cone by shutting its central eye). Note that a beholder can bite only creatures to its front.

Flight (Ex): A beholder's buoyancy allows it to fly as the spell, as a free action, at a speed of 20 feet. This buoyancy also grants it a permanent *feather fall* effect with personal range.

Possessions: *Bone Quaan ring* (see *The Banewarrens*), +4 *harness of armor*, *bag of holding* (Bag 2), *brooch of shielding*, *doomskull* (see *The Book of Eldritch Might*), six 500 gp gems, 1,390 gp



Sarthaun, mind flayer, Ftr6: CR 14; Medium aberration; HD 8d8+40 + 6d10+30; hp 153; Init +7 (+3 Dex, +4 Improved Initiative); Speed 30 feet; AC 22 (+3 Dex, +3 natural, +4 armor, +2 ring); Attack 4 tentacles +16 melee (1d4+3) or +18/+13/+8 melee (1d8+8, longspear); Face/Reach: 5 feet by 5 feet/5 feet (10 feet with spear); SA Mind blast, psionics, improved grab, extract; SQ SR 25, telepathy; AL LE; SV Fort +12, Ref +9, Will +11; Str 16, Dex 17, Con 20, Int 19, Wis 17, Cha 17

Skills and Feats: Bluff +10, Climb +4, Concentration +15, Hide +12, Intimidate +13, Knowledge (arcana) +9, Knowledge (history) +9, Listen +13, Move Silently +11, Ride +12, Spot +13; Alertness, Combat Casting, Dodge, Improved Critical (longspear), Improved Initiative, Lightning Reflexes, Spell-like Ability Focus (mind blast)*, Weapon Focus (longspear), Weapon Specialization (longspear)

Mind Blast (Sp): This attack is a cone 60 feet long. Anyone caught in this cone must succeed at a Will save (DC 19) or be stunned for 3d4 rounds. Mind flayers often hunt using this power, then drag off one or two of their stunned victims to feed upon.

Psionics (Sp): At will—*astral projection, charm monster, detect thoughts, levitate, plane shift, and suggestion*. These abilities are as the spells cast by an 8th-level sorcerer (save DC 13 + spell level).

Improved Grab (Ex): To use this ability, the mind flayer must hit a Small to Large creature with its tentacle attack. If it gets a hold, it attaches the tentacle to the opponent's head. A mind flayer can grab a Huge or larger creature, but only if it can somehow reach the foe's head. After a successful grab, the mind flayer can try to attach its remaining tentacles with a single grapple check. The opponent can escape with a single successful grapple check or Escape Artist check, but the mind flayer gets a +2 circumstance bonus for every tentacle that was attached at the beginning of the opponent's turn.

Extract (Ex): A mind flayer that begins its turn with all four tentacles attached and successfully maintains its hold automatically extracts the opponent's brain, instantly killing that creature.

Telepathy (Su): Mind flayers can communicate telepathically with any creature within 100 feet that has a language.

Possessions: *Bone Quaan ring (see The Banewarrens), amulet of health +4, +2 leather armor, +2 ring of protection, +2 shock longspear, potions of cure serious wounds, cure moderate wounds, see invisibility, and bull's strength*

*Adds +2 to the DC of one spell-like ability

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