

AVOLAKIA

Source: 3e *Monster Manual II*.

Avolakia are hideous creatures that combine the worst features of an octopus, a worm and an insect. In its natural form, it stands ten feet tall, with a pallid, grey-yellow wormlike body that shimmers with yellow slime. The creature supports itself and moves about on a set of six suckered tentacles, each of which is tipped by a staring yellow eye. Where the creature's head should be, an avolakia has a sheath that contains a set of three cruelly hooked mandibles. Eight long, spidery arms tipped with insectoid claws protrude from ridges halfway up its body. Avolakia reek of mold and decay.

Unnatural Diet: Avolakia can eat living or dead flesh, but they find it disgusting. Instead, they prefer undead flesh, preferably fresh off the flank of a zombie. Because of this, avolakia interested in the arcane arts tends to necromancy, and every community of avolakia has large herds of undead that they treat as cattle.

Linked to Kyuss: Avolakia are known to have a preference for the worm-god Kyuss. They make living sacrifices during terrible rituals, seeking to grant power to (or receive power from) their restless deity. Some avolakia serve as priests, even assuming humanoid form to create cults of the Worm That Walks.

Alliances with Illithids: Avolakia are known to work with other intelligent creatures at times. Their most infamous alliances are with mind flayers. When the two species work together to capture prey, the illithids extract the brains and devour them while the avolakia animate the dead to serve as undead shock troops and food. Since they do not compete for resources (a brainless body makes a fine zombie), they rarely find themselves at cross purposes.

Avolakia Infiltrator

Large aberrant magical beast

HP 82; **Bloodied** 41

AC 24; **Fortitude** 20; **Reflex** 21; **Will** 25

Speed 5

Level 10 Lurker

XP 500

Initiative +10

Perception +10

Darkvision

STANDARD ACTIONS

(mbasic) Claw * At Will

Attack: Melee 1 (one creature); +15 vs. AC.

Hit: 1d4+5 damage.

(melee) Bite (poison) * Recharge 5 6

Attack: Melee 1 (one creature); +15 vs. AC.

Hit: 2d8+8 damage, and the target is weakened (save ends).

Mess of Claws * At Will

Requirement: The avolakia must have combat advantage against the target.

Effect: The avolakia uses *claw* against the target three times.

Frightful Presence (fear) * Encounter

Effect (close burst 3): Each creature the burst grants combat advantage (save ends).

MINOR ACTIONS

Suggestive Words (charm) * Recharge 6

Attack: Ranged 10 (one creature); +13 vs. Will.

Hit: The avolakia is invisible to the target until the end of the avolakia's next turn, and the target is dazed (save ends).

Change Shape (polymorph) * At Will

Effect: The avolakia assumes the shape of any small, medium or large humanoid. It can assume a specific shape to impersonate an individual, or it can take the form of a 'generic' human, dwarf, elf, etc. While in humanoid form, the avolakia can use neither *bite* nor *mess of claws*.

Skills Bluff +19, Insight +18, Religion +15

Str 14 **Dex** 13 **Wis** 21

Con 16 **Int** 21 **Cha** 22

Alignment evil

Languages Avolakia, Common, Deep Speech

Avolakia Adept

Large aberrant magical beast

HP 95; **Bloodied** 47

AC 24; **Fortitude** 22; **Reflex** 24; **Will** 26

Speed 5

Level 12 Artillery

XP 700

Initiative +12

Perception +10

Darkvision

STANDARD ACTIONS

(mbasic) **Claw** * **At Will**

Attack: Melee 1 (one creature); +17 vs. AC.

Hit: 1d10+11 damage.

(melee) **Bite** (poison) * **Recharge 5 6**

Attack: Melee 1 (one creature); +15 vs. AC.

Hit: 2d8+11 damage, and the target is weakened (save ends).

(ranged) **Acid Bead** (acid) * **At Will**

Attack: Ranged 10 (one creature); +17 vs. Reflex.

Hit: 3d6+8 acid damage, and each creature adjacent to the target takes 10 acid damage.

(ranged) **Soul Rend** (necrotic) * **Recharge 6**

Attack: Ranged 5 (one or two creatures); +16 vs. Will.

Hit: 3d8 necrotic damage and the target is dazed (save ends).

MINOR ACTIONS

Change Shape (polymorph) * **At Will**

Effect: The avolakia assumes the shape of any small, medium or large humanoid. It can assume a specific shape to impersonate an individual, or it can take the form of a 'generic' human, dwarf, elf, etc. While in humanoid form, the avolakia can't use *bite*.

Skills Religion +15

Str 16 **Dex** 23 **Wis** 18

Con 17 **Int** 20 **Cha** 22

Alignment evil

Languages Avolakia, Common, Deep Speech

Avolakia Ghostmaster

Large aberrant magical beast

HP 129; **Bloodied** 64

AC 27; **Fortitude** 23; **Reflex** 24; **Will** 28

Speed 5

Level 13 Controller (Leader)

XP 800

Initiative +8

Perception +10

Darkvision

STANDARD ACTIONS

(mbasic) **Claw** * **At Will**

Attack: Melee 1 (one creature); +18 vs. AC.

Hit: 2d8+8 damage.

(melee) **Bite** (poison) * **Recharge 5 6**

Attack: Melee 1 (one creature); +15 vs. AC.

Hit: 3d8+8 damage, and the target is weakened (save ends).

(close) **Blast of Fear** (fear, psychic) * **Recharges** when an undead ally within 10 squares of the avolakia hits an enemy

Attack: Close blast 4 (each living enemy in blast); +16 vs. Will.

Hit: 1d12+8 psychic damage, the avolakia slides the target 1 square and the target grants combat advantage to undead (save ends).

MINOR ACTIONS

Direct the Dead * **At Will**

Effect: One undead minion of the avolakia's level or lower takes a standard action of the ghostmaster's choice.

Change Shape (polymorph) * **At Will**

Effect: The avolakia assumes the shape of any small, medium or large humanoid. It can assume a specific shape to impersonate an individual, or it can take the form of a 'generic' human, dwarf, elf, etc. While in humanoid form, the avolakia can't use *bite*.

Skills Arcana +16, Religion +16

Str 16 **Dex** 15 **Wis** 18

Con 17 **Int** 20 **Cha** 24

Alignment evil

Languages Avolakia, Common, Deep Speech

Avolakia Vermist

Level 13 Soldier

Large aberrant magical beast

XP 800

HP 129; **Bloodied** 64

Initiative +10

AC 29; **Fortitude** 25; **Reflex** 24; **Will** 26

Perception +10

Speed 5

Darkvision

STANDARD ACTIONS

(mbasic) Claw * At Will

Attack: Melee 1 (one creature); +18 vs. AC.

Hit: 2d8+8 damage.

(melee) Bite (poison) * At Will

Attack: Melee 1 (one creature); +18 vs. AC.

Hit: 3d8+8 damage, and the target is slowed (save ends).

(ranged) Gift of Worms * Recharge 6

Attack: Ranged 10 (one creature); +16 vs. Fortitude.

Hit: 3d10+10 damage, and the target takes ongoing 10 damage and is dazed (save ends both).

TRIGGERED ACTIONS

(close) Worms in the Blood * Encounter

Trigger: The avolakia becomes bloodied.

Attack (Free Action): Close burst 1 (each creature in the burst); +16 vs. Reflex.

Hit: The target takes ongoing 15 damage and a -2 penalty to saving throws (save ends both).

MINOR ACTIONS

Change Shape (polymorph) * At Will

Effect: The avolakia assumes the shape of any small, medium or large humanoid. It can assume a specific shape to impersonate an individual, or it can take the form of a 'generic' human, dwarf, elf, etc. While in humanoid form, the avolakia can't use *bite*.

Skills Religion +18

Str 21 **Dex** 15 **Wis** 18

Con 17 **Int** 20 **Cha** 20

Alignment evil

Languages Avolakia, Common, Deep Speech

Avolakia Master

Level 21 Controller (Leader)

Large aberrant magical beast

XP 3,200

HP 180; **Bloodied** 90

Initiative +12

AC 35; **Fortitude** 31; **Reflex** 32; **Will** 36

Perception +16

Speed 5

Darkvision

STANDARD ACTIONS

(mbasic) Claw * At Will

Attack: Melee 1 (one creature); +26 vs. AC.

Hit: 2d8+12 damage.

(melee) Bite (poison) * At Will

Attack: Melee 1 (one creature); +26 vs. AC.

Hit: 5d8+7 damage, and the target is slowed (save ends).

(ranged) Suggestion (charm) * At Will

Attack: Ranged 10 (one nondeafened creature); +24 vs. Will.

Effect: The avolakia master slides the target 1 square.

Hit: The target takes a standard action of the avolakia's choice as a free action. The only attacks that the avolakia can force the target to make are at will. The target gets a +4 bonus on any attack rolls or skill checks it makes as part of this action.

(area) Seize the Moment * Encounter

Effect: Area burst 1 within 10 (each ally in burst); each target may use a standard action as a free action.

(area) Psychic Tempest (psychic) * Encounter

Attack: Area burst 2 within 10 squares (each enemy in burst); +23 vs. Will.

Hit: 4d10+6 psychic damage and the target is dazed (save ends).

MINOR ACTIONS

Change Shape (polymorph) * At Will

Effect: The avolakia assumes the shape of any small, medium or large humanoid. It can assume a specific shape to impersonate an individual, or it can take the form of a 'generic' human, dwarf, elf, etc. While in humanoid form, the avolakia can't use *bite*.

TRIGGERED ACTIONS

Deflection Aura (force) * Recharges when first bloodied

Trigger: An attack hits the avolakia when it has no adjacent allies.

Effect (Immediate Interrupt): The avolakia gains a +4 bonus to AC against the triggering attack.

Skills Bluff +23, Diplomacy +23, Insight +22, Religion +22

Str 19 **Dex** 15 **Wis** 23

Con 23 **Int** 25 **Cha** 27

Alignment evil

Languages Avolakia, Common, Deep Speech

Avolakia Sophist

Level 21 Minion Controller

Large aberrant magical beast

XP 800

HP 1; a missed attack never damages a minion

Initiative +12

AC 35; **Fortitude** 31; **Reflex** 32; **Will** 36

Perception +16

Speed 5

Darkvision

STANDARD ACTIONS

(mbasic) Claw * At Will

Attack: Melee 1 (one creature); +26 vs. AC.

Hit: 11 damage.

(melee) Bite (poison) * At Will

Attack: Melee 1 (one creature); +24 vs. Fortitude.

Hit: 14 poison damage, and the target loses immune and resist poison (save ends).

MINOR ACTIONS

(ranged) Persuasive Sophism (charm) * At Will

Attack: Ranged 10 (one creature); +24 vs. Will.

Hit: The avolakia slides the target up to 2 squares.

Change Shape (polymorph) * At Will

Effect: The avolakia assumes the shape of any small, medium or large humanoid. It can assume a specific shape to impersonate an individual, or it can take the form of a 'generic' human, dwarf, elf, etc. While in humanoid form, the avolakia can't use *bite*.

Skills Bluff +23, Diplomacy +23, Insight +22

Str 19 **Dex** 15 **Wis** 23

Con 23 **Int** 25 **Cha** 27

Alignment evil

Languages Avolakia, Common, Deep Speech