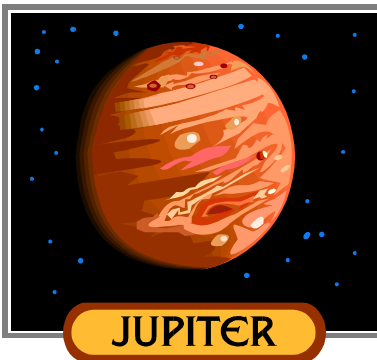
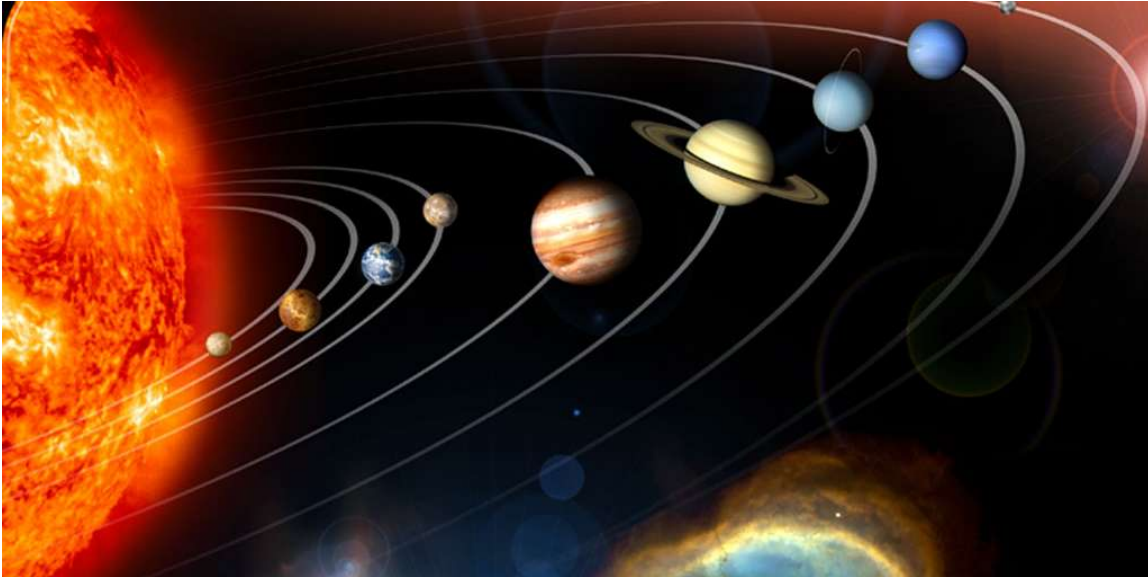


ATHERNAUTS D20: GAS GIANTS

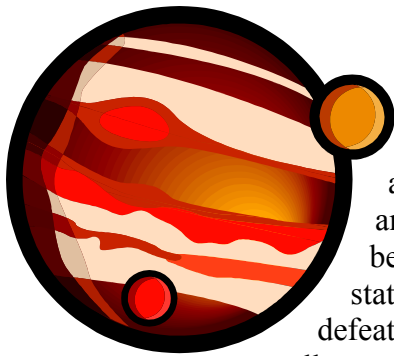


JUPITER

Jupiter is the largest of all the planets of the solar system and out masses all the other planets combined. Unlike the terrestrial planets, Jupiter is a Gas Giant. Its rocky core lies far beneath its atmosphere and is under tremendous atmospheric pressure. Life would be instantly crushed if it existed at ground level, so it floats high in the Jovian atmosphere and is carried along the zone jets high above the rocky core of Jupiter.

LIFE IN THE CLOUDS

All life on Jupiter flies through the thin air of Jupiter. All Jovian Creatures either feed of the sun (photosynthesize), feed on creatures that photosynthesize (herbivores), or prey on herbivores (carnivores). Most Jovian plants can not control their direction of travel. They are propelled around the globe by the powerful zonal jets of Jupiter. These jets form narrow bands of color around Jupiter and move in opposing directions and different speeds. The most common of these plants is the awesome Icarus Tree. These enormous trees are the cornerstone of life on Jupiter and can support entire ecosystems within their branches. The herbivores of Jupiter feed on Icarus Trees and the funguses that grow on Icarus Trees. Carnivores and Omnivores of Jupiter also live among the branches of Icarus Trees and eat the herbivores and fruit of the Icarus Tree. Many animals are capable either of flight or are filled with lighter than air gases that keep them airborne. Others are confined to stalking the branches of Icarus Trees for unwary prey. The native sentient humanoid of Jupiter is the Cyclopes. A Cyclopes is a single eyed humanoid that is the favored child of Zeus. In mythology, Cyclopes crafted Zeus's thunderbolts. They



native affinity for electronics and craft floating cities and ships from Icarus wood, imported metals, and helium filled balloons. These massive cities are ramshackle affairs of interconnected airships and balloon supported boardwalks. The cities are mobile and fiercely compete for wood, food, metal, and sunlight. The best weather bands are occupied by the most powerful of these city states. The lower, darker regions are populated by the disposed and defeated. Jovian Whale Oil is Jupiter's most valuable export, but small gas mines orbit the planet and harvest hydrogen and other gases for aethership travelers. Heavily reinforced ships occasionally make dives deep into the gas giant for exploration and whale hunting. The wealthy magnates of Jupiter often live in "Cloud Castles" on the outer edge of Jupiter's atmosphere.

GREAT RED SPOT

Jupiter is home to enormous air elemental creatures. The largest of these is the Great Red Spot. This sentient storm has existed for centuries and has seen the growth and death of multiple Solar Empires. This creature rarely responds to petitioners and the winds tear them apart. The few that gain its attention can receive ancient knowledge in exchange for current information or correctly answering a riddle. Those that lie to this alien intelligence are instantly destroyed. Smaller air elements are scattered through out Jupiter. The Great Red Spot storm cell is larger than the planet Earth.

WATER RIBBONS (CR 1)

Water is not pooled into lakes and ponds on Jupiter. Instead clouds must be siphoned to acquire water or a water ribbon must be found. A water ribbon is similar to a river but is completely transparent to the eye. A water ribbon can be miles wide but is rarely more than a foot deep. The water can be moving extremely quickly (fast enough to shear of stone) or very slowly. The water ribbon is a serious hazard to navigation as collision with an invisible water ribbon can tear a floating city or airship to pieces (treat as a high speed collision). A water ribbon inflicts "collision" damage on the vehicle based on the vehicle's size. Identifying a Water Ribbon requires a Spot or Knowledge (Jupiter) DC: 15 check.

WEATHER BANDS (CR 6)

The atmosphere of Jupiter is divided into latitudinal bands. The apparent wind speed seems very weak while traveling along a weather band when actually you are being propelled at a 100 mph. Adjacent bands can be moving slower, faster, or in the opposite direction. Changing from one band to another is required if you wish to move north or south. The band transfer is extremely hazardous and may be impossible in certain altitudes and specific times of the year. A



poor transition inflicts 6d6 force damage to your vehicle and crew (ignore hardness). Air Navigators are highly respected and highly valued for their ability to navigate the skies of Jupiter safely. The Profession (Jovian Navigator) DC is 20. All forms of weather can be periodically experienced along any weather band, but the eternal storms (such as the Great Red Spot) are a know danger and follow a deliberate path known to Jovian Navigators.

CORROSIVE CLOUDS (CR 8)

Yellow or brown clouds of ammonia can quickly eat through wood and flesh alike. These clouds are avoided at all costs, but can appear without warning. It requires a Characters in the corrosive core of an acid cloud take 8d6 points of acid damage, or half that amount if they make a DC 15 Fortitude save. Characters in the outskirts take 3d6 points of acid damage, or no damage at all if they make a DC 15 Fortitude save. Characters who fail their save take 1d6 CON temporary damage due to lung scarring. Identifying a Corrosive Cloud from afar requires a Knowledge (Jupiter) DC: 30 check.

ICARUS TREES

Icarus Trees are native to Jupiter but have been spread to the other Gas Giants of the Solar System. The foliage of these trees can be miles in diameter and the massive branches and trunks of the tree are hundreds of feet wide. The wood of the tree



are filled with tiny vacuoles that contain enough helium and hydrogen to lift the tree high into the air. To gain the soil and minerals this plant will need during its lifetime, a mature tree will drop massive metallic seeds the plunge deep into the core of the Gas Giant. The sprouting seed will grow an extensive network of roots and a gigantic hydrogen balloon that will lift the root mass into reach of sunlight. The massive, fuzzy leaves of the leaves of the plant gather sunlight, carbon dioxide, and water for photosynthesis. Icarus Trees act like airborne forests. Many creatures live for generations on the same tree. Some trees are the homes of Cyclopean Villages and Fortresses. The wood and fruit generated by these trees is highly valued and must be protected from piracy.



trade, and powerful

OLYMPUS

Olympus is the greatest of Cyclopean Air Cities. They are the centre of art,

science for all of Jupiter. The cannons mounted in this



floating fortress have defended this city from attacks by air and aether. The massive air fleet of Olympus is a menace to other Jovian communities with a tendency to plunder nearby cities. Most of the air cities of Jupiter are named after ancient Greek cities in honor of Zeus and Hera, the patron deities of the Cyclopes. Unlike the blimps and zeppelins of Earth these ships are created from a shell of Icarus Wood. This wood has a natural buoyancy to remain airborne in the Jovian atmosphere. Many of these Jovian Ships are equipped with hydrogen rockets and sealed oxygen compartments so that they can function as aetherships as well.



MOONS OF JUPITER

Jupiter possesses a total of 65 moons. Many of these are tiny moonlets little more than a mile in diameter. All the moons of Jupiter are named after former lovers of the god Zeus.

The four largest have their own native populations. From right to left, Io is a heavily industrialized and volcanically active moon inhabited by an ancient empire of goblins, hobgoblins, and bugbears. Europa is an ice covered water moon that has both undersea and ice shelf life it has a large population of both Artic Locathah and Ice Shelf Minotaurs adapted to the frozen conditions. Ganymede, a pastoral moon of Jupiter, is equal parts rock and water and home to the golden feathered “Giant Eagle Riders” (Aestosippeans). Callisto is a verdant forest moon populated by “Bear Men” (Ursaeans).



Ionians: Same as standard goblins (blue skinned), but gains “Heat Tolerance” (+4 versus fire checks) at the cost of a -4 penalty on cold based checks.

Europeans: Same as standard Locathah and Minotaur, but gains the “Cold Tolerance” (the inverse of above). Both races are skilled in ice skating, ice carving, and sail ice riggers that are propelled by the cold winds of Europa. The

sea beneath the ice is the primary source of food for both races as no plants grow on ice.

Aestosippeans: Medium Humanoids, +2 DEX, -2 CON, Cast “Feather Fall” at will at HD level, +2 Ride (Giant Eagle only), +4 Spot, Speak: Common and Auran, Human

Lifespan, Height: 5ft +1d6in, Weight: 90+1d6x2 lbs. They have a crown of Brown, Black, or White feathers and golden eagle like eyes.

Ursaeans: Medium Monstrous Humanoids, +2 STR, -2 DEX, +2 CON, -2 WIS, Slow Speed: 20ft, Dark Vision: 60ft, DR: 1 at 1st HD plus 1 per 5 HD. Racial Proficiencies: Simple (or Archaic), Half-orc lifespan. Height 6.5ft +1d8in, Weight: 200+ 1d8x5 lbs. Ursaeans are covered with Brown, White, or Red Fur and resemble bipedal bears.

JOVIAN CREATURES

The myth is that the original Cyclops sacrificed one eye to in order to be able to see into the future. A single eye is common to all creatures of Jupiter. The Lesser Cyclopes are very similar to standard humans but possess only a single eye and are part of the “Giant” creature type. In addition to the Cycloptic Template, Beholders and Beholder Kin are very common to Jupiter as well as Air Elementals and Air Outsiders.

LESSER CYCLOPES



The Lesser Cyclopes are the most common civilized race on Jupiter. Lesser Cyclopes are 50% human and 50% Cyclops. They closely resemble humans but have a single eye, blue hair, and orange skin. They are a foot taller than ordinary humans and weigh 20% more, but have the same lifespan. Even though the Lesser Cyclops ‘giant’ blood is greatly diluted, it is unaffected by spells and psionics that target humanoids.

Creature Type: Giant

Size: Medium (Land Speed: 30ft, 5ft reach)

Weapon Proficiencies: Proficient in all “Simple” and “Martial” weapons as well as light armor and common shields (d20 Modern: Archaic Weapons and Armor Proficiency: Light)

Racial Attributes: +2 STR, -2 DEX, +2 CON, -2 INT, -2 WIS

Racial Abilities:

- Low-Light Vision (Ex)
- Electrical Resistance 5 (Ex)
- Powerful Build (Ex): The physical stature of Lesser Cyclopes lets them function in many ways as if they were one size category larger. Whenever a Lesser Cyclops is subject to a size modifier or special size modifier for an opposed check (such as during grapple checks, bull rush attempts, and trip attempts), the Lesser Cyclops is treated as one size larger if doing so is advantageous to him. A Lesser Cyclops is also considered to be one size larger when determining whether a

creature's special attacks based on size (such as improved grab or swallow whole) can affect him. A Lesser Cyclops can use weapons designed for a creature one size larger without penalty. However, his space and reach remain those of a creature of his actual size. The benefits of this racial trait stack with the effects of powers, abilities, and spells that change the subject's size category.

- **Divine Prodigy (Sp):** If the Cyclops has a CHA score of 13+, it can cast three 0-level divine spells at 50% the character's level once each per day (Spell DC is 10 plus CHA modifier). These three spells are picked at PC creation and are focused on electrical effects (Commonly: Haywire, Light, and Resistance).

Racial Skills: +4 Craft (Electronics) or Profession (Blacksmith).

Racial Penalty: Monoscopic Vision: -2 on Spot and Search checks

Initial Languages: Jovian and Common.

Bonus Languages: Giant, Goblin, Fey, Aerial, and Draconic.

D&D Favored Class: Favored Soul

ECL: +1

AEROSTATOS GIGANTES



Aerostatos Gigantes are a breed of Giant that resembled heavily wrinkled humanoids. At will they can inflate their skins to gain the ability to float on the wind. Gigantes have greenish yellow skin, little body hair, and two black beady eyes. They are not native to Jupiter but no one remembers when they migrated to that planet or their original home, Georgium Sidus.

Creature Type: Giant (As "Giants" they are unaffected by attacks that target Humanoids)

Size: Medium (Land Speed {Slow}: 20ft, Normal Reach: 5ft)

Weapon and Armor Proficiencies: Skilled in all Simple and Martial weapons (or "Archaic") and light armor and common shields (or "Proficiency: Light Armor").

Racial Attributes: No Bonuses

Racial Abilities: Low-Light Vision, Gas Bloat (Ex): The creature can rapidly inflate with lighter than air gasses. In this form, the creature gains one size level (+2 STR, -2 DEX), but reach remains unaffected. Normal "Land Speed" is reduced by half, but the floating creature also gains an equal Fly Speed at Poor Maneuverability and takes no damage from falls. Inflating is a move equivalent action but fades slowly (Remains at Large Size)

for 1d6 minutes) and the Gigantes takes double damage from fire. The creature can not gas bloat while wearing armor.

Racial Skills: +2 on Jumping, Climbing, and Tumbling

Initial Languages: Jovian and Common.

Bonus Languages: Giant, Goblin, Fey, Aerial, and Draconic.

D&D Favored Class: None

ECL: +0

CYCLOPTIC TEMPLATE



'Cycloptic' is a template that can be added to any corporeal Animals, Dragon, Fey, Giant, Humanoid, Magical Beast, Monstrous Humanoid, Outsider, Undead, or Vermin. The creature becomes a variation of the legendary Greek Cyclops.

Creature Type: Humanoid becomes Giant, Animal becomes Magical Beast. All others are unchanged.

Hit Dice: Hit Dice does not change.

Size: The creatures size increase by one size (Increase reach and weapon damage).

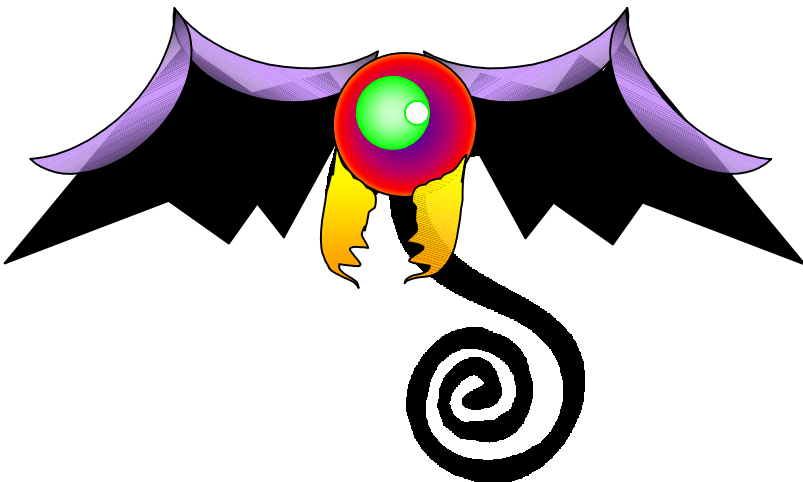
Speed: Due to the size increase the land speed (as long as it is less than 40ft) increases by +10ft, flight speeds are decreased by 10ft, but not less than 10ft. Maneuverability is decreased by one step (poor minimum).

AC: Natural armor improves by +2

Special Attacks: Confusion Gaze (Su) (30ft radius): Targets of this ability may make a Will save (DC 10 + 1/2 character level + Cha modifier) to negate the effect. On a failed save, the each affected target is confused (see DMG) for 1 round per two HD of the creature.

Special Qualities: The creature gain Scent, as a special ability. Monoscopic Vision (Ex): -2 Spot and Search checks. Electrical Resistance 10

Abilities: Str +4, Dex -2, Con +2, Int +0, Wis +2, Cha +0, note that undead and constructs do not gain a bonus to their CON. Animals INT raises by +4.



Skills: Spot and Search is reduced by a -2 penalty (Monoscopic Vision).

CR: +2

Notes: The blood of a Cyclops runs in the creature's veins. Any effect that directly targets Cyclopes also affects these creatures.

CYCLOPTIC DIRE BAT

Huge Magical beast

Hit Dice: 4d10+24 (46)

Initiative: +5

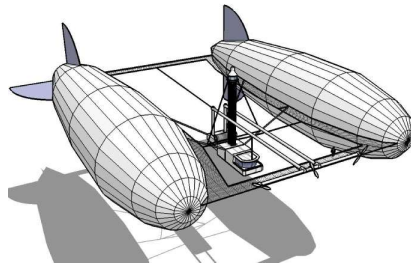
Speed: 30ft Fly 30ft (average)
AC: 20 (-2 size, +5 dex, +10 Natural armor) Attack: Bite +14 Melee
Damage: Bite 2d6 +10
Space/Reach: 20ftx20ft/10ft
Special attacks: Confusion Gaze (see above)
Special qualities: Blindsight, Scent, Electrical Resistance: 10
Saves: Fort +11, Reflex +9, Will +6
Abilities: Str 31, Dex 18, Con 23, Int 6, Wis 16, Cha 6
Skills: Listen +13, Spot +8, Move silently +9
Feats: Flyby, Hover
Climate/Terrain: Temperate or warm desert, forest, hills, plains or underground
Organization: Pack 2 to 4
Challenge rating: 4
Treasure: Standard
Advancement: 5-12 HD (Gargantuan), 13-18 (Colossal)

This vile creature looks just like a normal dire bat, apart from the huge eye that sits in its head. After tracking down its prey this beast will dive down and blast everyone with its Confusion Gaze. The bat will home in on a confused target and deliver a fatal blow to its victim's head or chest.

Author: [Ferret](#)

ADVENTURE HOOKS

1. **BEHOLDERS ARE FROM JUPITER:** The one-eye floating gas bags are attempting to conquer the Galilean Moons. It is up to the characters to organize resistance. After fighting off the initial invasion, the characters are sent down into the clouds of Jupiter to puncture the Head Honcho. They must locate a guide to help them find the Beholder's Hideout and then must fight their way through lesser servants to take on the Mastermind behind the invasion.
2. **IN A JOVIAL MOOD:** A rare fungal spore has been released into the air above the British Isles. This spore makes the victim happy yet apathetic. Was the spore released as a terrorist attack or part of an invasion plan? The Moons of Jupiter are known for their expertise in fungal warfare and are filled with suspects.
3. **THE GREAT ROCKET RACE:** A grand prix race through the Moons of Jupiter is scheduled. All the nations of the Solar System will be sending contestants to the race. National Pride is at stake and cheating and handicapping will likely occur both before and after the race. The characters may be participating in the race, hired to defend a contestant or delegation, engaged to sabotage the race, or the characters may be using the race as cover for an act of interstellar espionage. Characters driving in the race can expect a variety of obstacles, dirty tricks, sniper fire from spectators, and unsportsmanlike conduct. Winning the race may result in sponsorship deals, prize money, a lucrative job offer, and the respect and envy of your peers.



**JOVIAN CLOUD
WHALER**



SATURN

Saturn is a gas giant surrounded by heavy rings of ice and rock. Similar to Jupiter, the majority of Saturn's planetary mass is gas. It has a rocky core deep beneath its atmosphere, but as with Jupiter, the crushing pressure prevents life from flourishing. Weather patterns are also similar to Jupiter. It has enormous storm cells and weather bands moving in contrasting speeds and directions. Weather bands on Saturn are much faster than

Jupiter's and are extremely hot. Only heavily armored creatures and vessels that are also resistant to heat can survive for long in the atmosphere of Saturn. Unlike other planets the poles of Saturn are superheated storm vortices that create liquefied metal rain. Life does exist on Saturn in the form of Air and Fire elemental creatures immune to the tearing winds and boiling heat. No currently designed man made vessel is capable of atmospheric travel on Saturn, and so little of the interior of the planet is known. The few stellar cartography missions sent to Saturn have focused on the Moons of the planet and the rings of Saturn. Most biological life forms of Saturn exist within its rings and lunar satellites. Saturn is named after the titan Cronos and all its satellites are named after fellow divine titans.

RINGS OF SATURN

The rings of Saturn extend outward from the planet in the same plane as Saturn's equator. They are composed mostly of ice and rock dust and would have long since worn away if they were not joined together with monstrous webbing. The rings are home to Giant Aether Spiders that feed off the flotsam and jetsam caught in their webs. The rings are also home to many other giant space insectoid such as meteor beetles, comet locusts, lunar moths, and solar dragonflies (See d20 Future for Space Creature Template). The rings are also home to the

Hecatonchires (The Hundred Handed). The name is pure hyperbole since they actually only have four arms and only one head. Hecatonchires are an ancient race that predates the existence of every other race. Regardless of their age they lead very simple lives and have little interest in high technology. They claim that once the solar system was composed of clouds of gas and rock linked together with aether spider webbing. In this ancient era, they could walk from all about the solar system, and had a vast solar empire. As the stellar clouds condensed into planets they were forced to retreat until only Saturn's rings remained of their great empire. This race



uses vermin as food, mounts, and building materials. Most still live the hunter gatherer lifestyle of their forbearers, but some venture out into the solar system as mercenaries and sailors. Their extra set of arms and eyes make them handy in a fight and very skilled in climbing rigging and tying knots. Historically, Hecatonchires were much larger but have evolved into a small form due to fierce resource competition of the Rings.

HECATONCHIRES

Type: Monstrous Humanoid

Size: Medium (Lifespan, Height, and Weight as Elf).

Speed: 30ft land speed

Racial Attributes: +2 DEX, -2 INT

Racial Weapon Proficiency: Barbed Net and Net Gun Weapon Proficiency

Racial Abilities: Dark Vision 60ft, Secondary Arms (Ex): These are not as agile as the primary set but can supplement the activities of the upper limbs. With its secondary arms the creature can hold an object until it is needed and gains a +2 bonus to grapple checks. The secondary arms can also boost the power of a one handed weapon (treat weapon as if used two-handed). The creature can reload a weapon one step quicker (i.e. full action to standard action, standard action to move action, move action to swift action, swift action to free action). Finally the creature can wield a pair of two handed weapons with only a -2 AB penalty to each attack roll made with the pair. The secondary arms lack the individual coordination necessary to employ a shield or weapon alone.

Racial Skill Bonus: +2 Use Rope, +2 Climb, +2 Spot.

Initial Languages: Saturnian and Common

Favored D&D Class: Barbarian

Weapon	Damage	Critical	Damage Type	RI	ROF	Magazine	Size	Weight	GP Value (Purchase DC)
Barbed Net	1d3 +Entangle	—	Piercing	10 ft.*	1	—	Med.	10 lb.	25gp (6)
Net Launcher	As Net Fired	—	NA	10 ft.	1	1 Int.	Large	20 lb.	600gp (15)

Barbed Net

A Barbed Net has large fishhooks in the weave and a trailing rope to control netted opponents. You use it to scrape and entangle opponents. When you throw a net, you make a ranged touch attack against your target. A net's maximum range is 10 feet, and you suffer no range penalties to throw it even to its maximum range. If you hit, the target is entangled. An entangled creature suffers a -2 penalty on attack rolls and a -4 penalty on effective Dexterity. The entangled creature can only move at half speed and cannot charge or run. If you control the trailing rope by succeeding at an opposed Strength check while holding it, the entangled creature can only move within the limits that the rope allows. If the entangled creature attempts to cast a spell, it must succeed at a Concentration check (DC 15) or the spell fails. The entangled creature can escape with an Escape Artist check (DC 20) that requires a full-round action. The net has 5 hit points and can be burst with a Strength check (DC 25, also a full-round action). A net is only useful against creatures within one size category of you. For instance, a Small character

wielding a net can entangle Tiny, Small, and Medium creatures. A net must be folded to be thrown effectively. The first time you throw your net in a fight, you make a normal ranged touch attack roll. After the net is unfolded, you suffer a -4 penalty on attack rolls with it. It takes 2 rounds for a proficient user to fold a net and twice that long for a non-proficient one to do so.

Net Launcher

This is a bulky, compressed air rifle with a conical muzzle that throws a weighted net when fired. Slavers use net launchers, as well as big game hunters and the occasional field researcher hoping to bag a live Shadow creature. Net launchers have a much greater range than a regular thrown net. It takes 10 minutes to reset a net that was previously fired or 1 minute to set the net launcher with a prepackaged net (purchase DC 6, 2 lb. per package).

RING SPIDER

Monstrous Spider, Large	
	Large Vermin
Hit Dice:	4d8+8 (26 hp)
Initiative:	+3
Speed:	30 ft. (6 squares), climb 20 ft., space 30ft (perfect)
Armor Class:	14 (-1 size, +3 Dex, +2 natural), touch 12, flat-footed 11
Base	+3/+9
Attack/Grapple:	
Attack:	Bite +4 melee (1d8+3 plus poison)
Full Attack:	Bite +4 melee (1d8+3 plus poison)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Acidic Blood, Poison, Web
Special Qualities:	Fast Healing 5, Cold & Heat Resistance 10, Radiation Resistance (+8 Fort), Breathless, Dark Vision 120 ft., Tremorsense 60 ft., Vermin traits
Saves:	Fort +5, Ref +4, Will +1
Abilities:	Str 13, Dex 17, Con 14, Int —, Wis 10, Cha 2
Skills:	Climb +10, Hide +3*, Jump +1*, Spot +4*
Feats:	Zero G Training
Environment:	Temperate forests
Organization:	Solitary or colony (2-5)
Challenge Rating:	4

The Ring Spider infests the rings of the planets Saturn and Uranus. They are similar to normal spiders but are able to grow to enormous size in the microgravity of Saturn's Rings. These spiders are the dominate predators of Saturn and their webs bind the rings together, making the rings a greater threat to shipping.

COMBAT

All monstrous spiders are aggressive predators that use their poisonous bites to subdue or kill prey. Monstrous spiders come in two general types: hunters and web-spinners. Hunters rove about, while web-spinners usually attempt to trap prey. Hunting spiders can spin webs to use as lairs, but cannot use their webs as weapons the way web-spinners can. A hunting spider has a base land speed 10 feet faster than the figures given in the statistics blocks.

Acid Blood (Ex): The spider has acidic blood. Each time it takes damage, it deals acid damage to all adjacent creatures and objects as it splatters its blood on them. The amount of damage equals 1d6 per 3 Hit Dice of the creature (rounded down), to a maximum of 5d6 points. A successful Reflex save (DC 15) halves the damage.

Fast Healing (Ex): The extraterrestrial has fast healing 5.

Poison (Ex): A monstrous spider has a poisonous bite. The details vary by the spider's size, as shown on the table below. The save DCs are Constitution-based. The indicated damage is initial and secondary damage.

Size	Fort DC	Damage
Large	13	1d6 Str

Web (Ex): Both types of monstrous spiders often wait in their webs or in trees, then lower themselves silently on silk strands and leap onto prey passing beneath. A single strand is strong enough to support the spider and one creature of the same size. Web-spinners can throw a web eight times per day. This is similar to an attack with a net but has a maximum range of 50 feet, with a range increment of 10 feet, and is effective against targets up to one size category larger than the spider. An entangled creature can escape with a successful Escape Artist check or burst it with a Strength check. Both are standard actions whose DCs are given in the table below. The check DCs are Constitution-based, and the Strength check DC includes a +4 racial bonus.

Web-spinners often create sheets of sticky webbing from 5 to 60 feet square, depending on the size of the spider. They usually position these sheets to snare flying creatures but can also try to trap prey on the ground. Approaching creatures must succeed on a DC 20 Spot check to notice a web; otherwise they stumble into it and become trapped as though by a successful web attack. Attempts to escape or burst the webbing gain a +5 bonus if the trapped creature has something to walk on or grab while pulling free. Each 5-foot section has the hit points given on the table, and sheet webs have damage reduction 5/—.

A monstrous spider can move across its own web at its climb speed and can pinpoint the location of any creature touching its web.

Spider	Escape Artist DC	Break DC	Hit Points
Large	13	17	12

Tremorsense (Ex): A monstrous spider can detect and pinpoint any creature or object within 60 feet in contact with the ground, or within any range in contact with the spider's webs.

Skills: Monstrous spiders have a +4 racial bonus on Hide and Spot checks and a +8 racial bonus on Climb checks. A monstrous spider can always choose to take 10 on Climb checks, even if rushed or threatened.

Monstrous spiders use either their Strength or Dexterity modifier for Climb checks, whichever is higher. *Hunting spiders have a +10 racial bonus on Jump checks and a +8 racial bonus on Spot checks.

Web-spinning spiders have a +8 racial bonus on Hide and Move Silently checks when using their webs

MOONS OF SATURN

Saturn has many moons. Each moon is named after Titans in Greek Mythology. Saturn has a total of 60 moon of varying size, seven of them are large enough to support an atmosphere. All have growths of space moss and asteroid bonsais that support small ecosystems. Like the rings most moons are 90% ice and dust.

THE EIGHT LARGEST MOONS OF SATURN



Mimas is the closest to Saturn and is one tenth the size of the Moon. This ice moon was hit by a massive meteorite that nearly shattered the planet. Mimas is often called the “Death Moon” by superstitious sailors who refuse to land on it. Legend has it that **space ghouls** (space creature template applied to ghouls) infest the ice fields of Mimas.

Some claim that the interior of the moon are riddled with catacombs filled with the bones of ancient star farers. Many claim the catacombs are ruled by the **Lich Mimas** who mummifies all unwelcome trespassers. The accuracy of these myths is doubted by most authorities, since many scholars believe the carnivorous **Hawk Moth** might be the cause of most disappearances on this moon.

SATURN HAWK MOTH

	Large Vermin
Hit Dice:	4d10+4 (26 hp)
Initiative:	+3
Speed:	10 ft. (2 squares), fly 80 ft. (perfect)
Armor Class:	15 (-1 size, +3 Dex, +3 natural), touch 12, flat-footed 12
Base Attack/Grapple:	+4/+12
Attack:	Claw +7 melee (1d6+4)
Full Attack:	2 claws +7 melee (1d6+4) and bite +2 melee (1d8+2)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Green Slime Bile
Special Qualities:	Low-light vision, evasion
Saves:	Fort +5, Ref +7, Will +3
Abilities:	Str 18, Dex 17, Con 12, Int 10, Wis 14, Cha 10
Skills:	Knowledge (nature) +2, Listen +6, Sense Motive +4, Spot +15, Survival +3
Feats:	Alertness, Flyby Attack
Environment:	Temperate mountains
Organization:	Solitary, pair, or eyrie (5–12)
Challenge Rating:	4
Treasure:	None
Alignment:	Usually neutral evil
Advancement:	5–8 HD (Large); 9–12 HD (Huge)
Level Adjustment:	+2 (cohort)

A typical hawk moth stands about 5 feet tall, has a wingspan of up to smaller cousins in nearly every way except size. It weighs about varieties of giant moths can be found throughout the solar unique to Saturn's Moons. Hawk moths speak Common

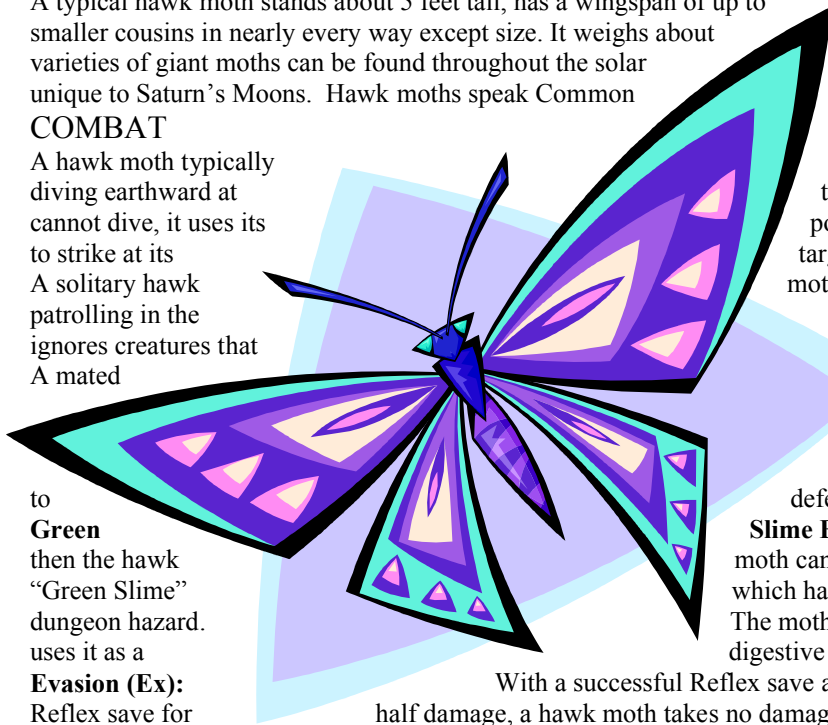
COMBAT

A hawk moth typically diving earthward at cannot dive, it uses its to strike at its
A solitary hawk patrolling in the ignores creatures that A mated

to
Green
then the hawk
"Green Slime"
dungeon hazard.
uses it as a

Evasion (Ex):
Reflex save for

Skills: Hawk moths have a +4 racial bonus on Move Silently checks.



20 feet, and resembles its 500 pounds. Different system, but Hawk Moths are and Auran.

attacks from a great height, tremendous speed. When it powerful talons and slashing beak target's head and eyes.
moth is typically hunting or vicinity of its nest and generally do not appear threatening.
pair attacks in concert, making repeated diving attacks to drive away intruders, and fights to the death defend their nest or larval hatchlings.

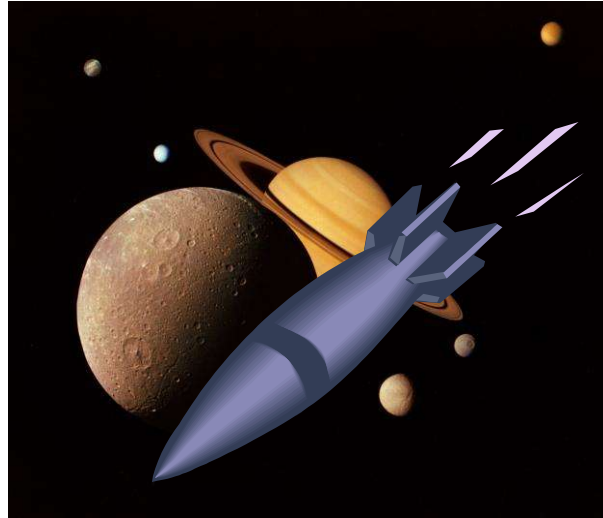
Slime Bile (Ex): If both claw attacks hit moth can spray the target with a blast of which has the same effect as the standard The moth is immune to green slime and digestive enzyme.

With a successful Reflex save against an attack that allows a half damage, a hawk moth takes no damage.

Enceladus is 15% the size of the Moon. It is often called the "Mirror Moon" because it reflects nearly all the sunlight directed at it. The moon is also volcanically active and a constant rainfall of molten lead and aluminum is constant on this planet. For those who

brave the environmental hazards, this moon is a metallurgical treasure house. The native sentient race on this moon is the **Nerra** (Fiend Folio).

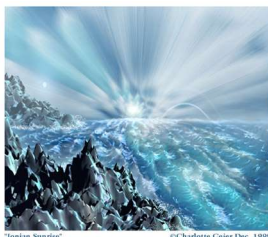
Tethys is 30% the size of the Moon. This moon is named after the Titaness Tethys who is the mother of all chief rivers known to the Greeks (Nile, Alpheus, and Maeander). She is also the patron deity of the Oceanids (descendents of her 3000 daughters) who inhabit this moon. Considered as an embodiment of the fresh waters of the world she also may be seen as a counterpart of Thalassa, the embodiment of the salty seas. Oceanids conform to the race of **Aquatic Nymphs** (30ft Swim, 20ft land, breathe underwater only, stay on land for 2 rounds per CON point).



Dione is 33% the size of the Moon. She was the mother of Aphrodite and daughter of the Titan Atlas. She is also the mother the race called the Anaeasans. This ancient people were forced from their original home when it fell to alien invaders. They were forced to wander the solar system until they found a home on this icy jewel in orbit around Saturn. Anaeasans are treated as **Half-Elves** with the modifiers given below.

1. Gains “Cold Endurance” (Ex): +4 on Fortitude save versus freezing temperatures.
2. No racial bonus on Diplomacy checks: Their transient nature prevents arctic half-elves from being as well trusted as their normal counterparts.
3. +2 racial bonus on Survival checks: Arctic half-elves spend a great deal of time traveling between elf and human settlements, and are accustomed to surviving in the wilderness.

Rhea is 45% the size of the Moon. Rhea is named after the Titaness who gave birth to all the Olympian Gods. The Titan Cronos (Saturn) attempted to devour all his children so they would not threaten him, but Rhea hid the baby Zeus from him. When Zeus grew up he slew Kronos and released all his swallowed brothers and sisters. Zeus imprisoned the titans in Tartarus and made his brother Hades their warden. Rhea is the most fertile moon of Saturn with a bountiful ocean despite its icy crust. The native intelligent species of Rhea is the Kuretes (equivalent to **Lillends** with Cold rather than Fire Resistance). Rhea is covered with ice volcanoes. Unlike lava formations, these cryogen volcanoes erupt with frozen material that spews across the surface.



Titan is the largest satellite and is 50% larger than the Moon. Titan is the only moon with unique artificial life form. These creatures correspond to the **Inevitables**. Inevitables are constructs whose sole aim is to enforce agreements and punish deceit. What is known about these creatures is that they

originated in another Solar System and were constructed by an automated factory ship on arrival to this Solar System. Scholars believe that their initial directive was to terra-form planets for their constructors, but this mission has evolved or warped over time into a creed with the goal to bring “order” to the solar system. It is the nature of these creatures that each usually works separately from the others. As a group they can not be defeated, as witnessed first hand by the recent defeat of Britannia invasion force. Many scholars believe that the Factory has designed and abandoned many versions of mechanical minions based on the life forms it encounters. **Clockwork Spiders** many be based on the Spiders initially observed in the rings of Saturn. **Automatons** may be based on the Giants native to Jovian Planets. If this is true, then Inevitables are the latest construct design based on the humanoids native to terrestrial planets.

Iapetus is the farthest from Saturn and is 40% the size of the Moon. It has a number of mysterious geological formations. An equatorial ridge runs around the moon separating the north and southern hemispheres. Additionally the moon is distinctly two tones. One side of the moon is silvery in color but the opposite side is dark reddish in color. Similar to Earth’s Moon, this moon rotates slowly and always shows the same face to Saturn. The deity Iapetus is father to both Prometheus and Atlas, and is the cause of the equatorial ridge. His children were constantly fighting with each other and set fire to half the moon during their constant warfare. To end the fighting, Iapetus raised and impassible mountain ridge between his two peoples. The introduction of airships is threatening to reignite the warfare stopped long ago. Only on Iapetus are **Lizardfolk** adapted to the frigid temperatures (they gain “Cold Endurance”; see above).



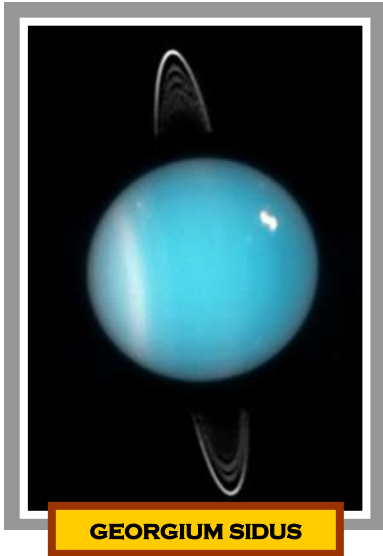
Hyperion is the largest of the irregularly shaped moons. This moon is named after the Titan god of the Sun. He is famous for his understanding of the motions of the planets, moons, and stars. Hyperion has the largest telescopic array in the known Solar System and is used by Britannia to explore the planets and solar system bodies outside the reach of the Golden Roads. The great distance from the sun allows this facility to see objects invisible to

observatories located on terrestrial planets. This facility was not built by human hands but was discovered and restored by the British Empire.

ADVENTURE HOOKS

1. **Saturn Bound:** Your adventure party is task with the exploration of Saturn. You may be exploring one of the moons for ancient artifacts or mineral resources, on a stellar cartography mission to Hyperion, escorting a merchant fleet touring the Moons of Saturn, or on a Bug Hunting Safari in the Ice Rings. Getting safely to Saturn is an adventure in itself since the ship will stop at each planet along the way to refuel, restock, and repair damage.
2. **Ice Harvest:** A revolutionary breakthrough is found at Saturn frozen in the ice (possibly by the adventure party). This discovery can be xenobiological,

- technological, religious, anthropological, archeological, anachronistic, or all of the above. Bringing this frozen block safely and secretly back to Earth for intensive study will be an arduous and dangerous journey. Even the fastest rocket ship will need to stop at each planet along the way to gather food and fuel. Spies and pirates will have plenty of time to set traps for the player character's convoy that will require both guile and aggression to overcome. The nature of the discovery will determine how it is viewed at home and the controversy it creates.
3. **Golden Frontier:** Humans rarely venture beyond Jupiter since the Golden Roads used to travel rapidly from planet to planet become unstable the farther you travel from the Sun. Scientists are always experimenting with new technologies for advancing this limit. Your team may be charged with crewing, defending, or recovering a new prototype launched towards Saturn. Mischance may lead to a crash landing in hostile territory with only the skills and talents of the PC group to defend the ship and survive in an alien environment while restoring flight systems.
 4. **Rings of Death:** The PC crew is forced to circumnavigate the Rings of Saturn. They may be part of a mapping expedition, looking for criminals, searching for treasure, or part of a rescue mission. Flying through the rings is extremely dangerous to the infestation of Ring Spiders. The ships of many Solar Empires are hopelessly entrapped within their dusty webs. When the heroes exit their ship they will be forced to scale over the jumbled blocks of ice and hack their way through ancient cobwebs in zero gravity. They will likely encounter a host of aether insects (entomomorphs) and may lose their way in this sticky labyrinth. The maze may befuddle map makers, fugitives may circle round the characters and attempt to steal their ship, or an ancient ruin has become the main hive for a colony of extraterrestrial space wasps, and victims already converted into undead.
 5. **Contract Killer:** The characters have broken a shipping contract with their client. They may have crashed due to an aether storm, had their cargo stolen by dock thieves, or had their ship sabotaged by competitors. For breaking their contract, the heroes have gained the attention of Titan. If the Inevitable assigned their case is destroyed a more powerful construct will be assigned until the characters fulfill their contractual obligations, are released from the contract, or are killed.
 6. **The Milky Way Run:** The characters are passengers on the Atlas Star Liner that ferries the rich and poor alike in an annual loop between Mercury and Saturn. The Atlas claims to be the grandest aethership in the Solar System, but it is certainly the largest. It has every gratification for the wealthy but minimal care is given to the "steerage" (poorer passengers) and ship's crew. The casinos, zero-g gardens, spas, dance clubs, theaters, and artworks contained within the ship are famous through the solar system. The ship also ferries humble emigrants and contract laborers to their new extraterrestrial colonies, lunar factories, and asteroid mines. The Atlas itself is composed of linked ship hulls, hollowed out metallic asteroids, and vast steel tube habitat wheels all propelled by a set of massive hydrogen thrusters and an Alchembec Crucible used to enter the "Golden Roads". The PC group can be passengers, ship crew, or stowaways. The adventure aboard may be a murder mystery, a cloak and dagger thriller, a fugitive chase, a clash with pirates, a factional mutiny, or a battle for survival when the ship begins to flounder. PC's may become heroes of the hour or be judged criminally incompetent based on their actions dealing with the crises that emerge during the journey.



GEORGIUM SIDUS (URANUS)

Uranus (called Georgium Sidus by stuffy Britannia) is the seventh planet from the Sun and the third-largest and fourth-most massive planet in the solar system. Georgium Sidus is unlike all other planets of the solar system in nearly every way. It was named by its discoverer (William Herschel) a British astronomer after King George III. Later other Non-British scholars styled the planet Uranus the father of Cronos (Saturn) and Grandfather of Zeus (Jupiter) but on Britannia's star charts it remains Georgium Sidus. Unlike any other planet the axial tilt of the planet is parallel to its orbital plane. This means that each pole is exposed to the full force of the Sun once each year. The shear distance to the

Sun means that this planet is darker and colder than those nearer the Sun and is the coldest planet in the Solar System due to its low core temperature. Like Saturn, Georgium Sidus has an equatorial ring of ice and rock. Georgium Sidus has a huge population of "fey" creatures for reasons not understood by modern scholars. These fey are ideally suited to the frozen winds of the planet. It also has 27 large moons named after their individual faerie rulers. Generally the planet is a jewel like blue and spotted covered with bands of puffy white clouds which make it look friendly and inviting despite its frigid temperatures. No official space mission from Earth has been sent to Georgium Sidus due to the fact that the Golden Roads become impossible to travel safely beyond Jupiter.

TOPSY-TURVY PLANET

Uranus' axis of rotation lies on its side with respect to the plane of the solar system, with an axial tilt of 98 degrees. This makes its exchange of seasons completely unlike those of the other major planets. Other planets can be visualized to rotate like tilted spinning tops relative to the plane of the solar system, while Uranus rotates more like a tilted rolling ball. Near the time of Uranian solstices, one pole faces the Sun continually while the other pole faces away. Only a narrow strip around the equator experiences a rapid day-night cycle, but with the Sun very low over the horizon as in the Earth's Polar Regions. At the other side of Uranus' orbit the orientation of the poles towards the Sun is reversed. Each pole gets around 42 years of continuous sunlight, followed by 42 years of darkness. The local inhabitants either adapt to nocturnal living or spend extensive time in deep hibernation.



CORKSCREW MAGNETIC FIELD

The extreme axial tilt combined with the fact that the planet's magnetic field does not emerge from the planet's core means that no Earthly compass or system of navigation will function properly on Georgium Sidus. Even creatures that are never lost will lose all

sense of direction on this planet. These magnetic fields buffet ships entering orbit and make electronic devices unreliable (50% chance of failure on each use).

THE GREAT PLANETARY CLOCK

Due to the rings and the 98* axial tilt of Georgium Sidus, the planet combined with its rings resembles a clock face. The moons of the planet race around like watch hands. Some scholars have theorized that some divine power or ancient civilization intentionally altered the properties of this planet to act as a timer. Theories abound about the purpose of this immense clock. So believe it counts down to the return of ancient alien power or the destruction of our Solar System. Others believe it is an ancient calendar that marks by lunar conjunction the arrival of comets, solar flares, meteor storms, and other stellar phenomenon. Some believe that the **solar titans** (Standard D&D titans modified by Space Creature Template) were imprisoned by Jupiter within the planet for crimes against the Gods and will be released as at rare lunar conjunction when the walls of their prison periodically open.

ICE PYRAMIDS

Some ice blocks floating in the heavens of “Georgium Sidus” are carved into temples to the gods Ouranos and Gaea. These temples are often homes to winged celestial creatures and angels. The temples are shaped like inverted pyramids or ziggurats supported by a massive Celestial Blue Icarus Tree sprouting from the base of the pyramid. The peak of the pyramid is often burns with a blue flame which symbolizes the divine power of the temple and can be channeled to defend the pyramid from attack. These pyramids are very similar to the designs used by the Numidean Theocracy and can be subverted into interplanetary portals.



PEOPLES OF THE SKY

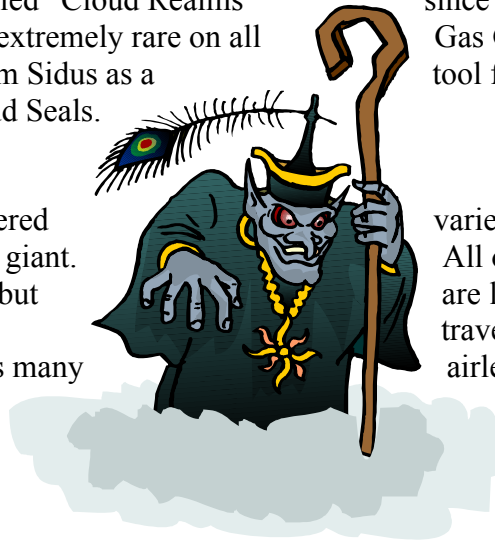


Uranus fathered many children with his consort Gaea. The Divine Titans (6 males and 6 females), the Hundred Handed, and the Cyclopes are all his children. When his son Cronos castrated him, from his blood which spilled onto the Earth came forth the Gigantes (giants), the three avenging Furies (medusa variants), Meliae (ash-tree nymphs) and the Telchines. From Cronos’s genitals thrown

into the sea came forth Aphrodite (Venus). Many corporeal creatures live on the massive floating icebergs lifted by Icarus Trees frozen within like Popsicle sticks. These floating ice blocks of ice are often called “Cloud Realms” since they are habitually surrounded by fog. Metal is extremely rare on all Gas Giants but is especially prized on Georgium Sidus as a tool for carving ice and hunting Air Whales and Cloud Seals.

ASTRO GIGANTES

The most frequently encountered in Georgium Sidus is a space giant. on or around Georium Sidus but cloud realms, Astro Gigantes Georgium Sidus as well as its many believe they are natural attempt to dominate other local fiefdoms. Space on archaic bows and swords.



Gas Giants but is tool for carving ice and

variety of gigantes (giant) All other giant races exist are limited to their own travel along the rings of airless moons. They leaders and races and establish Giants often rely

ASTRO GIGANTES (SPACE GIANT)

	Huge Giant
Hit Dice:	19d8+133 (218 hp)
Initiative:	+2
Speed:	35ft (7 squares), Burrowing 10ft (soft earth), Space Flight 30ft (perfect) in breastplate; base speed 50ft, Burrow 25ft, Space Flight 30ft.
Armor Class:	27 (-2 size, +2 Dex, +12 natural, +5 breastplate) touch 10, flat-footed 25
Base Attack/Grapple:	+14/+36
Attack:	Greatsword +26 melee (4d6+21/19–20) or slam +26 melee (1d6+14) or composite longbow (+14 Str bonus) +14 ranged (3d6+14/x3)
Full Attack:	Greatsword +26/+21/+16 melee (4d6+21/19–20) or 2 slams +26 melee (1d6+14) or composite longbow (+14 Str bonus) +14/+9/+4 ranged (3d6+14/x3)
Space/Reach:	15 ft./15 ft.
Special Attacks:	Spell-like abilities
Special Qualities:	Freedom of movement, immunity to electricity, dark vision 120ft, low-light vision, rock catching, breathless, Fire & Cold Resistant 20,
Saves:	Fort +17, Ref +8, Will +13
Abilities:	Str 37, Dex 14, Con 25, Int 16, Wis 20, Cha 15
Skills:	Climb +19, Concentration +27, Craft (any one) +13, Diplomacy +4, Intimidate +12, Jump +23, Listen +15, Perform (sing) +12, Sense Motive +15, Spot +25, Swim +9*
Feats:	Awesome Blow, Cleave, Combat Reflexes, Improved Bull Rush, Improved Sunder, Iron Will, Power Attack, Zero-G Training
Environment:	Warm mountains
Organization:	Solitary or family (2–4 plus 35% noncombatants plus 1 sorcerer or cleric of 7th–10th level plus 1–2 space krakens, 2–5 stellar griffons, or 2–8 lagrange sharks)
Challenge Rating:	14
Treasure:	Standard coins; double goods; standard items
Alignment:	Often chaotic good
Advancement:	By character class
Level Adjustment:	—

Space giants have maroon black to midnight blue skin. Space giants have bright gold and platinum hair with silvery gray or golden eyes. Adults are about 21 feet tall and weigh about 12,000 pounds. Space giants can live to be 600 years old. Space giants' garb is usually a short, loose tunic belted at the waist, sandals or bare feet, and a headband. They wear a few pieces of simple but finely crafted jewelry, anklets (favored by barefoot giants), rings, or circlets being most common. They live quiet, reflective lives and spend their time musing about the world, composing and playing music, and tilling their land or gathering food.

COMBAT

Space giants use weapons and spell-like abilities instead of throwing rocks. Their composite longbows have a range increment of 180 feet but have 20 RI in zero gravity.

Spell-Like Abilities: 1/day—*call lightning* (DC 15), *chain lightning* (DC 18). Caster level 15th. 2/day—*control weather*, *levitate*. Caster level 20th. The save DCs are Charisma-based.

Freedom of Movement (Su): Space giants have a continuous freedom of movement ability as the spell (caster level 20th). The effect can be dispelled, but the storm giant can create it again on its next turn as a free action.

Breathless (Ex): Space giants have no need to breathe since they produce their own oxygen internally.

Fire and Cold Resistance (Ex): Space giants have 20 points of resistance to fire and cold damage.

SPACE GIANT CHARACTERS

About 20% of adult space giants are sorcerers or clerics. A space giant cleric has access to two of the following domains: Chaos, Good, Protection, or War.

FURIES

In mythology the Furies were devoted to taking vengeance on those that wronged others or offended the Gods. The Furies are three different extraterrestrial variations of the **medusa** breed including Alecto ("Unceasing"), Megaera ("Grudging"), and Tisiphone ("Avenging Murder"). Furies often work as mercenaries, assassins, and enforcers and can be found anywhere in the solar system. The adjustments below are made to the common medusa (MM1) to change them into the more exotic Furies.

- **ALECTO:** The Alecto medusa gains Swim Speed: 30ft instead of land speed, breathe underwater, +3 AC natural armor, Fast Healing 5, and +1 CR. This type of Fury is most common to aquatic environments.
- **MEGAERA:** The Megaera medusa gains Burrow Speed: 15ft in addition to land speed, DR 5/-, Scent ability, Blindsight (60ft, sonic), Acidic Blood (Ex): The extraterrestrial has acidic blood. Each time it takes damage, it deals acid damage to all adjacent creatures and objects as it splatters its blood on them. The amount of damage equals 1d6 per 3 Hit Dice of the creature (rounded down), to a maximum of 5d6 points. A successful Reflex save (DC 15) halves the damage. Light Sensitivity (-1 attack roll in bright light), and +2 CR. This type of Fury is common to asteroids, rocky moons, and terrestrial planets.
- **TISIPHONE:** Gains Space Flight: 30ft (perfect) in addition to land speed, Fire and Cold Resistance 10, Dark Vision 120ft, Radiation Resistance (Ex): +8 on saves, Breathless, -2 STR, +2 CON, Zero-G Training, and +1 CR. This type of Fury is almost always found in outer space.

ASH TREE NYMPHS

These creatures are not nymphs at all but are a variety of extraterrestrial **dryad** which has bonded with a frost resistant variety of Icarus Tree floating in the upper atmosphere of Georgium Sidus.

ASH TREE NYMPH

	Medium Fey
Hit Dice:	4d6 (14 hp)
Initiative:	+4
Speed:	Fly 60ft (Poor), Has no legs.
Armor Class:	17 (+4 Dex, +3 natural), touch 14, flat-footed 13
Base Attack/Grapple:	+2/+2
Attack:	Dagger +6 melee (1d4/19–20) or masterwork longbow +7 ranged (1d8/x3)
Full Attack:	Dagger +6 melee (1d4/19–20) or masterwork longbow +7 ranged (1d8/x3)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Spell-like abilities
Special Qualities:	Damage reduction 5/cold iron, tree dependent, wild empathy
Saves:	Fort +3, Ref +8, Will +6
Abilities:	Str 10, Dex 19, Con 11, Int 14, Wis 15, Cha 18
Skills:	Escape Artist +11, Handle Animal +11, Hide +11, Knowledge (nature) +11, Listen +9, Move Silently +11, Ride +6, Spot +9, Survival +9, Use Rope +4 (+6 with bindings)
Feats:	Great Fortitude, Weapon Finesse
Environment:	Temperate forests
Organization:	Solitary or grove (4–7)
Challenge Rating:	3
Treasure:	Standard
Alignment:	Usually chaotic good
Advancement:	By character class

Level Adjustment: —

An ash tree nymph's delicate feminine features, though her flesh is like silvery fine wood, and her hair is like a canopy light blue leaves. She is humanoid but her legs are replaced with long tapering vines that link her to her tree (900ft long). The fey can fly without any apparent wings. During the 42 year long winter the nymph is withered like an old woman, but during the summer it appears young. The bond it has with its tree allows it too survive on minimal food and water. Ash Tree Nymphs speak Common, Elven, and Sylvan.

COMBAT

Shy, intelligent, and resolute, dryads are as elusive as they are alluring—they avoid physical combat and are rarely seen unless they wish to be. If threatened, or in need of an ally, a dryad uses *charm person* or *suggestion*, attempting to gain control of the attacker(s) who could help the most against the rest. Any attack on her tree, however, provokes the dryad into a frenzied defense.

Spell-Like Abilities: At will—*entangle* (DC 13), *speak with plants, tree shape*; 3/day—*charm person* (DC 13), *deep slumber* (DC 15), *tree stride*; 1/day—*suggestion* (DC 15). Caster level 6th. The save DCs are Wisdom-based.

Tree Dependent (Su): Each dryad is mystically bound to a single, enormous Icarus Tree native to Georgium Sidus and must never stray more than 300 yards from it. Any who do become ill and die within 4d6 hours. A dryad's oak does not radiate magic.

Wild Empathy (Ex): This power works like the druid's wild empathy class feature, except that the dryad has a +6 racial bonus on the check.

Sonic Shriek (Su): Once every 1d4 rounds, the extraterrestrial dryad's scream affects a 30-foot cone. The dryad's sonic weapon deals 4d6 sonic damage (1d6 per HD) to all opponents within the cone shaped effect. Targets that make successful 12 DC Reflex saves take half damage (DC 10 + 1/2 creature's HD + creature's Con modifier).

Cold Resistance (Ex): The extraterrestrial dryad gains cold resistance 10.

TELCHINES

The Telchines are a common minor fey creature of Georgium Sidus. They have gray skin with golden multifaceted eyes, and have a natural talent with magic. Blue antennae replace a nose and only a thin slit for a mouth. Telchines tend to wear heavy furs with

large hoods. They thrive in the frozen branches of native Icarus Trees but the most powerful create Cloud Castles that function as both home and seat of power. Telchines have no elaborate government since most do as they wish unless prevented by someone with greater magical power. The Telchines worship the God Uranus and his consort Gaea. They are fierce foes of giants and are infused with birth magic that gives them the ability to reshape ice.

SIZE: Small Fey

SPEED: 20ft, Burrow 10ft (Ice only)

RACIAL PROFICIENCIES: Simple and Martial (or Archaic)

RACIAL ATTRIBUTES: -2 STR, +2 DEX, +2 WIS, -4 CHA

RACIAL ABILITIES:

- **+1 Racial Attack Bonus against Giants**
- **Resist Cold (Ex):** The creature can resist 5 points of cold damage.
- **Create Ice (Sp):** Once per day, the Telchines can conjure one cubic foot of ice per HD in any shape he or she desires. A craft check is required to create a specific object. Ice has zero hardness and 3 Hit Points per inch of thickness.
- **Ray of Frost (Sp):** Cast “Ray of Frost” twice per day at HD CL (INT based).



RACIAL SKILLS: **Iccunning** (Ex): Telchines can apply a +2 bonus to Search checks to spot traps and abnormalities in structures and natural features made of ice or stone. The fey can automatically make a Search check if she comes within 10ft of unusual features and never loses her direction underground. +2 on all Balance checks, +2 on all Climb checks.

INITIAL LANGUAGES: Uranian and Common

FAVORED D&D CLASS: War Mage

Level Adjustment: +0

MOONS OF GEORGIUM SIDUS



The five largest moons of Georgium Sidus are ruled by five different fey monarchies. The two largest monarchies are the Seelie Court ruled by Titania and the Unseelie Court ruled by Oberon. Ariel is home the Masque Bands that rebelled from feudal rule of other

fey. Umbriel is both the ruler and dark planet of the Slyph. Tiny Miranda is the Duchy of the Petals and other tiny fey.

TITANIA

Titania is the largest moon and home of the Seelie Court. The Seelie Court is both a philosophical movement and monarchy. It is the firm belief of the Seelie Court that blood purity is vital to magical power and longevity of their race. The Seelie Court stresses purity in their members and politics. Titania is ruler of the moon and is extremely xenophobic. Intruders in her domain will be attacked and chased out.



OBERON

Oberon is the second largest moon of Georgium Sidus. Oberon, the ruler of the Unseelie Court, encourages diversity and transformation. He often plays tricks on others and is extremely fond of games. The ruler can be a great friend to

those who please him and a deadly foe to those that offend him. The Unseelie Court includes many Half-Fey among its members.

UMBRIEL

Umbriel is coated in a layer of ash and smoke. Unlike all the other fey moons, Umbriel has greedily embraced the Industrialization Revolution. Umbriel is a sylph who rules his fellows with a steel fist. His “Iron Court” attempts to ride the wave of scientific innovation started by Britannia’s push into the Aethersphere into greater power for his court. Umbriel will attempt to purchase any



“scientific” devices brought within his reach with his “faerie gold”. If this approach fails, he will “nationalize” (steal) any object that is deny him. Umbriel’s Iron Court is populated by fey that are unaffected by “cold iron” such as gremlins, cobbler goblins, toadstools, and sprocket gnomes (Iron Kissed). The Sylph is the indigenous race of Umbriel and is very skilled in metal working.

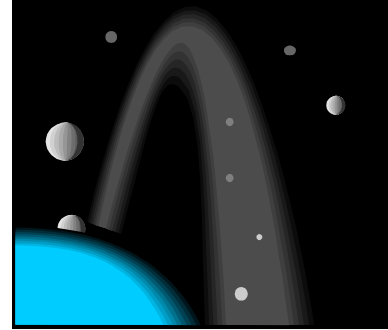


SYLPH

Sylphs are considered “Iron Kissed” fey because not only are they unaffected by cold iron; they have a fondness for working with metal. The Sylph is a natural locksmith. It is highly skilled at creating complex mechanical locks (including combination locks, time locks, and safes) as well as opening them as well. The Sylph is extremely thin and has tiny vestigial wings that are useless for flight. The skin and hair of the Sylph is chalk white and they have a fondness for black

clothing. Its eye color changes with its mood: red when angry, blue when sad, green when jealous, and yellow when frightened. Otherwise it is normally pale violet.

Sylph love riddles, puzzles, and similar mental challenges and often create puzzle locks rather than conventional key locks. Their tiny bodies and thin limbs allow them to pick human sized locks barehanded. Sylph hand weapons often multifunction as masterwork locksmith tools.



SIZE: Tiny Fey (0ft reach, must enter an opponents square to attack with most melee weapons which provokes an attack of opportunity).

SPEED: 20ft

RACIAL ATTRIBUTES: -4 STR, -2 CON, +2 INT

RACIAL ABILITIES:

- Low Light Vision (Ex): double normal human range in twilight
- Rusting Grasp (Sp); Cast the rusting grasp spell once per day at HD CL (CHA based). Only a sylph with a CHA score of 14 or higher can use this spell.
- Magnetic Aim (Su) Any metallic tipped weapon used by the character gains a +1 attack bonus and against Metallic targets (i.e. iron golems, plate armor, etc.)
- Internal Compass (Su) The creature can detect strong magnetic fields and always knows what direction is north.
- +1 attack bonus and +4 AC Dodge bonus against “Constructs”.
- Forge Charmed Lock (Su): The sylph is extremely skilled in creating mechanical locks. She can also instill within any lock she designs a mystical bonus that makes the lock more difficult to sunder, pick, and burst. Creating mystic locks is similar to providing a magical bonus to armor. The bonus instilled into the lock is added to the lock’s AC, hardness, and as a modifier to the lock’s normal Lock Picking DC and Burst Check. The total bonus added to a lock can not exceed a +5 but up to a +10 bonus can be added in the form of Energy Resistance, Blinding (flashes when picked twice), Glamerd (lock is disguised as a knot, ribbon, or string), Invulnerability, Reflecting (one spell attack per day), Shadowed (hard to find lock), Spell Resistance, and other purely defensive magic armor special abilities of a similar nature. The lock must be of masterwork quality but can be composed of any type of metal. Enchanting the lock has the same component and experience point cost as enchanting a suit of armor.

RACIAL SKILLS: +2 bonus on Disable Device, Pick Locks, and Craft (Lock) checks.

RACIAL WEAPON PROFICIENCIES: Simple and Martial (or Archaic) Weapons.

INITIAL LANGUAGES: Common and Sylvan

FAVORED D&D CLASS: Rogue

LEVEL ADJUSTMENT: +0

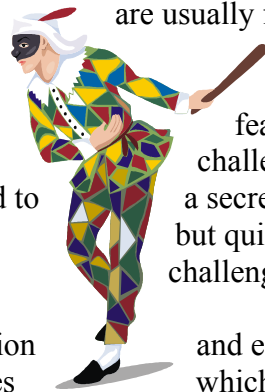


ARIEL

Ariel was once enslaved by a powerful fiend but they were able to gain their freedom and drive out their demonic suppressors. The fey of Ariel love parties, music, and dancing. They love to play tricks and prize freedom above all else.

The Masque Bands are named after the practice of the inhabitants

of Ariel to always wear masks at all times. Any visitor to the planet will also be required to wear a mask since they consider a bare face an act of rudeness. The quality of your mask is an indication of your rank within the community. Anyone can challenge you to a duel for your mask. These duels are usually fought to first blood or until one side yields. The ruler of the his or her mask (The Ariel Mask) Masque Bands is identified by and is not a specific individual. The ruler of Ariel must be a fearsome individual because his or her leadership is under constant challenge and he must often fight to retain the Ariel Mask. This has led to a secretive ruler who appears spontaneously to make a judgment but quickly disappears before political rivals can locate him or her to challenge the Ariel to mortal combat.



The Masque Bands delight in illusion and espionage which is foundational to the offensive and defensive abilities which secure their freedom. The small moon of Caliban was also once enslaved but has become Ariel's chief rival and a constant state of low level warfare exists between the two moons. Caliban is populated by pig faced orcs, half-orcs, and hags.

MIRANDA

Miranda is a tiny moon of open tundra and arctic blossoms. This moon is home to various "Tiny" and even smaller breeds of fey. Oversized intruders are unwelcome on this moon and will find themselves under a constant barrage of tiny arrows and magic. The Blue Myte is a species of fey unique to the moon of Miranda.



BLUE MYTE

The Blue Myte is difficult to see with the unaided eye and is often mistaken for an insect at a distance. Blue Mytes are individually very weak but combined in swarms to accomplish great deeds and fight enemies.

The swarm is extremely skilled at hiding in plain sight since each of its component mytes is so miniscule (FINE creatures).

	Large Fey (Swarm)
Hit Dice:	8d8+15 (55hp avg)
Initiative:	+5
Speed:	20ft, Flight 40ft (perfect)
Armor Class:	18 (+5 Dex, +4 Insight, -1 Size)
Base Attack/Grapple:	+4 (Can't Grapple)
Attack:	Swarm (2d6 slashing + Freeze Muscles)
Full Attack:	Swarm (2d6 slashing + Freeze Muscles)
Space/Reach:	10ft x 10ft/ 0ft reach
Special Attacks:	Freeze Muscles (Su), Flame Strike (Sp): 1/day, Death Frost (Su)
Special Qualities:	Swarm Traits (Ex); Low-light Vision (Ex); Immunities (Ex): Immune to Cold, Critical Hits, Weapons, Single Target Spells, Energy Drain, Mind Affecting Effects, Petrification, Polymorph, Sleep, Paralysis, and Stunning
Saves:	+5 Fort, +11 Reflex, +9 Will

Abilities:	As a swarm: 10 STR, 20 DEX, 16 CON, 10 INT, 16 WIS, 14 CHA
Skills:	Hide +25, Move Silently +9, Spot +8, Listen +8
Feats:	Alertness
Environment:	Frozen moon of Miranda
Organization:	Single swarm or 1d6 swarm clouds
Challenge Rating:	8
Treasure:	Standard
Alignment:	Usually Chaotic Neutral
Advancement:	9 to 15 (Huge Swarm)
Level Adj.:	NA

COMBAT

The blue myte swarm often ambushes targets by hiding until its victims are within easy reach. The razor wings of the swarm inflict slashing damage on all targets within the swarm at the end of a round and may freeze muscles inflicting 1d3 STR damage.

Freeze Muscles (Su): Any creature damaged by the swarm attack must make a Fortitude Save (DC = 10 +50%HD +CON modifier of the swarm) or suffer 1d3 STR damage.

Flame Strike (Su): The blue myte swarm can cast “Flame Strike” with a caster level equal to its HD total. (Wisdom Based spell DC). Flame Strike can only be used once per day and creates a tower of blue flame.

Death Frost (Su): When a swarm is reduced to zero it explodes in a freezing cloud of dust which inflicts Cold and Piercing damage is equal to 1d6 per Hit Dice of the swarm, to a maximum of 15d6 points to all targets within 5ft of the swarm.

SWARM TRAITS

In order to attack, a single swarm moves into opponents’ spaces, which provokes an attack of opportunity. It can occupy the same space as a creature of any size, since it crawls all over its prey, but remains a creature with a 10-foot space. Swarms never make attacks of opportunity, but they can provoke attacks of opportunity. Unlike other creatures with a 10-foot space, a swarm is shapeable. It can occupy any four contiguous squares, and it can squeeze through any space large enough to contain one of its component creatures.

Always Hit (Ex): Swarms always successfully hit any target within the swarm at the end of the swarm’s movement phase.

Swarm Immunities (Ex): Swarms can’t be bull rushed, grappled, flanked, or tripped. Swarms composed of “Fine” creatures are immune to critical hits, single target spells, and conventional weapons.

Distraction (Ex): Any living creature that begins its turn with a swarm in its space must succeed on a DC 11 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

Vulnerabilities of Swarms

A lit torch swung as an improvised weapon deals 1d3 points of fire damage per hit.

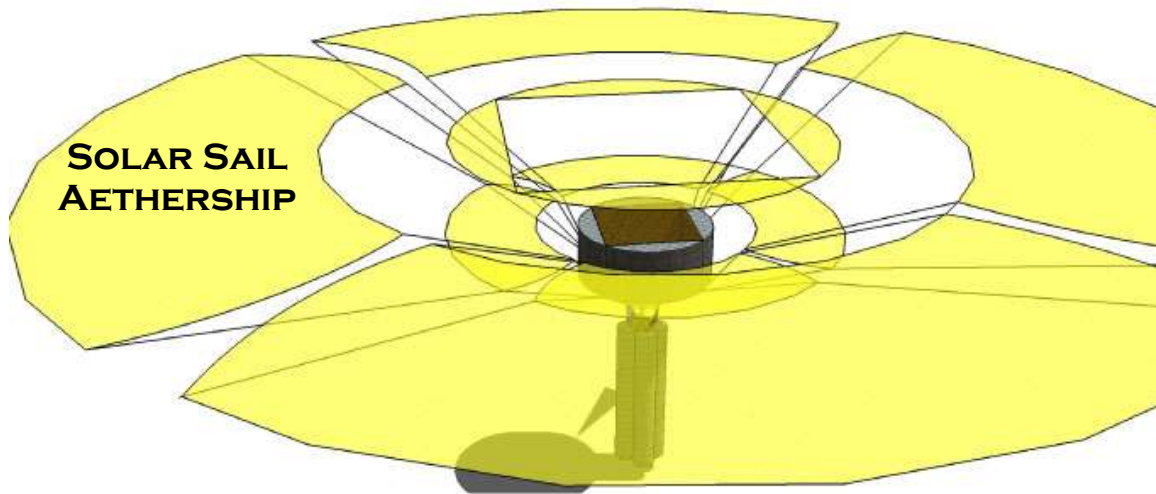
A weapon that inflicts energy damage (or area effect damage such as an explosive grenade or sand blaster) deals its full damage with each hit, even if the weapon’s normal damage can’t affect the swarm.

A lit lantern can be used as a thrown weapon, dealing 1d4 points of fire damage to all creatures in squares adjacent to where it breaks.

Area effect spells inflict 150% damage, but immune to single target spells.

ADVENTURE HOOKS

1. **Pi in the Sky:** A skilled Numibian Mathematician has found a way to create a one-dimensional gateway between worlds through the Anzac Pyramid of Southern Congo. This gate currently links Earth with a Gas Planet of undetermined origin (Georgium Sidus). The characters are hired to enter this gateway and locate its position in the solar system. This will be a one way journey unless on arrival the characters can gather enough astronomical data and secure a local ice pyramid for the return journey to Earth.
2. **Dream Worlds:** The adventuring party gets involved in the internecine warfare between the Seelie and Unseelie Courts. Both sides may attempt to use the characters as cat's-paws but both sides view humanoids as cannon fodder.
3. **Hidden Opportunity:** Entrepreneurs are always looking for new opportunities. A Parisian Business Magnate wishes the characters to secure trade relations with the Masque Bands of Georgium Sidus for the exchange of exotic minerals in exchange for high quality masks. The characters will travel to the planet by the best currently available means and attempt to open negotiations with the citizens of Ariel. Finding the ruler of the planet to sign a trading contract looks to be extremely difficult since it appears that he is currently in hiding.
4. **Bottled Faeries:** Someone is kidnapping faeries from Miranda and using them in some sort of scientific experiment. As strangers, the PC can be suspected of the crime or they can be approached to help solve the disappearances. It seems that some human mad scientist has found a way to use imprisoned faeries to power his devices. The characters must hunt down the culprit and overcome his laboratory defenses to arrest him and release his fey captives. Instead of a mad scientist, the culprit could be a demon or devil, an evil fey, or a ruthless xenobiological survey mission sponsored by Britannia, Manteca, Numibia or some other Earth Empire.





NEPTUNE

Neptune is a watery planet composed of a boundless ocean. The planet has no land mass larger than small atolls (coral reefs that break above the surface of the water) scattered across the planets surface. The extreme distance of the sun would ordinarily freeze all the water on Neptune but the extreme heat of the core of the planet keeps the water from freezing. Above the waves of Neptune, the wind blows fiercely and keeps the water of the planet in ceaseless storm conditions. No creature can survive long above the surface in the endless storms of Neptune. Below the waves, Neptune provides a wide variety of aquatic habitats. The sun has little impact on water temperature. Instead volcanic vents keep some ocean currents at tropical temperatures. Other currents are near freezing. The water near the ocean's floor is so heavily compressed by deep sea pressure that it forms a solid. This solid is called deep sea ice even though it is not formed by freezing. Neptune is mineral poor; all weapons and armor are formed by coral, bone, shell, pearl, and other organic materials. The gods of Neptune are Poseidon and Amphitrite. The moons of Neptune are named after other Roman aquatic gods.

SEAS OF NEPTUNE

The world sea of Neptune is not the anemic oceans of Earth. The surface is in a constant roil due to the hurricane force winds of the upper atmosphere. This global ocean is made of more than just water; ribbons ammonia, mercury, and carbonic acid flow through Neptune like blood vessels. Tidal currents range from boiling hot to super chilled. Life forms native to Neptune are extremely diverse. Some are capable of living in extremely acidic environments. Some thrive in boiling temperatures. Others have anti-freeze in their veins. The dimness of the sun has no effect on the life forms of Neptune since many varieties of flora, bacteria, and fauna provide intense bioluminescence. The most common sentient humanoid is the Neptunian. Neptunians are water breathers and have



only recently discovered the universe beyond their watery realm. Neptunians often wear armored suits that provide the wearer with oxygenated water as well as protection. Neptunians are often employ spear guns that work equally well above and below the waves.

NEPTUNIANS

Neptunians are aquatic monstrous humanoids that must be continually immersed in water to survive for long. They are extremely resilient and dexterous but are mentally and physically limited. Neptunians are strict carnivores, have pointed teeth, com-pound eyes, and fuchsia striped skins. They can deliver a shock with a touch once per day.

SIZE: Medium Humanoid (Aquatic)

SPEED: 20ft, Swim: 30ft (Survive out of water for 1 round per CON point).

RACIAL ATTRIBUTES: -2 STR, +2 DEX, +2 CON, -2 WIS, -2 CHA

RACIAL PROFICENCES: Simple Weapons, Light Armor, and Shields

RACIAL ABILITIES:

- **Dark Vision** (Ex): 60ft
- **Shocking Touch** (Ex): As a standard action available once per day, the Neptunian can inflict 1d6 electrical damage per 2 HD as a “touch attack”.
- **Resist Acid 5**; Neptunians are acid resistant due to the corrosive ocean of their home planet. Neptunians negate the first five points of acid damage.
- **Cartilage Bones** (Ex): Neptunian gains a +2 bonus on Tumbling, Escape Artist, and Sleight of Hand checks due to their flexible bones.

RACIAL SKILLS: +8 on any Swim check due to SWIM SPEED.

INITIAL LANGUAGES: Neptunian and Common

FAVORED D&D CLASS: Ranger

LEVEL ADJUSTMENT: +0

MOONS OF NEPTUNE

The 13 moons of Neptune are unique in the solar system since most of them were created by an ancient lunar collision.

Nereid was once a larger moon but after Triton collided with it the moon was smashed into fragments. It is likely that Neptune's inner satellites are not the original moons but formed from the accreted rubble from the havoc that was wreaked after Triton's capture. Triton's original captured orbit would have been

highly eccentric, and caused chaotic perturbations in the orbits of the original inner Neptunian satellites, causing them to collide and become reduced to a rubble disc. Only after Triton's orbit became circular did some of the rubble disc re-accrete into the present-day satellites. Like marbles colliding with each other, the impact of Triton send the original moon flying in new and unexpected directions. The five moon of most significance are Triton (the only spheroid moon), Nereid, Halimede, Proteus, and Galatea.

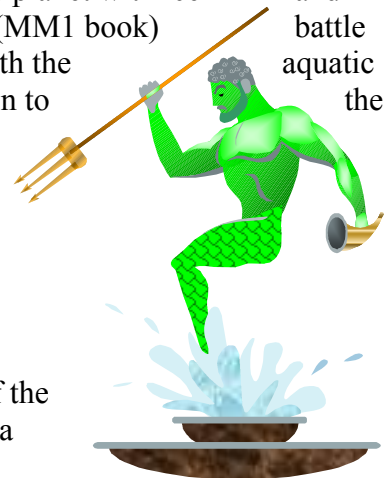


TRITON

Triton is the son of Poseidon and Amphitrite. He is known as the trumpeter of the sea and his instrument is the conch shell that is able to calm or raise waves. Triton was once a thriving watery world but the gravity of Neptune sucked it into orbit and caused it to collide with Nereid. The collision fractured the planet and finally settled only a small moon remains. The moon remains geological



active with volcanic “fountains” that continually recover the planet with ice snow. Beneath the thick icy crust, male and female *tritons* (MM1 book) with *ichthyocentaurs* ("Fish-centaur" is a normal centaur with the subtype added) which have the forefeet of a horse in addition to human body and a fish tail. The fabled conch shell of Triton is the prize that they have contested for centuries. Unfortunately Triton is spiraling to its doom and will eventually crash with Neptune destroying both spheroids.



NEREID

Nereid is named after the 50 lovely daughters of Nereus, the nymphs of the Mediterranean Sea. Nereid is only a fraction of its original size since its collision with Triton. Once this was a thriving ocean moon but now it is a haunted rock ball. The ghostly oceans of Nereid are filled with the undead spirits of the long departed Nereid sea life and nymphs. All that remains are *umbral creatures* and *wheeps* (Liber Motis).

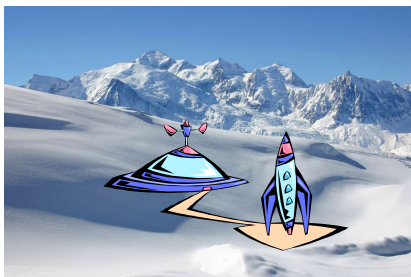
HALIMEDE

Halimede is a sliver of shattered Nereid. Like Triton, it revolves in the opposite direction common to all lunar satellites (retrograde orbit). Every year the elliptical orbit of Halimede comes close to a head on collision with Nereid. Eventually the moon will crash into its parent. A dark prophecy claims that when these two undead moons collide a great evil will be released into the Solar System.



PROTEUS

Proteus is named after the son of Poseidon and a legendary Greek Hero. This icy satellite is a nest site for the Star Pegasus and Lunar Chimera (Apply Space Creature Template).



GALATEA

Pygmalion once made a statue so perfect that he fell madly in love with it. The Goddess Venus to pity on the poor sculpture and brought his creation to life. The Galateans worship Galatea as the mother of their race. As in the legend, Galateans are sentient veined marble female statues given life by divine grace with eyes that gleam like gemstones.

GALATEAN

SIZE: Medium Outsider (earth)

RACIAL ATTRIBUTES: +2 STR, -2 DEX, +2 CON, +2 CHA

SPEED: 30ft (Land)



RACIAL ABILITIES:

- +3 Natural Armor
- Immune to Disease and Earth subtype magic spells
- If the GALATEAN has a WIS score of 14+, she gains the following spell-like powers based on the HD of the creature which she can use once per day each.

HIT DICE	SPELL LIKE ABILITY (SP)	HIT DICE	SPELL LIKE ABILITY (SP)
1-2	<i>MAGIC STONE</i>	11-12	<i>STONESKIN</i>
3-4	<i>SOFTEN EARTH/STONE</i>	13-14	<i>EARTHQUAKE</i>
5-6	<i>STONE SHAPE</i>	15-16	<i>IRON BODY</i>
7-8	<i>SPIKE STONE</i>	17-18	<i>ELEMENTAL SWARM</i>
9-10	<i>WALL OF STONE</i>	19+	<i>REVERSE GRAVITY</i>

RACIAL SKILLS: +2 on Bluff, Disguise, and Gather Information checks

INITIAL LANGUAGES: Neptunian, Common

FAVORED D&D CLASS: Savant (or Druid)

LEVEL ADJUSTMENT: +3



ADVENTURE HOOKS

1. **POSEIDON ADVENTURE:** The heroes are given the chance to explore Neptune. They can reach this distant planet in a variety of ways. The slowest route will be by Solar Sail since the journey will take 12 to 24 months from Jupiter depending upon the relative Position of Neptune. A faster route is by Manteca Crystal Skull but this leaves the characters naked on arrival (only psychically attuned artifacts can travel this way). A pyramid portal can be open but this will dump the characters into the seas of Neptune and the portal only functions one way. A new pyramid portal must be opened for the return trip.
2. **QUEST FOR THE CONCH:** The Conch of Triton is rumored to have power over the tide, but the characters are hunting for it for a specific reason. Soon Triton will crash into Neptune but this disaster can be averted if the characters find the Conch and use it to push Triton into a slower decaying orbit. The Conch can be hidden somewhere on Triton or on any Neptunian Moon due to the ancient collision of Triton and Nereid. Both the triton race and the ichthyocentaurs covet this ancient artifact and will stop at nothing to possess it, even risking their own destruction.