

Bonedreg

	Quadruped	Biped
Hit Dice:	Medium-Size Construct 4d10 (22 hp)	Large Construct 6d10 (33 hp)
Initiative:	+0	+0
Speed:	50 ft.	30 ft.
AC:	17 (+1 Dex, +6 natural)	18 (-1 size, +9 natural)
AC (flat-footed):	16	18
AC (vs. touch attacks):	11	9
Attacks:	Bite +6 melee,	2 claws +8 melee
Damage:	Bite 1d6+4	Claw 1d6+5
Face/Reach:	5 ft. by 5 ft./5 ft.	5 ft. by 5 ft./10 ft.
Special Qualities:	Acid resistance 10, construct, immunities	Acid resistance 10, construct, immunities
Saves:	Fort +1, Ref +2, Will +1	Fort +2, Ref +2 Will +2
Abilities:	Str 16, Dex 12, Con —, Int —, Wis 11, Cha 1	Str 20, Dex 10, Con —, Int —, Wis 11, Cha 1
Climate/Terrain:	Any land and underground	Any land and underground
Organization:	Solitary or gang (2–4)	Solitary or gang (2–4)
Challenge Rating:	2	3
Treasure:	None	None
Alignment:	Always neutral	Always neutral
Advancement:	—	—

The twisted constructs known as bonedregs are the creation of Leviathan, Lord of the Fifth Circle, a sea monster of unbelievable size. He is said to be miles long, with a maw that can swallow up cities. He swims through the Stygian depths, feeding on anything that crosses his path. His followers also feed his hunger, providing both the living flesh of monsters and devils and the souls of the damned.

All of this flotsam is washed down Leviathan's great gullet and used as fuel. There are some things that even Leviathan can't digest, however, and two enormous sacs collect the waste. Bones and other physical refuse end up in one, the stripped-down fragments of souls in the other.

Far be it from Leviathan to waste such natural resources. When he needs to, the Lord of the Fifth can harvest his own excrement to serve his purposes. He spits up the soul fragments and physical refuse into his mouth, where the wastes commingle, bones coalescing in improbable ways around the souls to form this hellish new life. Leviathan then spits out the newly created bonedregs for use by his minions.

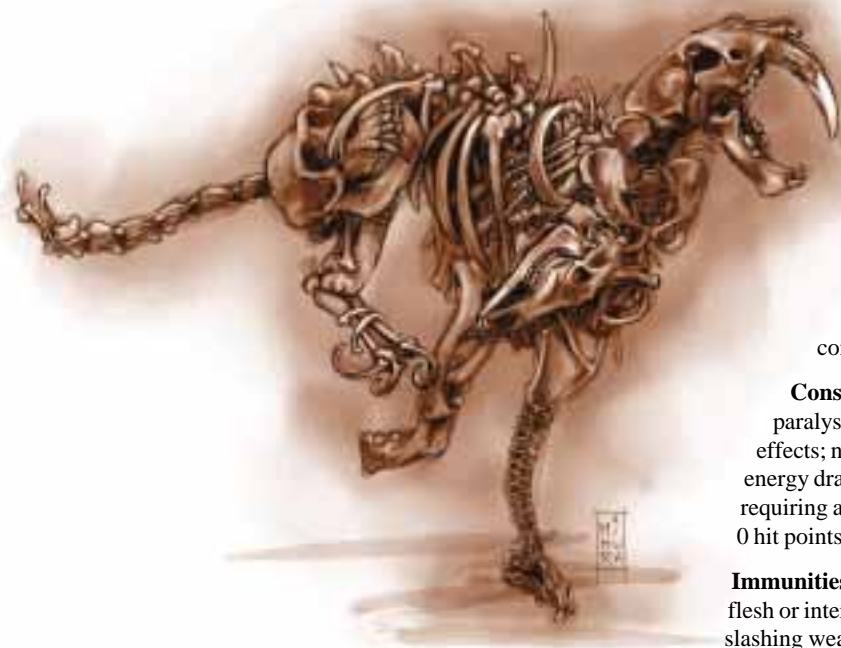
In general Leviathan creates two types of bonedreg, though others are known to exist. The biped is ogre-sized and lumbering, while the quadruped is hell hound-sized and swift. Creatures made of bone can't swim, of course, so they are of limited use in Leviathan's home. However, they can be sent to the Prime or into battles in other parts of Hell. They are often mistaken for undead, providing Leviathan's commanders with a great tactical advantage. Many a cleric has been torn apart while vainly trying to ward off bonedregs with a holy symbol.

Combat

The souls animating bonedregs have been stripped to scraps in the bowels of Leviathan and thus retain no traces of personality. Thus, bonedregs are mindless and can do nothing without explicit orders. Favored minions of the Lord of the Fifth receive the ability to command bonedregs; these officers must remain within 60 feet of their charges, who must be able to see and hear them, in order to give them instructions. If uncontrolled, a bonedreg follows its last instruction to the best of its ability, although it will return attacks. However, it can be given a simple program to direct its actions in the controller's absence, such as "Guard this area until I return."

Construct: Immune to mind-influencing effects, poison, sleep, paralysis, stunning, disease, death effects, and necromantic effects; not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage; immune to effects requiring a Fortitude save (unless objects are affected); destroyed at 0 hit points or less, can't be resurrected; 60-foot darkvision.

Immunities (Ex): Bonedregs have cold immunity. Because they lack flesh or internal organs, they take only half damage from piercing or slashing weapons.



Bulugon (Baatezu)

Large Outsider (Evil, Lawful)

Hit Dice: 6d8+18 (45 hp)

Initiative: -2 (Dex)

Speed: 20 ft., fly 30 ft. (clumsy)

AC: 17 (-1 size, -2 Dex, +10 natural)

AC (flat-footed): 17

AC (vs. touch attacks): 7

Attacks: Bite +10 melee; or masterwork trident +12/+7 melee

Damage: Bite 2d6+7; masterwork trident 1d8+7

Face/Reach: 5 ft. by 5 ft./10 ft.

Special Attack: Acid spew, flying impale
2d8+7, spell-like abilities

Special Qualities: Baatezu qualities

Saves: Fort +8, Ref +3, Will +5

Abilities: Str 20, Dex 6, Con 17, Int 13,
Wis 11, Cha 10

Skills: Concentration +9, Gather
Information +7, Intimidate +9, Listen +8,
Sense Motive +6, Spot +9, Swim +7,
Wilderness Lore +7

Feats: Blind-Fight, Weapon Focus (trident)

Climate/Terrain: Any land and underground

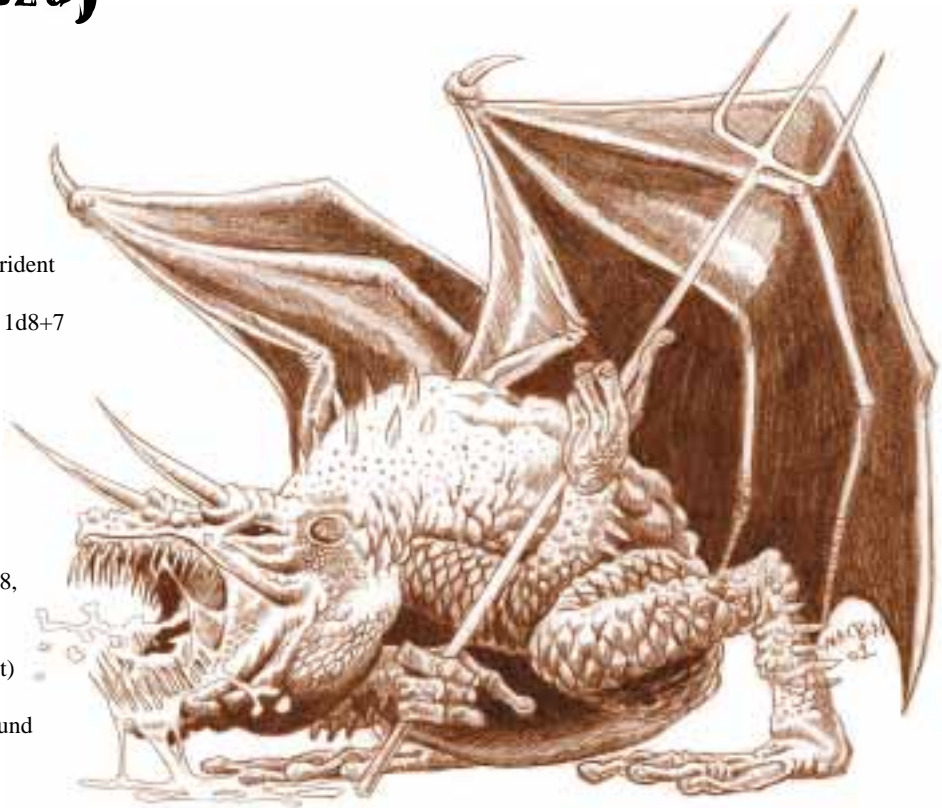
Organization: Solitary or team (2-4)

Challenge Rating: 7

Treasure: Standard

Alignment: Always lawful evil

Advancement: 7-9 HD (Large); 10-16 HD (Huge); 17-18 HD (Gargantuan)



Bulugons are common on the Third Circle of Hell. Their appetite is legendary: Bulugons are perhaps Hell's greatest gluttons. Food is scarce on the Third Circle, but they are canny scavengers.

Their bloated forms slide easily through the mud and slime, and they can hunt in the icy depths with relative ease. Their corpulent bodies make them clumsy fliers, but amazingly their wings can support their bulk. With its wide jaws and large size, a bulugon can swallow a human-sized being whole, stripping the flesh from the bones and spitting out the remains.

Bulugons are typically summoned to the Prime as tools of vengeance (either at the behest of their own lords, or by evil spellcasters). Necromancers have been known to consort with bulugons because they can provide clean skeletons in just a few minutes.

A newly arrived bulugon uses its *charm person* ability to win the aid of a few locals. It then sets itself up in a convenient location like a cave or, more blasphemously, a religious shrine. Word goes out through the charmed dupes that the devil must be fed or the community will feel its wrath. The bulugon keeps eating no matter how much food comes in tribute. In just a few days it can deplete the food reserves of the average village.

Some bulugons don't stop even after the food stocks are gone. These malefic gluttons turn on the locals and start to feed on them. There are many tales of the heinous lotteries enacted by small communities, as the locals try to choose the next victim of the bulugon's insatiable appetite. Bulugons have been the cause of countless famines, but they usually return to Hell before vengeful clerics or adventurers can make them pay for their crimes.

Combat

Sadly for the bulugons, their lives do not consist solely of living off the fat of others. They must sometimes fight for their masters or defend themselves from adventurers. They prefer to fight on the ground but are adept at using their horns in aerial combat. Bulugons may not be very fast or agile, but their considerable bulk adds to the punch when they impact. In the perpetual rain of the Third Circle, enemies rarely see them coming.

Bulugons usually fight defensively, using *obscuring mist* to confuse enemies and *scare* to get rid of weak opponents. The acid spew is also a nasty surprise.

Spell-Like Abilities: 1/day—*charm person*, *obscuring mist*, *scare*. These abilities are as the spells cast by a 6th-level sorcerer (save DC 10 + spell level).

Acid Spew (Ex): The digestive system of a bulugon contains powerful acid. In combat it can spew out this acid in a 10-foot cone once every 5 rounds, dealing 3d6+6 damage. A successful Reflex save (DC 16) halves the damage.

Flying Impale (Ex): An airborne bulugon can make a flying impale attack as part of a charge. The melee attack bonus is +12, although the bulugon's AC drops to 15 that round, and deals 2d8+7 damage. The impact of this attack brings the bulugon's flight to an end, though, so it is usually made only against ground targets.

Malgrin, Duke of Unlife (Baatezu)

Large Outsider (Evil, Lawful)

Hit Dice: 15d8+75 (142 hp)

Initiative: +2 (Dex)

Speed: 40 ft.

AC: 32 (–1 size, +2 Dex, +21 natural)

Attacks: +3 *unholy halberd* +24/+19/+14 melee

Damage: 1d10+13 and 2d6 *unholy*

Face/Reach: 5 ft. by 5 ft./10 ft.

Special Attacks: Spell-like abilities, fear aura, necromantic master, bolster undead

Special Qualities: Baatezu qualities, damage reduction 15/+3, SR 28

Saves: Fort +14, Ref +11, Will +15

Abilities: Str 25, Dex 15, Con 21, Int 18, Wis 22, Cha 17

Skills: Balance +13, Bluff +15, Climb +18, Concentration +16, Diplomacy +18, Forgery +15, Gather Information +17, Innuendo +19, Intimidate +16, Jump +18, Knowledge (infernial politics) +15, Knowledge (Hell) +15, Listen +17, Search +15, Sense Motive +17, Spot +17

Feats: Cleave, Great Cleave, Improved Critical (halberd), Power Attack

Climate/Terrain: Any land and underground

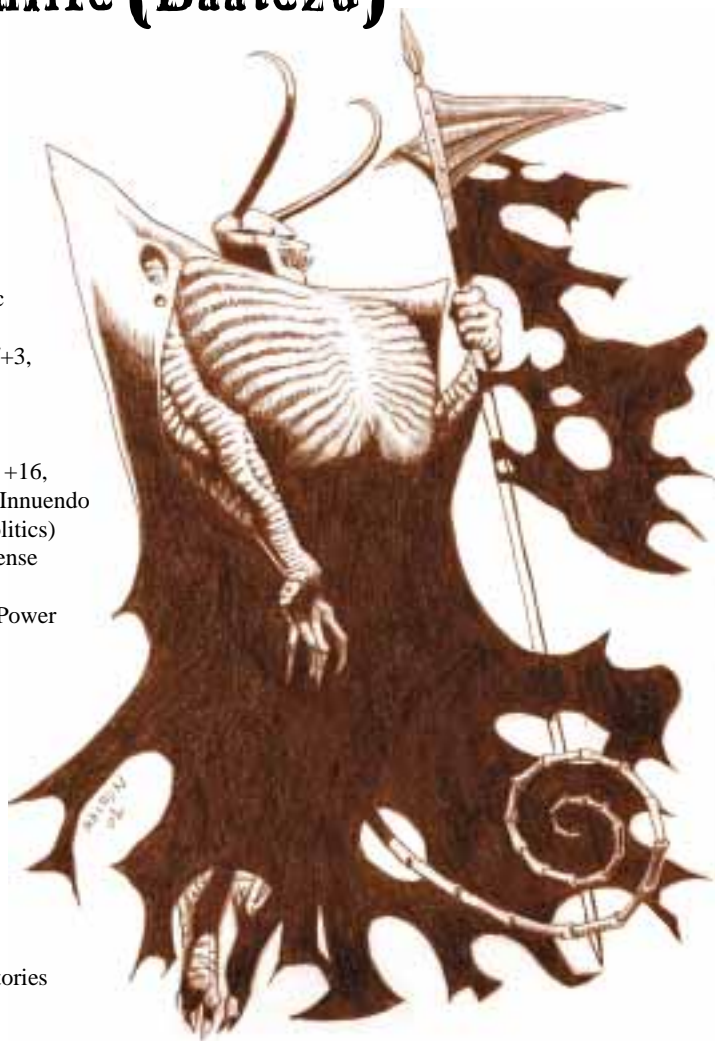
Organization: Unique; retinue (Malgrin plus at least 2 10th-level necromancers and 100 fiendish skeletons)

Challenge Rating: 17

Treasure: Standard coins; double goods; standard items

Alignment: Lawful evil

Advancement: By character class



Malgrin is a powerful noble of the First Circle of Hell. He tries to curry favor with Lord Baal by winning military victories and has chosen a novel way to do so.

Most armies on the First Circle are composed, naturally enough, of devils.

They are in near constant conflict with their perpetual enemies, demons, but also face internal threats. Devils are simply too interested in their own advancement to make trustworthy subordinates. Malgrin should know—he rose to his position by assassinating his former boss. Once in charge, he decided to secure his position by increasing the undead forces under his command. There were plenty of corpses to make troops from, and he found their obedience pleasing. Moreover, his fiendish skeletons cannot be turned while in Hell.

Now known as the Duke of Unlife, Malgrin has a huge undead horde under his command. He lives in the Bone Citadel, a grim fortress built on the banks of a river of blood. His officers are not devils at all, but necromancers of various races who have pledged themselves to Malgrin. The implacable advance of the duke's legions has routed both demons and rival devils.

To most outside observers, Malgrin seems content to rule his necromantic fiefdom, though none can say what really lurks in the heart of the Duke of Unlife. Other nobles of the First Circle whisper in their lord's ear. They say that Malgrin is planning a move, and that he wants to turn the entirety of Baal's realm into a boneyard. The archdevil may harbor some suspicions, but right now he values the duke's armies too much to take any action.

Combat

Duke Malgrin is alone only when he takes rest in the heart of the Bone Citadel. At all other times he is accompanied by a retinue of wizards and infernal skeletons. Malgrin is an impressive combatant by himself. His favorite weapon is *Bonecruncher*, a +3 *unholy halberd*. He often uses *unholy blight* to clear out large groups of enemies before wading into combat.

Spell-like Abilities: At will *animate dead*, *create undead*, *fly*, *teleport without error* (self plus 50 pounds of objects only); 3/day—*create greater undead*, *unholy blight*. These abilities are as the spells cast by a 20th-level sorcerer (save DC 13 + spell level).

Bolster Undead (Su): Malgrin can channel negative energy to bolster undead as a 15th-level evil cleric.

Necromantic Master (Su): Malgrin's evil power allows him to control far more undead than the *animate dead* spell normally allows. At any one time Malgrin can have up to 100 HD worth of undead under his command instead of the normal maximum of 40.

Fear Aura (Su): As a free action, Malgrin can create an aura of fear in a 30-foot radius. It is otherwise identical with *fear* cast by a 15th-level sorcerer (save DC 20). If the save is successful, that creature cannot be affected again by Malgrin's fear aura for one day. Devils with at least as many Hit Dice as Malgrin are immune to the aura.