

GHOUL**GHAST**

Hit Dice:	2d12 (13 hp)	4d12+3 (29 hp)
Initiative:	+2	+4
Speed:	30 ft. (6 squares)	30 ft. (6 squares)
Armor Class:	14 (+2 Dex, +2 natural), touch 12, flat-footed 12	17 (+3 Dex, +4 natural), touch 12, flat-footed 14
Base Attack/Grapple:	+1/+2	+2/+5
Attack:	Bite +2 melee (1d6+1 plus paralysis)	Bite +5 melee (1d8+3 plus paralysis)
Full Attack:	Bite +2 melee (1d6+1 plus paralysis) and 2 claws +0 melee (1d3 plus paralysis)	Bite +5 melee (1d8+3 plus paralysis) and 2 claws +3 melee (1d4+1 plus paralysis)
Space/Reach:	5 ft./5 ft.	5 ft./5 ft.
Special Attacks:	Ghoul fever, Paralysis, Sneak-Attack 1d6	Ghoul fever, Paralysis, Stench, Sneak-Attack 1d8
Special Qualities:	Darkvision 60 ft., undead traits, +2 turn resistance	Darkvision 60 ft., undead traits, +4 turn resistance
Saves:	Fort +0, Ref +2, Will +5	Fort +1, Ref +4, Will +6
Abilities:	Str 13, Dex 15, Con —, Int 13, Wis 14, Cha 12	Str 16, Dex 16, Con —, Int 14, Wis 14, Cha 16
Skills:	Balance +6, Climb +5, Hide +6, Jump +5, Move Silently +6, Spot +7	Balance +7, Climb +7, Hide +8, Jump +7, Move Silently +8, Spot +8
Feats:	Multiattack, Frightful Presence	Multiattack, Toughness, Frightful Presence, Undead Leader*
Environment:	Any (Lacedon: Any aquatic)	Any
Organization:	Solitary, gang (2-4), or pack (7-12)	Solitary, gang (2-4), or pack (2-4 plus 7-12 ghouls)
Challenge Rating:	3	5
Treasure:	None	Standard
Alignment:	Always evil, starts Chaotic Evil	Always evil, starts Chaotic Evil
Advancement:	Ghoul Paragon	Ghoul Paragon
Level Adjustment:	--	--

Ghouls speak the languages they spoke in life (usually Common).

* Ghasts can lead 1 Cohort of fellow Undead or Evil Humanoids only!

COMBAT

Ghouls try to attack with surprise whenever possible. They strike from behind tombstones and burst from shallow graves.

Ghoul Fever (Su): **Disease** - bite, Fortitude DC 12, incubation period 1 day, damage 1d3 Con and 1d3 Dex. The save DC is Charisma-based.

An afflicted humanoid who dies of ghoul fever rises as a ghoul at the next midnight. A humanoid who becomes a ghoul in this way retains none of the abilities it possessed in life. It is not under the control of any other ghouls, but it hungers for the flesh of the living and behaves like a normal ghoul in all respects. A humanoid of 4 Hit Dice or more rises as a ghast, not a ghoul.

Paralysis (Ex): Those hit by a ghoul's bite or claw attack must succeed on a DC 12 Fortitude save or be **paralyzed** for 1d4+1 rounds. Elves have immunity to this paralysis. The save DC is Charisma-based.

Feasting (Ex): Ghouls and Ghasts may be overcome by a hunger-frenzy before they dropped their targets dead. If they fail a Willpower Save DC 20 in the 3rd round of combat or each 3rd round thereafter. A ghoul failing the roll must feast, biting or ripping a chunk of flesh out of the target and devouring it gleefully. A feasting ghoul counts as flat-footed for the round in which it feeds. Feasting restores 3 temporal hitpoints to the Ghoul or Ghast each time. Consider Ghouls or Ghasts which devoured a corpse after combat to be fully healed.

LACEDON

These cousins of the ghoul have the aquatic subtype. They lurk near hidden reefs or other places where ships are likely to meet their end. They have a base land speed of 30 feet and a swim speed of 30 feet and are found only in aquatic environments.

GHAST

Although these creatures look just like their lesser kin, they are far more deadly and cunning.

Nocturnal Undead: Ghouls and Ghasts have combat penalties due Sunlight just like the Drow.

COMBAT

Ghoul Fever (Su): *Disease* - bite, Fortitude DC 15, incubation period 1 day, damage 1d3 Con and 1d3 Dex. The save DC is Charisma-based.

Paralysis (Ex): Those hit by a ghost's bite or claw attack must succeed on a DC 15 Fortitude save or be *paralyzed* for 1d4+1 rounds. Even elves can be affected by this paralysis. The save DC is Charisma-based.

Stench (Ex): The stink of death and corruption surrounding these creatures is overwhelming. Living creatures within 10 feet must succeed on a DC 15 Fortitude save or be *sickened* for 1d6+4 minutes. A creature that successfully saves cannot be affected again by the same ghost's stench for 24 hours. A *delay poison* or *neutralize poison* spell removes the effect from a sickened creature. Creatures with immunity to poison are unaffected, and creatures resistant to poison receive their normal bonus on their saving throws. The save DC is Charisma-based.

Feasting (Ex): Ghouls and Ghosts may be overcome by a hunger-frenzy before they dropped their targets dead. If they fail a Willpower Save DC 20 in the 3rd round of combat or each 3rd round thereafter. A ghoule failing the roll must feast, biting or ripping a chunk of flesh out of the target and devouring it gleefully. A feasting ghoul counts as flat-footed for the round in which it feeds. Feasting restores 3 temporal hitpoints to the Ghoul or Ghost each time. Consider Ghouls or Ghosts which devoured a corpse after combat to be fully healed.

Undead Type: Undead are once-living creatures animated by spiritual, unholy or supernatural forces.

Features: An undead creature has the following features.

- 12-sided Hit Dice.
- Base attack bonus equal to 1/2 total Hit Dice (as wizard).
- Good Will saves.
- Skill points equal to (4 + Int modifier, minimum 1) per Hit Die, with quadruple skill points for the first Hit Die, if the undead creature has an Intelligence score. However, many undead are mindless and gain no skill points or feats.

Traits: An undead creature possesses the following traits (unless otherwise noted in a creature's entry):

- No Constitution score.
- Darkvision out to 60 feet.
- Immunity to all mind-affecting effects (charms, compulsions, phantasms, patterns, and morale effects).
- Immunity to poison, sleep effects, paralysis, stunning, disease, and death effects.
- Not subject to critical hits, nonlethal damage, ability drain, or energy drain. Immune to damage to its physical ability scores (Strength, Dexterity, and Constitution), as well as to fatigue and exhaustion effects.
- Cannot heal damage on its own if it has no Intelligence score, although it can be healed. Negative energy (such as an inflict spell) can heal undead creatures. The fast healing special quality works regardless of the creature's Intelligence score.
- Immunity to any effect that requires a Fortitude save (unless the effect also works on objects or is harmless).
- Uses its Charisma modifier for [Concentration](#) checks.
- Not at risk of death from massive damage, but when reduced to 0 hit points or less, it is immediately destroyed.
- Not affected by raise dead and reincarnate spells or abilities. Resurrection and true resurrection can affect undead creatures. These spells turn undead creatures back into the living creatures they were before becoming undead.
- Proficient with its natural weapons, all simple weapons, and any weapons mentioned in its entry.
- Proficient with whatever type of armor (light, medium, or heavy) it is described as wearing, as well as all lighter types. Undead not indicated as wearing armor are not proficient with armor. Undead are proficient with shields if they are proficient with any form of armor.
- Undead do not breathe, eat, or sleep.

It is important to remember, that monsters can take typical feats (called General Bonus Feats & Fighter Bonus Feats) as well as Monster Feats. In example a better die for their claws or bite & increased natural armor are actually all covered by the official rules already. Adding a die to Sneak-Attack (Ghoul then 2d6, Ghast 2d8) would be a feat, too. I remember that vaguely from Unearthed Arcana, I guess.

GAME RULE INFORMATION

Table: The Ghoul Paragon (counts as primary Monster-Class level-up)

Level & (XP Cost)	Base Attack Bonus	Fortitude Save	Reflex Save	Will Save	Specials & Feats
1 (3000)	Add 1	Add 1	Add 1	Add 1	Improved Initiative, Fast Movement
2 (6000)	Add 2	Add 1	Add 1	Add 1	Improved Turn Resistance, Evasion
3 (12000)	Add 2	Add 1	Add 1	Add 2	Spell-Like Abilities, Scent

Add 1 or 2 each time to the base table-stats above when such entry is made.

Hit-Dice: Each Paragon Level grants one more D12. These add to the creatures HD calculation for Bonus Feats by Level and similar. Ghoul gets bonus feat on 1st paragon level and Ghast gets bonus feat on 2nd paragon level by Effective-Monster-Level.

Skills: As Paragon they can select 6 skills of their choice to become class-skills. They have 6 + INT Modifier skill-points per paragon level.

The Ghoul Paragon: Ghouls and Ghosts are common Undead Cannibals or Corpse-Eaters. Those mindless ones, who are driven by hunger alone, as well as those, who regain their minds and may regain some abilities. During their transformation into Undead creatures they gain predatory teeth and claws. Only a chosen few scholars know, if those natural weapons of these creatures infect and paralyze by magic or simply by the dirty lifestyle which ghouls and ghosts seem to prefer. These Undead enjoy living in crypts and tombs, they feel at home at graveyards and in bone-houses. Only a Ghoul-Paragon or similar Leader, like a Necromancer or Death-Priest of Orcus or such deities, may make ghouls go on a planned raid. While ghouls harshly build culture or religion, they are known to do artwork and music to entertain themselves at certain nights. Several learn basic crafts to repair their homes.

Adventures: Intelligent Ghouls and Ghosts may realize, that they must find improvements for their state of being, or in rarer cases, quest for a dignified death. Otherwise they only adventure at all, when in alliance with or under command of Evil Forces.

Characteristics: Ghoul Paragons are those who have overcome the merciless grip of Undeath upon their personalities and henceforth Ghoul Paragons may cloth themselves, use currency and even travel in disguise for a short while. It is not unknown even of simple ghouls, to communicate as all ghouls speak at least one language fluently.

Alignment: Biting flesh off your neighbors body is actually never a good deed. Ripping it off from family members instead is surely just as evil. Ghouls and Ghosts are evil by the Curse of Undeath, as they can only feast on the flesh of the living to heal their undead bodies and sustain their Undeath. (Or use negative energy to be restored.) All Ghouls and Ghosts start Chaotic Evil, ravening hungry for flesh and meat.

Religion: Ghouls prefer to be independent and self-sufficient, staying among their own kinds. If Ghouls go religious, then in worship to a deity of undeath in some form. The Book of Vile Darkness offers Orcus as Patron, in example.

Background: Being the renowned skirmishers of nearly any Undead Army Ghoul Paragons tend to be focused and disciplined enough, to overcome their prey or target before indulging their hungers urge. They can be visionary enough, to build minor infrastructure and improvements. Some learn to ambush and trap their prey, much like hunters and rangers do. Regaining their personality in balance with their now undead existence is not unknown. Even the Paragons keep it simple on lore and knowledge, as their frenzy-prone existence seems to weaken their patience.

Races: Ghouls are driven by hunger first and foremost. There are no ghoul racists as all humanoid races may end up as Food or Ghouls. There are no Vegan or Vegetarian Ghouls, that spoils their concept. Ghoulish may hate Undead Hunters and the Celestial though. Undead Diplomacy: Ghouls get along with all typical intelligent Undead. Ghouls dislike Zombies, as those braindead rotten ones compete with them for every chunk of meat or flesh. Ghouls can decide to work for Vampires and Liches or similar more powerful Undead. They can be forced to do so as well. Ghouls could decide, to see humanoid necromancers as more than food, yet have no obligation to do so.

Classes: Due the Curse of Undeath Ghouls and Ghosts can only become Paragons of their Kind. Until DM joins my extension by feats.

Ghoul-Paragon Spell-Like Abilities (improvised)

The list can be enriched by environmental adaptations to make clearer differences between a swamp ghoul and one from the ice desert, too. Creative and autocratic DM will know how to handle it. A 3rd level Paragon selects a total of 3 points of these spell-like abilities, no more, no less!

- **Acidic Saliva (Ex):** The paragon has a saliva which is highly acidic. Bite attacks do a bonus damage of 1d6 acid damage. The paragon itself is completely immune to this acid. As ranged attack rolling Base Attack+DEX bonus + D20 causes 1d6 acid on hit, range like a dart.
- **Arcane Calling (Su):** The Paragon may use arcane magic from the wizard/sorcerer spell list as if it was a $(3 + INT\ bonus) = level$ specialist wizard necromancer. A paragon taking this ability starts with 5 ranks in Concentration, Knowledge (Arcana) and Spellcraft each. You can't level-up, yet need no material components for any necromancy spell. There is no Undead Wizard Academy in each Crypt.
- **Arcane Pact (Su):** The Paragon, when finding a willing patron, like in example a Demon Prince or a Shadow-Hag, may then level as a Warlock.
- **Child of the Eternal Night (Ex):** All ghouls love animals, just that your paragon loves them alive instead of devoured. By a fateful, twisting dance of Nature with Death your paragon may level as a Ranger from now on.
- **Claws of the Crypt (Su):** The Claws of the Paragon pulse with undead energy, inflicting 1d6 cold or negative energy damage in addition to their regular damage. If the effect is dispelled it returns 24hours later when the paragon has rested in a crypt or tomb.
- **Dark Faith (Ex):** The Paragon, when finding a willing evil deity, may level as an evil Cleric from now on.
- **Evil Claws (Su):** The Claws of the Paragon are imbued with the powers of Hell or the Abyss. The Claws count as +1 weapons, inflict one point of Vile Damage in addition to their regular damage and the DC to resist Ghoul-Fever is raised by 2 (gets more difficult).
- **Vicious Bite (Ex):** The Bite of a Paragon becomes a + 3 natural weapon causing 3 points of Vile Damage per hit in addition to their regular damage and the DC to resist Ghoul-Fever is raised by 2 (gets more difficult).
- **Gaseous Form (Su):** The Paragon can turn into a gas-cloud at will (free action) for the maximum duration of 3 rounds. The cloud can travel at walking speed, doubled when with the wind or half walking speed when against the wind. This effect can be spoiled by a targeted dispel magic spell and hampered by spells like 'Gust of Wind'!
- **Invisibility (Su):** The Paragon may turn invisible for up to 3 rounds at will (free action). The invisibility ends when the Paragon starts combat with a sneak-attack or regular attack. The invisibility remains when feasting from a corpse. Spells like 'Invisibility-Purge' can spoil this effect. With 'See Invisible' cast the Paragon will be perceived by the caster as well.

- **Gargoyle of the Charnel-Yard (Ex):** The paragon grows wings of natural or clearly unnatural sorts. From now on the paragon can fly at its running speed and looks quite unique.
- **Monstrous-Prodigy (Ex):** The Paragon may take 2 epic feats from any epic Hero list, as long as the paragon fulfills the prerequisites except for level requirement.
- **Regeneration 2 (Ex):** The Paragon draws from the Curse of Undeath, gaining regeneration of 2 hitpoints per round against all but holy or good aligned weapons&spells. The Paragon may regrow lost limbs over time just like in the official definition.
- **Savage Fury (Na):** The paragon did not even lose its bloodlust, hunger and joy for battle in Undeath. Finally regaining the senses and instincts the paragon may level as a barbarian from now on.
- **Spell Resistance (Ex):** The Paragon gets a spell-resistance of 11 + Number of HD (Ghoul Paragon 5, Ghast Paragon 7)
- **Undead Champion (Ex):** Add +2 to natural AC, Damage Reduction 10/silver& magic and +2 to Initiative.
- **Unshakeable Scoundrel (Na):** The paragon has never lost all finesse, cunning and sneakiness to the cold, lifeless grip of Undeath. Regaining the senses and instincts this paragon may level as a Rogue from now on.
- **Zen-Masters Bone-Marrow (Na):** The paragon has regained his meditative mindset & joy for practice due Undeath. The Paragon may shift to Lawful Evil alignment and level as a monk from now on.

The goal of the Spell-Like Abilities for Ghouls is actually simple: Granting the players permission for some personal enrichment towards their own preferred style or as well granting the DM or GM tactical options by which simple ghouls function as skirmishers to be careful with. To a degree it gives cannon-fodder a chance to earn respect. At a certain level any paladin or well-equipped fighter could destroy a gang of them even alone. The paragon features I noted allow their primary function, stealthy killer, to be used without reducing to that. Intelligent Undead after all!

- Consider each Sneaky with Invisibility, Vicious Bite and Acidic Saliva doing its 1st Sneak Attack and you have a dangerous ambush.
- Now compare to each Flier with Invisibility and Evil Claws doing a sneak attack or surprise attack from above or behind.
- Or a leader, valiant and forthright, with Undead Champion, Regeneration and Evil Claws to face a fighter or paladin.
- Less hack&slash: Watch in horror, as the dumb undead shakes off your spell or resists turn undead and in return summons 1d6 skeletons to punish your most unwelcome holy sermon? Arcane Calling, Spell Resistance and Regeneration make quite a little ghoul-wizard.
- Playing the Adversary often leads to players understanding them better and maybe even triggering a more atmospheric reaction.

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Through the scrying-glass the view fell upon the group of heroes. Better said, the view fell upon the surviving members of the group of heroes. Four adventurers, bloodied and battered, on their return from the showdown with Evil. Kigali Graybeard was the by now famous dwarven warrior who had come downwards from the mountain village to help. He carried Brimstone now, the female Tiefling Bard, she looks very sick. Avariel Silverhair sneaked along, too. The vigilant and stealthy Half-Elf rogue was another compatriot who had arrived just in time to help. In this case he came forth from the wood elf village in the western forest. Regina of the Flaming Heart next to him, visibly exhausted yet grabbing her holy symbol to protect Brimstone from certain death. With just two years of service in the village chapel, the woman clearly kept her faith even in crisis. Last yet not least strode Malabo Spellchecker, Disciple of Shamrock from the Cloak Tower, constantly supported by the quickly darting and easy-striding Avariel. The magician was still young as well, had he no more than three years as the villages' apothecary and alchemist after all.

Yet the group moved swiftly and clearly full of conviction. They had sworn to protect the people from vile evil and they had faced that evil and fought a desperate battle against it. Still they had paid a high price for their tactical victory. Theorem the valiant Monk from the Abbey at Hillside had been slain and devoured by the foul Undead. Hrothgar Bloodaxe, Wasteland Dwarven Compatriot to Kigali, had managed to close the crypt door with heavy stones, yet was felled while doing this via a craven strike from behind.

Kigali panted heavily, the weight of his armor and gear added by carrying the Minstrel took toll on his stamina. Yet the small barbarian had sworn never to leave those who fought by his side behind. Hammer and Shield flew sideways as he discarded them for later retrieval. He would fight in two-handed ax style, if need arose so soon again. His eyes rolled upwards, making out the forest outskirts close to the village of Curbstone.

Half down the path from forest to village, the heroes were spotted by the village watch and the humble little place came to life. Shouts were heard and movement came up everywhere in the small walled sanctuary. High-Priest Theodosius of the Flaming Heart even jumped upon a horse and tried to close the distance between the group and the chance for healing when he saw Kigali carrying a humanoid shape. Those were simple people, yet they were good people and had their honor, Kigali knew.

Theodosius stopped the horse, already busy jumping off. His senses had not betrayed him and sadly that remained true. Only five of the heroes had made it back from the forbidden crypt and obviously, only four had survived that ordeal now. Brimstone was dead, all efforts by the Dwarf proven futile in consequence.

"May the gods and your ancestors bless thine honor nonetheless, Kigali Graybeard."

The dwarf needed an eye-blink before he realized the meaning. He carefully dropped the corpse from his arms. Last week in the Inn he would have wished the pestering and ever-pranking Tiefling back into the Nine Hells. Yet a lot had changed in the meanwhile. She died because she had fought by their side, not because she deserved a pyre for worshipping a Demon as so many of her species preferred to do. She died redeeming herself and overcoming the curse of her parentage. She fought courageously and had died with honor!

The group circled around their fallen comrade and prayed a silent prayer. Theodosius focused on healing the survivors and shared in the silence. As her closest they did the inevitable, beheading her corpse so she would not be forced to rise as an undead mockery of herself. When they walked through the Gate of Curbstone Village, shocked gasps and whispers of concern were heard.

At nightfall after the most enervating week in their lives only one thing was left to do. Getting drunk in the Inn. Not even Regina would attempt to find restful sleep by prayers alone this night. And truly, she had prayed more during and after that fight, then ever before. The heroes drank themselves ready for slumber. A numb and dream-free slumber, as they hoped to get...

Next morning the outriders stared in disbelief at Theodosius. "Ride towards the Town of Haulage and call reinforcements from the Order of the Flaming Heart immediately!" Theodosius repeated. "Ride for our lives! If you will not be back with paladins at nightfall, there may be no living soul left in Curbstone!" And so they rode, wasting their horses and praying for godspeed...

Theodosius knew too well, what had happened. The moment four beds in the Inn were found empty and the Gate-Guards were reported missing! The unholy fever had felled Curbstones latest heroes and heroines cravenly. To make it worse, as is Evils nature, they rose as Undead and would reopen the crypt which their living souls had sacrificed so much for to get closed... Theodosius began to search for clues of the Risen having had any help. Horrid, if there would be a Necromancer or Vampire commanding the Undead...

Much like Kigali, Avariel, Malabo and Regina vanished from Curbstone, it may be for a player introduction. Neither the low-level heroes nor the harshly more leveled Theodosius had the magic or the knowledge, to recognize or treat ghoul-fever. Henceforth the heroes had regained hitpoints due the magic of Regina and later Theodosius, yet they had not been cured of the lethal passage into Undeath and Evil. To share the secret, they did not wake, they were woken up by their new leader. Their former lives, their high ideals and devotion to good and honor all washed away during the transformation into an ever-hungry Undead. Outside of hack&slash many roleplayers know similar ends to their favorite heroes and heroines.

- Another heroic option would be to switch from the heroes to the paladins arriving yet many shun paladins more than witches&vampires...

As playing simple ghouls and ghosts would be boring and excluding both, the chance for indulging evil or redemption, I edited through and decided that from the base template players have to level through the three paragon levels, as those symbolize the time and effort it needs to understand undead existence. Once that far, the long road to remaining victims of the Curse of Undeath or the Quest for Redemption and maybe even restoration back to heroic good can turn this simple idea into a campaign-length of adventures.

- Brimstone was intended as my figure/character. She "died" as I began to make notes to create this file and such is best done without wasting the time of fellow players.

Besides my notes I would hint at reading the notes on roleplaying evil and the hints of roleplaying D&D Horror (beyond Ravenloft) which you find in the official Book of Vile Darkness (roleplaying evil) and Heroes of Horror (roleplaying horror&crafting villains). The new spells may as well help to build a proper atmosphere for your own group-tastes.

The rest is best reigned by your own DM and the "deus ex machina" of inspiration which your own group comes along with!

I hope, that I didn't waste your time too much.

My regards

Andr  M. Pietroschek

Rules for Paragon variant which suits Lovecraftian Ghouls
,as "Lords of Madness" greatly offered that focus, may follow.

Priority-Switching

I never wasted much time on contemplating it. Yet last week the thought came up, if you can access proverbial and allegorical use of language. Overstatement as part of artistic expression and freedom of speech:

I once more realized, that I lived a life full of wonders. One last of those Wonders would happen when I die. No, I will not return from the Dead, it is not such kind of wonders. And indeed, in deepest joy I chose the term wonder, as I know how many mentally disordered yet scientifically graduated cannot handle it at all.

I do not hate them. I hate the crimes their selfishness and irresponsibility spawned forth though. And yes, their failures and abuses are actually their guilt, yet I return to the wonder-topic now nonetheless!

The Wonder of Life. When my family and my children decide, that the dirty, degenerate outcast and pauper I have been for a decade or two, when precisely this "just must be insane" freak they blamed for every flaw of their life, becomes a genius and a saint. No longer every letter ever typed just must be stolen or plagiarized, no then its unique sermon of highest skill!

All it needs to trigger that switch is actually my "deviant gibberish" becoming part of their heritage. The moment my mental property becomes theirs, it is no longer worthless, flawed and unwanted. No! From that moment on it is insightful, unique, of a subtle genius, fierce independence and even holy importance. Pseudo-Christian Parasites. Like the Worms eat away a Corpse...

Yes, the monster, which I have always been from their perspective, finally, by the Reaper itself, unmasked as a great saint. Otherwise it would mean they simply try to proverbially milk my works for all the money they can get from them. Science may make rich, yet only what we like to feel may make us happy... END.