

THE SANGUINE DAWN INN - GROUND LEVEL

1 SQUARE = 5 FEET



THE SANGUINE DAWN INN

For generations, Ostenwold was a humble smattering of homes and farms along the river Ost, a quiet, peaceful hamlet with little connection to the outside world. Thirty years ago, two retired adventurers, the human Horst Blackfoot, and the elf Déulara Tauranis, chose to settle down and spend their hard-earned gold on building The Sanguine Dawn Inn. At the time, it was the only safe resting place for travelers on the long march between civilized areas, and soon became a regular stopover for merchant caravans and traveling nobility.

Before the people of Ostenwold mysteriously vanished, The Sanguine Dawn featured everything you needed for a restful stay: a roaring fireplace, a warm bath, a stage for traveling bards, comfy bedrooms upstairs with a view, a fully stocked kitchen—and a secret trapdoor behind a bookcase leading to an underground chamber and the tunnels beyond.

1 - Porch

A dense, mysterious fog blankets the area, creating an almost ethereal atmosphere. Standing prominently amidst this mist is a well-kept building, its wooden structure exuding a sense of welcome despite the eerie surroundings. A sign gently sways in the fog, depicting a blood-red sun rising against a dark sky, silently beckoning travelers. The front porch of the inn is shrouded in the thick fog, adding to the sense of isolation. Through the windows, clouded by the mist, you catch a fleeting glimpse of movement within the barroom. For a moment, it seems as if someone—or something—is there, but it quickly vanishes, leaving you questioning whether it was ever there at all. The silence that follows is profound, as if the inn itself is caught in a moment of suspended anticipation, awaiting the unfolding of unseen events.

The thing the characters witnessed was one of the **GHOULS** from Area 4. It slithers back to the dining area to alert the others of the characters' presence.

The double doors to the inn are unlocked. If the characters stand on the porch long enough, one of the doors opens with a slow creak.

2 - Barroom

The barroom of the inn exudes a warm, inviting atmosphere, though it lies eerily silent and uninhabited. Six sturdy wooden tables are meticulously arranged across the room, each set with fine cups and plates, as if expecting guests at any moment. The soft, flickering glow of candles, strategically placed on the tables and in sconces along the walls, casts dancing shadows and adds a cozy, albeit slightly unsettling, ambiance. A grand bar stretches along one side of the room, its polished wooden surface reflecting the candlelight, showcasing an array of glasses and bottles lined up as if awaiting the innkeeper's hand.

Dominating the southwestern wall is a huge fireplace, its large hearth appearing like a welcoming beacon. However, the crackling flames seem to play tricks on the eyes, creating illusions in their leaping light. This massive fireplace serves as a natural divider between the barroom and the stateroom, hinting at further mysteries and comforts beyond. The whole scene is a paradox, a space fully prepared for merriment and company, yet hauntingly devoid of life, as if frozen in time just before its patrons vanished into the mist.

Characters who spotted the creature moving inside this room from Area 1 might want to observe the room, looking for signs of life (or otherwise). A successful DC 10 Intelligence (Investigation) check identifies bare footprints on the floor boards, coming and going from the various doors, but all inevitably disappearing into the room to the southwest (Area 3).

Treasure: Crossbow. Characters who actively search the bar discover a loaded light crossbow pinned underneath it. The bolt in the crossbow is silvered, as are the other nine bolts kept in a small box within reach of the weapon.

Obstacle: Stuck Door to Area 6. The mess in the kitchen has wedged the door connecting the stairwell between this area and there closed. Opening it requires a successful DC 12 Strength check.

3 - Stage

This large room is dominated by two huge tables, each surrounded by sturdy benches that once might have hosted lively audiences. A trio of smaller tables sit before a stage set against the southwestern wall, a platform that in happier times would have been the heart of entertainment and joyous gatherings. Now, it looms silently, a stark reminder of what once was.

The floor around the stage and tables tells a more sinister story. Pools of blood are splattered across the wooden planks, their dark, crimson stains a jarring contrast to the room's intended purpose of merriment. This grim sight is further disturbed by a discernible trail of blood that leads from the vicinity of the stage to a closed door in the southern corner of the room. The trail is marked by obvious footprints, suggesting a hurried, perhaps panicked, movement of at least one person or creature.

The **GHOULS** in Area 4 left the footprints. Aware of the character's presence, they're planning an ambush there.

Cold Spots. Evil's presence has left an incontrovertible mark on this area. When the character's first come into the area and see the blood, have them make Wisdom saving throws. The DC for the saving throw equals 10 + half the party's average level (rounded down). On a failed saving throw, the target is frightened of the room for 1 minute. The target can repeat its saving throw at the end of each of its turns, ending the effect on itself with a success.

4 - Meeting Room

As you step into the private meeting area of the inn, an appalling stench immediately overwhelms your senses, clashing starkly with the room's otherwise orderly setup.

In the center, a large table surrounded by chairs hints at past gatherings, now eerily silent. The southwestern wall features a shelf adorned with an array of trinkets and a prominent chest. Opposite this, the northeastern wall boasts a large bookcase, its shelves laden with leatherbound books.

This scene of quiet and scholarly reflection is abruptly shattered as a number of hideous creatures leap from their concealed positions within the room. These beings, with their gaunt, decayed appearances and hollow, lifeless eyes, move with a startling quickness and a clear intent of malice.

Encounter: Undead Menaces. The creatures are vicious undead. The number and types of creature present in this encounter depends on the party's average level, as shown in the table below. These vile things fight until destroyed.

Area 3 Encounters

Average Level	Encounter
1–2	1 GHOUL and 2 ZOMBIES
3–4	3 GHOULS
5–7	4 GHASTS
8–10	6 GHASTS

Investigation. The trinkets and goods on the southwestern wall's shelf are interesting, but don't hold more than 20 gp of value. Similarly, the nature and geography books on the shelf are nice, but relatively common in the region, worth no more than 70 gp total.

Secret Chamber. The bookcase in the northeastern side of the room obscures a secret chamber (4b). Finding this secret chamber requires a successful DC 15 Wisdom (Perception) check. Once discovered, a DC 13 Intelligence (Investigation) check is needed to find the book that serves as a lever to open the door.

Locked Trapdoor. There is a locked door in the secret chamber that leads down to the hidden section of the basement. A successful DC 15 Dexterity check using proficiency in thieves' tools unlocks the trapdoor.

5 - Toilets

As you step into the small room, a sense of eerie disquiet hangs in the air. Directly ahead, a large clawfoot bathtub looms, its cast iron form casting long, odd shadows in the flickering light. Despite its promise of warmth and relaxation, the tub now seems oddly out of place, contributing to the room's unsettling atmosphere. To one side, a single wooden stall is present.

Encounter: Toilet Ghoul. There is a **GHOUL** hiding in the toilet stall. If reduced to half its hit points or fewer, it attempts to flee to area 3 to join the other undead creatures there.

6 - Kitchen

The door connecting this area to the stairway between here and area 2 is stuck shut, due to the destroyed furniture. Forcing the door open requires a successful DC 12 Strength check.

As you step into the kitchen of The Sanguine Dawn Inn, the once orderly and bustling heart of the establishment, you're greeted by a scene of utter chaos. The large room, normally filled with the warm glow of the stove and the inviting aromas of cooking, is now a disarray of destruction. Shelves that once held an array of spices and ingredients have been torn from the walls, their contents strewn across the floor in a mix of colors and scents. The large stove, a centerpiece of the kitchen's modest appliances, stands cold and abandoned, surrounded by shattered crockery and broken utensils.

Treat this area as difficult terrain.

7 - Gardens

As you wander through the well-tended gardens on the south side of The Sanguine Dawn Inn, enveloped by the lush greenery and vibrant colors of the herbs and vegetables, you notice a shift in the atmosphere. The fog, more pronounced here, gathers gently around the quaint wooden fences, mingling with the earthy scents of rosemary, thyme, and the ripe tomatoes. It swirls softly, caressing the tops of the herbs and brushing against the robust vegetables, creating a scene of serene, otherworldly beauty.

Amidst this tranquility, a curious buzzing sound captures your attention, subtle yet unmistakable. It seems to emanate from nowhere and everywhere, a ghostly hum that resonates with the mystique of the fog-shrouded garden.

Encounter: Mi-Go Scientist. The first time the characters come to this part of the inn, there is a **MI-GO** scientist (see the appendix) hidden in the fog. It's observing the inn, keeping tabs on its specimens—the ghouls in Areas 3 and 5. The mi-go stays 60 feet away. However, a character who succeeds on a DC 20 Wisdom (Perception) check can see its glowing fronds through the mist.

8 - Upstairs

Trap: Weak Stairs. The ghouls occupying the upstairs have weakened the staircase's integrity. Spotting the trap requires a successful DC 13 Intelligence (Investigation) check. If a character steps onto the second to last step leading to the upstairs landing, the entire top portion of the staircase collapses. Any one on the stairs when this happens must make a DC 13 Dexterity saving throw, or fall to the lower level, taking 1d6 bludgeoning damage from the fall. Triggering the trap alerts the **GHOULS** in areas 4, 9, and 12.

After the characters avoid or trigger the trap, read the following:

As you tread along the upstairs hallway of The Sanguine Dawn Inn, the pervasive air of malevolence that haunts the lower floors seems to intensify. The common area, with its two tables and a large shelf filled with books and games, sits under a heavy veil of dread, the items untouched and gathering dust, as if abandoned mid-use. The chairs are scattered as though their occupants fled in a hurry, adding to the sense of unease. Shadows pool darkly in the corners, seeming to watch and wait. The numerous doors lining the hallway, each potentially leading to a guest room, are closed and silent, yet they emanate a foreboding aura, suggesting they harbor more than just empty beds.

The first time the characters come up the stairs, they can hear the **GHOULS** lurking in areas 9a and 12, who do nothing to conceal their presence.

THE SANGUINE DAWN INN - UPPER LEVEL

1 SQUARE = 5 FEET



9 - Bunk Rooms

Each room at the southeastern side of the inn features a pair of bunk beds.

Encounter: Ghouls in 9a. The southernmost bunk room contains fearsome undead, the number of which depends on the level of the adventure, as shown on the Area 9a Encounter table. The ghouls are feasting on a corpse; characters who listen carefully at the door and succeed on a DC 13 Wisdom (Perception) check can hear them from the hall.

Area 9a Encounters

Average Level	Encounter
1–2	1 GHOUL and a SWARM OF RATS
3–4	2 GHOULS
5–7	2 GHASTS
8–10	3 GHASTS

Treasure: Hidden Pack in 9a. A visitor to the inn hid their backpack underneath the armoire. The backpack contains the contents of a diplomat's pack (the food has turned) and 100 gp.

Traps: Caltrops in 9b. Caltrops cover the floor in 9b. Any creature that enters the area must succeed on a DC 15 Dexterity saving throw or stop moving and take 1 piercing damage. Until the creature regains at least 1 hit point, its walking speed is reduced by 10 feet. A creature moving through the area at half speed doesn't need to make the saving throw. The ghouls in the inn are aware of this trap.

Encounter: The Thing in 9c. A headless animated corpse wanders aimlessly in area 9c. The corpse uses the statistics of a **ZOMBIE**, except it is blinded and deafened.

10 - Single Rooms

The two rooms at the northeastern end feature a single bed, a desk, and an armoire.

Locked Door to 10b. The door to area 10b is locked, requiring a successful DC 15 Dexterity check using proficiency in thieves' tools to

unlock, or a successful DC 15 Strength check to break it down. Characters who listen at the door can hear a loud droning sound coming from within. If they encountered the mi-go in Area 7, they recognize it immediately.

Encounter: Mi-Go Scientist. Another **MI-GO** (see the appendix) scientist uses this room as a makeshift operating suite. It is operating on a destroyed ghoul. The mi-go is too fixed on its work to bother itself with the characters. It only fights if the characters persist or attack it. If it's reduced to half its hit points or fewer, it escapes through the nearby window.

Treasure: Mi-Go Tools. If the characters manage to kill the mi-go, they discover some of its tools. The tools can be used to implement unusual changes to biological creatures. To use the tools, the creature must spend 10 minutes using them with a non-construct creature within 5 feet the whole time. At the end of the duration, the creature must make an Intelligence (Arcana) check. Refer to the Mi-Go Tools Results to determine the outcome.

Mi-Go Tools Results

Check Result	Outcome
0 or less	The target must make a DC 15 Constitution saving throw, taking 21 (6d6) radiant damage on a failed saving throw, or half as much on a successful one.
1–9	The target must make a DC 15 Constitution saving throw, taking 10 (3d6) radiant damage on a failed saving throw, or half as much on a successful one.
10–14	Nothing happens.
15–19	The target regains 1d6 hit points. This outcome affects undead.
20–24	The target regains 2d6 hit points.
25 or higher	The target mutates. Roll on the Random Mutation table to determine what happens.

Random Mutation

d20	Mutation	Effect
1	Bioluminescent	The creature constantly emits dim light in a 20-foot radius.
2	Enlarged ears	The creature has advantage on Wisdom (Perception) checks made to hear.
3	Webbed fingers and toes	The creature gains a swimming speed equal to its walking speed.
4	Gills	The creature can breathe air and water.
5	Extra limbs	The creature gains an extra limb. It has a reach of 5 feet, and it can lift a number of pounds equal to five times the creature's Strength score. The creature can use it to do the following simple tasks: lift, drop, hold, push, or pull an object or a creature; open or close a door or a container; grapple someone; or make an unarmed strike. The GM might allow other simple tasks to be added to that list of options. It can't wield weapons or shields or do anything that requires manual precision, such as using tools or magic items or performing the somatic components of a spell.
6	Elongated limbs	The creature's melee reach increases by 5 feet.
7	Chameleon effect	The creature has advantage on Dexterity (Stealth) checks made to hide.
8	Retractable claws	The creature can use its claws to make unarmed strikes. When it hits with them, the strike deals 1d6 + the creature's Strength modifier slashing damage, instead of the damage normal for its unarmed attack. If the creature already has claws, the dice it uses increases by one step (from 1d4 to 1d6, 2d6 to 2d8, etc.)
9	Night vision	The creature gains darkvision out to 30 feet.
10	Telepathy	The creature gains telepathy out to 60 feet.
11	Acidic saliva	The creature can use its action to spit a glob of acid at a target that it can see within 30 feet of it. The target must make a Dexterity saving throw against a DC of 8 + the creature's Constitution modifier + the creature's proficiency bonus. On a failed saving throw, the target takes 2d4 acid damage. The creature can use this feature a number of times equal to its Constitution modifier (minimum of once), and regains all expended uses after completing a long rest.

Random Mutation (Continued)

d20	Mutation	Effect
12	Regeneration	The target can use its bonus action to regain 1d6 hit points. The number of hit points it regains increases by 1d6 at 5th level (2d6), and again at 11th (3d6), and 17th level (4d6). Once the creature uses this feature, it can't use it again until it completes a long rest.
13	Insectoid wings	The creature gains a flying speed equal to its walking speed.
14	Sonar sensing	The creature gains blindsense out to 30 feet. The creature can't use its blindsight while deafened.
15	Photosynthetic skin	The creature no longer requires food, so long as it spends at least one hour each day in direct sunlight.
16	Enhanced musculature	The creature's Strength score increases by 2.
17	Thermal vision	The creature gains blindsight out to 30 feet. However, creatures and objects that do not have heat signatures (such as undead or constructs) are invisible to the creature's blindsight.
18	Venomous bite	The creature can use its mouth to make unarmed strikes. When it hits with it, the bite deals 1d4 + the creature's Strength modifier slashing damage, instead of the damage normal for its unarmed attack, and the target must make a Constitution saving throw against a DC of 8 + the creature's Constitution modifier + the creature's proficiency bonus. On a failed saving throw, the target is poisoned for 1 minute. The target can repeat its saving throw at the end of each of its turns, ending the effect on itself with a success.
19	Scale-like skin	When the target isn't wearing armor, its base AC is 13 + its Dexterity modifier. It can use its natural armor to determine its AC if the armor it would wear would leave it with a lower AC. A shield's benefits apply as normal while the creature uses its natural armor.
20	Antennae	The creature gains advantage on Wisdom (Perception) checks.

A creature that mutates gains a disease. Until the disease is cured, the target can't regain hit points except by magical means, mi-go tools, or its own innate regenerative features (such as troll's regeneration) and the target's hit point maximum decreases by 3 (1d6) for every mutation it has every 24 hours. If the target's hit point maximum drops to 0 as a result of this disease, the target dies.

Removing the disease reverts the creature to its original state and it loses all the benefits of its mutation.

Once a creature uses the tools, the tools can't be used again for 24 hours.

11 - Deluxe Rooms

The two rooms in the northern corner of the build's upper level feature larger beds, shelves, and wardrobes.

Encounter: Ghouls in Area 11a. More ghouls occupy area 11a, anxious to sink their crooked teeth into the flesh of living prey. The number of types of ghouls here depends on the level of the adventure, as shown in the Area 11a Encounter table.

Area 11a Encounters

Average Level	Encounter
1–2	1 GHOUL
3–4	2 GHOULS
5–7	2 GHASTS
8–10	3 GHASTS

Treasure: Golden Key. One of the ghouls wears a gold key around its neck. The key's bow is carved to resemble a small, four-fingered humanoid claw. The key is worth 10 sp.

Encounter: Rats in Area 11b. A nest of foul rats covers every floor and surface of area 11b. The types and quantity of these rats depend on the level of the adventure, as shown on the Area 11b Encounter table. Ghoul rats are a new creature detailed in the appendix.

Area 11b Encounters

Average Level	Encounter
1–2	1 SWARM OF RATS
3–4	2 SWARMS OF RATS
5–7	3 GHOUL RATS* and 2 SWARMS OF RATS
8–10	6 GHOUL RATS*

12 - Owner's Suite

As you cautiously step into what was once the owner's suite of The Sanguine Dawn Inn, a chilling sight unfolds before you. The room, grand in its day, now exudes an air of decayed opulence. Dominating one wall is a large fireplace, its cold, dark hearth a stark contrast to the warmth it once provided. By the northern wall is an imposing four-post bed, its once-luxurious canopy torn and hanging limply, a ghostly remnant of its former grandeur. Beneath your feet, a huge bear rug, now matted and dusty, sprawls across the wooden floor. But it's the room's current occupant that freezes the blood in your veins. Towering over everything, an enormous undead abomination looms, standing easily 10 feet tall. Its grotesque form is a nightmare come to life, its skin a patchwork of decay. In its gnarled, monstrous hands, it mindlessly chews on a human leg, the remnants of its unfortunate victim. The sound of bone and sinew being crushed under its immense jaws echoes through the room.

Encounter: Super Ghoul. The large creature is a super ghoul. It uses the statistics of a **ZOMBIE OGRE**, except it is a CR 3 (700 XP) creature and has the following actions in place of its Morningstar attack:

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. Hit: 22 (4d8 + 4) piercing damage.

Claw. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. Hit: 18 (4d6 + 4) slashing damage. If the target is a creature other than an elf or undead, it must succeed on a DC 13 Constitution saving throw or be paralyzed for

1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Investigation: Bed Treasure. Characters who search the room discover a wide but short foot locker stuffed under the bed. A padlock prevents entry, but it's relatively simple, requiring only a DC 10 Dexterity check using proficiency in thieves' tools to unlock it. Otherwise, it has AC 15 and 2 hp. The chest contains a smaller unlocked chest with 100 gp and an iron key (used on the cell door in area 14c). There is also a masterwork longsword in a jeweled scabbard worth 50 gp.

13 - Basement Storage

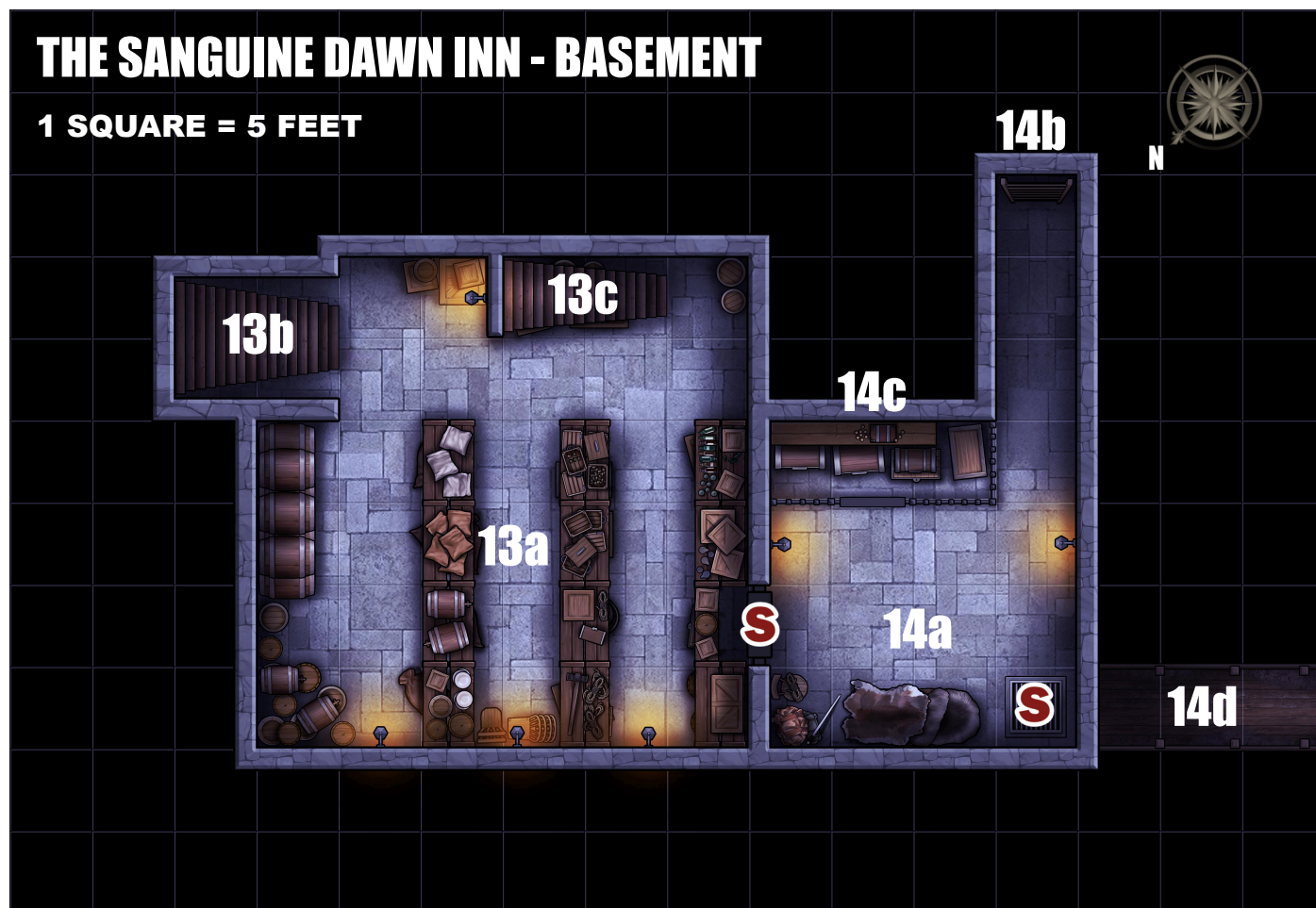
As you descend into the basement storage area, the air grows cooler and carries the musty scent of old wood and earth. The space stretches out before you, its dimly lit expanse revealing rows upon rows of kegs, each one neatly stacked and labeled. These barrels, dozens in total, hold the promise of ale, wine, and perhaps more exotic spirits.

At the center of the room, three six-foot tall shelves dominate, each one packed to the brim with an assortment of crates, sacks, and various tools. The crates, some of them slightly ajar, reveal glimpses of their contents—dried goods, perhaps, or spare parts for repairs. Sacks of grain or flour are piled haphazardly, their burlap surfaces stained and worn. Amongst these, a medley of other goods are haphazardly arranged: lanterns, lengths of rope, spare linens, and a miscellany of items necessary for the upkeep of a busy establishment.

The northernmost stairs (13b) lead up to a cellar door on the north side of the inn. The stairs against the southwestern wall (13c) lead up to the bar.

Treasure: Dry Goods. The goods here are relatively good condition. If the characters devise a way to carry them out of the tavern, they are worth 250 gp altogether.

Investigation/Trap: Secret Door. The wall



against the southwestern wall masks the presence of a secret door, detectable with a successful DC 16 Wisdom (Perception) check. A character who examines the shelf can make an Intelligence (Investigation) check. The table below determines what they learn; results are cumulative.

Area 13a Investigation Check

Check Result	Information Learned
9 or lower	Nothing
10–14	Lifting one of the lanterns on the shelf opens the secret door.
15+	If the lantern isn't lit before it is lifted, the door won't open. Additionally, it triggers the nail trap.

Lifting the lantern on the shelf opens the secret door, but only if it's lit. If someone lifts the lantern without first lighting it, a box of nails explodes. The trap makes an attack against the person lifting the lantern with a +6 to hit, dealing 1d4 + 1 piercing damage on a success.

Disabling the trap requires a successful DC 13 Dexterity check using proficiency in thieves' tools.

The secret door leads to area 14a.

14 – Secret Basement

Against the southeastern wall, a stark, iron-barred cell stands out. Inside the cell, an assortment of chests and crates are piled high, suggesting valuable or secretive contents. In the northern corner of this hidden chamber, away from the cell, lies a hastily assembled pile: a rugged backpack, a sheathed sword, and a coiled bundle of rope.

This secret basement was used by the inn's owner to store her earnings and offer a means to escape in case things took a turn.

The ladder in the southern corner (14b) leads up to the secret chamber in the meeting room, area 4b. The secret door from area 13 is obvious from this side. A latch to the left of it

opens it, no traps triggers.

Trap: Cell Door (14c). The cell is locked. The iron key in the owner's suite (area 12) unlocks the door without issue. Otherwise, a successful DC 15 Dexterity check using proficiency in thieves' tools unlocks it. However, the door is trapped. Anyone attempting to pick the lock must make a DC 16 Constitution saving throw, taking the full damage listed on the Area 14c Trap table on a failed save, or half as much on a success. Noticing this trap requires a successful DC 14 Intelligence (Investigation) check. Disarming it requires a successful DC 15 Dexterity check using proficiency in thieves' tools. Failing the check to disarm it by 5 or more triggers the trap.

Area 14c Trap Damage

Average Level	Damage
1–2	1d6 lightning damage
3–4	2d6 lightning damage
5–7	4d6 lightning damage
8–10	6d6 lightning damage

Treasure: Cell Loot (14c). The chests are loaded with copper pieces. The total treasure depends on the party's average level, as shown in the Area 14c Treasure table.

Area 14c Treasure

Average Level	Treasure
1–2	12,500 cp and 500 sp
3–4	20,000 cp and 2,000 sp
5–7	385,700 cp and 10,000 sp
8–10	500,000 cp and 15,000 sp

Investigation: Secret Exit. A large grate in the corner masks the presence of an escape tunnel. The tunnel connects the inn to the house across the street.

Ghoul Rat

Small undead, chaotic evil

Armor Class 12 (natural armor)

Hit Points 14 (4d6)

Speed 30 ft.

Str	Dex	Con	Int	Wis	Cha
8 (-1)	15 (+2)	11 (+0)	3 (-4)	10 (+0)	4 (-3)

Damage Immunities poison

Condition Immunities poisoned

Senses darkvision 60 ft., passive Perception 10

Languages —

Challenge 1/2 (100 XP)

Proficiency Bonus +2

Special Traits

Keen Smell. The rat has advantage on Wisdom (Perception) checks that rely on smell.

Pack Tactics. The rat has advantage on an attack roll against a creature if at least one of the rat's allies is within 5 ft. of the creature and the ally isn't incapacitated.

Actions

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 4 (1d4 + 2) piercing damage. If the target is a creature, it must succeed on a DC 10 Constitution saving throw or contract a disease. Until the disease is cured, the target can't regain hit points except by magical means, and the target's hit point maximum decreases by 3 (1d6) every 24 hours. If the target's hit point maximum drops to 0 as a result of this disease, the target dies. A humanoid slain by this attack rises 24 hours later as a ghoul, unless the humanoid is restored to life or its body is destroyed.

Mi-Go

This fungal, insectoid creature has stubby wings, multiple limbs, and a nightmarish head.

The mi-go are a space-faring people of great skill and vast malevolence. They travel in large numbers between worlds, somehow covering astronomical distances in months rather than decades.

Strange Technology. Their technology includes powerful techniques to implant mi-go elements and minds in others' bodies (or to extract them). They also have unparalleled mastery of living tissue in both plant and animal form. Mi-go merchants exchange psychic tools, surgical instruments, and engineered materials. They work these materials into fantastic objects such as void-crossing solar wings, glowing lampfruit, and purple starvines, which induce sleep.

World Colonizers. While they have their own secrets and goals, the mi-go also serve ancient powers from between the stars. They are devoted followers of Shub-Niggurath, goddess of fecundity and growth, and take their evangelical mission seriously. They colonize entire worlds in Shub-Niggurath's name, planting and harvesting entire species according to her will.

Brain Cylinders. The brain cylinder, a device that permits the extraction and maintenance of a living brain outside the body, is the apex of mi-go technology. Safely isolated in a mi-go cylinder, a humanoid brain can travel safely between the stars. They deploy, fill, and retrieve these cylinders according to mysterious schedules and for purposes. Indeed, most of their technology appears either revolting or simply bizarre to humanoids (plant folk are less disquieted by their functioning).

Mi-Go

Medium plant, neutral evil

Armor Class 17 (natural armor)

Hit Points 95 (10d8 + 50)

Speed 30 ft., fly 60 ft.

Str	Dex	Con	Int	Wis	Cha
16 (+3)	19 (+4)	21 (+5)	25 (+7)	15 (+2)	13 (+1)

Saving Throws Str +6, Con +8, Cha +4

Skills Arcana +10, Deception +7, Medicine +5, Perception +5, Stealth +7

Damage Resistances cold, radiant

Senses blindsight 30 ft., darkvision 120 ft. Passive Perception 15

Languages Common, Deep Speech

Challenge 5 (1,800 XP)

Proficiency Bonus +3

Special Traits

Deathly Spores. When a mi-go dies, its body crumbles into millions of spores. Each creature within 10 feet of the mi-go must succeed on a DC 15 Dexterity saving throw, or take 14 (4d6) poison damage and become poisoned until

the end of its next turn.

Unusual Nature. The mi-go doesn't require air, food, drink, sleep, or ambient pressure. It requires only minimum exposure to starlight a few times each year to sustain itself.

Actions

Multiattack. The mi-go makes two Claw or Psychic Bolt attacks.

Claw. Melee Weapon Attack: +7 to hit, reach 5 ft., one target. *Hit:* 17 (3d8 + 4) slashing damage, and the target is grappled (escape DC 15) if it is a Large or smaller creature.

Psychic Bolt. Ranged Spell Attack: +10 to hit, range 120 ft., one target. *Hit:* 17 (3d6 + 7) psychic damage.

Spore Burst (Recharge 5–6). The mi-go releases hallucinogenic spores in a 30-foot cone. Each creature in the area must make a DC 15 Dexterity saving throw. On a failure, a creature takes 21 (6d6) poison damage and is incapacitated until the end of its next turn. On a success, a creature takes half the damage and isn't incapacitated.