

SHL6-03

# Ghosts of Admundfort

## A One-Round D&D LIVING GREYHAWK<sup>®</sup> Shield Lands Regional Adventure

Version 1.0

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Admundfort has been recently liberated. Word has spread back to the rest of the Reclaimed Holy Realm of the Shield Lands of the horrors and depredations of the occupying Iuzians, reopening sore wounds for some who had given up hope of returning to the old capital of the realm. After hearing that the city has been opened to travel, the PCs travel there with hopes of uncovering treasure left behind by the former occupying forces of Iuz, and maybe witness for themselves a ghost town within city walls. PCs who have played *SHL5-05 The Man from D.Y.V.E.R.S.* might find special roleplaying outcomes. It is not necessary to have played it for XP, treasure, or primary story outcome. An adventure for APLs 2–12.

Based on the original DUNGEONS & DRAGONS<sup>®</sup> rules created by E. Gary Gygax and Dave Arneson and the new DUNGEONS & DRAGONS game designed by Jonathan Tweet, Monte Cook, Skip Williams, Richard Baker, and Peter Adkison.

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For questions specific to this document and your region, please e-mail your triad point of contact (POC) at [poc@shieldlands.net](mailto:poc@shieldlands.net); for LIVING GREYHAWK campaign questions email [rpgahq@wizards.com](mailto:rpgahq@wizards.com).

## RPGA SANCTIONED PLAY

Most likely you ordered this adventure as part of an RPGA even from the RPGA website, or you received it from your senior gamemaster. To play this adventure as part of the LIVING GREYHAWK™ campaign—a worldwide, ongoing D&D campaign set in the GREYHAWK setting—you must sanction it as part of an RPGA event. This event could be as elaborate as a big convention, or as simple as a group of friends meeting at the DM's house.

To sanction an RPGA event, you must be at least a HERALD-LEVEL gamemaster. The person who sanctions the event is called the senior gamemaster, and is in charge of making sure the event is sanctioned before play, runs smoothly on the date sanctioned, and then reported back to the RPGA in a timely manner. The person who runs the game is called the table Dungeon Master (or usually just DM). Sometimes (and almost all the time in the cases of home events) the senior gamemaster is also the table DM. You don't have to be a HERALD-LEVEL GM to run this adventure if you are not the senior GM.

By sanctioning and reporting this adventure you accomplish a couple of things. First it is an official game, and you can use the AR to advance your LIVING GREYHAWK character. Second player and DMs gain rewards for sanctioned RPGA play if they are members of the DUNGEONS & DRAGONS REWARDS program. Playing this adventure is worth one (1) point.

This adventure retires from RPGA-sanctioned play on December 31, 2007.

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## PLAYERS READ NO FARTHER

If you are planning on playing this adventure, stop reading now. The rest of the information in this adventure is for the DM only. If you read farther than this section, you'll know too much about its challenges, which kills the fun. Also, if you're playing this adventure as part of an RPGA-sanctioned event, reading beyond this point makes you ineligible to do so.

## PREPARING FOR PLAY

To get the most out of this adventure, you need copies of the following D&D books: *Player's Handbook*, *Dungeon Master's Guide*, and the *Monster Manual*.

Throughout this adventure, text in ***bold italics*** provides player information for you to paraphrase or read aloud when appropriate. Sidebars contain important information for you, including special instruction on running the adventure. Information on nonplayer characters (NPCs) and monsters appear in abbreviated

form in the adventure text. Full information on NPCs and monsters are given in Appendix 1.

Along with this adventure you'll find a RPGA Table Tracking sheet. If you're playing this adventure as part of an RPGA-sanctioned event, complete and turn in this sheet to your senior GM directly after play. You'll also find a LIVING GREYHAWK Adventure Record (AR).

## LIVING GREYHAWK LEVELS OF PLAY

Because players bring their own characters to LIVING GREYHAWK games, this adventure's challenges are proportionate to the modified average character level of the PCs participating in the adventure. To determine this modified Average Party Level (APL) follow the steps below:

1. Determine the character level for each of the PCs participating in the adventure.

2. If PCs bring animals that have been trained for combat (most likely dogs trained for war), other than those brought by virtue of a class ability (such as animal

CR	1	2	3	4
1/4 and 1/6	0	0	0	1
1/3 and 1/2	0	0	1	1
paladin's	1	1	2	3
mounts) or the	2	2	3	4
warhorse of a	3	3	5	6
character with	4	4	6	7
the Mounted	5	5	7	8
Combat feat,	6	6	8	9
use the sidebar	7	7	9	10
chart to			10	11

determine the number of levels you add to the sum of step one. Add each character's animals separately. Animals with different CRs are determined separately using the chart; then, take the highest CR animal (or animals), and add 2 (drop fractions). This result is the effective character level for a mixed-CR group of animals. A single PC may only bring four or fewer animals of this type.

3. Sum the results of step 1 and 2, and divide by the number of characters playing in the adventure. Round up to the nearest whole number.

4. If you are running a table of six PCs, add one to that average.

Throughout this adventure, APLs categorize the level of challenge the PCs face. APLs are given in even-numbered increments. If the APL of your group falls on an odd number, ask them before the adventure begins whether they would like to play a harder or easier adventure. Based on their choice, use either the higher or the lower adjacent APL.

APL also affects the amount of experience and gold a PC can gain at the end of the adventure. If a player character is three character levels or more either higher or lower than the APL at which this adventure is being played, that character receives only one-half of the

experience points and gold for the adventure. This simulates the fact that either the PC was not challenged as much as normal or relied on help by higher-level characters to reach the objectives.

Furthermore, a PC who is four or more levels higher than the highest APL supported by the adventure may not play the adventure.

LIVING GREYHAWK adventures are designed for APL 2 and higher. Four or five 1<sup>st</sup>-level characters may find the challenge of an APL 2 adventure difficult. Suggest the following to these groups to help increase their chances of success:

1. Enlist a sixth player.
2. Advise characters to buy riding dogs to help protect them, and fight for them.

## TIME UNITS AND UPKEEP

This is a standard one-round regional adventure, set in the Shield Lands. Characters native to the Shield Lands pay one Time Unit per round; all others pay two Time Units per round.

Adventurer's Standard Upkeep costs 12gp per Time Unit. Rich Upkeep costs 50gp per Time Unit. Luxury Upkeep costs 100gp per Time Unit. Characters that fail to pay at least Standard Upkeep will retain temporary ability damage until the next adventure, must buy new spell component pouches and healer's kits, and may suffer other in-game penalties (or possibly gain in-game benefits) as may be detailed in this scenario.

A character that does not pay for at least Standard Upkeep may also avoid the above-described penalties by living off the wild. If the character possesses four or more ranks in the Survival skill and succeeds at a Survival check (DC 20), the character will heal temporary ability damage as if he or she paid for Standard Upkeep, may refill spell component pouches and healer's kits, and may restock up to 20 arrows or bolts if the character has at least four ranks in Craft (bowmaking). The player is allowed to Take 10 on this roll.

More information about Lifestyle and Upkeep can be found in the "Lifestyle and Upkeep" section of Chapter 3 of the *LIVING GREYHAWK Campaign Sourcebook*.

## Adventure Background

The past few years have been eventful for the city of Admundfort and Walworth Island. Five years ago, the wizard Waquonis unseated Iuz's administrator, Wayne, of the Lesser Boneheart. Waquonis subsequently populated the island with countless abominations to make it impossible for Shield Landers attempt an assault to take the island.

In 594CY, Iuz learned that the Tower of the Shield Mages in Admundfort had a full spellpool within its walls. Waquonis was tasked with breaking it down, and at the end of 594CY Waquonis pierced the defenses of the

tower. While dueling with Waquonis, a Shield Mage destroyed the spellpool, unleashing centuries' worth of collected arcane energy. The unleashed energy destroyed most of the army besieging the tower.

Not long afterwards, a combined force from Dyvers and the Shield Lands was launched hoping to take advantage of the opportunity so as to unseat the Iuzian pirates who had long been using Admundfort as a safe harbor. It was a success, unseating the last remnants of Iuzians occupying the old capital city of the Holy Realm.

While the Iuzian occupation of the city was completely cleansed, it appears the menagerie of beasts left by Waquonis on the rest of the island was only slightly reduced. The walls of Admundfort had been breached in many places, and the liberating forcers were not enough to keep the ruined city free of the monsters.

But Admundfort was not lost. Since the liberation, a small enclave in the ruins, near the old Temple of Procan, has been made secure. The Enclave is under martial law, governed by a Knight of Holy Shielding. Entry into Admundfort has been strictly limited. The Shield Lands' navy and marines, and the Standing Army of the Shield Lands, come and go as they please, but everyone else first must obtain authorization.

## Adventure Summary

Aboard a ship, the PCs hear word of how the Iuzians were pushed out, that Walworth Island is infested with countless terrible beasts put there by Waquonis years ago, that the Shield Lander/Dyvers force wasn't large enough to hold the city, and many of the horrors from the island moved into the city through the many large breaches in the walls.

From there the PCs arrive to find that only a very tiny portion of the old city has been made "safe". Along the lakeshore, near the old temple to Procan, a few city blocks have had a palisade built around them, as well as naval barracks, marine barracks, and the bare essential shops to supply soldiers, sailors, and merchants. The reclaimed city is under martial law.

Upon arrival, the choices for the PCs are open-ended. With only a few establishments available, the PCs will be able to roleplay a few encounters with NPCs to learn the status quo in the City. The PCs quickly learn the only way they will be granted access into the ruins is with the Knight's approval.

The Knight will happily meet with the PCs and offer a handful of options for the PCs to "reclaim". The PCs can do each in any order they wish. There is no time requirement. The PCs can rest and re-equip between each mission as they wish. Consumable costs will be +50% list cost.

There will be three missions offered to the PCs.

**XP Story Award Note:** There are three events that PCs must fulfill in order to receive specific story XP awards during the course of this adventure. Please note whether PCs accomplish these during play and issue awards accordingly.

**Final Note:** There are numerous new monsters in the *Appendix*; you as the DM are advised to familiarize yourself with the monsters appropriate to the APLs being judged. Also, it is recommended you familiarize yourself with ghosts and the use of the *telekinesis* spell for attacks, as the ghost that is encountered in this adventure makes use of telekinesis to toss objects around at PCs.

## Introduction

Prologue – Please read or paraphrase to the players. They are not present during these events.

Simon Sharn, future Lord of Bright Sentry, sits in his room working on a diorama for his toy soldiers. He leans intently over his desk as the glow of an everburning torch lights his work area. So intent is he on manipulating the pieces on his table, that he is able to ignore the rolling thunderstorm outside his room. He is also able to ignore the whispers from outside his room...

*A man: "So, are you sure all we discussed is in place?"*

*A woman, Vayle, Simen's personal assistant and nurse: "You worry far too much. I know my duties and all has been done that needs to be."*

*The man again, this time a bit frustrated: "Look, we've stayed in the shadows for far too long. We must be ready by year's end."*

*Vayle, soothing, calming, confident: "Have not the profits promised from the Bright Sentry Foundry been funneled to the cause as promised? Hasn't the Master given his word that he will act as agreed? You worry far too much. Remember, our plans will ultimately succeed because each of us is an arm supported by..."*

*"...another five. Yes, yes, I know the dogmatic teachings. Very well. I will take you at your word. I still cannot believe you have been placed into the Household—"*

*"Enough of that. I must attend to Young Simen. It is time for his studies and no one must be suspicious. You should head back to Gensal."*

*"Very well, I take my leave. May the Six Strike as One."*

*"May the Six Strike as One, Captain Kruptan..."*

*Fade to black... for now.*

What follows gives a general history of events after the joint Dyvers/Shield Lands reclamation operation, as well as giving the current state of affairs in Admundfort. It will be the most reading you will have to do in this adventure. Read or paraphrase the following:

*Opportunity to acquire treasure has been drawing adventurers ever since word of Admundfort's liberation reached the rest of the world. You finally*

*received permission to enter Admundfort. As soon as the Standing Army granted you a 10-day right-of-entry, you set out on the first troop transport to Admundfort the next morning. The voyage took two days, and you arrived in the morning.*

*You knew Admundfort was in ruins, but what you see from the lake as your boat makes its approach to the Enclave's docks defies description. The city clearly bears the signs of war and occupation. The twin keeps at opposite ends of the city, at once time acting as anchors for the arching city wall, have been reduced to piles of rock. Entire neighborhoods near the northeast have been leveled. That must have been where the old Tower of the Shield Mages stood.*

*The old city walls have breaches in dozens of locations, some as wide as a city block. Not a single building you see outside the Enclave is intact and most show signs of fires.*

*As you sail closer you see The Enclave, and catch the reeking stink of the ruins. You're familiar with a faint odor among the stench... you smell the odor of decaying bodies that must be in the ruins.*

*The Enclave looks to be a small fortress town within the ruined city around it. You see a bustle of activity in claustrophobically packed streets. One building towers above all others, and is surrounded in scaffolding—the Cathedral of the Elder Wave. Right next to the lakeshore, in the middle of The Enclave's dock quarter, it is impossible to miss. Workers are framing a giant stained glass window of waves and a trident into the wall facing the lake.*

*"Funny ain't it," you hear the ship's first mate mutter. "The Heironeans of the Holy Shielding and whatever the hell those Heironeans from Dyvers call themselves were all so anxious to reestablish Heironeous in Admundfort... True to the history of the Shield Lands, the Heironeans still can't come to agreement on where, what, or how to rebuild a temple. But those Procanites would be damned if they were going to let anyone forget the Admundfort was once where their largest temple in the Central Flanaess. At least they know what they're doing in this gods-forsaken rathole."*

*Your boat slides up to the dock, right below the imposing face of the Cathedral.*

Give the PCs *Player Handout: Supplementary Introduction*.

The PCs have the opportunity to explore The Enclave as much as they desire. The Enclave is situated tightly around the old Cathedral of the Elder Wave along the lakefront. The new Cathedral is built upon the old one's ruins. There are very few amenities that would be found in a normal settlement because of the strict limitations on who is allowed to enter.

The Enclave has the feel of a military settlement for good reason. While Knights of Holy Shielding govern many settlements, baronies, and counties, Sir Galeoth Korsen is not the landed nobility here; he is the leader of the army stationed here. Martial law is observed.

Each day units sortie into the ruins nearby to clear out buildings. Next, through judicious castings of *wall of stone* wizards and sorcerers in the Standing Army extend the Enclave's walls around those buildings. Druids are *stone shaping* chunks of rubble into precise blocks as engineers request. Building by building, day by day, the old city is being reclaimed.

Most roads in The Enclave, as well as in the adjacent ruins, are barely wide enough to accommodate a horse-drawn cart. Except for the Cathedral, which is built right up to the lakeshore, there is a 50-foot setback from the lake to the nearest building. The 50-foot setback also extends around the Cathedral. This space might have taken on the function of an open-air market, except that soldiers of the Standing Army frequently use it for drills. The docks are a bustle of merchant activity. Dyvers' merchants seem to outnumber even Shield Landers. Most merchants are bringing supplies for the Shield Lands' navy and army here.

Most of the buildings facing the docks are used as warehouses for merchant goods, offices for the merchants, and storehouses for Shield Lands' military supplies.

Behind these warehouses in narrow alleys are the boarding houses for the merchant laborers and porters. Sailors can find cheap rooms here. Frequent fighting breaks out among these alleys, but in such a crowded military settlement like The Enclave they don't last long before they're stopped.

Buildings next to the gates are being used temporarily as military barracks. The PCs are being given free room and board if they sleep in the barracks.

Below are a list of locations of note where the PCs can have important interactions with NPCs.

- **The Docks:** Encounter one.
- **Cathedral of Procan:** Encounter two.
- **Dyvers Merchant's Guild:** Encounter three.
- **Sir Galeoth Korsen:** Encounter four.
- **Gates to Old Admundfort:** Encounter five.

**Development:** The Enclave has certain protections cast upon the entire area. It is compact enough that a *hallow* spell is in effect for the entire area within The Enclave walls. *Invisibility purge* has been fixed to the *hallow* spell.

The walls around The Enclave have *airtight* and *ethereal solid* augmentation (see *Stronghold Builders Handbook*). *Airtight* prevents *gaseous form* intrusion. *Ethereal solid* blocks ethereal intrusion.

A character with the trapfinding class ability that makes Search check DC 32 will discover one augmentation. A Search check must be made for each augmentation. A Disable Device check DC 32 will temporarily suppress the magic properties (as if *dispel magic* was cast up an

item) of a 5-foot-by-5-foot section of the wall for 1d4 rounds. If the Disable Device check is beat by 10 or more it is suppressed for 1d4 minutes.

The PCs may very well decide to go straight to Sir Galeoth's offices. You should give PCs a gentle nudge that they could wander around and talk to the general populace.

## Encounter One

Read or paraphrased the following:

*The dockfront is the lifeline of The Enclave in Admundfort. Warehouses and storehouses are set back fifty feet from the lakefront. The dockfront meets the lake with a stone walkway ten feet above the water, with stairs descending to the lake along each docking pier. Docks are fifty feet apart themselves, two on the west and two on the east. Each dock extends 200 feet into the lake.*

*The Cathedral of the Elder Wave, which is built right up to the lakefront, splits the dockfront in the middle. The massive building actually extends into the lake a few feet. The Cathedral would effectively separate the western dockfront from the eastern, except in front of the Cathedral's lakeside facing is a stone pier extends 500 feet out into the lake.*

*Built by the Procanites, the stone pier was designed for religious rites to be performed upon it. Followers now permit the stone pier to be used by merchant and naval vessels. A walkway extends from the pier around the Cathedral to the dockfronts providing a link between the east and west.*

**Development:** If the PCs wish to spend three hours lingering on the dockfront, they can attempt a Gather Information check DC 10 to learn the following.

- Dyvers merchants seem to have a monopoly of merchant shipments; a Shield Lands-flagged merchant ship hasn't been seen in weeks.
- The merchants' primary business is to supply the reclamation forces in The Enclave.
- New adventurer "heroes" seem to arrive every week in greater numbers seeking fortune in the ruins; a few that depart say they'll never come back again.
- Some laborers say that a friend of a friend's coworker's brother saw a group of men throw a limp body onto a departing soldier transport vessel minutes before it left just yesterday.
- The pay is great, but the prices for everything take it all. The Dyvers Merchant Guild is far too cutthroat in pricing for the average Shield Lander. Why are there no merchants from the Shield Lands' Merchant Society? Someone should do something about it!
- Sir Galeoth Korsen reminds people of an older Count Franz Torkeep. He took this post reluctantly

because he despises the thought of being a governing lord. He has refused to be elevated from Knight-Errant to a Vassal Knight. When he was young, his noble family pushed him into knighthood. Had he not been pushed into the Knights of Holy Shielding, he might have instead been a common soldier. [Knowledge (nobility) DC 10 to know that “Korsen” is the name of one of the in-exile noble families on the Shield Lands’ Council of Lord, currently represented by Countess Dylala Korsen].

- A new cargo ship, *The Re-reclamation*, hasn’t left port in at least week. Its captain stands on the deck flirting with men who pass by, but she refuses to step onto the docks. She’s invited a few men on deck for intimate conversation in her quarters. Read the **Special** subsection below if PCs follow-up on this.

**After Encounter 7:** If the PCs have discovered either the Dyvers corpses at the bottom of the pit in Encounter 7, or has gone to the Dyvers Merchant Guild offices and stores in Encounter 3, the PCs may attempt a Gather Information check (DC 30) (go ahead and tip the PCs off that they could assist another PCs skill check) to learn the following:

- There are rumors of a sub-cult of folks from Dyvers working with people from the Shield Lands. Where they meet and what they are up to is unknown.

**Special:** If the PCs follow-up on *The Re-reclamation*, they will find the captain on deck at the side of the vessel flirting with male passersby. The ship itself seems to have a full crew, mostly composed of women with a few men. The crew encourages the captain’s flirtations. The male with the **worst** Charisma score will be invited to “chat” with captain Yanara in her quarters.

“Yanara” is Trys in disguise. She refuses to step off *The Re-reclamation* because The Enclave is protected by a *hallow* spell, among other magical protections. Her disguise is impenetrable while she stays on her ship. Her mission here is to gather information on the goings on in The Enclave. She does this by playing the part of a sex-crazed lake-captain, working her charms on the male workers stationed here who haven’t seen a woman in a long time, and are self-conscious about their appearance.

**Special Note:** If a PC has an AR note regarding Trys from *SHL5-05 The Man from D.Y.V.E.R.S.*, at some point during this adventure, they will receive a message slipped to them by a sailor. The note says to come back to the boat without the rest of the party. If the PC does, Trys reveals herself to him.

If questioned about the events at the ending of *SHL5-05 The Man from D.Y.V.E.R.S.*, she admits she thugs captured her (she believes they were from a criminal guild in the Dyvers Alliance) after they last met, but she escaped (although she is missing her hat). She says she is playing this game of deception (pretending to be a captain) because of her ultimate goal. She is looking for a warrior who always has a black sash tied to his helmet,

and would sincerely appreciate if the PC would help her searches. Based on her research, Trys believes the man visits this port from time to time. If she does not see him soon, she will move on and search “other places...” If the PC wishes to continue the relationship, they gain “Double Trouble” on the AR. If they no longer want to continue the relationship they gain “Messy Breakup” on the AR.

- “Double Trouble”– You must spend part of your time helping Trys, your true love, search for the warrior with the black sash. This costs you 1 TU every time you play a Shield Lands regional module. Trys is **VERY** grateful.
- “Messy Breakup”– You broke it off with Trys. She did not take it well. You no longer receive “Trys” encounters in modules. During your next adventure, you suffer a –2 arcane penalty to all initiative checks. Now who could have put a spell on you...?

## Encounter Two

*The Cathedral dominates the sky. It can be seen from anywhere in The Enclave and, you guess, probably from the ruins too. Surrounded by scaffolding, there are workers busy all over it going in and out. It doesn’t have a roof yet, but with the number of workers you saw you don’t imagine it being too long. You can’t tell the difference between the clergy, the faithful, and the paid workers. Everyone seems to be busy with the reconstruction.*

Today, the Cathedral of the Elder Wave offers NPC spellcasting services for divine spells up to a 9<sup>th</sup>-level caster (see *LGCS 4.2*, p. 37) but only at their Cathedral in the Admundfort Enclave.

PCs can learn the following background material if they enter the Cathedral and talk to any member of the faith *without* having to make Gather Information checks.

- The faithful of Procan in the Shield Lands have waited for this era anxiously. As a god of the sea, the followers need to be close to water. After Admundfort fell they fled with everyone else, but when the Great Northern Crusade recaptured a small beachhead of Shield Lands territory, the Shield Lander Procanites’ only option was to relocate to Scragholme Island. The Pholtans in Bright Sentry were less than accepting.
- The Procanites were more eager to reclaim Admundfort than all other Shield Landers, almost earning them a reputation of not being able to put things in perspective. They feel vindicated now though.
- Procanites were important behind the scenes during the combined retaking of Admundfort. The Procanites’ tenacious defense around their old Cathedral grounds allowed the Shield Landers to establish a secure area around which to construct The Enclave.

- While Procan is a chaotic neutral deity, the followers rebuilding their Cathedral have every incentive to ensure The Enclave is a success, lest they lose their Cathedral again.
- Procanites are extremely proud of their Cathedral, and frequently brag that it once was the largest temple to Procan in the entire Flanaess outside of the Great Kingdom, second-largest after the temple in Atirr.

**Development:** If a PC decides to spend more than 3 hours lingering around the Cathedral, they can make a Gather Information check DC 25 (DC 15 if made after the figurehead from Encounter 6 is returned) to learn:

- Procan is a powerful deity of chaos. The highest-level clerics of the faith are conducting rituals designed to lessen the chaotic magic effects present on Walworth Island left behind by the destruction of the spellpool of the Towers of the Shield Mages. They have been able to extend the protection to the entire Enclave. But at the pace the Enclave is growing in area, the Procanites don't believe they will be able to extend the protection to cover future annexations without significant assistance.

**After Encounter Six:** If PCs come to the Cathedral inquiring about the ghost of the carpenter, the clerics of the Cathedral can impart the following bits of knowledge to the PCs.

- Ghosts will forever return to the place of their haunting until whatever prevents them from resting is righted.
- For 305 gp, the Cathedral of the Elder Wave will cast *divination* with regard to the question: *“How can the ghost of the carpenter be put to rest?”* The answer is: *“Return the figure of its obsession to the home of its passion.”*

## Encounter Three

*Situated in a prime location at the corner between the docks and Cathedral setback, the Dyvers Merchant Guild offices are more than a center for business operations. This building also has a store that is extremely busy selling everything you can imagine. There are warehouses behind the offices and store, but you can't see a door or a window to them. As best you can tell they must be part of the Dyvers operation because those warehouses abut the Dyvers offices.*

Those warehouses do indeed connect to the Dyvers office and store. No admittance is allowed into the warehouses unless the person presents identification. Scrying and divinations of all sorts, such as *detect thoughts*, do not work within the Dyvers Merchant Guild complex.

The PCs can purchase anything sold here at any point during play, not only at the beginning or end of play.

The following lists are also to be found in the handouts in the *Appendix*.

The Dyvers Merchant Guild store sells anything from the following tables at **+50%** the list price (members of the Standing Army metaorg receive items at list price):

- **Table 7-3:** Trade Goods
- **Table 7-5:** Weapons (Small & Medium)
- **Table 7-6:** Armor and Shields
- **Table 7-8:** *Goods and Services*, except food, drink, and lodging and you can't have spells cast on you by an NPC.
- Any potion or oil from the *DMG Table 7-17* with a market list price of 750 gp or less.
- Any scroll from the *DMG Tables 7-23 & 7-24* with a market list price of 750 gp or less.
- You may purchase a masterwork, cold iron, or silver weapon or ammunition of a type listed on **Table 7-5: Weapons** in the *PHB*. Cold iron per the costs listed in the *DMG*, page 284, and silver per the costs listed in the *DMG*, page 285. A PC still pays +50% above the market price when purchasing it here.

**Development:** If there are 5 or more PCs and a PC decides to spend 5 hours lingering around the Dyvers Merchant Guild offices, the PC can attempt to make the following checks below in order. Confirm with them each time that they wish to continue to the next check before you have them roll:

- Make a successful Disguise check DC 20 (DC 10 with an intact outfit from Encounter 7), **and...**
- Make a successful Forgery check DC 15, (skip this check if the PC has found the expertly forged id papers from Encounter 7, and uses them instead) **and...**
- Make a successful Bluff check DC 20, **and...**
- Make a successful Open Locks check DC 30, **and...**
- Make a successful Hide check DC 30, **and...**
- Make a successful Listen check DC 30, ...

And the consequences:

- If either the Disguise, Forgery, or Bluff check fails, the PC is noticed, is thrown out of the complex, and is refused reentry into the store or offices.
- If the Open Locks or Listen fails, the PC either never gets in a position to overhear, nor ever overhears the conversation snippet below, but is still able to withdraw safely.
- If the Hide check fails the PC is still able to overhear the conversation, but is captured by overwhelming force and kidnapped from the rest of the adventure. The PC is then tortured until what was overheard is spilled... and also when the interrogators are convinced. The PC will be released and placed aboard the boat as it leaves, just when the character's authority to stay in The Enclave expires. The PC

begins play in the next mod *disabled*, stable at 0 hit points, and conscious.

If each and every one of those checks are successful, then the PC has successfully disguised himself or herself as a Dyversian merchant with accurate-looking identification papers, is able to bluff their way past a doubting security guard, and then open the lock to an off-limits area. The PC is then able to find a spot to hide adjacent to a room where a whispered meeting is being conducted. That PC is then able to overhear whispered through the stone walls (take PC aside and read or paraphrase the following):

*... still doesn't know, so let's keep it that way. We're seeing some successes but we need to strike soon or we could lose our positions throughout the Nyr Dyv. You know how important this operation is, if the Knight learns we've infiltrated the...*

Then noise from around the proximity drowns out the whispers through the walls. The PC is able to withdraw safely.

## Encounter Four

*Sir Galeoth conducts day-to-day business in a spartan room inside a warehouse building serving as a makeshift "keep". He has a desk, on which are two bins with sheets of paper; one with "For Soldiers" written on it, and the other with "EXTREME DANGER" written on it. He is a harried, but upbeat man with an air of a grizzled old drill sergeant constantly encouraging the best out of others.*

During conversation Sir Galeoth is constantly interrupted by lower-rank soldiers bringing reports, or scribes bringing the latest market rates of goods to be purchased.

He is extremely enthusiastic about what the Shield Lands have been able to accomplish in the past six years. He is very knowledgeable about heroic deeds done in the name of the Shield Lands, and is very happy to use any occasion of a visitor to expound in exaggerated detail the outcome of events described in past Shield Lands modules.

As a Knight of Holy Shielding he is a devout worshipper of Heironeous, but he is in no rush to reestablish a Heironean temple in Admundfort. He also doesn't begrudge the Procanites expending so many resources rebuilding their Cathedral as he is fully aware of its meaning to the faithful of Procan. He is also aware of the benefit of having good relations with sea god's clergy in a port.

Sir Galeoth is also quite satisfied with involving the Dyvers Merchant Guild in supplying The Enclave's needs. He believes that members of the Council of Lords who don't feel the cost of reclaiming Admundfort is justified have compromised the Shield Lands' Merchant Guilds, making them unreliable. He also believes the Dyvers Merchant Guild is giving the operation market

rate prices, but has a suspicion that everyone else is being price gouged. As long as he gets his supplies at a just cost, he has no motivation to challenge the Dyvers Merchant Guild.

When Sir Galeoth meets the PCs he will greet them brusquely. (If the DM knows of some past Shield Lands adventures he can have Sir Galeoth ask if certain PCs were involved in specific adventures.) He won't let PCs ask too many questions before he himself brings up the matter of entering the ruins of old Admundfort.

Scouts, sometimes Greycloaks, have been scouting prospective buildings for future reclaiming. He knows the PCs wish to enter the ruins. He grants them authority to enter the ruins only if they agree to go to specific buildings chosen for cleansing.

For PCs who agree to his terms, he has a few warnings about entry into the ruins:

- All varieties of horrors, from minor nuisances like wandering mindless undead to basilisks, behirs and beholders have been spotted in the ruins. It is safest to go only to the buildings selected. The scouts have prepared these missions assuming the PCs go there and straight back. Wandering off into the ruins could result in unexpected meetings of lairing monsters more powerful than you are capable of.
- Casting arcane spells on Walworth Island have unstable effects right now. The destruction of the spellpool in Tower of the Shield Mages has been having unexpected effects. The Enclave is more stable, but mishaps have been known to happen even here.
  - **Note:** all *arcane* spell-like effects and spells cast on Walworth Island will function as per a *rod of wonder* affect with a mishap percentage chance based upon APL:
    - APL2—10% for a miscast
    - APL4—15% for a miscast
    - APL6—20% for a miscast
    - APL8—25% for a miscast
    - APL10—30% for a miscast
    - APL12—35% for a miscast
- He knows the PCs have come expecting to take treasure. He's okay with that. He believes that long ago any of the Shield Landers' possessions or belongings left behind were removed with Vayne's occupying forces when Waquonis expelled them. Anything they find is theirs.

**Development:** If PCs agree to complete his requests he'll exclaim his pleasure "*Fantastic!*" while he reaches into the bin marked "**EXTREME DANGER**". Each time the PCs complete a cleansing mission, he grabs the next mission from the same bin with a wry grin on his face, and a wink.

**Obtaining Missions:** Sir Galeoth tells them he gives them missions based on how successful prior missions are. Each time they come back, he asks them details of how they did and gives a lot of "*Oh really*" and "*Uh-huh*" responses.

Sir Galeoth gives PCs only one mission per day, telling PCs to return the next day for the next mission. When PCs are ready he hands them their next mission saying, ***Well then, based on your last performance this seems right up your alley!***

Each mission paper he hands the PCs is essentially a sketch of the observed grounds and notes from the scout. There is no required order of completion:

- **Mission Handout #1: Encounter 6 – Artisan Shops.** Located in an artisan neighborhood. A relatively intact grouping of buildings (see city map). The PCs will discover a ghost. PCs enter from the top of the map.  
Special note: If the PCs haven't vanquished the ghost by returning the figurehead, Sir Galeoth summons them back to his office to confront them about not fulfilling the mission. He orders the PCs to return to the site to complete the mission for good this time, or else they will be forbidden from ever returning to The Enclave. PCs can speak with the Cathedral of the Elder Wave to learn more about vanquishing ghost if they need to (see Encounter Two).
- **Mission Handout #2: Encounter 7 – Mansion Grounds.** A ruined residence, formerly of a wealthy merchant with extensive underground rooms. Located just off of the Grand Promenade to the north. PCs will encounter vermin or aberrations depending on APL. PCs enter through the gatehouse.
- **Mission Handout #3: Encounter 8– Naval Quarter barracks.** Among the grounds of the old Shield Lands' naval quarter. Buildings have been mostly leveled here. PCs will encounter living spells.
- If PCs decide to wander too long into the ruins they will find very powerful monsters waiting. All of these monsters are straight from the *Monster Manual*.
  - APL2—They may encounter either:
    - **Animated Object (wagon), Huge:** (EL 5), hp 84, or...
    - **Basilisk:** (EL 5), hp 45, or...
    - **Displacer Beast:** (EL 6) hp 51, 51, or...
    - **Gauth:** (EL 6), hp 45.
  - APL4—They may encounter either:
    - **Animated Object (trebuchet), Gargantuan:** (EL 7), hp 148, or...
    - **Behir:** (EL 8), hp 94, or...
    - **Carriion Crawlers (x4):** (EL 8), hp 20, 20, 20, 20, or...
    - **Chaos Beast:** (EL 7), hp 44.
  - APL6—They may encounter either:
    - **Animated Object (house), Colossal:** (EL 9), hp 256, or...
    - **Chimeras (x3):** (EL 10), hp 76, 76, 76, or...
    - **Destrachan (x2):** (EL 10), hp 60, 60.
  - APL8—They may encounter either:

- **Cryo-Hydra, Eleven Headed:** (EL 12), hp 118.
- **Devourer:** (EL 11), hp 78, or...
- **Digester (x8):** (EL 12), hp 68, 68, 68, 68, 68, 68, 68, or...
- **Dire Tiger (x4):** (EL 12), hp 120, 120, 120, 120, or...
- **Displacer Beast Pack Lord:** (EL 12), hp 203, or...
- APL10—They may encounter either:
  - **Beholder:** (EL 13), hp 93 or...
  - **Displacer Beast Pack Lord (x2):** (EL 14), hp 203, 203, or...
  - **Truly Horrid Umber Hulk:** (EL 14), hp 270, or...
  - **Werewolf Lord:** (EL 14), hp 132.
- APL12—They may encounter either:
  - **Abyssal Greater Basilisks (x4):** (EL 16), hp 189, 189, 189, 189, or...
  - **Beholders (x3):** (EL 16), hp 93, 93, 93, or...
  - **Death Slaadi (x2):** (EL 15), hp 142, 142, or...
  - **Werewolf Lord (x2):** (EL 16), hp 132, 132.

**REMINDER:** A vital reminder, don't forget to tell players that they do not have to complete each mission right one after the other. They are here for multiple days, and can rest and recuperate completely between each mission!

## Encounter Five

*Located at the northern extent of The Enclave, along the old main route going north, a gatehouse has been built here, 30 feet tall. A contingent of at least fifteen soldiers are visible atop the walls looking out, atop the gatehouse looking in, and on the road watching passersby. The gate doors are closed.*

The soldiers will greet the PCs and prevent them from passing out of the Enclave. The PCs need only present their "mission paper" to be allowed exit. Some of the guards will express barely concealed disbelief at the PCs for leaving in such a small group.

There are a handful of very competent spellcasters within the gatehouse who are ready for any emergency from outside the walls, or from inside the walls. They also maintain the magical protections on the walls that detect creatures passing, including *permanent alarm* spells among others.

**Development:** If the PCs ask the soldier(s) what party makeup they recommend, the PCs can learn the following.

- Most soldiers recommend at least a contingent of twenty soldiers minimum, plus arcane and divine spellcaster support.

- Divine support is needed because undead have been found in great numbers.
- Arcane support is ideal because few are better at unleashing wide area covering spells to destroy the countless vermin all at once.
- Despite having spellcaster backup, they have seen their magic backfire when it is unexpected and least helpful.

## Encounter Six

*This neighborhood of buildings is strangely mostly-intact, for having endured multiple occupations and attacks over the past 15 years. Almost as if the occupiers have actively avoided it.*

There is a ghost in this neighborhood. PCs will get encounter XP for destroying the ghost, or for putting it to rest. There is an XP story award that is granted only for returning the figurehead to the Cathedral.

The surrounding buildings here have been haunted. In truth, a single building is the site of the haunting, but because it is in the midst of a series of artisan storefronts, all adjacent to each other, the whole block has been avoided.

Finding the ghost may not be an easy trick. First, although he usually stays in his workshop day and night, working on finishing his job (see below), he occasionally forages out (no more than 200 feet from his building) looking for construction supplies (that no longer exist). Secondly, there are all sorts of noises (creaking doors on hinges, strange yowling of wind through cracks in walls, footsteps echo from around a corner, etc.). These noises may draw the party into any of the surrounding buildings.

This encounter could go very long and take a lot of time. While asking PCs for their Search check rolls, the DM should take special note to *keep the searching of the neighborhood moving swiftly*.

In the buildings they can find any of the following (each once):

- An apothecary shop.* A map hidden under some rubble. A Search check (DC 25) finds it. The map leads to building "H" in the neighborhood. The spot in the building marked "X" is a secret cache in a wall. It is now empty.
- A tinsmith shop. A pair of skeletons, missing their skulls. They appear to be of two children.* Strands of ancient rope are still twisted over the wrists. A Heal check (DC 30) can determine both were halfling females. After examined, screams calling for help alternating with moans of ecstasy come from outside the walls.
- Chandler (candlemaker).* Once stepping inside, a random PC suddenly feels nauseous and vomits; mixed in with the half-digested food are recognizable humanoid parts.

- Clothier.* While exploring here, very tiny spiders crawl out of the cracks and begin following one PC about the building. Like overfond pets, they crawl onto him to nestle into his clothing.
- Cooper (barrelmaker).* One building is so beat up from the original owners neglect that it appears rickety. If the party tries to explore it, describe the bricks beginning to fall, walls creaking, etc. The party needs to escape in 2 rounds. If they do NOT escape in time, the building collapses around them! As the timbers above fall, the floor below collapses. The debris is piled in such a way to build a shelter above their heads. Without magic it will take 1d4 hours to free any PC caught in the mess.
- Breadmaker bakery and shop.* Rats are seen fleeing from some direction. After investigation, nothing is discovered why.
- Fortuneteller. A very large raven with dangerous red eyes sits in the rafters of this roofless building.* It watches the PCs secretly (Hide DC 25). If spotted, it lets loose a piercing "**CAW**" and disappears in a cloud of feathers. All characters within 75 feet must make a Will save (DC 15) or be deafened for 1d6 x 10 minutes.
- Shoemaker shop.* While in this building a PC encased in heavy armor feels the touch of something that feels like cold, wet, blind mice squirming between his armor and skin; removing the armor reveals nothing amiss.
- Weaver shop.* Footsteps are heard echoing just around the corner. When PCs investigate, nothing is found, but footsteps are heard just beyond another corner.
- Carpenter shop.* Smoke trickles out of this building's chimney. When the PCs enter, the fireplace is cold and dead. Quont is in this building.
- Glassblower shop.* A successful Search or Spot check (DC 15) reveals that all of the furniture on the ground floor was recently moved around, then meticulously put back in place the moment the PCs glimpse again.

No windows were drawn on the buildings, nor were interior walls or furnishings. Feel free to improvise interior wall layouts, furniture, and debris. Most of the buildings should be mostly intact because of Quont's haunting and wandering the neighborhood has frightened Iuzian looters during occupation.

Quont Jythson begins the encounter with an *unfriendly* attitude. Once initiative has been rolled his attitude becomes *hostile*. It will then take a Diplomacy check that changes Quont's attitude to *friendly* or better before he will avoid combat and listen to the PCs.

### APL 2 (EL 4)

**Quont Jythson:** hp 19; see *Appendix*.

#### APL 4 (EL 6)

Quont Jythson: hp 32; see *Appendix*.

#### APL 6 (EL 8)

Quont Jythson: hp 45; see *Appendix*.

#### APL 8 (EL 10)

Quont Jythson: hp 58; see *Appendix*.

#### APL 10 (EL 12)

Quont Jythson: hp 71; see *Appendix*.

#### APL 12 (EL 14)

Quont Jythson: hp 84; see *Appendix*.

**Development:** The ghost, Quont Jythson, was inside the walls of his building so he heard the PCs approaching well before they enter. When the PCs enter the haunted building, Quont Jythson waits until the moment when a thief- or warrior-*appearing* character (preferring thief first) is isolated and no one is looking at that character so as to attempt its malevolence special ability to possess that character (Will negates; APL 2–10 DC 16; APL 12 DC 19).

If the PC is possessed, Quont Jythson uses the character to speak. You can give the PC *Handout #4* to read, or you can read or paraphrase the following:

***You thieves should leave now. There is nothing of worth for you to find here. If you don't leave I can make this terribly painful for you.***

If the PC was alone when he entered the building, Quont will make the possessed PC walk out to the street and speak the same phrase above.

He will pause very briefly (10 seconds, or so) for a reply affirming his command. If no agreement after the pause is over Quont will say (read or paraphrase the following): ***I mean it! Leave now, or else...***

He waits another 10 seconds or so before he angrily cries: ***May the Storm Lord spit oceans on The Old One!***

... And then...

- **APL 2–8:** he then uses *telekinesis* to *violently thrust* the large table in the room upon the possessed PC (12 points of damage).
- **APL 10 and 12:** he uses *telekinesis* to *violently thrust* a heavy chunk of rubble upon the possessed PC.
  - 12d6 points of damage; APL 10
  - 13d6 points of damage; APL 12

Roll initiative, and at Quont's first turn he will exit the possessed PC sinking into the floor, attempting to attack the PC with an incorporeal touch attack to use his *draining touch* special ability.

Continue to **Tactics** below to see how the rest of combat will flow.

If the PC's Will save is successful, assuming a fight will now break out, Quont will cry:

***May the Storm Lord spit oceans on The Old One, and Undertow strike dead thieves like you!***

Roll initiative. **Note:** A quick thinking PC make the religious connection, but also feel free to let players use their metagame knowledge.

- Otherwise a Knowledge (religion) (DC 15) allows the PC to know that Storm Lord is a name for Procan, more commonly used by Procanites who don't live by oceans, and *Undertow* is Procan's trident.

Quont's first action in the round, assuming no one tries to convince him the PCs are not followers of Iuz, is to use *telekinesis* to *violently thrust* the large table in the room upon the attempted possessee and violently thrust all other PCs into the nearest walls (see above for details, Quont's *Appendix* entry, and be familiar with the *telekinesis* spell).

Continue to **Tactics** below to see how the rest of combat will flow.

**Development Notes:** Quont is here guarding the last project he was working on. The Cathedral of the Elder Wave hired him to carve a ship's figurehead to be used in the creation of a *living figurehead*. Never before had the clergy of his faith asked anything of him, and it filled him with pride to be hired for such a prestigious project.

Stubbornly, he refused to leave when the rest of Admundfort evacuated. He couldn't find anyone who would help him carry the 300 lb. unfinished figurehead. He finished carving the figurehead just as the last Shield Lander had left and the Iuzians were entering the city. He died defending his home, and arose from death to prevent anyone from finding his prized carving, and he has defended it from discovery in the years of occupation since.

The occupation armies of orcs and hobgoblins learned to leave the neighborhood alone because of his tenaciousness.

Quont is only put to rest only by returning the figurehead to the Cathedral of the Elder Wave. If Quont is not put to rest he will return to his building in 2 days time. Sir Galeoth will send the PCs back to finish the mission if Quont returns. If PCs are confused about what to do Sir Galeoth recommends they speak with the clerics at the Cathedral of the Elder Wave to learn what to do about vanquishing ghosts.

**Tactics:** Give the PCs ample opportunity to discover that Quont is a worshipper of Procan. A clever PC who can *detect evil* will discover that Quont is not evil. Once either of those two is discovered, allow the PCs ample opportunity to talk Quont out of fighting. The following are examples of what PCs can do to get Quont to stop fighting.

- A cleric, druid, paladin, or other holy warrior of a good deity (or any of the Oeridian wind and sky gods) who is actively brandishing a device with their holy symbol. A religious symbol painted on armor or a shield, or as a pendant, will not suffice.
- A PC who mentions that Iuzians have been expelled from Admundfort, and Shield Landers are starting to reclaim the city ruins slowly. (This neighborhood was long avoided by the Iuzians, except for brave thieves trying to find loot, so Quont never knew when the Iuzians evacuated and has assumed the people he has seen lately were just more thieves.)
- A PC who mentions that the Cathedral of The Elder Wave is being reestablished.
- Diplomacy or Charisma checks are at DC 35 to get him to change his attitude and pause fighting to listen to the PCs.

The above list is only a list of some examples. But once conversation has revealed Quont's reason for remaining after death, Quont asks PCs if they are willing to help him deliver his carving to the Cathedral. Because it weighs 350 lbs his *telekinesis* won't work. Once the figurehead is returned to The Enclave, Quont's haunting ceases and he finally passes on.

However, when fighting is engaged, Quont makes every opportunity to reuse his *telekinesis* special ability as soon as he is able to *violently thrust* chunks of rubble around the room at PCs. Ghosts must see targets to be able to attack with *telekinesis*. Use your own judgment on the size and quality of rubble Quont can use.

When not using *telekinesis*, Quont attempts to possess warrior-appearing PCs and use that PCs weapons to attack spellcaster PCs. When there are no more PCs to possess Quont uses his draining touch.

**Treasure:** In a basement workshop is Quont Jythson's figurehead carving. PCs need to be able to move 350 lbs to get it back to The Enclave. Returning the figurehead carving to the Cathedral of the Elder Wave will end Quont's haunting. The figurehead carving is expertly detailed and ornate. Carved in the shape of the forequarters of a shedu, made of mahogany and overlaid with gold leaf, it is worth 10,000gp if PCs keep it for themselves. However, this treasure value is over the adventure cap.

However, returning the figurehead carving is the only way to end Quont's haunting permanently. He will come back otherwise.

**Note:** PCs receive Story Award XP at the end ONLY IF they are able to put Quont to rest....

APLs All – loot (10,000 gp)

## Encounter Seven

*This looks to be a residence to a low-ranking noble, or a wealthy merchant. Once a three storied mansion with a walled off courtyard, the mansion has been*

*completely gutted, leaving only the outer walls as a shell with a portion of the roof overhead.*

*Looking in through the gates you see the courtyard has a few pieces of debris scattered around. It is dark inside the mansion from where you stand.*

There is nothing of worth in the courtyard. In the mansion, the all floors above have collapsed, and the ground had likewise collapsed into a massive depression taking up the entire inside. In the middle of the depression is a 5-foot wide hole. The ground of the depression is composed of rubble, making it possible to be burrowed through.

- The depression is filled with *dense rubble* (see *DMG* page 60). Each square of terrain costs 2 squares of movement, no running or charging. DC of Balance and Tumble checks increase by 5, and Move Silently checks by 2.
- Characters are considered to be balancing in every square they stand in at all times, unless they are flying or have another appropriate alternate movement mode. Therefore in a round when a PC is hit for damage, a Balance check (DC 15) is needed to prevent being knocked prone.

### APL 2 (EL 4)

**Advanced Monstrous Centipede, Large (4):** hp 18, 18, 18, 18; see *Appendix*.

### APL 4 (EL 6)

**Advanced Monstrous Spider, Large (4):** hp 32, 32, 32, 32; see *Appendix*.

### APL 6 (EL 8)

**Bloodmote Cloud (2):** hp 65, 65; see *Appendix*.

### APL 8 (EL 10)

**Advanced Chwidencha (1):** hp 152; see *Appendix*.

### APL 10 (EL 12)

**Advanced Ocularon (1):** hp 112; see *Appendix*.

### APL 12 (EL 14)

**Advanced Ocularon (2):** hp 112, 112; see *Appendix*.

**Development:** When PCs begin walking down into the depression to investigate the hole, various creatures depending upon APL attack when the first PC is 10 feet from the hole. The entrance is 5 feet wide. It is 60 feet deep and widens to 10 feet wide after 10 feet down.

At the bottom are twelve corpses, one day old. They are unremarkable, except they all of the remains have Dyvers Merchant Guild identification papers. Five bodies have one tattoo type; seven others have another tattoo type. A successful Knowledge (local: Volverdyva metaregion) DC 15 will reveal, or a character that has played any module from a region in the Volverdyva metaregion or played *The Man from D.Y.V.E.R.S.* or played any Core adventure set in Dyvers can attempt an Intelligence check DC 10 to know:

- The tattoos are of two of the criminal guilds that make up the Dyvers Alliance, five Smugglers and seven Infiltrators.

The remains have been badly chewed upon (in the ocularon's case, the faces have been destroyed as it ripped it apart getting the eyeballs). In all cases, there isn't enough of the corpses to fulfill a *Speak with Dead* spell.

**Tactics:** Different tactics based on APL:

- **APL2**, the centipedes emerge out of the hole moving at accelerated climb speed (80 feet or 16 squares, Climb DC 20), and Taking 10 using their Climb skill (+11 bonus) the monstrous centipedes automatically succeed on every Climb check. Monstrous centipedes have no need to make Balance checks on the *dense rubble*. The monstrous centipedes' lair has been disturbed and will fight until death. Being mindless vermin, they simply attack the nearest unfamiliar creature.
- **APL4**, the walls of the mansion have sparse strands of webbing, upon which the monstrous spiders move at accelerated climb speed 40 ft. (8 squares) without failing their Climb checks. A Spot DC 30 (or DC 20 within bright illumination) is needed to see the webbing. The monstrous spiders are perched in webs 35 feet above the depression, hidden with partial concealment (Spot DC 35 to notice the monstrous spiders in the webs above). The monstrous spiders begin by allowing the PCs to enter the depression at least 10 feet in from the walls, and then throw their webs upon the PCs and descend to fight until death.
- **APL6**, the bloodmote clouds are within the rubble beneath the depression. Because of their Fine size they can move through the open spaces in the rubble without difficulty. The bloodmote clouds wait until the PCs are at least 10 feet from the hole opening and then emerges from the rubble in the same squares are the PCs nearest to the walls and fight to the death.
- **APL8**, Chwidenchu can burrow. It waits until a PC is within 10 feet of the depression's hole (it has tremorsense) and then burrows out from the rubble underneath that PC and attacks. If it obtains a grapple against a PC, the next round it tries to hold (-20 grapple check) that PC and continue attacking other PCs.
- **APL10-12**, the ocularon(s) are located at the bottom of the hole, off to the sides in *passwall* nooks they created the instant the PCs entered the mansion grounds. The PCs were spotted from either an ocularon's animate eyeballs or *arcane eye* allowing the ocularon(s) to precast *invisibility* on themselves and *darkness* to fill the bottom of the hole.

Each ocularon has **four** animate eyeballs out in the room above in tiny nooks and cracks in the rubble, walls, or ceiling. The ocularon(s) also have

*arcane eyes* in the vicinity wherever benefits them the most at any single moment.

When the first PC comes as close as 10 feet to the hole the ocularon's begin hurling two of the animate eyeballs in the room at separate targets. When the ocularon needs to, it grapples a Dyvers corpse and steal the eyeballs to use as new animate eyeballs, send more up into the room above and return to its *passwall* nook.

- Spot DC 42 to notice an animate eyeball moving about the room during combat, or...
- Spot DC 37 if the PC declares he is doing nothing but looking intently about the room.

Once the ocularons are out of eyeballs to take from the Dyvers Alliance corpses they will emerge from the bottom of the hole to take them from the PCs. Fighting to the death hoping to drive the PCs out from the mansion that it considers its sacred personal territory.

**Treasure:** On the bodies of the Dyvers thieves are the following mundane items:

- A variety of alchemical substances: Tanglefoot bags (50 gp x4), flash pellets (50 gp x12).
- Some tools and skill kits: Balance poles (5 gp x7), climber's kits (80 gp x6), and forgery kits (40 gp x5).
- Each Dyvers Alliance thief has Dyvers Merchant Guild identification papers. A Forgery DC 20 will reveal that these documents are in fact forgeries of real Dyvers Merchant Guild identification papers.

APL2 – L (151.66 gp), C - (30 gp), Heward's handy haversack (x1), potion of cure moderate wounds (x1), potion of cure light wounds (x1), potion of barkskin +2 (x1) - (220.83 gp).

APL4 – L (151.66 gp), coin - (30 gp), Heward's handy haversack (x1), potion of cure moderate wounds (x2), potion of cure light wounds (x1), potion of barkskin +2 (x1), potion of misdirection (x2), potion of undetectable alignment (x2), potion of nondetection (x1) - (408.33 gp).

APL6 – L (151.66 gp), coin - (30 gp), Heward's handy haversack (x1), potion of cure serious wounds (x2), potion of cure moderate wounds (x2), potion of cure light wounds (x1), potion of barkskin +2 (x1), potion of barkskin +3 (x1), potion of misdirection (x2), potion of undetectable alignment (x2), potion of nondetection (x1), potion of protection from arrows 10/magic (x1) - (608.33 gp).

APL8 – L (151.66 gp), coin - (30 gp), Heward's handy haversack (x1), potion of cure serious wounds (x2), potion of cure moderate wounds (x2), potion of cure light wounds (x1), potion of barkskin +2 (x1), potion of barkskin +3 (x1), potion of misdirection (x2), potion of undetectable alignment (x2), potion of nondetection (x1), potion of protection from arrows 10/magic (x1), boots of striding and springing (x1) - (1066.67 gp).

APL10 – L (151.66 gp), coin - (30 gp), Heward's handy haversack (x1), potion of cure serious wounds (x2), potion

of cure moderate wounds (x2), potion of cure light wounds (x1), potion of barkskin +2 (x1), potion of barkskin +3 (x1), potion of misdirection (x2), potion of undetectable alignment (x2), potion of nondetection (x1), potion of protection from arrows 10/magic (x1), boots of striding and springing (x1), cape of the mountebank (x1) - (1906.67 gp).

APL12 – L (151.66 gp), coin - (30 gp), Heward's handy haversack (x1), potion of cure serious wounds (x2), potion of cure moderate wounds (x2), potion of cure light wounds (x1), potion of barkskin +2 (x1), potion of barkskin +3 (x1), potion of misdirection (x2), potion of undetectable alignment (x2), potion of nondetection (x1), potion of protection from arrows 10/magic (x1), boots of striding and springing (x1), cape of the mountebank (x1), rod of wonder (x1) - (2906.67 gp).

**XP Award Note:** There is Story Award xp only if the PCs investigate the bottom of the pit and discover the 12 bodies. They don't necessarily need to discern the truth of the Dyversians.

## Encounter Eight

*You have come to some buildings that must have been former barracks of the old Shield Lands' naval quarter. Signs that Iuzian armies once occupied these are all around. Graffiti in Orcish and Goblinoid are scrawled in charcoal, blood, and who-knows-what-else, on the few remaining walls. Either some of the fiercest fighting took place here when the city was being reclaimed, or retreating forces destroyed these barracks so as to prevent their reuse. Small patches of light fog linger along the ground drifting with the wind.*

*You can't imagine that there will be any value reclaiming partial walls from buildings, but a mission is a mission.*

The precise layout for this encounter is not important. A map has been provided for convenience. The DM could just sketch some tiny patches of walls, here and there, with piles of rubble where walls are now missing.

The ground is made up of *light rubble* (DC of Tumble and Balance checks on light rubble increases by 2).

Each living spell appears like a lingering mist that drifts along the ground, until it attacks.

### APL 2 (EL 4)

**Living Spell, Burning Colors:** hp 27; see *Appendix*.

### APL 4 (EL 6)

**Living Spell, Painwaves:** hp 32; see *Appendix*.

### APL 6 (EL 8)

**Living Spell, Anarchic Fog:** hp 61; see *Appendix*.

### APL 8 (EL 10)

**Living Spell, Brainscorch:** hp 67; see *Appendix*.

### APL 10 (EL 12)

**Living Spell, Blade Barrier:** hp 102; see *Appendix*.

### APL 12 (EL 14)

**Living Spell, Cometfall:** hp 119; see *Appendix*.

**Development:** Finding the precise building their mission paper describes is impossible because there is so little remaining of any building. However, behind an unremarkable low stonewall the PCs will find leaning against it a naked corpse of a body that was recently tortured to death.

Heal DC 15 determines it happened in the past 24 hours, maybe even during the night. Cannot determine the person's age, what they looked like, whether male or female.

*Speak with dead* findings:

- “Who are you?”: Read or paraphrase the following:  
*I am William Blacktree of Bright Sentry, with a wife, four children (ages 6, 4, 2 and 3 months), and an invalid mother. [Maybe the PCs had met the William Blacktree when they first stepped off the boat asking directions?]*
- “What happened to you?”: Read or paraphrase the following:  
Leaving a dockfront pub, I was waylaid. Three well-armored torturers said I would be a message and messenger.
- “What is the message?”: Read or paraphrase the following:  
*My corpse will be an example of what happens to all Shield Landers who do not renounce the traitors in their midst; that only those submit to the Scourge of Battle will victoriously reclaim Walworth Island. Knowledge (religion) DC 15, “Scourge of Battle” is an alias of Hextor.*

**Tactics:** Whether the PCs cast *Speak with dead* or not, the foglike living spell drifts towards the PCs while the corpse is being examined and attacks. Right before the living spell is upon the PCs, allow the PCs to make an Intelligence check (DC 20) to observe that this bank of fog approaching the PCs is moving against the wind, success means the PC is not surprised. Give PCs with 5 or more ranks in Knowledge (dungeoneering) and/or Knowledge (nature) a +2 bonus to this check.

The painwaves living spell's strategy is to inflict *wrack* upon each PC as quickly as possible, and then to go back and pummel the shaken PCs to death.

Where the living cometfall hits a target, the ground in a 10 ft. by 10 ft. square becomes *dense rubble* (see *DMG* p. 60).

Remember, the engulf ability grants the target a Reflex save when the target IS NOT taking an attack of opportunity!

Living spells fight to the death.

**Treasure:** None.

**XP Award Note:** There is an XP Story Award only if the PCs are able to somehow discern the message behind the tortured body. The Cathedral of Procan, for instance, would be willing to cast *speak with dead* upon the corpse if brought to them. The PCs should still be awarded this xp story award in that case.

## Conclusion

If the PCs have not vanquished the ghost by returning the figurehead to the Cathedral, Sir Galeoth summons the PCs into his office to confront them about it. He tells the PCs that the ghost is still there. He is sending them back into the ruins to put the spirit to rest.

After the PCs return from their third mission (and have finally vanquished the ghost), they should see a band of fellow adventurers from Dyvers leaving Sir Galeoth's offices. They are laughing and jingling bags of coins. They catch a glimpse of the PCs, give the party a bemused glance and continue on their way.

If pressed, the Dyversians remark *"losers keepers" is a very profitable saying in the Shield Lands. Someone has to do it, and we're finding the reclamation of Admundfort very profitable.*

If Sir Galeoth is asked about this group that just left his office, he will merely say *"What, you didn't think you were the ONLY ones taking on missions while you were here?"*

Unless the PCs wish to follow-up with roleplaying interactions with various NPCs in The Enclave, the adventure is finished, so read or paraphrase the following: *You've been unable to get further missions into the ruins after your third. Sir Galeoth mentions that he doesn't really have any right now that he thinks are right for your talents. Many of the reconstruction projects offer to pay you to lend a hand. You find ways to pass the time until your ship leaves.*

*Sailing away, you wonder if the trip was worth it and what it would take to draw you back. This is the former capital of The Holy Realm of the Shield Lands, and there are a lot of Shield Landers who hope this will one day be the capital again. You are even reminded that this is the actual seat of Lady Katrina's own lands, the County of Walworth.*

*The day when Admundfort is safe again, surely the Countess of Walworth will return to her home. As important and powerful as Lady Katrina has become, maybe you caught a glimpse of the ghosts of those who would prevent her from returning in the shadows of The Enclave of Admundfort.*

The End

## Experience Point Summary

To award experience for this adventure, add up the values for the objectives accomplished. Then assign the experience award. Award the total value (objectives plus roleplaying) to each character.

### Encounter Six

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Defeat or put ghost to rest by delivering the figurehead to the Cathedral of the Elder Wave:

APL2 120 xp  
APL4 180 xp  
APL6 240 xp  
APL8 300 xp  
APL10 360 xp  
APL12 420 xp

### Encounter Seven

---

Defeat creature(s) infesting mansion:

APL2 120 xp  
APL4 180 xp  
APL6 240 xp  
APL8 300 xp  
APL10 360 xp  
APL12 420 xp

### Encounter Eight

---

Defeat living spell(s):

APL2 120 xp  
APL4 180 xp  
APL6 240 xp  
APL8 300 xp  
APL10 360 xp  
APL12 420 xp

### Story Award

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Delivered figurehead to the Cathedral of the Elder Wave:

APL2 30 xp  
APL4 45 xp  
APL6 60 xp  
APL8 75 xp  
APL10 90 xp  
APL12 105 xp

Discovered involvement of the Dyvers Alliance in the Dyvers Merchant Guild operations:

APL2 30 xp  
APL4 45 xp  
APL6 60 xp  
APL8 75 xp  
APL10 90 xp  
APL12 105 xp

Was able to discern the message behind the tortured body:

APL2 30 xp  
APL4 45 xp  
APL6 60 xp  
APL8 75 xp  
APL10 90 xp  
APL12 105 xp

---

### Total Possible Experience:

APL2 450 xp  
APL4 675 xp  
APL6 900 xp  
APL8 1125 xp  
APL10 1350 xp  
APL12 1575 xp

## Treasure Summary

During an adventure, characters encounter treasure, usually finding it in the possession of their foes. Every encounter that features treasure has a “treasure” section within the encounter description, giving information about the loot, coins, and magic items that make up the encounter’s treasure.

The loot total is the number of gold pieces each character gains if the foes are plundered of all their earthly possessions. Looting the bodies takes at least 10 minutes per every 5 enemies, and if the characters cannot take the time to loot the bodies, they do not gain this gold. If you feel it is reasonable that characters can go back to loot the bodies, and those bodies are there (i.e., not carted off by dungeon scavengers, removed from the scene by the local watch, and so on), characters may return to retrieve loot. If the characters do not loot the body, the gold piece value for the loot is subtracted from the encounter totals given below.

The coin total is the number of gold pieces each character gains if they take the coin available. A normal adventuring party can usually gather this wealth in a round or so. If for some reason, they pass up this treasure, the coin total is subtracted from the encounter totals given below.

Next, the magic items are listed. Magic item treasure is the hardest to adjudicate, because they are varied and because characters may want to use them during the adventure. Many times characters must cast *identify*, *analyze dweomer* or similar spell to determine what the item does and how to activate it. Other times they may attempt to use the item blindly. If the magic item is consumable (a potion, scroll, magic bolts, etc.) and the item is used before the end of the adventure, its total is subtracted from the adventure totals below.

Once you have subtracted the value for unclaimed treasure from each encounter add it up and that is the number of gold pieces a characters total and coin value increase at the end of the adventure. Write the total in the GP Gained field of the adventure certificate. Because

this is a Regional scenario, characters may spend additional Time Units to practice professions or create items immediately after the adventure so this total may be modified by other circumstances.

L = Looted gear from enemy; C = Coin, Gems, Jewelry, and other valuables; M = Magic Items.

L: Looted gear from enemy

C: Coin, Gems, Jewelry, and other valuables

M: Magic Items (sell value)

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### Encounter Seven A:

APLs All: L: 10,000 gp

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### Encounter Seven B:

APL2: L: 151.66 gp, C: 30 gp, M: 220.83 gp  
APL4: L: 151.66 gp, C: 30 gp, M: 408.33 gp  
APL6: L: 151.66 gp, C: 30 gp, M: 608.33 gp  
APL8: L: 151.66 gp, C: 30 gp, M: 1,066.67 gp  
APL10: L: 151.66 gp, C: 30 gp, M: 1,906.67 gp  
APL12: L: 151.66 gp, C: 30 gp, M: 2,906.67 gp

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### Total Possible Treasure

APL2: L: 10,151.66 gp, C: 30 gp, M: 220.83 gp  
APL4: L: 10,151.66 gp, C: 30 gp, M: 408.33 gp  
APL6: L: 10,151.66 gp, C: 30 gp, M: 608.33 gp  
APL8: L: 10,151.66 gp, C: 30 gp, M: 1,066.67 gp  
APL10: L: 10,151.66 gp, C: 30 gp, M: 1,906.67 gp  
APL12: L: 10,151.66 gp, C: 30 gp, M: 2,906.67 gp

### Special

**Feat Access:** For defeating the ghost, Quont Jythson, you have access to the Ghost Scarred feat from *Libris Mortis*.

**Favor of the Cathedral of the Elder Wave:** For returning the figurehead to the Cathedral of the Elder Wave, the faithful of Procan—the CN deity storms, winds, waves, and sea life—grant you ONE of the following:

- The Cathedral of the Elder Wave arranges for the PC to receive training in any ONE of the following feats from *Stormwrack* (circle the chosen one)—Black Water Invocation, Curling Wave Strike, Sailor’s Balance, Sanctify Water, Storm Magic, or Sunken Song. Storm Magic is also found in *Frostburn*,
- The Cathedral of the Elder Wave will arrange for the PC to receive training in any ONE of the following prestige classes (circle the chosen one)—Stormcaster from *Stormwrack*, or Stormsinger from *Frostburn*,
- and the Cathedral will arrange for the PC to acquire one of the following items from *Stormwrack* (circle the chosen one): Bouyant armor upgrade, Aquatic weapon upgrade, Ring of Four Winds, Magnificent Captain’s Coat.

**Prestige Class Access:** From the experience with the unstable magic, and defeating the living spell(s), in the ruins of old Admundfort you have access to the Wild Mage prestige class from *Complete Arcane*.

**Double Trouble:** You must spend part of your time helping Trys, your true love, search for the warrior with the black sash. This costs you 1 TU every time you play a Shield Lands regional module. Trys is *VERY* grateful.

**Messy Breakup:** You broke it off with Trys. She did not take it well. You no longer receive “Trys” encounters in modules. During your next adventure, you suffer a –2 arcane penalty to all initiative checks. Now who could have put a spell on you...?

APL 10: (All of APLs 2–8 plus the following)  
*Cape of the mountebank* (regional, *DMG*)

APL 12: (All of APLs 6–10 plus the following)  
*Rod of wonder* (regional, *DMG*)

## Items for the Adventure Record

### Item Access

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APL 2: *Heward's handy haversack* (adventure, *DMG*)  
Flash pellets (adventure, Complete Adventurer)  
Balance pole (adventure, Complete Adventurer)  
Forgery kit (adventure, Complete Adventurer)  
*Potion of barkskin +2* (adventure, *DMG*)  
*Potion of cure moderate wounds* (adventure, *DMG*)  
*Potion of cure light wounds* (adventure, *DMG*)

APL 4: (All APL2 plus the following)  
*Potion of misdirection* (adventure, *DMG*)  
*Potion of nondetection* (adventure, *DMG*)  
*Potion of undetectable alignment* (adventure, *DMG*)

APL 6: (All of APLs 2–4 plus the following)  
*Potion of cure serious wounds* (region, *DMG*)  
*Potion of barkskin +3* (region, *DMG*)  
*Potion of protection from arrows 10/magic* (region, *DMG*)

APL 8: (All of APLs 2–6 plus the following)  
*Boots of striding and springing* (regional, *DMG*)

# Appendix 1: New Monsters

## Ocularon

### Large Aberration

**Hit Dice:** 12d8+36 (90hp)

**Initiative:** +2

**Speed:** 10 ft. (2 squares), fly 90 ft. (perfect)

**AC:** 11 (–1 size, +2 Dex, +10 natural), touch 11, flat-footed 19

**Base Attack/Grapple:** +9/+17

**Attack:** Tendril +13

**Full Attack:** 4 tendrils +13, animate eyeballs +11 ranged touch

**Space/Reach:** 10 ft./5 ft.

**Special Attacks:** Animate eyeballs, death throes, improved grab, poison, spell-like abilities, steal eyes

**Special Qualities:** Acid immunity, all-around vision, blindsight 80 ft., darkvision 60 ft., DR 10/magic, poison immunity, regeneration 4

**Saves:** Fort +7, Ref +8, Will +10

**Abilities:** Str 18, Dex 15, Con 17, Int 19, Wis 14, Cha 16

**Skills:** Hide +13, Listen +17, Move Silently +17, Search +19, Spot +3, Survival +2 (+4 following tracks)

**Feats:** Combat Reflexes, Deflect Arrows, Lightning Reflexes, Weapon Focus (exploding arcane eye), Weapon Focus (tendril)

**Environment:** Any temperate, warm, hill, marsh, or underground

**Organization:** Solitary or pair

**Challenge Rating:** 12

**Treasure:** Standard

**Alignment:** Usually chaotic evil

**Advancement:** 13–16 HD (Large); 17–36 HD (Huge)

The ocularon is a paranoid, bizarre creature that steals the sight of its foes. After claiming a territory as its own, it drives all the other denizens out, no matter how small. Its territory might only encompass a few rooms in an abandoned keep, but to the ocularon, this area is its sacred stomping ground.

An ocularon's body appears much like a sickly green floating man-of-war jellyfish. It pulses and ripples due to the tremendous amount of gas carried within it; sometimes a pocket of the gas just under the creature's skin develops a leak, causing the gas to whistle as it slowly escapes. Dangling from the floating body are a number of barbed tendrils, upon which are skewered the eyes of the ocularon's former prey.

An ocularon can animate eyeballs it has captured and send them out to keep tabs on its territory. Those who venture near an ocularon lair may first become aware of that fact when they spot one of these floating eyeballs. By that time, the ocularon has probably spotted the intruders as well, and it immediately takes steps to attack, either to kill them or drive them away.

Ocularons speak Common and Undercommon.

### COMBAT

An ocularon usually begins an encounter at a great distance by sending animated eyeballs at its opponents. The eyes race towards the creature's foes and attempt to strike them, releasing a cloud of the foul gas carried within the ocularon. If it begins to run low on eyes, it steals more from its prey, grabbing opponents and ripping their eyes out with its barbed tendrils.

**Animate Eyeballs (Su):** An ocularon can control up to six captured eyeballs at one time, as if they were levitating eyes like those created by a *prying eyes* spell. These eyes are filled with the ocularon's toxic gas while skewered on the creature's barbed tendrils, and the ocularon can also use them as weapons. It can make a ranged touch attack against any opponent within 80 feet. Success indicates the eye impacts on the victim and explodes. Such characters take 3d6 points of damage and are exposed to the ocularon's poison (see below).

**Death Throes (Ex):** When killed, an ocularon explodes in a cloud of toxic gas that deals 3d6 points of damage to everything within 20 feet and exposes those victims to its poison (see below).

**Improved Grab (Ex):** If an ocularon hits an opponent that is at least one size category smaller than itself with a tendril attack, it deals normal damage and attempts to start a grapple as a free action without provoking an attack of opportunity (grapple bonus +17). If it gets a hold, it can attempt to remove the opponent's eyes on the following round. Thereafter, the ocularon has the option to conduct the grapple normally, or simply use its tendril to hold the opponent (–20 penalty on grapple check, but the ocularon is not considered grapple). In either case, each successful grapple check it makes during successive rounds automatically deals tendril damage.

**Poison (Ex):** An ocularon delivers its poison (Fort DC 19 negates) on each successful attack with an arcane eye or in its death throes. Initial and secondary damage are the same (1d4 Str plus 1d4 Con).

**Spell-Like Abilities:** At will—*arcane eye*\*; 3/day—*darkness*, *invisibility*, *passwall*, *true seeing*\*. Caster level 12<sup>th</sup>; save DC + spell level.

\*The ocularon can only use its *arcane eye* and *true seeing* spell-like abilities if it has eyes on its tendrils available to be used as arcane eyes.

**Steal Eyes (Ex):** Once an opponent has been grappled for 1 round, an ocularon can attempt to forcibly remove its eyes. It must make an opposed grapple check to do so. If it is successful, the victim must make a Fortitude save (DC 20) or be permanently blinded, its eyeballs removed from its sockets. The eyeballs are now impaled on the ocularon's barbed tendrils and will fill with gas in 3 rounds, ready to be used as weapons.

**All-Around Vision (Ex):** An ocularon can see in all directions at once. Because of this it has a +4 racial bonus

on Search and Spot checks, and it cannot be flanked. An ocularon only benefits from this ability when it has eyes attacked to its tendrils.

**Blindsight (Ex):** An ocularon is effectively blind, but it maneuvers and fights as well as a sighted creature by using its other senses (mostly hearing and scent, but also by noticing vibration and other environmental clues). This ability enables it to discern objects and creatures within 80 feet. The ocularon usually does not need to make Spot or Listen checks to notice creatures within range of its blindsight. The ocularon relies on its blindsight only if it runs out of eyes attached to its tendrils, which negates its all-around vision.

**Regeneration (Ex):** An ocularon takes normal damage from silver and keen weapons. Attack forms that don't deal hit points damage ignore regeneration, and an ocularon does not restore hit points lost from starvation, thirst, or suffocation.

## NOTE

The ocularon appears in *Fiend Folio*.

## Chwidencha

### Large Aberration

**Hit Dice:** 12d8+60 (114 hp)

**Initiative:** +7

**Speed:** 30 ft. (6 squares), burrow 30 ft.

**AC:** 21 (−1 size, +3 Dex, +9 natural), touch 15, flat-footed 14

**Base Attack/Grapple:** +9/+19

**Attack:** Leg rake +15 melee (1d6+6/19–20)

**Full Attack:** 4 Leg rakes +15 melee (1d6+6/19–20)

**Space/Reach:** 10 ft./5 ft.

**Special Attacks:** Constrict 3d6+9, improved grab

**Special Qualities:** Darkvision 60 ft., leg regeneration, sonic vulnerability, tremorsense 60 ft.

**Saves:** Fort +11, Ref +9, Will +11

**Abilities:** Str 22, Dex 17, Con 20, Int 3, Wis 16, Cha 3

**Skills:** Climb +9, Hide +3, Listen +6, Move Silently +6, Spot +6

**Feats:** Great Fortitude, Improved Critical (leg rake), Improved Initiative, Lightning Reflexes, Weapon Focus (leg rake)

**Environment:** Any underground

**Organization:** Solitary, cluster (2–5), or colony (11–20)

**Challenge Rating:** 9

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 13–18 HD (Large); 19–36 HD (Huge)

**Level Adjustment:** —

Chwidencha (commonly called “spider leg horrors” by surface dwellers) are created when drow fail when one of the many tests set by their deity Lolth, the Spider Queen. Chwidencha lurk in caverns deep beneath the earth; they are nearly mindless beasts that search out prey to strangle and devour.

A chwidencha appears to be a writhing mass of flexible, hairy spider legs. Each leg ends in a sharp tip, and one side is covered in thornlike hair, which allows the limb to rip through flesh and bone with ease. The creature does have limbs, though the body is usually seen only after the creature has been killed. A chwidencha moves in a skittering undulation and can crawl up walls or burrow through earth with ease.

Chwidencha hunt down any living creature, but they particularly despise drow, who have cast them out of society just as the drow have done with driders. Some evil races capture groups of Chwidencha and place them

in metal-lined pits, using them to dispose of waste, carcasses, and the occasional prisoner or criminal.

Chwidencha are very sensitive to sound and particularly vulnerable to sonic attacks. They flee from loud, high-pitched noises. They understand Undercommon, but they do not speak it.

### COMBAT

A chwidencha lurks in the darkness and uses its tremorsense to notify it of approaching prey. It usually hides beneath a layer of earth, then crawls out and grapples an opponent. It takes several hours for a chwidencha to devour its victim, so it usually drags the body off to some safe place to consume it.

**Constrict (Ex):** With a successful grapple check, a chwidencha can crush a grabbed opponent, dealing 3d6+9 points of bludgeoning damage.

**Improved Grab (Ex):** If a chwidencha hits an opponent that is at least one size category smaller than itself with at least two leg rakes, it deals normal damage and attempts to start a grapple as a free action without provoking an attack of opportunity (grapple bonus +19). If it gets a hold, it also constricts on the same round. Thereafter, the chwidencha has the option to conduct the grapple normally, or simply use its legs to hold the opponent (−20 penalty on grapple check, but the chwidencha is not considered grappled). In either case, each successful grapple check it makes during successive rounds automatically deals rake and constrict damage.

**Leg Regeneration (Ex):** Foes can attack a chwidencha legs, but only when those appendages are actually holding an opponent. A leg has an AC of 19 (touch 12) and can withstand 20 points of damage. The loss of a leg does not harm the creature (that is, the damage does not apply towards its hit point total), and the chwidencha regrows the limb within a day.

**Tremorsense (Ex):** A chwidencha can automatically sense the location of anything within 60 feet that is in contact with the ground.

## Living Spell, Living Cometfall

### Huge Ooze

**Hit Dice:** 14d10+42 (119 hp)

**Initiative:** +1

**Speed:** 40 ft. (8 squares)

**AC:** 15 (–2 size, +1 Dex, +6 deflection), touch 15, flat-footed 14

**Base Attack/Grapple:** +10/+21

**Attack:** Slam +11 melee (1d8+4 plus 1d6 crushing)

**Full Attack:** Slam +11 melee (1d8+4 plus 1d6 crushing)

**Space/Reach:** 15 ft./10 ft.

**Special Attacks:** Cometfall, engulf

**Special Qualities:** Blindsight 60 ft., DR 10/magic, ooze traits, SR 24

**Saves:** Fort +13, Ref +11, Will +11

**Abilities:** Str 16, Dex 13, Con 16, Int —, Wis 13, Cha 16

**Skills:** —

**Feats:** —

**Environment:** Ruins

**Organization:** Solitary

**Challenge Rating:** 14

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** —

**Level Adjustment:** —

A living cometfall is a living *cometfall* spell, choosing to live under open sky near the ruins where it formed, subjecting its prey to death from above.

### COMBAT

A living cometfall attacks by slamming into prey with its body or engulfing foes.

**Cometfall (Su):** A creature hit by a living cometfall's slam attack or engulfed by it takes 14d6 points of crushing damage from a comet of ice and rock (Reflex DC 19 half). Creatures that fail the Reflex save must also succeed a trip check or be knocked prone. The comet has a +11 bonus (+7 for effective Strength and +4 for being Large) on the trip check. A crater 10-feet wide filled with dense rubble (DMG p. 90) forms beneath the creature.

**Engulf (Ex):** A living cometfall can flow around creatures that fit within its space as a standard action. It cannot make a slam attack during a round in which it engulfs. A living cometfall merely has to move over the opponents, affecting as many as it can cover. Opponents can make

attacks of opportunities against a living cometfall, but if they do so they are entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a DC 19 Reflex save or be engulfed; on a success they are pushed back to aside (opponent's choice) as the spell moves forward. Engulfed creatures are subject to the living cometfall's spell effect and are considered to be grappled.

### NOTE

The living spell template appears in *Monster Manual III*.

## Living Spell, Living Blade Barrier

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### Huge Ooze

**Hit Dice:** 12d10+36 (102 hp)

**Initiative:** +1

**Speed:** 40 ft. (8 squares)

**AC:** 15 (–2 size, +1 Dex, +6 deflection), touch 15, flat-footed 14

**Base Attack/Grapple:** +9/+20

**Attack:** Slam +10 melee (1d8+4 plus 1d6 force)

**Full Attack:** Slam +10 melee (1d8+4 plus 1d6 force)

**Space/Reach:** 15 ft./10 ft.

**Special Attacks:** Blade barrier, engulf

**Special Qualities:** Blindsight 60 ft., DR 10/magic, ooze traits, SR 22

**Saves:** Fort +13, Ref +11, Will +11

**Abilities:** Str 16, Dex 13, Con 16, Int —, Wis 13, Cha 16

**Skills:** —

**Feats:** —

**Environment:** Old battlefields

**Organization:** Solitary

**Challenge Rating:** 12

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** —

**Level Adjustment:** —

### NOTE

The living spell template appears in *Monster Manual III*.

A living blade barrier remains near battlefields where forces of good were overwhelmed by evil armies. Once simply a *blade barrier* cast typically by a good cleric, the spell has taken on a life of its own. It has no purpose in life and seeks only the destruction of other creatures it encounters.

### COMBAT

A living blade barrier attacks by slamming into prey with its body or engulfing foes.

**Blade Barrier (Su):** A creature hit by a living blade barrier's slam attack or engulfed by it takes 1d6 points of force damage (Reflex DC 19 half).

**Engulf (Ex):** A living blade barrier can flow around creatures that fit within its space as a standard action. It cannot make a slam attack during a round in which it engulfs. A living blade barrier merely has to move over the opponents, affecting as many as it can cover. Opponents can make attacks of opportunities against a living blade barrier, but if they do so they are entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a DC 19 Reflex save or be engulfed; on a success they are pushed back to aside (opponent's choice) as the spell moves forward. Engulfed creatures take 1d6 points of force damage.

## Living Spell, Anarchic Fog

### Large Ooze

**Hit Dice:** 8d10+16 (61 hp)

**Initiative:** +0

**Speed:** 40 ft. (8 squares)

**AC:** 13 (–1 size, +0 Dex, +4 deflection), touch 13, flat-footed 13

**Base Attack/Grapple:** +6/+12

**Attack:** Slam +7 melee (1d6+3 plus 4d8 anarchic energy)

**Full Attack:** Slam +7 melee (1d6+3 plus 4d8 anarchic energy)

**Space/Reach:** 10 ft./5 ft.

**Special Attacks:** Chaos hammer, engulf

**Special Qualities:** Blindsight 60 ft., DR 10/magic, ooze traits, SR 18

**Saves:** Fort +8, Ref 6, Will +6

**Abilities:** Str 14, Dex 11, Con 14, Int —, Wis 11, Cha 14

**Skills:** —

**Feats:** —

**Environment:** Ruins

**Organization:** Solitary

**Challenge Rating:** 8

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** —

**Level Adjustment:** —

*An anarchic fog is a living chaos hammer spell, subjecting its prey to anarchic energy.*

### COMBAT

An anarchic fog often lurks in ruins.

**Engulf (Ex):** An anarchic fog can flow around creatures that fit within its space as a standard action. It cannot make a slam attack during a round in which it engulfs. An anarchic fog merely has to move over the opponents, affecting as many as it can cover. Opponents can make attacks of opportunities against an anarchic fog, but if they do so they are entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a DC 16 Reflex save or be engulfed; on a success they are pushed back to aside (opponent's choice) as the spell moves forward. Engulfed creatures take 4d8 points of damage if lawful (8d6 if a lawful outsider) and slowed as the slow spell, half that if neutral but not slowed, and are considered to be grappled.

**Chaos Hammer (Su):** A creature hit by an anarchic fog's slam attack or engulfed by it is dealt damage based on the following table.

Target Alignment	Effect
Lawful outsider	<ul style="list-style-type: none"> <li>8d6 points of damage and slowed as the slow spell.</li> <li>No saving throw.</li> </ul>
Lawful	<ul style="list-style-type: none"> <li>4d8 points of damage and slowed as the slow spell.</li> <li>No saving throw.</li> </ul>
Neutral	<ul style="list-style-type: none"> <li>Half damage from 4d8 (Will DC 16 half).</li> <li>Not slowed.</li> </ul>
Chaotic	<ul style="list-style-type: none"> <li>No effect</li> </ul>

### NOTE

The living spell template appears in *Monster Manual III*.

## Living Spell, Brainscorch

### Large Ooze

**Hit Dice:** 9d10+18 (67 hp)

**Initiative:** +1

**Speed:** 40 ft. (8 squares)

**AC:** 15 (–1 size, +1 Dex, +5 deflection), touch 15, flat-footed 14

**Base Attack/Grapple:** +5/+11

**Attack:** Slam +7 melee (1d6+3 plus bolts of bedevilment plus 5d8 cold and 5d8 electricity)

**Full Attack:** Slam +7 melee (1d6+3 plus bolts of bedevilment plus 5d8 cold and 5d8 electricity)

**Space/Reach:** 10 ft./5 ft.

**Special Attacks:** Bolts of bedevilment, engulf, scorching ray

**Special Qualities:** Blindsight 60 ft., DR 10/magic, ooze traits, SR 19

**Saves:** Fort +5, Ref +4, Will +4

**Abilities:** Str 15, Dex 12, Con 15, Int —, Wis 12, Cha 15

**Skills:** —

**Feats:** —

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 10

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** —

**Level Adjustment:** —

*The living spell brainscorch combines bolts of bedevilment and scorching ray to debilitating effect.*

*A brainscorch floats a few inches above the ground, much like a fog.*

### COMBAT

Being unintelligent, brainscorch simply approaches any living creature, dazes the creature with bolts of bedevilment blasting it with scorching ray.

**Engulf (Ex):** A brainscorch can flow around creatures that fit within its space as a standard action. It cannot make a slam attack during a round in which it engulfs. A brainscorch merely has to move over the opponents, affecting as many as it can cover. Opponents can make attacks of opportunities against a brainscorch, but if they do so they are entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a DC 17 Reflex save or be engulfed; on a success they are pushed back to aside (opponent's choice) as the spell moves forward. Engulfed creatures are subject to the bolts of bedevilment and scorching ray effects and are considered to be grappled.

**Bolts of Bedevilment (Su):** A creature hit by a brainscorch's slam attack or engulfed by it is dazed for 1d3 rounds (Will DC 17 negates).

**Lesser Orb of Cold (Su):** A creature hit by a brainscorch's slam attack or engulfed by it is hit by two blasts of 5d8 points of cold damage.

**Lesser Orb of Electricity (Su):** A creature hit by a brainscorch's slam attack or engulfed by it is hit by two blasts of 5d8 points of electricity damage.

### NOTE

The living spell template appears in *Monster Manual III*.

## Living Spell, Painwaves

### Medium Ooze

**Hit Dice:** 5d10+5 (32 hp)

**Initiative:** +0

**Speed:** 40 ft. (8 squares)

**AC:** 13 (+0 Dex, +3 deflection), touch 13, flat-footed 13

**Base Attack/Grapple:** +3/+4

**Attack:** Slam +4 melee (1d4+1 plus waves of grief plus wrack)

**Full Attack:** Slam +4 melee (1d4+1 plus waves of grief plus wrack)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Engulf, waves of grief, wrack

**Special Qualities:** Blindsight 60 ft., DR 10/magic, ooze traits, SR 15

**Saves:** Fort +5, Ref +4, Will +4

**Abilities:** Str 13, Dex 10, Con 13, Int —, Wis 10, Cha 13

**Skills:** —

**Feats:** —

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 6

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** —

**Level Adjustment:** —

*The living spell painwaves combines the cleric spells wrack and waves of grief to debilitating effect.*

*Painwaves floats a few inches above the ground, much like a fog.*

### COMBAT

Being unintelligent, painwaves simply approaches any living creature, fills the creature with sorrow with waves of grief while debilitating it with wrack.

**Engulf (Ex):** A painwaves can flow around creatures that fit within its space as a standard action. It cannot make a slam attack during a round in which it engulfs. A painwaves merely has to move over the opponents, affecting as many as it can cover. Opponents can make attacks of opportunities against a painwaves, but if they do so they are entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a DC 14 Reflex save or be engulfed; on a success they are pushed back to aside (opponent's choice) as the spell moves forward. Engulfed creatures are subject to the waves of grief and wrack effects and are considered to be grappled.

**Waves of Grief (Su):** A creature hit by a painwaves' slam attack or engulfed by it is overcome with sorrow (Will DC 14 negates) for 5 rounds, suffering a –3 penalty on all attack rolls, saves, and checks.

**Wrack (Su):** A humanoid creature hit by a painwaves' slam attack or engulfed by it collapses, doubled over in pain (Fort DC 14 negates). The humanoid creature's face and hands blister and drip fluid, and the eyes cloud over with blood, rendering him blind. For 5 rounds the humanoid creature is considered helpless and cannot take actions.

When the pain duration is over sight returns, however the humanoid creature is shaken for 3d10 minutes suffering a –2 penalty on attack rolls, saves, and checks.

### NOTE

The living spell template appears in *Monster Manual III*.

## Living Spell, Colorburn

### Medium Ooze

**Hit Dice:** 4d10 (22 hp)

**Initiative:** -1

**Speed:** 20 ft. (4 squares)

**AC:** 10 (-1 Dex, +1 deflection), touch 10, flat-footed 10

**Base Attack/Grapple:** +0/+0

**Attack:** Slam +0 melee (1d4 plus 4d4 fire plus color spray)

**Full Attack:** Slam +0 melee (1d4 plus 4d4 fire plus color spray)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Burning hands, color spray, engulf

**Special Qualities:** Blindsight 60 ft., DR 10/magic, ooze traits, SR 15

**Saves:** Fort +1, Ref +0, Will +0

**Abilities:** Str 11, Dex 8, Con 11, Int —, Wis 8, Cha 11

**Skills:** —

**Feats:** —

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 4

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** —

**Level Adjustment:** —

*The living spell colorburn combines color spray and burning hands to debilitating effect.*

### COMBAT

A colorburn is often encountered in dank underground passageways.

**Engulf (Ex):** A colorburn can flow around creatures that fit within its space as a standard action. It cannot make a slam attack during a round in which it engulfs. A colorburn merely has to move over the opponents, affecting as many as it can cover. Opponents can make attacks of opportunities against a colorburn, but if they do so they are entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a DC 11 Reflex save or be engulfed; on a success they are pushed back to aside (opponent's choice) as the spell moves forward. Engulfed creatures are subject to the color spray and burning hands effects and are considered to be grappled.

**Color Spray (Su):** A creature hit by a colorburn's slam attack or engulfed by it suffers certain effects (Will DC 11 negates) depending on how many Hit Dice it has, as shown in the table below.

Target's HD	Effect
2 HD or less	<ul style="list-style-type: none"> <li>Unconscious, blinded, and stunned for 2d4 rounds.</li> <li>Then blinded and stunned for 1d4 rounds.</li> </ul>

	<ul style="list-style-type: none"> <li>Then stunned for 1 round.</li> </ul>
3 or 4 HD	<ul style="list-style-type: none"> <li>Blinded and stunned for 1d4 rounds.</li> <li>Then stunned for 1 round.</li> </ul>
5 or more HD	<ul style="list-style-type: none"> <li>Stunned for 1 round.</li> </ul>

Sightless creatures are not affected by this ability.

**Burning Hands (Su):** A creature hit by a colorburn's slam attack or engulfed by it takes 4d4 points of fire (Reflex DC 11 half).

### NOTE

The living spell template appears in *Monster Manual III*.

## Bloodmote Cloud

### Fine Undead (Swarm)

**Hit Dice:** 12d12 (65 hp)

**Initiative:** +1

**Speed:** Fly 20 ft. (4 squares)

**AC:** 19 (+8 size, +1 Dex), touch 19, flat-footed 18

**Base Attack/Grapple:** +5/—

**Attack:** Swarm (1d4 plus blood drain)

**Full Attack:** Swarm (1d4 plus blood drain)

**Space/Reach:** 10 ft./0 ft.

**Special Attacks:** Blood drain, distraction

**Special Qualities:** Darkvision 60 ft., diet dependant, immune to weapon damage, swarm traits, undead traits

**Saves:** Fort +2, Ref +3, Will +6

**Abilities:** Str 4, Dex 13, Con —, Int —, Wis 10, Cha 1

**Skills:** —

**Feats:** —

**Environment:** Any

**Organization:** Solitary, cloud (2–4 swarms), or infestation (7–12 swarms)

**Challenge Rating:** 6

**Treasure:** None

**Alignment:** Always neutral evil

**Advancement:** None

**Level Adjustment:** —

*This cloud of buzzing insects boils toward its victims, droning ominously in its strange deep pitch and accompanied by the sickly aroma of blood.*

A bloodmote cloud is made up of undead mosquitoes with a blood thirst. While a living mosquito is hardly more than an annoyance, and a swarm of the same is hardly cause for alarm, the appearance of a concentrated swarm of undead bloodsuckers is a calamity.

### COMBAT

A bloodmote cloud seeks to engulf and suck dry any living prey it encounters. A bloodmote cloud is never sated.

**Blood Drain (Ex):** A blood mote cloud drains blood and deals 1d3 points of damage and 1d2 points of Constitution damage to any creature whose space it occupies at the end of its move.

**Distraction (Ex):** Any living creature that begins its turn with a bloodmote cloud in its space must succeed a DC 15 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

### NOTE

The bloodmote cloud appears in *Libris Mortis*.

## Appendix 2: New Feats and Spells

### Feats

#### Empower Ability Damage [Monstrous]

Your ability damage (or ability drain) special attack is more potent than normal.

**Prerequisite:** Cha 11, undead type, incorporeal subtype, supernatural ability to drain or damage an ability score.

**Benefit:** All variable, numeric effects of an empowered ability damage or ability drain special attack are increased by 50%. For example, an Allip with this feat drains 1-1/2 times the normal amount of Wisdom (roll 1d4 and multiply the result by 1.5).

**Note:** Appeared in *Libris Mortis*.

#### Positive Energy Resistance [Monstrous]

You are resistant to the damage dealt by positive energy effects.

**Prerequisite:** Undead type.

**Benefit:** You gain resistance 10 against positive energy effects, such as *cure* spells.

**Note:** Appears in *Libris Mortis*.

### Spells

#### Bolts of Bedevilment

Enchantment [Mind-Affecting]

**Level:** Madness 5

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Medium (100 ft. + 10 ft./level)

**Effect:** Ray

**Duration:** 1 round/level

**Saving Throw:** Will negates

**Spell Resistance:** Yes

This spell grants you the ability to make one ray attack per round. The ray dazes one living creature, clouding its mind so that it takes no action for 1d3 rounds. The creature is not stunned (so attackers get no special advantage against it), but it can't move, cast spells, use mental abilities, and so on.

**Note:** Appears in the *Complete Divine*, and *Lords of Madness*.

#### Cometfall

Conjuration (Creation)

**Level:** Cleric 6, druid 6

**Components:** V, S, DF

**Casting Time:** 1 standard action

**Range:** Medium (100 ft. + 10 ft./level)

**Effect:** 400-pound ball of rock and ice

**Duration:** Instantaneous

**Saving Throw:** Reflex half

**Spell Resistance:** No

You conjure a bright, glowing comet, which appears in midair above your enemies, then strikes the ground with tremendous force. The comet appears 5 feet per caster level above the ground or at the ceiling, whichever is

lower. The comet immediately falls, dealing 2d6 points of damage per 10 feet fallen to everything in the 10-foot-square directly below it.

The impact of the comet can also knock creatures prone. Creatures who failed their Reflex save are subject to a trip attempt. The comet has a +11 bonus (+7 for effective Strength of 25 and +4 for being large) on the trip check.

The comet breaks apart on impact, filling the 10-foot square area with dense rubble (as described on page 90 of the *Dungeon Master's Guide*).

**Note:** Appears in the *Complete Divine*.

#### Orb of Cold, Lesser

Conjuration, (Creation) [Cold]

**Level:** Sorcerer/wizard 1, warmage 1

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Close (25 ft. + 5 ft./2 levels)

**Effect:** One orb of cold

**Saving Throw:** None

**Spell Resistance:** No

An orb of cold about 2 inches across shoots from your palm at its target, dealing 1d8 points of cold damage. You must succeed on a ranged touch attack to hit your target.

For every two caster levels beyond 1<sup>st</sup>, your orb deals an additional 1d8 points of damage: 2d8 at 3<sup>rd</sup> level, 3d8 at 5<sup>th</sup> level, 4d8 at 7<sup>th</sup> level and the maximum of 5d8 at 9<sup>th</sup> level or higher.

**Note:** Appears in *Complete Arcane* and in *Miniatures Handbook* as *lesser cold orb*.

#### Orb of Electricity, Lesser

Conjuration, (Creation) [Electricity]

**Level:** Sorcerer/wizard 1, warmage 1

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Close (25 ft. + 5 ft./2 levels)

**Effect:** One orb of electricity

**Saving Throw:** None

**Spell Resistance:** No

An orb of electricity about 2 inches across shoots from your palm at its target, dealing 1d8 points of electricity damage. You must succeed on a ranged touch attack to hit your target.

For every two caster levels beyond 1<sup>st</sup>, your orb deals an additional 1d8 points of damage: 2d8 at 3<sup>rd</sup> level, 3d8 at 5<sup>th</sup> level, 4d8 at 7<sup>th</sup> level and the maximum of 5d8 at 9<sup>th</sup> level or higher.

**Note:** Appears in *Complete Arcane* and in *Miniatures Handbook* as *lesser electric orb*.

#### Wave of Grief

Enchantment [Evil, Mind-Affecting]

**Level:** Bard 2, blackguard 2, cleric 2

**Components:** S, M

**Casting Time:** 1 standard action

**Range:** Close (25 ft. + 5 ft./2 levels)

**Area:** Cone

**Duration:** 1 round/level

**Saving Throw:** Will negates

**Spell Resistance:** Yes

All within the cone when the spell is cast are overcome with sorrow and grief. They suffer a –3 morale penalty on all attack rolls, saving throws, ability checks, and skill checks.

*Material Component:* Three tears.

**Note:** Appears in the *Complete Divine*.

## **Wrack**

Necromancy [Evil]

**Level:** Cleric 3, sorcerer/wizard 4

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Close (25 ft. + 5 ft./2 levels)

**Area:** One Humanoid

**Duration:** 1 round/level

**Saving Throw:** Fortitude negates

**Spell Resistance:** Yes

A humanoid subject of the spellcaster's choosing is wracked with such pain that he doubles over and collapses. His face and hands blister and drip fluid, and the eyes cloud with blood, rendering him blind. For the duration of the spell, the subject is considered helpless and cannot take actions.

Even when the spell ends, the subject is still visibly shaken and suffers a –2 penalty on attack rolls, saves, and checks for 3d10 minutes. The subject's sight returns at the end of the spell's duration.

**Note:** Appears in the *Complete Divine*.

## Appendix 3: Encounters by APL

### APL 2

#### Encounter 7a (EL 4)

**Quont Jythson:** Male human (oeridian) exp 3; CR 4; Medium augmented humanoid (ghost); HD 3d12; hp 19; Init +5; Spd fly 30 ft. (6 squares) (perfect); AC 12 (touch 12, flat-footed 11) [+1 Dex, +1 deflection]; Atk +3 incorporeal touch (1d4 ability damage, multiply by 1.5), or +2 draining touch to ethereal targets (1d4 ability damage, multiply by 1.5); Grp +2; SA malevolence, manifestation, telekinesis; SQ undead traits, incorporeal traits, rejuvenation, +4 turn resistance; AL N; SV Fort +1, Ref +2, Will +2; Str 11, Dex 13, Con —, Int 9, Wis 8, Cha 12.

*Skills and Feats:* Appraise +5, Craft (carpentry) +5, Craft (shipmaking) +5, Hide +13, Knowledge (local) +2, Listen +10, Search +8, Spot +12; Dodge, Empowered Ability Damage, Improved Initiative.

**Draining Touch (Su):** A ghost touch that hits a living target with its incorporeal touch attack drains 1d4 points from any one ability score it selects. On each successful attack, the ghost heals 5 points of damage to itself.

**Malevolence (Su):** 1/rnd, an ethereal ghost can merge its body with a creature on the Material Plane. This ability is similar to a magic jar spell (caster level 10th), except that it does not require a receptacle. To use this ability, the ghost must be manifested and it must try to move into the target's space; moving into the target's space to use the malevolence ability does not provoke attacks of opportunity. The target can resist the attack with a successful Will save (DC 16). A creature that successfully saves is immune to that same ghost's malevolence for 24 hours, and the ghost cannot enter the target's space. If the save fails, the ghost vanishes into the target's body.

**Manifestation (Su):** A manifested ghost can be harmed only by other incorporeal creatures, magic weapons, or spells, with a 50% chance to ignore any damage from a corporeal source.

A manifested ghost can pass through solid objects at will, and its own attacks pass through armor.

A manifested ghost always moves silently.

A manifested ghost remains partially on the Ethereal Plane, where it is not incorporeal. A manifested ghost remains partially on the Ethereal Plane or the Material Plane.

**Telekinesis (Su):** A ghost can use telekinesis as a standard action (caster level 12th, 300lbs). Whenever a ghost uses this power, it must wait 1d4 rounds before using it again.

+3 on telekinesis attack rolls.

#### Encounter 7b (EL 4)

**Large Monstrous Centipede, Advanced:** CR 1; Large Vermin; HD 4d8; hp 18, 18, 18, 18; Init +2; Spd 40 ft., climb 40 ft., accelerated climb 80 ft (16 square); AC 14 (touch 11, flat-footed 12) [–1 size, +2 Dex, +3 natural]; Atk +5 melee (1d8+2, bite plus poison); Grp +9; Space/Reach 10 ft./5 ft.; SA Poison; SQ Darkvision 60 ft., vermin traits; AL N; SV Fort +4, Ref +3, Will +1; Str 14, Dex 15, Con 10, Int —, Wis 10, Cha 2.

*Skills and Feats:* Climb +11, Hide +7, Spot +4; Weapon Finesse.

**Poison (Ex):** Injury, Fort DC 13 negates, 1d4 Dex initial and secondary.

#### Encounter 7c (EL 4)

**Colorburn, Living Spell:** CR 4; Medium Ooze; HD 4d10; hp 22; Init –1; Spd 20 ft.; AC 10 (touch 10, flat-footed 10) [–1 Dex, +1 deflection]; Atk +0 melee (1d4, slam plus color spray and 4d4 fire); Grp +0; Space/Reach 5 ft./5 ft.; SA Burning hands, color spray, engulf; SQ Blindsight 60 ft., DR 10/magic, ooze traits; SR 15; AL N; SV Fort +1, Ref +0, Will +0; Str 11, Dex 8, Con 11, Int —, Wis 8, Cha 11.

*Skills and Feats:* —

**Burning Hands (Su):** A creature hit by a colorburn's slam attack or engulfed by it takes 4d4 points of fire (Reflex DC 11 half).

**Color Spray (Su):** A creature hit by a colorburn's slam attack or engulfed by it suffers certain effects (Will DC 11 negates) depending on how many Hit Dice it has, as shown in the table below.

Target's HD	Effect
2 HD or less	<ul style="list-style-type: none"> <li>Unconscious, blinded, and stunned for 2d4 rounds.</li> <li>Then blinded and stunned for 1d4 rounds.</li> <li>Then stunned for 1 round.</li> </ul>
3 or 4 HD	<ul style="list-style-type: none"> <li>Blinded and stunned for 1d4 rounds.</li> <li>Then stunned for 1 round.</li> </ul>
5 or more HD	<ul style="list-style-type: none"> <li>Stunned for 1 round.</li> </ul>

Sightless creatures are not affected by this ability.

**Engulf (Ex):** A colorburn can flow around creatures that fit within its space as a standard action. It cannot make a slam attack during a round in which it engulfs. A colorburn merely has to move over the opponents, affecting as many as it can cover. Opponents can make attacks of opportunities against a colorburn, but if they do so they are entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a DC 11 Reflex save or be engulfed; on a success they are pushed back to aside (opponent's choice) as the spell moves forward.

Engulfed creatures are subject to the color spray and burning hands effects and are considered to be grappled.

## APL 4

### Encounter 7a (EL 6)

**Quont Jythson:** Male human (oeridian) exp 5; CR 6; Medium augmented humanoid (ghost); HD 5d12; hp 32; Init +6; Spd fly 30 ft. (6 squares) (perfect); AC 13 (touch 13, flat-footed 11) [+2 Dex, +1 deflection]; Atk +5 incorporeal touch (1d4 ability damage, multiply by 1.5), or +3 draining touch to ethereal targets (1d4 ability damage, multiply by 1.5); Grp +3; SA malevolence, manifestation, telekinesis; SQ undead traits, incorporeal traits, rejuvenation, +4 turn resistance; AL N; SV Fort +1, Ref +3, Will +3; Str 11, Dex 14, Con —, Int 9, Wis 8, Cha 12.

**Skills and Feats:** Appraise +5, Craft (carpentry) +7, Craft (shipmaking) +7, Hide +16, Knowledge (local) +2, Listen +14, Search +8, Spot +14; Dodge, Empowered Ability Damage, Improved Initiative.

**Draining Touch (Su):** A ghost touch that hits a living target with its incorporeal touch attack drains 1d4 points from any one ability score it selects. On each successful attack, the ghost heals 5 points of damage to itself.

**Malevolence (Su):** 1/rnd, an ethereal ghost can merge its body with a creature on the Material Plane. This ability is similar to a *magic jar* spell (caster level 10<sup>th</sup>), except that it does not require a receptacle. To use this ability, the ghost must be manifested and it must try to move into the target's space; moving into the target's space to use the malevolence ability does not provoke attacks of opportunity. The target can resist the attack with a successful Will save (DC 16). A creature that successfully saves is immune to that same ghost's malevolence for 24 hours, and the ghost cannot enter the target's space. If the save fails, the ghost vanishes into the target's body.

**Manifestation (Su):** A manifested ghost can be harmed only by other incorporeal creatures, magic weapons, or spells, with a 50% chance to ignore any damage from a corporeal source.

A manifested ghost can pass through solid objects at will, and its own attacks pass through armor.

A manifested ghost always moves silently.

A manifested ghost remains partially on the Ethereal Plane, where it is not incorporeal. A manifested ghost remains partially on the Ethereal Plane or the Material Plane.

**Telekinesis (Su):** A ghost can use *telekinesis* as a standard action (caster level 12<sup>th</sup>, 300lbs). Whenever a ghost uses this power, it must wait 1d4 rounds before using it again.

+3 on telekinesis attack rolls.

### Encounter 7b (EL 6)

**Large Monstrous Spider, Advanced:** CR 2; Large Vermin; HD 5d8+6; hp 32, 32, 32, 32; Init +3; Spd 30 ft.,

climb 20 ft.; AC 14 (touch 12, flat-footed 11) [–1 size, +3 Dex, +2 natural]; Atk +6 melee (1d8+4, bite plus poison), or +6 ranged touch (web); Grp +11; Space/Reach 10 ft./5 ft.; SA Poison, web; SQ Darkvision 60 ft., tremorsense 60 ft., vermin traits; AL N; SV Fort +6, Ref +4, Will +1; Str 16, Dex 17, Con 12, Int —, Wis 10, Cha 2.

**Skills and Feats:** Climb +13, Hide +4, Jump +3 Spot +4; Weapon Finesse.

**Poison (Ex):** Injury, Fort DC 13 negates, 1d4 Str initial and secondary.

**Web (Ex):** Monstrous spiders can throw a web eight times per day. This is similar to an attack with a net but has a maximum range 50 feet, with a range increment of 10 feet, and is effective against targets up to Huge size.

An entangled character can use a standard action to escape with a successful Escape Artist check (DC 13) or burst it with a Strength check (DC 17). The entangled character gains a +5 bonus if he has something to walk on or grab while pulling free.

Each 5-foot section has DR 5/—, and 12 hp.

**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:** A monstrous spider can always take 10 on Climb checks, even if threatened or rushed.

### Encounter 7c (EL 6)

**Painwaves, Living Spell:** CR 6; Medium Ooze; HD 5d10+5; hp 32; Init +0; Spd 40 ft.; AC 13 (touch 13, flat-footed 13) [+0 Dex, +3 deflection]; Atk +4 melee (1d4+1, slam plus waves of grief plus wrack); Grp +4; Space/Reach 5 ft./5 ft.; SA Engulf, waves of grief, wrack; SQ Blindsight 60 ft., DR 10/magic, ooze traits; SR 15; AL N; SV Fort +5, Ref +4, Will +4; Str 13, Dex 10, Con 13, Int —, Wis 10, Cha 13.

**Skills and Feats:** —

**Engulf (Ex):** A painwaves can flow around creatures that fit within its space as a standard action. It cannot make a slam attack during a round in which it engulfs. A painwaves merely has to move over the opponents, affecting as many as it can cover. Opponents can make attacks of opportunities against a painwaves, but if they do so they are entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a DC 14 Reflex save or be engulfed; on a success they are pushed back to aside (opponent's choice) as the spell moves forward. Engulfed creatures are subject to the *waves of grief* and *wrack* effects and are considered to be grappled.

**Waves of Grief (Su):** A creature hit by a painwaves's slam attack or engulfed by it is overcome with sorrow (Will DC 14 negates) for 5 rounds, suffering a –3 penalty on all attack rolls, saves, and checks.

**Wrack (Su):** A humanoid creature hit by a painwaves's slam attack or engulfed by it collapses,

doubled over in pain (Fort DC 14 negates). The humanoid creature's face and hands blister and drip fluid, and the eyes cloud over with blood, rendering him blind. For 5 rounds the humanoid creature is considered helpless and cannot take actions.

When the pain duration is over sight returns, however the humanoid creature is shaken for 3d10 minutes suffering a -2 penalty on attack rolls, saves, and checks.

### Encounter 7a (EL 8)

**Quont Jythson:** Male human (oeridian) exp 7; CR 8; Medium augmented humanoid (ghost); HD 7d12; hp 45; Init +6; Spd fly 30 ft. (6 squares) (perfect); AC 13 (touch 13, flat-footed 11) [+2 Dex, +1 deflection]; Atk +8 incorporeal touch (1d4 ability damage, multiply by 1.5), or +5 draining touch to ethereal targets (1d4 ability damage, multiply by 1.5); Grp +5; SA malevolence, manifestation, telekinesis; SQ undead traits, incorporeal traits, rejuvenation, +4 turn resistance; AL N; SV Fort +2, Ref +4, Will +4; Str 11, Dex 14, Con —, Int 9, Wis 8, Cha 12.

**Skills and Feats:** Appraise +5, Craft (carpentry) +9, Craft (shipmaking) +9, Hide +18, Knowledge (local) +4, Listen +16, Search +8, Spot +16; Dodge, Empowered Ability Damage, Improved Initiative, Weapon Focus (incorporeal touch).

**Draining Touch (Su):** A ghost touch that hits a living target with its incorporeal touch attack drains 1d4 points from any one ability score it selects. On each successful attack, the ghost heals 5 points of damage to itself.

**Malevolence (Su):** 1/rnd, an ethereal ghost can merge its body with a creature on the Material Plane. This ability is similar to a *magic jar* spell (caster level 10<sup>th</sup>), except that it does not require a receptacle. To use this ability, the ghost must be manifested and it must try to move into the target's space; moving into the target's space to use the malevolence ability does not provoke attacks of opportunity. The target can resist the attack with a successful Will save (DC 16). A creature that successfully saves is immune to that same ghost's malevolence for 24 hours, and the ghost cannot enter the target's space. If the save fails, the ghost vanishes into the target's body.

**Manifestation (Su):** A manifested ghost can be harmed only by other incorporeal creatures, magic weapons, or spells, with a 50% chance to ignore any damage from a corporeal source.

A manifested ghost can pass through solid objects at will, and its own attacks pass through armor.

A manifested ghost always moves silently.

A manifested ghost remains partially on the Ethereal Plane, where it is not incorporeal. A manifested ghost remains partially on the Ethereal Plane or the Material Plane.

**Telekinesis (Su):** A ghost can use *telekinesis* as a standard action (caster level 12<sup>th</sup>, 300lbs). Whenever a ghost uses this power, it must wait 1d4 rounds before using it again.

+7 on *telekinesis* attack rolls.

### Encounter 7b (EL 8)

**Bloodmote Cloud:** CR 6; Fine Undead [Swarm]; HD 10d12; hp 65, 65; Init +1; Spd fly 20 ft.; AC 19 (touch 19, flat-footed 18) [+8 size, +1 Dex]; Atk Swarm (1d4 plus blood drain); Space/Reach 10 ft./0 ft.; SA Blood drain, distraction; SQ Darkvision 60 ft., immune to weapon damage, swarm traits, undead traits; AL NE; SV Fort +2, Ref +3, Will +6; Str 4, Dex 13, Con —, Int —, Wis 10, Cha 1.

**Skills and Feats:** —.

**Blood Drain (Ex):** A bloodmote cloud drains blood and deals 1d3 points of damage and 1d2 points of Constitution damage to any creature whose space it occupies at the end of its move.

**Distraction (Ex):** Any living creature that begins its turn with a bloodmote cloud in its space must succeed a DC 15 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

### Encounter 7c (EL 8)

**Anarchic Fog, Living Spell:** CR 8; Large Ooze; HD 8d10+16; hp 61; Init +0; Spd 40 ft.; AC 13 (touch 13, flat-footed 13) [–1 size, +0 Dex, +4 deflection]; Atk +7 melee (1d6+3 slam plus 4d8 anarchic energy); Grp +11; Space/Reach 10 ft./5 ft.; SA Chaos hammer, engulf; SQ Blindsight 60 ft., DR 10/magic, ooze traits; SR 18; AL N; SV Fort +8, Ref 6, Will +6; Str 14, Dex 11, Con 14, Int —, Wis 11, Cha 14.

**Skills and Feats:** —.

**Engulf (Ex):** An anarchic fog can flow around creatures that fit within its space as a standard action. It cannot make a slam attack during a round in which it engulfs. An anarchic fog merely has to move over the opponents, affecting as many as it can cover. Opponents can make attacks of opportunities against an anarchic fog, but if they do so they are not entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a DC 16 Reflex save or be engulfed; on a success they are pushed back or aside (opponent's choice) as the spell moves forward. Engulfed creatures are affected as per the *chaos hammer* ability and are considered to be grappled.

**Chaos Hammer (Su):** A creature hit by an anarchic fog's slam attack or engulfed by it is dealt damage based on the following table.

Target Alignment	Effect
Lawful outsider	<ul style="list-style-type: none"> <li>8d6 points of damage and slowed as the <i>slow</i> spell.</li> <li>No saving throw.</li> </ul>
Lawful	<ul style="list-style-type: none"> <li>4d8 points of damage and slowed as the <i>slow</i> spell.</li> <li>No saving throw.</li> </ul>

Neutral	<ul style="list-style-type: none"> <li>• Half damage from 4d8 (Will DC 16 half).</li> <li>• Not slowed.</li> </ul>
Chaotic	<ul style="list-style-type: none"> <li>• No effect</li> </ul>

## APL 8

### Encounter 7a (EL 10)

**Quont Jythson:** Male human (oeridian) exp 9; CR 10; Medium augmented humanoid (ghost); HD 9d12; hp 58; Init +6; Spd fly 30 ft. (6 squares) (perfect); AC 13 (touch 13, flat-footed 11) [+2 Dex, +1 deflection]; Atk +10 incorporeal touch (1d4 ability damage, multiply by 1.5), or +7 draining touch to ethereal targets (1d4 ability damage, multiply by 1.5); Full Atk +10/+5 incorporeal touch (1d4 ability damage, multiply by 1.5), or +7/+2 draining touch to ethereal targets (1d4 ability damage, multiply by 1.5); Grp +7; SA malevolence, manifestation, telekinesis; SQ undead traits, incorporeal traits, rejuvenation, +4 turn resistance; AL N; SV Fort +3, Ref +5, Will +5; Str 11, Dex 14, Con —, Int 9, Wis 8, Cha 13.

**Skills and Feats:** Appraise +5, Craft (carpentry) +11, Craft (shipmaking) +11, Hide +20, Knowledge (local) +6, Listen +18, Search +8, Spot +18; Ability Focus (malevolence), Dodge, Empowered Ability Damage, Improved Initiative, Weapon Focus (incorporeal touch).

**Draining Touch (Su):** A ghost touch that hits a living target with its incorporeal touch attack drains 1d4 points from any one ability score it selects. On each successful attack, the ghost heals 5 points of damage to itself.

**Malevolence (Su):** 1/rnd, an ethereal ghost can merge its body with a creature on the Material Plane. This ability is similar to a *magic jar* spell (caster level 10<sup>th</sup>), except that it does not require a receptacle. To use this ability, the ghost must be manifested and it must try to move into the target's space; moving into the target's space to use the malevolence ability does not provoke attacks of opportunity. The target can resist the attack with a successful Will save (DC 18). A creature that successfully saves is immune to that same ghost's malevolence for 24 hours, and the ghost cannot enter the target's space. If the save fails, the ghost vanishes into the target's body.

**Manifestation (Su):** A manifested ghost can be harmed only by other incorporeal creatures, magic weapons, or spells, with a 50% chance to ignore any damage from a corporeal source.

A manifested ghost can pass through solid objects at will, and its own attacks pass through armor.

A manifested ghost always moves silently.

A manifested ghost remains partially on the Ethereal Plane, where it is not incorporeal. A manifested ghost remains partially on the Ethereal Plane or the Material Plane.

**Telekinesis (Su):** A ghost can use *telekinesis* as a standard action (caster level 12<sup>th</sup>, 300lbs). Whenever a ghost uses this power, it must wait 1d4 rounds before using it again.

+8 on *telekinesis* attack rolls.

### Encounter 7b (EL 10)

**Chwidencha, Advanced:** CR 10; Large Aberration; HD 16d8+80; hp 152; Init +7; Spd 30 ft., burrow 30 ft.; AC 21 (touch 12, flat-footed 18) [–1 size, +3 Dex, +9 natural]; Atk +18 melee (1d6+6/19–20, leg rake); Full Atk +18 melee (1d6+6/19–20, 4 leg rakes); Grp +22 Space/Reach 10 ft./5 ft.; SA Constrict 3d6+9, improved grab; SQ Darkvision 60 ft., leg regeneration, sonic vulnerability, tremorsense 60 ft.; AL N; SV Fort +12, Ref +10, Will +13; Str 22, Dex 17, Con 20, Int 3, Wis 16, Cha 3.

**Skills and Feats:** Climb +13, Hide +3, Listen +6, Move Silently +6, Spot +16; Combat Reflexes, Great Fortitude, Improved Critical (leg rake), Improved Initiative, Lightning Reflexes, Weapon Focus (leg rake).

**Constrict (Ex):** With a successful grapple check, deals 3d6+9 points of bludgeoning damage.

**Improved Grab (Ex):** If a chwidencha hits a Large or smaller opponent with at least two leg rake attacks, it deals normal damage and attempts to start a grapple as a free action without provoking an attack of opportunity (grapple bonus +22). If it hits with two leg rakes, it can also constricts in the same round. The chwidencha has the option to conduct the grapple normally, or simply use its legs to hold the opponent (–20 penalty on grapple check, but the chwidencha is not considered grappled). In either case, each successful grapple check it makes during successive rounds automatically deals rake and constrict damage.

**Leg Regeneration (Ex):** A chwidencha legs can be attacked. A leg has an AC of 19 (touch 12) 20 hp. The loss of a leg does not apply towards the chwidencha hp total. Legs are regenerated after 1 day.

**Tremorsense (Ex):** A chwidencha automatically senses the location of anything that is in contact with the ground within 60 feet.

### Encounter 7c (EL 10)

**Brainscorch, Living Spell:** CR 10; Large Ooze; HD 9d10+18; hp 67; Init +1; Spd 40 ft.; AC 15 (touch 15 flat-footed 14) [–1 size, +1 Dex, +5 deflection]; Atk +7 melee (1d6+3 slam plus 5d8 cold and 5d8 electrical plus bolts of bedevilment); Grp +11; Space/Reach 10 ft./5 ft.; SA Bolts of bedevilment, engulf, scorching ray; SQ Blindsight 60 ft., DR 10/magic, ooze traits; SR 19; AL N; SV Fort +9, Ref +8, Will +8; Str 15, Dex 12, Con 15, Int —, Wis 12, Cha 15.

**Skills and Feats:** —

**Bolts of Bedevilment (Su):** A creature hit by a brainscorch's slam attack or engulfed by it is dazed for 1d3 rounds (Will DC 17 negates).

**Engulf (Ex):** A brainscorch can flow around creatures that fit within its space as a standard action. It cannot make a slam attack during a round in which it engulfs. A brainscorch merely has to move over the opponents, affecting as many as it can cover.

Opponents can make attacks of opportunities against a brainscorch, but if they do so they are not entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a DC 17 Reflex save or be engulfed; on a success they are pushed back or aside (opponent's choice) as the spell moves forward. Engulfed creatures are subject to the *bolts of bedevilment* and *scorching ray* effects and are considered to be grappled.

**Lesser Orb of Cold (Su):** A creature hit by a brainscorch's slam attack or engulfed by it is hit by two blasts of 5d8 points of cold damage.

**Lesser Orb of Electricity (Su):** A creature hit by a brainscorch's slam attack or engulfed by it is hit by two blasts of 5d8 points of electricity damage.

## Encounter 7a (EL 12)

**Quont Jythson:** Male human (oeridian) exp 11; CR 12; Medium augmented humanoid (ghost); HD 11d12; hp 71; Init +6; Spd fly 30 ft. (6 squares) (perfect); AC 13 (touch 13, flat-footed 11) [+2 Dex, +1 deflection]; Atk +12 incorporeal touch (1d4 ability damage, multiply by 1.5), or +9 draining touch to ethereal targets (1d4 ability damage, multiply by 1.5); Full Atk +12/+7 incorporeal touch (1d4 ability damage, multiply by 1.5), or +9/+4 draining touch to ethereal targets (1d4 ability damage, multiply by 1.5); Grp +9; SA malevolence, manifestation, telekinesis; SQ undead traits, incorporeal traits, rejuvenation, +4 turn resistance; AL N; SV Fort +3, Ref +5, Will +6; Str 11, Dex 14, Con —, Int 9, Wis 8, Cha 13.

**Skills and Feats:** Appraise +5, Craft (carpentry) +13, Craft (shipmaking) +13, Hide +22, Knowledge (local) +8, Listen +20, Search +8, Spot +20; Ability Focus (malevolence), Dodge, Empowered Ability Damage, Improved Initiative, Weapon Focus (incorporeal touch).

**Draining Touch (Su):** A ghost touch that hits a living target with its incorporeal touch attack drains 1d4 points from any one ability score it selects. On each successful attack, the ghost heals 5 points of damage to itself.

**Malevolence (Su):** 1/rnd, an ethereal ghost can merge its body with a creature on the Material Plane. This ability is similar to a *magic jar* spell (caster level 11<sup>th</sup>), except that it does not require a receptacle. To use this ability, the ghost must be manifested and it must try to move into the target's space; moving into the target's space to use the malevolence ability does not provoke attacks of opportunity. The target can resist the attack with a successful Will save (DC 18). A creature that successfully saves is immune to that same ghost's malevolence for 24 hours, and the ghost cannot enter the target's space. If the save fails, the ghost vanishes into the target's body.

**Manifestation (Su):** A manifested ghost can be harmed only by other incorporeal creatures, magic weapons, or spells, with a 50% chance to ignore any damage from a corporeal source.

A manifested ghost can pass through solid objects at will, and its own attacks pass through armor.

A manifested ghost always moves silently.

A manifested ghost remains partially on the Ethereal Plane, where it is not incorporeal. A manifested ghost remains partially on the Ethereal Plane or the Material Plane.

**Telekinesis (Su):** A ghost can use *telekinesis* as a standard action (caster level 12<sup>th</sup>, 300lbs). Whenever a ghost uses this power, it must wait 1d4 rounds before using it again.

+10 on *telekinesis* attack rolls.

## Encounter 7b (EL 12)

**Ocularon, Advanced:** CR 12; Large Aberration; HD 15d8+45; hp 112; Init +2; Spd 10 ft., fly 90 ft. (perfect); AC 21 (touch 11, flat-footed 19) [–1 size, +2 Dex, +10 natural]; Atk +16 melee (2d6+4, tendril) or +11 ranged touch (3d6 plus poison, animated eyeball); Full Atk +16 melee (2d6+4, 4 tendrils), and +14 ranged touch (3d6 plus poison, animated eyeball); Grp +20 Space/Reach 10 ft./5 ft.; SA Animate eyeballs, death throes, improved grab, poison, spell-like abilities, steal eyes; SQ Acid immunity, all-around vision, blindsight 80 ft., darkvision 60 ft., DR 10/magic, poison immunity, regeneration 4 ft.; AL CE; SV Fort +7, Ref +8, Will +10; Str 18, Dex 15, Con 17, Int 19, Wis 14, Cha 16.

**Skills and Feats:** Hide +13, Listen +17, Move Silently +17, Search +19, Spot +17, Survival +2 (+4 following tracks); Ability Focus (steal eyes), Combat Reflexes, Deflect Arrows, Lightning Reflexes, Weapon Focus (exploding arcane eye), Weapon Focus (tendril).

**Animate Eyeballs (Su):** An ocularon controls up to six captured eyeballs as if they were levitating eyes like those created by a *prying eyes* spell.

While skewered on tendrils the eyes are filled with toxic gas. It can make a ranged touch attack against any opponent within 80 feet. Success indicates the eye impacts on the victim and explodes. Such characters take 3d6 points of damage plus poison (see below).

**Death Throes (Ex):** When killed, an ocularon explodes in a cloud of toxic gas that deals 3d6 points of poison damage plus poison to everything within 20 feet (see below).

**Improved Grab (Ex):** If an ocularon hits an opponent that is at least Medium size or smaller with a tendril attack, it deals normal damage and attempts to start a grapple as a free action without provoking an attack of opportunity (grapple bonus +20). If it gets a hold, it can attempt to remove the opponent's eyes on the following round. Thereafter, the ocularon has the option to conduct the grapple normally, or simply use its tendril to hold the opponent (–20 penalty on grapple check, but the ocularon is not considered grapple). In either case, each successful grapple check it makes during successive rounds automatically deals tendril damage.

**Poison (Ex):** Injury, Fort DC 19 negates, 1d4 Str plus 1d4 Con initial and secondary.

**Spell-Like Abilities:** At will—*arcane eye*<sup>\*</sup>; 3/day—*darkness*, *invisibility*, *passwall*, *true seeing*<sup>\*</sup>. Caster level 12<sup>th</sup>; save DC 13 + spell level.

<sup>\*</sup>The ocularon can only use its *arcane eye* and *true seeing* spell-like abilities if it has available eyes on its tendrils.

**Steal Eyes (Ex):** Once an opponent has been grappled for 1 round, an ocularon can attempt to forcibly remove its eyes. It must make an opposed grapple check to do so. Fortitude save (DC 22) or be permanently blinded, its eyeballs removed from its sockets. The eyeballs are now impaled on the

ocularon's barbed tendrils and will fill with gas in 3 rounds, ready to be used as weapons.

**All-Around Vision (Ex):** +4 racial bonus on Search and Spot checks. Cannot be flanked. This ability ceases to work when there are no more eyes are attached to it tendrils.

**Blindsight (Ex):** Able to discern objects and creatures within 80 feet. Does not need to make Spot or Listen checks to notice creatures within range of its blindsight. The ocularon relies on blindsight when all-around vision is negated.

**Regeneration (Ex):** Silver and keen weapons deal normal damage to an ocularon.

### Encounter 7c (EL 12)

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**Living Blade Barrier, Living Spell:** CR 12; Huge Ooze; HD 12d10+36; hp 102; Init +1; Spd 40 ft.; AC 15 (touch 15 flat-footed 14) [–2 size, +1 Dex, +6 deflection]; Atk +10 melee (1d8+4 slam plus 1d6 force); Grp +20; Space/Reach 15 ft./10 ft.; SA Blade barrier, engulf; SQ Blindsight 60 ft., DR 10/magic, ooze traits; SR 22; AL N; SV Fort +13, Ref +11, Will +11; Str 16, Dex 13, Con 16, Int —, Wis 13, Cha 16.

*Skills and Feats:* —

**Blade Barrier (Su):** A creature hit by a living blade barrier's slam attack or engulfed by it takes 1d6 points of force damage (Reflex DC 19 half).

**Engulf (Ex):** A living blade barrier can flow around creatures that fit within its space as a standard action. It cannot make a slam attack during a round in which it engulfs. A living blade barrier merely has to move over the opponents, affecting as many as it can cover. Opponents can make attacks of opportunities against a living blade barrier, but if they do so they are not entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a DC 19 Reflex save or be engulfed; on a success they are pushed back or aside (opponent's choice) as the spell moves forward. Engulfed creatures take 1d6 points of force damage.

### Encounter 7a (EL 14)

**Quont Jythson:** Male human (oeridian) exp 13; CR 14; Medium augmented humanoid (ghost); HD 13d12; hp 84; Init +7; Spd fly 30 ft. (6 squares) (perfect); AC 14 (touch 14, flat-footed 11) [+3 Dex, +1 deflection]; Base Atk +13/+8 incorporeal touch (1d4 ability damage, multiply by 1.5), or +10/+5 draining touch to ethereal targets (1d4 ability damage, multiply by 1.5); Grp +10; SA malevolence, manifestation, telekinesis; SQ undead traits, incorporeal traits, resistance to positive energy 10, rejuvenation, +4 turn resistance; AL N; SV Fort +4, Ref +6, Will +7; Str 11, Dex 14, Con —, Int 9, Wis 8, Cha 14.

**Skills and Feats:** Appraise +5, Craft (carpentry) +15, Craft (shipmaking) +15, Hide +24, Knowledge (local) +10, Listen +22, Search +8, Spot +22; Ability Focus (malevolence), Dodge, Empowered Ability Damage, Improved Initiative, Positive Energy Resistance. Weapon Focus (incorporeal touch).

**Draining Touch (Su):** A ghost touch that hits a living target with its incorporeal touch attack drains 1d4 points from any one ability score it selects. On each successful attack, the ghost heals 5 points of damage to itself.

**Malevolence (Su):** 1/rnd, an ethereal ghost can merge its body with a creature on the Material Plane. This ability is similar to a *magic jar* spell (caster level 13<sup>th</sup>), except that it does not require a receptacle. To use this ability, the ghost must be manifested and it must try to move into the target's space; moving into the target's space to use the malevolence ability does not provoke attacks of opportunity. The target can resist the attack with a successful Will save (DC 19). A creature that successfully saves is immune to that same ghost's malevolence for 24 hours, and the ghost cannot enter the target's space. If the save fails, the ghost vanishes into the target's body.

**Manifestation (Su):** A manifested ghost can be harmed only by other incorporeal creatures, magic weapons, or spells, with a 50% chance to ignore any damage from a corporeal source.

A manifested ghost can pass through solid objects at will, and its own attacks pass through armor.

A manifested ghost always moves silently.

A manifested ghost remains partially on the Ethereal Plane, where it is not incorporeal. A manifested ghost remains partially on the Ethereal Plane or the Material Plane.

**Telekinesis (Su):** A ghost can use *telekinesis* as a standard action (caster level 12<sup>th</sup>, 325lbs). Whenever a ghost uses this power, it must wait 1d4 rounds before using it again.

+12 on *telekinesis* attack rolls.

### Encounter 7b (EL 14)

**Ocularon, Advanced:** CR 12; Large Aberration; HD 15d8+45; hp 112, 112; Init +2; Spd 10 ft., fly 90 ft. (perfect); AC 21 (touch 11, flat-footed 19) [–1 size, +2 Dex, +10 natural]; Atk +16 melee (2d6+4, tendrils) or +11 ranged touch (3d6 plus poison, animated eyeball); Full Atk +16 melee (2d6+4, 4 tendrils), and +14 ranged touch (3d6 plus poison, animated eyeball); Grp +20 Space/Reach 10 ft./5 ft.; SA Animate eyeballs, death throes, improved grab, poison, spell-like abilities, steal eyes; SQ Acid immunity, all-around vision, blindsight 80 ft., darkvision 60 ft., DR 10/magic, poison immunity, regeneration 4 ft.; AL CE; SV Fort +7, Ref +8, Will +10; Str 18, Dex 15, Con 17, Int 19, Wis 14, Cha 16.

**Skills and Feats:** Hide +13, Listen +17, Move Silently +17, Search +19, Spot +17, Survival +2 (+4 following tracks); Ability Focus (steal eyes), Combat Reflexes, Deflect Arrows, Lightning Reflexes, Weapon Focus (exploding arcane eye), Weapon Focus (tendrils).

**Animate Eyeballs (Su):** An ocularon controls up to six captured eyeballs as if they were levitating eyes like those created by a *prying eyes* spell.

While skewered on tendrils the eyes are filled with toxic gas. It can make a ranged touch attack against any opponent within 80 feet. Success indicates the eye impacts on the victim and explodes. Such characters take 3d6 points of damage plus poison (see below).

**Death Throes (Ex):** When killed, an ocularon explodes in a cloud of toxic gas that deals 3d6 points of poison damage plus poison to everything within 20 feet (see below).

**Improved Grab (Ex):** If an ocularon hits an opponent that is at least Medium size or smaller with a tendrils attack, it deals normal damage and attempts to start a grapple as a free action without provoking an attack of opportunity (grapple bonus +20). If it gets a hold, it can attempt to remove the opponent's eyes on the following round. Thereafter, the ocularon has the option to conduct the grapple normally, or simply use its tendrils to hold the opponent (–20 penalty on grapple check, but the ocularon is not considered grapple). In either case, each successful grapple check it makes during successive rounds automatically deals tendrils damage.

**Poison (Ex):** Injury, Fort DC 19 negates, 1d4 Str plus 1d4 Con initial and secondary.

**Spell-Like Abilities:** At will—*arcane eye*\*; 3/day—*darkness*, *invisibility*, *passwall*, *true seeing*\*. Caster level 12<sup>th</sup>; save DC 13 + spell level.

\*The ocularon can only use its *arcane eye* and *true seeing* spell-like abilities if it has available eyes on its tendrils.

**Steal Eyes (Ex):** Once an opponent has been grappled for 1 round, an ocularon can attempt to forcibly remove its eyes. It must make an opposed grapple check to do so. Fortitude save (DC 22) or be permanently blinded, its eyeballs removed from its

sockets. The eyeballs are now impaled on the ocularon's barbed tendrils and will fill with gas in 3 rounds, ready to be used as weapons.

**All-Around Vision (Ex):** +4 racial bonus on Search and Spot checks. Cannot be flanked. This ability ceases to work when there are no more eyes are attached to it tendrils.

**Blindsight (Ex):** Able to discern objects and creatures within 80 feet. Does not need to make Spot or Listen checks to notice creatures within range of its blindsight. The ocularon relies on blindsight when all-around vision is negated.

**Regeneration (Ex):** Silver and keen weapons deal normal damage to an ocularon.

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### Encounter 7c (EL 14)

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**Living Cometfall, Living Spell:** CR 14; Huge Ooze; HD 14d10+42; hp 119; Init +1; Spd 40 ft.; AC 15 (touch 15 flat-footed 14) [-2 size, +1 Dex, +6 deflection]; Atk +11 melee (1d8+4 slam plus 1d6 crushing); Grp +21; Space/Reach 15 ft./10 ft.; SA Cometfall, engulf; SQ Blindsight 60 ft., DR 10/magic, ooze traits; SR 24; AL N; SV Fort +13, Ref +11, Will +11; Str 16, Dex 13, Con 16, Int —, Wis 13, Cha 16.

*Skills and Feats:* —

**Cometfall (Su):** A creature hit by a living cometfall's slam attack or engulfed by it takes 1d6 points of crushing damage from a comet of ice and rock (Reflex DC 19 half).

Creatures that fail their Reflex save must also succeed a trip check or be knocked prone. The comet has a +11 bonus (+7 for effective Strength and +4 for being Large) on the trip check. A crater 10-feet wide filled with dense rubble (DMG p. 90) forms beneath the creature.

**Engulf (Ex):** A living cometfall can flow around creatures that fit within its space as a standard action. It cannot make a slam attack during a round in which it engulfs. A living cometfall merely has to move over the opponents, affecting as many as it can cover. Opponents can make attacks of opportunities against a living cometfall, but if they do so they are not entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a DC 19 Reflex save or be engulfed; on a success they are pushed back or aside (opponent's choice) as the spell moves forward. Engulfed creatures are subject to the living cometfall's spell effect and are considered to be grappled.

## Appendix Four: DM Aids

For DM convenience, here is the table for the rod of wonders for determining the outcome of spell mishaps from the magic instability in the ruins of Admundfort.

- APL2 — 1–10% for a miscast on each cast attempt
- APL4 — 1–15% for a miscast on each cast attempt
- APL6 — 1–20% for a miscast on each cast attempt
- APL8 — 1–25% for a miscast on each cast attempt
- APL10 — 1–30% for a miscast on each cast attempt
- APL12 — 1–35% for a miscast on each cast attempt

**d% Mishap Effect**

01–05	<i>Slow</i> affected creature for 10 rounds (Will DC 15 negates).
06–10	<i>Faerie fire</i> surrounds the target.
11–15	Deludes caster for 1 round into believing the spell functions as indicated by a second die roll (no save).
16–20	<i>Gust of wind</i> , but at windstorm force; see Winds, <i>DMG</i> page 95 (Fortitude DC 14 negates).
21–25	Caster learns target's surface thoughts (as with <i>detect thoughts</i> ) for 1d4 rounds (no save).
26–30	<i>Stinking cloud</i> at 30-ft. range (Fortitude DC 15 negates).
31–33	Heavy rain falls for 1 round in 60-ft. radius centered on caster.
34–36	<i>Summon</i> an animal—a rhino (01–25 on d%), elephant (26–50), or mouse (51–100).
37–46	<i>Lightning bolt</i> (70 ft. long, 5 ft. wide), 6d6 damage (Reflex DC 15 half).
47–49	Stream of 600 large butterflies pours forth and flutters around for 2 rounds, blinding everyone (including caster) within 25 ft. (Reflex DC 14 negates).
50–53	<i>Enlarge person</i> if within 60 ft. of caster (Fortitude DC 13 negates).
54–58	<i>Darkness</i> , 30-ft.-diameter hemisphere, centered 30 ft. away from caster.
59–62	Grass grows in 160-sq.-ft. area before the caster, or grass existing there grows to ten times normal size.
63–65	Turn ethereal any nonliving object of up to 1,000 lb. mass and up to 30 cu. ft. in size.
66–69	Reduce caster to 1/12 height (no save).
70–79	<i>Fireball</i> at target or 100 ft. straight ahead, 6d6 damage (Reflex DC 15 half).
80–84	<i>Invisibility</i> covers caster.
85–87	Leaves grow from target if within 60 ft. of caster. These last 24 hours.
88–90	10–40 gems, value 1 gp each, shoot forth in a 30-ft.-long stream. Each gem deals 1 point of damage to any creature in its path: Roll 5d4 for the number of hits and divide them among the available targets.
91–95	Shimmering colors dance and play over a 40-ft.-by-30-ft. area in front of caster. Creatures therein are blinded for 1d6 rounds (Fortitude DC 15 negates).
96–97	Caster (50% chance) or target (50% chance) turns permanently blue, green, or purple (no save).
98–100	<i>Flesh to stone</i> (or <i>stone to flesh</i> if target is stone already) if target is within 60 ft. (Fortitude DC 18 negates).

## Appendix Five: Player Handouts

### Dyvers Merchant Guild goods

The Dyvers Merchant Guild is the only place selling goods in the Enclave.

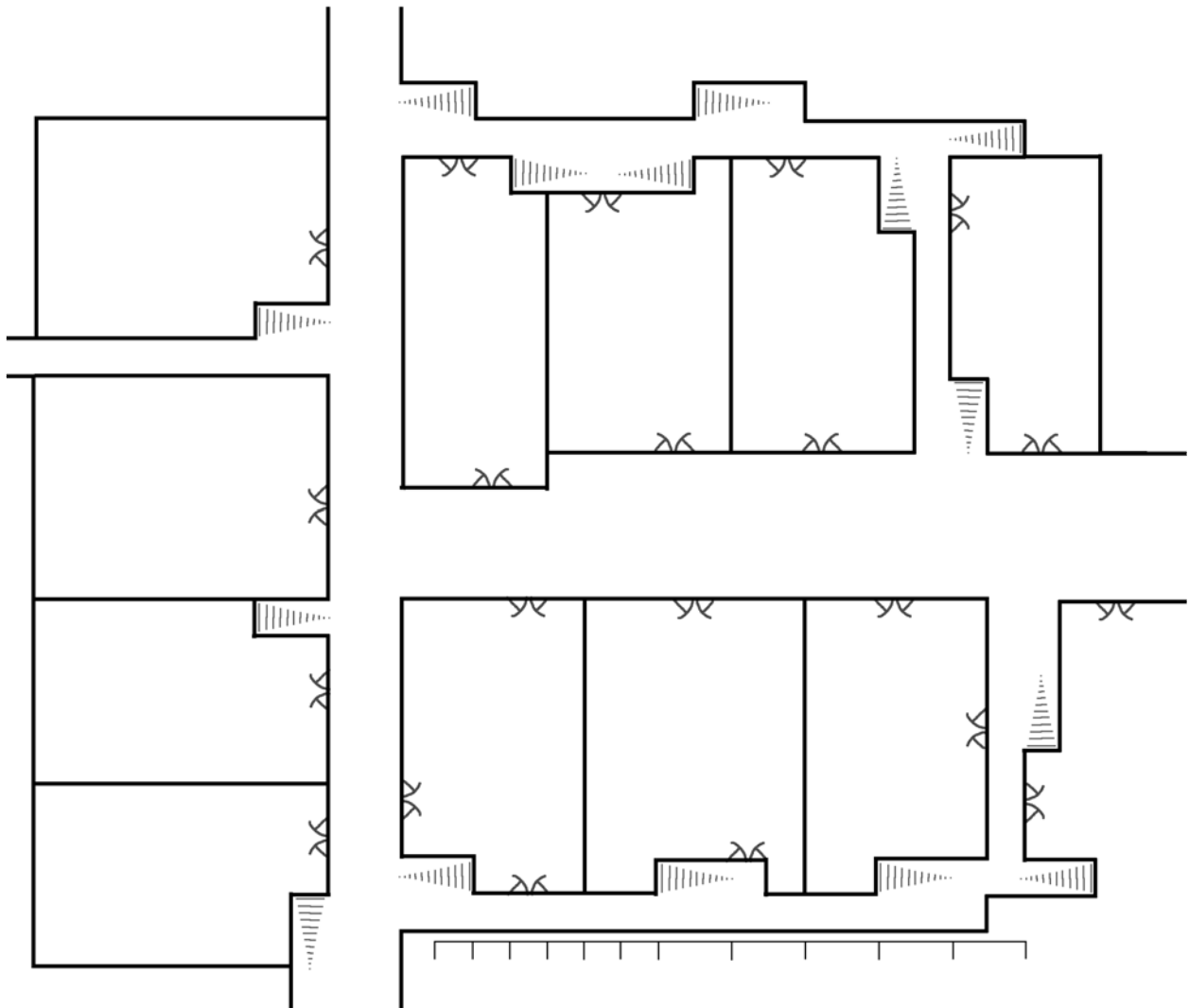
The Dyvers Merchant Guild store sells anything from the following tables at +50% the market list price (members of the Standing Army metaorg receive items at list price):

- **Table 7–3:** Trade Goods
- **Table 7–5:** Weapons (Small & Medium)
- **Table 7–6:** Armor and Shields
- **Table 7–8:** Goods and Services, except food, drink, and lodging and you can't have spells cast on you by an NPC.
- Any potion or oil from the DMG Table 7–17 with a market list price of 750 gp or less.
- Any scroll from the DMG Tables 7–23 & 7–24 with a market list price of 750 gp or less.
- You may purchase a masterwork, cold iron, or silver weapon or ammunition of a type listed on **Table 7–5: Weapons** in the *PHB*. Cold iron per the costs listed in the *DMG*, page 284, and silver per the costs listed in the *DMG*, page 285. A PC still pays +50% above the list price when purchasing it here.

## Mission Handout #1

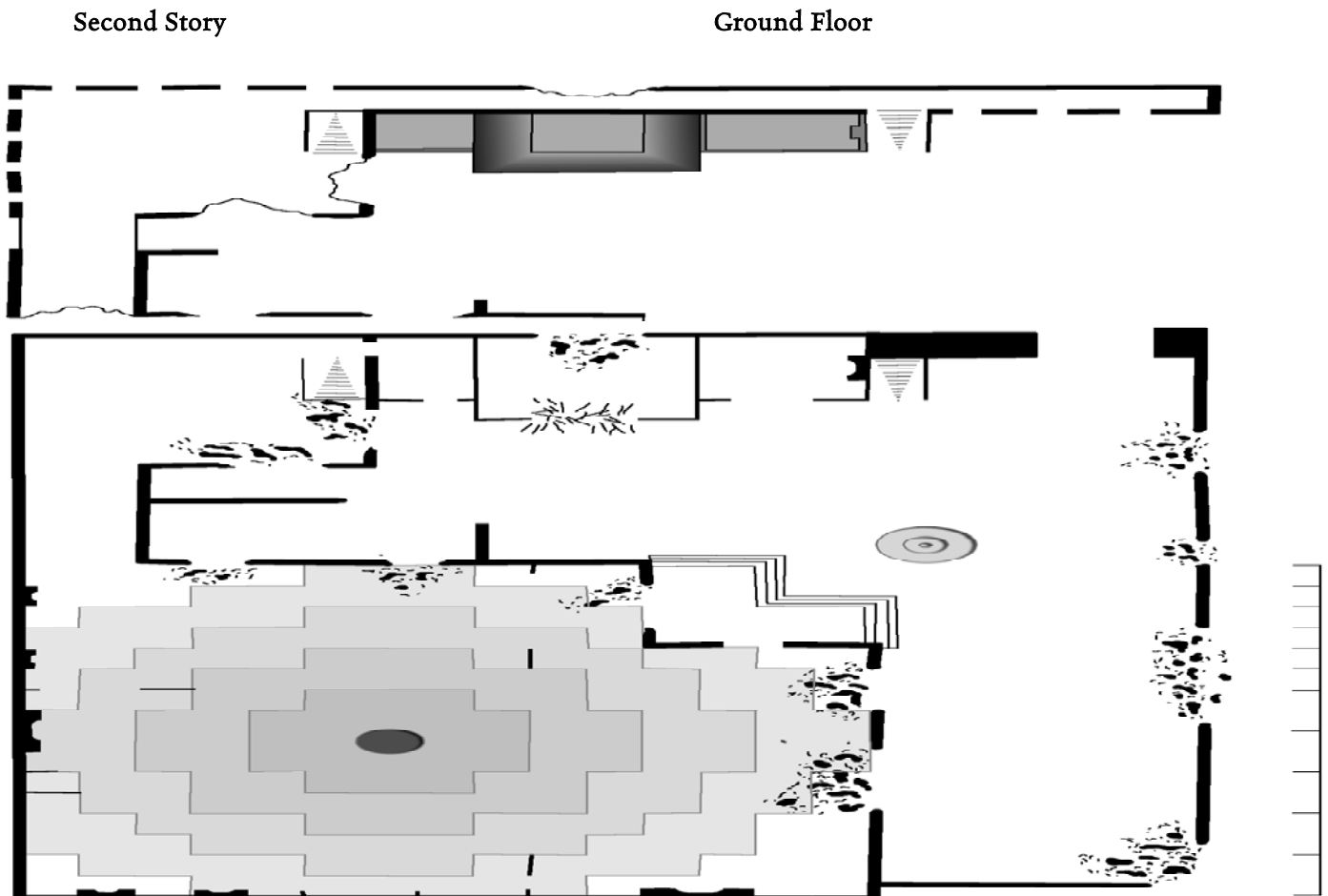
- Neighborhood of craftsmen and artisan shops.
- Second story apartments.
- Spirit seen wandering the neighborhood. Unable to pinpoint site of its haunting because it wanders.
- Streets are filled with desiccated corpses of orcs, ogres, and hobgoblins in differing stages of decay.
- Mission is to permanently remove the spirit.

- A. Apothecary
- B. Tinsmith
- C. Chandler (Candlemaker)
- D. Clothier
- E. Cooper (Barrelmaker)
- F. Breadmaker
- G. Fortuneteller
- H. Shoemaker
- I. Weaver
- J. Carpenter
- K. Glassblower



## Mission Handout #2

- Three story mansion house. Roof still intact.
- Second floor only intact at street side
- House interior floors all collapsed.
- Subterranean cellars may have collapsed as well, because interior rubble has sunk into a depression
- No sign of creatures in courtyard. Fountain no longer works
- Mansion interior believed to be lair.
- Could not get clear look inside building.
- Mission is to clear the buildings of anything that has made it its lair.



## Mission Handout #3

The old Naval Quarter.

Reports of even greater abnormal arcane spellcasting behavior.

Reports of evening movements; occasional lit fires.

Formerly housed substantial numbers of Vayne's hobgoblin troops, and then Waquonis' troops.

Has seen substantial vandalism by retreating Iuzians as each force tried to make the barracks here difficult or impossible to reuse.

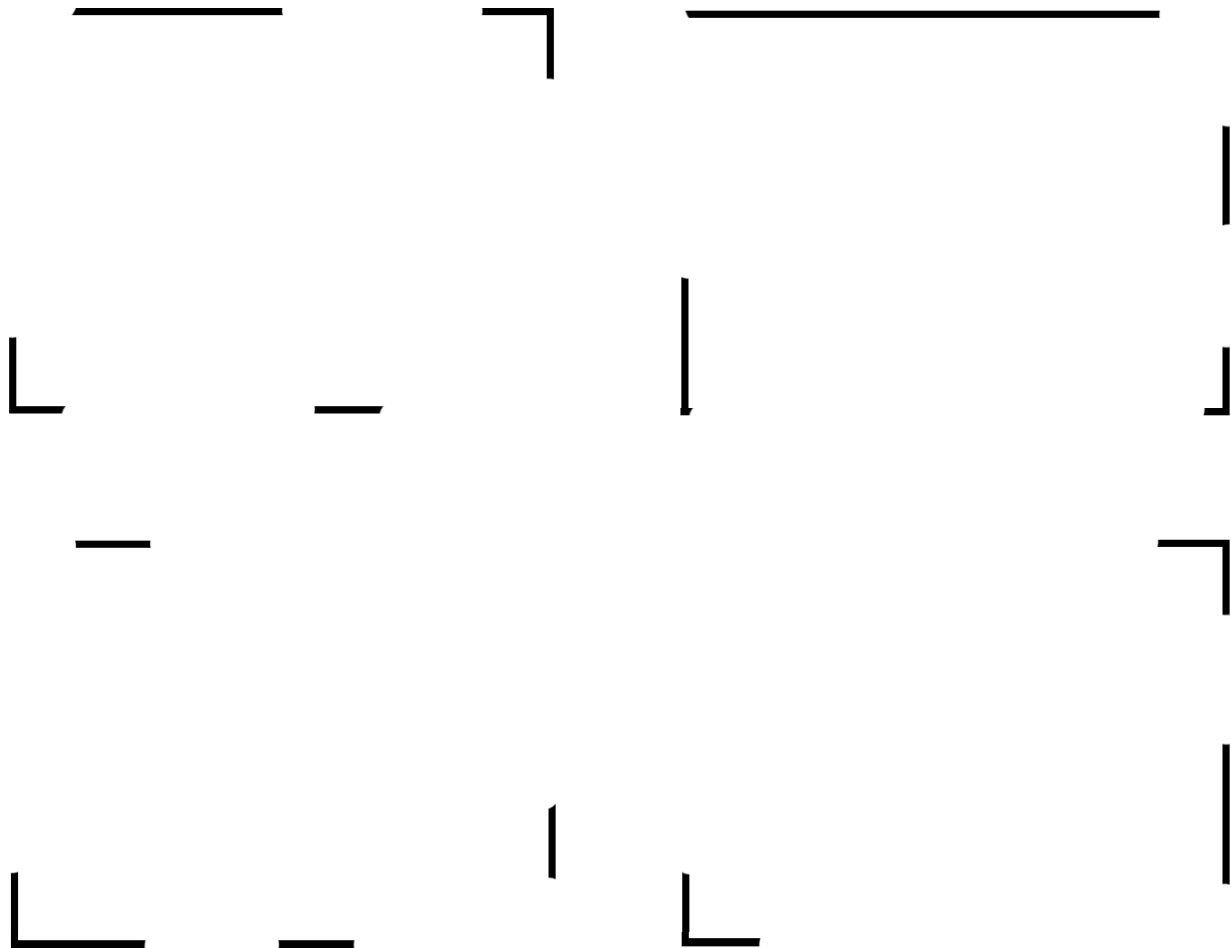
No barracks survived intact, none have roofs, most don't even have a single wall standing, are instead mounds of rubble.

The site of many vicious engagements during the reclamation.

Locating tracks of the reported evening activity are all but impossible, somehow signs of foot traffic must be being erased each night.

Each barrack was 60 feet x 80 feet. Light rubble, mostly planks of wood, is strewn everywhere

Mission is to investigate four of the barracks closely, and clear them out.



## Handout #4

You are possessed. The possessing ghost wants to get the PCs to flee the vicinity at all costs.

The PC should read this aloud as if address his party:

***You thieves should leave now. There is nothing of worth for you to find here. If you don't leave I can make this terribly painful for you.***

Wait briefly (10 seconds, or so) then read or paraphrase the following:

***I mean it! Leave now, or else...***

Waits another 10 seconds or so before angrily crying:

***May the Storm Lord spit oceans on The Old One!***

If at any point the PCs agree with the demands to leave, allow the DM to take over the conversation.

# Player Handout: Supplementary Introduction

## What has happened since liberation

Stories of the heroism of the Standing Army, Shield Lands' navy, Dyversian forces, mercenaries, and adventurers are the current favorites in taverns across the Nyr Dyv. You've caught some of the details from the tales the soldiers tell each other on the 2-day voyage from Bright Sentry to Admundfort.

The forces landed along the shores of Admundfort and pushed the Iuzian remnants out of the city. The ruins of the Towers of the Shield Mages bore witness to significant battles once again. With the Iuzians cleaned from the city, the reclamation force went out to the rest of Walworth Island to hunt some of the monsters left by Waquonis, many beasts were slain.

Unfortunately the vast majority of the creatures of the island must have lain low because once the Dyvers left for home untold numbers of creatures slowly crept into the city to lair in its ruins.

Almost as if the hordes of dangerous monsters were being led into the ruins of the city by some intelligence the monsters seemed to have no end, as one was killed, four others were found. Surely it is a testament to Waquonis' depravity that so many monsters were unleashed upon the island. The Shield Lands forces rallied within the city in a neighborhood along the lakeshore and quickly put up magical walls to regroup.

Since then, soldiers made sorties into the nearby ruins to clean out buildings. As each building was cleaned, wizards and sorcerers extended the magical walls around that building. Day-by-day, week-by-week, the ruins are being permanently secured. Adventurers are being granted permission to come to the ruins of Admundfort to seek fame and fortune with the expectation they can be used to help with securing the ruins. There are not better monster slayers within the Holy Realm than the number of adventurers who call it home.

## Introduction to the dockfront

Before you are allowed to step on to the docks the sergeant commanding the relief platoon addresses you:

"All right then!" shouts the sergeant of the Standing Army. "You've got nine days left. Unless you're dead before then, of course.

"There's not much to do here for types such as yours. First, the Dockfront is the only place in The Enclave with wide-open spaces. Soldiers drill, merchants selling, ships unloading, laborers working.

"Second, whatever you want to buy, there is only one place, the Dyvers Merchant Guild store. You'll pay through the nose, but they sell everything.

"Third, you can't miss the new Cathedral for Procan, they're the only organized religious organization in The Enclave. They've been providing healing services for the soldiers and marines.

"Fourth, the gatehouse is the one way in to the ruins. The Enclave's stable of wizards, druids, and sorcerers are there in case of any trouble coming from the other side of the walls.

"Lastly, I know you are here to get into the ruins, but you can't get there until you speak with Sir Galeoth Korsen. It's martial law here and he's in charge of everything. You get his approval, you can get into the ruins. Okay, that's enough for ya, get!"

With that he sends you off.