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PLANESCAPE™
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PLANES OF CONFLICT
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PLANES OF CONFLICT
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TABLE I: SCHOOL ALTERATIONS BY PLANE 5

Into Conflict

"So, ye're making yer way 'round the Great Road, and ye be wanting to know the dark of the planes of conflict, also called by clueless leatherheads the planes of neutrality. Getting a picture of the overall balance o' the Great Wheel, I see. Well, I can tell ye what I know, for the right measure of jink. Hmph. Dig a little deeper, berk, my memory's not what it used to be. There, now I think I can recall what ye want to know.

"The lower three planes that just about define *conflict are Gehenna, Carceri, and the Gray Waste. Believe when I tell ye, berk, ye* don't *want to go there unless ye want to get entered into the dead-book real quick. Hmph. Besides, it's a quicker and much nicer jaunt to the upper three planes. The Beastlands, Bytopia, and Elysium're the names of these places.*

"Now, don't ye be thinking that 'cause these are 'the good planes' that they're all boring, soft, and fluffy. There're plenty of dangers there. Just as a kingdom or domain of law and justice on a prime world is always fending off incursions of evil and fighting the good fight, so too are these planes. But the cutters who live there have more to worry about than orcs or ogres; the berks who'd love to carve their initials on the top of Great Wheel are the tanar'ri and baatezu (those that're taking a break from the Blood War, that is), slaadi, gehreleths, and those peery yugoloths, among others. Of course, holding these bashers off are the local powers' proxies, the guardinals of Elysium, the aasimon, and all the unnumbered petitioners of the planes. Hmph. It's all part of the balance in the multiverse, ye see. Good balances evil, and law balances chaos.

"A peery basher also knows that good folks don't always see eye to eye about what's good – one sod's 'justified action' in the name of goodness an' light is another's heinous crime. Just 'cause they're all good don't mean they always agree, and that's the source of some pretty intense conflicts right there.

"So don't ye be thinking that these three Upper Planes ain't the focus of some great adventures – hang about for a while, then come back and tell me a tale or two."

– Ciermides, retired planewalker

GOOD MUST TRIUMPH OVER EVIL AND VILLAINY. THIS IS THE WILL OF THE MULTIVERSE.

— BENHORVEN, AN URSINAL SAGE

✦ MAGICAL EFFECTS ✦

Several rules apply to spellcasting on the Outer Planes that're worth repeating here. (These rules apply to all Outer Planes, of course, not just the three featured in this book.) First, abjurations don't affect a creature on its home plane; that means *protection from evil* won't help a sod at all against a tanar'ri on the Abyss. (If the spellcaster and the tanar'ri are on any other plane, though, the spell works as usual.)

Second, summonings on the Outer Planes can only call up creatures native to that plane or its neighboring planes. A summoner on the Gray Waste could call up something from Carceri, Gehenna, the Outlands, or the Astral (not that it'd be likely to help him at all). It's worth keeping in mind, however, that as a result of special conditions on some of the planes, summoned creatures are not necessarily compelled to serve their summoner. Just a word of warning, berk.

TABLE 1: SCHOOL ALTERATIONS BY PLANE

Plane	Abj	Alt	Con/Sum	Div	Enc/Cha	Ill/Pha	Inv/Evo	Nec	Wil	Elemental A	Elemental F	Elemental E	Elemental W
Beastlands	–	♦	♦	♦	♦	–	–	♦	–	♦	♦	♦	♦
Bytopia	–	–	♦	♦	–	–	–	♦	–	♦	♦	♦	♦
Elysium	–	–	♦	♦	♦	–	–	♦	–	♦	♦	♦	♦

– No alteration to school.
♦ Alterations to school occur; the spell may need help to work, or its effects may be changed. See each plane description for details.
> School is diminished on plane. All spells function at one level lower than normal. For example, a *fireball* spell cast by a 5th-level mage inflicts 4d6 points of damage. In addition, spells higher than 4th level cannot be cast.
\+ School is enhanced on plane. All spells operate as if they had been cast by a wizard one level higher. For example, a *fireball* spell cast by a 5th-level mage inflicts 6d6 points of damage, and the target's saving throw is made with a –1 penalty. Saving throws against enhanced spells that confer protection are made with a +1 bonus.
∴ School is null on plane. All spells of that school simply do not function. It may be possible to restore them with spell keys.

NOTE: Spell keys may allow spells to function normally. Most keys add 1 to the initiative or casting time of the spell. See each plane description for details.

ABBREVIATIONS: *A* Air (elemental); *Abj* Abjuration; *Alt* Alteration; *Con/Sum* Conjuration/Summoning; *Div* Divination; *E* Earth (elemental); *Enc/Cha* Enchantment/Charm; *F* Fire (elemental); *Ill/Pha* Illusion/Phantasm; *Inv/Evo* Invocation/Evocation; *Nec* Necromantic; *PE* Paraelemental Plane; *QE* Quasielemental Plane; *W* Water (elemental); *Wil* Wild magic

Third, certain wizard spells with planar pathways don't function without spell keys, simply because there's no direct access to the Ethereal or Inner Planes from the Great Ring. That means there's no calling on *invisible stalkers* or using *energy drain* on the Outer Planes without a specific key. A complete list of such spells is given in *A DM™ Guide to the Planes* in the PLANESCAPE™ Campaign Setting boxed set (2600). A particular effect of this rule is that all *conjure elemental* spells do not function normally. Instead of a standard elemental being from the Inner Planes, the caster (with the appropriate spell key, of course) conjures a *pseudoelemental* drawn from the plane itself. Pseudoelementals differ in several respects from normal elementals; see the *Planes of Chaos* boxed set for detailed rules governing these creatures.

Fourth, healing and necromantic spells have no effect whatsoever on petitioners. A body doesn't want to be mucking around with 'em anyway, as their powers usually have set them to tasks or put them where they are for a specific reason. If a body comes across a petitioner herding sheep, it's because that sod's power has decided that's the best place for him to be. It's generally not wise to second-guess a power's decision.

Finally, every plane (and each power's realm) has unique magical and physical properties that the DM should familiarize herself with before running any adventures on that plane. Similarly, the nature of each plane affects different schools of magic in different ways. The chart above summarizes the alterations to the schools of magical spells for the good neutral planes; for particulars, see the "Magical Effects" section for each plane.

✦ NONPLAYER CHARACTER ABBREVIATIONS ✦

Character statistics appearing in this product remain in the usual PLANESCAPE format: (origin/sex and race/class and level/faction/alignment). Abbreviations have been updated from the campaign set for clarity. The new format (along with the standard abbreviations) appears below.

ORIGIN

M	Monster
Pe	Petitioner
Pl	Planar
Pr	Prime
Px	Proxy

SEX

♀	Female
♂	Male
∅	Genderless

CLASS

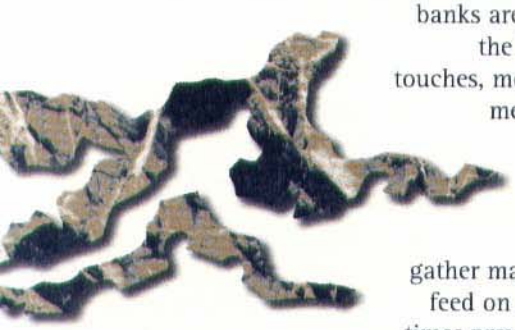
B	Bard
D	Druid
C	Cleric
F	Fighter
M	Mage (generalist)
P	Specialty Priest
Pal	Paladin
Ps	Psionicist
R	Ranger
T	Thief
0	Unclassed
Var	Various

Specialist Wizards:

Abj	Abjurer
Con	Conjurer
Div	Diviner
Ele	Elementalist
Enc	Enchanter
Ill	Illusionist
Inv	Invoker
Nec	Necromancer
Tra	Transmuter
Wil	Wild Mage

✦ THE RIVER OCEANUS ✦

The River Oceanus winds its leisurely transplanar way through all four layers of Elysium and the first layer of the Beastlands before rolling on to Arborea, where it disappears into that plane's second layer. This great river's broad banks are the centers of life on the layers of the planes it touches, more than any encampment or city. Much flora grows here, nourished by the river's sweet waters, and here also gather many creatures to drink, feed on the plants, and sometimes prey on each other. Life is abundant within the river too, with schools of freshwater fish, turtles, otters (many of the giant variety), and other animals. Intelligent creatures such as the delphon (see the enclosed *Monstrous Supplement*, or MS booklet), asrai (*Chaos* MS), and balaena (PLANESCAPE MONSTROUS COMPENDIUM® Appendix II, or PS MCII) also live in Oceanus' waters. Oceanus' unfathomable depths hold huge fishes, whales, and reptiles – beings that exist in no prime-material lake, sea, or river. Folks who make their homes along the river are fortunate that these beings only rarely surface to feed.



Oceanus serves as a convenient mode of transport across the Upper Planes. Merchants, proxies, fisherfolk, and travelers anchor their vessels at the outposts, villages, and trading burgs that dot its shores. Crafts as large as small sailboats can navigate its churning width. Poll barges, catamarans, rowboats, canoes, rafts, and gondolas can all be seen atop the sweet-smelling waters.

But like any normal river, traveling Oceanus can be dangerous for those who don't know the dark of it. The smoothly flowing current can quickly turn to rapids strewn with craft-shattering boulders, or plunge off a high cliff or precipice, sending boat and passengers to impact hundreds or thousands of feet below. The river's banks can narrow drastically and swiftly, forcing vessels such as rafts and barges to put ashore. Any cargo must then be portaged along with the craft itself to a point beyond the hazard where journeying on the river is again safe enough for most travelers.

Oceanus is deeper than any cutter can fathom, and the river appears and disappears without logic and without interrupting its flow. An interesting feature is that this effect is never noticeable to those traveling in or on the dimensionally deep river, only to those on its shores.

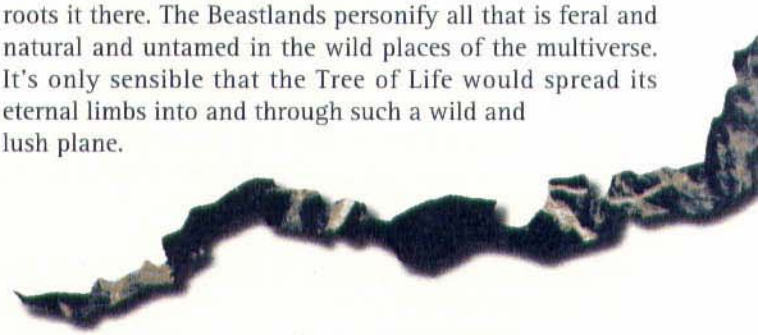
DMs should make traveling on the River Oceanus an adventure in and of itself. Impossibly high waterfalls, deep gorges carved over the millennia by the water's force, tranquil crystal-clear lagoons, and dangerous predators lurking near the banks or under the surface await those who travel Oceanus.

✦ YGGDRASIL ✦

The branches of the World Ash touch the Beastlands and Elysium. Indeed, if a cutter knows the dark of it, she can travel Yggdrasil's limbs to reach any layer of either plane – any layer except Belierin, the marshy third layer of Elysium. No cutter seems to know the dark of just why the portals to that layer've been closed off. The World Ash goes on to touch several other Outer Planes as well.

It's a convenient route, but beware: More than one sod has confidently climbed into Yggdrasil's branches only to be taken by a tree-dwelling predator or some other, more intelligent menace. Bandits and other hazards await the unwary. Although pers (see PS MCI) guard the portals as they do throughout the Upper Planes, they cannot stand watch over the Great Tree's every branch. Many dangerous creatures make their homes in the World Ash's branches, including great birds of prey and numerous types of hunting spiders. Evil creatures also can lie in wait for unsuspecting travelers: abrians, darkweavers (see PS MCII for both), and terrors from the Lower Planes are all known to waylay those who voyage through the planes using Yggdrasil's limbs.

Yggdrasil is strongly associated with the Norse pantheon of human powers, and the World Ash's presence on Elysium can be attributed to the presence of Bragi, a member of that pantheon, who makes his home there. The source of Yggdrasil's connection to the Beastlands is more uncertain, as no known Norse god resides there. Most likely, it's simply the unfettered wildness of the plane that roots it there. The Beastlands personify all that is feral and natural and untamed in the wild places of the multiverse. It's only sensible that the Tree of Life would spread its eternal limbs into and through such a wild and lush plane.



✦ SECTS ✦

As bloods familiar with the PLANESCAPE setting know, not every basher in the multiverse belongs to one of the factions. Many distain such alliances, claiming allegiance to none other than themselves. Some are simply clueless and don't know about the factions. Others, mainly those cutters who have little to do with Sigil or her politicking, belong to sects. Sects are organizations without official recognition in the City of Doors. Sects may be small or have thousands of members. These groups may be new or ancient, regional or multiversal. The one common factor that differentiates sects from factions is that sects are not recognized by the bashers of Sigil.

Two sects are mentioned within the pages of this book: the Verdent Guild, or Wylders; and the Guardians. (Full details on both can be found in the *Player's Guide.*) The Verdant Guild is a sect centered in the Beastlands. Its members' primary concern is preventing the despoiling of the Beastlands by those who turn its primeval wilderness splendor into burgs, farms, mines, and other symbols of civilization and progress. Wylders are known by the animal masks they all wear. The Guardians sect was founded in Elysium, and it engages in activities that further the cause of good in the multiverse. Modeling themselves after the native inhabitants of Elysium, the mighty guardinals, the Guardians monitor the incursions and outbreaks of evil across the planes.

ROAMING POWER: ✦ STILLSONG ✦

CHARACTER. An unearthly chorus of voices beyond those of mortal beings, rapturous melodies, and infinite harmonies of heart-rending beauty.

POWER. Stillsong (MM) is a god in transition, and currently manifests himself (itself?) as a sphere of purest song 40 feet in diameter. Much about Stillsong is a mystery, but he seems to have a great affinity with the delphons (see the MS booklet). There's also a chant that he's linked to the moon dogs.

Stillsong can use each of the following spell-like effects three times per day: leave behind a 20-foot-radius *globe of invulnerability* that lasts for 1d6+3 rounds; *create emotion (hope)* within his sphere; and *cause fear* in evil creatures. Once per day, Stillsong can use *time stop* that lasts for 1d6+1 rounds or until he moves. Stillsong also can sing a *holy word* once a day.

Stillsong is immune to mind-influencing and elemental spells. As he is incorporeal, no weapon harms him, nor do spells that affect a physical body (such as *enfeeblement*).

DESCRIPTION. An invisible sphere of song that is inaudible beyond the diameter of the sphere, Stillsong *is* song. Stillsong is most commonly encountered near the banks of the River Oceanus. (This strengthens Stillsong's apparent link to the delphon.) He can found anywhere in the Upper Planes, however.

PRINCIPAL TOWNS. None; Stillsong constantly wanders the good planes, seemingly without rhyme or reason.

SPECIAL CONDITIONS. All who enter the sphere of song are entranced and stand motionless for as long as Stillsong remains motionless, and 1d6 rounds thereafter. A saving throw with a –10 penalty versus this effect is allowed. Any neutral good being who enters Stillsong's sphere must make a system shock check. Those who fail the check gain a permanent +1 bonus to their Wisdom score, as Stillsong's music has opened their eyes to some secret of the multiverse. This benefit may only be gained once in any being's lifetime. In addition, all good-aligned creatures within the sphere of music are affected as if the music were played by a 20th-level bard (for morale and so on).

PRINCIPAL NONPLAYER CHARACTERS. When Stillsong is near the River Oceanus, delphons are never far away. When Stillsong wanders other areas, he is often accompanied by 1d4 moon dogs.

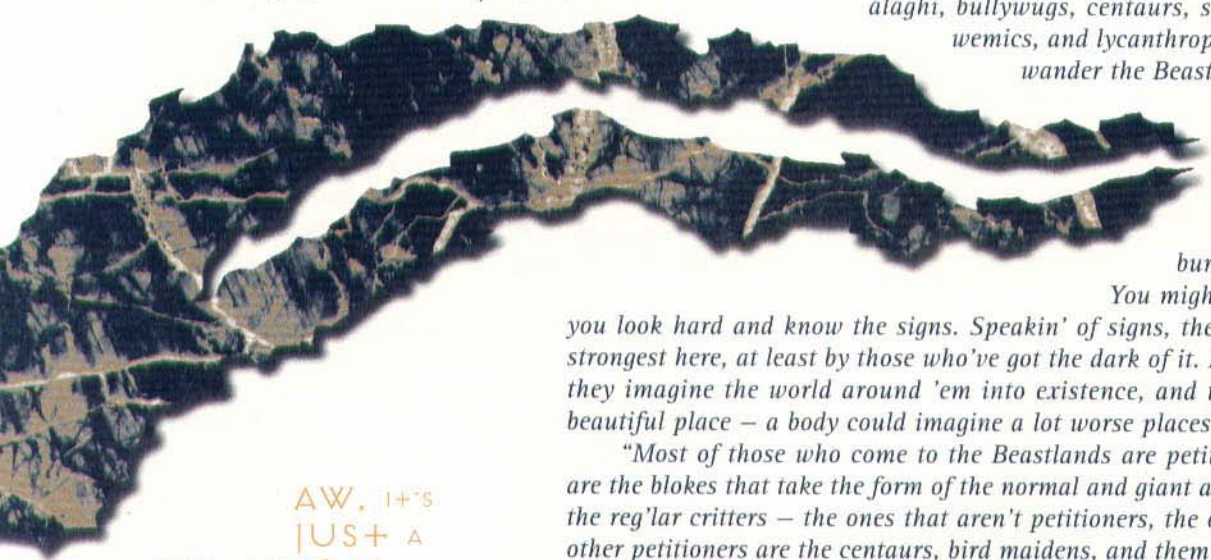
SERVICES. Beyond those abilities listed above, the only service Stillsong is rumored to render is to guide good-aligned beings in need to safe sites (temples, shelter from storms, and safehouses).

CURRENT CHANT. Stillsong remains an enigma. Some powers (such as Bragi, the Norse patron of bards) may know of Stillsong's purpose and motivation, but none have given up that dark. What Stillsong was and what he'll become also are mysteries to this day. Beyond that detailed above, all that is known is that Stillsong primarily wanders up and down the length of the River Oceanus, although he can be encountered on any of the good planes, not only the ones detailed in this book.

✦ OTHER SOURCES ✦

As they surround and influence the neutral planes, the realms described in *Planes of Chaos* and *Planes of Law* can give PLANESCAPE DMs much more background and depth to this material. The first two *PLANESCAPE MONSTROUS COMPENDIUM* appendices (or MC – PS MCI [2602] and PS MCII [2613]) also should prove useful. Details of the gatetowns to the planes can be found in *A Player's Primer to the Outlands.* The *Legends & Lore* (LL) and *Monster Mythology* (MM) books are invaluable for referencing the powers who inhabit these planes. Finally, the FORGOTTEN REALMS® Campaign Setting (FR) and the DRAGONLANCE® Saga boxed set *Tales of the Lance* (DL) provide more information on the deities hailing from those realms.

THE SAVAGE BEAUTY OF THE BEASTLANDS



AW, IT'S JUST A DUMB ANIMAL.

— THE LAST WORDS OF MORE THAN ONE LEATHERHEAD ON THE BEASTLANDS

"The three-tiered plane of the Beastlands, known to some Clueless as the Happy Hunting Grounds, manifests all that is feral, free, and untamed in nature. Here the animals are the overlords, berk, not any bunch of soddin' bipeds. This place is literally crawlin' with every kind of life – animal, bird, insect, and plant – more'n any ranger or druid could ever remember.

"I'm talkin' natural animals here, or at least those that got something natural about 'em. Lizards, deer, tigers, eagles, ants, you know that chant; but there's giant-sized versions of these critters, too. And there's others about: lizard men, winged cats, white harts, alaghi, bullywugs, centaurs, swanmays, flying elves, wemics, and lycanthropes also prowl, graze, or wander the Beastlands and call it home.

"Of all the planes, Upper or Lower, the Beastlands have the fewest settlements, burgs, shrines, or citadels. You might find a camp or two if you look hard and know the signs. Speakin' of signs, the Signers are said to be strongest here, at least by those who've got the dark of it. Hey, the Signers believe they imagine the world around 'em into existence, and this plane's a savagely beautiful place – a body could imagine a lot worse places to be.

"Most of those who come to the Beastlands are petitioners. The petitioners are the blokes that take the form of the normal and giant animals. These mix with the reg'lar critters – the ones that aren't petitioners, the ones that live here. The other petitioners are the centaurs, bird maidens, and them others arriving at their final destination. One thing about these petitioners, though, even the ones seemin' normal – they can talk, and some claim to be able to cast spells. Barmy, ain't it? Well, remember that any critter could be a bloke who got offed on his prime world and is none too pleased about it.

"A good number of the humanoids, though, they're cutters who found the Beastlands to their likin' and stayed on. That wandering tribe of wemics, for example, could be a group that left their prime world to live their natural lives to the fullest here – on the wildest, most natural plane around.

"Just like the critters, there's all kind of terrain here, and it's wild too – and not just in the 'untamed' sense. It's a bloomin' hodgepodge of rivers, mountains, swamps, plains, and forests of all kinds. There's been more'n one druid who couldn't handle the chaotic nature of the plane; they went all barmy and ran off, never seen again. They probably got eaten by one of the voracious predators that constantly hunt the plane.

"Any other bashers here are likely on some business, like some proxy off on her power's latest errand, or some addle-cove thinkin' the Beastlands are good places to hunt. Most sods change their minds – about the time they realize somethin' is huntin' them. *Oh yeah, don't think just 'cause they're critters don't mean they won't protect themselves. Any blood can tell you that nature's a brutal queen. You adventurin' cutters have a sayin' that sometimes it's 'Kill or be killed.' Well, the Beastlands have their own sayin', 'Eat or be eaten.' It ain't good, it ain't evil, it's just how it is. Deal with it, berk."*

– Konnat One-Hand, a basher who learned respect for Nature the hard way

✦ PHYSICAL CONDITIONS ✦

On all the Outer Planes, there is no place more natural, more wild, or more alive than the Beastlands. The plane itself makes a body feel invigorated and more vital. A body finds his mind alert, his reflexes sharp, and his stride quick. Hunger pangs are acute, but food and drink never tasted better. Sleep is always deep and restful, and a basher always awakens alert.

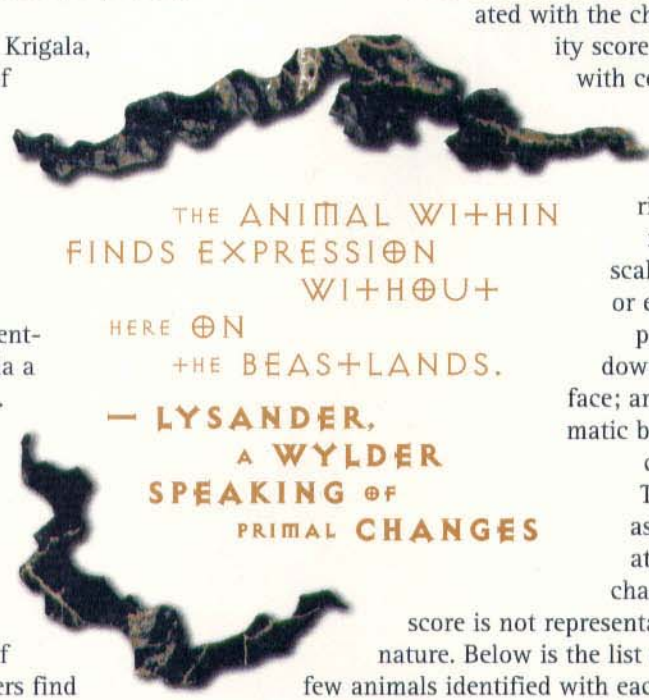
Many primes say that the Beastlands remind them of the deepest wilderness back home. Due to this "perfection of nature," all who possess wilderness skills such as tracking, animal handling, or direction sense find these talents enhanced by 10% (a +2 bonus on proficiency checks) during their stay on the Beastlands.

The weather on the Beastlands is as wild as the beings that live here. The sky can be crystal clear one moment and pouring buckets from the darkest storm clouds a body ever saw the next. As an exception to the rule above concerning bonuses to wilderness skills, the weather sense nonweapon proficiency incurs a –4 penalty for checks due to this unpredictability. The Signers who reside on the plane have a maxim: "If the weather don't suit you, cutter, wait 15 minutes and it'll change."

The Beastlands comprise three layers: Krigala, the layer of eternal noon; Brux, the land of neverending twilight; and Karasuthra, the domain of the glowing moon. Each layer rests under the sway of the two dominant celestial objects in the plane's sky – the sun called Selera, and the moon known to the plane's bloods as Noctos. Selera rules the layer of Krigala, her heat beating down constantly. This relentless exposure to Selera's rays makes Krigala a lush, thriving epitome of daylit wilderness.

Over the plane's second layer of Brux, Selera and her dark, aloof brother Noctos are balanced, resulting in a perpetual half-light. His sister's antithesis, Noctos absorbs what he can of Selera's emanations, and reflects what he can't off of his cool, gray surface. This light is seen by the inhabitants of Brux as the half moon that lies low in their sky. Most cutters find more comfort from the light of campfires and other manmade sources of illumination; they expose the layer's long shadows and drive off the predators that are unaccustomed to the brilliance.

Over the midnight layer of Karasuthra, the full aspect of Noctos reigns. Here, the moon absorbs all of the energy that Selera sends, resulting in the layer's endless night. He provides his own light to the layer, without which Karasuthra would be virtually without illumination. Indeed, a body finds that normal light sources like torches, lanterns, and bonfires simply don't alight on this layer. They can be brought from other layers, but even then Noctos seems to draw the energy away from the source, reducing their warmth and light.



PRIMAL CHANGES

Such is the wild nature of the Beastlands that all animals are overcome by it. Any normal animal servitor, pet, companion, or mount runs off, bolts, or otherwise immediately flees upon entering the plane. Riders are bucked off their mounts, pets loose their restraints, and all run wild as their natural instincts, brought to the fore by the primal nature of the plane, overwhelm whatever training they may have had. Exceptionally loyal or magical creatures such as a paladin's war horse, a ranger's animal follower, or a mage's familiar return to the character before she leaves the plane. (Magical or fantastic familiars like pseudodragons and imps are unaffected.)

The characters themselves, as living beings, also are affected by the wild nature of the plane. As a character spends time on the Beastlands, he develops one "primal change" – a single trait from one animal (both the animal and the trait are chosen by the DM) associated with the character's highest ability score. Each ability is linked with certain animals. For instance, a strong warrior may slowly grow bear or gorilla fur; an agile rogue may develop a snake's scaly skin or the whiskers or ears of a rabbit; a wise priest may sprout small downy owl feathers on his face; and a paladin or charismatic bard could grow a peacock's flamboyant tail. The DM may choose to assign a more appropriate primal change if the character's highest ability score is not representative of his or her true nature. Below is the list of ability scores and a few animals identified with each.

- Strength: Bears, eagles, gorillas, tigers
- Dexterity: Antelope, monkeys, otters, rabbits, snakes
- Constitution: Camels, elephants, horses, oxen
- Intelligence: Apes, cats, dogs, dolphins, foxes, wolves
- Wisdom: Lions (as wise kings of the jungle), owls, tortoises, turtles
- Charisma: Bear cubs, birds, deer, kittens, puppies

Sometimes these changes take days to manifest themselves, and sometimes changes are evident after only hours. Lawful beings tend to resist these effects the

longest, probably because they repress many of their natural reactions. They don't exhibit signs of their animal natures until they've spent 2–5 days on the plane. Neutral characters begin to show symptoms in 2–24 hours. Chaotic characters, being the type most given to wild, uninhibited behavior, notice effects in only 1–6 hours. In any case, the primal changes are complete by the time a basher's spent a week on the plane.

These primal changes last as long as characters remain on the Beastlands, plus a period of time equal to their time here *after* they leave the plane. Note that petitioners are not affected by these changes; most of those cutters are animals already. Both PCs and NPCs are affected by these changes.

Primal changes are not meant to hinder the characters or endanger them in any serious manner. They should be able to continue to function normally (although they may be sodding uncomfortable). Overall, these primal changes should not have a major effect on the campaign, though the characters and players may think that they do. They are intended to enhance the role-playing of being part of a place as wild as the Beastlands. After a time the primal changes fade, leaving the characters none the worse – except possibly for some ill-fitting clothes and damaged reputations.

✦ MAGICAL CONDITIONS ✦

Most magic works the way a cutter intends it to on the Beastlands, with the following exceptions.

ALTERATION. Due to the presence of the mortai, a type of living cloud creature (see PS MCII), all spells that manipulate the wind, air, or weather fail automatically on the Beastlands. Some such spells include *feather fall, fly, gust of wind,* and *wind wall.* Note that though *fly* affects the subject of the spellcasting and not the environment around him, the nature of the plane is such that only creatures normally able to fly can get off the ground.

CONJURATION/SUMMONING. Most Conjuration or Summoning spells work normally on the Beastlands, but all *monster summoning* spells draw only residents of the plane (of appropriate Hit Dice, of course). In other words, a spell-slinger's going to be mighty disappointed if he's hoping to summon Arborean elves or Elysium guardinals to whack on his foes for him. He'll also be surprised when that lion he's summoned doesn't immediately spring to his aid; the beast's been brought by his magical call, but it's under no compulsion to serve his whims.

DIVINATION. All Divination spells that call upon otherplanar knowledge or beings, such as *contact other plane,* do not function on the Beastlands. This is Nature's plane, and "unnatural" resources just don't have a place here.

ENCHANTMENT/CHARM. Despite their appearances, the "normal animals" of the Beastlands really aren't normal. No basher is capable of controlling the Beastlands' creatures with spells that control or *charm* normal animals.

NECROMANCY. All harmful and damage-causing necromantic spells such as *chill touch* and *energy drain* are cast on the Beastlands as if the caster is one experience level lower than her actual level. (Unlike normal "diminished" effects, however, the caster is not limited to spells of 4th level and lower.) Death is a part of life, but in a place as vital and vibrant as the Beastlands, it doesn't come easily by unnatural means.

ELEMENTAL. As noted above, the mortai's presence causes all spells of Elemental Air to fail without a key. Other elements seem to be affected by the strong primal nature of the plane itself. Elemental Fire spells are enhanced in Krigala, perhaps due to the constant burning presence of Selera; they're diminished in Karasuthra as Noctos draws their heat away (but as with Necromancy, the caster is not limited to spells of 4th level and lower). Elemental Water spells are enhanced on the Beastlands in the presence of large bodies of water (Oceanus, Bear Lake, the Forgotten Lake). Similarly, Elemental Earth spells are enhanced near mountains or large rocky outcroppings such as the Forbidden Plateau.

SPELL KEYS

All spell keys for the Beastlands take the form of natural items. In general, the larger the item, the higher level of spell the key empowers. Note that examples of keys are provided for schools that have no general changes; the school may be unaffected, but any specific spells involving air or wind are still inhibited by the mortai. A list of common key forms for each spell school follows:

ABJURATION: Stones and pebbles (needed for *elemental aura*)
ALTERATION: Blown leaves
CONJURATION/SUMMONING: A foodstuff for the type of creature being summoned (oats or hay for horses, a haunch of fresh meat for great cats); a large quantity of the element for the desired pseudoelemental
DIVINATION: Silver ore
ENCHANTMENT/CHARM: Rock crystals, quartz, geodes
ILLUSION/PHANTASM: Feathers (needed for *whispering wind*)
INVOCATION/EVOCATION: Branches from trees struck by lightning (needed for *wall of fog, stinking cloud,* and *cloudkill*)
NECROMANCY: Bone from the general type of creature the caster wishes to affect
ELEMENTAL: Naturally created air effects for Elemental Air (smoke from a fire), a bonfire for Elemental Fire, and so on.

POWER KEYS

Most powers of the Beastlands are so strongly nature-oriented that few of them present power keys. Unless there's some dire threat to the domain of their Prime worshipers, the power's realm, or the Beastlands as a whole, most of the gods here favor the view that nature is self-correcting.

Stronmaus, the giantish storm god, and the powers of Krynn and Toril are the most likely to issue power keys. The giant god's keys usually take the form of a metallic

rendering of a lightning bolt or a hollow glass pendant, inside which swirls a tiny storm cloud. The Krynnish gods issue power keys in the shape of natural items (see spell keys above for examples). The powers of Toril issue power keys in the form of books, tomes, scrolls, or sheets of musical notes.

INHABITANTS ✦ OF THE BEASTLANDS ✦

The Beastlands are vibrantly full of life. Some bloods speculate that the plane – the land itself – is a living, breathing being of some sort. One chant says that the Beastlands may be a power of some sort, an embodiment of all that is wild and natural in the multiverse. One thing's for certain: A body can't turn around without seeing or nearly stepping on some critter. That must be why so many powers with a good, strong, wild streak in them choose to put down roots here.

THE POWERS

The sole greater power to make his home on the Beastlands – actually, above it in this case – is Stronmaus, the giantish god of weather and storms. He cavorts in his cloud castle with other powers possessing similar interests. Aerdrie Faenya of the elven pantheon occasionally flies in for a visit, as does Syranita of the aarakocra. Remnis, the god of eagles and other flyers, sometimes hunts on the Beastlands; when he does, he stops and visits with his giantish friend.

The intermediate powers of the Beastlands include Puchan of the East Indian mythos, the god of guidance. He watches over those traveling through the wildernesses of the Prime Material, shows shepherds the best lands to graze their sheep without harming the environment, and generally establishes the boundaries of his worshipers' relationships with nature from his realm in Brux.

Kura Okami is the one of the rain gods in the Japanese pantheon. An old cutter of a power, he's a bit forgetful at times, causing one area to flood because he forgot about the last storm he sent, or subjecting another part of the plane to a drought because he neglected to water it. He resides in Karasuthra.

From the prime-material world known as Krynn are the last three intermediate powers: Habbakuk, Chislev, and Zivilyn. Habbakuk is a deity of natural harmony, and as such he splits his time on the plane between the land and the water. He quite enjoys taking the form of a great, blue dolphin and swimming the river Oceanus. There, he communes with others such as the balaena and the asrai, and makes use of Oceanus' waters for travel, food gathering, or a quick bath. Like the Beastlands, though, Habbakuk has his fierce side. When confronting evil, he is as unrelenting as the spring floods.

Chislev "the beast" is a female representation of nature incarnate. She is at one with her world's flora and fauna, feeling every furrow dug in the earth and the ripples of each raindrop on the smallest pond. She gets along well with Habbakuk, and their priests and proxies often work together. Chislev resides in Zhan, The Grand Forest Beyond the World, a realm in Karasuthra she shares with her mate and fellow power, Zivilyn. Zivilyn is a god of wisdom, and he chose the Beastlands as his home because he treasures the profound wisdom found in nature. Habbakuk also spends much time in Zhan's preternatural woodland.

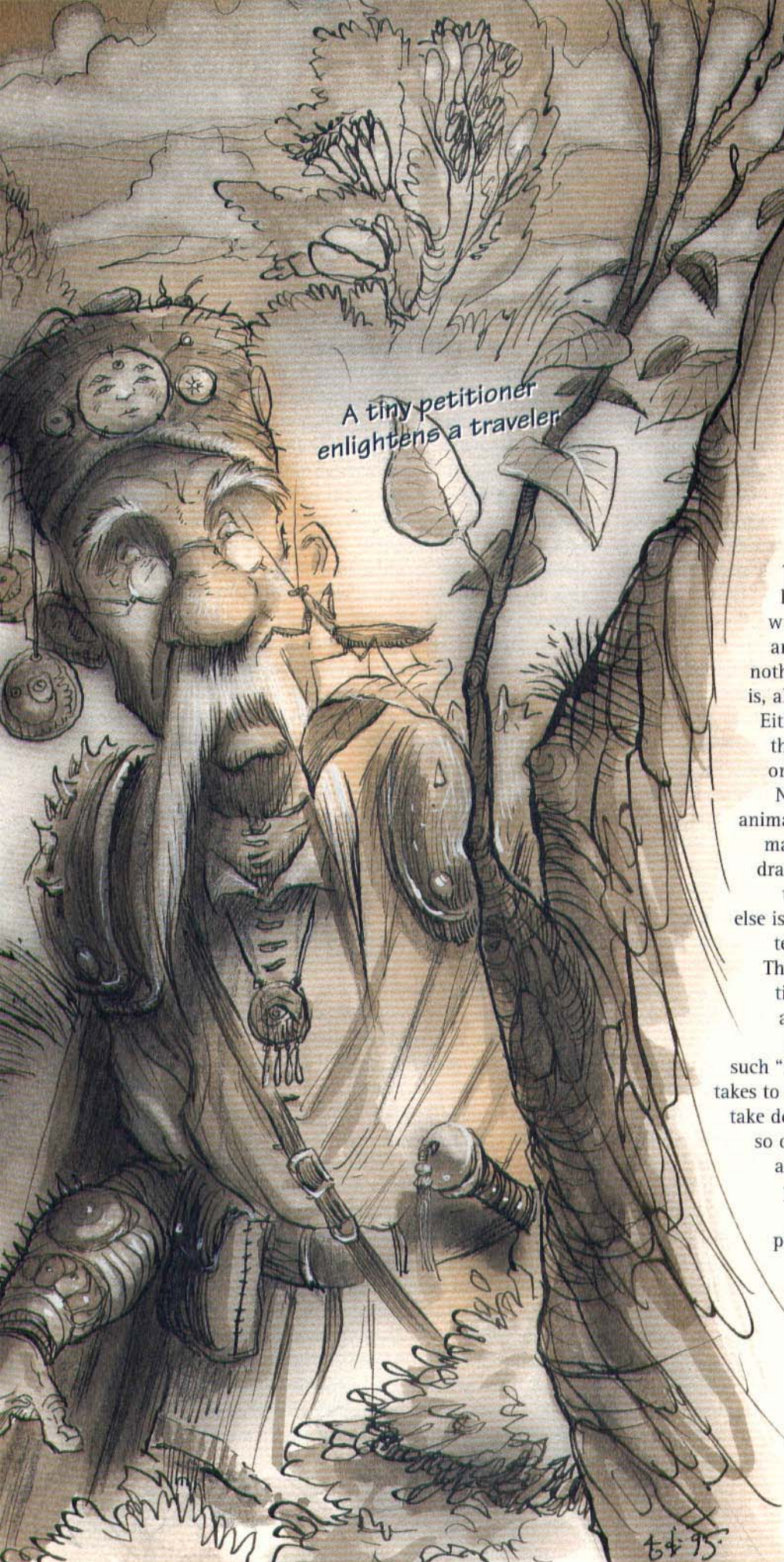
When he's not visiting Stronmaus, the lesser power Remnis hunts the skies of the Beastlands. His hunting parties, soaring above the savannahs of Krigala, Brux, or Karasuthra, are a sight to chill any blood's marrow. Screeching and screaming out of the clouds, he comes in the form of a gigantic golden eagle with green glowing eyes and 55-foot wingspan, followed by giant eagles, rocs, and all manner of hunting birds – hawks, falcons, fishers, kestrels, and others even a ranger would be hard-pressed to name. In addition, Remnis usually has with him a handful of the only sentient petitioners he's got; they're rare and are known by different names depending on a where a sod is from. Most primes call them avariel or, even worse, winged elves (a name they detest). Bloods know them by what they call themselves: *al karak elam*. Most of them worship the elven deity Aerdrie Faenya, but a few prefer the more primal nature of Remnis.

Among the numerous lesser powers of the Beastlands are Balador and Ferrix, gods of the werebears and weretigers respectively; Quorlinn, the peery, deceitful deity of the kenku; Skerrit, the god of the sylvan centaurs; and Deneir and Milil from the prime-material world called Toril, two servants of the greater power Oghma the Binder.

THE PROXIES

As many of the Beastlands' powers deal directly and almost singularly with nature, they don't often feel the need to send proxies out and about. The majority of the powers prefer their proxies close to the petitioners, in order to lead them or at least serve as good examples of behavior.

Deneir and Milil occasionally send proxies from their Library to All Knowledge to carry messages, tomes, or some new dark to or from their lord Oghma. Tomas Bookbinder (Pl/♂ human/B15,P(Deneir)10/NG) is the most potent of these proxies. No one knows quite the route Bookbinder takes to reach Oghma's House of Knowledge on the Outlands, though most assume there's a convenient portal near the Toril gods' realm.



Of the other deities, the Krynnish powers are the most active with their prime-material world – it seems they're always working to rebuild the natural harmony of the place after some local disaster or other. Their proxies Silvarian (Pl/♂ half-elf/D14/N) and his human partner and lover, Ansala (Pl/♀ human/R16/NG) are most often seen about or in Faunel, the gate-town of the plane. They journey everywhere together, and are deeply and passionately in love.

THE PETITIONERS

The petitioners on the Beastlands are unlike those of any other plane. A body can wander the plane for weeks without seeing another soul walking upright, since there's nothing but wildlife wherever he goes. Thing is, all those animals – they're the petitioners. Either the power of their gods, the power of the plane, or both give petitioners arriving on the plane an animal form.

Now, a good many petitioners already had animal forms when they were living. True animals come to the Beastlands when they die, drawn by the primal nature of the plane and the protection of each's animal lord. Who else is there for the animal lords and their lieutenants, the warden beasts, to watch over? The animal-petitioners serve their lord for a time, then go back to another prime world and live again. If they served well, that is.

Addle-coves from the Prime wonder how such "stupid" creatures manage to learn what it takes to live: what to eat, who not to bite, how to take down prey, how to care for the young, and so on. Some leatherheads scratch their heads and leave it all up to "instinct." Maybe it's partly that, but a berk'd think that after a few lifetimes, a body – even a critter – picks up the dark on how to get by.

The petitioners who were animal-like or part animal and part cutter – centaurs, lycanthropes, and swanmays – all take the form they had during the peak of their life. Once here, they serve their power just like the rest. That badger may be just a badger-petitioner, or he might be a type of cutter known as a werebadger.

This all starts getting barmy when a body considers that even the bipeds – humans, elves, those pesky kender, all of them – take animal forms here too. Just as the plane affects planewalkers with "primal changes," these petitioners are the extreme examples of a body's true nature. A strong, resolute ranger petitioner might take the form of a grizzly bear. A bard petitioner might take the shape of a songbird or even a cricket. A wily thief might appear as a fleet-footed rabbit or a stealthy field mouse.

Keep in mind that these aren't simple creatures. These petitioners still have minds, and most of them can talk. Many of them choose not to, 'cause just how much does one squirrel have to say to another? The chant is that those petitioners that could cast spells when they were alive still can. Finding one to do this is even rarer than finding one willing to chat. As petitioners, they don't seem to want to harken back to the past, but instead desire simply to live the natural life, content in what they have. Like the wild beasts they are, though, any one of the plane's petitioners will fight back if a sod starts making trouble in the petitioner's territory, range, or hunting ground. They'll act like any animal defending itself, its home, or its family – and they may be smarter than the berk who's making the trouble.

THE SIGN OF ONE

The Sign of One is at its strongest on the Beastlands. Of course, the faction claims to be imagining the whole multiverse, and some members even expect to be congratulated for having such strong, vibrant, natural imaginations that they could think up a plane such as the Beastlands.

Besides, the Signers say, a body imagines the multiverse into existence around him and therefore is the center of the multiverse. Nature is self-centered too, as each and every animal in the wild is the center of its own multiverse. For an animal, nothing exists unless it impacts the critter's life. "Is this thing before me food? Is it a mate? Is it a danger to me?" If the answers to these questions are no, then as far as the animal is concerned the item doesn't exist.

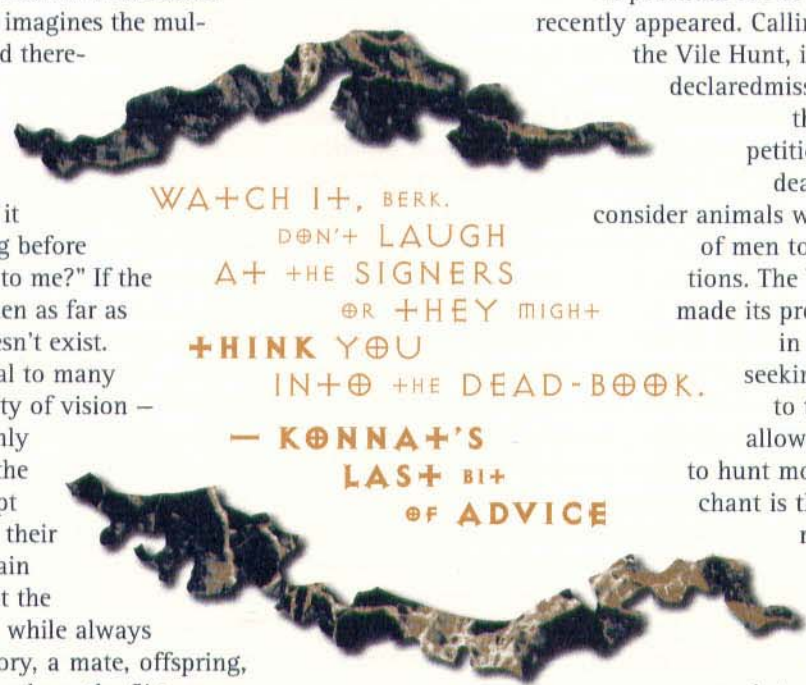
Animals represent a certain ideal to many Signers in that an animal's singularity of vision – the idea that the multiverse exists only in the ways and means that impact the animal – reflects the Signers' concept of focusing on the things that affect their own lives. An animal doesn't complain about its lot in life, it just goes about the business of living the best life it can while always seeking better forage, a larger territory, a mate, offspring, and so on. Don't whine, don't blame others, the Signers on the Beastlands say, just focus on improving the multiverse around a body.

A traditional gathering place for the Signers is the plane's gate-town of Faunel (see *A Player's Primer to the Outlands*). Here they rest up, buy supplies, and try to negotiate for the dark of spell keys before they venture off into the plane. From Faunel they enter the Beastlands for a multitude of reasons: to commune with the natural world, to find something (or some body), or to visit one of the faction's outposts on the plane. Unlike most of the other factions, the Signers don't consider recruiting new members to be a primary goal. This could explain why such a group would choose a plane that has so few potential recruits as its headquarters. None of the other factions have much to do with the plane – those sods consider the Beastlands too "primitive" for their tastes.

THE VERDANT GUILD

A small but potent sect has grown up on the Beastlands. The Verdant Guild, nicknamed "The Wylders," is a group whose goal is to protect the Beastlands (and all wildlife and natural places in general) from depredation and destruction. The three layers of the Beastlands are the Guild's primary focus, but the group also monitors conditions on other planes and the recent happenings in the Blood War, hoping to prevent or lessen further ecological damage from the war. As might be expected, a number of rangers, druids, and animal petitioners are members of the Guild. The current leader of the Wylders is Aaronatok (Pr/♂ human/C9 (elemental cleric)/Verdant Guild/NG), who often speaks out against the ravages of uncontrolled magic on the land's ecosystem.

A potential foe of the Guild has recently appeared. Calling themselves the Vile Hunt, it's these sods' declaredmission to put all the Beastlands' petitioners into the dead-book. They consider animals with the minds of men to be abominations. The Vile Hunt has made its presence known in Faunel and is seeking other gates to the plane that allows its members to hunt more freely. The chant is that it's only a matter of time before the Verdant Guild and the Vile Hunt come into open conflict, and any sod worth his shoes won't want to be anywhere near when it finally comes.



OTHER ENCOUNTERS

First and foremost, of course, are all the animals. Any natural creature from any prime world can be found here, as well as normal creatures of the planes themselves. From herds of the striped horses called "zebras" to the dark and deadly aeserpent, the beasts rule the plane.

The animal lords all make their homes in the Beastlands. Also known to some primes as the "Generals of the Animal Spirits," these bloods ain't powers in the sense that the Guvners would use the word. But to their animal-petitioners, they're as close to powers as it comes. Some cutters classify them as "quasipowers."

Now, everybody knows the chant that a deity gets her power from her worshipers. Whether the animal lords derive any, some, or all of their formidable skills from the indirect devotion of prime-material critters remains a dark no one's got – except maybe the animal lords themselves, and getting most of them to talk is harder than convincing a Mercykiller to let a guilty sod off the hook. Some sages among the Signers have a chant that maybe, just maybe, the animal lords get at least part of their power from the very essence of the Beastlands. It's that "living plane" idea again. It's their thought that any place as wild, vibrant, and savage as the Beastlands must be alive, and they back this up by correctly noting that no animal lord resides on any plane other than the three layers of the Beastlands.

Regardless, the animal lords aren't alone in their guardianship role. The warden beasts (see the MS booklet) serve each lord, and act as pseudo-proxies. They're found anywhere their animal type is, whether on the Beastlands or on any prime world. They generally take the form of the animal whose lord they serve, only bigger, stronger, and smarter than the average specimen.

Other "quasipowers" unique to the Beastlands are the cloudlike creatures called the mortai (PS MCII). It's a confirmed chant that all wind, air, and weather spells fail 100% of the time when cast anywhere on this plane. This may be due to the will of the mortai, or it simply may be an aspect of their innate magic resistance; as they seem to be composed of precious little more than air and water, any spell that attempts to alter either of these factors butts up against the mortai's resistance. Between that and the fact that a single mortai can cover cubic miles of territory, it's no wonder that weather-wizards go away from the Beastlands frustrated enough to take on a Doomguard.

Again, the club-bearing philosophers are trying to discern just what mortai really are. The Signers say that the mortai're just another representation of the Beastlands' life-force. Others say that the mortai serve the various air, sky, rain, and storm gods just as the archons may serve the powers of Mount Celestia or the asuras serve chaotic deities. To "prove" this, it's noted that at least one mortai is always in the company of the giantish storm god, Stronmaus. Yet another chant is that the mortai are collections of chaotic-good inclined petitioners who're too chaotic even to take an animal form, or who collectively prefer the form of cloud. Bashers who've talked to a mortai claim they heard laughter and voices from within the cloud even when the mortai's thunderous vocal wind was silent.

The wandering realm of the Seelie Court also appears on the Beastlands according to the whim of its queen, Titania. She seems to prefer Brux and Karasuthra over the sunlit layer of Krigala, but, being the chaotic cutters they are, a body can never be sure where they'll show up next. (See *A Player's Guide to Conflict* for more.)

THE THREE-TIERED ✦ WILDERNESS ✦

The Beastlands comprise three layers, arrayed in receding tiers beneath a sun named Selera. The highest tier and that closest to the sun is Krigala, the domain of eternal noon. It's here that all the day-cycle (diurnal) creatures make their homes. In some areas, the sun bakes and scorches the earth, creating deserts and arid savannahs. In other places, the harsh light barely penetrates the thick canopy of flora in the dense rain forests and jungles. The transplanar river, Oceanus, divides this layer. The forests and swamps are thickest near the broad banks of the river. Moving farther from Oceanus' calm waters and rising in altitude are plains, veldt, and desert. Soon, the desert gives way to scrub highlands, hills, mountains covered with coniferous forests, arctic tundra, and finally glacier fields. However, this plane doesn't lay its terrain out as in a prime-material world – there seems to be little rhyme or reason to the placement of different regions. While glaciers don't exist next to tropical deserts, geographic features are much more random than on most worlds and planes. In general, temperatures decrease as altitude increases.

Moving farther from the sun and descending is Brux, the land of perpetual twilight. The sky is forever caught in the throes of a spectacular sunset (or sunrise, depending on whom a cutter asks). All the plants turn their stalks to the sun in order to gather as much light as possible. From the cool twilit air arise mists and fogs, providing cover for the natural animals that otherwise have but brief forays into a half-lit world. In Brux, they are not relegated to such fleeting excursions. Here, the animals of dusk and dawn rule under the half moon. Here too, every type of terrain is present, and life fills every shadowed niche. Tigers, bats, foxes, and more live here.

Karasuthra is the land of darkest night. Only the full moon provides illumination to those creatures that live in the darkness. The calls and yelps of predator and prey are all that break the stillness. Owls, panthers, and other predators stealthily stalk their prey through the quiescent night. Remarkably, many plants grow and flourish under the pale light of the moon Noctos, providing forage and cover for the small herbivores that populate this layer.

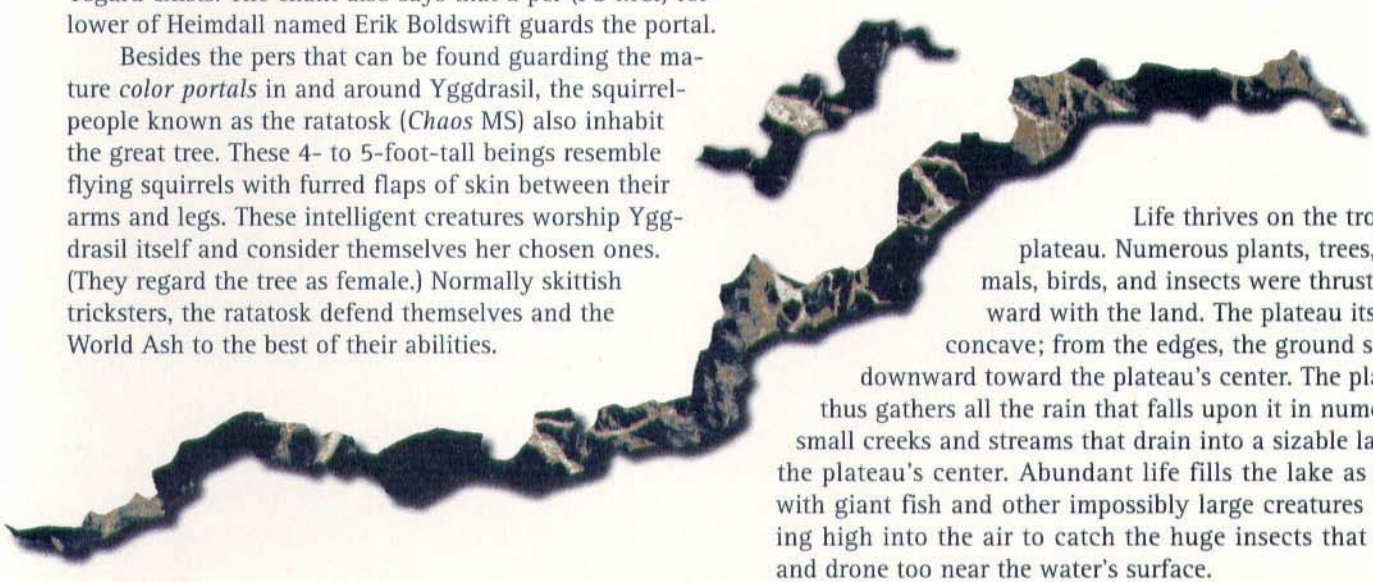
KRIGALA, ✦ SELERA'S EMPIRE ✦

Three aspects dominate the Beastlands' first layer (reflecting the Rule of Threes). The first of these is the sun, Selera. Her light and heat define the layer's climates. In the deserts and arid savannahs, it almost seems possible to reach up and touch Selera's surface, so inexorable is her radiance. Even in the deepest expanses of the rain forests Selera's heat is unrelenting, though the foliage blocks out most of the sun's fierce light. No soul escapes Selera here.

The River Oceanus flows through this layer of the Beastlands on its way from Elysium to Arborea. Near the river's banks is life – both plant and animal – the most luxuriant. The tallest trees, the largest herds, and the fiercest predators all live within sight of the great river's banks. Many use the river to travel on this layer, as the rushing water provides an effective barrier to most land-dwelling predators. Water-dwelling predators such as the giant crocodile and airborne hunters such as the giant eagle are not hindered, however. In any case, no basher is ever totally safe from becoming something's meal on the Beastlands.

Branches of the World Ash Yggdrasil also wend and twist their way through this layer. The limbs of Yggdrasil aren't easy to find, though, as a berk has to climb high into the mountains that form Krigala's borders to the sylvan forests where the World Ash's limbs rest. Somewhere deep in these woods, rumor has it that a gate to the first layer of Ysgard exists. The chant also says that a per (PS MCI) follower of Heimdall named Erik Boldswift guards the portal.

Besides the pers that can be found guarding the mature *color portals* in and around Yggdrasil, the squirrel-people known as the ratatosk (*Chaos* MS) also inhabit the great tree. These 4- to 5-foot-tall beings resemble flying squirrels with furred flaps of skin between their arms and legs. These intelligent creatures worship Yggdrasil itself and consider themselves her chosen ones. (They regard the tree as female.) Normally skittish tricksters, the ratatosk defend themselves and the World Ash to the best of their abilities.



THE FORBIDDEN PLATEAU
(Site)

HEARSAY. What attracts attention to the Forbidden Plateau is the chant that strange beasts live atop it – strange even for the Beastlands. Deep-throated, roaring rumbles, impossibly high-pitched screeches, and thunderously loud bellowing all can be heard from the jungle surrounding the great pillar of stone that is the plateau. Occasionally, some berk says he saw some great shape or other moving near the pillar's edge, or a huge form flying to or from the plateau's trees. These addle-coved chants never describe the shape or form of any creatures known anywhere else on the whole of the Beastlands – not even in darkest Karasuthra.

The plateau is difficult to reach, especially since no *fly* spells function, so all sorts of wild stories circulate in the taverns and inns of Faunel and even Sigil about exactly what lives up there. More'n one expedition of berks've set out to find a way up the plateau, and come back weeks later the worse for wear, unable to handle the fierce nature of the Beastlands while rooting around for a way up. And those're the sods who come back at all. Many a "great hunter" has gone into the forest to scale the Forbidden Plateau and conquer its mysterious wonders, only to get added to the dead-book for his arrogance. Some of the Signers say that the Beastlands hide secrets up there, and the plane don't want just any basher trodding about on its darks.

DESCRIPTION. Deep within the primeval rain forests of Krigala, not far from the banks of Oceanus, a great, wide pillar of volcanic stone rises hundreds of feet into the air above the canopy of the surrounding trees. Atop this pillar is a vast plateau, vertically isolated from all around it. No one admits to knowing the dark of how, why, or when the land thrust itself up. (There's a map of a small portion of the plateau in *Adventures in Conflict*.)

Life thrives on the tropical plateau. Numerous plants, trees, animals, birds, and insects were thrust skyward with the land. The plateau itself is concave; from the edges, the ground slopes downward toward the plateau's center. The plateau thus gathers all the rain that falls upon it in numerous small creeks and streams that drain into a sizable lake at the plateau's center. Abundant life fills the lake as well, with giant fish and other impossibly large creatures leaping high into the air to catch the huge insects that buzz and drone too near the water's surface.

SPECIAL FEATURES. The Forbidden Plateau is a self-sufficient ecosystem. Only flying creatures could escape the plateau if they wished, but few do, except occasionally to ride the thermal updrafts that rise along the sides of the pillar or to soar over the lands below searching for food. There actually exist a number of ways to ascend the plateau, although climbing a several-hundred-foot basaltic pillar of

rock is beyond any rogue's ability to clamber up sheer surfaces. A cutter (such as a dwarf) who knows where to look and what to look for can find tunnels, crevices, and caves that take a body to the top. Flying mounts also do the trick if a body's lucky enough to have one.

Once a basher's on the plateau things get interesting, as the mysterious inhabitants of the plateau soon make themselves known. The animals that rule the Forbidden Plateau are dinosaurs! Like a world lost in time, the plateau is ruled by the terrible lizards. Dinosaurs of all sizes live here, from the smallest ground-running critters up to the beasts that shake the ground with each multi-ton step. Plesiosaurs live in the plateau's central lake along with many species of fish, both normal and giant versions. The plant-eaters include ankylosaur, diplodocus, and triceratops. The meat-eaters include the allosaur, the deinonychus and its relative the velociraptor, and the fearsome tyrannosaur.

In such an isolated environment, the hunter dinosaurs soon notice anything foreign to the plateau – scents, tracks, strange noises – and move to investigate. Though the plateau is vast, there's no easy escape for those who become the dinosaurs' prey. Being chased by a 25-foot-tall lizard through unknown territory is no picnic for even the most experienced planewalker, and it's to these ferocious hunters that most of those who reach the plateau fall prey. (Statistics for the reptilian inhabitants of the plateau can be found in the *Monstrous Manual*™ tome or MC3, *Forgotten Realms Monstrous Compendium Appendix*.)

Dinosaurs aren't the only beings living on the plateau; there's also a race of green-furred humanoids known on some prime worlds as beastmen. These 5-foot-tall bipeds are found only atop the plateau. Less inclined toward good than their prime-material counterparts, the tribes of beastmen here do not take incursions into their homeland lightly. The beastmens' coloration allows them to hide in shadows (as thieves) with a 90% chance of success while in their forested home. Also, when the beastmen attack foes unaware of their presence, their opponents suffer a –6 penalty to their surprise rolls. In combat, the beastmen fight with stone axes, spears, knives, bolas, or blowguns. They also capture intruders in vast weighted nets woven from vines and creepers and dropped onto the interlopers. The tribes live in the trees, in houses woven from the living branches of the forest. These structures serve as homes to extended family groups. The beastmen and the dinosaurs are the reasons most expeditions to the plateau never return.

BEASTMEN: AC 8; MV 12, Cl 12; HD 2; THAC0 19; #AT 1; Dmg 1d8 (spear); SD camouflage; SZ M (4–5 feet); ML steady (12); Int average (8); AL N; XP 270. (For more information on the beastmen, consult MC5, *GREYHAWK® Appendix.*)

CURRENT CHANT. Nobody's got the dark of why the plateau, the dinosaurs, and the beastmen are here. One chant says that the Beastlands wanted to preserve these animals that've died out on many prime worlds. But if they're all in the dead-book, why do they exist on the Beastlands? Dinosaurs must still exist somewhere or they wouldn't need a place to call their own on the Beastlands. This speculation brings up even more questions. Since they're here, the dinosaurs must have an animal lord (or maybe more than one) just as all the other animal-petitioners do, right? A dinosaur lord – that thought's enough to drive even a druid barmy.

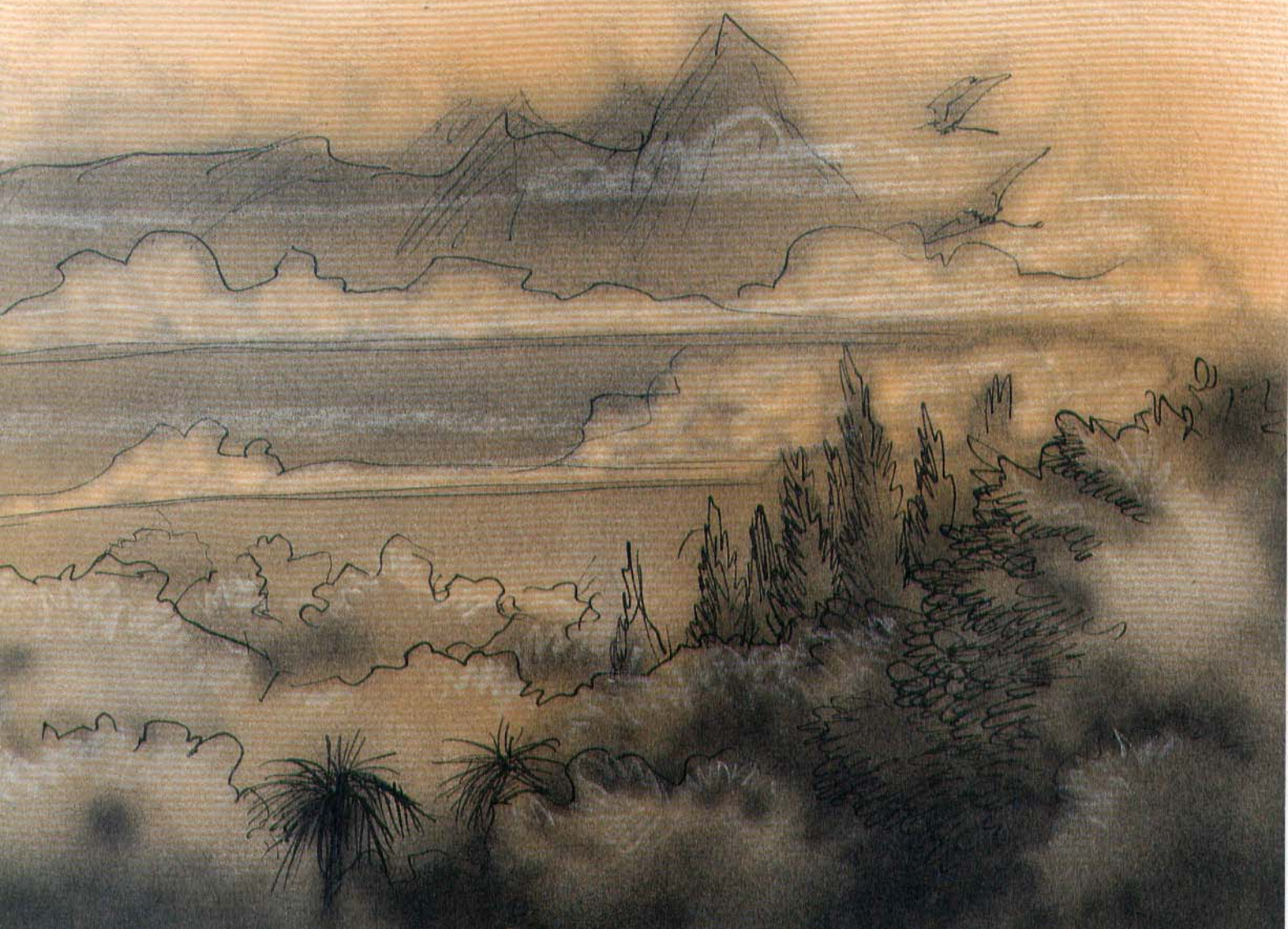
Another chant says that the dinosaurs and beastmen must be up there for a reason. Some suggest that those beings are there to hide or protect something else – something valuable enough to cause the force wanting to protect it to raise a stone column several hundred feet in the air and stock that column with rare, incredibly dangerous beasts. Whether it's a magical artifact, long-lost ancient civilization, or a power who wants his, her, or its privacy, no cutter knows for certain.

SIGNPOST

(Town)

CHARACTER. A true frontier settlement, this burg is no less wild than the rest of the layer of Krigala. The wooden palisade surrounding the town is rough-hewn, and so are those who make their homes behind that wall. Dust blows through the streets as a coach or caravan rumbles and clatters down the road, raising the eyebrows (at least of those who have them) of the townspeople, traders, drifters, sellswords, and Signers.

RULER. Sarazh (Pl/♀ tiefling/P14/Sign of One/LG), a priestess of Deneir, serves as the town's unofficial mayor, marshal, and factor of the Sign of One. Sarazh runs Dreamhearth, an abandoned manor and estate that the faction rebuilt and restored over a century ago to serve as the faction's headquarters. Her wrinkled, pale skin, dreamy blue eyes, small frame, and wispy gray hair makes her seem much more fragile than she is in truth.



Behind the throne. While the town's been built up around the Signers' sanctuary, the faction's too introspective to take much of a hand in the ruling of the place. Sarazh keeps the faction's digs and members safe with her observant eye and astonishing memory. She and hers are less concerned with the rest of the burg, which is left to run itself.

Description. This outpost of the Sign of One faction is a rough-and-tumble town near the frontier between Krigala and Brux, which lies down the narrow mountain-goat trails on the high cliffs that separate the layers. As it's near the border between the layers of daylight and twilight, Signpost is suffused in the ruddy, three-quarters light of an almost sunset. (Some cutters come all the way to Signpost just for the view.)

As a bastion of civilization, Signpost leaves a lot to be desired. The folk are rough, the terrain is rough, the food's no better, and the kips are worse yet. Surrounded by an earthen wall and a wooden palisade, Signpost looks like a small fort in some prime world's backwoods or frontier.

The few dozen buildings are used by the Signers, the traders, caravans, and other bashers wandering through. They include inns, taverns, and supply stores for those who're trekking across the Beastlands and are looking for some home-cooked food, a real bed with a roof over it, or a bath in hot water. The town's permanent residents prefer the wild, free nature of this Beastlands burg over the intrigues of the City of Doors. A Signer can get some serious thinking or other work done here, safe from the distractions of the other factions.

Beyond the Signers, there's quite a few animal-like humanoids that regularly visit Signpost or its smaller counterpart near the border of Brux and Karasuthra, Waysign (although Waysign lacks a Dreamhearth of its own). Wemics, lizard men, swanmays, aarakocra, and even saurials and a few nonevil bullywugs can be seen drinking, gambling (a card game called pahkiir from some backwater prime world has become the most popular form of wagering), brawling, carousing, or sleeping off the night's fun within Signpost's walls.

Militia. If the town's threatened, most adults of the few hundred permanent inhabitants of Signpost act to defend it. The Signers field 30 or so few bashers to man the wall, with the other residents and visitors adding up to double that. None of these groups are terribly organized, but cutters who can wander the Beastlands unscathed ain't easy targets.

Services. Visitors can get a meal, a bed, and any normal supplies from the traders and merchants inside the walls. A body's usually got to listen to a Signer's speech during the haggling, but the goods are quality – besides, where else can a sod find manufactured items such as metallic weapons on the Beastlands?

Current Chant. As one of the few settlements on all the Beastlands, most news flows through its wooden gates at some point. Some of the recent chants include: Another expedition has headed off toward the Forbidden Plateau, this one with some royal somebody-or-other from a prime world intent on uncovering the place's secrets; slaadi berks are raising a ruckus near where the River Oceanus falls from here to Arborea; and the Signers seem to think they've gotten the biggest dark on the Beastlands in a long time – something about how the current female cat lord suddenly assumed that mantle from her male predecessor, real quick and quiet-like. Of course, the sods aren't saying what it is they think they know.

There's also the chant that the Signers are working on one of their grand schemes in Signpost. It seems that the faction's working its collective thoughts to reawaken one of the lost powers, and the Signers are doing much of their imagining here. (See *The Factol's Manifesto* for more information.)

SKERRIT'S GLADE
(Realm)

Character. Pastoral seclusion, an abiding respect for the balance of nature, and the warmth of a close-knit community and friendly surroundings define this realm. Getting away from it all never felt as good as being in this quiet, composed, peaceful glade does.

Power. Skerrit (MM), the god of the centaurs and a lesser power, lives in and protects this glade. Indeed, his strong legs, stout lance, and rock-hard hooves extend Skerrit's protection over these sylvan lands for miles in every direction. Skerrit's rarely seen avatar appears as a huge chestnut-brown male centaur wearing a chain mail shirt that changes color as he wishes.

Other sylvan powers occasionally pay visits to Skerrit's Glade. At any time Skerrit may be hosting Fionnghuala, goddess of the swanmays, Emmantiensien, lord of the treants, Eachthighern, the god of unicorns and pegasi, or the chaotic Seelie Court of Titania and Oberon.

Description. Skerrit's Glade is secluded amidst the temperate forest in the foothills of Krigala's mountains. The lush vibrancy of the forest is subdued in the glade. This quiet pastoral setting epitomizes the peaceful solitude all centaurs hope and dream will be theirs someday.

The small forest realm is a mix of deciduous and coniferous trees, mingling the scents of pine, maple, and cedar. The grass is thick and soft beneath petitioners' hooves, and tastes even sweeter than Oceanus' waters. Small birds fill the air with their quiet, lilting songs, and a large clearing inside a wide ring of huge, ancient oak trees is where Skerrit's faithful greet centaur and visitor alike.

Principal towns. Skerrit's Glade supports no large, central community. Rather, groups of huts and lean-tos are

scattered throughout the Glade. Skerrit's petitioners either sleep in these structures or under the filtered, subdued light of Selera on the luxuriantly soft, sweet-smelling grass.

Special Conditions. Such is the serenity of the Glade that creatures that spend a day or more here are granted a +1 bonus to all Wisdom checks for the duration of their stay on the plane. Peace of mind can be a rare commodity on the Outer Planes.

Principal Nonplayer Characters. Deelah Chestnut (Pr/♀ centaur/P7/Sign of One/NG) welcomes newcomers to the Glade – or tosses out intruders. As a shaman, she is well respected in the Glade, and the other centaurs usually follow her advice. Arcadeon Russetmane (Pl/♂ centaur/R10/Sign of One/CG) is responsible for patrolling the borders of the Glade, along with his band of lance-wielding warriors. Less open than Deelah Chestnut, he is more likely to tell outsiders, especially humans, to pike it and keep moving. Elves tend to be the only exception to this personal rule of his.

Services. Skerrit's chosen aid sods who ask nicely, as long as the favor won't endanger the Glade and doesn't harm or threaten the Beastlands in any way. Cutters are allowed a spot in the Glade to rest or recover from injuries, but for no longer than necessary. Centaurs are private folks, and their lord especially so. Berks that overstay their welcome find themselves run out of the Glade at the lance-points of Skerrit's petitioners.

Current Chant. The centaurs are said to be skilled in herbal potions, poultices, and other natural cures. Some say that these reclusive creatures have uncovered the dark of making a salve virtually identical to *keoghtom's ointment*. Whether this is true, and whether the centaurs could be convinced to part with any of the valuable salve if they do possess it, is a popular topic in many circles. Some Signers also wonder if the salve has conditions or limits: Does the ointment work outside of Skerrit's Glade, and will it work anywhere beyond the Beastlands?

THE STANDING STONES
(Site)

Hearsay. A blood who calls himself the Warden patrols this area for any berks who dare to hunt for sport. Worse, the Warden doesn't hunt alone; he has his own personal pack of hunting hounds and flock of falcons to back him up. It's fortunate for any addle-coves he and his hunters catch that the Warden doesn't believe in putting folks in the dead-book. He just likes to give hunters a taste of what it's like being hunted. Hearing those dogs bay, the hawks screech, and the Warden's hunting horn blow is enough to chill any cutter's marrow. This Warden seems to be a member of the Wylders sect that is making itself felt more and more as a force on the Beastlands.

Description. Atop the tallest hill in a rough, scrub area of Krigala stands a ring of stones. Actually, three concentric rings of stones that fill the hill's crest were erected here long ago to serve as a small shrine to some nature power. Several of the stones have fallen and rolled down to the base of the steep hillock over the years. There is but one approach to the stones, a narrow path leading straight up the hill.

To the east and north of the hill the scrub land continues, with herds of hardy grazing animals and the animals that make those herbivores their prey. To the west is the southernmost reach of a large, deciduous forest that is inhabited by deer, bears, wolves, wild turkeys, pheasants, and more than one dryad. Issuing from the forest is a small stream of unusually cold water. While the stream is not large or deep (even halflings can wade across), it does flow swiftly. All who enter the stream must make a Dexterity check with a –4 penalty or fall into the water. Any character who enters the water (voluntarily or not) feels invigorated and gains a +1 bonus to all Constitution checks for the remainder of the day.

The stream runs south of the Standing Stones, through an area of low-lying, dusty hills, and drains into a large lake that is even colder than the stream. A dunking in the lake forces a system shock check. Failure indicates 1d2 points of damage. The lake water offers no other effects. (More details and a map of the area described here can be found in the *Well of Worlds* adventure anthology in the scenario called "The Hunt.")

The Warden (Pl/♂ tiefling/R12/Verdant Guild/N): AC 3; MV 15; hp 81; THAC0 9; #AT 3; Dmg 1d8+3/1d8+3/2d4 (horns); SA charge; SD makes all saving throws; SZ M (6 feet tall); ML champion (16); Int high (14); XP 2,000.

A tall man, the Warden's tiefling heritage makes itself evident in the stag's antlers growing from his forehead. The Warden wears a deer mask to cover his face and loose-fitting clothes that allow him to move easily. The petitioners in the area all get along well with the Warden, and he doesn't interfere with the normal processes of the Beastlands. It's only the sport-hunting berks that the Warden hunts. His trained hunting dogs and hawks have the following statistics.

Hounds (40): AC 7; MV 15; hp 12; THAC0 19; #AT 3; Dmg 1d4/1d4/1d6; SZ M (6 feet long); ML champion (16); Int low (5); AL NG; XP 35.

Hawks (40): AC 6; MV 1, Fl 33 (B); HD 1; THAC0 19; #AT 3; Dmg 1d2/1d2/1; SZ M (5 foot wingspan); ML average (9); Int low (5); AL NG; XP 65.

The Warden has trained his beasts to attack in two different ways: to

kill and to subdue. In killing mode, combat is handled normally. In subdual combat, damage is recorded normally, but once a berk is reduced to zero hit points, he falls unconscious. He cannot die from the damage he's suffered. In fact, when he wakes up in 1d10 rounds, only 25% of the subdual damage inflicted is actual wounds. The rest is merely bruises that fade in 1d6 days.

SPECIAL FEATURES. If the Warden and his pack and flock are on the heels of some berks for some offense or other, the only safe spot those sods can hope to reach is within the Standing Stones atop the hill. The Warden does not attack any who reach the stone rings. He will enter the rings, though, his dogs dragging the unconscious bodies of any berks who didn't reach the stones. The Warden warns the conscious bashers not to hunt on the Beastlands again, and instruct the berks how to use the Stones as a one-way gate back to Sigil. If none of the sods he was after reach the stones, the Warden instead leaves a note telling the bashers to pike it for a day's walk upriver where there's a gate back to the City of Doors. The note serves as a key.

CURRENT CHANT. The dark of the Standing Stones is that the circles were originally erected to honor the fay powers of the Seelie Court (who spend some of their time on the Beastlands). Offerings of wine and grains were common sacrifices to the faeries of the Court. Over the centuries, the practice of making offerings to the Seelie declined in this area, and the Standing Stones fell into disrepair. The chant still holds, though, that with the proper sacrifice of items precious to the Court, a cutter can use the circles as a gate to the first layer of Arborea. The problem is figuring out what a fickle bunch like the Seelie Court considers precious on any given day.

BRUX, THE LAND OF ✦ TWILIGHT ETERNAL ✦

On this layer, Selera and Noctos are evenly balanced. The sun, while still visible in the sky, shares the heavens with her brooding brother the moon. Visible as a half-moon here, Noctos absorbs much of his fiery sister's heat and light. As a result, Brux is significantly cooler and darker than Krigala. The layer's inhabitants live in a perpetual half-light.

Due to the cooler environment, mists, fogs, and clouds often arise from the land, further obscuring Selera's light. As her illumination is less intense, all of Brux's foliage points its leaves toward her – as if in some form of homage to her light. Long shadows fill much of this layer, making many a cutter more'n a bit nervous. On a plane as wild as the Beastlands, there's no telling what that deep shadow may hide.

AL KARAK ELAM-JHANKHAL
(Town)

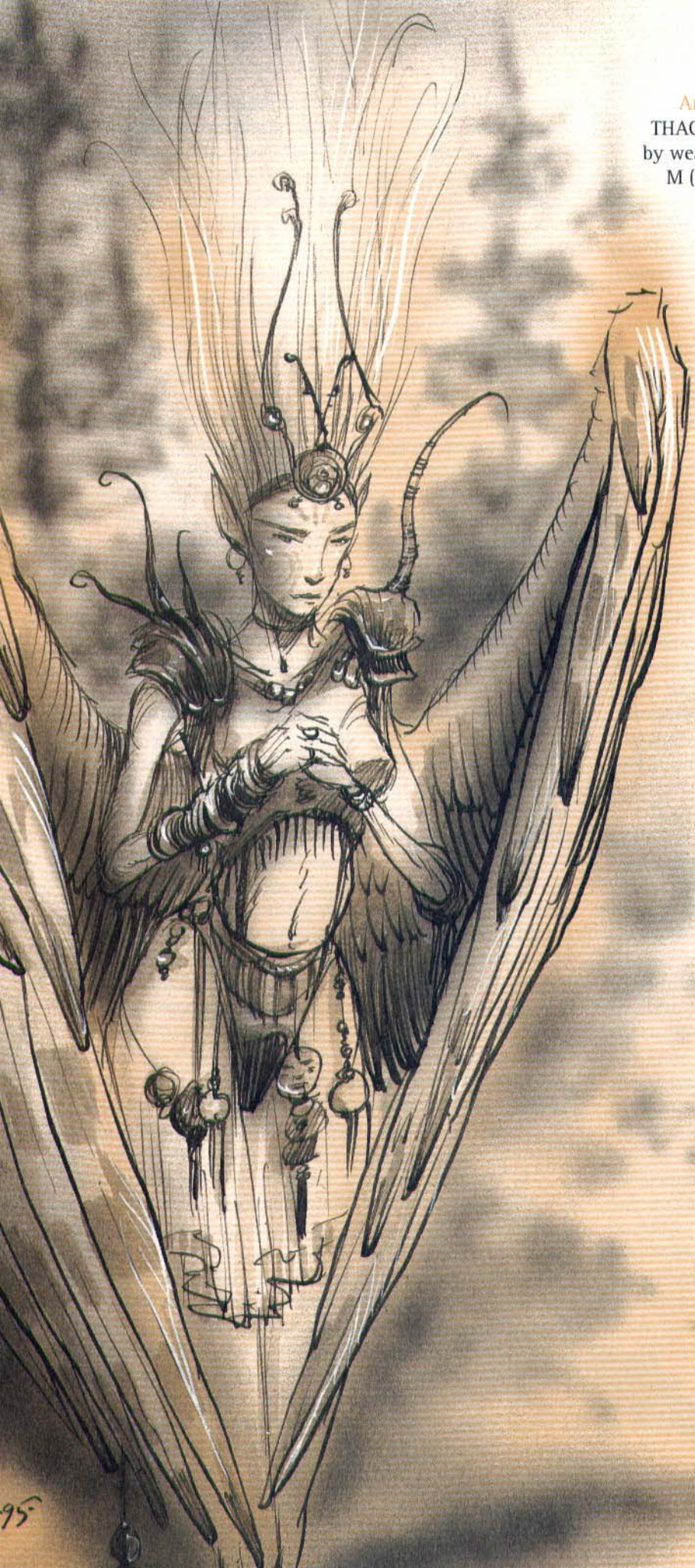
CHARACTER. High above the mist-laden lands of Brux resides the nest-town of the *al karak elam*, also known to the Clueless as the avariel or winged elves. These elves have woven the canopy of branches into homes, as they've also woven their spirits into the life of the forest beneath them and the plane around them.

RULER. Jonaus the Suresighted (Pl/♂ al karak elam/C6/Sign of One/CG) serves as the community's foremost archer (a highly valued skill), cleric of the power Remnis, and informal ruler. Interested only in preserving his small community, Jonaus' indignation toward visitors is difficult not to notice.

BEHIND THE THRONE. Despite the nest-town inhabitants' veneration of Remnis, the god of the giant eagles, a group professing increased devotion to Aerdrie Faenya is gaining popularity and strength. While most members of the species worship the elven goddess of the air, the al karak elam that dwell here are less chaotically inclined and are more in tune with the natural world as a whole. What this bodes for the nest-town and the worship of Remnis on this plane no sod knows.

DESCRIPTION. Covering over a square mile horizontally and almost a half-mile vertically (and almost a mile above the ground at its lowest point), the seemingly underpopulated nest-town is the home to the al karak elam, numerous types of predatory birds, and, in the high limbs that support their weight, giant eagles. As all the creatures that live here need much room for their large wings, the nest-town is more expansive than would appear necessary to any nonwinged berks. Woven over the decades with the living branches of the forest's most massive trees, the nest-town is full of flapping wings, the cries of hungry young from innumerable nests, and canopied meeting rooms and common halls that serve as the town's gathering places.

Al karak elam society has two aspects, and both are reflected in the nest-town. There are those elves who are the hunters, trackers, and warriors of the town; then there're the craftsmen, artisans, and philosophers. These two halves blend well, although the worship of the elven deity Aerdrie Faenya is growing in the latter group.



AL KARAK ELAM: AC 8 (10); MV 9, Fl 18 (C); HD 1+1; THAC0 19 (18 with sword, lasso, or bola); #AT 1; Dmg by weapon; SA wing buffet (1d8 bludgeoning dmg); SZ M (5+ feet tall); ML champion (15); Int high to supra (14–20); AL N or CG; XP 650. See *The Complete Book of Elves* for full details on this race.

MILITIA. The hunters and warriors of the nest-town act to defend their homes from any incursion, as do many of the birds of prey that also nest in the town. During an attack, the others gather in the common areas of the nest-town to protect their young and elderly.

SERVICES. Highly reclusive beings, the al karak elam seldom initiate contact with others. If they are sought out, they may be convinced to help nonevil characters. They do not, however, fully trust any berk who openly makes use of fire, due to the danger it presents to the nest-town and their wings. (Their wings are highly susceptible to heat and fire damage – the al karak elam take one additional point of damage per die of fire or heat damage inflicted.) If all their conditions are met, these elves may agree to serve as guides to nonnatives, and the giant eagles may consent to serving as mounts to druids, rangers, or other characters concerned with nature and who are in need (injured or otherwise incapable of travel).

CURRENT CHANT. One chant is that the wings of the al karak elam are very useful in creating certain magical items such as flying potions, *wings of flying*, and *rings of feather falling*. As such, some bashers come to Brux looking to hunt these elves – another good reason for the elves not to trust any berks without wings.

Another problem with having wings is that a lot of Clueless, and a good number of much more dangerous beings, mistake the al karak elam to be aasimon. On the Upper Planes, this isn't often too much of a problem, but should an al karak elam get the wanderlust in her, she needs to peery about who she takes for friends, especially in Sigil or the Lower Planes.

THE CAT LORD'S PROWL
(Realm)

CHARACTER. This realm is quiet – *too* quiet for most bloods who happen upon it. It's the kind of silence that can at any moment erupt into a roared challenge, a quick leap, and a quicker death from the shadows for any berk who doesn't know where he is. The peace one feels here is tentative, tense, and transitory. Such is the nature of the place and its lord.

POWER. One of the "quasipowers" of the Beastlands, the vain and curious female cat lord (PS MCI) reigns here with a small pride of petitioners. Most of the cat lord's petitioners don't spend all their time with their lord – they're out living the natural lives they wish to. Only a select few are allowed to run with their lord; those that exemplified the feline traits of the form they now possess're the lucky few.

A tense rivalry exists between the cat lord and the goddess Bast (see *Planes of Chaos* for details on that chaotic Egyptian lesser power) over some petitioners. While Bast has many human and demihuman worshipers who take the forms of cats upon becoming petitioners, the cat lord's sole province is that of true cats and all their cousins. The cat lord feels that if the petitioners take the form of cats, they should venerate her as they do Bast. After all, it's a cat's prerogative to be paid attention to, isn't it?

DESCRIPTION. Sometimes found deep within the misty glades and hillocks of Brux, the Cat Lord's Prowl is not a permanent residence. After a time, she and her pride of cheetahs, jaguars, spotted lions, mountain lion, tigers, smilodons, elven cats, leopards, and winged cats have hunted an area to the point where nature's balance would tilt off-kilter if they stayed longer. The cat lord then leads her pride to a new Prowl. In fact, while the current cat lord prefers Brux, past cat lords have roamed all three layers of the Beastlands; many spent most of their time roaming Krigala with a pride of the largest lions, including some saber-toothed cats.

The current cat lord always chooses a misty copse near a water source to provide shelter. The cat lord usually rests in a tree's lower branches, as do her petitioners – those that aren't out hunting for a meal, that is.

PRINCIPAL TOWNS. None. The cat lord's home is in the Prowl or wherever she chooses to rest and stretch, clean up, or catch a quick nap.

SPECIAL CONDITIONS. Cutters lucky enough to stumble upon the Prowl and not be eaten immediately are taken down and dragged to the cat lord's presence. If a berk's got business with her, the lord generally listens. This feline is vain and fickle, though, and any berk who don't garnish the lord with a good bit of praise – enough to satisfy a cat's ego – won't last long. If the lord should accept the berk, he'll likely be invited on the next hunt, or at least get a chance to catch some sack-time with the pride, knowing he's safe from the plane's critters.

One trick of the the Prowl is that a body can sleep in any position, even with armor strapped all over his body. Plus, spellcasters only have to rest half the time in order to regain spells. Bashers with wounds find they healed an extra 1d3 hit points while they rested in the Prowl.

PRINCIPAL NONPLAYER CHARACTERS. Other than the cat lord herself, the only high-up of any consequence is Ferrix, the lesser power of weretigers. Ferrix prefers the hybrid form available to all lycanthropes, but usually runs with the lord's pride in tigress form. She and the cat lord share much including enmity with Bast, and are as close as two felines ever were.

As such, some of Ferrix's petitioners also prowl with the cat lord's pride. Weretigers and a few werejaguars (see the 1994 *MONSTROUS COMPENDIUM Annual,* Volume One for details on the latter) are likely the ones any basher caught by the pride talks to. Meowwrr Lostclaw (Pe/♂ weretiger/6+2 HD/N) and Arturo Farleaper (Pr/♂ werejaguar/C6/N) often interrogate any intelligent prey the pride brings down. Arturo usually insists on taking down the quarry despite his smaller size. Once the prey is subdued, he wanders to a comfortable spot nearby to clean himself while Meowrr handles the questioning.

SERVICES. Beyond some good sleep and perhaps a meal of raw meat, the Cat Lord's Prowl has little to offer a nonfeline, unless the sod has something to offer the cat lord in return. In such cases, the lord's petitioners may present information on any area or terrain of the Beastlands where cats roam. Everything any cat knows, their lord knows as well.

CURRENT CHANT. As mercurial as all felines are, most members of the pride are not inclined to spread the dark of any topics that don't interest them – namely, anything beyond food and maybe a good place to sleep. However, some bloods have noticed that the cat lord's followers seem more active lately, poking around and trying to hunt out certain information. They speculate that the dark the felines may be tracking is what part, if any, the power Bast played in the current female cat lord's assumption of that title. As any sod knows, the last cat lord was male. Not all that long ago (as time on the planes is considered), he disappeared and a female, the current lord, took on the title – with a mighty grudge against the Egyptian goddess of cats and pleasure.

URSIS
(Realm)

CHARACTER. Warm, smoky aromas rising from the small, carefully tended cooking fires, the noises of tent and tepee flaps blowing and snapping in the perpetual breeze that blows this high in the mountains of Brux, and a hearty song bursting from a score or more hale and robust voices greet a basher nearing Ursis.

POWER. Balador (MM), known to his petitioners as Father Bear, watches over this area of the plane from his semi-permanent village. Although revered by all werebears, Balador has no formal priests of his own. Without a hierarchy to support him, Balador's personal power is limited. However, his advice and counsel are sought by many other good and neutral sylvan powers on the Upper Planes, for his concern for the sylvan lands both on the prime worlds and on the Beastlands is unsurpassed.

While Balador prefers his ursine and hybrid forms, his human form is that of a tanned, handsomely hirsute human male ranger.

DESCRIPTION. Balador's tiny realm is like a quaint, comfortable campsite. As god of the werebears, his domain is more of a tribal village than anything, his petitioners arrayed around a central cooking fire. Brightly painted tents, sturdy wigwams, and comfortable tepees are filled with the sounds of laughter, the aroma of pipeweed, and the simple joys that good food and well-spun tales bring.

Nestled high in Brux's mountains, Father Bear normally makes camp in an idyllic alpine valley, often near the source of a river or stream. One of Father Bear's and his petitioners' favorite activities is to assume bear form and go fishing for the large trout and river salmon that inhabit all of the Beastlands' waterways.

PRINCIPAL TOWNS. Ursis is both the name of Father Bear's village and the small mountain valley in which it usually resides. A few score tents and other portable structures make up the entire "town" of Ursis.

SPECIAL CONDITIONS. As Father Bear's only true enemies are the evil lycanthropic deities, no evil lycanthrope can ever enter Ursis. Also, a character who has been infected by lycanthropy but has not yet suffered any shift in alignment may seek a cure for her ailment at Ursis. (This assumes the supplicant is not already of an evil alignment.)

PRINCIPAL NONPLAYER CHARACTERS. Brother Berrypaw the Black (Px/♂ werebear/D7/CG) is the most devout of Father Bear's followers, and his ursine form is that of a smallish black bear whose paws still retain human thumbs. In addition to his other abilities, he is capable of totally curing any evil lycanthropic infection that has not caused an alignment shift in the sufferer. No price is asked for this service, as it suits Father Bear to deprive his enemies of another worshiper.

SERVICES. To those not infected with lycanthropy, the most Ursis can offer a body is a simple, hearty meal, a place near the fire, and a blanket to sleep on – often in exchange for a good tale. "And the taller, the better," Brother Berrypaw is known to rumble in his basso voice.

Ursis is also the place to go for wise counsel in matters having to do with the protection of all things natural. Balador's followers are almost as well known for their sagacity as for their power. The most often-asked price for such counsel most often is a healthy quantity of honey mead.

CURRENT CHANT. Balador's petitioners seem to know more of the chant on the idea that the plane of the Beastlands are alive. While they don't reveal the all-out dark of whether it's true or how they know, they hint that they know more than they say.

IF A
HUMAN BERK
SCREWS UP,
HE'LL LIKELY SPEND
A GOOD CHUNK OF HIS LIFE
PAYING FOR THAT MISTAKE.
IF A CRITTER
MESSES UP,
HE'S LIKELY DEAD.
IT MAY BE SAVAGE,
BUT IT'S SIMPLE.
THAT'S THE WAY OF NATURE,
AND THAT'S THE WAY
OF THE BEASTLANDS.

— GRUNTCLAW,
A WEREBADGER
PETITIONER

KARASUTHRA, ✦ NOCTOS' DOMAIN ✦

Above the third and final layer of Karasuthra, the moon Noctos rules. Riding high in the midnight sky, Noctos absorbs most of the energy that distant Selera sends him, the moon's surface glowing brightly as a result.

So strong is Noctos' reign over Karasuthra that he also prevents any nonmagical light source from alighting on the layer. Torches won't burn, and neither does lamp oil. Campfires cannot be lit, nor do flint and steel strike sparks. Noctos absorbs the necessary energy, not because fire is antithetical to him or to this layer, but simply because it is his role in the balance of the Beastlands to prevent it. Krigala is never truly darkened, even under the blackest storm cloud, and so Karasuthra is unable ever to be lit.

DON'T BOTHER WITH THAT FLINT 'N' STEEL, BERK. THAT WON'T WORK HERE — NOCTOS DON'T LIKE THE COMPETITION.

— AN UNSEEN PETITIONER OF KARASUTHRA

Magical light sources such as spells and magical swords, and normal light sources brought from other layers or other planes still function. However, the radiance they give off is only 50% of normal, illuminating only 50% of the item's normal radius. Also, those light sources with durations (*light* spells, torches, lanterns) give light for only 50% of their normal duration. As an example, a lit torch brought from Brux burns in Karasuthra, but its light is only half as bright as usual, it burns out 50% faster, and no other torches or other nonmagical light sources may be lit from it.

LABYRINTH OF FIERY DOOM
(Site)

HEARSAY. A huge, ancient red dragon of most vile temper resides here in the all-pervading darkness, along with his tanar'ri lover. The dragon crouches upon a treasure horde collected over eons, supplemented by the riches of the tanar'ri's victims. Tales are whispered of this odious twosome and their heinous practices, held here in the eternal night of Karasuthra so that their evil acts remain unseen and undisturbed.

DESCRIPTION. Secluded in the darkest corner of the layer lies a cave complex. The cave's twists and turns are too smooth and mazelike to be natural. The area itself is said to have been corrupted by the presence of the two malevolent creatures, and there's plenty of evidence to that chant: acrid steam vents from the ground, lakes of mud bubble like some infernal brew, and rivers of boiling water flow throughout the cave with no rhyme or reason.

The true dark of this place is known to almost no one. (In other words, PCs should never learn the truth of this place in an alehouse in Sigil. Any knowledge of this locale reflects the hearsay.) In truth, the pair are lovers on the run from their pasts, who've come to this place to hide and live their lives together in peace. The "dragon" is actually an agathinon aasimon, and the "tanar'ri" is an erinyes baatezu. Not long ago, the agathinon, who now refers to himself as "Janarr," was on a mission on the Prime. Nalura, the erinyes, also was operating there. Before either identified the other as a hated foe (as they had taken other forms), both came to realize they were falling in love with each other. They knew they'd be doomed if found out by their respective masters, and the pair fled back to the planes. On the run for years, they finally settled in Karasuthra, in an untraveled part of the plane churning with geothermic activity. Over time, the pair developed the "dragon and tanar'ri" peel to keep unwanted visitors away. Janarr uses his shapeshifting ability to take on the form of the dragon and Nalura subtly alters her appearance to look more like a succubus.

A berk may ask how two such antithetical beings could be in love. Well, it's really just a simple matter of their respective natures. Both've fulfilled their purposes, and both did their jobs admirably. Nalura seduced a paragon of purity, and Janarr turned a baatezu's lustful nature to true love.

SPECIAL FEATURES. The pair chose to live here because they hoped the peculiar environment of the place would contribute to the aura of fear their fabricated tale generated, and keep nosy berks away – and because it reminded Nalura of her home. What even the couple doesn't know about the area is the cause of the unusual activity: this labyrinthine cave was once a part of Baator's fiery fourth layer.

The incredible heat from its former residence lingers, causing the underground water here to boil, turning to steam that vents from the ground. Though they've managed to remain safe both by geography and fear, it may only be a matter of time before the couple's retreat is discovered.

CURRENT CHANT. Anyone who tumbles to the true dark of this place might also find out that both of the hierar-

chies the lovers abandoned are still in search of them. Both races believe that the presence of the other lover has "corrupted" their instrument. There's said to be at least one group of devas and one of mercenary yugoloths looking for the couple, which is now expecting their first child.

STORMHOLD
(Realm)

CHARACTER. Crashing thunder, lightning arcs flashing across the sky, rain pelting down with the fury of a god-driven storm wind, and the booming laughter of the power responsible for the awesome display, enraptured by his own magnificent creation.

POWER. Stronmaus (MM) – the giants' god of the sky, weather, and joy – resides within the golden gilt-adorned marble walls of Stormhold. As patron power to the cloud and storm giants, Stronmaus delights in soaring above all the layers of the Beastlands with his mortai companions, creating powerful storms, reveling in the rain and lightning, and using his own powerful hammer to create mighty peals of thunder. The most powerful deity in the Beastlands, Stronmaus' presence is felt anywhere he goes. While he travels the Beastlands freely, Stronmaus favors Karasuthra simply for the way the moonlight plays off the battlements of his opulent flying castle in the clouds.

Stronmaus often swims in a magical pool inside Stormhold with his sister Hiatea, the giants' goddess of agriculture and nature, and Surminare, the queen of the selkies. Stronmaus frequently flies among his mortai comrades, as well as with Aerdrie Faenya of the elven pantheon and Remnis, god of eagles.

DESCRIPTION. The realm is a mighty palace with lofty spires and soaring towers, all spun from the purest gold, platinum, gems, and marble the color of a storm's silver lining. It rides atop a billowing thunderstorm cloud. Glowing under Noctos' pale gaze against the night-black sky, the castle Stormhold flies through the air above Karasuthra, guided by several mortai that rumble and spark lightning bolts to each other in some form of atmospheric conversation.

PRINCIPAL TOWNS. Dotted about the billowing thunderhead that mysteriously supports Stormhold are the communities of the power's cloud and storm giant petitioners. Living in the open, atop the cloud's perilous heights, the followers rejoice in their miles-high homes and the power of their benevolent deity. Less towns than camps and congregations of extended families, Stronmaus' petitioners spend most of their time in the open, gathering cloud-stuff and the essence of storms for Stronmaus' daily feast.

SPECIAL CONDITIONS. Nonevil bashers who alight upon Stormhold are granted the ability to *resist heat and cold* (as the spell) for the duration of their stay on the Beastlands.

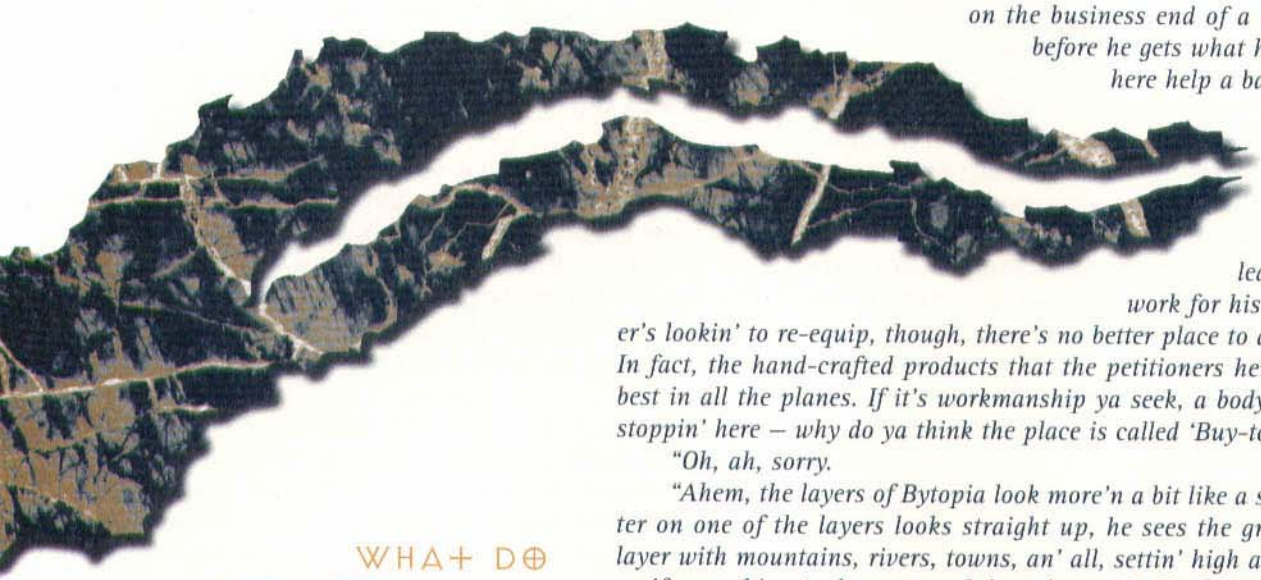
Within Stormhold is a magical opal pool that appears 100 feet long to a body viewing it, but is endless to any in its waters. This pool can *heal* any being Stronmaus so chooses. The pool also can effect *restoration* and *regeneration* upon a swimmer.

PRINCIPAL NONPLAYER CHARACTERS. Cumulus Longstride (Px/♂ storm giant/C16/NG) is Stronmaus' foremost proxy and shepherd of his flock of petitioners. He possesses all the normal abilities of a storm giant plus the priestly powers granted him by Stronmaus. Gregarious and hardy, Longstride is usually naked to the waist, and he revels in good company, its height notwithstanding.

SERVICES. As *fly* and all other air, wind, and weather spells completely fail on this plane, reaching Stormhold as it soars above the plane could be difficult. If a cutter's lucky enough to reach it, he'll likely feel like a lilliputian in a literal land of giants. Healing, rest, a dip in the magical opal pool, and a fantastic view of a brilliant, pyrotechnic display of storm-making are possible for nonevil cutters. As Stormhold constantly roams the skies, a lucky berk even may find himself deposited (but not "dropped off") at a point nearer his destination – although Stronmaus isn't about to change the cloud-castle's course simply because some sod wants to travel in style.

CURRENT CHANT. The Signers of the plane are currently involved in debating the relationship of the mortai (PS MCII) and Stronmaus. While the mortai live in the skies above all three layers of the Beastlands, Stormhold is never without at least one sentient cloud companion. These Signers also wonder about the nature of the cloud that supports Stormhold. Is it the power of Stronmaus, the will of the mortai, both, or neither that allows a simple cloud to uphold a giant's castle?

THE PASTORAL SPLENDOR OF BYTOPIA



"The dual layers of Bytopia, called the Twin Paradises by primes and leatherheads – now here's *a place (two, actually) where a cutter can find a good job or a comfy case. The two layers, Dothion and Shurrock, are covered in rolling hills, lofty mountains, and verdant forests. The wicked storms in Shurrock can get nasty enough to blow over a bariaur – but this plane still ain't as wild or as feral as the Beastlands. Instead, it's pastoral, even downright woodsy if a body appreciates such things.*

"Also unlike the Beastlands, there're plenty of towns and tradin' posts here, but don't be expectin' no credit. If ya ain't got the jink, well, a sod's likely to find himself on the business end of a broom or a shovel before he gets what he wants. The folks here help a basher who needs it, but the word char-i-ty just don't roll off too many tongues. A broke leatherhead is gonna work for his supper. If a basher's lookin' to re-equip, though, there's no better place to do it than Bytopia. In fact, the hand-crafted products that the petitioners here produce are the best in all the planes. If it's workmanship ya seek, a body could do worse'n stoppin' here – why do ya think the place is called 'Buy-topia,' eh? Ha, ha!

"Oh, ah, sorry.

"Ahem, the layers of Bytopia look more'n a bit like a sandwich. If a cutter on one of the layers looks straight up, he sees the ground of the other layer with mountains, rivers, towns, an' all, settin' high above his head. It's as if something took up one of these layers in his bloomin' big hand, and slapped it over on top of the other. Each layer even has its own weather, too. If the atmosphere don't suit a body, he can just get himself up one of the mountains. The tallest peaks of each layer actually meet, forming great columns of rock and allowin' a body with a mind to it to climb over to the other layer where the weather may be totally different. Now, there's a couple tricks to it; the air gets mighty thin up that high, and there's a point where gravity reverses itself. Take care not to fall down the mountain when up switches to down all quick-like.

"The folks here – petitioners, I mean – they're a hardy lot, all devoted to their work. They figure that since they've all got an honest trade, everybody should. Most of 'em don't take too kindly to the 'adventurer' type. They look at those bashers like they're just livin' off the fruits of others' labors. And those sods practicin' the cross-trade, well, they'd be better off if they just keep their mitts in their pockets.

"All sorts of beings choose to live around here besides them petitioners. There's plenty of wild animals, even some of them giant kinds – they seem to get along mighty fine with gnome petitioners. There's magical creatures too, and of course, the powers that reside here.

"All-in-all, it's a pretty nice place to live. It ain't fancy, but a body could find a worse plane to set his case."

– Jezper Highnose, gnome traveler

WHAT DO YOU MEAN I HAVE TO WORK FOR MY DINNER? I'M A PRINCE, AND I DON'T 'WORK.'

OKAY, THEN YOU AIN'T GONNA 'EAT' EITHER.

— EXCHANGE BETWEEN A GNOMISH INNKEEPER AND A PROUD BUT HUNGRY YOUNG PRINCE

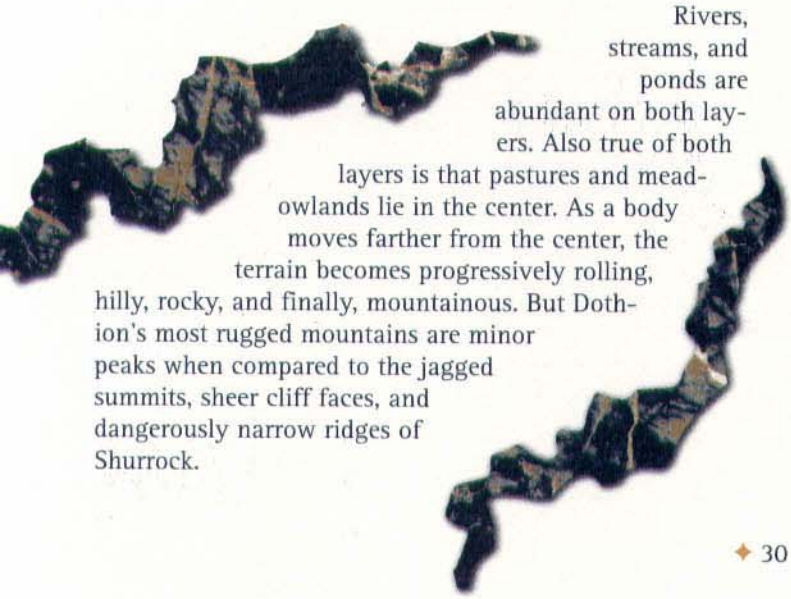
✦ PHYSICAL CONDITIONS ✦

During the daylight shared by Dothion and Shurrock, the sky that lies between the two layers of Bytopia is aglow with warm, ambient light. This light fades as night falls. The "stars" seemingly in the "heavens above" are merely the lights and fires visible from the plane's opposite layer.

The source of the day's light isn't certain. Some bashers claim that there's another power, an unnamed sun god, trapped in the sky between the two layers. Others shake their heads and say that the East Indian power Savitri lights the daytime sky. One chant goes that ageless eons ago, Savitri had a large realm on Bytopia where he lived with his pious and gentle wife. It seems that Savitri was a noble and wise prince who sought not wealth in a wife, but love. (In some versions of this legend, Savitri was a noble princess married to a wise hermit. Considering the powers may take any aspect they choose, both or neither versions may be true.) Upon finding such a woman, Savitri fell in love and they were soon married. But only one year after their marriage, Savitri's wife fell dead, the cause of her death unknown. When Yama, the god of the dead, arrived to claim his wife, Savitri followed Yama to the underworld, leaving his realm on Bytopia. Savitri convinced Yama of his deep love for his wife and the god of the dead relented, returning the woman to life.

Each morning's daylight means Savitri is still committed to his old home, and, though he's not returned to again live in Bytopia, the petitioners also say that Savitri's light proves that true love is stronger than death. The god of the day-long sun now spends most of his time on Elysium – due in no small part to his conquest over the power of death.

Each day is the same length as every other day on Bytopia, but both layers do experience all four seasons. Dothion's are mild, the winters never getting bitterly cold or the summers unbearably hot. The same cannot be said for Shurrock. There, chilling, blustery winds herald the arrival of charcoal-black storm clouds, driving sheets of rain, or snow that whips through the air stinging and cutting exposed skin.



Rivers, streams, and ponds are abundant on both layers. Also true of both layers is that pastures and meadowlands lie in the center. As a body moves farther from the center, the terrain becomes progressively rolling, hilly, rocky, and finally, mountainous. But Dothion's most rugged mountains are minor peaks when compared to the jagged summits, sheer cliff faces, and dangerously narrow ridges of Shurrock.

✦ MAGICAL CONDITIONS ✦

Bytopia may well be the least restrictive plane for planewalkers, at least as far as spellcasting goes. There're no overreaching conditions that affect the entire plane. Most magic functions as intended, with only the following few exceptions.

CONJURATION/SUMMONING. The only items and creatures that can be summoned to the caster are those that already exist on the plane. *Evard's black tentacles,* for example, automatically fails, since "black tentacles" are not found normally on Bytopia (not that they're normally found anywhere, as they're purely magical creations!). A body should keep in mind when judging such spells that this is a plane of artisans and craftsmen, but not one of mechanized machinery.

DIVINATION. While divination spells function normally, a slightly modified procedure must be followed. All scrying spells (*clairvoyance, clairaudience,* and so on) must involve the elements of this plane or its products. For example, if a caster were to use *clairvoyance,* he'd need to look in some reflective surface (a pond in Dothion or Shurrock, or a mirror crafted on the plane) to receive the information. If the caster wanted to use *clairaudience* on a group of NPCs in a thicket of trees, he'd need to place his ear up against a tree in order to hear the distant NPCs' conversation.

NECROMANCY. Life-sustaining spells of this school are enhanced. Damaging or killing spells are diminished on Bytopia.

ELEMENTAL. Bytopia's a plane that doesn't seem to change much over time. Any elemental spell with wide-ranging effects (*control weather, part water, move earth,* and so on) requires a successful saving throw versus spell on the part of the spellcaster to succeed. If the saving throw is failed, the spell has no effect. Otherwise, elemental spells are cast normally in Dothion, but are enhanced in Shurrock due to its more raw, elemental nature.

SPELL KEYS

Spell keys on Bytopia take the form of hand-crafted items or tools, usually a form that can be associated with the school of magic it's restoring. All spell keys must be manufactured items native to Bytopia. A nonnative mage with the carpentry proficiency, for example, cannot simply carve himself a spell key for this plane. He needs to purchase or otherwise acquire a spell key that was created by Bytopian hands on one of the plane's two layers.

Conjuration/Summoning keys are rare, since the restrictions on them don't easily lend themselves to the form of hand-crafted items. Divination spell keys could be in the

form of a spyglass or ear trumpet (both items that help the user discern more information). The key to restore Necromancy is kept dark, as none of the inhabitants here want such evil magic freely available. Wide-ranging elemental spells can be restored by mimicking the effect the caster wants to generate; for example, a mage may have to dig up a portion of ground with a shovel in order to successfully *move earth*.

POWER KEYS

The gnomish gods are more involved with their worshipers than most of the pantheons on the Outer Planes. As such, these powers are more likely to pass out power keys to gnomes who need them. Most often, the power keys are limited in duration; they last long enough to help the gnome give the laugh to whatever's dogging him. Once the cutter's safe, the key stops working. The form of the power key varies with the power's portfolio. Garl Glittergold's usually are in the form of gold or jewelry, Flandal Steelskin's are small hammers engraved with flames, and so on. The spell spheres that the power key grants vary with the power that issued the key, but virtually every gnomish power key grants the user Major access to the Protection and Elemental spheres.

The Torilian power Ilmater also is generous with power keys. His usually take the form of a strong, blood-red cord that must be wrapped around the priest's wrist to activate it. Ilmater's power keys normally grant access to the All, Healing, and Protection spheres, though keys granted for specific reasons (quests or special missions for the power) need not be limited only to those spheres.

The Krynnish deity Kiri-Jolith also grants power keys, especially to the Knights of Solamnia and his own order within the knights, the Order of the Sword. If a knight or paladin is off on a quest to bash some heads in Baator or Gehenna, he'll be taking the power of his god with him, represented by access to the All, Combat, Healing, and Sun spheres.

MAGIC

Whenever there's money to be made in a legitimate enterprise, there's bound to be peery bashers looking to make easy jink without putting forth the time and effort that others do. In short, they cheat. This spell was created centuries ago by a retired mage-turned-merchant named Latislav Snid. Snid roamed the Outlands and beyond for the exotic and esoteric that he then sold to the high-ups in Sigil. After getting burned once too often, Snid created this spell to help him sniff out fakes, counterfeits, and forgeries.

Although the merchants of Bytopia are an honest lot, they can and will haggle a sod right out of her shoes. Using this spell can give a berk an edge when it comes to cutting a deal. However, more than one merchant, trader, and vendor has taken offense at having this spell cast over *his* merchandise. As with all magic, discretion is paramount.

VALUE (2nd-level wizard spell)
(Divination)

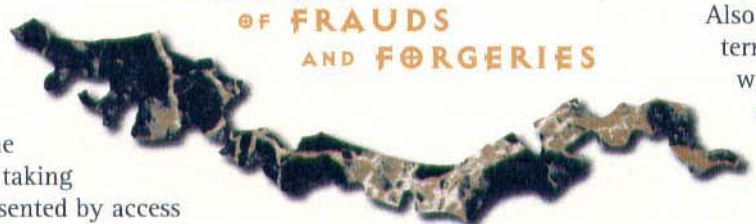
Range: 0
Duration: 1 round/level
Area of Effect: 1 item/level
Components: V, S
Casting Time: 2
Saving throw: None

Similar to the *identify* spell, this wizard's spell appraises the monetary value of a nonmagical item, with the chance of an accurate appraisal equal to 15% per level of the caster. The maximum chance for success is 90%; a percentile dice roll of 91–95 gives no result, and a result of 96–00 gives a false value (higher or lower, to be determined by the DM).

The spell not only determines the value of the item as a whole, not just its component parts. A copy of "The Lady of Pain's Daily Journal" (if such a tome existed) would, with a successful casting, be determined to be incredibly valuable despite it being made up of the same basic materials as any other book in the Cage.

HOW DARE YOU CAST A **VALUE** SPELL OVER MY MERCHANDISE — TAKE YOUR JINK AND PIKE IT, BERK!

— GILLIAN, A SELLER OF FRAUDS AND FORGERIES



Also, the spell can determine the potential worth of raw materials, though only with a 10% chance of success per level. For example, the potential value of an uncut gem — cut and mounted properly — is revealed with a successful die roll. Note that the spell does not reveal the best method to bring out the material's potential, just the best possible value of the item if it is so treated. A caster with a nonweapon proficiency related to the material subject to the spell can add a +5% bonus to the spell's chance for success. If a 5th-level mage were casting the *value* spell on the uncut gem, his chance of success normally would be 50%. If the mage had the gemcutting nonweapon proficiency, his chance of success would increase to 55%. Note that only one such bonus can apply to any one material.

INHABITANTS OF BYTOPIA

The pastoral beauty of Bytopia is reflected in its residents. Lone mountain cabins, quaint woodland villages, mining burgs, craft communities, and bustling port towns – all are built in accordance with nature. If a body needs water for his crops, he'd better hope his farm or orchard is near enough to a river or stream so he can divert a bit of it. There's no damming up whole rivers for irrigation or plowing entire meadows under for fields. Each body and each burg on Bytopia works its craft or business within the system set up by nature. The cutters do take advantages when such present themselves, such as crafting a water wheel to turn the mill stone that grinds wheat into flour for the burg's bakery or connecting two streams with a canal to allow for quicker transport of goods. But no wanton destruction of the rugged wilderness takes place – at least not without attracting the eyes of some high-ups.

THE POWERS

The sole greater power on Bytopia is Garl Glittergold, the leader of the gnomish pantheon of deities. All the gnomish deities (except one) call Garl's realm on Dothion, The Golden Hills, home. The intermediate powers of the gnomish pantheon are Baervan Wildwanderer, the power of the forests, nature, and travel; Flandal Steelskin, the power of mining and smithing; and Segojan Earthcaller, a great foe of Urdlen's and the god of the deep earth and the animals that live there.

Urdlen, the Crawler Below, is an evil intermediate power and the sole gnomish power who doesn't associate with his better-behaved brethren. The great white, hairless mole with claws of steel is much more suited to his tunnels in the Abyss. The gnome petitioners of the plane are still plenty afraid of him, as the sexless mole reminds all gnomes of the danger of greed. Some say Urdlen's got a conduit that allows him to move freely between the Abyss and the ground deep beneath Bytopia's surface. A further chant says that since the other gnomish deities spend most of their time at The Golden Hills, Urdlen prefers to burrow deep under the mountains of Shurrock, consuming the valuable ores and minerals that lay deep beneath that layer's rugged surface. Other cutters add to the story by claiming that it's Urdlen's presence deep under the ground that makes Shurrock's terrain so much more craggy and rough and the storms darker and more dangerous.

Segojan Earthcaller is on good terms with Callarduran Smoothhands, the intermediate power of the svirfnebli, also known as the deep gnomes. Callarduran is sociable with the whole gnomish pantheon, with the notable exception of Urdlen. Callarduran's enmity for the Crawler Below rivals that of Segojan or even Garl himself.

Other intermediate powers include Tefnut, the Egyptian lioness-headed goddess of rain, storms, and running water; the Japanese powers of blacksmithing and the rice plant, Ama-Tsu-Mara and Inari; Ilmater, the god of endurance, martyrdom, and perseverance on the prime- material world of Toril; and Kiri-Jolith, the Krynnish power of righteous battle, justice, and heroism.

The lesser powers include the gnomish deities Baravar Cloakshadow, the god of illusion, protection, and deception; Gaerdal Ironhand, the power of protection, vigilance, and combat; and Nebelun the Meddler, a former gnomish hero who ascended from mortal to his present status as the purveyor of gnomish invention and good luck. Though he keeps his realm here, Nebelun's more often found wandering the planes and has recently set up camp on Arborea, in the workshop of the Greek power Hephaestus.

One last lesser power dwells here: the foolish Greek titan Epimetheus (which some bashers say translates as "afterthought"), who senselessly wanders both layers of Bytopia. On a recent visit to Yeoman, the 20-foot figure attracted the attention of some Ciphers in from Elysium. Upon noticing Epimetheus' "action without thought" mentality, these members of the Transcendent Order took to rattling their bone-boxes with him. Having seemingly attained the thoughtless life all Ciphers aspire to, they've taken to studying the titan and his actions. What this bodes for the Ciphers or the titan is a dark nobody's got.

THE PROXIES

The powers of Bytopia are much more likely to send out proxies than the powers on the Beastlands. The gnomish gods all have proxies dashing about on some errand for the powers or their worshipers. Garl Glittergold's most powerful proxy is Gemma Feldspar (Px/♀ gnome/Ill10, T11/NG). She's a handsome figure, with golden tresses braided down her back, and dressed all in silks and gold. She's the wife of Flandal Steelskin's most widely known proxy, Zarban Flamehair (Px/♂ gnome/F10/NG), a large gnome with fire-red hair and beard and a monstrous war hammer on his belt. This couple has been married for over 100 years and has had over 30 children. The gnomes also use the creatures called hollyphants as messengers and minor proxies from the prime-material worlds where the gnomes've settled.

Ilmater of Toril has a regular stable of proxies, most of

them priests from his prime-material realm. One of the foremost is Amanthuras the Beneficent (Px/♂ human/P13/NG). Clad in gray robes with a blood-red skullcap and similarly colored cords wound about his wrists, this proxy goes where his ministrations are most needed, be that on some remote area of the prime world his power's worshipers call home or in the heart of the Cage.

Kiri-Jolith of Krynn has many knightly servants. One of his most favored proxies is Sargeantus Goldenhilt (Px/♂ human/Pal14/LG) who was brought from the Prime to serve his power directly. This tall, handsome, golden-haired paladin and knight splits his time between carrying out missions for his power and instructing the students at his realm, the Heart of Justice. His instincts've told him that the cutters of the Planes-Militant (see "The Factions" below) may have ulterior motives on Bytopia, but he has not spoken against them as he has no proof of any less-than-noble intentions – yet.

Of the remaining powers, only Tefnut uses proxies with any regularity. Feleena the Clawed (Px/♀ tiefling/R9/N) is typical of them. With a dark olive-skinned human body and a head resembling that of a Siamese cat, Feleena cuts a figure most bashers never forget. Aloof, she sees little need in socializing outside the community of Tefnut's worshipers, unless a basher can do something for her.

THE PETITIONERS

The vast majority of petitioners on Bytopia are gnomes. Kiri-Jolith, Ilmater, and Tefnut all support their own groups of petitioners, but their totals are small when compared to the sheer number of gnome petitioners scurrying hither and yon. If a basher closed his eyes and took a wild swing with his chiv, he'd likely stick it in a gnome – if he swung low, that is.

Unlike those of the Beastlands, the wild things that inhabit the dual layers of Bytopia are not petitioners, but normal (or giant-sized) creatures with no special abilities.

THE FACTIONS

Except for the Ciphers' recent and notable interest in Epimetheus, most of the factions don't see much on Bytopia worth fighting over. However, one sect, hailing from Mount Celestia via a gate from the realm of Goldfire, has been actively recruiting cutters in Yeoman and most other burgs on the plane. The Order of the Planes-Militant is a lawful and good sect. Also known as the Brethren or the Faithful, they're seeking to increase the size of Mount Celestia by whacking chaos and evil on many of the neutral planes such as Mechanus and Acheron. In Yeoman and other towns on Bytopia, they spout their beliefs to those who listen, and offer glory and eternal light to those who take the order's oaths of vigilance against evil.

The Brethren have a deeper motive than simply seeking recruits in Bytopia. The sect hopes to steal large chunks of the plane from Bytopia and add them to their own plane of Mount Celestia. The way the Brethren have it figured, if they recruit enough petitioners into taking the sect's oaths, parts of Bytopia and maybe even an entire layer will eventually slip over into the Seven Heavens. (As Dothion is more highly populated, the sect has been concentrating its efforts there rather than in the more rugged, less hospitable, and sparsely inhabited layer of Shurrock.)

Beyond "simple" recruitment, the Brethren also've begun to restrain those who speak against their "common good," in order to help speed the planar shift along. The Order demands incessant self-sacrifice from its members, and tolerates no chaotic cutters in its ranks. The sect looks to Bytopia as its next "acquisition" due to the plane's slight lawful bent. This plan is the brainchild of the sect's most potent wizard, Indigo the Stutterer (Pl/♂ human/M22/Order of the Planes-Militant/LG, but recently tending to lawful neutral). While the sect is acting with good intentions – the lessening of evil throughout the multiverse – its members are going about it in a mighty peery fashion. And some folks, especially in and around Yeoman, have begun to take notice.

Many of the merchants who trade with and in Bytopia have noted the increased Planes-Militant activity on Dothion. Some bloods among them even suspect the sect's true goal. Many of the traders and merchants are getting nervous that their best open market on the Upper Planes may become more and more restricted and restrictive. As a lawful sect, the merchants say, the Brethren are likely to clamp down on much of the free-wheeling business dealings that occur on the plane by instituting taxes, tariffs, forms, and a bureaucracy that'll slow trade to a comparative crawl. As a result, some of the wealthier caravaneers, traders, and merchants are starting to formalize opposition to the sect, praising the values of a free market economy and the easy access to products and raw materials, while dropping more-than-subtle hints that business, and the flow of jink through Bytopia, could be endangered.

Another potential foe of the sect is the Harmonium. Not all that long ago, the Hardheads lost an entire layer of Arcadia to Mechanus due to their regimented thinking and the numerous Hardhead training camps on the layer. Of course, the Harmonium doesn't see things this way. They correctly note that the Brethren were recruiting in Arcadia, just as they now are in Bytopia. The Hardheads incorrectly point to the sect's presence as the true reason the layer

shifted, feeling that the sect's militancy was the cause. (The Hardheads are just the group to accuse another of extreme unilateral thinking.) The Harmonium's previous loose alliance with the Brethren appears to be ending.

The sect's other allies, the Guvners, haven't let on yet that they know of the Brethren's plan. What their reaction will be is a deep dark at the moment, but their inclination to learn the rules of a situation and then exploit the rules' loopholes for their own betterment could coincide snugly with the sect's plan.

There's also a chant that the sect is working with some of Kiri-Jolith's followers. In fact, the Heart of Justice has recently become one of the Brethren's strongest toeholds in Shurrock. Arkon Steelheart (Pr/♂ human/Pal9/Order of the Planes-Militant/LG), the camp's commandant, is a recent recruit of the Brethren. He doesn't know about the Brethren's plan and truly believes in their greater cause. With the similarity in overall philosophies and Commandant Steelheart's influence, it may be only a matter of time before all the students at the Heart of Justice have taken the oaths of the Planes-Militant sect.

HEY,
DON'T BRING THAT
ETHYK VERMIN
IN HERE!
GET IT OUT!
NOW!
YOU HEARD ME!
AND YOU,
YEAH, IN THAT STUPID HAT,
YOU GET OUT OOO!
AND YOU . . .

— MARIDANN,
A NONE-OOO-BRIGHT
INNKEEPER

The traditional foes of the Brethren – the Fated, the Doomguard, and the Athar – have not yet entered this game, although that may be simply a matter of time.

OTHER ENCOUNTERS

Though more settled than the feral Beastlands, vast areas of Bytopia are still wilderness. Plants and animals thrive here. Almost any creature that inhabits temperate areas of prime worlds can be found in numbers on Bytopia. Probably due to the presence of the gnomish powers, this is especially true of those creatures that dig, burrow, or otherwise live in the earth. A basher ain't a blood on Bytopia till he comes eye-to-eye with a giant weasel or badger that's in a sodding bad mood – and the berk just better hope he ain't the cause of that critter's distemper. Most likely due to their mutual choice in homes, these big beasts have an affinity for the gnomes. The gnomes can even talk to these creatures and understand the beasties' grunts, barks, and squeaks. The gnomes consider these animals to be part of their communities, and the feeling's apparently mutual. The gnome petitioners of The Golden Hills delight in telling tales about how an animal neighbor or companion saved gnomes by digging them out of a collapsed mine shaft, or fighting off some predator or intruder.

Creatures unique to Bytopia flourish, too. Ethyks, whose emotion-influencing abilities seem at odds with the nature of the plane, give evidence to the fact that not every creature native to the Upper Planes must be a benevolent or celestial being; many are planar animals whose abilities have developed simply to help them cope with the environment.

An even better example is the ni'iaths, which thrive in the null-gravity zone between the layers and which also prove a hazard to travelers on the mountain spires. (See the *Monstrous Supplement* for details on both creatures.)

A lot of treants call Bytopia home, as do a variant race of the psionic baku; the wooly baku roam the windy highlands of both layers of Bytopia, though they're more numerous in Dothion. The spirits known as air sentinels protect sods in Shurrock from the worst dangers of the weather and the terrain. No one's got the dark of why they do it, where they come from, or where they go after a few hundred years, but leave they do. The adamantite dragon Mercialla also makes her home somewhere on Bytopia – where depends on the cutter a body asks. It's likely she has more'n one lair; any dragon worth her scales does. Perhaps she's even got a case or two on both layers. She can fly to or from one layer or the other easily enough.

✦ THE TWIN PARADISES ✦

The first layer of the plane is Dothion, the realm of pastoral industry. The layer's vast woodlands are home to woodcutters, hunters, trappers, rangers, and druids. Normal and magical forest creatures abound. Treants, the living tree creatures, have put down roots here – if a leatherhead's looking to chop down a tree for firewood, he'd better ask it for permission before he starts swinging his axe. Dothion's rolling meadows are the province of herders, ranchers, and farmers. A body can get some of the best-woven cloth on all the planes in Dothion. The many rivers here support fishermen and traders alike. Some of the folks are even digging canals to make the transport of goods

easier and cheaper. Most of the towns here are small farming communities, each organized enough to have its own militia and town council. Trading posts are common along the rivers and canals, and towns have sprung up around the most successful ones. The largest town on this layer is Yeoman, a decent-sized market burg. The merchants here can haggle the shirt off a basher's back, but they do deal squarely.

Dothion also holds the entire gnomish pantheon of powers (though Urdlen knows better than to show his bleach-white mole face around often). They call their realm The Golden Hills, although nongnomes refer to it as Dothion, too. It causes a bit of confusion to the Clueless and other leatherheads when The Golden Hills get referred to as Dothion, but a body learns that if a gnome says Dothion, she means the layer; if a nongnome says it, she's probably referring to the gnomish realm.

Shurrock, the layer that faces Dothion, has rougher terrain and rougher weather to match. The land is mountainous, and the mountains are rich in ores and gems. Frigid, alpine rivers flow from the snow-covered peaks and course through flower-filled mountain valleys, while farmland is sparse and rocky, and the forests are deep, dense, and foreboding.

Most towns in this layer are built around crafts or simple industry. Most every community has a loom in its town hall, a mill by the river, troughs to irrigate the orchards, a forge billowing fire, heat, and smoke, or a mine shaft in the hills nearby. Still, this industry is far from the ordered clockworks of Mechanus. Most folk work by themselves or with their family, unless the job's too big, such as mining ore or smelting out the valuable metals from the ore. In these cases, like-minded folks in a community work together.

More needs to be said on getting one's body from Shurrock to Dothion or vice versa. While there're paths and trails that lead up the spires (as the mountainous columns that join the two layers are called), a body has to make a few climbing proficiency checks to clamber up unruffled. How many depends on the mountain climbed, but three or four checks are not unreasonable. Sods without that skill need to make Dexterity checks at one-half their actual scores. All bashers making the climb need to make a Dexterity check at the spot where gravity changes its mind, up becoming down and down going up. DMs also might ask for a couple of Constitution checks (not more than two or three) during the excursion, due to the exceedingly thin air. Of course, the air's thinnest in about the same area as where gravity goes all barmy. Failed Dexterity checks at this point indicate the berk falls "up" for 10–60 feet, taking normal falling damage (1d6 per 10 feet fallen). Failed Constitution checks require the basher to rest for 1d3 turns or suffer a –2 penalty on all subsequent checks made during the climb. Penalties are cumulative if a leatherhead is addle-coved enough not to rest himself when he ought to.

DOTHION, LAND OF ✦ PASTORAL INDUSTRY ✦

Bytopia has been described by bloods as a "pre-industrial, industrial world." It's true that Dothion is reminiscent of a prime world that's slowly redefining itself. The population's less dependent on a single crop or animal for continued survival. No longer is one poor harvest or an unusually brutal winter cause for famine. Farmers are becoming fewer, but each farm is getting larger as better ways to manage the land are developed. Domesticated animals no longer roam common lands, but are fenced within their owner's property. Not only does this keep the animals from trampling or eating the crops, it also helps reduce the spread of any disease in the animals, as groups are segregated and the chance to pass on an infection to another group is greatly reduced.

Water power and other forms of energy are being used more often. Water wheels turn the mill stones that crush the farmers' wheat into flour, teams of horses are used to pump the water out of the mines that are for the first time dipping below the water table, and shallow canals link communities with cheap and easy watery highways. Roads are becoming more common than simple paths, though the abundance of streams and rivers make digging canals a simpler way to join burgs. Besides, a canal isn't reduced to a sea of muck and mud every time it rains.

The production of foodstuffs, animal products (including meat, milk, wool, and leather), woodcutting, some mining, and the processes that create finished products from raw materials (such as gemcutting, carpentry, and smelting and forging metals) are the activities that fill the days of many of Dothion's residents.

Producing marketable goods is only half of the economic equation, however. Once an item's finished, a body needs a place to sell, swap, or trade for items that the basher can't produce himself, or for a nice trinket or other "luxury" item. (One example of such a "luxury" on one prime world is chairs with backs and arms that replaced bare benches in the homes of most common people. Imagine coming home after a long day in the field, the mine, or watching the herd, and getting to sit down and relax on a bench. Then consider how *luxurious* a chair with a back and arms would feel.)

But there's more to Dothion than industry. As on all other planes, there are secrets waiting to be unearthed. And for cutters with the courage to scout out the untamed regions, untold adventures lie ahead.

THE BAKU'S GRAVEYARD
(Site)

Hearsay. On the temperate plains of Dothion, a herd of great, wooly, tusked beasts roams near a large grove of ancient trees. To bloods who know, the beasts are obviously a variant type of baku (PS MCI). These baku differ from others of their species in that they are covered in great, long mattes of thick hair, and that they choose to reside here in a temperate climate, cooler than the semitropical areas other baku prefer. These baku also never wander too far from the stand of huge trees that seems to be in the center of their territory. Oddly, the baku do not feed on the vegetation of the grove, and there is no surface water source to keep the herd near it.

Description. This grove serves as the graveyard for the race's Holy Ones, the individuals that seem to lead the baku and that serve as its spiritual advisors. Ages ago, a Holy One chose this immense grove on Bytopia to be the next Graveyard. She chose Bytopia due to its inherently good nature, its wilderness setting, and its relative safety from the evils present on the Outlands. All Holy Ones have come here to die ever since. The herd that protects the grove lets none near it. Should a basher somehow get past the baku without tripping their danger sense psionic devotion, he'll soon find himself surrounded by many tons of unhappy, tusked, psionic beasties. A number of treants also inhabit the grove and act to protect the revered site. The presence of the benevolent tree beings also could've contributed to the choice of this grove as a holy graveyard.

Special Features. The only special aspect of the grove is that any basher who insists on entering it – regardless of intentions or alignment – may get put in the dead-book by the baku, the treants, or both.

Current Chant. Some folks wonder if the baku mightn't be hiding something else in that grove. Speculations run from the typical treasure

hoards, arcane artifacts, and lost ruins to a much more interesting chant. One basher in Yeoman claims to have gotten into and out of the grove without attracting the attention of either the baku or the treants – not bloody likely – but he rattles further, saying that he saw a young baku, not much more'n a baby, being tended by several adults and a huge treant. Most cutters haven't tumbled to the chant that a baku youngster deserving that much attention may be the race's newest Holy One. If it's true, it's no wonder the youngster needs protection from the baku's ancestral foes, the maelephants, and other evils. Hiding the young Holy One in the grove until it's old enough to defend itself and lead its race explains why the herd is so peery of those trying to enter the grove.

THE GOLDEN HILLS
(Realm)

CHARACTER. This warm, congenial domain sits like a crown atop an area of rolling terrain in Dothion and is marked by the golden tint all the plants and animals in the realm possess. The golden grass, leaves, and toadstools aren't worth any jink, at least not for any value other than beauty. The entire realm is suffused in the friendly, golden glow of the burg's residents.

POWERS. Garl Glittergold (MM) is the gnomish god of protection, humor, trickery, gemcutting, cooperation, and smithing. As all the gnomish gods stay in touch with their worshipers, so too does Glittergold stay in touch with his family of powers. Garl often wanders his realm, a handsome golden-skinned gnome in a long, silken robe, with ever-changing gemstone eyes and his intelligent axe and companion Arumdina, visiting the sites the other powers make their personal domains, each set atop its own golden-hued hill.

Garl Glittergold's role as leader of the pantheon is twofold: to remind all gnomes to work together, and to show them that while life sometimes may be difficult, it's important to retain a sense of humor.

While Garl unquestionably rules the Golden Hills, all the gnomish powers take part in important discussions. These powers – Baravar Cloakshadow, Segojan Earthcaller, Gaerdal Ironhand, Nebelun the Meddler, Flandal Steelskin, and Baervan Wildwanderer (MM, all) – cooperate unusually well for bloods of such might, and always in the best interests of their worshipers.

DESCRIPTION. Regardless of the time of day or the season, a gentle, warm breeze always blows over the Golden Hills. The realm's in (naturally) a hilly region of Bytopia, but it's also dotted with woods, deep warrens, and farmland. Not only are the trees and plants golden-hued, but all the natural living things here also are tinged with gold. Gold-whiskered raccoons, golden-winged song birds, golden-barked sentient trees, and gold-specked butterflies are common sights to the gnome petitioners fortunate enough to wander these hillocks.

PRINCIPAL SITES. While the entire area is referred to as The Golden Hills, it's actually the seven primary hills (one for each of the seven good gnome deities) that are the heart of the realm. Sites at three of these hills (the Gemstone Burrow, the Mithral Forge, and Whisperleaf) are described in their own entries below.

SPECIAL CONDITIONS. Spells of the Illusion/Phantasm school are enhanced in The Golden Hills. This benefit applies as long as the caster intends no harm to any of the realm's inhabitants. Note that "mischief" is not the same as "harm."

PRINCIPAL NONPLAYER CHARACTERS. Beyond those NPCs mentioned in the "Proxies" section above, a commonly seen face in The Golden Hills is Baragon Swiftwind (Pr/♂ Athasian elf/Ps7/Merkhant sect [PS MCII]/LN). Swiftwind is a trader of gems and jewelry, and he comes to the Golden Hills themselves to trade with the realm's petitioners for their wares. He then wanders the other planes, trading the gnomish goods for other small valuable items. As the gems and jewelry are small enough for him to carry, he has no need for wagons or a central location such as Yeoman to do business. Swiftwind is known in the area to be able to acquire almost anything a cutter could want.

SERVICES. Simple needs such as a place to relax and a good meal are readily available. Healing for good-aligned characters and gnomes also is possible. However, able-bodied bashers are asked to work in exchange for services rendered. This work may be as simple as woodcutting or moving wheelbarrows full of ore out of the mines. Or, if the characters are adventurers, the gnomes may have a particular task in mind, such as rooting out evil intruders; ridding the area of large, dangerous predators; or protecting a caravan to Yeoman from a group of bandits.

CURRENT CHANT. Most of The Golden Hills are calm, peaceful places, as the powers here keep a close eye on their realm. The gnomish powers here don't seem to notice (or care, if they have noticed) what the Order of the Planes-Militant is trying to do in attempting to "liberate" large chunks of the rest of Dothion. Of course, as powers, nothing makes them move if they don't want to move. If the sect is successful in pulling chunks of the layer of Dothion over to Mount Celestia, and those chunks include settlements of the gnomish powers' petitioners, Garl Glittergold and company may take action to return their followers to the fold. What form this action could take is a dark nobody's got, but knowing the gnomish pantheon, they'd likely invent a scheme that tricked the sect into returning the lost lands. (See the previous section titled "The Factions" for more on the sect's scheme.)

THE GEMSTONE BURROW
(Site)

HEARSAY. It's said that the tunnels under this Golden Hill are infinite, and that they can hold the entire gnome petitioner population within. Indeed, it's the chant that most of the gnomes lair here, in the domain of the god of the earth and home.

DESCRIPTION. The site at the summit of this hill is the domain of the gnomish power of the earth and those who burrow through it, Segojan Earthcaller and his numerous petitioners. A circular wooden door, about 5 feet in diameter, is set just beneath the summit of this Golden Hill. Within are the confusingly arrayed (to nongnomes), infinite tunnels of Earthcaller, his followers, and every variety of digging or burrowing animal known to exist. Earthcaller's tunnels represent the quality home and contented comfort that only a safe, warm, dry burrow can instill in the heart of a gnome.

Earthcaller's primary proxy is the one-handed Bartuk Stonethrow (Px/♂ gnome/P11/LG). Stonethrow does not speak of how he lost his right hand. Large numbers of animals also reside in Earthcaller's tunnels, primarily of species that dig, burrow, or otherwise live under the ground. With so many of these creatures here, warden beasts of the appropriate animal lords (the badger lord, the gopher lord, and the mole lord especially) pay visits from their realms on the Beastlands.

SPECIAL FEATURES. Any gnome who enters the realm of Earthcaller gains the benefit of an *animal friendship* spell that applies to all digging, burrowing, or tunneling animals. The spell effect does not apply to other types of creatures such as horses, birds, deer, and so on. The effect lasts for the duration of the gnome's stay on Bytopia.

CURRENT CHANT. Deep within the burrows there is rumored to be the gnomish pantheon's treasure hoard, or at least the gemstone portion of it. To back up this chant, the berks who spread it say, "Well, the name of the joint is the 'Gemstone Burrow,' right? So, why else would it have that name?"

THE MITHRAL FORGE
(Site)

HEARSAY. The largest deposits of valuable minerals and metals in all the multiverse lie under this Golden Hill. One chant further claims that many of the tunnels under the Hill actually lead to the undergrounds of other planes. Flandal Steelskin's love of these materials supposedly runs so deep that his tunnels extend under Shurrock, the Outlands, and other planes – and some of these planes' residents wouldn't be very pleased to discover that there were gnomish tunnels deep beneath their lands.

DESCRIPTION. This Golden Hill itself serves as the home of Flandal Steelskin, the gnomes' god of mining and smithing. As soon as a body starts climbing this amber-hued hill, he can hear, or rather feel, a deep rumbling from under his feet. As the cutter nears the hill's crest, he sees the golden ground visibly moving up and down in rhythm with the rumbling. It takes a peery eye to find the well-hidden opening down into Steelskin's tunnels, mine, and forge, but once inside the rumbling is audible to any berk. Follow it and sooner or later a cutter comes across a living, breathing forge that seems to grow right out of a huge vein of silverish ore. It's here that the silver-bearded, flame-eyed Flandal tends to his work, his flaming hammer shaping a new tool or blade for his worshipers. Steelskin's petitioners are always scurrying about, exploring the seemingly endless tunnels for new veins of ore, carting ore to a smelter, or creating another well-crafted pot, plowshare, or tool.

SAY +HERE, GNOME,
+HA+ HAMMER OF YOURS
IS ALMOS+ AS BIG
AS YOUR NOSE!
HA HA!
HEY,
WHA+,
WHADAREYOUDOIN'
— OW!

— THE PRINCE,
WHO JUS+ DOESN'+
KNOW WHEN +O SHU+ UP

Steelskin's best smith and proxy is Gilliana Heatforge (Px/♀ gnome/F14/LG). Her smithing and her hatred of Urdlen the Crawler Below are both unsurpassed. She lost several family members, including her father, when Urdlen caused the collapse of the family's tunnels almost ten years ago.

SPECIAL FEATURES. Any gnome who stands bathed in the light and heat of the Mithral Forge gains the effects of a *ring of fire resistance* for one full day, regardless of where the cutter may go in that time span.

Steelskin shares his forge and his mining tunnels with Ama-Tsu-Mara, the Japanese power of blacksmiths and weapon-making. The same benefits apply to his worshipers as apply to Flandal's.

CURRENT CHANT. Gilliana Heatforge is always on the lookout for the dark of Urdlen or his evil petitioners' latest scheme. If there's any chant that the Crawler Below or his minions are at work, Heatforge is sure to check it out.

WHISPERLEAF
(Site)

HEARSAY. The Golden Hill called Whisperleaf epitomizes the pastoral nature of the realm's inhabitants and of Bytopia itself. The warm breeze that constantly blows through the leaves of the trees here turn any sour mood sweet, calming anger and brightening the eyes.

DESCRIPTION. This name applies to the ancient oak tree atop the Golden Hill that the intermediate power Baervan Wildwanderer calls home; Wildwanderer's spear *Whisperleaf* was made from a limb of this tree. Wildwanderer is the gnomish protector of forests and glades. He's also known as a trickster almost the equal of Garl, and so is the patron of gnomish thieves.

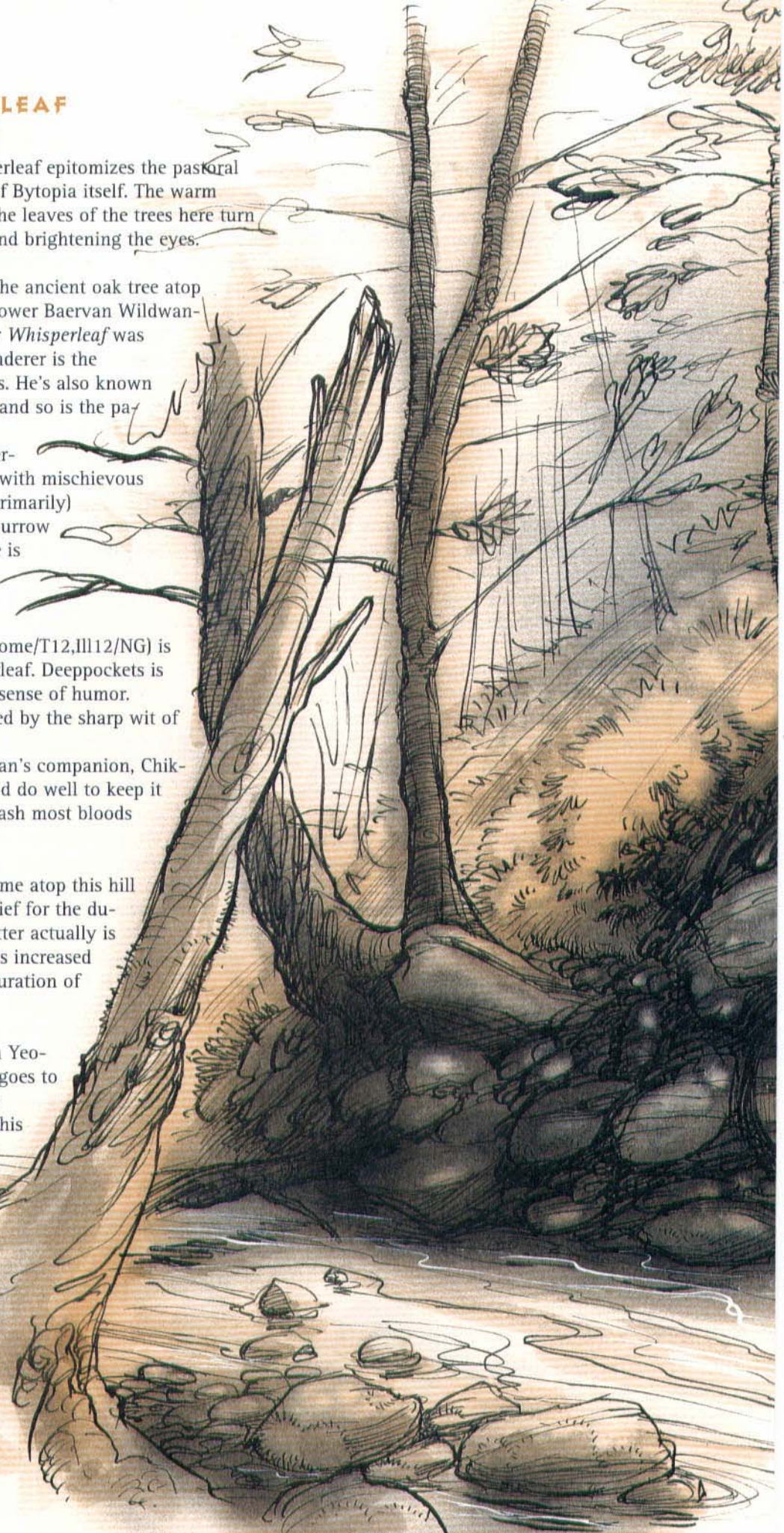
A wide hilltop adorned with numerous golden-tinted oak trees and abuzz with mischievous wild animals (raccoons and squirrels, primarily) surrounds the cozy half-cottage, half-burrow that Baervan calls his case. The cottage is much larger than appears from without. In fact, it's large enough to house all of Wildwanderer's petitioners.

Brightflash Deeppockets (Px/♂ gnome/T12,Ill12/NG) is Wildwanderer's chief proxy in Whisperleaf. Deeppockets is known for his jovial smile and wicked sense of humor. More'n one somber sod has been pricked by the sharp wit of Deeppockets' pranks.

Whisperleaf also is home to Baervan's companion, Chiktikka Fastpaws, a giant raccoon. A sod'd do well to keep it in his brain-box that Chiktikka can thrash most bloods himself – prime or planar.

SPECIAL FEATURES. Any nonevil gnome atop this hill finds she can function as a 1st-level thief for the duration of her stay on Bytopia. If the cutter actually is a thief, she finds her cross-trading skills increased by a +10% bonus each, again for the duration of her stay on the plane.

CURRENT CHANT. One chant heard in Yeoman lately is that any nongnome who goes to Whisperleaf returns minus one or more items, weapons, or other possessions. This loss is never noticed while in Whisperleaf, but only after leaving this Golden Hill. The chant goes that Wildwanderer or one of his followers is having a bit of fun at the basher's expense. The items always are returned when the victim pulls off a suitable prank or practical joke on one or more residents of Whisperleaf. No other method, including violence, will return the missing item(s) to the victim.



YEOMAN
(Town)

CHARACTER. As the petitioners of Bytopia are primarily concerned with the production of goods, canny planars and other cutters with enough guts and enough jink to brave the journey supply the transport needed for the production to prosper. The trading burg of Yeoman is one spot on the plane where the two halves of business meet.

RULER. Overseeing Yeoman's exchanges is the Right Honorable Lizabet the Seer, Mistress of Guilds and Mayor Of Yeoman (Pl/♀ bariaur/Div11/Sign of One/N). Lizabet is fond of preening, even for a bariaur. A diviner specialist wizard with delusions of grandeur, she retains her position by using her divining magics to make the best deals for Yeoman (not to mention herself).

BEHIND THE THRONE. The true power of Yeoman is the Conclave of Masters, a group of guildmasters and mistresses that has to approve by simple majority vote all of the mayor's schemes. As long as Lizabet makes them and Yeoman plenty of jink, they seem willing to ignore her posturing and posing.

Another potential political player, the Planar Trade Consortium (from DRAGON® Magazine issue #213's "Planar Personalities" article), is quietly working to make inroads in the business dealings of Yeoman from their offices in Tradegate on the Outlands. These cutters hope to someday run Yeoman from behind the scenes just the way they do the plane's gate-town. Estavan (Pl/♂ ogre mage/5+2 HD/Fraternity of Order/LE), an ogre mage out from the City of Doors, is getting to be a common sight in the markets and taverns of Yeoman, and the Consortium's icon of a long caravan moving along a series of glowing portals is showing up on ever-more cargo headed off the plane. Estavan can be a friendly enough basher, but a berk who crosses him in business is ruthlessly dealt with.

ESTAVAN THE MERCHANT LORD: AC 4; MV 9, Fl 15 (B); HD 5+2; hp 27; THAC0 15; #AT 1; Dmg 1d8+2 *(naginata +2)*; SA +3 to attack rolls, +6 to damage roll due to Strength, spells; SD spells; SZ L (10+ feet tall); ML elite (14); Int exceptional (16); AL LE; XP 975.

Notes: Spells used at will – *darkness 10-foot radius, fly* (duration 12 turns), *invisibility, polymorph self* (humanoid forms only, 4-12 feet tall), *regenerate* (1 hp per round); Spells used once per day – *charm person, cone of cold* (60 feet long, 8d8 damage), *gaseous form, sleep.*

The Order of the Planes-Militant and their growing number of Bytopian converts are beginning to make their presence felt as well, both in the streets and guildhalls of Yeoman and in the Conclave of Masters itself. Thus far, the sect's most influential convert is Guildmaster Thanos Darkwove (Pe/♂ gnome/0-level/Order of the Planes-Militant/LN) of Yeoman's large Weavers' Guild. A gnome who's gotten a bit too greedy for his own good, Darkwove sees the Brethren as a stepping stone to becoming Mayor of Yeoman.

DESCRIPTION. A bustling trading burg near the "center" of the layer, Yeoman is the place to be if a body's got something to sell or some jink to spend. Any nonevil and nonmagical product, good, or service can be found for sale or barter in Yeoman. If there's a place anywhere on this plane that goes all day and all night, it's Yeoman. Merchants and caravan traders sit hunched over an inn's stout, hand-carved oaken table, squinting at contracts and haggling over the fine points of a deal till all hours. The streets are never empty; somebody's always unloading a wagon full of goods just in from the hardy craftsmen of Shurrock, hitching a team of horses to haul a shipment of handcrafted items to the high-ups in Sigil who can afford the caravaneers' mark-up, or hawking the merits of this tavern's ale or that joint's feather beds. Yeoman's a great burg, but quiet it ain't.

Yeoman lies at the confluence of the rivers Diligence and Splendor, making it convenient for any bashers traveling on the currents. As the burg also sits near several realms and other towns, none have a far piece to travel in order to buy, sell, or barter their goods or services. As a result, Yeoman is by far the largest burg on the plane, with its population rising into the thousands at harvest times.

Cutters from Sigil and all across the Outlands come to Yeoman to get gnomish-made goods and other petitioner-produced products. A body can get some of the same high-quality items in Tradegate, but a basher's got to beware of fakes and counterfeits there. (One chant says that fakes were once so common in Tradegate that the *value* spell was created just to give the sods half a chance of finding the real thing. That's just another example of supply and demand at work.) Besides, the merchants that run the Yeoman-to-Tradegate route usually take a 15–25% mark-up in the price.

Mills line the shores of both rivers, while smiths smelt the valuable metals from the ore to make

NEVER RENEGE ON A BUSINESS DEAL.

— EVERY BLOOD MERCHANT ON BYTOPIA

tools and jewelers use those tools to turn rough stones into finished gems and jewelry. Carpenters carve the woodcutters' oak and elm into furniture, mugs and other utensils, spinning wheels, and axe handles for the woodcutters.

Small shops are everywhere in Yeoman. Woodcarvers, furniture-makers, keglers (barrel-makers), weavers, wheelwrights and wagonmakers, tanners, and carpenters offer their goods or services to customers and caravan chiefs looking for bargains. There's a map of the Yeoman Bazaar in *Adventures in Conflict*; the map only shows a small part of the sprawling city.

With so many caravans and merchants coming and going, inns, taverns, and stables are regular features. Some inns specialize in the local game, fish, and poultry, while others cater to more exotic tastes.

MILITIA. The Conclave of Masters can field plenty of local bashers to defend the town. As many caravans and merchant trains carry their own hired muscle to protect precious cargo, sods looking to make trouble in Yeoman never know just how much opposition may be awaiting them.

SERVICES. Yeoman has any normal, nonmagical good, product, and service available for sale that a body could think of. The only exceptions to this rule are any and all evil practices such as slavery, or unsavory goods such as *cursed* items. Credit is unheard of, however. All deals are transacted on the spot, or as the locals call the practice, "C.O.B." (cash on the barrelhead).

CURRENT CHANT. There's probably more intrigue going on in Yeoman than on the rest of the plane combined. The Order of the Planes-Militant is busy recruiting cutters from among the plane's petitioners and setting up for the planar shift they're hoping for, the merchants are always looking to cut a better deal, the Mayor's using her magic to make her (and the town) more jink and more prominence as *the* place to trade, and the Planar Trade Consortium is trying to earn itself a slice of the trade-and-industry pie of this burg.

✦ SHURROCK, ✦ THE STORM-WRACKED

As Dothion is the layer of manufacturing and finished goods, Shurrock is the layer of raw materials: ores, timber, stone, and gems. Here, mining, smelting, quarrying, and carving are the most common professions. The petitioners here're fewer than in Dothion, but they're hardy souls, proud of their works and their homes. As most of the occupations of this layer's inhabitants require large amounts of manpower, communities tend to revolve around a series of mineshafts, a large mill, a granite quarry, and so on. Most activity occurs indoors or underground, as these areas provide shelter from the layer's wild weather.

For reasons unknown, the weather here is harsher than that of Dothion. The sky is seldom clear, a blustery wind never ceases even in what passes for summer, and a storm's always brewing on the horizon. In fact, Shurrock's weather is so unpredictable (except that it'll be bad, and soon) that a race of creatures known as air sentinels (MC8, *Outer Planes Appendix*) watch over travelers and traders on this layer. These air spirits resemble djinn from some prime worlds (and may've evolved from them), and while these beings can't control the wild weather, they can guide a sod to a cave or other shelter away from the worst ravages of the storm.

In any case, the weather here matches the terrain. Shurrock's ground is hard-packed and rocky, making farming difficult even without considering the chaotic, violent weather. The hills are steeper, and the mountains much more rugged. Like Dothion, Shurrock has a number of streams and rivers, but here they're faster flowing and more treacherous – full of dangerous rapids, perilous falls, and huge boulders just under the surface that rip the bottom from any wooden craft.

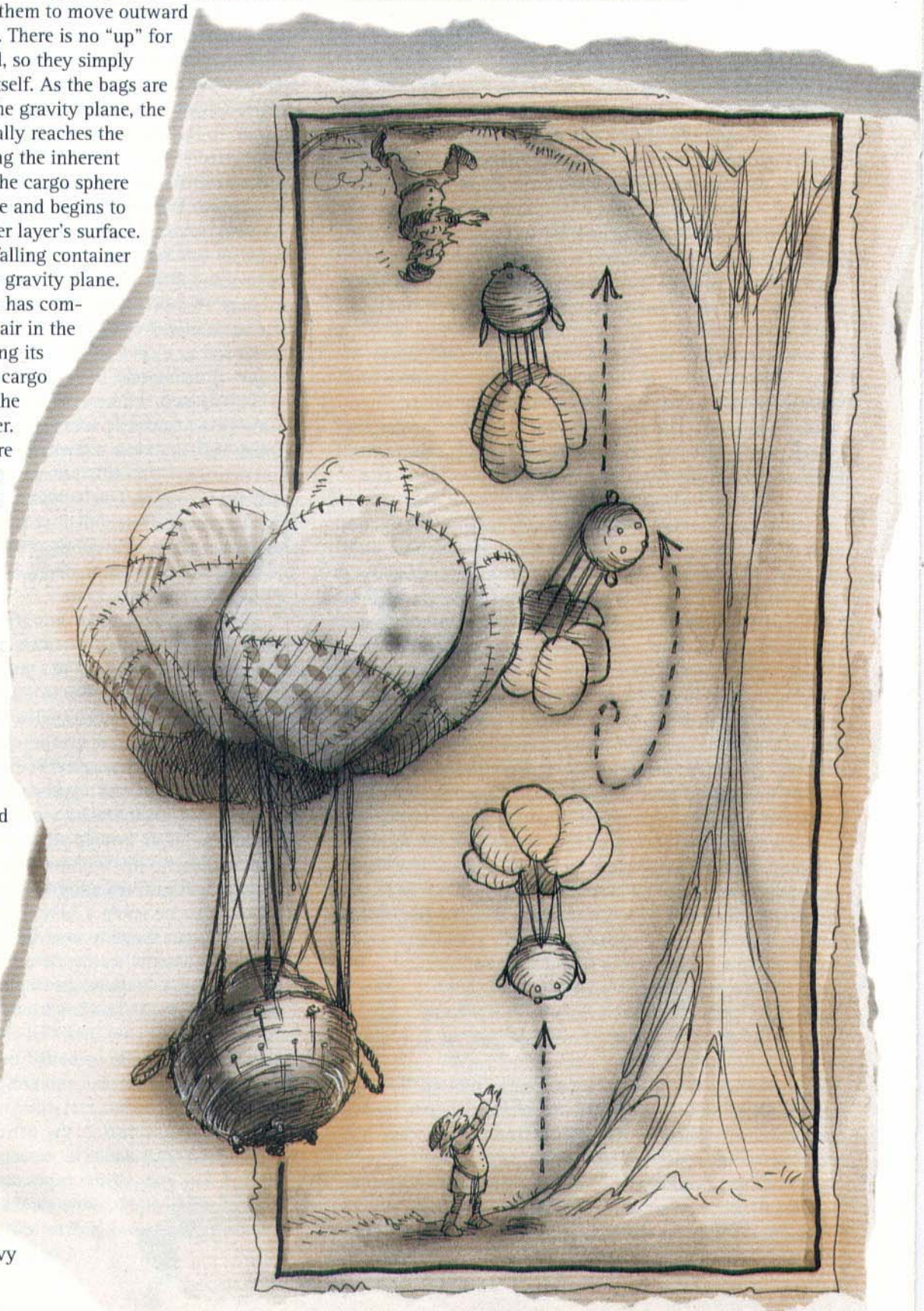
Bashers may wonder how the raw materials for the plane's industries, most of which come from Shurrock, are transported to Dothion where these commodities are turned into finished products. After the ore is mined, the stone is cut, and the uncut gems removed from the detritus, hearty souls load up their wagons and brave the weather to the nearest spire. While individuals can climb up the mountain's winding trails to reach the plane's other layer, heavily loaded carts and wagons just can't handle the sudden shift in gravity when passing from one layer to the other. To get large amounts of cargo to Dothion, and to ship food and finished goods back to Shurrock, the gnome petitioners've invented a new type of transport that deals with the unique conditions of this plane quite well.

Large pieces of leather or canvas are sewn together to form huge bags. These bags are then filled with heated air (often from a forge, bonfire, or thermal vent in the mountainside). The bags are then tied closed with stout ropes. Meanwhile, the cargo is loaded into enormous containers (usually spheres) for the shipping process. Wooden containers are lighter, but metallic vessels offer the contents better protection during the ofttimes bumpy ride. Once loaded, padding is added to prevent damage, and the latch is closed. The ends of the ropes used to close off the bags' openings are tied to handles on the sphere's midpoints. The number of bags used is determined by the weight of the cargo.

When enough bags of heated air have been attached to the cargo sphere, it lifts off the ground and begins floating toward the other layer. When the bags reach the "gravity plane" – the place where gravity shifts – their natural tendency to rise forces them to move outward along the gravity plane. There is no "up" for the bags to float toward, so they simply move along the plane itself. As the bags are drawn outward along the gravity plane, the cargo container eventually reaches the plane too. Not possessing the inherent buoyancy of the bags, the cargo sphere crosses the gravity plane and begins to descend toward the other layer's surface. The momentum of the falling container tugs the bags out of the gravity plane. By the time this process has completed itself, the heated air in the bags is cooling and losing its buoyancy, allowing the cargo to descend and impact the surface of the other layer. Ideally, this occurs before the air in the bags cools too much (which causes the spheres to *plummet* more than they *descend*). Other dangers include the ni'iaths, which're just canny enough to bust the bags or chew through the ropes and cause the cargo to go crashing to the ground. Fortunately, ni'iaths are rare.

Obviously, not all goods can be transported in this way. Anything fragile is right out, but most raw materials and sturdy finished metallic and other goods are often moved in this manner. And it's cheaper than the other method to get goods from one layer to the other.

A few gates between the layers of Bytopia do exist, but most are controlled by a guild or community. Those in charge of these gates usually levy a tariff on all goods that pass through. The guilds sometimes even refuse passage to a competitors' wares. The delays and expenses incurred with these gates is what first drove some businessmen to search for an alternative.



CENTERSPIRE
(Site)

HEARSAY. Some folks say that this spire, the biggest of all the huge columns of rock that physically join the two layers of Bytopia, and the rest of the rocky bridges are actually the last anchors holding the layers together. While most cutters just look up, see another world above their heads, and assume that the spires are holding Dothion and Shurrock apart, these bashers claim the mountainous connections are the last stitches keeping the plane of Bytopia from ripping apart like a torn seam.

DESCRIPTION. A vast peak devoid of all vegetation reaches high into the sky, grasping the mountain rising from Dothion to meet it. Not only is CenterSpire the largest and most easily traversed of all the spires, its roots in Dothion lie within an afternoon's brisk walk from Yeoman. No climbing checks are required for this journey, as a winding natural "staircase" has been carved into the mountain by the unnumbered travelers who've come this way. A Dexterity check is still required at the point where the gravity shifts, as is a Constitution check for berks hurrying the journey in the thin air.

In Shurrock, a small waystation has been built to allow travelers to rest, eat, and drink before beginning their long, twisting climb up the CenterSpire's narrow staircase. The Last Chance Inn holds a stable, a one-room shack with a large fire-pit for warmth and cooking, a well, and an outhouse.

SPECIAL FEATURES. Unknown to most bashers, numerous caves lie near the base of CenterSpire. A few of the smaller caverns stretch deep within the mountain even as the peak itself reaches upward to clasp the mountain rising from Dothion. One or two of these cramped caverns actually reach the point where up and down trade places when a body moves from standing on (or in) a mountain on Shurrock to standing on one in Dothion. At this point in the cavern is a natural shifting gate. Due to the gate's unique position (not really belonging to either Shurrock or Dothion), its destination changes. Most often, a cutter passing through finds himself on the Astral Plane. But for reasons unknown, or at least unspoken, sometimes the gate delivers its "passenger" to the first layer of the Beastlands or Bytopia, or onto the Outlands. Another dark unknown to any berk is that, on certain rare occasions, the gate deposits those who use it on Gehenna, Carceri, or the Gray Waste.

CURRENT CHANT. Sods who claim the spires are all that hold the two layers of Bytopia together are often asked what exactly's pulling them apart. To this, the sods reply that Bytopia is the only plane in the Great Ring that has this "sandwich" structure. The sods assert that this arrangement goes against the order of the multiverse and that the plane's trying to rearrange itself, just as water always seeks its own level or lodestones attract iron. It's just the way things work.

WHATEVER YOU DO, DON'T LOOK DOWN — 'CAUSE DOWN IS ABOUT TO CHANGE.

— ANGSTON, AN EXPERIENCED SPIRE CLIMBER

Preventing this planar realignment are the spires. As integral parts of the plane itself, Bytopia is resisting the forces that'd rearrange it. Just what form the plane'd take should the spires ever break or otherwise lose their grip is a dark the sods don't seem to want to talk about. They just get quiet and pale – real pale.

Nobody knows what'd happen if all this is true, and what the effect would be if the Brethren of the Planes-Militant do manage to steal chunks of Bytopia for their home on Mount Celestia. If this's all truth, all the bashers on Bytopia better hope that none of the land the Brethren filch is attached to a spire.

LAIR OF THE ADAMANTITE DRAGON
(Site)

HEARSAY. Some leatherheads claim that the *race* of adamantite dragons all have their cases on Bytopia. Any basher knows that if there were an entire species of dragon living on this plane, a body'd have to walk in a permanent crouch for all the wings and claws in the air. Bloods know there's only one adamantite dragon – at least at any one time. The sightings of "dragons" in different parts of the plane just means the dragon's got more'n one case, but they're all flamin' hard to find.

DESCRIPTION. Accessible only to cutters capable of flight is the huge, crystalline cavern that serves as the lair and larder of Mercialla, the adamantite dragon. High in the most rugged mountains on the whole plane is the cavern's mouth, peeking out of a sheer cliff like the black eye of a tanar'ri. Within, the cavern is hundreds of feet across. Every inch of the walls, the vaulted ceiling, and even the floor is covered in shimmering crystals. The crystals refract and reflect the light that enters through the cave's mouth, endlessly lighting the cave as bright as day with rainbows, twinkling stars, and dazzling beams of light. Against the far wall lies Mercialla's hoard – all the gems, geodes, and crystals she uncovered when she dug out this cavern to be her lair. These too pick up the light from the crystal walls, further heightening the resplendent effect.

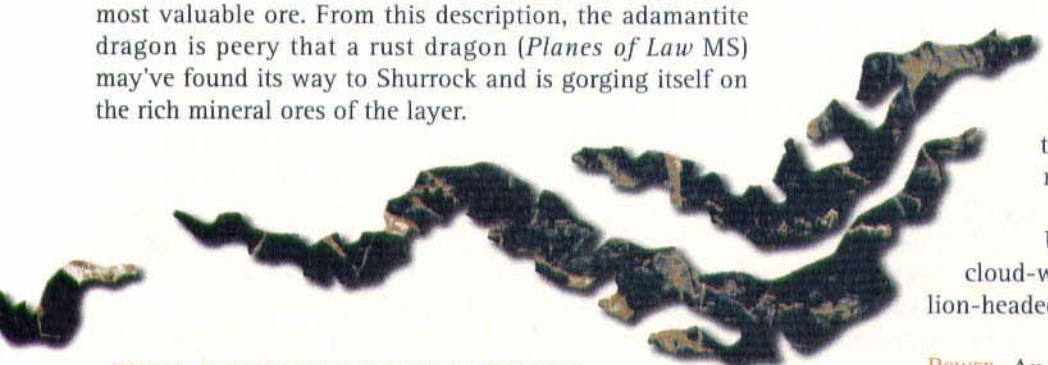
MERCIALLA, THE ADAMANTITE DRAGON: AC –10; MV 15, Fl 42 (C); HD 21; hp 132; THAC0 5; #AT 3 + special; Dmg 1d12/1d12/6d8; SA two breath weapons, flame (dmg 20d12+9) or *time stop*, spell use; SD +1 or better weapons to hit; MR 65%; SZ G (213 feet long); ML fearless (20); Int genius (18); AL NG; XP 70,000.

SPECIAL FEATURES. Mercialla is the self-appointed guardian of all that is good in this rugged area of Shurrock. In conjunction with the air sentinels, she keeps the layer as safe for mortals and petitioners as she can.

Any cutters who enter her lair must save versus paralyzation or be dazzled (stunned) for 1d10 rounds by the amazing, light-warping qualities of the cave – as long as there's any light entering the cave at all. Evil berks who enter must save or be blinded for 1d4 hours.

CURRENT CHANT. Mercialla recently encountered – and put in the dead-book – a troop of Minions of Set (PS Campaign Setting *Monstrous Supplement*), apparently on their way to cause mischief in the realm of Set's fellow Egyptian power, Tefnut. Mercialla doesn't know of any permanent gate that links Shurrock to Baator, where Set's followers reside. Evidently, someone else knows a way.

Mercialla's also trying to uncover the dark of rumors she's heard from the miners of this layer about rich mineral veins just up and disappearing. From the petitioners' descriptions, it sounds like something devoured all of the most valuable ore. From this description, the adamantite dragon is peery that a rust dragon (*Planes of Law* MS) may've found its way to Shurrock and is gorging itself on the rich mineral ores of the layer.



THE RIDICULOUS TOWER
(Site)

HEARSAY. The chant about this place is that the addle-coved titan, Epimetheus (LL), tried to build himself a tower here. After he'd gotten started, though, he decided he wanted it bigger. So he widened it, and kept on widening it as he built it up. Of course, the "tower" soon overbalanced and came crashing down around Epimetheus' feet.

DESCRIPTION. A vaguely funnel-like shape that was the tower is still visible amid the overgrown ruins of the site. Set in a low valley that floods every spring, the tower is nothing more than several jumbles of rocks and boulders of all sizes. Epimetheus didn't think about cutting the stones into blocks or even using stones of similar sizes. Some of these jumbles provide cover from the inclement weather of the plane, and the interior ground floor is relatively undamaged since, when the tower collapsed, most of the stones fell beyond the small diameter of the first level. Inside, the tower's remaining furnishings all are titan-sized (20+ feet high). A table and mismatched chairs, what would've been a hearth or firepit, and a vast bed with the largest feather mattress a berk's likely to see are the only identifiable accoutrements.

SPECIAL FEATURES. All mind-affecting spells (*confusion, maze*, and so on), are enhanced when cast on this site, as a result of the foolish titan's influence.

CURRENT CHANT. When the tower collapsed, Epimetheus stood for a while, staring at the wreckage and scratching his head. After a day or three of this, he wandered off. Apparently, he's not tried to build himself another home – or at least not another tower – since. He simply wanders both layers of Bytopia, trying to help sods out but generally causing more trouble than he solves.

The Ciphers who recently encountered Epimetheus near Yeoman are said to be looking for a site to study their new philosophical ideal. They may cough up plenty of jink to learn the location of this spot.

A druid just back from a jaunt to commune with the elemental nature of Shurrock gives a new dark: a group of ni'iaths have made the ruins of the tower their home.

WINDWRATH
(Realm)

CHARACTER. Atop a pyramidal mountain summit rests Windwrath, the domain of the Egyptian goddess of life-bringing rain and the worldly order. Under a stormcloud-streaked sky, the cloud-washed peak provides a haven for the lion-headed goddess and her followers.

POWER. An intermediate power, Tefnut (LL) embodies the life-giving moisture in the air. Tefnut also reflects the wrath of a storm and the gentle dewdrop on a reed in a chill morning.

In another aspect, the goddess also fills the role as overseer of the world's order. As she brings rain to sustain the life of her worshipers, Tefnut watches over her prime-material worlds to assure that all goes as it should.

DESCRIPTION. The peak is usually enveloped by thick clouds that billow up the mountain's sides to crash lightning and roar thunder for their goddess when they reach the summit. Below the summit, Tefnut's petitioners make their homes in the mountain's deep caverns, in small pyramidal stone buildings carved from the peak's living rock, or beneath sheltering cliffs of overhanging stone.

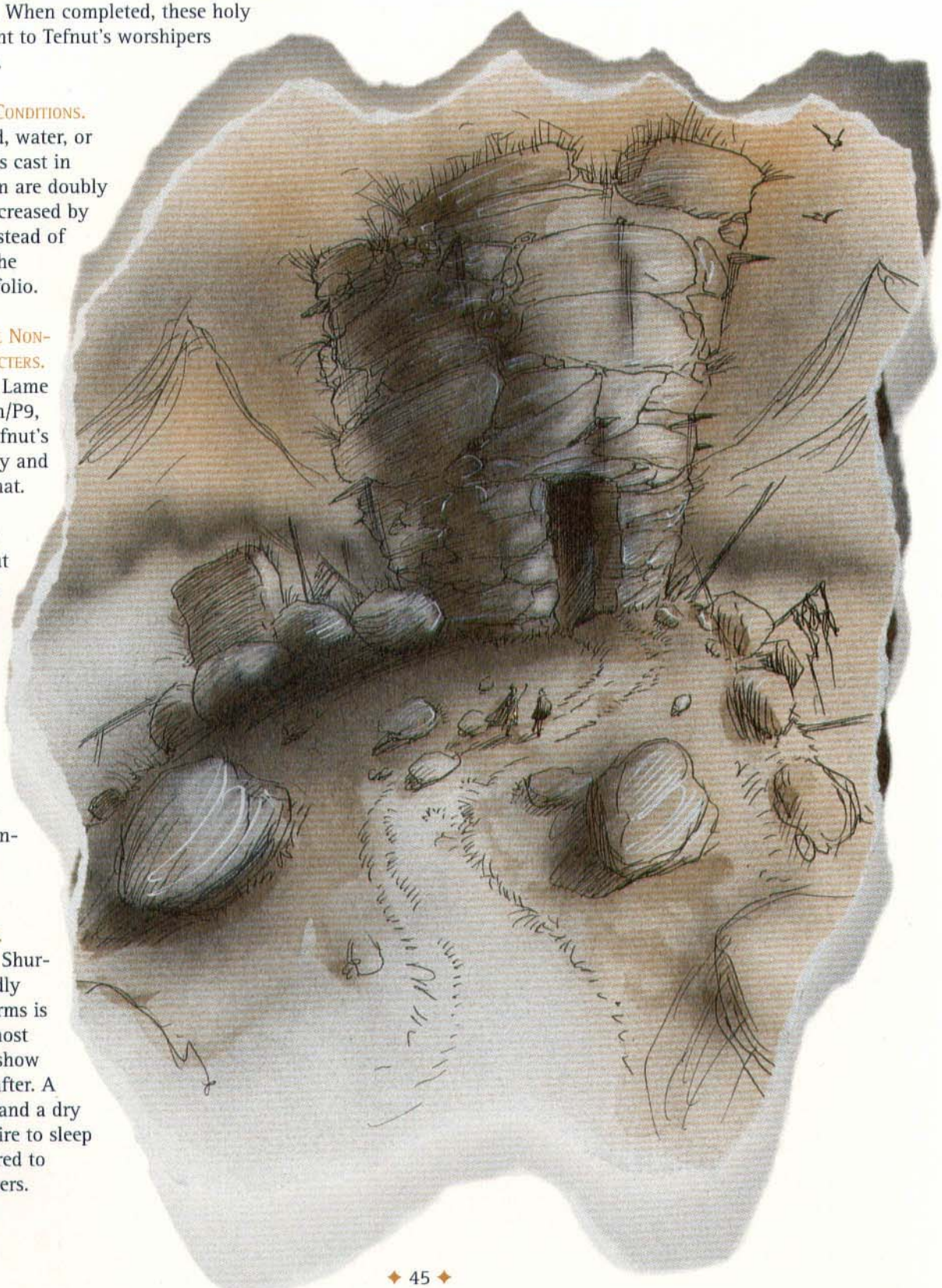
PRINCIPAL TOWNS. Ston-khat, a village hewn into the mountain's side, holds the largest concentration of Tefnut's petitioners. As is common on the plane, all the burg's residents are engaged in a common industry. In this case, they diligently carve the praises of Tefnut into large pieces of stone taken from the mountain, in the hieroglyphics used on the prime-material worlds where Tefnut is worshiped. When completed, these holy stones are sent to Tefnut's worshipers on the Prime.

SPECIAL CONDITIONS. Any air, wind, water, or weather spells cast in Tefnut's realm are doubly enhanced (increased by two levels instead of one) due to the power's portfolio.

PRINCIPAL NON-PLAYER CHARACTERS. Dyalotep the Lame (Px/♂ human/P9, M7/NG) is Tefnut's favorite proxy and rules Ston-khat. Tall, dark-skinned, and handsome but for a twisted, malformed foot, Dyalotep serves his power faithfully and works to insure that her natural order continues unchanged.

SERVICES. Shelter from Shurrock's wickedly powerful storms is the service most cutters who show up here are after. A simple meal and a dry spot by the fire to sleep are also offered to nonevil bashers.

CURRENT CHANT. Dyalotep recently spoke with the dragon Mercialla over the latter's encounter with some Minions of Set. Dyalotep knows of no specific cause to explain why Set's followers attempted this raid, but with Set's inclination to do everything in his power to upset the worldly order and sow discord, Tefnut's followers on Bytopia are not an unlikely target.



THE UNTARNISHED GOOD OF ELYSIUM

"Elysium – the most relaxed, restful plane in all the multiverse. Here, sods don't care about a cutter's race, faction, hair color, or choice of associates – that is, as long as she ain't evil or lookin' fer trouble. 'Cause, ya see, Elysium is only concerned with the good. Neither law nor anarchy matters, just good. Get me somethin' to soak my bone-box, eh?

"And don't think these bloods lack the talent to back up what they spout. Ever met a guardinal? They're the natives of the place, an' as such, they personify the plane. Guardinals're perfectly content to live their lives alone or in small bands (don't ever call their groups "herds"; just a friendly warning, berk), until some great evil or threat crops up (and don't they always?). Then they organize and operate with military precision to whack the threat. Just leave the bottle, eh?

HE'S A SAGE;
HOW TOUGH CAN HE BE?

— A CLUELESS
LOOKING TO BULLY
AN URSINAL
FOR INFORMATION

"I've always kinda wondered why the guardinals haven't done nothin' about that Blood War on the Lower Planes. No, I ain't bloomin' asked 'em! What, do I look barmy? Here, fill 'er up again.

"Anyway, I 'spose the War's too far from home for 'em or some such. There ain't many guardinals; fer sure not as many as baatezu or tanar'ri. But then, any guardinal's worth three of either. (Don't tell nobody outside of this tavern I said that, got it?) Mebbe it'd take 'em all to put an end to it, and they don't want to leave their home unprotected.

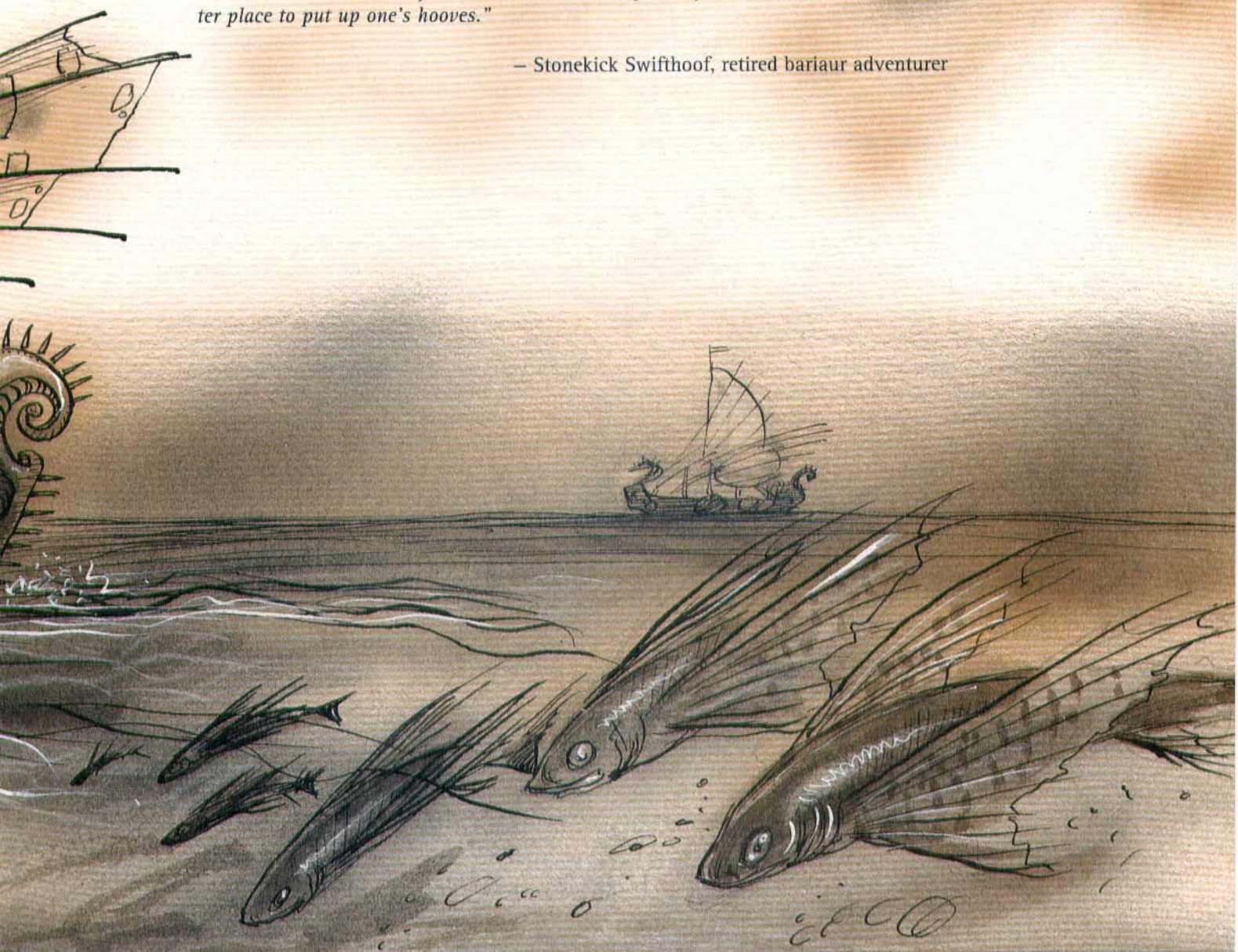
"What? Oh yeah, Elysium. She's a land of fertile, rich, natural beauty. Not as wild as the Beastlands, nor as industrious as Bytopia. Ain't no animal gonna come lookin' to make a meal of a body, nor is a cutter gonna get rousted for not doin' his share of grunt work. A body can do whatever most suits him, her, or it. Some bashers live out in the middle of nature, as there's more'n enough for a body to live on. Others prefer the life of a burg — Release From Care, fer instance. As long as a berk ain't doin' no body no harm, she gets left to herself. I'm down to the dregs here, eh?

"That dimensionally deep river, Oceanus, starts out its meanderin' on Elysium. Wendin' its way through all four layers of the plane, it then moves to the Beastlands, an' ends up in Arborea afore it disappears. The rest of the place is hills, meadows, marshes, an' mountains, dependin' on where a body wanders. That big tree, Yggdrasil, grows through Elysium too. A chant says there's some race livin' in its branches, the ratatosk. Me, I don't know 'bout them; I'm, ahh, not good with trees. Just thinkin' about heights and climbin' makes my throat all dry. This bottle's a deader, berk.

"Finally, there's a lot of powers around the place. A cutter can't spit without splashin' a proxy or petitioner. They get along pretty well, and considerin' the place they choose to make their home a blood don't need to marvel why. That faction, the Ciphers, they call Elysium home too. They're no more organized that the guardinals, but most live together in communities.

"So that's the chant on Elysium, berk. Remember, if a body behaves, there's nary a better place to put up one's hooves."

— Stonekick Swifthoof, retired bariaur adventurer



✦ PHYSICAL CONDITIONS ✦

The dominant feature of all four layers of Elysium is the River Oceanus. The river serves as the primary means of transportation on the plane and as the link between of most of the plane's burgs. It's a sort of a watery highway between the layers, and in a larger sense, between Elysium and the planes of the Beastlands and Arborea.

The World Ash, Yggdrasil, has spread its branches across all the layers of Elysium. The great tree provides shelter for many creatures and offers a travel alternative to River Oceanus. Yggdrasil's numerous, wide limbs allow ingress to three of Elysium's layers, and hold numerous gates to many of the other planes.

HEY,
HOW DO I GET
TO A BURG FROM HERE?

— A POLYMORPHED
FIEND INFILTRATOR

As an added bonus, there's no such thing as bad weather on Elysium. Days are bright and sunny, and nights are cool and perfectly calm. While it never seems to rain, a fresh coat of dew covers the plants each and every day to provide necessary moisture.

It's also flaming hard to get lost on Elysium – for those of good and clear conscience, that is. Any part of Elysium can be reached in a matter of hours, or maybe a day or two if the destination lies on another layer. The way it works is that a body picks a path to where she wants to go. It doesn't matter if that path is strictly straight and orderly or if it's all roundabout and willy-nilly. As long as a basher does good deeds along the way, she arrives at her destination, none the worse for the journey. During travel on Elysium, opportunities to perform good deeds arise. A petitioner's wagon may get stuck in the mud, one of a shepherd's flock may could fall into a river and be unable to extricate itself, an animal might be found with some injury that prevents it from moving easily or gathering food, and so on. If the travelers cease their journey to aid those in need, their progress toward their destination is greatly improved over those who choose to ignore the plights of others in the interest of speed, lassitude, or an uncaring heart.

It's this "travelers' way" (also referred to as "travelers' travail" for those who don't tumble to the idea) that helps make Elysium such a safe place. The followers of the evil powers and such'd love to pop in through a gate and start despoiling this pristine place. And while an occasional lower-planar beast does try it, it wanders about, getting nowhere fast. Such a creature could cause significant damage wherever it finds itself, but it couldn't ever get to where it was hoping to go. Besides, while the fiend is meandering about, a proxy or guardinal'll show up before too long to see what's causing such a stir and exterminate the sod for its arrogance.

The most unusual aspect of the plane of Elysium is that it's very unfriendly to undead. Any undead creature entering Elysium suffers 2d6 points of damage per round from the positive energy inherent to this plane. The thing's skin starts smoking and burning; those with throats sound like they're choking and coughing. Pretty soon (when reduced to 0 hit points), the undead creature bursts into flames, immolated by the power of pure goodness. All that's left afterward are some ashes that are picked up and scattered quickly by the wind.

✦ MAGICAL CONDITIONS ✦

As far as spells and such go, Elysium is at once the least and the most restrictive plane of the three detailed in this book. Unless they're listed below, all magic functions normally.

CONJURATION/SUMMONING. No summoning spell functions on a native inhabitant of Elysium. Since summoning spells cast on the Outer Planes only summon creatures that're on the same plane or neighboring planes as the caster, these spells are all but impossible to cast successfully. Summoning spells may bring nonnative creatures currently on Elysium, including PCs, to the caster of the summoning. However, all such beings who are of a good alignment gain a +4 bonus to their saving throw to resist the summoning. This bonus applies to good-aligned player characters on Elysium as well.

DIVINATION. Divination spells that serve to obscure, hide, or falsify information (such as *false vision* and *screen*) fail 100% of the time when cast on Elysium. It's generally believed this is because there ain't no darks to be kept here. Other divination spells operate normally.

ENCHANTMENT/CHARM. Like summoning spells, all *charm* and *hold* spells fail when cast against the natives of this plane, including petitioners. These spells may function on visitors to the plane, but all such good-aligned beings, including PCs, receive a +4 bonus to their saving throw versus these spells. Other enchantment/charm spells operate as they should.

YOU'LL GET
TO A BURG
WHEN YOU DESERVE TO,
BERK.

— FLYNN,
A GUARDIAN FACTOR

NECROMANCY. Any necromantic spell that causes harm or inflicts damage automatically fails when cast on Elysium. Further, there is a 33% chance of a backlash from such a spell affecting the caster. If a backlash occurs, the caster suffers the intended effect of his own spell. This backlash is an aspect of the pure goodness of the plane, in that when a body (in this case, the caster) tries invoke the powers of darkness in necromantic spells, the goodness of the plane reacts – just as the inhabitants'd react to a bebilith charging about the place.

ELEMENTAL. Elemental spells function as usual, with one exception: Water spells are enhanced on the fourth layer of Thalasia. Also, as on Elysium's "opposite" plane of the Gray Waste, summoned pseudoelementals are free from the moment of conjuration, unbound by the spell's conditions. If summoned for the cause of good, however, the elementals serve willingly and do everything in their power to aid the summoner.

SPELL KEYS

For some reason (maybe only the high-ups in their cases know why), only nonevil spellcasters can find spell keys on Elysium that function for them. Thing is, as most of the restrictions on magical schools don't hamper good spellcasters, there ain't much call for spell keys here. (Think about it: What good wizard's got cause to cast a harmful necromantic spell on this plane?) In cases where a key is needed, the wizard finds one that matches his alignment. For lawful casters (good or neutral), the key's usually a shape or item that is somehow definitive. A ruler or an abacus are two examples. Chaotic spellcasters often find spell keys that're much less regimented or more imaginative. Whistles, small toys, or even a child's ball or set of jacks can be a key. Neutrally aligned bashers've got it easiest; an item associated with their class (or specialty) most often serves as a spell key. For example, a generalist mage may come across a twig that looks remarkably like a wand. While the "wand" has no charges and contains no spells, it works as a spell key for that caster. A Diviner specialist wizard might use a lodestone or a divining rod as a key.

POWER KEYS

With all the powers here, it's no wonder clerics and specialty priests are always nosing about Elysium for power keys so they can run off on one quest or another. Power keys on Elysium usually take a form related to the power's area of concern. The agriculture gods might grant a key in the form of a miniature rake or scythe. The sea and water gods may give their proxies or priests tiny tridents or nets that are to be worn like a veil. The desert powers give ankhs, and the war gods grant keys in the shape of arms or armor – some of which can be used in battle as *blessed* items. (The effect of carrying such a blessed item is as follows: the bearer enjoys the benefits of a *bless* spell as long as he carries the functioning key and maintains the favor of his power.)

MAGIC

The mages of the Guardians sect (see page 51) have been working to create magical items that allow sect members to emulate the abilities of the guardinals. Some items they've created include the following:

- *wings of the avorals,* which function as a *cloak of the bat* (*DUNGEON MASTER® Guide*), except that the wearer's flying movement rate is 36 rather than 15;
- *hooves of the cerdivals,* boots which function as +3 weapons and allow the wearer to kick once per melee round in addition to all other attacks, causing 1d6+3 points of damage per hit;
- *gauntlets of the equinals,* which grant the wearer a Strength of 20, but the +3/+8 bonuses to attack and damage rolls apply only when the wearer of the *gauntlets* attacks with her bare hands;
- *haunches of the lupinals,* leggings which act as *boots of springing and striding*;
- *spectacles of the ursinals,* which grant the wearer a +1 bonus to her Intelligence and Wisdom for as long as the eyeglasses are worn.

The wizards and sages of the Guardians have yet to produce any items that represent an aspect of the powerful leonal princes. The chant is that they're working their brain-boxes overtime to research and create an item mighty enough to do the leonals justice.

INHABITANTS OF ELYSIUM

Inhabitants of Elysium reflect the plane's singular concern: pure goodness. The plane's natives, the guardinals, embody this spirit in their lifestyle. Not forcing their views on any berk, they live their lives as they choose until a threat or some evil comes to their attention. They then put aside other concerns until the threat has been dealt with or the evil has been eliminated. The sect known as the Guardians also tries to follow this example.

The plane's powers, proxies, and petitioners all have their own interests, but are ready to defend good and justice should the need arise.

THE POWERS

As Elysium is such a purely good plane, it has attracted a significant number of powers interested in supporting the cause of good across the planes.

The greater deities include Hiatea, the goddess of the firbolg and voadkyn giants who calls the realm of Woodhaven in Eronia home; Chauntea, Mystra (a new arrival), and Lathander of the prime world of Toril; Mishakal, a Krynnish power of healing who resides in Amoria; and the ancient human deities Enlil (a sky god) and Ishtar, a powerful goddess of love and war.

Intermediate powers're even more numerous throughout the four layers of Elysium. These powers, all of them human deities, respect each others' territory and are more inclined to aid each other than the powers of any other plane.

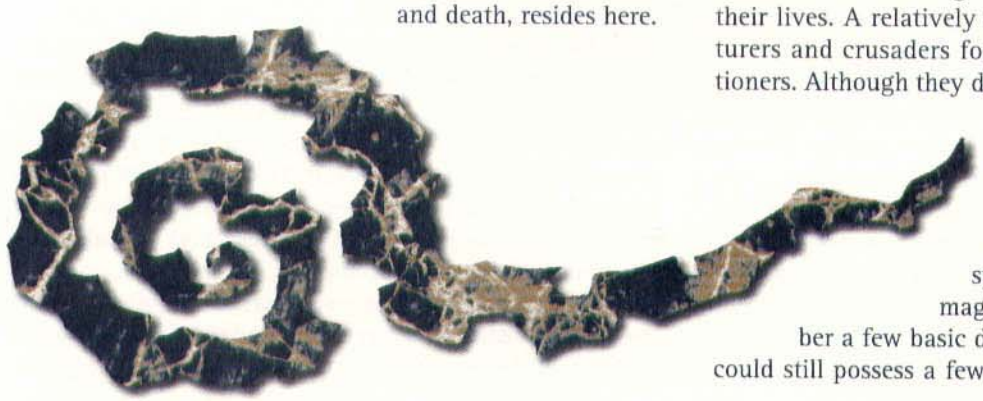
On the layer of Thalasia, the Celtic powers Belenus and Brigantia maintain the Isles of the Blessed, the resting place of heroes who died for the cause of pure good. Elysium is also home to two Egyptian goddesses: Isis, who visits her realm here when she's not needed in Heliopolis on Arcadia, and the sky power Nut who, when forbidden to bear children by her grandfather Ra, fled Heliopolis and found refuge in the farthest reaches of the plane.

The Chinese powers here include Kuan-ti (or Huan-ti), a power devoted to war and its prevention through diplomacy, and Liu, a god of agriculture who shares Chauntea's realm. Another Oriental pantheon has representatives here as well: the Japanese sea god O-Wata-Tsu-Mi, and Tsuki-Yomi, a god of the moon and the seasons. From the East Indian pantheon are Savitri, the god of the long day sun (whose power illuminates Bytopia as well), and Ushas, a goddess of the dawn who shares Lathander's realm.

The two final intermediate powers on Elysium are the Norse power Bragi, patron of bards, and Majere of the Krynnish pantheon, the lord of meditation and faith.

The lesser powers consist of Surminare, the selkie goddess; Trishna, the goddess of dolphins and sea elves, both of whom call the sea Thalasia their home; and Nanna-Sin, a human power who poles his crescent moon-shaped barge up and down the River Oceanus.

Elysium also is home to one demigod. Urogalan, the halfling power of the earth and death, resides here.



THE PROXIES

It might be surprising to a cutter that here on the Restful Plane, the plane of untarnished good, the powers don't require many proxies. A sod's much more likely to find a proxy of any of Elysium's powers in the Cage, the Outlands, or on the Prime. The plane's own resistance to the presence of undead, the "travelers' way," and the guardinals do such an exemplary job of safeguarding Elysium that the powers can concentrate on business outside the plane.

Ralthas Lightbearer is one of the Krynnish power Mishakal's favored proxies (Px/♀ elf/C14/NG). When she's not on an errand or assignment for her power, Lightbearer wanders the layers of Elysium healing and ministering to all who need it. If there's been a major accident, natural disaster, or battle, Lightbearer is likely to be found there.

The giantish power Hiatea's proxies all are unusually large and strong, even for giant-kin. One such proxy is Galvan Longarms (Px/♂ firbolg/R11/NG), clad in hydra-scale armor and carrying two huge *flaming spears +3*. The *spears* function as *sun blades*. Galvan hates evil giants and their gods with all his huge heart, and while he'd never betray his power, he might take some indirect action to aid cutters who're looking to combat giants of any kind.

The human power Belenus has several proxies wandering Elysium to be sure all is well within nature, the deity's chosen purview. One is Beltain Firebrow (Px/♂ human/D12/N), who spends much of his time roaming the wooded and wild areas of Elysium. He considers it part of his duty to his power, and pity the poor berk who tries to stop him.

The Norse power Bragi is a patron of bards, and his proxies exhibit this predilection. Thariisa Harpchord (Px/♀ human/B13/NG) is known for her strong, clear voice, and her precision playing of the small golden harp she carries with her at all times. Thariisa, playing her harp, can affect others as if they're under a *friends* spell. Saving throws and all other rules for this spell apply normally.

THE PETITIONERS

The petitioners of Elysium are those who sought only to further the cause of good and right during the course of their lives. A relatively high proportion of former adventurers and crusaders for goodness exist among the petitioners. Although they do not remember the details of their lives, many former adventurers instinctively retain some vestige of their past skills. Warriors may retain their knowledge of weapons or tactics, spellcasters may recall a handful of magical spells, psionicists can remember a few basic devotions and sciences, and rogues could still possess a few skills. No petitioner should func-

tion as higher than a 3rd-level PC; this is an exception to the general rule that petitioners are always 0 or 1st level.

Dependent upon their power and their past lives, the petitioners have different lifestyles on Elysium. Petitioners of the agriculture powers farm or raise livestock, those of the sea gods swim, fish, or sail for the glory of their power, and petitioners of the powers that watch over goodness and purity keep an everwatchful eye out for those who could bring harm or evil to Elysium.

THE GUARDINALS

Guardinals are the natives of the plane, and there ain't an addle-cove in the bunch. Like their home of Elysium, the guardinals are only concerned with the ideal of good. Neither law nor chaos matters a whit to them. When there's a good cause to rally around or an evil threat to put down, the guardinals are capable of military discipline and precision. When such isn't called for, the guardinals are content to wander the layers of Elysium alone or in small, nomadic bands of extended families.

The guardinals are led by Prince Talisid, the most wise and ancient of the leonals, a race of mighty lionlike warriors. Prince Talisid is accompanied by his Five Companions, the foremost members of the other guardinal races: Duke Lucan of the wolflike lupinals, Duchess Callisto of the sagely, bearlike ursinals, Duke Windheir of the winged avorals, Lord Hwhyn of the horselike equinals, and Lord Rhanok of the antlered cerdivals. The lords of the guardinals are held in high regard by all the powers of Elysium, and their counsel is ofttimes sought when matters of vital import to Elysium are discussed.

While the guardinals're peaceful enough in their home of Elysium, it's another chant elsewhere. They often journey through the Great Ring or the Outlands, searching to destroy the seeds of evil. The guardinals've even been known to launch lightning-fast raids into the first layers of the Gray Waste, Carceri, and Gehenna to bash the skulls of some of the fiends that live there. These bloods make no bones about who they are and what they're about. If a berk gets in the way of a fighting-mad guardinal, he's in the dead-book for sure.

In battle, the airborne avorals are scouts and skirmishers. They're also responsible for enemy spellcasters and any foes that take to the air. The lupinals serve as the front-line troops, with the equinals' strong punches as back-up, while the charging cerdivals break up enemy troop formations and send any summoned, conjured, or extraplanar foes packing. The ursinals serve as mages and advisors to the leonals that lead the guardinal groups as their generals.

Although they are far from numerous, the guardinals play a major role in the day-to-day existence of Elysium. As the plane's natives, they have their own agenda, rather than serving the will of some power or other. They serve good and only good.

THE TRANSCENDENT ORDER

The Transcendent Order, also known as the Ciphers, make Elysium their headquarters. By uniting the body and the mind, the Ciphers hope to fully understand themselves, thus always knowing the right thing to do in any situation without having to think about it. One of the Ciphers' precepts is that when a cutter understands himself, the doors of the multiverse open for him.

Of all the factions, the Ciphers have the fewest outright enemies. Maybe this is because of the plane's influence of benign good, or the fact that the Ciphers' idea of turning within to find the solutions rather than turning outward to bash on a leatherhead who's doing it wrong means that they simply don't get themselves involved in all the political intrigues of the other factions.

UNITE THE BODY WITH THE MIND, AND BECOME ONE WITH THE COSMOS.
— A CIPHER MANTRA

The Ciphers aren't particularly organized; they've got no more fortresses or standing armies than the rest of Elysium – which means none, berk. Most Ciphers on the plane live in their own communities and often gather to discuss faction business or simply enjoy each other's company in their homes or in fields or meadows.

THE GUARDIANS

A sect has sprung up on Elysium in the last few millennia that calls itself the Guardians. The members're human and other bashers who admire the guardinals' approach to the pursuit of good in the multiverse. The Guardians' tenets are to live a peaceful life and not attract unwanted attention to themselves until some evil arises – and then band together and wipe out the threat for good.

Many a good-aligned adventurer type has signed onto this sect, as it allows them to go about their business until some evil force or conspiracy raises its head and needs a good whacking. The Guardians allow all these bashers the chance to share information, work together, and watch each other's backs while going about the business of dragging the evil sods down.

The Guardians all model themselves after one type of guardinal, depending on a body's inclination and natural talents. Wizards and priests deck themselves out to resemble the wise, spell-casting ursinals, the few good-aligned knights of the cross-trade dress in a manner reminiscent of

the avorals, the warrior bashers choose from the cerdivals, equinals, or the lupinals depending on their dispositions, and the high-ups of the sect all emulate the princely leonals. These cutters aren't trying to disguise themselves as guardinals or any such rot, they're simply honoring the guardinals that they most respect and admire.

In an ironic twist, the sect now boasts several guardinals as members in good standing. Other Guardian members include humans, more'n a few aasimar, representatives of most of the nonevil prime-material demihuman races, bariaur, one or two aasimon, a couple of baku, several moon dogs, and a herd of buraqs.

OTHER ENCOUNTERS

Notable encounter possibilities include the herds of baku that roam the warm plains of Elysium, the packs of moon dogs that protect sites sacred to them and to good, foo creatures that also guard places important to the Eastern deities, and the buraq (wild horse-like creatures that run free over the meadows of the plane). Phoenixes also reside here, soaring high above the lands. In Oceanus' waters, asrai, balaena, delphons, and nereids cavort with dolphins, aquatic elves, selkies, and other sea creatures.

✦ THE RESTFUL PLANE ✦

Rising from Elysium's fourth layer of Thalasia (which is also the name of the sea that covers most of the layer), the River Oceanus meanders through all the other layers of Elysium: Belierin, Eronia, and Amoria. Most travel on the plane takes place on the river. While a basher seldom has to worry about pirates on Oceanus' waters, the river is not without its dangers. There're falls, rapids, eddies, and whirlpools in spots. The river's full of life too – much of it pretty flamin' big. More'n one predator has tried to get an easy meal by flipping over a traveler's small boat or raft.

Each of the layers sports different terrain. Thalasia is a layer of small islands on the sea from which Oceanus forms. Much of the plentiful life that exists there lives beneath the water's surface, although island civilizations do exist. As the sea gives life in many prime worlds, so does the sea of Thalasia.

Belierin is marshy, rich with wildlife, but blessedly free of annoying biting insects and other pestilence. There are no great civilizations in this layer. In fact, for the most part, it seems totally unsettled. While there must be a reason for this isolation, no cutters're going about spouting this dark.

Eronia is rocky and mountainous, with great cascades and spectacular waterfalls that interrupt Oceanus' gentle flow. River travel can be rather dangerous here unless a berk's lucky enough to find an experienced "river-rat" to act as a guide or ferryman.

Amoria is the first layer of the plane and the most densely populated. An untroubled land of woodland and meadows, numerous burgs line Oceanus' banks like strung pearls. The Ciphers make their homes on this layer, although they've no central shrine or headquarters citadel. An introspective bunch, the Ciphers look to themselves for satisfaction rather than altering the world around them.

AMORIA
✦ THE UNTROUBLED ✦

The layer of Amoria is the first layer of the plane, and it's the last that Oceanus visits before the river moves on to the first layer of the Beastlands. Most of the layer's burgs are nestled along the banks of this immensely wide, sweet-smelling river. As Oceanus joins all four layers of Elysium, it's logical that the locals make use of it as a convenient mode of travel and trade.

The layer's terrain is rolling woodland and green meadow. There're only the mildest of seasons here; the "winter" is just cool enough and just long enough that when the blossoms burst forth and the trees bud with the new spring, the sunshine and warmth are never taken for granted. The prairies and woods are full of all manner of wildlife, and birds of all descriptions seem to be everywhere. They fill the ear with their songs, and delight the eye with bright colors and flashing aerobatics.

Most of the Ciphers that live on the plane reside on this layer. The Ciphers usually congregate in small, contemplative communities or communes. In these communes they seek the perfect unity of body and spirit, as embodied in the perfect goodness of Elysium.

THE ASURAS' BRIDGE
(Site)

HEARSAY. A noble asuras, one of the flame-winged, ruby-taloned warriors with eyes of purest fire, has gone barmy and has set himself up as the keeper of the only bridge over the River Oceanus for hours in any direction.

DESCRIPTION. A wide, arched stone bridge crosses over a particularly deep stretch of the River Oceanus. A rogue asuras – one who is without a greater power of good to serve and who has seemingly forgotten his own name as a result – has taken it upon himself to be the guardian of this bridge. He lets none cross the bridge, or traverse the river by any other means, until he is assured that the sods wanting to cross are not evil.

The asuras has certain standards on who he allows to cross the river unmolested. All guardinals are passed with a nod and a smile, as

are any proxies of the powers of Elysium. Petitioners have to convince the asuras that they have doings on the other side of the river. Nonnatives to Elysium are always stopped and questioned.

The questions asked vary from the sensible to the ludicrous. "Have you ever knowingly and willingly committed an act of evil?" may be followed by, "You don't feel guilty about anything, do you?" Regardless of the question asked, it is always the best policy to answer the asuras truthfully, as his fiery eyes can see through any lie, fabrication, or falsehood a body may try. This, of course, leads to even more in-depth interrogation.

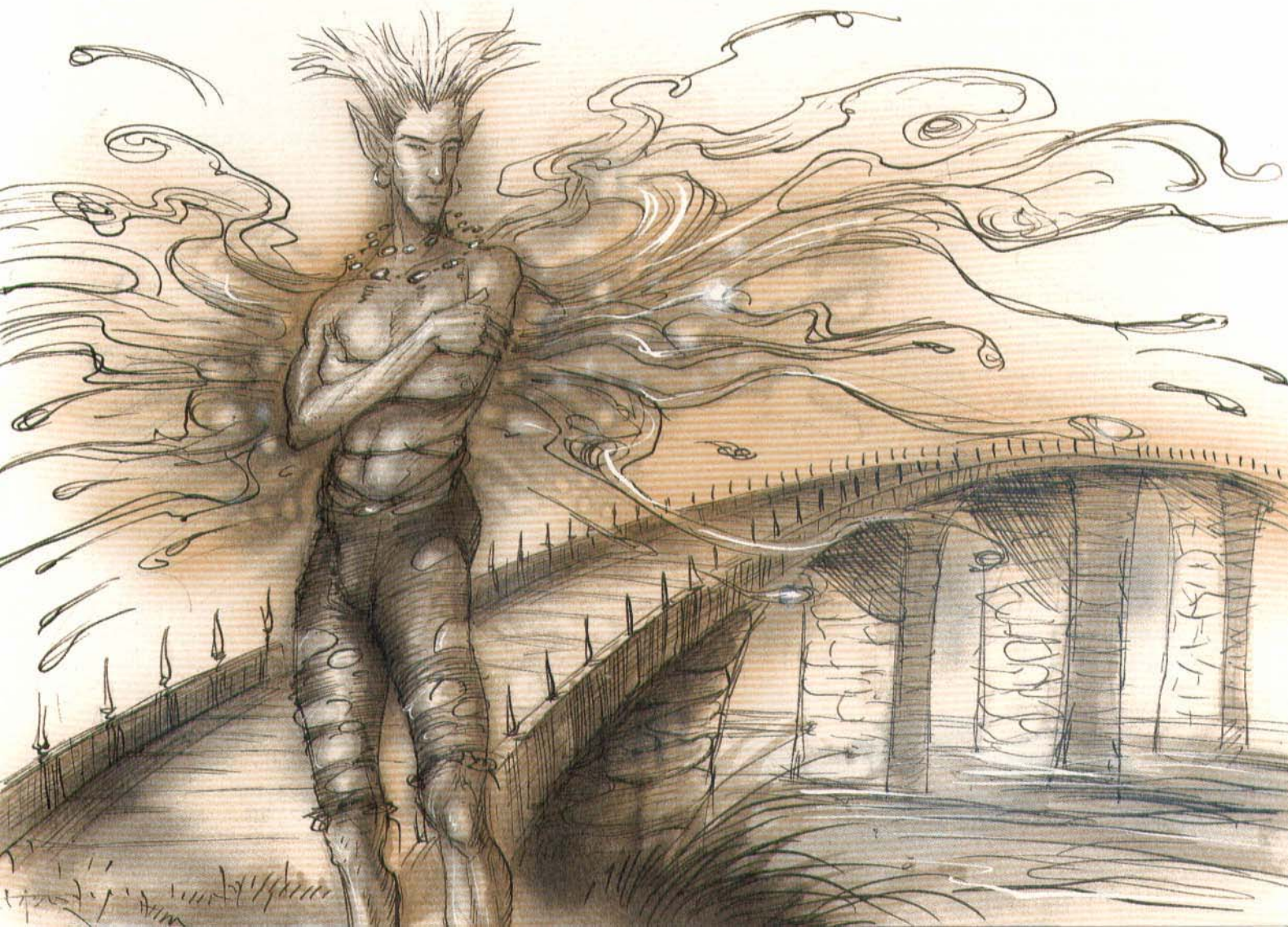
Eventually, if the characters are nonevil, truthful, patient enough not to walk away (which the asuras takes as an admission of guilt), and smart enough not attack the asuras out of sheer frustration (incontrovertible evidence of guilt according to the asuras and a sodding bad idea in any case), the misguided asuras finally allows the subjects in question to pass over the bridge.

Special Features. All characters patient enough to undergo the asuras' strange line of questioning and cross the bridge subsequently share the asuras' ability to *detect lie* for 24 hours after crossing the bridge. Multiple crossings do not extend the duration of this ability.

Current Chant. While the situation's still an annoyance, most inhabitants of this area smile wryly whenever they near the bridge. With a bit of practice, most cutters can give the asuras the answers he seems to want and be on their way relatively quickly. Besides, as many of the locals note, the asuras'd be a mighty good blood to have around if some evil bashers were to raise their heads in these parts.

NONE SHALL PASS.

— THE BARMY ROGUE ASURAS



CITY OF THE STAR
(Realm)

CHARACTER. Breathtakingly beautiful and passionately alive is this realm, and its residents stand poised to defend their homes from any evil that threatens its peace. This realm is the home to a goddess of love, war, and all the passions of humanity. Like all of Elysium, the City of the Star reflects the balanced nature of the power that resides here.

POWER. The greater goddess Ishtar rules the City of the Star, a human power of passions, love, the defense of what a body holds dear, beauty in all its forms and pleasure in all its incarnations.

Legends tell of Ishtar's own passionate nature. One particular story tells of the goddess' descent into the Babylonian Underworld to rescue a lover trapped there.

The Underworld is ruled by Ishtar's sister, Ereshkigal, who was jealous of Ishtar's beauty and her role in the pantheon of gods. When Ishtar arrived at the first of the seven gates to the Underworld, she asked her sister for passage. The vain Ereshkigal saw this as an opportunity to humiliate her sister. She allowed Ishtar to enter, but insisted that, as she was in the land of the dead, Ishtar must follow its rules. These rules included being stripped of all signs of previous station and life. Ishtar agreed and entered the Underworld.

Soon, Ishtar was deep within the land of the dead, stripped of all her raiment, wealth, and symbols. Ereshkigal then inflicted the "60 miseries," the 60 punishments that sinners must endure as the price of their sins.

Without Ishtar, all growth and reproduction ceased. The crops would not sprout, and no young were born to women or animals. This greatly concerned the other gods. They tricked Ereshkigal into allowing the powerless Ishtar and her lover to leave the Underworld. Upon regaining all her symbols and divine powers upon escaping the Underworld, growth and birth returned to the world.

Such is the character of the goddess who rules this realm that she entered the land of the dead, gave up her divinity, and suffered the worst tortures imaginable – all for a passionate love.

ISHTAR, ISIS, WHAT'S THE DIFFERENCE?
— THE PRINCE WHO, AMAZINGLY ENOUGH, STILL ISN'T IN THE DEAD-BOOK

DESCRIPTION. Buildings of the whitest marble line the narrow streets as chariots pulled by snow-white mares clatter to and fro on hurried business. Works of art and expressions of passion and beauty are everywhere, from the buildings' thick, carved columns and the fountains inlaid with precious metals and gems set in every intersection, to the garb of the City's residents and the awe-inspiring Hanging Gardens where the growth of plantlife itself has become an artform. (A full map of the City of the Star can be found on the back of the Elysium poster map.)

All who live under the Star that shines from the tallest spire of Ishtar's palace are passionate in all things, and live their lives as their passions dictate. Nothing is done half-heartedly in this realm. Sculpture, painting, poetry, romance, music, exotic cuisine, thrilling legends – all of these and every concept or deed that fires the human heart and enlivens the mind is pursued with utmost zeal. As the inhabitants of the City well know, the pursuit of passion can be a passion unto itself.

The residents under the Star are darkly handsome, its wares are exquisitely produced, its food magnificently prepared, and its romances of legendary proportions. There is never an expressionless face visible to a cutter in all the City of the Star.

Ishtar's realm is no less passionate when goodness demands action. Even the lowliest petitioners can be counted on to drop their other passions to defend the cause of the good and just. It's the chant that Ishtar rewards those petitioners who live every moment of their lives with passion.

PRINCIPAL TOWNS. The City of the Star *is* the realm, making it larger than any "town." The City continues to grow as well, as many residents have a passion for creating and living in the best, most beautiful city in the planes.

SPECIAL CONDITIONS. Visitors to the City of the Star gain a +2 bonus to their Charisma scores during their stay, and a +1 Charisma bonus after they leave for a period of time equal to that which they spent there. All who come to the city can indulge their passions, for they'll surely find those who share those same passions here.

PRINCIPAL NONPLAYER CHARACTERS. Ishtar's foremost proxy in the realm is the incredibly handsome Mardullo the Poet (Px/♂ human/Ill14/NG). He often leaves his duties in his power's palace to wander the realm's streets, enjoying the passion of its people engaged in their chosen tasks and composing verses to please his power and her petitioners. Mardullo considers Sirian Goodwife, proxy of Isis, to be very attractive, but more than a bit of a

prude. The Poet has taken to composing sonnets for Goodwife in an attempt to soothe her wrath. His intentions and goals, however, are still a dark he's keeping to himself.

SERVICES. If it's an nonharmful activity known to human beings, it can be found in the City of the Star. Dining, gambling, gaming, athletics, the arts, music – all of humanity's healthy passions can be found in their best examples.

CURRENT CHANT. Ishtar's rivalry with the Egyptian power Isis is always on the minds of the City's residents. In fact, some of the cutters here've adopted embarrassing, besting, and slighting Isis' followers at every opportunity as their newest passion.

Due to the nature of the realm, Ishtar's proxies are always keeping a peery eye open for any bashers from the Lower Planes, looking to tempt petitioners away from the goddess with promises of exploring unhealthy passions that can't be found even within the City of the Star.

PRINCIPALITY
(Realm)

CHARACTER. Lush, verdant woodlands; the constant gurgle and murmur of streams and creeks; and the scent of wildflowers in the air – Principality is the essence of nature at peace with itself.

POWER. It's one of the few great mysteries of the plane that no power openly claims this realm. It has petitioners, planar bloods, and even proxies, but not one of these bashers is at all likely to be giving up the power's name. There ain't a lot of folks here, but most outsiders wonder why they're here at all.

Some cutters think Principality belongs to some all-but-forgotten nature god or peace power on some distant (even in planar distances) prime world. Other bashers think it's a "infrequent" realm – one that its power don't visit often. Any blood knows plenty of powers have more'n one case. Or maybe this realm is the domain of a power that don't like visitors, explaining why none of the followers even give his, her, or its name.

Others wonder how Prince Talisid and his Companions of the guardinals got to be so flamin' tough. It's sure none of the other guardinals can even approach the power level of those six. Maybe these bloods've got a set-up here, gaining their boosted skills from the realm's petitioners and proxies.

Still other cutters think it's the phoenix that lives up in the mountains that really rules the realm. These bodies give a phoenix's incredible power level as evidence. They state, "A phoenix's too blamed powerful to be just a creature, even a planar creature. It's gotta get all that strength from somewhere."

DESCRIPTION. Ringed by rolling hills that lead to steep, jagged mountain summits, Principality's isolated from the rest of the layer. (Maybe it's all that remains of an old layer, or the beginning of a new layer, or territory gleaned from another plane.) A body can climb the mountains if he has a mind to, but there are easier ways to get in or out.

Forests, streams, and two small lakes dominate this realm. Between these features are gently rolling meadows and hillocks. Occasional sets of standing stones also can be found. These stones seem to placed randomly, some in the forests, some in the hills, and some along the river Aonia. Herds of sheep are scattered over the meadows, tended by shepherd petitioners.

PRINCIPAL TOWNS. The only true town the realm has is Pax Benefice on the shores of Lake Aonia. The high-up there is a blood called Palibar (Px/♂ dwarf/P10/NG) who helps the community stay focused on peaceful harmony and goodness. Palibar lives in a villa on the lake's shore. It's furnished humbly, but comfortably. Palibar lives there alone, except for a handful of petitioner domestic servants. Palibar is quite likely to offer the hospitality of his home to good-aligned PCs. The Ciphers also have a few cutters in town.

Lake Aonia is the largest body of water in the realm and is home to a small group of asrai (*Chaos* MS). These water nymphs are less chaotic than most, content to live, swim, and play in the lake. They gladly talk to attractive (Cha 13+) male PCs of any race, though they have little information to give.

Other spots of interest in this realm include the Nest of the Phoenix (described in its own entry below), and the following sites.

North and east of Pax Benefice stands the simple monastery of Conclave Fidelis. It's run by Abbot Cebulon (Px/♂ human/P12/NG), a kind, gentle man. He and his double-handful of monks offer any aid they can to good-aligned PCs; they will not leave to fight the PCs' battles for them, however.

Lake Serene is remarkable only for the pack of moon dogs that live on its shores. Unusually large and intelligent even for moon dogs, these beasts may be a "greater moon dog" species that lives only on the Upper Planes, seldom venturing to any prime world. The pack appears from the mists that lie around the lake, prepared to defend the lake and their territory from evil intruders. If the visitors show themselves not to be evil, the pack's alpha male and female may converse with them for a few moments before leading the pack back into the mists.

The Rollicking Crescent is an inn about halfway between the gate and Pax Benefice. It's a wooden building with brightly painted shutters and weathered oak shingles, and a cheery, maternal crescent moon-shaped face depicted on the sign above the porch. The joint is run by Astrid (Pl/♀ human/B3/Transcendent Order/NG), and is usually occupied by a small number of happy visitors. One odd aspect of the building is that it appears to have suffered some recent kind of damage, now repaired. Part of one wall looks new, as do a few of the ceiling beams. There's no evidence of a fire, and no one else seems to notice. (See *The Deva Spark* adventure for details and a full map of the realm.)

A set of three Standing Stones, one set atop the other two, rests just beyond the fringe of a small area of forest that leads into the hills and mountains surrounding the realm. These stones serve as a gate to Sigil near the Great Gymnasium, with the gate's key being a certain type of coin that is – if one's got the dark of it – available from the Ciphers in Sigil, provided a body can talk them out of it. There's a chant that a key's also available from the Ciphers in Pax Benefice – for the right amount of jink.

SPECIAL CONDITIONS. As just another mystery of this place, there are no standard conditions that set this realm apart from the territory surrounding it. This lack is likely due to the absence of a power claiming Principality as its own. Or if there is a power here, it's hiding its nature by not giving any clues in the form of special conditions or benefits for the realm's residents.

PRINCIPAL NONPLAYER CHARACTERS. Beyond those mentioned above, the druid Thistledove (Pr/♂ half-elf/D9/Guardian/N) makes Principality his home. Thistledove is rumored to be on speaking terms with the moon dogs and the phoenix (see below).

SERVICES. No extraordinary services are available here, but the amenities expected from any small, rural community are generously offered.

CURRENT CHANT. Most of the chants regarding the realm have to do with the power, if any, behind the scenes here. Who or what is the power? Why does it feel the need to hide itself? What is it hiding?

The most common chant to be heard within Principality is that many sheep have gone missing from the flocks recently. There's been no evidence of predators and no tracks to indicate where the sheep might've wandered.

THE NEST OF THE PHOENIX
(Site)

HEARSAY. This is thought by some bashers to be the nest of the true ruler of Principality, a powerful phoenix. These cutters claim that phoenixes are too powerful not to be quasipowers or demipowers of good. But instead of serving as the aasimon do, the phoenixes choose to live on their own, as the rulers of their own domains, most of which are too small or too isolated to be noticed by most bashers.

DESCRIPTION. A high mountain peak that looks down over all of Principality holds a great nest of straw, herbs, soft branches, shiny trinkets, and sheep's wool. Atop this nest rests a magnificent, multicolored, giant bird – the phoenix. The huge avian's plumage is violet, scarlet, deep crimson, and flaming orange. Its beak (and talons, if a berk's unlucky enough to see them up close) are a deep purple, and its eyes glow a fiery ruby red.

SPECIAL FEATURES. Reaching the nest is not easy work for creatures unable to fly (several mountaineering, climbing, or Strength checks are required). The phoenix is always in its nest whenever PCs visit; let them wonder how it knows they're coming. If the PCs have performed good deeds while in Principality, the phoenix is more disposed to help them. That help is likely to be a limited exchange of information, a beneficial spell or two if the PCs are in need, or perhaps cryptic advice or enigmatic answers to questions regarding the PCs' current mission or quest.

In fact, if the PCs have sought answers to their questions during their time in Principality, they may notice that each referral brought them closer to the nest. They would first be sent to Pax Benefice via the Rollicking Crescent, then to Conclave Fidelis, and finally to the Nest.

CURRENT CHANT. Whether or not the phoenix is the actual ruler of this realm, some of the natives speak of oracles and omens that point to some major event involving the phoenix. Speculation includes one that the phoenix may be nearing the end of its life. None of Principality's residents can recall a time when the phoenix didn't live there. Another chant is that the phoenix laid an egg a while back, and it's going to hatch soon – a very rare occurrence indeed.

This latter rumor, if it's the true dark of the situation, could draw unwanted attention to the realm as the shell of a phoenix's egg is an ingredient in many potent magics, and any number of evil berks and fiends'd give their left talons to get ahold of a newborn phoenix.

QUIETUDE
(Realm)

CHARACTER. Warm and dry, dusty but fed by a cool, life-giving river, this part-time abode of the Egyptian power Isis reflects both the balance inherent on Elysium and the part this power plays in her pantheon.

POWER. When her duties as the wife of Osiris do not demand her attention in the realm of Heliopolis on Arcadia (see *Planes of Law*), Isis (LL), the Egyptian goddess of motherhood, magic, and marriage, can be found here. Isis introduced the concept of marriage to her mortal followers and personifies the feminine ideal among her worshipers.

DESCRIPTION. Set on an arid plain, Quietude is a study of balance and moderation. The white stucco buildings line the small river Serenity, a tributary of the mighty Oceanus. Thick grasses, tall reeds, and sturdy palm trees mark the realm as belonging to Isis. Here Isis' petitioners work, tilling their gardens near the river, weaving the reeds into mats, clothing, and other items, and harvesting figs and dates from the trees. Firefly lanterns light the shores of Quietude, giving an ethereal glow to the smooth surface of the water.

A small community, the realm has little contact with the rest of the layer, except for the wandering guardinals that put in regular appearances. The guardinals are always well treated by the residents, and often are invited to share in the goddess' feast when she is present.

Serenity has its source here, springing out of the rocks of the high plateau that is Isis' realm. As it leaves the realm, it plunges over the lip of the plateau, dropping several hundred feet and crashing down to continue its journey toward Oceanus. Those who stand either above or below the falls are treated to the most amazing display of brilliant rainbows most sods can ever hope to see.

PRINCIPAL TOWNS. Isis' realm on Elysium is small; the riverside village fills the plateau. It's a family community, the inhabitants courteous to outsiders but reserving their love and care for each other. As marriage is held in such high esteem here, married couples are made welcome; unmarried couples are politely asked to sleep apart. Adventuring groups of mixed male and female adventurers are also given separate accommodations to ensure that propriety is maintained. This custom is not strictly enforced, but those who disobey it are subject to the townspeoples' quiet disapproval.

SPECIAL CONDITIONS. As with Isis' realm on Arcadia, the water that flows in the river Serenity acts as *holy water*. Note that the river water only retains that property as long as it remains in Isis' realm. In other words, cutters can't fill their waterskins with *holy water* from the river and expect it to retain its power in the Abyss, Baator, or even in Sigil. It's Isis' power that gives the water this quality; it's not an inherent aspect of the water itself.

In addition, while the goddess' aspect as a patron of magic is not as apparent here as in her realm on Arcadia, good-aligned mages find a friendly and enthusiastic reception in Quietude.

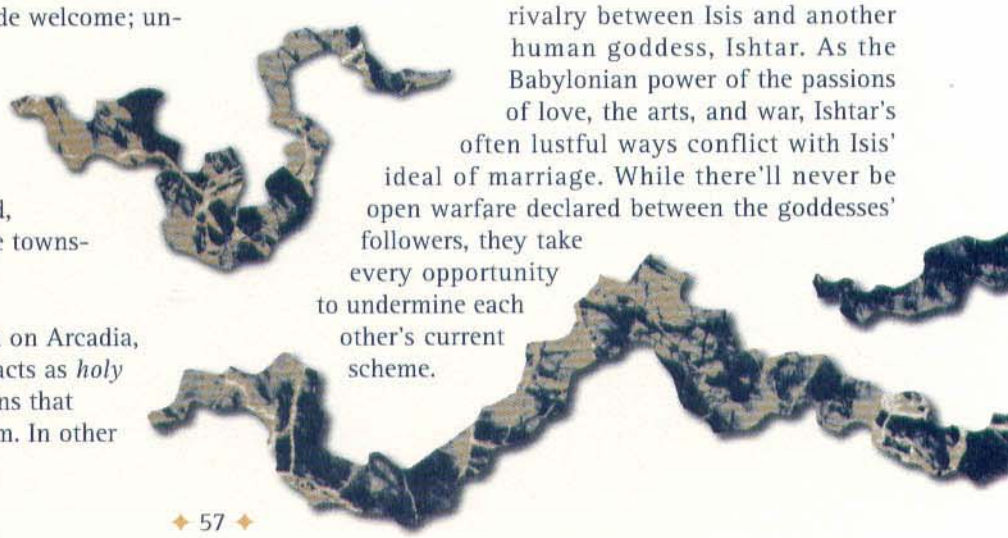
PRINCIPAL NONPLAYER CHARACTERS. Isis' chief proxy in her realm is Sirian Goodwife (Px/♀ lupinal/M11,P10/LG). She wears traditional Egyptian garb, and has a golden ankh as her holy symbol. Goodwife is deeply resentful of her power's sometimes rival, Ishtar. While she's always faithful to her power and her alignment, Goodwife is not above acting to thwart the plans of Ishtar's followers.

Discounting any possible visitors, the rest of the realm's folk are mage-priests and petitioners of Isis.

SERVICES. The most common service a body can ask for in this realm is permission to make use of the realm's *holy water*. Other simple needs also can be met, but metallic equipment made of any metal other than bronze is not available. Although it's not commonly known, there's a gate to Heliopolis in Isis' temple here.

Wizards have an additional reason to visit Quietude on a jaunt through Elysium: Spell keys for the Upper Planes are readily available, and magical knowledge is freely shared by the mages who live here. These gifts are granted to good-aligned mages in exchange for other knowledge or simple tasks. Neutral mages may purchase them if they can convince the seller that the keys and knowledge won't be used for any evil purpose (lawful neutral mages have a better chance of this than true neutral or chaotic ones). No evil wizard is granted these gifts under any circumstances; if an evil spellcaster manages to get ahold of these gifts, he quickly discovers that the key simply doesn't work for him – or worse, that it rebounds at the worst possible moment, in the worst possible way.

CURRENT CHANT. There's more'n a bit of rivalry between Isis and another human goddess, Ishtar. As the Babylonian power of the passions of love, the arts, and war, Ishtar's often lustful ways conflict with Isis' ideal of marriage. While there'll never be open warfare declared between the goddesses' followers, they take every opportunity to undermine each other's current scheme.



RELEASE FROM CARE
(Town)

CHARACTER. The quiet contentedness of a hot bath, a home-cooked meal, an evening full of tall tales, good jokes, fine wine, merriment, and time that slips away all too rapidly, the time spent in the company of friends.

RULER. Ezekial (Pl/♂ githzerai/F8/Transcendent Order/N) is the consensual leader of the town's informal council. A high-up in the Transcendent Order, Ezekial seeks to lead by his faction's nonthinking example. A cutter might think such a sod'd make a mighty poor boss, but the githzerai encourages residents to rely on themselves and their own instincts, rather than think and doubt and look to others for guidance. "Quit rattlin' your bone-box, and just do it!" is his most common advice.

BEHIND THE THRONE. While there're several non-Ciphers on the town's council (merchants with plenty of jink, a few guardinals, local politicians), there're enough members of the Transcendent Order to support most of Ezekial's "rule by nonthinking example." In fact, the Ciphers in the assembly's number are always working to disband the already informal council, stating that such gatherings only foster debate and delay action. "Pike it if it's right or wrong," they say, "let's just act on it – now."

DESCRIPTION. Resting on the banks of the River Oceanus and being on the plane's first layer grants Release From Care the most cosmopolitan air and attitude anywhere on the plane. The river is the town's life blood. Cutters with any business on the plane often seek and find river transportation here. Bashers may hire a small boat or skiff for themselves, or can sign on to a barge flotilla for less jink (if they don't mind putting in a little sweat to load, navigate, and unload the barges). A number of merchants come to Release From Care after picking up hand-crafted gnomish items from neighboring Bytopia. Once here, they use Oceanus as their road through the Upper Planes. All types of planar cutters can be found there.

The burg's log buildings roll out into the plains, leisurely following the trails and paths that always lead toward other settlements as long as the travelers perform good deeds along the way.

MILITIA. Like most burgs on Elysium, the cutters don't see a need for a standing army. If a berk or three is looking to make trouble for the good folks of Release From Care, there's usually a proxy of some good power, a guardinal, a couple of good-aligned Ciphers, or a few Guardians close by to whack them down. Any organized invasion or other threat to the place is more likely to be thwarted by the plane's "travelers' way."

Avoral and cerdival guardinals seem to enjoy roaming Amoria the most (though the avorals soar over all four layers of Elysium equally), and it is often their presence that discourages bashers and knights of the cross-trade from making any mischief while in town.

Services. Most needs of adventuring types can be filled easily in Release From Care. Equipment, food, healing, and a nice case are easy to locate. The most popular service, though, is the River Oceanus. The river is literally Elysium's highway. River traffic is busiest nearer the burgs, but a body seldom goes more'n a few hours without sailing or poling past some others. While the river is vast, wide, and deep, most vessels are rather small. The dangerous areas of the river such as rapids and falls are well known in these parts, and most cutters know to avoid them. A basher sees skiffs, canoes, barges, sailboats, rafts, and gondolas, but no clipper ships or even cogs.

Current Chant. As the largest burg on the plane, there're always plenty of comings and goings. The Guardians are always on the lookout for new members. Likely candidates are tested before being offered membership, though. The most common test: A member of the sect hires the potential member or members to deliver a message or item to another sect member elsewhere on the plane. The candidate is evaluated upon delivering the token. This assumes the candidate is good-hearted enough to invoke Elysium's "travelers' way."

There're also a few guardinals in town, either wandering or recruiting cutters for one of their causes. Aasimon and other servants of the good powers aren't uncommon sights in the inns of Release From Care.

ERONIA, THE LAND OF ✦ RUGGED PEACE ✦

The terrain of Elysium's second layer is more rugged than that of Amoria; steep hills rise only to end with high cliffs. The hills soon give way to bluffs, high steppe plateaus, and stark, majestic mountain peaks.

Oceanus has cut deeply into the rock of this layer, carving deep gorges, grand canyons, roaring rapids, and tremendously high cascades. River travel is more dangerous in this layer than on any other in Elysium. Only barmies try to navigate it without an experienced guide or "river rat," as they like to call themselves.

THE GREAT MOTHER'S GARDEN
(Realm)

Character. All is careful, cultivated growth here. Just as a rich harvest is reaped from well-tended crops, so too is much goodness garnered from the smallest seeds of care and kindness.

Powers. This realm is the domain of Chauntea (FR), the Torilian goddess of nurturing and growth. A power popular among farmers and gardeners, Chauntea's teachings and parables are dotted with agricultural references. Reaping the goodness of crops and benevolence are themes of the Great Mother's ethos.

Another power that shares a part of the realm is the Chinese power Liu (LL). A deity of Eastern humans and a Celestial Prince, Liu is the Superintendent of the Five Grains: wheat, sorghum, millet, barley, and the all-important rice. It's also Liu's duty to coordinate with the Eastern powers that affect his grains – rain, storms (and their damaging hail), and insects, for example.

Description. Seemingly infinite rows upon rows of sweet corn, waves of amber grains swaying in the breeze, the sweet aromas of apple blossoms and freshly tilled earth – these are the marks of Chauntea's realm. Insects buzz busily from plant to plant, feeding themselves and propagating the plants' next generation in an endless cycle of life in this vast mountain valley.

The petitioners here all tend garden plots or fruit trees. Farmers in life, here they can work the soil, coaxing its life to give them continued life in return. But in the Great Mother's Garden, there are no weeds, no rocks in the fields, and no sore backs or aching muscles after a day's hard work.

Principal Towns. There are no towns in the Great Garden, but there are often great harvest festivals – not all crops come to ripeness at once in the Great Garden, ensuring there's always work to do – where petitioners, priests, proxies, and others can gather to exchange produce and swap stories of this season's harvest.

Special Conditions. All food harvested by the Great Mother's or Liu's petitioners (not visiting PCs) is treated as the *goodberry* spell. This *goodberry* effect does apply to PCs, though all the rules of the spell must be obeyed (the benefits take effect only once per day, no matter how much a character consumes). The food retains its magical qualities only as long as it remains in the Great Garden.

Principal Nonplayer Characters. Chauntea has two primary proxies in the Great Garden, reflecting the two branches of her worship. Tallas Greenfellow (Px/♂ half-elf/P9/NG) represents the cultivated farms and those lying near to towns and cities. His main concern, like that of so many farmers, is how good the next harvest will be. Leyla Wildwood (Px/♀ human/D10/N) embodies the more rural, outlying areas. Wildwood prefers the company of the wild things growing freely around her, rather than the ordered, measured growth of the farms. The two proxies and the two branches of Chauntea's worshipers get along quite well.

Liu's proxy is Shi Chang (Px/♂ human/P8/NG), and he pays especially close attention to his power's rice paddies, as they determine the success of those belonging to Liu's worshipers as well.

SERVICES. Food and a place to sleep are the main services one finds in the Great Garden. That is, unless a body wants to pick up some posies for his sweetheart – the Great Garden grows the biggest, most colorful, and most fragrant flowers anywhere. A berk'd just better be sure to ask nice before he starts picking them.

CURRENT CHANT. Just as the gnome petitioners on Bytopia are responsible for many of the finest hand-crafted items to be found on the planes, so is the Great Garden (along with Arborea's massive production) responsible for feeding a good part of the Outlands and Sigil itself.

The Planar Trade Consortium holds most of the export rights to the foodstuffs grown in the Garden, though the Consortium doesn't object too much (or at least, not too loudly) when Chauntea's followers assemble a shipment of produce and other goods for delivery to some orphanage or needy group of refugees.

MORNINGLORY
(Realm)

CHARACTER. The endless possibilities of a new day, of unlimited potential, the dreams of a new dawn and a new beginning, and all the creativity and choices a fresh start implies.

POWERS. Morninglory is realm of another Torilian power, Lathander (FR), the god of the dawn, spring, vitality, youth, renewal, and creativity. The god's portrayed as either a rose-colored mist with golden eyes or a beautiful golden-skinned youth.

The Morninglord happily shares his realm with another human power, Ushas (LL), the goddess of dawn and compatriot of Savitri and Surya. At night, she drives evil spirits from the air in preparation for an unsullied dawn. She also oversees the passage of the sun across the sky once it has risen.

Berks who insist on portraying the powers with human emotions have the two gods falling in love. Whether it's true or not, it's no dark that the proxies of both've been working more closely together of late, and there's a happy, cozy glow in the air that's uncommon even in this realm.

DESCRIPTION. A rich, natural land of perpetual dawn, this small realm is full of rubys, crimsons, scarlets, yellows, and pinks – all the colors of the dawn. A small mountain lake is bounded by a small meadow and a stand of tall timber leading back to the peaks that border this realm. Morninglory lies near the larger realm of Chauntea.

PRINCIPAL TOWNS. There are no towns, only an opulent, dawn-facing grand temple to Lathander, bedecked with all manner of gems, reflective metals, and colored glass, and the numerous small homes of Lathander's many petitioners. Nearby is a smaller though no less opulent temple to Ushas.

SPECIAL CONDITIONS. In the realm of Morninglory, the wizard spell *sleep* automatically fails all the time. Characters who rest here feel refreshed and clear-headed, gaining a +1 to Wisdom rolls for an amount of time equal to the time they spent in the realm.

PRINCIPAL NONPLAYER CHARACTERS. The leading proxy of Lathander and cleric in charge of his temple is Aurora Brightday (Px/♀ human/P14/NG). Ushas' foremost proxy is Allain Crimson (Px/♂ human/P13/NG). These two proxies were said to be secretly married not long ago. They divide their time between the two temples. One chant is that Aurora is expecting a child soon.

SERVICES. Beyond the normal needs that most communities can meet, the effects of *sleep* and *cause blindness* spells can be removed by either powers' proxies, usually in exchange for a donation of some valuable (a gem, magical item, or other precious object) to the temple, or a mission that the proxy asks the PCs to perform in return.

CURRENT CHANT. There's a chant that as the realm is one of the dawning day, one-way gates can be found within the realm that lead to the planes of darkness and evil. It's through these gates that the powers here hope to bring their light.

PRECIPICE
(Site)

HEARSAY. The chant is that Syranita, the intermediate power of the aarakocra, sometimes nests here among her people in the high, cliffside community far above a wide, deep lagoon formed where the river Oceanus plunges off the cliff nearby.

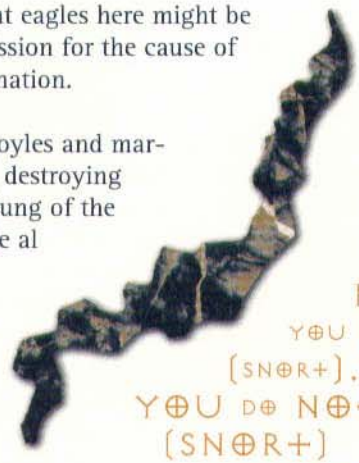
DESCRIPTION. A series of shallow caves and large nests dot the high, sandstone cliff-face. Many of the aarakocra that live here have regular perches from which they seek out prey. The nearby river provides them with all the water they need, they use the reeds that grow in the lagoon in the buildings of nests and in weaving, and they also sometime take fish to supplement their diet.

Some followers of Remnis, a good friend of Syranita who also visits occasionally, also live at Precipice. Several families of giant eagles and a small group of al karak elam share the aarakocra's majestic home.

SPECIAL FEATURES. Some cutters say that if a body searches hard enough through the caves and nests of Precipice (not an easy task if a body can't fly), a good-hearted basher might find a feather from one of the powers that visit here. Possessing such a feather is said to grant the owner a permanent *feather fall* effect. Of course, the powers' followers consider feathers to be holy relics and aren't likely to let one leave Precipice if they know about it.

Another chant is that the giant eagles here might be convinced to give bashers on a mission for the cause of good an express ride to their destination.

CURRENT CHANT. Bands of gargoyles and margoyles occasionally raid Precipice, destroying nests and stealing the flightless young of the aarakocra, the giant eagles, and the al karak elam. They do not simply kidnap these unfortunates, though; as some twisted kind of joke, they fly a distance from the cliff and then drop the young to their deaths. The residents of Precipice don't know where their winged foes come from, but would dearly love to learn that or any other information regarding these raids.



NO, BERK, YOU DON'T GET IT (SNORT). YOU DO NOT WANT TO GO (SNORT) AND SEE JUST WHAT BELIERIN IS REALLY LIKE. IT'S A BLOOMIN' SWAMP: END OF STORY. (WHICKER, SNORT) GET IT?

— BAY, AN EQUINAL

BELIERIN, THE FORGOTTEN LAYER

Little is known about the layer of Belierin. Even those who make their homes in the plane's other layers don't seem to know more than the fact that Oceanus passes through one portion of it, and that the rest of the layer is full of misty swamps, marshes, and bogs.

The dark of Belierin is the secret of the guardinals. Eons ago, the guardinals got together for one of their great quests. The goal of the quest is forgotten now, but in the course of the journey they encountered something that stopped them dead in their tracks. It seems that they came across one of the mythic Monsters of Legend (PS MCII). Monsters of Legend are the unique individual monstrosities that spawned many of the abominations that exist throughout the Prime Material – in a way, these individuals represent the ideal, perfect specimen of each species. Gorgons, chimerae, medusae: somewhere there's the granddaddy of each of these critters roaming around.

The massed guardinals came across the Hydra, the beast that epitomizes all the vile aspects of every type of hydra known, including the Lernean and regenerating kinds. Unprepared for such a foe, many guardinals were slain in the beast's first attack. Once the guardinals recovered from the vicious initial onslaught, the battle was joined in earnest. The combat was said to go on for weeks, but the guardinals could not destroy the thing, as it grew ever-more potent heads to replace each that was destroyed. And the longer the melee raged, the more guardinals were killed.

Finally the leonal prince (this was long before Prince Talisid was even a cub) devised a plan. Realizing that defeating the beast was no longer possible for his depleted ranks, he ordered his guardinals to withdraw. The prince also knew that he could not allow the Hydra to continue to roam free, so he ordered his remaining ursinals to *teleport* the massive beast to a place where it could do little damage and where the guardinals could watch over the being they'd inadvertently made much more powerful. The ursinals sent the Hydra to the swamps of Belierin. Then they cast spells that closed any possible escape route for the beast, trapping it forever in an infinitely large cage. They also found keys to cast divinations that hid the layer from casual prying (like wizards peering in through their crystal balls).

While unlucky berks may find hidden gates into Belierin, there ain't any that head out. Any basher who tries magic or psionics to make a way out is likely to get real popular real quick, as the guards of the place (see Rubicon below) and the Hydra itself have all learned to sense the signs of transplanar magics. The only way to leave the layer is for a body to slog her way to the River Oceanus and ride the river up to Eronia. A cutter also has to explain just what she thinks she's doing here to the guards as well. (This all sounds a lot simpler than it is.) The Hydra can't use the river, as it finds the touch, sweet aroma, and taste of Oceanus repellent.

The Hydra shares its prison with a few other creatures the guardinals found too difficult or too costly to destroy. No berk knows the exact dark of what else might be trapped in Belierin, but one chant is that the guardinals toss in any other Monsters of Legend that they find. Other less likely but still interesting chants include rumors of such prisoners as a member of the Dark Eight (not bloody likely); a not-quite-dead evil god (almost as absurd); the granddaddy of all black dragons (the guardinals wish); and a few Abyssal lords who have too many Sigil high-ups in their pockets just to eliminate them (as if the guardinals care a squat about the politics of the City of Doors).

QUESAR'S BIRTHPLACE
(Site)

HEARSAY. Deep in the murk of Belierin lies the place where the quesar race was "born," sculpted out of mud by their aasimon creators (see the MS booklet). When the quesar defied their creators, the aasimon left half-finished constructs lying in the murk. If someone could find the place and energize the half-formed constructs, he'd have an army of incredible power for good.

DESCRIPTION. For the most part, one spot in Belierin looks just like any other on the layer – a muddy, dank marsh without much to recommend it to a planar traveler. But if a cutter looked around long enough (evading all the while the Hydra and the other prisoner-inhabitants of the layer), he might come across a large bit of cleared ground, somewhat more solid than the rest of the marsh. True to the chant, half-formed shells of the corporeal part of a quesar lay strewn about in the mud. Some appear nearly finished, some are merely outlined shapes.

Thing is, these shells weren't left by the aasimon; they're more recent creations of the quesar themselves. The aasimon didn't leave any half-formed quesar, preferring to finish one before beginning the next. The quesar, as created creatures, have no means to propagate their species; those created by the aasimon are the only ones in existence. So the quesar decided to build more of their kind by going back to the place of their creation and following in the footsteps of the aasimon. Without the pure celestial spark that all aasimon share, however, they've been unsuccessful in powering the constructs.

SPECIAL FEATURES. Remnants of the aasimon energies used to sculpt the quesar from the mud still linger, and good-aligned bloods with a sensitivity to such power (priests, paladins, and devout worshipers of good deities) gain a bit of it for themselves. All such characters who spend time examining the birthplace gain +1 to their Charisma scores when dealing with good creatures for the next 1d4 days. But a cutter'd better not plan on visiting the Lower Planes directly after coming here; the lingering en-

ergy also enrages fiends, making them even less likely to deal rationally with the PCs (+4 to the "Encounter Reactions" table in the *DMG*).

The quesar can sense this energy, but it's not enough to empower the new constructs. If someone could find a way to boost that energy and make new quesar, he'd have some powerful friends for life.

CURRENT CHANT. It's not likely a berk's going to hear much about this place, since the quesar don't exactly walk around proclaiming their failures to date. Some of the guardinal sentries of the layer have stumbled across this site, however, and are curious about the quesar's intentions. They might just ask a group of trustworthy bashers to investigate.

RUBICON
(Site)

HEARSAY. It's said that this is the last remaining of the outposts the guardinals set up in the layer of Belierin, as the Hydra has destroyed all the rest in revenge for its imprisonment. The fact that Rubicon lies on an island in the middle of Oceanus near where the river flows on to Eronia accounts for its continued existence. From here the guardinals are vigilant in seeing that nothing flows past on or in Oceanus' waters in an attempt to escape the layer of their imprisonment.

DESCRIPTION. Cross a gothic cathedral with a stone siege tower and a berk gets the idea of Rubicon's looks. From materials raised from the depths of the bedrock deep beneath the layer's surface, the ursinals used their magics to fashion Rubicon in the middle of Oceanus. This allowed the guardinals to bar egress to any of the layer's prisoners via the river, while Oceanus protected the outpost from the ravages of the Hydra. The outpost also serves to divert bashers traveling Oceanus from exploring the layer.

SPECIAL FEATURES. In addition to the ursinal mages constantly on duty at Rubicon, the enigmatic quesar also guard Belierin to keep the rest of the planes safe. Though they no longer serve their aasimon creators, the quesar still retain their desire to be powerful champions and guardians of good. Watching over the various monstrosities reminds them of their original function and gives them a task while they try to figure out what their true purpose in the multiverse should be.

CURRENT CHANT. Neither the guardinals nor the quesar speak of the prison of Belierin, as they don't wish to alert any of the evil berks on the Great Ring that the inhabitants of the layer aren't in the dead-book, but instead are spending eternity scheming and fighting amongst themselves. If the Dark Eight or any of the great evil powers were to discover the nature of Belierin, even the guardinals and the quesar'd have their hands full. This is especially true since the aasimon's pride is still sore over the quesar's desertion. Certain high-ups among the guardinals wonder if the aasimon could be counted on to lend a hand if things in Belierin went seriously wrong. Most berks with any sense hope no one ever finds out.

THALASIA,
✦ THE SEA OF OCEANUS ✦

This layer of Elysium bears the name of the great sea that covers most of its surface. The climate above and below the sea varies from cold and windy with rough seas, tropical islands with sparkling white sand beaches, and warm, placid lagoons. Islands dot the sea's face like the freckles of a young child. Some surface communities and civilizations exist, but the majority of the layer's life lives beneath the waves of Thalasia.

The largest exception to this rule is the series of isles comprising the Celtic deities Belenus' and Brigantia's realms. The Isles of the Blessed are rumored to be the resting place of the greatest good heroes of the Prime. From one prime world to the next, tales of heroes who bear a striking resemblance to each other can be found – even on worlds which have nothing else in common. Some legends even claim that such heroes never truly die, but complete their tasks and retreat to "another place" to rest until they are needed again. The Isles are never found by casual travelers in Thalasia; only those deliberately seeking the aid of these heroes can find their way, and then only after conditions and tasks set by the individual legends have been met. The Isles all have individual names, most of which are obscure at best. Avalon is the most well-known isle, appearing in the myths and fables of numerous prime worlds.

The island town of Portico is a common stopover for travelers on Oceanus, as it's located near where the river flows into Belierin. The ruler of the stilt-town is the striking Anamoriica (Pr/♀ half-elf (sea elf)/D7/Verdant Guild/N), a priestess of the Great Shelled One. See *A Player's Guide to Conflict* for further details on the town.

SELKIES' GROTTO
(Realm)

CHARACTER. Secluded, private, even shy, hidden deep within a kelp forest, where all is peaceful and calm – this is the hidden realm of the selkies' goddess.

POWER. Surminare (MM) is the sole power of the aquatic selkie species. She is not alone, however, in her concern for the underwater realms of the prime-material worlds. She's a member of the *asathalfinare*, a loosely organized band of sea and sky powers that work together to protect their worldly domains and their realms, wherever they may be. Other members of the asathalfinare include the elven deity Deep Sashelas, Trishna, the goddess of dol-

phins and sea elves, and Syranita, the aarakocra goddess. Of these, the first two often swim alongside Surminare.

Description. Obscured deep behind mazes of seaweed and kelp and hidden among false cavern complexes, the sea caves that are the Selkies' Grotto are sodding hard to find, unless a body's got the dark of it – and can hold his breath for a good long while, too.

The walls of the sea caves glow with their own light beneath the waves. Kelp beds cover the grotto's seabed floor, providing food for Surminare's petitioners and hunting sport as many fish also feed on the thick, leafy plants.

Principal Towns. Selkies do not live in anything resembling a surface or "overworlders" town. Most live in small, family bands among the kelp beds or within the cave complex. Surminare does have a special area in the cave complex that serves as a temple and a communal refuge when danger such as sharks, sea serpents, a kraken, or a giant squid threatens the community.

Special Conditions. In this realm, all good-aligned creatures are affected by a permanent *water breathing* spell. This spell effect lasts as long as the characters remain in Thalasia – and only as long as none commit an evil act. Catching and eating a fish isn't evil if a body's hungry, but netting an entire school of fish could be.

Principal Nonplayer Characters. Surminare's leading proxy is a selkie named Pearleyes (Px/♀ selkie/C8/NG), who patrols the kelp beds and sees to it that the location of the Grotto remains a secret from the enemies of her power. Pearleyes actually prefers her human form (and has a Charisma of 16 in that form). Some of the selkie petitioners say that she is looking for a mate.

Other races may be found among and near the kelp beds of the Grotto. Sea elf petitioners of Deep Sashelas and their dolphin-petitioner companions, followers of the power Trishna, also frequent the Grotto.

Services. As selkies can take human form (one week per month normally, but for any time and duration here), they are sometimes willing to trade for human items: clothes, tool, or weapons. For these, selkies most often offer pearls of the highest quality and the deepest luster.

Current Chant. Some say that the Thalastrom is making its way toward the Grotto. Its evil makers have divined the Grotto's general location and seek to do as much damage with their storm as they can.

THE THALASTROM
(Site)

Hearsay. It's known to most that this great hurricane randomly roams the surface of Thalasia, destroying island and portside communities with its driving winds and beating rain, tossing and sinking merchant or petitioner ships that cannot flee or reach a sheltered anchorage with its tornadoes and waterspouts, and even causing much havoc beneath the waves with its powerful tidal surges.

Description. While to all appearances the Thalastrom is a fiercely powerful but natural storm, it's actually a vast magical construct powered and maintained by the dark enemies of the *asathalfinare*. It's manned by sahaugin, weresharks, and lesser and greater sea wolves that reside in the calm waters in the eye of the storm. While they control the storm's overall effects with spells such as *weather summoning* and *control weather*, they do not actually control the wind gusts, waterspouts, or any individual details of the storm.

These evil races move about with the Thalastrom on the sea of Thalasia as they see fit, causing as much death and destruction as they can. The evil beings sometimes move out ahead of the storm to perform sabotage and heighten the wandering hurricane's effects. They untie small boats from their moorings, attempt to scuttle larger vessels, and tear down or damage sea walls and breakwaters.

Special Features. All those caught in the wind, rain, waves, and currents of the Thalastrom, whether above or below the water, take 1d3 points of damage per round from the sheer force of the storm. All normal-sized missiles are useless. Any berk in the water when the Thalastrom hits also has to make swimming checks each round (if an individual doesn't possess the swimming proficiency, substitute Strength checks with a –3 penalty). The Thalastrom moves quickly for such an immense storm, passing through an area in 2d4 turns.

The wind, rain, and pounding surf cause major damage to any site or locale in Thalasia – above or below the water's surface.

Current Chant. The chant is that the selkies of the Grotto have tumbled to the fact that the Thalastrom is under the active control of evil beings, and may be rallying the undersea forces of good in an attempt to halt or destroy this vile creation.

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PLANESCAPE™
CAMPAIGN EXPANSION

PLANES OF CONFLICT

Liber Malevolentiae

LIBER MALEVOLENTIAE

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Dedicated to the memory of Roger Zelazny.

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TABLE I: SCHOOL ALTERATIONS BY PLANE 5

The Dark of Conflict

Carceri, Gehenna, the Gray Waste – of all the loathsome places in the multiverse, this trio counts among the worst. Oh, Baator and the Abyss both claim to be the most vile of the Lower Planes, but the debate's a load of foolishness. Fact is, just about *any* of 'em could claim that dubious honor. The "worst" place is just where a body's suffering at the moment. Each Lower Plane may represent a different shade of evil's color, but ultimately, it's the same picture being painted.

Nonetheless, sages and philosophizing bubbers keep looking for the definition of "purest evil." And most agree that, if it exists, it must lie at the heart of the Lower Planes. The Red Prison known as Carceri – an inescapable string of pearls – suffers from the taint of chaos. Gehenna, with its cruel, volcanic slopes, still bears the subtle influence of law. Between them lies the nadir of the Lower Planes: the Gray Waste, the primary arena of battle in the eternal Blood War. There, evil exists for its own sake, destroying dreams and breeding apathy in their place. Perhaps that *is* pure evil.

Worse yet, each of the Lower Planes gives rise to atrocities. Sure, Baator churns out the baatezu, and the Abyss spawns tanar'ri. But Gehenna's home to the yugoloths, the main denizens of the lower planes of conflict. The yugoloths embody a different sort of evil than the other fiends. They're both intelligent and foolhardy, subtle and straightforward. They're savage where the other fiends are civilized, and gentle – occasionally – where the others are cruel. Of all the fiends, the yugoloths may well be the hardest to understand.

And then there are the gehreleths of Carceri and the hordlings of the Waste. No one's exactly sure where these creatures came from, though it's thought that they were brought forth by the sheer malevolence of their home planes. Between the three native races and all the visiting fiends, the evil planes of conflict are made rather . . . inhospitable.

Naturally, each plane hides a trunk of secrets. If a body's canny enough to tumble to the dark of a place, well, he might grab himself a slight edge – just enough to help him keep his skin. Then again, the dead-book's full of sods who *thought* they were in the know.

WHERE DO I GO TO SEE THE BLOOD WAR?

— ANONYMOUS CLUELESS

✦ CARCERI ✦

For a traveler, the important secret of Carceri is this: *Everyone's looking for a way up and out, and accumulating a list of treacheries is thought to be the surest way to power and escape.* What this means is that nothing and no one on Carceri can be trusted – including the plane itself. The petitioners are a bunch of lying berks who turn stag at the best opportunity, while the natives're savage barmies at best. Chant is that they all echo the chaos and evil of the plane. Something in the air, it's said.

✦ GEHENNA ✦

Gehenna's little better than Carceri. Though the plane's on the lawful side of the Gray Waste, evil and death aplenty still wait for the sod who doesn't know any better. The dark? It's this, and only this: *Free will is an illusion. There's only the will of the strong and the will of the weak. The weak are low, while the strong rule.* The best way for a body to get ahead on Gehenna is to pretend she knows a potent secret and isn't afraid to use it. If she can impress others enough with her supposed knowledge, she's well on her way to survival, and maybe even prosperity. Of course, if the time comes when she gets her bluff

called by something bigger and tougher than she is, all her best plans'll be for naught.

In short, Gehenna's built on posturing and power, with secrets and dark strengths the basis of everyone's status. If a berk can't keep her will focused sharper than her opponent's, she might as well forget about coming to Gehenna – it's a sure bet she'll be put into the dead-book permanently, unless she knows how and when to kowtow to a higher power.

✦ THE GRAY WASTE ✦

The Gray Waste, branded by some the most evil place in the multiverse, is on first glance fairly harmless. It's a place of apathy and gray, lifeless sods, a spot in the cosmos that's all careless life in death (or death in life) and disdain for just about everything – including itself. Lots of cutters wonder what's so evil about *that*. They don't seem to understand that maybe apathy's the worst horror of all: the callous disregard of oneself and others to such a degree that all of life's leeched away into total nothingness.

The dark of the Gray Waste was hidden from mind and knowledge for eons, and even now it ain't widely known – those who know don't care enough to tell. It's a simple dark: *There's no cause and effect. Events happen because they* must. While it may seem like events follow a natural progression as they do in other lands, that's an illusion fostered by the plane. There's a necessary order to the way things happen here, and while it might not seem logical, it's just the way things have to go. Sure, a basher hits a sod and the sod bleeds, and that seems natural enough. But what about the avalanche that sweeps over and through an army, leaving them all unscathed? It's a bit like Gehenna's exercise of will, but turned on its head: here, a body needs to use all of his will just to keep his mind and body intact.

✦ GETTING AROUND ✦

It ain't hard to get onto these planes; gates, paths, and conduits leading here are more common than those to the upper realms. (It's thought that this is because fiends *want* Clueless leatherheads to visit and be tempted or destroyed.) For one, Yggdrasil, the World Ash, leads directly into Niflheim, near Hel's realm on the Gray Waste. And then there's the foul River Styx, which flows through the topmost layer of all three planes. Paying the marraenoloths for passage on its waters is the easiest way to get around. (The river's mentioned in specifics in each chapter; it conforms to the nature of the planes it flows through.)

Like the Styx, Mount Olympus can take a berk to all three planes, though only the path to the Gray Waste is commonly traveled. On Carceri, Olympus lets out near the Titans' realm, but since the Titans are still bitter about being thrown off the mountain eons ago, they're not kindly disposed to travelers coming by this path. Even a Clueless berk can well imagine what form a Titan's displeasure might take, and are smart enough not to risk it. The Titans can't use Olympus to escape, and neither can anyone else – it's a one-way trip into perdition. Finally, the way from Mount Olympus to Gehenna seems to change randomly, with never a clue to where the mountain'll let a traveler off. No known Greek powers inhabit Gehenna, so the mountain's appearance there is a mystery; some speculate that it's some sort of planar attraction, in that the volcano-mountains of Gehenna are similar enough to Olympus to draw the pathway to the plane.

TABLE 1: SCHOOL ALTERATIONS BY PLANE

Plane	Abj	Alt	Con/ Sum	Div	Enc/ Cha	Ill/ Pha	Inv/ Evo	Nec	Wil	Elemental A	F	E	W
Carceri	–	♦	♦	♦	–	–	–	♦	–	♦	♦	♦	♦
Gehenna	–	–	♦	♦	>	–	+	♦	–	♦	♦	♦	♦
Gray Waste	–	–	♦	♦	♦	–	–	♦	–	♦	♦	♦	♦

– No alteration to school; ♦ Alterations to school occur; see plane description for details; > School is diminished on plane; + School is enhanced on plane; ∴ School is null on plane

Abbreviations: *A* Air (elemental); *Abj* Abjuration; *Alt* Alteration; *Con/Sum* Conjuration/Summoning; *Div* Divination; *E* Earth (elemental); *Enc/Cha* Enchantment/Charm; *F* Fire (elemental); *Ill/Pha* Illusion/Phantasm; *Inv/Evo* Invocation/Evocation; *Nec* Necromantic; *W* Water (elemental); *Wil* Wild magic

Further guides to magical alterations, nonplayer character abbreviations, and other sources referenced in this book appear on pages 4–7 of *Liber Benevolentiae*.

THE ETERNAL PRISON OF CARCERI

Carceri — the Red Prison, the Great Cage — could be said to be the gentlest of the evil planes. It's not. Granted, some of Carceri looks like it might even be habitable. But delve beneath the surface appearances, and it's apparent that this plane's just as dangerous as the others in its own intransigent way.

It's a place of darkness and despair, of passions and poisons, of betrayal greater than the heavens above. On Carceri, hatreds run like a deep, slow-moving river. And there's no telling where the tide of treachery is going to turn next.

Carceri's one of the strongest prisons in the multiverse. This plane held the exiled Titans before humans ever walked a world, and even then was the unwilling home of powers who fled the world of knowledge. These days it claims even more prisoners; the petitioners filling its valleys, seas, and swamps have spawned evils the plane had never before seen.

The plane's not called a cage for nothing. Getting in is easy enough, but leaving's a bit more problematic. Look at it this way: The Titans have been looking for a way out for eons. What makes an ordinary berk think he can escape so much easier? The Titans were imprisoned here by the Greek powers, but it's a sure bet their jailers didn't chose Carceri by accident. The dark is that a body put here can only escape when he's become stronger than whatever imprisoned him in the first place — and that's a near-impossible task on a plane whose very nature breeds despair, betrayal, and self-hatred.

THIS AIN'T A PRISON, MY FRIEND. IT'S **THE** PRISON.

— **PLANEWALKER ALANNA HALADRIN**

✦ PHYSICAL CONDITIONS ✦

Carceri's made of six nested layers, resembling nothing so much as the tiny puzzle dolls made by itinerant craftsmen. However, this is a doll with a twist: Each of Carceri's layers is made up of orbs that stretch off into the night like a string of malignant pearls. Each layer is a string unto itself. The orbs nest inside one another, so a body traveling from one layer to another layer on the same orb still finds himself on the same "pearl," as it were. Layers and orbs are somehow inextricably linked.

The inhospitable layers radiate a dull anger vaster than any mortal could imagine. Each devotes itself to a particular kind of treachery and shallow hatred, and the encounters there usually reflect that brand of evil. Beginning on the outside and moving inward, the six layers are Othrys, land of bogs and canals; Cathrys, the Oozing Jungle; Minethys of the Stinging Sands; Colothys, a mountaineer's dream and the worst nightmare of those who live there; Porphatys, home of the flesh-melting black snow; and Agathys, the coldest of the lot and the deepest.

No one has ever fully counted the number of orbs to each layer, or devised a method whereby a body might keep an accurate tally of which orbs and layers have been visited. This confusion's a real hazard of travel; the town a planewalker's looking for might be in Othrys on one orb, or in Othrys on an

orb several pearls away on the string. It might be that Carceri has more orbs than the Abyss has layers. No one's ever going to know for sure.

Carceri has no days or nights except where a power wills it. Otherwise, the sky is filled with a dull reddish glow that arises from the layers themselves. A ruddy cast covers everything as though the entire plane were seen through blood-tinted lenses. Outer layers are brighter with the additional light from their neighboring orbs, while the inner layers (which have more distant neighbors) grow progressively more dim. With the red glow, a body'd expect the place to be warm; it's not. It ranges from a cool summer's evening to absolutely freezing.

Breathable atmosphere fills each layer, even between the orbs, though a visiting cutter might not *want* to breathe the fetid, foul air that blows across the plane. The wind carries an underlying stench of rot, decay, and corruption that turns the stomach and occasionally befuddles the mind.

GETTING IN AND OUT

Carceri's one of the easiest planes to enter. Portals and conduits drop travelers in, leaving them stranded in Othrys (the outermost layer) and occasionally in the lower layers of the plane. But Carceri doesn't like its visitors to leave; it ain't called a prison for nothing. The only way out of the Red Prison is through the Styx or one of the gates in Othrys. Sound easy? It isn't.

First off, the exit gates appear only on every fifth orb. That's a lot of miles to travel to get out. Second, those who've been specifically imprisoned here really resent cutters who can waltz in and out, so one or another of the tough natives usually stand guard to keep *everyone* in – if they have to stay, so does everyone else. Only the exceptionally clever or powerful can escape.

Since the gates don't allow the prisoners through, the captives must find a way to be physically, mentally, or emotionally stronger than their jailers. Until that time, they're stuck. A few of the lesser prisoners have escaped, but the most notable – the Titans – have yet to find a way out. Their failure is cause for despondency among most of the rest, who have made up their minds to be total rotters since they can't leave anyway.

The gates out generally indicate the plane they lead to. They're great obsidian obelisks, carved with the faces of snarling beasts and woeful spirits. Some say that the gates are made permanent by infusing them with petitioners, and that the faces aren't carved into the rock – they're spirits pushing to get free.

Gates taller than they are wide are said to lead to the Gray Waste. Those wider than tall lead to the Abyss. And those that are of even dimensions lead to the Outlands. 'Course, these reports originate from the berks who live here, so there's no telling of the truth of it.

GETTING AROUND

Enterprising cutters have always had to find new ways to travel from orb to orb. If a sod's not a wizard, a body'd think he'd be stuck finding portals and hoping for the best. That ain't true. There are as many ways of getting from orb to orb as there are ways of dying – that is, limited only by a berk's imagination and certain facts of reality.

In fact, if a body knows the route, he can use portals or intraplanar conduits at certain points on the orbs to hop from one to another. To reach layers closer to the Astral, a body searches out the highest geographic points of the layer he's currently on. Similarly, valleys and crevasses hold the portals to the deeper levels. The barriers between the fifth and sixth layers are stuck far underwater, and the blood who can survive a trip through *those* hazards isn't likely to find Porphatys or Agathys all that bad. Another layer may lie beneath Agathys, but no one's been able to discover it – the portals would have to be miles below the caustic ice.

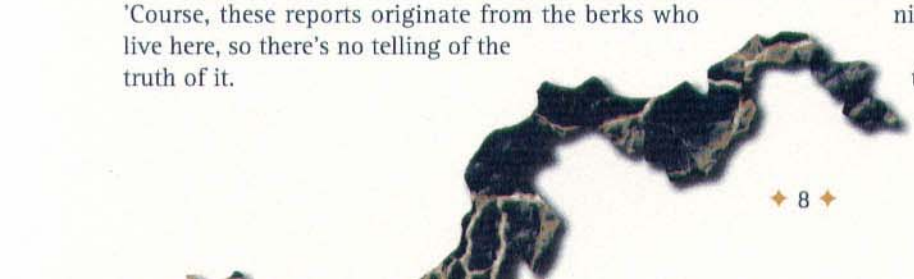
'Course, finding the barriers is easy. Using them, however, can be a problem. See, the yugoloths, gehreleths, and tanar'ri who come through here know that planewalking sods will want to use the gates . . . and the fiends know that most planewalkers are easy pickings, in addition to making a tasty snack. Or they may decide that the travelers have another use, and conscript 'em for the Blood War.

Portal travel requires an extensive knowledge of the plane, and most folks are eager to try something that requires a little less memory. Fortunately, most of the orbs can be reached by those with the capacity to fly. Those who choose to desert their current orb can usually reach their destination without much trouble. The gravity between orbs is nonexistent, so a body doesn't have to worry about falling one way or another if the flight proves to be too long, though momentum still carries a body who doesn't come to a complete stop.

A flyer should be concerned with the moment when he enters the "sphere of influence" of an orb, though. Basically, the sphere is the highest point of an orb. From that point on downward, the orb exerts its gravity, which draws down any leatherhead not smart enough to prepare to land or fight gravity's influence.

Some have used great sheets of light cloth or skin to catch winds from the highest point on an orb, while others conjure floating rocks and slabs of metal to carry them across the void. Throughout the plane, crafters sell these things to a basher looking to cross to another orb – of course, the buyer'd best make sure he's not being peeled, 'cause there are precious few people a body can trust on Carceri. The device that can "miraculously carry you on the gentle winds, sirrah" might actually turn out to be nothing more than a gadget that brings the nearest gehreleth running for a fresh snack.

Below are some of the more common methods of travel. Obviously, other methods exist, but nearly every denizen of Carceri knows about these.



Ferrous Sled: This is the preferred method of travel among those who can't provide their own power. It's a sled a body can stretch out on, guiding it by body weight and the rails in front. The sled never touches ground; it's made of a lodestone specifically tailored to a layer, and so it repels itself against the ground. All a cutter needs to do is jump on and push off; gravity does the rest. 'Course, the sled never stops moving in the void, and it's not particularly fast, so a body has to pay attention. Also, the sled only works on one layer, so a traveler must have one for each layer he hopes to move through.

The sleds come in different shapes and sizes. The most common variety holds 500 pounds of person and equipment, measuring 6 feet long and 3 feet wide. The cost varies widely for bigger and smaller variations, but the basic price is well known. A cutter's not likely to get bobbed on a deal for a ferrous sled.

Typical Cost: 2,000 gp.

Skin Balloon: An excellent means of travel, the skin balloon is made from the hides of Carceri's creatures (though some say the skin of foolish travelers also becomes part of certain balloons). Though a body's still at the mercy of the wind, a cutter who knows how to pilot a balloon has a degree of control (Dex check at -4, with penalties for strong winds). It's built on the same principle as a hot-air balloon, with a small flame filling the skin sac and raising the balloon above the ground, where the wind takes control. The main problem with one of these is that a really strong wind can spell disaster for a berk who doesn't know how to handle the balloon.

Another problem is leakage; skin balloons aren't made to withstand serious damage, and a puncture can send a crew screaming to the surface of an orb. Also, certain creatures that fly in the void usually take a dim view of their fellows' skin being used as a method of transportation. They're usually the kind of creatures a body doesn't want to cross, either.

Typical Cost: 1,000 gp/
2 man balloon.

Spinneret: This is a coil of silk rope, about 100 feet long. The specially woven rope weighs nearly nothing, and is flatter than most ordinary rope. It works on the same principle as a spider's ballooning – let the rope out in a good stiff wind on a high mountain, the rope catches the wind, and away the cutter flies. The disadvantage of this method is that a body has no control over where she's going, and she's at the mercy of the wind. And only a fool or a pauper'd trust the winds of Carceri.

Typical Cost: 150 gp.

THE RIVER STYX

The marraenoloths ferry passengers onto the outermost layer of Carceri for only a small fee – less, usually, than it costs to catch a ferry anywhere else. On the other hand, the exit fee is much higher. Typically, it costs roughly 5,000 gp worth of magic to catch the next ferry out. Trips between orbs cost very little, comparatively; the usual marraenoloth fee is enough to reach a nearby orb. Plenty of 'em ply the river in Othrys; they're impossible to find in the inner layers, 'cause the Styx just doesn't run there.

The river wanders across the first layer, mixing in with the bogs and canals that crisscross the surface. It's an easy way to get from orb to orb, and surely much easier than flying, but there's always the chance that a body'll wander down a tributary by mistake and find herself someplace much, much worse than she intended to be.

The river here is no stronger or weaker than it is across most of the Lower Planes. Its touch destroys memories as powerfully as anywhere else. (The usual saving throw applies; see *A DM™ Guide to the Planes* in the Planescape™ Campaign Setting for more details on the Styx.)

THE BLOOD WAR

Many of Carceri's layers are battle-scarred and wasted in spots, the legacy of the Blood War raging across the Lower Planes. Still, the natural scenery, such as it is, remains mostly untouched. Even the most widespread war can't despoil an infinite plane, right? Of course not. Still, the knowledge that this is one of the prime staging areas and battlefields of the war makes the residents more than a little peery of visitors, and a lot more hostile to those involved in the war. Visitors'd best be warned this isn't a place that welcomes them with open arms.

Tanar'ri generals come here to conscript troops, and a traveler'd best keep on his guard to avoid the occasional patrols that sweep the plane (especially the first layer, along the Styx), drafting any sod they come across into the army.

✦ MAGICAL CONDITIONS ✦

Magic on Carceri's catch-as-catch-can. The effects are varied and chaotic, but there's a dark to it that makes it easier to understand. In short, magic used for selfish purposes – and the benefit of the individual *at the cost of the whole* – functions with maximum effectiveness. That's the only spell key a body need learn to survive on Carceri. However, if a blood wants to cast a spell that benefits others, she'll need to pick up the spell keys to get much use from it.

Alteration. Spells of this school always turn to the most evil result possible. If the spell can't actually produce evil, it manifests itself in a hostile way; flames writhe into

tortured faces, while sigils and symbols twist around into horribly screaming faces.

Conjuration/Summoning. A berk performing summonings on Carceri is likely to get a nasty surprise. Though the summoning still brings the called creature to the caster, the creature isn't bound by the spell. Summoned creatures aren't specifically hostile to the caster (please note that the intelligent ones almost always will be), but the caster has to give 'em some show of good faith, offering a bribe to make them want to work for the caster. Otherwise, they turn on him and tear him to pieces.

Divination. Carceri is indeed the plane of treachery and back-stabbing; any divination spell requires the sacrifice of a comrade. The spell takes shape in the spreading pool of the poor sod's blood. It's for this reason that diviners are universally hated on Carceri – and bonds of treacherous friendship form between those who practice the forbidden art. 'Course, none of these berks know when their comrades might decide to use *them* as scrying pools.

Necromancy. Healing spells function at half their normal power on Carceri; nothing about the plane is conducive to life-giving powers. Spells that create undead or cause damage, on the other hand, are much more efficacious. Raised undead are automatically free-willed, and may well choose to attack the caster, while damage-causing spells grant a bonus of +1 per level of the caster to the damage caused.

Elemental. Elemental alterations vary from layer to layer, as the elements are stronger in some places and weaker in others. For example, Water's most powerful in Porphatys, though it works well in Agathys too. Air dominates Minethys, while Earth spells in Colothys are very effective. Favored elements can nearly double their effects, while those that are weak are virtually powerless. The DM'll have to decide the exact effects of each spell.

SPELL KEYS

The spell keys of Carceri are generally items that any berk could pick up with a bit of a search around the plane. A word of caution: On Carceri, spell key requirements can change without warning, so there's no telling if the keys listed below will or won't work.

The alteration key takes the form of a lead necklace, worn wrapped around the wrist of the caster. The conjuration/summoning key is a perfectly round, fist-sized lodestone. For divinations, the key's a good quantity of the caster's own blood – not comfortable, but preferable (to most) over sacrificing a companion. The necromancy key requires the thigh bone of a farastu gehreleth.

POWER KEYS

The powers of Carceri don't often give out power keys – not that any power does! – because they view reliance on power keys as weak and dependent. They'd prefer to see priests use strength and native wit, rather than favors from the gods, to overcome obstacles. 'Course, some powers like to overturn the natural order, and they give keys as it suits their fancy. However, a body shouldn't be relying on the powers to provide him with any extra help – at least not on Carceri.

The keys here tend to be prominent items in a power's portfolio. For example, Malar's keys might be animal claws or fangs, while Raiden's might be arrows, drums, or a related item.

✦ CREATURES OF THE ORBS ✦

The only race that could truly be called native to Carceri are the gehreleths, but there aren't many of them. They're just enough of a nuisance that they *seem* omnipresent.

Plenty of other creatures manage to make life on Carceri exceptionally hard for visitors. A cutter who thinks she can waltz through this birdcage has another think coming. The servants of the Titans are forces to be reckoned with. Various fiends use the plane as a staging area for the Blood War. But that's not all – not by a long shot.

Most inhabitants of Carceri have managed to vex some high-up somewhere. (That's why they end up here.) These sods're a particularly offensive lot, because they can't be trusted. Even those who claim close friendship should be watched – *especially* those who proclaim their friendship for everyone to hear.

Treachery is *the* watchword. Whether it's through politics, simple back-stabbing, or adultery, everyone on Carceri is basically untrustworthy. If a body's in a situation where has to rely on the help of his comrades, he might want to consider going it alone anyway; no one else's promise is worth the flesh it came from.

THE POWERS

A scurrilous lot of powers inhabit the Red Prison. A wise basher avoids talking about 'em, because they're likely to take offense. And their attentions aren't exactly what a body'd call desirable.

Most of these powers don't appeal to humans, or even to the more upright demihumans. One such is Apomps the Three-Sided, father and god to the gehreleths, a vile being if ever there was one. (This god is rumored to have a secret home in Agathys; see page 23.) Apomps competes for the dead of Carceri with Faluzure the Night Dragon, a beautifully shining silver-black dragon so debased that his wings don't even carry him.

Two giant-gods also live here. The first and most important is Grolantor, the patron of the hill giants. He's a vain and foolish god, one who could be intelligent if only he let himself think about things. Instead, he's said to be willfully stupid, trying to drive home with force what he could've accomplished more effectively with subtlety. His twisted younger brother Karontor also makes a home here, leading the fomorians to battle and vengeance for the wrongs done to that deformed power.

Other nonhuman powers include Parrafaire, the demipower of tricks and traps, a creature who delights in the subtlety of mazes and riddles. More chaotic than evil, Parrafaire's still a force to be reckoned with. The other powers hate the trickster because he doesn't really belong here; he can come and go as he likes. The same could be said of Vhaeraun, the only male drow god. He's the drow power of thievery and treachery, making his home on Carceri so that he's not *too* close to Lolth's Abyssal web. Unlike Parrafaire, Vhaeraun is exceptionally dangerous, even more so because he's a revolutionary among the drow.

The main human powers include Raiden, lord of thunder and fletchers, whose realm resounds with drumming and incessant thunder from the everpresent clouds anchored above. Talona of Toril, the Lady of Poison, also calls Carceri home. This ragged schemer of a crone leaves a trail of putrefying death in her wake. Her compatriot, Malar of the Hunt, one of the Gods of Fury, maintains a realm in Colothys. He'd say it was by choice, but it's no dark that he was imprisoned on Carceri by another power of his pantheon, Talos the Destroyer. He's often found prowling the lands outside his realm, looking for both a way out and prey to feed his insatiable appetite.

Last but hardly least are the Titans (LL). Specifically, these are the 11 children of Gaea and Uranus, including Cronus (king of the first Titans) and his siblings. Countless ages ago, the Olympian gods defeated the Titans and cast them into Carceri. (See "Othrys" on page 14 for further details.) Like many prisoners on this plane, the Titans don't look kindly on anyone. Though they can be convinced to help a berk, they won't do it out of the goodness of their hearts; they've got to be cajoled, bought, or swayed through extraordinary means. They aren't quite deities, but some cutters worship 'em, and the Titans do nothing to discourage this. Besides, the Titans wield about as much power as the other deities on Carceri, so they might as well be considered gods in their own right.

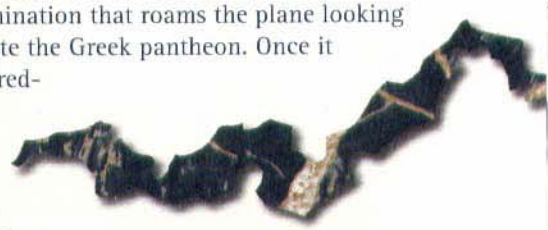
THE PROXIES

The chaotic powers create proxies and destroy them as the mood suits, so it's a chancy blessing at best to be a proxy for one of Carceri's powers. Still, some have survived long enough to gain a measure of fame.

For example, Khamallan Teren of Malar (Px/♂ human/P10,F13 [dual classed]/CE) has struck fear into the hearts of just about everyone on the orb Malar's realm inhabits. When he hunts through the canyons of Colothys or tracks through the shallows of Porphatys, petitioners flee, proxies hide, and even the gehreleths steer clear. Khamallan's a totally evil basher whose only joys are the hunt and the evisceration of his prey. He'll talk to a berk, but a body always gets the feeling that Khamallan's eyes are measuring the sod, as if to gauge where a couple of claws would do the most damage. It's rather unnerving, to say the least. Also, Malar's given Khamallan a power key that works for all his spheres, so at last report Khamallan was even more powerful. It's a good thing that he doesn't get along well with the other Malarites, because otherwise they'd *really* be a force to be feared.

Another proxy of note belongs to Vhaeraun. The drow Allinzir Gi'Leera (Px/♂ drow/T14/Revolutionary League/NE) is always smoothly pleasant and coldly smiling. His subtle smile seems permanent, but it never reaches his heart or his eyes. He can fade into the shadows even while a cutter's watching him, and reappear right behind the unfortunate sod. Light doesn't seem to bother him, and he has a penchant for scheming through everything. Even when there's a straightforward solution, Allinzir looks for a way to solve problems circuitously.

The Titans're known for meddling with life and form. They're always looking for a way to escape the plane of their exile, and they figure that even if they can't make it out, maybe one of their creations can. Their mother Gaea, at their urging, gave birth to the Hecatoncheire, a fifty-headed, hundred-armed abomination that roams the plane looking for those who venerate the Greek pantheon. Once it finds them, the hundred-handed doesn't rest till the heretics have been torn to shreds. Other notable creations are the gigantes, a race of giants given birth by Gaea from the blood of Uranus. The serpentine feet of the gigantes carry them with incredible speed across the inhospitable earth of the plane.



THE PETITIONERS

Carceri petitioners couldn't leave if they wanted to, and most of 'em feel no need to go someplace else. Still, they have a powerful resentment for those who can come and go as they please, and they're just the sorts of berks who'd hold it against a body.

See, the petitioners of Carceri abused trust and turned stag on their brethren. Though they, like all petitioners, can't remember their past lives, they retain enough of their old patterns to keep holding dear to their treachery. As a sign of that, they lie – constantly, compulsively, and with great cunning. In fact, it's a sure bet that a Carceri petitioner *never* tells the truth. A body'd better not get lulled into a sense of complacency, though, in thinking that he only has to take the opposite of the petitioners' words as true; they're canny

enough to tell lies so twisted that an "opposite translation" only creates another falsehood.

Petitioners are assigned to layers according to their brand of crime. Thus, a body can surmise how best to deal with a petitioner based on what layer he's on. 'Course, the petitioners aren't always permanently stuck on their level, so this isn't a perfect guide.

Othrys holds politicians and traitors to their countries, those who lied to gain power or position. Cathrys, the jungle, is full of barbaric folk, people who responded to their animal instincts when they didn't need to. They betrayed their humanity and gave in to to savagery.

Minethys imprisons the greedy, those who hoarded in life something that would've benefited others around them. Now the strong trade for the labor of their companions and the blessed shelter of a hand-dug pit in the sand. Colothys confines the liars and cheaters of the world, those who put forth a lie when the truth would've been just as easy.

Porphatys serves as a home to the shallow and self-absorbed, as well as those who refused aid when it was well within their power to give it. Their generosity's repaid on the sand bars of the freezing ocean. The petitioners of Agathys must keep moving, for their false friendship cannot warm them and the ice is constantly grabbing at their exposed flesh.

It's not a pleasant place for petitioners, but these are the choices the sods made in life. A body shouldn't feel pity for them; once he does, these berks take advantage of him for all he's worth. There's no point in dealing with the petitioners unless they've got something a body wants, because they try to bob anybody they can. They've had years of practice.

Naturally, the petitioners aren't all humans or demihumans. Giants roam here too, as well as some of the lesser known humanoid races. They're just as dangerous as the schemers, and usually a lot more powerful. A body'd best be careful around them, too.

THE GEHRELETHS

The gehreleths usually number just shy of 10,000 — 10,000 exactly if a body were to count Apomps, their deity and father, as one of 'em. They're not what a body would call a great force on Carceri; they number too few to make much of a difference in the scales of power. However, they go out of their way to make their presence known, and they're strong enough and mindless enough that people fear their approach.

Gehreleths come in three varieties of equal number (3,333 — see the PLANESCAPE *MONSTROUS COMPENDIUM® Appendix* for further details). They're all dangerous, but their power and intelligence increase as they rise through the ranks. The lowest level, the farastu, are made from the rotting bodies of those who had the misfortune to die on Carceri. The chant is that the spirit goes to the plane of its god or alignment, while the body is used by Apomps to refresh the ranks of the gehreleths. No one knows where Apomps gets the spirits to fill these corpses. The next level, the kelubar, are promoted from farastu ranks when Apomps decides it's time to bring in some new blood. Then come the shator, or shaggy gehreleths. They're the most powerful and the most intelligent, and the only way their ranks are thinned is through death.

Each gehreleth receives an obsidian triangle at its birth from Apomps. The triangles allow the gehreleths access to their racial knowledge, so that they learn what feuds they may undertake and what's what in the world. Any triangle stolen from one of the creatures brings down the wrath of all the rest; chant is that a body who unlocks the secrets of the triangle could unlock the secrets of the race.

Gehreleth society's a strange place. The creatures never fight among themselves, at least not physically. But they all compete for power and magic, and the lesser two ranks struggle mightily to get promoted. They won't plot to get the shator removed, but if such an accident should occur, the kelubar and farastu ranks are full of gehreleths that'd love the power of a shator.

The creatures don't seem to have much of a purpose for anything. They wander Carceri, causing random acts of destruction and mayhem and falling viciously on other fiends, especially yugoloths. It's unknown why they hate yugoloths so, but fact is, no yugoloth is safe on Carceri if a gehreleth's around. The main purpose of the gehreleths seems to be simple random hatred, building up and tearing down the evil they cause. Not even the brightest blood knows what they do it *for*, and so the gehreleths remain a closed book.

As noted above, each gehreleth rank numbers 3,333, for a total of 9,999. During the peaks of Blood War activity, gehreleths double these numbers. Whether this is for protection or additional offense against ravening hordes of tanar'ri and baatezu no one knows, but these 19,998 gehreleths make themselves well known to the invading armies. What happens to the excess when the war dies down again? Many are killed by the raiders, but certainly not all. However it happens, the number almost instantly gets cut in half.

For some reason, spells that randomly call forth denizens of the Lower Planes are most likely to summon gehreleths. They don't like to answer such spells, and they avenge themselves on those who bind 'em, so it's a mystery as to why these creatures serve as the summoning stock of the planes.

THE REVOLUTIONARY LEAGUE

The Anarchists, schemers and plotters that they are, find a bitter pleasure in the dark anger of Carceri. They maintain a headquarters in the layer of Othrys, with a portal that leads to and from Sigil hidden deep inside. This is one of the few places the Anarchists can gather freely, one of the only safe houses they *all* know of. It's called the Bastion of Last Hope.

This stronghold has never been breached in any large way by any of the other factions. Chant in Sigil is that this place is nothing more than a figment of the Anarchist's imaginations, but the chant's wrong. The Bastion exists as a refuge for those fleeing Sigil's triad of justice (the Mercykillers, Harmonium, and the Guvners). It's a home away from the Cage, and a spot that allows the Anarchists to change their names and identities before they return to a life of revolution and rabble-rousing.

'Course, just sharing a safehouse doesn't mean these Anarchists trust each other fully. They tend to go masked in the halls, and change rooms every night. Someone here even destroys any visitor records as a matter of course. The place ain't run for free, but anyone who can prove their allegiance to the League is welcome for a minimal fee.

The faction doesn't have much influence throughout Carceri. It mostly confines itself to the Bastion, leaving the rest of the plane to its evil scheming. Still, some members actively recruit among the residents of Carceri. Others occasionally raise small armies to fix some uppity primes or planars. (For more details on the Bastion, see page 15.)

DON'T YOU SEE?!? IT'S ALL ABOUT THE MAN!

— BRIGHID LANDON, BITTER REVOLUTIONARY

OTHER ENCOUNTERS

The creatures of Carceri aren't limited to those noted above, of course. Numerous and dangerous, the natives live in out-of-the-way places, meaning that a berk's got to go looking for them – unless they come looking for him first. All sorts of methods prevent creatures from catching a body's scent, the most reliable of which is to avoid Carceri altogether. The next best is to make sure that the trail intersects with that of some other being; there's an equal possibility that the monster tracking the body is diverted to pursue new prey. Of course, this sometimes attracts an even worse enemy, but it's usually worth a try.

The other creatures don't seem to fit into Carceri quite as well as the gehreleths do, but they've still managed to carve out a comfortable niche (at least as comfortable as Carceri gets). Among them are the fiends that partake of the endless Blood War; baatezu, tanar'ri, and yugoloths all roam Carceri at one point or another.

Imps, quasits, hordlings, and larvae are also fairly common here. Nightmares gallop across Minethys and Cathrys, their hooves occasionally warding off bold petitioners and those who fancy the taste of horseflesh. Vargouilles feed on the unfortunates here, and bloodthorns rip the flesh from those who come too close. Terlens and vorrs also reside on Carceri, ready to feast on the pain of others.

The race of humanoids called the gautiere inhabit the wind-torn layer of Minethys, scratching out a desperate living with ruthless single-mindedness. They're prisoners like the rest, but they've virtually forgotten all hope of escape. If a body has something they need, they'll deal with him – unlike the vaath, to whom other creatures are meat and nothing else. The vaath hunt the layer of Cathrys, constantly searching for victims to torture.

✦ THE RED PRISON ✦

Like an infinite string of hollow pearls that itself contains another hollow string of pearls (and so on), the orbs of Carceri stretch through the red void. The orbs of Othrys are clearly the greatest, with each orb having a distance of only 100 miles or less to its neighbors. In fact, the Titans make their home on Mount Othrys, where two 50-mile-high mountains of separate orbs grow together. Such connections aren't common, but it's possible that other orbs have similar features. Chant is that these orbs are millions of miles across.

Othrys has an additional hazard none of the other layers seem to share. Here, the greatest danger of the void is the *music*. Experienced planewalkers say that an eerie tinkling, as of slightly off-kilter bells, occasionally echoes across the weary void, promising a heart's desire to the unwary mind. Whether the wish is for fame, power, or fortune, a body unprepared for the lure of the bells is usually never seen again. Only one soul, Vyaki Laisamen, has fought the influence of the bells and returned. Vyaki's mind is intact, but the wound on her psyche was enough to keep her from travel for years. (Others may not be so lucky: The sound of the bells requires a saving throw versus spell at –6 or the poor sod loses 1d20 points of Wisdom, permanently or until healed by clerical *restoration*.)

Vyaki reports that away from the orbs of worlds in Othrys, an endless gulf holds immense beings of monstrous appearance, exiled long before the Titans were even conceived. No other record of these creatures exists, but the legend serves as additional warning to any sod who'd wander between the orbs of Carceri.

The orbs of Cathrys are smaller, with about 500 miles between them. The gulf isn't insurmountable, but it does make travel more troublesome. Minethys' orbs are smaller yet, with over 5,000 miles between orbs. However, the trip's far easier here, 'cause the winds that scour this layer often pick a body up and whisk her along to another orb. 'Course, there's no guarantee of a soft landing. . . .

Colothys boasts even smaller orbs, with nearly a half million miles between the spheres. The totally irregular shapes of the orbs make it really difficult to gauge where their sphere of influence begins. Many a basher has fallen to his doom because he didn't quite figure the right time to start preparing himself for landing.

Porphatys, among the coldest of the layers and definitely the wettest, stretches a distance of millions of miles between its orbs. The greatest danger between orbs of the layer is the black snow that sweeps through the layer in huge clouds. A body hoping to travel here'd better have something that repels acid, 'cause the snow eats through flesh fiercely quick. A wind blows before each snowstorm, so a cutter can get away from the snow before he's trapped in one of the dread storms.

Agathys, the darkest and the deepest of the layers, is also the coldest. The orbs are so far apart that not even the faintest glimmer of light from the neighboring orbs makes it through the void. The only way to tell where the next orb might be is to ride the wind until a body gets there.

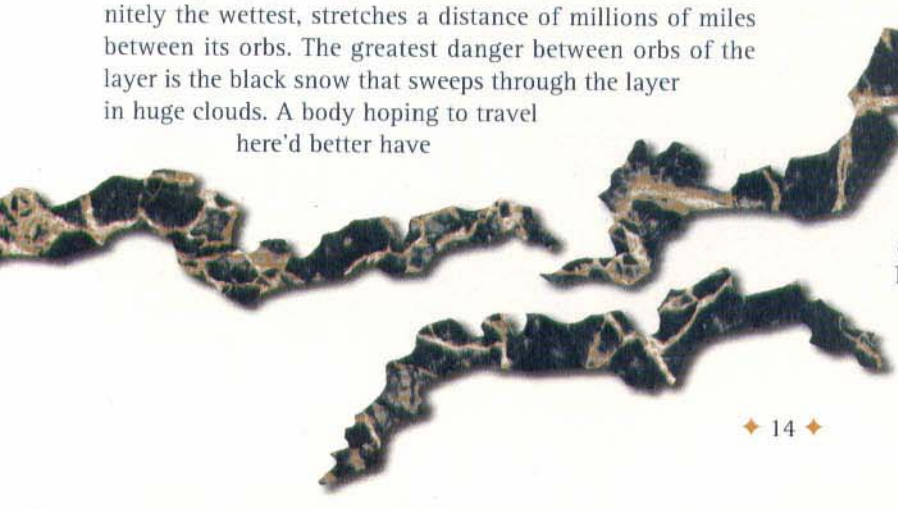
⊕+HRYS, ✦ TI+ANS' H⊕M£ ✦

The outermost layer of Carceri's six is the best known of the lot, mostly for its famed inhabitants the Titans. Groups of sods travel here seeking the advice of the exiles. Some of them're even successful, and return to tell the tale.

The Styx runs freely throughout the layer, saturating the ground with its poison. Channels carved into the soft ground through eons of erosion carry the Styx and other native waters, all mixing together in a boiling turmoil of hatred and forgetfulness. If a body needs something to drink, he'd best pray that he brought his own liquid, 'cause one stream looks much like the next.

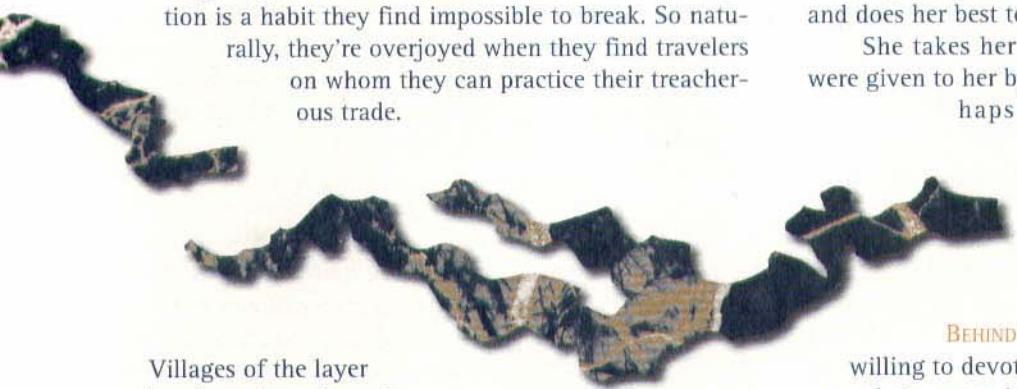
Quicksand and boggy terrain fill the layer of Othrys, much of which drags a visitor down almost before he knows he's in trouble. Swamps extend across the layer, even unto infinity. Though patches of dry ground exist, the swamp definitely dominates. Mountains break the monotony of the terrain on the orbs, and these hold the domains of the Titans. Though some petitioners have been brave enough to try to build here, most steer clear of the jagged terrain. Better to endure the swamps and the quicksand than the wrath of a Titan, they figure. And they're making the prudent choice.

Othrys has few natural hazards, especially when compared to the other layers. The swamps themselves are plenty dangerous, especially since the quicksand patches can be 2 feet or 2,000 feet deep. The quicksand glows with an unearthly green light, but it's most often covered by patches of sticks and grass that hide its true nature. Certain patches seem to migrate around the layer, and have no known bottom; these patches claim the lives of many travelers, and may never give up their corpses. Occasionally, however, the bleached bones of a victim turn up on a mountainside.



Swarms of mosquitoes and other pesky insects fill the air near the bogs, feeding madly off those who wander too near. A bush called stinkweed produces a clear, viscous fluid that keeps insects away, but it's fairly effective on humans, too; its juice acts as a *stinking cloud*, except that it only disables humans for 1d4 rounds.

The people here are as treacherous as the ground. The layer imprisons those who lied to and betrayed their followers – politicians, religious frauds, and traitors. They're all smooth talkers, very charismatic, and they won't take no for an answer. They're persistent and outwardly friendly, but a body should always remember that they've got only their own best interests at heart. In fact, they do their best to charm their way into a person's heart just for the pleasure of betraying him later. They practice on each other, and even though they know their fellows can't be trusted, deception is a habit they find impossible to break. So naturally, they're overjoyed when they find travelers on whom they can practice their treacherous trade.



Villages of the layer consist of wood cut from the tiny mangroves and cypresses of the nearby swamps. Most are built miles away from their neighbors, constructed on high stilts so that the houses won't be inundated when the swamp water rises. Each village has its own form of government, and carries on a kind of diplomacy with its neighbors. Raiding parties and wars are common, and the traitors on all sides make the wars fairly interesting and spiffingly bloody.

Prolonged exposure to the air of Othrys – that is, longer than a week or two – has an adverse effect on the inhabitants and visitors. Though it makes 'em smarter (+1 to Intelligence and all Intelligence checks), it also makes 'em scheming and cunning. If they can help it, they do their best to make sure that their plans benefit them and no one else. The effect usually wears off in about the same amount of time a body spent in Othrys.

Yet another problem with the area – the bogs attract trolls. Though trolls aren't native to the plane, a few were imported from the Prime long ago, and they've bred prolifically. They lurk in the quicksand and the swamps like alligators, ready to seize on the unwary who pass too close. They also prey on the unfortunate petitioners who leave the safety of their stilt villages.

The trolls don't go into the mountains, partly because they find the swamp much more to their liking. But mostly it's because the Titans don't encourage visitors, and they find the trolls particularly offensive.

THE BASTION OF LAST HOPE
(Town)

CHARACTER. Trust no one. Your best friend is yourself, because everyone else has their own agenda. If you find power that's not your own, tear it down before it's used against you.

RULER. No one actually rules the Bastion, since the Anarchists can't stand anyone telling 'em what to do. However, a woman known only as the Steward (Pl/♀ half-elf/T6/Revolutionary League/NE) has appointed herself as the one who keeps the place in tip-top shape, ready for any contingencies. She's the ruler by default, because she doesn't trust anyone else to do right by the League. She oversees the stocking of the larders and the hiring of various services, and does her best to check out everyone who comes here.

She takes her duties very seriously, and claims they were given to her by a long-ago high-up in the League, perhaps even the one to whom all the cells reported. She doesn't abuse her power, but she certainly knows how to use her influence in case of emergencies, and the problems of the Bastion are usually fixed by her.

BEHIND THE THRONE. The Steward's the only one willing to devote herself to keeping the Bastion running, so she's secure in the position. One new arrival hopes to catch her ear and her eye, though. A dashing young tiefling named Razor Jack (Pl/♂ tiefling/F4/Harmonium/LE) wants to tear down the Bastion in the name of the Harmonium, but first he needs to make sure that he can identify enough of the Anarchists on sight so he can turn 'em in when they get to Sigil. For a Harmonium member, he's pretty subtle – subtle enough to pass himself off as an Anarchist successfully, anyway! Of course he can't be trusted, but then, no sod here is trustworthy.

DESCRIPTION. The Bastion squats far back in the mountains of Othrys. It's made of black, igneous rock that seems to soak up the reddish glow of Carceri. Though the tower doesn't reflect the red, the light lends the Bastion an aura of brooding menace. From certain angles, the Bastion resembles nothing so much as a huge, squatting toad. The only entrance (at least from Carceri's dim layers) is through the toad's mouth, and its low-set eyes serve as the watchposts for the guards. Inside, the decor's black, dank, and dark. Precious little light shines within these walls, because it seems the Anarchists don't really want any shed over their plans and their identities. Indeed, most of 'em go masked throughout the Bastion.

A group of servants live here, never seeing the light of another plane. They're allowed to leave, but they insist that they're happiest at the Bastion, helping to restore vitality to those who tear down the oppressive structures of govern-

ment. Either they're congenitally helpful, or they've got more secret motives. Naturally, those who come here suspect the latter, since they're all schemers themselves. The servants are the only ones in the place who don't go masked or hooded.

The passages through the Bastion turn and twist without apparent order, and side tunnels appear out of nowhere. Hangings are drawn across the openings of rooms to protect the privacy of those inside. The walls're usually humid and damp to the touch, and it's surprisingly warm inside, though not uncomfortably so. The floors are uncommonly smooth, but it's apparent that a chisel's never touched the floor. Chant is the tunnels extend deep into the mountain on which the Bastion rests, though some say all the twisting and turning within the visible fortress only makes it seem so ungodly immense.

The passages break out into cavernous chambers without warning. The main one ("Right about where the heart'd be!" some mutter) is used for audiences with all the members in residence, while others're used for food storage, lesser audiences, guest chambers, healers, forgers, and outfitters.

The Bastion reflects a well-equipped organization, made more so by the fact that there are a lot of high-ups in Sigil who provide the Anarchists with funding . . . even if they don't agree with the organization's goals. See, these bloods use the League to frighten their opponents, but they can't do that unless the League's frightening enough. The Anarchists take these gifts gladly and, often as not, use them against the berks who supplied 'em. The Anarchists don't like being told what to do.

MILITIA. Despite the lack of an organized militia in the Bastion of Last Hope, the Anarchists work surprisingly well together, ganging up with bands of three to six to stop the trouble. If an entire cell of members is here, they work together even more effectively, using the darkened rooms and twisting passages to bring down troublemakers. The definition of troublemaker varies, and conflict sometimes develops between cells, but usually infighting consists of harsh words and cruel jibes. More serious trouble, such as invading fiends, spies, or outright physical warfare between cells, unites everyone in the Bastion against the source of infection.

The power of a cell varies, but the typical group consists of a 3rd–5th level mage, a 3rd–5th level warrior, and a 4th–6th level thief. Very few priests make the Bastion their hideout.

SERVICES. A blind doctor here goes by the name of Blind Trust (Pr/♂ human/T8/Revolutionary League/CN). He's one of the best face-surgeons anywhere, or so the chant goes. He can make a body look like just about anything, and does some incredible magic with paints and dyes. Those who go under his knife definitely come out changed. The only problem is, sometimes Blind Trust gets blind bubbed, or blind crazy. There've been tales of him botching a simple nose change because of his drinking, and others that tell of him just cutting one of his clients to pieces on a whim. Those who take a chance on his operations do so knowing that it might lead to their deaths. Therefore, only the truly desperate seek him out.

All manner of other services are available here: blacksmithing, forgery, healers, outfitters, food, and anything else a traveler might want. However, most of the prices're pretty high; the League's services are for those in desperate need, not for those who have the luxury of shopping around in highly visible places. The standard price is about twice that listed in the *Player's Handbook*.

CURRENT CHANT. Aside from constant reports of spies and infiltrators, a new rumor has surfaced in the Bastion of Last Hope: Strange creatures are showing up in the bowels of the fortress, wreaking havoc among the rothé herds and the rothé keepers. Though no one has seen these creatures, evidence of their raids is found among the partially dissolved bodies found in the lower caverns, and there's a slowly growing terror among the lesser members of the Bastion.

MOUNT OTHRYS
(Realm)

CHARACTER. Scheming and plotting are the blossoms of the flower of revenge. Hatreds millennia old can burst into flame at a moment's notice; wear your bitter anger like a badge as a constant reminder of what you've suffered, and what you're plotting against.

POWERS. Mount Othrys, as home to the Titans (LL), holds immeasurable power in its walls. The mightiest Titan is Cronus, the father of the current Greek powers. Though he's the youngest of the Titans, he served as their leader after overthrowing their despotic father, Uranus. He was jealous of his power in the young days of the world, and he's even more fearful of his position now. He rules his 10 brothers and sisters with an iron hand, trying to keep them from plotting against him. As a plotter himself, he's constantly watchful for the machinations of his siblings.

Every visitor to the realm is encouraged to seek out Cronus in the central throne room. If a body fails to present himself to Cronus, the Titan knows it, and decrees some nasty form of doom to fall on the offender's head. Once a body's in the throne room, Cronus examines the traveler's thoughts to make sure the fellow hasn't been sent by the Olympians or fellow Titans on some evil plot to discredit him.

DESCRIPTION. Mount Othrys rests on the mountains of two different orbs. The mountains are each 50 miles tall, and nearly touch at the tips. Wedged in between the two is the marble palace of the Titans. It's a truly titanic affair, with white marble columns, amphitheaters, and a stoa that has to be seen to be believed. The palace maintains its own plane of gravity. Though its entrance is upwards, a traveler's frame

The Titan Hyperion holds court

of reference suddenly shifts so that he's approaching it dead on. A body can enter the palace from either side and feel no disorientation. Even though the gravity should shift in the middle of the palace, it doesn't – unless Cronus wills it.

The palace is constructed of white marble, but it's slowly crumbling to pieces. White marble can't be found on Carceri, and the Titans have no way to escape the confines of their prison to fetch more, so they have to watch their handiwork disintegrating before their eyes. It's a horrible feeling for them, and it makes them that much more furious at the Olympian gods who imprisoned them here. Most of the Titans have gotten used to the effect, and they willfully turn their gazes elsewhere. It rouses their ire when someone else comments on the dilapidation, and they'll likely destroy anyone foolish enough to draw their attentions to it – even if that leatherhead has a plan to repair it. (This last is the reason no one's volunteered to *import* white marble for the Titans.) The whole place is a twisted echo of the palaces on Mount Olympus; the Titans know it, and it only makes their mood fouler.

Principal Towns. Mount Othrys has no towns, only the marble palace of the Titans. Small buildings often cluster like ants toward the entrances of the palace, but no towns of note exist in the entire realm.

Special Conditions. The crumbling palace rouses feelings of despair in those who watch it too long. Though it doesn't visibly crumble – 'least, not most days – it's a constant reminder of entropy and the way creation inevitably falls apart. Unless a body's a member of the factions that celebrate entropy and despair (Doomguard, Dustmen, or Bleak Cabal), he has to make a save versus paralyzation every turn till he leaves the palace; otherwise, he's forced into introspective gloom. Members of the factions of entropy receive further confirmation of the correctness of their beliefs, and they therefore gain a +2 bonus to all their saves while they're in the area.

Plenty of creatures from Greek legend inhabit the area around the palace, and the Titans encourage their growth. The Titans make a few of these their special pets, and woe to the berk who kills one! Unlike the Greek powers, the Titans won't usually set a body to a task for repentance; they go straight for vengeance.

WHITE MARBLE THIS,
WHITE MARBLE THAT . . .
IF THEY'RE SO
BLOODY POWERFUL,
WHY DON'T THEY GET IT
THEMSELVES?

— ATHENOS ALLENOS,
SLAVE OF THE TITANS,
SHORTLY BEFORE
HIS OBLIVION

Principal Nonplayer Characters. Cronus doesn't haunt the great halls of Mount Othrys alone. The other great Titans – Coeus, Crius, Hyperion, Iapetus, Mnemosyne, Oceanus, Phebe, Tethys, Thea, and Themis – all come here at one point or another to pay heed to the words of their youngest brother. Since he wields more power than they do, they've little choice. Still, they aren't always available for any leatherhead to visit, and they resent coming at Cronus' beck and call. They can often be spied storming off from the palace, leaving a swath of destruction in their wake. If approached before they deal with Cronus, they might be in a friendly mood; with the Titans, it's a crap shoot.

Tanar'ri high-ups also occasionally visit Mount Othrys, hoping the Titans'll lend their considerable might to their side of the Blood War. While the Titans treat the fiends with respect (on the surface, at least), it's only because they're hoping that some Abyssal secret may be their way off the plane of their imprisonment. Once the Titans realize a particular tanar'ri's of no use to their plans, it's all the fiend can do to escape with its life.

Services. Small hostels constantly spring up around the palace, housing those who'd seek the Titans' wisdom or advice. Though the places are often smashed by a Titan irked by the latest harebrained scheme of Cronus, they're always rebuilt within a day or two. The hostels never remain up long enough to attract a village, and so a body finds precious little of use in Mount Othrys. However, those who cart the food and supplies to these hostels turn a pretty penny; not a whole lot of people are willing to get that close to the Titans on a regular basis.

Althea Damaskaros (Pl/♀ human/C6/N) has recently established a hostel near Mount Othrys, from which she teaches the uninformed about the majesty and glory of the Titans. The only price for a hot meal and a bed for the night is that her guests must listen to her preach about the "only true gods," although donations to the hostel are gladly accepted. For a large donation, she guides devout pilgrims (or those who convince her of their piety) into the Titans' palace itself; the Titans seem amused by her devotion thus far, and allow these tours to continue. Chant is that

she's a disillusioned worshiper of the Olympian deities, and she's become convinced that their forebears are much worthier of veneration.

CA+HRYS, ✦ +HE SCARLE+ JUNGLE ✦

The sanguine jungles and plains of Cathrys are fraught with danger and unpredictable hazards. The air's filled with the stench of decay; it's like autumn leaves rotting on a prime world, but it never ends and the stench is much more painful to the nose. Though the stink doesn't cause damage, it's enough to make someone unused to the place wrinkle their nose for a good few hours.

Why all this rot? The jungle trees ooze acid instead of sap, and this eats through nearly anything except the natives, who have developed an immunity to the stuff. The acid eats through metal in 1d10 rounds, leather in 1d4 rounds, and causes 1d6 points of damage per round to exposed flesh. It's no wonder, then, that few've tried to penetrate the heart of the scarlet jungle – a body can't journey through the underbrush without being destroyed by the secretions of the blood-colored plants. Unless somebody discovers some kind of long-lasting protection against this acid, the secrets of the jungle will remain dark.

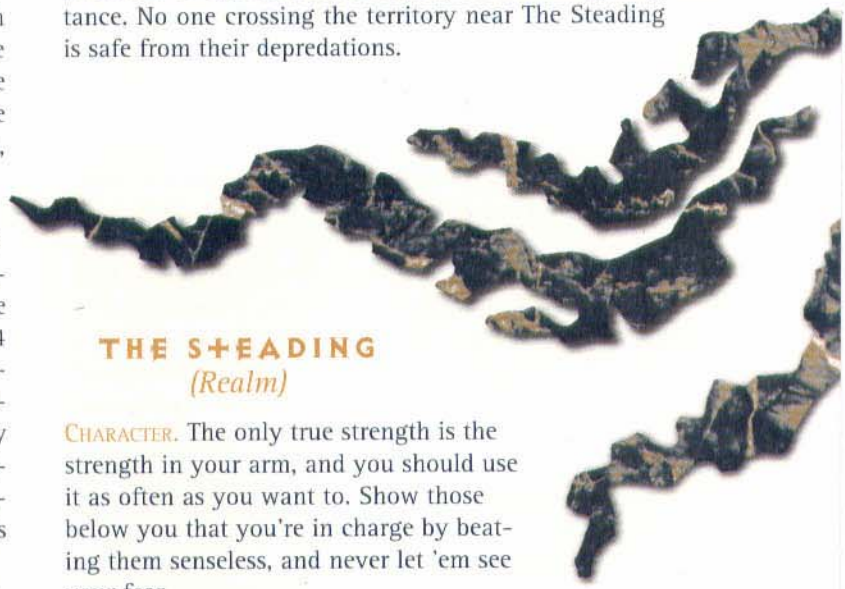
The plains of Cathrys, on the other hand, are habitable. They're vast, wind-swept grasslands, arid and dry, with grass blades like jagged swords. Those who pass through the grass without protection take 1d4 points of damage per round; those with even minimal armor can avoid this entirely. Still, most stick to the roads that traverse the grasslands; to do otherwise is folly.

Roaming human and hill giant petitioners maintain the roads, since the alternative is to be sliced into ribbons by the grass. Still, the grasslands constantly encroach upon the roads, and even constant trampling won't keep the grass from sprouting everywhere it can. Some say it's just a lesser version of razorvine.

Gehreleths and petitioners populate this layer. The farastu gehreleths stick mostly to the jungle, since they're unwelcome in the inhabited savannah. The petitioners are either servants of the hill giant Grolantor or the despicable humans who ended up here. Of course, the petitioners have an advantage in dealing with the layer. Since they never bathe, they develop a kind of slimy second skin, which protects them from the acidic sap. They're able to travel through the jungle, but they usually steer clear of it – it's full of dangers like the vaath, and the petitioners have a superstitious dread of the place. All they know is that the undergrowth harbors creatures that hunt and destroy.

Villages in Cathrys are few and very far between. The barbaric tribes raid each other for food and meat, eating the meat of other petitioners (or the flesh of unlucky travelers) and drinking the blood of the same. The villages are huts made of the razor grass, and they stink of filth and decay. The nomadic petitioners pick up and move once they've polluted a particular territory.

The most well-known realm in Cathrys is The Steading, home of Grolantor, the power of the hill giants. Though Grolantor has established outposts throughout most of the other layers, this is his primary layer of influence. The hill giants appreciate the rolling terrain, because it affords them a chance to spy enemies and prey from a long, long distance. No one crossing the territory near The Steading is safe from their depredations.



THE S+EADING
(Realm)

CHARACTER. The only true strength is the strength in your arm, and you should use it as often as you want to. Show those below you that you're in charge by beating them senseless, and never let 'em see your fear.

POWER. Grolantor (MM), an intermediate power, rules The Steading. He's one of the more dangerous powers of Carceri, but he's too foolish to use this to his advantage. Though he has access to abilities that'd make any mortal quake in their boots, he seems determined to destroy himself with his willfully stupid schemes. Grolantor splits his time between this plane and the Abyss, where he's got another set of steadings, but he prefers the grim moods of Carceri to the mindless chaos of the Abyss.

DESCRIPTION. The realm of Grolantor encompasses a vast number of hill giants and their petitioner villages. It's set in the savannah, with an obvious dividing line between the realm and the rest of the layer. The scarlet grass ends, giving way to earthy brown hills that watch over the realm like surly sentinels. They cluster in chaotic order, but their inevitable focus is the hill in the middle of the realm: The Steading of Grolantor. The huge Steading itself literally covers miles of territory with its rambling wooden halls. It's all connected, and it's only a single giantish story tall.

Roaming bands of giants scour the realm, bringing down the lions and mammoths that roam here, seeking food for their god's insatiable appetite. If the patrols encounter intruders, it's a toss-up as to whether they kill the interlopers, leave the berks alone, or bring 'em into Grolantor's steading. If a body's taken to the steading, there's no telling what'll happen to him; he might be food for the god, granted treasure in hopes of winning nongiants to Grolantor's cause,

or simply slain outright. If a body's a dwarf, he might as well forget about making it out of here alive – the hill giants of the Steading seek nothing more than the utter extermination of all dwarves.

Some of the hill giants wear severed human or demihuman feet as lucky charms. They don't hate humans, really, but they regard them much as humans regard rabbits; irritating nuisances that are occasionally good for trade or supplies, and that sometimes make amusing pets. Usually, though, all the humans make is tasty food.

Principal Towns. About 100 hilltop forts dot the realm, separated by miles of grassland. Each is just about as lethal as the others. It's easy to tell which of the steadings have Grolantor's favor at the moment; they're the ones with well-fortified stockades and a prosperous look. Those that don't enjoy Grolantor's favor look weather-beaten and ratty, ready to collapse at the slightest touch. Since the giants raid each other when they've got no other foes to destroy, they all eagerly seek to gain Grolantor's favor at the expense of their neighbors.

Special Conditions. Holes large enough for a man to duck into litter the ground of the realm. Some of the holes are burrows, dug by some unknown creature, while others seem to be naturally occurring. It's not always advisable for a body to climb into these holes if he's being chased by giants, though; obviously, some large creature might be in there. But it's the strange paranoia that befalls a body hiding in a hole that's the real problem. It causes a berk's mind to turn to that of prey. That is, he starts to jump at any noise, losing any fighting edge he might've had once.

That means that if he's planning to attack during a round, he goes dead last. If he wants to flee, he moves first. As long as he's true to his new instincts, he can escape. This effect lasts for 1d4 weeks after a body leaves The Steading.

Principal Nonplayer Characters. The most important hill giant a traveler's likely to run into is Onazak Throateater (Px/♀ hill giant/15 HD/CE). Though she was chosen to be a proxy based on her strength, she's also far more intelligent than she lets on, and she won't hesitate to manipulate anyone who gets in her way. Since she's female, the male giants don't give much of a thought to her as a leader, and so she's free to play giantish politics in any way she sees fit. She roams the realm promoting disunity among the various stockades, thus turning the giantish attentions ever closer to their power as each seeks a leg up on the others.

Services. Almost nothing here appeals to travelers, which is another good reason to stay away. Everything's geared for giants, and the steadings pretty much stick to themselves – unless they're teaming up to put a rival steading in the dead-book.

Prices vary widely between the hill forts, as does the quality of anything a body finds there. Though the list of useful items is short, most forts offer vaath skins, and others provide equipment made from vaath parts.

MINETHYS
✦ THE BLASTED ✦

Cold deserts and cutting winds characterize this layer. It's a harsh, bitter place, where the greatest dangers lie not in the creatures that inhabit the layer but in the conditions of the layer itself. At least there's no sun above to parch the thirsty throats of the inhabitants.

The wind, like that of Pandemonium, never ceases entirely. It has stripped the layer of plant life, destroyed the soil, and turned the ground into sand. Now, the wind carries the stinging particles of grit into the soft tissues of anyone stupid enough to visit or unfortunate enough to live here. Clouds of dust choke any visitor who lacks protection against the dirty land.

The skies are foul with the yellow dust, which combines with the sanguine glow of the orbs to create a hellish orange cast that blankets the layer for days on end. It also has the effect equivalent to a *stinking cloud*, but this cloud lasts a lot longer. Simply covering the nose and mouth with a wet cloth protects a basher from the effects, but berks who don't expect these conditions find themselves in a blinding world of foul fumes and choking sand.

There's another danger, too: The driving winds kick up the sand grains hard enough to flay flesh from the bone, and anyone without the protection of heavy clothing might as well kiss his skin goodbye. Exposed skin takes 1d6 points of damage per round when the wind's blowing; not even the petitioners are immune to this.

Then the tornados come, as frequently as one every ten days. They carry everything in their path to an adjacent orb, wreaking untold havoc along the way. Anyone hoping to ride one of these tornados is welcome to try, but only a few souls have survived the attempt.

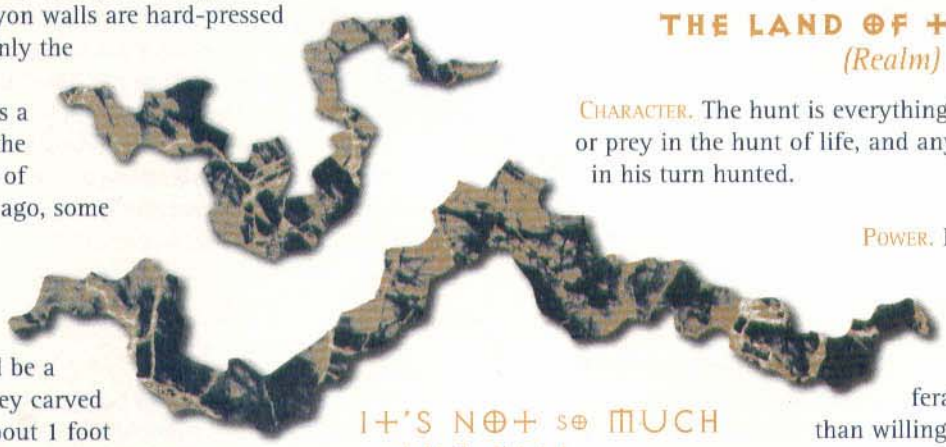
The petitioners of Minethys are miserable; they're greedy sods, and they won't share anything with anyone unless they're paid for it. Since there's not much use for jink here, they barter for services and rags for protection against the wind. The strong are those who manage to gain the services of many; their sand-built huts offer the best shelter from the wind, though this means nothing in the path of the tornados. They're a hard lot, and they'll bob a body for all he's worth, if he lets 'em.

The other inhabitants include the gautiere, who roam the savage wastes bundled in their rags and rages, and the fomorian petitioners, who sally forth from their power's realm to take vengeance in the name of their god.

COLOTHYS, ✦ CLIMBERS' DOOM ✦

Mountains that defy imagination form the irregular orbs of Colothys. They reach literally hundreds of miles into the sky, their sheer slopes thwarting even the most dedicated mountain climbers.

Shrieking winds howl through the gorges, making crossing the rope bridges a treacherous matter at best. Even the stunted trees that grow at right angles from the canyon walls are hard-pressed to hold on. Only the occasional plateau grants a respite from the constant fear of falling. Long ago, some enterprising souls got it into their heads that trade routes'd be a good idea; they carved some thin (about 1 foot wide) paths in the sides of a few mountains, and then decided it was too much work, especially for the ungrateful sods who live here full-time. Still, others've gotten the same idea, and if a body's lucky, he'll find a path carved into the mountain. Of course, the path might lead to a gehreleth's lair, but that's the chance a berk's gonna have to take.



IT'S NOT SO MUCH THE FALL AS THE LANDING THAT'LL GET YA . . .

— M'KELI DURANG, "ESCORTING" TRAVELERS THROUGH COLOTHYS

The denizens lead hard lives, clinging tenuously to the sides of the canyons in tiny villages. The petitioners are the spirits of liars and cheaters, and death hasn't improved their dispositions any. It's just that some of 'em have learned to be subtle, while others are more blatant.

Rope bridges hang between canyon walls, and the rare ledges on the mountains are treasures that the residents constantly fight over. It's an exceptional day without some battle or another between the villagers; they raid for food, water, supplies, or just because they feel like killing. Each of them trusts only to his own skills on the sheer mountainside, and stands ready to kill at the slightest provocation.

They'd live in the base of the canyons, but avalanches, wandering gehreleths, and tanar'ri traveling through Carceri to the Gray Waste make this untenable at best. Bad things just seem to have a way of happening to those who make their kips in the canyons, so no one wants to live there. 'Course, some sods live there anyway; they're exiles in the land of exiles. They trust no one, and are trusted by none in return.

Others that live here include an outpost of Grolantor's giants, shator gehreleths, and the Titan Crius. Rumor has it some berks actually challenged him in his palace and got away with it – for now. The chant is that Crius has something particularly nasty in mind for them.

THE LAND OF THE HUNT

(Realm)

CHARACTER. The hunt is everything. A sod is either predator or prey in the hunt of life, and anyone who doesn't hunt is in his turn hunted.

POWER. Malar (FORGOTTEN REALMS® Campaign Setting), a lesser power of Toril, controls the Land of the Hunt. He's a wild, feral power, one who's more than willing to tear the guts from his enemies with his own hands – and lick the same hands clean. He's barmy by human standards, but that doesn't seem to deter his worshipers.

Malar usually appears as a great cat, but whether a tiger, panther, or jaguar his coat is always matted with blood – his own and that of others. Great scars line his pelt, evidence of his battles with creatures beyond the imaginings of most mortals, as well as his fellow powers. He loves nothing more than the hunt, and can often be found wandering his realm, looking for new prey. Pity the traveler who attracts Malar's attention.

DESCRIPTION. Malar's realm is fairly small, as realms go. Here the land's a little less rugged than most of Colothys, and it contains more greenery. Actual paths wind through the mountains, and the canyon bottoms are habitable, though most of the residents gather in the caves that permeate the rock walls.

Game wanders through the realm, ranging from rabbits to elephants, and great cats and wolves're also common. Anytime a body needs food, all he needs to do is hunt. It's a strange truth in Malar's realm that any prey hunted is going to be as strong, if not stronger than, the hunter. The hunter has to show cunning and foresight to take down his prey, and he's got to wear it down before he closes in. The more brutal the kill, the better the quality of meat on it.

THE WAY I SEE IT IS THIS: YOU'VE GOT YOU AND YOUR GROUP OF SIX, WHILE I'VE GOT MY WHOLE BAND OF FIFTY HERE . . .

— DRIAHN THE BOLD, ERSTWHILE COMPANY LEADER, TO A GROUP OF PRIMES

PRINCIPAL TOWNS. The towns of the Land are not really towns, as such. They're caves hewn into the rock canyons in which packs of Malarites live and breed. Hundreds of dens cluster in the mountainsides, holding packs ranging in size from four to 4,000 in number. They arrange themselves in pack hierarchy, with one male or female dominating the group. Any member of the pack can challenge the leader at any time; duels are, of course, to the death.

Some dens allow visitors, and even encourage trade. These dens export animal furs and import things like metals and other crafts that the Malarites have no talent for. Of course, a merchant seeking out each den to see if they wanted to trade would have to be downright barmy. . . .

SPECIAL CONDITIONS. The air in the Land of the Hunt bears a strange quality. It carries scents and sounds far more easily than most places, but only for those who have a predatory instinct in them, or for those who're tied to nature somehow. Thus, a ranger or a druid experiences some sensory sharpening, while an ordinary berk doesn't.

This translates into bonuses to surprise for the natural hunter; it's almost impossible to sneak up on one of the chosen of Malar's realm. They gain a bonus of +4 to surprise rolls.

PRINCIPAL NONPLAYER CHARACTERS. Guilder Starkad (Pr/♂ human/P11/CE) leads the primary den in the Land. He's a nasty blood, both cunning and cruel, but he's also one of the few people in the realm a traveler can deal with. If he doesn't decide to have a body strung out for the buzzards – or worse, chased through the mountains by his pack – he can even be helpful.

Shandalara Wolfkin (Pr/♀ half-elf/R7/NG) of Toril accidentally stumbled into a conduit that sent her to Colothys. She makes the best of her situation by doing her best to sabotage the dens of the Hunt, and she gladly allies with anyone who's got the power to damage them further. She never sleeps in the same place twice, because she's always being hunted. She doesn't trust anyone till they've proven themselves to her.

SERVICES. Precious few services are available in the Land, and those that do exist cost an arm and a leg. Guide service is the most common business, providing someone who'll show a berk the safest way through Colothys and into the next layer. Of course, a body's got to make sure that he's not being led into a trap; the hunters here like nothing more than fresh meat.

The most notable service otherwise is the hiring of mercenaries. The denizens of the Land make excellent scouts and warriors; their feral senses allow them to follow trails days old and track down enemies who think they've given pursuers the laugh. This is one of the few reasons the Malarites haven't been entirely wiped out by their rivals in Colothys.

THE VAULT
(Site)

HEARSAY. Sigil's not big enough to hold all the prisoners the Harmonium apprehends, and plenty of people would like to see a berk disappear entirely from the streets of the Cage. That's why the three lawgiving factions created the Vault – it's a place for them to stash inconvenient prisoners and let 'em languish. No one on the street knows exactly where the Vault is, but it's a well-known chant around Sigil that this place exists.

DESCRIPTION. Run by a cutter named Staccato Thaman (Pl/♂ tiefling/F8/Harmonium/LN), so named for his lightning-fast command of his fighting sticks, the Vault rests atop one of Colothys' peaks. The outside of the huge metal building is covered in razorvine, and razor shrubs blanket the land for a mile all around. It's entirely enclosed; only three windows mar the surface of the Vault.

Inside are only two groups: the prisoners, and the guards. These prisoners have proven to be too much of a bother to keep held in Sigil's Prison, and anyone sent here can give up hope of leaving. The place has, so far, proven to be escape-proof, and the guards have absolute power of life and death over the prisoners. They exercise this power with some frequency.

Some prisoners don't ever make it into the Vault itself. Instead, these unlucky berks are taken to an auction block and sold to fiends as Blood War fodder, or to the Malarites as targets for their hunts. Thaman himself is unaware of this scheme; it's being run by a small group of lawful evil Mercykillers, who figure this fate's more appropriate for troublemakers than simply locking them up. Thaman'd be outraged if this dark came to light for two reasons: first, because the Mercykillers have undermined his authority with these actions; and second, because no one's cut him in for a piece of the profits.

Special Features. The only viable entrance into the Vault is through a two-way portal from the Prison in Sigil. If a body were to try entering through one of the windows, he'd likely find himself staring down about 20 crossbows. The guards pay more attention to the prisoners inside, though, so a jailbreak might succeed if it came from the outside.

All the guards are members of the Harmonium or the Red Death. Anyone else visiting the place – well, they have two options: Live the rest of their lives in the Vault, or die a dishonorable death among the razorvine.

Porphatys of the Black Snow

Shallow ocean and black snow cover Porphatys. The mildly acidic precipitation causes 1d6 points of damage per turn to anybody not properly prepared for it. It's bitterly freezing, and the only land consists of tiny sandbars that barely rise above the waters of the ocean. Occasional peaks in the sandbars form tiny islands; they're riddled with caves and jealously sought after by everyone who lives here.

The petitioners crowd the sandbars and the odd peak, forcing each other into the acidic ocean and feeding off the bodies of other petitioners, all in the interest of their own survival. The acid snow and the waters of the ocean don't do any physical damage to the petitioners, but the acid certainly causes some measure of anguish; they've got absolutely no desire to bathe in Porphatys' waters.

The Titan Oceanus maintains a half-sunken temple to himself here. He doesn't tolerate visitors, and makes titanic waves to crush unwelcome berks. Only those who've been invited can come here without fear of retribution. And besides, Oceanus is notorious for his rants and raves against Poseidon, his Olympian replacement. Unless a body's willing to sit and listen to Oceanus' diatribes (which span eons of hatred), he's better off not coming here at all.

Agathys, the Ice-Bound

The dim light of the sixth layer reveals a land of cold and biting ice. There's no natural warmth here; it's cold enough to make a body long for the fires of Gehenna. It's said that the ice comes from the dripping waters of Porphatys above, and it's certainly no dark that eating this ice is like drinking acid.

The only portals into Agathys are found in the deepest parts of Porphatys' black sea. Only those prepared for the acidic waters can even contemplate making it through to Agathys. Besides, who'd want to?

The freezing air burns a body for 1d2 points of damage per round. It's also rarefied, deathly hard to breathe. Anyone exerting themselves for longer than one round has to make a Constitution check, with a cumulative –2 penalty for each round the exertion continues.

Agathys serves as home to false friends and betrayers of secret confidences. The layer's cold mirrors their hearts, as cold as the friendships they've destroyed with their lies and false pretenses. The most well-known petitioner, a cross-trader named Dalaphen (Pe/♂ human/F1/Fated/CE), roams the icy wastes, never staying in one place long enough to be frozen to the ground. That's the real danger here; those who stay in one area too long get overtaken by the creeping ice. It's not uncommon to see portions of a body jutting above the ice. Naturally, Agathys echoes with the sound of still-living victims being crushed between ice floes, and their shrieks echo across the wastes. They promise the world to someone who can help 'em, but sure as ice, they'll betray that promise for something better.

Those fifty? We bought them off a long time ago. You're on your own.

— Pylldon, leader of the Primes, to Driahn the Bold

It's rumored that a place hidden away in Agathys holds all the secrets of the gehreleths, with their father and power Apomps living in its center. Supposedly, Apomps itself is a grossly disfigured baernaloth, who created the gehreleths in revenge for being cast out from yugoloth society. But even if a body could find this hidden site, it's doubtful Apomps would appreciate the company.

The Fiery Slopes of Gehenna

Gehenna, the Furnace of Perdition, comprises exactly four steep volcanoes, with peaks at the top and bottom and nary a flat stretch in between. The volcanoes float in an impenetrable void, each mount a layer unto itself. Any berk knows what that means: These volcanoes are huge, literally hundreds of thousands of miles across, up, and down. Still, it doesn't hide the fact that Gehenna is, overall, one of the smallest planes in physical area. That doesn't mean the plane's not boundless like all the rest; the void stretches off into empty infinity. But unlike any other Outer Plane, it's got a finite amount of physical, measurable ground.

On the other hand, what Gehenna lacks in size it makes up for in sheer mean-spiritedness. This is a plane totally without charity, without any concept of pity, mercy, or any other redeeming quality. This doesn't just apply to the inhabitants; the land itself spits on the unfortunates here, and a body can consider himself lucky if he's not overrun by a lava flow or shoved off the side of a mountain.

LIFE IS AN EXERCISE OF WILL. NOW HOLD STILL WHILE I EXERCISE MINE.

— MONTEIRUS CHERIF, A STUDENT OF GEHENNA'S LESSONS

On Gehenna, it's every berk for himself. Though they've got some internal law that keeps 'em in line, they're really much more concerned with personal profit. They don't care if they get it by helping others or stepping on 'em, as long as they get it from somewhere. Because the plane's so inhospitable, all the petitioners are greedy and suspicious, and they won't do anything for anyone else unless they get some sort of immediate payment for it.

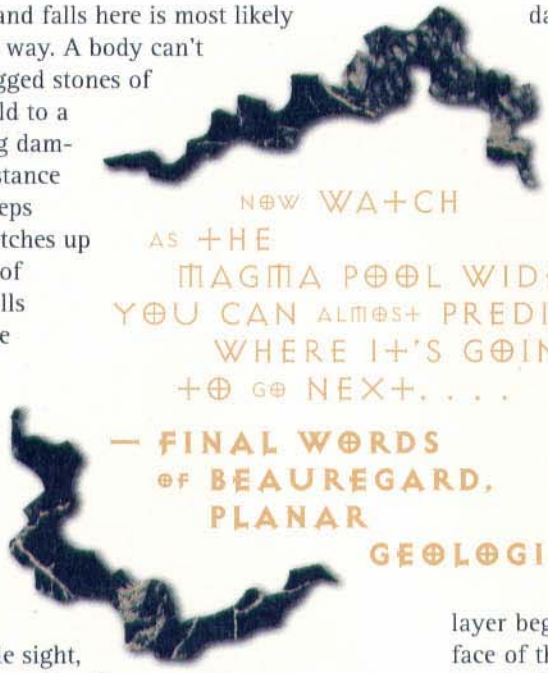
This plane's home to the yugoloths, one of the few planar races that aren't spawned from petitioners. Legend has it that the yugoloths came here from the Gray Waste, perhaps to escape the constant battles of the Blood War, perhaps for other, more nefarious reasons. Still, the yugoloths pose one of the main dangers of the plane, and a body would be well advised to steer clear of them, for both physical and spiritual safety.

✦ PHYSICAL CONDITIONS ✦

Gehenna's four layers are, in order out from the Astral: Khalas, the Gentle Land; Chamada the Molten; Mungoth, the Burning Ice; and Krangath, the Dead Furnace. Each layer has its own physical peculiarities which are described under that layer's area, but some things are common to each.

As noted above, there isn't a single level place on the face of the four mountains; at least, not a naturally occurring one. Plenty of folks take the time to clear off a spot for themselves that they can sleep on without fear of rolling off, but most of these don't last too long. Something about the plane just seems to hate a level surface, and most ledges (those not formed by a power, anyway) have a way of breaking off and carrying those on 'em to a painful doom.

Anyone who trips and falls here is most likely dead, or soon to be that way. A body can't give the laugh to the jagged stones of the furnaces like he could to a monster; he takes falling damage equal to half the distance rolled in feet, and he keeps rolling until he either fetches up against an outcropping of some sort, or until he falls completely from the face of the layer, tumbling off into the oblivion that waits in the void beyond. No one's ever returned from this void, or least no one who's talking about it; some say that nameless powers lie beyond visible sight, in a weird demi-existence of madness and pain.



NOW WATCH AS THE MAGMA POOL WIDENS. YOU CAN ALMOST PREDICT WHERE IT'S GOING TO GO NEXT. . . .

— FINAL WORDS OF BEAUREGARD, PLANAR GEOLOGIST

If a body doesn't want to fall from the outer slopes, his best bet is to stick to the inside canyons. Of course, just about everything else on Gehenna seeks refuge there, so a body's chances of running into something unpleasant increases dramatically inside the mountains.

The slope on the plane can be as little as 5° and as much as 80° – and that's on the scalable parts. More difficult are the overhangs, sheer cliffs, and more-than-sheer bluffs. The footing's tricky everywhere, and woe betide the leatherhead who doesn't watch his step!

Gehenna's not called "the fourfold furnaces" for nothing. Except for Krangath, the layers are all hotbeds of volcanic activity. Every place the magma has broached the surface is called a furnace; some are hotter than others, and some are dead. Still, the constant feeling of a slow boil of molten rock and metal beneath the surface lingers, even if there's no furnace nearby, and even if all the furnaces of the layer are dead and cold.

All the layers sport caverns beneath their surfaces. Those of Khalas cave in under the heat of the magma regularly, and only the most addle-coved of all Clueless would even consider making one a home. Chamada's caverns are even more dangerous; it takes about 10 minutes for a cavern to fill with boiling rock, and the caverns themselves are really far too hot for anybody to step into. Indeed, instead of being caverns, they're more like giant air bubbles in the magma. Berks only enter these "bubbles" looking for a way to get to Mungoth. Sometimes a cavern holds off the lava a bit longer; these usually have tunnels or passages to the outer shell of the layer.

Mungoth's caverns are the most habitable. In fact, they're the most comfortable places on this cold layer, and they're fiercely contested. The cave complex of Krangath is dark and cold, just as the outside of the dead land is. It's home to a variety of beings, each of which regards light as inimical and something best destroyed, along with whatever happens to be carrying it. It's a chill, dank place, without much that any ordinary basher'd want anyway.

The ground generates each layer's light and heat, not some sun or burning star in the sky. On some of the layers, the heat's enough to cause nonnatives to burst into flame. The light's red, cast by the slagged rock and the heated metals of each layer. As the layer cools, so does the light die. Thus it is that the light constantly rises and falls around the plane as fresh fumaroles and geysers of lava sprout up and cool off.

A dark void fills the sky above each layer. Indeed, the utter blackness of each layer begins dozens of feet to several miles above the surface of the ground. No light can penetrate this void (except for the burning glow of the next layer), and even sound seems to disappear into it. 'Course, the creatures known as slasraths seem to have no difficulty in seeing their prey, and there's little doubt that other creatures out there can make the slasraths look feeble. But precious few beings have the power to see through the murky void of Gehenna. The fiends might be able to, and it's said that a solar's sword can pierce through any darkness, but that doesn't leave much for anyone else.

TRAVEL ON GEHENNA

Surprisingly, Gehenna's not all that hard to figure out, travel-wise. Aside from the Styx, which, like a great liquid snake, flows where it will, not much is dark about Gehenna's ins and outs. It's not a cage like Carceri, and it's not as diabolically clever as Baator; it's just a plane that seems to have some incredibly hostile intentions.

Obviously, a body can get here by the usual methods: a portal from Sigil, a gate from the adjacent planes, an Astral pool, or the Styx. Portals are always found in the deep caverns of the layer, and they appear as bottomless black chasms. They're usually marked, and this is the only time a service is performed for free on Gehenna. Of course, some of these marked pits are *actually* bottomless pits, dropping a body into the void beneath the mountain – that's the cruel sort of amusement played by the denizens of Gehenna.

The portals between layers are also found beneath the furnaces of the plane, usually in dead-end corridors. Occasionally (usually around 5% chance) they open into a volcanic bubble if a body's going to the second or third layer, or into a totally sealed cavern if the basher's traveling to the fourth. Sometimes the portals are only one way, so a body should be prepared to do some digging, or to protect himself against a sudden rush of lava.

THE RIVER STYX

The Styx flows only through the first layer, Khalas. It's the biggest river on the layer, and it hurtles through the gorges and canyons of Khalas with breathtaking speed. At certain points the canyons give way to incredibly high ledges and the Styx shoots spuming over the edge, taking all and sundry with it, falling to the jagged rocks below in a crash of polluted water.

Some make a living ferrying berks around the Styx. The best remember where the waterfalls, swirls, and eddies are located; those who aren't so adept usually wind up as so much shattered wreckage in the pools below. None of 'em are as good as the marraenoloths, but the most experienced might give the yugoloths a run for their money. And frankly, that's all they care to do.

The Styx is of standard strength here on Gehenna. Anyone touching it or drinking of its waters loses their memories and their abilities, unless they manage to repel its effects through an effort of will.

✦ MAGICAL CONDITIONS ✦

In a place as mean-spirited as Gehenna, it's only natural for there to be modifications to the way magic functions. As usual for the planes, divination and conjuration/summoning spells undergo some changes. Enchantment/charm's a little strange, and, of course, the nature of each layer affects the elemental schools.

Conjuration/Summoning. Summoning spells can only draw creatures native to Gehenna, even spells like *gate* that are designed to break planar barriers. As on Baator, the caster has to define the terms of the summoning rigorously (by making a successful Spellcraft proficiency check, or Intelligence at –4), or the summoned creature has free will and the ability to do as it wishes. Most of 'em like to tear a summoner limb from limb, though a few settle for just killing him outright.

Divination. Just as Carceri requires divinations in a pool of blood, Gehenna's divinations require a death. This one calls for pain and cunning; a berk hoping to cast divination spells has to capture an enemy, stake it out on the ground, and perform the divination spell in the entrails of his foe – preferably attached to his still-living enemy. Just as on Carceri, this makes people leery of diviners, and unless they're evil to the core, most diviners stay away from Gehenna on general principle. Besides, it's the sort of place where the bearer of bad tidings can expect only the worst, and Gehenna doesn't really carry too much good news, so it's best to stay away. Any diviner worth his salt could see that.

Enchantment/Charm. Some say it's because there's no charm to Gehenna; others say it's because the bare essence of truth lies revealed on this plane. The truth is that spells from the school of enchantment/charm just don't work as well on Gehenna as they might someplace else. Spells higher than 4th level don't work, and all spells function as if they were cast at a level lower. Enchanters usually find a reason to stay away from the plane.

Invocation/Evocation. On the opposite side of the coin, spells of invocation/evocation function as if they were cast at a level higher. All saves against spells of this school are made at –1. Brute power works well on Gehenna, and those who can use it subtly profit even more.

Necromancy. Spells of pain obviously work much better here than they do on the Upper Planes. Every spell cast to harm gains a +1 on every die of damage, while every one meant to heal is reduced by –1 per die. Spells that command or create undead work as if the caster were a level higher, and turnings are made as if the caster were a level lower.

Elemental. The two schools of Fire and Earth are particularly effective in the furnaces of Gehenna; on the first three layers, they work as if the caster were *two* levels higher than his actual level. Since the lava's much more active on these layers, the two schools work hand in hand, and any spell that involves the one involves the other as well. Water's not affected on the first layer, but on the second and third layers it doesn't function at all. The fourth, Krangath, allows Water and Air to function, but only as blasts of freezing steam. No Fire spells work on the fourth layer.

SPELL KEYS

Spell keys on Gehenna focus around the schools they represent. The general keys are often obvious after a berk learns the patterns, and someone with a decent intuition might be able to figure these out on his own. For example, the latest general spell key for necromancy is the skull of someone slain in anger, while that of Elemental Fire is a hunk of still-warm obsidian.

Of course, these keys change and evolve over time. It's not a sudden switch, but each year the keys are almost entirely different from what they were a year earlier. The necromancy key last year was the fingerbone of a yagnoloth. Next year it'll be dirt from a prime graveyard, or something equally hard to predict. Fortunately, the old keys retain their power for about three years, so a body can keep using an old key for a while without it leaving a berk in the blinds.

POWER KEYS

Friendly powers rarely frequent Gehenna, and the evil ones that do live here seldom grant power keys. Sung Chiang in his Teardrop Palace might grant a key to an especially deserving priest, but he'd probably make the berk try to steal it first.

Gehenna's power keys almost always further the purpose of destruction. One of the rarest treasures of the plane is a healing key, and it's not one that has a long life in any case.

Most of the keys here are made out of the bones and sinews of the power's totem animal, carved into the shape of the symbol and charred in the furnaces.

FOES AND FRIENDS IN THE FURNACES

Despite its small size, Gehenna has its fair share of inhabitants – and then some. And almost none (absolutely none who make this their permanent home) have qualities that make 'em good bashers to visit for fun. They're all self-absorbed, and all follow their own agendas. Though they might work together for common ends, in the end each serves only himself (or, rather, itself).

That makes this a plane for schemers and destroyers who, unlike those of Carceri, aren't confined here by other forces; they're here because it suits them. Their schemes often succeed, but at a cost to others. They don't have any regard for what their fellows think of them, and sometimes try to bring down the greater good for their own self-aggrandizement. They're crafty and they're clever, and most of all, they're dangerous.

As has been mentioned previously, the great dark of Gehenna is the illusion of free will: *Ain't no such thing, only the will of the strong, and the will of the weak.* Well, many of the denizens realize this, and they know how to bluff their way to power. What sort of power they're looking for depends on the berk doing the looking, but they've all got their secret agendas which they don't share with anyone.

THE POWERS

Gehenna's not really a popular place for powers, and those here aren't usually the high-ups of their respective pantheons. It's a disreputable plane, apparently, for the powers to inhabit. Still, those here are among the more dangerous, treacherous, and underhanded of their fellows; they wear this reputation with pride. They don't usually regard themselves as evil, preferring to paint their actions as necessary for the survival of both themselves and their pantheons.

The nonhuman powers seem to have developed quite a foothold in this plane. Some say it's because they're not welcome anyplace else, but the truth is they prefer it here. Their numbers include Gaknulak, kobold demigod of trickery; Squerrik, cowardly lesser power of the rat men; Mellifleur, the dire Lich-Lord; Memnor, the pride of the cloud giants; Maanzecorian, philosopher-god of the illithids; and Shargaas, the Night Lord of the orcs.

One power commands the veneration of both monsters and men: Sargonnas of Krynn, lord of cunning, treachery, and guile. Both the minotaurs and the humans of Krynn pay respect to Sargonnas.

The human deities here seek to increase their power without the interference of high-ups in their pantheons. One such is Loviatar, the Maiden of Pain. Her worship has been building across the Prime for some time now; it's said that she's soon to increase her standing to intermediate status. For some reason, the worship and acceptance of pain is becoming far more widespread.

A recent arrival to Gehenna is the lesser power Iyachtu Xvim, son of the dead god Bane. Though his worship originates on the same prime world as Loviatar's, he hates her – as he hates just about anything but himself. Even the dissimilar powers of the plane are considering banding together to teach this young, brash upstart a lesson.

Other deities here include the domineering Math Mathonwy, Celtic lord of sorcery, and Sung Chiang, the Oriental trickster-thief.

THE PROXIES

Though they vary in degrees of subtlety and power, two things about the proxies of Gehenna's powers never change: their love of power and their hatred of rivals. It's a wonder that they haven't all turned on each other in an effort to eliminate possible competitors.

Loviatar's proxy is the most famous among those on the plane. She's a petitioner raised to the status of proxy, and has been given back her memories of life. She was and is the high priestess of Loviatar, and her name is Byrilon Horinar (Px/♀ human/P15/LE). Horinar constantly carries a great nine-headed whip, which she wields with awesome fury and ability. She's well-versed in pain, having studied at the Knoll of Blades in Baator – she left when she surpassed her teachers' skill. She roams Gehenna, looking for petitioners who escaped the realm of Loviatar, and "recruiting" wanderers who pass too close to the realm.

The two main proxies of the thief-lord Sung Chiang are actually a pair of gehreleths. Roc (Px/♂ kelubar gehreleth/15 HD/NE) and Smol (Px/♂ farastu gehreleth/14 HD/NE) constantly plot against each other, seeking ways to discredit each other while raising their esteem in the eyes of their lord. They usually remain in the environs of the Teardrop Palace, but send out agents on missions to both increase the glory of Sung Chiang and bring their rival low. For those who can stand back and watch without getting involved, the whole affair's actually pretty funny.

Shargaas the Night Lord sends out his minions with some regularity. His favorite is Turgren the Half-Blind (Px/♂ orc/F12/LE), a basher who's blind in one eye. The sight of Turgren reminds Shargaas of all the indignities he's suffered at the hands of Gruumsh, and so the power heaps abuse on his faithful proxy. Though he's got no personal animosity toward Turgren, he treats the berk this way as a kind of vengeance against his fellow god. Turgren, in his turn, mistreats all those lesser than him. He's skilled in both physical and mental torment, and has no compunction on using either on complete strangers.

THE PETITIONERS

The petitioners of Gehenna are the refuse of the planes, or so it's said. They're greedy and grasping, caring only for themselves. They perform no services or favors without some sort of immediate recompense. Because precious little in the way of valuables exists on Gehenna (at least, not available to petitioners), they're also mighty suspicious, and they won't render any help without demonstration of a body's ability to pay.

Unlike those on many planes, the petitioners here are a willful lot. They've spread out across the plane with no regard as to what they're here for, traveling as freely as they like between layers in their quest for power. They're looking for the ultimate exercise in will as they believe it to be, and they exercise that will wherever they can.

THE YUGOLOTHS

The yugoloths, masters of the bluff, call Gehenna home these days, though it's said they're truly native to the Gray Waste. Not even the sages know what compelled them in a mass exodus to the fiery slopes of the Fourfold Furnaces, but speculation and the rattling of bone-boxes abound. A few yugoloths still make the Gray Waste home, but by far the largest concentration of their populace lairs on Gehenna.

It's said that the yugoloths were around before the powers arrived. There's no saying if that's true or not, but it is well known that the yugoloths are among the few lower-planar beings that aren't born from the spirits of petitioners – at least as far as anyone can tell. Instead, the lesser ranks emerge from the very essence of the planes, while the higher ones are either promoted from lesser versions or spawned by two parents of the same rank. The latter rarely happens; it seems that the yugoloths would rather make sure a body gets promoted through merit, rather than accident of birth.

The yugoloths are thought to be the most evil creatures in existence. Having been spawned on the Gray Waste, the plane that supposedly exemplifies the evil of the multiverse, it seems only natural to assume that they embody the wickedness of their home plane.

Yet might not this evil hide something noble and grand? It's been noted by some of the greatest philosophers that the greater a being's sagacity, the greater the mask it must project to conceal it. If the yugoloths project a mask of utter evil, what profound depths must they hide? It's a matter that's demanded years of study from sages, and they're not any closer to the answer. But this very idea has led many bloods to believe that behind the mask of the yugoloths' evil there lies something truly momentous. They just don't know what it is yet.

DO YOU HONESTLY THINK
THAT WE BELIEVE
OURSELVES EVIL?
MY FRIEND,
WE SEEK ONLY GOOD.
IT'S JUST THAT
OUR DEFINITIONS
DON'T QUITE MATCH.

— AILANREANTER,
ARCANALOTH
PLAYING WITH THE HEAD
OF A PRIME

YUGOLOTH SOCIETY: Those who study the yugoloths closely know that a yugoloth's rank isn't based solely on its physical power. In fact, several ranks of lesser yugoloths could easily take their betters in a fight. The secret of yugoloth society is this: It's based around bluff, manipulation, and skill.

Yugoloth promotion isn't made on the basis of fighting skill or mental greatness; it's made on the basis of how cunning a yugoloth can be, and how well it learns how to judge the schemes of its betters and inferiors. Unfortunately, a yugoloth is always born into its form. It can't just make a physical change, like a baatezu or tanar'ri can. A yugoloth that has gained the notice of the high-ups is in for a devil of a time.

First, the yugoloth "eligible" for promotion is taken before a circle of judges. Yugoloths two levels higher form the circle. They question the lesser yugoloth mercilessly, badgering it for its insights and observations. If it doesn't meet their expectations, they kill it outright and leave it for the slasraths; they also flay the yugoloth who recommended the unworthy one, and set it to wandering Gehenna as an object lesson. This has made the lesser yugoloths much more likely to recommend only those who consistently prove themselves.

If the supplicant *does* meet the expectations of the examination, it's congratulated and taken to the furnaces of Mungoth. There it bathes in the acid snow and rain, which cleanses it of external impurities. Then the yugoloth is slain with a blade made of obsidian, magma, and captured spirits, and its body forced into the furnace. The outer skin sloughs off the creature, revealing a newborn yugoloth one rank higher than its old form. It must then work to prove its ability in its new station. The ritual varies from rank to rank, but it follows the same principle for each: a cleansing, followed by a rebirth.

The lowest yugoloths are the mezzoloths, the rank and file of yugoloth society. They're far more powerful, physically, than the caste above them. But they've been taught that they're the bottom of the chain, and that every yugoloth set above them is more powerful. When one of them realizes that it's more powerful than the dergholoths set above it, it's singled out for possible promotion.

The dergholoths form the second rank; they take a serious cut in power when they're promoted, but they've learned that not all higher yugoloths are not necessarily more powerful. However, the piscoloths, next in line, *are*

SLOWER . . .
DEEPER . . .
A LITTLE TO THE LEFT . . .
AHH, THE EXQUISITE PAIN!
— A NYCALOTH BEING PROMOTED TO THE RANK OF ARCANALOTH

more powerful. The dergholoths are stupid and mean, but at least they have some command. When one realizes that it still has influence despite the power loss, it's ready for the next step. It's learning the essence of manipulation.

The piscoloths serve as the sergeants of the two lower ranks. They're cruel and hateful, and most of 'em don't live long, because the dergholoths are constantly putting them in the dead-book. This is a position most of them are eager to get out of, and that right quick. They can only do it by taking a corresponding power cut. Those willing to lower themselves to advance themselves usually make the promotion.

Hydroloths are next in line. They're scouts and mercenaries, and the lesson they've learned is this: A power cut can sometimes grant unexpected advantages. In this case, they gain the ability to swim the Styx without losing their memories. They've got another lesson to learn, though, and that's the realization that they're still expendable, no matter how high they're rising.

Next come the yagnoloths. As the nobles of the lesser yugoloths, they have the power to try and execute yugoloths of greater rank. They're greedy and gluttonous, living only by the labors of others. Most yugoloths never make it past this stage. The lure of the power here's intoxicating, and it's the first real chance a yugoloth has to rule and exercise its will as it sees fit. They'd do more, if they could, and they're well aware that they're holding their positions only under the sanction of the ultroloths. They've got to learn that despite rulership, they're still not truly powerful, and that there are other ways to power than holding land and the power of life and death.

Yagnoloths who learn these lessons gain the rank of marraenoloth. They learn that power can be had in knowledge; in this case, the knowledge of the Styx and its twists and eddies. They learn of the power of material wealth, and about holding others hostage to their whims. They also learn about the honor of holding to a contract. At this point, they begin to understand the politics of yugoloth society. And once they've mastered these lessons, they can transcend to the status of greater yugoloth.

The least of the greater yugoloths are the nycaloths. These observers, reporters, and scouts on the fields of the Blood War report to the arcanaloths, who record all these observations and plan the strategies of the yugoloths for the next stage of the war. Nycaloths hold fairly low status, because they've yet to learn how to make this information work for them. When they begin to understand how to wield information and knowledge to their own ends, they're ready to become arcanaloths.

Second only to the ultroloths, the arcanaloths serve as record keepers and contract makers for the yugoloths' services to the tanar'ri and baatezu in the endless war. They've learned how to draw power from the furnaces of Gehenna, and they've acquired the ambition to take the place of the ultroloth. They quest for the power of knowledge, and the use of power to guide the whole race. They can only ascend by figuring out how to take the place of one of the existing ultroloths. And that isn't easy, because the ultroloths are wise to the tricks that *they* used to ascend. Besides, the ultroloths have the yagnoloths to execute any arcanaloth who tries to be too direct. It's a rough game, but both sides play it cunningly.

Ultroloths are the epitome of the yugoloth race. These most powerful yugoloths decide the course of the Blood War – after all, the yugoloths can determine the winner of a battle whatever way they throw their might. The ultroloths prefer to manipulate their lessers through subtlety and hints, rather than outright strength. It's unknown how many of them there are, but they're dangerous and totally unpredictable. Some of them fight among each other, or so it's rumored, but they always ally against an outside threat regardless of personal differences.

No one knows what's higher than an ultroloth, unless it's to become the Oinoloth of the Khin-Oin on the Gray Waste, or a being of such power as the General of Gehenna. There's no apparent way to the rank of baernaloth.

THE BAERNALOTHS: Chant is that the baernaloths preceded all the other kinds of yugoloth. Some even go so far as to suggest that the baernaloths created the rest of the race, and now look upon it like fond but cruel fathers looking over their children. It's not much of a dark that the ultroloths occasionally seek out baernaloths for advice and private discussions. Maybe the ultroloths are looking for extra power, or just some guidance on how the whole thing should be run – no one really knows, and there's no way to find out.

One of the strongest ultroloths is well known for its reliance on the advice of the baernaloths: the General of Gehenna, the strongest of the ultroloths, bar none. The General wanders the fiery wastes of this plane, leaving its mark wherever it can touch. Since the baernaloths don't talk to just any ultroloth, most of the ultroloths seek out the General to find out its secrets. Most of 'em never find it, and chances are they won't like what they hear – most of these ultroloths are found charred and smoking on the sides of one of the great furnaces.

Those who do find the General and agree with its views return to their schemes with fresh vigor, strangely renewed and even more powerful. The dark that the General passes on remains so, but it's surely something nefarious enough to affect the entirety of the Lower Planes.

THE BLOOD WAR: Folks suspect that the yugoloths know more about the Blood War than they're willing to admit. Whispered rumors even say that the yugoloths have engineered the whole thing as some sort of grand experiment in evil.

Regardless of the truth, a body has to understand that the yugoloths are an essential part of the Blood War. Their mercenaries can turn the tide of any battle, and their influence seems to keep the Blood War at an even keel, most of the time. Just when it seems that the field's going to one side or the other, the whole thing evens out again. And the yugoloths stand right there in the middle of it all.

THE FACTIONS

No faction calls the furnaces of Gehenna home. The most likely ally of the plane, the Sign of One, would do so for the exercise of will that Gehenna represents – but they don't have the sheer evil intent that goes hand in hand with life on Gehenna.

OTHER ENCOUNTERS

Naturally, more than just yugoloths, powers, petitioners, and proxies inhabit the savage brimstone wastes. The other creatures, almost without exception, seek to show their dominance over anything they can. The stupid ones fight to the death, never recognizing that something might be able to beat them, while the smarter ones just bide their time until they can eliminate whatever they see as their enemies.

Naturally, both tanar'ri and baatezu roam the place, seeking the utter destruction of the other. Though the first layer of the Gray Waste is the most common battleground, whole armies of tanar'ri and baatezu make war here as the Blood War seethes with its cyclical tides. Of course, this being closer to Baator, the baatezu generally hold sway.

Occasional gehreleth raiding parties visit Gehenna, sent to weaken the yugoloths in their primary plane. Imps and quasits also inhabit the furnaces, carrying on the Blood War on their own, lesser scale.

Barghests are especially numerous here; this is, after all, their native plane. The older ones try to keep themselves in power as long as they can, and send the younger ones to the Prime to wreak havoc there. Anyone who sees a single barghest on Gehenna should know that there's likely plenty of others hiding just out of sight.

A body can also catch sight of nightmares, galloping through the magma and fires of the lava flows. Bonespears call this plane home, as do baku Dark Ones, hook spiders, terlen, vaporighu, and the fearsome phiuhls. Slasraths were born and bred from the horrid worms that burrow through the plane's crust, and linquas can be seen scurrying around on this or that errand for their master, Sung Chiang.

Of course, there's also the infrequent adventuring party, usually looking for a way to get themselves out of this mess. Occasional paladin strongholds spring up, their inhabitants intent on seizing territory for the forces of good, but these vanish within a few days, either obliterated by fiendish raids or successful in their mission.

THE ✦ FOURFOLD FURNACES ✦

Each layer of Gehenna represents a different kind of furnace, but all burn with an evil and a will virtually unequaled in the multiverse. The lava flows seek out the casual traveler, and the ground seems to want to swallow everyone who crosses its surface.

Like Carceri, Gehenna's lit from the ground up. Shadows leap into the air instead of across the ground, and it's possible to cast a shadow into a berk's eyes if a body stands just right.

KHALAS, ✦ THE FIRST MOUNT ✦

Khalas could be said to be one of the gentlest layers of Gehenna. 'Course, this isn't saying much, because the rest of the plane's always ready to destroy a careless berk. Come to think of it, Khalas does that to a body as well. It just *seems* nicer.

Though no greenery can be found, Khalas has a kind of savage beauty with its rugged mountains and spuming waterfalls. Rivers wind through the layer, each with a fast and furious current. A body ought to do his best to avoid drinking the water; it wells up from unknown sources at the heart of the plane, and there's no saying what sort of physical and spiritual taint it carries in the flow. Besides, most of the water's carrying heavy metals from the lava, so a body would get sick and die from it soon anyway. Still, people here dying of thirst feel they've got to drink. What they end up with, aside from a tongue that's burned from the poisonous water, is a disease that sloughs the flesh from their limbs and leaves them deformed and crippled.

The rivers have carved out immense caverns and gullies for themselves, and an adventurous basher might travel for hundreds of miles upstream and never find the source of the river. When the rivers fall from the high cliffs, they almost never make it all the way to the bottom; most of

'em end in great clouds of vapor from the heat of the ground – except for the Styx, which thunders all the way to its filthy pools before disappearing into the caverns under the crust.

Lava sprays into the air from holes in the crusty ground like some sort of fiery fountain. A body's got to be exceptionally careful about where he walks. Even if a basher's protected against fire, the lava can melt right through his possessions. Anyone not protected against it takes 6d6 points of damage per round of exposure to the lava. Even if a berk doesn't touch the lava, the very ground of Khalas burns for 1d2 points of damage to exposed flesh.

And bloods call this the nicest of all the layers of Gehenna. It just goes to show that the whole plane isn't worth a visit, unless a body's got something to prove.

THE ABOMINATION'S LAIR
(Site)

HEARSAY. A powers-destroying beast makes its home on Gehenna, roaming out every so often to drain the petitioners and proxies of the gods. Everyone in the area fears it, 'cause they know they might be its next target. Even the powers are a little leery of the creature, and none dare seek it out.

DESCRIPTION. The hearsay's not far off, for once. The creature hails from a prime world called Aebrynis, and more specifically from the continent of Cerilia. It's one of that world's *awnsheghlien,* or abominations. It was once human, but in its blood runs the power of a crushed god of evil – and the abomination can increase its power by absorbing the strength of other creatures that have godly essence in their own veins.

This abomination's called the Blowfish (M/∅ awnshegh/12 HD/NE), but it's a lot fiercer than the name might indicate. It appears as a humanoid with blackened skin, as though it'd been in a fire for a good long time. When it's angry or threatened, though, it becomes apparent that the blackened stuff ain't skin; it's a mess of spines that stick out to a distance of about a foot. The spines are coated with poison (save versus poison at –4 or die in 1d4 rounds), and they also allow the Blowfish to take in blood from its victims.

The Blowfish isn't stupid. It makes its home in a secluded cave high in the mountains of Khalas, far from the prying eyes of powers and proxies. It does its level best to slay anything that comes by to disturb its solitude. Otherwise, it spends its time feeding on the corpses of its victims and occasionally taking out some of the more foolish proxies. The creature has increased its power dramatically since it first showed up on Gehenna, and the proxies' link to the potency of the gods has been transforming it into something new and exciting. It's looking forward to getting even more power.

The cave itself is nothing exciting. It's fairly large, the product of natural volcanic activity, and it's still very rough. The Blowfish has decorated it a bit, hanging it with the skins of its dead enemies. Noxious gases occasionally spill out from the lower reaches of the cavern, ending in a puddle of magma that occasionally belches forth a gout of lava. It's all very homey, at least to the Blowfish.

SPECIAL FEATURES. The gases spilled forth from the magma pool act as a *cloudkill* spell, but they don't affect anything without a humanoid set of lungs. They actually make the Blowfish stronger – when in its lair, the awnshegh attacks as a 14 HD monster.

THE TEARDROP PALACE
(Realm)

CHARACTER. There's no one as great as a power, and those that say otherwise are reduced. Berks come and go, but one truth stays constant: Anything can be stolen, and anyone can be a victim.

POWER. Sung Chiang (LL), god of thieves and trickery, rules the Teardrop Palace with a deceptively loose grasp. He's always concocting one scheme or another in an attempt to garner ever more power for himself. Sung Chiang's a three-faced god with eight arms, and his realm's awash with the symbolism of creatures with many arms and long reaches.

DESCRIPTION. At first glance, this doesn't seem like a big realm. Located near one of the banks of the River Styx, it's merely a nautiloid pagoda with two smaller shrines set beside it and a busy bazaar in between the two, all encircled by a beautifully wrought fence.

But that's just at first glance. As a body draws closer, the place seems to expand. It shrinks visitors to the realm, or expands as they approach. Either way, the effect's the same. A body approaches the Teardrop Palace as an insignificant ant, and knows exactly the god's opinion of him. It's all enough to make a berk realize that he is *not* the center of the multiverse, and it's for this reason that Signers don't often willingly visit the Teardrop Palace.

The closer a body gets to the pagoda, the smaller he gets. Stairs lead up to it, but they're too high for someone to climb comfortably – a body's free to try, but it takes considerable effort. Most folks just use the gutter on the side of the stairs. It's another reminder of their place in the scheme of things, but it's sure easier than scaling the clifflike steps.

Everybody can get inside the palace; what they do once they're in matters most to the power. First, visitors must pay obeisance to one of Sung Chiang's avatars (this one a monstrous jellyfish), and then pass through to his shrines. If

they're special visitors, they can find a chamber in one of the nautilus arms that spin off the main temple. The hallway winds in on itself unto infinity.

Below the upper temple lies its inverted opposite. In this pitlike cathedral, Sung Chiang makes most of his deals. Down here, his evil nature most truly exerts itself.

The chant is that Sung Chiang can afford to make his realm infinite; he steals pieces of other gods' realms, and imprisons those gods when they come looking for their lost lands. Some of them come to accuse him, while others come to seek his help in searching for their lost goods. Either way, they pay the price for trusting a god of thievery. It might just be that he steals some small part of their essence, such as a breath or two or the glimpse in their eyes, and stores it away with his precious things.

A map of the Teardrop Palace can be found on the back of the Gehenna poster.

PRINCIPAL TOWNS. Only the pagoda and the two smaller shrines rest here; the realm is like a self-contained town in the midst of Gehenna. Most visitors are initially disappointed by the palace. It's only when they get closer and smaller (or when the realm looms larger) that they realize the full extent of the whole area.

SPECIAL CONDITIONS. Sung Chiang's always looking to make people aware of how important he is. He usually does it by reducing his visitors in size, imposing a sort of artificial awe on them by virtue of his own size and majesty. Visitors must make a successful save versus spell or suffer a –1 penalty to all Wisdom checks and subsequent saving throws while here. This effect lasts for the next three visits as well.

PRINCIPAL NONPLAYER CHARACTERS. Smol and Roc, the two gehreleth proxies of Sung Chiang, make it a point to remain in the realm as much as they can. In their endless scheming and plotting against each other, they dare not leave for fear of having their shrines defiled. Thus they use minions, whether willing or not, to carry out their nefarious deeds. If a traveler draws the notice of one or the other (or maybe both!), he'll find himself used as a pawn in their endless feud.

SERVICES. Almost anything a body wants can be found in the Teardrop Palace. Items have been stolen from all over creation, but if a body doesn't mind buying stolen goods, this is a great place to get them. Of course, he's also liable to lose his purse in the milling crowds, and the prices are much too high for any sane person to want to do regular shopping here – but on the other hand, where else is a body going to find anything on Gehenna?

CHAMADA, THE SECOND MOUNT

In stark contrast to the first layer, Chamada is brutal and unforgiving, the most cruel of all the layers of Gehenna. It comes as a bit of a shock to folks who've just come from the first layer, but they'll get used to it or they'll die.

See, Chamada's covered with volcanoes and furnaces, oozing magma like a wound drips pustulence. Occasionally, like a particularly juicy pustule, the crust breaks and the magma sprays high into the air, spattering down for hundreds of feet around. The fiery ground causes 1d6 points of damage per round to exposed flesh, and anything not treated to resist such horrific heat must make saves versus magical fire to keep from bursting into flame.

Rivers of lava thousands of miles wide flow from the top of the mount, obliterating whatever lies in their paths. No sooner has one hardened and cooled than another wave comes. Though the ground may look solid, mostly it's just a thin crust over the latest flow, and a body's got to watch where he steps or face a fiery, painful doom.

The stench of sulphur and charred flesh fills the layer; the reek's enough to make a body vomit blood. It has the effect of a permanent *stinking cloud*, and no place here is safe from the smell except the caverns below. Sadly, the caverns melt in far too quickly for a body to escape the stench for long.

NIMICRI
(Town)

CHARACTER. Everything is one with itself and everything else. Individuality is an illusion; nothing matters except the ravenous hunger of crowds.

RULER. The ruler is the city, and the city is the ruler. There's no easier way to put it than that, and nothing harder for an outsider to understand.

BEHIND THE THRONE. No one pretends to the throne. The city operates as a whole being, and no self-appointed mouthpiece interferes with its functioning.

DESCRIPTION. Nimicri appears like a small moon, about 500 feet across, floating casually above Chamada's fiery furnaces. Spires and steeples jut out from its surface, and houses and buildings mar its circular perfection. The whole of the orb is paved and civilized, and it looks far gentler than anything on the plane has a right to be. The streets throng with happy-seeming people, and plenty of bustle goes on at all hours. It looks, actually, like an ordinary prime world, except for the fact that it's built on a sphere.

This whole city is, in fact, a total sham. It's a single living being, a great mimic that parrots the motions of life to lure bodies to it. Despite its location, the mimic's had remarkable success. Some say that it roamed the Prime for a

while, but there are no stories about this, and it seems unlikely a prime would set foot on the place anyway – most of 'em seem to be scared of anything new and different.

If a traveler looks closely, he'll see evidence that might clue him in to the nature of the town. That is, he might see that no matter where a native resident of the town walks, either the feet don't lift very high or the berk's got some goo that trails behind him with each step. Truth is, *none* of the natives are individuals. They're all part of the great creature, and they all speak with its voice. If someone tries to separate one of the locals from the ground, a greasy strand of filament remains connected to the berk, and the rest of the body grows tendrils down the ground in order to avoid being separated. If they're cut, the body dies immediately.

The worst thing about Nimicri: a body doesn't have to be eaten by it to become a part of it. If even a drop of blood falls on the streets, the city can produce the form and memory of the berk up to that point. In fact, the city often goes out of its way to make sure that some minor mishap befalls each visitor at least once during his or her stay, so it can obtain another memory template. It never shares the memories with anything or anyone; it uses them only to lure more food into its gullet. Some visitors it lets go, so they can tell their friends about the wonder of the town. Some berks even turn stag on their own races, luring friends and foes here in exchange for something that can't even be guessed at.

Fortunately, the great mimic can't duplicate a creature's natural abilities. The magical and unique abilities of its prey are beyond its reach, so the creature has no access to breath weapons or lightning bolts or spells.

MILITIA. Nimicri needs no militia. It is its own police force, and it reacts quickly to whatever slim threat any berk might pose. Someone messing with the natural order of things finds himself shunted off from the rest of his party by walls that seem to rise out of nowhere. His retreat is blocked off, and he eventually finds himself in a dead end . . . literally. The last thing he sees is a great toothed mouth opening in the pavement ahead of him, and he feels the walls pushing him in. If he persists in fighting, well, the walls just close in and close in till there's no space for anything but the walls.

SERVICES. Oddly, Nimicri does produce some excellent goods. The bodies it has absorbed retain the memories of their former abilities, and the mimic puts them to use in making itself a trading point. It hopes, eventually, to become part of a regular trading route, at which point it'll have its pick of victims.

Current Chant. Travelers report having seen a dragon land here a while back; of course their testimony is suspect, since they were dodging lava at the time.

Also, word is that fiends have been spotted here. It's dark as to why they might need to talk to the beast, but chant is that the Blood War's about to reach a new level, and the city might prove useful in the upcoming battles.

THE TOWER OF THE ARCANALOTHS
(Site)

Hearsay. The tower's the largest gathering of arcanaloths to be found in all the multiverse. It's also the home of their great library, where the contracts of the Blood War are recorded on the screaming spirits of petitioners and caged away as a permanent record of the war.

Description. Rising high above the lava flows and avalanches of Chamada, the Tower of the Arcanaloths soars as an architectural wonder. The tower, designed by Larsdana ap Nuet, echoes the evocative architectural style that characterizes Sigil. Blades and spikes decorate the exterior of the spire, promising pain and death to those foolish enough to cross the lintel into the arcanaloths' domain.

The tower functions as the record vault for the yugoloth race. The entire history of the species can be found here, if a body only knew where to look – and if he could get inside the walls. See, the arcanaloths jealously protect their secrets from lesser beings, and they do their damnedest to keep their darks hidden – the sheer inhospitality of the layer's the main reason the arcanaloths built their tower here.

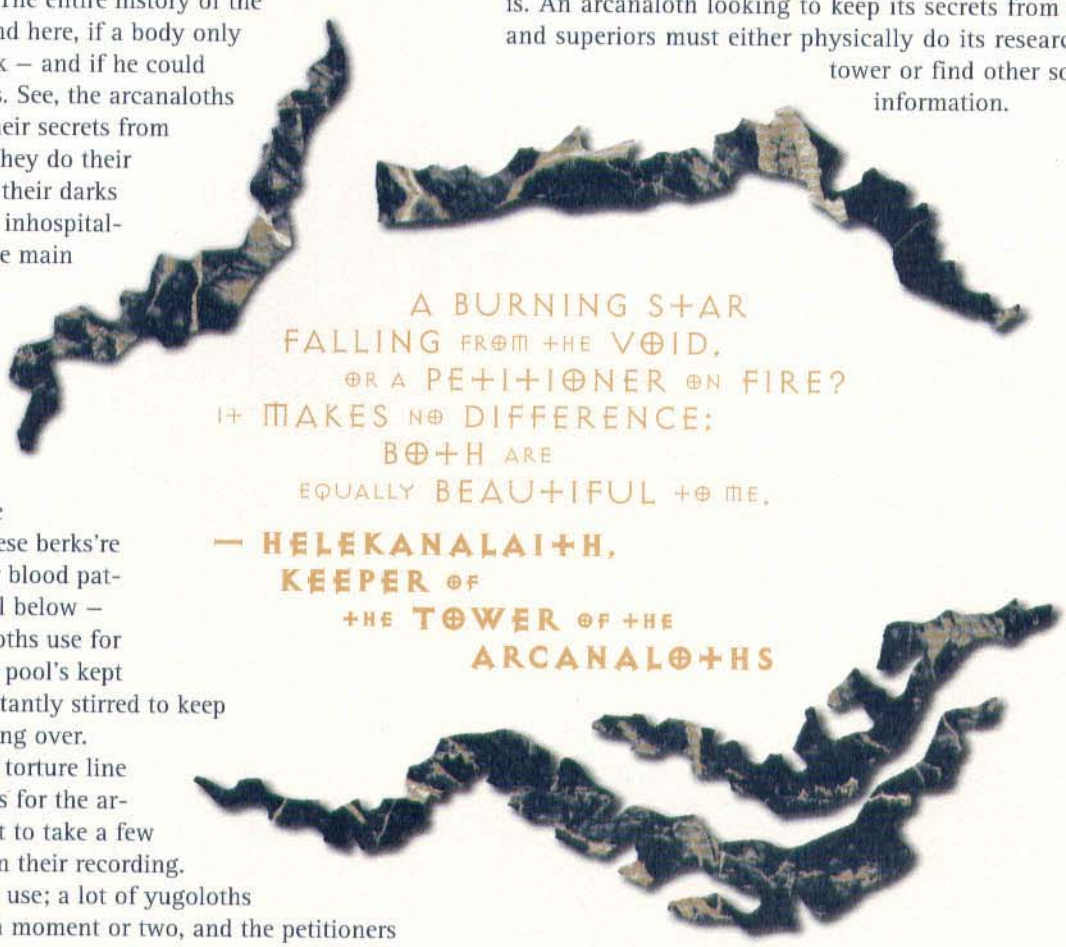
Inside, the bodies of flayed petitioners dangle from chains depending from the ceiling. Some of these berks're still alive, and their blood patters into a vast pool below – the ink the arcanaloths use for their contracts. The pool's kept warm, and it's constantly stirred to keep the ink from scabbing over.

Instruments of torture line the walls, diversions for the arcanaloths who want to take a few moments away from their recording. These are always in use; a lot of yugoloths need diversion for a moment or two, and the petitioners suffer for long years, until they give up the ghost and expire for good. The yugoloths regard torture not as amusement so much as a philosophical interpretation of existence.

Deep below the tower lies the vast library. It extends for miles, protected from the lava by the spells and wardings of the most powerful yugoloths. Each contract is inscribed on the living skin of a petitioner, burned in with magic and branding irons. Locked away in a tiny cage, the only thing left on the petitioner's his mind is the knowledge of the contract and his horrible pain. It's quite delicious to the yugoloths.

Special Features. It's thought that Larsdana built this tower as a focal point for the arcanaloths' power. By concentrating their will, arcanaloths can access all of the records available in the tower. This allows them to recall which fiends have bobbed them, and which have dealt in good faith. It also lets 'em know which generals are easily betrayed, and which it's a bad idea to turn stag on. Plus, they can know who their enemies are at a moment's notice. This option's only available to the arcanaloths and the ultroloths; the other yugoloths have no idea how to focus their minds correctly.

The only drawback is that an arcanaloth has to concentrate for a round for every plane of distance, and this lets the arcanaloths in the tower know *exactly* where their fellow is. An arcanaloth looking to keep its secrets from its peers and superiors must either physically do its research at the tower or find other sources of information.



MUNGOTH, THE THIRD MOUNT

The fires have very nearly died out in Mungoth, and the illumination they provide is barely enough to light the layer. In this land of ash and snow, the crust has hardened and formed obdurate rock. Volcanic activity still constantly shakes the ground, but it's much less violent between the mountains, and the reddish glow fades nearly to violet between the furnaces.

IT'S NOT THE COLD THAT GETS YOU . . . IT'S THE HUMIDITY.

— MUNGOTH PETITIONER SAYING

The greatest danger here isn't the lava, though an avalanche of burning rock mixed in with the snow can still wipe a berk clean out of existence. It's the snow itself. Corrupted by the constant ash, the snow burns through clothing and skin like they aren't even there. Snowstorms last for hours out here, which is bad news for anyone caught in 'em – the snow causes 1d3 points of damage per turn to anyone caught beneath its deadly fall.

Mudslides are also fairly common here. In fact, it's almost like the plane's looking to loose them on travelers; a body's got to keep an ear out for the telltale noises of a slide approaching or he'll likely be washed away, to wind up packed deep in some crevasse.

This is said to be the gentlest layer after Khalas. In fact, if it weren't for the occasional cave-in filling the caverns with mud or lava, the caverns underneath the layer might almost be habitable by an ordinary basher!

ONDTLAND
(Realm)

CHARACTER. Pain is everything. Pain sharpens the senses, and prepares one for the worst the world has to offer. A body that doesn't bow down before a greater power suffers what he deserves.

POWER. Loviatar (FR), the Mistress of Pain, holds the whip hand in Ondtland, and she plies it often. She rewards good and bad service the same way – with a drawing of the nine tails across a body's back. It's just that she lets a good servitor live, and she flays the very life from a bad one. She tolerates no fools, demanding the same sort of icy logic in her minions as she expects from herself. A body could say that she's whip smart – but he wouldn't say it in her hearing; she's got the sense of humor of an iceberg.

DESCRIPTION. Ice and icy pain shape this realm. A towering fortress rises high in the center of Ondtland; this is the Frigid Palace, home to Loviatar herself. Its jutting crags look almost like the tortured screams of her victims, and during the endless night, the icy glow of the citadel rises into the sky with an eerie beauty, dancing in blues, reds, and greens across the sky throughout the realm. Its beauty is one of the few benefits of coming to the realm, and one of the few expressions besides pain that Loviatar allows herself.

Days and nights in Ondtland are not at all equal. Daylight comes for an hour or two, followed by 22 hours of darkest night. The wind whips up clouds of fine snow, and it howls around the eaves of the buildings.

The realm is ice-locked, so much so that a body's breath freezes on his beard. Ondtland is protected from the occasional hot spots by Loviatar's will, and not a spot of life survives that's not brought in. Dire wolves roam the icy plains (though even here, it's not totally flat!), and powers help the goblin or barghest that thinks they'd make good mounts.

A variety of carnivorous caribou lives here, too. Huge packs of them make their way across the realm, traveling where they will. Fortunately, they've got low morale, and so a berk can scare them off if he's looking for meat, but they're still ferocious opponents when pressed.

Icy rifts and crevasses are common, and some of them drop hundreds of feet into magma pools. It's only when a body gets within about 20 feet of the magma that he starts to feel it. Still, for someone who's dying of exposure on the ice, camping on the shores of a magma pool sounds downright inviting.

Crags and glaciers challenge a climber with their height and sheer slopes. An adventurous cutter might well find caves burrowed into these walls, though he might not like to find what made 'em. It's said that remorhaz and yeti lurk in the high glaciers. The glaciers move as if they have a mind of their own, and they've been known to glide miles in a single night. Worse yet, their crevasses open and close like great mouths, and many a body has never been found once it's fallen into one of these rifts.

PRINCIPAL TOWNS. Several towns lie scattered across the realm, each bidding to outdo the others in hostility and strength. Smertzen is the largest, with a population of about 10,000. All of its inhabitants

wear the fur of the white wolf in belief that it wards off evil deeds done to them; it's not very effective. Still, it's the most cosmopolitan of the towns in that visitors aren't routinely stripped of their valuables and thrown out into the snow, and there's even a slim chance that a body can leave here with something of value that he didn't bring in himself.

The second-largest town of the realm is Aasbern, watched over by a werewolf who goes by the name of Per Svenson (Pl/♂ human [werewolf]/F8/LE). He's a skin-dancing wolf who uses the skin of a true wolf for his transformation, and he guards the skin he uses jealously. He regards visitors as fresh meat come willing to the slaughter. If the larders are full, a traveler can make it through town safely. If they're running empty, well, it's best just to say that they've brought health to the community.

Special Conditions. When it's calm in Ondtland, a body has little to fear from the elements, aside from the freezing cold and the acidic snow. But when the wind kicks up, it's like a knife carving through a soul's clothes. Sometimes it blows up a fine powder of the snow, which sears through flesh with agonizing pain. Sometimes the wind's even stronger, and it can knock down a reindeer with its gusts and howls.

The powdery snow causes 1d4 points of damage when it blows across a body's face. A strong push from the wind can force the wind from a body's lungs and leave him gasping on the ground. Anyone who fails a Strength check when the stronger wind blows is knocked down and suffers 1d3 points of damage from the force of the blow.

::PAN+::
::SPRIN+ ACR⊕SS +HE ICE::
::A H⊕WL ⊕F W⊕LVES PIERCING
+HE NIGH+ AIR::
;:DESPAIRING SCREAM::
— A +YPICAL NIGH+ IN ⊕ND+LAND

Principal Nonplayer Characters. The Great Jarl Aeric Redson (Px/♂ human/F16/NE) roams the wastes between the towns, carried by his sled wolves and followed by his menagerie of Whips, an elite fighting force. He delivers Loviatar's justice to the towns, and changes the laws as he sees fit. The jarls of the towns usually change 'em right back once he's gone, but not one crosses him to his face.

The Reindeer Lahoutek (Pl/♂ human/R12/Transcendent Order/NG) has been a part of the realm for a good long time. She befriends those travelers she can, warning them of the perils of the realm, doing her best to steer newcomers out of trouble. She also slays wolves and sells their pelts in the towns. Though she's good aligned, she has no wish to earn the ill will of the people of the towns. She just wants to make sure no one falls prey to the evils of the realm – at least, not unwarned. Loviatar lets her remain in the realm unharmed, figuring that the pain caused to travelers *after* they've already been warned is even greater than those who stumble into it unknowing.

Services. The torturers of Ondtland come at a high price, but they're valued across the Lower Planes. Some of them have even taught at the prestigious School of Pain in Baator, while others go on to become roving torturers. They're recognized by the icy daggers they bear and the whips coiled neatly at their belts. Though the fiends don't fear these berks, they do respect their talents. In fact, an Ondt torturer's often given accommodations and food by both sides of the Blood War, in hopes that he'll perform services on captured prisoners.

Ondt wolfskins are easily enchanted to serve as protective cloaks and the like. If they're gotten off the wolf carefully enough, their native benefit of *protection from cold* is transmitted to the new wearer. But a sod had better be careful about whose skin he wears; unfortunate berks have occasionally turned to ravening beasts when wearing these skins, and even the usual cures for lycanthropy don't seem to have any effect.

P⊕R+€N+
(Town)

Character. Deception and betrayal come easily to everyone here, and anyone who doesn't play the game becomes a part of it. There's a price to having a spirit, and it usually comes in the form of a cage.

Ruler. No one openly rules this town. All manner of cutters want it, but none of them can get enough control over the city to declare themselves the true ruler.

Behind the Throne. A mysterious figure sits in a corner of the central hall, a wizened old woman with snakes growing from her eye sockets. Laughing Jane (Pl/♀ tiefling/M4/NE) speaks from all three mouths on her head. Her human mouth speaks of other worlds and places best seen in the imagination. The snake from her right eye speaks her mind, and the one on the left sees through the veils of both deception and truth, and speaks of both. Everyone who wants to rule comes here to find what's on her mind, and everyone's convinced she knows the truth of what Portent is really about.

DESCRIPTION. Portent's a maze of streets, all winding over and through each other like a tracery of veins. Around the outer rim of the unwalled city, the streets become more regular, winding about with exact twists and turns. All of the outer ones are of a precise width, while the inner roads are of varying sizes.

Along the main arteries of traffic, the buildings spring up tall and strong, as if they were feeding from the flow of information and power along these roads. The rich who attained their wealth by treading on the backs of their fellows and grinding 'em into the dirt live at the center of town. Towards the outside of town lie the slums, where the riff-raff and the once-mighty now live. The streets out here are narrower, as if the lack of traffic keeps drawing them in tighter and tighter.

The Great Hall perches at the very heart of town. In the dusty hall sits a throne made from a bone that was never a part of any known creature. It thrusts from the floor in a brazen display of power, and it seems to ward off any who look upon it. Anybody's welcome to come in and visit it, but very few actually do.

The real nerve center lies a few hundred feet away from the Great Hall. At the Bazaar, most of the important decisions of town are made. In the space of time it takes for jink to pass hands, alliances are severed and established, and new factions let loose on the dreaming town. Warriors and mages all have something to sell here, and money's their only loyalty.

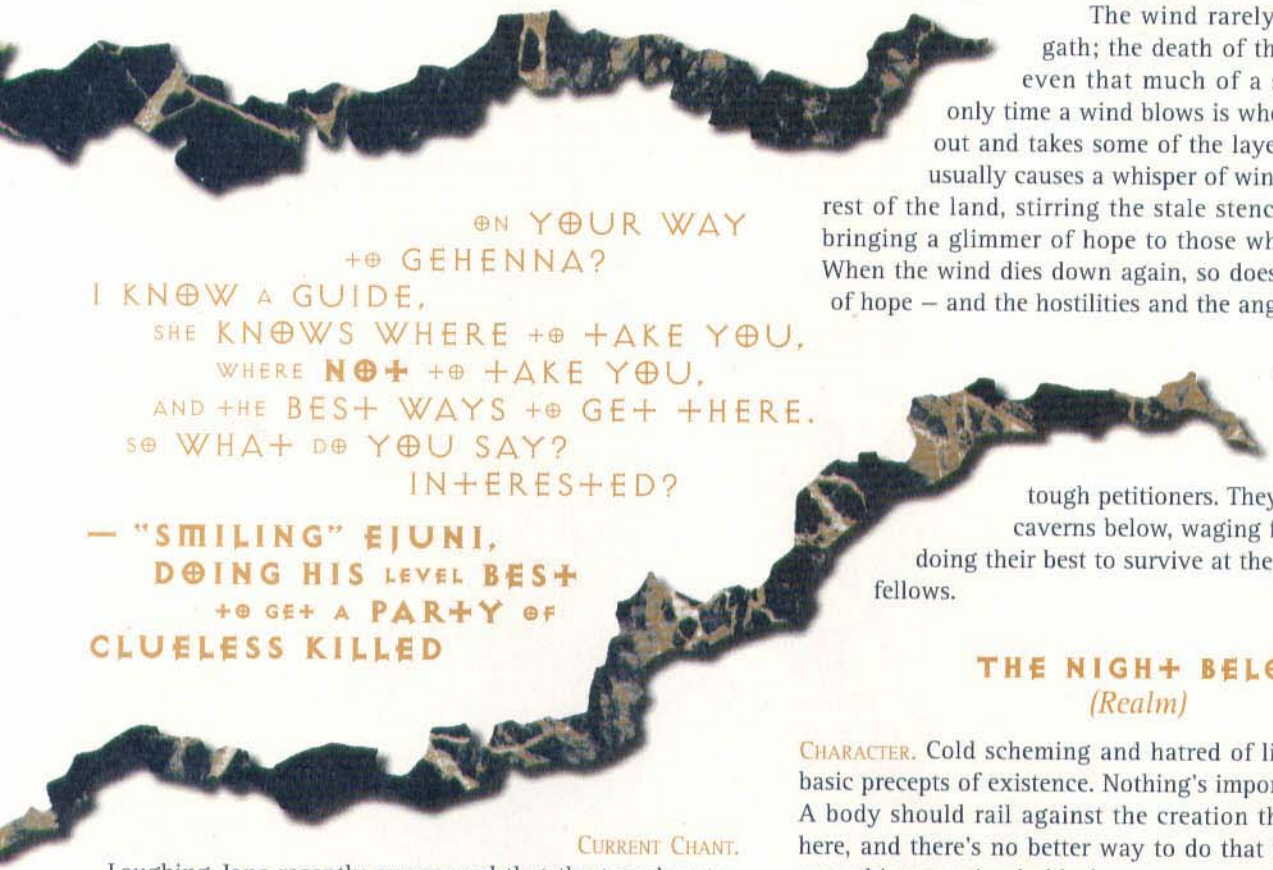
MILITIA. Portent has never needed a militia. For some reason, fights here are always of the verbal kind; not a single instance of a physical fight has been reported in the long millennia that Portent's said to have existed here. In fact, travelers find that they can't draw a weapon in anger. If they can train themselves to plan out an attack and assassinate another . . . well, there've been plenty of murders. But once reason goes out the window, the body of the attacker goes rigid until reason returns or the berk dies.

See, the town actually forces a body to think out a conflict, to plan acts of harm. If a berk reacts in anger, he's got about a minute to calm himself down and rationalize the conflict. Once that time's up, the fight moves into his head. He thinks he's fighting, but the only damage he's doing is to himself. In game terms, he's got a round to cease his anger. At that point, he begins the attack as normal, rolling damage on his target. Any damage he does, though, he does to himself. Once he's gone through all his hit points, he dies. If he can make a Wisdom check at -4, he realizes what he's doing to himself. Otherwise, he goes down fighting a battle in his head.

SERVICES. Portent's always been full of sages, wandering about in search of whatever secret's buried here. They'd badger Laughing Jane mercilessly if it weren't for the fact that the locals also want to see her, and bodily remove the intruders. Those who don't leave with minimal fuss usually

leave with a chiv sticking out of their back. Still, the sages abound, and a body who doesn't mind interrupting them can question 'em for minutes on end, and usually for free.

Guides to the lower tunnels of Mungoth can also be had for a substantially higher price. They're all sullen and scared-looking, and most of 'em return without their charges, but a few have proven trustworthy. The more jealous among the guides hold that this is only because they're holding out for a greater betrayal.



Current Chant.

Laughing Jane recently announced that the town's actually the body (well, the inner workings, anyway) of one of the first yugoloths, bound by the sigils of the outer streets to keep it captive. She also said she was the one who bound the creature, and she paid for it with the price of her eyes and her sanity. No one knows if she was telling the truth or not, but a few folk decided to start digging up the outer streets in hopes of releasing the beast. And, of course, many didn't want to see that happen. Bloody street battles have erupted all over the city as factions rise and fall trying to defend one side or the other.

Yugoloths have been seen entering the Great Hall at the center of the city and seating themselves on the throne. Though they don't say anything to anyone coming or going, they certainly leave with satisfied expressions on their fiendish faces. Human bloods who have sat on the throne haven't found or learned anything, but that might just be because they weren't open to whatever lessons they should have learned.

KRANGATH, ✦ THE FOURTH MOUNT ✦

Any volcanic activity in the Dead Furnace died out long, long ago, though the black stone attests to its all-pervasive influence. The entire layer swims in a void of oblivious silence. The only noise is the sound of feet scrabbling over the darkened, icy stone, and the only smell native to the layer is the faint reek of brimstone in the ice. The cold causes 1d6 points of damage per round.

The wind rarely blows in Krangath; the death of the layer prohibits even that much of a sign of life. The only time a wind blows is when a portal opens out and takes some of the layer's stale air. This usually causes a whisper of wind throughout the rest of the land, stirring the stale stench of the ice and bringing a glimmer of hope to those who're left behind. When the wind dies down again, so does the small flame of hope – and the hostilities and the anger begin anew.

Nothing dwells on the surface – it's too cold even for the brutally tough petitioners. They all reside in the caverns below, waging fierce battles and doing their best to survive at the expense of their fellows.

THE NIGHT BELOW
(Realm)

Character. Cold scheming and hatred of life form the two basic precepts of existence. Nothing's important, save these. A body should rail against the creation that brought him here, and there's no better way to do that than by stealing everything creation holds dear.

Power. The ruler of the Night Below is none other than Shargaas the Night Lord (MM), orcish god of stealth, thievery, and cold. He's also got undeath as part of his portfolio, and he delights in using that power. He hates life and the forces which brought him into existence, and he spends much of his time bemoaning the very fact he exists. He usually appears as an ebony-skinned orc dressed all in black, with dark eyes that nonetheless seem to glow with an unholy light in the darkness.

Description. Erroneous reports place this realm on either the second or the third layers. Truth is, this is disinformation spread by the minions of the god, who're hoping to get berks lost in the fiery plains of Chamada or flayed alive in the acid snows of Mungoth.

The Night Below comprises a series of caverns extending off into infinity, beyond even what the confines of

Krangath could hold – yet there are caves under the surface of the layer that are not a part of his realm! Some say that Shargaas' realm reaches into every cavern in every world, at the cold spots that adventurers associate only with temperature. It's thought that Shargaas can see each of these spots, and determines whether or not to take a berk whenever he passes that spot.

It's impossible to tell where any of the caves lead. They twist up, down, around, and inside and out, some even winding over each other like giant worms in love. The occasional passageway might connect 'em, but a body really shouldn't bet his life on it.

The passageways open up into huge caverns every once in a while, and it's in these that the main orcish populations are found. The brutal and petty petitioners live their afterlives in desperate searches for the approval of Shargaas. They slay all intruders that enter, unless the interlopers can show they've got a good reason to be here. Most don't have one good enough.

"THE FOUR-FOLD FURNACES,
THE FIRES TERRIBLE . . ."
— THE POET IOLEUF

The name Night Below is more than just pretty symbolism. It's the truth. The darkness is utter, and any light illuminates only a 5-foot area, no matter how powerful or magical. Even infravision doesn't work. In Shargaas' realm, only he and his servants can see in the dark. Any light brought into the realm immediately attracts the attentions of at least 10d10 orcs, who come to investigate. Only one of 'em usually appears before the invaders, but a body can rest secure knowing that there's bound to be at least nine other orcs hidden in the nearby shadows, ready to kill and maim – preferably from behind.

Rumors abound of other creatures creeping around in the darkness of the realm, but those that've seen these don't tell of it, while those who haven't keep rattling their boneboxes. One thing's for sure: The orcs know about 'em, and probably control 'em, so there's no point in worrying about it. If they're going to attack, they're going to attack, and the only thing a basher can do is defend himself.

Principal Towns. As in Pandemonium, the main towns of the realm rest in the larger caverns. Still, the largest holds only about 3,000 or so people; the realm's so big that there's really no need for them all to be living close together. The major town is called Cold Fever, after one of Shargaas' punishments, and it's just as inhospitable as the rest of the realm. Chances are that a berk who doesn't belong here'll be dead before he reaches Shargaas' Audience in the center of town.

Special Conditions. The darkness of the Night Below magnifies the other senses. Sound and smell become all-important, and the slightest sound echoes throughout the tunnels. Those blessed by Shargaas can Move Silently through the tunnels with a 65% or greater chance, with not even a shuffling betraying their stealthy movements. They can also mask their scents with an equal chance of success.

Those not blessed by the power suffer a penalty to their Move Silently skills – a penalty that removes roughly half of their ability. Those who have no ability find their armor jingling, their swords clanking, their packs creaking. In short, they find that they can hear their own noise with much greater acuity, and they must save versus paralyzation to keep from moving at half-speed to prevent the noise from traveling far.

Principal Nonplayer Characters. Dralik Zallar (Pr/♀ half-orc/F6,T7/NE) came here to study at the home of the best orcish assassins in the known universe, and she's getting pretty good at her lessons. However, she knows just how hard it is to get around if a body doesn't belong here, and she'll guide a group of travelers straight to Shargaas' citadel, if that's what they want. Of course, she demands a price: The right to hunt one of 'em for an hour through the caverns. If the berk escapes death for the hour, Dralik holds true to her word. Otherwise, she feels free to betray the rest of the party.

Services. Visitors looking to hire assassins or thieves find the only welcome in this realm. The orcs pride themselves – and rightly so – on being some of the best of either for planes around. Though they aren't always the strongest fighters, they certainly know their way around the tools of the trade. Poison, accidents, and all things murderous hold no secrets from the Night orcs. 'Course, the price is ridiculous. But on the other hand, if a body's looking for quality work, only a few places come more highly recommended.

A body'd have a hard time finding anything he might want or need that he couldn't get someplace else – except, perhaps, for information on portals to the rumored layers below Krangath. All those who've gone, though, have never returned. Those who keep track of such things say another layer must exist, but chances are that everyone who's seeking it has ended up as part of Shargaas' undead army, instead of getting where they want to go.

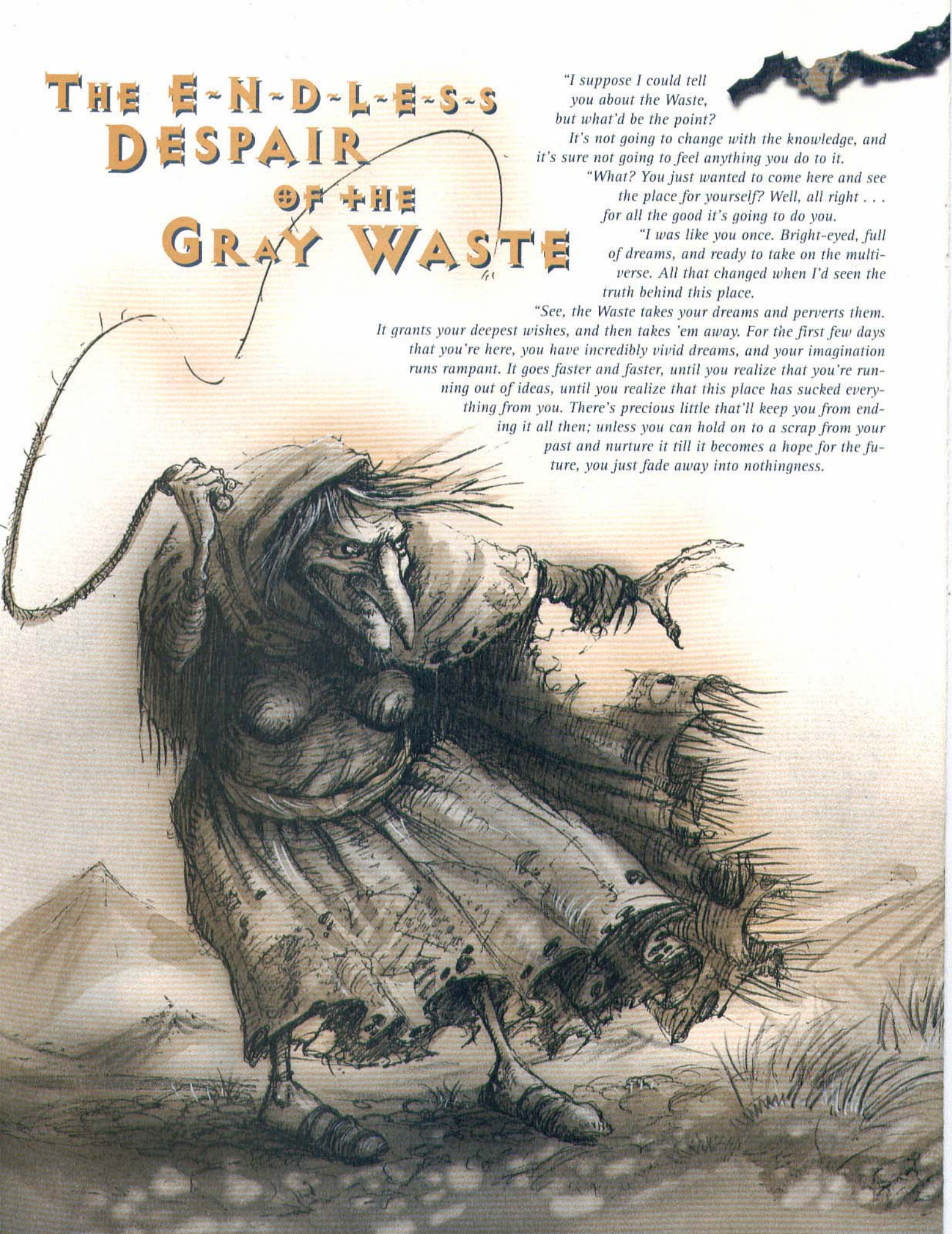
The E-N-D-L-E-S-S Despair of the Gray Waste

"I suppose I could tell you about the Waste, but what'd be the point? It's not going to change with the knowledge, and it's sure not going to feel anything you do to it.

"What? You just wanted to come here and see the place for yourself? Well, all right . . . for all the good it's going to do you.

"I was like you once. Bright-eyed, full of dreams, and ready to take on the multiverse. All that changed when I'd seen the truth behind this place.

"See, the Waste takes your dreams and perverts them. It grants your deepest wishes, and then takes 'em away. For the first few days that you're here, you have incredibly vivid dreams, and your imagination runs rampant. It goes faster and faster, until you realize that you're running out of ideas, until you realize that this place has sucked everything from you. There's precious little that'll keep you from ending it all then; unless you can hold on to a scrap from your past and nurture it till it becomes a hope for the future, you just fade away into nothingness.



"Yeah, some places here might interest you. But unless you've got the spiritual equivalent of the strength of a titan, you won't be interested in 'em by the time you get there.

"Ahhh, what's the point? You're going to go ahead and do it anyway, no matter what I tell you. Powers know that I've tried. There's just no use in trying to stop you. No use in doing anything. Anything at all."

— Dalton the Gray, terminal visitor to the Waste

The Gray Waste lies at the nadir of the Lower Planes, where all the evil in the planes converges in one gigantic, colorless clash. It gives rise to the purest, most undiluted corruption of the multiverse, or so it's said. Its inhabitants practice evil for evil's sake, without any of the considerations of law or chaos that taint the rest of the cosmos.

So what *is* "pure" evil? Well, it ain't what a body might think. It's not the consuming rage of the Abyss or the devious plotting of Baator. It's apathy, hopelessness, and despair. It causes the death of all a body's dreams and desires, leaving the withered husk of what used to be a fiery spirit. Under this influence, a berk gives up on things that used to matter, and gives in to total lack of feeling.

✦ PHYSICAL CONDITIONS ✦

The Gray Waste encompasses three layers: Oinos, Niflheim, and Pluton. One might more properly refer to the layers as *glooms*, because, well, they're nothing if not gloomy. See, the Gray Waste is more than just a pretty name; it's a way of life, and the only description of the plane that completely defines it.

SEE THIS?
HUNDREDS OF MILES
OF DESTRUCTION,
MILLIONS OF BODIES
LITTERING THE FIELD,
SENSELESS DEATH THROUGHOUT
. . . I LOVE IT.

— TARNALAK,
A MEZZOLOTH

MADNESS IS THE BEST DEFENSE AGAINST THE WASTE!

— KAR AN ESCH, BLEAKER

The gloom touches all – including the spirits of everyone who comes here. Everything's a shade of gray, ranging from charcoal to almost-white. It's been said that a body's possessions turn gray as soon as he sets foot in the Waste. That's nonsense! The bleaching takes about a week, though any bright colors brought here begin to fade immediately. Once that week's up, though, even the most vibrant of colors is gone, leeched away by the wasting tan of the Gray Waste. Then even muted colors stand out, for as long as they last.

'Course, in a place where even dark black is an exception, somebody wearing colors is bound to give another berk a splitting headache. It's like looking into a bright sun for the locals, and if one thing rouses them from their stupor, it's the pain of colors. The newer residents, still capable of caring, converge on the offender and beat him senseless while they tear the colors from his body and bury 'em. They do their best not to make a body bleed; even the dull red (or green, or blue) of blood hurts their eyes, and they don't want that.

No sun, moon, or stars brighten the glooms. The sky stretches out in a featureless gray expanse, and it's mighty difficult to tell where the horizon ends and the sky begins. One's just a little darker than the other. The lack of sun means no day or night, only the neverending cycle of slight brightening and slight darkening. The cycle has no apparent pattern: It can brighten for hours on end, or it might take merely a few minutes before the dark encroaches again. And it's not like a body would want to measure time anyway. The plane suffers in a state of eternal waiting, both past and future, with all the boredom and ennui that such a situation entails.

It's like a land of eternal twilight, but without the sense of closure dusk brings. It's like dawn, but without the promise of a new day. The plane represents a constant state of indeterminacy, and it absolutely drives a body to the brink of despair and beyond.

Fact is, the Gray Waste actually steals dreams and hopes from a cutter, draining him of all that he ever wished to be. Some say that the Waste converts the dreams into power for itself – who knows? For every week a body spends here, he must make a successful save versus spell or begin to lose his sense of self. This comes in the form of incredibly vivid dreams, so vivid that a body can smell and hear what's in 'em. These dreams dredge up a body's past, ransacking his memories and his desires, and spilling them onto the ground of the Gray Waste. The poor basher being drained finds the process enjoyable, at first, until the dreams die down in intensity. As they do, his imagination and willpower dissipate as well, and he finds himself wondering why he ever dreamed in the first place.

For some, the loss of hope and feeling is welcome solace. Most don't realize that only the better dreams slip away, the dreams that make life worth living.

And when a body's finally succumbed and lost his dreams completely, he no longer desires to leave the Waste. Within 1d6 months, he loses sight of his own identity and vanishes into the uncharted regions of the plane to shed his mortal guise. The last anyone sees of him is a body trundling off into the distance – though bashers tell tales of larvae with faces that seem strangely familiar.

It's for this reason that certain groups of good folks make it their job to track down sods afflicted with the soul-wasting sickness of the Waste. These do-gooders want to save as many from the horrible fate of larvaedom as possible, and to keep the cursed fiends from gaining new recruits. Though night hags hunt such parties viciously, these humanitarian bashers persist in their mission of mercy.

Denizens of the Lower Planes seem to be immune to this draining. Either these creatures completely lack dreams and hopes, or they've got extraordinary mental fortitude. Whatever the case, a fiend has never been known to revert to larva status.

Whispered rumors speak of beings so incredibly powerful that the battles they wage use the very powers themselves as pawns. Occasionally these forces stoop to using even lesser beings, such as humans, but they remain hidden to human knowledge. The rumormongers say that these are the forces behind the planes, the very personifications of good and evil.

Of course, as far as anyone knows this is just rumor and idle speculation brought on by too much bub, not enough sleep, and outside influences. Matter of fact, it sounds a lot like something a shator gehreleth might make up. Still, the speculation brings a large number of visitors seeking to discover the truth.

GETTING AROUND

As mentioned before, a body can get in and out of the Gray Waste by plenty of roads. It's just a matter of mustering the will to do so. Most folks simply can't leave once they've been here too long.

Three of the Outer Planes' four Great Paths form an essential part of the landscape of the Gray Waste (Mount Olympus, the Styx, and the World Ash; see further details below). Only the River Oceanus doesn't lead here, and that's because its waters are too pure to be polluted by the evil of the Waste. Besides, one path already touches each layer. Another'd just confuse the issue.

Guards watch each of the major paths; the powers and

the yugoloths overseeing the Blood War like to know who's coming in and going out. Only the yugoloths do anything to restrain a berk, since the other guards really just don't care much.

Plenty of standard portals and gates appear here too. From the top layer of Oinos, they lead to Gehenna, Carceri, the Outlands, and the Astral. All portals out of the place look like great spinning coins, endlessly turning in the air. They're immune to the color-leeching qualities of the Gray Waste – perhaps due to some influence from the plane which they abut. The portals leading to Gehenna are made of copper, those to Carceri are gold, the Outlands portals shine silver, and the Astral portals gleam platinum. Their color and size glow like beacons across the Waste, making them visible for miles.

To travel anywhere on the Gray Waste outside a power's realm, a body has to learn the trick of not concentrating on his destination. Only the lack of desire or care to reach a place allows a body to make much progress. He moves about ten times faster than if he's intent on reaching a certain point.

All sorts of terrain cover the land, giving a body the options of traveling by horse, by foot, by boat, or by air. Plenty of roads wind around the Waste, but none of them span more than a mile. Seems the builders just plain gave up with the futility of it all.

Teleportation onto or around the Waste – whether by spell *(teleport* or *teleport without error),* natural ability, or magical item – is difficult, and it's impossible in Oinos. The other two layers pose about a 75% chance of failure, and that's enough to deter just about everyone but the barmiest tanar'ri.

Speculations about the cause of this limitation include the following chants: the very similar nature of different parts of the plane "confuses" the magic (it all looks alike, even to a spell); it's some condition imposed to limit the movement of fiendish troops to the main battlefields of the Blood War; or something on the plane itself dislikes such freedom of movement. After all, the despair takes a bit of time to set in. If visitors can simply pop in and out, the Waste can't claim them among its victims.

MOUNT OLYMPUS

The very base of Mount Olympus runs out not far from the gates of Hades' underworld in the third layer of Pluton. The Mount remains an excellent way to bypass the other layers, and so it sees a fair amount of traffic. A body can either climb down the slopes of the mountain or make his way through the winding passages inside its vastness. Of course, that's the longer way, and mighty uncertain for a berk who doesn't know where he's going. The mountain holds a lot of dead ends, and thus a lot of bones from the sods who just didn't know enough to find their way out.

Hades has put large gates around his realm so he doesn't get the curious and the gawkers wandering through his home without a good purpose. Though his wife might get lonely, Hades suffers from no such affliction.

THE RIVER STYX

The Gray Waste has the dubious honor of being at the midpoint of the Styx. The river usually moves slowly through the Waste, though in a few places it gives way to sudden swirls and eddies, spinning the foolish and unwary down into watery and forgotten deaths. The Styx flows only on Oinos.

The water's no more powerful here than anywhere else. Dark as pitch and nearly as viscous in some places, the Styx brings oblivion to the memories of any berk stupid enough to touch it.

The foul river fairly teems with transports coming and going. It's the easiest place to get on or off the red current, and marraenoloths constantly ferry passengers here. Hydroloths swim the polluted river, following the barges of the marraenoloths. This is also the most common decamping point for the armies of the tanar'ri and baatezu; their blood only helps to pollute the waters even further.

YGGDRASIL, THE WORLD ASH

The World Ash has its roots in the heart of the second layer of Niflheim, growing from a low hill within hailing distance of Hel's realm. The Dragon Nidhogg lairs here with her spawn of young dragons. She devotes herself to chewing down the Tree of Wisdom, her mighty teeth tearing a hole through the very base of the tree. Though she's wingless, she's still a formidable opponent, as the bones littered about the base of the tree suggest. She won't take the time to attack someone coming down the base of the tree, but she *will* defend herself and her numberless brood from anyone who dares to assault them. A wise blood just descends on the opposite side of the tree.

Yggdrasil offers one of the few ways a body can get into Niflheim without going through the first layer, and so it's prized among travelers hoping to avoid the Blood War skirmishers.

THE BLOOD WAR

The first layer, Oinos, serves as the primary battleground of the Blood War; it's scarred and pitted from the titanic forces that've been unleashed upon it for eons. Though the war rages throughout the Lower Planes, it's here that the conflict reaches its hideous peak. The armies clash without cease on the infinite battlefields, and anyone not fighting on one side or the other is pulled into the fray unless they've got the power to prevent it. Not too many sods do.

Because of the difficultly in teleporting accurately into and around the Waste, the baatezu and tanar'ri forces are compelled to travel to the Waste via the Styx (through Gehenna and Carceri) and via set portals on their home planes, most of which are only wide enough to send a few fiends through at a time.

✦ MAGICAL CONDITIONS ✦

The Gray Waste, like all planes except the Prime, has its share of magical strangeness. A spellslinger should know that his spells *always* have the most evil effect possible. If he doesn't pay attention to what he's doing, he's got a good chance of injuring his comrades or drawing hostile attention to himself. Just a word to the wise.

In addition, all color-based spells (*color spray, prismatic sphere*) are utterly ineffective here.

Conjuration/Summoning. Summoning spells on the Waste usually call one of the skirmishing warriors in Oinos. They're typically more than a little irritated at being dragged away from the war, and act only according to the letter of the binding placed on them. Furthermore, they keep note of the summoner so they can take care of *that* piece of business when they get done with the current battle.

A summoning spell can bring *anything* to the caster, regardless of power level. A simple *monster summoning 1* can net a pit fiend. Fortunately, the laws of the spell still apply, so the caster doesn't have to worry too much about it turning on him – at least, not at that moment.

Divination. These spells reveal little on the Waste. Messages are tinged with despair and angst, promising a sad end to whatever question is posed or information is sought. The divined message may be false, since the plane doesn't differentiate between truth and lie. The Waste seems to respond directly to the caster's psyche, and it twists the spell to suit the caster. A mage can cast the same spell twice in a row and get two entirely different results. It's best not to rely on divination here.

Enchantment/Charm. The plane is precious light on charm, and that's reflected in the spells cast here. The people just don't have any dreams to anchor them to life. As a result, they gain a +3 bonus to saves versus charm spells. If a charm spell doesn't ordinarily allow a saving throw, they can still attempt the save (without the bonus, of course).

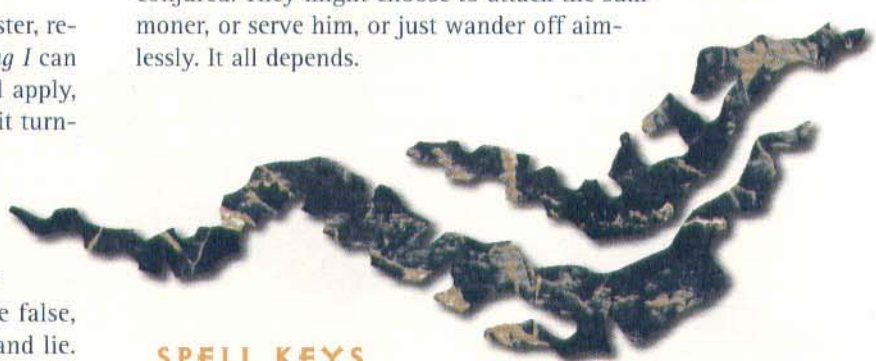
When a charm spell *is* successful, it snaps a body out of the Waste's influence, at least for the duration of the spell. (Note this doesn't work on someone who's been under the Waste's influence for more than two weeks.) The magic gives the charmed berk something to hope for again. When the spell wears off, the berk's mighty angry at the manipulation, and that shields him from the Waste's control for about another week. But once his anger fades, he sinks even further into despondency, and he automatically fails his next save against the Waste's spiritual numbing. From there, it's just a matter of time.

As if to make up for the near impotence of the charm half of the school, enchantments work better here. Spells on objects are enhanced by about 25%, with longer durations and greater area of effect – but only if the enchantment could conceivably be used for an evil purpose. If the enchantment can only be used for good, it fails outright.

Necromancy. Naturally, the plane most associated with evil would have a nasty effect on this school. Necromantic spells on the Waste never raise mindless undead. Even a low-level mage can raise a small army of ghouls. Of course, that's all he can raise till he attains quite a bit more power, but it's more than a neophyte spellslinger can usually create. All undead here are free-willed and evil aligned.

Any necromantic spell used for good purposes fails automatically. Unless it's cast by a power or a proxy, or unless a realm has some special feature, positive necromancy never works.

Elemental. The elemental schools remain basically unchanged, but summoned pseudoelementals are always evil. Summoned elementals are free from the moment they're conjured. They might choose to attack the summoner, or serve him, or just wander off aimlessly. It all depends.



SPELL KEYS

The spell keys of the Gray Waste demand different forms for each layer, so there're at least three per school. They all relate, at least in some small sense, to their school. For example, the key for *charm person* in Oinos is a small mirror which the caster must use to reflect the light from his eyes. The other keys have comparable affinities; the necromantic key for Pluton is said to be a stone plucked from the mouth of a petitioner.

POWER KEYS

The powers that live on the Gray Waste are unlikely to pass out power keys, except to very favored servants or the servants of allied gods in the pantheon. They don't see a reason when all will end in gloom and despair anyway. What's the point in gaining an extra edge, when the death of hopes and dreams comes soon enough?

Still, since most of the powers here cooperate with the rest of their respective pantheons, they often grant keys to their fellows' followers. Most of these keys are specific to a single sphere of spells, and usually the one sphere of the asking power's specialty. (A cleric of the Greek pantheon, for example, might find a key to restore his Healing sphere to full power in Pluton, simply because Hades remains on good terms with the Greek powers on Arborea.)

The keys usually take the shape of the granting power's holy symbol, with something to indicate what sphere it influences.

DENIZENS OF THE THREE GLOOMS

The infernal creatures that haunt the glooms of the Gray Waste aren't as bad, on first glance, as those of the other Lower Planes. They don't constantly scheme and plot to crush anyone who crosses their path, and they don't usually engage in mindless destruction.

Of course, it's a bad idea to generalize anyone or anything in the Gray Waste. The plane has its share of surprises, and the inhabitants are no different. A body'd do well to keep in mind that these creatures call the Waste home, and precious few on all the planes dare that. These things must have a reason for it.

According to sages, the yugoloths are native to the Gray Waste. It's a moot point, though, since they've pretty much packed up and moved to the furnaces of Gehenna.

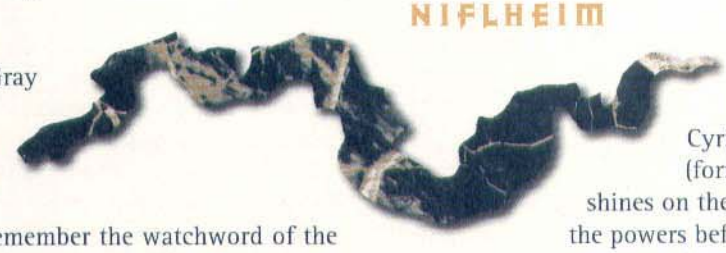
Now, all these beings remember the watchword of the Gray Waste: *There's no cause and effect; things happen because they must.* The natives subscribe to this belief, and all do their best to influence what *must* happen – in a fashion that benefits them, and them alone, of course!

It's a strange setup. Plenty of creatures live here, and most have a sort of hierarchy. Yet it seems none care one jot or tittle for another, each using the others only to get ahead. It makes a body think evil's got to be lonely. Of course, these creatures tend to think of caring as something for lesser beasts – but then a traveler finds an occasional group which *does* care for each other, and that throws off the whole equation.

The best advice for dealing with the folks in the glooms? Avoid judging them as a group. They're individuals, and they'll individually surprise a body. Sometimes it's for the better, but far more often it's not.

ME?
I KEEP MY RAGE BOTTLED UP.
IT'S THE ONLY WAY
I SURVIVE.

— CALLATHION ACONNE,
GUIDE IN
NIFLHEIM



THE POWERS

Most of the human powers of the Gray Waste seem to be powers of death or disease. It's said that many of them were once gods of law or justice, set to watch over the dead. They've been here so long that even they've been affected by the dreary conditions of the land, slowly becoming what they were supposed to safeguard. Now, few of them ever feel the need to leave. Though they have the power to do so, they simply don't.

Various nonhuman powers, none of whom are friendly to humans or humanlike folks, lair here as well. Of these, scaly sea-confined Panzuriel is among the mightiest, though Rotting Yurtrus of the orcs could give him a run for his money if the two ever bothered to fight it out.

One of the more hateful powers here is Cegilune, mother of the night hags, despised even by her own worshipers. Unfortunately, she's powerful enough to enforce their worship, and so she retains her lofty position. Kuraulyek of the urds keeps to a gloomy cavern in one of the hillsides of Oinos, never venturing out for fear of the retribution of Kurtulmak. Abbathor the Greedy, a dwarven power, rules from his cavern in the Glitterhell, one of the few places on the Gray Waste that retains color.

The human pantheon of Toril has more than a few representatives here. Kelemvor took over many of Cyric's duties in the Crystal Spire (formerly the Bone Castle), which shines on the layer of Oinos. Like many of the powers before him, Kelemvor arrived on the Waste as a power of law and justice. It's only a matter of time before that changes. Cyric himself wanders the planes, and though he's built a new castle on Pandemonium, he can be found on the Waste every once in a while plotting to take back his old realm.

Shar and Mask also keep their realms here. Shar's Palace of Loss crouches brooding in Niflheim, its windowless towers overlooking the bleak landscape. Mask, a roving power, nevertheless maintains the Shadow Keep in Niflheim.

Nearly unapproachable, the Keep is constantly masked in a fog that turns all but the most determined bashers aside, leaving them confused and standing at the point where they first sighted the realm.

The East Indian power Ratri, the Queen of Darkness, usually keeps her unlit realm in Niflheim. She's one of the few powers on the Waste not given to evil, and her realm may be a safe haven for travelers – if they can find it. As her chaotic nature demands, she moves her realm as she pleases, occasionally even stealing a bit of ground away from the other powers of the Waste.

The Greek witch-queen Hecate holds the realm of Aeaea in Pluton. As goddess of the moon and magic, she's cautiously worshiped by mages hoping to gain insight. More often than not, she answers their prayers with an intuition that's as much a curse as a blessing.

Morgion of Krynn maintains the Fortress of Disease, which rises from the rolling hills of Oinos far from the main battlegrounds of the Blood War. Not many berks like to visit here, because the plagues around the realm are more virulent than just about anywhere else on the planes. Even Yurtrus might hesitate to pay Morgion a visit.

But despite these lofty names, the best-known powers of the Waste are the powers of Death. The Norse Hel rules the realm of Niflheim, and her judgments hold sway over much of the rest of the layer of the same name. Hades of the Greeks occupies a similar position in Pluton; indeed, most primes simply call the layer "Hades." And while Arawn of Annwn doesn't have a layer named after him, he's one of the more influential powers of the Waste. An awful lot of death surrounds these three powers, and a body would do well not to irritate any of them. They're not jealous of their portfolios, and they work together to punish those who scoff at the death gods.

Recently, a powerful ultroloth's been offering his services to the powers. Ousted from his position as the Oinoloth, the master of the Wasting Tower, the ultroloth Anthraxus (Pl/♂ ultroloth/20 HD (233 hp)/NE) wanders through the Gray Waste, hoping to secure a position as a proxy. None of the powers trust him, though, and all have turned him away. Fortunately for him, Anthraxus is practically a power unto himself.

THE PROXIES

Perhaps the best-known proxies of the entire plane are the Furies, the Three-in-One incarnation of vengeance. Some say they're gods in their own right, and that's not too far off. Despite this, the Furies generally serve the entire Greek pantheon, and not just their own agenda – but their services come with a price, and it's one most of the Greek powers seem unwilling to pay.

Arawn's favorite proxy is a splendid fellow named Pwyll (Px/♂ human/F15/NG), one of the few mortals who has earned Arawn's undying gratitude, so to speak. He's a prime-world king, but he switches places with Arawn every tenth year, each ruling in the other's stead for that year. Pwyll's charming, friendly, and absolutely honorable. He's one of the few proxies in the known multiverse not of the same alignment as the power he serves – but while he rules Annwn, he pursues Arawn's agenda with the same fervor Arawn would, and the two trust each other like brothers.

A basher by the name of Eirikka the Bloody (Px/♀ human/T13/NE) serves Hel's interests outside of the power's realm. A firm believer in the power of death, Eirikka's sent many a sod to her mistress. The short-tempered proxy has gained quite a reputation among the denizens of Niflheim. Most of them capitulate to her quickly, rather than face the fate legends have ascribed to Eirikka's targets. Her most prominent features are her hands, which drip with the blood of all her victims when she's angry – and it's not uncommon to see her clench her fists so tight that an arterial spray seems to burst from them.

THE PETITIONERS

One might think that the petitioners of the Gray Waste embody the most evil of the whole lot, that not a more wretched throng exists on the face of the multiverse. After all, the Waste's said to be the worst of the Lower Planes, so why should the petitioners be any different?

Well, it ain't so. The petitioners here are a lifeless bunch, touched to their very spirits by the sheer apathy and sadness of the plane. They show no emotion on their faces, and they're practically impossible to read. They could be excellent liars or politicians, since there's no telling what they're actually thinking.

Most of 'em are grayish ghosts, spirits so depleted by the Waste that they lack solidity. The ones who've been here for a while speak rarely, if ever. Instead they crowd the never-dead like moths around a candle, seeking the warmth of emotion and hope that clusters in the breast of every living person, no matter how hopeless that person may feel.

Of course, the petitioners may appear differently in the realms of their powers. None of the petitioners of Yurtrus have mouths, thus speaking as infrequently as their master. Those of Hades materialize as gaunt gray shades, pressing forth in an endless wave. They're like a formless gray sea, but each has his own features drawn into an expression of yearning and jealousy for the living.

If the Lower Planes *were* a place for punishment (which, it should be noted, they aren't), the Gray Waste would have to be the worst for its victims. It removes their hopes and fears, leaving them to wait eternally for something they can never have. At least the other planes promise something to strive for, something that the petitioners can hope to achieve through their travails. On the Gray Waste, they can hope for nothing except the possibility of being turned into larvae. That's not much of a hope; larvae are pathetic and absolutely expendable. Only one in millions evolves beyond this mindless creeping form.

It's no wonder the petitioners are gloomy.

NATIVES OF THE GLOOMS

Three sets of creatures make the Waste famous, and each of them is just as influential across the glooms in their own peculiar way.

The omnipresent larvae are the spirits of selfish mortals, evil beings whose actions in life were so malicious that they didn't have to suffer through the gray despair the rest of the petitioners have to endure – they transformed directly to this form at their deaths. Either that, or the larvae were the unfortunate victims of the night hags.

Larvae serve as the currency of the Lower Planes. They pass from the hands of the hags to liches, tanar'ri, baatezu, and yugoloths. The liches use 'em as additional power for spells and life force. The fiends use 'em as potential recruits for the Blood War, as power for spells, and as just plain food. It's a chancy life at best, but it's still better than remaining one of yearning sods on the Waste.

The second race of denizens are the hordlings, the misshapen bastard children of the Gray Waste. Like the mindless armies of lemures and nupperibos on Baator or the endless armies of dretches on the Abyss, the hordlings roam where they will, with little regard for boundaries and civilization.

It's thought that hordlings might actually be petitioners, their forms warped and twisted beyond recognition by the evil of the plane and their own twisted sense of self. Perhaps they refused to let the plane break them or to let go of their hatreds and their angers. That, it's thought, is why they're all individuals – because each had its own hostility, and each nursed it to a different end.

Of course, that would mean millions of berks had the strength to resist the Waste's influence. And that means literally uncounted billions of petitioners on the Gray Waste. It's frightening to realize just how many souls have devoted their lives to the pursuit of evil.

The night hags complete the triad. They harvest the larvae and contribute to the larval numbers with their own special powers. With their nightmares and familiars, the night hags ride herd over the larvae, gathering them up to sell to whoever's offering the highest bid at the time.

It's thought that the night hags are one of the more highly evolved forms of the larvae, which might explain their strange power to turn their enemies into larvae. 'Course, that's just another theory; if it were true, it'd give the larvae hope, so it can't be. Some have suggested that night hags are the ultimate form of the hordlings – evolved hordlings that have finally learned how to make their anger work for them. In fact, the night hags might just be the refinement of hags from the Prime; hag petitioners, as it were.

Frankly, no one knows exactly how these three disparate groups tie together, but they inextricably do. They're all an essential part of the Waste, with the night hags on top of the heap.

THE FACTIONS

If the factions are leery of being associated with Baator, a body can imagine the way they shun the Gray Waste as a plane of primary influence. Still, it has points that appeal mightily to the philosophies of quite a few of the factions. Plenty of cults and sects have sprung up on the Waste, though none have really gained a foothold – most of the members end up not caring enough about their group (or anything else, for that matter) to stick together for long.

As one might guess, the Waste appeals most to members of the Bleak Cabal. Normally, only the total extremists of the faction come here to adopt the attitude. The plane's also popular with Anarchists who want to infiltrate the Bleakers, because a visit to the Waste is a quick and easy way to learn just how little anything matters – cosmically speaking.

Though they'd never admit it, the Dustmen like this plane too. Both disease and death gods drive a body toward the end the Dustmen seek. It's a rare day on the Waste when there isn't a party of Dustmen seeking the realms of Hades, Hel, Kelemvor, or Arawn, hoping to learn something new in their unending quest for the understanding and acceptance of death.

OTHER ENCOUNTERS

Only a fool would think the only inhabitants of the Waste were the beings mentioned above. The plane harbors many diverse creatures, and plenty of them *do* care about things – one of these things being how to kill an inquisitive sod so quickly yet painfully that his spirit never forgets it.

Of course, all the fiends taking part in the Blood War roam through the topmost layer of the Waste in great numbers, their massive armies despoiling everything in their path. It's a good thing the color bleaches out of everything, because otherwise Oinos would be overrun with the colors of blood from species throughout the multiverse. Baatezu, tanar'ri, yugoloths – you name it, the Gray Waste has it.

Baku Dark Ones frequent the plane, offering their advice and power to whichever side suits them. Sometimes they're just here for the carnage and bloodshed; other times, they've decided to set up lairs for a time. Baernaloths lurk in the corners of the Waste, inflicting pain on those who encounter them and occasionally imparting advice or secrets to yugoloth supplicants.

Groves of viper trees cluster in spots only in Oinos, as the powers of the other layers destroy any that infest Niflheim or Pluton. Terlen, abrian, and denizens also dwell on the layers, doing what they do best. It's not a pleasant sight.

Rounding out the grim list of inhabitants are the creatures that occasionally serve the night hags: nightmares and diakka. Herds of nightmares gallop across the wastes, leaving trampled dreams and bloody hoofprints behind them. Flocks of diakka dance and weave their confusing song for anyone stupid enough to listen.

Current chant reports a group of berks (about 100 of them) who come here to take bets on the Blood War and just about anything else they can think of. These consummate gamblers call themselves the Dead Poolers. They observe the War, and thousands of gold pieces change hands during the course of a single battle. If they can't find a battle, or they're bored with the tanar'ri and baatezu, they capture a traveler and a native creature, put 'em in a pit, and see how long it takes the traveler to die. They also make side bets on how painful his death's going to be. The Dead Poolers relish the pain of others, but they're smart enough to realize that they can't afford constant exposure to the plane. They come in for a daylong trip and then jaunt back out. But to where, no one knows.

✦ THE THREE GLOOMS ✦

The Waste is said to be the most evil of the Lower Planes. It's certainly much more insidious than the others, because it saps the will from a body before he really even notices what's happening.

The three layers of the Gray Waste echo the Rule of Threes perfectly. The first one, Oinos, holds a land of disease and stunted trees. Niflheim, the second layer, is all mist and pines, free of the wasting sickness of the first layer. The third, Pluton, comprises rocks and poplars, bluffs and oceans. All three layers are equally dangerous – they just wear different faces for the unwary.

⊕INOS, ✦ THE BATTLE PLAIN ✦

As the main battleground of the Blood War, Oinos never sees peace across the layer. Ever. It's the battlefield for the biggest armies the cosmos has ever seen, and the ground's scarred from the eons of constant conflict. The sounds of claws clashing, weapons rending, and the screams of the dying echo across the layer. Even in a time of comparative calm, the moans of the wounded fill the air. It's almost enough to make a berk crave the stolid despair of one of the petitioners, 'cause at least they don't care anymore.

The first layer's mostly flat plain, though some jagged hills break up the monotony. Stunted trees and plants dot the landscape, but all soon die beneath the feet of stamping hordes or from the taint of the poisoned air.

In fact, all life suffers on Oinos, for it's a place of disease. Anyone who walks its surface has a 10% chance per day of suffering from the malady called the "wasting sickness." This sickness drains one point from Strength, Constitution, Dexterity, and Charisma per day, until all four of these statistics reach 0 (at which point the unlucky sod dies), or until someone casts a *cure disease* spell on him. This disease is unique in that it doesn't kill a body until he's totally debilitated, and that it also affects so many of his abilities.

It's thought the disease stems from the constant decay of the Blood War. So much death occurs here that it would have been impossible for there *not* to have been some sort of major plague. Since just about all the bodies are left to rot where they fall, a remarkable stench of death permeates the layer. Fiendish bodies are extremely hard to break down, and so the forces of decay have to work extra hard to turn 'em into the ash that eventually becomes the dusty gray ground of the layer. The combination of this decay and the evil of the plane creates the wasting sickness.

THE GLITTERHELL
(Realm)

CHARACTER. Greed is good. It keeps a body alive. Greed's just the extremity of hope – the hope that a body gets everything he wants. Nothing is more important the acquisition of gold, and no one is important enough to get in the way of treasure. Greed's the greatest motivator in the universe, and everybody wants it all.

POWER. Abbathor of the dwarves (MM), the god of all that's greedy and miserly in the dwarven character, rules the Glitterhell with a jealous eye. He regards any physical treasure that enters the domain as his, even if it's stuck deep in the pockets of someone else. Abbathor doesn't care much for magic, preferring the glint of light off of gold and jewels. Still, this copper-pinching miser begrudges even the slightest sliver of precious metal to a body.

DESCRIPTION. The Glitterhell's tucked away in a cavern complex deep in Oinos. It's hidden from the prying eyes of man and dwarf alike, and no fiends dare the god's wrath by crossing the threshold of the realm. Lots of other caves open out near this complex, and each of them appears to be the entrance to the realm – but these fakes all lead to trapped caverns, which collapse on an intruder, or dump him into a pit of vipers, or dissolve into a bath of acid under his feet. Abbathor's fiercely protective of his treasures, and he doesn't want just any berk getting into his realm. A traveler should be aware that on the outskirts of the realm, all that glitters might only be fool's gold.

The Glitterhell shines like softly burnished gold, even in the depths of the Waste. The gentle light gleams mellowly in the depths of the cavern, and it's valuable just for that. The color itself can restore someone suffering from the apathy of the Gray Waste, reminding them of the color and life and light beyond the limiting horizons of the layer.

The diseases of the layer have no power here; Abbathor's too jealous of his good health to allow something that potentially threatening into his land. He prefers his little workers healthy, since the wasting sickness would wreak havoc on their ability to function for him.

The petitioners of the Glitterhell work and thieve for Abbathor's pleasure. He's a harsh taskmaster, always demanding more from his charges, knowing yet more treasure can be accumulated and dug from the rock. As a result, his grim and angry followers wish they could have more time for themselves, but they never quite find it. Still, they're not pale ghosts like the rest of the petitioners of the Waste, so they could count themselves lucky. Compared to *those* sods, they've actually got it pretty good. Not that they ever would think of it, because they're all too soddin' jealous of everyone else.

The Glitterhell's divided into three sections: Abbathor's Hall, the Mines, and the Village. Abbathor's Hall is off-limits to everyone but the power and his proxies, and anyone else found there is assumed to be a thief and killed outright. The bright lights of the Hall discourage anyone who might want to hide in the shadows. Inside, in a quintuply-locked, magically warded vault in the very center of the Hall, sits the fabled Trove of Abbathor. It contains all manner of treasure, from a measly copper piece to the emerald throne bearing the bones of the last Emperor of the Forbidden Dawn.

The Mines support the principal industry of the Glitterhell. In defiance of all laws of earth, veins of all sorts of metals run through the ground. Few of these metals are valuable, at least to Abbathor, and so they're ignored in favor of the rare silver or gold veins, or even the occasional gems. Chant is that Abbathor's the one responsible for mines running dry in the Prime – he steals them so his petitioners have valuables to bring to him.

All the locals live in the stone-walled town called the Village, and they're not supposed to want to go anyplace else. Well, that's true for the most part, but then no one dares leave, either. The dwarves live in one part of town; the

other races are crammed into slums on the other end. Everyone in town seems to dislike each other.

PRINCIPAL TOWNS. The only village is *the* Village, also called the Redoubt. Thousands of bashers live here: petitioners, and planars who decided that the Glitterhell's far preferable to dealing with whatever awaits them outside. The nondwarves at the Redoubt are little better than slaves, serving the desires of anyone who cares to command them. They mostly serve as miners and apprentices to the crafters, though a few've made their own names famous.

SPECIAL CONDITIONS. Holding back on any valuables a body brings with him to the realm inevitably attracts Abbathor's attention. Even extradimensional magics can't hide gold from the power; things in a *bag of holding* or a *portable hole* are still fully visible to Abbathor.

Abbathor or his minions descend with great wrath on anyone hoping to escape the realm with something valuable. The minions pry away anything they deem worthwhile and present it to their god.

PRINCIPAL NONPLAYER CHARACTERS. A dwarven berk called Foreman Dreabh (Px/♂ dwarf/F8/Fated/NE) makes sure the mines produce enough to keep Abbathor happy. He's a domineering bubber whose only concern is making himself look good; his slavedriving habits ensure that those under his supervision work bloody hard. He's planning to steal Abbathor's greatest treasure, just as soon as he figures out what it is.

Abnais Ralene (Pr/♀ human/T3/CN) heard about the fabled hoards of Abbathor and decided she'd have to take a look for herself. Though she's none too experienced a thief, she's one of the more resourceful cutters a body could meet. As the most influential human here, she's established herself as the proprietor of a trading system, and she's gone far toward making herself totally invaluable to the dwarves. If a human needs a favor, he needs only ask. Ralene's willing to help out her fellow humans in a land run by dwarves – for the right price, of course.

SERVICES. Nothing can be bought in the Glitterhell, because Abbathor keeps all the jink for himself. Instead, the petitioners and residents work on a barter system, trading their services back and forth. Of course, none of them ever agree on a fair price; each side always believes the other's getting the best deal. Lots of berks never agree on a price at all, coming to blows over one niggling detail or another.

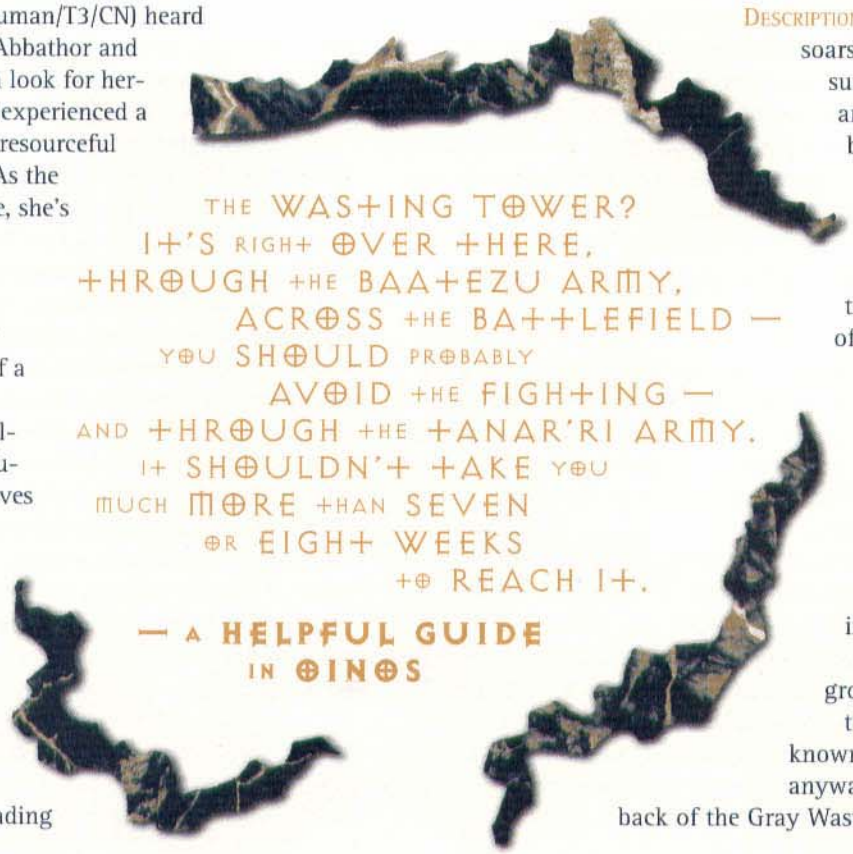
A body won't find anything too fine here, because anything decently crafted finds its way to the cavern of the god. Everything's built hastily, without regard to details, which is definitely odd for dwarves – but they're all greedy too, and they don't want to see their hard labors fall into a vast treasure pile, never to be used.

That's not to say that the locals don't value anything. It's just that they're used to having Abbathor take anything they prize – the god figures that if *they* like it, it must have some intrinsic value.

Another portal to Niflheim may exist here, its location kept secret by the greedy Abbathor. Someone really desperate to get there might be able to convince a dwarf guide to take him to the portal.

KHIN-⊕IN, THE WA$+ING T⊕WER
(Site)

HEARSAY. Khin-Oin's made from the flayed spine of the first god who tried to cross the yugoloths. The yugoloths turned it into a fortress where they hatch their schemes to dominate the multiverse. Though they're ostensibly always fighting, they actually have a master plan to bring the rest of creation under yugoloth control.



DESCRIPTION. It's said the tower soars 20 miles above the surface of the ground, and plunges 20 miles below. Whatever the truth, it's big. A body standing at the bottom looking up sees the massive vertebra of a long-dead colossus looming over him. One central column curves into Oinos' sky, with lesser towers built out of its side all the way up. A body can only imagine how far out they extend underground. (A map of the tower – the sections known to non-yugoloths, anyway – appears on the back of the Gray Waste poster.)

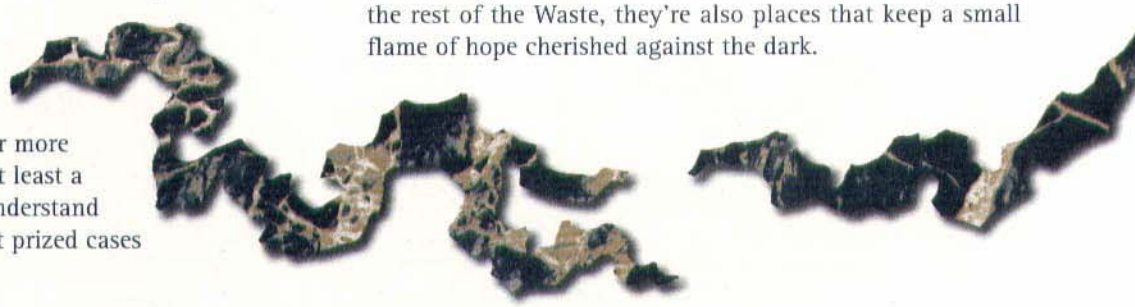
Chant is that the yugoloths came from this place, that they were created in the pits deep beneath the towers. No one knows the truth of it, but it *is* known that in all of recorded time, none but the yugoloths have ever held the tower. Of course, that's more a testament to their ability to pull together in the face of opposition than their proficiency in working as a group.

All sorts of politics play out in Khin-Oin. Plenty of ultroloths lair here, and all of them have their own vision of perfection. Each looks to convince the others of this vision. Of course, they all realize there's little chance that the others will come around, and so they all engage in physical "debate." Every day the halls erupt into pitched battle as one faction or another decides to press for greater power.

The wasted figure of the Oinoloth watches over all this. Though theoretically in charge of the yugoloth efforts on the Gray Waste, in reality the Oinoloth is too busy holding onto its own precarious position in the Wasting Tower, playing one faction off another. These days, a yugoloth called Mydianchlarus rules the tower (Pl/∅ ultroloth/18 HD/NE). In the last few years Mydianchlarus managed to overthrow Anthraxus, the previously reigning Oinoloth. Now the new ruler struggles to maintain the power it's built over the years, and to accumulate a little more for itself.

Despite all the infighting, the yugoloths pull together amazingly well when faced with an outside force. They forget all past differences in the moment of defense; it seems that, more than anything else, the yugoloths want to keep the tower's secrets from falling into the wrong hands – that is, into any hands but theirs.

The tower's features are nothing short of amazing. Of course, once a body realizes that the whole thing's 40 or more miles from top to bottom and at least a mile thick, it's not so hard to understand why Khin-Oin's one of the most prized cases in the multiverse.



Special Features. The ruler of the tower can command the diseases of Oinos when he dons the mantle of the Oinoloth, modifying and nullifying them as he sees fit. It doesn't have to be an ultroloth who takes this responsibility, though they're the only ones who done so thus far. Anyone who can make it to the top of the tower past all the yugoloths, defeat the Oinoloth, and master the powers behind the Siege Malicious can take charge. Of course, he pays the price in his appearance; the Siege Malicious forever changes whoever sits in it.

The rooms and floors of the tower seem to have no end. Spawning vats, magical laboratories, meditation chambers, orreries, maps of other planes, suites of rooms for the ultroloths, floors that're battlegrounds and drill fields in and of themselves – these and so much more can be found here. It'd take a body decades just to walk through all the twisting passages of Khin-Oin, and millennia to learn its secrets.

NIFLHEIM, ✦ NORTHMEN'S DESPAIR ✦

Niflheim, the second layer, has a bit more variety than Oinos. It's not just rocky terrain and scorched, pockmarked earth. Free of the disease that ravages the first layer, it has abundant trees and underbrush. As a matter of fact, the layer looks like a verdant prime world – except that it's still completely gray.

The cooler air gives rise to a constant mist that twists and swirls around the branches of the trees and the strange bluffs that rise from nowhere to fall away just as quickly. The fog's thickness makes it difficult to see more than 100 feet. The mist also distorts sound and sight, and any sort of missile combat's nearly impossible – a body's has to get up close and personal to fight here.

The fog also imparts constant dampness to anything brought here. Dry clothes become damp, and metal rusts. Only objects wrapped tightly against the intruding fingers of the mist, or maintained despite the mist, escape its effects.

Naturally, all manner of predators use the mist as cover to approach their prey. If the victim can't see what's coming, he can't prepare very well, can he? Thus, this land fosters loosened swords and lightning reflexes – at least, until the Waste's influence makes a body wonder why he bothered to worry. The major predators of the layer are wolves (both dire and normal) and trolls, neither of which is particularly afraid of humans.

Though the towns and realms here suffer despair like the rest of the Waste, they're also places that keep a small flame of hope cherished against the dark.

ANNWN
(Realm)

Character. Death, though gray and dull, has its bright spots. Punishment comes to those who deserve it, while rewards are granted to the worthy. All things shall be repaid in kind.

Power. Arawn (LL), Celtic god of death, watches over Annwn in an endless vigil. His far-piercing eye never rests, and he's constantly devising tests of loyalty for those who would serve him. He travels about his realm, seeking those who are good-hearted and testing them according to his strict standards. Those who pass receive gifts beyond anything their dreams could hold, while those who fail suffer unimaginable torments.

Ruling by his side is an unnamed mortal, called the

Queen of Annwn. She passes away after ten years' time, and Arawn goes searching the mortal world for a new queen. His old queens hold places of glory in Annwn, but they no longer hold any mystery over Arawn's heart. Arawn's Queen is always the fairest lady alive among the Celts; though they rarely come willingly, once they arrive in Annwn they come to believe that they've always wanted to be here.

Arawn has absolute power of life and death over the Celts. He becomes fond of certain of the dead, and he doesn't willingly relinquish his hold on them. If somebody wants to bring 'em back, Arawn offers to trade someone similar for the dead man – quite a generous offer, in his view. A berk who doesn't take him up on this proposal isn't going to get a better one, so he might as well take what's offered. Arawn might even grant the revived berk some special powers as an added bonus.

DESCRIPTION.

Annwn, also known as the Isles of the Cursed or the Ten Isles, floats in the middle of a vast sea far from the center of Niflheim. Its rocky shores deter travelers, and it's said that no living creature can survive the trip to the islands. That's just so much barmy talk, set to deter heroes from foolish quests to the land, where it's likely that they'll just be disappointed anyway. Arawn, despite his uncaring reputation, doesn't like to see berks wasting their short lives on frivolity.

The journey to the realm *is* hard, no doubt about that. But it's not insurmountable. Waves crash down on the bow of every boat that carries the living, and great serpents twine around the bow. They attack only if they're attacked; their main purpose is to frighten off travelers. Rocks rise and fall from beneath the waves without pattern, and rarely appear in the same spot twice. And of course, if Arawn doesn't want someone entering his domain proper, a body just can't make it in. The power doesn't much like to kill people himself, but he'll do it to avoid unwanted visitors. Like most of the rest of the Gray Waste, Annwn appears dull and dismal. What isn't bleached bone white is shadowy and obscured, forming dark places among the mirages of the realm. Color can be

found toward the center of the realm, with the real life of the place (so to speak), but the outer fringes remain as dank and dull as the rest of Niflheim.

Rocky and dark, the Isles are covered with oaks and pines and the occasional open plain or barren hillside. A perpetual mist hangs over the realm, but it's not nearly as thick as that which droops across the rest of the layer. There are bluffs and ravines, sheer places and flat places; in short, all manner of temperate terrains and misty dells. A body always sees a place he recognizes here, somehow brought here or recreated for his personal solace. Each spirit is granted a personal area of Annwn, to do with as he chooses. Some make druidical groves, others build houses, and still others do as they've done in their lives: nothing.

Not all of Annwn consist of reflections. In fact, only a few areas belong solely to the petitioners. Still, enough of 'em are filled with angry berks that a body traveling through ought to be careful; some of the dead are mighty protective of their glens, and they've rigged traps to spring on invaders.

The dead-faced and grim petitioners are the spirits of those who did nothing to distinguish themselves in their lives, or those who never believed they had done enough. If their dying thoughts were of ignobility, they became petitioners in Annwn. Those who actually accomplished something live closer to the center of the realm, nearer to Arawn's keep. The closer to the keep, the more memories of life they're allowed, and the more immunity to the Waste's ennui. Arawn occasionally lets a few of his minions travel back to the living world, where they can pass advice to their descendants and warnings to their friends about possible treacheries.

Of course, not everything is as it seems in Annwn. Many here turned stag on their lieges in life, and they're not likely to change those patterns now. Most were simply untrustworthy and evil; they'll kill a berk, bob him, or betray him just for the pleasure it brings. They're not particular.

On the shores of the great sea stands a mighty fortress made of human bones. Surmounting it all is a skull, said to be that of the last ruler of Annwn. This is the Fortress Annoeth, the lighthouse and sentry post for the realm. The skull atop it acts as both the light – its eyes flame with a lambent light on especially foggy nights – and the eyes of Arawn, who can use the skull to see through the entire domain. Legend has it that the skull retains the intelligence and spirit of the old ruler. He's still fiercely protective of his former realm, and he loves his new job even more – he still oversees the realm, but has none of the administrative responsibilities.

Toward the center of the realm, a castle made of gold-etched iron and silver faintly glows through the gray filter of the Waste. It's from here that Arawn rules, and here that his gay court gathers. The court embraces strong and proud warriors, and fair and gracious ladies.

PRINCIPAL TOWNS. Cauldron is the chief town of Annwn, and the largest city on the Ten Isles. All petitioners enter the realm here. The town takes its name from the great cauldron in the middle of the burg from which the dead crawl into their new lives. When they stand and straighten, they know their place in the underworld, and they hasten there. Some stay in Cauldron, acting as the townsfolk of the realm, while others move along to till the fields or hunt in the forests. They may grouse and grumble, but they do their tasks as Arawn commands.

The main feature of Cauldron (after the life-giving cauldron itself) is the stone castle in which the ruler of the town lives. Llediaith Half-Tongue (Pe/♂ human/F1/NE) keeps the peace in the town. As a newly arrived petitioner his tongue was torn from his mouth by wolves, so he communicates by grunts and gestures. The whole castle is rigged with bells, all of which lead back to silken cords in the center of the hall. Llediaith has specific codes for various functions, and he rings the bells to alert his staff to his desires.

Branwallis, a town of about 7,000, is the next largest settlement. Most of the scum of the realm gravitate here, including murderers, and it's got an unsavory reputation. Gambling halls and festhalls can be found here, and the trade in the smoky taprooms is far more savage than in the rest of the realm. In its own way, Branwallis staves off the influence of the Waste, and so it's valuable for that alone.

SPECIAL CONDITIONS. Unless they're exceptionally strong-willed (that is, make a save versus spell, including bonuses for high Wisdom), travelers begin to adopt the characteristics of the lands they're near. As they draw closer to the center of the realm, they become more civilized and refined, temporarily losing one point of Strength and gaining one point of Charisma. Farther away from the center they slip into barbarism and decadence, gaining a point of Strength and Constitution and losing a point of Intelligence and Wisdom. There's no apparent dividing line, but it's a gradual process that takes a day or two to take full effect. The effects fade in an equal amount of time once a sod's left the realm.

PRINCIPAL NONPLAYER CHARACTERS. Those planning to come here and make a ruckus outside the natural order of wrongness in the realm should know that the Bone Warriors always stand ready to deal with problems. These otherwise ordinary warriors don the armor Arawn creates for them, which makes them (to all appearances, anyway) skeletal and eerie. Horned helms top their heads and obscure their features; it's said that to look upon the face of a Bone Warrior is to suffer the ultimate oblivion, and it's this threat that keeps most of the petitioners here in line.

The armor provides the warriors with the immunities and resistances of skeletons – half-damage from piercing and slashing weapons and so forth – and none of the attendant disadvantages. It's eerie to know that beneath the skeletal ribs is an unseen man – most simply throw down their weapons and run when the warriors approach. About 1,000 Bone Warriors exist at any given time.

When Pwyll rules here, he's a jovial chieftain, more than willing to help out a companion or stranger in need. His time on the Gray Waste has changed him only a little, to

the extent that a portion of his mind always calculates how best to turn a situation to his advantage.

Hafgan (Pl/♂ human/F17/NE) is Arawn's mortal enemy – but for reasons known only to the god, Arawn can't take any action against him. Hafgan plans to take over the eastern isles of Annwn, and Arawn is powerless to stop him. Pwyll occasionally steps in to stop the opportunistic Hafgan, but it'll take someone untainted by Arawn to stop the interloper.

SERVICES. The famous cauldron at the center of this burg can revive any dead man to life, as long as the body is placed inside it for a day and a night. Since Arawn's not too keen on having the dead brought back to life, a body's got to get special permission from the power. Either that, or stand off an army of Bone Warriors, and maybe even an avatar of Arawn himself. If a living cutter leaps inside the cauldron, it destroys him instantly and irrevocably. The cauldron also shatters, to reform only after a year has passed.

The silversmiths of Annwn surpass those of the Prime by a long shot, and the iron smelters fashion weapons that can stand up to the best steel weapons. The cloth weavers make cloaks and fabrics that withstand the water for a good long time. In short, the quality of products here is excellent; it makes up for the surly attitudes of most of the petitioners.

Finally, it's said that the Wild Hunt resides here when they're not on the Prime. It's well known that the Hunt chases berks through the hills here, but nobody seems to know if this is actually the resting place of the Master and his Pack.

DEATH OF INNOCENCE
(Town)

CHARACTER. A grim resignation of a body's fate, the knowledge that you can never return to the way you were. Life's a burden to be borne by the stoic and the brave; death only offers the easy way out.

RULER. Viliki Cainor (Pr/♀ human/F7/N) is the resigned ruler of the town. She doesn't really belong on the Waste, but she's given up her hopes of attaining perfection in herself and in others. She's sliding down the spiral toward despair, but she's stronger than she believes; she'll never completely give in entirely to hopelessness. Her self-imposed responsibility to the people of the town keeps her functioning.

Viliki's a woman of deep emotions, and these emotions keep the people of the town from succumbing to the draining of the Gray Waste. She retains an optimism tucked away carefully in her thoughts of despair, which protects her from the apathy that drains the dreams and hopes from everywhere else in the plane. Somehow, she manages to broadcast these feelings throughout the town, and that's all that keeps the place together.

BEHIND THE THRONE. Kherion Mallibrun (Pl/♂ half-elf/T4/Revolutionary League/N), a blood who knows more about the planes than he wants to, stops in from time to time to keep his friend Viliki hopeful. Kherion brings her news, dispatches, jokes, and riddles from the rest of the planes. Sometimes, his humor's about all that keeps her from giving everything up, even when the laughter is strained at best. That, and his weekly shipments of brightly colored cloth, help keep the town afloat.

Though Kherion hates himself for betraying his faction ideals this way, he does his best to keep Cainor in power, feeling the responsibility of keeping her mind alive and well. (He comforts himself with the reasoning that while Viliki's in power, the dominance of the Waste is lessened, and surely that influence is the definition of oppression!) He uses his knowledge of underground and revolutionary politics to quash anyone who's working against her – often before they're even aware that they were unconsciously plotting.

DESCRIPTION. Tucked away in a grove of tall pines, a frontierlike town looms out of the woods like an unexpected predator. This image greets a visitor to Death of Innocence. The whole town's made of wood hewn from the gray pines of the Waste, and reinforced 10 feet through. Great gates bar entry to any who aren't authorized or welcome; the outer sides of the gates bristle with spikes of wood and mistletoe.

Inside the gates, a broad avenue leads to the center of town. At the center of town stands a fountain carved in gray marble, depicting a man astride a horse bursting forth from the waves. It's here that Mellibrun hangs his colored cloth, descending from the man and his horse. It's an old ritual, and it too contributes to the hope the town maintains in its heart of hearts.

The straight and regular streets seem much like those on a prime world. The wood of the buildings constantly oozes sap and blood, and it's for this reason that many believe the trees around Death of Innocence are the trapped spirits of petitioners. The trees certainly give off a strange smell and sound when burned.

The town holds over 5,000 people, but it always seems new and empty. Yet it also exudes a strange feeling of ancient times. Perhaps the residents are afraid to trust the old/new emotions welling up through Cainor's influence.

The strangest thing about the town is that it's full of people trying to redeem themselves. Rather than giving in to how they lived before, they're making an effort to develop new patterns. Despite their ingrained nature, they're striving to change themselves. This results in a place actually halfway decent to live in.

MILITIA. A citizen militia protects Death of Innocence from harm. It's made of planars and petitioners, all of whom are dedicated to keeping the peace. The planars are mostly 2nd-level fighters; the petitioners are 1st-level fighters.

A recent rumor declares that one of the militia squads may be preparing to betray the city. No one knows which squad it is, and it's making everyone a little tense.

Services. This prime-like town offers only the most basic services. A blacksmith trades secretly with one of Abbathor's petitioners for his iron, and a tanner takes in the pelts of the wolves that prowl the forest around the town. Hunters aplenty bring in meat and pelts for themselves and others to enjoy and use. Craftsmen in town can fashion anything from the living lumber of the nearby wood. But most important, the town's a fine refuge for a body to flee from the spirit-killing dreams of the Waste.

Current Chant. It seems Hel's not very happy about this town in the midst of *her* layer resisting the mind-numbing influence of the Waste. She sees these sods as rebels and malcontents, unable to give in to the truth of the Waste. Some say the increased troll activity of the region is due to Hel's displeasure, and they're getting out while they can.

Rumors have filtered in from other sources that Mallibrun's not going to be around to make his next shipment. Word is that someone's planning a little surprise for him in the woods outside of town. Since certain elements in town don't want to hold on to emotion or to change their ways, it's likely that they're the ones looking for his demise. Most folks hope that Mallibrun catches word of this – but no one wants to be the tongue-wagger.

NIFLHEIM, HEL'S DOMAIN
(Realm)

Character. In the land of the dead, there's little point in seeking happiness. Dour reflection is the best a body can hope for, the pale shadows of life flitting through his eyes. Valor is for the living; the dead simply do their duty.

Power. Hel (LL) of the Norse pantheon watches over the dead of this realm. Though she's the daughter of Loki, she has none of her father's merriment. Instead, she broods about death and disease almost constantly. She's cold and emotionless, though she's said to have a sardonic sense of humor. Most people never see that side of her. Still, her dry voice has been known to drop occasional bits of humor – mostly at the expense of the person she's talking with.

Her body is completely white and featureless on the left side and ebony black on the right. She rides a three-legged white horse, touring her realm and casting fear into the hearts of the petitioners. She likes to make sure the gates around her realm are strong, and she punishes any spirits that escape before they're supposed to.

Description. Little distinguishes Niflheim the realm from Niflheim the layer, though this area seems even darker and gloomier than the rest of the layer. The land descends slowly to a great cavern, through which a traveler must make his way. The journey through the cavern is fraught with danger and perils, both physical and mental, and it's only when a body reaches the great river that he knows he's truly in Hel's land.

The river Giöll flows in a great circle around the realm, with only one way across it: a bridge guarded by the giantess Modgud (Px/♀ frost giant/18 HD/NE). The river flows too fast and powerful for anyone to swim across it; the current rushes ever downward, forcing a sod against the riverbed until he drowns. Even flyers are sucked down by the power of the river. A body should have real business here, or else the power to overwhelm the giantess with words, wits, or strength of thew.

Once across the bridge, a body can remain on the road or travel across the country. If he remains on the road, he passes Garm the Hound, chained at a gate near the cave of Gnipa. Garm, a huge dog with an oversized head, likes nothing better than devouring passers-by. A body might be able to destroy Garm, but Hel would just revive it again, so there's really no point to it. Besides, the dog's destined to kill Tyr come Ragnarok, and a creature that can kill a god is something mortals had best leave alone.

Other creatures roam the wastes of Niflheim, all of which occupy a special place of terror in the hearts of the Northmen. They're dangerous and omenstricken, and many's the berk who thought they had no power over him. Many's also the berk who suddenly found himself a permanent resident in this realm. It's best to stick to the road here.

The path eventually leads to Hel's palace, a mirror image of its counterpart in Valhalla, at least from the outside. No valkyries hover about the realm, and no color stains this death-full and stench-ridden place, but otherwise it looks similar. Inside, however, the floor crawls with poisonous snakes of all varieties, apparently unaffected by the cold and misty weather. Poison drips from the ceiling, and woe to the sod who decides to look up and see what's dripping on his head!

Arranged around a central table in the Great Hall are huge banquet tables, all laid out with sumptuous feasts that slowly rot – the poison dripping from the ceiling should dissuade any berk with sense. Most of the petitioners of the realm sit around the tables, looking with hungry eyes at the food laid out before them. When a petitioner finally gets hungry enough to eat, the food causes terrible pain, and he usually ends up vomiting his guts until he dies. But he's back again the next day, sitting at his accustomed spot at the table.

Hel rests on a throne at the back of the hall (which is past literally hundreds of miles of petitioners), watching over her charges. It's said that anyone seated in her chair can see through the entire domain, but he also suffers her immediate retribution. Unless a berk can avoid her gaze and her knowledge, he'd best not even risk the throne.

The petitioners of this realm died a dishonorable death from old age or disease. They're all a little bitter about their fates; they're granted knowledge of their past lives, so they can ruminate on their failings. Many of the warrior residents didn't have the fortune of falling in battle; they were too good or too careful, and so could not ascend to Asgard.

It's said that when the day of Ragnarok comes, the gates of Niflheim will be thrown wide and the spirits of the dead will take to the field and avenge their bitter afterlives. They are, frankly, aching for it. Anything's got to be better than sitting in Hel's version of a banquet hall. Some petitioners have managed to make a life outside of Hel's hall, but they're even worse off than those trapped lifelessly in Hel's palace. These vicious and grasping souls seem to exhibit bestial or monstrous tendencies. Skalds of the Norse pantheon claim that these eventually become the beasts of legend and myth that populate the wastes of Niflheim's outer reaches.

PRINCIPAL TOWNS. The only "town" in Niflheim is actually Hel's banquet hall, with servants' quarters and a stable outside. Not much in the way of civilization thrives in Niflheim, and that's the way Hel likes it. Monsters tend to converge on new settlements, encouraging would-be pioneers to leave the realm or join the hosts in the hall.

SPECIAL CONDITIONS. A body riding across Hel's domain doesn't get anywhere unless Hel wants him there. If he's on a mission she doesn't approve of, he rides and rides without getting to his destination. He never sees the same landscape twice, but eventually notices that everything seems strangely deserted. No matter the landmark he rides for, he never reaches it.

Necromantic magic functions at twice normal potency here, unless it's a healing or resurrection spell. If it can conceivably be used to harm, it's quite potent in Niflheim.

PRINCIPAL NON-PLAYER CHARACTERS. Hel takes cold delight in unique proxies; one such is Ingrid Wyrmsdotter (Px/♀ human/T10 or 15 HD/NE), a woman

with a dragon tattooed across her face. Ingrid herself isn't the proxy – it's the tattoo. When it senses a need, the Wyrm strips itself from Ingrid's skin and manifests itself as a great green dragon of maximum hit points and Hit Dice. When it detaches, it takes great swatches of skin with it, leaving Ingrid lying lifeless, faceless, and bloody on the ground. It needs her blood and her life to animate it, and she's dead until it returns to tattoo form.

When the Wyrm lies quiescent, Ingrid wanders Niflheim. She can marshals the forces of Hel against interlopers and invaders, and though she has no actual command over the petitioners, they follow her out of fear of the Wyrm. Thus, she's one of the few who can muster the forces of Niflheim into a concerted host.

Hordun Lessergrim (Pr/♂ half-elf/M8/Dustman/N), an accomplished runecaster and skald, makes his home in Niflheim. He's said to be searching for the man who killed his family to exact vengeance. Even though that man died, Hordun intends to fulfill his blood feud. He's been searching through the wastes of Niflheim for someone who can point him in the direction of the murdering petitioner, and he's willing to pay a pretty penny in money or services to someone who can help him complete his quest. He can also provide information and valuable runes to those who steer him to his goal, or those who promise to help.

SERVICES. No services to speak of are available in Hel's realm, at least none that benefit the living. Blacksmiths turn out blackened steel weapons and armor, and grooms deal with the horses of the various dread visitors. But none of this benefits to mortals in the realm; their only business should be in dealing with Hel herself.

The goddess, unlike most powers, actually deigns to speak to most of the visitors in her realm. She's usually aloof, and she doesn't really grant any favors. She mocks the supplicant, and if she feels like answering, she usually does it through riddles or rhymes. She's cold and impassive, and just when a body thinks he's gotten through that shell, she comes forth with cold sarcasm. Hel certainly isn't one to raise a berk's hopes, but since she's usually the last resort for anything anyway, that shouldn't surprise a supplicant. And, occasionally, Hel does provide some valuable information.

PLUTON, ✦ OLYMPIAN'S GLOOM ✦

The third layer of the Gray Waste seems much like the other two in its gloomy feel. Mount Olympus' lowest caverns empty out here, and it's a favorite route for the Olympian gods when they visit their brother Hades. 'Course, they don't do it too often. . . .

The layer resembles a subtropical clime on a prime world. It's dotted with willows, olive trees, and poplars. All show signs of dying for lack of care and love, but then they've been dying for eons now. Any druid here feels the sadness of the trees as they recognize their mortality and the lack of love given to them. Some say that all these trees, like those of Niflheim, are imbued with the spirits of petitioners, and all have an awareness of their fate. But no one can tell for sure.

> YOU'RE A PIG. NOW BE ONE.
>
> — CIRCE THE ENCHANTRESS TO A RUDE PLANEWALKER

Pluton's climate is cool, but not as cold as Niflheim. The creatures wandering here are as fierce and as uncaring as those on the layers above, and each contributes only more fully to the coldness and hatred that permeate the entire plane.

AEAEA
(Realm)

CHARACTER. Like an island in the eye of a hurricane, Aeaea conveys the feeling that the worst is always yet to come. It's the false calm before the storm breaks for real. Here the hideous spawn of magic gone awry can rise up from the earth. The realm sees beauty and terror, love and hatred intermingled.

POWER. Hecate (LL), mistress of magic and evil, controls this stretch of the Gray Waste. She has a smaller realm on Baator with the same name, and she spends her time between the two. The folks here never know when she's gone, and most swear that she never leaves – maybe the realm just vanishes without her power to cohere it.

Hecate prefers wandering her realm to remaining in a certain spot. She usually roams on the night when she decrees the dark of the moon. She doesn't hold to any real schedule, though some claim that she adheres to some ancient law governing her movements.

When she goes out, she does so with her pack of hell hounds at her side. She doesn't hold with berks who unknowingly travel on what she regards as *her* night, so she often sets her hounds on the unwary. If the sods can hold off the hounds for just a few rounds, she calls 'em back and maybe even offers some sort of recompense to those who have been attacked. But probably not.

DESCRIPTION. It's always night here, though the kind of night can vary widely. It all depends on the whim of the mistress of this domain and her mood at the time. The sky

can be clear and full of her stars, or it can rain as if an ocean had opened above. On one night warm breezes and gentle rains, rare on the Gray Waste, drift across the realm; on another night the sky cracks, thundering down despair and death. Most of the folks here assume that the kind of night depends on Hecate's mood. The nights do have a visible beginning and end; when one ends, a sense of closure fills the entire realm. The place goes completely black for about an hour, and the petitioners prepare themselves for the new night. And then, over the eastern hills, the moon rises or the storm boils, raging through the darkness.

Hecate doesn't have a fixed palace, though she maintains a tower on the outer fringe of the realm. It's a lighthouse of ancient construction, and its beacon shines brightly through the darkness of the Waste with a rich yellow glow. This glow serves only to remind the petitioners on the rest of the plane just how badly off they are.

Hecate's realm teems with omens and portents, and nearly everything a body runs across signifies or symbolizes something else. Futures can be read in the fall of a leaf, and lives destroyed between the howls of a she-wolf. Mares and dogs frolicking can spell utter doom for one or unqualified success for another.

Roads meander over the hilly realm, leading nowhere and coming from nowhere. Small villages spring up and disappear along the roads, but few remain for long. Poplars line the roads, and groves dot the entire realm. It's said that the most devoted of Hecate's petitioners come to the groves on the nights of the full moon to perform arcane rites.

The petitioners here followed Hecate's footsteps on the Prime. Some are witches and wizards, while others are simple highwaymen, preying on those foolish enough to be abroad in the night. Whatever they are, they've all got hearts of blackest evil, and none of them are cursed with the gray oblivion that's the lot of so many others on this plane.

PRINCIPAL TOWNS. Minor villages lie scattered about the realm. The largest is Thalatta, near the three-headed statue at the largest crossroads in the realm. It's a collection of mud-daubed huts, in which ancient crones mutter and chant their spells. The only use they have for visitors is for spell components; that is, as the raw material for said components.

SPECIAL CONDITIONS. The Greek goddess of magic doesn't hold with restrictions on spellcasting; all conditions imposed by the nature of the plane vanish here, and every spell works with maximum efficiency. Sounds like a perfect place for a spellcaster to do his work, right? Well, like everything on the Waste, there's a catch: Every single spell cast in Aeaea pinpoints the user to Hecate. She determines if she wants the spell to have the desired effect, or if it just fizzles in the air around the wizard. It all depends on her mood. On clear nights she's gentle, and allows most spells to succeed. On darker, stormier nights, she has little patience for the gentler or more introspective spells; flashy spells and destructive magics rule the night.

PRINCIPAL NONPLAYER CHARACTERS. The most notable resident, the wizard Circe (Pr/♀ human/Tra25/CE), is an old protege of Hecate's. She does her level best to protect the realm and impress Hecate's might on travelers. She's got enough power to take out a small army without breaking a sweat, but she can be outwitted.

SERVICES. Anything a body might want regarding magic, especially dark magic, can be found for a minor price in this realm. Of course, "a minor price" really depends on what the seller considers "minor." Some have literally lost their spirits to the hucksters, while others have gotten away with as small a price as a clipping from one of their fingernails. But considering what the folks here can do with that clipping, it's hard to say which is a greater sacrifice.

CORPUS
(Town)

CHARACTER. All for one and one for all – literally. Everyone's got a function to fulfill, and they'd better do it, or the whole place falls apart.

RULER. A blood named Caili Jaspar (Pl/♂ tiefling/F1/N) serves as the Mouth of the town. He speaks for the assembled citizens, passing along the judgments made by the Head. He's only been a part of the Corpus for about two years now, but he's good enough at reading the signs to continue to act as the speaker for the town.

BEHIND THE THRONE. Truly ruling the town is the Head, the smartest and canniest collection of individuals the town could throw together. Hidden away in a cave, they discuss the ramifications of any act. At times, various portions of the Head are dominant – and the success of their actions determines how dominant that "urge" will be in the future.

DESCRIPTION. Corpus holds hundreds of thousands of people, and that's the literal truth. The whole place consists of the living bodies of petitioners and planars who chose to join the town. Every structure in the town is "constructed" from joined human and demihuman flesh.

Faces stare out from the walls, some in agony, others just blank. Some bodies twist around corners or form supporting beams, while others have the relatively easy job of being street cobbles.

If seen from above, Corpus appears like a human body, with the head on one end and the feet on the other, arms akimbo and legs splayed. Each part of town bears the name of its body part, and each functions exactly as that part. The Veins form the streets, while the Heart spreads money and nutrients along the Veins to nourish the other parts of the Body.

The Stomach, where cattle and grains and other foods are driven, is a vast pool filled with bile. The bodies here press together so tightly that not a single drop leaks through them. The food's just dumped into the acid, which is absorbed through the bodies and passed along the fleshy links to the various parts of Corpus. The acid's strong enough to eat through flesh, though the bodies of the Corpus seem to be immune to their own juices. Anyone else takes 1d10 points of damage per round until they can escape.

The appeal of Corpus is this: It's a shield against the Waste's numbing drone. As long as a berk's willing to serve five years in the Body, he's welcome to stay in town. Of course, once a sod's in, it's mighty difficult to get back out.

. . .

But people have escaped from Corpus; these folks can't stand not running their own lives, and they'd rather be free than have some leatherhead who knows nothing about 'em making decisions for them. They're called "dead skin," and nothing's done to get 'em back, but they're hated by the folks still in the Body – and it seems that the dead skin usually ends up dying within a few years of their departure, as if the strands that once connected the skin to the Body also sucked away life.

Pieces of the Body that serve exceptionally well can be promoted. Most angle to be part of the Head, but some ally themselves with "urges" that are on the way out. These urges usually find themselves working their way back toward the feet of the Body, unless their mental enemies slip up and allow the urge access to the Head again. This definitely demonstrates what a cutter'd call "a body politic."

Militia. When an infection in town becomes apparent, pieces of the buildings disconnect to hunt down the offending cancer and cut it from the system. In some cases, the "militia" simply provides an escort to the edge of town. Others times, they actually must subdue their victims. Most thus subdued are taken to the Stomach and thrown in.

In truly desperate cases, all the members of the community can meld their minds into one, and send a psychic blast so strong that it blows the problem into so many bloody gobbets. This attack paralyzes the town for days, so it's really more of a last-ditch effort. The blast is strong enough even to stun wandering powers – the force of hundreds of thousands of people's beliefs is a potent thing, and all of it focused on one being is enough to drive even a god to his knees.

Services. Anything related to the nourishment of a human or demihuman body can be found in Corpus – in fact, it's probably the safest place to eat on all the Lower Planes. A body can't look for much else; swords or magic have little purpose here, and guilds are just a part of the town. But the food's good, and the inns are comfortable, provided a basher doesn't mind sleeping on a bed made of about five different people. None of the bed members mind much, so a body shouldn't feel too guilty.

Current Chant. Some say that Corpus is preparing ready to up and leave. This thought terrifies residents farther down the Body, but most're willing to do their duty when the Head lets 'em know what it is. The more imaginative near the Stomach speculate that there's another town similar to Corpus, and the two'll merge into one giant body.

Reports continually filter down the Body about dissension in the Head. Rumor has it that the left half of the brain isn't so keen on what the right half is doing, and that war's imminent among the parts of the Body. If this is true, it'll tear Corpus apart. And that'll be the end of the grand experiment.

HADES, THE UNDERWORLD
(Realm)

Character. Gloom, gloom, gloom. Striving is futile, because everything ends in despair. The price of hubris is punishment everlasting, but only those who dare challenge the gods need worry.

Power. Hades (LL), Lord of the Dead, rules the realm of the same name. Most people just call it the Underworld and have done with it. He's the most powerful being in the Gray Waste, bar none, and though he's classified as an intermediate power, most folks in the know call him a greater god. As the eldest brother of the chief of his pantheon and the first son of Cronus, he's not exactly weak.

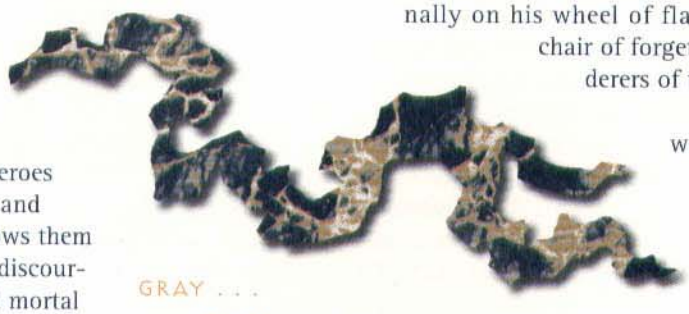
Neither is he what a body would call jovial. In fact, he's downright gloomy most of the time. But sometime his eyes light fire, and he becomes animated, almost lively. Like Hel of Niflheim, he can be approached by mortals, though he prefers not to have his time wasted by silly requests for a loved one to be brought back to life. Indeed, if it weren't for his wife Persephone, he wouldn't hear mortals at all.

Persephone, daughter of the goddess Demeter and a minor power herself, was abducted by Hades long ago and forced to remain in the Underworld because she had eaten Hades' food. She's here for six months out of the year now. She's quiet and doesn't speak much, but she loves to hear the news of the upper world, and if a supplicant's stories stir her fancy she intervenes on his part to Hades. The death god can barely resist her, and so a sojourner would be well advised to curry the favor of Persephone.

DESCRIPTION. A joyless, lightless domain, the Underworld features a palace of gray marble surrounded by gray marble walls at a distance of thousands of leagues. (A map of the realm in the *Adventures in Conflict* booklet is available for cutters willing to brave the gloom.) The sky above arches a featureless gray, though once in a while a body could swear that he sees the roof of an incredibly large cavern.

It's possible to get from the Prime directly to the Underworld. Volcanic caverns lead deep into fissures below the ground, which in turn let on to large passageways where every footstep reveals a new peril. It's a way known only to the gods, but they show it in dreams to their favored ones.

Only a single double gate pierces the marble walls of Hades' realm. Constructed of beaten bronze, the gates have been dented and scarred by living heroes doing their best to get beyond and speak to Hades. The power allows them to remain damaged because it discourages other folks: If the greatest mortal heroes couldn't pass, what hope does an ordinary berk have of getting in?



GRAY . . .
GRAY . . .
GRAY . . .
IT'S ENOUGH
TO MAKE
A BODY BARMY.
— KONESKIO SILAS,
ONE-WEEK RESIDENT
OF THE WASTE

Besides, just beyond the gates prowls the dread three-headed hound, Cerberus. Unless a body can charm his way past or beat the stuffing from the dog, he's not likely to get too much farther. There's a dark to getting past the hound: It's an exercise of will. If a basher wants it badly enough, if his desire can overcome the strong will of the dog, then he can get past unscathed. It's all in how a cutter approaches Cerberus. If someone slays the dog, it's simply returned to life by the will of Hades. (See the "Into the Land of the Dead" adventure in *Adventures in Conflict* for more detail about getting past the hound.)

Beyond the great hound lies the rest of the realm. It's a place of blackened, stunted trees and wasted ground. Groves of black willows flourish, and one such grove holds a single white laurel inside. It's said that this laurel allows a petitioner to see back to the living world, returning his memories as he looks upon his children and grandchildren and so on down the line. Some souls come back from the grove with greater hope for their lives and their lines; others come back weeping even more fiercely than before.

The lifeless, gray, wraithlike petitioners move only at the will of Hades. In fact, the whole realm often seems deserted to a mortal traveler; that's because Hades hides his petitioners from most cutters, only to spring the unfortunates out just when the intruder least expects it.

The petitioners are despairing and crude; their only emotion is paralyzing grief. This dull afterlife allows them considerable time to reflect on what they could've been if they'd only taken the chance to try something new in their lives. Of course, if they realized what too much daring cost some people, they'd be glad of this state of being. See, just a little way off from the bulk of the petitioners are those sods assigned particularly nasty fates in the Underworld.

These berks dared to insult the very faces of the Olympian gods. Their names endure as the stuff of dire legends: Sisyphus, eternally struggling with his rock; the gaunt and emaciated Tantalus, with water and fruits just beyond his reach; Ixion, the would-be violator of Hera, spinning eternally on his wheel of flame; Peirithous, rooted on the chair of forgetfulness; and the Danaids, murderers of their husbands, forced to fill an endless and unfilling urn with water.

All the punishments Hades declares are at the request of his fellow powers, and all suit to the nature of the crime committed. The Olympian gods are quick to take offense, and Hades is only too eager to punish such transgressions against his siblings.

Rivers run through the entire realm; it's said that the Styx itself has a place here, though no fee can convince a marraenoloth to pilot his skiff into the Underworld. It's well known that the River Lethe, the sweet waters of forgetfulness, flow through the Underworld. Though a petitioner forfeits any chance of returning to the world above when he drinks from the waters, sometimes the temptation to forget his current miserable state is too much to resist.

Many dread beasts wander through the realm as well, seeking living flesh to rend and tear. They're the dead counterparts of their Olympian brethren, and they've got a grudge against anything that still carries the spark of life within it. All are obedient to the will of Hades and his wife, but unless thus restrained, they've got free rein in pursuing their anger.

PRINCIPAL TOWNS. There are no towns in Hades' realm, only the places of punishment and the great palace of Hades and Persephone. The palace isn't open for anyone to come in and stay, though it's richly appointed and the vast halls echo with loneliness. It's the private residence of a power, built with love and desire for his young wife.

Still, a body can walk in the front doors and march straight ahead to the Twin Thrones that watch over the entire realm. Any deviation from this path is looked upon with

For the crime of hubris,
the Greek Ixion spins
on a wheel of flame.

extreme disfavor – and anyone who'd dare the disfavor of a god of death is certainly worthy of the punishments meted out by said god.

SPECIAL CONDITIONS. Any attempt to heal wounds or ease pain in the Underworld draws the immediate notice and wrath of Hades himself. (A berk can't give Sisyphus a drink or plug the holes in the Danaids' bucket, either.) All wounds and pain occur in his land with his approval as part of a greater scheme, and any attempt to undo his scheme meets his most severe disapproval.

The first offense results in the berk sharing, for a few hours, the torment of the soul experiencing it. He suffers no permanent damage, although if wounds were cured the sod suffers damage equal to the amount healed.

A second transgression calls for the appearance of Hades' avatar, who sternly warns against such actions again. As he leaves, he takes an experience level from the offender.

The third offense leads to instant death, and the offender's spirit goes wailing off to join the colorless throngs of the Underworld.

PRINCIPAL NONPLAYER CHARACTERS. Three judges examine the spirits of the dead, deciding the fates of those who come to the realm. Rhadamanthys, Minos, and Aeacus (Px/♂ humans/M16/LN) are only concerned with fairness and upholding their own reputations. The vast majority of the dead wind up as part of the milling horde. Heroes travel to the Olympian mountains, and those who try the patience of the gods are sent to Hades himself for special considerations.

SERVICES. The only service a body might get from the Underworld is the return of a dead friend to life. It's vastly *un*likely, in fact, but it's about the only thing someone could hope for from Hades. On the other hand, a cutter who succeeds in this quest ensures that his name and reputation live on for generations, and that prideful lure brings heroes from all corners of the multiverse.

Otherwise, even the philosophers and heroes here can't give a body much; Hades himself is the only font of knowledge in his realm, and he's going to keep it that way for as long as he can.

THE HILL OF BONE
(Site)

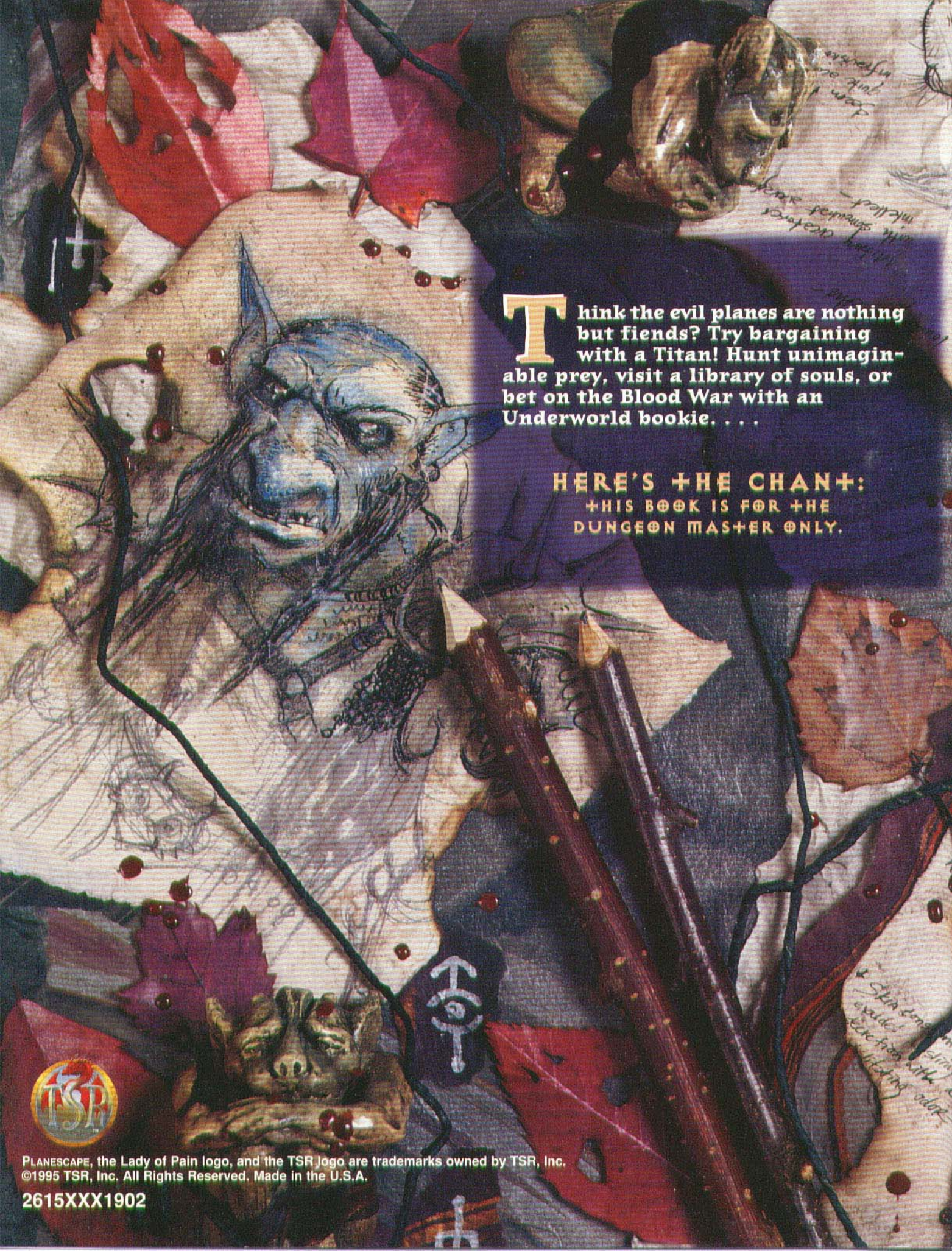
HEARSAY. The nightmares come here to die and achieve immortality at the same time. When the time comes, the nightmares will rise up to thunder across the planes, bringing death and despair to their former masters.

DESCRIPTION. On first approach, the Hill of Bone seems nothing more than a boneheap that fills a pit deeper than the eyes can see, and taller than the reach of a full-grown Titan. A pervading feeling of watchfulness permeates the area, but none of the usual scavengers appear. Instead, the bones constant stir with a low noise at the barest edge of hearing. If a body listens more closely, he can discern a quiet nickering, the dry chuffing of horses that should've been dead long ago.

Every once in a while, an aged nightmare comes here to lie down and die. Its entrance is preceded by a wall of roiling mist and the stately sound of a proud canter. The old nightmare, its head held high, salutes the Hill, which lets forth a deafening welcome. Those within one mile must save versus spell or be driven mad by the sound. When the echoes die, the old nightmare collapses, and its skin begins to slough off almost immediately.

If seen from above, the Hill of Bones resembles the shape of an equine skeleton. The legs move occasionally, and sometimes the head looks like it's thrown back in fierce triumph. If the Hill's going to come to life, who's it coming to life for? Itself? And if not itself, who's the rider?

SPECIAL FEATURES. Anyone removing a piece of bone, no matter how small, from the vicinity of the Hill of Bone immediately incurs the wrath of the entire nightmare race. The skulls have the ability of *true seeing*, and they watch over the bones like scarecrows. The next time a nightmare comes here to die, the skulls report the theft and build a picture of the thief. Instead of dying, the nightmare gallops out to find its brethren, informing them all about the violation of the sanctity of the Hill. The nightmares range across the planes, seeking the thief and the missing bone, ready to exact vengeance on the part of their fallen ancestors. They don't rest until they've taken the bone back to the Hill, or until three nightmares have passed away themselves in the quest for the bone. At that point, they give up the quest as a lost cause. The skeleton missing the bone finally becomes quiescent, its vital forces dissipating and vanishing into the Waste.



Think the evil planes are nothing but fiends? Try bargaining with a Titan! Hunt unimaginable prey, visit a library of souls, or bet on the Blood War with an Underworld bookie. . . .

HERE'S THE CHANT:
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PLANESCAPE™
CAMPAIGN EXPANSION

PLANES OF CONFLICT

A Player's Guide to Conflict

A Player's Guide to Conflict

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A Tour of Conflict

On the extreme reaches of the Great Ring, six planes resist the pull of law and chaos. These planes aren't "true neutral" by any means. Above looms the triad of good – the Beastlands, Bytopia, and Elysium – where majesty and mystery reign. Below lurks the triad of evil – Carceri, Gehenna, and the Gray Waste – wellsprings of terror and pain.

These planes comprise some of the most dangerous sites in the multiverse, yet they also hold its most sought-after ground. Elysium, for example, represents the kind of paradise many dream of – offering release from cares, wants, and worries. For sheer relief from the fretfulness of the world, few places surpass the shining glory of this plane.

'Course, the ideas of paradise vary from body to body. Some find the lush and savage Beastlands more to their liking. They reject civilization and the amenities that go with it, embracing the ways of the wild. These folks have always wanted to be animals; they prefer to focus on immediate desires, indifferent to larger concerns.

If a body *does* embrace civilization and enjoys hard work, he can make himself a comfy case on the slopes of Bytopia. This industrious but pastoral plane offers not one "paradise" but two, each lying opposite the other like the layers of a sandwich. Bytopia welcomes those who gladly labor to achieve their peace.

The attractions aren't limited to the Upper Planes, of course; the vicious planes below draw an equal number. Gehenna, home of the fiendish yugoloths, challenges the strong with its utter cruelty. The whole plane's a forge, a place where a body who's into personal power can exercise his will and hone it into something greater. A blood who survives the fiery slopes of Gehenna has earned the right to sneer at those who haven't dared attempt it.

Even Carceri, prison of the Titans, is a plane sought avidly by those who battle for land and beliefs. It's filled with liars and traitors, but if a berk's philosophy fits the plane, no place seems more appealing. Eventually, most sods on Carceri come to realize the plane ain't exactly what they envisioned when they set out on their personal courses. That's a problem they'll just have to overcome. 'Cause once a body's in the Red Prison, he may never leave.

> LAW ON ONE SIDE,
> CHAOS ON THE OTHER,
> GOOD AND EVIL BIDDING FAIR
> TO TEAR EACH OTHER APART —
> AND YOU CALL THESE PLANES
> NEUTRAL?
>
> — TASMAR, A PLANEWALKER,
> TO A CLUELESS PRIME

The final plane of conflict is the gloomy Gray Waste. The Blood War stains its barren fields while despair spreads like a cancer among the inhabitants. The Waste represents the ultimate proving ground for souls who just can't accept the notion that they're weaker than anything. Here their desire is sorely tested, and their dreams have to be stronger than the plane's draining influence if they want to survive. For some people, this is paradise itself. For others, it's paradise lost.

✦ The Ways of Neutrality ✦

If one thing's common to the residents of the "neutral" planes, it's their enigmatic behavior. Most reject the tenets of law and chaos, yet no outsider can predict their actions or understand them fully. The yugoloths of the Lower Planes offer the best example: These fiends follow their own agenda, treating a body with different degrees of civility. On occasion, they

act like tanar'ri and simply take a berk's head off. On others, they talk to a traveler like he's the most important blood in existence. Most often, they just use a body as a pawn in their endless maneuvering. The sad thing is, their good counterparts can be almost as manipulative if the ends justify the means.

On the planes of conflict, most everyone's got something they want to achieve. Whether the outcome serves good or evil, allies can suddenly become enemies, and almost any berk can be sold for the right price. Some call it treachery. Still, this behavior helps maintain the precious balance of the Great Wheel. Regardless of their motivations, natives of the planes of conflict provide a moderating influence, assuring that neither law nor chaos gains the upper hand or overwhelms the multiverse.

By natural extension, this "code of neutrality" ensures a balance between the needs of the individual and the society he's in. Neutral creatures have no doubt that there must be a fair interplay between strictures and freedoms, between rights and anarchy. Sometimes the code favors of the individual; sometimes it benefits society. Either way, it always focuses on the needs of one or the other. (This aspect of the "code" barely touches Elysium and the Gray Waste, however. Natives of both planes appear to have transcended the whole self-versus-society issue. They care only for the purity of good or evil.)

The "balancing act" of the code has a side effect: Neutrals have earned a reputation for taking their time to consider an action. Members of the Sign of One fit the stereotype well; they appear to evaluate every action from every angle before they act. Folks of the Transcendent Order, on the other hand, don't match the description at all – if ever there was a group who *didn't* think before they act, it's the Ciphers.

Here's one last tip about natives of the "neutral" planes: They're convinced they understand more of what the multiverse is about than other folk, that only they can "grasp the big picture." Telling 'em otherwise is a sure way to spark a fight. After all, "neutral" doesn't mean "passive." These folks can get riled just like anybody else.

✦ GETTING AROUND ✦

A body who wants to get around on the planes of conflict would be well advised to follow one of the Great Paths. Only Bytopia lacks a connection to one or more of these popular routes. The Gray Waste, for example, lies on three of the four Great Paths: the Styx, the World Ash, and Mount Olympus. It's almost as if the plane were inviting people to come to it.

Bashers traveling the Great Paths should always be wary, even on the good planes. If the average traveler knows these paths, it's a sure bet that lots of less savory creatures know about 'em too. And such creatures aren't afraid to take full advantage of the naivete of someone too stupid to keep her hand near her blade or a spell on her lips.

MOUNT OLYMPUS

The great Mount Olympus touches all three of the lower planes of conflict, but only one route is well known. The mountain extends from Arborea to the very depths of the Gray Waste, where the caverns of the upper land descend to Pluton, the third layer. The caverns open up within sight of Hades' realm, the beaten bronze of the Underworld gates shining in the gloom of the Gray Waste. Obviously, it's one of the more dangerous paths to take; there's no saying what lurks in the tunnels underneath the mountain.

THE RIVER OCEANUS

Oceanus, the pure river of the Upper Planes, flows through the first layer of the Beastlands and all four layers of Elysium. It's the river of sweet water and good intentions. That doesn't mean Oceanus holds no dangers; waterfalls plunge thousands of feet to the rocks below, swirling whirlpools take a berk down to his doom, and predators swim the river's waters and lurk along its shores.

A body looking to get someplace in the Upper Planes can usually just camp by the riverside. Plenty of boat traffic follows the river (except near the more treacherous areas), and most of the bargemasters are happy to accept an extra passenger or two.

THE RIVER STYX

The polluted waters of the Styx flow through all three of the neutral evil planes. Carceri's first layer is riddled with bogs and canals, and most of them are somehow connected to the Styx. On fiery Gehenna, the Styx plunges off tremendous cliffs. Much of the dark water disappears into steam when the river passes over Gehenna's furnaces, while smaller tributaries of the Styx wind through caverns lit lambently by lava flows.

On the Gray Waste, the broadest and lowest part of the Styx meanders this way and that. The river serves as a decamping point in Oinos for both tanar'ri and baatezu on their way to Blood War battlefields, and plenty of pollution pours into the Styx from the rotting corpses of the fiends that've died here. It's said that at the very midpoint of the plane, a vast whirlpool cycles the corruption back to whatever plane spawned the Styx.

YGGDRASIL, THE WORLD ASH

The tangled roots and branches of the World Ash touch three of the six planes of conflict, uniting them in a common grain. The base of the great tree lies in Niflheim on the Gray Waste, where the dragon Nidhogg chews at the tree's roots and nurses its reptilian young. Nidhogg lairs near the entrance to Hel's domain, and a wise planewalker soon learns to descend the other side of the tree.

Yggdrasil stretches into the Beastlands, waving its leafy shadow throughout the plane. It also touches every layer of Elysium, although the portals into the third layer have been sealed.

TRAVEL THROUGH THE PLANES

Once a berk's gotten onto a plane, he's still got to figure out how to get around. Even the most leatherheaded planewalkers know that every plane has its own conditions and hazards for travel, and those who go blithely tramping around the Great Ring without a clue as to the best methods of travel are sure to end up stuck in some powers-forsaken place – and at the mercy of the plane's inhabitants.

THE BEASTLANDS: The only special condition for travel through the Beastlands is that a body just has to know where he's going, and he ought to try to get there as quick as he can. Otherwise, he might end up as a beast's meal or manage to irritate some powerful creature somewhere. On the Beastlands, act like predator rather than prey.

BYTOPIA: As on the Beastlands, a body has to know what he's doing and where he's going. If he's got a muddled head and no clear idea of what he's doing, he's not going anywhere fast. This makes it difficult for those who just wander, hoping to get someplace. Those who travel with a purpose or a destination in mind move normally. The plane just doesn't like slackers and layabouts, and it shows.

CARCERI: The only thing a body traveling around Carceri should know is that the plane's a string of orbs, like pearls on a necklace, and not all of the places he's going to want to see are on a single orb. Anybody hoping to travel to Carceri should make sure to bring along plenty of jink to buy himself some sort of transportation; he needs something new for every layer. On the first layer, it's a flatbed boat; on the second, something that protects him against the acid and slashing plants; the list goes on for each of the layers.

ELYSIUM: It's no dark that a body hoping to get around Elysium does so by accomplishing good deeds. The plane, geared as it is toward absolute good, doesn't care if the deeds carry a tint of law or chaos with 'em, as long as the cutter performing the deeds has a good mind and pure heart behind the actions.

GEHENNA: A body on Gehenna ought to keep moving to avoid being overwhelmed by a lava flow. Also, he probably ought to carry some mountaineering equipment, because no single place on the plane is flat – no place at all.

THE GRAY WASTE: Here's the catch to getting around on the Waste: Every berk knows that the Waste dries out his emotions, leaving him an empty shell. What most don't know is that to travel quickly in the Waste, a body's got to let go, at least for a little bit, or it takes him thrice as long to reach his goal (and thus leaves him vulnerable to the Waste's influence). If he willingly surrenders his emotions and hopes, he travels quite a bit more quickly. On the other hand, if he surrenders these things without a struggle, he forgets why he ever wanted to get to his destination in the first place. It's a problem a body's got to face; most folks'd rather struggle along and hope that their willpower's enough to face the challenge.

The Beastlands: Into the Wild

The Beastlands epitomize all that is wild, untamed, and natural in the multiverse. "The Perfect Wilderness" is the most vibrant place a body's ever likely to visit. A berk who spends time on the Beastlands feels invigorated, more alive than before. Every sensation, every emotion intensifies. No sky is clearer, no spring water colder, and no food better tasting. The plane affects all who spend time on its savage expanse.

Many primes say the Beastlands remind them of the wilderness back home. Every type of natural environment that exists on any prime-material world is exemplified here. Desert, savannah, meadow, steppe, jungle, forest, marsh – all these and more can be found on this plane. So "perfect" is the wilderness of the Beastlands that all characters familiar with the wilderness find their senses sharper, their connection with nature more intense.

In fact, this plane's so feral and free that it liberates the spirit and brings out the beast in sods who spend too much time here – in more ways than one.

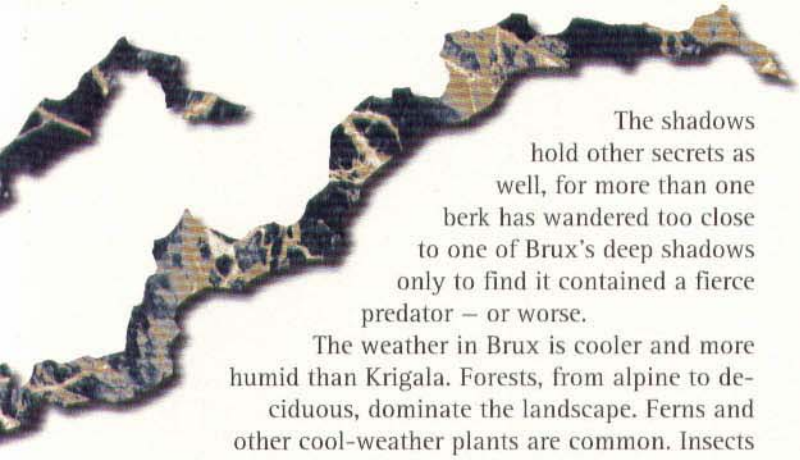
The weather on the Beastlands is as wild as the plane's inhabitants. Weather patterns change and fluctuate without warning, so a beautiful, clear day can turn to a raging thunderstorm in minutes. The plane's three layers each have their own ecology, but the terrain in them all is a jumble. While jungles don't exist next to arctic glaciers, the terrain is much more random than that of any prime world.

The first layer of the plane, Krigala, is the domain of eternal noon. The sun Selera forever floats high above the land. Selera's eternal energies provide for rampant growth of the local flora. Plants in most prime worlds usually get fewer than 12 hours of sunlight a day that they convert to energy for growth. But on Krigala the sun never sets, allowing the plants, trees, and other flora to grow to immense proportions. In some places Selera burns and scorches the earth, creating deserts and arid steppelands. At the opposite end of the ecological spectrum, lush rainforests and humid, misty marshes lie thick and verdant along the layer's waterways, including the River Oceanus. Between these extremes are plains, veldt, meadows, hills, scrublands, and even mountains.

River Oceanus is the center of all life on Krigala, as the sweet-smelling waters feed the plants made thirsty by Selera's unrelenting heat. Animals come to the river to feed, drink, and – for the predators – to hunt. The branches of the World Ash, Yggdrasil, also grow through Krigala and the other two layers of the Beastlands. Numerous animals – predators included – make their homes and nests in Yggdrasil's wide branches.

Next is Brux, the layer of twilight shadows, its sky balanced with both sun and moon. Brux is the layer of eternal dusk. In the sky above Brux, Selera and her aloof moon-brother, Noctos, war for dominance. All the inhabitants of this layer live their lives in a cool, misty half-light. As the light from Selera is less intense, most of the layer's plants point their leaves toward her high station in the sky above. The mists and the dim light cause many long shadows to fill the undergrowth and other areas deprived of Selera's luminance. Often these areas hold nothing of interest, but it's said that some hide passages to secret realms and treasures long lost from the Prime: all those items that sods believe safely locked away in some dark vault or shadowed crypt, but disappear nonetheless. The chant is that at least some of these items appear here in the shadows of Brux. Some cutters speculate that the Demiplane of Shadow may somehow have a connection with this shadowy second layer of the Beastlands.

HEY BERK,
NICE BEAK!
– CAINE,
A CLUELESS
ABOUT TO BECOME
HEADLESS



The shadows hold other secrets as well, for more than one berk has wandered too close to one of Brux's deep shadows only to find it contained a fierce predator – or worse.

The weather in Brux is cooler and more humid than Krigala. Forests, from alpine to deciduous, dominate the landscape. Ferns and other cool-weather plants are common. Insects buzz in the twilight air, and those creatures that forage or hunt in the half-light move through the almost-night on the eternal quest for food.

Last is the layer of perpetual night, Karasuthra, where the sun is never seen, the full moon rules the sky, and the darkness consumes all light. The third layer of the Beastlands is Noctos' domain. The brightly glowing full face of the moon provides the only natural illumination here. Torches and other open flames won't burn on this layer. Cutters speculate that the darkness of Karasuthra is intentional; the darkness may hide something dread and dangerous. Of course, this chant only raises more questions. Who or what has something to hide here? Why hide it on the Beastlands? If the darkness isn't natural, how is it achieved?

Others wonder if the demihuman races that live above ground (elves, some halflings, and surface gnomes) might've developed their sense of infravision in a place like Karasuthra. They note that humans live above ground and don't have infravision, so why do these other races? They live on the surface too, and in most prime worlds share the same day-night cycle as the humans. Maybe elves and other demihumans originally came from a place that was ill-lit – such as Karasuthra – and later migrated to the Prime. Or maybe that's just speculation.

The majority of burrowing and underground-dwelling animals make their homes here. These critters are used to the darkness underground, and apparently are more comfortable on this layer than the other two. Some berks've taken the idea into their heads to explore the tunnels dug by the biggest of these animals.

Just what these explorers hope to find isn't known; if they're thinking that the tunnels lead to some long-lost dungeon or crypt, well, they're as barmy as a Guvner on Pandemonium. The critters here ain't interested in material items. If they were, they wouldn't have come to the Beastlands, where life is simple but sometimes savage. (Now, that doesn't mean the tunnels hold no wealth, just that the critters most likely wouldn't be interested in it. Vast deposits of valuable mineral wealth might lie beneath the surface, but the creatures here don't go digging for it.) Of course, convincing a giant badger or weasel to let a cutter snoop around its case ain't exactly easy in the first place.

Each layer is filled with the creatures that prefer a particular kind of light. Lions roam the savannahs of Krigala, giant lynxes sniff the misty air for scents of prey in the twilight of Brux, and panthers wait to pounce from the darkness of Karasuthra. Fact is, the critters run this plane. Most are as smart or as dim as they were back on the Prime, and they can all talk, though most prefer not to. Many of the critters are the plane's petitioners, and many of those petitioners were once humans, elves, and other humanoids. A good many nature-oriented cutters such as rangers and druids come here too, as well as those of good heart who sought a simple life at peace with nature. These cutters all take an animal form on reaching the Beastlands.

See, an animal only has four things in the whole multiverse to worry about: finding a kip, finding a mate, finding enough to eat, and not becoming food for another creature. They don't have to worry about politics or factions, paying taxes and tithes, attending jobs or school, or marrying into the right class of folks. For a lot of folks, it's the ideal existence.

Watching over all these creatures are exceptional versions of these animals, the warden beasts. Above *them* are the animal lords, representatives of animal species cast in humanoid form. These bloods protect their charges with all the might and magic they have at their command – and any berk who thinks that such animalistic cutters can't be much of a challenge deserves to be put in the dead-book.

Along with all the "normal" animals are those bashers who've got more than a bit of the animal in 'em – creatures like centaurs, wemics, swanmays, and even a few lizard men and good lycanthropes. They're all a bit rougher than their counterparts elsewhere, since the call of the Beastlands brings out the beast in every creature, but most of 'em are still friendly enough to outsiders who haven't come hunting them.

The Sign of One's as prevalent on the Beastlands as any faction, though that ain't saying much. The faction maintains just two small outposts here. One of these, Signpost, contains Dreamhearth, the philosophical mecca for the faction. The Signers believe they're each the center of the multiverse, and point out that nature is self-centered too. For a normal, natural animal, the world – for all intents and purposes – ends at the limit of the critter's senses. If the critter can't eat it, mate with it, find a lair in it, or not get put into the dead-book by it, then it doesn't exist. Animals, therefore, represent a kind of ideal for some Signers, because an animal's singularity of vision coincides with the Signers' focus on their own lives.

The Beastlands are also home to the Verdant Guild, a sect dedicated to keeping the wilderness free from the "contamination" of civilization. This sect is described in full below.

Most magic's unchanged throughout the Beastlands, with one major exception: Spells involving wind, air, or flight just don't seem to work. It seems that if a cutter can't fly naturally, he just ain't getting off the ground. And, of course, the beasts of the plane aren't quite normal animals, and a berk trying to control or charm one to do his bidding's in for a nasty surprise.

THE VERDANT GUILD
(The Wylders)

SECT PHILOSOPHY. The wilderness is the foundation of all life. The wild places have existed for eons, and should continue for untold ages. Without the resources of the wilderness, civilization itself is doomed. Therefore, the wilderness must be preserved from the forces of civilization, evil, and destruction.

Since its founding centuries ago by the centaur ranger Angeliika Silvermane, the Guild has strived to preserve the Beastlands and all wild places in danger. The Wylders don't propose to burn down all the burgs and head back to the caves; they merely wish to avoid the elimination of wild areas and wildlife throughout the planes. As nature is balanced, so should civilization and progress be balanced with a healthy respect for the wilderness and all things natural. Members of the Verdant Guild strive to seek this balance and never allow the callous destruction of natural beauty.

The current leader of the Wylders is the outspoken Aaronatok, an unusual type of priest from a secluded prime world that suffered some massive ecological disaster in the past due to a unique type of magic used there. Aaronatok knows from experience what a destroyed ecosystem can mean to a world, and he has made it his mission to see that such a fate doesn't befall any other worlds. Members of the sect include humans, elves, gnomes, half-elves, halflings, swanmays, wemics, centaurs, pixies, sprites, aarakocra, treants, and other races that value the wilds' beauty.

The sect's symbol is a rendering of Yggdrasil (which is used by the sect as a means of travel) with a mask before it. The mask is adorned with claws, teeth, and feathers, symbolizing the beings the sect defends. All members of the sect wear some type of animal mask as a sign of their reverence for nature and as a badge of office.

PRIMARY PLANE OF INFLUENCE. The sect makes the Beastlands its home, though members can be found on any good plane. Some members visit other planes and prime worlds from time to time, watching over the wild areas.

ALLIES AND ENEMIES. The Signers, Sensates, and Ciphers get along well enough with the Wylders, while the nihilistic and self-serving poses of the Doomguard, the Dustmen, and the Fated go against the sect's grain.

ELIGIBILITY. Any nonevil, nonlawful being can join the sect. Few evil cutters are interested in saving the trees, as the trees have little to offer such self-centered berks in return. The sect is often forced to act covertly against the forces that destroy the wilderness in the name of "progress." This fact rubs most lawful beings the wrong way.

BENEFITS. Sect members learn the direction sense nonweapon proficiency without cost. Upon joining, a cutter must choose the animal that his mask depicts. The process of gathering the components and assembling the mask is a secret, but it takes at least one month. Once the mask is complete, the wearer gains a *speak with animals* spell once per day with the type of animal on the mask.

RESTRICTIONS. Cutters who belong to this sect may not learn any "civilized" proficiencies like agriculture and blacksmithing. Wilderness skills such as survival and weather sense are permitted. Also, when forced to visit any center of civilization (anything bigger than a small village), Wylders operate at a disadvantage, suffering a –4 penalty to all reaction rolls.

✦ PLACES OF NOTE ✦

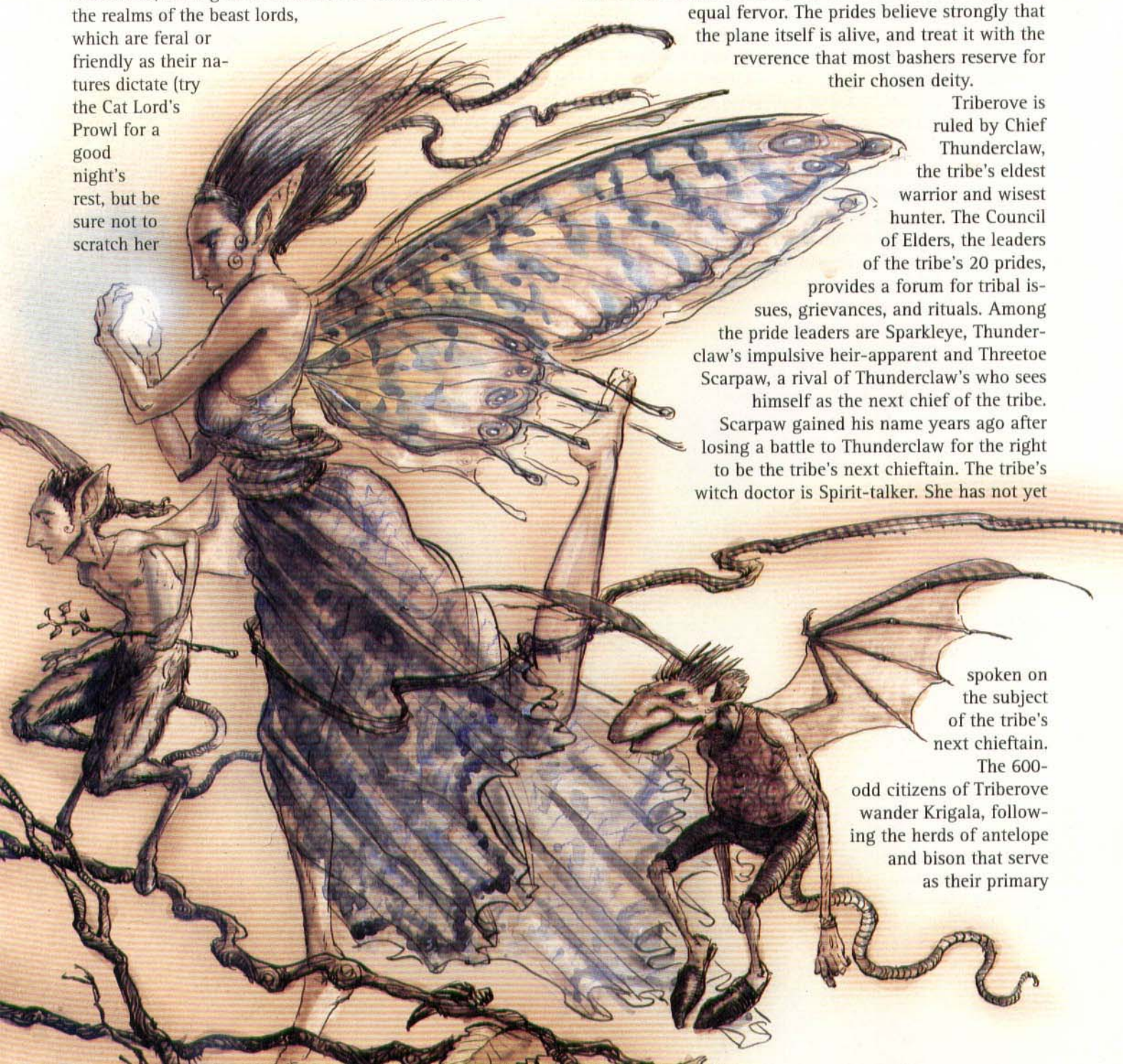
It's not hard to locate interesting places on the Beastlands. The real challenge is navigating the distances between them, while possibly being stalked by wild beasts along the way. (Some Clueless call this plane the Happy Hunting Grounds, but they ain't so happy once they realize it's *them* being hunted.) Still, if a body's got respect for nature, chances are he'll be left alone by the inhabitants.

Among the more inviting sites are the rough Signer outpost of Signpost, where a body can restock his supplies; the rocky column of the Forbidden Plateau, which is rumored to hold beasts the likes of which even a planar'd be amazed at; a winged-elf town in the trees of Brux; the realms of the beast lords, which are feral or friendly as their natures dictate (try the Cat Lord's Prowl for a good night's rest, but be sure not to scratch her the wrong way!); a fiery labyrinth in the heart of darkest Karasuthra; and the realm of a giant-god, which floats through the skies of the Beastlands and may even serve as a quick means of transport through the plane – if the storm-god's in a good mood.

TRIBEROVE
(Mobile Town)

A gentle wanderlust fills this community of wemic nomads. As the breeze blows across the veldt, this tribe follows game herds across the plains of Krigala. Living their simple, spiritual lives off the bounty of the land, these fierce hunters stalk their prey and raise their young with equal fervor. The prides believe strongly that the plane itself is alive, and treat it with the reverence that most bashers reserve for their chosen deity.

Triberove is ruled by Chief Thunderclaw, the tribe's eldest warrior and wisest hunter. The Council of Elders, the leaders of the tribe's 20 prides, provides a forum for tribal issues, grievances, and rituals. Among the pride leaders are Sparkleye, Thunderclaw's impulsive heir-apparent and Threetoe Scarpaw, a rival of Thunderclaw's who sees himself as the next chief of the tribe. Scarpaw gained his name years ago after losing a battle to Thunderclaw for the right to be the tribe's next chieftain. The tribe's witch doctor is Spirit-talker. She has not yet spoken on the subject of the tribe's next chieftain. The 600-odd citizens of Triberove wander Krigala, following the herds of antelope and bison that serve as their primary



food source. Many of the tribe's warriors belong to the Verdant Guild and, during the tribe's travels, keep watch for intruders and other potentially dangerous outsiders on the Beastlands. The tribal society is one of nomadic hunter/gatherers, with the males forming hunting parties while the females gather water, fruits, and vegetables, and guard the tribe's young and its elders (whose position excuses them from the hunts). The tribe carries all its possessions on the broad leonine backs of its citizens. Tents provide shelter from inclement weather, and the light from the evening's cooking fires plays off the dyed and painted skins used in their construction. Most of the tribe is equipped with stone implements and weapons, although some of the younger warriors (including Sparkleye) have traded with the plane's Signers for metal swords and axes.

The wemics treat outsiders (and especially mages) cautiously but respectfully, until their nature can be determined by the tribe's elders. Most nonevil beings are accepted and allowed to travel with the tribe. Obviously supernatural creatures such as tieflings are met with extreme wariness and some distrust. Cutters who display bravery may be invited along on a hunt.

THE SEELIE COURT
(Realm)

This realm is not a permanent fixture in Brux – or anywhere else, for that matter. The chaotic faerie members of the Seelie Court wander not only this layer of the Beastlands but also Arborea and Ysgard. Wherever the Court resides, it manifests as a magical woodland, which shelters calm glades that sparkle with dew in the half-light.

The Seelie Court is ruled by Queen Titania. Her consort, Oberon, is usually at her side. Other high-ups that sometimes travel with the Court include the powers of the dryads, satyrs, korred, leprechauns, unicorns, and other sylvan creatures. While encountering any of these powers is very rare (and most bashers are thankful for that), the followers of these deities and other sylvan creatures such as treants, swanmays, and faerie dragons are common in the bower.

The inhabitants live in the open air, in the trees, in thickets, or under toadstool-ringed hills. A body who finds herself in the Court must be peery. The flow of time is not consistent in the Seelie Court; it may flow more quickly or more slowly within the Court than without. Glimpses of the past and future can be seen in reflective surfaces such as standing water or even a faerie lady's shining earring.

Chant is that it's wise not to accept gifts of any type (including food) when in the Court, as that may bind the receiver to the giver in fealty. The only boon the Court may provide without this risk is information. 'Course, the fickle residents of the magical bower must first be convinced to reveal such information, and its veracity is by no means guaranteed.

THE OWL LORD'S SOAR
(Realm)

The owl lord is always alert, ever wise, forever watchful for prey or foes. His domain in the low branches of Karasuthra's night-growing trees is a land of silent, winged death to any who offend him.

As with all animal lords, the Lord of Owls personifies the instincts and abilities of his followers. In his human form, the owl lord resembles a wise old man, with gray hair and large eyes that miss nothing. Little escapes his quick mind. Short in stature, the owl lord's appearance belies his natural speed.

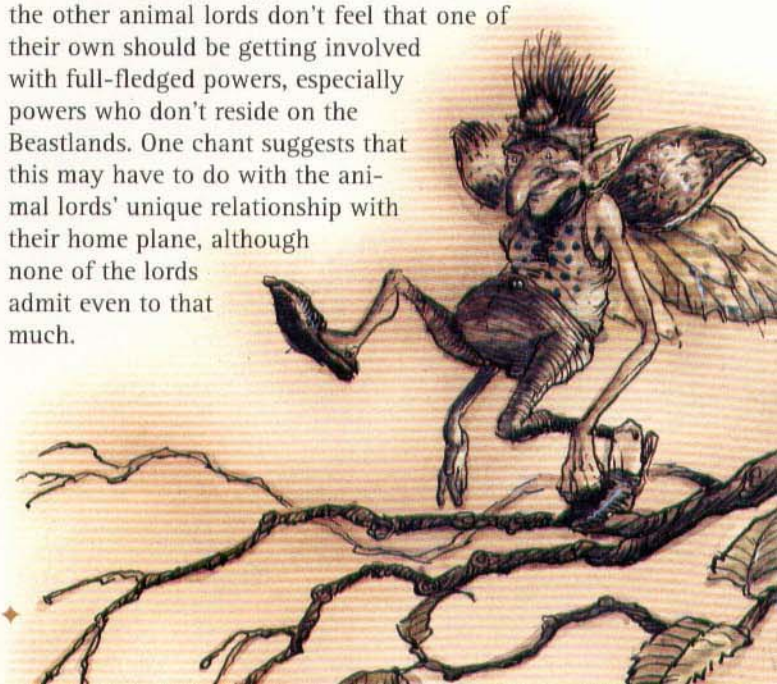
In his bird form, the owl lord most resembles a huge, great horned owl with a tremendous wingspan. It's impossible to sneak up on this blood, and he's undetectable if he's moving to attack an opponent. He takes this form if he must enter combat.

The owl lord maintains no permanent abode. He and his flock of followers construct no shelter, although they seek out hollow trees to protect themselves from storms and high winds. They roam the forests, plains, and meadows of Karasuthra for prey and exciting contests of aerial aerobatics.

As with most animal lords, unless a berk has something to offer the Lord of Owls, it's unlikely that the lord'll have anything to do with him. The owl lord is aloof with those other than his followers, not inclined to meddle in the affairs of other species. He is, however, an insatiable hunter of knowledge, so bringing him a tidbit of information he didn't have before is sure to gain his attention.

Sharpeye, an intelligent giant owl, acts as a pseudo-proxy for the lord. He sees to it that the lord is not disturbed by unworthy supplicants. It's an important position, for many overeager berks – knowing owls to be sources of wisdom – seek the Owl Lord's Soar for advice and insight.

More patient visitors to the Soar may learn of some turmoil among the animal lords regarding the current cat lord's rivalry with the power Bast. It seems at least some of the other animal lords don't feel that one of their own should be getting involved with full-fledged powers, especially powers who don't reside on the Beastlands. One chant suggests that this may have to do with the animal lords' unique relationship with their home plane, although none of the lords admit even to that much.



Bytopia: Between Two Heavens

The Clueless call Bytopia the Twin Paradises, and for once they might almost be right. The plane's two layers are situated opposite and upside-down from each other, almost as though one was the reflection of the other in some huge mirror. But the mirror image is only an illusion; two distinct layers face one another across a vast expanse of sky. The tallest mountain peaks that rise from the opposite lands actually meet, forming huge, continuous columns of rock. A body can climb these touching mountains if he's agile enough, but here's the dark of it: Gravity switches as he crosses the midpoint between layers. If a sod's not careful, he'll end up falling "down" the mountain while he's still climbing "up" it!

The two layers, Dothion and Shurrock, are the centers of commerce and craft on the Upper Planes. Most of the finished goods and products sold in the markets of these planes (and the better part of the Outlands and Sigil, too) are produced by the residents of Bytopia. In fact, business is *the* driving force of the plane.

Every cutter does only what he or she loves to do. This philosophy extends to everything, including work, so the goods produced here are both a business and a labor of love. As a result, the work ethic on Bytopia is very strong, and folks who don't share this ethic are treated coolly. Adventurers, especially, are considered wastrels, lazy sods who wander about without producing anything of substance. There're no handouts here, either. If a body's in need, a cutter'll help him out, but if a berk's just short of jink he'll find himself working for his dinner and kip – Bytopians don't extend credit.

Pastoral industry is the essence of the plane. Both layers are rich in natural resources and raw materials, but none of the burgs are crowded or polluted. No huge Mechanus-like gearworks block out the sky. Tall towers don't billow forth clouds of noxious smoke, and factories don't dump poison into the streams. Bytopia remains pristine as its crafters, artisans, and simple folk work hard in quiet, rural settings throughout the plane.

NO JINK FOR YOUR DINNER? NO PROBLEM. THERE'S A ROOF THAT NEEDS FIXING – HOP TO IT, LADS!

– KENDIA, BYTOPIAN INNKEEPER

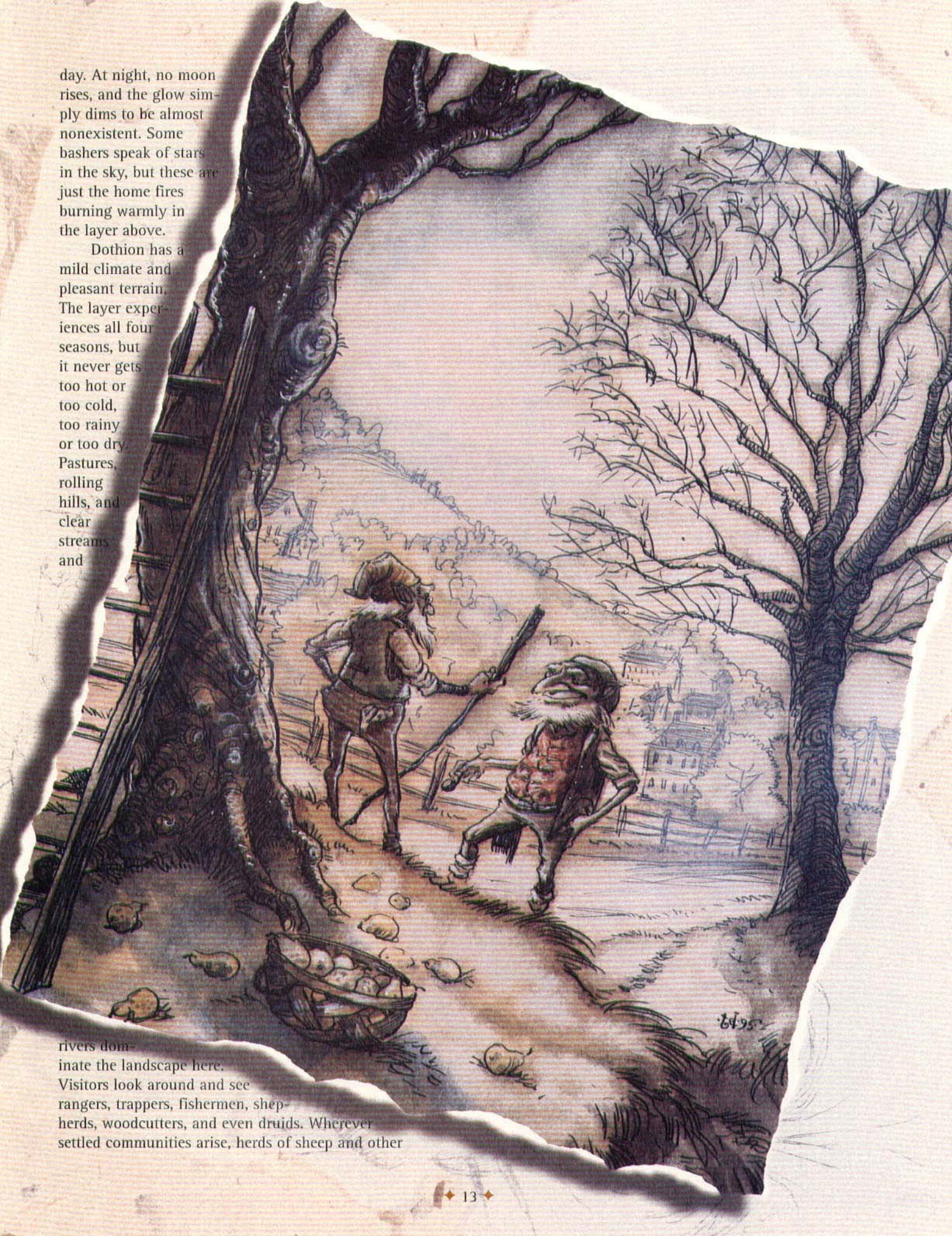
Production is a wonderful thing, but it's wasted without the vitally important business of trade. Every crafter's labor remains incomplete until it gets to someone who wants it. Goods produced here – considered to be some of the most finely crafted items on the planes – are distributed all along the Great Road, for high quality gets top jink everywhere.

Trade caravans crisscross the plane, securing goods to sell elsewhere. Trading burgs dot both layers of the plane, serving as meccas for all the races of the multiverse who engage in civilized, legitimate business. Bariaur, aasimar, gnomes, tieflings, and even well-behaved illithid merchants cross the forests and meadows with wares to sell or swap for Bytopian goods.

Of course, the fact that none of the Great Paths touch Bytopia makes things a bit difficult for planar traders. Traders must depend on the portals from Sigil and the gate located in the Outlands town of Tradegate for access. Some think the plane itself "wants" to make it tough for berks to simply drop in from Yggdrasil or the River Oceanus; Bytopia is about work and striving, after all. These thinkers believe a body's got to actively find a way to get here. Others say such berks think too much; the Great Paths don't touch Bytopia because they don't touch Bytopia – simple as that.

For every center of craft and commerce, there's three times that area of untamed wilderness. Many of the wild creatures are mundane, but some are magical in nature – and a few are dangerous. Giant woolly beasts are unique to this plane, and giant versions of normal animals are common. Add the capricious sylvan creatures of the vast forests and a body'll realize that travel – especially with valuable cargo – is never truly safe.

The two layers of Dothion and Shurrock share a single unusual sky. There's no sun or other single source of illumination; it just glows brightly throughout the



day. At night, no moon rises, and the glow simply dims to be almost nonexistent. Some bashers speak of stars in the sky, but these are just the home fires burning warmly in the layer above.

Dothion has a mild climate and pleasant terrain. The layer experiences all four seasons, but it never gets too hot or too cold, too rainy or too dry. Pastures, rolling hills, and clear streams and rivers dominate the landscape here. Visitors look around and see rangers, trappers, fishermen, shepherds, woodcutters, and even druids. Wherever settled communities arise, herds of sheep and other

animals are raised to feed the populace, and farms are numerous due to the pleasant weather.

This is the layer of production and commerce. A steady stream of goods emerge with clockwork regularity from the shops and workrooms of the layer's independent inhabitants. The mild weather makes the folks friendly and enthusiastic, and their love of work gives them plenty to do. If they aren't producing goods, the inhabitants are selling them. Trading burgs grow up in the most unexpected places, and deals of all kinds are cut over meals, drinks, or while enjoying the evening breeze.

The layer's largest trading burg is the bustling town of Yeoman. Most of the goods produced throughout Bytopia and the major trading companies that handle those goods pass through Yeoman on their way to someplace else. The Conclave of Guilds rules this burg, keeping business moving at a steady pace.

Shurrock, meanwhile, endures wild weather patterns and a rougher terrain than its more sedate twin. The attitude of the layer extends to the natives, who are rougher, wilder, and more independent in turn. Of course, there are fewer of them here than in Dothion, so burgs tend to be farther apart and somewhat small. The forests are deep and thick, the ground hard and rocky, so farming's not as important here. Instead, cutters turn to mining, smelting, quarrying, smithing, woodcutting, milling, and stonework for their livelihoods. Most folks pursue their occupations with utter devotion, though they tend to do so indoors or underground to avoid the worst of the weather.

Shurrock is the layer of craft and industry. It's rich in resources, especially valuable mineral deposits, and most of the raw materials used in all Bytopian crafts originate here. The hardy, industrious bodies who live and toil here extract the resources from the land. A small number of crafters also set up shop, especially those who like to be close to the source to get the best selection.

Travel on this layer can be dangerous, as the weather can change from glorious to gloomy without warning. Poor roads barely cut through the rough terrain don't help much, either. That leaves the waterways, which can turn a brave blood pale. Shurrock is blessed with as many rivers, creeks, and streams as Dothion, but the waterways run faster, narrower, and deeper, dropping over falls, churning into rapids, or rushing over hidden rocks that can rip the bottom out of even the strongest boats. If a body has to travel Shurrock's waterways, he'd best seek an experienced guide – and guides don't come cheap.

As a body travels the two layers of Bytopia, he'll meet more gnomes than anything. Perhaps this is due to the presence of the gnomish pantheon of powers, or maybe the gnomes just like it here. Either way, because of the vast number of them hard at work on the plane, many outsiders confuse Bytopian goods with gnomish goods – many of the goods produced here are gnomish in origin, but the gnomes are by no means alone in their work.

No faction or sect makes its headquarters on Bytopia, but members visit the plane on business. Ciphers seem to like the place, coming from Elysium with surprising regularity. The lawful and good Brethren of the Order of the Planes-Militant preach their code of eternal vigilance against chaos and evil, seeking converts to their cause. The chant's that they're gaining influence in the lawfully inclined plane.

Spellcasters have an advantage on Bytopia. There're fewer restrictions on magic than just about anywhere else on the Great Ring. The most notable restriction concerns elemental spells; spells that cause major changes to the land don't function very well, as the plane likes itself the way it is.

✦ PLACES OF NOTE ✦

"Cast a net and catch a gnome," bashers say. Gnomes *do* seem to be everywhere. If a body's got a liking for the little fellows, visit the Golden Hills where their gods reside. Other places worth a visit include the Ridiculous Tower, built by a titan; a baku graveyard; CenterSpire, a necessity if a body wants to travel from Dothion to Shurrock by easiest route; the lair of an adamantite dragon (if a basher's feeling brave); and the town of Yeoman, where nearly anything can be bought and sold, and fortunes can change on the hour. If a body's seeking work, someone surely will put him to it in Yeoman.

THE WANDERING TREANT
(Site)

On the road from Tradegate to Yeoman, the most fortunate caravans find the Wandering Treant Inn. The inn is a great place to rest animals and wet parched throats. The dark of many things comes to light over tankards and plates of chilled food, exchanged for profit, politics, or betrayal. Plus, the food and bub is good, the beds are clean, and the prices aren't *that* inflated.

The Wandering Treant is, as the name suggests, a huge treant that wanders a stretch of Dothion. It can never be found in the same place twice, and at times visitors must chase after it to procure a drink and a meal. Standing over 80 feet tall and measuring some 25 feet across at its widest point, the treant goes by the name of Stoutrunk. Its immense trunk and spreading branches contain a three-story building that serves as a rather remarkable inn. Stoutrunk has only one rule that guests and workers must obey – no fire allowed.

There're no stables or outbuildings (since the treant would leave them behind when it goes wandering), so visitors with mounts hitch their beasts to nearby, nonsentient trees. The first floor of the inn consists of stonework built into the hollow trunk at the treant's base. This portion of the inn contains a common room with a huge bar and a hearth warmed by a magical stone that produces heat

without fire, a kitchen where only salads and cold-meat dishes are prepared, two private meeting rooms, the stairs down to the root cellar, and stairs up to the second floor. The inn's water is drawn up through the treant's roots, so the place actually has running water!

The second floor is formed in the treant's natural hollows, enhanced with the finest, stoutest Bytopian oak. (All of the interior furnishings are also made of this type of wood.) This level of the inn consists of 12 private guest rooms surrounding a large, common sleeping chamber. The private rooms feature feather beds, windows, chests of drawers, mirrors, and chamberpots. The common chamber contains bedrolls and foot lockers.

A third floor shelters the inn's human proprietor, Stoutrunk's partner and business manager, Elesore Fajai. The chant's that Fajai was a paladin of Kiri-Jolith, a power of justice from a prime world, who took to wandering the planes after falling from his god's favor. He teamed up with Stoutrunk a few years' back, and the Wandering Treant has prospered. Those who remember the old management consider Fajai's fare even better, especially his growing list of exotic libations. (Some say it's the libations that led to the paladin's fall, but that's another story.)

The inn serves a wide variety of cold dishes, local fruits and vegetables, and its claim to fame: a collection of wines, liquors, and beers from across the multiverse. Ysgardian grog, Abyssal ale, Arborean and Arcadian wines, local gnome-brewed Bytopian beers, Limbo's Libation, and impossible-to-describe Sensate brews – all these and more are available to customers with a taste for adventure.

The small cellar snuggled in the treant's tangle of roots is said to contain some odd items, and the place itself is almost magical. An unusual chill fills the cellar, keeping foodstuffs from spoiling and drinks cold as a winter stream. Rumors abound that other things are stored in this magical cold – potions, tomes, artifacts, and even weapons and armor. Fajai refuses to say, and Stoutrunk refuses to let anyone but the manager descend into its roots.

STONEARCH
(Site)

The biggest burg on Shurrock is Quarry, an underground settlement carved from an ancient quarry that now houses stone- and gemcutting operations. Gnomish followers of Flandal Steelskin run this burg. A fair number of svirfnebli gnomes, humans, dwarves, some halflings, and a few earth pseudoelementals commanded by Steelskin's priests also live here. If a body doesn't mind having tons of solid ground between himself and the sky, then this burg's got a lot to offer.

In the rocky scrublands not far from the tunnels of Quarry stands a vast stone arch, carved by Shurrock's fierce winds. The arch was originally part of a ridge that has since eroded away, leaving only this free-standing span of reddish-brown stone. The arch and the surrounding area are claimed by the people of Quarry, though nobody seems to know why they bother. There're no other burgs nearby, and few creatures choose to live on the open rock that dominates this area.

The arch is some 20 feet high and over 10 feet wide. The arch itself is weathered enough to be climbable, though why a berk'd want to climb it is a mystery. Even at its thinnest point, the stone forming the arch has a diameter of several feet, and is in no danger of collapsing anytime soon. No markings, runes, or inscriptions appear on the arch or in the vicinity. For what appears to be nothing more than an interesting geographical feature, the bashers of Quarry seem mighty possessive of the Stonearch.

Chant says that the Stonearch is some kind of portal, although no one claims to have seen the arch function as one. At least not any berks a body'd be likely to trust. One addled-coved gnome mountaineer named Dahnveer says the cutters of Quarry use the Stonearch as a gate only in secret and only at certain irregular intervals. Of course, the bubber has no explanation for this surreptitious movement, nor can he say what or whom is being "gated." Other speculations include: the Stonearch is a gate to Dothion (if this were so, it'd make traveling from one layer to the other much easier); the bloods in Quarry can control the gate's destination by using different keys to activate the Stonearch (if they exist, these keys must be kept somewhere in Quarry); it's a gate to Sigil (a body'd think every gate on the Great Road leads to the City of Doors if he asks a resident there); bandits and caravan robbers use this as a quick means of escape and give the burg of Quarry a cut of their take for the use of the gate; or that only certain evil berks have the dark of the gate's workings, and the cutters of Quarry keep a peery eye on the Stonearch not as owners, but as guards watching for any incursion of these forces into Bytopia.

CARCERI: INSIDE THE PRISON

Sometimes it's necessary (or so goes the popular wisdom) to lock berks away for their own good, and for the good of the rest of existence. The only question is, where does a body put bashers who've proven themselves too powerful for an ordinary cage?

The answer is Carceri, the prison plane, where the detritus and scum of the multiverse are sent to atone for their crimes. (It's a crowning injustice that one of the greatest tools of law is a plane toward the chaos side of the Great Wheel.) Most of those sent here have no hope of rehabilitation, having blown their chances long, long ago. Those who're scragged by their enemies are usually dumped here, with the understanding that it's for the greater good. Of course, Carceri's a plane of evil, and that means most prisoners have no real desire to see the greater good. They're in it for themselves, not for others.

The berks who live here are ill-tempered betrayers of one sort or another. The plane reflects their twisted desires and hatreds, and each one usually ends up in the layer best suited to his particular brand of treachery.

Carceri's a prison, no doubt about it. Indeed, it could be called *the* Prison, because it's got so many notables locked up inside it. Chief among 'em are the powerful Titans, the first great revolutionaries. They're trapped here by the will of the Olympian powers, and they're always looking for a way out. Hordes of lesser creatures fill the plane, all of them bitter and resentful of their fates. They envy any basher with freedom, and the free who pass through here might end up locked away as the prisoners rail against the unimprisoned of the other planes.

It's been said that a prison's only as strong as the prison-keeper's will. If that's true, then plenty of berks here could escape quicker than they think. But they see the example of the powerful Titans, striving futilely against their bonds, and they make do with what they've got, giving escape a half-hearted effort and then forgetting about it.

THE WAY I SEE IT IS THIS. IF I CAN'T LEAVE, YOU SURE AIN'T GOING TO.

— RAIDAN VARN, PETITIONER

Carceri's laid out like a string of blood-red pearls in an endless night. Each of Carceri's six layers nestle within the string. The outermost layer is the first; all the others lie under the surface of the shell. However, once a body's inside, there's no sign of the layers surrounding it. It's as if each layer were its own string, stretched out into infinity. The orbs of the outer layer lie fairly close together. The inner orbs are farther away from each other, separated by a dark, windy void. It's as though the other layers carry some sort of pressure that keeps the inner orbs small.

Of course, with all these orbs, there's bound to be folks who want to go exploring 'em. Only problem is, some of the orbs lie hundreds, thousands, or even hundreds of thousands of miles apart, especially on the innermost layer. So how does a body get from here to there?

Well, he could look for a portal. But those are few and far between, and they're jealously watched by the inhabitants. 'Less a body wants to pay a price that's more than jink, he finds another way to travel. If he asks around, he can find someone who's got the latest and greatest method of orb travel. Some of these include skin balloons, great ships that propel a body through the air and land him soft as a feather on the other side (or so it's said; plenty of wrecks are scattered across the orbs), and other such nonsense. A body's best off figuring his own way through the void.

Carceri's got six layers to it, but only the first five are really accessible. Some've gone to the innermost layer – or at least said they have – and from all reports it's not really the sort of place a body'd want to visit anyway. Not, of course, that anybody in their right mind'd want to visit Carceri in the first place.

Each layer is lit by a dull red glow, with the light rising from the ground of the orbs. No sun or stars brighten the sky, though the nearby orbs of the same layer shine with a lambent redness in the skies of their fellows. Indeed, the upper layers are almost bright with their closely-packed orbs. In the lower layers, neighboring orbs are often little more than hints in the darkness.

The first layer, Othrys, is criss-crossed and scarred with canals and bogs carved long ago by erosion, the course of the Styx, and other polluted rivers that wind their way across the bogs. Here the great orbs are only 100 miles apart, and mountains can get a body even closer to his target.

Cathrys, the second layer, is covered by saw-toothed plains and scarlet jungles whose acidic plants drip poison on whoever draws too close. The third layer, Minethys, is a wind-blown desert, harsher than any found in a prime world. The sand is like ground glass and it's kicked into a frenzy by the constant wind. To breathe it without protection is to invite death into a body's lungs. On the up side, the wind blows hard enough between the orbs that it's possible to get from orb to orb quickly on this layer.

Colothys, the fourth layer, is a land of sheer-sided mountains and valleys deep beyond belief. But it's hardly a mountain-climber's delight; it's hard to gauge distances on the steep cliffs, and avalanches and wandering beasts make this a cruel layer indeed.

The fifth and sixth layers, Porphatys and Agathys, are relatively unknown territory. Porphatys is said to hold the temple of Oceanus, half-buried beneath a coldly surging acidic sea, dimly lit by half-seen orbs. Agathys is supposedly even worse; chant is it's an icebound layer with almost no light, where the petitioners are frozen into the ground. It's an abominable layer, nearly impossible to reach.

The most famous of all the inhabitants of Carceri are the gehreleths, horrible creatures said to be spawned from the rotting corpses of those unfortunate enough to die on Carceri. They're the standard summoning stock of the planes, and chances are a berk who doesn't know what he's doing'll summon one of these monstrosities to his cozy little prime world. They're cruel and rapacious, and all of 'em answer to the greatest gehreleth of 'em all: Apomps, the father of the race and a minor power itself.

The Revolutionary League's also said to have an outpost here, though with all the mistrust and politicking of that most fractious of factions, it's not possible to verify the rumor. Still, Carceri's grim and brooding nature appeals to the Anarchists, and it's likely they've at least got an interest in the place.

Magic's not too different here, but a spellcaster has to look out. See, the spells always turn to the most evil result, and that means a body's got to use only the most beneficial of spells. Otherwise, spells reflect the treachery of the plane – a berk who wants to cast a divination spell's got to sacrifice a comrade and read the future in the spreading pool of blood. It's a fitting requirement for a place of traitors and liars.

✦ PLACES OF NOTE ✦

Myriad sites of interest are scattered through the mire and evil of Carceri. The most impressive is Mount Othrys, the legendary home of the Titans who were locked away in this realm for their impudence. The Land of the Hunt is a wild boil of activity in Colothys. There's even thought to be an inescapable prison here for those who've proven inconvenient to the lawgivers of Sigil, but no one's found it yet.

The following places might provide a body with information and services, and with considerably less peril. At least, that's the common press. The actual truth of it's up to a planewalker to discover for himself.

FETAPHON
(Town)

Fetaphon lies on the plains of Cathrys like a great abscess, far from the steaming jungle that makes up the bulk of the layer. It's a place of constant drudgery mixed with savagery; all work and a little cruelty makes these wretches something less than dull.

Fetaphon's ruled by a seemingly ordinary berk named Jack De Kniss. He's said to be a petitioner, but he's just a little too civilized for that. A hint of madness lurks in his eyes, as though he knows some sort of unspeakable truth that he's afraid to speak aloud. He doesn't talk to visitors unless he can be convinced they mean him no harm – and he surrounds himself with bestial guards to protect against anticipated attacks.

The buildings of Fetaphon are constructed of ropes and wood gathered from the steaming jungle nearby. The entire town hangs like some sort of bloated spider over a bubbling tar pit, which sends up noxious fumes and poisonous gases. The fumes come irregularly, but a body'd best be on the lookout for oily bubbles forming below the surface, because they're filled with lung-burning death.

The town's foundations are sunk deep into the tar. Thick posts cut from the nearby jungle support the town's structures, and each building is linked to the others by rope bridges. The best bridges have wooden slats to support them – but these are few and far between because the bridges are all expendable.

See, the rope bridges are the town's best protection. An intruder comes in and starts tearing up the place, and the villagers slash the ropes leading to the structure he's on. The berk's then left to die as the building, unsupported by the rest, slowly sinks into the muck. The other folks in the place die too, but then, that's life on Carceri.

It's thought that De Kniss has made a deal with the farastu who live in the tar below. They're the town's last line of defense and, for that service, a few villagers disappear every once in a while. No one knows the dark of this, but the gehreleths seem to leave the town alone.

The people of the town are, with few exceptions, the most civilized of this layer. Of course, that's not saying

much, since the inhabitants of Cathrys are folks who gave in to their animal instincts. The villagers have reined in their impulses a little more tightly, but they'll still stick a chiv into a body's back for little reason, and occasionally they might even cut a rope bridge out of sheer spite.

Nice place, eh? It's too bad that Fetaphon is one of the few sources of lamp oil in the whole layer, and one of the best on the entire plane. The folks here have also managed to refine the oil and tar enough to make scented oils and other valuables. The oil's one of the few reasons anyone comes here at all – there's no other reason to put up with the horrid locals otherwise.

GALLOWSHOME
(Site)

Wedged far down in the mountains of Colothys, a portal provides an escape route from Carceri. To reach it, a body's got to travel down through the winding gorges, into the canyons miles below, through the small mouth of a cave – then, finally, he'll find himself in a short passage that opens into the massive chamber where the portal lies.

Once a body reaches the opening, he might think his troubles are over. It's not true. He's on a small ledge high above the ground – about a half-mile above, looking over an expanse that's more than five miles across. In fact, if he's not careful while going into the cave, he stumbles right over the edge to fall headlong to his doom.

The floor of the cavern's littered with bone shards. Some are human-sized, but most are of a size that could easily house a peasant family with room to spare. They cover the entire floor of the cavern, creating a kind of spiky carpet that pierces anyone unlucky enough to fall on it – if the fall didn't do 'em in, the spiky bones will. But even the bony carpet isn't the greatest surprise here.

That honor belongs to the dead bodies that swing upside-down from immense, frayed hemp ropes dangling from the ceiling. The bodies are truly huge; each measures well over 200 yards from head to toe. Each of their throats has been neatly slit by some immense blade.

Most suppose the giants were the members of some long-dead race, one that predates just about all of recorded history. On the planes, that's a long, long time. The bodies are still covered in flesh, flesh that is only now starting to rot. A putrescent odor fills the cavern, and plenty of maggots writhe hungrily on the corpses.

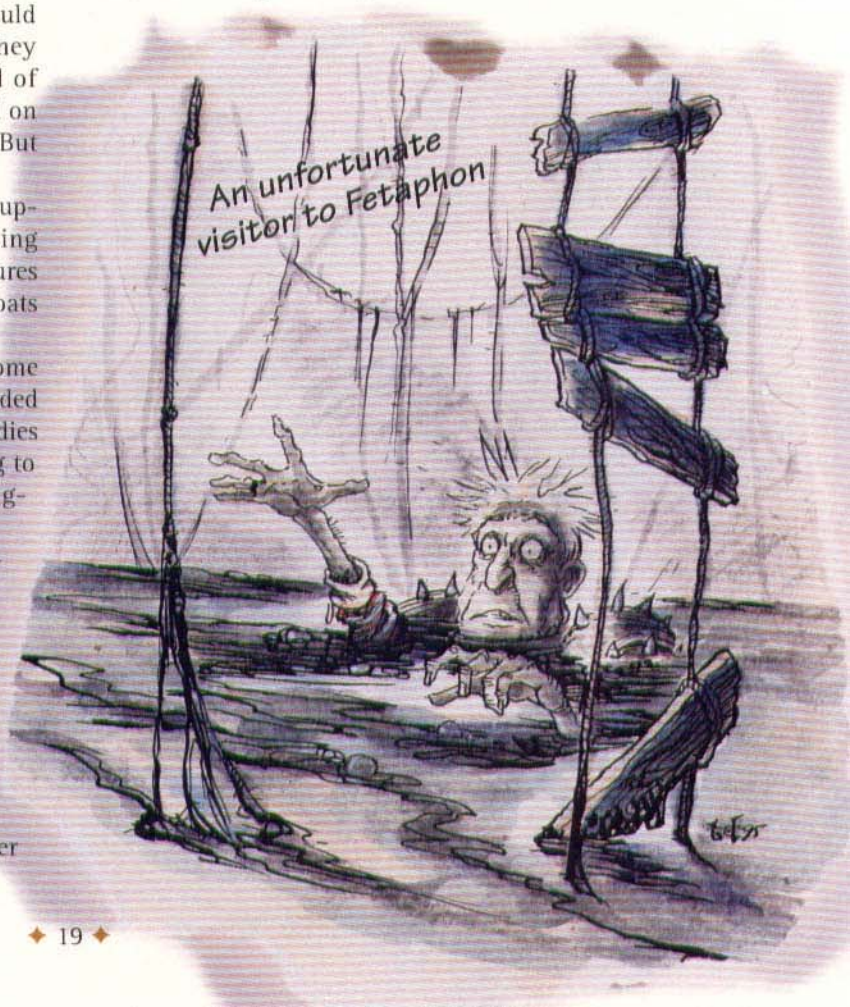
Those maggots include some industrious petitioners, who've decided to build a village among the dangling bodies. Bridges swing between the bodies, and buildings jut out from any available surface on the corpses. The folks who live here have no compunction about eating the flesh of the giants; it's like free meat to them. They're ill-willed and suspicious, and they don't take kindly to strangers – which is too bad, because the only way to get across the cavern to the portal on the far side is under the swaying bodies and through the forest of bones.

Most of the locals don't take kindly to such intrusions, and they've taken to hiding between the toes of the giants to leap down on trespassers. Sometimes they miss and fall screaming to their deaths. Other times they manage to take someone with them.

No organized militia runs Gallowshome; the folks do as they please. If there's a crime offensive enough, the people pick one of their number as the likely criminal and heave him over the side. It ain't real justice, but it's good enough for them. It's also something that should worry a casual traveler – plenty of berks here like nothing better than to watch some hapless fool go tumbling to his death, and they make up stories about imagined crimes if it lightens up a dull day. Fiends are surprisingly few – it's said they avoid the giant corpses due to some ancient fear.

Chant's that the town serves a valuable purpose, but precious few can see it. It seems that by turning the dead bodies into basic objects – that is, by making sure folks get use from 'em – the giants're kept dead. 'Course, this school of thought also says that the giants ain't truly dead; they're sleeping. By keeping the bodies bound with ropes and desires, the sods who live here are actually keeping these giants – whether they're good or evil – from roaming the planes. It'd kill the people here if they knew that – they don't like doing *anything* for others.

The portal, once it's been reached, is nothing special. All a body needs is a bone in his hand to activate it, and it takes him straight to Sigil.



Elysium: Under Azure Skies

Elysium holds the essence of all that is pure, honest, just, and benevolent on the Great Wheel of the multiverse. The restful plane embodies pure goodness, unfettered by the concepts of law or chaos. On Elysium, no one's concerned with a body's faction, religion, style of dress, or species; all that matters are the good works – whether lawful or chaotic, orderly or disordered – that a body does.

Elysium is not a fortress built against evil or a bulwark to stave off oppression. Instead it's an ideal to look to, a pattern of perfection. The inhabitants of the plane live as they chose, acting only when they must to suppress some great evil for the greater good of the multiverse. Elysium is a haven for good souls, and few lower-planar creatures dare set foot, claw, or talon here.

It's well known that the "traveler's travail" is probably Elysium's strongest defense against evil. Unless a body's doing good deeds along his path, he's got little chance of getting where he's going. No matter how complete his map or who he asks for directions, a sod who ignores the chances to do good along the way simply can't reach his destination. Malevolent creatures can only wander the infinite distances between sites, and are usually destroyed by the ever-vigilant inhabitants.

While the terrain and specific weather patterns of the plane vary by layer, one universal truth about the weather exists here: It's never bad. It doesn't storm, there're no blizzards in the mountains, the rivers don't flood. Elysium has only the mildest of seasons, and in many locales the inhabitants pay little if any attention to such matters.

Yggdrasil spreads its limbs across the four layers of Elysium. Some travel the World Ash's branches to move from layer to layer, but most take an even simpler mode of travel. The River Oceanus rises from the sea of Thalasia, Elysium's fourth layer, and passes through all the layers before flowing on to the Beastlands and Arborea. Therefore, most bashers who need to travel somewhere on Elysium use the river to reach their destination.

LET YOUR TROUBLES WASH AWAY IN THE RIVER'S FLOW, AND MAY YOU BE AT PEACE.

— A PETITIONER WELCOMING TRAVELERS TO ELYSIUM

The first layer, Amoria, is a land of rolling hills and green pastures. Most of the layer's burgs are located along the banks of Oceanus, including Release From Care, the largest town on all of Elysium. Many powers set their cases on this layer as well.

Elysium's second layer, Eronia, is much more rugged. Oceanus, other waterways, and roaring winds have carved the rock of this layer into grand gorges, deep canyons, bare cliff faces, and stark outcroppings and formations. Oceanus is more vigorous here; cascading waterfalls and dangerous whitewater rapids are common. Most inhabitants make their homes in the green valleys, out of the wind.

Belierin is Elysium's third layer, and much about it remains a mystery. Marshes, bogs, and swamps cloak the entire surface. Few make their homes here; Belierin, for the most part, remains strangely silent.

The fourth and final layer is Thalasia. It's covered by a sparkling sea, which shares the layer's name and is the source of the River Oceanus. Islands dot the layer, many of them inhabited. But most native life, the chant goes, lies beneath the waves.

All manner of good creatures roam the plane, from herds of buraqs to the delphons that swim Oceanus to the great, fiery phoenixes that nest in the highest mountains. But foremost among the residents are the guardinals, the six races native to Elysium just as the slaadi are native to Limbo. There's not a weakling in the bunch. While guardinals are rare, bloods say any one of them's worth three tanar'ri or baatezu. The guardinals are a quiet group, content to live simple lives while contemplating how they may best serve the cause of pure good. They spend much of their time watching for incursions of evil on the Great Road. When such an evil appears, the six races are quick to organize, operating to extinguish the threat with almost military efficiency and precision. Their courage is contagious: More than one basher has taken up the cause of the guardinals in a sect known as the Guardians.

In addition, many members of the Transcendent Order choose to pursue their goal of achieving inner perfection and the union of mind and body on this calm, beautiful plane. No more organized than any of the plane's other residents, the Ciphers who live here reside in small communities that often gather to act out their philosophy under the azure skies.

The changes to magic on Elysium can be reasoned out by any cutter with a bit of sense. Naturally, evil or destructive magics just won't function normally, and neither will spells that hide or conceal the truth. Cast a spell to benefit others, and it works just fine.

THE GUARDIANS
(The Caretakers, The Protectors)

SECT PHILOSOPHY. Strive for the good of all. Protect those of virtuous hearts from the ravages of evil. Force nothing upon any party, and defend the defenseless when others' views are forced upon them. Do not meddle – intervene only where there is evil to be vanquished.

In the Guardians' centuries of history, many a good-aligned berk has quietly signed on with the sect, and many have died fighting battles against evil. Originally inspired by the guardinals' ideals, the sect's organization mirrors guardinal society. The leaders are known as Princes, after the leonal rulers of the guardinals. Mages and sages model themselves after the wise ursinals, rogues identify with the winged avorals, and other bashers choose from among the equinals, lupinals, and cerdivals for their ideal. Individuals identify with one of the guardinal races, the one each Guardian most admires and respects. Each wears a token to signify her choice and branch of the sect.

The sect's current leader, Prince Azlan (a half-elven fighter-mage), has held the post for over 50 years and has many years left in him. With his small band of advisers and mages, he wanders the layers of Elysium, keeping tabs on the far-flung members of the sect.

The sect's symbol is a disk to represent the pure light of goodness, upon which a sword and olive branch are crossed. One represents the might and power of good, the other the benevolence and mercy of the same.

PRIMARY PLANE OF INFLUENCE. The sect flourishes on Elysium, but its members and agents spread their cause throughout the Outer Ring, Sigil, and the prime-material worlds.

ALLIES AND ENEMIES. The Guardians, with their hands-off attitude, get along well enough with the majority of factions. The only notable exceptions are the Doom guard, the Bleakers, and the Harmonium, whose entropic or unyielding philosophies clash with the Guardian ideal.

ELIGIBILITY. The sect is open to any good-aligned cutter. A berk's approach to goodness isn't as important as the deeds she does in its pursuit.

BENEFITS. A Guardian can continue to pursue her own goals and interests; the sect does not demand total commitment. Many informal members are adventurers who go about their activities, keeping a peery eye out for major evils that would require the attention of the sect. As a result, the Guardians are one of the best informed groups on all the planes. If a member needs the dark on a particular topic, somebody in the sect can likely pass on the information. Most members have regular contact only with others in the same branch of the sect.

The reputation of the Guardians is widespread. In some places, however, it's dangerous for members to advertize their identities.

RESTRICTIONS. The open attitude of the sect places few restrictions on its members. The only precept of the sect that could be construed as a restriction is the forbearance that the sect's members must display. Guardians are not to become involved in politics or other petty squabbles; they must remain dedicated to the promotion of overall good throughout the multiverse.

Of course, only good cutters need apply, and each member must choose a guardinal race to pattern her behavior after.

✦ PLACES OF NOTE ✦

More powers than a body could shake a stick at live on Elysium. Most of them welcome good visitors (or at least neutral ones). If a body can behave himself, there are gifts to be found nearly everywhere on the plane. For example, Ishtar's City of the Star provides training, healing, and rest to a traveler. Isis' realm of Quietude is a must-visit for a planewalking mage, as spell keys can be had for the asking. (A note to planar tourists: Don't mention Ishtar in Isis' realm, or vice versa. Outright war may be uncommon on the Upper Planes, but rivalry's still alive and thriving.) Release From Care is a noteworthy adventurer's town, where planewalkers from all corners of the multiverse gather on the banks of Oceanus to carouse, compare notes, shop for goods, and look for work. Other sites include the aarakocra town of Precipice, a guardinal fortress called Rubicon in the middle of Oceanus, and the seemingly sentient Thalastrom, which rages across the sea of Thalasia.

PORTICO
(Town)

Planewalkers looking for an ideal vacation spot might stop in Portico, an island paradise floating where the River Oceanus flows out of the sea of Thalasia and passes into Belierin. It's already got a reputation as a convenient stopover for traders bringing goods from the drier layers of the plane, fisherfolk looking to relax after a long day at the nets, and adventurers of all sorts seeking their fortunes above or below the waves.

The burg is built on stilts on an archipelago of low islands that formed when an immense coral reef was thrust above the waterline by a seaquake. The reef's proximity to Oceanus' exit point to Belierin was cause enough for a burg and trading post to be erected here. The newly built town of bamboo huts attracted natives from neighboring islands and the other layers of Elysium, and since then it's become a thriving community. The natives' outrigger canoes and small bamboo sailing craft provide transportation between the islands of the archipelago.

The natives of the region (who simply call themselves the People of the Shell) revere a being they refer to as the Great Shelled One, rumored to reside deep beneath the surface of the warm tropical waters in this part of the sea. The ruler of the stilt-town is the striking half-sea elf Anamoriica, the priestess of the Great Shelled One. She presides over the seven clan *conchs* (patriarchs). Her long green-black hair, sea-blue eyes, and tanned skin bring many suitors, but Anamoriica tends to ignore them. She spends her time ensuring that the burg, the traders, and the fishers respect the sea and all its inhabitants.

The Great Shelled One that the people revere also has an enemy: a great kraken that, according to the locals' chant, lives in the deepest trench of the Thalasian sea. One famous legend holds that Portico'll someday be destroyed when the kraken awakens and meets the Great Shelled One in final battle. The battle will rage for days, sending huge tsunamis for miles in all directions. According to the legend, all appears lost for the Great Shelled One until his old ally, a wise zaratan, appears and turns the tide of battle. Locals fear the worst, however, since no zaratan has been sighted in the waters near Portico for decades.

More mundane hazards lurk here as well. Ixitxachitl live and hunt in the waters near Portico. Some young bashers occasionally go out to return the favor and hunt them in their canoes. Scrags also are sometimes seen lurking amid the coral caves beneath the burg, and one fisherman claims to have seen a "wraith of the deep" in the waters near the burg just last week.

When not working, Portico's young cutters spend much of their time proving their bravery to one another; it's not just idle play, for a life on the sea has many dangers. As in any tropical locale, wicked storms can boil up from across the horizon in mere minutes, bringing whipping winds and crashing waves. Building the burg atop stout stilts lets the residents avoid all but the worst storm surfs, which can topple old or overloaded huts with ease.

Portico can feed and shelter those who visit, and the burg makes a good landing for those who've been at sea too long or simply haven't gained their sea legs (or stomachs) just yet. Fish, crustaceans, and seaweed form the bulk of the locals' diet, although they treasure imported foods such as cheese, bread, and chocolate.

Gehenna: Through the Flames

Gehenna's not called the Four Furnaces for nothing. Its four volcanoes roll off into oblivion, their fiery cores burning into the void surrounding them. Lava erupts from the surface like a putrescent wound, and deep fissures bellow forth steam, perpetually releasing the ever-building pressures inside the mountains. Furnaces spring to the surface across the layers, spilling forth molten rock that simply can't be contained below.

It's not a nice place.

The plane itself is entirely cruel, and those who live here ain't any better. Here the kinder qualities are seen as weaknesses, and charity or mercy's absolutely unthinkable. Everyone looks out for themselves, and anyone who offers aid certainly expects something in return.

That's why most planewalkers who come to Gehenna help each other out if they can – they know no one else will. Even evil travelers lend aid, because it's something of an institution. Still, a helping hand is just another method of payment – a sojourner can expect to receive help from some other blood if *he's* helpful. The most altruistic motives are perverted by the nature of the plane.

Gehenna's said to be one of the smallest planes in all the multiverse, and that might not be far from the truth. Where the other planes are theoretically infinite, some believe that Gehenna could actually be mapped by someone with a long life and the perseverance to do it. Most tell these barmies to bar it; they figure there's no sense in such idle speculation when it can't be proved. And besides, the volcanos are surrounded by an endless void, and there's no way to map *that*.

The entire plane lacks a a single level spot. Everything's canted to one side or another, and it's mighty easy for a body to slip and tumble a good long way before he fetches up against something. At least, he'd better hope he pulls up short – those who *don't* tumble into the void. In some places, the darkness of the infinite emptiness seems to begin a few dozen feet above a body's head, while in others it's several miles above the ground. No light or sound passes through the void, except for the glow cast by the next mount burning bloodily in the sky above.

A NEWLY ARRIVED PRIME ONCE TOLD ME, 'GEHENNA'S NOT THE NINE PITS, BUT YOU CAN SEE THEM FROM HERE.' THE BERK SEEMED TO THINK THAT WAS REALLY FUNNY, BUT I DIDN'T GET IT.

– WYSSILAR, A TIEFLING GUIDE ON THE LOWER PLANES

The four mountains are the plane's four layers. The first layer, Khalas, is the one most folks see. The Styx and other dark rivers wind through gorges and fissures, eventually falling thousands of feet. Most of the waterfalls never make it to the ground in liquid form, as the heat of the mountain turns the water to burning steam. It's said that the Styx never entirely disappears, though; parts of its stream flow through the crust, bypassing the furnaces and steam vents that dot the falls. Khalas is supposedly the most gentle of all the layers. That's a surprising observation, since it's well known that the ground itself here burns unprotected feet – and unprotected means ordinary boots. A body's got to have special footwear to keep his feet unsinged.

The next layer, Chamada, is the most hostile. It's covered with lava flows and new ones erupt daily, sending fresh gouts of molten stone to plague the inhabitants. The deadly floods literally span hundreds of miles, and little can resist their fiery flow. Even as one hardens, another comes gushing down over it. It's a place of pain and suffering, and if a body ain't careful, he'll be swept over by a wash of magma.

The third layer's called Mungoth. Its volcanic activity has mostly died down, but that doesn't mean it's all gone. Ice storms and blizzards sweep across the mount, but they're not made of ordinary snow. The ash has combined with the waters of the old rivers to create acidic snowstorms, which flay the flesh off anyone unfortunate enough to be caught in them. This is also the layer on which the power Loviatar, Mistress of Pain, makes her domain. Her followers willingly flock to her, eager for the caress of her whip, wielded with harsh and unloving hands.

The last layer is Krangath, the dead volcano. Any warmth it once had is long gone, and it's a land of bitter cold and freezing petitioners. It's a brutal existence, even in the caverns inside the mountain. It's absolutely dark; the only light is that brought by infrequent planewalkers. It's said that Shaargas of the orcs lives beneath the surface, controlling the domain of darkness and sending his minions on missions of death, despair, and disease.

Travel between the layers of Gehenna is accomplished through portals located in the caverns beneath each of the mounts. These portals, difficult though they are to find, are the only known way to reach another layer of the plane – though why a body'd want to get to any of the lower layers (or even visit Khalas, for that matter) is beyond comprehension.

The best-known inhabitants of the plane are the yugoloths. They're unrepentant in their hatred of things good, and they do their best to crush the sparks of goodness in a body. They can be as spiteful as the tanar'ri, as calculating as the baatezu, and it's often bandied about that they're more evil than the other two put together. Since the yugoloths don't care for the petty considerations of law and chaos, they've fully aware of the possibilities of pure evil. They're not to be trusted, and anybody who hopes to deal with 'em ought to know this: They keep their word as long as it's convenient, *Book of Keeping* or no, and then they dispose of the person they're dealing with as easily as a body tosses away a broken toy.

Naturally, other creatures lair here as well, but none are as potentially terrifying as the yugoloths. Slasraths, built from grotesque worms native to the plane, fly through the void in search of prey to devour. They're quick and quiet, and a body usually doesn't know he's been hunted 'til it's far too late. Patrols of tanar'ri and baatezu fight their battles here as the Blood War rages back and forth. Factions avoid this plane like a plague; it's not like there's a safe place for them to set kip, anyway!

The magic here is affected as it is on all the Lower Planes, with any good result turned into something evil. In particular, charm-based spells are mighty tough to cast on Gehenna, as if the inherent ugliness of the plane crushed the spirit from the whole school. On the other hand, spells that conjure violent effects mirror the plane and explode more violently than ever.

✦ PLACES OF NOTE ✦

Despite its totally inhospitable nature, Gehenna's still home to plenty of sites that draw curious planewalkers. The Teardrop Palace of Sung Chiang is a thief's paradise, where objects stolen from all over the planes are sold in a vast marketplace. The arcanaloths are said to have a mighty fortress of knowledge someplace on these mountains. The floating orb town of Nimicri is reported to have many intriguing items for sale in its bazaars. And the town of Portent draws sages from near and far to study its curiously irregular streets.

FO LING PO
(Town)

Near one of the many waterfalls in Khalas sits a city of ghosts called Fo Ling Po. It's surrounded by a shroud of hot mist, cast up by one of the tributaries of the Styx as it wends its polluted way through the layer. The steam is said to be purified Styx water, its foulness burned away by the intensity of the lava. Some even claim that the steam cleanses them of old hatreds and impure desires, and they seek out the misty shores of the waterfall to appreciate it more directly.

The city's built in an oriental style, its sloping roofs and decorative streets providing a ghostly air of mystery to the fog-enshrouded town. A kind of reverent silence fills the city; a body feels the need to keep his peace, or at least speak in whispers, while he's within its bounds. Only the sounds of volcanoes erupting far in the distance and the slow drip of water from the tiled rooftops disturb the silence. Even footfalls are muffled here.

Fo Ling Po focuses purely on form, with little regard to function. A huge graveyard sits in the center of town, and that's where the natives make their cases. At a certain hour of every day, they rise up from their unquiet graves and pass through the town, building up the city or adding decoration to it. They rarely speak, even to visitors, preferring to let their tattoos speak for them.

See, each of 'em has his entire life story tattooed across his body. The tattoos grow and change with each passing day, reflecting the deeds and thoughts of the soul wearing 'em. Just a word of warning to the wise: A body who stays too long in this burg ends up like them – outwardly passionless and wearing his life story on his skin for all to see.

The whole town's run by a blood who goes by the name of T'u Rien. He's the one permanent resident who doesn't have tattoos stretched across his skin. Some say he feeds on the stories of his people, and that's what keeps him from having to show any of his own. He's lean of jaw and quick of movement, never wasting a step or a word, and mighty quick with a dagger when he needs to be. A bit of sharpness hides in his smile, and when a body talks to him, it always seems T'u Rien is sizing up the other's strengths and weaknesses.

Plenty of tales have travelers disappearing after visiting this man. Of course, they're just that – tales. There's no proof of any wrongdoing, and even if there was, who'd punish it?

The town can muster a fairly formidable group to repel trouble. Despite the outwardly lackadaisical demeanor of the locals, a deep passion burns in them, and they'll rise up to kill anyone who threatens their tranquil way of life. Many are expert martial artists, trained to crip-

ple their foes with a few choice blows of hand or foot. They've got an additional weapon, too: They can animate their tattoos and send the images to do their fighting for them. The only problem's that if the tattoos die, so do the memories that spawned 'em. Thus, it's only in the fiercest battle that the tattoo memories enter the fray.

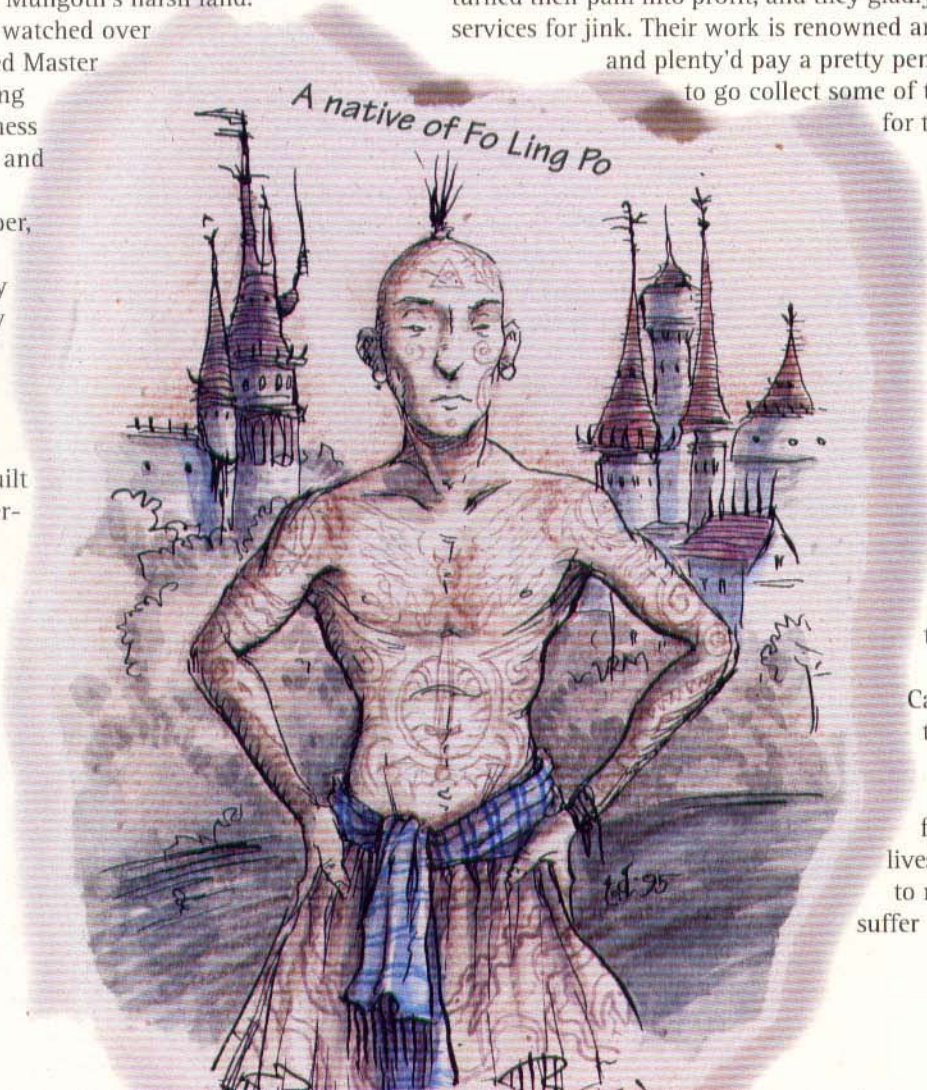
The locals are skilled at wood- and stonecarving. Though there's a shortage of wood all across Gehenna, these cutters have learned to shape a piece of wood into just about anything. Sadly for most travelers, the natives ain't too interested in selling their services for jink. In exchange for their goods, they usually ask for something more intangible – such as the memory of a body's first kiss, or the feel of silk on freshly scrubbed skin. And once given up, the memory's gone forever.

HULGIS' CLEFT
(Town)

In Mungoth, everything's frozen snow and burning lava erupting over ice. Most folks take this as their cue to live below the ground, keeping themselves well away from the dangers of the land above. But a few've chosen to brave it out on the surface. They've gathered in a town called Hulgis' Cleft, and they're some of the tougher souls a body finds on the layer. Inured to the cold and the burning ice, they eke out a living in Mungoth's harsh land.

The townsfolk are watched over by a tough basher called Master Hulgis Zynzaar, a tiefling who's made it his business to keep this town alive and functioning. Zynzaar's said to have a hot temper, but he keeps it under wraps. He's also mighty powerful, scarred many times by the ice that burns just beyond the reach of the fissure in which the city's built.

See, the Cleft is built under one of the sheltering overhangs of the cliffs of Mungoth. It's set far enough back that the locals don't have to worry about the occasional snowstorm blowing acid into the city, and its hovels are built one atop the other to conserve space. The winding streets punch deep into the mountainside, extending back for perhaps a mile before ending at a blank wall.



The locals are all hideously scarred, the skin burned away to reveal the play of muscle for all to see. How'd they get this way? Well, every once in a while they feel the need to soothe Loviatar's pride. By staying outside her domain, they understand they might be wounding her vanity – and so to appease her, they march out into the burning ice and let the snowstorms carve away their features in what they call "Loviatar's Caress." It seems to work, since they've never been attacked by the vengeful power.

They're eager for everyone to understand the necessity of this ritual. In fact, most visitors to the city are encouraged to take part. Visitors take the usual damage from hanging about in an acidic snowstorm, and they're scarred for life (though not as badly as those who live here, who do this sort of thing all the time), but at least they won't be cast out into the storm naked, with no hope of being reaccepted into the city.

This ritual happens once every sevenday. If a body manages to make it in and out of town before it comes time for the next Caress, he's a lucky sod.

Aside from being a place where a traveler can find shelter from the storms outside, the Cleft is also an excellent place to find all manner of etched ware. Silver, wood, metals, gems – the list goes on and on. The Clefters have turned their pain into profit, and they gladly exchange their services for jink. Their work is renowned among collectors, and plenty'd pay a pretty penny for someone to go collect some of this skilled work for them.

No militia guards the town; the people protect their own hides, such as those hides are. They're eager to find and punish those who won't conform, and they take a cruel joy in observing the reactions of those who're experiencing the Caress for the first time. The townsfolk have had to suffer through it for much of their lives, and they want to make sure others suffer as they do.

The Gray Waste: Within the Glooms

Most sods assume that the heart of the Lower Planes – the lowest point on the Great Ring – must be the most evil spot in the multiverse. And because of that assumption, thrill-seekers are disappointed by their first glimpse of the Gray Waste.

After all, when bashers come to a place where they suppose evil's the only focus, they expect to see roaring depravity worse than that of the Abyss and deep-set corruption more vile than that of Baator. They expect a slaughterhouse, rich with the spattered blood of a multiverse's worth of victims.

Well, if they're unlucky enough to step through a gate onto a Blood War battlefield, that's exactly what they'll find. (They also get entered into the dead-book faster than they can blink.) But for the most part, they'll find only a wasteland, where the main danger seems to be dying of boredom. The Waste is a land of gloom and doom, not high-spirited plotting. It's not a place of eternal perdition, with unimaginable tortures wreaked upon souls innocent and guilty alike. Nor is it a place where cruel powers chuckle over their pawns as they move the hapless, unwilling berks across some sort of cosmic chessboard.

Here everything's gray, almost without exception. Beyond the barriers between layers and the occasional power's realm, the plane's colors vary between bone-bleached white and inky charcoal. Bright colors brought to the Waste fade after a week or two, their vibrancy dimming almost as soon as they arrive. But even faded colors shine like beacons in a sea of dullness and lifelessness. After a while, looking at colored items is almost like staring directly into the sun – blinding and painful to the eyes. A body's got to figure that if it's like this for a planewalker, it's much worse for the natives. In a rare show of emotion, they may go into a frenzy, bludgeoning and tearing at the color-wearing offender, though they're careful not to draw blood – that's got color in it, too. Of course, internal bleeding's another matter. . . .

The constant gloom pervades the plane and touches the spirits of everyone here, planar and petitioner alike. All the emotions normally associated with happiness and well-being are drained from them, leaving only dust and despair. Like any colors brought here, emotion leaks away into the Waste and is replaced with a despairing, yearning void.

A body traveling through the Gray Waste is likely to experience some very vivid dreams. Though they seem pleasant, evoking past fantasies and desires, they're also dangerous. See, once a body experiences the emotions of these dreams, he won't feel them again. The place exerts a constant drain of desire and will, and if a body values his life's passions, he'd do well to steer clear of the Gray Waste.

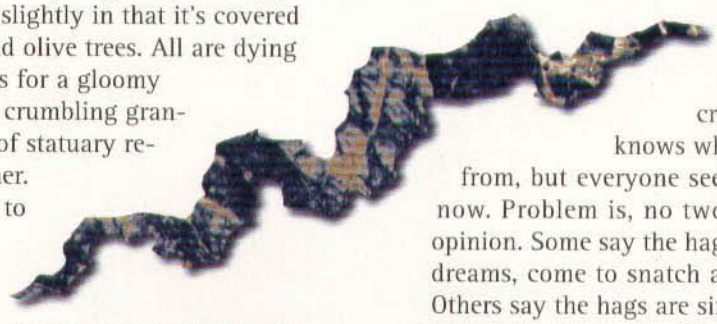
I DON'T KNOW,
I DON'T CARE,
AND I DON'T CARE
IF YOU DON'T LIKE IT.
— VIARTH THE GRIM,
SIX-WEEK RESIDENT
OF THE WASTE

The Waste, as the center of the Lower Planes, is filled with berks from all over the multiverse. Some are here for the Blood War; others are here because they see it as a trader's mecca; and still others are here because they've heard this is the ultimate in evil, and they want to see what that looks like. Many remain because they lose the desire to leave.

The plane has three layers, each different yet each much the same. The first layer, Oinos, serves as the main battleground of the Blood War. It's a region of scarred terrain, smoking craters, and stunted trees. It's also a land of disease, as the rotting bodies of the war's victims pile higher and higher. The decay sprays forth into the air as the bodies fester near the River Styx and drift down the polluted waterway. The layer's awash with virulent disease, and a body should know that he's virtually assured of catching some sort of rot or another.

The second layer is called Niflheim, after the hall of its most famous resident: the Norse power Hel. It's a layer of deep mist and pine trees, free of the disease that ravages Oinos. Underbrush grows rampantly through the layer, looking almost like a prime world – if it weren't for the unrelenting grayness. It's said that the trees and underbrush hide the spirits of petitioners who couldn't keep even a tenuous grasp on their own personalities. The cool mist limits visibility to a distance of less than 100 feet. The fog, besides muffling sight and sound and smell, prevents most missile combat. The terrain's a little more rugged than Oinos; steep bluffs and sudden ravines carve their way through the layer.

The third layer's called Pluton. It's much like the other two, and the gray gives everything a uniform appearance. Still, Pluton varies slightly in that it's covered with willows, poplars, and olive trees. All are dying for want of care. It makes for a gloomy place to wander, and the crumbling granite and occasional piece of statuary really don't help much either. It especially doesn't help to wonder if inside each piece of granite and each dying tree a petitioner resides, trapped and helpless to resist this fate.



Several groups of denizens roam the Gray Waste, and they're all creatures a body ought to avoid. First are the powers: The gods of the Gray Waste are predominantly those of death, disease, and despair. They're a gloomy lot, set to watch over the dead, and they've been infected with the slow withering that's the legacy of the Waste. They won't do much to or for a traveler, but they defend their realms and their spheres of influence. It ain't a good idea to try to give the laugh to a death god, but there's always a berk or two who wants to try.

Then there're the yugoloths. Most of them have moved to Gehenna, but the most powerful maintain a tower here and refuse to give it up. Chant is that whoever controls the tower controls Oinos, the first layer, and the yugoloths ain't about to give up a prime spot in the Blood War just like that.

'Course, a body can expect to see plenty of baatezu and tanar'ri running around the first layer. They're fighting a bloody battle for the superiority of one way of life over another, and they've chosen the midpoint as their battleground. They draft anyone they can into the War, hoping that sooner or later the tide'll turn for good.

Practically omnipresent across the first layer are the larvae, the malicious spirits of evil berks turned into mindless wriggling worms. They're herded along by the night hags for sale to powerful creatures across the planes. Larvae are the currency of the Lower Planes, with no more reason for existence than their usefulness to somebody else. They might get promoted into some fiendish form, but it's more likely that they'll be used as spell components or offerings in some arcane ritual.

A step up from the larvae are the hordlings. It's said that no two are alike, but there're so many of 'em it's impossible to be sure. They're constantly rampaging across the Gray Waste, doing as they will. They never destroy their own kind, but with any other creature all bets are off. Some creatures they leave alone, others're destroyed without warning. One school of thought teaches that hordlings are actually petitioners who're so twisted by their hatred that they've mutated into these creatures – their inner hatred has become their outer deformity. Since everyone nurses their malice a different way, their appearances are all different. If this is true, a body'd have to admire the steadfastness with which the petitioners hold on to their hate; one supposes it's better than giving in to the utter despair of the Waste.

The last group of native creatures is the night hags. No one knows who they were or where they came from, but everyone seems to know what they're doing now. Problem is, no two berks seem to share the same opinion. Some say the hags are the embodiments of mortal dreams, come to snatch away the dreams of the unlucky. Others say the hags are simply the merchants of the Lower Planes, buying and selling what others want or need. Still others claim the hags are transfigured larvae, which explains the hags' ability to turn sods into larvae. It's all a bunch of speculation – what really matters is that the hags are a bunch of nasty crones with the uncanny ability to put a body into a spot he definitely doesn't want to be in.

Otherwise, nightmares are common, and that don't mean just bad dreams. A couple of factions are tentatively associated with the plane, though none are willing to admit it. The Dustmen are fascinated by the gods of death, while the Bleakers come to soak up the despondency that permeates the plane.

Magic on the Gray Waste suffers from a few unique changes. As a body might expect, spells that do good just don't seem to function. Divinations are tinged with sadness, and it's said that a body casting these spells brings that despair down on himself.

Charms don't function as often here as they might, but when they do the result's electrifying. It snaps a berk out of whatever sad reverie he's in, bringing his hopes and desires flooding back in a great rush. He's absolutely grateful to the caster for as long as the spell continues; when it ends, he'll hate the caster because he sees the spell as the manipulation it was. And then he falls into an even deeper funk if he's not taken from the plane right quick.

✦ PLACES OF NOTE ✦

Despite the fact that the place is mostly gloom and doom, some places are still worth visiting. Among these are the Wasting Tower of Khin-Oin, where the yugoloths plot their strategies; the town Death of Innocence, nestled among Niflheim's woods, where the residents hold out hope against the plane's influence; Hades' realm, home to great heroes and hubris-ridden kings; the living town of Corpus; Annwn, realm of the Celtic god of the dead; and Niflheim, Hel's realm of fallen heroes and unsung peasants.

THE LODESTONES OF MISERY
(Site)

If the Waste drains the emotion out of every sod who comes here, where does all this energy go? Some claim it just vanishes into the grayness, never to be seen again. But others tell of great marble obelisks rising high on the Waste, scattered across it with no apparent rhyme or reason. The obelisks are said to be magnets for the emotions, drawing the drained feelings into themselves. And some say that these obelisks are the linchpins of the Gray Waste itself, the only things that hold it together. There's known to be at least one per layer, but it's quite possible more exist.

Each obelisk stands about 1,000 feet high, and each appears to be older than everything around it. They're proud and menacing, giving off an impression of incredible antiquity so strong that a body approaching 'em can't help but feel humbled by it. They're carved with runes taller than a man's height, in a language no one alive can read. Every once in a while, the runes glow red like a flash fire in a dry forest, and the monument hums with barely suppressed power. Other times, the runes light up with a bluish glow, shedding cold light onto the ground below.

Those who study such things claim that the slab's either drawing power from some source in the plane, or else giving it out. It's well known that someone standing near an obelisk when it glows red feels a wave of weakness and despair wash over him, and he relives his most miserable moment for what seems like days. When his head finally clears, he finds himself on his knees, head between his hands, sobbing as if his heart were broken. When the runes flash blue, a body feels power wash over him, invigorating him with its heady glow. Sometimes the slab restores life and purpose to those who've been afflicted by the Waste, while at other times it steals it away without a chance to resist.

It's been theorized that someone (or *something*) is using the obelisks to gather a force so strong it's beyond imagining. According to this theory, a person in the field of influence experiences only a fraction of the true force exerted. It that's true, whoever commands the obelisks commands a power beyond that of many gods – and that "someone" would be a force to be reckoned with.

THE TOWN AT THE CENTER
(Town)

Everyone knows about the three layers of the Gray Waste. What most *don't* know is that the layers aren't all lined up nice and neat next to each other – there's a point in the plane where all three layers touch. And nestled across this point is the Town at the Center.

It's like the rest of the plane in that it's a strange mixture of brutality and sophistication, combined with the usual brand of apathy that so characterizes the Gray Waste.

The place is ruled by a tiefling who looks to have more than his share of yugoloth blood running through his veins. He's tall and pale, his bald head gleaming in whatever light's brought near. His name is Dandy Will, and he's said to hold an incredible amount of power in his two impeccably manicured hands. He speaks in a soft voice that resonates deep in his chest, but he's not above raising his voice to get his point across. He's smooth and sly, not to mention animated – a true rarity for a mortal in the Waste.

The town's said to have some ability to resist the apathy that drains everyone in the Waste. The truth of this ain't known; a body'd think that something in the center of the plane'd be *more* susceptible, not less. Regardless, the people of the town seem to be a livelier bunch than the rest of the plane, though some of 'em have the dead stare of the gloombugs.

The town itself is a strange mixture of the three layers. It's divided into three equal sections, like the pieces of a great pastry, all of which come to a point in the very center of town. Each part of town's separated by an invisible line (though the Oinos side is quarantined from the other two by a wall with only two gates – the guards don't want disease spreading through the town), but a line which is tangible nonetheless. A body feels it when he steps across the line as a change in the air. Each part of this walled town has a single gate that leads to the outside world, a gate that's always open except during particularly nasty battles of the Blood War, at which point the town seals up tighter than a miser with all his jink.

The Oinos side of town's arid and dry, and precious few plants grow here. Though the avenues are straight and wide, there's also a dilapidated feeling about 'em, as if they were getting ready to fall apart at any time. The buildings are ramshackle and catch-as-catch-can, made of scraps of different materials, whatever a body can scrounge from the waste heaps that litter the area. Only the very lowest live in this slum. The disease that ravages Oinos has some influence in this sector of the town, but it's not nearly as virulent here. A body who's coming from Oinos to try to reach one of the other parts of town has to go through quarantine here first – a day in a sterile gray cell separated from everyone else.

Niflheim's sector's quite a bit better. It's more of a rough-and-tumble pioneer town, a place

where warriors can come to rest between exploits or lumbermen can quaff ale to quench their thirsts. Everything in this part of town's made of wood, and plenty of carpenters are willing to throw together just about anything a body might want or need. Taverns and kips are scattered about the place in profusion. The main market's also here; vendors swarm all over the place offering their wares. Little shopping goes on anyplace else, at least for the common sod.

This is the working berk's district, a place of honest labor and blunt hatreds. There's little subtlety here; if a body wants to hurt someone, he usually does it by punching the berk in the face or stabbing him in the gut with a skene, with no sophistication behind it.

That ain't true of Pluton's side of town. This is an area of marble and granite buildings, hewn from living rock and shaped by master artisans to fit the needs of whatever blood's living inside. This is the zone of the upper class, the place of money and power. Banks and wealthy merchants are the order of the day here, and everyone has adopted a snotty facade to scare off the lowlifes.

This is mostly a residential zone, and the folks who live here are of an entirely different level than those of Niflheim. They're subtle and dainty, their every movement sending a message to someone. They're involved in a great game of politics and wealth, and they use anybody they can get their hands on to play each turn.

The palace of Dandy Will stands in the center of town, at the focal point of the three layers; it's a monument to his willpower (so to speak) and his ability to draw this town together. Though it was originally built long ago, Will has taken the place for himself and never mind any arguments against it.

Will's palace is accessible through a gate from each side of town, but the gates're manned and carefully watched. Anyone who wants to get in has to state his name, his business, and make an appointment. A little garnish greases the wheels, but it usually takes about a week of waiting nonetheless.

The palace is smooth and streamlined, though great blades protrude from the wall every so often in a reminder that not every berk's going to come out of the place alive. Inside, it's rumored that there's a great obelisk from which Will draws his power, but the center of the palace is closed off even to the guards.

The militia of the Town at the Center consists of a mix of fiends and mortals. Yugoloths serve in the militia, as well as baatezu and tanar'ri. Oddly, none of them hold any positions of influence, and none seem to mind. Chant is that they're deserters from the Blood War, and they're just as happy to lie low. The humans, half-elves, and tieflings that make up the rest of the guard are hardened, battle-scarred veterans, and they expect their orders to be obeyed instantly. Someone doesn't, and the guards've got permission to put that berk in the dead-book as soon as they like. Most folks know this, and they hop right to whatever the guards tell 'em to do.

The most appealing feature of the town is its location. Situated as it is, it's a natural spot for travelers if they're trying to get around the Waste quickly. They don't have to deal with traveling on Yggdrasil or Mount Olympus, or finding themselves a portal to get from one layer to another. That makes this a great market burg; since everyone wants to come through here, it's an excellent place to find exotic items and even items more mundane. The town thrives on the market.

The odd thing is, there's no toll for passage through the town. Indeed, the place's built to move people in and out quickly. Makes a body wonder what the motive behind the town is. Is there some sort of spiritual price a body pays for moving so quickly?

Is there something in the palace that subtly drains those who pass through? Nobody really knows, but it's on everyone's mind.

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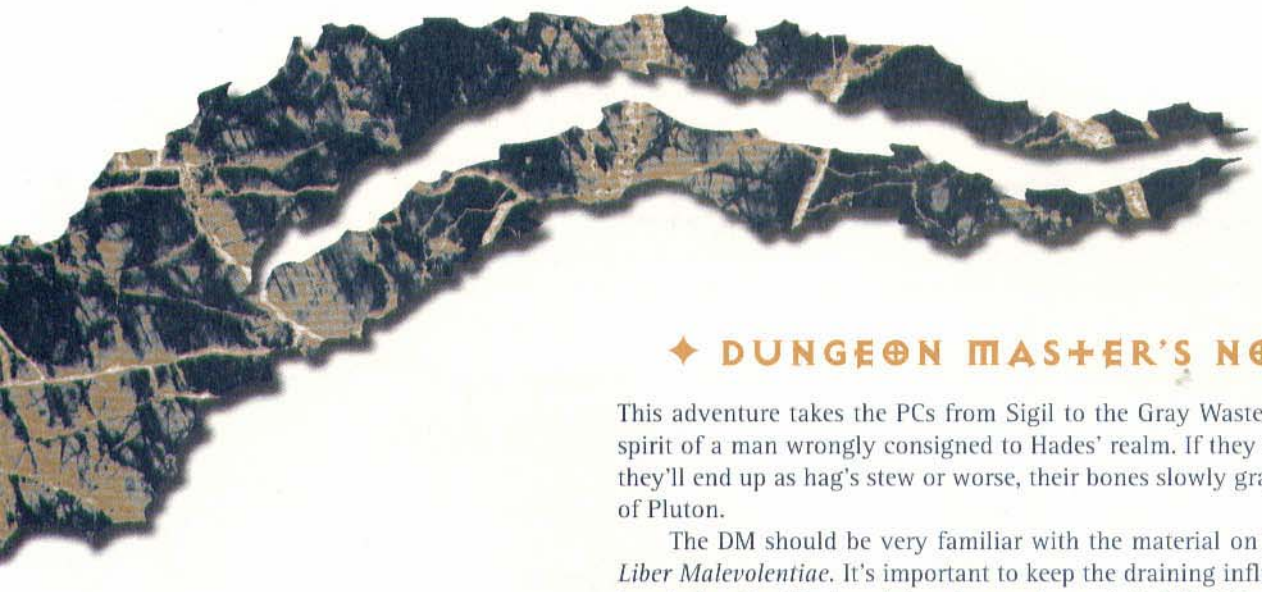
Into the Land of the Dead

In Which the Heroes travel the Paths of the Dead, and come to Bargain with a Power.

Number of PCs: 3 to 6
Levels: Low (1st to 4th)
PCs Preferred: Any, but they should be planars or at least familiar with the planes.
Factions: Any. Dustmen and Bleakers may be most comfortable on the Gray Waste.
Synopsis: The PCs are called upon to bring back a hero from the realm of Hades.



JUST A DROP OF WATER, JUST A CRUMB OF BREAD, I BEG YOU . . .

— TANTALUS, ABOUT TO GET A CLUELESS TRAVELER PUT IN HADES' DEAD-BOOK

✦ Dungeon Master's Notes ✦

This adventure takes the PCs from Sigil to the Gray Waste itself, seeking the spirit of a man wrongly consigned to Hades' realm. If they take a wrong turn, they'll end up as hag's stew or worse, their bones slowly graying on the plains of Pluton.

The DM should be very familiar with the material on the Gray Waste in *Liber Malevolentiae*. It's important to keep the draining influence of the Waste in mind as the PCs travel the plane – they might fall victim to it themselves!

Also, this adventure involves the PCs dealing directly with not one, but two gods (Hades and his wife). The PCs should be properly humble when dealing with powers, and it's the DM's duty to impress on them the utter majesty that surrounds the gods. If any of the characters get out of line or act flip to Hades, there's little doubt that he'll reach out his mighty hand and crush the impudent ones. This is his realm, and in his realm he's nearly omnipotent.

This adventure is recommended for PCs of 3rd or 4th level. With a very little tweaking on the part of the DM, higher level characters can find this adventure challenging and exciting. Some suggestions for high-level PCs are included.

✦ Gone Missing ✦

The PCs are still fairly new to the adventuring concept, but they've proven themselves once or twice in some exciting battles. Naturally, along the way they've lost a friend or acquaintance, and if they should take the time to mourn his passing in a public place, their sorrows are noticed. Whether they're in a graveyard, a bubhouse, or simply on the street, a respectable-looking man dressed in the manner of Dustmen appears before them. He says, *"I'm sorry, but I couldn't help but hear that you've recently been bereaved. Well, I've got certain sources that can help me track down your friend and possibly return him to you. It'll only cost you 200 gold. What do you say?"*

His name is Jalaci Avorl (Pl/♂ half-elf/T4/Revolutionary League/N), and he's not actually a member of the Dustmen. He just dresses that way so as to ease the minds of anyone who fears being bobbed. He's actually an Anarchist, but he's a fairly friendly man, and he's got no intention of cheating the PCs. He'll even accept payment when they get back from the Underworld, but he does warn them that his sources can track the living as well as the dead, if they've got any intention of peeling him.

If they agree to have him begin his research, he tells 'em to meet him at this same spot at the same time tomorrow. He does have connections, and he won't steer the party wrong. If any of the PCs decide to follow him, they simply see him enter some taverns, speak with some people, and disappear into a back room with one of them for a time. He leaves that last one with a map in his hand and a scrap of paper.

Should the PCs want to verify his story and his sources, they can speak with his contact, an unkempt old man who's obviously been plane-touched. He's got the stare of one of the gloombugs of Hades, and his speech is slow and monotonous. He's staying at the Kissing Mudhole, a dirty little bubhouse in the Hive.

The old man says and does nothing to acknowledge their presence. If the PCs try to talk to him, he doesn't even look at them unless they put themselves in his field of vision. One of the other patrons comes over and says, *"Don't mess with ol' Xaln. He's a gloombug, and he don't say much. You do anything nasty to him, and we'll make sure that it's the last thing you'll do, see? Now, if you got a question about some Waste petitioner, you just ask 'im where and get going, all right?"* If the patrons decide that the PCs have "irritated" Xaln, 10 bubhouse thugs (Pl/♂ humans/F2/N) leap to defend the old barmy.

If the PCs ask the old man about any petitioner on the Waste, the old sod spouts off with the name and the location of note nearest that petitioner. If the PCs ask about their friend, the man's eyes grow strangely distant. *"Misplaced, that one. In Hades' realm. At the base of the great mount."*

Xaln can't answer questions regarding petitioners of any other planes, and he won't speak of anything except things on the Waste. The locals have theorized that he was given a horrible gift by the plane, and now he tries to block the knowledge with a copious amount of drink.

THE INFORMATION

Jalaci Avorl shows up punctually the next day, with map and information in hand. (DM NOTE: This information is crucial to the PCs' success, especially the hint about dealing with the Hound of Hades.)

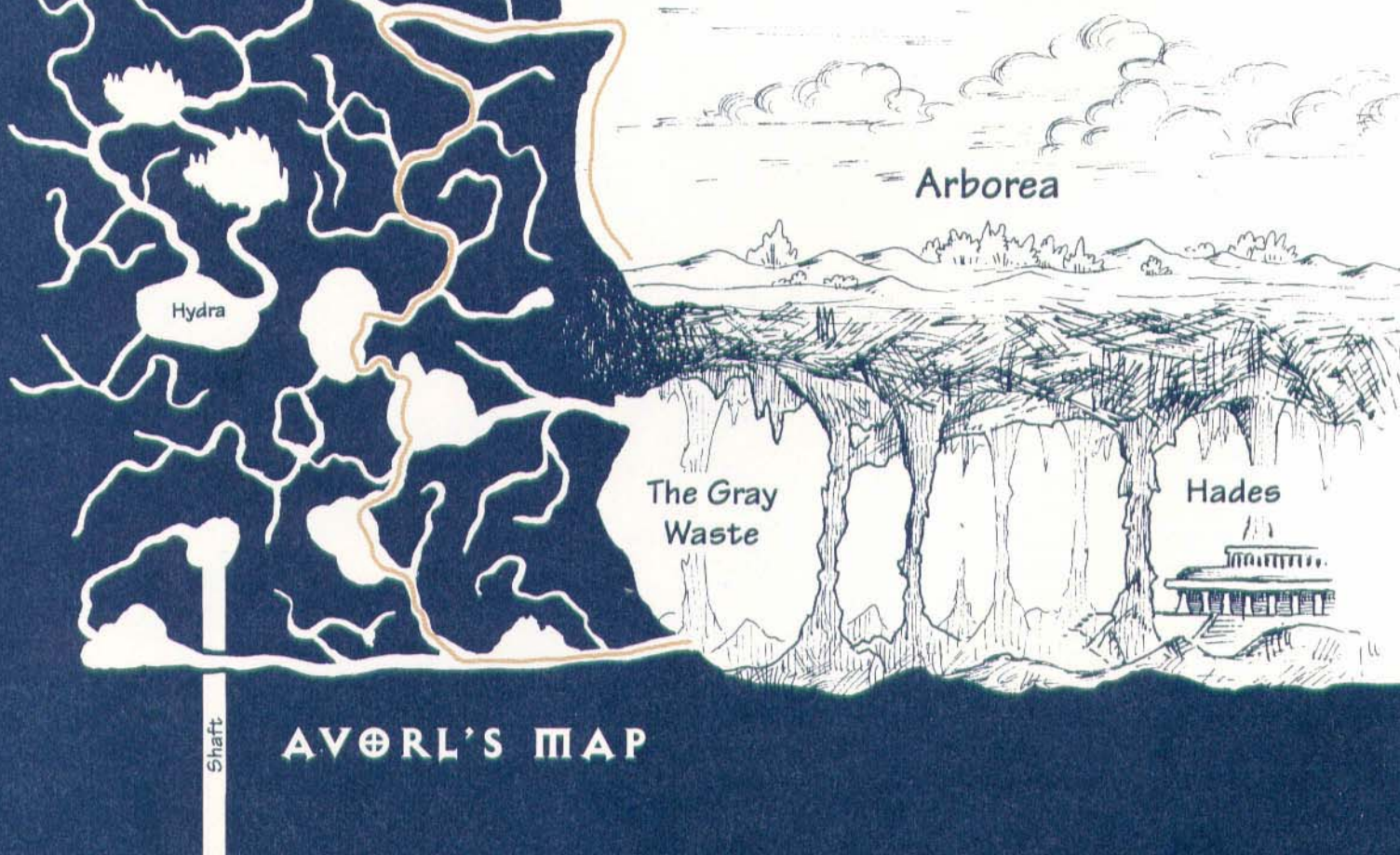
"All right," he says. "I've done my digging, so to speak. I've located your friend, but I can't fetch him. You'll have to do that yourself. See, he's in the realm of Hades, and, well, that's not a place I'm comfortable going. However, I've got this portal key that'll take you to Mount Olympus on Arborea, and a map to lead you down through the caverns of the Mount.

"Couple things you ought to keep in mind," Jalaci continues. "To get into the Underworld, you'll have to get past the Hound. Chant's that the beast can be bribed with something valuable to you. And Hades ain't too keen on letting his petitioners go, so you'd be well advised to have something that'll impress him enough to let you take this sod from his realm. Either that, or some point of law that'll tell him he has to let your friend go!"

No amount of persuasion can convince Avorl to accompany the PCs to the Underworld, though he might go as far as the entrance to the cavern with them. If he accompanies them this far, he insists on receiving his full payment before he goes, with a bonus of an additional 500 gp. He's not in this business to take risks; he's here to supply information so *others* can take risks.

Give a copy of the map on this page to the players. The portal key to Arborea is a small brass lightning bolt. The portal's in The Lady's Ward, in a dressing room of a clothing store called The Silk Worm. The shop caters to classy clients, and the merchant's more than a little irritated to have all sorts of berks barging in to use the portal. He shouts at the PCs as they head through, but takes no further action.

HIGH-LEVEL PCS: Instead of the 200 gp, Avorl asks them to bring something back from the Underworld as payment.



AVORL'S MAP

He might ask for a waterskin of Styx water, dirt from the base of Mount Olympus, or a branch from the white laurel in Hades' willow grove.

THE GOATHERD

When the PCs arrive on Arborea, they find themselves within sight of the great Mount Olympus, rising from the earth of the layer as if the plane around it were unimportant. Olive trees and poplars abound, groves of them casting shadows in the Arborean daylight; a grassy clearing lies not far ahead. Goats gambol on the field, watched over by a goatherd named Petra Kourakis.

If the goatherd happens to see the PCs lurking about, he instantly assumes that they're here to steal his goats. He's not very bright, and he's positive that someone wants the goats, and he does his best to defend them from thieves. His best usually involves beating the suspected poachers senseless. Only priests of Apollo or other Greek powers can convince him otherwise.

Unfortunately for the PCs, the goatherd is one of Apollo's many sons. As long as he's in the sunlight, he cannot be defeated. His wounds close instantly, and even hard blows barely faze him. Only if he's lured into shadow or darkness is cast over him can he be defeated. Even holding a blanket over his head is enough.

Kourakis is tall, thick-bodied, and his skin practically glows in the sunlight. His hair is golden, and it seems to give off a bit of radiance itself.

PETRA KOURAKIS, HUMAN MALE, FIGHTER 2: AC 7 (no armor); MV 12; hp 18; THAC0 19 (16 Strength and Dexterity); #AT 3/2; Dmg 1d6+7; SD can only be defeated when there is no sunlight shining on him; SW falls immediately unconscious in darkness – shadow makes him vulnerable to injury; MR see notes below; SZ M (6 feet, 6 inches tall); ML fanatic (18); AL CN; XP 650.

Notes: Charm and enchantment spells have no effect on Petra. He cannot be incapacitated by magic while the sun shines on him. Sunlight instantly regenerates his wounds.

S 18/92, D 17, C 16, I 7, W 10, Ch 13.

Personality: Arrogant, egotistical, combative.

Special Equipment: Goat's crook acts as a quarterstaff; small blade concealed in one end allows it to be used as spear.

Once the PCs have defeated Kourakis or gotten past him, they can proceed to the caverns of the Mount. Ironically, as they leave, they see a group of bandits stealing goats from the field. If Kourakis is still incapacitated, the bandits make no pretense of stealth. If the PCs have somehow made a deal with him or escaped, Kourakis sits on a rock playing a lyre, while on the other side of the valley a band of ragged peasants lure off several goats.

INSIDE THE MOUNT

The cave smells foul and gas occasionally puffs forth from its inner recesses. Though it bears the stench of corruption, the gas is harmless. At the back of the cave, a dank passageway leads ever downward. The stench of the gas frequently arises from this passage, and the air's humid and ripe, like a rotting corpse. The map Avorl gave the PCs proves to be surprisingly accurate for much of the way, with only a few minor mistakes. These mistakes cause maybe an hour's worth of backtracking total, and are not at all life threatening.

The trip is not totally unpleasant; some of the caverns inside Mount Olympus are beautiful, with pink and blue lichen covering the rocks like some sort of weird fresco. The passage opens out into caverns that prove to be huge beyond belief; it's hard to grasp that some of them are underground caverns, so filled are they with light glowing from the rocks.

Others, of course, are tiny and damp, and the constant smell of rotting eggs dispels any notions the characters might have had about the peacefulness of this place and its origins. Yes, it's beautiful in places, but there's always the reminder of the corruption that waits below. Also, the PCs occasionally come across the bones of other wanderers. The bones don't look like they've been damaged in any way; it seems as if their owners just up and died. Starvation, poison, loneliness – all are possibilities in the caverns under the Mount. The DM can also assign random encounters; suggested creatures include bacchae, satyrs, oreads, and any monsters of Greek myth.

After a time, the party has to make camp. The trip proves to be longer than they might have expected. As they settle down to rest, they're attacked. Read the following aloud:

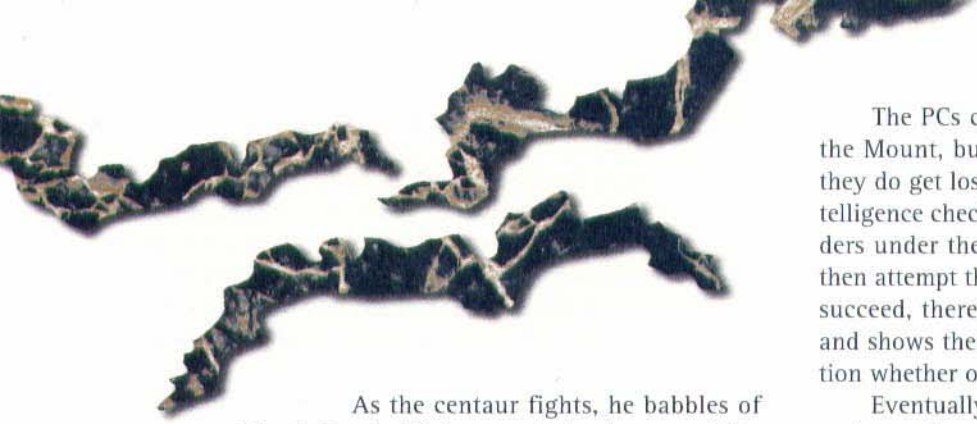
The sound of galloping hooves echoes through and past the place you've chosen to bed down. As you jerk yourself to readiness, you see a centaur burst forth from a nearby passage, and he's headed straight for you with blood in his eyes. Festering wounds cover both of his arms, and you can see the lines of infection as the sickness traces its way toward his heart and mind. It's apparent that the disease has driven him mad, and he's intent on showing you the full extent of his madness.

ICHTHION, CENTAUR MALE, FIGHTER 3: AC 5; MV 18; hp 24; THAC0 18 (17 with lance and dagger); #AT 3 or 1; Dmg 1d6/1d6/1d4 or 1d6+1 (hooves and dagger, or lance); SA charge with lance (2d6+2 damage); SZ L (8 feet); ML elite (14); AL CG; XP 120.

Notes: The rusty dagger causes disease unless the wound is immediately tended.

S 17, D 15, C 10, I 14, W 15, Ch 14.

Personality: maddened; once healed, reasonable and helpful.



As the centaur fights, he babbles of blood, blood offerings, and the dangers of the afterlife. He is being driven slowly insane by his festering wounds, and he fights until subdued or killed.

If the party subdues the centaur, they can clean his wounds and restore him to health. A simple *cure light wounds* is enough to drive back the infection. Out of gratitude, the centaur tells them his name and his story.

"My name is Ichthion, and I was part of a delegation to see the Lord Hades to petition for the life of my father. My father was a great centaur, and we think he passed away before his time. We reached as far as the gates of the Underworld when we were attacked by some of the petitioners of Hades' realm. The rest of the party was slaughtered, swept under by sheer weight of numbers, but I happened to remember some of my lore: The spirits of Hades love the blood of the living, and spilling it on the ground distracts them from the blood inside your veins. As a matter of fact, that's how I got the infection. I used this," and he waves a rusty dagger, "and I'm afraid the cure was almost worse than the disease.

"But while I'm rattling on, do you mind if I ask how you came by this way? Not many folks know this route to the Underworld."

If the PCs show him the map they got from Avorl, Ichthion shakes his head. *"No, this map is leading you straight to a night hag's den. One wrong turn here, and you're stew meat. Turn right instead of left, go down the shaft, and you'll come out at the base of the Mount."* Of course, if the PCs slew Ichthion, they won't gain this information.

The centaur may join the party (after all, they're going the same way), or Ichthion may have had enough adventure for a while, and seek only to leave Olympus.

The map does, indeed, lead to a night hag's lair. A single diakk stands guard outside a small hut in the center of a medium-sized cavern, hopping impatiently from one foot to the other. When it sees the PCs, it gives a raucous squawk. It's lucky for the PCs that the hag isn't home.

DIAKK (VARATH): AC 0; MV 21; HD 6+6; hp 30; THAC0 15; #AT 1; Dmg 1d12; SA spells; SD spells; MR 30%; SZ L (8 feet); ML unsteady (6); Int low (5); AL NE; XP 2,000.
Notes: The varath can cast the spells *audible glamer* and *weakness* once per day, and *jump* twice per day.

HIGH-LEVEL PCS: The night hag *is* home; she comes rushing out of the cave to see what the commotion's about.

The PCs can (and should!) flee through the tunnels of the Mount, but there's a 40% chance they become lost. If they do get lost, one member of the party must make an Intelligence check with at –4 penalty. If it fails, the party wanders under the mount for 1d4 hours. Another person may then attempt the check, and so on through the party. If none succeed, there's a 25% chance that someone comes along and shows them the way. Otherwise, it's at the DM's discretion whether or not to let them get out.

Eventually the caverns open up into stale, dead air; it's a change from the sulfurous stench of the caverns, but not necessarily a good one. A joyless gray sky stretches out above the PCs, and it's apparent they've left Mount Olympus behind them. Before them stand the bronze gates of the Underworld, the realm of Hades. Even as the PCs watch, their clothes begin losing color; the wasting tan of the Gray Waste is beginning its work already.

✦ THE REALM OF THE DEAD ✦

A line of petitioners flows in through the open gates of the Underworld, passing close by the snarling maw of Cerberus, the guardian hound. Its three heads sniff each and every one of the petitioners passing by; every once in a while, it lunges forward and devours one. The hound's mouth drips with blood, and the screams of the petitioners being chewed on echo across the Waste, though the screams themselves seem to fall flat, as if their luster were consumed by the Waste as well.

The end of the line of petitioners is drawing near. The bronze gates are beginning to close. (They'll close completely in 1d10+2 rounds.) If the party hurries over, they can squeeze into the line. If they don't, they must wait a week until the gates open again; during that time, they face the possibility that the Waste will devour their spirits. Slipping over the walls or opening the gates is impossible. Any PC who tries to climb the wall finds that it seems to stretch up into eternity; he'll have to climb down as far as he climbed up, though it looks as if he's only 10 feet above the ground, no matter how high he goes. The gates cannot be opened, though they toll like a giant bell if anyone strikes them.

If the PCs try to slip through the gates before they close, they can join the ranks of petitioners. However, they've got to get by Cerberus first. Two things betray them to the dog. First, they've still got color to them. Second, Cerberus can smell the living, and it does its level best to keep them from entering the Underworld. The dog won't attack the PCs as long as they don't try to get past it.

CERBERUS, THE HOUND OF HADES: AC –1; MV 24; HD 22; hp 176; THAC0 –1; #AT 3; Dmg 1d12 (bite); MR 15%; SZ G (30 feet); ML fanatic (18); Int high (12); AL NE; XP 12,000.

Notes: Cerberus can be bribed with something that's of value to the giver. The Hound, contrary to appearances, willingly negotiates, but most people attack it.

Chances are the PCs won't be able to defeat Cerberus in physical combat. The Hound is just too powerful. If the PCs want to try, they can, but a few successful hits by the Hound should make them change their minds.

Surprisingly, the Hound is susceptible to a contest of wills. During physical combat, if a PC can make two successive saving throws versus spell with a –2 penalty, the PC wins the battle of wills – if he isn't torn to shreds by the Hound's teeth in the meantime. If everyone attacks, they all need to make the saves, so a one-on-one approach is the PC's best bet. The PC who survives two rounds of combat and makes the successive saves forces Cerberus to heel long enough for the party to pass by. (Most folks aren't willing to go this route, since Cerberus can deal up to 72 points of physical damage in two rounds of combat.)

If none of the PCs are willing to battle the Hound, that leaves only charm or negotiation to win a way past it. Since this gate is the only entrance into Hades, the PCs can either give up the quest or try to deal with Cerberus.

The Hound is amenable to suggestions; though it resists charm magic and physical force to leave its post, it's willing to make deals. The PCs can offer the Hound one of their own number, sacrifice a valuable, or try to convince Cerberus that they've got legitimate business in the Underworld. The last one ain't going to work, though Cerberus pretends for a while that it'll let those berks through. It really just wants the PCs to sacrifice something they hold dear to themselves. If it's convinced that the item's suitably cherished, it lets them pass.

As they go by the guardian, it casually mentions that they probably ought to think of a way to get out, because they certainly aren't leaving past it. It smiles wolfishly at them with two of its heads, and growls in deep-throated voice from all three heads at once, *"Now run along. You've got* important *business to attend to."* A deep chuckle rumbles from its throats.

Beyond Cerberus is the great sea of petitioners, their gray faces desperate with need. They flicker on the edge of substance, in and out of sight. They yearn for the life the party embodies, but cannot quite seem to break through the will of Hades to attack them.

The realm's full of blackened and stunted trees, their existence crying out for vengeance. Blackened poplars, olive trees, willows, and an occasional stand of laurel litter the gray land, and lifeless rivers meander through parts of the dry earth. The realm stretches farther than the eye can see in every direction. It's a place devoid of beauty or hope or caring, and there's no end to it.

As the PCs trudge toward the only landmark in sight, the palace in the center of the realm, they pass the places of torment for those who've particularly offended the Olympian deities. A great mountain stands off to one side of the beaten path, and a small figure toils up it behind a large round rock, heaving with all his might to push it to the top of the mountain. A wheel of fire spins lazily a few miles away, a figure strapped to it screaming in pain. As they cross a river near a wood, the party witnesses Tantalus mired in the riverbed, stick thin and pitifully reaching up and down for grapes and water. Just as he reaches, though, the tree withdraws its branches, and the river drops. On the other side of the ford are 50 women seeking to fill an ewer with river water, but unable to place even a mouthful inside. Their actions are exercises in futility, but these spirits are doomed to repeat them over and over, never learning from their hubris.

If the PCs should try to interfere with any of these punishments, they find themselves sharing, for a few hours, the torment of the soul experiencing it. Though they suffer no permanent damage, hopefully they'll learn that a body doesn't try to change the judgments of the powers. If they're smart, they won't try again.

Eventually, the palace of Hades heaves into view. Here, the flickering of the grayish petitioners is much worse than before; they blink in and out again every few seconds. Though none of them can actually touch the PCs, they strain toward the party with all the willpower they've got. If a PC doesn't make a save versus spell, he's at –2 to all saves in the Underworld thereafter; the flickering of the shades plays on his mind and weakens his resolve.

THE THRONE OF DEATH

Once past the sea of petitioners, the PCs find themselves standing in front of the palace of Hades. The gray bronze doors of the great marble palace swing open before them, beckoning the party inside the hall of the power. It's huge inside, designed to dwarf those seeking an audience with Hades. The nearly featureless marble hall seems to stretch into eternity, and a sense that what waits beyond the doors at the far, far end is worse than anything the PCs might have encountered before thickens the air.

The party's footsteps echo back at them, bouncing off the walls and whispering into their ears like the ghosts of yesterday's dreams. Every PC must make a Wisdom check at –2 to continue. Those who fail cannot go any farther down the hall, and remain huddled here until the rest of the party comes back this way. Those who succeed can continue until they reach the massive carved doors at the end of the hall.

The doors open for the PCs, overwhelming them with the dread glory of Hades and the beauty of his wife Persephone, both filling thrones over 100 feet high. The two powers eye the PCs regally, but say nothing. The PCs must make the first move.

Hades listens to the PCs' request, and his massive body leans forward in the throne. *"Tell me," he says, "why I should let you return your friend to the world of light and life. Convince me, and I may allow it."* His eyes gleam blackly, and he leans back into his throne.

The PCs must do their best to convince the power that they've got some sort of overwhelming reason for needing their friend's life, and they've got to do it well. They can try to appeal to Persephone by weaving a sad tale; it's well

known that Hades cannot refuse his wife any favor she asks of him, no matter how much he might like to. They might go the route Orpheus took, and appeal to the hearts of the powers with music. They can try to appeal with law, by pointing out that the fellow is imprisoned in Hades wrongly. Anything they try must be pursued with living zeal; Hades is not impressed by the logic of the dead. Only those truly filled with the spark of life have a chance of swaying the impassive death god and his consort. Impolitic remarks are met with a stony glare; the powers do not tolerate rudeness from mere mortals, and they're restraining themselves as it is. Any subsequent impertinent remark results in that PC being snuffed from life without further ado. He might awaken to existence again to find himself suffering alongside those whose crimes have offended the gods.

The DM must decide if the PCs have done a good enough job of convincing Hades of the necessity of their friend's life. If the DM determines that they have not put enough effort into the appeal, Hades again leans forward. *"It's apparent to me that you do not care enough for your friend to argue effectively. Leave my realm; you shall not be molested on the way out."* A route to the surface of Arborea from a nearby cavern burns itself in the minds of the PCs. They have no choice but to leave the realm; they are never welcome here again in their mortal lives.

Those who've made convincing arguments must wait while Hades deliberates. Persephone turns and whispers in his ear. Hades strokes his bearded chin, and gazes thoughtfully at the PCs.

After they've stewed long enough, he leans forward again and declares, *"You are correct. Your friend does not belong here. You will find him waiting for you once you reach the bright sky and fresh air of the living world."* The picture of the nearby cavern appears in the minds of the PCs. *"However, there is one condition you must fulfill. If you fail, your friend is mine again, and I may determine a suitable punishment for you. This the condition: You may not battle with anything in my realm on your way to the upper world. If you so much as raise a hand against another creature, your friend's spirit is forfeit to me."*

The party cannot bargain. If they argue, Hades withdraws his offer and tells them to leave his realm.

THE WAY OUT

On the way out of the palace, the PCs can pick up their cowering friends and head for the hills. The flickering of the petitioners is getting stronger, and it almost seems that the wraiths are gaining solidity. They strain toward the PCs, their faces alight with malign hope. The cave mouth comes into sight quickly. Thing is, between the PCs and the cave mouth waits an army of petitioners, and all of them seem to have come fully into substance. With a horrid cry, the petitioners rush forward to fight.

PETITIONERS (100): AC 10; MV 12; HD 1; hp 4 each; THAC0 20; #AT 1; Dmg 1d4 (claws); SZ M (5–6 feet); ML fearless (20); Int semi- (2); AL NE; XP 15 each.

The PCs have a number of options. If they recall the words of the centaur Ichthion, they can spill their blood onto the ground; PCs who do so sacrifice half of their current hit points to the angry spirits. Those PCs become invisible to the wraiths, who fall on the blood and suck it dry. The petitioners that drink become rosy and healthy, and wander off into the Underworld.

The PCs can also try to hold off the petitioners by charming them with music; a bard can keep these souls at bay, provided she makes a successful musical instruments proficiency roll at a penalty of –4. Casting soothing spells like *suggestion* can also subdue the mass. Anything the PCs do that's intended to harm (waving a sword, casting a combat spell, and so forth), even if it's just intended to ward off the dead, forfeits their friend to Hades. They know it as soon as it happens.

They also forfeit their shadows. They never cast shadows in the light again, and Hades has a claim on their spirits when they die. This may pose a problem to specialty priests and paladins, who are supposed to be obligated to only one deity.

If the PCs have kept their end of the bargain, Hades keeps his. Their formerly dead friend awaits them at the entrance to the cave, breathing deep of the Arborean air. He turns and beams as they walk from the cave.

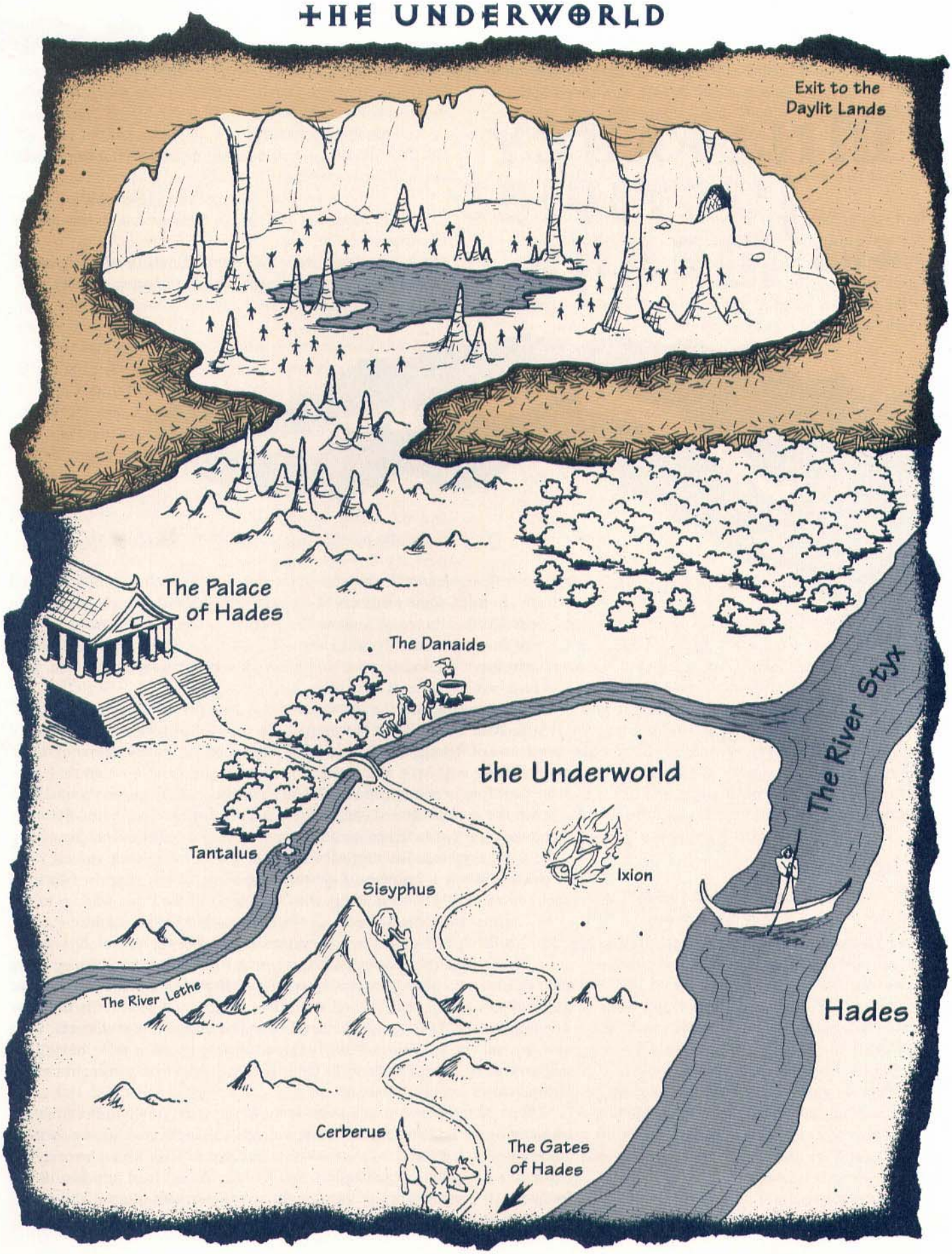
CONCLUSION

It's possible that Avorl was not entirely honest. Maybe he actually was trying to lure the PCs to the night hag's cavern, and maybe he hunts them down again to try a different tack. Of course, he'll be apologetic about his misinformation, and wants to make it up them. On the other hand, he might be entirely honest, and just given them the map because he was misled himself.

If the PCs killed Petra Kourakis, the goatherd, chances are that Apollo's not going to look favorably on them. Indeed, he might send some of his minions to expunge the PCs from the multiverse. On the other hand, if the PCs only knocked some sense into the goatherd, Apollo may actually reward them for showing his stupid son that not everything can be solved by the application of brute force.

Naturally, if the PCs were successful, their friend is beholden to them. Having been rescued from eternal boredom is enough for most people to realize that they owe a tremendous debt. Of course, depending on the sort of person he is, this might not last too long.

THE UNDERWORLD



In Which the PCs discover that Good Intentions may lead to Evil Ends.

MILITANCY JUSTIFIES THE MEANS

NUMBER OF PCS: 4 to 6.
LEVELS: Medium (5th to 8th).
PCS PREFERRED: Any nonevil; discretion and forethought will be rewarded.
FACTIONS: Any. The Order of the Planes-Militant sect (from *Planes of Law*) plays a major role in this adventure.
SYNOPSIS: A fanatic has taken his sect's ideals to excessive ends, and threatens the peaceful existence of an important trading post.

✦ DUNGEON MASTER'S NOTES ✦

See *Liber Benevolentiae* for details on the Order of the Planes-Militant's grand scheme. In brief, some members of the sect are attempting to gain more land by tipping the balance of a plane (or portion of a plane) to good and law, thereby drawing it into Mount Celestia. The Brethren under the mage Indigo's authority have begun to preach and proselytize in the burgs of Bytopia, with some success.

Some members of the sect decided that such gentle tactics were not sufficient. With a foundation of supporters in place, the Brethren here under the command of Hidalgo (Pl/♂ human/M13/Order of the Planes-Militant/LN) are now exerting economic and political pressure against those whom they consider their foes – namely, those who don't measure up to the sect's standards or who've spoken against the Brethren's rigid, dogmatic attitudes. Bytopian converts are instructed to do business only with establishments displaying the sect's symbol. Also, disguised Brethren attend each public speech, rally, or meeting where a member of the sect is speaking. These disguised "plants" shout down or otherwise interfere with opponents of the Order who try to express other views. These agents attend a few rallies (in different disguises), then return to other duties to avoid being identified.

THEM BRETHREN, WHEW — AND I THOUGHT PALADINS WERE UPTIGHT.

— SYN-D, A FORMER MEMBER OF THE ORDER OF THE PLANES-MILITANT

Hidalgo's followers are preparing to enter local politics by using their influence to have members appointed or elected to various political and guild offices and posts. The sect's wizards, clerics, and psionicists use their divinatory abilities to gauge the level of opposition to the sect's acts. They also spy out the activities of the Brethren's most outspoken foes, looking for evidence to embarrass or discredit them as chaotic and evil beings out to drag Bytopia down into vile anarchy.

Most of the converts and even some of the lower-ranking Brethren are unaware of the Brethren's underlying motive on Bytopia, and believe they are simply doing their best to promote law and good. They're not wrong; the Order *is* a benevolent organization, and by "absorbing" land into Mount Celestia they're only seeking to increase the overall amount of good and law in the multiverse.

The problem is that Hidalgo has taken to dubious methods to attain the sect's goal. The intent of this adventure is not to destroy the Order or even to expose their plan; in fact, members of lawful factions may want to help the Order attain its ultimate goal. (Chaotic faction members will, of course, want to hinder the Order in any way they can.) But regardless of alignment or faction membership, the PCs should recognize that Hidalgo's actions are disturbing the natural order of things on Bytopia, and that he's becoming the very thing he claims to abhor.

✦ GETTING INVOLVED ✦

The PCs begin in Yeoman, the largest trading burg in Dothion. See *Liber Benevolentiae* for further details on the burg. Here are several reasons for the PCs to be in town.

If the PCs belong to one or more factions, one of the factions sends them on an errand to Yeoman. (Faction involvement in the sect's scheme is left to the DM, as befits the campaign's current political climate.) Possible errands include:

- hand-delivering a message to another member of the faction who could be here on some secret business;
- arranging a business deal with the burg's traders, craftsmen, or a member of the Planar Trade Consortium who's trying to gain a foothold in Yeoman's markets;
- carrying an important item or gift to Yeoman's mayor or Conclave of Guilds as payment for a past debt, or as advance payment for future considerations.

If the PCs aren't involved with faction politics, reasons for them to be in Yeoman include:

- knowing the burg's reputation for high-quality goods brings the PCs here to re-equip or purchase a particular tool or weapon;
- finding a gift (or a particular bit of garnish) for a loved one or other important NPC;
- acquiring a spell key for the plane (a common enough reason for first-time visitors to a plane);
- traveling on a quest or a sabbatical visit, for PCs who worship powers residing on Bytopia;
- being deposited here by an interrupted spell, malfunctioning gate, or other mode of planar conveyance;
- bringing a valuable gem or piece of jewelry to be appraised or sold (and Bytopia's gnomes enjoy a well-deserved status as the premier jewelers and gemcutters of the planes);
- arriving in Yeoman as caravan guards or escorts.

✦ YEOMAN'S BAZAAR ✦

The Bazaar in Yeoman is a sight to impress even the most jaded planars. Every race civilized enough to engage in commerce and trade is represented here, selling every type of product, food, weapon, fabric, novelty, potion, spell key, and gewgaw known. Local petitioners sell or barter their handcrafted goods and farm produce for expensive luxury items such as silks, wines, herbs and spices, and exotic fragrances.

This bustling burg never really settles down completely. Even in the dead of night, caravans are loading or unloading, pack animals are being fed and watered for the coming day's journey, and those who've arrived late are looking for a cold drink and a good case. During the course of this adventure, if the PCs wish to find a private place to have a discussion (or a fight), they're hard-pressed to locate an empty alley or an unoccupied neighborhood. The PCs' best chance for privacy is to rent a room at one of the burg's inns, such as the Wooly Baku Inn.

Read the following text to the players as the PCs enter the Bazaar.

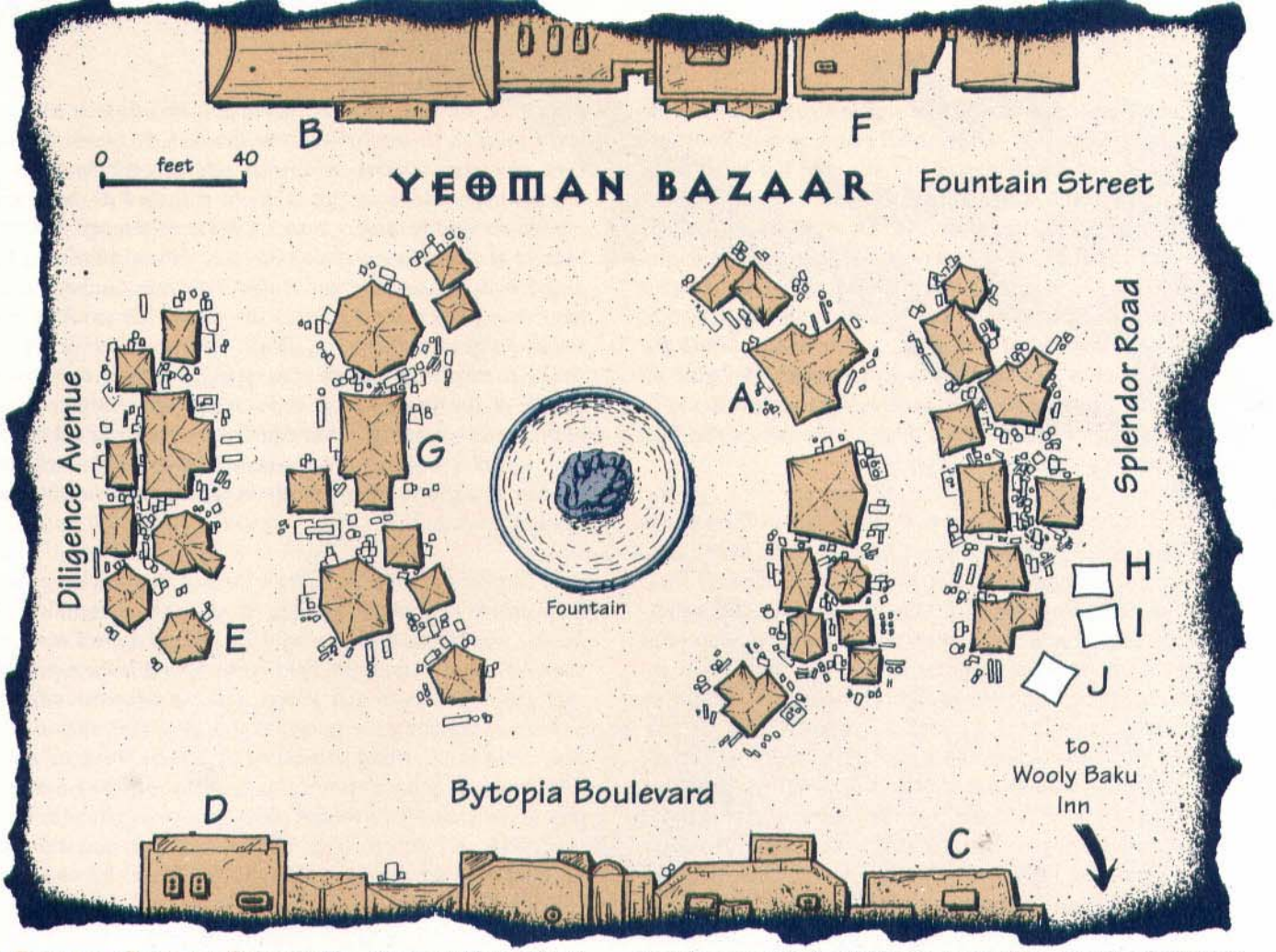
A great, swirling mass of life and commerce surrounds you as you enter Yeoman's Bazaar. Tents flap in the wind, vendors hawk their goods, hammers pound out differing beats on anvils, craftsmen whistle to pass the time and attract attention to their shops, and mounts and pack animals bray and snort their displeasure at the teeming crowd. The scents of leathers, fruits, spices, fresh breads and pastries, tobacco smoke, and unwashed bodies assail your noses. You see humans, tieflings, elves, dwarves, githzerai, bariaurs, flinds, aasimar, half-ogres, strange blue giants and other beings you don't recognize, and more gnomes than you thought possible buying, selling, or bartering products, services, raw materials, finished goods, and livestock of every type and description.

As you look about you, a young male gnome approaches and says, "Hey berks, you be lookin' fer something in particular? You be wantin' a guide to show you the highlights of the Bazaar?"

Arazmus (Pe/♂ gnome/T1/N) is just one of a number of guides who hire themselves out to customers of the Bazaar. A guide's knowledge of who sells what, where, and for how much can greatly aid frugal shoppers. Arazmus asks 1 gp per hour, or 1 pp for a full day of service. If paid well and treated fairly, Arazmus deals with the PCs the same. If not, he may try to pick a pocket or two. (That's his thiefly specialty and his backup mode of gaining income when customers are rare or rude.) In any case, those who mistreat Arazmus are guided to all the most expensive shops, kiosks, stalls, and tents.

If the PCs wish to purchase goods, encourage them to haggle over the price. All the products listed in the *Player's Handbook* (*PHB*) and more are available here, but no prices are marked. When asked, a vendor gives his "asking price" of 11–30% (10% + 1d20 roll) over the *PHB* price. A PC willing to pay this price is marked as an easy target, and merchants all over the Bazaar are alerted to the presence of a gullible buyer. (Some primes have likened this to sharks scenting blood in the water.) Otherwise, the PC must haggle with the vendor. Both parties make Wisdom checks, and the highest successful result declares the winner. (For the purposes of haggling, assume most vendors at the Bazaar have Wisdom scores of 14.) If the vendor wins, he refuses to lower the price. If the PC wins, the vendor's price can be haggled down to 1d20% lower than the *PHB's* price. A tie results in the vendor selling the item for the *PHB* price. Only one PC can haggle for any one item.

A few of the many vendors present at the Bazaar are described below.



A. Fineweave Rugs and Carpets: The gnome widow Ajami Fineweave (Pl/♀ gnome/0-level/Order of the Planes-Militant/LG) and her seven children (two boys and five girls) run the family carpet weaving and selling business that Ajami's late husband, Pelimo, inherited from his father, who inherited it from his father, and so on. Ajami also sells imported carpets and silks (from bolts of the fine cloth to braided silken rope) at the family's bright red embroidered tent. Pelimo disappeared almost a year ago after receiving a shipment of rugs imported from across the planes and is presumed dead.

One of the rugs from that shipment, a small, rather dingy looking affair that still lies near the back of the tent is actually a *flying carpet* of the smallest size. Ajami and her children are unaware of the rug's properties, and it's easily overlooked when compared to the stall's other, more colorful rugs. A strange, 12-foot-tall blue giant appeared in the Bazaar about six months ago, asking after Pelimo and any "odd" carpets. The giant's since opened his own stall in the Bazaar (see area G below), and still browses Ajami's tent regularly. Pelimo's disappearance may be connected to the magical carpet, but what form that connection may take is up to the DM. Ajami displays the Brethren's symbol.

B. Samo's Stables: Samo Stoutkeg (Pr/♂ halfling/F5/NG) deals in horses, camels, donkeys, oxen, and other riding animals and beasts of burden. His stable at the Bazaar holds one dozen animals, and he owns ranches outside of Yeoman that he uses to fill large or special orders. Samo loves his animals dearly, and refuses to sell them to those who display violent tendencies or who his animals distrust (like tieflings). Samo does not display the Order's symbol, and has lost some business because of it. He is still doing well, but resents the Brethren's intrusion into Bytopia.

C. Jaina's Gems & Jewelry: Jaina Feldspar (Pe/♀ gnome/0-level/Order of the Planes-Militant/LG), sister of Garl Glittergold's chief proxy Gemma Feldspar, runs this shop. Within are the fruits of the gnomes' favorite labor: gemcutting and jewelry making. The shop has a vast selection of stones from Bytopia and around the planes, and an assortment of settings (rings, necklaces, tiaras, bracelets, earrings, and cuffs). Jaina takes special orders for custom pieces. As she's always interested in new or unusual stones, Jaina's shop is visited by adventurers who bring in stones for identification and appraisal. The chant's that she's particularly interested in magical stones such as *gems of seeing* or *ioun stones*, and will trade other magical items or prize gems in order to acquire them. Jaina displays the symbol of the Brethren, and this has caused much tension between her and her sister.

D. Roncahla's Fine Baked Goods: Roncahla (Pl/♀ dwarf/0-level/Order of the Planes-Militant/LG) runs the most popular bakery in the Bazaar. Her claims to fame are her honeyed

bread and glazed "tea ring" (the recipe's rumored to come from the elven court of some far-off prime world). Roncahla looks rather like a puff pastry herself, with her rolly-polly form enclosed in a white apron, and flour in her braided blond beard. Roncahla also bakes "dwarves' bread," a dry, unleavened loaf that isn't easy to eat (she always warns elves that the bread may be too tough for them), but keeps a basher nourished when no other food's available. One loaf feeds a demihuman for five days, a human or bariaur for three; the price is 5 gp per loaf (3 gp for dwarves). Roncahla displays the Brethren's symbol and is a staunch believer in their message. Of course, she's totally unaware of the dark behind the sect's presence on Bytopia.

E. Sadik el-Huari, Extraordinary Coffees: Across from Roncahla's bakery is this dark-skinned human's tent. Many contacts are made and deals struck in this tent, and many local high-ups, including the Lord Mayor, patronize this establishment. The chant's that Sadik's tent is *the* place to be seen if a berk's looking to do business in Yeoman. Several low tables fill the floor, with pillows and other cushions serving as chairs. Here, Sadik (Pr/♂ human/F7 (corsair)/NG) offers coffees and teas from across the planes. His selections include teas and coffees from the sunlit layer of the Beastlands (Krigala Supreme is a favorite), Mount Celestia (Mountain Majesty is quite popular), and Elysium (Purity and Devotion are both near the top of Sadik's request list). Sadik displays the symbol of the Brethren, but does so simply not to lose business. He is not a convert to the Brethren. Sadik hails from Zahkara on Toril, and especially enjoys haggling with his customers; those who are talented in the art gain his respect, and he insists they enjoy a free cup from his selection of fine coffees and teas.

F. Atok's Arms & Armor: This retired half-ogre warrior (Pl/♂ half-ogre/F10/N) is now a smith who uses only the best Bytopian steel for his weapons and armor. Atok sells all types of metallic armor, helms, shields, and weapons, but his real specialty is silvered weapons. Daggers, arrow heads, mace heads, and even swords can be commissioned. No silver weapons are ever in stock at the smithy; they are purchased as quickly as they're produced. Adding silver to a commissioned weapon increases both the time required to make it and the cost to produce it by 50%. The chant is that Atok learned his silvering method from a barmy githyanki who'd had his brain fried by illithids. If this chant's true and the githyanki hear of an "infidel" (according to the githyanki, any cutter that's not one of them is an infidel) supposedly possessing one of their racial secrets, there could be trouble in the Bazaar. (DM Note: Atok doesn't know how to make the *real* silver swords of the githyanki.) Atok doesn't display the Brethren's symbol.

G. Sir Arakyne's Oddities of the Multiverse: This odd establishment is owned and run by "Sir" Arakyne (Pl/♂ arcane/M7/LN), an even odder specimen. Twelve feet tall, with long, narrow features, blue skin, and fingers with an extra joint in them, Sir Arakyne deals in all types of trinkets, gewgaws, elixirs, and other oddities. Sir Arakyne is strange even for his race in that he's managed (through unknown means) to progress to 7th level as a mage. He also usually travels alone, lacking his race's usual penchant for hiring bodyguards. Reliable magical potions can be bought here. His prices are 10 times the listed XP value in the *Dungeon Master® Guide* (*DMG*), and on these items Sir Arakyne refuses to haggle. The merchant came to Bytopia just over six months ago, in search of items stolen from him. The *carpet of flying* in Ajami's tent used to belong to him, but he's waiting and watching to see if the thief ever returns to reclaim his prize. Sir Arakyne does not display the sect's symbol.

The Bazaar also includes sellers of perfumes, musical instruments and music boxes (a gnomish invention), leather goods, wagons and wagon wheels, keglers (barrel makers), cheese makers, carpenters, beer brewers, tent makers, wholesalers and dealers in raw goods, and numerous wandering hawkers promoting the goods of this tent, that stall, or the fine cases (and strong drinks) to be had at some-or-other inn. Arazmus guides the PCs as long as they pay him, although he may try to weasel them into paying for his meal if the PCs stop to eat. (DM Note: Areas H, I, and J on the Yeoman map are discussed during "The Blaze" below.)

THE SPEAKER

At some point during the PCs' wanderings through the Bazaar, Arazmus leads them past Yeoman's Center Fountain, a marble sculpture that depicts a wooly baku and its young. Upon the pedestal surrounding the fountain's pond numerous speakers are espousing their views on any number of topics. Faction and sect members spout their group's beliefs, merchants petition for the elimination of tariffs or better monetary exchange rates, and proxies promote their powers' philosophies. Crowds often gather around these speakers, shouting out their agreement or disapproval.

One group, larger than any other at the fountain, catches the PCs' notice. The people are listening attentively to a tall, attractive human male dressed in the finest silks and wearing the symbol of the Order of the Planes-Militant. He's extolling the benefits of the Brethren's way of life in an effort to recruit more cutters into the ranks. The speaker is Hidalgo. Excerpts from his speech include:

- *"We must defend against the seductions of chaos, doubt, and evil. This can be achieved only by self-sacrifice and unerring devotion to the Order and the cause of good. The will of good peoples everywhere is with the Order, and this justifies our acts in their names."*
- *"There are those who would undermine all that the Order has done, and wishes to do. Avoid them and their evil businesses. Spread the word of their sedition to your brothers in the Order, so all can be made aware of the*

evil and chaos that festers beneath the surface of this fine land."

- *"The Order is not for all. Only those with the moral strength to submit themselves to the laws of the Order may join the ranks of the Brethren. Do you possess that strength?"*
- *"The Order is more than an oath, more than fealty, more than service. The Order is life and hope for all that is lawful and good. Join the Brethren for the greater good, the good of the Order, the good of all."*

The PCs should hear at least part of Hidalgo's rant. Ideally, some PC should engage Hidalgo in a discussion of the Brethren's precepts (elements of his speech certainly should get under the skin of any chaotic PCs). If the PCs do not appear interested, Hidalgo can ask them specifically if they have the strength to join the ranks of the Brethren, or an NPC can speak up against Hidalgo.

If the former, Hidalgo recognizes the PCs as outsiders (and not likely converts), and tries to make an example of them for the crowd. Depending on the PCs' answer to his questioning, Hidalgo either implies that they hide their weakness behind a veil of lies and self-delusion, or that it requires wisdom to know one's limitations and admit when one is not up to certain challenges. The crowd laughs and cheers at Hidalgo's reply. If the PCs still aren't interested in debating Hidalgo, an NPC in the crowd (perhaps someone the PCs know) steps to their defense, citing any known deeds of heroism and goodness or examples of charity, kindness, or mercy.

The debate should continue for several minutes. If the PCs do step up to defend their reputations or refute Hidalgo's assertions, the crowd begins to be swayed to their side. (This is an excellent opportunity for bards to influence this group of people.) However, before the PCs (or the NPC if the PCs still don't want to get involved) can finish, Hidalgo motions to the disguised Brethren in the crowd, and they work to discredit the PCs with false accusations, spurious tales of their chaotic and evil misdeeds, and asides about how wandering adventurers obviously can't be trusted, since they were kicked out of their homelands and now must live on the road.

PCs may notice Hidalgo's motion if they make a Wisdom check at a –3 penalty. Between Hidalgo and the plants in the crowd, the mob's mentality turns again with boos, hisses, and jeers directed at the PCs. The disguised Brethren incite the crowd to shout down the PCs so they can't be heard. Tempers begin to flare in the crowd, and the mob's shouts become more and more threatening.

At this point, Arazmus tugs on the PCs' sleeves and advises a strategic withdrawal from this confrontation. Two outcomes are possible.

✦ If the PCs are angered enough to cast magic at or physically attack the crowd or Hidalgo, the crowd responds by throwing stones and attempting to overbear the PCs by sheer weight of numbers. If a physical conflict does erupt, it's soon broken up by the gnomish proxy Gemma Feldspar (visiting her sister in the Bazaar), and an ursinal mage named Perseus Silverpaw (Pl/♂ ursinal/Div13/Guardian/NG). The mob respects these two, and disperses upon their command. Hidalgo and the disguised Brethren disappear into the milling crowd, having marked the PCs as troublemakers who must be dealt with.

Feldspar is furious at this breach of the peace, and wants to toss the PCs out of Yeoman. If the PCs do not present a solid, consensus version of events to defend their actions, Perseus steps forward and apologizes on the PCs' behalf. Further, he assures Feldspar that he'll see to it that such an event never happens again. Feldspar accepts this and stomps off. (If the PCs are ever caught again doing mischief by Feldspar, little can save them from a good verbal thrashing and a few nights in Yeoman's gaol.)

Perseus turns to the PCs and, in his deep, quiet voice, says, *"You realize you did just as Hidalgo wanted. But I do admire your spirit. Mayhaps you can return the favor you now owe me. Let's discuss it over a meal."*

✦ If a fight does not break out, the debate effectively ends when the PCs are shouted down. Hidalgo moves the crowd away around the fountain. After the crowd has dispersed, the PCs are approached by Perseus. He introduces himself, comments on their spirit and devotion to true goodness, and invites them to share a meal with him at a nearby inn. Throughout the brief journey, Perseus makes small talk, commenting on the unusual architecture of that building, the dark surrounding that "haunted" tavern, and other esoteric trivia.

✦ THE PLOT THICKENS ✦

Perseus leads the PCs to the Wooly Baku Inn, a few blocks from Yeoman's Bazaar. As the group enters, read the following description aloud. (The map of the Black Sail tavern in *The Eternal Boundary* [2601] adventure may be used to represent the interior of the Wooly Baku.)

The inn you enter is small, almost quaint. Booths line the walls to your left and right, tables and the bar are ahead of you. A stairway behind the booths to the right leads to the inn's second floor. Gnomes, two lizard men, and three human caravaners currently occupy the common room, and a female githzerai tends bar. As it's close to meal time, most of the customers are bent over bowls of soup or plates of food.

Perseus walks to a table, picks out the stoutest chair, sits, and waves to the bartender. The bartender nods and whistles. From around the corner that leads back to the kitchen, a young female half-elf serving girl emerges and crosses to the PCs' table to take their orders.

After the serving girl returns to the kitchen with the orders, Perseus begins asking friendly questions

about the PCs: where they hail from, what brought them to Yeoman, what they consider their most daring deed, and so on. In having the PCs talk about themselves, Perseus is able to learn more about them and determine if they're suitable to take on a mission for him.

Perseus' divinations have revealed something seriously wrong on Bytopia – something that affects the entire plane. Knowing the Order's militant past and their presence here, Perseus suspects that the Brethren are behind it. But he needs more proof than divinatory spells can offer. After the PCs' confrontation with Hidalgo, he wants to know if these cutters can help him. If the PCs present themselves well and truthfully to Perseus, he makes them the following offer:

"My researches seem to suggest that the multiverse is tilting out of balance. I doubt few others've noticed it yet, but then my race is more sensitive to the balance of the planes than most. You see, we guardinals possess – ah, but pardon me, I digress.

"I believe that Bytopia's position on the Great Wheel is slipping, and such things do not happen by accident. I suspect it may have something to do with the Order of the Planes-Militant's presence here, but of more immediate concern is Hidalgo. He sounds like a radical, even for the Brethren, and I fear that his influence here overreaches his original mission, whatever that was. He seems to be stirring up the people of this fine town against their own fellows, and I'd like you to expose him if you can. I'm able to pay each of you 1,000 gold upon success. I must report my findings to my peers. I'll return here in a few days. I hope you have good news by then, friends."

Regardless of the how the PCs respond to Perseus' request, their conversation is interrupted just as it was about to end. An adolescent male bariaur comes galloping into the Wooly Baku shouting, *"Fire, Fire! The Bazaar's on fire!"* Perseus leaps for the door, obviously intending to lend a paw; the PCs are expected to follow.

THE BLAZE

The Bazaar is indeed aflame, in the area adjoining Splendor Road (see H–J on the Bazaar map). Several tents are blazing, and more are threatened as people scream and run about without direction. Perseus aids in the evacuation of the rest of the Bazaar and tends to the burned, leaving the PCs to deal with the fire. The blaze apparently began in the tent of Jonaus Whitebrows (Pe/♂ gnome/0-level/CG), a woodcarver. His now-destroyed tent (area H on the map) had been filled with all sorts of wooden toys, puzzles, games, chess sets, and musical instruments. The fire has already engulfed the two nearest tents as well: a seller of wines and brandies from across the planes (area I), and an elven bowyer in from Arborea (area J). Unless the PCs act quickly, the fire spreads further.

Magics of cold, ice, or rain reduce the rate of the blaze's spread, as does collapsing the blazing tents in areas I and J. This makes it more difficult for the flames to jump to the other tents. However, the human winemaker from area I approaches one of the PCs and warns that the kegs of alcohol in his tent may explode from the heat; also, a passing NPC says that the elven bowyer from tent J is nowhere to be found. He was last seen running back into his tent, apparently to remove more of his stock.

The winemaker, Elias, says that only two barrels of his stock are potent enough to explode, which happens in 1d4+6 rounds from the time the PCs learn of the danger. Elias tells the PCs the locations of the barrels, but won't return to his tent. Each barrel can be found easily, but they are large and cumbersome. To remove each from the tent in only one round requires a total Strength score of 24 (PCs can team up); Strength totals of 16–23 need three rounds to move each barrel, and neither can be budged with Strengths of less than 16. Each round in the flaming tent, PCs take 1d6+1 points of damage from the heat and smoke and all items carried must save versus normal fire. If the tent is collapsed with these barrels still inside, it's impossible to remove them, and they explode for a total of 6d4 points of damage to all within 10 feet, setting ablaze all combustible materials in that area.

The heat and smoke damage and saves listed above also apply to those PCs who enter tent J to rescue the elf. In the thick smoke inside the tent, the elf Avilien tripped over a bow on the ground, fell, hit his head, and knocked himself out. If he's not removed from the fire in 1d6+4 rounds from the time the PCs are warned of his absence, he suffocates. To find Avilien in the smoke-filled tent requires an Intelligence check with a cumulative -2 penalty per round. Rescuing the elf is impossible if the PCs've collapsed his tent without knowing he's inside.

If the PCs act quickly and decisively, they can prevent any further spread of the flames. If they investigate the blaze, Jonaus says that he has no idea how the fire started. He had no fires lit in his tent, but he smelled smoke, turned, and saw the wall of his tent burning *very* quickly. If asked, Jonaus admits that he's been rather outspoken against the unyielding constraints that the sect'd like to see imposed here. However, the thought that this is the sect's revenge never crosses his mind.

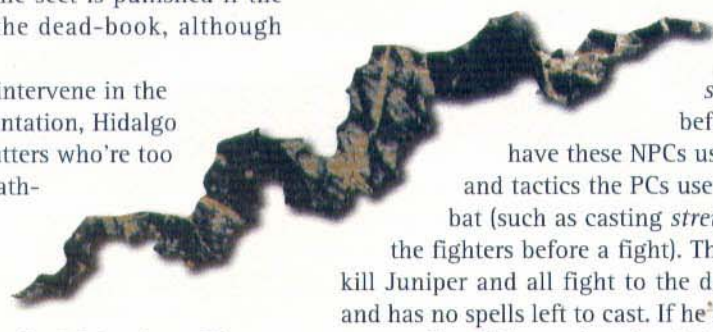
The fire was lit by an *invisible* mage of the sect named Juniper (Pr/♂ human/M3/Order of the Planes-Militant/LN) who then cast *affect normal fires* to heighten the blaze. He had been instructed to set the fire, but the magic was his own improvisation. It was not Hidalgo's intention to endanger the entire Bazaar, just teach Jonaus and those who think as he does that the Brethren prefer to be obeyed. If the PCs use a *detect magic* on the area of the blaze to search for magical clues, they can find residue confirming that this fire was magical and therefore not an accident. If the PCs used magic to combat the fire, however, no clear results can be discerned. Neither the winemaker

nor the bowyer were members to the sect (an added bonus, thought Juniper). If the PCs haven't considered the possibility of arson, Perseus finds them after the fire is contained and puts the idea into their heads. Perseus also uses this to push any hesitant PCs toward investigating the Brethren's activities, even increasing his offer to 1,500 gp per PC, before leaving for Elysium to make his reports.

HIDALGO'S REACTION

From his spies in the Bazaar, Hidalgo knows of the blaze and the disaster that was narrowly averted by the PCs. First, Hidalgo declares Juniper a pariah from the sect for the chaotic act of spellcasting that endangered the Brethren's plan for Bytopia. As a pariah, Juniper's in danger from his former Brethren; no member of the sect is punished if the berk decides to put Juniper in the dead-book, although Juniper isn't aware of that – yet.

Second, after seeing the PCs intervene in the fire so soon after their first confrontation, Hidalgo reasons that they're the kind of cutters who're too nosy and dangerous to be left breathing. He arranges for a group of ni'iaths (see the MS booklet) to be summoned and to attack the PCs. The attack occurs within a day of the fire in the Bazaar, when the PCs're alone. The attack comes when the PCs are outdoors; even summoned ni'iaths won't enter buildings. Late at night or early morning are the most likely times for the attack. The number of ni'iaths that attack equals the number of the PCs plus 1d6. DMs can roll randomly or choose the number of ni'iaths based on the PCs' health and relative power (level, magical items, weapons, armor, and other adjustments). If the PCs split up, divide the ni'iaths as well.



Ni'iaths (# of PCs + 1d6): AC 5; MV Fl 18 (A); hp 30 each; THAC0 15; #AT 3 (claw ×2 and bite) or 1 (tail); Dmg 1d3 (×2)/1d4+1 or 1d6; SZ M (5 feet long); ML steady (12); Int low (5); AL N; XP 975 each.
Special Abilities: Tail fling, immunity to *reverse gravity.*

Ni'iaths don't normally attack in towns, especially ones as big as Yeoman, but weirder things happen on the planes every day. Note that the ni'iaths are summoned creatures in this case, and are detectable as such.

CONFRONTATION

Assuming the PCs survived the ni'iath attack, allow them to work toward uncovering the sect's plan as they see fit. Remember that the immediate danger here is not the Order's plan to induce a planar shift, but the way Hidalgo has chosen to pursue it. Only a few of the Brethren know the dark of the whole plan in any case, and they're all too radical to talk under any circumstances. They die before giving any secrets away. Just when the players're getting good and frustrated over their lack of success, spring the following on them.

Members of the Order are after Juniper and he's on the run; luckily, he's found the PCs. Exhausted from his flight, he collapses near the PCs, with his pursuers close behind. Juniper, gasping, promises the PCs anything if they save him – and tells them how he was instructed to set the fire in the Bazaar as revenge. He doesn't know who's in charge of the plan, but his confession is enough to expose the danger – if he lives.

Juniper's pursuers are disguised Brethren equal in number to the PCs. These NPCs are of similar classes and levels with equipment analogous to that of the PCs. These cutters are experienced and expecting trouble. They fight wisely, having cast defensive magics such as *armor, shield,* and *stoneskin* upon themselves before encountering the PCs; have these NPCs use some of the same tricks and tactics the PCs use when preparing for combat (such as casting *strength* and *enlarge* spells on the fighters before a fight). They make every attempt to kill Juniper and all fight to the death. Juniper's exhausted and has no spells left to cast. If he is to survive, the PCs have to save him. This combat should be a severe test of the PCs, in a dramatic setting. A running battle through the stalls and tents of the Bazaar or an epic brawl in the Wooly Baku are just two possibilities.

✦ AFTERMATH ✦

If the PCs win and Juniper survives, the PCs can discover the identities and sect membership of Juniper's pursuers by examining their bodies (they all wear the sect's symbol). Through Juniper, the PCs can discover the extent of Hidalgo's influence in Yeoman. It remains to be seen how damaging this discovery is to the Order as a whole, however.

Hidalgo claims that Juniper's acts were the result of a group of tragically mislead radicals within his sect. He promises "purges," which actually allows him to eliminate sect members who do not agree with his tactics by simply labeling them as radicals and having them killed. The Order makes full restitution to those who suffered loss as a result of the blaze. This allows Hidalgo and his faction of the Order here to become long-term campaign adversaries.

If Indigo the Stutterer (Pl/♂ human/M22/Order of the Plane-Militant/LG) is not alerted to his subordinate's plan, he may believe that his associates on Bytopia are endangered, and he could mobilize the forces of the Order to track down those who "seem to be fixated on attacking and denigrating our earnest fellowship at every turn." Proving Hidalgo's guilt to Indigo can become an entire adventure in and of itself.

In Which the PCs must free an Acquaintance from a Dark and Foul Prison.

NUMBER OF PCS: 1 to 6.
LEVELS: Medium (5th to 9th).
PCS PREFERRED: Any, though intelligent and stealthy PCs are preferred.
FACTIONS: Any of the chaotic factions support the break; the lawful ones oppose it.
SYNOPSIS: The PCs must rescue a prisoner from the hidden Vault on Carceri.

PRISON BREAK

WELCOME TO THE REST OF YOUR LIFE, SOD.

— STACCATO THAMAN, GREETING A NEW ARRIVAL TO THE VAULT

✦ DUNGEON MASTER'S NOTES ✦

One of the PCs' contacts is taken prisoner by the Harmonium, and since she has information the PCs need, they've got to get her out. Sad thing is, the Mercykillers've dumped her into the Vault on Carceri, the jail from which there's said to be no escape. Well, the PCs had better find an escape anyhow, or else they'll have to find someone new to supply the dark they need.

The map of the Vault can be found on the back of the Carceri poster map. Only one entrance to the place exists, and that's through a portal hidden deep in the Prison of Sigil. (*The Factol's Manifesto* [2611] contains a map of the prison.) The PCs have to find a way through that first if they hope to get this information.

The Vault's stuck down in Colothys. It's surrounded by razorvine, and there's only three windows on the outside of it, so it's unlikely that the rescue can come through Carceri — even if the PCs could find the place, which is highly unlikely.

✦ ONE DAY IN SIGIL . . . ✦

The next time the PCs are looking for some hidden information (something PCs are always wont to do), the trail eventually leads to an old blood named Kimufi (Pl/♀ human/T3/Revolutionary League/CN; unpredictable, changeable). Whether it's for information on a god's lair, the exact time the air's going to clear in Sigil, the jeweled skull of a pit fiend, or whatever, the trail leads to Kimufi.

She's got the information the PCs need, but she's not willing to meet them in broad daylight. Instead, she sends a courier asking the PCs to meet her at a little tavern in the Lower Ward in about two hours. The tavern's called the Drunken Berk.

The bar is a small place, smoky inside. The air's filled with the rancid stench of poorly cooked meat – perhaps cranium rat. This early in the day, only two customers are present. One of 'em's a tall, brawny tiefling with metallic eyebrows. The other's a huddled old woman clad in greasy rags. As the PCs walk in, the innkeeper moves to the back room.

The brawny tiefling, Jinx, walks to the door, bars it, and stands with his back to it, his hands never far from the many blades on his belt (Pl/♂ tiefling/F5,T6/Revolutionary League/CN; quiet, mysterious, menacing). With that done, the old woman straightens and shakes her head rapidly, letting loose a cloud of dust. It's suddenly obvious the "old woman" is simply a young woman wearing a disguise. As she walks up to the PCs, she says, *"Now, what did you want from poor old Kimufi?"*

Kimufi drives a hard bargain for her knowledge; she sees how much the PCs are willing to pay and doubles that. She charges the PCs for any significant information. If they're not willing to pay that price, she prepares to conclude the interview. If they are, she counts out her take, gleefully exclaiming over it.

If the PCs ask her why the tiefling's guarding the door, she answers, *"Well, you know, I've gotten into a bit of trouble with the law. Something about impersonating a Hardhead . . . and then there's the time I painted the outside of the Prison. I get into all kinds of trouble. It's just my nature, I suppose. But it's also made me plenty valuable; there's more information rattling around my brain-box than drink in a bubber's soul."*

Just as she's getting ready to divulge their answers, the door shivers and shatters under the might of a lightning bolt. It leaves a scorched hole in the chest of the tiefling. A stunned look crosses his face for just a moment, and then he topples.

A Harmonium patrol charges through the wreckage of the door, kicking aside the tiefling's body. Six guards confront the PCs, ready to deal with any trouble they might put up in defense. If the PCs give the patrol any trouble, one of them blows a whistle and ten more Hardheads come boiling in the back way.

The captain stalks over to where Kimufi's doing her best to hide, and says, *"Well, m'lady, it seems the game's over at last. Come quietly, and we'll see that you and your friends don't get hurt."* She surrenders without a word.

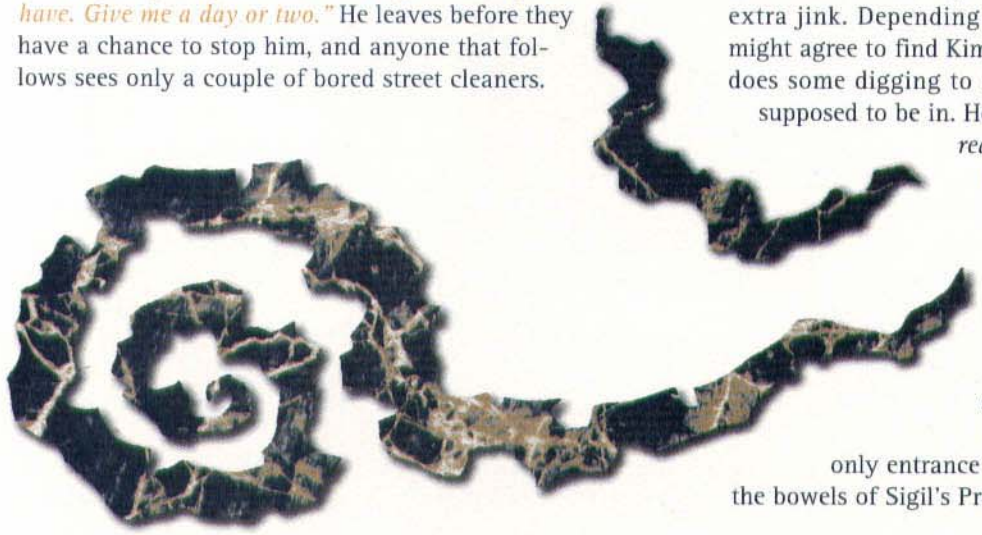
The captain turns to the PCs. *"What were you doing with this woman, a known criminal?"* Just about any answer satisfies the captain, as long as the PCs don't come right out and say they were plotting the overthrow of the Harmonium. The captain just wants to make the PCs sweat a little, to think about why they were associating with someone the Harmonium doesn't approve of. He lets them go once he's satisfied of their innocence.

HARMONIUM GUARDS, HUMAN MALES, FIGHTER 2 (6 OR 16): AC 6; MV 12; hp 16 each; THAC0 19; #AT 1; Dmg 2d4 (broad sword); SZ M (6 feet); ML steady (12); Int average (10); AL LN; XP 35 each.

THE CAPTAIN, HUMAN MALE, FIGHTER 5: AC 5; MV 12; hp 41; THAC0 16; #AT 1; Dmg 2d4 (broad sword); SZ M (6 feet); ML elite (14); Int high (14); AL LN; XP 175.

As the Hardheads lead Kimufi from the bubhouse, she calls back, *"If you want that information, you'll have to come find me!"* Her next words are muffled as one of the guardsmen claps a hand over her mouth.

The PCs have two rounds to consider what they're going to do. At the beginning of the third round, Jinx picks himself from the floor, looking sadly at the remains of his tunic. If the PCs are stunned, he says, *"What? Haven't you ever heard of regeneration?"* He turns to the door, stops, and turns back for a moment, *"Don't leave town. You've paid for information, it's information you'll have. Give me a day or two."* He leaves before they have a chance to stop him, and anyone that follows sees only a couple of bored street cleaners.



THE TRIAL

After two days, Jinx arrives at the PCs' doorstep. He looks tense and drawn. *"Her trial's today,"* he says. He beckons the PCs to come with him. If they don't, he pauses and asks them what they're waiting for. *"Do you want to know where she's going?"* he asks.

He leads them through the crowded streets of Sigil directly to the courthouse. When the PCs can finally make it into the courtroom, the presiding Guvner announces his sentence:

"Kimufi, for your many crimes against the lawful orders of the City of Sigil, I do hereby decree that you are to spend the remainder of your life in the Prison of Sigil, without hope of reprieve."

Mercykiller guards take her shackled form from the hall. Jinx turns to you and says, *"Well, it looks like you'll have to do something about that. She ain't going to be much use to you in prison."* He melts back into the crowd.

THE PURSUIT

Now the PCs have to make a choice: Do they spring Kimufi from prison, or do they let her rot? Do they take the chance of angering the lawgivers, or do they meekly submit to the powers that be?

If they give in, the adventure's over. They should be left without any other possible leads on the information they sought.

On the other hand, if they choose to go after her, then they've got several options they can pursue. Obviously, snatching her from the hands of the (very well-equipped) Mercykiller escort is out of the question. However, there are ways to get around them. Listed below are several options and their probable outcomes.

1. FINDING AN APPROACHABLE GUVNER: Jarol Mantai (Pl/♂ human/0-level/Fraternity of Order/LN), a low level clerk, is dissatisfied with his position and always looking for a little extra jink. Depending on how the PCs approach him, he might agree to find Kimufi for them. For about 3,000 gp, he does some digging to find out exactly what cell Kimufi's supposed to be in. He comes up blank, realizes where she *really* is, and relays: *"Oh dear. She's in the Vault."* When pressed for details, he holds out for an additional 1,000 gold, refusing to reveal this information for less. If the PCs pay him, he explains that there's a prison on Carceri where the real troublemakers are sent, and that she's been sent there. The only additional information he has is that the only entrance to the Vault is hidden somewhere in the bowels of Sigil's Prison.

2. Infiltration: The party could try to snatch some Mercykiller uniforms and strut boldly into the Prison, wend their way down into the lower levels, and seek out the portal. Sadly, the Mercykillers have seen berks try this before, and the PCs are doomed to capture if they don't find someone – either an Anarchist or a ranking Mercykiller – who can teach them the secret signs for the week. In that case, they might also find the portal that leads to the Vault. It's on the lowest level of the Prison, in the middle of a hallway lit with three candles. All the rest have four or five torches burning in them. The gate key is a pair of manacles.

3. Appeal: Any appeal directed to any of the lawgiving factions is met with a blank stare, a check through the records, and the frosty answer of, *"We have no such case on our records. Good day."*

4. Using Faction Influence: Sadly, this avails nothing. The lawgivers have conveniently forgotten about the whole case, and they won't even help out their allies in this. If the PCs are members of a lawful faction, their bosses tell 'em to forget about it.

5. Breaking In: Aside from the problems of getting into Colothys and finding the Vault in the first place, without a good idea as to where Kimufi is, this is practically an invitation to be scragged and put in the dead-book.

After a while, the PCs should find a way that leads them to the Vault, tucked away on Carceri. It may take some doing, even a matter of weeks, but with persistence and some creativity, they should be able to do it.

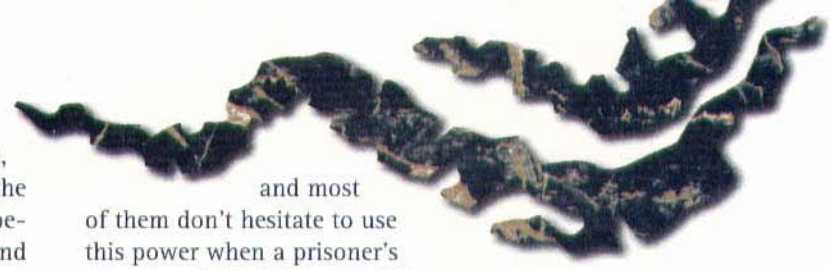
✦ THE VAULT ✦

The Vault, if seen from the outside, looks a lot like a sea urchin that's been rudely misplaced to the mountains of Colothys. It's a great metal orb with jagged blades poking from it at various angles and pierced with only three windows. It's covered in razorvine, and surrounded by the weed for nearly a mile around. The windows are mounted about 50 feet off the ground, and there's just no way to climb in without being noticed by one berk or another. Realistically, the only way into and out of the Vault is through the two-way portal from the Prison in Sigil.

Once the PCs make it to the Vault, they have to figure out a way to get their job done and get out. That's their responsibility. What's presented below is the layout of the Vault, so that the DM knows the current situation there.

THE GUARDS

A contingent of Harmonium and Mercykiller guards serve here, 40 of the Harmonium and 50 of the Red Death. The guards have the power of life and death over the prisoners, and most of them don't hesitate to use this power when a prisoner's even the slightest bit out of line.



They stay in a barracks in area 6, with about 10 to a room. Their numbers rotate every two weeks, with new guards coming in to replace the ones who've been stationed here for so long. The guards are forbidden, on pain of death, to discuss the Vault, and so most of them never utter a peep. They never know when they might be peeping to a mole from their own faction.

The guards get along surprisingly well, considering the fact that they've got occasional philosophical differences.

Hardheads, Human Males, Fighter 3 (40): AC 5; MV 12; hp 22 each; THAC0 18; #AT 1; Dmg 2d4 (broad sword); SZ M (6 feet); ML steady (12); Int average (10); AL LN; XP 65 each.

Mercykillers, Human Males, Fighter 3 (50): AC 5; MV 12; hp 20 each; THAC0 19; #AT 1; Dmg 1d8 (long sword); SZ M (6 feet); ML steady (12); Int average (10); AL LN or LE; XP 65 each.

1. Arrival Room: The portal outlet from the Prison is rarely guarded; prisoners are supposed to come in with escorts. This is one of the three chambers in the entire building with a view of the outside. It's obviously intended to tell the new prisoner that it's his last look at the outside world. The room is made from dressed stone, though the outer wall is of the same metal as the rest of the shell of the Vault. There are no decorations in this room.

2. Hall of Realization: Down this hall is the long walk for the newly arriving prisoner. It's intended to drive home, once again, the truth that the prisoner ain't never going to leave. Two secret doors are inexpertly hidden on either side of the wall; anyone who passes by can detect them on a roll of 1 on a d6; anyone who's actively looking can detect them on a 3 out of 6. They lead to the offices of the Vault and the guard barracks.

3. Interrogation Chamber/Records Room: This room serves a dual function. It's curtained off half-way so the two duties don't interfere with each other. One side is the interrogation chamber, where the guards bring a prisoner who's thought to be withholding information on upcoming treacheries in the prison, or information that some high-up in the faction needs. There're all sorts of devices here, designed to wring the truth from a body's screaming flesh.

The other part of the room holds the records of the prisoners who're currently alive, those who've died, and indicating who knows what. The dead file is far larger than the living one. Here's also hard evidence of lawbreaking among the lawgivers for anyone who can get at it.

4. Thaman's Office:

This is the office and living space of Staccato Thaman, the warden of the Vault. He keeps his bed hidden in an alcove behind his desk, and grabs quick catnaps between briefings with his men, interrogations of recalcitrant prisoners, and writing missives to the high-ups of all three factions to inform them of the day's current events.

Though he's only an administrator, and not an exceptionally big man, power's hidden behind Thaman's wiry arms. He's deadly with fighting sticks, and he's been known to take down gehreleths by himself. His men respect him almost as much as they fear him; both are fine with him, as long they don't interfere with the guards' duties.

Thaman's not a blood to be trifled with, though plenty continue to try. He's quick and dangerous, both physically and mentally, and he often seems to know what an enemy is thinking before the enemy does.

Staccato Thaman, Tiefling Male, Fighter 8 (Harmonium): AC −1 (*chain mail +3*); MV 12; hp 68; THAC0 13 (10 with fighting sticks); #AT 2; Dmg 1d6+5/1d6+5; SZ M (6 feet); ML fanatic (17); AL LN; XP 975.

Notes: Specialized with fighting sticks.

S 16, D 17, C 15, I 16, W 13, Ch 14.

Personality: unbending, harsh, domineering

Special Equipment: fighting sticks +2, chain mail +3

5. Guard Towers: From these 50-foot-high towers, the guards can observe not only the passages leading to and from the Vault itself, they can also see the hell hound runs. They've got an excellent vantage point for any foolishness the prisoners might be up to, and they've got gongs and horns to alert their fellows when trouble rears its head. Four guards watch from each at any given time.

6. Mess Hall and Common Room: This is a surprisingly clean mess hall used by both factions. The rooms are all tidy; perhaps their fastidiousness stems from the fact that members of these factions are totally dedicated to the cause of law, and don't like to see chaos in any form in their pristine lives.

The kitchen and pantry are located in 6a. A surly cook works here, a berk who's practically been sentenced here for life. His only joy is in the change of the guard, because he's an expert gambler and enjoys fleecing the new guards when he can.

Four of the smaller adjacent rooms are the Harmonium barracks, sleeping 10 to a room. The other five are the Mercykillers' quarters. The guards' area is spartan, but not entirely unlivable. It's certainly not much on decor, which could best be described as old and tasteless. Still, the quarters show that the guards are all deadly serious about their jobs, and that they won't put up with any guff from the prisoners.

7. Exercise Room: This room is where the guards get their exercise. It reeks of stale sweat. The room adjoining is the equipment room, with items both for practice and for real combat. The blades here are real, and prisoners would definitely like to get their hands on them.

8. Barrier/Hell Hound Run: Between the quarters is a run for a pack of six hell hounds. The guards in the towers throw them meat from time to time. If a berk ever were to escape the prisoners' area, the guards above simply lift the portcullis separating the run from the hall, and the poor berk goes down under a heap of fiendish canine flesh.

Hell Hounds (6): AC 4; MV 12; HD 5; hp 35 each; THAC0 15; #AT 1; Dmg 1d10; SA breathe fire (5 points of damage); SZ M (5 feet long); ML elite (13); Int low (6); AL LE; XP 650 each.

THE PRISONERS

Several hundreds of prisoners are interred here; there'd be more, but dozens are killed each week by the overzealous guards. About 100 are crammed into each cell block, with new ones coming in all the time.

The prisoners have organized themselves into various gangs. The leaders'd probably be the murderers, if it weren't for the revolutionaries. The thieves and troublemakers are the stealth brigade, the murderers the muscle. The guards let this go on as long as the gangs don't actually begin planning a breakout; if it seems that one's gotten too powerful, the guards just execute the leader and give some other gang a chance. Besides being an excellent way to keep the prisoners distracted, it gives the guards something to wager on.

9. Into the Vault: The passage leading down to the cell blocks is made of wrought iron wrapped with razorvine. Every time a new prisoner's escorted in, the locals gather round and mock the newcomer as he makes the trip down the passage, trying to get a show of emotion from the new bird. How a body carries himself here is important to the rest of his existence in the Vault.

Once beyond the passage, the prisoner's told which cell block to go to, and given his bedroll and food. He's then ushered into his new life.

When a prisoner passes near the vine, the traditional time for revenge is at hand – a body gets a good shove into the razorvine and he can kiss his features and maybe some fingers goodbye. Only those who're extremely confident or extremely foolish stand close to the vine.

10. Exercise Yard: Every day, the prisoners are let out of their cells for some exercise under the metal roof of the dome. The men and women are almost never let out at the same time. They have to filter through the doorway near the base of the passage in, so they've got to line up into orderly ranks. The most powerful men and women of the prison are first in line to get out into the yard, and the last to go back in.

11. Women's Quarters: There are more cell blocks in the women's area because it seems that Sigil's judges go easier on women – or maybe they go harder. Most people'd prefer to be executed than be forced to live the rest of their lives in the Vault.

The two current gang leaders of the women's area are Deaya Reln (Pl/♀ human/F5/Revolutionary League/CE) and Kandra Stothis (Pl/♀ half-elf/T6/Fated/NE). They both try to recruit the new folks, and both do their best to try to make the other one look like she's gaining too much power while trying to gain ever more power for herself. Both know that some day soon, one will be singled out for execution. They're just trying to make it the other one.

- 11a–b. Murderers: At least 10 mass murderers are hidden in these two cell blocks, some of them who were found performing arcane and exotic rites with the bodies. The rest of the women in here ain't to be trifled with either; they're not here for a single offense, and they'd be pleased to kill again if given the chance.
- 11c–d. Revolutionaries: This is where Kimufi's hidden away, with the other plotters of the lawgivers' downfall. If she's given enough time, she begins to form her own gang with a fair amount of success. She has some gratitude for the members of her gang, and she insists that at least one of them be permitted to accompany her out.
- 11e–f. Thieves: Some of the more accomplished thieves of Sigil now live here. Of course, they couldn't be *too* good, or they'd've never been caught. Still, there's a fair amount of stealth and skill here, and the women compare notes in case they ever make it to the outside.

12. Men's Quarters: The men live in conditions similar to those endured by the women, but they're more content to live rough. They leave scraps of food and cloth lying around, and only the direct order of a guard makes 'em pick it up.

The three gang leaders of this section are Juwan Baricos (Pr/♂ elf/F4/LE), Hiliman Bressler (Pl/♂ tiefling/M5/Harmonium/LE), and Taribj Kelmain (Pl/♂ human/T5/Revolutionary League/CE). They're a brutal bunch, and each is perfectly capable of understanding the others' plans and machinations. They play a dangerous game, and their minions have broken out into war before the guards were called in to stop the carnage. They've been manipulating each other long enough that they know one of them's due to go any time now.

- 12a–b. Murderers: A real group of psychopaths live here, the ones who're proud of their feats. They're the murderers with brains, the ones who planned out their kills from beginning to end. They're frightening folks, and most smart bashers leave them well alone. They've been known to drive those they don't like to suicide.

  And, of course, there are those who just kill because they love killing.
- 12c–d. Thieves: From the common cutpurse to the most elegant house-burglar, these cell blocks hold 'em all. There's some justice, it seems, in dropping the more affluent among the less intelligent, and fights are common between both groups. The burglars hate the bashers and vice versa, and few weeks go by without one of 'em waking up dead.
- 12e. Revolutionaries: These are the crazed fanatics of Sigil. They have no goal but the destruction of the factions, but most of these berks are the tiresome kind who talk nothing but escape and overthrow. A few have their sights set a little higher, but they tend to lay low.

✦ Getting Out ✦

Of course, once the PCs've snuck in and retrieved Kimufi, they've got to sneak back out. It's not like the wardens are just going to let them go, either. Unless the PCs have been remarkably stealthy, the whole compound is in an uproar, and the PCs may find themselves becoming residents of the Vault if they're not careful.

If the party makes it that far, they still have to make their way out through Sigil's Prison itself. Just because they've gotten out of one prison is no reason for them to assume they can do it twice. If they're not careful, the DM should feel free to punish them.

✦ Epilogue ✦

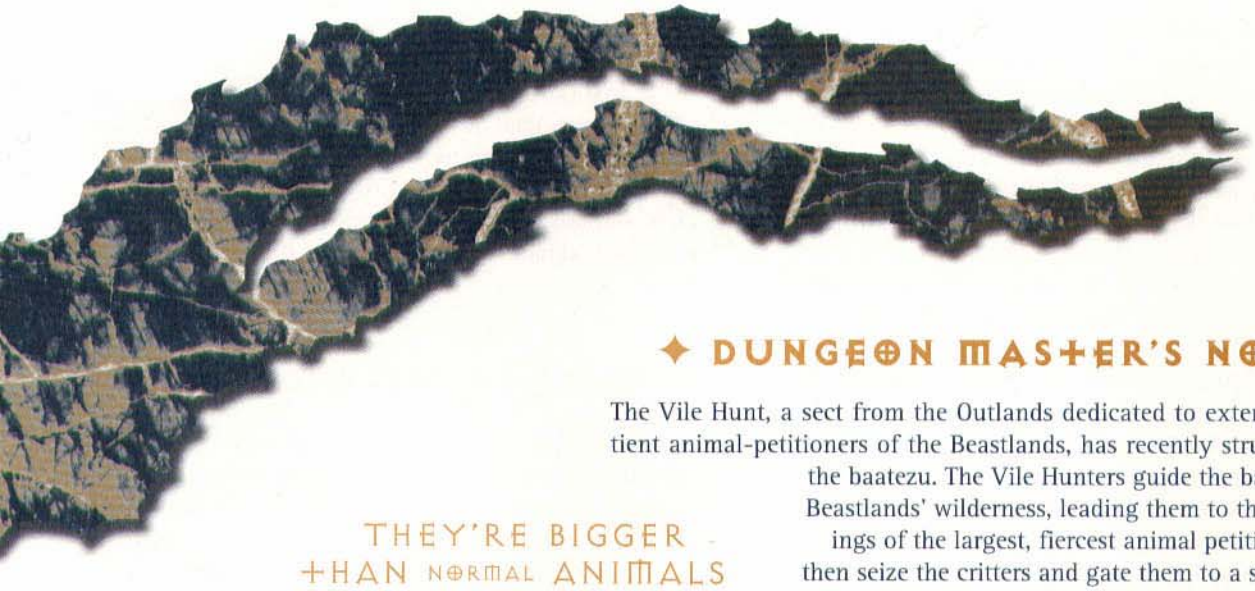
Naturally, the lawgiving factions aren't going to be too happy to realize that one of their prisoners has been stolen out from under their noses. They do whatever they can to find out who did it and how. Only if the PCs were good enough not to set off any alarms or rouse any guards or prisoners can they avoid a manhunt. Hopefully, the party was smart enough to wear masks or conceal their identities in some other way, because the factions have long memories.

Kimufi is grateful that the PCs went to so much trouble to rescue her. She's so grateful, as a matter of fact, that she refunds the PCs' price on the information they sought, as well as giving them a discount on the next time they need some questions answered. Granted, that's not much gratitude, but hey, a body's got to keep food on the table.

In Which the Heroes discover Dire Fiendish Schemes and Beasts of Legendary Proportion.

BEYOND THE FORBIDDEN PLATEAU

NUMBER OF PCS: 4 to 6.
LEVELS: High (9th to 12th).
PCS PREFERRED: Rangers or druids should find much motivation in this scenario.
FACTIONS: Any. The Verdant Guild and Guardian sects would certainly oppose the baatezu.
SYNOPSIS: Baatezu are kidnaping creatures from the Beastlands to fight in the Blood War.



✦ DUNGEON MASTER'S NOTES ✦

The Vile Hunt, a sect from the Outlands dedicated to exterminating the sentient animal-petitioners of the Beastlands, has recently struck a bargain with the baatezu. The Vile Hunters guide the baatezu through the Beastlands' wilderness, leading them to the lairs and gatherings of the largest, fiercest animal petitioners; the baatezu then seize the critters and gate them to a staging area on the Gray Waste, to be unleashed on the tanar'ri in a new Blood War offensive. This set-up works for both parties; the Vile Hunt is rid of some of the intelligent animal-petitioners they consider abominations, and the baatezu have a nasty surprise to spring on the tanar'ri. Besides, the fiends use any excuse to get to an Upper Plane where they can cause some havoc.

THEY'RE BIGGER THAN NORMAL ANIMALS AND TWICE AS DUMB. SO WHAT'S THE BIG DEAL ABOUT DINOSAURS?

— A CLUELESS PLANAR, MOMENTS BEFORE BEING BITTEN IN HALF BY A TYRANNOSAUR

Thing is, the baatezu have just discovered the Forbidden Plateau and its reptilian inhabitants, and they've convinced the Vile Hunters that these creatures are the worst examples of sentient animals on the plane. (The dinosaurs aren't intelligent, but the Vile Hunt ain't inclined to question their new allies.)

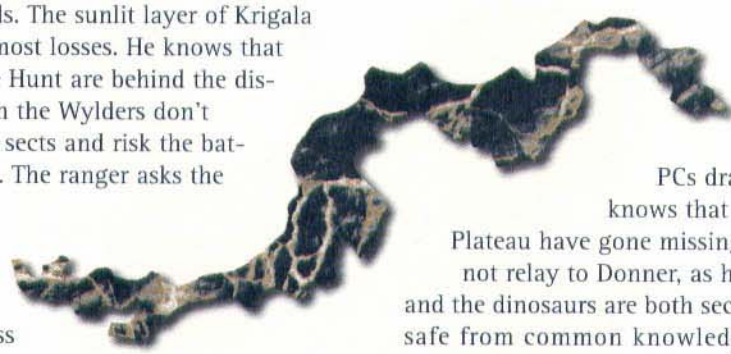
Creatures of high Hit Dice attack as if their natural weaponry (claws, fangs, and so on) is equivalent to magical weapons. Table 48 of the *DMG* is reproduced below. This "boost" for natural weaponry allows the Beastlands' natives to be effective combatants against the tanar'ri in the battles of the Blood War.

HIT DICE	HITS CREATURES REQUIRING
4+1 or more	+1 weapon
6+2 or more	+2 weapon
8+3 or more	+3 weapon
10+4 or more	+4 weapon

✦ GETTING STARTED ✦

If the PCs are involved with the factions, they can be drawn into this adventure by a high-up in the faction one or more of the PCs belongs to. It seems that this faction (or at least this high-up) owes a favor to the Verdant Guild. The Guild (whose members are also known as the Wylders) acts to preserve the natural splendor of the Beastlands and other planes. Well, the Wylders are calling in their marker, and the faction high-up chooses the PCs to pay off the debt. If the Wylders are already a part of the campaign, the DM can arrange an event prior to this scenario where one or more of the PCs can owe the Wylders a favor directly.

If the PCs are not involved with the factions, the following scenario may be used to bring the PCs into the adventure: The PCs' reputation has brought them to the attention of a ranger who's recently come from the Beastlands. (He could also know the PCs from past adventures.) He's heard from his friends in the Wylders that large, often predatory animal-petitioners've been disappearing from all three layers of the Beastlands. The sunlit layer of Krigala seems to have suffered the most losses. He knows that the Wylders suspect the Vile Hunt are behind the disappearances, but high-ups in the Wylders don't want to start a war between sects and risk the battles ravaging the Beastlands. The ranger asks the PCs to pursue this matter in the Beastlands; the ranger's off to try to track the recent movements of the Vile Hunt across the Outlands.



If the PCs accept the offer, the ranger (named Donner, if he's not an NPC already known to the characters) tells them to seek the Wylder called Strongbow at the Badger Hole tavern in Faunel, the gate-town to the Beastlands. ('Course, if the PCs are sent to Faunel by a faction high-up, the high-up directs them toward the same tavern and contact.)

THE BROKEN CITY

When the PCs reach Faunel, read the following text aloud. (See *A Player's Primer to the Outlands* for details on Faunel.)

The burg of Faunel resembles nothing so much as a great city fallen into ruins and now overgrown with all kinds of animal and plant life. Most of the burg's inhabitants're nonhumanoid petitioners from the Beastlands. These animals can all think and speak just as they could when they were alive as humans, elves, and other beings back on the prime worlds they came from.

Those who need dwellings build them out of the jumbles of rocks and ruins of collapsed buildings that're rumored to come here from the Prime as the wilderness reclaims them. Most blokes just erect tents or canopies for shelter. The Signers, who make the Beastlands their headquarters, have a complex in a burned-out, roofless cathedral they call the Center of Eternal Dreams.

The closest thing to a ruler the burg's got is Wrath, a huge stone statue with glowing blue eyes that stands guard over the wide pool that serves as the gate to the Beastlands. Wrath questions all who'd use the gate, and those who lie usually end up someplace nasty at the gate's other end. Straight ahead is the Badger Hole tavern, a great sky-blue tent.

Upon finding the tavern, the PCs should enter and ask for Strongbow. They're directed to a female bariaur sitting alone at a table. She's wearing a half-mask depicting a hawk or other bird of prey. In fact, most of the berks in this tavern tent are wearing animal masks of one sort of another.

Strongbow (Pl/♀ bariaur/F7/Verdant Guild/NG) greets the PCs and invites them to sit at her table. She doesn't remove her mask. If they mention that Donner sent them, she offers to share the bottle of bub that she's been enjoying. She relays the following information if the PCs ask the right questions.

Note that Strongbow does not disclose exactly what kinds of animals are being kidnaped from the Beastlands. She mentions "large predators" and lets the PCs draw their own conclusions. She knows that dinosaurs from the Forbidden Plateau have gone missing most recently (a fact she did not relay to Donner, as he's not a Wylder). The plateau and the dinosaurs are both secrets the Wylders thought were safe from common knowledge, but they've been proven wrong. So, they're being understandably cautious. As she reveals the information, read the following aloud.

- *"The berks of the Vile Hunt've somehow gotten into the Beastlands again, and creatures've gone missing. Donner sent you to me so I can fill in the dark and get you on your way."*
- *"The Vile Hunt's organized, vicious, and cruel. For some barmy reason, they've taken it into their brain-boxes that talking critters are a crime and abomination against the multiverse, and they're out to put 'em all in the dead-book."*
- *The Vile Hunters're always trying to find gates or other ways into the Beastlands, so they can launch their 'hunting parties' and go off hunting, setting fires, and casting magic to kill as many animals as they can."*
- *"We stop them when we can and the critters aren't all defenseless either, but our factol doesn't want to escalate to a full-blown war, 'cause it's the critters and the land that suffer the most then. Me, I say war's inevitable, but to avoid escalation it's been decided to get some free-lancers for this job."*
- *"The Wylder who calls himself the Warden patrols Krigala with a pack of hounds and a flock of hawks, looking for Vile Hunters and clueless berks who think the Beastlands are their own private hunting preserve. Not*

long ago, the Warden's pack got a scent and took off after it while the Warden stopped to rescue a deer faun that'd gotten stuck in the mud. By the time the Warden caught up to his pack, the bashers the dogs'd scented were gone. But they'd tore through the Warden's pack of trained hunting dogs like a pit fiend through lemures."

✦ *"The Wylders can pay a total of 10,000 gold if you can find out how and where the Vile Hunt's taking the critters. But, there's one condition: We don't want you berks unleashing* fireballs *and* lightning bolts *all over our forests and such. Give me your word you won't use those big area-destroying spells. Deal?"*

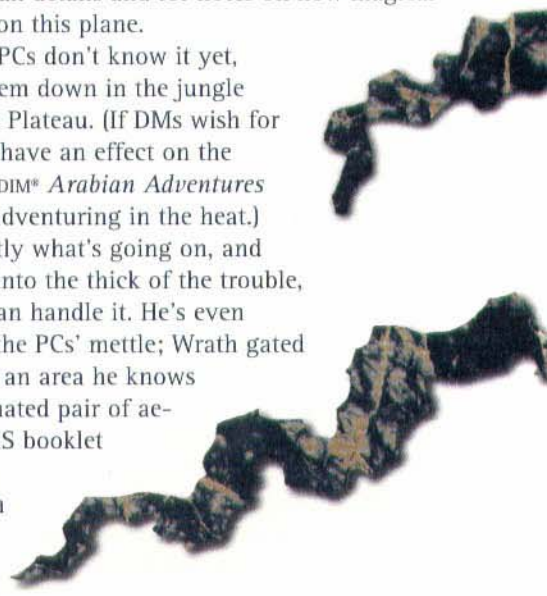
If the PCs haggle with Strongbow, she increases the price to 12,000 gp and allows the party the use of a *wand of the Wylders*. Usable by any character class, this wand, carved with scenes of animal life and bearing a hawk feather at the wide end, functions as a *ring of animal friendship*. (It has other uses, which she reveals only after the deal is closed.) All animal-petitioners recognize these wands and cooperate with their holders to the best of their abilities. This doesn't mean that the PCs can command the critters of the Beastlands. Remember they're intelligent – some of them may even be smarter than the PCs. The critters won't let themselves be used as sword fodder or trap springers for the PCs. If the PCs attempt such cowardly tactics, the feather falls from the wand and the item never again functions for them.

Strongbow tells the PCs to show the wand to Wrath when they approach the gate pool, and he'll allow them to pass. The wand also serves as spell key for all spell schools for PC mages on the Beastlands.

THE LAND OF ✦ ETERNAL NOON ✦

After passing Wrath and diving into the gate pool, the PCs find themselves in Krigala, the first layer of the Beastlands, deep in a lush forest. The gate here is a vertical archway formed by the roots of three immense trees. (Actually, these "trees" are just three of the smaller branches of Yggdrasil, the World Ash that grows through all the layers of the Beastlands.) Any mounts, animal companions, and familiars that the PCs brought through the gate now run, fly, slither, or otherwise flee from their masters. No animal, no matter how well trained, can resist the wild, feral nature of the Beastlands and the primal urge to be free. Unusual animals (a paladin's warhorse, mage's familiar, or ranger's animal companion) return to the PCs before they leave the Beastlands. None are harmed and they retain any equipment, tack, or items they possessed when they fled.

All PCs who possess wilderness or animal-related skills such as tracking, direction sense, or animal handling find these skills are subject to a +10% (+2 on proficiency checks) bonus while on the Beastlands. Also keep track of the time the PCs spend on this plane, as *primal changes* can begin to affect certain characters in a matter of hours. See *Liber Benevolentiae* for full details and for notes on how magical spells are affected on this plane.



Although the PCs don't know it yet, Wrath's gate set them down in the jungle atop the Forbidden Plateau. (If DMs wish for tropical climate to have an effect on the PCs, see the AL-QADIM® *Arabian Adventures* book for rules on adventuring in the heat.) Wrath knows exactly what's going on, and sent the PCs right into the thick of the trouble, hoping the berks can handle it. He's even arranged a test of the PCs' mettle; Wrath gated the characters into an area he knows is inhabited by a mated pair of aeserpents (see the MS booklet for details). Wrath knows that a tough road lies ahead of the PCs and they need to be on their toes from now on. He figures that if the berks can't deal with the aeserpents, they'll just jump back through the gate using the *wand of the Wylders*. If any PCs do move back through the gate to Faunel to avoid the aeserpents, Wrath calls the berks cowards and tells them to go report their cowardice to Strongbow, as he won't activate the gate for them again.

Allow the PCs a few moments to acclimate themselves to the dense forest growth, the dim sunlight penetrating the thick canopy of leaves, and the warmer climate. The aeserpents're effectively invisible in the deep shade of the tree branches where they're hiding. When they attack, have the PCs roll for surprise with a –2 penalty due to the aeserpents' camouflage. If the PCs aren't surprised, both aeserpents attack immediately. If the PCs are surprised, one aeserpent takes its free attack while the other moves into a position to strike a PC from behind in the next (second) round of combat.

In that second round, have the PCs roll for surprise again, as they're likely not expecting another 20-foot serpent to attack them, especially from behind. This second surprise roll can be disregarded if the PCs state they're looking around for more attackers. Apply the combat modifiers for surprise and attacking from behind to the aeserpents' attack rolls (+1 and +2 respectively) when applicable. For only the first round in which the PCs can attack each aeserpent, apply the –4 modifier for invisible creatures to the aeserpents' AC 3, (giving each aeserpent AC –1 for that round) due to the aeserpents' position in the shade of the trees. Thereafter, the PCs can follow the movements of the aeserpents automatically.

AESERPENTS (2): AC 3; MV 18; HD 7; hp 50 each; THAC0 13; #AT 1; Dmg 2d4+1; SA venom, swallows whole; SD invisible in darkness; SZ L (20 feet long); ML steady (11); Int low (6); AL N; XP 2,000 each.
Special Abilities: Camouflage, venom, swallows prey whole.

If the PCs search the area after dispatching the aeserpents, they can find a clutch of 1d8 eggs in a nest formed by three branches in one the trees the aeserpents were hiding in. The eggs can be sold in Sigil for 200 gp each if the PCs wish to take them. The eggs must be kept warm and safe, though, if the young aeserpents inside are to hatch successfully. Damaged eggs or those that do not hatch living aeserpent young are worthless, except perhaps as a tasty meal.

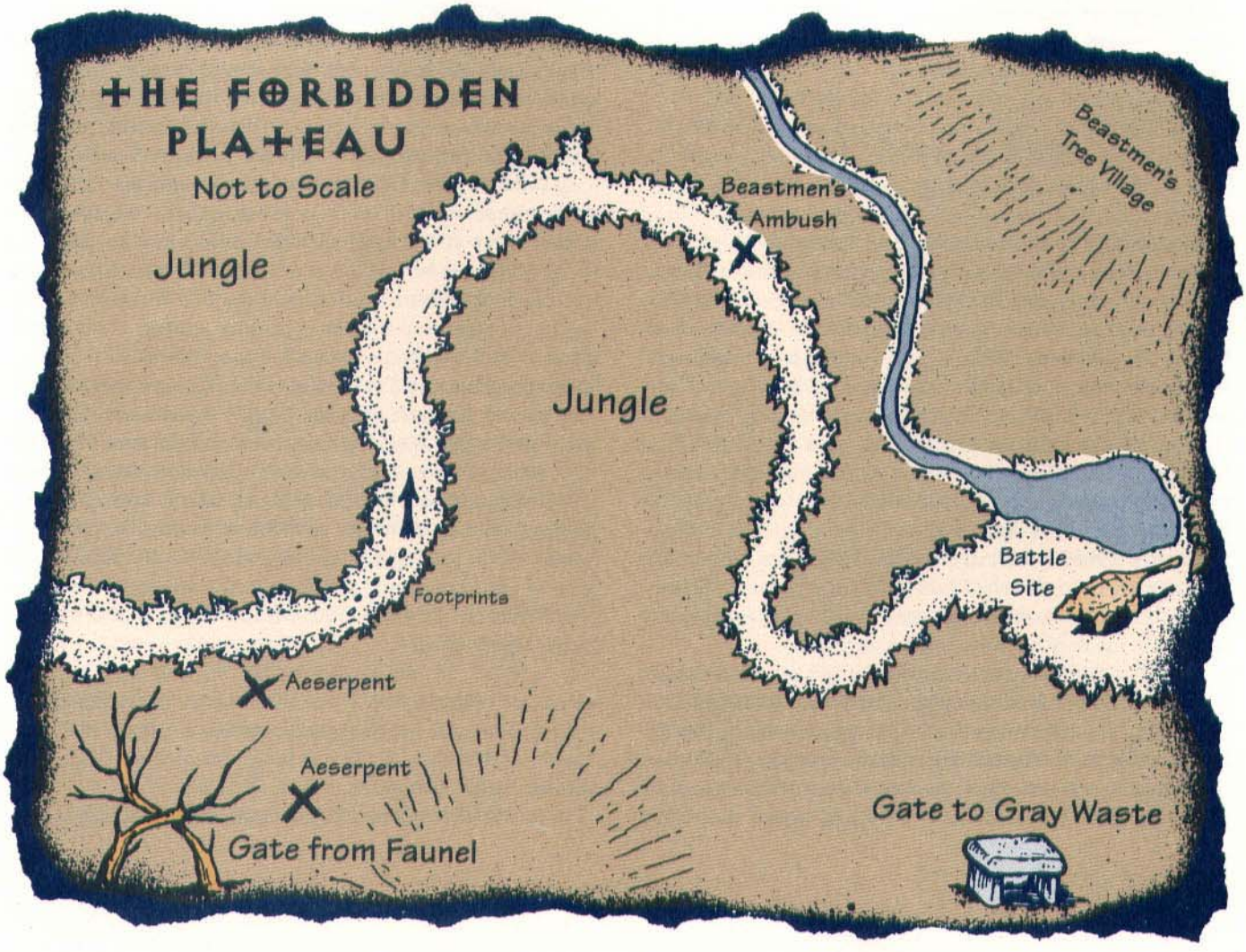
As they look around, the PCs notice a path through the foliage not far from the snake lair. Closer observation of this path reveals that some very large creatures use it regularly. Evidence of this includes large (6+ feet tall) plants trampled underfoot, tree limbs 10 feet off the ground broken off as if something snapped them as it passed, long, deep gouges in a tree trunk (where a triceratops cleared its horns of foliage), and a huge, deep, roughly circular track left by a multi-ton creature with short, blunt claws in a puddle of mud on the path – the track of an ankylosaur. (Unless the PCs have encountered dinosaurs before, they are unlikely to realize what manner of beast made the track.)

Once they find the track, the PCs can follow the path easily. The ankylosaur moved through this area very recently, and more tracking check successes reveal that the creature appeared to be moving quickly – as quickly as a dinosaur can move in a lush forest. The tracks move east along the path. The ankylosaur was fleeing from a party of Vile Hunters and baatezu, but the pursuers left no tracks on the path simply because they're much smaller and lighter than the dinosaur. Generous DMs may allow subsequent successful tracking checks to determine that "something" was following the ankylosaur, but the evidence (the boot print of a Vile Hunter) doesn't allow the tracker to learn the identity of those pursuing the dinosaur.

As they follow the path, the PCs are exposed to the wonders of the plateau. The environment and native creatures are most likely completely new to them and the discovery should fascinate the PCs. Pteranodons fly overhead while velociraptors hiss at them from the underbrush; at one point they may have to hide from the thundering footsteps of a tyrannosaur. Unless the PCs threaten the native creatures, they are not attacked. Allow the characters to explore the plateau for as long as they wish, as the path they follow may lead on for hours or days as the campaign demands.

AMBUSH AT THE BEND

The baatezu, not being inclined to waste an opportunity to defile an Upper Plane, have constructed an altar for sacrifices to the Lords of the Nine. The altar's near their gate to the Blood War staging area on the Gray Waste, where the dinosaurs are being sent. The baatezu have raided native beastmen villages and taken captives. These captives are then brought to the altar, where they're tortured and killed.



The primitive beastmen (short, slender humanoids with a fine layer of dark green fur), terrified by the appearance and actions of the baatezu, have set up ambushes around their tree villages and are attacking outsiders on sight. The PCs are about to fall victim to one of these ambushes.

Have all the PCs make individual surprise checks with –6 penalties as they reach the ambush site. The beastmen in the trees are 90% invisible (treat them as thieves with a 90% hide-in-shadows skill) as they drop a large, weighted net woven from jungle vines and creepers atop the PCs. Surprised PCs are taken totally unaware and are fully caught in the heavy net. PCs who aren't surprised can avoid the net entirely with a successful Dexterity check at a –4 penalty due to the size of the net, the narrow path, and the thick undergrowth that borders both sides of the trail. All others are caught.

Captured PCs suffer 1d8 points of damage and fall to the ground as the heavy stones tied into the net strike them as the net falls. Further, the net is thick and strong, requiring a Strength of 17 or higher to rip. Three rounds of ripping frees one PC. Each thick, fibrous strand of the net takes 8 points of damage from edged weapons before it is severed. Blunt weapons have no effect. In addition, all PCs trapped in the net who attempt to free themselves by ripping or cutting the net suffer 3d4 points of damage per round as they are cut by the thorns and sharp splinters the beastmen wove into the mesh of the net.

In the round after the net is dropped, the 20 beastmen in the branches attack. Each beastman fires two darts from his blowgun, causing 1 point of damage with each successful hit. Those PCs trapped in the net cannot apply Dexterity bonuses to armor class. All other AC modifiers still apply. The darts are tipped with Type D poison (see *DMG*, Table 51); the onset time of this poison is 1d2 rounds. All PCs hit by a dart must save versus poison for each hit. Those who fail the save take 30 points of damage; those who make the saving throw suffer only 2d6 points. Multiple dart hits result in cumulative damage from the poison. No PC can take any other actions (including attacking or working to free oneself from the net) during the round(s) in which the poison causes damage, so severe are the muscle cramping and convulsions the toxin causes.

In the next round, the beastmen scream a war cry, leap from their positions in the trees, and attack with sharp stone axes (1d6/1d4) and spears (1d6/1d8). Only those PCs who escaped the net or who're trying to free themselves from the net are attacked; others are guarded at spearpoint by wary beastmen. Elves or others who understand the elven tongue may recognize the beastmen's cries and subsequent speech to be an archaic form of that language with a successful Intelligence check at a –2 penalty due to all the other action taking place around them.

The beastmen in this scene are not evil; they're just terrified that the baatezu may return and take more of them to be sacrificed. If one of the PCs attempts to communicate with the beastmen in elvish or by using magic or psionics, or if a PC displays the *wand of the Wylders*, the beastmen cease their attacks and their leader speaks with the PCs. Vacca, one of the survivors of the baatezu's last raid (and he has the scars on his chest and arms to prove it) and the leader of this attack, explains the situation in broken, barely understandable elvish. He bows deeply, apologizing for the ambush. He explains he and fellow tribe members were only defending their homes from the outsiders and pledges all the help he and his band can offer if the PCs help rid his land of the "horned evil" plaguing it; the beastmen have no prior experience with baatezu and do not know them as such.

In all other cases, the beastmen fight to the death in defense of their tribe and homes, and the PCs lose valuable allies whose knowledge could help them.

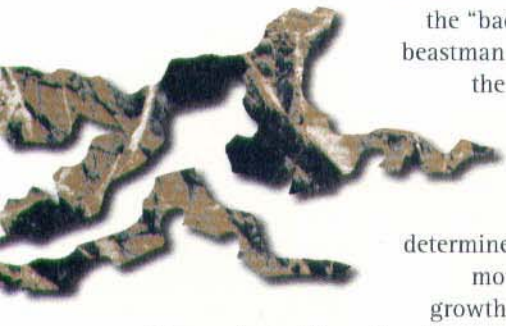
BEASTMEN (20): AC 8; MV 12, Cl 12; hp 15 each; THAC0 19; #AT 1; Dmg by weapon; SZ M (4–5 feet tall); ML 20 in this encounter; Int average (8); AL N; XP 270 each.
Special Equipment: Net, poison darts.

After the battle has ended one way or another, the PCs can move farther down the path. If they've made peace with the beastmen, Vacca tells the beastmen to lift the net back into position and prepare another ambush. Vacca himself serves as a guide for the PCs. He explains that his band saw the "stone lizard-god" (an ankylosaur) fleeing a party of "dark hunters and horned evils" not long ago and that they dropped the net in an attempt to help the stone lizard-god escape, but the horned evils spotted the net and avoided it. The hunters ignored the beastmen in the trees and continued their pursuit of the dinosaur. Vacca sent his son, Varssh, to track them.

As the PCs resume their trek down the path, Vacca can pass along the following information:

- The beastmen refer to the Forbidden Plateau as their "home in the clouds," and they've lived here since the beginning of time (as far the beastmen know).
- Many kinds of great lizards share this land with the beastmen, including "hunter lizard-gods" (tyrannosaurs). They are the reason the beastmen live in tree villages.
- No other "talkers" (sentient beings) live in the home in the clouds, but "masks" (Wylders) visit the land and harm neither the beastmen nor the lizard-gods.
- The dark hunters and horned evils came some time ago (the beastmen don't have a calendar or record the passage of time as weeks or months) and started taking lizard-gods and beastmen away to a "bad, dark place." This is where the beastmen intend to lead the PCs.

HUNT'S END



Before Vacca can further describe the "bad, dark place," another beastman comes bursting out of the underbrush with a report. (DMs may have nervous and/or wounded PCs make surprise rolls to determine if they hear the scout moving through the thick growth before he appears. No penalties apply to this roll as the scout is not attempting to remain unnoticed. Describe for any surprised PCs the noise coming quickly toward them through the undergrowth . . . only to reveal the source as one of Vacca's people.)

The beastman turns out to be Varssh. He tells Vacca about the scene in the clearing ahead, and Vacca bolts into the forest saying, *"Evil ones try to catch stone lizard-god by water. Come! We help!"* If the PCs follow Vacca through the forest growth, they emerge in the clearing between the path and the pond. Read the following aloud:

You crash through the last of the foliage into a small clearing with a large pond to your left and a path leading back into the forest on your right. Ahead of you, a huge, reptile with armored plates, side spines, and a great knobbed tail is trying to fight off a band of attackers. The great lizard has been backed up against the pond, and its attackers have cut off any retreat.

The beast's attackers are a group of five hamatula baatezu. These barb-covered fiends leap about, taunting the tired reptile with feints, laughing and jeering at the wounded animal's waning attempts to defend itself with swings of its great, armored tail. Occasionally, one leaps in to rake the beast's vulnerable underside or eyes, to which the beast can only bellow its pain and rage and turn, too slow, trying to meet the attack.

Standing back from this sick spectacle is a human in black robes with a smug smile on his face. He's holding what appears to be a huge manacle in his hands.

The dinosaur is tired, bleeding freely from many deep wounds, and visibly weakening. The fiends will capture or kill the beast in a matter of moments if nothing's done.

The beastmen with the PCs are terrified of the baatezu and won't attack them. Vacca and Varssh head toward the human, but before they can reach him, the man commands one of the hamatula to defend him. The baatezu easily holds the two beastmen at bay until the PCs engages it in combat.

All but one of the baatezu (the one defending the robed human) move to fight the PCs upon their appearance in the clearing. The fiends follow the human's commands throughout this scene. The human is Nihmron, a member of the Vile Hunt and a wizard. He commands this hunting party with a *medallion of command*. The medallion, engraved with the image of a gelugon, is what allows Nihmron to command the baatezu. The hamatula all recognize the medallion as a badge of their leader and follow Nihmron's orders. The medallion also grants a +2 bonus on all saves to any evil-aligned wearer. (Any nonevil character to don it suffers a –2 penalty to all saves until *remove curse* is cast on him.) The medallion works in conjunction with the manacle Nihmron holds. The manacle is a *manacle of reptile control*. When attached to any nonmagical reptile (which does not include dragons!), the beast can be controlled by the medallion's wearer as if by a *ring of mammal control*.

The ankylosaur collapses from exhaustion and blood loss two rounds after the PCs appear, and dies in 3d8 rounds unless the PCs act to save it.

HAMATULA, PS MCI, (5): AC 1; MV 12; hp 40 each; THAC0 13; #AT 3; Dmg 2d4(×2)/3d4; SZ M (7 feet tall); ML 19; Int very (11); AL LE; XP 6,000 each.

Special Abilities: Fear, hug, +1 weapons or better to hit, never surprised, 30% magic resistance, *affect normal fires, hold person, produce flame, pyrotechnics*, plus standard baatezu abilities.

NIHMRON, HUMAN MALE, WIZARD 8: AC 2; MV 12; hp 24; THAC0 19; #AT 1; Dmg 1d4 (dagger) or by spell; SZ M (5 feet, 11 inches tall); ML elite (14); AL LE; XP 2,000.

S 9, D 10, C 11, I 16, W 12, Ch 9.

Personality: Cruel, vicious.

Special Equipment: Bracers of defense AC2, manacle of reptile control, medallion of command, wand of size alteration.

Spells (4/3/3/2): 1st – *reduce, jump, magic missile* (×2); 2nd – *flaming sphere, Melf's acid arrow, mirror image;* 3rd – *Melf's minute meteors, wraithform;* 4th – *stoneskin* (already cast on himself), *ice storm.*

One of the hamatula defends Nihmron while he casts offensive spells at the PCs. Nihmron uses these spells and his *wand of size alteration* until his life is immediate danger. Nihmron commands the hamatula to fight to the death, although he has no intention of doing so himself. When only one hamatula is left fighting, the wizard casts *wraithform* and flees toward the gate. If prevented

from doing so, he fights until all the baatezu are dead or until he has fewer than 10 hp. Then he collapses to the ground, begging for mercy.

The beastmen, Vacca and Varssh, warn the PCs not to trust this dark hunter. In fact, they advocate killing him on the spot. If the PCs question Nihmron, he lies, stalls, and whines unless threatened with death. If so threatened, he spills his guts, revealing the baatezu's plan to steal dinosaurs and use them against the tanar'ri in the endless battles of the Blood War. He leads the PCs through the forest to the gate site. Read the following when the group reaches it:

Before you is a small clearing, obviously cut out of the forest. A few crude dwellings are scattered about, but the shocking sight that dominates the scene is an obsidian altar. A full 4 feet high and 5 feet wide, the black stone bears evidence of many heinous offerings. The altar's top is covered with coagulated blood and bits of dark green fur. Behind the altar, two trees bend together to form an arch. Both trees've been defiled with evil runes and smeared with blood.

PCs may examine the altar without harm, but if they try to decipher the runes surrounding it and the gate, they have a 10% chance of attracting the attention of one of the Lords of the Nine, the rulers of Baator. This attention may take the form of a curse, a "blessing" (one or more of the PCs gains some minor ability or enhancement which is meant to entice the character into calling on the lords again), or simply the notice of the baatezu lords. The DM is left to devise what may come of this attention at some future point in the campaign.

The arch formed by the trees is large enough to allow a baatezu to pass through; Nihmron uses his *wand of size alteration* to shrink the dinosaurs down so they'll fit through the gate. If the PCs don't search the crude huts, the beastmen discover one hut contains three members of their tribe. These three've been abused by the baatezu, but will survive. Nihmron offers to trade the secrets of the gate for his life. If this offer is accepted, he explains that the gate is active (it was made ready for the ankylosaur), and that the *medallion of command* will take the PCs where the dinosaurs have been sent. Unless pressed, he won't reveal that the gate leads to Oinos, the first layer of Gray Waste.

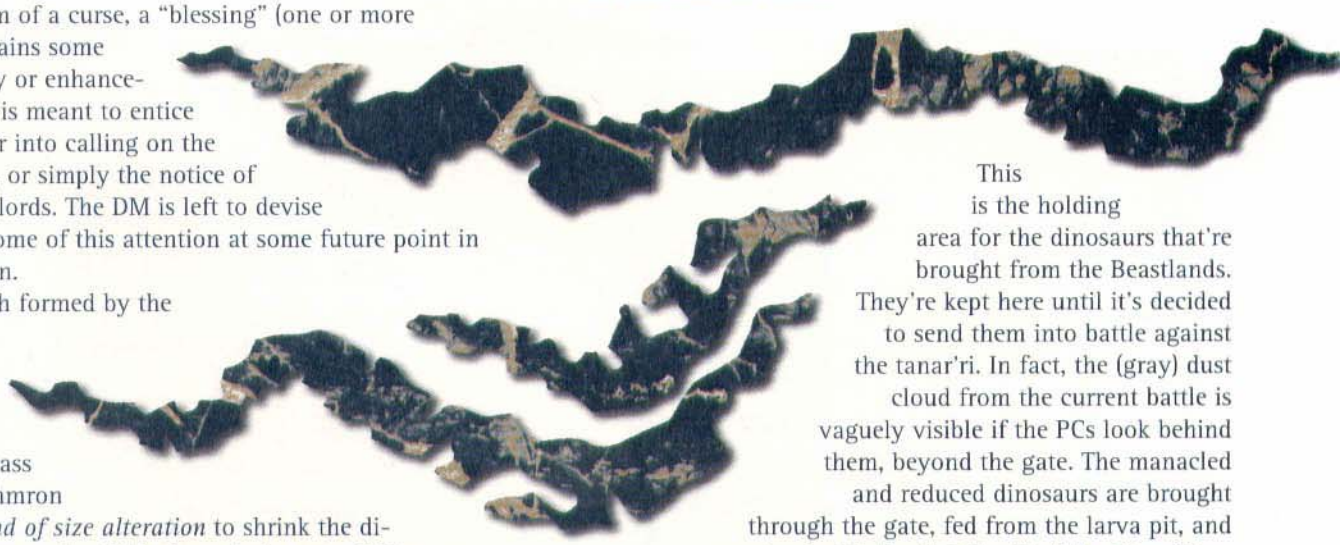
What the PCs do with Nihmron is up to them. If they don't kill him and don't want him escaping, the beastmen volunteer to take him back to their village. The characters might realize that, once there, the beastmen intend to kill Nihmron for his crimes against their people. Vacca can be convinced to hold him prisoner until the PCs return, but he wants something in return. Vacca proposes the following: *"We hold, no kill, dark hunter, but you bring back lizard-gods. This their home. If they die, they die here. Home."*

✦ THE GRAY WASTE ✦

When the PCs step through the gate into the Gray Waste, read the following aloud.

From horizon to horizon you see nothing but gray. Gray sky, gray rocks, gray trees, even the colors of your own clothes, skin, and hair seem dully muted. You've emerged in a shallow depression that resembles nothing more than a dry wash. The gate behind you is formed of bones – bones from nothing human. Black, twisted, and broken, these can be only the bones of the baatezu's enemies, the tanar'ri.

You also see a large stone building on your left that seems to radiate cold. In front of that building are several large corrals with walls at least 20 feet high and covered every inch in razorvine. Only two are occupied now. Both contain what were once proud, fearsome, powerful beasts like others you saw on the plateau; now they are but prisoners, tortured and weak.



This is the holding area for the dinosaurs that're brought from the Beastlands. They're kept here until it's decided to send them into battle against the tanar'ri. In fact, the (gray) dust cloud from the current battle is vaguely visible if the PCs look behind them, beyond the gate. The manacled and reduced dinosaurs are brought through the gate, fed from the larva pit, and watered with the foul liquid of the River Styx. Most resist such fare until hunger and the manacles demand it. Two are here now (at normal size). The herbivorous triceratops in one corral is dying from ingesting such fetid substances. The tyrannosaur, being a meat-eater, is faring better, though both wear manacles. This camp is commanded by a gelugon named Baalzephus, and is manned by a number of barbazu equal to the PCs.

The PCs have a few moments to take in this scene if they remain at the gate; the baatezu here were not expecting another delivery just yet. As soon as the PCs climb out of the dry wash, they are spotted by a barbazu who was tormenting the dying triceratops. He raises the alarm, and the rest of the barbazu and Baalzephus emerge from the stone barracks. The battle is joined.

BAALZEPHUS, A GELUGON: AC –2; MV 9, Fl 18; hp 66; THAC0 11; #AT 4; Dmg 1d4(×2)/1d4+1/1d3+6 for Strength; SZ L (9 feet tall); ML (13); Int genius (17); AL LE; XP 10,000.

Special Equipment: medallion of command.

Special Abilities: detect magic, ESP, lightning bolt (3/day), *produce flame, pyrotechnics, wall of fire* (1/day), *gate, fear,* plus standard baatezu abilities.

BARBAZU (# = TO PCS): AC 3; MV 15; hp 42 each; THAC0 13; #AT 1; Dmg 2d6 (+ blood loss); SZ M (6 feet tall); ML 12; Int low (6); AL LE; XP 6,000 each.

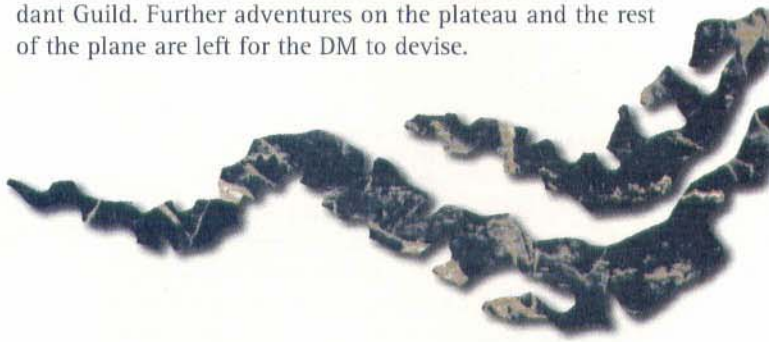
Special Abilities: Wounds they inflict continue to bleed (2 hp/round), *affect normal fires, command, fear* (by touch), *produce flame, gate,* battle frenzy, plus standard baatezu abilities.

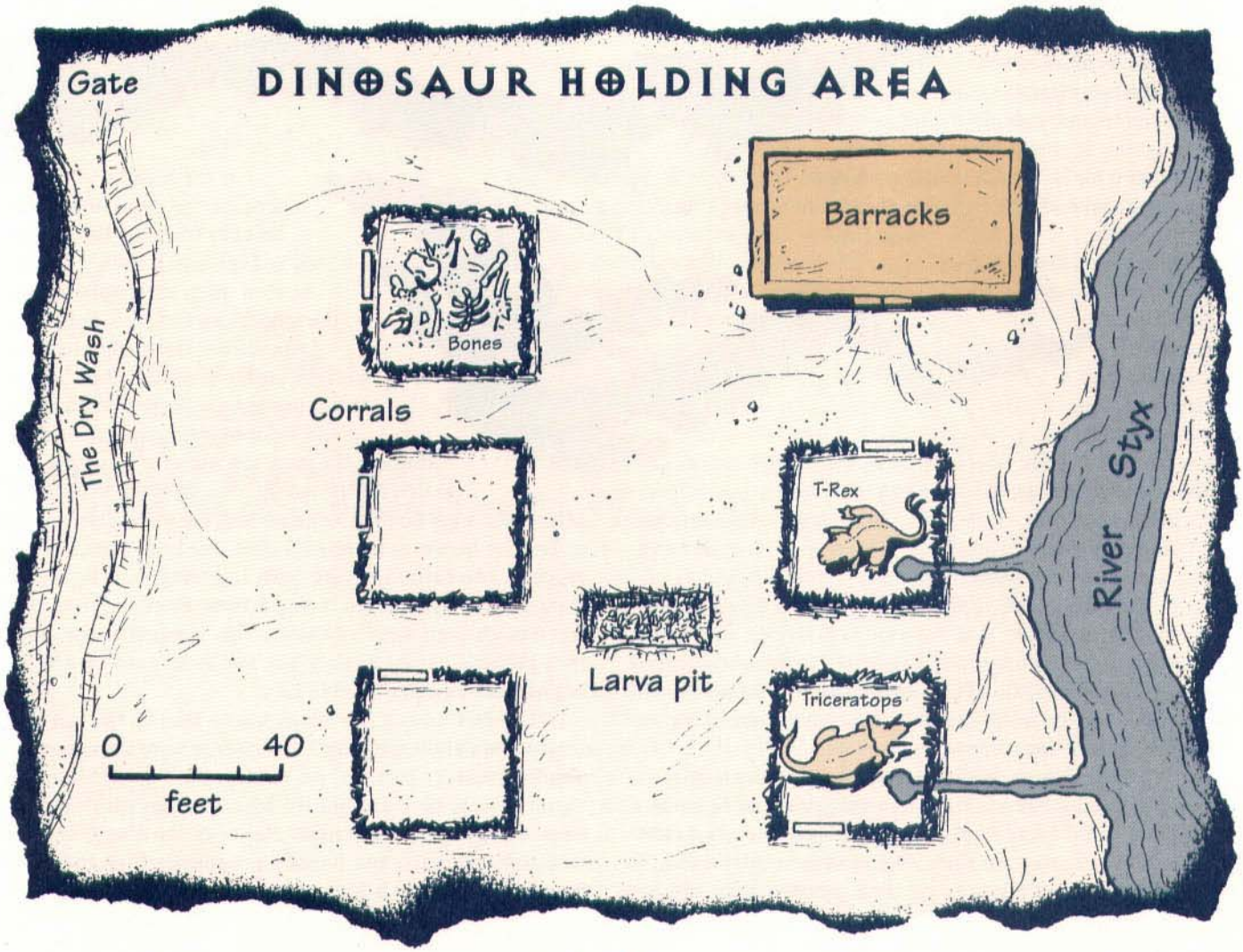
Baalzephus and his forces fight to the death. If the PCs open the gates of the two dinosaurs' corrals, the tyrannosaur tears into any baatezu in reach unless Baalzephus uses his *medallion of command.* If Baalzephus is otherwise occupied (in melee combat, for example), he won't notice the escape until it's too late. DMs can even declare that the tyrannosaur escapes on its own if the PCs are losing the battle.

EPILOGUE

After the battle, the PCs may attempt to take the dinosaurs back to the Beastlands. If it's still alive, the tyrannosaur can be guided back by using Nihmron's or Baalzephus' medallion, or by offering it food (at this point, it'd even eat iron rations). The triceratops however, is too ill to move. Unless the PCs devote some healing magic (at least half the creature's full hit point total) to the creature or devise some way to move the multi-ton reptile without harming it, the most humane thing to do is to put it out of its misery.

Once back on the Beastlands, the PCs should retrieve Nihmron from the beastmen and turn him over to the Verdant Guild. Further adventures on the plateau and the rest of the plane are left for the DM to devise.





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✦ Planes of Conflict ✦
Monstrous Supplement

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Asuras 4
Buraq 6
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Linqua 16
Ni'iath 18
Phiuhl 20
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Warden Beast 28
Yugoloth, Greater – Baernaloth 30

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AESERPENT

Climate/Terrain:	Beastlands
Frequency:	Very rare
Organization:	Solitary
Activity Cycle:	Night
Diet:	Carnivorous
Intelligence:	Low (5–7)
Treasure:	Nil
Alignment:	Neutral
No. Appearing:	1 (or mated pair; see "Habitat/Society")
Armor Class:	3 (–1 in darkness)
Movement:	18
Hit Dice:	7
THAC0:	13
No. of Attacks:	1
Damage/Attack:	2d4+1
Special Attacks:	Venom, swallows whole
Special Defenses:	Invisible in darkness
Magic Resistance:	Nil
Size:	L (20 feet long)
Morale:	Steady (11–12)
XP Value:	2,000

"Don't move."

"Huh?"

"*Don't move!*"

Lach did as Vestone, his tiefling guide, told him. The forest here was very dark, the thick canopy of trees blocking almost all light. After a moment of singular tension, Lach heard a noise that chilled him. From behind and to the left came a hissing sound – soft, yet intense. He stayed frozen now more out of fear than respect for his companion's orders.

Out of the corner of his eye Lach saw Vestone begin to move, silently unsheathing his blade and stepping toward the hissing. Lach began to slowly pivot.

From the darkness, a pair of thin yellow eyes darted toward Vestone. Lach's eyes seem to catch the image of long, shining fangs slashing toward his friend, but he wasn't sure. Vestone lunged backward tiefling-quick, perhaps more from instinct than intent.

"A darkstrike," Vestone whispered.

"A what?"

"An aeserpent – as deadly a creature as you've seen or heard tell of."

"But you said that here in the Beastlands there'd be only animals from the Prime – nothing to worry about."

"That's the thing of the planes, berk. There's always exceptions."

The eyes and fangs came again, this time for Lach, who was not as quick as the tiefling. Lach's scream could be heard for miles as the fangs dug deep into his flesh.

As the aeserpent drew back, Lach felt his body changing. He felt his flesh begin to devour his own blood. He knew his body had been altered, his humanity corrupted. Now he needed blood to survive, and he needed it quickly, or the darkstrike's venom would claim him as a quick meal for the giant snake.

Lach turned hungrily and eyed Vestone. . . .

The aeserpent (also known as a darkstrike or deathstrike) is a gigantic snake that can grow up to 20 feet long. Its smooth, scaly flesh is black as night, with a sheen that makes it appear wet – even slimy – although the hide is completely dry to the touch. In darkness, only its thin yellow eyes, and perhaps its fangs, can be seen – if that.

It is a common misconception that the aeserpent is somehow vampiric in nature. This is completely untrue; the snake is neither undead nor magical. The aeserpent is a natural beast with a unique venom and excellent darkness camouflage.

Combat: Night is the ally of the aeserpent. The creature is completely undetectable – and effectively invisible – in darkness, near darkness, or even deep shadow. Lying in ambush, the aeserpent strikes with a +2 modifier to foes' surprise rolls as it attacks its prey with a venomous bite.

The venom of the darkstrike is such that the metabolism of a victim who misses his or her saving throw versus poison is completely changed. The body of the poisoned foe begins to break down and consume its own blood, quickly draining the life from itself. The victim dies after 2d6 rounds of intense pain. There is a 5% chance per point of Intelligence of the victim that he realizes exactly what is happening to him. In such a case, the victim also realizes that consuming the blood of others will allow him to live a little longer, as his body now thrives on blood for its supply of oxygen, water, and nutrients. *Slow poison* and *neutralize poison* slows or stops the process, but does not heal the damage. When these spells are applied, the victim has only 1d12 hit points remaining. Curative spells (*cure light wounds, cure serious wounds*) are required to restore hit points and heal the damage.

The aeserpent continues to attack a foe even after it has injected its poison. The further doses of poison have virtually no effect, but if a natural 19 or 20 is scored on the darkstrike's attack roll, the snake has swallowed its prey even though the victim is not yet dead. Such victims are treated as having been swallowed whole and can do nothing to free themselves unless they have a short (less than 2-foot-long) stabbing or slashing weapon drawn prior to being swallowed. Otherwise, swallowed victims must be saved by companions outside the aeserpent. Those swallowed die twice as quickly as they would if merely poisoned. Victims are never swallowed whole on the creature's initial attack, as the darkstrike cannot digest unpoisoned victims.

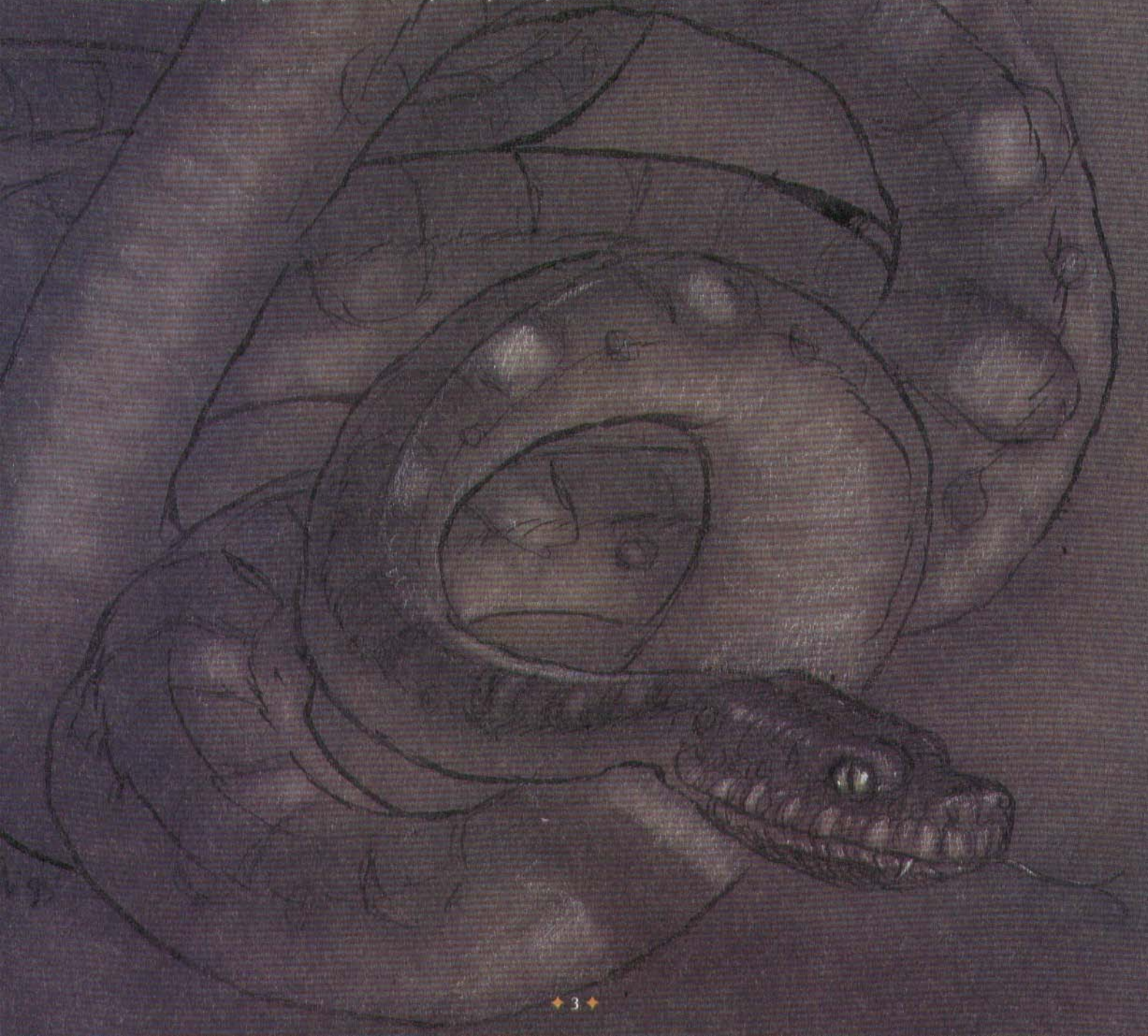
Like all creatures of the Beastlands, darkstrikes are not subject to spells which affect animals, even *snake charm*.

Habitat/Society: The darkstrike lives primarily in the dark shadows of Karasuthra, but it also can be found in the gray mists of Brux. These snakes almost always hunt alone, but occasionally a mated pair is encountered. Any pair so found is doubly dangerous, for the snakes act in concert, luring their prey into devious traps including natural pits, cul-de-sacs, quicksand, landslides, and other phenomena. They are viciously protective of one another, gaining a +1 to attack and damage if acting to protect a mate.

These pairs produce a clutch of 1d8 eggs, caring for and protecting them as fervently as they do each other. Once the eggs hatch, however, the young are on their own.

Ecology: In a "normal" ecosystem, predators as efficient as the darkstrike would most likely clear vast areas of all potential prey very quickly. They need to consume a large amount of food each week to stay alive – their digestive systems work much faster than that of other snakes. The Beastlands, however, have a virtually limitless number of animals, and therefore an unending supply of food. Even other predators such as wolves or bears are potential prey for the aeserpent.

The great sage Tyranimoth D'skirn theorizes that the darkstrike actually originated on another plane, possibly even the Abyss or some other Lower Plane. What Tyranimoth overlooks is that the aeserpent is not inherently evil. Despite its voracious appetite, sinister appearance, and terrifying venom, it is simply a natural animal that fights and kills to survive. If the beast comes from another realm, that plane is likely the Prime Material. It is possible that the aeserpent, like most of the other residents of the Beastlands, was a creature found in the wilds of a prime world but was hunted to extinction there out of fear and hatred, leaving specimens only in the Beastlands. Another theory states that the aeserpent made its way to the Beastlands from some other place (wherever that was) and simply found the Beastlands better suited to its survival, leaving its original home forever.



ASURAS

FOE TO THOSE WHO CROSS HIS LORD
THE ASURAS' BLADE REACHES FAR.
WARILY WALKING NEAR DEVA AND FIEND,
HIS BLAZING GAZE MAKES NO FRIEND.
WISE ASURAS, FLY TO ME ON WINGS OF FLAME!
BRAVE ASURAS,
SHOW ME THE PATH TO YOUR REALM!

– PRAYER OF THE LOWLY,
AB-NEZIZ,
POET-WARRIOR OF ZAKHARA

CLIMATE/TERRAIN:	Upper Planes
FREQUENCY:	Rare
ORGANIZATION:	Hierarchy
ACTIVITY CYCLE:	Unsleeping
DIET:	Positive energy
INTELLIGENCE:	Genius (17–18)
TREASURE:	Nil
ALIGNMENT:	Chaotic good
NO. APPEARING:	2d10
ARMOR CLASS:	–2
MOVEMENT:	12, Fl 33
HIT DICE:	8
THAC0:	13
NO. OF ATTACKS:	3
DAMAGE/ATTACK:	1d10/1d10/by weapon type
SPECIAL ATTACKS:	Trumpet blare, burning wind, spells
SPECIAL DEFENSES:	Spell immunities
MAGIC RESISTANCE:	40%
SIZE:	M (6 feet)
MORALE:	Fearless (19)
XP VALUE:	7,000

Asuras are found throughout the Upper Planes, serving various powers as messengers and heralds with a righteous zealotry. They may serve as the voices of knowledge, sharing wisdom that guides mortal oracles and mystics. More often, however, the asuras carry messages of revenge, punishment, and death, sent to those who have angered one of the powers.

Noble warriors, asuras have birdlike talons for feet and wings of brightly burning flame. Marble-white flesh of pleasing countenance covers their stately frame, and their eyes are piercing orbs of the purest fire. Males and females alike wear loose togas of sky blue or snow white. A long mane of red, gold, or copper locks crowns their pale heads. Male asuras adorn their heads in feather-crested helms of bronze. The unjust understandably find asuras terrifying to behold.

COMBAT: The claws of the asuras have been likened to rubies both for their color and their consistency. Very sharp and very hard, the talons tear into the flesh of the wicked with terrible force, dealing 1d10 points of damage each blow. Because of the potency of its claws, an asuras prefers to attack from the air, swooping and hovering above foes. Additionally, this righteous avenger can carry a scimitar or huge spear. Weapon attacks can be directed at a second enemy or at the victim being clawed. There is a 25% chance that an asuras carries a magical flaming weapon similar to a *flame tongue* sword.

Large groups of asuras blow mighty trumpets while entering battle, the sound of which chills a dark soul to its core. Evil beings of 3 Hit Dice or less must make a morale check upon hearing these horns, even if not yet engaged in conflict. The horns can be heard for miles.

Moreover, three or more asuras can create a burning wind with their wings. This mode of attack inflicts 2d10 hit points of damage upon evil beings, while not harming good or neutral creatures at all.

The renowned intuition of the asuras is spoken of throughout the planes. Asuras have a Wisdom score of 21, giving them an immunity to *charm, command, fear, forget, friends, hold person, hypnotism, ray of enfeeblement,* and *scare* spells. They also can see the truth behind all illusions. The golden fires of their eyes dim in the presence of untrue words as a *detect lie* spell, and three times each day they can see through all deceptive or concealing veils, as the spell *true seeing*. All asuras cast priest spells as 9th-level casters, with full benefits gained from their remarkable Wisdom scores. Lastly, these beings can *polymorph self* twice per day into the form of a human or demihuman in order to blend in with normal societies. Their forms are always extremely pleasing, and they remain capable fighters and spellcasters no matter what their outward appearance.

HABITAT/SOCIETY: The asuras are organized into hosts, although there is little more structure to their ranks than that. Nevertheless, the host operates well together and gladly obeys the commands of its superiors. All asuras are free to leave their current host and join another at any time. Their service is always freely offered and gladly accepted by the host leader.

These leaders have double the normal number of Hit Dice and maximum hit points. They are also blessed with a Wisdom score of 22, along with the corresponding spell immunities. Standing before the host that they command, asuras leaders are visibly different from their subordinates. Taller and more noble in appearance, they have a visible aura of golden light circling their forms.

The general of the Grand Celestial Host is an asuras named Absalom. This radiant individual outshines all others of his kind, leading his holy army of thousands like a handsome, luminous beacon of righteous power. Despite his might and appearance, Absalom is not a power and does not aspire to such high office.

Asuras dislike devas and other aasimon (especially lawful ones), seeing them as rivals for the attention of the good powers. Unlike their lower-planar counterparts, however, assimon and asuras rarely allow their rivalry to degenerate to blows. Likewise, due to the nature of both types of beings, neither resorts to any sort of double-dealing or underhanded measures. Instead, their feelings for each other are openly contemptuous.

ECOLOGY: The asuras feed upon energies from the Positive Energy Plane. Gaining their sustenance from this otherworldly source, they have no base requirements such as food, air, or even sleep.

✦ ROGUE ASURAS ✦

As a creature born of a chaotic nature, sometimes an asuras "falls through the cracks." For whatever reason, such an asuras may end up without a power to serve. These rare individuals roam the planes, committing random acts of charity and good will. They defend the downtrodden, rescue the oppressed, and provide for the needy. These rogues often become so narrowly focused in their deeds that they do anything to meet the desired end – sometimes getting carried away in violence and their use of power.

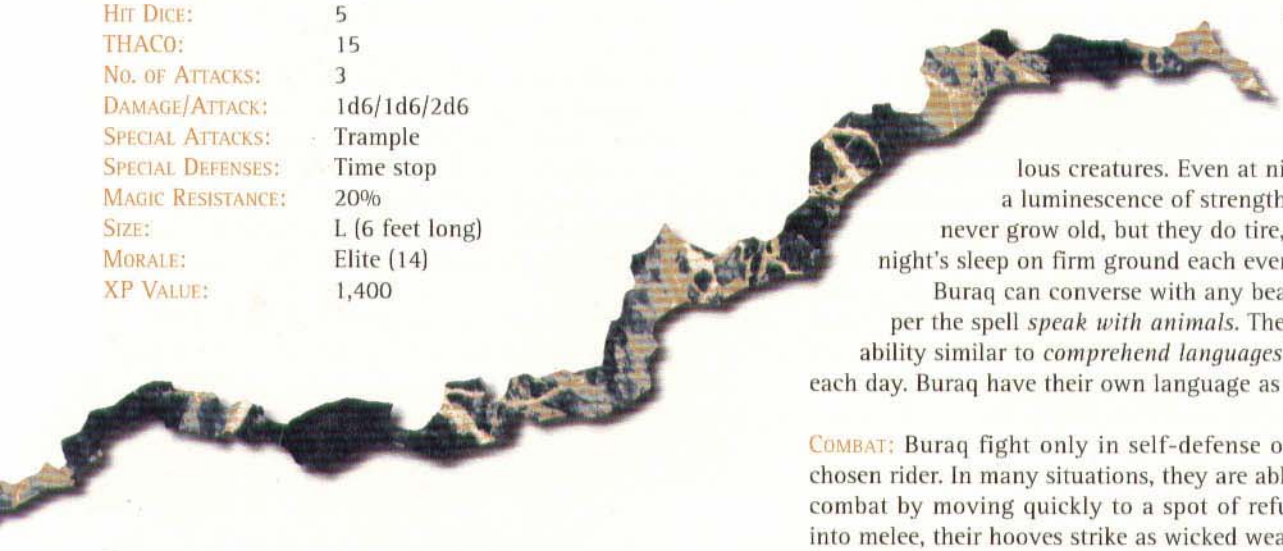
In the words of the planar merchant Gillias Fornmith:

"Asuras without a host wander about the planes, giving a good turn wherever they go. But here's the real dark of it: When they travel alone they go a little barmy. You meet one, get greeted politely, and the next thing you know he'll take your head off to save a rabbit you've trapped for your dinner, or steal your whole haul to give to some poor street waif. You might say they lose a bit of perspective on the whole good/evil thing. Lucky for a sod like me, a clever tongue can talk them out of their cockeyed notions. You can use the good sense within the creatures to show them their own folly."

Occasionally, a rogue asuras succumbs to the charms of a particularly pious or righteous human. If such a union occurs, the offspring is usually a fair-skinned human with bright, piercing eyes. A few are able to *detect lie* in the same manner as their asuras progenitor. All asuras offspring are likely to become mystics, holy figures, or powerful warriors – always significant figures for the force of goodness. These offspring closely resemble the aasimar, having similar origins.

BURAQ

CLIMATE/TERRAIN:	Elysium (Upper Planes)
FREQUENCY:	Uncommon (rare)
ORGANIZATION:	Herd or solitary
ACTIVITY CYCLE:	Day
DIET:	Herbivore
INTELLIGENCE:	High (13–14)
TREASURE:	Nil
ALIGNMENT:	Neutral good
NO. APPEARING:	1d4
ARMOR CLASS:	4
MOVEMENT:	27, Fl 27
HIT DICE:	5
THAC0:	15
NO. OF ATTACKS:	3
DAMAGE/ATTACK:	1d6/1d6/2d6
SPECIAL ATTACKS:	Trample
SPECIAL DEFENSES:	Time stop
MAGIC RESISTANCE:	20%
SIZE:	L (6 feet long)
MORALE:	Elite (14)
XP VALUE:	1,400



Run.
Join in the silent thunder of heaven's hooves.
Run. Feel paradise's winds blow through your mane.
Run. Dance along the sun's rays.
Run. Gallop across the stars.
Run. Splash through the waters of Oceanus.
Run. Yours is the power to travel anywhere – the heart of the world, the edge of time, and all points in between.
Just keep running.

The buraq, or "horses of heaven," are native to the open plains of Elysium but run through the planes of Bytopia, the Beastlands, Arborea, and Mount Celestia. In a herd they are wild and free, tamed by no force. Alone they are the companions of nobility, both planar and nonplanar. A buraq chooses its rider – never the other way around. In such a situation, they are peers to their rider, never calling another being master. They swear allegiance to no one – no power, proxy, planar, or prime.

A bit smaller than normal horses, these beautiful equine creatures have the faces of human males. Their brightly dappled coats become even more colorful along their bodies toward the tail, with speckles of green, blue, brown, and black. The tail itself is a thing of rare beauty, colored red, green, gold, and blue and suggesting the fan of a peacock with "eyes" found throughout its feathery length. A buraq's hooves appear to be of purest silver, never making a sound as they strike the ground.

Their health and vitality is a visible, palpable thing, observed in the luster of their coat and the sparkle in their eyes. Their faces reveal their wisdom and caring – despite their love of running, they are not frivolous creatures. Even at night, they give off a luminescence of strength and power. They never grow old, but they do tire, requiring a good night's sleep on firm ground each evening.

Buraq can converse with any beast at any time, as per the spell *speak with animals*. They can also use an ability similar to *comprehend languages* up to three times each day. Buraq have their own language as well.

COMBAT: Buraq fight only in self-defense or to protect their chosen rider. In many situations, they are able to simply avoid combat by moving quickly to a spot of refuge. When forced into melee, their hooves strike as wicked weapons, lashing out for 1d6 points of damage. If a foe is struck by both hooves, the poor sod is automatically knocked down and trampled for an additional 2d6 points of damage per round until an entire round is used to get out from under the slicing kicks. A buraq's humanlike face betrays the potential ferocity of its bite, which can inflict 2d6 points of damage.

When a buraq has a rider, it can serve as a warhorse. It dislikes war and strife, however, and prefers (if its rider must go into battle) to take its chosen companion to a place of safety where he or she can operate as a leader issuing commands rather than entering directly into the fray.

Most people, even well-traveled planars, think that buraq have the ability to travel throughout the planes at will, moving anywhere in the multiverse instantly. This is not true. Most buraq do, however, have a good knowledge of the locations of gates and portals. Additionally, they can run very fast, running on air as easily as the ground. Before taking to the air, however, a buraq must get a running start on the ground for three rounds. While off the ground, a buraq cannot come to a stop.

One reason for the misconception about a buraq's movement capabilities is the fact that it can choose to suspend time for its rider as a *time stop* spell. This power can be used at will upon anyone on its back, and it lasts as long as the buraq wishes it to. This ability can make even the longest of trips seem instantaneous to the rider. The buraq can also use this ability to keep a mortally wounded or critically ill rider from

perishing until it can get him to medical or magical aid. Since time means little to the buraq, extremely long journeys are a joy rather than a burden, and sometimes a mortal rider can be suspended in time for great periods, making him or her seem extremely long-lived to those flowing through time normally.

HABITAT/SOCIETY: The buraq are happiest and most fulfilled when running in their herds across their native lands of Elysium. Occasionally, however, they seem to need the companionship of a mortal. They travel to other planes to seek out a worthy rider to serve for a time. This rider must be truly pure of heart and deed, able to both serve and command others. A lifetime of good deeds, mercy, bravery and honesty is a requirement. The chosen rider is never one whose outlook is forged in the rigidity of law, yet will be one who can see the value in order and the necessity of punishment for wrongdoing. A person who shows respect toward both individuals and society may be considered. It is not necessary that he be a prince or someone of high stature. What is important is that he be giving and caring of the needs of others.

Though the rider is chosen by the mount, a would-be companion of a buraq can perform deeds which may sway the creature's decision. Sincere care given to the buraq in the form of grooming, braiding its mane, and providing foods (especially hard-to-obtain fruits and sweets) may influence a buraq. The length of time that one will serve as a mount is completely dependent upon the whim of the buraq, as well as the need of the companion.

When they return to their herd, the buraq tell the tales of all they have seen on their travels. In this way, the unaging buraq learn much of all the multiverse, either first or second hand. They are knowledgeable about places and locales, but things like history, law, and politics bore them. Buraq herds have no leaders, classes, or divisions of any kind. Each is a prince among equals.

ECOLOGY: Good intentions are literally the meat and drink of the buraq. It can eat and drink what a normal horse consumes, and its coat and mane can be brushed and groomed like any other steed, but it does not *require* such. It is not the food which nourishes it, but the act of being fed. Its coat does not need brushing, but the buraq feeds upon the deed itself. The food and care must be freely and happily given.

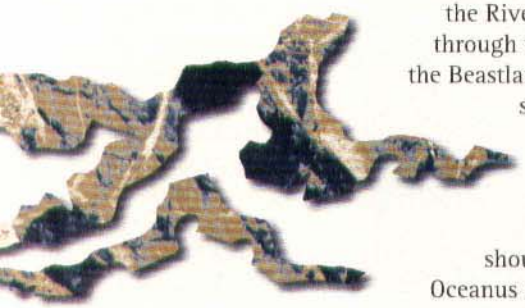
A tale is told of two buraq that left for the Prime at the same time, agreeing to meet again on the happy fields of Elysium in one year. When the year had passed and the two were reunited, one was more healthy and vibrant than ever, fulfilled and refreshed from its trip to find a companion. The other, however, was thin and sickly, its coat dull and its mane coarse and matted.

When the first buraq asked its sickly friend what had happened, it explained that it searched an entire world to choose a proper rider. Finally, it came upon the palace of a powerful and wealthy king, who could provide him with fruits, sweets, and an entire staff of grooms. The buraq made its home in his stables. The king himself remained distant and rarely visited his mount, however, consumed with the intrigues of his court. The stableboys had no love for their work or their charges, giving the steeds in the stable only the minimum food and care they could without receiving a whipping. The buraq withered under such care.

The second, healthy buraq related the story of how it, too, searched the mortal world for a companion, and finally found a kindly old woman who was so poor that she could give it only turnips to eat. The woman cared for it lovingly, however, and the food that she gave it was from her own plate. Such kindness and care sustained and nourished the buraq more than a king's fine foods and paid grooms ever could.

CLIMATE/TERRAIN:	Oceanus
FREQUENCY:	Rare
ORGANIZATION:	Clan
ACTIVITY CYCLE:	Any
DIET:	Carnivore
INTELLIGENCE:	High (13–14)
TREASURE:	Nil
ALIGNMENT:	Neutral

NO. APPEARING:	1d8
ARMOR CLASS:	5
MOVEMENT:	Sw 15
HIT DICE:	5
THAC0:	15
NO. OF ATTACKS:	1 or 2
DAMAGE/ATTACK:	1d8 or 1d6/1d10
SPECIAL ATTACKS:	Song
SPECIAL DEFENSES:	*Plane shift*
MAGIC RESISTANCE:	Nil
SIZE:	L (8 feet long)
MORALE:	Elite (13–14)
XP VALUE:	1,400



Delphons, or songsharks, live in the River Oceanus, swimming through the planes of Elysium, the Beastlands, and Arborea. It is said that bashers seeking secrets relating to the nature of the planes and the multiverse in general should dive into the River Oceanus and swim through the thick melodies of these mysterious singing creatures. Delphons resemble sharks with long, powerful fins, and sleek, silvery bodies. A few individuals have differing coloration, found in brilliant reds, deep blues, and vibrant greens. Delphons often carve complicated and beautiful tattoos into their flesh by rubbing against sharp rock formations along the side of the river. Like sharks, they have wide mouths filled with sharp teeth.

COMBAT: Although a delphon can use its mouth to bite (1d8) or its streamlined head and powerful tail (1d6/1d10) to bash and strike foes in melee, these attacks are not its most devastating. The song of a delphon is so alien and mysterious to other creatures that it has profound effects on them. If an intelligent creature hears the keening voice of a delphon, a saving throw versus paralyzation is required to avoid the effects. If the saving throw is failed, roll 1d12 to determine what happens to the listener.

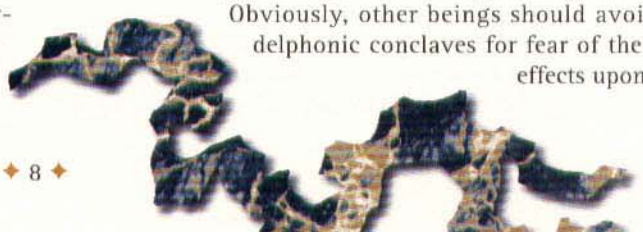
1–4 Listener is *charmed* for 1d10 hours, enamored by the sound of the sweet melodies
5–7 Listener is affected by *confusion* for 3d6 rounds, unable to comprehend the alieness of the bizarre sounds
8–9 Listener is spellbound (*held*) by the sound for 1d10 rounds
10–11 Listener is rendered unconscious for 3d10 rounds, unable to handle the mind-shattering notes and their profound meanings
12 Listener is struck by the sound so completely that he begins to learn the true meaning of the song, and suddenly understands something new about the multiverse

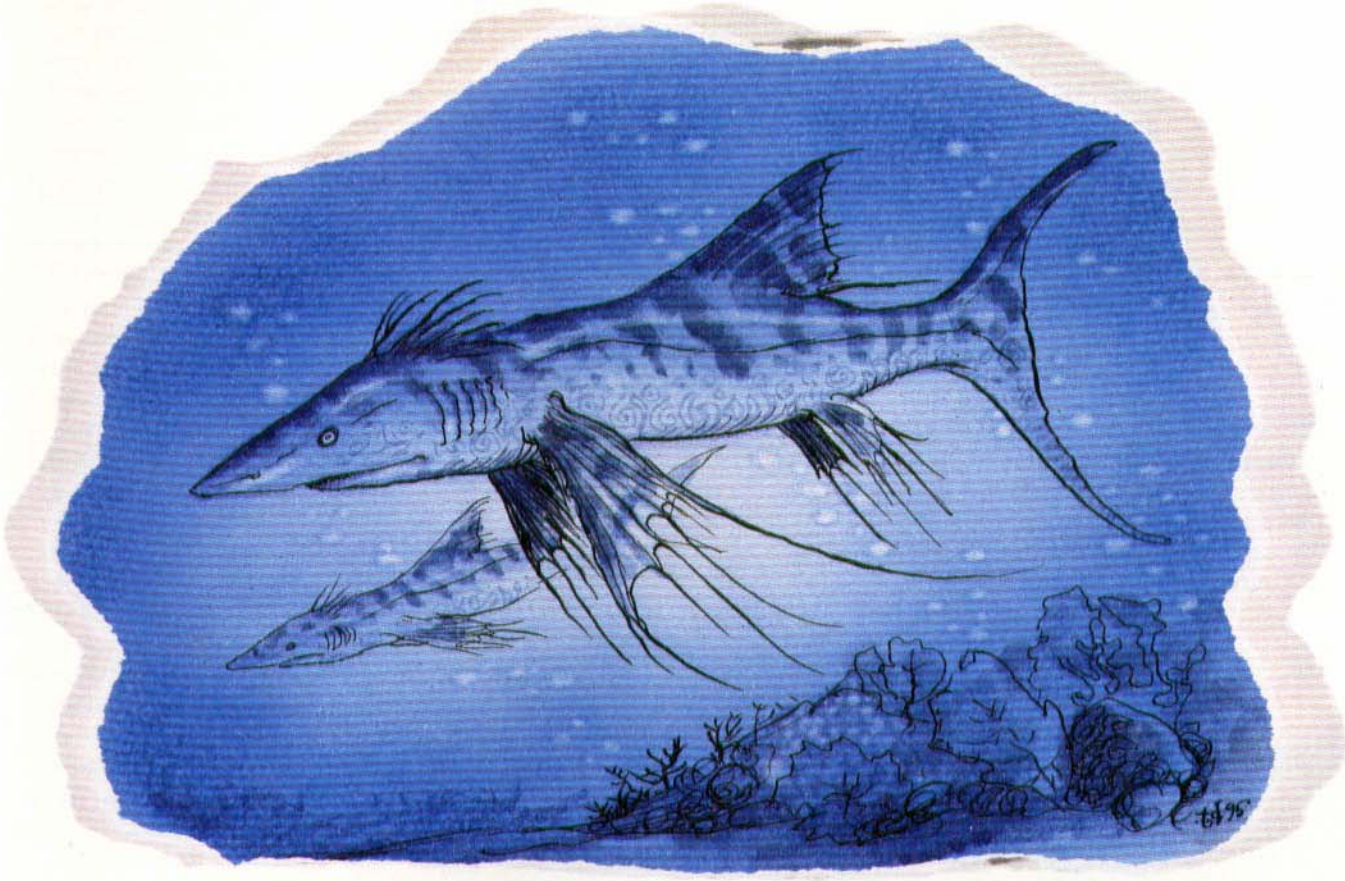
Those that make a successful saving throw hear nothing more than odd, discordant music. Creatures that avoid the negative effects of the song gain a bit of planar knowledge about travel on Oceanus, the relationships between the planes (especially those that Oceanus touches), or places on and around Oceanus. In game terms, characters that fail the saving throw but roll a 12 on the die may ask the DM one question pertaining to Oceanus and its environs. Some such questions include: the location of the nearest gate to a neighboring plane; how to reach the Isles of the Blessed in Thalasia; whether or not the River Oceanus is truly beginning to "leak" over into Ysgard through the Gates of the Moon; or how to avoid the natural hazards of travel on Oceanus.

Nonintelligent listeners are always *charmed* by the delphon's song. Eventually, intelligent beings that spend time around the delphons grow immune to the strange consequences of their songs, learning to more fully understand their deep and complicated meanings.

The delphons know many of the secrets of the River Oceanus and its multiplanar and multidimensional nature. Because of this, as they swim through its waters they can dart in and out of the various planes that the river reaches, returning whenever they please, unfettered by what would seem to be normal laws of movement. This means that the delphons can effectively *plane shift* at will to any plane that Oceanus touches (Elysium, the Beastlands, and Arborea). In combat, a delphon has a 25% chance to simply avoid any incoming attack by passing through the extradimensional nature of Oceanus and reappearing somewhere else in its waters, returning to make an attack or take some other action the very next round.

HABITAT/SOCIETY: Delphons are extremely gregarious creatures, usually found in clannish packs. These individuals are almost always related, supporting and aiding each other but also occasionally associating with other delphon clans. There seem to be no leaders or superiors amid their numbers, every individual holding the same rights and authority. Because each has an equal say, though, delphon debates are common, with songs of disagreement filling the air near Oceanus. Obviously, other beings should avoid such delphonic conclaves for fear of the songs' effects upon them.





ECOLOGY: Delphons feed upon the other fish in Oceanus, often charming them with their song and then moving in for the kill. Fortunately, the river teems with life, and rarely are delphons so hungry that they need to attack drylanders who stray too near the river's edge, ply its waters with boats, or enter its depths directly.

It is not unreasonable that an intelligent creature such as a human or an elf who has somehow mastered enough of the delphon's songs to understand and imitate the sounds (albeit crudely) could befriend the creatures and make allies of them. Such a partnership would be greatly beneficial to the land creature, for delphons are able to take other swimming creatures with them when they move through Oceanus (even from plane to plane).

On the Beastlands there is an old (perhaps crazed) githzerai hermit who claims to have mastered all of the delphons' songs. The Singing Gith, as he is known, tells thusly the tale of his first meeting with the delphons:

"'Twas on the river's [Oceanus] edge on Arborea. Bunch o' dwarves with no business a-bein' there jumped me to get at me jink. I holds no love for givin' me gold to thieves back then, you see, so I gives 'em a fight. Well, they's small but tough, and they gives me a thrashin'. They take me jink and throws me in the drink (hee hee).

"In them days, I was no swimmer. Now I swims just grand, but then, not so much. I was a-headed for the deadbook, no doubtin'. Then one o' the songsharks comes a-singin' his song. The music fills me ears faster'n the water is a-fillin' me lungs, and I finds m'self lovin' the melodies and understandin' the meanin'. Twas talkin' about the harmony o' the planes and the connection of all things – includin' me and it.

"Then, sure as you're a-standin' there – sure as Sigil – it lifts me with its powerful head an' pushes me up to the surface. I had heard the tales o' berks going barmy at hearing the delphon's song, but me, I was lovin' every note and understandin' it all. Now they's me friends, and no truer friends has a blood had. I learned to sing their song with 'em and to 'em and they understands me as good as I understands them. They tells me the dark of everythin' and so I know more than anyone 'bout just 'bout everything, see? Hey, berk, come back here, I be a-talkin' to you. . . . "

Few believe all the stories of the Singing Gith.

DIAKK

	Varath	Carcene
Climate/Terrain:	The Gray Waste	The Gray Waste
Frequency:	Common	Common
Organization:	Flock	Flock
Activity Cycle:	Any	Night
Diet:	Carnivore	Carnivore
Intelligence:	Low (5–7)	Average (8–10)
Treasure:	Nil	Nil
Alignment:	Neutral evil	Neutral evil
No. Appearing:	2d8	2d6
Armor Class:	0	3
Movement:	21	12
Hit Dice:	6+6	8+8
THAC0:	15	13
No. of Attacks:	1	2
Damage/Attack:	1d12	2d4/2d4
Special Attacks:	Spells	Spells
Special Defenses:	Spells	Spells
Magic Resistance:	30%	30%
Size:	L (8 feet tall)	M (5 feet tall)
Morale:	Unsteady (5–7)	Average (8–10)
XP Value:	2,000	4,000

Tayll Nin came into the tavern, brushing the dust and ash of Sigil's streets off his rough leather tunic. Behind him, he pulled a lifeless corpse covered in short greasy feathers. Nearly every berk in the place moaned or complained in unison, for the smell and sight of the thing was difficult to bear. Those cutters in on the dark of it simply rolled their collective eyes.

Tayll shouted as he looked about the place. "Scunbaa! I've got another one. Pay up!"

The tavern owner came out of the back room with the look of someone who knew what was coming and dreaded it.

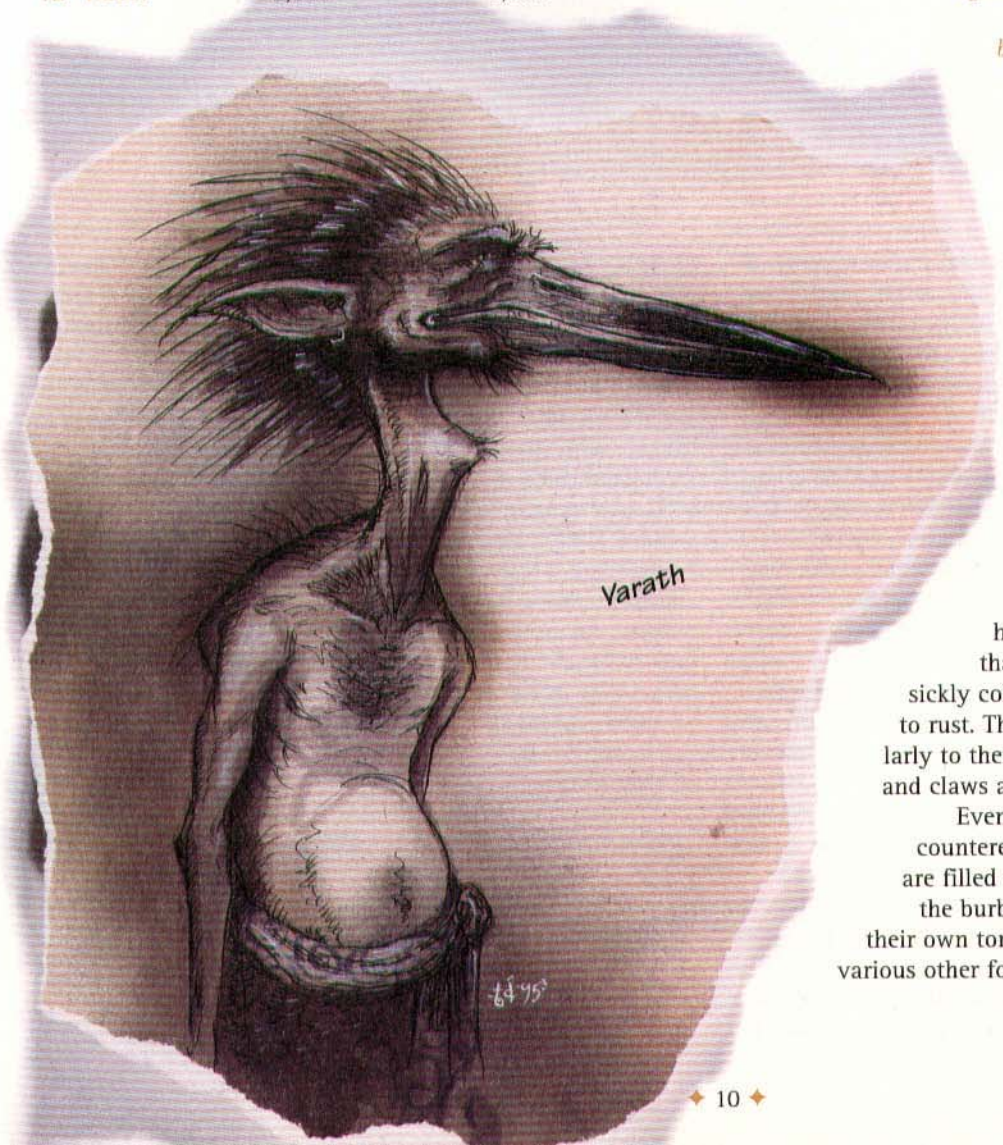
"Look, Tayll, it was 33 years ago. Let it rest. Let me be!"

"Pike it, Scunbaa. Ya gave the chant back then, and you'll stick to it – you're a Guvner, as well as I, and you'll not go back on your word. Ya said you'd pay fifty gold for the head of a diakk, and I brung ya a diakk."

"But you've been bringing me these sodding diakks for over thirty years – sometimes three, four a month! I'm not trying to peel you, but this isn't what I wanted."

"Your brother was killed in the Gray Waste by these filth, and ya said you wanted your revenge. I've dragged over a thousand of them to ya, and they're still thick throughout the three glooms. You'll pay me now and you'll keep paying . . . and it's diakka, not diakks. Believe me, no sod knows more about these buggers than Tayll Nin."

Scunbaa could see the determination and the rancor in Tayll's eyes. He reached into his pocket and began counting out coins. . . .



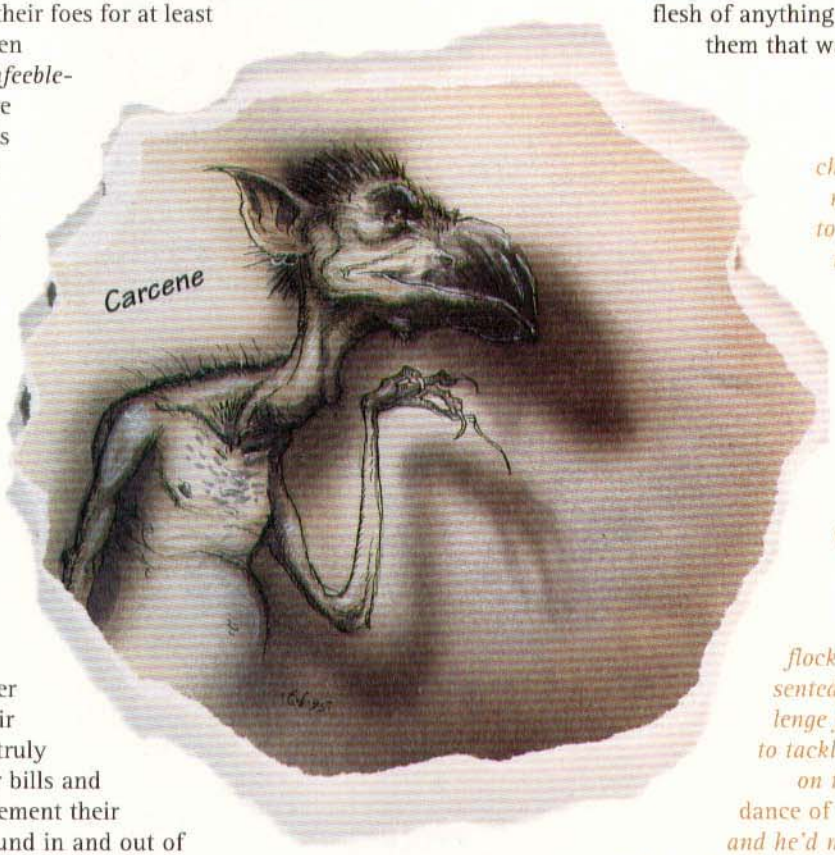
One of the most commonly found creatures in the glooms of the Gray Waste is the diakk. These large, flightless, birdlike beasts are hated predators.

Diakka come in two types, the varath and the carcene. The varath are taller and storklike, their vaguely human faces sporting long bills. The carcene are short and broad, more like squat pelicans with a shortened bill on a humanlike face. Both types have small, clawed human arms rather than wings. Their feathers are short and sickly colored, ranging from pea green to gray to rust. Their featherless faces are colored similarly to their oily plumage, while their legs, bills, and claws are black, dark green, or maroon.

Even when the diakka are not directly encountered, all three glooms of the Gray Waste are filled with the sharp cries of the varath and the burbling croak of the carcene. They speak their own tongue as well as that of night hags and various other foul lower-planar inhabitants.

COMBAT: The varath use their long, sharp bills to stab at opponents for 1d12 points of damage. The squat carcene rely on their claws in melee, causing 2d4 points of damage per strike. Both types of diakka wield a number of spell-like powers, including *weakness* (by touch, once per day), *audible glamer* (once per day), and *jump* (twice per day). Additionally, if there are four or more diakka, they can encircle a foe and perform the *dance of weakening*. This hypnotic dance requires the diakka to screech and croak at their foes for at least four rounds. The victims are then affected similarly to a *ray of enfeeblement* – their Strength scores are lowered to 5 for 13 rounds. This power ignores magic resistance (although the victim gets a saving throw), making it useful against even yugoloths or other fiends.

Diakka are sneaky, devious, and cowardly in combat, using deception to their advantage when possible. They size up potential prey before going into battle, attacking only those they perceive as weaker than themselves. When their victims have been determined, the diakka attempt to circle around them, using their *audible glamer* power to make it sound as though their numbers are greater than they truly are. They then attack with their bills and claws, using *weakness* to supplement their savage strikes and *jumps* to bound in and out of combat.



HABITAT/SOCIETY: The diakka live in flocks comprising both varieties of the creatures. There are generally equal numbers of varath and carcene in any given flock, although the varath are sometimes more numerous. The carcene, being slightly more powerful and certainly more intelligent, are likely to become leaders of their flock. Though these flocks are organized under a single (or sometimes two) dominant leaders, there is no mutual respect or care among diakka. They will not put themselves in jeopardy for each other. Likewise, the diakka flocks avoid each other for fear of attack. The Gray Waste is a place of gloom and hate, and these prevalent residents are no exception.

Sometimes night hags use diakka as guards or servants. This relationship is one of mutual hatred, but each believes it to be to their benefit. The dull-witted diakka don't realize that the hags never make permanent allies, and most eventually end up in the night hag's stew pot. Hordlings consider diakka meat a staple in their diet, although not a few hordlings have ended up as meals for the diakka as well.

ECOLOGY: Diakka feed off the flesh of anything weaker than them that wanders too close.

. . . After a night's stay at a cheap kip, Tayll Nin made his way back to the portal leading to the Gray Waste. He immediately drew his sword as he prepared for whatever lay beyond.

It was three days later that he once again found a solitary diakk. Nin was a tough blood, but a flock of the beasts presented too harsh a challenge for him to attempt to tackle alone. He'd been on the wrong end of a dance of weakening *before, and he'd not let that happen again if he could help it.*

Before he made his move, he considered a few things. He knew that if he didn't catch the sodding bird-thing by surprise, it would jump out of reach and run off to its flock. It was a screecher, what some sods called a varath. Therefore, if he didn't kill it quick, the screeching would bring more of its kind for sure. He knew, of course, that the creature could drain his strength by touching him or make him hear sounds that weren't real, but he'd dealt with that before. He was ready.

He saw the night hag step out of her lair just as he leapt in to attack. A lone diakk's often the guard of one of those terrors – he knew that, but he hadn't considered it. As he gazed into her eyes, he saw the lust for his spirit they contained, and he knew that Scunbaa wouldn't be paying for any more diakk heads.

ETHYK

Climate/Terrain:	Bytopia (and Outer Planes)
Frequency:	Rare (very rare on other planes)
Organization:	None (often domesticated)
Activity Cycle:	Any
Diet:	Omnivore
Intelligence:	Animal (1)
Treasure:	Nil
Alignment:	Neutral

No. Appearing:	1d4
Armor Class:	4
Movement:	12
Hit Dice:	1+3
THAC0:	19
No. of Attacks:	3
Damage/Attack:	1d2/1d2/1d3
Special Attacks:	Induce anger
Special Defenses:	Cannot be surprised
Magic Resistance:	Nil
Size:	S (1 foot long)
Morale:	Average (8–10)
XP Value:	175

An ethyk is a small mammalian creature found on both layers of Bytopia –

No it's not! It's a vermin, a parasite that feeds off of society without contributing anything. It causes trouble of all sorts, and is the source of conflict all throughout the planes. Further –

It has one singular eye on its small head, a long, somewhat prehensile tail, and claws on its four tiny legs which can be used for climbing in high –

What they're used for is clawing your eyes out, berk!

Its fur is usually gray, brown, or a tawny red. Its bulbous eye is yellow-white with a large black pupil.

I've seen the little varmints in black, white, and even yellow fur. You think you're so smart, but you haven't a clue as to what you're talking about.

Occasionally, they are domesticated and taken from their homes in the wild. In fact, there are merchants on Bytopia that do nothing but trap wild ethyks, selling them in the cities and towns of Bytopia or taking them to the Outlands and even Sigil to sell there. They are found throughout the planes, in the –

They're found in every nook and cranny of the planes, causing nothing but trouble for every cutter with half a brain. As if there wasn't enough trouble in the –

Obviously, these hunters and trappers must be strong-willed, but many still perish on the blades of their comrades nonetheless. Only the high prices garnered for the beasts cause these individuals to risk their lives in capturing them.

You clueless sod! You don't know anything. Why, I should just . . .

Combat: With hearing and a sense of smell far superior to that of humans, the ethyk is always very aware of its surroundings. It cannot ever be surprised. Its single, bulbous eye has infravision with a range of 10 feet.

The ethyk's claws (1d2 points of damage each) and tooth-filled mouth (1d3) are small, but dangerous. The beast uses them to catch and kill small prey and to tear apart fruits and other plants. It also uses them to defend itself against predators, although it rarely needs to resort to physical combat when threatened.

The most unique thing about the ethyk is its ability to influence the minds of those around it. The creature can increase the aggressiveness, contrariness, and argumentativeness in any creature. This anger and hostility is never directed toward the ethyk. A victim can be outraged by having his mind influenced by the animal, but the influence directs his ire at some *other* target. By using this ability, the wild ethyk protects itself from predators by turning them against another creature rather than itself.

This ability can be used six times each day. The ethyk's influence has a range of 100 feet, and it can affect a single target per round. The victim is allowed a saving throw versus spell to resist the effect, with Wisdom bonuses added if applicable. Those failing their saving throw feel angered and argumentative with another random target within 100 feet (not the ethyk, or any other ethyk within range). The effect lasts 3d4 rounds.

There is also a percentage chance (subtract Wisdom score from 20 and then multiply by 5%) each round that the affected creature attacks the target of his aggression or anyone that tries to restrain or hinder him in any way. Even if there is no physical attack, the target of the victim's aggression consumes his or her attention for the duration of the effect. The victim argues and challenges everything that the hapless, random target says and does. If the target is known to the victim, he or she brings up any past transgressions or mistakes that the target has committed, ruthlessly dredging up old arguments (if any) and opening old emotional wounds (if any). The victim's verbal (if not physical) assaults are so brutal and belligerent that most NPCs eventually respond with violence if they are the target.

While its enemies fight among themselves, the ethyk usually uses the distraction to slip away to safety.

Habitat/Society: In its natural environment, the usually solitary ethyk lives in the forests of both of Bytopia's layers. Using its tail as well as its claws, the ethyk climbs and swings from tree to tree, only rarely descending to the ground (usually to hunt rodents or collect fallen fruit or nuts).

When captured by trappers, the ethyk is quickly domesticated. One useful trait that makes an ethyk a wonderful "pet" is its willingness to bond to an obviously superior creature (such as its owner). Once bonded, it uses its

power to protect its master upon command. Creatures affected by bonded ethyks never have their anger focused on the ethyk or its master.

Trained ethyks ride on the shoulders of their masters, often watching their backs. They remain well behaved in public, and can be issued simple commands such as "lie down," "sit," "up," "no," and "now" (usually the command to use its power). After a longer amount of training – at least a year – they can be trained to retrieve small objects, tie knots, and attack foes physically.

Because of their abilities, they are sought as pets and companions of people throughout the planes. Even in Sigil (whose inhabitants hardly need any prodding to brawl), an occasional public fight or argument can be traced to the abilities of someone's pet ethyk. Not long ago, a small shipment of wild ethyks was smuggled into the City of Doors and promptly escaped. They returned to their wild ways, living in the garbage of the alleyways and some of the ruined or abandoned buildings. Other wild urban ethyks are the result of slain masters, or masters who have left the city without their little companions.

So troublesome are these ethyks, wild and domesticated, that some think that they should somehow be banned from the city of Sigil. At this point, however, it seems unlikely that this will happen, due to the creatures' relative rarity. Nevertheless, they have been forbidden in some of the cities of the more lawful planes.

ECOLOGY: A skilled hunter in rural or urban areas, the ethyk eats rodents, small birds, snakes, and large insects. It also eats fruits, nuts, and other plant life, although it seems to prefer meat and can subsist on that alone. The ethyk contends with predators of all types, fending off wolves and birds of prey in its natural environment.

Climate/Terrain:	Carceri
Frequency:	Uncommon
Organization:	Tribe
Activity Cycle:	Any
Diet:	Carnivore
Intelligence:	Average to very (8–12)
Treasure:	O, U
Alignment:	Neutral evil
No. Appearing:	1d4+1
Armor Class:	6
Movement:	12
Hit Dice:	4+3
THACO:	17
No. of Attacks:	2 or 1
Damage/Attack:	1d4/1d4 or 1d10 (+1 or more for Strength)
Special Attacks:	Acid touch, possible spell use
Special Defenses:	Immune to acid, fire, and heat
Magic Resistance:	Nil
Size:	L (7 feet tall)
Morale:	Fanatic (17–18)
XP Value:	975
Leaders	1,400

"In the mist-shrouded days of ancient eons long past, a race of men dwelled upon the Outlands. They were a people long and gaunt of face and limb, not comely by the standards of the present. These lean yet sturdy folk were known as tiere. The sharp-eyed tiere, whose name meant 'steadfast' in their mostly forgotten tongue, were warriors and wizards of wondrous skill. The greatest of all the tiere, however, were their head-shorn priests, worshiping a deity whose name is lost, probably forever.

"The slow-tongued tiere focused all of their vast resources as a people toward constructing a massive temple for their patron god. Their goal was to create a place so large, so perfect, and so spectacularly grand that their deity would deign to come to the place and actually dwell there, at least for a time. This was their nigh-impossible goal, of which they sang somber songs for untold generations until it was finished. Suns and moons had birthed and died in the time it took to create the temple, but the unwavering tiere were true to their name.

"When the massive monument was finished, its size and grandeur surpassed anything that mortals had ever created – at least up until that ancient day. Gold, silver, precious stones, and substances so rare that they no longer exist in today's memories went into the creation of this fantastic temple. Frescoes of naked light, tapestries of butterfly breath, and carpets woven of laughter decorated halls so vast that the flocks of doves and ravens that made their home within could fly straight for many days without diverting their course.

"This citadel cast its shadow so that it stretched across the Outlands, attracting the attention of many throughout that realm as well as those beyond. The patron of the true-hearted tiere was indeed impressed with the creation and descended into it and made it his home. But these others that took heed of the place coveted it for their own. These were powers with more influence and strength than that of the tiere's deity. The jealous beings planned to take the temple by force and destroy the unwavering tiere that created it.

"When the long-suffering tiere learned of their imminent demise, they stood about the miraculous temple constructed of their own blood and tears and prayed to their cherished deity to save them from this coming doom. The power within the magnificent tabernacle, however, feared far more for his own safety than for his ever-loyal people and denied their prayers, instead making motions to leave.

"Though the faithful tiere were a canny people, cautious with thought, word, and deed, they acted quickly that day. Without taking time to weep at their betrayal at the hands of their beloved lord, or to despair at the inescapable death descending upon them, every last individual who had worshiped the uncaring power assembled together outside of the object of their toil – the object of their grandfather's grandfather's grandfather's toil – and proceeded to chant words ancient even in those time-lost days. Words of revenge. Words to repay an act of infidelity so great that it would condemn a people the like of whose piety has never been seen since. Words which composed an arcane ritual of power forgotten, sealing the temple and imprisoning their once-adored god within a citadel built on the dreams and devotion of those who had loved him more than themselves. His zealous people – those same folk the power had been so quick to dismiss and condemn – entombed him in a vault in which to spend the rest of his immortal, unending days.

"The tiere were consumed by the power of the ritual. Their steadfast spirits fueled the spell which immured the now-quiescent deity in a chrysalis sepulchre. The Temple of the Captive God is lost now, though some fools claim to have seen it. Soon after the passing of the building and its builders into unknowable realms of space and time, a people appeared in the wind-torn layer of Minethys on Carceri, calling themselves the gautiere. This is a name which would have simply meant, in the language of the tiere (if any were left), 'once steadfast.'"

– The Book of Inverted Darkness

The gautiere are gaunt, gray-skinned humanoids with clawed hands and pointed teeth. They wrap themselves in rags and strips of whatever cloth or hide they can find to protect themselves from the stinging, flesh-rending winds of Minethys.

The connection between the gautiere and the ancient tiere (if they ever even existed) is unknown. Did the tiere, in their unswerving quest for revenge, willingly condemn themselves in their own ritual? Or are the gautiere the twisted and hollow remnants of the mortal tiere, sentenced to the prison-like realm of Carceri forever for daring to lash out against a power? No one knows.

Combat: The gautiere move with deliberate hesitation, sizing up their foes carefully, but once they have committed themselves to a battle they see it to its end. They have jagged claws on their twisted hands, and each bare hand can inflict 1d4 points of damage. However, they prefer to use a weapon they call a xaen, a heavy battle staff covered in bony barbs, spikes, and hooks that inflicts 1d10 points of damage per strike. Each gau-

tiere has a Strength score of at least 16 (the minimum Strength to wield a xaen), and many have scores of 17, 18, and even 19.

The gautiere have a special arcane ability which allows them to transform the flesh of another into a horribly foul acid. This power is usable only once each day, and it requires them to touch the foe they wish to harm, but it inflicts 3d6 points of damage upon a poor victim affected by the attack. This acidic damage is very difficult to heal, taking twice the time of normal rest to recover the lost hit points, and cutting in half the amount of damage (of this wound only) healed by spells.

Gautiere are immune to this acidic attack, as they are immune to all acids, fire, and heat. They are harmed by other attack forms normally. Gautiere Armor Class is a result of their leathery skin and the rags that they wrap themselves in.

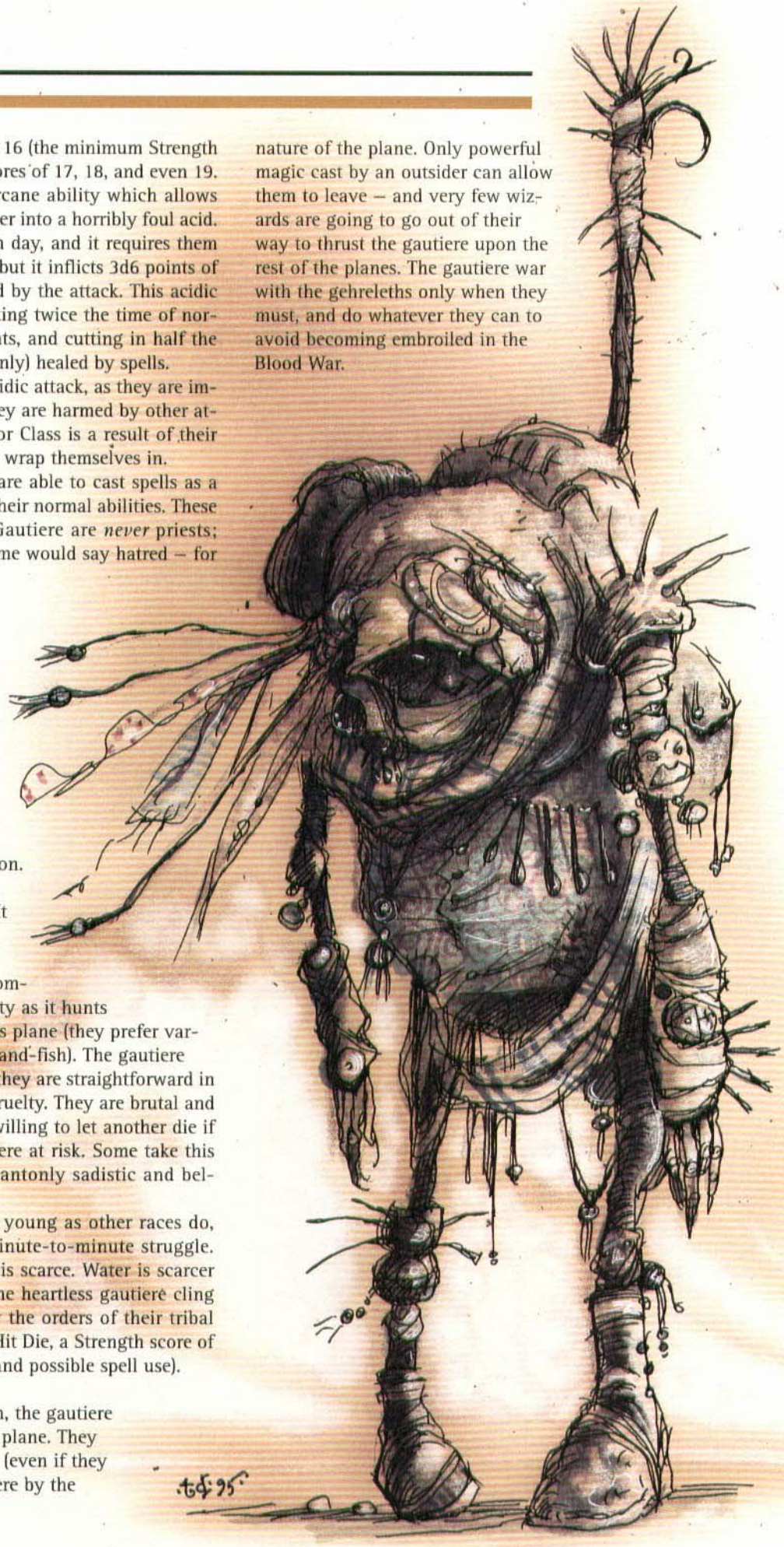
A very few gautiere (1 in 50) are able to cast spells as a 1st–6th level wizard in addition to their normal abilities. These are usually leaders of some sort. Gautiere are *never* priests; they have an inherent distrust – some would say hatred – for deities of all sorts.

HABITAT/SOCIETY: The gautiere cast themselves in the role of wanderers and nomads, roaming the ever-changing dunes of their plane in search of nothing. As the legendary tiere were absolute in their devotion and later their quest for vengeance, so the gautiere are absolute in their resigned acceptance of their race's position, hovering on the edge of oblivion.

They organize themselves in small tribes of 4d6+10 individuals. It is rare that outsiders encounter an entire tribe, however, for they keep themselves well hidden. Far more commonly, travelers meet a hunting party as it hunts the few other creatures native to this plane (they prefer vargouilles, mephits, and large, spiny sand-fish). The gautiere are evil, but they are not devious – they are straightforward in their malevolence, blatant in their cruelty. They are brutal and uncaring when it comes to others, willing to let another die if saving that life might put the gautiere at risk. Some take this cruelty a step further, becoming wantonly sadistic and belligerently violent.

Gautiere take mates and have young as other races do, but their life is one of constant, minute-to-minute struggle. The wind never stops and the food is scarce. Water is scarcer still. Because of these difficulties, the heartless gautiere cling to their tribes and diligently follow the orders of their tribal leaders (individuals with +1 hp per Hit Die, a Strength score of 19, an Intelligence score of 15–16, and possible spell use).

ECOLOGY: No matter what their origin, the gautiere are truly prisoners within their own plane. They cannot use portals to escape Carceri (even if they find the correct gate key), bound there by the nature of the plane. Only powerful magic cast by an outsider can allow them to leave – and very few wizards are going to go out of their way to thrust the gautiere upon the rest of the planes. The gautiere war with the gehreleths only when they must, and do whatever they can to avoid becoming embroiled in the Blood War.



LINQUA

Climate/Terrain:	Gehenna (any)
Frequency:	Rare (very rare)
Organization:	Pack
Activity Cycle:	Any
Diet:	Omnivore
Intelligence:	Average to very (8–12)
Treasure:	M
Alignment:	Neutral evil

No. Appearing:	3d8 (or 1)
Armor Class:	4
Movement:	6
Hit Dice:	2
THAC0:	19
No. of Attacks:	1
Damage/Attack:	1d3 or by weapon
Special Attacks:	Backstab
Special Defenses:	Spell use
Magic Resistance:	5%
Size:	S (3 feet tall)
Morale:	Average (8–10)
XP Value:	420

Linquas are short, squat humanoids native to Gehenna. Though they appear male, they are actually sexless, being more construct than creature. Their pale, pocked flesh is broken by tufts of bristlelike green hair.

Combat: Creatures created through godly magic, the linquas are able to draw power from their deity in a manner similar to the way that priests receive spells from their patron. While in the service of their creator Sung Chiang, linquas have access to the following powers, each usable once per day: *detect lie, detect magic, free action, know alignment, spider climb, stone shape,* and *tongues*. Linquas are also able to summon great strength from their lord, giving them a Strength score of 19 for up to 10 rounds each day (these rounds need not be consecutive).

Tempered with the stuff of Gehenna itself, linquas are immune to the horrible conditions of its four terrible furnaces. Away from Gehenna, they take half damage from fire, cold, and acid.

Like thieves, linquas inflict twice normal damage with a backstabbing attack. For such actions they use long, serrated daggers. In more forthright combat they use short swords, hand axes, or spiked maces. When necessary, they arm themselves with pole arms, for despite their height they can wield the long weapons without difficulty. When the need for ranged weapons arises, they prefer the use of slings, light crossbows, and sometimes javelins. They never wear armor but occasionally employ shields, lowering their Armor Class by 1 to AC 3.

Linquas were born and bred in dark, shadowy chambers where subterfuge and guile were necessary to survive. For this reason, they operate as 2nd-level rogues with the following skill percentages: pick pockets 40%, open locks 25%, find/remove traps 20%, move silently 50%, hide in shadows 55%, detect noise 20%, climb walls 65%, read languages 0%.

Habitat/Society: Scampering about the layer (volcano) of Gehenna known as Khalas, linquas dwell in caves and underground caverns that they carve out of the blistering rock. Those currently favored by Sung Chiang live with the power in his Teardrop Palace. These linquas serve their master as guards and servants. Servants of Sung Chiang are cared for and well fed. If they displease their lord, however, Sung Chiang's patience is short and his mercy nonexistent. At best, a disobedient linqua will be exiled into the open, rocky ledges of Gehenna. Utter destruction is even more likely. Sung Chiang can always bring in more linquas from the caves and wilds outside the palace as replacements. If he cared to, he could also certainly make more.

Linquas that do not dwell in the palace are free to do what they will in the misery that is Khalas. They gather in loose-knit groups without organization or leader. Though not directly the servants of Sung Chiang, they still serve as a perimeter defense, keeping those foolish enough to wander about Gehenna far from the power's home. These linquas are still subject to the deity's whim and will, and must always do as he commands should he send an avatar out to speak to them or conscript them into more direct service.

Though most by far dwell on Gehenna, directly serving Sung Chiang, a few linquas have escaped or simply left his service and fled to other planes. Since the evil power most certainly has the prerogative to destroy his creations at a whim, one can only assume that Sung Chiang does not mind that some of his creations leave – even moving on to serve other powers. Perhaps it is part of some sort of scheme brewed in his Teardrop Palace. Perhaps he is just surprised and impressed by the willpower of these individuals and their ability to resist the pull of the power he offers. Most linquas become "addicted" to the energies of an actual power flowing through their body, and would never think of cutting themselves off from their source. Even those that do break away from Sung Chiang sometimes regret their decision, feeling the loss as a painful deprivation of a vital need.

Newly free linquas often go to Sigil to enjoy their autonomy. Often they have no idea how to handle their liberty, acting rashly and irresponsibly. These linquas usually fall victim to strong drink (to which they are unaccustomed) and poor judgment – and occasionally to the less reputable figures within the City of Doors.

Some independent linquas eventually begin to long for the power that they had in the service of their deity. Assuming that Sung Chiang is angry at their escape, the linquas approach other powers and offer their services. Once in a while, they are actually accepted into such service. Presumably, such a linqua eventually changes its alignment to match that of its new master. It is also likely that the set of powers gained from this new master would differ from those received from Sung Chiang.

In certain circles, a tale is told regarding the first linqua, which, incidentally, was also the first linqua to ever leave Gehenna to obtain his freedom. This linqua, whose name was Runnisimon, had served Sung Chiang directly for many years, along with others among the power's "first batch." One day, for reasons known only to himself, the power told his servant

of a portal which lay within a section of the palace the linqua had never visited. Beyond it, said Sung Chiang, lay wonders and miracles.

Curiosity getting the best of him, the linqua sneaked to the portal. Though he knew that he would be betraying his creator and master, he left the Teardrop Palace through the magical doorway and found himself in Sigil. He also discovered that the portal worked only one way. He couldn't return to his master through that door even if he wanted to.

Runnisimon wandered the dirty streets of the Cage. He saw sights he'd dreamed of, and he learned what it was like to breathe air that did not burn his lungs and walk upon stone that did not singe his feet. Yet at the same time, he felt the loss of the divine power which had coursed through his veins since his "birth."

He tried many things to supplant this loss. He found drink, which threw him into many misadventures, but he thought it no substitute. He sought love, which also thrust him into strange exploits, but still he longed for the touch of the power. He tried friendship, wealth, self-improvement, philosophy, religion, and other distractions, but nothing could fill the void left by the immortal energies that he was created to house. Finally, he decided to find another portal back to Gehenna and plead for his master's forgiveness.

WANT TO LOOK INTO THE EYES OF A GOD, BERK? THEN LOOK INTO MINE.

— GRISGONATH, A LINQUA

When the prodigal linqua returned, it is said that Sung Chiang smiled. As he smiled, the evil power destroyed his creation with a flash of fiery pyrotechnics. While many linquas have left their deity's service since, not one has ever returned.

ECOLOGY: The linquas are the creations of the power Sung Chiang. When not fed scraps at his Teardrop Palace, they eat the flesh of whatever beast they can get their tiny hands on. Though linquas fear the other lower-planar powers and fiends that make their way through the realm from time to time, they look upon quasits, imps, hook spiders, and whatever else presents itself as food.

Linquas do not age, being immortal creations of an immortal power. The free will that they (or at least some of them) seem to possess suggests that they are imbued with independent spirits. Nevertheless, they cannot procreate, nor do they produce anything of value or creative merit. Linquas are naive and unsophisticated, unless sophistication is forced upon them. They know no concepts such as love, mercy, or kindness. Linquas instead are motivated by fear, respect, greed, and despair.

NI'IATH

Climate/Terrain:	Bytopia
Frequency:	Rare
Organization:	Pack
Activity Cycle:	Night
Diet:	Omnivore
Intelligence:	Low (5–7)
Treasure:	Nil
Alignment:	Neutral

No. Appearing:	1d8+1
Armor Class:	5
Movement:	Fl 18 (A)
Hit Dice:	5
THAC0:	15
No. of Attacks:	3 or 1
Damage/Attack:	1d3/1d3/1d4+1 or 1d6 + special
Special Attacks:	Tail fling
Special Defenses:	Immune to gravity changes
Magic Resistance:	Nil
Size:	M (5 feet long)
Morale:	Steady (11–12)
XP Value:	975

The propensity for creatures to adapt to environments both dangerous and varied is remarkable. No creature offers a better example for this than the ni'iath. Planar explorer Guias Philbai writes:

" . . . were not able to hold on. The force of gravity itself was shifting, and our perspectives were forced to change. Up suddenly became down. For a moment, it seemed as though there was no longer an up, only two downs. Do I blather on like a simpleton? No. For such are the strange ways of Bytopia.

"The creatures that hounded us did not seem affected by this gravity change. While we tried to reorient ourselves, they moved in to attack. Reglof, my bariaur friend, was the first to be brought down by the floating creatures. With claw, tooth, and tail the ni'iaths (as we later learned they were called) relentlessly tore him apart.

"With a strength or power that must be somehow magically enhanced, they tossed Hiv, my halfling henchman, into a tree sixty feet away. Hiv did not rise from that blow. Later, after Mera and I escaped, she said that she believed that the creatures were manipulating gravity somehow. At the time, I did not believe her – things of that sort don't live on Bytopia, right? I had a lot to learn about the planes. . . . "

Ni'iaths are long, wormlike creatures with vicious mouths and four narrow eyes spaced equidistantly about their heads. Small arms with four clawed fingers sprout from either side of the beasts, and their long, narrowing tails end in a whiplike barb. They are completely immune to the effects of gravity, and use the two fanlike fins on either side of their head to "swim" through the air. They have no grasp of the concept of "up" or "down," being able to orient themselves in either vertical direction without flipping themselves around.

Combat: The ni'iath swoops in to attack its foes, usually attempting to maintain a position in the air that is difficult for its foe to reach yet still enables the ni'iath to make attacks of its own.

The most terrifying attack that the ni'iaths have at their command is the "tail fling." On a roll of 4 or more over the required number to hit a target with its tail attack (which inflicts 1d6 damage), the victim is caught by the barb and flung by a whipping of its tail. Worse, those flung are affected by a special type of *reverse gravity* which makes them "fall" in whatever direction they are flung by the ni'iath's tail.

This effect lasts until the victim strikes something or has fallen 100 feet. If the victim strikes a hard surface or object before the effect ends, 1d6 points of damage are inflicted. Either way, when the effect ends the normal pull of gravity takes over from wherever the victim is at the time. Further falls from that position also inflict normal damage. For example, if a ni'iath flings a foe 100 feet to the right, but when the effect ends the victim is only 10 feet off the ground, only 1d6 damage is inflicted. If a foe is flung 100 feet straight up, however, that is another matter entirely. Falls and flings in the area of gravity shifting between the layers of Bytopia can be tricky business, so close attention should be paid to the position of the combatants and the location of the gravity change. Flinging a foe upward may force him to cross the boundary between layers, meaning that he would continue to fall "up" in relation to the rest of the combat, even after the effect wore off.

As a general guideline, DMs can roll 1d12 to determine which direction a ni'iath flings its victim.

1–2	left
3–4	right
5–6	backward
7–8	straight ahead
9–10	upward
11	straight down
12	into the victim's nearest companion (both take falling damage)

teeth (claw/claw/bite attacks which do 1d3/1d3/1d4+1 points of damage) or carry it away to its lair to feed upon it later.

Needless to say, ni'iaths are immune to *reverse gravity* spells. They are subject to wind changes, however, so conjured gusts may keep them at bay.

HABITAT/SOCIETY: Ni'iaths can be found throughout both layers of Bytopia, but they prefer the crossover areas where gravity shifts between the layers. It is in these places that the ni'iaths developed, and it is here that they flourish, using the disorientation of other creatures to their advantage.

Ni'iaths resemble wolves in mentality. They prefer to hunt in packs, bringing down their chosen prey as a group. Ni'iaths also purposefully hound their prey, tiring it out by chasing it until it is too tired to run or fight.

Within the pack the creatures vie for dominance, with a male of the species usually gaining control of the entire pack. The young of the pack are always well guarded by the rest of the ni'iaths, although they normally stay within the pack's lair.

Ni'iaths lair within high mountain caves, deep crevices, or on unreachable ledges. Young ni'iaths, which have 1–3 Hit Dice, are never left alone.

ECOLOGY: Ni'iaths hunt and kill any and all other creatures, but they prefer large animals like moose, deer, and cattle. They prey upon smaller creatures, such as rabbits, birds, and even ethyks. Ni'iaths, in turn, are hunted and trapped by the humans and gnomes that inhabit Bytopia. Though many believe that there must be a magical "flight" organ within the creature that could be utilized in some way, none has ever been found. In truth, the ni'iaths do not fly – they simply ignore gravity in a manner still misunderstood.

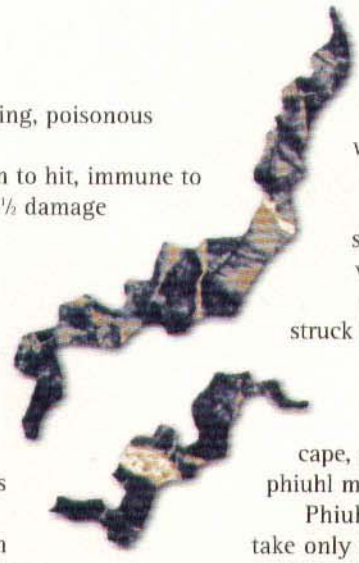
Note that ni'iaths always prefer to throw a foe into a nearby object, and they never throw their prey so that they might lose it (over the side of a cliff or into a thick fog, for example).

After a foe is flung, the ni'iath flies to it to either finish it off with its claws and

PHIUHL

Climate/Terrain:	Gehenna
Frequency:	Rare
Organization:	Pairs
Activity Cycle:	Any
Diet:	Living essence
Intelligence:	Average (8–10)
Treasure:	Nil
Alignment:	Neutral evil

No. Appearing:	1d4
Armor Class:	–5
Movement:	18
Hit Dice:	9
THAC0:	11
No. of Attacks:	2
Damage/Attack:	1d10/1d10
Special Attacks:	Energy drain, scalding, poisonous vapors
Special Defenses:	+2 or better weapon to hit, immune to fire, heat and acid, ½ damage from lightning
Magic Resistance:	25% or 50%
Size:	L (10 feet tall)
Morale:	Champion (15–16)
XP Value:	10,000
"Harvester of Flame"	12,000



Dark and horrible is the realm of Gehenna, where the only source of light is the magma from the spewing volcanoes, and scalding heat and acidic condensation fill the air. From these horrible conditions, the phiuhl is born. It is a creature of misery, pain, hunger, sweltering heat, and poisonous vapors.

Known to the yugoloths as *vaporous horrors* and to the linquas as *lingering deaths,* phiuhls are horribly powerful and terrifyingly ruthless creatures. They appear as tall columns of steam and deadly green and violet vapors, swirling and churning yet retaining the basic shape of a humanoid creature. Long, vaporous arms reach out towards their foes, and dreadful black pits stare outward from what passes for a head.

The phiuhls serve no power, nor do they ally themselves with the other beings of Gehenna. The yugoloths wonder at their existence, and many arcanaloths and ultroloths attempt to capture the creatures to study them and discover their origins and nature. These examinations have always proved futile, as have the attempts made by the baatezu and tanar'ri to recruit or conscript them into their armies. No known force, diplomacy, or spell has even been known to control or influence the phiuhl, at least not for very long. A cambion sorcerer named Rgillyth once attempted to use an *ESP* spell to determine the nature of the phiuhl once and for all. Before he passed completely into utterly incomprehensible insanity, he muttered a few understandable phrases regarding "undead lords of brass," "spirits of long-dead wind dukes," and a "melded prison of steam."

Combat: The mere presence of a phiuhl is a threat to most nonnatives of Gehenna. Those susceptible to poisonous gases and noxious fumes who have the unfortunate fate to find themselves within 50 feet of one of these creatures must make a saving throw each round or pass out from the insufferable vapors that comprise the creature. Victims falling prey to these gases die in 2d4 rounds.

As one gets closer to the phiuhl, things get worse. These creatures of steam radiate a great deal of heat. All characters vulnerable to heat take 1d6 points of damage if within 10 feet of the monster. No saving throw is allowed to resist or avoid this heat, although *rings of fire resistance* and the like protect the wearer.

Once a berk is actually engaged in melee with the phiuhl, things get truly horrific. In battle, it stretches out its misty arms to swipe at its foes. These steamy fists inflict 1d10 points of damage with each blow. This damage is mostly heat based, so creatures resistant to heat take no damage but must face the other effects of the phiuhl's attack. Those struck by both of the phiuhl's arms are pulled into its vaporous mass and held there. Trapped victims automatically take damage from the creature's heat (as if struck by both arms, 2d10 points of damage, and 1d6 more from simply being within 10 feet) and the phiuhl drains an experience level per round as it begins to feed upon the character's life force. In order to escape, a victim must make a bend bars/lift gates roll, or the phiuhl must be slain.

Phiuhls are immune to heat, fire, poison, and acid, and take only half damage from lightning-based attacks. Magical weapons of an enchantment equal to at least +2 are required to harm them. All other objects simply pass through their steamy form.

Although they have a 25% resistance to magic, all spells influencing or dealing with the mind are resisted 50% of the time. Apparently, whatever a phiuhl is, its mind is an alien, almost unknowable thing. So alien, in fact, that if contact is made with a phiuhl through *ESP* or some other sort of telepathy, the unfortunate character must make a saving throw versus death magic or be rendered completely insane, unable to process or comprehend what he has discovered.

Despite these magical resistances, a few spells are particularly useful when combating a phiuhl. *Wind wall* holds a phiuhl at bay, and a *gust of wind* inflicts 3d6 points of damage upon the creature. Spells which obviously affect a normal, living, corporeal creature, such as *hold monster, slow, finger of death,* and *Bigby's grasping hand* have no effect upon a phiuhl. Spells of a controlling nature such as *charm monster* and *domination* only last half as long as normal, even if they are successfully cast past the barrier of the creature's magic resistance.

Despite rumors claiming that these creatures are some form of undead elemental, no priest has ever been able to successfully turn a phiuhl.

Habitat/Society: The phiuhl lives in the heat and steam generated throughout Gehenna's ghastly furnaces. They are most

common in Khalas and Chamada, though they travel even to Mungoth in search of prey if they must.

Normally these beings are encountered in pairs. They act with coordination, usually trapping their prey between them as they move in for the kill. Once in a while, two pairs work as teams of two. Such bands are thankfully rare, but still something to be feared. Sometimes, however, a single phiuhl is found wandering one of the volcanoes. These are usually vaporous horrors that have somehow lost their companion. Such lone phiuhls begin to lose their cohesion after many years (suggesting that the paired structure of their "society" plays some vital part in their very existence). These individuals have only half as many Hit Dice, inflict only half as much damage, and saving throws versus their poisonous gases receive a +3 bonus.

Rarest of all is if three of the creatures are encountered. The third member will be a special phiuhl sometimes referred to as a "harvester of flame." These phiuhls have far less concentrations of noxious fumes and a greater center of heat. They appear as red-tinged humanoids of steam, slightly smaller than a standard phiuhl (sometimes a circular sphere of red-white heat can be seen in their chests). A harvester has no radius of poison gas around it, but it inflicts twice as much heat damage to those around it (2d6), as well as those struck by its limbs (2d10). Further, it can project gouts of steam up to 150 feet that inflict 6d6 points of damage to any target struck (a successful saving throw versus spell indicates half damage). Even creatures that are immune to flame and heat take half damage from the harvester's attacks, and those with some degree of resistance short of immunity take full damage. These red harvesters work with the other, normal phiuhls to destroy their foes more quickly. The normal phiuhls then move in to absorb the fallen prey's life essence. Without exception, these special individuals are only encountered in the company of two other "normal" phiuhls, and such threesomes are very rare.

ECOLOGY: Anything alive is seen as a source of nourishment by the phiuhls. Some of the more powerful creatures of the Lower Planes (such as baatezu, yugoloths, and tanar'ri) are less susceptible to the phiuhls' attacks than other creatures, but they still fear them for their energy draining abilities and their resistance to controlling attempts. The harvesters of flame are feared by anything with any intelligence at all.

Night hags have occasionally been able to strike short-term bargains with a pair of phiuhls, offering them larvae to devour in exchange for simple things such as safe passage or small favors ("Detain those nasty gehreleths that are following me, will you, dearies . . . ").

Lone steam mephits have been known to be found in the company of phiuhls as well. The mephit works in conjunction with the vaporous horrors, although it is possible that the phiuhls don't even know that the mephit is there. More likely, the phiuhls ignore the mephit as a harmless carrion feeder that helps them destroy their prey and then does what it wishes with any treasure found — something the phiuhls care nothing for.

QUESAR

Climate/Terrain:	Elysium
Frequency:	Very rare
Organization:	Solitary
Activity Cycle:	Day
Diet:	Daylight
Intelligence:	Average (8–10)
Treasure:	Nil
Alignment:	Neutral good
No. Appearing:	1d6
Armor Class:	0
Movement:	24
Hit Dice:	8
THAC0:	13
No. of Attacks:	1
Damage/Attack:	1d12
Special Attacks:	Blinding, burning, and disintegration
Special Defenses:	+3 or better weapon to hit, immune to fire and lightning, regeneration
Magic Resistance:	50%
Size:	M (6 feet tall)
Morale:	Average (8–10)
XP Value:	6,000

Quesar, it is said, were created by a group of lawful aasimon to serve as guardians over celestial treasures. These aasimon went to the radiant plains of Elysium and into the layer known as Belierin. There, they formed from the marshy mud a dried husk of human shape and form. In a hidden fortress called Nillis-thur, the aasimon magically transformed this mannequin so that it would absorb its energy from daylight. The fires of the construct began deep within it, but they quickly blossomed forth in cascades of might.

Soon the creation was more essence than form. The aasimon named the fruit of their labors a *quesar,* which meant "borrowed from heaven's crown." They were so enamored with themselves and their ingenuity that they immediately began creating more of the quesar.

Things continued at an ever-increasing pace until the aasimon began to assign their creations tasks to accomplish. In the beginning, the quesar carried out the missions they were given out of a feeling of gratitude or respect for their creators. It did not take long, however, for the quesar to decide for themselves that they had no intention of being slaves or servants of any other creature. The newly formed creatures attempted to relate this concept to their creators peacefully, but the aasimon did not react well to the news that all of their labor was for naught.

The quesar thanked the aasimon for their existence and assured them that they had not worked in vain, for the energy constructs would be a powerful force for good even if they did not work directly for the aasimon. Still, the champions of the Upper Planes did not take kindly to their creations acting in such a manner. "The clockworks do not tell the clock maker what to do. The clay does not instruct the sculptor," they said.

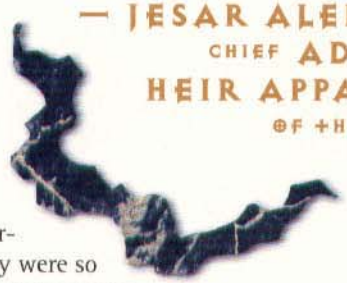
So there was war in heaven, but it was a short conflict, for some of the powers that called Elysium home intervened. "The quesar are not creatures of order – they follow the commands of no one. That is the way of Elysium," they said to the aasimon. Then the powers turned to the quesar. "You do not strike out at those who have treated you well. Creatures such as you do not act of rash thoughts and chaos. That is the way of Elysium."

Wordlessly, the aasimon left the marshes of Belierin. The quesar remained, to make a home for themselves and ponder the true purpose of their new lives. Most remain hidden until such meaning is found.

A quesar is vaguely human in shape, with two graceful arms, powerful legs, and a noble head joined by a slender torso. This form is obscured by the incredible amounts of energy radiating from the creature. Almost golemlike in nature, the quesar are nonetheless free-thinking beings with the energy, power, and life span of a star.

OF ALL THE STARS
IN THE FIRMAMENT,
NONE BURNS MORE BRIGHTLY
THAN THE QUESAR.
NEVERTHELESS,
IT IS A STAR FIRED
BY GOODNESS —
YOU HAVE NOTHING TO FEAR
FROM IT, MY SON.

— JESAR ALEN PHECCASO,
CHIEF ADVISOR TO THE
HEIR APPARENT
OF THE OPAQUE THRONE

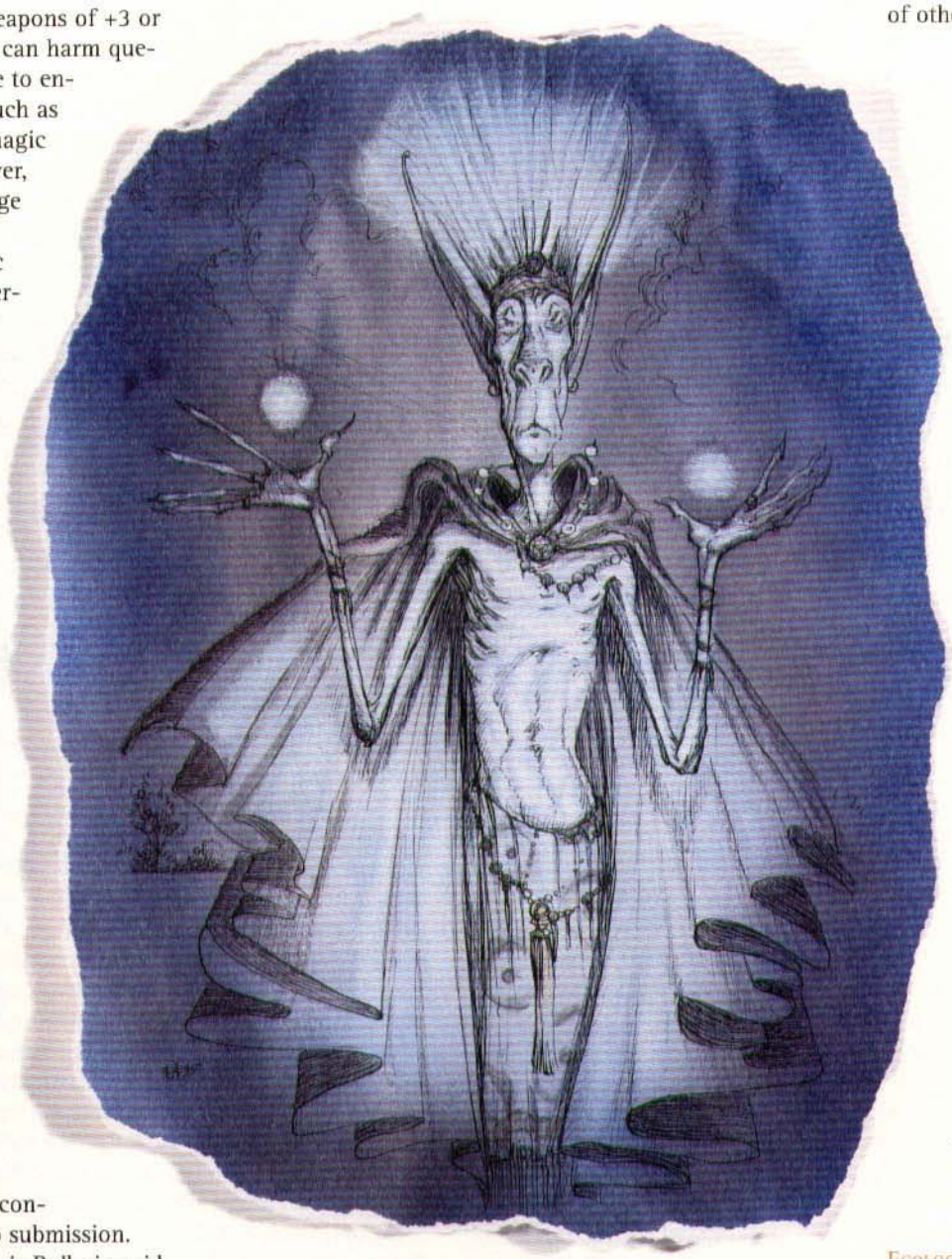


Combat: There is one word of advice that those evil beings knowing anything about quesar give in regards to meeting them in battle: "Don't." Although they never use weapons (for even those of powerful enchantment would eventually melt or dissolve in their hands), their potent strikes inflict 1d12 points of damage.

The truly terrifying might of a quesar is displayed in its energy halo which emanates forth from its corporeal form. At its lowest intensity, which can be generated by a quesar at will, all within 100 yards must make a saving throw versus spells or be blinded for 1d10 rounds. It should be noted that this energy is equivalent to sunlight for purposes of battling certain evil or undead creatures. After one round of blinding light, the intensity can be increased to a level which sears all creatures within 10 yards, inflicting 6d6 points of damage (a saving throw versus breath weapon reduces this damage by half). This attack can be used six times each day. After a round of searing power, the intensity can be increased further. In this case, the light and force become so great that everything within 5 yards must save versus death magic or be disintegrated. This fearsome power is usable only three times each day.

Only magical weapons of +3 or greater enchantment can harm quesar. They are immune to energy-based attacks such as fire, lightning, and magic missiles. Cold, however, inflicts normal damage upon the constructs, assuming their magic resistance can be overcome. These beings of energy regenerate 1 hp per round while in daylight, even after they have been "slain." There are only two ways to kill a quesar permanently. The first is to defeat it in battle and then place the creature's remains in darkness where the light of day never reaches. The second method requires the virtual obliteration of the creature by magical means, such as *disintegration,* multiple *energy drains,* or *wish.*

Quesar cannot be summoned, and greatly resent being controlled or forced into submission. As the archmage Tessis Ro'lariv said, "Sometimes righteous wrath can be as horrible as evil's vengeance."



HABITAT/SOCIETY: In many ways, the quesar are outcasts and enigmas in the Upper Planes. While they are creatures of goodness, kindness, and light, the aasimon and other lawful beings of the good planes resent their insolence and resistance to accepting the hierarchy of the heavens. On the planes of goodness, the aasimon are to be obeyed without question. Those that do not adhere to that stricture are not well liked.

Therefore, even when their might would make them useful allies in some conflict against evil waged by devas, planetars, or even asuras, the quesar are not approached for aid. They are never found in the company of other such beings. A select few have chosen paths of action for themselves, but most remain on Elysium still searching for a purpose. Rare quesar may decide to single-handedly attack the fiends in the Lower Planes. The battles that result are often spectacular displays of power in which many tanar'ri, baatezu, yugoloths, or other evil creatures are laid low. Despite the quesar's great power, however, these attacks are suicidal. Even their might cannot stand alone against the hosts of all evil for very long.

ECOLOGY: Quesar absorb daylight's healing power through their fragile flesh. Without this energy, they are humanoid creatures of simple appearance and delicate construction. If they are slain and this form is destroyed, even if their remains are scattered to the mercies of the four winds, the power of the sun (or whatever generates daylight on the plane they are on) rejuvenates and regenerates them.

In most other respects the quesar are similar to golems, constructs without need of food, air, or water.

Climate/Terrain:	Gehenna
Frequency:	Rare
Organization:	Solitary
Activity Cycle:	Any
Diet:	Carnivore
Intelligence:	Animal (1)
Treasure:	Nil
Alignment:	Neutral

No. Appearing:	1
Armor Class:	3
Movement:	3, Fl 18 (A)
Hit Dice:	5–8
THAC0:	
5 or 6 Hit Dice:	15
7 or 8 Hit Dice:	13
No. of Attacks:	2 or 1
Damage/Attack:	1d6/2d4 or 3d6
Special Attacks:	Wing slash, poisonous stinger
Special Defenses:	Nil
Magic Resistance:	Nil
Size:	L (10–20 foot wingspan)
Morale:	Steady (11–12)
XP Value:	
5 Hit Dice:	1,400
6 Hit Dice:	2,000
7 Hit Dice:	3,000
8 Hit Dice:	4,000

The gaze of an ultroloth is not one you want to meet twice. As the creature turned his head toward me, I lowered my eyes. I heard his voice in my head, like always, and I cringed.

His words penetrated my brain. "What have you made for me?" It felt like a razor cutting soft flesh.

"As you requested, eminent one, I have fashioned a creature upon which our troops can ride. A flying beast."

"A most worthy labor." I was sure that my brain would begin to bleed from my ears. "What manner of beast?"

"I call it a slasrath, master, and it glides through the air like the manta ray – the one we saw in the memories of that prime's brain that you flayed but last year. It can carry even a nycaloth without slowing its pace, for it plies the air using sorcery." I tried to come up with more to say, so that his cutting thoughts wouldn't slice into my mind again.

"Excellent. Produce a thousand of them and send them to the mustering grounds at Heartscraped Tower."

"It shall be done, my wise and all-powerful lord," I said, and then paused, knowing that I would have to tell him the whole truth. Perhaps his pleasure at my success would temper his wrath. "There is one other thing, august overlord . . . "

"What?" Nails driven through my eyes and into my mind would have felt better.

"A few of my slasrath . . . well, they . . . escaped. M'lord." His gaze told me I would not be leaving his chambers alive, or at least intact.

– Jehanu the Flayed, ex-yugoloth slave

Slasraths were simply horrible, slimy worms native to Gehenna until an enslaved sorcerer got hold of them and transformed them into the flying horrors that they are today. Long and wide, the saucerlike things are extremely flat. Razor-tipped wings flutter to keep them aloft, becoming rigid when the creature plunges in to attack its foes with slicing, slashing dives. They were meant to be subservient creatures under the yugoloths, which many still are, but a number of the beasts roam freely throughout Gehenna, adding to the danger and terror so frequently found in that hideous realm.

Most slasraths are black, but gray and green varieties are not uncommon. A small but dangerous mouth is located on the creature's underside, and a long, whiplike tail flutters behind it, wielding a nasty barb.

Combat: The slasrath moves gracefully with a great deal of maneuverability in the air (on the ground, it slinks along in the manner of a worm, very slowly). When it attacks its prey, it begins by swooping down from above, using the razor-sharp edges on its wings. This attack inflicts 3d6 points of damage. If two or even three man-sized (or smaller) targets are within 5 feet of each other, they can all be attacked by this wing slash assault. The attack must be resolved separately for each target, with different attack and damage rolls.

Further, the slasrath's wings are so sharp and powerful that they can slice through armor and shields. If a target wears armor or uses a shield to protect itself and the slasrath's attack roll indicates that the creature's attack would have hit the target without the protective device, a saving throw for the item should be made versus hard blow. If failed, the item is destroyed and the attack upon the target is resolved without the armor's protection (thus, it hits the target).

After the wing slash attack, the slasrath hovers above its chosen prey and continues the fight by biting with its mouth (filled with hundreds of needlelike teeth, causing 1d6 points of damage per bite) and striking with its barbed tail for 2d4 points of damage. The stinger at the end of this appendage carries a virulent poison. If the victim fails a saving throw versus poison, the venom causes extreme disorientation and confusion. On the round after injection, the victim faces a penalty of –1 on attack and damage rolls, ability checks, and saving throws. The next round, the penalty increases to –2, and to –3 on the third round. This escalating debilitation continues for six rounds, after which the victim dies. *Slow poison* and *neutralize poison* are effective as usual.

Yugoloths sometimes ride slasraths into battle, either as a wave of flying cavalry or with a single slasrath carrying a leader above its troops. In these situations, a slasrath can be assumed to be completely under the control of its rider, tamed by magic and discipline. With the thin body of the slasrath, it appears that the yugoloth is riding an oddly shaped flying carpet. Often, a special harness enables the rider to stay atop the mount and guide it. A slasrath can still make its normal attacks, even the wing slash, while carrying a rider. It can also hover with a steady grace, enabling a rider to cast spells or perform other delicate actions.

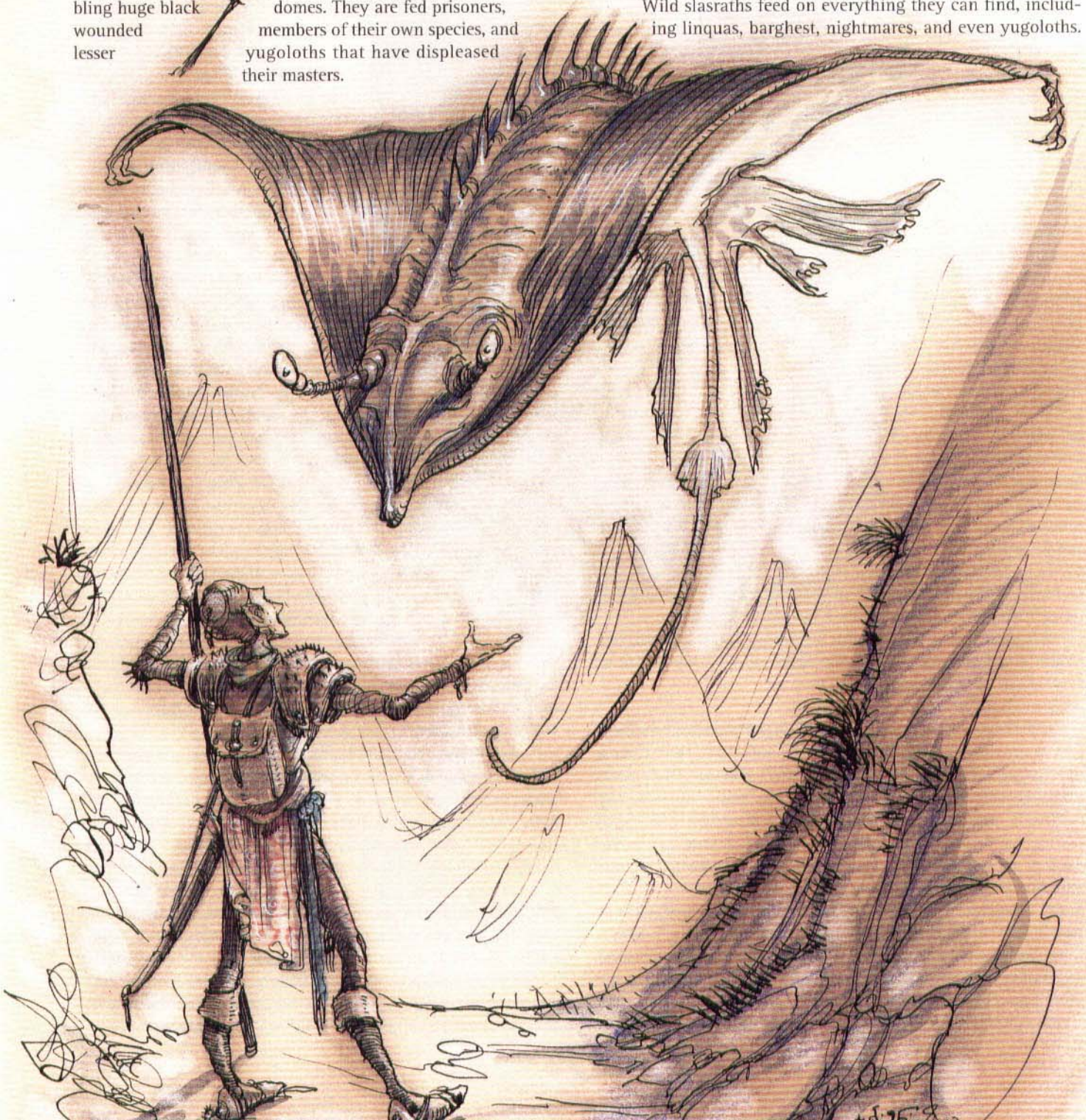
HABITAT/SOCIETY: Slasraths are creatures altered by magic to become something they were never meant to be. Though their bodies are huge and powerful, their brains are still the dim minds of worms. They seek little else besides meaty prey.

The only exception to this seems to be when a yugoloth masters one of the beasts to become a mount. Magical charms as well as outright *domination* are frequently used to control the slasraths, although conditioning through pain and discipline always reinforces the magic. Yugoloth masters use metal whips and spiky spurs to maintain their authority. While not in use, slasraths are kept in pens resembling huge black domes. They are fed prisoners, wounded members of their own species, and lesser yugoloths that have displeased their masters.

On their own, slasraths scour the furnaces of Gehenna in search of food. They land only to rest briefly on the superheated rock of the plane. Slasraths keep no permanent lairs. Though they have no special resistances to elemental attacks, they are not harmed by the conditions of their native plane.

ECOLOGY: Slasraths begin their lives (hatched from a large egg) with 5 HD and a 10-foot wingspan. At 6 HD, they are 15 feet across, at 7 HD they are 18 feet in width, and at 8 HD they usually have a wingspan of over 20 feet. Yugoloths do not use them as mounts until the slasraths measure at least 15 feet in width.

Wild slasraths feed on everything they can find, including linquas, barghest, nightmares, and even yugoloths.



VAATH

Climate/Terrain:	Carceri
Frequency:	Common
Organization:	Pack
Activity Cycle:	Night
Diet:	Carnivore
Intelligence:	Average (8–10)
Treasure:	A
Alignment:	Neutral evil

No. Appearing:	2d4
Armor Class:	3
Movement:	15
Hit Dice:	4+2
THACO:	17
No. of Attacks:	2
Damage/Attack:	1d8/1d4
Special Attacks:	Poison, burrowing tentacle
Special Defenses:	Nil
Magic Resistance:	Nil
Size:	L (8 feet long)
Morale:	Steady (11–12)
XP Value:	975

Vaaths are found almost exclusively on the layer of Carceri known as Cathrys. They are known throughout the planes as relentless, vicious killers. More than simple predatory animals, these creatures are sadistic, bloodthirsty terrors that like not only to kill, but also to inflict pain and misery.

A horrible amalgamation of insect and reptile, the long body of the vaath is covered in dark scales while its head is protected by a hard black carapace. Long white teeth drip venomous saliva as they protrude from its oversized, lipless mouth. It has a whiplike snout, and narrow slitted eyes peek out from under its chitinous head-shell. A small, almost tonguelike tentacle or appendage lurks in a cavity just behind the beast's mouth. This coiled appendage is the source of much of the fear associated with the vaath. The rest of the creature's body is sleek and muscular, developed not only for quick dashes but also for an enduring, tireless pace.

Vaaths make use of a limited series of hisses, growls, and barks to communicate. It is a crude language, impossible to understand or speak without magical aid.

Combat: The bite of the vaath inflicts 1d8 points of damage and is poisonous. The venom kills anyone bitten (who fails a saving throw versus poison) within 1d4+1 rounds. If it appears that the vaath has the time to "play" with its prey rather than killing it quickly, however, it actually restrains itself from using its poisonous bite, preferring to use the burrowing attack of the mysterious writhing appendage that protrudes from below its mouth.

This tentacle can shoot out, stretching as far as 10 feet. The tendril is itself capped by a sphincterlike mouth. When this appendage is projected forth, the tiny mouth bites foes and inflicts 1d4 points of damage. If struck by this attack, the victim must make a Strength ability check to pull away or the vicious mouth begins to tear into whatever it is attacking with terrifying speed. In effect, the mouth begins to burrow into the victim, pulling the extended appendage behind it. This attack automatically inflicts 1d4 points of damage per round, but after 1d4+2 rounds the burrowing reaches the base of the victim's skull, severing the skull from the spine. If the victim is still alive at this point, he can no longer move from the neck down. Death's merciful embrace comes 1d6+4 rounds later, but the vaath takes full advantage of this time to torment the dying victim. While the vaath's poor opponent can no longer feel anything, the evil fiend takes delight in tearing the body apart as the victim watches, helpless.

During the burrowing, only the death of the vaath will save its victim from having his spine snapped. After the severing, only magical healing can save the victim's life. Additional magical healing is required to restore mobility.

This mode of attack is so ghastly and horrible that anyone witnessing the vaath's tortures must make a Wisdom ability check or be stunned for 1d3 rounds in utter horror. Any victims of the burrowing and subsequent paralyzation that are rescued before they die must make a saving throw versus death magic or lose one point of Wisdom as their sanity is shaken to its core.

Habitat/Society: The vaath's evil is pure and wholly detestable. These creatures cannot be reasoned with, nor do they ever show mercy. They live in the jungles of Cathrys, terrorizing the layer's few inhabitants. Even the most powerful of gehreleths move through vaath-infested areas with caution. While even some of the lesser fiends of the Lower Planes could certainly defeat a vaath in battle, the threat of what the creature enjoys doing to its victims still inspires fear and loathing in those that know of its existence.

Vaaths live in packs, but usually keep individual lairs consisting of tiny, cleared spaces beneath the thick, dark growth. They often collect the belongings of intelligent creatures that they have killed as trophies. Vaaths also sometimes refrain from eating small portions of their victims, such as a hand, a head, or an eye, and save these as trophies too.

When it is necessary to have a pack leader, it is always a female vaath, for the females are usually the more intelligent (and more insidious rather than savage) of the species. Most of the time, however, no leadership is required. The vaath pack's course of action is clear: Hound the prey until it falls, and torture it until it dies.

Vaaths love to be summoned, and actually don't mind being subjugated by others, as long as they are taken out of Cathrys to somewhere with a greater selection of potential victims. They happily work for powerful fiends as guards, torturers, or even pets, as long as they are well fed and allowed to partake of their evil pleasures.

Ecology: For many years, the idea that vaaths actually fed upon the fear and suffering of others was propagated throughout the planes. It served as an explanation for their sadism that primes could understand and cope with. The idea that the monster acted out of a basic need, something akin to hunger, somehow softened the repulsion of its deeds. This optimistic theory

was inadvertently dispelled a few years ago by Truhar Newth.

Truhar Newth was a powerful druid who believed that there was an inherent goodness in all things, and a particular purity in natural animals, no matter where they called home. On one of his travels, Truhar found himself in the Red Prison, Carceri. After a series of long and arduous adventures, the druid encountered a lone vaath. He and his companions were actually able to subdue the monster. Truhar used his spells to communicate with the beast.

"Ah, I can understand you," said the vaath, "and you can hear me speak. How wonderful it would be to continue speaking while I ate your intestines, telling you how delicious every bite was."

"I understand, creature, that you try to instill fear in me, for fear is your bread and wine," the druid replied in tones which had soothed savage wolves and hungry bears. "But try to look beyond your hunger for a moment, and listen to my questions."

"Questions? Hunger? You babble, meat."

"Please, you must see that I am your friend. I understand that you cannot help being what you are, and cannot resist your cravings for sustenance. You seek to feed on my fear, but . . . "

"Feed on your fear? I might wish to feed on your heart or your liver, but your fear? No, I *delight* in your fear. I like to watch my meals suffer before they die. I don't *need* it, I relish it."

"That cannot be! You are a simple jungle creature. You cannot have made a moral choice to act in such a way."

"It's easier for you to stomach my existence if you think that I am some slave to my nature, and don't actually have a choice in the matter. It makes the multiverse a nicer place to live that way. You don't want to think that a creature like me can actually be truly evil, do you?"

Truhar stared at the creature, dumbfounded. His companions only heard the two conversing in a series of hisses and growls.

"I don't care anything for your moral judgments," the vaath continued, "but I'll tell you this – I am no animal, scampering through the woods. I was once summoned to one of your prime worlds, and I have seen how things are there. Since I don't walk upright like you, you think that I am some dim-witted, wild beast that can think of nothing but his next meal."

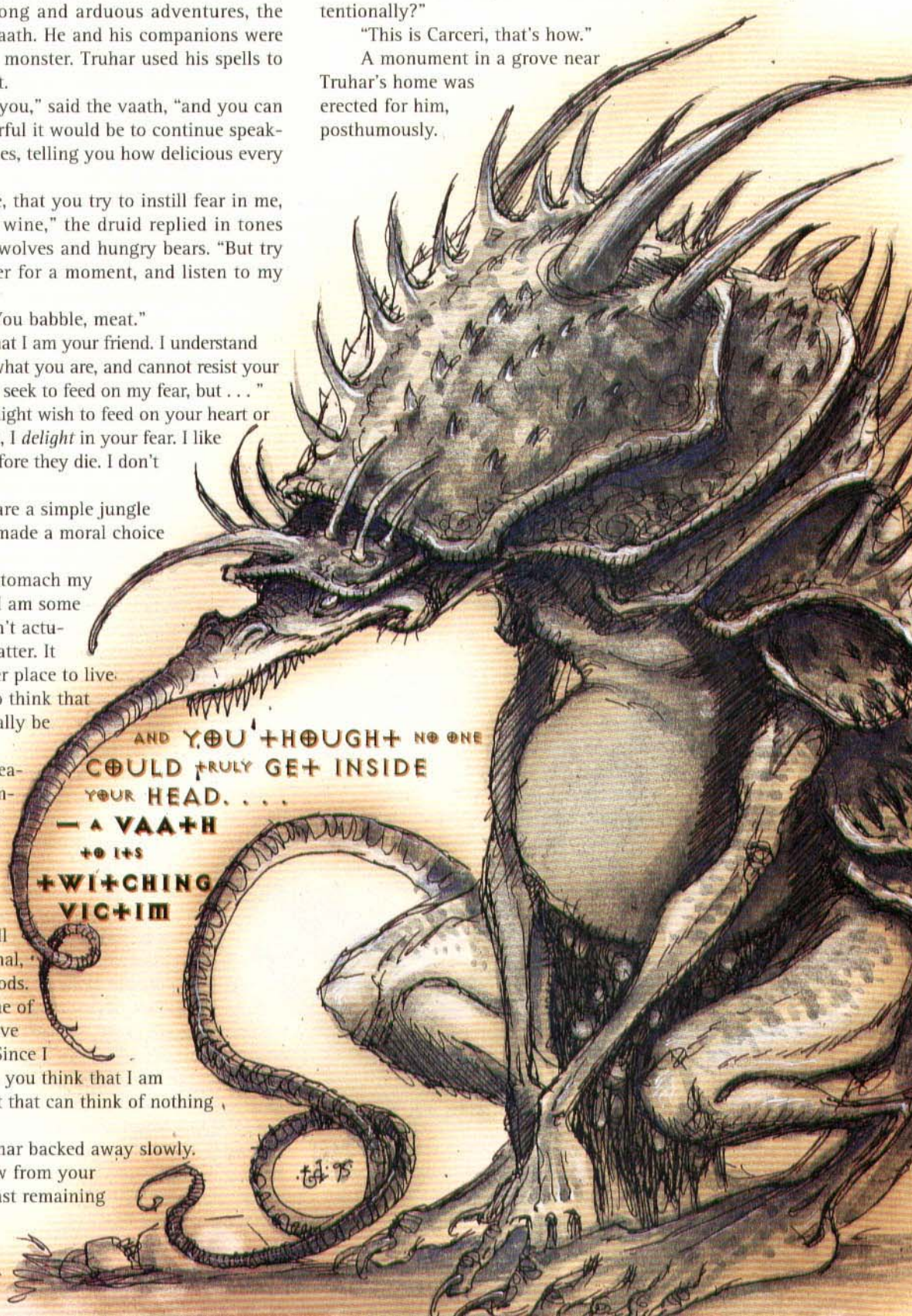
"And you're not?" Truhar backed away slowly.

"I will suck the marrow from your bones as you gather your last remaining bits of strength to scream and I will laugh. Not because I need to, but because I want to. How does that fit into your narrow little view of nature?" The vaath's mouthed tendril began snaking forward, preparing to strike.

"But that's not possible. How could you be this way intentionally?"

"This is Carceri, that's how."

A monument in a grove near Truhar's home was erected for him, posthumously.



WARDEN BEAST

CLIMATE/TERRAIN:	Beastlands
FREQUENCY:	Rare
ORGANIZATION:	Solitary (but found with other animals)
ACTIVITY CYCLE:	As animal type
DIET:	As animal type
INTELLIGENCE:	Average (8–10)
TREASURE:	Nil
ALIGNMENT:	Neutral

NO. APPEARING:	1
ARMOR CLASS:	4
MOVEMENT:	As animal type
HIT DICE:	6 or as animal type's HD + 3 (whichever is higher)
THAC0:	15 (or better)
NO. OF ATTACKS:	As animal type
DAMAGE/ATTACK:	As animal type + 2
SPECIAL ATTACKS:	Spells
SPECIAL DEFENSES:	Spells, call animal lord
MAGIC RESISTANCE:	25%
SIZE:	As animal type, but 25% larger
MORALE:	Steady (11–12)
XP VALUE:	8,500 + animal type

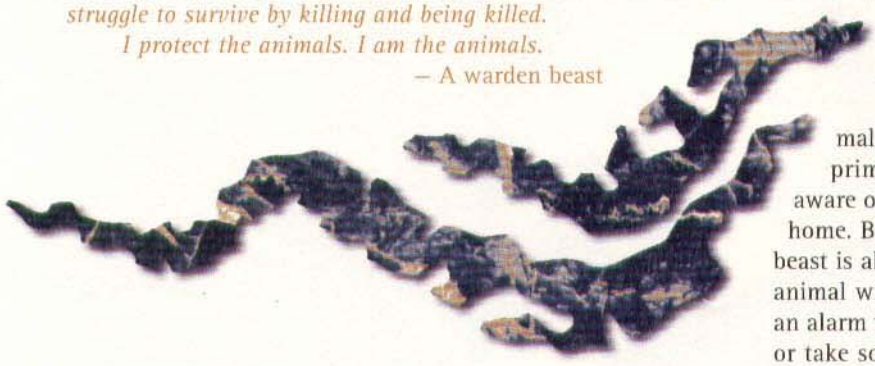
I am guardian and servant, master and guide to my charges. Theirs is a simplicity of the purest kind. I must maintain their serene lives.

I am an extension of pure life force. The living, interminable energies of the multiverse are my blood, and the unyielding, all-powerful forces of nature are my bones.

I am predator, I am prey. I am the delicate balance, the intertwining relationships between all living things. Life takes life. Life begets life. The most profound truth is the bloody struggle to survive by killing and being killed.

I protect the animals. I am the animals.

– A warden beast



Warden beasts are powerful, spiritual representations of animal groups on the Beastlands. They are the protectors, purveyors, and proliferators of their species, serving as leaders and champions. Each warden beast holds dominion over one select, general group of animals (such as bears, wolves, deer, insects, lizards, birds, and so on), but there are many warden beasts for each group.

Only animals found on the Beastlands have a warden beast. That is, no creatures with magical powers or other criteria excluding them from the Beastlands are represented. Thus, there are no basilisk, chimera, or dragon warden beasts.

In appearance, each warden beast resembles the animal that it guards and masters. The warden beast is the epitome of its animal "type," however, appearing as a slightly larger, perfect specimen. They are graceful, beautiful, and powerful in form. An observer can also see their intelligence and wisdom simply by looking into their eyes.

Warden beasts can speak with all creatures, and can always sense the true emotions of those around them.

COMBAT: Despite their position as stewards and guardians of their selected group of animals, the warden beasts generally attempt to avoid combat. The exception to this is the warden beasts that have dominion over a predatory species. These warden beasts, like their charges, stalk and attack prey in order to eat. When they must fight, warden beasts use the same attack forms and patterns of the animals they represent, although with greater power behind their claws, teeth, kicks, and strikes. Each attack from a warden beast inflicts +2 hit points beyond the damage caused by a normal animal on their damage rolls. Any warden beast can inflict damage upon creatures that can only be harmed by magical weapons of up to +2 enchantment.

A warden beast has a minimum of 6 HD, but if the animal (or any of the varieties if the general type encompasses more than one) that it epitomizes has 6 HD or more to begin with, the warden beast has 3 HD more than that. Therefore, a bear warden beast has 11+8 HD (three more than than a polar bear, the largest type of bear listed in the *MONSTROUS MANUAL*™ tome) and an elephant warden beast has 14 HD.

Due to their spiritual nature, warden beasts have the following spell-like abilities, usable one per round at will, at 10th level of spell use: *animal friendship, animal summoning I, detect snare and pits, entangle, protection from evil, plant growth* (3 times/day), *animal growth* (1 time/day), *commune with nature* (1 time/day), and *cure light wounds* (1 time/day on any given being).

Because they are not just focused on their own animal subjects but are tied in with all of nature on a basic primal level, warden beasts are 90% likely to become aware of any major event that occurs within 5 miles of their home. Because of this link with their ecosystem, the warden beast is also able to contact (again, on a very basic level) any animal within this radius of 5 miles. The guardian may raise an alarm to cause all animals in this area to flee, swarm, calm, or take some other very basic action. The warden beasts use this only in times of dire need, such as during a forest fire. They will not use this power to simply save their own lives – and, in fact, will never put one of their charges in danger to further their own ends.

If a warden beast cries out in time of utmost emergency, there is a 35% chance that the animal lord of the general animal group that it represents comes to its aid. A warden beast can attempt this only one time per day.

HABITAT/SOCIETY: Famed naturalist Vearth Ennois states: "If an animal lord is on one end of some vast, natural spectrum, and the animals they represent are on the other, then warden beasts fall somewhere in the middle. I believe the warden beast to be some sort of extension of the inherent power within the Beastlands itself. They are independent of any power that resides there, fully autonomous in their dominion, yet are (on most levels) simply animals. They seem to be of both the humble animal and the all-pervasive energies of the planes themselves – both nothing and everything. Divinity and beast in one."

Unless some threat to their wards is present, warden beasts act as the animals they resemble and represent. These symbols of nature incarnate usually do not interact with each other, rarely needing to coordinate their actions. One warden beast never looks upon another as potential prey, however.

ECOLOGY: Warden beasts are intimately tied into the ecology around them. They embody and personify the ecosystem. Though they inhabit the Beastlands, their alignment is neutral, for they act out of the good of the animals – taking whatever steps necessary to ensure their safety and well being. They are not concerned with the greater good, and react to outsiders as their respective animal type would (timidly, aggressively, and so on). Though not evil by any measure, they do not exemplify many of the commonly held ideals of "goodness" such as mercy or compassion.

Warden beasts keep the same diet as the animals they epitomize. They can have offspring with other warden beasts, animal lords, or normal animals, but the offspring are always warden beasts. These purveyors of animalkind are not subject to the ravages of time, living forever unless slain.

YUGOLOTH, GREATER — BAERNALOTH

Climate/Terrain:	The Gray Waste
Frequency:	Rare
Organization:	Solitary
Activity Cycle:	Any
Diet:	Omnivore
Intelligence:	High to exceptional (13–16)
Treasure:	R, H
Alignment:	Neutral evil

No. Appearing:	1
Armor Class:	–4
Movement:	12
Hit Dice:	11+22
THAC0:	9
No. of Attacks:	3
Damage/Attack:	1d8/1d8/2d6
Special Attacks:	Spells, reopen wounds
Special Defenses:	Spells, immunities
Magic Resistance:	50%
Size:	L (8 feet tall)
Morale:	Elite (14)
XP Value:	19,000

Long, gangly limbs covered by purulent gray flesh; an oversized, horned head with an obscene mouth comprising nothing but teeth and tongue; distant, glazed yellow eyes dripping fluid far more vile than tears – all these things are a baernaloth, yet it is more. The essence of the creature is callous detachment, never seeing the suffering and pain that it ceaselessly creates; an unending, unsatiable need for misery and affliction; a monster that mechanically, methodically hurts, harms, foils, impairs, and hinders all other creatures.

In many ways, the baernaloths are the outcasts among the ranks of the yugoloths. They rarely associate with other yugoloths, and are always found on the Gray Waste, never on Gehenna, where so many of the others have migrated. Some people wonder if perhaps the baernaloths are not true yugoloths at all, but rather some older, even more primal creatures. If this is true, baernaloth and yugoloth alike are propagating some sort of intentional deception (not that such a thing is at all inconceivable).

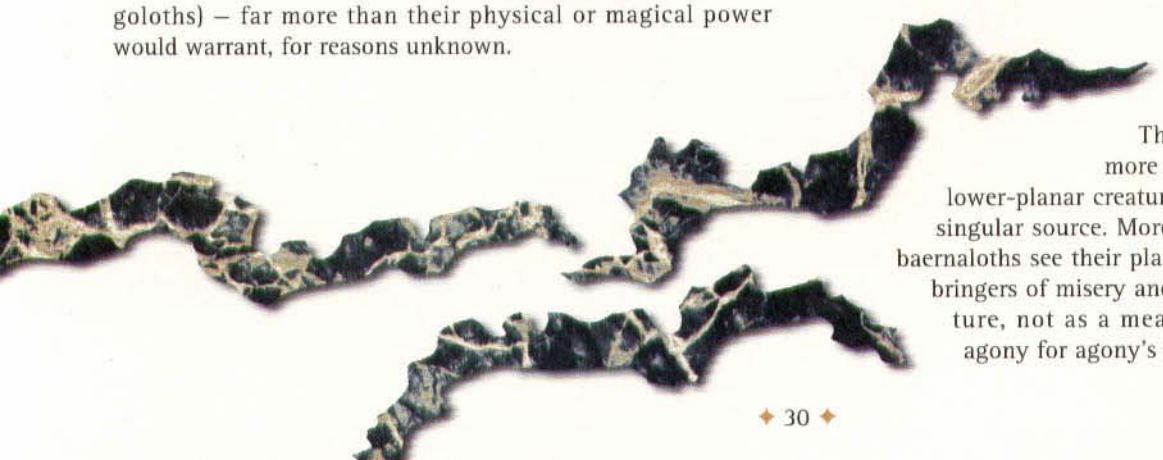
As "greater" yugoloths, baernaloths may be the weakest of their type when it comes to sheer might. Nevertheless, they are afforded a great deal of respect from their kind (when the rare occasion occurs and they actually come upon other yugoloths) – far more than their physical or magical power would warrant, for reasons unknown.

Combat: In hand-to-hand combat, the baernaloth rakes with its savage claws (1d8 points of damage per strike) and tears at its foes with its huge mouth (2d6 points of damage). Baernaloths never use weapons or equipment of any kind, even magical items. Accompanying these physical attacks, however, are two strange powers relating to the baernaloth's goal of causing pain and spreading misery. Three times per day, the creature can cause wounds created by his claws and mouth to worsen, tearing open painfully. With this attack, the baernaloth can wreak the same amount of damage that he has previously inflicted upon a foe in one round sometime during the last 24 hours. For example, if a baernaloth uses his claws and bite to inflict 13 points of damage upon a foe and then casts him into a dungeon, the baernaloth can return anytime within the next day and instantly inflict 13 additional points of damage upon that particular foe. There is no saving throw against this ability (although magic resistance still applies), but the target must be within 10 yards, and within sight. This ability can be used in addition to the baernaloth's normal attacks during a single round.

Conversely, a baernaloth can instantly heal any or all damage that it inflicts. This can be done as often as it likes, with a range of 10 yards. It uses this ability to keep captives – and even foes in battle – alive so that the fiend can continue to inflict pain. Obviously, the baernaloth is intelligent enough to keep from using this ability in a way which puts itself in jeopardy (by healing its opponents too much, for example).

In addition to the powers inherent to all yugoloths (*alter self, cause disease, charm person, improved phantasmal force, produce flame,* and *teleport without error*), baernaloths can use the following spell-like powers once per round, at will: *darkness 15-foot radius, detect lie, detect magic, emotion, fear, suggestion, cloudkill* (3 times/day), *true seeing* (3 times/day), *symbol* (1 time/day), and *demand* (1 time/day). As all yugoloths, baernaloths are immune to the effects of acid, magical and normal fire, iron weapons, and poison. They suffer only half normal damage from cold-based attacks. Magical weapons are required to harm a baernaloth.

Habitat/Society: Usually found alone, baernaloths sometimes have nightmares or even night hags as companions. Baernaloths like to lair in twisted, forbidding towers in areas desolate even by the standards of the Gray Waste. Although the arcanaloths are the scholars and record-keepers of the yugoloth ranks, baernaloths are said to be in the possession of mysterious and varied secrets. They certainly seem to know more about fiends of all types, and lower-planar creatures in general, than any other singular source. More than anything else, though, baernaloths see their place in the scheme of things as bringers of misery and pain. They specialize in torture, not as a means of interrogation, but as agony for agony's sake.



Emotionlessly, coldly, they bring anguish upon others. Oftentimes they find means other than simple physical pain to accomplish this end. Baernaloths seem to relish foiling well-laid plans, spreading vicious lies, and revealing sinister secrets in order to cause dismay. All the while, these creatures of evil stare at their victims with a chillingly disturbing detachment. Baernaloths take no apparent pleasure in their work, yet certainly show no regret.

ECOLOGY: Rellian Whi'ys was a sage and scholar whose theories on the planes are still studied by today's learned scholars. In her treatises on the Lower Planes, she contemplated the fiends that inhabited them as a whole. The tanar'ri she saw as the destroyers, tearing apart things both literally and morally. The baatezu, she said, were the subjugators, again both in a literal sense and morally as well. These she saw as the ends of the dark spectrum of evil. (The organization among the tanar'ri ranks and the destructive nature of many baatezu are, of course, convincing arguments that her theories are far too simplistic).

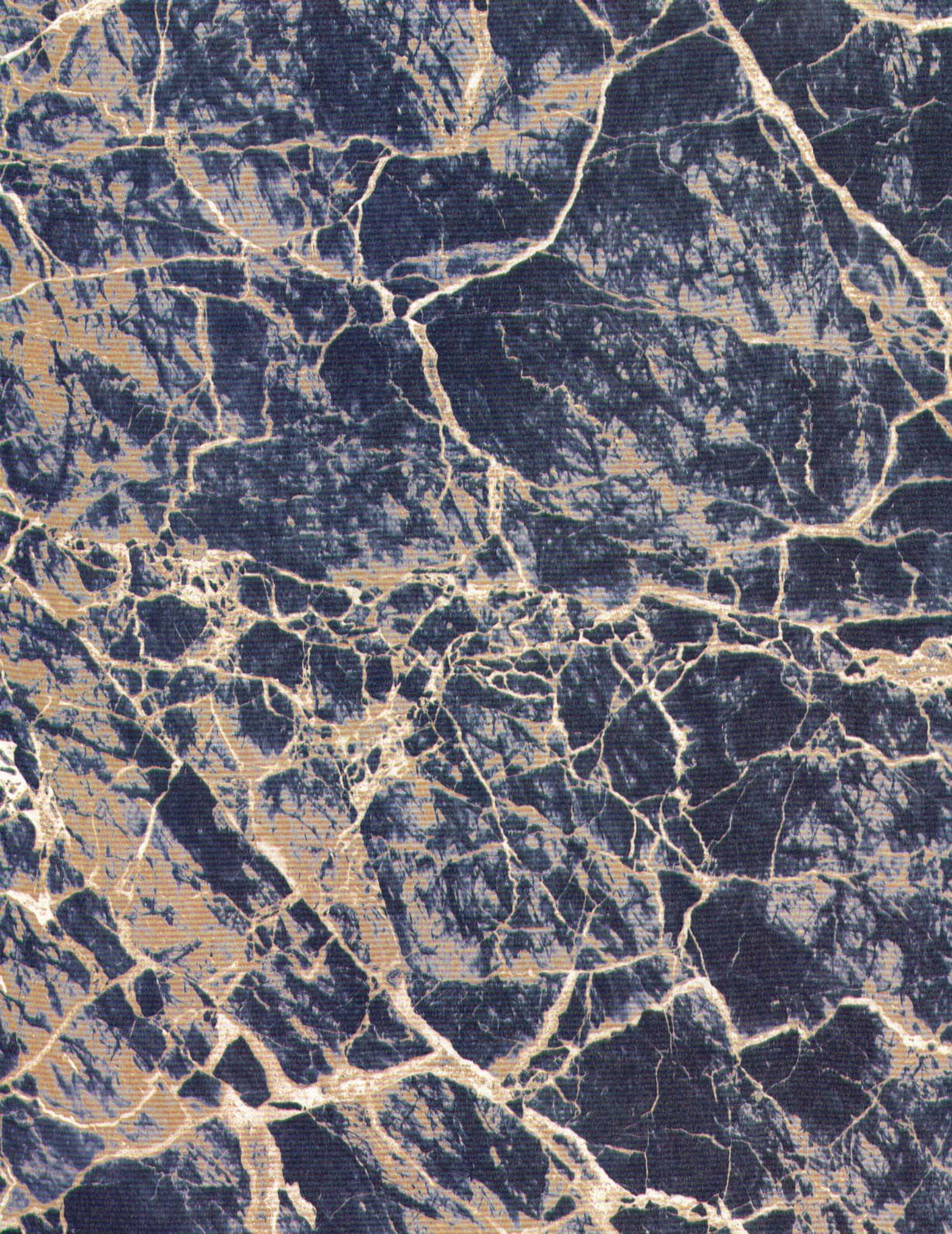
The yugoloths, Rellian thought, were the true force of pure evil on the Lower Planes. She saw them as a representation of suffering (at worse) and cold, unfeeling detachment (at best). The baernaloths, perhaps more than the rest of their brethren, epitomize Rellian's views of the universe. They see the actions taken by the other yugoloths, making moves to control things around them, and scoff at their plans and schemes.

Strangely, *The Book of Keeping* makes no mention whatsoever of the baernaloth.

✦ THE DEMENTED ✦

Apparently, madness is not an affliction to which baernaloths are immune. It is unusual, but not unknown, to see a baernaloth commanding a brigade of mixed fiends in a Blood War skirmish. Likewise, at least one baernaloth serves as advisor and confidant to the most prominent ultroloth masters. These baernaloths are referred to as the Demented. Their madness is not a raving, hysterical insanity, but an insidious, mind-altering malady.

The Demented, individually or in a group, decide that they are going to attempt to control the events around them, subtly subjugating the creatures of the Lower Planes while plotting the destruction of all things. Somehow, they have decided to embrace *both* of the ends of the ethical spectrum, seeking rigid order and utter devastation at the same time. Although they are the exceptions (to what are already the exceptions among yugoloths), these baernaloths are actually the ones most likely to be encountered by player characters, since most baernaloths are reclusive and generally inactive.



Gehenna

Khalas

Akhuthtak
The Abomination's Lair
The River Styx
Corriegrave
Cheisin
Fo Ling Po
Teardrop Palace

Fo Ling Po

River Styx
Graveyard
Garden

Chamada

Thraotor
Bastion of Hate
Rictus
The Palace of Deception
The Tower of the Arcanaloths

The Tower of the Arcanaloths

Watch Tower
Master Arcanaloth's Quarters
Bridge to Secondary Entrance of Library
Strategy Room
Inscription Room
Slave Pens
Visitors' Quarters
Dining Hall
Recreation Room
Library

Nimicri

Nimicri
Food Market
Inn Square
Craft Market

Krangath

The Night Below
Cold Fever

Mungoth

Death's Embrace
Portent
Hulgis' Cleft
Ondtland

Ondtland

Svenson's Manor
Smertzen
Great Hall
Aasbern
River
Glacier
Smertzen
The Frigid Palace
Aasbern

Bytopia

Shurrock

Martyrdomain

Heart of Justice

The Ridiculous Tower

Stonearch

Quarry

Last Chance Inn

Stron-khar

Windwrath

Lair of the
Adamantite Dragon

CenterSpire

Prosperity

Baku's Graveyard

Wandering Treant Inn

To Deepholme

The Workshop

Glitterhome

The Hidden Knoll

The Golden Hills

Stronghaven

The Gemstone
Burrow

Yeoman

River Splendor

Whisperleaf

The Mithral Forge

Dothion

Lake Crystal

JAZZ
95

Trickster's Delight
(Minethys)

The Bastion of Last Hope
(Othrys)

The Mausoleum of Pain
(Minethys)

The Palace of Poison Tears
(Cathrys)

Mount Othrys
(Othrys)

Gallowshome
(Colothys)

Chtaway of Layers

The River Styx

Othrys
Cathrys
Minethys
Colothys
Porphatys
Agathys

The Rack of Injustice
(Minethys)

The Steading
(Cathrys)

The Land of the Hunt
(Colothys)

The Palace of Coeus
(Minethys)

The Bastion of Last Hope

Overlook
Strategy Hall
Audience Chamber
Distillery
Rothe' Caverns
Portcullis

Mount Othrys

Cyclops' Cave
Serpents' Nest
Oceanus
Tethys
Mnemosyne
Sacrifices
Phebe
Coeus
Crius
Iapetus
Themis
Cronus' Throne
Thea
Hyperion
Hostels
Wolves' Cave
Hydra
Harpies
Scale: 5 miles

The Land of the Hunt

Gallder Starhoard's Den

The Palace of Thunder
(Othrys)

Fetaphon
(Cathrys)

Ellaniath
(Colothys)

The Temple of Crius
(Colothys)

A. Tower
B. Guards
C. Kitchen
D. Fire Pit
E. Great Hall
F. Bedroom
G. Prison
H. Slaves
I. Smithy
J. Armory

The Steading

More Forts
Here Bonebreaker's Fort
Fort
Grolsantor's Stading

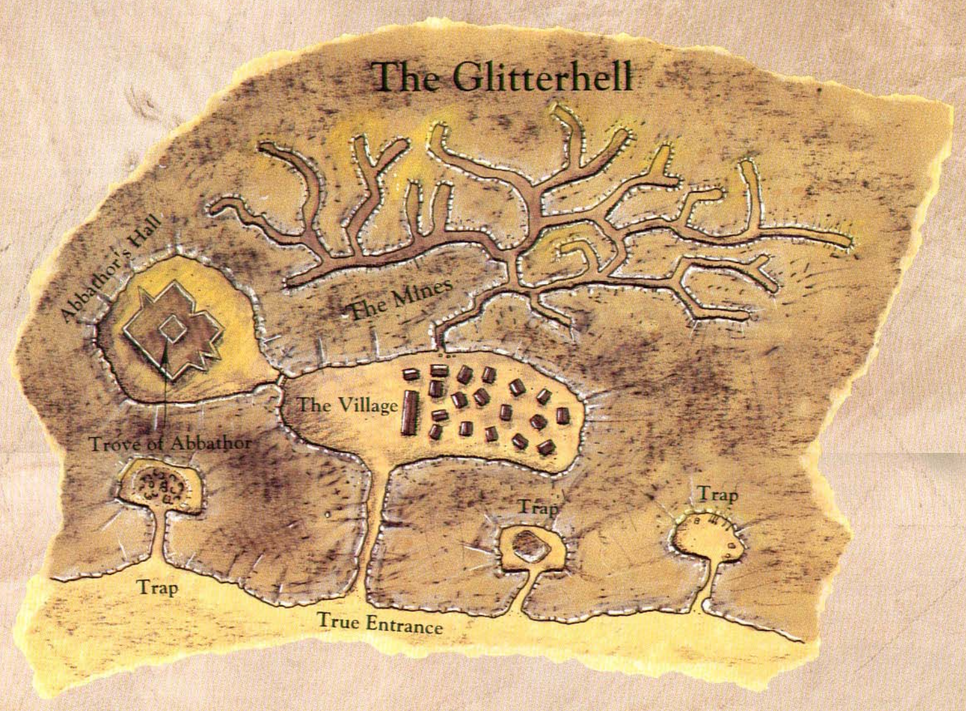
The Temple of Oceanus
(Porphatys)

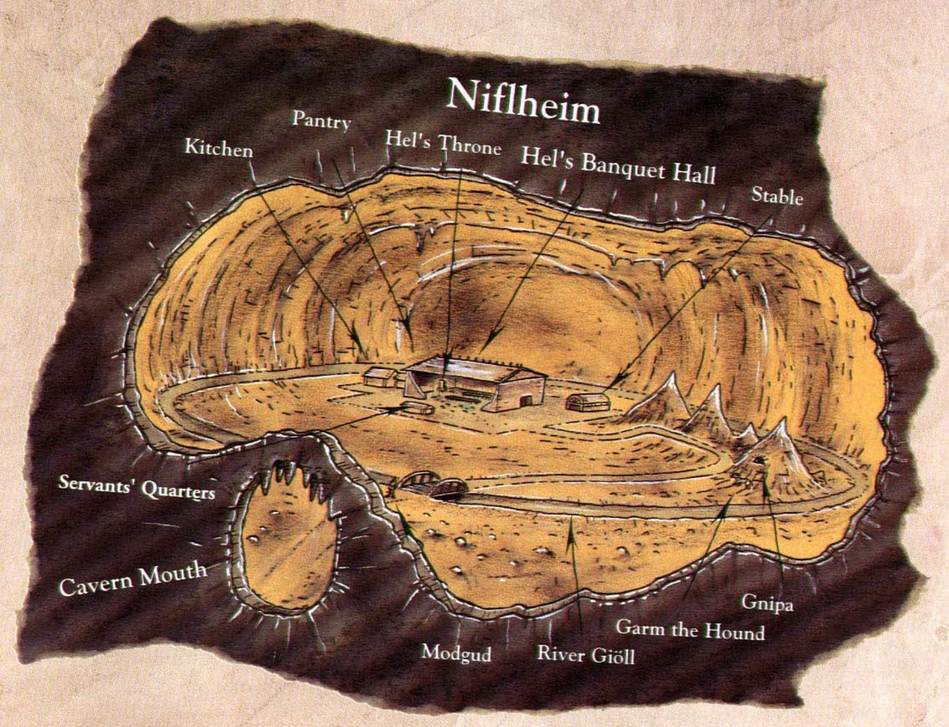
The Vault
(Colothys)

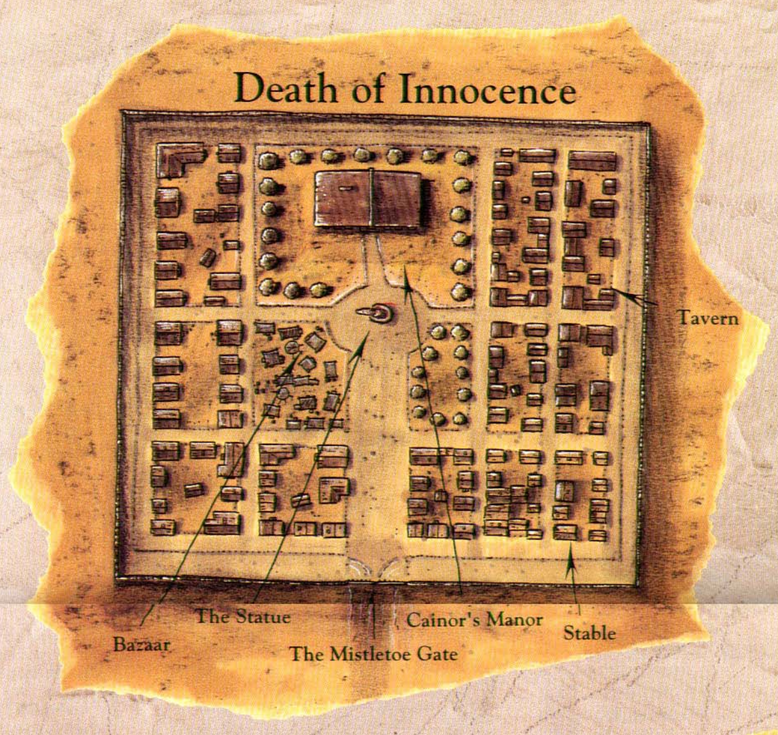
Three-Sided Palace

CARCERI

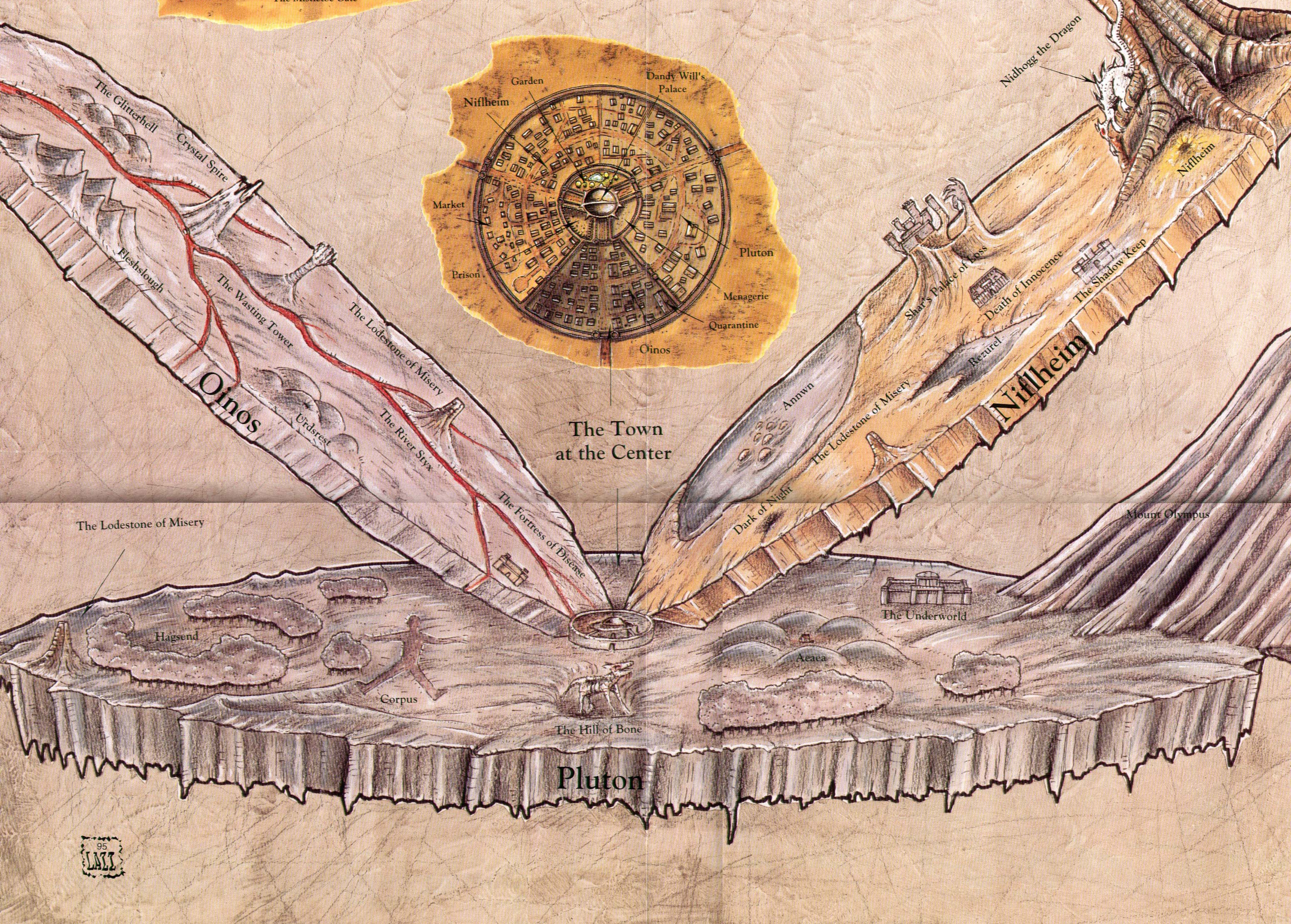
The Gray Waste







The Town at the Center



95
LMJ

THE BEASTLANDS

Selera

River Oceanus

Skerrit's Glade

Signpost

Standing Stones

KRIGALA

Standing Stones

Al Karak Elam-Jhankhal

Restweal

The Library of All Knowlege

Cat Lord's Prowl

Scythe Court

Waysign

Ursis

BRUX

Burial Mounds

Bear Lake

Ursis

Noctos

Center Lake

The Forbidden Plateau

Cat Lord's Prowl

Stormhold

Yggdrasil

The Misty Valley

Labyrinth of Ice & Doom

Black Desert

Owl Lord's Soar

Zhan, The Grand Forest Beyond the World

Stormhold

Forgotten Lake

KARASUTHRA

Elysium

Domain of the Day-Long Sun
The Asuras' Bridge
City of the Star
Release From Care
River Oceanus
Healers' Home
Valorhome
Pax Benefice
Nest of the Phoenix
Principality
Quietude
Contemplation
Amoria

Precipice

River Oceanus

Woodhaven
The Great Mother's Garden
Mirror of the Moon
Precipice
River Oceanus
Temple of Lathander
Temple of Ushas
Soulearth
HarpHearth
Morninglory
Great Mountain of the East
Dweomerheart
Eronia

River Oceanus

Quesar's birthplace
Rubicon
River Oceanus
The Refuge of Night
Belierin

Rubicon

Portico

River Oceanus

Yggdrasil

Selkie's Grotto
Sea of Thalasia
The Thalastrom
Isles of the Blessed
Portico
Trishna's realm
Citadel of the Sea
Avalon
Thalasia

LAZ
1995

Sung Chiang's Teardrop Palace

The Teardrop Palace is the home of the oriental power Sung Chiang. As a god of thieves, he has an especial appreciation for octopi, hydrae, jellyfish, Portuguese men-of-war, and other creatures with many reaching arms. Sung Chiang's two favorite avatars reflect this nature: His human-sized avatar has eight arms, three faces, and silvery fishlike scales, while another enormous avatar takes the form of a floating man-of-war (the body of which is some 300 feet long). Because of his preference for such forms, an aquatic motif joins an oriental one in his palace.

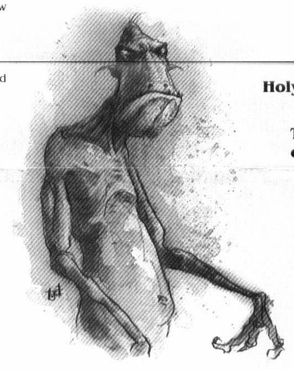
As Sung Chiang is a thief-god with excellent taste, he's a bit miffed at having his palace on the stinking volcanos of Gehenna. He has therefore exerted all of his godly powers to make his little niche of perdition a more inviting place. Chiang has warped space around his palace to provide much more room in his chambers than physical constraints would normally allow. (Note the curving perspective lines, which indicate that a 50-foot square in the palace occupies a different amount of space than a 50-foot square at the front gates.) When someone approaches the palace, it seems to recede before him — not getting any nearer, but apparently getting larger and larger. (It's like moving towards mountains on the horizon.) By the time a body reaches the front stairs of the palace, he finds each step to be some 7 feet high and 12 feet deep, which means most people have to climb up the gutter on either side of the palace. The fact that such an approach humbles worshipers is not lost on Sung Chiang. The warping of space turns the red, sulfuric air of Gehenna into an almost blue (greenish) firmament over Chiang's little niche.

Fence: The ornate fence surrounding the Teardrop Palace is made of panels of wrought iron, hung between massive marble pillars. The pillars are spaced roughly every 300 feet, and the ironwork screens occupy the space between. The fence is some 600 feet high, and none can climb over or through it without magically alerting Sung Chiang (and likely getting fried for the attempt).

Gate: The only way into the realm is through this gate, which measures nearly 600 feet wide and 750 feet tall. Even out here, visitors are reminded how puny they are.

Courtyard: The space between the fence and the palace complex is paved with huge flagstones. Near the gate these stones average about 10 feet in diameter, whereas near the palace these apparently same-sized stones are about 125 feet in diameter. Some of the stones harbor portals to various nasty places on the Lower Planes. Sung Chiang uses convenient trap doors to get rid of visitors who are no longer welcome.

Marketplace: The center of the courtyard burgeons with a marketplace of stolen goods, full of tents and stalls of various shapes and sizes. This is a thief's and a fence's paradise, where items from all over the planes wind up on the block.



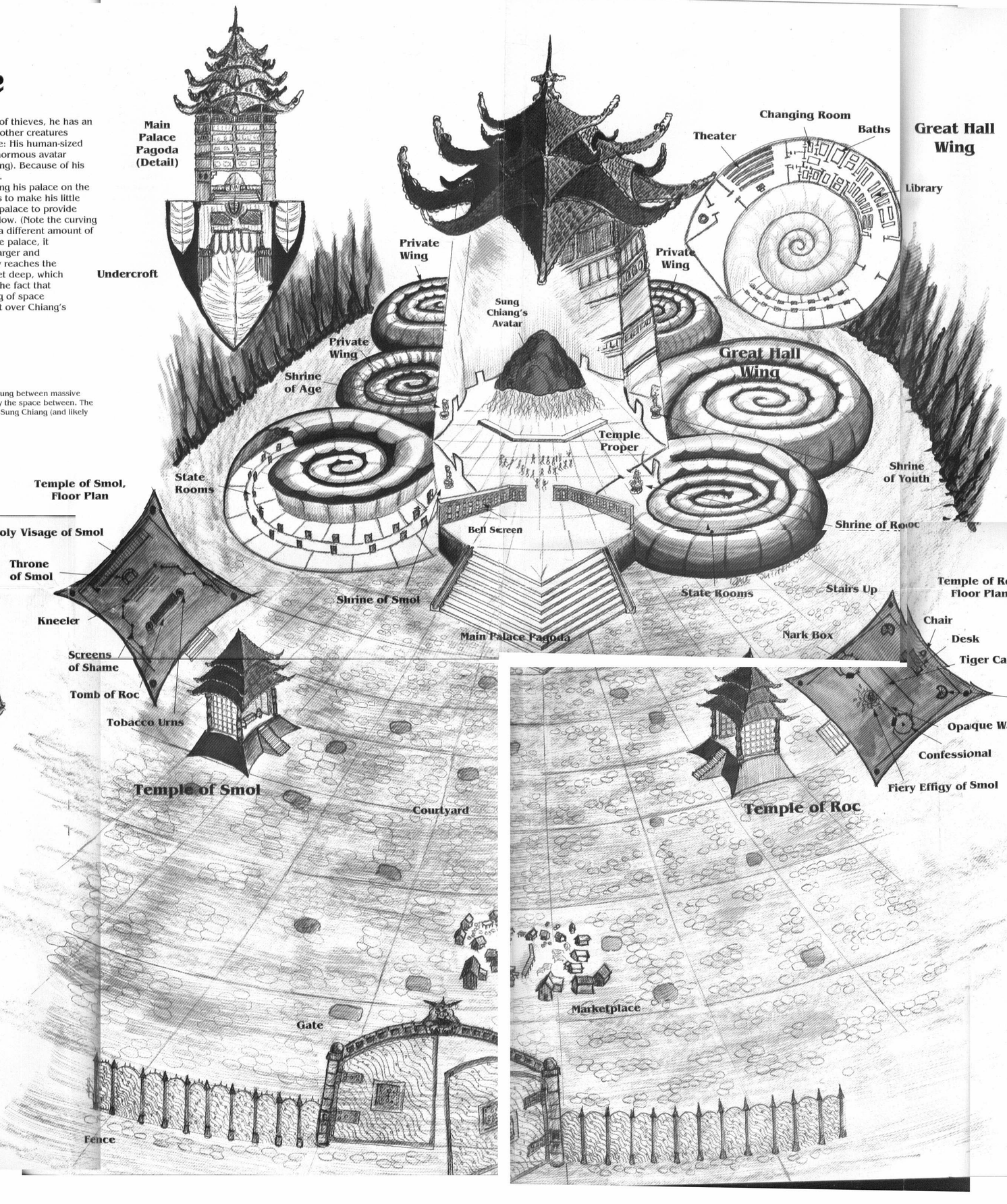
Smol

Temple of Roc: This is the temple of Roc, one of Sung Chiang's two powerful proxies. Roc and his counterpart, Smol, are both striving to become the single high-up for Sung Chiang. Roc is a kelubar gehreleth who uses his wiles to sabotage the plans of Smol, and to amass wealth in the storerooms he has in the foundation of his temple.

When a body climbs the stairs of the three-roofed pagoda of Roc's Temple, he immediately sees an eternally burning effigy of Smol. To the right of this ever-burning body is a rotating cylindrical room — the Confessional. To the left is another rotating cylinder — the Nark Box. Both rooms have one solid wooden door, which gives access either to the temple proper, a tiger cage, or Roc's desk. When an agent of Roc's returns from a mission, he has the choice of entering the Confessional to plead mercy for his screw-ups, or entering the Nark Box to rat out somebody else for them. (In Roc's mind, every mission contains some level of screw-up, so every agent of his must enter one room or the other.) Depending on Roc's assessment of the groveling or the narking, he spins the room and slides the door back, allowing the dizzy occupant to leave, to be eaten by the tiger, or to see Roc privately in his chambers.

Roc's private chambers include two spiral stairs, one going up and one going down. If a person tries to go the wrong direction on the stairs, he drops away into a spiral with cheese-graterlike serrations, and the berk is minced before reaching the floor.

Temple of Smol: Like Roc, Smol hates his competitor, and tries to find ways to destroy him. Once he'd found out that Roc had set an effigy burning in his temple, Smol dug a pit in his own temple, placing a likeness of Roc at the bottom. To either side of the pit are urns filled with chewing tobacco. Minions of Smol must grab a batch of tobacco, get it nice and juicy, then spit it out into the open grave (atop the effigy) before moving farther into the temple. Moving past the open pit, the minion is treated to a number of elegant screens depicting scenes of folly (both real and imagined) from Roc's life. These screens lead to a kneeler at the foot of a colossal silk-screen of Smol's beatific face — the Holy Visage of Smol.



While minions petition this silk-screen, Smol himself sits on a raised throne behind it, peering through the silk to judge the pleas. If an agent has brought some especially good bit of stolen something-or-other, he's invited back behind the screen to speak to Smol face-to-face. If the petitioner's needs and deeds are unremarkable, he is usually sent on his way with a warning to do better. If a petitioner has been especially unsuccessful, he's turned to ash on the spot, and his dusty remains are mixed in with the tobacco to teach others the bitter taste of failure.

Behind the throne is a set of stairs, leading to the lower levels.

Main Palace Pagoda: The central section of the palace is an octagonal pagoda topped by numerous squarish roofs. The lowest roof points forward, backward, left, and right, while the next roof is pivoted 45°. This alternates with each successive roof stack.

The pagoda is roughly 7,200 feet across, 7,200 feet deep, and nearly 15,000 feet tall at the roof peak. It's ridiculously huge, made on a gargantuan scale so that all who approach it — even giants — are utterly dwarfed before the size of the god's home.

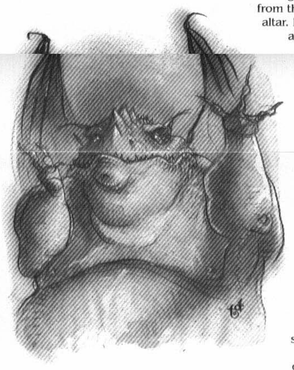
Bell Screen: The pagoda is fronted by a 40-foot-tall screen of "bells." These bells are actually metal cylinders hung on a central pivot. When worshipers pass the screen, their movement spins the bells, causing them to draw the prayers of Sung Chiang's faithful from all planes and all times.

Temple Proper: Beyond the bell screen lies the temple proper. It is dominated by a long stone altar, intricately inscribed with the deeds of the great thief Sung Chiang. At this altar, worshipers kneel before one of the god's avatars, a tremendous Portuguese man-of-war whose trailing stingers reach into every wing of the main temple (and, by inference, into every plane and the heart of every thief). None can pass behind the altar without the invitation of Sung Chiang. Those who try are instantaneously vaporized. This holy place gives way to the three private wings of the palace.

Shrine of Youth and Shrine of Age: In addition to the main temple, two side shrines also do the power homage. Another of Chiang's favorite avatars has three faces, one young, one middle-aged, and one old. The shrine to the worshiper's right is dedicated to the god's young face, and the shrine to the left to the god's old face. Each, at its rear, gives access to one of the public wings of the palace.

Shrine of Roc and Shrine of Smol: These are shrines to the proxies Roc and Smol, whose whining eventually won them these tight little corners of the master's glory. The Shrine of Roc gives onto the final wing of the palace, and the two proxies each envy the other for either having his shrine lead somewhere, or having it lead nowhere.

Palace Wings: The palace has six wings: three public and three private. Access to these wings are reached through the various shrines, or from the holy place behind the altar. Each wing is shaped like a chambered nautilus, its diameter getting progressively smaller as it curls in upon itself. The purpose of this in the public wings is to allow dignitaries rooms proportioned to them, so that titans can stay in the large state rooms nearest the central temple, while others keep walking down the central aisle until they reach a room of correct proportion. This structure in Sung Chiang's private chambers may be due to the god's penchant for many different avatars of many different sizes. All the wings regress infinitely; no final room can be found in any of the wings of the palace.



Roc

State Rooms: The front two wings are filled with state rooms for visiting dignitaries. (Others less worthy can sleep in the marketplace or beyond the gates.) The rooms are decorated in a variety of styles, ranging from spare oriental chambers with a rolled sleeping mat to sumptuous suites. All rooms have a fireplace, a table, a place to sleep, and a bathing facility of some sort (whether a dry sink or a spring-fed tiled tub). The outer ring of rooms have windows.

Great Hall Wing: This wing contains the Great Hall, a theater, public baths, a library, and other such public accommodations. The Great Hall is opulent: carpeted with thick crimson rugs, walls hung in silks and tapestries, ceiling glittering with chandeliers. Great banks of clear leaded glass flank the distal side of the great hall. Chiang holds feasts and masquerades here.

The theater, in contrast to the Great Hall, is quite spartan. The benches here are stone, growing larger as they move up from the stage, again to accommodate many sizes of bodies. The walls are plain and dark, and the stage merely a severe block of stone at the front. The baths lie through a hallway past the theater. These are hot, Roman-style baths, with three main pools separated by stone walkways. The ceiling is held up by marbled columns. Patrons of the baths may change clothes in a room to one side. The library lies beyond the baths (yes, a berk's got to walk past naked bathers to visit the books). It's filled with wooden bookshelves, and has reading tables in its center. Other rooms lie beyond the library, but they have not been detailed by planewalkers.

Private Wings: These rooms are reserved for the power's own unknown use. Anyone trying to visit this area without Chiang's express permission is instantly annihilated.

Undercroft: This is basically a distorted mirror image of the temple above, an ideological as well as topographical inversion of Sung Chiang's sanctuary. Sung Chiang holds all his shady dealings in this inverted temple, the implication being that his beautiful world above is supported by the perverse (in fact, *in*verse) dark dealings below.

Updated Planescape™ Cosmographical Tables

A Brief Reference Guide to the Planes and the Realms and Towns Within Them

Abyss (infinite, interchangeable layers & realms — numbers only refer to the order in which they were catalogued by the Guvners)

River Styx

Layer/Realm 1: Plain of Infinite Portals
- ◆ Broken Reach
- ◆ Gallowsgate
- ◆ Razzorforge
- ◆ Styros
- ● Lakes of Molten Iron
- ● Tower of Chiryn (a succubus)

Layer/Realm 2: "Driller's Hives"
Layer/Realm 3: Forgotten Land
Layer/Realm 4: Grand Abyss
Layer/Realm 5: "Wormelion"
Layer/Realm 6: Realm of a Million Eyes (Great Mother's realm)
Layer/Realm 7: Phantom Plane (Sess'nnek's realm)
Layer/Realm 8: "Skin-shedder"
Layer/Realm 9: Burningwater
Layer/Realm 10: "That Hellhole"
Layer/Realm 11: Molrat
Layer/Realm 12: Twelvetrees
- ● Ship of Chaos

Layer/Realm 13: Blood Tor (Beshaba's realm; Umberlee's realm)
Layer/Realm 23: Iron Wastes (Kostchtchie's realm)
Layers/Realms 45, 46, 47: Azzagrat (Graz'zt's realm)
- ◆ Argent Palace
- ◆ Zelatar
- ● Zrintor, the Viper Forest

Layer/Realm 66: Demonweb Pits (Loth's realm)
Layer/Realm 67: Heaving Hills
Layer/Realm 68: Unnamed
Layer/Realm 69: Crushing Plain
Layer/Realm 70: "Ice Floe"
Layer/Realm 71: Spirac
Layer/Realm 72: Darklight
Layer/Realm 73: Wells of Darkness
Layer/Realm 74: Smaragd (Merrshaulk's realm; Ramenos' realm)
Layer/Realm 88: The Gaping Maw (Demogorgon's realm)
Layer/Realm 113: Thanatos (Kiransalee's realm)
- ◆ Forbidden Citadel
- ◆ Naratyr

Layer/Realm 142: Lifebane (Chemosh's realm)
Layer/Realm 181: Rotting Plain (Laogzed's realm)
Layer/Realm 193: Eshebala's Realm
Layer/Realm 222: Shedaklah (Juiblex's realm; Zuggtmoy's realm)
Layer/Realm 241: Grankhul's and Skiggaret's Realms
Layer/Realm 274: Durao (gateway layer)
Layer/Realm 303: Sulfanorum (smoking realm)
Layer/Realm 333: Hiddukel's Realm
Layer/Realm 377: Plains of Gallenshu (armanite realm)
Layer/Realm 399: Worm Realm (Urdlen's realm)
Layer/Realm 400: Woeful Escarand (nalfeshnee realm)
Layer/Realm 422: Yeenoghu's Realm
Layer/Realm 487: Lair of the Beast and Mansion of the Rake (Kanchelsis' realm)
Layer/Realm 503: Torremor (Pazrael's realm)
- ● Onstrakker's Nest

Layer/Realm 524: Vaprak's Realm
Layer/Realm 586: Prison of the Mad God (Diinkarazan's realm)
Layer/Realm 600: Endless Maze (Baphomet's realm)
Layer/Realm 643: Caverns of the Skull (Kali's realm)

Acheron (four layers)

River Styx

Layer 1: Avalas
- ■ Istvarhan (mobile orc fortress)
- ■ Mesk (Styx town)
- ■ Vorkehan (Merciviller town)
- ● Blue Cube
- ▲ Amatsu-Mikaboshi's Realm
- ▲ Clangor (goblin realm: Maglubiyet, Khurgorbaeyag, Nomog-Geaya)
  - ◆ Grashmok
  - ◆ Redspike
  - ◆ Stirring
- ▲ Nishrek (orc realm: Gruumsh, Bahgtru, Ilneval, Luthic)
  - ◆ Blood Armor
  - ◆ Broken Skull
  - ◆ Iron Fist
  - ◆ Rotting Eye
  - ◆ Three Fangs
  - ◆ White Hand
- ▲ Resounding Thunder (Lei Kung's realm)
  - ◆ Black Water
  - ◆ Eight-Devils-Laughing
  - ◆ Nihao
  - ● Firecracker Palace (Lei Kung's palace)

Layer 2: Thuldanin
- ● Mines of Marsellin
- ▲ Hammergrim (Laduguer's realm)
  - ◆ Coldember
  - ◆ Deathknell
  - ◆ Forgegloom
    - ● Court of Memory
  - ◆ Hopeglimmer

Layer 3: Tintibulus
- ● Hopping Tower

Layer 4: Ocanthus
- ■ Zoronor, City of Shadows (bladeling town)

Arborea (three layers)

River Oceanus
Mount Olympus

▲ Seelie Court (wandering realm)

Layer 1: Olympus
- ■ Thrassos
- ● Gilded Hall (Sensate post)
- ▲ Arvandor (Elven pantheon's realm: Corellon Larethian, Aerdrie Faenya, Erevan Ilesere, Hanali Celanil, Labelas Enoreth, Sehanine, Solonor Thelandira)
  - ◆ Grandfather Oak (treant town)
  - ● Evergold/Canathas (Hanali/Aphrodite)
  - ● Gnari (Erevan)
  - ● Ingmar Brook (gate to Alfheim in Ysgard)
  - ● Loth's Grove (abandoned)
  - ● Pale Tree (Solonor)
  - ● Roaring Gate (gate to the Beastlands)
  - ● Sparkling Sea (Deep Sashelas)
- ▲ Brightwater (Lunia's, Sharess', Sune's, and Tymora's realm)
- ▲ Chih-Nii's Realm
- ▲ Iallanis' Realm
- ▲ Olympus (Greek pantheon's realm: Zeus, Aphrodite, Apollo, Ares, Artemis, Athena, Demeter, Dionysus, Hephaestus, Hera, Hermes, Rhea)
  - ◆ Arkenos
  - ◆ Polykeptolin
  - ◆ Thalassia
  - ● Each Greek god's temple or hall
  - ● Mount Olympus
- ▲ Syranita's Realm

Layer 2: Ossa (Aquallor)
- ■ Elshava
- ▲ Caletto (Poseidon's realm)
  - ◆ Coldcurrent
  - ◆ Corilla
  - ◆ Pearldrop
- ▲ Deep Sashelas' Realm (wanders)

Layer 3: Pelion (Mithardir)
- ▲ Amun-thys (Nephythys' realm)
  - ◆ Bal-tiref

Arcadia (three layers)

Layer 1: Abellio
- ■ The Ghetto
- ■ Mandible (formian city)
- ● Citadel of the Cloud King
- ● Citadel of the Lightning King
- ● Citadel of the Rain King
- ● Citadel of the Wind King
- ▲ Anvil of Creation (Reorx's realm)
- ▲ Izanagi and Izanami
- ▲ Lu Hsing's Realm
- ▲ Marduk
  - ◆ Marduk
- ▲ Mount Clare Cabin

Layer 2: Buxenus
- ■ Melodia (Harmonia's town)
- ■ Harmonium Training Ground
- ▲ Arkhi
  - ◆ Mage's Rest
- ▲ Heliopolis (Ra, Isis, Osiris, Horus' realm)
  - ◆ Gizekhtet
  - ◆ Memphiria
  - ◆ Thekele-re
- ▲ Merlador's Realm

Layer 3: Nemausus (now in Mechanus)

Baator (nine layers)

River Styx

Layer 1: Avernus
- ■ Bel's Fortress
- ■ Darkspire
- ● Garden
- ● Pillar of Skulls
- ▲ Abthalom, the Nether Reaches (Takhisis' realm)
- ▲ Bargrivyek's Realm
- ▲ Draukarj (Kurtulmak's realm)
  - ◆ Frekstavik
  - ◆ Nibellin
  - ◆ Snjarll
- ▲ Tiamat's Lair

Layer 2: Dis
- ■ Dis (The Iron City)

Layer 3: Minauros
- ■ Jangling Hive, City of Chains
- ■ Minauros the Sinking
- ▲ Aeaea (Hecate's secondary realm)

Layer 4: Phlegethos
- ■ Abriymoch

Layer 5: Stygia
- ■ Tantlin, City of Ice
- ● Prince Levistus' iceberg
- ▲ Ankhwurgaht (Set's realm)
  - ◆ Khas-tep
  - ◆ Tukhamen
- ▲ Sheyruushk (Sekoah's realm)

Layer 6: Malbolge
Layer 7: Maladomini
- ■ Grenpoli, City of Diplomacy
- ■ Malagard

Layer 8: Cania
- ■ Mephistar
- ● Glacier Nargus

Layer 9: Nessus
- ● Malsheem (fortres)

The Beastlands (three layers)

River Oceanus
Yggdrasil

Layer 1: Krigala
- ■ Signpost (Signer town)
- ■ Tribyrove (wandering Wemic town)
- ● The Forbidden Plateau
- ● Standing Stones
- ▲ Filchnest (Quoi'inn's realm)
- ▲ Goldenroost (Remnis' realm)
- ▲ Skerrit's Glade

Layer 2: Brux
- ■ Al Karak Elam-Jhankhal
- ■ Wevsign (Signer town)
- ● Cat Lord's Prowl (also Petrix of the weretigers)
- ▲ The Library of All Knowledge (Deneir's and Milil's realm)
- ▲ Restweal (Puchan's realm)
- ▲ Seelie Court (wandering faerie realm, never in the same place twice)
- ▲ Ursis (Balador's realm)

Layer 3: Karasuthra
- ● Labyrinth of Fiery Doom
- ▲ The Misty Valley (Kura Okami's realm)
- ▲ The Owl Lord's Soar
- ▲ Stormhold (Stronmaus' realm)
- ▲ Zhan, The Grand Forest Beyond the World (Chislev's, Zivilyn's, and Habbakuk's realm)

Bytopia (two layers)

▲ Epimetheus, wanders

Layer 1: Dothion
- ■ Yeoman
- ● Baku's Graveyard
- ● The Wandering Treant
- ▲ Deephome (Calladuran Smoothhands' realm)
- ▲ The Golden Hills (Gnomish pantheon's realm)
  - ● Glitterhome (Garl Glittergold)
  - ● The Hidden Knoll (Baravar Cloakshadow)
  - ● The Great Hollow (Segojan Earthcaller)
  - ● Smoughaven (Gaerdal Ironhand)
  - ● The Workshop (Nebelun the Meddler)
  - ● The Mithral Forge (Dandal Steelskin, also Ama-Tsu-Mara's realm)
  - ● Whisperleaf (Baervan Wildwanderer)
- ▲ Prosperity (Isis's realm)

Layer 2: Shurrock
- ■ Quarry
- ● CenterSpire
- ● Lair of the Adamantite Dragon
- ● The Ridiculous Tower
- ● Stonemah
- ▲ Hall of Justice (Kiri-Jolith's realm)
- ▲ Martyrdomain (Ilmater's realm)
- ▲ Windwrath (Tefnut's realm)
  - ◆ Ston-khat
- ▲ Principality
  - ◆ Pax Benefice
  - ● The Nest of the Phoenix
- ▲ Quietude (Isis' realm)
- ▲ Valorhome (Kuan-ti's realm)

Layer 2: Eronia
- ● Precipice
- ▲ Dweomerheart (Mystra's realm)
- ▲ The Great Mother's Garden (Chauntea's and Liu's realm)
- ▲ Great Mountain of the East (Enlil's realm)
- ▲ HarpHearth (Bragi's realm)
- ▲ Mirror of the Moon (Tsuki-Yomi's realm)
- ▲ Morninglory (Lathander's and Ushas' realm)
- ▲ Soulearth (Urogalan's realm)
- ▲ Woodhaven (Hiatea's realm)

Layer 3: Belierin
- ● Quesars' Birthplace
- ● Rubicon
- ▲ The Refuge of Night (Nut's realm)

Layer 4: Thalasia
- ■ Portico
- ● The Thalastrom
- ▲ Citadel of the Sea (O-Wata-Tsu-Mi's realm)
- ▲ Isles of the Blessed (Belenus' and Brigantia's realm)
  - ● Avalon
- ▲ Selkies' Grotto (Surminare's realm)
- ▲ Trishna's Realm (roams with Deep Sashelas)

Carceri (six layers)

River Styx
Mount Olympus

Layer 1: Othrys
- ■ The Bastion of Last Hope (Anarchist town)
- ▲ Mount Othrys (Titans' realm)
- ▲ Palace of Thunder (Raiden's realm)

Layer 2: Cathrys
- ■ Fetaphon
- ▲ Palace of Poison Tears (Talona's realm)
- ▲ The Steading (Grolantor's realm)
  - ◆ Harn Bonebreaker's Fort

Layer 3: Minethys
- ● Coeus' Temple
- ▲ The Mausoleum of Pain (Talazure's realm)
- ▲ The Rack of Injustice (Kartontor's realm)
- ▲ Trickster's Delight (Barrafaire's realm)

Layer 4: Colothys
- ■ Gallowshome
- ■ Gaola
- ■ Straifling
- ● Crius' Temple
- ● The Vault
- ▲ Ellaniath (Vhaeraun's realm)
- ▲ The Land of the Hunt (Malar's realm)

Layer 5: Porphatys
- ● Oceanus' Temple

Layer 6: Agathys
- ● Apomps' Three-Sided Palace (gehreleth realm)

Elysium (four layers)

River Oceanus
Yggdrasil

Layer 1: Amoria
- ■ Release From Care
- ● The Asuras' Bridge
- ▲ City of the Star (Ishtar's realm)
- ▲ Contemplation (Majere's realm)
- ▲ Domain of the Day-Long Sun (Savitar's realm)
- ▲ Healers' Home (Mishakal's realm)

Gehenna (four layers)

River Styx
Mount Olympus

Layer 1: Khalas
- ■ Fo Jung Po
- ● Abomination's Lair
- ▲ Aknuthrak (Gaknulak's realm)
- ▲ Chetsin (Squerik's realm)
- ▲ Corrugrave (Math Mathonwy's realm)
- ▲ Teardrop Palace (Sung Chiang's realm)

Layer 2: Chamada
- ■ Nimicri
- ● Tower of the Arcanalohs
- ▲ Bastion of Hate (Iyachtu Xvim's realm)
- ▲ Palace of Deception (Sargonnas' realm)
- ▲ Rictus (Maanzecorian's realm)
- ▲ Thraotor (Memnor's realm)

Layer 3: Mungoth
- ■ Hulgis' Cleft
- ■ Portent
- ▲ Death's Embrace (Mellifleur's realm)
- ▲ Ondtland (Loviatar's realm)
  - ◆ Aasbern
  - ◆ Smertzen

Layer 4: Krangath
- ▲ The Night Below (Shargaas' realm)
  - ◆ Cold Fever

The Gray Waste (three layers)

River Styx
Mount Olympus
Yggdrasil

Layer 1: Oinos
- ■ The Town at the Center
- ● Khin-Oin, the Wasting Tower (yugoloth site)
- ● Lodestone of Misery
- ▲ Crystal Spire (Kelemvor's realm, formerly Cyric's Bone Castle)
- ▲ Fleshslough (Yurtrus' realm)
- ▲ Fortress of Disease (Morgion's realm)
- ▲ The Glittermell (Abbathor's realm)
  - ◆ The Village
- ▲ Urdsrest (Kurtulmak's realm)

Layer 2: Niflheim
- ■ Death of Innocence
- ■ The Town at the Center
- ● Lodestone of Misery
- ▲ Annwn, the Isles of the Cursed (Arawn's realm)
  - ● The Fortress of Annoeth
  - ◆ Annoeth
  - ◆ Branwallis
  - ◆ Cauldron
  - ◆ Fionna
- ▲ Dark of Night (Kaza's realm)
- ▲ Niflheim, Hel's Domain
- ▲ The Palace of Loss (Shar's realm)
- ▲ Rezuriel (Panzuriel's realm)
- ▲ Shadow Keep (Mask's realm)

Layer 3: Pluton
- ■ Corpus
- ■ The Town at the Center
- ● The Hill of Bone
- ● Lodestone of Misery
- ▲ Aeaea (Hecate's realm)
  - ◆ Thalatta
- ▲ Hades, the Underworld (Hades' realm, also the Furies)
- ▲ Hagsend (Cegilune's realm)

Limbo (layers undefined)

Yggdrasil

- ■ Barrataria (halfling town)
- ■ Blooming City (elemental town)
- ■ Shaskar'loc (githzerai town)
- ■ Tradeport
- ● Shawning Stone (Ghaddi)
- ▲ Agni's Realm
- ▲ Fennmarel (Fenmarel's realm)
- ▲ The Flame Void (Sirrion's realm)
- ▲ Knight's Rest (Tempus' and the Red Knight's realm)
- ▲ Shaundakul (Shaundakul's realm)
- ▲ Shina-Tsu-Hiko's Realm
- ▲ Ssendam's Realm
- ▲ Susanoo's Realm
- ▲ Swarga (Indra's realm)
- ▲ Vayu's Realm
- ▲ Ygorl's Realm

Mechanus (each realm is an individual cog; actual number unknown)

- ■ Delon-Estin/Oti
- ■ Fortress of Disciplined Enlightenment (Guvner town)
- ■ Haven
- ▲ Anu's Way
- ▲ Everwatch (Helm's realm)
- ▲ Jade Palace (Shang-ti's realm)
- ▲ Mycelia (Psilofyr's realm)
- ▲ Nai No Kami's Realm
- ▲ Nemausus (Arcadia's third layer)
- ▲ Regulus (modron realm)
  - ● Modron Cathedral
- ▲ Rudra's Realm
- ▲ Varuna's Realm
- ▲ Yama's Realm

Mount Celestia (seven layers)

Layer 1: Lunia
- ■ Fortress Eternal and Everlasting
- ■ Heart's Faith
- ■ Nemmiron
- ■ Soul's Desire
- ● Tower of Fire
- ▲ The Court (Tyr's secondary realm)
- ▲ Nectar of Life (Brihaspati's realm)
  - ◆ Omyriel
  - ● Katsudarma Library
  - ● Pinnacle of Indigo
- ▲ Shifukujin's Realm
- ▲ Trishna's Realm (roams with Deep Sashelas)

Layer 2: Megaera
- ● Bahamut's Palace
- ▲ Amaterasu's Realm
- ▲ Gorothir (Surya and Mitra's realm)
  - ◆ Marrashad
  - ◆ Pashrita
- ▲ Truehearth (Torm's realm)
- ▲ Vishnu's Realm

Layer 3: Ysgard
- ● Glass Turn
- ▲ Green Fields (Halfling pantheon's realm: Yondalla, Arvoreen, Cyrrollalee)

Layer 4: Solania
- ● First Monastery of the Planes-Militant
- ▲ Chung Kuel's Realm
- ▲ The Dome of Creation (Paladine's realm)
- ▲ Erackinor (Dwarven pantheon's realm: Moradin, Berronar Truesilver)
  - ◆ Berronar's Side
  - ◆ Istor's Forge
  - ◆ The Rift
  - ◆ Stonefall
  - ● Soul Forge
- ▲ Kuan Yin's Realm
- ▲ Uroboros, the Gates of Wisdom (Jazirian's realm)

Layer 5: Merition
- ■ Empyrea, City of Tempered Souls
- ■ Rempha, City of the Sands of Time
- ■ Soqed Hezi, City of Swords
- ● Arvenna, the Chanting Grounds

Layer 6: Jovar
- ■ Yetsirah, the Heavenly City

Layer 7: Chronias

The Outlands (nine layers)

- ■ Sigil
- ■ Excelsior (gate town to Mount Celestia)
- ■ Tradegate (gate town to Bytopia)
- ■ Ecstasy (gate town to Elysium)
- ■ Faunel (gate town to the Beastlands)
- ■ Sylvania (gate town to Arborea)
- ■ Glorium (gate town to Ysgard)
- ■ Xaos (gate town to Limbo)
- ■ Bedlam (gate town to Pandemonium)
- ■ Plague-Mort (gate town to the Abyss)
- ■ Curst (gate town to Carceri)
- ■ Hopeless (gate town to the Gray Waste)
- ■ Torch (gate town to Gehenna)
- ■ Ribcage (gate town to Baator)
- ■ Rigus (gate town to Acheron)
- ■ Automata (gate town to Mechanus)
- ■ Fortitude (gate town to Arcadia)
- ▲ Caverns of Thought (Ilsensine's realm)
- ▲ The Court of Light (Shekinester's realm)
- ▲ The Dwarven Mountain (Vergadain's, Dugmaren Brightmantle's, and Dumathoin's realm)
  - ◆ Ironridge

Ysgard (three layers)

Yggdrasil

▲ Seelie Court (wandering realm)

Layer 1: Ysgard
- ■ Skeinheim (Ring-giver town)
- ■ Steadfast (bariaur town)
- ▲ Alfheim (Ysgardian elves' realm)
  - ◆ Frey's Hall
  - ● High Grove
  - ● Xeno's Tower
- ▲ Asgard (Norse realm: Odin, Frigga, Frey, Freya, Idun, Loki [also Pandemonium], Tyr [also Mount Celestia])
  - ◆ Himinborg
  - ● Bifrost
  - ● Norse Gods' Halls, including Valhalla and Gladsheim
- ▲ Gates of the Moon (Selune's and Soma's realm)
  - ◆ Mahogany
  - ● Infinite Staircase
- ▲ Hachiman's Realm
- ▲ Jotunheim (Surtr's and Thrym's realm)
  - ◆ Meerrauk
  - ◆ Okalnir
  - ◆ Utgard
- ▲ Merratet (Bast's realm)
  - ◆ Bresiris
  - ◆ Eowr
  - ◆ Rummm
- ▲ Netaph (Anhur's realm)
- ▲ O-Kuni-Nushi's Realm
- ▲ Shou Hsing's Realm
- ▲ Soul of Music (Branchala's realm)
- ▲ Vanaheim (Vanir realm: Frey, Freya, Noatun, Ulir)
  - ◆ Noatun
  - ● Sussrumnir (Freya's hall)

Layer 2: Muspelheim
- ▲ Muspelheim (Surtr's realm)
  - ◆ Njarlok
  - ● Spire of Surtr

Layer 3: Nidavellir
- ▲ Aasterinian's Realm
- ▲ Nidavellir (Ysgardian dwarf and gnome realm; Muamman?)
  - ◆ Ashbringer
- ▲ Svartalfheim (Eilistraee's realm [dark elves])
  - ◆ Dokkar
  - ◆ Yggwyrd
- ▲ Gzemnid's Realm (beholder realm)
- ▲ Hidden Realm (Annam's realm)
- ▲ The Hidden Vale (Gilean's realm)
- ▲ Mausoleum of Chronepsis
- ▲ The Palace of Judgment (Yen-Wang-Yeh's realm)
- ▲ Realm of the Norns
- ▲ Semuanya's Bog
- ▲ Scales of Wealth (Shinare's realm)
- ▲ Sheela Peryroyl's Realm
- ▲ Thoth's Estate
  - ◆ Thebestys
- ▲ Tir na Og (Celtic pantheon' realm: Daghdha, Diancecht, Goibhniu, Lugh, Manannan mac Lir, Morrigan, Oghma, Silvanus)
  - ▲ House of Knowledge (Oghma's realm in Tir na Og)
  - ▲ Tir fo Thiunn (Manannan mac Lir's realm in Tir na Og)
- ▲ Tvashtri's Laboratory
- ▲ Wonderhome (Gond's realm)

Pandemonium (four layers)

River Styx
Yggdrasil

▲ Gorellik (wandering realm)

Layer 1: Pandesmos
- ■ The Madhouse
- ▲ Ho Masubi's Realm
- ▲ Towers of Ruin (Halos' realm)
- ▲ Winter's Hall (Loki's and Auril's realm)

Layer 2: Cocytus
- ● The Harmonicon
- ● Howler's Crag
- ▲ Hruggekoloht (bugbear realm)
- ▲ Shattered Castle (Cyric's realm)

Layer 3: Phlegethos
- ■ Windglum
- ▲ Diirinka's Realm
- ▲ The Maelstrom (Zeboim's realm)
- ▲ Unseelie Court

Layer 4: Agathion

Ysgard (three layers)

Yggdrasil

▲ Seelie Court (wandering realm)

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- ■ Skeinheim (Ring-giver town)
- ■ Steadfast (bariaur town)
- ▲ Alfheim (Ysgardian elves' realm)
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  - ◆ Dokkar
  - ◆ Yggwyrd

KEY:

PLANE (number of layers)
Special Feature (highlighted by bold text)
Layer (layer number and name)
- ■ Independent Town
- ● Site (within a realm or independent)
- ▲ Realm (key power, powers, or inhabitants)
  - ◆ Realm Town (influenced by local powers)

These tables may be expanded periodically as the multiverse is explored and mapped.

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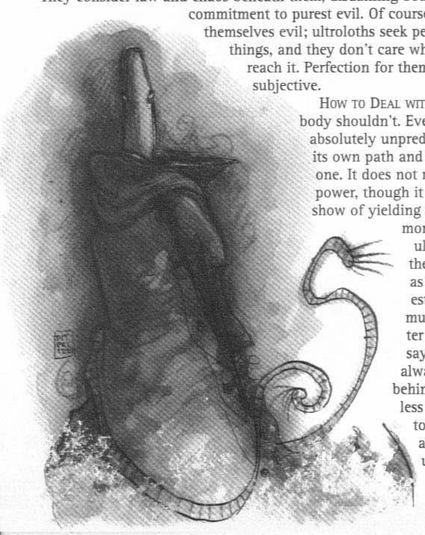
YUGOLOTH SOCIETY

GREATER YUGOLOTHS

ULTROLOTHS

The rulers of the yugoloth race, ultroloths are perfectionists and schemers. They consider law and chaos beneath them, disdaining both in favor of a commitment to purest evil. Of course, they don't call themselves evil; ultroloths seek perfection in all things, and they don't care who they step on to reach it. Perfection for them, naturally, is subjective.



How to Deal with an Ultroloth: A body shouldn't. Every ultroloth is absolutely unpredictable, following its own path and bowing to no one. It does not respect greater power, though it might make a show of yielding before it; the next moment, the ultroloth may treat the greenest prime as if he was the wisest being in the multiverse. No matter what an ultroloth says, something's always brewing behind its expressionless face, and it's sure to bode no good for anyone but the ultroloth.

MARRAENOLOTHS

The marraenoloths act as a bridge between the crass material power of the lesser yugoloths and the subtle magical and mental power of the greater. As the ferrymen of the Styx, the marraenoloths are said to know its every twist and turn. Whether this is actually true is a matter for speculation, but no one's ever seen a marraenoloth unsure of its location.

How to Deal with a Marraenoloth: The best way to reach a marraenoloth is through its purse. For the right fee, a marraenoloth can take a passenger anywhere the River Styx flows. Magic and money aren't all it lives for, however, and a body ought to make sure that he honors any deal he cuts with one of these creatures.

THE BAERNOLOTHS

The baernoloths are creatures of mystery. They're thought to be the oldest of the yugoloths, the most expert of the race in cunning and craft. Chant has it that they're the ones who taught the ultroloths the trade of manipulation and betrayal, and that they're the ones who've planned the entire course of the yugoloth race.

The reclusive baernoloths remained on the Gray Waste during the great yugoloth exodus to Gehenna. Some have apparently gone mad; perhaps it's just a show to confuse those studying the yugoloth race. Regardless, an encounter with a baernoloth is rare. Even yugoloths can live their whole millennia-long span without ever seeing one of their progenitors.

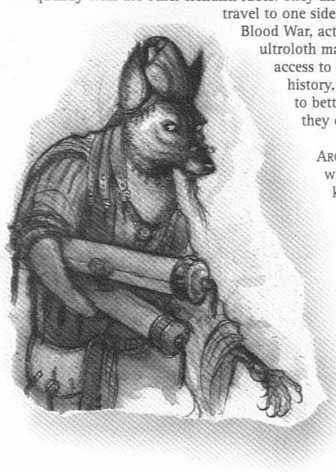
It's totally dark as to what the baernoloths know, what they've guessed, and what they've influenced. They've hidden their agendas, their origins, and their plans from mortal and immortal eyes both.

Rumor has it that the baernoloths select certain ultroloths to keep ancient secrets. The ultroloths who earn this secret knowledge rise far and above the rest of their kind. Chant is that the General of Gehenna has received almost all the knowledge the baernoloths have to impart.

How to Deal with a Baernoloth: No mortal has ever met with one of these creatures and returned to tell the tale. That eliminates any tried and true method of dealing with one.

ARCANALOTHS

Arcanaloths are the second most powerful creatures in the yugoloth race. They're record-keepers and contract-makers, the ones who deal most frequently with the other fiendish races. They allow yugoloth mercenaries to travel to one side or another in the endless Blood War, acting under orders from their ultroloth masters. The arcanaloths have access to the vast stores of yugoloth history, and they use this knowledge to better themselves with every deal they cut.



How to Deal with an Arcanaloth: Any blood dealing with an arcanaloth ought to know that the creature's always looking to get ahead. It treats everyone as stepping-stones to ultroloth status, and though it may be oily and friendly with all it meets, a body can be sure that the fiend's just sizing him up for his potential use. Hinting at esoteric information without giving too much away (even if a body doesn't have such knowledge) is the best way to survive an encounter with an arcanaloth – though the yugoloth is sure to come back to harvest the information later.

NYCALOTHS

As the observers and scouts for the Blood War, nycaloths report all they see and learn back to their arcanaloth or ultroloth masters. Some say that the nycaloths are the ones who give the signals for yugoloth armies to betray their employers. Whatever the truth, nycaloths remain the lowest of the greater yugoloths because their information benefits only their superiors, never the nycaloths themselves.

How to Deal with a Nycaloth: Little interests a nycaloth except observation of the Blood War and the knowledge of how to turn this information to its own ends. A nycaloth is always cautious and careful, and a body can usually leave an encounter with one unscathed – but it's still best to be prepared.

YUGOLOTH CREATIONS

Mistaken sages have classified several creatures as yugoloths that are not true yugoloths. The guardian yugoloths (see the Monstrous Manual™ tome) are such creatures, as are the canoloths (PS MCII). The true yugoloths, angry at being inconvenienced by the summoning spells of pesky mortals, decided that it would be best to create a new breed of creatures that could answer these calls in their place.

Thus, to summon a yugoloth, a spellcaster must know both its public name and its secret name. If a summoner knows only one of the names, he winds up with a gehreleth or one of the created yugoloths, rather than one of the true ones.

LESSER YUGOLOTHS

YAGNOLOTHS

Yagnoloths are the nobles of yugoloth society who rule over the lesser yugoloths. They hold their power at the sufferance of the ultroloths, and they're all tremendously proud of the fact that they've got the personal notice of the ultroloths – never dreaming that every single yugoloth above their level is *also* under the personal command of the ultroloths. Since they have the power to judge and execute higher-ranking yugoloths, yagnoloths tend to think of themselves as nigh-invincible, and they show it in their attitudes.

How to Deal with a Yagnoloth: Chant is it's impossible to deal with a yagnoloth. A yagnoloth is vainglorious and proud, and it'll treat a body as it sees fit. The best way to handle a yagnoloth is to stay away from it. If that's impossible, then appealing to its pride and ability is probably the best way to go.

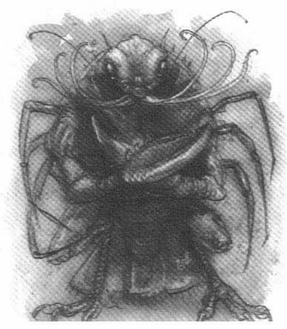
HYDROLOTHS

Hydroloths are scouts and mercenaries, the most respected of the lesser yugoloths. They swim the waters of the Styx, free from the fear of losing their memories and their experiences. This alone makes them rare; their ability to kill swiftly distinguishes them even further.

How to Deal with a Hydroloth: A hydroloth doesn't usually deal with the average berk. It prefers to kill quickly and vanish just as swiftly. If it must stop and speak with someone, the hydroloth does it as efficiently as possible. A hydroloth is a creature of action, and it respects action – not words. Someone who's equally devoted to action might win something from the yugoloth, but it's unlikely.

PISCOLOTHS

The piscoloths are the first real commanders in the yugoloth army. They oversee the mezzoloths and the dergholoths, acting as brutal slave-drivers for the creatures that rank below them. They're hateful and cruel, but they've also got a taint of law in them; this is the first step yugoloths take toward understanding law as well as chaos. These are also the yugoloths that're most often killed by their lessers. The turnover rate here is mighty high.

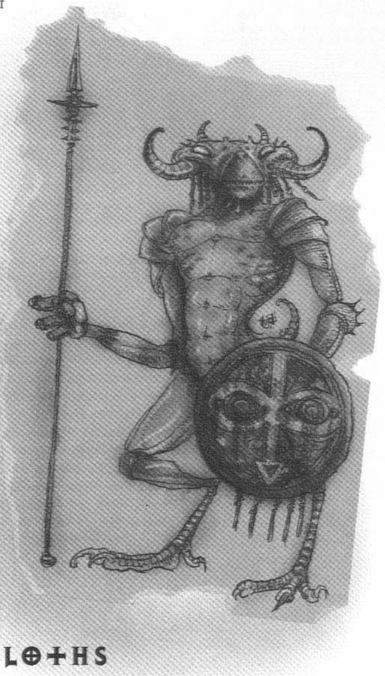


How to deal with a Piscoloth: Dealing with the creature from a position of seeming equality usually works best. A body can deal most effectively with a piscoloth without trying to challenge the yugoloth's tenuous authority, and without showing oneself to be subservient. But frankly, it's easier to make a deal with one of its higher-ups than to chance angering the piscoloth.

DERGHOLOTHS

The second-lowest of all yugoloths, the dergholoths also suffer from the rank-and-file mentality, but they show a cruel streak to those who live below 'em. They're not as powerful as the mezzoloths, but they put on a good act. They're learning to bluff, but they still don't have a command of the art.

How to Deal with a Dergholoth: Outright threats are usually effective. Since the dergholoth knows that its own caste is based on bluff, it hesitates when that bluff is called. But a body'd better be sure he knows what he's doing – otherwise, he might find himself facing down a horde of mezzoloths called by the dergholoth.

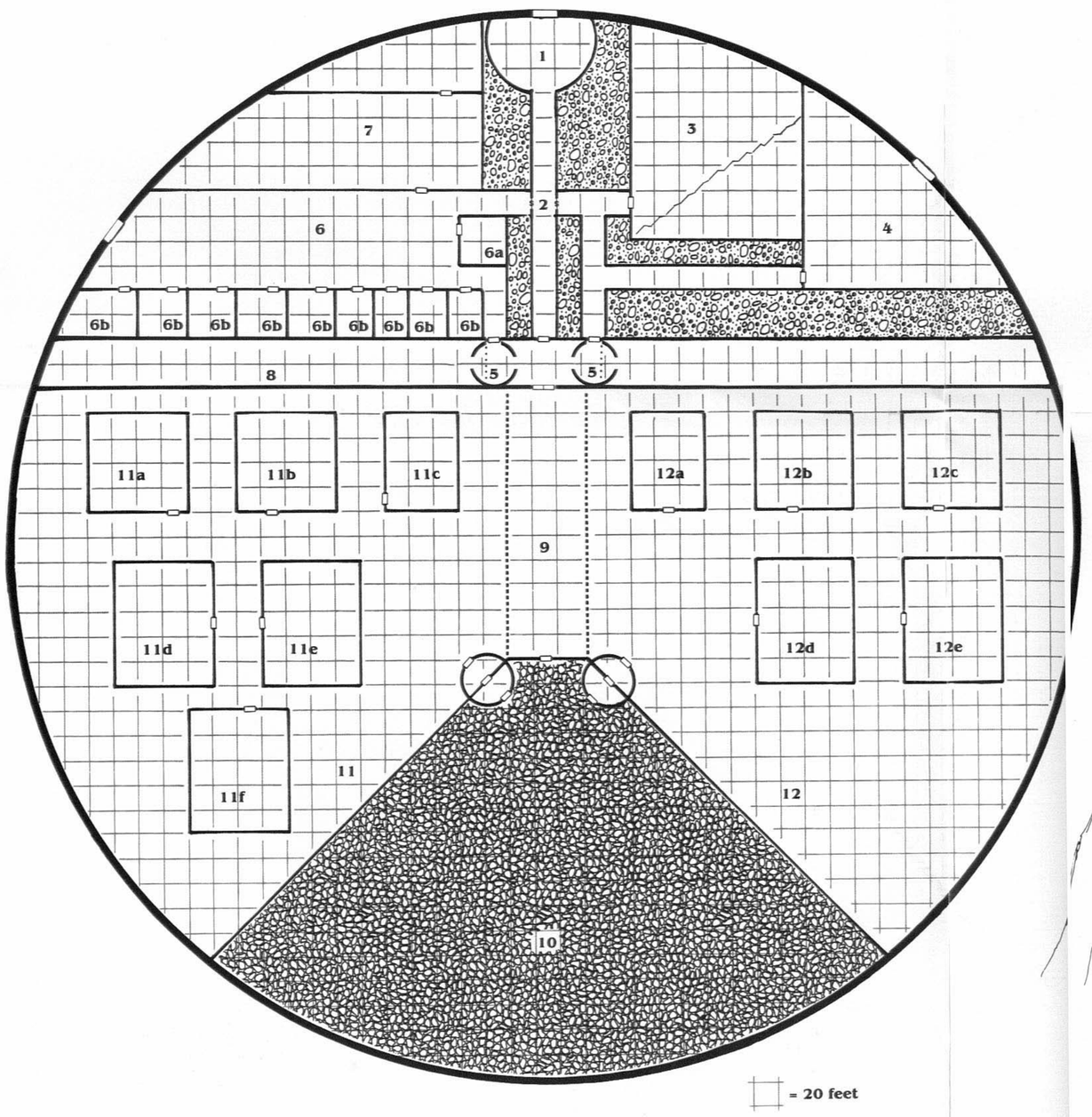


MEZZOLOTHS

Mezzoloths are the lowest of the low, the least important of the yugoloths. They're the rank and file of the yugoloths' Blood Warriors, and they number beyond counting. Though low in caste, mezzoloths are quite powerful physically, and a body'd be well advised to steer clear of them. What they lack in subtlety, they make up in sheer savagery.

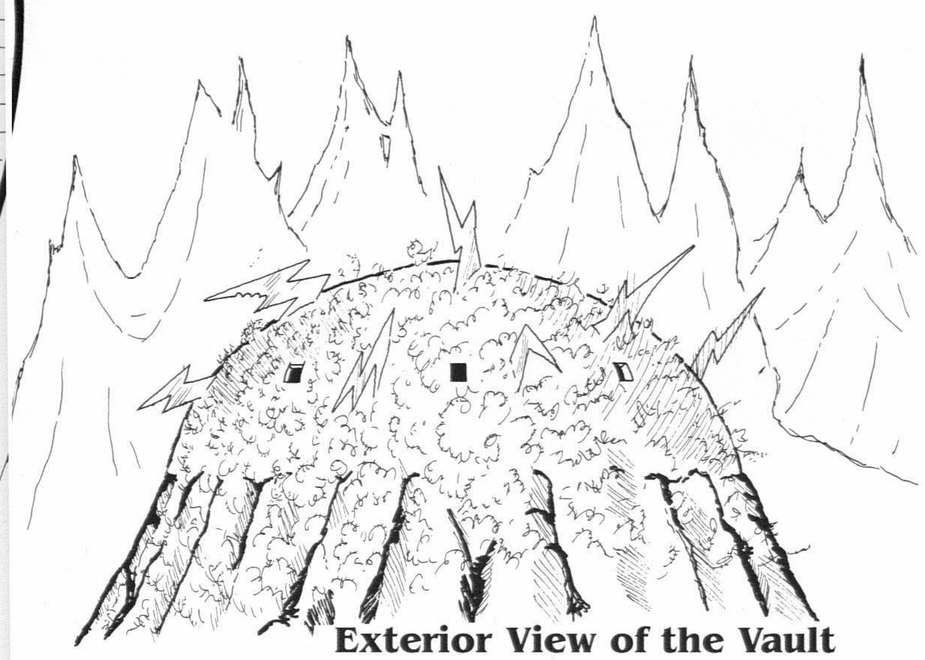
How to Deal with a Mezzoloth: Pretending to have power beyond the creature's is best, as a mezzoloth is easily bluffed. However, a mezzoloth that's ready to move up to the next level might well call a body's bluff, so a traveler had best be ready to back up his words.

The Vault



1. Arrival Room
2. Hall of Realization
3. Interrogation Chamber/Records Room
4. Thaman's Office
5. Guard Towers
6. Mess Hall and Common Room
6a. Kitchen and Pantry
6b. Barracks
7. Exercise Room
8. Barrier and Hell Hound Run
9. Passage Into the Vault
10. Exercise Yard
11. Women's Quarters
11a–b. Murderers
11c–d. Revolutionaries
11e–f. Thieves
12. Men's Quarters
12a–b. Murderers
12c–d. Thieves
12e. Revolutionaries
S = Secret Door

See the "Prison Break" adventure in *Adventures of Conflict* for full details.



Exterior View of the Vault

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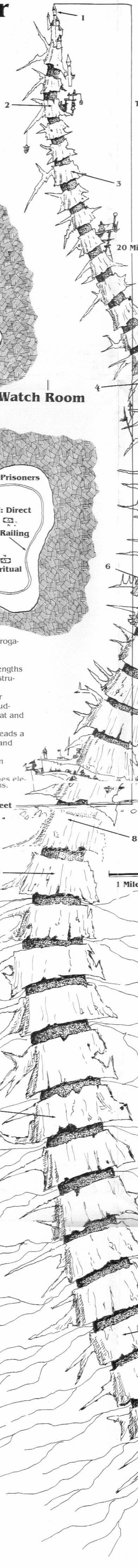
Khin-Oin, the Wasting Tower

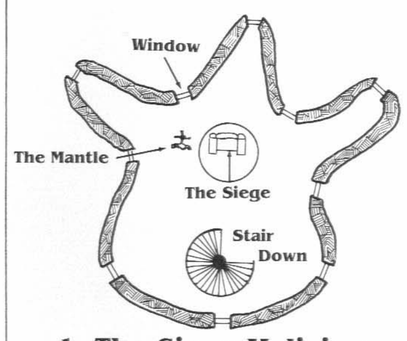
Sights and Sounds of the Wasting Tower

The Wasting Tower personifies its inhabitants; like the yugoloths, it's dangerous, unpredictable, and thoroughly evil. A body wandering through Khin-Oin might encounter some of the following sensory and physical experiences. Of course, this list barely begins to catalog the possibilities; DMs are encouraged to come up with additional curiosities.

1. An ultroloth follows the party as they wend through the tower. It hangs back, never communicating with them and simply observing their progress. If they confront it, it nods to itself and disappears quickly through side passages.
2. Screams of pain and pleasure reverberate through a sloping tunnel. They don't seem to come from anywhere, but hang echoing in the still air.
3. Dark and evocative smells rise from the floor, bringing to mind sights of carnage and bloodshed, conflicting strangely with images of sunlight dappling leaves on trees.
4. Flashing lights of white, black, and purple play like a nimbus around the apex of a tall chamber, their cold presence emanating evil and creating icicles.
5. Slime-encrusted earthen passageways cause visitors to slip and slide down into a room that resembles nothing so much as a large stomach. Those standing in this room for more than 5 rounds must save versus paralyzation or suffer 1d6 points of damage per round thereafter as caustic mist enters their lungs.
6. A pulse-like thunder resounds behind a door encrusted with spikes and chains. If someone opens the door, a huge gout of black liquid spurts across his entire body.
7. Howling winds shriek around a completely dark, cathedral-crowned room. If someone stops and listens to the wind for too long, a hideous pattern and melody to the wind becomes apparent — a berk listening to the wind for 1 turn after she discovers the melody loses a point of Wisdom (no save).
8. In a room guarded by an iron door, explorers find more evidence of the yugoloths' heinous nature. A proud deva hangs in chains in a mystic triangle, its arms and legs spread wide. The blood which has spilled onto the ground forms arcane runes.
9. A small-scale model of a city sits in the midst of a huge chamber. Closer inspection reveals an entire society making its home in the city, a race of unusual cruelty and brutality. An arcanaloth watches the city intently, taking notes on a stylus.
10. Great gears turn and wheels spin with a ratcheting noise that seems to shake the entire tower, guiding rivers of stench-ridden fluid and flesh to an unknown destination.
11. Gently tinkling bells and aromatic flowers line the hallway; a feeling of benevolence and love permeates this suite of chambers.
12. Red traceries line the walls, each one as thick through as a giant's wrist. The traceries spin counterclockwise. It's only when the great black orb appears on the wall that a body realizes that the entire wall is really a single immense eye.
13. Thirty-two slightly sticky steps lead up to a rusted door that drips toxins. Behind the door lies a black gulf through which no light penetrates.
14. A forest of chains fills this mile-tall chamber, their lengths and spikes hiding untold dangers. Each spike and chain seems to have caught a shred of flesh. Yugoloths of all castes roam through here, challenging anyone they run across to combat. This area is one of the many drill grounds of the tower.



1. The Siege Malicious

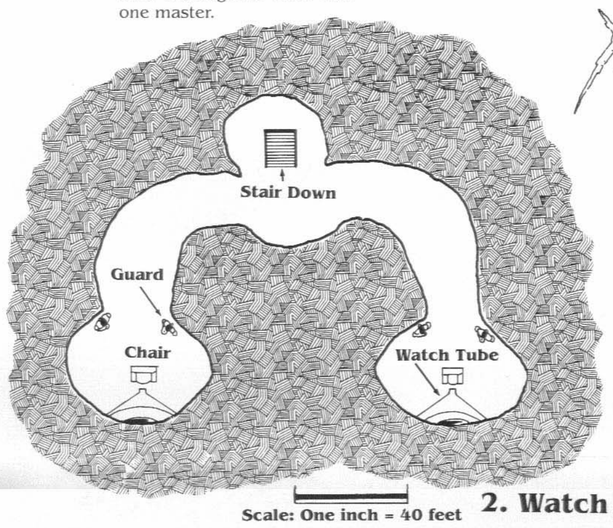


1. The Siege Malicious

Only the Oinoloth — the master of the Wasting Tower — may sit on the huge throne of the Siege Malicious. The Siege forever changes anyone who dares the throne; nevertheless, the yugoloths seem to believe that the power and position granted by the Siege Malicious are worth any price.

Scale: One inch = 20 feet

2. Watch Room

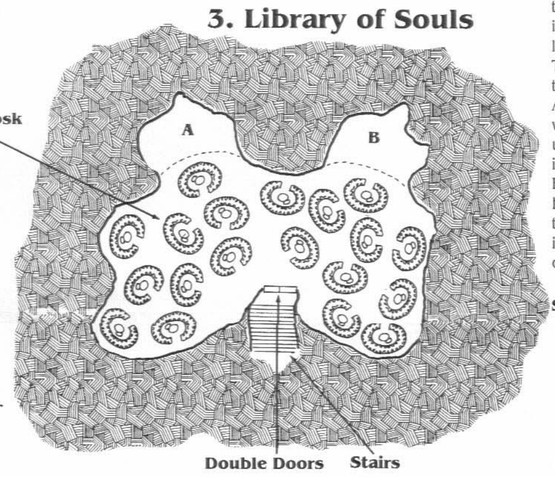


2. Watch Room

From the watch rooms, guards survey both the interior of Khin-Oin and the miles of blasted ground that surround the tower. Numerous watch rooms are scattered throughout the Wasting Tower, each with a different area of surveillance. Sentinels can be bribed to keep track of a particular individual's movements — but chances are they're profiting from the wages of more than one master.

Scale: One inch = 40 feet

3. Library of Souls



3. Library of Souls

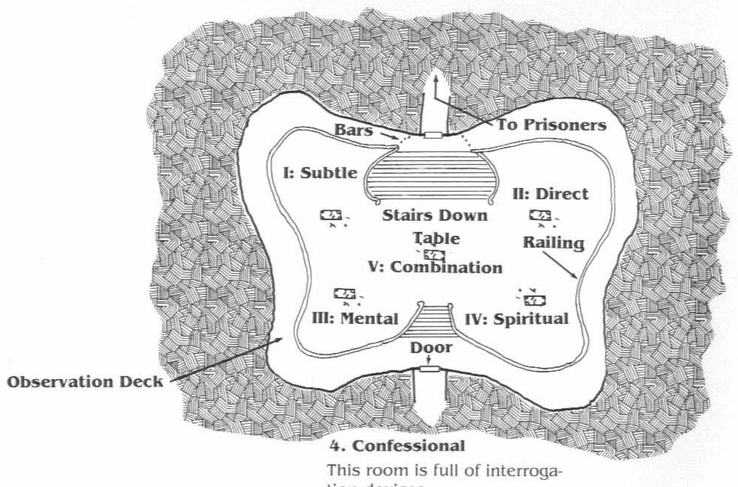
Double-sided circular bookcases are scattered throughout the library. Tables and chairs inside each bookcase allow for leisurely reading and research. The 100-foot-high shelves contain thousands of scrolls.

A: A vast "bloodwell" holds the warm blood which yugoloths use to record contracts and inscriptions.

B: Stored here are stacks of blank paper of myriad consistencies and materials, including the skins of many different creatures.

Scale: One inch = 100 yards

4. Confessional



4. Confessional

This room is full of interrogation devices.

I. Subtle: Includes small blades, piercing tools, lengths of hose, and delicate instruments.

II. Direct: Includes larger blades, spikes, saws, bludgeons, and flames of heat and cold.

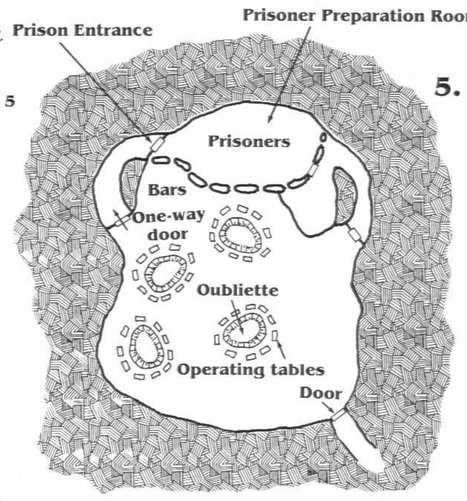
III. Mental: This device reads a body's innermost fears and actualizes them.

IV. Spiritual: Examination purely through belief.

V. Combination: Combines elements of all four methods.

Scale: One inch = 50 feet

5. Mental Laboratory



5. Mental Laboratory

Here the yugoloths investigate prisoners' mental attributes, thought processes, and strength of belief through both physical and psychological examination.

one inch = 100 feet

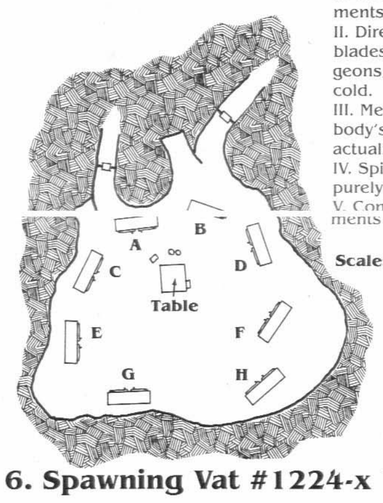
Getting Around the Wasting Tower

Surprisingly, the tower isn't closed to those who want to explore its stygian depths. Fiends other than yugoloths are barred from its halls, but humans, demihumans, and other mortals are free to enter. Of course, they're subject to whatever whims the yugoloths may conceive, and it's a chancy business getting around the place one way or another.

Oddly, despite the fact that all yugoloths can *teleport*, they use stairs, slides, and magical elevators to get around the tower. Maybe they can't teleport within the confines of Khin-Oin, or maybe there's a stricture against doing so, but they all move around the tower physically.

Many places in the tower are totally off-limits to some beings. Mortals aren't allowed into these places, but they shouldn't feel too bad about it — some yugoloths aren't permitted in either. Further, there's infinitely more to the tower than the rooms listed on this map, and a body shouldn't think that he's seen the whole place — ever. The tower holds more twists and turns and secret passages than a mortal can imagine.

6. Spawning Vat #1224-x



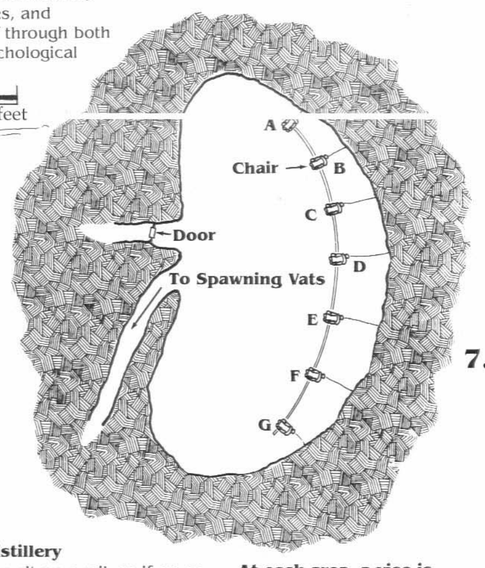
6. Spawning Vat #1224-x

In this freezing cold room, horrific creatures are assembled and given life. Each shelf/freezing unit has one type of body part arranged in precise order. A tool rack hangs above the central table, providing easy access for the surgeon connecting the various body parts.

Scale: One inch = 20 feet

A: Heads
B: Antennae
C: Arms
D: Hands
E: Torsos
F: Tails
G: Legs
H: Feet

7. Distillery



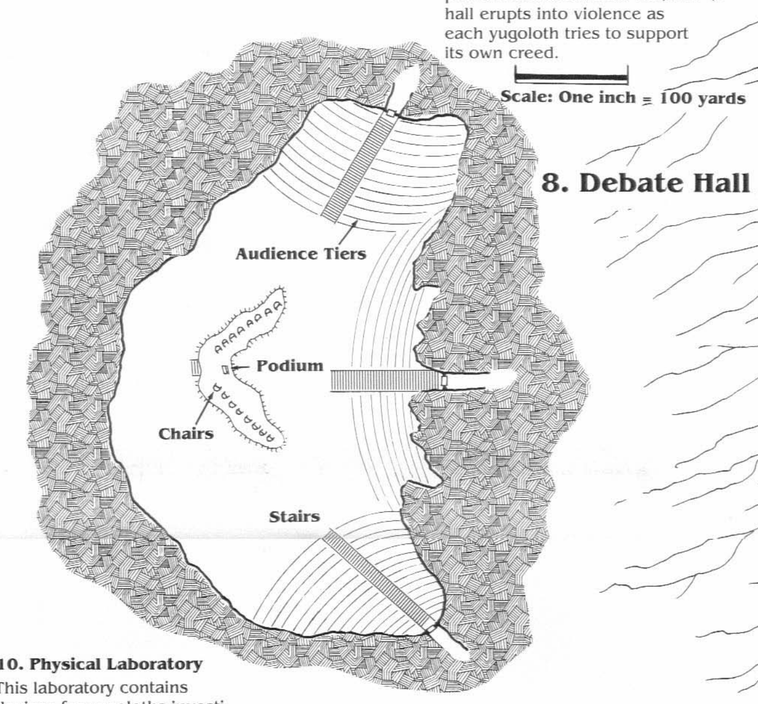
7. Distillery

Chairs sit on a rail, as if on an assembly line. Vices are distilled in liquid form; tubes run from the backs of the chairs at each area to reservoirs hidden in the back wall. Drained bodies are disassembled and taken to the Spawning Vats (#6).

Scale: One inch = 20 feet

At each area, a vice is removed as indicated:
A: Envy
B: Sloth
C: Greed
D: Lust
E: Gluttony
F: Pride
G: Wrath

8. Debate Hall

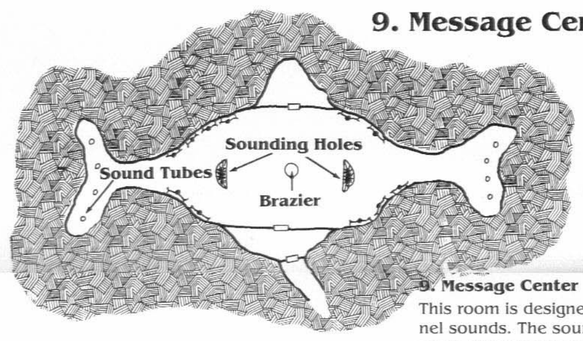


8. Debate Hall

In this hall, the elite argue their cases and visions before their peers. More often than not, the hall erupts into violence as each yugoloth tries to support its own creed.

Scale: One inch = 100 yards

9. Message Center

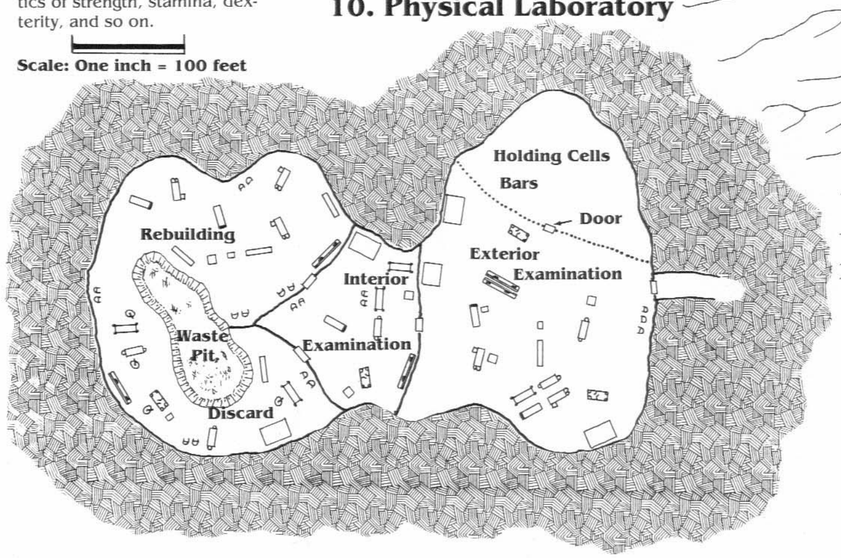


9. Message Center

This room is designed to channel sounds. The sounding holes lead throughout this level; each level has its own message center. The screams of prisoners alert the yugoloths to important communications. Different implements induce different screams to produce different messages.

Scale: One inch = 20 feet

10. Physical Laboratory

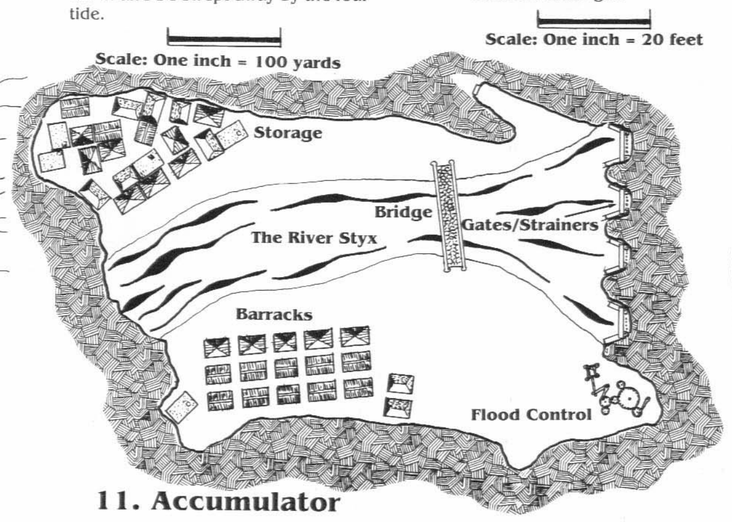


10. Physical Laboratory

This laboratory contains devices for yugoloths investigating the physical characteristics of strength, stamina, dexterity, and so on.

Scale: One inch = 100 feet

11. Accumulator



11. Accumulator

The River Styx flows through the tower, and the huge gates gather the bodies of poor sods who had the misfortune to fall in and be swept away by the foul tide.

Scale: One inch = 100 yards

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✦ Planar Sects ✦

Out on the planes, organizations arise which have their own philosophies, agendas, and concerns. Though they're much like the factions of Sigil, these sects usually have little influence or interest in the City of Doors. Most factions don't take these groups seriously.

Presented here is a quick summary of each sect's ideals and goals, what they do on the planes, and any recent developments within the sect. For full details, see the product in which the sect first appeared. If the Dungeon Master approves, player characters may belong to one of these sects rather than to one of the standard 15 factions.

Two sects have not been included here: The Children of the Vine and the Vile Hunt. The Children (introduced in *Planes of Chaos*) are a group of dissolute bubbers, unsuitable as PCs. The Vile Hunt were designed as villains; they first appeared in *A Player's Primer to the Outlands* and figure prominently in the adventure *Something Wild* (March 1996 release).

The Anarch's Guild

(Chaos Masters, Groundsmen)

THOSE WHO CONTROL THE TERRAIN, CONTROL THE BATTLE.

— ANARCH'S GUILD PROVERB

Unlike many sects, the Guild has a specific local purpose – although "local" in this context refers to all of Limbo. The sect is virtually unknown outside that plane, because its sole purpose is to train anarchs in the use of the chaos-shaping proficiency. And since chaos-shaping only works on the churning matter of Limbo, there's little enough reason for chaos masters to leave.

Those interested in chaos-shaping should be aware that in the hands of a highly trained master, this skill may produce remarkable results. Thing is, the Guild is strictly a githzerai institution. Given the nature of that insular race, it's rare that any berk from another race learns the dark of true chaos-shaping.

Anarchs are valued by the other dwellers of Limbo (not counting the slaadi), since they make sure dwellings and solid ground continue to exist.

CURRENT CHANT. A young Guild member has been trying to adapt the principles of chaos-shaping for use outside Limbo, reasoning that his sharply honed will – which shapes matter to his bidding on Limbo – should allow him to affect matter elsewhere. Older members of the Guild scoff at the attempt, but others aren't sure it's a completely barmy idea.

SOURCE: *Planes of Chaos.*

The Dispossessed

(Exiles, Chippers)

Some sods who've been exiled or banished by offended wizards, rulers, or powers take to the planes with a chip-on-the-shoulder attitude, trying to prove to the multiverse that scorned them that they're capable of handling anything thrown at them. These berks call themselves the Dispossessed. They believe life has cast them aside, as if they were beneath notice.

Exiles seek attention by ruffling feathers and picking fights just to prove how tough they really are.

This sect is strongest on Pandemonium and Carceri, the two most "popular" planes of exile. The Dispossessed visit Sigil looking to make trouble, simply because of the town's supposed importance in the grand scheme of the multiverse.

Given their antagonistic attitude, the Dispossessed don't have allies. Nonetheless, the Fated, the Indeps, the Anarchists, and the Signers find something to admire in the sect's take-on-the-world attitude. The Harmonium, on the other hand, finds them particularly obnoxious.

CURRENT CHANT. A group of Exiles have joined together to help the outcasts on Carceri escape from the ultimate prison. They're preparing to summon gautiere from the wastes of Minethys, and looking for ways for the Titans – surely the greatest planar captives – to escape their millennia-long imprisonment.

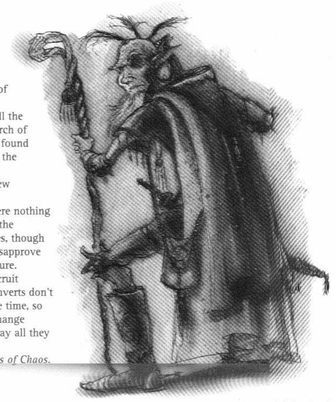
SOURCE: *Planes of Chaos.*

WHO DO YOU THINK YOU'RE TALKING TO, BERK. YOU WANNA TAKE THIS OUTSIDE?

— AGNOSSUS OF THE DISPOSSESSED

The Converts

(Chameleons, Turncoats)



OH! I'D NEVER LOOKED AT THINGS THAT WAY. I SEE YOUR POINT. CAN I BE PART OF YOUR FACTION NOW?

— PERMILLON OF THE CONVERTS

It's a common saying that the more a body learns, the more questions he has. Learning is simply a process of discovering how little a berk really knows. As soon as a cutter thinks he's learned the dark of it all, a new bit of information comes along and proves him wrong.

And so the Converts admit they don't have all the answers, and "sample" faction philosophies in search of the truth. A Convert joins a faction believing he's found the answer. While he belongs, he believes with all the passion of a fanatic. But when he comes to see the limitations of its philosophy, he searches out a new ideology to replace the old one.

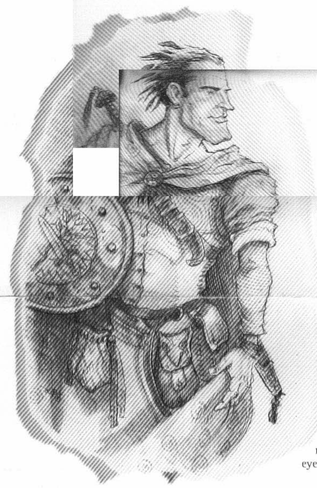
The Converts are strongest on Limbo, where nothing is for certain. The group is also well-suited to the Outlands. The sect has no true allies or enemies, though members of a Convert's chosen faction may disapprove of the Chameleon once they realize his true nature.

CURRENT CHANT. Anarchists are seeking to recruit Converts as the ultimate faction spies. Thing is, Converts don't just pay lip service to the faction they're a part of at the time, so getting one to turn stag is difficult at best. Once they change allegiances, though, Converts might be convinced to relay all they know about their previous factions.

SOURCE: *Planes of Chaos.*

The Guardians

(The Caretakers, The Protectors)



Members of the Guardians watch over the planes for evils that need to be stopped for the good of all. They protect those of virtuous beards from the ravages of evil. They don't force their views upon anyone, defending the defenseless when others' views are imposed upon the weak. As watchers, they don't meeddle unnecessarily, intervening only where there is evil to be vanquished.

Originally inspired by the guardinals' ideals, the sect's organization mirrors guardinal society. Though it's based primarily on Elysium, the sect has membbers and agents throughout the Outer Ring, Sigil, and these prime-material worlds.

With their hands-off attitude, the Guardians get along well enough with the majority of factions. The notable exceptions are the Doomguard, the Bleakers, and the Harmonium, whose entropic or unyielding philosophies clash with the Guardians' ideal.

CURRENT CHANT. Some Guardians have tumbled to a new and potentially disturbing dark: It seems that a group of assorted celestials (natives of the Upper Planes) are actually selling weapons to the fiends engaged in the Blood War. Their purposes for doing so remain hidden, but the Guardians have sworn to keep their eyes on this potentially explosive situation.

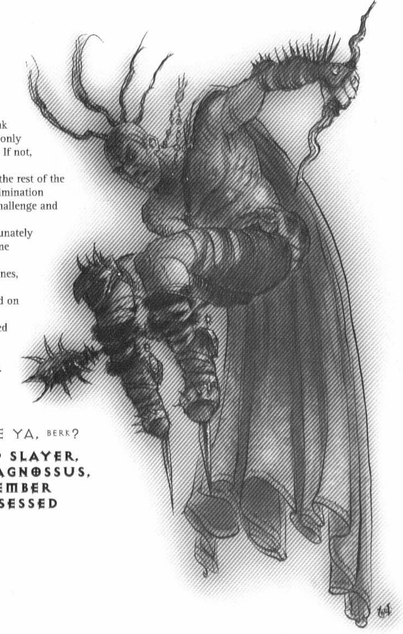
SOURCE: *Planes of Conflict.*

WATCH PATIENTLY. WAIT SILENTLY. AND WHERE EVIL REVEALS ITSELF, SMITE UNRELENTINGLY.

— A GUARDIAN FACTOR, INSTRUCTING A NEW CONVERT

The Ragers

(Brotherhood of Glory, the Glory-seekers)



Life is battle. A warrior cannot be measured by how much jink he has, nor by some leatherhead's philosophy. Warriors exist only to test their strength in battle. If a berk's worthy, he survives. If not, he was a coward and weakling who got what he deserved.

Members of this sect constantly test themselves against the rest of the multiverse. In a way, the Ragers see the cosmos as one big elimination tournament. A Rager never attacks without issuing a ritual challenge and offering potential foes the opportunity to decline the duel, acknowledging the Rager's superior strength and honor. Fortunately for the rest of the multiverse, Ragers spend a great deal of time killing one another for honor and position.

Ragers haunt Limbo and Ysgard but also wander the planes, looking for their next challenge.

CURRENT CHANT. Reports of a grand tournament to be held on the Outlands have the Ragers in a greater frenzy than usual. Veiled rumors suggest that the tournament's a hoax, organized by opponents of the sect to gather all the Glory-seekers in one place at one time – for purposes still dark.

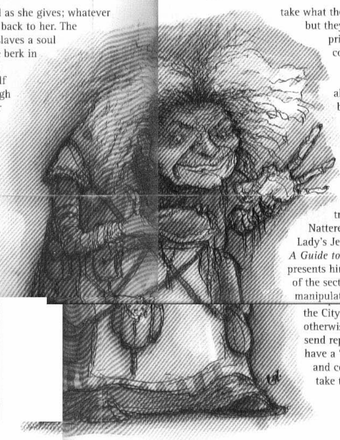
SOURCE: *PLANESCAPE MONSTROUS COMPENDIUM Appendix II.*

NOT SO TOUGH, WERE YA, BERK?

— THE RAGER CALLED SLAYER, TO THE CORPSE OF AGNOSSUS, A FORMER MEMBER OF THE DISPOSSESSED

The Ring-Givers

(Bargainers, Beggars)



A blood only gets as good as she gives; whatever a body gives away comes back to her. The lust for material items enslaves a soul to the cosmos, putting the berk in its debt. She who controls these urges controls herself and the multiverse. Through poverty, a cutter gains her heart's desire: service to a deity, peace, or power. On the plane of Ysgard, this barmy philosophy actually seems to work.

The Ring-givers are slowly gathering strength all around the Great Ring, but see their beliefs interpreted differently on different planes. They are strongest on Ysgard and Limbo, and are rapidly gaining followers on Pandemonium and the Abyss. Abyssal Ring-givers believe the multiverse owes them something in exchange for their gifts.

The Bargainers and the Fated hate each other vehemently. The Fated take what they want from the Ring-givers, but they always seem to pay a steep price in the end. The Ring-givers consider the Sensates depraved, intentionally seeking the multiverse's traps. The sect is allied with the Ciphers, as they both believe action is the key; the Ciphers just don't know that *giving* is the correct action to take.

CURRENT CHANT. Ingwe Alting, the Ring-giver factol, has been alerted to the schemes of the cross-trading knight Jeremo the Natterer, known in Sigil as "The Lady's Jester" (see *In the Cage: A Guide to Sigil*). Jeremo presents himself as a member of the sect, but his manipulative dealings in the City of Doors suggest otherwise. Ingwe plans to send representatives to have a "talk" with Jeremo, and convince the Jester not to take the sect's good name in vain.

SOURCE: *Planes of Chaos.*

GIVE AND THERS WILL GIVE TO YOU.

— FACTOL INGWE OF THE RING-GIVERS

The Mathematicians

The Mathematicians are a splinter group of the Guvners, drawn strongly to the gearworks of Mechanus.

Mathematicians believe that anything a berk can imagine exists somewhere on a far-off cog of the plane. They seek to discover the hidden secrets of Mechanus through the rigid application of logic; when the logic of the turning cogs is unlocked, so too will be the secrets of multiverse.

Mathematicians are neither wild dreamers nor greedy berks blinded by the prospect of power or treasure. They're serious thinkers convinced they can discover the secrets of the multiverse through hard thinking and calculation. Sect members only leave Mechanus if they're on the trail of some esoteric bit of knowledge that relates to the gears.

The Mathematicians are loosely allied with the Guvners, Hardheads, and the Mercykillers. Anyone with a fear or hatred of the chains of logic is naturally against the Mathematicians.

CURRENT CHANT. The sect continues to study the gears with single-minded intensity. If they've made any new discoveries lately, who'd know?

SOURCE: *Planes of Law.*

THE NUMBER OF GEARS IN MECHANUS? SIMPLY A MATTER OF CALCULATING THE NUMBER OF OBSERVED COGS AND THE AVERAGE DISTANCES BETWEEN THEM, MULTIPLIED BY A (THEORETICALLY) INFINITE SPACE . . . WHA? NO, OF COURSE I HAVEN'T COUNTED THEM!

— JACFOCAR, A MATHEMATICIAN

The Order of the Planes-Militant

(The Brethren, the Faithful)

As militant as their name, the Brethren defend the mighty fortress of Mount Celestia at all costs. They believe the seductions of evil, chaos, doubt, avarice, and evil are forever striving to undermine what is right and good and pure. The Brethren actively seek to destroy evil wherever it may be hidden.

Since its founding, the Order has greatly expanded its holdings by bringing over land from the Outlands. Members can be found on Arcadia and Bytopia, proclaiming their beliefs and seeking converts from the native populations. The Order also regularly raids the Lower Planes and smashes chaos and evil in the relatively neutral territories of Mechanus and Acheron.

The Brethren are loosely allied with the Hardheads and the Guvners. They work tirelessly to expose the false beliefs of the Fated, the Doomguard, and the Athar.

CURRENT CHANT. The active recruitment on Bytopia has led to some trouble with the natives; some Bytopians complain that the Order has overstepped its bounds and is threatening all who do not subscribe to its ideals. (See the adventure "Militancy Justifies the Means" in the *Adventures in Conflict* book.)

SOURCE: *Planes of Law.*

THE ORDER IS MORE THAN OATH, MORE THAN FEALTY, MORE THAN SERVICE. IT IS LIFE AND HOPE FOR ALL THAT IS GOOD.

— INDIGO THE STUTTERER

The Verdant Guild

(The Wylders)

The wilderness is the foundation of all life. The wild places have existed for eons, and should continue to flourish for untold ages. Without the resources of the wilderness, civilization itself is doomed. Therefore, the wilderness must be preserved from the forces of civilization, evil, and destruction.

The Guild strives to preserve the Beastlands and all wild places in danger. The Wylders don't propose to burn down all the burgs and head back to the caves; they merely wish to avoid the elimination of wild areas and wildlife throughout the planes. As nature is balanced, so should civilization and progress be balanced with a healthy respect for the wilderness and all things natural. Members of the Verdant Guild strive to seek this balance and never allow the callous destruction of natural beauty. All members of the sect wear some type of animal mask as a badge of office and a sign of their reverence for nature.

The sect makes the Beastlands its home, though members can be found on any good plane. Members visit other planes and prime-material worlds from time to time, watching over the wild areas.

The Signers, Sensates, and Ciphers get along well enough with the Wylders, while the nihilistic and self-serving poses of the Doomguard, the Dustmen, and the Fated go against the sect's grain.

CURRENT CHANT. Rumors are flying about the appearance of fiends on the Beastlands, and the Wylders are seeking a few good dashers to look into the matter for them. (See the adventure "Beyond the Forbidden Plateau" in the *Adventures in Conflict* book. Also, the Wylders oppose the schemes of the Vile Hunt in the adventure *Something Wild*, a March 1996 release.)

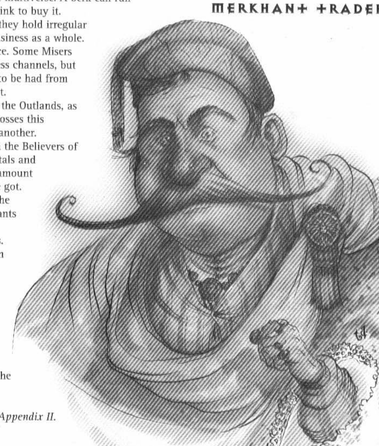
SOURCE: *Planes of Conflict.*

WE DON'T LIKE HUNTERS AROUND HERE, BERK. SO PUT THAT BOW AWAY BEFORE SOME CRITTER FEEDS IT TO YOU.

— ANONYMOUS WYLDER

The Merkhants

(Misers, Goldhounds)



Merkhants subscribe to a simple philosophy: Money is power. The accumulation of raw material wealth'll lead to dominion over the multiverse. A berk can run the whole bloomin' cosmos if he's got enough jink to buy it.

Most Merkhants work alone, although they hold irregular meetings to discuss matters that affect business as a whole. They'll help each other out – for a price. Some Misers work only through legitimate business channels, but many know of the massive profits to be had from doing business in the black market.

The Misers are strongest on the Outlands, as trade from all over the planes crosses this "middle ground" at one point or another.

The Merkhants are allied with the Believers of the Source, since they feel that mortals and powers are the same except for the amount of jink (and therefore power) they've got. Misers are also on good terms with the Fated. On the other hand, the Merkhants don't care for the Guvners and their trade-restrictive laws and tariffs. The Ciphers find the Misers' obsession with material wealth distasteful.

CURRENT CHANT. Hearsay about a new source of wealth – leaves of pure gold from Bytopia – have the Misers visiting the plane in droves.

Their appearance has caused some consternation in Bytopian trading burgs, since the Merkhants (as a matter of habit) are trying to acquire control of all trade and business on the plane. The native residents and the existing trade consortiums are considering ways to dissuade the acquisitive Misers.

SOURCE: *PLANESCAPE™ MONSTROUS COMPENDIUM® Appendix II.*

IT IS NOT PHILOSOPHY THAT RULES THE MULTIVERSE, NOR STRENGTH OF ARMS NOR MIGHT OF MAGERY. IT IS THE POWER OF WEALTH, AND NOTHING MORE.

— YANNEK DEVRY, MERKHANT TRADER

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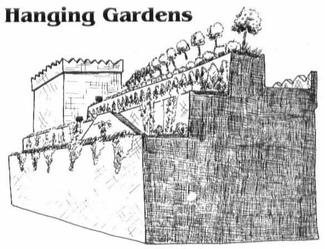
City of the Star

In the **Ray of Melodies,** street musicians wander playing sweet tunes that never seem to clash with other sounds they cross. The ray is filled with parks with orchestra and ensemble clearings, shops packed with musical (and sometimes magical) instruments, several bardic colleges, universities specializing in theories of music and others which experiment with the merging of music and magic, and carefully tucked-away safehouses where bards can learn the more thieflike aspects of their craft. It's a bard's paradise, and even the tone-deaf find their affliction lifted here.

In addition, exposure to the passionately played music can cure mental diseases and afflictions such as insanity, *feeblemind,* and psionically induced states or injuries in all good-aligned characters. (While there's no set "fee" for this healing, it's customary to make an offering to the goddess as a sign of gratitude; if it's neglected, the recipient loses the benefits once he or she leaves the city. Ishtar may be a benevolent power, but she doesn't like her gifts to be taken for granted.)

The Hanging Gardens



Sublime Seasonings — This spice shop offers fresh herbs and spices from across the multiverse. Many of the substances offered for sale have been grown in the city, and some of the rare herbs and roots can be used to concoct magical potions or as components in spellcasting.

The Lyceum — This amphitheater presents concerts and recitals almost constantly. Singers, instrumentalists, and bards are the most common performers, but the musicians often work in concert with writers, dancers, and other performers to present plays, musicals, and ballets. In addition, due to the acoustics of the Lyceum, many confidential conversations take place here as the melodies cover all but the loudest shouts.

Ray of Melodies

Gate of Rapture

Avenue of Earth

Ray of Natural Delights

The **Ray of Natural Delights** is filled with sights and smells to delight the senses. Vast arboretums thrive here alongside private gardens, and the flowers grown here are among the brightest to be found in the whole of the multiverse. Spellcasters may find any herb or plant needed for their spellcasting, and the water from the wells is easily enchanted into holy water. A body also finds a number of small private gardens, open-air farmer's markets, waterfalls, garden mazes, greenhouses, crystal ponds, and other examples of nature's beauty tamed to human scale.

This ray feeds the rest of the City; tucked along the wall beneath the Hanging Gardens are penned pastures for vast herds of livestock, and lush garden plots and farmlands that yield all manner of produce to feed the animals and the people. These areas are much larger than they appear; the farm and grazing lands seem to stretch for miles far beyond the physical city wall, but cannot be seen from outside the city. It's a simple enough trick (for a power, anyway): Ishtar simply creates small demiplanes off of her own realm to contain these areas.

The Celestial Gallery — Displayed here are the finest works produced by the artisans of the City of the Star. Most pay homage to the goddess in one way or another, but that in no way detracts from the elegance and beauty of the sculptures, vases, paintings, and other masterpieces on display. While the items are not for sale, this may be the only gallery in the cosmos from which works can be freely taken. If a visitor finds a particular piece to his liking, he simply can take it with him — as long as he doesn't try to leave the city with it. The goddess and her proxies don't like to see such beautiful items leave the city. (If this practice did not exist, no room'd be left in any gallery in the city.)

Gate of Ardor

Avenue of Harmony

Avenue of Hues

Ray of Artistry

The avenues and buildings of the **Ray of Artistry** display the residents' devotion to producing works of art. This devotion is evident everywhere: in the architecture, the tended gardens, the numerous fountains and statuary, and the street corners where woodcarvers, potters, and other street artisans display their creations for sale or for the admiration of others.

The mundane visual arts are appreciated here, and so is the Art of magic. The school of illusion/phantasm spells is much practiced here, and innovations and artistic variants in spells or items are common. Budding planar illusionists (and artists who use illusions in their works) may seek tutelage here.

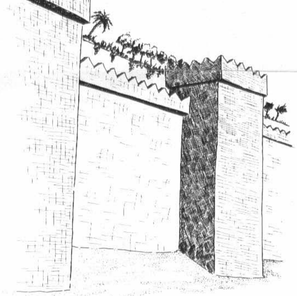
Palace of the Star Detail

Palace of the Star

Gate of Fervor

Gate of Love

Wall Detail



Risk's Passion Gambling House — One of the largest and most popular establishments of its kind, Risk's Passion offers plush surroundings for its customers. The proprietor, Jaxx Fornithax (Fe/♀ human/T3/NG) runs the casino. Competitive games (examples from the Prime include poker, craps, and blackjack) are preferred, as gamblers here enjoy the added excitement that other gamblers provide (rather than just trying to beat the odds). However, the truth remains that Ishtar's petitioners tend to win more often than outsiders. Perhaps this is due to the goddess' influence, or maybe the petitioners simply *want* to win more. Visitors to the City claim this only enhances the challenge.

Avenue of Reason

Gate ofDevotion

Avenue of Athletics

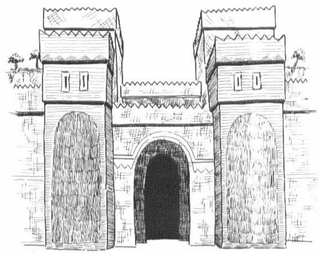
The Goddess' Arena — Here the most fit of Ishtar's followers test themselves in physical contests against one another and all comers. The prizes awarded to the winners don't mean much to the local competitors, as they compete simply for the thrill of the competition, but trophies do attract competitors from outside the City. And the more competition, the better the games. The current champion is Valarmor (Pr/♂ human/F9/LG), whose mastery of a unique martial arts form keeps even his strongest challengers off balance.

The **Ray of the Mind** challenges all to stretch the limits of their intellects and their imaginations. In the parks, assembly halls, inns, amphitheaters, and even on street corners can be found the most logical and measured analysis of the sciences outside of Mechanus, raging debates over the unreal realities of the multiverse, and experiments into the nature and limits of psionic powers and capabilities.

This ray houses more than just theorists, however. Writers, poets, and devotees of other intellectual passions that provide emotional fulfillment also make their homes here. Even the passion of gambling is popular here, and attracts many from across the planes seeking to test themselves against the resident gamblers (and the odds) of the City of the Star.

University of Metatheory — This informal association of philosophers, clerics, mages, and others gathers to discuss the nature of the multiverse. They're not concerned with factions, sects, or powers, seeking instead to know what lies *beyond* the planes. Just as the Clueless are shocked to learn their world is but one among many in an infinite space — which is itself but one of many planes — these thinkers wonder if all the beings on all the planes are still clueless about the true nature of things. Those interested in such mysteries can seek out these erudite thinkers for instruction or conversation.

Ray of the Mind



Gate Detail

Ray of the Body

In the **Ray of the Body,** perfection of the form and function of the body rule supreme. Any feat that requires physical prowess is pursued here: Juggling, dance, tumbling, acrobatics, archery, wrestling, and various martial arts from across the cosmos are practiced and perfected in the arenas, gymnasiums, and outdoor stadiums. Competition from outsiders is welcomed.

Nonevil characters seeking physical training, level advancement, a new fighting style, or training in a nonweapon proficiency such as tumbling or blind-fighting can hire a tutor here. This ray provides care of the body as well, and the physicians (experienced in both physical and clerical healing) are expert in dealing with all manner of physical ailments.

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