

SUZERAIN

NOCTURNE



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Our legal department requires we add this: Repeat after us, "I am not my character. I can't do the things my character can do because he is a fictional character in a fictional universe." In other words, do not do anything that might be dangerous to yourself or others. Roleplaying is meant to be fun.

We'd also like to explain that Suzerain is our take on reality with mythological and magical elements. It depicts religions and mythologies with a twist, differently perhaps than a true believer might see them. We mean no disrespect if you're such a believer but ask you to respect our right to our own interpretation.

Thank You

We'd like to say thank you to all those who donated their efforts to *Nocturne* (*Nightfall* as it was originally) before Savage Mojo took up the challenge of making it something other than an abandoned Kickstarter. Thank you for keeping the faith during dark times. Thank you for wanting to do the right thing for the backers. Together we've resurrected this gothic masterpiece. It's Aliiiiiive!

If you're a backer from those days, we'd love to hear what you think of the final setting: you can find us on the Savage Mojo Facebook and Google+ pages, at www.savagemojo.com and at hello@savagemojo.com. If you're not a backer of the Kickstarter, we'd love to hear from you too.

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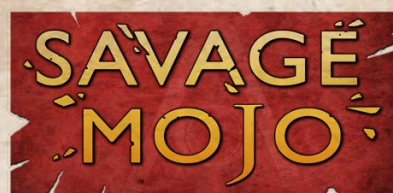
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For Players

Night has fallen, and it's a magical force in its own right: the Nightfall. Like a rolling cloud of darkest ink, a mist of pure night, it swallows people and transports them... elsewhere. It shrouds the land, a world where the impossible becomes possible, where death wears a grinning mask of metal and carries a scythe made from gears – where living shadows fight an endless war against the burning light.

Where adventurers must strive to keep from falling prey to the machinations of the Nightfall itself.

This is a horror setting at the outset, but where larger than life heroes have a chance to battle that horror. They might fall prey to the corruption of the Nightfall or they might beat it and rise to the heights of great power. During your game you'll write the story of the Nightfall through your own adventures.

On a larger scale, *Nocturne* is about the struggle between powerful Icons, individuals who define the setting by their existence and interactions. As a result, this book is about storytelling in a setting where there's a lot at stake. The Icons are opposed forces, destined to confront each other on the Nightfall's larger stage. The creation of new lands is an opportunity for them, but who will be trampled underfoot as they maneuver and reposition themselves?

There are dark and mature themes here, but *Nocturne* is more about a chilling feeling rather than in-your-face gore. If you want to take it that way, go ahead. Try to keep that creepy vibe at the same time, though.

Nightfall

When two realms drew together, each a force of dark, gothic fantasy, their collision was “the Nightfall”. A source of power in its own right, this event allows for people and... things... to be drawn between the shattered lands of the realms, feeding a sense of dread in those who live there.

Bloodstone: It's the year 1669 around the lands of Durnham and this alternate history is a realm of gothic horror, pure and simple. Ghouls, werewolves and witches (not the good kind) are your average creatures of the night here. Before the Nightfall you would expect slayers wielding flintlock pistols wearing thigh-length, stiletto-heeled boots. Now that the lands are twisted and reformed as a new realm, who will hunt the hunters?

WHAT IS NOCTURNE?

Nocturne is the chill down your back as shapes skitter in the fog, just out of sight. Inhuman shapes. It's the cold hunger of the walking dead. The shambling dead. The blood-feasting dead. It's the cobblestone alleyway where the town militia find one of their own, throat slit by a silver razor. It's the alchemist's laboratory high in the eaves of a crumbling manor house when lightning strikes and a stitched monster wakes. It's the castle in the mountains where an ancient curse created an eternal lord: he who stalks the landscape, ever hungry.

Yet *Nocturne* is also a mystery. How do you travel the lands when no map can show them all together? Who are the forgeborn, those enigmatic warriors of steel? What part do the mysterious mothmen play?

For players, this book supplies new options for adventurers, plus enough world information to help you settle in... but not to get too comfortable. For GMs, there's a full campaign, a crypt full of NPCs and critters, plus many secrets we hope your adventurers stumble upon, get ambushed by, or run screaming from. Perhaps all three. Have fun!

Darkshire: A dark fantasy from an alternate reality, the Year of the Mist, 1281 sees Lord Blackmyre ascendant, a tyrant and powerful sorcerer. He brings with him banshees, wraiths and his merciless Collectors. Hope is in short supply, and then the Nightfall consumes the realm, recreating it in a new image. Previously the resistance movement called the Bringers of Light fought bravely against Blackmyre's legions, but who will be a beacon of hope in the darkness now?

There is also Shadeside to consider:

Shadeside: A sentient city, Shadeside is the home of the forgotten, the dead and the strange. The collision of Bloodstone and Darkshire has been eagerly watched by the City of Waiting, and new portals between Nightfall and Shadeside have started to appear, in the middle of a circle of ancient trees, in the crypt of a desecrated church, or just behind a normal, creaking door to the pantry of a family home.

The collision of realms is like the collision of galaxies, a rare and unpredictable event. The Nightfall is the event and Nightfall is the new realm that's created. In fact, Nightfall's really a set of young realms, linked together by the collision. Yes, *Nocturne* represents an important moment in Suzerain lore, the destruction and creation of established realms.

As for the sentient city, Shadeside... you'll have to play the game to discover its motives.

The Nightfall breaks the realms of Bloodstone and Darkshire, pulling some lands from other realms and reshaping the shards of Bloodstone and Darkshire into new geographies of horror. Think of these new lands as a patchwork quilt stitched together by the Weave.

Let's have a look at the Weave and the six major lands of the new realm:

The Weave

Neither ruled by Icons nor traversed by the meek, the Weave is a series of ghostly pathways and is the main way to get from land to land. Many dangers lurk in the chaos of the Weave's ever-shifting design. At a crossroads in the middle of the Weave lies Haven, a town which offers a daytime sanctuary from the horrors of the Nightfall. No Icon rules it and the people who come here are safe enough until darkness descends and the brumelurks appear from the mist.

Durnham

A sunless land of grey, Durnham is the home of Lady Juliana Escrow, the Lady of Shadows. It's inhabited by her minions and was the heart of the Bloodstone realm before the Nightfall.

Sombria

The collision of two realms' mountains has created a new land of staggering peaks. Through the Nightfall it has become a clockwork realm, ruled by a terrible bloodthirsty forgeborn. Sombria is a dangerous place for living beings; they find little solace here and swiftly become overwhelmed by maudlin and sorrow.

La Luna

A beautiful and gorgeous land, La Luna is ruled by a powerful queen and gripped by fear. Both the queen and the Wolflord who opposes her are cursed to repeat a cycle of events for as long as the Nightfall allows.

The Churn

The seas of Bloodstone and Darkshire have merged and the roiling waters are home to two powerful warring Icons that churn the very ocean - hence this land's name. An ancient war machine and the mother of all sea monsters vie for supremacy in this place of islands and aquatic terrors.

The Fallen Land

The collision of realms sent shockwaves through the Continuum, loosening bonds between worlds; the Nightfall drew this place from another realm and now it's one of the Nightfall lands. The Fallen Land is a beautiful place of angelic towers, sweeping gothic architecture and an eternal war between the forces of the Daemon and the Paragon.

Amenthes

A part of the Egyptian underworld, drawn into the Nightfall realm just like the Fallen Land, Amenthes is an unforgiving expanse of desert controlled by an ancient being called Imehoten and by Empress Claudia - bitter adversaries in the power struggle for ultimate dominion. This is a place of sacrifices and powerful magic within the shifting, sandy wastelands.

Icons

Even as the land itself is sundered, the new realm of Nightfall is defined by a dozen powerful entities, each iconic to the realm, each a nexus anchoring the new reality in place. They're the key players in the opening moves of a new cosmic game, its endgame unknown... except perhaps to Shadeside, and the City of Waiting is maintaining an enigmatic silence.

Before the Nightfall, these Icons were Lords and Ladies, movers and shakers in their home realms. The Nightfall has altered all, corrupted some, and driven a few insane. While your adventurer may be lucky (or unlucky) enough to meet one or more of these individuals, they're primarily the forces shaping the new realm and not NPCs in the traditional sense. Their agents and their agendas though, those will be encountered by every would-be hero in the lands of Nightfall.

Lord August: A true selfless heroic Icon, Lord August burns away the shadow that is Durnham's encroaching melancholy. He gives off his own light so that some sun may rise in that grim land. He's really an aspect of giving and charity in that regard, the foil to The Lady of Shadows.

The Lady of Shadows: A maudlin ruler of a colorless land, Lady Juliana Escrow is the epitome of sorrow mixed with forlorn hope. She delights in causing sorrow through emotional turmoil so that people may understand her torment.

Count Federmir: The embodiment of eternal hunger and Icon of gluttony, Federmir is a forgeborn with an insatiable appetite for blood. He can be charming and enigmatic. Mostly though, he's vicious and ruthless. As the warped and reimagined form of Lord Blackmyre, he retains all the character traits which made him a tyrant before the Nightfall, but without the weak fleshy bits to make him vulnerable to revolutionaries or assassins.

Von Halzinger: The Icon who opposes Count Federmir, Von Halzinger is another forgeborn. He represents the power of a true monster hunter, which makes him an Icon of protection and comfort for the terrified people in Sombria.

The Lunar Queen: Ruling everything south of the Queen's Wall in the land of La Luna, Queen Katarin retains control with the help of her chief advisor, Yarika, head of the Militariat. The queen's tragedy is that love will thaw the hatred between herself and her arch enemy, only to have that moment snatched from them and history reset in an endless loop.

The Wolflord: Most powerful of all werewolves, Castigar Vale of Ikarth Vara is a creature of loyalty and not of unbridled rage as is often painted in myth and legend. Don't mistake this as weakness, for he's quite capable of savagery if necessary. The former prince is a good Icon doomed to repeat his life over and over again, until someone breaks the powerful curse over the land of La Luna.

Golgath: An ancient relic of a war between unknown gods, Golgath is an alien and distant Icon. As a living factory he employs a vast network of agents to aid his constant building. His true purpose is unknown, a mystery to the people of The Churn.

The Leviathan: The scourge of sailors and those who wish to rule the waves, the Leviathan is an incarnation of the ocean's terrible mystery and savage power. She resists Golgath at all turns in an effort to keep the secrets of the depths hidden.

The Daemon: A guardian and protector, The Daemon is a selfless creature of the Fallen Land who wages an endless war against the Paragon. She's closely tied to acts of protection for the downtrodden people of the land and represents an odd force for good in the realm of Nightfall.

The Paragon: If there's an Icon who represents greed and an overwhelming sense of self-worth, the Paragon is it. Corrupted by the Nightfall from his original purpose as a savior, the Paragon is ruthless in his desire to maintain order in his realm, no matter the cost; the wicked must be punished.

Imehoten: A being from the ancient Egyptian underworld, Imehoten's the archetypal god-king. His plans can take decades to complete and he's not averse to using diabolical means to get to his goal. He rules the City of Imehoten, a city of the dead.

The Empress: Claudia Verovius is Empress of Saronius, the city of the living. She's the most powerful woman in the land of Amenthes, her life dedicated to retaining control and keeping her status. A shrewd political manipulator, she maintains order by distracting the masses with decadent pleasures of all kinds.

THE START OF THINGS

In *Nocturne* we're starting your campaign in the town of Haven, in the middle of the Weave. The Nightfall engulfs your character's homeland and the next thing he knows he's propping up the bar at the Butchered Calf Inn. Sitting next to him are the other adventurers, drawn from their former lives. Only your group seems to remember anything about a time before the Nightfall.

It's a safe place to say hello and find out a little about the new realm your adventurers are in. People passing through have all the information you can read in the "For Players" section of this book, but if for instance you want to know more about Juliana Escrow, The Lady of Shadows, you'll need to work for that information.

Creating Characters

The new realm of Nightfall with its scattered lands can draw in characters from all sorts of places and walks of life. Vampire-hunting priests and werewolf-slaying warriors are all welcome. We're going to assume that you can make those kinds of characters yourself and instead focus on some more exotic options. After all, not every vampire is evil, and werewolves make very good werewolf hunters.

We're going to focus on three playable races and three classes for your adventurer, giving you plenty of new options related to the realm of Nightfall.

Races

Nightfall is a realm that mixes classic gothic horror with dark fantasy. As such there are fantasy races in some of the lands, and that's fine. There are also classic gothic horror races, and we're fine with your adventurer being one of those too.

In horror tales a little back-story goes a long way, so think about how your adventurer became a potential force for positive change. That's doubly important if he is a race that's traditionally a "bad guy" race... like these three.

Vampire

+2 *Int* or *Cha*

Vampires are attractive, charming, genteel, and all the things you'd expect from having an extended lifespan dating back to the "good old days." However, they also need mortal blood to sustain their horrible unlife, and that can ruin even the best relationship. Some vampires have a taboo against drinking the blood of innocents. Many do not.

Blood Is Life (Trait)

Your adventurer has four fewer recoveries, typically starting with a baseline of four instead of the usual eight, and his creature type is undead. In addition, when he hits with a natural even attack roll, he gains temporary hit points equal to double the target's level (3x the target's level at champion, 5x at epic).

Adventurer Feat: Increase your adventurer's total recoveries by one (usually to five).

Vitality Drain (Racial Power)

Once per battle as a free action, your adventurer can sap the vitality of a creature he hits with any natural 11+ attack roll. He gains a recovery, possibly taking him beyond his normal maximum, and the creature he hit takes extra damage equal to 1d6 times its level. Increase to 1d8/level at champion and 2d8/level at epic.

Champion Feat: When your adventurer spends a recovery granted by a use of this power, he heals additional hit points equal to the extra damage he dealt.

Vampiric Resistance (Optional Racial Power)

If you choose, your adventurer can gain this optional racial power in addition to his normal racial power. One battle per day, he gains resist weapon damage 14+.

When you pick this power you must also pick one weakness - exposure to sunlight, silver, running water, etc. While affected by his weakness your adventurer is vulnerable to all attacks, and must either lose the benefits of his racial powers and traits or lose the benefit of the escalation die (your choice) until the source of the weakness is gone.

Werebeast

+2 *Con* or *Dex*

Typically, the horrific transformation of the werebeast into a hybrid animal/humanoid takes place when the moon is full, but other phenomena can cause it, depending on the nature of the curse in question. Werebeasts are a staple of gothic horror and dark fantasy alike, and common across all the lands of the Nightfall realm.

Bestial Rage (Trait)

When your adventurer misses with a melee attack, he deals damage equal to his level to a random ally he's next to.

Your adventurer's crit range with melee attacks expands by 2.

Adventurer Feat: On a natural even miss, instead randomly choose an engaged enemy besides the target your adventurer missed to take your adventurer's normal miss damage.

Sign Of The Moon (Racial Power)

Once per battle, use this power as a free action when your adventurer scores a critical hit. The critical hit deals triple damage instead of double.

Your adventurer can instead expend his use of this power as a free action when he takes critical hit damage. He takes normal damage instead of double damage from that crit.

Champion Feat: Once per battle, your adventurer can triple the damage of a nearby ally who crits.

Werebeast Fury (Optional Racial Power)

If you choose, your adventurer can gain this optional racial power in addition to his normal racial power. One battle per day, he can add his highest physical ability modifier (Strength, Constitution, or Dexterity) to his melee miss damage.

When you pick this power you must also pick a weakness - lack of moonlight, silver, wolfsbane, etc. While affected by his weakness your adventurer is vulnerable to all attacks, and must either lose the benefits of his racial powers and traits or lose the benefit of the escalation die (your choice) until the source of the weakness is gone.

Sallowfolk

+2 Con or Wis

Many different types of artificial humanoids fall into this category, but they're most commonly constructed from dead body parts - think of Frankenstein's monster and you're on the right track. There's no consensus among scholars as to whether the combined souls of the corpses used in the ritual constitute a new soul by themselves, or if something else is required to truly replicate life.

Dead Already (Trait)

Your adventurer's creature type is undead, instead of humanoid. In addition, he doesn't make death saving throws. When he drops below 0 hp, he stays there until the end of the battle, unless healed or he dies by being reduced to negative points equal to half his usual maximum hit point total. When not in battle, your adventurer can heal using a recovery during a quick rest, or after two minutes.

Adventurer Feat: Your adventurer doesn't die until he's reduced to negative hit points equal to his normal maximum hit point total.

Abominable Vigor (Racial Power)

Once per battle, when your adventurer would be confused, dazed, stunned, or weakened, roll a normal save as an interrupt. On a success, he isn't affected by the triggering condition.

Champion Feat: One battle per day, your adventurer can use this power once per round as a free action.

Fractured Anatomy (Optional Racial Power)

If you choose, your adventurer can gain this optional racial power in addition to his normal racial power. One battle per day, as a quick action, he can gain a random benefit from one of his component parts. Roll a d6 to see what racial power he has for the rest of this battle.

Dwarven Resilience: He can rally as a quick action once this battle.

Half-Orc Ferocity: He can reroll one attack this battle and use either result.

Elf Mobility: He can teleport as a move action to a location he can see once this battle.

Gnome Cunning: He can daze one target he hits with a natural 16+ attack roll this battle.

Halfling Evasiveness: He can reroll one enemy attack roll that hits him this battle.

Human Versatility: Increase the escalation die by 1, or choose any other result.

When you pick this power, choose a weakness - holy symbols, silver, anti-magic fields, etc. While affected by his weakness your adventurer is vulnerable to all attacks, and must either lose the benefits of his racial powers and traits or lose the benefit of the escalation die (your choice) until the source of the weakness is gone.



Classes

A setting like the realm of Nightfall, itself a collision of a gothic and a dark fantasy realm, is bound to be home to some fascinating characters. Those who choose to adventure in such a place are likely to be the most varied and interesting of them all. Those who would become heroes are certain to have a slew of head-turning abilities at their disposal.

In order to help you create a unique hero-in-the-making, we're introducing three new playable classes for you to consider.

Darkstone Arcanist: Healing the sick, saving lives and maybe... creating life where life had gone. There have always been students of the *ars physica* in the realms of Bloodstone and Darkshire, those physicians who are willing to push medicine beyond the acceptable bounds of humanity. However, the dark energies released by the Nightfall have given such doctors new arcane power, for good or for evil.

A darkstone arcanist is one part wizard, one part mad scientist, with a dash of evil genius thrown in for good measure. Skilled in anatomy, alchemy, and arcane arts, this is a flexible path to power with plenty of applications. Such a hero could do great good in lands full of pain and suffering. At the edges of that power, though, is the skittering, whispering force of madness. The greater the power, the more insistent its voice.

Shrouded by the darkness of the Nightfall, even the greatest good is empowered by a touch of evil.

Haunted One: A collision of dark, gothic realms is bound to leave many corpses, the broken vessels of countless souls. Every day the horrors of the new lands add more to their number. There are a few, heroes and villains alike, who bind the shades of the dead into their own flesh as a source of power. For some it is to help ease their passing or to help those they left behind. For others... there are those who care nothing for the suffering of the dead or the living, or worse, who actively delight in it.

Haunted ones live in a shadowy half-existence with one foot in the physical world and one in the spirit world. They have power over the shades of the deceased, and when bound these shades in turn become a source of power for the shade binder. However, haunted ones need to be careful; an evil soul may want to be bound, to pervert goodness and fuel evil deeds, in the process affecting the shade binder's own soul.

Shrouded by the darkness of the Nightfall, even the best intentions can be obscured by the shade.

Bloodshire Slayer: The realms of Bloodstone and Darkshire collided, merging two sets of horrors into even greater nightmares across the shattered lands. A handful of warriors have risen to avenge these horrors' terrible deeds. Werewolves are bad news, vampires even more so, but the new slayers are infused with dark energy which gives them the power to take vengeance against all evil.

Bloodshire slayers live on the razor's edge between good and evil, as true a definition of "antihero" as you'll ever find. Some are even vampires who have turned against their own kind, desperate to retain their humanity by carrying out the right sort of carnage. But beware... in the deepest shadows are the slayers' opposite number, the slayers who would slay slayers.

Shrouded by the darkness of the Nightfall, nothing is black and white.

Darkstone Arcanist

Arcanists are poised somewhere between the pure magic of wizardry and the solid foundation of engineering. Accompanied by their creations, arcanists search out new sources of power with which to create wonders.

Arcanists are most likely to be found in workshops, foundries, or laboratories than headed out into danger; those who do go adventuring make sure to bring along their most trusted constructs as protectors and helpers.

Arcanists are a diverse bunch. The personal style of an arcanist shows through in his creations: one arcanist might create steel monsters crackling with energy, another might travel with constructs that look like sideshow performers or ballet dancers, and a morbid creator might prefer stitched-together flesh constructs. Actually, those are pretty popular.

Play Style

Arcanists are all about their constructs, directing them in battle to take on enemies. In combat, you control both your hero and his constructs, so this class is best suited for those who don't mind a bit of complexity.

If you're playing an arcanist you'll want to choose carefully what type of construct he creates: flesh golems, clockwork automatons, monsters of animated clay, and so on.

Some arcanist players might prefer to use all their talents to get extra constructs, but there are other options too: servitor constructs, mechanical parts for the arcanist character himself, and even limited access to magic.

Ability Scores

Arcanists gain a +2 class bonus to Dexterity or Intelligence, as long as it isn't the same ability you increase with your arcanist's +2 racial bonus. In combat arcanists rely much less on their attributes than other classes; their battle constructs do the hard work in a fight. However, a good Dexterity is required to hit things and to help your arcanist's AC, and his Intelligence determines how well made his constructs are.

Backgrounds

Possible backgrounds include: carnival owner, mad scientist (*"It's alive! Bwahahaha!"*), brooding natural philosopher, toy maker, dance troupe leader, and insane wanderer.

Melee Weapons

	One-Handed	Two-Handed
Small	1d4 dagger, screwdriver, wrench	1d6 club, crowbar, big wrench
Light or Simple	1d6 shortsword, rapier, hand axe, crowbar	1d8 spear, staff, big crowbar
Heavy or Martial	1d8 longsword, sword cane, really big wrench	1d10 greatsword, greataxe, sledgehammer, clockwork chainsaw

Ranged Weapons

	Thrown	Crossbow	Bow
Small	1d4 dagger	1d4 hand crossbow	—
Light or Simple	1d6 javelin, axe	1d6 light crossbow	1d6 shortbow, or spring-powered nail launcher
Heavy or Martial	—	1d8 heavy crossbow, or clockwork-driven repeating bow	1d8 longbow, or alchemically activated boom-stick

Note: We've given arcanists extra example weapons such as the 'alchemically activated boom-stick' and 'clockwork chainsaw'. These weapons are machines partially driven or held together by the arcanist's unique magic, and would probably break down and stop working in the hands of somebody who isn't an arcanist.

Gear

At 1st level, an arcanist starts with light armor (probably tough leather work clothes, coats with hidden pockets full of tools and spare gizmos, armored corsets, and almost definitely goggles), a melee weapon or two (probably a wrench, a crowbar, or the like), a ranged weapon or two (a crossbow, a clockwork nail-shooter, or some other mechanical device), and other mundane gear as suggested by his background. An arcanist also has access to all the tools he needs to create and repair his constructs, and always has the ability to scrounge up new tools or improvise if his tools are lost.

Gold Pieces

Arcanists may start with either 50 gp or 1d8 x 10 gp.

Armor

Armor Type	Base AC	Atk Penalty
None	10	—
Light	14	—
Heavy	15	-2
Shield	+1	-2

Level Progression

Level	Total Hit Points	Total Feats	Class Talents	Level-up Ability Bonuses	Damage Bonus From Ability Score
1	(6 + CON mod) x 3	1	3		ability modifier
2	(6 + CON mod) x 4	2	3		ability modifier
3	(6 + CON mod) x 5	3	3		ability modifier
4	(6 + CON mod) x 6	4	3	+1 to 3 abilities	ability modifier
5	(6 + CON mod) x 8	5	4		2 x ability modifier
6	(6 + CON mod) x 10	6	4		2 x ability modifier
7	(6 + CON mod) x 12	7	4	+1 to 3 abilities	2 x ability modifier
8	(6 + CON mod) x 16	8	5		3 x ability modifier
9	(6 + CON mod) x 20	9	5		3 x ability modifier
10	(6 + CON mod) x 24	10	5	+1 to 3 abilities	3 x ability modifier

Stats

Initiative, AC, PD, MD, Hit Points, Recovery Dice, Feats, and some Talents are level dependent.

Ability Bonus	+2 Dexterity, or Intelligence (different from racial bonus)
Initiative	Dex mod + Level
Armor Class (light armor)	14 + middle mod of Con/Dex/Wis + Level
Physical Defense	11 + middle mod of Str/Con/Dex + Level
Mental Defense	10 + middle mod of Int/Wis/Cha + Level
Hit Points	(7 + Con mod) x Level modifier (see level progression chart)
Recoveries	9+ (8 plus one per battle construct)
Recovery Dice	(1d6 x Level) + Con mod
Backgrounds	8 points, max 5 in any one background
Icon Relationships	3 points
Talents	3 (see level progression chart)
Feats	1 per Level

Basic Attacks

Melee Attack

At-Will

Target: One enemy.

Attack: Strength + Level vs. AC

Hit: WEAPON + Strength damage.

Miss: Damage equal to arcanist level.

Ranged Attack

At-Will

Target: One enemy.

Attack: Dexterity + Level vs. AC

Hit: WEAPON + Strength damage.

Miss: —

Class Features

All single-class arcanists have at least one battle construct.

Some arcanists create the arcane spark out of thin air, others conjure it out of their replacement machine body-parts, and others prefer to use mechanical gun-like devices to constrain and direct the energy.

The arcane spark is the secret behind the life of an arcanist's constructs, and without regular infusions constructs stop working. During a battle it's usually obvious to intelligent enemies who is controlling the battle constructs. Your arcanist's constructs tend to have glowing eyes or other shining parts that reflect the same colors as the unique expression of his inner spark of genius.

Arcane Spark

Close-quarters spell

At-Will

Target: One nearby or far away enemy.

Attack: Dexterity + Level vs. AC

Hit: 2d4 ongoing fire damage.

3rd level spell: 2d8 ongoing damage.

5th level spell: 4d6 ongoing damage.

7th level spell: 6d6 ongoing damage.

9th level spell: 10d6 ongoing damage.

Natural Even Miss: Lightning damage equal to arcanist level.

Adventurer Feat

Once per battle your arcanist can target 1d3 enemies in a group for half damage.

Champion Feat

Once per battle when your arcanist misses with an Arcane Spark attack he may immediately command a construct as a quick action instead of a standard action.

Epic Feat

At 7th level add twice your arcanist's Intelligence modifier to the damage, at 9th level add three times your arcanist's Intelligence modifier to the damage.

Battle Construct

Special: Arcanists can spend Talents to get additional battle constructs. They start with one construct - spending a Talent gets them two constructs, spending a second Talent gets them three constructs in total, and so on.

Your arcanist has a normal-sized construct that fights alongside him in battle. Each arcanist must decide what sort of constructs he builds, choosing one of the construct types for all of his constructs.

Each construct also has a 'design', and you may pick a different individual design for each of your arcanist's constructs. Each design of battle construct has different upgrades accessible through feats. The feats for some designs require your arcanist to use a standard action to command his battle construct to use the feat.

When you spend feats to upgrade your arcanist's constructs a single feat only upgrades one construct. If you want multiple constructs to have the same upgrade you must spend one feat per construct per upgrade.

Battle Construct Rules

Your arcanist has one or more devoted battle constructs that fight alongside him just like any other member of his adventuring party.

Actions: Move And Attack

Your arcanist's battle construct acts on his initiative turn after he acts. The construct can move and attack (or attack and then move).

Battle Constructs Are Allies

The battle construct counts as an ally and is fully under your arcanist's control. Battle constructs are about as smart as an average dog, and need his direction and supervision both in and out of combat.

Battle Constructs Are Not Independent

If a battle construct is separated from its arcanist it attempts to travel to the arcanist's location using the most direct path possible. Battle constructs have an unerring sense for their creator's location, but know enough not to lead enemies to their creator. Battle constructs separated from their creator eventually wind down, fall apart, or explode.

If one of your arcanist's battle constructs is separated from him for long enough for it to become a nuisance you can declare that the battle construct has run out of power or otherwise become inoperable and can count it as having been destroyed. This allows your arcanist to construct a replacement.

Oh, and just a quick note - no, your arcanist's constructs don't keep fighting if he falls unconscious, turns to stone, runs away, etc. If he's out of the fight then so are his constructs.

Only Half The Battles Each Day

Any one battle construct can only take part in half the fights each day - if a battle construct fights in one battle, it needs to sit the next one out. Thus, if a construct fights in the first battle of the day it could not fight in the second battle but could fight in the third battle of that day. This can be due to the construct needing more repairs before it can fight again, or that it's low on energy, for instance.

The good news is that your arcanist can take the Battle Construct Talent multiple times to give him multiple constructs. This means that you have

a choice to make: send all your arcanist's battle constructs into a fight or hold some back so that he has a battle construct available to fight in the next battle.

Battle Repairs

Your arcanist's battle construct counts as an ally and so it can be healed like an ally. When a construct is healed it uses one of your arcanist's recoveries, unless the healing of the construct uses a free recovery.

When your arcanist uses a recovery while next to his battle construct (including being engaged with the same enemy), the battle construct is also healed using a free recovery.

When a battle construct reaches 0 hit points it's destroyed. A destroyed construct can be fully repaired during a full rest, or a new one can be created.

Post-Battle Repairs

During a short rest when your arcanist heals, all of his battle constructs heal the same number of hit points that he does, up to their maximum.

Recoveries

The number of your arcanist's recoveries increases by one for each battle construct he has.

Type: Hulking Homunculus

Your arcanist is the classic mad scientist. His constructs may have mechanical components, but they're mostly flesh. Some arcanists rob graves (or employ grave-robbing assistants), others create their flesh constructs from parts grown in vats.

It lives, It lives!: As lightning raised your arcanist's constructs from the slab, it sometimes also heals them. When a lightning damage attack targeting your arcanist or one of his constructs rolls a natural 1 all of his constructs heal HP equal to his level.

Fire bad!: Maybe it's the embalming fluid or the dried out flesh, but your arcanist's constructs are especially flammable. A critical hit by a fire attack against a construct also deals ongoing fire damage to that construct equal to his level.

Type: Clay Combatant

Your arcanist's constructs are made from animated clay, bought to life with secret words that he placed within them.

Implacable: This construct is immune to most conditions: it can't be confused, dazed, made afraid, hampered, made helpless, become stuck, stunned, or made vulnerable, and can't be weakened. The clay construct can still take ongoing damage.

Vulnerable Shem: On a critical hit against your arcanist's construct, its shem (the words that keep it 'alive') is knocked loose or destroyed and the construct is reduced to 0 HP.

Type: Mechanical Marvel

Your arcanist has constructed his battling surrogate from cogs, pistons, wires, wood, brass, ceramics, glass... in short, it's mechanical in nature.

Easy To Repair: During a rest your arcanist can alter the design type of one construct, including re-spending feats.

Type: Stone Warrior

Your arcanist's construct is made of carved marble, chiseled granite, or some other ultra-hard substance.

Relentless: Your arcanist's construct never counts as being staggered, no matter its current hit point total. The construct is immune to ongoing damage.

Lumbering Giant: On its turn your arcanist's construct can either move or attack, never both. If an ability gives it an extra move action there is a 50% chance that the construct can't make use of it.

Type: Outlandish Ooze

Your arcanist's creations owe more to the alchemical vat than the artificer's workbench or the grave-robbler's slab.

Regenerating: Provided your arcanist's construct isn't staggered and has at least 1 HP, it heals hit points equal to his level at the start of his turn.

Resist Acid: Your arcanist's outlandish oozes have resist acid equal to their level +5 (1st level = 6+, 2nd level = 7+, etc).



Ooze Locomotion: Your arcanist's oozes can slip through narrow cracks as move actions. Unlike normal oozes his oozes still provoke by moving.

Non-Upgradeable: It costs two feats per upgrade for oozes instead of the usual one per upgrade.

Design: Bombardier

(also Artificial Archer, Nail-Launcher)

The squat bombardier uses a built-in ranged weapon to supplement its melee attacks.

Advantage: The bombardier may make a ranged attack instead of a melee attack, using the same attack bonus and damage. If the ranged attack is a natural 18+ it also deals ongoing fire damage equal to twice the construct's level.

Adventurer Feat Upgrade

Command: *As a standard action your arcanist may command the construct:*

The construct focuses on an enemy, gaining +2 to ranged attacks against that enemy until the end of the battle or your adventurer next uses this feat.

Champion Feat Upgrade

The ongoing damage is three times the construct's level instead.

Epic Feat Upgrade

The ongoing damage is four times the construct's level instead.

Design: Dancer

(also Martial Marionette, Freak-Show Performer, Trauma Doll)

Shaped like a ballet dancer, this battle construct gracefully twirls and whirls through the battle to strike with deadly accuracy.

Advantage: The battle construct doesn't provoke attacks when it moves.

Adventurer Feat Upgrade

Command: *As a standard action your arcanist may command the construct:*

The construct reveals a hidden weapon. Until the end of your arcanist's next turn hit or miss it adds his level plus the escalation die to its damage.

Champion Feat Upgrade

When an enemy moves to engage your arcanist, one of his constructs, or any other ally, the dancer can intercept the movement as a free action if the dancer is nearby the enemy's intended destination.

Epic Feat Upgrade

This construct can fly (or at least make long graceful leaps), landing at the end of its turn.

Design: Juggernaut

(also Beast-Form Construct, Smasher, Heavy Construct)

The juggernaut uses its sheer speed and mass to overwhelm the enemy.

Advantage: The juggernaut gains a +1 attack bonus when it moves before its attack during the same turn.

Adventurer Feat Upgrade

Command: *As a standard action your arcanist may command the construct:*

The construct may attack mid-move, popping free and continuing its movement after it has attacked. If it hits with its mid-move attack it adds the escalation die to the damage.

Champion Feat Upgrade

When the juggernaut crits, the enemy pops free and becomes vulnerable to attacks by all constructs until the end of the battle.

Epic Feat Upgrade

Critical hits against this construct become normal hits.

Design: Raptor

(also Graceful Coryphée, Metal Mantis, Runner)

The raptor moves through the battle at a sprint, its limbs blurring as it attacks.

Advantage: The raptor's crit range expands by 2 against enemies with lower initiative.

Adventurer Feat Upgrade

Command: As a standard action your arcanist may command the construct:

The construct reveals previously hidden spikes and blades. Enemies who intercept this construct or who make opportunity attacks against it as it moves take your arcanist's level in damage.

Champion Feat Upgrade

When the raptor attacks enemies who have a higher initiative it ignores damage resistances.

Epic Feat Upgrade

On rounds where the escalation die is odd, the raptor can move twice on its turn; moving once before it attacks and then moving once again after it attacks.

Design: Swarm

(also Mechanical Spiders, Synthetic Snakes, Hundred Dolls)

The swarm makes up in numbers what its individual units lack in size.

Advantage: The swarm gains a +1 attack bonus against enemies engaged with allies constructs.

Adventurer Feat Upgrade

Command: As a standard action your arcanist may command the construct:

The construct swarm divides into two sub-swarms, each of which moves and attacks independently. However, the attacks do only half damage. On your arcanist's next turn, if you don't use his standard action to use this command again then the divided swarm must use its move action to come back together.

Champion Feat Upgrade

Enemies who roll to disengage from the swarm must roll twice and take the worse roll.

Epic Feat Upgrade

If two or more swarms controlled by the same arcanist are engaged with the same enemy then their attack bonuses are each equal to the number of nearby allied swarms (maximum bonus +3).

Design: Thresher

(also Mechashiva, Bladed Construct, Drummer)

The thresher is a multi-armed construct that has the ability to make multiple attacks at the same time.

Advantage: This construct uses melee damage dice one dice type lower (d8s become d6s, d6s become d4s, d4s become d3s, etc). If its first melee attack is a natural even hit or miss, it may make a second melee attack against the same target or a different target.

Adventurer Feat Upgrade

Command: As a standard action your arcanist may command the construct:

If the construct misses with its first attack but makes a second attack and hits, then the second attack does double damage.

Champion Feat Upgrade

If the second melee attack is against a different target the construct gains +1 to the attack.

Epic Feat Upgrade

The construct no longer reduces the size of its damage dice.

Universal Upgrades

The following upgrades can be given to any construct, regardless its design.

Upgrade Feat: Lightning Chains

Command: Once per battle as a standard action your arcanist may command the construct. If the attack misses, this ability isn't expended.

The battle construct makes a basic melee attack as a free action; if the attack hits it does half damage as ongoing lightning damage and the target can't move while it's taking ongoing lightning damage.

Upgrade Feat: Secondary Defense

Command: *As a standard action your arcanist may command the construct:*

The battle construct makes a basic attack as a free action.

Until the end of the battle the battle construct does miss damage equal to its level, and until the end of the battle any enemy that misses the construct with a melee attack takes damage equal to the escalation die value. You pick the damage type of the miss damage.

Upgrade Feat: Secret Weapon

Command: *Once per battle as a standard action your arcanist may command the construct. If the attack misses, this ability isn't expended.*

The battle construct makes a basic melee attack with a +2 attack bonus as a free action. The damage done by the secret weapon can be of any damage type or it may be standard untyped damage, but must be declared before the attack is rolled.

Upgrade Feat: Defend Ally

Command: *As a standard action your arcanist may command the construct:*

Until the start of your arcanist's next turn any time an ally who's next to the construct or engaged with the same enemy that the construct's engaged with is targeted, the construct can roll a normal save (11+) and on a success the construct becomes the target of the attack instead. If the construct is hit by the redirected attack it takes half damage.

Upgrade Feat: Overdrive

Command: *Once per day as a standard action your arcanist may command the construct.*

Once per day, the construct's melee damage dice become d12s until the end of the battle (or d10s in the case of Thresher battle constructs).

Upgrade Feat: Repair Self

Command: *Once per battle as a standard action your arcanist may command the construct:*

Special: This special ability can only be used by each construct once per battle, but the feat can be purchased multiple times per construct to allow extra uses per battle.

The construct rolls a recovery (using one of your arcanist's recoveries) and heals half the rolled recovery amount. At the start of its next turn the construct rolls a normal save (11+) and if successful the construct heals the same amount again. This healing continues turn after turn, until the construct fails the save. When the construct fails the save any ongoing effects on the construct end.

Upgrade Feat: Targeting Lenses

Command: *Once per day as a standard action your arcanist may command the construct.*

Once per day pick a monster type. The battle construct's crit range against that monster type expands by 2 until the end of the battle.

Baseline Stats

Each battle construct has the same base stats listed below. Your arcanist's battle construct is always the same level as him. As a 1st level arcanist, your adventurer has a level 1 battle construct. The AC, PD, and MD of his battle constructs is dependent on his Int mod. Generally, his constructs' Physical Defense is higher than its Mental Defense, but you can flip that if you have a good reason why his battle construct's smarter than it's tough. The construct's staggered hit point amount is in parentheses.

The damage that battle constructs do with their attacks depends on the number of battle constructs you have actively involved in the current battle - the fewer constructs an arcanist controls, the more attention he can give each one and the more effective their attacks are.

The maximum number of constructs your arcanist can control in a battle is equal to his Intelligence modifier.

Level	Attack	Damage on a hit, based on number of constructs controlled by your arcanist in a battle.				AC	PD(or MD)	MD (or PD)	HP
		1	2	3	4				
0	+5 vs. AC	1d8	1d6	1d6	1d4	4 x Int mod	10 + Int Mod	10	20 (10)
1	+6 vs. AC	1d10	1d8	1d6	1d4	1+ (4 x Int mod)	11 + Int Mod	11	27 (13)
2	+7 vs. AC	2d6	1d10	1d8	1d6	2+ (4 x Int mod)	12 + Int Mod	12	36 (18)
3	+9 vs. AC	3d6	2d6	1d10	1d8	3+ (4 x Int mod)	13 + Int Mod	13	45 (22)
4	+10 vs. AC	4d6	3d6	2d6	1d10	4+ (4 x Int mod)	15 + Int Mod	15	54 (27)
5	+11 vs. AC	5d6	4d6	3d6	2d6	5+ (4 x Int mod)	16 + Int Mod	16	72 (36)
6	+13 vs. AC	6d6	5d6	4d6	3d6	6+ (4 x Int mod)	17 + Int Mod	17	90 (45)
7	+14 vs. AC	7d6	6d6	5d6	4d6	7+ (4 x Int mod)	19 + Int Mod	19	108 (54)
8	+15 vs. AC	8d6	7d6	6d6	5d6	8+ (4 x Int mod)	20 + Int Mod	20	144 (72)
9	+17 vs. AC	9d6	8d6	7d6	6d6	9+ (4 x Int mod)	21 + Int Mod	21	180 (90)
10	+18 vs. AC	10d6	9d6	8d6	7d6	10+ (4 x Int mod)	22 + Int Mod	22	216 (108)

Class Talents

Choose three of the following class Talents. Your arcanist get an additional arcanist class Talent at 5th level, and again at 8th level.

You can take Extra Battle Construct and Servitor Construct multiple times each to give your arcanist multiple constructs under his control.

Arcane Scientist Extraordinaire

Your arcanist can create and control a second type of battle construct (for example: both Hulking Homunculi and Outlandish Oozes). An individual construct can only be of a single type, however.

Epic Feat

Your arcanist has reached the apex of his science, and can now create constructs that are simultaneously both of the types that he can create, and they have the benefits and drawbacks of both types at the same time.

Arcane Spark Aura

When your arcanist spends a recovery he can use a recovery either on himself, or use it to heal one of his battle constructs.

If your arcanist is next to one of his battle constructs, you may reroll one recovery dice when you roll a recovery, regardless of whether you're using the recovery to heal your arcanist or his construct.

Director

When your arcanist uses a standard action to direct a construct he may also give the same direction to any other construct that he controls, provided they all have the same upgrade command feat.

You may also use your arcanist's standard action to command one or all of your constructs to each take a non-attack standard action or move action.

Extra Battle Construct

Special: You can take this Talent multiple times to gain multiple extra battle constructs.

Each time you take this Talent your arcanist gains an extra battle construct.

Kit-Bash

When your arcanist repairs his constructs during a rest, you may swap out their feats.

When your arcanist's constructs regain hit points during a rest they regain an additional 1d4 each (champion: 2d4, epic: 2d6).

Mechanical Parts

Special: If your arcanist's creature type is not humanoid or construct or undead then you may not select this Talent.

When you select this Talent, choose one of the below benefits. If your arcanist's of a race that's already a construct race (Forgeborn/Dwarf-forged) then this Talent represents your adventurer upgrading his body.



Your arcanist may have extra mechanical parts beyond those listed here, but if you want his mechanical parts to have more than a purely role-play effect then you need this Talent.

Adventurer Feat

You can choose a second Mechanical Part.

Champion Feat

You can choose a third Mechanical Part.

Epic Feat

You can choose a fourth Mechanical Part. Your arcanist's creature type becomes construct if it wasn't so already, though he keeps his existing racial abilities and bonuses.

Clockwork Heart

Your arcanist has replaced his heart (and perhaps other organs) with superior artificial body parts. It's up to you if the new organs are entirely concealed, or if they have access hatches and ports visible. Whenever you roll a recovery to heal your arcanist you reroll any 1s or 2s and take the second result on those dice.

Cosmetic Enhancements

Your arcanist has replaced his flesh with an alchemically created 'skin' that's better than the real thing in almost every way. Combined with pheromone launchers, mechanical vocal cords, and inflatable subdermal bladders your arcanist can fine-tune his appearance to match any situation. He can beef himself up to look stronger and more intimidating, pitch his voice to deliver subliminal commands, even change his appearance (height/age/gender/etc.) as a disguise. Add +1d6 to Charisma skill checks that involve disguise or outwards physical appearance. Once per day when you roll a Charisma skill check you can choose to reroll and take the better result.

Embedded Armor

Your arcanist has enhanced his body with armor. The armor might be hard-to-spot segmented plates beneath his skin, natural chitin armor gained or improved through alchemy, obvious and imposing external armor, or metal and spider-silk threads woven through his flesh. Whatever the armor looks like, he gains +1 AC and +1 PD.

Enhanced Senses

Your arcanist has replaced one or more of his sensory organs with superior parts. Whenever he and/or his constructs would take an attack penalty because something impeded their senses (darkness, magical darkness, being blinded or deafened, invisibility or illusions, etc.) they ignore the penalty. In addition, once per day you may turn a failed skill check involving spotting or searching for something into a success, or turn a success into a critical success. It's up to you if the new sensory organs look like the real thing, if your arcanist has a tell-tale red glimmer in his eyes, or if he has obviously mechanical eyes or ears.

Implanted Item

Your arcanist has implanted a one-handed weapon or other hand-held item into his body, either so that it's permanently on display or so that it's concealed until needed. He can never be disarmed or pick-pocketed of the item, unless he's willing to remove the item himself (or somebody's willing to hack him to death trying to remove it). If the weapon or item is concealed within his body, even a close examination won't discover it, though a close search may reveal concealed hatches or a slot. Magic weapons and magic items that can be wielded with one hand or are worn as jewelry can be implanted, but larger items like armor and shields can't. Your arcanist gains a +1 attack and damage bonus with implanted weapons and implements, but the bonus does not stack with magic item bonuses.

Machine Limb

Your arcanist has one or more limbs that are either totally or partially artificial, and he has structural enhancements to his skeleton to support the limbs. It's up to you if the machinery is obvious (with leaking steam, glowing power cores, and exposed pistons and cogs) or subtle (cunningly painted artificial flesh). Whenever you roll a Strength skill check involving the application of physical might you roll twice and take the better roll.

Touch Of Magic

Choose one daily or recharge spell of your arcanist's level or lower from the cleric, druid, sorcerer, or wizard classes. Your arcanist can cast this spell as if he were a member of the class from which you took the spell (though he can't gather power for

sorcerer spells). You can change the chosen spell each time your arcanist takes a full heal-up. He can use any implement that a cleric, druid, sorcerer, or wizard can use.

Adventurer Feat

Your arcanist can use Intelligence as the attack and damage ability for spells he can cast.

Champion Feat

You can now choose from at-will spells. Your arcanist gains an additional spell of your choice that is his level or lower; a total of two from this Talent.

Epic Feat

Your arcanist gains an additional spell of your choice that is his level or lower; a total of three from this Talent.

Servitor Construct

Special: *You can choose this Talent multiple times to gain multiple servitor constructs. Your arcanist can only have a number of servitor constructs under his control equal to the number of times you have chosen the Servitor Construct Talent.*

Your arcanist has a small servitor construct that accompanies him on his travels and aids him both in and out of combat. Some servitor constructs look like tiny spheres or cubes with pop-out arms and legs, others look like porcelain-faced cherubs or shuddering heaps of junk, and others are steel homunculi or are designed to look like tiny goblins. Servitor constructs range from small enough to fit into a pocket to the size of children.

Servitors usually have little tools and gizmos built into them: electric lanterns, welding torches, tea-makers... whatever the idiosyncratic arcanist who built them thought he might need later on. Most arcanists can't even remember all the little gadgets they built into their servitor construct - you don't need to list them on your arcanist's character sheet, just know that he can call upon a multitude of tools and tricks. Such gizmos tend to jam and need constant repair, but sometimes come in useful.

Your arcanist's construct is about as smart as a normal person. It can communicate with your arcanist and chooses to stay close him unless you've chosen abilities that let it roam. Your arcanist's construct is totally loyal to him but it's not as perfectly in his control as a battle construct.

Servitor Tools

Outside of combat when you want your arcanist to make use of a servitor's plethora of inbuilt devices roll a save (normal save, 11+). On a success the gizmo proves to be useful. Think of a servitor construct's many marvels like a mechanical version of a wizard's cantrip.

Servitor Actions

During battles on your arcanist's turn, after your arcanist acts but before his battle constructs act, your arcanist's servitor construct can move and use one of its abilities (or use an ability and then move). Some passive abilities are 'always on', but the servitor is limited to using only one active ability on its turn.

Servitor constructs can move into engagement with enemies, as some abilities require them to do so. However, servitor constructs can't make attacks.

Targeting Servitors

Servitors are not valid targets for attacks. Ordinarily servitor constructs aren't damaged by enemy attacks and spells unless the story calls for it.

Destroyed Servitors

If your arcanist's servitor construct is damaged or destroyed, he can repair it or build a new one the next time he gets a full heal-up.

If one of your arcanist's servitor constructs is separated from him for long enough for it to become a nuisance you can declare that the servitor construct has run out of power or otherwise become inoperable and can count it as having been destroyed.

Servitor constructs are smart enough to track down their creators when they become separated from them, and do so unless previously ordered to do otherwise or if doing so would endanger their creator.

Construct Abilities

Choose two of the Servitor Upgrade abilities for your arcanist's servitor construct. The construct can use one active ability per turn, but passive abilities are always on.

Adventurer Feat

Your arcanist's construct gains a third ability.

Champion Feat

Your arcanist's construct gains a fourth ability.

Epic Feat

Your arcanist's construct gains a fifth ability.

Servitor Upgrades

Deliberate Distracter/Faulty Construction

[Active ability]

Your arcanist's servitor construct crackles with energy, blares out with a steam whistle, and lets off small fiery explosions. One enemy engaged with the construct takes a -1 penalty to all its saves, disengage rolls, and defenses until the start of your arcanist's next turn; it's possible to stack the penalty from multiple servitor constructs if your arcanist has them all engaged with the same enemy.

Eager Defender/Sturdy

[Passive ability]

If your arcanist's servitor construct is beside him (or riding on him), he gains +1 to AC and +1 to PD. This special ability does not stack with itself; having multiple Eager Defender servitor constructs does not improve his defenses any more than having just one with him. Battle constructs do not gain a bonus to their defenses from Eager Defenders.

Emergency Aid/Extra Batteries

[Passive ability, once per day]

Normally when your arcanist is out of the fight so are his constructs, and when he regains consciousness or otherwise return to the fight so do his constructs. This special ability upgrade feat lets his servitor construct stay active for one extra round each day while he's down, possibly rushing to his aid with a healing potion or doing something else that you would consider useful in the circumstances.

Font Of Knowledge/Book Carrier

[Passive ability]

Your arcanist gains a +2 bonus to Intelligence skill checks.

Helper/Servant

[Active ability]

Your arcanist's servitor construct can aid him; lifting and carrying objects, using tools and equipment, and carrying out complex tasks for him. The construct uses his attributes and skills when rolling skill checks. The servitor construct adds +1 to his skill rolls in situations where having a second pair of hands would prove useful.

Inbuilt Weapons

[Active ability, once per battle]

Each battle, your arcanist's servitor construct can do violence against an enemy that's nearby it, dealing 1d4 damage per level (no attack roll) to that enemy.

Independent Navigation/Scout

[Passive ability]

Once per day, your arcanist's servitor construct can wander off and make a reconnaissance run of an area or location and then report back to him. Combined with Helper, this allows the construct to go off and perform tasks in distant locations, such as heading down to the market to purchase things or travelling ahead to arrange lodgings. Roll an easy save (6+) for construct to scout about undetected.

Mechanic/Power Booster

[Active ability]

If your arcanist's servitor construct is next to one or more battle constructs your arcanist controls, those battle constructs heal 1d6+1 hit points at the end of his turn. At champion tier the other constructs also gains temporary hit points equal to the 1d6+1 die roll. At epic tier the mechanic's dice become 2d6+2.

Power Source/Walking Generator

[Active ability]

Your arcanist's servitor construct plugs into a battle construct that it's next to. Until the two constructs are no longer next to each other or until the servitor construct uses a different active construct ability, the battle construct may reroll one natural odd attack roll each round and use the second roll. A battle construct can only have one 'attached' Power Source servitor construct at a time.

Relay/Soul-Linked

[Passive ability]

Your arcanist sees what his construct sees, hears what it hears, and may speak through it. Your arcanist and his battle constructs gain a +1 attack bonus for attacks made against enemies the servitor construct is engaged with.

Scrap/Modular Construction

[Active ability]

During a short rest your arcanist may destroy this servitor construct to fully repair one battle construct (even one that has been destroyed). The repaired battle construct has its full hp, may roll a normal save (11+) to recharge any daily abilities that it used, and may fight in the next battle. During a short rest your arcanist may deliberately destroy a battle construct in order to use this servitor construct's special ability.

Tool Construct/Spare Part Carrier

[Passive ability]

Your arcanist's battle constructs gain a +2 bonus to their Repair Self upgrade feat rolls, and may use Repair Self as their move action if the servitor construct is next to them.

Unusual Locomotion

[Passive ability]

Your arcanist's construct has helicopter blades, a concealed rocket, flapping wings, propellers, spider-like legs, springs, etc... Whatever its means of locomotion, it can bypass most obstacles that would stymie something without unusual locomotion. If this servitor construct needs to fly it can fly, if it needs to burrow it can burrow, if it needs to climb up walls it can climb up walls, and so on.

Multi-Classing

Multi-class arcanists use the same column as wizards for their key modifiers and weapon dice penalties.

There's a thematic element common to arcanists and necromancers in that they're both good at 'making friends', with arcanists creating their constructs using arcane engineering and necromancers raising the dead. It's only logical that some arcanists would decide to dabble with using organic components, and some necromancers might fit extra parts to their undead minions. It's up to you just how undead-looking your adventurer's fusion construct/minion is - it might be a mostly skeletal creature with added mechanical parts, a corpse revived with arcane science, a construct with organic parts, or a mechanical construct sheathed in undying flesh. There's a pair of feats for arcanist/necromancer multi-class characters, and which one you take depends on what type of 'friends' you want your adventurer to make.

Level progression: Your adventurer doesn't get his bonus arcanist Talents until 6th and 9th level.

Worse Battle Constructs, Worse Alchemy: If your adventurer is a multi-class character who has a battle construct, his construct is one level lower (a 1st level multi-class arcanist has a level 0 battle construct). He starts with no battle constructs as a multi-class arcanist, and you must spend a Talent to obtain his first one. Multi-class arcanist/alchemists also create fewer potions per day than single-class alchemists, as detailed in the rules for alchemy.

Sometimes No Arcane Fire: Multi-class arcanists must use an arcanist Talent to access the Arcane Fire spell, unless their other class takes a weapon die penalty when multi-classing (chaos mage, cleric, druid, monk, necromancer, occultist, sorcerer, wizard). Thus, a multi-class arcanist/wizard gets Arcane Fire, but a multi-class arcanist/fighter doesn't get the spell without spending a Talent.

Constructs Sometimes Seize Up: Your adventurer's battle constructs can't make attacks on turns when he uses attacks from his other class. Either he acts as an arcanist (his constructs get to attack) or he attacks as the other class, but never both on the same turn. Your adventurer's constructs can still take other non-attack actions on turns when he uses non-arcanist attacks.

Necromantic Construct Upgrades

Champion Feat

Your adventurer can use Upgrade feats normally reserved for battle constructs on his Skeletal Minion if he has the Skeletal Minion necromancer Talent, even if he doesn't have battle constructs.

Construct Skeletal Minion

Champion Feat

Your adventurer can give one battle construct feats as though it's a Skeletal Minion, even if he doesn't have the Skeletal Minion Talent. He can only have one battle construct with Skeletal Minion feats.



Haunted One

Haunted ones are regarded by some as monsters, by others as saviors. Wandering the world or watching over graveyards, haunted ones lock away evil spirits within their own flesh, while offering those with unfinished business a chance to linger a little longer among the living.

Haunted ones appear normal, most of the time. Sure, the shadows move in disconcerting ways near them and it's not just the flicker of the firelight. Sure, sometimes animals panic in their presence or milk goes sour. Mostly, however, they look normal. At least until they let their bound ghosts out to play and their flesh begins to warp into horrific shapes.

Play Style

Haunted ones trap spirits within their flesh in order to make use of their supernatural abilities. Haunted one attacks are known as Hauntings. The haunted one's a resource-management style class, meaning you'll need to keep track of points of Trauma and decide when and how to spend them.

Haunted ones are a very reliable class - when your haunted one hits he does damage and when he misses he gains Trauma which can be used to enhance later attacks, but the class has a downside: special Haunting attacks often have no miss damage. Thus, you want your haunted one to miss to gain Trauma, but gaining Trauma often means no damage.

The more unspent Trauma your haunted one has, the better most attacks become, but spending Trauma has different benefits for most attacks too. It's a balancing act between spend and save.

The damage output of a haunted one's higher than many other classes, but take care - your adventurer's a glass cannon with low defense, needing to get in and out before getting too badly hurt.

Haunted ones are primarily melee focused characters, so your best bet is to let rip with everything your adventurer has in the hopes of ending a fight early and decisively, or working to free up his allies so they can heal or aid your haunted one in longer fights.

Melee Weapons

	One-Handed	Two-Handed
Small	1d4 dagger	1d6 club
Light or Simple	1d6 shortsword, hammer, rapier	1d8 spear, shovel
Heavy or Martial (-2 attack)	1d8 longsword, scimitar	1d10 greatsword

Haunted ones are spooky and disturbing, and a lot of their attacks have feats that are applicable to non-combat situations, as long as you like the idea of your character being a bit of a one-person freak show.

Ability Scores

As a haunted one, your adventurer gains a +2 class bonus to Wisdom or Constitution, as long as it isn't the same ability increased with his +2 racial bonus. Wisdom is important because Haunting attacks rely upon it, and a high Constitution helps make up for not wearing much armor.

Backgrounds

Possible backgrounds include: haunted runaway, graveyard diplomat, rare medium, wandering outcast, ghost hunter, demon slayer, one foot in the grave, fought through hell and lived, dad was a ghost and mom liked pottery, dream-walker, last of my tribe, herald of the dominion of death.

Gear

At 1st level, haunted ones start with the clothes on their back and maybe a change of clothes, perhaps some light armor, and one or two simple or small weapons. They have various knick-knacks suggested by their background, probably related to those who've passed on.

Gold Pieces

Haunted ones may start with either 25 gp or 1d6 x 10 gp. Some of the coins may be quite old, or taken from the eyes of the dead.

Armor

Haunted ones need to be relatively lightly armored so they can use their flesh-warping Haunting attacks.

Armor Type	Base AC	Atk Penalty
None	10	—
Light	12	-1
Heavy	13	-2
Shield	+1	-2

Ranged Weapons

	Thrown	Crossbow	Bow
Small	1d4 dagger	1d4 hand crossbow	—
Light or Simple	1d6 javelin, axe	1d6 light crossbow	1d6 shortbow
Heavy or Martial (-2 attack)	—	1d8 heavy crossbow	1d8 longbow

Level Progression

Level	Total Hit Points	Total Feats	Hauntings	Haunting Levels	Level-up Ability Bonuses	Damage Bonus From Ability Score
1	(7 + CON mod) x 3	1 adventurer	3	1st level		ability modifier
2	(7 + CON mod) x 4	2 adventurer	4	1st level		ability modifier
3	(7 + CON mod) x 5	3 adventurer	4	3rd level		ability modifier
4	(7 + CON mod) x 6	4 adventurer	5	3rd level	+1 to 3 abilities	ability modifier
5	(7 + CON mod) x 8	4 adventurer 1 champion	5	5th level		2 x ability modifier
6	(7 + CON mod) x 10	4 adventurer 2 champion	6	5th level		2 x ability modifier
7	(7 + CON mod) x 12	4 adventurer 3 champion	6	7th level	+1 to 3 abilities	2 x ability modifier
8	(7 + CON mod) x 16	4 adventurer 3 champion 1 epic	7	7th level		3 x ability modifier
9	(7 + CON mod) x 20	4 adventurer 3 champion 2 epic	7	9th level		3 x ability modifier
10	(7 + CON mod) x 24	4 adventurer 3 champion 3 epic	8	9th level	+1 to 3 abilities	3 x ability modifier

Note: This class gets three Talents, and it doesn't gain more at higher levels.

Stats

Initiative, AC, PD, MD, Hit Points, Recovery Dice, Feats, and some Talents are level dependent.

Ability Bonus	+2 Wisdom or Constitution (different from racial bonus)
Initiative	Dex mod + Level
Armor Class (no armor)	10 + middle mod of Con/Dex/Wis + Level
Physical Defense	12 + middle mod of Str/Con/Dex + Level
Mental Defense	10 + middle mod of Int/Wis/Cha + Level
Hit Points	(7 + Con mod) x Level modifier (see level progression chart)
Recoveries	8
Recovery Dice	(1d8 x Level) + Con mod
Backgrounds	8 points, max 5 in any one background
Icon Relationships	3 points
Talents	3
Feats	1 per Level

Basic Attacks

Melee attack

At-Will

Target: One enemy.

Attack: Strength + Level vs. AC

Hit: WEAPON + Strength damage.

Miss: Damage equal to haunted one level.

Ranged attack

At-Will

Target: One enemy.

Attack: Dexterity + Level vs. AC

Hit: WEAPON + Strength damage.

Miss: —

Class Features

Trauma

All haunted ones gain Trauma when they miss. Trauma is the psychic feedback from the ghosts trapped inside their skin. The more Trauma a haunted one gathers, the better he's able to use his Hauntings, but the more dangerous using those hauntings becomes. Many of the haunted one's powers just function better when your haunted one has more Trauma; some improve with spending Trauma, and some can only be used by spending Trauma.

Every time your haunted one misses an enemy with a Haunting attack he gains a point of Trauma. You reduce the amount of Trauma your haunted one has by spending it.

All gathered, unspent Trauma goes away at the end of a battle.

Some powers have a variable trauma cost (1d3, 2d3, etc). If you like the idea that you never quite know how the ghosts trapped in your character's flesh are going to behave from one day to the next then use the variable cost by rolling for each power's cost at the start of each day, using the rolled value until the start of the next day. If you prefer to have more certainty, take the average. To help you out we've put the average in brackets after the variable cost so they read 1d3(2) or 2d3(4).

Class Talents

Choose three of the following class Talents.

Death Watcher

Your haunted one's link to the world of the dead gives him the ability to see the unseen: he gains a +5 bonus to sense the invisible, spot traps, or detect hidden creatures.

Adventurer Feat

Your haunted one can imbue a mundane item with a short message which can only be received by the intended recipient. The message is delivered by a spirit he binds to the item.

Empathic Healing

Once per encounter when a nearby ally spends a recovery, you may spend one of your haunted one's recoveries and add the total to the amount the ally heals.

Adventurer Feat

Once per day a nearby ally can Rally as a quick action.

Champion Feat

Once per day when you spend one of your haunted one's recoveries, roll d20's for his Recovery dice.

Execute Living, Judge Dead

Your haunted one no longer takes the penalty for wearing heavy armor. Once per day you can ask a yes/no question of your GM when assessing the guilt of a living being.

Adventurer Feat

Once per day turn a critical hit against your haunted one into a normal hit.

Champion Feat

When using a shield, your haunted one also applies its defense bonus to his PD.

Epic Feat

Once per day your haunted one can summon 1d4+1 spectral mounts for up to an hour. The spectral mounts can fly, can travel five times faster than a horse, and obey his commands. The mounts won't enter combat with him.

Flesh Warp

Your haunted one can assume a monstrous form of twisted flesh and bulging muscles; while in this form he no longer takes a penalty for wielding heavy weapons.

Adventurer Feat

When your haunted one misses with an odd attack roll and the escalation die is odd, deal half damage.

Champion Feat

Once per day your haunted one can grab something he normally couldn't lift (a barrel, a bolder, a horse) and use it to make the following attack...

R: Improvised hurl (Str+Level vs AC) - 1d12 x level damage.

Epic Feat

The ability granted by the Champion Feat is now recharge 16+.

Ghost-Step

Add the escalation die to your haunted one's disengage checks.

Adventurer Feat

Gain a +1 to all disengage checks.

Ghostly Familiar

Your haunted one has a ghost as a familiar, such as a ghostly cat or rabbit or the spirit of a crow. Use the rules for the wizard's familiar but one of the two familiar abilities must be Ghostly:

Ghostly: Your adventurer's familiar can pass through solid objects.

Adventurer Feat

Your haunted one's familiar gains a third ability. You may choose Ghost Light as the third ability, or may choose an ability from the standard list provided for the wizard's familiar.

Ghost Light: Your haunted one's familiar can be commanded to glimmer with a pale light, providing illumination via a spooky glow. The ghost light can be as dim as an ember or as bright as several lanterns.

Champion Feat

Your haunted one's familiar gains a fourth ability. You may choose Pathos as the fourth ability, or may choose an ability from the standard list provided for the wizard's familiar.

Pathos: Once per battle as a quick action your haunted one can banish his familiar and gain 1d4+1 points of Trauma. The familiar returns at the end of the battle.

Epic Feat

Your haunted one's familiar gains a fifth ability. You may choose Keening as the fifth ability, or may choose an ability from the standard list provided for the wizard's familiar.

Keening: Once per battle when your adventurer's familiar is with him, an enemy who moves to engage him or attacks him takes thunder damage equal to his level plus his current unspent Trauma.

Pain Is Gain

The pain of the ghosts your haunted one has bound into his flesh is almost pleasurable to him.

Once per battle as a quick action your haunted one may spend Trauma to heal, recovering 1d4 hit points per point spent.

Adventurer Feat

Your haunted one may use Pain Is Gain twice per battle.

Champion Feat

Your haunted one now heals 1d6 hit points per point of Trauma spent.

Epic Feat

Your haunted one now heals 1d8 hit points per point of Trauma spent.

Phantom Servant

Your haunted one's accompanied by a ghostly servant who can perform small tasks for him. The tasks must be fairly mundane (blowing out a candle, opening a door, making spooky noises, bringing a small hand-held object that he can see over to his master), and he only gets to request one task every five minutes. Most of the time your adventurer's phantom servant's invisible to everybody except him, but when performing tasks of an obvious nature (such

as carrying a jailor's keys from a hook on the wall and dropping them into his master's hand) the outlines of the ghost becomes faintly visible. The ghostly retainer is useless in battle (it can't attack, can't be targeted, and can't aid your haunted one or his allies in any way), but can be invaluable where subtlety outside of battle is required. It's up to you whether the ghosts are willing servants or enslaved spirits.

Adventurer Feat

Your haunted one has several ghostly servants, and though he only gets to request one task every five minutes, the tasks can be as complex as setting up a campsite, cleaning a room, or cooking a meal. Together the ghosts can move larger objects (pushing chairs, setting a table, making a bed) though their grasp on physical objects is still too weak to stop a solid person from resisting whatever they're doing.

Champion Feat

Once per day your haunted one's servants can mend an object as per the wizard's Mend spell. His ghostly servants keep watch while he sleeps or is otherwise occupied, waking and warning him if there's trouble (using his Wisdom modifier when rolling to spot approaching danger).

Epic Feat

When your haunted one dies, his ghostly servants revive him and at the start of his next turn he returns to life with half his regular maximum hit points and recoveries, and a -1 to all rolls (attacks, saves, skill checks, etc). At his next full heal-up the -1 penalty and the reduction in hit points and recoveries disappear and he's back to what passes for normal for him. This ability can only ever be used once.

Poltergeist Magnet

Spend 1 Trauma As A Quick Action: 1 engaged enemy takes your haunted one's level in ongoing damage (save ends) and a nearby ally can Rally as a free action if he hasn't Rallied yet this battle.

Adventurer Feat

When your haunted one hits a creature taking ongoing damage with a natural even attack, he gains temporary HP equal to half his recovery value.

Champion Feat

Your haunted one can now Rally as a free action instead of a nearby ally when he uses this Talent, provided he hasn't already Rallied this battle.

Epic Feat

When your haunted one hits a target taking ongoing damage with a natural 16+ melee attack, the save against the ongoing damage becomes a hard save (16+).

Ritual Hunter

Your haunted one can use his Hauntings as though they were spells being ritually cast, gaining a greater benefit than simple use of his Hauntings in combat, just like a ritually cast spell gains a greater benefit than those cast in the heat of battle. He may only use one Haunting as a ritual each day.

Sin Eater

Once per day when an ally rolls a 1 on an Icon relationship die your haunted one can turn that 1 into a 6, but he gains the benefit of the 6.

Adventurer Feat

Your haunted one can now use this ability when an ally rolls a 1 or 2.

Champion Feat

Your haunted one can now use this ability when an ally rolls a 1, 2 or 3.

Epic Feat

Your haunted one can now use this ability on two Icon dice each day, provided they're not his own.

Shepherd Of The Unsleeping

In some communities and cultures haunted ones are treated with the same reverence as clerics because of their ability to speak to the recently departed, relaying their final wishes and helping lay them to rest.

Once per day when your haunted one encounters a corpse that has been dead less than three days he may speak to it as if it were still alive (though what it wants to say, if it has any useful information, and if it chooses to lie, is down to your GM). He also gains access to the cleric's spell Turn Undead and may use it as if he were one level lower than his level.

Adventurer Feat

Your haunted one's connection to the spirits allows him to stave off the grasp of death. He may cast the cleric spell *Heal* once per day.

Champion Feat

Your haunted one may add his Constitution or Charisma modifier to his Turn Undead attack roll in place of Wisdom.

Epic Feat

Your haunted one may cast *Heal* a number of times per day equal to his Constitution modifier.

Traumatic Attack

Once per round when your haunted one makes a Haunting attack, he can deal extra psychic damage if his attack hits. He must spend a point of Trauma to use Traumatic Attack, but only needs to spend one point no matter how many targets the Haunting attack is against.

If the Haunting attack misses he gains Trauma as usual (one point per missed target), but HE takes the extra damage instead of the missed target or targets. For example: if he spends a point of Trauma to add +1d6 psychic damage to an attack that targets three enemies and he misses two enemies, he gains 2 Trauma (one per missed enemy) but takes 2d6 psychic damage (1d6 per missed enemy).

Haunted Ones Level	Extra Psychic Damage
1	+1d4
2	+1d6
4	+2d6
6	+3d6
8	+5d6
10	+7d6

Trickster Poltergeist

Your haunted one is haunted by a ghost that likes playing mean tricks on others. Use Dexterity in place of Wisdom for his Haunting attacks and damage, though you can describe that as being the ghost pulling and pushing his enemies into the path of his attacks.

Adventurer Feat

Your haunted one learns one rogue at-will power. It is recharge 12+ for him.

Champion Feat

You can add one rogue daily or recharge power to your haunted one's list of abilities.

Wraith-Form

As a quick action before he has used his standard or move actions in a turn, your haunted one can enter his Wraith-Form. While in Wraith-Form (sometimes called Ghost-Walking) he becomes intangible and can pass through solid objects, though magical barriers still bar his way and prevent his passage. At the end of your haunted one's Wraith-Form movement he must be in a space that he could normally occupy while tangible (he can't end his movement inside a wall, standing in another character, etc).

Your adventurer's still partially visible while in Wraith-Form, but appears ghost-like. He can still be targeted by attacks while in Wraith-Form. While in Wraith-Form he doesn't provoke attacks by moving.

While in Wraith-Form, he can't make attacks or affect other characters beyond speaking and gesturing at them (no dealing damage, no aiding others, etc), and he doesn't take damage from environmental effects. While in Wraith-Form, he can still take actions that affect only himself (such as Rallying, drinking a potion, etc).

At the start of your haunted one's next turn, he becomes tangible again - and the first attack he makes that turn deals double damage, hit or miss (and a crit does triple damage).

Adventurer Feat

Your haunted one gains a bonus to his defenses while in Wraith-Form equal to his current Trauma.

Champion Feat

When your haunted one is in Wraith-Form you may roll to end each save-ends effect on him. If he fails to save against an ongoing save-ends effect while he's in Wraith-Form he gains a point of Trauma for each effect he failed to save against.

Epic Feat

While in Wraith-Form your haunted one can fly, but must land at the end of his movement.

Hauntings

Haunted ones' attack powers are known as Hauntings. Your haunted one gains a number of Hauntings determined by his level (see the level progression chart), and the level that he uses them at is also determined by his level (for example, at 7th level his Hauntings will all be 7th level versions of those powers).

Hauntings that can be enhanced by spending Trauma tell you how and when he spends Trauma, and if it requires an action to do so. Hauntings that are enhanced if your haunted one has a certain amount of unspent Trauma have the line 'X+ unspent Trauma' where X is minimum amount of Trauma left after you have spent any Trauma on the attack and have resolved if the attack hit or missed.

Hauntings that are melee attacks are usually a bound ghost possessing your haunted one's body and grossly distorting it to make attacks of a highly disturbing nature. Ranged Haunting attacks are usually bound ghosts (temporarily) escaping from his skin and attacking his enemies. At the end of the battle any deformities, extra limbs, or terrifying warping of your haunted one's flesh return to normal, and escaped ghosts are automatically re-bound into his flesh.

Standard Action Hauntings

Claws Of Terror

Melee attack

At-Will

Target: One enemy.

Attack: Wisdom + Level vs. AC

Natural Even Hit: 2d10 damage, and your haunted one can move as a quick action on his current turn provided there's something for him to swing from or pull himself towards with his elongated arms.

Natural Odd Hit: 2d6 damage, and the target pops free and is pulled into engagement with your haunted one

Miss: Gain a point of Trauma per target missed.

3rd level: Even Hit: 4d10 damage & quick move / Odd hit: 4d6 damage and target pulled into engagement.

5th level: Even Hit: 6d10 damage & quick move / Odd hit: 6d6 damage and target pulled into engagement.

7th level: Even Hit: 9d10 damage & quick move / Odd hit: 9d6 damage and target pulled into engagement.

BINDING GHOSTS?

We've not given rules for ghost-binding. Maybe it's something the haunted one does instinctively, maybe it has something to do with mystic ghost-trapping tattoos, or maybe it just happens and the poor cursed ghost-binder doesn't know why. It's best dealt with narratively rather than with dice rolling.

Similarly the question of if a specific fallen enemy's soul can be trapped is best left to your GM. If there are no plans for the enemy to come back then sure, as a GM we'd let you trap those ghosts. It gives a cool story to tell about the power: it's not just a Gnashing Maw, it's the gnashing maw of the ghost of a defeated dragon trying to escape your haunted one's flesh!

Freeing ghosts is also left to your GM. Maybe it's impossible, or maybe it's something that can be done (but has dire consequences).

9th level: Even Hit: 15d10 damage & quick move / Odd hit: 15d6 damage and target pulled into engagement.

Spend 1 Trauma Before Rolling To Attack: hit or miss add 1d4 damage for each point of remaining unspent Trauma, with a maximum number of added d4s equal to your haunted one's level.

Adventurer Feat

While moving as a quick action with his elongated arms, your haunted one gains a bonus to his defenses equal to his unspent Trauma.

Champion Feat

Once per battle at any point after using this attack, when making a haunted one melee attack your haunted one can use his elongated arms to perform a reach trick.

Epic Feat

Instead of using a quick action the movement is now a free action that doesn't provoke attacks.

Gnashing Maw

Melee attack

At-Will

Target: One enemy.

Attack: Wisdom + Level vs. AC

Natural Even Hit: 2d12 damage and the target takes your haunted one's level in damage at the end of each of their turns until they move away from him.

Natural Odd Hit: 5 ongoing damage.

Miss: Gain a point of Trauma per target missed.

3rd level: Even Hit: 3d12 damage, etc / Odd hit: 9 ongoing damage.

5th level: Even Hit: 4d12 damage, etc / Odd hit: 14 ongoing damage.

7th level: Even Hit: 6d12 damage, etc / Odd hit: 20 ongoing damage.

9th level: Even Hit: 10d12 damage, etc / Odd hit: 35 ongoing damage.

Spend 1d3(2) Trauma After Hitting: The ongoing damage is hard save (16+) ends.

1d3(2) + Unspent Trauma: On an even hit the damage dice are d10s instead of d12s but the target takes your haunted one's level in damage at the start of their turns until they move away (instead of at the end of their turns).

Adventurer Feat

Your haunted one gains resist poison 16+ when drinking or eating poisoned substances, and he never gets sick from eating gross stuff (such as maggoty meat, moldy bread, rotten wood, etc). He can stretch his jaw and throat in order to swallow non-living things whole (if it fits into his stomach and isn't putting up a fight he can swallow it without chewing), and can choose not to digest swallowed items in order to vomit them later.

Once per battle when your haunted one misses with a Gnashing Maw attack, deal poison damage equal to his level to the target.

Champion Feat

Add your haunted one's Constitution modifier to the damage enemies take when they fail to move away from him.

Epic Feat

Your haunted one can stretch his jaws so wide that he can perform impossible stunts like swallowing his own body, turning himself inside out, or stretching his lips over another person. The stunts offer no practical benefit, beyond making onlookers extremely grossed out.

Grave Fire

Close attack

Recharge 16+ after battle

Target: One enemy your haunted one is engaged with when he first makes the attack, one enemy nearby the last target he hits if you roll the attack again. The attack forms a chain of targets that can stretch across the battlefield; your haunted one just needs to be engaged with an enemy to start the chain. He may only target each creature once per battle with Grave Fire.

Attack: Wisdom + Level vs. AC

Natural Even hit: 1d8 fire damage and your haunted one may make another Grave Fire attack as a free action against a different target nearby the target he just hit. He may keep making attacks until you roll a natural odd hit or miss.

Natural Odd Hit: 1d8 damage plus damage equal to your haunted one's current unspent Trauma.

Natural Even Miss: Your haunted one's level in damage and he may make another Grave Fire attack as a free action against a different target nearby the target he just hit. He may keep making attacks until you roll a natural odd.

Natural Odd Miss: Gain a point of Trauma.

3rd level: Even Hit: 2d8 fire damage / Odd Hit: 2d8 plus unspent Trauma damage.

5th level: Even Hit: 3d8 fire damage / Odd Hit: 3d8 plus unspent Trauma damage.

7th level: Even Hit: 4d8 fire damage / Odd Hit: 4d8 plus unspent Trauma damage.

9th level: Even Hit: 7d8 fire damage / Odd Hit: 7d8 plus unspent Trauma damage.

Spend 2d3(4) Trauma Before Rolling The Initial Attack: If the first attack roll is a natural odd hit or miss your haunted one automatically and instantly recharges this power and can use it again this battle, but if he does use it again this battle it's expended for the rest of the day.

Adventurer Feat

The recharge roll is now 11+.

Outside of battle as an at-will quick action (even if Grave-Fire is expended) your haunted one can summon a brief-lived pale 'flame' into his hand (or from another part of his body). The cold 'fire' goes out quickly, so he loses it if he stops concentrating (he needs to keep spending a quick action each round to maintain it). He can use the pale 'fire' to freeze small amounts of unattended liquids or as a form of illumination. He can freeze a tankard of ale in seconds, a bucket worth of water in less than a minute, and in an hour he can cool an approximately 10'x10'x10' pit full of non-magical lava.

Champion Feat

The recharge roll is now 6+.

The damage of the attack is now either fire or cold, whichever is worse for the target.

Epic Feat

If your haunted one fails to recharge, in his next battle he gains Trauma at the start of each of his turns equal to the escalation die value.

Keening Wail

Ranged attack

At-Will

Target: 1d3 nearby enemies in a group.

Attack: Wisdom + Level vs. PD

Natural Even Hit: 2d8 damage and the target pops free.

Natural Odd Hit: 2d4 ongoing damage and the target is stuck (save ends both).

Miss: Gain a point of Trauma per target missed.

3rd level: Even Hit: 3d8 damage / Odd Hit: 3d4 ongoing damage and stuck (save ends both).

5th level: Even Hit: 5d8 damage / Odd Hit: 5d4 ongoing damage and stuck (save ends both).

7th level: Even Hit: 8d8 damage / Odd Hit: 8d4 ongoing damage and stuck (save ends both).

9th level: Even Hit: 13d8 damage / Odd Hit: 13d4 ongoing damage and stuck (save ends both).



Your Haunted One's Level + Unspent Trauma: Targets that your haunted one misses take his level in thunder or psychic damage, whichever is worse for the target.

Adventurer Feat

The damage type of the attack is now psychic or thunder, whichever is worse for the target.

Champion Feat

Your haunted one can use his Keening Wail while singing, giving him a +4 bonus to skill checks when performing songs that are scary or mournful.

Epic Feat

Your haunted one's Keening Wail ignores all damage resistances.

Rend Soul

Close attack

Daily

Target: One nearby living enemy (cannot target undead or constructs).

Attack: Wisdom + Level vs. MD

Natural Even Hit: Gain Trauma equal to the target's level, and if the target has fewer than 10 hit points it dies.

Natural Odd Hit: 2d20 psychic damage and the Haunting is not expended.

Miss: Gain a point of Trauma.

Spend 1 Or More Trauma Before Rolling To

Attack: If your haunted one kills the target with this attack he gains back two Trauma for every one he spent.

3rd level: Even Hit: 15 or fewer HP / Odd Hit: 3d20 psychic damage & Haunting not expended.

5th level: Even Hit: 26 or fewer HP / Odd Hit: 5d20 psychic damage & Haunting not expended.

7th level: Even Hit: 40 or fewer HP / Odd Hit: 8d20 psychic damage & Haunting not expended.

9th level: Even Hit: 67 or fewer HP / Odd Hit: 13d20 psychic damage & Haunting not expended.

1 + Unspent Trauma: On a natural even hit, if the target doesn't die your haunted one heals 10 hit points for every point of unspent Trauma (calculate his unspent Trauma after resolving the attack and gaining Trauma from it).

Adventurer Feat

Your haunted one can target undead and constructs with this attack, but you roll d10s for damage instead of d20s for damage on a natural odd hit.

Champion Feat

When your haunted one kills a creature with this attack, for the rest of the day he gains the benefit of the phantom servant familiar, as your haunted one forces his slain enemy to serve him while its spirit fades away. This prevents your enemy from returning from beyond the grave until the following day.

Epic Feat

Once per level your haunted one can use this Haunting as Mend Soul instead of Rend Soul. You must roll a save depending on how long the creature has been dead in order for Mend Soul to work:

Freshly Dead: Died within the last five minutes or so, there's likely blood still leaking out of wounds (easy save, 6+)

Mostly Dead: Died within the last hour or so, the body's probably slightly warm and the blood not yet fully congealed in the corpse (normal save, 11+)

Recently Dead: Died within the last day or so, the body's mostly intact and not rotted yet (difficult save, 16+)

Very Dead: Dead and buried, the body's rotten and maggoty or has been embalmed but the corpse is not yet just bones and mush (very difficult save, 19+)

If the save succeeds the target returns to life much as they were just before they died. The revived creature returns at only 1 hit point with 1 recovery and -1 to all their d20 rolls (skill checks, attack rolls, saves, etc). The revived creature returns to normal (full HP, full recoveries, no d20 roll penalty) after their next full heal-up.

A living creature can only be revived by Mend Soul once ever. The gateway to the beyond is not a revolving door.

Slitting Tentacles

Melee attack

At-Will

Target: 1d3 enemies.

Attack: Wisdom + Level vs. AC

Natural Even Hit: 2d6 damage.

Natural Odd Hit: 1d10 poison damage.

Miss: Gain a point of Trauma per target missed.

3rd level: Even Hit: 3d6 damage / Odd Hit: 2d10 poison damage.

5th level: Even Hit: 5d6 damage / Odd Hit: 3d10 poison damage.

7th level: Even Hit: 8d6 damage / Odd Hit: 5d10 poison damage.

9th level: Even Hit: 13d6 damage / Odd Hit: 8d10 poison damage.

1d3(2) + Unspent Trauma: Targets hit by this attack take a -5 penalty to disengage checks until they pop free or disengage.

Adventurer Feat

Your haunted one can use his tentacles outside of combat as extra limbs to hold and manipulate objects. For obvious reasons, seeing his flesh wreathed in shadows and stretched out into unearthly shapes has a tendency to make others uneasy. His tentacles mostly obey his mental commands, but sometimes take on a life of their own if your haunted one isn't paying them full attention.

When your haunted one would take falling damage, roll a save (11+); on a success his tentacles catch him and arrest his fall so he takes no damage.

Champion Feat

Once per battle your haunted one can target 1d4+1 nearby enemies in a group.

Epic Feat

Add one extra enemy to the number of enemies your haunted one can target (1d3+1 engaged enemies; once per battle 1d4+2 nearby enemies in a group).

Tear The Veil

Ranged attack

At-Will

Target: One nearby or far away enemy.

Attack: Wisdom + Level vs. MD

Natural Even Hit: 1d8 ongoing psychic damage, and when the target saves it becomes stunned until the start of your next turn.

Natural Odd Hit: 2d8 psychic damage and the target is stunned until the start of your next turn.

Miss: Gain a point of Trauma.

3rd level: Even Hit: 2d8 ongoing damage, etc / Odd Hit: 4d8 damage, etc.

5th level: Even Hit: 3d8 ongoing damage, etc / Odd Hit: 6d8 damage, etc.

7th level: Even Hit: 4d8 ongoing damage, etc / Odd Hit: 9d8 damage, etc.

9th level: Even Hit: 7d8 ongoing damage, etc / Odd Hit: 15d8 damage, etc.

Spend 1d3(2) Trauma Before Rolling To Hit: You can target 1d4+1 enemies in a group.

Adventurer Feat

Your haunted one's crit range with this Haunting expands by 2 (normally to 18+) against stunned enemies.

Champion Feat

Your haunted one's crit range with this Haunting expands by 1 against enemies who are taking ongoing psychic damage. This crit range expansion stacks with the expansion granted by the adventurer feat.

Epic Feat

Twice per day when you use this power and it kills the target, as an immediate free action you teleport to the spot that they occupied (you tear open the barrier between worlds and step through it, briefly walking through the otherworldly land of the dead, and step out standing above the body of your victim). This is always accompanied by ghostly phenomena; you can't do this stealthily.

Interrupt Hauntings

Some Hauntings let your haunted one interrupt other's actions provided he has a certain amount of unspent Trauma or if he's willing to spend Trauma to do so. He can only use one interrupt action per round. He can never have more interrupt Hauntings than he has at-will standard action Hauntings.

Bloody Vengeance

Melee attack

At-Will

Interrupt: 1d3(2) + unspent Trauma.

Target: One enemy that has just hit your haunted one.

Attack: Wisdom + Level vs. AC

Natural Even Hit: Make a basic melee attack against the target, dealing half damage if it hits.

Natural Odd Hit: Your haunted one takes half damage and pops free.

Miss: Gain a point of Trauma.

Spend 1d3+1(3) Trauma Before Rolling the

Attack: Hit or miss, odd or even, the target pops free and your haunted one can move as a free action provided you're now unengaged.

Adventurer Feat

Occasionally walls bleed in your haunted one's presence. Your haunted one doesn't control this, and often he's the only person who can see the blood. Sometimes the blood spells out cryptic warnings from the departed. This doesn't guarantee that the dead ever have anything comforting to say to your haunted one; the sort of spirits who write messages in dripping blood are usually very angry about something.

When you roll no 5s or 6s with your icon dice, change one result to a 5 as a message in blood aids your adventurer.

Champion Feat

If your haunted one crits with this attack, the target starts to bleed from their eyes and is stunned (save ends).

Epic Feat

Once per day your haunted one can teleport from one pool of blood to another nearby or far away pool of blood. A bleeding wound large enough for him to dive into counts as a pool of blood for the purposes of his teleportation.

Crawling Horror

Close attack

At-Will

Interrupt: Spend 1d3(2) Trauma.

Target: One nearby enemy that's moving.

Attack: Wisdom + Level vs. PD

Natural Even Hit: 3 damage and your haunted one may immediately move as a free action, crawling up walls and along ceilings or just moving distressingly along the floor. This free Crawling Horror movement does not provoke attacks.

Natural Odd Hit: 4 ongoing damage.

Miss: Gain a point of Trauma.

3rd level: Even Hit: 4 damage and free move / Odd Hit: 5 ongoing damage.

5th level: Even Hit: 7 damage and free move / Odd Hit: 8 ongoing damage.

7th level: Even Hit: 9 damage and free move / Odd Hit: 10 ongoing damage.

9th level: Even Hit: 12 damage and free move / Odd Hit: 14 ongoing damage.

Spend 1 Trauma After Hitting: Turn an odd hit into an even hit.

Adventurer Feat

Your haunted one gains a +2 bonus to climbing skill checks, skill checks involving escaping from bonds through contortion, and to slipping bonelessly through bars.

Champion Feat

On a natural odd hit your haunted one may move as a free action into engagement with the target. His free movement on an odd hit provokes attacks.

Epic Feat

On an odd hit, your haunted one's free movement into engagement with the target no longer provokes attacks.

Entangling Hair

Ranged attack

At-Will

Interrupt: 1d3(2) + unspent Trauma.

Target: One nearby engaged enemy who tries to move away from an ally by moving or disengaging.

Attack: Wisdom + Level vs. AC

Natural Even Hit: 1d6 damage and the target's pulled into engagement with your haunted one and is stuck (save ends).

Natural Odd Hit: 3 damage.

Miss: Gain a point of Trauma per target missed.

3rd level: Even Hit: 1d8 damage, pulled & stuck etc / Odd Hit: 4 damage.

5th level: Even Hit: 2d6 damage, pulled & stuck etc / Odd Hit: 7 damage.

7th level: Even Hit: 2d10 damage, pulled & stuck etc / Odd Hit: 9 damage.

9th level: Even Hit: 2d12 damage, pulled & stuck etc / Odd Hit: 12 damage.

1d3(2) + Unspent Trauma: When the target's pulled into engagement with your haunted one, its forced movement provokes an attack from one ally it was engaged with.

Adventurer Feat

Your haunted one's hair grows at a supernaturally fast rate, maybe as much as a foot a day. His hair has an unusual property that you and your GM should decide upon. Here are some ideas, but feel free to come up with others if they fit your character better:

Candles made with wicks of his coarse hair shed darkness and cold instead of light and heat.

Clothes woven from his silken hair mend themselves and are always clean, though they occasionally shimmer with the light from long-dead stars.

When cut, his discarded hair turns into ectoplasm that glows in the dark.

When cut, his hair becomes centipedes or worms. These tiny crawling creatures obey simple commands he gives, but disperse after five minutes unless otherwise commanded.

His hair contains a portal to a very small pocket dimension, allowing him to store large objects in his scalp.

Champion Feat

Your haunted one can mentally command his hair to style itself, though it makes odd little screaming noises as it does so. His hair has a mind of its own sometimes and a supernatural danger sense - when he falls from a height, his hair has a 50% chance of lassoing a hand-hold and stopping his fall.

Epic Feat

When your haunted one falls unconscious or helpless in a battle his hair attempts to drag him away from enemies and towards allies. While he's unconscious or helpless your GM controls his hair and decides where it drags him, though it never drags him into danger.

Poltergeist Storm

Ranged attack

At-Will

Interrupt: Spend 1 Trauma.

Target: 1d3 enemies in a group when one of the targets makes a melee attack against an ally.

Attack: Wisdom + Level vs. PD

Natural Even Hit: Your haunted one's level in damage and the target pops free.

Natural Odd Hit: Your haunted one's level in damage and, if the target was the one that triggered the attack, it takes a penalty to the melee attack equal to your haunted one's current unspent Trauma, and then resolve whether the attack hits or misses your ally.

Miss: Gain a point of Trauma per target missed.

Spend 1 Trauma Before Rolling To Hit: Change an even hit into an odd hit, or vice versa.

Adventurer Feat

Your haunted one can count himself as an ally for the purposes of triggering this Haunting, using it when enemies make a melee attack against him.

Champion Feat

Once per day your haunted one may use this Haunting when the triggering attack isn't a melee attack but is instead a close or ranged attack.

Epic Feat

Once per battle (or once every five minutes) your haunted one may fly as a move action, landing at the end of the movement.



Skin-Whip

Melee attack

At-Will

Interrupt: Spend 1 Trauma.

Target: One enemy who's engaged with your haunted one and is trying to move away from him by rolling a disengage check or moving with a move action.

Attack: Wisdom + Level vs. AC

Natural Even Hit: Your haunted one's level in damage and the target stops moving.

Natural Odd Hit: The target stops moving.

Miss: Gain a point of Trauma.

Your Level + Unspent Trauma: The target takes ongoing damage equal to your haunted one's level.

Adventurer Feat

Your haunted one can mold and reshape his own flesh, gaining a +2 bonus to skill checks to quickly disguise himself or a +4 bonus if he has access to a mirror and an hour or so of free time. Given enough time he can completely and permanently change his outward appearance.

Champion Feat

Targets hit by this Haunting become stuck (save ends, 11+) as your haunted one uses the power of this Haunting to temporarily (and painfully) cause their flesh to meld with itself. He can now reshape the flesh of willing allies, though the completed change lasts only a few hours.

Epic Feat

Normally your haunted one can only use this Haunting when an enemy tries to move away from him by moving or rolling to disengage. This feat lets him make the attack if the enemy popped free or teleported or otherwise moved as part of a non-move action.

Indwelling Hauntings

Some Hauntings are companion spirits that stay with your haunted one, ghostly presences that haunt him. These may be willing companions, ghosts trapped within his flesh or that he's bound to his service, or perhaps they just won't go away and their presence is equal parts curse and blessing.

Your haunted one can never have more Indwelling Hauntings than he has at-will standard action Hauntings. He can only benefit from one Indwelling Haunting at a time, (you pick the one active when you roll initiative, and switching between them is a free action on your turn). When your haunted one has an indwelling Haunting active he resembles the ghost that is partially possessing him.

The Avaricious Merchant

The Merchant adds extra value to something your haunted one owns while possessing him. Roll 1d4 when you choose to make this haunting active to discover how it benefits your haunted one.

1. **Armor.** When hit with an attack, roll a hard save (16+). On a success, reduce the damage by your haunted one's current Trauma.
2. **Belt.** Add your haunted one's current Trauma to his saving throws, including death saves and last gasp saves.
3. **Gloves.** If your haunted one hits with a natural even melee attack, he may make a basic melee attack as a quick action, if the basic attack hits he deals his current Trauma in psychic damage to the target.
4. **Weapon.** Your haunted one's weapon attacks deal additional psychic damage equal to his current Trauma.

Champion Feat

As a quick action while in battle, once per day, roll to recharge an item power (even if your haunted one failed to recharge it earlier in the day). You gain a bonus to the recharge roll equal to your haunted one's current unspent Trauma.

The Betrayed Plotter

Your haunted one can make his thoughts heard by his allies, hear thoughts specifically directed at him and intended to be heard by him, and can easily facilitate psychic communication between up to 6 other people.

Add +1d3 psychic damage to your haunted one's miss damage, even if he would not normally deal miss damage (champion: +1d6 psychic damage on a miss; epic: +2d4 psychic damage on a miss).

Adventurer Feat

Once per day, for one battle, odd melee attack rolls target MD instead of the defense that the attack normally targets.

Champion Feat

Once per day, a target your haunted one hits can no longer attack anyone except your haunted one (save ends).

Epic Feat

The save from the Champion feat increases to a hard save (16+).

The Boastful Chieftain

Your haunted one gains a +1 to attack against enemies that aren't engaged with any of his allies (Epic: +2).

As A Quick Action Spend All Trauma: Must be at least 3d3(6) Trauma, once per day, gain an extra standard action.

Adventurer Feat

Gain a +5 bonus to opportunity attacks.

The Cunning Courtesan

Spend 1 Trauma While An Enemy's Trying To Disengage: The enemy rolling to disengage has a -5 penalty to its disengage check.

As A Quick Action Spend All Trauma: Once per battle, your haunted one's next attack this turn deals double damage hit or miss and, if he hits, the target becomes stuck (save ends).

Adventurer Feat

Your haunted one can call on the courtesan ghost during social situations. Once per day he may swap his highest attribute and his Charisma for all social skill checks (but not attacks) for one hour.

Champion Feat

Your haunted one can make a Charisma-based attack versus the MD of any nearby non-allied intelligent creature that he's in conversation with. On a hit, the creature answers a single yes/no question honestly. If the creature is of a higher level than your haunted one it realizes that he has forced it to answer honestly.

Epic Feat

Your haunted one's critical hits add his current Trauma to their damage before the damage is doubled.

The Great Beauty

Your haunted one gains a bonus to all his defenses equal to his Charisma modifier, until he's hit. Once he's been hit by an attack in a battle, this Indwelling Haunting deactivates and he can't use it again until after his next rest.

Adventurer Feat

Your haunted one can spend a recovery to add +5 to all Charisma skill checks for a couple of hours or until the start of his next fight (whichever is first).

Champion Feat

When your haunted one calls upon this spirit his appearance is altered, leading others to believe him to be a beautiful noble. While not a true disguise (he still kind of looks like himself), he might be able to convince city guards that he's a noble and not a heavily armed riff-raff adventurer and so should be let in to the party the guards are trying to keep him away from (similar to the wizard trick of "*You wouldn't take a walking staff from an old man*"). Of course, if your haunted one is already a beautiful noble then perhaps the 'great beauty' was a licentious poet instead.

Epic Feat

Once per day it takes two hits to deactivate this Indwelling Haunting.

The Mother And Child

Gain a +1 to AC while engaged with the same target as an ally (Epic: +2 AC).

Spend 1 Trauma: As a free action on your turn, your haunted one summons a ghostly ally who grants the same defense bonus to him as though an ally was engaged with the same enemy as he is. The ghostly ally can't be targeted and disappears at the start of his next turn.

Adventurer Feat

Your haunted one's defense bonus from this Haunting now applies to PD as well.

Champion Feat

Your haunted one's defense bonus from this Haunting now applies to MD as well.

The Weeping Dancer

When you roll for your haunted one to disengage and roll a natural 20, you can choose one nearby enemy or ally to immediately move into engagement with your haunted one as a free action or takes 1d6 times your haunted one's level in psychic damage (GM's or ally player's choice).

Spend 1 Trauma: Once per battle, all enemies engaged with your haunted one are now stuck (save ends).

Adventurer Feat

Once per day for one battle, your haunted one gains resistance to normal weapons equal to his current Trauma.

Champion Feat

If your haunted one sings while fighting his attacks deal holy damage on an even hit.

Epic Feat

Enemies engaged with your haunted one can't attack and roll to disengage in the same turn.

Multi-Classing

Multi-class haunted ones use the same column as multi-class fighters for their key ability modifier, but unlike fighters take weapon die penalties when they multi-class with other classes. Some haunted ones prefer fighting with weapons in addition to their supernatural abilities, so we've provided feats for those characters.

Level progression: 1st level multi-class haunted ones start with only one Haunting. Multi-class haunted ones lag one level behind on gaining new Hauntings, gaining them at 3rd (the 2nd Haunting), 5th (a 3rd Haunting) 7th (a 4th Haunting), and 9th level (for a total of 5 Hauntings). The level of each Haunting is one level behind too, so until 4th level all Hauntings are 1st level, then 3rd level from character levels 4-5, then 5th level from character levels 6-7, 7th level at character levels 8-9, and 9th level Hauntings once the multi-class haunted one's at 10th level.

Multi-Class Traumatic Attack: Multi-class haunted ones have a less powerful Traumatic Attack Talent than single-class haunted ones, and can only use their Traumatic Attack to boost their Haunting attacks and not attacks from their other class.

Multi-class Haunted Ones Level

Extra Psychic Damage

1	+1d3
2	+1d4
4	+2d4
6	+3d4
8	+5d4
10	+7d4

Proficient With Weapons

Adventurer Feat

Pick a general class of weapons (one-handed small, two-handed martial, small crossbow, etc); once per day for one battle when your adventurer fights with a weapon of that class, he doesn't take a weapon die size penalty when making attacks from his non-haunted one class. You can take this feat multiple times for more weapon categories.

Champion Feat

Pick a specific type of weapon (dagger, longbow, rapier, etc) within the general class from the Adventurer feat; when the escalation die is even your adventurer doesn't take a weapon die size penalty when making attacks from his non-haunted one class. You can take this feat multiple times for more weapons from your weapon categories granted from the Adventurer feat.



Bloodshire Slayer

Slayers are monster-hunters with a twist - they themselves are part monster. Drawing on their own emotional energies, they infuse their weapons with the power to strike their foes down.

Driven ever onward to rid the world of evil, slayers rarely find permanent rest - there's always a new monster to fight, a new foe to vanquish.

Play Style

Slayers make for good close-in fighters, rushing in to go toe-to-toe with monsters. However, slayers aren't as well-armored as other classes and so need to make wise use of their class Talents and their emotionally charged attacks.

An important part of being a slayer is Dark Heritage, the type of monster your slayer secretly is (or is becoming, or whose blood shapes his heritage). Your slayer could be part-vampire, have an aberrant creature from the outer dark in his family line, or be the survivor of a monster attack that has left him with unusual abilities.

Ability Scores

Slayers get a +2 class bonus to Dexterity or Charisma, as long as it isn't the same ability you increase with your +2 racial bonus. Dexterity is vital for basic attacks, and Charisma helps charge up attacks with emotional resonance.

Backgrounds

Back from the dead, child of hell, cursed wanderer, graduate of the Shadow Academy, cursed by the midnight serpent, nightmare refugee, half-turned vampire, vengeful revenant, rode with the Wild Hunt, survivor.

Melee Weapons

	One Handed	Two Handed
Small	1d4 club	1d6 axe
Light /Simple	1d6 shortsword	1d8 spear
Martial / Heavy	1d8 (-2 atk) longsword	1d10 (-2 atk) battle axe

Gear

At 1st level slayers start with one or two melee weapons, a ranged weapon if preferred, light armor, and any non-magical gear that would be appropriate. Some slayers prefer to wield a light shield or buckler as well.

Gold Pieces

Slayers who are frugal with their money start with 25 gp, while those who lead a riskier life start with 1d6 x 10 gp in their pockets.

Armor

Anything beyond minimal armor is little more than a hindrance to slayers. Heavy armor restricts movement and creates noise, both of which are less than beneficial to a warrior who favors stealth and speed above all else.

Type	Base AC
None	12
Light	12
Heavy	15 (-2 attack)
Shield	+1

Weapons

To slayers a weapon isn't nearly as important as the creative and deadly ways it can be used. Still, there's something to be said for comfort and familiarity. Most are comfortable with light weapons; cudgels, daggers, hatchets, even a rapier.

Many slayers find that larger battlefield weapons inhibit their deceitful fighting style, but some tap into their dark legacy to wield bastard swords, battle axes, or even their bare hands with unparalleled efficiency. Their preference is for melee weapons almost exclusively, but if a crossbow is needed they're comfortable enough with them to wield them effectively.

Ranged Weapons

	Thrown	Crossbow	Bow
Small	1d4	1d4	—
Light / Simple	1d6	1d6	1d6
Martial / Heavy	—	1d8 (-1 atk)	1d8 (-2 atk)

Level Progression

Level	Total Hit Points	Total Feats	Charged Attacks	Level-up Ability Bonuses	Damage Bonus From Ability Scores
1	(7+CON mod) x 3	1 Adventurer	5	---	ability modifier
2	(7+CON mod) x 4	2 Adventurer	5	---	ability modifier
3	(7+CON mod) x 5	3 Adventurer	6	---	ability modifier
4	(7+CON mod) x 6	4 Adventurer	6	+1 to 3 Abilities	ability modifier
5	(7+CON mod) x 8	4 Adventurer 1 Champion	6	---	2 x ability modifier
6	(7+CON mod) x 10	4 Adventurer 2 Champion	7	---	2 x ability modifier
7	(7+CON mod) x 12	4 Adventurer 3 Champion	7	+1 to 3 Abilities	2 x ability modifier
8	(7+CON mod) x 16	4 Adventurer 3 Champion 1 Epic	7	---	3 x ability modifier
9	(7+CON mod) x 20	4 Adventurer 3 Champion 2 Epic	8	---	3 x ability modifier
10	(7+CON mod) x 24	4 Adventurer 3 Champion 3 Epic	8	+1 to 3 Abilities	3 x ability modifier

Stats

Initiative, AC, PD, MD, Hit Points, Recovery Dice, Feats, and some Talents are level-dependent.

Attribute Bonus	+2 Dexterity or Charisma (different from racial bonus)
Initiative	Dex mod + level
Armor Class (light armor)	12 + middle of Con/Dex/Wis + Level
Physical Defense	11 + middle of Str/Con/Dex + Level
Mental Defense	10 + middle of Int/Wis/Cha + Level
Hit Points	(7 + Con mod) x Level modifier (see level progression chart)
Recoveries	8
Recovery Dice	(1d8 x Level) + Con mod
Backgrounds	8 points, max 5 in any one background
Icon Relationships	3
Talents	3
Feats	1 per Level

Basic Attacks

Melee Attack

At-Will

Target: One enemy.

Attack: Dexterity + Level vs AC

Hit: Weapon + Dexterity damage.

Miss: Damage equal to your level.

Ranged Attack

At-Will

Target: One enemy.

Attack: Dexterity + Level vs AC

Hit: Weapon + Dexterity damage.

Miss: Damage equal to your level.

Class Features

All slayers have Charged Attacks and Dark Heritage as class features.

Dark Heritage

Pick one of the following to be your slayer's Dark Heritage class feature.

Aberration

Either due to his parentage or an incident in his own shadowy history your slayer's part monster: not a half-monster, but enough to share a few attributes with something monstrous.

You have one of the following abilities:

Aberrant Biology: Your slayer has a resistance to one damage type equal to 5 plus his level (1st level 6+, 2nd level 7+, etc... up to 15+ at 10th level). He also has no need for one mortal 'weakness' (no need to sleep, no need to eat, no need to breathe, etc). If you pick this ability multiple times using feats then eliminate a different mortal weakness and gain a new type of damage resistance each time. Damage types you can choose that your slayer resists are: acid, cold, fire, force, holy, lightning, negative energy/unholy, poison, psychic, and thunder.

Elemental Blood: When your slayer is staggered he deals damage equal to his level to one enemy engaged with him at the end of each of his turns. You choose the damage type dealt by your slayer's elemental blood when you pick this ability.

Oozetrick: Once per battle (or once every five minutes outside of battle) as a quick action your slayer can deform his shape like an ooze. When he does so, until the start of his next turn he doesn't

provoke attacks when moving, and can slip through small spaces. Outside of battle he can perform other tricks (molding his flesh as a disguise, stretching his limbs to reach something distant, and so on) and rolls a save to succeed; your GM sets the difficulty of the save (6+, 11+, 16+) based upon the difficulty of what your slayer's trying to do.

Phasing: Once per day your slayer can phase completely out of reality for one round, beginning at the start of the round. While phasing, all ongoing effects on him end, he automatically succeeds at all saves, and he can't be targeted by attacks. The downside is that while phasing he can't move and can't make attacks or interact with other characters or objects he wasn't already holding. At the start of the round after phasing, your slayer reappears where he was, or in the closest spot if something now occupies that space.

Shadows: Your slayer can mold and shape shadows. Once per battle as a quick action add +4 to his defenses against ranged attacks until the start of his next turn, and your slayer also gains a +5 bonus to disengage checks. Outside of battle he gains a +2 bonus to stealth skill checks and can make shadows dance and form shapes.

Tentacles/Tail: Your slayer has extra limbs which can wield weapons. When you roll a natural 2 while attacking, your slayer can make an off-hand attack with a light one-handed weapon even if fighting using a two-handed weapon or using a shield. Your slayer probably keeps his extra limbs hidden under a long coat or something similar... probably.

True Sight: Your slayer can save to resist illusions and see the inner truth of things. Your GM sets the difficulty of the save (6+, 11+, 16+) based upon the source of the illusion or deception.

Wings: Once per day your slayer may fly as a move action, landing at the end of his move. At champion tier his wings are strong enough to fly once per battle, and at epic tier he can fly once per battle and once more per battle when the escalation die is 3+. Your slayer's wings can fold small enough to fit under a long coat or a cloak, but it's good to stretch them when in private. Outside of combat he can use the wings to glide, adding +2 to skill rolls involving leaping across pits or similar actions where having flapping wings might be useful.

You can't pick this class feature if you have taken another Dark Heritage; you can only pick one.

Adventurer Feat

Pick a second ability.

Champion Feat

Pick a third ability.

Epic Feat

Pick a fourth ability.

Preternatural

Some say there's a touch of the incubus in your slayer's blood or the heritage of a yakshi but, whatever the reason, he's supernaturally gifted with a dark beauty and terrible grace. Twice per day when you roll a Charisma-based skill check you roll twice and take the better roll.

Your slayer has the ability to lay on hands as per the paladin's Talent, and may spend feats to improve it as though he had that Talent.

You can't pick this class feature if you have taken another Dark Heritage; you can only pick one.

Adventurer Feat

Pick a wizard's cantrip. Your slayer can now use that cantrip once every five minutes.

Champion Feat

Pick a wizard's utility spell. Your slayer now has access to that spell as though he were a wizard of the same level as his own.

Epic Feat

Pick a wizard's at-will spell. Your slayer can now use that spell once per battle as though he were a wizard of the same level as his own.

Shadow Soul

As a quick action your slayer can craft weapons out of raw shadow manifested from the darkness of his soul. These shadow weapons vanish into mist moments after he lets go of them.

Your slayer doesn't take an attack penalty for wielding a heavy weapon if it's a shadow weapon.

You can't pick this class feature if you have taken another Dark Heritage; you can only pick one.

Adventurer Feat

Once per battle when your slayer reduces an enemy to 0 HP or fewer with his shadow weapon, apply any surplus damage to another enemy engaged with him.

Champion Feat

Once per day, until the end of battle, your slayer's shadow weapon uses dice that are one die type higher (d6 becomes d8, d8 becomes d10, d10 becomes d12).

Epic Feat

If your slayer doesn't have a shadow weapon manifested he can use his inner darkness to protect himself, adding +1 to all his defenses. It's a quick action to switch from shadow weapons to shadow armor or back again.

Uncertain Heritage

Your slayer has a legacy which unfolds with time as he discovers the dark secrets of his heritage. He gains an extra slayer Talent at 1st level, and another at 6th level. If you pick this dark heritage you can't take the Dual Heritage Talent. Multi-class characters can't pick this dark heritage class feature.

Vampiric Legacy

Due to your slayer's unique nature he can manifest claws, fangs, and other natural weapons. His hands, feet, and any other useful appendage now qualify as one-handed light melee weapons.

You can use Dexterity in place of Strength for any skill checks that would call for it while your slayer's shielded from sunlight (heavy clothes and a big hood won't do the trick, but being sheltered indoors or in a cave will).

On a natural odd hit with your slayer's inbuilt vampiric weapons he gains temporary hit points equal to twice his level.

You can't pick this class feature if you have taken another Dark Heritage; you can only pick one.

Adventurer Feat

Once per battle on a miss with a melee attack that does damage, your slayer gains temporary hit points equal to his level.

Champion Feat

Once per battle add the enemy's level to the temporary hit points your slayer gains.

Epic Feat

Once per day for an entire battle, add the level of the enemy your slayer hits to the amount of temporary hit points gained with this class feature.

Wild Blood

There's something of the beast about your slayer. Once per battle when you roll a recovery you can maximize the recovery roll.

You can take the druid's shifter Talent as a Slayer class Talent, but only at the initiate level.

You can't pick this class feature if you have taken another Dark Heritage; you can only pick one.

Adventurer Feat

Your slayer's senses are supernaturally sharp, allowing him to track via scent and see in the dark. He gains a +5 bonus to tracking skill checks.

Champion Feat

Once per day when your slayer is reduced to 0 HP or fewer he can heal using a free recovery.

Epic Feat

Once per day when your slayer becomes staggered he can heal as a free action using two free recoveries.

Charged Attacks

When you roll initiative your slayer also charges up his weapon with power drawn from his own soul. The nature of the charged attack depends on the emotion he's feeling at the time: hatred for his enemies, fear for his friends, etc.

For the rest of the battle the next charged attack available is always determined by the previous charged attack that your slayer made, regardless of whether the last attack you made hit or missed. The next attack is either the opening attack from an adjacent emotion, or the next attack in the chain of your slayer's current emotional state (Opening > Building > Catharsis). After making the end 'catharsis' attack in a chain, the next emotion-charged attack must be the opening attack from an adjacent emotion.

Charged attacks modify your basic attacks depending on the attack roll and whether the attack hits or misses.

You can choose to make a basic attack not a charged attack, but the next charged attack available always depends on your previous charged attack that battle.

Your slayer can only access five charged attacks at 1st level, but gains access to more as you level up. He gains a 6th charged attack at 3rd level, a 7th at 6th level, and access to all of them at 9th level.

HALF-VAMPIRE VAMPIRES?

OK, so some of these dark heritages replicate other races. How do you handle half-vampire vampires and other seeming contradictions? Well, one way is to say your slayer's a vampire who has taken blood from a different bloodline of vampires, making him an even more powerful vampire. The other way to handle contradictions is to tie them directly in to your slayer's One Unique Thing.

Wrath Attacks

Let yourself give in to your anger and rage.

Wrath attacks are powerful, but your slayer risks damaging himself.

Opening: Strike of Displeasure

Hit: Add 1d6 fire damage to the attack (champion: 2d6 fire damage; epic: 3d8 fire damage).

Miss: Your slayer's basic attack does no damage.

Next Attack: *Wrath Building Attack, Vigilance Opening Attack, or Hatred Opening Attack.*

Building: Whirlwind of Anger

Modifier To Basic Attack: Your slayer may target one or two enemies with his basic attack.

Miss: Your slayer takes fire damage equal to his level for each enemy he missed.

Next Attack: *Wrath Catharsis Attack, Vigilance Opening Attack, or Hatred Opening Attack.*

Catharsis: Assault of Wrath

Hit: Add 1d12 ongoing fire damage to the attack (champion: 2d12 ongoing fire damage; epic: 3d12 ongoing fire damage).

Miss: Your slayer takes the ongoing fire damage instead.

Next Attack: *Vigilance Opening Attack, or Hatred Opening Attack.*

Vigilance Attacks

You stretch out your senses, looking for an opening.
Vigilance attacks are best used when facing multiple enemies at once.

Opening: Focused Foray of Concentration

Natural Even Miss: One other enemy engaged with your slayer takes miss damage too.

Natural Odd Miss: One enemy engaged with your slayer, but not targeted by this attack, pops free.

Next Attack: *Vigilance Building Attack, Wrath Opening Attack, or Ecstasy Opening Attack.*

Building: Stance of Hope

Modifier To Basic Attack: Your slayer may target one or two enemies in a group with his basic attack.

Natural Odd Hit: Your slayer's attack does only half damage if he targeted two enemies.

Miss: Your slayer's basic attack does no damage.

Next Attack: *Vigilance Catharsis Attack, Wrath Opening Attack, or Ecstasy Opening Attack.*

Catharsis: Burst of Alertness

Modifier To Basic Attack: Your slayer may target one or two enemies in a group with his basic attack, or attack the same enemy twice as a single action.

Next Attack: *Wrath Opening Attack, or Ecstasy Opening Attack.*

Terror Attacks

You use your enemies' fear as a weapon, while allowing your own terror to drive you to win.

Terror attacks force enemies to retreat from your slayer or suffer the consequences.

Opening: Cloak of Apprehension

Hit: The target must use its next action to move away from your slayer or take your slayer's level in negative energy damage.

Next Attack: *Terror Building Attack, Esteem Opening Attack, or Amazement Opening Attack.*

Building: Visage of Dread

Hit: The target must use its next action to move away from your slayer or take your slayer's level in negative energy damage.

Miss: Your slayer's basic attack does no damage.

Next Attack: *Terror Catharsis Attack, Esteem Opening Attack, or Amazement Opening Attack.*

Catharsis: Mask of Horror

Hit: Add twice your slayer's Charisma modifier negative energy damage to the attack, and the target must use its next action to move away from your slayer or take your slayer's level + Charisma in psychic damage.

Miss: Add damage equal to your slayer's Charisma modifier to the miss damage and the enemy pops free.

Next Attack: *Esteem Opening Attack, or Amazement Opening Attack.*

Hatred Attacks

Hatred is a double-edged weapon.

Hatred attacks are powerful, but your slayer's allies might end up disliking him if he uses them too often.

Opening: Blow of Disgust

Hit: Add your slayer's Charisma modifier acid damage to the attack.

Miss: Acid damage equal to your slayer's level to all engaged targets, and to all allies engaged with them.

Next Attack: *Hatred Building Attack, Grief Opening Attack, or Wrath Opening Attack.*

Building: Stroke of Judgment

Hit: Your attack does half damage as ongoing acid damage.

Miss: Damage equal to your slayer's level to all engaged targets, and to all allies engaged with them (including your slayer if he's engaged with the missed target).

Next Attack: *Hatred Catharsis Attack, Grief Opening Attack, or Wrath Opening Attack.*

Catharsis: Verdict of Loathing

Hit: Your slayer's attack does its damage as ongoing acid damage.

Miss: Damage equal to your slayer's level to all engaged targets, and to all allies engaged with them (but not to you).

Next Attack: *Grief Opening Attack, or Wrath Opening Attack.*

Grief Attacks

The loss of loved ones spurs you on in battle.

Grief attacks lock your slayer and an enemy into a mutual dance of destruction.

Opening: Assault of Sorrows

Hit: If the target moves away from your slayer before the end of your slayer's next turn, it takes ongoing cold damage equal to your slayer's level.

Miss: Cold damage equal to your slayer's level, and if your slayer moves away from the target before the end of your slayer's next turn, your slayer takes cold damage equal to your slayer's level.

Next Attack: *Grief Building Attack, Amazement Opening Attack, or Hatred Opening Attack.*

Building: Quagmire of Melancholy

Hit: If the target moves away from your slayer before the end of your slayer's next turn, it takes ongoing cold damage equal to twice your slayer's level.

Miss: If your slayer moves away from the target before the end of your slayer's next turn, your slayer take cold damage equal to twice your slayer's level.

Next Attack: *Grief Catharsis Attack, Amazement Opening Attack, or Hatred Opening Attack.*

Catharsis: Morass of Guilt

Hit: Add twice your slayer's Charisma modifier cold damage to the attack and, if the target moves away from him before the end of your slayer's next turn, it takes ongoing cold damage equal to three times your slayer's level.

Miss: Add cold damage equal to your slayer's level to the miss damage.

Next Attack: *Amazement Opening Attack, or Hatred Opening Attack.*



Esteem Attacks

You work better with an audience. And by 'work' we mean 'kill'.

Esteem attacks work best when your slayer has allies nearby, as their emotions amplify his.

Opening: Circle of Acceptance

Hit (Enemy): Add your slayer's Charisma modifier holy damage to the attack.

Hit (Ally): Target takes no damage and heals HP equal to your slayer's level.

Miss (Ally): Psychic damage equal to your slayer's level.

Next Attack: *Esteem Building Attack, Terror Opening Attack, or Ecstasy Opening Attack.*

Building: Circle of Trust

Hit (enemy): Add your slayer's Charisma modifier holy damage to the attack.

Miss: Your slayer's basic attack does no damage.

Next Attack: *Esteem Catharsis Attack, Terror Opening Attack, or Ecstasy Opening Attack.*

Catharsis: Ring of Wonder

Attack Bonus For Basic Attack: Add +1 to the attack roll for each ally engaged with the enemy (max bonus +3).

Hit: Add twice your slayer's Charisma modifier holy damage to the attack and, as a free action, your slayer or one nearby ally can heal using a recovery.

Miss: 1d3 nearby allies (which can include your slayer) gain temporary HP equal to twice the level of the enemy.

Next Attack: *Terror Opening Attack, or Ecstasy Opening Attack.*

Ecstasy Attacks

Ah, the exultation of slaughter!

Ecstasy attacks benefit the attacker almost as much as they harm their enemies.

Opening: Song of Serenity

Natural 11+ Hit: Add psychic damage equal to your slayer's Charisma modifier to the attack.

Hit Or Miss: Your slayer gains temporary hp equal to twice his level.

Next Attack: *Ecstasy Building Attack, Vigilance Opening Attack, or Esteem Opening Attack.*

Building: Dance of Delight

Hit: Your slayer gains temporary HP equal to twice his level.

Miss: Your slayer's basic attack does no damage.

Next Attack: *Ecstasy Catharsis Attack, Vigilance Opening Attack, or Esteem Opening Attack.*

Catharsis: Exultation of Joy

Hit: Add twice your slayer's Charisma modifier psychic damage to the attack.

Hit Or Miss: Heal HP equal to the maximum damage that your slayer could have rolled minus the damage actually rolled (so the maximum damage roll is 23 on 2d10+3, but if you rolled only 10 then your slayer heals 13 hit points).

Next Attack: *Vigilance Opening Attack, or Esteem Opening Attack*

Amazement Attacks

Amazement, or shock?

These attacks are flashy, distracting enemies and causing them to stumble in their assaults.

Opening: Disrupting Disturbance

Natural 2-15 Hit: Add thunder damage equal to your slayer's Charisma modifier to the attack.

Natural 16+ Hit: Add lightning damage equal to your slayer's Charisma modifier to the attack, and the target is stunned until the start of your slayer's next turn.

Next Attack: *Amazement Building Attack, Terror Opening Attack, or Grief Opening Attack.*

Building: Battle-yell of Surprise

Natural 18+ Hit: The target is dazed until the end of its next turn.

Miss: Your slayer's basic attack does no damage.

Next Attack: *Amazement Catharsis Attack, Terror Opening Attack, or Grief Opening Attack.*

Catharsis: Scream of Shock

Natural 2-15 Hit Or Miss: Add twice your slayer's Charisma modifier thunder damage to the attack.

Natural 16+ Hit: Add twice your slayer's Charisma modifier thunder damage to the attack, and the target is vulnerable to all attacks until the end of your slayer's next turn.

Next Attack: *Terror Opening Attack, or Grief Opening Attack.*

Class Talents

Choose three Talents.

Crawstep

Twice per battle, when your slayer's not engaged with an enemy, he can teleport to being engaged with any nearby or far away ally or enemy as a move action.

Adventurer Feat

Once per battle when your slayer teleports into engagement, the next standard action attack he makes on that turn against the enemy you teleported into engagement with does double damage hit or miss against that enemy.

Champion Feat

The next basic attack your slayer makes after he teleports targets PD instead of AC.

Epic Feat

Once per day when your slayer teleports, he can make a basic attack on the same turn immediately after the teleport move as a quick action.

Cruel Grimoire

Your slayer learns one spell of his level or lower from any spell-using class except chaos mage or occultist (druid, wizard, sorcerer, cleric, etc), and can cast it as though he were a member of that class of his own level. Rename the power to reflect the dark taint the power places upon it: Cure Light Wounds could be Dark Healing, reflecting your slayer funneling the life energy of a slain foe into an ally, Burning Hands could be Skeletal Hands where the attack takes the form of burning skeletal digits that lash out at your foes, and so on. If the spell has feats available, your slayer may take those feats as well, using his feats.

Adventurer Feat

The spell you've taken uses your slayer's Charisma score for both attack and damage.

Champion Feat

Your slayer gains the Ritual Caster feat but only for the spell he learned from another class.

Epic Feat

Your slayer gains a dark copy of a second spell in addition to the first spell. The two spells do not have to be from the same class and your slayer can cast both of them as rituals.

Deathly Lantern

As an at-will quick action your slayer can summon a deathly lantern. While holding a deathly lantern it provides a 'light' that only your slayer can see. While holding the lit deathly lantern in one hand your slayer deals an extra 1d4 fire damage with his weapon attacks that hit (champion: +2d4 fire damage; epic +2d6 fire damage). The lantern disappears when not in use. Some characters summon a dark flame into their open palm instead of a lantern, but the effect is the same.

Adventurer Feat

Your slayer's allies can now see using the deathly lantern's light.

Champion Feat

Increase the bonus damage to +2d6 fire damage (+2d8 epic tier).

Epic Feat

Once per battle the extra fire damage is ongoing damage.

Dual Heritage

Dual Heritage costs two Talents.

Choose a second dark heritage class feature (normally you only get one). For example, this Talent could allow you to have both the Aberration and Vampiric Legacy dark heritages.

You can't use this Talent to gain uncertain heritage as one of your two dark heritages. Multi-class characters can't take this Talent.

Evil Eye

When your slayer hits or misses an enemy with a natural 13 attack roll, or when a nearby enemy rolls a natural 13 on an attack, that enemy becomes cursed. While cursed, the enemy subtracts the escalation dice from its attack rolls. Your slayer can only curse one creature at a time. If the triggering 13 comes up again, the curse shifts to the new target.

Adventurer Feat

Once per day your slayer can force a cursed creature to reroll an attack and take the lower result.

Champion Feat

If your slayer kills a cursed creature he gains temporary HP equal to twice its level.

Epic Feat

Once per day when a cursed enemy targets your slayer with an attack, but before your GM rolls to hit, your slayer redirects the attack to an enemy engaged with him.

Marked For Doom

Once per battle as a quick action your slayer can mystically mark one creature he can see, or mark one mob of mooks. Until the end of the battle his crit range against the marked creature or mob expands by 1.

Adventurer Feat

On a hit the marked creature or member of a marked mob of mooks takes extra damage from your slayer's attacks equal to his Charisma modifier, but only if your slayer's the only one engaged with it.

Champion Feat

Your slayer's crit range against the marked creature or mob of mooks expands by an extra 2 (normally to 17+).

Epic Feat

When the marked creature dies, or the last member of a mob of marked mooks dies, your slayer heals using a free recovery.

Midnight Noose

Once per battle your slayer can use a quick action to pull an enemy of his own level or lower into engagement with him. The noose is made of shadow, or perhaps is your slayer's own spooky hair, or is tentacles that come from within you – be creative.

Adventurer Feat

Your slayer can use the noose as a normal rope outside of combat. It obeys your slayer's mental commands, knotting or unknotting itself. The noose is stronger than normal rope, but can still be cut through with effort.

Champion Feat

When your slayer pulls a creature to him using the Midnight Noose, the creature is stuck (save ends).

Epic Feat

Your slayer's crit range against stuck creatures engaged with him expands by 2 (normally to 18+).

Mist Form

Once per day when your slayer Rallies, he can't make attacks against AC or PD until the start of his next turn, nor can he be targeted by such attacks until the start of his next turn.

Adventurer Feat

While in mist form your slayer can drift: it's not quite flying, more of a controlled glide that can carry your slayer across pits or through a closed non-airtight door.

Your slayer can now activate this power as a standard action instead of when Rallying.

Champion Feat

When your slayer uses his mist form he adds the escalation die to his PD for the rest of the battle.

Epic Feat

Rallying in mist form is now a quick action for your slayer, and he can use mist form twice a day.

Oubliette

Your slayer has access to a shadowy pocket dimension in which he can store objects. This pocket dimension is about as large as a big backpack, and is accessible only to your slayer. At sunrise each day roll a d6, on a 1 all objects inside the pocket dimension reappear. Accessing the pocket dimension and pulling something out is a quick action.

Champion Feat

Once per day when not in combat your slayer can travel through his pocket dimension, allowing him to pass through a closed door or a wall. Magical wards interfere with travel through the oubliette.

Shadow Minion

Your slayer gains a small minion, mechanically identical to the Wizard's familiar Talent. The minion should be suitably twisted or macabre in description, or a traditionally morbid creature like a black cat or a crow. You can spend feats on the minion in the same way as a wizard spends feats to improve his familiar.

Multi-Classing

Multi-class slayers use the same column as bards for their key modifiers and weapon dice penalties.

The slayer is a natural fit with rangers for multi-classing, and we've added some feats for characters who are hunters who specialize in monster-hunting.

Level progression: Your slayer starts with only four charged attacks, and must wait until 2nd level to get his 5th charged attack. He doesn't get his extra slayer charged attacks until one level later than usual: at 4th, 7th, and 10th level.

Clear heritage: Your slayer can't take the uncertain heritage slayer dark heritage class feature or the slayer's dual heritage Talent.

Monster Hunter (Ranger/Slayer)

Champion Feat

Once per day for one battle your slayer can apply his favored enemy ranger Talent to slayer attacks.

Champion Feat

Once per day for one battle your slayer can apply his lethal hunter ranger Talent to slayer attacks.



New Equipment

With the collision of a dark fantasy and gothic horror realm, plus drawing in part of the Egyptian underworld and the Fallen Land, Nightfall is an interesting melting pot of technology. In *The Churn* your adventurer might well find pirates wielding rapiers and firing flintlock pistols; meanwhile in *Amenthes* he's likely to be sliced by a kopesh and skewered by a javelin. Either way, there's slicing and dicing.

We're aware that 13th Age has most of the fantasy options well covered, but what about the gunpowder arms? Here are some options for your game group:

Gunpowder

The presence of black powder in this setting presents a unique problem. We want to have the occasional explosion, and sometimes it's fun to give your adventurer the ability to blow things up. However, we don't want the party to be able to just roll a cartload of gunpowder up to every problem and make it go boom. Barrel of gunpowder meets full moon nightmare in *La Luna*? Boom - puréed werewolf. Barrel of gunpowder meets giant sea monster in *The Churn*? Boom - insta-sushi. You can see how that would get a bit boring.

While we assume for the sake of dramatic and fun adventuring that anybody with a gun has enough gunpowder and bullets to use it in a fight, that doesn't mean every adventurer has infinite gunpowder. Treat a barrel of gunpowder as an expensive and rare item, something that needs to be bought and a resource that once used is gone. Gunpowder is expensive stuff, and just being a musketeer marks your adventurer as someone special over and above regular townsfolk.

For an adventurer to create an explosion mid-combat, that's a skill check as a standard action and then your GM rolls a d6 in secret to determine how many rounds pass before the explosive goes kaboom. Use the damage-per-tier charts from the 13th Age core rulebook as a guideline for what would be reasonable, rolling 1d4 or 2d4 or 3d4 for the number of closest targets (allies and enemies alike) it hits.

The better the skill roll the bigger the explosion and the more targets it's likely to damage... but there's always a delay. Expect some uncertainty as to when the delay ends and the sushi starts. A natural 20

on your skill roll forces your GM to tell you exactly which round the explosion will happen in, but a natural 1 means your adventurer blows himself up instantly.

Outside of combat treat demolition like you'd treat a magic ritual: it takes time, requires a skill check, and can easily go hilariously and lethally wrong. Alternatively, if you're playing the setting suitably "dark and gothic" then a botch is an opportunity for suitable amounts of angst and free-flying gore which attracts the hungry dead.

Grenadiers And Sharpshooters

By reflavoring existing classes you can create gunpowder-based heroes. A sorcerer becomes a grenadier by simply changing all his damage to fire and thunder damage and saying that his spell effects are actually the results of carefully thrown gunpowder bombs. A wizard becomes an artilleryman by only picking direct-damage spells (forget charm person and hold monster and pick spells like fireball and meteor storm), switching out any other damage types for fire and thunder damage instead. A wizard who is reflavored to become an artilleryman automatically gets ritual caster, but those 'rituals' have a material component of gunpowder and have names like 'destroy bridge' and 'blow up wall'.

Flintlocks

Normally we treat flintlock pistols, muskets and rifles like any other ranged weapon; ultimately the weapon matters far less than the accuracy of your adventurer's aim and how quickly he can reload. Pistols use the rules for crossbows, muskets use the rules for short bows, and rifles use the same rules as longbows. Thus, if you have a ranger with an ability that refers to bows, you can take it that the ability also works with a rifle.

The same is true for magic items. A magic bow could easily be an enchanted gun, and magical bullets are as common in this setting as magical arrows. A blessed bow from another book could easily be reflavored for this setting to become a gun enchanted to slay the undead.

However, if you prefer to differentiate your guns from their lower-tech equivalents, here's a rule that we like:

Powder Grinder: (Free adventurer feat for any class, if you want to take it.) Your adventurer prefers to grind his powder finer than is recommended.

If you ever roll the maximum damage for your adventurer's gun, you double the damage (dealing twice the maximum). If you ever roll all 1s and 2s with the damage dice for a black powder weapon, it explodes and you take the damage instead.

Recharge 16+ After Battle: If your adventurer spends a standard action carefully reloading and aiming his gun, you can double the damage he deals with his first attack with the black powder weapon the following round, hit or miss.

If you're the kind of player who wants his weapons to be a bit different, take the feat. If you like the idea that a skilled marksman is deadly no matter what weapon he or she uses, don't take the feat. Should a Bloodshire slayer firing hand crossbows be as deadly as a pirate firing a brace of pistols? Less so? More so? You decide, based on what works for your whole gaming group.

Just like we don't care about tracking arrows and bowstrings, we don't track gunpowder and bullets. If you're an adventurer we assume you always have enough gunpowder to fire your gun, but not enough to make a bomb.

Guns are noisier than bows of course, and that may have an in-game effect. Don't take the realism too far, though, or you might find yourselves spending all your time worrying about damp powder, jammed weapons, and whether a skilled handgunner with a Brown Bess musket can fire more shots per minute than one trained to use a Baker rifle. The British army spent years arguing about that very thing, but they didn't have a fun roleplay experience waiting for them.

General Equipment

Basic Diving Suit

Non-magic item

This oiled canvas suit, pair of heavy boots, and brass and glass helmet allows you to function underwater for short periods.

Always: Your adventurer can stay underwater for five minutes. He can't swim in this suit, but weighted boots allow him to walk on the sea floor.

Your adventurer's hampered while wearing this suit (basic attacks only). If he's hit with a crit while wearing the suit, it fails and he takes damage at the start of each of his turns equal to 30 minus your Constitution

attribute. Treat a diving suit as light armor.

Sometimes: With a boat up top (or another source of air), a hose, and pump, your adventurer can stay underwater for hours.

Diving Armor

Non-magic item

This diving suit has metal plates attached to it, turning it into armor.

Always: Use the same rules as a diving suit, but all your adventurer's attacks have a -2 penalty and he treats the suit as heavy armor.

Fire Sword

Non-magic item

The trademark weapon of the White Legion, the flaming blade draws fuel from a reservoir in the grip and is lit via a flintlock mechanism.

Always: When you roll a natural 19 or 20 in battle the sword does an extra 1d6 fire damage. However, when you roll a natural 1 your adventurer takes 1d6 fire damage as burning oil runs down onto his hands. The fuel costs 2gp per battle and creates a thick black smoke, which can cause complications in closed environments (-4 to all attacks by all combatants, due to being half-blinded and choking). The White Legion uses a more expensive fuel which costs 10gp per battle and only imposes a -1 penalty in closed environments.

Harpoon

Non-magic item

A huge barbed javelin with a rope attached, intended for use hunting large sea creatures.

Always: Treat as a heavy two-handed weapon or a simple thrown weapon. On a natural 16+ hit with a basic attack against a large target, the harpoon is stuck in the target, and it can be reeled in using a rope (standard action skill check, DC 20 plus the target's level, so a 7th level target would be DC 27). When harpooned, a huge creature can't be reeled in, rather it drags the harpooner along with it, at least until it tires or dies of its wounds. Dislodging a harpoon is a move action and a difficult save (16+), with a natural 1-5 fail on the save dealing the harpooner's Strength modifier in damage to the harpooned creature.

Leather Wings

Non-magic item

These devices are made from the skin and bones of actual giant bats - or so claim their makers. Others suspect that they are cow hide and deer bone.

Always: As a standard action your adventurer can glide a short distance to a point nearby. This isn't true flight, and he can only glide downwards. As a standard and move action he can 'fly' upwards a short distance (converting forward momentum into upwards momentum). Whenever your adventurer uses these wings roll a d20, on a 1 they fail spectacularly and he takes falling damage. This roll must be made every round the wings are in use, but otherwise the duration of a glide is determined by mundane physical forces.

Wearing these wings makes your adventurer hampered: basic attacks only. Properly securing the wings requires a full action while unstrapping them only requires a standard action.

Spear-gun

Non-magic item

A barbed spear launched by a coiled spring or by compressed air.

Always: Treat as a heavy crossbow which takes twice as long to reload.

Magic Items

Angel Feather Talisman

Magic item (epic-level necklace)

This rare opalescent feather is encased in amber.

Always: +1 to saves when your adventurer has 50 hp or fewer.

Recharge 16+ Immediately After Use During Battle: Fly as a move action. Your adventurer can only use this in one battle per day.

Recharge 16+ After Battle: Your adventurer takes no damage from falling, instead landing as light as a feather.

Quirk: Wants to get as high up as possible.

Air Walkers

Magic item (boots)

These soft leather boots have bubbles of elemental air trapped in the soles.

Always: +1 bonus to disengage checks and other fancy footwork (champion: +2; epic: +3).

Recharge 16+ Immediately After Use During Battle: As a move action your adventurer can glide across empty space, literally walking on air over pits or between nearby treetops. He can only use this in one battle per day.

Once Per Day Only: Your adventurer takes no damage from falling, but the boots lose the rest of their powers until his next full rest.

Quirk: Risk-seeker.

Burning Blade

Magic item (weapon)

A true magic sword, which the White Legionnaire's armorers try to mimic with their fuel-burning fire swords.

Always: +1 to attacks and damage with this weapon (champion: +2; epic: +3). Attacks made with this weapon deal fire damage.

Recharge 16+: Make a basic ranged attack using the sword, firing a gout of flame at one nearby or far away enemy. Gain an extra +1 to hit against airborne targets when using the gout of fire attack.

Quirk: Holier-than-thou attitude.

Daemonic Wings

Magic item (epic-level cursed wondrous item)

These wings are said to be taken from demons in battle, but darker tales say that they are parasitic hell-creatures themselves.

Recharge 11+ After Battle: Until the end of the battle your adventurer can fly or hover as a move action.

Curse: Your adventurer is vulnerable to holy damage, is repelled by and burned (3d10 holy damage) by the touch of holy items (blessed relics, holy symbols, holy water, etc), and takes 2d8 holy damage whenever he casts a spell that deals holy damage.

Quirk: The wings graft physically to your adventurer's back and are impossible to fully conceal. Removing the wings requires surgery.



Nautilus Talisman

Magic item (necklace)

Holding the shell on this necklace up to your ear lets you hear the sound of the sea, but it can do much more.

Always: +1 to saves when your adventurer has 10 hp or fewer (champion: 25 hp or fewer; epic: 50 hp or fewer).

Recharge 6+ After Use: Your adventurer can breathe and swim underwater for one hour, swimming as easily and quickly as he would run on land.

Quirk: Call of the sea.

Potions

Sea-Legs potion

Magic item (potion)

This potion is difficult to find, but worth it when you do find it. It tastes like salty wine and lavender, though not unpleasantly so.

Cost: 150 gp

Effect: Your adventurer can breathe and swim underwater for 1d4 hours, swimming as easily and quickly as he would run on land.

Side-effect: Mild euphoria for 2d6 minutes after first drinking.

After-effect: For the rest of the day your adventurer takes no skill check penalty when swimming in armor (normally -1 for light armor, -4 for heavy armor), and can walk on the rolling deck of a ship without any problems no matter how slick it is underfoot.

Siren's Tears potion

Magic item (potion)

Distilled from foul limbecks, Siren's Tears is a cheaper version of the Sea-Legs potion, but for a reason - there are some unusual and often painful side-effects. Oh, and the thick liquid tastes like a two-day-old rotting fish.

Cost: 25 gp

Effect: Your adventurer can breathe and swim underwater for 5d10 minutes, swimming as easily and quickly as he would run on land.

Side-effect: Roll d12 for the side-effect.

1. As soon as the potion is in effect, your adventurer can't understand normal speech while in air, but can understand speech while submerged under water just fine. This condition ends in 4d6 hours.

2. If your adventurer receives magical healing or drink a healing potion while under the effects of the Siren's Tears potion the injury

heals with octopus flesh instead of humanoid flesh. The only way to get rid of the strangely motile flesh is to have it carefully cut out and new magical healing applied to the wound (this is not the sort of surgery that can be done with a dagger around a camp fire - your adventurer needs to pay a proper surgeon).

3. Mermaid transformation. Your adventurer's legs fuse together to form a fish tail, his clothes merge with his flesh and, if not female already, he becomes so. Congratulations, your adventurer's now a mermaid! Well, at least until the potion wears off and the change reverses itself. Apart from temporarily being unable to walk there is no downside.

4. Mermaid transformation, but the transformation is horrific to look upon and is so painful that your adventurer has a -1 to all saves until the potion wears off.

5. Mermaid transformation, but when the potion wears off your adventurer is left with patches of scales on his legs. The scales fall off after a year.

6. Mermaid transformation, but while the mer bit of mermaid wears off afterwards the maid bit of mermaid becomes permanent (if it was not already).

7. Until your adventurer's next full rest, he feels constantly dehydrated while out of the water.

8. Until your adventurer's next full rest, he stinks of fish.

9. When the potion wears off your adventurer begins to sweat squid ink from his pores, staining everything he touches black. This condition ends in 4d6 hours.

10. While the potion is in effect your adventurer has trouble breathing air (he's hampered while on land, but fine underwater). This is accompanied by him growing gills that are tender to the touch. The gills become useless once the potion has worn off, and are reabsorbed by your adventurer's body after a day or two.

11. While the potion is in effect your adventurer's clothing fuses with his skin to form an armored lobster-like carapace. He gains +1 to AC and saves, but takes a -1 penalty to attack rolls. Once the potion wears off the transformation reverses itself.

12. While under the effects of the potion your adventurer grows small rippling fins on his body, fins which shrivel and drop off over the next day. At some point before his next full rest is completed, your adventurer vomits up 1d6 tiny live cuttlefish.

After-effect: Your adventurer can't get the same side-effect twice from Siren's Tears: if you roll a side-effect that he has already experienced, reroll. From the 13th dose onwards, your adventurer experiences no side effects. Once he takes his 20th dose of Siren's Tears, he permanently gains the ability to breathe under water as easily as breathing air and is able to move effortlessly between the two environments.



For GMs

If you're planning to be a player in this setting, then now's the time to turn away. There are secrets in this section which your GM will doubtless share when the time is right. Remember, in a gothic horror setting it's all about the...

...suspense.

From here on we're assuming you're a GM, so we'll open up the realm to you.

First we'll talk about the Nightfall, about Shadeside and about what's *really* going on. Don't worry - we'll leave enough room for you to make this story distinctly your own.

After that, we'll give you more details on each of the lands of Nightfall. A bit more information would go a long way, after all.

Next up, we'll be detailing those all-important Icon characters. That allows you to represent their machinations accurately across the lands.

With that done, we'll dive right into our feature presentation, the campaign. Play the main plot encounters in order, but we're also including more side quests than you can shake a silver-tipped stake at. You can slot those in between plot scenarios as you see fit.

At the end you'll find stats for all manner of monsters and denizens from the various lands of Nightfall. They appear throughout the campaign, but they're also yours to sprinkle into any other plots you're cooking up, spicing up your dark, gothic encounters with a bit of extra bite.

Nightfall Illuminated

What happens when gothic horror collides with dark fantasy, sucking in the Egyptian underworld, an angel/demon power struggle and oceanic behemoths along the way? You get a cosmic chill where the very virtues and vices of the land get personified in the major Icons of the realm.

The Nightfall

The Nightfall itself is the event which happened when two dark, gothic realms collided. That's what we told the players at the front of the book. There's more to it though. We were keeping the players in the dark (with the smaller-toothed monsters and some other unsavory critters).

In truth, the Nightfall is *alive*. Think of it as a giant cosmic being of living darkness. The way in which the realm formed from the wreckage of Bloodstone and Darkshire isn't exactly planned, but neither is it totally random. That roiling morass which envelops people and takes them to the Weave, that's the Nightfall manipulating the realm, putting pieces into place.

For what purpose? Well, that's the thing. The Nightfall is a mystery which is revealed by the campaign in this book. When your players get to the end, all is revealed. In short, though, it's about that thing we mention casually in the player's section of this book, the Weave of the Lands.

Adventurers can't just wander from one land to another within this realm. Only the Nightfall can transport them, and it does that using the Weave, like a set of giant psychic stitches in the fabric of reality holding together the various lands. As time goes by the Nightfall is manipulating the minds of the twelve Icons, twisting them to help create more and more of the Weave, tightening the bonds that bind the realm, drawing the pieces tightly around itself. Soon it will have finished, and then the Nightfall will stop, moving to the next stage.

Here's something you need to remember: the whole realm is a giant cocoon. The primordial darkness has lain eggs on the underside of the town of Haven, just like insect eggs on the underside of a leaf. If they hatch, the ravenous newborn young of a being like the Nightfall make all the evils of the realm feel like warm fuzzy cuddles compared to the scuttling horrors just waiting to consume everyone they can find, growing until they burst forth and spread out into the rest of reality.

Seriously, your adventurers better figure out what's going on and be up to the task of stopping these cosmic horrors before it's too late. Otherwise this is going to be one campaign that ends *very* messily.

Shadeside

If the Nightfall is living darkness then you shouldn't have a problem with Shadeside being a sentient city which acts as a hub of sorts among the realms of the Suzerain Continuum, a meeting point for interesting personalities from across time and space. It actually collects them, arranging for all manner of people to appear on its streets.

As a result, if your players want any adventurers from places other than the realm of Nightfall then you can help them out. Shadeside has kidnapped the character and uses one of its portals to inject him into the Butchered Calf Inn (where the campaign begins).

These portals are potential exit points from the realm of Nightfall at the end of the campaign. Shadeside is enigmatic, but the city is trying to help your adventurers, hoping they'll stop the cosmic birthing of the Nightfall's terrifying spawn. After all, Shadeside is the neighboring realm and destined to suffer a similar fate once the skittering horde finishes feasting on the remains of Bloodstone and Darkshire.

How does Shadeside help? That's largely up to you, but we give you a few hints in the campaign notes. Dream signs, portents and orchestrated coincidences are subtle starters, but more physical aid can also appear through mysterious portals. This could come in the form of useful supplies, items or even an animal companion. There's nothing like a horse bursting out of an open grave when one of your adventurers needs to make a quick getaway from a haunted graveyard.

Since Shadeside has its own decidedly macabre streak, make it a zombie horse.

DAY AND NIGHT

For the most part the Nightfall covers the lands in an eerie half-light, the sun obscured, moon drifting behind a heavy haze. Bright sunshine is reserved for Haven, and even then only during normal daylight hours. This is something to remember when setting the scene. All the lands have this feel to them except where noted in their detailed descriptions.

The Lands

In the first section of this book we gave a very brief overview of each of the lands of the new Nightfall realm. That's okay for the casual tourist, but as a GM you're going to need to know more. Much more....

The Weave

The Weave is a constantly shifting interplay of shadow and light, a series of strands that crisscross between the other lands. Think of each one as a giant tunnel piercing the inky blackness of the realm itself. Within each strand you'll find a deeply chaotic location where sudden rock formations, great rivers, and lakes can form and reform repeatedly. Some say Weave strands once belonged to a great goddess of chaos and the Nightfall stole them. Some say they're the very soup from which the whole universe began. Go ahead and spread those rumors but we know the truth, right?

The Weave acts as a traveler's way to get from one land to another. It's not simple travel, though. At any time the strands can change direction, altering your course and sending adventurers into the wrong land.

Or they can loop back in the dark and force a party of would-be heroes to restart their journey.

Time doesn't pass the same in the Weave either; like the landscape it can be chaotic at best and what seems like hours can be minutes, days become seconds and disorientation follows. In the shadowy half-light of a broken road you can glimpse fellow travelers one moment and see them vanish in the next.

When you're in the Weave, you're under the gaze of the Nightfall. It knows you now and it's an unkind warder at best. This doesn't mean adventurers can't go from place to place. The only true prisoners are the Icons that the Nightfall has captured, corrupted and bound to their lands. Once adventurers find access to a strand of the Weave they're free to travel to the end of that strand, to cross onto overlapping strands, or to visit the town of Haven in the middle of all the strands.

While Haven's residents push back the oppressive fog it's probably the safest place in the whole realm. When the fog pushes back, visitors should fear the brumelurks and other insubstantial horrors.

The Town Of Haven

Your adventurers may come to a strange crossroads, a path leading them down to an old ramshackle building. Through the swirling fog they glimpse the welcome lights of a small town. Lamps, torches, burning braziers all combine to stave off the incredible chill and oppressive misty dark. Sometimes the fog breaks through the townsfolk's determined attempts to drive it back and with it come the spirits of the departed – reuniting them with their loved ones, but not in a good way.

During daytime Haven is as safe as it can be. People from all corners of the Nightfall lands throng the streets and go about their business as if ignorant of the swirling miasma of mist that lurks outside of their little community, creeping ever closer as the sun blazes down through a hazy sky. The town has strong stone walls that form a ring, the main line of defense against the fog and monsters.

There's a small temple, which is no more than a shrine to the gods of good fortune from every worshiped religion, a market and a town hall all within close proximity to each other. By means of a magical bottle of ever flowing water, a well has been constructed in the center of the market square.

A retired adventurer called Jer Hamonde runs the town, a cleric from a far off world, worshipping a goddess of commerce and trade. He lives in a small building near the northern edge of the town. The Mistwalker Inn and the Lampsong Tavern are both establishments where adventurers can stop for a good night's rest but it's the Butchered Calf Inn where our campaign begins (see page 82).

At the western edge of town there's a small farm, with a carefully husbanded collection of livestock. This is the pride and joy of a pair of dwarf adventurers who worked hard to get the livestock into Haven, losing two of their family members on the way through the treacherous lands outside.

As for other notable residents, a few houses away from the farm there's a smithy, run by a shrewd woman called Carla. Then there's Jorhild the baker who keeps a close eye on his bakery, day and night. Tucked away at the back of these traders is the herbalist's hut run by Yalnik, a young man with a fondness for booze and an encyclopedic knowledge of herbs.

Everyone in town is responsible for security but they all answer to Kressa Dor, a flame-haired leather-clad warrior who speaks with a strong accent. She's a veteran of countless battles and has faced down some

of the most terrible creatures Nightfall has to offer.

No matter how safe it seems during the day, night in Haven another matter entirely. The mist pushes against the walls, creeps through the cracks and slinks in around the streets. Where it gathers in large pockets there's a chance that a brumelurk pack may appear to harass or kill any stragglers it finds.

The many lamps and light sources in the town attempt to prevent this, but the brumelurks can knock out lamps, put out torches and plunge certain areas of Haven into darkness. That's when the mist becomes stronger and it requires a dangerous undertaking to wrest the corrupted area of the town back from the fog and its murderous creatures. The common folk are not foolish; they remain firmly locked in their homes and safe beside their own lamps, fires and light sources. Adventurers, on the other hand... they're rarely put off by such trivial matters as painful, lingering death.

Brumelurks

Those who die in a mist or fog (whether in Haven or elsewhere in the Weave) are sometimes brought back by the Nightfall as brumelurks, terrible undead creatures which can attack and then swish back into the mist before a victim knows what's happening. Brumelurks are violently opposed to the living, dragging victims into the mist to strangle them or bleed them dry. They appear as thin gangly humanoids, lacking normal facial features and sporting elongated fingers – these fingers end in wickedly sharp black claws.

Durnham

Night never truly falls in Durnham, though this brings no comfort to those shaded souls caught in the Lady of Shadows' grip. Neither does the sun ever truly rise: the lands of Durnham are caught in perpetual twilight and its denizens in perpetual gloom. In the half-dark, the shadows are long and deep - and best avoided by the unwary.

Icons

The grey shroud of Durnham is the product of two Icons, their wills tangled in a vicious struggle. In the south, the Lady of Shadows rules from the Mansion of Shade, the dark tendrils of her will creeping forth like vines to choke the last embers of the land's feeble light. In the north, Lord August burns from within a

broken down castle. A once-great paladin, the lord smolders like a dying sun, slowly consumed so that he might cast a light against the darkness and hold the Nightfall at bay.

Nightfall

The cycle of day and night in Durnham is like a sun, hidden behind the horizon in all directions, rising grudgingly only to be caught by some hideous claw and dragged inexorably back into the darkness before it can light the land.

Durnham is in constant battle between day and night, hope and despair; the powers of the Lady of Shadows are stymied by those of Lord August. Neither Icon can break the resolve of the other and so the landscape remains in a shadowed twilight even as the rest of the realm descends into darkness and madness.

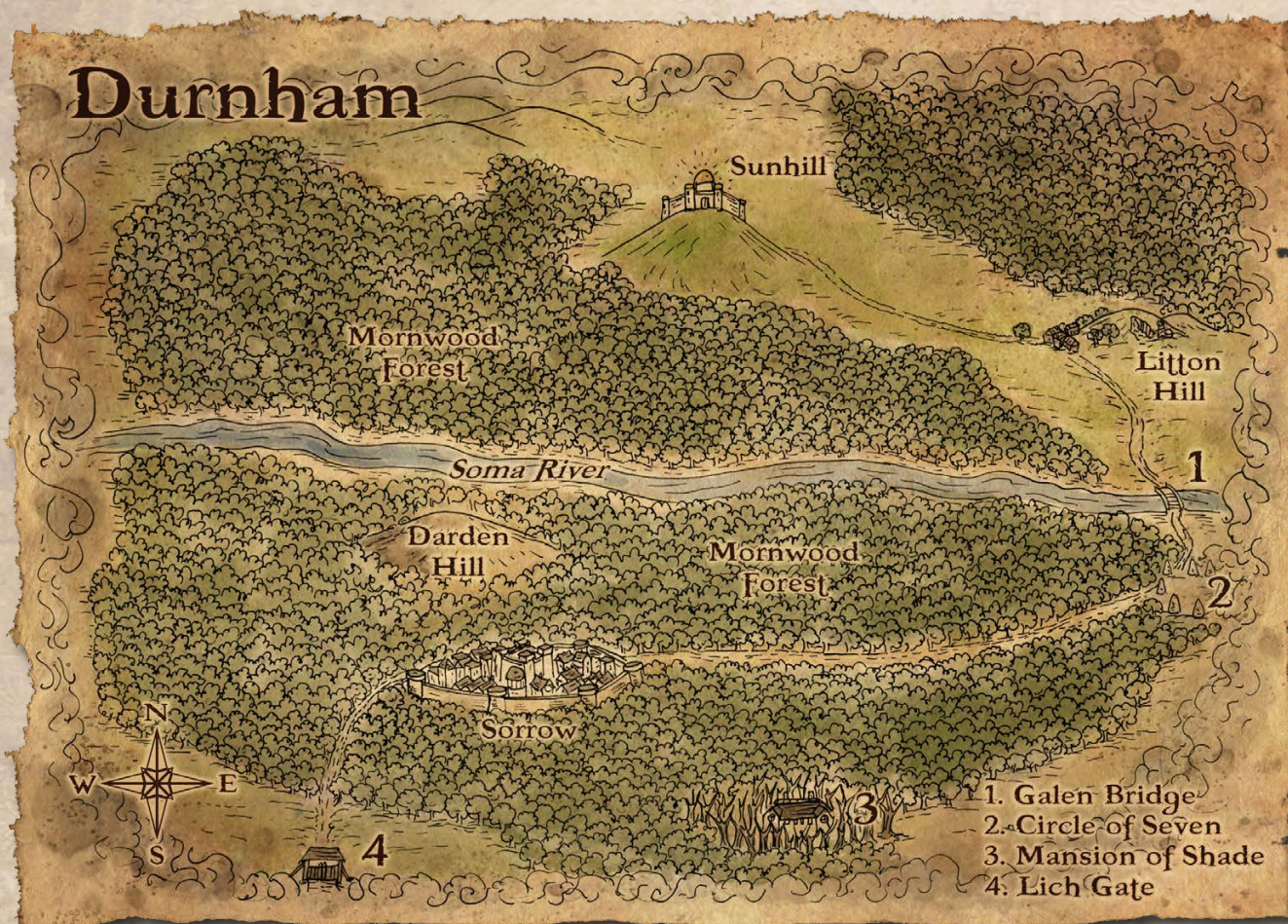
The struggle between Icons affects the very nature of the Lady's domain: fewer dangers lurk in the twilight than in the dark and the night's influence is not as strong here as elsewhere. This doesn't mean

that the Nightfall has no power: there are monsters aplenty in Durnham and the people of this shadowy realm are all too quick to throw adventurers into those shadowy maws.

The only visible signs of the night falling are a subtle shift in the heavens from violet to indigo and the faint flicker of stars struggling to be seen behind somber clouds. When the moon appears, it's a sickly yellow hue and the light barely touches the ground. The winds of the day still, the temperature drops to a chilling degree, and all the sounds fade away to leave nothing but silence.

Geography

From the outside looking in, the land of Durnham is hidden behind a pall of swirling grey shadows, which roils over the thick forest, dances through verdant dales, and caress the small towns and settlements dotting the Lady of Shadows' domain. The Forest of Mornwood spreads across Durnham like a smothering blanket and the dark trees choke the landscape with thick foliage and deep shadow.



The Soma River divides the land between the warring Icons. In the south, the Lady of Shadows lurks in the tallest tower of her mansion house, casting her gaze over black and barren forests to the Town of Sorrow. The aptly named town is home to nothing but shadows, the living shades of its pre-Nightfall residents.

Past the shadowless standing stones called the Circle of Seven and across the creaking planks of Galen Bridge, Sunhill stands as a bulwark against the gloom. Perched on a hilltop, this stalwart castle casts a frail and flickering light on the lands around it, pressing the creeping darkness back. Here, as nowhere else in Durnham, the muted, pervasive grey yields, giving way to splashes of color.

The village of Litton Hill stands a short distance from the castle, as though frightened to stray any further. The ramshackle collection of wooden buildings rest within a partially built wall and plays host to the land's only truly human residents. The enclave boasts an inn, a smithy, a tavern, a butcher, and other conveniences you might expect in a vibrant community. While the accommodations are modest, a warmth lingers here which is absent across the rest of Durnham.

Dangers

The murky and shifting borders of Durnham are defined not by geography but by the Devouring Dark. Not contented to be held at bay by the squabbles of Icons, the Nightfall wove a tapestry from the stuff of nightmares: a thing of despair, malice, and hunger. Named the Devouring Dark, this living dungeon roams the fringes of the land, waiting for those who dare to leave without the Lady's permission. Unfortunate travelers caught by the Devouring Dark are dragged kicking and screaming into a dungeon created from their darkest and deepest fears, then devoured body and soul once they succumb to madness.

Within the confines of the land itself, dangers lurk in the many dark places. Some of these are shadow of their former selves: shades of ogres, trolls, orcs, and goblins can all be found roaming the darker places of this dark fantasy land. There are also unique monsters which serve the Lady, bound as much to her will as the land itself.

Sombria

Sombria is a perverse simulacrum of a land, artificially constructed by clockwork machines after they extinguished almost all life in the land. Created by a troubled genius ages ago, these automata are ruled by Count Federmir, a mechanized monstrosity known as a forgeborn. It was Count Federmir who devoured most life in Sombria, but it's another forgeborn, Von Halzinger, who stopped the Count from snuffing out the light of life forever.

Icons

The forgeborn Count Federmir began (and, in theory, ended) life as Lord Blackmyre, a peer of the realm in Darkshire and a cruel tyrant. When worlds collided, the awesome power of the Nightfall event transformed Lord Blackmyre into a creature of living steel and endless malice. His new existence as a mechanical nightmare has done little to improve his personality: what little humanity Lord Blackmyre possessed was stripped away along with his flesh and bone. Instead, the dark sorceries which fuel his existence constantly call for blood, filling the Count with an unnatural thirst.

Upon arriving in Sombria, the Count gorged himself on the blood of the unfortunate living residents then ordered the clockwork constructs to strip the land bare so that it might be re-forged in his twisted image. Now Count Federmir lords over a clockwork world; every flower, every insect, and even the heavens above are mechanical masterworks yet heartless, lifeless, and hollow.

Not everyone starts down the heroic path for the right reasons. Some start for all the wrong ones. In the case of Von Halzinger, the road to the hell that is Sombria was paved with bad intentions. When a careless vampire drained the life from his beloved, Von Halzinger took up the stake and pistol with a heart blackened by a thirst for vengeance. With a cruelty and malice worthy of any monster, he hunted the creatures of the night. When the Nightfall occurred, it was Von Halzinger's burning hate that drew him into his new form as a forgeborn.

Von Halzinger arrived in Sombria to familiar sounds: the screams of the innocent as they fled another unholy terror, this time called Count Federmir. In that instant, Von Halzinger became a hunter once again; old habits die hard, even for the dead.

Nightfall

By day, Sombria is lit by a bright yellow lamp suspended high above the wooden “ground”. While the light brings little comfort to the living, it’s sufficient to keep the worst of the clockwork horrors at bay. Night falls with a single “tick” in Sombria; the sun-lamp sinks below one horizon and a silvery blue moon-lamp rises above another. As though some great switch had been flipped, the metal forests almost instantly come alive with clockwork goblins, wind-up werewolves, and spring-driven trolls.

Geography

In the whole of Sombria, there’s only a single patch of real earth. This precious spot is surrounded by a high, spiked wall and guarded vigilantly by the last living things in the land. The town of Katal is the only true settlement in Sombria, though it’s not the desperate outpost you might expect.

Residents here live well; the drudgeries of daily life have, in large part, been automated. Machines powered by oil, coal, and steam handle much of the hard labor and the town water pump is powerful enough to pull fresh (and real) water from the nearby River Tend and deliver it to every home. Townsfolk

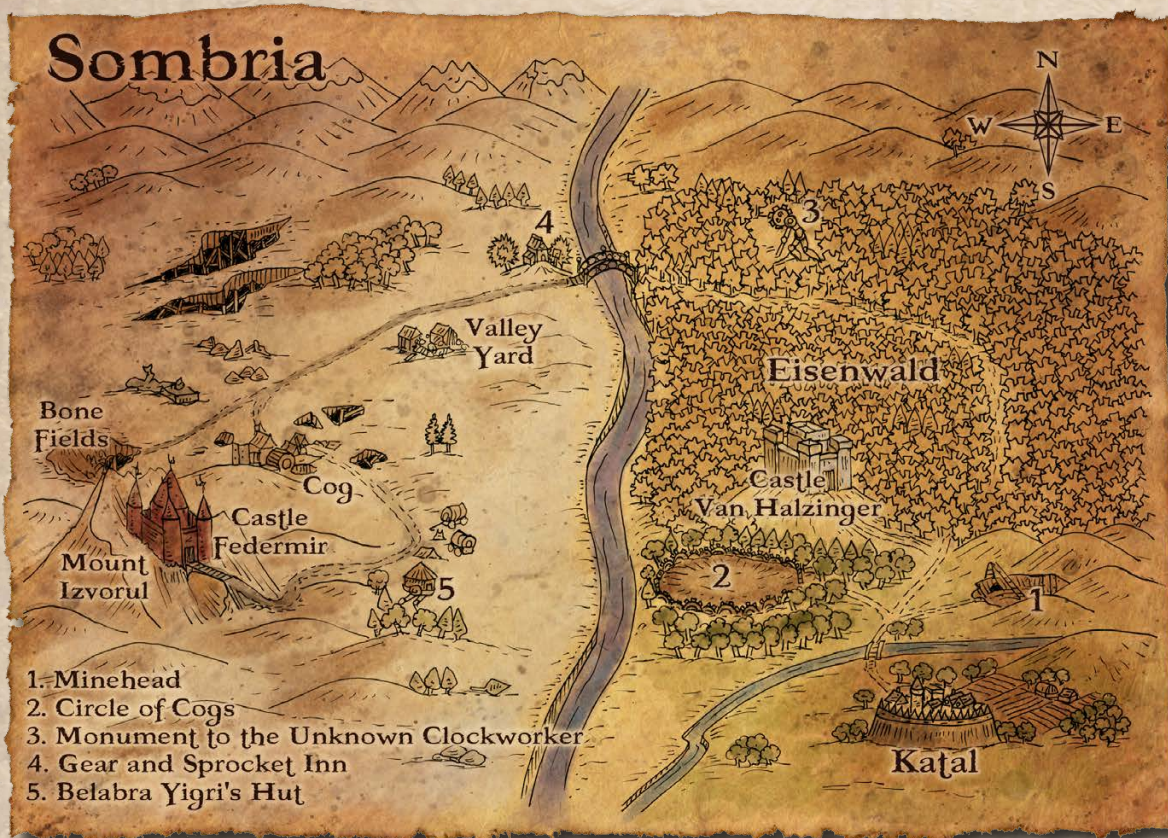
live and work beside a variety of automata which do not appear corrupted by Count Federmir or the Nightfall. Many of these clockwork neighbors perform important tasks for the city, including guarding the walls.

Beyond the walls of Katal lies Eisenwald, a place of clockwork leaves, metal branches, and hollow trunks. The constant whirr of clockwork insects and the ticks of tiny clockwork animals flit through this place during the day.

By night the wood transforms. The air becomes cold, an artificial fog curls around the tree trunks, and eerie creaking sounds can be heard in the darkness. Throughout the forest, mechanical trees skitter on tiny clockwork roots taking new positions, obscuring paths, and confounding travelers.

Atop a hill rising out of Eisenwald, Castle Von Halzinger stands like a sentinel. The oil lamps within burn brightly at all hours, day and night, giving off a welcome glow in the foreboding darkness. The dimmer the glow, the further afield, and further into danger, you have wandered.

The River Ticker divides Eisenwald in the east from Izvorul in the west. Clockwork fish of all shapes and sizes swim through beautiful, crystal clear oil



and the bottom of the river is a perfect painted image of a river bed. On the left hand shore, a clockwork fisherman casts his line in the water, completing the strange tableau. This facsimile of a peaceful country scene belies the ugly truth: no life is safe west of the River.

In the far distance, a massive and imposing mountain looms, crowned by an iron castle, rusted to the color of blood. The foothills approaching the mountain give a somewhat disturbing reminder of this land's nature; many foothills remain unfinished. Half painted rocks fail to disguise massive springs and gears as they churn along, breathing a half-life into this mechanical world. Anyone foolish enough to continue the trek up Mount Izvorul can't claim he wasn't warned.

Dangers

The bloodthirsty Count is far from the only danger in Sombria. In the ruined town of Cog, twisted and damaged machines seek to repair themselves with any parts they can gather, including the flesh of the living. Somewhere deep in Eisenwald dwells the clockwork witch Belabra Yigri. Wholly machine yet capable of true sorcery, Belabra Yigri defies all the known laws of magic.

Hidden throughout Sombria are trap doors and secret hatches leading to the bowels of the land. This winding labyrinth of machinery has an untold number of layers (no one has ever reached the bottom) and spans the width and breadth of Sombria. Ancient clockwork horrors, failed experiments, and even living survivors are rumored to dwell in the grinding dark below. Perhaps the secret to ending this mechanical nightmare can be found there as well.

La Luna

The land of La Luna was born from a twisted and tragic curse laid upon two lovers in some time long forgotten. The Icons of La Luna began as bitter rivals locked in perpetual struggle yet, against all odds, the pair fell in love. After years of destructive conflict, the charming, heroic prince and beautiful, cunning queen seemed destined to rule a fertile and peaceful land, just like in the fairy tales.

No fairy tale in Nightfall would be complete without a wicked witch. In the instant before the lovers' first kiss, the priestess Yatika cast a terrible curse upon both them and the land. Time came

undone and began anew at the exact moment the Icons entered the land, forcing them to reenact their strife and courtship. The two are fated to be together and thus once again found their way into each other's arms. Yet just before the pair could share a kiss, time reset again. And again. And again.

No one knows how many times the cycle has repeated; the process strips memory from everything but the land, which radiates a deep sorrow in its tragic beauty.

Icons

The lovely Queen Katarin enters the land of La Luna as a proud, headstrong monarch in the full blossom of young womanhood, determined to pull herself and her people up from chaos. The leader of a nomadic clan, Katarin is tired of watching her people forced to move by nature's whim or threat of violence. Queen Katarin vows to build a home for her people, one in which they're the masters of nature and safe from harm.

The Nightfall corrupts her regal bearing, deep determination, and unshakable confidence into arrogance. She becomes the Lunar Queen, an absolute and unyielding monarch. Yet she always wearies of endless conflict, yearns for the freedoms she had as a little girl, and aches to be understood rather than merely obeyed. In the end, she softens her hardened heart and allows herself to love and be loved.

Prince Castigar Vale enters La Luna an angry young man, chaffing at the constraints of his title, the expectations of his people, and his need to shun his gift of lycanthropy. Vale is a born werewolf, not cursed, and rules his rage rather than letting it rule him. As he comes into his own, Castigar embraces his gift and his power, casting off the shackles of conformity and reveling in the wild abandon; in doing so, he becomes the Wolflord.

His destiny calls, however, and his burning heart cools as he comes to understand the distinction between freedom and chaos. Slowly he comes to see his ideas as complimentary to the Queen's, rather than in opposition to them. As he strives to show her that passion can create rather than merely destroy, he finds himself falling in love.

All of these incarnations and attitudes are, were, and will be true, depending on where the Icons are in the grand cycle. The remaining descriptions in this section are of La Luna when both Icons are at the peak of their power but not yet reconciled.



Nightfall

Daylight in the south of La Luna is dimmed by the smoke of industry and the steam of machines powering the myriad factories in which the citizens toil. This miasma is carried north on the wind until it's little more than a lingering scent on the occasional unpleasant breeze. In the north of La Luna, daylight is unsullied and casts as pristine and pleasant light as can be found in all of Nightfall.

When the sun sets, it's replaced by a moon much larger and brighter than our own and La Luna enjoys six nights of a full moon in every monthly cycle. On these nights, when the moon casts long and deep shadows, the Wolflord's children run rampant through the woods of the north, feasting and reveling. Other terrors lurk in the woods: assorted undesirables forced from the Queen's lands all come out in the dark.

In the south, night comes as a welcome end to a weary day. While monsters and ghosts still lurk among the ruins, the great walls of the city and the ever-present soldiery lend an illusion of safety.

Geography

La Luna, more so than any other domain in Nightfall, is a land divided.

The northern City State of La Luna is a paradise of deep abundant forests, rolling hills, wide open plains and grand lakes fed by thundering rivers. There are dozens of villages, settlements, secrets, and hidden caves in the vast wilderness. From the forest city of Ikarth Vara, the Wolflord looks over the wild and untamed lands of his dominion.

While the entire land is ringed by a huge range of mountains known as Lupine's Maw, these peaks are taller, grander, and more imposing in the north. The mountains provide a natural border around the whole land.

The southern City State was once a beautiful land, much like the north, but the furnaces of industry required fuel and the forests fell to the axe, one by one. Thick, asphalt-covered roads connect the various hubs of the sprawling city Severna and steam-driven wagons shuttle goods around the Queen's domain as quickly as possible.

Severna has spread to encompass an enormous portion of the Queen's holdings. The acrid stench of progress chokes the sky and the Queen herself sits in her tower watching progress marches on.

The two dominions are separated by the Queen's Wall and the Karsden Moor. The people of La Luna once moved freely from the holding of one Icon to another in accordance to which land was best suited based on temperament. Those days are long past. The Queen, in a feat of brilliant engineering and unmitigated audacity, constructed a three hundred foot high wall spanning from one end of the land to the other. Her flying scout ships patrol the border, held aloft by great balloons and captained her most capable and loyal soldiers.

Dangers

Adventurers in La Luna should be especially wary of two dangers: Karsden Moor and the Queen's secret police - the Militariat.

Karsden Moor is a bleak stretch of land just north of the Queen's Wall, full of dangerous bogs, swamps, and crevasses. The true danger of the moor isn't the landscape: the mystical fabric of the land is frayed and tattered here. Somewhere in the moor is the exact spot where the priestess worked her foul curse, leaving a wound in the land.

Ruthlessly efficient, the Queen's secret police silence even the slightest opposition to her rule. This elite force is lead by the Queen's most trusted advisor and personal confessor: a priestess named Yatika. Indeed, this is the same Yatika who will betray the Queen and curse the land, over and over - unless someone prevents that happening and breaks the cycle.

The Churn

The vast unknown of the sea has always occasioned at least a tinge of fear in all but the most foolish. No matter how sturdy or stalwart the ship, no sailor enjoys knowing that a whole universe roils and rolls beneath her in the unfathomable depths. At any moment, some alien and malignant thing might wriggle from the depths and snatch the unwary, pulling them into the darkness, down to a sunless sea. In Nightfall, the sea of Churn is a chilling place: islands wander, gales rage, and the waters seethe with something sinister. Here be monsters.

Icons

The Icons of The Churn are the embodiments of two primal forces intimately bound to the sea: the will to master the unknown and the savage struggle to remain untamed. Hidden within the bowels of a dying volcano, Golgath endlessly forges fantastic machines: vessels that can plumb the murky depths, suits which let men harvest the treasures of the sea from the ocean floor, and powerful engines to drive the wheels of progress. The construction of these wonders requires tremendous resources and through his agents Golgath hires all manner of folk, putting them and his machines to work harvesting metals, oils (most often from the bodies of sea creatures), and other materials.

Somewhere in the furthest depths of the abyss, the Leviathan, Mother of Monsters, spawns her deadly brood. Kraken, sea serpents, and horrors unimagined writhe in the darkness, driven by a primal malice toward all that isn't of their Mother's domain. To the mer-folk and other aquatic races, the Leviathan is a protector and benefactor in the struggle with surface dwellers for resources. The mer-folk act as the Leviathan's spies, often enlisting the aid of surface dwellers in her cause. After all, few adventurers can resist a beautiful mermaid offering a fist-sized pearl in exchange for a night's work.

The Icons of The Churn war with one another by proxy, offering riches and wonders to anyone willing to sell their services. Neither Icon is above plucking adventurers from the seas of other lands to fill out their ranks, though just how they reach through the Weave remains a mystery.

Nightfall

The rays of the sub-tropical sun make days in The Churn almost pleasant. The oppressive heat is usually offset by ocean breezes and cool salt spray. Weather during the daylight hours behaves as you'd expect for the climate, with occasional afternoon downpours and odd tropical storm keeping settlements, springs, and lakes supplied with fresh water. Out at sea, mariners are in no more or less peril than their counterparts in other realms.

As the sun dips below the horizon, the winds begin to shift and the skies darken with clouds. Night always brings foul weather, though this can range from rogue waves and driving rains to impossibly high seas and hurricanes which level settlements. Just as the moon rules the tides so too it calls to

Leviathan's brood. Sailors tell of colossal black shapes caught in the flash of lightning, moving between the swells in the distance. Those who seek a closer view seldom live to tell the tale.

Geography

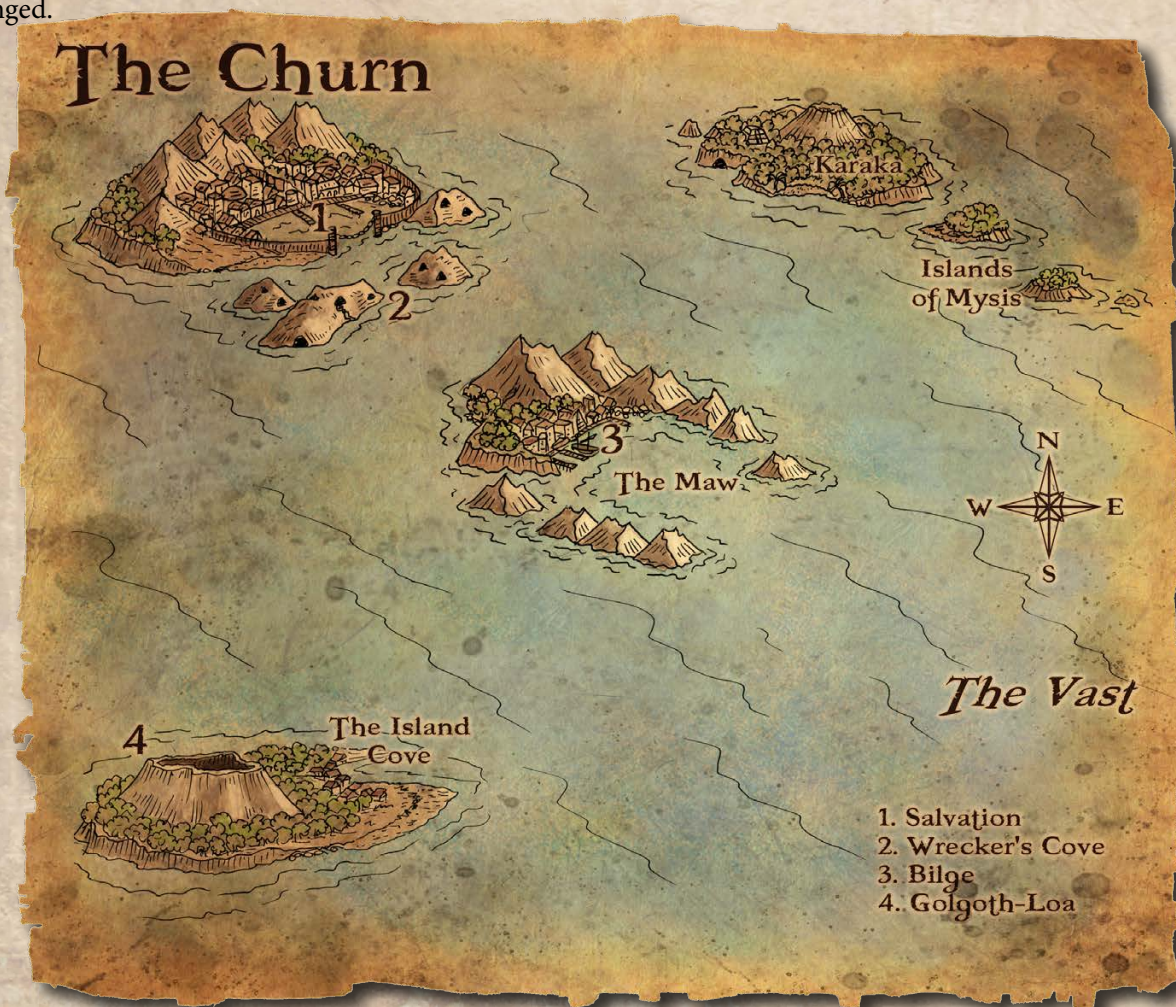
The geography of The Churn is maddeningly protean: imposing islands of solid rock vanish without a trace, jagged shoals appear where none had been before, and vast reefs are inexplicably replaced by dense kelp forests. The few persistent features of The Churn are discussed below, but even they might not be there tomorrow.

Most new arrivals to The Churn find their ships smashed against the jagged rocks of the Maw, an island ringed with rocky fangs. Fortunately the seas surrounding the Maw are forgiving enough that many survivors are able to make the short row or swim beyond the shoal, into the harbor, and to the small settlement of Bilge. Bilge is constructed from the wreckage of ships as well as the assorted flotsam and jetsam which washes up against the fang-like rocks. Most folk who make their home here are hardy and adventurous; while passage to other ports such as Salvation may be expensive, it can certainly be arranged.

Salvation is the largest and most developed settlement above the waves of The Churn, boasting a port and amenities vaguely reminiscent of civilization. Most castaways and sailors of The Churn make Salvation their home, or at least their home port.

Dense jungles cover Karaka and the Islands of Mysis; both are home to twisted and dangerous tribes of intelligent lizard-men. Barbarous and savage, they consume the flesh of the still-living and decorate their islands with the skulls and bones of their enemies. Not all lizard-men agree with such practices and some choose to leave. These exiles are accepted at most ports, though they're closely watched.

The Island Cove is a tropical paradise: lush fruit hangs from every tree, waterfalls cascade into crystal clear pools, and reefs protect the white sand beaches from the ocean's fury. Though life here seems idyllic, only a few settlements have sprung up in the shadow of the island's sleeping volcano. Somewhere deep below, Golgath makes his lair and crafts his machines; only his most loyal and trusted servants are allowed to dwell there. The promise of a retirement on the Island Cove has brought Golgath many eager recruits.



Surrounding these locations in all directions is the Vast, the name given by the locals to the endless, trackless sea. As much as an ocean can be considered a “land” of the Nightfall realm, it’s a boundless land. Away from the features already mentioned though, it’s as barren as any desert.

As for the undersea, tales of towering coral castles, cities built from the wreckage of ships, and other fantastic locations are common in The Churn, though few have seen such things themselves. Even so, the agents of the Leviathan offer treasures that hint at these wonders and more.

Dangers

As though pirates, hungry lizard-men, kraken, sea serpents, a war between two Icons, and plain old drowning weren’t enough, there’s the Black Corsair. Sailors whisper darkly of a devilish ship crewed by the damned and captained by the unquiet soul of The Churn’s most villainous pirate. No one seems anxious to discover if such tales are true.

The Fallen Land

The Fallen Land is so named because it didn’t rise from the shards and splinters of Bloodstone or Darkshire. Ripped from some higher and loftier realm, this place was drawn here by the Nightfall event. While the fall corrupted and twisted all that was beautiful and fine within the land, it maintains a grandeur even in its current state.

Icons

Two great forces vie for control of the Fallen Land: the Paragon, served by his choir of the Divine, and the Daemon, aided by her order of Dark Walkers. Sequestered in the remains of his once-great warship, the *High Crusader*, the Paragon wages a vicious campaign against all impiety and wickedness, however slight. His Divine foot-soldiers and puppet regimes mercilessly enforce order, sanctity, and orthodoxy in an attempt to restore a twisted vision of a past that never was.

The Daemon, in turn, undermines the Paragon’s efforts under cover of darkness. Her Dark Walkers lurk in shadows, thwarting the Paragon’s servants at every turn and offering a glimmer of hope to those who would not cower or conform. She’s blamed for every impertinent question, every act of rebellion, and every attempt to humble the land’s august and magnificent rulers. She wears each accusation as a badge of honor.

Nightfall

Daylight scours the darkness from the Fallen Land like a rough razor dragged indelicately over a tender throat, leaving it somehow abraded and raw. Most often, daylight is a disembodied glow emanating from somewhere behind a blanket of grey clouds and it seldom warms all the way to the bones. Even on clear and bright afternoons the cold light of day feels somehow intrusive, as though it were hoping to catch those below in some compromising act.

Yet there are other, more vigilant watchers than the sun: the Divine are unabashed in their disdain for their mortal flock and informers are always happy to report on a neighbor’s impiety. The land and its people hold secrets closely, beneath the disapproving glare of the sun.

As the sun sets, an unsettling chill creeps into the air. Pious residents blame the tricks of the twilight for strange sights as they hurry home, yet there’s more at play than light and shadow. Specters and shades begin to wander, coalescing into full substance once the sun has set. Ghosts of ruined buildings become solid things, serving as secret gathering places or hidden sanctuaries. Corridors and pathways which didn’t exist by day take form in moonlight, inviting the curious and foolhardy.

In spite of these wonders, the wise and pious lock their doors at night and seek the solace of a fitful sleep. In the deep shadows of forgotten woods and alleyways, nightmares lurk with gore-stained claws or ravenous, unnatural hunger. While deadly creatures of the night prowl for mortal victims, those reckless or desperate enough to brave the gloom are not without their own protectors. In the shadows, just behind the trysting lovers, plotting revolutionaries, and decadent libertines, the Dark Walkers watch, and keep the monsters at bay.

Geography

The Fallen Land is vast and majestic: familiar perhaps in form but utterly alien in scale. The Uru Mountains seem to gouge the sky with their jagged peaks and the impenetrable gloom of the Drake Wood and Beldvane Forest seems to go on forever. The lakes are deep beyond measure and the rivers rush powerfully to unknown seas. Even the blasted land of Hathken, stripped utterly bare of all life, evokes a sense of magnificent desolation.

The ruins strewn across every part of the Fallen Land are the bare skeletal remains of obvious

masterworks. Well preserved or partially functional ruins sit at the heart of no less than a dozen large settlements, though most travelers know to avoid any such structures in the wilderness.

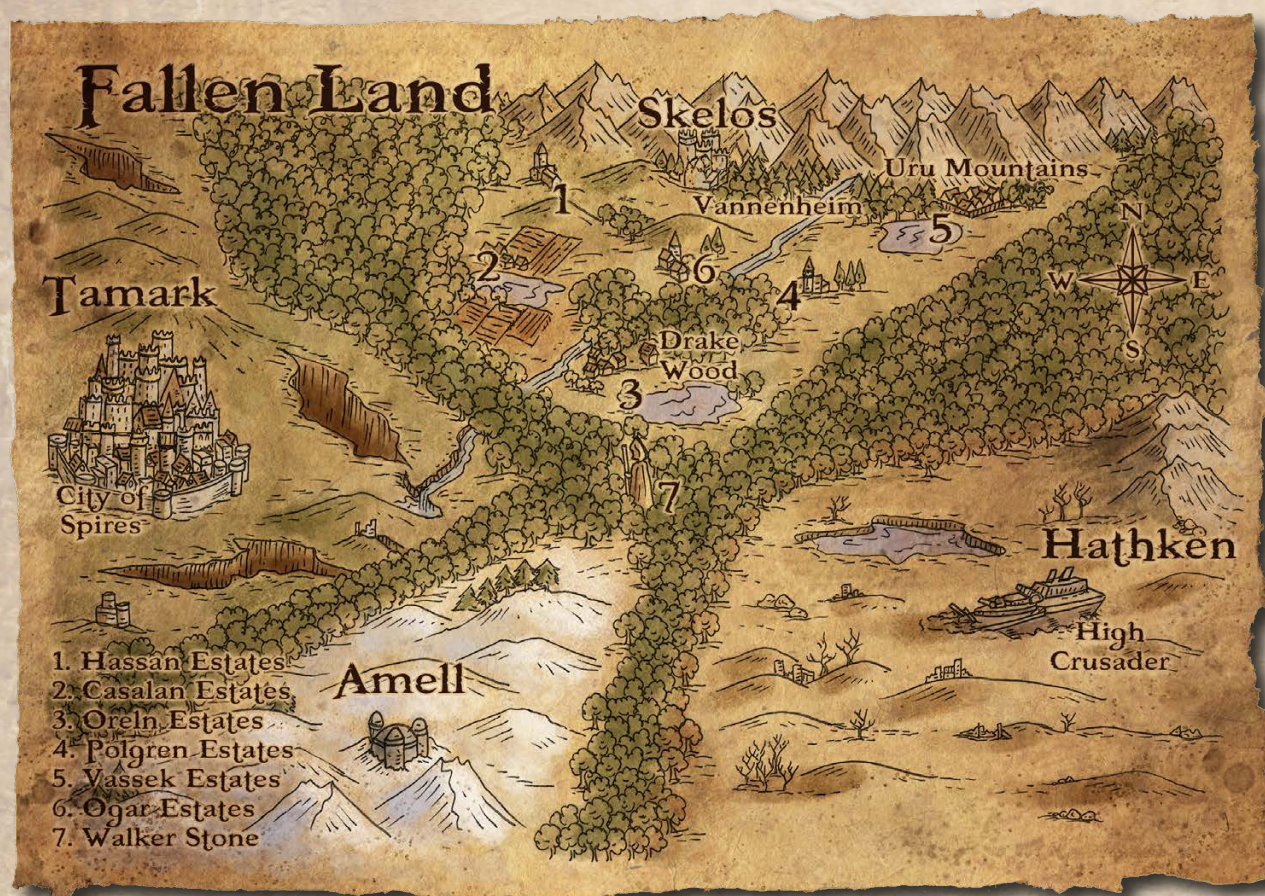
The surviving architecture is the embodiment and height of gothic style, with high vaulted ceilings, great flying buttresses, and lofty spires. Even these edifices, however, haven't escaped the decay of Nightfall; once prismatic stained-glass windows are shattered or faded beyond recognition while the ornate facades crumble.

In the north of the land, called Skelos, the ancient vampire Kalten Ord rules over the ruined city of Vannenheim and the estates of lesser vampires, watchful of those who plot to usurp him. The lands of the east, called Hathken, are a stark and sterile wasteland, empty save for the hulking wreckage of the *High Crusader*, where the Paragon broods. The southern expanse of Amell is a windblown tundra; hidden somewhere in the ice and snow, the Daemon makes her lonely throne.

The jewel of the Fallen Land lies in the western reach, called the Tamark. The City of Spires captures both the awe-inspiring majesty and grim reality of life in the Fallen Land. Its ethereal towers rise to impossible heights, yet crammed into the spaces between them, common folk eek out an existence. Ramshackle houses and seedy taverns provide residents with shelter and respite as they go about their lives, all the while hoping to remain beneath the notice of the Divine.

Dangers

The Fallen Land is fraught with horrible ways to die. Your adventurers might easily meet their end by slaking the thirst of ravenous vampires, sating the hunger of maddened werewolves, or simply being obliterated by a blast of holy light for failing to show proper respect to the Paragon, his Divine, or his duly appointed representatives. Assuming such a fate can be avoided, the primary concern for adventurers and residents alike is the Fog.



The Fog is a kind of wandering instability within the Fallen Land, a dark misty morass that curls about old places or sweeps into towns without warning. When the Fog departs, survivors find flora and fauna transformed, buildings altered, or individuals completely replaced. While adventurers certainly note the oddity, denizens of this land see nothing out of the ordinary and swear vehemently that the town hall has always been in its present location or they have always been married to their new spouse.

Amenthes

Amenthes is a corner of the Egyptian underworld, draw into the Nightfall much like the Fallen Land and similarly twisted by the power of the Nightfall event. It is a land of two empires: one rotting at the core and the other long dead but unliving. The city of Saronius rises from the desert, perched on a high plateau, resplendent with its white marble columns and stately golden domes.

At the base of the plateau, hidden almost perpetually in shadow, sits the city of Imehoten, a squalid collection of dilapidated sandstone structures. The two cities are at war and have been for centuries, yet time, it seems, is on the side of the deathless god-king Imehoten.

Beyond the plateau, a merciless desert spreads out in all directions, endless and bleak.

Icons

Empress Claudia Verovius embodies both the spoken and unspoken ideals of Saronian society. Her willowy figure, dark hair, rich olive skin, and deep brown eyes alone are enough to enchant any man or woman in Saronius. The Empress uses this to her advantage, and a (whispered) reputation for carnality only adds to her allure. She is, however, much more than a pretty face. Her commanding presence, mordent wit, and talent for elegant duplicity make her the ideal Empress as well as the object of desire. She is emblematic of her empire: skillfully applied power draped in tastefully provocative luxury.

Imehoten, meanwhile, doesn't bother to disguise his power and his hunger for more. He's a gangly, dry-skinned creature who may once have resembled a man but has withered and weathered in his long reign. Adorned in long robes and wearing the sacred medallion of his title, he rules over an empire of timeless, unfeeling, and living dead. Imehoten's

people are desiccated corpses still clinging to life through the power of the Nightfall. They're wrapped in ancient traditions and even older, darker magic. With eternal patience and infinite malice, Imehoten bides his time, plotting to topple his rival when the moment is right.

Nightfall

Days are brutally hot in Amenthes, so much so that all living activity grinds to a halt when the sun is at its zenith. The City of Saronius is only tolerable on account of great public baths filled with cool water pumped from the heart of the plateau by an army of slaves. In the trackless deserts beyond the plateau, the heat paints vivid illusions while the winds whip sand with enough force to strip a corpse bare.

The heat does not abate when the sun sets and the land smolders under a blood red moon. Out in the wastes, restless dead more terrible than the desiccated subjects of Imehoten scour the desert for unwary travelers or reenact battles long since lost and won, catching bystanders in their wake.

Geography

Amenthes has only two occupied cities, Saronius and Imehoten. Nearly everything else is waste and ruin.

Saronius is a gorgeous city with hundreds of domed buildings, columned palaces, and senatorial homes. It's a decadent place in which misery and pleasure are bought and sold as readily as fruit in a market. Debauchery and depravity are as common at night as public condemnation of such indecency is during the day.

Slaves and servants abound, barely acknowledged or noticed by the aristocracy. Those who draw attention often suffer for it. These slaves and servants have no possessions or dwellings of their own; they are billeted in their masters' august palazzos and live or die at the will of their patrons.

The city of Imehoten seems to murmur darkly under the oppressive mass of the plateau which it encircles like fingers closing around a throat. Most buildings are flat-roofed and simple, with very little in the way of design or ornamentation. The great Pyramid of Imehoten stands out in its adornment; riches beyond measure have been devoted to the throne of the god-king and monuments to his greatness.

Outside of the two cities, there are ancient ruins, even older secrets, and other horrors awaiting new arrivals to the domain. Perhaps the most striking of these are the Ruins of Derashava, where an eruption of mystical energy blasted buildings and bedrock high into the air then froze them in place, where they hang to this day.

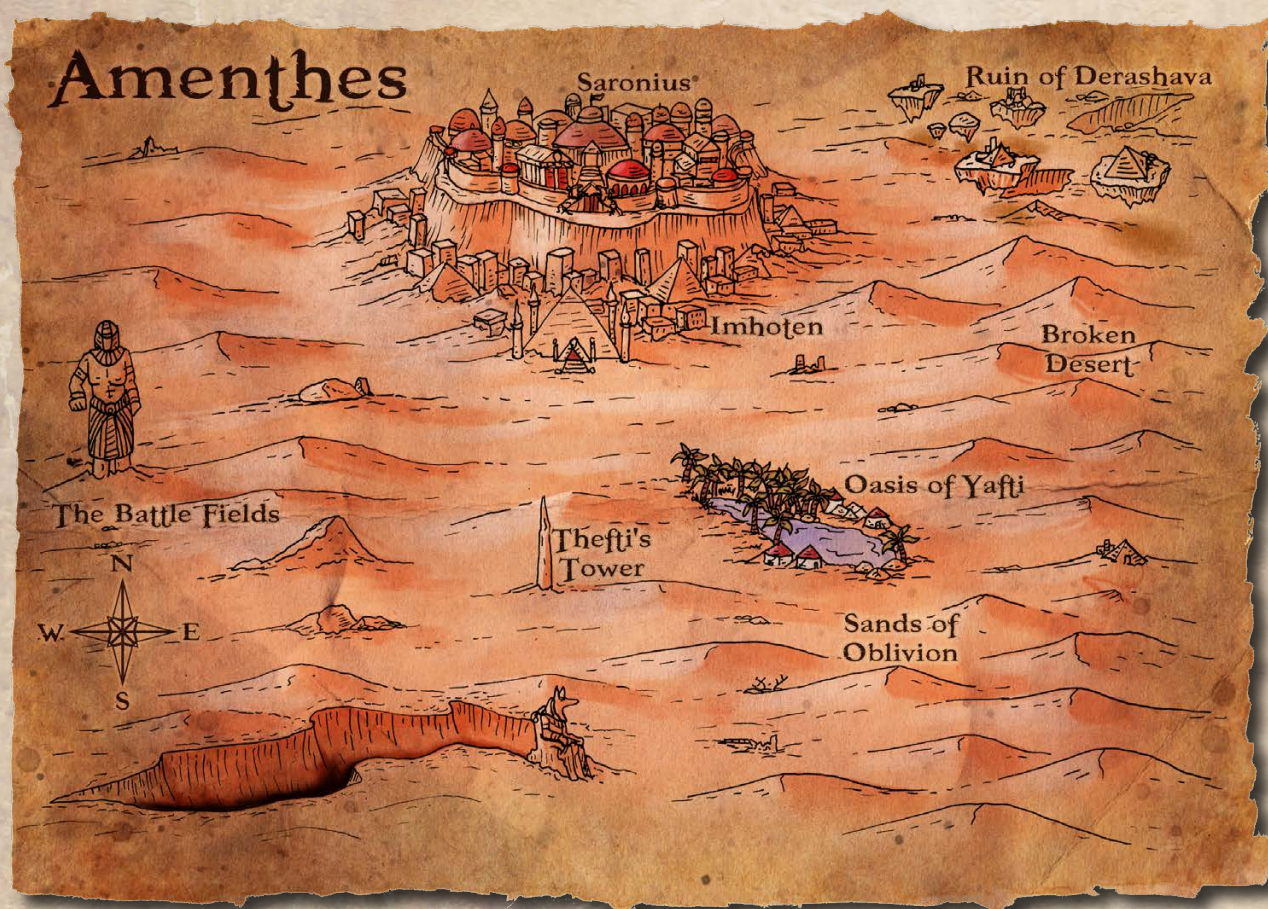
The western deserts of Amenthes are known as the Battle Fields, filled by living dead from across Egypt's violent history, all caught in an eternal war which plays out every single hour from beginning to end.

The Oasis of Yafti is a paradise: brightly-colored pavilions ring the crystal clear pool, shaded by palm trees. Attendants for every need recline on plush pillows or in hammock beckoning travelers to partake. The Oasis is not an illusion but it's also not all that it seems. As weary travelers partake in earthly delights, their memories vanish little by little. Once a traveler has forgotten where she is going or how to get home, her fate is all but sealed.

Between these notable locations is the Broken Desert, a vast ocean of shifting red sands. The massive dunes wash over the land like a tide: ruins, rocky outcrops, and other landmarks are buried, unearthed, and buried again with no particular rhyme or reason. It's no wonder that so many fall victim to the desert's only endemic disease: madness.

Dangers

In a land with a deathless god-king dabbling in black magic and intent on enslaving all life to his will, the dangers of Amenthes may seem obvious. Imehoten's machinations, however, are not the only evil at work in the land. Whispers tell of ruins more ancient than the god-king hidden at the desert's edge and caravan traders gravely report rumors that the Hashkath, a legendary beast though long dead, has returned.



The Icons

We told the players a tiny bit about the Icons of the realm, but you want to know more - right?

There are six pairs of opposed powers butting heads in a cosmic powerplay that defines the six shattered lands of the Nightfall realm. From the shining beacon that is Lord August to the embodiment of wrath, the Leviathan, these characters represent a dozen ways to set the tone in our dark, gothic fantasy. Whether your adventurers ever meet most of the Icons of Nightfall, they'll definitely feel the influence of each pair in the lands they visit.

Lord August

"For now, I am content to provide a light from the shadows for men of good will. But should compassion and loyalty ever fail, there will be a great and terrible reckoning."

Lord August was once Sir Augustus White, paladin of Solius (He of the Lighted Path) and knight of King Oserath III in the Kingdom of Auberon. King Oserath called all knights to aid him in cleansing his demon-plagued kingdom. Sir August swore himself to the king's service and threw himself into the cause completely.

For his zeal and skill, he was made captain of The Knights Immortelle, the king's elite demon hunters. The Knights Immortelle became the stuff of legend, heroes of the people and saviors of the land.

What began as a war against the infernal became a crusade against all heathens, heretics, and blasphemers who might one day welcome the demons back. Entire villages burned on suspicious of witchcraft, the bodies of the slain left to smolder on the fires.

The Nightfall whispered into the ear of King Oserath, who ordered his knights against imagined devils. It wasn't until Augustus saw the Knights unleashed on the place of his birth that he understood the king's madness and the foolishness of his blind faith. By then it was too late.

Sir Augustus burned with anger: betrayed by his king, he had betrayed his god. In righteous wrath, he slew his former companions for their crimes, abandoning his oaths of allegiance. When Nightfall

BEING ICONIC

These aren't necessarily the Icons you might find in other 13th Age settings. The twelve Icons of the Nightfall realm are linked to their lands by the most powerful of cosmic magic. Quite literally, each opposed pair holds their land together, defining it physically and metaphysically. Shaped by the Nightfall event which crashed two realms together, it's the cosmic being's cocoon state which turned these beings into Icons. See the Nightfall Illuminated section (on page 57) for more about that.

took the realm, Augustus came with it, his faith burnt to cinders, heart smoldering with ire, and soul scorched by regret. Sir Augustus became Lord August and he carried his sun-fire to Durnham.

Usual Location

Lord August occupies the castle of Sunhill, to the northeast of Litton Hill.

Common Knowledge

The people of Litton Hill know Lord August as their liege, guardian, and even savior, though their adoration only reminds him of his fall from grace. He's a stern and dour man but his subjects would do anything to make him happy. They even constructed a shrine to Solius (He of the Lighted Path) on the road between Sunhill and the village; they remain baffled by his refusal to go near it. Some in Litton Hill believe their lord came to Durnham to pay some penance, but they keep that to themselves.

Adventurers And The Icon

Unlike most Icons, Lord August communicates with adventurers directly, summoning them to his throne room in Sunhill once they prove themselves honorable and true. Lord August expects such heroic adventurers to undertake dangerous quests for the common good and without thought of compensation, though he generously rewards those who do.

Allies

Beyond the borders of his land, Lord August has an ally in Von Halzinger, though just how the two know each other isn't clear. Within Durnham, he has the loyalty of his subjects but few powerful allies. Lord August regards the woods witch Angelique as an honest broker between Icons, but not a friend.

Enemies

The Lady of Shadows is the closest thing Lord August has to an enemy, though he would rather see her redeemed than destroyed. Indeed, Lord August is capable of forgiving almost anyone, save for himself.

The True Danger

Lord August poses a danger under two circumstances. If the people of Litton Hill betray him, he unleashes his burning wrath on the whole land until he's consumed by his own flames. A more likely danger is a loss of hope; if the lord despairs of his own redemption and the fate of the land, his light may go out forever.

The Lady Of Shadow

"This is really for your own good, precious. No more pain, no loneliness, no more loss. I just want your shadow, my dove. I promise you won't miss a thing."

The Lady of Shadows is the heart of sorrow. The tragedy is that she could have been happy, if she had only let herself.

Born to a life of high nobility, Juliana Escrow wanted for nothing and enjoyed the finest things in life. She was also beautiful and greatly loved by the court of Bloodstone. Yet rather than enjoy this charmed existence, she convinced herself that someone, somewhere, was conspiring to take it from her. In a realm like Bloodstone, such a fear was usually well-founded; the place was not known for happy endings.

When she met a charming prince, who promptly fell in love with her, he became simply another thing for someone to steal. With four comely, unwed, elder sisters, Juliana imagined herself surrounded by covetous thieves. While the prince never strayed during their year-long engagement, his eyes did wander, and this was proof enough for Juliana to brand him a faithless cad.

By day she planned her wedding, by night she plotted revenge through bitter tears. The Nightfall

whispered to her in dreams, teaching her how to weave a curse worthy of her sisters' vile treachery. At her wedding feast, she uttered the words and sent her whole court plummeting into shadow.

Usual Location

The Lady of Shadows seldom leaves her well appointed manse. The members of her Shadow Court are a captive audience and all the company, or entertainment, she needs.

Common Knowledge

While few have ever entered the Lady's manse, many whisper about what goes on inside. The mansion bustles with activity: shadowy maids cleaning rooms, shadow servants creeping around with heavy bundles, and lavish parties thrown by and for shadow courtiers.

The Lady is the only member of the Shadow Court permitted to take lovers. Rumors claim this rule only exists because the Lady loves intrigue and takes pleasure in the schemes which surround her courtiers' trysting.

Adventurers And The Icon

When the Lady takes an interest in adventurers, it's rarely as anything more than playthings. She delights in tossing them into the byzantine plots of her court simply to complicate matters. Similarly, she has been known to hire adventurers for some task, only to secretly thwart them and bask in their failure. Worse still, she knows few would dare refuse an invitation to her manse and is hardly above summoning hapless adventurers purely out of boredom.

Allies

Allegiances within her Shadow Court remain in constant flux, so the Lady's list of superficial allies is ever-changing. She regards the woods witch Angelique with both respect and suspicion. As a lark, she once told Angelique that she was weary of her curse and asked if it could be cured. Ever since, she has wondered if those words might have been true and what the woods witch might have found.

Enemies

Lord August barely qualifies as an enemy: they tried to destroy one another long ago but to no avail. The two Icons are stuck with each other, so they squabble like petulant children, fighting over a toy neither wants.



The True Danger

The Lady of Shadows throws herself into diversions because she's lonely. This loneliness might push her toward undoing her curse, or it might entice her to turn all of Durnham's residents into living shadows.

Count Federmir

"Take a seat here, if you would. Be my guest and please, know that you're contributing to the longevity of my rule."

Lord Blackmyre of Darkshire was accustomed to getting what he wanted and was never afraid to use magic in pursuit of his desires. When the peasants roused his anger, he used his power to blot out the sun. The lure of such dominion led Blackmyre to dabble in the black arts and once that power was achieved, he turned his attention to keeping it.

With grim prospects awaiting him in the afterlife and a feeble mortal shell, Blackmyre turned his twisted intellect to finding a better home for his blackened soul. The Nightfall was more than happy to point him in the right direction. Using the ancient writings of a mad dwarf, Lord Blackmyre constructed a near-invulnerable suit of armor capable of housing his malicious will.

The last thing Lord Blackmyre required was a literal bloodbath: both he and his armor needed to be submerged in fresh blood for the transfer to take place. As each starving peasant had little blood to offer, the slaughter and grotesquery required for the ritual was unconscionable. Such an atrocity gave the Nightfall a firm grip on the realm.

The realm of Darkshire was smashed to pieces, but Blackmyre emerged from the cosmic chaos as Count Federmir. Now a mechanical monstrosity, the Count is cursed with an unquenchable thirst for blood.

Usual Location

Castle Federmir serves as the Count's haven, looming over the land from atop Mount Izvorul.

Common Knowledge

Count Federmir tore through several lands before settling in Sombria and many of these retain folktales of an unstoppable metal beast, thirsty for blood. Within his own land, the Count is an unliving legend and unspoken fear. The good folk of Sombria know this: people go missing and no one ever returns from the Count's castle. Few know more than that. For most, it's more than enough.

Adventurers And The Icon

The Count has no use for adventurers as anything but food.

Allies

Count Federmir has no allies, merely servants. Of these, his most loyal and ruthless is Lord Garamount, a clockwork knight rumored to have once been a man.

Enemies

The forgeborn Von Halzinger is the Count's nemesis. The two have waged war since the creation of Sombria and show no sign of stopping.

The True Danger

The Count's ravenous thirst for blood can never be quenched. The Count allows a small number of living things in his land to act as his larder. One day, the Count's patience could run out and he could gorge himself on all life in the land. With no life left in Sombria, he would then have no choice but to menace other lands to quench his thirst.

Von Halzinger

"You're under my protection now. That monsters won't harm you again. I'll see to that personally."

People often do the right thing for the wrong reasons. Von Halzinger began his crusade against the darkness purely for revenge. A simple clockmaker's apprentice in the realm of Bloodstone, he had as good a life as could be hoped for until a careless vampire drained his beloved dry. That night Von Halzinger learned he was capable of true hate. He also learned his hate made him strong.

With a terrifying determination, he dedicated himself to the destruction of all that preys on the innocent. He built ingenious devices to throw stakes and cultivated perfect aim with a silver bullet. He was relentless, refusing to rest until the monsters feared him more than the innocent feared the night.

Von Halzinger was not particularly discerning in his targets. To him, a well-behaved werewolf living in a country town was no different from a slaving beast. To slay monsters, he became a monster himself.

When the Nightfall occurred, Von Halzinger was testing his latest invention; a spring powered suit of armor. Now Von Halzinger has become all he wanted to be: a living weapon against evil.

Usual Location

Castle Halzinger serves as his base of operations and Von Halzinger rarely leaves.

Common Knowledge

Everyone in Katal knows of Von Halzinger: many have met the Icon himself and all have met someone in his employ. The living residents of Sombria know that he collects slain clockwork monsters and often pays well for them.

Adventurers And The Icon

Von Halzinger is easily approached, for an Icon, and he may even reach out to adventurers directly. He's willing to share his impressive collection of lore on supernatural evil and the clockwork dangers of the realm. If your adventurers happen to be werebeasts, vampires, or sallowfolk, however, earning Von Halzinger's trust is very difficult and face-to-face meetings might be a bad idea.

Allies

Almost all the living residents of Sombria owe their lives to Von Halzinger in some way. Additionally, he has rescued an impressive array of automata, who serve him with tireless devotion.

Enemies

Count Federmir is Von Halzinger's one true enemy and destroying the Count is something of an obsession.

The True Danger

Von Halzinger's fixation on destroying Count Federmir is slowly consuming him and may eventually lead him to provoke the Count. With each passing night, Von Halzinger's willing to accept more collateral damage in putting an end to his nemesis.

The Lunar Queen

"My spies tells me that you've been conspiring against my people to increase your own power and prosperity. If you desire power, I'm sure you'll enjoy the Storm cage for a brief, shining, moment."

Katarin became queen of her nomadic people at a time of great chaos. Caught between the warring powers of Riekskaard and Taosli, the wandering

tribes suffered unspeakable privations and loss. When the war left Taosli in ruins and the Vale dynasty in shambles, Katarin intended to seize the day for her people.

With the help of her trusted friend and ruthless ally, the priestess Yarika, Katarin broke from tradition and became a conqueror. For generations her people had fled before great armies and the wrath of nature. Katarin resolved to end that cycle, establishing the City of Sevenra as a home and haven for her people.

Soon her people were joined by refugees from Taosli, growing her city and influence. As her power swelled, so too did her pride, until she believed she could threaten the once-great kingdom of Riekskaard. In response, Riekskaard sent the newly crowned Prince Castigar to Severna, either to ease tensions or to put the upstart queen in her place.

The young, handsome, and charismatic prince waged his charm offensive a bit too successfully. Not only did he ease tensions between the two nations, he captured the hearts of both its leading ladies. While Katarin's hardened heart grew softer, Yarika's turned to jealousy. Of course the prince would marry the Queen, but hadn't *she* won Katarin her kingdom?

Yarika cursed fate: convinced a mere accident of birth would deny her true love. The Nightfall heard her and whispered darkly of ways to deny the lovers their destiny. Yarika's horrific act plunged the land into Nightfall and locked it in an endless, vicious cycle.

Usual Location

The Queen resides in a great tower at the center of Severna, though she travels her domain as needed.

Common Knowledge

Publicly, her subjects praise her as just and merciful. In truth she's a despot, though a predictable one. She demands total loyalty and complete obedience. Those who give it are rewarded, those who don't are seldom seen again. In return, she provides for her people, sharing the benefits of progress and the protection of her mighty armies.

Adventurers And The Icon

The Queen is a demanding employer. She pays handsomely but tolerates neither failure nor insubordination. She doesn't haggle or negotiate; those who try quickly find themselves on the wrong side of her wrath.



Allies

The Queen trusts only one person in her entire kingdom: the priestess Yarika. As each cycle draws to a close, the Wolflord gains her trust as well, but their time together is always short.

Enemies

The Queen allows herself few living enemies; she deals with any threat to her kingdom swiftly and viciously. The Wolflord plays the role of rival at times, but is never truly an enemy.

The True Danger

Each time the cycle resets, the Queen retains a nameless ache from her heartbreak and loss, driving her slowly to despair and isolation. If the cycle remains unbroken, she eventually descends into madness and unbridled tyranny.

The Wolflord

"Do you hear the sound of wolves on the wind? I should let them have you, but you haven't earned that honor. No, I'll give you a chance to redeem yourself."

Prince Castigar Vale came to rule the Kingdom of Riekskaard after a great war left him as the last of his line. Though handsome and affable, Castigar spent his youth tucked away from the public eye. He was born a werewolf, an unpleasant reminder of his family's secret shame. A stern governess with a silver switch taught him to hide his nature and control his temper.

Once on the throne, he chafed under the responsibilities of government. He'd escaped the yoke of his teachers and governess only to be buried beneath a mountain of ministers. It wasn't until Sevenra threatened the kingdom that he truly embraced the mantle of leadership. His people looked to him for protection and strength; he vowed not to let them down, then or ever.

At first, the Queen Katarin reminded him of his governess; severe and rigid. Yet Castigar came to see that she loved her people as much as he loved his. The desire to do right by their kingdoms drew the pair together, their complimentary personalities brought out the best in both, and a storybook ending seemed inevitable.

The Nightfall had other plans. Yarika's curse sent the land tumbling into Nightfall and kept the lovers apart.

When the land fell, the Nightfall spread the affliction of lycanthropy among the people of Riekskaard. Undaunted, Castigar embraced his new role: no longer the ruler of a great kingdom, he's now the alpha of a great pack. He is the Wolflord.

Usual Location

The Wolflord dwells in Wolf Hall, a manor house in the forest city Ikarth Vara.

Common Knowledge

The Wolflord's love for his people is total and fierce; he puts the good of his kingdom above all else. This limits his world view slightly and it's difficult for outsiders to gain his trust. Still, he's generous and welcoming unless given a reason to be otherwise. He leaves the daily affairs of Ikarth Vara to the werewolf Crestin, who's more inclined to give outsiders a chance.

Adventurers And The Icon

Adventurers in the Wolflord's service rarely meet the Icon directly: almost all such business is run through Crestin. The Wolflord's domain has plenty of problems and its steward always needs talented help.

Allies

The Wolflord relies on Crestin to run practical matters and the Sisters of Luna to handle spiritual ones. The Sisters, a pack of female werewolves, interpret omens and officiate seasonal rites.

Enemies

Like his counterpart, the Lunar Queen, the Wolflord seldom suffers true enemies for long. Redfang and her bandits are an annoyance at present but could rise to be considered enemies. The Queen is a rival and he finds many of her practices distasteful, but she's not a true threat to his people.

The True Danger

Like the Queen, the Wolflord retains an echo of his suffering from previous cycles. This pain makes him just a little more savage with each turn of the cosmic wheel. If the curse continues, the Wolflord's fury slowly strips away his humanity, leaving nothing but a beast.

Golgoth

"You like this pistol? It's beautiful, isn't it? I'm not sure how it's made but I know it works like a charm. You know, my boss can get you all kinds of gear like this, if you're available for a job."

Golgoth is one of the most alien Icons in all of Nightfall. It's a massive, sentient factory built for a war between gods, then forgotten and left to rust until it found a home in The Churn. Now Golgoth is once again free to fulfill its purpose: to harvest resources and to build machines of war. The two goals have placed Golgoth in an endless loop, expending resources to gather more resources and occasionally unleashing a technological terror on the deep.

As a result, Golgoth is always in need of *something*. Fortunately for it, the residents of The Churn are easily bought with the trinkets and gadgets it makes. With these baubles, Golgoth has purchased a vast network of agents, spies, and mercenaries, to work its will across the vast ocean and beneath it.

Usual Location

Golgoth occupies an ancient volcano on Island Cove, called Golgoth-Loa by the locals.

Common Knowledge

Few, if any, have ever seen Golgoth itself and most of The Churn's residents couldn't tell you if it's a place, a thing, or an idea. Still, almost everyone knows the two most important facts about Golgoth: it's real and it pays well. The average surface-dweller has knowingly done a job or two for Golgoth; most have unwittingly done far more.

Adventurers And The Icon

While adventurers never see the Icon, its agents are everywhere and always hiring. Most jobs seem benign enough: hauling cargo, slaying a particularly vicious shark, or salvaging a specific part from a wreck. Less palatable work is reserved for those the Icon and its agents trust. Golgoth's agents can pay in coin but most pay in fantastic technology.

Allies

Golgoth has no allies as such, only trusted subordinates. Most of these dwell on the Island Cove, leaving only for specific errands. Golgoth's network gives the Icon tremendous reach.

Enemies

Golgath's only true enemy is the Leviathan. The two don't share any kind of personal hatred; they simply have opposing goals and implacable wills.

The True Danger

Golgath is not particularly concerned about the impact of its endless harvesting, refining, and smelting. If left unchecked by the Leviathan, Golgath could eventually harvest every resource in the sea and leave it a poisoned pool of slag and toxins.

The Leviathan

"Hey there sailor. No, down here, in the water. What, you've never seen a mermaid before? Listen, I have a problem and I could use a big, strong man like you."

The Leviathan is the embodiment of the monsters at the edge of the map. She's the fear of the vast and trackless sea. Whether the beast herself slithered into the depths of The Churn from elsewhere or the Nightfall gave the nameless fear a form, the Leviathan is a very real monster of the deep.

In so far as she can be said to want anything, the Leviathan wants the unknown and unplumbed depths of the ocean to remain as they are. Every inch of seafloor mapped, every new island charted, and every undersea grotto explored shrinks her domain by just a little. Deep beneath the waves, the Leviathan raises her brood of monsters to discourage invaders.

Usual Location

The Leviathan dwells at the bottom of the deepest trench in The Churn, the Black Abyss.

Common Knowledge

The mer-folk and other intelligent sea-dwellers know the Leviathan as protector, though not a gentle one. To the surface-dwellers of The Churn, she is the Mother of Monsters and her creatures are a constant concern for sailors. While the Leviathan only sends her children to sink ships doing Golgath's work, few captains know their true employers. As a result, certain cargo such as ore, oil, and glass are deemed unlucky and cost more to ship.

Adventurers And The Icon

Much like Golgath, the Leviathan never interacts directly with those she employs. While the Icon's most powerful servants are aquatic creatures, the

Leviathan doesn't limit her reach to the sea. The mer-folk most often act as her agents, recruiting sailors and mercenaries to work her will. Naturally, such ventures aren't troubled by Leviathan's brood, so superstitious sailors view a job from a mermaid as good luck.

The Leviathan also contracts with pirates through the mer-folk; any adventurers looking to fly the black flag find a ready employer in the Leviathan.

Allies

The Leviathan has no allies beyond her own brood. Through a series of proxies, she has the uneasy allegiance of Salvage, the largest city below the waves, as well as many agents above and below the waves.

Enemies

The Leviathan views Golgath and its servants as enemies. As she doesn't distinguish between knowing and unknowing servants, her wrath can seem capricious at times. Similarly, she thinks nothing of sending a kraken to destroy entire settlements due to the actions of a few sailors.

The True Danger

If the Leviathan is ever freed from her struggle with Golgath, she turns her attention to taking back what is hers. This could easily mean wiping every island clear of civilization.

The Daemon

"The Paragon is blinded by his own light."

Before her land fell from its home realm, the Icon known as the Daemon was one of the Divine. For uncounted eons, she worked in the court of the Great Judge, who weighed the sins and good deeds of mortal souls. In the role of the Apologist, she argued for the mortal against the imputations of the Accuser. Of the powerful and immortal Divine, only the Apologist truly understood the mortals; their fears, their hopes, and the anguish of their choices.

When the Fallen Land crashed in the Nightfall, each of the Divine grappled with how to dwell among the mortals. The Apologist agonized over whether to lead mortals toward righteousness or allow them their one true gift: free will. Surely, she thought, the combined wisdom of the Apologist and the Paragon could resolve the quandary.

The Paragon, however, had no time for philosophical debates or compromise; in the mortals, he saw only wickedness and wickedness must be purged. As she watched in horror, the Paragon turned the cannons of the *High Crusader* on the helpless mortals below, obliterating thousands at a time. In that moment, she made her decision: the mortals needed a protector from the tyranny of righteousness. In that moment, the Apologist became the Daemon, no longer Divine.

Usual Location

The Daemon keeps her throne beneath a frozen temple on the icy tundra of Amell.

Common Knowledge

To the righteous and pious, the Daemon is known to be a fallen Divine, turned wicked and savage. Superstitious folk make a ward against the evil eye at the mere sound of her name. To the oppressed, she's a hero and the last, best hope against the tyranny of the Paragon.

Adventurers And The Icon

The Daemon works hard to remain unseen and any interaction with adventurers occurs through layers of agents and go-betweens. That said, there's always work to be done and her people are always on the lookout for promising recruits.

Allies

When the Daemon rebelled against the Paragon, she didn't do so alone. Many lesser Divine joined her cause, becoming the Dark Walkers. The Daemon also has mortal agents, the most powerful being the Rook. The Rook fights the Daemon's war in the City of Spires against the corrupted Divine, Robert D'Granyard.

Enemies

The Paragon and all his servants are the enemies of free will and thus enemies of the Daemon. She has a particular dislike for Robert D'Granyard, whom she views as motivated by greed rather than conviction.

The True Danger

Free will is dangerous, especially in Nightfall. The Daemon is devoted to giving power back to the mortals - so much so that she seldom thinks about what they might do with it. She might well win her battle only to plunge the Fallen Land into savage chaos.

The Paragon

"I am your savior, I am your redemption, I am your Paragon. Follow me into the Light of the Divine!"

The Paragon has waged war against wickedness and corruption since the beginning of time. The role of Paragon was to embody uncompromising excellence and act as a Divine champion for good. For time beyond measure, he led a great host against the infernal. He lent his strength to great mortal heroes as they selflessly rose up to overthrow evil. Incorruptible and implacable, the Paragon stood as a bulwark against evil.

When the land was ripped from its former realm and descended into Nightfall, the attributes which made the Paragon a hero quickly turned him into a willing villain. If the only cure for wickedness is a good smiting and you suddenly find yourself in a twisted, corrupted world, the solution is obvious. The Paragon's solution left the eastern portion of the Fallen Land utterly devoid of life.

He would have destroyed the entire land if the Daemon and her allies hadn't crippled the *High Crusader*. Without a means to cleanse the world, the Paragon determined to impose righteousness upon it. Under the Paragon, impiety and impurity are not corrected - they are purged! The Paragon is an unapologetic tyrant: he's building a world of purity and light from a fallen land. Sure in his purpose, he does what he must.

Usual Location

The Paragon and his court occupy the ruins of the *High Crusader*, his crippled airship in the barren land of Hathken.

Common Knowledge

To most, the Paragon is the sword of the righteous: his Divine act as a light in the darkness, driving the monsters away. Trading freedom for safety is far more palatable when there's a fiend lurking outside your door. Only a vanishingly small number of people know the Paragon's role in the destruction of Hathken. Fewer still know the lengths to which the Paragon will go to impose his vision of virtue.

Adventurers And The Icon

It's unlikely that the Paragon would ever deign to meet with adventurers. The lower ranks of the Divine would deal with them, for better or for worse.

Allies

The Paragon commands an army of loyal Divine, willing to kill and die at his will. He has an uneasy ally in Robert D'Granyard, who serves the cause of righteousness for his own gain.

Enemies

The Paragon views all evil as his foe, though he holds the Daemon and the Rook as true, even personal enemies. The ancient vampire Kalten Ord and the vampires of Skelos occasionally draw his attention, but more as a nuisance than as a threat to his order.

The True Danger

The Paragon didn't spare the world out of compassion; he did so out of necessity. If the *High Crusader* is ever restored, all life in the Fallen Land soon perishes.

Imehoten

"We are the ever-living will of Imehoten, and your husk is ours."

Before the Nightfall, Imehoten was a living god, destined to be born again in each generation, memories and powers intact. Over the millennia, Imehoten lead his people from a life of nomadic herdsman to a great empire. One by one, the lesser kingdoms fell before his brutal regime, until his border pressed against the Empire of Saronius.

For three generations, he plotted his attack, yet the brilliance of a mere mortal, Augustus Verovius, brought his plans to ruin. As he lay dying on the battlefield, the god Imehoten gave in to a very human sin: wrath. He called forth all his power, conjuring a blast of energy powerful enough to destroy both empires. He would be born again, he reasoned, and he could start anew. Thus, he entered the Egyptian underworld where his power and burning anger caught the attention of the Nightfall.

The Nightfall ripped Amenthes from its proper realm, a twisted recreation of Imehoten's living domain. Now, Imehoten and his people have a different kind of eternal life: they persist as the living dead. The land itself is twisted too: Saronius now sits on a high plateau, looming over the god-king's city, just beyond reach.

For now, Imehoten plots as he always has, and waits for the moment to strike.

Usual Location

The god-king never leaves the Pyramid of Imehoten, where he broods and schemes.

Common Knowledge

Imehoten's undead subjects have only shadows of memories from before the Nightfall, and the god-king has twisted these for his own aggrandizement. In Saronius, he's known as a powerful foe and constant threat, the proverbial wolf at the door. The Saronians don't know the full extent of his powers but they know his ambition is boundless.

Adventurers And The Icon

Imehoten himself has little need of adventurers, though his sorcerous advisers often make use of them, usually in schemes against each other. While these undead mystics deal fairly with adventurers, this is only because they're bound by the mystic constraints of their magic, which holds contracts as sacrosanct. Adventurers are safe from their employers while acting within the bounds of their agreement. Once a job is done, it's best to make a hasty exit.

Allies

Imehoten is assisted and served by a group of undead sorcerers, though calling them allies is a bit of a stretch. The Saronians are aware of six such sorcerers: Imkatep, the embalmer, Yepri, the keeper of scrolls, Abri, the astronomer, Kaniki, the broken dancer, Haskatep, the illusionist, and Nefikari, who seems to have cheated undeath. There are, however, others.

Enemies

Imehoten's most hated rival, Augustus Verovius, is dead. While his burning hatred for all of Saronius hasn't cooled, he's yet to form a full opinion of the new Icon and Empress, Claudia.

The True Danger

Imehoten's a powerful sorcerer in his own right, but he plans to wake a sleeping goddess and twist the deity's power to place all of Amenthes in his thrall. If Imehoten succeeds in this, he could become a danger to all the lands of Nightfall.

Empress Claudia

"See her there? I want her. I know she's married Calicus, but what does that matter? You will get her for me and she will love me. She must. Or else the two of you will both find yourselves in the arena."

Claudia Verovius was born the daughter of a prostitute and an influential senator. From those humble beginnings, she clawed, slept, and murdered her way to the pinnacle of power, leaving behind a trail of crushed rivals, broken hearts, and hidden bodies. Now that she has reached the throne, she holds it with an iron grip.

As the fourth wife of the previous emperor, Augustus Verovius, she knows full well how easily power can be lost. Augustus met his end at the hands of unknown conspirators and his body was quietly fed to the lions of the arena. That Claudia was the leader of the conspiracy only makes the lesson more powerful.

Ruthlessly cunning, devastatingly witty, and impossibly beautiful, Claudia is at once an object of fear and desire to her subjects. On the one hand, she's calculating and vicious; she rules with an iron fist and her displeasure is usually fatal. On the other, she's decadent and bored, experimenting with every conceivable dalliance and delight.

Usual Location

While she dwells in the Imperial Palace, she refuses to be confined to it. Empress Claudia moves confidently through her domain and could be found anywhere in Saronius.

Common Knowledge

The Empress has two distinct reputations: the political and the personal. Politically she's known to be a shrewd manipulator and something of a horse trader, bartering favors with ease. Personally, she's thought to be a force of nature, fond of both sex and violence, often in combination. She's also highly educated and takes great pleasure in intellectual discourse.

Claudia is generally believed to have murdered her husband, but no one dares say such a thing out loud.

While she's always seeking lovers of either gender, rumors claim she's also looking for a husband. Most Saronian men find this prospect equally exciting and terrifying. She's gorgeous and wealthy, but also vindictive, jealous, and a master of cruel games.

Adventurers And The Icon

Claudia is a virtuoso of power games and adventurers in her service must play them well enough to keep her interest. She knows precisely what she wants out of her relationships and is exceedingly adept at getting it. That said, she can be fickle or may simply appear so when it suits her interests. Adventurers should expect to be threatened with torture and enticed with untold pleasures in the course of a single discussion and often in the same breath.

Allies

Claudia is notoriously self-reliant, though she does place a great deal of confidence in Tiberius Pugio, her master of spies. She also commands an elite personal guard, the Daughters Of Veroviusk, all of whom would give their lives for her.

Enemies

The Empress admits to no enemies; few threats are even worthy of her attention. She has a fair number of political rivals but none which could end her reign. Imehoten is the only source of discomfort for Claudia; she knows the god-king must be dealt with eventually.

The True Danger

Claudia's love of power is matched only by her desire to keep and expand it. Should she wake the goddess who Imehoten seeks, there's no guarantee Amenthes won't be trading one tyrant for another.



A Little Night Music

Welcome to the main event, a full campaign set in the Nightfall realm. It's more than that, though - this chronicles what happens after the Nightfall arrives and the events which would lead to the cosmic beastie being vanquished. As such it's the seminal time line of our setting, inked in sacrificial blood on the pages of a dark, gothic history.

However, perhaps you don't want your group to go through this campaign; perhaps you have ideas for your own distinct campaign. That's fine, but we recommend reading these pages anyway. They're full of interesting new locations, neat NPCs, and... you get the idea. Pillage this for useful material and do your own thing with it. This is your book after all. (It's not inked in sacrificial blood, we promise. Regular ink is much cheaper.)

Now, buckle up. Taking down cosmic critters is one heck of a thrill ride.

Madness And Prophecy

Run This Adventure: At the start of your campaign. This is the introduction to the setting and the plot which follows, as well as integrating your adventurers' back-story.

In the classic tradition of great adventures, this campaign begins in a tavern. A key difference, however, is that no contrivance is needed to get your adventurers into this tavern: they just manifest there. They can be characters who've lived their whole lives in Darkshire or Bloodstone previous to the Nightfall event. Alternatively they might come from other realms - any corner of reality works fine, so characters who have been on other adventures in different lands are all welcome. Shadeside has scooped them all up and brought them here, but more on that in a moment.

As though falling into a dream, the Butchered Calf Inn in the town of Haven simply snaps into focus and your adventurers find themselves sitting at a bar, looking at a balding, mustachioed man as he dries

a tankard. The man's nodding his head slightly in an effort to appease the ramblings of another man, who's seated two barstools down from your adventurers.

The rambling man's clad in tattered robes that might once have been stately and his eyes are wild with an energy that belies his advanced age. His words tumble out in rapid staccato and his narrative staggers like a drunk, but anyone listening hears a fair bit of gibberish about dark energies, living shadow, and terrible visions of the future. The man concludes by downing the remains of his drink then stating emphatically that, *"the dark moth-folk are coming for me, to stop me telling people the truth - that the world already ended."*

If the experience of instantaneously shifting realities wasn't jarring enough, the old man's rant should certainly make your adventurers question their sanity. The mustachioed man just sighs and tells them not to pay any mind to old Myrenth. He laments slightly; Myrenth had once been a great wizard but some folks just can't handle the mists.

As both your players and their adventurers get their bearings, draw their attention to a woman flipping cards by candle light at a corner table. Her weathered, old brow is furrowed as she watches the cards and her diminutive frame vanishes within a voluminous blouse, layered skirts, and patchwork cloak. She wears a headscarf in the "babuska" style and large hoop earrings. In short, she looks like a cross between everyone's favorite grandma and a woman who could kill you with the evil eye in an instant.

She looks up at your adventurers and, after a moment of inspection, gives a wide, nearly toothless smile and a laugh. With the crook of her finger, she beckons them to her. She's Demetra, fortune-teller extraordinaire and she can tell that your adventurers are fish out of water. For a few shiny coins, she offers to tell their fortune and otherwise help them sort out where they are in space and time. She doesn't really care what kind of coins they are; it's the principle that counts. Fortune-teller union rules.

Telling Fortunes

As your adventurers arrive in the Nightfall realm as somewhat blank slates, Demetra provides a nice way to establish some facts about them and the setting in a narrative fashion. If you have a deck of cards or a d4 handy, Demetra can look deeply at an adventurer's palm then flip a card saying, *"I see strong*

lines here connecting to ____ in your past... tell me about that." Flip a card or roll to fill in the blank with Tragedy (Clubs), Desire (Diamonds), Love (Hearts) or Triumph (Spades). Obviously, if an adventurer already has a major and compelling event in their history, use that. You can use tarot cards for extra authenticity, but we'll let you interpret the card your own way.

The answers your adventurers provide affect the tone and tenor, but the core message of the fortune-telling is the same: *"the City of Waiting"* chose these would-be heroes to *"put right the stolen lands and slay the spawn of the darkness."* Perhaps the Nightfall separated one adventurer from her love, perhaps a tragic loss can be undone. The goal here is to make the abstract struggle between good and evil into something very personal. Demetra won't give any information except what the players can find by reading the For Players section of this book because she doesn't know any more.

The City of Waiting is Shadeside, the next realm over from Nightfall cosmically-speaking. It sees what's going on here and is terrified that it might be next. In true Shadeside fashion it has intervened in events to nudge reality and bring adventurers with "the right stuff" to the town of Haven just after the Nightfall event. As such they're some of the very few who are aware this isn't the way the lands have always been.

This also has a secondary effect - there's an aura around your adventurers which makes them look and feel different and decidedly heroic, like they could make a difference. They'll find themselves being called upon to help rescue kittens from trees and kingdoms from annihilation.

Into The Mist

Once your adventurers have each had a turn with Demetra, the old woman's hypnotic voice is drowned out by shrill and frantic cries of *"Amalia!"* coming from a young woman in the street. No one appears to be helping her; in fact they appear to be locking their doors and shutting her out. Demetra simply looks grimly out the window at the darkening sky and states, *"Night is falling. Soon she will be lost to the mists."*

The woman, Eleanor, is desperate to find her child, a girl of nine named Amalia who should have been home an hour ago. Now the light is fading and the flickering of candles and lamps in every window

fail to alleviate the coming gloom. Eleanor pleads with your adventurers to look just a little longer, even as the barkeep begins to tug her inside. Since your adventurers are the only ones with serious weapons and a can-do attitude, let's assume they'll help find an innocent nine-year-old.

The first and most striking quality of the mist is how it arrives. It doesn't gently creep in on cat's paws; rather it arrives like a stampeding wall of haze moving far faster than it should. Once the mist engulfs the town, your adventurers are in something of a predicament. The townsfolk won't open their doors and yelling, the most efficient way of finding Amalia, is unfortunately the most efficient way to draw unwanted attention.

Regardless of how careful they are, your adventurers are going to bump into a brumelurk or two; these creatures are drawn to the living in the mists. If they're particularly unsubtle, they should find themselves with a decent challenge on their hands. The brumelurks use the mists to attack from all angles and at any time.

Once the brumelurks have been dispatched, an eerie, lilting tune seems to hum through the mists, emanating distinctly from the eastern portion of town. As your adventurers move closer to the source of the melody, it's accented by the cries of a young girl and the sounds of battle. Your adventurers

arrive on the scene just as Myrenth places himself between Amalia and a massive, moth-like humanoid (a nachtfalter) which has several brumelurks under its command. Myrenth launches a blast of mystical energy but a wicked slice from the nachtfalter sends Myrenth sprawling to the ground and it's up to your adventurers to save the day.

Aftermath

Once the nachtfalter is destroyed or driven off, your adventurers have to deal with both Myrenth and Amalia. The wizard has slipped into a fugue state, muttering and thrashing on the ground. Mechanically, he's still taking ongoing psychic damage and is on death's door. If he isn't helped, he passes on; if the damage is halted, he falls into a comatose state.

Clutched to his chest is a crudely bound folio of cryptic and crazed notes that speak of a giant cocoon, massive eggs, and the end of the world. The last items in the collection are a bill (advert/flyer) for Charon Ferry Company, with a map to its location outside of Haven scrawled on the back, and a small pouch of strange looking lead coins.

The distraught mother, Eleanor, is grateful beyond measure to have her daughter Amalia returned. The young girl, however, is significantly traumatized by the event and spends the remainder of the evening humming the same haunting tune that lead your adventurers to the nachtfalter. Like the adventurers, Amalia can hear the song of the Nightfall and can use this to nudge your adventurers toward the next part of the campaign any time they're in Haven.

Eleanor, touched by Myrenth's heroism, confesses she always assumed he was a deluded vagrant. If Myrenth was killed, Eleanor and her husband pay for the funeral. If Myrenth is in a coma, she sees to it that he receives care, enlisting the help of *de facto* mayor and cleric Jer Hamonde.

Charon Ferry Company

The advert for Charon Ferry Company reads as follows:

CHARON FERRY COMPANY

Serving the Good Town of Haven

All Points Across the Acheron
and Cocytus Rivers

Boathouse Located on Riverbank
at Asphodel Meadows

Ferryman Available Sunset to Sunrise

SONG OF THE NIGHTFALL

Precious few people can hear the song of the Nightfall and most of these are madmen. The sound is best described as a deep, throbbing hum emanating from the land itself. While theoretically ever-present, the song is only audible in places where the Nightfall is actively at work. Myrenth's writing identifies the song as *"the labored groan of the universe as the Nightfall holds together that which should be sundered"* and this assessment may not be far from the mark.

No one in town has heard of the company, and if they're made aware it came from Myrenth's notes, they dismiss it as more evidence of his madness. Further, the company lists its hours of operation as "sunset to sunrise": as your adventurers have already learned, no one in Haven goes out after dark. As the hours of operation are strictly nocturnal, your adventurers have at least a day to study the folio, which should provide a brief primer on the various lands as well as oblique indications of both the Nightfall's plans and how to thwart them.

If your adventurers attempt to follow Myrenth's map during the day, they arrive at a mist-shrouded meadow strewn with strange white flowers. The meadow extends in all directions and there's no sign of either a river or a ferry.

If they arrive at night, however, they find that same meadow now lies on the banks of a wide river or lake. The water doesn't seem to flow quickly in any particular direction and the far bank or shore can't be seen through the mist and gloom. The Charon Ferry Company is a dilapidated boathouse which appears otherwise abandoned. The only unusual feature is an odd-looking vase with a crudely made sign reading "1 Obol" and showing a rough depiction of the lead coins found in the pouch.

Once an obol is placed in the vase, your adventurers can hear a distant movement in the water. After a long moment, a scow emerges from the mist, poled not by a hooded figure of legend but by a young man in knee-length trousers and a white tunic. His name is Charlie and while he's content to answer questions for a moment he doesn't enjoy lingering here: *"It's not wise to tarry in the mists."*

Charlie has worked for the company for as long as he can remember and claims to know the fastest routes. The company goes *"all over"* and has a ferry in every land: *"Just look for the coin."*

Let's assume that eventually your adventurers want to travel to another land. The journey should be disconcerting. In the mists, barely visible landscapes seem to come and go and it's impossible to discern whether the scow travels on a lake, a river, or a bayou. Occasionally Charlie gestures for silence; this is accompanied by the sound of something truly massive moving through the water just at the edge of perception.

MYRENTH'S FOLIO

While the exact contents of Myrenth's folio are up to you, the following points of information should be available to your adventurers in some form:

Myrenth is a wizard from the hamlet of Sorrow's Reach in a realm he calls Darkshire. That realm, along with the realm of Bloodstone, was destroyed in an event he calls the Nightfall.

The Nightfall is not merely an event, it's an entity, a malignant force which has ripped lands from across the Continuum and drawn them around itself like a great shell or cocoon.

Deep within the cocoon, the Nightfall is spawning.

As a single entity, the Nightfall is a threat to entire realms. A ravenous brood of such entities would be a threat to the entire Continuum.

The Nightfall binds the lands together using the Weave, a network of dark energies which connect the various lands and can be travelled, albeit with some difficulty.

The Nightfall's grip on the various lands is tied to its grip on the Icons: through their power or actions, the Nightfall exerts control by proxy.

Myrenth posits that some denizens of the Weave are simply people from other realms who were caught there during the Nightfall. He believes some of these may know the secrets of travel between lands.

The Nightfall's grip is weakest over the land of Durnham, once from the realm of Bloodstone. Any attempting to challenge the Nightfall would be best served by starting there.

Your adventurers could be going anywhere they want and you can run side quests to eventually bring them to the land of Durnham. That's where the next part of the campaign plot happens, courtesy of Charlie and the Charon Ferry Company.

After a tense journey to Durnham, the scenery resolves into that of a river passing through a deep, dark wood. Your adventurers are now on the river Soma, traveling through the Mornwood. Charlie makes landfall at the eastern edge of the wood, in sight of Galen Bridge. He gestures to a hollowed out tree trunk into which the obol has been carved before silently poling his way under the bridge and out of sight.

Shadows Of Ourselves

Run This Adventure: As soon as your adventurers are comfortable with Haven, the information at their disposal, and perhaps after a couple of side quests in the land of Durnham.

While in the village of Litton Hill, your adventurers receive a visit from Sir Leighton, a member of the Sunguard, the elite (and possibly enchanted) knights in service of Lord August.

Sir Leighton politely but insistently requests that your adventurers accompany him back to Sunhill, where Lord August is awaiting an audience with them. Lord August has high expectations of those he employs and Sir Leighton simply will not return to Sunhill without his guests.

The large medieval castle of Lord August is an austere building and would be forbidding were it not for the warmth and light emanating from it. The grey stone itself gives off a slight gleam and a golden radiance pours from the windows.

Sir Leighton leads your adventurers into the appropriately named Grand Hall of the Sun, which seems alive with light. Polished gold and silver adornments catch every flicker from the innumerable candles and send them bouncing riotously across the room. In the vaulted ceiling overhead, a galaxy of crystals hang and stained glass windows splash pools of color on the stone.

Lord August, however, isn't in a particularly sunny mood. He wears radiant golden armor and a grim expression as he speaks to a tall, statuesque woman in rustic robes. Their conversation continues as Sir Leighton and your adventurers approach, and neither seem concerned with keeping secrets.

The woman is Angelique, the woods witch, and she has been working on behalf of both Icons for years. Despite the Lady of Shadow's icy and dark demeanor, she's not immune to her own deep and abiding sorrow. On occasion, the Lady has expressed a desire to escape her current condition. Lord August, as a paladin of Solion (He of the Lighted Way), truly wishes to see the Lady of Shadows redeemed and light restored to the land.

Angelique believes she has a solution but, as always, there's something of a catch. The key to the entire plan, which she doesn't care to discuss in detail, is a jewelry box. Specifically, the plan requires the jewelry box in which Juliana Escrow (as the Lady was once known) kept her treasured mementos, keepsakes bound to her most pleasant memories. Unfortunately, the Devouring Dark swallowed the box some time ago, which likely contributed to the Lady's current disposition.

While the Devouring Dark consumes anyone attempting to leave Durnham overland, Angelique believes its proximity to the land's edge and the Nightfall make the Devouring Dark too powerful to face there. The living dungeon, however, has a second entrance which appears in the heart of the land. It's weakened there by the light of Lord August's Sunstone. Now if only some competent-looking adventurers would be willing to enter the dungeon and recover the jewelry box....

The Devouring Dark has been seen at night on Darden Hill, the site of both a great battle and the last meeting between the two Icons. Your adventurers have to brave the battlefield, which is occupied by animated shadows reenacting the battle, and deliberately be consumed by the Devouring Dark. No one said saving the world would be easy.

Into Darkness

The first order of business is getting to the Devouring Dark. This isn't a simple matter: your adventurers have to maneuver through the warring shadows. Fortunately, Darden Hill at night is a swirl of chaos and even if your adventurers lack subtlety, only a fraction of the assembled host can devote attention to them before being drawn back into the fray.

Getting eaten by the Devouring Dark is a relatively simple affair. The Devouring Dark itself takes the form of a undulating neck topped with a tentacled head which appears to be a cross between a cuttlefish

and a maggot, all made of solidified shadow. The tentacles flail constantly, seeking out any living thing to hurl into the darkened gullet and your adventurers appear tasty indeed.

The interior of the Devouring Dark is vaguely reminiscent of a lava tube: a slick, black, rock-like substance which seems to swallow torchlight. The geometry of the dungeon is maddening; blind corners and intersections appear and disappear with no apparent rationale. All paths follow a generally downward trajectory, ranging from gentle slopes to steep angles to outright chutes which end in pools of blackened, foul water.

Shadow monsters are plentiful and dangerous but the primary target in most attacks is the source of light. A torch dropped onto the floor is quickly snuffed out and various oozes and slimes specifically attempt to douse any flame. As your adventurers move into the lower levels of the dungeon, they should be quite conscious of how many torches they have left and how critical light is to their success.

The song of the Nightfall echoes through the bottom levels of the Devouring Dark, mingled with the sound of screams and hysterical laughter. As time and space are reduced to the flickering light of a dying torch, your adventurers are confronted with monsters of their own making. The Devouring Dark gives physical form to their fears and failings.

The song of the Nightfall grows from a hum to a dull roar as your adventurers near the lowest level. At the end of an impossibly long hallway, they can see a faint, silvery glow radiating from an ornate wooden box with silver embellishments, sitting on a simple stone slab. This is the jewelry box in which Juliana kept her mementos and it's jealously guarded by a nachtfalter.

Aftermath

The light from the jewelry box is sufficient to guide your adventurers out of the lower entrance to the Devouring Dark, which spits them out at the Lich Gate. While free of the dungeon, your adventurers now have to run the gauntlet of the Lady's domain in order to return to Angelique and enact the second half of the plan.

EVIL TWINS

Your adventurers should each have an opponent who reflects a negative personality trait. All of these begin with the statistics of a Dretch, though the Fear ability should be replaced with an appropriate trait for the character being imitated. For example, an adventurer who's easily frustrated might find this reflected in the Imp's Curse Aura while a paranoid adventurer might see his fears realized in the Despoiler's Sow Discord ability.

Two Hearts

Run This Adventure: Hot on the heels of the adventure above.

As your adventurers emerge from the Devouring Dark, they run headlong into the first sign of instability within the land. Under normal circumstances, the Lich Gate is the primary means of leaving Durnham, though only by the Lady of Shadows' leave. At present, however, something altogether unpleasant is attempting to get *in*.

The gate itself is a massive door of black wood with silver-wrought inlay resembling a twisted forest. While the stone wall housing the door extends only a short distance in either direction before crumbling, the forest beyond is shrouded in the deep blackness of night. The wall is a clear demarcation of Durnham's borders and the limits of the Icons' powers.

Pressed to the door with all his might, a lone figure in dark grey formal leggings, shirt, and waistcoat, cries out for help. The door is open a crack and myriad shadowy, spindly limbs stretch through that sliver, slashing at the man. Savvy or perceptive adventurers might find this all the more disturbing on account of the time: it's what passes for noon in Durnham and most shadowy threats should be at their weakest. Unaided, the gatekeeper has little hope of holding back whatever darkness lies beyond.

Once the crisis is resolved, the gatekeeper thanks your adventurers and introduces himself as Constantine Ross. While Constantine is not sure what was attacking or why, he's quick to say that all manner of strangeness is afoot in the land. The Lady of Shadows is marshalling her forces and moving north, leaving few troops to help defend the gate.

Constantine offers your adventurers shadow-steeds if they would be willing to travel to Sorrow and plead with Captain Kathleen Ryd to send assistance to the Lich Gate. The Captain is "an old friend" and should be able to send at least a little aid. Constantine also gives your adventurers papers that allow them free travel on the Lich Gate Road, which significantly speeds their journey.

Sorrow

Whether they accept Constantine's offer or not, the town of Sorrow is hard to avoid. The town lies dead in the center of their path and going around it requires cutting through the wilderness to the north near Darden Hill or to the south near the Manse of Shadows. Sorrow also offers the only hope for a proper meal and a night's sleep before what appears to be a final showdown.

When they arrive, however, Sorrow is in chaos. The Lady's shadowy soldiers are pressing the townsfolk into service, a process which involves an excruciating and disturbing transformation. While the townsfolk are fighting back, led by Captain Ryd, they're outmatched and unlikely to last much longer. Failure to intervene leaves the town completely stripped of its residents (and the Lich Gate perilously vulnerable).

Your adventurers can turn the tide and doing so makes a fast friend of Captain Ryd and the surviving townsfolk. Ryd's happy to send people to the Lich Gate, especially now that she sees no reason to aid the Lady's forces.

According to Ryd, the troops have been moving north and east for some time toward a remote spot in Mornwood just south of the Soma River. Lord August is on the move as well, and rumor has it he's encamped not far from that same spot. The Captain volunteers Geoffrey the Tout to guide your adventurers to the spot. Though he's none too pleased to be ordered around, he's thrilled that his mystical bond to the town is weakened and he's more than happy to go *"anywhere else, for a change."*

Breaking Dawn

The two Icons have arrayed their armies around a small clearing in the Mornwood. Within the grove, surrounded by ornate and doleful statuary, are two delicate crystal caskets, each held but a stone likeness of the Lady. The song of the Nightfall hums faintly here, but only beneath the deep bass of two powerful hearts beating in time. One casket holds the ever-living heart of the Lady, the other holds her shadow heart.



As your adventurers arrive, both armies are ready but neither seems keen to attack. Without the jewelry box, neither side has anything to gain and so they spend their time engaged in a prolonged, formal, and pointless parlay. Messengers shuttle between camps under flag of truce and the entire affair seems more like a tense tea party than the prelude to battle.

Lord August and Angelique are not difficult to find: look for the brightest encampment. Angelique has been busily conducting diplomacy directly between the Icons and is quite relieved to see your adventurers and the box. The remainder of her plan is simple, at least in theory: put both hearts in the box and Juliana will be restored. Doing so in pitched battle might be something of a challenge, however.

One way to level the playing field is to conduct diplomacy; an end to the Lady's curse is also an end to her court's plight, though many are too corrupted to desire release. If your adventurers have completed the A Feast for Shadows side quest (see page 112), Lady/Lord Cottingham might prove sympathetic.

When your adventurers act, the Lady of Shadows is waiting at the edge of the grove. The sight of the jewelry box is enough to give her pause and though she remains silent, the command to slaughter your adventurers comes from her shadow. The Lady of Shadows and Lord August are forbidden from entering the grove itself but both throw the full weight of their troops at the clearing. Getting to the caskets, extracting their delicate contents, and getting both hearts into the jewelry box successfully should require tactical thinking as well as pure brawn.

Aftermath

As soon as the hearts are combined, a powerful pulse of mystical energy radiates from the box. Both Icons command their troops to halt and there's a moment of serene stillness as both Lord August and Juliana look to the east. The sun, which has for time immemorial merely hovered on the horizon, is finally rising. When the first rays of light hit her face, Juliana smiles, though tears stream down her cheeks.

To the southwest, a column of blackness rises like smoke as shadows flee the Lady's manse. For an instant, these tiny bat-like fragments of darkness assume the vague outline of a huge *nachtfalter* but at that moment the sun rises fully and the shape dissolves.

Your adventurers have loosened the Nightfall's grip on Durnham. While the transformation isn't instant, the land slowly begins to revert to something

GOING FORWARD

Your adventurers now know how to thwart the Nightfall and how to move between lands. From here on, they're free to right wrongs across the realm as they see fit. The campaign quests in The Churn, Sombria, the Fallen Land, and La Luna can be run in any order, with side missions mixed in as you wish.

Once your group is ready, run the Amenthes quests and the finale in the order given, thereby permanently changing the realm for the better. Or killing off your adventurers; that's also a possibility.

more natural. The denizens of Sorrow are freed of their curse and the battle on Darden Hill ends forever. Intrigue in the Lady's court goes on, though now there's laughter to pair with the whispers of conspiracy. While your adventurers may wish to remain here to see the transformation completed, Charlie the Charon boatman is available at Galen Bridge to ferry them to their next adventure.

Shake The Stars

Run This Adventure: When your adventurers are in the land of Sombria.

Your adventurers either seek out Belabra Yigri on their own or are asked to do so in order to aid the citizens of Katal, perhaps in search of a cure for an ill resident. West of the River Ticker there's little by way of cover and being caught in the open at night is asking for trouble. Fortunately, the Gear and Sprocket Wayside Inn offers sanctuary just beyond the river and sits only one hard day's ride from Belabra Yirgi's hut.

The inn is run by an automaton named Kettlewaddle, a generally cheerful fellow whose torso is made from an oversized beer keg. Kettlewaddle seems pleased to have living visitors (he gets so few) but this particular evening he seems nervous. In hushed tones and outside the earshot of his mostly-mechanical clientele, he whispers that Lord Garamont has been seen riding on the plains.

Lord Garamont is Count Federmir's chief enforcer, a cruel clockwork knight known for destroying the living and mechanical with equal vigor. No good can come from Garamont and his knights wandering the land. Kettlewaddle is keen not to dwell on the subject and quickly gets back to serving "degreasers" and other fare to his automated clients.

When the artificial sun rises on the plains of Izvorul, your adventurers see smoke rising from the small patch of woodland surrounding Belabra Yigri's hut. Outside the hut a giant black iron cooking pot has been overturned and a thick black liquid, something between tar and crude oil, burns hotly.

The hut itself is toppled over, one of its avian legs badly damaged. Whoever attacked the hut paid a high price for it. There are several puddles of slag metal in roughly humanoid form and scrapped armor is strewn about. A wheezing, rasping sound comes from within the hut.

Belabra Yigri still ticks, though she's badly damaged; roughly half of her exterior is charred to nothing, leaving her gears and workings exposed. Her

story is a simple one. The Count sent Lord Garamont to discover the source of her magic. While he got his information, he bought it at a dear price. Belabra Yigri's power comes from a dark purple crystal in the lamp of the moon.

Lord Garamont plans to merely take a shard from the crystal, but Belabra Yigri confides that the crystal itself holds the Count's clockwork domain together. Removing the crystal will end the Count's reign and restore the land of Sombria. Only the natural lands southeast of the River Tend and around the Minehead will survive.

With her last few ticks, Belabra Yigri tells them to hurry; the steed at the back of her hut can take them to the moon-lamp once night falls. She then cackles and declares, "*Belabra Yigri laughs last, dear Count. All your pretties shall burn,*" before expiring. Inside her chest, there's a brief violet glow from a tiny shard of purple crystal which shatters as the light fades.

At the back of the hut your adventurers find an oversized hobby horse with a pair of mechanical wings. It can easily fit your adventurers with plenty



of room to spare; once it takes flight it expands to be the size of a small longboat. The light of the full moon, however, reveals that your adventurers are not alone in the sky. Lord Garamont and his knights are headed the same direction, mounted on small clockwork dragons!

As the dragons lack breath weapons, they must approach the flying horse to do damage, giving your adventurers a fair chance to fight back. While the hobby horse lacks weapons, it has Belabra Yirgi's cruel instincts. Unless commanded otherwise, it puts its riders in position to do the most damage.

Lord Garamont knows he can't serve his master as scrap, but he's more than willing to sacrifice his knights. Garamont himself backs off if his dragon is critically damaged; he believes there will be other chances to harvest the crystal.

Moonshaker

As the horse ascends, the song of the Nightfall creeps into the air, though this time with a strangely mechanical tone, as if played by a rusty old music box. The roof of Sombria is a smooth dome and best route to the crystal is to smash through the pale blue lens of the moon-lamp. Doing so sends an eerily beautiful cascade of shards toward the ground, glittering in the now unfiltered, violet light.

The interior of the moon-lamp is impossibly huge and vaguely resembles the interior of both a telescope and a lighthouse. Spiral stairs ring the outer edge as a complex looking mechanism at the top of the shaft sends light downward. The crystal acts like a massive black-light, giving the interior a strange, unearthly cast in the gloom and setting some objects aglow.

As your adventurers ascend the stairs, the central shaft begins to fill with small, moth-like shadows. The collection quickly grows into a swarm and attacks as your adventurers approach the crystal's housing (treat these like hatchling brood spirits).

The top of the lamp resembles the upper chamber of a lighthouse with a violet crystal suspended in the center. The crystal is egg-shaped, riddled with black veins, and about the size of a goblin's torso, with one curve slightly chipped. The roof is open to a night sky utterly blocked by black clouds which seem to swirl around a point directly above the room.

As soon as your adventurers move toward the crystal, it calls *nachtfalters* like flames call to a moth. Your adventurers should get a challenging fight here.

SHADESIDE INTERVENES

There's another effect when one of your adventure's removes the crystal. Shadeside sends a pulse of knowledge through him - he knows this item is important and, whatever happens, he mustn't lose this item. Your adventurers are going to want to keep this item in a backpack, under wraps, well protected and well concealed throughout their coming adventures.

Once the crystal's removed, a great grinding sound fills the air and the whole world seems to lurch. The entire machine of Sombria quakes and the lamp itself begins to rattle and pop. Encourage a hasty retreat to Katal before the very sky falls apart.

For Whom The Bell Tolls

Run This Adventure: Soon after Shake the Stars above, perhaps with a short side quest between the two.

While the destruction of Sombria's mechanical innards is not instantly apparent, signs quickly point in that direction. The River Ticker floods, the cycles of day and (now moonless) night become irregular, and earthquakes begin to rumble through the western portion of the land. Refugees pour into Katal: Kettlewaddle, some eccentric Eisenwald dwellers, and even many residents of Castle Halzinger.

The last refugee to arrive is the Eye, a large mechanical floating sphere and Von Halzinger's spymaster. According to the Eye, the Count is mobilizing his forces to take Katal. Federmir has emptied his castle, including a rather elaborate wagon train carrying strange cylinders. The cylinders must be important; Lord Garamont personally oversaw their loading before joining the main force of troops.

For the moment, the most important task is preparing the defense of Katal. The city has two major defensive advantages: the River Tend and the town wall.

While the river is shallow enough to ford in some places (knee deep at its most shallow), the Count's troops don't fight well in water and might seize up. The town walls are stout but the town is ill-equipped for a siege. If Katal's surrounded, it will be cut off from its water and food supply. Decisions such as where to draw the defensive line and whether to destroy the bridge need to be made quickly and have critical impact on the battle to come. Since your adventurers have a heroic aura about them, they'll be able to play a very active role in this siege. Many of the defenders trust their opinion.

The Last Battle

Count Fedemir doesn't waste any time with subtlety; he commands the Eisenwald to part, allowing his army to march straight for Katal. The land itself anticipates the chaos to come; as Fedemir approaches, the sun-lamp dims. The now-lightless moon-lamp slowly begins to eclipse the sun: the battle begins in an eerie twilight and is mostly fought beneath a black sun.

Van Halzinger doesn't appear until the first shots are fired, at which point his castle erupts in a cascade of cannon fire. One of the cannon shots strikes the wagon train, shattering two of the cylinders. A pale red fluid splashes violently to the ground, followed by two naked, writhing humans, riddled with tubes. They're locals who Garamont previously captured.

As Van Halzinger and a cadre of clockwork warriors cut a swathe toward the Count, Fedemir orders Garamont to protect his precious vessels (the cylinders). Garamont, mounted on his clockwork dragon, leads the wagon train toward the safety of the Minehead. The citizens of Katal don't want to let their missing friends remain in the Count's pantry but they can't abandon their positions. It's up to your adventurers to save the day.

Garamont's dragon got an upgrade as well as repairs; it now has a flamethrower breath weapon. Unwilling to displease his master, Garamont won't endanger the wagons, which your adventurers can use to their advantage. The wagons roll toward the Minehead at the direction of small clockwork coachmen (treat as clockwork kobolds).

As the battle rages, earthquakes accompany the eclipse and great fissures of oil erupt from the shattering surface. A wave of destruction slowly moves from west to east, swallowing Mount Izvorul and Castle Fedemir before rolling toward the Ticker.

Clash Of The Icons

The ground shakes as the Eisenwald begins to grind gears and throw axels. The forest collapses in large chunks, pulling acres at a time into the bowels of the mechanical land. While the defenders of Katal pull back to the southeastern side of the river, Van Halzinger continues to battle the Count.

Fedemir's troops can't abandon him and by holding the Count back, Van Halzinger ensures most of the clockwork fiends plunge to their doom along with the land. Soon, all that's left of the Eisenwald is a thin bridge, barely able to contain the clash of Icons.

Huge cracks vein the dome of the sky as the disc of the moon-lamp slides past that of the sun. For a brief moment, the bridge is caught on the edge of light and darkness. Van Halzinger, bathed in light, gives one last look toward Katal, then charges the Count, who's still shrouded in darkness. As the two Icons collide, the bridge gives out, sending both tumbling into the abyss.

As the Icons fall, the dome of the sky splits and the land below is flooded with sunlight, true sunlight, so bright it hurts the eyes. Once your adventurers have blinked away the dazzling brilliance, they see the full consequences of battling the Nightfall. All but the tiniest corner of the land lies in ruin, piled far below. The town hall's bell tower collapses, the bell ringing out one last time, clear and true. Then there's silence.

The residents of Katal look not at the desolation but at the cracked and twisted wall to the east. For generations, according to their collective memory, their universe had been a tiny strip of green earth; now a brave new world awaits. Only your adventurers know: this is part of the realm shaking off the influence of the Nightfall. If they can do the same in the other lands then the future of the realm will be an unwritten book, free to develop without the Nightfall's control.

Her Majesty's Secret Service

Run This Adventure: Once your adventurers have established themselves in La Luna and are in Ikarth Vara.

In the dead of night, a pack of dangerous-looking werewolves rouse your adventurers from their slumber. The wolves inform them, in no uncertain terms, that they have been summoned to Harmony House to speak with Crestin, the alpha and functional mayor of Ikarth Vara.

Ikarth Vara is a city formed from a copse of trees, all of which dwarf the mightiest giant sequoia. Harmony House is a single towering tree and bears obvious signs of mystical shaping. Its high, vaulted windows of deep amber are formed from solidified sap, with moonlight streaming in.

Crestin, seated at the head of a long table, greets your adventurers and apologizes for the unusual circumstances surrounding the meeting. The Wolflord himself, Prince Castigar, has charged Crestin with delivering a letter to the Lunar Queen. The Militariat, the Queen's secret police, are looking out for his usual operatives but your adventurers might just escape notice. Payment, of course, is commensurate with the risks.

Your adventurers are to make for the village of Trine and the Spinning Wheel Tavern. There, they should find Cormac Tadg, a surly werebadger, who can get them to the other side of the Queen's Wall. Cormac has a friend on the other side who can get the group all the way into the city. From there, the rest is up to them.

Checkpoint Cormac

Cormac Tadg is at least as surly as advertised, pessimistic, and more than a little paranoid. He insists they travel only by night and by river, taking his cramped skiff upstream. No matter how many times he's assured, he's convinced they're being followed.

The wide river Vanden slowly shrinks to little more than a spring before Cormac consents to travel overland. By the time the group reaches the entrance to the sewers running beneath the Queen's Wall, Cormac refuses to enter. He wishes the group luck, telling them to follow the flow of the water and his scratch marks, then departs.

The interior of the sewer is labyrinthine, expansive, and generally unpleasant, made all the more so by the persistent feeling of being watched. Let your adventurers believe that the badger's paranoia has rubbed off on them; after all the only things in the sewers other than them are the rats. How can anyone tell if it's the *same* rat watching them, anyway?

In a tight section of sewer, some of those rats take a different form. This particularly vile pack of wererats don't have anything against your adventurers, but they're paid well by the Queen to make sure no one passes through the sewers. The most likely outcome here is a fight, but Enzo and his pack are neither crazy nor overly loyal. He's willing to talk, especially

HOW MUCH COMEDY IS STILL GOTHIC?

The lands of Sombria and La Luna are great examples of the flexibility we've built into *Nocturne*. We're aware that many enjoy a light-hearted experience and don't want their game to be constantly dark and tragic. As such we've included characters such as Sombria's Kettlewaddle, who can be comedic.

Alternatively, Kettlewaddle can be toned down and the background malice of the realm can shine. For those of you who want a truly dark, gothic vision for your game, we've included plenty of opportunity for that too. The back-story of La Luna's Icons (see the Icons section on page 71) should be example enough of that.

as talking gives the rest of his pack a chance to sneak up from behind. Since they're rats, there are a lot of them.

In combat, the wererats use the tight quarters to their advantage, shifting down and scurrying through the smaller pipes only to emerge somewhere else on the battlefield. Once the battle is over, your adventurers have another day of underground travel ahead of them. Any surviving wererats harry them and avoiding the occasional otyugh is difficult at best.

Were-Rat Thugs

These thugs are quick and dirty, which is an accurate description of their fighting style as well.

1st level wrecker (humanoid)

Initiative: +4

Jagged Blade +6 vs AC - 3 damage.

Natural Even Hit: +4 poison damage.

Scurry: Once per battle as an immediate reaction to being hit, the were-rat thug may reduce damage from an attack by half and pop free.

Cornered Rat: When staggered, the were-rat thug gains a +1 to attacks and damage.

AC 16

PD 15 HP 30

MD 11

A Thousand Eyes

When they finally emerge from the filth of the sewers, your adventurers are just inside the inner walls of Severna. They're greeted by a man who introduces himself only as Richards. He's a friend of Cormac's and he'd almost given up waiting for them. Richards has arranged a room for your adventurers at The Weary Worker, a flophouse frequented by laborers and drunks. There, they find a change of clothes (factory uniforms) and papers entitling them to ride a steam-omnibus to Factory Complex B.

The factory complex is on the edge of the inner city, so all that remains is to escape without alerting the foremen, navigate the administrative capital of the sprawling city, then infiltrate the Queen's tower. What could go wrong?

The Militariat, that's what could go wrong. Highly trained, ruthlessly efficient, and more paranoid than any badger alive, the Queen's secret police have all the right tools and traits. Your adventurers draw at least a little attention the moment they enter the inner city. The closer to the tower they get, the more interest

they generate and if they notice the Militariat spying, your adventurers become a growing threat.

The Militariat uses overt violence as a last resort; their goal is to detain and question your adventurers. If this fails, they attempt to maneuver the group to a place where they can be quietly eliminated. Dirty tricks like smoke bombs and sleeping gas are par for the course. These measures become increasingly desperate the closer your adventurers get to the Queen's tower.

Tower Defense

Getting into the tower itself is no small feat. Walking in the front door seems a good way to get arrested while breaking in through a window is a tall order. The tower is illuminated by bright electric searchlights and most of the lower windows appear to be barred. The service entrances make for softer targets; while they're well patrolled, they're also quite busy.

If your adventurers have already completed Everything is Permitted (see page 103) or have



other means of flight, the upper windows are less of a challenge than the lower ones. Still, reaching the upper windows unnoticed is a dicey proposition, even by night. All of these complications are compounded by the Militariat who, by now, are actively looking for the group, if not hot on their heels.

However your adventurers decide to get in, they still need to reach the Queen. The Queen is preparing for a ceremonial banquet on the Promenade, a glass covered balcony near the top floor which boasts a view of the city and the stars. While Her Majesty is likely in her penthouse chambers, the Promenade is the highest floor which can be reached by accessible elevators.

By the time they reach the Promenade, the Militariat deem your adventurers a serious and credible threat to the Queen and deploy their elite, magic-using agents. The banquet hall is decorated and the tables are set with fine china, providing an excellent and elegant setting for a battle.

The commotion of battle draws the attention of La Luna's two leading women, Queen Katarin and her chief advisor, Yarika, who also happens to run the Militariat. If you choose to have the ladies arrive during the combat, Yarika arrives one round before the Queen and doesn't pull punches. When the Queen arrives, she demands a halt to the combat and an explanation.

Yarika does all she can to prevent the delivery of the letter but she won't openly defy her Queen, at least not in her presence.

Aftermath

Assuming the note is delivered, the Queen reads it immediately. Her mood softens and she thanks your adventurers for their gallantry. She insists they join her for the banquet, which is only slightly delayed by the battle, going so far as to arrange for proper clothing. Lastly, she provides your adventurers with a small silver pendant bearing her seal. The seal signifies that they're under her protection and she sternly cautions the Militariat to avoid any further misunderstandings.

Destiny's Price

Run This Adventure: Anytime after Her Majesty's Secret Service above.

After giving the contents of the Wolflord's letter due consideration (giving you time to run a side quest or two), the Queen requests your adventurers deliver a reply. On the way, she asks that they examine a possible meeting spot for the two Icons on the edge of Karsden Moor. The area has a reputation for disrupting magic, which provides some assurance against either Icon using their power on the other.

Your adventurers have the Queen's badge so, while they're followed, they aren't interfered with as they come and go. The journey to the city walls is uneventful and the persistent spying abates, but doesn't cease, as they leave Sevenra behind.

Once beyond the Queen's Wall, Yarika's agents take great pains to remain hidden and do so quite effectively. This is because they already know where your adventurers are going. While Yarika didn't have a hand in selecting the meeting spot, as the Queen's chief advisor, she was privy to the location.

Now Yarika and her agents are setting up an ambush, intent on removing your adventurers permanently.

Fortune's Fool

Karsden Moor is a dangerous place, known for its beasts and magical mayhem. Yarika uses this to set up an "unfortunate accident" to bring an end to your adventurers' meddling. At first, she uses magic and trickery to draw your adventurers off course, leading them straight into a marsh and a bog scum. If that fails, she and her agents are waiting at the meeting spot.

The location selected is an ancient ruin, more ancient, it seems, than the arrival of the Icons. All that remains of the once great building is a wide stone floor and shattered columns, jutting up like skeletal ribs. The moor devours the ruins slowly, creeping vines and brush invading the remains of the hall.

Yarika and her agents fight like enraged werebeasts.. Chances are your adventurers are already worn out; that's okay. As soon as things look truly desperate, Yarika unleashes a blast of magical energy powerful enough to finish them off.

Karsden Moor and fate have other plans: the spell gets caught on the ragged edges of the Moor's broken reality. Instead of blasting your adventurers out of existence, the spell shunts them all to the edge of Shadis Ra. Yarika and her agents materialize on the far side of the city and your adventurers have every reason to believe they're alone. This is a rare chance to rest and recover. Your adventurers would be well advised to take it.

The Prisoner

After a brief rest, your adventurers are treated to the sonorous song of the Nightfall. The song radiates from a spire in the center of the strange city. Bright flashes of light burst from the tower's pinnacle, catching the unmistakable silhouette of nachtfalter swarming. With the final burst, your adventurers experience an overwhelming psychic cry for help.

The city of Shadis Ra is ancient beyond measure; the magic of the city's fae residents spared it from Yarika's curse. Now the city is impossibly old and few of the fae remain, slowly wasting away as the last of the city's glamour fades. For one resident, the city is a prison: Yarika herself. When she laid her curse, she too was thrust out of the time, replaced by another iteration of herself.

Held in the city's central tower, her despair, sorrow, and regret slowly poisoned the glamour. The presence of your adventurers, however, occasions a new emotion: hope. She expended the last of her power to call them to Shadis Ra, an act which drew the attention of the Nightfall.

The Yarika of the present has no interest in ending the curse. If your adventurers delay, the present day Yarika wins the race to the tower; if not, they arrive at the same time. The key to victory is liberating the original Yarika from the nachtfalter. Once she's freed and pulled back into the timeline, her present day incarnation is obliterated.

Yarika is held in what appears to be a glass bubble, surrounded by nachtfalter, at the top of the tower. While the upper terrace has enough room to maneuver, conditions are cramped enough that area effect blasts are counterproductive.

Yarika The Priestess

The Yarika attacking the adventurers may not be as powerful as the one who laid the curse on La Luna but she's every bit as mean.

6th level leader (humanoid)

Initiative: +8

Wicked Dagger +11 vs AC - 14 damage.

C: Curse Of The Night +10 vs MD - 21 necrotic damage.

Natural 16+ Hit: Target is vulnerable until the end of their next turn.

Blessing Of The Dark: [quick action, once per battle] All nearby non-mook allies gain +1 to all defenses until the end of Yarika's next turn.

Stygian Strength: While Yarika is unstaggered, nearby non-mook allies who critically hit an enemy heal hit points equal to twice the level of their target.

AC 22

PD 16 **HP 88**

MD 20

The Choice

Once Yarika is freed, she explains the curse that she laid upon the land and how she became trapped. A few millennia of solitude and contemplation taught her the error of her ways and she's prepared to make things right. If your adventurers can gather the two Icons at the proposed meeting spot, she promises to present them with a chance to undo the curse.

After reading the letter, the Wolflord is amenable to this plan. At the appointed hour, Yarika arrives and explains the choice to the Icons. She can undo the curse, but in doing so, she also unwinds the strands of fate which bound the pair together. Destiny will no longer compel the couple, nor will they have its protection.

Ending the curse means they may never fall in love; the road to their first kiss can't be assured. The Icons, however, are willing to chance it; an eternity of unrequited love is too much to bear. Both the Wolflord and the Queen, in that moment, transcend the petty grievances that kept them apart.

With a nod from Yarika, the pair move to kiss. A bright light flashes and your adventurers find themselves standing in the empty ruin. The cycle has begun again, for the last time. The Nightfall's hold on La Luna is weakened beyond measure, and your adventurers are one step closer to thwarting it.

Terra Nullus

Run This Adventure: Once your adventurers are established in the town of Salvation in The Churn, perhaps after a side quest or two. This gives them some contacts and probably a reason you can give for them to be part of the captains' meeting in Lower Town, as well as being first hand witnesses to most of these events. Remember, it's always better for your adventurers to discover a situation for themselves rather than having someone tell them about it.

With the speed of a sudden squall, the town of Salvation transforms from a relaxed tropical settlement to a tempest in a teapot. Messengers scramble around Lower Town, raising the alarm: a bizarre fleet has been sighted headed directly for Salvation. Comprised of gleaming metal boats and lead by a strange vessel that looks vaguely like a brass killer whale running half below the surface, the fleet flies a white flag.

As a gesture of good intentions, only the lead ship enters Salvation Bay and a crowd gathers at the docks. The man who emerges from the metallic beast wears a thick naval coat and a peaked cap. He introduces himself as Captain Drakkar and states emphatically that the town is in grave danger. The forces of the Leviathan and "great cities below the waves" are marshalling for an overwhelming assault on Salvation.

Captain Drakkar and his fleet have sailed from Island Cove to help defend their fellow surface-dwellers. His ships can patrol the waters around Salvation, both above and below the waves, while his men sure up the town's defenses. By all measures, he's telling the truth, though perhaps not the complete truth. Mayor Tassara Thatcher welcomes the Captain with open arms. This is a mistake since he works for Golgoth, one of the land's Icons, and Golgoth has plans to take over Salvation.

As the Captain and his men begin preparations for defense, their presence takes on more characteristics of a military occupation than a good-natured gesture. Ships going in and out of the harbor are searched for spies and escorted to their stated destinations (when practicable) "for their own protection". Sailors and vagrants are pressed into service and put to work building fortifications. Some of those taken are noticeably absent from their usual haunts.

Meanwhile, there's only one observable battle with something that looks like a kraken, but no one other than the Captain's men have a good view, as it happens well out to sea. Captain Drakkar is hailed as a hero and becomes the most sought after dinner guest in High Salvation.

Captain Drakkar isn't so well regarded in Lower Town and the leading citizens of the district call an impromptu meeting after hours at McGregor's Tavern. Notable figures in attendance are:

- Thaddeus Costa, the most hawkish of the captains.
- "Lady" Jane Balder, who has worked for every faction in The Churn.
- Shalla Vayne, a siren and pirate primarily concerned with her own freedom.
- Derrik Lockhart, and the crew of his ship the *Sallywag*, are relatively new arrivals.
- Brewster Potts, owner of a bare-knuckle boxing pit and a brothel who's lost a few of his girls.

The captains can't reach a consensus, but Lockhart breaks the deadlock when he claims the whole occupation is a sham. He can prove it, if the others can get under water for a bit. None of the other captains trust Lockhart enough to follow him on such a fool's errand, nor would they trust one another to report the unbiased truth. If your adventurers don't volunteer, they're suggested as a neutral party.

What Lies Beneath

The first order of business is to procure dive suits. Lockhart has one for himself but your adventurers have to find others either from Drakkar's lockup in High Salvation or from one of the submersibles docked in the harbor. Lockhart suggests acquiring some spear guns, but isn't insistent. The amount of ruckus and damage your adventurers cause while getting these items affects the levels of resistance later on, but won't influence immediate action. After all, escape is a simple matter of jumping into the water.

Salvation Bay is exceedingly deep and riddled with caves, providing plenty of places to hide. Lockhart has made the journey before and guides your adventurers down to the sea floor, where the truth is laid bare. While exploring, your adventurers need to avoid the

attention of guards as well as their trained beasts, large multi-headed eels (treat as aquatic, five-headed hydras), which patrol the area.

Drakkar's men have enslaved mer-folk and are forcing them to work on a gigantic squid-shaped submarine (which was used in the fake battle above). According to the ornate lettering above the main water-lock, the squid ship is called the *Teuthida*.

There's an underwater submarine dock cut into the rock of Salvation's base with a large glass and brass connecting tube for linking up. Your adventurers can see a submarine unloading prisoners (people arrested in Salvation). The prisoners are unshackled and handed mining picks before disappearing from view. Other ragged prisoners load ore onto the sub.

Lockhart does his utmost to prevent your adventurers from acting rashly. He believes only unified action by the captains and adventurers have any chance of success. Captain Drakkar could easily lay waste to Salvation and might do so if provoked. He must be dealt with decisively, and with coordinated action.

THE MERMAID'S KISS

Across many times and many worlds, sailors ascribe mystic, often lifesaving, power to a mermaid's kiss. They're right to do so, at least in The Churn. A kiss from one of the mer-folk in The Churn has two effects.

First, it grants the merman or maid the ability to adopt a human form and thus function on land without difficulty (or penalty). This transformation is not compulsory but once undertaken, it lasts until the next change in the cycle of day and night. When in this form, mer-folk retain their affinity for water.

Second, the kiss bestows the ability to function normally underwater. The recipient of the kiss may breath water, move at normal speed, and act without penalty from submersion. This effect has the same duration as the first.

Free Port

Lockhart returns to the other captains with a bold plan. At a pre-arranged signal, the captains will take back the city on the surface and turn their defenses against Drakkar and his men. Meanwhile, your adventurers are to liberate and arm the mer-folk (there are plenty of harpoons to go around in Salvation) and take control of the *Teuthida*. The *Teuthida* can make short work of Drakkar's ships in the bay, if they don't flee at the sight of it.

The captains agree, though their willingness to lend equipment and aid to the venture depends on whether the alarm was raised while stealing the diving suits. The more attention the theft drew, the more resources are required to take the city's defenses, and the more wary the captains are to be involved.

The plan's success depends on your adventurers arming the mer-folk before Drakkar's men can mount an organized defense. Ongoing work on the *Teuthida* is concentrated on the main central area; the long, segmented tentacles can provide a means of approach. Guards keep regular shifts and the mer-folk are secured by chains to a bar running the length of the *Teuthida*. A little scouting or subterfuge should give your adventurers all these fact, but it's up to them how they want to deal with the raid.

Judiciously applied harpoons should be useful: if a diving suit is pierced, that wearer has more to worry about than the combat. If this happens to your adventurers, see *The Mermaid's Kiss*.

Assuming your adventurers take command of the *Teuthida*, the controls are relatively intuitive and they can guide it to the surface. That alone is enough to turn the tide and cause Drakkar's remaining ships to flee.

Hell And High Water

Run This Adventure: Sometime soon after Terra Nullus above.

In the aftermath of the battle for Salvation, two mer-folk naturally assume leadership among their liberated kin in the town. They're Jonas and Isobel, the children of Ingrid, Grevinde (Baroness) of Salvage.

Up until now, the city of Salvage had been little more than a myth to the residents of Salvation. Sailors' tales of a great city beneath the waves, built from the wreckage of a thousand ships and filled with mer-folk, were dismissed as the product of too much rum and sun.

The pair are grateful for their liberation but are still concerned for the safety of Salvation. The people of Salvage blame the surface-dwellers for the kidnapping and enslavement of the mer-folk.

The capture of Ingrid's children is likely more than enough to transform simmering resentment into explosive rage. Both Jonas and Isobel believe that Salvage is preparing an attack in order to liberate the enslaved. Oddly, there aren't enough slaves in Salvation to account for all the missing.

While Jonas is concerned with missing mer-folk, Isobel is insistent that the pair get back to Salvage as quickly as possible. She believes that if they're returned by surface-dwellers, they can cast the outsiders as heroes and lower tensions between the two peoples.

The *Teuthida* can get the group to Salvage at speed, but Jonas cautions that the ship should be parked a short distance from the undersea city. Any approach by a Golgathan vessel might be taken the wrong way. The submarine's interior water-lock can comfortably hold the mer-folk, assuming none of your adventurers feel like giving them a kiss. Both of the siblings are friendly, a bit prone to infatuation, but easily distracted; they're drawn to "shiny objects" in both the literal and figurative sense.

Homecoming

Salvage is truly a wonder worthy of sailors' tales. It's built on the foundations of an ancient sunken city, grown from the coral, sculpted from the remains of uncounted vessels, and lit by plumes of bioluminescence.

The city is laid out as two concentric circles. The outer ring's constructed from ship hulls and coral and is open to the water. The interior ring is a domed palace, the interior of which is a mix of open balconies overlooking broad pools. The clear glass is covered with a layer of translucent algae, giving the dappled light within a green hue.

The siblings bring your adventurers into the main audience chamber, where Ingrid and her court greet them as heroes. Ingrid is overjoyed at the return of her children but baffled by the story they tell. The whole of Salvage has been whipped into a frenzy in preparation for an attack on Salvation; now that anger needs a target.

Recriminations and accusations begin to fly almost instantly, especially between the mer-folk and the other aquatic species (selkies, tritons, etc). The

general consensus is that someone has been using Salvation as a scapegoat for either their own failings or nefarious deeds. Ingrid calms the crowd initially but later speaks with your adventurers privately. As she can't trust anyone in her court, she asks your adventurers to investigate.

The Investigation

The facts of the case as known are:

- About 200 residents are missing; all are mer-folk.
- Most went missing while out on collection parties (they were scavenging the ocean floor for valuables).
- These collection parties are organized by the city government and escorted by soldiers from the city watch.
- A few residents have gone missing from within the city itself; most of these have been associated with the court in some way.

The most likely suspects are:

Torvald - As Minister of Collections, Torvald knows the destination and members of every party.

- Evidence: A search of Torvald's records reveals that many of the maps used to assign parties have been altered multiple times, most often to add locations where parties went missing.
- Alibi: Maps are constantly updated by Torvald's staff and are ultimately approved by the Chief Minister before a party is sent out.
- Leads: If pressed, several members of Torvald's staff admit to purchasing information from spear-hunters living in a nearby reef.

Jana - As Captain of the City Watch, she approves every collection party and assigns escorts.

- Evidence: Several of the patrol rosters for missing parties show late changes, substituting one soldier for another at the last minute. Subordinates state that several of the soldiers taken off the patrol are Jana's favorites.
- Alibi: Collection parties are considered unpleasant jobs and soldiers request to get out of escort duty all the time. Plenty of rosters for successful trips show changes as well.
- Leads: One patrolman, Fallon, has only requested to be shifted off those patrols which have gone missing. He claims his wife tells him when she has "a bad feeling" about an assignment of any kind and after she was right the first time, he always listens.

Gerret - As Ingrid's Chief Minister, he knows the most about what goes on in Salvage. He also happens to be guilty. Gerret has employed a sizeable number of informants and spies to enact his plan. If caught, they give him up in exchange for leniency.

- **The Hunters:** His men have already killed the spear-hunters, who he paid to feed information to Tovald's staff. The tip of a trident is lodged in one of the corpses; the trident is of the type only used by Ingrid's personal guard.
- **Fallon's Wife:** Gerret is also having Fallon's wife followed. He paid her for information on patrol schedules but now she is a loose end to be tied up.

At the faintest whiff of suspicion, Gerret flees the city. His personal papers include notes on "preferred specimens" and a final correspondence indicating that the armies of the Leviathan are already on the move toward Salvation. If captured, he explains that

Salvation's doom is inevitable and that he wanted Salvage to be on the winning side. He knows little of what happened to the missing, only that they were needed to build an army.

All Against All

Either Gerret or his maps provide the intended path of the Leviathan's army. Scouts confirm the presence and number of troops, which include nearly 200 twisted fish-like creatures. The Leviathan can't create sentient monsters, but she can transform sentient beings into monsters. Using captured merfolk, she has bred a host of savagely intelligent sea creatures: the sahuagin.

The Leviathan's army will overwhelm Salvation without the help of Salvage and it's up to your adventurers to convince Ingrid to lend the surface dwellers aid. Regardless of Ingrid's decision, your adventurers must hurry back to warn Salvation.

When they return, they find the city already hurriedly preparing for attack. Drakkar survived his failed attempt to take Salvation and his fleet has been spotted heading this way. News of the Leviathan's army is met with mixed sentiment: at least Drakkar will have more to contend with than Salvation. If Salvage is sending aid, your adventurers are most welcome.

Leviathan's force is spotted around the same time the smoke from Drakkar's fleet appears on the horizon. As the two sides near Salvation, the song of the Nightfall fills the air. Lockhart volunteers to take the *Teuthida* and let your adventurers take the *Sallywag*.

While this is a huge battle, it can be distilled down to specific moments: a ship-to-ship swashbuckling battle with Drakkar, a desperate defense of the town as sahuagin crawl from the bay, and so on. If you have a whole day to spend with your gaming buddies on a set piece adventure, this is a great candidate for how to spend that time.

Captain Drakkar

Captain Drakkar is a seasoned sailor and dangerous foe. While deadly under any circumstances, Drakkar is a force of nature when aboard a ship.

6th level leader [HUMANOID]

Initiative: +8

Seaman's Swing +11 vs AC - 28 damage.

R: Blackpowder Thunder +11 vs AC (1d3 enemies in a group) - 20 damage.



Yo Ho My Hearties: If Captain Drakkar is at full hit points, his allies gain +1 to attack and to saves.

Nastier Special - Swinging From The Rigging: Captain Drakkar doesn't provoke when he moves, provided he's on a ship.

AC 22

PD 16 HP 90

MD 20

Naval Combat

Start Of The Combat (Out Of Range)

Generally, combat between two ships begins beyond *far away*. Both crews shout at each other, and maybe some guns are fired or arrows shot but nobody is in major danger. If an adventurer is piloting a ship during this phase, use appropriate skill checks to determine which ship has the advantage. A successful check starts the escalation die at 1. On a failed check, all adventurers on the ship must roll a skill check or take damage (see the skill check DCs and impromptu damage charts in the back of the 13th Age Core book).

Ship-To-Ship Action (Far Away)

Once ships close the distance, combat begins *far away*. Rogues with the *swashbuckler* Talent can leap between the ships by spending *momentum*, otherwise see the Daredevil sidebar (see page 107) for advice on other stunts worthy of Errol Flynn.

During this phase, arrows, bullets, and cannon shot are flying thick and fast. Each adventurer must roll a save (11+) or take damage (adventurer: 1d10; champion: 2d10; epic: 3d10). Adventurers who have found cover above decks take half damage, and those hiding below decks take half damage and their save is easy (6+).

Boarding (Nearby)

When ships pull alongside one another, they are *nearby*. At this range adventurers and crew can throw ropes between the ships, jump or swing across, and lower planks to bridge the gap. From here, the battle is treated normally with one exception: natural 1s rolled near the gap between the ships send the adventurer overboard. Returning to the deck of a ship takes a turn, during which time he's exposed to the dangers of the sea.

Aftermath

The battle is decisive in several ways. Primarily, it robs both Golgoth and the Leviathan of their finest troops but it also turns their traditional allies against them. With both the surface-dwellers and their aquatic brethren turned against the Icons, the war between the great powers fails to produce the nourishment the Nightfall needs, weakening its grip on the land.

Divine Wright

Run This Adventure: When contact has been made with the Dark Walkers in the Fallen Land. This could be through the Holy Light side quest (see page 115), for instance.

The Fallen Land was once part of a high and ethereal realm with great airships drifting among towering spires. When the Nightfall ripped this land from its home, one of the realm's greatest airships was caught in the catastrophe. The Paragon took control of the ship, the *High Crusader*, and used it to "cleanse" the eastern portion of the land. To this day, the east remains a lifeless wasteland.

To prevent the whole land from meeting the same fate, the Daemon and others made war on the Paragon. After much sacrifice, the *High Crusader* was crippled, but not destroyed. The Paragon and the Daemon settled into the cold war and uneasy balance of power that dominates the Fallen Land now.

Three days ago, something happened which could change all that. A denizen of that other realm arrived in the Fallen Land. She's no ordinary being either: she's an Artificer. While not personally powerful, she has the ability to create wonders; the Artificers designed and built the great airships in times past. She has the knowledge needed to repair the *High Crusader*, or build a weapon to destroy it.

The Artificer's name is Elzevir and she's the most wanted person in the Fallen Land.

Ex Machina

Elzevir is scared and alone in the City of Spires. The Paragon sensed her arrival, but the Mantle of Will drowns out her presence in the City. The Paragon has sent his Divine to locate her and this in turn has stirred up all the powers in the city.

THE CITY OF SPIRES

The City of Spires is, in a very real sense, two cities occupying the same space. The hauntingly beautiful towers, soaring into the heavens, ringed by stately gardens, represent the city of Robert D'Granyard and his fellow Divine: a ordered, clean, and luxurious estate for those in power.

Robert D'Granyard - Once a powerful Divine in the service of the Paragon, D'Granyard and his cohort decided they'd rather rule over a tainted land than pine for a past long gone. D'Granyard poured the last of his otherworldly power into the Mantle of Will, a device which lets him hold the city in his thrall.

The Mantle Of Will - While it can't give him the love of his subjects, it can compel obedience, allowing him to rule with an iron fist. Few in the city have the will to resist or rebel as long as D'Granyard channels his power through the Mantle. Because of the

Mantle, your adventurers hear the song of the Nightfall faintly whenever they're in the city. The song and the Mantle's power are strongest near the spire Centralis.

Built amongst the ruins and in the shadow of the spires, however, is another city. The common folk of the city live cheek to jowl and hand to mouth, struggling to eke out a decent wage, and find a shred of happiness. This is the city ruled by the Rook, a churning tumult precariously balanced on the razor's edge between chaos and possibility.

The Rook - Depending on who you ask, the Rook is a man, a woman, or a myth. Whatever the truth, the Rook is said to wage a shadow war against D'Granyard's rule, thwarting and humiliating him whenever possible. Part Robin Hood, part merry prankster, the Rook and his allies are heroes to the common folk.



Robert D'Granyard has dispatched his White Legion to find whatever it is the Paragon is after, and the Rook is determined to find whatever D'Granyard's looking for first. Of course, no one knows precisely what they're after. With a citywide man-hunt gearing up, the Rook can't put many of his known agents on the street. A man named Coventry approaches your adventurers on behalf of the Rook with a proposition.

If your adventurers can figure out what everybody's looking for and bring it to the Ruined Spire (a tavern built into such a spire), they'll get paid handsomely for their services in coin and goods.

Some good places to start the investigation are:

- The Righteous Hammer - A tavern frequented by smithies and other working folk. The talk of the tavern is a raid by the White Legion on Erikson's smithy in the northeast section of town. If properly motivated, Erikson himself confirms that they were looking for "*a woman with a slight build and a belt full of tools.*"
- The White Host - This inn is a favorite spot for White Legionnaires and other pious folk. After a few drinks and a heavy meal, loose lips express bafflement at "*all the fuss over a girl, and a smith at that.*"

Another option is to simply follow the White Legionnaires. D'Granyard's enforcers and their Divine assistants are used to having the run of the town and aren't trained to be subtle.

All methods ultimately lead to the northeast section of town, which is filled with ruins and hovels. Astute adventurers notice tiny improvements to the ruins: a single hinge which looks unusually new, or a weld still glowing with heat on a window frame. This trail of improvements leads your adventurers to the ruined gates of what used to be a power plant. The sound of grinding gears below and the faint scent of ozone signal this is the place, but the Legionnaires and Divine are not far behind.

While the methods may differ, both the White Legion and Divine must be distracted, decoyed, or dispatched. The power station is mostly under Elzevir's control and any threat to her is likely to meet with high voltage. Elzevir isn't going anywhere until she knows she's safe, so she'll likely take some convincing even if the coast is clear.

Both D'Granyard and the Paragon put top agents on the job, so your adventurers are likely to find themselves chased and harried all the way to the Ruined Spire. Unless they manage to lose their pursuers, they can expect a serious showdown at the tavern.

Everything Is Permitted

Run This Adventure: Some time shortly after Divine Wright above.

Simply getting Elzevir to the Rook doesn't end D'Granyard's obsession with tracking her down. The city-wide manhunt quickly escalates to martial law, showcasing the worst the regime has to offer. D'Granyard rounds up hundreds of (mostly) innocent residents and sends them to Spire Desperos, the city's most feared prison. There's room for a side quest or two during this time, but things get out of control quickly and soon your adventurers need to address the situation.

Coventry and his people shelter your adventurers, along with others, in the extensive catacombs beneath the Ruined Spire. The needs of his wards takes up most of Coventry's energy, though he believes something must be done about the state of the city. Finally, he asks your adventurers to make a supply run while he goes to speak with the Rook.

He provides a pouch of money and the name of two shops that might meet their needs: a grocer and an apothecary. The refugees need food and medicine if they're to last much longer in the catacombs. With martial law in full effect, your adventurers need to sneak, bluff, bribe, and otherwise intrigue their way through the city to get the job done.

The streets are vigorously patrolled and, unless they left no witnesses during Divine Wright, your adventurers are wanted by the authorities. D'Granyard's roundups have cowed the populace; while some are sympathetic, no one wants to be seen dealing with known dissidents. Even selling a loaf of bread has become an act of resistance.

Getting the needed supplies without being spotted and followed should be a tense experience. Anyone could be a spy, an informer, or simply a cowed citizen willing to turn your adventurers in to avoid trouble.

Liberation

When they return to the catacombs, your adventurers find an unexpected guest: the Rook himself. Garrison Rook is an unassuming man in his mid-thirties; without his hooded cloak, he looks no different from any other man in the city. This very plain looking man, however, has an extraordinary plan.

Elzevir cooked up a little gift for him: a series of music boxes capable of countering the Mantle's power, plus one larger one to control them. The Rook

believes disrupting the Mantle for even one day gives the populace a chance to rise up against D'Granyard. The Rook can't free the city but he can give it a chance to free itself.

To give the odds a nudge in favor of revolt, the Rook wants to liberate the political prisoners in Spire Desperos. Once that's done, the larger music box must be placed atop Centralis, at which point all the boxes play their tune. All of this is easier said than done, especially considering the Dark Walkers can't enter Spire Desperos. Of course, your adventurers can.

To sweeten the deal, the Rook offers the adventures wings, as crafted by Elzevir. These collapsible, bat-like wings are attached to a complex harness and magically become extensions of the wearer's body. While they're not quite capable of powered flight, they're able to glide from the top of Spire Desperos to the top of Centralis.

Prison Break

Simply storming Spire Desperos is an option, but not a good one. The level of opposition your adventurers face depends entirely on how they go about it and how much attention they draw. The windows of the spire are barred and the main gates

are well patrolled. A wide parapet-walk rings the top of the tower, allowing the Divine Lord Diemo, Warden of the Spire, to view the city.

Encourage creativity but, if your adventurers get stuck, point out the two easiest options. The first is to enter the prison through the front door as prisoners, either by getting arrested or blending in with the crowds of new prisoners. The second is to climb the ghostly remains of the Ruined Spire at night and glide to the parapet walk.

Inside, the prisoners are in bad shape but are more than willing to take the fight to their oppressors. A full scale riot is a bloody affair, drawing every guard and Divine in the area, including Diemo. Keeping that many prisoners quiet, however, is no mean feat either: stealth is possible but not easy.

In order to exit via the top of the tower, your adventurers must pass through Diemo's private torture chambers. If they haven't bumped into the Lord yet, they're bound to now.

Revolution

By the time your adventurers glide to Centralis, the Nightfall is aware that something is amiss. Atop the massive spire, nachtfalter flit about the domed roof of the parapet-walk like flies on rancid meat. Your adventurers must place the larger music box on top of the dome and wind it. The nachtfalter can sense the danger of the music box countering the Nightfall's own nocturne; They make every effort to send it tumbling from the tower. Fortunately, your adventurers have wings that allow them to chase the box if a nachtfalter succeeds.

Once your adventurers dispatch the nachtfalter and activate the music box, the effect is nearly instantaneous. From their high perch, they have a lovely vantage point to watch the chaos unfold below. As the Rook predicted, the populace quickly shifts from docile sheep to ravenous wolves. Your adventurers may wish to aid the torch-wielding peasants as they go up against well-trained guards, but the people have numbers on their side.

The destiny of the people now lies in their hands, rather than in the will of the Nightfall. That alone is enough to weaken its grip on this fallen land.

SHADESIDE INTERVENES

There's another effect when one of your adventurers activates the music box. Shadeside sends a pulse of knowledge through him - he knows the music boxes are important and, whatever happens, he mustn't lose them.

After the people regain control of the City of Spires, the Rook offers your adventurers whatever reward is in his power to give. Perhaps some subconscious desire tells your adventurers to ask for the music boxes, carefully packed in a backpack. Assuming they do, Elzevir smiles an enigmatic smile.

Under A Red Moon

Run this Adventure: When your adventurers first arrive in Amenthes.

Your adventurers arrive in Amenthes via an underground river which weaves through labyrinthine caverns. Charlie deposits them at a pier cut from the living rock and lit softly by glowing embers in two braziers. Precisely cut marble stairs lead up and directly into the inner sanctum of the Saronius Observatory.

The room is black stone with small, glistening white jewels embedded into the ceiling. It's dominated by a massive bronze telescope, illuminated by ruddy moonlight flooding in from an aperture above. Around this time, Empress Claudia arrives with her cadre of bodyguards as well as her spymaster, Tiberius Pugio.

While her bodyguards are on high alert, Claudia insists that everything remain civilized and engages your adventurers in conversation (paying special attention to any attractive adventurers), using her charm to full effect. Tiberius whispers in her ear often, though in an unfamiliar language. Ultimately, Claudia makes an offer they can't refuse: either they can submit to the usual interrogation process to ensure they're not spies, or they could prove their good intentions by performing a service for which she implies she will be personally grateful. She then leaves them with Tiberius.

Tiberius explains that an enemy of the state has recently put out a discreet call for mercenaries. Your adventurers, who are obviously not local, won't be suspected of spying - which is exactly what they'll be doing. As long as the task they're hired to do doesn't involve the murder of Saronian citizens, Tiberius instructs them to perform as instructed; he's confident he can deal with any fallout. Your adventurers are to depart next evening and are welcome in the city (escorted, of course) until then. Once they have agreed, and only then, he welcomes them to Saronius and fields questions.

After spending a day getting acclimated to Amenthes, your adventurers are provided a map to a specific steeped pyramid in the city below. Tiberius advises them to stick strictly to the marked route; deviation could compromise the mission and lead to a grisly end. They're to seek out Yepri, one of Imehoten's thirteen sorcerous lieutenants. Her attempts to keep the entire affair concealed are unusual and may indicate an opportunity, but Tiberius doesn't go into the politics too deeply.



Lastly, each adventurer is given a small amulet in the shape of an inverted ankh. Tiberius explains that these were taken from a group intending to answer Yepri's call; they should ensure that your adventurers are not attacked on sight. Beyond that, Tiberius can promise nothing. At nightfall, your adventurers are clandestinely lowered down the plateau into the city of the dead.

Down Among The Dead

The City of Imehoten is disquieting in its familiarity. The squat, unembellished, mud-brick buildings of the commoners sprawl outward, riddled with dark alleys and deep shadows. The privileged exist in splendid isolation behind high walls, barely aware of the struggles around them. Merchants sell wares, tavern-goers brawl, and warriors clash for sport in a fighting pit. In this city, however, all are undead; desiccated corpses shambling through a pale imitation of daily life. Every action is carried out by rote, without sentiment or care.

Assuming your adventurers don't draw attention to themselves and follow the map, they move through the streets without incident. If things go awry, they need to quickly dispense with whatever ghouls or wights accost them. Prolonged combat catches the attention of the undead horde and your adventurers are a long way from anything resembling safety.

The stepped pyramid of Yepri is surrounded by a high walled garden and a dour mummy wordlessly opens the creaking metal gate once your adventurers state their purpose or present their amulets. The remnants of grandeur fill the garden but anything beautiful that was once here is long gone now. The same can be said of Yepri herself. Devastatingly beautiful in life, she retains a macabre, twisted allure, which she augments with lush attire and opulent adornments.

She barely acknowledges your adventurers as anything more than extensions of her will, and her instructions are clear. Find the Karsh, Imehoten's war beast which has been stolen by unknown enemies of the state, remove a fist sized crystal from the center of its skull, and return it to her. Care of the Karsh isn't a simple matter: the beast must constantly be covered in bitumen (a tar-like substance) to hold it together "until it is completed" and it must be fed regularly. That should make it a bit easier to find.

The only mention of payment is that, "*it will be as discussed*" and asking further would arouse suspicion.

Hunting The Karsh

The Karsh is a massive, vaguely humanoid construct made of flesh and black magic. It has a crocodilian head and lopes about on all fours, dragging its large bone claws through the sand when it's upright. Presently, it exists in a state of perpetual frenzy: moving such a thing is quite an undertaking.

The most direct way of finding the Karsh is to attempt tracking the beast itself. While the shifting sands have obscured any actual tracks, the Karsh left a trail of destruction that can be followed. Another method is to track those things the Karsh requires: bitumen and meat.

Bitumen: There's only one source of bitumen, a bubbling pit to the east of the city, on the edge of the Broken Desert. Undead servitors constantly shuttle between the Karsh and the bitumen.

Meat: There are few sources of meat in the City of Imehoten: camels from a caravan, prisoners, or livestock from Saronius are the best bets and these are somewhat conspicuous in a city of undead.

The Karsh is being housed in a pen at the end of a deep canyon. The pen is surrounded by a vertical encampment; tents are pitched on the ledges of the canyon walls and connected by ladders. Several of these ledges have sizable cauldrons over smoldering fires to heat the bitumen and dump it on the Karsh from relative safety. If the camp is alerted to a battle below, they use the same technique to hinder your adventurers.

Aftermath

None of the undead guards have an interest in entering the pen with the Karsh, but once it's deceased, they descend the ladders and give chase. If your adventurers have neglected to plan for their escape, the canyon has plenty of caves, though these are not without their own dangers. Getting covered in boiling bitumen is a nasty way to die.

Once your adventurers get the gem and lose the pursuing rebels (they definitely pursue) returning to Yepri is fairly straight forward. On arrival, Yepri's awaiting them with another figure, a muscular male dressed in robes tailored to accent his frame. This is Abri, Imehoten's astronomer and a wizard of some power. When your adventurers produce the gem, Yepri gives over the reward (a stone tablet - you can choose its value and/or powers) before carrying the

crystal to a small altar obviously prepared ahead of time. While you can look at the reward as simply wealth or a magical items, this is an excellent opportunity for you to plant seeds for later adventures or even your adventurers' next campaign.

Yepri begins to perform a ritual which the arcanelly-inclined can gather relates to restoration and memory. If your adventurers stick around to see what happens they're treated to some impressive pyrotechnics followed by a wave of energy. Both Abri and Yepri hold their heads as the wave passes.

When they recover, they greet each other as husband and wife then instantly begin cursing Imehoten and vowing revenge. At this point it should be clear your adventurers are overstaying their welcome and the two sorcerers attempt to obliterate them at the slightest provocation.

Upon return to Saronius, Tiberius wants a full report. If your adventurers mention the presence of the male, Tiberius can accurately identify Abri's name and rank based on a good description. With their loyalty more than assured, your adventurers are invited to attend a banquet at the palace and can now move freely throughout the city.

The Stars Are Right

Run this Adventure: Any time after Under a Red Moon above, though preferably after a side quest or two.

Bereft of his war beast and secretly undermined by his most powerful underlings, your adventurers unwittingly dealt Imehoten a significant blow. Time, however, is on the side of the god-king. A long-awaited alignment of stars is fast approaching and Imehoten is well prepared.

The previous Emperor of Saronius, Augustus Verovius, understood the importance of stellar alignments. He commissioned the Saronius Observatory and assigned astronomer Quintus Marius to decipher the heavenly portents. Unfortunately, Augustus was murdered by his wife and her allies before sharing the significance of the coming conjunction.

Saronian bureaucracy being what it is, Quintus Marius and his work remained in the budget. Toiling away in obscurity, Quintus finally got an inkling as to what the former Emperor was after. Your adventurers receive a summons and arrive at Empress Claudia's throne room as Quintus explains the details to her.

DAREDEVILS

Performing a daredevil stunt (leaping from spire to spire high above a city, swinging from a ship's rigging mid-fight, fighting atop a speeding carriage) requires a difficult skill check (adventurer: DC 20 or 25; champion: DC 25 or 30; epic: DC 30 or 35).

Failing the skill check means either the adventurer takes damage (adventurer: 3d6; champion: 4d8; epic: 3d20), his turn immediately ends, or both. Failing can mean the stunt went badly wrong or succeeded in such a way as to give the enemy an advantage. Rogues, of course, have the *Swashbuckler* Talent that lets them spend their *momentum* to pull off such acrobatic deeds without the need for a roll.

When the Nightfall tore Amenthes from its proper realm, one of the realm's deities, Serket, slumbered beneath the sands. The stellar alignment is to reveal the location of the fabled Pyramid of Kahota, where the last true goddess of Amenthes waits. In the moment between her dreaming and awakening, reality itself will be malleable. In that instant, Amenthes could be restored to its proper place in the cosmos. Quintus believes this to be the most likely outcome, provided no one interferes.

Imehoten, however, could use the opportunity to twist all Amenthes to his will. He must be stopped.

That's easier said than done. Quintus has hit a snag: he needs the identity of the final star in the pattern. The observatory in the City of Derashava is said to have catalogued all significant conjunctions. Quintus turned his telescope on the ruins and believes the observatory survived the massive mystic event that destroyed much of the city and caused it to be abandoned.

While the highest of the floating islands appear traversable, getting to that height has proved impossible. Too much time with ancient texts on black magic and living gods have made Quintus a bit eccentric, but he has a solution.

Idris Astiellus designed a bird-shaped glider as a toy for Quintus' youngest son: the toy merely needs to be scaled up and launched from a catapult. Once the information is found, getting down should be a simple matter of enough rope.

Clouds And Ruins

Quintus' calculations are correct and the precise aim of Saronian artillery puts the glider on a perfect line to the target. Quintus, however, either did not notice or neglected to mention that the upper reaches of the ruins are now a roost for giant roc, twisted by the magic of the place.

After making a perfect crash-landing on a floating chunk of rock the size of several city blocks, your adventurers are in for a challenge. Reaching the observatory requires daring leaps, nimble climbing, deft navigation of clouds, clever avoidance of ancient traps, and a battle with the locals (treat as vrock and a giant vrock). The ruin also holds ancient and magical treasures, enough to make the vertical dungeon crawl worth the risk. Honestly, you could run several session just enjoying this dungeon and that's fine with us.

Deep in the observatory archive your adventurers find what they need: the final star in the pattern is called Ixion and when your adventurers return with this information the Empress hails them as heroes. Quintus quickly works out the location of the Pyramid of Kahota, deep in the Broken Desert.

Claudia announces she will lead her armies there at daybreak then declares a feast. Your adventurers are treated to every delight they could desire and Claudia is not shy about her appreciation; apparently supremely heroic acts are an aphrodisiac.

Betrays

In the early hours of the morning, after your adventurers have bedded down in their luxurious palace suite, they receive a visitor. Tiberius Pugio, Empress Claudia's spymaster, speaks quickly and barely above a whisper.

Quintus Marius is dead, killed on the order of the Empress. Claudia has decided to use Serket's waking to gain phenomenal power rather than save Amenthes. Why should Imehoten be the only power-crazed megalomaniac in this land? Your adventurers must beat her to the pyramid in the desert and prevent both her and Imehoten from achieving ultimate power.

Oh, and they should hurry. The Empress's personal guard is on its way to dispose of your adventurers.

Tiberius opens a secret passage in the palace wall and gestures to it just as the Daughters Of Verovius kick in the door. Your adventurers can fight or flee, but Tiberius gets a spear through the chest at the first opportunity. Idris Astiellus is out of gliders, but a catapult (or height of the plateau) and Elzevir's wings (see Everything is Permitted on page 103) can give your adventurers a head start in the race to the Pyramid of Kahota.

Dawn soon rises and it's clear that, as soon as she heard of your adventurers' escape, the Empress stepped up her plans. Her army's already on the march.

The pyramid's surrounded by a swirling and decidedly unnatural sandstorm, but once your adventurers pass the wall of flesh-shredding sand, the magnificent structure rises before them. Made from a single block of unearthly white stone hundreds of yards high, it radiates a faint glow. The song of the Nightfall can be heard from inside.

A trail of shattered undead indicates that Imehoten the god-king arrived first, letting a wave of minions trigger any traps. The great corridor leads to a wide pyramidal chamber dominated by a white altar with a black bowl atop it. Intricate hieroglyphics provide the instructions for waking Serket. The supplicant must spill his or her own blood into the bowl with a ritual knife (also supplied in the "wake a god" kit, along with the bowl, altar, and aura of impending doom).

SHADESIDE INTERVENES

There are no nachtfalter in this battle because the Nightfall already has a representative: the black blade. At the beginning of each round, the blade activates *Aura of Betrayal* (as per the Despoiler Mage) and once every three rounds it can use *Sow Discord* (also as per the Despoiler Mage).

When the first adventurer touches it, Shadeside sends a pulse of knowledge through him - he knows the blade is important and, whatever happens, he mustn't lose it.

Accompanied by his sorcerers (including Yepri and Abri) as well as a cadre of undead, Imehoten's in the process of freeing Serket when his centuries of scheming catch up with him. Mere moments before his ascension, Abri literally stabs him in the back, using a dagger whose blade is made of pure darkness. This happens after your adventurers arrive but just before they get to take any significant action.

As the sorcerers begin blasting away at one another, Imehoten desperately attempts to complete the ritual, dragging himself slowly toward the altar, blood gurgling from his mouth in a very unhealthy way.

The god-king can easily be finished off with the black blade that's still impaled in him, but only that blade can do the job. Any attempt to get the blade draws the attention of all the sorcerers, at least for a moment.

The Dreamer Awakens

Still need more carnage? Well that's when the Empress arrives with her forces. A massive free-for-all ensues, during which it's clear your adventurers can't win this sort of battle. All they can hope to do is secure the altar for long enough to be the ones waking Serket. A little of an adventurer's blood in the black bowl, and the earth shakes, knocking everyone to the ground. The pyramid melts away, reforming as a towering goddess with a giant, wicked-looking scorpion on her head.

If they do that, they get to ask the goddess to return Amenthes back to its rightful realm. They don't have the necessary rituals to twist all Amenthes to their will so, if they try that option, they're not being very heroic and they also just managed to annoy the goddess of scorpions. Punish them, imaginatively.

Assuming your adventurers don't find themselves with a belly full of live scorpions, Serket raises her outstretched arms, tugs on the cosmos, and rips a hole in the sky between the auspicious stars. For a moment everything blurs, then Amenthes is simply gone. Your adventurers find themselves falling through the Maelstrom for an instant that's also an eternity, only to land rudely on a black outcropping of rock.

Dark Heart

Run this Adventure: When your adventures have understood what's going on, disrupted all the lands, and had plenty of time to explore the various corners of the realm. This is it, the end game. After this, there might not be a realm left.

We've been *dark* - dark as the deepest corner of Durnham's Shadow Court.

We've been *gothic and horrifying* - from the cruelest of mechanical vampires to the undersea terrors of The Churn.

We've been *epic* - changing the destiny of La Luna, shattering Sombria, and pulling Amenthes out of the realm entirely.

Now it's time to be *cosmically epic*. Your adventurers are about to get one chance, and one chance only, to push back the Nightfall itself. But... how does someone defeat a cosmic beastie of such magnitude that it uses an entire realm as its cocoon?

The Stars Are Right: Epilogue

Your adventurers find themselves on a small rocky outcrop floating in a strange world between worlds. In the distance in all directions they can see the various lands, though looking at them is like watching the surface of a dark sea from below. On the far horizon a keen observer could spot the next realm over, Shadeside. It watches, waiting to see whether its heroes, your adventurers, can win. If not, Shadeside is set to become the Nightfall's next cocoon.

Tiny black strands trail from various points on the lands and the tattered ends of far thicker veins wave in some cosmic breeze. These frayed ends are your adventurers doing, the shredded tendrils of the Nightfall's once powerful grip. A few strands are untethered, wafting loosely - these used to be attached to Amenthes, but that land's gone now. This is what the Weave looks like from outside.

All the strands converge on a seething mass of liquid blackness the size of a small land itself. Inside the mass is the town of Haven and it's a fair bet there's chaos going on in the town. Even if they don't know it, your adventurers sense all this. Just like the Icons, they've become an integral part of the realm's story.

The black mass strains and groans as it tugs on the lands, holding them in place against their will. All your adventurers' actions have weakened the Weave, but the Nightfall is managing to keep control for now.

Nightfall Rising

All of this may seem suitably mind-blowing, but it's what's on top of and below the seething mass of blackness which is truly unsettling. Sitting on top is a patch of darkness so intense that it's better to think of it as a part of the cosmos which doesn't exist, beyond normal definitions of darkness. It's huge - the full size of the writhing darkness which encases the town of Haven. And it's moving. This is the Nightfall itself, a cosmic moth-creature babysitting what's on the underside of Haven - its eggs.

Each egg is the height of a tall tower, and there are dozens of them. If one Nightfall can do this to two realms, imagine what a horde of hungry newborn larvae will do, first to the lands inside the cocoon, then to other realms. As they watch, your adventurers become certain: the eggs are moving too. The hatching has begun.

There is, however, still a way to destroy both the Nightfall and the eggs. Your adventurers need to get back to Haven, the center of things, and use the various items they've been collecting during this campaign: the moon crystal from Durnham, the music boxes from the Fallen Land and the black blade from Amenthes.

Getting back is remarkable simple. As your adventurers look around, one of them notices a small vase on the ground. Scratched into the surface is a rough picture of a coin and the words, "1 Obol". It would seem that Charlie even sails the cosmic waters of the Maelstrom, for a fee. This time though, no matter where they ask to go to, he takes them to Haven with a care-free smile on his face.

Before they know it, your adventurers are mooring up, back at the Charon Ferry Company boathouse just outside the town of Haven.

The Fall Of The Nightfall

Haven is indeed chaotic. There's are earthquakes every few minutes, of varying intensities. It's nighttime but the sun sometimes appears from behind a bank of mist. Gale force winds move thick fog around then stop as suddenly as they start.

Not surprisingly, the residents have no idea what's going on, including the brumelurks. Groups of people cower here and there. Groups of brumelurks go hunting in thick fog, only to find a momentary gale shifts the fog and exposes them - how embarrassing! In fact, only one person seems completely unphased

by the whole thing; Dementra the fortune-teller is waiting outside the Butchered Calf Inn for your adventurers.

Dementra casually punches a brumelurk in the face with a many-ringed fist and it scuttles off to find solace in a new bank of mist. *"Now look what you've done!"* she says. *"What I want to know is, how are you planning on fixing this?"*

It's a good question. Let your players figure it out on behalf of their adventurers, making rolls on Intelligence which allow you to give smart adventurers a hint or two to join the dots. As much as possible though, this should be your players' show.

They may come up with something completely different and let them use any plan that seems sensible in a world gone crazy, but here are some thoughts from us to you:

- * The music of the music boxes counters the song of the Nightfall, but only in a local area.

- * What's needed is an amplifier. That moon crystal holds a massive amount of power, but how to release it?

- * Wait, your adventurers also have a magical blade made of pure darkness.

- * If your adventurers attach the blade to the larger music box and then plunge it into the top of the crystal, that would release all the crystal's power directly through the music box.

- * The music boxes could be placed at the very edges of Haven, deep in the mist at north, south, east and west, then the control box triggered in the town center with crystal amplification.

Such an amplified music source would affect all of Haven and well beyond, up to the Nightfall and down through all the eggs. It's already calibrated to counter the song of the Nightfall, so while it's a million to one shot, how could it not work?

Every Nachtfalter Ever

The plan will work. There's only one serious obstacle: the nachtfalters. Previously your adventurers faced one or two here and there, low level ones early in the campaign, tougher ones with bigger cohorts later on. Now they face a constant assault as they go about making their plan happen.

Each nachtfalter can call on brumelurks. Some, who have come from other lands to defend against your adventurers, have brought nasty critters with them. If you didn't get a chance to use a particular monster previously then now's your chance. If your

adventurers had an enemy that was particularly bothersome then now's the time for another one to appear. And it brings a friend.

Make sure there's a nachtfalter könig if your adventurers haven't faced one yet. Make it two if they defeated one previously, the nachtfalter High King and Queen.

If it looks like you made things just a bit too tough then Dementra joins in, and she brings an unexpected friend: Elzevir. Consider it Shadeside's heroic last-ditch effort to get your adventurers across the finish line. Elzevir wants to see the Fallen Land returned to its rightful place, so she'll be willing to fight for that to happen. The two women should take the edge off the danger, not solve the situation for your adventurers. It should always be their fight to win or lose.

Aftermath

If the plan works, the Nightfall totally loses control of the realm. First the Haven mists clear entirely, blown away by a mighty gust. Next, the very nighttime sky is dismantled, exposing the underbelly of the Nightfall; horizon to horizon there's nothing but the super-darkness the cosmic creature's made of. Finally, the Nightfall itself shatters, as if it were glass hit by a sledgehammer. Ditto for any remaining nachtfalters. Below Haven, your adventurers sense the same is happening to the eggs and the hatching cosmic larvae.

Your adventurers can finally collapse on the ground and relax, watching the cosmos all around them. The other lands are visible, like floating islands in the sea of the Maelstrom with Haven in the middle of the archipelago, but the Weave is gone. How can people get between the lands? How will people ever explain what's happened? It's a brave new realm. Nothing is certain any more, and that's a big win for the good guys.

Assuming Dementra and/or Elzevir survive, they gesture to your adventurers from the doorway of the Butchered Calf Inn. If your adventurers follow, they find the inside of a completely different establishment, Piker's Tavern in Shadeside. The sentient city has brought them here because there's another little problem that needs sorting....

<fade to black>



Side Quests

If the campaign is our “director’s cut” vision for a Nightfall-based story, these side quests are the scriptwriter’s toolkit for your own epic tale. A series of twenty story hooks, you can run each of these as a single session or small campaign, using them as a springboard for the night terrors of your own imagination.

The side quests are also designed to be slotted between missions from the main campaign above, chained together in whatever order suits your gaming group, or pillaged for nefarious ideas while you cackle with gleeful madness in your roleplay laboratory. You have one of those, right, with books bound in flayed flesh and lightning crackling above? Great - now make the realm of Nightfall your own.

Durnham

The Caged Bird

Location: Town of Sorrow.

Antagonists: The Creeper, Father Geoff Rikard, Shadow Knights.

Motivation: Your adventurers are approached by a man in his early thirties with a steady gait and a glint in his eye. He identifies himself as Eckerd Grous, a bard and adventurer. After waxing poetic about love requiring heroes, he explains that he’s hopelessly smitten with a brilliant singer named Charlotte Little. The problem is that Charlotte is one of the shadows trapped in the town of Sorrow. He believes that he can rouse her heart from the shadows and bring her back into the physical world.

Challenge: Escort bard Eckerd Grous to Sorrow, protect him as he attempts to liberate Charlotte Little through the power of song (and some magic). While the bard sings his love song to the shade of his beloved, it attracts a nightfalter, drawn to the weakening of the Nightfall’s grip.

Reward: Eckerd has accumulated various magical treasures as an adventurer, but the most valuable is an item which can force open a portal into the Weave. He could have left Durnham long ago, but he is hopelessly in love with Charlotte and won’t leave without her. Once he has her and everybody’s celebrating in the Butchered Calf Inn in Haven, he’s happy to give up the item.

A Feast For Shadows

Location: Mansion of Shade.

Antagonists: Lady/Lord Wilkshire, perhaps Lady/Lord Cottingham.

Motivation: Your adventurers are drawn in, with little choice in the matter. The true motivation is to survive the entire affair without raising the ire of the land’s most powerful beings! This is a very political side quest, but has the potential to include attempted assassinations, sneaky skullduggery and possibly even a formal duel.

Challenge: Lady Cottingham (or Lord, if the situation warrants) has been following the exploits of a particular adventurer and has developed an infatuation from afar. This results in an invitation to a fête at the Mansion of Shadows, an offer that can’t be refused. A member of the Shadow Court could make a powerful ally and Cottingham is charming and attractive. Unfortunately, love is frowned upon by the Lady of Shadows. Cottingham also happens to be the object of desire for Lady/Lord Wilkshire, another member of the Shadow Court. The challenge is to negotiate Cottingham’s affections (either by reciprocating or rebuffing them) in a way that does not make an enemy in the Shadow Court.

Reward: Success in the venture might result in a very influential patron or ally.

The Pricking Of My Thumbs

Location: Mornwood, the Circle of Seven.

Antagonists: Assorted dungeon crawlers, the six Shadow Siblings.

Motivation: On the road south of Litton Hill, your adventurers encounter a rustic looking man in his middle years, pleading with every passing traveler for help. His name is Holton and he’s a hermit in the Mornwood; thought by some to be eccentric at best and mystically dangerous at worst. He approaches your adventurers with the tale of his sister, Angelique, who has gone missing at the Circle of Seven. He claims to know how to find her but the task is dangerous. In exchange for aid, he offers elixirs, secret knowledge and the like.

Challenge: Enter the Whispering Vault, locate Angelique before she becomes corrupted by the Shadow Siblings who are cursed to roam the dungeon forever. Angelique is a woods witch: an herbalist, soothsayer, healer, and fashioner of both charms and curses. While the citizens of Litton Hill would never

admit it, she's consulted often and secretly on matters from love to animal husbandry. Though something of an outcast, she would be sorely missed.

Reward: Success brings friendship from Holton and Angelique, and means a source of charms and curses, elixirs and healing, secret knowledge and soothsaying. The two could become important research sidekicks in future quests. Angelique is also central to a couple of the campaign missions (see page 86 onward).

Sombria

Welcome To The Machine

Location: Cog.

Antagonists: Assorted denizens of Cog.

Motivation: Your adventurers are approached by Audra Glass, a studious-looking bronze automaton in the employ of Von Halzinger (though this story could also be triggered when your adventurers go to Von Halzinger's castle for information or aid). She informs your adventurers that her understudy, the castle's young human librarian named Wallace, has not returned from the ruins of Valley Yard. Audra had sent Wallace to Valley Yard to collect components for her alchemical experiments. While automata can't truly be said to 'feel' guilty, Audra does recognize herself as the *"logical, proximate cause of any harm"* which might have befallen Wallace. She's therefore willing to compensate the heroes for his safe return, or for the return of his remains.

Challenge: Wallace fell victim to the deranged denizens of Cog. While the machines stripped his body for parts, Wallace's talent for organization managed to keep him (somewhat) alive. Wallace's disembodied head has been connected to a mechanized cart with a spring driven arm and he has been repurposed as the manager of inventory for Cog's grizzly organ storage facility. While he's understandably traumatized, he is still himself and would very much like to return home. This, of course, means getting him past the demented machines.

Reward: Regardless of whether he's returned dead or alive, Audra is (by human standards) shockingly blasé about Wallace's condition. She grants your adventurers access to Von Halzinger's extensive library - a fine reward indeed!

CLOCKWORK DREAMS

There's another part of the Suzerain Continuum with clockwork and magic, the fey steampunk realm of Mechadia found in our *Clockwork Dreams* book. It also has a place called the Great Underground which contains the mechanical workings of that realm. Coincidence? You decide.

At our tabletop we join the two together with a portal deep down; it has been a ton of fun watching steampunk faeries going through the gothic grinder! It's just one of many ways we link the various realms of the Suzerain Continuum, but we're also very clear: each realm stands on its own.

Enjoy the lands of Nightfall for what they are and play them your own way. You don't need to buy a copy of any other book to get 100% of the gaming experience. Out of the box there's well over 100 hours of roleplay content in these pages.

Notes From The Underground

Location: Katal, the Underground.

Antagonists: Count Federmir's enforcers, various mechanical horrors of the Underground.

Motivation: Katal is abuzz with rumors, all of which revolve around a glass bottle containing a small copper scroll. The bottle was discovered by chance on the banks of the River Ticker far to the south of the clockwork bridge. According to the talk about town, the copper scroll was a hand-etched note from someone lost in the Underground. Other rumors assert the Count's clockwork knights were seen with another bottle, headed to Mount Kharstet. One thing is certain, however: one of Von Halzinger's messengers just posted a bulletin calling for an audience with anyone willing to brave the Underground.

Challenge: Your adventurers must first locate an entrance to the Underground, preferably near the mouth of the River Ticker. Count Federmir's clockwork minions are hot on the adventurer's heels and ancient mechanical horrors lurk around every corner.

Reward: The Underground holds all kinds of mechanical gadgets, from mere trinkets to true wonders. In addition, your adventurers might rescue a band of stalwart heroes who wandered into Sombria through a portal deep in the Underground. The heroes are from another realm where clockwork technology is prevalent and may have the skills needed to help change the land for the better.

Inns And Outs

Location: Katal.

Antagonists: Josef Klinker, shady scrappers.

Motivation: Averin Dahl, proprietor of the Hillside Inn has decided to turn the main public hall of her establishment into a tavern, specifically one catering to discerning tastes. This irks Josef Klinker, owner of Klinker's Tavern (Katal's most prominent drinking establishment). As the renovation near completion, tensions reach an all time high. Klinker publicly disparage Dahls decision to staff her tavern entirely with automata. He also obliquely insinuates that Dahl has struck a deal with Count Federmir, trading the occasional guest for access to gourmet foodstuffs. Dahl discretely contacts your adventurers with her own concerns. To hear Dahl tell it, it's Klinker who has made a deal with Count Federmir. According to Dahl, every month a group of scrappers (automaton scavengers) arrives to trade their wares. These shady characters spend a lot of time talking to Klinker at the pub and not long after, a cart leaves Katal and someone vanishes.

Challenge: While your adventurers should be suspicious of her motives, Dahl is both genuine and correct in her concerns. Sombria's borders are a bit more porous than the other lands of Nightfall, so accidental arrivals and departures aren't necessarily cause for alarm. The scrappers are, however, precisely what Dahl suspects them of being: the Count's kidnappers. Klinker uses his position as town gossip to convince his patrons that the victim was "just by the other day." Catching Klinker and his cohorts in the act would certainly save the day.

Reward: If your adventurers can prove that Klinker is one of the Count's spies, Dahl offers a small amount of coin but promises, "*You'll never have to pay for a drink in town again!*"

Ghost In The Shell

Location: Katal, Eisenwald.

Antagonists: Clockwork werewolves and possibly young Collin Garrand.

Motivations: A young boy has gone missing from Katal and his mother is frantic. Collin Garrand was last seen in Eisenwald in the same region as residents reported a huge clockwork werewolf. The mother approaches your adventurers and offers whatever she has.

Challenge: Being brutally exsanguinated by the Count on an accidental binge is a rather unpleasant way to meet your end, which may explain how Hammel Garrand became a ghost. Hammel's desire to see his son again drew his shade to occupy the alpha from a pack of clockwork werewolves. Hammel's control is only temporary and is slipping - the werewolf and he struggle for control. Your adventurers have a few clockwork werewolves on their hands as well as a small boy attempting to get between your adventurers the biggest of the werewolves, which appears to be helping fight against the rest of the pack, at least some of the time.

Reward: If Collin is reunited with his mother, perhaps Hammel's shade might be able to have one final moment with his family to say goodbye. Then he leaves the lands of the living and your adventurers will have to take down a really angry werewolf alpha, now fully in control of its body. Still, that warm fuzzy feeling of helping the Garrand family is surely reward enough for your adventurers' troubles.

The Fallen Lands

Estates General

Location: Vannenheim.

Antagonists: Various vampire nobles and their henchmen.

Motivation: Your adventurers receive an offer they can't refuse: destroy the vampire ruler of Vannenheim, Kalten Ord. The odd thing is that the request is coming from Kalten himself. Ord proposes that, in exchange for a sizable amount of coin, they make a rather convincing show of battling him and then "destroy" him offstage. They'll be furnished with sufficient proof of his demise and granted permission to institute a number of meaningful reforms as the "liberators of Vannenheim". Your adventurers will look like big heroes, do a little good, get rich, and be long gone by the time anyone catches on.

Challenge: Of course, there's a catch. Kalten Ord didn't get where he is today by accident; he has a very specific plan. Assuming your adventurers manage a convincing performance (which shouldn't be hard considering the punishment Ord can take without batting an eye), chaos ensues. Ord is banking on his various rivals directing their attention toward one another as they scramble to seize the crown. As they're obviously a talented group of vampire hunters, your adventurers are bound to become caught up in the struggle, either as mercenaries or as targets.

Reward: Kalten Ord has access to an enormous amount of coin as well as a sizable collection of treasures. Now is a great time to shower your adventurers with items they've always coveted. Make sure they feel the fallout of their actions for a long time to come.

Holy Light

Location: City of Spires.

Antagonists: Forces of the Divine, the infamous White Legion.

Motivation: Once your adventurers have established themselves as somewhat heroic, they're approached by a representative of the Dark Walkers. Robert D'Granyard is planning a public execution of several Walker agents on false charges, as a demonstration of power. The executions will take place via holy light in the circular park at the base of Centralis, which is ringed by the ruins of a former time. If your adventurers are mercenary, the Dark Walkers will simply offer coin. If your adventurers are more interested in justice, the Dark Walkers offer to assist them in dealing with any fallout and become valuable allies.

VAMPIRE HUNTING 101

Wooden stakes

Wooden stakes have long been a staple for adventurers hunting vampires, yet they're dangerously ineffective on their own. The standard, weaponized stake is a simple one-handed d3 damage weapons (they deal 1d3 damage at 1st level, 2d3 at 2nd level, 3d3 at 3rd level, etc).

If one of your adventurers crits with a stake then the vampire becomes *helpless* (save ends); in other words staking a vampire won't kill it, but probably keeps it down long enough for your adventurers to decapitate it or otherwise finish the job (a coup de grace as per the core rules).

Arrow Through The Heart

A standard arrow or crossbow bolt is only effective for staking vampires on impressively powerful shots. The metal tips and arrowheads have no effect and wooden tips are seldom sturdy enough to reach the heart. An arrow or bolt must pierce the heart all the way through, so that the wooden shaft impales the organ. If one of your adventurers crits against a vampire with a wooden arrow,

and his player rolls a d20 and gets a 20, then the adventurer staked it and the vampire's *helpless* (save ends).

Professional Hunting Gear

Adventurers who make a living hunting vampires often carry specialized equipment, the stake-thrower being the most common. A modified crossbow, the stake thrower launches specially crafted wooden bolts and costs 1.5x a crossbow of equivalent size. Treat a stake-thrower as a light crossbow against normal creatures. However, in the hands of a trained hunter, the weapon is a scourge of blood-sucking undead. Your players can spend an adventurer feat for him to specialize in staking vampires with the weapon: the player then only needs to roll an 11+ to confirm his adventurer's hit the heart.

Some Vampires Don't Stay Dead

Most vampires stay dead when killed, others require special disposal or interment methods to keep them dead. Those hunting notorious vampires that just seem to keep coming back should perhaps do some research into local legends before facing their foe.

Challenge: Your adventurers must find a way into the prestigious event without detection. While causing a distraction might be easy, causing one that won't identify them as potential dissidents is not. Once the distraction occurs, the Dark Walkers act and liberate their agents. D'Granyard's Divine guards pen fire on the crowd (they're just mortals, after all) while the White Legion (Robert's human force) attempt to track down the cause of the commotion.

Reward: If your adventurers are successful in creating a distraction, they probably need help laying low for a bit. The Dark Walkers are happy to assist, provided your adventurers weren't exceedingly greedy in the initial bargaining. The Walkers express their gratitude by offering gear and access to their secret passages around the city.

Not Without Incident

Location: City of Spires.

Antagonists: Everything at Robert D'Granyard's disposal.

Motivation: After your adventurers have made a little trouble in the City, they're approached on the street by a detachment of White Legionnaires and a Divine. The Divine informs your adventurers that Daniel Preston, head of the White Legion, wishes to speak with them. While this is tantamount to being politely arrested, it's quite out of character for the usually brutal White Legion. The Divine has special instructions not to harm your adventurers and if it appears violence is about to ensue, he calls off his men and instructs your adventurers to report to Whitehall, the White Legion headquarters. If your adventurers do not comply shortly, the Divine and White Legion make a point to encourage them at every opportunity.

Challenge: Behind closed doors, Preston confides in your adventurers. Simply put, he wants out. Jaded with Robert D'Granyard's tyranny and disgusted with his role in it, he intends to leave. Unfortunately, he knows too much and now so do your adventurers. His proposition is straight forward: help him get out of the city and he will give them his flaming sword and supply them with the location of a cache where "lost" evidence ends up. Escorting Daniel to the city gates won't be easy; word spreads quickly of his departure and if the group doesn't stay ahead of the news, they're in for an even tougher fight.

Reward: Daniel makes good on his promises. Upon reaching the gates, he hands over the sword and a map to the cache.

The Churn

Unleash The Kraken

Location: Salvation Bay.

Antagonists: Gale force winds, the drowned dead, and the Kraken.

Motivation: All of Salvation seems nervous. While hurricanes don't really have a season in The Churn, everyone can feel this one coming. Hurricanes usually mean one thing: the Kraken. As it happens, your adventurers need to get across The Churn on a time-sensitive mission (think of something suitable for your group). There's no sitting this one out - their ship races ahead of the storm and hopes for the best.

Challenge: Your adventurers are in for a rough ride. First the foam-topped waves disgorge an ancient plague ship in front of them, manned by the drowned dead. Risen from the roiling depths, it's an omen of ill tidings. It also slows the ship's advance, and the hurricane is upon them. Faced with waves taller than the ship, keeping afloat and not getting washed overboard is a challenge. If some of those drowned dead (shipwrecked spirits and tormented drowners) are still around to fight during the storm, bring it on. Then there's a sound like a mountain rising from the ocean - the Kraken has found them. Treat it as a living island with titanic squid writhing all around it, attacking your adventurers' ship. The hurricane passes after 24 hours - make your adventurers work for every one of those hours.

Reward: If your adventurers survive, they get the gift of knowledge. They now know how much joy the simple things in life can bring: calm seas, a ray of sunshine, not being dead....

Savage Isle

Location: Mysis Islands.

Antagonists: The local lizard men, the island's wildlife, and the water supply.

Motivation: Your adventurers are blown off course and shipwrecked on the Mysis Islands with a reasonable number of crewmen. For extra cruelty have the ship hit rocks just as the hurricane passes in the side quest above.

Challenge: This adventure is pure survival horror. Lizard men wage constant assaults, picking off stragglers and vanishing into the jungle if attacked. The jungle wildlife is deadly - jaguars, crocodiles and venomous snakes are common. There's also disease to

worry about. People start getting sick from drinking the island's fresh water after a day or two, thanks to a waterborne parasite. Cultivate an atmosphere in which the next lizard man attack could come from anywhere at any time. The northern end of the island is close enough to the main shipping lanes that a large fire with enough smoke draws attention and rescue, but it takes a few days for a passing ship to notice.

Reward: The lizard men carry jade talismans wrought with protective magic. These would be useful to adventurers but are also valuable if sold.

Who Washes The Watchmen?

Location: Salvation.

Antagonists: Weresharks everywhere.

Motivation: Your adventurers are approached by Warner Vorsprung, an automata escaped from Sombria and unofficial captain of the lower city watch. He explains that while his exterior is made of brass and copper, his mainspring could not be made out of a corrosion resistant metal (though he's never seen it). Vorsprung has felt his spring locking and cracking for some time now. He had put in a special order for polish, oil, and cleaner but the ship sank within view of Salvation. He has access to simple dive suits and he'd go himself, but it would just make matters worse.

Challenge: The ship was brought down by a tribe of primitive weresharks who are slowly stripping the wreck bare for use on their homes or for sale as salvage. They haven't found the boxes your adventurers are after, which are still in the hold. Diving to the wreck and searching the ship is like a mini-dungeon, with wereshark attacks a constant threat.

Reward: Vorsprung could lead to adventures in two of Nightfall's lands and has friends who could be useful allies. As Captain of the Watch in Salvation's lower city he's a useful ally in his own right.

A Light In The Attic

Location: The Vast.

Antagonists: Various undead plus one major supernatural enemy of your choosing.

Motivation: Blown off course by an unnatural wind during an unnatural fog, your adventurers spot a lighthouse light cutting through the fog, guiding them to safe harbor.

Challenge: The Vast is a big, open space. It should be suspicious that there's a lighthouse out here. In truth the lighthouse is not a savior; the building has a being from another world bound to it, calling souls



in from the sea. The island on which the lighthouse is built serves as home for countless undead. In order to set these tortured souls free your adventurers must defeat the being at the top of the lighthouse.

Reward: The light of the lighthouse is a magical crystal amplified by lenses. Whatever the powers of the crystal, it should be the type of relic which radiates immense power but needs further (dangerous) quests to unlock its potential.

Lia Luna

Full Moon Fever

Location: Kardsen Moor.

Antagonists: Vicious werewolves.

Motivation: The Redfangs have gone too far, attacking the Queen's Wall and slaughtering caravans, always on a full moon. Both of the Icons are offering rewards for proof that the Redfangs no longer trouble relations between the dominions.

Challenge: Taking on a pack of werewolves on their own ground is a challenge worthy of any adventurer. There's the need to find them - which may involve setting a trap to lure them into attacking - and then there's actually defeating them. They're smart enough to only come out when conditions suit them, at night and by the light of a full moon. At least your adventurers know when they should set the bait.

STAT BLOCKS

If you're looking for stats on the various adversaries here (or in the campaign), for the most part you'll find them in one of two places:

- * The core 13th Age rulebook and on www.13thagesrd.com.

- * The Denizens Of Nightfall section at the end of this book.

The lizard men in the Savage Isle side quest are in the core rulebook, for instance, with useful variants on the SRD website. Meanwhile, the weresharks from the Who Washes The Watchmen? side quest are in the Denizens section of this book.

Reward: If proof is taken to the Wolflord, he pays with mystical items associated with nature, shapeshifting, and druidic magic. If proof is taken to the Queen she pays in silver and technological weaponry.

Factory Girl

Location: Sevenra, Factory Complex G.

Antagonists: Befouled fire elementals plus the environment itself.

Motivation: Your adventurers chance upon a labor dispute. The workers of Building 437 are in the process of airing their grievances and are about to be violently suppressed by the city guard. If your adventurers are able to prevent violence (or follow one of the workers, who flee at the first sight of stun batons), the workers tell of malignant magic and dark forces at work in their factory. The city guard claims not to believe the workers but the truth is they have no interest in wandering the cramped, dark factory in search of something wicked. If the workers don't go to work, they will be imprisoned and replaced.

Challenge: Occupational safety is not a major concern in Factory Complex G, which is a foundry. Your adventurers should face a variety of lethal but unintentional hazards. Meanwhile, it turns out the fumes of alchemical smelting aren't conducive to sanity - who would have guessed? The previous foreman for alchemical smelting went thoroughly mad and was replaced. Sadly, he keeps coming to work. Foreman James is a wizard of some power and has taken to animating molten metal into befouled fire elementals.

Reward: The gratitude of the city guard and the workers of Factory Complex G, Bldg. 437, who may just arrange for a bit of alchemical metal to "fall off the back of the truck."

Union Card

Location: Sevenra.

Antagonists: Flesh golems, alchemist / ogre mage.

Motivation: The adventures are hired by Barte Seltzenkelter, head of the Wizards Guild. After shamelessly flirting with any females and pouring several rounds of the finest ale, he finally mentions the job itself. Seltzenkelter is certain that Coren Bor of the Experimenters (Alchemists) Guild has been performing magic without a license. He'll pay in coin, scrolls, or magical service for hard evidence of this.

Challenge: Coren Bor is a formidable dwarf and head of the Experimenters Guild. He also dabbles in black magic, flesh-crafting, and the reanimation of the dead through alchemy. He retains a warehouse in an abandoned corner of Warehouse Complex R, where he and trusted aides perform experiments worthy of Victor Frankenstein. The experiments might be fine if he weren't using the life energy of three captured werewolves kept in silver cages. Life-sapping is strictly against regulations. Your adventurers will have a potent alchemist, some subordinates, and highly unnatural flesh golems to deal with if they are caught. However, if they don't act, it's clear that the werewolves are not long for this world. As for stopping Coren, he chugs a sticky concoction when cornered and transforms into an ogre mage.

Reward: Seltzenkelter is good to his word - reward your adventurers appropriately for the level of peril they faced.

Amenthes

We Who Are About To Die

Location: Saronius, Gladiatorial Coliseum.

Antagonists: Guards of varying toughness, beings of pestilence.

Motivation: After a gladiatorial contest, the star attraction and city-wide object of desire, Octavia (or Octavian, as needed) sends one of your adventurers an invitation to her/his chambers. Some of the locals congratulate the chosen adventurer on good

fortune, others lament, and still others glare with jealousy. While Octavia is interested in enjoying the adventurer's company, it's not the only thing on her mind. The other gladiators are planning a revolt later that night. She knows it's a fool's errand and doomed to failure. She is intent, however, on using the opportunity to escape with some compatriots into the catacombs beneath the city, where she believes there's a community of escaped slaves. She offers her limited wealth, her sword in battle, and other services in exchange for help.

Challenge: The Saronians aren't stupid: training a bunch of slaves to kill is a risky venture and they've taken precautions against this sort of thing. Octavia is correct in her assessment: the ruckus provides an excellent opportunity to escape. If your adventurers can sneak or fight their way past the relatively light outer guard (who wants to break *in* anyway?), they find Octavia and company in the thick of combat. The guards are disciplined soldiers and the gladiators are well trained warriors; the match is an even one. Assuming the characters successfully turn the tide, they need to get Octavia down into the caves. There is, in fact, a community of escaped slaves in the catacombs, along with another unwelcome presence: beings of pestilence!

Reward: Octavia is true to her word. She and her escaped cohorts aid your adventurers in any way they can. Octavia, for her part, is impressed with her chosen adventurer's courage and could be a love interest.



War Machine

Location: Saronius.

Antagonists: Back-alley cutthroats, sakkash.

Motivation: Idris Astiellus has a significant problem. Some time ago he designed, constructed, and animated a massive war machine known as the Colossus for the Emperor Augustus. Empress Claudia was sufficiently impressed that she retained his services. His role as Imperial Artificer didn't stop him from taking on the occasional side project. Without the permission of the Empress, he constructed a battle machine which can be worn like great armor. He calls it Titanus and it's gone missing. If your adventurers can return the suit (or its remains), Idris will compensate them handsomely.

Challenge: The thief is disgraced warrior Gaius Marius. Gaius intends to prove his worthiness as a warrior by attacking the City of Imehoten. Unfortunately, this act of aggression could set off a needless and costly conflict. Gaius has escaped into the caves beneath the city and is working his way to one of the many lower exits. If your adventurers have any friends in the caverns, now would be an excellent time for the alliance to pay off (see *We Who Are About To Die*, above). The aim here is to fight through cutthroats and a litter of young sakkash (plus their protective mother) in the upper caverns before catching up with Gaius Marius, then to negotiate with him. After that, it's a political bidding game with a few interested parties no doubt.

Reward: As Imperial Artificer, there are few material treasures Idris can't offer, including impressive arms and armor. If the Titanus still

functions and Octavia is in the catacombs, she also makes a bid for the suit, though she can't offer much at all.

Titanus

Gaius Marius has no intention of being arrested; he intends to die a warrior's death. While the Titanus is technically a suit of powered armor, the armor and its wearer are treated as one entity mechanically.

6th level blocker [HUMANOID]

Initiative: +8

Fist Smash +10 vs AC (1d3 enemies) - 20 damage.

C: Electrified Plating +10 vs AC (1d3 nearby enemies) - 10 ongoing lightning damage.

Tough Nut To Crack: Until the titanus is staggered it ignores critical hits and treats them as normal hits instead.

Not So Fast: Once per round the Titanus can make a free fist smash attack against one enemy who rolls to disengage, before the disengage check is resolved.

Nastier Special - Partial Escalator: The Titanus uses the escalation die while it is not staggered.

AC 22

PD 20 HP 96

MD 16

Army Of Darkness

Location: The Broken Desert.

Antagonists: Chosen undead, Kaniki.

Motivation: The Empress's spies report the departure of the ashen sorceress Kaniki, one of Imehoten's top aides. The Empress hires your adventurers to track Kaniki and disrupt whatever evil she's up to.

Challenge: Kaniki, along with an undead escort, is leading captives to the Broken Desert. The captives are sacrifices to the Egyptian god Anubis, lord of the underworld. It's a very "old school" ritual and Anubis rather hoped he'd put such embarrassing atrocities behind him. Still, in exchange for the sacrifices, Kaniki hopes Anubis will provide souls for the undead armies of Imehoten. Your adventurers have the rare chance to catch one of Imehoten's closest advisors with only a small guard. And what if the sacrifice goes ahead? What power is unleashed... and who's it aimed at?

Reward: Between her wealth and wiles, there is little your adventurers could want that Claudia cannot get.

SET RISING

Savage Mojo's *Set Rising* book is all about Egyptian mythology. In it Anubis is part of Ra's Techno-Egyptian pantheon and very unlikely to be interested in Kaniki's "blood and sacrifice" style of worship. Your version of events doesn't have to have anything to do with that, and if you want the old school lord of the underworld then go right ahead.



Denizens Of Nightfall

It wouldn't be much of a horror setting if there weren't horrors to hunt (and to be hunted by). Here you can find stats on some of the beasties and brigands, critters and cutthroats from across the lands of the Nightfall realm, starting with an iconic horror from the campaign, several variants of common guard/soldier, and the infamous brumelurks of the Weave.

Nachtfalter

The moth-men of the campaign (see page 84) are the dangerous enforcers of this realm - they stop anyone messing with the new balance of the lands and their Icons. You can think of them as the white blood cells of the cosmic Nightfall creature. They're attracted to any organism which is trying to hurt the Nightfall and they'll do their best to eliminate it. For "organism" read "adventurers" and you get the idea.

Nachtfalter Jäger

"What flies at night, spurns the light, and attacks its prey from out of sight?" - Grim Tales of the Fairies
4th level spoiler [HUMANOID]

They may not be the most physically imposing adversaries in the realm of Nightfall, but these moth-men are capable opponents. The lowest level of nachtfalter is the jäger, and their mix of illusion and mental domination serves them well in finding capable foot soldiers and other henchmen. Expect each jäger to have some animals and/or people working for it.

Initiative: +9

Vulnerability: Fire

Blade Of The Waning Moon +9 vs AC - 12 damage and the target pops free.

Miss: The nachtfalter's next attack roll gains a +2 bonus.

C: Shadow Of Lunacy +8 vs MD (2 nearby targets) - 7 ongoing psychic damage.

Natural 16+ Hit: While taking this ongoing damage, the target may not benefit from the escalation die.

Domination: The first time the nachtfalter hits a target this battle the target becomes confused (easy save ends).

Moonlight Illusion: [once per turn] When a ranged attack misses the nachtfalter with a natural 1-5 roll, they force the attacking character to reroll the attack

against another valid target of the nachtfalter's choice.

Silvered Wings: The nachtfalter can fly to avoid obstacles and dangers on the ground, though it must land at the end of its turn.

Master Of Night: The nachtfalter adds the escalation die to its attack rolls, but only at night.

Nastier Special - Moth From The Flame: When the nachtfalter has 15 hp or fewer, it can turn into a cloud of moths as a standard action. As a cloud of moths, it can't attack and gains resist 16+ to all damage except fire damage. It can't reform itself from the cloud until at least 8 hours have passed.

AC 21

PD 13 HP 58

MD 17

Nachtfalter Zauberer

To be enchanted by a nachtfalter is not weakness. It is inevitable.

7th level spoiler [HUMANOID]

In the nachtfalter hierarchy zauberers are usually leaders of small groups of jägers who, in turn, generally have animals and local people as their agents. Brighter-colored than the jägers, it's easy to spot their leader. Sadly, it's not so easy to get to the zauberer past their jägers and the jägers' cohort.

Initiative: +12

Vulnerability: Fire

C: Spectral Moths +12 vs AC (2 nearby targets) - 14 damage, and 4 ongoing damage.

Natural 16+ Hit: The nachtfalter makes a Blood Drain attack as an immediate free action.

Blood Drain +11 vs PD - The target loses a recovery and the nachtfalter heals 15 hp.

R: Full Eclipse +11 vs MD - 24 damage and the target is hampered (save ends).

Domination: The first time the nachtfalter hits a target this battle the target becomes confused (easy save ends).

Shining Scales: [twice per battle, quick action] Until the start of its next turn, the nachtfalter gains resist 12+ against all damage except fire damage.

Silvered Wings: The nachtfalter can fly to avoid obstacles and dangers on the ground, though it must land at the end of its turn.

Master Of Night: The nachtfalter adds the escalation die to its attack rolls, but only at night.

Nastier Special - Moth From The Flame: When the nachtfalter has 30 hp or fewer, it can turn into a cloud of moths as a standard action. As a cloud of moths, it

can't attack and gains resist 16+ to all damage except fire damage. It can't reform itself from the cloud until at least 8 hours have passed.

Nastier Special - Deep Domination: The save against confused for domination is a normal save (11+).

AC 24

PD 16 HP 110

MD 20

Nachtfalter König

The Moth Kings rule this place, every corner, every crevice. They don't seek power, for they serve a higher power and rule in its stead.

Double-strength 10th level spoiler [HUMANOID]

Top of the moth-man tree, closest to the moon, you'll find the nachtfalter königs - the Moth Kings. Each has several zauberers working for him, each with their own network of jägers. To face a nachtfalter könig is to face the full will of the Nightfall itself, and that's not an undertaking a group of squishy adventurers should undertake lightly.

Initiative: +15

Vulnerability: Fire

Silver Crescent +15 vs AC (up to 3 engaged enemies) - 40 ongoing damage and the target pops free.

Critical Hit Against Weakened/Hampered Target: The attack does 3x damage instead of 2x damage.

R: Lunatic stream +14 vs MD [twice per battle] - 58 psychic damage and the target is hampered (save ends). If the target spends a recovery while hampered, the nachtfalter heals half the recovery amount.

Natural 16+ Hit: The target is weakened until the end of their next turn.

Miss: 22 damage.

Domination: The first time the nachtfalter hits a target this battle the target becomes confused (easy save ends).

Aura Of Swirling Darkness: The nachtfalter heals 25 hp at the start of its turn, unless it has taken fire damage since the start of its last turn. If a fire attack critically hits the nachtfalter it shuts down this ability for the rest of the battle.

Silvered Wings: The nachtfalter can fly to avoid obstacles and dangers on the ground, though it must land at the end its turn.

Master Of Night: The nachtfalter adds the escalation die to its attack rolls, but only at night.



Moth From The Flame: When the nachtfalter has 108 hp or fewer, it can turn into a cloud of moths as a standard action. As a cloud of moths, it can't attack and gains resist 16+ to all damage except fire damage. It can't reform itself from the cloud until at least 1 hour has passed.

Nastier Special - Crown Of The Moon: [replaces 'moth from the flame'] When the nachtfalter reaches 108 hp or fewer, it splits into three. Each 'new' nachtfalter has 36 hp, but otherwise has the same defenses and attacks as the original. So long as one of the three duplicates survives the battle, the nachtfalter könig can't be killed for good. If your adventurer wants to kill the könig for good he mustn't allow any of the nachtfalter duplicates to escape.

Nastier Special - Deeper Domination: The save against confused for domination is a hard save (16+).

AC 27

PD 19 **HP 456**

MD 23

Guards And Soldiers

The Icons and other forces of Nightfall have a variety of minions at their disposal. While the guards, soldiers, and hirelings in each land have their own unique quirks, they are all cut from the same cloth.

Grognard Guard

4th level mook [HUMANOID]

Initiative: +4

Club +9 vs AC - 7 damage.

Blood On Your Hands: For every member of the grognard guard that has been killed this battle, remaining members gain +1 to damage (max +4).

AC 19

PD 17 **HP 18 (mook)**

MD 14

Mook: For every 18 points of damage done to the mob, one guard minion dies.

Typical Guard

4th level troop [HUMANOID]

Initiative: +5

Trusty Weapon +9 vs AC - 14 damage.

Miss: The standard guard's next attack gains a +2 attack bonus.

Kick Them While They're Down: [special, quick action] When a typical guard staggers a target, make the following attack:

+8 vs PD - 5 damage and the target is dazed until the end of their next turn.

Nastier Special - Guard Customization: Choose one guard ability from the list below.

* *Shadow Soldier:* [once per battle, move action] The shadow soldier teleports from a shadow to another nearby shadow.

* *Militariat:* [once per battle] The Militariat guard pops free immediately before an enemy's melee attack is resolved.

* *White Legionnaire:* [once per battle, move action] The White Legionnaire can make a leap to a point nearby or far away.

* *Churn Sailor:* This guard takes no penalty for shifting or uneven footing.

* *Coliseum Guard:* This guard has +1 AC until staggered.

* *Undead Soldier:* This guard has the type undead instead of humanoid, and never counts as staggered no matter his hit point total.

AC 20

PD 18 **HP 56**

MD 14

Archer Guard

5th level archer [HUMANOID]

Initiative: +7

R: Barbed Crossbow +10 vs AC - 16 damage.

Natural 16+ hit: The target is stuck (save ends).

Stock Strike +9 vs AC - 12 damage.

Nastier Special - Guard Customization: Choose one guard ability from the list below.

* *Shadow Soldier:* [once per battle, move action] The shadow soldier teleports from a shadow to another nearby shadow.

* *Militariat:* [once per battle] The Militariat guard pops free immediately before an enemy's melee attack is resolved.

* *White Legionnaire:* [once per battle, move action] The White Legionnaire can make a leap to a point nearby or far away.

* *Churn Sailor:* This guard takes no penalty for shifting or uneven footing.

* *Coliseum Guard:* This guard has +1 AC until staggered.

* *Undead Soldier:* This guard has the type undead instead of humanoid, and never counts as staggered no matter his hit point total.

AC 20

PD 19 **HP 70**

MD 16

Elite Guard

6th level wrecker [HUMANOID]

Initiative: +8

Sword Strike +10 vs AC - 14 damage and 5 ongoing damage.

Miss: 5 damage.

Bloodthirsty: Until the elite guard is staggered, it crits on an 18+.

Nastier Special - Backhand +10 vs AC - [Quick Action, once per turn] The next attack which hits the target this turn deals an additional 6 damage.

Guard Customization: Choose one guard ability from the list below.

* **Shadow Soldier:** [once per battle, move action] The shadow soldier teleports from a shadow to another nearby shadow.

* **Militariat:** [once per battle] The Militariat guard pops free and moves as a free action immediately before an enemy's melee attack is resolved.

* **White Legionnaire:** [once per battle, move action] the White Legionnaire can make a leap to a point nearby or far away.

* **Churn Sailor:** This guard takes no penalty for shifting or uneven footing, and has a +1 attack bonus in cramped quarters.

* **Coliseum Guard:** This guard has +2 AC until staggered.

* **Undead Soldier:** This guard has the type undead instead of humanoid, and never counts as staggered no matter his hit point total.

AC 22

PD 20 HP 90

MD 16

The Weave

Brumelurk

For the poor souls dragged to their death in Haven's unnatural mist, an eternity as a brumelurk awaits.

3rd level spoiler [UNDEAD]

A brumelurk resembles a ragged man or woman with tattered clothing, long fingernails and empty eye sockets from which a wisp-like mist trails. Soggy and forlorn, they're the remains of souls who have been murdered in the mists surrounding the town of Haven.

Initiative: +7

Vulnerability: Holy

Fog Bound + 8 vs. PD - 10 damage.

Natural 18+ Hit: Next round the brumelurk goes to the top of the initiative order. It always moves one point ahead of the highest scoring initiative creature in the round. A brumelurk which already sits at the top of the initiative order gains the benefit of the escalation die as a to-hit modifier for the same round.

Resist Weapons 16+: When a weapon attack targets this creature, the attacker must roll a natural 16+ on the attack roll or it only deals half damage.

Foggy Motion: Brumelurks can move through mist and fog quickly, unseen and strike when least expected – they can attack and pop free from an enemy as long as there's mist and fog.

AC 17

PD 19 HP 45

MD 15

Durnham

The core *13th Age* book from Pelgrane Press has a wide selection of beasts within its monster chapter. The beasts of Durnham are infused with shadow, and adding the shadow beast template to a standard beast gives a shadowy version of that monster. Adding the shadow beast template doesn't always make fights tougher, but it does change the dynamics of how standard beast-type monsters work.

Shadow Beast Template

Add the following abilities to an existing beast-type monster to turn it into an animal infused with the power of shadow.

Light Burns: The monster gains vulnerability to holy damage.

Dim The Light: As a move action the shadow beast can create an area of magical shadow that lasts until the end of the battle. The shadow is not deep enough to impose attack penalties, but can serve as a spot to shadow walk from or to.

Shadow Walking: Once per battle as a move action the shadow beast can teleport from one area of shadow or darkness to another shadowy area within line of sight; if the escalation die is 2+ the beast can instead, as a quick action, teleport directly into engagement with an enemy within line of sight.

Tenebrous Terror: While in areas of darkness and deep shadow the monster deals +2 damage.

Tenebrous Stalker

It looks like a shadowy cat, almost.

4th level spoiler [BEAST]

These shadowy hunting cats resemble jaguars, or panthers. They have glowing white eyes and smoky forms, flitting in and out of reality as they move. Sometimes they appear in solid form; sometimes they'll just appear as a shadow on the floor or wall.

Initiative: +8

Vulnerability: Holy

Shadow Slash +9 vs PD - 12 negative energy damage.

Natural Even Hit: The target is vulnerable to negative energy damage attacks until the end of the tenebrous stalker's next turn.

Disjoint: The tenebrous stalker has a +4 bonus to disengage checks. If intercepted or attacked while moving, it can make a Shadow Bite attack as a quick action. **Shadow Bite +9 vs PD** - 7 negative energy damage.

Nastier Special - Shifting Shadows: [Once per round] A ranged attack that misses the tenebrous stalker is rerolled against an enemy engaged with it.

Nastier Special - Vague Silhouette: When engaged with an enemy, the tenebrous stalker may not be targeted by any adventurer not engaged with it.

AC 20

PD 14 HP 50

MD 18

Hunter Beast

"Aye lad, they were wolves once. Ate your brother, but your sister killed one - came home, her hood all drenched in red."

5th level wrecker [BEAST]

The shadow here in Durnham infests everything; sometimes it doesn't rob a beast of its shape, but flows into it. It drives the creature mad, turns it into a killer. Many of Durnham's wolves were caught like this, turned into hunter beasts. Their eyes are shadowed now, but their teeth are just as sharp.

Initiative: +8

Vulnerability: Holy

Bite And Claw +9 vs AC - 10 damage.

Natural Even Hit: Target takes ongoing damage equal to the number of hunter beasts engaged with it (max 4 ongoing damage).

Pack Attack: This creature gains a +2 bonus to attack and damage for each other ally engaged with the target (max +4 bonus).

Nastier Special - Go For The Throat: When attacking a staggered target, make two Bite and Claw attacks.

Nastier Special - Fearsome Howl: [once per battle] All enemies engaged with the hunter beast become dazed. Normal save (11+) ends the dazed effect, as does moving away from the hunter beast.

AC 21

PD 18 HP 70

MD 16

Tenebrous Strangler

"What if I told you the shadow was alive, and it'd taken form? What if I told you that it knew all your evils, and could use them against you like a poison?"

Huge 8th level blocker [BEAST]

It's hard to describe this massive beast in a simple way; it's as if a mass of shadow coalesced around a pure essence of unbridled evil. Evil that feeds on the evil around it, growing stronger and stronger. It resembles a disjointed mass of shadowy bodies, from which protrude many dark hands. Those hands seek to wrap themselves around a victim's neck and choke the life from it.

Initiative: +10

Vulnerability: Holy

Constrict +13 vs AC (two enemies) - 40 damage.

Natural 16+ Hit: The target is grabbed.

Hit Against A Grabbed Target: The damage becomes ongoing (save ends, escaping the grab also ends the ongoing damage).

C: Nightmare Toxin +12 vs PD (1d3 nearby enemies) - 25 ongoing poison damage and target is dazed (save ends both).

Trapped Souls: When the tenebrous strangler first becomes staggered, three trapped souls mooks arrive on the battlefield next to the tenebrous strangler and act immediately after its initiative.

Nastier Special - Persistent Binding: Summon a trapped soul at the beginning of the battle.

Nastier Special - Loyal Souls: While any trapped souls are in play the tenebrous strangler adds the escalation die to its attacks.

AC 24

PD 18 HP 310

MD 22

Trapped Soul

Those who become trapped by the Strangler, choked to death, become part of it...

8th level mook [UNDEAD]

These poor unfortunates are the victims of the Tenebrous Strangler, vague shapes now of who they were in life. They have elongated faces, unnatural eye sockets that slip down towards their cheeks, and a look of pure terror etched upon their shadowy features. Their hands are an extension of their captor, but their rage is their own.

Initiative: +11

Rage +13 vs AC - 23 negative energy damage.

AC 22

PD 20

HP 36 (mook)

MD 16

Mook: Kill one trapped soul mook for every 36 damage dealt to the mob.

Shadow Knight

"The shadow has her protectors - these mighty warriors know nothing of fear, but everything of battle."

Triple-strength 11th level leader [HUMANOID]

At times they resemble just a shadow of a knight upon a wall, and when called forth to fight they appear as dark plate-armored figures, with edges of shadow that trail from them. They're armed with a variety of weapons and often prefer dual swords to open their attacks with. They command the lesser forces of shadow, and can rally those beasts with a single command.

Initiative: +11

Vulnerability: Holy

Dual Blades +16 vs AC (four attacks) - 20 ongoing damage (hard save ends).

Natural Even Hit: This round the shadow knight can pop free as a quick action.

Natural 18+ Hit: Target is stuck (save ends).

Aftereffect: After the target saves against the stuck condition, until the end of the battle the target can't move twice on its turn.

C: Great Weapon +16 vs AC (2d3 nearby enemies) - 80 damage.

Natural 19+ Hit: Target is dazed until the start of its next turn.

R: Spear Of Shadows [quick action, up to three times per round] +16 vs MD - 20 negative energy damage and the target is pulled into engagement with the shadow knight.

Bulwark: Attacks made by enemies engaged with the shadow knight that are directed at any target that is not the shadow knight have a -4 penalty to attack.

Fear: Enemies with fewer than 96 hp who are engaged with the shadow knight are dazed (-4 to attack) and may not use the escalation die.

Nastier Special - Packmaster: Beasts with the shadow template (and beasts with 'shadow' or 'tenebrous' in their name) that attack creatures engaged with the shadow knight gain +1 to attack and damage.

Nastier Special - Shrug It Off: Once per turn as a quick action the shadow knight ends all ongoing effects on it.

Nastier Special - Lord Of Durnham: The shadow knight ignores any terrain and trap effects while in Durnham.

AC 27

PD 25

HP 900

MD 21



Sombria

Before we get into Sombria's unique monsters, we want to present clockwork templates for all your regular critters. These offer a variety of effects to make any monster feel suitably mechanical and clockwork for your game. Use one or more of these to turn normal monsters into clockwork versions of themselves: clockwork dire wolves, clockwork goblins, even clockwork dragons!

Much like nastier specials, using any of these makes your monster more powerful, and using all of these at once can turn a fair fight into a nightmare for your adventurers. Not that we have a problem with giving your adventurers nightmares, but we figured it best to mention the increase in difficulty with these templates.

Interchangeable Parts: *"Be careful when assuming a broken clockwork beast is dead, for claws and blades and teeth can be given new life in a new host."* - Hunter's Manual



When a construct creature falls to 0 hp or fewer, a monster with the Interchangeable Parts ability can scavenge it for parts (a standard action, requiring the two to be next to each other). After scavenging for parts, until the end of the battle the scavenger gains the following ability on one of its basic standard action attacks:

Natural 16+ Hit: [twice per battle] Make another attack this turn as a quick action.

Timing Is Everything: *"Some clockwork beasts move with an unnatural gait, shifting forcefully with every other beat"* - Hunter's Manual

At the start of the battle roll a d6. During the round when the escalation die reaches this number, monsters with this ability can count an attack roll as being any result for the purposes of triggering secondary effects (effects that trigger on a natural even, odd, 16+, etc). The d20 result is still read as normal with regards to hitting or missing targets.

For example, a clockwork giant ant could deal ongoing acid damage with its mandibles attack if it hits, even if it didn't roll a natural 16+.

Wound Up: *"If you see the beasts moving especially quickly, run as fast as you can... soon enough they will run out of steam."* - Hunter's Manual

The monsters get their own escalation die, a d4. At the start of each turn roll the clockwork escalation die to discover its value for that round. If the clockwork escalation die comes up 1, 2, or 3 add this to each wound up monster's attacks until the monster escalation d4 is rerolled at the start of the next turn.

If the clockwork escalation die comes up 4, at the start of that round remove it from play - the clockwork mechanism has finally wound down.

Denizens Of Cog

Tick-tock, tick-tock, tick-tock goes the heart's red clock!

3rd level troop [CONSTRUCT]

When you take that which is made of machine, and that which is made of flesh, combine them both in an unholy manner, what do you get? A denizen of Cog, a machine-being which shows remnants of its former life, with blood pumping through clear tubes into a heart that's patched with scraps of leather and metal.

Initiative: +3

Pummeling Pistons +8 vs AC - 10 damage.

R: Steam Blast +7 vs PD (1d3 enemies in a group) - 7 damage.

Pick one of the following attacks for each denizen of Cog.

Stolen Strength +8 vs AC - 8 damage.

Natural Even Hit: Deal an additional 5 ongoing damage (save ends).

C: Stolen Arcana+7 vs MD (1d3 targets) - 6 damage.

Natural Even Miss: The next ally to attack the target does an additional 2 damage.

R: Stolen Divinity +8 vs PD - 9 damage, +2 damage for each non-mook ally engaged with the target (max +4 damage).

Nastier special - Dynamic Assimilation: [once per battle] When a nearby construct dies this creature gains a +1 bonus to attack and damage for the rest of battle.

Nastier special - Adaptive Combat: [one use by one denizen of cog per battle] When targeted by a spell, the denizen of cog rolls a save (11+). On a success it gains the ability to use that same spell as though it were a 3rd level caster with +7 to attack.

AC 19

PD 13 HP 44

MD 17

The Eye

Ever-watchful, ever-vigilant, that is the EYE, the EYE sees all, and punishes ALL!

Double-strength 4th level archer [ABERRATION]

A large mechanical floating sphere, this monster is set with one massive gem-like eye. Dozens of moving parts flit under its polished brass shell, clicking, turning, whirring and then it fires a beam of coherent light that can devastate all in its path.

Initiative: +6

C: Sweeping Gaze +8 vs PD (1d3 nearby enemies) - 9 ongoing negative energy damage.

R: Disintegration Beam +8 vs PD - 21 negative energy damage.

Focused Beam: +14 negative energy damage on a hit if the beam hits a target that it also hit the round before.

Nastier Special - Stay On Target: If attacking the same target as last round, the eye gains +2 to the attack roll.

AC 20

PD 18 HP 100

MD 14

The Guardian

That which belongs to the guardian may not be taken. To do so risks annihilation, dismemberment, and worse...

Huge 8th level wrecker [CONSTRUCT]

This mountain of machine parts, metal plates, sharp blades and deadly force is a guardian. It resembles a huge hulking humanoid, with a large bronze skull for a head. Set in the forehead of this skull is a massive ruby which flickers with ancient magic.

Initiative: +10

Fist Of The Guardian +12 vs AC (2 attacks) - 60 damage.

Natural 16+ Hit: The guardian may immediately make red ruby gaze attack against the target that it hit as a free action.

C: Red Ruby Gaze +12 vs PD (1d3 targets) [quick action when the escalation die is odd] - 25 force damage.

Natural Even Hit: The target pops free.

Greed Is Good: If during the battle an enemy attempts to steal something that the guardian is guarding, the guardian may immediately make a Red Ruby Gaze attack against that enemy.

Nastier Special - Clockwork Integration: If the guardian is next to a dead construct, as a quick action it heals 20 hp. Each construct corpse is good for enough spare parts for one healing.

AC 23

PD 18 HP 460

MD 22

Belabra Yigri

"Come now, come now into Yigri's hut, got a present for you has she, now where are the bones that will tell your fortune? Oh here they are, behind that pretty skin of yours, let Belabra Yigri get her knife, let her tell your fortune from the etchings on your skull!"

Double-strength 9th level caster [CONSTRUCT]

Picture an old clockwork woman, dressed in rags, with glass lamps for eyes and blades for fingernails. Belabra Yigri is a construct who dresses the part. Fortune-teller, mechanical witch, and deranged soothsayer, she's also extremely deadly despite her odd appearance.

Initiative: +9

Clockwork Spoon +14 vs AC (one or two enemies) - 50 damage.

R: Searing Beam +12 vs PD (1d3 targets in a group) - 70 fire damage.

Miss: Balaba Yigiri's next attack roll gains a +2 bonus.

C: Clockwork Bat Swarm +13 vs AC (1d6 targets) - 20 ongoing damage.

Natural 16+ Hit: The save against the ongoing damage from the bats becomes hard (16+).

Natural 18+ Hit: The target is hampered (save ends).

Clockwork Coordination: Nearby constructs gain a +2 to all ranged attack rolls. This ability stops working when Balabra Yigiri first becomes staggered during the battle.

Nastier Special - To Me, My Children: When Belabra Yigiri is staggered her construct allies deal an additional 2 damage on a miss if they would normally deal miss damage with an attack, or 4 damage on a miss if they would not normally deal miss damage.

AC 24

PD 19 HP 400

MD 23

Lord Garamont, The Clockwork Knight

"I serve faithfully, something that you would do well to remember, lest your head find itself on the floor next to your feet."

Large 11th level blocker [CONSTRUCT]

The imposing form of the 8-foot tall Lord Garamont is a sight to behold, clad in the finest plate mail that money could buy, made of the finest parts found in all Sombria. In combat he holds his large sword easily in one hand, while his shield emblazoned with a clockwork dragon rests in the other.

Initiative: +14

C: Axe Of Gears +16 vs AC (three attacks against different nearby targets) - 70 damage.

Natural Even Hit Or Miss: 10 ongoing damage.

Shield Slam +14 vs PD [quick action, once per round] - 35 damage and the target takes a -5 penalty to disengage checks until the end of the battle.

Clockwork Bulwark: [once per round as an immediate interrupt] Lord Garamont may reduce the damage from an attack to himself or a nearby ally by 50.

Implacable Interceptor: Lord Garamont takes only half damage from opportunity attacks.

AC 27

PD 25 HP 500

MD 21

La Luna

As you might expect from a place that's named after the moon, were-creatures feature heavily in La Luna. There are other adversaries too, and we'll detail some of those as well, but were-creatures take pride of place. While *13 True Ways* from Pelgrane Press is excellent and gives some good ideas for were-creatures, it doesn't cover everything we wanted, so we're presenting three new types of were-beast: the werekin, the werebat, and the wereshark.

Weresharks are more often found in The Churn so we've put them in that part of the monster section (see page 134), but they're also found in La Luna close to the shoreline.

Not all members of a group of were-creatures are equal. Here are some nastier specials to give to were-creatures you want to make that little bit tougher, or to give to beasts allied with were-creatures.

Hunter: This pack member is a hunter, and can track prey using its keen senses. If a hunter is tracking your adventurers they must succeed on a skill roll with a difficulty of 20 plus the tracker's level (avoiding a 6th level werebear is a DC 26 skill check, but avoiding a wearbat is only a DC 22 skill check). Additionally, a skilled hunter gains the following combat ability:

Wild Hunter: The were-creature or allied beast gains +1 to attacks against enemies with lower initiative, and +2 to attacks and damage in the first round of combat against all enemies.

Enforcer: This pack member is prone to sudden bouts of anger, especially in stressful situations. However, this comes in handy in a fight:

Berserker Temper: When this creature is staggered it deals miss damage on melee attacks equal to its level.

Alpha: This pack member leads the rest, or if not the overall leader it has the ability to exert influence through mystic means, intimidation, or animal charisma over others in its pack. Some alphas can even summon pack members from many miles away by howling (or screeching, growling, or whatever else is appropriate). A rare few alphas can even summon animals to aid them, generally of the same kind that they are.

Pack Leader: Animal and were-creature allies of the pack leader gain +2 to attack enemies engaged with the pack leader.

Werekin

In La Luna even the non-bestial relatives of were-beasts have something of the wild about them.

2nd level mook [HUMANOID]

These men and women of La Luna have something in common - they're touched by the natural world, the beast within. They can sometimes channel their inner animal, letting claws and teeth do the talking.

Initiative: +6

Club +7 vs AC - 6 damage.

R: Crossbow +6 vs AC - 6 damage.

Pick one, two, or all of the following special abilities for each group of werekin.

Strong Bloodline: These werekin share a trait with their full-blooded were-creature family. This could be a werewolf kin having an amazing sense of smell, a werebear kin being able to hibernate, or a weretiger kin being able to land on its feet when falling.

Unnatural Vigor: The werekin heal 1d4 hp at the end of their turn, provided they don't end their turn staggered. Roll a d4 for each mob of mooks.

Hidden Claws: The werekin can grow claws and fangs, a partial shift into a hybrid form (a quick action to change, a standard action to change back). Of course they can't shift fully (they're only werekin), but while partially shifted they can make a Claw Strike attack. **Claw Strike** +7 vs AC - 4 ongoing damage.

AC 17

PD 15 **HP** 12 (mook)

MD 11

Mook: Kill one werekin for every 12 damage you deal to the mob.

Werebat

"I view the term, 'as blind as a bat' as an insult... just so you know when I tear out your eyes. It's nothing personal!"

2nd level troop [BEAST]

There's something unnerving about these humanoid. Often they become reclusive, or shut-in. They definitely prefer the night to the day, their tempers fraying during daylight hours. Apart from that, werebats come from almost every tribe of human and are as varied as humans. In their hybrid form they're a mix of the beast features of a bat and human limbs, but with wing-flaps on their arms.

Initiative: +7

Vulnerability: Thunder

Draining Bite +7 vs AC - 5 ongoing damage.

Natural 16+ Hit: The werebat heals 4 hp.

C: Screech: +6 vs PD (1d3 nearby or far away enemies in a group) - 5 thunder damage.

Flight: [hybrid or animal form only] Werebats can fly, though in their hybrid form they're clumsy indoors while flying (-2 AC).

Echolocation: Werebats can 'see' in the dark using sonar.

Unnatural Vigor: The werebat heals 1d4 hp at the end of its turn, provided it doesn't end its turn staggered.

AC 18

PD 17 **HP** 36

MD 11

Flame Guardian

Fire is a good servant, but a bad master.

6th level wrecker [ELEMENTAL]

These large beings can resemble humanoid shapes, animals, or monster shapes. They're made of flame with a core of lava, burning with an impossible heat and turning most things to cinders as they pass. Fortunately they're usually set to guard a single chamber or object, so they very rarely get loose from their chamber.

Initiative: +9

Burn To Cinders +11 vs PD (1d3+1 enemies) - 6 ongoing fire damage.

Natural 16+ Hit: The ongoing damage becomes hard save (16+) ends. If the target spends a quick action they can make the save normal (11+), two quick actions putting out the fire in a turn makes it easy save (6+), and spending a whole turn putting out the fire douses it without a roll.

AC 23

PD 17 **HP** 90

MD 20

Iron Guardian

"Don't mistake this thing for a lumbering monster. It's quick, and it's hard to put down."

Large 8th level troop [ELEMENTAL]

Iron guardians usually resemble the form of a powerfully built man or woman, though they can also be crafted into animals and other forms. They're used to guard ancient treasures, or things their master prefers not be disturbed. When moving they crackle with pent-up lightning, and can unleash their electrostatic energy in the form of a thunderous blast.

Initiative: +8

Iron Fists +13 vs AC (1d3 engaged enemies) - 50 damage.

Natural 16+ Hit: Gain a charge (see Building Charge below).

Building Charge: When an iron guardian becomes staggered it immediately makes a Resonant Burst attack as a free action.

C: Resonant Burst +12 vs PD - 30 thunder damage. (Affects a number of nearby and far away enemies equal to the number of charges the iron guardian has built up.)

Resist All Damage 11+: [when not staggered] When any attack targets this creature, the attacker must roll a natural 11+ on the attack roll or it only deals half damage. Becoming staggered shuts down this ability until the end of the battle.

AC 24

PD 22 HP 150

MD 18

La Luna Abomination

"With teeth that bite, and claws that rend, a bestial roar upon you doth descend!"

Huge 10th level wrecker [ABERRATION]

There are times when the curse (or blessing) of lycanthropy misfires and creates something trapped in a beast's form. This monster grows to titanic size, its bestial rage barely contained inside the shell of its flesh, bones pushing against skin and muscle as it moves. Its claws are like scimitars and its teeth are like knives, while tendrils of pure venom rip out from its back.

Initiative: +15

Malformed Claw +15 vs AC (two attacks) - 45 ongoing damage.

Natural Even Hit: The target is dazed until the end of the abomination's next turn.

C: Writhing Tendrils +13 vs PD (two nearby enemies) - 45 ongoing poison damage.

Natural Even Hit Or Miss: The target is pulled into engagement with the abomination, and is stuck until the end of its next turn.

Gaping Maw +15 vs AC (one stuck enemy) - 160 damage.

Crit: The enemy starts rolling last gasp saves, as it begins to be devoured.

AC 26

PD 23 HP 666

MD 21

The Churn

Given that The Churn is a largely-aquatic environment, it seems a smart move to offer up a few extra guidelines about facing gothic adversaries in such conditions. Fighting in or near water adds a host of new variables so when fighting in The Churn considering mixing walkable and aquatic areas: ships or shipwrecks, craggy rocks, tidal pools, sea caves, and bits of debris all give variety to the landscape. They make for an interesting combat area.

We advise avoiding monsters that sit out the fight safely underwater and harass the party from range or with magic - always give the party some way to fight back. Also, consider whether you want the monsters or the ocean to be the greater threat. Having incredibly deadly monsters and realistic swimming rules can be a double whammy most parties can't survive.

If you decide to make the sea itself a threat during combat (strong currents, waves slamming into the shoreline, heavy winds, etc.), introduce a hazard when the escalation die reaches a certain number (3 is good, generally mid-fight) so your adventurers must choose between making an attack or making a standard action skill check to avoid the hazard.

Here are a few hazards; use them as they are, or as a guideline to create your own aquatic hazards.

At adventurer tier your adventurers will probably be sticking close to the shoreline in bad weather.

Storm Wave: Difficulty to avoid (by bracing for it or seeking shelter) is DC 15. **Water Slam +5 vs PD** - 2d6 damage and the adventurer pops free.

Strong Current: Difficulty to avoid (by swimming or grabbing hold of something) is DC 25. **Undertow +15 vs PD** - 3d4 ongoing damage and the target is dazed and hampered (save ends both).

At champion tier your adventurers will be visiting exotic locations, lost islands, and drifting wrecks.

Storm Winds: Difficulty to avoid (by bracing for it or seeking shelter) is DC 20. **Buffeting +10 vs PD** - 4d8 damage or 4d6 damage and the adventurer pops free.

Maelstrom: Difficulty to avoid (by swimming or grabbing hold of something) is DC 30. **Sucked Under +20 vs PD** - 2d10 ongoing damage, and if both roll 11+ the adventurer is stunned (save ends). *Miss:* 2d8 damage.

By epic tier adventurers may have found ways to breathe and travel underwater.

Storm's Fury: Difficulty to avoid (by seeking cover) is DC 25. **Lightning Strike +15 vs PD** - 2d20 lightning damage. *Miss:* 4d6 thunder damage.

Crushing Depths: Difficulty to avoid (by swimming really hard upwards) is DC 35. **Down To Davy Jones' Locker +25 vs PD** - 4d20 ongoing damage (or 4d10 if the adventurer can breathe underwater or didn't need to breathe in the first place) and the target is hampered (save ends all).

Now that we've got environmental hazards out of the way, let's get our sticky tentacles into some Churny critters.

Shipwrecked Spirit

"What shall we do with this drunken sailor, ere this moonlight night lads?"

3rd level mook [UNDEAD]

They move easily on land or in water, appearing as shadows of their former selves, tinged with light, wallowing in regret and mouthing words that can't be heard. They're the damned souls, betrayed by their fellows, caught in a storm, or tossed overboard after winning a game of cards. They leave a layer of salt where they've been, the only sign of their passing.

Initiative: +3

Vulnerability: Holy

Ghostly Weapons +8 vs AC - 5 damage.

Tide Of Bodies: Enemies have a penalty to their attacks equal to the number of shipwrecked spirits engaged with them (max penalty -4, or max -6 if in water).

Spirit Of The Sea: Being a spirit this monster can move about on land or in water with ease.

AC 19

PD 17 **HP 8 (mook)**

MD 13

Mook: Kill one shipwrecked spirit for every 8 damage you deal to the mob.

Tormented Drowner

Tales are told of the undead that treat the water like a second home, yet move like lead on the shore...

4th level blocker [UNDEAD]

What once marked these poor unfortunates as human has gone, replaced by a creature that's both undead and suited to move like a fish through the water. Sea water flows through the wounds they had

in life, and they flit from wave to wave. Their skin has turned to scales and their fingers have webbing between them, an unholy reminder of the horrors The Churn can inflict on both living and dead equally.

Initiative: +5

Vulnerability: Holy

Undertow +9 vs AC - 14 damage if the target is in water, 7 damage on land.

Natural Even Hit: The target is stuck (save ends).

Natural Even Hit Against A Stuck Target In Water: The target takes 5 ongoing damage, and the save against stuck becomes a hard save.

Primarily Aquatic: This monster swims like a fish, but is clumsy (-2 AC) on land.

AC 20

PD 14 **HP 60**

MD 18

Blood Devourer

"A human with the face of a leech, what more horrid thing is there, tell me now?"

5th level wrecker [BEAST]

This horrible humanoid monster is the result of some dark experiment, or unnatural selection at its finest. Whilst it had the traits of a humanoid, body and limbs, the head is devoid of all natural features. There are no eyes, ears or nose... but the mouth, the mouth is a giant fanged maw that takes up the whole of the front of this monster's face.

Initiative: +8

Rip And Tear +9 vs AC (two attacks) - 9 damage, or 11 damage if the target is staggered.

Both Attacks Hit The Same Target: 5 ongoing damage.

Amphibious: This monster has no problems moving in water or on land.

AC 21

PD 19 **HP 72**

MD 15

Alluring Siren

"Come into the water fine sir. It's safe, it's warm, and I am here..."

6th level spoiler [HUMANOID]

Above the surface they appear as beautiful naked women, with a mischievous playful glint in their eye. Below the surface they're hiding a mass of tentacles with sharp tips, around a central maw of a squid-like

body. Their eyes are alluring, their voice is entrancing; they're a living trap for weak-willed travelers.

Initiative: +10

Siren's Claws +11 vs AC - 10 damage and 5 ongoing poison damage.

I'll Eat You Later: Enemies reduced to 0 hp or fewer by the Siren's Claws and who fail their death saves do not die but instead enter into a coma that lasts for 1d3 days, unless they're cured of the poison using magic.

C: Call Of The Sea +11 vs MD (1d3 nearby or far away enemies) - 7 ongoing psychic damage.

Natural 18+ Hit: The target is dazed (-4 to attack), save ends both the dazed and ongoing damage.

Beauty's Delusion: Targets currently dazed by the siren's Call of the Sea may not attack a siren if there is another possible target.

R: Siren's Scream [once per battle] +11 vs PD - 25 thunder damage and the target pops free.

Amphibious: This monster has no problems moving in water or on land.

Nastier Special - Song Of Allure: Dazed targets hit by the siren's Call of the Sea must use their next action to move closer to the nearest siren, moving into engagement if possible.

Nastier Special - Shriek Of Pain: When the siren becomes staggered it may use Siren's Scream as an immediate free action even if it has already used it this battle.

AC 22

PD 17 HP 90

MD 21

Armored Hybrid

"When I first saw the creature, it had plates of chitin covering a soft scaled flesh. It looked at me, and I ran."

Double-strength 7th level wrecker [BEAST]

Armored hybrids are monsters which combine the looks of two or more creatures, often one aquatic and one land-based. Mostly they appear as massive lizard-like armored beasts, with thick plates of rock or chitin covering their vulnerable areas. They can have lizard heads, or beast heads, or even insect heads with other features. Where they come from, no one knows.

Initiative: +10

Bashing Blows +12 vs AC (two attacks against different targets) - 38 damage and the target becomes vulnerable until the end of the armored hybrid's next turn.

Bestial Rage: When it first becomes staggered the hybrid immediately makes a free Bashing Blows attack.

Amphibious: This monster has no problems moving in water or on land.

Resist Normal Weapons 16+: When a weapon attack targets this creature, the attacker must roll a natural 16+ on the attack roll or it only deals half damage. Magical weapons bypass this resistance. The armored hybrid loses its resistance once it becomes staggered.

Nastier Special - Death Rage: When it is reduced to 0 hp or fewer the hybrid immediately makes a free Bashing Blows attack.

AC 23

PD 21 HP 180

MD 17

Wereshark

"I tell ya, I saw her turn into a fish, well, t'was a shark, but I saw her change!"

Double-strength 6th level wrecker [BEAST]

On land these men and women resemble normal humanoids. In water they can turn into sharks and usually appear to be slightly larger variants of the shark species they change into. They like to masquerade as fishermen or pearl divers, often armed with nets and tridents.

Adventurers might also meet weresharks on land in La Luna, but probably not too far from the shoreline.

Initiative: +11

Trident [humanoid or hybrid form only] +11 vs AC - 20 damage.

R: Net [humanoid or hybrid form only] +11 vs AC (1d3 nearby enemies in a group) - 10 damage and the target is hampered and stuck (save ends both).

Bite [hybrid or animal form only] +11 vs AC (2 attacks) - 10 damage and 5 ongoing damage.

Amphibious: This monster has no problems moving in water or on land.

Unnatural Vigor: The were-creature heals 4d6 hp at the end of its turn, provided it doesn't end its turn staggered.

Nastier special - Bite Limb Off: If the wereshark rolls a natural 18+ on its bite attack it can make the following attack against the target as a free action.

Nastier special - Severing Bite [special trigger]

+11 vs AC - 20 damage, 20 ongoing damage (hard save ends), and the target loses a limb. The player gets to pick the limb eaten. Oozes and other naturally polymorphous beings are immune to losing limbs.

Nastier special - Multiple Limb Loss: Humanoid targets who have already lost a limb this fight can't save against ongoing damage if they lose a second limb, and require magical healing of some sort to avoid dying from blood loss. Constructs, undead, etc. have no such worries, though if somebody loses all their limbs and then they lose a further limb then their head has been eaten and they are dead.

AC 23

PD 18 HP 150

MD 18

Were-Shark Captain

These are the meanest, nastiest, and deadliest pirates sailing under the black flag. While not inherently evil, they aren't known for compassion or moral scruples.

Double-strength 6th level wrecker [HUMANOID]

Initiative: +9

Sharktooth Cutlass +11 vs AC - 10 damage and 6 ongoing damage.

Miss: 7 damage.

Blood In The Water: For attack rolls, roll 2d20 and take the higher of the two rolls. If both rolls are an 11+, make a second attack against a different enemy. If both rolls are 15, then make the attack against an engaged ally instead.

Final Frenzy: When the were-shark captain drops to 0 hp, he doesn't immediately die. Ignore any damage in excess of 0 hp, roll 2d6, and give the captain that many temporary hit points. No other healing can affect the captain or give him more temporary hit points. When the temporary hit points are gone, he makes a Sharktooth Cutlass attack as an immediate interrupt against an engaged enemy - this attack crits on a 17+.

AC 22

PD 20 HP 90

MD 16

Titanic Squid

"Heard you tales then of the white squid, the one that devoured the Ankora and all its crew?"

Huge 9th level wrecker [BEAST]

Titanic squid are the result of fallout in The Churn, fallout from the very fall of the two titanic war machines that lurk below the waves. These gigantic

monsters resemble normal squid, only grown to incredible proportion. Along with this growth comes a darker intelligence, and an insatiable appetite - only quenched by devouring whole crews of ships, or large marine life such as whales.

Initiative: +15

C: Grasping Tentacles +14 vs AC (1d3+1 nearby or far away enemies) - 90 damage and the target is grabbed.

Drag Under: The squid may use Crush and Drown as a quick action against one grabbed target each round. An enemy can't be targeted by Grasping Tentacles and Crush and Drown in the same round. **Crush And Drown +14 vs PD** - 30 ongoing damage and the target is hampered (save ends both).

Primarily Aquatic: This monster swims like a fish, but is clumsy (-2 AC) in shallow water.

AC 25

PD 23 HP 540

MD 19

The Fallen Land

Adversaries in the Fallen Land generally fit into one of two categories: the Daemon's Dark Walkers or The Paragon's Divine. Let's start with the good guys, the Daemon's forces who fight a valiant resistance against the Paragon's regime. Well, maybe "good guys" is a bit strong; they're more like "slightly less bad guys".

Dark Walker Daemonic Abilities: At the start of combat with any Dark Walkers roll 1d4 to determine what abilities they surprise your adventurers with:

1) Crawling Maggots: Adventurers who Rally this combat only heal half the rolled recovery dice value when they Rally and can't take the average.

2) Hellish Visions: Ranged attacks made by staggered creatures against Dark Walkers have a -2 attack penalty this combat.

3) Infernal Chains: Adventurers can't move twice on their turn during this combat.

4) Malevolent Mist: Roll a d6. At the start of the round when the escalation die reaches that value, all Dark Walkers can teleport to a point within their line of sight.

Dark Walker Hammer

"Come sisters, we'll drown them in our bodies!"

4th level mook [DEMON]

The Hammers of the Dark Walkers are the blunt

edge of their fighting force, clad in heavier armor and wielding large, brutal weapons, they throw themselves into the fray without a thought for their own safety. They're not subtle, nor are they prone to extravagant motion.

Initiative: +8

Punishing Axe +9 vs AC - 6 damage.

Miss Against A Staggered Target: 3 fire damage.

AC 20

PD 18 **HP 14** (mook)

MD 14

Mook: Kill one Dark Walker Hammer for every 14 damage you deal to the mob.

Dark Walker Blade

The Blade is the tip of the Dark Walker fighting force, the sharp cut the enemy fears....

6th level troop [DEMON]

Dressed in shadowy robes or loose-fitting clothing, these men and women of the Dark Walkers, demon-bound or demons themselves, are lethal fighters who wield blades that have tasted much blood over the years. They are acrobatic quick-fighters who follow orders to the letter.

Initiative: +10

Swift Cut +17 vs AC - 10 damage.

Natural Even Hit Or Miss: [once per turn]

The Dark Walker Blade pops free, may move as a free action, and makes a second swift cut attack as a free action.

AC 21

PD 19 **HP 66**

MD 16

Dark Walker Witch

"Can you not hear us calling them, the witchlings? Oh you'll see them soon!"

7th level caster [DEMON]

Slender and clever, the witches of the Dark Walkers are demons who often bring help to a battle. They appear as women, usually robed, or cloaked, and always of unearthly beauty. Their true forms are perhaps less comely than they might first appear, but there's still a demonic allure about them.

Initiative: +10

Hell's Claws +11 vs AC - 21 negative energy damage.

R: Evil's Beacon +11 vs MD - 10 ongoing acid damage and the target is stuck (save ends both).



Natural Even Hit: [up to five times per battle]

A witchling familiars appears next to the target.

AC 22

PD 17 HP 108

MD 21

Witchling Familiar

"The Mistress summons, the mistress calls, we obey."

4th level mook [DEMON]

These slim dark-green colored demons have sharp teeth, red eyes, and a vicious disposition. Always naked and moving swiftly through the battlefield once sent upon a task, they attack at a ferocious rate - biting, chomping, chewing, and then moving onto the next target.

Initiative: +4 or, if they were summoned, immediately after the summoning witch.

Tiny Biting Horror +10 vs AC - 6 damage.

AC 18

PD 16 HP 10 (mook)

MD 16

Mook: Kill one witchling familiar for every 10 damage you deal to the mob.

Dark Walker Overseer

"It is the will of the Dark Walkers that you die, you have transgressed, I am here to ensure a swift demise."

Large 8th level leader [DEMON]

The Overseer of the Dark Walkers often appears as a powerful man or woman, clad in metal or leather armor. Overseers have yellow gleaming eyes, demonic runes etched upon their skin, and their bodies give off enough heat to make standing near them uncomfortable for mere mortals.

Initiative: +12

Acidic Bile +13 vs AC - 25 ongoing acid damage.

Natural Even Miss: 10 ongoing acid damage.

Natural 18+ Hit: The target is stunned until the end of its next turn.

C: Irrational Rage +11 vs MD (1d3 nearby or far away enemies in a group) - 25 ongoing psychic damage.

Psychic Confusion: The first target to fail a save against the psychic damage each battle is confused (save ends).

Demonic Urgings: Dark Walker allies gain a +2 to attack enemies engaged with the Overseer.

AC 24

PD 21 HP 300

MD 19

Divine Servitor

"We serve the light, we serve the Divine!"

4th level mook [HUMANOID]

These thin humanoids are suffused with the power of the Divine, with silver or gold skin, white eyes, and vague shapes to denote their sex. They're the rank and file of the Divine's army, using mystical axes sanctified by their master.

Initiative: +6

Sanctified Axe +9 vs AC - 7 damage.

Improved Guard: When an enemy fails to disengage from one or more Divine Servitors it takes damage equal to its disengage roll.

AC 20

PD 14 HP 14 (mook)

MD 18

Mook: Kill one Divine Servitor for every 14 damage you deal to the mob.

Divine Watcher

The light can strike down the wicked even in the darkness.

5th level archer [HUMANOID]

With their raiment of light glowing, these hooded figures are the masters of archery. Each bow they carry is a gleaming gold masterpiece, created by Divine energy. The light of these beings glows from within their hoods and suffuses the weapon in their hand, making the arrow glow brightly as well.

Initiative: +10

Swift Dagger +10 vs AC - 16 damage.

R: Vigilant Shot +10 vs AC - 18 damage.

Natural Even Hit: The Divine Watcher can make a piercing brightness attack as a quick action against a different target.

R: Piercing Brightness +10 vs PD - 9 ongoing holy damage.

AC 21

PD 19 HP 70

MD 15

Divine Light

Every soldier of the light has one final chance to make good on their duty.

6th level caster [HUMANOID]

As with most Divine beings, these soldiers in the Paragon's armies are bursting with bright energy. They appear as vague humanoid forms, clad in highly polished armor, carrying weapons forged in the very heavens. Their swords gleam with righteous fury, and their faith burns from them like a beacon.

Initiative: +11

Consecrated Sword +11 vs AC - 21 holy damage.

C: Light's Judgment +11 vs MD (one nearby enemy) - 14 holy damage and the target becomes vulnerable to holy damage attacks until the end of its next turn.

Self-Sacrifice: [once per turn, quick action] The Divine Light loses 18 hp and then immediately makes a Light's Judgment attack as a free action.

Holy Escalator: The Divine Light adds the escalation die to its attack rolls.

Nastier Special - Sacrificial Lamb: Instead of using its own hit points to fuel its self-sacrifice power it can use those of nearby allies instead.

AC 22

PD 15 HP 90

MD 20

Divine Hand

A shining example for all the Paragon's followers, or a self-righteous persecutor of the weak? It depends on the hand in question.

Double-strength 8th level leader [HUMANOID]

The Hands of the Divine are hard to look upon as a mortal. They exude an incredible energy, a near blinding light which flows from their bodies, barely contained in the shell they construct to allow them to interact with others. They form their weapons out of pure Divine energy, usually in the shape of a mace, and have wings of spun gold.

Initiative: +10

Hallowed Mace +13 vs AC (1d3 enemies) - 50 holy damage.

Natural Even Hit Or Miss: End a condition (dazed, stuck, weakened, ongoing damage, etc) affecting the Divine Hand or a nearby ally of the Divine Hand.

Holy Escalator: The Divine Hand adds the escalation die to its attack rolls.

Guiding Light: All non-mook Divine (Divine Light, divine Watchers, etc) near the Divine Hand add the escalation die to their attacks.

AC 24

PD 18 HP 222

MD 22

Divine Retribution

"I am the light in the darkness!"

9th level wrecker [HUMANOID]

In the Fallen Land, Divine Retribution often appears as a female figure clad in mighty armor, long bright silver or white hair streaming from under a full-face plate helmet. Silver wings glow from her back as she strides across the battlefield, two gleaming swords of Divine light slashing away the darkness before her.

Initiative: +13

Blades Of Light +14 vs AC (1d3 enemies) - 35 holy damage.

C: Bare The Soul's Sins +14 vs MD (one nearby enemy) - 15 ongoing holy damage and the target becomes vulnerable (hard save ends both).

Nastier Special - Strike From The Light: The Divine Retribution has a +2 to all defenses until it is hit.

AC 26

PD 22 HP 180

MD 18

Amenthes

Given that Amenthes is a region of the Egyptian underworld that was drawn into this realm by the Nightfall event, you can expect most of the adversaries to be undead with an Egyptian flavor. If an unliving horde doesn't get your adventurers then a large pack of sakkash cats might be their doom.

The desert is an unforgiving place for noble quests and heroism. It's an unforgiving place for pretty much everything else too, so feel free to give your adventurers an Egyptian-flavored hell when they step foot into Amenthes.

Unliving Horde

They were endless. Even as we cut them down they managed to keep swarming us.

3rd level mook [UNDEAD]

They move together, a sea of hands, sharp teeth, claws, and living death. These are the unliving hordes, rising back from death until a mighty blow sends them to their final reward. Desiccated corpses, these are men, women, and children dressed in the shreds of their former life.

Initiative: +3

Vulnerability: Holy

Bony Hands +8 vs AC - 6 damage.

Natural 18+ Hit: A dead unliving horde mook stands back up at full hit points. A crit will permanently kill a member of the unliving horde and stop it getting back up.

AC 19

PD 17 **HP 6 (mook)**

MD 13

Mook: Kill one unliving horde for every 6 damage you deal to the mob.

Sakkash

Pack-hunter cats, you say? The size of a lion, nearly invisible in deserts, and they coordinate their attacks telepathically? Anything else? They're undead... of course they are.

3rd level troop [UNDEAD]

These large hunter-cats roam in packs; they come in various shades of sandy-brown, some with stripes, some with spots. Their glittering eyes see extremely well in the dark and they're suited to the desert temperatures despite all that fur.

Initiative: +4

Vulnerability: Holy

Thousand Cuts +8 vs AC - 10 damage.

Shrouded Attacks: If more than one sakkash is engaged with the target, each sakkash melee attack that misses that target deals 2 negative energy damage to the target.

AC 19

PD 13 **HP 45**

MD 17

Back-alley Cutthroat

We thank you for your donation....

4th level mook [HUMANOID]

They come from the downtrodden, the dregs of society, and the rich and famous; all sorts of folk can turn into back-alley cutthroats. Dressed now in rags, their circumstances are somewhat changed. They seek to take what you have and make it theirs. If you die in the process, well that's a shame.

Initiative: +7

Dirty Strike +8 vs PD - 8 damage.

Natural 18+ Hit: The target is dazed until the end of its next turn.

AC 20

PD 17 **HP 15 (mook)**

MD 14

Mook: Kill one back-alley cutthroat for every 15 damage you deal to the mob.

Being Of Pestilence

Sometimes the mere existence of a being is an affront to all that is right, and these disease-ridden corpses are definitely in that category.

4th level spoiler [UNDEAD]

The stench of these creatures hits first, then the sight of them. They have distended bellies thick with noxious fumes churning in their gut and there are rents in the skin where ichor and disease spill out. Their former shapes are twisted into something truly nightmarish. Few who meet a being of pestilence live, and no survivor ever forgets such an encounter.

Initiative: +4

Vulnerability: Holy

Weak Flailing +9 vs AC - 14 damage.

Noxious Stench: Any living enemy engaged with the being of pestilence at the start of its turn becomes dazed (-4 to attack) until the end of its current turn.

AC 20

PD 19 **HP 60**

MD 13

Ashen Sorcerer

Gifted a fragment of Imehoten's power, these magi are especially feared for their ability to subvert the will of the living.

5th level caster [UNDEAD]

In their ash-colored ceremonial robes, with gaunt faces, dark eyes, and parchment-like skin, the ashen sorcerers cut quite an imposing figure. They bear a stave carved with ancient text, set with a single disc of gold atop it. In the center of the disc is a wine-red gem, both a focus for their magic and a symbol of their status.

Initiative: +6

Vulnerability: Holy

Twisted Staff +10 vs AC - 13 negative energy damage.

R: Foul Is Fair +8 vs MD - 12 ongoing psychic damage.

Natural 16+ Hit: The target is dazed (save ends).

Natural Odd Hit vs Dazed Target: The target is no longer dazed but instead becomes weakened (save ends).

AC 21

PD 15 **HP 66**

MD 19



Imehoten's Sorcerer

These are Imehoten's mystical advisors and lieutenants. If they were to ever unite against Imehoten, the Icon would be in deep trouble, so he keeps them at each other's throats.

7th level caster [Undead]

Initiative: +6

Rotting Touch +12 vs AC - 28 necrotic damage

Critical Hit: The next time the target spends a recovery, they roll 1 fewer dice.

R: Plague Of Flies +11 vs PD - 14 poison damage and ongoing 7 poison damage

Natural 16+ Hit: One nearby enemy not targeted by this attack takes 7 poison damage.

Necromantic Focus: When Imehoten's sorcerer is hit, a nearby mob of undead mooks take half of the damage instead.

Nastier Special - Necromantic Pulse: When Imehoten's sorcerer is first staggered during battle, up to 5 nearby undead mooks of a lower level than the sorcerer are revived with full health.

AC 23

PD 17 HP 90

MD 21

Champion Gladiator

There is no such thing as fighting dirty if you want to win badly enough.

6th level wrecker [HUMANOID]

Gladiators come from all walks of life, people who are good at killing in crowd-pleasing ways. They're men and women who are generally either powerful warriors or sneaky combatants who survive by guile and trickery. Either way they have a mastery of many weapons.

Initiative: +8

Jab And Slice +11 vs AC - 10 damage and 5 ongoing damage.

Press The Advantage: When the champion gladiator staggers an enemy, that enemy is hampered till the end of their next turn.

AC 22

PD 20 HP 96

MD 15

Chosen Undead

These warriors were strong in life but have now been 'blessed' by Imehoten, granted unnatural endurance to wear his enemies down.

Double-strength 7th level wrecker [UNDEAD]

These impressive undead warriors bear the marks of their former lives. Now they're clad in Imehoten's most powerful armor and wielding his best weapons, making the chosen undead an impressive sight, especially when they form ranks, hissing orders through sand-blasted teeth.

Initiative: +9

Vulnerability: Holy

Unyielding Advance +12 vs AC (two attacks) - 28 damage.

Imehoten's Will: [once per battle] when unyielding advance would miss, the attack instead automatically hits unless the target expends a recovery.

Regeneration: Any round where the chosen undead has not been hit, it heals 20 hp.

Nastier Special - Unbound Spirit: When the chosen undead becomes staggered, its PD drops to 19 and its MD increases to 23.

AC 23

PD 21 HP 200

MD 17

Daughters Of Veroviusk

One of the Empress' personal guard is worth one hundred lesser swordsmen.

Double-strength 8th level spoiler [ABERRATION]

As beautiful as they are deadly, the Daughters can turn their enemies to stone with a touch. They also have scorpion-like tails which come with a deadly sting. The Daughters of the Empress move freely around the battlefield and view combat like a murderous ballet.

Initiative: +14

Scorpion's Sting +11 vs AC (1d3 engaged enemies) - 25 damage.

Natural Even Hit: The target is stuck and takes 10 ongoing poison damage (save ends both).

Natural 16+ Hit Or Miss: The daughter pops free at the end of the attack, and may move as a quick action this turn.

Crit On A Stuck Target: The target starts rolling last gasp saves as it turns to stone.

AC 24

PD 22 HP 200

MD 17

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