



# CASLES<sup>™</sup> & RUINADES

## The Slithering Overlord

An adventure for character levels 4-6

By Artem Serebrennikov





## An Adventure for Character Levels 4-6



The role playing game Castles & Crusades  
is published by Troll Lord Games.  
Goodman Games thinks it's a cool game,  
so we're publishing this adventure for use with it.  
For more information, visit one of these sites:  
Castles & Crusades: [www.castlesandcrusades.com](http://www.castlesandcrusades.com)  
Goodman Games: [www.goodman-games.com](http://www.goodman-games.com)  
Troll Lord Games: [www.trolllord.com](http://www.trolllord.com)

C&C: The Secret of Smuggler's Cove by Joseph Goodman, Copyright 2005 Goodman Games (contact [info@goodman-games.com](mailto:info@goodman-games.com), or see [www.goodman-games.com](http://www.goodman-games.com)). Revised 1 February 2007.

## Table of Contents

<b>Introduction</b> .....	2
Adventure Summary .....	2
<b>Castle Keeper's Section</b> .....	3
Encounter Table .....	3
Scaling Information .....	3
Recurring Creatures .....	3
Common Subterranean Creature Traits .....	3
Getting the Players Involved .....	4
The Sun Disks .....	4
<b>Background Story</b> .....	5
<i>The Order of the Invincible Sun</i> .....	5
Notes on Adventure Structure .....	6
<b>Sub-Dungeon I: The Sinuous Tunnels</b> .....	6
<i>Map 1: The Sinuous Tunnels</i> .....	7
<i>New Spell: Deep Slumber</i> .....	9
<i>Minor Cave-In</i> .....	12
<i>New Spells: Expeditious Retreat &amp; False Life</i> .....	18
Areas of the Map .....	8-19
<b>Sub-Dungeon II: Azadûm</b> .....	19
<i>Map 2: Azadûm</i> .....	20
<i>New Weapon: Spiked Chain</i> .....	22
<i>Aflufad</i> .....	26
<i>New Item: Elixir of Fire Breath</i> .....	27
Areas of the Map .....	19-28
<b>Sub-Dungeon III: Underground Paradise</b> .....	28
<i>Map 3: Underground Paradise</i> .....	29
<i>New Weapon: Dwarven Waraxe</i> .....	32
<i>New Item: Darkwood</i> .....	33
<i>Into the Jungle</i> .....	33
<i>New Spell: Unholy Blight</i> .....	34
<i>Variant Rule: Evil Rangers</i> .....	37
<i>Constriction</i> .....	38
Areas of the Map .....	30-39
<b>Concluding the Adventure</b> .....	39
<b>Appendix I: Monsters of The Slithering Overlord</b> ...	40
Neuronea .....	40
Octophis .....	41
Shimmering Slug .....	42
Sonic Bat .....	43
<b>Appendix II: Player Handouts</b> .....	44
Player Handout A: Drow raider's letter .....	44
Player Handout B: Eyrdran's medallion .....	44

## Introduction

Remember the good old days, when adventures were underground, NPCs were there to be killed, and the finale of every dungeon was the dragon on the 20th level? Those days are back. Dungeon Crawl Classics don't waste your time with long-winded speeches, weird campaign settings, or NPCs who aren't meant to be killed. Each adventure is 100% good, solid dungeon crawl, with the monsters you know, the traps you fear, and the secret doors you know are there somewhere.

*The Slithering Overlord* is designed for four to six characters of 4th level. This adventure gives a character of almost any kind his time to shine (including druids and rangers, normally severely limited indoors). A strong warrior-type is still highly recommended. A dwarf PC will feel right at home in this adventure; elves are also advisable, mainly because of their ability to find secret doors and the bonus on saving throws against certain spells. Even a wilderness-oriented PC would be quite useful, as outdoors skill will often come into play, and animal-related abilities will be much-needed in the Underground Paradise.

## Adventure Summary

The adventure begins in The Sinuous Tunnels, a vast complex of passages, caves, and chambers leading far below ground. The exact reason the heroes pursue this adventure depends on your current campaign; the default assumption is that the PCs have been employed by a lawful good religious group called The Order of The Invincible Sun to recover treasure and hostages from marauding troglodytes. As the characters advance through the winding passages, fighting all manner of weird creatures, they get to know that the complex is populated by three competing factions, vying to eliminate any would-be enemies. The first faction is a tribe of grimlocks, led by a drider exile bent on creating sentient insects with his magic. The second faction is a regiment of grey dwarves, sent to colonize the caves and suppress any threats to the growing duergar kingdom. The third one is led by Pserkipis, a spirit naga driven away by the Order and using his troglodyte underlings to regain his wealth.

The characters must overcome at least two of these threats to ensure complete success. Their adversaries are numerous, but disunited, so this works to their advantage. If the PCs do everything right, they will face The Slithering Overlord himself at the heart of his overgrown realm several hundred feet underground and eliminate the serpentine threat to the surface world once and for all.

# Castle Keeper's Section

## Encounter Table

To help the Castle Keeper prepare, we have included a quick reference table showing all the encounters at a glance. **Loc** - the location number keyed to the map for the encounter, listed as level and room number. **Pg** - the module page number that the encounter can be found on. **Type** - this indicates if it is a trap (T), puzzle (P), or combat (C) encounter. **Encounter** - the key monsters, traps, or NPCs that can be found in the encounter. Names in italics are classed NPCs.

## Scaling Information

Although it is intended for 4th-level adventurers, *The Slithering Overlord* can be run for parties of levels as low as 3rd and as high as 6th. Here is some advice for alterations to suit such groups:

- **Weaker parties (lower than 3rd level, or fewer than four characters):** Decrease the number of 1-2 HD opponents by one every time they are encountered (i.e., 3 sonic bats instead of 4, or 4 drow warriors instead of 5). Reduce the HD of the more powerful monsters by 2 or so.
- **Stronger parties (7th level and higher, or more than six characters):** Add HD to weak monsters to beef them up. Pserkipis, Felak-Ruhad and Sirthim should all be advanced 2 levels or a number of HD with a commensurate XP increase. In areas with powerful solitary monsters, add a second one, space permitting. Adjust treasure accordingly.

## Recurring Creatures

Unless otherwise noted, all creatures marked as grimlocks and troglodytes have the same racial traits. Any variations in CLs or the like are noted in individual stat blocks. For the peculiarities of duergar (gray dwarf) traits, please refer to *Castle Zagyg: Yggsburgh*; only the most important traits (namely, spell resistance and spell-like abilities) are spelled out in the adventure. Shared traits that occur frequently are described here to conserve space.

## Common Subterranean Creature Traits

**Blindsense** — Grimlocks are totally blind, but can sense through their keen hearing and smell as well as a sighted person within 40'. Outside this range, grimlocks attacks have a -10 penalty, as they cannot see their targets and opponents have a +5 bonus to hit grimlocks from outside this range. Grimlocks are susceptible to sound- and scent-based attacks, however, and are affected normally by loud noises and sonic spells (such as *ghost sound* or *silence*) and overpowering odors (such

## Encounter Table

Loc	Pg	Type	Encounter
1-1	8	C	2 bat swarms
1-1A	8	T	Summon swarm trap
1-2	9	C	Neuronea
1-3	9	C	4 sonic bats
1-4	10	C	5 drow warriors
1-5	10	C/T	Belker, environmental hazard
1-6	11	C	Shimmering slug
1-7	11	C/T	Minor xorn, minor cave-in trap
1-9	12	C	Cloaker
1-10	13	C/T	2 dire bats, bridge
1-11	14	C	4 troglodytes; Passage to Underground Paradise
1-12	14	C	Advanced grick
1-13	14	C	4 grimlock zombies
1-14	15	C	5 grimlock War2
1-15	15	C	2 grimlock War2 + 2 Large monstrous centipedes
1-16	16	C	3 Large monstrous centipedes + 1 grimlock Bbn4
1-17	16	C	4 grimlock War3
1-18	17	C	Sirthim (drider), 2 Large monstrous spiders
2-1	19	C	4 duergar
2-2	21	C	4 duergar + duergar Rog3
2-3	21	C	5 duergar
2-4	21	C	2 duergar Ftr4
2-5	22	C	4 duergar War2
2-6	23	T	Phantasmal killer trap
2-7	23	C	Fiendish otyugh
2-8	24	T/P	Devil riddle, burning hands and scorching ray traps
2-9	24	C	1 bearded devil, 3 duergar
2-10	25	C/P	Chain devil trapped in a magic circle
2-11	26	C/T	Large earth elemental, pit trap, 2 captured NPCs
2-12	27	C	1 duergar Clr6
3-1	30	C	2 shrieker fungus + 2 violet fungus
3-2	30	C	4 troglodytes
3-3	31	C/T	3 troglodytes War2 + falling rock
3-4	31	C	2 charmed duergar + troglodyte Ftr4
3-5	32	C	2 advanced wights
3-6	32	C	3 troglodyte War3
3-7	33	C	Half-fiend troglodyte Bbn3
3-8	34	C	Deinonychuses
3-9	34	C	Octophis
3-10	35	C	Megaraptor
3-11	35	C	Troglodyte Drd6
3-12	36	C	Girallon
3-13	37	C	Troglodyte Rgr5 + babau demon
3-14	37	C/P	Pserkipis (spirit naga) Charmed human Clr5, 2 human Ftr3

as stinking cloud or incense-heavy air). Negating a grimlock's sense of smell or hearing gives them a -4 penalty on all attacks, and negating both gives them a -10 penalty on all attacks. Being blind has its advantages, though. Grimlocks are immune to gaze attacks, visual effects, illusions, and other attack forms that rely on sight.

**Tremorsense** — A creature with tremorsense is sensitive to vibrations in the ground and can automatically pinpoint the location of anything that is in contact with the ground. Aquatic creatures with tremorsense can also sense the location of creatures moving through water. The ability's range is specified in the creature's descriptive text. As long as the other creatures are taking physical actions, including casting spells with somatic components, they're considered moving; they don't have to move from place to place for a creature with tremorsense to detect them.

**Stench** — When a troglodyte is angry or frightened, it secretes an oily, musk-like chemical that nearly every form of animal life finds offensive. All living creatures (except troglodytes) within 30 feet of a troglodyte must succeed on a CON save, with a -1 penalty per additional Troglodyte in the area. Failure indicates the victim takes a -1 penalty on all attack and damage rolls due to nausea. This effect lasts until the character leaves the area with the troglodyte stench.

## Getting the Players Involved

The default hook of this adventure is an offer by a minor hierarch of the Order of the Invincible Sun. The adventurers, who supposedly already possess a modicum of fame at the moment, receive an epistle from the Order offering a substantial reward for returning the sacred objects and hostages taken by reptilian assailants. In addition, the epistle promises a membership in the Order – rank-and-file for paladins, lawful and/or good clerics, and fighters, rangers and monks, and honorary for everybody else. The membership means great prestige and privileges even if it is just a sinecure, so this hook can equally motivate PCs that are driven by gold and those motivated by loftier ideals.

**Important:** To complete of the Order's task, the adventurers must collect all three sun disks stolen from the shrine **and** return at least one living hostage (or all the bodies, if the PCs have (seemingly) undeniable proof that everyone has been killed by troglodytes).

Others possible ways to create a believable motivation for your player characters include:

- A venerable elder of the dwarf PCs' community is about to succumb to old age. Before he departs to the festive halls of the dwarven Allfather, the elder would like to see the legendary Subterranean Edelweiss – an incredibly rare flower that can only

be found in the Underground Paradise. He can even provide an old map that gives some vague hints about the Paradise's whereabouts. Fulfilling the old man's last request would dramatically elevate the PC's status in the community. (Be sure to include a bunch of freshly picked Edelweisses in Pserkipis' hoard.)

- The PCs are employed by Burkhart Ackerman (male human Wiz11), a scholar particularly interested in aberrations of all kinds. He is compiling the *Florilegium Abominabile*, a catalog of particularly horrendous creatures containing a complete description of their origin, habits, powers, etc. In a long-forgotten treatise, Burkhart found a reference to the fact that the Sinuous Tunnels and their environs abound with strange monstrosities of all shapes and colors. He provides a map that can help the PCs reach the more populated region of the tunnels and asks them to explore the area, reporting on any strange monsters. Burkhart can reveal some information about the nature of the creatures they might encounter (including new monsters described in the appendix) and provide all equipment necessary to properly catalogue aberrations. To complete his task, the PCs must have encountered (but not necessarily killed) the following monsters (in order of appearance): shimmering slug, cloaker, advanced grick, Sirthim, fiendish otyugh, octophis, and The Slithering Overlord in person! The base payment is 250 gp per aberration properly described; bodies (or significant portions thereof) presented to Burkhart are worth twice this amount, and captured living specimens bring an award of 1,000 gp.

Of course, no one can better judge your players' tastes and desires as you do. You can use the standard hooks as a springboard for possible ideas and tailor them to your ongoing campaign as desired.

## The Sun Disks

The sacred sun disks, valued so highly by the Order of the Invincible Sun, were plundered by Pserkipis. His troglodyte warriors were ambushed by grimlocks who stole one of the disks, so the spirit naga is not in possession of all three. The three sun disks can be found at locations 1-18 (the Rising Sun), 2-12 (the Setting Sun), and 3-14 (the Splendorous Sun). Completing the directive issued by the Order requires the heroes to find and return all three. The disks are described in greater detail below.

# Background Story

Pserkipis, a haughty and avaricious spirit naga, used to enjoy a comfortable life in an abandoned shrine full of ancient treasures. He garnered a small but loyal following among the locals and was dreaming of founding a new religion when holy warriors from The Order of The Invincible Sun appeared at the doorstep and ruthlessly drove him out. The naga made a narrow escape into an extensive tunnel system beneath the shrine, and, after a long subterranean journey, made his way to an unnamed cavern complex. It was inhabited by a tribe of troglodytes in a dire need of a capable leader – Pserkipis didn't even have to resort to his charming gaze, so great was the trogs' admiration.

Establishing himself as the undisputed ruler of the tribe (and assuming a somewhat pompous title of The Slithering Overlord), Pserkipis learned of a strange and possibly haunted underground chamber beneath the tribe's caverns. He ventured there to discover that, by some strange whim of nature or powerful magic, the place, illuminated by some unknown source, was overgrown with lush vegetation and populated by animals long ago extinct on the surface. Pserkipis ordered his troglodyte servants to relocate to this fabulous cave and gave it the apt name of Underground Paradise. The troglodytes found their new home much to their liking and bred very quickly, giving The Slithering Overlord a steady supply of servants and cannon fodder for his plans of revenge against the order that had driven him away from his treasure.

Unfortunately for the naga, his tribe was not alone in the caverns. A dwindling tribe of grimlocks suddenly

raised their heads, as Sirthim, a drider exiled from a distant drow city, took the reins of leadership and helped them fight back troglodyte raids. Sirthim's attempts to use arcane magic to foster sentient insect life have not succeeded yet, but he has been able to create a breed of especially hardy and strong monstrous centipedes. As both grimlocks and centipedes are immune to Pserkipis' charming gaze, The Slithering Overlord is greatly irritated by the tribe and craves their total destruction, but his hatred of the Order surpasses this sentiment.

The duergar presence in the caves is also a source of much chagrin. Several months ago, grey dwarves led by Felak-Ruhad, a priest worshipping Aflufad, a malicious earth spirit, settled a deserted cavern not far from the Underground Paradise. The newcomers promptly transformed the cavern into a small but sturdy fortress and named it Azadûm, meaning Underkeep. New reinforcements have been steadily arriving to the keep, and now the duergar menace to Pserkipis is quite considerable. The earth spirit worshipped by the duergar places much importance on acquiring gems and other treasure, and the naga simply won't share his wealth with anyone. Although his troglodytes had already repelled several duergar invasions, Pserkipis decided not to attack Azadûm. Vengeance against the Order remained his top priority, and the Overlord finally fulfilled his dream.

When the time was right, Pserkipis commanded his minions to raid the shrine (which had become the centerpiece of a small community) via the tunnel complex, kill the guards, and steal as much treasure as they could. The incursion proved to be a huge success: the troglodytes massacred the unsuspecting shrine guards, captured several hostages, and managed to recover a sizable fraction of the wealth that had belonged to their

## THE ORDER OF THE INVINCIBLE SUN

This paramilitary organization was formed several hundred years ago by priests of different good faiths to repel an extraplanar invasion. Since that glorious victory, the Order has directed its military and spiritual power against many a supernatural threat. The organization's ideologues espouse a philosophy of "naturalness," placing humans and non-evil humanoids in the centre of all creation and treating all sorts of "unnatural" creatures (especially aberrations, undead, and evil outsiders) as abominations deserving nothing but destruction. The sun plays a major part in the Order's symbolism, although its members don't necessarily worship a solar deity. The light of the sun, in their creed, is a spiritual power that drives away chaos and darkness, fostering all kinds of true, untainted life.

The organization is present in different regions, although it often constructs its citadels on the edge of civilization, in sparsely-settled areas where monsters abound. Once the region has been purged of alien creatures, the Order's fortresses adopt a more peaceful demeanor, serving as inns, hospitals and constabularies in the settlements that grow around them.

The Order welcomes able-bodied warriors and priests of any common race that follow one of the following alignments: lawful good, neutral good, and lawful neutral. Clerics of many varied faiths shoulder the mantle of the Invincible Sun; most often they serve deities that grant access to Destruction, Sun and War domains. Priests that revere impersonal forces of Law and Good also find the Order's agenda compelling.



master. Their most remarkable trophy was a set of three disks made of solid gold (each worth about 2,500 gp), representing the Rising, the Splendorous, and the Setting sun. Although his treasure had not been returned in its entirety, Pserkipis was pleased. The naga decided to set a new goal – the complete destruction of the Order and the entire settlement that had grown around the shrine. However, he is reluctant to attack it at the moment, fearing (and justly so) that the Order has sent swords-for-hire after the raiders. The attack on the shrine has taken a large toll on his forces, and so have the duergar soldiers and the multiple monster menaces that inhabit the Sinuous Tunnels. Pserkipis has sent the weaker members of his tribe (including children, females unfit for combat and the infirm) to settle new lands further in the depths and compelled his most capable warriors to train harder in the face of the coming danger. The Slithering Overlord has become somewhat disillusioned with his troglodyte minions, and is eager to turn the invaders into his new thralls.

And then conquer the underground and the surface world with their hands.

## Notes on Adventure Structure

*The Slithering Overlord*, much as you would expect from a Dungeon Crawl Classics adventure, is basically one large underground complex that can be explored in a more or less free manner. The special thing about this adventure's venue is that the parts of this complex (called sub-dungeons) are separated by long winding passages. These are deliberately not mapped; huge maps of featureless and uninhabited tunnels (contrary to certain beliefs, underground areas are not well popu-

lated even in a fantasy setting) serve little purpose, and navigating them can get really tedious. You should handle these off-screen areas as you fit; treating them as wilderness would be a good idea (in this case, refer to the rules on getting lost in the PHB). If you don't want spelunking to detract your players from the action, just fast-forward the underground navigation, assuming that it takes 2d4 hours to traverse the maze of tunnels. The adventure designer hopes that it doesn't detract from the underground atmosphere while saving your players a lot of frustration.

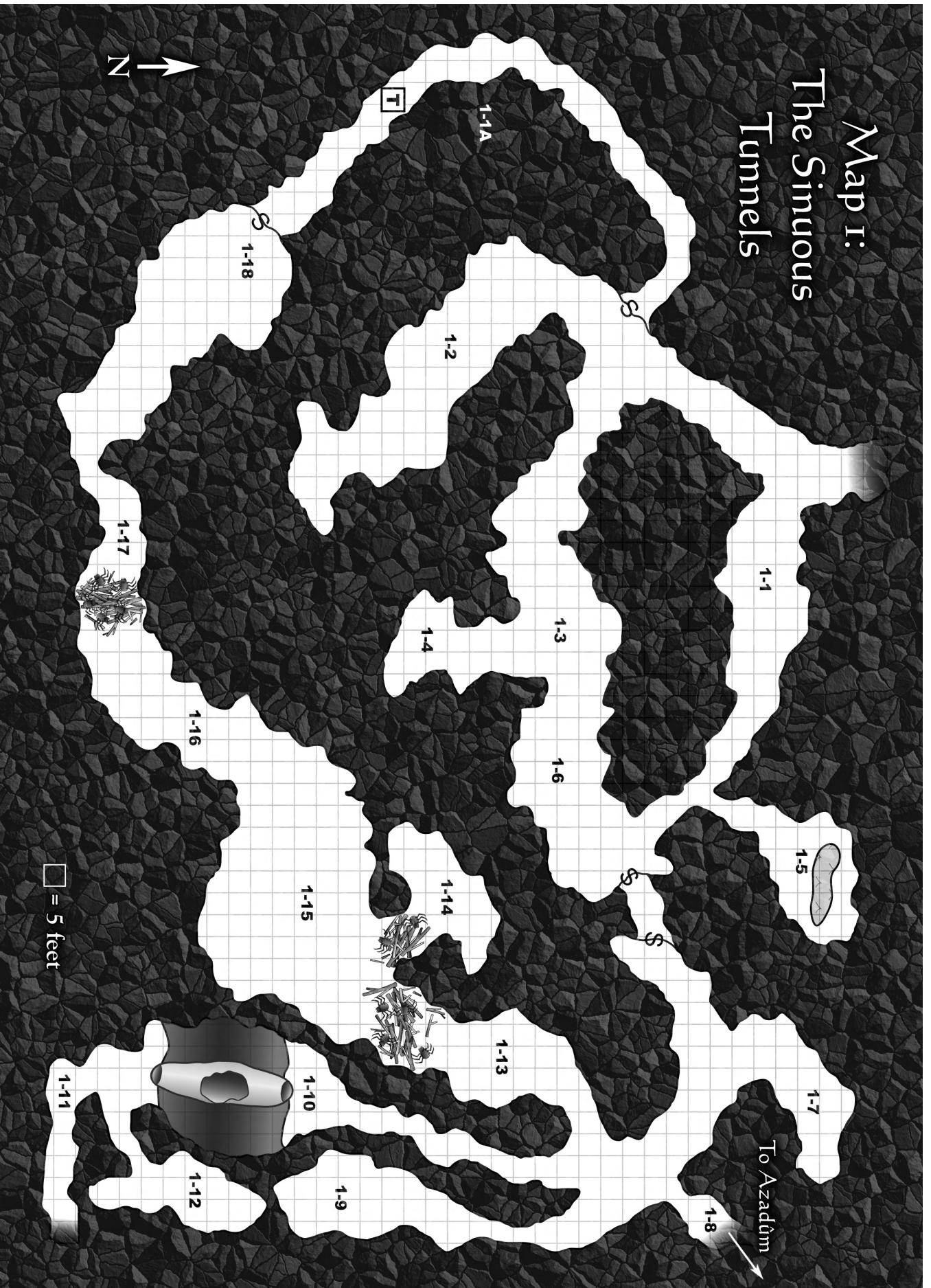
There are three sun-dungeons in this adventure: The Sinuous Tunnels, the home to a multitude of bizarre creatures; Azadûm, the stronghold of the duergar; and The Underground Passage, the supernatural forest full of terrible lizards. Each sub-dungeon is self-contained and can be used separately without any problems. The default assumption is that the PCs advance to the 5th level after the first sub-dungeon, and that the exploration of Azadûm takes place before the Paradise, though it is not absolutely necessary. If the characters successfully handle all the encounters in this adventure, they should already be 6th level before the end of the adventure and possibly on the verge of 7th level after Pserkipis' last stand.

## Sub-Dungeon I: The Sinuous Tunnels

This sub-dungeon represents the most interesting and inhabited portion of the Sinuous Tunnels that wind miles and miles below the surface. Traditionally, monsters of grotesque shapes and strange attitudes live in the area; few of them have the intelligence or desire to set up a semblance of culture in this place. Grimlocks are a notable exception; they have been living there for several decades and have established a semi-permanent and self-sufficient settlement. Recently, the grimlocks have suffered much ill from duergar and troglodyte incursions, and would have died out if not for Sirthim. This exiled drow-turned-drider arrived just in time, after the death of the grimlocks' old leader, and impressed these creatures deeply enough to be elected as their new chieftain. Sirthim, continuing his interrupted experiments, provided the tribe with loyal and obedient monstrous insects and taught them new methods of warfare. The drider improved their morals as well, and these grimlocks are neutral in alignment, unlike the neutral evil plurality of their race. However, Sirthim has heightened their isolationist tendencies, so now they are unfriendly to just about everybody else. One of the grimlocks' most important victories came not so long ago; their warriors waylaid and defeated some troglodytes carrying the treasures looted from the shrine, including the disk of the Rising Sun. Sirthim now keeps it in his hoard, but is at a loss about what to do with it.



# Map I: The Sinuous Tunnels





## Sub-Dungeon Features

Unless otherwise noted in the room's description, read-aloud text, or this paragraph, areas in sub-dungeon I have the following features:

**Lighting:** Almost all walls in the tunnels are covered with phosphorescent fungi that provide illumination equal to that of a candle (5 feet).

**Ceilings:** The usual height of the sub-dungeon's ceilings is 20 feet, although this figure widely varies from room to room.

**Walls:** All walls in the sub-dungeon are unworked stone walls. They require a CL 0 Climb check to move along.

**Floors:** Floors in the Sinuous Tunnels are of uneven natural stone that is difficult to traverse. Characters' movement speeds are halved in this location. Any DEX checks issued by the CK to resolve a character's ability to maintain balance are at a base CL of 5. Running and charging on these floors is impossible.

The floors of the grimlock caves are easier to maneuver, with no movement penalties, except a CL -5 DEX check is required to run or charge. Failure indicates the character can only move at normal speed. For the Grimlocks, who are used to this environment, no check is necessary.

## Wandering Monsters

There are no wandering monsters in this sub-dungeon.

## Areas of the Map

### Area 1-1 – Bat Rookery

Read or paraphrase the following:

*The tunnel leads you to a cavern with a high ceiling that rises perhaps four or five dozen feet above ground. Short stalagmites rise from the guano-covered floor. The flapping of hundreds of wings echoes throughout the cave. An overwhelming stench of animals hangs in the air. The cave is literally overrun with bats.*

Huge colonies of bats inhabit this cavern; it is their home, their mating place and their country to defend. The bat population numbers several thousand, though not all members are present at a particular time. Being omnivorous, the bats feed on moss, fungi, carrion and even their own dung. They are a vital link in the dungeon's food chain and are mercilessly hunted by almost everyone – grimlocks, troglodytes, duergar and even stranger creatures. This kind of adversity has taught them to swiftly react to any intruders.

If the PCs remain in the cavern for more than a minute or demonstrate aggression in any way, the braver bats form two swarms and swoop down to drive them out.

**Tactics:** The bats do not have much in the way of tactics, although the swarms fight in concert, engulfing as many opponents as possible and trying to suck them dry. They are afraid of flashy spells, so they avoid attacking arcane spellcasters who display their prowess. The bats want to be left in peace, so they don't pursue fleeing enemies unless the latter return to the cavern.

**Development:** After both swarms are defeated, four other swarms form in 1d3 minutes and engulf the PCs if they haven't already left the room. If they also fail to oust the adventurers, *eight* swarms appear in another 1d3 minutes. The cavern is sufficiently populated to allow the formation of groups that large. The bat numbers keep doubling until they either reach numbers too astronomical to be credible or the PCs finally leave the cavern in peace. Note that leaving and coming back does not reset the bats' enmity; for example, if the PCs disperse two swarms, leave and then come back to plague the bats, they will have four swarms to fight. After that, the players should understand that causing mayhem in this cavern is not a cheap way of gaining XP.

**Bat Swarm (2):** HD 3d8 (13 hp); Spd 5', (fly 40'); AC 16; A biting swarm does 1d6 dmg; Distraction (people caught inside a swarm must make a CL 3 WIS save or have a -2 penalty on all attack rolls, saving throws, and be unable to cast spells due to confusion; Wounding-- Any living creature damaged by a bat swarm continues to bleed, losing 1 hit point per round thereafter. Multiple wounds do not result in cumulative bleeding loss. The bleeding can be stopped by a CL -5 WIS check or the application of a *cure* spell or some other healing magic.; Blindsense 20 ft., immune to weapon damage, low-light vision; Saves: P; AL: N; XP: 69 each (138 total).

### Area 1-1A – Hunting Passage

Read or paraphrase the following:

*This hidden, twisted passage seems to lead to another end of the caves.*

The passage has been used by grimlocks since time immemorial to provide a fast access to 1-1, their primary hunting grounds. They have masked it with a semblance of a secret door; the CL of the WIS check to find it is 10, but, unless the PCs have an elf or dwarf among them, they are unlikely to find it. Sirthim ordered the door fit with a trap to discourage possible intruders; it is located right in the tunnel's center. It is a "smart" trap; the drider used the last scraps of his notes to make it ignore grimlocks and spider-shaped creatures. The summoned swarm persists for 7 rounds.

**Summon Swarm Trap:** ignores grimlocks and spider-shaped creatures; automatically resets after



going off; spell effect (*summon swarm*, 7th-level wizard); Find Traps CL 12; Remove Trap CL 12.

## Area 1-2 – Neuronea’s Nest

Read or paraphrase the following:

*Apart from the high ceiling rising to 40 feet above you and the notable absence of any stalactites or stalagmites, this cavern seems to be nothing out of the ordinary.*

Here the characters have an opportunity to encounter a weird creature called neuronea (“nerve spider”). The cavern is where it rests; the neuronea lives on bats from area 1-1. To add several touches to its strangeness, the creature has made friends with Sirthim and his grimlocks, keeping an eye on the secret passage in exchange for food and the occasional military assistance. It is determined to honor this friendship by fulfilling its guard duty and delivering all interlopers to Sirthim.

Using tremorsense, the neuronea determines the PCs’ positions from afar and waits for their actions. If they find the secret passage (see area 1-1A) and try to navigate it, the monster trails them, attacking at the worst possible moment (from the adventurers’ standpoint).

Once the neuronea is revealed, read or paraphrase the following:

*Out of nowhere, a horse-sized spiderlike being with a gleaming carapace and eight blue eyes descends upon you with loud clicking.*

**Tactics:** Encountered in its usual area, the neuronea starts with a deep slumber encompassing the maximum possible number of party members, then proceeds to a melee fight with the PCs that remain awake. Its goal is not to kill the intruders, but disable and capture them; once an opponent succumbs to its poison, it moves on to the next one, until all are asleep. Then it carries them to Sirthim; the drider ties them with cobwebs and then begins his experiments (see 1-18). Should the neuronea fail in its mission and be reduced to 15 hp or less, it retreats through 1-1A to 1-18 and complains to Sirthim, who starts preparing for the worst and won’t parley even if shown signs of the PCs’ friendly demeanor.

**Treasure:** In one of the cave’s corners, the neuronea keeps a stash of 20 pp, 400 gp, and a *wand of web* with 15

charges (taken from an adventurer’s body and kept because of the design).

**Neuronea:** HD 7d10 (42 hp); Spd 40’ (20’ climb); AC 16; Bite does 2d6 dmg+ poison; Poison—victim must make a CON save or fall asleep and lose 1d8 Wisdom for 1d3 hours; sleep 3/day; deep slumber 1/day; Darkvision 60’; Ever-vigilant: the Neuronea is immune to any spell or ability that involves sleep or dreams; Tremorsense—as long as his opponents and he are touching the ground, he can feel their presence through vibrations and does not need to see them; AL N; Saves: P; XP: 564.

## NEW SPELL

### *Deep Slumber* Level 3 Wizard Spell

This spell functions exactly like sleep, except that it affects creatures of up to 10 HD. The caster rolls 3d6 to see how many Hit Dice are affected by this spell. CT 1, R 50’, D 1 turn/level, No Saving Throw, SR yes, V S M (a fine pink sand)

## Area 1-3 – Sonic Slayers

Read or paraphrase the following:

*A battered body of a dark-skinned, white-haired humanoid slain by some unknown creature lies on the uneven cave floor. Long stalactites hang from the room’s 25-foot high ceiling.*

A small colony of sonic bats has chosen this cavern as their nest. They constantly raid area 1-1 for food, killing bats that fly out of the giant cave in relatively small numbers, and ambushing humanoid parties every so often. The sonic bats are very territorial and determined to hound out all who disturb their rest. Recently, a drow party sent to slay Sirthim the drider has run afoul of these creatures. The drow captain was stunned and then killed by the bats’ sound waves, the remaining dark elves scattered in terror. Now, the captain’s body lies in the floor, waiting for marauders to loot it.

The sonic bats use their echolocation to detect approaching enemies, so they are almost certainly aware of the PCs beforehand. Once the bats reveal themselves, read or paraphrase the following:

*Four large bats dive upon you with an ear-piercing shriek.*

**Tactics:** If the characters fail to notice the bats, one of the magical beasts uses its sound wave during the surprise round, and three others fly into their opponents and bite (treat as a charge attack). They repeat this tactic each round, if their numbers permit. If three sonic bats are killed, the last one flies away in a random direction.

**Treasure:** The only treasure in this room comes from the deceased drow captain, a 3rd-level fighter in life. He used to have the following possessions: a expert rapier, a expert chain shirt, a +1 *buckler*, an expert light crossbow complete with 10 bolts, 2 doses of drow knockout poison, 11 pp and a mithral medallion with the word "Nilerin" (the captain's name) engraved upon it (worth 520 gp).

**Sonic Bats (4):** HD 1d10 (6 hp); Spd 5' (40' fly); AC 15; Bite does 1d4 dmg if Sound Wave is not used; Sound Wave—3/day the sonic bat projects high-frequency sounds in a 10' cone, doing 1d8 dmg to everyone in the cone (even if unable to hear). Victims who can hear must also make a CON save or be stunned for one round Blindsight 60 ft., Darkvision 60 ft., Half damage from sonic attacks (and immune to Sound Wave attacks); AL N; Saves: P; XP: 13 each (52 total).

## Area 1-4 – Drow Camp

Read or paraphrase the following:

*A glimpse of campfire can be caught from the small and almost featureless chamber. Four short, dark-skinned, white-haired elves clad in elaborate armor have gathered around the fire, looking tired but alert.*

Shortly after Sirthim failed the test of the spider goddess and was banished from the drow city, the high priestess decided to ensure his complete demise. She ordered the city's foremost general to find the drider and execute him, fearful that Sirthim might gather an army of underground dwellers and exact vengeance. The general did dispatch a handful of warriors to ferret out the exile, but he was more concerned with plotting to topple the priestess than to fulfill her orders. As a result, the drow, few in number and misinformed, ran into numerous monster ambushes before finally finding the more or less exact location of Sirthim's lair. However, their leader was killed by sonic bats (see area 1-3), and now the puny remnants of the regiment have a sort of death wish, willing to fight any attacker. Despite their overall weakness, defeating the dark elf

contingent can help the PCs get the solar disk from Pserkipis without a fight.

**Tactics:** Unless the drow are surprised, they start the battle by firing envenomed bolts from their crossbows, then shifting to rapiers. They show sound tactics in melee, using flanking and aid another actions to improve their odds against heavily-armored adventurers. The dark elves have nowhere to run and nowhere to hide; they do not capitulate and choose to fight to the death, seeing it as liberation from an ill-planned errand.

**Treasure:** One of the drow soldiers carries a tube with a piece of parchment in it. It is a copy of the ordinance that sentences Sirthim to death. Show the players hand-out A.

**Drow Soldiers (4):** HD 1d8 (5 hp each); Spd 30'; AC 15; Hand Crossbow does 1d4 dmg+ Poison, Rapier does 1d6 dmg; Poison: this non-magical poison acts as a *sleep* spell on the target unless the victim makes a CON save (elves are not resistant to this effect); Darkvision 120'; SR 3; Spell-like abilities (each 1/day): *dancing lights*, *darkness*, *detect magic*, *faerie fire*, *know alignment*, *levitate*. AL: CE; Saves: M, P; XP: 15 each (60 total).

**Possessions:** chain shirt, light shield, rapier, hand crossbow, 10 bolts, 5 pp, ordinance concerning Sirthim.

## Area 1-5 – Geyser Chamber

Read or paraphrase the following:

*The air is remarkably hot and humid, thanks to a small geyser-like basin in the center of this cave. The walls are overgrown with moss, and the vapors rising from the bubbling water disappear in an opening in the ceiling, possibly leading all the way up to the surface.*

The geyser inside the cave erupts sizzling-hot water every 10 minutes or so.

**Hazards:** Thanks to this geothermal effect, the room temperature is extremely hot at all times, so merely breathing air in this chamber deals 1d6 points of damage per minute (no save). Falling into the spring counts as total immersion in boiling water and deals 10d6 points of damage per round of exposure. Naturally, only the strangest of creatures would consider living in such an inhospitable place.

**Creatures:** A belker, seeking solitude, has left the Elemental Plane of Air for this faraway and uninhabited underground chamber. As an elemental, he does not need to breathe and therefore does not suffer any ill effects of living in an extremely hot environment. The belker spends most of his time mediating and contemplating his surroundings. However, the elemental is highly jealous of his isolation and attacks all interlopers without hesitation.



Once the belker attacks, read or paraphrase the following:

*All of a sudden, the vapors take on a more solid form, revealing a hazy, vaguely humanlike creature composed entirely of smoke.*

**Tactics:** In battle, the belker takes advantage of his *smoke form*, as it is quite hard to discern a smoky silhouette in the rising vapors. As soon as his enemies figure out that there is more to the vapor that meets the eye, he attacks the closest opponent. The belker is an extremely brave fighter and will not retreat even if seriously threatened with death. His seclusion is paramount to him, so he would rather die than relocate elsewhere.

**Belker:** HD 7d8 (35 hp); Spd: 30' (50' fly); AC 22; 2 wings each do 2d4 dmg, 2 claws do 1d4 dmg, bite does 1d6 dmg; Special Attack: Smoke Claws—a belker can forgo its regular attacks to send a piece of its smoky body into a PC's lungs. The target must make a CON save to avoid inhaling this "smoke claw". Once inside the target, the smoke claw does 3d4 dmg per round. Each round, the victim can attempt a CON save to "cough up" the smoke claw; Smoke Form—once a round, a Belker can assume/end *gaseous form*, in which it has a 50' fly speed. It can spend 20 rounds per day in this form; Darkvision 60'; SR 4; AL: NE; Saves: P; XP: 1,100.

## Area 1-6 – Shimmering Cave

Read or paraphrase the following:

*The entire chamber is covered with luminescent, smelly goo. This is a passage that must have been recently made. A glowing mass in the shape of an enormous slug slithers through the passageway, its antennae oozing with a strange liquid.*

**Creatures:** A strange being called a shimmering slug has recently burrowed a new passage uniting two parts of the sub-dungeon. The slug is resting after such a labor and wants no one to disturb it. Once the slug is killed or driven away, the PCs can find another passage leading east that was created by the creature, which is rather easy (a CL -5 WIS check; elven ability to find secret doors applies).

**Tactics:** The slug doesn't want to fight; it wants to be left alone. If attacked, it tries to plunge as many PCs as possible in chaos using its bewilderment ability, then it leaves. Should the PCs prove persistent, the slug starts fighting in the earnest, slamming his bulk against a tough-looking PC and sprinkling madness goo on spellcasters. The creature values its life too much to fight to the death, and it burrows through the wall if the PCs don't leave it in peace after 3 or 4 rounds.

**Shimmering Slug:** HD 8d8 (40 hp); Spd 20' (10' burrow); AC 20; slams for 2d8 dmg or Madness Goo—the slug makes a ranged touch attack against the target which immediately takes 2d4 acid dmg and must make a CON save or lose 1pt of Wisdom; Bewilderment—the slug's scintillating colors cause any creature within 30' to make a WIS save or act as if under the effects of a confusion spell; Darkvision 60', Half damage from acid (immune to its own acid); Tremorsense 60 ft; AL: N; Saves: M; XP: 695.

## Area 1-7 – The Mother Lode

When the heroes approach this area, read or paraphrase the following. Note that a cave-in occurs once the heroes actually enter the area; see details below:

*A very narrow passage about five feet wide leads down to a chamber with walls glistening with a metallic glow.*

Once the heroes enter, read or paraphrase the following:

*The metallic glow is undeniably that of pure gold. Perhaps this is the fabled Mother Lode. Alas, your hopes to claim it as your own crumble to dust, for the walls shake, tremble and then collapse with the cave's ceiling!*

This might be not *the* Mother Lode of legend, but it's still a very rich gold deposit. Its anonymity is explained by the low presence of civilization in this region of the subterranean world; neither the drow nor the dwarves have enough forces at their disposal to ensure constant mining. Recently, another explanation has surfaced: an outsider from the Elemental Plane of Earth has taken control of the vein and will brook no opposition.

An emigrant minor xorn has found this gold vein much to its liking, as the gold provides it with lots of food. It spends entire days within its domain, savoring the taste of gold. The xorn is extremely territorial and protective of its wealth – even if it can serve a better purpose in other hands. Encroaching on its property would be a most unwise act on the PCs' part, though you should let them decide their actions for themselves and not give them any special warning. *Augury* and similar divination spells reveal that going through the passage is more baleful than beneficial, resulting in almost certain death but offering great wealth.

To protect its feeding grounds from intruders, the xorn has tampered with the walls of the passage leading there. Anyone who comes through the passage triggers a cave-in (see sidebar); if an intruder is pinned, the xorn might glide through the rock mass to deliver a coup de grace. Using its earth glide ability it can easily avoid this danger, as can somebody who can enter without having to walk between the walls. *Fly*, *spider climb* and *gaseous form* are all acceptable magical solutions to this problem.

## MINOR CAVE-IN

A character can spot the weakened walls with a CL 5 WIS check (Dwarves get to make a check, with a +2 bonus merely for being within 10', +4 if they are actually looking for something).

The Save for half damage in the Bury zone is a CL 0 Dex save; Save for no damage is CL 0 Dex in the Slide zone. A character who is buried takes 1d4 subdual damage per minute. If that character is reduced to 0 hp, he must make a CL0 CON save. If he fails he takes 1d4 lethal damage each minute until freed.

The CK may allow a character to free himself with a CL10 STR check.

Once the xorn appears, read or paraphrase the following:

*A barrel-shaped creature with three legs, three arms and a wide maw on the top of its stony body appears out of the ground, as smoothly as if it were rising out of water.*

**Tactics:** Should the PCs bypass the cave-in relatively unharmed, the chamber's owner decides to parley, offering 100 nuggets (weighing 1 pound and worth 50 gp each) to the intruders if they leave and never return. If they do not accept the offer, break the agreement, or enter the chamber badly wounded, the xorn attacks, from an ambush if possible. The outsider's fighting style is reliant on the earth glide ability, which the xorn uses to launch surprise attacks on spellcasters, and its powerful slam. Otherwise the creature's tactics are fairly straightforward. It would rather die than abandon its vein.

**Treasure:** The characters can gather a lot of treasure from this room (even if we are not counting the 100 nuggets that the xorn carries), but it requires a modicum of mining talent. Use the following guidelines while adjudicating mining for gold: An hour of work is represented by a CL -5 WIS check. Dwarves get a +2 bonus to this check. If the check is successful, the PC has extracted 1d3 1-pound nuggets. A better check results in the discovery of more nuggets. A CL 0 WIS check adds 1 more nugget, a CL 5 finds 2 more nuggets, a CL 10 finds 3 more nuggets, etc. A total of six characters can work the mine. The CK can decide how much gold is actually here to be mined. Don't make it a giveaway, but don't be stingy – reward the PCs for taking their time.

**Lesser Xorn:** HD: 3d8 (15 hp); Spd 20' (20' burrow); AC 23; Three claws do 1d8 dmg each and Bite does 2d8 dmg; Circular Vision: Xorn can see 360 degrees around them, and cannot be attacked from behind, but have a -4 penalty on saving throws against gaze attacks; Earth Glide: a xorn can swim through earth and stone as a fish does in water. A *move earth* spell cast on a xorn in this state flings it 30 feet and stuns it for one round, while a *phase door* spell cast on the xorn slays it; Essence of Stone: any spell that affects earth can affect a xorn. *move earth*, *transmute rock to mud*, and *stone to flesh* reduce its AC to 15 and prevent it from using its Earth Glide ability for one round; Darkvision 60'; Immunity: Cold, Fire, and Petrification; Half damage from Electricity; AL: N; Saves: P; XP: 110.

## Area 1-8 – Duergar Passage

Read or paraphrase the following:

*Once again, a long and unfathomable tunnel seems to promise another long journey; it might extend hundreds of feet. A shiny object lies on a flat rock near the entrance.*

The passage leads to Azadûm, a stronghold of the duergar, mortal enemies of both Sirthim and Pserkipis. Scouting parties often clash near the tunnel entrance, and one such fight is of particular interest.

A detachment of duergar soldiers engaged a raiding party of troglodytes on their way from the shrine of the Invincible Sun, carrying treasure and bringing hostages. The majority of troglodytes fled the unnecessary skirmish, but some persisted and were slaughtered by the grey dwarves. The victorious duergar, among other spoils of battle, gained the Disk of the Setting Sun and took it to Felak-Ruhad, the community leader, along with a human hostage – Eyrdran, one of the Order's knights.

When the grey dwarves encamped to regain their strength, Eyrdran scribbled an improvised note on his medallion and, when the convoy was passing the place, dropped it near the entrance. It was a desperate attempt to draw the attention of possible rescuers, and the PCs' presence means that it was not in vain. Eyrdran had to be economical with words due to space constraints, but the message is comprehensible enough. Show the players handout B; the note read:

*Taken by duergar. Disk also. Need help. Follow tunnel.*

This makeshift note is a clue that one of the disks is in Azadûm, and the PCs should go there if they are undertaking this quest on the behalf of the Order.

## Area 1-9 – Secluded Cloaker

Read or paraphrase the following:

*This cave seems to be completely out of place in these caverns. It is furnished with a state-of-the-art writing table with a small bookstand on it, though the cave floor is still very rough. Pieces of parchment, inkpots, and unfolded scrolls cover almost all the surface of the table. A cloak rack with some old and bleached tabards and mantles completes the impression that this room is a study of sorts.*

The Sinuous Tunnels house many monster misfits (see areas 1-5 and 1-7 for examples), and this cave is no exception. A cloaker with an unhealthy interest in illusion magic has decided to leave the mysterious cloaker city miles below ground for the isolation offered by the tunnels. The creature aspired to become a wizard and has collected a small library of magic scrolls and other arcane paraphernalia without having the wherewithal to decipher or properly use them. Nevertheless, the cloaker is quite self-confident, and might indeed become a mighty wizard someday, if only annoying visitors give it a chance to practice its talents.

Once the cloaker attacks, read or paraphrase the following:

*One of the cloaks on the racks suddenly transforms into a weird creature, loosely reminiscent of a manta ray with a bony tail.*

**Tactics:** The cloaker can notice trespassers from afar, so it is highly likely that it will disguise itself as a just another cloak on rack before the PCs enter. If it has the time, the cloaker creates several *silent images* of spellbooks, gold, gems and other treasure to distract the PCs. It attacks at the most opportune moment, creating a *fear* effect with his moan ability, followed by a *nausea* effect. If it is not enough to scare away or disable all opponents, the cloaker creates a *mirror image* or *obscure vision* effect and goes into melee, willing to engulf a preferably Small character. It might add a *stupor* effect on the party's most powerful combatant if severely threatened in melee. The cloaker is loath to leave his quarters and defends them with suicidal bravery.

**Treasure:** A boon to the party's wizard, the writing table has the following arcane scrolls on it, scribed at the minimum required caster level: *blur*, *disguise self*, *displacement*, *hypnotic pattern*, *major image*, *misdirection*, *ventriloquism*.

**Cloaker:** HD: 6d8 (30 hp); Spd 10' (40' fly); AC 19; Tail slap does 1d6 dmg or bite does 1d6 dmg; Moan: this is a subsonic effect that has four forms—Unnerve: -2 to attack and damage to anyone within 60', hearing it for 6 rounds requires a WIS save or the character becomes helpless and catatonic for the rest of the combat—Fear: anyone within 30' must make a WIS save or be panicked for 2 rounds—Nausea: anyone within 30' must make a CON save or take 1d4 subdual damage and lose 10' of movement speed—Stupor: a single creature within 30' must make a CON save or act as if under a *hold monster* spell for 5 rounds, this effect can even affect a target that has already saved against it previously; Darkvision 60'; Engulf: a cloaker can wrap its body around a bite victim that fails a Dex save, allowing it to continue delivering bites with +4 to hit each round. During this time, the cloaker can attack with its tail. Attacks on the cloaker do half damage to the cloaker and half damage to the victim; Shadow Shift: This ability functions as a *mirror image* spell, but is dispelled by casting *light* on the cloaker; AL: CN; Saves: P; XP: 570.



## Area 1-10 – Slug Bridge

Read or paraphrase the following:

*The most prominent feature of this cavern is a chasm, about forty feet wide, that divides it in two. A transparent eaten-out shell of some humongous snail or slug serves as a makeshift bridge between the two sides. The ceiling is quite high, rising to about 30 feet.*

Allow the PCs a CL 9 WIS check to locate the dire bats hanging from the roof. If they notice the bats, read or paraphrase the following:

*Two humongous bat-like creatures hang from the cave ceiling, their folded wings covering their bodies.*

Some time in the past, the cavern used to be quite ordinary in all senses. All of this changed when a mammoth shimmering slug, measuring over 60 feet in length and 15 in width, died in this cave. Soon, a localized earthquake followed, creating a rift 30 feet wide and 50 feet deep right below the carcass. The slug's body became an improvised bridge connecting both sides of the chasm. The only thing that remains of it now is the shell – it does not degrade or attract scavengers. It resembles a transparent tube; it is almost intact, save for a middle portion, 10 feet long, where the side and the top of the shell have crumbled. The characters cannot be bull rushed when they are in the covered section, and the shell remnants in the crumbled sections provide a +2 circumstance bonus on Strength checks to avoid being bull rushed.



There are means of overcoming the crevasse. The most straightforward way (and one of the fastest, despite the common “wobbly bridge” stereotype that pervades adventure stories) is to follow the slug bridge up to the end. Other alternatives include jumping (though it requires a really heroic Jump bonus), spells such as *spider climb* or *fly*, and using rope and grappling hooks to create another, ostensibly more reliable bridge. If your players devise some other creative and viable way of overcoming the chasm, do not stand in the way of their inventiveness.

**Creatures:** Two bats of monstrous size and a proportionate appetite lair here. They have developed an odd symbiosis with the slug bridge, preying upon anyone who treads upon its exposed section. The bats are always looking for something to eat, and generally wait suspended to the ceiling until something delicious treads on the slug bridge.

**Tactics:** The bats swoop down upon PCs, attempting an overbearing attack against the first opponent to reveal himself through the uncovered section (give the bat a +5 bonus to the attack roll, including the bonus for charging). Regardless of whether he survives the fall or not, the bats attack the rest of the party, using their aerial advantage and, if possible, new overbearing attempts. If the PCs have crossed to the other side using some other way, the bats bull rush only if they are close enough to the ledge, attacking in an otherwise predictable manner. If one bat is killed, the other flies away.

**Dire Bat (2):** HD 4d8 (20 hp each); Spd: 20' (40' fly); AC 20; Wing Slam does 1d8 dmg; Blindsight 40'; AL N; Saves: P; XP: 120 each (240 total).

## Area 1-11 – Troglodyte Passage

Read or paraphrase the following:

*A curved passage is becoming straighter and straighter. It is as long as the eye can see, and definitely leads to another cave system.*

It is the passage to the Hissing Caves, used by troglodytes to raid the grimlocks and Azadûm. Troglodyte scouting parties are a frequent sight. There is a 50% chance that the PCs encounter such a party coming out of the tunnel when they first arrive here. While making their way to the Paradise through the passage, troglodytes like that are 20% likely to waylay the PCs every 2 hours.

If the PCs encounter a party on their first arrival, read or paraphrase the following:

*However, it is not time to wonder as to where this passage can lead, for a band of four foul-smelling scaled humanoids meets you at the entrance, brandishing morningstars, clutching shields and hissing ominously.*

If the PCs are successfully waylaid by troglodytes later in the tunnel, read or paraphrase the following:

*After many hours of spelunking, you finally encounter some living souls. Sadly, these are no more than four scaled humanoids, leaping out of the darkness with a clear intent to end your travels here.*

**Troglodyte Raiders (4):** HD: 2d8 (10 hp each); Spd: 30'; AC 15; Morningstar does 2d4 dmg or 2 claws do 1d2 and bite does 1d4+1 dmg; Darkvision 90'; Stench; AL: CE; Saves: P; XP: 20 each (80 total). Possessions: morningstar, heavy wooden shield, 10 gp.

## Area 1-12 – Grick Cavern

Read or paraphrase the following:

*This elongated and narrow cave can be compared to a hole dug out by a predatory creature. Constricted and tapered, the cavern requires a great deal of care to get through.*

**Creatures:** An overly large grick launches frequent attacks against passers-by from this cavern. It has a penchant for humanoid meat, prizing troglodytes above all but not objecting to the occasional human or dwarf. The grick reviles magic weapons, understanding the grave danger such objects pose to its well-being, and has been known to break them. Once it attacks, read or paraphrase the following:

*A monstrosity of serpentine shape darts out of a fissure, waving the four tentacles that surround its bloody beak.*

**Tactics:** The grick attempts to strike from an ambush, flailing with its tentacles. It favors unarmored and weaponless opponents, since, in its opinion, they are unable to do any damage to it. Any attack with a magic weapon or its equivalent (such as ki strike) makes it shift its preference. Although hardier than a normal grick, this specimen isn't particularly adept at tactics, so it should be easy prey for strategically-minded characters.

**Giant Grick:** HD: 6d8 (30 hp); Spd: 30'; AC 16; Four tentacles do 1d6 dmg each and bite does 1d10; Can only be harmed by magic weapons; Darkvision 60'; AL: N; Saves: P; XP: 390.

## Area 1-13 – Greetings from the Grave

Read or paraphrase the following:

*The passage opens in a spacious cave, its stalactite-ridden ceiling rising to three dozen feet. The floor, unlike other caves, is remarkably smooth, an obvious sign of work by intelligent creatures.*

*Unsophisticated drawings on the walls, made with some kind of black paint, depict large spiders, centipedes, scorpions and similar creatures. The largest drawing, surprisingly skillful, shows a spider with a humanoid torso, holding in its humanlike arms an unfurled scroll and a severed head with pointy ears. In the cave's center stand four alarmingly humanlike creatures, naked, with long, filthy hair and blank eye sockets, whose decomposed bodies seem to fall apart as they shamle towards you.*

Here begins grimlock territory. These eyeless humanoids have taken heart after Sirthim's arrival and are extremely eager to repel any invader, real or imaginary, from their lands. Despite their low numbers (and the absence of children, hunted down by troglodytes), grimlocks are a threat to anyone foolish enough to tread on their territory.

This particular chamber is the entrance hall to the grimlock realm. They intentionally keep it almost empty and uninhabited to lure unsuspecting enemies into a trap.

**Creatures:** Sirthim created the 4 zombies that seem to be the only guardians of this chamber. Using several scrolls of *animate dead* he had managed to bring from the drow city, the drider returned fallen grimlock warriors to a semblance of life. He instructed them to immediately attack any trespassers if they do not present a proof of their friendship. As zombie reasoning is quite limited, Sirthim narrowed the list of these proofs to severed drow heads. Unless the PCs are openly displaying any such objects, the zombies attack.

**Tactics:** Their tactics are limited to hacking at the nearest foe and mumbling incoherently. The zombies have no life to cling to, so they do not retreat.

**Development:** While the PCs face off against the zombies, the footmen in area 1-14 duck behind the barricade and nock their bows, and the riders in area 1-15 mount their centipedes and prepare to defend themselves. After the final round of fighting undead is over, the footmen carry out their readied actions, firing arrows at their chosen characters.

If the adventurers do present the proof, the zombies hesitate for a while, and then one of them takes a cut-off head, shambles closer to area 1-14 and shows it to the grimlocks. After that, a grimlock envoy addresses the PCs from the top of the barricade (see 1-14 for details) and offers them to parley with the "elf-spider" who is the ultimate authority of the tribe. To do this, the PCs must agree to sheath their weapons and wear a blindfold, though the latter can be argued. If they refuse, hostility is imminent. In case the adventurers agree, they are escorted all the way to Sirthim.

**Important:** Should the PCs finally come to terms with the drider, award the due experience for *all* encounters they have skipped by doing so, including this one.

**Zombie Grimlocks (4):** HD 4d12 (28 hp each); Spd: 20'; AC 16; Battleaxe does 1d8 or slam does 1d8 dmg; Blindsight 40'; Slow: Zombies always go last in initiative order; AL: NE; Saves: P; XP: 152 each (608 total).

## Area 1-14 – Barricade

Read or paraphrase the following:

*A huge pile of rocks, debris and desiccated spider corpses blocks the path, rising halfway to the ceiling. From small gaps in the bulwark, one can discern half a dozen straw mats, crude benches and dishes, revealing that this place serves as a living or sleeping chamber.*

The barricade is in effect a 10-foot high wall that provides the grimlocks with cover (+4 cover bonus to AC, +2 to DEX saves). It can be traversed with a CL 0 Climb check (counting as the character's movement for the round), bringing the PC onto the top where the grimlocks are, but provoking an attack of opportunity from the defenders.

**Creatures:** Five brave warriors are ready to defend their community from any assailant. They are armed with battleaxes and makeshift bows fashioned from fossilized spider legs and web strands. The grimlocks are on constant guard duty here, looking out for enemies of the tribe. All five are cramped in very tight quarters and take a –6 penalty to melee attacks to targets beyond the barricade, but can shoot with no problems.

**Tactics:** The grimlocks are in a very advantageous position, and they know it. Unless the PCs accept their offer of peace, they fire their bows at will, hoping to bring down at least one opponent before the others reach the summit of the barricade. Once the bulwark is scaled, the grimlocks fall back into the room and brandish their axes. They take full advantage of the little space available, flanking and directing their attacks against unarmored characters. The footmen have no fear of death and fight to the last one.

The statistic blocks include a +4 cover bonus to AC and a +2 cover bonus to Reflex saves.

**Grimlock Warriors (5):** HD: 4d8 (20 hp each); Spd 30'; AC 21; Battleaxe does 1d8 dmg or longbow does 1d8; Blindsight 40'; AL: N; Saves: P; XP: 120 each (600 total).

*Possessions:* leather armor, longbow, 20 arrows, battleaxe.

## Area 1-15 – Underground Joust

Read or paraphrase the following:

*The chamber is unusually wide. The floor is dotted with countless small footprints. The silence is pierced by loud clicking and sounds of dozens of*

*tiny legs scratching against dungeon walls. With a startling speed, two horse-sized centipedes scuttle down the walls, ridden by eyeless humanoids armed with mighty lances – and ready to use them to your detriment.*

Grimlock cavalry may be viewed as an oxymoron, but in a tribe governed by a drider wielding odd magic, anything is possible. Sirthim has hand-picked these soldiers and helped them learn to ride their insect steeds into battle. These unlikely mounted warriors have impressed the drider with their potential, and he is considering creating more centipedes and instructing more riders. In subterranean settings, such troops, combining speed with superior climbing ability, would grace the army of any commander.

**Tactics:** If their blindsight isn't foiled by some means, the cavalymen receive notice of the PCs long before their actual arrival to the area. The grimlocks act upon that information, relocating to the very edge of the area and preparing to ride out and meet their enemies. (In combat, assume that their mounts act on their riders' turn, even if it's less advantageous overall). The riders start the clash by charging at the closest PCs with their lances, doing 2d8+8 damage on a successful hit (or 4d8+16 on a critical). Then they drop their lances, take out their battleaxes and chop at their opponents, chanting a grimlock battle song that resembles spider clicking to unprepared listeners. The grimlocks' mounts fight as resolutely as their masters do, biting with their powerful jaws and sapping the PCs' Dexterity. Remember that the grimlocks can use their Mounted Combat feat to negate damage dealt to the centipedes once per round. If at least one rider or mount is defeated, the remaining creatures retreat to area 1-16.

**Grimlock Warriors (2):** HD: 4d8 (20 hp each); Spd 30'; AC 21; Battleaxe does 1d8 dmg or longbow does 1d8; Blindsight 40'; AL: N; Saves: P; XP: 120 each (240 total).

*Possessions:* leather armor, light crossbow with 10 bolts, battleaxe, lance.

**Hardy Large Monstrous Centipede (2):** HD: 3d8 (15 hp each); Spd 40' (40' climb); AC 14; Bite does 1d8 dmg +poison; Poison: victim must make a CON save or lose 1d6 Dexterity (returns at a rate of 1/day); Darkvision 60'; Immune to mind-affecting effects; AL: N; Saves: P; XP: 85 each (170 total).

*Possessions:* bit and bridle, military saddle.

## Area 1-16 – Centipede Pen

Read or paraphrase the following:

*The passage's floor is covered with all kinds of garbage and litter. Prints of hundreds of thin legs are all over. Soon you can see the possible source of this mess: three enormous centipedes eating*

*carrion. They are overseen by a towering eyeless warrior wielding a heavy flail and covered in scars from head to toe.*

**Creatures:** It is a "centipede pen" of sorts, and 3 grimlock steeds live here and feed on carrion. They are overseen by Muronk, a seasoned berserker and the tribe's champion. Sirthim places particular trust in Muronk, as the grimlock becomes a veritable machine of destruction during his frequent fits of rage, killing troglodytes by the dozen.

**Tactics:** On noticing the PCs' presence, Muronk falls back closer to the barricade and directs the centipedes to follow him. Falling back allows the barbarian to enlist the aid of the veterans (see area 1-17). He does his best to protect the entrusted mounts and, after flying into a rage, attacks the party's strongman. Meanwhile, the vermin fall on the rest, attacking quick, dexterous opponents in preference. Muronk prefers death to defeat, and the centipedes scuttle behind the barricade if their protector is slain.

**Hardy Large Monstrous Centipedes (3):** see stats in area 1-15.

**Muronk, Grimlock Barbarian:** HD: 2d8+3d12 (31 hp); Spd 30'; AC 17; +1 *heavy flail* does 1d10+1 dmg; Blindsight 40'; Barbarian Abilities: as a Level 3 Barbarian including: Combat Sense; Primal Force; and Primal Fury (4 rounds) adds +2 to damage and WIS saves, -2 AC and INT checks; AL: N; Saves: P; XP: 275.

*Possessions:* Expert studded leather armor, +1 *heavy flail*, centipede-shaped bronze amulet (300 gp).

## Area 1-17 – Die for the Drider

Read or paraphrase the following:

*The extremely constricted passage is blocked by a yet another bulwark, defended by four muscled humanoids wielding longbows. An iron door is visible at its end.*

The bulwark is identical to the one in area 1-14. The iron door is not locked but is stuck, requiring a CL 13 Strength check to open. Remember that the aid another action can be extremely useful here.

**Creatures:** The last line of Sirthim's defenses is a regiment of 4 grimlock veterans, with more than a dozen troglodyte or duergar bodies to their name. Even more loyal than other grimlocks, the veterans are the drider's personal point of pride.

**Tactics:** The veterans fight much like the footmen in area 1-14, albeit in a more organized manner. They shout battle cries in Grimlock to let Sirthim know that the enemies are already near his sanctum. The grimlocks' axes are very dangerous and unpredictable





weapons, so some character types should avoid melee at all costs.

**Grimlock Veterans (4):** HD: 5d8 (25 hp each); Spd 30'; AC 18; Expert 2-Handed Axe does 1d12 dmg or longbow does 1d8 dmg; Blindsight 40'; AL: N; Saves: P; XP: 205 each (820 total).

*Possessions:* expert studded leather armor, longbow, 20 arrows, expert greataxe.

## Area 1-18 – Sirthim’s Sanctum

Read or paraphrase the following:

*This voluminous web-spun chamber looks somewhat like a demented wizard’s study, with notes, scrolls and battered books scattered everywhere. A roughly wrought table stands in its centre, with a closed volume resting upon it. Beakers and decanters filled with unknown liquids add to the impression.*

The cobwebs in the sanctum, while not very sticky, make it harder to skulk around. It costs 2 squares of movement to enter a square in this room; creatures with spider-like body shapes do not suffer this drawback.

**Creatures:** The grimlock leader is here almost at all times, devising new methods of taming vermin and creating new kinds of insects by breeding. He keeps his two pet Large monstrous spiders with him at all times, frequently using them as test subjects. Webs are almost omnipresent, as are Sirthim’s semi-insane writings, con-

taining almost illegible notes on creating intelligent insect life in a laboratory, and assorted alchemical equipment.

Sirthim’s fascination with insects began when he still was a dark elf. While making an in-depth study of transmutation magic (he is technically a specialist wizard, unlike many other driders), he stumbled upon some old writings, blasphemous to the Spider Goddess’ dogma, but containing an interesting treatise on creating intelligent insect life. Sirthim’s quest to remove any difference between humanoid and vermin was ironically achieved when he was cursed into his present form by the drow deity and exiled from his home city. His sanity, already out of balance, was shattered, but he managed to recover most of his plans and continue his experiments. Sirthim is still far from his goal, but anything can happen, especially with a reverent tribe of grimlocks at his disposal.

**Tactics:** The drider’s tactics depend heavily on PCs’ behavior and attitude, as well as certain events.

*We Come in Peace:* If the PCs present the severed drow heads and behave amiably while talking to Sirthim, who relates his history and present situation, he strives to help his new friends. The PCs can have the Disk and use Sirthim’s sanctum and all grimlock lands as their home base. He can throw in some helpful elixirs to boot.

*Bound and Gagged:* The characters may have been captured either by grimlock warriors or the neuronea and brought to Sirthim’s presence. Needless to say, the drider is insulted, and, unless the PCs are really good at

Diplomacy, Sirthim is willing to try out his elixirs on them. The PCs' captivity can be as short or as prolonged and gruesome as you see fit for the campaign. Do give them a chance to escape in any case.

*Shoot First, Ask Questions Later:* This mode of Sirthim's conduct assumes the PCs behave in a good old kick-in-the-door manner, attacking all monsters and never wasting their time to parley. The drider is expected to be well informed, of the characters' advance by his minions, so he casts, in that order, *shield*, *false life* (1d10+7 temporary hp), and *expeditious retreat* (land speed 60 ft.). As soon as the characters burst the iron door and run into the chamber, the drider unleashes a *lightning bolt* and instigates the spiders to attack. Depending on the immediate situation, he either uses his offensive spells on enemy spellcasters or uses his *suggestion* ability against the most powerful melee combatant, all while staying out of close combat. Sirthim is likely to use *ray of enfeeblement* on fighters or similar characters to decrease their melee might. Meanwhile, his arachnid pets throw webs at will. The wizard retreats if both spiders are killed and he is below 10 hp, escaping through 1-1A (secret door WIS check CL 10 to find; naturally, he doesn't need to make the check to find it) and then out of the Sinuous Tunnels in search of greener pastures.

**Treasure:** Sirthim has a small treasure hoard, all dumped into a broken chest somewhere in the area. It includes 120 pp, 800 gp, 3 aquamarine gems (350 gp each), the Disk of the Rising Sun and a plethora of magic items designed before the terrible ordeal that turned Sirthim into a drider. The hoard includes his well-worn spellbook in a binding that resembles an insect's carapace; apart from already-prepared spells, it has the following to offer: 0-level – all; 1st-level – *comprehend languages*, *jump*, *spider climb*; 2nd-level – *enhance attribute*, *scare*; 3rd-level – *tongues*, and *haste*.

The most interesting pieces of treasure are helpful and harmful elixirs, however, the secret of making them was wiped clean from the wizard's mind after the transformation, and now they are effectively (very) minor artifacts. Should the PCs want to recreate them, they will have to research the exact process; for time and costs, assume that each item is equivalent to a 3rd-level spell. Only dedicated (or demented) collectors would buy such items, but the PCs can count on about 1,000 gp per item from such buyers. All elixirs radiate a strong aura of transmutation magic and are labeled in Undercommon according to the names presented below.

#### Helpful Elixirs:

*Earthworm's Senses:* The recipient gains tremorsense (up to 30 ft. range) for 3 hours. As a small side effect, his skin becomes rubbery and segmented.

*Scorpion's Hardness:* Any creature that imbibes the elixir gains a +5 natural armor bonus to AC; it stacks with any

existing natural armor but not with magical effects or items that grant the same bonus (such as *barkskin* and *amulet of natural armor*). The benefit lasts for 5 hours. In addition, the elixir causes the drinker's skin to grow darker and more chitinous in appearance.

*Centipede's Swifttness:* The imbiber gains a +20 feet bonus to his land speed and gains a climb speed of 20 feet (stacking with an existing one) for 2 hours. His limbs become more elongated and crooked.

*Sirthim's Mercy:* This elixir removes the effects of any harmful elixir concocted by Sirthim.

#### Harmful Elixirs:

*Cockroach's Beauty:* After drinking this elixir, the creature must succeed at a CL 1 CON save or undergo a gradual and horrifying transformation. If *break enchantment* or *remove curse* are not cast on a victim within 2 hours, it is polymorphed into a giant cockroach (treat as a Medium monstrous centipede), as if affected by a *baleful polymorph* cast by a 10th-level caster. During that period, the recipient feels his body itch and ache as it becomes smoother and covered in chitin; he grows a long moustache and his jaws elongate.

*Grimlock's Sight:* Unless the drinker succeeds at a CL 0 CON save, his eyes are covered by a patch of skin, making him look much like a grimlock. The victim is permanently blinded, but does not gain the grimlocks' blind-sight.

*Ant's Diligence:* The imbiber becomes docile and submissive, fulfilling all Sirthim's orders as if affected by a *dominate monster* spell cast by a 14th-level caster. He is allowed a CL 2 Will save to resist the effect. The elixir is powerless if drunk after Sirthim's death.

## NEW SPELLS

### *Expeditious Retreat*

#### *Level 1 Wizard Spell*

This spell doubles the caster's movement speed for the duration of the spell. CT 1; R Self; D 1 minute/level; Comp: V, S.

### *False Life*

#### *Level 2 Wizard Spell*

This spell allows the wizard to temporarily extend his own life, granting 1d10+his level in temporary hit points. These hit points are stacked on top of his normal maximum hit points. If the wizard takes damage, the hit points provided from this spell must be destroyed before any real harm comes to the caster. These hit points once lost cannot be healed. CT 1; R Self; D 1 hour/level or until destroyed; Comp V S M a small amount of alcohol traced on the body, which evaporates.

**Sirthim, Drider:** HD 7d8 (35 hp); Spd 30' (15' climb); AC 17; Dagger does 1d4+1 dmg or Bite does 1d4 dmg + poison; Poison: victim makes a CON save or be paralyzed for 1d2 turns; Spells: he casts as a 7th level wizard; Web as the spell 1/day; Darkvision 60'; Elf Traits: he has the following spell-like abilities, each 1/day—*dancing lights*, *darkness*, *detect magic*, *faerie fire*, *know alignment*, *levitate*; Fighter Abilities: as a 7th level fighter (weapon specialization: dagger); SR 3; AL: N; Saves: P (+1 to all saves because of cloak); XP: 965.

*Spells Prepared*

0th: *read magic*, *detect magic* x2, *mage hand*

1st: *shield*, *shocking grasp*, *expeditious retreat*

2nd: *ray of enfeeblement*, *false life*

3rd: *lightning bolt*

*Possessions:* 2 daggers, shortbow, quiver with 20 arrows, *cloak of resistance* +1, spider-shaped silver circlet (700 gp), centipede-shaped bronze amulet (300 gp).

**Large Monstrous Web-Spinner Spiders (2):** HD 5d8 (25 hp each); Spd 40' (20' climb); AC 16; Bite does 1d8 dmg+ poison; Poison: the victim must make a CON save or take 1d10 damage the first round and 1d8 damage the second round and be paralyzed for 3d6 hours, succeeding on the save means that character only takes half of 1d10 dmg and no further effect; Web 8/day, 60' square touching it requires a STR save each round or the character is held fast by it; Saves: P; AL: N; XP: 415 each (830 total).

## Sub-Dungeon II: Azadûm

Azadûm was founded by a group of militaristic grey dwarves looking to expand their territory and spread their faith. They are led by Felak-Ruhad, a cleric fervently devout to Aflufad and eager to spread the spirit's loftiest ideals: despotism, treachery, and, last but not least, greed. The king of the group's home city has encouraged the colonists, and has repeatedly sent reinforcements, laborers and foodstuffs. Meanwhile, the duergar are waging an onerous war on two fronts, against both grimlocks and Pserkipis' troglodytes. Felak-Ruhad is deeply concerned by this fact, and is trying to rectify the situation by using fiendish assistance. A friendly thaumaturgist in the duergar city frequently sends him new devilish minions and helps Felak-Ruhad conduct sinister rituals.

The priest has separated his personal section of the dungeon from the rest with layers of secret doors and fiendish guardians. He seldom speaks to his underlings,

but the officers Zundabar and Gundabar make sure that the discipline remains intact. Felak-Ruhad is more concerned with his hunger for wealth and the destruction of his adversaries than with the problems of his soldiers.

Recently, the duergar have had a major success, slaughtering a troglodyte regiment and capturing the disk of the Setting Sun along with a human hostage. Another important victory came with the massacre of a dwarven scouting party – actually, the retinue of a dwarven nobleman in search of the Underground Paradise. Felak-Ruhad is overenthusiastic to use these valuable assets to his advantage.

## Sub-Dungeon Features

Unless otherwise noted, areas in sub-dungeon II have the following features:

**Lighting:** Although duergar have darkvision, Felak-Ruhad insists on maintaining fire everywhere to pay due homage to the spirit he worships. Each room in the sub-dungeon is illuminated by an *ever-burning torch*.

**Ceilings:** The ceilings in the duergar fortress are typically 15 feet high.

**Walls:** All walls in the sub-dungeon are hewn stone walls. They require a CL 10 Climb check to move along.

**Floors:** The floors in Azadûm are smooth stone floors, constructed with great care and ingenuity characteristic of dwarven architects. They impose no penalty on movement or skill checks.

**Doors:** Unless otherwise stated, all doors are iron doors (hardness 10, 60 hp, break CL 13), closed but not locked. All secret doors within the sub-dungeon require a CL 10 WIS check to find.

## Wandering Monsters

There are no wandering monsters in this sub-dungeon.

## Areas of the Map

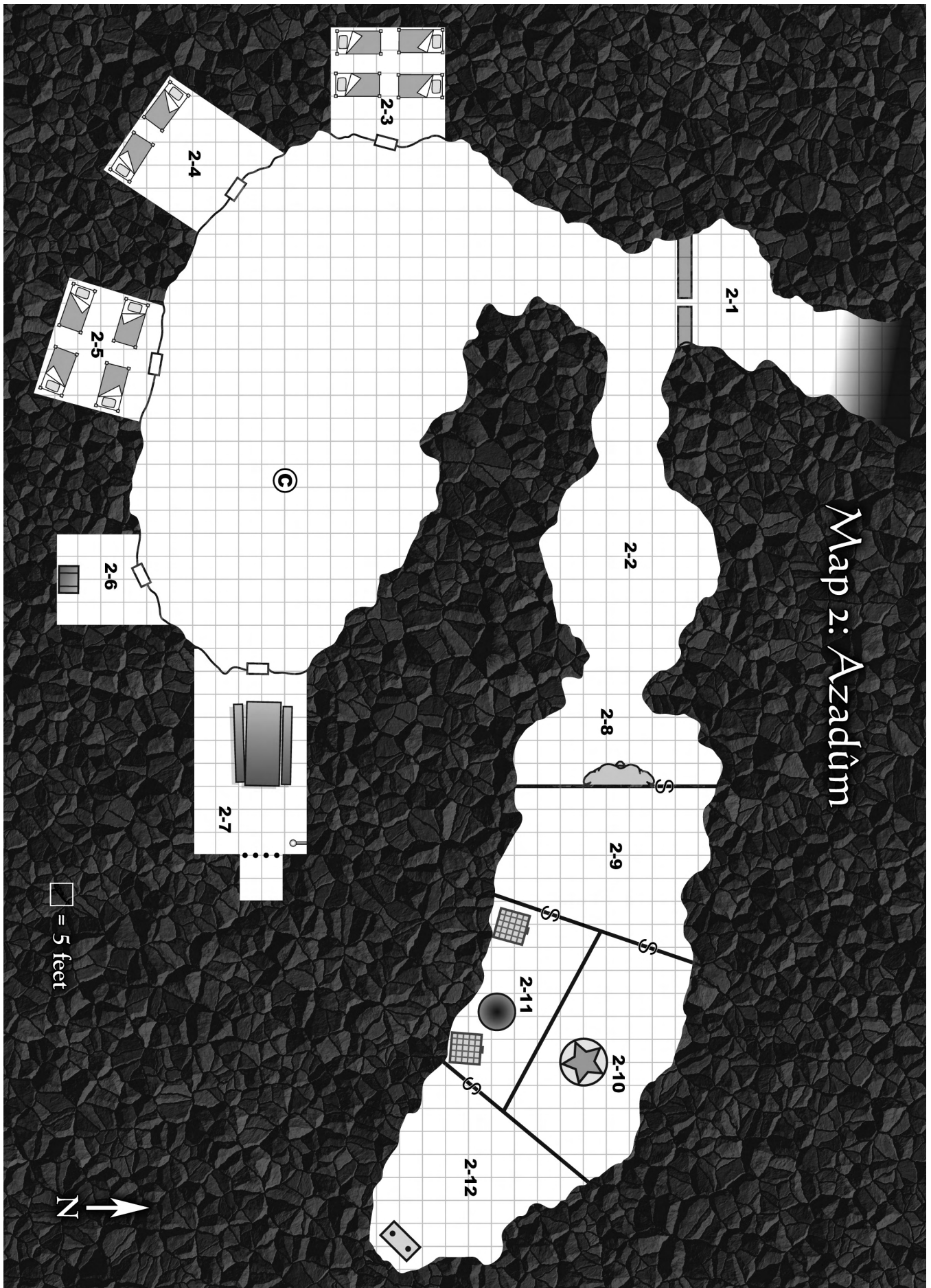
### Area 2-1 – Know Your Boundaries

Read or paraphrase the following:

*The long journey is over. You are standing before a lavishly decorated gate made of reddish iron that seems to erupt in flame, so vivid are the images carved into it. It is guarded by four well-armored grey dwarves, who seem ready enough for a coming invasion.*

Four duergar 1st-level warriors are guarding the gate from an invasion. They are on duty beyond the gate, ready to warn those inside if somebody's coming. The conscripts have been instructed to ask for a code phrase

# Map 2: Azadûm





("Glistening gold," said in Dwarven), so mere disguises won't fool them. If the PCs spend 10 minutes unnoticed, they can see a duergar warrior returning to the fortress and pronouncing that phrase. After that, at least one PC apt at disguised has a chance to penetrate. Another method is a good old brawl.

Tactics: If attacked, the duergar raise an alarm by striking a gong hanging before the entrance (a free action); it is heard in areas 2-2 through 2-5. One of them rushes back into the citadel to close the door from inside, and the rest wade into melee.

**Gray Dwarf Conscripts (4):** HD 1d10 (6 hp each); Spd 20'; AC 16; warhammer does 1d8+1 dmg; Mental Illusions: at will, by spending an entire round concentrating, a Gray Dwarf can generate an illusion, including turning himself invisible. A PC is immune to these illusions for 1 hour if he rolls 1d20 equal or under his Intelligence -12; Deepvision 120'; Dwarf Traits; Saves: M; AL: LE; XP: 15 each (60 total).

*Possessions:* chainmail, warhammer, light crossbow, 10 bolts, heavy steel shield, 10 gp.

## Area 2-2 – Guard Room

Read or paraphrase the following:

*The corridor widens into a guard room, constructed in the traditional dwarven style – that is, ascetic, minimalist, and sturdy. Red banners with gemstones represented on them hang from the walls.*

Felak-Ruhad has dispatched 4 conscripts to cover up the right wing of Azadûm and appointed an able rogue called Nuruzud to command them. Dissimilar to the traditional dwarven archetype, he eschews bulky armor in the favor of stealth and guile. Combined with some of the Gray Dwarf traits, it makes Nuruzud an unpredictable and crafty opponent. He trains his soldiers to imitate his manner, with limited success because they are more dependent on heavy armor. Nevertheless, Nuruzud is determined to prove his worth to Azadûm's leader and convince him that his approach to fighting is viable.

**Tactics:** At the slightest hint of an invasion, Nuruzud and his subordinates use their illusions to become invisible and wait for strangers to enter their room. They position themselves in the corners and near the walls. The point of this tactics is ensuring that enemies passing through the room are both flanked and cut off from the exit. If the PCs enter, two conscripts, moving as silently as their armor permits, block the exits; the other two keep standing next to the walls, flanking all enemies in the room's centre; and Nuruzud makes a back attack against one of them, preferably an obvious spellcaster. Once he is revealed, the conscripts enter the fray. They always change their positions in battle to grant

Nuruzud a flanking bonus. If they seem to lose, Nuruzud flees to area 2-8, where he teams up with Greus and others (see the appropriate area description), while the conscripts fall back closer to 2-3, crying for reinforcements.

**Duergar Conscripts (4):** see 2-1 for stats.

**Naruzud, Gray Dwarf Level 3 Rogue:** HD 3d6+3 (13 hp); Spd 20'; AC 17; +3 to hit with shortsword for 1d6+1 dmg or +2 to hit with hand crossbow for 1d4 dmg; Rogue abilities: as a level 3 Rogue; Back Attack x2 dmg; Mental Illusions: at will, by spending an entire round concentrating, a Gray Dwarf can generate an illusion, including turning himself invisible. A PC is immune to these illusions for 1 hour if he rolls 1d20 equal or under his Intelligence -12; Deepvision 120'; Dwarf Traits; Attributes of Note: Str 13, Con 14, Wis 8, Cha 8; Primes: DEX, CON; AL: LE; XP: 50.

*Possessions:* +1 chainmail shirt, light shield +1, Expert shortsword, Expert hand crossbow, 10 bolts, turquoise beads (125 gp).

## Area 2-3 – On Duty

Read or paraphrase the following:

*You are looking into somewhat ascetic warriors' quarters with four beds and little else.*

If the conscripts are present, continue with the following:

*Four gray dwarf soldiers, their arms and armor ready, are playing dice, but seem disciplined enough to defend themselves.*

Run-of-the-mill soldiers of Azadûm spend their time in their quarters while not occupied with an assignment. At any time, at least four conscripts are relaxing here (keeping their armor on and weapons ready, should a fancy strike their commander).

Tactics: On hearing the alarm, the conscripts pour out into the hall, and become invisible. Joining with other soldiers, they prepare a very wicked trap for the PCs, who, unless they are careful enough, will have to face 9 gray dwarves in a completely obstructed hallway. Using coordination and teamwork to supplement their numbers, the warriors of the Underkeep are ready to repel the attackers.

**Duergar Conscripts (4):** see area 2-1.

## Area 2-4 – Spiked Siblings

Read or paraphrase the following:

*These quarters look top-notch compared to the rest. There are two comfortable beds inside, and the entire room is decorated with coats-of-arms with menacing symbolism.*



## NEW WEAPON

### *Spiked Chain*

A spiked chain deals 2d4 damage. It can be used to trip an opponent by making a touch attack followed by a Strength contest with the opponent. The contest is done by each person rolling a d6 or a d10 if prime, adding their Strength bonus (but not level). If a monster without a listed Strength is doing so, assume that they have a Strength bonus of 0 unless they have an attack that adds bonus damage beyond dice. If so, add this damage bonus as if it were their STR bonus. If the opponent wins the contest, the chain has been disarmed. A tripped opponent is prone and must spend their movement standing up.

If a spiked chain is used to disarm an opponent, the wielder gets a +2 bonus to their attempt.

No classes begin proficient in the use of the spiked chain. It takes training to become proficient. Initially, a character receives a -4 penalty to attack rolls when using the spiked chain. Each week of regular use gives the wielder a +1 bonus until this penalty is negated, after which the character is proficient in the spiked chain. Wizards, Illusionists, Clerics, Druids, and Bards cannot become proficient in its use.

These quarters belong to Zundabar and Gundabar, two brothers coming from a distinguished duergar family famous for their military traditions. The two are Azadûm's subleaders, second only to Felak-Ruhad. They are constantly quarrelling with each other; however, they promptly put their arguments aside when it's time to do battle. The duergar brothers adore combat, where they make powerful displays of their teamwork and unusual weaponry. They aspire to become honored as dwarven defenders someday – and the bodies of such intruders as the PCs shall pave their road to success.

**Tactics:** Zundabar and Gundabar are shrewd combatants. As soon as they hear the sounds of the battle (and this will definitely happen sooner or later), they become invisible. Then they wait until the battle starts, and, if it is not in the favor of the gray dwarves, they move to the narrow passage near area 2-3 block it. With their increased space and reach, the siblings almost completely block the passage and can strike opponents up to 15 feet away. They concentrate on a certain adversary, preferably somebody Small or with an apparently low Strength; one of them uses his spiked chain to make a trip attack, the other strikes the prone opponent if the trip attempt succeeds or delivers a regular attack against some other enemy. The brothers' fighting style is quite efficient, although their AC is somewhat low and they don't have a lot of hit points, so they are not undefeatable. If the tides of battle turn against them, the dwarves retreat to area 2-6, where they make a heroic last stand.

### **Zundabar and Gundabar, 4th Level Gray Dwarf**

**Fighters (2):** HD 4d10+8 (32 hp each); Spd 20'; AC 17; +8 to hit with +1 *Spiked Chain* for 2d4+4 dmg; Mental Illusions: at will, by spending an entire round concentrating, a Gray Dwarf can generate an illusion, including turning himself invisible. A PC is immune to these illusions for 1 hour if he rolls 1d20 equal or under his Intelligence -12; Deepvision 120'; Dwarf Traits; Fighter abilities: as a 4th level fighter; Weapon Specialization: Spiked Chain; Significant Attributes: Str 16, Con 16, Int 13, Wis 8, Cha 8; Primes: STR and CON; AL: LE; XP: 168 each (336 total).

*Possessions (each):* Expert plate mail (Enc 3), +1 *spiked chain*, *potion of cure moderate wounds*, keys to area 2-6 and the chest in it.

## Area 2-5 – Conscript Quarters

Read or paraphrase the following:

*Compared to the previous one, these quarters are better furnished and more comfortable. They can accommodate four warriors.*

More experienced career soldiers are given better quarters by Felak-Ruhad. Four veteran warriors are here, enjoying the better life and bullying other soldiers into making their lives even more comfortable. On the battlefield, however, they are formidable.

**Tactics:** The veterans employ tactics very similar to those of other soldiers (see 2-3). The only difference is that they execute it better, placing themselves in more advantageous positions and making more prudent maneuvers. Their main goal is to trap the PCs in the hall connecting areas 2-3 to 2-7, surround them and hack them to bits.

**Duergar Conscript (4):** see 2-1.

## Area 2-6 – Secure Storage

To enter the room, the adventurers must first find a way to open the locked iron door. The keys to the lock belong to Zundabar, Gundabar, and Felak-Ruhad; picking the lock is rather difficult (a CL 15 Open Lock check). When the door is opened, read or paraphrase the following:

*This is a storage room, cluttered up with crates and strongboxes. A massive chest is prominent among other containers.*

Almost all the crates contain foodstuffs (dried meat, fruits, etc.), common weapons and armor (mainly axes of all kinds), tools, and other mundane items of little interest to a typical adventurer. However, the chest does offer something interesting to salvage. It isn't locked, but has a magical trap on it. This *phantasmal killer* trap was designed to kill off any non-gray dwarf thief should he somehow reach the chest. All duergar are immune to phantasms, so they can (and do) touch the chest without any fears.

**Phantasmal Killer Trap:** CL 7 INT save or the opener of the chest dies from fear. If he makes the save, he still takes 4d6 dmg. If the opener makes the save and has a *helm of telepathy*, the phantasmal killer will attack the first enemy that person sees instead! Finding this trap is CL 14, and disabling it is a CL 14 as well!

**Treasure:** The chest contains 900 gp, a finely wrought silver coronet worth 300 gp, and a *rope of climbing*.

## Area 2-7 – Mess Hall

Read or paraphrase the following:

*A long table dominates the room, covered with iron plates full of sliced fungi. A combination of various kitchenwares hanging on the wall, open barrels filled with water, and a hearth complete with a cauldron dictate the feeling that the room is either a kitchen or a mess hall, or both at the same time. The room has a niche in its eastern wall, separated by a portcullis with a winch, where a tentacled abomination is chewing some kitchen refuse.*

To dispose of their garbage without despoiling their surroundings and attracting undue attention, the grey dwarves use one of the few creatures to enjoy such an occupation – an otyugh. This particular otyugh has been called to the Material Plane from a fiendish plane where sinners are forced to eat all manner of refuse as a punishment for their wrongdoings. The duergar keep the monster in a 10-by-10 foot niche in the eastern wall, separated from the rest of the kitchen by a portcullis. The winch used to raise it is to the right of the alcove; the creature isn't intelligent enough to understand the connection between the two objects. As an additional safety measure, one of the creature's legs is chained to the wall (the particularly strong and short chain has 20 hp, takes half damage per hit, and requires a CL 13 STR check to break). It prevents the otyugh from moving, but it can still utilize his potent reach to attack any opponent in the room. Sometimes the monster is taken out for a walk to prevent obesity and muscle atrophy.

A steady diet of rotten fungi, dead rats and other kitchen refuse guaranteed the otyugh's cooperation; he has never attacked gray dwarf, but has no qualms against extending his menu – especially with such interlopers as the PCs.

**Tactics:** If the adventurers wander into the kitchen (and are not disguised as gray dwarves), the otyugh attacks in anger. With its tentacles, it strikes at unarmored NPCs and/or ranged attackers, but shifts to a melee combatant should he approach. The otyugh grapples with his chosen opponent as long as it convenient. For example, the creature relinquishes its hold if a rogue makes a sneak attack against it. The portcullis grants the monster cover relative to the opponents on the other side of it (giving it a +2 AC bonus against such opponents); the otyugh can wriggle its tentacles through the bars without any disadvantage. The creature has no immediate means of escaping and goes on fighting until slain.

**Treasure:** The otyugh has pilfered several shiny objects from some oblivious duergar soldiers and hidden them in the garbage. A CL 0 WIS check reveals his cache of 200 gp and two golden yellow topazes (both are worth 350 gp).

**Fiendish Otyugh:** HD 6d8 (30 hp); Spd 20' (5' swim); AC 17; Two tentacle attacks do 1d8 dmg each and bite does 2d6 dmg+Disease; Improved Grab: a victim struck by a tentacle must make a STR save or remain helpless for the round, while the Otyugh bites him—no attack roll is necessary. Each round, the victim can make a new save. Each round the victim fails, the creature attacks the victim with both tentacles and its bite, ignoring all other opponents; Disease: victim must make a CON save or lose 1d3 Dexterity and 1d3 Constitution within 1d3 days; Fiendish Qualities: Half damage from Fire and Cold, +1 or better weapons to be hit, Darkvision 60', SR 6,

Smite Good (1/day)—the fiendish creature can deliver an attack that does +6 dmg to any good opponent; Light Vulnerability: an Otyugh struck by a *light* spell or some similar spell will immediately drop anyone it is holding and try to get away from the painful light. It attacks at –2 while in a brightly lit area; AL: NE; Saves: P; XP: 540.

## Area 2-8 – The Gatekeeper

Read or paraphrase the following:

*The corridor ends in a wall with peculiar adornments. Large carvings depict some sort of ceremony, possibly a sacrifice, carried out by macabre, only slightly humanoid creatures. A bearded humanlike head has been chiseled out of the wall, its countenance awe-inspiring and astoundingly realistic.*

The head is magical in nature and has an interesting history. It speaks Common, Dragon, Infernal and Undercommon. It has a 16 Intelligence and is knowledgeable about magic, architecture, religion, mining, the planes, and engineering. The face has 35 hp and takes minimum damage from any attack, and only takes damage from silver or blessed weapons. A CL 0 INT check can give PCs a hint on the riddles, and a CL 10 INT check gives the answer. Give a 100 XP bonus per riddle to PCs who ACTUALLY solve the riddle without resorting to INT checks.

A wrong answer causes the head to blast the offending character with a fiery blast that deals 4d6 fire damage if it hits with a ranged touch attack (a person's AC vs. a touch attack is 10+Dex bonus (Monks add their class AC bonus as well); there is no save. His bonus to hit is +3.



Alternately, the head can blast with a *burning hands* spell as if cast by a 7th level caster. The head can use these abilities 7 times per day (total).

The head will not allow the PCs to leave until they answer all three questions, threatening to burn them with its spell-like abilities. They can attempt to give the right answers, just go away (the Gatekeeper shall be deeply offended) or try to destroy the head. The Gatekeeper's only means of defense are yelling and blasting with fiery rays, but it can't do so forever. (The head can take only one action per round, invariably using a spell-like ability). In any case, destroying the head or giving three correct answers opens the secret door behind the Gatekeeper. Although the door can be found before that, it has no keyhole and can't be opened by other means short of breaking the wall.

The riddles are as follows:

*I can change color, but I am not a chameleon.*

*My stench is horrid, but I am not a skunk.*

*I live in caves, but I am not a bat.*

(Troglodyte)

*I am a zealot cursed by my goddess.*

*My visage is horrifying, but I can conceal it with spells.*

*My soul is elven, my limbs spiderlike.*

(Drider; "Sirthim" is also correct)

*I have no arms, but I spin magic.*

*My countenance is human, but my body is not.*

*Look into my eyes and become my vassal.*

(Spirit naga; "The Slithering Overlord," "Pserkipis," or simply "naga" are also valid answers)

## Area 2-9 – Bearded Fiends

Read or paraphrase the following:

*Flames and gemstones are the primary decorative motif of this chamber, seen on tapestries as well as painted on the walls. The room's guardians are two stocky grey dwarves, who welcome you with brutal laughter, and a repulsive bearded being armed with a viciously sharpened glaive. There are two doors on the far wall.*

Characters who look above the door through which they enter will note an inscription in Dwarven reading, "Covet the gemstones of your soul," a common gray dwarf adage.

"Some fiendish assistance wouldn't hurt this stronghold," thought Felak-Ruhad, and he was right. He was able to cajole a bearded devil into becoming his personal bodyguard. Since then he hasn't regretted a minute of it. Greus, as the barbaz is called, enjoys torturing and mutilating prisoners and attacks any interlopers with an

unsettling enthusiasm. The duergar that have been given to him to serve as cannon fodder are slowly becoming as sadistic as their devilish superior. Although they don't have a common language to converse in, they have developed a primitive sign system to coordinate tactics in battle.

**Tactics:** The barbazus and his conscripts are Felak-Ruhad's first line of active defense, and they won't let him down. In the first round, the conscripts advance, while Greus flies into a battle frenzy and charges the closest PC. The adventurers' opponents are shock troops par excellence, relying on sheer power and impetus to crush foes; their tactics can be described as beating down the enemy before it beats them down. They are zealous and powerful, but only Greus can hold on for long. If the PCs seriously injure the barbazus, it steps back, then tries to call in more bearded devils. Successful or not, the following round Greus uses his *greater teleport* ability to escape; he *teleports* to Felak-Ruhad's shrine and warns him of the adversity that the priest is about to face.

**Greus the Barbazu (Bearded Devil):** HD 6d8 (30 hp each), Spd 40'; AC 17, Serrated Glaive does 2d6 dmg plus infernal wound, or 2 claws do 1d6 dmg each and Beard does 1d8 damage; if both claws hit, beard hits automatically for maximum damage; Infernal Wound- a creature damaged by the Barbazu's glaive continues to take 2 dmg per round from blood loss until cured (magical curing will only work if the caster can make a CL 6 WIS check), Battle Frenzy: There is a 10% cumulative chance per round of combat that a Barbazu goes berserk. While berserk it gains +2 to hit and damage, but -3 to its AC; Only harmed by +1 or better weapons, Darkvision 60 ft., immune to fire and poison, half damage from acid or cold, 60' SR 6, telepathy (100 ft.), At will 1/round: *teleport without error*, *command*, *fear* (by touch), *produce flame*; Summon Fiends: 1/day it has a 35% chance to summon 1d6 more Barbazus (they cannot summon anything, however), AL LE; Saves: P; XP: 510 (+420 more per Barbazu summoned).

**Equipment:** Serrated Glaive (infernal wound is not a property of the weapon, merely of the wielder), however, it does do 2d6 dmg.

**Duergar Conscript (3):** see 2-1.

## Area 2-10 – Chained Devil

Read or paraphrase the following:

*Iron bars, cuffs, and chains hang around the walls; many of them are quite old and rusty. A magic circle complete with esoteric symbols and glyphs has been inscribed on the floor with some luminescent paint. A humanlike figure in shackles and manacles all over its body is standing inside the circle, anchored to the room's ceiling with a light chain made of a bluish metal.*

Felak-Ruhad is using this room for his thaumaturgic rituals (and sometimes for torture), summoning and binding extraplanar creatures to his will. It has a very bleak and depressing look to it, and it is justified by acts of horrible atrocity completed inside its walls. As a result, the entire room radiates a faint aura of evil.

With the aid of a powerful duergar priest, Felak-Ruhad was able to call a chain devil named Gintard from the depths of the netherworld, but the fiend showed little obedience. Angered, the cleric decided to teach the obstinate devil a lesson and imprisoned him inside the magic circle. In addition, the senior priest who aided Felak-Ruhad used a magical chain, made of mithral imbued with the essence of the Astral Plane, to secure Gintard in place and prevent his escape. The kyton resents this ironic captivity and seeks any opportunity to return to his fiery pits.

A wizard, illusionist, or cleric can attempt a CL 5 INT check (A rogue can try a CL 10 Decipher Script check) to identify the symbols on the magic circles as sigils used to contact Aflufad. A CL 10 INT check by a bard, wizard, illusionist reveals an uncommon magical effect associated with the chain: it keeps Gintard from any harm whatsoever (much like *temporal stasis*), but he is not unconscious, can perceive his surroundings and even talk, but cannot move or use any of his special attacks.

The adventurers might at first try to attack and kill Gintard, though it quickly becomes evident that they can't damage the kyton and vice versa. Gintard is very loquacious, and gladly tells the tale of his confinement to the PCs. He knows a lot about the gray dwarf stronghold, and can give almost exhaustive information about Felak-Ruhad and his minions. The kyton underlines that he wants to escape Azadûm as soon as possible and will help the PCs fight gray dwarves and perhaps other enemies (for as long as it is convenient to him).

Gintard states (truthfully) that there are several ways to set him free. The first is a *dispel magic* spell targeted at the magic circle; The second way to release Gintard is breaking the bluish chain. It made of mithral, but has been magically strengthened to only be harmed by weapons of good alignment. The third way is to sprinkle the circle with Felak-Ruhad's blood. If either the circle or the chain is somehow neutralized, the obstacle that remains also loses its power (the chain breaks, the circles fades, etc.).

A caster casting *dispel magic* must make a CL 7 INT or WIS check for the spell to free Gintard. Breaking the Mithral chain is also possible. It can only be damaged by magical weapons that have been *blessed* by a cleric. The chain only takes damage each time it is struck equal to the magical bonus of the weapon striking it. It has 30 hp.

If Gintard is freed, he betrays the PCs when the time is right – for example, when they are severely wounded and surrounded by enemies. If the adventurers are not in their fullest vigor when they free him, the kyton glee-



fully fights them in the chamber, where he can put his dancing chains ability to good use. In some other fighting venue, he employs his unnerving gaze and flails any apparent priest with his chains, always adapting to the current combat situation. Dying on the Material Plane means final death for the kyton (as he has been called, not summoned), so he is not above fleeing to Felak-Ruhad's quarters, apologizing and asking him to destroy the interlopers.

## AFLUFAD

Aflufad, a malicious and overbearing deity of the underground also known as The Ruby Lord and The Covetous One, is lawful evil. He is worshipped by many races that inhabit the world's depths, but his most faithful adherents are the gray dwarves. He rules over the riches concealed in the earth's womb, and promises to reward anyone avaricious and unscrupulous enough to use any means to gain them. The god also has dominion over underground flames: it is said that he created the first gemstones from hellfire in his forge. Aflufad is fond of gems, particularly rubies; his followers prize them as sacred objects. His priests, clad in bright-red cloaks, frequently lead duergar explorers further into the depths, driven by their inflated lust for power and riches.

Aflufad grants access to the following domains: Earth, Evil, Fire, Law, and Trickery. His symbol is a fire pit and his favored weapon is a ruby scepter (treat as a morningstar). Aflufad's priests have no set time for prayer, for it's difficult to track time underground (but this doesn't give them any particular advantage over other clerics). The deity usually sends evil fire or earth elementals as his heralds.

**Gintard the Kyton (Chain Devil):** HD 8d8 (40 hp); Spd 30'; AC 19; Chain attack does 2d4 dmg; Dancing Chains: a Kyton can cause up to 4 chains within 20' to come to life and attack. The chains become barbed and grow up to 15' long; Unnerving Gaze: All within 30' must make a CHA save or take a -2 penalty on attack rolls for 1d3 rounds; Requires silver or better weapons to be hit; Darkvision 60'; Immunity to cold; Regeneration 2hp per round; SR 8; AL: LE; Saves: P; XP: 695.

## Area 2-11 – Earth Jail

Read or paraphrase the following:

*Two cages and a pit dominate this room. Shackled figures are kept in the cages, and various torture devices hanging from a rack on the wall hint to the horrible fate that sooner or later meets everyone imprisoned here. A creature about ten feet tall, resembling a human-like pile of rock, stone, and earth, stand before the cages and reacts to your coming with an unintelligible roar.*

This jail is perhaps one of the most inescapable in existence. It is guarded by an earth elemental that needs no food and no rest, an implacable guardian. Should anyone be crafty enough to escape his bonds, the elemental will easily bull rush the exhausted prisoner into a 60-foot deep spiked pit. It takes a CL 5 Climb check to scale its walls, but generally no one survives to attempt climbing out.

**Spiked Pit Trap-** It is a CL 5 DEX save to avoid falling in. One who falls in takes 6d6 dmg from a 60' fall and 6d4 from spikes at the bottom. Finding the trap is a CL 5 check removing the trap is a CL 5 check as well.

**Creatures:** A sole large earth elemental conjured by Felak-Ruhad works as a jailor, prison guard and riot police in this sinister room. While not particularly bright, the creature can take advantage of the special features the room has to offer. It is emotionless, tireless and completely obedient to the duergar cleric, a perfect minion to any would-be petty tyrant.

**Tactics:** The elemental takes its guard duty quite seriously and will waste no time in attacking the PCs. It is a powerhouse in melee, but the creature does not limit itself to straightforward brawling and knows some dirty tricks. The elemental will use an overbearing attack on the toughest looking PC and try and push him into the spikes. For the purpose of an overbearing attack, the Elemental has an AC of 17 while a PC's AC would be 13 +Strength bonus. The elemental's earth mastery will grant him a +4 bonus on this overbearing attack (so a +12 to hit including his Hit Dice). Success means the PC targeted by the attack has been thrown into the pit. Otherwise, it is no more intelligent than a typical elemental and can be outsmarted by cunning players. Only the elemental's destruction can free it from its obligations.

**Development:** After dispatching the elemental, the PCs can talk to the chained prisoners. One of them is Eyrdran, a knight of the Order of the Invincible Sun (male human Pal5, hp 42, 31 points of nonlethal damage) and Fridmir, a dwarven noble (male dwarf Kni6, hp 48, 33 points of nonlethal damage). They were captured at different moments and in different places but have discussed a lot during their imprisonment and

developed a grudging sort of friendship. Both are eager to tell their stories – after they are freed. The keys to their cages are in Felak-Ruhad's possessions, but the locks can be either picked (a CL 15 Open Lock check) or broken (35 hp, minimum damage per hit); bending the cages' bars (a CL 9 Strength check) is also a nice solution. Their shackles are expert manacles (hardness 10, 10 hp, break CL 13).

Eyrdran tells that he was captured during the assault of the shrine. The trogs who convoyed him spoke of somebody called "Pserkipis," "The Slithering Overlord," and "a serpent with a human face." Then the trogs were attacked by gray dwarves, and Eyrdran became a captive once again. However, he did manage to leave a warning about his imprisonment. The paladin vaguely remembers having been interrogated by a gray dwarf priest in a fiery-red cloak who wanted to know all about the treasure hoard and Pserkipis.

Fridmir proudly claims to be a descendant of Leigmund Rockweaver, and relates the legend of the Underground Paradise (see the beginning of the description of subdungeon III on page XX). The dwarf mounted an expedition to find this fabled place, but it turned out to be ill-planned, and all his companions were slaughtered in a duergar ambush. Fridmir has the same memories of being questioned as Eyrdran.

Both former prisoners beg to recover their equipment from the bottom of the pit; they say the PCs can keep all their money if they do so. Whether they accompany the party and fight beside the PCs or not is up to you and the specifics of your campaign. If you feel the PCs need some assistance, let it be; if you don't, convince the players that NPCs can have a life of their own (perhaps they will wish to split up from the PCs to cover more ground).

**Treasure:** The prisoners' gear was thrown at the bottom of the pit. Eyrdran's possessions are the following: full plate, expert heavy shield, expert longsword, 3 *potions of cure light wounds*, a scroll of *enhance attribute: Constitution*, 3 flasks of holy water and a pouch of 120 gp. These are the items of Fridmir: expert chainmail, expert dwarven battleaxe, heavy crossbow, 10 bolts, *cloak of resistance +1* and 200 gp.

**Earth Elemental:** HD 10d8 (50 hp); Spd 20'; AC 19; Slam for 2d8 Dmg; Earth Mastery: opponents touching the ground take full damage from the elemental's attack (opponents in the air or in water take -4 damage from them); Earth Glide: An earth elemental can "swim" through earth and stone (a move earth spell can fling it out of the ground, back 30 feet, and stuns it for one round unless it makes a CON save); Regeneration 2hp per round it touches the earth; Darkvision 60'; Requires +2 or better weapons to hit; Saves: P; AL: N; XP: 1210.

## Area 2-12 – Hall of Burning Avarice

Read or paraphrase the following:

*This grand hall is decorated with fiery-red tapestries depicting dancing flames surrounding some glistening gemstones. A slab of red granite, covered with a brocade cloth and littered with gems of all kind, stands near one of the walls.*

Felak-Ruhad spends most of his time in the shrine, supplicating the spirit of greed to grant him more gems and gold. He is almost completely oblivious to everything that's going on beyond his immediate domain, but the duergar is likely to notice especially loud noises and prepare accordingly.

**Creatures:** Felak-Ruhad is an astute and malicious leader, showing no mercy or compassion neither to his subordinates nor to his enemies. He was attracted here by the rumors of the Mother Lode (see area 1-7), but grabbing Pserkipis' treasure now seems a more real task to him, and Felak-Ruhad will stop at nothing to obtain it. He has already interrogated Fridmir and Eyrdran and will torture them to death out of sadism if not out of necessity. In any case, Felak-Ruhad is driven by clear and understandable motives, justifying the destruction of everyone not subservient to him.

### NEW ITEM

#### *Elixir of Fire Breath*

A more potent version of the *Flame Gout Potion*, this red liquid allows the drinker to breath fire three times, each time doing 4d6 dmg to a single target up to 25 feet away. The victim can make a CL 0 DEX save for half damage. The elixir's magic wears off after an hour or until three blasts are expended.

**Tactics:** Given due time to prepare, Felak-Ruhad casts these spells in order: *bless*, *aid*, *shield of faith*. If he can sense the PCs' movement near the room, he calls his pet hell hound and makes it bark as loud as it can to attract their attention. In the following round, the cleric drinks his potion of *meld into stone*. While the adventurers fight the hell hound, Felak-Ruhad casts *produce flame*, drinks the *elixir of fire breath* and, after two or three rounds, surfaces with a nasty surprise, like *bane*, *cause moderate wounds* or even his newfound breath weapon. He despises arcane spellcasters and uses silence to prevent them from casting. With all the due measures taken, Felak-Ruhad can resist even a numerous and well-organized party. But when faced with imminent death (about 10 hp remaining), the priest remembers about self-preservation and tries to slip out while after becoming invisible.

**Treasure:** Assorted gems, offered to Aflufad to placate him, are the PCs' for the taking. The pile mainly consists of rock crystals, but there are also many pieces of amber, amethysts, deep green spinels and even a small uncut diamond. The total worth of this one-pound pile is 3,600 gp; the brocade cloth is worth 400 gp. Buried under the pile is the disk of the Setting Sun.

**Felak-Ruhad, Gray Dwarf Cleric:** HD 6d8+6 (36 hp); Spd 20'; AC 21; BtH +5 with +1 Morningstar for 2d4+2 dmg; Cleric Abilities: As an evil 6th level cleric; Mental Illusions: at will, by spending an entire round concentrating, a Gray Dwarf can generate an illusion, including turning himself invisible. A PC is immune to these illusions for 1 hour if he rolls 1d20 equal or under his Intelligence -12; Deepvision 120'; Dwarf Traits; Significant Attributes: Str 14, Con 14, Int 13, Wis 16, Cha 8; Primes: Wisdom, Constitution; AL: LE; XP: 396.

Spells Prepared:

0th: *create water, first aid x3, detect magic*

1st: *bane, bless, shield of faith*

2nd: *aid, silence, cause moderate wounds*

3rd: *dispel magic, cause blindness*

**Possessions:** +1 full plate, +1 heavy steel shield, +1 morningstar, elixir of fire breath, jasper-encrusted holy symbol (fire pit) (600 gp), keys to area 2-6, the chest in it, and the cages in area 2-11.

**Hellhound:** HD 4d8 (20 hp); Spd 30'; AC 16; Bite does 1d6 dmg +1d6 fire dmg; Fire Breath does 4 points of damage (2 points of target makes a DEX save); Darkvision 60'; Immunity to fire; Tracking (as a ranger); Saves: P; AL: LE; XP: 200.

## Sub-Dungeon III: Underground Paradise

The creation of the Underground Paradise is attributed to Leigmund Rockweaver, an epic dwarven druid of times long gone. It is said that he attempted to recreate a natural environment of distant past (even relative to the era when he lived) deep underground as a test of his abilities. And so he entered an enormous cave, created an invisible but potent source of life, covered the rocks with a layer of soil, caused terrible lizards to jump into existence from the void, and established the laws of this ecosystem – all in but 10 minutes of the spell's casting time. With each dawn of the underground luminary, a generation of docile but nutritious mammals faintly reminiscent of sheep appeared out of nowhere to serve one sole purpose – feed the predators. The predators would exercise their hunting skills and be well-fed, but would breed at an incredibly slow rate, lest they over-

run the entire subterranean world with their progeny. At night, the illumination would change to starlight and foster the creatures of the night. After creating this utopian mini-world, Leigmund moved elsewhere and then mysteriously vanished without trace.

Unfortunately, most of the powerful dinosaurs were killed off in an epidemic outbreak and now their numbers are very low. Nevertheless, Pserkipis found them to be imposing and loyal creatures, for they seem to completely ignore reptilian or ophidian enemies, used to as they are to the faux mutton of the Paradise. The naga invited a troglodyte hermit called Tusai to take care of the creatures then established two elevators, the first connecting the Hissing Caves of his tribe to the Paradise, and the second leading to his "palace" – a large cave where he lairs and keeps his hoard.

### Sub-Dungeon Features

Areas in sub-dungeon III have widely varying features. The features depend on where the room exactly is – in the Paradise proper (areas 3-7 through 3-13), Hissing Caves (3-1 through 3-6), or the Slithering Overlord's palace (area 3-14).

**Ceilings:** The ceilings in the Hissing Caves are generally 15 feet high. In all areas of the Paradise, they are 60 to 80 feet high, with a small variation depending on the exact location.

**Walls:** All walls in the sub-dungeon are hewn stone walls. They require a CL 10 Climb check to climb.

**Floors:** The floor in the Hissing Caves is smooth but covered in debris. Movement is not penalized; however, a CL -5 DEX check is required to run or charge across such a floor. Failure means the character can still act, but can't run or charge in this round. The natives of the caves, adapted to this limitation, do not have to make these particular checks.

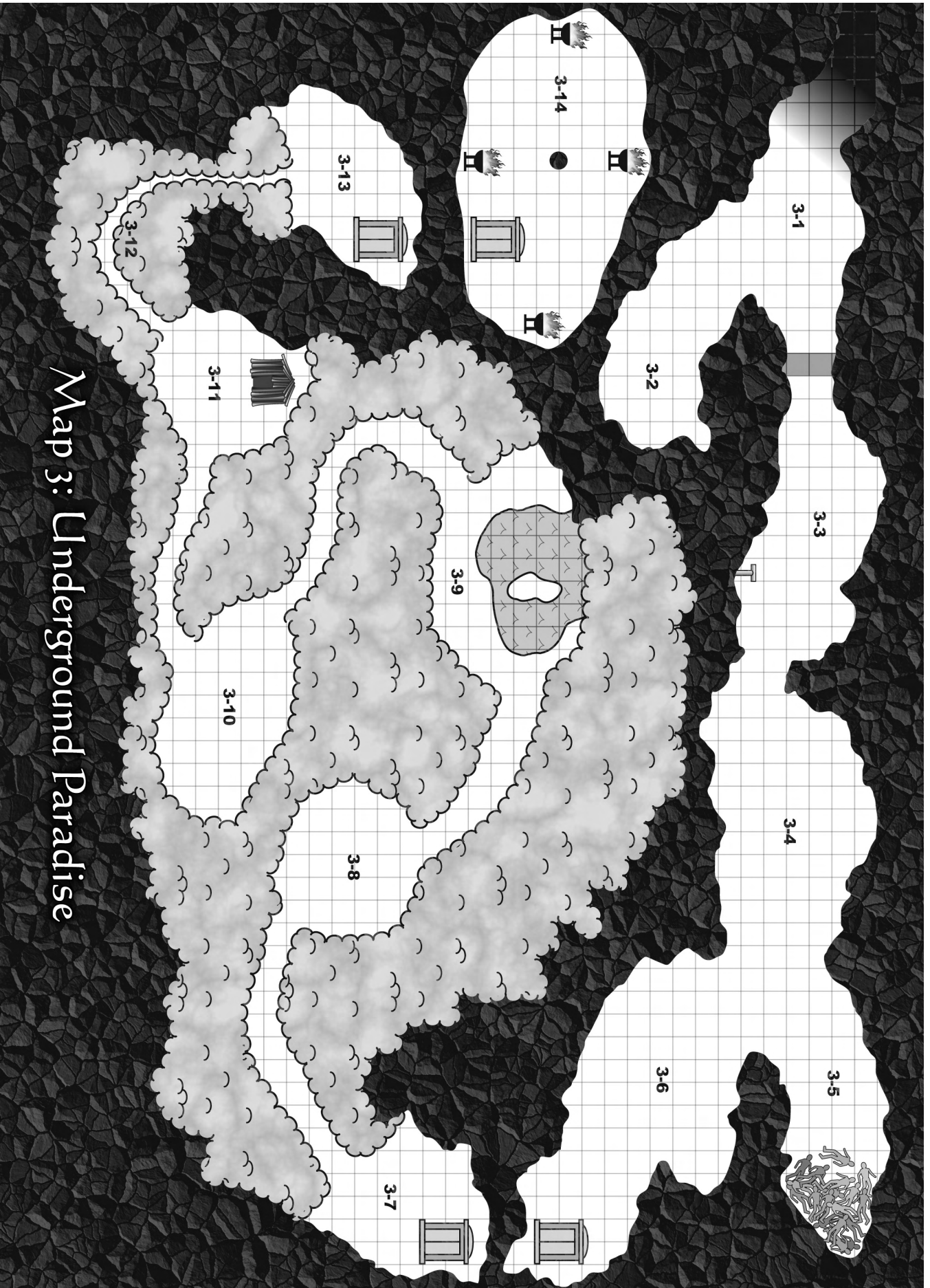
The floor in the Underground Paradise (with the notable exception of the Palace; see below) is covered in light undergrowth. Unless the area is a path or a clearing, it costs 10 feet of movement to move 5 feet, and each square provides a +2 AC bonus from cover. Move silently checks have a -2 penalty here.

The floor in the Palace is impeccably smooth.

**Lighting:** All rooms in the Hissing Caves are well illuminated by phosphorescent fungi. The entire Underground Paradise is in either broad daylight or illuminated by tiny invisible stars, depending on the time of day. The Palace is well illuminated by braziers.

### Wandering Monsters

There are no wandering monsters in this sub-dungeon.



# Areas of the Map

## Area 3-1 – Watchful Fungus

Read or paraphrase the following:

*The bewildering maze of tunnels finally ends in a sort of a finish line. Giant fungi and moss grow in abundance in this passage that certainly leads further into the cave system. They come in the most bizarre shapes and sizes, including huge violet specimens with some sort of tendrils protruding from their bodies.*

This is the antechamber of troglodyte territory. The narrow passage is indispensable as a strongpoint, as it forces the potential antagonists to advance in increments of two or three, making a large force more manageable. Apart from that, a vegetable alarm system put up by the Overlord ensures that almost no one passes through it unnoticed.

**Creatures:** Shortly after assuming leadership over the troglodytes, Pserkipis ordered his followers to plant a colony of giant fungi near the entrance to the caves to create a “living alarm” that would instantly inform his subjects of a possible invasion. Although several duergar regiments have penetrated this line (as the mushrooms do not have any special ability to detect invisible creatures), the fungi are still considered a reliable if noisy defense.

**Tactics:** The fungi are accustomed to troglodytes moving around the entrance, so they do not react to anything that resembles a reptilian humanoid. The PCs can trick them with alter self and the like. However, the

shrieker fungi waste no time in announcing the arrival of a potential menace, and the violet fungi blindly attack the nearest interloper.

**Development:** The shriekers’ cries can be heard in areas 3-2, 3-3 and 3-4. The 7 troglodytes residing in areas 3-2 and 3-3 rush towards the source of danger and arrive in 2 rounds. The *charmed* gray dwarf and their trog commander from area 3-4 position themselves near area 3-2 and attempt to set an ambush should the characters be victorious.

If the troglodytes arrive at area 3-1 before the PCs dispatch the annoying fungi, they fight in an organized way, surrounding their enemies and cutting off any possible escape routes. Both raiders and skirmishers relish melee combat and single out any characters that are using ranged weapons, forcing them into a close-quarters fight. If at least 4 of the troglodytes are defeated, the survivors retreat to their respective areas, where they hide and wait the PCs’ coming.

**Screecher Fungus (3):** HD 3d8 (15 hp each); AC 8, Shriek: Movement or light within 10 feet causes the fungus to emit a piercing sound that lasts for 1d6 rounds; Twilight Vision; Saves: None; XP: 45 each (135 total).

**Violet Fungi (3):** HD 2d8 (10 hp each); Spd. 10’.; AC 13, four attacks by tentacle does 1d4 dmg plus poison, AL N. No Prime. Poison does 1 point of incurable hit point damage per turn unless the target makes a CON save. The pain of this rotting effect is so excruciating, the target has a –2 to all actions and checks until healed. XP: 40 each (120 total).

## Area 3-2 – Rookie Raiders

Read or paraphrase the following:

*Apparently, the cave doubles as living quarters. Crude bedrolls lie on the hewn floor, along with primitive pottery and unsophisticated personal belongings. All the objects produce a rather unpleasant smell.*

Pserkipis uses this cave to house the younger and less experienced trog warriors. He believes they should learn the hard way and forces them to live in Spartan conditions and in constant jeopardy – their cave is the first one next to the entrance, and the youngsters will be the first to face the adversary. The mindset of the Overlord’s minions lacks such concepts as privacy and decency, so the troglodytes do not object to such an existence.

**Creatures:** Four troglodytes with no class levels (called “raiders”) spend their time in this cave, constantly vigilant and waiting for an attack. In their spare time, they hold sparring matches or entertain themselves by tormenting a small animal, such as a rat or a bat.





**Tactics:** Most likely, the raiders will face the PCs in area 3-1 (see above). If for some reason they are forced to fight in their quarters, they place emphasis on flanking, attacking unarmored antagonists or ranged combatants, and obstructing the narrow passage leading out of the cave. The trogs fall back, possibly to 3-1 or 3-3, if two of them face defeat at the PCs' hands.

**Troglodyte Raider (4):** HD 2d8 (10 hp each); Spd 30'; AC 15; Morningstar does 2d4 dmg or two claws do 1d2 dmg and bite does 1d4+1 dmg; Stench (See common subterranean creatures notes at start of this appendix); Darkvision 90'; Saves: P; AL: CE; XP: 20 each (40 total).

*Possessions:* morningstar, heavy wooden shield, 10 gp.

## Area 3-3 – Skirmisher Squad

Read or paraphrase the following:

*This is a yet another inhabited cave. The furnishings, however, are more luxurious than in the previous area, and are better maintained. Alas, the smell remains the same.*

Three skirmishers – that is, troglodytes with a record of actual battles and considerable experience – are quartered in this chamber. To protect his valuable soldiers from a sneak attack by his enemies, Pserkipis has constructed a trap and taught the trogs to avoid it and properly use it in battle. It is a very old but reliable mechanical device that, with a small explosion, causes stalactites to fall from the cave's ceiling. Its "touch trigger" is actually a lever on a southern wall, hidden from casual observers (WIS check CL 5), but well known to the trogs.

**Creatures:** The skirmishers are a hardy lot, proud of their position and bearing the name of The Overlord's Favored. They would not risk their lives in vain, but are determined to defend the Paradise from rapacious adversaries.

**Tactics:** On hearing the shrieker's cry, the trogs attempt to hide in the room's corners and prepare to meet the enemy with an unpleasant surprise. Once they see the PCs enter, one of the trogs pulls the lever and activates the trap. Then the skirmishers rush into the battle with glee. They try to take advantage of flanking and prefer to fight lightly-armored characters first. Eliminating two-thirds of their number compels the remaining troglodyte to try an escape to 3-6, where he warns and joins the veterans.

**Falling Stalactite Trap:** 6d6 dmg—half if victims make a CL 0 DEX save or none if victims make a CL 5 DEX save. Find Traps CL 5, Remove Traps CL 10.

**Trog Skirmishers (3):** HD 4d8 (20 hp each); Spd 30'; AC 15; Expert Morningstar gives +1 to hit, and does

2d4 dmg or two claws for 1d2 dmg and bite for 1d4+1; Stench; Darkvision 90'; AL: CE; Saves: P; XP: 120 each (360 total).

*Possessions:* expert morningstar, heavy wooden shield, 30 gp.

## Area 3-4 – Foreign Legion

Read or paraphrase the following:

*This cave is much like others, but its population is quite different. A well-built troglodyte brandishing a waraxe of obvious dwarven workmanship prepares to attack you, followed by two grey dwarves who seem to be fighting on his side.*

Pserkipis used to put much trust into his charming gaze ability, but it let him down on too many occasions. Grimlocks and their vermin mounts are completely immune to this power, and the accursed grey dwarves are resistant to spells and spell-like effects. However, The Slithering Overlord did manage to brainwash two gray dwarf conscripts, and now they regard the naga and his cronies as their allies. At times, Pserkipis summons them into his presence and renews the effect. This "foreign legion" is lead by Sesaesen, a seasoned troglodyte fighter worshipful of gray dwarf warfare and weaponry. Since his childhood he has been collecting and trying to recreate dwarven weapons and armor, and is considered to be a "dwarf expert" in the community. Sesaesen is particularly proud of his +1 *dwarven waraxe* that he found in a forgotten weapon supply and then used in countless combats. The duergar are immune to poison and therefore unaffected by Sesaesen's vile stench – a fact that makes their cooperation even more viable.

**Tactics:** The creatures' tactics depends on where they face the PCs. If they hear the alarm, they reposition themselves near the intersection close to areas 3-1 and 3-2. Sesaesen bravely marches forward, and the conscripts enlarge themselves and obstruct the passage, using their superior reach to help the troglodyte fight. If the encounter takes place in 3-4, the duergar, after using enlarge, move to the walls of the chamber, putting almost the entire area inside their reach. Sesaesen uses all his combat skills against his opponents, using Power Attack to the maximum against unarmored foes. He has an incredibly high AC, but a powerful fighter-type aided by several other characters (never underestimate the aid another action!) and a spellcaster with the right spells can turn this considerable advantage into nothing pretty soon. Using dispel magic (caster level check CL 3) to return duergar back to normal is a good idea: although they definitely won't help the PCs for too long, they are too weak to backstab them, and won't help Sesaesen. Should the PCs gain the upper hand, the duergar turn invisible and retreat all the way to area 3-6 (possibly using the elevator to descend into the

Underground Paradise). The troglodyte takes flight using the same route upon being reduced to 10 hp or less, but he fights viciously if cornered.

## NEW WEAPON

### *Dwarven Waraxe*

The dwarven war-axe is in some ways similar to the bastard sword, in that it can be wielded one- or two-handed. To use a Dwarven Waraxe in one hand requires a Strength score of at least 13. When used in one hand, the weapon does 1d10 damage, in two hands, it does 1d10+1 dmg.

**Gray Dwarf Conscripts (2):** See area 2-3

**Sesaesen, Troglodyte Fighter:** HD 6d10+6 (42 hp); Spd 30'; AC 20; BtH +9 with +1 *Dwarven War Axe* for 1d10+4 dmg and Bite for 1d4+2; Fighter Abilities: includes weapon specialization Dwarven War Axe; Stench; 90' Darkvision; Significant Attributes: STR 16, CON 14, CHA 8; Primes: Strength, Constitution; AL: CE; XP: 372.

*Possessions:* expert chainmail, expert heavy steel shield, +1 *dwarven waraxe*, serpent-shaped pendant (400 gp).

## Area 3-5 – Makeshift Mortuary

Read or paraphrase the following:

*A pyramid of dwarven and human bodies has been erected in this cave. Strangely enough, there is no odor of decay, and the corpses are almost intact, although they've definitely been here for a while.*

*Suddenly, two grey dwarves clad in tattered garments leap out the body of the body pile. Only their crooked, clawed hands and a maniacal gleam in their eyes show that they have already been dead at least once.*

**Creatures:** Used to all kinds of atrocious smells and keeping their hygiene to a minimum, the troglodytes dumped all dead bodies, of friends and foes alike, into this room. After Pserkipis had come to be the leader of the trog tribe, he quickly abolished this ghastly practice and taught his minions to embalm their dead with the herbs from the Underground Paradise. The terrible smell disappeared, giving way to a strange side effect. Strangely enough (and maybe due to the overwhelming evil associated with The Slithering Overlord), this new burial rite caused Pserkipis' fallen enemies to rise as particularly strong wights, utterly loyal to their killers. Surprised at first, the naga decided to use the undead as special forces in future battles. For the time being, he ordered the wights to hide among other corpses and

attack any strangers imprudent enough to desecrate the burial grounds with their presence.

**Tactics:** The gray dwarf wights hide among the corpses, then charge the PCs if they come too close. Sadistic and thoroughly wicked, they choose the weakest-looking antagonists, the ones most likely to be killed quickly. The wights carry out their simple but brutal tactics until they are destroyed.

**Treasure:** The wights have some of their personal belongings remaining of them. They carry a silver ring (50 gp), a mithral helmet (300 gp) and two elaborate belts with golden buckles made of monitor lizard skin (both worth 200 gp).

**Gray Dwarf Wights (2):** HD 4d12 (28 hp each); Spd 30'; AC 15; Slam attack does 1d6 dmg + Energy Drain; Create Spawn—anyone killed by a wight can rise as a wight under the control of the slayer; Energy Drain—anyone touched by a wight loses a level and the wight regains 5 hp; Darkvision 60'; Saves: M; AL: LE; XP: 232 each (364 total).

## Area 3-6 – Descent to Paradise

Read or paraphrase the following:

*The one thing in this otherwise unremarkable cavern is an elevator-like mechanism, standing near one of its walls. A multitude of ropes and pulleys keep it running, and a regiment of three battle-scarred trogs sporting remarkably well-kept morningstars and shields stands in your way.*

Pserkipis built the elevator using the labor of enslaved dwarves to facilitate access to the Underground Paradise for his minions. The elevator is a complex device, operating on a system of ropes, pulleys, levers, switches, clockwork mechanisms and a little bit of magic. It goes down a shaft 200 feet deep; four Medium creatures can stand on its platform without any problems, though up to eight can squeeze if needed, losing their Dexterity bonuses to AC while doing so and taking a -2 penalty to attack rolls while fighting in the elevator. The platform descends or ascends at a speed of 10 feet per round at initiative count 1. The shaft can be used to descend using other methods, magical (*fly*, *spider climb*, *feather fall*) as well as mundane climbing (a CL 5 Climb check). Do remember the depth, the (usually slow) climbing speed, and that the elevator, unless lowered, blocks all other methods of descent.

**Creatures:** The most seasoned and forthright of Pserkipis' servants are defending the upper part of the elevator. They are fanatically loyal to the Overlord's cause and have spilled a lot of gray dwarf and grimlock blood to prove that. The veterans are ever vigilant and ready to resist any invasion of this strategically important area.

**Tactics:** The veterans try to hide if they hear the PCs' footsteps, to possibly attack with surprise. After that, they surround the party, coordinating their attacks on a party member of most apparent power. The trogs are likely to change their target if actual combat proves they have made the wrong choice. They block the entrance onto the platform at all costs and do not surrender or retreat, glorifying the Overlord in Dragon as they yield to their wounds.

**Troglodyte Veteran:** HD 5d8 (25 hp); Spd 30'; AC 16; Expert Morningstar has +1 to hit and does 2d4 dmg or two claws do 1d2 and bite does 1d4+1; Stench; 90' Darkvision; AL: CE; Saves: P; XP: 205.

**Possessions:** expert morningstar, heavy darkwood shield, 80 gp.

## NEW ITEM

### *Darkwood*

This rare magic wood is as hard as normal wood but very light. Any wooden or mostly wooden item (such as a bow, an arrow, or a spear) made from darkwood is considered an expertly crafted item and weighs only half as much as a normal wooden item of that type. Items not normally made of wood or only partially of wood (such as a battleaxe or a mace) either cannot be made from darkwood or do not gain any special benefit from being made of darkwood. In effect, a Darkwood item has 1 less ENC than an ordinary wooden item.

## INTO THE JUNGLE

The jungle is a dense forest. If the PCs stray off the paths, they have to move through thick undergrowth (which quarters their movement speed) and a Ranger, Druid, or Elf must make a CL 0 WIS checks to avoid getting lost. However, as the jungle is rather compact, the PCs need to make the check once per 5 minutes, and gain a +2 bonus to each subsequent check. Some monsters (particularly the dinosaurs or Tusai) may engage the characters in the deep woods if they hear their movement.

Flying using the *fly* spell to make a beeline through the woods, has two serious drawbacks. First, the woods obscure the flying PCs' sight, and they can miss some important or curious locations (for example, the octophis' pond). Second, the PCs make themselves particularly visible, so some creatures (Tusai and the girallon, for example) can easily spot them and bombard them with spells or rocks.

## Area 3-7 – Gates of the Paradise

Read or paraphrase the following:

*A complex elevator-like mechanism connects the chamber with the upper level. Before your eyes stands a most unlikely sight for a cavern several hundred feet below surface: a primeval grove overgrown with lush vegetation. The plants are definitely tropical and rise all the way up to the sixty-foot ceiling. An unknown luminary gives off the light that spreads through the surroundings, nurturing the flora and irradiating your path. As if there weren't enough weirdness, a bloated cross between a human, a toad and a lizard greets you on the way down, flapping its rudimentary wings, clashing his oozing jaws and brandishing an enormous club.*

**Creatures:** A revolting creature called Lurgash guards the entrance to the Underground Paradise from possible enemies. Lurgash is exceptionally obese; his oily skin constantly secretes foul slime, and his toadlike head has a massive maw full of teeth sharp as blades. His mother was a high priestess of the divine toad-lizard worshiped by troglodytes, and his father a hezrou demon in service of this deity. The priestess was killed during a drow invasion, and Lurgash was forced to roam the tunnels, using his superior strength and magical abilities to survive in such an unwelcoming place. Finally, the half-fiend found the Hissing Caves and was accepted into service by The Slithering Overlord. Lurgash became Pserkipis' main bodyguard, torturer and executioner. The monster enjoys his obligation and gleefully torments any victims that fall in his greasy and putrid arms. While playthings are scarce, Lurgash devotes his time to guard duty.

**Tactics:** If the PCs use the elevator, Lurgash hears the noise and yells a warning in croaking Dragon, asking for the code phrase (it is a Dragon phrase meaning "Look in Pserkipis' eyes!" and can be obtained from any captive underling of the Overlord). Should he hear the right password, Lurgash lays down his guard and can be attacked with surprise once the PCs descend. Needless to say, he attacks with reckless abandon if the characters don't provide the correct code phrase or aren't properly disguised. Lurgash begins primal fury on the first combat round and starts pummeling the toughest-looking character into dust with his greatclub. If the party includes any clerics of good deities prominently displaying their garb or symbols, Lurgash attacks them instead, starting the battle with an *unholy blight* targeted to include the entire party if possible. In any case, he fights mercilessly until his chosen opponent is not moving, ignoring all distractions unless they seem too taxing. After knocking out or killing one opponent, Lurgash offers quarter to the rest, guaranteeing them life if they surrender and agree to being escorted

to Pserkipis' presence. (Of course, this is a vicious lie; the half-fiend leads the PCs into the jungle and leaves them at the dinosaurs' mercy.) If they refuse, Lurgash chooses a random enemy and flings himself at him. The barbarian is a singularly hard-hitting adversary, but his single-minded devotion to destruction undermines his instinct of self-preservation; Lurgash always goes on fighting until he drops dead.

## NEW SPELL

### *Unholy Blight*

*Level 4 Evil Cleric Spell*

The caster calls up unholy power to smite his enemies. The power takes the form of a cold, cloying miasma of greasy darkness.

Only good and neutral (not evil) creatures are harmed by the spell.

The spell deals 1d8 points of damage per two caster levels (maximum 5d8) to a good creature (or 1d6 per caster level, maximum 10d6, to a good outsider) and causes it to be sickened for 1d4 rounds, taking a -2 penalty on attack, damage, and saves. A successful CHA save reduces damage to half and negates the sickened effect. The effects cannot be negated by *remove disease* or *heal*, but *remove curse* is effective.

The spell deals only half damage to creatures who are neither evil nor good, and they are not sickened. Such a creature can reduce the damage in half again (down to one-quarter) with a successful CHA save.

CT 1, Range 100', AoE 20' Radius, Duration: Instant +1d4 rounds, SR Yes, Comp V, S.

**Lurgash, Half-Fiend Troglodyte Barbarian:** HD 5d12 (35 hp); Spd 30' (30' Fly); AC 16; BtH +8 with +1 *Greatclub* for 1d10+4 dmg or two claws for 1d2+3 and bite for 1d4+4 dmg; Stench; *Smite Good*- 1/day this fiend can attack a good target with +4 to hit and +5 dmg; Darkvision 90'; Barbarian Abilities: as a 5th level barbarian including Combat Sense, Primal Force, Primal Fury, and Primal Might; Half Damage from electricity, cold, and fire; only harmed by +1 or better weapons; SR 10; Spell-Like Abilities: *darkness* 3/day, *desecrate* 1/day, *unholy blight* 1/day, AL: CE; Saves: P; XP: 315

*Possessions:* Gauntlets of Ogre Power give him an 18 Strength, +1 *Greatclub* does 1d10+1 dmg.

## Area 3-8 – Pack Hunters

Read or paraphrase the following:

*The jungle trail leads into a small glade, surrounded by thick bushes. It is crisscrossed with large paw marks belonging to a very large bird or reptile.*

When the deinonychus attack, read or paraphrase the following:

*Suddenly, three erect reptiles twice as tall as a human break out of the bushes, charging you from different sides.*

**Creatures:** This glade happens to be the hunting ground of a deinonychus pack. These highly organized predatory dinosaurs hunt sheeplike mammals, as almost all Paradise's carnivores do, and have honed their stalking skills to near perfection. They seldom have a chance to test them on new prey, and they definitely will not pass such an opportunity.

**Tactics:** The dinosaurs wait in the bushes, concealed by heavy foliage. They pounce on randomly chosen PCs in the first combat round, each one from a different direction. Then the deinonychuses circle around, constantly harassing their opponents with their sharp talons. The death of one pack member and serious wounds to the remaining two cause the pack to break up and disperse.

**Deinonychus (3):** HD 6d8 (30 hp each); Spd 60'; AC 16; Two talon attacks do 1d8 dmg, two foreclaws do 1d4 dmg, and bite does 2d4 dmg; Pounce: A Deinonychus can attack with all of its talons and claws after making a successful charge attack with its bite; Twilight Vision; AL: N; Saves: P; XP: 390 each (1,170 total).

## Area 3-9 – Octophis Pool

Read or paraphrase the following:

*Reeds as tall as two humans surround this small, pleasant-looking pool. The water surface is thick with duckweed, and hordes of dragonflies and other small insects flit above the water. In the pool's center there is a minuscule patch of dry land, covered with heaps of gold and shining weapons!*

Once the octophis attacks, read or paraphrase the following:

*Eight fleshy snakes dart out from the below the water surface, their fangs dripping with venom. A moment later, a large squid-like head rises, leading to the unlikely conclusion that the snakes are actually tendrils of some unthinkable abomination.*

The pool, about 30 feet deep, was created by Leigmund and is magically refreshed and replenished every day. Once it was full of fish and crustaceans but now some other, terrifying creature inhabits it.

**Creatures:** A subterranean horror called an octophis ("eight-snake") has taken control of the pond. After assuming leadership of the trogs, Pserkipis ordered that they bring a very young octophis specimen from a far-away underground lake and release it here. The octophis is a consummate hunter, bringing doom to dozens of small herbivores a day. It, however, is waiting for big game, and has displayed some of his treasure on a minuscule island to attract humanoid attention.

**Tactics:** The octophis is very aware and should get at least a general clue that something is approaching its pond. Then it submerges itself and waits for a good chance to strike. The octophis surfaces with a big splash and then chooses an opponent among the PCs, preferably someone burly, to torment with his snake-tentacles. His full attack routine is extraordinarily dangerous, unless the PC has a high CON save or has some special resistance to poison (such as dwarves do). If its chosen opponent goes down, the octophis grabs the body and disappears under the pool surface. The aberration does the same if it loses four or more tentacles or has less than a quarter of its hit points remaining. It makes a last stand if somebody is unwise enough to pursue it into the water.

**Treasure:** On a small island, the octophis has displayed the following treasure: a *wand of hold person* (CL 5 WIS save negates) with 24 charges remaining, 2,500 gp, a scabbard with engravings that is encrusted with gemstones (400 gp), an ornate silver dish (700 gp), a moonstone necklace (900 gp), and a silver chalice inlaid with chalcedony (1200 gp). All of this treasure was given by the Slithering Overlord to commend the octophis for its distinguished service.

**Octophis:** HD 10d8 (50 hp); Spd 10' (30' swim); AC 18; Eight tentacles hit for 1d6 dmg each +poison and bite does 1d8 dmg; Poison: victim must make a CON save or lose 1d3 constitution (lost points return 1/day); Darkvision 60'; Awareness: Only surprised on a "1"; AL: NE; Saves: M; XP: 1,700.

## Area 3-10 – Raptor on a Rampage

Read or paraphrase the following:

*A spacious clearing almost completely devoid of grass or plants stands before you. Oversized reptilian tracks are firmly imprinted on the ground, and, in the thicket, you can discern a enormous upright reptile, advancing in your direction with alarming velocity.*

**Creatures:** The clearing is the home turf of a megaraptor, a ravenous reptile as big as a house and always in need of food. Even though the magic that created the Underground Paradise gives the dinosaur a never-ending supply of fresh mutton, it is looking for something



new. Sometimes Pserkipis laments that the magic available to him cannot reduce the voracious megaraptor's size, so that he could take it out of the Paradise and unleash it upon his foes.

**Tactics:** The megaraptor, because of its size, is visible from afar, though it exerts itself to choose the most overgrown parts of the thicket as its hiding place. The dinosaur pounces upon the closest enemy it sees, unleashing a whirlwind of claws and teeth. It is not the most lucid tactician in the world, so the creature's maneuverings are limited to all-out attacks against his chosen prey. The megaraptor runs away to seek aid from Tusai (see area 3-11) if the PCs reduce him to less than 20 hit points or otherwise prove themselves to be a hard nut to crack.

**Megaraptor:** HD 10d10 (60 hp); Spd 60'; AC 16; Two talons do 3d6 dmg, two foreclaws do 1d6 dmg, and bite does 1d10 dmg; Pounce: A Megaraptor can attack with all of its talons and claws if it makes a successful charge attack with its bite; Twilight Vision; AL: N; Saves: P; XP: 1,650.

## Area 3-11 – The Scaly Hermit

Read or paraphrase the following:

*A tiny hut stands along the arboreal splendor of the forest, completely at odds with the untamed wilderness around it. All around the hut, footprints of giant reptiles are in abundance.*

**Creatures:** Tusai, a troglodyte druid who used to live near an underground stream and breed fungi, entered the service of Pserkipis as a forest warden. His job is to



take care of the dinosaurs and the trees and ensure no troglodyte gets hurt. Tusai keeps a robust monitor lizard as his companion and pet. The druid reviles all non-reptilian life and particularly hates humans, so he welcomed the invasion of the shrine. He lives an ascetic life inside the 10-by-10 foot empty hut, admiring the unearthly beauty of the Underground Paradise.

**Tactics:** If he has time to cast spells before combat, Tusai will cast *barkskin* for a +4 AC bonus. He will then cast *protection from elements: fire* on himself. He then casts *produce flame*, holding the fire ready to throw. He will cast *spike stones* in the area that the largest cluster of PCs are standing in. Enemies hampered by the *spike stones* will then be targeted by a *summon swarm*. He will use *chill metal* on the largest metal weapon. He will use *summon animals* to summon a Deinonychus (see area 3-8) to fight for him and hamper the party. If things look grim, he will use *plant growth* to cover his escape, and *meld into stone* if he must to escape them. He also has a second *barkskin* prepared to turn into a tree if he must, or he could use this guise to ambush the party, appearing after they have passed the “tree”. He has already cast *goodberry* today and has some left over from yesterday, allowing him to regain 8hp by eating a handful of berries during the battle.

**Tusai, Troglodyte Druid:** HD 8d8+16 (56 hp); Spd 30'; AC 18 (22 w/ Barkskin); BtH: +6 with +1 *Spear* for 1d8+2 dmg, or +4 with sling for 1d4+1 dmg; Stench; Darkvision 90'; Druid Abilities: as an 8th level Druid, including: Resist Elements: +2 to all saves vs. elemental dmg; Woodland Stride; Totem Shape: Alligator; Significant Attributes: Str 14, Con 16, Wis 16, Prime Attributes: Wis, Cha; AL: NE; XP: 898.

Spells Prepared:

0th: *first aid* x2, *detect neutrality* x2, *detect poison*

1st: *barkskin* x2, *goodberry*, *pass without trace*, *faerie Fire*

2nd: *produce flame*, *chill metal*, *speak with animals*, *summon swarm*

3rd: *plant growth*, *meld into stone*, *protection from elements*

4th: *spike stones*, *summon animals*

Possessions: +1 *Spear*, +2 *Large Darkwood Shield*, *Sling*, 10 *Sling bullets*, *Dinosaur Skin Cloak* worth 800 gp

**Monitor Lizard Companion:** HD 5d8 (35 hp); Spd 30' (Swim 30'); AC 17; Bite does 2d6 dmg; Twilight Vision; Saves: P; AL: N; XP: 255.

## Area 3-12 – Girallon Hollow

Read or paraphrase the following:

*The tallest trees in this weird grove grow in this portion of the forest. Gigantic ferns and palm trees try to reach the sky, but can only rise up to the cave's seventy-foot high roof. Heaps of rotting leaves lie at your feet, and the sun (or whatever is illuminating this huge cave) can barely penetrate the canopy of foliage.*

**Creatures:** A girallon finds this portion of the Underground Paradise comfortable enough to call it home. It lives 30 feet above ground, in a large hollow near the top of a high tree. The magical beast is awfully vicious and has driven off larger predators (including a megaraptor) on numerous occasions. Constant adversity has forced the girallon to use its brains a bit more often, and the creature's Intelligence is higher than average for its kind. It can speak awkward Undercommon (although it prefers more clear-cut methods of settling disputes) and use primitive tools. To boot, the girallon has developed a habit to throw down rocks, logs and other heavy objects on opponents that can't reach it on the tree. At any given time, the creature keeps a supply of 2d6 such objects in the hollow.

**Tactics:** The girallon is fury itself. It loathes all visitors to his territory and will stop at nothing to chase them back into the woods, though it would rather devour each and every unwanted guest. If it notices the PCs' approach beforehand, the magical beast promptly climbs the tree and hides in the hollow. As soon as the PCs come close enough, the girallon starts bombarding them with throwing rocks, with no rhyme or reason to its targets. Return ranged attacks or combat spells do not force it to shift tactics as long as the girallon has enough throwing rocks. Once it exhausts its supply, the monster runs down the tree and drops itself upon one of the PCs (treat as a charge attack). After that the girallon savages the randomly chosen combatant, tearing his skin with claws. A wounded girallon is even more dangerous as a healthy one, and the monster does not give up clawing and biting until either killed or subdued.

**Treasure:** Unlike many of its ilk, this girallon is fond of collecting treasure, and often receives petty rewards from Tusai. In the tree hollow, it keeps 150 gp, 1200 sp and a pouch filled with bloodstones (30 stones at 50 gp each).

**Girallon:** HD 7d10 (42 hp); Spd 40' (40' climb); AC 15; Four claws do 2d4 dmg each, and bite does 1d8 dmg, or Thrown rock does 2d6 dmg; Rend: A Girallon that strikes with 2 claws against the same opponent automatically rends for an extra 2d6 dmg, or 4d6 dmg if all 4 claws hit the same opponent; Darkvision 60'; Twilight Vision; Scent; AL: N; Saves: P; XP: 644.

## Area 3-13 – Two Trustees

Read or paraphrase the following:

*The forest becomes less and less thick until the trees almost completely disappear. An elevator shaft is perhaps the strangest thing to see on the fringe of the jungle, though there have been enough surprises to call it an ordinary sight.*

This elevator leads all the way up to Pserkipis' palace, 100 feet above. It operates in a way identical to the one in area 3-7.

**Creatures:** A motley crew of unlikely bodyguards patrols the place where The Underground Paradise borders The Overlord's Palace. It consists of Kirararg, a troglodyte hunter thoroughly knowledgeable of the underground forest, and Iarzog, a babau demon who has found Pserkipis' unscrupulous methods appealing to his nature and offered the naga a pact of mutual protection. The two sometimes bicker with each other, but more often than not enjoy their position as The Overlord's penultimate defense line. Kirararg and Iarzog use their knowledge of the dungeon and teamwork to dispose of enemies strong enough to penetrate so deep into the heart of Pserkipis' realm.

**Tactics:** Both creatures have keen eyes and ears, and Kirararg's bat can detect hidden and invisible foes (he keeps it for precisely that purpose). The troglodyte and the babau hide between the rocks and then emerge to launch a surprise attack. The ranger fights his favored enemies before all others, and the demon tries to help him, flanking and back attacking. Iarzog is particularly hard to beat because of his damage reduction and numerous resistances. However, the babau is afraid of losing his companion, and, when Kirararg goes down, runs to the elevator and activates it, attempting to inform Sirthim and get reinforcements. Kirararg heavily relies on melee combat and uses the *javelin of lightning* as a last resort or to blast a particularly threatening spellcaster he can't reach.

### VARIANT RULE:

#### *Evil Rangers*

Normally, rangers are wardens who defend human and demi-human lands from incursions by humanoids and giants. They use their combat marauder ability to decimate these foes.

But what if the ranger is an evil humanoid? It would make more sense that these evil rangers would be better suited at attacking their racial enemies—humans and demihumans. Thus, instead of Giants and Humanoids, evil rangers use their combat marauder ability against humans and demi-humans! This makes evil rangers very dangerous to parties of PCs!

**Kirararg, Troglodyte Ranger:** HD 7d10+14 (56 hp); Spd 30'; AC 15; BtH: +7 with +1 *Battle Axe* for 1d8+4 dmg and +4 with Expert Handaxe for 1d6+3 dmg (BtH is +10 if he attacks with only one weapon), or +9 with two claws for 1d2+3 each and bite for 1d4+4 dmg; Stench; Darkvision 90'; Twilight Vision; Ranger Abilities: as a 7th level ranger including: Conceal, Move Silently, Scale, Track, Delay Poison, Traps, Survival, Combat Marauder +7 dmg to humans and demi-humans; Favored Enemy: Dwarves (+2 to hit, and AC vs dwarves); Significant Attributes: STR 18, Con 17, Wis 13; Primes: Str, Wis; AL: CE; XP: 662.

*Possessions:* +1 battleaxe, expert handaxe, eyes of the eagle, javelin of lightning.

**Bat Companion:** HD 1d4 (2 hp); Spd 5' (40' fly); AC 20; Attack: N/A; Blindsense 20'; Twilight Vision; AL: N; Saves: P; XP: 7. The bat has been trained to screech twice when any intruders approach, invisible or otherwise.

**Iarzog, Babau Demon:** HD 7d10 (42 hp); Spd 30'; AC 18; Two claws do 2d6 dmg and bite does 1d6 dmg; Back Attack x3 dmg [as a rogue]; Sneak Attack +2 hit +4 dmg [as a rogue]; Summon Demon: 1/day, there is a 40% chance that Iarzog can summon another Babau; Only hurt by cold-iron or better weapons; Darkvision 60'; Immunity to electricity and poison; half damage from acid, cold, and fire; Protective Slime: anyone touching a Babau takes 1d8 acid damage, nonmagical weapons striking it have a 30% chance of being destroyed with each strike [magical weapons have this chance reduced by 10% per +1 magic bonus]; Telepathy within 100'; Spell-like Abilities at will: *darkness*, *dispel magic*, *see invisibility*, *teleport without error* (self only), SR 7; AL: CE; Saves: P, M; XP: 879.

## Area 3-14 – Palace of the Slithering Overlord

Read or paraphrase the following:

*The vast room looks like a veritable palace, with serpent-themed tapestries hanging on the walls and a slender bronze pillar in its center. Piles of treasure cover the floor, and braziers with burning incense complete the majestic impression. Curled around the pillar is a majestic serpent with a crimson-black body and a human face, expressing extreme pride and bloodlust. He is flanked by two steadfast human warriors, brandishing hammers and wearing the Order's insignia, and a grey-haired man in priestly vestments, also obviously a member of the Order. The three seem strangely resolute to defend the serpent.*

This is the palace of Pserkipis the Slithering Overlord, the vengeful, arrogant and desirous serpent that has done the Order so much harm. Ironically, he is protected by three Order members, *charmed* by the naga's gaze and ready to defend him as they would defend a trusted companion. Pserkipis is basking in the glory of his recent (mis)deeds, planning the future destruction of his duergar, grimlock and human enemies. However, the monster is assured that he will need new and better minions to do this. The trogs' disorganized nature was the reason behind high casualties and the loss of a sizable portion of the loot. That is why Pserkipis is pondering on finding another tribe or better underlings. The PCs, who already have slaughtered the most of his cronies, are the prime candidates.

Pserkipis has already subjugated three order members, a priest called Rothgar and his two sons, Galafried and Walafried. They were captured during the assault and brought before the Overlord's eyes. Since then, they have been guarding his treasure hoard. Pserkipis has renewed the *charm* effect many times, and, although the Order members are harder to control than trogs, he is quite pleased with his new bodyguards.

**Tactics:** Unless the PCs have been extremely ingenuous and stealthy, The Slithering Overlord is likely to be well informed about them, and using the noisy elevator makes it even easier for him to detect them. The serpent utilizes both his and his *charmed* minions' abilities to boost himself before combat. he has his *charmed* cleric cast *aid*, and *shield of faith* on him, and orders him to cast a *spiritual weapon* (send it after the enemy spellcaster) as soon as any combat begins, and *bestow curse* the next round on the strongest warrior.

Meanwhile, Pserkipis will cast *see invisibility*, *freedom of movement*, and *shield* on himself as the party nears. As soon as combat begins, he will cast *mirror image*, then attempt to use his Charm Gaze [note- once a PC has saved against the gaze, s/he is immune to it for 24 hours], then cast *fire shield*, then *deep slumber* on the strongest looking warrior still standing (but not on an elf, he knows they have a resistance to it). He will then try using *hold person*. His goal is to charm/hold the entire party, so that he can add them to his throng of loyal (charmed) minions. If he must, he will resort to bites and constriction, however.

After the PCs finally arrive to his palace, Pserkipis welcomes them with a smile and nods to his bodyguards to close in for the kill. The PCs should understand that killing members of the Order, even *charmed* ones, can put them into serious trouble, so they might try to dispel the effect. If that is not an option, using nonlethal damage or nondamaging spells against them is a good idea.

If the adventurers succeed in liberating Rothgar and his sons from the enchantment, the members of the Order attack Pserkipis with ferocity (and closed eyes; the brothers' Blind-Fight proves to be particularly useful in this regard), and the naga is in serious trouble. In general, neutralizing his gaze attack (for example, with a

well-placed blindness-causing spell) eases the battle considerably and gives a huge psychological advantage – Pserkipis seems to be overly confident of this ability. His spells are also quite dangerous, but, in the long run, the gaze makes the difference. Do reward the PCs for sound tactics, coordinating their efforts, and NOT killing Rothgar and sons (give them double the experience points they would have received for killing them).

The battle with The Slithering Overlord can be incredibly difficult, but ultimately, the PCs should be on the winning side. The victory requires some sound tactics, shrewd spellcasting and lots of luck. You should give subtle tactical tips beforehand and urge the players to discuss their strategy. Be fair, but don't forget that sometimes (especially in a role-playing game) enjoyment comes before justice.

Pserkipis, when faced with certain defeat, casts *gaseous form*, using that spell to escape through a small ventilation hole in the ceiling. Ultimately, it leads him to area 3-1, and the Overlord slithers into the tunnels. It takes his gaseous form 2 rounds to reach the opening, however – plenty of time for the PCs to finish him off. Anyway, you should award the characters the due experience even if Pserkipis escapes; even if he's not dead, the PCs did defeat him.

**Treasure:** A pile of 6,000 gp, 10,000 sp, and 3 star sapphires (each worth 800 gp) is waiting to be taken by the PCs. In addition, there are 3 *potions of spider climb*, and, last but not least, the Disk of the Splendorous Sun.

**Notes:** Pserkipis is an unusual spirit naga, for his arcane spell casting is actually stronger than his divine casting ability. He has devoted much time and study to the arcane arts, effectively making him the equivalent of a 9th level wizard for spell casting instead of the usual 5th for spirit nagas. His divine spell casting ability is only that of a 7th level caster, however. Because of this advantage, Pserkipis is worth more experience points than an ordinary spirit naga, even though there is no difference in actual hit dice.

## CONSTRICTION

On a round following a bite attack, a naga can begin constricting a victim for 1d10+2 dmg per round—characters with less than 15 Strength cannot break free, and characters with 15 Str or greater can try to make a CL 9 STR save every round to break free. To begin constricting, the Naga must make a successful grapple against the target (see grappling rules pg 117 C&C Players Handbook. Note that the Naga is large sized, and is considered AC 17 [19 if opponent is small] under the grappling rules. A Naga can only constrict one opponent at a time, but may continue doing other actions while constricting someone.

**Pserkipis the Slithering Overlord, Spirit Naga Wizard:** HD 9d8 (45 hp); Spd 40'; AC 16; Bite does 1d3 dmg +Poison; Poison: victim must make a CON save or take 1d3 dmg per round for 1d6 rounds (additional bites during this time do not add to this poison effect); Spellcasting—As a 9th level wizard and a 7th level cleric; Constriction: see sidebar; Charming Gaze—anyone looking at or hearing the Naga when it uses this ability must make an INT save or be permanently charmed (until the naga dies); Darkvision 60'; Saves: P; AL: CE; XP: 2,805.

Wizard Spells Prepared:

0th: *detect magic, mending, open/close, ghost sound, mage hand*

1st: *magic missile x3, shield, read magic*

2nd: *see invisibility, acid arrow, mirror image, web*

3rd: *deep slumber, dispel magic, gaseous form*

4th: *confusion, fire shield*

5th: *cone of cold*

Cleric Spells Prepared:

0th: *first aid x3, detect magic, detect good*

1st: *cure light wounds, command, sanctuary, shield of faith*

2nd: *hold person x2, spiritual weapon*

3rd: *cure serious wounds, magic circle vs. good*

4th: *freedom of movement*

**Rothgar Human Cleric Level 5:** HD 5d8+5 (30 hp); Spd 20'; AC 17; BtH: +4 with +1 *Greatsword* for 2d6+2 dmg; Cleric Abilities: as a level 5 cleric; Significant Attributes: Str 15, Con 14, Wis 16; Primes: Wis, Con, Cha; AL: LG; XP: 270.

4/4/3/1

Spells Prepared:

0th: *detect magic x3, light*

1st: *inflict light wounds, cure light wounds, command, sanctuary*

2nd: *aid, shield of faith, spiritual weapon*

3rd: *bestow curse*

*Possessions:* expert full plate, +1 *greatsword*, scroll of *cure serious wounds*, gold holy symbol (crossed greatswords against a sunburst background).

**Galafried and Walafried, Human Fighters Lv 3 (2):** HD 2d10+2 (14 hp each); Spd 20'; AC 17; BtH: +4 with +1 *Warhammer* for 1d8+3 dmg; Fighter Abilities: Weapon Specialization: Warhammer; Significant Attributes: Str 15, Dex 13, Con 14, Wis 8; Primes: Str, Dex, Con; AL: LG; XP: 38 each (76 total).

*Possessions:* expert breastplate, expert heavy wooden shield, +1 *warhammer*.

## Concluding the Adventure

Depending on the PCs' action, there can be numerous outcomes to this adventure.

**The Overlord is Dead:** If the PCs slay (or drive away) the naga and return the solar discs, they *may* be rewarded. This probability depends on their handling of *charmed* Order members. The Order officials won't be too happy to know that the PCs have killed some of their fellows, even charmed ones, so unless the characters are flim-flam experts or happen to be convincing enough, their reward shall be withheld. By contrast, returning Galafried, Walafried and Rothgar to safety yields an even greater reward (appropriate to your campaign). The PCs achieve a good standing with the Order, and can expect preferential treatment in their temples and a constant influx of job offers. You can try to build an entire campaign around the Order, involving the PCs in such adventures as *DCC #12: The Blackguard's Revenge*. You can expect a similar reaction from other patrons if you are using different hooks.

Sirthim can also become a lasting ally of the PCs, provided they have proved their friendship. The drider can share his newly-developed elixirs with the party and even accompany them on particularly difficult underground adventures.

**We've Been Charmed:** The campaign takes an entirely new dimension should the entire party fall under Pserkipis' sway. If players of the *charmed* characters do not object, they can fulfill errands for the Slithering Overlord, slowly becoming as depraved as he is. After pitting the PCs against the grimlocks, the duergar, and the Order, you could give them an opportunity to break away from the *charm* and turn the tables on the naga.

**Failure:** Pserkipis wins, and everybody loses, if the PCs don't complete their quests. In several weeks, he eradicates most of the grimlocks, *charms* Sirthim and then puts an end to the gray dwarf threat. Although most of his troglodytes perish, he assembles a new army of gray dwarves and surviving grimlocks cowed by Sirthim and attacks the Order's citadel – a first step in his path of domination. If you want to build a campaign around these events, your players could create a "replacement" party that arrives just in time to help defend the citadel.

# Appendix I: Monsters of The Slithering Overlord

## NEURONEA

### Large Magical Beast

<b>Hit Dice:</b>	7d10 (42 hp)
<b>Speed:</b>	40 ft. climb 20 ft.
<b>Armor Class:</b>	16
<b>Attack:</b>	Bite (2d6 dmg plus poison)
<b>Special Attacks:</b>	Poison, spell-like abilities
<b>Special Qualities:</b>	Darkvision 60 ft., ever-vigilant, tremorsense
<b>Saves:</b>	Physical
<b>Environment:</b>	Underground
<b>Organization:</b>	Solitary
<b>Treasure:</b>	7
<b>Alignment:</b>	Always neutral

*This spiderlike creature is a bit smaller than a horse. Its carapace has a silvery gleam to it, and its eight eyes are hazy blue.*

Neuroneas are distantly related to monstrous spiders. A common theory suggests that a colony of monstrous jungle spiders migrated underground. Longtime exposure to strong magical energies deep below surface irreversibly changed their nature, and the resulting creature, the neuronea is a completely distinct species with noteworthy intelligence and numerous magical abilities.

These solitary creatures live on bats, large vermin and the occasional underground humanoid. Neuroneas' unusual poison and spell-like abilities make them singularly adept at disabling prey. After their victims succumb to sleep (caused either by poison or a

spell-like ability), neuroneas carry them away to their lairs to have a feast.

Although they do not normally associate with anyone, neuroneas can sometimes be found in the company of night hags, who use their sedative abilities to haunt people's dreams.

A typical neuronea's body is about 9 feet long. It weighs about 750 pounds.

A neuronea cannot speak but understands Undercommon.

### COMBAT

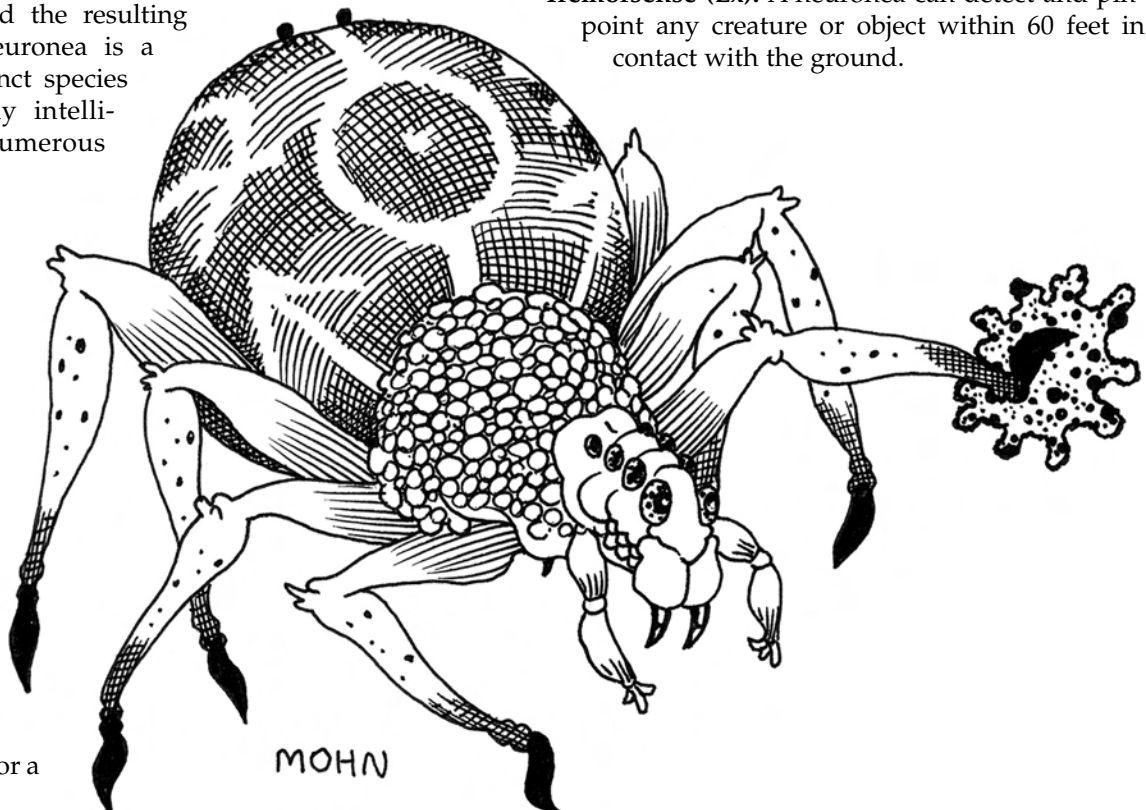
The number of its opponents defines a neuronea's combat tactics. It generally strikes from the cave's ceiling, using *sleep* or *deep slumber*, depending on how many opponents it sees. Then the neuronea descends to proceed with its bite attack. Note that this creature has no special means to determine the Hit Dice number of its enemies, so it prefers to use *deep slumber* when fighting humanoids, just in case.

**Poison:** Victim must make a CON save or fall asleep and lose 1d8 wisdom for 1d3 hours;

**Ever-Vigilant:** The Neuronea is immune to any spell or ability that involves sleep or dreams

**Spell-Like Abilities:** 3/day – *sleep* 1/day – *deep slumber* Caster level 7th.

**Tremorsense (Ex):** A neuronea can detect and pinpoint any creature or object within 60 feet in contact with the ground.





# OCTOPHIS

## Large Aberration (Aquatic)

<b>Hit Dice:</b>	10d8 (50 hp)
<b>Speed:</b>	10 ft. swim 30 ft.
<b>Armor Class:</b>	18
<b>Attack:</b>	8 Tentacle (1d6 plus poison) and bite does 1d8 dmg
<b>Special Attacks:</b>	Poison
<b>Special Qualities:</b>	Darkvision 60 ft.
<b>Saves:</b>	Mental
<b>Environment:</b>	Underground
<b>Organization:</b>	Solitary
<b>Treasure:</b>	10, roll twice and add results
<b>Alignment:</b>	Always neutral evil

*An oversized octopod head rises from the water. Then the creature shows eight appendages that disturbingly resemble writhing, hissing, fanged vipers.*

Octophises inhabit bleak subterranean lakes and seas, ever hungry for food and treasure. They were created by aboleth mages in macabre cross-breeding experiments involving giant octopi, skum, and vipers of monstrous sizes. The result turned out to be somewhat less than expected, but octophises are still powerful enough to terrorize subterranean waterways.

These aberrations make their underwater lairs in underground reservoirs, where potential prey comes to water itself. Octophises are particularly fond of humanoids, as they usually carry a lot of highly prized shiny objects. The underground horrors usually keep their treasure underwater, but may display it on a rocky island to lure particularly gullible adventurers.

An octophis' body is 9 feet long, with tentacles extending to 20 feet. It weighs 600 pounds.

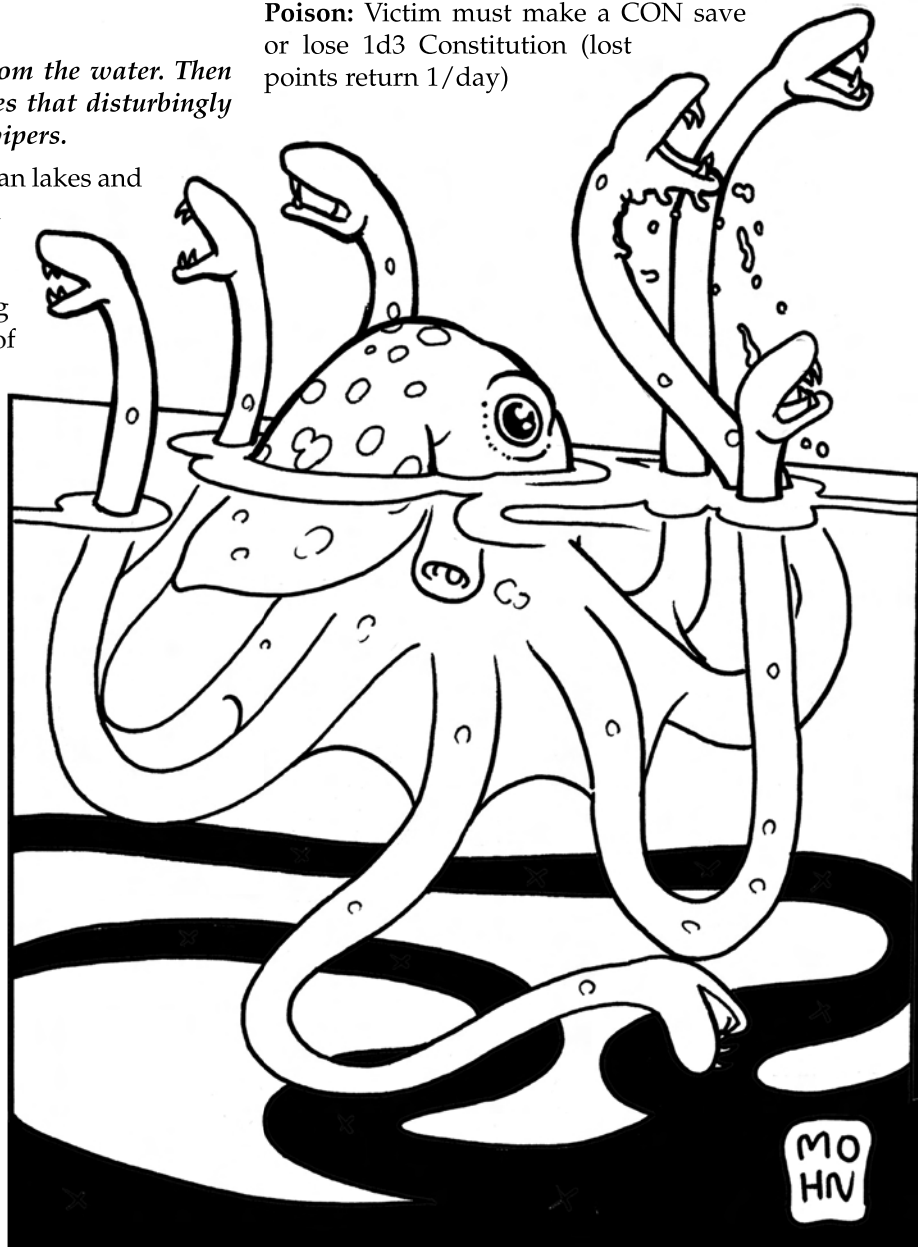
Octophises speak Aquan, Common and Undercommon, but seldom bother to do so.

## COMBAT

After an octophis notices a potential victim, it conceals itself deep underwater, then surfaces to attack. It concentrates on a single opponent and employs its powerful array of natural attacks. Although the poison produced by octophises' snake-tentacles is very mild and quickly dies on fresh air, the sheer number of attacks can overwhelm even the toughest opponent.

An opponent can attack an octophis' tentacles with a sunder attempt as if they were weapons. An octophis' tentacles have 10 hit points each. If an octophis is currently grappling a target with the tentacle that is being attacked, it usually uses another limb to make its attack of opportunity against the opponent making the sunder attempt. Severing one of an octophis' tentacles deals 5 points of damage to the creature. An octophis usually withdraws from combat if it loses four tentacles. The creature regrows severed limbs in 1d10+10 days.

**Poison:** Victim must make a CON save or lose 1d3 Constitution (lost points return 1/day)



# SHIMMERING SLUG

## Large Aberration

<b>Hit Dice:</b>	8d8 (40 hp)
<b>Speed:</b>	20 ft. burrow 10 ft.
<b>Armor Class:</b>	20
<b>Attack:</b>	Slam (2d8) or madness goo ranged touch (2d4 acid plus Wisdom damage)
<b>Special Attacks:</b>	Bewilderment, madness goo
<b>Special Qualities:</b>	Darkvision 60 ft., stability, half damage from acid (immune to its own), tremorsense 60 ft.
<b>Saves:</b>	Physical
<b>Environment:</b>	Underground
<b>Organization:</b>	Solitary
<b>Treasure:</b>	8
<b>Alignment:</b>	Usually neutral

*A ten-foot long mollusk resembling an oversized garden slug crawls in your direction. It leaves behind a trail of a multihued fluid, and changes its coloration every moment in a perplexing way.*

The shimmering slug is one of the creepiest underground dwellers. Its origins are uncertain, but the fact that its creator had a morbid imagination and an incredible magical power is undoubted.

Shimmering slugs roam twisting passages in sunless cave systems far from large subterranean cities. Their ecology is not well researched; the slugs supposedly live on mineral matter because they produce a special type of mild acid that slowly dissolves stone and helps them burrow. They are solitary in the fullest sense of the word, and shun all contact with other creatures. Shimmering slugs are androgynous and can reproduce without a mate. The famous bewildering coloration of the slugs is possibly a defense mechanism, used to befuddle and scare away potential enemies. The so-called madness goo that creates this tint is highly caustic and is probably used in the creature's digestive system. These creatures can

burrow through solid rock, and usually leave behind a usable tunnel 5 feet in diameter.

A typical shimmering slug is about 10 feet long (though some witnesses have reported 30-foot specimens). It weighs 2,000 pounds.

A slug cannot speak but understands Undercommon.

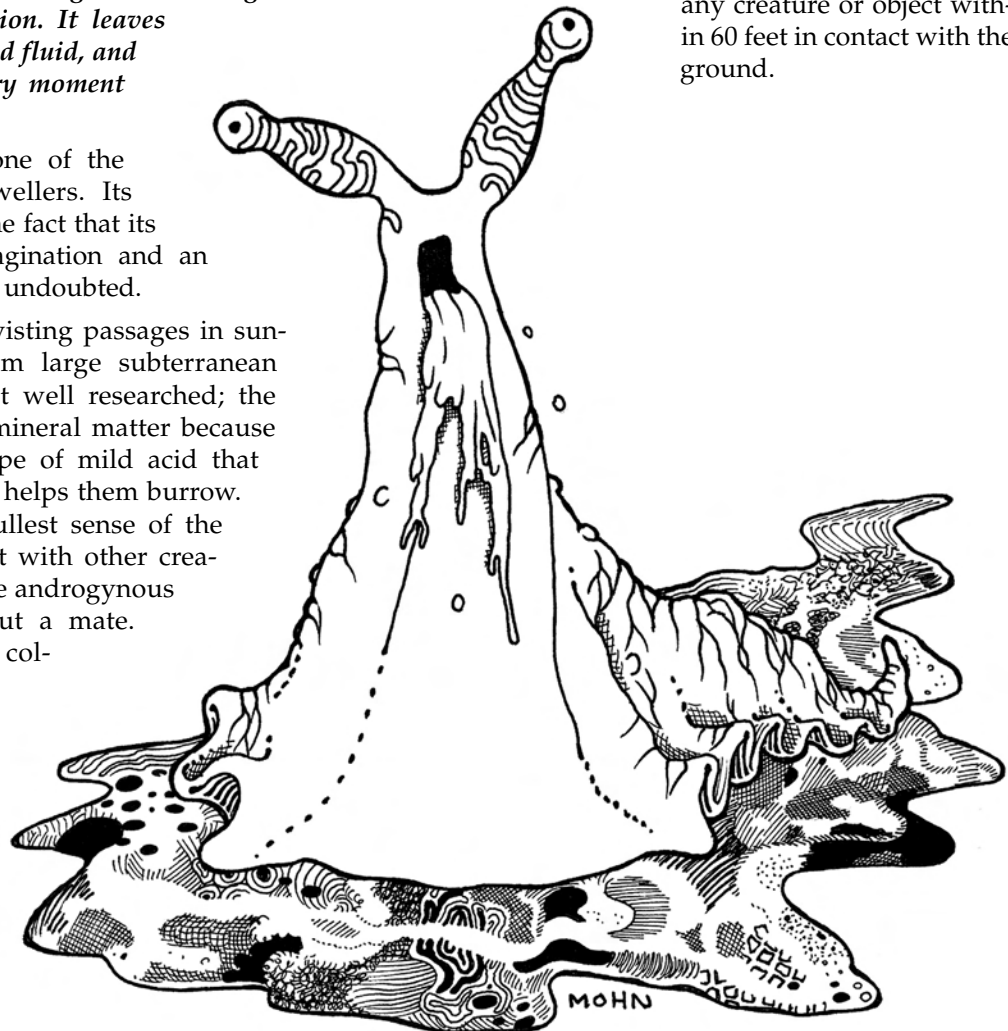
## COMBAT

A shimmering slug begins a battle with unwanted guests by approaching its enemies to catch most of them into the range of its bewilderment ability. Then it attacks by slamming its weight against the strongest enemy or sprinkling madness goo at an annoying ranged attacker. Usually a slug flees by burrowing if it cannot defeat or drive away all opponents in 5 rounds.

**Bewilderment:** The slug's scintillating colors cause any creature within 30' to make a WIS save or act as if under the effects of a *confusion* spell

**Madness Goo:** The slug makes a ranged touch attack against the target which immediately takes 2d4 acid dmg and must make a CON save or lose 1pt of Wisdom

**Tremorsense:** A shimmering slug can detect and pinpoint any creature or object within 60 feet in contact with the ground.



# SONIC BAT

## Small Magical Beast

<b>Hit Dice:</b>	1d10 (6 hp)
<b>Speed:</b>	5 ft fly 40 ft. (good)
<b>Armor Class:</b>	15
<b>Attack:</b>	Bite (1d4)
<b>Special Attacks:</b>	Sound wave
<b>Special Qualities:</b>	Blindsense 60 ft., darkvision 60 ft.,
<b>Saves:</b>	Physical
<b>Environment:</b>	Underground
<b>Organization:</b>	Solitary, pair, or colony (4-10)
<b>Treasure:</b>	None
<b>Alignment:</b>	Always neutral

*A bat the size of a small dog flies towards you. Its eyes gleam with cunning, and it emits an ear-piercing shriek before attacking.*

Sonic bats are larger, more aggressive cousins of the common bat, created by powerful sorcery. They were originally bred by drow wizards to serve as highly effective scouts and skirmishers. However, most of the newly-created species escaped during a period of civil strife in a drow city-state and have now spread all over the subterranean world.

This species is notorious for its superior echolocation ability, which, combined with the darkvision they have developed over the time, makes sonic bats first-rate hunters. Although these bats are omnivorous, they most often live on smaller bats or vermin, although they sometimes attack prey larger than themselves. Sonic bats make full use of their sound wave attack, employing it to stun as many small creatures as possible, then tear at them with powerful jaws.

A sonic bat has a wingspan of about 6 feet and weighs about 25 pounds.

## COMBAT

When fighting opponents of their size and larger, sonic bats begin combat with using their sound wave ability, then swoop down to bite. A pair or colony of sonic bats fights in concert; one bat fires off the sound wave every round, while the others surround a (preferably stunned) foe and bite him mercilessly.

**Sound Wave:** 3/day the sonic bat projects high-frequency sounds in a 10' cone, doing 1d8 dmg to everyone in the cone (even if unable to hear). Victims who can hear must also make a CON save or be stunned for one round

**Blindsense:** A sonic bat uses echolocation to pinpoint creatures within 60 feet. Opponents still have total concealment against the bat unless it can actually see them.



## Appendix II: Player Handouts

---

### Handout A: Drow raider's letter (from area 1-4)

It became known to Us that Sirthim the apostate, foolish and obstinate in his revolt against Our Spiderlike Lady, had not stopped his schemes against the city after his due punishment. The outcast has taken residence in the Sinuous Tunnels, where he continues practicing his unthinkably foul magic, plotting against the well-being of Our loyal subjects. Appalled by the atrocity of this pariah and conscious of the threat, We hereby declare Sirthim an outlaw and enemy of Our people. In the name of Our goddess We deny him the gift of life. Should a citizen show valor and root out this menace, she or he will earn Our lifelong gratitude and receive a sizable reward in gold, platinum, mithral, gems, and slaves. May the strands of Our deity's cobwebs guide you through the labyrinth.

— The Obedient Servant of the Lady of All Spiders  
& Vassal of the Arachnid Empress

Handout B:  
Eyrdran's note,  
scratched on medallion  
(from area 1-8)







# Alea lacta Est

*The Kellerwald*

*This book requires the use of the  
Castles & Crusades Player's Handbook®,  
published by Troll Lord Games®.*

The heroes are employed to recover hostages and religious relics from marauding creatures deep beneath the earth. As they advance through the winding passages of the underdeep, fighting all manner of weird creatures, they learn that the situation is far more complicated than they were led to believe. Eventually the heroes come face to face with the Slithering Overlord himself at the heart of his overgrown realm far beneath the realms of man!



GMG5523 \$11.99 USA

