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Dungeon Crawl Classics #51
Castle Whiterock

By Chris Doyle and Adrian Pommier

AN ADVENTURE THAT TAKES CHARACTERS FROM LEVEL 1 TO 15

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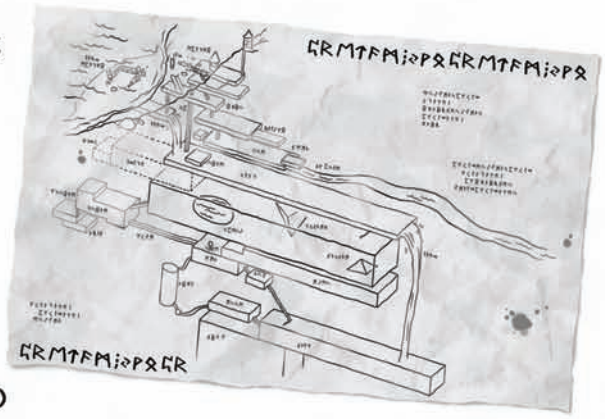
The Greatest Dungeon Story Ever Told

"As the flame of my second life sputters and dims, I find myself thinking more and more on those heroes who, though we first met as enemies, granted me another opportunity to sip from life's cup. Great were their deeds and deep their wisdom, yet the tale of their adventures in Castle Whiterock has not been told: the helpless lives they saved and the wicked lives they ended, the diabolic ingenuity of their adversaries, the desperate moments when hope was faint, and their final victory over the terrible dragon Benthosruthsa.

"If I am granted sufficient time, I will see this amended. The world will know of the champions of Castle Whiterock."

–Koborth the Risen, General (retired)



Castle Whiterock is a complete campaign. This box holds more than 700 pages of material, enough to take new characters to 15th level and fuel a campaign for years. It contains:

- Four books detailing the dungeon's 15 levels and 14 sub-levels, colored according to level: red book, blue book, green book, and black book. Every map location is fully described with stats included.
- A 56-page gazetteer of the Kingdom of Morrain, including the town of Cillamar.
- A 48-page book of maps.
- A 32-page book of player handouts.
- A poster map showing Cillamar on one side and the final two levels of the dungeon on the reverse.
- Six loose-leaf character sheets of the pregenerated heroes, ready to play out of the box, plus one blank character sheet to copy for later use.
- A 16-page index and glossary.

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Read This First

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Welcome to Castle Whiterock!

This boxed set comes complete with four colored books of the adventure, a separate booklet for maps and another for handouts, a gazetteer of the Kingdom of Morrain (including the town of Cillamar), a poster map showing Cillamar on one side and the final two levels of the dungeon on the reverse, six loose-leaf character sheets of the pregenerated PCs (plus one blank character sheet), and, finally, what you're reading now, which provides an overview of the boxed set and includes an index of people, places, and items in Castle Whiterock.

The adventure, as noted above, is broken into four books. The red book, "Ruins of Castle Whiterock," covers levels 1-6A. It includes a handy Introduction that has several suggestions for GMs on how to use the dungeon. Next is the blue book, "Peril, Paradise, and Plunder," which covers levels 6B-9B, and then the green book, "The Crown of Bone," which includes levels 9C-12A. Finally, the black book, "The Fiery Gauntlet," details the adventure's exciting conclusion (levels 13-15). The black book also includes all the appendices, which feature several handy GM reference sheets and cover new material presented in the adventure.

The gazetteer reveals the history and legends of the Kingdom of Morraine, describes its geography and environs, provides information on its settlements, towns, and cities, introduces several of its key figures past and present, and hints at the dangers awaiting they the heroesface. The gazetteer also extensively covers Cillamar, which is only a day's ride from Castle Whiterock. Although the gazetteer builds off information from *DCC #35: Gazetteer of the Known Realms*, the particulars can easily be changed to fit any campaign setting, and it is not necessary to own *DCC #35* to use this boxed set.

The character sheets feature portraits of the pregenerated characters. If you would like to start playing *Castle Whiterock* immediately, use these character sheets. When your characters reach second level, turn to Appendix F in the black book and photocopy the blank character sheets there. You can use those blanks as your characters advance in level.

When you're ready, open "Ruins of Castle Whiterock" and turn to the Introduction....

Index and Glossary

This index includes a glossary entry for each term, and is divided into three sections. The first section lists people and organizations. The second section lists places. The third section lists things. Page numbers preceded by a G can be found in the gazetteer. Page numbers without a G are in the red, blue, green, or black books (which use a consistent, unbroken page numbering from the first page of the red book to the last page of the black book). Entries notated with an asterisk (*) are referred to by name within this boxed set, but do not actually appear as encounter elements in the adventure or the Kingdom of Morrain gazetteer.

People and Organizations

Term	Page(s)	Description
"Rolad"	587, 589-592	The doppleganger infiltrator who fights alongside the Pack of the Night-Wolf.
Aaradil the Claymaster*	348	A master of porcelain sculpture who lived centuries ago.
Abolich*	155, 168, 170, 559	A foul creature who discovered spell gylphs and developed a process to create advanced skum.
Acanthus	9, 21, 24, 155, 167-170	Also known as the Tentacled Horror, this aboleth has resurrected the abolich's research and schemes to take over the ruins of Whiterock.
Aeraelith	83-84	An air elemental bound in a majestic pipe organ by Lyria Sorrowsong.
Agmenelious	5, 527, 532	A silver dragon—and Lady Chauntessa's mate—whose humanoid form lies in cursed, eternal slumber.
Alaic Sorethin	269, 278, 593	A drow prisoner of House Forlorna who knows the location of House Sorethin's secret weapon.
Al'maraj'abbesh	18, 453, 508	An insane, unpredictable efreeti trapped in a dented bottle in the redoubt of the wizard Pelltar.
Ang'lis	109	Trosk's animal companion.
Anhkhotep	9, 254-255, 264-265	A true mummy who resides in the obsidian pyramid.
Ankiel	G17, 26-27, 33, 36, 38, 537	The Iron Manacle's contact in Cillamar and an accomplished thespian and master of disguises; he runs his operation out of Umberwood Coffins.
Arien	19, 536-537	The Cillamar town drunk who tells fanciful (though true) tales of being captured by slavers during a pilgrimage to Castle Whiterock.
Asarkus	333-334	A manticore and former champion of the Bleak Theater who moonlights for The Impresario.
Ashen Heart*	332, 337, 575	An ancient assassin cult that was greatly feared centuries ago, before General Koborth slew its Silent Master.
As'x*	13, 337	The infamous will-o'-wisp sorcerer who orchestrated the death of General Koborth.

Auricellimus*	574	A gold dragon who was one of the forgers of the sword *Scalemar*.
Azzik	271-273	A frequently sleeping gargoyle hired by House Forlorna to help guard Nalas Div.
Baghamaya	10, 14, 16, 19, 24, 483-485, 501-505, 507, 509, 517	A powerful rakshasa sorcerer/archmage, ally of Silhouette, and lover of the medusa Scithia.
Balfosa	10, 457, 458, 466, 471, 478-481, 570	A nalfeshnee demon residing in self-exile as the self-proclaimed ruler of the Demonhold.
Basthetys	254	A minor goddess of cats worshipped by Anhkhotep.
Belda Hammerfell*	290	A former member of the Fellowship of the Humbled Hen who accidentally summoned the ghaele Fthirya to the Demonhold.
Benthoc	13, 14, 24, 79-80, 88-89, 90, 120	The insane troglodyte half-son of Benthosruthsa.
Benthosruthsa	G9, 5, 7, 9, 10, 13, 14, 16, 78, 244, 484, 485, 506-515, 519, 520, 525-527	A fearsome red dragon who ruled Castle Whiterock until he was slain by Silhouette.
Berain*	274, 594	A dwarf whose skill at forging rings brought about his doom.
Bloody Jack Dascombe*	153, 432, 489, 593, 594	Considered by some to be the greatest pirate who ever lived.
Bloody Star Tribe	G32, 62, 65	Bugbear mercenaries from Mount Rolnith who were hired by Drugila for extra muscle.
Bobugbubilz	5, 8, 13, 15, 79, 119-121, 139-143, 177, 543, 600	A loathsome, evil god, also known as "the Toadfiend."
Brandis	307-308	A bard who may be encountered as a captive in the Bleak Theater.
Braxilant	191	Once a mighty chimera, now an undead skeletal beast that wanders the Far Garden.
Brianna ("Brie") Berland	536	A member of the Sorority of the Swan and a spy for Lady Chauntessa
Broken Tusk Orcs	G3, 4, 93, 469	An orc tribe long been associated with this area, and the precursors of the White Roc orcs.
Buulff	247-248	A delver that gets intoxicated—and violent—after eating gold.
Ceandril Shimmerscale	115-116, 117	The leader of a nixie warband in search of his lost sister, Nemoura.
Chalmer	159	A derro and Nall'loth's second-in-command, who ferries slaves through the water caves on level 7.
Chalychia the Devil-Lich*	267-268, 280, 593	The greatest and most evil champion of House Forlorna.
Chandris	115,-116, 117	A nixie slain while searching for Nemoura. Heroes who return his shortsword to Ceandril may be able to secure the latter's assistance.
Chartrusa	255-256	A constellation named after a mythical warrior on a chariot.
Chauntessmilkasia	5, 527	The real, draconic name for "Lady Chauntessa."
Child of Bobugbubilz	13, 15, 121, 135, 136, 139, 141, 142, 543	Toadlike, bloodsucking magical beasts hatched from special eggs granted to the faithful by Bobugbubilz.
Chu-thuk	41, 50-51	A sorcerer of the White Talon orcs.
Cinderalis ("Cinder")	79, 90	A red dragon tended by the trogs on level 4. It's little more than a savage beast at this point.
Clan Scribe	422, 444-445	A duergar monk transferred from Haldaboer to help Thane Vejik's clansmen fill out petitions.
Company of the Black Osprey	G45, 4-5, 12, 18, 231, 254, 268, 337, 457, 459, 575, 594	The fabled company of adventurers who cleared out Castle Whiterock in days of yore: Pelltar, Nimboltin, Lythe, General Koborth, and Vallisneria.

Cookie	528, 529, 532-534	A former slave of the Iron Manacle, now the bouncer at the Inn of the Slumbering Drake.
Cozette LeRoux*	432, 593, 594	The infamous pirate queen.
Craw	37, 537	Ankiel's raven familiar, often used to deliver messages to the slavers at Castle Whiterock.
Cult of the Forgotten Word	413, 432, 594	Fanatics who seek to control and destroy knowledge; currently living in Narborg as guests of the thane.
Cyrus Swiftquill*	146	The father of Lorus Swiftquill and the original designer of the Halls of Forgotten Lore (level 6B).
Dark Wolf God	587-589, 591	A mask of Zhühn, who uses this guise to manipulate the Pack of the Night-Wolf.
Deep Watch	10, 377, 413	A cadre of rangers that patrol Thane Hrolad Vejik's Underdeep domain; their headquarters is the small fortress of Varrhamr.
Deepearth Mining Interests	4, 298	A dwarven mining company that bought the rights to develop the mountain—and were subsequently murdered.
Dolfo	502	A petrified former lover of Scithia.
Dorvenruthsa*	G41, 184, 507, 525	The feared "big brother" of Benthosruthsa.
Drugila	5, 7, 13, 14, 41, 60-61, 65, 66-67, 74-77	A giant-touched orc and a descendent from the original White Roc orcs; she currently seeks the *figurine of the White Roc*.
Elbertus "Hazard" Haversham*	4, 293, 571	A famous explorer who disappeared long ago with *the Incomprehensible*.
Elweiss	5, 10, 15, 17, 23, 132, 337, 340-343, 459, 573, 575	This lifelong friend of General Koborth now exists as the ghostly guardian of his companion's tomb. If freed from his glass coffin, he originates two sub-quests: "Spoils of War" and "The Hero and the Sword."
Emainee	208-209	A tempestuous nymph encountered in the wilds of the Far Garden.
Erga and Noog	21, 216-217	Goblin twins—an evoker and a necromancer—working for Trag in the Far Garden.
Fellowship of the Humbled Hen	5, 9, 17, 270, 290, 458, 494, 594	A company of adventurers that disbanded while inside Castle Whiterock.
Fettuh	330-332	A xill that seeks to impress The Impresario with his fighting skill.
Fjorjek	249-251, 599	A rambunctious stone giant youth more interested in riding purple worms than fighting the party.
Forst	9, 15, 22, 197, 199, 207-208, 599	An evil fey slaying unicorns in the Far Garden; he is holding Jae Porrel captive as part of his plan to corrupt the Glade of Farewell.
Fthirya	17, 458, 466, 467, 470, 480, 482, 508	An eladrin accidentally summoned to the Demonhold, and a potential ally of the party.
Gabel Soufas	270	Encountered only as a corpse, he was once a member of the defunct Fellowship of the Humbled Hen.
Galdeira Goldmoon	16, 23, 244-246	Once a paladin sworn to destroy Benthosruthsa; now a confused but valiant kobold.
Gar and Nar	237-239	An ettin that lives in the Immense Cavern.
Genth family	6, 135-136	A family—Ren, Carlia, and little Jath—abducted by Sossank's tribe. Ren has already been slain, but the heroes can rescue his wife and son.
Geviss Ereluc	14, 21, 23, 325-328	An emissary from a powerful drow house who lives at the Bleak Theater with his daughter Liaa. Ambassador Ereluc is obsessed with stamping out the last remnants of House Forlorna; he originates two sub-quests: "Eyes of the Drow" and "Fist of the Drow." He is also the target of Liaa's last sub-quest, "Fangs of the Drow."

Ghorrene the Black Eagle*	19	This figure from history was known to consort with devils and demons, and once led a rebellion against Crieste. He is often the focus of "boogeyman" tales.
Glimer family	21, 47, 50-51, 52	Findle and his sister Katanya are held by the White Talon orcs; freeing them is a sub-quest.
Gnarkle	536	A Cillamar barfly and dart-throwing expert.
Golandus the Elder*	502	A sculptor of some renown; the rakshasa Baghamaya has one of his pieces.
Golandus the Younger*	502	A famous painter some time ago; the rakshasa Baghamaya has several of his works.
Gora-khan	10, 15, 338-340, 420-422	A hobgoblin vampire and former Bleak Theater champion who now works directly for The Impresario.
Goresh	46, 49-50	The trollhound handler and breeder.
Grand Devotee	434-436	One of many priests of the Septych, the Grand Devotee is dedicated to Sodoutym; since that god is ascendant, he is currently the high priest of Narborg.
Grime	14, 43, 55-56, 59, 328-329	A dust mephit spy employed by the Impresario to keep tabs on the White Talon orcs—and potentially a recurring thorn in the party's side.
Grisby	17, 22, 198, 226-227, 598	A pseudodragon and a former companion of Vallisneria Forestfriend. He originates two sub-quests: "The Unicorn Slayer" and "Easing the Dead."
Grizzlisk	21, 86, 87	The troglodyte champion of level 4.
Gunrolz	13, 15, 24, 56, 120, 121, 126-128, 335, 423-424	An earth mephit sorcerer, trapsmith, and vassal of Thane Vejik.
Haele	197, 221	The centaur lieutenant of Soras Leafbrother.
Hasna'azhar	5, 10, 13, 16, 506, 507, 511, 514, 523-525, 527	A fiendish lamia kept in captivity by Benthosruthsa within an *iron flask*; she cast the spell that cursed Lady Chauntessa's lover.
Halved Helm	10, 359, 364	A mercenary company jointly hired by the Mountain King and Thane Hrolad Vejik to boost Narborg's outer defenses.
Headmaster Ergus Silverheel*	7, 93, 94, 100, 101	The gnomish headmaster of the Clockwork Academy.
House Ereluc	14, 324	The drow noble house whose ambassador, Geviss, resides at the Bleak Theater to keep the peace with Narborg.
House Forlorna	G46, 231, 267-269, 458	A formerly powerful drow house, now reduced to hiding in the Inverted Tower.
Hugin	16, 47, 48	A slave encountered in area 2-3, this simple fighter could join the heroes.
Hyelnevyuir	9, 17, 22, 186, 224-226	The spirit of Vallisneria Forestfriend of the Company of the Black Osprey, now reborn as a unicorn paragon who protects the Glade of Farewell. Hyelnevyuir is involved with the "Easing the Dead" sub-quest.
Iasmini*	150, 594	Betrayer of the city of Porthmeor long ago.
Ikenvar	13, 14, 26-27, 31, 33, 35	The leader of the slavers of the Iron Manacle based at Castle Whiterock; reports to Ankiel at Cillamar.
Impresario, The	9, 14, 15, 155, 298, 330-332	The duergar manager of the Bleak Theater and wielder of the *Thrice-Cursed Blade,* an item needed for the ""Spoils of War"" sub-quest. If his true name is known, no one ever says it.
Inky Lord	483-485, 491, 492, 505	A unique elder black pudding, legendary in the Underdeep.

Iron Manacle Slavers	G13, G17, 5, 7, 13, 14, 19, 21, 26-27, 33, 36, 41, 46, 50, 528, 537	Remnants of a slaver organization routed from southern cities; led by Ikenvar and Ankiel, they have disguised themselves as monks of the Dawning Sun, and are attempting to reestablish their organization at Castle Whiterock.
Ixnay	527-529	A pseudodragon commonly (and mistakenly) believed to be the "slumbering drake" of the inn of that name; Lady Chauntessa's familiar.
Ilyanassa Forlorna	242-243	The daughter of Matron Chaliax; she was thrown from the Inverted Tower after failing to assassinate her mother and returned as a terrible undead.
Jakob the Leper*	432, 593, 594	The "cursed pirate of the Lirean."
Johan Coalmane	587-589	A servant of the Dark Wolf God and leader of the mercenary Pack of the Night-Wolf.
Justicia	G21, 5, 8, 9, 12, 13, 66, 176-177, 180, 576	A goddess of mercy and righteousness, and patron to many paladins, including the Order of the Sundered Scale.
Kaernga	G15, 5, 13, 14, 26, 41-42, 50, 51-53, 59, 61	Assumed leadership of the White Talon orcs after the break with Drugila; he runs a quartz mining operation on level 2. He is charmed by The Impresario's wizards weekly to provide slaves for the Bleak Theater.
Katanya ("Kat") Glimer	21, 47, 52	The sister of Findle Glimer; currently imprisoned in area 2-3.
Khalid al-Azif	587, 591, 592	A wizard generalist who fights alongside the Pack of the Night-Wolf.
Koborth	5, 10, 12, 15, 17, 23, 132, 337, 341, 345, 442-443, 459, 508, 573-575, 600	The leader of the Company of the Black Osprey; General Koborth's tomb was plun dered by Thane Vejik and his body animated as a skeletal champion through the power of the *Crown of Narborg*. Raising Koborth from the dead with the *Basin of Cleansing* completes the "The Hero and the Sword" sub-quest.
Knight Ancival Dupre	176-177, 183	A paladin and a member of the Order of the Sundered Scale; slain by the Pack of the Night-Wolf at the command of Thane Vejik.
Knight Felgin Forgefire	176-177, 183	A paladin and a member of the Order of the Sundered Scale; slain by the Pack of the Night-Wolf at the command of Thane Vejik.
Knight Lorio Ranither	176-177, 183	A paladin and a member of the Order of the Sundered Scale; slain by the Pack of the Night-Wolf at the command of Thane Vejik.
Knight-Arcanist Argent Theophal	176-177, 183, 594	A paladin/wizard and a member of the Order of the Sundered Scale; slain by the Pack of the Night-Wolf at the command of Thane Vejik.
Knight-Chaplain Benden Talbusk	5, 14, 22, 142, 176-177, 182-184	A paladin and a member of the Order of the Sundered Scale who survived the attack by the Pack of the Night-Wolf only to be subsequently captured and sacrificed by Most Bloated Muthren's congregation. Finding his bones and returning them to the ossuary of his order completes the "Bonds of Fellowship" sub-quest.
Knight-Commander Usila Fairglade	176-177, 183	A paladin and a member of the Order of the Sundered Scale; slain by the Pack of the Night-Wolf at the command of Thane Vejik.
Korlav the Lordless	587-589	A monk who fights alongside the Pack of the Night-Wolf.
Lady Chauntessa	5, 6, 11, 13, 16, 18, 19, 176-177, 184	A silver dragon masquerading as a human sorceress, and the proprietor of the Inn of the Slumbering Drake. She searches for a way to break the curse on her mate, Agmenelious. An enemy of Benthosruthsa, she is a likely patron for the heroes.
Liaa Ereluc	14, 23, 325-327	The daughter of Ambassador Geviss Ereluc. Liaa harbors patricidal fantasies and offers two sub-quests: "Mouth of the Drow" and "Fangs of the Drow."
Lightless Gate	4, 10, 14, 389, 398-400	An unusual construct that guards the Underdeep approach to Narborg.

Lord Mirias Stormwarden*	525	The current ruler of Morrain; he ascended to the throne after his father was assassinated on orders from Dorvenruthsa, brother of Benthosruthsa.
Lorus Swiftquill	8, 17, 21, 146-153	A benevolent lich and the caretaker of the Halls of Forgotten Lore.
Lyria Sorrowsong*	83	The deceased drow bard who created the *Sorrowsong Instruments* and trapped Aeraelith in the pipe organ in area 4-4.
Lyssa	6	A kidnapped resident of Cillamar.
Lythe Abysstalker	4, 12, 459, 460	A worshipper of Justicia and a member of the Company of the Black Osprey, whose final fate is left undetermined.
Magus Revesk	21, 268, 276-278	The new head wizard of House Forlorna; he studies sanguinomancy, a strange path of necromancy.
Marandracotha	14, 79	A minor evil goddess of dragons worshipped by Benthoc.
Master Ussalo	242, 268, 279	The drow armsmaster of House Forlorna.
Master Wizard	21, 335, 428-429	The duergar who trains all of Thane Vejik's wizards; he has a crush on Sabinn the Surly.
Matron Chaliax	9, 14, 15, 242, 268, 279-281, 283	Head of House Forlorna and ruler of the Inverted Tower; killing her completes the "Fist of the Drow"" sub-quest.
Melchin	27, 34, 36	An ally of Ikenvar assisting the slavers to appear as monks.
Melosira	451, 575	One of the forgers of the Melosiran Rings.
Minia	306, 311-312	A slaver of the Iron Manacle; she works alongside the duergar in the Bleak Theater as their animal tamer.
Minus	45-46	A short minotaur mercenary working for the White Talon orcs; the brother of Moruut; he is afraid of the dark and only has one horn.
Moira Shattersworn	172, 507	Sil's accomplice in her plot to flood Benthos' lair; now the Wight Lady, an undead creation of Mulgrem.
Mountain King*	5, 15, 358-359, 593	The thane's ersatz liege, who supported Hrolad's patricide and has a serious interest in controlling the Bleak Theater.
Mortimer Umberwood*	G17, 537	The former owner of Umberwood Coffins in Cillamar; killed by Ankiel, who has assumed his identity.
Mortra	15, 218-219	A venerable fire giantess and mother of Trag; currently trapped in the Far Garden.
Moruut	45, 393-396	A former Bleak Theater champion who works at the derro potion-works during the "off season."
Most Bloated Muthren	5, 8, 13, 15, 24, 140, 143-144	The former head of a congregation of Bobugbubilz the Toadfiend; rose as a ghast after being buried alive by Justicia's wrath.
Mulgrem	172-173	A minor deity of earth and destruction worshipped by Moira Shattersworn.
Nall'loth	155, 174	A minion serving The Impresario; his group of derro have established a ferry system on level 7 that moves slaves from the surface, down to level 9, and on to the Bleak Theater.
Nef'meruti	254-255, 262-264, 573	Anhkhotep's spurned wife, now cursed to undeath.
Nemoura Shimmerscale	17, 70-71, 104, 114, 115, 576	A nixie trapped on level 4 by a savage monstrous crayfish.
Nimboltin ("Nim") Softstep	12, 346-356, 459	A member of the Company of the Black Osprey; encountered only as preprogrammed illusions in his tomb complex.
Nol'drazar Forlorna*	231	A member of House Forlorna who found the Immense Cavern.
Nori, Lori, Mori, and Stori	529	Four sprites who act as the cleaning crew of the Inn of the Slumbering Drake.

Order of the Dawning Sun	3, 5, 8, 13, 27, 31, 35, 38, 146, 527, 593	An order of monks whose monastery, Clynnoise, was the first settlement on the Castle Whiterock site.
Order of the New Moon	34	A monastic order that is nemesis to the Order of the Dawning Sun; one of their members, Melchin, is a liaison to the Iron Manacle.
Order of the Sundered Scale	G22, 5, 9, 11, 14, 22, 176, 184, 577, 587	A knightly order is based in Galaron; several members were hired years ago by Lady Chauntessa to explore Castle Whiterock, but they were wiped out.
Otilla*	62	A bugbear chieftain of the Bloody Star Tribe who leases muscle to the White Roc orcs.
Pack of the Night-Wolf	5, 12, 14, 177, 184, 335, 525, 587	A company of mercenary assassins, kidnappers, spies, and thugs hired by Thane Hrolad Vejik to kill the heroes. An earlier incarnation of these mercenaries was hired by the thane to kill the Order of the Sundered Scale.
Padishah Fa'al'zaqan	484, 499, 505	An efreeti who considers himself a leader on the Plane of Elemental Fire; ally of Silhouette.
Peduncle Hilspek	5, 9, 13, 17, 290-293, 296, 494, 593, 594	A former member of the defunct Fellowship of the Humbled Hen and the current owner of the *Incomprehensible (Mark I)*.
Pelltar	9, 10, 12, 19, 20, 21, 23, 254, 449-455, 457-460	A member of the Company of the Black Osprey, and the creator of the Demonhold (level 13) and his redoubt (level 12A). His body is located in area 12A-1.
Porrel family	15, 22. 193, 196, 198, 206-207	Three children—Jae, Dalen, and Ninia—who were orphaned by the war that created the Scourgelands. They have arrived by accident in the Far Garden. Dalen is in Dawn-on-Stream, but his sisters need to be saved; reuniting the children is a sub-quest.
Pyraxus*	184, 593	A red dragon; the son of Benthosruthsa.
Quintus	19, 105, 534, 535	A traveling potion salesman who frequents the Inn of the Slumbering Drake.
Roakgroth	235-236	A troll fighter and former Bleak Theater gladiator; fruitlessly searching for a way to defeat the clay golem in area 9A-2.
Robgrut	63-64, 65	An alchemist loyal to Drugila who creates stenchpots and other devices for use and sale.
Sabinn the Surly	180, 429, 587, 590	A female dwarven fighter who works with the Pack of the Night-Wolf.
Sapphira Silverhue	47	A slave in area 2-3, she was actually a member of the Sorority of the Swan.
Savant Azrapath	389, 397-398	A mad derro prophet who was subjected to an *imprisonment* spell that buried him near the Lightless Gate.
Scithia	10, 14, 16, 483-485, 502, 504, 507, 509-511, 517, 519, 520	A medusa assassin, the lover of Baghamaya, and Silhouette's "hand maiden."
Sealocanth	115	The *real* lake monster (as detailed in a sidebar).
Selistimme	22, 213-214	A powerful dryad druid who can help the party with information about the Far Garden. She is an alternate point of origin for "The Unicorn Slayer" sub-quest.
Septych	G34, 417	The seven duergar brothers who became gods, yet must share power. Zerraz and Sodoutym are two of the brothers; currently Sodoutym is ascendant.
Serrenna Valuois*	15, 420, 593	This vampiress turned Gora-khan into a vampire long ago.
Servant of the Coin	418-420	A priest of Zerraz (one of the Septych) in Narborg.
Silent Master*	332, 575	The leader of a circle of assassins known as the Ashen Heart until he was slain by General Koborth after he killed the hero's wife.

Silhouette	5, 9, 10, 13, 14, 16, 79, 88, 155-156, 172, 483-485, 494, 499, 504, 506-510, 517, 519, 520, 521, 523	A mature female black dragon and the architect of Benthosruthsa's death.
Sinj Spellsteel	494	Sinj is encountered as a corpse; he was once the leader of the defunct Fellowship of the Humbled Hen.
Sister of Pain	278-279	The holy torturer of the drow House Forlorna.
Sleshu	120-122, 131-132, 575	The shaman of Sossank's tribe; he carries the *Spear of Elweiss*, which is needed for the "Spoils of War" sub-quest.
Sodoutym	373, 417, 594	As one of the Septych, he is worshipped as a god by the duergar of Narborg, where his high priest is the Grand Devotee.
Soras Leafbrother	15, 16, 17, 22, 197-200, 221-222, 508	A centaur and the military leader of Dawn-on-Stream in the Far Garden.
Sorority of the Swan	19, 47, 527, 536	An all-female organization of rangers, bards, and druids operating in Morrain.
Sossank	5, 13, 15, 24, 119-122, 136-137, 140, 594, 600	The toadspawn leader of the mountain troglodytes and a tool of both Thane Hrolad Vejik and Most Bloated Muthren.
Spider Mother	79, 82, 90-91	A bloated female spider "pet" of the troglodytes on level 4.
Syngnathus	104, 114	A capricious aquatic gargoyle who enjoys "messing" with the heroes.
Tal Grimsteel	587, 588, 591	A feral ranger who fights alongside the Pack of the Night-Wolf.
Talladay Arrowmelt	16, 381-383, 508	A captured adventurer, master chef, and duelist; he may join the party.
Tarik	42, 50, 54-55	The slave taskmaster of the White Talon orcs.
Thane Feigr Vejik*	5, 15, 336-337, 358, 587	The father of Thane Hrolad Vejik; slain by his son. He uncovered and sacked Koborth's tomb, and forged an alliance with Benthosruthsa.
Thane Hrolad Vejik	5, 10, 13, 14, 15, 120, 121, 142, 335, 358-359, 413, 447-448	The current commander of Narborg.
Thane Vitr Vejik*	4, 5, 298, 358, 389, 578	Feigr's father and the first Thane of Narborg.
Tome, the	19, 501, 505, 517	A cabal of powerful arcanists that gathers monthly and accepts spell-casters of all alignments; sometimes referred to as "the Black Tome." Baghamaya is a member of this organization.
Tororthun	268	The drider-aspect goddess worshipped by House Forlorna.
Trag	15, 22, 188, 219-220	The leader of a goblin army burning the Far Garden; son of Mortra.
Trosk	103, 105-110, 117	An aquatic ogre outcast that lives in the submerged ruins of Castle Whiterock.
Ulrik	56-59	A duergar bookkeeper employed by The Impresario.
Umgoot*	337, 343, 573	The first sentient creature General Koborth ever killed; former owner of the *Skullcap of Umgoot*.
Urgus Spellsmith	324, 508	A dwarven cartographer imprisoned in the Bleak Theater; he may join the party if he's saved.
Vallisneria Forestfriend	12, 17, 112, 186, 194, 224, 459	A member of the Company of the Black Osprey; she established the portal to the Far Garden (level 8) before she died and was reincarnated as Hyelnevyuir.
Valnoux*	184, 507	The father of Benthosruthsa.
Verdivis*	21, 191, 200, 563, 594	Known far and wide as the "greatest transmuter who ever lived"; killed and reanimated Braxilant.

Vinfol	184	A duergar agent of the Pack of the Night-Wolf; subsequently abandoned and left to die, he became a mohrg afterward.
Vissana	180, 184, 479-482	A succubus and the lover of Balfosa; she has learned the secret of escaping the Demonhold.
Vulgaris	9, 15, 24, 121, 160-162, 164, 599	A minyad druid who supplies fungus to Sossank's tribe and poison to derro on level 7.
White Roc Orcs	4, 5, 7, 13, 14, 35, 40-42, 60-61, 67, 74-76, 105, 576	The name taken by the Broken Tusk orcs after allying with cloud giants. Today, it refers to the faction of orcs loyal to Drugila.
Wight Lady	172-173, 600	Formerly Moira Shattersworn; reborn into undeath by her god.
Wulfrun*	23, 369, 594	Carved a kingdom out of the savage north long ago; he was aided by the Company of the Black Osprey.
Zahd	444-446	Thane Vejik's bailiff.
Zem Direroot*	64	A rare orc scholar and a capable naturalist.
Zerraz	G34, 417	One of the brothers of the Septych; not currently ascendant. His priest in Narborg is the Servant of the Coin.

Places

Achsfel Wastes	278, 389	A distant land and the only known source of nightfall ore, a mineral coveted by Thane Hrolad Vejik.
Anhkhotep's Tomb	9, 253-266	An obsidian pyramid situated in the Immense Cavern (level 9) after being *teleported* there by Pelltar.
Anhkthue	254	A city in the Sektep region that was ruled by (and named after) Anhkhotep.
Arovarel*	G39, 267	An ancient elven capital city that was sacked ages ago by Chalychia the Devil-Lich of drow House Forlorna; not part of Castle Whiterock.
Barrowdowns*	432, 594	A fertile land once upon a time, but now nigh-desolate after numerous wars; not part of Castle Whiterock.
Bleak Theater	4, 5, 7, 9, 10, 13, 14, 15, 16, 19, 21, 24, 41, 121, 155, 297-335, 485, 490, 508	A coliseum originally built by House Forlorna, now occupied by the duergar of Narborg. The Impresario manages the arena for Thane Vejik, and he has expanded its activities to include slave trade and clandestine meetings in addition to bloodsport. Several sub-quests involving House Ereluc are tied to this location, and one item needed for the "Spoils of War" sub-quest is located here.
Blessings-Be*	196-197, 593	This distant village is where the Porrel children (level 8) were taken after their homeland was destroyed; not part of Castle Whiterock.
Burning Maze	10, 14, 24, 457, 460, 469, 479, 482-484, 509	A series of active and inactive lava tubes that interweave between Narborg, the Demonhold, and the lair of Benthosruthsa. Silhouette flooded part of the Burning Maze when she killed Benthos, and installed her confederates Baghamaya and Scithia as its guardians. The Burning Maze contains a rift to the Plane of Elemental Fire.
Carapace Fissure	10, 362, 402-410, 457, 479	A vermin-infested, 200-foot-deep pit that is used as a garbage dump by the duergar of Narborg. Unknown to the dwarves, it connects to the Demonhold.
Cillamar	G9-G29, 4-5, 9, 33, 47, 139, 482, 509, 525, 526, 536, 587, 593	The nearest town to Castle Whiterock; established on the ruins of a gnomish settlement, Stoneham.
Clockwork Academy	4, 7, 9, 13, 19, 64, 66, 84, 92-101, 150, 554, 555, 566, 571, 572	Once a gnomish construct factory/school managed by Headmaster Ergus Silverheel; destroyed when the cloud giant's tower crashed into Castle Whiterock. Only one wing of the campus survives.
Clynnoise	3-4, 27-31	The first settlement on the mountain, this monastery was operated by monks of the Order of the Dawning Sun.

Crieste	G13, G39, 4	A powerful country to the south, once a mighty empire that had an outpost on Castle Whiterock. (Crieste is from *DCC #35,* but the GM can use any country they wish for their home campaign.)
Dawn-on-Stream	20, 22, 198-199	A tent community made up of fey refugees from the Far Garden, fleeing the predations of Trag's army of goblinoids. The centaurs, commanded by Soras Leafbrother, protect Dawn-on-Stream and its gloaming bridge.
Demonhold	10, 12, 17, 19-20, 409, 457-460, 466, 479, 494, 508	An elaborate "prison" constructed by Pelltar of the Company of the Black Osprey. It was supposed to redirect any summoned, evil outsiders to its corridors, but it doesn't work quite right. Instead, it snares any outsider with an alignment subtype (even good ones) that is summoned in or near Castle Whiterock.
Famished Vagabond Inn	526	An inn once located in Cillamar that experienced several misfortunes. The Inn of the Slumbering Drake was built on its site.
Far Garden	9, 12, 15, 16, 19, 21, 185-222, 508, 594	A demiplane that connects with and is coterminous to all temperate forestland in the world.
Freeport	153, 360	A rough-and-tumble city full of unlikely adventure on the Lirean Sea.
Galaron	G5-G6, G52, 14, 184	The capital of Morrain, the kingdom in which Castle Whiterock is located, ruled by Lord Minias Stormwarden. The Order of the Sundered Scale is based here.
Ghetrian Desert	254	This desert, across the Lirean Sea to the south, was once ruled by fabulous pharaohs, but their time has long since passed.
Glade of Farewell	9, 12, 15, 17, 22, 197-199, 223-229	A private realm where unicorns go to die; guarded by Hyelnevyuir. The redcap Forst wants to corrupt it (and, by consequence, all unicorns as well). This is where the "Easing the Dead" sub-quest is resolved.
Golden Palace of Zahadran	G13, 16, 153, 320, 594	Treasure-hunters have been looking for the Golden Palace for ages, and there are as many fake maps as there are tales of its wealth.
Grand Duchy of Leherti	G23, 9, 197	A human kingdom destroyed by an army of evil humanoids; now known as the Scourgelands. The Porrel family lived there.
Guest Tower	323	A suite of rooms in the Bleak Theater available for rent; it is currently unoccupied.
Haldaboer*	401	This city, located farther in the Underdeep, is another holding of Thane Hrolad Vejik; not part of Castle Whiterock.
Halls of Forgotten Lore	G18, 3-4, 8, 22, 34, 38, 145-153, 576, 594	A hidden library erected by the monastic Order of Dawning Sun. Its caretaker is Lorus Swiftquill, a mild-tempered lich more interested in knowledge than ambition. It is a treasure trove of information.
Haverthold Asylum	17, 290, 594	An asylum far to the south; Peduncle Hilspek spent a bit of time here "recuperating" before joining the Fellowship of the Humbled Hen.
Hidden Fane of Justicia	G22, 9, 22, 176-184, 593	A hidden location used by the Order of the Sundered Scale as a base camp during their campaign against Benthosruthsa. It contains the record of their quest and a minor artifact of the order, the *Basin of Cleansing*. Two sub-quests, "Bonds of Fellowship" and "The Hero and the Sword" are linked to this location.
Immense Cavern	9, 17, 231-252, 254, 268, 508	A gigantic hollow below level 7. Progress deeper into Castle Whiterock must pass through this level. Three sub-levels are scattered within its confines.
Impresario's Tower	328	A suite of rooms in the Bleak Theater reserved for The Impresario; his mephit spy Grime can be found there from time to time.
Inn of the Slumbering Drake	G14, 5, 6, 11, 19, 52, 526, 531, 537	Cillamar's most prominent inn, owned by Lady Chauntessa, and a likely early base for the heroes.

Inverted Tower	4, 9, 14, 15, 25, 231, 242, 267-283	A watchtower carved inside a giant stalactite, and the last refuge of House Forlorna. It is ruled by Matron Chaliax, a descendant of the legendary Devil-Lich. Two sub-quests, "Eyes of the Drow" and "Fist of the Drow," involve traveling here.
Koborth's Tomb	10, 15, 23, 336-345	The not-so-final resting place of General Koborth of the Company of the Black Osprey, formerly guarded by the ghost of his lifelong friend, Elweiss, now a tour stop for the duergar of the Bleak Theater. Two sub-quests, "Spoils of War" and "The Hero and the Sword," originate here.
Lirean Sea	G38, 293, 571	An immense body of water that connects the ports of many lands. It is home to monsters, merchants, and pirates.
Morrain	G2-G55, 519, 536	The kingdom where Castle Whiterock and Cillamar are located. Its ruler is Lord Minias Stormwarden, whose father was assassinated by Dorvenruthsa, brother of Benthosruthsa. (This country is from *DCC #35,* but GMs can set *Castle Whiterock* in any country they wish.)
Mount Rolnith	G32, G34, G44, 62, 65	A volcano located in the Ul Dominor Mountains, along the eastern border of Morrain.
Mount Icpitl	133, 593	A mountain in exotic Xulmec territory; it is depicted on a tapestry held by Sossank's tribe.
Mysterious Tower*	150, 593	Adventurers have been trying to gain entrance to this ruined tower for generations, but none has succeeded *(see DCC #3)*; not part of Castle Whiterock.
Nalas Div	4, 14, 15, 268	Drow for "inverted tower," this is the name of a one-time outpost for House Forlorna (level 9B), now their last refuge.
Narborg	4-5, 9, 10, 14, 15, 21, 25, 122, 357-387, 411-448, 508, 509, 578, 594	The clan-hold of the duergar fortress commanded by Thane Hrolad Vejik. The skeletal Koborth, part of "The Hero and the Sword" sub-quest, can be encountered here.
Pelltar's Redoubt	10, 18, 22, 23, 254, 449-455	This level (12A) is really just a few chambers created by Pelltar's magic. His body is still there, as are many magic items and his spell-books.
Porthmeor	150	A city far to the south and east of Castle Whiterock, on the Lirean Sea.
Punjar	26, 594	A southern city that had been the base of the Slavers of the Iron Manacle until they were nearly destroyed.
Scourgelands	22, 187, 198	The fallen Grand Duchy of Leherti has been known by this name since it fell to an army of evil humanoids; a surviving gate to the Far Garden (level 8) is located here.
Sektep	254	A region in the Ghetrian Desert; the city of Anhkthue is located here.
Stoneham	G11, 4, 19	A gnomish settlement, destroyed by orcish invaders long ago; Cillamar stands on that site now.
Thane's Tower	323	A suite of rooms in the Bleak Theater reserved for Thane Hrolad Vejik and his guests; currently unoccupied except for the captive Urgus Spellsmith.
Tournament Tower	324	A suite of rooms in the Bleak Theater reserved for the winners of the annual Tower Tournament; currently occupied by Ambassador Geviss Ereluc of House Ereluc and his daughter, Liaa. Several drow-related sub-quests begin here.
Ul Dominor Mountains	G32, G39	The mountain range that forms the eastern border of Morrain. Thane Vejik's ersatz ally, the Mountain King, rules part of this area.
Umberwood Coffins	G17, 33, 38, 537	A factory in Cillamar that serves as a front for the Iron Manacle, which uses coffins to smuggle slaves to and from Castle Whiterock.

		Ankiel poses as the murdered owner, Mortimer Umberwood.
Varrhamr	401, 413	This fortress, smaller than Narborg, is another holding of Thane Hrolad Vejik. Located farther in the Underdeep, the deep watch is based there; not part of Castle Whiterock.
Vault of the Dragon Kings	153, 594	According to legend, the "dragon kings" ruled from this place; it has been lost to the ages, if it ever existed at all (see *DCC #30*).
Voltigeur	133, 593	This distant colony is depicted in a tapestry held by Sossank's tribe.
Witch Wood	G33, 187	This forest in the southeast of Morrain is closely connected to the Far Garden.

Things

Anhkhotep's Lion Mask	264-265, 570	A magical mask in the shape of a lion.
Aquil'iya	7, 11, 17, 22, 70, 71, 83, 105, 150, 576	One of the four Melosiran Rings; an intelligent *ring of water elemental command* forged with the aid of Pelagia.
"Arafel in Repose"	502	An early work of Golandus the Younger; currently held by Baghamaya.
Bag of fiendish tricks	453	A cursed *bag of tricks* that summons fiendish creatures to attack its user.
Basin of Cleansing	9, 11, 23, 179, 577	A minor artifact used by the Order of the Sundered Scale to redeem wicked creatures; necessary for the "The Hero and the Sword" sub-quest.
Canopic jars	255	Three jars that must be destroyed to defeat Anhkhotep; located in areas 9A-3 to 9A-5.
Chair of contemplation	451	Pelltar's body rests in this magic chair (in area 12A-1).
Charithmysis	263, 573	An enchanted, intelligent silver rapier, also known as the *bard blade*; currently owned by Nef'meruti.
Chest of holding	452	A magical item similar to a *bag of holding* (in area 12A-2).
Codex Autonomica	6, 7, 92, 101	The master blueprints of the Clockwork Academy.
Contract with Wulfrun	23, 341, 369	This document is needed for "Spoils of War" sub-quest; can be found in the officer's library of Narborg's outer defenses.
Crown of Narborg	15, 20, 446, 578	A powerful magical crown made of knucklebones and fangs, worn by the Thane of Narborg.
Gauntlets of fey power	454	A cursed item given to General Koborth as a (gag) birthday present from Pelltar.
Gloaming Bridge	9, 199, 594	A fey-wrought portal that exists only in the failing light of dusk or the rising glow of dawn. Gloaming bridges often lead to realms with special significance to fey-kind. One exists in the Far Garden.
Horn of fish summoning	116, 569	Ceandril Shimmerscale possesses this new wondrous item.
Incomprehensible	4, 293, 571	A device created by the Clockwork Academy for the explorer Elbertus "Hazard" Haversham; lost on its maiden voyage.
Incomprehensible (Mark I)	4, 6, 9, 13, 17, 291-293, 571-573	The prototype of a wondrous device created by the gnomes of the Clockwork Academy; currently owned by Peduncle Hilspek.
"Knight of the Sable March"	502	An early work of Golandus the Younger; currently held by Baghamaya.
"Lirean Coast, Dawn"	502	An early work of Golandus the Younger; currently held by Baghamaya.
"Lirean Coast, Dusk"	502	An early work of Golandus the Younger; currently held by Baghamaya.

*Mask of Death**	432, 594	A fearsome lost artifact, rumored to bring ruin to those who seek its power; not in adventure.
Melosiran Rings	8, 10, 11, 17, 150, 451, 575	A set of four intelligent *rings of elemental command* (air, earth, fire, water); the water ring, *Aquil'iya,* is located on level 3.
Nightfall ore	389, 594	A mineral that naturally radiates shadowy darkness; found only in the Achsfel Wastes.
Pipes of piercing pain	263, 573	Modified *pipes of pain,* owned by Nef'meruti.
Rhyme of Betrayal	9, 263	A rhyme composed by Nef'meruti that contains clues to the location of Anhkhotep's canopic jars.
Riddle of the Melrosiran Rings	451, 576	These stanzas are from the Melosiran Ring scrolls. They provide clues to the steps to activate *Aquil'iya's* full power.
Scalemar	11, 17, 20, 23-24, 341, 508, 574	An intelligent *+4 dragonbane longsword* once owned by General Korborth. It is currently hidden in an extradimensional space in Koborth's scabbard, and can only be removed by Koborth's hand or Pelltar's hand. It is the object of the "The Hero and the Sword" sub-quest.
Shale	18, 454-455	Pelltar's intelligent chalkboard, recovered from House Forlorna. Its "brother," *Slate,* is owned by Chalychia (see *DCC #13*).
*Shadowcrown**	150, 593	An item worn by the queen of the sphinxes at the height of the Khonsurian Empire; rumored to possess several terrible abilities (see *DCC #15*).
Silver Bridge	22, 197-199, 224	The name by which residents of Dawn-on-Stream refer to their Gloaming Bridge.
Skullcap of Umgoot	23, 295, 337, 341, 428, 573	A cap of bone needed for the "Spoils of War" sub-quest; currently submerged in Peduncle's grotto.
Sorrowsong Instruments	17, 22, 66, 83, 90, 133	Three masterwork instruments created by Lyria Sorrowsong; needed for the "Releasing Aeralith" sub-quest. They are located in areas 3-6, 4-14, and 6-10.
Spear of Elweiss	23, 122, 132, 337, 342-344, 575	Originally owned by Koborth's friend, Elweiss, but now held by Sleshu; needed for the "Spoils of War" sub-quest.
Spellruin ivy	484, 491, 498, 504, 505, 535, 556	A plant common to the Burning Maze that radiates a magic-dispelling aura.
Star Arms	150, 418, 593	Weapons forged from a strange metal and used by the garrison at Gurnard's Head; lost when the garrison was abandoned (see *DCC #5*).
"Still Life with Goblin"	502	An early work of Golandus the Younger; currently held by Baghamaya.
Testimony of the Order	184, 577	A record of the activities of the Order of the Sundered Scale, including their campaign against Benthosruthsa.
"The Streets Scream"	502	An early work of Golandus the Elder; currently held by Baghamaya.
Thrice-Cursed Blade	23, 331-332, 575	An assassin's weapon currently owned by The Impresario; needed for the "Spoils of War" sub-quest.
White Roc figurine	4, 5, 7, 13, 14, 20, 24, 60, 61, 66, 74-76, 150, 469, 570	A unique *figurine of wondrous power* that was once the symbol of the White Roc orc tribe; now lost on level 13.
"Xulmec Scout"	502	An early work of Golandus the Younger; currently held by Baghamaya.

Campaign Notes

Campaign Notes

ALL NEW MODULE FOR ANY FANTASY CAMPAIGN
3.5 compatible like all DCC modules!

Dungeon Crawl Classics #51
The Ruins of Whiterock

by Chris Doyle and Adrian Pommier
LEVELS 1 THROUGH 6A

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 adventures 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 remember, and the secret doors you know are there somewhere.

The ruins of Castle Whiterock beckon to the brave and foolhardy! In the beginning of the adventure, the party runs afoul of slavers and orc miners, but they begin to hear rumors of a power deeper in the dungeon that actually pulls the strings. Traveling through corridor, mineshaft, tunnel, and under water, clever parties will find three well-hidden areas that reveal some of the secret history of Castle Whiterock.

If you enjoy this adventure, look for the rest of the Dungeon Crawl Classics series!

GOODMAN GAMES

TO GALARON
KING'S GATE
C-1
C-2
C-3
C-4
C-5
C-6
C-7
C-8
C-14
C-15
WARE'S ROW
JEWELLER'S CIRCLE
WALL STREET
KING'S MARCH
COMMON QUARTER
the Town of
Cillamar

Dungeon Crawl Classics #51
Castle Whiterock

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Chris's Dedication: This boxed set is dedicated to my wife and best friend, Lisa. Thank you for your limitless patience, complete understanding, and your stalwart support while I craft challenges in an attempt to stump the finest DCC players.

Adrian's Dedication: For CJ, who shaded maps, poked holes in plots, and weathered the storm that was the writing of Castle Whiterock with poise and patience above and beyond the call of wifery.

Dungeon Crawl Classics #51
Castle Whiterock

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. The "Dungeon Crawl Classics" series of adventures features no new magic items, no new monsters, and NPCs that are meant to be killed. Each adventure is 100% good, solid dungeon crawl, with the monsters you know, the traps you remember, and the secret doors you know are there somewhere.

Castle Whiterock is designed as an extended campaign for four to six 1st-level PCs. While the PCs can be of any class, a good mixture – including at least two fighters, a cleric, a rogue, and a wizard – is recommended.

Castle Whiterock and its numerous dungeons should take months of game time to explore and conquer. Each level and associated sub-levels are designed to challenge PCs of the same level as the dungeon. That is, level 4 of the dungeon is designed for 4th-level heroes. PCs that complete the adventure from start to finish should reach at least 15th level. The beginning of each level contains **Scaling Information** on how to alter the dungeon for parties of different levels, sizes, or composition.

Just as the levels can be altered to suit a particular party, the entire dungeon can be altered to suit a GM. Two sections below, **Whiterock as a Campaign** and **Making It Work for You**, help a GM get the most out of this boxed set, whether for a sweeping campaign or for a one-off game.

The adventure of *Castle Whiterock* is tremendous in scope, incorporating several levels, dozens of NPCs (friend, foe, and otherwise), and a handful of factions vying for power. The section below titled **Dungeon Levels, Handouts, and Appendices** is intended to help a new GM quickly become familiar with the physical terrain of Castle Whiterock (as well as provide a glimpse of what further resources are available in the appendices). The section titled **Inhabitants of Castle Whiterock** introduces the GM to the most important NPCs (historical or current) of the adventure, their factions, and their agendas.

The remainder of the **Introduction** offers a general overview of the adventure, provides the Background **Story**, describes the encounter tables in each level, and proposes several plot hooks to get the players involved.

Adventure Summary

In the course of adventuring in the 15 levels and 14 sub-levels of *Castle Whiterock*, the heroes will uncover secrets from the module's backstory as they seek out fortune and glory. In order to best the dungeon, the party will have to explore many strange locations, such as orcish mines, underwater ruins, a forested demi-plane, a "tower" carved from a giant stalactite, a duergar fortress, and the volcanic heart of the mountain. Along the way, they will have the opportunity to partake in several sub-quests that could net them extra wealth and XP.

Perhaps they will find powerful allies and lost artifacts to help them against Benthosruthsa, the great red dragon dwelling at the bottom of the dungeon. It's also likely they will make powerful enemies. Many of the adversaries of *Castle Whiterock* don't stand around waiting for the heroes to come to them – they go looking for the heroes!

Background Story

Castle Whiterock's history spans more than 1,200 years. Most of the events described here are long-forgotten facts, but the adventurers can learn some details by exploring the ruins and interacting with residents of Castle Whiterock and Cillamar.

The history makes use of names and situations from *DCC #35: Gazetteer of the Known Realms*. GMs wishing to place their games elsewhere should feel free to change or ignore any details they wish.

–1,222 years: The original site of Castle Whiterock is settled by an order of monks called the Order of the Dawning Sun. Their monastery, called Clynnoise, consisted of the tower and adjoining living quarters, plus a small stone library set against the caldera's wall (which was later converted to a small keep). This order of monks, dedicated to the preservation of lore, erected a vast, hidden library called the Halls of Forgotten Lore in the natural caves under the site.

Over the next 200 years, Clynnoise was sacked 13 times by orcs, barbarians, and once by dwarves. Each time, at least one monk survived, usually by retreating to the concealed Halls of Forgotten Lore, and emerged later to reestablish the monastery.

–1,015 years: A huge force of orcs from the Broken Tusk tribe attacks Clynnoise and, through more luck than skill, manages to slay all of the monks. Most of the monastery is destroyed and the orcs construct a crude permanent keep. Although they locate their caves below the site, they never discover the Halls of Forgotten Lore.

–962 years: The gnomes from the surrounding foothills unite and, with the aid of dwarven allies, manage to rout the orcs. The gnomes settle in the keep and alter the caves below into finished dwelling-spaces, founding both the Clockwork Academy and, nearby, a small settlement named Stoneham.

–860 years: The Clockwork Academy builds the *Incomprehensible* for Elbertus "Hazard" Haversham. It is lost on its maiden voyage.

–804 years: Remnants of the Broken Tusk tribe return for revenge, bringing cloud giant allies and a flying castle. While orc footmen swarm Stoneham, the cloud giants pelt the gnomish keep with boulders, overwhelming the gnomish defenders. The orcs resettle the site and, with their giant allies, rebuild the castle. In so doing, they use a white stone common to the architecture of cloud giants.

The cloud giant leader bestows a powerful gift to the orc chieftain, the *figurine of the White Roc*, as a symbol of their alliance. In return, the orcs rename themselves the tribe of the White Roc. From their cloud-castle-defended stronghold, the orcs terrorize the surrounding lands, drawing more tribes to their banner. In time, the orcs come to worship the *figurine* and the creature it summons.

–684 years: Members of drow House Forlorna emerge from the lower dungeons and form an uneasy alliance with the White Roc orcs. In less than a year, they unleash a devastating disease on the orcs and use powerful magic to rout the giants. During the battle, one of the cloud castle's towers plunges into Castle Whiterock, destroying the upper structures and collapsing the lower levels. During the rout, the *figurine of the White Roc* is lost.

Over the next few decades, House Forlorna uses the ruins to stage daring attacks on the surface world. The upper levels fall into disrepair while the drow fortify and expand the depths, eventually building an arena to satisfy their perverse bloodlust and the stronghold of Nalas Div, the Inverted Tower, to guard it.

–647 years: A party of adventurers called the Company of the Black Osprey spends several months cleaning the dungeons of all dangerous creatures. After numerous clashes, the company manages to defeat the drow garrison and claim the castle for their own. After discovering Orcish graffiti mentioning "whiit rok," they mistakenly believe it a reference to the material of the outer walls, so they dub their new home "Castle Whiterock," the name by which it is known today.

The adventurers spend years and a fortune restoring the castle. They also added a few touches of their own, such as a private library and research space, a prison for demons, a gate to a forested demiplane, and personal tombs.

–628 years: With the area stabilized by the Company of the Black Osprey, gnomish and human traders resettle the ruins of Stoneham. The small wilderness town is eventually renamed Cillamar, after its first mayor, a kind, charismatic leader.

–589 years: The last member of the Company of the Black Osprey, Lythe Abysstalker, disappears, and the site falls into disuse.

–555 years: The Empire of Crieste expands northward, bringing with it trade and an army. The empire claims the abandoned Castle Whiterock and uses it to house a garrison protecting the nearby trade route. The lower levels are sealed while the upper levels are fortified. Buoyed by the implied security of a nearby military post, Cillamar swells in population, providing services to Castle Whiterock and the numerous caravans passing through the region.

Around this time, Castle Whiterock begins to gain some notoriety as a kind of "dead zone" for summoners. Many conjuration spells that call forth allies from other planes seem to fail in the vicinity of the Imperial garrison.

–412 years: The empire decides that the garrison at Castle Whiterock is no longer worth maintaining. The land rights are sold to a dwarven outfit, Deepearth Mining Interests. The group, in search of mithril deposits in the mountain's heart, expands the lower levels and finds the old drow arena. There is no mithril, however.

–396 years: An aggressive band of duergar, led by Vitr Vejik, secretly wipes out Deepearth Mining Interests. Using surface agents, they make it appear as if the dwarves went out of business and moved on. Meanwhile, the duergar fortify the lower levels, eventually remodeling the arena, now named the Bleak Theater. A fortress, Narborg, is built to defend the arena, and the Lightless Gate is constructed to keep out attacks from the Underdeep. Vitr crowns himself the first Thane of Narborg.

–351 years: Volcanic activity increases in the region, and earthquakes collapse the west wall of the caldera, linking the volcanic basin to a freshwater lake. The changing water table submerges the lower keep and causes widespread destruction both above and below the ruins. Vitr Vejik is crushed in a collapsing tunnel, and his son Feigr becomes thane.

–319 years: Benthosruthsa, a red dragon of noble lineage, explores the ruins using his *polymorph* ability to assume human form. He finds the lower levels suitable for his new lair, especially given the recent volcanic activity. Over the next few decades, Cillamar is razed as the evil dragon extends his rule and pads his hoard. Few dare to confront the powerful wyrm. His power thus asserted, Benthos begins taking occasional long "naps" traveling the planes, always eventually returning to his lair in the volcanic heart of Castle Whiterock. He secures his position by making an alliance with Thane Feigr Vejik of Narborg.

During his travels, Benthosruthsa offends a very young black dragon named Silhouette. He quickly forgets the slight, but she never does.

–313 years: While expanding the Bleak Theater, the duergar locate the tomb of General Koborth of the Company of the Black Osprey. They loot it, angering the ghost of Elweiss, who is eventually sealed in a glass coffin.

–100 years: Hrolad Vejik assassinates his father, Feigr, becoming the third Thane of Narborg. He strikes a deal with a distant dwarven monarch, the Mountain King, for the mutual defense of his fortress home, but paranoia soon takes seed in his heart.

–88 years: After several centuries without a single dragon sighting, the town of Cillamar grows and prospers as trade routes are reopened in the region. Most now believe that old Benthos has moved on or was slain.

During this time, Benthos enters an affair with Hasna'azhar, a fiendish lamia. Yet dragons do not understand love, only ownership, so Benthos takes to keeping Hasna'azhar trapped in an *iron flask* – but not before he bids her to use a scroll to cast a *greater sleep of ages* spell on Agmenelious, a silver dragon and a dear enemy.

–38 years: The Fellowship of the Humbled Hen, an adventuring company, enters Castle Whiterock to loot the dungeon. Shortly thereafter, they have a falling out and part ways. One of their number, Peduncle Hilspek, finds an underground grotto and moves in.

–36 years: A man known as Most Bloated Muthren founds a cult of Bobugbubilz, the Toadfiend. The cult is based out of a small chapel carved into the side of the mountain.

–31 years: Paladins of the Order of the Sundered Scale, acting on information given them by the mysterious sorceress Lady Chauntessa, swear an oath to destroy Benthosruthsa. They establish a secret fane just off an underground river beneath Castle Whiterock.

–30 years: The Order of the Sundered Scale is nearly wiped out by the Pack of the Night-Wolf, assassin mercenaries hired by Thane Vejik of Narborg. Most Bloated Muthren captures the sole survivor, Knight-Chaplain Benden Talbusk, and sacrifices him to Bobugbubilz. In divine vengeance, Justicia, goddess of paladins, buries the chapel in a landslide. Muthren reanimates the bodies of parishioners, then dies, returning as a ghast.

–11 years: The enigmatic Lady Chauntessa arrives in Cillamar and constructs the Inn of the Slumbering Drake. She often hires adventurers to explore the ruins of Castle Whiterock. She is secretly the silver dragon Chauntessmilkasia, mate of Agmenelious. She seeks Benthosruthsa's *iron flask*, knowing that only Hasna'azhar can break the spell cursing her mate.

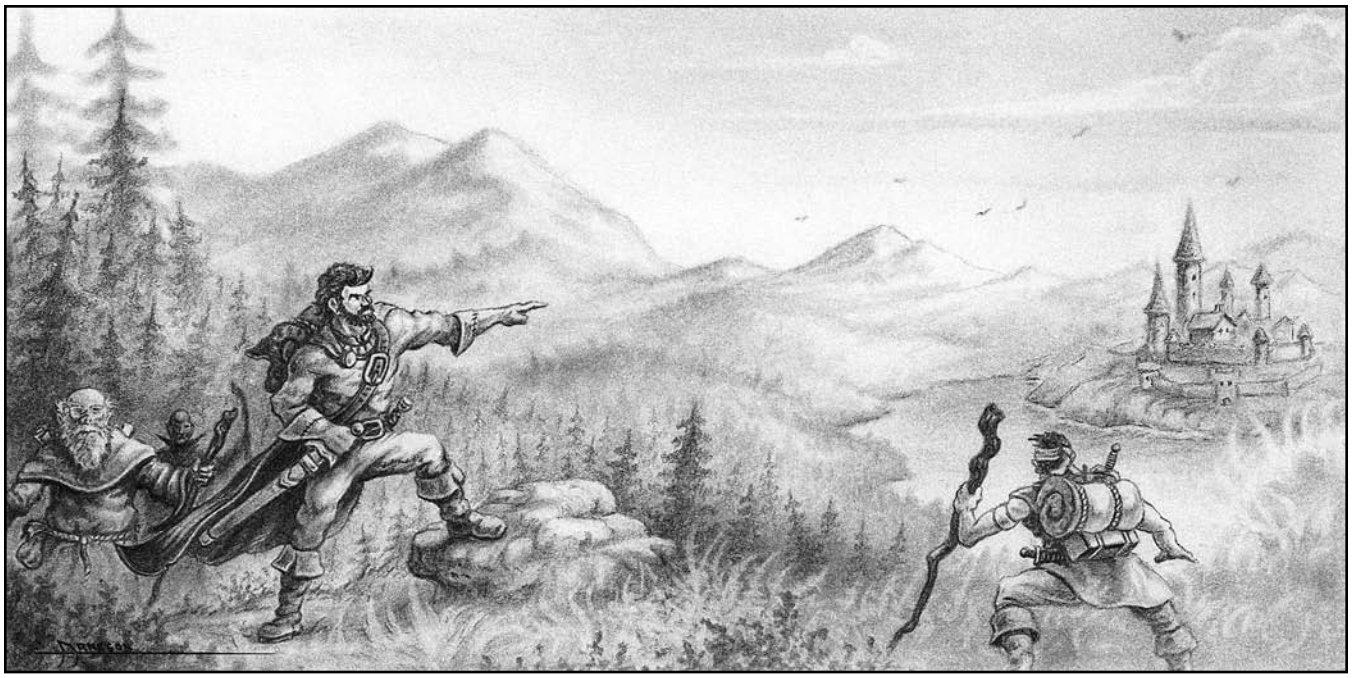
–3 years: Descendants of the orcs of the White Roc, led by a charismatic, giant-touched adept named Drugila, quietly return to the ruins. They begin establishing a base of operations, seeking the lost *figurine of the White Roc*.

–2 years: Sossank, a toadspawn mountain troglodyte, leads his tribe to Castle Whiterock, eventually discovering Most Bloated Muthren's buried chapel.

–1 year: The Slavers of the Iron Manacle, disguised as monks of the Dawning Sun order, arrive at the ruins and reestablish their shattered organization.

Their arrival, and close relationship with the orc brute Kaernga, causes the White Roc orcs to split into two factions. The loyalists, under Drugila, continue to search for the *figurine of the White Roc*. The others, now called the White Talon, are led by Kaernga. They quickly make an arrangement with the slavers, who capture locals from Cillamar and sell them to the orcs for manual labor in their quartz mines. The orcs, in turn, sell some slaves to the duergar of Narborg.

Finally, Benthosruthsa is forced to pay for past crimes. Silhouette, who has grown up hating him, enlists several allies to help her destroy the old red. "Sil" uses an *earthquake* to cause the underground river to flood Benthosruthsa's volcanic lair. After a pitched battle, Sil and her confederates overcome the red dragon and assume control of Castle Whiterock. But Benthos is not ready to give up his hoard so easily....



Encounter Tables

To aid the Game Master, we have included a quick reference table at the beginning of each level so you can see all of the encounters at a glance. Use the following key for the Encounter tables. **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 determines if it is a trap (T), puzzle (P), hazard (H), or combat (C) encounter. **Encounter** – the key monsters, traps, or NPCs that can be found in the encounter. Names in *italics* are classed NPCs. **EL** – the encounter level.

Getting the Players Involved

The following hooks can be used to get the players involved in the adventure. Several more can be found in the accompanying gazetteer's write-up of Cillamar:

- The town of Cillamar hires the PCs to explore the ruins of Castle Whiterock to investigate rumored orcish and slavery activity in the area.
- The local wizard's apprentice, a human lass by the name of Lyssa, has been kidnapped! Her cat familiar returned a few days later, and after a local druid used a *speak with animals* spell, the familiar revealed that Lyssa is in the hands of a vile slaver band. She was taken to the ruins of Castle Whiterock, and the familiar senses she is still alive. The wizard hires the PCs to rescue Lyssa.
- Lady Chauntessa, proprietress of the Inn of the Slumbering Drake, hires the adventurers to explore the ruins of Castle Whiterock. She offers to pay them 25 gp for each intact book they recover, plus a small finder's fee for any ancient texts, scrolls, or information on the ruins. She seems to be searching for something specific, but doesn't elaborate (see **Lady Chauntessa's Secret** in Appendix A).
- The Genth family (Ren, Carlia, and little Jath) has gone missing. They were farmers who had a homestead not too far from the ruins of Castle Whiterock, and the tracks near their empty home looked to belong to reptile-folk, who commonly live underground. The party is hired to rescue the Genth family.
- A wizened gnome approaches the party, looking for adventurers interested in following a slim lead for solid coin. He tells them about the Clockwork Academy and the *Codex Autonomica*, a book said to hold all the secrets of golem-craft. If the party can recover that tome from Castle Whiterock, they can line their pockets. Alternately, or perhaps afterward, the gnome could ask the party to track down the lost prototype of the *Incomprehensible*, the *Mark I*.
- A bizarrely clad merchant is interested in acquiring materials of rare and dangerous animals for an unspecified reason. If the party can exercise discretion, he'll supply them with a few *unguents of timelessness* and instructions to gather samples from the unusual monsters said to dwell in Castle Whiterock. The GM should feel free to use Appendix C and their imagination to come up with appropriate samples, such as an inferno tiger's bile duct, a trollhound's tail, or a stonebore ant's saliva.
- A local historian is trying to gather material for a scholarly book on the Company of the Black Osprey, but she has a severe aversion to getting

killed, so she hires adventuring parties to do the gathering for her. She occasionally watches the party with a *crystal ball* and uses *sending* spells to point them in the right direction from time to time.

- A cabal of conjurers is looking to hire adventurers to investigate why Castle Whiterock and its surrounding territory is a "dead zone" for summoning creatures of the upper and lower planes. They are willing to supply a small cache of scrolls of mid-level *summon monster* spells to any party willing to explore the ruins, with promises of greater riches if the cause of the disturbance can be determined. But are these conjurers more than they seem?

The Dungeon Levels, Handouts, and Appendices

Castle Whiterock consists of 15 levels and 14 sub-levels. In the boxed set, these are broken down into four booklets: red, blue, green, and black. The adventure proceeds in that order.

Each book, and all its levels and sub-levels, is listed below, along with general notes on geography, denizens, relevant handouts (if any), and its author.

Red Book: "Ruins of Castle Whiterock"

In the beginning of the adventure, the party runs afoul of slavers and orc miners, but they begin to hear rumors of a power deeper in the dungeon that actually pulls the strings. Traveling through corridor, mineshaft, tunnel, and under water, clever parties will find three well-hidden areas (a library, a chapel, and a construct factory) that reveal some of the secret history of Castle Whiterock.

Level 1: The Upper Ruins of Castle Whiterock

The first level of the dungeon is the upper ruins of the castle. Originally the monastery Clynnoise, it has also been a gnomish outpost, an orcish stronghold, and an imperial garrison. The Slavers of the Iron Manacle currently inhabit these buildings.

Handouts: A (symbol of Iron Manacle)

(author: Chris Doyle)

Level 2: The Slave Pits of Despair

The second level of the dungeon is inhabited by the separatist White Talon orcs, and features an active quartz mine. These orcs have a brisk trade with the Slavers of the Iron Manacle and with the Bleak Theater.

Handouts: B (symbol of White Talon orcs)

(author: Chris Doyle)

Level 3: The Lower Dungeons of the White Roc Orcs

The third level of Castle Whiterock is inhabited by the White Roc orcs, who operate a mine while looking for artifacts of their ancestors. Part of this level is flooded from the mountain's caldera lake.

Handouts: C (Clockwork Academy flyer), D (picture of Aquil'iya), E (model of Castle Whiterock)

(author: Chris Doyle)

Sub-level 3A: The Ruins of the Cloud Giant Tower

Drugila, leader of the orcs of the White Roc, lives in this tower, which crashed into the mountain during the attack by joint orcish and cloud giant forces. She desperately seeks an artifact of her ancestors, a *figurine of wondrous power* that summons the White Roc.

Handouts: F (symbol of White Roc orcs)

(author: Chris Doyle)

Level 4: Between a (White) Rock and a Hard Place

A tribe of troglodytes inhabits the fourth level of Castle Whiterock, a network of natural caves. Although they once enjoyed the protection of Benthosruthsa, these troglodytes are preyed upon by human slavers, orc brutes, and Sossank's tribe.

(author: Chris Doyle)

Sub-level 4A: The Clockwork Academy

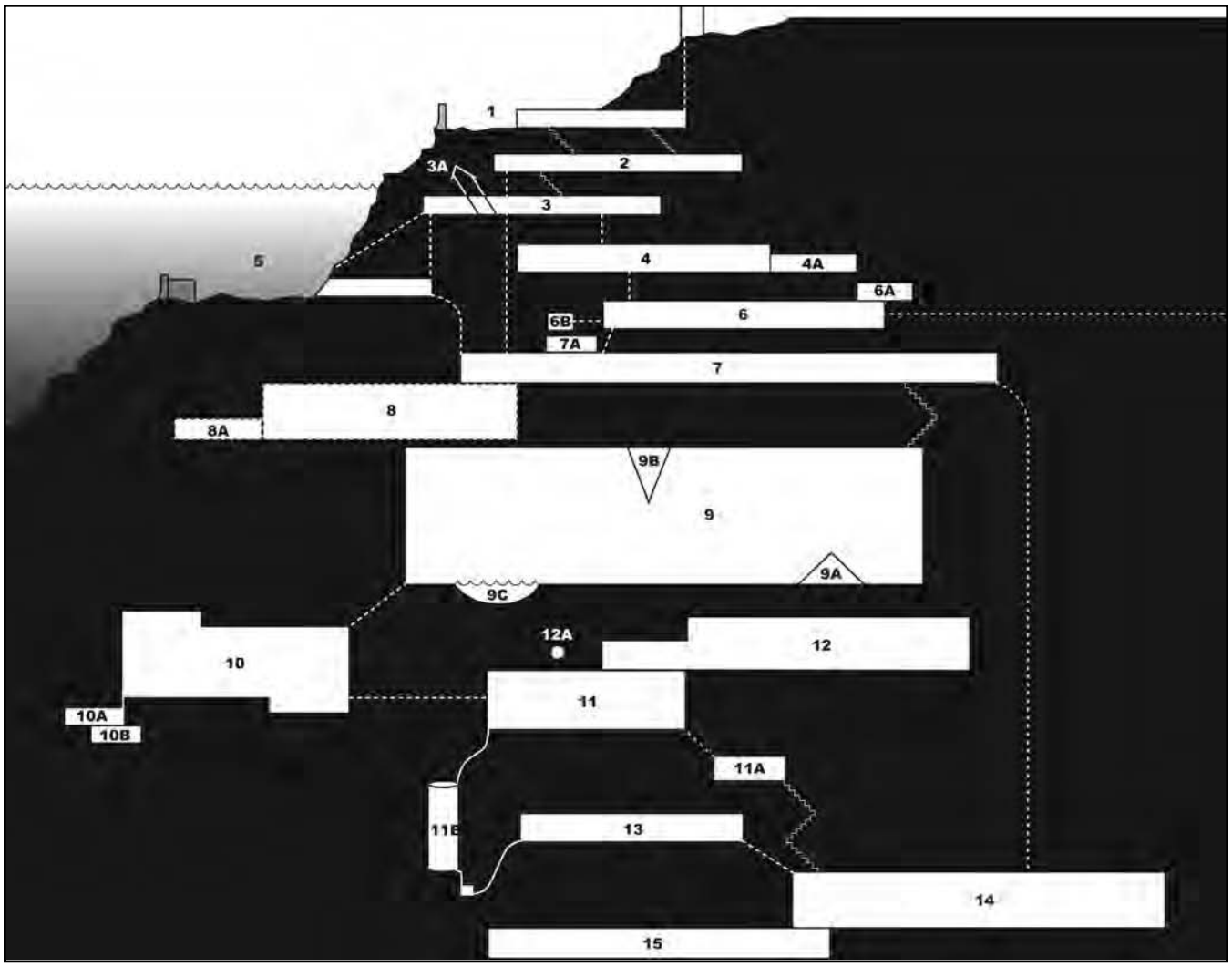
Once a gnomish construct factory/school managed by Headmaster Ergus Silverheel, the Clockwork Academy was destroyed when the cloud giant's tower crashed into Castle Whiterock. Only one wing of the campus survives, but it includes the headmaster's vault, including the *Codex Autonomica*, the book that contains all the academy's blueprints and secrets of golem construction.

Handouts: G (door to Clockwork Academy), H (laundress' reminder), I (laundress' nasty note)

(author: Adrian M. Pommier)

Level 5: The Submerged Ruins of Castle Whiterock

The hidden fifth level of Castle Whiterock is the (former) lower courtyard, which flooded when the water table increased after earthquakes in the region. Now completely submerged, this area is home to several dangerous and large creatures.



(author: Chris Doyle)

Level 6: Smells Like Trouble

A tribe of mountain troglodytes inhabits this level, a river cave honeycombed by stonebore ants. These trogs are allied with both Thane Vejik of Narborg and Most Bloated Muthren, leader of a fallen cult of Bobugbubilz.

(author: Adrian M. Pommier)

Sub-level 6A: Ruined Chapel of Bobugbubilz

This chapel was home to a cult of Bobugbubilz. When Most Bloated Muthren, the cult's leader, sacrificed a paladin to their foul god, Justicia buried the complex in a landslide. From beyond death, Muthren plots a resurgence of faith in the Toadfiend.

(author: Adrian M. Pommier)

Blue Book: "Peril, Paradise, and Plunder"

The various paths of the dungeon branch in all directions, some leading to safety, others to a forested demiplane, and still others to an underground river. Eventually, however, they all converge in an immense cavern. Throughout, the party meets bizarre creatures and encounters unlikely allies, while their activities do not go unnoticed.

Sub-level 6B: The Halls of Forgotten Lore

This hidden library was erected by the monastic Order of the Dawning Sun. Its caretaker is Lorus Swiftquill, a mild-tempered lich more interested in knowledge than ambition. It is a treasure trove of information.

Handouts: J (door inscription), K (Melosiran ring riddle)

(author: Chris Doyle)

Level 7: The Watery Way

The seventh level of Castle Whiterock is a series of

water caves that can be traversed via boats or magic. Derro in the employ of the Bleak Theater man an outpost here to funnel slaves through the caves and down below. Acanthus, an aboleth lairing in this area, conducts abominable experiments with new forms of skum, while a minyad druid, Vulgaris, supplies customers with a variety of poisons and fungi.

Handouts: L (command words for *folding boat*)

(author: Chris Doyle)

Sub-level 7A: The Hidden Fane of Justicia

The Order of the Sundered Scale used this hidden fane as a base camp during their campaign against Benthosruthsa. It contains the record of their quest and a minor artifact of the order, the *Basin of Cleansing.*

Handouts: M (dream-image of paladins), N (the Hall of Worship)

(author: Adrian M. Pommier)

Level 8: The Far Garden

This level is a demiplane that connects with and is coterminus to all temperate forestland in the world, accessible via two gates: the original, located in Castle Whiterock, and a copy in the goblin-infested Grand Duchy of Leherti. (A third, forgotten gate lies sealed underneath an ancient oak near Cillamar.) Goblinoids have invaded this pristine forest and are burning it down. This level is a break from the underground adventuring of Castle Whiterock.

Handouts: O (first view of the Far Garden), P (the Gloaming Bridge)

(author: Adrian M. Pommier)

Sub-level 8A: The Glade of Farewell

This is a private realm where unicorns go to die, only accessible through a Gloaming Bridge located in the Far Garden. Hyelnevyuir, a unicorn paragon, guards it, but the actions of the redcap Forst have started to corrupt this peaceful place.

(author: Adrian M. Pommier)

Level 9: Denizens of the Immense Cavern

This level is a gigantic hollow below the Watery Way. All who progress deeper into Castle Whiterock must pass through this level, which includes lairs of numerous creatures, such as a stirge broodmother, some particularly militant trolls, and a few rowdy stone giant youths.

Handouts: Q (cave paintings)

(author: Chris Doyle)

Sub-level 9A: The Tomb of Anhkhotep

An obsidian pyramid situated in the Immense Cavern, this is the tomb of Anhkhotep and his spurned wife Nef'meruti. Pelltar of the Company of the Black Osprey teleported it to Castle Whiterock, intending to claim it as his own burial site, but instead it brought about his doom.

Handouts: R (passage on door to pyramid), S (hieroglyphs on wall), T (ancient door inscription), U (the Rhyme of Betrayal)

(author: Chris Doyle)

Sub-level 9B: The Inverted Tower

The last refuge of House Forlorna, this watchtower was carved inside a giant stalactite. Matron Chaliax, a descendant of the legendary Devil-Lich, presides over the slow death of her house.

Handouts: V (view of the Inverted Tower and behir)

(author: Adrian M. Pommier)

Green Book: "The Crown of Bone"

A great coliseum and the duergar fortress that defends it block the way ahead. The party must rely on stealth, guile, or force to proceed into the heart of the mountain and their date with destiny. There are many wrongs to set right here, though, and perhaps destiny can wait a bit more.

Sub-level 9C: Peduncle's Retreat

Peduncle Hilspek, a member of the defunct Fellowship of the Humbled Hen, resides in this sealed grotto. The *Incomprehensible (Mark I),* a powerful device made by the Clockwork Academy, washed up here after Silhouette caused an earthquake on level 7.

Handouts: W (the riddle door), X (appearance of the *Incomprehensible (Mark I)*)

(author: Adrian M. Pommier)

Level 10: The Bleak Theater

House Forlorna originally built this coliseum, but it is now occupied by the duergar of Narborg. The Impresario manages the arena for Thane Vejik, and he has expanded its activities to include slave trade and clandestine meetings in addition to bloodsport.

Handouts: Y (Minia's note), Z (Bleak Theater flyer), AA ("Projects and Completion"), AB (arena floor)

(author: Adrian M. Pommier)

Sub-level 10A: Koborth's Tomb

This crypt was the not-so-final resting place of General Koborth of the Company of the Black Osprey. The ghost of his lifelong friend, Elweiss, had guarded it, but now it's a tour stop for the duergar at the Bleak Theater.

Handouts: AC (Gora-khan on the ceiling), AD (main hall of tomb)

(author: Adrian M. Pommier)

Sub-level 10B: Money for Nothing

This series of puzzle-rooms is where Nimboltin Softstep of the Company of the Black Osprey (and his wealth) is buried. A vexing person in life, the halfling hasn't allowed death to hamper him.

Handouts: AE (ethereal filcher), AF (Thunder-Boom Scales), AG (phasm), AH (Nimboltin's Rhyme)

(author: Adrian M. Pommier)

Level 11: Narborg – Outer Defenses

This level consists of the defenses of a duergar fortress that guards the Bleak Theater and controls traffic between the Lightless Gate and the surface, manned by clansmen of Thane Vejik and the mercenaries of the Halved Helm.

Handouts: AI (Narborg causeway approach)

(author: Adrian M. Pommier)

Sub-level 11A: The Lightless Gate

The cavern exiting Narborg leads eventually to the Lightless Gate, an immense construct that defends the fortress and an approach to the lair of Benthosruthsa. A derro potionworks is located along this path, which is patrolled by the duergar deep watch.

Handouts: AJ (derro torture chamber), AK (derro plans), AL (the Lightless Gate)

(author: Adrian M. Pommier)

Sub-level 11B: Carapace Fissure

This vermin-infested, two-hundred-foot-deep pit is used as a garbage dump by the duergar of Narborg. Unknown to the dwarves, it connects to the Demonhold.

Handouts: AM (fissure wasp hive)

(author: Adrian M. Pommier)

Level 12: Narborg – Inner Keep

This level is the clan-hold of the duergar fortress commanded by Thane Hrolad Vejik. Paranoid beyond reason, the thane has seen fit to move the women, children, and wealth to another of his holdings for safety. Those who remain have sworn their lives to defend the thane.

Handouts: AN (carved faces in wall), AO (duergar behind barricade), AP (orc map), AQ (assassination options)

(author: Adrian M. Pommier)

Sub-level 12A: The Wizard's Redoubt

These chambers were created by Pelltar's magic long ago when he desired a private place to study, reflect, and work. Pelltar died here, his remains still occupying his favorite chair. If the party finds this location, they will have access to many magic items and the conjurer's spellbooks.

Handouts: K (Melosiran ring riddle)

(author: Chris Doyle)

Black Book: "The Fiery Gauntlet"

The heat gets turned up as the party traverses a series of lava tubes on their way to the final reckoning with Benthosruthsa, the red dragon master of Castle Whiterock. Along the way, they may discover first-hand the truth of one of the area's most enduring mysteries ... not that it will save them from the dragon's fury!

Level 13: The Demonhold

This elaborate "prison" constructed by Pelltar of the Company of the Black Osprey was supposed to redirect any summoned, evil outsiders to its tunnels, but it doesn't work quite right. Instead, it snares any outsider with an alignment subtype summoned in or near Castle Whiterock (even good ones).

Handouts: AR (Pelltar's book), AS (Balfosa and his court)

(author: Adrian M. Pommier)

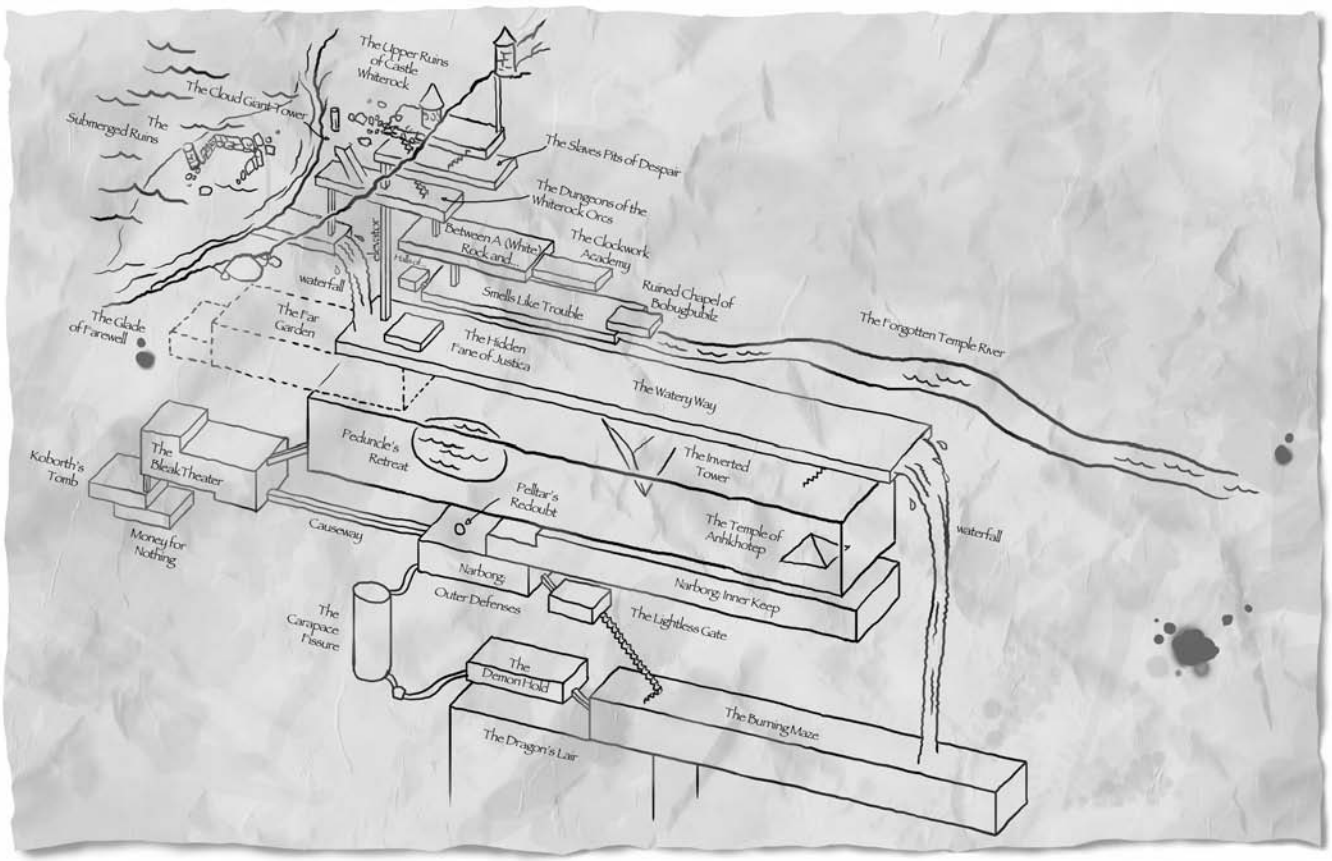
Level 14: The Burning Maze

This series of active and inactive lava tubes interweaves between Narborg, the Demonhold, and the lair of Benthosruthsa; it even contains a rift to the Plane of Elemental Fire. Silhouette flooded part of the Burning Maze when she killed Benthos, and installed her confederates Baghamaya and Scithia as its guardians.

(author: Adrian M. Pommier)

Level 15: The Dragon's Lair

The final level of Castle Whiterock: the former lair of the ghostly Benthosruthsa, currently occupied by his slayer, Silhouette. The *iron flask* containing Hasna'azhar and



sought by Lady Chauntessa is located here amid the fantastic wealth.

Handouts: AT (appearance of Benthosruthsa), AU (*polymorphed* into a toad), AV (the dragon's lair), AW (appearance of Silhouette)

(author: Adrian M. Pommier)

Appendix A: Inn of the Slumbering Drake

This appendix gives the GM all the details he or she needs for this key Cillamar location, owned by the enigmatic Lady Chauntessa.

Appendix B: Character Options

In here, the GM and players can find a new NPC class and new skills, feats, and spells for their campaign. Several monsters inhabiting the dungeons of Castle Whiterock are outfitted with these options.

Appendix C: New Monsters

This section details the new hazards and monsters created especially for *Castle Whiterock*. Creatures of nearly every type are represented across a spectrum of CRs.

One important aspect of several new monsters and hazards is that specific body parts (or leaves) can be used to modify or enhance certain spells. Monsters: not just for XP anymore!

Appendix D: New Items

An adventurer without gear is a sad adventurer indeed. In this appendix, the GM and players can find new items magical, alchemical, or mundane. From the primitive carapace armor to the delightful *pouch of endless caltrops*, from the utilitarian *apron of the master* to the cursed *spellseal ring*, there's a little something for everyone in here.

Appendix E: Unique Items

Castle Whiterock has seen its share of unique and enormously powerful inhabitants, and several of them have left equally singular items behind, such as General Koborth's dragon-slaying sword *Scalemar*, the *Basin of Cleansing* of the Order of the Sundered Scale, and *Aquil'iya*, one of the *Melosiran rings*.

As is explained in more detail elsewhere, many of these potent items have special limitations or require certain tasks to be fulfilled before they can achieve their full measure of strength.

Each of these one-of-a-kind items is described in this appendix, along with their history and, perhaps most importantly, how to access their powers.

Appendix F: Pregenerated Characters

So you just bought this snazzy boxed set and your friends want to jump right in? No worries: We've provided six 1st-level pregenerated characters.

Appendix G: The Mercenaries

This appendix lists the members of the Pack of the Night-Wolf, a company of mercenaries the duergar thane hires to harass and murder the heroes.

The GM is encouraged to use these mercenaries to mercilessly stalk and threaten the adventurers in locations they would not normally expect. The appendix includes their stats, stories, and typical tactics.

Appendix H: DCC Tie-Ins

Although this boxed set can be used in any campaign, it includes references to many modules of the Dungeon Crawl Classics line, from #0 to #35B, with #44, #48, and #49 thrown in for good measure. This appendix lists these references.

This was not merely done as a kind of easter egg for fans of the DCC line (although finding all the references would make a fine scavenger hunt!). Instead, the writers wanted to emphasize that *Castle Whiterock*, large as it is, can exist in an even larger setting. All a GM has to do to tie this adventure to his or her campaign is tweak a few of references (change a name here, alter an NPC's allegiances there, etc.).

Alternately, if a GM already owns modules in the DCC line, *Castle Whiterock* can easily be introduced to the home campaign through the references as written.

Appendix I: The Keys

For the GM's convenience, all of the keys found in Castle Whiterock have been listed in this appendix, including where they are found and what they unlock. In some cases, the term "key" is used broadly (for example, a specific mace unlocks a door on level 9A).

Appendix J: Third-Party Monsters and Templates

The writers of *Castle Whiterock* used creatures that originally appeared in several third-party books (some published by Goodman Games, some not). For the convenience of GMs looking for more information on these monsters, they are listed alphabetically in Appendix J, along with source, page number, the printed descriptive text (or, if one was not provided in the source material, a description has been extrapolated), and where the creature or template is found in the dungeon.

Inhabitants of Castle Whiterock

The Company of the Black Osprey

For a short time, a party of mighty adventurers called the Company of the Black Osprey laid claim to Castle Whiterock. Within that brief span, they left an indelible mark on the ruins, changing or even adding entire levels as they saw fit. For the most part, they are long gone, but their stamp is everywhere. Of course, clever and thorough parties may just meet up with some of the Company of the Black Osprey, in the flesh or otherwise....

Pelltar: A male human 16th-level conjurer/3rd-level archmage. Pelltar specialized in teleportation and summoning magic, and erected the strange obelisks that can be found in the countryside surrounding Castle Whiterock.

Pelltar was fatally wounded – ironically – exploring the edifice he had intended to use as his own tomb (level 9A). Astute PCs can locate his body in his hidden redoubt (level 12A) and plunder his spellbooks and personal trove of magic items.

Nimboltin ("Nim") Softstep: A male halfling 17th-level rogue. Nim was a master trapmaker and an impish sort, who delighted in antagonizing the stuffy Pelltar. Nimboltin is entombed in Castle Whiterock (level 10B) along with his remaining wealth, and he "returns" to help/taunt the party from beyond the grave.

Lythe Abysstalker: Lythe was a female aasimar 18th-level cleric dedicated to Justicia, the goddess of justice. As befitting her surname, Lythe had a penchant for hunting down fiends and other outsiders. Her unforgiving, relentless nature led to a fracture with the rest of the Company over Pelltar's Demonhold (level 13).

Lythe's final fate is undetermined.

Vallisneria Forestfriend: A half-elf 18th-level druid who eventually became a cleric of Ildavir. Keenly interested in the creation of the world, Vallisneria created a permanent gate to the fabled Far Garden (level 8).

After her death, she was reborn as a unicorn paragon. In this form, she protects the Glade of Farewell, the unicorn graveyard (level 8A).

General Koborth: A male human 19th-level fighter and leader of the Company. Koborth was mighty in battle and uncommonly faithful to his companions. When he was made a general, he helped clear out the Northlands for human habitation and brought civilization to the wild.

His physical prowess and tactical genius was eventually overcome by the plots of a will-o'-wisp named As'x, and Koborth died with a broken heart, refusing to accept *resurrection*. His body was interred with honor (level 10A), but it was plundered by duergar and his remains were reanimated (level 12).

Factions

Several factions, alternately cooperating with each other and vying for power, currently inhabit the caves, fortresses, and dungeons of *Castle Whiterock*. The major influences and players in the adventure are presented below, more or less in the order in which they appear.

The Iron Manacle: This cabal of slavers came to Castle Whiterock after being nearly wiped out in the south. They have since learned the merits of operating in secrecy, and Ikenvar, their leader, has taken steps to disguise his operation as monks of the Dawning Sun, going so far as to insert an agent in Cillamar in the guise of the undertaker.

The slavers conduct a brisk business with the Thane of Narborg through the orcs of the White Talon.

Ikenvar is desperate to not have his organization threatened, but if subterfuge fails, he will scarcely hesitate to use force.

White Talon Orcs: These orcs are a faction split from the White Roc tribe, and like their cousins they have a faint measure of cloud giant heritage. Kaernga, their leader, led the insurrection that founded this splinter tribe, but was only able to battle Drugila to a standstill. The White Talon orcs operate a blue quartz mining operation using slaves bartered from the Iron Manacle. Some of these slaves, the strongest, are funneled to the Bleak Theater, a holding of the duergar Thane Hrolad Vejik.

Kaernga is kept *charmed* by agents of the duergar, keeping him content to manage the mine and act as middleman in the slave deals, but the duergar plan to cut him out of the equation – permanently – soon.

Orcs of the White Roc: This tribe of orcs is blessed with a trace of giantish blood in their ancestry. They have held sway in Castle Whiterock on two separate occasions, but each time were expelled. They returned three years ago under the guidance of Drugila, whose personal quest is to reclaim an artifact of the tribe, the *figurine of the White Roc*. A recent schism in the tribe forced Drugila's followers deeper into the mountain.

The White Roc orcs recently discovered the ruins of a cloud giant's tower that had collapsed into the mountainside centuries ago. Believing this to be a sign, Drugila has ordered more excavation to find the *figurine*.

Benthosruthsa's Followers: The old red dragon Benthosruthsa seeded Castle Whiterock with minions and defenders in his time. Foremost was a small cult that worshipped the dragon as a god; they were all killed when Silhouette invaded and have returned as dread wraiths. Additionally, the dragon had sired a son, Benthoc, to lead a small tribe of troglodytes in the upper caves. Finally, the fiendish lamia shadowdancer Hasna'azhar, she who cast the *greater sleep of ages* spell on Lady Chauntessa's lover, was a captive thrall of the dragon, owing him no real loyalty.

Since the dragon's death, the troglodytes have diminished in power, and Benthoc has gone mad. Hasna'azhar has remained trapped in an *iron flask* located in the dragon's lair.

The Clockwork Academy: Ages ago, this was a gnomish school that specialized in the creation of advanced technology and constructs. Thought to be only a legend, part of the campus remains intact, and the degenerate descendants of the Silverheel clan still haunt some caves adjacent to the dungeons (*DCC #51.5: The Sinister Secret of Whiterock*). Additionally, Peduncle Hilspek is in possession of the prototype of one of their more powerful – and unusual – creations, the *Incomprehensible (Mark I).*

Sossank's Tribe: A tribe of mountain troglodytes originally from the mountains near Castle Whiterock, they have followed their leader, a toadspawn named Sossank, into the caves beneath the ruins. They now prey on what remains of Benthoc's tribe of troglodytes, and have gained two allies: the Thane of Narborg and a ghast named Muthren. From the duergar they have weapons of iron and the services of Gunrolz, an earth mephit trapmaker. Similarly, from the undead cultist they have been given a clutch of Children of Bobugbubilz eggs, and are breeding the monstrous toads.

Sossank plans to use his strong mountain trogs, armed with metal weapons and the Children, to completely wipe out Benthoc's troglodytes and establish himself as a power in Castle Whiterock. He is unaware that Most Bloated Muthren is expecting the unmanageable Children to wipe out his tribe.

Cult of Bobugbubilz: This cult, dedicated to the toadfiend god Bobugbubilz, operated a small chapel in the side of the mountain for several years until their leader, Most Bloated Muthren, sacrificed a paladin-cleric of Justicia to his god. In retribution, Justicia triggered a landslide that buried the chapel and killed most of the cult. Muthren returned as a ghast, and has been manipulating Sossank's tribe into caring for (and eventually being food for) a clutch of Children of Bobugbubilz eggs.

Muthren plans to use the Children to foster a resurgence of the faith of his loathsome god.

Order of the Sundered Scale: Based in Galaron, capital of Morrain, the Order of the Sundered Scale is a sect of paladins dedicated to the eradication of evil dragons. Several years ago, six of their members came to Castle Whiterock to slay Benthosruthsa. They constructed a hidden chapel in the mountain and waged their campaign against Benthosruthsa's followers. Their activities eventually drew the ire of the dragon's ally, the Thane of Narborg, who sent the Pack of the Night-Wolf to slay them. The sole surviving member, Knight-Chaplain Benden Talbusk, was subsequently captured and sacrificed by the Cult of Bobugbubilz.

The party can use the Order's secret base as they explore Castle Whiterock.

House Forlorna: This drow household was once the preeminent clan among the evil elves, but they suffered a dramatic reversal of fortunes. Now all that remains is a small contingent of outcasts, vainly plotting for a return to power from their small fortress, Nalas Div, the Inverted Tower.

These drow, led by Matron Chaliax, are interested in maintaining secrecy and gathering information about the outside world. They are terrified of being discovered by House Ereluc.

Narborg: Thane Hrolad Vejik commands this duergar fortress, which controls the Lightless Gate and the Bleak Theater. The crafty thane trades slaves with the Iron Manacle and the White Talon orcs, trades weapons with Sossank's tribe, and has a mutual defense pact with Benthosruthsa (he is unaware of the dragon's death). Thane Vejik also has at his beck and call the mercenaries of the Pack of the Night-Wolf (Appendix G). Despite his power, he is consumed by paranoia.

The duergar of Narborg are primarily interested in controlling traffic to and from the Underdeep, in the continued operation of the Bleak Theater, and in maintaining their power.

House Ereluc: The drow of House Ereluc maintain a permanent emissary to Thane Vejik's court. Ambassador Geviss Ereluc resides at the Bleak Theater, often visited by his estranged daughter, Liaa. As is often the case with the deceitful drow, House Ereluc cultivates several plots alongside their stated diplomatic presence in Castle Whiterock.

Silhouette's Confederates: In order to wreak her vengeance on Benthosruthsa, the black dragon Silhouette knew she would need an unparalleled cadre of allies and servitors. Most of them were slain by her adversary's followers, although Sil betrayed some. Of her original confederates, only two remain among the living: the rakshasa archmage Baghamaya, who rules the Burning Maze, and his lover, the medusa assassin Scithia, who is the black dragon's "handmaiden" and agent in the surface world.

Adversaries

What is an adventure without memorable villains? Without a nemesis to test their mettle against, "heroes" are just that much less heroic. Twenty-one adversaries living in Castle Whiterock are listed below along with their location and a few notes.

Ikenvar, half-orc Ftr2/Rog1; area 1-8

This man leads the Slavers of the Iron Manacle in their repulsive business enterprises. He has gone to great lengths to keep his new operation a secret. Ikenvar is old friends with Kaernga. He is a surprisingly effective leader for being a half-orc.

Kaernga, orc Bbn3; area 2-11

Kaernga used to be a lackey of Drugila, but when his old friend Ikenvar showed up at Castle Whiterock, the brute led a coup that resulted in the creation of the White Talon orcs. Being made leader, however, has led to Kaernga becoming soft in body and mind. While his troops work, he plays with his harem, and the wizards of The Impresario *charm* him regularly.

Grime, dust mephit; areas 2-15 and 10-36

Grime was sent to the orc mines by The Impresario to spy in Kaernga and report when he's in need of being re-*charmed*. The dust mephit plays pranks on the orcs and takes the time to skim some profit for himself. He and Gunrolz are fiercely competitive, and try to undermine each other's work constantly. If Grime escapes or leaves level 2, he can be encountered again on level 10, this time with some extra bard levels.

Drugila, giant-touched orc Adp6; area 3A-1

This female orc leads the tribe of the White Roc in their search for the *figurine of the White Roc*, from which they take their name. She and her tribe have some giant blood, and they even found a crashed cloud giant's tower to use as a refuge. Drugila believes she is on a holy quest to unite all orc tribes under the White Roc, but so far she has failed to even keep her own tribe whole.

Benthoc, half-dragon troglodyte Clr6; area 4-13

This creature is the son of Benthosruthsa and a troglodyte, sired for the express purpose of creating allies for the red dragon. While his father was alive, Benthoc could communicate with Marandracotha, a goddess of evil dragons. Since the death of the old red, Benthoc has been cut off and has grown increasingly

unstable. Although not tribal leader, no one objected when he made zombies out of some tribesmen.

Gunrolz, earth mephit Sor6; areas 6-6 and 12-10

When Sossank made a deal with the Thane of Narborg, the duergar planted a spy in the mountain troglodyte's home: Gunrolz. Ostensibly present to teach the troglodytes how to make traps, thus securing the upper levels of Castle Whiterock from invasion, Gunrolz is actually reporting back to the thane on the development of Children of Bobugbubilz. He has not yet been able to determine where the toad-like monsters came from or to steal one of the eggs.

Sossank, toadspawn mountain troglodyte Bbn3; area 6-14

This mountain troglodyte is a mortal progeny of Bobugbubilz, called a "toadspawn." His natural gifts, including regeneration and increased size, have made him the natural leader of his tribe. Arriving in Castle Whiterock a few years ago, he has quickly allied himself with both the Thane of Narborg and Most Bloated Muthren, and he dreams of conquering the upper reaches of the dungeon.

Most Bloated Muthren, advanced ghast War1; area 6A-4

Formerly a cultist of Bobugbubilz (with the title of "Most Bloated"), Muthren died after being buried in a divinely wrought avalanche. His will to serve transcended death, and he rose again as a ghast. In this form, he guarded two clutches of Children of Bobugbubilz eggs until Sossank happened upon his buried chapel. Muthren, recognizing the markings of a toadspawn on Sossank, saw this as the favor of his god, and gave the mountain troglodyte one of the clutches, instructing him on how to raise the foul creatures. The ghast knows that in short order the Children will overwhelm Sossank's troglodytes, and then he can emerge from his buried chapel to lead the faithful anew.

Vulgaris, minyad Drd7; area 7-2

Vulgaris is originally from the Far Garden, and emigrated to Castle Whiterock after Soras Leafbrother chased her out. Now she grows special fungi and cultivates poisonous plants, selling her lethal gifts to derro in the employ of The Impresario and to Sossank's tribe of troglodytes.

Forst, redcap Bbn5; area 8-8

This twisted fey has what, to him, is a delightful goal: transform the most pure of creatures, unicorns, into ravening, bloodthirsty beasts called madhorns. Forst has struck upon an idea to sneak into the unicorn's graveyard, the Glade of Farewell, using 13 unicorn horns to "disguise" his alignment from the gate, which will not allow evil creatures to pass. With the capture of Jae Porrel, a lost human girl, his plan has kicked into overdrive.

Trag, giant-touched bugbear Mnk5; area 8-17

Trag, the son of the fire giantess Mortra, leads a small army of goblinoids in the sacking and razing of the Far Garden. By the time the party arrives in the Far Garden, Trag has finished his work, but he has his army linger behind for reasons all his own. He commands through both brute strength and logical thinking uncommon to bugbears.

Matron Chaliax, drow Clr9; area 9B-12

The Matron is the head of a fallen drow household, House Forlorna. She is obsessed with her clan's past glories and would give anything to bring about a return to those days. In the meantime, she and what's left of House Forlorna inhabit their one surviving stronghold, Nalas Div, the Inverted Tower. Matron Chaliax is keenly aware that, if discovered, she and her house would be destroyed utterly.

The Impresario, duergar Rog11; area 10-39

The fastidious master of the Bleak Theater is known only as The Impresario. Possessed by an uncharacteristic (for duergar) flair for the dramatic, he has greatly increased the Bleak Theater's revenue by hosting several creative, if sadistic, fights. He is often seen as equal to Thane Vejik in terms of influence in Castle Whiterock, but in truth he serves at the thane's command.

Gora-khan, hobgoblin vampire Rng5/Hoz5; areas 10A-1 and 12-4

The hobgoblin ranger was turned into a vampire by the infamous Serrenna Valuois, and served as her lieutenant until she was bested. He wandered for a time before meeting the then-thane of Narborg, Feigr Vejik. Since then he's worked with the duergar. If Gora-khan is defeated in Koborth's Tomb, he will flee to his coffin in Narborg.

Koborth, unique skeletal champion Ftr14; area 12-37

This creature is the animated remains of General Koborth of the Company of the Black Osprey, brought to unholy life by the power of the *Crown of Narborg*. The party will have to face Koborth if they seek to best the thane, but a phrase given them by Elweiss may lead to the hero's redemption ... and resurrection.

Thane Hrolad Vejik, duergar Ari10; area 12-40

The Thane of Narborg is a powerful man in Castle Whiterock, controlling a mighty fortress, an animated gate, and a bloodsport arena/slave auction. Hrolad Vejik rose to this position by killing his father at the urging of the Mountain King, a far-off but even more powerful dwarven monarch. Hrolad's reign has been grim

but prosperous, befitting a duergar ruler. His web of influence extends from the very top of Castle Whiterock to its lowest chambers (although he's unaware his ally, Benthosruthsa, is dead).

Baghamaya, rakshasa Sor7/Acm2; 14B-7

Arrogant beyond compare, Baghamaya rules the Burning Maze for his ally, Silhouette. The rakshasa has great plans for the network of lava tubes, and is considering making a formal alliance with the padishah of the efreet, Fa'al'zaqan, whose domain in the Plane of Elemental Fire is connected to the Burning Maze by a rift. Baghamaya spends his time indolently, and often hosts conclaves of powerful wizards and sorcerers.

Scithia, medusa Rog5/Asn5; area 14B-8

Scithia serves Silhouette as her "handmaiden," which in this terminology means the medusa is the dragon's agent in the wider world. She has made many trips to Cillamar, and is looking for ways to topple the local thieves' guild. Scithia is the lover of Baghamaya, and convinced him to join the black dragon's crusade against Benthosruthsa.

Benthosruthsa, old red dragon ghost; area 15-2

The deposed ruler of Castle Whiterock, "Benthos" has not taken to death very well. He has spent the last year lurking near his old lair, searching for a way to kill Silhouette in such a way that can't be traced back to him (lest she also become a ghost). The arrival of the heroes presents him with just such an opportunity, and he won't interfere with them unless they try to take Hasna'azhar away from him.

Silhouette, adult black dragon Ftr2; area 15-11

"Sil" is the secret master of Castle Whiterock, having slain Benthosruthsa just over a year ago for some slight. Since then she has been consolidating her hold on the lower levels and laying low. She plans to rule from the shadows through a network of agents, and has her eyes set on Cillamar.

Hasna'azhar, fiendish lamia Rog1/Shd8; area 15-14

The object of Lady Chauntessa's obsession is Hasna'azhar, the former slave of Benthosruthsa. The fiendish lamia cast the *greater sleep of ages* spell (from a scroll) that has ensorcelled the lady's lover, and only she knows how to break it. Hasna'azhar spends most of the adventure trapped in an *iron flask* unless freed by the party.

Allies

Sometimes a party needs a little help, and town is just too far away. *Castle Whiterock* includes seven ready-made NPC allies that the heroes can encounter, save, assist, or otherwise win over (should they choose to do so). These potential allies may offer to join the heroes indefinitely, may magically appear for just one battle, or may only help out under certain circumstances.

Each NPC ally is presented below, along with their location and a few notes about their conditions for assistance. GMs should feel free to alter the NPCs to match their own game.

Hugin, human Ftr1; area 2-3

If the party frees Hugin from the orcs of the White Talon, he will offer his services and swordarm in thanks. After a few weeks, he will move on, perhaps settling in Cillamar, unless the party offers to pay him to remain (or offers him a full share of treasure).

Soras Leafbrother, centaur Rng12; area 8-4

If the party completes all sub-quests in the Far Garden and manages to defeat the giant rhinoceros beetle in a timely manner, this centaur gives them a special *bracelet of friends* that is keyed to him and works across planar boundaries. If the single token is used, Soras appears and fights alongside the party for 15 rounds before disappearing.

Galdeira Goldmoon, half-celestial elf Pal10; area 9-7

This paladin needs a bit of assistance before she can join the party; the details are given in the section on sub-quests.

If the party is able to help Galdeira, she is willing to join them as long as they work toward the goal of defeating Benthosruthsa.

Urgus Spellsmith, mountain dwarf Wiz9; area 10-35

The party finds Urgus held captive in the Bleak Theater. The dwarf is capable but somewhat unfriendly, more comfortable with maps than with people.

Before he lends the party any aid, he will demand that the heroes help him recover some stolen property, a map to the Golden Palace of Zahadran. Afterward, he can be persuaded to join the party as a member, or, alternately, he could make magic weapons, rods, armor, or scrolls for the party (with proper recompense, of course).

Talladay Arrowmelt, halfling Rog1/Ftr6/Due6; area 11-28c

This halfling is equally adept with a rapier and a kitchen knife, and is encountered as the unwilling master chef

of Narborg. Talladay won't join the party for the monotony of dungeon-crawling, but a final battle against a dragon does capture his interest. If the party seeks him out before going after Benthosruthsa, he'll gladly join them.

General Koborth, human Ftr18; area 12-37

Returning the legendary General Koborth to life is a possible goal of the adventure's most demanding sub-quest, "The Hero and the Sword." It is explained in detail in the section on sub-quests.

Koborth is not interested in the day-to-day grind of adventuring (now is a time for the next generation of heroes to arise), but he may be willing to assist their final assault on Benthosruthsa, either by temporarily joining the party or by lending them his dragon-slaying sword, *Scalemar*.

Fthirya, ghaele; area 13-6

This eladrin was accidentally called to the Demonhold (level 13) and has waged a guerilla war against the demons and devils contained therein since. If the party saves her from a hezrou ambush, she gives them a personal scroll of *planar ally* that summons only her. She warns, however, that unless the power of the Demonhold is thwarted by toppling Pelltar's obelisks, using the scroll only returns her to the prison.

Fthirya considers payment for most tasks already rendered by saving her, but she refuses to perform or assist in acts that run contrary to her alignment.

Others

Every now and then there's an NPC who isn't exactly an ally, but neither is she overtly hostile. Perhaps the line between adversary and ally, at least in their case, is determined by a random die roll or by the actions of the party, or perhaps these NPCs have their own agendas and cannot dedicate themselves to the cause of the adventuring party. Such NPCs are listed below, with area located and general notes.

Nemoura Shimmerscale, nixie Sor3; area 3-12

Nemoura went exploring and ended up trapped between a mine full of orcs and a fantastically huge and hungry crayfish. She has been stuck for weeks and is desperate to escape. She doesn't attack the party unless they refuse to help her, at which time she tries to *charm* some of them. In thanks, Nemoura gives the party her ring, actually one of the Melosiran Rings, *Aquil'iya*. Activating the ring is a complicated but rewarding sub-quest. After being freed, Nemoura has had enough of the adventuring life, and goes home.

Aeralith, invisible stalker; area 4-4

This unfortunate invisible stalker was imprisoned in a giant pipe organ by a drow bard. He gives the party the sub-quest that liberates him, which involves gathering and playing the *Sorrowsong Instruments*. Once free, Aeralith will perform a service for the party and then return to his home plane.

Lorus Swiftquill, lich Mnk2/Div7/Lor7; area 6B-7

This lich librarian has been absorbed in his studies for the last few centuries and is eager for news of the world beyond his book-laden walls. He may attack the party, depending on how they behave toward him and in his library. If contacted peacefully, he assists the adventurers in conducting research that can assist them throughout their exploration of Castle Whiterock. Lorus became a lich to guard his library, and will not abandon it.

Grisby, advanced faerie dragon; area 8-4

Grisby acts as an advisor to Soras Leafbrother in Dawn-on-Stream, and ferries messages back and forth between the centaur and Hyelnevyuir. If he determines that the party is trustworthy, he may give them a short series of sub-quests. Grisby does not attack the party unless they run afoul of Hyelnevyuir. Grisby will flit back and forth from the Far Garden to the Glade of Farewell, but otherwise isn't interested in adventuring.

Hyelnevyuir, advanced unicorn paragon; area 8A-1

This creature is the reborn spirit of Vallisneria Forestfriend of the Company of the Black Osprey. She now guards the Glade of Farewell at its entrance, but is forbidden to enter the glade itself. She does not attack unless she determines that one or more of the party are evil. If they are respectful, and if Grisby speaks up for them, she may help them with a sub-quest. Hyelnevyuir will not abandon her post.

Peduncle Hilspek, gnome Brd6/Exp12; area 9C-2

Once a member of the defunct Fellowship of the Humbled Hen, Peduncle has become a hermit living in a grotto (in an underwater house, no less!). He is the current owner of the *Incomprehensible (Mark I)*, and has some information about the Immense Cavern. Problem is, he wants to be left alone, and his encounter is likely to end in bloodshed. Peduncle spent some time in Haverthold Asylum, and is a little unbalanced. Peduncle will not leave his grotto.

Elweiss, human ghost Ari2/Rog13; area 10A-2

The squire and lifelong friend of General Koborth returned as a ghost to guard the hero's tomb. Unfortunately, he was bested by Thane Vejik's priests and imprisoned in a glass coffin, serving as a tour attraction ever since. If he's freed, Elweiss gives the party two of the most difficult sub-quests in the game. He will not leave the tomb.

Al'maraj'abbesh, efreeti; area 12A-4

This efreeti is a few cards short of a full deck, and upon being summoned from his bottle may assist the party for a short time (10 minutes), attack the heroes, retreat back inside the bottle, or grant them three *wishes*. It all comes down to a die roll.

Shale, unique construct chalkboard; area 12A-5

The party finds the intelligent chalkboard Shale in Pelltar's Redoubt, where he used to help the wizard craft magic items and brew potions. Shale is a font of information on these and other topics, and he also knows a little about the Company of the Black Osprey, House Forlorna, and the ancient history of Castle Whiterock. He's eager to leave the redoubt, but he isn't much use in combat, so he'll ask the party to find him a new home.

Whiterock as a Campaign

The Basics: Adventuring in Castle Whiterock

Most every adventurer has three fundamental needs: water, food, and rest. Many also want fortune and glory, but without the first three they'll never live to see the last two. While some groups gloss over these factors, the writers recognized that not everyone does, and so they are addressed below.

Water is abundant in Castle Whiterock. There are plenty of lakes, rivers, streams, grottos, and pools, and most – but not all! – of it is safe to drink. Finally, the orison *create water* is often overlooked for basic sustenance. Water is the least of a party's concerns.

Food, however, is more pressing. Although the writers tried to make each dungeon level a semi-realistic ecology of its own, that doesn't necessarily mean that an adventurer wants to eat what, say, Sossank's tribe of troglodytes eats. Still, most of the dungeons are inhabited by humanoids (monstrous or otherwise), and it is up to the GM to decide what, if any, local foodstuffs are edible by starving adventurers. Even so, food is relatively light to carry, and the 3rd-level cleric spell *create food and water*, or its big brother *hero's feast* at 6th level, is an easy way to save on encumbrance.

Rest is the greatest concern, and one few parties gloss over. Many levels specifically address what happens when/if those areas are "cleared" by the party in a section called **On Alert**. For those levels lacking this section (usually because it does not mobilize per se), the GM is asked to use common sense. Few of these levels are ever truly "safe" because monsters lair there, and they do not hang out in level-appropriate groups all day in static locations. If the party sets up camp near a water source, or near a predator's prey, or near a herbivore's food source, they are likely to be interrupted. Keep in mind there is no universal "night" underground ... the monsters may not operate on the same sleep-wake cycle as the party.

It sounds grim, doesn't it? Rest assured (get it?), there are plenty of boltholes in Castle Whiterock where a party may get some shut-eye. Most of the various fortresses or buildings found in the dungeon can easily be fortified and used to store excess treasure, goods, and captives. There is even an entire level (level 7A) set aside as a potential base of operations for a party clever enough to find it. Additionally, parties who make peaceful contact with the ghost of Elweiss can have the undead squire watch over them on level 10A. Finally, as is explained elsewhere, the dungeon has several entry points and shortcuts, so it's feasible for a party to exit and return in good time.

Speaking of exiting, the campaign assumes that the party uses nearby Cillamar as a de facto base of operations, and makes several references to the Inn of the Slumbering Drake and its owner, Lady Chauntessa. Accordingly, Cillamar and the Inn have been included in the boxed set, but the GM (and the party) need not be tied to this locale. In fact, it is entirely likely they will have to voyage abroad in order to buy some high-ticket items later in the game.

There is one final item regarding rest: the ire of the duergar thane. Adventuring parties that cross Thane

Hrolad Vejik are likely to be plagued by *nightmares* and attacked at the most inconvenient times by a party of mercenaries, the Pack of the Night-Wolf (see Appendix G). See the Consequences section at the end of level 10 for details on the thane's revenge.

Rumors

At the start of a Whiterock campaign, each PC should know 1d3 rumors from the table below. The GM can assign specific rumors or roll to determine them randomly. The validity of the rumor is described in parentheses following the entry. A successful Gather Information check (DC 15) also provides a random rumor, as long as the adventurers visit an establishment or interact with an appropriate and informed NPC.

Castle Whiterock Rumor Table (roll 3d6)

3 A terrible lake monster inhabits the lake bordering Castle Whiterock. The massive serpent often lumbers onto land to feed on nearby livestock herds maintained by roaming herdsmen. (True; there is a lake monster, but it remains confined to the depths of the lake.)

4 The mountain isn't volcanic any more, and there is a vast forest growing inside it with a magical sun giving it life. (False; it is still volcanic, but there is a gate in the lower depths that leads to an enchanted forest – see level 8, the Far Garden.)

5 Word has it that the famed Clockwork Academy, a famous gnomish engineering school that specialized in golem creation, was established near Castle Whiterock. (True; see level 4A.)

6 An ancient order of monks maintained a monastery on the site where Castle Whiterock now sits. (True.)

7 A traveling potion salesman can often be found hawking his magical elixirs in a booth at the Inn of the Slumbering Drake (True; Quintus from Appendix A.)

8 Cillamar has been established on the ruins of an ancient gnomish city called Stoneham. Numerous gnomish catacombs riddle the sewer system, infested by gnome wererats who secretly rule the city. (All true, except for the last part about the gnomish wererats.)

9 An order of monks returned to Castle Whiterock about a year ago. They have established a base camp in the upper ruins, and are searching for artifacts. (True, but the monks are actually the Iron Manacle – see level 1.)

10 "I'm telling yah; those goblins from the mountains are on the move. I've caught them on my property twice this last month." (False; orc activity has increased around Castle Whiterock, but the goblinoid population remains quite low.)

11 Lady Chauntessa, the proprietress of the Inn of the Slumbering Drake, has a strange interest in Castle Whiterock. She often sends explorers to the ruins, and pays top coin for any artifacts or information gleaned. (True.)

12 The symbol of a pewter swan is used by the local thieves' guild in Cillamar. (False; this is the symbol of the Sorority of the Swan.)

13 You best not pay attention to the drunken ramblings of Arien. For a few coins, the town drunkard will often spin fanciful yarns on how he was captured by slavers. (True; Arien was captured by slavers, and managed to escape.)

14 Spellcasters cannot summon any creatures near Castle Whiterock or the mountain it lies on. (Mostly false; spells that summon outsiders with an alignment subtype have the creature redirected to the Demonhold, but other creatures can be summoned normally.)

15 A secretive league of arcanists congregates at the castle ruins on moonless nights to conduct terrible rituals. (False, but Baghamaya, a member of the Tome, sometimes receives guests from that arcane order.)

16 The reason there are so many bizarre creatures near Castle Whiterock is because Ghorrene the Black Eagle conducted foul experiments here, and the beasts are still breeding. (False, but see Chapter 7 of the Gazetteer in *DCC #35* for a few details on Ghorrene.)

17 "Those castle ruins are haunted, I tell yah. The unquiet spirits of an old adventuring band stalks dungeons for sure." (False.)

18 In the depths below the castle, there is a place, a "neutral ground," where you can conduct shadowy business with the denizens of the Underdeep. (True; the Bleak Theater.)

Conjuration and Whiterock

Pelltar, the conjurer of the Company of the Black Osprey, knew all too well that his adventuring troupe had made powerful demonic enemies in the course of their careers. When they settled into Castle Whiterock, he set about fortifying it against extraplanar intrusion. This led to the erection of basalt obelisks in the countryside around the castle and the construction of the

Demonhold. Although intended to only "capture" wicked outsiders, Pelltar eventually discovered, to his surprise, that his demonic prison also snared archons, eladrin, and angels.

It works thusly: Any outsider with an alignment subtype (Chaotic, Evil, Good, or Lawful) affected, created, or called by a calling, summoning, or teleportation spell or effect within a few miles of Castle Whiterock is redirected to the Demonhold. Once there, the outsider is trapped and cannot leave by magical means, even if the spell or effect that conjured or called them in the first place expires. See the Demonhold (level 13) for more information.

Introducing New PCs

Sometimes PCs die off. Sometimes new people want to join an existing game. It's a problem that faces every adventuring troupe eventually: how to seamlessly introduce a new PC.

Given the length of *Castle Whiterock*, it is highly likely that either or both of the above situations will come to pass before the party shakes Silhouette's blood from their weapons. Accordingly, the adventure was written with this in mind.

Several levels feature the liberation of slaves; a new PC could easily be found in the slave pits of area 2-3, the larder of the troglodytes in area 4-8, the Bleak Theater's mass pens in area 10-6, or even in the fortress of Narborg prison cells (areas 11-10b, 11-22, or 12-15).

Perhaps a new hero was being kept for an even more nefarious purpose. They could be sacrificial victims (to Bobugbubilz in area 6A-4 or to Sodoutym in area 12-26), kept as playthings for the amusement of derro (11A-6e), demons (area 13-18), or rakshasa (area 14B-6c), fed to beasts (Children of Bobugbubilz in area 6-13 or ebuul lizards in area 12-24), or could even just be part of the scenery (assimilated into the fissure wasp hive in area 11B-6).

It's even possible that a new PC was just passing through when they met the party. This can happen easily in Dawn-on-Stream (area 8-4). If the new PC happens to be an outsider with an alignment subtype, they can appear at any time in any location in the Demonhold (level 13).

Alternately, the GM may decide to replace any of the possible NPC allies (see above) with a new PC.

Gaining Levels, Skipping Ahead, and Treasure

The XP awards have been designed to allow a party of four to six PCs to advance one level for each level of the dungeon they explore. In truth, each level contains slightly higher XP awards since most groups will not find all encounters on any given level. If the party consists of fewer than four PCs (or more than six), be sure to adjust the encounters appropriately. Unless stated otherwise, the listed bonus awards are for the whole party, to be divided among its members.

Sub-levels are not factored into the "one-level-per-level" formula because they are hidden or provide few opportunities to gain experience. In general, however, astute and thorough heroes will likely end up ahead of the dungeon's curve. Accordingly, each level includes Scaling Information that the GM can use keep the encounters appropriately challenging.

Throughout the dungeon, there are opportunities to skip entire levels. For example, an elevator connects level 2 and level 7, and a set of stairs runs from level 11A to level 14A. These short cuts can prove disastrous for low-level PCs that get in over their heads, but are a boon to high-level PCs returning to the depths from a visit to town. The GM is encouraged to use clues, hints, and statements by any handy NPCs to prevent a foolhardy party from rushing into disaster, and don't forget the Scaling Information, which can also be used to tone down the encounters.

Similar to XP, slightly more treasure has been placed on each dungeon level because some of it is well hidden or too bulky to transport. If a GM ends up scaling up or down encounters for a dungeon level, he or she should account for a commensurate increase or decrease in treasure.

Finally, several powerful unique magic items (notably *Aquil'iya, Scalemar*, and the *figurine of the White Roc*) can be found in this adventure. These items are rare and expensive, and some may be worth many times the entire haul that a level should properly contain, but they are included because they are story elements. Additionally, they are well hidden and may possess drawbacks or limitations to their use. *Scalemar* requires the completion of one or more sub-quests before anyone knows how to use it, the *Crown of Narborg* only functions for duergar, and the *figurine of the White Roc* is in an entirely innocuous location.

As always, the GM is free to substitute less powerful items to maintain control over their campaign. Caution should be always used when bestowing powerful items upon the heroes.

Learning New Spells

Not all gaming groups pay the strictest of attention to the means by which wizards acquire new spells, but some do, so the writers were sure to include a plethora of spellbooks for PC wizards to learn from.

Most spellbooks in the adventure list their contents, but not all. This should allow the GMs plenty of leeway to insert spells they would like the party to have. Note that the list below only refers to spellbooks; there are also plenty of scrolls throughout the dungeon that an adventuring wizard could use to learn a new spell.

Area 2-10 has Katanya Glimer's spellbook, area 4-10 has the spellbook of an unknown abjurer slain by Grizzlisk, and area 9B-10 contains the spellbook of House Forlorna's Magus Revesk.

The spellbooks of Lorus Swiftquill and Pelltar are found in their respective retreats, specifically in areas 6B-7 and 12A-2.

The Far Garden has three spellbooks. The one temporarily used by Verdivis, the greatest transmuter who ever lived, can be found in area 8-5, and the spellbooks of the goblin wizard twins, Erga and Noog, are both located with them in area 8-15.

Visitors to the Bleak Theater can find four spellbooks. The Impresario's junior wizards (areas 10-1 and 10-41) and senior wizard (area 10-38) each carry their own spellbooks, and Ambassador Geviss Ereluc keeps his spellbook handy in area 10-37.

There are five spellbooks in the vicinity of Narborg: that of the mercenary enchanter in area 11-9, that of the derro potion master in area 11A-6d, that of the cultist diviner in area 12-22, the one belonging to the junior wizard in area 12-11, and that of the thane's Master Wizard in area 12-19.

Finally, Acanthus the aboleth has learned how to use strange runes scribed on the walls of his cave (area 7-12) as a kind of spellbook.

Sub-Quests

This adventure is as much a campaign setting as it is a dungeon crawl. In addition to the larger goals of fame, wealth, vanquishing evil, and slaying a dragon, there are smaller quests in which the party may choose to participate. Electing to take on these sub-quests will grant the party greater insight to the castle's backstory, and it takes the heroes to many of its hidden areas (as well as granting extra XP!).

Most of the sub-quests are given by a specified NPC in the dungeon, and in all cases the details are provided in a nearby sidebar. For convenience, the 16 sub-quests are presented below in the order in which they can be found.

Since a few of the sub-quests are essentially scavenger hunts that may involve some backtracking, the heroes may encounter a key item before they actually have the appropriate sub-quest. GMs should take careful note of what the party does with a key item ... if it is sold, they may be able to buy (or steal) it back, or they may end up tracking the item down as a plot hook to an entirely unrelated adventure!

"Breaking the Iron Manacle" – Level 1

It is assumed that most *Castle Whiterock* campaigns will begin with this quest, given by an NPC of the GM's choosing from their home setting or from Cillamar.

To complete this sub-quest, the party must capture or kill all the slavers on level 1, allowing none to escape.

Completing this sub-quest earns the party bonus XP.

"Reuniting the Glimers" – Level 2

Findle Glimer (or his sister, Katanya, depending on who gets freed first) gives the party this quest.

The key "items" for this quest are Katanya Glimer (area 2-3) and Findle Glimer (area 2-10). To complete it, the party must free both siblings from the orcs of the White Talon.

This quest earns the party some extra wealth and XP.

"Activating Aquil'iya" – Level 3

Unlike most sub-quests, the party can fulfill this one's conditions without being aware of it. If the party spends time conducting research in the Halls of Forgotten Lore (level 6B) or in Pelltar's Redoubt (level 12A), they can get clues about the ring *Aquil'iya's* special properties and how to access them.

The only key item for this quest is the ring *Aquil'iya* (area 3-12).

Aquil'iya is a unique, but dormant, *intelligent ring of water elemental command*. By exposing it (and its wearer) to certain elemental conditions, the ring regains its power. More information on activating *Aquil'iya* is presented in Appendix E. As the party adventures through Castle Whiterock (and beyond, if they leave the dungeon), the GM should remain aware of conditions that may trigger the ring's awakening.

For completing this quest, the party earns bonus XP and gains a powerful item.

"Releasing Aeralith" – Level 4

Aeralith, an invisible stalker bound to a drow-made organ, gives this quest if a hero can understand Auran, either as a known language or through magical means.

The three key items needed for this quest are the *Sorrowsong Instruments*, musical instruments made of jade. They are a jade flute (area 3-6), the jade harp-strings (area 4-14), and the jade drum (area 6-10). To complete this sub-quest, the party must simultaneously play three notes with the *Sorrowsong Instruments* (each instrument requires a DC 15 Perform (woodwinds, strings, or percussion) check). This ends the binding spell and frees the invisible stalker.

Completing this sub-quest earns the party bonus XP and an additional reward granted by the invisible stalker, as determined by the GM.

"Bonds of Fellowship" – Sub-level 7A

This sub-quest is given through a dream image of the Order of the Sundered Scale (which occurs the first time the party sleeps in the hidden fane) or by reading the *Testimony of the Order* (area 7A-10).

The key item for this quest is the collected bones of Knight-Chaplain Talbusk (area 6A-3). Returning them to the ossuary (area 7A-9) and placing them in the prepared space completes this sub-quest.

Once this sub-quest is complete, the hidden fane of Justicia receives several "upgrades" to its abilities, as detailed on level 7A. The party also earns bonus XP.

"Finder of Lost Children" – Level 8

Soras Leafbrother gives the party this quest if they hear out Dalen Porrel (area 8-4).

The key "items" for this quest are Dalen's sisters, Jae Porrel (area 8-8) and Ninia Porrel (random encounter). Jae is being held captive by the demented redcap Forst, and Ninia has been "adopted" by a friendly, but over-protective cete of dire badgers. To complete this sub-quest, the party must find the sisters and escort them to the fey tent city of Dawn-on-Stream (area 8-4).

Completing this sub-quest earns the party bonus XP and some wealth from the grateful Soras Leafbrother.

"The Unicorn Slayer" – Level 8

If the faerie dragon Grisby (area 8-4) determines the party to be of the trustworthy and goodly sort, he may give them this sub-quest. Alternately, if the dryad druid Selistimme (area 8-13) does likewise, she may do the same.

The key items of this sub-quest are the 12 unicorn horns Forst (area 8-8) has collected, and he's not surrendering them without a fight. The horns must be returned to Grisby.

Completing this sub-quest earns the party bonus XP and an additional sub-quest.

"Easing the Dead" – Level 8

Grisby's second sub-quest involves taking the unicorn horns gathered from Forst (area 8-8) across the silver bridge (area 8-4, but only at dawn or dusk) to Hyelnevyuir in the Glade of Farewell (8A-1).

The party already will have the key items if they were given this sub-quest. When they speak with Hyelnevyuir, it will ask them to take the horns into the glade itself (area 8A-2) and deposit them next to the pools.

Completing this sub-quest earns the party bonus XP.

"Taking the Gate" – Level 8

After the party has defeated the bugbear general, Trag (area 8-17), Soras Leafbrother (area 8-4) may give them this sub-quest.

The key "item" for this sub-quest is the giant rhinoceros beetle that guards the Scourgelands gate (area 8-18). Unless that gate is closed, more goblinoids will eventually pass through, and the Far Garden (level 8) will be threatened anew. The party is to slay the titanic vermin.

How quickly the party manages to defeat the gate's guardian determines both their reward and, possibly, the fate of Soras Leafbrother. The most favorable reso-

lutions mean that the party will be able to call on Soras to aid them in a future battle, and in most cases they earn magic items, wealth, and bonus XP.

"Returning Galdeira to Her True Form" – Level 9

This sub-quest concerns Galdeira Goldmoon, a half-celestial elf paladin *polymorphed* into a kobold by Benthosruthsa's lackeys. She has been a kobold so long she believes herself one, but there is evidence to indicate otherwise, including her dead body if she's killed.

The key "item" to this quest is Galdeira herself (area 9-7). It can be resolved by *dispelling* the spell that has changed her shape, or by killing her and, upon seeing that she was actually a half-celestial, subsequently bringing her back to life.

If she is restored and determines that she can trust the party, they may gain her as an ally.

"Eyes of the Drow" – Level 10

Ambassador Geviss Ereluc (area 10-37) gives the party this sub-quest. He hires them to seek out the remnants of drow House Forlorna (level 9B).

There are no specific key items for this sub-quest, but the party must be able to convince Geviss that they've found House Forlorna. The standard of evidence is left to the GM's discretion, but it should be pointed out both that Geviss wants to believe.

For completing this sub-quest, the party earns some wealth and bonus XP, and they are given another task by the ambassador.

"Fist of the Drow" – Level 10

Geviss Ereluc (area 10-37) tasks the party with delivering the deathblow to drow House Forlorna (level 9B).

Again, there are no key items for this sub-quest, but the head of Matron Chaliax (area 9B-12) and/or her *arachnid armor* would suffice nicely.

For completing this sub-quest, the party earns some wealth and bonus XP, as well as that dirty feeling you get for working with the drow.

"Mouth of the Drow" – Level 10

The ambassador's daughter, Liaa Ereluc (area 10-37), gives out this sub-quest to parties interested in making some extra money.

The key item for this sub-quest is the note from "Nirrec Ereluc" (area 11A-6e) in the possession of the derro zealot at the potionworks near the Lightless Gate (level 11A). The party is to obtain this letter, by any means necessary, and return it to Liaa.

Completing this sub-quest earns the party some wealth and bonus XP, as well as the possibility for future employment with Liaa.

"Fangs of the Drow" – Level 10

Once the party has proven it can handle delicate situations, Liaa Ereluc (area 10-37) hires them to assassinate her father.

There is no key item for this sub-quest save the ambassador's corpse.

Unfortunately, the only reward for completing this sub-quest (other than the XP for killing Geviss) is more trouble, as Liaa calls in Bleak Theater security forces to deal with the "assassins." That's what you get for working for drow.

"Spoils of War" – Sub-level 10A

The ghost of Elweiss (area 10A-2) gives this quest to the party after he is freed from his coffin of glass.

The four key items of this sub-quest are the *Spear of Elweiss* (area 6-9), the *Skullcap of Umgoot* (area 9C-4), the *Thrice-Cursed Blade* (area 10-39), and Wulfrun's contract (area 11-9). The party must gather all four items and return them to Koborth's Tomb (level 10A), each in its proper place.

Completing this quest is worth bonus XP, and Elweiss will give the party his next quest, "The Hero and the Sword."

"The Hero and the Sword" – Sub-level 10A

This is potentially the most difficult sub-quest in *Castle Whiterock*. After completing "Spoils of War," Elweiss tells the party about *Scalemar*, the general's dragon-slaying sword, which can only be drawn by Koborth or Pelltar.

The key items for this sub-quest are *Scalemar's* scabbard (area 10A-7) and either Pelltar's dead hand (area 12A-1) or Koborth's living hand.

To get Pelltar's hand, the party merely needs to venture to Pelltar's Redoubt (level 12A) and use the dead limb to "draw" *Scalemar*. This is the easy way.

The hard way is complicated, but ultimately more rewarding. First, Koborth (as a skeletal champion) must be encountered in area 12-37, and the party must use a phrase Elweiss gives them at the beginning of this sub-quest, which unshackles the general's soul from despair and makes him willing to return to life. Then, if the party has completed the "Bonds of Fellowship" sub-quest, Koborth's bones (either their rubble or the walking skeleton) can be placed in the *Basin of Cleansing* (area 7A-3) along with 5,000 gp worth of coins or gems.

This *resurrects* the hero, who can then draw his sword.

Completing this quest the easy way earns the party some bonus XP and *Scalemar*. Completing it the hard way earns the party additional bonus XP and a legendary ally who is knowledgeable of Castle Whiterock's history.

Making It Work for You

Not Starting at the Beginning

Castle Whiterock was written as a campaign-in-a-box. It is intended to take a party of adventurers from 1st level to 15th level (and possibly beyond). This boxed set, however, need not be used in this manner.

The writers included several points of entry into the dungeon. By doing so, *Castle Whiterock* could be used to launch a higher-level campaign or even included in a pre-existing one.

Adventuring parties averaging 3rd or 4th level could enter the dungeon by excavating collapsed mine shafts to enter level 3 or collapsed tunnels to enter levels 4 and 4A (as is the case with *DCC #51.5: Sinister Secret of Whiterock*).

There are two aquatic methods to gain entry. Parties wishing to begin at 5th level could dive into the caldera lake (level 5), and those at 6th level could use the river "exit" in area 6-14 as an entrance.

Parties coming in from the Underdeep have three options. A 7th-level party could enter Castle Whiterock by following the dried riverbed in area 7-16. The path beyond the Lightless Gate (area 11A-10) could lead an 11th-level party straight to Narborg or a 14th-level party down to the Burning Maze, emerging in area 14A-1.

Any party, but most likely one at or near 10th level, could be captured by a nefarious organization of the GM's choice and end up in the Bleak Theater (level 10) as gladiators.

It is even possible to "appear" by magical means in Castle Whiterock. An 8th-level party wandering in any temperate woods could get lost and find themselves in the Far Garden (level 8). A 13th-level party composed entirely of outsiders with an alignment subtype (say, for example, a party of archons) could be accidentally shunted to the Demonhold (level 13) while passing through the area. A 14th-level party could enter the midpoint of the Burning Maze by passing through its rift from the Plane of Elemental Fire (area 14B-3), or they could learn the absolute coordinates of Baghamaya's reception point (area 14B-6b) and *teleport* directly to the end of the Burning Maze.

Games, not Campaigns

Not all gaming groups are interested in a sweeping campaign; some groups appreciate the spontaneity of a one-off game. In this context, *Castle Whiterock* is more like a salad bar of ready-to-play adventures. You as the GM can lift entire levels of the dungeon out of the mountain and plug them into your campaign as stand-alone adventures. The sub-quests detailed above are a good model to follow, and eight suggestions are provided below (with tongue-in-cheek names).

"Slavers of Slave Mountain"

People have been disappearing. Maybe they're being taken to Slave Mountain!

The GM takes levels 1-3, including 3A, and sets them in any mountain of his or her choice. For an ending befitting a module, add more adept levels to Drugila (area 3A-1) and move the *figurine of the White Roc* (area 13-8) to somewhere on level 3 (it might be a good idea to reduce its power somewhat).

"Troglodytes Great and Small"

The troglodytes have been really aggressive lately. Why is that?

The GM could use levels 4, 6, and 6A as a mini-adventure. Benthoc's followers are being pushed around by Sossank's tribe to conduct raids. All the while, Most Bloated Muthren is manipulating Sossank. In this scenario, remove the river's exit to the surface in area 6-14 and add a few cleric or adept levels to Most Bloated Muthren (area 6A-4). Gunrolz (area 6-6) could be working for Muthren, or maybe for another NPC of the GM's choice.

"I Want a New Skum"

Strange mutations have been appearing near the river. Go check it out.

The GM uses level 7 to tell a tale about an aboleth's bizarre experiments in making new skum. The GM reconfigures the dungeon, making the elevator in area 7-1 connect to a hidden location on the surface and removing the barrier in area 7-16, making that the path the river takes outside the dungeon. The party enters by the elevator, which they found atop a hill near where the river emerges from underground. The derro and Vulgaris now work for Acanthus (area 7-12), acquiring him new specimens.

"Save the Trees"

I don't think we're in Kansas anymore...

Levels 8 and 8A are practically a stand-alone adventure as written. The party could find the gate to the Far

Garden (area 8-1) in any location, or they could just "appear" there by getting lost in any temperate forest. Unless the party uses the Castle Whiterock gate, it should be removed.

"Descent into the Darkness of Caves"

This river goes into a really big cave. I bet there are monsters and treasure in it!

In this scenario, the GM takes levels 9 and 9A-9C to cobble together a cave system for the party to explore. Simply remove all references to Narborg and make the discovery and destruction of the Inverted Tower the focal point of the adventure.

"Live! From Duergar Stadium!"

The moral imperative of the imprisoned is to escape.

The GM could decide that it's time for the party to get captured, and bases a few game sessions out of level 10 until the party manages to escape. In this scenario, The Impresario works for himself and not the thane, and level 10A does not exist.

"Death to the Thane!"

Have fun storming the castle!

If the party is feeling like taking on a fortress, the GM could take the Narborg levels (11, 11A, 11B, and 12) and insert them anywhere he or she likes. For this purpose, level 11B may or may not be inhabited, and there is no entrance to the Demonhold (area 11B-7).

"Dragons: Two for the Price of One"

We've been hired to slay a dragon! What do you mean he's already dead?

In this scenario, the high-level adventurers are sent to slay Benthosruthsa. The GM could use only levels 14 and 15 to construct the dragon's lair.

In Closing

No introduction, appendix, or index (or combination of same), can possibly address all questions that may arise. GMs finding themselves stumped should feel free to visit our forums at (www.goodman-games.com/forums) and ask whatever questions they may have.

Castle Whiterock is a lot of material to digest, but we hope you'll find the rewards well worth it in terms of quality dungeon-crawling and hours spent pleasantly chucking dice with friends.

Finally, as has been said before, each ending is a new beginning, so it is appropriate that this **Introduction** close with the first words of the game:

Player Beginning

Leaving the town of Cillamar behind, you carefully pick your way through the rough foothills. After a full day's ride, you finally crest the lip of an ancient eroded volcano. Its basin is filled with murky water, and its west wall has collapsed, linking it to a large freshwater lake.

A scant path meanders its way down to the water's edge where your goal lies. Situated against the caldera wall are the ruins of a once-majestic castle. Its walls are composed of soft pure white rock, a stark contrast to the drab gray of the caldera's walls.

Castle Whiterock and its labyrinthine dungeons await your exploration....

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 1:
THE UPPER RUINS OF CASTLE WHITEROCK

Level Summary

About a year ago, the Slavers of the Iron Manacle settled in the upper ruins of Castle Whiterock. Disguised as Monks of the Dawning Sun, they claimed they were excavating the ruins for signs of the previous monastery. The band now seeks to reestablish its shattered organization by preying on the locals and selling them to the orcs on the levels below.

Game Master's Section

Scaling Information

This level of the dungeon is designed for 4-6 characters of 1st level, but can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters): Remove half of the slavers encountered, and remove one level from both Ikenvar and Melchin. Reduce the giant praying mantis' hit points to 10 (it was wounded in a scuffle with the slavers) and reduce the number of blood hawks in area 1-14b to three.

Stronger parties (7 or more characters, or higher than 1st level): Add another character level to Ikenvar and Melchin and give one a +1 magic weapon, and the other +1 magic armor. Covert half of the slavers to War2 or Rog2 as appropriate. Increase the monstrous centipedes in area 1-4 to Medium size, and advance the rust spider in area 1-14a by 3 hit dice.

Background Story

The Slavers of the Iron Manacle were based in the distant city of Punjar until last year. The operation was shut down after an escaped slave assisted authorities in locating their hidden base of operations. Most of the slavers were captured and brought to justice, but a few low-ranking members, such as Ikenvar and Ankiel (see the description of the Inn of the Slumbering Drake), managed to escape. In an effort to keep the organization and its twisted ideals alive, Ikenvar gathered as many supporters as he could muster, and set out for Cillamar to reunite with an orcish ally named Kaernga. The orc agreed to assist the Iron Manacle in "setting up shop" in Castle Whiterock in exchange for providing a non-stop supply of fresh workers for the orcish mines. They just needed a cover story.

After some information gathering on the history of the ruins, Ankiel conceived the monkish front. The Iron Manacle allied itself with an evil monk named Melchin. He assisted the slavers in their charade to appear as Monks of the Dawning Sun. They have since set up camp in the upper levels of Castle Whiterock under the pretense of searching the old Clynnoise Monastery ruins. All slavers encountered wear simple monk robes and carry quarterstaffs. Each has his own (fake) silver-plated symbol representing the Order of the Dawning Sun.

Meanwhile, Ankiel runs a very low-profile operation from Cillamar. He identifies potential targets and arranges for ambushes in the surrounding lands. Ankiel is paranoid about keeping his identity concealed, thus he will not show up at the ruins in person. All communication between him and the band occurs via messages delivered by his crow familiar. The slavers have been very successful over the last year, and they are contemplating stepping up operations. Ikenvar grows weary of his arrangement with the orcs, and feels the time is right for the Iron Manacle to resume its independence in an effort to maximize profits. Little does he realize the extent of the tangled web (spun by the operators of an Underdeep slave market on one of the lower levels) in which the orcs are entangled.

Encounter Table

Loc	Pg	Type	Encounter	EL
1-1	29	C	2 slavers, male human War1 1 slaver, male human Rog1	3
1-3	30	C/T	2 slavers, male human War1 Tent trap	1
1-4	31	C	4 Small monstrous centipedes	1
1-7	32	C	Giant praying mantis	3
1-8	32	C	2 slavers, male human War1 Hornet swarm	3
1-9	33	C	*Ikenvar*, male human Ftr2/Rog1	3
1-10	34	C	*Melchin*, male human Mnk2	2
1-12	34	C/T	Owlbear skeleton Poison needle trap	2
1-14a	35	C	Rust spider	1
1-14b	37	C	6 blood hawks	4
1-14c	37	C/P	Slaver, male human Rog1	1

Detecting the Ruse

The slavers are far from competent when playing the roles of monks. Should the heroes interact with the slavers for more than one minute, they are allowed a Spot check to discover the ruse. The DC for this roll is 15, assuming the slavers took 10 on their Disguise roll, with a +5 bonus since they altered only minor details. If the PCs fail this initial check, they can be granted Sense Motive checks (opposed by the slavers' Bluff roll) if they continue to interact with the slavers, at the GM's discretion.

If the adventurers examine the fake symbols of the Dawning Sun, a DC 18 Knowledge (religion) check reveals them as fake. If the PCs have located one of the real symbols from the ruins, they are granted a +2 circumstance bonus to this check. Each slaver sports an intricate tattoo on his back of a pair of iron manacles enclosed on severed wrists (show Player's Handout A). A hero who makes a DC 20 Knowledge (local) check will know that the tattoo is a symbol of the Slavers of the Iron Manacle.

On Alert

If the adventurers are not careful, the slavers could be alerted to their presence. This occurs if any "monk" escapes a confrontation with the PCs or gets a chance to raise an alarm. See individual area descriptions for details. In this case, the slavers respond as follows:

- The slavers in area 1-1 maintain their positions.
- The slavers in area 1-3 move to area 1-5 to defend the great hall.
- The slavers in area 1-8 take positions in the rubble along the north wall of area 1-5 with loaded crossbows.
- Melchin, Ikenvar, and the slaver rogue from area 1-14c take positions in area 1-6 to support the defense of area 1-5 (through the archway).

Getting Captured

There are many opportunities on this level for the adventurers to get captured, as the slavers are accustomed to using nonlethal tactics. If this happens, the heroes are led to level 2 and area 2-3, where they are stripped of their equipment (which is placed in area 2-4) and split up into separate cells. Obvious spellcasters are bound in average manacles and gagged for good measure. Over the next day or so in game time, the GM should provide a few opportunities for the PCs to escape, perhaps in the form of aid from the slaves already imprisoned in the slave pits. If they do not escape within a few days, they are transferred to the

Bleak Theater (Level 10), where their short careers as adventurers comes to an end as they are fed to some terrible beast for the bloody pleasure of an Underdeep crowd.

Tracking

The upper ruins provide many opportunities for tracking. If the heroes search the road leading to the keep, they will detect many humanoid-sized tracks traveling in both directions (no check required), along with numerous deep wagon-wheel ruts and horse tracks. The courtyard area is riddled with tracks as well, depending on where the PCs search:

- A DC 25 Survival check near the ruins of Clynnoise reveals fewer tracks, and these are much older than those found in the rest of the courtyard.
- In the courtyard in general, a DC 10 Survival check reveals routine traffic by Medium-sized sandaled feet. Most of the tracks pass from the main gate to area 1-5. The horse tracks and wagon wheel ruts lead to the stables (area 1-2).
- A DC 20 Survival check near the fallen tower (area 1-7) reveals large vermin tracks (created by the giant praying mantis).
- A DC 15 Survival check in areas 1-5 to 1-13 reveals assorted Medium-sized footprints.

Interrogation

If the heroes capture any of the slavers, they might attempt to interrogate them. It requires a DC 15 Intimidate check to threaten information out of a captured slaver. A DC 20 Diplomacy check, along with a bribe (of at least 10 gp), can also be effective in loosening a slaver's tongue. The rank and fodder slavers (that is, the rogues and warriors) all know the backstory of their operation, the layout of the upper ruins, the number of slavers in the band, and their reestablishment at Castle Whiterock. They are aware of the deal with the orcs on level 2 (and can lead them to the doorway down to level 2), but despise dealing with them. None of these slavers is aware of Ankiel.

The named NPCs (Ikenvar and Melchin) can't be so easily swayed to betray the organization. See individual descriptions for details on these NPCs' motivations.

Wandering Monsters

In each uninhabited location that the adventurers explore, there is only a 10% chance (1-2 on a d20) that they encounter a wandering monster. This chance increases to 15% (1-3 on a d20) if they make excessive noise. If an encounter is called for, roll 1d6 and consult the following table.

1d6	Encounter
1-3	Nasty nest (EL 1/2)
4-5	Out for a hunt (EL 1/2)
6	Sleeping it off (EL 1/2)

The following statistics blocks are provided for easy reference for the Game Master.

Nasty Nest: While exploring the ruins, a PC literally stumbles into a nest of small monstrous centipedes that lair under some rocks.

Small Monstrous Centipedes (2): CR 1/4; Small Vermin; HD 1/2d8; hp 2 each; Init +2; Spd 30 ft., climb 30 ft.; AC 14, touch 13, flat-footed 12; Base Atk +0; Grp –7; Atk/Full Atk bite +3 melee (1d4-3 plus poison); SA Poison (Fort DC 10, 1d2 Dex/1d2 Dex); SQ Darkvision 60 ft., vermin traits; AL N; SV Fort +2, Ref +2, Will +0; Str 5, Dex 15, Con 10, Int –, Wis 10, Cha 2.

Skills and Feats: Climb +11, Hide +11, Jump +8, Spot +12; Weapon Finesse.

Out for a Hunt: A solitary blood hawk searches the ruins for an easy meal. This encounter occurs in a location open to the sky. If it occurs while the PCs are sheltered, it holds off its attack until the adventurers exit. The blood hawk targets a spellcaster's familiar (if exposed) or a Small-sized character.

Blood Hawk: CR 1/2; Small Animal; HD 1d8+1; hp 5; Init +2; Spd 10 ft., fly 80 ft. (average); AC 15, touch 13, flat-footed 13; Base Atk +0; Grp –3; Atk claw +3 melee (1d4+1); Full Atk 2 claws +3 melee (1d4+1) and bite –2 melee (1d6); SA –; SQ Low-light vision, scent; AL N; SV Fort +3, Ref +4, Will +2; Str 12, Dex 15, Con 12, Int 2, Wis 14, Cha 6.

Skills and Feats: Listen +6, Spot +6; Weapon Finesse.

Sleeping It Off: This slaver (not accounted for in any of the area descriptions) has a drinking problem. He is slumped over in a corner, sleeping off the effects of his ale. In his drunken state, he suffers a –2 penalty to his Dexterity, but a +4 to his Strength for the duration of the combat (reflected in stats below).

Slaver, male human War1: CR 1/2; Medium humanoid (human); HD 1d8+1; hp 5; Init +0; Spd 30 ft.; AC 14, touch 10, flat-footed 14; Base Atk +1; Grp +4; Atk/Full Atk quarterstaff +4 melee (1d6+4) or stenchpot +1 ranged (special); SA –; SQ –; AL N; SV Fort +3, Ref +1, Will +0; Str 16, Dex 11, Con 12, Int 13, Wis 10, Cha 8.

Skills and Feats: Climb +5, Intimidate +3, Jump +5, Spot +2; Capture, Combat Expertise.

Possessions: Monk's outfit, chain shirt, quarterstaff, 1 stenchpot, symbol of the Dawning Sun (fake), 1d6 gp.

Note: The Capture feat is described in Appendix B. Stenchpots are described in Appendix D.

Areas of the Map

Map 1 depicts the upper ruins of Castle Whiterock. All piles of rubble displayed on the map are considered rough terrain, and require a successful Balance check (DC 10) during strenuous activity (such as running or combat). Any hero who fails this Balance check falls prone.

Only areas 1-2, 1-8, 1-9, and 1-10 have intact roofs. Each ceiling in these areas is 10 feet high, and as such there is no natural light unless specified in the text. The ceilings in the other areas have collapsed, leaving them open to the sky and the elements.

The 20-foot-high outer walls and the exterior walls of the castle are composed of pure white stone, considered augmented reinforced masonry. Although stronger than typical stone, this stone weighs only about half the normal weight. The walls radiate faint transmutation magic. Interior walls are considered masonry, and rooms carved into the mountain are hewn walls. With the exception of the door in area 1-5, all doors are simple wooden doors, and in poor condition.

Augmented Reinforced Whiterock Wall: 10 ft. thick, hardness 8, hp 270 (per 10-foot-by-10-foot section), Break DC 50, Climb DC 20. Radiates faint transmutation magic and weighs half as much as normal stone.

Masonry Wall: 1 ft. thick; hardness 8; hp 90; Break DC 35; Climb DC 15.

Hewn Stone Wall: 3 ft. thick (at least); hardness 8; hp 5,400 (per 5 ft. thickness); Break DC 50; Climb DC 22.

Simple Wooden Door (in poor condition): 1 in. thick, hardness 5, Break DC 12 (stuck) or 14 (locked).

Area 1-1 – The Main Gate (EL 3): The winding path leads to a cave entrance with a man-made tunnel that provides access to the main gatehouse. This tunnel extends about 40 feet before ending at a locked strong wooden door with a 1-foot-by-1-foot sliding panel to allow conversation. There is a 50% chance that the slaver in area 1-14c witnesses the heroes' approach (otherwise, he is asleep). In this case, the slavers in this room are ready for the adventurers, but remain open to parley.

Strong Wooden Door: 2 in. thick; hardness 5; hp 20; Break DC 23 (stuck) or 25 (locked), Open Lock DC 20.

Bluffing Their Way In: If the disguised slavers (see below) are aware of the adventurers' approach, one of the warriors addresses them through the door panel. The heroes may try to convince him of their "benign" intentions (for instance, they desire to explore the Clynnoise ruins, they are lost travelers or perhaps even slave buyers). If they attempt this and succeed on a Bluff check vs. the slaver's opposed Sense Motive roll, the warriors greet them as friends and lead them to area 1-3 (see that area for tactics). Meanwhile, the rogue sneaks off to inform the other slavers, and the ruins are considered On Alert.

When the PCs enter the room, read or paraphrase the following:

This bare stone chamber is perhaps 40 feet wide and 20 feet long. The north wall is composed of large stone blocks, perhaps part of an immense wall. A pair of sturdy wooden doors is in the southwest corner. The ceiling is 10 feet high, but riddled with murder holes allowing the faint sunlight to penetrate the otherwise barren room.

This room was the first line of defense for Castle Whiterock, although it's remote location and small access point is what truly prevented a traditional large-scale force from conquering its walls. Nevertheless, murder holes are in the ceiling, and a trio of pits is concealed on the floor. The pits can be detected with a Search check (DC 15), but due to age and recent seismic activity, they are jammed shut. A successful Craft (trapmaking) check (DC 25) is needed to repair each pit trap, but don't let the PCs know that!

The Slavers: A trio of slavers, all disguised as monks, are stationed here. Two are warriors, while the third is a rogue. If caught unaware, they are lounging on the rooftop, and it takes them 1d4 rounds to climb down the ladder to area 1-1, if alerted to the heroes' presence. If the PCs are hostile, the warriors engage while the rogue retreats back up the ladder and peppers targets with arrows through the murder holes. If the PCs are not hostile, the slavers play the part of monks, and open a dialogue.

Tactics: If a fight breaks out here, the warriors use their Capture feat to inflict nonlethal damage with their quarterstaffs in an attempt to subdue the adventurers. The rogue readies a shot if one of the warriors falls in battle. He can only target PCs in the three squares in front of the double doors. If the second warrior falls, the rogue flees and tries to shout an alarm. Before fleeing, he attempts to drop a stenchpot in the room through the murder holes.

Slaver, male human War1 (2): CR 1/2; Medium humanoid (human); HD 1d8+1; hp 5 each; Init +0; Spd 30 ft.; AC 14, touch 10, flat-footed 14; Base Atk +1; Grp +4; Atk/Full Atk quarterstaff +4 melee (1d6+4) or stenchpot +1 ranged (special); SA –; SQ

–; AL N; SV Fort +3, Ref +1, Will +0; Str 16, Dex 11, Con 12, Int 13, Wis 10, Cha 8.

Skills and Feats: Climb +5, Intimidate +3, Jump +5, Spot +2; Capture, Combat Expertise.

Possessions: Monk's outfit, chain shirt, quarterstaff, 1 stenchpot, symbol of the Dawning Sun (fake), 1d6 gp.

Slaver, male human Rog1: CR 1; Medium humanoid (human); HD 1d6+2; hp 8; Init +2; Spd 30 ft.; AC 15, touch 12, flat-footed 13; Base Atk +0; Grp +1; Atk/Full Atk masterwork shortsword +2 melee (1d6+1/19-20) or shortbow +3 ranged (1d6/x3) or stenchpot +3 ranged (special); SA Sneak attack +1d6; SQ Trapfinding; AL LE; SV Fort +2, Ref +4, Will +0; Str 12, Dex 15, Con 14, Int 13, Wis 10, Cha 10.

Skills and Feats: Bluff +4, Disable Device +5, Disguise +4, Hide +5, Intimidate +4, Listen +4, Move Silently +5, Open Lock +6, Search +5, Sleight of Hand +5; Point Blank Shot, Precise Shot.

Possessions: Monk's outfit, studded leather armor, masterwork shortsword, shortbow with 20 arrows, 3 stenchpots, symbol of the Dawning Sun (fake), 2d8 gp.

Area 1-2 – The Stables: When the party enters this area, read or paraphrase the following:

A long low wooden building is situated along the inner castle wall. The tickling smell of hay intermixed with the stench of sweaty animals betrays the building's function as a stable.

When the slavers arrived at the castle, the first building they crudely repaired was the stable. Close examination reveals the weather-beaten structure has been shoddily repaired numerous times.

The stables house 14 light riding horses and a pair of wagons with cloth coverings. Under the coverings are iron-barred cages attached to the wagon frame. Each can hold six Medium-sized slaves. Fine quality manacles (Open Lock DC 20) are bolted to the floor of each cage.

A Chance Encounter: There is a 20% chance one of the slavers from area 1-8 is here tending the horses, if no alarm has been raised.

Horse, Light Riding: CR 1; Medium animal; HD 3d8+3; hp 20 each; Init +1; Spd 60 ft.; AC 13, touch 10, flat-footed 12; Base Atk +2; Grp +8; Atk hoof –2 melee (1d4+1); Full Atk 2 hooves –2 melee (1d4+1); Space/Reach 10 ft./5 ft.; SA –; SQ Low-light vision, scent; AL N; SV Fort +5, Ref +4, Will +2; Str 14, Dex 13, Con 15, Int 2, Wis 12, Cha 6.

Skills and Feats: Listen +4, Spot +4; Endurance, Run.

Area 1-3 – Tents (EL 1): Read or paraphrase the following:

This section of the outer courtyard is host to five simple tents, flapping in the wind. Each tent is 20 feet square and has a single entrance.

The "monks" claim this area is their base of operations while they search the ruins of their ancestors. Three of the tents are set up for sleeping, and each contains five hammocks and footlockers. A quick search reveals the footlockers are all empty. The slavers set these tents up for show and instead reside in the ruins proper.

One of the tents is used to store digging tools, but a successful Search check (DC 15) reveals the tools have not been used in several months.

The final tent contains a large meeting table. On its surface are numerous rocks, bits of pottery, and other "artifacts" recovered from the ruins of Clynnoise. These are all fake and can be identified as such with a successful Appraise check (DC 15).

Two slavers are stationed here at all times. They split their time poking through the ruins in area 1-4 and patrolling the courtyard.

Tactics: If the PCs are "welcomed" by the slavers in area 1-1, they are led here. The two slaver war-

riors ask for them to wait in the tent with the artifacts while the rogue summons their leader. Ikenvar arrives in 3d4 rounds with two more slavers from area 1-8. Ikenvar then leads his six warriors and one rogue in an ambush. The tent is rigged to collapse. Treat this as a net attack that automatically hits all those in the tent. The PCs can escape with a successful Escape Artist check (DC 15), but this requires a full-round action. The tent can also be burst with a successful Strength check (DC 25). If a PC has a light slashing weapon in hand, and inflicts 4 hit points of damage, he can free himself with a full-round action. While the PCs try to escape, the slavers use nonlethal attacks and stenchpots to subdue them. Ikenvar falls back to the great hall (area 1-5) if the PCs get the upper hand. Consider the ruins to be On Alert.

Slaver, male human War1 (2): CR 1/2; Medium humanoid (human); HD 1d8+1; hp 5 each; Init +0; Spd 30 ft.; AC 14, touch 10, flat-footed 14; Base Atk +1; Grp +4; Atk/Full Atk quarterstaff +4 melee (1d6+4) or stenchpot +1 ranged (special); SA –; SQ –; AL N; SV Fort +3, Ref +1, Will +0; Str 16, Dex 11, Con 12, Int 13, Wis 10, Cha 8.

Skills and Feats: Climb +5, Intimidate +3, Jump +5, Spot +2; Capture, Combat Expertise.

Possessions: Monk's outfit, chain shirt, quarterstaff, 1 stenchpot, symbol of the Dawning Sun (fake), 1d6 gp.

Area 1-4 – The Ruins of Clynnoise (EL 1): When the party approaches this area, read or paraphrase the following:

This area of the outer courtyard is occupied by shattered ruins. Little more than the skeletal structure of the outer wall and a crumbling square tower remain, both clogged with piles of rubble.

These are the remains of Clynnoise, a monastery settled by the Monks of the Dawning Sun. The square tower was surrounded by stone walls and wooden framed buildings that served as living quarters for the monks. But these outer buildings have long since collapsed into a jagged mess of rubble and debris. Movement over any of these shifting piles of debris is considered difficult terrain. The square tower once had four levels, but they too have since collapsed, along with the roof.

Poking Around: If the adventurers spend at least 20 minutes poking around the debris and make a successful Search check (DC 20), they find an authentic silver symbol of the Order of the Dawning Sun (worth 50 gp) and a small gold ring set with a ruby (worth 110 gp). However, they also disturb a nest of four Small monstrous centipedes.

Tactics: The centipedes move toward the adventurer who finds the symbol, attacking mindlessly. If the heroes flee, the vermin do not pursue. Many of these monstrous vermin inhabit the ruins, and the GM can use additional brushes with nests to move the heroes along, if necessary.

Small Monstrous Centipedes (4): CR 1/4; Small Vermin; HD 1/2d8; hp 2 each; Init +2; Spd 30 ft., climb 30 ft.; AC 14, touch 13, flat-footed 12; Base Atk +0; Grp –7; Atk/Full Atk bite +3 melee (1d4-3 plus poison); SA Poison (Fort DC 10, 1d2 Dex/1d2 Dex); SQ Darkvision 60 ft., vermin traits; AL N; SV Fort +2, Ref +2, Will +0; Str 5, Dex 15, Con 10, Int –, Wis 10, Cha 2.

Skills and Feats: Climb +11, Hide +11, Jump +8, Spot +12; Weapon Finesse.

Area 1-4a – The Hidden Stairs: At this location is a set of natural hewn stairs that once led to the lower courtyard of Castle Whiterock. However, when earthquakes plagued the region, causing the caldera wall to collapse and altering the water table, the lower ruins of Castle Whiterock were flooded (see level 5). Now these stairs consist of little more than a few weathered steps that disappear into the depths of the lake. It requires a successful Spot check (DC 22) to even notice this route, but it is possible to follow them to area 5-7. However, if the heroes are still 1st-level PCs, the GM should subtly warn them away from this route. Perhaps a brief skirmish with the hydrohydra from area 5-11 will encourage them to reconsider.

Area 1-5 – The Great Hall: Read or paraphrase the following:

Beyond a pair of repaired doors is a great hall with what was once a fine white flagstone floor. The ceiling is gone and the walls, once adorned with fine tapestries and exquisite art, are crumbling and show signs of vandalism. The north wall is partially collapsed and a huge pile of rubble clutters the eastern portion of the hall.

This area is normally uninhabited unless the ruins are On Alert. In this case, the slavers have planned an ambush here (see the details as presented in the section On Alert, at the beginning of the level). The rubble is considered difficult terrain.

Area 1-6 – The South Wing: Read or paraphrase the following:

This room is dominated by a massive pile of rubble. The west wall has a gaping hole which peers into the courtyard. Half of the east wall has collapsed, apparently caused when the south tower fell. The center of the room is a large pit, mostly filled with rubble.

The slavers avoid this chamber due to the dangerous rubble pile and partially collapsed floor. The entire room is considered difficult terrain. Adventurers who approach within 5 feet of the pit must make a Reflex save (DC 15) to avoid slipping on the shifting rubble and tumbling into the pit, suffering 1d6 points of damage from the fall. On the east wall is some writing scrawled in Orcish. It reads, "Oh yeah, well yo Mama was a dagger!"

Area 1-7 – The Collapsed South Tower (EL 3): When the party enters this area, read or paraphrase the following:

The entire south tower has tumbled down, destroying part of the inner wall. The shattered remains of the tower are now sprawled over the courtyard like some discarded water pipe. All manner of debris and creeping vines clutter the surface.

The fallen tower can be entered, although it is considered difficult terrain. It is 30 feet in diameter and once contained four wooden floors, all since rotted away. If 10 man-hours of labor are spent removing the rubble, the adventurers can locate a hidden trapdoor in the floor with a DC 20 Search check. Under the trapdoor is a rusted ladder leading eventually to a winding stone staircase that provides access to area 2-4.

The Unfortunate Victim: Lying on the rubble in the tower to the southwest is the remains of a slaver, dead for several days. The body sports massive slashing wounds (his armor is destroyed) and his monk's outfit is bloodied. These wounds were caused by a giant praying mantis that lairs in the tower ruins. The body still has 14 gp and a pair of stenchpots in his belt pouch. Hidden in his left boot is a masterwork dagger, which requires a DC 15 Search check to locate.

A giant praying mantis lies in wait, near the entrance to the tower. It attacks any PC who investigates the tower ruins (as it did to the unfortunate slaver), but normally it avoids humanoid-sized prey.

Tactics: Due to the thickness of vines, the giant praying mantis has an effective Hide skill of +7. If not noticed with an opposed Spot check, the giant praying mantis gets a surprise attack. If the adventurers retreat, it does not pursue, but it will fight to the death to protect its lair.

Giant Praying Mantis: CR 3; Large vermin; HD 4d8+8; hp 22; Init –1; Spd 20 ft., fly 40 ft. (poor); AC 14, touch 8, flat-footed 14; Base Atk +3; Grp +11; Atk claws +6 melee (1d8+4); Full Atk claws +6 melee (1d8+4) and bite +1 melee (1d6+2); Space/Reach 10 ft./5 ft.; SA Improved grab; SQ Darkvision 60 ft., vermin traits; AL N; SV Fort +6, Ref +0, Will +3; Str 19, Dex 8, Con 15, Int –, Wis 14, Cha 11.

Skills: Hide –1*, Spot +6.

* A giant praying mantis has a +12 racial bonus on Hide checks when surrounded by foliage.

SA – Improved Grab (Ex): To use this ability, a giant praying mantis must hit with its claws attack. If it wins the ensuing grapple check, it establishes a hold and makes a bite attack as a primary attack (at its full +6 attack bonus).

Area 1-8 – Slaver Barracks (EL 3): When the party enters this area, read or paraphrase the following:

This 40-foot-by-40-foot room has been cleared of most debris. There is no ceiling, and the northwest wall has partially collapsed, providing a view of the courtyard. Scattered about are eight simple pallets, a battered wooden table, and a pair of benches.

A faint droning sound emits from the northeast corner of the room. Situated about 15 feet up the wall is an immense hornet nest, perhaps five feet in diameter.

This area was once an elegant lounge, but has since been converted to sleeping quarters for the slavers. Unless on alert, there are always two slavers here, waiting to go on watch or perform some other duties. The pallets are all normal, and there is no treasure in the room as all the slavers

carry their wealth on them. A pair of loaded light crossbows and a wooden case of 20 bolts are stashed under the table.

Tactics: If encountered here, the slavers attack with quarterstaffs in an attempt to subdue the adventurers. Meanwhile, they use free actions to summon help from area 1-9. One of the slavers grabs a crossbow from under the table and attempts to shoot the hornet nest, needing to hit AC 4. If successful, there is a 75% chance the hornets leave the nest and form a swarm. The following round, the hornet swarm attacks a random target (including the slavers!). The swarm disperses in 1d3+1 rounds unless destroyed.

Slaver, male human War1 (2): CR 1/2; Medium humanoid (human); HD 1d8+1; hp 5 each; Init +0; Spd 30 ft.; AC 14, touch 10, flat-footed 14; Base Atk +1; Grp +4; Atk/Full Atk quarterstaff +4 melee (1d6+4) or stenchpot +1 ranged (special); SA –; SQ –; AL N; SV Fort +3, Ref +1, Will +0; Str 16, Dex 11, Con 12, Int 13, Wis 10, Cha 8.

Skills and Feats: Climb +5, Intimidate +3, Jump +5, Spot +2; Capture, Combat Expertise.

Possessions: Monk's outfit, chain shirt, quarterstaff, 3 stenchpots, symbol of the Dawning Sun (fake), 1d6 gp.

Hornet Swarm: CR 1; Diminutive vermin (swarm); HD 2d8; hp 11; Init +2; Spd fly 30 ft. (average); AC 16, touch 16, flat-footed 14; Base Atk +1; Grp –; Atk/Full Atk swarm (1d6 plus poison); Space/Reach 10 ft./0 ft.; SA Distraction, poison; SQ Darkvision 60 ft., immune to weapon damage, swarm traits, vermin traits; AL N; SV Fort +3, Ref +2, Will +0, Str 1, Dex 15, Con 10, Int –, Wis 10, Cha 2.

Skills and Feats: Listen +4, Spot +4.

SA – Distraction (Ex): A living creature that begins its turn inside a hornet swarm must make a DC 11 Fort Save, or become nauseated for 1 round.

Poison (Ex): Injury, Fort Save DC 11, initial and secondary damage 1d2 Dexterity.

Area 1-9 – Ikenvar's Chamber (EL 3): Read or paraphrase the following:

> *Unlike most rooms in the castle, this one sports a mostly intact ceiling. A flickering torch in a sconce provides dim illumination to the 25-foot-by-40-foot chamber. The north wall is rounded with a door situated in the middle. Pushed against the west wall is a wooden desk and positioned in the northeast corner is a fancy bed with an overstuffed mattress. An iron pot lies discarded along the east wall.*

This chamber belongs to Ikenvar, the leader of the Iron Manacle slavers. He spends most of his time here, unless out on a raid or the castle is on alert. He rules his men with a stern fist, but understands he must tread carefully if he wishes to reestablish the influence of the Iron Manacle.

The desk contains numerous papers and logs along with six quills, a pair of inkpots, and 16 sheets of parchment. The logs are all sales records and manifests, for everything from lamp oil to chalk. All are fake documents, which can be noticed with a successful Forgery (DC 20) check. They are actually slave records, written in code. Hidden in a false drawer bottom (Search DC 20) is a divine *scroll of cure moderate wounds* (CL 5).

A Clue: The iron pot along the east wall contains ashes, the remains of several sheets of parchment. Searching the ashes with a DC 13 Search check reveals a small scrap that has not completely burned. The words "Umberwood Coffins" is barely legible. This is a clue to the Iron Manacle's safe house in Cillamar. Ankiel, the slavers' representative in town, is holed up at the coffin factory, and he uses the wooden boxes to smuggle slaves in and out of town.

A secret door is located on the east wall. It is discovered by pulling down on the everburning torch sconce (or with a DC 17 Search check).

The bed is elaborate, constructed of carved oak. Hidden in the mattress (located with a Search check DC 10) is a pouch holding 12 pp and 2 small citrines (worth 50 gp each).

Tactics: The first round of combat, Ikenvar quaffs his *potion of enlarge person* and uses a free action to call for help. The slavers from area 1-8 arrive in one round. Before entering combat, Ikenvar uses his Intimidate skill to demoralize his opponent (with a +4 bonus due to his increased size). Then he attacks with his longsword, striking with nonlethal blows. If the fight looks grim, he begins tossing stenchpots and resorts to lethal combat.

Ikenvar, male half-orc Ftr2/Rog1: CR 3; Medium humanoid (orc); HD 2d10+4 plus 1d6+2; hp 24; Init +5; Spd 30 ft.; AC 15, touch 11, flat-footed 14; Base Atk +2; Grp +5; Atk/Full Atk +*1 longsword* +6 melee (1d8+4/19-20) or dagger +3 ranged (1d4+3/19-20) or stenchpot +3 ranged (special); SA Sneak attack +1d6; SQ Darkvision 60 ft., orc traits, trapfinding; AL LE; SV Fort +5, Ref +3, Will +0; Str 17, Dex 12, Con 15, Int 13, Wis 11, Cha 11.

Skills and Feats: Bluff +5, Climb +8, Diplomacy +2, Disguise +0 (+2 acting), Disable Device +7, Intimidate +6, Jump +8, Open Lock +7, Search +5, Spot +4, Tumble +4; Capture, Combat Expertise, Improved Initiative, Nimble Fingers.

Possessions: Monk's outfit, masterwork chain shirt, *+1 longsword, potion of enlarge person, potion of cure light wounds* (CL 3rd), 4 stenchpots, symbol of the Dawning Sun (fake), 26 gp, key (to the chest in area 1-12).

Area 1-10 – The North Tower (EL 2):

Note: The door to the north tower is locked, requiring an Open Lock check (DC 16) to open, or it can be bashed down. But the latter notifies the occupant. If Melchin is aware that the heroes are entering, he prepares according to the tactics section.

Read or paraphrase the following:

The ground level of the tower is 30 feet in diameter. The room is empty but tediously clean. Overhead, the open tower stretches to the sky for at least 100 feet. About 10 feet up, the partial remains of a shattered wooden floor are present.

This was once a watch tower with four levels. All the floors have collapsed, save part of the first which is indicated by a dashed line on the map.

The slavers have allied themselves with an evil monk to assist them in their duplicity of a monkish order. However, he has his own motives. He belongs to the Order of the New Moon, a rival order to the Dawning Sun monks. He is keeping tabs on any discoveries the orcs on levels 2 and 3 make while mining. Melchin knows that the Halls of Forgotten Lore exist (see level 6B) and would do anything to gain access to his rivals' storehouse of knowledge.

Melchin spends hours meditating on a small prayer rug in candlelight located on the elevated wooden floor. In addition to a few spare changes of clothes, this area has a small box that contains 10 more white candles, and flint and steel. A small pouch contains several dried figs.

Tactics: Melchin is hiding on the remaining floor, 10 feet above ground level. If the adventurers make noise opening the door (or fail the Open Lock check), he drinks his *potion of barkskin (+2)* and the next round anoints his hands with his *oil of magic weapon.* He then uses his Jump skill to leap the 10 feet down to the floor for a surprise attack. If he succeeds at a DC 15 Jump check, he doesn't suffer falling damage. He uses his Tumble skill to maneuver between the heroes while attacking with his flurry of blows. He uses his Stunning Fist attack to disable opponents.

Melchin, male human Mnk2: CR 2; Medium humanoid (human); HD 2d8+2; hp 16; Init +3; Spd 30 ft.; AC 16, touch 16, flat-footed 13; Base Atk +1; Grp +2; Atk masterwork quarterstaff +3 melee (1d6+1) or unarmed strike +2 melee (1d6+1); Full Atk quarterstaff +1/+1 melee (1d6+1), or unarmed strike +0/+0 melee (1d6+1); SA Stunning fist (2/day, Fort DC 14), flurry of blows; SQ Evasion, deflect arrows; AL LE; SV Fort +4, Ref +6, Will +6; Str 13, Dex 17, Con 13, Int 10, Wis 16, Cha 10.

Skills and Feats: Balance +5, Diplomacy +2, Escape Artist +8, Jump +10, Sense Motive +8, Spot +8, Tumble +10, Use Rope +3 (+5 with bindings); Acrobatic, Combat Reflexes, Deflect Arrows, Improved Unarmed Strike, Stunning Fist.

Possessions: Monk's outfit, masterwork quarterstaff, *potion of barkskin* (+2, CL 1st), *oil of magic weapon* (CL 1st), symbol of the Dawning Sun (fake), 9 pp.

Area 1-11 – Hidden Room:

Note: Two secret doors lead to this chamber, neither of which has been discovered by the slavers. The west door requires a DC 22 Search check to find and the north door requires a DC 15 Search check.

When the party enters this chamber, read or paraphrase the following:

This 20-foot-by-40-foot room is covered with a thick layer of dust and appears to have lain undisturbed for many years. The center of the room is occupied by the shattered remains of a dark wood table. Broken chairs are strewn about the chamber. Hanging on the north wall are the frayed remains of an elegant tapestry.

This chamber is unused and unoccupied by the current residents of Castle Whiterock. It had served as a meeting hall, but its once-ornate table is useful only for firewood now.

The tapestry was over 10 feet long and 5 feet high. Examiners can still determine that the tapestry depicted Castle Whiterock at sunset, but it is so damaged as to be worthless. If two *mending* spells are cast on the area of the castle, an overhead view of its layout can be discerned. This view reveals the lower courtyard and keep, which is now submerged (see level 5 for details). Astute PCs can discover the presence of these ruins from the mended tapestry.

Area 1-12 – Old Guardroom (EL 2): Read or paraphrase the following:

This 40-foot-by-40-foot chamber is unlit. The ceiling is 20 feet high and a pair of double doors is centered on the south wall. The east wall contains a single door that appears recently repaired and reinforced with iron supports. The

southwest corner of the room is covered in a pile of rubble from a partial ceiling collapse. Intermixed in the rubble are large thick bones, perhaps an entire skeleton.

This chamber was once a barracks/guardroom. Now it provides access to level 2 of the dungeon. The east door is in good condition and is locked, requiring a successful Open Lock check (DC 20) to open. The key is located in a chest hidden in the rubble. Drugila, the orcish adept on level 3, animated the skeletal remains of an owlbear that once laired in the upper ruins. It now serves as a guard over both Ikenvar's cache (see below) and the entrance to level 2.

Hidden under the rubble is an iron chest, located with a successful Search check (DC 20). The chest is locked (Open Lock DC 17) and trapped. Ikenvar carries the only key to the chest. It contains 550 gp and 7 pieces of minor jewelry: 3 x 25 gp, 2 x 50 gp, 75 gp, and 1 x 100 gp. There is also a key to the east door mixed in with the coins.

Tactics: The skeletal owlbear animates if the east door is approached or the rubble is disturbed. If an adventurer actively displays the (fake or real) symbol of the Dawning Sun (or the orcish symbol of the White Roc), the skeleton ignores that PC. The undead creature attacks with claws and bite in no particular fashion.

Owlbear Skeleton: CR 2; Large undead; HD 5d12; hp 25; Init +6; Spd 30 ft.; AC 13, touch 11, flat-footed 11; Base Atk +2; Grp +11; Atk claw +6 melee (1d6+5); Full Atk 2 claws +6 melee (1d6+5) and bite +1 melee (1d8+2); Space/Reach 10 ft./5 ft.; SA —; SQ Darkvision 60 ft., damage reduction 5/bludgeoning, immune to cold, undead traits; AL NE; SV Fort +1, Ref +3, Will +4; Str 21, Dex 14, Con –, Int –, Wis 10, Cha 1.

Skills and Feats: Improved Initiative.

Poison Needle Trap: CR 1; mechanical; touch trigger; manual reset; bypass with key; Atk +5 melee (1 plus Small centipede poison, injury, Fort DC 11, 1d2 Dex/1d2 Dex); Search DC 18; Disable Device DC 17.

Area 1-13 – The Hallway: When the adventurers reach this area, read or paraphrase the following:

The double doors reveal a wide hallway about 20 feet wide with a 20-foot ceiling. The floor is covered with the rotting remains of once-fine carpeting. Stone pedestals, each about two feet high, are spaced along the walls. However, the hall ends after about 35 feet in a massive pile of rubble.

This great hall once displayed an impressive (and expensive) collection of antique armor and

weapons. However, all the treasures were looted long ago. Nothing of interest remains.

The underground portion of Castle Whiterock once continued to the south and east, but these chambers are now buried under tons of rubble. If the GM wishes to expand the adventure, this would be an excellent location to lead to more underground chambers.

Area 1-14 – The Spire (EL varies): This lone tower is situated about 175 feet above the courtyard. It can be reached via a faint trail, discovered with a DC 12 Search check, or by the secret door in area 1-11. If the latter is used, it leads to a metal ladder in a shaft about 180 feet high. The ladder leads to the trapdoor in area 1-14a.

The spire serves as the lair to several creatures, but the slavers use the top level as a watch post. The slavers use a rope bridge to scale the outside of the tower (avoiding areas 1-14a and b). Using the ladder requires a Climb check (DC 5) or the outer wall can be scaled with a DC 20 Climb check.

See Map 2 for the layout of these locations.

Area 1-14a – Lower Level (EL 1):

Note: The door to this area has been barred from the outside. Adventurers approaching from that side can easily remove it.

Read or paraphrase the following:

The interior of this tower is a single large chamber 30 feet in diameter. Sunlight peeks through several arrow slits. A spiral staircase wraps around the wall and leads to an obvious trapdoor in the ceiling. The floor is coated with a thick layer of dust.

The trapdoor in the ceiling leads to area 1-14b. Hidden on the floor is a secret trapdoor (Search DC 22) that leads to a shaft that deposits PCs in area 1-11. There are webs strung up around most of this chamber, requiring a Spot check (DC 20) to notice. Failure indicates the victim has blundered into a web, and suffers the metal corroding effects described below.

A rust spider lairs in this chamber. Actually, it is trapped here. The orcs on level 2 subdued the aberration and released it on this level as a practical joke. After the ensuing metallic destruction, Ikenvar took a liking to its unique ability, and had it placed here. The slavers hope to transport it to large city for sale, but in the meantime they use it to dispose of unwanted metal scraps and bothersome slaves. In addition to the metal it eats, the spider supplements its diet with blood hawks from the next level up.

Tactics: The rust spider doesn't get as much metal as it craves, so it greedily attacks the heroes, targeting armor-clad foes, if possible. The spider is suspended in the webs and positions itself above the door when it hears the adventurers open the barred door or trapdoor. It hides and readies an action to throw a web glob at a PC. It attacks with surprise, webbing the first adventurer into the room and then jumping on the second one (considered a charge) to deliver a bite attack.

All Strung Up: Hanging from the ceiling are five webbed husks. Four of these are blood hawk bodies, but one is an annoying halfling rogue who was fed to the rust spider a few days ago. His leather armor is ruined, but the corpse still has a shortsword with a tiny ruby (overlooked by the slavers) set on the pommel (worth 150 gp) and a set of masterwork thieves tools hidden in a fold in his trousers (located with a DC 15 Search check).

Rust Spider: CR 1; Medium aberration; HD 3d8+3; hp 18; Init +3; Spd 40 ft., climb 20 ft.; AC 18, touch 13, flat-footed 15; Base Atk +2; Grp +2; Atk/Full Atk bite +2 melee (1d6) or rust glob +5 ranged touch (special); SA Rust glob; SQ Darkvision 60 ft., rusting web, scent; AL N; SV Fort +2, Ref +4, Will +4; Str 11, Dex 17, Con 13, Int 3, Wis 13, Cha 8.

Skills and Feats: Climb +11, Hide +9, Listen +5, Spot +9; Alertness, Track.

SA – Rust Glob (Ex): A rust spider can throw a web glob five times per day. This is a ranged touch attack with a maximum range of 30 feet, and is effective against targets up to one size category larger than the rust spider. A struck creature is entangled and can escape with a successful Escape Artist check (DC 14) or burst the web with a Strength check (DC 14). Metal items worn or carried by a creature struck by a rust glob are affected as per the rust web ability below.

Rust Web (Ex): Any metal that comes into contact with the rust spider's web corrodes, falling to pieces and becoming useless immediately. A 1-foot section of webbing can destroy up to a 5-foot cube of metal instantly. Magic armor and weapons, and other magic items made of metal, must succeed on a DC 15 Reflex save or be dissolved. A metal weapon that deals damage to a rust spider's webbing corrodes immediately. Wooden, stone, and other nonmetallic weapons are unaffected

A single strand of rust spider web is strong enough to support the spider and one creature of the same size. Rust spiders often create sheets of sticky webbing from 5 to 60 feet square, depending on the size of the spider. They position these sheets to snare flying creatures but can also try to trap prey on the ground. Approaching creatures must succeed on a DC 20 Spot check to notice a web; otherwise they stumble into it and become trapped as though by a successful rust glob attack. Attempts to escape or burst the webbing gain a +5 bonus if the trapped creature has something to walk on or grab while pulling free. Each 5-foot section has 6 hit points, and sheet webs have damage reduction 5/–. A rust spider can move across its own web at its climb speed.

(Source: *DCC #29: The Adventure Begins*.)

Ending the Scourge of the Iron Manacle

It is possible that the heroes defeat all the Slavers of the Iron Manacle. If every slaver (including Ankiel, back in Cillamar) has been vanquished (killed or captured and turned over to the authorities), the adventurers are successful in ending the existence of the slaver band. If even one slaver escapes (except for Melchin), the organization suffers another devastating – but possibly not fatal – blow, as the surviving member tries to reestablish the organization in a distant city in a few years. If the PCs succeed in eliminating the band, each should receive 200 bonus experience points.

Area 1-14b – Middle Level (EL 4): When the party approaches this area, read or paraphrase the following:

The stench of animal waste is almost overpowering as you peek your head into the next chamber. The stone floor is littered with straw, cloth, and twigs collected into messy piles. The rest of the floor is pockmarked with dark stains. The stairway continues for at least another 60 feet.

This chamber is the lair of a flock of blood hawks. These creatures are similar to normal hawks, save for their aggressive behavior toward humanoids and more powerful build. These specimens sport dark brown feathers, tinted with crimson, and black serrated beaks. They enter and exit through the arrow slits and hunt the surrounding lands for blood meals. The flock consists of six adults (three nesting pairs) and 11 non-combatant hatchlings. There is a 25% chance that 1d3 adults are out hunting.

The trapdoor in the ceiling is barred from the other side. It needs to be bashed open with a DC 18 Strength check.

Treasure: Each of the three nests contains a random assortment of coins and shiny objects. If the adventurers spend a turn searching, they can recover a total of 3d6 cp, 2d4 sp, and 1d6gp, plus odd (worthless) metal trinkets, such as buttons, belt buckles, and chain links. With a successful Search check (DC 15), they can also locate a single blue quartz (worth 15 gp). One of the nests contains three unhatched eggs. If they can be kept warm and safely transported back to town, they are each worth 75 gp, if a buyer can be found.

Tactics: If disturbed (by the heroes entering the room or attempting to pass through it to reach the trapdoor), the blood hawks take to the air and attack targets by swooping at them. Meanwhile, the hatchlings attempt to escape out the arrow slits (they are old enough to fly). Grant the adults a +2 bonus on all attack rolls as they defend their nest, giving the hatchlings time to escape.

Blood Hawks (6): CR 1/2; Small Animal; HD 1d8+1; hp 5 each; Init +2; Spd 10 ft., fly 80 ft. (average); AC 15, touch 13, flat-footed 13; Base Atk +0; Grp –3; Atk claw +3 melee (1d4+1); Full Atk 2 claws +3 melee (1d4+1) and bite –2 melee (1d6); SA –; SQ Low-light vision, scent; AL N; SV Fort +3, Ref +4, Will +2; Str 12, Dex 15, Con 12, Int 2, Wis 14, Cha 6.

Skills and Feats: Listen +6, Spot +6; Weapon Finesse.

(Source: *Tome of Horrors Revised*, p. 28.)

Area 1-14c – Upper Level (EL 1): Read or paraphrase the following:

This chamber is clean and tidy. In addition to eight arrow slits, a trio of windows overlooks the castle proper. Under one window is a bedroll, a small table, and a wooden chest. Sitting on the table is a wooden birdcage about three feet high. Inside, a jet black raven casually plucks its feathers.

The slavers have positioned a rogue here to spot anyone who approaches the castle. Using a small steel mirror, he can signal the slavers in area 1-8. However, the duty is boring, so there is a 50% chance the slaver is asleep. The bedroll is normal and the table holds a few flasks of lamp oil, a bullseye lantern, and the steel mirror.

The chest is unlocked and not trapped. Inside is a worn quill, four inkpots, and three pieces of parchment, cut into 1-inch-by-6-inch strips. There is also a small leather tube, about an inch and a half long, with two leather cords attached. This device is used to hold small notes which are then attached to the raven (or Craw, Ankiel's familiar). The birds are trained to fly the messages between this tower and the Umberwood Coffin Factory in Cillamar.

A Bird in Hand: Inside the wooden cage is a normal raven. It ignores the PCs, unless they open the cage. At this point, it exits the cage, and waits for someone to attach a message onto its leg. If this does not occur, it tries to return to the cage. If prevented from returning to the cage, it attacks. The raven can speak a few words of Common, including "food," "Galen" (the rogue assigned guard duty in this room), and "Ankiel." A wild empathy check (DC 12) is needed to get the raven to speak these words.

Tactics: If the adventurers enter the room from the rope ladder, have them make a Move Silently check opposed by the rogue's Listen check (the rogue automatically fails if he is asleep). If the rogue wins, he attempts to sever the rope with his sword and then notifies the slavers in area 1-8. If the PCs win, they surprise the lazy guard.

If the heroes bash their way through the trapdoor, the rogue instantly wakes up (if asleep). He notifies the slavers in area 1-8 with the mirror, then flees down the rope ladder, tossing a stenchpot if given the chance.

Slaver, male human Rog1: CR 1; Medium humanoid (human); HD 1d6+2; hp 8; Init +2; Spd 30 ft.; AC 15, touch 12, flat-footed 13; Base Atk +0; Grp +1; Atk/Full Atk masterwork shortsword +2 melee

(1d6+1/19-20) or shortbow +3 ranged (1d6/x3) or stenchpot +3 ranged (special); SA Sneak attack +1d6; SQ Trapfinding; AL LE; SV Fort +2, Ref +4, Will +0; Str 12, Dex 15, Con 14, Int 13, Wis 10, Cha 10.

Skills and Feats: Bluff +4, Disable Device +5, Disguise +4, Hide +5, Intimidate +4, Listen +4, Move Silently +5, Open Lock +6, Search +5, Sleight of Hand +5; Point Blank Shot, Precise Shot.

Possessions: Monk's outfit, studded leather armor, masterwork shortsword, shortbow with 20 arrows, 3 stenchpots, symbol of the Dawning Sun (fake), 2d8 gp.

Raven: CR 1/6; Tiny animal; HD 1/4d8; hp 1; Init +2; Spd 10 ft., fly 40 ft. (average); AC 14, touch 14, flat-footed 12; Base Atk +0; Grp –13; Atk/Full Atk claws +4 melee (1d2-5); Space/Reach 2 1/2 ft./0 ft.; SA –; SQ Low-light vision; AL N; SV Fort +2, Ref +4, Will +2; Str 1, Dex 15, Con 10, Int 2, Wis 14, Cha 6.

Skills and Feats: Listen +3, Spot +5; Weapon Finesse.

Area 1-15 – Hidden Chamber:

Note: This hidden chamber was very difficult to discover, and therefore has remained hidden for centuries. However, recent tectonic activity has caused a slight shift in the cliff wall, partially exposing this location. It still requires a successful Search check (DC 22) to locate the concealed door.

When the heroes open the door, read or paraphrase the following:

With the sound of stone grinding on stone, the secret door begrudgingly opens to reveal a small tomb-like niche, perhaps 10 feet deep. Along the opposite wall is a stone shelf holding a pile of several books, their covers faded with age and pages warped from moisture. Slumped underneath this shelf is a skeletal form, clutching a book in its bony fingers.

This location was used by the monks of Clynnoise as both a bolt hole and a storage room for books. Centuries ago, during one of the many sackings of the monastery, a single wounded monk made his way here to ride out the invasion. His wounds soon became infected, and eventually he died, but not before leaving a valuable clue about how to enter the Halls of Forgotten Lore (see level 6B).

The books on the shelf are all blank journals, quite water damaged. They were intended to be used to get past the guardian in area 6B-1, in order to enter the Halls of Forgotten Lore. The pages of the book clutched in the cradled arms of the skeleton are filled with the same line, repeated in Common, Elven, Draconic, and Dwarven. The passage reads, "Knowledge is the Key." It is a reference to the bizarre key, needed to bypass the door golem in area 6B-1.

Treasure: Intermixed in the bones of the unfortunate monk is an authentic silver symbol of the Dawning Sun (worth 50 gp). Also intermixed in his bones is a bleached driftwood wand that requires a Spot check (DC 12) to notice, as it too appears to be a bone. This is a *wand of detect secret doors* (22 charges), used by the loremaster monk to locate this area. The command word "e'tacol 'latrop" is etched in Draconic along its shaft.

Contacting Ankiel

Astute PCs may consider using the raven to deliver a message to Ankiel, hoping to deceive him or possibly lure him into an ambush. First, they must write a message on one of the scraps of paper. The passage must be 10 words or less. A Forgery check (opposing Ankiel's Forgery check) is required to dupe Ankiel. Adventurers receive a –2 penalty to this check since they are not familiar with any of the slavers' handwriting. This penalty can be avoided if the forger examines the logs in area 1-9. If they don't use Ankiel's name, assign another –4 penalty to the check. The hereos can learn of Ankiel's name from the raven, or if they succeed with a DC 22 Intimidate check on Ikenvar. If their note is a summons for Ankiel to come to Castle Whiterock, their Forgery check automatically fails. Ankiel refuses to travel to the castle, and likely will flee Cillamar for a few months if he receives such a message.

If the heroes devise a scheme to lure him somewhere else (in Cillamar, or the wilderness), he arrives with his four goons. The GM needs to handle the rest of this encounter.

Note that if one of the adventurers has a familiar or an animal companion that can fly, the raven can be trailed to Umberwood Coffins. Thus, the heroes could bring the ambush to Ankiel, in this case.

Bonus Rewards

To award experience points for this level, compute the total experience points for combat and trap encounters overcome based on the challenge ratings. Next, add the group objective awards achieved during this level based on the chart below. The sum of the combat/trap experience plus group objectives is then divided by the total number of PCs. This sum is the total experience gained by each PC. At the GM's discretion, a role-playing award (no more than 50 XP per PC level) can be distributed to each PC. Note that this final award is not a group reward, and can vary per PC.

Objectives	**Experience Points**
Successfully convincing the slavers the adventurers are "buyers"	50
Avoiding the ambush in area 1-3	25
Locating an authentic symbol of the Dawning Sun (in area 1-4 or 1-15)	25
Deciphering the fake logs	25
Locating area 1-11	25
Using *mending* on the tapestry to reveal the existence of the castle's lower ruins	50
Overcoming the slaver in the spire without the alarm being raised	25
Getting the raven in area 1-14c to reveal Ankiel's name	50
Sending a forged message to Ankiel and leading him into an ambush	25
Discovering area 1-15 and the clues located in the journal	50
Total possible bonus points per group	**350**

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 2:
THE SLAVE PITS OF DESPAIR

Level Summary

The upper dungeons of Castle Whiterock have been named the "Slave Pits of Despair" by many of the unfortunates who have toiled under the reign of the White Talon orcs. The labor is intense, the conditions harsh, and the orcish discipline is swift and cruel. After enduring weeks in these gruesome conditions, a slave is often sold to a mysterious Underdeep denizen, and transported to the depths of the castle's dungeons.

Game Master's Section

Scaling Information

This level of the dungeon is designed for 4-6 characters of 2nd level, but can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or less than 2nd level): Reduce the number of orc warriors by half. Remove one level from all the remaining NPCs. Reduce the number of trollhounds in area 2-8 by half, and remove the trollhound in area 2-11. The dust mephit in area 2-15 flees to warn its master on level 10 if it is encountered.

Stronger parties (7 or more characters, or higher than 2nd level): Double the number of all orcs encountered. Convert Minus the minotaur to a normal-sized minotaur. Add one level to each NPC and add a sorcerer level to Grime, the dust mephit.

Background Story

About three years ago, a small group of descendants of the original White Roc orc tribe (see sidebar) returned to Castle Whiterock. The orcs were led by a charismatic female adept who exhibits more than just a few traits

of her cloud giant ancestors. The orc tribe assumed a low profile and quietly settled in the upper dungeons of the castle, routing a few lairing monsters and vermin, including a pesky owlbear that lived in the upper ruins.

Drugila, the orc leader, used a combination of her physical power and wisdom to bend the tribe to her will, convincing them to put aside their aggressive, war-like tendencies. Instead, she preached patience, planning, and cunning. She knew they would some day have the might to launch attacks on the surrounding lands, but that day was far off. After settling the dungeons, the orcs began excavating and mining operations (on levels 2 and 3). But the orcs did not seek gold, gems, or some other precious metal. They seek a powerful magic item Drugila has seen in dreams, a white statue that can assume the form of a great bird of prey. The symbol of the former White Roc tribe, legends imply that this great magical device will unite the orcish tribes under one banner. And with their leader astride a terrible magical roc, the orcs will pour forth from their ancestral lands, and retake what was once theirs.

But that was over three years ago, and orcs are not known for either their patience or their fondness for grueling mining operations. Soon, morale faltered and minor spats became open conflict, threatening to sunder the tribe. About this time, the remnants of the Iron Manacle arrived in the upper ruins. Eager to reestablish their shattered organization, they quietly set up slaving operations (on level 1) and willingly sold their humanoid commodities to the orcs. The orcs, lazy by nature, wasted no time pressing the slaves into hard labor. Not long after, a small vein of blue quartz was found in one of the upper mines. With the Iron Manacle's support, a barbaric orc challenged Drugila for leadership of the tribe. After a bloody hand-to-hand fight resulted in a draw, Drugila willingly withdrew (to level 3) to pursue her life's quest for the White Roc. A few supporters followed, but many of the rank-and-file orcs embraced the change in leadership, as it better suited their traditional ideals. The tribes spilt into two factions: the White Talon Tribe, led by Kaernga, a barbaric warrior, and the Tribe of the White Roc, led by Drugila, still clinging to her beliefs.

However, Kaernga's lust for power was not the only cause of the intertribal conflict. Powerful dwarf-like humanoids who dwell in the deep reaches of Castle Whiterock have been monitoring the orcs (and the Slavers of the Iron Manacle) since they arrived at the ruins. These "dark dwarves" (or simply, the duergar) have established a very successful slave market and gladiatorial arena down below (see level 10 for details) and crave a steady supply of captives to satisfy their Underdeep clients' desire for slaves and need for bloodsport. The leader of this operation had his attendant wizard cast *charm monster* on Kaernga and encouraged him to instigate the conflict. The duergar, pleased with the resulting shift in power, have the wizard renew his *charm monster* spell every week or so. So the orcs of the White Talon act as the middleman, transferring slaves from the Iron Manacle slavers to the Bleak Theater, in addition to using a few for their own petty mining operation. The duergar eventually plan to charm the Iron Manacle slavers as well, but they prefer to wait until their operation is in full swing. That way the orcs of the White Talon can be discarded, and the duergar will have their hand in an efficient surface slaving operation.

The White Talon orcs settled on level 2 and accelerated the mining operations searching for elusive deposits of quartz. Now, however, slave labor performs most of the menial, dangerous mining activities, while the orcs lounge around, abusing slaves, brawling, and generally living the good life (for an orc).

Encounter Table

Loc	Pg	Type	Encounter	EL
2-1	44	T/C	2 tripwire traps 6 orcs War1	4
2-2	45	C/P	*Minus*, pygmy minotaur	3
2-3	46	T/P	Open pit traps (20) Slave, *Hugin*, male Ftr 1 Slave, *Sapphira Silverhue,* female elf Rgr1/Drd1 Slave, *Katanya Glimer*, female gnome Rog1/Ill1	1
2-5	48	C	4 orcs War 1	3
2-7	49	C	*Goresh,* male orc Rgr2	2
2-8	49	C	4 trollhounds	6
2-10	50	C	*Chu-thuk*, male orc Sor2 Slave, *Findle Glimer*, male gnome Exp2	2
2-11	51	C	*Kaernga*, male orc Bbn3 Trollhound 4 female orcs War1	6
2-12	53	C	4 orcs War 1	3
2-13	54	C	*Tarik,* male orc taskmaster Ftr3	3
2-14	55	C	4 orcs War2	5
2-15	55	C	*Grime*, male dust mephit	3
2-16	56	C	4 orcs War 1	3
2-17	56	P/C	*Ulrik*, duergar bookeeper Exp2/War1	2
2-18	58	C	Ogre War2	3

Getting Captured

When this level is invaded by the heroes, the orcs' first reaction is to use deadly force. However, the leader-type orcs recognize the potential value of the adventurers, and if given the chance, alter tactics to capture them. If the entire party is captured, they are bound (with obvious spellcasters gagged as well) and placed in the slave pits (area 2-3). All gear is removed (save for undergarments) and stored in area 2-4, until Kaernga has a chance to examine items and pick a few for his own use (a process that takes a few days). After the other orc leaders (Chu-thuk, Tarik, and Goresh) have a chance at items, the rest are distributed to the rank-and-file orcs (who use lethal blows to claim choice items). If the captive heroes are not troublemakers, they are put to work in the mines (areas 2-14 to 2-16) for a couple of weeks. During this time, the GM should present a few opportunities for them to escape. Afterward, they are sold to the duergar and led through areas 2-17 and 2-18, down the elevator shaft, through levels 7 and 9, and finally to the Bleak Theater. If the heroes don't make their escape by the time they arrive at the Theater, it's time to roll up new PCs.

Tracking

This level sees a great deal of movement and activity, almost exclusively by orcs. A DC 15 Survival check in areas 2-1 to 2-13 is required to locate tracks. In the mines proper (areas 2-14 to 2-16), the thick dust and debris generated during the mining process makes tracking even easier. The Survival check in these areas is only DC 10. Areas 2-17 and 2-18 (the hidden route to the elevator shaft) are exceptions. Survival checks in these areas are DC 17, with success revealing fewer prints, which are clearly dwarf-like. If the Survival check succeeds by 5 or more, humanoid tracks with odd scuff marks can be discerned always heading in the direction of the elevator, but never returning. These tracks belong to slaves, and the scuff marks are created by dragging chains.

Interrogation

The orcs of the White Talon Tribe live in fear – fear of their cruel and wicked leader who would just as soon kill an out-of-line orc to set a bloody example to the other tribe members. Therefore, it is difficult to scare information out of these orcs. A DC 20 Intimidate check is needed encourage an orc to betray his tribe. However, when one turncoat is revealed, others quickly follow suit. Subsequent Intimidate checks on other orcs who witnessed the first cave-in have a DC 15. These orcs know the layout of this entire level, and approximately how many orcs and slaves are present. Most of the orcs know about the secret door in area 2-13, and are aware that the slaves are transferred to the dwarf-like creature present. But none save Kaernga is aware of area 2-18, the elevator shaft, or the Bleak Theater. They just assume the dwarf kills the slaves, or something.

On Alert

Unlike the Slavers of the Iron Manacle on level 1, the orcs on this level lack an overall plan if the heroes assault their lair. These orcs are too cocky, lazy, and unorganized to have developed and practiced a cohesive counterassault. However, most orcs do attempt to alert nearby allies, as described in the text under each individual encounter.

Wandering Monsters

For every half-hour that the adventurers explore, there is only a 15% chance (1-3 on a d20) that they encounter a wandering monster. This chance increases to 20% (1-4 on a d20) if they make excessive noise. If an encounter is called for, roll 1d8 and consult the following table

1d8	Encounter
1-3	Running an errand (2 orcs War1, EL 1)
4-5	Walking the hound (1 orc War1 and 1 troll-hound, EL 2)
6-7	Don't step in puddles (Gray ooze, EL 4)
8	Out for a spy… (*Grime*, dust mephit, EL 3)

The following statistics blocks are provided for easy reference for the Game Master.

The Orcs of Castle Whiterock

The orcs that inhabit Castle Whiterock have all descended from the White Roc Tribe that held the castle as their stronghold many years ago. Their line once was once blessed with cloud giant blood, but it has become diluted in most of the orcs over time. Still, most tribe members have white to silver-gray hair and milky white skin with a slight ice blue tint, not the gray-green skin more typical of orcs. These orcs tend to be stronger (+1 Str) and more charismatic (+2 Cha), but they're slightly clumsier (-2 Dex) than the orcs presented in the MM. They prefer to wield two-handed weapons to take advantage of their strength. Although these brutes reek of sweat intermixed with filth, much like a common orc, they tend to keep their weapons and armor clean and in fine conditions. Many of them also wear fine billowing cloaks.

Running an Errand: These two orcs are frantically running some errand for Kaernga, or perhaps Chu-thuk. They could be transporting a slave to or from the mines, bringing more ale to Kaernga in area 2-11, or buckets of water to area 2-10 to put out a fire. Regardless, the adventurers probably gain surprise on the distracted brutes.

Orcs War1 (2): CR 1/2; Medium humanoid (orc); HD 1d8+1; hp 6 each; Init +0; Spd 20 ft.; AC 14, touch 10, flat-footed 14; Base Atk +1; Grp +4; Atk/Full Atk two-handed morning star +4 melee (1d10+4) or heavy crossbow +1 ranged (1d10/19-20); SA –; SQ darkvision 60 ft., light sensitivity; AL CE; SV Fort +3, Ref +0, Will –2; Str 17, Dex 11, Con 12, Int 8, Wis 7, Cha 6.

Skills and Feats: Listen +1, Spot +1; Alertness.

Possessions: Scale mail, two-handed morningstar, 2d4 gp.

Walking the Hound: This poor unfortunate orc lost a bet, and is taking a foul-tempered trollhound (from area 2-8) for a walk around the level. The orc bears the scars from this duty, and holds the trollhound on a leather leash. Upon seeing the heroes, the orc's first action is to let go of the leash. While the trollhound closes, the orc attempts to escape to rally the troops against the intruders.

Orcs War1: CR 1/2; Medium humanoid (orc); HD 1d8+1; hp 6; Init +0; Spd 20 ft.; AC 14, touch 10, flat-footed 14; Base Atk +1; Grp +4; Atk/Full Atk two-handed morning star +4 melee (1d10+4) or heavy crossbow +1 ranged (1d10/19-20); SA –; SQ darkvision 60 ft., light sensitivity; AL CE; SV Fort +3, Ref +0, Will –2; Str 17, Dex 11, Con 12, Int 8, Wis 7, Cha 6.

Skills and Feats: Listen +1, Spot +1; Alertness.

Possessions: Scale mail, two-handed morningstar, 2d4 gp.

Trollhound: CR 2; Medium magical beast; HD 2d10+4; hp 16; Init +2; Spd 40 ft.; AC 16, touch 12, flat-footed 14; Base Atk +2; Grp +5; Atk/Full Atk bite +6 melee (1d6+4); SA Crushing jaws 1d6+6, improved grab; SQ Darkvision 60 ft., fast healing 2, low-light vision, scent; AL N; SV Fort +5, Ref +5, Will +0; Str 16, Dex 15, Con 15, Int 2, Wis 10, Cha 10.

Skills and Feats: Listen +2, Spot +2, Survival +1*; Track, Weapon Focus (bite).

*Trollhounds receive a +4 racial bonus to Survival checks when tracking by scent.

SA – Crushing Jaws (Ex): A trollhound deals 1d6+6 points of damage with a successful grapple check.

Improved Grab (Ex): To use this ability, a trollhound must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can use its crushing jaws on the following round.

Don't Step in Puddles: This encounter only occurs in the mines (area 2-12 to 2-16). A small gray ooze has been wandering around the mines for a few weeks. The orcs have yet to corner it to finish it off. The ooze appears as a 10-foot-diameter puddle or slick spot, noticeable only if the lead PC makes a DC 15 Spot check. Otherwise, that adventurer stumbles into the ooze and is subject to a surprise round of attacks.

Gray Ooze: CR 4; Medium ooze; HD 3d10+15; hp 25; Init –5; Spd 10 ft.; AC 5, touch 5, flat-footed 5; Base Atk +2; Grp +3; Atk/Full Atk slam +3 melee (1d6+1 plus 1d6 acid); SA Acid, constrict 1d6+1 plus 1d6 acid, improved grab; SQ Blindsight 60 ft., immunity to cold and fire, ooze traits, transparent; AL N; SV Fort +6, Ref –4, Will –4; Str 12, Dex 1, Con 21, Int –, Wis 1, Cha 1.

SA – Acid (Ex): A gray ooze secretes a digestive acid that quickly dissolves organic material and metal, but not stone. Any melee hit or constrict attack deals acid damage. Armor or clothing dissolves and becomes useless immediately unless it succeeds on a DC 16 Reflex save. A metal or wooden weapon that strikes a gray ooze also dissolves immediately unless it succeeds on a DC 16 Reflex save.

The ooze's acidic touch deals 16 points of damage per round to wooden or metal objects, but the ooze must remain in contact with the object for 1 full round to deal this damage.

Constrict (Ex): A gray ooze deals automatic slam and acid damage with a successful grapple check. The opponent's clothing and armor take a –4 penalty on Reflex saves against the acid.

Improved Grab (Ex): To use this ability, a gray ooze must hit with its slam attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

SQ – Transparent (Ex): A gray ooze is hard to identify, even under ideal conditions, and it takes a DC 15 Spot check to notice one. Creatures who fail to notice a gray ooze and walk into it are automatically hit with a melee attack for slam and acid damage.

Out for a Spy: Grime the dust mephit is out spying on the orcs, and looking for opportunities to swipe some more quartz. If encountered, he attempts to hide, and shadows the adventurers until their next encounter with orcs. Then he attacks from the rear, starting with his breath weapon (trying to target an arcane spellcaster), then summoning another mephit to assist. He will not fight to the death, fleeing to his lair (area 2-15) if badly injured before continuing on to warn his master on level 10.

Grime, male dust mephit: CR 3; Small outsider (air, extraplanar); HD 3d8; hp 15; Init +7; Spd 30 ft., fly 50 ft. (perfect); AC 17, touch 15, flat-footed 14; Base Atk +3; Grp –1; Atk claw +4 melee (1d3); Full Atk 2 claws +4 melee (1d3); SA Breath weapon, spell-like abilities,

summon mephit; SQ Damage reduction 5/magic, darkvision 60 ft., fast healing 2; AL N; SV Fort +3, Ref +6, Will +3; Str 10, Dex 17, Con 10, Int 6, Wis 11, Cha 15.

Skills and Feats: Bluff +8, Diplomacy +4, Escape Artist +9, Hide +13, Intimidate +4, Listen +6, Move Silently +9, Spot +6, Use Rope +3 (+5 with bindings); Dodge, Improved Initiative.

SA – Breath Weapon (Sp): 10 ft. cone of irritating particles (1d4 damage, Fort save DC 12 for half), usable every 1d4 rounds. Living creatures that fail the save are tormented by itching skin and burning eyes. This imposes a –4 to AC and –2 to attacks for 3 rounds.

Spell-like Abilities (Su): 1/hour – *blur* (CL 3rd); 1/day – wind wall (CL 6th).

Summon Mephit (Sp): Once per day, Grime can summon another dust mephit with 25% chance for success.

Areas of the Map

Map 3 depicts the upper dungeons of Castle Whiterock. Unless noted in the text, all ceilings are 10 feet high. Since the orcs rely on darkvision, most of these chambers are unlit. Doors are considered good wooden, and most are kept closed at all times. Areas 2-1 to 2-11 are considered superior masonry construction, while the mines (areas 2-12 to 2-18) are hewn passages.

Due to the noisy mining operations in areas 2-12 to 2-16, all Listen check DCs should be increased by 5 in these areas.

Good Wooden Door: 2 in. thick, hardness 5, hp 15, Break DC 16 (stuck) or 18 (locked).

Superior Masonry Wall: 1 ft. thick (at least); hardness 8; hp 90 (per 10 ft. by 10 ft. section); Break DC 35; Climb DC 20.

Hewn Stone Wall: 3 ft.. thick (at least); hardness 8; hp 5,400 (per 5 ft. thickness); Break DC 50; Climb DC 22.

Area 2-1 – Guardroom (EL 4):

Note: Two tripwires are concealed on the steps leading to this room, as indicated on the map. They are positioned 30 feet and 25 feet, respectively, before area 2-1.

Tripwire Traps (2): CR 1/2; mechanical; location trigger; manual reset; Reflex save DC 15 or fall down the steps. Victim suffers 1d6 damage and is deposited at the foot of the steps, prone. The victim needs to also make a Fortitude save DC 10 or become dazed for one round. Search DC 20 (each tripwire); Disable Device DC 14 (both trip wires).

The read-aloud text assumes the adventurers avoid the traps. Otherwise, adjust it accordingly.

This chamber is perhaps 50 feet wide and 40 feet long. There is a door centered in the east wall and another door located on the south wall. A table with four battered chairs is along the north wall. A three-foot-high haphazard pile of rocks forms a crude wall about 20 feet long positioned in the southeast corner of the room.

Half a dozen bestial humanoids with porcine features rush to defend the room. Their skin is pasty white and they have unkempt white-gray hair. Three advance with glaives while the other three take positions behind the makeshift wall.

This is a guardroom occupied by six orcs of the White Talon Tribe. Every 12 hours, these guards rotate with those stationed in area 2-5.

The table and chairs, although in poor condition, are normal. The rock wall is not mortared and could be pushed down with a full-round action (although this provokes an attack of opportunity). Crouching behind the wall grants cover. The orcs have stashed six loaded heavy crossbows on the southeast side of the room along with a crate of 50 bolts.

Tactics: If one or more adventurers fall victim to the tripwires, three orcs have surprise and are waiting for the unfortunate heroes at the bottom of the steps. They attack this target with nonlethal unarmed strikes to attempt to gain a hostage. Meanwhile, the other three orcs provide cover with crossbows, readying actions on anyone else coming down the steps.

If the adventurers bypass the traps, roll normal initiative. The three orcs grab glaives and rush the steps while the remaining three crouch behind the wall and deploy the crossbows. If the wall is rushed, they switch to glaives (a weapon with reach) to keep the heroes at bay.

After three rounds of combat, allow Minus (in area 2-2) to start making a Listen check each round. The DC is 23 (due to the distance). If he succeeds, he grabs his spear and investigates, arriving in 1d3 rounds. A round after entering area 2-1, he uses his powerful charge ability to join the fray.

If the three orc footmen are defeated and the heroes still appear to have the upper hand, one of the orc crossbowmen attempts to flee out the east door. He heads to area 2-11 to rouse Kaernga before continuing to areas 2-12 to 2-16.

Orcs War1 (6): CR 1/2; Medium humanoid (orc); HD 1d8+1; hp 6 each; Init -1; Spd 20 ft.; AC 13, touch 9, flat-footed 13; Base Atk +1; Grp +5; Atk/Full Atk glaive +5 melee (1d10+6/x3) or heavy crossbow +0 ranged (1d10/19-20); SQ darkvision 60 ft., light sensitivity; AL CE; SV Fort +3, Ref –1, Will –2; Str 18, Dex 9, Con 12, Int 8, Wis 7, Cha 8.

Skills and Feats: Listen +1, Spot +1; Alertness.

Possessions: Scale mail, glaive, heavy crossbow with 10 bolts, 2d4 gp.

Area 2-2 – Minus' Room (EL 3): When the party enters this area, read or paraphrase the following:

> *As you enter this chamber, you see dozens of lanterns dangling from pegs along the east and west walls. The room smells faintly like an animal pen, and hay is scattered about the floor. Most of the hay appears to be piled up in the southwest corner of the room. Along the east wall are numerous weapons including a greataxe, a two-handed morningstar, and a flail.*

This is another guard post before the slave pits. The orcs have allied themselves with a minotaur runt named Minus. Although not the brightest creature, he serves the orcs well. He once laired with his brother, Moruut, on level 9, but when the duergar moved in and offered employment in the Bleak Theater, he soon became tired of the constant verbal and physical abuse and decided to move on. The orcs of the White Talon hired him as extra muscle, convincing him that silver coins are worth more than gold ones. He shares all of the traits of a typical member of his species except that he is Medium sized and, due to a birth defect, has only one horn.

A pair of levers are positioned on the west wall, currently lowered. Near the levers, on the south wall, is a peephole that can be located with a DC 12 Search check. The peephole spies into area 2-3, while the levers control the portcullis in that area. The right level controls the north portcullis while the left controls the south one. When the lever is pulled down, the portcullis comes crashing down in one round. Pushing the lever up raises the portcullis, although this takes 3 rounds.

Minus is afraid of the dark, so he has four lanterns lit at all times in the room. The weapons on the wall are all normal and can be employed by Minus in a pinch. The weapons cause damage as follows: greataxe (1d12/x3), heavy flail (1d10/19-20/x2), and two-handed morningstar (1d10/x2). The pile of hay serves as Minus' bed. Concealed behind this pile is a secret compartment in the east wall that can be located with a DC 22 Search check. Inside is an iron pot filled with 755 sp.

Tactics: If not encountered in area 2-1 (see the tactics in that area), Minus is here lounging in the hay pile. He responds by tossing his spear at the first PC who enters, before realizing it was his only weapon. Next round he moves to the east wall and grabs a random weapon to enter melee.

Minus could also grab a lantern and hurl it at a target. Treat this as a grenade attack. If it hits an adventurer (or the target square), it causes one point of damage and there is a 25% chance the lantern breaks. If it breaks, the target (or target square) catches fire and suffers 1d6 points of damage as the hay in the room helps the fire along. The target burns for one more round unless the adventurer spends a full round extinguishing the fire with a Reflex save DC 15. If a burning victim attempts to drop and roll to gain the save bonus, he automatically fails the save, and sets the hay in his square on fire. In 2 rounds, the fire dies out, but smoke fills the chamber, granting concealment to everyone in the room. It takes 15 rounds for the smoke to dissipate on its own.

Minus, the pygmy minotaur: CR 3; Medium monstrous humanoid; HD 6d8+12; hp 38; Init +0; Spd 30 ft.; AC 15, touch 10, flat-footed 15; Base Atk +5; Grp +7; Atk longspear +7 melee (1d8+3/x3) or gore +7 melee (1d4+3); Full Atk longspear +7 melee (1d8+3/x3) and gore +2 melee (1d4+3); Space/Reach 5 ft./ 5 ft. (10 ft. with longspear); SA Powerful charge 2d4+3; SQ darkvision 60 ft., natural cunning, scent; AL CE; SV Fort +4, Ref +5, Will +5; Str 15, Dex 10, Con 15, Int 7, Wis 10, Cha 8.

Skills and Feats: Listen +7, Search +5, Spot +7; Great Fortitude, Power Attack, Track.

SA – Powerful Charge (Ex): When charging, Minus can make a single gore attack with a +9

attack bonus that deals 2d4+3 points of damage.

SQ – Natural Cunning (Ex): Minus is immune to *maze*, never gets lost, and is never considered flat-footed.

Possessions: Longspear, key on chain around neck (to the door to area 2-3).

Area 2-3 – The Slave Pits (EL 1):

Note: This door is locked and needs to be bashed or unlocked with an Open Lock roll (DC15). The key is held by Minus.

When the adventurers enter this area, read or paraphrase the following:

This room is 50 feet wide and 70 feet long. The center of the room is recessed 10 feet below the floor level, and divided into 10-foot-by-10-foot cells. There are 20 such cells, each composed of thick iron bars but no doors. The tops of the cages are wooden beams, perhaps four inches wide. Some of the cells appear to be occupied.

There is an access corridor along the west wall that provides a route to the other side of the room. However, a pair of portcullis, currently lowered, block the way. Doors are located in the southwest, southeast, and northeast corners of this chamber, and a pair of archways are on the south wall.

These slave pits are maintained by the orcs. They allow the Slavers of the Iron Manacle to hold slaves here as well, until ready for shipment. There are no doors into the cells. The orcs use ladders (stored in area 2-4) to get the slaves in and out, when they feel like it. Otherwise, they simply toss slaves in, or use the poles to retrieve the slaves.

For each round the adventurers are here, have the orcs in area 2-5 make a Listen check (DC 15). If they succeed, one orc arrives in a round or two to investigate. On seeing the intruders, he shouts an alarm to his fellow orcs, and a round later, the orcs from both rooms marked as area 2-5 arrive to attack the heroes.

The portcullises are operated by levers in area 2-2, and unless altered by the adventurers, they are in the down position when they arrive the first time.

Portcullis Bars/Cell Bars: 1 inch thick iron; hardness 10; hp 60; Break/Bend DC 28.

Crossing the wooden beams requires a successful Balance check (DC 15) while moving at half speed. PCs are considered flat-footed while crossing the beams. If an adventurer suffers any damage while balancing on the beams, another Balance check is required. Missing the result by 4 or less forces the PC to stop moving for the round. Missing the result by 5 or more indicates a fall into the slave pits below.

Open Pit Traps (20): CR 1/2; mechanical; location trigger; automatic reset; can be avoided, 10-feet deep, causes 1d6 points of damage, Search DC NA (can be seen); Disable Device DC 10 (cover the pit).

Tactics: If the orcs from area 2-5 attack the party here, they use the following plan. They target the heroes with heavy crossbow fire. Meanwhile, a few orcs will switch to guisarmes to attack any heroes who attempt to cross the wooden beams. Using the guisarmes' 10-foot reach, they attempt to trip opponents. A tripped adventurer falls into a random pit.

If the heroes raise the portcullis, the orcs move to defend that area as best they can while allowing crossbow fire to wear the heroes down. If the heroes have the upper hand, one of the orcs uses a full-round action to flee to area 2-7 to summon Goresh and his trollhounds. They arrive in 4 rounds. While the trollhounds support the orcs at the portcullis, Goresh confidently strides out onto the wooden beams to engage any foes in melee.

The Slaves: At any given time of the day, half of the slaves are toiling away at the mines (areas 2-12 to 2-16). The remainder are "resting" here, attempting to sleep between guisarme prods and choke down watery gruel. Normal townsfolk are used for manual labor, while the feisty ones (in cells B-D) are to be sold to the duergar on level 10, except for the occupant of cell D.

Cell A: Each of these cells holds 1d4+3 townsfolk (Com1). These are residents of Cillamar or the surrounding lands. They are herdsmen, traders, or craftsmen, and due to the conditions, they are of no help to the heroes. They even lack the resources to reward the adventurers if freed.

Townsfolk, male and female Com1: CR 1/2; Medium humanoid (human); HD 1d4; hp 2 each; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +0; Grp +0; Atk/Full Atk unarmed strike +0 melee (1d3 nonlethal); AL varies; SV Fort +0, Ref +0, Will +0; Str 10, Dex 11, Con 10, Int 11, Wis 10, Cha 11.

Skills and Feats: Craft (any) +7, Profession (any) +7, Listen +4; Skill Focus (craft), Skill Focus (profession).

Possessions: Tattered peasant's outfit.

Cell B: This cell contains a single male human with short brown hair and a medium build. His name is

Hugin, a mercenary from a caravan attacked a few days ago. He has tried to escape three times, so the orcs have taken a liking to torture him with reach weapons. Although underfed and depressed, Hugin rewards the heroes with the only thing he has left: a good sword arm. He serves them loyally for a few weeks before moving on (unless they offer him payment for further services).

Hugin, male human Ftr1: CR 1; Medium humanoid (human); HD 1d10+2; hp 12 (currently 3 hp); Init +6; Spd 30 ft.; AC 12, touch 12, flat-footed 10; Base Atk +1; Grp +4; Atk/Full Atk unarmed strike +4 melee (1d3+3 nonlethal) or greatsword +5 melee (2d6+4/19-20) or heavy crossbow +3 ranged (1d10/19-20); AL NG; SV Fort +4, Ref +2, Will +0; Str 16, Dex 14, Con 14, Int 10, Wis 10, Cha 10.

Skills and Feats: Jump +7, Ride +6, Search +2; Improved Initiative, Rapid Reload, Weapon Focus (greatsword).

Possessions: None.

Cell C: This cell contains a silver-haired female elf who is gagged with her hands tied behind her back. Under the dirt and grim, she's quite comely and displays a fiery attitude. She was captured a week ago while spying on the castle. During her capture, she scorched several orcs with a *produce flame* spell, hence her bindings and gag. They fear this "witch" more for her venomous tongue and spells, and can't wait for her to be transferred to level 10, after a deal is consummated. If freed, she rewards the PCs with her potions (area 2-4), and departs quickly to inform her superiors. She is a member of the Sorority of the Swan (see the sidebar in Appendix A for details on this secret society).

Sapphira Silverhue, female elf Rgr1/Drd1: CR 2; Medium humanoid (elf); HD 1d8+1 plus 1d8+1; hp 15 (currently 5 hp); Init +2; Spd 30 ft.; AC 12, touch 12, flat-footed 10; Base Atk +1; Grp +3; Atk/Full Atk unarmed strike +3 melee (1d3+2 nonlethal) or masterwork silver longsword +4 melee (1d8+2/19-20) or longbow +4 ranged (1d8/x3); SA –; SQ Favored enemy orcs +2, low-light vision, elf traits, nature sense, wild empathy +5; AL NG; SV Fort +5, Ref +4, Will +5; Str 14, Dex 15, Con 12, Int 13, Wis 16, Cha 14.

Skills and Feats: Concentration +5, Handle Animal +7, Heal +7, Knowledge (nature) +7, Listen +9, Ride +4, Search +6, Spellcraft +5, Spot +9, Survival +8 (+10 in aboveground natural environments); Point Blank Shot, Track.

Spells Prepared (3/2, Save DC 13 + spell level): None currently prepared.

Possessions: None.

Cell D: This cell contains the manacled form of a female gnome with gray hair and large blue eyes. Katanya Glimer ("Kat") is an illusionist/rogue from Cillamar who was kidnapped months ago. Her brother Findle (see area 2-10) is forced to cut gems for the orcs. They have threatened to harm her if he does not comply with their desires, thus he continues to aid the orcs against his will. Although once a competent adventurer, Kat's imprisonment and uncertain future have shaken her normally jovial and extraverted personality. She needs to get out of her cell, as she has developed a mild case of claustrophobia.

Katanya Glimer ("Kat"), female gnome Rog1/Ill1: CR 2; Small humanoid (gnome); HD 1d6+1 plus 1d4+1; hp 10 (currently 7 hp); Init +4; Spd 20 ft.; AC 15, touch 15, flat-footed 11; Base Atk +0; Grp –5; Atk/Full Atk unarmed strike +0 melee (1d2-1, nonlethal), or shortsword +5 melee (1d6-1/19-20) or dagger +5 melee or dagger +5 ranged (1d4/19-20); SA Sneak attack +1d6; SQ gnome traits, spell-like abilities, trapfinding; AL CG; SV Fort +1, Ref +6, Will +1; Str 8, Dex 18, Con 12, Int 16, Wis 9, Cha 14.

Skills and Feats: Concentration +5, Craft (alchemy) +5, Decipher Script +8, Disable Device +8, Gather Information +6, Hide +12, Listen +5, Knowledge (arcana) +5, Move Silently +8, Open Lock +8, Search +7, Sleight of Hand +8, Tumble +8; Weapon Finesse.

Spell-like Abilities: 1/day – *speak with burrowing animals, dancing lights, ghost sound* (DC 12),

Escorting the Slaves to Cillamar

It is one matter to release the slaves on this level. It is entirely another matter to escort them safely back to Cillamar. The GM should prepare a short adventure detailing this journey back to town, perhaps with a few encounters with local denizens, survivors of the Iron Manacle, or additional orcs arriving at the castle. If the heroes take the time and effort to perform this deed, they should receive double the experience award presented in the Rewards section of this chapter. As detailed above, Hugin rewards the heroes with loyalty (although if the adventurers avoid the duty of escorting the slaves, Hugin steps up to perform the deed). Sapphira rewards the heroes with her potions, and then leaves the castle, heading south. See the sidebar "Reuniting the Glimers" on page 52 for details on the reward bestowed by the Glimers. The commoners lack material wealth for a reward, but enthusiastically spread tales of the heroes' bravery.

prestidigitation. Caster level 1st.

Spells Prepared (4/3*, at least one spell per level must be from the Illusion school; DC 13 + spell level, DC 14 + spell level for illusion spells): None currently prepared.

Possessions: None.

Area 2-4 – Storeroom: When the party enters this area, read or paraphrase the following:

A short flight of steps leads to this 20-foot-square room, which appears to function as a storeroom. Numerous wide wooden planks are leaning against the north wall, near two immense casks and several crates. A pair of wooden ladders hang on the west wall, and a large trunk sits in the center of the room.

The ladders are 15 feet long, and used to facilitate slave transfer in area 2-3. The wooden planks are one foot wide and about 15 feet long. There are 10 of these planks, used to span the pits in area 2-3 and to facilitate slave transfer. If they are used to cross the slave pits, Balance check DCs are reduced to 5. The casks contain water, and the crates contain partially spoiled foodstuffs, used to prepare a runny mush fed to the slaves.

The secret door in the north wall is cunningly disguised, requiring a DC 30 Search check to locate. The orcs have yet to discover it. It leads to a stale winding passage with a stone staircase. After about 100 feet, it ends at a rusted ladder that leads to a trapdoor. This is an exit to level 1 (area 1-7), but unless the rubble is cleared in that area, this door can't be opened.

The trunk is unlocked, and contains the personal belongings of some of the slaves. In addition to several sets of peasant attire, the following items are present:

- Hugin's gear: Chainmail armor, greatsword, backpack, 50 feet of rope, dagger.
- Sapphira's gear: Studded leather armor, masterwork silver longsword, longbow with 30 arrows, *potions of pass without trace, cure light wounds,* and *bull's strength*.

If freed, the NPCs request that their gear be returned. Katanya's gear has long since been removed by Kaernga. If any of the PCs are captured by the orcs, their gear will be divvied up by the orcs (see Getting Captured) and eventually sold in 3d4 days.

Area 2-5 – Orc Barracks (EL 3) (two locations): When the party enters this area, read or paraphrase the following:

This 30-foot-by-20-foot chamber contains a table, a few battered chairs, and numerous sleeping pallets.

Each of these locations serves as the living quarters for 10 orcs. However, only four are present in each chamber at any given time. The remainder are on duty, in area 2-12, 2-14, 2-16, or away from the castle on an errand.

Each dirty pallet has several non-valuable personal effects (loaded game dice, greasy playing cards, animal teeth) associated with it. The room also contains extra weapons, in addition to those normally carried by the orcs. These include six guisarmes, two heavy crossbows, and a cask of 100 bolts.

Tactics: If the orcs responded to an alert in area 2-3, these areas are empty. If no alarm was raised earlier, then the adventurers enter the barracks to find the four orcs sleeping or lounging. It requires a round or two for the orcs to rouse themselves and grab weapons.

Orcs War1 (4): CR 1/2; Medium humanoid (orc); HD 1d8+1; hp 6 each; Init +0; Spd 20 ft.; AC 14, touch 10, flat-footed 14; Base Atk +1; Grp +4; Atk/Full Atk two-handed morning star +4 melee (1d10+4) or heavy crossbow +1 ranged (1d10/19-20); SA –; SQ darkvision 60 ft., light sensitivity; AL CE; SV Fort +3, Ref +0, Will –2; Str 17, Dex 11, Con 12, Int 8, Wis 7, Cha 6.

Skills and Feats: Listen +1, Spot +1; Alertness.

Possessions: Scale mail, two-handed morningstar, 2d4 gp.

Area 2-6 – The Torture Room: When the adventurers approach this area, read or paraphrase the following:

A short flight of stairs leads down to this circular chamber, about 30 feet in diameter. To the left is a cage, about 10 feet square. Next to the cage is a stone hearth, unused for many years, although ashes are still caked on the floor. Near the fireplace is a rack of iron pokers, tongs, and other devices. Mounted on the wall opposite the entrance is a metal pole about eight feet off the ground. Near this pole is a wooden rack complete with chains and manacles enshrouded with wispy cobwebs.

This chamber is a torture room. When the orcs first returned to Castle Whiterock, this room was heavily used. Now, since the enchantment of their leader, the room has fallen into disuse. Nobody buys dam-

aged goods, although the wicked orc leader once enjoyed using the room's devices to instill fear into his troops. These days, Kaernga can't be bothered.

There is a secret door in the hearth that requires a Search check (DC 20) to locate. It leads to a short passage that ends at area 2-9. The orcs have not discovered it yet, and as such have piled crates in front of the outward swinging door in area 2-9. A Strength check (DC 18) is needed to open the door from the south side, but doing so also calls for a wandering monster check as the crates come tumbling down and cause a racket.

Area 2-7 – Goresh's Room (EL 2): Read or paraphrase the following:

After opening the door, a 20-foot-long corridor leads to a 30-foot-by-20-foot room. On the wall opposite the entrance is a pot-marked archery target, with a longbow propped up alongside it. To the right is a door. The rest of the room is furnished with a sturdy bed, a simple table, and a brown bearskin rug.

This chamber belongs to Goresh, an orc ranger and the trollhound handler. Although Goresh is disliked by the rest of the tribe (hence his solitary quarters), Kaernga sees his usefulness as a hunter, gatherer, and breeder of trollhounds. Goresh is tall and lanky with white-blue skin, and he wears a bearskin cape. He sports a wicked scar on his left cheek (from a trollhound bite) and wields an orc double axe.

The bow is a composite longbow (+2), and a quiver of 16 arrows rests behind the target. To practice, Goresh opens the door and positions himself at the end of area 2-3. The furniture is all normal.

Goresh's Loot: The bearskin rug is worth 250 gp. Under the bed is a locked iron box (Goresh carries the key in his left boot). The lock can be picked with a successful Open Lock roll (DC 17). Inside is a pouch of 47 gp, a scrimshaw carving of a nixie (worth 125 gp), a box of four carefully wrapped thunderstones, and a bottle of dwarven deepwine (worth 35 gp).

Tactics: If encountered here, Goresh first tosses a thunderstone at an enemy who appears to be a spellcaster. Then he positions himself with his back against the door to area 2-8, and attacks with both ends of his axe. If the adventurers have the upper hand, he opens the door and jumps down the steps (Jump DC 15 to avoid the 1d6 damage), and attempts to release his pets. He then commands them to attack, while he drinks his *potion of bear's endurance* before moving back into combat.

Goresh, male orc Rgr2: CR 2; Medium humanoid

(orc); HD 2d8+4; hp 17; Init +3; Spd 30 ft.; AC 17, touch 13, flat-footed 14; Base Atk +2; Grp +5; Atk masterwork orc double axe +6 melee (1d8+4/x3) or composite longbow [Str +2] +5 ranged (1d8+2/19-20); Full Atk masterwork orc double axe +4 melee (1d8+3/x3) and masterwork orc double axe +4 melee (1d8+1/x3); SA Favored enemy humans +2; SQ Darkvision 60 ft., half-orc traits, light sensitivity, wild empathy +2; AL NE; SV Fort +5, Ref +6, Will +1; Str 16, Dex 16, Con 14, Int 10, Wis 12, Cha 10.

Skills and Feats: Handle Animal +7, Heal +6, Hide +7, Jump +5, Move Silently +7, Ride +7, Survival +6; Animal Affinity, Track, Two-Weapon Fighting.

Possessions: Masterwork chain shirt, masterwork orc double axe, *potion of bear's endurance*, 2 thunderstones, key (to the iron box in area 2-7), bearskin cape (worth 55 gp).

Area 2-8 – Trollhound Kennel (EL 6): When the adventurers approach this area, read or paraphrase the following:

A 20-foot-long staircase leads down to this chamber, which reeks of animal waste. A low growl issues forth, as you discern the chamber is 30 feet square. The southern 20 feet is enclosed with iron bars, separated into three holding pens, 10 feet wide by 20 feet deep. They appear to be occupied by several foul mastiff-like hounds, each with short but thick, drab greenish-gray fur.

Goresh maintains a few breeding pairs of troll-

hounds in these pens. Two large males are in the left pen, while a female is in the middle pen. The right pen contains a female with four small pups. The cage doors are all barred from the outside. Due to the complexity of the locking mechanism, it normally takes a full-round action to open each one. However, Goresh has rigged all three doors with a quick release lever. An adventurer can discern this shortcut by looking at the cages and making an Intelligence check (DC 15). With a deft twist of a metal pin (a full-round action), all three cage doors can be sprung open at once.

Tactics: If Goresh opens the cages, three trollhounds eagerly leap to attack the adventurers. The female tending to the pups remains in her cage, although Goresh can attempt a Handle Animal roll (DC 20) to convince her to attack (after he drinks his potion). The trollhounds try to engage the heroes on the steps, requiring all combatants to make Balance (DC 5) checks each round to maintain footing. The trollhounds utilize their improved grab and crushing jaws abilities, if possible.

Trollhounds (4): CR 2; Medium magical beast; HD 2d10+4; hp 22, 20, 20, 16; Init +2; Spd 40 ft.; AC 16, touch 12, flat-footed 14; Base Atk +2; Grp +5; Atk/Full Atk bite +6 melee (1d6+4); SA Crushing jaws 1d6+6, improved grab; SQ Darkvision 60 ft., fast healing 2, low-light vision, scent; AL N; SV Fort +5, Ref +5, Will +0; Str 16, Dex 15, Con 15, Int 2, Wis 10, Cha 10.

Skills and Feats: Listen +2, Spot +2, Survival +1*; Track, Weapon Focus (bite).

*Trollhounds receive a +4 racial bonus to Survival checks when tracking by scent.

SA – Crushing Jaws (Ex): A trollhound deals 1d6+6 points of damage with a successful grapple check.

Improved Grab (Ex): To use this ability, a trollhound must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can use its crushing jaws on the following round.

Area 2-9 – Storeroom:

Note: This door is locked, requiring a successful Open Lock (DC 20) check to open. Kaernga and Tarik have the only keys to this door.

When the party enters this area, read or paraphrase the following:

This 40-foot-by-30-foot room is a cluttered storeroom. Large crates line the south wall, along with several large casks. The eastern portion of the room contains numerous digging tools, along with ropes, chains, and long pieces of timber.

This room is used as a catch-all for storing food, water, and mining equipment. Most of the crates contain dried food, mostly meat jerky, but a few contain dried fruits (mostly shunned by the orcs). One crate contains iron spikes and wooden mallets, plus several metal wheels (replacements for the mine carts). There are six casks: Five contain stale water, and the last is half full of lamp oil. The digging tools include picks, shovels, mauls, and replacement wooden handles.

There are 17 coils of thick rope, each 50 feet long, and six coils of chain, each 25 feet long. The timber pieces are 4-inch-by-4-inch posts, each 8 feet long.

A secret door is concealed in the south wall, as yet undetected by the orcs. Once the crates are moved, it can be located with a successful Search (DC 20) check.

Area 2-10 – Chu-thuk's Room (EL 2): Read or paraphrase the following:

This tidy room is 30 feet wide and 20 feet deep. A bed is pushed up along the east wall, and a desk lies along the west wall. Along the north wall, opposite the door is a long wooden bench covered with rock fragments and an assortment of delicate tools. Several lanterns illuminate the bench top's surface.

Two figures are hunched over the bench, engrossed in their work. One is clearly a male gnome, wearing tattered breeches and a grimy apron. A large iron ring hangs around his neck, attached to a chain that is affixed to the wall. The other figure is a hairy humanoid, perhaps a human, but with a porcine visage. Eyes wide, this humanoid springs out of his chair and begins to bellow, while tipping the bench over. The floor becomes covered with loose rocks, as the gnome is dumped onto the floor.

This room is the personal chambers of a half-orc sorcerer named Chu-thuk. It also doubles as a workshop where he and a gnome slave cut the mined quartz into finished stones to increase their value. The gnome is Findle Glimer, a stonemason from Cillamar captured months ago. Forced to cut gems, he has become quite proficient over the last few months. The Slavers of the Iron Manacle later kidnapped his younger sister, Katanya (see area 2-3), to ensure his continued obedience.

The tools on the bench are equivalent to three sets of artisans tools (for gemcutting). The desk is normal and holds three books. One is on fungal

recipes, another is a technical book of gemcutting techniques. The last book is Katanya's spellbook. It contains all arcane cantrips, and the following 1st-level spells: *animate rope, color spray, disguise self, hold portal, feather fall,* and *silent image*. The desk has a secret compartment that can be located with a successful Search (DC 25) check.

Secret Stash: In the secret compartment is a pouch holding six pieces of cut quartz (worth 50 gp each).

Scree: The loose scree on the floor makes running or fighting tricky. It requires a successful Balance (DC 10) check to run or perform combat maneuvers in this chamber. Failure indicates the victim falls prone. Intermixed in the scree are 32 pieces of rough quartz, each worth 5 gp.

Tactics: After flipping the table, Chu-thuk spends a standard action quaffing his *potion of mage armor*. Then he uses *ray of frost* or *acid splash* from behind the table (which grants cover). When forced into melee, he uses *obscuring mist* on himself and *shocking grasp* on heavily armored targets.

If the heroes need a little assistance, don't forget about Findle. He can tip the bench over to expose Chu-thuk, or he can distract the half-orc by attacking with a gemcutting tool (for 1 point of damage), possibly disrupting a spell. However, he can't move more than 5 feet from the north wall due to the chain.

Chu-thuk, male half-orc Sor2: CR 2; Medium humanoid (orc); HD 2d4+4 plus 3; hp 14; Init +0; Spd 30 ft.; AC 11, touch 10, flat-footed 11; Base Atk +1; Grp +3; Atk/Full Atk heavy mace +3 melee (1d8+2) or heavy crossbow +1 ranged (1d10/19-20); SQ Darkvision 60 ft., half-orc traits; AL NE; SV Fort +2, Ref +0, Will +2; Str 15, Dex 10, Con 14, Int 11, Wis 9, Cha 14.

Skills and Feats: Concentration +7, Craft (gem cutting) +2, Spellcraft +3; Toughness.

Spells Known (6/5, save DC 12 + spell level): 0 – *acid splash, daze, detect magic, mending, ray of frost*; 1st – *obscuring mist, shocking grasp*.

Languages Known: Common, Goblin, Orc.

Possessions: amulet of natural armor +1, potion of mage armor (CL 1st), heavy mace, heavy crossbow with 20 bolts, 17 gp.

Findle Glimer, male gnome Exp2: CR 1; Small humanoid (gnome); HD 2d6; hp 8; Init +1; Spd 20 ft.; AC 12, touch 12, flat-footed 11; Base Atk +1; Grp –3; Atk/Full Atk unarmed strike +2 melee (1d2 nonlethal); SA –; SQ Gnome traits, low-light vision, spell-like abilities; AL CG; SV Fort +0, Ref +1, Will +3; Str 10, Dex 12, Con 10, Int 14, Wis 11, Cha 9.

Skills and Feats: Appraise +5 (+7 masonry, +7 gems), Craft (alchemy) +4, Craft (stonecutting) +10, Craft (gemcutting) +7, Disable Device +6, Gather Information +1, Knowledge (local) +7, Knowledge (architecture and engineering) +7, Listen +7, Search +7, Survival +0 (+2 following tracks, +2 secret doors); Skill Focus (Craft [stonecutting]).

Spell-like Abilities: 1/day – *speak with burrowing animals, dancing lights, ghost sound* (DC 9), *prestidigitation*. Caster level 1st.

Languages Known: Common, Gnome, Goblin.

Possessions: None.

Area 2-11 – Kaernga's Throne Room (EL 6):

Note: Hanging over the entrance to this chamber is a banner displaying a white talon grasping a wicked morningstar (the symbol of the tribe). See Player's Handout B.

When the party enters the chamber, read or paraphrase the following:

This chamber is 30 feet wide and perhaps 60 feet long. Dim light comes from the red-hot coals of a massive 10-foot-square fire pit in the middle of the room, and a few scattered free-standing iron candelabra. A large metal spit is mounted over the fire pit, buckling under the weight of a huge piece of meat.

Opposite the fire pit sits a massive-framed orc in a battered wooden chair at least 8 feet wide. Attached to this crude throne via a thick chain is

a drooling mastiff-like hound with bloodshot eyes. The hound wears spiked leather armor. The hairy humanoid is enjoying a plate of grapes held by a scantily clad orc, revealing all the wrong things. Scattered about on the floor in front of the throne are numerous dirty pillows occupied by more lounging female orcs.

The leader of the White Talon Tribe resides in this throne room. Kaernga is a lazy brute who rules out of fear and threats. While his loyal troops toil in the mines or in boring guard duty, he lounges here, eating fine foods and cavorting with his private harem.

Kaernga has been charmed by a wizard in the service of The Impresario, the duergar slaver on level 10. Since then, he has split his tribe away from Drugila's foolish quest, and he is content to mine quartz and make a small profit acting as a middleman between the Iron Manacle slavers on level 1 and the Bleak Theater on level 10. Ironically, The Impresario intends to have Ikenvar charmed soon, at which point he will do away with Kaernga and his filthy tribe. However, he plans to wait for the quartz to run out, not wishing to dedicate any of his resources on mining the worthless stones. Instead, he relies on his dust mephit spy Grime (see area 2-15) to keep tabs on the orcs and pilfer the quartz.

The Fire Pit: The fire pit is 10 feet deep, and the carcass is that of an entire cow. Anyone who falls into the pit suffers 1d6 points of damage, plus 1d6 points of fire damage as they catch on fire. Unless the victim spends a full-round action putting out the flames (requiring a DC 15 Reflex save), he takes another 1d6 points of fire damage next round. Rolling on the ground (outside of the pit) grants a +2 circumstance bonus to the roll. A DC 10 Climb check is needed to climb out of the pit.

Leaning against the throne is Kaernga's greataxe. Behind the throne are three small casks of poor quality ale, although one cask is nearly empty. Behind these casks on the south wall is a secret door that can be located with a Search check (DC 22). On the other side of the door is a 10-foot-square landing with a metal spiral staircase that leads to level 3 (area 3-1). In this small room is a locked wooden chest that can be opened with a successful Open Lock (DC 18) check. Kaernga has the only key. Also in this chamber, hidden on the threshold above the secret door, is a *potion of gaseous form.* A DC 25 Search check is required to locate this potion.

The Trollhound's Armor: Goresh has fashioned a suit of barding for Kaernga's pet trollhound. The spiked leather armor is custom designed, weighs 10 pounds, and is worth 20 gp. It grants a +2 armor bonus to the trollhound, but its cumbersome fit reduces the creature's speed by 10 feet. The armor is adorned with spikes, so if an adventurer grapples with the hound, he suffers 1d3 points of damage per round.

The White Talon's Ill-Gotten Booty: Mixed in with the dirty pillows are four silk pillows (each worth 20 gp). Numerous silver serving pieces are scattered about the pillows, including a platter (75 gp), three bowls (15 gp each), and five goblets (25 gp each). The wooden box in the secret chamber contains a sack of 254 gp, a small metal box with 26 cut pieces of quartz (each worth 50 gp), and a leather scroll tube holding a divine scroll with *cure light wounds* (x2) and *lesser restoration*.

Tactics: When the heroes interrupt Kaernga's tender moment, he leaps out of his throne and grabs his greataxe. The next round, he releases the trollhound and begins to rage. The trollhound charges into combat, as does Kaernga. After his initial charge, he uses Power Attack (–2 to attack, +2 to damage) or tries to bull rush targets into the fire pit. If his rage wears off, and the heroes are winning, Kaernga uses a double move to flee through the secret door. If successful, he grabs the potion hidden there and uses it to escape to level 3. He reports the heroes' assault to his master's wizards. The adventurers have not seen the last of Kaernga!

When the fight breaks out, the orcish women in Kaernga's harem initially panic. But after a round or two, the female orcs muster their courage and attack the heroes using whatever they can find.

Sub-Quest: Reuniting the Glimers

Findle begs the heroes to free his sister, if not already done. He claims to be a wealthy gemcutter and promises a rich reward if both of them are safely returned to Cillamar. In truth, Findle is but a working-class stonemason, but his months of servitude have opened his eyes to a new profession. A few weeks after his return, a small package arrives at the Inn of the Slumbering Drake, addressed to the adventurers. Inside is small cut cat's eye topaz (worth 200 gp), accompanied by a note, "Thanks! From a few friends in low places," written in Gnomish. Perhaps Findle cut the gem on his own, or perhaps Katanya swiped it from a town resident. In the latter case, the previous owner might seek out the "thieves" who possess it….

Some improvised weapons include a dull knife (damage 1d2), a silver platter (damage 1d3), a silver goblet (damage 1, range increment 10 ft.), or a pillow (no damage, but can disrupt a spell being cast, and the ensuing feathers could grant concealment for a round). All of these improvised weapons (except the knife) incur the usual –4 penalty to attacks. If an adventurer falls into the fire pit, one of the orc females spends a standard action tipping the carcass into the pit (causing 1d8 points of damage plus 1d3 points of fire damage) to the unfortunate victim.

Kaernga, male orc Bbn3: CR 3; Medium humanoid (orc); HD 3d12+12; hp 37; Init +1; Spd 40 ft.; AC 15, touch 11, flat-footed 15; Base Atk +3; Grp +7; Atk/Full Atk masterwork greataxe +8 melee (1d12+6/x3) or shortspear +4 ranged (1d6+4/x3); SA Rage 1/day; SQ Darkvision 60 ft., fast movement, illiteracy, light sensitivity, trap sense +1, uncanny dodge; AL CE; SV Fort +8, Ref +3, Will +1; Str 18, Dex 13, Con 18, Int 8, Wis 8, Cha 12.

Skills and Feats: Climb +10, Intimidate +7, Listen +5; Improved Bull Rush, Power Attack.

SA – Rage (Ex): Once per day, Kaernga can enter a state of fierce rage that last for 9 rounds. The following changes are in effect as long as he rages: AC 13 (touch 9, flat-footed 13); hp 43; Atk/Full Atk masterwork greataxe +10 melee (1d12+9/x3) or shortspear +4 ranged (1d6+6/x3); SV Fort +10, Will +3; Str 22, Con 22; Climb +12. At the end of his rage, Kaernga is fatigued for the duration of the encounter.

Possessions: +1 studded leather armor, masterwork greataxe, *+1 cloak of resistance*, shortspear, *potion of cat's grace* (CL 3rd), key (door in area 2-9), key (chest in throneroom).

Armored Trollhound: CR 2; Medium magical beast; HD 2d10+4; hp 24; Init +2; Spd 30 ft.; AC 18, touch 12, flat-footed 16; Base Atk +2; Grp +5; Atk/Full Atk bite +6 melee (1d6+4); SA Crushing jaws 1d6+6, improved grab; SQ Darkvision 60 ft., fast healing 2, low-light vision, scent; AL N; SV Fort +5, Ref +5, Will +0; Str 16, Dex 15, Con 15, Int 2, Wis 10, Cha 10.

Skills and Feats: Listen +2, Spot +2, Survival +1*; Track, Weapon Focus (bite).

*Trollhounds receive a +4 racial bonus to Survival checks when tracking by scent.

SA – Crushing Jaws (Ex): A trollhound deals 1d6+6 points of damage with a successful grapple check.

Improved Grab (Ex): To use this ability, a trollhound must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can use its crushing jaws on the following round.

Possessions: Studded leather armor.

Female Orcs War1 (4): CR 1/2; Medium humanoid (human); HD 1d8+1; hp 4 each; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +1; Grp +4; Atk/Full Atk unarmed strike +4 melee (1d3+3); SQ darkvision 60 ft., light sensitivity; AL CE; SV Fort +3, Ref +0, Will –2; Str 17, Dex 11, Con 12, Int 8, Wis 7, Cha 6.

Skills and Feats: Listen +1, Spot +1; Alertness.

Area 2-12 – Mine Entrance (EL 3):

Note: As the adventurers approach this cavern, they hear the loud noise of mining operations. It includes foul orcish curses, falling rock, and the constant grinding sound of a wheel and chains.

Read or paraphrase the following:

The corridor opens up into an immense rough-hewn cavern at least 80 feet in diameter, host to busy movement. To the right is a large wooden wheel positioned horizontally, attached to a pulley system. Chained to the wheel are four grimy humans, forced to push the massive wheel in a clockwise fashion. The pulleys lead to a crude conveyer belt that disappears down a corridor in the south wall. The conveyer belt transports rock fragments from below and deposits them in a pile on the cavern floor. They, in turn, are collected by several more human slaves and placed in battered wheel barrows. These slaves then slog the heavy carts to the other side of the cavern before depositing them in a sinkhole.

Four orcs, holding loaded heavy crossbows, oversee the whole operation, adding degrading shouts to further demoralize the downtrodden slaves. Each orc proudly displays on his armor the symbol of a white talon grasping a wicked morningstar. However, due to the noise, none of the guards seems to take note of your intrusion.

This large cavern is the entrance to the quartz mines. Hundreds of years ago, these dungeons collapsed during local seismic activity, revealing these scant deposits. The orcs have been slowly digging out the mines in an effort to remove all of the quartz deposits. However, their mining techniques are questionable, at best. A DC 10 Knowledge (architecture) or DC 15 Knowledge (dungeoneering) check reveals that many of the passages are unsafe and could collapse. Indeed, there have already been several cave-ins, and entire passages have been abandoned.

The sinkhole was once over 200 feet deep. However, due to its current use, it's just under 120 feet deep (the rest is filled with tailings). There is another corridor in the southeast that leads down some crude steps to area 2-13.

Mine Communication System: Next to the conveyer belt is an iron spike secured to the wall. A rope is knotted to the end of it that leads to area 2-14. In area 2-14 is a bell, and by ringing it, the orcs in this cavern can communicate with their fellows in area 2-14. One tug means speed up the operation, while two tugs mean slow it down. Three pulls signify a shift change, while four frantic pulls indicate an attack.

The Conveyer Belt: The conveyer belt is composed of thick canvas, and when the wheel is manned by four slaves, it moves at 15 feet per round. Therefore, it takes 3 rounds for a rock (or someone riding the belt) to travel from area 2-14 to 2-12. Riding the belt while sitting is safe, but standing requires a Balance check (DC 8) each round or the rider falls off, suffering 2d4 points of damage. If a target attempts to move on the conveyer belt, a Balance check (DC 15) is needed. Success indicates 15 feet added or subtracted to the base speed of the target, depending on which way he is traveling. Failure indicates falling off the belt. Adventurers can use a Diplomacy check (DC 10) to encourage the slaves manning the wheel to slow the belt down (to 5 feet per round) or even bring it to a stop. However, Tarik or any of the orcs can also attempt an Intimidate check (DC 10) to speed up the belt (to a maximum of 20 feet per round).

Tactics: The heroes are attacked on sight, although the bored guards might not notice them for several rounds. Two of the orcs grab slaves and use them as human shields while shooting their crossbows. In the next round, they toss the crossbows and draw melee weapons, but do not advance, attempting to stall the battle. One orc threatens to toss a slave into the sinkhole, unless the intruders surrender. Meanwhile, the two orcs without human shields summon reinforcements. One moves to the top of the steps, and shouts for the taskmaster in area 2-13. He arrives in 2 rounds. The other orc pulls the rope to summon the four orcs in area 2-14. Riding the conveyer belt, they arrive in 2 rounds. If the PCs need assistance, the slaves (all Com1) could help by tossing rocks (1d2 points of damage) or using an aid another action to distract the orcs with their chains.

Orcs War1 (4): CR 1/2; Medium humanoid (orc); HD 1d8+1; hp 6 each; Init +0; Spd 20 ft.; AC 14, touch 10, flat-footed 14; Base Atk +1; Grp +4; Atk/Full Atk two-handed morning star +4 melee (1d10+4) or heavy crossbow +1 ranged (1d10/19-20); SA –; SQ darkvision 60 ft., light sensitivity; AL CE; SV Fort +3, Ref +0, Will –2; Str 17, Dex 11, Con 12, Int 8, Wis 7, Cha 6.

Skills and Feats: Listen +1, Spot +1; Alertness.

Possessions: Scale mail, two-handed morningstar, 2d4 gp.

Townsfolk, male and female Com1: CR 1/2; Medium humanoid (human); HD 1d4; hp 2 each; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +0; Grp +0; Atk/Full Atk unarmed strike +0 melee (1d3 nonlethal); AL varies; SV Fort +0, Ref +0, Will +0; Str 10, Dex 11, Con 10, Int 11, Wis 10, Cha 11.

Skills and Feats: Craft (any) +7, Profession (any) +7, Listen +4; Skill Focus (craft), Skill Focus (profession).

Possessions: Tattered peasant's outfit.

Area 2-13 – The Taskmaster (EL 3): As the party approaches this area, read or paraphrase the following:

Rough-hewn steps descend into this dusty chamber. Rock fragments are strewn about the room, and dim light comes from a battered lantern on a wooden bench covered with rocks. At each end of the bench is an open crate.

A hulking orc clad in gleaming chainmail works at the bench, sorting the rocks. A greatsword is strapped to his muscled back, and a supple whip dangles from his belt. He turns with a toothless grin, as sweat drips from his scarred chin.

This chamber is used to sort some of the more questionable mined material in hopes of uncovering elusive quartz deposits. One of the crates is nearly full (of worthless rocks), while the other contains 17 rock fragments of rough quartz (5 gp each). The cruel taskmaster Tarik spends most of his time here sorting the rocks in between lashing and beating the slaves.

There is a secret door in the northeast corner of the room (DC 20 Search check to locate). The shifting stone wall leads to area 2-17 and 2-18, two chambers inhabited by the duergar to protect a quick route down to their stronghold.

Tarik is a beast of an orc, standing a full 6 feet 10 inches tall with a barrel chest. His hair is buzz-cut short, and he sports numerous tattoos and scars. He smells foul, even for an orc – an odd mixture of sweat, earthy grime, and fermented ale.

Tactics: Tarik opens combat with his whip, attempt-

ing to attack with reach. His goal is to disarm or trip foes, and he typically uses his Combat Expertise feat to improve his AC by +2. In general, he prefers to use nonlethal attacks, as he would relish the opportunity to abuse the heroes over and over if they're captured and enslaved. But he is no fool, and if the whip proves to be ineffective against them, he gladly switches to the greatsword.

Tarik, male orc Ftr3: CR 3; Medium humanoid (orc); HD 3d10+9; hp 31; Init +1; Spd 20 ft.; AC 16, touch 11, flat-footed 15; Base Atk +3; Grp +8; Atk/Full Atk masterwork whip +9 melee (1d3+5 nonlethal) or masterwork greatsword +9 melee (2d6+7/19-20); Space/Reach 5 ft./ 5ft. (15 ft. with whip); SA –; SQ Darkvision 60 ft., light sensitivity, orc traits; AL CE; SV Fort +6, Ref +2, Will +0; Str 21, Dex 13, Con 16, Int 13, Wis 9, Cha 10.

Skills and Feats: Climb +5, Intimidate +10, Listen +1, Spot +1; Combat Expertise, Exotic Weapon Proficiency (whip), Improved Disarm, Improved Trip.

Possessions: Masterwork whip, masterwork greatsword, chainmail, key (door to area 2-9).

Area 2-14 – The Lower Cavern (EL 5): Read or paraphrase the following:

This is another huge cavern, about 75 feet in diameter. A few lanterns mounted on poles illuminate the cavern, revealing at least five other exits. A mine cart track bisects the chamber, exiting down the southern passage. A lone human slave pushes a cart toward the conveyer belt in the north wall under the watchful eye of several orc guards. A pair of weary slaves wait to unload the cart.

The mine truly begins in this chamber. Three human slaves are usually present here – two unloading the cart, and another pushing the cart to and from area 2-16. Four orc warriors are stationed here, although they are quick to respond to summons from area 2-12 or 2-13. Two always stay in this chamber, while the other pair escort the mine carts down the south corridor.

Each mine cart can hold two Medium-sized or four Small-sized creatures comfortably. They need to be pushed, and can travel up to 20 feet per round. Creatures riding in a mine cart are considered to have cover.

Mine Cart: 1 in. thick iron, hardness 10, hp 30, Break DC 28, Disable Device DC 25 (to jam the wheels), speed 20 ft.

Along the south wall is an iron spike with a rope attached to it. The rope travels along the corridor to area 2-16. At several locations, bells are attached to the rope. This system is used to communicate with others deeper in the mines. See area 2-12 for a description of the tug code system the orcs use to communicate.

Tactics: If not summoned to join the combat in area 2-12, two orcs stand guard here, and there is a 30% chance the other two are down the south corridor. One orc attempts to use the rope and bell assembly to alert other orcs in the mines. The two orcs down the corridor arrive in this room in 1d3 rounds, while the orcs in area 2-16 take 3d4 rounds to arrive. Orcs from either of these locations can arrive in area 2-14 riding a mine cart. They use the cart as cover, and attack with spears (this attack is considered a charge). Then they slam on the breaks, and leap out of the cart. They continue to use the cart as cover as they open fire with crossbows.

Orcs War2 (4): CR 1; Medium humanoid (orc); HD 2d8+4; hp 14 each; Init +0; Spd 20 ft.; AC 15, touch 10, flat-footed 15; Base Atk +2; Grp +6; Atk/Full Atk two-handed morningstar +7 melee (1d10+6) or whip +2 melee (1d3+4 non-lethal) or heavy crossbow +2 ranged (1d10/19-20); SA –; SQ Darkvision 60 ft., light sensitivity; AL CE; SV Fort +5, Ref +0, Will –2; Str 18, Dex 10, Con 14, Int 10, Wis 7, Cha 8.

Skills and Feats: Climb +0, Listen -1, Spot -1; Weapon Focus (two-handed morningstar).

Possessions: Chainmail, two-handed morningstar, whip, heavy crossbow with 10 bolts, 4d4 gp.

Townsfolk, male and female Com1: CR 1/2; Medium humanoid (human); HD 1d4; hp 2 each; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +0; Grp +0; Atk/Full Atk unarmed strike +0 melee (1d3 nonlethal); AL varies; SV Fort +0, Ref +0, Will +0; Str 10, Dex 11, Con 10, Int 11, Wis 10, Cha 11.

Skills and Feats: Craft (any) +7, Profession (any) +7, Listen +4; Skill Focus (craft), Skill Focus (profession).

Possessions: Tattered peasant's outfit.

Area 2-15 – Grime's Lair (EL 3):

Note: Located at the end of one of the mine shafts, this location is a shelf 10 feet above the floor. A Search check (DC 15) is needed to locate it, and a Climb check (DC 15) is needed to reach it.

The shelf serves as the temporary lair of a dust mephit named Grime, a spy working for The Impresario (see level 10). His duties are to ensure Kaernga's loyalty (and inform if another *charm* spell is needed), swiping quartz (or valuable objects removed from slaves) for his master, and causing mischief. Actually, he added the last duty to offset

the general boredom caused by his first two responsibilities.

Grime and Gunrolz (the earth mephit in area 6-6, in the employ of the Thane on level 12) are fierce competitors, and always at odds. Each will try to outdo the other, or frame the other of its own misdeeds. If Grime identifies the heroes as a threat, it is likely Gunrolz will be blamed somehow for any actions the adventurers take, casting ill favor from the Thane. How this competition plays out is up to the GM.

Skimming Off the Top: Hidden on the shelf in a pile of dust and pebbles is the following loot Grime has managed to steal from the orcs: 77 gp, 3 pieces of finished quartz (each worth 50 gp), and a scratched, green-tarnished copper ring shaped like a seahorse. The latter is a *ring of swimming*.

Tactics: Grime is quick to become offensive, targeting any climbing adventurers with his breath weapon. Then he casts *wind wall*, followed by *blur*. If able, he attempts to summon another dust mephit, with a 25% chance of success. He tries to avoid melee by flying out of reach until his breath weapon recharges.

Grime, male dust mephit: CR 3; Small outsider (air, extraplanar); HD 3d8; hp 15; Init +7; Spd 30 ft., fly 50 ft. (perfect); AC 17, touch 15, flat-footed 14; Base Atk +3; Grp –1; Atk claw +4 melee (1d3); Full Atk 2 claws +4 melee (1d3); SA Breath weapon, spell-like abilities, *summon mephit*; SQ Damage reduction 5/magic, darkvision 60 ft., fast healing 2; AL N; SV Fort +3, Ref +6, Will +3; Str 10, Dex 17, Con 10, Int 6, Wis 11, Cha 15.

Skills and Feats: Bluff +8, Diplomacy +4, Escape Artist +9, Hide +13, Intimidate +4, Listen +6, Move Silently +9, Spot +6, Use Rope +3 (+5 with bindings); Dodge, Improved Initiative.

SA – Breath Weapon (Sp): 10 ft. cone of irritating particles (1d4 damage, Fort save DC 12 for half), usable every 1d4 rounds. Living creatures that fail the save are tormented by itching skin and burning eyes. This imposes a –4 to AC and –2 to attacks for 3 rounds.

Spell-like Abilities (Su): 1/hour – *blur* (CL 3rd); 1/day – *wind wall* (CL 6th).

Summon Mephit (Sp): Once per day, Grime can summon another dust mephit with 25% chance for success.

Area 2-16 – The Deep Mine (EL 3): The far reaches of the mine shaft are bustling with activity. Several solitary orcs oversee chain gangs of human slaves toiling to remove rock and quartz deposits.

There are four chain gangs, each comprised of four human slaves. Each chain gang is overseen by a solitary orc, armed with a whip in addition to his regular weapons. When the heroes first enter this area, randomly determine where each chain gang is located.

Tactics: There is a good chance the adventurers can overwhelm these orcs individually, due to the loud mining operations. If these orcs responded to an alert elsewhere in the mines, they take the time to lock the chain gangs to a wooden ceiling support before hastening to aid their comrades.

Orcs War1 (4): CR 1/2; Medium humanoid (orc); HD 1d8+1; hp 6 each; Init –1; Spd 20 ft.; AC 13, touch 10, flat-footed 13; Base Atk +1; Grp +5; Atk/Full Atk two-handed morningstar +5 melee (1d10+6) or whip +1 melee (1d3+4), or heavy crossbow +0 ranged (1d10/19-20); SQ Darkvision 60 ft., light sensitivity; AL CE; SV Fort +3, Ref –1, Will –2; Str 18, Dex 9, Con 12, Int 8, Wis 7, Cha 8.

Skills and Feats: Listen +1, Spot +1; Alertness.

Possessions: Scale mail, two-handed morningstar, whip, 2d4 gp.

Area 2-17 – The Underdeep Bookkeeper (EL 2):

Note: The secret door in area 2-13 leads to this hidden chamber. When located and opened, continue below:

The stone wall silently slides to the left, revealing inky darkness plunging down a corridor, about 7 feet wide. Finished stone steps have been added at irregular intervals. The corridor continues for about 60 feet before opening into a small 25-foot-diameter chamber, softly lit.

To the left is a stone desk-like structure, little more than a flat surface to write on with a flat stone bench. On the surface are numerous papers and writing materials, along with a squat lantern that casts weak illumination. To the right of this desk is a stone platform, perhaps a foot high and 8 feet long. Three pairs of manacles are sunk into the granite block with massive bolts. Along the opposite wall is a small bed flanked by a pair of matching tables.

The operator of the Bleak Theater felt it necessary to establish a duergar presence on this level. Ultimately, Ulrik was selected to man this post. Ulrik is a bookish sort, not highly fond of martial pursuits like most of his race. Instead, he is an organized bookkeeper, who over the last year has developed the eye for a good slave. He enjoys his role, and doesn't mind the solitary confinement one bit. He is loyal to The Impresario as any good employee is to a boss. But the relationship ends there.

This chamber serves as his office, living quarters, and slave processing site. The bed is normal, and sized for a dwarf. Underneath is a squat unlocked chest that holds several changes of clothes, 10 flash pellets and 5 smokesticks wrapped in a piece of canvas, and other personal effects. There is no monetary treasure; when a transaction is completed, The Impresario sends an envoy to this room to conduct money transfers. The stone desk is a simple writing platform that lacks any drawers or storage space. On its surface are several sheets of parchment and extra quills and nibs, plus the lantern.

The Slave Platform: The stone platform is used to hold slaves securely while Ulrik performs an appraisal. The manacles are masterwork quality, and Ulrik has the only set of keys. The floor underneath the platform is empty, and the entire platform is designed to slowly sink into the floor, a process that takes two rounds including the closing of a stone top. This process is controlled by a hidden lever (DC 25 Search check), located near the desk. Finally, at the two front corners of the platform are small holes holding smokesticks. When the lever is pulled, the smokesticks are activated as the platform sinks below. The whole assembly gives viewers the impression slaves are whisked away amid the smoke by powerful magic. It requires a DC 15 Spot check to discover the ruse, but a few well-timed flash pellets from Ulrik complete the deception. Later the slaves are removed from the cavity, and transferred to the elevator in area 2-18.

Masterwork Iron Manacles (3): Hardness 10; hp 10; Escape Artist DC 25; Break DC 28.

Behind the slave platform is a secret door which can be located with a DC 30 Search check. The door is designed to silently slide open to the right when a stone knob is pushed. It takes one round to open and another to close. But once closed, the trigger knob remains flush with the wall for four rounds, so the door can't be reopened until the fifth round. The corridor beyond slopes down to area 2-18. Adventurers moving faster than their base speed down the corridor must make a DC 10 Balance check or lose their footing and slide/tumble toward area 2-18. Although this slide is startling, no damage or adverse effects occur as a result.

The Slave Records: On the wall above the desk is a secret compartment, located with a DC 25 Search check. Inside the 2-foot-square compartment are three ledgers. These are slave transaction records maintained by Ulrik, written in Undercommon. These books detail all of the transactions between the White Talon Tribe and the duergar. The records are very detailed, containing the following information on each slave:

- A physical description (height, approximate weight, race, hair and eye color), and overall health and condition.
- The purchase price, and an appraisal of the slave's value. Note that in all cases the slaves were purchased well under the going value. (Because Kaernga is charmed, he is selling the slaves for silver pieces on the gold piece.)
- Speculated uses for the slave, such as manual labor, Bleak Theater participant, resale to a likely buyer (sometimes with a specific name), or just "food."
- Miscellaneous Notes: These include warnings ("spellcaster!") or general notes on behavior.

If the adventurers are looking for a specific slave (such as one of the hooks to explore Castle Whiterock), the entry can be found (if any of the heroes understands Undercommon) in 4d10 minutes. It is up to the GM to decide what information the entry contains, suitable to the goals of the campaign.

Tactics: When the adventurers arrive here, Ulrik is caught unaware. There is a 50% chance he is not wearing his armor, and his weapons are always stored by his bed. He makes an attempt to get to his weapons after tossing a few flash pellets or activating a smokestick. After a round or two of combat, he deduces he is outmatched by the PCs. He activates a smokestick, casts *invisibility*, and exits through the secret door behind the platform. If he is near the desk before his flight, he tosses the lever, which activates two more smokesticks and lowers the platform, creating a 10-foot-deep pit for 2 rounds before it's covered. The invisible Ulrik hastens to level 7 to inform the derro of the intruders.

Ulrik, the bookkeeper, male duergar Exp2/War1: CR 3; Medium humanoid (dwarf); HD 2d6+2 plus 1d8+1; hp 17; Init +2; Spd 20 ft.; AC 16, touch 12, flat-footed 14; Base Atk +2; Grp +4; Atk/Full Atk masterwork warhammer +5 melee (1d8+2/x3) or light crossbow +4 ranged (1d8/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +3, Ref +2, Will +3; Str 14, Dex 14, Con 13, Int 14, Wis 10, Cha 4.

Skills and Feats: Appraise +9 (+11 metal and stone objects), Decipher Script +9, Diplomacy –1, Forgery +7, Gather Information +2, Listen +6, Move Silently +8, Profession (bookkeeper) +7, Sense Motive +5, Spot +6; Diligent, Dodge.

Spell-like Abilities (Su): 1/day – *enlarge person*

and *invisibility* (caster level 6th); these abilities affect only the duergar and whatever it carries.

Languages Known: Dwarven, Common, Undercommon.

Possessions: Masterwork warhammer, chainshirt, light crossbow with 20 bolts, five flash pellets, four smokesticks, set of keys (manacles), pouch with 2 small aquamarines (each worth 50 gp), 15 pp.

Area 2-18 – The Way (Way) Down (EL 3): When the party enters this area, read or paraphrase the following:

This chamber is perhaps 40 feet long and 70 feet wide. Faint illumination appears to originate from the natural ceiling, perhaps 20 feet overhead. A 20-foot-wide shaft is positioned near the center of the room. Situated over the shaft is a wooden boom and pulley system. A thick rope is attached to a wooden wheel similar in design to the one in the mines. The rope travels up to the pulley, and disappears down into the dark shaft. Hanging on the boom post is a worn leather whip.

Chained to the wheel is a massive humanoid over 10 feet tall, dozing lightly against the wheel. The brute wears mismatched furs, concealing folds of flesh around its powerful frame. Its dun-colored skin is scarred, and covered with a tangled mess of course black hair. At your arrival, the creature stands up, chain links clanging noisily. With a quizzical look, he begins to move the wheel, but then pauses.

This chamber provides the duergar quick access to level 7 of the dungeon. It was constructed a year ago, with the anticipated increase in movement needed once the slaving operation hits full swing. The duergar have placed a charmed ogre in the chamber to act as manual labor, raising and lowering the elevator. The brute was rewarded with this post after after winning several bouts (as an underdog) in the Bleak Theater. The frequent beatings, ample food, and relatively little work have created a docile, loyal servant.

The shaft leads directly to area 7-1, about 100 feet below. The wheel, boom, and pulley system is used to raise and lower the baskets between the levels. See area 7-1 for a description of the elevator, and the time it takes to move it up and down. Climbing the shaft requires a DC 20 Climb check.

Near the wheel is a straw bed, used by the ogre. When the chain was attached (see below), the ogre could move no more than 5 feet from the wheel. In the eastern alcove is a crate of food, mostly meat jerky, stale bread, and moldy (but tasty) cheese. A small cask of water and a metal ladle is next to the crate. Ulrik, the duergar bookkeeper in area 2-17, is responsible for feeding the ogre, and has become fond of him, as one would a caged beast. The whip is normal, and was once used to discipline the ogre. Behind the crate (out of reach from the ogre) is a greathammer.

The Chain: Months ago, he broke the chain that secured him to the wheel. He easily affixed the broken link back on the chain, making it look like he is still trapped. Due to the numerous *charm* spells, the generous supply of food, and light workload, he was content to work for the duergar. Soon the beatings ceased, and he was quite content.

Tactics: The adventurers have surprised the ogre. At first, he thinks they are slavers, but then he realizes they are enemies. He “plays” the part of a trapped victim, pleading with the heroes and fruitlessly tugging on his chains. He even mumbles a few words in Giant, hoping the adventurers close to within melee. Then, as a standard action, he unhooks the chain, and throttles the nearest PC with a bellow of excitement. What the ogre lacks in coordinated attacks, he makes up for in brute strength. If given the chance, he spends a round getting his greathammer, but he would just as soon flail at targets with his fists.

Ogre War2: CR 4; Large giant; HD 4d8+12 plus 2d8+6 plus 3; hp 51; Init –2; Spd 20 ft.; AC 12, touch 7, flat-footed 12; Base Atk +5; Grp +16; Atk/Full Atk greathammer +11 melee (2d8+10) or slam +11 melee (1d4+7); SA –; SQ Darkvision 60

ft., low-light vision; AL CE; SV Fort +10, Ref –1, Will +1; Str 24, Dex 7, Con 17, Int 10, Wis 10, Cha 7.

Skills and Feats: Climb +11, Intimidate +5, Listen +2, Spot +2; Diehard, Endurance, Toughness.

Possessions: Greathammer

Wrapping Up

If Kaernga escapes, he heads to level 10 to report to his master. He is later sent to area 7-15, to bolster the garrison there. If he is encountered again on level 7, the GM should advance Kaernga a few barbarian levels and upgrade his gear slightly.

If Grime escapes the PCs, he too reports to his master on level 10. Of course, he blames Gunrolz for the heroes' actions. The dust mephit annoys the duergar, so he sent to level 6, 7, or 9, as the GM sees fit. His instructions are to keep a look out for the intruders and report their progress. Grime would make a fine reoccurring villain, and the GM can advance him with rogue levels so he remains a suitable challenge as the heroes press deeper into the dungeons.

If Ulrik escapes, he heads to area 7-1 to alert the derro stationed there. He remains there for a few days, before his master summons him for instructions. If the adventurers control level 2, he remains on level 10 (or heads back to level 7). If the heroes are turned back, he returns to his office (area 2-17).

Bonus Rewards

Objectives	Experience Points
Avoid the tripwire traps in area 2-1	25
Use the levers in area 2-2 to access the southern portion of area 2-3	25
Releasing the slaves in area 2-3	75
Preventing Goresh from releasing the trollhounds in area 2-8	25
Releasing Findle in area 2-10	25
Locating the secret door in area 2-11	50
Preventing Kaergna from escaping	25
Releasing the slaves in area 2-12	50
Releasing the slaves in area 2-14	25
Releasing the slaves in area 2-16	50
Finding the slave ledgers in area 2-17	50
Charming the ogre to use him to man the elevator	25
Total possible bonus points per group	**450**

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 3:
THE LOWER DUNGEONS OF THE WHITE ROC ORCS

Level Summary

With the orc tribe sundered, Drugila, a giant-touched orc adept, gathered her followers and settled on this level. Clinging to her beliefs that the *White Roc*, a powerful magic item and the symbol of the original White Roc tribe, is still located somewhere in the ruins, she has continued the mining efforts. Very recently, the ruins of a cloud giant tower that smashed into Castle Whiterock during the battle with the drow were discovered on this level (see level 3A for details), giving hope to Drugila and her newly named Tribe of the White Roc.

Game Master's Section

Scaling Information

This level of the dungeon is designed for 4-6 characters of 3rd level, but can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or lower than 3rd level): Reduce the number of orc warriors by one-third. Make sure a few orcs from area 3-8 are in area 3-5 practicing, creating two encounters with a lower EL. Remove one adept level from Robgrut. Remove one bugbear from area 3-4, three orc zombies from area 3-7, and one rasthnum from area 3-11.

Stronger parties (7 or more characters, or higher than 3rd level): Add another level to all NPCs and all orc warriors. Increase the CR of all traps by +1, either by increasing the damage or by increasing the save DCs. Add two more bugbears to area 3-4, and another rasthnum to area 3-11, while increasing the ceiling height to 30 feet. Advance the savage monstrous crayfish to 6 HD and give it the Improved Natural Armor feat.

Background Story

Drugila is not an ordinary orc. She is a direct descendent of orcs from the original White Roc tribe that was mostly destroyed almost 700 years ago. Although diluted from generation to generation, the blood of that tribe's cloud giant allies still courses through her veins. She appears as a 10-foot-tall orc with light blue skin and white flowing hair, usually braided with bones to keep it at bay. A powerful adept, her followers have remained loyal through fear and the hope that she can restore their former glory.

When Kaernga questioned her authority, the ensuing combat resulted in a draw. It was clear to her that Kaernga and those loyal to him did not share her vision. She saw no other option but to split the orc tribe into two factions. Although not directly at war, the relationship between the factions is uneasy, at best. Each pursues its own goals, and as long as they don't cause conflict, both factions are content to coexist, for now. But should the delicate balance tip in favor of one tribe, open combat would likely occur. For now, Drugila's hiring of bugbear mercenaries has prevented Kaernga from initiating a swift offensive strike.

Meanwhile, fueled by visions of a magical statue that can assume the form of a living roc, Drugila and her few loyal orcs have continued to mine and scour the ruins for any sign of the powerful relic. All hope was nearly lost until a few weeks ago, with the discovery of the ruined cloud giant tower (see level 3A). Although the *White Roc* itself was not located, the discovery keeps Drugila's hopes alive and her orcs in line. She has even discovered the command words for the relic, and continues to search the tower for any additional clues to the relic's location. Unknown to her, the relic rests on level 13, very far from her search efforts.

Encounter Table

Loc	Pg	Type	Encounter	EL
3-1	63	T	Swinging huge morningstar	2
3-2	63	C/P	*Robgrut*, male orc Adp3/Exp2 4 orcs War1	5
3-4	65	C	3 bugbear mercenaries	5
3-6	66	T	*Fire trap*	3
3-7	67	C	7 orc zombies	5
3-8	67	C/T	Thunderstone trap 6 orcs War2	6
3-9	68	C	4 orcs War2	5
3-10	68	C/T	Barrel trap 4 orcs War1	4
3-11	69	C	2 rasthnum	4
3-12	70	P	*Nemoura Shimmerscale*, female nixie Sor3	4
3-13	71	C	Savage monstrous crayfish	4
3-14	72	P	Green slime patch	4
3-15	72	C	2 orcs Bbn2	4

Getting Captured

The orcs of the Tribe of the White Roc have little interest in slaving anymore. Therefore, all of their tactics involve lethal attacks. If the adventurers surrender at any point, the orcs will accept, removing their weapons and other useful gear. The heroes are then brought in front of Drugila (see area 3A-1), who after a short ceremony commands the cloud giant skeleton (from area 3A-3) to attack the unarmed intruders.

Tracking

The orcs on this level move about quite a bit. A DC 10 Survival check reveals numerous Medium-sized (orc) tracks in the northern section of this level. The mines portion (areas 3-11 to 3-14) sees less frequent travel, increasing the DC to 15. The route to area 3-12 is avoided by all of the orcs, so no tracks are located in that direction. With three separate DC 15 Survival checks, a direct route to area 3-14 can be discovered.

Interrogation

Interrogating the orcs on this level is easier than questioning their counterparts on the level above (DC 10 Intimidate check). Still, the orcs display a cult-like loyalty to their leader, and thus can't be bribed with mere money. They can provide the heroes with descriptions of the level and approximate numbers of orcs here. They dislike the bugbears in area 3-4, and they only reveal hints of the danger in area 3-11 and 3-12 with an additional Intimidate check at DC 10. They are quite proud of the discovery in area 3-14, and feel it will usher in a new age for the Tribe of the White Roc.

Wandering Monsters

For every half-hour that the adventurers explore, there is only a 10% chance (1-2 on a d20) that they encounter a wandering monster. This chance increases to 15% (1-3 on a d20) if they make excessive noise. If an encounter is called for, roll 1d6 and consult the following table. Since there's a fixed number of creatures on this level, be sure to deduct any creatures slain in these encounters from the appropriate area. An exception is the bugbear, who has recently arrived and is looking for its allies in area 3-4.

1d6	Encounter
1-2	A fresh specimen (2 orcs War1 and a groggy troglodyte, EL 2)
3-4	On patrol (4 orcs War2, EL 3)
5	Bugbear envoy (1 bugbear, EL 2)
6	Look out below! (1 rasthnum, EL 2)

The following statistics blocks are provided for easy reference for the Game Master.

A Fresh Specimen: These two orcs are returning from a foray on level 4, bearing an unconscious troglodyte. They are heading toward area 3-2, where the troglodyte is to have its glands removed for use in the creation of stenchpots. The two orcs are fumbling with the reptilian humanoid, and thus are currently unarmed. Upon seeing the heroes, they drop the trog and grab weapons. The poison used to sedate the troglodyte wears off in 1d4 rounds. If the combat is still ongoing, the groggy humanoid joins the fray in confusion, attacking orcs and PCs alike. If encountered, be sure to reduce the number of orcs in area 3-2.

Orcs War1 (2): CR 1/2; Medium humanoid (orc); HD 1d8+1; hp 6 each; Init +0; Spd 20 ft.; AC 14, touch 10, flat-footed 14; Base Atk +1; Grp +4; Atk/Full Atk two-handed morning star +4 melee (1d10+4) or heavy crossbow +1 ranged (1d10/19-20); SA –; SQ Darkvision 60 ft., light sensitivity; AL CE; SV Fort +3, Ref +0, Will –2; Str 17, Dex 11, Con 12, Int 8, Wis 7, Cha 6.

Skills and Feats: Listen +1, Spot +1; Alertness.

Possessions: Scale mail, two-handed morningstar, 2d4 gp.

Groggy Troglodyte: CR 1; Medium humanoid (reptilian); HD 2d8+4; hp 14 each; Init –2; Spd 30 ft.; AC 14, touch 8, flat-footed 14; Base Atk +1; Grp +1; Atk claw +1 melee (1d4); Full Atk 2 claws +1 melee (1d4) and bite –1 melee (1d4); SA Stench; SQ Darkvision 90 ft.; AL CE; SV Fort +5, Ref –2, Will +0; Str 10, Dex 7 (9), Con 14, Int 8, Wis 10, Cha 10.

Skills and Feats: Hide +9, Listen +3; Multiattack, Improved Net Use, Exotic Weapon Proficiency (net).

SA – Stench (Ex): All living creatures within 30 feet of an angry or frightened troglodyte must succeed on a DC 13 Fortitude save or become sickened for 10 rounds.

Possessions: None.

On Patrol: These four orcs (from area 3-8) are on patrol. Actually, they are bored, and felt like stretching their legs. By acting as though they are "on patrol," they hope to gain favor from Drugila. Actually, she could care less. If encountered, be sure to reduce the number of orcs in area 3-8.

Orcs War2 (4): CR 1; Medium humanoid (orc); HD 2d8+4; hp 14 each; Init +0; Spd 20 ft.; AC 15, touch 10, flat-footed 15; Base Atk +2; Grp +6; Atk/Full Atk two-handed morningstar +7 melee (1d10+6), or heavy crossbow +2 ranged (1d10/19-20); SA –; SQ Darkvision 60 ft., light sensitivity; AL CE; SV Fort +5, Ref +0, Will –2; Str 18, Dex 11, Con 14, Int 10, Wis 7, Cha 6.

Skills and Feats: Climb +1, Listen +0, Spot +0; Weapon Focus (two-handed morningstar).

Possessions: Chain mail, two-handed morningstar, heavy crossbow with 10 bolts, 4d4 gp.

Bugbear Envoy: This lone bugbear is an envoy from the Bloody Star Tribe that lives on Mount Rolnith. He is hopelessly lost, and looking for the other bugbears in area 3-4. Hence, he is in a foul mood (even for a bugbear) and likely attacks on site. He carries a message for the other bugbears, which reads (in Goblinoid), "Otilla needs more time to consider the lady's offer of gold for more troops. Of course, more gold could help sway Otilla's mind…"

Bugbear: CR 2; Medium humanoid (goblinoid); HD 3d8+3; hp 21; Init +1; Spd 30 ft.; AC 17, touch 11, flat-footed 16; Base Atk +2; Grp +4; Atk/Full Atk morningstar +5 melee (1d8+2) or shortspear +3 ranged (1d6+2/x3); SQ Darkvision 60 ft., scent; AL CE; SV Fort +2, Ref +4, Will +1; Str 15, Dex 12, Con 13, Int 10, Wis 10, Cha 9.

Skills and Feats: Climb +3, Hide +4, Listen +4, Move Silently +6, Spot +4; Alertness, Weapon Focus (morningstar).

Possessions: Leather armor, light wooden shield, morning star, shortspear, leather scroll case with letter, 3d6 gp.

Look Out Below! This runt rasthnum was kicked out of its lair (area 3-11) and now wanders about this level, looking for a suitable perch to launch itself onto foes. It sticks to the mine areas, but occasionally wanders into the finished caves in search of a meal.

Rasthnum: CR 2; Small aberration; HD 2d8; hp 9; Init +0; Spd 30 ft., climb 20 ft.; AC 21, touch 11, flat-footed 21; Base Atk +1; Grp –4; Atk spine +1 melee (1d4-1 plus paralysis) or hurl body +1 melee (1d6 plus 1d6 for each additional 10 feet fallen); SA Hurl body, paralysis; SQ Darkvision 60 ft/; AL N; SV Fort +0, Ref +0, Will +3; Str 8, Dex 10, Con 10, Int 3, Wis 10, Cha 9.

Skills: Climb +9, Hide +15.

SA – Hurl Body (Ex): A rasthnum can fall upon opponents from a lofty perch, inflicting terrible wounds with its spines. This attack causes 1d6 points of damage plus an additional 1d6 points of damage for each additional 10 feet fallen. In addition, a victim struck by a falling rasthnum must save against its paralytic venom (see below). A rasthnum ignores falling damage from the first 50 feet of a fall.

Paralysis (Ex): A rasthnum's venomous spines cause 1d4-1 points of damage plus paralysis for 3d4 rounds unless a successful DC 11 Fortitude is made. For each spine that hits in the same round, an additional Fortitude save at +1 DC is needed to avoid this venom.

(Source: *Monsters of the Endless Dark*, p. 48-49.)

Areas of the Map

Unless noted in the text, all ceilings are 10 feet high. Since the orcs rely on darkvision, most of these chambers are unlit. Doors are made of quality wood, and most are kept closed at all times. Areas 3-1 to 3-10 are considered superior masonry construction, while the mines (areas 3-11 to 3-15) are considered hewn passages.

Good Wooden Door: 2 in. thick, hardness 5, hp 15, Break DC 16 (stuck) or 18 (locked).

Superior Masonry Wall: 1 ft. thick (at least); hardness 8; hp 90 (per 10 ft. by 10 ft. section); Break DC 35; Climb DC 20.

Hewn Stone Wall: 3 ft. thick (at least); hardness 8; hp 5,400 (per 5 ft. thickness); Break DC 50; Climb DC 22.

Area 3-1 –Trapped Chamber (EL 2):

Note: The secret door that leads to this chamber can be detected with a Search check from either the north side (DC 15) or the south side (DC 20). The door is rigged with a trap. If the release switch is not located and activated (that is, the trap is disabled), the trap is sprung. Although not deadly, its purpose is to alert the bugbears in area 3-4, who will investigate the loud crashing sound if they succeed on a Listen check (DC 13).

Falling Net of Armor Pieces Trap: CR 1; mechanical; touch trigger; manual reset; a net full of rusting pieces of armor falls on the target square (marked with an "*" on the map), causing 2d4 points of damage (Reflex save DC 14 to avoid); Search DC 15; Disable Device DC 15 (throw release switch).

When the adventurers enter, continue:

This abandoned chamber is perhaps 40 feet wide and 50 feet long. There does not appear to be any exits. The dust on the floor is disturbed in several locations, and the splattered marks of dried blood can be discerned on the floor.

This entry chamber has hosted numerous orcish clashes in the months since the tribe split. Therefore, the White Roc orcs have trapped this chamber to discourage any more incursions.

A gray canvas conceals the only exit to the west, and can be located with a Search check (DC 5). However, pulling the curtain aside, removing it, or blundering into the tripwire across the corridor attached to it springs the second trap, releasing a huge morningstar suspended on the ceiling. It swings heavily into the target square.

Swinging Huge Morningstar Trap: CR 2; mechanical; touch trigger; manual reset; Atk +5 melee (3d6+4); Search DC 18; Disable Device DC 18 (sever tripwire).

Tactics: If the bugbears in area 3-4 respond to the noise of the first trap, one of them positions himself behind the canvas (which takes 2 rounds). Then he carefully peaks around the canvas (without triggering the second trap). On seeing intruders (orcs or the heroes), he bellows to the remaining bugbears and retreats down the corridor to the T-intersection, goading the adventurers into springing the second trap. Meanwhile, the bugbears declare hold actions (throwing spears) as they wait for the heroes to enter the corridor.

Area 3-2 – Alchemist's Lab (EL 5): When the party enters this area, read or paraphrase the following:

This 40-foot-square chamber reeks of a pungent chemical odor. The cluttered room contains a pair of stone benches to the southeast, each covered with odd-shaped beakers and flasks. The northeast corner of the room is occupied with a stone fireplace complete with a roaring blaze. Next to the fireplace is a soot-covered wooden bookcase jammed with a mess of books.

Four orcs, all wearing grimy aprons over their armor and sporting numerous burns and scars, busily toil at the benches. Another orc, this one a hunched and wrinkled fellow wearing dirt-encrusted spectacles, crouches in front of the fire, using a pair of metal tongs to hold a beaker in the flickering flames.

Robgrut, the orcish alchemist, is a wizened curmudgeon that works in this lab with the unenthusiastic support of his four orc assistants. These assistants (actually being punished for insubordination) detest the smell and dangerous conditions of their work attempting to create alchemical items for use against their former tribe. Therefore, they relish the opportunity to bash the adventurers with weapons.

Robgrut enjoys his work, and considers his role to be valuable to the tribe. He's not fond of Drugila or her cause, yet he sided with her because that meant he wouldn't need to move his lab! Robgrut has found a book on troglodyte ecology (and anatomy) and taught himself the techniques to remove the stench-producing glands from the reptilian humanoids. Using these glands, he has created a method to make stenchpots. Although the orcs disfavor their use (as they usually catch themselves in the area of effect), Robgrut has turned quite a profit selling the stenchpots to the Slavers of the Iron Manacle.

Alchemical Delights: The benches hold the equivalent of an alchemy lab, worth 500 gp, but the fragile and bulky items weigh 40 pounds. Also scattered on the benches are the following alchemical items: rust dust (2), flash pellets (4), vials of acid (3), multicolored powder (4, worthless), powdered quartz (worth 55 gp), gold dust (30 gp), and four small amethysts (each worth 50 gp). The crudely bound volumes on the bookcase are mostly written in Orcish and deal with the creation of alchemical items. The mess would fetch 50 gp, if a buyer could be found. Another book, also written in Orc, details the ecology of the troglodyte as penned by the orc naturalist Zem Direroot. A flyer advertising the Clockwork Academy (Player's Handout C) and its motto "Forward progress one gear at a time" is used as a bookmark.

Tactics: When the heroes enter, Robgrut assumes they are hostile and attempts to plunge the room into darkness so the orcs can take advantage of their darkvision. Robgrut casts *create water* on the fire, and the next round uses another *create water* on any unprotected flames the adventurers might be carrying. Unprotected light sources automatically go out, while lanterns have a 50% chance of going out. Next he uses his *bag of air* on any torches, while the orc assistants use their morningstars to attempt sunder attacks on any remaining lanterns, torches, or sunrods. Consider these items to have a base AC of 12, plus that PC's Dexterity modifier. Any hit destroys the object or quenches the flame.

Next the orcs engage in lethal combat, while Robgrut casts *obscuring mist* and *protection from good*. He then casts *sleep*, and *command* ("flee" in Common), before hurling any of his alchemical weapons. The orcs continue to attack with melee weapons, although they can grab items off the table such as acid, or powder to throw in a hero's eyes. If this latter attack succeeds, the target suffers –2 to hit and is flat-footed for the next round. An orc could even attempt to overturn a bookcase onto an adventurer, for 1d6 points of damage.

Orcs War1 (4): CR 1/2; Medium humanoid (orc); HD 1d8+1; hp 6 each; Init +0; Spd 20 ft.; AC 14, touch 10, flat-footed 14; Base Atk +1; Grp +4; Atk/Full Atk two-handed morning star +4 melee (1d10+4) or heavy crossbow +1 ranged (1d10/19-20); SA –; SQ Darkvision 60 ft., empathic link, light sensitivity, share spells, toad familiar; AL CE; SV Fort +3, Ref +0, Will –2; Str 17, Dex 11, Con 12, Int 8, Wis 7, Cha 6.

Skills and Feats: Listen +1, Spot +1; Alertness.

Possessions: Scale mail, two-handed morningstar, 2d4 gp.

Robgrut, male orc alchemist, Adp3/Exp1: CR 3; Medium humanoid (orc); HD 3d6+6 plus 1d6+2 plus 3; hp 28; Init +1; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +1; Grp +4; Atk/Full Atk morningstar +4 melee (1d8+3) or tanglefoot bag +3 ranged (special); SQ darkvision 60 ft., light sensitivity; AL NE; SV Fort +3, Ref +2, Will +7; Str 16, Dex 12, Con 14, Int 14, Wis 14, Cha 7.

Skills and Feats: Appraise +2 (+4 potions), Craft (alchemy) +12, Craft (trapmaking) +6, Concentration +7, Heal +8, Knowledge (nature) +6, Listen +4, Spellcraft +8, Spot +4; Alertness (when familiar is within 5 ft.), Point Blank Shot, Skill Focus (Craft [alchemy]).

Spells Prepared (3/3; DC 12 + spell level): 0 – *create water* (x2), *touch of fatigue*; 1st – *command, obscuring mist, sleep.*

Possessions: Morningstar, 2 tanglefoot bags, 6 flash pellets, 2 flasks of alchemist fire, morningstar, scroll (*cure light wounds* (x2), *protection from good, command*), *bag of air*, toad familiar (in pocket), three doses of poison (inhaled, Fort DC 14, unconscious 1 minute/ unconscious 1d3 hours).

Toaker, toad familiar: CR –; Diminutive magical beast; HD 1/4 d8; hp 14; Init +1; Spd 5 ft.; AC 17, touch 15, flat-footed 16; Base Atk +1; Grp –16; Atk/Full Atk NA; Space/Reach 1ft./0ft.; SA –; SQ Amphibious, deliver touch spells, improved eva-

sion, low-light vision, share spells; AL N; SV Fort +2, Ref +3, Will +7; Str 1, Dex 12, Con 11, Int 7, Wis 14, Cha 4.

Skills and Feats: Craft (alchemy) +5, Craft (trapmaking) +2, Concentration +5, Heal +8, Hide +21, Knowledge (nature) +2, Listen +4, Spellcraft +4, Spot +4; Alertness.

Area 3-3 – Storeroom: When the party enters this chamber, read or paraphrase the following:

This chamber is packed with crates lining the west wall. To the left and right are piles of discarded mining picks, shovels, and related gear, all in worn condition. In the center of the room is a table with the splayed remains of a reptilian humanoid. It appears that some type of crude surgery was performed on the unfortunate creature. On a nearby table is a collection of bloody scalpels and empty glass vials, next to a stack of parchment.

This is a simple storeroom. The crates contain dried foodstuffs and mundane equipment, such as rope, plates, sacks, and blankets.

The mining equipment is all in poor condition. It has been discarded in this jumbled pile since the discovery of the cloud giant tower in area 3-15. Under Drugila, the orcs of the White Roc tribe chose not to use slave labor to perform the excavations. Therefore, tribe members were expected to perform the back-breaking labor – one of the factors that led to the split in the tribes. Since the discovery, and the halting of mining operations, the White Roc orcs have grown lazy and content.

The Body: The body on the table is the dissected remains of a troglodyte. Robgrut sends the orcs to the lower levels to sedate a troglodyte from time to time. Once they're brought here, Robgrut performs the simple procedure to remove the scent-producing glands. He then uses the instructions (written in Orcish on the parchment) to create stenchpots for sale. These instructions are worth 100 gp, if a buyer who understands Orcish can be found.

Area 3-4 – Mercenary Quarters (EL 5): When the party enters this area, read or paraphrase the following:

This 40-foot-by-50-foot room seems to serve as a barracks. Along the east wall are four large beds complete with stained sheets and lumpy pillows. Long the west wall is a sturdy table and four matching battered chairs. A small iron-bound chest is pushed against the south wall.

A trio of stocky goblinoid humanoids carouse at the table in the middle of card game. Each has a flat, bear-like visage, and a hairy body adorned with leather armor. Wicked morningstars hang on their belts, and wooden shields rest nearby.

Drugila's tribe lacks numbers, so she begrudgingly hired these bugbear mercenaries to bolster her forces against the remaining orcs on level 2. The bugbears hail from the tribe of the Bloody Star that resides on Mount Rolnith. Their symbol is a crude morningstar head dripping with crimson. These brutes spend most of their time lounging about in this guardroom, playing games of chance. However, they will respond to any noise in area 3-1, if they succeed on their Listen check.

The remains of an unidentifiable haunch of meat rests on a platter on the table. Under the table is a dusty cask holding poor quality ale. It's currently being used as a footstool.

The Pot: Scattered about on the table is 51 sp (betting money) and a gemstone set of dice (worth 70 gp).

The Take: The chest is locked (a random bugbear has the key) and requires a successful Open Lock check (DC 19) to open. It contains 650 gp and a hastily written contract in Goblin. It states that for the sum of 200 gp per month, the bugbears swear to provide military and/or mundane services as needed. It is signed by Drugila, accompanied by an illegible scribble (the mark of the bugbear leader of the Bloody Star tribe).

Tactics: If encountered in this room, the bugbears bellow wildly and flip the table over. They attempt to retrieve their nearby shields, and attack with melee weapons. If two of the bugbears fall in combat, the third surrenders by throwing down his weapon and pleading in Goblin. He agrees to flee level 3 (heading up, and out of the ruins) as long as the adventurers allow him to keep the chest and its contents. If they agree, he leaves (without his comrades) and never hassles the heroes again. If the they refuse, he leaves (carrying any incapacitated bugbears with him), but silently swears vengeance upon them. It's up to the GM to decide when and on what lower level these fellows will be encountered again.

Bugbears (3): CR 2; Medium humanoid (goblinoid); HD 3d8+3; hp 18 each; Init +1; Spd 30 ft.; AC 17, touch 11, flat-footed 16; Base Atk +2; Grp +4; Atk/Full Atk morningstar +5 melee (1d8+2) or shortspear +3 ranged (1d6+2/x3); SQ Darkvision 60 ft., scent; AL CE; SV Fort +2, Ref +4, Will +1; Str 15, Dex 12, Con 13, Int 10, Wis 10, Cha 9.

Skills and Feats: Climb +3, Hide +4, Listen +4, Move Silently +6, Spot +4; Alertness, Weapon Focus (morningstar).

Possessions: Leather armor, light wooden shield, morning star, shortspear, leather scroll case with letter, 3d6 gp.

Area 3-5 – Abandoned Temple (EL 0, or 4):

Note: There is a 25% chance that three orcs (from area 3-8) are here practicing weapon play. If so, adjust the boxed text accordingly, and note the tactics employed. Also be sure to adjust the number of orcs in area 3-8.

When the party enters this area, read or paraphrase the following:

This chamber once served as a temple. The room is 30 feet wide and at least 50 feet long, with flickering torches set along the east wall. The west wall has a 30-foot-wide semicircular niche with a stone altar. A short set of three wide steps leads up to this worship area.

However, the room appears to have a new purpose. Along the south wall are four crude targets, riddled with crossbow bolt shafts. Along the southeast is a pair of mannequins adorned with battered breastplates. A crate is nearby with a pair of morningstars leaning against it.

This area was once a temple, dedicated to any of a half-dozen different deities in Castle Whiterock's long history. Drugila and her followers used it until recently, when she moved her temple to area 3A-3. The orcs now use the chamber as a training room.

The targets are used for archery practice, and the crate contains 55 crossbow bolts. The mannequins are used for sparring (or in the case of morningstars, "bashing") practice. The breastplates are quite damaged, but the morningstars are in usable condition. The three torches on the east wall are actually *everburning torches*.

Justicia's Secret: The stone altar contains a secret compartment that is difficult to locate (Search DC 28). Inside is a platinum offering plate (worth 50 gp), a small iron key (to the Clockwork Academy's main entrance; see level 4A), a prayer book dedicated to Justicia, the goddess of justice (worth 40 gp), and a slightly cracked empty bottle. The latter item is actually a damaged *bottle of air* (and therefore worth only half its market value). With each use, there is a 2% cumulative chance that it breaks and becomes useless.

Tactics: If any orcs are encountered here, they are likely to have crossbows in hand. They quickly move to the altar and use it as cover. When they enter melee, they drop their crossbows, brandish morningstars, and at least one attempts to hop onto the altar (Jump DC 5) to gain higher ground. The orcs stats are located in area 3-8.

Area 3-6 – Drugila's Chamber/Map Room (EL 3): When the party enters this area, read or paraphrase the following:

This small 20-foot-by-20-foot chamber appears to serve as a bedchamber. A 12-foot-long bed is pushed against the west wall, and a table rests against the south wall. Papers are haphazardly strewn on the table's surface.

This chamber belongs to Drugila, the leader of the White Roc tribe. The size of the bed is a clue to her unusual size. Since the discovery of the cloud giant tower in area 3-15, she spends very little time in this small chamber.

The papers on the table are drawings and sketches of the mines on this level, with rambling notes in Orcish. A successful Intelligence check (DC 17) by a hero who can understand Orcish can deduce that the mines are not designed for prospecting for gems or metals. Instead, the author of the notes is looking for something, perhaps a lost magic item of some sort. A clear warning is also discovered on one page. It reads, "Avoid the Western Mines! Danger!"

Under the bed is a locked chest. Drugila has the only key, or it can be opened with an Open Lock (DC 15) check. However, the chest is trapped with a *fire trap* spell, cast by a druid ally who has since left the tribe. The chest contains the treasure.

Fire Trap: CR 3; spell; spell trigger; no reset; spell effect (*fire trap*, CL 5), 1d4+5 fire damage, DC 13 Reflex save for half damage; Search DC 27; Disable Device DC 27.

The chest contains 57 gp, a bone carved box (worth 75 gp) holding a silver necklace shaped like a great bird, set with onyx (worth 350 gp). A masterwork flute constructed of silver inlaid with jade (worth 150 gp) is also in the chest. The flute is a *sorrowsong instrument*, and is needed in area 4-4 to release the invisible stalker. At the bottom of the chest is a secret compartment that can be located with a Search check (DC 26). Inside is a single piece of parchment with five words inscribed in Orcish: Ast'uet, Ron'the, Ceal'egle, Eeasg'tlaeg, Wroth'iec. These are the command words to activate the different forms of the *White Roc figurine of wondrous power*, located in area 13-8.

The Map Room: There is a secret door located in the south wall that can be discovered with a successful Search check (DC 22). Beyond is a single 10-foot-by-20-foot room, undiscovered by Drugila.

A thick layer of dust covers the room's only feature: a stone table. On this table is a detailed, scaled-down model of Castle Whiterock, as it appeared hundreds of years ago, before the caldera wall collapsed and the lower castle (level 5) was submerged. Show Players' Handout E. This map was once used by commanders of the castle to plan defenses in the case of an attack or siege.

Area 3-7 – Orcish Tomb (EL 5):

Note: The door to this chamber is locked and requires a successful Open Lock check (DC 20) to open. Drugila has the only key.

When the party approaches this area, read or paraphrase the following:

The door opens to reveal a rough-hewn chamber, perhaps 50 feet in diameter. The air is stale and heavy, with a slight earthy stench. The walls of the chamber seem to be lined with several shallow niches, each holding a desiccated orcish body.

This chamber was an ancient orcish tomb. Drugila used a scroll of *animate dead* to create seven orcish zombies to discourage the troglodytes from the lower levels from invading this level. Since she used her last scroll of *animate dead* to create the cloud giant skeleton in area 3A-3, she no longer controls these zombies. Hence the lock on the door.

There are nine total niches, each holding the upright remains of an orc in tattered burial garb (or at the GM's option, armor and carrying a weapon). One of the niches along the west wall contains a secret door that opens to a passageway leading to area 4-1 (Search DC 20).

Several of the orcs were buried with a minor piece of jewelry. If the adventurers search all the bodies, they can recover seven pieces of gold or silver jewelry, each worth 75 gp. One of the orc zombies (determine at random) wields a *+1 heavy mace* (damage 1d8+5 if wielded by the zombie).

Tactics: As soon as the heroes enter the chamber, the seven zombies shamble forth and attack. Their last command was, "Attack all those who don't brandish the symbol of the White Roc." Any adventurer proudly displaying a symbol with any white bird of prey will be ignored by the zombies. To make the fight more challenging, give the zombies armor (such as a chain shirt or breastplate) and/or assorted weapons. Suitable weapons include: falchion (2d4+4/18-20/x2), heavy flail (1d10+4/18-20/x2), or even a greatsword (2d6+4/19-20/x2).

Orc Zombies (7): CR 1/2; Medium undead; HD 2d12+3; hp 15 each; Init –1; Spd 30 ft.; AC 11, touch 9, flat-footed 11; Base Atk +1; Grp +5; Atk/Full Atk slam +5 melee (1d6+6) or +5 melee (by weapon type); SQ Damage reduction 5/slashing, darkvision 60 ft., single actions only, undead traits; AL NE; SV Fort +0, Ref –1, Will +3; Str 19, Dex 9, Con –, Int –, Wis 10, Cha 1.

Skills and Feats: Toughness.

Area 3-8 – Orc Barracks (EL 6):

Note: This door is trapped. If not disabled before opening, it releases a thunderstone that affects all those standing in the 10-foot-wide area in front of the door.

Thunderstone Trap: CR 1/2; mechanical; touch trigger; manual reset; releases a thunderstone, Fortitude save DC 15, or become deafened (–4 to initiative) and a 20% chance to miscast spells; Search DC 15; Disable Device DC 18 (cut trigger wire).

When the party enters this area, read or paraphrase the following:

This 40-foot-by-30-foot room appears to be a barracks of sorts. Numerous messy pallets line the north and east walls. A table rests in the center of the room, turned on its side. Peering over the makeshift wall are the porcine-like visages of snarling orcs that utter guttural howls as they attack!

This simple chamber houses some of Drugila's loyal orc warriors. Although there is room and beds for 18 orcs, only 10 beds are in use. Currently, six orcs are here, although three of them might have been encountered in area 3-5.

Tactics: Unless the door trap was disabled, these orcs are ready and waiting for the heroes. Using the table as cover, they first fire their crossbows. The next round, they toss thunderstones, followed by flash pellets to soften up the intruders. Then they grab melee weapons and wade into combat. Each thunderstone that is detonated in this chamber (including the door trap) grants the orcs in area 3-10 a Listen check (DC 15). If they succeed, they set up the barrel trap in that location.

Orcs War2 (6): CR 1; Medium humanoid (orc); HD 2d8+4; hp 14 each; Init +0; Spd 20 ft.; AC 15, touch 10, flat-footed 15; Base Atk +2; Grp +6; Atk/Full Atk two-handed morningstar +7 melee (1d10+6), or heavy crossbow +2 ranged (1d10/19-20); SA –; SQ Darkvision 60 ft., light sensitivity; AL CE; SV Fort +5, Ref +0, Will –2; Str 18, Dex 11, Con 14, Int 10, Wis 7, Cha 6.

Skills and Feats: Climb +1, Listen +0, Spot +0; Weapon Focus (two-handed morningstar).

Possessions: Chain mail, two-handed morningstar, heavy crossbow with 10 bolts, thunderstone, 2 flash pellets, 4d4 gp.

Area 3-9 – Orc Barracks (EL 5): When the party enters this area, read or paraphrase the following:

This chamber appears to be yet another barracks. The entire chamber is strewn with sleeping pallets, although many appear unused. Four bestial pig-like humanoids howl as they draw morningstars and advance.

This room serves as the common living chamber for the rest of the tribe. There are 26 pallets here, but only six appear used. The remainder had been used by the members of the tribe that are now loyal to Kaernga (on level 2). The pallets and general mess are considered difficult terrain. All treasure is carried by individual orcs.

Tactics: Each orcs is armed with a flask of alchemist's fire. They pitch these to start the battle, targeting heavily armored foes. Then they wade into combat with morningstars. If the adventurers are having an easy time on this level, feel free to give these orcs more alchemical weapons, such as vials of acid, or even rust dust.

Orcs War2 (4): CR 1; Medium humanoid (orc); HD 2d8+4; hp 14 each; Init +0; Spd 20 ft.; AC 15, touch 10, flat-footed 15; Base Atk +2; Grp +6; Atk/Full Atk two-handed morningstar +7 melee (1d10+6), or heavy crossbow +2 ranged (1d10/19-20); SA –; SQ Darkvision 60 ft., light sensitivity; AL CE; SV Fort +5, Ref +0, Will –2; Str 18, Dex 11, Con 14, Int 10, Wis 7, Cha 6.

Skills and Feats: Climb +1, Listen +0, Spot +0; Weapon Focus (two-handed morningstar).

Possessions: Chain mail, two-handed morningstar, heavy crossbow with 10 bolts, 1 flask of alchemist's fire, 4d4 gp.

Area 3-10 – Well Room (EL 4):

Note: There is a 40-foot staircase that leads to this chamber. If the orcs have been alerted (from noise in area 3-8), they roll barrels down the steps at approaching intruders. Treat this as a trap. The orcs roll two barrels a round, and have a total of 14 barrels for this use.

Rolling Barrel Trap: CR 1; mechanical; visual trigger; manual reset; each round, two barrels roll down the steps, moving 20 feet per round; 1d6 points of damage each, but they can be avoided with a Reflex save (DC 15) or a Jump check (DC 12). If hit, the target must make a Balance check (DC 10) or fall down the steps for another 1d3 points of damage per 10 feet fallen; Search DC NA; Disable Device DC NA.

When the party enters this chamber, read or paraphrase the following:

This 40-foot-diameter circular chamber contains numerous large barrels, stacked in five piles. At the center of the room is a circular opening, about 10 feet in diameter, surrounded by a low 2-foot-high flagstone wall. Hanging over this apparent well is a crudely fashioned tripod of wooden beams lashed together with rope. Nearby is a wooden bucket attached to a thick rope.

Originally, this room was a barracks, but now the orcs use it as a well room, providing a clean source of fresh water. Four orcs are stationed here, charged with filling the barrels and lugging them throughout the level to supply the tribe with water. As a side business, they also sell some of the water to the orcs on level 2, but if Drugila discovered this, the punishment would be swift.

There are 31 total barrels of many different sizes, but the 14 larger ones are reserved for rolling down the steps against intruders.

A Way Down: The well descends 20 feet before reaching the water. A plunge causes no damage, but the victim is subject to drowning. A Search check (DC 15) under the water's surface reveals metal rungs sunk into the wall on the north side. Another Search check (DC 22) above the water's surface reveals cuts in the stone that once held other rungs. Drugila had them removed for two reasons. First, she uses the well to punish the orcs, and didn't want them to be able to climb out. Second, she fears something nasty lives in the murky depths that could climb out to assault her tribe.

Actually, the hole in the floor is not actually a well. It was once an access shaft to a lower level of the castle, before the caldera wall collapsed, submerging part of the ruins. If the PCs wish (and they can breathe water), they can access level 5 (area 5-1) after an 80-foot swim through this shaft.

Liquid Silver: Hidden in one of the smaller casks (Search DC 14) is a stash of 222 sp, generated from the sale of water to the orcs on level 2.

Tactics: If any adventurers penetrate the chamber before the last of the large barrels have been rolled, the orcs abandon the trap, and hide behind the remaining barrels. Using these barrels to provide cover, the orcs begin using crossbows. When the

orcs enter melee, at least one attempts to bull rush a target into the well.

Orcs War1 (4): CR 1/2; Medium humanoid (orc); HD 1d8+1; hp 6 each; Init +0; Spd 20 ft.; AC 14, touch 10, flat-footed 14; Base Atk +1; Grp +4; Atk/Full Atk two-handed morning star +4 melee (1d10+4) or heavy crossbow +1 ranged (1d10/19-20); SA –; SQ darkvision 60 ft., light sensitivity; AL CE; SV Fort +3, Ref +0, Will –2; Str 17, Dex 11, Con 12, Int 8, Wis 7, Cha 6.

Skills and Feats: Listen +1, Spot +1; Alertness.

Possessions: Scale mail, two-handed morningstar, 2d4 gp.

Area 3-11 – Rasthnum Lair (EL 4):

Note: At the location marked "*" on the map, there is a word in Orcish faintly scratched into the floor. It reads, "Danger," with an arrow pointed to the north. The word can be detected with a successful Spot check (DC 15).

When the adventurers approach this area, read or paraphrase the following:

After about 30 feet, the passage widens and the ceiling rises to 20 feet or so. However, the passage also abruptly ends. Without warning, the crash of rock on rock issues from above. Cave in!

Have the first three adventurers in the marching order make Reflex saves (DC 15). Success means they managed to jump back in time to avoid the falling attack described below. Heroes who fail suffer the effects of an unusual attack: Although it appears to be a natural cave in, it's actually an ambush by a pair of strange aberrations called rasthnum.

Tactics: Since the rasthnum were hiding on the 20-foot-high ceiling, their falling damage is 2d6 to any target struck. After this initial ambush, they proceed to attack with spines. If the heroes are forced to flee, the rasthnum do not follow. Instead, they make the arduous climb back up the wall and prepare another ambush. Since the orcs have been avoiding this area, the rasthnum are considering finding a new lair with increased traffic. To decrease competition, they have already kicked the runt out of their lair (see the Wandering Monsters section).

Rasthnum (2): CR 2; Small aberration; HD 2d8; hp 11, 13; Init +0; Spd 30 ft., climb 20 ft.; AC 21, touch 11, flat-footed 21; Base Atk +1; Grp –4; Atk spine +1 melee (1d4-1 plus paralysis) or hurl body +1 melee (1d6 plus 1d6 for each additional 10 feet fallen); SA Hurl body, paralysis; SQ Darkvision 60 ft/; AL N; SV Fort +0, Ref +0, Will +3; Str 8, Dex 10, Con 10, Int 3, Wis 10, Cha 9.

Skills: Climb +9, Hide +15.

SA – Hurl Body (Ex): A rasthnum can fall upon opponents from a lofty perch, inflicting terrible wounds with its spines. This attack causes 1d6 points of damage plus an additional 1d6 points of damage for each additional 10 feet fallen. In addition, a victim struck by a falling rasthnum must save against its paralytic venom (see below). A rasthnum ignores falling damage from the first 50 feet of a fall.

Paralysis (Ex): A rasthnum's venomous spines cause 1d4-1 points of damage plus paralysis for 3d4 rounds unless a successful DC 11 Fortitude is made. For each spine that hits in the same round, an additional Fortitude save at +1 DC is needed to avoid this venom.

(Source: *Monsters of the Endless Dark*, p. 48-49.)

Area 3-12 – Sealed Chamber (EL 4):

Note: A large rock has been positioned here to seal this chamber. A Search check (DC 10) reveals that the rock has been placed here manually, and a successful Strength check (DC 16) can move it. Up to two additional heroes can attempt to aid with the latter task.

When the party enters this area, read or paraphrase the following:

This chamber is quite large, being at least 80 feet long and 40 feet wide, and its walls glisten with moisture. The air is humid, with a sweet fragrance of flowers or mildew that tingles your senses. The southwestern two-thirds of the room are covered by a placid pool of water. The water is clear and appears refreshing. The ceiling is perhaps 25 feet high and lined with numerous moist stalactites. A faint dripping can be discerned along with what sounds like the soft soothing whispering words of a gentle feminine song.

The orcs broke into this natural cavern while mining. Soon after, they enjoyed the room as a swimming hole for months. Then, several orcs went missing, and others spun wild tales about an enchanting water maiden that serenaded them with bewitching tunes. Drugila heard enough, and ordered the chamber be sealed, in turn nearly sealing the fate of the fey currently trapped in this cavern.

The water is clear and chilly. It's about 5 feet deep next to the ledge, and gradually increases to about 20 feet deep as one travels to the southwest. The water is abundant with small cave fish and crustaceans, as well as slimy brown algae. Along the west wall, located about 10 feet below the water's surface (Search DC 15 to locate), is a 2-foot-diameter passage that leads to area 3-13.

A few weeks ago, an adventurous nixie sorcerer named Nemoura was exploring the flooded lower ruins of Castle Whiterock (level 5). She discovered a passage and followed it to area 3-13. After a brief encounter with the resident savage monstrous crayfish, she fled down the southeast passage, which was too small for the hungry vermin to follow. She arrived in area 3-12, exhausted and wounded, but there seemed to be no other way out. The massive predator blocked the only apparent exit. Soon after, though, the orcs broke into the cavern, and began using the lake as a swimming hole. Understanding the caves beyond must be crawling with orcs, she *charmed* several of them and sent them to defeat the crayfish. The hapless orcs, most of them unable to swim or effectively wield weapons underwater, were quickly eaten by the crayfish. Before Nemoura had a chance to alter her plan, the orcs sealed the chamber with a massive rock. Unable to move the rock due to her lack of strength, and fearful of the crayfish, she has remained trapped here ever since. She has survived by eating fish, algae, and the occasional crustacean, but she is getting desperate to escape.

When the heroes arrive, Nemoura, a 2-foot-tall elf-like humanoid with green skin, dark green hair, and silver eyes, begs them to help. She explains her dire situation, providing nauseating details about the crayfish. She can describe the passage to area 3-13, and rough details on area 3-13, including the location of the ledge in that room. She offers to cast *water breathing* on up to two adventurers (thanks to her feat), but can provide no other assistance. She is at the mercy of the heroes. However, if they decide not to help her, consult Tactics below.

A Water Queen's Ransom: If the adventurers ask for a reward, Nemoura offers her only possession: a pink coral ring set with three pure white pearls, one larger than the next. The ring is carved in an intricate swirling pattern inlaid with platinum, and appears to be worth 500 gp. It radiates faint transmutation magic, but she has never discovered its ability (because she already breathes water). The ring functions as a *ring of water breathing*, although it is actually an intelligent ring of water elemental command named *Aquil'iya*. Show the players handout D. See Appendix E for details on this unique and powerful magic item. If the heroes don't ask for a reward but assist with defeating the crayfish out of kindness, she gives them the "worthless" ring anyway.

Tactics: If the adventurers attack Nemoura, or refuse to assist her, she attempts to charm as many of them as she can while avoiding melee. She casts *water breathing* on a fighter-type, and commands all *charmed* PCs (via a *message* spell) to proceed

to area 3-13 and attack the savage monstrous crayfish. She watches the fight from a safe distance, casting *flare* at the crayfish as appropriate. If the heroes appear to be overmatched, she uses a full-round action to attempt to withdraw to level 5.

Nemoura Shimmerscale, female nixie Sor3: CR 4; Small fey (aquatic); HD 1d6+2 plus 3d4+6; hp 18; Init +5; Spd 20 ft., swim 30 ft.; AC 16, touch 16, flat-footed 11; Base Atk +1; Grp –5; Atk/Full Atk masterwork dagger +8 melee (1d4-2/19-20); SA *Charm person*; SQ Amphibious, damage reduction 5/cold iron, low light vision, spell resistance 16, *water breathing* (2/day, as a 12th-level caster), wild empathy +12; AL N; SV Fort +1, Ref +6, Will +7; Str 6, Dex 20, Con 14, Int 16, Wis 12, Cha 23.

Skills and Feats: Appraise +3 (+5 cloth, textiles), Bluff +13, Concentration +5, Craft (weaving) +10, Diplomacy +8, Disguise +6 (+8 acting), Escape Artist +9, Handle Animal +10, Hide +13*, Intimidate +8, Knowledge (arcana) +6, Listen +5, Perform (sing) +10, Search +7, Sense Motive +5, Spellcraft +6, Spot +5, Swim +6; Dodge, Spell-like Ability Extra Use (*water breathing*), Weapon Finesse.

*Nemoura has a +5 racial bonus to Hide check when in the water.

SA – Charm Person (Sp): 3/day, as a 4th-level caster. Target gets a Will save (DC 17) or is charmed for 24 hours.

Spells Known (6/6, save DC 16 + spell level): 0 – *dancing lights, flare, light, message, resistance*; 1st – *disguise self, protection from evil, silent image.*

Possessions: Dagger, *"ring of water breathing"* (*Aquil'iya*; see Handout D and Appendix E).

Area 3-13 – The Hidden Grotto (EL 4): When the adventurers enter this area, read or paraphrase the following:

This natural cavern is mostly submerged. The ceiling is about 8 feet above the water's surface, and the chamber is a rough oval, perhaps 30 feet by 40 feet in diameter. To the east is a single dry shelf above the water, perhaps 5 feet wide.

A savage monstrous crayfish lairs in this chamber, although it leaves (via the west submerged passage) from time to time to hunt for larger prey. Normally, the aggressive vermin hides near the bottom along the north wall.

The water is about 20 feet deep here. Roughly 15 feet below the water's surface along the west wall is a submerged passage about 7 feet in diameter. It can be discovered with a Search check (DC 10) and leads to the submerged ruins of Castle Whiterock (level 5). The passage meanders to and fro about 110 feet, before exiting in area 5-14. It is large enough for the crayfish to move through with ease.

The rocky shelf is a natural formation and is slick with a coat of slimy algae. Anyone who attempts to move or engage in combat on the ledge must succeed on a Balance check (DC 10) each round. A failed check by 4 or less results in the adventurer falling prone on the ledge, while anyone who fails by 5 or more falls off the ledge and back into the water.

Tactics: The savage monstrous crayfish is a classic lie-in-wait predator, so it begins the encounter hiding on the bottom. It then attempts to attack with a charge, focusing on targets already in the water. It tries to establish a hold on a target to inflict automatic damage each round. With its 10-foot reach, it can attack foes on the ledge while remaining submerged and gaining the benefits of cover. If reduced to 7 hp or less, it flees down the west passage, but not for long. It ambushes the party again in area 5-14, where it will fight to the death.

Savage Large Monstrous Crayfish: CR 4; Large vermin (aquatic); HD 4d8+12; hp 32; Init +1; Spd 20

Sub-Quest: Activating Aquil'iya

As described in Appendix E, Aquil'iya can be awakened by subjecting the ring to the various elemental conditions. After each activation, the ring gains several of its powers, slowly becoming more and more powerful. The adventure includes several methods to activate the ring, or the adventurers could seek their own methods. The key for the GM is to make sure the heroes don't get the full uses of the ring while they are still low level. In addition to the gained powers, the PCs gain experience point awards for activating the ring. These awards are:

1st activation: 100 xp

2nd activation: 200 xp

3rd activation: 400 xp

4th activation: 800 xp

ft., swim 40 ft.; AC 17, touch 10, flat-footed 16; Base Atk +3; Grp +11; Atk claw +6 melee (1d8+4/19-20), Full Atk 2 claws +6 melee (1d8+4/19-20); Space/Reach 10 ft./10ft.; SA Constrict 1d6+3, improved grab; SQ Vermin traits, low-light vision, scent, water dependent; AL N; SV Fort +7, Ref +2, Will +2; Str 18, Dex 12, Con 16, Int –, Wis 12, Cha 2.

Skills and Feats: Hide +1, Listen +3, Spot +13, Swim +13; Alertness

SA – Constrict (Ex): On a successful grapple check, a monstrous crayfish deals 1d8+4 points of damage.

Improved Grab (Ex): To use this ability, a monstrous crayfish must hit with a claw attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

SQ – Water Dependant (Ex): A monstrous crayfish can survive out of the water for 1 hour per 2 points of Constitution (after that, refer to the drowning rules in the DMG.

(Source: *Tome of Horrors Revised* (p. 73) for Monstrous Crayfish and *Deluxe Book of Templates* (p. 69-70) for Savage template.)

Area 3-14 – Green Slime Patch (EL 4): When the party enters this area, read or paraphrase the following:

This passage becomes slightly more humid as you press on to the west. Your light source reflects off a small shiny object on the floor, perhaps 5 feet from the end of the corridor.

The orcs shun this passage, aware of the hazard that lies in wait. The glint detected by the heroes originates from a small piece of blue quartz (worth 50 gp), all that remains of the orcish victim who fell prey to what lurks on the ceiling: a 5-foot patch of green slime. The slime can be detected with a DC 20 Spot or DC 15 Knowledge (dungeoneering) check. It drops on any targets who move close enough to investigate the gem.

A single 5-foot square of green slime deals 1d6 points of Constitution damage per round while it devours flesh. On the first round of contact, the slime can be scraped off a victim (most likely destroying the scraping device), but after that it must be frozen, burned, or cut away (dealing damage to the victim as well). Anything that deals cold or fire damage, sunlight, or a *remove disease* spell destroys a patch of green slime. Against wood or metal, green slime deals 2d6 points of damage per round, ignoring metal's hardness but not that of wood. It does not harm any stone or gems.

Area 3-15 – The Cloud Giant Tower (EL 4): When the party approaches this area, read or paraphrase the following:

The rough-hewn passage opens to reveal a cavern about 30 feet in diameter. The southwest wall is convex and composed of pure white smooth stone, similar to some of the exterior walls of Castle Whiterock. Part of this wall has been hewn with tools creating a 10-foot-wide entrance. Two piles of white stone rubble flank this gaping hole.

Drugila's mining efforts to unearth evidence of her tribe's cloud giant lineage finally paid off when this ruined cloud giant tower was discovered weeks ago. It was part of the cloud castle that was destroyed by a drow invasion against the orcs nearly 700 years ago. The cloud castle lost its buoyancy and crashed into the caldera wall. The crash and subsequent seismic activity buried or destroyed the shattered ruins of the cloud castle over time.

A pair of Drugila's most trusted and powerful orcs guard the entrance to the cloud giant tower. Consult level 3A for full details of that area.

Tactics: The orc barbarians hide just inside the tower wall. On spotting the heroes, one alerts Drugila in area 3A-1 (which takes 2 rounds). Meanwhile, the second orc charges while raging and attacks the intruders with fury, buying his mistress time to prepare. When the first orc returns, he uses the wall as cover and fires his crossbow, targeting any adventurer who is hanging back from the main fight. When he enters melee, he too rages.

Orc Bbn2 (2): CR 2; Medium humanoid (orc); HD 2d12+4; hp 24 each; Init +1; Spd 40 ft.; AC 15, touch 11, flat-footed 15; Base Atk +2; Grp +6; Atk/Full Atk great morningstar +7 melee (1d12+6) or heavy crossbow +3 ranged (1d10/19-20); SA Rage 1/day; SQ Darkvision 60 ft., fast movement, illiteracy, light sensitivity, uncanny dodge; AL CE; SV Fort +5, Ref +1, Will +0; Str 19, Dex 13, Con 14,

Continuing the Adventure

There are several mine shafts on Map 4 that are blocked with rubble, representing cave-ins from shoddy mining efforts or piles of discarded tailings. If the GM desires to expand this level of the dungeon, these locations are ideal for creating encounters with vermin, darkmantles, oozes, and even more rasthnum.

Int 8, Wis 10, Cha 6.

Skills and Feats: Climb +3, Intimidate +3, Listen +5, Spot +2; Weapon Focus (great morningstar).

SA – Rage (Ex): Once per day, an orc barbarian can enter a state of fierce rage that last for 7 rounds. The following changes are in effect as long as he rages: AC 13 (touch 9, flat-footed 13); hp 28; Atk/Full Atk great morningstar +9 melee (1d12+9); SV Fort +7, Will +2; Str 22, Con 18; Climb +5. At the end of his rage, the orc barbarian is fatigued for the duration of the encounter.

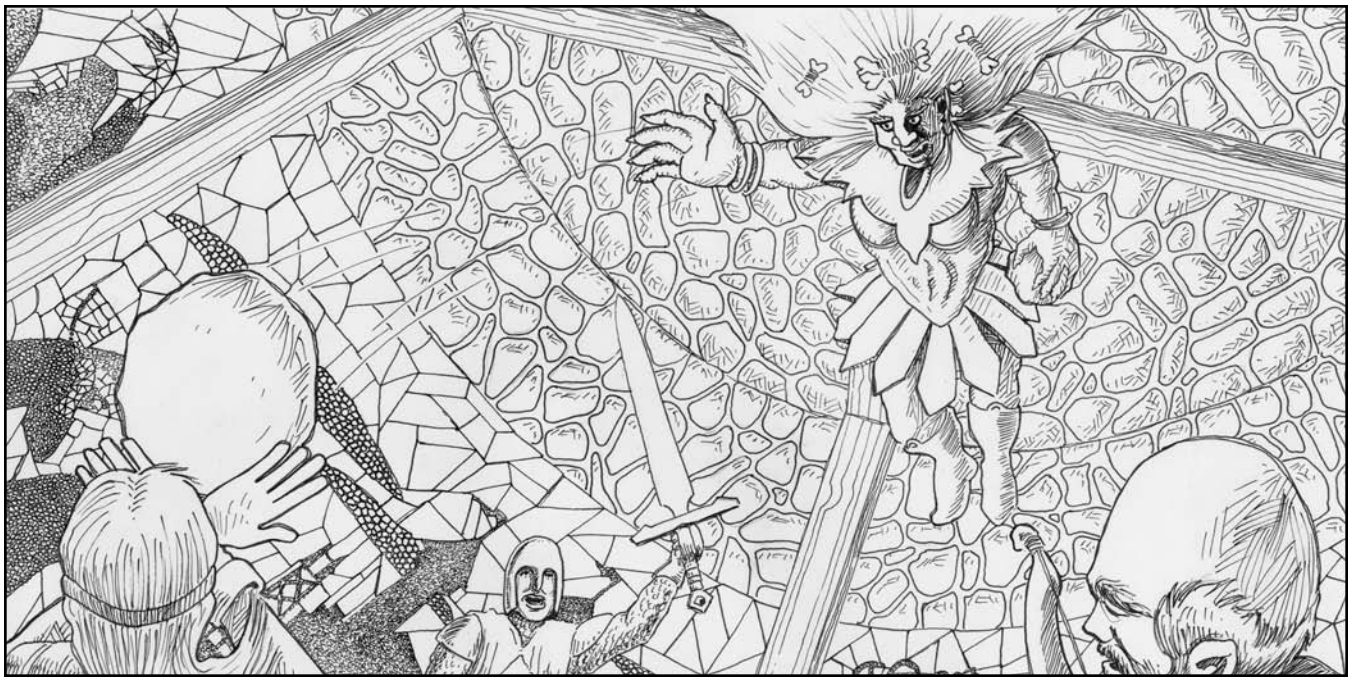
Possessions: Chain shirt, great morningstar, heavy crossbow with 10 bolts, 4d6 gp.

Bonus Rewards

Objectives	**Experience Points**
Locate the secret compartment (and the words to activate the *White Roc*) in area 3-6	100
Locate the secret door to access level 4 in area 3-7	50
Not alerting the orcs in area 3-10 (and thus avoiding the barrel trap)	100
Locating the rungs in the well, and using that route to access level 5	100
Willingly assisting Nemoura to defeat the savage monstrous crayfish	100
Receiving the *ring of water elemental command* as a gift	50
Using the *ring of water elemental command* in the battle against the crayfish	25
Total possible bonus points per group	**525**

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 3A:
THE RUINS OF THE CLOUD GIANT TOWER



Level Summary

During the climatic battle between the original members of the White Roc orcs and their cloud giant allies against the drow, the cloud castle that hovered over Castle Whiterock was destroyed. The ensuing destruction caused parts of the castle to make landfall, either in the caldera lake or, in the case of this tower, into Castle Whiterock proper. Drugila and her tribe have discovered this once-buried structure and plundered it. The giant-touched orc now resides in the tower, trying to determine her next course of action, since the *White Roc figurine of wondrous power* was not located there.

Game Master's Section

Encounter Table

Loc	Pg	Type	Encounter	EL
3A-1	75	C	*Drugila*, female giant-touched orc Adp6	6
3A-3	76	C	Cloud giant skeleton (damaged)	5

Scaling Information

This level of the dungeon is designed for 4-6 characters of 3rd level, but can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or less than 3rd level): Remove one adept level from Drugila. Convert the cloud giant skeleton in area 3A-3 to a juvenile, which reduces its size to Large and makes this an EL 3 encounter.

Stronger parties (7 or more characters, or higher than 3rd level): Add another adept level to Drugila, and give her a *wand of monster summoning II* (18 charges). Give the cloud giant skeleton a huge morningstar and throwing rocks, and make its second arm functional, returning it to a CR 7 creature.

Background Story

Drugila, the leader of the White Roc orcs, discovered the ruins of this tower a few weeks ago. Since then, she has spent all of her waking time searching the edifice and restoring the tower. She seeks the *White Roc fig-*

urine of wondrous power, a relic once worshiped by the original White Roc Tribe. Plagued by visions of this relic, she believes she has been called by some deity to locate it and use it to unite nearby feuding orc tribes into one cohesive army. Recently, however, many of the orcs she led to this site backed another leader, as they were reluctant to follow a female, especially one who preached nontraditional ways. This and other factors led to Drugila's tribe splitting into two factions: the White Talon Tribe (residing on level 2), and her followers, the Tribe of the White Roc.

Her search has revealed a few interesting items, including several huge-sized weapons (such as the one used in the trap in area 3-1, and her own masterwork weapon), the cloud giant skeleton (which she raised into a formidable guardian), and the command words for what she assumes is the *White Roc*. However, these minor items will not bolster the faltering morale of the remaining loyal orcs. When the heroes arrive, she is contemplating her next move.

Unknown to Drugila, the *White Roc* is nowhere near this ruined tower. It was lost during the battle with the drow, and now can be found on level 13 (in area 13-8, to be exact).

Getting Captured

Drugila is not interested in taking prisoners on this level. She and her animated cloud giant skeleton strike with lethal blows until defeated.

Tracking

The interior of the tower has been meticulously cleaned by Drugila and her orcs. As such, tracking attempts reveal no evidence of creature movement.

Interrogation

There are no opportunities for interrogation on this level. The cloud giant is an undead creature, and Drugila is not interested in talking to the adventurers. She views them as another obstacle in her quest to locate the *White Roc*.

Wandering Monsters

There are no wandering monsters on this level.

Areas of the Map

Consult Map 5 for the layout of the ruined cloud giant castle. The walls of the cloud giant tower are of pure white stone that is magically augmented to have superior strength yet weigh relatively little. The interior of the tower is sized for a cloud giant, which is typically about 18 feet tall. Therefore, all furnishings and features (such as steps and doors) are roughly three times the size of the human equivalent.

The entire tower is leaning to the southwest approximately 30 degrees, so all interior floors are sloped at the same angle. Normal movement is possible, but combat or running across the sloped floor requires a Balance check (DC 10). Failure means the person falls prone (if in combat) or loses all movement for the round (in the case of running).

Augmented Reinforced White Rock Wall: 3 ft. thick, hardness 12, hp 120 (per 10-foot-by-10-foot section), Break DC 50, Climb DC 22. Radiates faint transmutation magic and weighs half as much as normal stone.

Area 3A-1 – Lower Level (EL 6): When the party enters this area, read or paraphrase the following:

> *Peering through the gaping hole, you see the interior of a tower, about 50 feet in diameter. The floor is sloped steeply to the southwest and composed of smooth flagstones. In the southwest wall is a stout iron door. To the northwest, a ladder leads up to an immense trapdoor set into the ceiling, 40 feet overhead. The walls are covered with fanciful mosaics.*

This is the entry level of the cloud giant tower. Keep in mind the effects of the sloped floor, as combat is likely to occur here. The iron door is about 12 feet wide and 22 feet high, and it requires a Strength check (DC 18) just to open the massive portal; however, only a rock wall is behind it.

Immense Iron Door: 12 inches thick; hardness 10; 360 hp; Break DC 38 (stuck).

The mosaics on the interior walls have recently been restored and cleaned. The first ones depict scenes of the cloud giants assisting the orcs in the recapture of Castle Whiterock, although the castle itself appears smaller and of poor construction, lacking the trademark white walls. Next they depict the cloud giants assisting with the renovations of Castle Whiterock, including the construction of the impressive white outer walls and additions of massive ballistae. The final scenes depict the cloud giants supporting orcish raids on nearby settlements across the countryside.

Drugila spends most of her time here, in prayer, tending to the mosaics, or searching for clues about the *White Roc*. She appears to be a 10-foot-tall orc with light blue skin and long flowing white hair held in place with several bones. Her breastplate proudly displays the outstretched wings of a white roc in flight. She briefly confronts the heroes in this room before fleeing to area 3A-2 to make a stand.

Tactics: While the orc barbarians attack the adventurers in area 3-15, Drugila gathers a few throwing rocks (debris from the shattered wall) and casts *levitate*. She hovers above the floor out of reach of the heroes, and tosses rocks at them for a few rounds (assume she has three rocks). Next she casts *scorching ray* at a heavily armored foe, before dropping a *darkness* spell and fleeing through the trapdoor in the ceiling.

Drugila, female giant-touched orc Adp6: CR 6; Large giant; HD 6d6+21; hp 45; Init +1; Spd 30 ft.; AC 17, touch 10, flat-footed 16; Base Atk +3; Grp +14; Atk/Full Atk masterwork gargantuan morningstar +10 melee (3d6+10) or rock +3 ranged (1d8+7); Space/Reach 10 ft./10 ft.; SA Rock throwing (range increment 50 ft.), oversized weapon, spell-like ability (*levitate* 3/day, as a 6th-level caster); SQ Darkvision 60 ft., low-light vision, light sensitivity; AL NE; SV Fort +5, Ref +3, Will +8; Str 24, Dex 12, Con 16, Int 10, Wis 16, Cha 14.

Skills and Feats: Concentration +10, Heal +5, Intimidate +7, Spellcraft +4; Diehard, Endurance, Toughness.

SA – Oversized Weapon (Ex): Drugila's giant heritage allows her to wield a weapon sized for a Huge creature at no penalty.

Spells Prepared (3/3/2; DC 13 + spell level): 0 – *cure minor wounds, detect magic, read magic*; 1st – *burning hands, cause fear, obscuring mist*; 2nd – *darkness, scorching ray*.

Possessions: Breastplate, masterwork gargantuan morningstar, *pearl of power* (1st level), *scroll of cure moderate wounds* (2), keys to the chest in area 3-6 and the door in area 3-7.

Area 3A-2 – The Grand Spiral: When the adventurers approach this area, read or paraphrase the following:

> *Passing through the trapdoor, you are greeted by a cavernous shaft, at least 200 feet high. The floor is sloped here as well, and a stone staircase winds around the wall to the far reaches of the ceiling. The room is dimly lit by torches affixed to the walls in makeshift sconces. Mosaics cover these walls as well, but the representations are life-sized.*

The staircase provides access to another trapdoor in the ceiling, a full 220 feet overhead. It requires a Climb check (DC 10) to traverse these steps due to the scale and the pitch of the entire tower.

The mosaics all detail a majestic cloud giant warrior wielding a massive morningstar and adorned with an iron crown. In each scene, he leads the orcs into a battle against a myriad of foes. A successful Spot check (DC 10) reveals a common theme in these scenes: the presence of a pale white bird of prey. However, the depicted bird is displayed in several scales. For example, in one scene, the bird is eagle-sized and perched on the cloud giant's shoulder. In another scene, the bird is the size of a horse and is tearing through the ranks of an elven army. And in another scene, the bird is a massive creature, serving the cloud giant as a mount. These mosaics are clues to the abilities of the *White Roc figurine of wondrous power*.

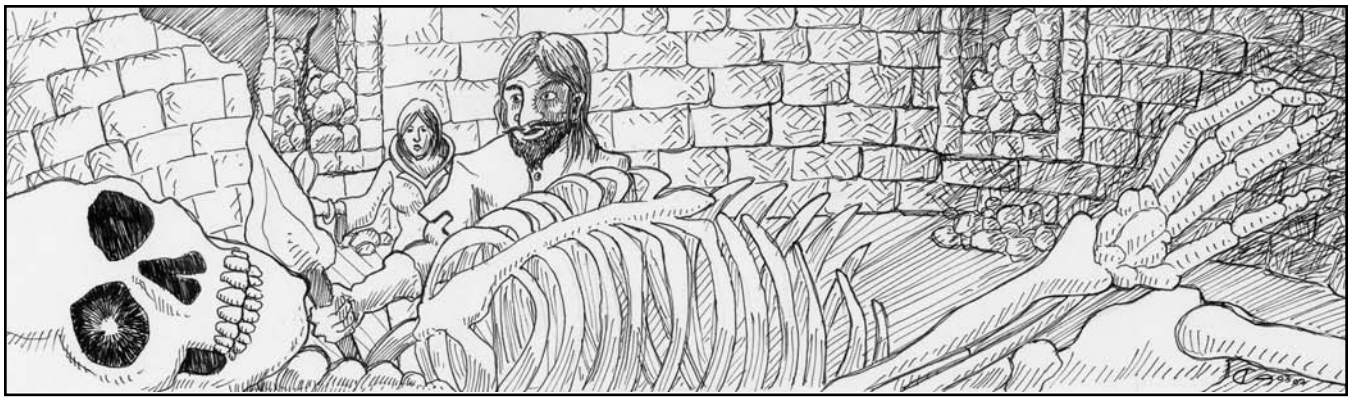
Tactics: If Drugila escaped the heroes in area 3A-1, she is in this chamber, preparing to make her final stand. She *levitates* out of reach, and casts *protection from good* and *obscuring mist*, before the heroes arrive. Next, she casts *cause fear* on an adventurer climbing the steps, hoping to induce a fleeing person to fall. She reserves *burning hands* for an obvious wizard-type, and uses her *pearl of power* to cast it again. When she runs out of spells (or the duration of her *levitate* ends), she enters melee with her morningstar.

Area 3A-3 – The New Temple (EL 5): Read or paraphrase the following:

> *The spiral staircase ends at a chamber with a domed ceiling, situated about 30 feet off the floor. Eight huge arrow slits ring the chamber, but each is clogged with rocky debris. Along the north wall is a stone altar with a prayer rug unrolled in front of it. Sprawled over the altar is a silk banner displaying a white bird of prey in a dive. Nestled in the folds of this banner is an iron crown, sized for a very large head. Lying along the west wall are the carefully reassembled bones of a 20-foot-tall humanoid. The skeleton is battered. Numerous bones are cracked or missing, including the entire left arm.*

Show the players handout F. The banner shows the symbol of the White Roc orcs. This room is kept meticulously clean by Drugila and her orcs. The chamber was previously a defensive guard tower, but since its rediscovery, Drugila has converted it to a shrine.

The skeleton is all that remains of a cloud giant discovered in the tower. Drugila reassembled as much of it as she could, then used her last scroll of *ani-*



mate dead to create a loyal skeleton to guard her shrine. Since the skeleton lacks two arms, Drugila removed its huge morningstar, and used it to fashion the trap in area 3-1. It is also subject to the effects of the sloped floor, and combined with its damaged condition, this is only considered an EL 5 encounter.

Tactics: The skeleton has orders to attack all non-orcs who enter this room. On the round after the heroes enter, it slowly gets up and prepares to mindlessly attack with its remaining functional clawed hand. It attempts to remain stationary for the duration of the fight, relying on its 15-foot reach to bash foes.

Altar Accoutrements: The iron crown is sized for a cloud giant, and worth 100 gp as a curiosity. The silk banner would fetch 250 gp.

Cloud Giant Skeleton (damaged): Huge undead; CR 5; HD 17d12; hp 65 (due to poor condition); Init +6; Spd 50 ft.; AC 13, touch 10, flat-footed 11; Base Atk +8; Grp +28; Atk claw +18 melee (1d8+12); Full Atk 2 claws +18 melee (1d8+12); Space/Reach 15 ft./15ft.; SA –; SQ Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, oversized weapon, undead traits; AL NE; SV Fort +5, Ref +7, Will +10; Str 35, Dex 15, Con –, Int –, Wis 10, Cha 1.

Skills and Feats: Improved Initiative.

Bonus Rewards

Objectives . . . . . .Experience Points

Prevent Drugila from escaping in area 3A-1 50

Discern the importance of the white roc depicted in the mosaics in area 3A-2 150

Force the cloud giant skeleton to move during combat, possibly falling 50

Total possible bonus points per group 250

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 4:
BETWEEN A (WHITE) ROCK AND A HARD PLACE

Level Summary

As the adventurers delve deeper under Castle Whiterock, the carved passages become more natural caverns. This is the first such set of natural caverns, inhabited by a primitive band of troglodytes. The great red dragon Benthosruthsa invested years of effort, including siring a half-dragon, to make them his thralls, but his untimely defeat has thrown their primitive culture into chaos. The half-dragon leader, now insane as his god no longer talks to him, desperately clings to the hope that his god will return and his people will be spared the blade from enemies that lurk on the levels above and below. Yet these caves also hold a gnomish secret, as well.

Game Master's Section

Scaling Information

This level of the dungeon is designed for 4-6 characters of 4th level, but it can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or less than 4th level): Reduce the number of piercers in area 4-1 to 10. Remove two cave morays from area 4-9. Remove two levels from all troglodyte NPCs and convert Cinderalis to a wyrmling red dragon. Adjust the Spider Mother to an advanced Large monstrous spider (with +2 HD).

Stronger parties (7 or more characters, or higher than 4th level): Replace the advanced piercers with advanced (3 HD) darkmantles in area 4-1. Add spikes to the pits in area 4-2 and increase the Search DC by 3. Add one more level to each troglodyte. Convert Cinderalis to a young red dragon, and remove his cage. If the heroes slay the Spider Mother, her body releases her brood (three spider swarms), which hungrily attack.

Recurring Troglodyte Traits

Unless otherwise noted, all creatures marked as troglodytes have the same racial traits, described below. Any variations in the DCs or the like are noted in individual stat blocks.

Stench (Ex): All living creatures (except troglodytes) within 30 feet of an angry or frightened troglodyte must succeed on a DC 13 Fortitude save or become sick-

ened for 10 rounds. Any creature that successfully saves is immune to the effect for 24 hours. Immunities and resistances to poison apply to this saving throw, as do spells that affect poison.

Troglodytes receive a +4 racial bonus to Hide checks. In underground or rocky areas, such as the depths of Castle Whiterock, this bonus increases to +8. The bonus is already factored into their stats.

Background Story

Troglodytes, primitive reptilian humanoids, have long inhabited the caverns under Castle Whiterock, ever since the departure of the Company of the Black Osprey. For many years, that particular band of troglodytes always managed to survive clashes with other humanoids from above and below this level. They worshiped a strange god, fashioned after a massive chunk of amethyst shaped like a twisted, toad-like fiend. Although their fictitious god never granted them spells, the toadfiend Bobugbubilz took a casual interest in the troglodytes.

However, decades ago, the great red dragon Benthosruthsa decided he should have thralls to serve his needs. Aware of the draconic-like troglodytes living in the caverns above his, Benthos determined to make them his own. First, he sired a half-dragon half-troglodyte (named Benthoc, after himself of course) to become their new leader. When he came of age, Benthoc slew the tribe's "spiritual" leader, and cast aside the worship of the uncaring toadfiend. The red dragon had his lamia consort use magic to create a shaft hundreds of feet deep that led to his cavern (this is the rough-hewn pit in front of the statue in area 4-13). Illuminated by the hellish glow of Benthos' lair, the troglodytes, now led by the dragon-touched Benthoc, began worshipping the dragon as a god. The transition became complete when the body of the old leader and the amethyst idol were cast into the pit. Yet Bobugbubilz took note of these events.

At his father's behest, Benthoc became a cleric in the service of Marandracotha, an evil goddess of dragons. However, he convinced the other simple-minded troglodytes his goddess laired down below, and punishment would be swift for those who did not fall into line. They offered tribute in the form of slaves and treasure, tossing them into the pit during elaborate services.

But a few years ago, everything changed. When the black dragon Silhouette attacked Benthos, the pit was sealed during the battle and the hellish glow snuffed out. Try as they might, the troglodytes could no longer deliver tribute to their goddess. Panic ensued as many believed their goddess had forsaken them, or worse. Perhaps the toadfiend was back for revenge! Even Benthoc panicked, and although he still received his daily spells via prayer, he lacked the soothing whispers of his father. Gradually, he has slipped into insanity, and has begun to neglect his duties as leader. The orcs above sense the troglodytes' leaderless plight and now harvest them for their scent-producing glands. And the arrival of the more advanced mountain troglodytes (on level 6) and their toadspawn leader gives credence to the theory that the toadfiend craves revenge. Thus the numbers of troglodytes have dwindled to less than a fifth of what they once were.

Encounter Table

Loc	Pg	Type	Encounter	EL
4-1	81	C	20 advanced piercers	5
4-2	82	T	3 camouflaged pit traps	3
4-4	82	P/C	*Aeraelith*, invisible stalker	4
4-5	84	C	3 troglodytes	4
4-6	84	C	Noncombatant troglodytes	–
4-7	85	C	Noncombatant troglodytes	–
4-9	85	C	6 cave morays	2
4-10	86	C	*Grizzlisk*, male troglodyte Ftr4	5
4-11	86	C/T	4 troglodytes War2 Net trap	5
4-12	87	C	6 troglodytes War2	6
4-13	88	C	*Benthoc*, half-red dragon/ troglodyte Clr6 6 troglodyte zombies	9
4-14	89	C	*Cinderalis,* male very young red dragon	5
4-15	90	C	*The Spider Mother*, Huge monstrous spider	5

Getting Captured

The troglodytes on this level are not very interested in capturing the adventurers. In all combats, lethal tactics are used. Should some or all of the heroes be rendered unconscious, they are stripped of their valuables and placed in the larder, to cure. After a few days, the troglodytes dine on their flesh, although one adventurer might be saved for the Spider Mother in area 4-15. Benthoc is the one exception. Any heroes he manages to capture are stripped of all valuables (which are added to Cinderalis' hoard in area 4-14) and are tied up (Escape Artist DC 20 to escape). After about a day, Benthoc performs an elaborate ceremony in area 4-13, in a delusional attempt to reawaken his god. The cere-

mony culminates in the heroes being tossed down the shaft to their death. After a few more days (with no signs from his god), the bodies are retrieved and fed to the Spider Mother in area 4-15.

Tracking

Locating tracks on this level is easy, due to the heavy traffic. The troglodytes shun footwear, so most tracks are Medium-sized reptilian-clawed feet, usually traveling in small groups. No Survival checks are needed to discern the above information. However, a few areas do contain other tracks, as detailed below:

- A Survival check (DC 22) in area 4-2 reveals the corridor has not been used in some time. As a matter of fact, a Survival check (DC 12) in area 4-3 reveals heavy troglodyte movement.
- The skeletal wyrmlings that patrol the caverns leave distinct (fleshless) claw tracks that are slightly longer and thinner than the troglodytes'. They often drag their tails, leaving suitable marks. These facts can be discerned with a Survival check (DC 15) in any area save 4-2, 4-4, or 4-9.
- Area 4-4 and the corridor leading to it are devoid of tracks.
- In area 4-9, a Survival check (DC 18) reveals infrequent travel. A Survival check (DC 24) can be used to gain a hint to the secret route through the warrens. In this case, the adventurers gain a +4 circumstance bonus to all Search checks to locate the hidden doors.

Interrogation

All troglodytes on this level start out at as hostile. If the heroes can communicate in Draconic, and can alter their disposition to friendly via Diplomacy or Intimidation checks, the following information can be gleaned:

- The layout of the cave system, including rough numbers in the tribe
- The location of their leader (area 4-13), with strong hints that he is just a bit crazy
- The secret passage around the pit traps (area 4-3)
- The safe route to level 6, through the cave moray lairs

Benthoc can't be reasoned with at this stage. His insanity is too deeply rooted for the heroes to gain any useful information. The same goes for Grizzlisk: No matter how far Benthoc's mind has slipped, he remains loyal. He would rather die than betray his once-great leader.

Wandering Monsters

For every half-hour that the adventurers explore, there is only a 10% chance (1-2 on a d20) that they encounter a wandering monster. This chance increases to 15% (1-3 on a d20) if they make excessive noise. If an encounter is called for, roll 1d8 and consult the following table. Be sure to deduct any creatures slain in these encounters from the appropriate area. If an encounter is called for, be sure to deduct the creatures from the appropriate encounter area.

1d8	Encounter
1	Troglodyte daycare (1 female and 3 young troglodytes, EL 1)
2-4	On patrol (2 troglodytes, EL 3)
5-7	Undead patrol (skeletal wyrmling, EL 4)
8	Wayward ants (2 stonebore ants, EL 4)

The following statistics blocks are provided for easy reference for the Game Master.

Troglodyte Daycare: Tending to aggressive young adult trogs all day can be stressful. So this female has gathered a few high-energy youths and is marching them about the caverns in an attempt to wear them out, priming them for a good long nap. The attempt is destined for failure. When encountered, the female stands between the heroes and the young and gets a +2 circumstance bonus to all to attack and damage rolls while protecting her charges.

Female Troglodyte: CR 1/2; Medium humanoid (reptilian); HD 2d8+2; hp 9; Init –1; Spd 30 ft.; AC 15, touch 9, flat-footed 15; Base Atk +1; Grp +0; Atk claw +0 melee (1d4-1); Full Atk 2 claws +0 melee (1d4-1) and bite –2 melee (1d4-1); SA Stench; SQ Darkvision 90 ft.; AL CE; SV Fort +4, Ref –1, Will +0; Str 8, Dex 9, Con 12, Int 8, Wis 10, Cha 10.

Skills and Feats: Hide +9, Listen +3; Multiattack, Weapon Focus (javelin).

Young Troglodyte (3): CR 1/2; Medium humanoid (reptilian); HD 2d8+2; hp 9 each; Init –1; Spd 30 ft.; AC 15, touch 9, flat-footed 15; Base Atk +1; Grp +0; Atk claw +0 melee (1d4-1); Full Atk 2 claws +0 melee (1d4-1) and bite –2 melee (1d4-1); SA Stench; SQ Darkvision 90 ft.; AL CE; SV Fort +4, Ref –1, Will +0; Str 8, Dex 9, Con 12, Int 8, Wis 10, Cha 10.

Skills and Feats: Hide +9, Listen +3; Multiattack, Weapon Focus (javelin).

On Patrol: These two low-ranking trogs are either out on an errand or performing a quick patrol. The cavern system is not heavily patrolled (due to the undead; see below), but occasionally trogs are out and about tending to some task. These brutes are from area 4-5, and if defeated, the numbers in one of those locations should be adjusted accordingly.

Troglodytes (2): CR 1; Medium humanoid (reptilian); HD 2d8+4; hp 14 each; Init –1; Spd 30 ft.; AC 15, touch 9, flat-footed 15; Base Atk +1; Grp +1; Atk club +1 melee (1d6) or claw +1 melee (1d4) or javelin +1 ranged (1d6); Full Atk club +1 melee (1d6) and claw –1 melee (1d4) and bite –1 melee (1d4) or 2 claws +1 melee (1d4) and bite –1 melee (1d4) or javelin +1 ranged (1d6); SA Stench; SQ Darkvision 90 ft.; AL CE; SV Fort +5, Ref –1, Will +0; Str 10, Dex 9, Con 14, Int 8, Wis 10, Cha 10.

Skills and Feats: Hide +9, Listen +3; Multiattack, Weapon Focus (javelin)

Possessions: Club, 3 javelins, personal trinkets (worth 1d4x5 gp).

Undead Patrol: Benthos actually stole a clutch of three dragon eggs and gave them to Benthoc to nurture. Two ended up dying shortly after they hatched. Still Benthoc eventually found a use for their skeletal remains. He animated both of them, and commanded them to patrol these caverns and attack all non-troglodytes. He has since created more undead (in area 4-13), so he no longer has control over these skeletons. Therefore, they continue to follow their last order. There are two skeletal wyrmlings, but they are never encountered together.

Skeletal Wyrmling: CR 4; Medium undead; HD 8d12; hp 50 each; Init +5; Spd 60 ft.; AC 13, touch 11, flat-footed 12; Base Atk +4; Grp +8; Atk bite +8 melee (1d8+4) or claw +8 melee (1d4+4); Full Atk bite +8 melee (1d8+4) and 2 claws +3 melee (1d4+2); SQ Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, low-light vision, undead traits; AL NE; SV Fort +2, Ref +3, Will +6; Str 18, Dex 12, Con –, Int –, Wis 10, Cha 1.

Skills and Feat: Improved Initiative.

Wayward Ants: A pair of soldier stonebore ants from level 6 has managed to get lost on this level, and now wander about the cave moray warrens. The disoriented vermin attack on sight. (If this encounter occurs somewhere else in the caves, roll again.)

Soldier Stonebore Ants (2): CR 2; Medium vermin; HD 4d8+4; hp 24 each; Init +0; Spd 30 ft., climb 20 ft.; AC 18, touch 10, flat-footed 18; Base Atk +3; Grp +5; Atk/Full Atk bite +5 melee (1d8+3); SA –; SQ Darkvision 60 ft, scent, stalwart 2, vermin traits; AL N; SV Fort +5, Ref +1, Will +1; Str 14, Dex 10, Con 13, Int –, Wis 10, Cha 8.

Skills and Feats: Climb +10; Survival +0*; Improved Natural Attack (bite), Track.

*Stonebore ants have a +4 racial bonus to Survival checks when tracking by scent.

SQ – Stalwart 2 (Ex): A soldier stonebore ant can shrug off any attack that inflicts two or less points of damage to it. Attacks that inflict more than two points of damage deal their full amount.

Areas of the Map

Map 6 depicts these upper caverns of Castle Whiterock, currently settled by a tribe of troglodytes. Unless noted in the text, ceilings are about 8 feet high in corridors and vary in caverns. Created by water erosion, the passages are considered unworked rock. In general, there are no doors on this level, but the troglodytes here sealed certain chambers with large rocks. It requires a successful Search check (DC 14) to discern these "doors" from rocky walls.

Rock "Door": 3 ft. thick, hardness 8, hp 540, Break DC 45, Open Lock DC (Strength check) 15.

Unworked Stone: 5 ft. thick (at least), hardness 8, hp 900 (per 10-foot-by-10-foot section), Break DC 65, Climb DC 20.

Area 4-1 – Piercer Trap (EL 5): Read or paraphrase the following:

> *The winding stone staircase ends in a damp cavern at least 60 feet in diameter. The ceiling is about 20 feet overhead and covered with stalactites, constantly dripping condensed moisture. The floor seems unusually clear of debris and appears level. Numerous one-foot-high piles of rock are scattered about randomly, each sporting a bit of phosphorescent lichen.*

Note: The exact location of the rock piles are important (and are indicated by the corners of the two dotted squares on the map). It is highly recommended that the GM utilize a battlemap or other device to accurately depict these to the players.

The troglodytes on this level have designed a cunning trap to foil interlopers from the level above. A group of 20 advanced piercers inhabit the ceiling, but over the years, the troglodytes have learned to limit their location by tossing food into specific corners, essentially herding the piercers. The troglodytes use the small rock piles with phosphorescent lichen to mark these dangerous zones so they don't blunder into them. Now and then, these locations are moved, to keep interlopers honest. If the adventurers avoid these drop zones, it's safe to pass through the chamber, but only if one makes haste. The piercers can move 5 feet per round, so if the heroes linger, a few of the vermin might position themselves for a drop.

Tactics: Spotting a piercer requires a successful Spot check verses the piercer's Hide check. Anyone who enters one of the 5-foot squares depicted within the dotted lines (between the rock piles) on Map 6 is subject to attack. Assume there are two piercers per 5-foot square, although after the initial attack, additional piercers move into position to drop next round.

Advanced Piercers (20): CR 1/3; Small vermin; HD 2d8+2; hp 12 each; Init –4; Spd 5 ft., climb 5 ft.; AC 14, touch 6, flat-footed 14; Base Atk +1; Grp –1; Atk/Full Atk pierce (see below); SA Pierce; SQ Darkvision 120 ft., vermin traits; AL N; SV Fort +3, Ref –4, Will +0; Str 14, Dex 2, Con 12, Int –, Wis 10, Cha 9.

Skills: Climb +10, Hide +4*, Listen +8, Spot +8.

*Piercers have an additional +15 racial bonus to Hide checks when concealed against a background of stone.

SA – Acid (Ex): A piercer on the ground is easily dispatched, though touching or attacking it unarmed or with natural weapons causes it to secrete an acid that deals 1d4 points of acid damage to the opponent each time one of its attacks hits.

Pierce (Ex): When a living creature stands in a square directly below a piercer, it drops and attempts to impale the unsuspecting foe. The creature can make a DC 15 Reflex save to avoid the piercer's attack. If the save fails, the target sustains 2d6 points of piercing damage. If the save succeeds, the piercer misses its target and may not attack again until it climbs back into position. (Piercers move 5 feet per round).

(Source: *Tome of Horrors (Revised),* p. 420.)

Area 4-2 – Trapped Corridor (EL 3): Read or paraphrase the following:

This natural passage is roughly 10 feet wide and gently slopes down to the southeast. It is very damp and musty.

The troglodytes have trapped this corridor, which leads to area 4-6, the main living chamber. As depicted on the map, three pits are present, covered with a thin layer of webs (harvested from the Spider Mother in area 4-15). The web is coated with fine scree and requires a successful Spot check (DC 20) to notice. Each pit is 10 feet deep. If the heroes trigger any of these traps, grant the troglodytes in northern area 4-5 a Listen check (DC 15). If successful, they investigate in 1d3 rounds.

Sticks and Stones: Each pit contains debris and refuse such as rocks, gnawed bones, and decaying plant matter. Hidden in the second pit (Search DC 20) is a discarded *wand of lightning bolts* (CL 5th). The command word is "Lobs," and it has nine charges left.

Camouflaged Pit Traps (3): CR 1; mechanical; proximity trigger; manual reset; DC 20 Reflex save avoids; 10 feet deep (1d6, fall); Search DC 20; Disable Device DC 16 (place cover on top).

Area 4-3 – Secret Passage: This hidden passage can be used to bypass the trapped corridor. It requires a successful Search check (DC 15) to locate the passage behind the rock "door" at either end. Once inside the corridor, the next rock "door" is easier to locate, requiring a DC 10 Search check to locate.

Area 4-4 – The Haunted Pipe Organ (EL 4): The entrance to this location has been sealed by small rocks piled to the ceiling. Removing the rocks takes three man-hours of tedious work, revealing the sealed chamber beyond. The troglodytes fear this location (which is why they sealed it), so after the adventurers remove its inhabitant, the party can safely rest in this location.

Once the adventures finish moving the rocks, read or paraphrase the following:

With the last of the rocks removed, a long hall-like chamber is revealed. The ceiling stretches higher as one proceeds to the east, finally topping out at 25 feet. All in all, the chamber is about 100 feet long, but perhaps only 40 feet wide. Along the north wall are three natural terraces, about 40 feet long, each about 5 feet wide.

Opposite this natural terrace is a creamy white flowstone formation, originating at the ceiling

and cascading to the floor. The lower part of the flowstone has been meticulously carved into the shape of a keyboard, and is adorned with a complete set of ivory-like keys. Overhead, the metal shapes of numerous pipes extrude from the very rock in a myriad of positions. A simple stone rectangle, perhaps a bench, is situated in front of this massive pipe organ.

Centuries ago, when the drow inhabited these caverns under Castle Whiterock, a drow bard named Lyria Sorrowsong discovered this cavern and instantly became smitten with its natural formation, cathedral-like ceiling, superb acoustics, and natural terraces. She commanded dwarven slaves to carefully merge metal to the organic curves of the flowstone to create a majestic pipe organ, worthy of the delicate caress of her ebony fingers. Thus, this natural cavern became a concert hall of sorts, and the pipe organ and stadium seating has survived to this day.

Although the design was breathtaking, she toiled for many years to replicate consistent tones from its unique design. But mere tuning and adjustments were not enough. Finally, in a bold move, she summoned an invisible stalker, and using powerful lyrical magic, bound the air elemental creature to the pipe organ itself. She then forced her slave to augment the pipes with sinfully seductive wailing caused by his natural buffets. She promised to release her servant after 1,001 days, though she never intended to honor said promise. It mattered not, as she soon after fell prey to a rival's dagger between her slim shoulders. This rival lacked all appreciation for musical arts, but was struck by the pipe organ's flowing beauty of design. Thus, the structure was never destroyed, although the entrance to the chamber was sealed a few times due to seismic activity. Ironically, the drow never discovered the entrance to the Clockwork Academy, located along the east wall.

The troglodytes that settled this level were quick to discover this chamber. Part of the tribe resided here for a while. But when the pipe organ began to emit haunting melodies, the simple humanoids grew fearful of the spirit that resided in the strange machine. Soon they fled, moving the tribe to the already-cramped cavern (area 4-6). But the shrill sounds of the organ continued to haunt them until they sealed the chamber with the rocks piled outside. The invisible stalker was again denied freedom, yet it waits patiently for another opportunity.

A Desperate Plea: The invisible stalker, Aeraelith, is desperate to escape its prison. When the heroes approach, it hails them in Auran, hoping they can understand its language. It begs to be released, and provides the adventurers with details on its capture and enslavement by Lyria centuries ago. If they agree to help, it gives them hints to locate the secret compartment in the bench. Then Aeraelith encourages them to find the three *Sorrowsong Instruments* and use them to grant it freedom. See the sidequest for details.

Hidden Notes: The stone bench is hollow, and can be opened, but it's designed like a puzzle box. It requires a DC 22 Search check to reveal the trigger, but also two DC 15 Intelligence checks to actually open it. Hidden inside are three stone tablets, each about 2 feet long and 1 foot wide, and weighing 25 lbs. Engraved on the surface are five musical notes (different for each tablet) inlaid with jade. Each tablet

Sub-Quest: Releasing Aeraelith

Lyria did create a method to release the invisible stalker from the pipe organ once she created her opus, even if she never actually intended to use it. If three sets of notes on the stone tablets are played at the same time (requiring three appropriate DC 15 Perform checks) on the three *Sorrowsong Instruments*, the binding spell is ended, and Aeraelith can return to the Elemental Plane of Air. These three instruments are all of masterwork quality, and inlaid with jade. They are a flute, a harp, and a drum, and Aeraelith can provide a physical description of each. They once resided in this room with the pipe organ, but have since been moved or lost by various denizens of Castle Whiterock.

The flute is in area 3-6. The harp was constructed of delicate wood, which has since rotted. However, its jade strings can be located in area 4-14. With a DC 15 Craft (woodworking) check, the strings can be remounted on an existing harp, allowing the instrument to be played. The drum is in area 6-10.

In addition to the experience awards the PCs receive for recovering each instrument, if they bring all three to this chamber and manage to free the invisible stalker, each adventurer should receive an award of 500 experience points. As Aeraelith returns home in a grateful swirl of air (equivalent to a *gust of wind* for 5 rounds), he promises to someday reward his saviors. This reward should be determined by the GM. This could be Aeraelith responding to a *monster summoning* spell, assisting with the activation of *Aquil'iya* (he knows a powerful air elemental with one heck of a whirlwind ability), or granting the heroes a minor magic item.

is worth 125 gp, or 500 gp for the set. However, these tablets also contain the magic notes needed to release Aeraelith (see the sidequest).

The eastern wall of this chamber is actually a powerful *illusory wall* spell. Although it appears exactly as the surrounding walls, interacting with it in any way reveals its nature. It conceals a 5-foot-high corridor that leads to area 4A-1, the famed Clockwork Academy. See level 4A for more details.

Tactics: If the adventurers can't understand Aeraelith or choose to attack, he has little choice but to comply. The invisible stalker is bound to the inside of the pipe organ; therefore, he can only reach targets within 10 feet of the instrument. His slam attacks act as powerful wind buffets, and with each successful attack, a cacophonous sound issues from the pipes, causing all within 15 feet to make a DC 12 Fortitude save. Those who fail are deafened for 1d4 rounds.

Note: If the heroes defeat Aeraelith while he is bound in the pipe organ, they should only be awarded experience for a CR 4 encounter. In 24 hours, the invisible stalker returns to the pipe organ, and is bound again.

Aeraelith, Invisible Stalker: CR 7; Large elemental (air, extraplanar); HD 8d8+16; hp 55; Init +8; Spd 30 ft., fly 30 ft. (perfect); AC 17, touch 13, flat-footed 13; Base Atk +6; Grp +14; Atk slam +10 melee (2d6+4); Full Atk 2 slams +10 melee (2d6+4); Space/Reach 10 ft./10ft.; SA –; SQ Darkvision 60 ft., elemental traits, natural invisibility, improved tracking; AL N; SV Fort +4, Ref +10, Will +4; Str 18, Dex 19, Con 14, Int 14, Wis 15, Cha 11.

Skill and Feats: Listen +13, Move Silently +15, Search +13, Spot +13, Survival +2 (+4 following tracks); Combat Reflexes, Improved Initiative, Weapon Focus (slam).

SQ – Improved Tracking (Ex): An invisible stalker is a consummate tracker and makes Spot checks instead of the usual Survival checks to trace a creature's passage.

Natural Invisibility (Su): This ability is constant, allowing a stalker to remain invisible even when attacking. This ability is inherent and not subject to the *invisibility purge* spell.

Area 4-5 – Troglodyte Barracks (3 locations) (EL 4): When the party enters these areas, read or paraphrase the following:

This cavern is about 30 feet in diameter and smells like damp, musky, rotting vegetation. The chamber contains carved rock stones and a flat surface appearing as a table and crude chairs.

There are three of these locations, all similar in design and function. They serve as barracks for three troglodytes charged with guarding the tribe in area 4-6. These chambers once hosted eight troglodytes each, but the predation of the tribe by others has taken its heaviest toll on the warrior caste.

Combat in any of these locations grants a Listen check (DC 10) to the occupants of the other two locations. If successful, these troglodytes arrive in 1d3 rounds to join the fight.

Tactics: These brutes are armed with javelins and spider web nets. First, they take advantage of their stench attack and deploy nets, using their Improved Net Use feat and targeting adventurers who succumb to the stench. Ensnared heroes are then subdued with club strikes.

Troglodytes (3): CR 1; Medium humanoid (reptilian); HD 2d8+4; hp 14 each; Init –1; Spd 30 ft.; AC 15, touch 9, flat-footed 15; Base Atk +1; Grp +1; Atk club +1 melee (1d6) or claw +1 melee (1d4) or javelin +0 ranged (1d6) or net +0 ranged touch (special); Full Atk club +1 melee (1d6) and claw –1 melee (1d4) and bite –1 melee (1d4) or 2 claws +1 melee (1d4) and bite –1 melee (1d4) or javelin +0 ranged (1d6) or net +0 ranged touch (special); SA Stench; SQ Darkvision 90 ft.; AL CE; SV Fort +5, Ref –1, Will +0; Str 10, Dex 9, Con 14, Int 8, Wis 10, Cha 10.

Skills and Feats: Hide +9, Listen +3; Exotic Weapon Proficiency (net), Multiattack.

Possessions: Club, 3 javelins, spider web net, personal trinkets (worth 1d4x5 gp).

Area 4-6 – Troglodyte Living Cavern: Read or paraphrase the following:

This immense room is perhaps 70 feet by 140 feet long. The floor is uneven, with natural rock slopes and mounds, as well as stalagmites. The ceiling is at least 40 feet overhead. Numerous large cave lizards scuttle about or lounge on rocky outcroppings.

This cavern serves as the main living area for the tribe of troglodytes. This chamber is host to hundreds of harmless cave lizards, some over three feet long, that are used as food by the troglodytes. In addition, at any given time, the cavern is occupied by 2d4 female troglodytes and 4d4 young. On spotting the intruders, these general noncombatants retreat to their respective area 4-7.

If the adventurers unleash wanton destruction in this cavern, one or more brave females hasten to areas 4-10 and 4-12 to summon the warriors.

Female or Young Troglodyte: CR 1/2; Medium humanoid (reptilian); HD 2d8+2; hp 9 each; Init –1; Spd 30 ft.; AC 15, touch 9, flat-footed 15; Base Atk +1; Grp +0; Atk claw +0 melee (1d4-1); Full Atk 2 claws +0 melee (1d4-1) and bite –2 melee (1d4-1); SA Stench; SQ Darkvision 90 ft.; AL CE; SV Fort +4, Ref –1, Will +0; Str 8, Dex 9, Con 12, Int 8, Wis 10, Cha 10.

Skills and Feats: Hide +9, Listen +3; Multiattack, Weapon Focus (javelin).

Area 4-7 – Family Caves (5 locations) (EL –): Read or paraphrase the following:

Several natural steps lead up to a small cave, perhaps 20 feet in diameter. The cave is plain but dry, boasting several flat-topped rocks that could serve as chairs. Numerous clay and wooden pots and cooking implements are scattered about. Several unarmed lizard-like humanoids crouch in fear at the rear of the cave. Behind them hide several smaller humanoids. Your nostrils are assaulted by a pungent stench.

There are six of these locations, each housing 1d3 female troglodytes and 2d6 young troglodytes. There is no treasure; it has been removed to area 4-14. On the walls of one of these caves (determine randomly) is written (in Common), "Bronwyn was here!"

Tactics: The females and young will not attack, unless the adventurers attack first. They released their stench because they are frightened.

Female or Young Troglodyte: CR 1/2; Medium humanoid (reptilian); HD 2d8+2; hp 9 each; Init –1; Spd 30 ft.; AC 15, touch 9, flat-footed 15; Base Atk +1; Grp +0; Atk claw +0 melee (1d4-1); Full Atk 2 claws +0 melee (1d4-1) and bite –2 melee (1d4-1); SA Stench; SQ Darkvision 90 ft.; AL CE; SV Fort +4, Ref –1, Will +0; Str 8, Dex 9, Con 12, Int 8, Wis 10, Cha 10.

Skills and Feats: Hide +9, Listen +3; Multiattack, Weapon Focus (javelin).

Note: If good-aligned PCs wipe out the noncombatants, they should be penalized 500 experience points for their actions.

Area 4-8 – Larder: Read or paraphrase the following:

A set of natural steps lead down to this chilly chamber. Hanging from the ceiling are numerous lizard hides and several larger haunches of meat. A few of them appear to be humanoid.

The troglodytes use this chamber as a larder. Cave lizards collected from other caves are fattened up like sheep in area 4-6 before slaughter. The bodies

are skinned and the meat hung to dry. A few other meats are also present. There are two partial mountain goat carcasses (obtained from the slavers on level 1) and three orc bodies (from a recent clash in area 4-1). The troglodytes aren't picky about the source of their food.

Area 4-9 – Cave Moray Warrens (EL 2 (x6)): This area is a network of 5-foot-wide winding passages. Eventually they lead down to level 6 (area 6-1).

These warrens are inhabited by six cave morays. Each lairs in a cyst, depicted on the map by a star, and attack if passed. The troglodytes are aware of the vermin and have learned how to avoid them. They have placed rock "doors" concealing a safe path through the warrens. These rock "doors" can be located with a successful Search check (DC 20).

Down the Hatch: One of the cave morays (determined randomly) has swallowed a platinum necklace studded with emeralds (worth 1,700 gp).

Tactics: The cave morays attack if any creature passes by their cysts. They use their ambush and recoil attack abilities to grant a +6 total bonus to their attack rolls. Since each cyst is only a few feet wide, only one hero can attack a recoiled cave moray at a time. A cave moray continues to attack until reduced to 10 hit points or less.

Cave Morays (6): Medium magical beast; CR 2; HD 4d10+4; hp 26 each; Init +3; Spd 10 ft.; AC 18, touch 13, flat-footed 15; Base Atk +4; Grp +6; Atk/Full Atk bite +6 melee (1d6+3); SA Ambush, recoil attack; SQ Darkvision 60 ft., tremorsense 60 ft.; AL N; SV Fort +5, Ref +7, Will +2; Str 14, Dex 17, Con 13, Int 2, Wis 13, Cha 10.

Skills and Feats: Hide +9*, Listen +5, Spot +5; Alertness, Skill Focus (Hide).

*Cave morays have a +4 racial bonus on Hide checks in rocky surroundings.

SA – Ambush (Ex): If a cave moray surprises its opponent, it receives a +4 circumstance bonus to hit.

Recoil Attack (Ex): A cave moray may lunge out of its cyst to attack opponents, even if running or flying. This is considered a charge attack (+2 to hit), but the cave moray recoils back into its cyst after the attack.

(Source: *Tome of Horrors (Revised)*, p. 57.)

Area 4-10 – Grizzlisk's Room (EL 5): Read or paraphrase the following:

This natural cavern is perhaps 40 feet in diameter and appears clean and dry. Along the north wall is a gruesome display of skulls and decomposing humanoid heads, all spiked to the wall. To the south is a rotting pile of organic debris, perhaps a bed.

This chamber belongs to Grizzlisk, the tribe's most fearsome remaining warrior. Although slightly past his prime, he can still hold his own against most foes. The skulls and heads are battle trophies. Most represent orcs, a few mountain troglodytes, and some goblins, but human and dwarven skulls are present as well. The rotting pile is a mixture of large fungus and plant material collected from the surface.

Grizzlisk is a follower, plain and simple. The recent religious turmoil (see Background Story) has left him confused and leaderless. Even though Benthoc is obviously not stable, Grizzlisk has no recourse but to follow his (lack of) lead. The adventurers' arrival lets Grizzlisk release some of his frustrations, but this behavior probably results in him attacking recklessly, instead of formulating a plan.

Useless Gear: The west wall has a secret compartment that can be located with a DC 18 Search check. Inside are three valuable items that Grizzlisk can't use: a rusty *+1 chain shirt* sized for an elf, a masterwork bastard sword, and a moldy, rat-gnawed tome that any spellcaster will immediately recognize as a spellbook (contents at GM's discretion).

Tactics: Grizzlisk releases his stench and attempts an Intimidate check against his foes before rushing into battle. If reduced to 10 hit points or less, he surrenders, tossing his club down. Speaking a smattering of Common, he promises to lead the adventurers to his leader. But Grizzlisk has one more ploy behind his scales. He actually leads the heroes to areas 4-11 and 4-12 to spring the net trap and rally his warriors against them. He joins the assault with claw and bite attacks, hoping to slay the intruders or die valiantly.

Grizzlisk, male troglodyte Ftr4: CR 5; Medium humanoid (reptilian); HD 2d8+8 plus 4d10+16; hp 56; Init +4; Spd 30 ft.; AC 19, touch 10, flat-footed 19; Base Atk +5; Grp +8; Atk masterwork greatclub +10 melee (1d10+7) or claw +8 melee (1d4+3) or javelin +5 ranged (1d6+3) or net +5 ranged touch (special); Full Atk greatclub +10 melee (1d10+7) and bite +6 melee (1d4+1) or 2 claws +8 melee (1d4+3) and bite +6 melee (1d4+1) or javelin +5 ranged (1d6+3) or net +5 ranged touch (special); SA Stench; SQ Darkvision 90 ft.; AL CE; SV Fort +11, Ref +1, Will +1; Str 16, Dex 11, Con 18, Int 10, Wis 10, Cha 8.

Skills and Feats: Handle Animal +3, Hide +13, Intimidate +6, Listen +5; Exotic Weapon Proficiency (net), Improved Initiative, Multiattack, Point Blank Shot, Skill Focus (Intimidate), Weapon Focus (great club), Weapon Specialization (Greatclub).

Possessions: Masterwork greatclub (studded with eight pieces of purple quartz, each worth 50 gp), 4 javelins, silk net, *+1 leather armor*.

Area 4-11 – Warrior Barracks (EL 5): There is a large silk net suspended above the entrance to this chamber and area 4-12. It can be located with a successful Spot check (DC 15) and must be triggered manually by one of the troglodytes in area 4-11.

Silk Net Trap: CR 1; mechanical; manual trigger; manual reset; Atk +3 melee (see note); Search DC 15; Disable Device DC 15 (cut the rope trigger). Note: Any targets in the 20-foot-square area when triggered are grappled by the net (Str 17) unless they make a DC 13 Reflex save.

Once the adventurers move within view of this area, read or paraphrase the following:

This chamber is perhaps 30 feet long but at least 50 feet wide. The northwest wall is covered with hanging silk nets, and the southwest wall is occupied with several hammocks. An unlit fire pit is situated to the northeast.

This chamber houses four troglodytes trained for battle. Along the south wall is a wooden peg with a rope attached. If severed or released, it will drop the net trap outside the corridor. The fire pit is only about 7 feet deep and is covered with thick ashes at

the bottom. A fall in the fire pit causes no damage but kicks up a cloud of ash. Those in the fire pit must make a Fortitude save (DC 15) or be overcome with coughing and blindness for 1 round.

Tactics: If the adventurers succumb to the net trap, these brutes grab clubs and begin to attack their entangled enemies with lethal blows. If the heroes enter normally, the troglodytes rush to attack, bellowing to their commander in area 4-10. They could use bull rush attempts to push victims back under the net, or one of the troglodytes could grab a net from the wall and, with assistance from the other troglodytes, try to entangle a target. Entangled foes are then deposited into the fire pit.

If Grizzlisk guides the adventurers here, he leads them under the net. Then with a shout, he leaps into area 4-11 as the net falls (DC 13 Reflex save to succeed). Then he leads his warriors to attack the intruders, summoning backup from area 4-12.

Troglodytes War2 (4): CR 2; Medium humanoid (reptilian); HD 2d8+4 plus 2d8+4; hp 28 each; Init +1; Spd 30 ft.; AC 19, touch 11, flat-footed 18; Base Atk +3; Grp +4; Atk club +4 melee (1d6+1) or claw +4 melee (1d4+1) or javelin +4 ranged (1d6+1) or net +4 ranged touch (special); Full Atk club +4 melee (1d6+1) and claw +2 melee (1d4) and bite +2 melee (1d4) or 2 claws +4 melee (1d4+1) and bite +2 melee (1d4) or javelin +4 ranged (1d6+1) or net +5 ranged touch (special); SA Stench; SQ Darkvision 90 ft.; AL CE; SV Fort +8, Ref +1, Will +0; Str 12, Dex 12, Con 14, Int 8, Wis 10, Cha 10.

Skills and Feats: Hide +11, Jump +3, Listen +3; Exotic Weapon Proficiency (net), Improved Net Use, Multiattack.

*Possessions: C*lub, 3 javelins, silk net, leather armor, personal trinkets (worth 3d4x5 gp).

Area 4-12 – Warrior Barracks (EL 6): Read or paraphrase the following:

> *This chamber appears to be about 40 feet in diameter. Along the east wall are hanging racks that hold javelins and clubs. Along the northwest wall are nets hanging from pegs. Along the southwest are numerous hammocks, some two feet high, attached to the wall with metal spikes.*

This is another simple barracks, currently occupied by six troglodytes, the remaining elite warriors the tribe has to offer. They are loyal to Grizzlisk, but the recent inactivity (caused by the religious strife) has them uneasy.

Four silk nets hang on the wall, and the racks hold 22 clubs and 45 javelins.

Tactics: If the net trap is sprung, these brutes attack with lethal club blows. If Grizzlisk is present during the fight and without a weapon, one of these troglodytes tosses him a club.

If the heroes bypass the net trap, the troglodytes rush to attack. Two grab nets from the wall and the others assist in net deployment. They do not bull rush opponents as they have no way to trigger the net trap from this chamber. They fight to the death, unless commanded by Grizzlisk to do otherwise.

Troglodytes War2 (6): CR 2; Medium humanoid (reptilian); HD 2d8+4 plus 2d8+4; hp 28 each; Init +1; Spd 30 ft.; AC 19, touch 11, flat-footed 18; Base Atk +3; Grp +4; Atk club +4 melee (1d6+1) or claw +4 melee (1d4+1) or javelin +4 ranged (1d6+1) or net +4 ranged touch (special); Full Atk club +4 melee (1d6+1) and claw +2 melee (1d4) and bite +2 melee (1d4) or 2 claws +4 melee (1d4+1) and bite +2 melee (1d4) or javelin +4 ranged (1d6+1) or net +5 ranged touch (special); SA Stench; SQ Darkvision 90 ft.; AL CE; SV Fort +8, Ref +1, Will +0; Str 12, Dex 12, Con 14, Int 8, Wis 10, Cha 10.

Skills and Feats: Hide +11, Jump +3, Listen +3; Exotic Weapon Proficiency (net), Improved Net Use, Multiattack.

Possessions: Club, 3 javelins, silk net, leather armor, personal trinkets (worth 3d4x5 gp).

Area 4-13 – The Forsaken Temple (EL 9): This is a difficult encounter, but due to the unstable mind of the NPC and his lack of effective combat tactics, the EL has been lowered to 9. Read or paraphrase the following when the heroes enter the area:

This chamber is 70 feet wide and stretches to 120 feet long to the west. Your band is standing on a stone ledge perched about halfway up the 45-foot-high wall. The ledge gradually slopes down to the floor along the north and south walls.

To the west is a 20-foot-high stone statue of a snarling dragon poised to strike. Its eye sockets are empty but its teeth glisten as though composed of gemstones. In front of the statue is a 15-foot-wide rough-hewn natural pit. In front of the pit, intermingled between immense stalagmites, are six robed figures swaying in a silent dance.

Above the statue is another ledge, perhaps 25 feet above the floor. On this ledge is a powerful troglodyte leading a religious ceremony with shrill chants. This troglodyte sports a draconic appearance, including rust-red scales, small horns on its chin and head, and a frilled mane extending down its back. It is adorned in lizard-hide armor and carries a heavy mace.

The ceremony continues…

Benthoc is the half-dragon spawn of Benthosruthsa, and a devoted cleric of Marandracotha, a goddess of evil dragons. To keep the troglodytes loyal and in line, Benthoc referred to the hellish glow in the pit as his very goddess, and she demanded tribute often. But the merge of dragon and troglodyte did not create a stable being. Soon, the ruse was believed by all, including Benthoc himself. But when Silhouette destroyed Benthos on level 15, the great shaft was sealed. The voice of Benthoc's goddess went silent, yet he still received daily spells after prayer. As the tribe's loyalty began to waver, Benthoc started his slide into insanity.

In a wild fit of frustration, he slew the troglodyte underpriests and raised them as undead. He stays in this forsaken temple and leads his "devout" followers in fruitless service after service, hoping to reestablish contact with his goddess.

A stone staircase (fashioned from *stone shape* spells) leads up to the western ledge, which is 25 feet above the floor. The total ceiling height in this grand gallery is nearly 45 feet. The stalagmites are natural formations, and can be used as cover.

The Pit: The pit is only about 70 feet deep now. A fall into it causes 7d6 points of damage, but since it is not concealed, it can easily be avoided. There is a bit of treasure at the bottom.

Hidden Exits: Under the southern ledge is a concealed rock "door" located with a Search check (DC 10). It leads to area 4-14. Under the northern ledge

Benthoc's Tactics

Benthoc is insane, so he doesn't use sound tactics. Depending on if he is in ranged combat or melee combat, roll a d20 each round to determine his actions on the appropriate table. Then consult the appropriate list if a spell is used.

Roll	Ranged Tactic
1-5	Cast a defensive spell
6-10	Cast an offensive ranged spell
11-12	Use breath weapon
13-15	Use *wand of hold person*
16-20	Attack with javelin

Roll	Melee Tactic
1-3	Cast a defensive spell
4-9	Cast an offensive melee spell
10-11	Use breath weapon
12-13	Use *wand of hold person*
14-18	Attack with heavy mace and bite or claw
19-20	Drink *potion of cure serious wounds* (reroll if uninjured or potion already taken)

Defensive spells include: *protection from good, darkness.*

Offensive ranged spells include: *doom, silence, spiritual weapon, blindness/deafness, dispel magic*.

Offensive melee spells include: *magic weapon, inflict light wounds, inflict moderate wounds, contagion*.

is another stone door (also located with a DC 10 Search check) that leads to area 4-15.

The Dragon Statue: The stone statue is poor quality, with many unfinished edges. It stands about 20 feet tall. It can be climbed with a DC 15 Climb check, and an adventurer could attempt to jump from the statue to the ledge with a DC 18 Jump check. The teeth of the statue are 7 pieces of obsidian, each worth 125 gp.

The Eyes Had It: The statue once had a pair of fire opal eyes. Weeks ago, they were pried out and offered to the pit as tribute in a vain effort to awaken the goddess. Each is worth 1,000 gp, but a successful Search check (DC 22 for each gem) is required to find them at the bottom of the pit.

Tactics: The heroes gain surprise in this chamber unless they move around a lot. Grant Benthoc Spot or Listen checks as needed, but unless the adventurers are foolish, they should get the upper hand. Once discovered, Benthoc commands his zombies to attack while he remains on the ledge. Consult the sidebar for his tactics. If reduced to less than 5 hit points, he casts *meld into stone* to escape. The spell lasts for 1 hour.

Benthoc, male half-dragon (red) troglodyte Clr6: CR 8 (due to unstable personality); Medium dragon (augmented humanoid); HD 2d10+6 plus 6d8+18; hp 54; Init –1; Spd 20 ft.; AC 23, touch 9, flat-footed 23; Base Atk +5; Grp +9; Atk masterwork heavy mace +10 melee (1d8+4) or claw +9 melee (1d4+4) or +*2 javelin* +7 ranged (1d6+6); Full Atk masterwork heavy mace +10 melee (1d8+4) and claw +7 melee (1d4+2) and bite +7 melee (1d6+2) or 2 claws +9 melee (1d4+4) and bite +7 melee (1d6+2) or +*2 javelin* +7 ranged (1d6+6); SA Breath weapon, command undead 4/day (+1, 2d6+7), smite 1/day (+4 to hit, +6 to damage), spells, spontaneous casting (*inflict* spells), stench; SQ Darkvision 90 ft., immunity to fire, paralysis and sleep, low light vision; AL CE; SV Fort +11, Ref +1, Will +8; Str 18, Dex 9, Con 16, Int 12, Wis 16, Cha 12.

Skills and Feats: Concentration +10, Heal +9, Hide +8, Listen +8, Spellcraft +9; Ability Focus (breath weapon), Multiattack, Power Attack, Weapon Focus (javelin).

SA – Breath Weapon (Su): 30-foot cone of fire, 1/day for 6d8 points of fire damage, Reflex save DC 19 for half damage.

Stench (Ex): All living creatures (except troglodytes) within 30 feet of Benthoc when he is frightened or angry must succeed on a DC 17 Fortitude save or become sickened for 10 rounds. Any creature that successfully saves is immune to the effect for 24 hours. Immunities and resistances to poison apply to this saving throw, as do spells that affect poison.

Spells Prepared (5/4+1/4+1/3+1; DC 13 + spell level; Destruction, Evil domains): 0 – *create water, detect magic* (x2), *guidance* (x2); 1st – *doom, cure light wounds* (x2), *magic weapon, protection from good* (CL 7th)*; 2nd – *cure moderate wounds, darkness, shatter*, silence, spiritual weapon*; 3rd – *blindness/deafness, contagion* (CL 7th)*, *dispel magic, meld into stone.*

*Indicates domain spell.

Possessions: Masterwork heavy mace, *atlatl of enchantment (+2),* 6 javelins, *potion of cure serious wounds*, hide armor, *wand of hold person* (5 charges), platinum holy symbol (100 gp), scorched metal key (to the cage in area 4-14).

Troglodyte Zombies (6): CR 1; Medium undead; HD 4d12+3; hp 30 each; Init –2; Spd 30 ft.; AC 16, touch 8, flat-footed 16; Base Atk +2; Grp +3; Atk/Full Atk bite +3 melee (1d4+1) or slam +3 melee (1d6+1); SQ Damage reduction, 5/slashing, darkvision 60 ft., single actions only, undead traits; AL NE; SV Fort +1, Ref –1, Will +4; Str 12, Dex 7, Con –, Int –, Wis 10, Cha 1.

Skills and Feat: Toughness.

Area 4-14 – Hatching Chamber (EL 5): Read or paraphrase the following:

> *On moving the rock aside, you are buffeted with warm moist air with a hint of sulfur smell. A meandering passage slopes down to the south.*

The sloped corridor is slippery with condensation. Movement greater than half a creature's speed requires a successful Balance check (DC 10) to avoid slipping. Unless a DC 12 Reflex save is made, the victim then slides into area 4-14 and is considered prone. When the adventurers enter area 4-14, continue:

> *This humid chamber is about 60 feet wide and 40 feet long. The ceiling is about 60 feet high and covered with condensation. To the west is a large scorched iron cage occupied by a feral draconic creature at least 12 feet long, not counting its sinewy neck or whip-like tail. It has thick red scales and curled black wings. Its head is lined with short horns on its cheeks and chin, and a pair of large back-curled horns on its top. It sits like a cat, ready to spring, a thin curl of smoke escaping from flaring nostrils.*
>
> *To the east is a large pile of smooth rocks, perhaps 15 feet high. They appear to be carefully placed and radiate heat. The walls of the chamber are cracked in numerous places and allow the hiss of steam into the room.*

Benthos granted the troglodyte tribe a special boon roughly a decade ago: a trio of red dragon eggs, stolen from a rival dragon by his lamia escort, Hasna'azhar. Benthoc and his tribe were entrusted in raising the hatchlings as loyal servants, eventually to be returned to Benthos when the "toddler" stage is complete. Of course, that meant the dragon hatchlings were caged animals, underfed and often abused. As such, two of the wrymlings died shortly after hatching. Benthoc hid the bodies from his father. Recently, however, desperate to augment the dwindling warriors in the tribe, Benthoc dug up the wyrmling bodies and animated them as skeletons. Uncontrolled since Benthoc created his loyal zombies in area 4-13, the wyrmlings wander around the caverns on patrol.

The remaining red dragon, named Cinderalis (or just Cinder), is now very young. However, the aggressive, unruly dragon has been caged and abused most of his life. Thus, it has degraded into little more than a feral animal, capable of performing a few tricks. Make no mistake, though: The dragon is still a formidable killing machine.

The Rock Pile: Cinder is trained to breathe fire on the rock pile a few times a day to keep the troglodyte eggs warm. Under the warm rocks are 27 troglodyte eggs in various stages of development. If the pile is disturbed and the eggs not kept warm, they will die in 3d4 hours.

The Cage: Currently the iron cage is locked, requiring a DC 20 Open Lock check to open (Benthoc has the key). The cage is about 20 feet square, but only 10 feet high. It's clear the dragon is outgrowing his cage. The bars and lock, scorched from his breath weapon, are in a weakened state.

Iron Cage: 1 in. thick iron bars; hardness 5 (due to damage), hit points 20 (due to damage); Break DC 19 (due to damage).

Damaged Lock: Hardness 5 (due to damage), hit points 5 (due to damage); Break DC 17 (due to damage).

Steam Vents: The room is warm from volcanic activity deeper in the mountain. The cracks in the walls occasionally yield sulfur-smelling steam. Every 1d4 rounds, a large steam vent releases into the room, dealing 2d6 points of fire damage to a random adventurer near a wall (Reflex save DC 15 for half).

A Bed to Rest On: Cinderalis rests on a bed of coins and other trinkets the tribe has collected over the years. The pile consists of 8,872 sp and 531 gp. Intermixed in the pile are the following items: seven jade harp strings (each worth 35 gp), a *+1 dagger*, an arcane scroll (with the spells *flame arrow, hold person*, and *tongues*; all CL 7th) in a silver scroll tube (worth 250 gp), and five gems (worth 3x250 gp, 150 gp, and 85 gp). The jade harp strings are from a masterwork harp that has been destroyed by time. Once part of a trio of instruments called the *Sorrowsong Instruments*, these strings can be used to release the invisible stalker in area 4-4.

Tactics: Cinderalis maintains a quiet and still posture, hoping to lure the heroes closer. He even speaks to them (in broken Draconic), begging to be released in return for his treasure. Of course, he plans to attack if they open the cage. Cinderalis can reach through the bars with his neck to target foes within 5 feet of the cage. He can also use his breath weapon through the bars.

If the adventurers just hang back and use ranged attacks against Cinderalis, consider the following tactic: Cinderalis targets the lock with his breath weapon, destroying it. He is able to exit the cage the following round. If he fails to destroy the lock with his breath weapon, he could also target it with claw attacks.

Cinderalis ("Cinder"), male very young red dragon: CR 5; Large dragon (fire); HD 10d12+30; hp 88; Init +0; Spd 40 ft., fly 150 ft. (poor); AC 18, touch 9, flat-footed 18; Base Atk +10; Grp +19; Atk bite +14 melee (2d6+5); Full Atk bite +14 melee (2d6+5) and 2 claws +9 melee (1d8+2) and 2 wings +9 melee (1d6+2) and tail slap +9 melee (1d8+7); Space/Reach 10 ft./5 ft. (10 ft. with bite); SA Breath weapon; SQ Blindsense 60 ft., darkvision 120 ft., immunity to fire, paralysis and sleep, low light vision, vulnerability to cold; AL CE; SV Fort +10, Ref +7, Will +8; Str 21, Dex 10, Con 17, Int 12, Wis 13, Cha 12.

Skills and Feats: Appraise +8, Bluff +14, Diplomacy +3, Disguise +1 (+3 acting), Hide +2, Intimidate +16, Jump +22, Listen +16, Search +14, Spot +16, Survival +1 (+3 following tracks); Alertness, Improved Sunder, Power Attack, Wingover.

Breath Weapon (Su): 40-foot cone of fire, 4d10 points of fire damage, Reflex save DC 18 for half damage.

Area 4-15 – The Spider Mother (EL 5): Read or paraphrase the following:

> *The five-foot-wide corridor slopes down and turns to the west. It finally ends at a cavern, although it is difficult to determine the dimensions, because most of the room is covered with thick webs. The webs hang limply like tattered curtains, with sticky tendrils attached to all surfaces. The floor of the chamber is ankle deep in broken bones, rocks, debris, and other offal.*

This chamber is the lair of a massive monstrous spi-

der, dubbed the Spider Mother. The troglodytes consider her an ally, but the only reason she is loyal to the trogs is because they give her carcasses to feed on every once in a while (they hold her at bay with longspears) and her bloated form can't fit in the corridor anymore. If she had the opportunity, she would eat the trogs as well. Regardless, the troglodytes harvest her silk to make nets, cover the pits in area 4-2, and other such uses. They feed her the bodies of orcs captured from above, or of trogs slain during conflicts.

In front of the entrance to this chamber is a natural 10-foot-deep pit. The Spider Mother has covered it with a thin layer of webs, and then spread debris over the top to conceal it. If more than 20 pounds of weight are placed on top, the webs collapse, dumping the victim (or item) into the pit. The Spider Mother then uses the pit in her tactics (see below).

The remainder of the chamber is nondescript, full of debris, and the rotting remains of meals past. Anyone who makes the effort to pick through this mess might be rewarded. Squares on the map marked with webs are impassable unless the adventurer cuts through or burns the webs, or risks becoming stuck (as described in the monster stats below). The open squares are considered difficult terrain.

Camouflaged Pit Trap: CR 1; mechanical; proximity trigger; manual reset; DC 20 Reflex save avoids; 10 foot deep (1d6, fall); Search DC 24; Disable Device DC 18 (place cover on top).

Long Forgotten Stuff: For each turn spent picking through the bones, offal, and half-eaten remains (with a DC 10 Search check), there is a 30% chance of finding one of the following items: a tanglefoot bag, a masterwork shortsword, a pouch (holding 11 sp and 17 gp), a copper scroll tube (worth 15 gp) holding an arcane *scroll of improved reduce person* (CL 7th; see Appendix B), and a silver necklace set with an obsidian chunk shaped like a spider (clearly of drow manufacture, and worth 225 gp).

Tactics: The Spider Mother craves fresh flesh, and is currently hiding in the webs, suspended in the middle of the chamber. She waits until someone falls into the pit, and then throws a web at the rest of the party. Next, she positions herself over the pit (effectively blocking any exit), and attacks any unfortunate victims at the bottom with her 10-foot-reach.

The Spider Mother, Huge monstrous spider: CR 5; Huge vermin; HD 8d8+16; hp 60; Init +3; Spd 30 ft., climb 20 ft.; AC 16, touch 11, flat-footed 13; Base Atk +6; Grp +18; Atk/Full Atk bite +9 melee (2d6+6 plus poison); Space/Reach 15 ft./10 ft.; SA Poison, web SQ Darkvision 60 ft., tremorsense 60 ft., vermin traits; AL N; SV Fort +8, Ref +5, Will +2; Str 19, Dex 17, Con 14, Int –, Wis 10, Cha 2.

Skills: Climb +12, Hide –1*, Jump +4, Move Silently +3*, Spot +4.

*The spider mother recives a +8 racial bonus to Hide and Move Silently checks when using its web.

SA – Poison (Ex): Injury, Fort save DC 16, initial and secondary damage 1d8 Str.

Web (Ex): The spider mother can throw a web eight times per day. This is similar to an attack with a net but has a maximum range of 50 feet, with a range increment of 10 feet, and is effective against targets up to Gargantuan size. An entangled creature can escape with a successful Escape Artist check (DC 16) or burst it with a Strength check (DC 20).

The spider mother often creates sheets of sticky webbing from, and positions these sheets to snare flying creatures and to trap prey on the ground. Approaching creatures must succeed on a DC 20 Spot check to notice a web; otherwise they stumble into it and become trapped as though by a successful web attack. Attempts to escape or burst the webbing gain a +5 bonus if the trapped creature has something to walk on or grab while pulling free. Each 5-foot section has 14 hit points, and sheet webs have damage reduction 5/—.

The spider mother can move across its web at its climb speed and can pinpoint the location of any creature touching its web.

SQ – Tremorsense (Ex): A monstrous spider can detect and pinpoint any creature or object within 60 feet in contact with the ground, or within any range in contact with the spider's webs.

Wrapping Up

It is possible that Benthoc will use *meld in stone* to escape slaughter at the hands of the heroes. However, he has nowhere to flee to, since his father has already been destroyed. The orcs and slavers above would kill him, and the mountain trogs below would likely do the same. At the GM's option, he could hassle the adventurers as they continue their descent into the mountain. Or he could become captured, ending up in the Bleak Theater (see level 10 for details).

Bonus Rewards

Objectives	Experience Points
Open a dialogue with Aeraelith in area 4-4	75
Locating the secret rock "doors" to avoid the cave morays	100
Recovering the platinum necklace in area 4-9	25
Avoiding the net trap near areas 4-11 and 4-12	50
Not allowing Cinderalis to escape the cage in area 4-14	50
Locating the seven jade harp strings in area 4-14	50
Total possible bonus points per group	**350**

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 4A:
THE CLOCKWORK ACADEMY

Level Summary

Once a renowned and prestigious gnomish school, the Clockwork Academy was lost over 800 years ago, when the orcs of the Broken Tusk tribe made their second major assault on Castle Whiterock. Protected by a powerful illusion and sturdy constructs, it has remained largely untouched by time, keeping safe its greatest treasure, the *Codex Autonomica*.

Game Master's Section

Encounter Table

Loc	Pg	Type	Encounter	EL
4A-1	94	T	*Shadow evocation (fireball)* trap	4
4A-2	94	C	Two Gnomish marksmen Gnomish mark I lancer	5
4A-3	96	C	6 Small water elementals	5
4A-4	97	C	Minor xorn (advanced), Small animated object	4
4A-6	99	C	3 shocker lizards	5
4A-8	100	T	*Phantasmal killer* trap	5
4A-9	101	C	Small animated object 2 mark II gnomish lancers	5

Scaling Information

This level of the dungeon is designed for 4-6 characters of 4th level, but can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or less than 4th level): In area 4A-2, replace the two gnomish mk. I lancers with a single Small animated object (a blackboard). In area 4A-3, reduce by half the number of Small water elementals. In area 4A-4, remove the Small animated object. In area 4A-6, remove one shocker lizard, and in area 4A-9, remove the Small animated object and one of the gnomish mk. II lancers, but give the remaining one +3 Hit Dice.

Stronger parties (7 or more characters, or higher than 4th level): In area 4A-2, add a Small animated object (a blackboard). In area 4A-3, replace one of the Small water elementals with a gnomish marksman (with darts). In area 4A-4, add two Hit Dice to the minor xorn, and add an additional two Small animated objects (a blackboard and a stool). In area 4A-6, add an additional shocker lizard. Finally, in area 4A-9, replace the Small animated object with a gnomish marksman loaded with darts.

Background Story

Although it flourished for less than 160 years, the Clockwork Academy had a significant impact on the art of construct creation. “Forward progress one gear at a time” was the Academy’s motto, and Headmaster Ergus Silverheel certainly foresaw an age when use of constructs would be widespread in all civic, military, and domestic fields. Although the military-grade constructs were always the best selling, the Academy refused to degrade itself to being an arms dealer. Its interests were far-flung, including work on the first electric generator.

Knowing that unethical creatures would like to steal their secrets, the scholars built the Academy in a compartmentalized fashion over a series of sites. Each one was hidden in a different part of the mountain, each entrance was hidden behind illusions, and certain sections were accessible only through a series of dumbwaiters.

Unfortunately, the arrival of the Broken Tusk orc tribe and their giant allies ended their research. When the giants’ tower crashed into the mountain, it buried several Clockwork Academy sites, and completely cut off others. The only site still intact is the one reserved for advanced students and the master vault.

Finding the Academy

The entrance to the Clockwork Academy is hidden by an *illusory wall* spell. While the phantom wall appears to be identical its surroundings, it can be passed through without difficulty. Passing through the wall does not dispel the illusion.

Merely passing by the entrance does not grant explorers a save to disbelieve the *illusory wall*. The illusion must be interacted with, meaning the party has to be actively searching that square, someone has specifically stated they are touching the proper wall at all times, or some even more unusual circumstance. Ultimately, it is up to the GM to decide if and when the party “interacts” with the illusion.

The Will save for this *illusory wall* spell, and all such spells on this level, is DC 16.

Any character shown definite proof the wall is an illusion (in the case of this particular spell, merely touching it would suffice) automatically makes the save. Any character not shown such proof but is told that it’s an illusion receives a +4 bonus to the save. If the save is made, the illusion will appear transparent, allowing vision into the corridor beyond. If not, it can be passed through but not seen through.

The stonework around the entrance is not unusual, and the entrance is not behind a secret door, so dwarves and elves are not entitled to automatic Search checks to locate the entrance.

Cramped Quarters

Gnomes built the Clockwork Academy for talented gnomish students, meaning everything in here is on their (Small) scale. Medium creatures will have to squeeze or be magically shrunk (such as through the spell *reduce person*). For convenience, the rules on squeezing are paraphrased below:

You can squeeze through or into a space that is at least half as wide as your normal space. Each move into or through a narrow space counts as if it were 2 squares, and while squeezed in a narrow space you take a –4 penalty on attack rolls and a –4 penalty to AC.

A creature can squeeze past an opponent while moving, but it can’t end its movement in an occupied square.

To squeeze through or into a space less than half your space’s width, you must use the Escape Artist skill. You can’t attack while using Escape Artist to squeeze through or into a narrow space, you take a –4 penalty to AC, and you lose any Dexterity bonus to AC.

Guard Constructs

All constructs on this level have been ordered to ignore certain targets, such as research animals (like the shocker lizards in area 4A-6), other constructs, and gnomes. They will defend themselves if attacked, but won’t otherwise initiate combat with these creatures. The only exceptions are the constructs guarding area 4A-9, who will attack any creature except a gnome wearing the ceremonial mantle of the headmaster of the Clockwork Academy.

Areas of the Map

Unless otherwise noted, the walls and floors of this area are made of carefully worked stone. While the floor is smooth, the walls show several engraved artistic embellishments, typically pastoral scenes of gently sloping hills or lightly wooded areas, complete with the burrowing mammals gnomes are famous for having befriended. While only marginally interesting, the artwork makes the walls easier to climb (Climb DC 25).

Worked Stone Wall: 1 ft. thick, hardness 8; 90 hp; Break DC 35.

Unless otherwise stated, all ceilings are 5 feet high, and all doors are made of unadorned iron:

Iron Door: 1 in. thick; hardness 10; 30 hp; Break DC 28.

At regular intervals, faintly glowing iron rods are set into the ceiling, putting this entire level in shadowy light (in the absence of any introduced light source, creatures lacking special vision, such as the low-light vision of the gnomish builders, treat all enemies as having concealment (20% miss chance).

Area 4A-1 – Entrance (EL 4): When the party bypasses the illusion, read or paraphrase the following:

Beyond the illusion is a short hallway…short in that it's only fifteen feet long, and short in that it's only five feet high. At the end is an iron door bearing some writing and the design of some kind of wheel.

The door is Players' Handout G, which clearly shows the symbol of the Clockwork Academy, an intricate cog made of smaller clockwork pieces. Written in Gnomish around the device is the Academy's motto, "Forward progress one gear at a time." This slogan is an oblique clue to move straight forward from this point to reach the Vault. Beneath are the words "Advanced Studies Wing."

Anyone seeing the symbol can make a DC 30 Knowledge (arcana) check to realize it belongs to the legendary Clockwork Academy (earning the first paragraph of the Background Story, above). Similarly, anyone seeing the device can make a DC 20 Knowledge (nobility and royalty) check to know that it is very similar to the gnomish noble house of Silverheel. If the player rolls a check of 25+, they also know that Ergus Silverheel was the one who introduced this device to the family, and that he had a reputation as a paranoid eccentric.

The door is locked, requiring an Open Lock DC 20 check or the key found in area 3-5. When the party moves past the door, read or paraphrase the following:

The door opens into a T-intersection corridor, equally as small as its predecessor. Small bits of rubbish, metal, paper, ceramic, are scattered against the walls, but nothing looks valuable. Just inside the door, large words are delicately worked into the wall.

Development: In Gnomish, the words read, "Right for dormitory," and "Left for assembly hall." The door to the faculty area is both obfuscated by another *illusory wall* spell and trapped. See Finding the Academy, above, for details on how the party can discover this passage.

At the end of either corridor is an open archway that leads into the next area.

Tracking: Any party members who think to use the Track feat here won't learn much. A DC 25 Survival check made in conjunction with the Track feat will determine that dog-sized (Small) lizards use this corridor infrequently, the most recent time being four days ago. The tracks crisscross and seem to go in both directions.

Trapped Door: The door to the faculty offices (areas 4A-7) is locked, requiring a DC 20 Open

Lock check. Opening the door through brute force, or attempting and failing to pick the lock, triggers the trap. Note that taking 20 indicates you fail several times before you succeed, so anyone taking 20 on the lock will trigger the trap.

The *fireball* is centered on the door, so only 20 feet of it will extend to where the PCs are. Note that fireball is a spread, so it will hit party members hiding behind the corners.

Shadow Evocation (Fireball) **Trap:** CR 4; magic device; event trigger (opening faculty office door); event bypass (using key); automatic reset; spell effect (*shadow evocation*, 9th-level wizard, emulates *fireball*, 9d6 fire damage, DC 17 Reflex half and DC 17 Will disbelief (20% damage)); Search DC 30; Disable Device DC 30.

Area 4A-2 – Student Dormitory (EL 5): When the party enters the area, read or paraphrase the following:

The room ahead is cavernous by comparison to the cramped corridors. It stretches over fifty feet to the left, and the ceiling is a spacious ten feet high. A kind of railed balcony runs the length of the room directly ahead of you; you can see two staircases leading to the higher level. The lower level is empty except for some broken or disintegrated wooden stools and benches. There is a small hatch set into the far wall, like a dumbwaiter in a fancy estate.

Development: This was where the best students of the Clockwork Academy lived and relaxed. The furniture provided for the students was of lesser quality than that used in other areas, and has been destroyed by time and minor vermin.

Each of the dorm rooms is more or less identical to the other in that each contains a moldy bed, a ruined personal desk, and a sagging shelf that has spilled its contents (books and clothing) onto the floor. All the paper in these rooms has been destroyed, but a few of the book titles are still legible (in Gnomish), including such classics as: *Weasels, Friends for Life, Delusions of the Outer Gods: The Rise and Fall of Tsathzar Rho,* and *Point-Counterpoint Vol. 2: Wheels vs. Legs*. The larger room was used for the First Student, who was a kind of residence assistant, but is otherwise identical.

The Laundry Chute: The hatch opens to a chute that leads down to the laundry. The chute is Tiny, making it a tight fit for even a Small creature. Although cracked in places, it is intact and safe to climb down or scale. It requires a DC 20 Escape Artist check for a Small creature (or a DC 30 check for a Medium creature) to travel in the shaft. Since a climber could brace against both walls, however, it only requires a DC 5 Climb check to move up or down. The laundry chute is 20 feet deep and opens into area 4A-3. Anyone failing the Climb check by 5 or more slides down the chute, depositing them prone in laundry (meaning they only take 1d4 points of damage per full 10 feet fallen).

The Guards: There are three construct guards in here: two gnomish marksmen and a gnomish lancer, mark I.

The constructs are all attempting to hide, the marksmen using the railings on the upper level and the lancer using the bottom of the near staircase. If the constructs detect any intruders, they will attack instantly.

When the lancer appears, read or paraphrase the following:

Roaring out from behind the staircase is what looks like a metal cart, cast to resemble a grimacing gnome with three wheels instead of legs. It is made of iron with golden chasing, and features masterful embellishments. It would be comical if it weren't for the deadly-looking lance cradled under the gnome's arm.

When the marksmen can be spotted, read or paraphrase the following:

The glint of metal catches your eye as you look up. From behind the balcony's railing, you see what you at first take to be something wearing an iron mask carved to resemble a yelling gnome, but then it moves and you see that the "mask" is actually the head of some sort of three-wheeled construct that fires projectiles at you from its open mouth.

Tactics: Each construct attacks according to its design. The lancer attempts to charge into combat, and the marksmen fire from their elevated positions. Each construct will normally attack the adventurer closest to it, but if someone gets stuck to the floor with a tanglefoot bag, the lancer will switch to attacking that character (as long as it continues to function normally).

These constructs will chase fleeing opponents unless the heroes physically leave the Clockwork Academy or put a door between them and the constructs. Note that constructs are not fooled by any illusions.

The stairs count as rough terrain for these wheeled constructs.

Gnomish Marksman (2): CR 2; Small construct; HD 2d10+10; hp 21, 19; Init +3; Spd 30 ft.; AC 16, touch 14, flat-footed 13; Base Atk +1; Grp –3; Atk dart +6 ranged (1d3) or tanglefoot bag +6 ranged touch (entangle); Full Atk 2 darts +6 ranged (1d3) or 2 tanglefoot bags +6 ranged touch (entangle); SA Belly fire; SQ Accurate targeting, construct traits, darkvision 60 ft., immune to fire, interchangeable ammunition, low-light vision, payload, rangefinder; AL N; SV Fort +0, Ref +3, Will +0; Str 10, Dex 16, Con –, Int –, Wis 10, Cha 1.

Skills and Feats: None

SA – Belly Fire (Ex): The marksman can spray flame into all adjacent squares for 2d8 damage (Reflex DC 11 half). The belly fire does not normally hit targets occupying the gnomish marksman's square unless the construct is being grappled or swallowed. It will only use this attack in place of melee.

Each use of belly fire expends one oil canister.

SQ – Accurate Targeting (Ex): The gnomish marksman can fire into melee without penalty, and receives a +1 bonus on any ranged attack. If a gnomish marksman is threatened, it can fire without provoking attacks of opportunity, but it threatens no squares.

Interchangeable Ammunition (Ex): One of the gnomish marksmen has been configured to fire tanglefoot bags instead of darts. An entangled creature takes a –2 penalty on attack rolls and a –4 penalty to Dexterity and must make a DC 15 Reflex save or be glued to the floor, unable to move. Even on a successful save, it can move only at half speed.

A creature that is glued to the floor can break

free by making a DC 17 Strength check or by dealing 15 points of damage to the goo with a slashing weapon. A creature trying to scrape goo off itself, or another creature assisting, does not need to make an attack roll; hitting the goo is automatic, after which the creature that hit makes a damage roll to see how much of the goo was scraped off. Once free, the creature can move at half speed. A character capable of spellcasting who is bound by the goo must make a DC 15 Concentration check to cast a spell. The goo becomes brittle and fragile after 2d4 rounds, cracking apart and losing its effectiveness. An application of universal solvent to a stuck creature dissolves the alchemical goo immediately.

Payload (Ex): The gnomish marksman with darts is equipped with a payload of 18 darts and 3 canisters of oil. The gnomish marksman with tanglefoot bags is equipped with a payload of 14 tanglefoot bags and 2 canisters. If either construct runs out of primary ammunition, it will move to area 4A-4 and wait to be reloaded.

Rangefinder (Ex): A dart fired by a gnomish marksman has a range increment of 40 ft., and a tanglefoot bag has a range of 20 ft.

Gnomish Lancer, Mark I: CR 2; Small construct; HD 3d10+10; hp 26; Init +0; Spd 20 ft.; AC 17, touch 11, flat-footed 17; Base Atk +2; Grp +1; Atk/Full Atk lance +6 melee (1d6+3/x3); Space/Reach 5 ft./ 10 ft.; SA –; SQ Construct traits, damage reduction 1/adamantine, darkvision 60 ft., design flaw (*confusion*), immune to fire, low-light vision, telescoping lance; AL N; SV Fort +1, Ref +1, Will +1; Str 16, Dex 11, Con –, Int –, Wis 10, Cha 1.

Skills and Feats: None

SQ – Design Flaw (Confusion) (Ex): The mark I gnomish lancer performs admirably in combat until it takes 10 points of damage, at which point it starts smoking faintly and becomes subject to an effect similar to *confusion*. At the beginning of this construct's next turn, roll d%:

01-20: Act normally

21-50: Dazed for 1 round

51-70: Panicked for 1 round*

71-00: Attack nearest closest creature**

* Note that a mark I gnomish lancer does not actually hold anything, and therefore does not drop anything on a die roll of 51-70.

** If more than one creature is equidistant from the mark I gnomish lancer, roll to randomly determine whom it attacks.

Telescoping Lance (Ex): This construct's lance can retract and extend, allowing it swap between having reach and being able to strike adjacent foes. The construct can do this as an immediate action that does not provoke an attack of opportunity.

Area 4A-3 – Laundry (EL 5): Read or paraphrase the following:

A long table dominates the center of this room. Ankle-deep water fills the area, and the far wall has crumbled, blocking any other obvious points of exit. Three iron pillars stand against each wall; they are each ten feet tall, and the ceiling slopes sharply up to accommodate them. Strangely, there is a wooden ladder next to each pillar, and hanging from a peg near the top of the pillars is a long pole with a hook at the end.

Floating in the water and scattered on the table are odds and ends of clothing. The table also has several small metal crates, each marked with large letters not immediately familiar.

Most of the clothing is ruined, and this whole room smells faintly of mildew.

Development: The Gnomish writing on the crates reads, "SOAP – DO NOT EAT!" In this laundry, the gnomes used that soap and the vortex special attack of water elementals to get their whites whiter and their brights brighter. The "pillars" are actually large metal tubes that housed water and a water elemental. The gnome laundresses would toss clothing into the tube and then dump in the soap, which agitated the water elementals enough to trigger them to use their vortex ability. After a set amount of time had passed, the laundresses fished the clothing out with the hooked pole, which calmed down the water elementals.

Only the squares along the pillar walls have 10-foot ceilings; the rest of the area has only a 5-ft. ceiling. The other two laundry chutes in here are collapsed and cannot be climbed.

Since the laundry was abandoned, the water elementals have gotten out of their tubes and now "live" in the main area; the "water" in this area is actually the water elementals. When the combat begins, read or paraphrase the following:

Suddenly, the water in the room begins flowing violently as if agitated by a school of fish. Six mounds of water coalesce, and quickly take a kind of lumpy, manlike form, leaving several inches of water on the floor.

Underneath one of the crates are a black mantle and a board cap, apparently preserved because they were covered by the crate. Next to them is a still-legible note written in Gnomish that says, "Remember Danila, Headmaster Silverheel likes his mantle pressed and hand-delivered!" (see Handout H).

Coming Clean: Four magic items are scattered all over this room: a *rust bag of tricks*, a *cloak of*

elvenkind, a pair of *gloves of arrow snaring*, and a *cape of the mountebank*. The gloves, cloak, and cape are sized for Small creatures.

Tactics: The six water elementals will instantly attack anyone in the area, but will not chase opponents who have fled. As much as possible, they will gang up on one adventurer, trying to flank if possible. If anyone grabs a bar of soap and throws it at an elemental, have them make a ranged touch attack with an improvised weapon (–4 on attack roll) and a range increment of 5 feet. If they miss, roll for 1d2 squares deviation in a random direction. Any elemental in the target square is hit by the soap, which will infuriate it to the point of raging (+4 Strength and Constitution, –2 to AC, +2 to Will saves) for 4 rounds. All elementals fight to their destruction.

Small Water Elementals (6): CR 1; Small elemental (water, extraplanar); HD 2d8+2; hp 15, 13, 12, 11, 11, 9; Init +0; Spd 20 ft., swim 90 ft.; AC 17, touch 11, flat-footed 17; Base Atk +1; Grp –1; Atk/Full Atk slam +4 melee (1d6+3); SA Drench, vortex, water mastery; SQ Darkvision 60 ft., elemental traits; AL N; SV Fort +4, Ref +0, Will +0; Str 14, Dex 10, Con 13, Int 4, Wis 11, Cha 11.

Skills and Feats: Listen +2, Spot +3, Swim +10; Power Attack.

SA – Drench (Ex): The elemental's touch puts out torches, campfires, exposed lanterns, and other open flames of nonmagical origin if these are of Large size or smaller. The creature can dispel magical fire it touches as *dispel magic* (caster level 2nd).

Vortex (Su): Although water elementals normally have a vortex attack, there is insufficient depth of water here for these elementals to use this attack. Of course, should a foolhardy adventure crack open one of the water-filled iron pillars, this could change. (Treat each pillar as an iron door: hardness 10, 60 hp, Break DC 28.)

Water Mastery (Ex): A water elemental gains a +1 bonus on attack and damage rolls if both it and its opponent are touching water. If the opponent or the elemental is touching the ground, the elemental takes a –4 penalty on attack and damage rolls. (These modifiers are not included in the statistics block.)

Area 4A-4 – Assembly Hall (EL 4): Anyone who makes a DC 12 Listen check from the archway will hear slobbering and chewing sounds along with the crinkle of metal folding. From the angle of the archway, the minor xorn has total cover from the party and cannot be seen. When someone can see into the area, read or paraphrase the following:

The corridor turns into a railed, walkway balcony that wraps partway around a cavernous room. Five feet below you is a large area cluttered with worktables, wooden rods, crafting implements, pushcarts displaying tools, and scraps of metal, some etched in great detail.

A long metal beam extends straight from the walkway; from it hang a series of small chains and hooks, and near its base you can see a spool of chain. There is a wheel crank set into the wall by the beam.

A staircase at either end of the walkway descends to the floor, and at the far end you can see a hallway partly blocked by rubble and two small hatches set into the wall, much like a dumbwaiter.

Development: This was where the best students of the Clockwork Academy assembled the delicate inner workings of their constructs. In this area, the two hatches are actually dumbwaiters, both going down, and both completely blocked by rubble. They used to lead to the foundry, from which metal parts would be sent up and blueprints sent down.

The Academy's instructors could observe their students from the secret balcony, hidden by another *illusory wall* spell. See area 4A-7c for more details.

The Crane: The "beam" is actually a large crane that was used to transport heavy items from the assembly floor to the balcony or to lift items for assembly or inspection underneath. It does not work now, but turning the wheel crank will cause the chains to either tighten or loosen on the crane, making a horrendous clatter and potentially alerting any guard constructs and minor xorns that happen to be nearby.

Underneath the crane, on the assembly room floor, is a small niche in the wall covered in glass. Written in Gnomish above it are the words: "In case of emergency." Visible through the glass is a steel pin carved to look like a beetle – actually a *golembane scarab*.

Choked Passage: Light rubble blocks the passageway to area 4A-5, but five minutes of hard work per 5-foot square will clear that square.

Guard and Company: One of the pushcarts in here is actually an animated object created by one of the lazier professors to follow him around with tools. It was last ordered to "guard the floor" and has been doing so for over 800 years. From a distance of more than 10 feet it appears completely normal, but a combined DC 12 Spot check and DC 11 Knowledge (arcana) check from that distance will identify it as an animated object by the arcane symbols along its surfaces. Unknown to the unobservant tool cart, there is a minor xorn lurking in one corner of the room. Ravenously hungry, it has been drawn here by the large amount of metals. The xorn

is hiding behind a table and chewing on a delicious scrap of iron, but will move toward a bigger meal if one presents itself.

One Man's Junk: Of the eighteen non-chewed pieces of metal in here, six would be worth something to a collector or aspiring construct-maker. Identifying each piece correctly as being valuable requires a DC 15 Appraise check; each piece is worth about 130 gp and weighs 2, 3, or 4 pounds (divide evenly among those found).

Tactics: The pushcart will move to attack the first person that it senses setting foot on the assembly floor. It attacks by slamming itself into opponents. When/if the pushcart ever becomes aware of the minor xorn, it will consider it an enemy, also. If no enemies are on the assembly room floor but it is being fired upon, the animated object will try to climb the stairs by making a series of hops. It takes the pushcart 2 full-round actions to get up the stairs in this manner.

If made aware of the heroes, the minor xorn may attack them, depending on how much metal they are wearing. It will ignore anyone not wearing metal armor or a steel shield unless it is attacked first. The xorn will attack adventurers in the following order: one wearing heavy armor and a steel shield, one wearing heavy armor, one wearing metal medium armor and a steel shield, one wearing metal medium armor, one wearing metal light armor and a steel shield, one wearing metal light armor, one wearing a steel shield. Once it has a target, it will attack that target until it dies. The minor xorn will use its earth glide ability judiciously in combat, using it to sneak up behind targets, or using it to retreat.

Neither the animated pushcart nor the xorn will chase fleeing adventurers. If the xorn is reduced to 5 hit points or less, it will retreat. It will also always seek to avoid combat with the pushcart or anyone wielding a bludgeoning weapon, moving on to the next-most tasty PC.

Note that the floor here is considered rough terrain.

Animated Iron Pushcart: CR 1, Small construct; HD 1d10+10; hp 15; Init +1; Spd 70 ft.; AC 14, touch 12, flat-footed 13; Base Atk +0; Grp –4; Atk/Full Atk slam +1 melee (1d4); SA –; SQ Construct traits, darkvision 60 ft., hardness 10, improved speed, low-light vision; AL N; SV Fort +0, Ref +1, Will –5; Str 10, Dex 12, Con –, Int –, Wis 1, Cha 1.

Skills and Feats: None.

Hardness (Ex): An animated object has the same hardness it had before it was animated. This animated object was made of iron, and so has hardness 10.

Advanced Minor Xorn: CR 3; Small outsider (earth, extraplanar); HD 4d8+11; hp 33; Init +0; Spd 20 ft., burrow 20 ft.; AC 23, touch 11, flat-footed 23; Base Atk +4; Grp +3; Atk bite +8 melee (2d8+3); Full Atk bite +8 melee (2d8+3) and 3 claws +6 melee (1d3+1); SA –; SQ All-around vision, earth glide, damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold and fire, resistance to electricity 10, tremorsense 60 ft.; AL N; SV Fort +6, Ref +4, Will +5; Str 16, Dex 10, Con 15, Int 10, Wis 12, Cha 10.

Skills and Feats: Hide +11, Intimidate +4, Knowledge (dungeoneering) +7, Listen +7, Move Silently +4, Search +7, Spot +9, Survival +7 (+9 following tracks or underground); Multiattack, Toughness.

SQ – All-Around Vision (Ex): A xorn's symmetrically placed eyes allow it to look in any direction, providing a +4 racial bonus on Spot and Search checks. A xorn can't be flanked.

Earth Glide (Ex): A xorn can glide through stone, dirt, or almost any other sort of earth except metal as easily as a fish swims through water. Its burrowing leaves behind no tunnel or hole, nor does it create any ripple or other signs of its presence. A *move earth* spell cast on an area containing a burrowing xorn flings the creature back 30 feet, stunning it for 1 round unless it succeeds on a DC 15 Fortitude save.

Area 4A-5 – Drafting Halls: Read or paraphrase the following:

Severe cracks scar the walls and ceiling of this chamber, and rubble is strewn everywhere, crushing the wooden benches that used to stand in here. Shreds of paper and broken pencils are scattered amidst the debris. Time and the collapse of this room have rendered the paper illegible.

Just to the left of the door is another of those hatches set into the wall.

Development: This room was where the students would receive lectures on blueprint design, and where they completed those blueprints. Now it is trashed completely.

The Dumbwaiter: The hatch leads to another dumbwaiter that climbs upward to the old storeroom (area 4A-6). Students and faculty would send requests up the dumbwaiter, and their goods would come down with a bill. The rope rotted through long ago, and the tray is lying in the bottom of the dumbwaiter. Anyone who clears it out could climb up the shaft to the storeroom.

This shaft is a bit larger than the laundry chute. Medium creatures need to make a DC 20 Escape Artist check to fit inside, but a Small creature can go inside without difficulty. To ascend or descend, a Small or Medium creature can make a DC 5 Climb check. The shaft is 20 feet tall, and the pulley is still attached to the top. A clever creature could use 40 feet of rope to fix the dumbwaiter, removing the need to make any Climb checks for further travel.

Area 4A-6 – Storeroom (EL 5): Anyone who makes a DC 15 Listen check from the dumbwaiter shaft will hear faint scrabbling and hissing noises. The hatch at the top has been left open. When someone peers through, read or paraphrase the following:

This square room is crowded with numerous floor-to-ceiling shelves filled with crumbled or rotted goods. In many cases, there is only a narrow walkway between shelves. Suddenly, you hear a hissing noise, and you see a pair of upset, horned blue lizards the size of a small dog scrabble toward you!

Development: This was the storeroom that supplied several of the sites for the Clockwork Academy. It even stored shocker lizards for the Discovering Energy Division (DED). During the attack, the creatures escaped and are now the undisputed rulers of this storeroom. After the stores ran out, the shocker lizards spread out into the lower level, where (luckily for them) the constructs had been ordered to ignore them and (doubly-lucky) there is ample insect life to dine on. This is their main lair, however.

Tactics: The lizards will work together to create a lethal shock as long as there are two or more standing, since they know that is their most effective weapon against enemies and other food. They are adept enough at their lethal shock to center it anywhere they have line of sight, such as down the shaft.

This former storeroom is the lizards' lair and the only home they've ever known. They fight to the death to defend it; if someone tries to use animal empathy or some other effect to calm them down, their attitude starts at hostile.

If there is only one shocker lizard left, it will chase fleeing heroes (note their climb speed); otherwise, they are content to chase off any interlopers.

Damaged Goods: Most of the supplies kept in here have either deteriorated or been gnawed on by the shocker lizards. Only the sturdiest items are still intact, including two 10-foot lengths of chain, a crowbar, five sets of flint and steel, an amazing-quality lock, the key to that same lock, and a spyglass, miraculously untouched in its metal case. A DC 10 Search check will find each item (note that the lock and key are not a set).

Shocker Lizards (3): CR 2; Small magical beast; HD 2d10+2; hp 21, 17, 15; Init +6; Spd 40 ft., climb 20 ft., swim 20 ft.; AC 16, touch 13, flat-footed 14; Base Atk +2; Grp –2; Atk/Full Atk bite +3 melee (1d4); SA Lethal shock, stunning shock; SQ Darkvision 60 ft., electricity sense, immunity to electricity, low-light vision; AL N; SV Fort +4, Ref +5, Will +1; Str 10, Dex 15, Con 13, Int 2, Wis 12, Cha 6.

Skills and Feats: Climb +11, Hide +11, Jump +7, Listen +4, Spot +4, Swim +10; Improved Initiative.

SA – Lethal Shock (Su): Whenever two or more shocker lizards are within 20 feet of each other, they can work together to create a lethal shock. This effect has a radius of 20 feet, centered on any one contributing lizard. The shock deals 2d8 points of electricity damage for each lizard contributing to it, to a maximum of 12d8. A Reflex save (DC 10 + number of lizards contributing) reduces the damage by half.

Stunning Shock (Su): Once/round, can deliver an electric shock to a single opponent within 5 ft. This attack deals 2d8 points of nonlethal damage to living opponents (Reflex DC 12 half).

SQ – Electricity Sense (Ex): Shocker lizards automatically detect any electrical discharges within 100 feet.

Area 4A-7 – Faculty Offices: Read or paraphrase the following:

The door opens into a straight corridor that runs forty-five feet to another door. On either side of the corridor are several more doors, seven in total.

Development: This hallway is the faculty's section of this site.

The door at the end of the hallway is locked, requiring a DC 20 Open Lock check to open. The key that unlocked this door also unlocked the door in area 4A-1. Additionally, the locking mechanism has the spell *phantom trap* (heightened to 8th level) cast on it, meaning any rogue who searches it and fails their Will save (DC 22) is certain there is some kind of magical trap on the lock, but no amount of effort will remove the "trap." It is recommended that the GM have the would-be trapfinder make a Search roll first, then tell them to make their Will save … that way a meta-thinking player may not immediately intuit exactly what spell is being used here.

Rather than give a separate area of the map to each largely insignificant room, they are all lumped under this heading. Below are listed the actual contents of each smaller room:

Area 4A-7a – New Office: This office space was being made for the newest member of the faculty. The room is completely bare, unfurnished. The orcs and giants attacked before the instructor could move in.

Area 4A-7b, d, f – Instructor Offices: Each of these rooms contains a small desk, a chair, and a bookshelf. In all cases, the bookshelves are filled with corrupted books too destroyed to read, although some of the leather titles have survived. These cover such esoteric topics as: *New Methods of Actuator Flexibility, Point-Counterpoint Vol. 7: Speed vs. Armor*, and the classic *Golem Creation on a Budget*. The only real difference between these offices is that area 4A-7d has several long-dead plants and area 4A-7f has a food and water dish labeled "Rusty" and the skeleton of a badger.

Area 4A-7c – Conference Room: This room is almost filled by an immense teak table, lovingly crafted and carved to show cavorting weasels, ferrets, badgers, wolverines, and mice along its border. If it could be removed from the room (it was brought in using the spell *shrink item*), it would be worth 8,000 gp to a wealthy buyer who appreciated fine things. If it takes any damage, however, its value drops by as much as 80%.

The two doors on the other side of the room lead to a balcony, complete with railing, that seems to face a blank wall. This is yet another *illusory wall* spell, and in truth it overlooks the assembly room (area 4A-4). From this angle, the xorn could be spotted if the illusion is disbelieved. See Finding the Academy, above, for how to adjudicate this illusion. The balcony is the same height as the one in that room.

Area 4A-7e – Headmaster's Office: This was where the eccentric headmaster, Ergus Silverheel, kept his office. The room contains an old desk, a comfortable chair (now moldy), two less-comfortable chairs (intact), and a bookshelf filled with his own writings (all corroded and illegible). He also once had a fish tank in here, but when the giants' tower crashed into the mountain, it was knocked over. There was also a priceless vase dating from the days of the Sphinx Empire, but unfortunately he kept it on top of the fish tank, so it's also destroyed. Finally, he had a rug that had survived the original sacking of the monastery of Clynnoise (modern-day Castle Whiterock), but … you get the idea.

The door opposite the entrance opens onto the balcony (see area 4A-7d).

The only treasure found in this room is under the desk in a small, iron lockbox (unlocked). In it is the headmaster's petty cash: 800 cp and 30 gp.

The lockbox also contains a huffy letter written in Gnomish by the laundry staff. Show the players Handout I.

Area 4A-8 – Faculty Lounge (EL 5): Read or paraphrase the following:

This hemisphere-shaped room was once tastefully appointed, with low, cushioned divans and deep, leather chairs. Small tables scattered throughout the room still hold scraps of paper, ashtrays, a few pipes, and old, stained snifters. One, left open, probably contained the brandy.

The walls in here are carved to show an impossibly complex clockwork device, a veritable web of interlocking cogs, wheels, chains, and catches. Several ceramic pots that probably once held plants are against the walls. If they held plants, it would have been an unusual stylistic choice … clockwork machinery and verdure.

Development: This was the faculty lounge, where the teachers could sit on comfy chairs and couches, enjoy a smoke, and complain about their students (or the headmaster, when he wasn't around). Only the most senior staff knew about the secret door to the vault, and none of them dared to go inside.

A DC 10 Search check will discover a *scroll of reduce person* (CL 1st) stuffed in the pillows of one of the chairs.

The Vault Door: Directly opposite the door, camouflaged among the similar artistry, is the device of

the Clockwork Academy. That symbol is set into the center of a secret door (Search DC 25). Opening the door properly involves touching the seal and repeating the motto, "Forward progress one gear at a time," aloud. Attempting to open the door without using the phrase triggers a *phantasmal killer* trap.

***Phantasmal Killer* Trap:** CR 5; magic device; event trigger (opening vault door); event bypass (touching door and reciting motto); automatic reset; spell effect (*phantasmal killer*, 7th-level wizard, DC 16 Will save for disbelief and DC 16 Fortitude save for partial effect); Search DC 29; Disable Device DC 29.

Area 4A-9 – Vault (EL 5): Read or paraphrase the following:

This room is well lit by four iron rods hanging from the ceiling, each one glowing far brighter than the ones in previous areas. In the light, you see the room is mostly bare but for a wooden table and large scrolls, some four feet in length, mounted behind glass on the walls to either side of the secret door. Written on the scrolls are incomprehensible notes and bizarre diagrams that look like the insides of several different constructs.

The table, bearing nothing, is set against the far wall, but flanking it are two weird machines made to look like wheeled, angry gnomes bearing lances. They are made of iron and gold, and look quite sturdy, if a little silly.

Development: The scrolls are, in fact, fakes made by the strange headmaster to fool thieves into stealing them instead of the real *Codex Autonomica*. The notes are contradictory and utterly useless to anyone actually trying to make a construct out of them. If anyone examines the scrolls, have them make a DC 30 Knowledge (arcana) or DC 20 Forgery check to determine that these are, indeed, fakes.

The *Codex Autonomica* is hidden behind a final secret door (Search DC 20) in the far wall. When it is opened, read the following:

Opening the hidden door, you see a small chamber, almost an alcove, really. Set upon a stone pedestal, carved to resemble a gnome with a quirky look in his eye, is a large, iron-bound book, perfectly preserved. Strange, spiky writing, unlike the previous writing seen, is etched onto its cover.

A DC 25 Knowledge (nobility and royalty) check will know that the gnome depicted is Ergus Silverheel.

In Draconic, the writing says, "Codex Autonomica, byng an Omnibus of matters Pertayning to the Crafture and Art of Clocks-work Creation, compyled by Headmaster Ergus Silverheel, for Study and Elucidation of the Clock-work Academy." The book contains all the diagrams of the Clockwork Academy's creations, but the information is so complicated that there are only a few people alive who could make any sense of it. Should the party find a suitably high-level buyer, the *Codex's* value could be as much as 11,000 gp. Anyone with the Craft Construct feat who studies the *Codex Autonomica* gains two benefits. First, the time it takes to enchant a construct is reduced by half (one day for each 2,000 gp in market price). Second, constructs can be repaired at double the rate (40 points of damage per day); the cost is unaffected. These benefits reflect the expertise of the authors of the *Codex*, not a magical bonus. The *Codex*, although informative, is mundane.

Tactics: The lancers spur to combat immediately, but the animated table will not move unless a hero moves adjacent to it. It will defend the spot in front of the secret door, and the lancers will move around, trying to harm as many opponents as possible. The lancers and table fight to their destruction, and the lancers will pursue fleeing adventurers as far as the entrance to the Clockwork Academy. The lancers attempt to charge if possible, and fight as a team attempting to flank, but they attack independently of the table.

Gnomish Lancer, Mark II (2): CR 3; Small construct; HD 3d10+10; hp 26, 22; Init +0; Spd 20 ft.; AC 19, touch 11, flat-footed 19; Base Atk +2; Grp +1; Atk/Full Atk lance +6 melee (1d6+3/x3); SA Powerful charge; SQ Construct traits, damage reduction 1/adamantine, darkvision 60 ft., immune to fire, low-light vision, telescoping lance; AL N; SV Fort +1, Ref +1, Will +1; Str 16, Dex 11, Con –, Int –, Wis 10, Cha 1.

Skills and Feats: None.

SA – Powerful Charge (Ex): A mark II gnomish lancer deals 2d6+6 damage when it makes a charge.

SQ – Telescoping Lance (Ex): This construct's lance can retract and extend, allowing it swap between having reach and being able to strike adjacent foes. The construct can do this as an immediate action that does not provoke an attack of opportunity.

Animated Wooden Table: CR 1; Small construct; HD 1d10+10; hp 15; Init +1; Spd 50 ft.; AC 14, touch 12, flat-footed 13; Base Atk +0; Grp –4; Atk/Full Atk slam +1 melee (1d4); SQ Construct traits, darkvision 60 ft., hardness 5, low-light vision; AL N; SV Fort +0, Ref +1, Will –5; Str 10, Dex 12, Con 0, Int 0, Wis 1, Cha 1.

Skills and Feats: None.

Hardness (Ex): An animated object has the same hardness it had before it was animated. This animated object was made of wood, and so has hardness 5.

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 5:
THE SUBMERGED RUINS OF CASTLE WHITEROCK

Level Summary

About 350 years ago, a terrible earthquake wracked the region. The west caldera wall collapsed, and the resulting waters of the Daenmere Lake rushed into the caldera. The flood inundated many of the lower dungeons beneath Castle Whiterock. The lower courtyard was completely flooded as well. In fact, few people today know that Castle Whiterock ever had a lower courtyard. This flooded level is now home to several dangerous creatures.

Game Master's Section

Scaling Information

This level of the dungeon is designed for 4-6 characters of 5th level, but can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or less than 5th level): Remove one of the crystal oozes in area 5-1. Remove 2 ranger levels from Trosk, and remove the spear trap in area 5-5. Remove 4 lacedons from area 5-8. Remove the water elemental template from the hydrohydra. Reduce it to 5 heads, and give it the aquatic subtype.

Stronger parties (7 or more characters, or higher than 5th level): Increase the lethality of the traps in areas 5-3 and 5-4. Add two aquatic ghasts to area 5-8. Add two more heads to the hydrohydra, and add another kapoacinth (also with the elite ability score array) to area 5-12. Add two more Large monstrous crayfish to area 5-14.

Background Story

When the west caldera wall collapsed over 350 years ago, the waters of Daenmere Lake rushed into the volcanic basin, altering the water table forever. The increase in water level flooded the lower dungeons, but water is a persistent force of nature, and it soon made its way to the depths of the Underdeep, to recharge deep aquifers and complete the water cycle. However, the exterior of the volcanic basin displayed a water table increase, resulting in the flood of the lower courtyard. And for the past several centuries, the lower courtyard has remained submerged.

Over the years, a myriad of aquatic life has come and gone. But some have settled in the protective nooks and crannies of the walls, towers, battlements, and the few chambers that have been spared destruction. The ruins support monstrous crayfish larger than a horse, thick electric eels that lair in the cavern walls, giant beetles that paddle about with air bubbles attached to their carapaces, and other mundane inhabitants. Of course, the rich diversity present in the ruins has attracted high-end predators as well. A crafty merrow (aquatic ogre) ranger makes his home in the ruins, harvesting the poison from penned giant beetles and seeding giant clams to artificially create freshwater pearls. A massive aquatic hydra makes its lair in the gatehouse ruins, happily fattening up on the monstrous crayfish.

Not all of the occupants in the submerged ruins are interested in a quick meal. A war band of nixies, led by a charismatic warrior, desperately search for one of their own. If the adventurers can befriend these fey, they can be quite helpful in further exploration of the watery ruins. A capricious kapaocinth (aquatic gargoyle) stalks the crumbling walls, more interested in deceiving and sowing discord than actually attacking explorers.

Encounter Table

Loc	Pg	Type	Encounter	EL
5-1	105	C	2 crystal oozes	6
5-2	106	C	4 predaceous diving beetles	6
5-4	107	T	*Glyph of warding* trap Air-filled chamber trap	6
5-5	108	C/T	*Trosk*, male merrow Rgr4 *Ang'lis*, eel companion Poisoned barbed large spear trap	7
5-7	110	P	12 giant clams	–
5-8	111	C	9 lacedons	7
5-10	112	C	Large monstrous pike 5 giant bladderwort plants	7
5-11	112	C	Seven-headed hydrohydra	8
5-12	114	P/C	*Syngnathus*, elite kapoacinth	5
5-13a	114	T/C	6 harpoon urchins	6
5-13b	115	P/C	*Ceandril Shimmerscale,* male nixie War4 6 nixies	7
5-14	117	C	2 Large monstrous crayfish	4
5-15	118	C	5 electric eels	6

Getting Captured

There are two foes on this level that could capture the adventurers. The first is Trosk, in area 5-5. Captives are stripped of valuables, which are stored in area 5-5. When the merrow gets a chance, these items will be traded back to his tribe in exchange for useful, mundane items he lacks. He places one bound hero in area 5-2 to feed his captured giant beetles, while the remaining bound adventurers are unceremoniously dumped in the giant bladderwort forest (area 5-10), destined to become food for the monstrous pike that lairs there, or perhaps even plant food!

The heroes could also be captured by the nixie war band in area 5-13, or by the wandering nixie patrols. Captives of a patrol are brought before the nixies' leader, Ceandril, in area 5-13b for questioning. If the adventurers don't satisfy his line of questioning regarding his sister, they are released in the bladderwort forest, but unbound, and with most of their equipment intact (after a few choice items, usable by the nixies, are removed).

Tracking

Tracking is impossible nearly underwater, as the currents and settling debris quickly conceal signs of movement on the bottom. And of course, most aquatic creatures swim, so there is little need to interact with the bottom substrate. Should the Game Master rule that some tracks could exist (likely in areas 5-1 to 5-5, or area 5-14), all Survival checks to track suffer a –10 circumstance penalty.

Interrogation

Trosk and the nixies are the only sentient creatures on this level receptive to interrogation. The rest of the denizens merely desire to consume the adventurers. Consult the respective encounter areas for information on dealing with these NPCs.

Wandering Monsters

For each uninhabited location that the adventurers explore, there is only a 10% chance (1-2 on a d20) that they encounter a wandering monster. This chance increases to 25% (1-5 on d20) if they spend more than 3 rounds in open water (exposing themselves to predators), such as the courtyard in area 5-9. If an encounter is called for, roll 1d8 and consult the following table. With the exception of the Large monstrous crayfish, be sure to deduct any encounter creatures from their appropriate encounter location on this level.

1d8	Encounter
1-3	If only they tasted like lobster (2 Large monstrous crayfish, EL 4)
4-5	Up to no good (*Syngnathus*, kapoacinth, EL 5)
6-7	Fey watch (4 nixies, EL 5)
8	Out for a hunt (Seven-headed hydrohydra, EL 8)

The following statistics blocks are provided for easy reference for the Game Master.

If Only They Tasted Like Lobster: The area around the submerged ruins is teeming with Large monstrous crayfish. These vermin attack without hesitation.

Large Monstrous Crayfish (2): CR 3; Large vermin (aquatic); HD 4d8+8; hp 28 each; Init +0; Spd 20 ft., swim 40 ft.; AC 15, touch 9, flat-footed 15; Base Atk +3; Grp +10; Atk claw +5 melee (1d6+3/19-20), Full Atk 2 claws +5 melee (1d6+3/19-20); Space/Reach 10 ft./10ft.; SA Constrict 1d6+3, improved grab; SQ Vermin traits, water dependent; AL N; SV Fort +6, Ref +1, Will +1; Str 16, Dex 10, Con 14, Int –, Wis 10, Cha 2.

Skills and Feats: Hide +0, Spot +10, Swim +11; —

SA – Constrict (Ex): On a successful grapple check, a monstrous crayfish deals 1d6+3 points of damage.

Improved Grab (Ex): To use this ability, a monstrous crayfish must hit with a claw attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

SQ – Water Dependant (Ex): A monstrous crayfish can survive out of the water for 1 hour per 2 points of Constitution (after that, refer to the drowning rules in the DMG.

(Source: *Tome of Horrors (Revised)*, p. 73.)

Up to No Good: This encounter only occurs outside of areas 5-1 to 5-5. Reroll if this result occurs in one of those areas. Syngnathus has spied the PCs and desires a closer look. He shadows them for a while, using his freeze ability and Hide checks to remain undetected. At the GM's option, he could lead the adventurers into an ambush (in area 5-10 or 5-11) or attempt to call Trosk's attention to their presence. Although he will not openly attack, he could strike the adventurers from behind if they are tangling with another foe.

Syngnathus, male elite kapoacinth: CR 5; Medium monstrous humanoid (aquatic); HD 4d8+23; hp 48; Init +3; Spd 40 ft., swim 60 ft.; AC 17, touch 13, flat-footed 14; Base Atk +4; Grp +7; Atk claw +7 melee (1d4+3); Full Atk 2 claws +7 melee (1d4+3) and bite +5 melee (1d6+2), and gore +5 melee (1d6+2);SA –; SQ Damage reduction 10/magic, darkvision 60 ft., freeze; AL CE; SV Fort +6, Ref +7, Will +5; Str 17, Dex 16, Con 20, Int 8, Wis 13, Cha 7.

Skills and Feats: Hide +8*, Listen +5, Spot +5, Swim +11; Multiattack, Toughness.

* Syngnathus gains an additional +6 racial bonus to his Hide check when concealed against a background of stone.

SQ – Freeze (Ex): Syngnathus can hold itself so still it appears to be a statue. An observer must succeed on a DC 20 Spot check to notice the it is really alive.

Languages Spoken: Aquan, Common.

Fey Watch: These nixies are part of the war band that has holed itself up in area 5-13. Although they enjoy slow, bare-chested swims through the courtyard, they are searching the ruins for Nemoura, a missing nixie, and Ceandril's sister (she can be found trapped in area 3-12). The nixies are somewhat aggressive, and attempt to *charm* several of the heroes to convince them to consult with their leader. If two or more nixies are slain, they retreat to area 5-13b.

Nixies (4): CR 1; Small fey (aquatic); HD 1d6; hp 4 each; Init +3; Spd 20 ft., swim 30 ft.; AC 14, touch 14, flat-footed 11; Base Atk +0; Grp –6; Atk/Full Atk shortsword +4 melee (1d4-2/19-20) or light crossbow +4 ranged (1d6/19-20); SA Charm person, SQ Amphibious, damage reduction 5/cold iron, low light vision, spell resistance 16, water breathing, wild empathy; AL N; SV Fort +0, Ref +5, Will +3; Str 7, Dex 16, Con 11, Int 12, Wis 13, Cha 18.

Skills and Feats: Bluff +8, Craft (any one) +5, Escape Artist +6, Handle Animal +8, Hide +7*, Listen +6, Perform (sing) +7, Search +3, Sense Motive +5, Spot +6, Swim +6; Dodge, Weapon Finesse.

* Nixies have a +5 racial bone on Hide check when in the water.

SA – Charm Person (Sp): A nixie can use *charm person* three times per day as the spell (caster level 4th). Those affected must succeed on a DC 15 Will save or be *charmed* for 24 hours. Most *charmed* creatures are used to perform heavy labor, guard duty, and other onerous tasks for the nixie community. Shortly before the effect wears off, the nixie escorts the *charmed* creature away and orders it to keep walking. The save DC is Charisma-based.

SQ – Amphibious (Ex): Although nixies are aquatic, they can survive indefinitely on land.

Water Breathing (Sp): Once per day, a nixie can use *water breathing* as the spell (caster level 12th). Nixies usually bestow this effect on those they have *charmed*.

Wild Empathy (Ex): This ability works like the druid's wild empathy class feature, except that a nixie has a +6 racial bonus on the check.

Possessions: Shortsword, light crossbow with 10 bolts.

Out for a Hunt: This massive beast has an equally massive appetite, and thus spends a great deal of time

hunting. It avoids the electric eel fields (area 5-15), but enjoys the juicy monstrous crayfish, and often can be found scouring the cliff face to the north and south of the ruins looking for the tasty morsels. It attacks the heroes on sight, but if they wield electrical attacks, or sever three or more of its heads, it retreats back to area 5-11.

Seven-Headed Hydrohydra (elemental (water) hydra): CR 8; Huge outsider (extraplanar, water); HD 7d10+45; hp 84; Init +1; Spd 20 ft., swim 20 ft.; AC 21, touch 9, flat-footed 20; Base Atk +7; Grp +20; Atk/Full Atk 7 bites +11 melee (1d10+5); Space/Reach 15 ft./10 ft.; SA Drench, water mastery; SQ Darkvision 60 ft., fast healing 17, low-light vision, scent, vulnerability to electricity; AL N; SV Fort +11, Ref +6, Will +4; Str 21, Dex 12, Con 22, Int 2, Wis 10, Cha 9.

Skills and Feats: Listen +7, Spot +7, Swim +13; Combat Reflexes, Iron Will, Toughness, Weapon Focus (bite).

SA – Drench (Ex): A hydrohydra can extinguish normal flames with a touch. Magical flames are extinguished as if a successful *dispel magic* (CL 7) is cast.

Water Mastery (Ex): A hydrohydra gains a +1 to hit and damage if both it and its target are in water. If the hydrohydra or target is on ground, it suffers a –4 to hit and damage.

(Source: *Deluxe Book of Templates*, p. 105-107.)

Areas of the Map

Map 8 depicts the submerged ruins of Castle Whiterock. This entire level is submerged (except for area 5-4), so the GM should review the underwater combat and drowning rules before running this part of the adventure. The adventurers should have plenty of methods available to them to grant water breathing. These include the ring *Aquil'iya* (from area 3-12) and the damaged *bottle of air* (from area 3-5). They could also purchase potions from Quintus back in Cillamar, receive *water breathing* spells from Nemoura in area 3-12 or the nixies in area 5-13, or even attempt to use the air bubbles from the diving beetles in area 5-2.

The walls in areas 5-1 to 5-6 and 5-14 are considered hewn stone. The crumbling walls in areas 5-11 and 5-13 are considered masonry walls. The main wall, area 5-12, is augmented reinforced white stone, provided by the cloud giants centuries ago. All doors are made of stone and have recently been restored to full function by Trosk.

Augmented Reinforced Whiterock Wall: 10 ft. thick; hardness 8; hp 270 (per 10-foot-by-10-foot section); Break DC 50; Climb DC 20. Radiates faint transmutation magic and weighs half as much as normal stone.

Crumbling Masonry Wall: 1 ft. thick; hardness 8; hp 75 (due to condition); Break DC 35; Climb DC 10.

Hewn Stone Wall: 3 in. thick (at least); hardness 8; hp 5,400 (per 5 ft. thickness); Break DC 50; Climb DC 22.

Stone Door: 4 in. thick; hardness 8; hp 60; Break DC 28 (stuck or locked).

Area 5-1 – The Bottom of the Well (EL 6): The description below assumes the heroes enter this room via the well shaft in are 3-10. If they enter instead via the corridor from area 5-2, adjust the description as necessary.

> *After entering the chilly dark water, you begin to descend the smooth stone walls of the well shaft. After at least 100 feet, you are deposited into an octagon-shaped chamber, 30 feet wide and 40 feet long. The ceiling is 10 feet high, and the floor is made of smooth flagstones. An archway shaped like a majestic bird of prey with outstretched wings is centered on the west wall, leading to a 10-foot-wide corridor. The rest of the room is featureless.*

This chamber was once a hidden entrance to the upper level of Castle Whiterock. However, the secret door that was on the west wall has long since rotted. The room is indeed featureless, save for the archway, and the 10-foot-diameter well shaft that leads to area 3-10. A Search check (DC 10) of the shaft reveals that iron bars have been driven into the shaft to serve as a ladder. Or the shaft could be ascended with a DC 10 Climb check. Of course now that it is flooded, adventurers can simply swim up the shaft.

The elaborate archway dates back to the days of the orcish occupation of the castle. A DC 20 Knowledge (nature) check reveals that the bird of prey is indeed a roc. The gateway represents the White Roc, the symbol of the orc tribe, taking off in flight.

A pair of crystal oozes lurk in this chamber. They once had free rein throughout the ruins, but they were discovered by the merrow ranger Trosk (area 5-5), who repaired the door from area 5-2 to seal them here. Trosk knows that he must deal with the oozes eventually, but he doesn't how to go about it. The oozes' captivity has made them desperate for a meal.

Tactics: One crystal ooze hangs above the archway, and the other hides in the well shaft, near the bottom. Due to their transparent nature, a DC 25 Spot check is needed to detect either ooze. The oozes do not hesitate to attack, yet they lack any coordinated tactics. Once an ooze hits, it attempts to establish a hold so that it can constrict its prey. If reduced to 5 hit points or less, a crystal ooze

retreats, probably down the corridor or up the well shaft. If the adventurers leave the door to area 5-2 open, the oozes finally escape the room.

Crystal Oozes (2): CR 4; Medium ooze (aquatic); HD 4d10+20; hp 42, 37; Init –5; Spd 5 ft., swim 10 ft.; AC 5, touch 5, flat-footed 5; Base Atk +3; Grp +4; Atk/Full Atk slam +4 melee (2d4+1 plus 1d6 acid); SA Improved grab, acid, constrict, paralysis; SQ Blindsight, immune to acid, cold and fire, transparent, ooze traits, water bound; AL N; SV Fort +6, Ref –4, Will –4; Str 12, Dex 1, Con 21, Int –, Wis 1, Cha 1.

Skills and Feats: Swim +9.

SA – Acid (Ex): A crystal ooze slam causes 10 points of acid damage per round to all organic material. Clothing dissolves instantly, unless a DC 17 Reflex save is made. A wooden weapon that strikes a crystal ooze deals no damage and is destroyed unless a DC 17 Reflex save is made.

Constrict (Ex): If a crystal ooze establishes a hold, it deals automatic slam and acid damage each round with another successful grapple attack (at a +4 bonus). Clothing suffers a –4 penalty to the Reflex save vs. becoming destroyed.

Improved Grab (Ex): To use this ability, a crystal ooze must hit with its slam attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

Paralysis (Ex): A crystal ooze secretes a paralytic slime. A target hit by a crystal ooze's slam or constrict attack must succeed on a DC 17 Fortitude save or be paralyzed for 3d6 rounds. The crystal ooze can automatically constrict a paralyzed opponent.

SQ – Water bound (Ex): A crystal ooze can survive out of water for 1 hour per point of Constitution. After that, it suffers 1 point of damage per round until submerged in water.

Transparent (Ex): When a crystal ooze is submerged, a DC 20 Spot check is required to detect it.

(Source: *Tome of Horrors (Revised)*, p. 285.)

Area 5-2 – The Beetle Pen (EL 6): Read or paraphrase the following:

> *Unlike previous chambers, this area is well lit, although the light source is not obvious. This chamber is 15 feet wide and 25 feet long, with a plain stone floor and matching stone walls. The top five feet or so of the walls are covered with thick mats of green algae. A few rotten half-eaten fish carcasses aimlessly drift about the chamber. The ceiling cannot be seen, though perhaps the rippled surface of the water hides an air-filled chamber beyond.*
>
> *Your presence in this chamber disturbs its occupants. Several man-sized beetles effortlessly glide through the water with powerful thrusts of paddle-like legs. Each vermin sports wicked mandibles and carries an air-bubble under its carapace.*

The ceiling is 25 feet overhead, but the last five feet is clean, refreshing air. The air is replenished by the abundant algae growth, both under the water's surface and adorning the walls and ceiling. The light source is provided by three metal rods affixed to the ceiling (a DC 20 Strength check is needed to remove each). Each rod has been enchanted with a *continual flame* spell. The light produced by these rods, coupled with the warm humid temperature and the wastes generated by the beetles, provide the perfect environment for algae growth. Although the air-filled chamber is enough for four giant beetles, additional breathers will eventually exhaust the supply. There is enough fresh air for eight man-hours.

Trosk maintains this chamber as a pen for captive giant predaceous diving beetles. The doors are not locked, but are maintained in working order, lest his precious resource escape. On a regular basis, the merrow ranger wades into this chamber with a net to subdue one of the vermin. He then harvests the poison saliva and returns the creature back to its pen. About once each month, he transports the poison back to the orc tribe for trade.

Trosk has gone to great lengths to set this pen up for the beetles. After discovering the partially air-filled chamber, he placed the "light rods" (scavenged from the castle ruins) to encourage the algae growth. From time to time, he needs to clean off the rods, and trim back excessive algae growth. Every other day, he deposits a few large live fish (captured in gill nets) in the pen to feed his pets. Still, the vermin are hungry, and waste no time going after new prey.

Tactics: The beetles spend a few rounds investigating the new arrivals. Once they conclude that the adventurers are not bringing the food (they *are* the food), the beetles attack. The mindless vermin attack random targets, and try to stay submerged to utilize an advantage versus land-lubbing PCs. If reduced to 5 hit points or less, the wounded beetles will flee out the chamber (if the door is left open) or attempt to hide in the dense algae mats.

All That Glitters is Not Gold: In addition to the breathable air (which might be worth more than treasure to drowning PCs), there are the three enchanted metal rods. Heroes can also (with a DC 20 Survival check) harvest air bubbles from beetle carapaces to provide 30 minutes of fresh air.

Giant Predaceous Diving Beetles (4): CR 2; Medium vermin (aquatic); HD 4d8+12; hp 35 each; Init +2; Spd 20 ft., swim 40 ft.; AC 18, touch 12, flat-footed 16; Base Atk +3; Grp +5; Atk/Full Atk bite +5 melee (2d4+3 plus poison/19-20); SA Augmented critical, poison; SQ Air bubble, darkvision 60 ft., vermin traits; AL N; SV Fort +7, Ref +3, Will +1; Str 15, Dex 14, Con 16, Int –, Wis 10, Cha 7.

Skill and Feats: Hide +10, Swim +14.

SA – Augmented Critical (Ex): A giant predaceous diving beetle's razor sharp mandibles threaten a critical on a roll if 19-20.

Poison (Ex): Injury, Fort DC 15, initial/secondary damage 1d3 Dex.

SQ – Air Bubble (Ex): When a giant predaceous diving beetle dives, it carries an air bubble under its carapace that provides 30 minutes of fresh, breathable air for a single Medium creature. With a successful Survival check (DC 20), the air bubble from a dead beetle can be "harvested" and used by another creature.

Area 5-3 – Ancient Guardroom (EL –):

This 15-foot-by-15-foot room is barren, save for a stone door situated in the southeast corner. Centered in the ceiling about 15 feet off the floor is a sealed metal trapdoor about 3 feet square. Its metal surface is gouged and scratched. Hanging from the trapdoor's handle is a small net filled with several large fish carcasses.

This chamber once served as a guardroom. Today, it is merely an empty room used by Trosk to store fish.

The Mysterious Door: The trapdoor is constructed of fine metal, and appears to be locked. In addition to a mundane lock (normally requiring a DC 22 Open Lock check), an arcane lock (caster level 7th) has been cast on the trapdoor. Trosk suspects there is something valuable in the room, but he's been unable to open the door. After numerous attempts, he has given up on the task.

Metal Trapdoor: 2 in. thick; hardness 10; hp 60; Break DC 38 (locked).

Above the trapdoor is a weapons storage loft, but the chamber is still air-filled, thanks to the fine craftsmanship of the metal door and the metal plates sealing the arrow slits on the west wall. After the adventurers unlock the door (and dispel the *arcane lock*), it still requires a Strength check (DC 20) to open the inward swinging door. If the party manages to open the door, beyond is an air-filled chamber (see area 5-4). Since the trapped air has no way to escape, area 5-4 does not fill with water.

As a matter of fact, air-breathing adventurers will find several hours of stale air in this location, which might be desperately needed. If the heroes are not careful, they could end up flooding the chamber (see area 5-4 for details).

To the Battlements: There is a secret door hidden in the east wall (DC 22 Search check to locate) that leads to a rough-hewn passage. Twenty feet in, however, the passage has collapsed – the result of one of the many earthquakes that wrack the region. The passage can be cleared with about 9 man-hours of labor, opening the way to area 5-6.

Area 5-4 – Weapons Loft (EL 6):

This small room is only 10 foot square with a ceiling barely 7 feet high. The chamber is still dry, although humid with thick, stale air. The cluttered remains of numerous weapon heads, their wooden shafts rotted long ago, litter the floor. Spearheads, hundreds of arrowheads, swords of all sizes, axes and maces are all represented. A stone chest, perhaps seven feet long, is pushed up against the west wall. Above the chest, sunken into the wall, is a pair of metal plates, each one foot wide and about three feet high. To the right of these plates is an iron lever, rusted in the upright position.

This chamber was once a weapons storage loft for defenders of the castle. Since the room is still dry (although humid), the metal weapon blades are still in fine shape despite a superficial coating of rust. The mess of weapons includes the following: 25 longswords, 4 greatswords, 17 battleaxe heads, 6 greataxe heads, 11 light maces, 52 spearheads, and 222 arrowheads. All bows, wooden hafts, and leather armor have since rotted and decayed, although the walls hold evidence of peg holes to hold such items.

The stone chest is locked and trapped. It requires a DC 25 Open Lock check to open, although this sets off the magical *glyph* trap (unless the party disables it first). The key has long been lost.

***Glyph of Warding* Trap:** CR 4; magical; touch trigger; no reset; no bypass; triggering the trap activates a blast *glyph of warding* that causes 5d8 points of electrical damage to all within 5 feet (DC 15 Reflex save for half damage); Search DC 28; Disable Device DC 28.

Stockpiled Arms: The last occupants of the castle stored valuable magical arms and armor in this chest. The chest holds three suits of *+1 chain mail*, a *+2 small metal shield*, two masterwork daggers, and a *+1 heavy mace*. At the bottom of the chest is a velvet-lined metal box (worth 45 gp) holding 12 *+2 arrows*.

Don't Touch that Lever!: The metal plates seal a pair of arrow slits on the west wall. Superior craftsmanship and design have created airtight seals, and thus this chamber has remained air-filled to this day. However, if the arrow slit plates are opened, the air will have an outlet to escape, flooding this chamber like the rest of the submerged ruins. Woe to any heroes in the chamber when this occurs.

The plates can be opened by pulling the level down. However, the lever is rusted in its current position. A successful Strength check (DC 26) is needed to force the lever down, although another person can aid the attempt. Also keep in mind that certain spells (such as *stoneshape* or *transmute rock to mud*) would be very helpful in opening the arrow slits. If the adventurers succeed, the air stored in the chamber rushes through the open arrow slits. Within 5 rounds, area 5-4 is submerged. In addition to potentially becoming a drowning hazard, treat the flooding as a trap, augmented by the presence of the discarded weapons.

Air-filled Chamber Trap: CR 4; mechanical; touch trigger; no reset; no bypass; all PCs in the room suffer 5d6 crushing damage. In addition, area 5-4 is filled with discarded weapons, and victims are likely to be impaled by several of them. Each victim is subject to 1d4 "attacks" at a +10 melee strike (with the usual potential for critical hits). Roll a d12 and consult the table below to randomly determine which weapons strike a victim; Search DC 25; Disable Device DC —.

d12	Weapon	Damage
1-2	Greatsword	2d6/19-20/x2
3-6	Battleaxe	1d8/x3
7-11	Longsword	1d8/19-20/x2
12	Greataxe	1d12/x3

Area 5-5 – Trosk's Lair (EL 7): Read or paraphrase the following:

> *This huge chamber is at least 60 feet long and about 40 to 50 feet wide. It is difficult to discern how high the ceiling is, as numerous nets are strung up along most of its surface. The nets are clogged with brown and green bits of algae. The room appears to have once extended further to the south, but now all that remains is a pile of jagged rocks. Along the west wall is a large pile of discarded plant material intermixed with soft tufts of bright green algae. A net adorned with woven pieces of broad-leaved aquatic plants hangs over an apparent sun-drenched archway.*

This area was once an opulent entrance hall. Now it serves as the lair of a cunning merrow ranger by the name of Trosk. The ogre was thrown out of his tribe after an unsuccessful bid for leadership. Wounded, he fled the tribe and made his way to these ruins, fully aware of the aquatic hydra (see area 5-11) that his tribe feared. He deduced that if he could slay the beast, he could win back the support of his tribe. That was almost two years ago, and all attempts (mostly using traps and poison) to defeat the creature have failed. He has recently discovered the beast's vulnerability to electricity and, although he doesn't understand why, his invulnerability to it. He thinks that if he could lure the beast into the clutches of a nest of electric eels while he relentlessly rains blows upon it, he could finally defeat the hydra. Easier said then done.

Trosk is very resourceful, utilizing nature's bounty for his own benefit. He has developed a sustained environment for the giant predaceous beetles (area 5-2) and has learned to harvest their poison. He has become very proficient in constructing and deploying net traps to capture fish. He tends to numerous patches of submersed vegetation to supplement his diet and feed his beetles. Finally, he has discovered a technique to induce giant clams into producing freshwater pearls. Secretly, he trades some of these commodities with members of his old tribe for needed supplies.

Most of the time, Trosk can be found here, sleeping in his plant bed (along the west wall) or repairing one of his many net traps. However, there is a 20% chance he is away hunting and will return in 1d3 hours. The net adorned with plants provides concealment for his lair entrance. It requires a Spot heck (DC 15) to notice from the outside. The nets on the ceiling might seem like a trap, but they are merely intended for storage.

Secret Door: The secret door in the west wall requires a Search check (DC 20) to locate. When opened, it releases a counterweight, causing a barbed bone-headed spear to thrust at any targets in the 5-foot square in front of the door. The barbed bone tip is hollow, and holds a giant predaceous diving beetle poison sac that ruptures on impact. Behind the secret door is a collapsed passage that Trosk uses to store his valuables.

Poisoned Barbed Large Spear Trap: CR 3; mechanical; touch trigger; manual reset; no bypass; triggering the trap causes a large spear thrust to the target square; +10 melee (2d6+2 plus poison); poison: injury, Fort DC 15, initial and secondary damage 1d3 Dexterity; Search DC 25; Disable Device DC 22.

Trosk's Cache: Behind the secret door, Trosk keeps his important items hidden within an otherwise-empty giant clam shell. They include an eelskin pouch with eight white freshwater pearls (worth 25 gp each), two smoky freshwater pearls (worth 50 gp each), and a massive black freshwater pearl (worth 500 gp). Inside this pouch is another, smaller pouch that holds 15 tiny smooth river stones. These stones (each about half the size of a pea) are used by Trosk to induce the giant clams in area 5-7 to create pearls. Also in the clam shell is a collection of nine assorted fish jaws, a smooth metal rod about two feet long, and a small metal flask. The flask holds six doses of giant predaceous diving beetle poison (injury, Fort DC 15, initial and secondary damage 1d3 Dexterity). The metal rod is used by Trosk to hold open the giant clams while he removes any pearls.

Ang'lis' Lair: The collapsed wall to the south is actually the lair of Trosk's electric eel companion. The eel can squeeze between the rocks into a small cavity about 10 feet from the chamber. Any adventurer who pokes around the rubble induces a surprise attack from the eel. If a small PC (or smaller) can make an DC 18 Escape Artist check, the cavity can be located. Inside this cavity is a pewter scroll tube adorned with emeralds (worth 650 gp). Within the waterproof tube, the GM can place any object that suits the campaign, whether a map leading to another adventure, or an important item (a potion, or even a wand) that the adventurers really need.

Tactics: If encountered here, Trosk will not hesitate to attack in an effort to protect his lair. First, he summons his electric eel companion (a free action) while engaging in melee. He starts off by attacking with both ends of his spear. If he has difficulty landing any solid thrusts, he switches to just one end. During all attacks, he uses his Two-Weapon Defense. His electric eel arrives from its lair in 1d3 rounds, and positions itself in the midst of the adventurers before delivering its shock attack. Then Trosk commands it to engage with foes wearing little or no armor. If reduced to 7 hit points or less, Trosk attempts to flee out of the room. Using full swim actions, he heads to area 5-10, attempting to lose any pursuers in the giant bladderwort patch.

Trosk, male merrow Rgr4: CR 7; Large giant (aquatic); HD 4d8+16 plus 4d8+16; hp 77; Init +2; Spd 30 ft., swim 40 ft.; AC 20, touch 11, flat-footed 18; Base Atk +7; Grp +15; Atk masterwork double longspear +12 melee (2d6+6/x3) Full Atk masterwork double longspear +10/+5 melee (2d6+4/x3) and masterwork double longspear +10 melee (2d6+2/x3); Space/Reach 10 ft./10 ft.; SA Favored Enemy (animal) +2; SQ Animal companion, combat style (two-weapon fighting), darkvision 60 ft., link with companion, low-light vision, share spells, wild empathy +4; AL NE; SV Fort +12, Ref +7, Will +4; Str 19, Dex 14, Con 18, Int 8, Wis 14, Cha 10.

Skills and Feats: Climb +7, Craft (trapmaking) +3, Handle Animal +6, Hide +2, Listen +6, Spot +6, Survival +6, Swim +12; Endurance, Exotic Weapon Proficiency (double longspear), Track, Two-Weapon Defense, Two-Weapon Fighting, Weapon Focus (double longspear).

Spells Prepared (1; DC 12 + spell level): 1st – *calm animals*. Caster level 2nd.

Possessions: Masterwork double longspear, masterwork shell studded eelskin armor (provides +3 armor bonus), *ring of minor electricity resistance.*

Languages Spoken: Aquan, Common, Giant.

Ang'lis, electric eel animal companion: CR 2; Large animal (aquatic); HD 3d8+3; hp 16 each; Init +3; Spd Swim 40 ft.; AC 14, touch 12, flat-footed 11; Base Atk +2; Grp +6; Atk/Full Atk bite +5 melee (1d6); Space/Reach 10 ft./5 ft.; SA Electricity; SQ Immunity to electricity, link, low-light vision, scent, share spells; AL N; SV Fort +4, Ref +6, Will +2; Str 10, Dex 17, Con 12, Int 1, Wis 12, Cha 2.

Skills and Feats: Listen +3, Spot +3, Swim +13; Weapon Finesse, Weapon Focus (bite).

Electricity (Ex): Once per hour, an electric eel

can produce a jolt of electricity that deals 3d8 points of damage to all within 5 feet. Those within 10 feet suffer 2d8 points of damage. A DC 12 Fortitude save halves this damage. Electric eels are immune to their own electricity and that of other electric eels.

(Source: *Tome of Horrors (Revised)*, p. 429.)

Area 5-6 – Lower Archer Post: A pair of secret doors conceals this chamber. The south secret door (from area 5-3) requires a DC 22 Search check to locate, while the north secret door (from area 5-7) requires a DC 28 Search check to locate. If the heroes find either of these doors and enter the chamber, continue:

A narrow rough-hewn corridor climbs up to a natural cavern about 20 feet long and barely 10 feet wide. Along the west wall are a pair of arrow slits, choked with a carpet of algae, its long hair-like filaments waving in a gentle current. The rest of this chamber appears empty.

This was a guard post carved directly into the cavern wall. The arrow slits here provided an excellent view of the courtyard. Of dwarven design, the slits are actually recessed into the wall, and open at the bottom as well. Thus, boiling water or oil, or just plain arrows could be used on targets at the base of the natural wall. Castle Whiterock once had dozens of these bolt holes, mostly connected by winding passages and concealed by secret doors. Some were only accessible by climbing the sheer cliff wall or by use of magical flight. With the exception of this one, the rest have collapsed.

Adventurers who peer out the slits get a view of the courtyard below (area 5-9) and the old graveyard (area 5-8). Due to the water's natural turbidity, the outer wall (area 5-12) is barely visible. Anyone who spends several minutes observing the courtyard might (5% cumulative chance per minute) catch a glimpse of movement in the graveyard (a lone lacedon) or along the outer wall (the kapaocinth) or even a fleeting large serpentine form (the hydrohydra).

Area 5-7 – The Winding Stair (EL –): Read or paraphrase the following:

A winding staircase about 10 feet wide meanders down the cliff wall, barely visible due to the deposited silt, a scum-like layer of algae, and the natural camouflage of the rock surface.

This stair once was a footpath from the upper courtyard to the lower courtyard. Traveling up the staircase (or swimming along it) eventually leads to area 1-4a. Traveling down the staircase leads to the lower courtyard, near the old graveyard (area 5-8). About 60 feet from the lower courtyard, along the southern side of the staircase, is a secret door that requires a DC 28 Search check to locate from this side, but only a DC 22 Search check from the opposite side. This door leads to area 5-6.

Trosk has found a use for the staircase as well. He has gathered 12 giant clams from the deep recesses of the lake and moved them here. They have been randomly situated every 10 feet or so, beginning near the secret door. Trosk swims a good distance over the ancient graveyard (avoiding the lacedons, who seem to prefer prey that squirms a bit more than the clams) to tend to these 6-foot-diameter mollusks. At first, Trosk used to eat these tasty vermin, but he soon tired of the rubbery flesh. Quite by accident, he discovered how to seed these creatures with tiny smooth stones collected from a riverbed miles away. After several weeks, a seeded giant clam might produce a pearl hidden in its flesh. Using the metal rod (in area 5-5) to keep a clam pried open, Trosk easily and safely harvests the pearl, then reseeds the vermin.

Adventurers examining an open giant clam notice a pearl with a successful Spot check (DC 15). However, if anyone disturbs a giant clam, it will snap shut, unless an object is used to keep its mouth open. Even so, it requires an opposed Strength check to remove the item once so lodged, so the heroes best be careful not to use the paladin's shiny sword! An adventurer can also try to snatch a pearl from a clam before it shuts. First, he needs to win initiative. If he fails, the clam snaps shut first. If not, he must make a DC 22 Dexterity check to snatch the prize. Failure by 4 or less results in missing the pearl and the clam snapping shut, but the adventurer removes his hand in time. Failure by 5 or more results in an attack on the hand (as described in the stat block below). If a pearl is successfully snatched, roll a d12 and use the chart below to determine the value.

Result	Color	Value	Total # available
1	Cream	100 gp	1
2-4	Dusky	50 gp	2
5-11	White	25 gp	6
12	Black	250 gp	1

Giant Clams (12): CR 2; Medium vermin (aquatic); HD 6d8+6; hp 30 each; Init -5; Spd 0 ft.; AC 15, touch 4, flat-footed 15; Base Atk +4; Grp +13; Atk/Full Atk special (see below); Space/Reach 10 ft./0 ft.; SA Crush snap shut; SQ Blindsense, vermin traits; AL N; SV Fort +6, Ref –3, Will +2; Str 20, Dex –, Con 12, Int –, Wis 10, Cha 10.

Skills and Feats: None.

Crush (Ex): Once a giant clam establishes a hold on a target's limb, it deals 1d4+7 points of

crushing damage on a successful grapple check, and holds it's target immobile. The giant clam will not release its hold until the target stops struggling for 10 minutes. However, a PC can escape with a successful opposed grapple check. Up to two additional PCs can assist with this grapple check (prying its shell open).

Snap Shut (Ex): If disturbed, a giant clam can snap shut with amazing speed. Roll for normal initiative, granting the giant clam a +8 circumstance bonus. If the target wins, he can retract any limbs from the clam's maw in time. If he fails, the clam gets a single melee touch attack at with a +4 racial bonus to hit (+12 melee). If the giant clam hits, it establish a hold on the target.

Area 5-8 – The Courtyard Graveyard (EL 7): Read or paraphrase the following:

This desolate corner of the courtyard contains the crumbling remains of a stone wall, perhaps once as high as six feet. Inside the walled-off area is covered with a fine layer of silt. No plants grow in this black sediment, and the very water itself seems to have a foul taste. Poking through the mud in even rows are flat stones, some round, some square, all at haphazard angles. These too are eroded and crumbling, with perhaps only a quarter of the original number remaining. The glint of metal reflects off the bottom in several locations.

This area was once a graveyard used by inhabitants of Castle Whiterock to properly bury and pay respect to loved ones. As such, a myriad of different bodies were buried over the years, from humans to gnomes to even orcs. When the water level increased to cover the courtyard, these bodies became desecrated, despoiled and unburied. The stench of death and decay wafted through the water, corrupting the courtyard. Within days, it attracted a pack of lacedons (aquatic ghouls), which greedily feasted on the carrion for weeks. These undead enjoyed the repast, and settled in the graveyard, further tainting the area with evil. Now, they bury themselves in the mud, mocking burial practices, and they lure fish and sentient prey alike with a scattering of coins and small pieces of jewelry collected from the grave sites.

Tactics: The lacedons begin the encounter hidden under the fine silt, granting them a +4 circumstance bonus on their Hide check. If the heroes fail to spot them, they attack with surprise, with one lacedon bursting free from the bottom. The silt creates cloudy conditions as it becomes suspended in the water. For the next three rounds, all targets within a 30-foot radius gain the benefits of concealment (20% miss chance). Since undead need to see a holy symbol in order to be turned, these cloudy conditions render turn attempts ineffective. A cleric can make a DC 15 Knowledge (religion) check as a free action to realize conditions are not ideal for turning. Any turned lacedons rebury themselves, waiting for the offending cleric to depart. If a hero becomes paralyzed during the fight, the lacedon that delivered the blow ignores other targets and feasts on the fresh meat, inflicting automatic damage from all three attacks each round. The lacedons fight until utterly destroyed.

The Lure: The lacedons use shiny objects, such as coins and small bejeweled items, to attract victims into their clutches. Persistent adventurers who elect to spend about an hour searching can locate 88 sp, 47 gp, a gold brooch (worth 50 gp), a silver earring (worth 15 gp), and a silver belt buckle set with green quartz (worth 85 gp).

Lacedons (9): Medium undead (aquatic); CR 1; HD 2d12; hp 15 each; Init +2; Spd 30 ft., swim 30 ft.; AC 14, touch 12, flat-footed 12; Base Atk +1; Grp +2; Atk bite +2 melee (1d6+1 plus paralysis); Full Atk bite +2 melee (1d6+1 plus paralysis) and 2 claws +0 melee (1d3 plus paralysis); SA Ghoul fever, paralysis; SQ Darkvision 60 ft., turn resistance +2, undead traits; AL CE; SV Fort +0, Ref +2, Will +5, Str 13, Dex 15, Con –, Int 13, Wis 14, Cha 12.

Skills: Balance +6, Climb +5, Hide +6, Jump +5, Move Silently +6, Spot +7, Swim +9; Multiattack.

SA – Ghoul Fever (Su): Disease—bite, Fortitude DC 12, incubation period 1 day, damage 1d3 Constitution and 1d3 Dexterity. An afflicted humanoid who dies of ghoul fever rises as a ghoul at the next midnight. A humanoid who becomes a ghoul in this way retains none of the abilities it possessed in life. It is not under the control of any other ghouls, but it hungers for the flesh of the living and behaves like a normal ghoul in all respects. A humanoid of 4 Hit Dice or more rises as a ghast, not a ghoul.

Paralysis (Ex): Those hit by a lacedon's bite or claw attack must succeed on a DC 12 Fortitude save or be paralyzed for 1d4+1 rounds. Elves have immunity to this paralysis.

Area 5-9 – The Courtyard: Read or paraphrase the following:

This huge area was once a massive courtyard. The bottom is covered with a fine layer of silt and is adorned with a scattering of rooted plants. A massive, though damaged white rock wall, about 30 feet high, encircles the courtyard. To the north is a collapsed section of the wall, 50 feet across. But this breach is enshrouded

with bright-green elongate plants, some reaching the top of the wall. The ruins of a gatehouse can be discerned through the gloom to the west, and another round tower lies mostly intact to the south.

There are no set encounters in this area. However, many of the inhabitants of this level move through the courtyard during everyday routines. In addition, if the adventurers spend more than 3 rounds in the courtyard, the chance for a wandering monster increases to 25%. Since many predators are attracted by light, this percentage further increases to 35% if the heroes are using a light source.

Area 5-10 – Giant Bladderwort Forest (EL 7): Read or paraphrase the following:

This 50-foot breach in the castle's wall is choked with vegetation. The strands of plants are affixed to the bottom, creating a tangled mass. The stems of the plants are adorned with finely branched leaves that sway in the current.

This is a dangerous patch of vegetation. Anyone who enters this area may make a Spot check (DC 12) to notice the many bladders that cover the leaves of these plants. A DC 25 Knowledge (nature) check indicates the purpose of these bladders. But the real danger is the classic lie-in-wait predator that stalks this area as well. A successful Spot check (opposed by its Hide check) is needed to detect the large monstrous pike before it strikes.

Tactics: If the heroes fail to spot the monstrous pike, then in 1d4+1 rounds it bursts through the giant bladderwort plants and attacks with surprise. Due to its 12-foot-long body, it is immune to the bladder attacks of the plants. Medium and small PCs are not so lucky. If they enter melee in the midst of the bladderworts, they are subject to the plants' tangle ability. The monstrous pike is attracted to shiny objects, so it makes its first and subsequent attacks against a heavily armored target. If reduced to 10 hit points or less, it flees through the bladderwort plants and heads to deeper water. It will return to its favorite hunting spot in a day or so.

Large Monstrous Pike: CR 2; Large animal (aquatic); HD 7d8+7; hp 55; Init +3; Spd Swim 70 ft.; AC 14, touch 11, flat-footed 12; Base Atk +5; Grp +11; Atk/Full Atk bite +8 melee (1d8+6); Space/Reach 10 ft./5ft.; SA –; SQ Scent; AL N; SV Fort +6, Ref +8, Will +3; Str 18, Dex 16, Con 13, Int 1, Wis 12, Cha 2.

Skills: Hide +7, Listen +6, Spot +6, Swim +12; Alertness, Skill Focus (Hide), Weapon Focus (bite)

(Source: *Tome of Horrors (Revised)*, p. 428 (Barracuda).

Giant Bladderworts (4): CR 2; Huge plant (aquatic); HD 5d8+10; hp 38 each; Init +0; Spd 0 ft.; AC 5, touch 3, flat-footed 5; Base Atk +3; Grp +15; Atk/Full Atk bladder +6 melee (see below); Space/Reach 15 ft./10ft.; SA Acid digestion, envelop, improved grab; SQ Blindsense 30 ft., low-light vision, plant traits; AL N; SV Fort +6, Ref –, Will –3, Str 18, Dex –, Con 14, Int –, Wis 2, Cha 1.

Skills and Feats: None

SA – Acid Digestion (Ex): At the beginning of each round that a target is inside a bladder, it suffers 1d8 points of acid damage.

Improved Grab (Ex): To use this ability, a giant baldderwort must hit with one of its bladder attacks. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can attempt to envelop its target on the following round.

Envelop (Ex): If a giant bladderwort has established a hold on a foe, it can then attempt to trap the target in one of its bladders with a successful grapple check. If the grapple attack succeeds, the victim is trapped in one a bladder, and takes automatic acid damage the next round. A target can escape with an opposed grapple roll, or by inflicting 6 points of damage with a slashing weapon. A giant bladderwort of Huge size can hold a single Medium-sized opponent in each bladder. A Large or larger target is only partially enveloped (receiving a +4 bonus on opposed grapple checks), but still suffers full damage.

Tangle (Ex): A target that begins its action in the same square as a giant bladderwort plant must make a DC 14 Swim check or blunder into 1d4+1 bladders. All of these bladders get an attack at the full +6 melee bonus.

Area 5-11 – Ruined Gatehouse (EL 8): Read or paraphrase the following:

The gatehouse was once a 70-foot-square stone building, but a mere shell is left today. Several gaps in the once-stout walls lead to the interior of the shell. Inside is a single open chamber without a roof, and barely four walls. A 25-foot-diameter circle of rocks fashions a crude nest, inside of which is a mess of coins that glimmer under the water. In the northeast corner of the room is a pile of bleached bones, some longer than a human and as thick as a fence post.

The ruined gatehouse now serves as the lair of a hydrohydra, a hydra from the Elemental Plane of Water. This specimen has seven heads and a nasty temper, and is a cunning opponent. There is a 20% chance the creature is away from its lair hunting when the heroes investigate this area for the first time. If so, there is a 10% cumulative chance per hour that it returns.

Vallisneria Forestfriend, the Company of the Black Osprey's druidess, once summoned several of these great creatures to this plane to perform guard duty and other tasks. A few found the deep lake pleasing, and decided to remain on this plane, quickly becoming top predators. But over the years, they slowly succumbed to natural selection, and this is the only one left. Although the adventurers may believe this must be the lake monster rumored to live in the lake, they are incorrect (see sidebar "Continuing the Adventure: The Lake Monster").

The pile of rocks is indeed the creature's crude nest. It is filled with a heap of coins and other treasures. The bone pile in the corner represents the remains of previous meals. Most of the bones are from giant fish and birds, but a few humanoid bones are mixed in as well. The bones have been picked clean of any meat, if not by the hydra, then by a myriad of tiny lake critters.

Coin Bed: Similar to a terrestrial dragon, this hydrohydra enjoys curling up on a massive bed of treasure. The pile contains the following mess of coins: 12,555 cp, 7,441 sp, and 322 gp. Intermixed are the following valuable items: a gold urn (worth 125 gp), a pearl necklace (255 gp), a corroded copper case set with six tiny emeralds (worth 115 gp, once cleaned) holding a single *+2 reusable arrow* with a peacock feather fletching. At the bottom of the pile is a *+1 thundering greatsword*. If the adventurers pick through the pile of coins in an effort to recover just the gold coins, the task takes about 3 man-hours.

The hydrohydra appears similar to its land-based cousin. Instead of legs, it has four powerful fluked flippers. Its body is sleek and covered with fine blue-green scales that fade to milky white on its ventral side. Its necks are long and snake-like, ending in heads that have crested bony plates and powerful maws lined with needle-like teeth.

Tactics: The hydrohydra likely detects the adventurers' approach due to its watersense ability. If so, the aggressive creature remains in the gatehouse while striking through openings with its long necks. It can only use three of its heads (with 15-foot reach) in this manner, but its body is granted cover. With a successful sunder attempt against a head, or an attack that deals 12 hit points of damage, the head is severed. However, two more heads spring out from this stump in 1d4 rounds, unless 5 hit points of electricity damage is applied to the stump, or if electricity caused the original damage. The hydrohydra is well aware of its fast healing ability, and if it suffers large amounts of damage, it will retreat for a round or two, before returning to fight.

Seven-Headed Hydrohydra (elemental (water) hydra): CR 8; Huge outsider (extraplanar, water); HD 7d10+45; hp 84; Init +1; Spd 20 ft., swim 20 ft.; AC 21, touch 9, flat-footed 20; Base Atk +7; Grp +20; Atk/Full Atk 7 bites +11 melee (1d10+5); Space/Reach 15 ft./10 ft.; SA Drench, water mastery; SQ Darkvision 60 ft., fast healing 17, low-light vision, scent, vulnerability to electricity; AL N; SV Fort +11, Ref +6, Will +4; Str 21, Dex 12, Con 22, Int 2, Wis 10, Cha 9.

Skills and Feats: Listen +7, Spot +7, Swim +13; Combat Reflexes, Iron Will, Toughness, Weapon Focus (bite).

SA – Drench (Ex): A hydrohydra can extinguish normal flames with a touch. Magical flames are extinguished as if a successful dispel magic (CL 7) is cast.

Water Mastery (Ex): A hydrohydra gains a +1 to hit and damage if both it and its target are in water. If the hydrohydra or target is on ground, it suffers a –4 to hit and damage.

(Source: *Deluxe Book of Templates*, p. 105-107.)

Area 5-12 – The Great Wall (EL 5): Read or paraphrase the following:

> *A great white wall once encircled the courtyard, but the ravages of time and the relentless erosion of the water have rendered it a ruin. The wall is a full 30 feet high with crenellated battlements and a 20-foot-wide flat top. There are many breaks in the once-formidable fortification, leading to the open water.*

Although there are four locations on the map, this is considered one location. There is a single peculiar denizen that makes its home here, an odd kapoacinth (aquatic gargoyle) named Syngnathus. Each time the heroes investigate the wall, roll a 1d4: The result is the current location of Syngnathus as indicated by the numbers in the squares on the map.

Syngnathus is an evil, capricious creature that is not interested in simply defeating any enemies. He prefers to sow discord, deceive, and trick unsuspecting victims into their own doom. Syngnathus is a pathological liar, and enjoys engaging in conversation with sentient beings in order to weave deceptions and half-truths. He claims boundless knowledge on the ruins, its inhabitants, and nearby geography.

Tactics: Syngnathus first uses his freeze ability to simply watch the adventurers at every opportunity. If discovered, he begins the encounter by opening a dialogue with the heroes. He spins fanciful tales (lies) to gain their trust and claims to have knowledge that they need. Indeed, he is aware of the hydrohydra, the nixies, Trosk, and the lacedons. However, he attempts to lead the adventurers to their doom. First, he tries to convince them to explore the bladderwort forest (area 5-10). If they refuse, he encourages them to search the ruined tower (area 5-13), but "forgets" to mention the nixies. While the heroes fight one of these other adversaries, Syngnathus sneaks off, unless he thinks he can finish off an adventurer (maybe a wizard) who is hanging back. He will fight to defend himself, but tries to find an advantage to get the upper hand. The GM should play him as a recurring villain who harries the heroes during their exploration of this level.

Syngnathus, male elite kapoacinth: CR 5; Medium monstrous humanoid (aquatic); HD 4d8+23; hp 48; Init +3; Spd 40 ft., swim 60 ft.; AC 17, touch 13, flat-footed 14; Base Atk +4; Grp +7; Atk claw +7 melee (1d4+3); Full Atk 2 claws +7 melee (1d4+3) and bite +5 melee (1d6+2), and gore +5 melee (1d6+2); SA –; SQ Damage reduction 10/magic, darkvision 60 ft., freeze; AL CE; SV Fort +6, Ref +7, Will +5; Str 17, Dex 16, Con 20, Int 8, Wis 13, Cha 7.

Skills and Feats: Hide +8*, Listen +5, Spot +5, Swim +11; Multiattack, Toughness.

* Syngnathus gains an additional +6 racial bonus to his Hide check when concealed against a background of stone.

SQ – Freeze (Ex): Syngnathus can hold himself so still he appears to be a statue. An observer must succeed on a DC 20 Spot check to notice that he is really alive.

Languages Spoken: Aquan, Common.

Area 5-13 – The Ruined West Tower: This tower is largely intact, complete with a roof. There is one obvious entrance (area A), and two more entrances concealed with plant material that require a successful Spot check (DC 20) to locate. A band of nixies has moved into this tower and set up a base camp (area B) while they search for a missing nixie named Nemoura (see area 3-12). The nixies have moved some dangerous urchins to the main entrance (area A) to safeguard it from intrusion.

Area 5-13a – Urchin for a Fight (EL 6):

> *A 15-foot-wide collapsed section of wall leads into the inky darkness of the tower. A dense carpet of brown-green algae clings to the walls, draped over the entrance.*

The adventurers would be wise to be suspicious of the algae, although it is not the true danger. Concealed in the algae are six large brown harpoon urchins collected by the nixies to guard the entrance to their makeshift camp. This brown species with black-tipped spines is adapted to normal freshwater, unlike its sulfur-loving cousin, the orange harpoon urchin. A Spot check (DC 22) is

Continuing the Adventure: The Lake Monster

The heroes will probably deduce that the hydrohydra is the "Lake Monster," as per rumors gleaned from around town. They would be wrong. The real Lake Monster would eat the hydrohydra for lunch, and still not be satiated. A massive dragon turtle, about 35 feet in diameter, called Sealocanth claims the lake as its undisputed domain. Sealocanth often spends decades asleep in the mud and, when at the surface, is often mistaken for a small island. These slumbers are ended with an orgy of feeding that can last for weeks. It is so efficient and ruthless that most eyewitnesses never survive to spin the tale of the monster's true size and voraciousness. The "island disguise" is a particularly cunning ploy used by Sealocanth, which it creates by covering its shell with debris and plant matter. Then it places a bit of visible treasure on its shell to lure unsuspecting victims to a grisly doom.

Sealocanth maintains an underwater cave located in 120-foot-deep water. Finding this cave should prove to be an adventure itself. Concealed within is the beast's treasure: 28,551 sp, 7899 gp, 355 pp, 13 gems (8x100 gp, 3x500 gp, 2x1,000 gp), 6 pieces of jewelry (250 gp, 3x500 gp, 1,250 gp, 3,350 gp), a gold statue of a bulette (worth 5,500 gp), and a platinum scepter tipped with emeralds (worth 2,775 gp). The following magic items are mixed in the pile: a *minor ring of spell storing* (empty), a *ring of protection +2*, a *+2 keen battleaxe*, a *horn of fog*, a *water elemental gem*, and *bracers of armor +3.*

Sealocanth, advanced dragon turtle: CR 14; Huge dragon (aquatic); HD 22d12+132; hp 322; Init +0; Spd 20 ft., swim 30 ft.; AC 25, touch 8, flat-footed 25; Base Atk +22; Grp +39; Atk bite +29 melee (6d6+9); Full Atk bite +29 melee (6d6+9) and 2 claws +24 melee (3d8+4); SA Breath weapon, snatch, capsize; SQ Darkvision 60 ft., immunity to fire, *sleep*, and paralysis, low-light vision, scent; AL N; SV Fort +19, Ref +13, Will +14; Str 28, Dex 10, Con 22, Int 12, Wis 13, Cha 12.

Skills and Feats: Diplomacy +11, Hide +17*, Intimidate +26, Listen +26, Search +26, Spot +26, Survival +26 (+28 following tracks), Swim +32; Ability Focus (breath weapon), Blind-fight, Cleave, Improved Bull Rush, Improved Natural Attack (bite), Improved Natural Attack (claw), Power Attack, Snatch.

* Sealocanth has a +8 racial bonus on Hide check when submerged.

SA – Breath Weapon (Su): Cloud of superheated steam 20 feet high, 25 feet wide, and 50 feet long, once every 1d4 rounds, damage 12d6 fire, Reflex DC 29 half; effective both on the surface and underwater.

Capsize (Ex): When surfacing under a boat or ship less than 20 feet long, Sealocanth capsizes the vessel 95% of the time. It has a 50% chance to capsize a vessel from 20 to 60 feet long and a 20% chance to capsize one over 60 feet long.

needed to notice these urchins before the heroes close to within 30 feet and enter the urchins' preternatural awareness range.

Tactics: Should the adventurers come within 30 feet of the entrance, the urchins begin to fire spines at the rate of one per round per urchin. Note that each has an endless supply of spines. Meanwhile, the nixies in area 5-13b become alerted to the heroes' presence and take up defensive positions until the intruders finish dealing with the early warning system. If the adventurers succumb to the paralytic effects of the poison, the nixies gather them, remove several of their choice items, and deposit them in area 5-10 to fend for themselves.

Freshwater Harpoon Urchins (6): CR 1; Tiny magical beast (aquatic); HD 1d10+2; hp 8 each; Init +3; Spd 0 ft., climb 0 ft.; AC 14, touch 8, flat-footed 14; Base Atk +1; Grp –9; Atk/Full Atk spine +7 ranged (1d4-2 plus poison); Space/Reach 2 1/2 ft./ 0 ft.; SA Poison; SQ Cold vulnerability, immunity to fire, preternatural awareness; AL N; SV Fort +4, Ref +0, Will +3; Str 6, Dex 6, Con 14, Int 2, Wis 16, Cha 3.

Skills and Feats: Listen +4, Climb +6*, Spot +4; Weapon Focus (spine).

SA – Poison (Ex): Injury, Fortitude DC 12, initial damage 1d6 Str, secondary damage paralysis for 2d4 minutes.

SQ – Preternatural Awareness (Ex): A harpoon urchin can sense the presence of everything within 30 feet that touches the water by detecting vibration and tiny current shifts. It uses its Wisdom modifier in place of its Dexterity modifier to determine its initiative and ranged attack bonuses.

(Movement note: Harpoon urchins move very slowly, about 5 feet per minute. However, they can climb walls or overhangs just as easily.)

(Source: *Dungeon Crawl Classics #19.*)

Area 5-13b – Nixie Base Camp (EL 7):

> *Through the gloom of the darkness emerge at least half a dozen swimming humanoids. Each levels a loaded crossbow toward your group and waits with anticipation. The four-foot-tall humanoids have delicate scales and flowing long hair that occasionally betrays elven-like ears. Each wears a simple loincloth and carries a shortsword at their side. As they drift closer, a muscular individual approaches, wearing mail armor constructed of interlocking shells.*

The interior of this tower has been recently settled by a war band of nixies. Their leader, a charismatic warrior by the name of Ceandril Shimmerscale, has braved a long journey with his loyal subjects to search for his sister Nemoura (see area 3-12). They have already had a clash with the monstrous cray-

fish in area 5-14, struck an uneasy truce with Trosk in area 5-5, and greatly fear the hydrohydra in area 5-11. Therefore, they are on edge, perhaps even itching for a fight!

Ceandril begins the encounter with a hostile attitude, but is willing to have a heated discussion with the adventurers regarding the whereabouts of his sister. The heroes must convince him of their good intentions with a Diplomacy check (DC 35 to sway him to friendly). If they fail to at least sway him to indifferent, the band attacks in a few rounds. All is not lost, however. If the PCs roleplay this interaction, they can get a +1 to +4 circumstance bonus to the Diplomacy check. Likewise, if they show proof that they helped Nemoura escape (for instance, they show Ceandril the ring), they get a +5 to this roll. Finally, if they produce proof that they defeated the monstrous crayfish in area 5-14 (a severed claw, or Chandris' shortsword), they get another +3 to the roll. If his attitude becomes friendly, the nixies offer to assist the adventurers by providing details of these ruins, or even granting them *water breathing.*

Tactics: If combat erupts, the nixies employ well-rehearsed strategies. First, a pair of nixies who are hanging back release a net suspended above the entrance. It targets adventurers in the two squares inside the tower. Consider this a melee touch attack on all those in the target squares with a base attack bonus of +4. Targets hit become entangled (–2 penalty to attacks, –4 penalty to Dexterity, and movement reduced to half speed), although they can escape with a DC 20 Escape Artist check, or burst free with a DC 25 Strength check or by inflicting 5 hit points of damage with a slashing weapon. The net is lined with many barbed hooks, so entangled targets also suffer 1d2 points of damage each round. Meanwhile, the nixies let loose with their loaded crossbows.

Ceandril uses his horn to summon fish, spending a standard action to try a Perform check to summon a swarm that grants him concealment (20% miss chance). Then, filled with rage at the apparent loss of his beloved sister and his best friend Chandris, he wades into melee with his shortsword. The other nixies attempt to avoid melee, preferring to use their crossbows. If any adventurers attempt to engage them in melee, they resort to using their *charm person* ability. Heroes entangled in the net are attacked with the flat of the nixies' shortswords in an attempt to subdue. If the adventurers are captured, the nixies strip them of their weapons and valuables, and deposit them in the bladderwort forest (area 5-10) to fend for themselves.

Ceandril Shimmerscale, male nixie War4: CR 3; Small fey (aquatic); HD 1d6+1 plus 4d8+4; hp 28; Init +5; Spd 20 ft., swim 30 ft.; AC 22, touch 16, flat-footed 17; Base Atk +4; Grp +1; Atk/Full Atk masterwork shortsword +11 melee (1d4+1/19-20) or light crossbow +10 ranged (1d6/19-20); SA Charm person; SQ Amphibious, damage reduction 5/cold iron, low light vision, spell resistance 19, water breathing, wild empathy; AL N; SV Fort +5, Ref +8, Will +3; Str 12, Dex 20, Con 13, Int 12, Wis 11, Cha 20.

Skills and Feats: Bluff +9, Craft (shellsmith) +9, Diplomacy +7, Escape Artist +6, Handle Animal +13, Hide +7*, Listen +6, Perform (wind instrument) +8, Ride +7, Search +3, Sense Motive +5, Spot +6, Swim +4; Dodge, Mobility Weapon Finesse.

*Ceandril has a +5 racial bonus on Hide check when in the water.

SA – Charm Person (Sp): Ceandril can use *charm person* three times per day as the spell (caster level 4th). Those affected must succeed on a DC 18 Will save or be charmed for 24 hours.

SQ – Amphibious (Ex): Although Ceandril is aquatic, they can survive indefinitely on land.

Water Breathing (Sp): Once per day, Ceandril can use *water breathing* as the spell (caster level 12th).

Wild Empathy (Ex): This ability works like the druid's wild empathy class feature, except that Ceandril has a +6 racial bonus on the check.

Possessions: Shell mail shirt (+4 armor bonus), masterwork shortsword, *horn of fish summoning*, light crossbow with 10 bolts, scrimshaw idol of a castle with mother of pearl inlay (worth 150 gp).

Nixies (6): CR 1; Small fey (aquatic); HD 1d6; hp 4 each; Init +3; Spd 20 ft., swim 30 ft.; AC 14, touch 14, flat-footed 11; Base Atk +0; Grp –6; Atk/Full Atk shortsword +4 melee (1d4-2/19-20) or light crossbow +4 ranged (1d6/19-20); SA Charm person; SQ Amphibious, damage reduction 5/cold iron, low light vision, spell resistance 16, water breathing, wild empathy; AL N; SV Fort +0, Ref +5, Will +3; Str 7, Dex 16, Con 11, Int 12, Wis 13, Cha 18.

Skills and Feats: Bluff +8, Craft (any one) +5, Escape Artist +6, Handle Animal +8, Hide +7*, Listen +6, Perform (sing) +7, Search +3, Sense Motive +5, Spot +6, Swim +6; Dodge, Weapon Finesse.

* Nixies have a +5 racial bonus on Hide check when in the water.

SA – Charm Person (Sp): A nixie can use *charm person* three times per day as the spell (caster level 4th). Those affected must succeed on a DC 15 Will save or be *charmed* for 24 hours. Most *charmed* creatures are used to perform heavy labor, guard duty, and other onerous tasks for the nixie community. Shortly before the effect wears off, the nixie escorts the *charmed* creature away and orders it to keep walking. The save DC is Charisma-based.

SQ – Amphibious (Ex): Although nixies are aquatic, they can survive indefinitely on land.

Water Breathing (Sp): Once per day, a nixie can use *water breathing* as the spell (caster level 12th). Nixies usually bestow this effect on those they have charmed.

Wild Empathy (Ex): This ability works like the druid's wild empathy class feature, except that a nixie has a +6 racial bonus on the check.

Possessions: Shortsword, light crossbow with 10 bolts.

Area 5-14 – Monstrous Crayfish Lair (EL 4): A Spot check (DC 15) is needed to locate this narrow fissure that leads to area 5-14.

The narrow passage winds its way into the cliff side before depositing your group in a natural cavern. The walls are rough and jagged, and the uneven floor is strewn with rocks and boulders.

Seismic activity created this chamber years ago. Now it serves as the lair to a pair of large monstrous crayfish. The passage to the east meanders for about 400 feet (as it steadily but gradually climbs) until reaching area 3-13. Although the heroes can easily swim to the top of the shelf to the south, it requires a DC 10 Climb check to scale.

Tactics: One monstrous crayfish is hidden on top of the southern shelf, while the other is concealed in the western dead-end passage. A successful Spot check (opposed by the Hide checks of the crayfish) is required to notice either of these predators. If the heroes fail to see them, one of the crayfish bursts from its hiding spot and attacks a random adventurer with a charge. It attempts to establish a hold, then retreat back to the shelf or corridor to finish off the unfortunate victim. While the heroes are distracted by the first assault, the other launches a similar attack. If reduced to 8 hp or less, the crayfish flee back into the corridor or onto the shelf.

A Token from Chandris: On the southern shelf are the tangled remains of nixie bones intermixed with a shattered crossbow and torn loincloth. A Heal check (DC 15) is needed to determine the bones are of nixie origin. A +2 circumstance bonus can be added to this attempt if the adventurers have encountered nixies before. These bones are the remains of Chandris, one of the nixies loyal to Ceandril (see area 5-13). Chandris was leading a band in search of Nemoura, a lost nixie, when they happened upon this cavern. He was dragged to the ledge and did not survive when the nixies were forced to retreat. It's ironic, because the eastern passage leads to Nemoura. Chandris' *+1 shortsword* is discarded on the shelf as well. If returned to the nixies as a sign of good faith, it provides a bonus to the Diplomacy check to sway Ceandril to friendship. If successful, Ceandril allows the heroes to keep the sword to honor the fallen nixie, who was romantically involved with Nemoura.

Large Monstrous Crayfish (2): CR 3; Large vermin (aquatic); HD 4d8+8; hp 28 each; Init +0; Spd 20 ft., swim 40 ft.; AC 15, touch 9, flat-footed 15; Base Atk +3; Grp +10; Atk claw +5 melee (1d6+3/19-20), Full Atk 2 claws +5 melee (1d6+3/19-20); Space/Reach 10 ft./10ft.; SA Constrict 1d6+3, improved grab; SQ Vermin traits, water dependent; AL N; SV Fort +6, Ref +1, Will +1; Str 16, Dex 10, Con 14, Int –, Wis 10, Cha 2.

Skills and Feats: Hide +0, Spot +10, Swim +11; –.

SA – Constrict (Ex): On a successful grapple check, a monstrous crayfish deals 1d6+3 points of damage.

Improved Grab (Ex): To use this ability, a monstrous crayfish must hit with a claw attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

SQ – Water Dependant (Ex): A monstrous cray-

fish can survive out of the water for 1 hour per 2 points of Constitution (after that, refer to the drowning rules in the DMG.

(Source: *Tome of Horrors (Revised)*, p. 73.)

Area 5-15 – Electric Eel Field (EL 6): Read or paraphrase the following:

This section of the wall has collapsed into a pile of shifting white rock rubble. The barren landscape is pockmarked by occasional clumps of vibrant plant growth, and swarms of tiny fish dart in and out of the rocky crevices.

Except for Trosk, most denizens of the submerged ruins (including the hydrohydra, due to its vulnerability) avoid this open patch of water. The crumbled remains of the massive wall have become an ideal habitat for giant electric eels that roam these waters. Trosk, somewhat immune to the eels' electrical attacks, often comes here to hunt these creatures and is trying to develop a method to utilize the eels to defeat the hydrohydra.

Tactics: The eels are hidden in the rocks, requiring a successful Spot check (DC 15) to discover their holes. If the eels are disturbed (that is, if the heroes spend more than 2 rounds exploring the rocks), a random PC stumbles near an electric eel. It releases its electric jolt, and if its prey seems stunned, it exits to recover its meal. Otherwise, it remains in its hole, and attacks the adventurers by lunging and retreating. Attacks using this method grant cover (+4 to AC) to the eels.

Electric Eels (5): CR 2; Large animal (aquatic); HD 3d8+3; hp 16 each; Init +3; Spd Swim 40 ft.; AC 14, touch 12, flat-footed 11; Base Atk +2; Grp +6; Atk/Full Atk bite +5 melee (1d6); Space/Reach 10 ft./5 ft.; SA Electricity; SQ Immunity to electricity, low-light vision, scent; AL N; SV Fort +4, Ref +6, Will +2; Str 10, Dex 17, Con 12, Int 1, Wis 12, Cha 2.

Skills and Feats: Listen +3, Spot +3, Swim +13; Weapon Finesse, Weapon Focus (bite).

Electricity (Ex): Once per hour, an electric eel can produce a jolt of electricity that deals 3d8 points of damage to all within 5 feet. Those within 10 feet suffer 2d8 points of damage. A DC 12 Fortitude save halves this damage. Electric eels are immune to their own electricity and that of other electric eels.

(Source: *Tome of Horrors (Revised)*, p. 429.)

Bonus Rewards

Objectives	Experience Points
Recover some or all of the enchanted rods in area 5-2 to use as a light source	25
Harvest air bubbles from the giant diving beetles to use as a source of air	50
Using area 5-6 to gain information on the courtyard	50
Spotting/avoiding the giant pike hiding in area 5-10	100
Befriending the nixie war band	200
Recovering Chandris' sword, and willingly returning it to the nixies	100
Locating the passage to area 3-13	50
Total possible bonus points per group	**575**

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 6:
SMELLS LIKE TROUBLE

Level Summary

The paths descending from Castle Whiterock pass into a mazelike system of tunnels dug by stonebore ants. A tribe of mountain troglodytes with a toadspawn chieftain uses the tunnels and caves to raise a brood of vile, toadlike Children of Bobugbubilz.

Game Master's Section

Scaling Information

This level of the dungeon is designed for 4-6 characters of 6th level, but can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or less than 6th level): Remove the rats from areas 6-1, 6-6, 6-9, and reduce the number of ambushing mountain troglodyte hunters from five to two in area 6-2. Remove one of the hunters from area 6-3, and reduce the remaining mountain troglodyte's current hit points to 12. Have the collapsing wall trap in area 6-4 hit only one creature instead of multiple targets, and remove the pit trap in area 6-5 (leaving the falling block trap). Remove 2 sorcerer levels from Gunrolz in area 6-6. Have the queen stonebore ant in area 6-7 call only one soldier, and remove two bat swarms from area 6-8, but add a miner ant. In area 6-9, remove one of the hunters, and arm the remaining one with a longsword instead of a glaive. Halve the number of both mountain troglodyte young and guard rats in area 6-11. Area 6-12 should have only one Child of Bobugbubilz and one thrall, and area 6-13 should have the same (the one in area 6-13 never joins the fight in the previous room). Remove 2 HD from Sossank in area 6-14, which costs him the Iron Will feat and his blasphemy spell-like ability (in addition to everything else associated with a lower outsider HD).

Do not change the wandering monster encounters.

Stronger parties (7 or more characters, or higher than 6th level): Add one guard rat to each encounter that already has one, and add one HD of warrior to all mountain troglodyte hunters. Do not have the Children of Bobugbubilz turn on each other or their troglodyte thrall minders, and remove the necessity for any troglodyte to have to use Handle Animal to get a rat to attack. Have the gray ooze in area 6-3 concentrate its attacks on the party. Upgrade the rat in area 6-6 to a

guard rat. Add one soldier stonebore ant to area 6-7, and give the queen two additional HD. Replace the miner stonebore ants in area 6-8 with four soldier stonebore ants, and have both bats and ants attack the party. Add one level of adept to Sleshu in area 6-9, and add two HD of outsider to Sossank in area 6-14. Increase the Search DCs of all traps by four.

Do not change the wandering monster encounters.

Recurring Mountain Troglodyte Traits

Unless otherwise noted, all creatures marked as mountain troglodytes (as opposed to standard troglodytes) have the same racial traits, described below. Any variations in the DCs or the like are noted in individual stat blocks.

Encounter Table

Loc	Pg	Type	Encounter	EL
6-1	124	C	3 troglodyte thralls Exp2 3 guard rats (advanced dire rats)	7
6-2	125	C	5 ambushing mountain troglodyte hunters War3	8
6-3	125	C	Gray ooze 2 wounded mountain troglodyte hunters War3	6
6-4	126	T	Collapsing wall trap	7
6-5	126	T	Pit trap (20 ft.), falling stone block trap	6
6-6	127	C/T	*Gunrolz*, earth mephit Sor6 Labor rat (advanced dire rat) Collapsing bricks from ceiling	7
6-7	129	C	4 soldier stonebore ants Advanced queen stonebore ant	7
6-8	129	C	3 bat swarms 3 miner stonebore ants	6
6-9	130	C	*Sleshu*, mountain troglodyte Adp5 2 mountain troglodyte hunters War3 Stalking rat (advanced dire rat)	7
6-11	133	C	4 guard rats (advanced dire rat) 8 mountain troglodyte young	7
6-12	134	C	3 Children of Bobugbubilz 2 troglodyte thralls Exp2	8
6-13	135	C	3 Children of Bobugbubilz	7
6-14	136	C	*Sossank*, toadspawn mountain troglodyte Bbn3	9

Blinding Spittle (Ex): Once per hour, as a standard action, a mountain troglodyte can attack by expectorating a wad of caustic saliva at an opponent's eyes. To do so, the mountain troglodyte makes a ranged attack roll against a single opponent within 20 ft.; a target struck must make a DC 13 Fortitude save or be blinded for 1d4 rounds. The save DC is Constitution-based.

Stench (Ex): If a mountain 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 of any sort) within 30 feet of a mountain troglodyte must succeed on a DC 13 Fortitude save or be sickened for 10 rounds. The save DC is Constitution-based. Creatures that successfully save cannot be affected by the same troglodyte's stench for 24 hours. A *delay poison* or *neutralize poison* spell removes the effect from the sickened creature. Creatures with immunity to poison are unaffected, and creatures resistant to poison receive their normal bonus on their saving throws.

Like their standard troglodyte cousins, mountain troglodytes receive a +4 racial bonus to Hide checks. In underground or rocky areas, such as their lair in Castle Whiterock, this bonus increases to +8. The bonus is already factored into their stats.

Background Story

Twenty years ago, a tribe of mountain troglodytes indigenous to the area around Cillamar was "blessed" by the birth of a toadspawn, a mortal progeny of Bobugbubilz. Sossank, as the child was named, slaughtered his way to the leadership of his tribe, thanks to his Toadfiend-given powers and the support of the tribe's shaman, Sleshu. Guided by visions, the pair led the tribe toward the ruins of Castle Whiterock, gaining entry to the lower caverns through a natural entrance made by the action of a river.

Inside the cave system, they found plentiful food in the form of stonebore ants and dire rats, and eventually came into contact with another tribe of lesser troglodytes (see level 4). The contact was not peaceful, and Sossank's tribe captured several members of Benthoc's tribe, keeping them as slaves and thralls.

More diplomatic was the meeting between the chieftain and the duergar thane, Hrolad Vejik. In return for weapons of steel, the tribe would guard the river entrance to Castle Whiterock and supply the duergar with slaves and trained labor rats. To aid (and spy on) the troglodytes, the thane sent one of his servants, an earth mephit called Gunrolz. Whether the slaves were captured from the other troglodyte tribe, from the surface, or were the weakest of Sossank's own tribe mattered to no one.

Providence (or the influence of the Toadfiend) finally revealed the real reason Sossank's tribe was led to Castle Whiterock. While exploring the stonebore ant tunnels, Sossank found one, flooded, that led to the lost chapel of Most Bloated Muthren's cult. Although combat ensued, the Most Bloated quickly recognized the mountain troglodyte's markings as a toadspawn, and sued for peace. Muthren gave Sossank magically preserved Child of Bobugbubilz eggs, showed him how to activate them, and eventually instructed the mountain troglodytes on how to raise the vicious beasts. Believing himself the victor, Sossank agreed to everything Muthren suggested.

Sossank now dreams of using the Children of Bobugbubilz to conquer the upper levels and claim the ruins of Castle Whiterock for his own. Most Bloated Muthren knows that the primitive troglodytes cannot hope to control the bloodlust of the Children for long, and merely waits for the beasts to devour their "masters" before he rebuilds his cult with a second batch of eggs he's hidden from Sossank. Thane Hrolad Vejik, meanwhile, is about to get word of a pesky group of adventurers intent on clearing out his fiefdom….

Not Your Average Stench

Sleshu feeds the mountain troglodytes special mushrooms developed by the druid Vulgaris on level 7. These mushrooms alter the creatures' musk, giving it different properties that are generally stronger but shorter in duration. All mountain troglodytes have been conditioned to only release their musk when they are in combat. Prior successful saving throws against normal troglodyte stench is ineffective against the stench of the hunters, Sleshu, or Sossank. The stench of both Sleshu and Sossank is unique to that mountain troglodyte, and only saves made against that particular foe count.

All rats, Children, undead, and Gunrolz are immune to the stench of troglodytes on this level.

Carapace Armor

Most of the mountain troglodyte hunters are wearing carapace armor made from soldier stonebore ants (see Appendix D). Due to the flawed techniques used to craft this armor, it is completely destroyed the first time the wearer is successfully struck by a weapon, natural weapon, or weapon-like spell in combat. The stat blocks for creatures wearing this armor have additional italicized, parenthetical notations; these are the creatures' stats when the armor is intact. For example:

Mountain Troglodyte Hunters, War 3 (2): CR 3; Medium humanoid (reptilian); HD 6d8+15 (49, 38 hp); Init –1; Spd 30 ft., climb 30 ft.; AC 16 (*20*), touch 9, flat-footed 16 (*20*)…

Skills and Feats: Hide +14 *(+12*)…

For convenience, the statistics of soldier stonebore ant carapace armor are reprinted at the bottom of this page.

Getting Captured

If Gunrolz the mephit is alive and/or Sossank is dead should the party surrender or are otherwise captured, the adventurers will be traded to Thane Vejik for the slave tribute. The thane's men will see the potential of the party and send them to the Bleak Theater (see level 10).

If Gunrolz is dead and Sossank is alive should the heroes surrender or are otherwise captured, they will be fed to the Children of Bobugbubilz.

In either case, the heroes will be stripped of all possessions and cast naked to their fate. If they are fed to the Children, all their goods will be in area 6-11; if they are given over to the duergar, all their weaponry will be retained by the troglodytes and kept in area 6-11, but the rest of their gear will go with their new "owners" to the Bleak Theater.

On Alert

If the party begins its assault on level 6 (meaning they get into at least two fights with troglodytes of any sort) and then leaves for any reason, and if either Sossank or Sleshu are alive at this time, the tribe will remain on "alert" for the next 48 hours. Several things will occur:

- If they are still alive, the captives in area 6-13 will be killed (when the party arrives, they will find the Children being fed labor rats instead; the rats will be restrained and helpless).
- If he's alive, Gunrolz will have an aggressive guard rat in area 6-6 instead of a labor rat (becomes EL 8).
- On the Wandering Monster Table, replace a result of 8 with a result of 9-10.
- If it has not been encountered, replace the would-be ambush in area 6-3 with one identical to area 6-2.

If 48 hours go by and the party does not enter the level again, it returns to normal (except the captives in area 6-13 are still dead).

Soldier Stonebore Ant Carapace Armor

Armor Bonus	Max Dex	Penalty	Weight	Spell Failure	Proficiency
+4	+2	-2	8 lbs.	20%	Light

If the party leaves and both Sossank and Sleshu are dead, things are different:

- The captives in area 6-13 are traded to the duergar and taken to the Bleak Theater. They will be encountered in area 10-6.
- The surviving troglodytes, of both types, leave the area, taking with them all their remaining belongings and rats. Any surviving Children of Bobugbubilz will be slaughtered for food.
- Gunrolz will return to his master, Thane Vejik.

Tracking

Party members who think to use the Track feat here to gain information about this level's inhabitants are in for some frustration. These tunnels and caves are so crisscrossed by trogs, ants, rats, toads, and oozes that it is functionally impossible to get a print. Clever heroes, however, may be able to Track their own steps backward in case they get lost in the winding tunnels (Survival DC 20).

Interrogation

Captured mountain troglodytes will not speak under interrogation or torture. Captured thralls, however, will be eager to escape, but they don't know much. Their attitude starts at unfriendly, but if brought to the following levels, the following information can be garnered:

Friendly: The leader is Sossank and his shaman is Sleshu. Sossank has powerful friends from down below, but no one knows who. There are some slimy monsters and ants loose in the tunnels.

Helpful: There are human captives in the food cave. They can sketch a crude map of the tunnels and caves. Gunrolz works for the "friends below." The masters take special mushrooms that make them smell different. Sossank is bigger than any troglodyte, and he is "half-frog." Sossank also has friends somewhere else, and they gave him the blood-drinking toads.

Telling a thrall that the party wiped out Benthoc's tribe will make the thrall hostile.

The Thane's Mark: All weapons used by mountain troglodyte hunters and Sleshu on this level (except the *Spear of Elweiss*) are stamped or engraved with a crown of knucklebones and fangs beneath a stylized mountain, vaguely recognizable as the one upon which stands Castle Whiterock. A DC 30 Knowledge (nobility and royalty) check would recognize the symbol as belonging to the Thane of Narborg, a duergar fortress rumored to be in the area.

Random Encounters

This level of Castle Whiterock is home to several different creatures. A colony of stonebore ants occupies the shallower tunnels, chased toward the surface by mountain troglodytes led by a toad-worshipping chieftain and their rat pets. The troglodytes are busy raising a horde of monstrous toads, but now they've got two gray oozes hunting them in their own lair.

The chances of a random encounter on this level are, therefore, fairly high. If the adventurers engage in combat in the stonebore tunnels (areas 6-1 through 6-9), roll on the table below. Similarly, roll on the below table for every half-hour spent exploring those same tunnels.

The statistics used for each encounter are found below the table.

Wandering Monsters: Level 6 (EL 5)

1d12	Result
1-4	No encounter.
5	The larger of the gray oozes comes upon the heroes. If they are in combat, it will join, attacking randomly. If they are exploring, it lies in wait for them. If the ooze is slain, this encounter cannot occur again (treat as a result of 1-4).
6-7	A host of three soldier stonebore ants finds the party. They attack the closest enemies and fight to the death.
8	A work team of two troglodyte thralls and two labor rats run into the party. The trogs must push the labor rats to attack (Handle Animal DC 25, or 27 if they've taken any damage). The trogs flee if both rats are killed.
9-10	Two hunters have taken a stalking rat in search of the disturbances in the tunnels. The troglodytes will concentrate their attacks on the party regardless of any other combatants. The rat will not join the attack, but will defend itself.
11-12	A pair of miner stonebore ants stumbles across the party. The ants will seek only to flee and will engage the party in combat. If this result is rolled a second time, treat it as a roll of 6-7. This encounter has no EL since the enemy flees.

Advanced Gray Ooze: CR 6; Large ooze; HD 7d10+49; hp 86; Init –5; Spd 10 ft.; AC 4, touch 4, flat-footed 4; Base Atk +5; Grp +14; Atk/Full Atk slam +9 melee (1d8+7 plus 1d6 acid); SA Acid, constrict 1d8+7

plus 1d6 acid, improved grab; SQ Blindsight 60 ft., immunity to cold and fire, ooze traits, transparent; AL N; SV Fort +9, Ref –3, Will -3; Str 20, Dex 1, Con 25, Int –, Wis 1, Cha 1.

SA – Acid (Ex): A gray ooze secretes a digestive acid that quickly dissolves organic material and metal, but not stone. Any melee hit or constrict attack deals acid damage. Armor or clothing dissolves and becomes useless immediately unless it succeeds on a DC 20 Reflex save. A metal or wooden weapon that strikes a gray ooze also dissolves immediately unless it succeeds on a DC 20 Reflex save.

The ooze's acidic touch deals 16 points of damage per round to wooden or metal objects, but the ooze must remain in contact with the object for 1 full round to deal this damage.

Constrict (Ex): A gray ooze deals automatic slam and acid damage with a successful grapple check. The victim's clothing and armor must save as above or be dissolved, albeit at a –4 penalty.

Improved Grab (Ex): If a gray ooze hits with a slam attack, it can attempt to grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

SQ – Transparent (Ex): A gray ooze is hard to spot at the best of times. It takes a DC 15 Spot check to see one; victims who fail this Spot check walk into it and are automatically with a melee attack for slam and acid damage.

Soldier Stonebore Ants (3): CR 2; Medium vermin; HD 4d8+4; hp 24, 20, 15; Init +0; Spd 30 ft., climb 20 ft.; AC 18, touch 10, flat-footed 18; Base Atk +3; Grp +5; Atk/Full Atk bite +5 melee (1d8+3); SQ Darkvision 60 ft, scent, stalwart 2, vermin traits; AL N; SV Fort +5, Ref +1, Will +1; Str 14, Dex 10, Con 13, Int 0, Wis 10, Cha 8.

Skills and Feats: Climb +10, Survival +0*; Improved Natural Attack (bite), Track.

*Stonebore ants have a +4 racial bonus to Survival checks when tracking by scent.

SQ – Stalwart 2 (Ex): A soldier stonebore ant can shrug off any attack that inflicts two or less points of damage to it. Attacks that inflict more than two points of damage deal their full amount.

Troglodyte Thralls, Exp2 (2): CR 2; Medium humanoid (reptilian); HD 2d8+4 plus 2d6+4; hp 24, 21; Init –1; Spd 30 ft.; AC 15, touch 9, flat-footed 15; Base Atk +2; Grp +2; Atk claw +2 melee (1d4); Full Atk 2 claws +2 melee (1d4) and bite +0 melee (1d4); SA Stench; SQ Darkvision 90 ft.; AL CE; SV Fort +5, Ref –1, Will +3; Str 10, Dex 9, Con 14, Int 8, Wis 10, Cha 11.

Skills and Feats: Handle Animal +10, Craft (varies) +5, Hide +6, Listen +2; Multiattack, Skill Focus (Handle Animal), Skill Focus (Craft [varies]).

SA – Stench (Ex): All living creatures (except troglodytes) within 30 feet of an angry or frightened

troglodyte must succeed on a DC 14 Fortitude save or become sickened for 10 rounds. Any creature that successfully saves is immune to the effect for 24 hours. Immunities and resistances to poison apply to this saving throw, as do spells that affect poison.

Labor Rats (Advanced Dire Rats) (2): CR 1; Medium animal; HD 4d8+8; hp 20, 18; Init +3; Spd 40 ft., climb 20 ft.; AC 14, touch 13, flat-footed 11; Base Atk +3; Grp +5; Atk/Full Atk bite +6 melee (1d6+3 plus disease); SA Disease; SQ Low-light vision, scent; AL N; SV Fort +6, Ref +7, Will +2; Str 14, Dex 16, Con 14, Int 1, Wis 12, Cha 4.

Skills and Feats: Climb +11, Hide +4, Listen +3, Move Silently +4, Spot +4, Swim +11; Diehard, Endurance, Weapon Finesse.

Tricks Known: Fetch, stay, work

SA – Disease (Ex): Filth fever – bite, Fortitude DC 14, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Mountain Troglodyte Hunters, War3 (2): CR 4; Medium humanoid (reptilian); HD 3d8+6 plus 3d8+6 plus 3; hp 49, 38; Init –1; Spd 30 ft., climb 30 ft.; AC 16 (*20*), touch 9, flat-footed 16 (*20*); Base Atk +5; Grp +8; Atk heavy mace +8 melee (1d8+3) or javelin +4 ranged (1d6+3); Full Atk heavy mace +8 melee (1d8+3) and bite +3 melee (1d4+1) or javelin +4 ranged (1d6+3); SA Blinding spittle, stench; SQ Darkvision 90 ft.; AL CE; SV

Fort +8, Ref +1, Will +2; Str 16, Dex 9, Con 14, Int 8, Wis 10, Cha 10.

Skills and Feats: Climb +13 (+*11*), Hide +13 (+*11*), Listen +3; Multiattack, Power Attack, Skill Focus (Hide), Toughness.

Possessions: Carapace armor (+4), heavy mace, javelins (4).

Stalking Rat (Advanced Dire Rat): CR 1; Small animal; HD 3d8+3; hp 15; Init +3; Spd 40 ft., climb 20 ft.; AC 15, touch 14, flat-footed 12; Base Atk +2; Grp –2; Atk/Full Atk bite +6 melee (1d4 plus disease); SA Disease; SQ Low-light vision, scent; AL N; SV Fort +4, Ref +6, Will +2; Str 10, Dex 17, Con 12, Int 1, Wis 12, Cha 4.

Skills and Feats: Climb +11, Hide +7, Listen +3, Spot +3, Survival +4, Swim +11; Alertness, Track, Weapon Finesse.

Tricks Known: Heel, seek, track.

SA – Disease (Ex): Filth fever – bite, Fortitude DC 12, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Miner Stonebore Ants (2): CR 1/2; Medium vermin; HD 1d8; hp 4 each; Init +0; Spd 30 ft., burrow 10 ft., climb 20 ft.; AC 16, touch 10, flat-footed 16; Base Atk +0; Grp +0; Atk/Full Atk bite +0 melee (1d6 plus 1d3 acid); SQ Darkvision 60 ft, minesense, scent, vermin traits; AL N; SV Fort +3, Ref +0, Will +0; Str 10, Dex 10, Con 11, Int –, Wis 10, Cha 6.

Skills and Feats: Climb +8, Survival +0*; Track.

*Stonebore ants have a +4 racial bonus to Survival checks when tracking by scent.

Areas of the Map

There are no doors in the main part of this level as the troglodytes lack the sophistication and means to make them. Since all creatures encountered on this floor have darkvision or other senses that function in total darkness (such as scent and blindsense), there are no torches or light sources.

The ant tunnels are similar to hewn stone, except they are generally smoother since they were dissolved out and not carved (requiring a DC 27 Climb check to scale). They are barely large enough for a tall Medium creature to walk around in, and they are all rounded slightly. A DC 18 Knowledge (nature) check will recognize these tunnels as having been made by stonebore ants. Since the thickness of the stone varies greatly, the following is presented as a reminder. Note that in all situations where one tunnel runs underneath another, there is at least five feet of stone between the ceiling of one and the floor of the other.

Stone Wall: Hardness 8, 15 hit points/inch of thickness.

Unless otherwise noted, all ceilings are 6 feet tall.

On the map, each plateau shown represents a gradual 5-foot shift in elevation spread over that general area. The slope is enough for one creature to claim higher ground over another unless otherwise noted. Each encounter area has its relative elevation (compared to area 6-1) noted in case a dwarf decides to inquire after the depth.

The entire level reeks faintly of the troglodyte's offensive musk.

Area 6-1 – Entrance from Level Four (EL 7): Read or paraphrase the following:

> *The smooth tunnel continues its looping descent into the mountain. After a time, it widens considerably and forks right and left. Your footsteps echo slightly as if there is a larger space.*

Development: This area is the outermost guard station of the troglodyte tribe. The four troglodytes here are bored and antagonizing one of the guard rats. Any PC who asks to Listen can automatically hear hissing laughter and shrill squeaks. Anyone who makes a DC 10 Listen check will hear four or five laughing voices.

There is a knotted hemp rope tied to a rock in one alcove. The rope dangles into a pit that drops 25 feet to the floor of area 6-2.

After the fight is over, a DC 5 Listen check will detect the ring of weapons and low voices cursing in Draconic coming from area 6-3.

Tactics: As soon as the fight breaks out, one of the thralls will flee (the EL therefore takes into account only three thralls). Which thrall flees and which route they take is open-ended for the GM; in any case, it sets up the encounter in area 6-9. The remaining troglodytes and guard rats will join the melee, with the troglodytes trying to keep the rats between the party and them as much as possible. One of the thralls has a thunderstone, which it will throw at the first opportunity.

Troglodyte Thralls, Exp2 (2): CR 2; Medium humanoid (reptilian); HD 2d8+4 plus 2d6+4; hp 24, 21; Init –1; Spd 30 ft.; AC 15, touch 9, flat-footed 15; Base Atk +2; Grp +2; Atk claw +2 melee (1d4); Full Atk 2 claws +2 melee (1d4) and bite +0 melee (1d4); SA Stench; SQ Darkvision 90 ft.; AL CE; SV Fort +5, Ref –1, Will +3; Str 10, Dex 9, Con 14, Int 8, Wis 10, Cha 11.

Skills and Feats: Handle Animal +10, Craft (varies) +5, Hide +6, Listen +2; Multiattack, Skill Focus (Handle Animal), Skill Focus (Craft [varies]).

SA – Stench (Ex): All living creatures (except troglodytes) within 30 feet of an angry or frightened

troglodyte must succeed on a DC 14 Fortitude save or become sickened for 10 rounds. Any creature that successfully saves is immune to the effect for 24 hours. Immunities and resistances to poison apply to this saving throw, as do spells that affect poison.

Guard Rats (advanced dire rats) (3): CR 2; Medium animal; HD 5d8+10; hp 32, 30, 28; Init +7; Spd 40 ft., climb 20 ft.; AC 14, touch 13, flat-footed 11; Base Atk +3; Grp +5; Atk/Full Atk bite +6 melee (1d6+3 plus disease); SA Disease; SQ Low-light vision, scent; AL N; SV Fort +6, Ref +7, Will +2; Str 14, Dex 16, Con 14, Int 1, Wis 12, Cha 4.

Skills and Feats: Climb +11, Hide +4, Listen +6, Move Silently +4, Spot +6, Swim +11; Alertness, Improved Initiative, Weapon Finesse.

Tricks Known: Defend, guard, down.

Disease (Ex): Filth fever – bite, Fortitude DC 14, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Area 6-2 – Hunter Ambush (EL 8): Review the ambush tactics before reading or paraphrasing the following:

Whatever creatures carved these tunnels widened this area considerably, forming a large hollow that is considerably easier to stand upright in. A knotted hemp rope descends from a hole in the ceiling.

Development: The ceiling is 8 feet tall in this area. Five hunters are lying in ambush here. Note that troglodytes rely on a chameleon-like ability when attempting Hide checks, and do not need cover or concealment.

Tactics: If the adventurers enter this area via the knotted rope, the hunters are holding for one of two things to occur: Either the party attacks one or more of their number (because the hunters didn't hide well enough) or the party tries to exit via the tunnels.

If the adventurers entered via the tunnel, then hunters #4 and #5 will reveal themselves and run into the room, luring the party into the area.

In either case, any hunters that are not noticed or do not reveal themselves will strike after holding for 1 round. Doing so grants them attack benefits as if they had been invisible, meaning the defender loses any Dexterity bonus to AC and the attacker gains a +2 bonus to the attack roll. The hunters only gain this benefit for the first attack roll they make after revealing themselves; afterward the heroes are aware of them.

These hunters will not use their blinding spittle if one of their own is in the way. The hunters fight to the death.

Mountain Troglodyte Hunters, War3 (5): CR 4; Medium humanoid (reptilian); HD 3d8+6 plus 3d8+6 plus 3; hp 38 each; Init –1; Spd 30 ft., climb 30 ft.; AC 16, touch 9, flat-footed 16; Base Atk +5; Grp +8; Atk battleaxe +8 melee (1d8+3/x3) or javelin +4 ranged (1d6+3); Full Atk battleaxe +8 melee (1d8+3/x3) and bite +3 melee (1d4+1) or javelin +4 ranged (1d6+3); SA Blinding spittle, stench; SQ Darkvision 90 ft.; AL CE; SV Fort +8, Ref +1, Will +2; Str 16, Dex 9, Con 14, Int 8, Wis 10, Cha 10.

Skills and Feats: Climb +13, Hide +13, Listen +3; Multiattack, Power Attack, Skill Focus (Hide), Toughness.

Possessions: Battleaxe, javelins (4).

Area 6-3 – The Would-Be Ambush (EL 6): Read or paraphrase the following.

This path continues to slope upward until it reaches a confluence of two tunnels, making a T-intersection.

The intersection is filled, however, by a fierce combat between two large, powerful-looking troglodytes and what appears to be a mound of fluid rock. Three other troglodytes, limbs akimbo and skulls crushed, already litter the ground. All of the troglodytes are wearing the green-black carapace of some insect as armor.

Development: This originally was another ambush, but one of the gray oozes lurking on this level stumbled across it by accident. It has already killed three of the hunters, and they have hardly wounded it at all.

Regardless of the direction from which the adventurers approach this encounter, the ooze starts off between the troglodytes and the party. Note that oozes are immune to poison, and therefore the troglodyte's stench.

If the party just leaves, eventually the ooze will kill the trogs, and it will take up residence here. If the heroes come back this way, however, swap this ooze with the one from the Wandering Monsters table (unless it has already been killed).

Tactics: If the adventurers attack the gray ooze, the hunters will gladly help them kill the ooze, and then just as gladly turn on them! They will back off a few feet and throw their javelins at the ooze (and making it more likely the ooze will attack the party). If the adventurers attack the hunters, however, the troglodytes will target the party with their remaining javelins and their blinding spittle attack, as well as trying to root them in place with their tanglefoot bags.

The ooze, which is mindless, randomizes its attacks

between all combatants it can reach every round it doesn't have a victim in a grapple. If the ooze ever has no enemies in its threatened area, it will move in the direction of the most "food" (probably the heroes).

Gray Ooze: CR 4; Medium ooze; HD 3d10+10; hp 39; Init –5; Spd 10 ft.; AC 5, touch 5, flat-footed 5; Base Atk +2; Grp +3; Atk/Full Atk slam +3 melee (1d6+1 plus 1d6 acid); SA Acid, constrict 1d6+1 plus 1d6 acid, improved grab; SQ Blindsight 60 ft., immunity to cold and fire, ooze traits, transparent; AL N; SV Fort +6, Ref –4, Will –4; Str 12, Dex 1, Con 21, Int –, Wis 1, Cha 1.

SA – Acid (Ex): A gray ooze secretes a digestive acid that dissolves organic matter and metal, but not stone. A gray ooze will inflict acid damage on any successful melee attack and constrict attack. Armor and clothing struck by a gray ooze, and metal or wooden weapons striking a gray ooze, dissolve and become useless immediately unless it succeeds on a DC 16 Reflex save.

The acid deals 1d6 points of damage per round to wooden or metal objects, but it must remain in contact for a full round to deal this damage.

Constrict (Ex): A gray ooze deals automatic slam and acid damage with a successful grapple check. The victim's clothing and armor must save as above or be dissolved, albeit at a –4 penalty.

Improved Grab (Ex): If a gray ooze hits with a slam attack, it can attempt to grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

SQ – Transparent (Ex): A gray ooze is hard to spot at the best of times. It takes a DC 15 Spot check to see one; victims who fail this Spot check walk into it and are automatically with a melee attack for slam and acid damage.

Mountain Troglodyte Hunters, War3 (2): CR 4; Medium humanoid (reptilian); HD 3d8+6 plus 3d8+6 plus 3; hp currently 20, 19; Init –1; Spd 30 ft., climb 30 ft.; AC 16 (*20*), touch 9, flat-footed 16 (*20*); Base Atk +5; Grp +8; Atk warhammer +8 melee (1d8+3/x3) or javelin +4 ranged (1d6+3); Full Atk warhammer +8 melee (1d8+3/x3) and bite +3 melee (1d4+1) or javelin +4 ranged (1d6+3); SA Blinding spittle, stench; SQ Darkvision 90 ft.; AL CE; SV Fort +8, Ref +1, Will +2; Str 16, Dex 9, Con 14, Int 8, Wis 10, Cha 10.

Skills and Feats: Climb +13 (+*11*), Hide +13 (+*11*), Listen +3; Multiattack, Power Attack, Skill Focus (Hide), Toughness.

Possessions: Carapace armor (+4), warhammer, javelins (4), tanglefoot bag.

Area 6-4 – Collapsing Wall Trap (EL 7): Read or paraphrase the following:

> *The tunnels widens here again and forks, one path climbing higher. By your light, you see a pit in the floor near one wall. A knotted hemp rope is secured to a small outcropping and drops into the pit.*

Development: The pit is 20 feet deep.

A DC 12 Spot check will notice a small bell (worth 1 gp) near the outcropping. The bell is inscribed in Dwarven to read, "Leave me alone!" The troglodytes use this bell to summon Gunrolz forth from his workshop rather than try to remember where the trapped wall is (see below).

Ringing the bell may or may not elicit a response from Gunrolz, depending on how the party has proceeded through this level. If the fleeing thrall in area 6-1 escaped, or if another thrall used his thunderstone, Gunrolz is aware that the level is being invaded, and will refuse to answer. If neither event has occurred, the mephit will call out in Draconic, "What? Why are you bothering me?"

Unless a member of the party does a spectacular impersonation of a brain-dead troglodyte (as determined by the GM and possibly through some opposed Bluff/Sense Motive rolls), odds are the hateful outsider will quickly determine that whoever is talking to him is not supposed to be talking to him, and will try to lure the adventurers into the collapsing wall trap.

Spiteful Mephit: At this point, the heroes are drawing near the workshop of the irascible earth mephit and trapmaker, Gunrolz. The mephit does not like being interrupted, and has trapped the approach to his cave. Stepping on the square marked "T" will trigger the trap described below. The affected squares are shaded.

Collapsing Wall Trap: CR 7; mechanical; proximity trigger; no reset; Atk +20 melee (5d6, stone blocks); multiple targets (all within 10 ft. by 10 ft. area); Search DC 25; Disable Device DC 16.

Area 6-5 – Injury to Insult (EL 6): As the adventurers approach this area, call for Spot checks if the party is using a light source. If anyone makes a DC 10 check, read or paraphrase the following:

> *Although the tunnel clearly dead-ends, you catch a faint glimmer of something metal set into the far wall.*

If the PCs ask what it is, call for additional Spot checks; a DC 10 will discover that there is a steel doorknob (worth 3 gp) set into the wall. Fanciful as

such a thing is, it is in truth just a lure for another of Gunrolz's traps. The doorknob is securely placed and requires a DC 14 Strength check to wrench free.

Development: The square marked "T" is actually a pit trap that deposits its victims in the tunnel that crosses under this one, right outside the mephit's workshop.

The falling stone block trap, which targets the square just *before* the pit trap, has its sensor in the same square as the pit trap (make one Search roll, apply the result to both traps in this square – ideally the PC will detect the pit trap but not the block trap). The falling stone block will trigger if one of these two conditions is met: The pit trap is triggered or someone attempts to disarm the pit trap. Note that the onset delay means the blocks fall either just before someone finishes disarming the pit trap (which takes a full-round action) or as someone is shouting to or lowering a rope to their fallen companion. Either way, Gunrolz thinks it's funny.

Pit Trap: CR 2; mechanical; location trigger; manual reset; DC 25 Reflex save avoids; 20 ft. deep (2d6, fall); Search DC 13; Disable Device DC 26.

Falling Stone Blocks Trap: CR 5; mechanical; multiple event trigger; repair reset; Atk +10 melee (4d6, stone blocks); onset delay (1 round); Search DC 28; Disable Device DC 15.

Area 6-6 – Mephit's Workshop (EL 7): Read or paraphrase the following:

This cavern is surprisingly spacious, with a ceiling fifteen feet overhead. The floor is cluttered with broken tools, scraps of metal, and stacked stone blocks about the size of a loaf of bread. A large rat, wearing harnesses and dragging a sledge filled with more scrap, barely registers your arrival.

The cackling, winged dwarf made of stone, however, takes a definite interest in your presence. He flits about, trailing a stained cloak.

Development: The mephit, sent by Thane Vejik, has been tasked with fortifying this level to keep out intruders and to spy on Sossank. Thus far, Gunrolz has only bothered to entrap the areas around his own workshop, but one day he'll get around to setting up the others.

Mephit's Treasure: Gunrolz has collected several tidbits of treasure in service to his thane. Finding it all in his mess, however, is another chore. Below are listed the incremental Search DCs to locate the mephit's treasure (other than what he carries):

DC 5: 90 platinum pieces, a flawed obsidian gem (11 gp)

DC 10: two black pearls (worth 400 and 500 gp)

DC 15: an arcane scroll with *mirror image, ventriloquism,* and *fog cloud*

Tactics: Gunrolz has a variety of tricks at his disposal, including traps, a breath attack, and his spells. The below options are listed in order of his preference.

He has set up four different ceiling block traps that are designed to be triggered by his *soften earth and stone* ability, which (unfortunately for him) he can only use once per day. By softening a section of the ceiling, he can cause the bricks to hidden there to fall through the mud, ideally crushing a hapless hero. The four squares marked "T" on the map are the four locations where Gunrolz can cause blocks to fall.

Gunrolz has a breath attack that he enjoys using. If he can ever catch two or more adventurers in his cone, he will use this attack (he doesn't care if he hits the labor rat with it).

When not dropping rocks or breathing, Gunrolz casts his spells. As soon as he takes damage, he casts *mirror image*. As soon as the duplicates are gone, he casts it again. Creatures who attempt to fight him in melee get *hold person* cast on them, and he targets other foes with *magic missiles*.

Gunrolz does not stay in one place; he moves about and tries to avoid getting surrounded. The ceiling in here is 15 feet high, so he has room to maneuver.

Gunrolz does not fight to the death. When reduced to less than 30 hp, he casts *expeditious retreat* on himself in preparation for fleeing – unless he's already at 24 or fewer hp, in which case he first tries to summon other mephits to cover his retreat. His workshop has two exits, so ideally he'll have an avenue of escape. He retreats to the lower levels and reports to his master, Thane Vejik. He can later be encountered in area 12-10.

The labor rat will not attack the party, but if attacked it defends itself. The labor rat can break free of its harnesses with a DC 10 Strength check if need be. Once agitated, the rat fights to the death.

Gunrolz, earth mephit Sor6: CR 7; Small outsider (earth, extraplanar); HD 3d8+9 plus 6d4+27 plus 3; hp 58; Init +1; Spd 30 ft., fly 40 ft. (average); AC 19, touch 12, flat-footed 18; Base Atk +6; Grp +4; Atk claw +9 melee (1d3+2); Full Atk 2 claws +9 melee (1d3+2); SA Breath weapon, spell-like abilities, spells, summon mephit; SQ Change size, damage

reduction 5/magic, darkvision 60 ft., fast healing 2; AL N; SV Fort +8, Ref +6, Will +8; Str 14, Dex 12, Con 16, Int 8, Wis 10, Cha 20.

Skills and Feats: Bluff +12, Concentration +8, Craft (trapmaking) +8, Diplomacy +7, Disguise +5 (+7 acting), Escape Artist +7, Hide +9, Intimidate +7, Listen +6, Move Silently +7, Speak Language (Draconic, Dwarven), Spot +6, Use Rope +1 (+3 with bindings); Combat Casting, Skill Focus (Concentration), Skill Focus (Craft (trapmaking)), Toughness.

SA – Breath Weapon (Su): 15-foot cone of rock shards and pebbles, damage 1d8, Reflex DC 18 half. The save DC is Constitution-based and includes a +1 racial bonus.

Spell-Like Abilities: 1/day – *soften earth and stone*. Caster level 6th.

Summon Mephit (Sp): Once per day, Gunrolz can attempt to summon another mephit of the same variety, much as though casting a *summon monster* spell, but with only a 25% chance of success. Roll d%: On a failure, no creature answers the summons that day. A mephit that has just been summoned cannot use its own summon ability for 1 hour. This ability is the equivalent of a 2nd-level spell.

SQ – Change Size (Sp): Once per hour, Gunrolz can magically change its size. This works just like an *enlarge person* spell, except that the power works only Gunrolz himself. This is the equivalent of a 2nd-level spell.

Fast Healing (Ex): Gunrolz heals only if it is underground or buried up to its waist in earth.

Spells Known (6/8/6/4; DC 15 + spell level): 0 – *acid splash, arcane mark, detect magic, disrupt undead, ghost sound, mending, read magic*; 1st – *expeditious retreat, magic missile, protection from good, reduce person*; 2nd – *mirror image, phantom trap*; 3rd – *hold person*.

Possessions: Bracers of armor +1, cloak of charisma +2, ring of counterspells (magic missile)

Languages: Common, Draconic, Dwarven, Terran.

Labor Rats (Advanced Dire Rats): CR 1; Medium animal; HD 4d8+8; hp 20; Init +3; Spd 40 ft., climb 20 ft.; AC 14, touch 13, flat-footed 11; Base Atk +3; Grp +5; Atk/Full Atk bite +6 melee (1d6+3 plus disease); SA Disease; SQ Low-light vision, scent; AL N; SV Fort +6, Ref +7, Will +2; Str 14, Dex 16, Con 14, Int 1, Wis 12, Cha 4.

Skills and Feats: Climb +11, Hide +4, Listen +3, Move Silently +4, Spot +4, Swim +11; Diehard, Endurance, Weapon Finesse.

Tricks Known: Fetch, stay, work.

SA – Disease (Ex): Filth fever – bite, Fortitude DC 14, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Rocks from Ceiling: CR 2; mechanical; spell-like ability trigger; repair reset; Atk +12 melee (2d6, rocks); multiple targets (all in two adjacent 5-squares); Search DC 23; Disable Device DC 20.

Area 6-7 – Ant Queen (EL 7): Read or paraphrase the following:

This oblong chamber is slightly taller than it is long, and countless saddlebag-sized divots pockmark the floor; inside several are pale, semi-transparent insects, suspended in a yellow, ichorous slime. Lording over this hive is an ant of immense proportion. Armored in glossy green-black carapace, the queen's oversize abdomen sports a glistening stinger, and her jaws clack loudly in alarm. She is attended by another ant, much smaller, but with barbed mandibles.

The floor is crawling with dozens of half-formed ants, each about the size of a housecat. Mixed in with the blindly groping mass, you catch sight of the glint of metal ... goods, weapons, or coin, you cannot tell.

Development: Entrance A is 20 feet above the floor of this area; entrance B is 15 feet above the floor. The ceiling is 35 feet tall here. While this does not present a problem for the ants (who have climb speeds), it may be an issue for the adventurers. The walls in here require a DC 27 Climb check to navigate.

This queen is the second for this colony (the first was killed; see area 6-9). The troglodytes leave the new queen alone because they depend on the ants for food and for their primitive armor. Killing this queen will wipe out the colony.

The Queen's Hoard: Buried among the larvae and pupae is the treasure incidentally brought to the queen by her foraging subjects: 40 gp, a silver gravy bowl (400 gp), an intricate platinum hairpin with two diamonds (4,000 gp), and a divine wand of *daylight* (CL 5; 20 charges remaining).

Tactics: The queen will immediately use her alert pheromone to summon aid. Unfortunately, its range has been greatly reduced by pungent troglodyte odor, so only three more soldier stonebore ants will come to her aid.

The ants will arrive on the queen's initiative, one per round for 3 rounds. They will enter this area from whichever of the four entrances the PCs are not at yet, except the last one, which (if feasibly possible) will approach from behind the party.

Advanced Queen Stonebore Ant: CR 5; Large vermin; HD 11d8+33; hp 80; Init +1; Spd 20 ft., climb 20 ft.; AC 20, touch 10, flat-footed 19; Base Atk +8; Grp +14; Atk bite +9 melee (1d8+2); Full Atk bite +9 (1d8+2) and sting +4 (1d6+1 plus poison); SA Poison; SQ Alert pheromone, darkvision 60 ft, scent, vermin traits; AL N; SV Fort +10, Ref +4, Will +3; Str 14, Dex 12, Con 16, Int –, Wis 10, Cha 10.

Skills and Feats: Climb +10, Survival +0*; Track.

*Stonebore ants have a +4 racial bonus to Survival checks when tracking by scent.

SA – Poison (Ex): Queen stonebore ants have a poisonous sting. Injury, Fortitude DC 18, initial/secondary damage paralysis 1d3 minutes.

SQ – Alert Pheromone (Ex): A queen stonebore ant will release a pheromone that is odorless to any creature without the scent special quality when it or its eggs are threatened. This pheromone will draw the attention of any stonebore ant within 400 feet, bringing them to the queen's location.

Soldier Stonebore Ants (4): CR 2; Medium vermin; HD 4d8+4; hp 22, 20, 20, 17); Init +0; Spd 30 ft., climb 20 ft.; AC 18, touch 10, flat-footed 18; Base Atk +3; Grp +5; Atk/Full Atk bite +5 melee (1d8+3); SA –; SQ Darkvision 60 ft, scent, stalwart 2, vermin traits; AL N; SV Fort +5, Ref +1, Will +1; Str 14, Dex 10, Con 13, Int 0, Wis 10, Cha 8.

Skills and Feats: Climb +10; Survival +0*; Improved Natural Attack (bite), Track.

*Stonebore ants have a +4 racial bonus to Survival checks when tracking by scent.

SQ – Stalwart 2 (Ex): A soldier stonebore ant can shrug off any attack that inflicts two or less points of damage to it. Attacks that inflict more than two points of damage deal their full amount.

Area 6-8 – Bat Lair (EL 6): Read or paraphrase the following:

A new unpleasant odor violates your already-beleaguered noses – a sharp chemical smell that cuts through the dank musk of the troglodytes.

The floor of this tunnel begins to descend while the roof remains level. You can hear running water from up ahead, and the air feels cooler on your faces. Shortly, this shaft opens into a large pocket, a natural cave whose walls are marked by water stains at various levels. A swiftly moving stream bisects the cavern, springing from the bare rock at one end and disappearing beneath the far wall at the other. The floor here is slick and covered in a white, noxious paste.

Exploring this hollow, some climbing the walls and others crawling through the goo, are several ants. Each one is about the size of a large wolf, with surprisingly small mandibles and a

glossy, green-black carapace. They interrupt their scavenging to look in your direction.

Development: The ceiling is about 25 feet high here. The ants in here are foraging for food, specifically the thousands of bats clinging to the ceiling. A DC 20 Spot check or a DC 28 Listen check will notice the bats, which use the river exit to travel between this cavern and the surface when they go hunting.

This crew of ants is particularly hungry, and will act aggressively toward intruders. Half of them are on the floor, and the other half are climbing the wall (roll 1d4x5 to determine their height at the start of the encounter).

Any loud noises in here (such as combat) or bright light (such as a torch, *light* spell, or similar effect) that occurs on the floor of this hollow will trigger the bats to swarm the PCs.

Tactics: Note that bat swarms specifically target warm-blooded foes, which excludes the miner stonebore ants. This means that the ants can occupy the same space as the swarms and not take damage. They still must save against the bats' distraction special attack.

The ants prefer to attack larger targets, but if one shares its space with a bat swarm, there is a 30% chance it will ignore the party and attack the swarm. Note that while an ant's bite attack cannot harm the swarm, its acid can.

Both the bats and ants will fight until destroyed.

Bat Swarms (3): CR 2; Diminutive animal (swarm); HD 3d8; hp 13, 14, 19; Init +2; Spd 5 ft., fly 40 ft. (good); AC 16, touch 14, flat-footed 12; Base Atk +2; Grp -; Atk/Full Atk swarm (1d6); Space/Reach 10 ft./0 ft.; SA Distraction, wounding; SQ Blindsense 20 ft., immune to weapon damage, low-light vision, swarm traits; AL N; SV Fort +3, Ref +7, Will +3; Str 3, Dex 15, Con 10, Int 2, Wis 14, Cha 4.

Skills and Feats: Listen +11*, Spot +11*; Alertness, Lightning Reflexes

*Bat swarms have includes a +4 racial bonus to Listen and Spot checks, which is lost if the bat swarm's blindsense is negated.

SA – Distraction (Ex): Any living creature that begins its turn inside a swarm must save Fortitude DC 11 or be nauseated for 1 round.

Wounding (Ex): Any living creature damaged by a bat swarm continues to bleed, losing 1 hp per round thereafter. Wounding does not stack with itself. The bleeding can be stopped by a DC 10 Heal check or any healing magic.

SQ – Blindsense (Ex): A bat swarm notices and locates creatures within 20 ft. Opponents have total concealment against the bat swarm, but swarms ignore concealment.

Miner Stonebore Ants (3): CR 1/2; Medium vermin; HD 1d8; hp 4 each; Init +0; Spd 30 ft., burrow 10 ft., climb 20 ft.; AC 16, touch 10, flat-footed 16; Base Atk +0; Grp +0; Atk/Full Atk bite +0 melee (1d6 plus 1d3 acid); SA –; SQ Darkvision 60 ft, minesense, scent, vermin traits; AL N; SV Fort +3, Ref +0, Will +0; Str 10, Dex 10, Con 11, Int –, Wis 10, Cha 6.

Skills and Feats: Climb +8, Survival +0*; Track.

*Stonebore ants have a +4 racial bonus to Survival checks when tracking by scent.

Area 6-9 – Hunter's Post (EL 7): Approaching this area by any of the three routes entitles the adventurers to a Spot check (DC 10) to notice the flicker of firelight up ahead. If the party investigates, read or paraphrase the following:

This large hollow is almost conical in shape, with a broad base and tapering to a smoothed-off point near the top. The same creatures that carved the tunnels you've been traveling through apparently also made this place.

The light of a large bonfire plays on the walls here, casting strange shadows over the ceiling from the ring-like ridges around the circumference of this area. The fire itself is in the middle of the floor, and the body of a large ant is being roasted on a spit. The floor is pockmarked by dozens of depressions, each about the size of a backpack. Most of the divots are filled with primitive clothing, bits of crude pottery, and stone tools. Lined up against the walls are several green-black carapaces, hollowed out and fire-blackened on one side.

A large rat near one of the entrances sniffs the air excitedly.

If the thrall from area 6-1 escaped, if the thrall in area 6-1 used its thunderstone, or if Gunrolz successfully fled area 6-6, read the following paragraph. If it did not, read the paragraph beneath it instead.

Three heavily muscled troglodytes with magnificent head-crests alertly watch the three entrances. Two wear armor made from the carapace along the walls and bear glaives on their backs, the third is slightly smaller and sports a suit of studded leather armor still stained with the blood of its previous owner.

Or:

Three heavily muscled troglodytes with magnificent head-crests sit around the fire, speaking in Draconic and eating roasted insect legs, often at the same time. The larger two wear armor made from the carapace along the walls and are sitting on their glaives, while the third sports a suit of studded leather armor still stained with the blood of its previous owner.

Development: The ceiling is 45 feet high here. Entrance A is 30 feet above the floor of this area, and entrance B is 10 feet above the floor. This area was the old queen's chamber, but the troglodytes killed the queen when they seized it as their own, recognizing its strategic placement. They use it as a warehouse, armory, and guard post for the tunnels.

Due to the ridges left by the ants, it requires a DC 22 Climb check to scale or descend the walls in this area.

The troglodytes, if taken unaware, are discussing the relative tastiness of soldier stonebore ant versus miner stonebore ant. Sleshu (the smaller one) insists that the miners taste better, but one of the larger ones complains that they give him indigestion.

These mountain troglodytes are favorites of Sleshu, so they have been given the best weapons (the glaives). They are also quite good shots (by trog standards), but they only have stones to fire from their slings.

Sentries: If the adventurers try to bypass this area on their way to area 6-10, have the troglodytes and the rat make Listen and Spot checks. If the party is noticed, the hunters and Sleshu will attack them at the intersection, following them if they flee.

Mushroom Eaters: Sleshu's large sack contains several different mushrooms. A DC 12 Knowledge (nature) check will determine that, if ingested, some will cloud your thinking, while others will put you into shock, and still more will make you violently ill. These effects correlate to the strange stench powers of the mountain troglodyte hunters, Sleshu, and Sossank. All mushrooms look freshly picked, but careful study of the level will find none of these types growing wildly (they are found on level 7).

Tactics: If the heroes try to snipe the hunters from the higher tunnels, they may be in for a surprise. The hunters and Sleshu aren't completely terrible shots (unlike their kin). Sleshu will push the rat to scale the side of the chamber (Handle Animal DC 25, or 27 if it has been wounded). If the troglodytes are clearly outmatched at range, Sleshu will fill the

area with *obscuring mist* while the hunters scurry up the wall to bring the fight to the intruders. Sleshu will then leave in order to flank the party from behind. Note that all creatures in this area have climb speeds, and that the bonus to attack and damage from the Point Blank Shot feat is not calculated into the hunters' sling attacks.

If the party engages in melee, remember that the hunters can use their bite attack in close combat, so they do not have to drop their glaives if the front-line fighters close with them. In general, the hunters will try to protect Sleshu as much as possible.

The first adventurer to cast a spell will be targeted by Sleshu's *web* spell. Sleshu will burn through his offensive spells before using his magic javelin (he thinks such a display will intimidate the party).

Unless pushed to do so, the stalking rat will not initiate combat. If attacked, however, it will defend itself.

All creatures in here fight to the death.

Finally, Sleshu has been eating different mushrooms than everyone else; his stench can *confuse* people. His scent is unique, so previous successful saves against any troglodyte stench have no bearing on Sleshu's stench.

Sleshu, male mountain troglodyte Adp5: CR 6; Medium humanoid (reptilian); HD 3d8+6 plus 5d6+10; hp 44; Init +1; Spd 30 ft.; AC 23, touch 11, flat-footed 22; Base Atk +4; Grp +5; Atk *Spear of Elweiss* +6 melee (1d6+2) or claw +4 melee (1d4+1); Full Atk *Spear of Elweiss* +5 ranged (1d6+1) and bite +3 melee (1d4) or 2 claw +5 melee (1d4+1) and bite +3 melee (1d4); SA Blinding spittle, stench; SQ Darkvision 90 ft.; AL NE; SV Fort +6, Ref +3, Will +10; Str 12, Dex 12, Con 15, Int 12, Wis 16, Cha 13.

Skills and Feats: Appraise +1 (+3 armor), Climb +9, Concentration +7, Craft (armorsmithing) +9, Handle Animal +11, Hide +15, Ride +3; Eschew Materials, Iron Will, Multiattack, Shield Proficiency.

SA – Blinding Spittle (Ex): Once per hour, as a standard action, Sleshu can attack by expectorating a wad of caustic saliva at an opponent's eyes. To do so, Sleshu makes a ranged attack roll against a single opponent within 20 ft.; a target struck must make a DC 15 Fortitude save or be blinded for 1d4 rounds.

Stench (Ex): All living creatures within 10 feet of Sleshu must succeed on a DC 15 Fortitude save or become *confused* (as the spell) for 1d4 rounds. Any creature that successfully saves is immune to the effect for 24 hours. Immunities and resistances to poison apply to this saving throw, as do spells that affect poison.

Spells Prepared (3/3/2; DC 13 + spell level): 0 – *cure minor wounds, detect magic, guidance;* 1st – *burning hands, cure light wounds, obscuring mist*; 2nd – *scorching ray, web*.

Possessions: Masterwork studded leather, heavy wooden shield, *Spear of Elweiss*, large sack with assorted mushrooms.

Languages: Draconic, Undercommon

Mountain Troglodyte Hunters, War3 (2): CR 4; Medium humanoid (reptilian); HD 3d8+6 plus 3d8+6 plus 3; hp 49, 38; Init +1; Spd 30 ft., climb 30 ft.; AC 18 (*22*), touch 11, flat-footed 17 (*21*); Base Atk +5; Grp +7; Atk glaive +7 melee (1d10+3/x3) or sling +6 ranged (1d4+2); Full Atk glaive +7 melee (1d10+3/x3) and bite +5 melee (1d4+1) or sling +6 ranged (1d4+2); Space/Reach 5 ft./5 ft. (10 ft. with glaive); SA Blinding spittle, stench; SQ Darkvision 90 ft.; AL CE; SV Fort +8, Ref +3, Will +2; Str 14, Dex 12, Con 14, Int 8, Wis 10, Cha 10.

Skills and Feats: Climb +11 (+*9*), Hide +12 (+*10*), Listen +5; Multiattack, Point Blank Shot, Precise Shot, Toughness.

The *Spear of Elweiss*

Elweiss was the squire of Koborth of the Company of the Black Osprey.

The spear's blade is a strange, pearly material (no special qualities) and it has white feathers tied by golden cord to the blade; no amount of grime or time can dull the feathers. Written in Celestial along the shaft is, "Given unto Elweiss for services rendered to Koborth; it is not half as faithful as you, friend."

The weapon is always a *+1 returning shortspear*. If a good creature holds the weapon and speaks the word "diasta," or "faithful" in Celestial, it gains additional powers. These additional powers only last for 10 rounds, and this power can be invoked only once per day.

- The wielder is affected by *haste*.
- The wielder is protected by *protection from evil*.
- If the wielder has a Charisma of at least 12, he or she can lay on hands as a paladin of their level; if the wielder already has this ability, then each point expended while the *Spear of Elweiss* is active actually heals 2 points of damage.
- The wielder must select an ally within 65 feet; the wielder and that ally are affected by a *shield other* spell, with the ally as the subject and the wielder as the caster. If there is no available ally, this does not occur.
- The weapon's enhancement bonus increases to +3.

If an evil creature speaks the command word, the weapon does not activate and the creature takes 6d6 points of holy damage. If a neutral creature speaks the command word, the weapon does not activate and the creature takes 6d6 points of nonlethal damage.

Returning this spear to Elweiss (area 10A-2) completes part of the "Spoils of War" sub-quest. See that area for more information about this weapon.

Sleshu has no idea of the weapon's special qualities except that it returns to him if he throws it.

Possessions: Carapace armor (+4), glaive, sling, 10 sling stones.

Stalking Rat (Advanced Dire Rat): CR 1; Small animal; HD 3d8+3; hp 15; Init +3; Spd 40 ft., climb 20 ft.; AC 15, touch 14, flat-footed 12; Base Atk +2; Grp –2; Atk/Full Atk bite +6 melee (1d4 plus disease); SA Disease; SQ Low-light vision, scent; AL N; SV Fort +4, Ref +6, Will +2; Str 10, Dex 17, Con 12, Int 1, Wis 12, Cha 4.

Skills and Feats: Climb +11, Hide +7, Listen +3, Spot +3, Survival +4, Swim +11; Alertness, Track, Weapon Finesse.

Tricks Known: Heel, seek, track.

SA – Disease (Ex): Filth fever – bite, Fortitude DC 12, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Area 6-10 – The River Cave: Read or paraphrase the following:

You have emerged from the tunnels into a natural cave, apparently carved by the now-diminished action of the small stream flowing just ahead of you. The walls are wet and marked by several different water levels.

The stream is both pure and shallow, allowing you a view of the glittering gemstones and coins spread haphazardly along its bottom. The water burbles happily along, mindless of the wealth strewn beneath its surface.

The loathsome stench of the troglodytes is particularly strong here. You can see cook fires, extinguished but still smoking, scattered about, and along the walls are dozens of crude pallets of badly skinned animal pelts.

Development: If it is daylight outside in game time, the adventurers will be able to determine this from the light near the exit (area 6-14). The tribe normally lives and gathers here, but they are aware that there are intruders in the tunnels and have mobilized.

The ceiling in this area varies. If it becomes an issue, the height of any given square is 6+1d10 feet.

Despite the wealth in here, this area is unguarded. The troglodytes don't put much value on treasure that isn't weaponry, so they just throw it in here.

Call for Listen checks here. The incremental DCs and their results are listed below:

DC 9: several high-pitched voices cursing in Draconic (area 6-11)

DC 13: a barked command in Draconic, the equivalent of "get down!" and some deep croaking (area 6-12)

DC 19: a weak cry in Common, "Please, someone save us!" (area 6-13)

DC 23: heavy footfalls and splashing noises (area 6-14)

Sossank's Treasure: This area contains the accumulated wealth of the troglodyte tribe: 600 gp, 380 sp, a golden yellow topaz (500 gp), a tourmaline (120 gp), a moss agate (9 gp), a hematite (11 gp), a fire opal (1200 gp), a white emerald (1400 gp), two zircons (50 gp each), three aquamarines (500 gp each), an arcane scroll of *detect secret doors* (CL 1) and *web* (CL 3), an arcane scroll of *erase* (CL 1), a divine scroll of *stone shape* (CL 5), a *potion of hide from animals* (CL 1), and two *potions of jump* (CL 1). There is also a stained tapestry crumpled up in one corner. It depicts the island of Tlahauco, with especial detail given to the settlement of Voltigeur and excellent detail work of the slopes of Mt. Icpitl. If carefully cleaned, it could be worth 500 gp. Finally, there is a masterwork drum inlaid with jade (400 gp); this is one of the *Sorrowsong Instruments* required to release the invisible stalker in area 4-4.

This treasure is made up of payments for slaves from the duergar (mostly the gems), tribute from Benthoc's tribe, and what this tribe has scavenged from other would-be explorers.

Area 6-11 – Troglodyte Daycare (EL 7): Read or paraphrase the following:

A cacophony of hisses, whistles, grunts, and barks greets you as you peer into this sunken cavern. The floors and walls are painted in excrement and other filth. By your light, you can see no less than twenty furtive shapes dashing about, each with the familiar crest of the troglodyte, but barring your entry into the chamber are several immense rats.

Their whiskers bristle excitedly as they hiss and froth at you.

Development: This rank cave is where both races of troglodytes "store" their children, whom even they find annoying (and sometimes tasty). There are eighteen troglodyte and eight mountain troglodyte young here, but only the mountain troglodyte young will attack.

The rats will not initiate combat unless the heroes start to enter this area. If attacked by ranged weaponry or spells, they will hasten to melee, as will the mountain trog young.

Stinking Kids: This entire area reeks of the standard troglodyte stench. Any living creature in this

area must make a DC 18 Fortitude save or become sickened for 10 rounds. Any creature that successfully saves is immune to the effect for 24 hours, as are any creatures who have previously saved against standard troglodyte stench within the last 24 hours. Immunities and resistances to poison apply to this saving throw, as do spells that affect poison.

Little Thieves: Some of the bolder troglodyte young have stolen a small part of the treasure from Sossank's hoard (although all they know to do with it is fight over it and stare at the sparklies). Two matching rich purple corundum (1,000 gp each) and 22 sp are thrown in a corner (DC 10 Search check to locate).

Tactics: Neither the guard rats nor the mountain troglodyte young have much of a grasp of tactics. All will merely attack the nearest opponent and fight to the death. The troglodytes will use their spittle attacks as soon as the guard rats are killed (they have been taught not to hurt the rats).

Sleshu has been feeding the mountain troglodyte young the special mushrooms, but their bodies are in the process of assimilating its properties, so they do not have their own stench attack.

Mountain Troglodyte Young (8): CR 1/2; Small humanoid (reptilian); HD 1d8+4; hp 9 each; Init +0; Spd 30 ft., climb 30 ft.; AC 14, touch 11, flat-footed 14; Base Atk +0; Grp –4; Atk claw +1 melee (1d3) or javelin +1 ranged (1d4); Full Atk 2 claws +1 melee (1d3) and bite –1 melee (1d4); SA Blinding spittle; SQ Darkvision 90 ft.; AL CE; SV Fort +3, Ref +0, Will –1; Str 11, Dex 11, Con 12, Int 6, Wis 8, Cha 8.

Skills and Feats: Climb +8, Hide +13, Listen +2; Multiattack, Toughness.

SA – Blinding Spittle (Ex): Once per hour, as a standard action, a young mountain troglodyte can attack by expectorating a wad of caustic saliva at an opponent's eyes. To do so, the young mountain troglodyte makes a ranged attack roll against a single opponent within 20 ft.; a target struck must make a DC 11 Fortitude save or be blinded for 1d4 rounds.

Possessions: None.

Guard Rats (advanced dire rats) (4): CR 2; Medium animal; HD 5d8+10; hp 35, 30, 30, 28; Init +7; Spd 40 ft., climb 20 ft.; AC 14, touch 13, flat-footed 11; Base Atk +3; Grp +5; Atk/Full Atk bite +6 melee (1d6+3 plus disease); SA Disease; SQ Low-light vision, scent; AL N; SV Fort +6, Ref +7, Will +2; Str 14, Dex 16, Con 14, Int 1, Wis 12, Cha 4.

Skills and Feats: Climb +11, Hide +4, Listen +6, Move Silently +4, Spot +6, Swim +11; Alertness, Improved Initiative, Weapon Finesse.

Tricks Known: Defend, guard, down.

Disease (Ex): Filth fever – bite, Fortitude DC 14, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Area 6-12 – Toad Hatchery (EL 8): As the heroes approach this area, read or paraphrase the following:

Curses in Draconic echo forth from this chamber, punctuated by ominous, booming croaking.

As they continue, read or paraphrase the following:

You are standing on a low shelf overlooking a slanting cavern. It seems that this was once the ebb pool of the stream back when it flooded this cavern. Several stalactites drip into shallow pools left milky by mineral runoff.

A surprised-looking troglodyte, clad in rags and marked by old scars, is gesticulating wildly toward you. He seems to be trying to direct a pair of fiendish-looking toads, replete with fanged maws and a tapered tongue. As they shift around, their curling toe-hooks make brittle clicking sounds. With an obscene burble of pleasure, they eye you hungrily.

Development: The troglodyte keeps yelling "Attack!" in Draconic.

Sossank's tribe uses this area as a pen and hatchery for the Children. They also, in turn, use the Children to guard the stonebore ant-made tunnel that descends further into the dungeon.

The two largest milky pools, of which there are five total, contain slimy clusters of hen-sized eggs. The eggs will not be mature for another month, and each cluster contains d100 eggs. Children do not have a tadpole stage, instead hatching as miniature, toothless versions of themselves. They will devour each other until only about 2d4 are left, and those will grow to adults.

If removed from the slime, the eggs will die, but if the slime sacks are somehow removed whole, the nest can be cultivated. Sold to the proper nefarious buyer, a slime sack of eggs would fetch a platinum per egg in the sack. This, however, would be an evil act, since the Children are abhorrent creatures.

Hidden Tunnel: There is a hard-to-find tunnel (DC 22 Search) that connects this area to the ruined chapel of Bobugbubilz. The tunnel, which is completely submerged, is in the only freshwater pool in this room, but an overhang hides it. If the party ventures into the water, proceed to area 6A-1.

Slope to Level 7: The stonebore ants connected this level to level 7 via a steep, sloping tunnel.

Tactics: The thrall has to use Handle Animal on the Children (DC 15, or 17 if they take any damage) to get them to attack the adventurers; otherwise, whichever Child is closest will attack him. If he is wounded by weapon damage during the fight, those DCs increase again by +2, since the bloodthirsty Children are hard to control.

After the first round of combat, the thrall from area 6-13 will join this fight, leaving three feeding Children in that area.

Troglodyte Thralls, Exp2 (2): CR 2; Medium humanoid (reptilian); HD 2d8+4 plus 2d6+4; hp 24, 21; Init –1; Spd 30 ft.; AC 15, touch 9, flat-footed 15; Base Atk +2; Grp +2; Atk claw +2 melee (1d4); Full Atk 2 claws +2 melee (1d4) and bite +0 melee (1d4); SA Stench; SQ Darkvision 90 ft.; AL CE; SV Fort +5, Ref –1, Will +3; Str 10, Dex 9, Con 14, Int 8, Wis 10, Cha 11.

Skills and Feats: Handle Animal +10, Craft (varies) +5, Hide +6, Listen +2; Multiattack, Skill Focus (Handle Animal), Skill Focus (Craft [varies]).

SA – Stench (Ex): All living creatures (except troglodytes) within 30 feet of an angry or frightened troglodyte must succeed on a DC 14 Fortitude save or become sickened for 10 rounds. Any creature that successfully saves is immune to the effect for 24 hours. Immunities and resistances to poison apply to this saving throw, as do spells that affect poison.

Children of Bobugbubilz (3): CR 4; Medium magical beast; HD 5d10+15; hp 45 each; Init +0; Spd 20 ft., swim 30 ft.; AC 15, touch 10, flat-footed 15; Base Atk +5; Grp +11; Atk/Full Atk bite +8 melee (1d6+3); SA Bleeding bite, blood drain, hopping charge, improved grab; SQ Darkvision 90 ft., hold breath, low light vision, vulnerability to cold; AL CE; SV Fort +9, Ref +4, Will +2; Str 15, Dex 10, Con 16, Int 2, Wis 12, Cha 4.

Skills and Feats: Jump +8, Spot +8, Swim +10; Great Fortitude, Improved Grapple, Weapon Focus (bite).

Tricks Known: Attack, come, defend, down, guard, heel.

SA – Bleeding Bite (Ex): The serrated teeth of a Child of Bobugbubilz cause creatures they bite to lose 1 hit point per round due to blood loss. This effect stacks with itself, as subsequent bites incur more blood loss. Victims bleed until they receive at least 1 point of magical healing or a DC 10 Heal check. Creatures that are not subject to critical hits are immune to this effect.

Blood Drain (Ex): Whenever a Child successfully bites a victim while in a grapple, it drains 1d2 points of Constitution.

Hold Breath (Ex): A Child can hold its breath for a number of rounds equal to four times its Constitution score before it risks drowning.

Hopping Charge (Ex): A Child of Bobugbubilz can incorporate a Jump check into a charge, meaning it can charge across gaps or over small obstacles (but through threatened squares). If a Child uses hopping charge, it can only move its normal speed, not double. It may also leap onto victims during a charge. Doing so provides a +1 circumstance bonus to its attack roll (and to its subsequent grapple check, should it decide to use improved grab) at the cost of a –2 penalty to its AC for the round, in addition to the normal benefits and consequences of a charge. It can still only charge in a straight line.

SQ – Improved Grab (Ex): To use this ability, a Child of Bobugbubilz must hit a creature of any size with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

Vulnerability to Cold: Children take half again as much damage from cold sources (+50%).

Area 6-13 – Prisoners (EL 7): Read or paraphrase the following:

> *Climbing the rise, you hear the sound of frantic prayers to all the gods, and a deep croaking like answering laughter.*

As the heroes continue, read or paraphrase the following:

> *Water seeps down the walls of this dank cave, making it glisten in your light.*
>
> *Three toads of singularly demonic appearance have cornered a plain-faced, wide-hipped human woman and a small boy in a pit full ankle-deep of water. Seeing your light, the woman cries out, "We're in here! Oh by the gods, hurry!"*
>
> *Torn between so many choice morsels, the fanged toads hesitate, glancing about greedily.*

Development: Sossank's tribe abducted Ren, Carlia, and Jath Genth from their farm some time ago. Through Gunrolz, he's been interrogating them as to what plunder there could be in Cillamar. Now that he's learned what he needs, he is feeding them to the Children.

By the time the party arrives, the Children will have just finished devouring Ren. Saving the other two will require quick action, if it is at all possible.

Tactics: If given an opening, Carlia will pick up Jath and make a break for it. She didn't win the Temple of Denithae annual footrace four years running for

nothing…! She's quick on her feet (for a commoner). She knows that "the big one" lurks at the tunnel mouth, though, so she will remain in area 6-10.

Note that Carlia and Jath provoke attacks of opportunity should they try to punch an opponent. They normally take total defense actions instead of attacking.

The Children are ravenous beasts, and will fight without tactics. Each one that is not in melee will randomly attack one of the available targets (they don't automatically go for little Jath because he isn't a big enough morsel). Roll randomly for all PCs and NPCs in the area.

Children of Bobugbubilz (3): CR 4; Medium magical beast; HD 5d10+15; hp 45 each; Init +0; Spd 20 ft., swim 30 ft.; AC 15, touch 10, flat-footed 15; Base Atk +5; Grp +11; Atk/Full Atk bite +8 melee (1d6+3); SA Bleeding bite, blood drain, hopping charge, improved grab; SQ Darkvision 90 ft., hold breath, low light vision, vulnerability to cold; AL CE; SV Fort +9, Ref +4, Will +2; Str 15, Dex 10, Con 16, Int 2, Wis 12, Cha 4.

Skills and Feats: Jump +8, Spot +8, Swim +10; Great Fortitude, Improved Grapple, Weapon Focus (bite).

Tricks Known: Attack, come, defend, down, guard, heel.

SA – Bleeding Bite (Ex): The serrated teeth of a Child of Bobugbubilz cause creatures they bite to lose 1 hit point per round due to blood loss. This effect stacks with itself, as subsequent bites incur more blood loss. Victims bleed until they receive at least 1 point of magical healing or a DC 10 Heal check. Creatures that are not subject to critical hits are immune to this effect.

Blood Drain (Ex): Whenever a Child successfully bites a victim while in a grapple, it drains 1d2 points of Constitution.

Hold Breath (Ex): A Child can hold its breath for a number of rounds equal to four times its Constitution score before it risks drowning.

Hopping Charge (Ex): A Child of Bobugbubilz can incorporate a Jump check into a charge, meaning it can charge across gaps or over small obstacles (but through threatened squares). If a Child uses hopping charge, it can only move its normal speed, not double. It may also leap onto victims during a charge. Doing so provides a +1 circumstance bonus to its attack roll (and to its subsequent grapple check, should it decide to use improved grab) at the cost of a –2 penalty to its AC for the round, in addition to the normal benefits and consequences of a charge. It can still only charge in a straight line.

SQ – Improved Grab (Ex): To use this ability, a Child of Bobugbubilz must hit a creature of any size with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

Vulnerability to Cold: Children take half again as much damage from cold sources (+50%).

Carlia Genth, female human Com3: CR 1; Medium humanoid (human); HD 3d4; hp 7; Init +1; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +1; Grp +1; Atk/Full Atk unarmed strike +1 melee (1d3 nonlethal); AL NG; SV Fort +1, Ref +2, Will +1; Str 10, Dex 12, Con 11, Int 10, Wis 11, Cha 11.

Skills and Feats: Craft (cooking) +7, Craft (sewing) +3, Handle Animal +3, Listen +3, Profession (farmer) +7; Run, Skill Focus (Craft (cooking)), Skill Focus (Profession (farmer)).

Jath Genth, male human Com1: CR 1/3; Small humanoid (human); HD 1d4; hp 2; Init +0; Spd 20 ft.; AC 11, touch 11, flat-footed 11; Base Atk +0; Grp –5; Atk/Full Atk unarmed strike +0 melee (1d2-1 nonlethal); AL NG; SV Fort +0, Ref +0, Will –2; Str 8, Dex 11, Con 10, Int 6, Wis 6, Cha 8.

Skills and Feats: Climb +3, Handle Animal +2, Hide +4, Swim +3; Athletic, Run.

Area 6-14 – River Exit (EL 9): Read or paraphrase the following:

> *Refreshing, clean air caresses your faces as you travel down the wealth-laden stream's course. The cave is bowed slightly, so you come to a curve.*

At this point, an adventurer who makes a DC 5 Listen check will hear heavy footfalls and splashing up ahead. When the party proceeds, read or paraphrase the following:

> *The stream widens to a large pool, perhaps fifteen feet across at some points. Beyond, the stone walls part and you see an opening to the outside.*
>
> *Barring your exit, however, is the largest troglodyte you have ever seen. His head-crest scrapes the ceiling some thirteen feet above the floor, and his muscled arms look like scaly trees – if trees grew foot-long claws. This troglodyte is different in other ways, too. Its eyes are spaced farther apart in its strangely shovel-shaped head, and its hind legs are bizarrely overdeveloped.*
>
> *Grinning savagely, it flexes its jaws in anticipation of bloodshed.*

Development: Sossank spends most of his time in this area because it's large enough for him and he has his own pool. He rarely ventures into the tun-

nels anymore, preferring to let Sleshu handle the hunters while he personally raids the countryside.

The mountain troglodyte chieftain has grown complacent since cowing Benthoc's troglodyte tribe. In truth, Sossank believes himself quite clever and thinks he's pulling the strings of everyone from Most Bloated Muthren to Thane Vejik (when the opposite is more accurate).

Tactics: Sossank is a single-minded engine of fury. Any heroes who dare engage him in melee will receive his full attention until they are dead, then he will move on to the next. If given multiple options, he will target opponents with the most-impressive looking weapons.

If any Small PCs are present, Sossank will only try to swallow them once he's finished with at least one melee attacker.

If the party does not engage him in melee, Sossank will open with *ice storm*, then, if necessary, squeeze through the opening to get to the party. The chieftain can squeeze through or into a space that is at least half as wide as his normal space. Each move into or through a narrow space counts as if it were 2 squares, and while squeezed in a narrow space he takes a –4 penalty on attack rolls and a –4 penalty to AC.

Note: When a Large creature (which normally takes up four squares) squeezes into a space that's one square wide, the creature's miniature occupies two squares, centered on the line between the two squares.

Sossank, toadspawn mountain troglodyte Bbn 3: CR 9; Large outsider (aquatic, native, reptilian); HD 3d10+21 plus 3d12+21; hp 78; Init +2; Spd 40 ft., swim 30 ft.; AC 18, touch 11, flat-footed 18; Base Atk +5; Grp +16; Atk claw +11 melee (1d8+7) or tongue +11 melee (1d6+7); Full Atk 2 claws +11 melee (1d8+7) and bite +9 melee (1d8+3) and tongue +9 melee (1d6+3); Space/Reach 10 ft./10 ft. (15 ft. with tongue); SA Blinding spittle, improved grab, rage 1/day, stench, swallow whole; SQ Amphibious, damage reduction 5/magic, darkvision 90 ft., fast movement, regeneration 5, resistance to acid 5, cold 5, electricity 5, and fire 5, spell-like abilities, uncanny dodge, trap sense +1, vulnerability to cold; AL CE; SV Fort +13, Ref +5, Will +6; Str 25, Dex 14, Con 24, Int 10, Wis 15, Cha 12.

Skills and Feats: Climb +17, Handle Animal +9, Hide +12, Jump +19, Listen +12, Knowledge (religion) +6, Ride +4, Sense Motive +5, Spot +5, Swim +18; Improved Natural Attack (claw), Iron Will, Multiattack, Skill Focus (Knowledge (religion)), Weapon Focus (tongue).

SA – Blinding Spittle (Ex): Once per hour, as a

standard action, Sossank can attack by expectorating a wad of caustic saliva at an opponent's eyes. To do so, he makes a ranged attack roll against a single opponent within 20 ft.; a target struck must make a DC 20 Fortitude save or be blinded for 1d4 rounds.

Improved Grab (Ex): To use this ability, Sossank must hit with his tongue attack. He can then attempt to start a grapple as a free action without provoking an attack of opportunity. If he wins the grapple check, he establishes a hold and can attempt to swallow the foe the following round.

Rage (Ex): Once per day, Sossank can enter a state of fierce rage that last for 12 rounds. The following changes are in effect as long as he rages: AC 16 (touch 9, flat-footed 16); hp 90; Atk claw +13 melee (1d8+9) or tongue +13 melee (1d6+9); Full Atk 2 claws +13 melee (1d8+9) and bite +11 melee (1d8+4) and tongue +11 melee (1d6+4); SV Fort +15, Will +8; Str 29, Con 28; Climb +19, Jump +21, Swim +20. At the end of his rage, Sossank is fatigued for the duration of the encounter.

Spell-Like Abilities: 3/day – *obscuring mist*; 1/day – *ice storm, water breathing*. Caster level 6th.

Stench (Ex): All living creatures (except troglodytes) within 30 feet of Sossank must succeed on a DC 20 Fortitude save or become nauseated for 1d3 rounds. Any creature that successfully saves is immune to the effect for 24 hours. Immunities and resistances to poison apply to this saving throw, as do spells that affect poison.

Swallow Whole (Ex): Sossank can try to swallow a grabbed opponent of up to Small size by making a successful grapple check. The swallowed creature takes 2d8+11 points of bludgeoning damage and 8 points of acid damage per round from the Sossank's gizzard. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 25 points of damage to the gizzard (AC 14). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out.

SQ – Regeneration (Ex): If Sossank loses a limb or body part, it will regrow in 3d6 minutes, or he can hold a severed portion to the stump to reattach it instantly. Sossank does not regenerate damage from cold.

Possessions: None.

Wrapping Up

The river exit leads to the outside of the mountain, on the opposite side from Cillamar. The stream continues down the mountain and into the wilds below. Obviously, though, the GM can place the exit wherever is appropriate for the campaign.

The heroes can use this exit to get the Genth family survivors to safety. However, the GM should make sure the PCs recognize that dark forces remain within the mountain and that Cillamar will not be safe until this unfinished business is resolved.

Bonus Rewards

Objectives **Experience Points**

Capturing Gunrolz and interrogating him for information about the dungeon's lower reaches (awarded per nugget of information) 10-25

Rescuing either or both survivors of the Genth family and escorting them safely out of Castle Whiterock (awarded per PC per family member saved) 50

Total possible bonus points per group . . .Variable

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 6A:
RUINED CHAPEL OF BOBUGBUBILZ

Level Summary

Finding a hidden, submerged tunnel, the party explores a ruined shrine to a profane god. There, they face skeletal objects of worship, a trapped idol, and the undead priest. Along the way, they may also fulfill one of the many sub-quests of *Castle Whiterock*.

Game Master's Section

Encounter Table

Loc	Pg	Type	Encounter	EL
6A-1	140	C	2 swimming Children of Bobugbubilz	7
		H	Submerged tunnel	
6A-2	142	C	2 skeletal Children of Bobugbubilz	6
6A-3	142	T	Disguised spear trap *Glyph of warding* trap *Sepia snake sigil* trap	7
6A-4	143	C	Most Bloated Muthren, advanced elite ghast War1 2 skeletal parishioners	7

Scaling Information

This level of the dungeon is designed for 4-6 characters of 6th level, but can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or less than 6th level): Remove the Children from the flooded tunnel in area 6A-1, and 1 HD from the skeletal Children in area 6A-2. For area 6A-3, remove the *glyph of warding* trap, and reduce the attack bonus of the disguised spear trap to +14. Finally, remove the skeletal cultists from area 6A-4.

Stronger parties (7 or more characters, or higher than 6th level): Add two HD of undead to all skeletons, and one HD to Most Bloated Muthren in area 6A-4. Increase the Search DCs of all traps by four.

Background Story

Forty years ago, a secret cult of the Toadfiend, Bobugbubilz, flourished in and around Cillamar. Administered by a man known as Muthren, of the ordained rank Most Bloated, the cult was favored by their repulsive patron and allowed to cultivate a nest of Children of Bobugbubilz (see Appendix C).

The cult remained few in number and kept their activities hidden, but a company of paladins began to investigate disappearances in the area and cause trouble in the dungeons beneath Castle Whiterock. Most Bloated Muthren decided to remove the problem and simultaneously curry favor from his deity.

Thirty years ago, the cult found the company's secret refuge (sublevel 7A) and kidnapped their chaplain. Gloating over his adversary, Most Bloated Muthren fed the man to the Children as a sacrifice.

Muthren's act got attention, but not the kind he wanted. A vengeful Justicia smote the mountain, causing a landslide that killed most of the cult and trapped the rest in the chapel. With no escape, Most Bloated Muthren used powerful spells to magically preserve two batches of Child eggs against the ravages of time, then turned his followers into undead sworn to defend the eggs until a servant of Bobugbubilz came for them. After Muthren died, he returned as a ghast, and carried on the same vigilance.

Providence (or the influence of the Toadfiend) finally rewarded Muthren's undying devotion. Sossank, the leader of a tribe of mountain troglodytes, found his way to the lost chapel of the Most Bloated's cult. Although combat ensued, the Most Bloated quickly recognized the mountain troglodyte's markings as a toadspawn, and sued for peace. Muthren gave Sossank one cluster of magically preserved eggs, showed him how to activate them, and eventually instructed the mountain troglodytes on how to raise the vicious beasts. Believing himself the victor, Sossank agreed to everything Muthren suggested.

Most Bloated Muthren knows that the primitive troglodytes cannot hope to control the bloodlust of the Children for long, and merely waits for the beasts to devour their "masters" before he rebuilds his cult with the second cluster of eggs.

Areas of the Map

There is no illumination on this level of any kind. Unless otherwise noted, all doors are made of iron, and all walls are constructed from masonry. All doors open toward the chapel.

Iron Door: 2 in. thick, hardness 10, 60 hp, Break DC 28.

Masonry Wall: 1 ft. thick, hardness 8, 90 hp, Break DC 35.

Area 6A-1 – Submerged Tunnel (EL 7): Read or paraphrase the following:

> *This tunnel seems to run close to the underground stream, and is completely filled with fresh, clean, cold water. It appears to have been made by the same creatures that carved the previous tunnels, so a man-sized individual could conceivably walk along the bottom, bracing himself against the sides, assuming there is no change.*

Development: Since this area is submerged, it is counted as a CR 4 trap (already factored into the EL).

Sossank explored this tunnel, dug by the stonebore ants, when he found the collapsed chapel. The Children use it freely to travel back and forth from their "ancestral home." All of the troglodytes know that Children use this tunnel, but none have ever been down it save Sleshu and Sossank.

Unfortunately for any adventurers who explore this area, the last two Children are planning on using it soon. After a hero has traversed half the distance between area 6-12 and area 6A-2, one Child will jump into the water from area 6A-2. Three rounds later, the other one will jump in as well. If the unfortunate adventurers can't see the far end (torches don't burn underwater), they may make a DC 13 Listen check to hear the splash of the Children as they enter the tunnel.

The Children are moving toward area 6-12 because they know it's feeding time. They will be pleasantly surprised to see their meal being delivered.

The Water Hazard: See the DMG for information on drowning, underwater combat, swimming, and traveling under water. Particularly relevant details are mentioned here:

- A Medium creature carrying at least 16 pounds of equipment can walk along the bottom of this tunnel with firm footing.
- Creatures can only hold their breath for half as long while in combat; note that the Children have the hold breath special quality.
- The water in the tunnel flows slowly toward area 6-12, and is considered calm water. Similarly, although it is cold, it does not deal lethal or nonlethal damage.
- Note that a bite attack is considered slashing, bludgeoning, and piercing, so the Children can attack underwater without penalty.

Blood in the Water: The Children deal bleeding wounds with their bite attacks. In the cramped space of this flooded tunnel, the blood from such a wound will fill the victim's 5-foot square, granting concealment (20% miss chance) to anyone in the square and blocking line-of-sight to either side of it. Creatures occupying the same square (like a grappling Child and its prey), however, can see each

other and out of the square without hindrance.

The action of the stream will move the square of bloody water 1d3 squares toward area 6-12 each round. Anyone watching the tunnel exit will eventually notice blood in the water.

Each successful bite by a Child will fill the appropriate square with blood, and successive bites will not make it darker.

Ye Olde Rope Trick, Part I: Tie a rope around an ally going somewhere dangerous…what an original idea. If the party ties a rope to the exploring member, they will definitely become aware that something is amiss with their friend if he/she is grappled, but the action of normal combat underwater should not spur them to retract their companion (next time prearrange a "two-tugs-means-trouble"-style signal, kids).

If the party tries to retract the adventurer while a Child grapples him/her, things get a little complicated. Essentially, the party, by virtue of the rope, has automatically joined the grapple (ignoring the normal rules for how many creatures can partake in a grapple). Normally, to move a grapple requires a successful grapple check against all enemy combatants. In this case, however, the party will substitute a Strength check for the grapple check.

The party's Strength check is made by a primary "rope puller," who can receive the benefits of an aid another check from one PC per 5 feet of this rope remaining in the party's possession (maximum four); essentially the party forms a line and pulls cooperatively on the rope.

Any Children in the grapple oppose this using their normal grapple checks (since they're actually holding onto the tug-of-war hero). Floating or swimming in the tunnel is not as stable as the party on land, however, so they suffer a –2 penalty to this particular grapple check. Note that the party has to beat the grapple checks of all involved Children to win the opposed roll.

If the party wins the opposed roll, it is resolved similar to a bull rush: The grappled adventurer moves 5 feet toward area 6-12, plus an additional 5 feet per 5 points by which the party triumphed. Since the tunnel runs diagonally, if the party did not succeed by enough to move the grappled PC completely through a square, that adventurer stops. The party will receive a +2 momentum bonus to the result of their next Strength check to move their grappled ally (momentum bonuses stack with each other). If the party fails, the grapple is not moved.

Tactics: The Children are hungry and irritable; they will attack the nearest hero without hesitation, feeding as soon as possible. This means they will initiate a grapple right away, trusting in their hold breath special quality to not drown before their food does.

Both Children will join the grapple if possible, and gladly make a meal of this intruder, but if the one in back is prevented from feeding because the one in front has failed to successfully grapple the adventurer, it will use its bite attack against its sibling. Note that Children of Bobugbubilz are not immune to the bleeding bites of other Children.

The Children will follow their meal all the way to area 6-12 if need be; they were going that way anyway.

Children of Bobugbubilz (2): CR 4; Medium magical beast; HD 5d10+15; hp 40, 42; Init +0; Spd 20 ft., swim 30 ft.; AC 15, touch 10, flat-footed 15; Base Atk +5; Grp +11; Atk/Full Atk bite +8 melee (1d6+3); SA Bleeding bite, blood drain, hopping charge, improved grab; SQ Darkvision 90 ft., hold breath, low light vision, vulnerability to cold; AL CE; SV Fort +9, Ref +4, Will +2; Str 15, Dex 10, Con 16, Int 2, Wis 12, Cha 4.

Skills and Feats: Jump +8, Spot +8, Swim +10; Great Fortitude, Improved Grapple, Weapon Focus (bite).

Tricks Known: Attack, come, defend, down, guard, heel.

SA – Bleeding Bite (Ex): The serrated teeth of a Child of Bobugbubilz cause creatures they bite to lose 1 hit point per round due to blood loss. This effect stacks with itself, as subsequent bites incur more blood loss. Victims bleed until they receive at least 1 point of magical healing or a DC 10 Heal check. Creatures that are not subject to critical hits are immune to this effect.

Blood Drain (Ex): Whenever a Child successfully bites a victim while in a grapple, it drains 1d2 points of Constitution.

Hold Breath (Ex): A Child can hold its breath for a number of rounds equal to four times its Constitution score before it risks drowning.

Hopping Charge (Ex): A Child of Bobugbubilz can incorporate a Jump check into a charge, meaning it can charge across gaps or over small obstacles (but through threatened squares). If a Child uses hopping charge, it can only move its normal speed, not double. It may also leap onto victims during a charge. Doing so provides a +1 circumstance bonus to its attack roll (and to its subsequent grapple check, should it decide to use improved grab) at the cost of a –2 penalty to its AC for the round, in addition to the normal benefits and consequences of a charge. It can still only charge in a straight line.

SQ – Improved Grab (Ex): To use this ability,

Child of Bobugbubilz must hit a creature of any size with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

Vulnerability to Cold: Children take half again as much damage from cold sources (+50%).

Area 6A-2 – The Pens (EL 6): Read or paraphrase the following:

The tunnel leads to what looks like the bottom of a rectangular well or deep pool. The walls are masonry and marked by several scratch marks. Although the well is thirty feet deep, it is half-filled with water. Looking up, you see a tile mosaic set into the ceiling above the well: A bloated frog-man with exaggerated masculinity terrorizes a small village. Even in the dark, you recognize the village as Cillamar.

A DC 10 Climb check will scale the wall. When the party can see into the chamber, read or paraphrase the following:

The pool is contained in an octagonal room, connected to another like sections of a honeycomb. The walls here are also masonry, but are painted to show the landscape around Cillamar. A dry clacking sound catches your attention, and you spy another pair of the vile toads, only these are skeletonized and make no croaking noise as they draw near.

Development: This area was used by the cult to house and breed the Children. It consists of two identical pools. The other one is dry, and the mosaic above it depicts a horde of Children devouring the good people of Cillamar.

The single door is made of iron and bears similar scratches to those in the pool. It is locked (Open Lock DC 30).

In the vestibule connecting this area and area 6A-3, several moldy robes hang on pegs. They were once green and white with embroidery of frogs, sahuagin, scrags, and merrow cavorting along the hems and collar. Two whips, now worthless, also adorn the wall. A DC 13 Knowledge (religion) check will identify the iconography as that of Bobugbubilz, the Toadfiend.

The door leading to area 6A-3 is also locked, but only requires a DC 20 Open Lock check to bypass.

Tactics: These skeletal Children are mindless and attack the first warm-blooded non-Child they see without hesitation. They will always attack whichever opponent is closest to them, or if there are several they will pick one and fight it until one or the other is destroyed.

If turned, they will prefer to flee to the dry pool if at all possible.

Skeletal Children of Bobugbubilz (2): CR 4; Medium undead; HD 8d12; hp 36 each; Init +5; Spd 30ft.; AC 13, touch 11, flat-footed 12; Base Atk +4; Grp +6; Atk/Full Atk bite +6 melee (1d6+3); SA –; SQ Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits; AL NE; SV Fort +2, Ref +3, Will +6; Str 15, Dex 12, Con –, Int –, Wis 10, Cha 1.

Skills and Feats: Improved Initiative.

Area 6A-3 – The Squat Idol (EL 7): Read or paraphrase the following:

The second locked door finally gives way, opening into a narrow hall, only fifteen feet wide. The original length of the hall is impossible to guess, since to the right it has been buried by a cave-in. A series of iron bars used to separate this area from whatever was beyond the collapsed hall, but now the bars are twisted and can easily be passed through.

To the left, the room squares off after fifteen feet, but a shallow pool and the statue of a repulsive toad-figure with humanlike hands and a whip tongue take up most of that space. The statue somehow seems to leer suggestively, despite being clearly carved of granite.

Behind the statue, in the far corners of the pool, are two stone pedestals rising three feet out of the water. The walls behind them are stained

Remains

The last victim sacrificed in here was Knight-Chaplain Benden Talbusk, the last of a company of paladins that was wiped out by mercenaries hired by the duergar thane, Hrolad Vejik. Talbusk's bones and belongings can be found next to one of the pedestals. The clothing, including his tabard, is tattered and bloodstained, but a DC 10 Knowledge (religion) check determines that the tabard belonged to a follower of Justicia. Amongst the bones and scraps of clothes is a small reed doll that the man made for one of his daughters.

Returning these bones to the ossuary inside the old sanctuary (area 7A-9) completes the "Bonds of Fellowship" sub-quest. See level 7A for more information.

with long-dried blood, and chips and slash-marks mar both wall and pedestal.

Development: The water in the pool is only two feet deep, and it is as fresh as that found in the tunnel. Searching through the rubble will find only scattered bones; Muthren has long since picked through it. If a major architectural effort were undertaken, this chapel could be excavated. Its secret entrance into the mountain was a hundred feet away and slightly downslope from the river exit in area 6-14; the cult used water from that stream to fill its pools.

The cult held services and sacrifices here. They would bring in sacrificial victims, retreat behind the bars, and then Most Bloated Muthren or one of his fellow priests would let a few Children free into the room, allowing them to "hunt" in this confined space. The cult believed the panicked flight of the sacrifices and the actions of the Children would hold glimpses into the will of Bobugbubilz; more often than not, the victims would just clamber up the pedestals to get away from the Children and get taken there. If, however, a sacrifice tried to climb the statue of Bobugbubilz, the statue's traps would claim the victim for the god, making it seem to the cult that the Toadfiend was pleased.

Located behind the statue are the remains of the cult's last victim (see sidebar).

Secret Door: No member of the cult ever saw Most Bloated Muthren use the secret door behind the statue. It requires a DC 30 Search check to locate this door, which pushes in on hidden hinges.

The Traps: These traps exist only to claim sacrifice. A savvy party can possibly avoid them entirely through a DC 30 Knowledge (religion) check that will explain the sacrifice procedure outlined above, including the part where the "statue claims its own sacrifice."

All three traps are located in the same square (where the statue is). Roll one Search check and apply the result to all traps. The "spear" trap is a telescoping spike that fires from inside the statue's mouth, making it look like a tongue strike. It targets the square directly in front of the statue. The *sepia snake sigil* trap is imbedded in some writing clearly visible at the base of the front of the statue. In Common, it reads: "Profanity is Profound; Whim is Will." This is a common prayer for devotees of the Toadfiend.

***Sepia Snake Sigil* Trap:** CR 4; spell; spell trigger; no reset; spell effect (*sepia snake sigil*, 5th-level wizard, DC 14 Reflex save negates); Search DC 21; Disable Device DC 22.

Disguised Spear Trap: CR 4; mechanical; location trigger; manual reset; Atk +20 melee (1d8/x3, spear); Search DC 27; Disable Device DC 20.

***Glyph of Warding* (Spell):** CR 4; spell; spell trigger; no reset; spell effect (*glyph of warding [bestow curse]*, 5th-level caster, –6 to Int, DC 15 Will save negates; Search DC 28; Disable Device DC 28.

Area 6A-4 – Most Bloated's Study (EL 7): Read or paraphrase the following:

The secret door pushes open noiselessly, right into the embrace of a withered husk of a man. The creature, whose bones are clearly visible through rents in its desiccated skin, lunges forward awkwardly, raising a sickle whose blade is fashioned to resemble the lolling tongue of the statue outside.

Beyond this unholy abomination, you see another of its kind, even more damaged, and another creature. The new beast is like a man in that it walks on two legs and wears clothing, but its face is twisted by malice and an unbearable stench of grave rot issues from its diseased flesh.

Development: This room was the study of Most Bloated Muthren, where he made his plans and private prayer to his abhorrent god. Now it houses his ghast form and the skeletons of two unfortunate parishioners he cast *raise dead* on before he died.

Other than the undead, the room contains two simple stools and a plain wooden desk. The desk has three drawers, the bottom of which is the only one that contains anything (see below).

Most Bloated Muthren isn't just any old ghast; he's a ghast with a mission.

Treasure of the Toad God: In addition to the personal belongings of the undead, there are a few items in the bottom drawer of the desk: a sack containing 40 pp, 500 gp, and six black onyx gems (two worth 25 gp, two worth 50 gp, one worth 100 gp, and one worth 150 gp), used by Muthren to cast *raise dead*. There is also a ring of five keys. Three are now worthless, having belonged to now-destroyed doors, and the remaining two open the doors between areas 6A-2 and 6A-3.

The real "treasure" of the area, however, is hidden in an artfully concealed secret compartment inside the desk's surface. With a DC 30 Search check, a small compartment will open, revealing a jade box with a glass lid. Inside, clearly visible through the lid, is a slime sack of Child eggs, the last Muthren possesses. See area 6-12 for information on Child eggs. The box itself is worth 1,100 gp.

Tactics: The skeletal parishioners will throw themselves at the party mindlessly, trying to drive them back out of the room. They use tactics similar to the skeletal Children in area 6A-2.

Most Bloated Muthren will likely work with the skeletons to keep the adventurers bottlenecked in the doorway. However, if he outnumbers the party (or seems to), however, he will rush into combat. Muthren will try to paralyze as many heroes as he can, switching targets and moving across the battlefield as necessary if it seems those he's in melee with are resisting the paralysis. Those he fails to paralyze, he strikes with his morningstar held in both hands.

If the party turns the skeletons and not Muthren, he will try to close the secret door and bar it shut for as long as they are turned. Pushing the door open while he holds it shut is a simple matter of contested Strength rolls.

Remember that if a turning cleric approaches within 10 feet of a turned undead, or if the cleric is already within 10 feet and approaches further, the effect is broken and the undead can act normally.

The skeletons fight until they are destroyed. Muthren knows this is his last chance, and fleeing here would mean punishment from his god…he fights until destroyed.

Most Bloated Muthren, advanced elite ghast War1: CR 6; Medium undead; HD 9d12; hp 66; Init +3; Spd 30 ft.; AC 20, touch 15, flat-footed 15; Base Atk +4; Grp +10; Atk +*1 scythe* +11 melee (2d4+11); Full Atk +*1 scythe* +11 melee (2d4+11) and bite +10 melee (1d8+3 plus paralysis); SA Ghoul fever, paralysis, stench; SQ Darkvision 60 ft., undead traits, +2 turn resistance; AL CE; SV Fort +2, Ref +7, Will +8; Str 22, Dex 20, Con –, Int 15, Wis 14, Cha 18.

Skills and Feats: Diplomacy +6, Hide +15, Jump +16, Knowledge (arcane) +7, Knowledge (religion) +8, Move Silently +15, Spot +12, Sense Motive +7; Improved Natural Armor, Leadership, Multiattack, Weapon Focus (bite).

SA – Ghoul Fever (Su): Disease – bite, Fortitude DC 18, incubation period 1 day, damage 1d3 Constitution and 1d3 Dexterity. An afflicted humanoid that dies of ghoul fever rises as a ghoul at the next midnight, retaining no abilities but not under the control of the ghoul that killed it. Nonetheless, it hungers for the flesh of the living and behaves like a normal ghoul in all respects. Victims of greater than 3 HD become ghasts, not ghouls.

Paralysis (Ex): Those hit by Muthren's bite or claw attack must succeed on a DC 18 Fortitude save or be paralyzed for 1d4+1 rounds. Even elves can be affected by this paralysis.

Stench (Ex): The stink of death and corruption around Most Bloated Muthren is overwhelming. Living creatures within 10 feet must succeed on a DC 18 Fortitude save or be sickened for 1d6+4 minutes. A successful save wards the creature against the stench of Muthren for 24 hours. Immunities to poison, and effects that affect poison, apply to the stench.

Possessions: +1 scythe, jade unholy symbol of Bobugbubilz (120 gp).

Languages: Common, Infernal.

Skeletal Parishioners (2): CR 2; Medium undead; HD 5d12; hp 40, 34; Init +6; Spd 30 ft.; AC 14, touch 12, flat-footed 12; Base Atk +2; Grp +2; Atk sickle +3 melee (1d6); Full Atk sickle +3 melee (1d6) and claw +0 melee (1d4); SQ Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits; AL NE; SV Fort +1, Ref +3, Will +4; Str 10, Dex 14, Con –, Int –, Wis 10, Cha 1.

Skills and Feats: Improved Initiative.

Possessions: Masterwork sickle, wooden unholy symbol of Bobugbubilz (1 gp).

Bonus Rewards

Objectives	Experience Points
Finding and destroying (not selling) the second batch of Children eggs	100
Total possible bonus points per PC	**100**

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Dungeon Crawl Classics #51
Peril, Paradise, and Plunder

by Chris Doyle and Adrian Pommier
LEVELS 6B THROUGH 9B

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 adventures 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 remember, and the secret doors you know are there somewhere.

The various paths of the dungeon branch in all directions, some leading to safety, others to a forested demiplane, and still others to an underground river. Eventually, however, they all converge in an immense cavern. Throughout, the party meets bizarre creatures and encounters unlikely allies, while their activities do not go unnoticed.

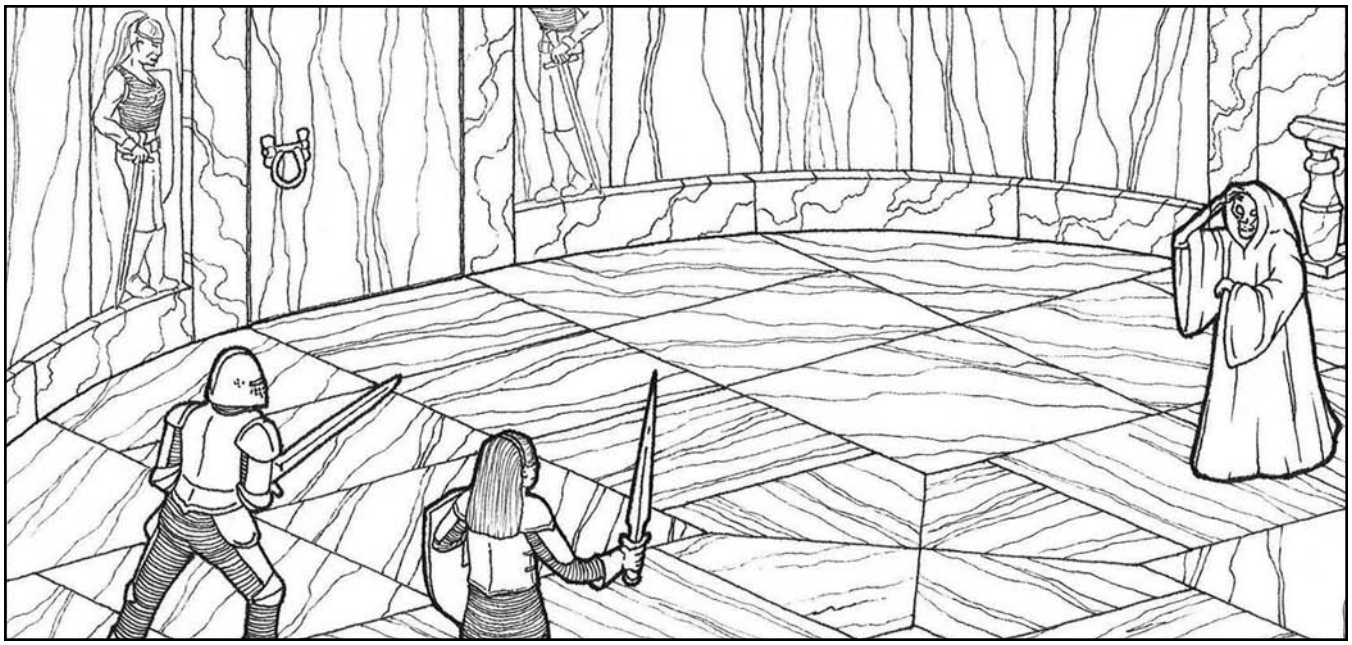
If you enjoy this adventure, look for the rest of the Dungeon Crawl Classics series!

GOODMAN GAMES

C-16
PENITENCE ROW
C-13
CUTPURSE STREET
C-9
W-2
C-12
W-1
RAVEN'S ROW
TOW
C-10
C-11
W-3
W-11
ROGUE'S
COURT
W-10
W-9
THE WARRENS
W-4
MOOR
GATE
W-7
W-5
RAGS ROW
THE SWAMP ROAD
0 20 40 60
Scale in feet
W-8
PAUPER'S GRAVES
THE SWAMP ROAD
W-6

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 6B:
THE HALLS OF FORGOTTEN LORE



Level Summary

This small level is the hidden library of the Order of the Dawning Sun. The order of monks stored their vast wealth of secret lore in this library, and one of their order still keeps watch over it.

Game Master's Section

Encounter Table

Loc	Pg	Type	Encounter	EL
6B-1	146	P/C	Stone door golem	6
6B-2	147	C	4 caryatid columns	7
6B-4	149	P	7 libractus 5 animated ladders	6
6B-6	152	P	*Lorus Swiftquill*, male lich Monk 2/Diviner 7/Loremaster 7	18

Scaling Information

This level of the dungeon is designed for 4-6 characters of 6th level, but it should be suitable for any character level since combat should not be the goal of the PCs. However, if necessary, you can adapt the scenario for stronger or weaker parties with a few simple modifications:

Weaker parties (3 or fewer characters, or less than 6th level): Convert the door golem to a wood door golem, which makes it CR 4. Reduce the number of caryatid columns in area 6A-2 to two, making it a CR 5 encounter. Do not alter Lorus: If the adventurers choose to tangle with him, they are in trouble.

Stronger parties (7 or more characters, or higher than 6th level): Convert the door golem in area 6A-1 to an iron door golem, making this a CR 9 encounter. Double the number of caryatid columns, making this a CR 9 encounter. Do not alter Lorus: Again, if the adventurers are foolish enough to fight the lich, they deserve to get what's coming to them.

Background Story

Over 1,200 years ago, the site on which Castle Whiterock sits was settled by a cadre of monks called the Order of the Dawning Sun. The order erected Clynnoise, a monastery situated on the inside wall of a caldera, bathed in the first light of dawn each and every morning. To the order, the remote wilderness location represented the ideal place for contemplation, reflection, and a storehouse of their extensive knowledge. But then the monastery was sacked, and the order lost a great deal of stored knowledge to the greedy flames of marauders.

The head of the order at that time was a Loremaster named Cyrus Swiftquill, and he lobbied hard for a better depository for the order's accumulated knowledge. But the order refused to pay him much heed, feeling a need to explore alternate locations for their monastery. Furious, the leader of the order secretly contacted a clan of dwarves and commissioned the construction of a hidden library deep below the monastery. Yet his fellow monks discovered the clandestine activity. Cyrus' decision to pursue the hidden halls of lore alienated him from the order, and even his son, a disciplined monk in his own right. After several years, the halls were finally completed, but the order refused to acknowledge the sacrifice that Cyrus made. A broken man, both spiritually and physically, Cyrus died a mere few days after the dwarves finished the halls.

The Halls remained unused for years, until Cyrus' son, Lorus, happened upon a personal diary of his father. Lorus found Cyrus' scripture deeply moving. He visited the Halls, and over the course of the next few years convinced the order to utilize the hidden library. During this time, Lorus abandoned his monk training and followed in his father's footsteps, embracing the art of a diviner, and then a loremaster. Consumed with ancient secrets and lore, Lorus balked at the terse span of his mortal life, and strived to find a way to prolong his existence. By now, he was the leader of the Dawning Sun, and he used its resources to pursue this goal. Behind the order's back, he performed the rite to become a lich. However, Lorus discovered a way to maintain his sanity during the process and, through sheer willpower, has clung to his neutral beliefs.

At first, the order was appalled that their leader embraced undeath in an effort to foil his mortality. The order even hired a band of adventurers to lay the creature to final rest. But Lorus convinced the adventurers of his neutral intentions, and reluctantly the order accepted his fate. However, his new title became the Caretaker of Dawning Lore, and he was sequestered in the halls his father wrought. Lorus threw himself into his role, setting about organizing and caring for all the order's secrets.

But after a new series of vicious attacks on Clynnoise, there were no survivors. The knowledge of how to pass the powerful door golem was lost. Since then, Lorus has been cut off from the outside world, alone to immerse himself in his only passion: knowledge. Over the following centuries, he has crafted additional constructs and powerful spells to protect the delicate texts in the Halls. He also maintains several crystal balls in order to keep up on world happenings, which he records for posterity.

Tracking

This level provides very few opportunities to locate tracks. The libractus are tasked with keeping the level clean of all dirt and debris, and this includes the floors in areas 6B-2 to 6B-7.

Interrogation

This level does not provide any opportunities for interrogation either. All of the inhabitants are either constructs or undead, and thus can't be interrogated in the traditional sense. If the adventurers can befriend the caretaker Lorus, he willingly divulges information or instruction on how to use the library.

Wandering Monsters

There are no wandering monsters on this level.

Areas of the Map

The walls of this level were crafted by dwarven artisans. In addition to being aesthetically pleasing, bearing fanciful scrollwork and designs, the walls are considered superior masonry. With the exception of the door in area 6B-1, all doors are constructed of stone and sealed tight. The floors are all tightly fitted flagstone. Ceilings in all areas except area 6B-4 are 12 feet high. Powerful magicks placed on this entire level keep the temperature constant at 52° F, with low humidity – the perfect conditions to store delicate books, texts, and scrolls.

Superior Masonry Walls: 1 foot thick (at least), hardness 8, hp 90 (per 10-foot-by-10-foot section), Break DC 35, Climb DC 20.

Stone Door: 4 in. thick, hardness 8, hp 60, Break DC 28 (stuck), DC 28 (locked).

Area 6B-1 – The Door Guardian (EL 6): Read or paraphrase the following:

> *The winding passage ends in a small natural chamber, perhaps 10 feet in diameter. Situated in the eastern wall is a massive stone door about 12 feet high and almost 10 feet wide. The door's surface is smooth, save for a detailed mouth that is closed, located in the middle of*

the portal. A rune-studded stone frame surrounds the door. There is no doorknob or apparent lock.

Show the players Handout J. When anyone approaches within 30 feet of the door, the mouth animates and delivers a message via a *magic mouth* spell. Actually, it's 11 separate *magic mouth* spells, each set to deliver one word following the previous word. The catch: Each word is in a different language. The complete passage is: "To pass through my portal, insert the key in my maw." The different languages are as follows (in the order of the phrase): Infernal, Celestial, Terran, Common, Abyssal, Undercommon, Draconic, Elven, Auran, Aquan, Ignan. Consult a list of all the languages known by any adventurers who hear the passage. The GM should translate only the words each hero understands, and assume the remaining are not understood. The *magic mouth* sequence resets in 5 minutes, and the adventurers can record unknown words (with a DC 15 Decipher Script check) for translation later.

The runes along the door frame are written in Dwarven, but also encoded. An adventurer who understands Dwarven and makes a successful DC 20 Decipher Script check can read the riddle that gives a hint on how to open the door. The riddle is:

The key is on the ledge,

But have you the right to know?

Reverse and connect the last two,

To pass the door through.

The only way to open the door is to place knowledge (represented by a book) in the maw. If any book or scroll (magical or otherwise) is placed in the maw, it opens to receive the bounty. On closing (and depositing the book on the opposite side of the door), the door slowly opens, and remains open for 10 rounds. The door is actually a construct called a door golem (see New Monsters in Appendix C). If the heroes attempt to force, open, unlock, or place any other item in its maw, it attacks as described in the Tactics section. This unusual key and the cryptic clues have confounded the inhabitants of Castle Whiterock for nearly nine centuries. As such, it has been a long time since Lorus has had guests….

Tactics: The stone door golem attempts to surprise its opponent with a bite attack while delivering a *flesh to stone* effect, ideally keeping its true nature concealed. Then it switches to slam attacks, waiting for targets to approach in front of it as they inspect it. The activated door golem alerts Lorus (its creator) who hastens to area 6B-2 to greet his guests, should they enter his domain.

Stone Door Golem: CR 6; Large construct; HD 8d10+30; hp 85; Init –5; Spd 0 ft.; AC 22, touch 4, flat-footed 22; Base Atk +6; Grp +16; Atk/Full Atk bite +11 melee (1d8+9/19-20); SA Augmented critical, *flesh to stone* (Fort save DC 16), slam attack; SQ Construct traits, darkvision 60 ft., damage reduction 10/bludgeoning, hardness 8, immunity to magic, low-light vision; AL N; SV Fort +2, Ref –3, Will +4; Str 22, Dex 1, Con –, Int –, Wis 14, Cha 1.

Skills and Feats: None

SA – Augmented Critical (Ex): A stone door golem's bite threatens a critical hit on a natural attack roll of 19–20.

Flesh to Stone (Sp): Once per day, a stone door golem can cast *flesh to stone* as a free action (caster level 12th). The save DC is Wisdom based.

Slam Attack (Ex): A stone door golem lacks any reach, and can only use its bite attack on a target that is in its same square (such as a target listening at the door, or picking the lock). However, once per round, a door golem can swing itself open to initiate a slam attack to all targets within 5 feet. Treat this as a slam attack with a +4 bonus to hit that causes 2d8+12 points of damage. A stone door golem uses this tactic whenever a target is within 5 feet of it. However, daring adventurers might see an opportunity to dive through the door as it makes this attack. If a PC makes a successful DC 14 Reflex save, he leaps through the door. Failure results in 2d8+12 points of damage per round as the PC becomes trapped in the animated portal. A DC 24 Escape Artist check is needed to escape this fate.

SQ – Immunity to Magic (Ex): Stone door golems are immune to any spell or spell-like ability that allows spell resistance. The following spells have altered effects: *transmute rock to mud* acts like a *slow* spell for 2d6 rounds with no saving throw. *Transmute mud to rock* actually heals a door golem of all its damage. *Stone to flesh* doesn't actually harm a stone door golem, but it negates its hardness and damage reduction.

Area 6B-2 – Entrance Hall (EL 7): Read or paraphrase the following:

After finally getting past the pesky animated door, you are greeted by a grand entrance chamber, 30 feet by 30 feet. A domed ceiling is 25 feet overhead, painted with a majestic night sky, complete with a full moon and glistening stars. The floor is polished marble, and sparkles as if recently cleaned, with nary a scuff mark. To the north and south are a pair of plain stone doors, all closed. The walls flanking these doors bear elaborate bas-relief carved sculptures, shaped like warrior women. The sculptures are adorned in short-cut chain shirts and

each has a thin blade at its side. The east wall is a stone railing about four feet high. The railing overlooks a massive circular chamber about 50 feet in diameter. A metal spiral staircase is affixed in the center of this chamber, but its destination below can't be discerned from your vantage point. A metal catwalk leads from this chamber to the spiral staircase. The air is chilly, and noticeably dry.

Pause for a moment and let the PCs take in the sights. Then continue, below:

A single human-sized shape slowly toils up the spiral staircase, its approach announced with but the scuff of a booted foot on the metal stairs. Clad in voluminous brown robes and a drawn hood, the figure quietly shambles onto the catwalk, and with determination strides toward your location. With a skeletal hand, the figure begins to draw back its hood, revealing a skull with dried skin pulled tightly over its surface, missing in parts to reveal bleached bone below. Soft crimson light dances in empty eye sockets, behind thin gold spectacles.

The heroes have discovered the hidden Halls of Forgotten Lore, a library created by the Order of the Dawning Sun to conceal their tremendous wealth of knowledge, secrets, and forbidden lore. The Halls' caretaker, a powerful lich, has maintained this storehouse for centuries. Although an undead creature, Lorus has resisted the temptation of evil, and is no enemy of the heroes – unless of course, they seek to strike first, or threaten to destroy any of the order's knowledge. Shrewd adventurers can become allied with the lich, and use the library to research their own topics.

Interacting with the Caretaker: Wise adventurers will understand they are out of their league against the lich. Even if they foolishly attack for one round, but then quickly call off the assault and apologize, Lorus will probably understand, and still be willing to parley. If not, and the adventurers continue to attack or threaten the lich, consult the tactics below. Note that Lorus has already cast *detect thoughts, stoneskin, spell turning* and *true seeing* before the encounter begins. A Spot check (DC 20) reveals an authentic symbol of the Dawning Sun Order around his neck.

Lorus is cordial and articulate. He has not spoken words aloud in several centuries, so any conversation on his part is with a raspy, grinding whisper, gradually increasing in tone and strength as his rotting voice box adjusts. He demands to know the reason for the intrusion, and questions the heroes on how they found and entered the Halls. Although not pleased if the adventurers damaged the door golem, he is aware that it was a simple construct and can be repaired. If satisfied with the conversation, he asks them about the status of the monastery above. He is aware the order was wiped out centuries ago, but with the use of his scrying devices, he knows that others have settled the area. However, he lacks many details. If the adventurers can provide details about Castle Whiterock and its long list of inhabitants since the order's fall, he shows keen interest. In fact, he pulls out his magic quill and starts recording the conversation, much like a reporter would.

Using the Library: If the heroes win the trust of Lorus, they are welcome to use the library. But there is a cost. Each time anyone would like to research a topic, that adventurer must give Lorus a book containing information he lacks. Or the hero can verbally describe a historical event with a DC 30 Knowledge (history) check. Failure on this roll indicates Lorus has already heard of the event. Bards are proficient in this type of recounting, so a bardic knowledge check (DC 25) can also be used to deliver this information. The GM should encourage the players to deliver this historic passage verbally and, based on the detail (and role playing), should be prepared to grant a circumstance bonus to the roll. Note that adventurers who wish to utilize the library at a later date still need to place a book in the door's maw (area 6B-1) as well as give Lorus another book or tell a historic tale.

Tactics: If combat occurs here, Lorus first activates the four stone wall sculptures (caryatid columns) and orders them to attack. Then he fights back, first casting *blur*, and using his boots to *levitate* above the combat. He uses offensive spells such as *touch of idiocy, ray of enfeeblement, feeblemind*, and *bestow curse*. Then he resorts to his touch attacks. Although not as powerful as a regular lich (because he lacks many offensive spells), Lorus is a formidable opponent, with many defensive spells at his disposal. He saves his *transmute mud to rock* spells to heal one of the caryatid columns. If he disables all the heroes, he removes choice items (such as books, spellbooks, and unique magic items) before depositing them outside the door at area 6B-1. His complete stats appear in area 6B-7.

Caryatid Columns (4): CR 3; Medium construct; HD 5d10+20; hp 47 each; Init –1; Spd 20 ft. (can't run); AC 14, touch 9, flat-footed 14; Base Atk +3; Grp +5; Atk/Full Atk longsword +5 melee (1d8+2/19-20); SQ Construct traits, damage reduction 10/magic, magic vulnerability, resistances, shatter weapons; AL N; SV Fort +1, Ref +0, Will +1; Str 14, Dex 9, Con –, Int –, Wis 11, Cha 1.

Skills and Feats: None.

SA – Shatter Weapons (Ex): Any weapon that strikes a caryatid column must succeed on a DC 12 Fortitude save or be shattered into many pieces. Magic weapons receive a bonus equal their enchantment bonus on this save.

SQ – Magic Vulnerability (Ex): A caryatid column is immune to all spells and spell-like abilities except *transmute rock to mud, stone to flesh*, or *stone shape*. These three spells slay the construct unless a successful saving throw is made. Transmute mud to rock heals it of all hit points.

Resistances (Ex): Caryatid columns receive a +4 to any save against a spell that can affect it.

(Source: *Tome of Horrors (Revised)*, p 53).

Area 6B-3 – Quiet Rooms (4 locations): Read or paraphrase the following:

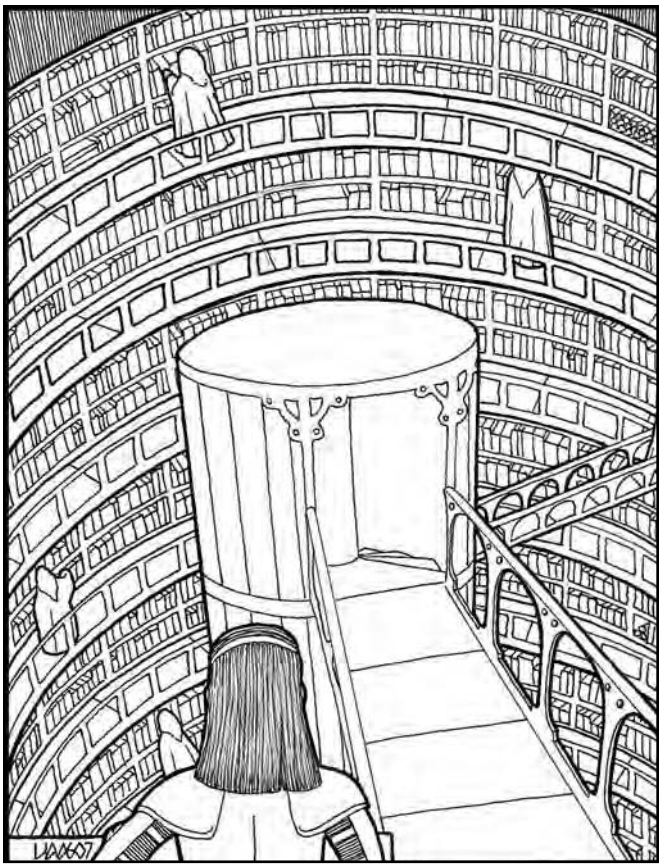
Beyond this door is a simple chamber, about 10 feet square. Pushed against the opposite wall is wooden desk with a matching chair. Next to this desk is a comfortable plush chair. Soft light emits from the ceiling, and each chamber is enveloped in absolute silence.

These four locations are similar in appearance. They function as private studies, used to research topics or copy ancient text without disturbance. The desk and chairs are all normal. The lights are magical in nature and the intensity can be adjusted by simple voice commands while standing in the chamber. Each room is enveloped in *permanent silence*, as per the spell.

Area 6B-4 – The Halls of Forgotten Lore (EL 6): Read or paraphrase the following:

Peering over the edge of the railing, you spy a circular chamber about 50 feet in diameter. The floor of this chamber is situated at least 100 feet below your perch. The interior walls of this chamber are bookcases, crammed with books, texts, librams, and tomes of every shape and size. There must be hundreds of thousands of books stored here, all carefully arranged and lovingly cared for. Starting below the ceiling, and winding down until reaching the floor below, is a stone balcony with a short rail that encircles the chamber, providing access to the books.

In addition to 5-foot-square access trapdoors to the different levels, three more metal catwalks with ornate wrought-iron supports provide access from the central staircase to the interior walls, and a trio of doors. Thirty feet below is a door on the north wall. Sixty feet below is a door on the south wall, and 100 feet below is a door



on the east wall. Several brown-cloaked figures silently move about on various levels, tending to the books.

This chamber represents the wealth of the Order of the Dawning Sun. But this wealth is not a tangible, monetary wealth. It is the accumulated knowledge of the order, collected over centuries, and maintained by its undead caretaker and his servants. In the days when the monastery was active, scholars and scribes, wizards and sages would make the dangerous trek to Clynnoise to comb through the secrets hidden in the dusty pages of perhaps the greatest library on all of Áereth. But it is not a library open to the public.

Assisting Lorus are seven undead creatures called libractus. Essentially, these are free-willed zombies that have retained their intelligence. They toil 24 hours a day cleaning, organizing, scribing, and maintaining this chamber and its precious commodity. The libractus speak Common, Draconic, and Elven. If approached and asked the location of a particular topic (or even a specific book), the libractus will lead the questioner to the appropriate section and assist as needed, while uttering very few words. The knowledge stored in the libractus serves as the library's card catalog. Without their aid in locating a topic or book, an adventurer must make a DC 35 Knowledge (of the appropriate type

on the topic) check and spend 4d4 hours looking, minus 1 hour for each point of Intelligence modifier (minimum search time: 1 hour).

What might the PCs be looking for: It should not take the heroes long to understand the resource at their fingertips. All they need to do is respect Lorus' rules, and provide him with a piece of information for each tidbit they would like to research. This is the perfect opportunity for the GM to seed future adventure hooks, or provide tie-ins with the characters' backgrounds. Below is a list of information that pertains to a Castle Whiterock campaign that might interest the adventurers. This is by no means an exhaustive list, and the GM should add to it to assist heroes who have "lost their way" and need to get back on track.

Before each tidbit is the DC and appropriate check needed to locate the information. Also included is the amount of time needed to comb through the expansive library to locate the information in question. This time is reduced by 1 hour for every 4 that the skill check exceeds. Lorus could be convinced to assist the adventurers in these searches, acting as a sage, but this requires a successful Diplomacy check (DC 25) or Bluff check (DC 35). If they offer him a particular juicy historical tidbit, or a unique magic item (any item presented in Appendix E), this check is not needed.

Information on Aquil'iya, the *ring of water elemental command*: Knowledge (history) DC 25, 15 hours. The texts provide a description of the ring (with hints at all of its abilities) and the history of the *Melosiran Rings*.

Information on activating Aquil'iya: Knowledge (arcana) DC 35, 24 hours. The researcher discovers the methods used to activate the ring's full powers. Give the players Handout K.

Information of the *sleep of ages* spell: Knowledge (arcana) DC 40, 40 hours. The researcher finds a copy of the spell, plus information on how to break it, although not the specific tasks for Lady Chauntessa's mate. But the heroes will learn the key is the spellcaster, if he can be located.

Information on the *White Roc*: Knowledge (history) DC 25, 6 hours. They discover the history of the unique *figurine of wondrous power* and its uses by the White Roc orcs.

Command words for the *White Roc*: Knowledge (arcana) DC 40, 30 hours. An ancient tome provides the five command words used to activate the different settings of the magic item.

Information on the Clockwork Academy: Knowledge (history) DC 15, 1 hour. There is an entire section on the Academy as the gnomes were fond of recording their knowledge in the form of instruction manuals. Understanding the long-winded passages and technical sketches is another matter, requiring a Knowledge (engineering) DC 30 check to glean useful information. All of these texts are in Gnomish, and provide details on many different constructs. Also included is a copy of a flyer (Players' Handout C). At the GM's option, there could be hints regarding the Academy's location on level 4.

The following information regards the world of Áereth.

Information on the Sphinx Empire: Knowledge (history) DC 30, 8 hours. Many texts detail the rise and fall of the great Sphinx Empire.

Information on the *Shadowcrown*: Knowledge (arcane) DC 40, 15 hours. Buried in the tomes of Sphinx lore is information regarding the history, creation, and powers of this relic. Most important, the lore contains the secrets to the relic's destruction (as designed by the GM).

Information on the *Star Arms*: Knowledge (arcana) DC 35, 10 hours. These books detail the creation and powers of this set of magic weapons. It also hints that a sixth *Star Arm* was created, but lost…

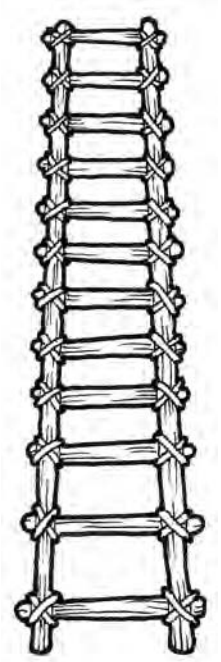
Information on the Mysterious Tower: Knowledge (history or local) DC 40, 12 hours. References detail a mysterious tower that once belonged to a powerful wizard, whose name is lost in time. The wizard was obsessed with force magic, but an attempt to protect his tower with it went horribly wrong.

Several scrolls detailing drow family history: Knowledge (Underdeep) DC 33, 10 hours. These scrolls depict family trees of several prominent drow houses from the city of Gloomveil, including House Sorethin and House Cadryenne.

Engineering plans for a special tomb to be built under the city of Porthmeor: Knowledge (architecture and engineering) DC 35, 10 hours. These drawings and maps detail the prison tomb created for Iasmini, the aquatic elf princess who betrayed the city.

"Opening Doors: A Guide to Animating Portals": Knowledge (architecture and engineering) DC 30, 6 hours. This is a guide book that includes step-by-step instructions on the creation and enchantment of wood, stone, and iron door golems.

Tactics: Lorus' greatest fear would be a combat breaking out in this chamber. The lich acts swiftly to avoid conflict here, offering parley. But if needed, he responds with force. He activates his boots to *levitate* in the hall out of reach. Then he uses his offensive spells to disable the heroes. He wisely holds actions to prepare counterspells against destructive magic. Meanwhile, the libractus and animated ladders move to intercept the adventurers. Although not savvy in combat, the libractus use bull rush attempts or grapple attacks to push foes off the balconies. The animated ladders will move about in an effort to hinder level-to-level movement by the adventurers. As a last resort, the ladders will attack.



Animated Ladders, Medium animated objects (5): CR 2; Medium construct; HD 2d10+20; hp 30 each; Init +0; Spd 40 ft.; AC 14, touch 10, flat-footed 14; Base Atk +1; Grp +2; Atk/Full Atk slam +2 melee (1d6+1); Space/Reach 5 ft./10 ft.; SQ Construct traits, darkvision 60 ft., hardness 5, low-light vision; AL N; SV Fort +0, Ref +0, Will –5; Str 12, Dex 10, Con –, Int –, Wis 1, Cha 1.

Skills and Feats: None.

Libractus (7): CR 1; Medium undead; HD 2d12+3; hp 20 each; Init –1; Spd 30 ft.; AC 11, touch 9, flat-footed 11; Base Atk +1; Grp +2; Atk/Full Atk slam +2 melee (1d6+1); SQ Darkvision 60 ft., damage reduction 5/slashing, single actions only, undead traits; AL N; SV Fort +0, Ref –1, Will +3; Str 12, Dex 8, Con –, Int 18, Wis 10, Cha 8.

Skills and Feats: Appraise +4 (+6 books), Craft (bookbinding) +12, Knowledge (arcana) +9, Knowledge (dungeoneering) +9, Knowledge (geography) +9, Knowledge (history) +9, Knowledge (nobility & royalty) +9, Knowledge (religion) +9, Knowledge (the Planes) +9, Search +9, Survival +0 (+2 following tracks, +2 on other planes, +2 underground); Skill Focus (Craft [bookbinding], Toughness.

(Source: *DCC #13: The Crypt of the Devil Lich*.)

Area 6B-5 – The Scrying Room: Read or paraphrase the following:

> *This 20-foot-square chamber is dimly lit. The opposite walls are covered with three fanciful tapestries depicting a woodland scene, a great elven city, and geometric patterns. The single feature of the room is a round stone table, its edge carved into another woodland scene. Resting on this table are three crystal balls, each sitting in an elaborate stand, one wrought of silver, one of gold, and the final of the finest platinum. The interior of each crystal is clouded with a swirling maelstrom of fine particulates. Situated between the crystals is a massive opened ledger and several quills. A green velvet upholstered chair with a high back and padded armrests is tucked under the table.*

This chamber is Lorus' private scrying room. As a hobby, Lorus has passed the last several centuries by peering into the outside world using one of the three *crystal balls*, and recording history as it happens. As such, some of the books in area 6B-4 are actually descriptions of events over the last few centuries, despite the Halls' isolation. This influx of new lore and historical facts has helped the lich remain his sanity.

Lorus sits in the chair for days on end, often peering into all three of the crystals at once. He records significant (or even trivial) events in a blank ledger, using a *quill of dictation*. Once full, the ledger is turned over to the libractus, who sort the notes on topic, and scribe books of the records. Lorus has witnessed wars, peace, the creation and toppling of empires, and important events all over Aereth.

If the adventurers provide Lorus with a unique magic item, or somehow gain his favor (for the GM to decide), he might grant the them an opportunity to use this chamber. If the PCs do use the *crystal balls* to gain knowledge on the lower levels of Castle Whiterock, be prepared to provide hints about the inhabitants and challenges that await, but be careful not to reveal too much information.

Treasure: The three tapestries are of stunning craftsmanship. The first depicts the Glade of Farewell (level 8A), and is worth 700 gp. The second depicts the ancient elven city of Avorel, before its destruction by the armies of the Devil-Lich, and is worth 2,700 gp. The last is a simple dwarven design, and would fetch 400 gp. The chair is worth 125 gp. The crystal ball stands are worth 125 gp (silver), 650 gp (gold), and 1,750 gp (platinum). The real value of this chamber is of course the three *crystal balls*. Two of them are standard, but the one on the platinum stand is actually a *crystal ball* with *true seeing*. Each *crystal ball* is glued to its base with *sovereign glue.* This same sticky magical paste is used to affix each stand directly to the table. Would-be thieves need to use careful thought to remove these relics from of this chamber.

Area 6B-6 – Lorus' Private Study (EL 18): This door has three *arcane locks* on it (caster level 18th). When the adventurers open it, read or paraphrase the following:

The door opens to reveal a cozy, if somewhat large, study. A plush carpet covers the flagstone floor, and a massive fireplace with roaring flames dominates the south wall. Near the fireplace is large overstuffed chair. A stone desk is pushed against the north wall, near a bookcase. Along the east wall is a drafting table, and a stone bench covered with unusual glassware.

This chamber serves Lorus as his private room. The lich does not require sleep or rest, so no bed is present. Instead, the caretaker passes the years by copying books, drafting maps and sketches, and occasionally brewing potions.

The stone bench holds an alchemy laboratory, although it has not been used in decades. The drafting table holds many strange rulers, pencils, and other drafting tools. The desk holds stacks of blank parchment, and empty books, but no ink (Lorus uses *quills of dictation* for all writing). The fireplace is real, but the roaring fire is a permanent illusion (caster level 18) that provides heat and light (but no smoke).

Tactics: If the adventurers don't encounter Lorus in area 6B-2 (unlikely), he can usually be found here. If combat erupts, he prefers to keep the fight in this room and away from the precious contents of the Halls of Forgotten Lore. Consult area 6B-2 for details on his tactics.

Treasure: The drafting tools are worth 175 gp. The desk holds a small teak box (worth 75 gp) which holds a set of six *quills of dictation*. The alchemy lab is worth 500 gp. The books on the bookcase are actually Lorus' 12 spellbooks. The text of each is concealed with a *permanent illusory script* spell. Readers who fail a Will save (DC 22) become visibly shaken, and are compelled to put the book down. The spellbooks contain all divination spells up to 7th level. The books also contain all the spells Lorus has prepared, plus an additional 1d4+4 spells per level, except for evocations. Lorus could be persuaded to allow adventurers to copy spells from his books, if they provide suitable payment in the form of information or unique magic.

Lorus Swiftquill, male human lich Monk2/Diviner7/Loremaster7: CR 18; Medium undead (augmented humanoid); HD 16d12; hp 156; Init +2; Spd 30 ft.; AC 34, touch 21, flat-footed 32; Base Atk +7; Grp +7; Atk unarmed strike +7 melee (1d6 plus 1d8+5 negative energy) or touch +7 melee touch (1d8+5 negative energy plus paralysis); Full Atk unarmed strike +5/+5/+0 melee (1d6 plus 1d8+5 negative energy) or touch +7 melee touch (1d8+5 negative energy plus paralysis); SA Damaging touch, fear aura, paralyzing touch, spells, stunning fist (5/day, DC 22); SQ Bonus language, damage reduction 15/bludgeoning and magic, darkvision 60 ft., greater lore, immunity to cold, electricity, polymorph, and mind-affecting attacks, lore +16, loremaster secrets, +4 turn resistance, undead traits; AL NE; SV Fort +7, Ref +9, Will +19; Str 10, Dex 14, Con –, Int 28, Wis 18, Cha 16.

Skills and Feats: Appraise +16, Climb +5, Concentration +12, Decipher Script +16, Diplomacy +12, Gather Information +12, Hide +15, Jump +5, Knowledge (arcana) +26, Knowledge (architecture and engineering) +21, Knowledge (dungeoneering) +21, Knowledge (geography) +21, Knowledge (history) +21, Knowledge (local) +21, Knowledge (nature) +21, Knowledge (nobility and royalty) +21, Knowledge (religion) +21, Knowledge (the planes) +16, Listen +17, Move Silently +15, Perform +8 (oratory), Search +24 (+26 secret doors), Sense Motive +17, Spellcraft +23, Spot +17, Survival +4 (+6 above ground, +6 to avoid getting lost, +6 following tracks, +6 on other planes, +6 underground); Brew Potion, Craft Construct, Deflect Arrows, Extend Spell, Greater Spell Penetration, Improved Counterspell, Investigator, Magical Aptitude, Scribe Scroll, Skill Focus [Knowledge (arcana)], Spell Penetration, Stunning Fist.

SA – Damage Touch (Su): Lorus can deal 1d8+5 points of negative energy damage with a touch attack or in conjunction with an unarmed strike. A DC 21 Will save halves this damage.

Fear Aura (Su): Liches are shrouded in a dreadful aura of death and evil. Creatures of less than 5 HD in a 60-foot radius that look at Lorus must succeed on a DC 21 Will save or be affected as though by a *fear* spell cast by a 16th level sorcerer. A creature that successfully saves cannot be affected again by Lorus' aura for 24 hours.

Paralyzing Touch (Su): Any living creature that Lorus hits with his touch attack must succeed on a DC 21 Fortitude save or be permanently paralyzed. *Remove paralysis* or any spell that can remove a curse can free the victim (see the *bestow curse* spell description).

The effect cannot be dispelled. Anyone paralyzed by a lich seems dead, though a DC 20 Spot check or a DC 15 Heal check reveals that the victim is still alive.

SQ – Greater Lore (Su): Lorus has the ability to

understand magical items, as with the *identify* spell.

Loremaster Secrets: Lorus has learned the following three secrets: secrets of inner strength (+2 on Will saves), newfound arcana (1 bonus 1st level spell), applicable knowledge (bonus feat)

Spells Prepared (4/9/7/7/7/6/5/4; Banned School: Evocation. save DC 19 + spell level, DC 20 + spell level for divinations): 0 – *mage hand* (x2), *read magic* (x2); 1st – *comprehend languages* (x3), *featherfall, identify* (x3), *ray of enfeeblement* (x2), *true strike*; 2nd – *blur, detect thoughts* (x2), *locate object* (x2), *see invisible, touch of idiocy*; 3rd – *arcane sight, dispel magic* (x2), *illusory script, suggestion, tongues* (x2); 4th – *arcane eye, bestow curse, minor creation, scrying* (x3), *stoneskin*; 5th – *contact other plane, fabricate, feeblemind, major creation, permanency, transmute mud to rock*; 6th – *antimagic field, greater dispel magic, legend lore* (x2), *true seeing*; 7th – *greater scrying, limited wish, spell turning, vision.*

Possessions: Boots of levitation, bracers of armor +8, ring of protection +4, rod of alertness, headband of intellect +4, quill of dictation (3), scrolls (mage armor, transmute mud to rock).

Languages Spoken: Abyssal, Aquan, Auran, Celestial, Common, Draconic, Elven, Ignan, Infernal, Terran, Undercommon.

Area 6B-7 – Map Room: Read or paraphrase the following:

> *This 20-foot-square room is shrouded in darkness, save for the twinkling of soft stars from the domed ceiling overhead. A 10-foot-square stone table occupies the center of the room, but there are no chairs. On its surface are several flat scrolls, with a few still rolled up. The opposite wall is covered with small stone doors, each about 3 feet wide and 4 inches high.*

This room serves as an archive for maps. Illumination is provided via magic, and can be adjusted with commands while in the room. The ceiling is a representation of the Áereth sky, and is more than simple decoration. It's an accurate map of the constellations. The stone table is of simple design, its surface a bit higher to accommodate standing. Random maps are strewn about the surface of the table, including a representation of Áereth about 1,200 years ago. The doors (there are 150 of them!) on the opposite wall are used to store maps and scrolls flat. Most are full.

This is another great location for the GM to place a map or information needed in his campaign. Although many maps are out of date, several are quite functional, and Lorus continues to draft maps, based on locations seen in his *crystal balls*. Although there are no maps of Castle Whiterock present, the following maps can be found here. Each map takes 1d3 hours to locate, if specifically searching for it.

A map to Bloody Jack's Treasure

A map of the city of Freeport

A (fake) map to the Golden Palace

A map to the Vault of the Dragon Kings

Astrological charts: These musings and calculations (penned by Lorus) predict a meteor crash, including the approximate date and location. See DCC #10 for details.

Bonus Rewards

Objectives	**Experience Points**
Solve the riddle of the door golem, and enter while avoiding combat	250
For each piece of useful information the PCs locate in the library	100 (max. 1,000)
Befriending Lorus, and enlisting in his aid to research topics	500
Gaining access to the *crystal balls* in the scrying room	250
Total possible bonus points per group	**2,000**

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 7:
THE WATERY WAY

Level Summary

As one delves deeper below the ruins of the once-great Castle Whiterock, the caverns become more natural and, of course, more deadly. This series of caves is largely flooded from level 5, and the use of boats is recommended to traverse the winding watery ways. Several factions have established a presence on this level. The Impresario (see level 10) needs a route to get slaves from the surface to the Bleak Theater; therefore, an elevator (see area 2-18) has been installed to connect level 2 with this level. On arrival at area 7-1, the slaves are transferred to boats operated by a derro outpost established by The Impresario. The boats transfer the slaves to area 7-15 and on to the Bleak Theater via the Immense Cavern (level 10). However, another figure seeks to wrest control of this level.

Game Master's Section

Scaling Information

This level of *Castle Whiterock* is designed for 4-6 characters of 7th level, but can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or less than 7th level): Remove two regular derro from area 7-1. Convert Vulgaris to a troglodyte Drd6, and remove her *staff of the python* in area 7-2. Remove two of the advanced cave fishers from area 7-6. Convert all the skum in areas 7-9 and 7-10 to regular skum. Convert Acanthus to an aboleth Wiz2 in area 7-12. Remove the domain spell-like special ability from the wight lady (thus reducing the EL to 8). In area 7-15, convert the two derro fighters to regular derro and remove one level from the derro sorcerer.

Stronger parties (7 or more characters, or higher than 7th level): Convert all of the regular derro on this level to derro Ftr2. Add two more druid levels to Vulgaris in area 7-2. Increase the lethality (and the CR by 1-2) of all the rock hazards and the waterfall hazard. Advance the cave fishers by another 4 HD. Replace the freshwater barbshells with regular (CR 6) barbshells. Advance all the skum by two levels, or convert the regular skum into troglodyte War2 skum. Add two wizard levels to Acanthus.

Recurring Derro Traits

Unless otherwise noted, all creatures marked as derro have the same racial traits, described below. Any varia-

tions in the DCs or the like are noted in individual stat blocks.

Madness (Ex): Derro use their Charisma modifier on Will saves instead of their Wisdom modifier, and have immunity to *confusion* and *insanity* effects. A derro cannot be restored to sanity by any means short of a *miracle* or *wish* spell.

The racial madness of the derro provides a +6 bonus to their Charisma scores and a –6 penalty to their Wisdom scores. A derro restored to sanity gains 6 points of Wisdom and loses 6 points of Charisma.

Sneak Attack (Ex): Any time a derro's opponent is denied his Dexterity bonus to AC, or if a derro flanks his opponent, he deals an extra 1d6 points of damage. This ability is just like the rogue's sneak attack and subject to the same limitations.

Vulnerability to Sunlight (Ex): A derro takes 1 point of Constitution damage for every hour it is exposed to sunlight, and it dies if its Constitution score reaches 0. Lost Constitution points are recovered at the rate of 1 per every 24-hour period spent underground or otherwise sheltered from the sun.

Encounter Table

Loc	Pg	Type	Encounter	EL
7-1	158	C	*Chalmer*, derro Sor3 4 regular derro	8
7-2	160	C	*Vulgaris*, female minyad Drd7	10
7-3	162	T	Spore trap	4
7-5	164	H	Rock hazard	3
7-6	164	C	4 advanced cave fishers	7
7-7	165	P/T/C	5 freshwater barbshell or rock hazard	8 or 3
7-8	166	T	Waterfall hazard	3
7-9	166	C	Skum Bbn4, 4 regular skum	7
7-10	167	C	2 skum troglodytes War2, 3 regular skum, 2 leech swarms	8
7-11	168	C	Skum derro Sor3, Huge leech, 2 leech swarms	9
7-12	170	C	*Acanthus*, male aboleth Wiz5	12
7-13	171	C	*The Wight Lady*, advanced wight lord	9
7-15	173	C	*Nall'loth,* derro Sor6, 2 derro Ftr2	10

Background Story

When The Impresario set up his slaving operation at the Bleak Theater, he understood the need to transport his human commodities from the surface to the Bleak Theater, and ultimately to points beyond. Thus, the elevator between levels 2 and 7 was constructed. Next he needed to establish an outpost on level 7 to facilitate the movement of slaves through the watery passages. The Impresario doesn't lack for toadies willing to do his bidding, and he eventually awarded the position to Nall'loth, an insane derro bent on proving his worth to his master. The Impresario could care less for the sniveling derro, but felt it was worth it to send some of his derro flunkies to man the outpost and shuttle slaves. Besides, they make the perfect buffer should the level be attacked by enemies of the Bleak Theater. Outfitted with custom skiffs complete with manacles bolted to the bottoms, and a *folding boat*, these derro move slaves from area 7-1 to 7-15.

But the journey is not without danger. Although the derro have become adept at maneuvering their skiffs around the various rocky hazards, there are other dangers, such as the cave fishers and barbshells that attack all those who enter their territory. Then there is the wandering pair of lurkers (both above and below) that have been driven away from their normal hunting grounds. However, a few good spear thrusts to these manta-like predators is usually enough to convince them to break off their attack.

Yet perhaps the greatest danger on this level is a secretive creature nicknamed "the tentacled horror." Nall'loth fears the powerful aboleth wizard Acanthus, and for good reason. Upon taking his new position, Nall'loth instantly struck a truce with the aboleth, and each time he passes the aboleth's cave (area 7-9), he needs to dump a live body into the water. He has no idea what the aboleth is doing with the bodies, but he assumes they are being eaten. He couldn't be further from the truth. Acanthus has discovered a cave that once served as the lair of an undead aboleth known simply as the Abolich. This aboleth lich had scribed runes on the walls of this secret chamber that serve as a spellbook. Acanthus also discovered the abolich's method to create more powerful versions of skum that sometimes retain the abilities of the host creature. And now Acanthis is utilizing this eldritch knowledge – and the creatures "donated" by Nall'loth – to create a powerful cadre of skum. When his army is large enough, Acanthus intends to take control of the entire watery passages. Then the tentacled horror will set his four eye slits on bigger things.

However, there is one more player in the act that is level 7. Silhouette used this area to begin her surprise attack on Benthosruthsa. After years of research and planning,

she enlisted in the aid of an evil cleric dedicated to a god of destruction. Sil had the cleric focus several *earthquake* spells on this level to create a sinkhole that altered the flow of water on this level. The water gushed down to levels 14 (and eventually 15), flooding Benthos' lair. Before Sil commenced her attack on her hated rival, she slew the cleric on a whim, as the very walls came tumbling down. But the cleric's faith was strong, and the deity touched the cleric's broken body, infusing it with the gift of undeath.

Tracking

Since most of these caves and passages are partially filled with water, tracking is impossible. However, it's easy to locate tracks in areas 7-1 and 7-4. A DC 10 Survival check reveals numerous dwarf-like prints heading back and forth between the two locations. Areas 7-2 and 7-3 are rarely frequented by the derro, so it requires a DC 20 Survival check to reveal a single set of delicate elven-like tracks created by the minyad's efforts in area 7-3. Finally, area 7-13 hasn't been disturbed in over a year. But with a successful DC 35 Survival check, the adventurers can find the prints of a human armor-clad individual (the cleric) and a delicate elven individual (actually Sil in drow form).

Interrogation

On this level, only the derro or the duergar slavers are susceptible to interrogation. It requires only a DC 15 Intimidate check to get a derro to talk. Deciphering the insane ramblings of these twisted humanoids, however, is another matter, requiring a successful DC 18 Intelligence check. The derro know the layout of this level (except for area 7-13), and are very aware of the tentacled horror in areas 7-9 to 7-12. Nall'loth attempts to poison himself if not restrained, but he can also provide some sketchy details on the Bleak Theater and his employer (see level 10). The duergar slavers are a bit harder to influence, requiring a DC 22 Intimidate check. They know the basic route through the watery passages, and are familiar with the Bleak Theater. Although they work for The Impresario, they normally deal with his intermediaries, and lack information on the operator of the Bleak Theater.

Getting Captured

There is a good chance the heroes get captured on this level. The derro in area 7-15 and the duergar in the Wandering Monsters encounter seek to capture intruders alive. If the adventurers are captured, they are stripped down to their undergarments, and their equipment is stored in area 7-15, where Nall'loth can pick out the choice items. In 2d6 hours, they are transported to the Bleak Theater by a duergar slaver band (one 5th-level rogue and four 3rd-level fighters; use the stats in the Wandering Monsters section). The GM should give the heroes one opportunity to escape during this transfer, or develop a method for them to escape once they arrive at area 10-6.

Wandering Monsters

For every half-hour that the adventurers explore, there is a 15% chance (1-3 on a d20) that they encounter a wandering monster. This chance increases to 25% (1-5 on a d20) if they make excessive noise. If an encounter is called for, roll 1d8 and consult the following table.

d8 roll	Encounter	EL
1-2	Death from Above (and Below)	9
3-7	Ohhh, bats….	7
8	A Slaving we will go…	8

Death from Above (and Below): A pair of manta-like lurkers, one above and the other in the water below, have banded together to create an efficient hunting team. Their hunting grounds used to be in nearby Underdeep caverns close to a small lake. But a year ago, the earth trembled fiercely, and in a matter of hours, their lake and productive hunting grounds drained away. Slowly, the pair made its way to these watery passages, and dined on the bounty of bats that dwell here. However, the persistent humanoids with pointy sticks often get in their way and have prevented them from establishing a true lair. Hence, they remain on the move.

The attack begins with the lurker below attempting to engulf one of the boats (causing normal damage to the boat each round until destroyed). Any adventurers who escape the boat are targeted by the lurker above.

Lurkers Above and Below (2): CR 7; Huge aberration; HD 10d8+40; hp 90 (above), 80 (below); Init +5; Spd 10 ft. (both), fly 40 ft. (above), swim 40 ft. (below); AC 16, touch 9, flat-footed 15; Base Atk +7; Grp +25; Atk/Full Atk buffet +15 melee (2d4+15); SA Smother; SQ Darkvision 60 ft.; AL N; SV Fort +7, Ref +4, Will +7; Str 30, Dex 12, Con 19, Int 2, Wis 11, Cha 10.

Skills and Feats: Hide -2*, Listen +6, Spot +6; Alertness, Improved Grapple, Improved Initiative, Improved Natural Armor.

*Lurkers above have a +12 racial bonus on Hide checks when next to a stone surface.

SA – Smother (Ex): A successful attack deals normal damage and allows a lurker above (or below) to initiate a grapple attack as a free action without provoking an attack of opportunity. If successful, the target is enveloped by the creature. In the next round, the target begins to suffocate and takes buffet damage as well during each round. A smothered target can escape with an Escape Artist check (opposed against the grapple roll for that round). The target can attack only with Small or smaller slashing or piercing weapons in hand during

the enveloping. If other adventurers attack the lurker while it is smothering a victim, slashing and piercing weapons cause half damage to the target and half to the lurker. Damage from bludgeoning weapons is felt solely by the lurker.

(Source: *Tome of Horrors (Revised)*, p. 258-259.)

Ohhh, bats…: The watery passages are inhabited by a huge flock of subterranean bats, and provide a ready food source for many of the inhabitants on this level. Subterranean bats are slightly larger than their surface-dwelling cousins, as reflected in the slight alteration of some of their statistics. If this encounter occurs, the adventurers disturb several swarms that attempt to flee. First, though, the swarms hassle the PCs for 1d4+2 rounds before dispersing. This encounter can occur more than once, and a devious GM might want to trigger this encounter if the heroes use any magic effects with loud or flashy components, such as a *fireball*.

Subterranean Bat Swarm (4): CR 3; Diminutive animal (swarm); HD 4d8+4; hp 25 each; Init +3; Spd 5 ft. (both), fly 40 ft. (good); AC 17, touch 17, flat-footed 14; Base Atk +3; Grp –; Atk/Full Atk swarm (2d4); SA Distraction, wounding; SQ Blindsense 20 ft., half damage from slashing and piercing weapons, swarm traits; AL N; SV Fort +5, Ref +9, Will +3; Str 3, Dex 16, Con 12, Int 2, Wis 14, Cha 4.

Skills and Feats: Listen +12, Spot +11; Alertness, Lightning Reflexes.

*A bat swarm has a +4 racial bonus on Listen and Spot checks. These bonuses are lost if its blindsense is negated.

SA – Distraction (Ex): Any living creature that begins its turn with a swarm in its space must succeed on a DC 13 Fortitude save or be nauseated for 1 round.

Wounding (Ex): 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 DC 10 Heal check or the application of a *cure* spell or some other healing magic.

A Slaving we will go…: The heroes encounter a slave skiff occupied with duergar originating from area 7-15 and making their way to area 7-4. The duergar, a rogue and two fighters, are on an errand to pick up several slaves from the surface. They travel in one of the skiffs (see the stats in area 7-4) and use the tactics described below. This encounter only occurs once.

If the heroes are not concealing their light sources or if any of the duergar makes a successful Listen check (DC 15, if the adventurers are not masking their sounds), all three duergar turn *invisible* before being noticed. The next round the fighters quaff their *potions of bull's strength*, and invoke their *enlarge person* ability. At the same time, the rogue quaffs his *potion of bear's endurance*, followed by the *potion of barkskin*. Since their skiff appears empty to the adventurers, the duergar will wait until the heroes are within melee range. The fighters attack first, attempting to sunder any poles being used to pilot the skiffs. Then they attempt to jump into the adventurers' skiff and attack with warhammers, using the Capture feat to deal nonlethal blows without a penalty. Don't forget to adjust any sunder or jump attempts for their increased size and strength. The rogue hangs back, using poisoned hand crossbow bolts. The goal is to capture the heroes.

Duergar Slaver, male Ftr3 (2): CR 4; Medium humanoid (dwarf); HD 3d10+9; hp 30 each; Init +2; Spd 20 ft.; AC 17, touch 12, flat-footed 15; Base Atk +3; Grp +6; Atk/Full Atk masterwork warhammer +7 melee (1d8+3/x3) or light crossbow +5 ranged (1d8/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits, light sensitivity; AL LE; SV Fort +6, Ref +3, Will +1; Str 16, Dex 14, Con 16, Int 13, Wis 10, Cha 4.

Skills and Feats: Appraise +1 (+3 metal and stone items), Climb +4, Hide +0, Jump –2, Move Silently +2, Listen +1, Spot +1; Capture, Combat Expertise, Improved Sunder, Power Attack.

Spell-like Abilities (Su): 1/day – *enlarge person, invisibility* (caster level 6th); these abilities affect only the duergar and whatever it carries.

Possessions: Masterwork warhammer, chainmail, light crossbow with 20 bolts, *potion of bull's strength* (CL 3rd).

Duergar Slaver, male Rog5: CR 6; Medium humanoid (dwarf); HD 5d6+15; hp 35 each; Init +7; Spd 20 ft.; AC 17, touch 13, flat-footed 17; Base Atk +3; Grp +5; Atk/Full Atk masterwork shortsword +8 melee (1d6+2/19-20), or masterwork hand crossbow +9 ranged (1d4 plus poison/19-20); SA Poison, sneak attack +3d6, spell-like abilities; SQ Darkvision 120 ft., duergar traits, trapfinding, evasion, trap sense +1, uncanny dodge; AL LE; SV Fort +5, Ref +8, Will +2; Str 14, Dex 16, Con 16, Int 13, Wis 10, Cha 8.

Skills and Feats: Appraise +9 (+11 metal and stone items), Balance +5, Bluff +7, Diplomacy +1, Disguise +7 (+9 acting), Intimidate +1, Hide +11, Jump -2, Listen +9, Move Silently +15, Pilot Skiff +7, Spot +9, Tumble +11; Improved Initiative, Point Blank Shot.

SA – Poison: Drow poison – injury, Fort DC 13, unconsciousness/ unconsciousness for 2d4 hours.

Spell-like Abilities (Su): 1/day – *enlarge person, invisibility* (caster level 10th); these abilities affect only the duergar and whatever it carries.

Possessions: +1 studded leather armor, masterwork shortsword, masterwork hand crossbow (inlaid with mother of pearl; worth 500 gp) with 10 darts, 3 vials of drow poison, *cloak of resistance +1, potion of bear's endurance* (CL 3rd), *potion of barkskin* (+3).

Areas of the Map

The walls of this level were created by water erosion, and thus are considered unworked stone. Ceiling heights in dry caverns average about 25 feet high; consult individual room description for exact heights. Most caves have running water, entering from a waterfall in area 7-4, and making its way as a winding river to area 7-14, where it enters a sinkhole. Ceilings in these areas vary widely from 5 feet to 30 feet or more. Water depth also varies, but is at least 5 feet deep. Roll 2d6+3 to determine the actual depth in a given location, if needed. There is a slight current in the water, which increases as one travels toward area 7-14. Swim checks up to area 7-7 are DC 10 check, while Swim checks after area 7-7 are DC 15. The GM is encouraged to review the swimming, holding breath, and underwater combat rules prior to running this level. There are no doors on this level.

Unworked Stone: 5 ft. thick (at least), hardness 8, hp 900 (per 10-foot-by-10-foot section), Break DC 65, Climb DC 20.

Area 7-1 – The Bottom of the Line (EL 8): The elevator shaft originates from area 2-18, nearly 100 feet above. The description below assumes the heroes use the baskets to access this level. If they use another method, alter the descriptive text below as appropriate.

Slowly, the swaying basket descends into the inky darkness. The taunt rope groans in protest. After several minutes of descent, another basket emerges from below, occupied by a pair of small dwarf-like humanoids. They wear chain shirts and carry shortspears. In a strange language, they hail your band.

What the adventurers do next determines the derro's action. If they continue their descent, the derro assume the newcomers are hostile, and begin to attack. Consult the tactics below. If the adventurers respond in Undercommon, they can attempt to convince the derro they are slavers looking to buy. If the hero speaking succeeds on a Bluff check opposed by the derro's Sense Motive, the derro signal those below, and escort the PCs to area 7-1.

Rope: 3 in. thick, hardness 0, hp 6.

Fungal Baskets: 1 in. thick, hardness 2, hp 5 (to create a 5-foot hole) or 10 to destroy.

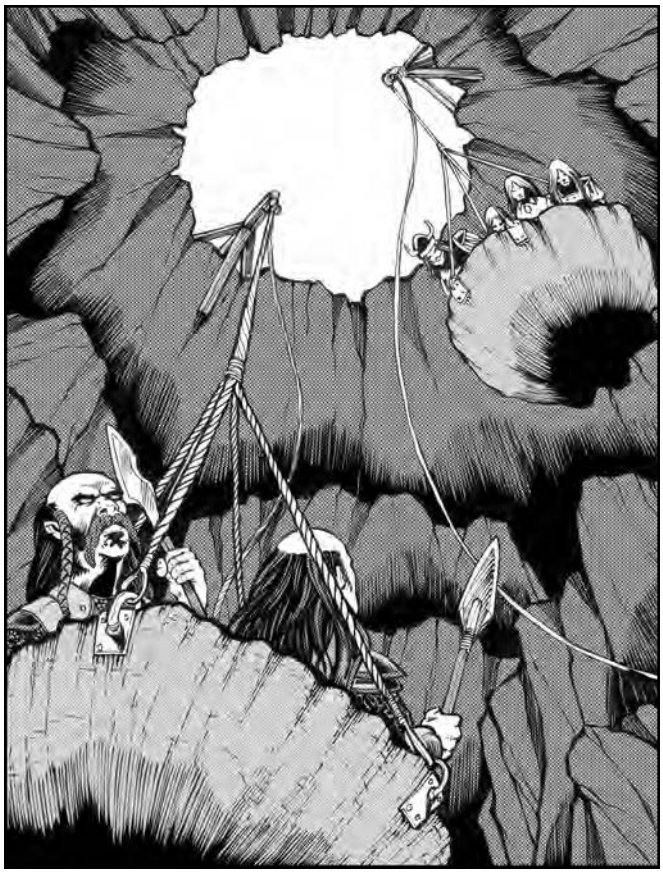
Tactics: If combat occurs in the baskets, one derro attacks with his light repeating crossbow. If the heroes continue to descend, he switches tactics, dropping vials of alchemist's fire from above (granting a +2 circumstance bonus to hit). Meanwhile, the second derro grabs a halberd stored in the baskets and attempts to cut the rope. The encounter occurs 60 feet above area 7-1, and each round that passes reduces the distance to the floor by 10 feet (provided someone is manning the turnstile in room 2-18). If the fungal basket is destroyed or the rope is cut, determine falling damage based on the distance to the floor of area 7-1.

When the adventurers reach area 7-1, they will either be in combat (see Tactics below) or attempting to a business dialogue with the derro (see Bluffing It). Read or paraphrase the following, then proceed to the appropriate section.

The fungal basket emerges in a natural cavern perhaps 60 to 70 feet in diameter. The ceiling is lined with numerous stalactites, situated about 20 feet above the floor. The air is thick with humidity. Several more dwarf-like humanoids scramble about the floor.

There is little of interest in this chamber, save for the turnstile and elevator mechanism. The derro encountered here actually lair in either area 7-4 or 7-15.

The elevator functions similar to the mechanism in area 2-18. Thanks to a complicated array of pulleys and gears, little overall strength is needed to raise or lower the basket regardless of the cargo. Anyone taking a full-round action can raise or lower the bas-



ket 10 feet per round. With a successful DC 15 Strength check, this becomes a standard action. The basket can move 20 feet per round with a successful DC 25 Strength check, but this requires a full-round action.

Bluffing It: If the heroes try to pose as slavers, they are greeted by two regular derro. They eye the newcomers suspiciously (give them another Sense Motive check to discover the ruse). If the derro succeed, proceed to Tactics. If the adventurers successfully maintain their guise, they are led to area 7-4 to meet Chalmer. If Chalmer fails to uncover the ruse, he attempts to get the "slavers" to pay a fee of 100 gp to use a skiff to travel to area 7-15. A Diplomacy check (DC 25) can be used to lower this fee to 50 gp. Chalmer is only willing to rent one skiff to the adventurers. He shows them the skiff, provides a bit of advice using the poles, and warns them of the rocks. If the adventurers succeeded on their Bluff roll by 10 or more, he also warns them of the tentacled horror (at area 7-9), and suggests tribute be paid. Otherwise, he "forgets" this detail.

Tactics: The derro in the basket continue their assault from 10 to 20 feet above the heroes. Meanwhile, one derro on the ground remains near the turnstile to move it as needed while firing his crossbow. The other derro hangs back in the corridor to area 7-2 hiding in shadows, using his crossbow. Meanwhile, if Chalmer is alerted by combat in the baskets, he drinks his potion, and begins casting several *grease* spells under the baskets, while hiding in the shadows by the entrance to area 7-4. He tries a *sleep* spell as a way to ascertain the power of the intruders, but abandons this tactic quickly.

If the regular derro fall, Chalmer flees back to area 7-4. He retrieves the *folding boat* from the living quarters (which takes 2 rounds) and activates the boat function. Upon boarding, he heads immediately toward area 7-15. This escape could provide an interesting chase scene throughout the entire level.

Derro (4): CR 3; Small monstrous humanoid; HD 3d8+3; hp 20 each; Init +6; Spd 20 ft.; AC 19, touch 13, flat-footed 17; Base Atk +3; Grp –1; Atk/Full Atk shortspear +4 melee (1d4/x3) or light repeating crossbow +6 ranged (1d6 plus poison/19-20); SA Poison use, spell-like abilities, sneak attack +1d6; SQ Darkvision 120 ft., madness, spell resistance 15, vulnerability to sunlight; AL CE; SV Fort +2, Ref +5, Will +6; Str 11, Dex 14, Con 13, Int 10, Wis 5, Cha 16.

Skills and Feats: Bluff +3, Hide +10, Listen -1, Move Silently +6, Pilot Skiff +4; Blind-Fight, Exotic Weapon Proficiency (light repeating crossbow), Improved Initiative.

Poison Use (Ex): These derro have 5 doses of crimson spore poison, applying it to their crossbow bolts (Fort DC 15, 1d4+1 Dex/unconsciousness for 2d6 rounds). Derro are not at risk of poisoning themselves when handling poison.

Spell-like Abilities: At will – *darkness, ghost sound*; 1/day – *daze* (DC 13), *sound burst* (DC 15). Caster level 3rd.

Possessions: Chain shirt, shortspear, light repeating crossbow with 15 bolts, 5 doses of crimson spore poison, alchemist's fire (2), 2d12 gp.

Chalmer, male derro Sor3: CR 6; Small monstrous humanoid; HD 3d8+9 plus 3d4+9; hp 40; Init +8; Spd 20 ft.; AC 18, touch 16, flat-footed 16; Base Atk +4; Grp -1; Atk/Full Atk masterwork shortsword +5 melee (1d4-1/x3), or light repeating crossbow +9 ranged (1d6 plus poison/19-20); SA Poison use, spell-like abilities, sneak attack +1d6; SQ Darkvision 120 ft., madness, spell resistance 18, vulnerability to sunlight; AL CE; SV Fort +5, Ref +8, Will +12; Str 8, Dex 18, Con 17, Int 12, Wis 6, Cha 22.

Skills and Feats: Concentration +7, Bluff +11, Diplomacy +8, Disguise +6 (+8 acting), Hide +16, Intimidate +8, Listen +2, Move Silently +12, Pilot Skiff +7; Combat Casting, Exotic Weapon Proficiency (light repeating crossbow), Improved Initiative.

SA – Poison Use (Ex): Chalmer has 5 doses of

crimson spore poison, applying it to his crossbow bolts (Fort DC 15, 1d4+1 Dex/unconsciousness for 2d6 rounds). Derro are not at risk of poisoning themselves when handling poison.

Spell-like Abilities: At will – *darkness, ghost sound*; 1/day – *daze* (DC 16), *sound burst* (DC 18). Caster level 3rd.

Spells Known (6/7; DC 16 + spell level): 0 – *acid splash, daze, detect magic, message, read magic;* 1st – *grease, sleep, shocking grasp*.

Possessions: Masterwork shortsword, light repeating crossbow with 15 bolts, *ring of protection +1, potion of mage armor* (CL 3rd), 5 doses of crimson spore poison, 2d12 gp.

Area 7-2 – The Wicked Gardener (EL 10): Read or paraphrase the following:

> *The corridor to this chamber gradually slopes up, as it winds to its destination. This natural cavern is bathed in soft light emitting from even placed crystals shedding dim illumination from the ceiling. The air has a noticeable earthy stench that clings like the very moisture of the air. Situated in the chamber are 10 stone pots, each about five feet in diameter and four feet high, placed in even rows. A myriad of fungus adorn each pot, some purple toadstools, others pasty white bulbous patches, and still more creamy mold-like infestations. Along the west wall is a shelf carved into the very rock. On its surface sit several smaller woven fungal baskets, and a few metal instruments. Along the north wall is a glittering formation of spectacular crystal. At least six feet wide and perhaps 15 feet high, its jagged surface is a swirl of purples and pure white.*

This chamber is the lair of an unusual fey creature called a minyad, an Underdeep version of a surface dryad. This minyad, a wicked druid named Vulgaris, has a fondness for fungus. She adores fungal creatures of all types, and has converted her lair to a garden and laboratory of sorts. Here, she spends her time researching, cultivating, and cross-breeding all sorts of fungus, with interesting results. She is unaligned with the powers vying for control of Castle Whiterock, and as such trades her more virulent strains for magic items, or other things that pique her bizarre interest. She provides the fungus to the troglodytes on level 6, giving the creatures mutated stench attacks. The passage in the west wall winds up natural steps, eventually to area 6-12.

The stone pots were created with Vulgaris' *stone-shape* ability, and serve as her planting pots. Each is filled with moist organic soil, and numerous fungus growth forms. Most of these are benign fungus (the unlabeled pots on the map), but four hold interesting strains, labeled A-D. A successful DC 30 Knowledge (nature) check can determine that these fungus are unsafe. See below for a description of each fungus and its effects.

The GM is encouraged to create more fungus types, if desired.

Magenta toadstools: If applied to a wound, these fungi provide a +4 bonus to any Heal checks.

Yellow puffballs: If eaten, the imbiber must make a DC 20 Will Save or fall into pleasant sleep (as per the spell) for 2 hours. During this time, the imbiber has wonderful dreams, and wakes rested as if he slept for a full 8 hours.

Crimson shelf fungus: The spores released by this fungus are a debilitating poison. Vulgaris has learned to concentrate these into a paste suitable for applying to weapons: Injury, Fort DC 15, 1d4+1 Dex/unconsciousness for 2d6 rounds.

Orange-capped toadstools with bark-like stems: If imbibed, and a successful DC 20 Forttitude save is made, the imbiber gains +2 to Constitution for the next 6 hours. Failure results in the imbiber becoming sickened for 1 hour.

The vein of purple crystal is quite valuable (see She's Vein below), but Vulgaris is bound to the deposit, much like a surface dryad is bound to her tree. Thus, she will protect it at all costs. On the shelf are several gardening tools (small metal shovels, spades, hoes) acquired from Underdeep traders over the years. The fungal baskets are similar to the large ones in area 7-1, but are so tightly woven that they can be used to haul water. Vulgaris uses them to collect water from area 7-3 for the pots in this room. Also on the shelf are several powdered minerals, used as soil supplements. There are five of them, each worth 25 gp. Finally, there is a book with thin metal sheets. The sheets are adorned with bas-relief symbols, written in a strange coded form of the fey tongue. After 3d4 hours of study and a DC 30 Decipher Script check, an adventurer can determine that it's a recipe for culturing green slime. Vulgaris is desperate to start growing her own green slime, but first needs a sample. If the adventurers open a dialogue with Vulgaris (and improve her starting disposition from hostile), they can get into her good graces by collecting some green slime. The closest patch is located at area 3-14.

Tactics: Vulgaris is in a foul mood, having recently lost a precious batch of fungus she was cultivating for three years. Unless the PCs have come to trade magic items (or green slime), her attitude is hostile.

Vulgaris is weak in melee combat, so she prefers to use her *meld in stone* ability and attack the heroes via spells. She uses *poison* on obvious arcane spellcasters, and casts *rusting grasp* and *heat metal* on armor-clad fighters. Then she uses *summon nature's ally* spells to engage the adventurers in melee, swapping out her remaining spells. See the chart below for her preferred summoned creatures. If reduced to 10 hp or less, she *melds into stone* and flees to area 7-3. She saves her *snare*, *elemental gems*, and wand for room 7-3, her last stand.

Spell	Creature	Number
Summon nature's ally I	Fine earth elemental swarm	1
Summon nature's ally II	Small earth elemental	1
Summon nature's ally III	Small earth elemental	1d3
Summon nature's ally IV	Minor xorn, or Small earth elemental	1 (or 1d4+1)

Vulgaris, female minyad Druid7: CR 10; Medium fey (earth); HD 3d6+12 plus 7d8+21; hp 77; Init +6; Spd 30 ft.; AC 20, touch 12, flat-footed 18; Base Atk +6; Grp +6; Atk masterwork rapier +9 melee (1d6/18-20) or magic stone +9 ranged (1d6+1); Full Atk masterwork rapier +9/+4 (1d6/18-20) or magic stone +9/+4 ranged (1d6+1); SA Spells, spell-like abilities; SQ Damage reduction 5/cold iron, mineral dependent, fey traits, nature sense, woodland stride, wild empathy +13, trackless step, resist nature's lure, wild shape 3/day (dire bat, dire badger); AL NE; SV Fort +11, Ref +7, Will +12; Str 10, Dex 14, Con 16, Int 14, Wis 18, Cha 18.

Skills and Feats: Bluff +10, Concentration +10, Diplomacy +6, Disguise +4 (+6 acting), Escape Artist +8, Heal +11, Hide +8, Knowledge (dungeoneering) +8, Knowledge (nature) +9, Listen +17, Move Silently +8, Spot +17, Survival +17 (+19 in aboveground natural environments, +19 underground), Use Rope +2 (+4 with bindings); Great Fortitude, Improved Initiative, Natural Spell, Toughness, Weapon Finesse.

Spell-like Abilities (Su): At will – *magic stone, meld with stone, soften earth and stone, stonetell*; 3/day – *stoneshape*; 1/day – *statue, spike stones* (DC 18), *stoneskin*. Caster level 7th.

SQ – Mineral Dependent (Su): Each minyad is bound to an enormous vein of minerals, worth at least 5,000 gp. A minyad can never stray more than 200 yards from this vein, or else she will become ill, and die within 3d6 hours. The vein of minerals does not radiate magic.

Spells Prepared (6/5/4/3/2; DC 14 + spell level): 0 – *create water* (x2), *flare* (x2), *light* (x2); 1st – *cure light wounds, faerie fire, magic fang, produce flame*, *shillelagh*; 2nd – *bear's endurance, fog cloud, heat metal* (x2); 3rd – *cure moderate wounds, poison, snare*; 4th – *dispel magic, rusting grasp*.

Possessions: Two *elemental gems* (water, earth), *potion of cure moderate wounds* (CL 5th),

Vulgaris' Summoned Allies

Stats for the earth and water elementals and the minor xorn are in the MM. Use the following information for the fine earth elemental swarm.

Fine Earth Elemental Swarm: CR NA; Fine elemental (earth, extraplanar, swarm); HD 2d8+2; hp 13; Init –1; Spd fly 20 ft.; AC 21, touch 17, flat-footed 21; Base Atk +1; Grp –; Atk/Full Atk swarm (1d4); Space/Reach 10 ft./0 ft.; SA Darkvision 60 ft., earth glide, earth mastery, elemental traits, immune to weapon damage, swarm traits; AL N; SV Fort +4, Ref –1, Will +0; Str 7, Dex 8, Con 13, Int 4, Wis 11, Cha 11.

Skills and Feats: Listen +5, Spot +4; Alertness.

SA – Distraction (Ex): Any living creature that begins its turn with a swarm in its space must succeed on a DC 11 Fortitude save or be nauseated for 1 round.

Sneezing and Coughing (Ex): In addition to normal damage, each round a victim is in a square with a fine earth elemental swarm, he must succeed on a DC 12 Fortitude save or suffer from a hacking, coughing, and sneezing fit. This fit lasts for 1d4+1 rounds, and imparts a –2 penalty to attacks, AC, Reflex saves, and skill checks.

SQ – Earth Mastery (Ex): An earth elemental gains a +1 bonus on attack and damage rolls if both it and its foe are touching the ground. If an opponent is airborne or waterborne, the elemental takes a –4 penalty on attack and damage rolls.

Earth Glide (Ex): An earth elemental can glide through stone, dirt, or almost any other sort of earth except metal as easily as a fish swims through water. Its burrowing leaves behind no tunnel or hole, nor does it create any ripple or other signs of its presence. A move earth spell cast on an area containing a burrowing earth elemental flings the elemental back 30 feet, stunning the creature for 1 round unless it succeeds on a DC 15 Fortitude save.

wand of summon natures ally IV (10 charges), masterwork rapier.

She's Vein: The vein of crystal is worth 5,000 gp, but it requires a DC 20 Profession (miner) check and about 40 man-hours of labor to remove. If the adventurers just hack at the vein with blunt weapons, they can collect 3d20 fragments, each worth 5 gp. The book weighs 25 pounds, but is worth 500 gp to a collector.

Area 7-3 – The Mushroom Farm (EL 4): Read or paraphrase the following:

This natural cavern reeks of organic decay. The floor is covered with moist soil, with nearly every square inch covered with various types of fungus. The floor is criss-crossed with a stone trench about two feet wide and six inches deep. These trenches gradually slope up to the opposite side of the room. To the right is the source of the reeking decay stench, a compost pile about 10 feet high, slumped against the wall. Opposite the entrance is an alcove full of rocky debris.

This cavern is a mushroom farm, tended by Vulgaris. The soil is about one foot deep, with stone floor underneath. The trenches were made from several *stoneshape* spells. The conduit system originates at a sinkhole situated in the southeast corner of the room. About 70 feet down is a spring of clear cool water. Vulgaris uses the "well" to supply water to her beloved fungus. She uses fungal buckets or summoned water elementals to fill the conduits. These trenches then trickle down toward the compost pile, and water the entire farm.

The soil is very moist, and moving through it is considered difficult terrain. If an adventurer sticks to the trench system, movement is normal. Also, leaving the trench system and traveling among the fungus is potentially dangerous. Each round that a hero is among the fungus, a DC 15 Reflex save must be made. Failure triggers a spore cloud. Note that PCs in combat in this room must make this Reflex save (with a –2 circumstance penalty) each round. The spore clouds function as traps, but randomly determine the type of ability damage each time a new cloud is triggered.

2d6 Roll	Ability Damage
2	Int
3-5	Str
6-9	Con
10-11	Dex
12	Wis

Poison Spore Trap: CR 4; biological; touch trigger; no reset; bypass with Dex check (DC 15); variable poison spores released in a 10-foot-diameter location (can affect multiple targets, inhaled, Fort DC 16, damage 1d4/1d4 of an ability randomly determined on the table above); Disable Device DC NA.

The alcove was once a portal to the Far Garden created by Vallisneria, the druid of the Company of the Black Osprey. (See level 8 for details of this wondrous location, its background, and the methods needed to rebuild the gate.) Vulgaris was once an inhabitant of the Far Garden, but after numerous clashes with the good-aligned fey that lived there, she was eventually forced to flee their court through a "new" portal. She ended up in this cavern, bound to the vein of minerals in area 7-2 (which somehow coexists in the Far Garden). She has inhabited these caves ever since.

Tactics: Vulgaris makes her last stand here. If she has any of these spells left, she casts them in this order. First, she heals herself with any remaining *cure* spells, then she casts *bear's endurance*. Next, she places a *snare* spell on the square marked "*" on the map. When the heroes enter the room, she waits for the *snare* to be triggered. Then she tosses both *elemental gems* – the earth near an ensnared target, and the water down the sinkhole. The next round, the earth elemental attacks with glee. Meanwhile, the water elemental uses its vortex ability to flood the stone trenches, before using the water to launch its attacks from them the next round. As the rounds pass, the muddy conditions get worse as the elementals churn up and saturate the soil. Two rounds after the water elemental arrivals, the heroes must succeed each round on a DC 10 Balance check or fall prone. The DC of this check increases by +1 every 2 rounds (to a maximum of 20). While the adventurers contend with the elementals, Vulgaris uses her wand each round to summon as many Small earth elementals (1d4+1) as she can. However, due to the magical energies expended to bring an earth and water elemental together, and the ensuing muddy muck the room is transformed into, mudmen respond to her summoning. At first, Vulgaris is confused by their appearance, but as soon as they begin tossing mud globs with efficiency, Vulgaris continues to summon them with glee.

Mudman: CR NA; Medium elemental (earth, water, extraplanar); HD 2d8+3; hp 14 each; Init +0; Spd 10 ft.; AC 14, touch 14, flat-footed 14; Base Atk +1; Grp +3; Atk/Full Atk slam +3 melee (1d4+3) or mud glob +1 ranged touch (special); SA Engulf, mud globs; SQ Damage reduction 10/–, darkvision 60 ft., dormant state, elemental traits, immune to mind-affecting spells and effects, vulnerabilities, tremorsense 120 ft.; AL N; SV Fort +3, Ref +0, Will +0; Str 14, Dex 10, Con 11, Int 1, Wis 10, Cha 10.

Skills and Feats: Spot +5; Toughness.

SA – Engulf (Ex): A mudman can hurl itself at any creature within 10 feet by making a ranged touch attack. A successful attack destroys the mudman and covers a Medium-size or smaller creature with mud that instantly solidifies around the opponent's head and upper body. A creature caught in this manner takes suffocation damage. The hardened mud can be hit automatically and is destroyed when it takes 10 hit points of damage from a bludgeoning weapon. The victim receives an equal amount of damage from each successful attack on the hardened mud. The hardened mud can be pried off by making two successful Strength checks (both at DC 25). A mudman that misses with this attack assumes its natural state and must spend one full round reforming.

Mud Globs (Ex): A mudman attacks by hurling globs of mud at its opponent. These globs deal no damage and have a range increment of 10 feet. A successful ranged touch attack means the mud glob hits the target and solidifies in the same round. A creature hit by a mud glob suffers a –2 circumstance penalty to its attacks and a –4 circumstance penalty to effective Dexterity. The creature must succeed at a Reflex save (DC 15) or become stuck to the ground. Even on a successful save, the creature moves at half speed. A creature stuck to the ground can break free with a successful Strength check (DC 22) or by dealing 10 points of damage to the hardened mud with a bludgeoning weapon. Breaking the mud off is a standard action that provokes an attack of opportunity. A creature breaking the mud off himself or another creature does not need to make an attack roll; hitting the mud is automatic, after which the creature that hit makes a damage roll to see how much of the mud happens to break off. Once free, a character can move at half speed. A character capable of spellcasting that is bound by the mud must make a Concentration check (DC 15) to cast a spell. The mud becomes brittle and crumbles after 20 minutes. Additional hits by the globs increase the DCs for these Reflex saves, Strength checks, and Concentration checks by +1 per hit. The penalties to attacks and Dexterity do not increase with each successive hit.

SQ – Dormant State (Ex): In their natural form, mudmen are effectively invisible in mud until they attack. In this form, they can still be attacked with spells.

Tremorsense (Ex): A mudman can automatically sense the location of anything within 120 feet that enters its mudpool.

Vulnerabilities (Ex): Dispel magic acts as a *fireball* spell, dealing 1d6 points of damage per caster level (maximum 10d6) to all mudmen in a 30-foot radius. *Transmute mud to rock* deals 1d8 points of damage per caster level (maximum 15d8) to all mudmen in the area of effect.

Area 7-4 – The Beach: Read or paraphrase the following:

> *This cavern is huge, at least 120 feet long and perhaps 100 feet wide, its ceiling cloaked in inky darkness above. The cacophony of crashing water from a massive waterfall in the northeast drowns out all other sounds. The water rushes into a pool of water that occupies about half of the chamber. The water is murky, and swirls about in random eddies, before exiting down a 30-foot-wide passage to the southeast.*
>
> *The remainder of the room is a sandy beach, marked with numerous tracks. Three wooden skiffs, each about 14 feet long, rest on the shore. About a dozen worn poles, perhaps 20 feet long, rest against the south wall nearby.*

This area is controlled by the derro. The tracks in the sand are too numerous to discern numbers, but most are derro or dwarven-like (created by duergar slavers). The skiffs are normal construction (see stats below), but each has four sets of excellent quality manacles affixed to the bottom. The derro and other slavers use the skiffs to transport slaves from this level to the Bleak Theater. The poles are used to navigate the skiffs.

A short ledge on the north wall leads to a small chamber about 20 feet in diameter. This is where the derro stationed on this side of the level eat and sleep. There is a stone table, four rocks used as chairs, and eight bedrolls. Pushed against the west wall is a triple-locked chest that requires three separate Open Lock checks (DC 24) to open (the keys are missing). The second lock is trapped. Next to the chest are a half-full cask of Underdeep ale, and several grimy pewter tankards.

Messages in a Bottle: Hidden in the cask is an empty bottle with a cork stopper holding a scrap of paper. If retrieved and the bottle is broken, the scrap of paper contains three words written in Undercommon: Obta, Yag'lel, Toax'ob (give the players Handout L). These are command words for the *folding boat* (for boat, ship, and fold back to box, respectively).

Poison Needle Trap: CR 2; mechanical; touch trigger; manual reset; bypass with key; Atk +10 melee (1 plus crimson spore poison, Fort DC 15, 1d4+1 Dex/unconsciousness for 2d6 rounds); Search DC 22; Disable Device DC 25.

They Will Never Get My Treasure: Despite the locks, the chest is empty. The paranoid Nall'loth is convinced that the other derro covet his treasure (or so the insane voices in his head tell him), thus he has removed it from the chest. It is hidden in a cavity under one of the rock chairs, and requires a DC

25 Search check to locate. In this cavity is a small teak box (actually a *folding boat*), a pouch holding 55 pp, and 6 small emeralds (each worth 250 gp). The Underdeep ale is worth only 2 gp, but would be very useful to dissolve the cave fisher's sticky adhesive (see area 7-6).

Area 7-5 – A Rocky Road (2 locations) (EL 3): There are two locations in the watery caverns that have these rocky hazards. When the party reaches either one, read or paraphrase the following:

Ahead, your feeble light reveals the jagged shape of several rocks poking above the placid surface of the water.

The water in this area is only 5 feet deep, shallow enough to create several rocks to extrude above the water. The PC piloting the skiff must succeed on a DC 15 Pilot Skiff (or Dexterity) check or run the skiff into these rocks. A collision causes 3d6 points of damage to the skiff. Any passengers standing in the skiff during a collision need to make a DC 15 Balance check or fall into the water. Not only does the fallen hero need to contend with drowning, but there is a chance he becomes wounded from the rocks. Treat this as a +8 melee attack that causes 2d6+2 points of slashing and bludgeoning damage.

Area 7-6 – A Nice Day to Go Fishing (EL 7): Read or paraphrase the following:

Ahead, the watery cavern begins to twist and turn. The silence is only broken by the soft lapping of water on the cavern walls as your vessel passes.

When the adventurers reach this part of the cavern, they fall under attack by several cave fishers that lair perched on a ledge 40 feet overhead. The ceiling is about 20 more feet over the ledge, and the water in this area is 10 feet deep. The derro avoid this area by taking the right passage.

The cave fisher's filaments can reach targets in the squares marked with an "X". Note that the filament attacks use a ranged touch attack, and if the heroes don't succeed on a Spot check opposing the cave fisher's Hide check (with a –4 penalty due to distance), the first attacks are against flat-footed targets. If a cave fisher misses a target, there is a 50% chance that the skiff is struck, ceasing its movement for the round. On the next round, the pilot needs to make an opposed Strength check to move the skiff for that round.

The Lair: It's a 40-foot climb to the ledge, requiring a DC 20 Climb check. Beyond the ledge is a 40-foot diameter cavern with a 5-foot-high ceiling. Medium creatures taller than 5 feet suffer a –4 circumstance penalty to all attacks in this area. The cavern is littered with bones, debris, and offal. Moving through this debris is considered difficult terrain.

Discarded Loot: If the heroes spend 20 minutes searching the debris pile, they can discover assorted coins. These coins amount to 222 sp, 51 gp, and 7 pp. A Search check (DC 15) reveals a fire opal (worth 700 gp), and a Search check (DC 30) reveals a *wand of fireballs* (6 charges, CL 5th) constructed from a salamander's bone. The command word "Sirinth" is etched on its side in Ignan.

Tactics: The cave fishers normally feast on the plentiful bats that live in the caves. However, the creatures relish the opportunity to dine on larger prey. If a cave fishes successfully snares a victim and hoists him up onto the ledge (and within 10 feet of the cave fisher), it attacks with its bite (at +4 to hit). If any nearby cave fishers don't have a stuck target, they too move in to use bite attacks on the hapless victim. A cave fisher reduced to 10 or fewer hit points, or has its filament severed, retreats to the cave to lick its wounds.

Advanced Cave Fishers (4): CR 4; Large vermin; HD 7d8+35; hp 70 each; Init +1; Spd 10 ft., climb 10

The Skiffs

If the adventurers don't find the *folding boat*, they might need to resort to using the skiffs to travel through this level. Using the skiffs normally requires no skill checks, but if a special maneuver is required, a successful Pilot Boat check (DC in the text) is needed. See Appendix B for details on this new skill. PCs who lack this skill can use a Dexterity check instead. The skiffs move 20 feet per round with the current, or half that against the current.

As the skiff takes damage, it begins to sink. If it suffers 8 hit points of damage, it will sink in 15 rounds, although the leak can be stopped if something cloth-like is plugged into the small hole. However, if the skiff takes 16 hit points of damage, it sinks in 10 rounds, and can't be patched. If it suffers 24 hit points of damage, it sinks in 5 rounds. If it suffers 32 hit points of damage, it sinks the next round. Don't forget the skiff has a hardness of 5 whenever it suffers damage, although axe-like weapons ignore this hardness.

Wooden Skiff: 14 ft. long, 6 ft. wide; 32 hp, hardness 5.

ft.; AC 17, touch 10, flat-footed 16; Base Atk +5; Grp +17; Atk claw +12 melee (1d6+8) or filament +5 ranged touch (drag); Full Atk 2 claws +12 melee (1d6+8) or filament +5 ranged touch (drag); Space/Reach 10 ft./10 ft. (60 ft. with filament); SA Drag, filament; SQ Darkvision 60 ft., vermin traits; AL N; SV Fort +10, Ref +3, Will +2; Str 26, Dex 12, Con 20, Int –, Wis 10, Cha 4.

Skills and Feats: Climb +16.

SA – Drag (Ex): If a cave fisher hits with its filament attack, the filament latches onto the opponent's body. This deals no damage but drags the stuck opponent 10 feet closer each subsequent round (provoking no attack of opportunity) unless that creature breaks free, which requires a DC 25 Escape Artist check or a DC 21 Strength check. A cave fisher can draw in a creature within 5 feet of itself and attack with its claws with a +4 attack bonus in the same round. The filament has 10 hit points and can be attacked by making a successful sunder attempt. However, attacking a cave fisher's filament does not provoke an attack of opportunity. If the filament is currently attached to a target, the cave fisher takes a –4 penalty on its opposed attack roll to resist the sunder attempt. Severing the filament deals no damage to a cave fisher.

An application of liquid with high alcohol content dissolves the adhesive and forces the cave fisher to release its hold (though it may strike again normally with it on its next turn). An application of the *universal solvent* likewise forces a cave fisher to release its grip.

Filament (Ex): A cave fisher can shoot a sticky filament up to 60 feet at a target. The filament is thin but strong, having an AC 22 and 18 hit points. A slashing attack that deals 12 points of damage severs a filament.

(Source: *Tome of Horrors (Revised)*, p. 56.)

Area 7-7 – Barbshell Hunting Grounds (EL 8, or 3): Read or paraphrase the following:

> *Ahead, your feeble light reveals the jagged shape of several rocks poking above the placid surface of the water.*

This appears like just another rocky hazard. However, with a successful Pilot Skiff (DC 15) check, these rocks can be avoided if the skiff is maneuvered to the right. If the piloting adventurer fails this check, or decides to risk the rocks anyway, treat this encounter as another rock hazard (area 7-5), thus making it an EL 3 encounter. If the check succeeds, continue below.

If the heroes avoid the rocks, their path takes them right into a bed of freshwater barbshells, located in the water (an EL 8 encounter). These hungry mollusks normally prey on bats, but welcome the opportunity to add the adventurers to their diet. The derro avoid the barbshells by traversing the rocks.

The water is about 8 feet deep in this area. However, the ceiling is only about 10 feet above the water. Therefore, flying PCs are also at risk from barbshell harpoon attacks. Although quite tasty (even though the meat is somewhat rubbery), these mindless vermin have no treasure.

Tactics: Unless the heroes make a successful Spot versus the barbshells' Hide check, all five of the vermin attack with surprise using their harpoon attacks. Impaled targets are 1d3x10 feet away from the barbshell when struck, and are reeled into the water 10 feet per round unless a successful grapple check (at a –4 penalty) is made. Adventurers dragged into the water need to hold their breath, or begin to drown. The barbshells attempt to reel in targets close enough to utilize their crush attack. If a barbshell suffers 15 or more hit points of damage or has its harpoon severed, it uses its seal special quality.

Freshwater Barbshells (5): CR 3; Large vermin (aquatic); HD 4d8; hp 22 each; Init –3; Spd 5 ft.; AC 19, touch 5, flat-footed 19; Base Atk +3; Grp +5; Atk/Full Atk harpoon +5 ranged (1d6+2 plus poison) or crush +5 melee (2d8+3); Space/Reach 10 ft./0 ft. (40 ft. with harpoon); SA Crush, drag, harpoon, poison; SQ Seal, resistance to acid 5, cold 5, electricity 5, and fire 5, vermin traits; AL N; SV Fort +1, Ref -3, Will +0; Str 14, Dex 3, Con 10, Int –, Wis 8, Cha 2.

Skills and Feats: Hide +14.

SA – Crush (Ex): A barbshell can only uses its crush attack on targets within its square.

Drag (Ex): A barbshell can reel in an impaled target 10 feet per round unless the target makes an opposed grapple check with a –4 penalty. The harpoon cord can also be severed. It has an AC 16, is immune to bludgeoning damage, and has 12 hit points (independent of the creature's normal hit points). A single slashing attack that causes 6 hit points of damage also severs it. If a target is dragged into the barbshell's space, it can use its crush attack.

Harpoon (Ex): A freshwater barbshell uses its Strength modifier when attacking with its harpoon. When the harpoon strikes a target, the target must make a DC 14 Reflex save, or be impaled, and dragged closer to the barbshell. If a barbshell misses its target, it takes 1 round to retrieve its harpoon.

Poison (Ex): Injury, Fortitude DC 14, initial damage 1d4 Str, secondary damage 1d2 Str.

SQ – Seal (Ex): A barbshell can close its shell for additional protection. When sealed, it is immune to gas, gains +6 to its AC, and gains damage reduction 10/–.

(Source: *Monsters of the Boundless Blue*, p. 8-9.)

Area 7-8 – Waterfall Hazard (EL 3): Read or paraphrase the following:

Ahead, the crashing sound of water can be discerned. As the skiff rounds the bend, the frothy turbulence of a short waterfall can be seen. There is no other route but to brave the whitewater.

At this location is a waterfall, about 12 feet high. To safely navigate the treacherous whitewater, the PC piloting the skiff must make two separate Pilot Skiff (or Dexterity) checks of DC 15 and DC 18. Failure on one of these checks results in 2d6 points of damage to the skiff, and any standing PCs need to make a DC 10 Balance check or be thrown overboard. Anyone thrown overboard might be injured by rocks or the jagged bottom. Treat this as a +12 melee attack that causes 2d6 points of damage. Failure on both of these checks results in 4d6 points of damage to the skiff, and the Balance check is now DC 20. There is also a 50% chance the skiff capsizes, unless the pilot can make a DC 22 Pilot Skiff (or Dexterity) check.

The ceiling is about 15 feet high here, but the water is only 5 feet deep. Once the heroes pass this location, the water current becomes much faster. The skiff's base movement is now 20 feet per round.

Area 7-9 – A Skumy Reception (EL 7): Read or paraphrase the following:

The skiff lurches and shudders after an impact with some unseen object. Several slimy scale-clad hands with wicked talons reach over the edge of the skiff, flailing about for unseen foes!

When the adventurers reach this section of the passage, they are attacked by a gang of skum – twisted aberrations created by the aboleth wizard lairing nearby. This gang of four regular skum is led by an enraged barbarian, and the sickening sound was his magic greataxe biting deep into the hull of the skiff. See Tactics below for details on the ambush. The derro and slavers know to dump a live body in the water as a toll to "the tentacled horror," as they have nicknamed the aboleth. Little do they understand that the toll will eventually be their downfall.

The water here is about 15 feet deep, and the ceiling is perhaps 8 feet high. If the adventurers are flying or using other magic to travel through this area, call for Spot checks. If the hiding skum are not seen, alter the tactics to have the skum leap out of the water and drag targets under. The ledge along the north wall is concealed by an *illusory wall* spell. It requires a Will save (DC 19) to detect this illusion, although if interacted with, it can be discovered without a save. If an adventurer witnesses someone being pulled through the wall, he gets a +4 circumstance bonus to the roll. Beyond is a damp corridor that leads to the aboleth's lair (area 7-10).

Tactics: The barbarian rages before the ambush is sprung. On the first round, the barbarian attacks the skiff with his greataxe. Note that the greataxe ignores the hardness of the wooden skiff, much in the same manner the hardness of a door is ignored when attacked by an axe. Meanwhile, two regular skum attempt to grapple opponents on the boat. The barbarian leaves his axe embedded in the hull and joins in the grapple attempts. If a target is wrested from the boat, it is held under water for a few rounds, in an attempt to drown it. Then the victim is passed along to two waiting skum in the corridor behind the *illusory wall*. These two brutes drag the body to area 7-11 to prepare it for transformation. Meanwhile, the other skum in area 7-10 are alerted, and proceed to area 7-9 to assist. If the heroes seem to have the upper hand, the barbarian retrieves the axe (a full-round action) and continues to hack at the hull, attempting to sink the boat.

Regular Skum (4): CR 2; Medium aberration (aquatic); HD 2d8+2; hp 15 each; Init +1; Spd 20 ft., swim 40 ft.; AC 13, touch 11, flat-footed 12; Base Atk +1; Grp +5; Atk bite +5 melee (2d6+4); Full Atk bite +5 melee (2d6+4) and 2 claws +0 melee (1d4+2); SA Rake (1d6+2); SQ Darkvision 60 ft., amphibious; AL LE; SV Fort +1, Ref +1, Will +3; Str 19, Dex 13, Con 13, Int 10, Wis 10, Cha 6.

Skills and Feats: Hide +6, Listen +7, Move Silently +6, Spot +7, Swim +12; Alertness.

SA – Rake (Ex): Attack bonus +0 melee, damage 1d6+2. A skum also gains two rake attacks while swimming.

Skum (Human Bbn4): CR 5; Medium aberration (aquatic); HD 4d8+23; hp 51; Init +3; Spd 40 ft., swim 50 ft.; AC 17, touch 13, flat-footed 14; Base Atk +4; Grp +14; Atk +2 *greataxe* +12 melee (1d10+11/x3) or bite +10 melee (2d6+6), Full Atk +2 *greataxe* +12 melee (1d10+11/x3) and bite +5 melee (2d6+3); SA Rage 2/day, rake (1d6+3); SQ Darkvision 60 ft., amphibious, fast movement, uncanny dodge, trap sense +1; AL LE; SV Fort +9, Ref +4, Will -1; Str 22, Dex 16, Con 20, Int 6, Wis 6, Cha 4.

Skills and Feats: Climb +12, Listen +7*, Hide +2*, Intimidate +4, Spot +0*, Swim +13; Alertness, Improved Grapple, Improved Unarmed Attack, Toughness.

*Skum creatures gain a +4 racial bonus on all Hide, Listen and Spot checks when underwater.

SA – Rage (Ex): Once per day, this barbarian can enter a state of fierce rage that last for 10

rounds. The following changes are in effect as long as he rages: AC 15 (touch 11, flat-footed 12); hp 59; Atk +*2 greataxe* +14 melee (1d10+13/x3) or bite +12 melee (2d6+8); Full Atk +*2 greataxe* +14 melee (1d10+13/x3) and bite +6 melee (2d6+4); SA Rake 1d6+4' SV Fort +11, Will +1; Str 26, Con 24; Climb +14, Swim +15. At the end of his rage, the barbarian is fatigued for the duration of the encounter.

Rake (Ex): Attack bonus +5 melee, damage 1d6+3. A skum also gains two rake attacks while swimming.

Possessions: +2 greataxe, rotting studded leather armor (+2 armor bonus).

Area 7-10 – The Skum Lair (EL 8): The corridor to area 7-10 is damp and slick, covered with slimy algae and lichens. Traversing this corridor requires a successful DC 10 Balance check. Failure means the adventurer slips and falls, sliding all the way into to the water in area 7-10. Climbing back up this chute-like corridor requires a DC 15 Climb check. Usually, the skum just push abducted creatures down the chute, into the waiting claws of the skum in area 7-10. If the heroes slide into area 7-10, adjust the descriptive text below as appropriate.

The slimy corridor ends after about 70 feet, opening up to an irregular natural cavern perhaps 60 feet by 80 feet. You stand on a ledge perched above the surface of the water. The ceiling is at least 15 feet overhead, and is heavy with dampness and stalactites. Several large stalagmites rise out of the water as well. The air is heavy with the stench of rotting fish, and the ledge seems to be alive with a writing mass of tiny black leeches.

This cavern is the lair of several more skum, created by Acanthus the aboleth. He envisions this chamber full of the slimy aberrations, before he sets out to conquer the other inhabitants of this level, and subsequently all of the ruins. Acanthus has an affinity for leeches and utilizes them for his skum transformation.

The water is 10 feet deep under the two ledges, and gradually increases to a maximum depth of just less than 30 feet to the north (see the map for depth contours). The stalagmites are normal, and in time will eventually form majestic columns with the stalactites overhead. There is another ledge to the south (noticed with a DC 12 Search check) that leads to area 7-11. The passage to area 7-12 is submerged under 15 feet of water, and can only be located with a DC 20 Search check by an adventurer diving in that area.

Acanthus spends most of his time lazily swimming about this chamber, impatiently waiting for his skum to develop. Three regular skum, two troglodyte skum, and two leech swarms are also swimming about the chamber. The leech swarms avoid the aboleth and the skum, and greedily seize any chance to feed on warm blood. When the heroes arrive, Acanthus retreats to the deeper water to the north and casts spells as described in the Tactics section below. If the heroes arrive via sliding into the water, Acanthus will be in area 7-12 when the commotion starts, and it takes him 1d4 rounds to respond.

Tactics: Acanthus remains underwater during the entire confrontation before retreating to area 7-12. He begins by casting veil on the skum, granting them an undead appearance. Next, he casts *haste* on himself and the skum and orders them to attack. The skum attempt to drag the adventurers under the water, so rake attacks can be employed (and PCs risk drowning) and the leech swarms can attack. Then Acanthus casts *persistent image* on the stalagmites, giving them the appearance of aquatic ropers that attack. Heroes who fail to disbelieve this powerful illusion soon become entangled by the numerous sticky strands from the ropers (but suffer no Strength damage). A successful DC 20 Knowledge (dungeoneering) check provides this clue, allowing another save against the illusion at a +4 bonus. Acanthus then casts *project image*, appearing to pull his bulk out of the water and onto the ledge to area 7-11. He hopes the intruders waste resources on this illusion, but he probably also casts offensive spells, such as *hold person* (on a target in a leech swarm), *summon swarm* (another leech swarm), or *ray of enfeeblement*. If the heroes get the upper hand on the skum, or cast a powerful spell on the *projected image*, Acanthus flees to area 7-11, hoping to induce them to follow. Once he arrives there, he casts *mirage arcana* and disappears into the water.

Regular Skum (3): CR 2; Medium aberration (aquatic); HD 2d8+2; hp 15 each; Init +1; Spd 20 ft., swim 40 ft.; AC 13, touch 11, flat-footed 12; Base Atk +1; Grp +5; Atk bite +5 melee (2d6+4); Full Atk bite +5 melee (2d6+4) and 2 claws +0 melee (1d4+2); SA Rake (1d6+2); SQ Darkvision 60 ft., amphibious; AL LE; SV Fort +1, Ref +1, Will +3; Str 19, Dex 13, Con 13, Int 10, Wis 10, Cha 6.

Skills and Feats: Hide +6, Listen +7, Move Silently +6, Spot +7, Swim +12; Alertness.

SA – Rake (Ex): Attack bonus +0 melee, damage 1d6+2. A skum also gains two rake attacks while swimming.

Skum (Troglodyte War2) (2): CR 3; Medium aberration (aquatic); HD 4d8+16; hp 36 each; Init +1; Spd 20 ft., swim 40 ft.; AC 19, touch 11, flat-footed

18; Base Atk +3; Grp +9; Atk bite +10 melee (2d6+6) or greatclub +9 melee (1d10+9); Full Atk greatclub +9 melee (1d10+9) and bite +8 melee (2d6+3); SA Rake (1d6+3), stench; SQ Darkvision 60 ft., amphibious; AL LE; SV Fort +10, Ref +1, Will +0; Str 22, Dex 12, Con 18, Int 8, Wis 10, Cha 4.

Skills and Feats: Hide +4*, Listen +3*, Spot +1*, Swim +14; Alertness, Multiattack, Power Attack, Weapon Focus (bite).

*Skum creatures gain a +4 racial bonus on all Hide, Listen and Spot checks when underwater.

SA – Rake (Ex): Attack bonus +0 melee, damage 1d6+2. A skum also gains two rake attacks while swimming.

Stench (Ex): All living creatures (except troglodytes) within 30 feet of an angry or frightened troglodyte must succeed on a DC 16 Fortitude save or become sickened for 10 rounds. Any creature that successfully saves is immune to the effect for 24 hours. Immunities and resistances to poison apply to this saving throw, as do spells that affect poison.

Possessions: Greatclub.

Leech Swarm (2): CR 4; Fine vermin (aquatic swarm); HD 4d8+4; hp 24 each; Init +1; Spd 5 ft., swim 20 ft. (good); AC 19, touch 19, flat-footed 18; Base Atk +2; Grp –; Atk/Full Atk swarm (2d4 plus blood drain and disease); Space/Reach 10 ft./ 0ft.; SA Distraction, blood drain, disease; SQ Blindsense 30 ft., immune to weapon damage, swarm traits; AL N; SV Fort +5, Ref +2, Will +1; Str 1, Dex 13, Con 13, Int –, Wis 10, Cha 1.

Skills and Feats: Swim +9.

SA – Blood Drain (Ex): In addition to normal damage, each round a victim is in a square with a leech swarm, it drains 1d4 points of Constitution.

Distraction (Ex): Any living creature that begins its turn with a swarm in its space must succeed on a DC 13 Fortitude save or be nauseated for 1 round.

Disease (Ex): Every round a victim is in a square with a leech swarm, he must succeed on a DC 13 Fortitude save or contract filth fever (incubation 1d3 days, 1d3 Dex and 1d3 Con).

Area 7-11 – The Pod Chamber (EL 9): The descriptive text below assumes that Acanthus cast *mirage arcana* on this chamber before the heroes arrive. If so, the water is concealed by the spell to appear as a rocky floor. If the adventurers prevent Acanthus from casting this spell, adjust the description accordingly.

This natural cavern has a dry smooth floor, perhaps 50 feet in diameter, but the ceiling is only about five feet overhead. Hanging from the ceiling are numerous slimy yellow-green pods, writhing as if alive. The slimy cocoons are about five feet in diameter, and ooze with nasty ichors. The rotting fishy stench in this chamber is overpowering as it assaults your nostrils and churns your stomachs.

In this chamber, Acanthus performs his twisted experiments to convert sentient humanoids into mindless aberrations called skum. There are 26 pods present, each containing the remains of a humanoid in various stages of transformation. The process involves ancient magic, the draining of the victim's blood, and the application of an aboleth's slime and mucus. After incubating in these slime pods for a few weeks, they emerge as skum. Using ancient magic developed by a mysterious undead aboleth called the abolich, Acanthus has discovered a method to create more powerful skum that retain some of the abilities they had in their previous life. However, the transformation is irreversible. A pod (and the skum developing inside) can be destroyed by inflicting 8 hit points of slashing or piercing damage. The pods are especially vulnerable to fire, and take double damage from normal or magical fire sources.

Smelly Business: The stench of the process is overpowering to non-skum. When the adventurers first enter this chamber, they must make a Fortitude save (DC 13) every minute, or become nauseated

for 1d4+1 rounds. Anyone traveling underwater does not need to make this save.

Watch Your Step: The floor to this chamber is actually water, concealed with a *mirage arcana* spell. If the heroes leave the ledge, they fall through, into the water, which is about 20 feet deep throughout, except for the island in the center of the room. A DC 20 Will save is required to disbelieve this illusion, although any adventurer who witnesses an ally "fall through" the floor gets another save opportunity with a +4 circumstance bonus.

A single skum (a derro sorcerer that retains his spellcasting abilities) hides near the island. This unfortunate crossed Nall'loth, and thus was dumped over the side of a skiff while traveling through area 7-9. Now this creature is tasked with caring for the developing skum and assisting with the creation process. The water is inhabited by two leech swarms, and a huge leech over 20 feet long. This massive vermin is used to drain a victim of its blood before entering the cocoon stage. Liberal application of salt induces the leech to stop feeding before killing the creature outright.

Tactics: The derro skum casts *mage armor* and hides in the water near the island. When the PCs blunder through the floor, the leech swarms attack, and the massive leech becomes agitated. In 1d3 rounds, the huge leech rears up out of the water and attacks the nearest adventurer. Meanwhile, the derro continues to hide while casting *darkness* on the island and *sound burst* on any heroes still out of the water. When Acanthus hears the battle in full swing, he casts a *silent image* on the entrance, cloaking it as a stone wall. The derro skum then peppers the adventurers with *magic missiles*. If any heroes reach the island, the derro switches tactics to hurling globs of slime at targets within 10 feet. Treat this as an aboleth's slime attack, but the save DC is only 13.

Slime Pickings: If the adventurers search the island, they can find some useful magic items discarded during the transformation process and overlooked by Acanthus. For each minute spent searching through the slimy mess, a PC can discover one of the following items with a DC 15 Search check: *bracers of armor +4, ring of feather falling*, or *+1 shortsword*. There are also six sacks of coarse salt.

Skum (Derro Sor3): CR 6; Small aberration (aquatic); HD 6d8+18; hp 45; Init +7; Spd 20 ft., swim 40 ft.; AC 18, touch 14, flat-footed 15; Base Atk +4; Grp +3; Atk bite +8 melee (1d8+3); Full Atk bite +8 melee (1d8+3) and 2 claws +3 melee (1d3+1); SA Rake, spell-like abilities, sneak attack +1d6; SQ Darkvision 60 ft., amphibious, madness, vulnerability to sunlight; AL LE; SV Fort +5, Ref +7, Will +7; Str 17, Dex 16, Con 16, Int 10, Wis 5, Cha 12.

Skills and Feats: Bluff +4, Concentration +9, Hide +14, Listen +3*, Move Silently +10, Spot –3*, Swim +11; Alertness, Combat Casting, Improved Initiative.

*Skum derro gain a +4 racial bonus Listen and Spot checks when underwater.

SA – Rake (Ex): Attack bonus +2 melee, damage 1d3+1. A skum derro also gains two rake attacks while swimming.

Spell-like Abilities: At will – *darkness, ghost sound*; 1/day – *daze* (DC 11), *sound burst* (DC 13). Caster level 6th.

Spells Known (6/6; DC 11 + spell level): 0 – *acid splash, flare, mage hand, read magic, touch of fatigue*; 1st – *mage armor, magic missile, reduce person*.

Huge Leech: CR 5; Huge vermin (aquatic); HD 12d8+60; hp 124; Init –1; Spd 5 ft., swim 20 ft.; AC 13, touch 7, flat-footed 13; Base Atk +9; Grp +33; Atk/Full Atk bite +15 melee (2d6+12 plus blood drain and disease); Space/Reach 15 ft./ 10ft.; SA Attach, blood drain, disease; SQ Blindsense 40 ft. salt vulnerability, AL N; SV Fort +13, Ref +3, Will +4; Str 27, Dex 9, Con 20, Int –, Wis 10, Cha 1.

Skills and Feats: Swim +16.

SA – Attach (Ex): If a huge leech hits with a bite attack, it latches onto the opponent's body. An attached giant leech is effectively grappling its prey. Huge leeches have a +8 racial bonus on grapple checks (already figured into the Base Attack/Grapple entry above). An attached huge leech can be struck with a weapon or grappled itself. To remove an attached huge leech through grappling, the opponent must achieve a pin against it.

Blood Drain (Ex): Once attached to a target, a huge leech drains 2d4 points of Constitution damage each round. Once it drains 20 points of Constitution, it detaches to digest its meal.

Disease (Ex): A victim bitten by a huge leech must make a DC 21 Fortitude save or contract a virulent strain of filth fever (incubation 1d3 days, 1d4+1 Dex and 1d4+1 Con).

SQ – Salt Vulnerability (Ex): A huge leech takes 1d6 points of damage per pound of salt poured on its body.

Leech Swarm (2): CR 4; Fine vermin (aquatic swarm); HD 4d8+4; hp 24 each; Init +1; Spd 5 ft., swim 20 ft. (good); AC 19, touch 19, flat-footed 18;

Base Atk +2; Grp –; Atk/Full Atk swarm (2d4 plus blood drain and disease); Space/Reach 10 ft./ 0ft.; SA Distraction, blood drain, disease; SQ Blindsense 30 ft., immune to weapon damage, swarm traits; AL N; SV Fort +5, Ref +2, Will +1; Str 1, Dex 13, Con 13, Int –, Wis 10, Cha 1.

Skills and Feats: Swim +9.

SA – Blood Drain (Ex): In addition to normal damage, each round a victim is in a square with a leech swarm, it drains 1d4 points of Constitution.

Distraction (Ex): Any living creature that begins its turn with a swarm in its space must succeed on a DC 13 Fortitude save or be nauseated for 1 round.

Disease (Ex): Every round a victim is in a square with a leech swarm, he must succeed on a DC 13 Fortitude save or contract filth fever (incubation 1d3 days, 1d3 Dex and 1d3 Con).

Area 7-12 – Cave Paintings (EL 12): Read or paraphrase the following:

> *This cavern is but 30 feet in diameter, with stale humid air. The floor is dry, save for a 10-foot puddle in a nook along the east wall. The ceiling is smooth, perhaps even worked with tools, and about 10 feet overhead. The walls are covered with strange glyph-like runes, carved into the rock with fine tools. Some of the glyphs are painted various colors, crimson being prominent, and some appear to be inlaid with precious metals such as silver and gold.*

This hidden chamber is very important to Acanthus. Therefore, the aboleth makes its last stand here. The ceiling is indeed worked stone and there are no exits. The pool of water along the east wall originates from the soaking wet Acanthus, who is currently *invisible*. Grant astute PCs a Listen check (DC 33) to discover the invisible aboleth.

The glyphs cover almost every square foot of wall space. These are spell glyphs, and act as a spellbook. However, they are written in the strange tongue of the aboleth, and it requires a Decipher Script check (DC 27) to translate each one, a process that takes 1d6x10 minutes per spell level. These spells were inscribed by the abolich centuries ago. If understood, the spells can be copied into a spellbook or on scrolls. With such understanding, and a DC 25 Spellcraft check, the spell can be cast off the wall. However, this ruins the glyph.

The Writing is on the Wall: Acanthus cares little for treasure, save the magic items he carries. If the adventurers spend 12 man-hours scraping precious metals out of the wall (which ruins the glyphs), they can gather 250 sp worth of silver and 175 gp worth of gold. The real treasure is the spells, which when deciphered can be copied into spellbooks. In addition to the spells prepared by Acanthus, the following spells are present: 0-level – all; 1st – *charm person chill touch, color spray, erase, identify, sleep*; 2nd – *arcane lock continual flame, fog cloud, gust of wind, mirror image, resist energy*; 3rd – *daylight, halt undead, lightning bolt, slow, water breathing*; 4th – *arcane eye, enervation, ice storm, scrying, stoneskin*; 5th – *baleful polymorph, break enchantment, wall of stone*. The GM is encouraged to substitute spells for ones needed by the PCs, if desired.

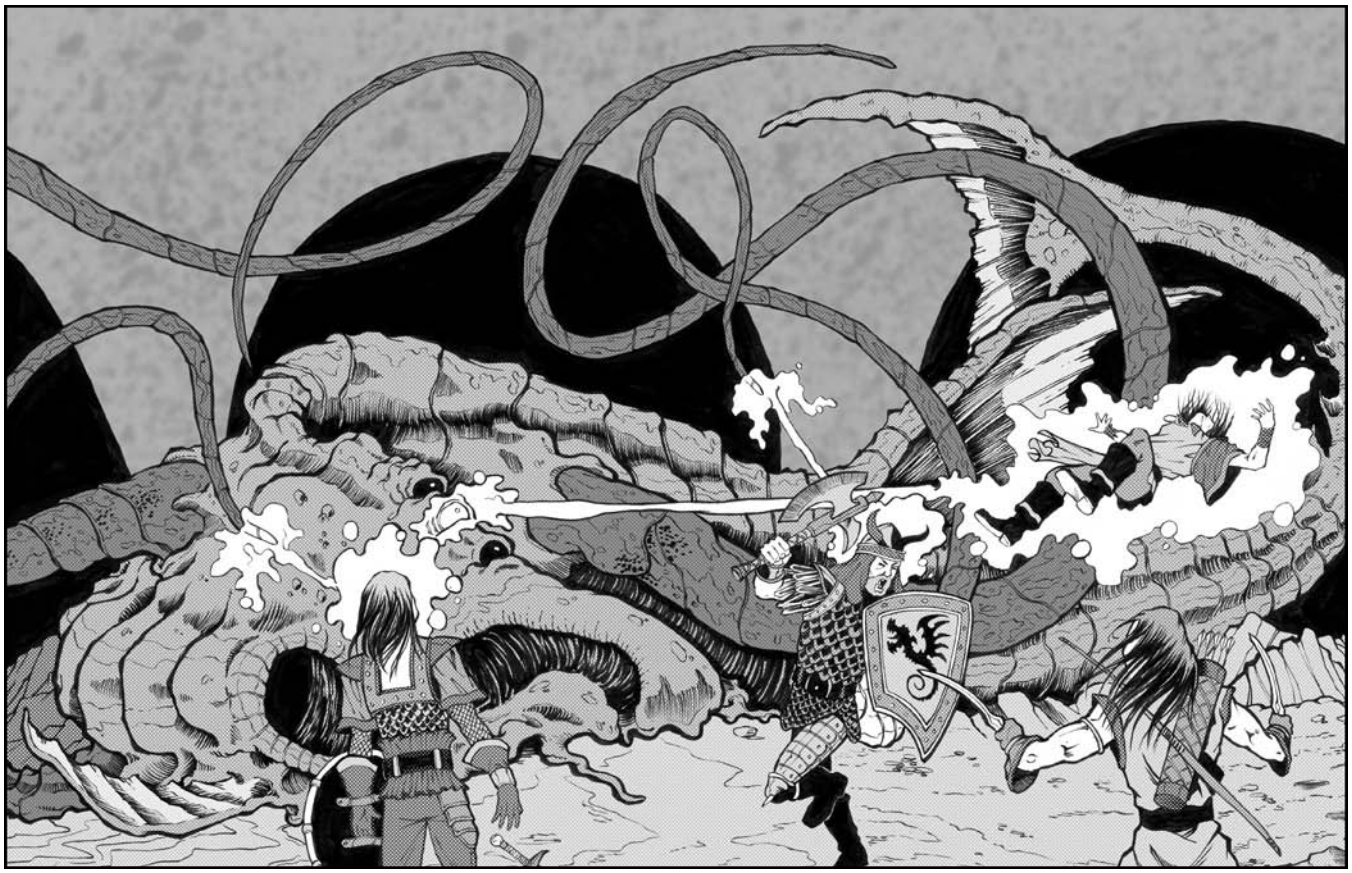
Tactics: Before the heroes arrive, Acanthus has already cast *invisibility, protection from good, mage armor, blur*, and *cat's grace*. He starts the combat by dropping a *stinking cloud* in the midst of the adventurers, attempting to catch as many as possible. Next he used *hypnotic pattern*, and then he uses any remaining offensive spells (such as *ray of enfeeblement, reduce person*, or *hold person*). Once out of spells, he resorts to melee combat. If reduced to 25 or fewer hit points, he panics and begins casting spells from the glyphs on the walls.

Acanthus, aboleth Wiz5 (transmuter): CR 12; Huge aberration (aquatic); HD 8d8+48 plus 5d4+30; hp 135; Init +2; Spd 10 ft., swim 60 ft.; AC 17, touch 10, flat-footed 15; Base Atk +8; Grp +24; Atk tentacle +14 melee (1d6+8 plus slime); Full Atk 4 tentacles +14 melee (1d6+8 plus slime); Space/Reach 15 ft./10 ft.; SA Enslave, psionics, slime, spells; SQ Darkvision 120 ft., mucus cloud; AL LE; SV Fort +9, Ref +5, Will +16; Str 26, Dex 14, Con 22, Int 22, Wis 18, Cha 14.

Skills and Feats: Concentration +21, Decipher Script +16, Knowledge (arcana) +22, Knowledge (history) +16, Knowledge (the planes) +14, Listen +18, Spellcraft +18, Spot +19, Survival +4 (+6 on other planes), Swim +27; Alertness, Combat Casting, Greater Spell Focus (transmutation), Iron Will, Scribe Scroll, Spell Focus (transmutation), Spell Focus (illusion).

SA – Enslave (Su): Three times per day, Acanthus can attempt to enslave any one living creature within 30 feet. The target must succeed on a DC 18 Will save or be affected as though by a *dominate person* spell (caster level 16th). An enslaved creature obeys Acanthus' telepathic commands until freed by *remove curse*, and can attempt a new Will save every 24 hours to break free. The control is also broken if Acanthus dies or travels more than 1 mile from its slave.

Psionics (Sp): At will – *hypnotic pattern* (DC 14), *illusory wall* (DC 16), *mirage arcana* (DC 17), *persistent image* (DC 17), *programmed image* (DC 18), *project image* (DC 19), *veil* (DC 18). Caster



level 21st.

Slime (Ex): A blow from an aboleth's tentacle can cause a terrible affliction. A creature hit by a tentacle must succeed on a DC 22 Fortitude save or begin to transform over the next 1d4+1 minutes, the skin gradually becoming a clear, slimy membrane. An afflicted creature must remain moistened with cool, fresh water or take 1d12 points of damage every 10 minutes. The slime reduces the creature's natural armor bonus by 1 (but never to less than 0).

A *remove disease* spell cast before the transformation is complete will restore an afflicted creature to normal. Afterward, however, only a *heal* or *mass heal* spell can reverse the affliction.

SQ – Mucus Cloud (Ex): An aboleth underwater surrounds itself with a viscous cloud of mucus roughly 1 foot thick. Any creature coming into contact with and inhaling this substance must succeed on a DC 22 Fortitude save or lose the ability to breathe air for the next 3 hours. An affected creature suffocates in 2d6 minutes if removed from the water. Renewed contact with the mucus cloud and failing another Fortitude save continues the effect for another 3 hours.

Spells Prepared (4/6/5/3; DC 16 + spell level, 17 + spell level for illusions, 18 + spell level for transmutation): 0 – *detect magic, ghost sound, mage hand, open/close*; 1st – *mage armor, protection from good, reduce person, ray of enfeeblement* (x2), *silent image*; 2nd – *blur, cat's grace, invisibility, summon swarm* (x2); 3rd – *haste, hold person, stinking cloud.*

Possessions: Pearl of power (3rd level), *amulet of health +2.*

Area 7-13: The Lady in Wighting (EL 9): This location is buried behind tons of rock, the result of a cave-in over a year ago. Unless magic is used, it takes 30 man-hours of labor to remove enough rock to access area 7-13. When the adventurers have completed the task, read or paraphrase the following:

After hours of back-breaking effort, enough rock has been moved to break through to another chamber. Beyond is inky darkness, and the stale smell of death. The stench is not overpowering, yet the impression of an evil lingering permeates your senses. As the dust settles, and your light pushes back the morass of darkness, a single humanoid form emerges. The figure before you is a mockery of its previous existence. Once a comely human, she is now a hunched form adorned with a battered white breastplate, and the remains of a tattered white cloak. Her grimy face is dried skin pulled taunt over her skull. Her black hair is a wild mane, and her eye sockets are sunken. Her frantic eyes are bloodshot, and her teeth are needle-like. In one of her dirt-encrusted claw-like

hands, she holds a massive black flail with serrated spikes. She stands proudly in defiance, as the piercing glow of several sets of eyes advance behind her.

When the black dragon Silhouette decided to ambush the great red dragon Benthosruthsa in his lair, she needed assistance. Disguised as a drow matron, she befriended a powerful cleric, Moira Shattersworn, dedicated to an evil god of destruction. Over several years, she cultured this "friendship" and duped the devout cleric into playing an important role in her overthrow of her hated rival, Benthos. With Moira's powerful *earthquake* spells, placed in just the right location after years of research, Sil was able to alter the flow of water on this level. The *earthquake* spells created a sinkhole (see area 7-14) and flooded level 14, and then eventually level 15, Benthos' lair. During the ensuing chaos, Sil struck hard and fast at the befuddled red dragon, and managed to defeat him.

Betrayal: Before her triumphant victory over the wyrm Benthos, Sil had time to betray her "friend" Moira. She no longer had a use for the powerful cleric, and thus planned an ironic end to their friendship. As Moira strained to maintain the powerful magic of the last *earthquake* spell, Sil assumed dragon form, and with one mighty blow, sent the unaware cleric into this chamber, as the walls came tumbling down. Buried under tons of rock, her life was snuffed out.

A Chance at Redemption: But Moira was dedicated to Mulgrem, and she was a powerful follower indeed (15th level). The god of destruction was pained to learn of her death and of the circumstances surrounding it. So he decided to give her a chance to redeem herself, and perhaps even avenge her death. Mulgrem granted her the gift of undeath, raising her as a Wight Lady. However, Moira received no assistance in escaping from the cave-in itself. Over the last year, the undead Moira has gone insane, forgetting her name and purpose, as she digs her claws into the very rock in a futile attempt to free herself from her "tomb." She is known now as simply the Wight Lady. When the heroes break into her tomb, she is ready to vent some pent-up frustration.

Tactics: Moira has already used her summon undead ability to call five normal wights. Without hesitation, she casts *disintegrate* on a wizard type, while the wights move in to melee. She attempts to hang back and coordinate the efforts of the wights. Next she uses *shatter* on a fighter's weapon, followed by *darkness, wall of stone*, and *fear* in an effort to confuse the adventurers. She and the wights take full advantage of their Blind-Fight feat in the conjured darkness. When she gets into melee, she prefers to use her flail, and let the wights deal the negative level damage. She reserves the *inflict* spells and *harm* to heal herself, although she considers using the latter on a fighter type if the heroes are having a difficult time hitting her.

The Wight Lady, advanced wight lord: CR 9; Medium undead; HD 15d12; hp 111; Init +6; Spd 30 ft.; AC 33, touch 14, flat-footed 31; Base Atk +7; Grp +10; Atk +*3 heavy flail* +14 melee (1d10+7/19-20) or slam +10 melee (1d4+4 plus energy drain); Full Atk +*3 heavy flail* +14/+9 melee (1d10+7/19-20) or slam +10 melee (1d4+4 plus energy drain); SA Command undead 7/day (+6, 2d6+19), create spawn, domain abilities, energy drain, spell-like abilities, summon undead; SQ Aura of desecration, damage reduction 10/magic, darkvision 60 ft., turn resistance +4, undead telepathy, undead traits; AL LE; SV Fort +8, Ref +8, Will +16; Str 16, Dex 14, Con –, Int 13, Wis 22, Cha 19.

Skills and Feats: Concentration +10, Hide +12, Knowledge (religion) +19, Listen +18, Move Silently +12, Spellcraft +19, Spot +18, Swim +7; Alertness, Blind-Fight, Combat Casting, Great Fortitude, Improved Initiative, Weapon Focus (heavy flail).

SA – Command Undead (Su): The Wight Lady can command undead as a 15th level cleric.

Create Spawn (Su): Any humanoid slain by the Wight Lady becomes a wight in 1d4 rounds. Spawn are under the command of the Wight Lady and remain enslaved until her death. They do not possess any of the abilities they had in life.

Domain Abilities (Sp): Due to her connection with her god, the Wight Lady still retains her domains' granted powers. Her domains are Destruction (smite 1/day, +4 to hit and +15 damage) and Earth (turn air creatures, rebuke/command earth creatures).

Energy Drain (Su): Living creatures hit by the Wight Lady's slam attack gain one negative level. The DC is 21 for the Fortitude save to remove a negative level. For each such negative level bestowed, the Wight Lady gains 5 temporary hit points.

Spell-like Abilities: The Wight Lady can cast *darkness* and *fear* once a day as a 15th-level caster. Since the Wight Lady still has a connection with her deity, she has limited spellcasting in the form of her domain spells, each usable but once (her god is not that forgiving). Her domain spells at the time of her death are: *inflict light wounds, shatter, contagion, inflict critical wounds, wall of stone, harm,* and *disintegrate*.

Summon Undead (Su): Once per day, the Wight Lady can summon up to 22 HD of wights.

SQ – Aura of Desecration (Su): The Wight Lady projects a 20-foot-radius aura of permanent desecration. Undead within the area (including the Wight Lady) gain +1 to hit, damage, and saves. In addition, all turn attempts suffer a –3 profane penalty. Summoned or created undead within the aura gain 1 hit point per HD.

Undead Telepathy (Su): The Wight Lady can communicate telepathically with undead within a 100-foot-radius.

Possessions: +3 heavy flail, +4 breastplate, +2 ring of protection, boots of speed, cloak of resistance +1.

(Source: *Tome of Horrors II*, p. 214.)

Wights (5): CR N/A; Medium undead; HD 4d12; hp 36 each; Init +1; Spd 30 ft.; AC 15, touch 11, flat-footed 14; Base Atk +2; Grp +3; Atk/Full Atk slam +3 melee (1d4+1 plus energy drain); SA Create spawn, energy drain; SQ Darkvision 60 ft., undead traits; AL LE; SV Fort +1, Ref +2, Will +5; Str 12, Dex 12, Con –, Int 11, Wis 13, Cha 15.

Skills and Feats: Hide +8, Listen +7, Move Silently +16, Spot +7; Alertness, Blind-Fight.

SA – Create Spawn (Su): Any humanoid slain by a wight becomes a wight in 1d4 rounds. Spawn are under the command of the wight that created them and remain enslaved until its death. They do not possess any of the abilities they had in life.

Energy Drain (Su): Living creatures hit by a wight's slam attack gain one negative level. The DC is 14 for the Fortitude save to remove a negative level. For each such negative level bestowed, the wight gains 5 temporary hit points.

Area 7-14 – The Vortex: Read or paraphrase the following:

Ahead, a strange whistling sound is discerned. Meanwhile, the skiff increases in speed.

As the skiff rounds another bend, the source of the sound is detected. The skiff is about to be ushered into a circular chamber perhaps 50 feet in diameter. The center of the chamber is dominated by a swirling vortex of water.

This is the location Moira targeted with multiple *earthquake* spells, to alter the flow of water. The resulting sinkhole drains the water away from this level, depositing it hundreds of feet below on level 14. The water then traveled to level 15. After Benthos' defeat, Sil's remaining accomplices (see level 14) used magic to alter the flow of water as it entered the Burning Maze. The water now disappears into an underground aquifer. (Some of the water also empties onto levels 9 and 9C, but it's impossible for the heroes to reach those levels this way.)

The ceiling here is just over 20 feet high, and the water is about 15 feet deep, increasing like a funnel at the center of the room.

A DC 22 Pilot Skiff (or Dexterity) check is needed to avoid the vortex. Failure indicates the skiff becomes trapped in the pull. It swirls around the room five times before being sucked down the sinkhole. This results in the complete destruction of the skiff and the death of any heroes onboard, due to the crushing effects of the vortex. The adventurers have several chances to jump to the west ledge.

Abandon Ship: Jumping to the west ledge requires a DC 10 Jump check on the first pass. The DC for this Jump check increases by 3 each additional pass. Failure by 4 or less results in the adventurer hitting the ledge. With a successful DC 15 Strength check, he can hold on and, in the next round, pull himself up. Failure on this check indicates he falls into the water. Failure on the Jump check by 5 or more results landing in the water. PCs in the water need to make a DC 20 Swim check to move at half their movement rate. Anyone who fails a Swim check by 5 or more becomes stuck in the current. If not rescued in 4 rounds, he is sucked under the water and dies.

Area 7-15 – Derro Outpost (EL 10): As the heroes approach this location, they see natural steps leading up to a cavern (area 7-15). However, the current is fairly swift here, due to the nearby vortex. The PC in control of the skiff must make a DC 12 Pilot Skiff (or Dexterity) check to maneuver to the steps. Otherwise, the skiff is swept to area 7-14, and the adventurers need to jump for the steps. Swimming in this area requires a DC 15 Swim check. The water is about 10 feet deep, and the ceiling is about 15 feet high.

Read or paraphrase the following:

Tied off to an iron spike driven into the wall is another skiff, swinging in the current. Nearby, a natural set of wide steps leads up to a large cavern, perhaps 80 feet in diameter. A soft glow radiates from the center of the room.

Mulgrem

Mulgrem is a minor deity of the earth, destruction, and violence. He is worshiped by dwarves and primitive races residing in earthquake- and volcano-ravaged regions. He is often depicted as a dwarf-like creature or an earth elemental with fiery eyes. His favored weapon is the greathammer, and he bestows the following domains: Destruction, Earth, Evil. His symbol is a greathammer crushing stone.

Unless the adventurers somehow avoid the alarm spell (see the map for its placement), proceed to the Tactics section. When they enter the room proper, read or paraphrase the following:

The soft glow originates from a small fire pit situated in the center of the room. A gamey smell of strange, cooked meat tingles your senses. Flanking the fire pit are a pair of canvas tents, each about 20 feet long.

This cavern is a semi-permanent outpost established by the slavers of the Bleak Theater. The outpost is operated by a band of derro flunkies led by a savant named Nall'loth. Nall'loth firmly believes that running an efficient slave transfer on this level will garner him respect from The Impresario. He couldn't be further from the truth, but his delusional mind keeps his hopes high.

The fire pit is about 5 feet deep, and holds two everburning logs (similar to everburning torches). Several metal pokers adorned with slabs of lizard meat, charred beyond recognition, are stuck into the flames.

The derro on this level split time being stationed here and in area 7-4. One of the tents is reserved for Nall'loth. It is strewn with silk pillows and other finery, as he enjoys opulence. This tent smells of fine burning incense. Hidden under several blankets and pillows is a locked chest. It requires a DC 27 Open Lock check to open, although Nall'loth carries a key hidden in his left boot.

The other tent is reserved for the remaining derro. There are 10 bedrolls and a simple table. Four short stools surround the table. Extra weapons, including shortswords (4), and light repeating crossbows (3), are strewn about. A crate holds 60 crossbow bolts and 10 small clay vials. Each vial holds a dose of crimson spore poison, purchased from Vulgaris in area 7-2.

Ill-gotten Gains: Nall'loth's tent holds the following expensive items: 7 silk pillows (each worth 25 gp), a silver decanter and four small goblets (worth 450 gp), a pewter incense burner shaped like a dragon (worth 55 gp), and a small box holding 6 sticks of a rare incense (worth a total of 110 gp). The chest contains 780 gp, 6 gold ingots (each worth 200 gp), and a single gray boot. Nall'loth found this strange boot while exploring this level, and cast *detect magic* on it. He knows it is magical, and thus has saved it in case he ever finds the other. The boot is actually a *boot of teleportation*, once the property of Pelltar, but it's useless unless paired with its matching boot in area 12A-4.

Tactics: Nall'loth is insane, and since he is not expecting a slave shipment from the surface, he panics when his *alarm* is triggered. First he places a couple of *grease* spells on the stairs. If he does not recognize the adventurers, he drops a *darkness* spell on the steps, followed by *enlarge person* on his guards, who all quaff their *potions of resist fire*. The fighters lay down crossbow fire (using poisoned bolts already loaded). Nall'loth casts *flaming sphere* and maneuvers it to impede the heroes' access to the chamber. When the adventurers finally make it into the room, Nall'loth snaps and begins tossing *fireballs*, hoping that his guards' spell resistance and potions protect them. Nall'loth fears The Impresario, and so he fights to the death.

Nall'loth, male derro savant, Sor6: CR 9; Small monstrous humanoid; HD 3d8+6 plus 6d4+12; hp 42; Init +2; Spd 20 ft.; AC 18, touch 13, flat-footed 16; Base Atk +6; Grp +2; Atk masterwork shortsword +8 melee (1d4/19-20) or light repeating crossbow +10 ranged (1d6 plus poison/19-20); Full Atk masterwork shortsword +8/+3 melee (1d4/19-20) or light repeating crossbow +10/+5 ranged (1d6 plus poison/19-20); SA Poison use, spell-like abilities, sneak attack +1d6; SQ Darkvision 120 ft., madness, spell resistance 21, vulnerability to sunlight; AL CE; SV Fort +5, Ref +7, Will +12; Str 11, Dex 14, Con 14, Int 10, Wis 5, Cha 18.

Skills and Feats: Concentration +8, Bluff +7, Hide +13, Listen +0, Move Silently +9, Pilot Skiff +5; Blind-Fight, Combat Casting, Exotic Weapon Proficiency (light repeating crossbow), Weapon Focus (light repeating crossbow).

SA – Poison Use (Ex): Nall'loth has 5 doses of crimson spore poison, applying it to his crossbow bolts (Fort DC 15, 1d4+1 Dex/unconsciousness for 2d6 rounds). Derro are not at risk of poisoning themselves when handling poison.

Spell-Like Abilities: At will – *darkness, ghost sound*; 1/day – *daze* (DC 14), *sound burst* (DC 16). Caster level 3rd.

Spells Known (6/7/6/4; DC 14 + spell level): 0-level – *acid splash, daze, detect magic, message, ray of frost, read magic, touch of fatigue*; 1st – *burning hands, enlarge person, grease, floating disk*; 2nd – *flaming sphere, blindness*; 3rd – *fireball*.

Possessions: Bracers of armor +3, masterwork shortsword, light repeating crossbow with 15 bolts, *potion of resist fire* (20), 5 doses of crimson spore poison, small key hidden in left boot (to the chest in the tent).

Derro, Ftr 2 (2): CR 5; Small monstrous humanoid; HD 3d8+6 plus 2d10+4; hp 35 each; Init +6; Spd 20 ft.; AC 20 touch 13, flat-footed 18; Base Atk +5; Grp +3; Atk/Full Atk masterwork shortsword +10 melee

(1d4+2/19-20) or light repeating crossbow +8 ranged (1d6 plus poison/19-20); SA Poison use, spell-like abilities, sneak attack +1d6; SQ Darkvision 120 ft., madness, spell resistance 17, vulnerability to sunlight; AL CE; SV Fort +5, Ref +5, Will +6; Str 14, Dex 14, Con 13, Int 10, Wis 5, Cha 16.

Skills and Feats: Bluff +6, Hide +8, Listen +0, Move Silently +4, Pilot Skiff +6; Blind-Fight, Exotic Weapon Proficiency (light repeating crossbow), Improved Initiative, Weapon Focus (shortsword).

SA – Poison Use (Ex): These derro have 5 doses of crimson spore poison, applying it to their crossbow bolts (Fort DC 15, 1d4+1 Dex/unconsciousness for 2d6 rounds). Derro are not at risk of poisoning themselves when handling poison.

Spell-Like Abilities: At will – *darkness, ghost sound*; 1/day – *daze* (DC 13), *sound burst* (DC 15). Caster level 3rd.

Possessions: Chainmail, masterwork shortsword, light repeating crossbow with 15 bolts, *potion of resist fire* (10), 5 doses of crimson spore poison, 2d12 gp.

Area 7-16 – Dry Riverbed: This passage was once the route of the water on this level. But after Sil and her ally created the sinkhole in area 7-14, the water was diverted, and this passage dried up. It leads deeper into the Underdeep, eventually making its way to an immense lake about two miles away. The changing of the watercourse has not gone unnoticed by denizens of the Underdeep (such as the lurkers). Occasionally, such a put-off inhabitant arrives on this level to investigate.

This passage would be a prime route to expand this level, if the GM desires.

Bonus Rewards

Objectives	Experience Points
Posing as slavers in area 7-1 to dupe the derro	200
Finding the command words for the *folding boat*	150
Using alcohol to dissolve the stickiness of the cave fishers' strands	250
Finding the *wand of fireballs*	50
Avoiding the barbshell ambush by traversing the rocks	100
Avoiding the slide to area 7-10	100
Not wasting resources on the veiled skum in area 7-10	250
Locating the hidden passage to area 7-12	100
Using salt as a weapon against the leeches	200
Destroying the developing skum in the pods	500
Deciphering the runes in area 7-12, and adding spells to a spellbook	300
Discovering the Wight Lady and recovering her magic items	300
Avoiding the vortex	250
Total possible bonus points per group	**2,750**

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 7A:
THE HIDDEN FANE OF JUSTICIA

Level Summary

This small chapel and barracks was constructed by an order of paladins as their base of operations for cleaning out the lower reaches of Castle Whiterock. The dungeon proved too much for them, and thirty years ago, the last paladin was captured and sacrificed to the Toadfiend (see sub-level 6A). The fane has been abandoned since then except for the undead remnants of their last prisoner, now a mohrg. To unlock the true power of the fane, however, the heroes will need to reunite the paladins with their lost member.

Game Master's Section

Encounter Table

Loc	Pg	Type	Encounter	EL
7A-5	180	C	Mohrg (advanced)	9

Scaling Information

This level of the dungeon is designed for 4-6 characters of 7th level, but can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or less than 7th level): Replace the mohrg with an advanced spectre (+2 HD). This makes the undead 9 HD, which should be just enough to be turned by a lucky turning check roll (with a little help from a *hallow* spell).

Stronger parties (7 or more characters, or higher than 7th level): Give the mohrg +3 HD (leaving it CR 9), and change its tactics to only Power Attack for 5. When limited to one attack per round, have it use whichever of its attacks seems to be most advantageous. Finally, have the undead wait in ambush in its room instead of battering down the door (and tipping its hand).

Background Story

The Order of the Sundered Scale is a cabal of paladins of Justicia dedicated to hunting evil dragons and using their hoards to recompense those victimized by the dragons. Thirty-five years ago, a woman calling herself Lady Chauntessa approached the order with proof that the red dragon Benthosruthsa was still alive. Six members of the order undertook the mission to dispatch the wyrm: Knight-Commander Usila Fairglade, Knight-Arcanist Argent Theophal, Knight-Chaplain Benden

Talbusk, and the Knights Lorio Ranither, Ancival Dupre, and Felgin Forgefire.

They infiltrated the dungeons beneath the Castle and established a small fane to use as a staging point for raids below. Over the course of five years, they launched several successful campaigns, earning them two significant enemies: the duergar thane, Hrolad Vejik, and Most Bloated Muthren of the cult of Bobugbubilz. The thane sent wave after wave of hireswords and assassins after the paladins. One group of mercenaries, the Pack of the Night-Wolf (see Appendix G), learned of the paladins' efforts to convert the wicked, and conceived an underhanded plan: An agent of theirs surrendered to the paladins and, pretending to atone for his crimes, planted information that the thane would be traveling the upper dungeon relatively unprotected. It was an ambush, and the Pack slaughtered the knights. Only Knight-Chaplain Talbusk escaped, but he was shortly thereafter captured by Most Bloated Muthren's cultists and sacrificed.

The Pack never bothered to seek out the hidden fane of Justicia afterward, preferring to spend the bounty showered on them by the pleased thane. Their agent, betrayed and abandoned, died a slow death locked in his cell, eventually rising again as a vengeful mohrg.

The cultists of Bobugbubilz, who did manage to discover the location of the fane (see area 6A-3), were buried under a landslide sent in retribution by Justicia after they sacrificed Knight-Chaplain Talbusk to their loathsome god.

Thus, the fane has remained a secret for thirty years.

The camaraderie felt by the paladins during the five years of their quest resonates in the very stones of the fane, and consequently several of its powers are suppressed because the body of Knight-Chaplain Talbusk does not rest with his comrades. Restoring their fellowship will also restore the full powers of the shrine.

Finding the Fane

The hidden fane of Justicia reveals itself to those who radiate good auras, such as paladins and good clerics. If any such creature is within 20 feet of the "in" door, it will emit a golden light (like a torch) in the shape of the seal of the Order, a modified symbol of their goddess, Justicia (a longsword held point-down against a shield ringed with vigilant eyes; the longsword's blade pierces an idealized dragon's head). A DC 10 Knowledge (religion) check would identify the symbol as similar to that of Justicia, a goddess commonly associated with knightly combat, the paladin's code of honor, and holy crusades. If the check meets a DC of 27 or better, they also know that this seal specifically refers to the Order of the Sundered Scale, a knightly brotherhood dedicated to slaying evil dragons.

Written in Celestial beneath the symbol are the words, "Believer, wield your faith to gain entry."

A turning check that would affect 5 HD of undead causes the glow to fade as the stone becomes faintly transparent. Creatures can walk through the wall while it is in this state, but they may only move in the direction indicated on the map. Any attempt to move backwards or laterally is met with resistance as if the stone were still solid.

The stone remains in this state for thirty seconds before it returns to its normal state. Anyone still inside the foot-thick doorway at that time is forcibly shunted in the direction of the arrows as indicated on the map, and takes 1d6 points of damage.

All the one-way doors on this sub-level work exactly in this manner (meaning it requires three successful turn checks to enter the fane and three to leave).

After passing the outer door, the party will be in area 7A-1.

Rough directions to the fane can be found in area 6A-4. Lady Chauntessa knows that it once existed, but not exactly where. Lady Chauntessa, however, will not volunteer that information.

Tracking

Any party members who think to use the Track feat just outside or inside the fane will be disappointed. Thirty years have passed since any footfalls rang here, and time has obliterated all tracks.

Message from the Dead

The first night a good-aligned creature spends in the fane, it will have a dream if it has not already found area 7A-10. When the dream occurs, give these players Handout M and either read or paraphrase the following aloud or present it to them as a note:

As the comforting veil of sleep descends, you immediately fall into a dream. In this vision, you are transported to the grand hall of this chapel, where you see gathered six figures in armor: a beautiful half-elf woman, a gruff dwarf, a dancing halfling, and three human males, one sad-faced, one bearded and smiling, and the third mustached and aristocratic-looking.

They stare at you silently for a moment, then five of them turn their backs to you and walk toward the door on the far wall, to the left of the statue. As they get to the door, they pass through it. The sad-faced man remains, staring at you. Then he points toward the statue. His mouth and lips move as if he were saying something, but no words issue forth. You see in his left hand he holds a small reed doll, like that a child would play with.

His pointing becomes more forceful, but then the vision fades.

You do not dream further the rest of the night.

This is the first hint the party should get of the "Bonds of Fellowship" sub-quest (see sidebar on page 182).

Areas of the Map

Unless otherwise noted, the interior walls of this sub-level are masonry while the exterior walls, ceiling, and floor are hewn stone.

Masonry Wall: 1 ft. thick; hardness 8; 90 hp; Break DC 35.

Unless otherwise stated, all ceilings are on average ten feet tall, and all doors are wooden and have no embellishment. All doors open into or toward the great hall (except the one-way stone doors).

Good Wooden Door: Hardness 5; 15 hp; Break DC 18.

Unless otherwise noted, this level is unlit. The specifics of each area are provided with the room description.

Area 7A-1 – Coming and Going: These hallways and vestibules were used by the Order to either mentally gird themselves for battle (if leaving) or to cleanse their spirits (if returning). The one-way doors in these areas are not doors per se, but sheets of stone similar to the entrance (see Finding the Fane, above). The main difference is that the symbols here are made of inlaid gold instead of magical light and the writing reads differently.

The second door entering the fane reads, "Be both meek and proud, vigilant and trusting," and the final door reads, "Never shall we war within these halls, for united are we in service."

The first door exiting the fane reads, "Serve Her cause in every action and return triumphant," and the second door reads, "Gird thyself for battles to come, brother." The final door, the exit, reads, "Be faithful and you will never walk alone, though all your brothers fall."

The larger vestibule on each side has a waist-high basin that used to hold water. The one on the entrance side has old dull brown stains. The paladins ritually washed their hands whenever entering or exiting the fane; the old stains are long-dried blood rinsed clean.

None of these areas are lit, and there are no lanterns, lamps, or torch sconces in them.

Area 7A-2 – Armory: There is no light in this area, but just to the right of either doorway hangs a common lamp with a half-pint of oil inside. When the party can see the area, read or paraphrase the following:

This narrow, long room houses weapon racks and a pair of armor dummies. The walls are lined with shields or the slats upon which they can be hung. It looks like most of the war-gear is missing; neither dummy wears any armor, and over half the rack spaces and slats are empty.

Development: It was customary for the paladins to deposit their weapons and armor in this room before entering the fane proper. Heroes who indulge the paladins' wishes are certainly being nice, but may be setting themselves up for serious trouble in the fight against the morhg.

The paladins took all of the truly good equipment when they went to the ambush that slew them. Most of the equipment was looted from their bodies and has long since been sold. The items that remain represent their backup equipment, all masterwork quality, all sized for Medium creatures, and all bearing the symbol of the Order: a longsword, a heavy flail, two daggers, a greatsword, a heavy mace, and three heavy steel shields.

Area 7A-3 – Hall of Worship: This area is unlit, but torch sconces are set into the wall at each corner. All of the torches have been burned out. When the party can see, read or paraphrase the following, and give them Players' Handout N:

This unusually shaped, large chamber seems to be a main hall. Numerous doors look to open into here. No furniture or accommodations of any kind mar the simplicity of this hall, but at the far end you spy a large statue of an armored woman with fluted ears and long hair. In her right hand she holds a burning longsword, pointed at a nearby door. Her left hand is extended toward another door as if in greeting. Her face, unhelmed, looks down from her dais, somehow both serene and wrathful; the statue was carved in artistic ecstasy, religious fervor, or both.

Before the statue is a long, low basin. It is empty, but a graceful, flowing script is inscribed around its lip.

Development: The paladins would gather here for meals, fellowship, and prayer.

A DC 10 Knowledge (religion) check easily identifies the statue as depicting Justicia, but if the check meets or exceeds DC 15, they also learn that the

statue specifically speaks to the twin aspects of Justicia: mercy and righteousness. The adventurer can then conclude that beyond the two doors at which the statue points are smaller shrines dedicated to each of those aspects.

The short hallways near the entrance are very roughly carved; they were areas of expansion that were never completed.

In Celestial, the basin's script reads, "All things when purified can serve the cause of good."

Sanctified Ground: This area has been the target of a *hallow* spell. For convenience, the several effects of this spell are restated here:

A *magic circle against evil* effect wards the hall. All creatures within the area gain the effects of a *protection from evil* spell, meaning that a magical barrier exists around all subjects at a distance of 1 foot, moving with them and having three major effects.

First, the subject gains a +2 deflection bonus to AC and a +2 resistance bonus on saves. Both these bonuses apply against attacks made or effects created by evil creatures.

Second, the barrier blocks any attempt to possess the warded creature (by a *magic jar* attack, for example) or to exercise mental control over the creature (including enchantment effects that grant the caster ongoing control over the subject, such as *dominate person*). The protection does not prevent such effects from targeting the protected creature, but it suppresses the effect for the duration of the *protection from evil* effect. If the *protection from evil* effect ends before the effect granting mental control does, the would-be controller would then be able to mentally command the controlled creature. Likewise, the barrier keeps out a possessing life force but does not expel one if it is in place before the spell is cast. This second effect works regardless of alignment.

Third, the spell prevents bodily contact by summoned creatures. This causes the natural weapon attacks of such creatures to fail and the creatures to recoil if such attacks require touching the warded creature. Good summoned creatures are immune to this effect. The protection against contact by summoned creatures ends if the warded creature makes an attack against or tries to force the barrier against the blocked creature. Spell resistance can allow a creature to overcome this protection and touch the warded creature. Furthermore, non-good summoned creatures can't even enter the hall unless the (CL 9) *hallow* spell fails to overcome the creature's spell resistance in order to keep it at bay (if applicable).

All Charisma checks made to turn undead gain a +4 sacred bonus, and Charisma checks to command undead take a –4 penalty. Spell resistance does not apply to this effect.

Finally, any dead body interred in a hallowed site cannot be turned into an undead creature.

Normally, a *zone of truth* spell was affixed to this hall, but the duration of the spell has passed.

The Basin of Cleansing: This sacred device was a boon to the Order during their campaign here. It has several abilities, detailed below.

The first concerns transmuting one type of liquid to another. Any amount of unholy water poured into this basin will become transmuted into normal water. Once per day, up to a gallon of normal water poured into the basin automatically becomes half as much of holy water.

In many cases with the basin (see below), much of the liquid is evaporated during the process.

Once per month, the basin can act as an *atonement* spell for the purpose of a creature wishing to change alignment from evil to good. The willing creature must be completely submerged in the basin, if possible.

Performing this act results in the permanent loss of 1 HD or level to the creature, or 2 HD or levels if the creature could cast divine spells. If this would slay the creature, it instead is reduced to its minimum racial HD (if it has one) or 1st level, whichever represents a greater loss, suffering no additional penalty. If an evil outsider is allowed to touch the basin, this power is lost, and can only be regained through a *wish* or *miracle*.

All of the basin's powers must be activated by a creature who radiates an aura of good speaking the inscribed phrase, "All things when purified can serve the cause of good," in Celestial. The basin radiates strong transmutation, but resists identification through magical means as if it were an artifact. A DC 35 bardic knowledge or Knowledge (religion) check, however, will recognize the device and the use of its abilities. Additionally, the Testimony of the Order in area 7A-10 describes the basin in detail.

Reuniting the Paladins: If the party manages to reunite the paladins (see area 7A-9), the basin will have additional abilities. Once per week, up to a gallon of holy water can be transmuted into potions of *cure light wounds*; it requires a gallon to create 10 potions, a half-gallon to create 5 potions, and so on, proportionally.

Finally, the basin can cast *resurrection* once per week on the remains of a good-aligned creature. The creature must be willing to be restored to life, and gems or coins equaling 5,000 gp must be placed in the basin along with the body (so the party gets the dead raised for half-price).

This is the only way to bring back General Koborth (and complete the "The Hero and the Sword" sub-quest, which gets the party the sword *Scalemar*), as the affection the paladins felt for each other is a similar bond to what he felt with Elweiss (see level 10A).

Secret Door: The secret door to area 7A-10 requires a DC 30 Search check to locate. It is made of stonework, so dwarves are entitled to automatic checks as if actively looking for it. Note, however, that due to its placement, it is unlikely anyone would casually walk within 5 feet of it.

Area 7A-4 – Storage: This area is unlit, but just to the right of the doorway hangs a common lamp with a half-pint of oil inside. When the party can see the area, read or paraphrase the following:

You have found a storeroom. A series of four shelves line the far wall, and they are crowded with mundane equipment. Propped against one wall is a camp table that can be assembled, and four small stools are shoved against the other wall. The pieces of two broken stools clutter the floor in front of the door.

Development: The Order kept their mundane, communal gear in here. There are two 50-foot coils of knotted rope, six one-gallon casks of water, four one-gallon casks of oil, a set pitons and two hammers, 18 torches, two sets of flint and steel, six wooden holy symbols of Justicia, four sacks and two backpacks, three whetstones, two full sets of traveler's clothing, six full sets of monk's clothing, and 12 tabards. The camp table can be assembled to seat six people.

There are also several spell components for a variety of arcane and divine spells, including three pearls worth 100 gp each, eight pouches with 50 gp worth of diamond dust in each, three pouches with 50 gp of ruby dust in each, and a miniature platinum sword with a grip and pommel of copper and zinc worth 250 gp.

Area 7A-5 – The Cell (EL 9): This door is locked. A DC 30 Open Lock check can bypass the lock, but the key is hanging from a peg next to the door. The room is lit by a *continual flame* spell centered on the middle of the ceiling. When the party opens the door, read or paraphrase the following:

This small room contains a shabby-looking bed, a stool, and a bedpan. The straw from the mattress is scattered all over the room, however, and the stool looks like its been gnawed on. Handprints colored like old blood stain the walls.

The interior of the room seems colder than it does in the hall outside.

Development: An examination of the other side of the door will show that something tried to claw its way out of the door; slivers of fingernail are embedded in the scarred wood.

Part of Justicia's faith includes the possibility for redemption of evil in addition to punishing the unrepentant. To fulfill this tenet, the Order constructed a comfortable cell in which to hold those creatures they believed could be redeemed.

Over the course of their campaign, they had a few successes. Their last would-be convert, however, was a duergar cutthroat sent by the Pack of the Night-Wolf to lure them into an ambush. Although he successfully baited the trap for the mercenary company, specifically to impress Sabinn the Surly, they abandoned him afterward. He languished in his cell and died, cursing his former comrades with his last breath.

Condemned by the weight of his past murders and the hatred in his soul, the duergar returned as a mohrg. He has remained in the cell for the last thirty years. When the adventurers enter the fane's interior, have the mohrg make Listen checks to notice their arrival. If it detects them, or if the party investigates the cell, it will assume they are either the paladins or the mercenaries and attack. Even when/if it realizes its mistake, it will press the attack, glad to be murdering something again.

The door to this cell is different than those encountered on this sub-level, and has the following stats:

Strong Wooden Door: Hardness 5; 20 hp; Break DC 23.

When the mohrg makes its appearance, read or paraphrase the following:

A horrid creature lurches at you with uncanny speed, howling in pained fury. It looks like the animated skeleton of some kind of dwarf, stocky and short as it is, but the damned thing's viscera worms through its ribcage and skull like a thing alive. A clawed tongue snakes out of its mouth as it screams, "LEFT ME TO DIE! LEFT ME TO DIE, HAHAHAHAHA!"

Tactics: If the mohrg hears the party enter the fane, it will break down the door to get to them. Given the undead's Strength score, it needs to roll a 17+ to batter down the door. Otherwise, it will attack as soon as the heroes open the cell.

This mohrg has thirty years of fury to vent on the party, and it's not going to miss its chance. It therefore favors its slam attack over its tongue attack when only able to make one attack per round, and it will always use its full Power Attack bonus when only making a slam attack in a round (reflected in the stats below).

When given a choice between targets, the mohrg will always choose to strike at a moving target over a paralyzed one. It will not use its improved grab special attack unless it has paralyzed or killed all but one adventurer; the last one standing will be grappled and slammed to death.

This mohrg is near-mindless with rage and will fight to its destruction.

Mohrg (Advanced): CR 9; Medium undead; HD 18d12; hp 117; Init +8; Spd 30 ft; AC 23, touch 14, flat-footed 14; Base Atk +9; Grp +15; Atk slam +6 melee (1d6+18) or tongue +15 melee touch (paralysis); Full Atk slam +15 melee (1d6+9) and tongue +15 melee touch (paralysis); SA Improved grab, paralyzing touch, create spawn; SQ Darkvision 60 ft., undead traits; AL CE; SV Fort +6, Ref +12, Will +11; Str 22, Dex 19, Con –, Int 11, Wis 10, Cha 10.

Skills and Feats: Climb +18, Hide +25, Listen +15, Move Silently +21, Spot +19, Swim +9; Ability Focus (paralysis), Alertness, Dodge, Improved Initiative, Lightning Reflexes, Mobility, Power Attack.

SA – Create Spawn (Su): Creatures killed by a mohrg rise after 1d4 days as zombies under the morhg's control. They do not possess any of the abilities they had in life.

Improved Grab (Ex): To use this ability, a mohrg must hit a creature of its size or smaller with its slam attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

Paralyzing Touch (Su): A mohrg lashes out with its tongue in combat. An opponent the tongue touches must succeed on a DC 19 Fortitude save or become paralyzed for 1d4 minutes.

Area 7A-6 – Shrine of Mercy: This entire area is dark, but there are four white candles and four tindertwigs neatly stacked against the wall near the door in the diamond-shaped area, which is completely bare except for the aforementioned items, some pegs on the walls, and a key hanging on one peg. The key locks the outer door, but a DC 30 Open Lock check will bypass it.

Written in Celestial above the inner door are the words, "Come humbly before the Lady of Mercy."

It was customary for the paladins to strip bare when praying in the shrine in the next room. When the party can see inside the next area, read or paraphrase the following:

This narrow room is more like an alcove. The only bare spot of floor is directly in front of another statue of the armored, elf-eared woman. In this depiction, scaled to human-size, she is kneeling forward and reaching out with both hands toward you, as if offering to help you stand upright. She does not wear her sword. A small candlestick made from white gold is at the base of the statue. You can see white wax burned down around it.

Development: Here the paladins made appeals to Justicia's merciful and redeeming side.

The candlestick is worth 100 gp. Anyone removing it from the shrine will not enjoy the benefits of the basin in area 7A-3 (for example, if they drink a potion made there, it will just be bitter water) nor from the beneficial effects of resting in area 7A-8 until it is returned.

Rewards of Humility: Any good-aligned creature spending at least an hour in silent, solitary prayer or meditation, burning a white candle and without any clothing, gains a few benefits. For the next 24 hours, any conjuration (healing) spell they cast is treated as being empowered (all variable, numeric effects are multiplied by 1.5). This multiplier also applies to any class feature or other ability that allows healing of a static amount of hit points per day (like a paladin's *lay on hands* class feature or a monk's *wholeness of body* class feature).

Reuniting the Paladins: If the party reunites the paladins (see area 7A-9), praying grants additional benefits. The save DCs related to the following spells and effects increase by +2 for the same duration: *antipathy, calm emotions, deep slumber, repulsion, sanctuary, sleep, touch of fatigue*, and *zone of truth*. GMs may wish to add further spells or effects to this list.

Regardless of the number of benefits granted, the shrine can only grant benefits to an individual once per week. All benefits are immediately lost if the recipient deals lethal (but not nonlethal) damage to an opponent with a weapon, area spell, targeted spell, or takes an action that is considered an attack (except aiding another, bull rushing, disarming, grappling, sundering a weapon (not a shield), tripping, and turning undead). If performing any of the

allowed attack actions directly causes lethal damage or outright kills a non-undead creature, the benefits are lost (bull rushing someone into lava, for example).

Area 7A-7 – Shrine of Righteousness: This entire area is dark, but there are five red candles and five tindertwigs neatly stacked against the wall near the door in the diamond-shaped area, which is completely bare except for the aforementioned items, some pegs on the walls, and a key hanging on one peg. The key locks the outer door, but a DC 30 Open Lock check will bypass it.

Written in Celestial above the inner door are the words, "Come humbly before the Lady of Righteousness."

It was customary for the paladins to strip bare when praying in the shrine in the next room. When the party can see inside the next area, read or paraphrase the following:

This narrow room is more like an alcove. The only bare spot of floor is directly in front of another statue of the armored, elf-eared woman. In this depiction, scaled to human-size, she is standing erect, holding her flaming sword high overhead with both hands, as if to deliver a coup de grace. A small, ornate candlestick made from bronze is at the base of the statue. You can see red wax burned down around it.

Development: Here the paladins made appeals to Justicia's righteous and vengeful side.

The candlestick is worth 100 gp. Anyone removing it from the shrine will not enjoy the benefits of the basin in area 7A-3 (for example, if they drink a potion made there it will just be bitter water) nor from the beneficial effects of resting in area 7A-8 until it is returned.

Rewards of Vengeance: Any good-aligned creature spending at least an hour in silent, solitary prayer or meditation, burning a red candle and without any clothing, gains a few benefits. For the next 24 hours, the petitioner will deal +2 points of damage per hit with a weapon (including weapon-like spells and natural attacks). Similarly, a class feature that is an attack and can be performed a set number of times per day (like a paladin's *smite evil* class feature or a monk's *stunning fist* class feature) can be used an additional time per day per two class levels.

Reuniting the Paladins: If the party reunites the paladins (see area 7A-9), praying grants additional benefits. The save DCs related to the following spells and effects increase by +1 for the same duration: all evocation spells that allow a Reflex save for half damage, coup de grace action, and stunning fist. Finally, the recipient can take a coup de grace action as a standard action instead of a full-round action. GMs may wish to add further spells or effects to this list.

Regardless of the number of benefits granted, the shrine can only grant benefits to an individual once per week. All benefits are immediately lost if the recipient deals nonlethal (but not lethal) damage to an opponent with a weapon, area spell, or targeted spell, takes an aid another action, or heals any damage to himself or an ally, or does anything to gain temporary hit points. An action that simultaneously does damage to an opponent while also performing a prohibited action (such as casting *vampiric touch* or catching an allied flesh golem with a *lightning bolt*) will cancel the benefits.

Area 7A-8 – Paladin Barracks: This area is unlit, but there is a common lamp with a half-gallon of oil just to the right of the door. When the party can see the area, read or paraphrase the following:

This cramped room is almost filled with three sets of bunk beds. Two of the sets are sized for humans, and the third set is shorter, perhaps for dwarves or even tall halflings. At the foot of

Sub-Quest: Bonds of Fellowship

The paladins knew that their mission was hazardous, and accepted that they might die in service of Justicia. They constructed this ossuary as a place to hold the bones of the fallen so that, in a sense, they could see the mission through. In time, it became a powerful symbol of unity for the paladins.

Unfortunately, however, the last of their fellowship, Knight-Chaplain Talbusk, was abducted by the cultists of Bobugbubilz and sacrificed to their god. His bones lie far from here in a profane chapel, and the fellowship is incomplete without him.

Retrieving the bones of Chaplain Talbusk from area 6A-3 and placing them in their proper place in the ossuary completes this sub-quest. Throughout this level, there are sections titled **Reuniting the Paladins** that describe how doing so changes the properties of this sub-level.

each bed are two small chests. Each of these lockers seems to be an expression of its owner: One is wooden and carved with elaborate whorls, another is made of battered and dented iron, while yet another is made of woven reed.

Development: The remaining three chests are wooden with designs of musical instruments and notes, lacquered wood with inlaid gems, and the last made of gleaming brass. Inside each unlocked chest are the personal effects of the six paladins sent by the Order of the Sundered Scale.

Contents of the Chests: The whorled chest belonged to the half-elf Knight-Commander Usila Fairglade, and contains her personal sketchbook, several sheets of parchment, and a set of colored charcoals. The battered iron chest belonged to the dwarven Knight Felgin Forgefire, and it contains only an armor-polishing kit and a spare whetstone. Knight-Arcanist Argent Theophal owned the gleaming brass chest, which holds a small leatherbound book detailing the rise and fall of the Theophal family fortunes and how some members foolishly embraced vampirism. Knight-Chaplain Benden Talbusk, the last member to perish, owned the woven reed chest, and it contains several dolls also made of woven reed he made for his daughters. The halfling, Knight Lorio Ranither, was the company musician, and his music-themed chest contains his masterwork flute and several sheets of music (he never got around to writing his own material). Lastly, Knight Ancival Dupre came from a foundering noble family, and his gem-studded chest contains letters from family members begging for money.

A DC 10 Appraise check will reveal that the gems are just paste and worthless. Several of the Knight-Commander's sketches show members of the company going about their daily lives, eating, laughing, battling evil, or dancing to Knight Ranither's flute music. They should convey how close the paladins were in life, a subtle hint to the resolution of area 7A-9.

Reuniting the Paladins: If the party manages to reunite the paladins (see area 7A-9), then sleeping in these beds will grant some benefits.

Any non-evil creature sleeping eight hours in a bed will receive double the amount of natural healing they would normally receive. This stacks with being under the care of a healer using the Heal skill.

Additionally, any good-aligned divine spellcaster will receive an additional spell of their next-highest level when they pray for spells (for example, a 7th-level cleric would receive an additional 3rd-level spell). This spell, like a cleric's domain spell, cannot be spontaneously converted into a cure spell or a *summon nature's ally* spell.

Area 7A-9 – Ossuary: Two *everburning torches* set into the walls light this area. Read or paraphrase the following:

This room is rough-finished, as if it was added much later than the rest of the fane complex. Looking around, though, you see an alternate reason this area isn't as well-made as the others…it was never supposed to be inhabited.

Six hollows are carved into the bare rock, stacked in three sets of two. Five of them hold bones while the sixth is empty. There is a small steel nameplate beneath each hollow.

Development: The arrangement of the bones is identical to the arrangement of the beds in area 7A-8. A DC 10 Heal check will identify the skeletons as belonging to a dwarf, a halfling, a female half-elf, and two human men. The nameplate without a skeleton is, of course, Knight-Chaplain Benden Talbusk.

Reuniting the Paladins: If the Chaplain's bones are recovered from area 6A-3 and interred in their proper place, read or paraphrase the following:

As you set the last bone in place, you feel a

warm breeze sweep around the chamber, and soft whispers. From outside the chamber, you hear a loud grinding of stone on stone. The grinding distracts you from what the whispers were saying, but you get the feeling it was, "Thank you."

In area 7A-3, the statue of Justicia has changed, and now her head is bowed in gratitude and she kneels slightly (anyone who was in the chamber could have actually seen the statue move); this was a divine, magical effect, not the result of a mechanical device.

Also, if the party has not discovered area 7A-10 yet, that door is now standing open.

Area 7A-10 – Testimony of the Paladins: Two *everburning torches* set into the walls light this area. Read or paraphrase the following:

This diamond-shaped chamber is bare except for a stone pedestal upon which is placed a large tome. A cloth-of-gold bookmark saves a place about a third of the way through the book. A pleasant, curving script adorns the cover of the leather-bound volume.

Development: The writing, indeed the entire book, is in Celestial. The title is "Testimony of the Order's Investigation of Castle Whiterock and Efforts to Slay the Wyrm Benthosruthsa."

The *Testimony* is cut up into several sections: "The Call to Muster," "Knowing Thine Enemy," "Assayance of Castle Whiterock," and "Progress of the Mission." The bookmark indicates the last entry in the last section. Beyond that, the book is blank.

"The Call to Muster" describes how a woman who called herself Lady Chauntessa approached the Order of the Sundered Scale in Galaron with what seemed to be proof that Benthosruthsa was alive. It also gives basic information about each of the six paladins who volunteered for the mission.

"Knowing Thine Enemy" discusses how Benthosruthsa is supposedly directly descended from the "noble" red dragon line of the mythical Sunscratch. It mentions his sire, Vaulnox of Ul Dominor (slain, 2829), his brother Dorvenruthsa (active, with a note to cross-reference Lord Mirias Stormwarden), and his own son, Pyraxus of the Trolltooth Peaks (active).

"Assayance of Castle Whiterock" mentions several key players and races present in Castle Whiterock. This is a good place for the GM to drop hints about sub-levels the party may have missed or other important clues they may need. This section should absolutely mention by name Thane Hrolad Vejik of the duergar fortress Narborg, an underground coliseum called the Bleak Theater, a "maze of fire," and the presence of an active Bobugbubilz cult in the area, with accurate suppositions on its location. It should not mention the remnants of drow House Forlorna; the paladins never found the Inverted Tower.

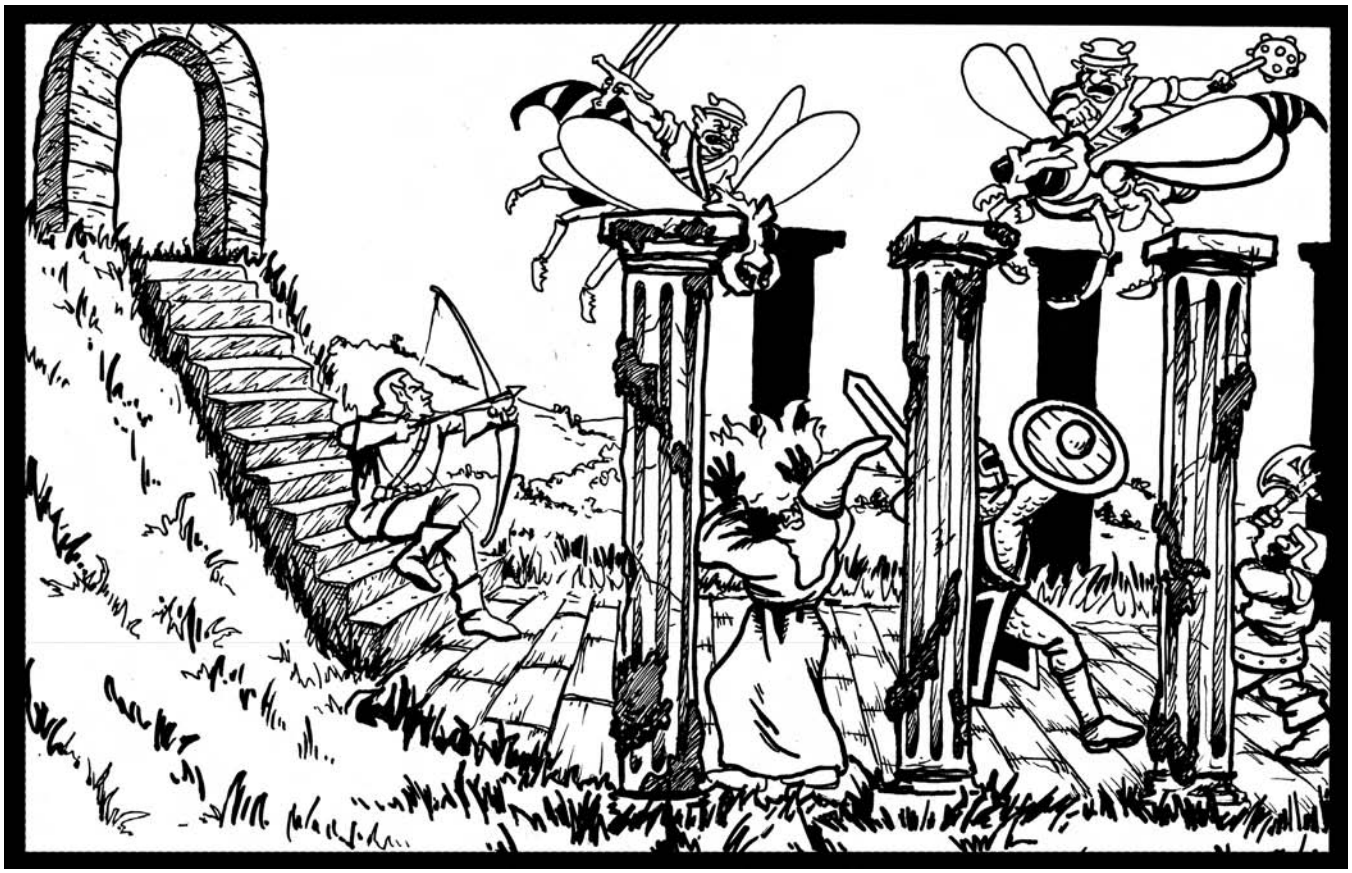
"Progress of the Mission" is another good place to drop hints. It describes the *Basin of Cleansing*, its abilities, and its value to the Order. This part reads like a captain's log/diary and breaks down the nitty-gritty details of the mission. Toward the end it should mention the large number of assassins and mercenaries encountered lately. It should also mention a duergar named Vinfol who surrendered to the paladins, seeking absolution and who told them about the opportunity to kill the thane.

The very last entry should be in a different hand, saying that Vinfol lied and it was an ambush by the Pack of the Night-Wolf. Talbusk, the author, mentions going back to the ambush site to try to track the Pack down to their lair for vengeance.

The *Testimony* would be worth quite a lot to a temple of Justicia, particularly the one in Galaron from which this company was dispatched. A proper reward would not be measured in coin but in services, including discounts on restoring the dead to life and the like.

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 8:
THE FAR GARDEN



Level Summary

Repairing a strange gateway found in an abandoned cavern, the characters step through into a demiplane apparently either created by or known to druids. There, they have the opportunity to put an end to the ravages of a small goblinoid army, rescue some lost children, avenge some slain unicorns, and prevent a diabolic invasion of Castle Whiterock.

Game Master's Section

Scaling Information

This level of the dungeon is designed for 4-6 characters of 8th level, but can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or less than 8th level): Make both goblin warriors in area 8-2 3rd-level warriors; keep their elite array. Reduce the number of Verdivis bushes in area 8-5 to three. In area 8-6, remove a standard aranea and remove the aranea with 2 rogue levels. For the battle against Forst in area 8-8, remove the madhorn and take away two of the redcap's barbarian levels. In area 8-10, make both wyvern "standard" and remove the elite ability score array from the one that has it. Have the erinyes in area 8-12 be alone. Reduce the crazed half-elf's druid levels by half (Drd4) for area 8-14. In area 8-15, remove the goblin warriors and Noog, and make Erga a 3rd-level wizard (evoker). Have two noncombatant donkeys pulling the cart. In area 8-16, remove both bugbears. Decrease Trag's monk levels by two in area 8-17.

Do not change the wandering monster encounters or areas 8-7, 8-9, or 8-11.

Stronger parties (7 or more characters, or higher than 8th level): Increase both goblin warriors in area 8-2 to 8th level; keep their elite array. Add four HD to each Verdivis bush in area 8-5, and replace a standard aranea with another advanced aranea with 2 rogue levels in area 8-6. Add four HD to the violated brother haunting area 8-7. For the battle against Forst in area 8-8, add an additional madhorn. Give Emainée in area 8-9 two druid levels (increasing her druid caster level to 9). In area 8-10, upgrade the lesser wyvern to match the more powerful one. Have the *earthquake* trap in area 8-11 trigger a secondary trap: *summon monster VII* calling a tyrannosaurus. Give the erinyes in area 8-12 two bearded devils as escorts at the start of the battle, with the option of her summoning more. Add two druid levels to the crazed half-elf guarding the bridge in area 8-14. In area 8-15, add an additional 5th-level goblin wizard (Crog, a conjurer). In area 8-16, add another 2nd–level barbarian bugbear. In area 8-17, give Trag another monk level and the Improved Trip and Weapon Focus (unarmed) feats.

Do not change the wandering monster encounters.

Encounter Table

Loc	Pg	Type	Encounter	EL
8-2	194	C	Goblin wasp rider War8 Goblin wasp rider War10 2 spider eaters	9
8-5	200	C	6 Verdivis bushes	9
		T/C	*Summon monster VII* trap (Huge fiendish monstrous scorpion)	8
8-6	202	C	2 aranea Aranea Rog2 Aranea Sor2	9
8-7	205	C	Violated brother	9
8-8	206	C	*Forst*, redcap Bbn5 Madhorn	9
8-9	208	C	*Emainée*, advanced nymph	8
8-10	209	C	Advanced wyvern Wyvern	9
8-11	211	T	*Earthquake* trap	8
8-12	212	C	4 advanced lemures Erinyes	9
8-14	214	C	Crazed half-elf Drd8 Shambling mound	9
8-15	216	C	Bugbear Rng4 *Erga,* goblin Wiz5 *Noog*, goblin Wiz5 6 goblins War3	9
8-16	217	C	*Mortra*, venerable fire giant 2 bugbears Bbn2	9
8-17	219	C/H	*Trag*, giant-touched bugbear Mnk5 Pitch pool	9
8-18	220	C	Advanced rhinoceros beetle	12

Background Story

The first druids discovered that there was a common spirit between all forests, that no matter how disparate they may appear, there was some vestigial tie that bound them. They theorized that once, perhaps, all forests were united beneath one canopy, and through natural attrition and unnatural depredations, they became splintered and solitary. This theory gained support after the druids began talking to the unicorns, who knew of an “other forest” they called the Far Garden, one that connected to all others.

It was, however, nearly impossible to *intentionally* travel to the Far Garden to gather information about it; only those creatures that inherently knew the way (such as unicorns or fey) or those who stumbled there by accident had ever been. Vallisneria Forestfriend, the druid of the Company of the Black Osprey, resolved to erect a permanent gate to the Far Garden to facilitate travel back and forth and to determine the truth. To accomplish this feat, she petitioned support from Ildavir, the Giver of Form, one of the ancient goddesses of prehistory still revered by druid-folk.

Ildavir was loath to permit any such access. Once one such permanent gate existed, others could be made, allowing all manner of ways to infiltrate the Far Garden. Further, there was no guarantee that the gates would always remain under the control of those who would use them respectfully and with pure intention. Ildavir, however, could not deny her devout servant, and assisted in the creation of a gate that led to a cordoned-off section of the Far Garden. This gate came with one warning: Its use would extract a heavy toll on the user – precisely one year of life.

Vallisneria used the gate with care and, respectful of her patron’s concerns about misuse, did not share the secrets of its creation. The Far Garden offered the druids insights into the world that one need not repeat here except to say that a debt is owed to Vallisneria’s persistence.

The druid, however, disappeared along with the rest of the Company of the Black Osprey centuries ago. Unknown to all, she died, and was reborn as a unicorn paragon, Hyelnevyuir. Left unguarded, the gate’s design was eventually copied, and several other gates

were made. Most were destroyed by time or by the defenders Ildavir tasked with preserving the Far Garden (currently led by Soras Leafbrother, a centaur). Now the only one standing is found in the Scourgelands, where an ambitious half-giant bugbear named Trag has gathered a small army to invade the Far Garden.

(Only a few scholars and bards know that another, shadowy gate – plunging into a dark corner of the Far Garden – was sealed by druids long after Vallisneria's death. See "Madness at the Mutilated Oak" in *DCC #48: The Adventure Continues*.)

Meanwhile, three human children, orphaned by the war that created the Scourgelands, have fled the evil infecting their small town, accidentally coming to the Far Garden and getting separated. A fearsome redcap lurks under the boughs, hunting unicorns as they travel to the Glade of Farewell, a "unicorn's graveyard" that is linked to the Far Garden. An erinyes and her attendant lemures have come to the Far Garden seeking entrance into Castle Whiterock to investigate why there is a summoning "dead zone" there.

Into this environment, the heroes arrive.

About the Demiplane

The Far Garden is actually a much larger area than is encountered here. This level only addresses the section that was cordoned off by Ildavir and made accessible via the gates. For the most part, this demiplane functions identically to the "normal" wilderness the party is accustomed to: It has a sun in the sky during the day, a moon in the sky at night, and weather that changes. The only immediate difference is the boundary, which appears as a wall of opaque green fog. The fog itself counts as both an *antilife shell* and a *dimension lock* spell (CL 21).

Another, more subtle, peculiarity of this place is that it is considered coterminous and coexistent with every temperate forest in the "real" world, meaning unicorns can use their *greater teleport* ability to travel here. This peculiarity has other effects as well: It is possible to accidentally travel here. The wanderer in the woods who finds once-familiar paths grown strange, the person who dives in a forest pool and emerges somewhere else, or those who fall to slumber beneath one tree and wake up looking at the boughs of another … they have all accidentally traveled to the Far Garden. (For an undetermined reason, the Witch Wood in Morrain has a greater likelihood of bringing travelers to the Far Garden.)

The demiplane is in late summer when the party arrives. Weather conditions are not included in the area descriptions. GMs are free to use weather however they like during the party's exploration of this level. Remember to alter Listen, Spot, and Survival DCs accordingly.

Time is constant between the demiplane and the "real" world (meaning an hour spent there is the same as an hour spent in the rest of Castle Whiterock). As noted above, however, regardless of the actual season in the world at the time, it is late summer when the party arrives here. There is one other time factor to consider: As noted in the Background Story, each round trip to and from the demiplane ages the traveler by one year. For creatures like elves and dwarves, this not a pressing concern, but this may alarm shorter-lived races.

This is not magical aging … it is as if a year has passed for the traveler; even high-level druids and monks are susceptible to this effect.

Exploration

As the party moves around on the GM's map, if they enter a map square that contains an encounter, that encounter is automatically triggered (although each map square represents a square mile). The exceptions to this rule are Forst's cave and the Scourgelands gate (areas 8-8 and 8-18).

The Far Garden is an ancient forest, heavily overgrown. Long ago, it was home to a fey kingdom administered by an extinct race of those beings, and some of their handiwork can still be found, namely the roads, the watchtower (area 8-6), the bridges (areas 8-13 and 8-14), and the ruined palace (areas 8-16 and 8-17).

There are several types of terrain in this forest. Areas containing hills and/or a structure (areas 8-4, 8-5, 8-6, and 8-11) are considered sparse forest. Any area containing an intact section of road (unbroken line) or the river is considered medium forest, and any area not mentioned above is considered dense. The exceptions to the above are the scorched areas, namely everything east of the river and other designated spots (specially shaded on the map). Scorched areas are treated as hills or plains without forestation or undergrowth.

All forested areas have undergrowth; sparse and medium areas have light undergrowth, and dense forested areas have heavy undergrowth. They also, of course, have trees. The rules concerning trees and undergrowth are provided below for convenience:

A creature standing in the same square as a tree gains a +2 bonus to Armor Class and a +1 bonus on Reflex saves (these bonuses don't stack with cover bonuses from other sources). The presence of a tree doesn't otherwise affect a creature's fighting space, because it's assumed that the creature is using the tree to its advantage when it can. The trunk of a typical tree has AC 4, hardness 5, and 150 hp. A DC 15 Climb check is sufficient to climb a tree. Medium and dense forests have massive trees as well. These trees take up an entire square and provide cover to anyone behind them. They

have AC 3, hardness 5, and 600 hp. Like their smaller counterparts, it takes a DC 15 Climb check to climb them.

Vines, roots, and short bushes cover much of the ground in a forest. A space covered with light undergrowth costs 2 squares of movement to move into, and it provides concealment. Undergrowth increases the DC of Tumble and Move Silently checks by 2 because the leaves and branches get in the way. Heavy undergrowth costs 4 squares of movement to move into, and it provides concealment with a 30% miss chance (instead of the usual 20%). It increases the DC of Tumble and Move Silently checks by 5. Heavy undergrowth is easy to hide in, granting a +5 circumstance bonus on Hide checks. Running and charging are impossible. Squares with undergrowth are often clustered together. Undergrowth and trees aren't mutually exclusive; it's common for a 5-foot square to have both a tree and undergrowth.

The Goblinoid Army

Trag has a finite amount of troops at his disposal at any one time. The GM is encouraged to either keep track of the squads Trag has left or ignore this section and abstract how many creatures are in the army. The bulk of his troops are broken down in three types of squads: #1 consists of worgs and bugbears, #2 consists of spider eater wasps and goblins, and #3 is composed of goblins and bugbears (these numbers and configurations parallel the *Scouting Party* entry in Wandering Monsters). Trag normally has six #1 squads, six #2 squads, and twelve #3 squads. At any one time, half his army is on patrol while the other half is resting.

This does not count goblinoids placed in predetermined locations on the map, such as areas 8-2, 8-14, and 8-15.

Every 24 hours, Trag can, as long as he's alive, replenish one #1 or #2, or two #3, squad(s) through the Scourgelands gate. Given time, he can rebuild his forces, but he will not deviate from the 6/6/12 configuration. Trag cannot replenish unique, fixed-location encounters.

If Trag is slain, cohesion will dissolve for the goblinoids. The army will cease to send out patrols (treat any *Scouting Party* results as "No Encounter") and loses one squad each day through internecine fighting and desertion; these squads are not replaced. This will persist for ten days (or until there are two squads left), when a new general will arise (a bugbear with six barbarian levels). From that point on, new squads can start coming through the gate in area 8-18, although this bugbear can only manage four #1 squads, four #2 squads, and ten #3 squads. The only way to truly defeat the goblinoid army is to destroy the Scourgelands gate (see the "Taking the Gate" sub-quest).

Getting Captured

No one on this level is particularly interested in prisoners. The bugbears, aranea, crazed druid, erinyes, and other creatures found here will heed no calls for quarter.

The exception to this rule is if the party starts disturbing or harming the forest. The centaurs will accept their surrender, escorting them to area 8-4. Depending on how heinous their infractions have been, Soras Leafbrother will execute them, take their belongings and eject them through the gate in area 8-1, or merely warn them to be on better behavior.

Interrogation

Trag's goblinoids are fairly loyal for members of their kind. They are also proud of the "good job" they've done in ravaging, looting, and ultimately burning the forest.

Any goblinoid captured will gladly tell the adventurers that he works for Trag, a powerful bugbear who can tear a man apart with his bare hands. They are also unashamed in revealing the location of Trag's headquarters, an "elf-building" in the burned-out forest.

In other words, the goblins and bugbears have nothing to hide because they feel they've already won. A tremendous amount of loot, harvested lumber, and slaves have already been sent back to the main forces of the Scourge back in the real world.

Given that, they will tell the players whatever they want to know and be smug about it at the same time. Even so, they are limited by their world-view and intellect to understand events transpiring around them.

The goblinoids don't really know why they're still hanging around; some thing it's because they're on R&R leave, others think Trag wants to kill the centaurs, and a few more are convinced Trag is up to something truly devious. The truth is revealed in area 8-17, but no goblinoid would guess that.

Finally, they don't really know what Trag is. Some think he must be part-demon, others are certain he's the avatar of the First Bugbear (whatever that is). Similarly, they can't explain why he doesn't fight with weapons. In their minds, he's just insanely strong and maybe a little insane.

The only detail a goblin would hold back on is the location of the Scourgelands gate (area 8-18). They would have to be brought to having a helpful attitude (or severely threatened) to offer that information, and even then they'd only be able to say it's, "hidden-like, 'tween hills…you can't go through 'cause the Big Bug will eat you!" The Big Bug is the rhinoceros beetle, and the goblins are proud of it.

Keep in mind no one goblin is going to give up all this information at once. Also keep in mind that any goblinoid captives are going to try to backstab or betray the heroes at any opportunity.

Random Encounters

This demiplane is home to several different creatures, most of whom leave their lairs to raid, hunt, or otherwise go about their lives.

The chances of a random encounter on this level are, therefore, fairly high. Roll on the table below for every hour spent exploring. The statistics pertaining to each encounter are detailed below. Each encounter except On Patrol and Scouting Party can only occur once; if you get a duplicate result, re-roll. If you get another repeat, consider it no encounter.

Within five miles of area 8-4, treat a Scouting Party result as an On Patrol result. Similarly, within 10 miles of area 8-17, treat an On Patrol result as a Scouting Party result.

Wandering Monsters (EL 8)

1d12	Result
1-2	No encounter
3	On patrol
4	Concerned fey
5-6	Scouting party
7	Prey of the pack
8	Unquiet dead
9-10	Confused and angry
11	In concert
12	The forest book

On Patrol: A centaur ranger is patrolling with his unicorn paragon friend. They are hostile if the party has been causing trouble or despoiling the woods, but otherwise ask if they've seen bugbear scouts or talked to Soras Leafbrother (area 8-4). If the party has proven to be allies of the centaurs, the unicorn paragon will offer to heal their wounds.

Unicorn Paragon: CR 7; Large outsider (extraplanar, good); HD 8d8+40; hp 76; Init +3; Spd 60 ft.; AC 18, touch 12, flat-footed 15; Base Atk +8; Grp +17; Atk horn +12 melee (1d8+8); Full Atk horn +12 melee (1d8+8) and 2 hooves +7 melee (1d4+2 plus 1d6 electricity); Space/Reach 10 ft./5 ft.; SA Righteous neigh, sickening horn, spell-like abilities, thundering hooves; SQ Darkvision 60 ft., immunity to poison, charm, and compulsion, low-light vision, *magic circle against evil*, scent; AL CG; SV Fort +11, Ref +9, Will +14; Str 20, Dex 17, Con 21, Int 10, Wis 22, Cha 24.

Skills and Feats: Balance +14, Jump +28, Listen +19, Knowledge (nature) +11, Move Silently +14, Spot +19, Survival +20 (+22 in aboveground natural environments)*, Swim +16, Alertness, Iron Will, Skill Focus (Survival), Track.

*Unicorn paragons have a +3 competence bonus on Survival checks within the boundaries of a forest or on their home plane.

SA –Righteous Neigh (Su): Any nongood creature within 30 ft. of a unicorn paragon using this ability must make a Will save (DC 23) or become *slowed* (as the spell) for 1d4 rounds. A unicorn paragon must wait 1d6+1 rounds after using this ability before it can be used again.

Sickening Horn (Su): An evil creature struck by a unicorn paragon's horn must make a Fortitude save (DC 19) or become sickened for 1d3 minutes.

Spell-Like Abilities: Like in their former lives, unicorn paragons can use *detect evil* at will as a free action. Once per day a unicorn paragon can use *greater teleport*; unlike a lesser unicorn, however it uses this ability without restrictions. A unicorn paragon can use *cure light wounds* three times per day and *cure moderate wounds* once per day (caster level 8th) by touching a wounded creature with its horn. Once per day, it can use *neutralize poison* (DC 21, caster level 8th) with a touch of its horn.

Thundering Hooves (Su): A unicorn paragon's hooves deal 1d6 points of electrical damage per strike. On a critical hit, they also emit a loud, thunderous boom and the target must make a Fortitude save (DC 19) or become stunned for 1 round.

SQ –Magic Circle against Evil (Su): This ability continuously duplicates the effect of the spell of the same name. A unicorn paragon cannot suppress this ability.

Centaur, Rng2: CR 5; Large monstrous humanoid; HD 4d8+12 plus 2d8+6; hp 45; Init +4; Spd 50 ft.; AC 19, touch 13, flat-footed 15; Base Atk +6; Grp +16; Atk masterwork longsword +13 melee (2d6+6/19-20) or composite longbow [+4 Str] +9 ranged (2d6+4/?3); Full Atk longsword +11/+6 melee (2d6+6/19-20) and light mace +11 melee (1d8+3) and 2 hooves +6 melee (1d6+3) or composite longbow [+4 Str] +9/+4 ranged (2d6+4/?3); Space/Reach 10 ft./5 ft.; SA Favored enemy goblinoids +2; SQ Combat style (two-weapon fighting), darkvision 60 ft., wild empathy +1; AL NG; SV Fort +7, Ref +11, Will +6; Str 22, Dex 19, Con 17, Int 8, Wis 15, Cha 8.

Skills and Feats: Listen +6, Move Silently +8, Spot +6, Survival +7; Dodge, Track, Two-Weapon Fighting, Weapon Focus (light mace), Weapon Focus (longsword).

Possessions: Masterwork longsword, masterwork light mace, composite longbow [+4 Str], 20 arrows, masterwork studded leather barding.

Concerned Fey: This large family of grigs is worried about the goblinoids loose in the forest (despite the grig reputation for ferocity among sprite-kind), and would like the party to escort them to Dawn-on-Stream (area

8-4). The grigs are playful along the journey, and try to amuse the adventurers. If the party is attacked while on the road, the grigs will help out as best they can. If all grigs arrive safely, this act earns the heroes favor with Guber Grumbleworthy, the shopkeep. If they are gracious to the taciturn fey, he'll discount their goods 10%.

Advanced Grigs (8): CR 2; Tiny fey; HD 3d6+6; hp 16 each; Init +4; Spd 20 ft., fly 40 ft. (poor); AC 18, touch 16, flat-footed 16; Base Atk +1; Grp –10; Atk/Full Atk short sword +7 melee (1d3-3/19-20) or longbow +7 ranged (1d4-3/x3); Space/Reach 2.5 ft./ 0 ft.; SA Fiddle, spell-like abilities; SQ Damage reduction 5/cold iron, low-light vision, spell resistance 17; AL NG; SV Fort +3, Ref +7, Will +4; Str 5, Dex 18, Con 14, Int 10, Wis 13, Cha 14.

Skills and Feats: Appraise +0 (+2 weapons), Craft (weaponsmith) +6, Escape Artist +10, Hide +20, Jump +3, Listen +3, Move Silently +11*, Perform (string instruments) +9, Search +4, Spot +3, Use Rope +4 (+6 with bindings); Dodge, Stealthy, Weapon Finesse.

*Grigs have a +5 racial bonus on Move Silently checks in a forest setting.

Fiddle (Su): One grig in each band carries a tiny, grig-sized fiddle. When the fiddler plays, any nonsprite within 30 feet of the instrument must succeed on a DC 13 Will save or be affected as though by *irresistible dance* for as long as the playing continues.

Spell-Like Abilities: 3/day – *disguise self, entangle* (DC 14), *invisibility* (self only), *pyrotechnics* (DC 14), *ventriloquism* (DC 14). Caster level 9th.

Languages: Sylvan (the fiddle-player, named Fawheestu, also speaks Common and has 2 fewer ranks in Craft).

Scouting Party: A party is sent by Trag to probe the centaur's defenses. There are three configurations of the scouting party, corresponding to his three squad types; if this encounter is rolled, randomly determine which one the party finds (assuming there are further squads of this type in the field; see The Goblinoid Army).

#1: The worgs range about 50 feet ahead of the bugbears, moving at half speed (using Hide and Move Silently, it is possible they will detect the heroes before the party becomes aware of them).

Worgs (4): CR 2; Medium magical beast; HD 4d10+8; hp 30; Init +2; Spd 50 ft.; AC 14, touch 12, flat-footed 12; Base Atk +4; Grp +7; Atk/Full Atk bite +7 melee (1d6+4); SA Trip; SQ Darkvision 60 ft., low-light vision, scent; AL NE; SV Fort +6, Ref +6, Will +3; Str 17, Dex 15, Con 15, Int 6, Wis 14, Cha 10.

Skills and Feats: Hide +4, Listen +6, Move Silently +6, Spot +6, Survival +2*, Alertness, Track.

*A worg has a +4 racial bonus on Survival checks when tracking by scent.

Trip (Ex): A worg that hits with a bite attack can attempt to trip the opponent (+3 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the worg.

Bugbears, Bbn2 (2): CR 4; Medium humanoid (goblinoid); HD 3d8+9 plus 2d12+6; hp 41 each; Init +3; Spd 40 ft.; AC 19, touch 13, flat-footed 16; Base Atk +4; Grp +8; Atk/Full Atk masterwork morningstar +10 melee (1d8+4) or composite shortbow [+2 Str] +7 ranged (1d6+2/x3); SA Rage 1/day; SQ Darkvision 60 ft., fast movement, scent, uncanny dodge; AL CE; SV Fort +7, Ref +6, Will +2; Str 19, Dex 16, Con 16, Int 8, Wis 12, Cha 8.

Skills and Feats: Listen +9, Move Silently +7, Spot +6, Survival +4; Alertness, Weapon Focus (morningstar).

SA – Rage (Ex): Once per day, a bugbear barbarian can enter a state of fierce rage that last for 8 rounds. The following changes are in effect as long as it rages: AC 17 (touch 11, flat-footed 11); hp 51; Atk masterwork morningstar +12 melee (1d8+6); Full Atk masterwork morningstar +12 melee (1d8+6); SV Fort +9, Will +4; Str 23, Con 20. At the end of its rage, the bugbear barbarian is fatigued for the duration of the encounter.

Possessions: Masterwork morningstar, composite shortbow [+2 Str], 10 arrows, masterwork studded leather armor, 4d4 gp.

#2: These goblin wasp riders have been tracking centaur patrols. They will gladly attack the party, but do not fight to the death unless they are encountered in area 8-15.

Spider Eaters (2): CR 5; Large magical beast; HD 4d10+20; hp 47, 39; Init +1; Spd 30 ft., fly 60 ft. (good); AC 14, touch 10, flat-footed 13; Base Atk +4; Grp +13; Atk sting +8 melee (1d8+5 plus poison); Full Atk sting +8 melee (1d8+5 plus poison) and bite +3 melee (1d8+2); Space/Reach 10 ft./5 ft.; SA Implant, poison; SQ Darkvision 60 ft., freedom of movement, low-light vision, scent; AL N; SV Fort +9, Ref +5, Will +2; Str 21, Dex 13, Con 21, Int 2, Wis 12, Cha 10.

Skills and Feats: Listen +10, Spot +11; Alertness, Dodge.

Tricks Known: Combat riding.

SA –Implant (Ex): Female spider eaters lay their eggs inside paralyzed creatures of Large or larger size. The young emerge about six weeks later, literally devouring the host from inside.

Poison (Ex): Injury, Fortitude DC 17, initial damage none, secondary damage paralysis for 1d8+5 weeks.

SQ – Freedom of Movement (Su): Spider eaters have a continuous *freedom of movement* ability as the spell (caster level 12th). When the spider eater serves as a mount, this effect does not extend to its rider.

Goblins, War4 (2): CR 2; Small humanoid (goblinoid); HD 4d8+4; hp 25, 24; Init +2; Spd 30 ft.; AC 17, touch 13, flat-footed 15; Base Atk +4; Grp +0; Atk/Full Atk scimitar +6 melee (1d4/18-20) or javelin +7 ranged (1d4); SQ Darkvision 60 ft.; AL NE; SV Fort +5, Ref +3, Will +0; Str 11, Dex 14, Con 12, Int 10, Wis 9, Cha 6.

Skills and Feats: Hide +4*, Listen +4, Move Silently +4*, Ride +9, Spot +4; Alertness, Weapon Focus (scimitar).

Possessions: Studded leather armor, buckler, small scimitar, five javelins, 2d6 cp.

#3: These goblinoids are fey-slayers. The goblins generally move ahead of the bugbear and use *message* to notify him they've found something, setting up an ambush if possible.

Goblins, Rog2/Sor1 (2): CR 3; Small humanoid (goblinoid); HD 2d6+2 plus 1d4+1; hp12 each; Init +3; Spd 30 ft.; AC 15, touch 14, flat-footed 12; Base Atk +1; Grp –3; Atk/Full Atk short sword +5 melee (1d4/19-20) or hand crossbow +6 ranged (1d3/19-20); SA Sneak attack +1d6; SQ Evasion, darkvision 60 ft., trapfinding; AL NE; SV Fort +1, Ref +6, Will +2; Str 10, Dex 16, Con 13, Int 8, Wis 10, Cha 13.

Skills and Feats: Balance +5, Climb +5, Concentration +2, Escape Artist +8, Hide +13, Jump +2, Listen +5, Move Silently +13, Ride +7, Spot +5, Tumble +8, Use Rope +3 (+5 with bindings); Exotic Weapon Proficiency (hand crossbow), Weapon Finesse.

Spells Known (5/4; DC 11 + spell level): 0 – *acid splash, ghost sound, message, prestidigitation, resistance;* 1st – *burning hands, true strike*.

Possessions: Masterwork hand crossbow, short sword, 10 cold iron bolts, *bracers of armor +1, potion of cure moderate wounds* (CL 3rd), 2d6 cp.

Bugbear, War5: CR 6; Medium humanoid (goblinoid); HD 8d8+24; hp 60; Init +3; Spd 30 ft.; AC 20, touch 13, flat-footed 17; Base Atk +7; Grp +11; Atk longsword +12 melee (1d8+4/19-20); Full Atk longsword +12/+7 melee (1d8+4/19-20); SA –; SQ Darkvision 60 ft., scent; AL CE; SV Fort +8, Ref +7, Will +3; Str 19, Dex 16, Con 16, Int 10, Wis 12, Cha 6.

Skills and Feats: Climb +10, Hide +7*, Listen +5, Move Silently +9*, Spot +5; Alertness, Stealthy, Weapon Focus (longsword).

Possessions: Studded leather, buckler, longsword, 3d8 sp.

Prey of the Pack: The three magnificent dire wolves stalk the party. They charge in, harass, and flee, trying to wear the party down. They will harry the party for hours if need be (don't roll for additional wandering monsters during this time), but will not follow the party into the Scar or into area 8-4. The Gray Old Lady of the Wood will not directly engage the party unless one of her pack-mates is prevented from fleeing or killed.

Advanced Dire Wolves (2): CR 4; Large animal; HD 10d8+30; hp 75, 70; Init +3; Spd 50 ft.; AC 15, touch 12, flat-footed 12; Base Atk +7; Grp +18; Atk/Full Atk bite +14 melee (1d8+10); Space/Reach 10 ft./5 ft.; SA Trip; SQ Low-light vision, scent; AL N; SV Fort +10, Ref +12, Will +4; Str 25, Dex 16, Con 17, Int 2, Wis 12, Cha 10.

Skills and Feats: Hide +1, Listen +7, Move Silently +5, Spot +7, Survival +4*, Alertness, Lightning Reflexes, Run, Track, Weapon Focus (bite).

*Dire wolves have a +4 racial bonus on Survival checks when tracking by scent.

SA – Trip (Ex): A dire wolf that hits with a bite attack can attempt to trip its opponent (+14 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the dire wolf.

Gray Old Lady of the Wood (Old Advanced Dire Wolf): CR 6; Large animal; HD 18d8+36; hp 117; Init +5; Spd 50 ft.; AC 13, touch 10, flat-footed 12; Base Atk +13; Grp +23; Atk/Full Atk bite +19 melee (1d8+9); Space/Reach 10 ft./5 ft..; SA Trip; SQ Low-light vision, scent; AL N; SV Fort +15, Ref +14, Will +10; Str 23, Dex 13, Con 15, Int 4, Wis 14, Cha 12.

Skills and Feats: Hide -1, Listen +9, Move Silently +3, Spot +9, Survival +9*, Alertness, Great Fortitude, Improved Initiative, Iron Will, Lightning Reflexes, Run, Track, Weapon Focus (bite).

*Dire wolves have a +4 racial bonus on Survival checks when tracking by scent.

SA – Trip (Ex): When the Gray Old Lady hits with a bite attack, she can attempt to trip its opponent (+19 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the Gray Old Lady.

Unquiet Dead: Long ago, the great chimera Braxilant was a terror of the Far Gardens. Verdivis, the greatest transmuter who ever lived, decided it would make a nice guard creature for his cottage (area 8-5). The wizard, however, had enchantment as a barred school. Undeterred, Verdivis slew the beast and reanimated it as a skeleton under his thrall. After the departed the Far Garden, he released Braxilant's bones, and they still wander around, slaying at random. Forest animals will flee about 60 feet ahead of it, possibly giving the party a warning. They should also hear it crashing through the forest, or, if they're in the open, see it coming.

Bringing Soras Leafbrother proof of the skeleton's destruction will put him in the party's debt.

Braxilant, skeletal advanced chimera: CR 8; Huge undead; HD 14d12; hp 91; Init +7; Spd 30 ft.; AC 14, touch 11, flat-footed 11; Base Atk +7; Grp +25; Atk bite +15 melee (3d6+10); Full Atk bite +15 melee (3d6+10) and bite +15 melee (2d6+10) and gore +15 melee

(2d6+10) and 2 claws +10 melee (1d8+5); Space/Reach 15 ft./10 ft.; SQ Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits; AL NE; SV Fort +4, Ref +7, Will +9; Str 31, Dex 16, Con –, Int –, Wis 10, Cha 1.

Skills and Feats: Improved Initiative.

Confused and Angry: An athach accidentally wandered here while raiding in Morrain's Witch Wood and can't get home. Furious, it will attack anyone it comes across, demanding to know why it has been "stolen." It cannot be reasoned with. The creature is unaware of the properties of its *necklace of fireballs*.

Athach: CR 8; Huge aberration; HD 14d8+70; hp 133; Init +1; Spd 35 ft.; AC 20, touch 9, flat-footed 19; Base Atk +10; Grp +26; Atk *+1 frost shortspear* +17 melee (2d6+9 plus 1d6 cold) or rock +9 ranged (2d6+8); Full Atk *+1 frost shortspear* +13/+8 melee (2d6+9 plus 1d6 cold), and 2 heavy maces +12 melee (3d6+4), and bite +12 melee (2d8+4 plus poison); or rock +5 ranged (2d6+8), and 2 rocks +5 ranged (2d6+4); Space/Reach 15 ft./15 ft.; SA Poison; SQ Darkvision 60 ft.; AL CE; SV Fort +9, Ref +5, Will +10; Str 26, Dex 13, Con 21, Int 7, Wis 12, Cha 6.

Skills and Feats: Climb +9, Jump +18, Listen +7, Spot +7; Alertness, Cleave, Multiweapon Fighting, Power Attack, Weapon Focus (bite).

SA – Poison (Ex): Injury, Fortitude DC 22, initial damage 1d6 Str, secondary damage 2d6 Str.

Possessions: Hide armor, two heavy maces, *+1 frost shortspear, necklace of fireballs* (type I), diamond-studded stickpin (for a Large creature) (1,000 gp), 350 gp, 2 zircons (30 and 50 gp), malachite (12 gp), aquamarine (700 gp).

In Concert: Two satyrs, Ebuss and Frinn, both want the pixie Usilia to dance for them, but she refuses to do so for both. Unable to reach a compromise, they're having a not-so-friendly musical competition. The heroes will be able to hear the alternating piping and arguing (in Sylvan) from quite a distance away.

If the party approaches threateningly, or if they are hiding and get spotted, each satyr will accuse the other (in Sylvan) of hiring assassins and then both will attack the party, splitting their attacks in half between each other and the party. Usilia will try to calm everyone down, but if anyone lands a blow that does lethal damage to either satyr, she'll use *irresistible dance* on that adventurer.

If, however, the party approaches in a friendly manner, they will be asked to "impartially" judge the competition. Before they begin, though, each satyr will privately murmur a bribe to the party: a set of *pipes of sounding* from Ebuss or an *efficient quiver* from Frinn.

Alternatively, if any hero has ranks in Perform (woodwinds), that adventurer can also enter the competition and Usilia will judge. Each participant will make a Perform (woodwinds) check, with the best result winning the "round." The competition is over once any participant has won two rounds.

Also, any hero with ranks in Perform (dance) can offer to dance for the satyrs, who will first demand an "audition." Have the hero make a DC 16 Perform (dance) check; success indicates that the satyrs will be satisfied with the hero's performance, failure indicates they prefer the pixie.

Regardless of nonviolent outcome, Usilia will give the party her potion of *enlarge person* in thanks. Resolving this encounter without violence earns no encounter XP for the party, but instead bonus XP (see Bonus Rewards).

Ebuss and Frinn, satyrs: CR 4; Medium fey; HD 5d6+5; hp 22, 21; Init +1; Spd 40 ft.; AC 15, touch 11, flat-footed 14; Base Atk +2; Grp +2; Atk head butt +2 melee (1d6) or shortbow +3 ranged (1d6/x3); Full Atk head butt +2 melee (1d6) and dagger –3 melee (1d4/19-20) or shortbow +3 ranged (1d6/x3); SA Pipes; SQ Damage reduction 5/cold iron, low-light vision; AL CN; SV Fort +2, Ref +5, Will +5; Str 10, Dex 13, Con 12, Int 12, Wis 13, Cha 13.

Skills and Feats: Bluff +9, Diplomacy +3, Disguise +1 (+3 acting), Hide +13, Intimidate +3, Knowledge (nature) +9, Listen +15, Move Silently +13, Perform (wind instruments) +9, Spot +15, Survival +1 (+3 above-

ground); Alertness, Dodge, Mobility.

SA – Pipes (Su): Satyrs can play a variety of magical tunes on their pan pipes. Usually, only one satyr in a group carries pipes. When it plays, all creatures within a 60-foot spread (except satyrs) must succeed on a DC 13 Will save or be affected by *charm person, sleep*, or *fear* (caster level 10th; the satyr chooses the tune and its effect). In the hands of other beings, these pipes have no special powers. A creature that successfully saves against any of the pipe's effects cannot be affected by the same set of pipes for 24 hours.

Possessions: Dagger, shortbow, 10 arrows, *pipes of sounding* (Ebuss), *efficient quiver* (Frinn).

Usilia, pixie: CR 5; Small fey; HD 1d6; hp 4; Init +4; Spd 20 ft., fly 60 ft. (good); AC 16, touch 15, flat-footed 12; Base Atk +0; Grp -6; Atk short sword +5 melee (1d4-2/19-20) or longbow +5 ranged (1d6-2/x3); Full Atk short sword +5 melee (1d4-2/19-20) or longbow +5 ranged (1d6-2)/x3; SA Spell-like abilities, special arrows; SQ Damage reduction 10/cold iron, greater invisibility, low-light vision, spell resistance 15; AL NG; SV Fort +0, Ref +6, Will +4; Str 7, Dex 18, Con 11, Int 16, Wis 15, Cha 16.

Skills and Feats: Bluff +7, Concentration +4, Escape Artist +4, Hide +8, Listen +8, Move Silently +8, Ride +8, Perform (dance) +6, Search +9, Sense Motive +6, Spot +8; Dodge, Weapon Finesse.

SA – Special Arrows (Ex): Usilia often employs arrows that deal no damage but put a creature to sleep. Any opponent struck by one of these arrows, regardless of Hit Dice, must succeed on a DC 15 Fortitude save or be affected as though by a *sleep* spell.

Spell-Like Abilities: 1/day – *lesser confusion* (DC 14), *dancing lights, detect chaos, detect good, detect evil, detect law, detect thoughts* (DC 15), *dispel magic, entangle* (DC 14), *permanent image* (DC 19; visual and auditory elements only), *irresistible dance* (DC 21), *polymorph* (self only). Caster level 8th.

SQ – Greater Invisibility (Su): A pixie remains invisible even when it attacks. This ability is constant, but the pixie can suppress or resume it as a free action.

Possessions: Short sword, shortbow, 14 arrows, 9 sleep arrows, *potion of enlarge person* (CL 1st).

The Forest Book: A cete of dire badgers has adopted the missing sister, Ninia Porrel. She cannot leave without upsetting them, and they won't let anyone near her as they travel around the Far Gardens, always moving. If anyone can use wild empathy to make them Helpful or cast *speak with animals* (or has "Stagheart" Tearny from area 8-3 mediate), they can avoid the fight and earn bonus experience points. Once the PCs roll this encounter, it becomes a fixed location on the map, so they can return to it if necessary.

Advanced Dire Badgers (5): CR 3; Large animal; HD 6d8+48; hp 84 each; Init +2; Spd 30 ft., burrow 10 ft.; AC 15, touch 12, flat-footed 12; Base Atk +4; Grp +14; claw +9 melee (1d6+6); Full Atk 2 claws +9 melee (1d6+6) and bite +4 melee (1d8+3); Space/Reach 10 ft./5 ft.; SA Rage; SQ Low-light vision, scent; AL N; SV Fort +12, Ref +7, Will +4; Str 22, Dex 15, Con 24, Int 2, Wis 12, Cha 10.

Skills and Feats: Listen +7, Spot +8; Alertness, Toughness (2), Track.

SA – Rage (Ex): A dire badger that takes damage in combat flies into a berserk rage on its next turn, clawing and biting madly until either it or its opponent is dead. It gains +4 Strength, +4 Constitution, and –2 AC. The creature cannot end its rage voluntarily.

Areas of the Map

Each area, if appropriate, will detail relevant statistic for any doors, structures, lighting, or walls.

Area 8-1 – Strength: There is no light source in this cavern. When the party can see, read or paraphrase the following:

> *The surfaces of this cave are worn smooth, unnaturally-so, as if this place was hollowed and sculpted by magic. You spy a small set of stone stairs, almost a dais, at the far wall. Long blocks of worked stone lie stacked and scattered haphazardly atop the stairs, as if they once stood and have been carelessly knocked over. Each block is carved with an unfamiliar writing.*
>
> *You can almost tell how the stones were once arranged ... it might be possible to recreate their original configuration.*

If the party manages to reconstruct the gate, read or paraphrase the following:

> *Finished, you see that the stones formed an outline like that of a doorjamb, or a portal. Suddenly, a deep green light flickers in the empty space delineated by the pillars you have erected. Before your eyes, the flicker begins to swirl, growing larger slowly, until it eventually fills the entire portal. You smell fresh grass and honeysuckle emanating from the green light.*

When the party returns from the gate the first time, read or paraphrase the following:

> *Returning to Castle Whiterock through the swirling green fog seems to take even longer than it took to leave. When you step once more into the magically sculpted cavern, you feel a chill grip your heart. It feels like you've been gone a long, long time, and your body has paid for it.*

Development: This was the gate constructed by Vallisneria Forestfriend with the help of Ildavir, damaged long ago by Vulgaris the minyad (area 7-3), who had fled through the gate and destroyed it to cut off pursuit.

The writing is in the Druidic tongue (also understandable by a DC 30 Decipher Script check). It says, "Vallisneria Forestfriend bids you honor the Far Garden beyond this portal, which was granted by Ildavir in her wisdom to increase our own."

A DC 20 Knowledge (nature) check made by a ranger or druid, or a DC 35 Knowledge (arcana) check, will know that the Far Garden was supposed to have been a kind of private preserve for the ancient druids, but the locations of the gates that led there, if they ever existed, has been lost for ages. A DC 20 Knowledge (history) check will remember that Vallisneria Forestfriend was one of the legendary Company of the Black Osprey, who conquered Castle Whiterock centuries ago.

This gate co-exists on two planes: the Prime Material Plane where the heroes normally live, and the Far Garden. Repairing this gate has repaired its reflection in the Far Garden as well, something noticed by the goblin advance scouts there (see area 8-2).

Repairing the Gate: It is a simple process to repair the gate, but it involves significant labor, requiring 60 man-hours of work.

After an hour of work, have all participating in the effort make Strength checks. Add the results together to determine the total man-hours of work achieved so far. Spells and effects that boost Strength for less than 10 minutes (like a low-level *bull's strength* spell) do not appreciably benefit the party's effort.

Reduce the amount of work required by 2 for every character with stonecunning participating in this effort. Similarly, add +4 to the party's overall result for every block and tackle used in this effort (maximum +12) if the party has at least 50 feet of any kind of rope.

Work Smart, Not Hard: One adventurer can act as "foreman" and direct the others. This hero takes a –5 penalty on the Strength check because he is spending some time directing labor, but he can make other rolls that may be beneficial:

A successful DC 20 Knowledge (religion) check will reduce the work required by 15, displaying an understanding of how some aspects of the gate are supposed to fit together.

A successful, relevant DC 10 Profession check (such as stonemason, miner, etc.) also reduces the work required by 15, displaying an understanding of how to lift and move heavy loads of stone.

Anyone with 5 or more ranks in Knowledge (architecture and engineering) can make a check. Add the entire result of that check to Strength checks made by the rest of the party.

The "foreman" can make as many of these rolls per hour's worth of work as he is qualified to make.

Ye Olde Rope Trick, Part II: Some characters are particularly cautious, and feel it necessary to tie ropes to themselves whenever they venture into potentially hazardous areas. Venturing into this swirly-green portal, for example, is a likely place where the party would perform such a hyper-cautious act.

Anyone physically anchored to the Prime Material Plane cannot enter the Far Garden. Instead, they will never emerge from the dark green swirl of transit, although they should have the feeling that wherever the portal leads is *just beyond* their position. Note that this also means a party of adventurers holding hands in a chain as they enter the portal won't arrive until the last of their number enters.

Ildavir and Vallisneria put this safeguard in place, recognizing that cowardly but mischievous races might try this very trick to explore the Far Garden. By making it impossible to reach while safely anchored, they hoped to deter some would-be explorers.

If the PC never actually enters the Far Garden, they do not age when they return.

Area 8-2 – The World (EL 9): Read or paraphrase the following and show the players Handout O as the heroes step through:

Stepping through the portal and into the green light, you feel yourself pulled forward as if by a rope tied around your chest. This feeling lasts for some time, longer than one would expect.

Abruptly you stumble forward into daylight. You are standing before an exact replica of the gate you recently reconstructed. The stairs lead down to soft, green earth, and six moss-covered pillars stand as if an honor guard, flanking the path ahead.

The air here is fresh, unbelievably crisp and clean, and above you is a clear, cloudless, daylit sky. You are standing on a small hill overlooking a large forest. The hills extend to the right and left, and you see more on the other side of the

forest. A large river draws a blue, vertical line that bisects a third of the land from the rest. You note that all of the land on the far side of the river, and some on this side, is scorched and smoking, as if by a recent forest fire. Near the center of the forest, you see a lone hill upon which stands a broken watchtower.

You can see that a road, apparently starting from this staircase, travels into the forest. The road is made of paved stones that were once carved, but time and tread has reduced them to being nearly smooth.

A deep green wall of fog, not unlike that through which you just traveled, bounds this strange area of several square miles of forestland. The fog looks strongest near the ground, and then seems to slowly fade out as it climbs into the sky.

As you stand, taking in this strange place, you hear a low buzzing that grows quickly louder. Suddenly, two giant wasps with bat wings rise from behind a nearby hill. You spy large goblins astride the flying creatures.

Development: This is the primary gate that leads to the Far Garden. As long as it stands, other gates can be made. Soras and his preceding guardians of the Far Garden have never completely dismantled this gate because Ildavir helped make it, and they believed it stood for a purpose. See area 8-4 for more details.

The goblinoid general razing the Far Garden, Trag, knows that the primary gate, the only one other than his own that still intersects the Far Garden, is located on this hill. He periodically sends his two best goblin advance scouts to see if the gate is repaired. They noticed the spontaneous reconstruction of this gate, and have moved closer to investigate. They will engage the party as soon as it seems that people have stopped coming out of the gate.

After the battle, if the heroes decide to take a moment further to look at their surroundings, the GM should call for Spot checks and refer to the results below:

DC 10 – The party notices a small tent city off to the northwest.

DC 15 – The party notices a cabin atop a nearby hill to the west. They also spy two bridges crossing the river.

DC 20 – The party notices that there are some buildings standing far off in the scorched forestland.

DC 35 – The party spies a tiny fort made of logs far to the east, beyond some intervening hills.

Defeat: If the party is defeated, the goblins will loot their bodies, not stopping to check to see who is slain or merely paralyzed. They will then depart and report to Trag, who will send them back in a few days. The party will eventually be discovered by a centaur patrol (see Wandering Monsters) and taken to area 8-4.

Tactics: The goblins have grown arrogant hunting weaker fey and hapless druids (see area 8-3) and so overestimate their capabilities. Rather than reporting to Trag immediately, they plan on killing the party and getting first pick of their loot.

These advance scouts have been in plenty of scrapes, and know how to fight. They will open combat by peppering the party with arrows from about 40 feet away and 20 feet off the ground. The goblins will keep their mounts at least 60 feet away from each other if possible to avoid any blast-area spells. If this tactic seems to be working, they will gladly expend all their arrows at the party. They target lightly armored characters first, believing them to be wizards.

The spider eaters have good maneuverability, meaning they can hover in place, make 90-degree turns after moving forward 5 feet, climb at half speed, and even move straight backward (at –5 ft. speed). Note that the goblins take a –2 penalty to attack rolls with their bows during a round in which their mounts move (per their Mounted Archery feat).

The two goblins will only close to melee if their arrows are somehow ineffective. In that case, they switch to their short swords. They will try to flank a single adventurer (again targeting the one with the least armor), fighting until the hero falls or gets stung three times. Should an adventurer be stung three times, the goblins will withdraw straight up, then charge the next-least-armored person (believing that their first target will fail one of the saves and pass out soon), repeating their tactics.

They are very protective of their mounts and always try to use Mounted Combat to negate the first hit their mounts take each round of combat. As long as they have more than half their hit points, they will fight alongside their mounts (automatically passing the Ride check to do so). If they have less than half their hit points, they will instead claim cover from the mount (automatically passing the Ride check to do so) and not attack at all.

If either goblin is reduced to 5 hit points or less, he will flee (on foot if necessary), abandoning his comrade. The goblins will pursue fleeing adventurers if there is no body to loot and at least one spider eater is alive. If a goblin is killed, its mount will defend its fallen body with its life.

Goblin Wasp Rider, War8: CR 5; Small humanoid (goblinoid); HD 8d8+8; hp 47; Init +3; Spd 30 ft.; AC 17, touch 14, flat-footed 14; Base Atk +8; Grp +6; Atk composite longbow [+1 Str] +12 ranged (1d6+1/x3) or short sword +11 melee (1d4+2/19-20); Full Atk composite longbow [+1 Str] +12/+7 ranged (1d6+1/x3) or short sword +11/+6 melee (1d4+2/19-20); SQ Darkvision 60 ft.; AL NE; SV Fort +7, Ref +5, Will +2; Str 15, Dex 16, Con 13, Int 12, Wis 10, Cha 6.

Skills and Feats: Climb +5, Handle Animal +9, Hide +6*, Listen +5, Move Silently +6*, Ride +20, Spot +5; Alertness, Mounted Archery, Mounted Combat.

Possessions: Studded leather armor, composite longbow [+1 Str], 20 arrows, short sword.

Goblin Wasp Rider, War10: CR 6; Small humanoid (goblinoid); HD 10d8+10; hp 51 hp; Init +4; Spd 30 ft.; AC 18, touch 15, flat-footed 14; Base Atk +10; Grp +7; Atk composite longbow [+1 Str] +16 ranged (1d6+1/x3) or short sword +12 melee (1d4+2/19-20); Full Atk composite longbow [+1 Str] +16/+11 ranged (1d6+1/x3) or short sword +12/+7 melee (1d4+1/19-20); SQ Darkvision 60 ft.; AL NE; SV Fort +7, Ref +7, Will +4; Str 12, Dex 19, Con 13, Int 10, Wis 12, Cha 6.

Skills and Feats: Handle Animal +6, Hide +7*, Listen +4, Move Silently +7*, Ride +23, Spot +5; Alertness, Mounted Archery, Mounted Combat, Weapon Focus (longbow).

Possessions: Studded leather armor, composite longbow [+1 Str], 20 arrows, short sword, two hematites (10 and 11 gp), a bloodstone (50gp), and a white pearl (110 gp).

Spider Eaters (2): CR 5; Large magical beast; HD 4d10+20; hp 47, 39; Init +1; Spd 30 ft., fly 60 ft. (good); AC 14, touch 10, flat-footed 13; Base Atk +4; Grp +13; Atk sting +8 melee (1d8+5 plus poison); Full Atk sting +8 melee (1d8+5 plus poison) and bite +3 melee (1d8+2); Space/Reach 10 ft./5 ft.; SA Implant, poison; SQ Darkvision 60 ft., freedom of movement, low-light vision, scent; AL N; SV Fort +9, Ref +5, Will +2; Str 21, Dex 13, Con 21, Int 2, Wis 12, Cha 10.

Skills and Feats: Listen +10, Spot +11; Alertness, Dodge.

Tricks Known: Combat riding.

SA – Implant (Ex): Female spider eaters lay their eggs inside paralyzed creatures of Large or larger size. The young emerge about six weeks later, literally devouring the host from inside.

Poison (Ex): Injury, Fortitude DC 17, initial damage none, secondary damage paralysis for 1d8+5 weeks.

SQ – Freedom of Movement (Su): Spider eaters have a continuous *freedom of movement* ability as the spell (caster level 12th). When the spider eater serves as a mount, this effect does not extend to its rider.

Area 8-3 – The Hanged Man: This encounter does not occur unless the party spots "Stagheart" hanging upside down in a tree by the side of the overgrown trail. It takes a DC 18 Spot check to notice him. If anyone makes the check, read or paraphrase the following:

> *Unless your eyes mislead you, there's a half-naked man hanging upside-down in a tree. He's about 10 feet off the ground. He's got a barrel chest, and several large bruises on his chest and sides. You can't tell from here if he's asleep, comatose, or even alive.*

Development: After the Porrel children ran away from the orphanage (see Finder of Lost Children sub-quest), the people of Blessings-Be pleaded with an itinerant druid, "Stagheart" Tearny, to look for them in the woods. "Stagheart," a former mule-cart driver who inexplicably "found the light" one day, agreed in his robust manner and set off. As he wandered the forest, he got lost, and eventually ended up here. Knowing a little (and only a little) about druid-craft, he realized where he was and it occurred to him the Porrel children might be here as well. He refused the help of the centaurs, and steadfastly set out on his own to save the children. Unfortunately, he was caught by the goblins in area 8-2, stripped of his belongings, and deposited in this tree, where he has remained for the last week and a half.

Anyone finding him can make a DC 14 Heal or Knowledge (nature) check to identify that he's been envenomed. Unfortunately, a Heal check cannot assist him against the poison now. Left alone, "Stagheart" will remain like this for another seven and a half weeks, although the centaurs will find him in another four days. If the party assists him immediately (through *delay poison, neutralize poison*, or *remove paralysis*) or gets him to someone who can help him, he will be very grateful. Recognizing (finally) that he's out of his league, he'll ask the party to hear out Dalen Porrel on Dawn-on-Stream.

"Stagheart" is a pleasant fellow who has more enthusiasm than sense. "Stagheart" is the name he gave himself because he thought it sounded like a druid's name; his real given name is Orbo.

"Stagheart" Tearny, male human Com2/Drd1: CR 1/3; Medium humanoid (human); HD 2d4+2 plus 1d8+1 plus 3; hp 19; Init -1; Spd 30 ft.; AC 9, touch 9, flat-footed 9; Base Atk +1; Grp +1; Atk/Full Atk unarmed strike +1 melee (1d3 nonlethal); SA Spells; SQ Wild empathy +2; AL CG; SV Fort +3, Ref –1,

Will +2; Str 11, Dex 8, Con 12, Int 9, Wis 10, Cha 13.

Skills and Feats: Handle Animal +8, Knowledge (nature) +3, Survival +2, Use Rope +3; Endurance, Skill Focus (Handle Animal), Toughness.

Spells Prepared: "Stagheart" lacks the requisite Wisdom to cast anything stronger than an orison (3/–; DC 10 + spell level): 0 – *create water, cure minor wounds, light.*

Possessions: None.

Area 8-4 – The Sun: Read or paraphrase the following:

You have come across a small tent community populated by forest fey and other woodland creatures. Sprites haggle over prices with grigs, proud, heavily armed centaurs strut about, and lascivious satyrs ogle a passing dryad.

One of the centaurs takes notice of you and canters over, speaking in strangely accented Common. "New, yes? Must speak Soras Leafbrother." He points to a large pavilion in the center of the village. "I lead."

The centaur, Haele, is gruff but not unkind. He barely understands Common and will answer most questions with, "Soras talks." If addressed in Elven or Sylvan, he will explain that all newcomers are required to meet with Soras, who decides if they can be allowed to wander in the Far Garden. When the party enters the main pavilion, read or paraphrase the following:

The pavilion, colored sky blue and white, flies a light green banner with a golden stag. There is a large, roped-in clearing behind the pavilion.

The centaur gestures you inside at the entrance, but does not follow. Within, it is a little warmer, although small flaps are left open to allow air to circulate. An aged, scarred centaur, the largest you've ever seen, kneels in the center of the pavilion, listening to something a human boy-child is whispering to him. The boy has on an oversized shirt of chain and a lopsided steel cap. Perched on the boy's shoulder is a sinuous lizard-creature, much like a dragon, with brilliant orange-and-blue butterfly wings and a prehensile tail. A small mongrel dog, missing an ear, noisily laps at a wooden water bowl in the corner.

Raising to stand erect, the centaur speaks in a booming voice, addressing you in Common, "I am Soras Leafbrother, leader of this camp and defender of the Far Garden. How is it you have come here: by accident or by design? As friend, explorer, conqueror, or fiend?"

If the party is present when the Silver Bridge appears, read or paraphrase the following and give the party Handout P:

Slowly, the light assumes that magical, transitive quality, such as is only seen at dawn and dusk. This light gathers in the clearing behind the centaur's pavilion, and some of it seems to coalesce, forming a brilliant silver bridge whose railing is metalcraft as delicate as lace. The bridge arcs gracefully upward, its terminus suspended about ten feet above the ground, seeming to end in mid-air.

Sub-Quest: Finder of Lost Children

When the Grand Duchy of Leherti fell to the Scourge, many homes were broken, including that of the Porrel family. The children, Jae (12), Dalen (8), and Ninia (6), were part of a refugee train that fled to the Theocracy of the Lance, where they were sent to a small orphanage in the village of Blessings-Be. They were happy there, tended by kind folk, but things started turning strange in the village when their local hero reappeared, and the children decided to run away. They made it as far as the woods before they fell asleep … and woke up here.

They have been here for a month, surviving through their own wits and with the help of goodly fey, but their luck has recently taken another turn for the worse. A week ago, a band of aranea moved into the fallen tower where they were sheltering (area 8-6), and the children were separated in the confusion.

Dalen was lucky enough to be found by a centaur patrol (see Wandering Monsters). He was taken to this camp and has insisted on training with the centaurs so he can become a warrior and save his sisters.

Ninia needs little help being rescued. She has been "adopted" by a cete of overprotective dire badgers. See Wandering Monsters for more details.

Jae, however, is in great danger. The sadistic redcap Forst (area 8-8) found her, and has been using her to trap unicorns passing through here on their way to the Glade of Farewell (level 8A). So far he's collected twelve horns, and he's threatened that once he gets his baker's dozen, he'll have no more use for her.

Reuniting the Porrel children is worth bonus XP to the party (see Bonus Rewards).

Development: Soras is good-hearted, but he's also got a lot of worries right now and strangers showing up is either a boon from the Mother of All or yet another problem … his discussion with the heroes (and, if necessary, judicious use of his Sense Motive skill) will tell him which it is to be. Wicked and desperate men have come to him before, such as those "exiled" into the Witch Wood in Morrain, and he was forced to put them down for the safety of his charge. The dog is Arrel, Soras' animal companion.

The boy is Dalen Porrel, who will be asked to tell his story to the party (see "Finder of Lost Children" sub-quest); Soras will be watching their reactions as a way to judge their hearts.

The lizard is a faerie dragon, Grisby, Soras' advisor and one-time companion to Vallisneria Forestfriend, now known as the unicorn paragon Hyelnevyuir. The faerie dragon is playful, but not as prone to pranks as others of its kind. Since the centaurs are so occupied managing Dawn-on-Stream and making sure the goblins don't advance, it will fall to Grisby to show the party around.

If the heroes behave themselves and seem to be responsive to the plight of the goodly fey, Grisby will approach them afterward, asking for help with a different issue. See the sidebar for Grisby's sub-quests.

Tent City: The tent city, which calls itself Dawn-on-Stream, was erected when the goblinoid army started burning the eastern section of the forest. It houses 218 refugees, their belongings, and their sometimes-volatile personalities. Several of the tents are shops, residences, or both, and the party can spend some wealth here if they don't mind putting up with the carefree and whimsical fey. Clearly, this place is highly atypical (see the gp limit in the stat block, below, for an example). In many ways, it's more an extended party than a hamlet.

For example, simple material wealth won't always be enough to purchase an item. More often, the fey will make an additional request, with the outcome of the request affecting the final price by as much as

Sub-Quest: Grisby's Quests

"Unicorn Slayer"

The faerie dragon explains that something in the forest has been systematically killing the unicorns of the forest who travel here to enter the Glade of Farewell (level 8A). Grisby believes that this is not the work of the goblinoids because the bodies aren't mutilated … just their horns taken. It also warns them that unicorns are very magical creatures in nature, which makes them both hardy and very susceptible to influences.

See area 8-8 for the completion of this sub-quest, and Bonus Rewards for how the party is rewarded.

If the party completes this quest and is still on good terms with Grisby, it will offer them the next sub-quest.

"Easing the Dead"

The faerie dragon explains that the unicorns come to the Far Garden to pass through the Silver Bridge on their way to the Glade of Farewell (level 8A), a place of final rest for them (see "The Glade of Farewell" sidebar).

The dragon asks the party to take the horns across the Silver Bridge to Hyelnevyuir, the guardian of the glade (there are too many for it to carry alone without making several trips), and volunteers to cross the Silver Bridge with them. It will not tell them the unicorn paragon's former identity.

See level 8A for the resolution of this sub-quest.

Sub-Quest: Taking the Gate

If the party visits Dawn-on-Stream after Trag is slain (area 8-17) but before defeating the rhinoceros beetle (area 8-18), Soras calls them to a war council in his tent. There, he puts forth a plan to destroy the Scourgelands gate.

The goblin army, he explains, put much of its faith in two things: their general, and their gate's guardian, a beetle the size of a hill. With Trag defeated, their resolve has to be tottering, and Soras intends to strike before they regroup.

However, the centaurs are not strong enough to challenge both the goblinoids and the gate's guardian, so he proposes a diversionary attack to lure the army onto the field of battle while a smaller force slays the guardian, shattering the goblins' morale. The adventurers, of course, are his idea of a "smaller force."

See area 8-18 for details, and Bonus Rewards for the party's recompense.

+/- 15%. See the list below for some possibilities; GMs are encouraged to make their own. These should not demean the adventurers (for these are good-hearted fey), but they should be meant to invoke a feeling of childlike fun:

- Tell a story about their childhood.
- Sing a song of their choice, or one praising the virtues of the shopkeeper.
- Play tag or hide-and-seek with the fey's nephews while they gather the item.
- Participate in a dance contest, jumping contest, drinking contest, or tree-climbing contest as the shop's "champions."

Dawn-on-Stream (hamlet): Conventional (Monstrous): AL NG; 12,000 gp limit; Assets 132,000 gp; Population 218; Integrated (26% pixie, 20% centaur, 18% pixie, 10% grig, 7% satyr, 7% nymph, 5% nixie, 4% unicorn, 2% treant, 1% other).

Authority Figure(s): Soras Leafbrother (male centaur Rng12, champion); Hyelnevyuir (female unicorn paragon, emissary); Saria Sundew (female pixie Brd7, master performer); Grisby (faerie dragon, advisor); Guber Grumbleworthy (male grig Exp8, tent shopkeep); Chases-the-Current (female nixie Drd 4, spiritual leader); Haele (male centaur Rng6, lieutenant); Emainée (*missing*) (female nymph, drama queen); Philos (male satyr Ari2, drunken lout and rabble-rouser); Dalen Porrel (male human child Com2, mascot).

Town Guard/Militia: Centaur Rng2 (41), Unicorn paragons (9).

A Little Help Here: The centaurs stationed here often have their hands full just keeping the peace in the camp, much less patrolling the forest and fighting off the goblinoids. Consequently, Soras is offering a bounty on goblinoid heads, most especially the head of the goblinoid general, a creature known as Trag. He would also like the wandering skeleton of Braxilant the chimera put down. See Bonus Rewards for details.

The Silver Bridge: If Soras determines that the party has pure hearts, and if they prove themselves to him by completing tasks, he will tell them about the Silver Bridge that leads to the Glade of Farewell (see sidebar). This gate is located in the roped-off clearing behind the main pavilion. See level 8A for details on the Silver Bridge and the Glade of Farewell.

Soras Leafbrother, centaur Rng12: CR 15; Large monstrous humanoid; HD 4d8+16 plus 12d8+48; hp 135; Init +5; Spd 50 ft.; AC 24, touch 16, flat-footed 19; Base Atk +16; Grp +26; Atk *+2 keen longsword* +24 melee (2d6+8/17-20) or *+2 composite longbow* [+4 Str] +22 ranged (2d6+6/x3); Full Atk Atk *+2 keen longsword* +22/+17/+12/+7 melee (2d6+8/17-20) and *+2 light mace* +22/+17/+12 melee (1d8+5) and 2 hooves +21 melee (1d6+3) or *+2 composite longbow* [+4 Str] +22/+17/+12/+7 ranged (2d6+4/x3); Space/Reach 10 ft./5 ft.; SA Favored enemy goblinoids +4, magical beasts +4, vermin +2; SQ Animal companion, combat style (two-weapon fighting), combat style mastery, darkvision 60 ft., evasion, improved combat style, swift tracker, wild empathy +11, woodland stride; AL NG; SV Fort +13, Ref +17, Will +11; Str 22, Dex 20, Con 18, Int 10, Wis 16, Cha 8.

Skills and Feats: Diplomacy +1, Knowledge (nature) +12, Listen +18, Move Silently +20, Sense Motive +9, Speak Language (Common), Spot +18, Survival +18 (+20 in aboveground natural environments); Dodge, Endurance, Greater Two-Weapon Fighting, Improved Two-Weapon Fighting, Mobility, Spring Attack, Track, Two-Weapon Defense, Two-Weapon Fighting, Weapon Focus (light mace),

The Glade of Farewell

In the first light of dawn and the last light of dusk, a silvery-colored, delicate bridge appears in the clearing behind the main pavilion. It arches gracefully about 10 feet into the air before it fades away, existing for only about 15 minutes at a time. Anyone seeing the bridge can make a DC 25 Knowledge (arcana) or DC 20 Knowledge (nature) check to recognize it as a Gloaming Bridge, such as were common in the sylvan courts of fey-kind and elves in the prehistory of man.

This Gloaming Bridge, called by the locals the Silver Bridge, leads to a place known as the Glade of Farewell, where old unicorns can go to die in peace. The Silver Bridge will not bear just anyone, however. Only those of chaotic good alignment may step on the bridge; it is immaterial to all others. Merely passing through the space where the bridge terminates is not sufficient to enter the Glade of Farewell; only those whose feet actually trod the Silver Bridge may enter.

The bridge may be fooled, however. Somehow the redcap Forst learned its secret: Any creature carrying thirteen unicorn horns, regardless of alignment, may walk upon the Silver Bridge. See area 8-8 for Forst's plan.

The bridge leads to area 8A-1.

Weapon Focus (longsword)

SQ – Two-Weapon Defense: Soras gains a +1 shield bonus to AC when fighting with two weapons, or +2 when fighting defensively or using full defense. This bonus is not included in his stats.

Spells Prepared (2/2/2; DC 13 + spell level): 1st – *animal messenger, delay poison*; 2nd – *cure light wounds, protection from energy*; 3rd – *cure moderate wounds, greater magic fang*.

Possessions: +2 leather centaur barding, +2 keen longsword, +2 light mace, +2 composite longbow [+4 Str], 20 arrows, *ring of protection +2,* two *potions of cure serious wounds* (CL 9th).

Languages: Elven, Sylvan, Common.

Arrel, Animal Companion (Advanced Dog): Small magical beast; HD 5d8+10; hp 32; Init +5; Spd 40 ft.; AC 20, touch 16, flat-footed 15; Base Atk +3; Grp +1; Atk/Full Atk bite +6 melee (1d4+3); SA –; SQ Devotion, evasion, link, low-light vision, share spells, scent; AL N; SV Fort +6, Ref +9, Will +2; Str 15, Dex 20, Con 15, Int 2, Wis 12, Cha 6.

Skills and Feats: Climb +6, Jump +10, Listen +5 Spot +5, Survival +1*, Swim +6; Alertness, Athletic, Track.

*Dogs receive a +4 racial bonus on Survival checks when tracking by scent.

Tricks Known: Hunting (special purpose), come, stay, guard.

Area 8-5 – The Magician (EL 9): Read or paraphrase the following:

You've found a small, double-chimney cottage such as are common in northern climes. Mingled in among the sparse trees, you spy a small, fenced-in garden and a tiny outbuilding, likely a tanning shed.

No smoke issues from either chimney. You can see that the front door has been battered in.

All exterior walls are masonry, and all interior walls are wooden. All doors are wooden and in decent repair. They have the following statistics:

Masonry Wall: 2 ft. thick, hardness 8, 180 hp, Break DC 35.

Wooden Wall: 1 ft. thick, hardness 5, 120 hp, Break DC 23.

Simple Wooden Door: Hardness 5, 10 hp, Break DC 13.

Development: The greatest transmuter who ever lived, Verdivis, once found himself lost in the Far Garden. Never being one to turn down an opportunity for continuing his research (no matter how unusual the circumstances), he spent a few years developing new plant life. The Verdivis bush was the most successful of his projects, so he took a few seeds with him when he finally got around to leaving. Unfortunately for the party, he also left a few plants behind.

Before the plants matured, some curious animals and fey explored the cottage, but the fiendish scorpion bound to the trapped door (see below) kept them from investigating the transmuter's bedchambers.

The overgrown, fenced-in garden has several edible vegetables and a few plants commonly used for spell components. The shack contains the tanned hides of several animals, but nothing of interest.

Bad Plants: This encounter begins with a Spot check opposed by the Hide checks (+11 modifier) of the Verdivis bushes alongside the road. Anyone noticing one of the bushes gets a +2 bonus to notice any of the others. Making the Spot check just tells the adventurer that the bush is of a kind not normally seen in the forest; actually identifying it requires a DC 16 Knowledge (nature) check. When the bushes attack, read or paraphrase the following:

Thorned tentacles, each as thick as a man's waist, burst from the ground, flailing wildly at anyone nearby. As they whip about, you feel a splash of some viscid fluid cast off by their thorns.

Buried Treasure: These bushes have slain more than just passing animals; they have pulled a few bugbears, hapless wanderers, and the odd adventurer to their doom. Taking the time to unearth all the plants yields the following treasure: 8,700 sp, 110 gp, a tiger eye turquoise (6 gp), piece of jade (110 gp), masterwork scythe, a battered scrollcase containing an arcane scroll (*cause fear, fox's cunning*), and a *wand of summon monster I* with 21 charges remaining. If the party only bothers with a few plants, determine randomly among these options to see what they find.

Tactics: The bushes do not cooperate in any way. Each one tries to seize an adventurer for itself, and if it pulls one under, it will cease attacking any other heroes as long as it has that victim. They follow their usual tactic of waiting until someone passes within 5 feet and then attacking with their adapted roots, keeping them buried in the soil so none can tell the origin of the attackers.

Each bush will only attack with one root initially, sending forth the second when their first has lost half its hit points. They only use their last root if the others have been destroyed and if it can detect three or fewer PCs still fighting. A bush with multiple roots will typically have them cooperate to pull an adventurer under the surface.

They fight to the death, and are unable to pursue.

Verdivis Bushes (6): CR 4; Medium plant; HD 6d8+12; hp 50, 49, 42, 42, 37, 30; Init +4; Spd 0 ft. (0 squares); AC 15, touch 10, flat-footed 15; Base Atk +4; Grp +13; Atk root +9 melee (1d4+5 plus poison); Full Atk 3 roots +9 melee (1d4+5 plus poison); Space/Reach 5 ft./5 ft. (15 ft. with roots); SA Constrict 1d4+7, improved grab, poison, pull under; SQ Adapted roots, immobile, immunity to electricity, low-light vision, plant traits, tremorsense 60 ft.; AL N; SV Fort +7, Ref +2, Will +2; Str 20, Dex 14, Con 15, Int 2, Wis 10, Cha 10.

Skills and Feats: Hide +9*; Ability Focus (poison), Improved Grapple, Improved Initiative.

*Verdivis bushes have a +4 racial bonus to Hide checks in areas with heavy undergrowth.

SA – Constrict (Ex): A Verdivis bush deals 1d4+7 points of damage with a successful grapple check.

Improved Grab (Ex): To use this ability, a Verdivis bush vine must hit with a root attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

Poison (Ex): Injury; DC 19 Fortitude; initial/secondary damage paralysis.

Pull Under (Ex): Creatures that are paralyzed, unconscious, or otherwise helpless while grappled by a Verdivis bush's root are pulled into the ground to a depth of about 5 ft. and dragged to the plant's trunk, where the victim is ground to a pulp. The victims are not only in danger from being killed by the plant, but from suffocating in the dirt.

The root can drag a victim 10 ft. per round. This movement makes a disturbance in the soil that is visible from the surface. Creatures on the surface can make a Strength check to unearth their companion. The DC is 15 for very soft ground, 20 for soft ground, 25 for firm ground, or 30 for hard ground. This takes a full round to complete, and a shovel or spade grants a +4 circumstance bonus to the check.

Successfully unearthing an ally allows them to breath, resetting the count for suffocation. It also allows other allies to either join the grapple and pull their friend free or attack the root.

SQ – Adapted Roots (Ex): Each Verdivis bush has three specially adapted roots that it uses to hunt prey. These thick roots have sharp thorns that excrete a paralytic poison, and each root does both bludgeoning and piercing damage, like a morningstar. Each root can independently grapple a victim. The root is considered the same size as the plant, and it can only grapple creatures its own size or smaller.

A root has 20 hit points and can be attacked by making a successful sunder attempt. However, attacking a Verdivis bush's root does not provoke an attack of opportunity. If the root is currently grappling a target, the Verdivis bush's takes a –4 penalty on its opposed attack roll to resist the sunder attempt. Severing a root deals no damage to a Verdivis bush. Severed roots grow back in a week.

Immobile (Ex): A Verdivis bush trunk cannot move and has deep, strong roots. It cannot be tripped, and receives a +8 racial bonus to resist a bull rush and on grapple checks to resist having the grapple being moved. A Verdivis bush automatically fails all Reflex saves.

The Cottage: There is no active light source in any of the buildings, although there is an empty lantern next to each door. When the party enters the front room, read or paraphrase the following:

> *This room was ransacked long ago. A smashed table and single chair are thrown against the wall, and the fireplace has been half-dismantled, as if it were carefully but messily searched. A few utensils that used to hang on pegs are scattered all about, and the mantle that used to hold the dishes has been overturned. A thick layer of dust has settled over everything, and in some places you see twigs and dried leaves. Two doors lead further into the cottage.*

The door on the right shows signs of having been

forced at one point. If the party investigates that area, read or paraphrase the following:

This 10-foot-square storeroom shared the fate of the entryway. A wooden shelf has been smashed and looted, and a table is upturned in a corner. It looks like everything that could be eaten, sold, or spent was taken.

The door on the left is locked and trapped (see below).

The Trapped Room (EL 8): The great transmuter prized solitude, and used magic to fortify his bedchambers. His craft was such that this trap is able to reset itself. Opening or breaking open the door without saying the password ("Possibility") triggers this area's trap. The door is locked (Open Lock DC 20).

When the party can see into the bedroom, read or paraphrase the following:

This room almost looks as if it expects its owner to return. An unkempt bed sits against the wall, next to an ashen fireplace. A small chest lies at the foot of the bed.

The chest in this room contains Verdivis' personal wealth and treasure.

***Summon Monster VII* Trap:** CR 8; magic device; proximity trigger (*alarm*); automatic reset; spell effect (*summon monster VII* (fiendish Huge monstrous scorpion), CL 13th), Search DC 32; Disable Device DC 32.

Verdivis' Legacy: The small chest, unlocked, contains some belongings he considered unimportant enough to leave behind: 30 pp, 600 gp, a *potion of magic circle against evil*, a *potion of cure moderate wounds*, a *wand of magic missile* (CL 9th, 18 charges remaining), and his spellbook. The GM is encouraged to stock the spellbook with whatever spells he or she chooses; Verdivis, at this point of his career, was a 13th-level wizard (transmuter) with barred schools of illusion and enchantment.

Tactics: As a vermin, the scorpion doesn't really use the most complicated tactics. It punishes whoever is closest to the door it is supposed to guard. If there are multiple targets, it spreads its attacks among all targets, saving the sting for whoever is closest to the door. It does not grapple because doing so would make it less effective at defending the door.

The vermin will not pursue fleeing targets beyond the front door of the cottage and fights until it destroyed or recalled (in 13 rounds).

Fiendish Huge Monstrous Scorpion: CR N/A; Huge magical beast (extraplanar); HD 10d8+30; hp 75; Init +0; Spd 50 ft.; AC 20, touch 8, flat-footed 20; Base Atk +7; Grp +21; Atk claw +12 melee (1d8+6); Full Atk 2 claws +12 melee (1d8+6) and sting +10 melee (2d4+3 plus poison); Space/Reach 15 ft./10 ft.; SA Constrict 1d8+6, improved grab, poison, smite good; SQ Damage reduction 5/magic, darkvision 60 ft., resistance to cold 5 and fire 5, spell resistance 15, tremorsense 60 ft., vermin traits; AL LE; SV Fort +10, Ref +3, Will +3; Str 23, Dex 10, Con 16, Int 3, Wis 10, Cha 2.

Skills and Feats: Climb +15, Hide +0, Listen +2, Spot +10; Alertness, Multiattack, Weapon Focus (claw), Weapon Focus (sting).

SA – Constrict (Ex): A monstrous scorpion deals automatic claw damage on a successful grapple check.

Improved Grab (Ex): To use this ability, a monstrous scorpion must hit with a claw attack. A monstrous scorpion can use either its Strength modifier or Dexterity modifier for grapple checks, whichever is better.

Poison (Ex): A monstrous scorpion has a poisonous sting. Injury; Fort 18, 1d8 Con initial and secondary.

Smite Good (Su): Once per day, a fiendish huge monstrous scorpion can make a normal melee attack to deal 10 of points extra damage against a good foe.

Area 8-6 – The Tower (EL 9): There is no light source inside the watchtower (a subtle clue for the heroes to the impending ambush), and its walls have the following statistics:

Worked Stone Wall: Hardness 8, 540 hp, Break DC 50.

When the party approaches the tower, read or paraphrase the following:

You have found the ruin of a watchtower. The upper levels have been shattered and scattered around the overgrown clearing of the forest, leaving only a round, fluted base and covered sally port. The architecture that raised this long-toppled tower was unlike anything you've seen in the realms of man ... at once impossibly delicate and enduring. Even as a ruin, it radiates an aura of strength.

A figure stirs from within the sally port, a human male with lean limbs and sun-bronzed flesh. "What ho!" he calls out, "Stranger things than goblinoids stir in the forest, it seems. Tell me ... are you friend to their ilk?"

When the party enters the tower, read or paraphrase the following:

The watchtower's base has sustained little damage from whatever event destroyed the upper levels. The ceiling, fifteen feet above your heads, looks solid; only a crack in one wall and some scattered rubble would lead one to believe there was any damage. You see a gap in the ceiling where a trapdoor used to be, now filled only by sunlight. Two large columns support the ceiling, carved to resemble rearing centaurs.

Development: This tower, like the overgrown road, was built in ancient times by a race of fey now gone from the land. Once a mighty watchtower, now only a portion of it is still intact. The Porrel children (see "Finder of Lost Children" sub-quest) took shelter here until a week ago, when the aranea showed up and scared off them off.

The shapechangers intend to murder and rob the party, then send the rogue into area 8-4 disguised as one of the adventurers to purchase some equipment and scope out the centaur's defenses.

As the party talks to the rogue, he will try to determine if they've met Soras Leafbrother. If the party mentions giant spiders, he'll say that he cleared them out a few days ago and could have used their help. As a way to gain the heroes' trust, he'll tell them to be wary in the woods because the goblinoids have been rampaging, burning everything they can't steal. He doesn't know why, but he hears they have a new "god."

After pretending to be convinced of the party's friendly intentions, he'll invite them inside the tower base under the ruse of "sharing bread" or reviewing some maps he'll claim to have made of this area.

The rogue is in hybrid form (all others are in their natural form), but has taken efforts to obfuscate his appearance. To pierce the rogue's disguise, have anyone looking at him suspiciously make a Spot check opposed by his Disguise check (remember he gets an additional +10 for having used *disguise self*). The rogue will have taken a *potion of undetectable alignment* (leaving the one indicated in his possessions, below) prior to revealing himself. Note this will merely show him as having "no reading" in case the party attempts to use *detect evil*. Discerning that "something is up" with the rogue requires a Sense Motive check opposed by his Bluff check. Even succeeding on that check only tells the adventurer that the rogue is hiding something (although for some players that's often enough to initiate hostilities).

The sorcerer aranea is *invisible* (cast from his scroll that also contains *cat's grace*) and is lurking on top of the sally port entrance to the tower's base, about 10 feet from the forest floor. Detecting the sorcerer, who is holding very still, with mundane senses requires a DC 30 Spot or Listen check. However, a success on the check merely indicates that "something" is in the general direction of the aranea. The DC increases by +20 for either check to actually pinpoint the sorcerer's position.

The carved pillars are actually *silent image* spells masking the presence of the two unclassed aranea.

Tracking: A DC 16 Survival check made in conjunction with the Track feat will reveal at least four sets of man-sized spider tracks moving all around the tower. It will also reveal a set of booted, human-sized prints doing the same. That same check, if it reaches a DC 30, will find three sets of prints belonging to either halflings or human children. One set heads north (Jae), one set heads west (Dalen), and one set heads east (Ninia). With a DC 33 success, the examiner determines that the prints clearly belong to human children.

Tower Loot: Banditry has rewarded the aranea well. In addition to what they are listed as carrying, under the rubble by the collapsed wall is their wealth: 1,700 gp, 34,000 sp, a moss agate (8 gp), a smoky quartz (70 gp), a zircon (50 gp), a small golden diadem with pearls (400 gp), a platinum bracelet set with diamonds (4,000 gp), a divine scroll (*calm animals, faerie fire, jump*), another divine scroll (*detect undead, remove paralysis*), and a masterwork silver dagger (322 gp)

Tactics: When combat begins, roll initiative checks separately for the rogue, the sorcerer, and the unclassed aranea. The three aranea in spider form already cast *mage armor* on themselves some hours ago (included in below statistics).

If the rogue is attacked, he'll run inside the tower in hopes of luring the party there. He'll flee all the way to the back wall and cast *shield* if he's not threatened. If he's not attacked, he'll lead the party inside and walk to the rear wall and cast *shield*.

The two unclassed aranea are clinging to the ceiling, which is 15 feet off the floor. They are holding actions to cast their webs at the first two adventurers to reach the midpoint of the tower's base.

The sorcerer, outside, will begin by casting *blur*, which does not break his *invisibility*. At that point, a DC 0 Listen check will determine "something" is in its general direction, and a DC 20 Listen check will pinpoint the aranea. For each Listen attempt, add +1 to the DC for every 10 feet between the listener and the sorcerer.

In subsequent rounds, one of the unclassed aranea

will jump down from the ceiling and engage in melee (ideally with an entangled PC), fighting defensively, if it will grant the rogue a flank (and therefore sneak attack). If not, it and the other one will continue casting webs at any unentangled PCs. The rogue will either gain sneak attacks against adventurers or, if it has a chance, quaff its *potion of cat's grace* and then press the attack. The rogue mixes rapier attacks with bite attacks. Outside, the sorcerer will cast *acid arrow* at any apparent spellcasters until it runs out of 2nd-level spells, then it will jump down from its perch. If there are any heroes wearing metal armor close by, it will attempt to deliver *shocking grasp* attacks to them; otherwise, it will repeatedly bite any adventurer still outside or entangled.

If the fight turns against the spiders, the sorcerer will cast *expeditious retreat* (assuming it still can) and will flee into the woods. The rogue will use his *potion of cure moderate wounds* if he gets to 10 hit points or less. All aranea except the sorcerer fight to the death, but none will pursue fleeing heroes if they are leaving behind some loot (either dropped or on a fallen comrade).

Aranea (2): CR 4; Medium magical beast (shapechanger); HD 3d10+6; hp 22, 27; Init +6; Spd 50 ft., climb 25 ft.; AC 17, touch 12, flat-footed 15; Base Atk +3; Grp +3; Atk/Full Atk bite +5 melee (1d6 plus poison) or web +5 ranged; SA Poison, spells, web; SQ Change shape, darkvision 60 ft., low-light vision; AL NE; SV Fort +5, Ref +5, Will +4; Str 11, Dex 15, Con 14, Int 14, Wis 13, Cha 14.

Skills and Feats: Climb +14, Concentration +8, Escape Artist +5, Jump +13, Listen +6, Spot +6; Improved Initiative, Iron Will, Weapon Finesse.

SA – Poison (Ex): Injury, Fortitude DC 13, initial damage 1d6 Str, secondary damage 2d6 Str.

Web (Ex): In spider or hybrid form, an aranea can throw a web up to six times per day. This is similar to an attack with a net but has a maximum range of 50 feet, with a range increment of 10 feet, and is effective against targets of up to Large size. The web anchors the target in place, allowing no movement.

An entangled creature can escape with a DC 13 Escape Artist check or burst the web with a DC 17 Strength check. The web has 6 hit points, hardness 0, and takes double damage from fire.

SQ – Change Shape (Su): An aranea's natural form is that of a Medium monstrous spider. It can assume two other forms. The first is a unique Small or Medium humanoid; an aranea in its humanoid form always assumes the same appearance and traits, much as a lycanthrope would. In humanoid form, an aranea cannot use its bite attack, webs, or poison.

The second form is a Medium spider-humanoid hybrid. In hybrid form, an aranea looks like a Medium humanoid at first glance, but a DC 18 Spot check reveals the creature's fangs and spinnerets. The aranea retains its bite attack, webs, and poison in this form, and can also wield weapons or wear armor. When in hybrid form, an aranea's speed is 30 feet (6 squares).

An aranea remains in one form until it chooses to assume a new one. A change in form cannot be dispelled, nor does an aranea revert to its natural form when killed. A *true seeing* spell, however, reveals its natural form if it is in humanoid or hybrid form.

Spells Known (6/6; DC 12 + spell level): 0 – *daze, detect magic, ghost sound, light, resistance*; 1st – *mage armor* (cast once), *silent image, sleep*. Caster level 3rd.

Aranea, Rog2 (Hybrid Form): CR 6; Medium magical beast (shapechanger); HD 3d10+12 plus 2d6+8; hp 45; Init +9; Spd 30 ft., climb 25 ft.; AC 19, touch 14, flat-footed 15; Base Atk +4; Grp +5; Atk rapier +9 (1d6+1/18-20) or bite +9 melee (1d6+1 plus poison) or web +9 ranged; Full Atk rapier +9 (1d6+1/18-20) and bite +4 melee (1d6 plus poison) or web +9 ranged; SA Poison, sneak attack +1d6, spells, web; SQ Change shape, darkvision 60 ft., evasion, low-light vision, trapfinding; AL NE; SV Fort +7, Ref +11, Will +3; Str 12, Dex 20, Con 18, Int 14, Wis 10, Cha 17.

Skills and Feats: Bluff +8, Climb +15, Concentration +10, Diplomacy +5, Disguise +8 (+10 acting), Escape Artist +9, Intimidate +5, Jump +21, Listen +7, Spot +7, Use Rope +5 (+7 with bindings); Improved Initiative, Iron Will, Weapon Finesse.

SA – Poison (Ex): Injury, Fortitude DC 16, initial damage 1d6 Str, secondary damage 2d6 Str.

Web (Ex): In spider or hybrid form, an aranea can throw a web up to six times per day. This is similar to an attack with a net but has a maximum range of 50 feet, with a range increment of 10 feet, and is effective against targets of up to Large size. The web anchors the target in place, allowing no movement.

An entangled creature can escape with a DC 16 Escape Artist check or burst the web with a DC 20 Strength check. The web has 6 hit points, hardness 0, and takes double damage from fire.

SQ – Change Shape (Su): An aranea's natural form is that of a Medium monstrous spider. It can assume two other forms. The first is a unique Small or Medium humanoid; an aranea in its humanoid form always assumes the same appearance and traits, much as a lycanthrope would. In humanoid form, an aranea cannot use its bite attack, webs, or poison.

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Medium humanoid at first glance, but a DC 18 Spot check reveals the creature's fangs and spinnerets. The aranea retains its bite attack, webs, and poison in this form, and can also wield weapons or wear armor. When in hybrid form, an aranea's speed is 30 feet (6 squares).

An aranea remains in one form until it chooses to assume a new one. A change in form cannot be dispelled, nor does an aranea revert to its natural form when killed. A true seeing spell, however, reveals its natural form if it is in humanoid or hybrid form.

Spells Known (6/6; DC 13 + spell level): 0 – *daze, detect magic, ghost sound, mage hand, resistance*; 1st – *disguise self, silent image, shield*. Caster level 3rd.

Arcane spell failure: 20%.

Possessions: Chain shirt, rapier, *potion of cat's grace* (CL 3rd), *potion of cure moderate wounds* (CL 3rd), *potion of undetectable alignment* (CL 4th).

Aranea, Sor2: CR 6; Medium magical beast (shapechanger); HD 3d10+12 plus 2d4+8; hp 40; Init +8; Spd 50 ft., climb 25 ft.; AC 19, touch 14, flat-footed 15; Base Atk +4; Grp +3; Atk/Full Atk bite +8 melee (1d6-1 plus poison) or web +8 ranged; SA Poison, spells, web; SQ Change shape, darkvision 60 ft., low-light vision; AL NE; SV Fort +7, Ref +7, Will +8; Str 8, Dex 18, Con 18, Int 14, Wis 15, Cha 20.

Skills and Feats: Climb +13, Concentration +12, Escape Artist +10, Jump +19, Knowledge (arcana) +4, Listen +7, Spot +7, Use Rope +4 (+6 with bindings); Combat Casting, Iron Will, Weapon Finesse.

SA – Poison (Ex): Injury, Fortitude DC 16, initial damage 1d6 Str, secondary damage 2d6 Str.

Web (Ex): In spider or hybrid form, an aranea can throw a web up to six times per day. This is similar to an attack with a net but has a maximum range of 50 feet, with a range increment of 10 feet, and is effective against targets of up to Large size. The web anchors the target in place, allowing no movement.

An entangled creature can escape with a DC 16 Escape Artist check or burst the web with a DC 20 Strength check. The web has 6 hit points, hardness 0, and takes double damage from fire.

SQ – Change Shape (Su): An aranea's natural form is that of a Medium monstrous spider. It can assume two other forms. The first is a unique Small or Medium humanoid; an aranea in its humanoid form always assumes the same appearance and traits, much as a lycanthrope would. In humanoid form, an aranea cannot use its bite attack, webs, or poison.

The second form is a Medium spider-humanoid hybrid. In hybrid form, an aranea looks like a Medium humanoid at first glance, but a DC 18 Spot check reveals the creature's fangs and spinnerets. The aranea retains its bite attack, webs, and poison in this form, and can also wield weapons or wear armor. When in hybrid form, an aranea's speed is 30 feet (6 squares).

An aranea remains in one form until it chooses to assume a new one. A change in form cannot be dispelled, nor does an aranea revert to its natural form when killed. A true seeing spell, however, reveals its natural form if it is in humanoid or hybrid form.

Spells Known (6/8/5; DC 15 + spell level): 0 – *daze, detect magic, ghost sound, light, mage hand, resistance*; 1st – *expeditious retreat, mage armor* (cast once), *protection from good, shocking grasp*; 2nd – *acid arrow, blur*. Caster level 5th.

Possessions: Sack, spell components, *periapt of health* (blue gem on a silver chain), arcane scroll (*cat's grace*, CL 3rd).

Area 8-7 – Death (EL 9): Depending on weather conditions, the party will probably be able to smell the dead unicorn well before they see it. When the party approaches within visual sight of the corpse, read or paraphrase the following:

> *The trail you've been following has led you to a gruesome scene: The freshly slain body of a unicorn straddles the path. Its body has been savaged from combat, but most grisly is its head; the noble creature's horn has been removed. Based on the amount of blood littering the undergrowth, it seems it was alive when this occurred.*

Development: Merely four hours ago, this was the site of Forst's most recent kill, his twelfth horn (see area 8-8). Per his new agenda, he had Jae Porrel, a good-hearted maiden, lure the unicorn into a trap set by the redcap and his pet madhorn.

The poor unicorn died horribly, and it has not accepted its death. Its spirit is about to manifest as a violated brother; unfortunately, the adventurers will be here to witness it. Anyone whose senses extend into the Ethereal Plane will see the violated brother begin to form as the party approaches.

A DC 16 Heal check will determine that the creature suffered several puncture and crushing wounds (including some that look like they were done by a horse), but it died of blood loss and shock when its horn was taken. If the Heal check meets or exceeds a DC 21, they will determine that a heavy object knocked off the horn.

If any adventurer touches or even passes within 5 feet of the unicorn's body, the violated brother will manifest and attack. When it appears, read or paraphrase the following:

Suddenly, to your horror, you see an apparition of the slain unicorn. It appears before you exactly as it lies at your feet, from the flayed ribs to the hole of gore where its horn used to be. The vision's hooves float a good foot above the trampled undergrowth, and its eyes speak of an unfathomable suffering inflicted on this creature. It rears, spraying ectoplasmic blood in all directions. As it rises up, all the nearby plant life immediately putrefies or shrivels.

Tracking: A DC 8 Survival check will find several tracks in this area: two horse-like creatures and two man-sized creatures. It is reasonable to believe that one of the horse-like creatures was the slain unicorn. A DC 13 Survival check made in conjunction with the Track feat will find a trail moving through the underbrush in a northerly direction. All three surviving creatures head in that direction.

Tactics: The violated brother appears within 10 feet of the offending character, putting them well within the negative energy aura, which kicks on as soon as initiative is rolled.

The undead will attack in a blind fury as long as the party is within 30 feet of its corpse. If the party withdraws and there are no fey in the party, it will then calm down for a moment before "running" off in a random direction (but away from the party). If there are any fey among or traveling with the party, it will concentrate its hoof attacks on them, mixing in a shared death gaze for any pesky PCs who insist on engaging it in melee.

If the violated brother manages to slay any fey and the party is more than 30 feet away from its corpse, it will run off in a random direction away from the party.

Violated Brother: CR 9; Large undead (incorporeal); HD 12d12; hp 78; Init +5; Spd 30 ft., fly 60 ft. (perfect); AC 22, touch 22, flat-footed 17; Base Atk +6; Grp -; Atk hoof +10 incorporeal touch (1d4); Full Atk 2 hooves +10 incorporeal touch (1d4); Space/Reach 10 ft./5 ft.; SA Negative energy aura, share death gaze 3/day; SQ Darkvision 60 ft., hated foe, incorporeal traits, +2 turn resistance, undead traits; AL CE; SV Fort +4, Ref +9, Will +14; Str –, Dex 20, Con –, Int 6, Wis 22, Cha 26.

Skills and Feats: Listen +23, Spot +23; Alertness, Dodge, Flyby Attack, Improved Flyby Attack, Mobility.

SA – Hated Foe (Su): Against fey, this violated brother adds its Charisma bonus (+8) to attack and damage rolls with its hoof attacks. The hoof attacks also deal an additional 2d4 points of profane damage per strike against fey.

Negative Energy Aura (Su): The miasma of suffering that surrounds a violated brother manifests as an aura of negative energy. Any living creature that starts its turn within 15 feet of a violated brother is affected as if by an *inflict light wounds* spell (CL 12th, 1d8+5 damage, Will save DC 24 half). Unintelligent, nonattended plant life smaller than the violated brother immediately withers and dies, leaving a trail.

Shared Death Gaze (Su): A violated brother can focus its gaze on a single target within 10 feet and "shares" the moment of its death in every humiliating, excruciating detail. The target must succeed on a DC 24 Will save or die. After it uses this attack, it cannot use it again for 1d4+1 rounds. This is a mind-affecting, death effect.

Area 8-8 – The Fool (EL 9): If the adventurers are approaching this area by following tracks from area 8-7, then read or paraphrase the following. If not, then have them make DC 20 Spot checks to notice the cave entrance. If they succeed, read or paraphrase the following:

The hills around here are jagged, the bare rock exposed like the broken teeth in an ogre's mouth. After some searching, you spot a cave that seems to have lights twinkling from inside. The entrance is hard to find, set in a small hollow.

Forst's pet madhorn lurks just inside the entrance of the cave. From a distance, it is easily mistaken for the unicorn it used to be. A DC 15 Knowledge (arcana) check will correctly identify the creature. As soon as it spots the party, it will charge them. When the heroes identify it or it attacks, read or paraphrase the following:

As the beast moves, you catch sight of its once-fine mane and hair, now grown lanky and filth-caked. Its sides heave as if laboring for breath, and you can see fresh blood flecking its equine muzzle. The creature's prodigious horn, at one time white, now appears blackened as if it had been exposed to flame. A palpable aura of evil radiates from this malevolent, disgraced beast.

When the party can see inside the cave, read or paraphrase the following:

The cave mouth opens into a short, damp cave. The natural action of water has eroded the stone around the edges of the interior, opening them to pits of unknown depth. You hear a soft whimpering coming from within.

The noise is Jae Porrel, waiting either to be rescued or to be killed by Forst. If he was not drawn out to join the fight at the entrance, he will be lurking in the back of the cave. A DC 25 Listen check will hear

Jae trying to talk through her gag, saying something like, “Ee em eere.” She is trying to warn the party to not walk into the redcap’s ambush.

Development: Forst seeks more than mere slaughter. He wishes to pervert the Glade of Farewell so that all unicorns turn into ravening madhorns. He knows that the Silver Bridge in Dawn-on-Stream (area 8-4) will reject him – recognizing his inherent wickedness – but Forst hopes to “mask” himself with thirteen unicorn horns. So far he’s butchered twelve unicorns and kidnapped the human girl Jae Porrel. It is only her utility as unicorn-bait that has kept the girl alive thus far, and that purpose will have been served as soon as the twisted fey claims another horn.

Slippery Slopes: This small cave is “alive” in the geologic sense, meaning water actively flows through here. The floor, therefore, is slick with minute fungi, mold, and moisture. Anyone attempting to move more than half-speed must make a DC 14 Balance check or fall prone. The redcap is aware of this feature of the cave.

If a character falls prone in a square that has a slope, they must make an additional DC 14 Reflex save or slide down into a pit. Pit A is only 10 feet deep, and a creature larger than Medium won’t fall inside. Pit B is 20 feet deep, and creatures larger than Large can’t fall in it. Pit C is a deep shaft, falling 35 feet, but creatures larger than Small can’t fall in it. At the bottom of each pit is a bit of water, some moss, and a small area with nothing more interesting than redcap refuse in it (except for pit B). Climbing out of any pit requires a DC 20 Climb check.

Blood Money: A DC 10 Search check conducted at the bottom of pit B will discover the redcap’s treasure: 900 gp and a *potion of remove fear*. Jae knows that the creature used to climb down there sometimes, but she did not know why.

Tactics: The madhorn attacks according to its nature, which is to say it lashes out at any characters it can reach. Randomly determine the creature’s attacks among all potential targets. As the madhorn fights, it can hardly stay still, and often takes unnecessary 5-foot adjustment steps just to keep moving.

The redcap will not join the fight at the entrance unless the battle enters his cave. He uses the time to tie up Jae Porrel and stash his treasure. The only way to coax him out of his cave is to address him by name, which the heroes might have learned from Selistimme the dryad (in area 8-13).

Forst wields his oversized hammer with fearful proficiency. If given a choice between targets, he’ll attack whichever adventurer is physically the largest (because they make a more satisfying meaty “crunch” when he hits them). The first hero to successfully hit him with a spell will receive his draining gaze attack (if possible). The redcap will rage as soon as he joins battle, focusing hia attacks on one adventurer until he drops, and then delivering an extra single attack after the PC drops just for good measure.

Forst will consistently Power Attack for 2 points (gaining a commensurate +4 bonus to damage for wielding this oversize hammer in two hands). If he is having trouble hitting, he’ll scale back to 1 point, but not lower. If he hits consistently, he’ll double his Power Attack.

Oddly enough, Jae Porrel is the safest person in the fight. The redcap won’t attack her because he needs her for his grand plan, and the madhorn has better opponents to fight.

The madhorn will chase fleeing adventurers, but Forst won’t for fear of his bait getting away. He will, however, relocate his lair, which may lead to the party having to track him down again. Both fight to their destruction.

Madhorn: CR 4; Large magical beast (evil); HD 5d10+25; hp 60; Init +4; Spd 60 ft.; AC 18, touch 12, flat-footed 15; Base Atk +5; Grp +14; Atk horn +12 melee (2d6+8); Full Atk horn +12 melee (2d6+8) and 2 hooves +7 melee (1d4+2); Space/Reach 10 ft./5 ft.; SA Escalation, festering wounds; SQ Darkvision 60 ft., *greater teleport*, immunity to poison, low-light vision, scent, stalwart 3; AL CE; SV Fort +9, Ref +8, Will +6; Str 20, Dex 18, Con 20, Int 10, Wis 21, Cha 24.

Skills and Feats: Jump +21, Listen +10, Move Silently +10, Spot +10, Survival +5*; Improved Natural Attack (horn), Multiattack.

*Madhorns have a +3 competence bonus on Survival checks within the boundaries of their forest.

SA – Escalation (Su): When a madhorn is at the 50% (rounded down) threshold of its starting hit points, it gains +4 to Strength and Dexterity. When it is at the 25% (rounded down) threshold, it becomes *hasted* (+1 on attack rolls, +1 dodge bonus to AC and Reflex saves, may make extra attack when making full attack action, +30 ft. speed) and gains the Diehard feat (even if it does not meet the prerequisites). If a madhorn is taken from above 50% hit points to below 25% hit points in one blow, it still gains each benefit. If the madhorn is healed to above either or both thresholds, it instantly loses any relevant benefits.

This madhorn's breakpoints for escalation are 30 hp and 15 hp.

Festering Wounds (Ex): The injuries caused by a madhorn's horn are particularly resistant to curative magic. Each point of damage caused by the horn attack requires 2 points of magical healing to cure. A *remove disease* spell corrects this condition, as will a *heal* spell (and any healing delivered by the *heal* spell is as normal).

A DC 17 Heal check made in examination of the wounds will discover their festering property, and reveal how to remove them.

SQ – Greater Teleport (Sp): Like its brethren, a madhorn can only teleport to locations within its home forest.

Stalwart 3 (Ex): A madhorn can shrug off any attack that inflicts 3 or fewer points of damage. Attacks that inflict more than 3 points of damage deal their full damage.

Forst, redcap Bbn5: CR 8; Medium fey; HD 4d6+20 plus 5d12+25; hp 91; Init +3; Spd 40 ft.; AC 22, touch 12, flat-footed 22; Base Atk +7; Grp +13; Atk +*1 warhammer* +14 melee (2d6+10/x3) or claw +13 melee (1d4+6); Full Atk +*1 warhammer* +14/+9 melee (2d6+10/x3) or 2 claws +13 melee (1d4+6); SA Bloodletting, draining gaze, frightful presence, rage 2/day; SQ Fey traits, damage reduction 5/cold iron, fast healing 2, fast movement, improved uncanny dodge, spell resistance 10, trap sense +1, uncanny dodge, weaknesses; AL CE; SV Fort +10, Ref +7, Will +5; Str 23, Dex 14, Con 20, Int 8, Wis 10, Cha 13.

Skills and Feats: Climb +13*, Hide +4*, Intimidate +10, Knowledge (local) +3, Listen +7, Move Silently +2*, Spot +7, Survival +8; Ability Focus (draining gaze), Cleave, Power Attack, Track.

SA – Bloodletting (Su): Wounds inflicted by Forst bleed profusely, making even minor wounds potentially deadly. Each time an opponent takes damage from forst's claws, or from any slashing or piercing weapon he happens to be wielding, the victim must succeed at a Fortitude save (DC 14) of lose an additional 1 hp per round per wound. First aid (Heal DC 15) can be used to staunch the bleeding.

Draining Gaze (Su): Any living creature within 30 feet of Forst that meets his baleful gaze must succeed at a DC 17 Will save or gain one negative level. For each negative level bestowed, Forst heals 5 points of damage. If the amount of healing is more than the damage the Forst has taken, he gains this excess as temporary hit points.

Frightful Presence (Ex): Forst is an imposing opponent in combat, attaching with a reckless abandon that inspires terror in any opponent that has fewer Hit Dice or levels than he has. The affected opponent must succeed at a DC 19 Will Save or become shaken. A successful save leaves that opponent immune to that Forst's frightful presence for 24 hours.

Rage (Ex): Twice per day, Forst can enter a state of fierce rage that last for 10 rounds. The following changes are in effect as long as he rages: AC 20 (touch 10, flat-footed 20); hp 109; Atk +*1 warhammer* +16 melee (2d6+12/x3) or claw +15 melee (1d4+8); Full Atk +*1 warhammer* +16/+11 melee (2d6+12/x3) or 2 claws +15 melee (1d4+8); SV Fort +12, Will +7; Str 27, Con 24; Climb +15. At the end of his rage, Forst is fatigued for the duration of the encounter.

SQ – Weaknesses (Su): Forst will recoil from a holy symbol or religious tome presented as part of an Intimidate check, keeping it at bay to a range of 20 feet. He can ignore this natural aversion with a successful Will save (DC 15).

Possessions: Masterwork hide armor, Large +*1 warhammer.*

Area 8-9 – The Hermit (EL 8): Read or paraphrase the following:

> *Deep in this forest, you have found a small stream springing from a rocky outcropping. It only courses, murmuring gently, for a few feet before it disappears under an escarpment. Large, flowering bushes, their petals beginning to fall, grow in clusters along the water's edge.*

The water is pure, and a DC 12 Knowledge (nature) check reveals that the plants are harmless. This encounter begins (or not) with a Spot check, as a nymph hides among the trees. She will not reveal herself unless it becomes clear she is noticed. When the fey is discovered, read or paraphrase the following:

> *All the tales you've heard of the beauty of fey-kind fail to do justice to the vision before your eyes. Clad modestly in a simple gown of silk, this creature's form is marred only by an elemental flash of anger sparking from her eyes, and the slight, perfect furrow between her flawless brows.*

Development: Emainée, a nymph of unparalleled pride, has departed Dawn-on-Stream (area 8-4) in a huff because Soras reprimanded her for teasing Dalen Porrel. Incensed beyond reason that the centaur would take a human's side over hers, she wants solitude while she plans petty revenge. When the party encounters her, she initially tries to hide, but if spotted she "forgets" to turn off her blinding beauty. If treated with respect and adoration, she directs the party to speak with Soras to heal any

blinded adventurers. If she's talked down to or threatened, she attacks.

If the party encounters Emainée and leaves, she departs, and will not be encountered here again.

Tactics: Emainée trusts heavily on her blinding beauty to keep her safe. As she fights, she commands the party to leave her alone. Any hero with metal weapons who closes with her can expect to receive a *rusting grasp* spell, and if they stay at range from her, she uses her stunning glance attack. She casts *barkskin* as soon as combat breaks out, and casts *call lightning* if the party refuses to leave.

Emainée doesn't actually want to kill the party per se; she just wants to be left alone. If they flee, she does not follow. If they surrender, she sends them away. If she disables any of them, she dumps them along a path to be found by a centaur patrol.

If she is reduced to less than 10 hit points, she uses *dimension door* to escape.

Emainée (Advanced Nymph): CR 8; Medium fey; HD 10d6+10; hp 45; Init +3; Spd 30 ft., swim 20 ft.; AC 18, touch 18, flat-footed 15; Base Atk +5; Grp +5; Atk/Full Atk +*2 dagger* +10 melee (1d4+2/19-20); SA Blinding beauty, spells, spell-like abilities, stunning glance; SQ Damage reduction 10/cold iron, low-light vision, unearthly grace, wild empathy +17; AL CN; SV Fort +9, Ref +15, Will +15; Str 10, Dex 17, Con 12, Int 16, Wis 17, Cha 20.

Skills and Feats: Concentration +13, Diplomacy +13, Escape Artist +12, Handle Animal +14, Heal +12, Hide +13, Listen +16, Move Silently +13, Ride +11, Sense Motive +16, Spot +16, Swim +17, Use Rope +3 (+5 with bindings); Ability Focus (blinding beauty), Combat Casting, Dodge, Weapon Finesse.

SA – Blinding Beauty (Su): This ability affects all humanoids within 30 feet of a nymph. Those who look directly at a nymph must succeed on a DC 22 Fortitude save or be blinded permanently as though by the *blindness* spell. A nymph can suppress or resume this ability as a free action.

Spell-Like Abilities: 1/day – *dimension door*. Caster level 7th.

Stunning Glance (Su): As a standard action, a wrathful nymph can stun a creature within 30 feet with a look. The target creature must succeed on a DC 20 Fortitude save or be stunned for 2d4 rounds.

SQ – Unearthly Grace (Su): A nymph adds her Charisma modifier as a bonus on all her saving throws and as a deflection bonus to her Armor Class. (The statistics block already reflects these bonuses.)

Wild Empathy (Ex): This power works like the druid's wild empathy class feature, except that a nymph has a +6 racial bonus on the check.

Spells Prepared (6/5/4/3/1; DC 13 + spell level): 0 – *cure minor wounds, detect magic, flare, guidance, light, resistance*; 1st – *calm animals, cure light wounds, entangle, longstrider, speak with animals*; 2nd – *barkskin, heat metal, lesser restoration, tree shape*; 3rd – *call lightning, cure moderate wounds, protection from energy*; 4th – *rusting grasp*.

Possessions: +2 dagger, 600 gp.

Area 8-10 – The Lovers (EL 9): Read or paraphrase the following:

The overgrown trail winds it way past small pond nestled in the fold of a small hillock.

Development: A pair of mating wyverns has decided to nest nearby for the upcoming winter. They use this pool as a source of water and frequently feed on creatures that come here to drink. Unless the party is being particularly stealthy, the male wyvern, who is lurking in the pool, will notice them and attack as soon as they get within 40 feet. Note that while he is in the water, the male wyvern benefits from improved cover (+8 to AC, +4 to Reflex saves, +10 bonus on Hide checks). The party can notice the wyvern before he strikes with a Spot check opposed by his Hide check (+7 Hide, +10 for improved cover, +1 per 10 feet of distance).

Tracking: A DC 10 Survival check will determine that this is a high traffic area. If that same check scores a 19 or higher and the character has the Track feat, they also find a large (Huge-sized), clawed footprint; if the check was 21 or better, it identifies the print as that of a wyvern.

Dinner is Served: The encounter begins with only the male (smaller) wyvern, but roll initiative for both. He clambers out of the pool and (as a free action) calls out to his mate (just a call, not actually in Draconic) before attacking. The female (larger) wyvern is at the nest, a quarter-mile away. Given her flying run speed, she will arrive on her initiative on round 6. Starting on round 1, call for the PCs to make Spot checks to see her approaching; the initial DC is 30, and it goes down by 5 every subsequent round. If a character successfully notices her, have them make an additional Spot check to see if they notice the nest. On round 1, this is a DC 5 Spot check, and it goes up by +5 each subsequent round. In case it matters, she is moving at 240 feet per round.

Love Nest Loot: If the party failed to spot the wyvern's nest during the encounter, they can look for it afterward. This requires a DC 30 Spot check. It is a quarter-mile away, 60 feet high up a steep cliff

(Climb DC 25). Adventurers who brave the ascent find the wyvern's hoard mixed in with the deadfall, bones, and loam lining the nest: 3,000 sp, an ornate silver medallion carved with geometric designs (400 gp), an intact spyglass (1,000 gp), an iron scroll case decorated with rubies (700 gp), a crude figurine of a blue dragon carved from a sapphire (800 gp), a sandalwood box inlaid with onyx (300 gp), a *potion of hide from undead*, a *ring of feather falling*, an arcane scroll (*read magic, color spray, shocking grasp*) (in scroll case), a divine scroll (*bless, gust of wind*) (in scroll case), a *slaying arrow (humans)*, a *+2 heavy mace*, and a *wand of charm person* with 32 charges left.

The wind whistles mightily around the nest, sufficiently so to fulfill the Air requirement of *Aquil'iya* (see Appendix E).

Tactics: The male will full attack the party, spreading his attacks out fairly evenly amongst all those he can reach. If he cannot full attack, he prefers to sting. When he is reduced to half his hit points (29 hp), he starts fighting defensively (–4 to attack, +2 dodge bonus to AC), and when reduced to one-quarter of his hit points (15 hp), he abandons fighting and switches to total defense (no attacks or attacks of opportunity, +4 dodge bonus to AC). The male's duty is to weaken and tie up the party until the female arrives.

When the female arrives, her tactics change according to the state of the male. If he is using total defense, she will land near him and attack the party; if not, she will strafe the party with Flyby Attack. In either case, her first targets are always any adventurers in melee with the male, then any using flashy magic against him, then any firing missile weapons at him. Failing any of those conditions, she spreads her attacks out among all possible targets. If she cannot full attack, she uses her attack options at random (roll d6: 1-2 sting, 3-4 talon, 5-6 bite), always attacking the same target if possible.

Both wyverns will fight to the death and pursue fleeing adventurers.

Wyvern: CR 6; Large dragon; HD 7d12+14; hp 59; Init +1; Spd 20 ft., fly 60 ft. (poor); AC 18, touch 10, flat-footed 17; Base Atk +7; Grp +15; Atk sting +10 melee (1d6+4 plus poison) or talon +10 melee (2d6+4) or bite +10 melee (2d8+4); Full Atk sting +10 melee (1d6+4 plus poison) and bite +8 melee (2d8+4) and 2 wings +8 melee (1d8+2) and 2 talons +8 melee (2d6+4); Space/Reach 10 ft./5 ft.; SA Poison, improved grab; SQ Darkvision 60 ft., immunity to sleep and paralysis, low-light vision, scent; AL N; SV Fort +7, Ref +6, Will +6; Str 19, Dex 12, Con 15, Int 6, Wis 12, Cha 9.

Skills and Feats: Hide +7, Listen +13, Move Silently +11, Spot +16, Ability Focus (poison), Alertness, Flyby Attack, Multiattack.

SA – Improved Grab (Ex): To use this ability, a wyvern must hit with its talons. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and stings.

Poison (Ex): Injury, Fortitude DC 17, initial and secondary damage 2d6 Con.

Advanced Wyvern: CR 8; Huge dragon; HD 11d12+55; hp 128; Init +3; Spd 20 ft., fly 60 ft. (poor); AC 22, touch 11, flat-footed 19; Base Atk +11; Grp +27; Atk sting +18 melee (1d8+9 plus poison) or talon +18 melee (3d6+9) or bite +18 melee (3d8+9); Full Atk sting +18 melee (1d8+9 plus poison) and bite +16 melee (3d8+9) and 2 wings +16 melee (2d6+4) and 2 talons +16 melee (3d6+9); Space/Reach 15 ft./10 ft.; SA Poison, improved grab; SQ Darkvision 60 ft., immunity to sleep and paralysis, low-light vision, scent; AL N; SV Fort +12, Ref +10, Will +7; Str 29, Dex 16, Con 21, Int 6, Wis 11, Cha 12.

Skills and Feats: Hide +8, Listen +15, Move Silently +16, Spot +15; Ability Focus (poison), Alertness, Flyby Attack, Multiattack.

SA – Improved Grab (Ex): To use this ability, a wyvern must hit with its talons. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check,

it establishes a hold and stings.

Poison (Ex): Injury, Fortitude DC 22, initial and secondary damage 2d6 Con.

Area 8-11 – Temperance (EL 8): Read or paraphrase the following:

No trees grow near this lonely, weathered mound. Several stone slabs, most of them waist-high and at least eight feet long, seem to form a large circle at the hill's crown, perhaps forty feet in diameter.

Oddly, there is no sound of animal life here; even the wind seems to be holding its breath.

To the naked eye, there is nothing unusual here. Casting *detect magic*, however, will reveal that each of the stones radiates overwhelming transmutation magic. A DC 20 Spot check will notice some writing on each of the stones. In Druidic, it says, "This is a place of Balance that will not suffer interlopers."

Anyone entering the circle of stones wearing armor that would be prohibited to a druid, has used a weapon in the last 24 hours that is prohibited to a druid, or has slain a druid in the last 24 hours will trigger this area's trap, a souped-up *earthquake* spell. When the spell has concluded, there will be no damage apparent on the hillside.

***Earthquake* Trap:** CR 8; magic device; event trigger (prohibited items entering the circle); automatic reset; spell effect (*earthquake*, 13th-level druid, 80-foot-radius spread, DC 18 or fall prone, DC 20 Reflex save or be crushed); Search DC 32; Disable Device DC 32.

Each creature standing in the area must make a DC 18 Reflex save or fall down. Fissures open in the earth, and every creature on the ground has a 35% chance to fall into one (Reflex DC 20 to avoid a fissure). At the end of the spell, all fissures grind shut, killing any creatures still trapped within.

Development: These standing stones are sacred to those who follow the way of nature and balance. A druid or ranger who enters the circle regains all their spells as if they had rested for a night. The stones can grant this only once per month. This effect should be sufficient to allow the ranger (if he or she can cast ranger spells) or druid (and only those characters) to make a DC 30 Knowledge (nature) check. Making this check indicates the ranger or druid knows something about how stones like this work.

Power in the Stones: Once per month, these stones can grant the following powers. In the Druidic tradition, however, balance must always be maintained, so there is a cost of some sort associated with each power.

Power: A dead body buried in the center of the circle at dusk will be automatically *reincarnated* (as the spell) at dawn. The druid or ranger can determine what form the body will take upon being reincarnated, and there is no loss of Hit Dice.

Cost: At dawn, when the character is reincarnated, the druid or ranger ages a number of years equal to the reincarnated character's current Hit Dice. If the reincarnated character's Hit Dice is higher than the druid's or ranger's, they age additionally, one year per Hit Dice of difference.

Power: A druid or ranger can cut open her hand, letting her blood fall onto the ground. For the next 24 hours, every Conjuration (Healing) spell she casts as a druid or ranger will be maximized.

Cost: Refer to the Healing domain spell list. Find the highest-level spell that appears on that list that the character can cast as a druid or ranger. The character loses three times that spell level from her maximum hit points for the same 24 hours.

Power: A druid or ranger can make a pact with the stones. As a result, every creature summoned through a *summon nature's ally* spell she casts for the next 24 hours gains certain bonuses to some ability scores (see below).

Cost: The druid or ranger voluntarily accepts an amount of ability drain no less than 2 points to any score and affecting no more than 2 scores (except Intelligence). Every creature summoned through a *summon nature's ally* spell for the next 24 hours receives a equal bonus to the specific ability scores the character voluntarily drained (for example, if a druid drained 2 points of Constitution and 4 points of Strength, every creature called by that druid through a *summon nature's ally* spell in the next 24 hours would have +2 Con and +4 Str). This drain cannot be restored to the character by any means during this time period, and if the character is somehow immune to ability drain, they cannot use this power. At the expiration of 24 hours, the drained ability points are automatically restored to the character.

Power: The druid or ranger can make a pact with the stones. For the next 24 hours, she inflicts +2 bonus points of damage with each weapon strike.

Cost: Any Conjuration (Healing) spell cast on the character by anyone other than that character automatically fails. Healing delivered by wands or potions is similarly ineffective unless the character made the item in question. Healing delivered by a staff wielded by the character counts as being cast by the character.

Area 8-12 – The Devil (EL 9): The odor from the carcasses adorning the "walls" in this area carries for a mile in every direction, and the smoke given off by the fire can be noticed from three miles away (or more, depending on vantage point). When the party approaches the "fort," read or paraphrase the following:

A strange fort of some kind has been constructed in the middle of a clear-cut area. Whole trees have been cut down and stacked lengthwise to form the walls, and a giant, barrel-shaped trunk serves as a gate. The carcasses of dozens of forest creatures, from a simple squirrel to an impressive wolf, grimly decorate the palisade. From inside the walls, a fire of some sort vomits black smoke into the sky. The place reeks of death, ash, and burned meat.

A DC 8 Listen check will hear the erinyes loudly complaining about the "creepy monsters" to her mindless lemure lackeys. When the party can see inside the "fort," read or paraphrase the following:

The inside of the vile fort is even worse. A whole centaur, still in armor, is being roasted over a large bonfire, and in one corner the remains of a unicorn have been unceremoniously dumped – charred bones, skinned hide, half-eaten meat.

Development: The erinyes has been sent by her devil lord to see if the Castle Whiterock gate is intact. The devils are keenly interested in determining why none of their kind can be summoned or can otherwise appear magically inside the castle or the dungeons below it.

The erinyes, however, is less than thrilled about this task, and wishes to be done with it as soon as possible. Despite this, she can't find the gate, and has constructed this shelter to hedge out the forest creatures (which unnerve her). Although outsiders do not need to eat, this erinyes has been eating whatever animals she kills as a way to calm her nerves.

A DC 13 Knowledge (nature) check will determine that the corpse is actually that of a unicorn paragon.

The erinyes recognizes that the party has come from outside, and suspects they came through another gate. She is desperate enough to seek to negotiate with the party before attacking, offering her wealth and her word to not attack them if they guide her to the gate they came through. If they refuse, she will attack out of frustration.

Log Fort: It requires a DC 10 Climb check to scale up the log "walls" of this camp. Failure by 5 or more, however, means the entire 20-foot section collapses on any heroes at its base (4d6 damage; DC 14 Reflex half). Failing the Reflex save requires a second save at the same DC or the character is pinned beneath the logs (DC 18 Strength to lift). Anyone climbing or atop a "wall" when it collapses must make a DC 16 Reflex save or Balance check to avoid taking 2d6 damage.

Collapsing a section of the "wall" leaves it open. Any melee attack against a section also collapses it. The "walls" are 8 feet high.

The giant trunk at the entrance requires a DC 15 Strength check to roll away.

Root of Evil: The erinyes brought along some wealth in order to bribe creatures immune to or unaffected by her charms. It can be found underneath the unicorn paragon's corpse with a DC 10 Search check: 1,400 gp, two freshwater pearls (11 gp each), a coral gem (120 gp), and the intact golden horn of the unicorn paragon.

Tactics: The lemures surge mindlessly forward and throw themselves at the closest adventurer they can reach. They use no tactics whatsoever.

The erinyes, however, is another story. She opens combat by withdrawing straight up into the sky and attempting to use *charm monster* on the hero in the lightest armor, ordering that character to "move to the trees and await me," thus hopefully 1) removing a spellcaster and 2) securing a guide. Her next move depends on the positioning of the party. If she can catch two or more within the area of an *unholy blight*, she does so; if not, she will use it as soon as she can and on every round she can.

When she does not use her spell-like abilities, the devil's tactics depend on her lemure lackeys. As long as they are alive and in melee, she aids them by using her *entangling rope* on the character in the heaviest armor in melee with the lemures. If the lemures are destroyed, she attempts to *summon* 2d10 replacements (yet these only have 1 Hit Die, meaning –2 to attack rolls, –8 hit points, and –1 to all saves compared to those listed below). If she is without lemures and cannot *summon* more, she snipes at the party, moving from cover to cover using her Shot on the Run feat. If necessary, she will withdraw to the treeline, using the trees as cover. The devil only engages in melee as a last resort.

The lemures fight to the death. The erinyes uses *greater teleport* to escape if reduced to 5 hit points or less, and pursues fleeing adventurers unless she has captured one to interrogate for the location of the gate. If the erinyes gets the information, she will kill the PC unless they have extracted some prom-

ise to not do so from her, which she will honor due to her lawful nature (but pervert if possible due to her evil nature).

Advanced Lemures (4): CR 2; Medium outsider (evil, extraplanar, lawful); HD 4d8; hp 22, 19, 18, 17; Init +0; Spd 20 ft.; AC 14, touch 10, flat-footed 14; Base Atk +4; Grp +4; Atk claw +4 melee (1d4); Full Atk 2 claws +4 melee (1d4); SA –; SQ Damage reduction 5/good or silver, darkvision 60 ft., immunity to fire and poison, mindless, resistance to acid 10 and cold 10, see in darkness; AL LE; SV Fort +4, Ref +4, Will +4; Str 11, Dex 10, Con 10, Int –, Wis 11, Cha 5.

Skills and Feats: None.

SQ – Mindless (Ex): Immunity to mind-affecting effects (charms, compulsions, phantasms, patterns, and morale effects).

Erinyes: CR 8; Medium outsider (evil, extraplanar, lawful); HD 9d8+45; hp 85; Init +5; 30 ft., fly 50 ft. (good); AC 23, touch 15, flat-footed 18; Base Atk +9; Grp +14; Atk masterwork battleaxe +15 melee (1d8+5/x3) or *+1 flaming composite longbow* +15 ranged (1d8+6 plus 1d6 fire/x3) or rope +14 ranged (entangle); Full Atk masterwork battleaxe +15/+10 melee (1d8+5/x3) or *+1 flaming composite longbow* +15/+10 ranged (1d8+6 plus 1d6 fire/x3) or rope +14 ranged (entangle); SA Entangle, spell-like abilities, *summon devil*; SQ Damage reduction 5/good, darkvision 60 ft., immunity to fire and poison, resistance to acid 10 and cold 10, see in darkness, spell resistance 20, telepathy 100 ft., true seeing; AL LE; SV Fort +11, Ref +11, Will +10; Str 21, Dex 21, Con 21, Int 14, Wis 18, Cha 20.

Skills and Feats: Concentration +17, Diplomacy +7, Escape Artist +17, Hide +17, Knowledge (the planes) +14, Knowledge (religion) +14, Listen +16, Move Silently +17, Search +14, Sense Motive +16, Spot +16, Survival +4 (+6 following tracks, +6 on other planes), Use Rope +5 (+7 with bindings); Dodge, Mobility, Point Blank Shot, Precise Shot, Rapid Shot, Shot on the Run.

SA – Entangle (Ex): Each erinyes carries a stout rope some 50 feet long that entangles opponents of any size as an *animate rope* spell (caster level 16th). An erinyes can hurl its rope 30 feet with no range penalty. Typically, an erinyes entangles a foe, lifts it into the air, and drops it from a great height.

Spell-Like Abilities: At will – *greater teleport* (self plus 50 pounds of objects only), *charm monster* (DC 19), *minor image* (DC 17), *unholy blight* (DC 19). Caster level 12th.

Summon Devil (Sp): Once per day, an erinyes can attempt to summon 2d10 lemures or 1d4 bearded devils with a 50% chance of success. This ability is the equivalent of a 3rd-level spell.

SQ – True Seeing (Su): Erinyes continuously use *true seeing*, as the spell (CL 14).

Possessions: Masterwork battleaxe, *+1 flaming composite longbow*, 33 arrows, *entangling rope*.

Area 8-13 – The High Priestess: Read or paraphrase the following:

> *A great oak, weathered and scarred by long years, stands just to the side of the path. A creature, appearing to be a female elf covered in bark, with hair in the bright red and brilliant yellows of the turning season, beckons to you from under its bowers.*

The creature is an ancient dryad, Selistimme. As weathered as her tree, she means the party no harm as long as they have respected the forest (although her stats are included just in case). In the unlikely event the party fights Selistimme, this area becomes EL 13.

She knows that the slayer of the unicorns is a redcap, a twisted fey named Forst, who lives in the northern hills. She cannot deal with him herself because she is bound to her tree. She also knows that the master of the goblinoids will soon send forth his fire chariot to destroy more of the forest. She doesn't know where it will strike next, only that it is hard to move, and usually travels the overgrown roads.

If any of the party seems to revere nature, she tells them that she's heard of a clearing in the hills to the south that is sanctified to those who follow the way of Balance.

If the party helps her, she assists them by healing wounds and casting *remove curse* and *raise dead*. Should the adventurers agree to deal with Forst, she thanks them and directs them to Grisby to collect their reward afterward (see "Unicorn Slayer" in the sidebar Sub-Quests: Grisby's Quests).

Tactics: The dryad desperately needs the help of the party to stop the murder of unicorns and to destroy Trag's fire chariot. She uses *calm emotions, symbol of sleep, command*, and *greater command* to end hostilities. If the party persists in attacking, she goes on the offensive with *bestow curse* and *poison*. With her Spellcraft bonus, she has a good chance to learn what spells the party is casting at her, and she uses *spell immunity* to counter. If given time, she protects herself with (in order) *shield of faith, bear's endurance,* and *barkskin*.

Selistimme does not seek to slay the party unless they seem contemptible or callous to her plight. She fights to the death (although she tries to avoid this necessity), and does not pursue fleeing adventurers.

Selistimme, dryad Clr10: CR 13; Medium fey; HD 4d6+8 plus 10d8+20; hp 87; Init +6; Spd 30 ft.; AC 21, touch 16, flat-footed 15; Base Atk +9; Grp +9; Atk +*2 dagger* +17 melee (1d4+2/19-20) or +*1 longbow* +16 ranged (1d8+1/x3); Full Atk +*2 dagger* +17/+12 melee (1d4+2/19-20) or +*1 longbow* +16/+11 ranged (1d8+1/x3); SA command plant creatures 8/day (+5, 2d6+15), turn undead 8/day (+5, 2d6+15), spells, spell-like abilities; SQ Damage reduction 5/cold iron, tree dependent, wild empathy +19; AL NG; SV Fort +12, Ref +13, Will +18; Str 10, Dex 22, Con 14, Int 12, Wis 24, Cha 20.

Skills and Feats: Concentration +12, Escape Artist +12, Handle Animal +11, Hide +12, Knowledge (nature) +20, Listen +13, Move Silently +12, Ride +8, Spellcraft +11, Spot +13, Survival +13 (+15 in natural aboveground environments), Use Rope +6 (+8 with bindings); Combat Casting, Great Fortitude, Skill Focus (Knowledge (nature)), Track, Weapon Finesse.

Spell-Like Abilities: At will – *entangle* (DC 18), *speak with plants, tree shape*; 3/day – *charm person* (DC 18), *deep slumber* (DC 20), *tree stride*; 1/day – *speak with animals* (CL 10th), *suggestion* (DC 20). Caster Level 6th.

SQ – Tree Dependent (Su): Selistimme is mystically bound to a single, enormous oak tree and must never stray more than 300 yards from it. If she does, she becomes ill and dies within 4d6 hours. Selistimme's oak does not radiate magic.

Wild Empathy (Ex): This power works like the druid's wild empathy class feature, except that Selistimme has a +6 racial bonus on the check.

Spells Prepared (6/6+1/6+1/5+1/4+1/3+1; DC 17 + spell level; Animal, Plant domains): 0 – *cure minor wounds* (x3); *detect magic* (x2), *guidance*; 1st – *calm animals*, command* (x3), *divine favor, entropic shield, shield of faith*; 2nd – *barkskin*, bear's endurance, calm emotions* (x2), *hold person* (x2), *resist energy*; 3rd – *bestow curse, dispel magic* (x2), *dominate animal*, protection from energy, remove curse*; 4th – *air walk, discern lies, command plants*, poison, spell immunity*; 5th – *commune with nature*, greater command, raise dead, symbol of sleep*.

* Domain spell.

Possessions: +2 dagger, +1 longbow, 20 arrows, bracers of armor +2, periapt of wisdom +4.

Area 8-14 – The Hierophant (EL 9): Read or paraphrase the following:

> *The old road leads you to the southern crossing of the unnamed river. It is about 30 feet wide on average, and swiftly flows beneath an old, sturdy-looking stone bridge. There were once figures carved on the pillars flanking the bridge, but a rude hand has chipped them off.*
>
> *You see long-dried globs of a black, tarry substance on the stones of the road and bridge. The bridge is nearly blocked by a strange barricade: a pile of sodden mulch, refuse, and twigs. On the far side, a handsome but disheveled half-elf calls out to you, "What? New? Bah! Use another bridge, this one is not for you! And get that nasty metal armor out of here or you'll have to pay the toll! Got no use for plate and mail and longswords! Vile things!"*

Development: This druid is crazy and evil. He wasn't always so, but he once committed a merciful act that spared the life of a rampaging ogre. The ogre returned the favor by burning down his village. Overwhelmed by guilt, he became obsessed with a twisted interpretation of "Balance." He tried to kill himself at one point, but he got lucky and washed up on shore before he drowned. He doesn't remember where he picked up the shambling mound that's blocking the bridge, but he communicates with it through *speak with plants*.

If the party asks, the "toll" is that one of the party has to be sacrificed to the river. After all, he'll explain, it brings life to so many, and the Balance must be maintained. One life is a small price to pay for such a benefit the river provides. When asked why he doesn't throw himself in, he responds that he tried, but the river wouldn't take him.

No matter what the heroes do, it won't satisfy his desire for sacrifice unless one of them actually, willingly, fails their Swim checks and drowns. He'll only talk to them for a minute or so before growing impatient and demanding they leave. If they do not, he will attack. The druid is a nutjob, and the GM should play him up to be one.

Swimming the River: Adventurers may attempt to swim the river. As stated above, it is 30 feet wide; it is also about 5 feet deep along the banks and 15 feet deep in the middle. The river is considered rough water (DC 15 Swim check), and anyone failing a check is carried 15 feet downriver. Should this result in a hero impacting the bridge, that adventurer takes 2d4 points of damage. The underside of the bridge is slippery; it can't be used to gain leverage against the current.

The Druid's Magic: When the druid casts *control water*, the river rushes up over the bridge. Anyone on the bridge is the target of a trip attack by the river (treat it as a Large creature with a Strength of 20, so a modified +9). Creatures with a swim speed do not need to make this check (like the shambling mound), nor do creatures grappling with such a creature. For this check, creatures may substitute a Balance check for their Strength or Dexterity check.

Anyone who succeeds manages to keep his footing. Anyone who fails compares his result to that of the river. He moves 5 feet in the direction of the river's flow, plus another 5 feet for each 5 points by which the river beat his check (as a bull rush). If someone goes over the side of the bridge, they take 1d4 points of damage.

Regardless of what happens on the bridge, after the spell is cast, the river becomes stormy water (DC 20 Swim check), and anyone who slams into the bridge takes 3d4 instead of 2d4 damage.

Tactics: The druid begins combat by shifting to his dire lion form. The following round, he casts *ice storm* on the party if he can catch two or more heroes in the area, or if not he loses that spell to begin casting *summon nature's ally IV* for 1d3 apes, which will appear behind the PCs. Any apes will pick one adventurer and attack that one until he or she falls, then move on to another.

The shambling mound holds actions until someone gets within its reach, at which time it attacks, trying to keep the heroes from crossing the bridge.

The druid attempts to stay out of melee. If it looks like the party is trying to either cross the bridge or swim across, he casts *control water* to wash them away (see above). If the shambling mound ends up grappling a foe, the half-elf casts *call lightning*, then continuously strikes the mound (temporarily boosting its Constitution and hurting the hero). If the party has any crossbowmen or archers, he casts *warp wood* to ruin their weapons. If the druid ends up in melee with anyone, he casts *poison*, and then tries to grapple and rake his foes. The druid starts healing himself once he has lost half his hit points.

Shambling Mound: CR 6; Large plant; HD 8d8+24; hp 60; Init +0; Spd 20 ft., swim 20 ft.; AC 20, touch 9, flat-footed 20; Base Atk +6; Grp +15; Atk slam +11 melee (2d6+5); Full Atk 2 Slams +11 melee (2d6+5); Space/Reach 10 ft./10 ft.; SA Improved grab, constrict 2d6+7; SQ Darkvision 60 ft., immunity to electricity, low-light vision, plant traits, resistance to fire 10; AL N; SV Fort +9, Ref +2, Will +4; Str 21, Dex 10, Con 17, Int 7, Wis 10, Cha 9.

Skills and Feats: Hide +3*, Listen +8, Move Silently +8; Iron Will, Power Attack, Weapon Focus (slam).

*Shambling mounds have a +12 racial bonus on Hide checks when in a swampy or forested area.

SA – Improved Grab (Ex): To use this ability, a shambler must hit with both slam attacks. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

Constrict (Ex): A shambler deals 2d6+7 points of damage with a successful grapple check.

SQ – Immunity to Electricity (Ex): Shamblers take no damage from electricity. Instead, any electricity attack used against a shambler temporarily grants it 1d4 points of Constitution. The shambler loses these points at the rate of 1 per hour.

Crazed half-elf, male half-elf Drd8: CR 8; Medium humanoid (elf); HD 8d8+16; hp 60; Init +1; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +6; Grp +7; Atk quarterstaff +7 melee (1d6+1); Full Atk staff +7/+2 melee (1d6+1); SA –; SQ Half-elf traits, low-light vision, nature sense, resist nature's lure, trackless step, wild empathy +10, wild shape (Large, 3/day), woodland stride; AL NE; SV Fort +8, Ref +3, Will +11; Str 12, Dex 13, Con 14, Int 8, Wis 17, Cha 10.

Skills and Feats: Concentration +13, Diplomacy +2, Gather Information +2, Heal +14, Knowledge (nature) +10, Listen +4, Search +0, Spot +4; Combat Casting, Iron Will, Natural Spell.

Spells Prepared (6/5/4/4/2; DC 13 + spell level): 0 – *detect poison* (x6) (used); 1st – *cure light wounds, faerie fire, hide from animals, produce flame, speak with animals*; 2nd – *heat metal, resist energy, soften earth and stone, warp wood*; 3rd – *call lightning, cure moderate wounds, poison, ~~speak with plants~~* (cast), 4th – *control water, ice storm.*

Possessions: Quarterstaff, 20 gp, *boots of levitation, brooch of shielding* (92 points remaining).

Crazy Half-Elf (Dire Lion Form): Large humanoid (elf); HD 8d8+24; hp 68; Init +2; Spd 40 ft.; AC 15, touch 11, flat-footed 13; Base Atk +6; Grp +17; Atk claw +12 melee (1d6+7); Full Atk 2 claws +12 melee (1d6+7) and bite +7 melee (1d8+3); Space/Reach 10 ft./5 ft.; SA Improved grab, pounce, rake 1d6+3; SQ Half-elf traits, low-light vision, nature sense, resist nature's lure, trackless step, wild empathy +10, wild shape (Large, 3/day), woodland stride; AL NE; SV Fort +9, Ref +4, Will +11; Str 25, Dex 15, Con 17, Int 8, Wis 17, Cha 10.

Skills and Feats: Concentration +14, Diplomacy +2, Gather Information +2, Heal +11, Knowledge (nature) +10, Listen +4, Search +0, Spot +4; Combat Casting, Iron Will, Natural Spell.

SA – Improved Grab (Ex): To use this ability, a dire lion must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can rake.

Pounce (Ex): If a dire lion charges, it can make a full attack, including two rake attacks.

Rake (Ex): Attack bonus +12 melee, damage 1d6+3.

Apes (1-3): Large animal; HD 4d8+11; hp 29 each; Init +2; Spd 30 ft., climb 30 ft.; AC 14, touch 11, flat-footed 12; Base Atk +3; Grp +12; Atk claws +7

melee (1d6+5); Full Atk 2 claws +7 melee (1d6+5) and bite +2 melee (1d6+2); Space/Reach 10 ft./10 ft.; SA –; SQ Low-light vision, scent; AL N; SV Fort +6, Ref +6, Will +2; Str 21, Dex 15, Con 14, Int 2, Wis 12, Cha 7.

Skills and Feats: Climb +14, Listen +6, Spot +6; Alertness, Toughness.

Area 8-15 – The Chariot (EL 9): This encounter begins at a distance since there are no intervening trees and the hills are slight. Start calling for Spot checks when 6d6x10 feet separate the two parties. The DC starts at 10, with a –1 penalty per 10 feet of distance between the parties. For the goblinoids, assume that the only one keeping a watch is the bugbear ranger. When the party notices the goblinoids, read or paraphrase the following (paraphrasing is especially important if the goblins have time to prepare, see below):

You spot a motley caravan ahead: a large wagon with several barrels lashed tight, being pulled by a half-dozen well-equipped goblins. Two more goblins are riding the wagon, jeering at their fellows. They are all roundly cursed by an impressive bugbear, snarling at them as he shoulders his longbow.

It looks like another goblin is strapped to the top of the barrels.

Development: This is a goblin burning crew, out to raze another section of the forest. The wagon contains a dozen crude incendiary devices (like Molotov cocktails) and four barrels of a dangerous pitch-oil mixture. The wagon occupies a 10-foot-square space, and two 15-foot-long, knotted lead ropes are attached to the front so it can be pulled.

The goblin wizard twins, Erga and Noog, nominally lead these burning crews, although the bugbear calls the shots. The general modus operandi is that they take out a wagon, scorch a big section of the forest, come back, reload, and do it again. For every round trip, they are sure to take an extra goblin to pay the "toll" in area 8-14; the goblin strapped to the top of the wagon is another warrior who will be tossed in the river.

Chariot of Fire: Any fire-based spells or effects targeted at or affecting an area including the wagon has a 50% chance of creating a secondary *fireball* (5d6 damage; Reflex DC 13 for half) centered on the middle of the wagon, catching the wagon on fire. The source of the flame can be any size – it's a pretty volatile mess the goblins are pulling through this wasteland. This can either work for or against the heroes (see below). The wagon is effectively AC 2, has hardness 5 and 80 hit points.

Grateful Goblin: If the bound goblin is saved from sacrifice, he will tell the adventurers whatever they want to know if they agree to let him go (his attitude starts at friendly, see Interrogation earlier in this section). The deceitful cretin will then leave, double back, and report back to Trag in area 8-17.

Tactics: If the burning crew is surprised, the goblin warriors quickly close with the party, charging if possible, to keep them away from the twins. The goblins pair off and two each attack party members, and they move in to the closest heroes they can reach. The warriors attempt to flank their adversaries if possible.

Erga casts *tiny hut*, making sure to encompass him and his brother, and the bugbear if possible. In subsequent rounds, he casts *lightning bolt* if he can hit two or more adventurers (not caring if he hits a few goblins as well), or *searing light* and *magic missile* if he can't. After he casts his second offensive spell, if the bugbear ranger is still alive, he casts *cat's grace* on him and *flame arrow* on his arrows.

Noog starts by casting *protection from good*, then in subsequent rounds fires off *ray of enfeeblement* at the closest foe, then *acid arrow*. If a hero gets into melee with him, he casts *blindness/deafness* (choosing to blind), then starts casting *vampiric touch*. When he's reduced to half his hit points or less, he casts *false life*.

The bugbear picks his targets carefully, concentrating on adversaries who look wounded or faltering. Otherwise, he fires on any obvious spellcasters or any heroes in melee close by. He avoids melee as long as he can but won't abandon the wagon to the party.

If, however, the burning crew has time to prepare, things are different. They abandon the wagon and hide behind a fold in the hill. Erga casts *flame arrow* on the bugbear's arrows, who in turn fires at the wagon as soon as the adventurers get close to investigate it, hoping to ignite the wagon's combustive cargo. Meanwhile, the wizard brothers cast their defensive spells.

In this situation, the goblins are completely hidden in their cleft, meaning they have total cover. The bugbear, who watches the party approach, has only cover.

Once the battle begins in earnest, the burning crew more or less follows the same tactics as above.

Goblins, War3 (6): CR 1; Small humanoid (goblinoid); HD 3d8+3; hp 24, 22, 17, 16, 16, 14; Init +1; Spd 30 ft.; AC 17, touch 12, flat-footed 16; Base Atk +3; Grp –1; Atk/Full Atk scimitar +5 melee (1d4/18-

20) or javelin +5 ranged (1d4); SA –; SQ Darkvision 60 ft.; AL NE; SV Fort +4, Ref +2, Will +0; Str 11, Dex 13, Con 12, Int 10, Wis 9, Cha 6.

Skills and Feats: Climb +1*, Hide +2*, Listen +3, Jump –1*, Move Silently +2(, Ride +7, Spot +3; Alertness, Weapon Focus (scimitar).

Possessions: Chain shirt, buckler, scimitar, 2 javelins.

Erga and Noog, goblin Wiz5 (2): CR 5; Small humanoid (goblinoid); HD 5d4+5; hp Erga – 21, Noog – 18; Init +3; Spd 30 ft.; AC 18, touch 14, flat-footed 15; Base Atk +2; Grp -4; Atk/Full Atk quarterstaff +1 melee (1d4-2); SA –; SQ Darkvision 60 ft.; AL NE; SV Fort +2, Ref +4, Will +5; Str 6, Dex 16, Con 13, Int 16, Wis 12, Cha 8.

Skills and Feats: Appraise +3 (potions +5), Concentration +9, Craft (alchemy) +11, Hide +7, Knowledge (arcana) +11, Knowledge (nature) +11, Move Silently +7, Ride +7, Spellcraft +13, Survival +1 (+3 in aboveground natural environments); Brew Potion, Combat Casting, Scribe Scroll, Spell Focus (evocation) (Erga) or Spell Focus (necromancy) (Noog).

Erga (evoker) Spells Prepared (4/5/4/3; DC = 13 + spell level; DC = 14 + spell level for evocation): 0 – *daze, ghost sound, light, mage hand*; 1st – ~~*endure elements*~~ (cast), ~~*mage armor*~~ (cast), *magic missile, magic missile, silent image*; 2nd – *cat's grace, gust of wind, protection from arrows, scorching ray*; 3rd – *flame arrow, lightning bolt, tiny hut*.

Barred Schools: Divination, Necromancy.

Noog (necromancer) Spells Prepared (4/5/4/3; DC 13 + spell level; DC = 14 + spell level for necromancy): 0 – *daze, ghost sound, resistance, touch of fatigue*; 1st – *expeditious retreat, chill touch,* ~~*mage armor*~~ (cast), *protection from good, ray of enfeeblement*; 2nd – *acid arrow, blindness/deafness, false life, protection from arrows*; 3rd – *deep slumber, vampiric touch, vampiric touch*.

Barred Schools: Divination, Evocation.

Possessions: Backpack, spellbook, quarterstaff, pouch with spell components.

Bugbear, Rng4: CR 6; Medium humanoid (goblinoid); HD 3d8+9 plus 4d8+12; hp 55; Init +4; Spd 30 ft.; AC 22, touch 14, flat-footed 18; Base Atk +6; Grp +9; Atk *+1 composite longbow [+3 Str]* +11 ranged (1d8+4/x3) or masterwork battleaxe +10 melee (1d8+3/x3); Full Atk *+1 composite longbow [+3 Str]* +11/+6 ranged (1d8+4/x3) or *+1 composite longbow [+3 Str]* +9/+9/+4 ranged (1d8+4/x3) masterwork battleaxe +10/+5 melee (1d8+3/x3); SA Favored enemy monstrous humanoids +2, SQ Combat style (archery), darkvision 60 ft., scent, wild empathy +2; AL CE; SV Fort +8, Ref +11, Will +3; Str 17, Dex 18, Con 16, Int 10, Wis 12, Cha 6.

Skills and Feats: Hide +10, Listen +7, Move Silently +14, Search +5, Spot +7, Survival +6 (+8 following tracks); Dodge, Endurance, Point Blank Shot, Precise Shot, Rapid Shot, Track.

Spells Prepared (1; DC 11 + spell level): 1st – *resist energy*.

Possessions: Studded leather, *+1 buckler, +1 composite longbow [+3 Str]*, masterwork battleaxe, 28 arrows, sardonyx (120 gp), two hematites (11 and 6 gp), alexandrite (700 gp).

Area 8-16 – The Empress (EL 9): Read or paraphrase the following as the party approaches this area:

> *From a distance, you can see the scorched and skeletal remnants of a once-grand palace and its outbuildings. Most of the structures look unsafe to approach, and none has a roof save one: Toward the back, slightly on a hill, a solitary edifice remains intact. It is either burning or has a rear courtyard of some sort, because you detect the flickering glow of fire coming from behind a high wall.*

The goblinoids sleep in the wrecked structures; a few minutes investigating each will discover 1d3 random pieces of mundane equipment and 2d10 cp. For each building searched, roll for a wandering monster encounter. If any encounter is rolled, a Scouting Party returns and interrupts the heroes as they search.

If the adventurers make a tremendous amount of noise, Mortra and the bodyguards will come after them.

When the party approaches the intact building, read or paraphrase the following:

The upper floor of this good-sized building has collapsed. You can see that the exterior had been carved with the images of slender trees and twisting vines. Through the soot caking the walls, you can still see the cleverly carved birds "singing" among the branches and the mischievous faces of fey-kind peering from behind leaves.

The ground floor once had several windows, but they are all broken out.

The walls of the former conservatory are 25 feet high, require a DC 15 Climb check to scale, and have the following stats:

Worked Stone Wall: Hardness 8, 540 hp, Break DC 50.

Anyone scaling the exterior will automatically alert Mortra and the bugbears (if they're still in here) unless the climber is taking extraordinary precautions.

When the party enters area 8-15A, read or paraphrase the following:

This gallery continues the faded grandeur evidenced from outside. Crumbled marble stairs wind their way up toward a ruined mezzanine floor, and time and abuse have done little to smear the fantastic mosaic of dancing grigs set into the floor. Directly ahead of you, the gallery opens into what looks like a conservatory. To either side of the gallery are small sunrooms, their crystal windows shattered long ago.

If Mortra and the bugbears are still alive, they'll be in here. The gallery is an open area, and the ceiling is 20 feet above the ground. The only lighting comes from the flickering flames of area 8-16, meaning this area is in shadowy illumination if it is nightfall. A bugbear lurks in each dayroom, and Mortra is in the foyer between the gallery and the conservatory, around the corner. If the party made noise on their approach to this building, the villains are probably aware of their presence. When Mortra appears, read or paraphrase the following:

A shriveled hag of a giantess lurches toward you on knobby legs, unsteadily swinging an immense pick over her head. Despite the frailty of her form, you know she's stronger than any human, and the look of pure hatred boiling behind her rheumy eyes tells you she's eager to prove it to you.

"Leave him alone," she bellows as she moves in, her fiery red hair wild and crinkled black face scowling.

Development: Once, a fey palace stood here, back when they built such things, but it stood abandoned well before Vallisneria Forestfriend ever thought to ask Ildavir for entry into the Far Garden. Although derelict, the fey-wrought buildings stood intact until Trag and his army came. They demolished the buildings for sport, but left one intact to be Trag's headquarters, in what was once the conservatory. Now the bugbear leader lives there with his mother, the fire giantess Mortra, and his bugbear champions.

Trag is in meditation in the conservatory, and his mother and champions are eager to show their devotion to him by defeating the interlopers destroying his army.

Tactics: The bugbears are utterly convinced that with the giantess on their side they cannot fail to kill the adventurers. They attack with abandon, throwing themselves on the first hero that gets in range and raging as soon as possible. The bugbears fight to the death, swinging their morningstars in both hands.

Mortra hasn't fought for her life in quite a while, and she's unsure. She begins using Power Attack for 2 points, then increases it by 2 points every round until she misses, starting over. If she is reduced to 30 hit points or less, she switches to applying 2 points to her AC using Combat Expertise, and increasing that by 2 points every round. If she is reduced to 10 hit points or less, she makes a mad dash (using her Improved Overrun feat) for area 8-17 to warn her son. She fights one-handed, with the *potion of cure light wounds* in her other hand for an emergency.

If Mortra has time to prepare for the combat, she will drink the *potion of bull's strength*. Otherwise, she'll forget about it once the fight starts.

The bugbears will pursue any fleeing heroes; Mortra will remain behind to defend Trag.

Bugbears, Bbn2 (2): CR 4; Medium humanoid (goblinoid); HD 3d8+9 plus 2d12+6; hp 41 each; Init +3; Spd 40 ft.; AC 19, touch 13, flat-footed 16; Base Atk +4; Grp +8; Atk/Full Atk masterwork morningstar +10 melee (1d8+4) or composite shortbow [+2 Str] +7 ranged (1d6+2/x3); SA Rage 1/day; SQ Darkvision 60 ft., fast movement, scent, uncanny dodge; AL CE; SV Fort +7, Ref +6, Will +2; Str 19, Dex 16, Con 16, Int 8, Wis 12, Cha 8.

Skills and Feats: Listen +9, Move Silently +7, Spot +6, Survival +4; Alertness, Weapon Focus (morningstar).

SA – Rage (Ex): Once per day, a bugbear bar-

barian can enter a state of fierce rage that last for 8 rounds. The following changes are in effect as long as it rages: AC 17 (touch 11, flat-footed 11); hp 51; Atk masterwork morningstar +12 melee (1d8+6); Full Atk masterwork morningstar +12 melee (1d8+6); SV Fort +9, Will +4; Str 23, Con 20. At the end of its rage, the bugbear barbarian is fatigued for the duration of the encounter.

Possessions: Masterwork morningstar, composite shortbow [+2 Str], 10 arrows, masterwork studded leather armor, 4d12 gp.

Mortra, Venerable Fire Giantess: CR 7; Large giant (fire); HD 15d8+30; hp 92; Init –4; Spd 30 ft.; AC 20, touch 5, flat-footed 20; Base Atk +11; Grp +22; Atk heavy pick +17 melee (1d8+7/19-20/x4) or slam +17 melee (1d4+7) or rock +6 ranged (2d6+7 plus 2d6 fire); Full Atk heavy pick +17/+12/+7 melee (1d8+7/19-20x4) or 2 slams +17 melee (1d4+7) or rock +6 ranged (2d6+7 plus 2d6 fire); Space/Reach 10 ft./10 ft.; SA Rock throwing; SQ Immunity to fire, low-light vision, rock catching, vulnerability to cold; AL LE; SV Fort +11, Ref +1, Will +10; Str 25, Dex 3, Con 15, Int 13, Wis 17, Cha 14.

Skills and Feats: Appraise +1 (+3 armor); Climb +11, Craft (armorsmithing) +12, Intimidate +13, Jump +11, Spot +13; Blind-Fight, Combat Expertise, Improved Critical (heavy pick), Improved Overrun, Iron Will, Power Attack.

SA – Rock Throwing (Ex): The range increment is 120 feet for a fire giant's thrown rocks.

Possessions: Half-plate armor, heavy pick, *potion of cure light wounds* (CL 1st), *potion of bull's strength* (CL 3rd).

Languages: Common, Giant, Goblin.

Area 8-17 – The Emperor (EL 9): When the party approaches the foyer between the gallery and the conservatory, read or paraphrase the following:

Your vision swims with the immense heat coming from the conservatory. The delicate faerie walls, decorated to show a flight of pixies playing tag, are covered in a thick film of soot, ruining much of their detail work. Two shattered windows gaze out into the rear courtyard.

Anyone entering the foyer is subject to the heat effects of the pool of pitch (see below). The ceiling in the foyer is only 10 feet high. When the party can see into the garden, read or paraphrase the following:

Surrounded by the high wall, the courtyard probably once held rare orchids or fancifully groomed hedges. Low stone benches stand on either side of the once-garden, showing the consideration of the garden's creators for its guests.

Whatever its original purpose, now it is a blackened pyre. A small pond of a black, tarry substance smolders and bubbles thickly in the center of the garden. Jets of flame dance across its surface, occasionally erupting and scattering the pitch. The heat is nearly unbearable even from this distance.

Sitting cross-legged on a small island in the center of the pool is a massive bugbear, easily the size of the giantess you fought earlier. He is clad in a simple leather outfit with a cord belt, blackened by exposure to the terrific heat coming from the pool. Gazing at you, he calmly says, "I should thank you for putting her out of her misery. Come, let me thank you ... properly."

Development: Trag has refused to return to the real world because he feared the aging effect would kill his mother. Now that she's dead, there's just one more thing he has to do before going home ... kill the adventurers!

Pitch Pool (CR 4): The pool of pitch in the garden gives off terrific heat like a forest fire in a 15-foot radius. Anyone who breathes within that area takes 1d6 points of damage (no save) per round. Every 5 rounds a character remains in the area, they must make a DC 15 Fortitude save or take 1d4 points of nonlethal damage as well. The DC increases by +1 for every previous check. Holding one's breath can avoid the lethal damage, but not the nonlethal damage. Those wearing heavy clothing or any sort of armor take a –4 penalty on their saving throws. In addition, those in metal armor or coming into contact with very hot metal are affected as if by a heat metal spell.

Every round on initiative count 0, the pool has a 50% chance of popping a large bubble and spraying pitch. Randomly determine which square pops (see the map); every creature in that or an adjacent square must make a DC 13 Reflex save or get hit by pitch (treat as a direct hit from alchemist's fire with no secondary splash).

Moving through the pool inflicts 2d4 fire damage per square. Those moving through the pool continue to burn for 1d4-1 rounds, taking 1d4 fire damage each round. The pool is 4 feet deep and reduces speed to one-third normal.

A *create water* spell cast on a burning adventurer will remove any burning tar, as will taking a full-round action to scrape it off.

The Fragile Wall: The wall in the foyer that separated the two windows (see the map) was severely damaged when the upper floor collapsed. Anyone

who pushes against the wall can collapse it with a DC 15 Strength check. The party can use it as a bridge to the island, or Trag can push it over on top of the heroes if they hide behind it.

If he pushes it onto the party, anyone in the 10-foot-square area on the other side of the wall takes 3d6 points of damage (DC 13 Reflex save for half). Pushing the wall does not cause a collapse of the upper floor.

Plunder of the Wood: Trag has managed to amass a decent fortune over the course of his years of plunder. It is hidden in his *bag of holding*: 20 pp, 3,860 gp, 300 sp, 15,000 cp, a bloodstone (30 gp), an alexandrite (700 gp), a hematite (13 gp), two star rubies (1,400 and 1,200 gp), a zircon (70 gp), a *potion of shillelagh*, 3 flasks of alchemical acid, an arcane scroll (*read magic*). There is also a masterwork light crossbow, a suit of masterwork banded mail, and a pair of masterwork manacles stashed next to one of the benches.

Tactics: If the party seems intent to snipe at Trag from range, he pelts them with his *beads of force*. Note that creatures inside the *resilient sphere* created by a *bead* can "breathe normally," which in this case may cause heat damage from the pool of pitch. When he runs out of magical beads, he starts throwing burning rocks (there are plenty around him), if necessary holding actions to throw at the adventurers when they pop behind cover.

If the party moves to attack Trag, he activates the *haste* feature of his *monk's belt*. During the fight, he takes a move action (that does not provoke an attack of opportunity if he's standing in the pitch) to dip his hands into the tar. Doing so will add 1d4 points of fire damage to his next successful unarmed attack, and that adventurer also suffers the lasting effects of moving through the pitch pool (see above for effects of the pitch). Trag is cautious about using Power Attack, and won't risk it unless it becomes evident he can easily strike a particular foe. Once he finds an opponent he can regularly use Stunning Fist on, he'll save a high-bonus attack to keep stunning that foe, removing them from the fight while he concentrates on the other party members.

Trag will not pursue fleeing adversaries; he figures they are here to kill him, so they can come to him. He will, however, fight to the death.

Trag, giant-touched bugbear Mnk5: CR 9; Large giant (fire); HD 3d8+15 plus 5d8+25; hp 81; Init +6; Spd 40 ft.; AC 21, touch 16, flat-footed 19; Base Atk +5; Grp +16; Atk unarmed strike +11 melee (2d8+7) or rock +7 ranged (1d6 plus 1d6 fire); Full Atk unarmed strike +10/+5 melee (2d8+7) or rock +6 ranged (1d6 plus 1d6 fire); Space/Reach 10 ft./10 ft.; SA Flurry of blows, rock throwing, stunning fist; SQ Darkvision 60 ft., evasion, fast movement, immunity to fire, ki strike (magic), purity of body, scent, slow fall 20 ft., still mind, vulnerability to cold; AL LE; SV Fort +10, Ref +9, Will +8; Str 24, Dex 14, Con 20, Int 8, Wis 16, Cha 8.

Skills and Feats: Balance +4, Climb +9, Diplomacy +1, Jump +14, Listen +7, Move Silently +6, Sense Motive +8, Spot +7, Tumble +9; Ability Focus (stunning fist), Combat Reflexes, Deflect Arrows, Improved Unarmed Strike, Improved Initiative, Power Attack, Stunning Fist.

SA – Rock Throwing (Ex): The range increment for Trag's rocks is 40 feet.

Stunning Fist (Ex): DC 15 Fortitude save or be stunned for 1 round, usable 6 times/day.

SQ – Purity of Body (Ex): Trag is immune to all diseases except for magical diseases such as mummy rot and lycanthropy.

Still Mind (Ex): Trag gains a +2 bonus on saves against spells and effects from the enchantment school.

Possessions: Fire opal (700 gp), *bag of holding (type III), beads of force* (2), *monk's belt*.

Area 8-18: Judgment (EL 12): Unless Soras has told the party exactly where to find the Scourgelands gate, merely traveling to the map square where the gate is located is not sufficient to trigger this encounter. Have the PCs make a DC 25 Spot check (or DC 20 Survival checks made in conjunction with the Track feat) to find the hidden gate. If the party has questioned a goblin (see Interrogation), add a +2 modifier to the check.

When the party approaches the Scourgelands gate, read or paraphrase the following:

Hidden in a box canyon, you find another gate, similar in appearance to that which brought you to this place but blackened by fire and painted in ferocious abandon with the blood of this land's denizens. Atop each of its upright pillars blaze savage pyres, piled high with the corpses of the forest: oak, birch, elm ... and fey.

Trundling about on six legs is a cottage-sized beetle marked by a black carapace with bright orange splotches. It mindlessly champs its mandibles together as it gnaws at a wooden post. Its lance-long forehorn sweeps in deadly arcs to and fro as the creature searches for food.

Development: A DC 26 Knowledge (nature) check will identify the creature as an overgrown rhinoceros beetle. Trag brought it here from the Scourgelands and has used it as a guard dog to defend the gate.

If the party has not accompanied Soras Leafbrother's centaurs, there will also be several bugbears and goblins milling about, sharpening weapons, cooking food, and arguing amongst themselves. Their mounts, the spider eater wasps, are tied down to a crude stable, and several worgs will run free among the idle army. Any squads not on patrol will be located here; refer to The Goblinoid Army and Wandering Monsters for details. In any case, it should be evident that a frontal assault may not be a good idea.

If the party is attacking this gate after Soras has launched his diversionary assault (see area 8-4), only the rhinoceros beetle will be present. Refer to The Battle Rages, below, for this combat.

The Battle Rages: If the party has come to this place as part of Soras Leafbrother's battle plan (see area 8-4), the speed with which they dispatch the vermin will affect the outcome of the conflict. The goblinoids practically worship the immense vermin, and certainly regard it as a good luck figure. If it's destroyed, they'll be severely demoralized, which will make it easier for the centaurs to crush them.

Slaying the vermin by the conclusion of round 8 results in an Overwhelming Victory. Defeating the rhinoceros beetle by the end of round 12 nets a Hard-Fought Victory, and killing it any time after that is a Marginal Victory.

If the party scores an Overwhelming Victory, read or paraphrase the following:

With a final scissoring of its mandibles and a great, shrill cry, the titan crashes to the ground, almost knocking you off your feet. With great celerity, you have bested the gate's guardian, defeating the goblin army's totemic creature and shattering its morale. Routed from the field of battle, the goblinoids are easily run down by Soras and his centaurs, who suffered few losses. By the end of their bloody work, not a single goblinoid lives.

Jubilant, Soras canters up to you. "It is done! Their threat is ended! Now there is one more thing to do," he says, turning to face the gate.

If the party scores a Hard-Fought Victory, read or paraphrase the following:

With a final scissoring of its mandibles and a great, shrill cry, the titan crashes to the ground, almost knocking you off your feet. The battle was hard-fought, but the death of its most powerful creature paralyzes the goblin army. Soras and his centaurs sweep through them, and scant few survive to flee into the woods. This victory came at a cost, however, and centaur blood flows freely from torn and crushed bodies scattered through the landscape.

Exhausted, Soras makes his way through the dead to your side. "It is done. Finally, their threat is ended. A moment of respect," he says gesturing to the fallen, "and then we destroy that gate."

If the party scores a Marginal Victory, read or paraphrase the following (Haele is speaking in Elven or Sylvan; make his speech much more crude if he's forced to speak in Common):

With a final scissoring of its mandibles and a great, shrill cry, the titan crashes to the ground, almost knocking you off your feet. At that cry, the courage of the goblin army evaporates, and they break from combat to flee into the woods. The centaurs, almost decimated, are too stunned and weary to pursue. You have stolen victory from defeat's grasp, but only barely and for many, too late.

One of the centaurs limps toward you, and you recognize him as Haele, the first warrior you met in the tent village. "Soras is dead, though he took many with him. As he breathed his end," Haele continues, "he commanded the last of us, any that survived the day, to tear down that damn gate."

Demolition: The party will find that destroying a gate is far easier than rebuilding one. With only a few minutes' hard work, it can be toppled. When the Scourgelands gate is destroyed, read or paraphrase the following:

Heaving your ropes, you pull down the befouled gate, forbidding further incursions by the likes of Trag and his army. At last, the Far Garden is safe.

Tactics: The rhinoceros beetle will attack the nearest adventurer in nonmetallic (or no) armor, charging or trampling as conditions allow. The vermin is hungry, and it doesn't recognize metal as food. When making a full attack, it always prefers to bite "food," but will use its horn to gore a random PC (roll among all available targets).

The rhinoceros beetle fights to the death, and only pursues fleeing "food."

Advanced Rhinoceros Beetle: CR 12; Huge vermin; HD 28d8+140; hp 266; Init +0; Spd 20 ft.; AC 23, touch 8, flat-footed 23; Base Atk +21; Grp +40; Atk bite +30 melee (3d6+11); Full Atk bite +30 melee (3d6+11) and gore +25 melee (3d6+5); Space/Reach 15 ft./10 ft. (15 ft. with horn); SA

Trample (3d6+10); SQ Darkvision 60 ft., vermin traits; AL N; SV Fort +21, Ref +9, Will +10; Str 33, Dex 10, Con 21, Int –, Wis 12, Cha 9.

Skills and Feats: None.

SA – Trample (Ex): This vermin can trample creatures up to Large size. It deals 2d8+16 damage when it tramples. Creatures being trampled can either attempt a DC 35 Reflex save for half damage or take attacks of opportunity on the rhinoceros beetle (at a –4 penalty).

Wrapping Up

With the defeat of the goblinoids and the destruction of the Scourgelands gate, the tent city will quickly break up as the fey disperse back to the forest. Such creatures were never meant to live in any kind of civilization, even one as primitive as Dawn-on-Stream. Now there will be one final task that Soras (or Haele, if Soras was slain) will request of the party: Pass through the Whiterock gate, and destroy it.

He will explain that the Mother of All visited him in a vision, revealing that the time of the gates has passed. With the destruction of the Whiterock gate, at last the partition fog will evaporate and this small part of the Far Gardens will rejoin the rest of the demiplane.

If they agree, he will give the party each one small phial of forest-green liquid, explaining that if they drink this right before they walk through the gate to return home, they will not age. This phial has no other effect, and cannot otherwise be used to prevent aging.

After the party passes through the gate, the centaurs will dismantle it. If Soras is still alive, he may give the heroes a parting gift (see Bonus Rewards).

If the party does not leave or refuses to depart, he will beseech Ildavir to expel them from the Far Garden. She will reply, forcibly shunting the party back to the entrance of Castle Whiterock (area 1-1). The centaurs will have dismantled the gate (irreparably this time) by the time the adventurers get back there.

Bonus Rewards

Soras is looking for a little help. Specifically, he is offering rewards for certain activities. Below are the bounties he offers (and the bonus experience points the party can earn):

Per goblinoid head brought to Soras: 100 gp; 10 XP per PC

Bringing Trag's head to Soras: 5,000 gp; 100 XP per PC

Destroying Braxilant, the Huge skeletal chimera (see Wandering Monsters), bringing proof to Soras: choice of any one minor wondrous magic item; 50 XP per PC

Bringing Ninia Porrel into Dawn-on-Stream: 200 gp; 100 XP per PC (double gold and XP if no badgers are slain)

Bringing Jae Porrel into Dawn-on-Stream: 200 gp; 100 XP per PC

Finding out who is killing the unicorns, taking their horns and the head of Forst to Grisby: 1,000 gp per horn, 10 XP per horn per PC

Overwhelming Victory: 160 pp, 2 peridots (40 gp each), a *belt of giant strength +4,* and a *luckstone*; 100 XP per PC

Hard-Fought Victory: as Overwhelming Victory, without the *luckstone*; 75 XP per PC

Marginal Victory: as Hard-Fought Victory, without the *belt of giant strength +4;* 50 XP per PC

Additionally, Soras will reward the adventurers with 500 gp if they bring back proof that there was an erinyes loose in the forest, and an additional 1,000 gp if they also have proof of her destruction.

Note that all treasure listed above is total, not per PC.

If the party peacefully resolved the encounter with Usilia (see Random Encounters), give each PC an additional 200 points.

Finally, if the party has completed all tasks, been respectful to the centaurs, and promises to destroy the Whiterock gate, then if Soras is alive he will give them a modified *bracelet of friends* (radiates strong conjuration) with one token. This token is keyed to Soras and functions across planar boundaries. When this token is used, Soras appears within 30 feet of the charm (as directed by the user). The magic of the charm only lasts for a minute and a half (15 rounds), however, and when it expires, Soras (or his dead body) and his gear return to the Far Garden. Unlike a *summon monster* spell, Soras is under no obligation to obey the commands of the user; he retains his free will.

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 8A:
THE GLADE OF FAREWELL

Level Summary

Using the Silver Bridge in the tent city of Dawn-on-Stream, the party enters the unicorn's graveyard, known by them as the Glade of Farewell. Here the party meets Hyelnevyuir, a unicorn paragon who is also the reborn spirit of Vallisneria Forestfriend, an original member of the Company of the Black Osprey, and she has need of their help.

Game Master's Section

Encounter Table

Loc	Pg	Type	Encounter	EL
8A-2	227	C	3 advanced madhorns	9
8A-3	229	H	Pools of Memory	8

Scaling Information

"The Glade of Farewell" is a short level of *Castle Whiterock* designed for 4-6 characters of 8th level. You can adapt the scenario for stronger or weaker parties with a few simple modifications.

Weaker parties (3 or fewer characters, or less than 8th level): Remove two advanced madhorns from area 8A-2, and replace them with a single, un-advanced madhorn (use stats from area 8-8). Reduce the DCs of the Pools of Memory in area 8A-3 by 2.

Do not change Hyelnevyuir, the venerable unicorns, or the violated brothers.

Stronger parties (7 or more characters, or higher than 8th level): Add an additional advanced madhorn to area 8A-2. Increase the DCs of the Pools of Memory in area 8A-3 by 2.

Do not change Hyelnevyuir, the venerable unicorns, or the violated brothers.

GMs should be aware that the party may be split due to the nature of the Silver Bridge, which only accepts those of chaotic good alignment (or those who have fooled it; see area 8-4).

Background Story

The unicorns were a favored race at the creation of the world, and were given many gifts, not the least of which was their magnificent horns. Also reserved for the race

of unicorns was the Glade of Farewell, a private refuge for venerable unicorns to die in dignity, secure in knowing their remains would not be looted by those seeking their horns.

At the end of her life, Vallisneria Forestfriend forsook the way of the druid and changed her alignment, becoming a cleric of Ildavir (the first in centuries). As a reward for her faithfulness, she was reborn upon her death as a unicorn paragon. Now known as Hyelnevyuir, she stands as the defender of the Glade of Farewell.

The actions of the redcap Forst (area 8-8) have had long-reaching permutations in this sensitive area. Unicorns who spent their lives together but traveled separately to the Glade of Farewell have had their loved ones sundered from them by the twisted fey's scheme. Most of these sorrowful souls passed on believing they would never be reunited with their lost friends and mates. Three, however, took a different path and devolved into madhorns, unwittingly aiding the redcap's design. These three have savagely attacked unicorns who came here to die in peace, betraying the purpose of this place.

Hyelnevyuir would put down the madhorns, but unicorn-kind cannot exit the Glade once they have entered it, and she cannot leave the entrance undefended.

Coming and Going

The Silver Bridge is always present in area 8A-1, even if it is not in the Far Garden. As was explained in area 8-4, that end of the bridge only exists for about 15 minutes at a time. If a party member tries to cross back to the Far Garden during that window, they appear in area 8-4 as would be expected.

If, however, an adventurer attempts to use the Silver Bridge when it is not present in the Far Garden, they are held in stasis until it appears again. No time passes for these heroes, and they do not regain spells or damage.

Referring to the map, note the dotted line between the path (area 8A-1) and the Glade (area 8A-2). That line is a one-way trip into the Glade for any unicorn horn (or that of a madhorn or a unicorn paragon). No horn can cross that barrier back toward area 8A-1; this magic is powerful enough to lay claim to any powdered unicorn horns or items made from unicorn horns. This is deity-level magecraft and is not susceptible to mortal magic.

Traveling into the forest is impossible; no matter how long one travels into the woods, the Glade or the path is always a few steps behind them.

The Glade of Farewell is not considered a unicorn's home forest, so their *greater teleport* abilities do not work here.

Inhabitants

The first time the party enters the Glade of Farewell, there will not be any unicorns. On any subsequent visit, they will encounter 1d3-1 unicorns (either having used the Silver Bridge in Dawn-on-Stream or having reached the Glade of Farewell by some other means). Use the below stats for any such unicorns.

Similarly, any unicorns slaughtered for their horns here will return as violated brothers 1d4 hours later; use the below stats for any violated brothers encountered here.

Venerable Unicorn: CR 3; Large magical beast; HD 8d10+24; HP 68; Init +0; Spd 60 ft.; AC 15, touch 9, flat-footed 15; Base Atk +8; Grp +14; Atk horn +12 melee (1d8+5); Full Atk horn +12 melee (1d8+5) and 2 hooves +4 melee (1d4+1); Space/Reach 10 ft./5 ft.; SQ Darkvision 60 ft., *magic circle against evil,* spell-like abilities, immunity to poison, charm, and compulsion, low-light vision, scent, wild empathy +21; AL CG; SV Fort +9, Ref +6, Will +9; Str 14, Dex 11, Con 16, Int 13, Wis 24, Cha 27.

Skills and Feats: Jump +18, Listen +17, Move Silently +13, Spot +17, Survival +10*; Alertness, Skill Focus (Move Silently), Skill Focus (Survival).

*Unicorns have a +3 competence bonus on Survival checks within the boundaries of their forest.

Spell-Like Abilities: Unicorns can use *detect evil* at will as a free action. Once per day, a unicorn can use *greater teleport* to move anywhere within its home. It cannot teleport beyond the forest boundaries nor back from outside. A unicorn can use *cure light wounds* three times per day and *cure moderate wounds* once per day (CL 5th) by touching a wounded creature with its horn. Once per day, it can use *neutralize poison* (DC 22, CL 8th) with a touch of its horn.

SQ – Magic Circle Against Evil (Su): This ability continuously duplicates the effect of the spell. A unicorn cannot suppress this ability.

Wild Empathy (Ex): This power works like the druid's wild empathy class feature, except that a unicorn has a +6 racial bonus on the check.

Violated Brother: CR 9; Large undead (incorporeal); HD 12d12; hp 78; Init +5; Spd 30 ft., fly 60 ft. (perfect); AC 22, touch 22, flat-footed 17; Base Atk +6; Grp -; Atk hoof +10 incorporeal touch (1d4); Full Atk 2 hooves +10 incorporeal touch (1d4); Space/Reach 10 ft./5 ft.; SA Negative energy aura, share death gaze 3/day; SQ Darkvision 60 ft., hated foe, incorporeal traits, +2 turn resistance, undead traits; AL CE; SV Fort +4, Ref +9, Will +14; Str –, Dex 20, Con –, Int 6, Wis 22, Cha 26.

Skills and Feats: Listen +23, Spot +23; Alertness, Dodge, Flyby Attack, Improved Flyby Attack, Mobility.

SA – Hated Foe (Su): Against fey, this violated brother adds its Charisma bonus (+8) to attack and damage rolls with its hoof attacks. The hoof attacks also

deal an additional 2d4 points of profane damage per strike against fey.

Negative Energy Aura (Su): The miasma of suffering that surrounds a violated brother manifests as an aura of negative energy. Any living creature that starts its turn within 15 feet of a violated brother is affected as if by an *inflict light wounds* spell (CL 12th, 1d8+5 damage, Will save DC 24 half). Unintelligent, nonattended plant life smaller than the violated brother immediately withers and dies, leaving a trail.

Shared Death Gaze (Su): A violated brother can focus its gaze on a single target within 10 feet and "shares" the moment of its death in every humiliating, excruciating detail. The target must succeed on a DC 24 Will save or die. After it uses this attack, it cannot use it again for 1d4+1 rounds. This is a mind-affecting, death effect.

Interrogation

Hyelnevyuir does not remember much of her previous life, although she does vaguely remember that she used to be Vallisneria Forestfriend, a member of the Company of the Black Osprey, and that she helped clear out Castle Whiterock. The GM can use Hyelnevyuir to drop hints or cryptic clues to PCs about places that they might have missed in their exploration of the dungeons. Keep in mind that Hyelnevyuir would only have access to memories Vallisneria may have had, so she would not be able to answer questions about more recent events, such as pertaining to the duergar and the slavers. Refer to the Timeline for an idea of what Hyelnevyuir may know about. Hyelnevyuir does not advertise her previous life, but it may come up if the party explains how they arrived in the Far Garden. If the party needs prodding on this subject, the unicorn paragon could ask them.

The unicorns here are not interested in spending time in idle chatter with non-unicorns. If asked basic questions in respectful tones, they will answer as courtesy dictates (after determining the party is not evil). For all other requests, they will refer the party to Hyelnevyuir.

The madhorns will not speak to the party even if addressed, nor will any violated brothers.

Tracking

Those attempting to track here will be foiled by this place's regenerative nature. Every snapped twig, bent blade of grass, and clod of upturned earth heals or otherwise repairs itself instantly. Effectively, this means that all creatures in this area benefit from *pass without trace*.

Areas of the Map

This level is kept in the fading light of dusk, befitting its somber purpose. This means it is in perpetual shadowy illumination, granting 20% concealment to all creatures viewed without low-light vision or darkvision.

There are no walls, doors, or ceilings. Damage done to the trees (and all plant life) is instantly healed except for damage caused by a violated brother's negative energy aura. This plant life must be regrown normally.

The forested areas off the path and surrounding the Glade are trees mixed with heavy undergrowth. Heavy undergrowth costs 4 squares of movement to move into, and it provides concealment with a 30% miss chance (instead of the usual 20%). It increases the DC of Tumble and Move Silently checks by 5. Heavy undergrowth is easy to hide in, granting a +5 circumstance bonus on Hide checks. Running and charging are impossible.

Area 8A-1 – The Path: When the party crosses into this area from area 8-4 via the Silver Bridge, read or paraphrase the following:

> *As you take the last step of the bridge, you feel a sharp tug at the center of your being and a moment of vertigo. When it passes, you find yourself on a grassy trail in the still heart of an old forest. No birds cry and no animals grunt or howl. The air smells faintly of lilac and the trees – poplar, elm, and oak among others – stir in a faint breeze. The sky lacks any celestial bodies but retains the elusive, half-light quality that caused the Silver Bridge to form.*

When Hyelnevyuir appears, read or paraphrase the following (especially if any of the party is evil):

> *A great unicorn slowly strides from the forest. She has a flawless alabaster coat and her horn is strangely pearlescent. Her golden hooves leave sparks of electricity when they hit the ground.*
>
> *She addresses you in the Common tongue, "Although your presence here is disturbing, I sense no malice in your hearts. Why do you seek the Glade of Farewell? It is not for your kind."*

Development: Hyelnevyuir is in the forest watching the party as they enter this area. Remember that the heavy undergrowth grants a +5 bonus to her Hide check. As soon as the party appears, she uses her *detect evil* ability. If the party treats with her courteously, she will offer to heal any wounds they have, and beg their assistance. She then explains that a few unicorns in the Glade have refused to

accept the loss of their loved ones, and must be put down. She does not explain exactly why she cannot enter the Glade, only stating, “It would cause more trouble than it would solve.”

If the party has brought with them any unicorn horns, she will want to know how they came by them. If they tell the tale about the redcap Forst, she will thank them and ask that the party lays the horns to rest in the Glade, specifically near the pools (this will conclude the “Easing the Dead” subquest; see area 8-4). If it has not come up yet, she will warn them about the madhorns. If Grisby is present, it will cast *mass cat’s grace* on the party.

If the party agrees to enter the Glade, she will offer this advice: “The powers of this place are not ... attuned ... for your races. You may have some difficulties if you linger too long in the Glade.”

If the faerie dragon Grisby is with the party, it speaks up to clarify any points the adventurers misrepresent, and Hyelnevyuir is more favorably disposed toward the heroes. Similarly, if there are only one or two heroes present, Grisby will offer to join the party to confront the madhorns.

Under normal circumstances, the party should not fight Hyelnevyuir. If a fight breaks out, however, consult Tactics below.

Tactics: The unicorn paragon begins combat with her righteous neigh, then charges into melee. If she’s faced with multiple melee opponents, Hyelnevyuir will use her horn against one foe and her hooves against another.

If she is simply unable to effectively attack a party member, either because their AC is too high or for some other reason, she will switch to a new target.

If Grisby is present, it will turn *invisible* and try to keep the party out of the Glade and away from Hyelnevyuir (if possible) by casting *wall of thorns*. It tries to get the party to back down, casting nuisance spells like *quench, warp wood*, and *rusting grasp* to convince them that fighting is the wrong thing to do. If the party persists, Grisby unleashes *lightning storm, call lightning*, and *ice storm*. Regardless, the faerie dragon tries to heal Hyelnevyuir whenever she’s at half her hit points.

Hyelnevyuir fights to the death, and only pursues fleeing characters in this area or if they head back across the Silver Bridge.

Hyelnevyuir, advanced unicorn paragon: CR 10; Large outsider (extraplanar, good); HD 12d8+96; hp 150; Init +2; Spd 60 ft.; AC 17, touch 11, flat-footed 15; Base Atk +12; Grp +22; Atk horn +20 melee (1d8+9 plus sickening); Full Atk horn +20 melee (1d8+9 plus sickening) and 2 hooves +17 melee (1d4+3 plus 1d6 electricity); Space/Reach 10 ft./5 ft.; SA Righteous neigh, sickening horn, thundering hooves; SQ Darkvision 60 ft., *magic circle against evil*, spell-like abilities, immunity to poison, charm, and compulsion, low-light vision, scent; AL CG; SV Fort +16, Ref +10, Will +17; Str 23, Dex 14, Con 26, Int 10, Wis 24, Cha 28.

Skills and Feats: Balance +17, Jump +33, Listen +24, Knowledge (nature) +15, Move Silently +17, Spot +24, Survival +22* (+24 in above ground natural environments), Swim +15; Alertness, Improved Multiattack, Iron Will, Multiattack, Skill Focus (Survival), Track.

* Hyelnevyuir has a +3 competence bonus on Survival checks within the boundaries of a forest or on her home plane.

SA – Righteous Neigh (Su): Any nongood creature within 30 feet of Hyelnevyuir when she uses this ability must make a Will save (DC 28) or become slowed (as the spell) for 1d4 rounds. Hyelnevyuir must wait 1d6+1 rounds after using this ability before she can use it again.

Sickening Horn (Su): An evil creature struck by a Hyelnevyuir’s horn must make a Fortitude save (DC 24) or become sickened for 1d3 minutes.

Spell-Like Abilities: Hyelnevyuir can use *detect evil* at will as a free action. Once per day, she can use *greater teleport*; unlike a lesser unicorn, however, she uses this ability without restrictions. Hyelnevyuir can use *cure light wounds* three times per day and *cure moderate wounds* once per day (caster level 8th) by touching a wounded creature with her horn. Once per day, she can use *neutralize poison* (DC 25, caster level 8th) with a touch of her horn.

Thundering Hooves (Su): Hyelnevyuir ‘s hooves deal 1d6 points of electrical damage per strike. On a critical hit, they also emit a loud, thunderous boom and the target must make a Fortitude save (DC 24) or become stunned for 1 round.

SQ – Magic Circle against Evil (Su): This ability continuously duplicates the effect of the spell. Hyelnevyuir cannot suppress this ability.

Grisby, advanced faerie dragon: CR 10; Small dragon; HD 6d12+12; hp 56; Init +2; Spd 10 ft., fly 60 ft. (good), swim 30 ft.; AC 16, touch 13, flat-footed 14; Base Atk +6; Grp +3; Atk/Full Atk bite +8 melee (1d3+1); SA Breath weapon, spells; SQ Darkvision 60 ft., immunity to sleep and paralysis, *invisibility*, low-light vision, spell resistance 16, telepathy; AL CG; SV Fort +7, Ref +7, Will +10; Str 12, Dex 14, Con 14, Int 16, Wis 20, Cha 19.

Skills and Feats: Bluff +13, Concentration +11, Diplomacy +6, Hide +15, Intimidate +6, Knowledge (nature) +12, Listen +14, Move Silently +11, Search +12, Spot +14, Survival +5 (+7 following tracks, +7

in above ground natural environments), Swim +18; Combat Casting, Dodge, Hover.

SA – Breath Weapon (Su): Cone, 5 feet, once every 1d4 rounds; Reflex save DC 15 or wander aimlessly in a state of euphoric bliss for 2d6 rounds (similar to a *confusion* effect). Creatures so affected can take no action other than a move action and lose their Dexterity bonus to AC.

SQ – Greater Invisibility (Su): A faerie dragon remains *invisible* even when it attacks. This ability is constant, but the faerie dragon can suppress or resume it as a free action.

Telepathy (Su): Faerie dragons can communicate telepathically with each other within a range of 2 miles.

Spells Prepared (6/7/5/5/4/4/2; DC 15 + spell level): 0 – *create water, cure minor wounds, detect magic, guidance, know direction, purify food and drink*; 1st – *calm animals, cure light wounds* (2), *entangle, faerie fire, produce flame, speak with animals*; 2nd – *animal trance, barkskin, chill metal, lesser restoration, warp wood*; 3rd – *call lightning, cure moderate wounds* (2), *quench, remove disease*; 4th – *cure serious wounds* (2), *ice storm, rusting grasp*; 5th – *call lightning storm, cure critical wounds* (2), *wall of thorns*; 6th – *mass cat's grace, find the path*. Caster level 12th.

Area 8A-2 – The Glade (EL 9): Read or paraphrase the following:

The grassy path widens, opening into a glade. A large lilac bush in the center of the clearing waves gently in the breeze, and in the distance you can hear the murmuring of water.

Three unicorn-like creatures of dark demeanor lurk in this otherwise-tranquil clearing. Each one has a blackened horn, as if it had been charred by fire, and their sides are slick with sweat. The beasts' hair is matted and caked in grime, and their feverish eyes brim with hate.

A fourth unicorn, this one a proper creature of the woodlands, lies in corruption near the bush. Puncture wounds and crushing blows mark its body. It has been dead for a few days.

Development: The unicorn was slain by the madhorns when it arrived here. The combat alerted Hyelnevyuir, who has turned aside other unicorns from the Glade. They watch the party until they get further into the Glade, then attack.

Lilac Bush: The lilac bush in the center of the clearing represents light undergrowth. A space covered with light undergrowth costs 2 squares of movement to move into, and it provides conceal-

Overrun

The madhorns can attempt an overrun as a standard action taken during their move (in general, you cannot take a standard action during a move; this is an exception). They can only overrun an opponent who is Huge or smaller, and can make only one overrun attempt per round.

During an overrun, the madhorn enters the PC's square. Since they have the Improved Overrun feat, this does not provoke an attack of opportunity. Similarly, the feat means that adventurers cannot choose to simply avoid the madhorn.

Then the madhorn makes a Strength check opposed by the PC's Dexterity or Strength check (whichever ability score has the higher modifier). A combatant gets a +4 bonus on the check for every size category he is larger than Medium or a –4 penalty for every size category he is smaller than Medium (counting feat, size, and Strength, a madhorn normally gets a +13 to this check). The defender gets a +4 bonus on his check if he has more than two legs or is otherwise more stable than a normal humanoid.

If the madhorn wins, it knocks its opponent prone and may continue its movement as normal.

If it loses, it moves 5 feet back the way it came; if that square is occupied, the madhorn falls prone. If not, the hero may immediately react and make a Strength check opposed by the madhorn's Dexterity or Strength check (including the size modifiers noted above, but no other modifiers) to try to knock it prone.

Prone

The creature is on the ground. An attacker who is prone has a –4 penalty on melee attack rolls and cannot use a ranged weapon (except for a crossbow). A defender who is prone gains a +4 bonus to Armor Class against ranged attacks, but takes a –4 penalty to AC against melee attacks.

Standing up is a move-equivalent action that provokes an attack of opportunity.

ment. Undergrowth increases the DC of Tumble and Move Silently checks by 2 because the leaves and branches get in the way.

Tactics: As explained above, the madhorns prefer to wait until the party gets further into the glade before attacking. This is because they are aware that they cannot leave the Glade, and they ideally want to prevent the party from fleeing. If the party hangs back and fires on the madhorns from outside the Glade, they will withdraw out of line-of-sight and wait. Beyond that, the madhorns do not coordinate their attack.

The madhorns open combat by using their Improved Overrun feat on whichever party member they can reach easiest; this means multiple madhorns may end up attempting to overrun the same opponent. If the adventurer is knocked prone by a madhorn, any other ones that would have tried to overrun it instead move up to that hero and attack. The madhorns like to keep at least one foe on the ground at all times, and they use the overrun tactic accordingly.

For convenience, the sidebar summarizes overrun and being prone.

When attacking, a madhorn fixes one target with all its attacks. The madhorns do not maneuver to give each other flanking bonuses.

The madhorns fight to their destruction, and will pursue fleeing opponents as far as they are able.

Advanced Madhorns (3): CR 6; Large magical beast (evil); HD 10d10+50; hp 110 each; Init +4; Spd 60 ft.; AC 18, touch 12, flat-footed 15; Base Atk +10; Grp +19; Atk horn +17 melee (2d6+8 plus festering wound); Full Atk horn +17 melee (2d6+8 plus festering wound) and 2 hooves +12 melee (1d4+2); Space/Reach 10 ft./5 ft.; SA Escalation, festering wounds; SQ Darkvision 60 ft., *greater teleport*, immunity to poison, low-light vision, scent, stalwart 3; AL CE; SV Fort +12, Ref +11, Will +8; Str 21, Dex 18, Con 20, Int 10, Wis 21, Cha 24.

Skills and Feats: Jump +23, Listen +13, Move Silently +12, Spot +13, Survival +5*; Improved Overrun, Improved Natural Attack (horn), Multiattack, Power Attack.

*Madhorns have a +3 competence bonus on Survival checks within the boundaries of their forest.

SA – Escalation (Su): When a madhorn is at the 50% (rounded down) threshold of its starting hit points, it gains +4 to Strength and Dexterity. When it is at the 25% (rounded down) threshold, it becomes *hasted* (+1 on attack rolls, +1 dodge bonus to AC and Reflex saves, may make extra attack when making full attack action, +30 ft. speed) and gains the Diehard feat (even if it does not meet the prerequisites). If a madhorn is taken from above 50% hit points to below 25% hit points in one blow, it still gains each benefit. If the madhorn is healed to above either or both thresholds, it instantly loses any relevant benefits.

These advanced madhorns' breakpoints for escalation are 55 hp and 28 hp.

Festering Wounds (Ex): The injuries caused by a madhorn's horn are particularly resistant to curative magic. Each point of damage caused by the horn attack requires 2 points of magical healing to cure. A *remove disease* spell corrects this condition, as will a *heal* spell (and any healing delivered by the *heal* spell is as normal).

A DC 17 Heal check made in examination of the wounds will discover their festering property, and reveal how to remove them.

SQ – Greater Teleport (Sp): Like its brethren, a madhorn can only teleport to locations within its home forest.

Stalwart 3 (Ex): A madhorn can shrug off any attack that inflicts 3 or fewer points of damage. Attacks that inflict more than 3 points of damage deal their full damage.

Area 8A-3 – The Pools (EL 8): When the party can see down the decline, read or paraphrase the following:

The ground slopes away from this glade. A rivulet of water emerges from a small crack in the earth and flows down the declension, forming three pools at different elevations.

The water looks pure and refreshing, but there is something odd about it as well. You can't quite put your finger on it.

Development: Anyone making a DC 15 Spot check at the water will notice that it does not reflect nearby trees or the sky. Unicorns who are almost ready to pass on often gaze at these waters, which they call the Pools of Memory. They are enchanted to display the viewer's past and cherished memories. Unicorns find this an agreeable way to reflect on their lives, but non-unicorns will experience different results.

The crack from which the water springs does not lead anywhere of consequence.

Viewing the Pools: A non-unicorn looking directly into a pool (not merely spying it from afar) must make a DC 20 Will save or be fascinated by what the pool shows them: pleasant images of their past. The magic of the pools was not designed for non-unicorn minds, however, and the tone of the images quickly changes. Anyone fascinated by a pool must make a second DC 20 Will save the next round or be affected as if by a *hold person* spell while horrific images, typically distortions of past events, are displayed. Anyone under the *hold person* effect must make a DC 20 Fortitude save the next round or die as the pool draws forth an image of unconquerable fear from the person's mind (similar, but not identical to, a *phantasmal killer* spell).

An adventurer who makes a save breaks the pull of the Pool of Memory for the moment, but can be affected once again if he looks into a pool. Anyone who fails the first two saves but makes the third is affected as if by the spell *nightmare* for 1d3 nights afterward. A *remove curse* or *break enchantment* spell (DC 25) will negate the nightmare(s) for the next night.

These are mind-affecting, enchantment effects, and the final effect is also a fear effect (so paladins, for example, may be immune to it). Multiple adventurers can look into the same pool and experience different visions. Note that there is no outward sign of distress on the part of a person affected by a Pool of Memory.

Drinking from the Pools: Drinking the water is dangerous for non-unicorns. Anyone tasting even a sip must make a DC 15 Fortitude save or fall into an unnaturally deep sleep. Each 24 hours, the hero is allowed a new Fortitude save at a DC that increases by +2 for every subsequent save. If the adventurer fails the save, he dies. If successful, he continues sleeping. After an adventurer has succeeded on two saves, he wakes up. Heroes are considered to have rested that entire time, so they regain hit points and spells as normal; they will remember that they dreamt, but not what the dreams were about, only that they were peaceful.

Normal efforts to awaken a sleeper are not sufficient. The person can only be awoken with a *break enchantment* or *remove curse* spell (DC 25). Someone who is prematurely awakened by such means must make an additional DC 15 Fortitude save or die from shock. A DC 25 Knowledge (arcana) check will know the proper method of awakening a sleeper, as well as the dangers therein.

This is a mind-affecting, enchantment effect. Elves and half-elves are immune to the consequences of imbibing the water.

The water detects as magic (strong enchantment) but does not detect as poisonous because it was not created to be a poison; that is merely a side effect. Water taken from here becomes normal.

Bonus Rewards

If the party puts down the madhorns and returns to Hyelnevyuir, they earn a bonus 100 experience points apiece. Similarly, if they deposit the horns gathered from Forst (area 8-8) near the Pools of Memory as requested, they earn an extra 100 experience points apiece and complete the "Easing the Dead" sub-quest.

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 9:
DENIZENS OF THE IMMENSE CAVERN

Level Summary

Below the Watery Way (level 7) is an immense cavern that at its widest points stretches nearly 1,200 feet east to west, and over 1,500 feet north and south. The expansive ceiling is typically 350 to 420 feet overhead, but reaches nearly 500 feet over the fungus forest. The cavern is its own thriving ecosystem, inhabited by numerous humanoid creatures, and typical underground fauna, albeit on a large scale. Despite these inhabitants, the operators of the Bleak Theater (level 10) frequently pass through this cavern during everyday dealings (mostly transporting slaves from the surface) on level 7 and the upper reaches of Castle Whiterock.

Game Master's Section

Scaling Information

"Denizens of the Immense Cavern" is a level of *Castle Whiterock* designed for 4-6 characters of 9th level, but can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or less than 9th level): Reduce the number of trolls in area 9-1 by half, and remove two fighter levels from Roakgroth. Remove the quickening template from the giant snapping turtle, making it an EL 9 encounter. Remove two barbarian levels from Gar and Nar in area 9-3. In area 9-5a, reduce the number of stirge swarms to one, and remove eight Hit Dice from the Stirge Brood Mother. Remove the sliding door component to the trap in area 9-11, making it a CR 9 trap.

Stronger parties (7 or more characters, or higher than 9th level): In area 9-1, add four more regular trolls, add two more warrior levels to the elite trolls, upgrade their armor to chainmail, and add two more fighter levels to Roakgroth. Add two more barbarian levels to Gar and Nar, and give him a few more advanced deep worgs as pets. In area 9-5a, add another stirge swarm to each location, but do not adjust the Brood Mother. Advance the delver in area 9-8 by eight Hit Dice. Convert the stone giants to normal adults (remove the miniature template) in area 9-10. Finally, add another CR 10 trap to area 9-11, making it an EL 12 encounter.

Background Story

The Immense Cavern is just that: a mammoth natural vaulted chamber located below the Watery Way, and near the Bleak Theater. Discovered by the drow adventurer Nol'drazar Forlorna centuries ago during the drow occupation of this area (and the levels below), the chamber was called the Cavern of Nol'drazar, in his honor. But few remaining denizens recall this name (although the drow on sub-level 9B certainly do), so most simply refer to this area as the Immense Cavern, although often in their own tongue. The fact that the chamber was a thriving ecosystem is what attracted the drow to establish their coliseum nearby. The Immense Cavern was envisioned as the bread basket for House Forlorna's fortress. Slaves would toil in mushroom fields, herd cave lizards, and perform assorted other mundane tasks detested by the haughty drow.

But two events conspired to destroy the drow occupation, thus limiting the development of the cavern's resources. First was the defeat of the devil-lich Chalychia, hundreds of miles away. The remnants of House Forlorna fled to this outpost, but before it could become established, the Company of the Black Osprey arrived and routed the once-proud House. Most were slain, or driven into the depths of the Underdeep, but a few managed to retreat to a hidden base, and are still present today....

These days, the Immense Cavern still teems with life, from the benign cave lizard herds, to the occasionally aggressive dire bats that adorn the ceiling, to the ranging fungus forest, whose toadstools often reach heights of 20 feet. But not all of the denizens are so passive. Swarms of ravenous stirges keep the resident lizard and dire bat populations in check, although few know of their bloated brood mother secreted in a cave lair along the southern wall. A small band of trolls lair in a cave system in the northern reaches, and a massive snapping turtle that feeds off the bounty of the river, which cuts a path through the cavern. A large clan of ettins once inhabited hollowed-out stalagmites, but their numbers have been decimated by the duergar of Narborg (see levels 11 and 12). The northwestern part of the cavern is frequented by massive purple worms, creating a riddled meadow of their burrows. These massive beasts have attracted a band of juvenile stone giants who have established a sort of hunting lodge above the worm fields. Although these giants pay lip service to The Impresario of the Bleak Theater, they just care about their sport and their mead.

Along with these inhabitants, the Immense Cavern hosts a number of peculiar structures. The first, and most obvious, is the polished obsidian pyramid (and a great deal of sand) located in the northern part of the cavern. This structure is the tomb of a long-dead pharaoh, although he is not quite at rest. The pyramid was transported here via powerful magicks employed by Pelltar, the Company of the Black Osprey's powerful conjurer. Although many have tried (including Pelltar himself), the tomb has never been plundered. See sub-level 9A for details.

Second, and by far the least obvious, would be the Inverted Tower. This massive hollowed-out stalactite is situated on the ceiling above the fungus forest. The tip of the 145-foot-long formation is nearly 350 feet from the floor of the cavern, which suit its decadent inhabitants just fine. The few remaining House Forlorna drow reside in this bolt hole, and strive to keep a low profile, while plotting their triumphant return. See sub-level 9B for details.

The river that winds its way through the Immense Cavern collects in a small lake before eventually exiting this level along the southern wall. However, few are aware the water collects in a concealed grotto before draining into an Underdeep aquifer. This grotto, and the lake inside, is the home of a gnome named Peduncle Hilspek, once a member of an ill-fated adventuring band

Encounter Table

Loc	Pg	Type	Encounter	EL
9-1a	234	C	8 trolls	11
9-1b	235	C	*Roakgroth*, male troll Ftr4 3 elite trolls War2	11
9-2	236	C	Quickened giant snapping turtle	10
9-3	237	P/C	*Gar and Nar*, male ettin Bbn4 Advanced deep worg	11
9-4	239	H	Subterranean lizard herd	–
9-5a	240	C	Stirge swarms	7+
9-5b	241	C	Stirge brood mother	12
9-6	242	C	*Ilyanassa Forlorna,* advanced groaning spirit	8
9-7	243	P/C	*Galdiera Goldmoon*, polymorphed half-celestial Pal10	10
9-8	247	P/C	*Buulff*, intoxicated delver	9
9-9	248	C	Advanced purple worm	12
9-10	249	P/C	*Fjorjek*, male juvenile stone giant Sor3 *Sard*, armadillo familiar 5 juvenile male stone giants	12
9-11	252	T	*Incendiary cloud*/sliding doors trap	10

that assaulted the ruins of Castle Whiterock decades ago. Peduncle just wants to be left alone, but he has recently acquired an interesting toy (a vehicle of sorts created by the Clockwork Academy), which just might interest the adventurers. See sub-level 9C for details.

And then there is that pesky kobold who guards the bridge. Although all of the denizens are annoyed by its demand of combat to cross the span, astute heroes may find an ally in their struggle against the great red dragon, Benthosruthsa.

Tracking

Many of the denizens in the Immense Cavern move about quite a bit. Thus, the cavern is riddled with tracks of all sorts. The base DC for all tracking attempts is 23 (20 because the ground is firm, and +3 for "moonlight" conditions). The DCs below are adjusted for creature size, number encountered, plus time since the tracks were deposited.

The duergar from the Bleak Theater, and their agents, pass through the cavern to and from the Watery Way above. As such, there is a worn trail, as indicated on the map, created by Medium-sized dwarf-like humanoids. This trail can be located with a DC 20 Survival check. However, every 150 feet, the tracker needs to make another roll (with a +2 circumstance bonus, since he knows what to look for) to stay on the trail. The DC for this check is reduced to 13 while passing through the fungus forest, due to the well-defined trail.

Use the following DCs for attempts made near one of the respective creature lairs:

Area 9-1: Survival DC 18 to discover 1d4+2 Large humanoid (troll) tracks that lead to the cave system.

Area 9-2: Survival DC 20 to discover the old Gargantuan turtle tracks along the river, or the lake.

Area 9-3: Survival DC 22 to discover the Large tracks for a single humanoid (ettin) or Huge wolf-like tracks.

Area 9-4: Survival DC 10 to find any of the numerous tracks left by the cave lizard herd.

Area 9-7: Survival DC 26 to find a single set of Small humanoid (kobold) tracks.

Area 9-9 and 9-10: Survival DC 23 to find several Medium humanoid (juvenile stone giant) tracks scattered about.

Interrogation

Most of the denizens of the Immense Cavern are little more than mindless creatures searching for their next meal. However, a few might be open to parley, should the heroes choose to initiate this interaction.

The trolls in area 9-1 begin as hostile, and likely attack on sight. However, if the adventurers can use Diplomacy to sway the leader to friendly, he might reveal his knowledge of the safe route into the obsidian pyramid.

The ettin in area 9-3 begins as indifferent. If swayed to helpful, he shows the party his cave paintings, also giving the heroes a clue about the obsidian pyramid, or the presence of Peduncle in sub-level 9C.

See the details of area 9-7 for details on how the adventurers can deal with this interesting NPC.

Due to its intoxicated state, the delver in area 9-8 begins the encounter unfriendly. If swayed to friendly (likely requiring a metal bribe), he can be convinced to leave the party alone.

The juvenile stone giants in area 9-10 begin as unfriendly. They really just want to be left alone, but if the heroes prove their mettle by becoming successful worm riders, they can become helpful and even give the party the pass phrase to bypass the trap in area 9-11.

Getting Captured

Few of the denizens of the Immense Cavern are interested in capturing the adventurers. The trolls and the ettin would just as soon dine on them. Heroes who are drained to 0 Constitution by the stirge swarms are carried back to the Brood Mother's cavern (area 9-5a) to be devoured. Those captured by the juvenile stone giants have a 50/50 chance of being used to attract purple worms (in area 9-9) or being turned over to duergar guards at the Bleak Theater.

Wandering Monsters

For every *hour* that the adventurers explore, there is a 20% chance (1-4 on a d20) that they encounter a wandering monster. If an encounter is called for, roll 1d8 and consult the following table. If the result "local denizen" occurs, the PCs encounter some of the creatures that lair in this part of the cavern.

1d8	Encounter	EL
1-2	Local denizen	varies
3-5	That sucks! (2 stirge swarms)	9
6-7	Look out below (10 dire bats)	9
8	Clean-up on Level 9 (advanced gelatinous cube)	9

Local Denizen: The map is divided into zones around each encounter area. Since this level is so large, these zones represent the cavern denizen's normal roaming range (although they do range further on occasion). If this result is rolled, the heroes encounter part or all of

the denizens in that particular zone. At the beginning of each encounter are a few notes regarding a wandering encounter with these denizens.

That Sucks! Numerous swarms of normal stirges wing about the Immense Cavern in search of their next blood meal. Often, the cave lizards or dire bats that inhabit the ceiling are the prey, but occasionally, a large swarm attacks smaller prey items. Any adventurers reduced to 0 Constitution can be picked up by a swarm, and returned to area 9-5a, to feed the Brood Mother.

Stirge Swarm (2): CR 7; Tiny magical beast (swarm); HD 14d10+14; hp 91 each; Init +5; Spd 10 ft, fly 40 ft. (average); AC 16, touch 16, flat-footed 12; Base Atk +14; Grp –; Atk/Full Atk swarm (3d6 plus blood drain); Space/Reach 10 ft./0 ft.; SA Blood drain, distraction; SQ Darkvision 60 ft., half damage from slashing and piercing, low-light vision, swarm traits; AL N; SV Fort +12, Ref +16, Will +5; Str 3, Dex 20, Con 12, Int 1, Wis 12, Cha 6.

Skills and Feats: Hide +21, Listen +9, Spot +9; Ability Focus (distraction), Alertness, Great Fortitude, Lightning Reflexes, Skill Focus (Hide), Weapon Finesse.

SA – Blood Drain (Ex): Any living creature damaged by a stirge swarm suffers 2d4 points of Constitution damage from blood loss as the swirl of stirges attack, drain, and then detach. Creatures lacking blood are immune to this effect.

Distraction (Ex): Any living creature vulnerable to a swarm's damage that begins its turn with a swarm in its square is nauseated for 1 round; a DC 20 Fortitude save negates the effect. Spell casting or concentrating on spells within the area of a swarm requires a Concentration check (DC 20 + spell level). Using skills that involve patience and concentration requires a DC 20 Concentration check.

Look Out Below: The ceiling is host to hundreds of dire bats. From time to time, a flock descends on movements detected on the ground below mistaking the PCs for a few cave lizards. The dire bats are not too picky about their next meal, so they continue to attack until over half their number is defeated.

Dire Bats (10): CR 2; Large animal; HD 4d8+12; hp 32 each; Init +6; Spd 20 ft., fly 40 ft. (average); AC 20, touch 15, flat-footed 14; Base Atk +3; Grp +10; Atk/Full Atk bite +5 melee (1d8+4); Space/Reach 10 ft./5 ft.; SQ Blindsense 40 ft.; AL N; SV Fort +7, Ref +10, Will +6; Str 17, Dex 22, Con 17, Int 2, Wis 14, Cha 6.

Skills and Feats: Hide +4, Listen +12*, Move Silently +11, Spot +8*; Alertness, Stealthy.

*Dire bats have a +4 racial bonus on Spot and Listen checks. These bonuses are lost if its blindsense is negated.

Clean–up on Level 9: This encounter only occurs to the east of the river as the gelatinous cube does not cross the river. If rolled on the west bank, re-roll again. A massive gelatinous cube ranges throughout most of the Immense Cavern. Luckily, most inhabitants avoid its slow ponderous movement, although it does overrun the occasional cave lizard, or even larger prey. Most of its food comes from decaying debris and matter, and as such, it acts as an efficient cleaning crew. Its massive body contains numerous nondigestible items, including: 111 gp, an emerald (worth 550 gp), a chunk of obsidian (worth 75 gp), a suit of *+2 full plate armor* (sized for a dwarf), a *ring of protection +1,* and a masterwork warhammer head (that needs to be remounted onto a shaft).

Advanced Gelatinous Cube: CR 9; Gargantuan ooze; HD 24d10+240; hp 392; Init -5; Spd 15 ft.; AC 1, touch 1, flat-footed 1; Base Atk +18; Grp +34; Atk/Full Atk slam +18 melee (1d8+6 plus 1d8 acid); Space/Reach 20 ft./15 ft.; SA Acid, engulf, paralysis; SQ Blindsight 60 ft., immunity to electricity, ooze traits, transparent; AL N; SV Fort +18, Ref +3, Will +3; Str 18, Dex 1, Con 30, Int -, Wis 1, Cha 1.

Skills and Feats: None.

SA – Acid (Ex): A gelatinous cube's acid does not harm metal or stone.

Engulf (Ex): Although it moves slowly, a gelatinous cube can simply mow down Large or smaller creatures as a standard action. It cannot make a slam attack during a round in which it engulfs. The gelatinous cube merely has to move over the opponents, affecting as many as it can cover. Opponents can make opportunity attacks against the cube, but if they do so they are not entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a DC 27 Reflex save or be engulfed; on a success, they are pushed back or aside (opponent's choice) as the cube moves forward. Engulfed creatures are subject to the cube's paralysis and acid, and are considered to be grappled and trapped within its body.

Paralysis (Ex): A gelatinous cube secretes an anesthetizing slime. A target hit by a cube's melee or engulf attack must succeed on a DC 32 Fortitude save or be paralyzed for 3d6 rounds. The cube can automatically engulf a paralyzed opponent.

SQ – Transparent (Ex): Gelatinous cubes are hard to see, even under ideal conditions, and it takes a DC 15 Spot check to notice one. Creatures who fail to notice a cube and walk into it are automatically engulfed.

Areas of the Map

The walls of this level were created by natural processes are considered unworked stone. At its widest points, the cavern measures over 1,200 feet east to west and over 1,500 feet north to south. The vaulted ceiling is typically 350 to 420 feet overhead, but it reaches a maximum of nearly 500 feet over the fungus forest (where the Inverted Tower is located). The ceiling is covered with stalactites, some over a hundred feet long, and others mere inches in length. Flocks of dire bats roost among the stalactites. The air is moist and humid, and most surfaces are covered with harmless moss and fungi. A strange violet lichen is dimly phosphorescent, but it sheds less light than a flickering candle. The only doors on this level are in area 9-11, which are detailed in that encounter.

Unworked Stone: 5 ft. thick (at least), hardness 8, hp 900 (per 10-ft.-by-10-ft. section), Break DC 65, Climb DC 20.

Area 9-1 – Troll Lair (EL varies):

Wandering Monster Note: The trolls that lair in these caves range throughout most of the Immense Cavern. Typically, these groups contain 1d4+2 normal trolls, often hunting cave lizards (in area 9-4) or prowling about the fungus forest.

A small band of trolls makes its home in a pair of caves located in the upper northwest corner of the Immense Cavern. A DC 10 Spot check is needed to find the winding path that leads to the caves, situated about 60 feet above the cavern floor. If the adventurers have successfully found tracks in the vicinity, this Spot check is not needed.

The trolls are fearless, and clash with many denizens of this level, relying on their natural regeneration to survive these ordeals. Although their leader, a brute named Roakgroth, is a powerful fighter, the band doesn't keep watch and is largely unorganized. Through training, Roakgroth hopes to transform them into an elite fighting group, with the goal of one day breaching the obsidian pyramid and defeating its invincible golem guardian.

Area 9-1a – Troll Nest (EL 11): As the party enters this area, read or paraphrase the following:

The corridor ends at a natural cavern, perhaps 60 feet in diameter. The ceiling is smooth, reaching a height of 15 feet or so. Instantly, your nostrils are assaulted by a foul stench, a rancid combination of excrement, rotting meat, and stale body odor. The source is likely the heaped piles of refuse, trash, and other debris that cover most of the floor.

Several large humanoids with gangly arms and legs wallow about the chamber, ignorant of the nasty mess. Each of the nearly 10-foot-tall humanoids sports green warty skin and limp, greasy black hair. On seeing your band, the creatures bellow in excitement and amble forth, bearing wicked talons and yellow teeth.

This chamber serves as the living quarters for the majority of the troll band. A total of eight trolls can be found here, but if the heroes encountered a wandering band outside of the lair, their numbers can be reduced here (unless the GM would like to increase the challenge).

The floor is covered with debris, composed of rotting cave lizard carcasses, rotting rubbery fungus collected from the forest (actually used as beds), old bits and pieces of armor and weapons (all useless), plus the remains of some humanoid bodies. Moving through this chamber is considered difficult terrain. Another exit along the opposite wall leads to a corridor that gradually slopes up to area 9-1b.

Garbage Picking: The trolls care little for material wealth, but heroes willing to pick through the mess on the floor might find a useful discarded item or two (or, at the GMs choice, a case of filth fever). For each minute spent searching and a successful DC 22 Spot check, one of the following items can be located: 5d20 gp (maximum 255 gp), a star ruby (worth 1100 gp), an *immovable rod*, and a staff carved from some animal horn. The latter item is actually a *staff of the beetle* (11 charges) that is fashioned from the chitin of a giant rhinoceros beetle. The command words have long since been forgotten, requiring the use of the Use Magic Device skill or a *legend lore* spell. See Appendix D for details of this new magic item.

Tactics: These trolls are ruthless killing machines that lack the savvy tactics so desired by their leader. They close to melee, but due to the difficult footing, they attempt to stay in one location and utilize their reach. A successful rend is followed by loud bellows of glee at the sight of their opponents' torn flesh. Although the sounds of this battle reach area 9-1b, there is only a 10% chance one of the elite trolls comes to investigate (arriving in 2d3 rounds). If he does, he hastens back to area 9-1b to alert its occupants.

Trolls (8): CR 5; Large giant; HD 6d8+36; hp 64 each; Init +2; Spd 30 ft.; AC 16, touch 11, flat-footed 14; Base Atk +4; Grp +14; Atk claw +9 melee (1d6+6); Full Atk 2 claws +9 melee (1d6+6) and bite +4 melee (1d6+3); Space/Reach 10 ft./10 ft.; SA Rend 2d6+9; SQ Darkvision 90 ft., low-light vision, regeneration 5, scent; AL CE; SV Fort +11, Ref +4, Will +3; Str 23, Dex 14, Con 23, Int 6, Wis 9, Cha 6.

Skills and Feats: Listen +5, Spot +6; Alertness, Iron Will, Track.

SA – Rend (Ex): If a troll hits with both claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 2d6+9 points of damage.

SQ – Regeneration (Ex): Fire and acid deal normal damage to a troll. If a troll loses a limb or body part, the lost portion regrows in 3d6 minutes. The creature can reattach the severed member instantly by holding it to the stump.

Area 9-1b – Troll Boot Camp (EL 11): As the party approaches this area, read or paraphrase the following:

As your band approaches this chamber, harsh guttural shouts can be heard over the din of movement, along with what sounds like heavy wooden objects impacting soft targets. When you turn the corner, the corridor terminates at a chamber.

This chamber is perhaps 60 feet long, but only 30 feet wide. The scene before you is a flurry of activity. A group of three lanky humanoids with sickly green pockmarked skin are being drilled in combat maneuvers. Each wears ill-fitting hide armor and wields a large club. Actually, flailing about wildly is a more accurate description. Another humanoid barks commands to the disorganized trio. This massive specimen stands over 12 feet tall, wears tight-fitting scaled hide armor and hefts a huge knobbed greatclub over one shoulder.

The leader of the troll band is a grizzled fighter named Roakgroth. He received formal combat training from the duergar during an impressive three-year stint as a Bleak Theater gladiator. He won his freedom by slaying seven of The Impresario's guards, including his personal favorite. The troll took his greatclub, fashioned from some beast's thighbone, and settled in the Immense Cavern, among others of his ilk.

Roakgroth is fascinated with the obsidian pyramid, and greatly desires to plunder its hidden secrets. However, he is confounded by its traps. After many trial-and-error assaults, he has discovered the true entrance (the south door). But after numerous clashes with the golem in area 9A-2, his troops have been unable to even damage the construct. Roakgroth (mistakenly) believes sound tactics and the use of weapons are needed. Thus, he has converted his personal lair into a boot camp of sorts, and he has initiated a dedicated training program. He hopes to meld all of his trolls into a cohesive fighting team, in his image. The early results (the three "elite" trolls in this room) are not encouraging, leading to Roakgroth's foul temper.

This chamber is tidy, at least compared to area 9-1a, but still somewhat smelly. There is a pile of freshly cut fungus (a bed) and a small fire pit holding dying embers (Roakgroth prefers his meat cooked). Roakgroth is currently training the trolls in melee combat with greatclubs. The trolls use themselves as targets, thanks to their regeneration ability. A rock near the fungus bed conceals a sunken cavity, and can be located with a DC 25 Search check.

Roakgroth's Hoard: Roakgroth learned about the importance of money from his masters at the Bleak Theater. Although he lacks much of it, his valuable items (besides his gear) are stashed in the cavity near his bed. It contains: 461 gp, a collection of gems (3 bloodstones worth 75 gp each, a piece of amber worth 125 gp, four garnets worth 225 gp each, and a dusty rose prism *ioun stone*), and a *+1 short sword.*

Tactics: On spotting the heroes, Roakgroth commands his troops (in Giant) to engage them, attempting to flank where possible. The trolls still have not grasped the concept (and benefits) of a flank, so they randomly wade into melee, awkwardly using the greatclubs in one hand. The trolls switch targets from round to round, and often waste effort moving and bumping into each other. These

actions cause a –2 circumstance penalty to all to hit rolls. One of the trolls has a battered tower shield, granting him an AC of 24. Meanwhile. Roakgroth hangs back and shouts orders, becoming more and more frustrated as the rounds go by. He attacks only to defend himself.

However, after a few rounds of botched opportunities by his "troops," plus the likely event that the adventurers are getting the upper hand, Roakgroth has seen enough. He orders his trolls to drop their clubs and "rip their flesh from their bones" with tooth and claw. With a sense of relief (and no more penalty to hit), the trolls attack with glee until destroyed. Roakgroth wades into combat with his huge greatclub, using Power Attack for 6 points, or possibly sundering weapons.

Elite Trolls, troll War2 (3): CR 7; Large giant; HD 6d8+36 plus 2d8+12; hp 88 each; Init +4; Spd 20 ft.; AC 22, touch 13, flat-footed 18; Base Atk +6; Grp +18; Atk greatclub +13 melee (1d10+8) or claw +13 melee (1d6+8); Full Atk greatclub +13/+8 melee (1d10+8) or 2 claws +13 melee (1d6+8) and bite +8 melee (1d6+4); Space/Reach 10 ft./10 ft.; SA Rend 2d6+12; SQ Darkvision 90 ft., low-light vision, regeneration 5, scent; AL CE; SV Fort +14, Ref +6, Will +3; Str 27, Dex 18, Con 23, Int 8, Wis 8, Cha 4.

Skills and Feats: Listen +6, Spot +7; Alertness, Iron Will, Track.

SA – Rend (Ex): If an elite troll hits with both claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 2d6+12 points of damage.

SQ – Regeneration (Ex): Fire and acid deal normal damage to a troll. If a troll loses a limb or body part, the lost portion regrows in 3d6 minutes. The creature can reattach the severed member instantly by holding it to the stump.

Possessions: Greatclub (sized for a Medium creature), hide armor, (one also has a tower shield).

Roakgroth, troll Ftr4: CR 9; Large giant; HD 6d8+54 plus 4d10+36; hp 111; Init +2; Spd 30 ft.; AC 25, touch 12, flat-footed 23; Base Atk +8; Grp +19; Atk +*1 greatclub* +16 melee (3d8+11/19-20) or claw +14 melee (1d6+7), Full Atk +*1 greatclub* +16/+11 melee (3d8+11/19-20) or 2 claws +14 melee (1d6+7) and bite +9 melee (1d6+3); Space/Reach 10 ft./10 ft.; SA Rend 2d6+10; SQ Darkvision 90 ft., low-light vision, regeneration 5, scent; AL CE; SV Fort +18, Ref +5, Will +3; Str 24, Dex 14, Con 28, Int 10, Wis 10, Cha 4.

Skills and Feats: Intimidate +1, Listen +11, Spot +11; Alertness, Improved Critical (greatclub); Improved Natural Armor (2), Improved Sunder, Power Attack, Weapon Focus (greatclub).

SA – Rend (Ex): If Roakgroth hits with both claw attacks, he latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 2d6+10 points of damage.

SQ – Regeneration (Ex): Fire and acid deal normal damage to a troll. If a troll loses a limb or body part, the lost portion regrows in 3d6 minutes. The creature can reattach the severed member instantly by holding it to the stump.

Possessions: +1 greatclub, +2 hide armor, ring of protection +1.

Area 9-2 – The Under-Lake Monster (EL 10):

Wandering Monster Note: The creature that makes its lair in the lake and river is constantly on the move, searching for food to quench its immense appetite. Therefore, this encounter occurs anywhere along the river (if the party gets within 20 feet), or in the lake proper, should the adventurers wade in for a swim.

Alternatively, if the giant snapping turtle feeds on a Huge prey, it satisfies its hunger. The beast then enters a prolonged slumber while resting in the lake. This torpor lasts for a few weeks, during which time the turtle's shell becomes covered with moss and lichen growth, concealing its true nature. To the casual observer, the giant turtle's shell now appears as a small island. A DC 25 Spot check or a DC 20 Knowledge (nature) check is needed to identify it for what it is. An adventurer who is actively looking at the water notices the beast with a DC 15 Spot check.

If the ambush occurs, read or paraphrase the following:

With a crashing sound, and a shower of water, a great beast lunges toward your band with blinding speed! The beast is a massive olive-green turtle with a brown-gray shell adorned with knobby protrusions. The shell is clad with lichens and mosses that dangle off the great beast like shaggy, unkempt hair. As it charges, its maw opens wide in hunger!

This giant snapping turtle has dwelled in the Immense Cavern for over two hundred years. Despite the frequent scarcity of food, it has subsided on large cave fish and on morsels swept down the river from the caldera lake. An opportunistic feeder, the turtle gorges itself when possible, as its next meal could be weeks away. As such, this specimen has developed into an efficient lie-in-wait predator, often ambushing giant cave lizards or even sentient prey using the route through this cavern. Regardless, the beast is often hungry, and never turns down a meal.

Forgotten Stash: The giant snapping turtle does not have treasure. However, hundreds of years ago, a group of drow bandits on the run hid an unwieldy booty at the bottom of the lake. The band never returned to claim their prize. At the location marked with a "*" is an iron chest sitting in 25 feet of water. A rusty chain is attached to the chest, but the 20 feet of links leads nowhere. The chest is locked (Open Lock DC 30), but the delicate needle trap has long since been rendered useless. Inside the chest are five adamantine bars, each weighing 10 pounds. Each bar is worth 3,000 gp if sold to a blacksmith with the tools capable of shaping the adamantine. There is enough metal to create one suit of Medium armor, two suits of Light armor, or four Medium weapons (or an equivalent number of Small or Large weapons, or 75 pieces of ammunition).

Tactics: The giant snapping turtle begins the encounter partially submerged in the water, but the growth on its shell, its general rock-like appearance, and the water helps to conceal it. If the heroes haven't detected it, the beast gains a surprise attack.

Its first attack is considered a charge, using its quickening ability. The giant snapping turtle uses its improved grab ability on a target, and attempts to swallow it the next round. It tries to shallow as many targets as possible before it flees. It flees if reduced to 25 hit points or less, or the round before its quickening ability wears off (it senses itself becoming tired). When it flees, it enters the water and dives out of sight. If the fight occurs in the lake, it goes to the deepest location to rest and digest its meal. If it happens in the river, it buries itself in the mud until it has rested. Then it heads to the lake, or confronts the party again (if still nearby). Note that targets inside its gut while it dives now have to contend with drowning.

Quickened Giant Snapping Turtle: CR 10; Gargantuan magical beast (aquatic); HD 12d8+87; hp 155; Init +5; Spd 15 ft., swim 30 ft.; AC 23, touch 7, flat-footed 22; Base Atk +9; Grp +31; Atk/Full Atk bite +16 melee (2d8+15); Space/Reach 20 ft./15 ft.; SA Improved grab, swallow whole; SQ Amphibious, low-light vision, scent, quickening; AL N; SV Fort +15, Ref +9, Will +7; Str 30, Dex 13, Con 25, Int 2, Wis 12, Cha 6.

Skills and Feats: Listen +7, Spot +7, Swim +25; Alertness, Combat Reflexes, Endurance, Improved Initiative, Iron Will, Toughness, Weapon Focus (bite).

SA – Improved Grab (Ex): To use this ability, a giant snapping turtle must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can attempt to swallow the foe the following round.

Swallow Whole (Ex): A giant snapping turtle can try to swallow a grabbed opponent of a smaller size than itself by making a successful grapple check. Once inside, the opponent takes 2d8+11 points of crushing damage plus 8 points of acid damage per round from the turtle's stomach. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 25 points of damage to the gizzard (AC 18). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A Gargantuan turtle's interior can hold 1 Huge, 2 Large, 8 Medium, 32 Small, 128 Tiny, or 512 Diminutive or smaller opponents.

SQ – Quickening (Ex): Three times per day, this quickened creature moves and acts more quickly than normal for 12 rounds. On its turn, the creature may take an extra standard action, either before or after its standard and move actions for a turn. It also gains a +4 dodge bonus to AC. After using this ability, the creature is fatigued until it can rest for 10 minutes. The creature may otherwise use this ability every 1d4+1 rounds after the last use expired, but suffers exhaustion if the ability is used while the creature is fatigued.

(Source: Giant Snapping Turtle, *Tome of Horrors (Revised)*, p. 435; Quickening template, *Deluxe Book of Templates*, p. 65-66.)

Area 9-3 – Two Heads are *Not* Better than One (EL 11):

Wandering Monster Note: The ettin that lives in the "petrified forest" of stalagmites roams throughout most of the cavern. If encountered, he is astride his deep worg, returning from a hunting trip with several cave lizard carcasses or several full waterskins filled at the UnderLake (area 9-2).

As the party enters this area, read or paraphrase the following:

This area of the cavern floor is occupied by at least a dozen stalagmites, situated like a petrified forest. Most stretch 30 feet or more into the air, and each sports a rounded top. The columns glisten with moisture that collects in rivets along their rippled stone surface.

On closer examination, several of the stone columns appear to be hollowed out. Rough archways and crude windows provide a glimpse into untidy living areas, perhaps 20 feet in diameter. The hut-like structures appear to be abandoned.

There are 14 of these stalagmites, and eight of the larger ones have been hollowed out. The interior of each is similar, with a single room, an arched doorway (once covered with animal pelts that have since rotted), and perhaps a random window. All (save for the one marked "*" on the map) are empty

and abandoned. These contain rough-hewn stone tables, a pile of rotting animal pelts, and perhaps a stone that once served as chair. But there are no remaining items of value.

For centuries, this area was once inhabited by a clan of ettins. Today, only one remains, a powerful barbarian ettin named Gar and Nar. His clansmen have all left over the last few years, lured deeper into the Underdeep by the duergar with promises of employment, wealth, and good food. These were lies: The ettins soon discovered they were mere slaves, and they were worked unto death in the Fortress of Narborg (see levels 11 and 12). This suits the duergar just fine, because once dead, the ettins can be reanimated as zombies, and zombie ettins can work harder, longer, and don't require food, trinkets, or discipline. Eventually, the thane will order his troops to "convince" Gar and Nar to join his clansmen.

Gar and Nar are content to inhabit the "petrified forest" with his loyal deep worg mount. The deep worg is often curled up outside the entrance to Gar and Nar's hovel. It growls at the adventurers' approach, summoning the ettin in a round or two. The ettin is not really looking for a fight, although he is quite capable of holding his own. Non-aggressive heroes can open a dialogue (see Truth and Deception, below), if they can surmount the language barrier.

Gar and Nar's Hovel: The ettin lives in one of the hollowed-out stalagmites. The entrance is covered with crudely sewn lizard skins. The interior is about 25 feet in diameter, and smells of stale body odor. A flat stone is balanced on a stone pedestal to serve as a table. Another flat rock serves as a chair. In one corner of the room is a pile of mangy animal furs and pelts infested with fleas the size of a pea. This is Gar and Nar's bed, but all of the pelts are worthless, due to the stench and nameless stains. Although he doesn't place importance on treasure, a few items he is fond of are stashed in a nook near his bed (Search DC 15 to find).

Gar and Nar's Pretties: Inside the nook are the following items: a collection of 17 oddly shaped and colored stones (all worthless), a hunk of copper coins melted together (worth 55 cp), a jet statuette of a naked female drow dancer (worth 285 gp) imbued with a *magic aura* spell, an bone scroll tube set with 10 tiny rubies (worth 350 gp). The ends of the tube can be twisted, and there are three hidden buttons along its surface. Twisting and pressing buttons in the correct order opens the tube like a puzzle box. This requires three separate Intelligence checks with increasing DCs: 15, 18, and 22. Once a PC opens the tube the first time, he can reopen it later with a single DC 15 Intelligence check, as he is familiar with the sequence. The tube holds a scroll containing *greater dispel magic* and *teleport* (both CL 11th). Needless to say, the ettin has not figured out how to open the scroll tube.

Truth and Deception: Gar and Nar's attitude at the start of the encounter is indifferent. If the adventurers can speak Ettin (see the "Ettin Whisperers" sidebar for area 10-24), he is more than interested in talking. However, the ettin has a most unusual personality. The head named Gar always tells the truth, and in general, this head is calm, mild mannered, and the voice of reason. However, the head named Nar always tells lies, and in general is rude, commanding, and itching for a fight. If the heroes can sway Gar and Nar to helpful, he invites them into his hovel, offers lizard stew, and chats with them. The GM should role play the two heads to the hilt. Gar and Nar have lots of information about this level, but the adventurers should have a difficult time sorting through the conflicting information provided by the two heads.

What Gar and Nar Know: The ettin has knowledge on the following topics:

- If asked about the pyramid, he might show them his cave paintings (see below).
- He hints that drow are nearby (although he has no idea where the Inverted Tower is located).
- He can reveal the entrance to Peduncle's lair (sub-level 9C), in case they seek the company of other "small" folk.
- He is aware of the great snapping turtle, and avoids it at all costs.
- He knows of the trolls, and where they lair.
- He knows the location of the blighted grove (area 9-6), and warns the party to avoid it at all costs.
- He is aware of the kobold that guards the bridge (area 9-7). He tells the adventurers that one good smack with a weapon sends the critter into the river, but another always shows up in a day to stand vigil over the bridge. A tribe must be nearby.
- He warns them to avoid the worm fields (area 9-9).

Cave Paintings: Along one of the walls of Gar and Nar's hovel are paintings created by the ettin's ancestors. The paintings depict the arrival of the black pyramid, summoned by a great wizard (Pelltar). Crude two-headed humanoids are depicted guarding the structure for their wizard ally. A DC 20 Spot check is needed to discover a passage written in Draconic. It reads, "West equals South." Pelltar felt it was prudent to ally himself with the

dim-witted ettins, and hoped they would serve as loyal guardians for his tomb. He wrote the Draconic passage on the cave drawings to remind himself that the entire pyramid was shifted 90 degrees during its transport. Thus, the answer to the riddle in area 9A-1 is actually South, not West.

Tactics: If Gar and/or Nar get offended, combat ensues. First, the ettin summons his deep worg mount. The worg attempts to flank opponents and use its trip ability. It pounces on prone targets. Meanwhile, the ettin rages, wielding a morningstar in each hand. When his rage wars off, he attempts to mount his deep worg, and attack from height. He uses his Ride skill to protect his mount from blows, while attacking with one weapon. Being the last of his clan, he fights to the death.

Gar and Nar, ettin Bbn4: CR 10; Large giant; HD 10d8+30 plus 4d12+12; hp 113; Init +5; Spd 40 ft.; AC 22, touch 11, flat-footed 22; Base Atk +11; Grp +23; Atk masterwork morningstar +19 melee (2d6+8) or javelin +11 ranged (1d8+8); Full Atk masterwork morningstar +19/+14/+9 melee (2d6+8) and masterwork morningstar +19/+14/+9 melee (2d6+8) or 2 javelins +11 ranged (1d8+8); Space/Reach 10 ft./10 ft.; SA Rage 2/day; SQ Fast movement, low-light vision, superior two-weapon fighting, trap sense +1, uncanny dodge; AL CE; SV Fort +14, Ref +5, Will +7; Str 26, Dex 13, Con 16, Int 6, Wis 13, Cha 12.

Skills and Feats: Listen +11, Ride (deep worg) +9, Search +3, Spot +11; Alertness, Improved Initiative, Iron Will, Mounted Combat, Power Attack.

SA – Rage (Ex): Twice per day, Gar and Nar can enter a state of fierce rage that last for 8 rounds. The following changes are in effect as long as he rages: AC 20 (touch 9, flat-footed 20); hp 139; Atk masterwork morningstar +21 melee (2d6+10) or javelin +11 ranged (1d8+10); Full Atk masterwork morningstar +21/+16/+11 melee (2d6+10) and masterwork morningstar +21/+16/+11 melee (2d6+10) or 2 javelins +11 ranged (1d8+10); SV Fort +16, Will +9; Str 30, Con 20. At the end of his rage, Gar and Nar is fatigued for the duration of the encounter.

SQ – Superior Two-Weapon Fighting (Ex): An ettin fights with a morningstar or javelin in each hand. Because each of its two heads controls an arm, the ettin does not take a penalty on attack or damage rolls for attacking with two weapons.

Possessions: 2 masterwork morningstars, 4 javelins, *+1 hide armor, ring of protection +1.*

Advanced Deep Worg: CR 7; Huge magical beast; HD 13d10+65; hp 137; Init +7; Spd 50 ft., climb 30 ft.; AC 18, touch 11, flat-footed 15; Base Atk +13; Grp +30; Atk bite +21 melee (3d6+9); Full Atk bite +21 melee (3d6+9) and 2 claws +18 melee (1d8+4); SA Trip; SQ Darkvision 120 ft., scent; AL NE; SV Fort +13, Ref +11, Will +6; Str 28, Dex 16, Con 21, Int 4, Wis 14, Cha 13.

Skills and Feats: Climb +17, Hide +2, Listen +10, Move Silently +10, Spot +10, Survival +3*; Alertness, Improved Initiative, Improved Natural Attack (bite), Multiattack, Weapon Focus (bite).

*A deep worg has a +4 racial bonus on Survival checks when tracking by scent.

SA – Trip (Ex): A deep worg that hits with a bite attack can attempt to trip an opponent as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the deep worg.

(Source: *Underdark Adventure Guide*, p. 74-75.)

Area 9-4 – The Cave Lizard Meadow (EL –):

Wandering Monster Note: The Immense Cavern is inhabited by thousands of giant subterranean lizards, called cave lizards by the denizens. Most inhabit the open area south of the obsidian pyramid, but they venture into the fungus forest from time to time.

As the party enters this area, read or paraphrase the following:

This expansive open area is littered with rocky debris and actual boulders that fell from the ceiling. The moist floor and these rocks are covered with a fine growth of lichen and moss, some softly emitting a feeble violet glow.

This underground meadow teams with life. Cave lizards – some a few inches long, others the size of full-grown humans – casually graze the bountiful lichen and mosses that adorn the rocks. Other small furry creatures scuttle about, avoiding your light source, and you can discern the din of flapping wings overhead.

Although these subterranean lizards can be found throughout the entire Immense Cavern, they tend to congregate in this meadow due to the abundant food in the form of lichens and mosses. They also graze on some of the smaller fungus in the forest, and use the river as a source of drinking water. The subterranean lizards provide an important role in the Immense Cavern ecosystem. The trolls, giant snapping turtle, ettin, dire bats, stirges, and stone giants all prey on them. The stirge swarms are the most active feeders, since their lair overlooks the meadow. However, the blood-draining stirges rarely outright kill their prey, unless to feed their bloated mother (in area 9-5b). A DC 30 Spot check after observing the larger lizards reveals old puncture wounds caused by the stirge feeding.

Tactics: In general, the subterranean lizards are non-aggressive, and avoid the party. They will bite a target that gets too close, but prefer to flee if possible.

Subterranean Lizards (advanced monitor lizards): CR 2; Medium animal; HD 5d8+15; hp 33 each; Init +2; Spd 30 ft., swim 30 ft.; AC 15, touch 12, flat-footed 13; Base Atk +3; Grp +4; Atk/Full Atk bite +4 melee (1d8+1); SQ Low-light vision; AL N; SV Fort +9, Ref +6, Will +2; Str 12, Dex 15, Con 17, Int 1, Wis 12, Cha 2.

Skills and Feats: Climb +5, Hide +8*, Listen +4, Move Silently +6, Spot +4, Swim +9; Alertness, Great Fortitude.

*Subterranean lizards receive and additional +4 racial hide bonus in rocky areas or underground.

Area 9-5 – The Stirge Lair (EL varies):

Wandering Monster Note: Stirge swarms use the entire Immense Cavern as their hunting territory (and thus are an actual wandering monster). However, most of the swarms tend to feed on the abundant prey outside their doorstep: the subterranean lizards.

GM Note: Finding these caves is a challenge in its own right. Since the stirge swarms fly, traditional tracking attempts can't be used. When a stirge swarm is satiated, or flees back to its lair in response to a *fireball* or other magical attack, it can be followed by a flying PC (with a light source or darkvision). Alternatively, a successful DC 25 Listen check can determine the direction of the swarm's flight. This leads the adventurers to the base of the cavern wall, but they still need to find the cave entrance, located 40 feet above the cavern floor. A DC 25 Search check is needed, but only after several minutes of searching. There is no path leading to the cave, so magical flight or climbing (DC 20) checks are needed.

When the heroes reach the entrance, read or paraphrase the following:

Ahead you spy a jagged natural cave opening, perhaps eight feet high and 15 feet wide. The stench of animal waste is nearly overpowering as you approach this foul cave.

A huge flock of stirges inhabit this cave. They tend to their brood mother, a bloated behemoth of a stirge located in a cavern past these honeycombed passages. The corridors average 10 feet wide, but vary between 5 and 12 feet in width. Likewise, the ceiling averages 8 feet high, but varies from 6 to 10 feet in height. Individual stirges adorn the walls and ceilings throughout the corridors, but these are at rest, digesting recent blood meals. Hence they ignore the party, although fly away if disturbed. However, at several locations (9-5a), there are enough hungry stirges to create a swarm and attack the intruders.

Watch Your Step: The floor of all the corridors (save area 9-5b) is covered with a thick layer of foul-smelling offal. PCs moving at one-half their movement rate are fine. But moving faster or engaging in melee combat requires a Balance check (DC 10). Failure by more than 4 results in falling prone. Further, melee combatants are considered flat-footed if standing on the ground, since they can't move to avoid blows without falling down.

Area 9-5a – Stirge Roost (EL 7, 9, or 10): At each of these four locations on the map, the ceiling increases to almost 20 feet high. Hundreds of hungry stirges hang on the ceiling, and when the heroes enter, they form swarms and attack!

The corridor gives way to a vaulted ceiling at this intersection. Your light source reveals the undulating mass of living creatures adorning the walls and ceiling. A shrill call issues forth, as the creatures take flight and descend toward you.

At each of these locations, 1d3 stirge swarms form and attack (hence the variable EL listed above). There are only a total of 10 stirge swarms inhabiting these caves, and two of those are always outside of the cave, hunting. So the GM needs to keep track of how many stirge swarms the PCs defeat. Once eight have been exterminated, no new swarms can be formed for a few weeks.

Tactics: One round after the adventurers enter one of these areas, the swarm (or swarms) attack. When the heroes deal 90 hit points of damage to a swarm, it disperses, fleeing to another part of the cave, or outside. A target that falls in combat is instinctively picked up by a swarm and carried to the brood mother's chamber. A swarm can move a Medium-sized target 20 feet per round (or a Small target 40 feet per round), but this removes a swarm from the fight.

Stirge Swarms: CR 7; Tiny magical beast (swarm); HD 14d10+14; hp 91 each; Init +5; Spd 10 ft, fly 40 ft. (average); AC 16, touch 16, flat-footed 12; Base Atk +14; Grp –; Atk/Full Atk swarm (3d6 plus blood drain); Space/Reach 10 ft./0 ft.; SA Blood drain, distraction; SQ Darkvision 60 ft., half damage from slashing and piercing, low-light vision, swarm traits; AL N; SV Fort +12, Ref +16, Will +5; Str 3, Dex 20, Con 12, Int 1, Wis 12, Cha 6.

Skills and Feats: Hide +21, Listen +9, Spot +9; Ability Focus (distraction), Alertness, Great Fortitude, Lightning Reflexes, Skill Focus (Hide), Weapon Finesse.

SA – Blood Drain (Ex): Any living creature damaged by a stirge swarm suffers 2d4 points of Constitution damage from blood loss as the swirl of stirges attack, drain, and then detach. Creatures lacking blood are immune to this effect.

Distraction (Ex): Any living creature vulnerable to a swarm's damage that begins its turn with a swarm in its square is nauseated for 1 round; a DC 20 Fortitude save negates the effect. Spell casting or concentrating on spells within the area of a swarm requires a Concentration check (DC 20 + spell level). Using skills that involve patience and concentration requires a DC 20 Concentration check.

Area 9-5b – The Stirge Brood Mother (EL 12): As the party reaches this chamber, read or paraphrase the following:

The corridor ends at a chamber, perhaps 40 feet in diameter with a smooth low ceiling about 10 feet high. The floor is relatively clean, lacking the ankle-deep sludge you trod through to reach here. However, the rotting smell of meat is strong, originating from several dried lizard husks strewn about like discarded toys. The air is abuzz with a few flying stirges, but the creature in the center of the room gains your full attention.

A bloated sack of flesh nearly 15 feet in diameter rests here, its eight insect-like legs splayed out from its massive girth. The disgusting creature has brown to red fur with a sickly yellow underbelly of soft folding bulge. Although it sports vestigial wings, they are much too small to support its massive bulk, and hang limply off its back. It brandishes a lance-sized black proboscis with a blood-red tip. With a deft movement of its head, it skewers a nearby flying stirge which explodes with a splatter of blood, eagerly lapped up by the beast, before discarding the body with a shake.

This cavern is the lair of the stirge brood mother, a freak of nature in size and bulk. Over the last few decades, she has grown so large that she can't fly anymore, and can barely fit into the corridors of the lair. She is tended by her stirge swarms, which occasionally bring bodies for her leisurely dining. However, she prefers to feed on her own blood-filled children.

Discarded Arms: Occasionally, the stirge swarms bring humanoids back to the brood mother to feed on. In such cases, the occasional piece of valuable equipment is discarded in the chamber. PCs poking around the bloodless husks find a masterwork dwarven axe (still held fast by its dwarven skeletal hand), a +2 *small steel shield* emblazoned with a white spider (and still lashed onto the drow forearm that once wielded it), and a +2 *ghost touch bastard sword.* This last item is the blade once wielded by Galdiera, the half-celestial paladin polymorphed into a kobold (in area 9-7). Although not an intelligent blade, the name *Damarel* is engraved on the white metal blade in ancient Elven.

Tactics: Although the brood mother appears immobile, her legs can support her for short amounts of time, and she can fly clumsily for a few rounds before needing to land. She begins the combat by charging the adventurers with a burst of speed, attempting to attach. Following this charge, she hunkers down to use her reach, only moving if the heroes move out of range. After she is damaged the first time, she lets out a blood-curling wail that alerts the remaining stirge swarms. Half of the swarms remaining (from area 9-5a), flee the lair, but the remaining swarms arrive one at a time beginning in 1d3 rounds. The swarms attack the intruders, hoping to drive them off their bloated mother. The swarms and the brood mother fight to the death.

Stirge Brood Mother: CR 12; Huge magical beast; HD 16d10+64; hp 188; Init +3; Spd 20 ft, fly 20 ft. (clumsy); AC 22, touch 8, flat-footed 22; Base Atk +16; Grp +32 (+44 when attached); Atk/Full Atk touch +28 melee (1d4+12 plus attach); Space/Reach 15 ft./10 ft.; SA Attach, blood drain; SQ Darkvision 60 ft., low-light vision; AL N; SV Fort +17, Ref +10, Will +11; Str 27, Dex 11, Con 20, Int 3, Wis 19, Cha 8.

Skills and Feats: Hide +1, Listen +12, Move Silently +2, Spot +12; Alertness, Great Fortitude, Improved Natural Armor, Iron Will, Run, Stealthy, Weapon Finesse.

SA – Attach (Ex): If the stirge brood mother hits with a touch attack, it uses its eight pincers to latch onto the opponent's body. An attached stirge is effectively grappling its prey. The stirge loses its Dexterity bonus to AC, but holds on with great tenacity. Stirges have a +12 racial bonus on grapple checks.

An attached stirge can be struck with a weapon or grappled itself. To remove an attached stirge through grappling, the opponent must achieve a pin against the stirge.

Blood Drain (Ex): The stirge brood mother drains blood, dealing 3d6 points of Constitution damage in any round when it begins its turn attached to a victim. Once it has dealt 18 points of Constitution damage, it detaches to digest the meal. If its victim dies before the stirge's appetite has been sated, the brood mother detaches and seeks a new target.

(Source: Gigantic template from the *Deluxe Book of Templates*, p. 46-47).

Area 9-6 – The Blighted Grove (EL 8):

Wandering Monster Note: In her undead state, Ilyanassa is bound to the blighted grove, an area about 60 feet in diameter from where she died. As such, she will only be encountered in this area (although her keening ability can be heard throughout the Immense Cavern).

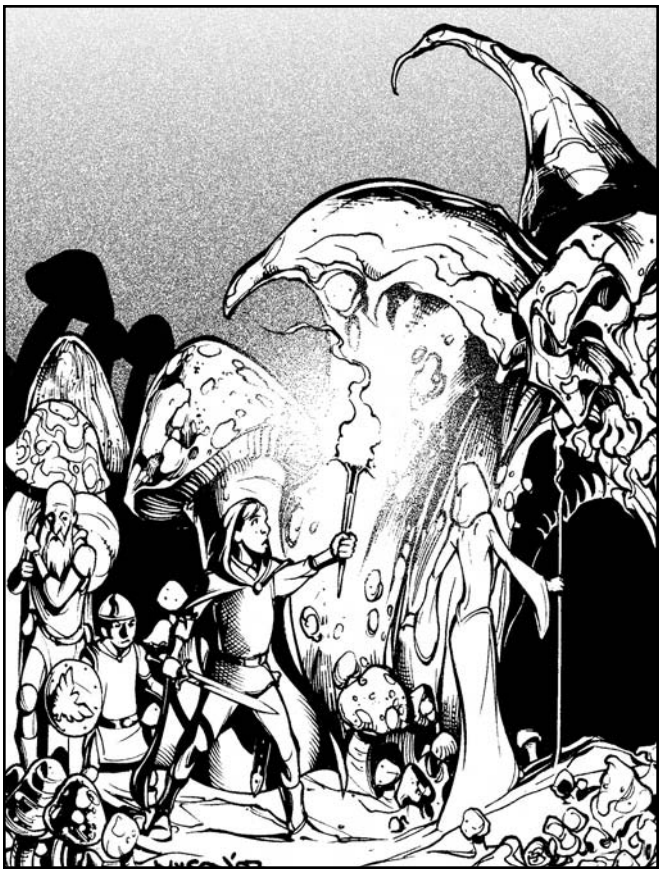
When the adventurers first enter the Fungus Forest, read or paraphrase the following:

You locate an obvious footpath that cuts through the fungus forest. The forest is crowded with pale white and creamy white toadstools, some reaching heights over 20 feet. The mushroom caps vary in size, but several are at least 10 feet in diameter. The ground here is black, soft loamy soil, and the region smells slightly organic. The fungus are teaming with tiny lizards and a myriad of insect life, from fat gray larvae that bore into the toadstool trunks, to many-legged bugs that scatter at your approach, to eyeless flies with clear wings.

When the party gets to the fork in the path, have the leader make a DC 25 Spot check to notice the old footpath that heads off to the west (toward area 9-6). An examination of this trail (with a DC 20 Survival check) reveals it has not been used in a long time. When the groaning spirit was created and began to haunt the blighted grove, the duergar blazed another path around the grove, not desiring to tangle with the undead maiden. If the PCs stick to the main path, they exit the forest. If they investigate the old path, read or paraphrase the following when they enter area 9-6:

The footpath empties into a clearing perhaps 60 feet in diameter. Nothing grows here, and the toadstools that ring the clearing appear twisted, stunted, and decaying. Even the soil appears dead, and lacks the abundant insect life common in the remainder of the fungus forest. A chill creeps across your body as you but peer into this blighted grove.

Ilyanassa Forlorna was a promising drow sorcerer, the daughter of Matron Chaliax (see sub-level 9B for details regarding the remnants of House Forlorna). It was expected that Ilyanassa would one day ascend to the position of Matron, and perhaps lead her downtrodden House back to its former glory. But just over four years ago, she mistakenly thought that day had come. Ilyanassa grew impatient with her mother's bumbling, cautious ways. She felt that House Forlorna needed to become aggressive to regain its stature, a goal shared by her lover, Master Ussalo. Ilyanassa confronted her mother and attempted to wrest control of the House



with the aid of her lover. But Master Ussalo betrayed her, and never struck the distracted Matron as he had promised. Ilyanassa was forced to flee, and she made it as far as the sally port (area 9B-2) before she succumbed to a poisoned dagger thrown by her treacherous lover. Desperate, she flung herself off the balcony and plunged to her death on the natural cavern floor below. In a final act of defiance against her mother, she had time to activate her *ring of invisibility* during her tumble.

Furious, Matron Chaliax ordered the skulkers to search the cavern floor and return the body to the Inverted Tower (perhaps her daughter would have a use as undead after all). But the drow never found her body, thanks to her activated ring. Matron Chaliax feared the worse, and the House hunkered down for the eventual assault by enemies in league with her daughter. But the days turned into weeks, then months, and there still was no attack. Through divinations, the Matron learned her daughter was indeed dead – yet could somehow still play a role in the destruction of the House. Little do the drow know, her invisible body rests below their doorstep.

A year after her death, Ilyanassa's restless soul returned from the grave as a groaning spirit – a bitter, hateful creature bent on the destruction of life. She is bound to the area below the Inverted Tower, within about 100 feet of her remains. The evil taint

of her depravity has created the blighted grove, as all living creatures are driven away from her evil aura. When the blighted grove extended onto the footpath, travelers to the Bleak Theater merely altered their route to avoid the wrath of the unquiet dead. Each year, however, the blighted zone increases about 20 feet in diameter.

Ilyanassa's Body: Ilyanassa's crumpled form is secluded in the grove, still *invisible*. It can be located with a DC 40 Search check. There are a few methods to make this discovery a bit easier. First, a *detect magic* spell automatically reveals the magic items on her body (see below). Second, each 10 minutes of searching grants a +1 cumulative circumstance bonus to subsequent Search checks (to a maximum +5 bonus). Finally, a DC 25 Knowledge (religion) check in an attempt to recall information on groaning spirits results in a +4 circumstance bonus to the Search check as the spirit is usually linked to a nearby body.

The body is little more than shattered skeletal remains. If the *invisibility* is dispelled, a DC 15 Heal check determines the likely cause of death to be a great fall, despite the presence of a dagger lodged in the corpse's ribcage. Her magic items still adorn the body: *bracers of armor +2, the ring of invisibility*, and a *+1 curvy-bladed dagger* (actually Master Ussalo's). The ring could still escape detection as its silver band has been rendered permanently *invisible* (which is how Ilyanassa hid it from her mother). Unless the adventurers specifically search the skeletal fingers for rings, a DC 30 Search check is needed to find the invisible ring.

Tactics: In undeath, Ilyanassa hates the living. A few rounds after the party enters the grove, she appears at the edge of the fungus forest, hoping to scare them with her fear aura. She appears as a twisted female drow, with a dagger protruding from her side, oozing a poisonous ichor. (Anyone who makes a DC 30 Sense Motive check notices she glances up from time to time, as if searching for an unseen enemy.) When a few targets move within range, she releases her keening before using her incorporeal form to disappear. She returns a few rounds later at the opposite side of the grove, and repeats the attack. Note that she has a feat that grants her an extra use of her keening and, since she was a drow (and thus an Underdeep inhabitant), she is not restricted in the use of her keening ability – day and night mean nothing to her.

Ilyanassa Forlorna, advanced groaning spirit: CR 8; Medium undead (incorporeal); HD 13d12; hp 96; Init +8; Spd 30 ft.; AC 18, touch 18, flat-footed 14; Base Atk +6; Grp –; Atk/Full Atk incorporeal touch +10 melee (1d8 plus chill touch); SA Chill touch, fear aura, keening 2/day; SQ Darkvision 60 ft., immunity to cold and electricity, incorporeal traits, +4 turn resistance, sense living, SR 20, undead traits, unnatural aura, vulnerability; AL CE; SV Fort +4, Ref +8, Will +11; Str –, Dex 18, Con –, Int 16, Wis 16, Cha 19.

Skills and Feats: Bluff +20, Diplomacy +8, Disguise +4 (+6 acting), Hide +23, Intimidate +22, Listen +21, Search +19, Sense Motive +19, Spot +21, Survival +3 (+5 following tracks); Ability Focus (keening), Alertness, Blind-Fight, Extra Ability Use (keening), Improved Initiative, Skill Focus (Hide).

SA – Chill Touch (Su): Damage caused by Ilyanassa's touch attack is considered negative energy and sends a chilling cold through an opponent's body. Any creature touched must succeed on a DC 20 Fortitude save or suffer 1 point of Strength drain.

Any undead touched (except other groaning spirits) must succeed on a DC 20 Will save or flee in fear for 2d6 rounds.

Fear Aura (Su): Anyone viewing Ilyanassa must succeed on a DC 20 Will save or flee in terror for 1d6+4 rounds. Whether or not the save is successful, a creature is immune to the fear aura of that groaning spirit for 24 hours afterward.

Keening (Su): Ilyanassa can release a death wail audible to a range of 1 mile. All creatures within 30 feet that hear this must make a successful DC 22 Will save or be affected as per the *wail of the banshee* spell. Those that make their save still take 3d6+7 points of damage. The Extra Ability Use feat enables her to keen a second time per day.

SQ – Sense Living (Su): Ilyanassa can sense all living creatures up to 5 miles away.

Unnatural Aura (Su): Both wild and domesticated animals can sense the unnatural presence of Ilyanassa at a distance of 30 feet. They will not willingly approach closer than that and panic if forced to do so; they remain panicked as long as they are within that range.

Vulnerability (Ex): If targeted with a *dispel evil* spell, Ilyanassa must succeed on a Will save (DC 15 + the caster's relevant ability score modifier) or be destroyed.

(Source: *Tome of Horrors (Revised)*, p. 229.)

Area 9-7 – A Friend in Need (EL 10):

Wandering Monster Note: The kobold that guards this bridge rarely ever wanders far from its span, so it is always encountered here.

As the party approaches this area, read or paraphrase the following:

Beyond the Fungus Forest is open cavern bisected by a swift moving river. To the right, the river collects into a placid lake, before exit-

ing at the opposite side and making its way to the southern wall. Although the river appears dangerous to cross, a convenient stone bridge is located to the left, spanning the 20-foot-wide waterway.

As you approach the bridge, you are greeted by a bizarre sight. Apparently, this bridge has a guardian. The three-foot-tall humanoid is perched on a pony-sized rat, waiting at the opposite end of the span. The humanoid sports a finely scaled hide that is rust brown in color, and has a whip-like tail. The pitiful creature has a dragon-like snout that protrudes from under an ill-fitting rusty metal cap. It wears a mish-mashed collection of armor pieces, including a small metal shield strapped to its back, and what appears to be a leg greave as a crude breastplate. As you approach, the creature begins frantically chattering in a high-pitched squeal, as it draws a dinged longsword awkwardly from a back sheath. It musters the strength to level the battered blade toward you, as if daring you to cross the bridge.

Galdiera Goldmoon was just another of the many enemies the great Benthosruthsa made after terrorizing the upper world for centuries. When the dragon was young, he torched her elven village without a thought, but he earned a powerful, relentless foe. A half-celestial paladin, Galdiera spent decades tracking the great red dragon to his new lair under Castle Whiterock. With a band of loyal comrades, she planned to enter the bowels of Castle Whiterock to seek justice. However, her companions convinced her to hire another wizard in Cillamar to aid in the quest. It was this action that proved to be her downfall, as Benthosruthsa has many eyes and ears in the city. When he discovered Galdiera's intent, he made sure the wizard she hired was loyal to him, and planned a nasty surprise for the righteous elf.

The assault on the dungeons of Castle Whiterock did not go so well for Galdiera's band, as the forewarned Benthos tossed many worthless minions in her path. By the time she penetrated the Immense Cavern, only she and the hired wizard remained alive. But bloodlust was consuming the paladin, so she pushed on, sensing the end was near,. By this point, she had complete trust in her wizard ally (as he had "saved" her life no fewer than three times). When he offered to cast a powerful spell on her to grant her stone-like skin in anticipation of a final battle with the dragon, she foolishly dropped her resistances (in game terms, she lowered her spell resistance, and willingly failed her saving throw). As the gleeful Benthos watched, his wizard thrall cast a polymorph any object spell on the unprepared paladin, changing her into a weak, sniveling kobold. Benthos was so excited at the paladin's humiliation that he slew his wizard thrall (instead of paying him) and taunted the kobold for hours. Assuming the other denizens of the Immense Cavern would finish off the kobold, he departed to his lair for some well-earned rest. And he would dream of a tormented kobold paladin for weeks!

That was decades ago. Despite Benthos near-perfect plan, he underestimated Galdiera's resourcefulness and her passion for survival. Relying on her ability to lay on hands and a magic ring, she spent years simply managing to survive. She had lost her beloved blade, *Damarel*, but over time she collected odd bits of junk to fashion crude armor, located a replacement sword, and trained a dire rat to be her mount. Somewhere in her twisted mind, she is still a paladin, destined to champion the forces of good. Perhaps that is why her deity has not left her side and continues to grant her abilities in her kobold form. Nevertheless, her new form has taken a toll on her humanity and her memory.

Today, she is little more than a kobold with a twisted sense of morality. She guards a bridge in the Immense Cavern, challenging all those who dare to cross. The results are usually poor, and she usually ends up tossed in the river or severely beaten up. But her sense of duty (and lay on hands ability) continues to keep her alive. For some reason, she feels a need to guard something, yet the only thing that seems worth guarding in the Immense Cavern is the bridge. Perhaps because somewhere deep in her subconscious, she knows it leads the way to Benthos.

Interacting with the Guardian of the Bridge: The kobold begins the encounter as unfriendly. In Draconic, she states that she is the guardian of the bridge, and if the adventurers desire to pass, they must defeat her in honorable combat. The diminutive humanoid challenges a fighter-like PC to a one-on-one-duel to the death. If the adventurer wins (likely), the whole group may pass. If the kobold wins, the party must return whence they came. If asked why she is guarding the bridge, she says, "Because it's there." During this interaction, a DC 25 Spot check reveals a crudely fashioned holy symbol, giving the heroes a clue that this is no ordinary kobold. Due to the symbol's homemade appearance, a DC 20 Knowledge (religion) check is needed to identify it as a symbol of Teleus, god of law. If the adventurers attack en masse, or in one-on-one combat, refer to the Tactics section.

The Stone Bridge: This bridge was created by Pelltar centuries ago, using a *wall of stone* spell.

Therefore, it can be *disintegrated* or *dispelled* (CL 19th), as well as destroyed by mundane means (see statistics below). It is almost 20 feet wide, and there are no railings to prevent a fall into the 12-foot-deep water below. The kobold uses its magic pouch to cover the center eight squares of the bridge with caltrops (which are permanent once removed from the pouch).

Under the western arch of the bridge is a protected hollow used by the kobold as a lair. There is a small fire pit, a few odds and ends (a metal plate, an iron pot), and a small bed of rubbery fungus.

Stone Bridge: 4 in. thick, hardness 8, hp 60 (per 5-foot square), Break DC 28.

Galdiera's Sword and Armor: Galdiera's two most prized possessions are unavailable to her. Her bastard sword, *Damarel*, was lost years ago, and resides in the stirge lair (area 9-5b). If the adventurers have the sword and dispel the *polymorph any object* spell, she asks that her blade be returned, granting the heroes a +4 circumstance bonus to their Diplomacy check to sway her to join them. The kobold Galdiera has located a replacement blade, but it's a bit too large for her small stature. Her magic breastplate was melded into her kobold form (unlike her other items) and is unavailable for use while she is a kobold. If she is killed, or the *polymorph* is dispelled, the armor reappears.

Tactics: The kobold hopes the caltrops on the bridge slow down the adventurers. If they fight en masse, the kobold dismounts and selects a powerful fighter type to fruitlessly attack. Meanwhile, the small humanoid spits curses of dishonor on the heroes for engaging in an unfair fight. The kobold is not very bright: She backs up to an edge of the bridge to reduce flanking opportunities, but unfortunately this opens her up to being bull rushed off the bridge. If this occurs, the water breaks her fall, and she is swept to the south. Eventually, she pulls her soaked form out of the water, accepts defeat (once again), and returns to her post.

If an adventurer agrees to a one-on-one duel, the kobold dismounts (unless the combatant has a mount; she prefers mounted combat). She then casts *eagle's splendor, divine favor, bless*, and *holy smite* in that order (and encourages her opponent to cast any defensive spells as well). Regardless of her initiative, the kobold always lets her opponent strike first. She clumsily wields her Medium longsword in two hands. She uses her Dodge and Spring Attack feats as much as possible, and she saves her lay on hands ability (now 70 hit points per day due to her increased Charisma) for when she is reduced to 20 hit points or less. She splits it up into three uses: 40 hp, 25 hp, and saves the last 5 hp to heal herself if defeated. When reduced to less than 10 hit points after using her first two lay on hands, she surrenders and lets the adventurers pass.

Kobold (polymorphed half-celestial elf, Pal10): CR 10; Small humanoid (reptilian); HD 10d10; hp 66; Init +1; Spd 30 ft.; AC 18, touch 14, flat-footed 17; Base Atk +10; Grp +5; Atk battered longsword +10 melee (1d8-1/19-20); Full Atk battered longsword +10/+5 (1d8-1/19-20); SA Daylight, smite evil 3/day (paladin, +5 to hit, +10 damage), smite evil 1/day (celestial, +10 to damage), spell-like abilities, turn undead 8/day (+5, 2d6+12); SQ Aura of courage, aura of good, darkvision 60 ft., detect evil, divine grace, DR 5/magic, immune to sleep, kobold traits, lay on hands (50 points per day), remove disease 2/week, resistance to acid 10, cold 10, and electricity 10, SR 20; AL LG; SV Fort +12, Ref +9, Will +10; Str 9, Dex 13, Con 10, Int 10, Wis 14, Cha 20.

Skills and Feats: Craft (trapmaking) +2, Diplomacy +15, Heal +5, Hide +4, Knowledge (nobility) +6, Ride +10, Search +2; Dodge, Exotic Weapon Proficiency (bastard sword), Mobility, Spring Attack.

SA – Daylight (Su): This half-celestial paladin can cast *daylight* (CL 10th) at will, as a standard action.

Smite Evil (Su): Three times per day, as a paladin, she can make a melee attack that has a +5 to the attack roll and +10 to damage. If the attack hits a non-evil creature, the smite is wasted.

Smite Evil (Su): Once per day, as a half-celestial, she can make a melee attack that deals +10 damage to an evil creature. If the attack hits a non-evil creature, the smite is wasted.

Spell-Like Abilities: 1/day – *aid, bless, detect evil, cure serious wounds* (DC 18), *neutralize poison, remove disease, holy smite* (DC 19), *dispel evil* (DC 20); 3/day – *protection from evil*. Caster level 10th.

Turn Undead (Su): As a 7th-level cleric.

SQ – Aura of Courage (Su): This paladin is immune to fear (magical or otherwise). Each ally within 10 feet of her gains a +4 morale bonus on saving throws against fear effects. This ability functions while the paladin is conscious, but not if she is unconscious or dead.

Divine Health (Ex): This paladin is immune to all diseases, including supernatural and magical diseases.

Spells Prepared (2/2; DC 12 + spell level): 1st – *divine favor, lesser restoration*; 2nd – *eagle's splendor, resist fire*. Caster level 5th.

Possessions: Battered longsword, piecemeal armor (including a small steel shield, providing an armor bonus of +3), *ring of protection +2, ring of*

sustenance, lesser pouch of endless caltrops, crude holy symbol of Teleus (a misshapen piece of metal fashioned like a sword with radiant light behind it).

Languages: Common, Draconic, Elven, Celestial.

Advanced dire rat mount: CR 2; Medium animal; HD 4d8+8; hp 22; Init +3; Spd 40 ft., climb 20 ft.; AC 14, touch 13, flat-footed 11; Base Atk +3; Grp +5; Atk bite +7 melee (1d6+3 plus disease); Full Atk bite +7 melee (1d6+3 plus disease); SA Disease; SQ Low-light vision, scent; AL N; SV Fort +6, Ref +7, Will +2;

Sub-Quest: Returning Galdiera to her True Form

Simply talking to the kobold is not enough to determine her true form. She honestly believes herself to be a kobold, and can't remember anything of her previous form. However, astute adventurers could recognize the holy symbol she wears, and although her tactics and combat abilities are poor, she clearly has more hit points and special abilities than a typical kobold. A *dispel magic* or *greater dispel magic* could be used to transform her back into her true form. The DC for the caster check is 26, since the wizard that cast the *polymorph any object* spell was 15th level. Kudos to the heroes!

More likely, the kobold will die at the hands of the adventurers. When she dies (dropping below –9 hit points), she reverts to her true form. Her stunning beauty and obvious wings are clear signs the adventurers have made a mistake. However, since she is a native outsider, she can be raised with a *raise dead, resurrection, miracle, limited wish*, or *wish* spell. If the party fails to raise such an obvious celestial creature, each PC should lose 250 experience points.

In her true form, she stands almost 6 feet tall and has a light bronze skin. Her hair is pure blonde, concealing smallish elf-like ears, and she has large green eyes and soft facial features. She wears a brilliant gold breastplate with Teleus' greatsword symbol engraved on its front. A pair of white feathered wings sprouts from her back. Galdiera is confused, and she needs a few days to recover from her trauma. About a week later, she recalls her past and her desire to slay Benthosruthsa. Her experience has taught her a valuable lesson to not trust strangers, so her attitude toward the PCs will be indifferent at this point. Unless they can sway her to helpful (in which case she will join the party as an NPC), she strikes out on her own to defeat her enemy. In this case, the GM needs to determine he fate. Her true form statistics appear below.

Galdiera Goldmoon, half-celestial elf, Pal10: CR 12; Medium outsider (native); HD 10d10+30; hp 96; Init +3; Spd 30 ft., fly 60 ft. (good); AC 24, touch 15, flat-footed 21; Base Atk +10; Grp +14; Atk by weapon; Full Atk by weapon; SA Daylight, smite evil 3/day (paladin, +5 to hit, +10 damage), smite evil 1/day (celestial, +10 to damage), spell-like abilities, turn undead 8/day (+5, 2d6+12); SQ Aura of courage, aura of good, darkvision 60 ft., *detect evil*, divine grace, DR 5/magic, elf traits, immune to *sleep*, lay on hands (50 points per day), *remove disease* 2/week, resistance to acid 10, cold 10, and electricity 10, SR 20; AL LG; SV Fort +15, Ref +11, Will +10; Str 18, Dex 16, Con 16, Int 10, Wis 14, Cha 20.

Skills and Feats: Diplomacy +15, Heal +5, Knowledge (nobility) +6, Listen +4, Ride +10, Search +2, Spot +4; Dodge, Exotic Weapon Proficiency (bastard sword), Mobility, Spring Attack.

SA – Daylight (Su): Galdiera can cast *daylight* (CL 10th) at will, as a standard action.

Smite Evil (Su): Three times per day, as a paladin, Galdiera can make a melee attack that has a +5 to the attack roll and +10 to damage. If the attack hits a non-evil creature, the smite is wasted.

Smite Evil (Su): Once per day, as a half-celestial, Galdiera can make a melee attack that deals +10 damage to an evil creature. If the attack hits a non-evil creature, the smite is wasted.

Spell-Like Abilities: 1/day – *aid, bless, detect evil, cure serious wounds* (DC 18), *neutralize poison*, *remove disease, holy smite* (DC 19), *dispel evil* (DC 20); 3/day – *protection from evil*. Caster level 10th.

Turn Undead (Su): As a 7th-level cleric.

SQ – Aura of Courage (Su): Galdiera is immune to fear (magical or otherwise). Each ally within 10 feet of her gains a +4 morale bonus on saving throws against fear effects. This ability functions while the paladin is conscious, but not if she is unconscious or dead.

Divine Health (Ex): Galdiera is immune to all diseases, including supernatural and magical diseases.

Spells Prepared (2/2; DC 12 + spell level): 1st – *divine favor, lesser restoration*; 2nd – *eagle's splendor, resist fire*. Caster level 5th.

Possessions: +3 golden breastplate, ring of protection +2, ring of sustenance, lesser pouch of endless caltrops, silver holy symbol of Teleus.

Languages: Common, Elven, Celestial.

Str 14, Dex 16, Con 14, Int 1, Wis 12, Cha 4.

Skills and Feats: Climb +11, Hide +7, Listen +4, Move Silently +6, Spot +4, Swim +11; Alertness, Weapon Finesse, Weapon Focus (bite).

SA – Disease (Ex): Filth fever – bite, Fortitude DC 14, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Area 9-8 – A Tipsy Situation (EL 9):

Wandering Monster Note: This creature does not lair in the Immense Cavern. Instead, it senses the metal possessed by the PCs and "ambushes" them somewhere in the area encircled by the dotted lines on the map.

As the party enters this area, read or paraphrase the following:

Ahead is a gradual 20-foot rise that leads to a plateau. As you approach, the ground in front of you begins to crumble, collapsing into a 10-foot-wide opening with a poof of dust. A tan-brown, blunt, clawed appendage reaches out of the newly formed pit, groping for purchase. It is followed by another such appendage, and with great effort, the bulk of a teardrop-shaped creature is hoisted out of the pit. Its undulating rubbery hide glistens with moisture as it shambles in front of you, a full 15 feet long. A single blinking eye slit examines your band, as its great, toothless goo-filled maw begins to utter strange guttural words.

The adventurers have run across a delver named Buulff. Or more specifically, an intoxicated delver has been attracted to the heroes by the precious metal they carry. Buulff was a fairly typical delver, until a few weeks ago when he stumbled upon a vein of gold. The precious metal has an intoxicating effect on the aberration, and ever since he has craved more. He has spent the last few weeks looking for his next hit, but the silver and copper veins he found have only provided temporary succor. He is currently hopped up on copper, which will stay in his system for another 20 minutes or so (see a Slight Buzz, below), but when he detected the heroes above, he closed with all haste hoping to get another hit of metal.

Negotiating with an Intoxicated Delver: Buulff begins the encounter as hostile, and he demands precious metals from the party. If they don't placate him in a few rounds, he attacks as described in the tactics section. He begins speaking in Terran, though he can understand Undercommon. If the adventurers can't converse with him, combat is likely. Traditional Diplomacy checks suffer a –10 penalty due to his intoxicated state. But if they offer him precious metals, they can attempt a special Diplomacy check, depending on the type of metal they fork over. See the table below.

The Diplomacy DCs are based on the party providing him the equivalent of 500 coins. For every 100 coins greater than this amount, grant a +1 cumulative circumstance bonus to the roll (maximum +5). For every 100 coins less than this amount, assess a cumulative –1 circumstance penalty to the roll. Note that better-quality metals last longer in his system. If the adventurers are still nearby when its effects wear off, he returns to demand another hit.

Metal	Diplomacy DC	Duration of Effects
Copper	40	30 minutes
Silver	35	1 hour
Gold	30	4 hour
Platinum	20	8 hours

The Passage: A delver's corrosive slime leaves behind a passage about 10 feet in diameter. The acidic goo is on all passage surfaces and takes a while to become inert. For the next 30 minutes, the acid is full strength and can affect footwear. Although the passages eventually collapse, the heroes could use them to continue their adventures into the Underdeep. Additional encounters are up to the GM to decide, but it is suggested the winding route does not lead to any other levels above or below Castle Whiterock.

A Slight Buzz: Actually, the intoxicating metal affects delvers in very strange ways. First, the normally docile creatures get very aggressive and downright hostile. Second, the drunken stupor increases their Strength by +3 for the duration of its effects. However, during this time, the creature gets clumsy and its thought processes slow down. It suffers a –2 penalty to its Dexterity and Reflex saves, and a –4 penalty to all skills that require concentration. These penalties are not reflected in the stat block below.

Tactics: If Buulff attacks, he flails about, wildly attacking nearby targets in a random fashion. A DC 15 Sense Motive check reveals he is not completely in control of his actions. Although he lacks the Improved Bull Rush feat, he might try to bull rush an opponent into the pit. The resulting fall causes 2d6 points of damage, plus another 2d6 points of acid damage as the passage is covered with acidic goo. Worse news: In his drunken stupor, the delver is likely to fall into the pit as well unless he succeeds a DC 20 Reflex save. A delver falling on a PC causes 6d6 points of damage plus an additional 2d6 points of acid damage per round while he is on top of the victim.

Buulff fights until reduced to 20 hit points or less. Then he flees down the pit and the passages using a full move action. He even pauses to cast *stone-shape* to seal the passage, in case the adventurers pursue.

Buulff, male delver: CR 9; Huge aberration; HD 15d8+78; hp 165; Init +5; Spd 30 ft., burrow 10 ft.; AC 24, touch 9, flat-footed 23; Base Atk +11; Grp +27; Atk slam +17 melee (1d6+8 plus 2d6 acid); Full Atk 2 slams +17 melee (1d6+8 plus 2d6 acid); Space/Reach 15 ft./10 ft.; SA Corrosive slime; SQ Darkvision 60 ft., immunity to acid, stone shape, tremorsense 60 ft.; AL N; SV Fort +12, Ref +6, Will +11; Str 27, Dex 13, Con 21, Int 14, Wis 14, Cha 12.

Skills and Feats: Knowledge (dungeoneering) +14, Listen +20, Move Silently +17, Spot +20, Survival +14 (+16 underground); Alertness, Blind-Fight, Great Fortitude, Improved Initiative, Power Attack, Toughness.

SA – Corrosive Slime (Ex): A delver produces a mucus-like slime that contains a highly corrosive substance. The slime is particularly effective against stone. A delver's mere touch deals 2d6 points of acid damage to organic creatures or objects. Against metallic creatures or objects, a delver's slime deals 4d8 points of damage, and against stony creatures (including earth elementals) or objects, it deals 8d10 points of damage. A slam attack by a delver leaves a patch of slime that deals 2d6 points of damage on contact and another 2d6 points of damage in each of the next 2 rounds. A large quantity (at least a quart) of water or weak acid, such as vinegar, washes off the slime. An opponent's armor and clothing dissolve and become useless immediately unless the wearer succeeds on a DC 22 Reflex save. Weapons that strike a delver also dissolve immediately unless the wielder succeeds on a DC 22 Reflex save. A creature attacking a delver with natural weapons takes damage from its slime each time an attack hits unless the creature succeeds on a DC 22 Reflex save.

SQ – Stone Shape (Ex): A delver can alter its slime to temporarily soften stone instead of dissolving it. Once every 10 minutes, a delver can soften and shape up to 25 cubic feet of stone, as a *stone shape* spell (CL 15).

Area 9-9 – The Worm Fields (EL 12):

Wandering Monster Note: This encounter functions as a wandering monster. For every 10 minutes the heroes spend in the worm fields, there is a cumulative 10% chance a purple worm detects them with its tremorsense. Three rounds later, it bursts through the floor and attacks!

The ground shakes before exploding in a shower of rocky shrapnel. The cause of the disturbance is a massive violet worm with armor plates along its serpentine body. The eyeless creature hesitates a moment before opening its maw wider than a human stands, and lunging to attack.

The worm fields are a region of the Immense Cavern situated in the upper west corner. The ground here is pockmarked by tunnels created by these fantastic beasts. There is no limit to the number of these creatures that can be encountered here. However, after one has been encountered, it is usually several hours before another arrives (unless lured to the surface; see area 9-10). Most denizens of the Immense Cavern avoid this dangerous area, save for the band of thrill-seeking stone giants hanging out in area 9-10.

The Tunnels: The purple worms have created an extensive network of tunnels under the cavern floor, as depicted on the map. These tunnels are about 5 feet in diameter, but frequently collapse in a few days. At the GM's option, these tunnels could lead deeper into the Underdeep, or even to lower levels of Castle Whiterock. There are pros and cons to exploring these tunnels: Doing so doubles the chances of encountering a purple worm. However, for each 10 minutes spent down here, there is a 50% chance the heroes discover 1d4+3 worm casings. Each worm casing has a 25% chance of containing 1d3+2 rough gemstones, each worth 50 gp.

The Attracting Rod: Located next to the cavern wall is a massive iron pole about 4 inches in diameter. It is sunken into the floor about 10 feet, and another 15 feet is exposed above the floor. Its surface is marred from being hammered on for months. The stone giants in area 9-10 use the iron rod to attract purple worms to the area. If the rod is struck with a hammer-like instrument for at least 1 minute, the chance that a purple worm arrives in the fields increases to a cumulative 25% per 10 minutes. The stone giants then use meat haunches (or even live bait) to lure the worms to the cavern wall, so they can be ridden for sport.

Tactics: The purple worm uses few advanced tactics. First, it exits its worm tunnel, so it can use its tail stinger and its bite in the same round. Then it attacks, using its improved grab ability to swallow a target the next round. If it fails its initial grapple check, it uses its Awesome Blow feat on that target the next round. If reduced to 50 hit points or less, it backs down into its tunnel, and just attacks with its bite. If it has swallowed two or more targets, it flees. Otherwise, it stays and fights to the death.

Advanced Purple Worm: CR 12; Gargantuan magical beast; HD 18d10+126; hp 225; Init -2; Spd 20 ft., burrow 20 ft., swim 10 ft.; AC 19, touch 4, flat-footed 19; Base Atk +18; Grp +42; Atk bite +27 melee (2d8+12); Full Atk bite +27 melee (2d8+12) and sting +22 melee (2d6+6 plus poison); Space/Reach 20 ft./15 ft.; SA Improved grab, swallow whole, poison; SQ Tremorsense 60 ft.; AL N; SV Fort +18, Ref +9, Will +5; Str 35, Dex 6, Con 25, Int 1, Wis 8, Cha 8.

Skills and Feats: Listen +20, Swim +20; Ability Focus (poison), Awesome Blow, Cleave, Improved Bull Rush, Power Attack, Weapon Focus (bite), Weapon Focus (sting).

SA – Improved Grab (Ex): To use this ability, a purple worm must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can attempt to swallow the foe the following round.

Poison (Ex): Injury, Fortitude DC 28, initial damage 1d6 Str, secondary damage 2d6 Str.

Swallow Whole (Ex): A purple worm can try to swallow a grabbed opponent of a smaller size than itself by making a successful grapple check. Once inside, the opponent takes 2d8+12 points of crushing damage plus 8 points of acid damage per round from the worm's gizzard. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 25 points of damage to the gizzard (AC 17). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A Gargantuan worm's interior can hold 2 Large, 8 Medium, 32 Small, 128 Tiny, or 512 Diminutive or smaller opponents.

Area 9-10 – The Stone Giant Lodge (EL 8):

Wandering Monster Note: These stone giants either stick to their lodge (the cave marked 9-10) or wander about the worm fields looking for a thrill ride. The heroes will be spotted by the lookout as they approach the cave. Read or paraphrase the following:

As you make your way up the winding path, your attention shifts to a humanoid creature on a path above your position. The male humanoid stands between seven and eight feet tall, and has gray, stone-like skin. He wears simple clothes and sports a bald head. His gnarled muscular arms are covered with tattoos, and various facial features are obviously pierced.

The humanoid is shouting in a strange tongue while jumping up and down. He stoops low, deftly sweeping a rock into his hands before cocking it above his head, ready to let it fly. Several more similar creatures exit a cave, and move into position above you. Soon, each is holding a rock over its head, awaiting your next move.

A small group of juvenile stone giants (as reflected in their stats) congregate in this cave to share camaraderie. The cave is not a permanent settlement, but instead a lodge of sorts where the giants can come to get away from nagging parents or recent spouses. It's a place to kick back, chew on some lizard jerky, drink strong mead, tell crude jokes, and engage in contests against each other. At first, they enjoyed rock-tossing contests at various targets lined along the cavern wall. But their leader soon discovered a more thrilling form of entertainment: worm riding! And it has become quite the popular pastime with the giants.

Interacting with the Stone Giants: The juvenile stone giants always have a lookout positioned outside their lodge on the watch for parents or spouses. When encountered, the stone giants are considered unfriendly and are speaking in Giant. They do understand Common, and if the adventurers can perform some fast talking, and sway them to at least indifferent, the giants agree to put the rocks down and talk. If they stay unfriendly, they attack (see Tactics, below).

Assuming the heroes succeed with their banter, Fjorjek steps forward and introduces himself as the leader. He grills them on their purpose this far underground. He has heard the rumors of Benthos, but his knowledge is limited to the Immense Cavern and to levels 10 and 11. In passing, he claims his band serves the duergar below, but a DC 15 Sense Motive check reveals no real deep loyalty. If the adventurers ask about the duergar or directions to the level below, Fjorjek says they first need to prove their worthiness. Normally, the giants' challenge would involve tossing boulders at a target, but there is little chance any of the adventurers can lift a rock, let alone toss it hundreds of feet. Therefore, Fjorjek suggests an alternate test: worm riding.

If the heroes succeed at worm riding, the stone giants' attitude shifts to friendly, and they invite the party into the lodge for mead, jerky, and swapping tall tales by a roaring fire. Fjorjek gladly gives the PCs instructions on how to reach the Bleak Theater via area 9-11, and even informs them of the pass phrase needed to bypass the trap. If the heroes decline to participate in worm riding, they have a fight on their hands, as the giants use them as moving targets! If the PCs attempt (but fail) worm riding, the stone giants are curt and send them on their way. They give directions to the Bleak Theater, but neglect to inform the party about the trap in area 9-

11. A few hours after the adventurers pass through the area, the stone giants follow (to collect any items from the dead PCs), before heading to level 10 to inform The Impresario to reset the trap.

The Lodge: There are three caves situated in this area, and all can be reached via a winding, 5-foot-wide path. The two caves to the left are usually empty, although a few large-sized bedrolls are present in each chamber. These serve as the guest rooms, and an overflow chamber when many giants are visiting.

The cavern to the right is about 60 feet long and 40 feet wide. There is a huge fire pit in the center, used to grill meat. Hanging from the ceiling in small niches are numerous strips of lizard jerky and smoked meats, some rubbed with pungent, spicy seasonings. Along the walls are several trophies, including the jaws from a purple worm, the skeleton of a 15-foot-long fish-like creature, a chuul's claw, a bulette's armored fin, and the horns from a dinosaur-like creature. The stone giants enjoy hunting, and the trophies represent bragging rights, and instill a feeling of one-upmanship between them.

High Spirits: The stone giants smuggle high-quality Underdeep mead past their parents and maintain a suitable stock in their lodge. This mead is brewed with fungal extracts, and packs quite a punch to those not used to its acrid taste. If any of the heroes samples the mead, the imbiber must succeed on a DC 15 Fortitude save or become sickened for 5d4 minutes. There are five casks of mead hidden under a canvas. Each would fetch 40 gp, if a buyer could be located. It's often said worm riding is best enjoyed after a few mugs of this mead.

Luring the Worm In: In order to ride a worm, one needs to lure a worm to the cavern wall so a target can jump down on it (see the sidebar for rules on how to actually ride the worm). The stone giants use the metal pole sunk into the floor as an attracting rod. One stone giant stands at the base of the pole, and whacks at it with a large maul. The vibrating metal tends to attract the great beasts to the worm field. Then the stone giants perched on the ledge lower down a pony-sized haunch of meat (from some Underdeep creature) to attract the worm to the vicinity of the waiting rider. The would-be rider jumps on the worm's back, and then the fun begins.

Tactics: If a fight breaks out, the stone giants attempt to stay above the adventurers and throw rocks at them. Assume they have an endless supply of throwing rocks. Fjorjek casts *shield* on himself, and then joins in the fun, lobbing rocks at the party and using *true strike* to increase his chances of hitting. If a hero is struck by a critical hit, he needs to make a DC 15 Reflex save or be knocked off the path, suffering 3d6 points of damage during the tumble to the cavern floor.

Juvenile Stone Giants (5): CR 6; Medium giant (earth); HD 7d8+14; hp 47 each; Init +3; Spd 20 ft.; AC 24, touch 13, flat-footed 21; Base Atk +5; Grp +9; Atk greatclub +9 melee (1d10+6) or slam +9 melee (1d3+4) or rock +8 ranged (1d10+6); Full Atk greatclub +9 melee (1d10+6) or slam +9 melee (1d3+4) or rock +8 ranged (1d10+6); SA Rock throwing; SQ Darkvision 60 ft., low-light vision, rock catching; AL N; SV Fort +7, Ref +5, Will +2; Str 19, Dex 17, Con 15, Int 10, Wis 10, Cha 11.

Skills and Feats: Climb +6, Hide +5*, Jump +7, Ride (purple worm) +11, Spot +2; Point Blank Shot, Precise Shot, Skill Focus (Ride).

*A stone giant gains a +8 racial bonus on Hide checks in rocky terrain. This is included above.

SA – Rock Throwing (Ex): The range increment is 120 feet for a juvenile stone giant's thrown rocks. It uses both hands when throwing a rock.

SQ – Rock Catching (Ex): A juvenile stone giant gains a +4 racial bonus on its Reflex save when attempting to catch a thrown rock.

Possessions: Hide armor, greatclub, large bag with assorted worthless junk and 4d20 gp.

(Source: Miniature template, *Deluxe Book of Templates*, p. 95.)

Fjorjek, juvenile stone giant Sor3: CR 9; Medium giant (earth); HD 7d8+21 plus 3d4+9; hp 69; Init +4; Spd 30 ft.; AC 23, touch 14, flat-footed 19; Base Atk +7; Grp +10; Atk greatclub +10 melee (1d10+4) or slam +10 melee (1d3+3) or rock +11 ranged (1d10+4); Full Atk greatclub +10/+5 melee (1d10+4) or 2 slams +10 melee (1d3+3) or rock +11 ranged (1d10+4); SA Rock throwing, spells; SQ Darkvision 60 ft., low-light vision, rock catching; AL N; SV Fort +9, Ref +7, Will +7; Str 16, Dex 19, Con 16, Int 10, Wis 14, Cha 16.

Skills and Feats: Concentration +7, Climb +8, Hide +7*, Jump +7, Ride (purple worm) +12, Spot +7; Combat Casting, Point Blank Shot, Precise Shot, Skill Focus (Ride).

*A stone giant gains a +8 racial bonus on Hide checks in rocky terrain. This is included above.

SA – Rock Throwing (Ex): The range increment is 120 feet for a juvenile stone giant's thrown rocks. It uses both hands when throwing a rock.

SQ – Rock Catching (Ex): A juvenile stone giant gains a +4 racial bonus on its Reflex save when attempting to catch a thrown rock.

Spells Known (6/6; DC 13 + spell level): 0 – *dancing lights, daze, ghost sound, mending, prestidigitation*; 1st – *jump, shield, true strike*.

Possessions: Greatclub, 2 daggers, large bag of worthless junk, 212 gp.

(Source: Miniature template, *Deluxe Book of Templates*, p. 95.)

Sard, armadillo familiar: Diminutive magical beast; HD 3d4 (29 hp); Init +1; Spd 15 ft., burrow 5 ft.; AC 20, touch 15, flat-footed 19; Base Atk +7; Grp -9; Atk/Full Atk claws +8 melee (1d4-3); Space/Reach 1 ft./0 ft.; SA Deliver touch spells; SQ Defensive ball, empathic link, improved evasion, low-light vision, share spells; AL N; SV Fort +9, Ref +8, Will +8; Str 3, Dex 12, Con 10, Int 7, Wis 12, Cha 5.

Skills and Feats: Concentration +5, Hide +16, Listen +5, Spot +6; Weapon Finesse.

SQ – Defensive Ball (Ex): An armadillo can roll into a ball as a standard action, granting a +4 circumstance bonus to AC and saves. Unrolling is a free action.

Master's Special Ability: Master gains a +1 bonus to natural armor.

Worm Riding

The stone giants are thrill seekers, and there are few things more thrilling than holding onto the back of a bucking, 80-foot-long worm! If the adventurers want to win the stone giants' friendship, all they need to do is last on the back of a purple worm longer than a stone giant. Any number of PCs can attempt to ride: They only need to win once to earn the giants' respect. If the PCs give it a go, use the following procedure after a worm has been lured in:

First, a PC needs to jump on the back of a purple worm. This requires a DC 22 Jump check. Success indicates the PC has landed on the worm's back. Failure indicates 3d6 points of damage and the PC lying prone, with an enraged purple worm nearby! Roll for initiative!

Next, the PC needs to hold on. This requires an opposed Strength check against the purple worm. Keep in mind the purple worm's Strength is 35, which translates to a +12 modifier to the roll. If the PC beats the worm's roll, he holds on for 1 round for each number he beats the roll. For example, if a PC rolled a modified 30, and the worm rolled a modified 25, the PC holds on for 5 rounds. Whoever holds on the longest wins the competition.

However, there are a few tricks the PCs could employ to increase their chances of holding on:

- Obviously, any spell that increases the adventurer's Strength translates to an advantage.
- Any PC with at least 5 ranks of Ride gets a +2 bonus.
- A successful melee attack with a piercing weapon that inflicts 7 or more points of damage also lodges the weapon in the worm's thick skin, and creates something for the PC to hold onto. (The giants use spears.) This grants a +4 bonus to the Strength check.
- Instead of using a weapon, a PC can attempt to use a rope to ensnare part of the worm to gain a better grip (DC 30 Use Rope). If successful, it grants a +4 bonus to the Strength check.
- Casting *spider climb* creates sticky hands and feet, granting a +10 bonus to the Strength check.

When an adventurer is thrown from the purple worm's back, he suffers 4d6 points of damage and is prone. A DC 20 Reflex save can reduce this damage by half. Fjorjek often uses *jump* and *true strike* to increase his odds of riding successfully.

Area 9-11 – The Trapped Route to the Bleak Theater (EL 10): As the party enters this area, read or paraphrase the following:

> *The meandering path leads to a cave about 10 feet high. After a short walk, the passage terminates at a circular chamber about 40 feet in diameter. The floor is smooth and clear of debris, and the 15-foot-high ceiling is plain and smooth. To the right is the stony carcass of a cigar-shaped creature about 10 feet tall. The carcass is riddled with slashing and piercing wounds, and numerous tentacles hang limply at its side. The creature appears to have been dead for at least a week.*
>
> *On the opposite side of the chamber is a 10-foot-wide passage that appears to lead down.*

This chamber is the last line of defense before level 10. As such, the duergar have always seen a need for some sort of safeguard. There are few troops available to establish an outpost, although based on the performance of the derro on level 7, the duergar might be convinced to have the insane creatures create a base here. Hiring a mercenary is an option, and it was hoped that the stone giants in area 9-10 might have an interest in such a job. However, they don't (but haven't told the duergar yet), and besides, it is deemed too expensive. They thought they found the perfect guardian in the form of a roper that didn't require payment. However, it soon began to attack all travelers (including duergar slavers), and needed to be destroyed. Its body is still in the chamber. Another option would be employing undead guards (such as ettins), but none can be spared. Perhaps a golem is the answer, but in the meantime, a trap has been placed here as a last resort.

The Trap: The duergar have created a magic trap with a mechanical component that proves quite effective (hence the increased CR). The trap has a proximity trigger that goes off when someone enters one of the squares marked on the map with a "*". Note that, as with other proximity triggers, the target need not be touching the floor; flying PCs can still trigger it. The trap releases an *incendiary cloud* spell into the room. In the same round, mechanical triggers cause hidden sliding stone doors to seal both exits, making the spell more deadly. Any PCs in a 5-foot square near one of these exits can attempt a DC 28 Reflex save to jump through before the door slides shut. Failure indicates the target is still in the room. The spell lasts 15 rounds, but the doors need to be manually reset.

The duergar installed a bypass to allow safe passage for themselves and their allies, such as the stone giants in area 9-10 and any slavers moving between the surface and the Bleak Theater. By uttering the phrase (in any language), "All Hail Thane Hrolad Vejik, and May His Beard Grow Long," before entering a trigger square, the speaker deactivates the trap for 5 minutes.

***Incendiary Cloud* Trap with Sliding Doors:** CR 10; magic device; proximity trigger (*alarm*); bypass by saying the pass phrase; manual reset; spell effect (*incendiary cloud*, 15th-level wizard, 4d6 points of damage/round for 15 rounds, DC 22 Reflex save for half damage; Search DC 33; Disable Device DC 33.

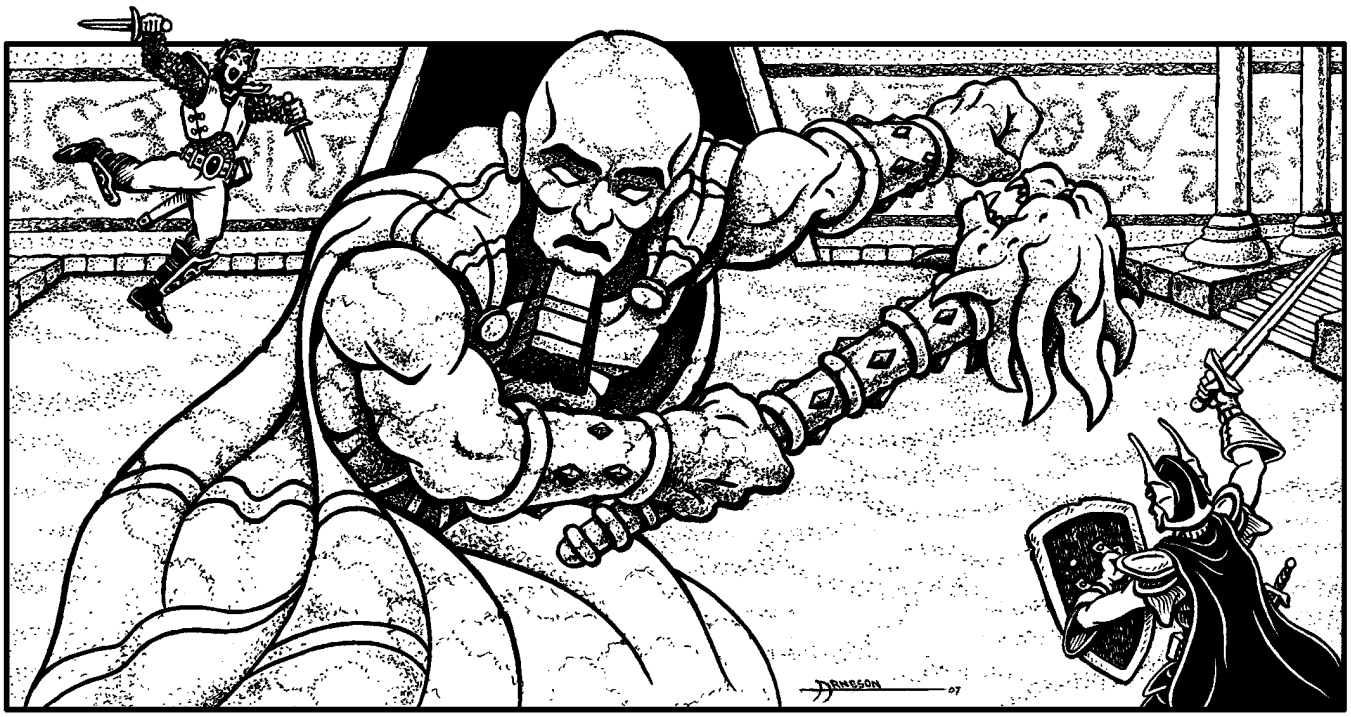
Sliding Stone Doors (2): 8 in. thick; hardness 8; hp 120; Break DC 28; Open Lock DC 30.

Bonus Rewards

Objectives	Experience Points
Discovering the correct route into the pyramid from the trolls	150
Befriending Gar and Nar, and seeing his cave paintings	200
Getting other useful information from Gar and Nar	100
Using a *fireball* or similar magic to rout the stirge swarms	100
Finding the sword *Damarel*, and returning it to Galdiera	400
Determining the location of the Inverted Tower (sub-level 9B) from Ilyanassa's probable cause of death	300
Dispelling the polymorph before slaying Galdiera	400
Finding Peduncle's Retreat (sub-level 9C)	300
Giving Buulff coins to avoid a fight in area 9-8	200
Agreeing to ride a purple worm	100
Successfully riding a purple worm, and getting the pass phrase to the trap in area 9-11 from the stone giants	300
Avoiding the trap in area 9-11 (by using pass phrase, or disabling)	150
Total possible bonus points per group	**2,700**

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 9A:
THE TOMB OF ANHKHOTEP



Level Summary

Situated in the Immense Cavern (level 9) is a strange black pyramid constructed of polished obsidian blocks. Pelltar, the Company of the Black Osprey's powerful conjurer, fancied a tomb for his eventual resting place. However, he was too busy assisting with the construction of tombs for his allies, and tending to the Demonhold (level 13). So, instead of building a tomb, he located a pyramid in the Ghetrian Desert, and employed powerful magicks to transport the entire structure to the Immense Cavern under Castle Whiterock. He planned to explore the pyramid and clean it out. But the interior of the pyramid, rather than become his tomb, ironically led to his doom.

Game Master's Section

Encounter Table

Loc	Pg	Type	Encounter	EL
9A-1	255	P/T	Sliding stone block traps (3)	8
9A-2	256	C	Advanced clay golem	12
9A-3	258	P/T	*Reverse gravity*/Spiked ceiling trap Endless pit trap	10
9A-4	259	C/P	4 advanced desiccated dire lions	11
9A-5	260	C/T	Sand devil	10
9A-7	262	C/P	*Nef'meruti*, female mummy Brd6	11
9A-8	264	C/P	*Anhkhotep*, male true mummy Clr12	14

Scaling Information

"The Tomb of Anhkhotep" is a short level of *Castle Whiterock* designed for 4-6 characters of 9th level, but it can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or less than 9th level): Decrease the lethality of the traps in area 9A-1 and area 9A-3 by decreasing the CRs by 2-3. Remove 5 Hit Dice from the advanced clay golem in area 9A-2, but it retains its unique cursed wounding ability. Remove the additional Hit Dice from the desiccated dire lions in area 9A-4. Remove two levels from Anhkhotep.

Stronger parties (7 or more characters, or higher than 9th level): Increase the lethality of the traps in area 9A-1 and area 9A-3 by increasing the CRs by 2-3. Advance the clay golem in area 9A-2 by an additional 8 Hit Dice. Add two more desiccated advanced dire lions to area 9A-4. Advance the sand devil in area 9A-5 by 8 Hit Dice. Add three more bard levels to Nef'meruti, and add three more cleric levels to Anhkhotep.

Background Story

Almost 600 years ago, the Company of the Black Osprey was in full swing, altering the dungeons underneath Castle Whiterock. Several of the members desired to have a tomb or resting place for their mortal remains, hidden somewhere in the area. Often, the company's wizard Pelltar was tasked with the design and construction of such tombs, much to his ultimate chagrin. Between these projects, the occasional magic item creation, and monitoring the Demonhold, Pelltar had little time to construct his own final resting place. So, as he did often, he used magic to cut some corners.

Pelltar located a magnificent pyramid, constructed of polished obsidian blocks, in the Ghetrian Desert. It was the tomb of a powerful pharaoh, and Pelltar desired it for himself. Using powerful conjuration and teleportation magicks – and demonic assistance – Pelltar managed to transport the entire structure (and a great deal of sand) to the dungeons below Castle Whiterock. The intact pyramid now rests in the Immense Cavern (level 9), and when the demon lord arrived to collect on Pelltar's debt, he ended up in the Demonhold! Over the next few months, Pelltar planned to "clean out" the pyramid of any undesirables; if necessary, he would enlist the aid of the rest of the company.

After solving the door puzzle trap in area 9A-1 (mostly by trial and error), he made his way to area 9A-2. The clay golem proved to be too much for the archmage to handle by himself. Pelltar marveled at the fine details of the construct and its sheer power. After a short but pitched battle, Pelltar was forced to *teleport* back to his redoubt (level 12A) to heal his wounds and collect a few magic items that would be useful to combat the construct. He even considered asking Lord Korborth to lend his sword arm against the terrible foe. But then Pelltar had a better idea: Perhaps he could gain control of the clay golem, and use it as a guardian for his own tomb! Honestly, who has time to build a shield guardian these days! So he set about researching a method to gain control of the construct.

As usual, Pelltar threw himself into his latest obsession – and so he ignored the cursed wound inflicted by the clay golem. Untended, it festered in his body. Three days later, Pelltar succumbed to the wound, and he died sitting in a chair with a book nestled in his arms (see area 12A-1).

Pelltar never got a chance to explore the pyramid fully, so for centuries it has lain undisturbed. The puzzle and trap in area 9A-1 keeps the dimwitted denizens of the Immense Cavern from penetrating the interior. The remnants of House Forlorna (see level 9B) are somewhat intrigued, but they lack the resources to plunder it. The drow instead monitor those exploring the pyramid, hoping to claim the riches of any who fall prey to the dangers inside.

The pyramid is actually the tomb of a powerful pharaoh named Anhkhotep. Centuries before Pelltar moved the pyramid, Anhkhotep was a powerful cleric who worshiped Basthetys, a minor goddess of cats. Before he ascended to power, the region of Sektep was beset by a terrible plague spread by infected rats. Anhkhotep prayed to his goddess for three days straight, seeking a cure for the blight that gripped the land. On the fourth day, Anhkhotep's city was flooded by a horde of cats, great and small. The cats decimated the rat population inside the city walls, and in effect, prevented the plague from destroying the city. However, the surrounding cities were not so fortunate.

Anhkhotep was embraced as a savior, and after a planned assassination of the current pharaoh, he was soon elevated as the new pharaoh of the region. Unfortunately, it was a dead region, shunned by other civilizations for fear of catching the sickness that had leveled the neighboring cities. Nevertheless, Anhkhotep ruled his walled city – now named Anhkthue – with an iron fist. Those who defied him were fed to his massive lion pets, whispered to have been sent from Basthetys herself. The years crept by, and the city fell into disrepair. Soon Anhkhotep, seeking to turn his rule into a powerful dynasty, became obsessed with having a son. However, Basthetys would not bless him and his wife, Nef'meruti, with a child. Desperate, Anhkhotep stooped to infidelity in a vain effort to sire an heir, an action that did not go unnoticed by his wife.

Nef'meruti struck a bargain with the barbarian hordes to

the north. The horde swept down into the region and conquered with ease, continuing to the walls of Anhkthue. One night later, the slaughter was complete, culminating with a mortal wound to Anhkhotep dealt by none other than his wife. Followers of the fallen pharaoh spirited his body (along with his resisting wife) to an obsidian pyramid concealed in the southern wastes. Once there, his loyal underpriests performed the sacred ritual of true mummification on Anhkhotep, using the spilled blood of his spurned wife (also mummified) to complete the arduous task. Anhkhotep, his wife, his lion pets, and untold riches were sealed in the tomb, and forgotten as the shifting sands of the wastes claimed the structure. Many centuries later, a sandstorm exposed most of the pyramid, and it was discovered by Pelltar soon after. And after all these centuries, the traps, guardians, and the pharaoh himself await freedom. But to defeat the powerful true mummy of the obsidian pyramid, the adventurers will need aid from an unlikely source.

The Sacred Vessels

The Deluxe Book of Templates contains the full details on the sacred vessels needed to create a true mummy. However, the following summary is provided to assist the GM.

During the creation process, three sacred vessels (or canopic jars) are used to contain some of the essential energies of the embalmed true mummy. Each jar contains one or more organs linked to a special ability. The liver is linked to Intelligence, the stomach and small intestines to Wisdom, and the spleen and lungs to Charisma. Only by destroying all three jars can a true mummy be destroyed. The canopic jars are small stone, clay, or metal vessels large enough to hold the target organs. They are very difficult to destroy, due to their hardness and spell resistance.

However, if the jars fall into the possession of another creature, they can be put to great use. Each vessel gives the possessor a +1 sacred bonus to the ability score to which the jar is linked. In addition, the sacred vessel can be used as a focus for evil or necromantic spells, granting a +1 to the user's caster level. However, this advantage is usually short lived: The true mummy can track the jars unerringly, and can use them as foci for scrying or other spells. A true mummy can even treat the area near its sacred vessel as very familiar for the purposes of teleportation.

Canopic Jars: Hardness 12, hit points 30, SR 24.

Tracking

There are few opportunities to track inside the pyramid, as the structure is a sealed tomb beyond area 9A-2. A DC 18 Survival check reveals scuff marks on the floor in the stairs in area 9A-1 and the corridor leading to area 9A-2. These were created by the huge clay golem, as it reset the stone block traps in area 9A-1. It's quite easy to find tracks in the sandy floor of area 9A-4 (no check needed). All of these tracks belong to the desiccated dire lions, which will invariably attack anyone foolishly looking for tracks.

Interrogation

This level does not provide any opportunities for interrogation as the creatures encountered are either undead, constructs, or elementals. Nef'meruti is the exception, and she has reasons to divulge secrets about her "beloved" husband.

Wandering Monsters

There are no wandering monsters on this level.

Areas of the Map

The entire pyramid is constructed of fine polished obsidian. All walls are treated as superior masonry, and the floors are smooth. Most walls are covered with random hieroglyphics, many featuring cats or cat-like creatures. A DC 25 Knowledge (religion) check reveals the themes of Basthetys worship. Ceiling height varies per room description. All doors are constructed from 4-inch-thick stone. The air in the tomb is stale but safe to breathe.

Superior Masonry Walls: 1 ft. thick (at least), hardness 8, hp 90 (per 10-ft.-by-10-ft. section), Break DC 35, Climb DC 20.

Stone Door: 4 in. thick, hardness 8, hp 60, Break DC 28 (stuck), DC 28 (locked).

Area 9A-1 – The Entrance (EL 8) – 4 locations: The pyramid is 250 feet long on each base, and reaches a height of 140 feet. The surface of the obsidian is polished black, with very little erosion visible. The pyramid was buried for centuries, and thus was not exposed to the harsh desert winds.

Centered on each of the four sides of the pyramid is a 5-foot-wide staircase that climbs to a sealed stone door. A 2-foot-high raised wall flanks this staircase. If the heroes investigate the wall, a DC 30 Search check reveals fine scuff marks (except on the wall along the south-facing entrance). These marks are caused by the trap that guards the three fake entrances. At the base of each staircase is a cryptic passage written in an ancient Sphinx dialect (DC 30 Decipher Script check to translate):

Follow Chartrusa's annual plight,

To enter this holy place right.

If the heroes successfully translate this, give them Players' Handout R.

Three of the staircases are trapped, but one route is safe. Anhkhotep loved riddles and puzzles, and he designed the entrance trap to prevent unintelligent beasts (and humanoids) from just waltzing into his tomb. Chartrusa refers to a mythical warrior who rode into battle on a magical chariot. She is immortalized in a constellation that makes a journey from the east to the west each year. A DC 35 Knowledge (history) or a DC 25 bardic knowledge check reveals this information. So, all one needs to do is enter through the west-facing door, right? Wrong! At one time that was correct. However, when Pelltar transported the entire pyramid here, the pyramid was shifted 90 degrees counterclockwise. Therefore, the south-facing side is now the safe entrance. A DC 40 Survival check (after spending at least 10 minutes examining the exterior of the pyramid) can discover this shift. There is also a clue in the lair of the ettin Gar and Nar (area 9-3).

When the adventurers approach one of the doors, read or paraphrase the following:

The steep staircase ascends for at least 100 feet before ending at a sealed door. Flanking the door is a pair of humanoid statues that appear to be part of the wall. Each statue is of a barrel-chested human with a feline head. Each wears an elaborate headdress in a vain attempt to hold back a wild tangle of hair, similar to a lion's mane. The statues are tasked with holding up the very stone blocks over the door, as they cradle them in arms stretched over their heads.

Each door is locked and stuck, requiring both an Open Lock check (DC 30) and a Strength check (DC 25) to open. If the heroes enter the door from the south-facing side of the pyramid, they can pass safely into the tomb. The three other doors are false (opening to nothing but stone) and trapped. Unless the cunning trap is disabled, any attempt to open a false door releases the massive stone block above it. Targets in front of the door risk being crushed. On the following round, the stone block slides along the 2-foot-high shelf, mowing down anyone on the stairs. It takes 2 rounds for the stone block to reach the base of the pyramid.

One day after any of the stone block traps are triggered, the huge clay golem from area 9A-2 exits the tomb and resets any stone blocks by pushing them back up the shelf. It takes 10 minutes to push the block back up to the doorway, and another 2 minutes to reset the trigger mechanism.

Sliding Stone Block Trap: CR 8; mechanical; location trigger; manual reset; Reflex DC 24 avoids; 5-foot square in front of door is targeted with a falling stone block that causes 8d6 points of crushing damage. One round later, the block slides down the staircase, hitting multiple targets (all characters on stairway) for 6d6 points of crushing damage, Reflex DC 30 avoids; Search DC 33; Disable Device 28 (destroy trigger mechanism).

Area 9A-2 – The Great Hall (EL 12): Once the heroes have opened the south-facing door, read or paraphrase the following:

The great stone door slides open effortlessly to reveal a massive hall about 50 feet wide and about 80 feet long. A soft golden glow emits from random locations on the ceiling 30 feet above you. The walls are covered with fanciful hieroglyphics, although the paint is fading or peeling in places. An immense sandstone statue silently stands guard at the far end of the room. The statue, almost 20 feet high, depicts a powerfully built human male adorned in flowing robes. The angular features of a breastplate can be seen underneath. The figure is handsome, with piercing eyes and an elongated goatee on an otherwise clean-shaven visage. The statue hefts a massive heavy mace, its head shaped like a roaring lion, with its wild mane serving as the weapon's flanges.

This entrance chamber was a tribute to Anhkhotep and all his glory. The statue is a representation of the great pharaoh, and its features bear an accurate resemblance. With a DC 20 Spot check, an adventurer can see the edges of his holy symbol, also partially concealed under the robes. A Knowledge (religion) check (DC 25, because the entire symbol is not visible) reveals it to be the symbol of Basthetys, a minor goddess dedicated to felines.

The illumination is provided by six *continual flame* spells scattered about the ceiling. The hieroglyphics cover the western, northern, and eastern walls from floor to ceiling. They summarize the history of the city of Sektep during Anhkhotep's rise to power. The west wall depicts the great plague that swept the land, showing entire cities succumbing to the debilitating effects of the sickness. On the walls of one city, a priest (Anhkhotep) can be seen making a desperate plea to his deity. On the north wall, a horde of cats, from small domestic housecats to massive lions and tigers, descends on the lone walled city of Sektep. The priest welcomes the felines with open arms, and he rejoices to the sky. Meanwhile, the cats waste no time feasting on the

millions of plague-infested rats scattered throughout the city. Finally, the east wall depicts the city's populace praising the priest and elevating him to the title of pharaoh. Great festivals are held in his honor, while a multitude of cats assimilate to everyday life in the city of Sektep. In the distance, the construction of a great black pyramid is started.

There are four secret doors in this room, all leading to other parts of the tomb. The door along the west wall is situated 10 feet off the floor behind a hieroglyph depicting a massive lion; a DC 28 Search check is needed to locate it, although adventurers specifically searching the area near the lion get a +4 circumstance bonus to this check. The door opens onto a stairway leading down to area 9A-4.

The secret door on the north wall is located on the floor, under the base of the statue (which slides easily to the side, although the statue will object – see below). A DC 15 Search check reveals a small panel (2 feet square) that conceals a fanciful depression the size of a watermelon, lined with many striations and wavy patterns. It appears to be a keyhole of some sort. If the statue's huge lion-shaped mace head is placed into the depression, the door slides open to reveal a dark staircase that leads to areas 9A-6 through 9A-8.

There are two secret doors on the east wall. The one to the north is at floor level, and is hidden behind a hieroglyphic of the ancient city's coffers, overflowing with gold. A DC 30 Search check is needed to find this secret door, although anyone specifically searching the area near the coffers gets a +4 circumstance bonus to this check. This door leads to area 9A-3. The door to the south is hidden 20 feet off the floor behind an area depicting the great desert. A DC 33 Search check is needed to locate this door, although again anyone specifically searching around this area gets a +4 circumstance bonus to the check. A DC 22 Spot check along this wall reveals several peg holes (about a half-inch in diameter) evenly spaced below this secret door. These were used to secure a scaffold while the secret door was added to the tomb. Heroes who find these peg holes get to make another Search check with a +4 circumstance bonus (cumulative with the other bonus) to find this secret door. This door leads to area 9A-5.

Tactics: The statue is an animated clay golem. It attacks if disturbed, or if the adventurers attempt to open any of the secret doors. It randomly selects targets each round for its blows, switching between the heavy mace and its slam (with an off-hand fist). Note the unique cursed wound effect is only inflicted from slam attacks. After the first round of combat, the clay golem uses its *haste* ability. It continues to attack until destroyed, and even follows targets out the southern door, but will not wander more than 50 feet from the base of the pyramid. Due to its size and weapon, it can reach targets attempting to get through any of the elevated secret doors or flying near the ceiling.

What, No Treasure? Nope, except for the masterwork Huge heavy mace, which is the key to access Anhkhotep's lower tomb. Adventurers might assume the clue in area 9A-7 regarding a canopic jar "clad in clay" refers to the clay golem. Should they defeat the construct, a close examination of the clay golem's shattered body (DC 20 Search check) indeed reveals a small, 6-inch-tall clay urn. The urn is hollow, and contains a single bead from a *necklace of fireballs* (6 HD). If the urn is smashed or destroyed, the fireball detonates.

Advanced Clay Golem: CR 12; Huge construct; HD 20d10+40; hp 210; Init –2; Spd 20 ft. (can't run); AC 23, touch 6, flat-footed 23; Base Attack +15; Grp +34; Atk slam +24 melee (4d8+11 plus cursed wound), or masterwork heavy mace +25 melee (3d6+11); Full Atk 2 slams +24 melee (4d8+11 plus cursed wound) or masterwork heavy mace +25/+20/+15 melee (3d6+11); Space/Reach 15 ft./10 ft.; SA Berserk, cursed wound; SQ Construct traits, darkvision 60 ft, damage reduction 10/adamantine and bludgeoning, haste, immunity to magic, low-light vision; AL N; SV Fort +6, Ref +4, Will +6; Str 33, Dex 7, Con –, Int –, Wis 11, Cha 1.

SA – Berserk (Ex): When a clay golem enters combat, there is a cumulative 1% chance each round that its elemental spirit breaks free and the golem goes berserk. The uncontrolled golem goes on a rampage, attacking the nearest living creature or smashing some object smaller than itself if no creature is within reach, then moving on to spread more destruction. Once a clay golem goes berserk, no known method can reestablish control.

Cursed Wound (Ex): The damage dealt by the clay golem's slam attack doesn't heal naturally and resists healing spells. A character attempting to cast a conjuration (healing) spell on a creature damaged by the clay golem must succeed on a DC 26 caster level check, or the spell has no effect. Also, unless the target succeeds on DC 20 Fortitude save, the wound inflicts 1d6 points of Constitution damage. This additional effect can be removed with a *remove curse* spell cast by a 15th-level caster.

SQ – Immunity to Magic (Ex): A clay golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

A *move earth* spell drives the golem back 120 feet and deals 3d12 points of damage to it.

A *disintegrate* spell slows the golem (as the *slow* spell) for 1d6 rounds and deals 1d12 points of damage.

An *earthquake* spell cast directly at a clay golem stops it from moving on its next turn and deals 5d10 points of damage. The golem gets no saving throw against any of these effects.

Any magical attack against a clay golem that deals acid damage heals 1 point of damage for every 3 points of damage it would otherwise deal. If the amount of healing would cause the golem to exceed its full normal hit points, it gains any excess as temporary hit points. For example, a clay golem hit by the breath weapon of a black dragon heals 7 points of damage if the attack would have dealt 22 points of damage. A clay golem gets no saving throw against magical attacks that deal acid damage.

SQ – Haste (Su): After it has engaged in at least 1 round of combat, a clay golem can haste itself once per day as a free action. The effect lasts 3 rounds and is otherwise the same as the spell.

Area 9A-3 – The Vault (EL 10): When the party reaches this area, read or paraphrase the following:

> *The stone door grinds open to reveal a simple chamber beyond. The floor is smooth, and covered with a thick layer of undisturbed dust. The walls are covered with more hieroglyphics, and the ceiling is about 50 feet overhead. There appear to be no exits.*

This room is a vault, complete with a pair of deadly traps. Hidden behind a secret door in the east wall is Anhkhotep's treasure. But getting to it is another matter entirely. The hieroglyphics cover only the lower 10 feet of all four walls. They depict scenes of Anhkhotep's despotic rule over Sektep. Most scenes depict the tyrant treating felines with more respect then humans. He views his people as little more than servants and slaves, meant to toil for his honor and make preparations for his afterlife. Often, images of his saddened wife (Nef'meruti; see area 9A-7) can be discerned in the pictographs.

The ceiling is an *illusory wall* spell (CL 15th). The actual ceiling is another 10 feet higher, and is riddled with 8-foot-long spikes. The area above the illusory ceiling is cloaked in a *permanent silence* spell. Adventurers affected by the trap are whisked to the ceiling, and disappear through it without a sound (although impacting on the spikes). Those stuck in this area can't communicate with anyone below the illusory ceiling.

Stepping on any of the six squares marked on the map triggers the *reverse gravity* trap, as detailed below. The triggering of this trap also invokes a *wall of force* to activate, as indicated on the map. The *wall of force* reaches from the north wall to the south wall, and extends to the top of the real ceiling. Finding the secret door requires a DC 30 Search check. The door is locked, but can be opened with a DC 40 Open Lock check if the *reverse gravity* trap has not been sprung. If the gravity field is active, it affects the lock mechanism, too, flipping a counterweight that actually facilitates the tampering of the lock. In this case, the Open Lock DC is only 20.

***Reverse Gravity*/Spiked Ceiling Trap:** CR 8; magical/mechanical; location trigger; manual reset; spell effect, *reverse gravity* (CL 15th), 6d6 fall to ceiling plus spikes (1d4+1 per target: +12 melee (1d6+4 points of damage per spike)); if dispelled, another 6d6 damage upon falling to the floor, DC 24 Reflex save to avoid. Activation also triggers a *wall of force* spell (CL 15th); Search DC 24, Disable Device DC 28.

Once the trap is dealt with and the heroes open the secret door on the east wall, continue:

> *A piece of the stone wall slides to the right revealing a 10-foot-by-10-foot vault. The walls are plain stone, and the floor is occupied by dozens of neat stacks of gold coins. Other golden items, such as statuettes of felines, serving ware, and urns, are all carefully stored in this chamber.*

The coins and treasure are quite real, as is the trap that guards them. Placing any more than 20 additional pounds on the floor triggers the trap. Therefore, astute PCs using magic could actually remove part of the hoard (recall that 50 coins is about one pound of weight) to render this trap trigger useless. However, there is another way to trigger the trap: opening the second secret door on the other side of the hoard, along the east wall (see below). Triggering the trap opens a pit that occupies the entire 10-foot-by-10-foot chamber. Anyone in the vault and all of the treasure fall 30 feet, and now the real fun begins. The floor has been enchanted as a limited *teleportation field* that transports anything that hits its surface (and dealing normal falling damage) back to the room above, where it begins its descent once again. And the cycle continues until the effect is dispelled, making the pit essentially endless. Anhkhotep is truly a despicable individual, so he had slave labor sharpen the edges of all the coins in the vault. As they rain down upon unfortunate victims caught in the trap, now they inflict slashing damage as well!

There are a few ways to escape the endless pit. Magical flight (or even *feather fall*) might help. Each time a PC appears at the top of the pit, he can

attempt another Reflex save (DC 25) to try to grab the pit's edge. If the east secret door is also open, he gets a +4 circumstance bonus to the Reflex save, as there is another ledge to grab onto. The *teleportation field* (CL 15th) could also be dispelled. Or the heroes could use mundane attempts to grab falling allies. The GM needs to assign appropriate difficulties to these rescue attempts with awarded bonuses for crafty solutions to the problem. Of course, now the adventurers must come up with a plan to recover the falling treasure!

The Endless Pit: CR 8; mechanical/magical; location trigger; manual reset (for the pit), automatic reset (for the teleportation field); remove weight to bypass; 10-foot-wide pit, 3d6 points of damage plus 2d4 points of slashing damage from the falling coins, Reflex DC 25 to avoid. After impact, a teleportation field transports all living and non-living objects back to the top of the pit; Search DC 28; Disable Device DC 30.

The Deadly Hoard: Anhkhotep's monetary treasure amounts to the following:

12,552 gp

17 golden plates, platters, or goblets (each worth 100 gp)

A matched set of 5 golden statues depicting lions in various poses (each worth 200 gp, or 1,500 gp for the complete set)

A masterwork spear with gold-inlayed handle (worth 350 gp)

A gold crown set with obsidian (worth 750 gp)

The second secret door on the east wall can be located with a DC 27 Search check. This door too is locked (Open Lock DC 30) and, as mentioned above, can trigger the pit trap, if it has been avoided. When opened, a small 2-foot-deep niche is revealed. Inside the niche is a small golden jar, and a heavy mace with its head shaped like a roaring lion. The small jar is a golden canopic jar (Wisdom) that needs to be destroyed to permanently slay Anhkhotep. The mace is Anhkhotep's personal weapon, a *+3 thundering heavy mace*.

Area 9A-4 – Into the Lion's Den (EL 11): When the adventurers enter this area, read or paraphrase the following:

This chamber is 60 feet wide and about 70 feet long. The ceiling is domed, and peaks at about 30 feet overhead. The floor here is covered in fine black sand with the consistency of dust. The chamber is dominated by a stone structure of oddly connected platforms, catwalks, stairs,

and bases that reaches a height of 20 feet. Perched on each of the four bases is a once-majestic feline form over 15 feet long. But instead of tawny fur, the creatures now are a dried husks of bone covered with stretched peeling skin. The eyes of each beast shed a malevolent glow.

Anhkhotep loved felines of all types. Some say he treated felines with more kindness and respect then his human subjects. But his dedication to his goddess was rewarded with the services of four immense dire lions. Even beyond the grave, these four magnificent beasts serve their master. Anhkhotep wanted the pride to have a suitable environment even in undeath. And so this chamber and the playground-like structures were built to exacting specifications.

The dust-like sand is several feet deep, making movement in this chamber difficult at best. Passing through the sand counts as difficult terrain, and running or charging is not possible. Note that the advanced desiccated dire lions are immune to this penalty, due to their desert walking ability. Once on the stone structure, PCs can move normally – if they succeed on a DC 10 Balance check each round. Failure means they cannot move that round. Failure by 4 or more on this check results in a fall, but the soft sand prevents any falling damage. If a

PC suffers damage on the structure, he must make a Balance check (DC 5 + damage suffered) or fall off the structure.

The Canopic Jar: One of Anhkhotep's canopic jars (Charisma) is hidden in this chamber. The "wrapped in dried flesh" part of the puzzle in area 9A-7 refers to the desiccated dire lions. The canopic jar, a small bronze urn with two small handles at the top, is hidden inside the advanced desiccated dire lion with 119 hit points (DC 15 Search check to locate).

Tactics: The desiccated advanced dire lions are looking forwarded to playtime after centuries of boredom. All four start the encounter on one of the four perches, with the pack leader on the circular base in the northwest corner of the room. Each lion jumps off the structure to attack its foe, often taking a round or two to size up its prey. This leaping attack is considered a charge, allowing them to use their pounce ability. Following this attack, the desiccated dire lions flee back to the structure and set up another pounce attack in a round or two. Heroes who climb onto the structure are attacked in melee, while the dire lions attempt to establish a hold with their improved grab ability.

Advanced Desiccated Dire Lions (4): CR 7; Large undead; HD 12d12; hp 119, 94 (x3); Init +2; Spd 40 ft.; AC 20, touch 11, flat-footed 18; Base Attack +9; Grp +20; Atk claw +16 melee (1d8+7 plus 1d6 Con); Full Atk 2 claws +16 melee (1d8+7 plus 1d6 Con) and bite +11 melee (1d8+3 plus 1d6 Con); Space/Reach 10 ft./5 ft.; SA Create spawn, dehydration, improved grab, pounce, rake (1d6+3 plus 1d6 Con),; SQ Blindsight 60 ft., damage reduction 5/bludgeoning, desert walker, immunity to fire and cold, undead traits, +2 turn resistance; AL NE; SV Fort +8, Ref +10, Will +5; Str 25, Dex 15, Con –, Int 2, Wis 12, Cha 10.

Skills and Feats: Hide +6, Listen +15, Move Silently +9, Spot +7; Alertness, Improved Natural Armor, Improved Natural Attack (claw), Run, Weapon Focus (claw).

SA – Create Spawn (Su): Any living creature with a skeletal structure and less than 12 Hit Dice that dies from the Constitution drain of a desiccated dire lion rises as a skeleton in 1d4 rounds. Its flesh turns to dust and sloughs off. A desiccated dire lion can control up to twice 24 Hit Dice of created spawn. Any spawn that exceed this limit cause older spawn to be destroyed, although the desiccated dire lion can determine which spawn are given up.

Dehydration (Su): All natural attacks of a desiccated dire lion cause 1d6 points of Constitution damage. Creatures immune to dehydration damage are immune to this effect as well.

Improved Grab (Ex): To use this ability, a desiccated dire lion must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can rake.

Pounce (Ex): If a desiccated dire lion charges, it can make a full attack, including two rake attacks.

Rake (Ex): Two claws, attack bonus +17 melee, damage 1d6+3 plus 1d6 Con.

SQ – Desert Walker (Ex): Desiccated dire lions do not suffer any movement penalties on sand, in deserts, or in other arid terrains.

(Source: Desiccated template, *Deluxe Book of Templates*, p.160-161.)

Area 9A-5 – The Shifting Sands (EL 10): The door to this chamber is locked (Open Lock DC 25) and bears an ancient inscription. A DC 25 Decipher Script check is needed to translate the passage. It reads:

Retrieve the key,
For a chance to defeat part of me.

If the heroes successfully translate this, give them Players' Handout T.

When the door is opened, read or paraphrase the following:

Beyond the door is a circular chamber, about 70 feet in diameter. The floor is covered with pure tan sand, its surface rippled as though from some unknown wind. The ceiling is also dome-shaped, and stretches to a full height of 30 feet. Suspended from the ceiling on a wire is a glass globe, about two feet in diameter, awash in a soft glow. Cradled inside the globe is a golden skeleton key, perhaps a foot long.

The sand is 20 feet deep (see the side view of this chamber), and shifts readily if stepped upon. Moving over the sand is considered difficult terrain. The glass globe is suspended 25 feet above the sand floor, and has an AC 12, hardness 1, and 2 hit points. Only by destroying the globe can the key be retrieved. However, breaking the globe triggers a trap.

When the globe is broken, it opens a 5-foot-square trapdoor located on the real floor, under 20 feet of sand. On the following round, sand starts pouring into the lower half of the room, a process that takes 20 rounds to complete. During the sand's exodus, the room becomes a sand vortex, sucking adventurers down into the lower part of the room. Consult the table below to determine the Reflex save needed to avoid the vortex, and the damage caused (per round) if trapped in the lower chamber. Anyone standing in the sand needs to make a Reflex save each round or become trapped in the vortex.

Trapped heroes have 2 rounds to escape with a DC 24 Strength check, or else be deposited in the lower chamber, taking 3d6 points of damage from the fall and becoming blinded for 1d4 rounds. Adventurers in the lower chamber suffer the indicated damage per round they spend there as the sand pours down.

Round	Reflex save to avoid	Damage per round if in the lower chamber
1-3	14	1d4
4-8	18	1d6
9-15	23	2d4
16-20	28	2d6

The Key: The key is made of solid gold (250 gp), weighing about 10 pounds. It actually doesn't turn any lock, but retrieving it does "open" a door: When the sand completes its movement to the lower room, it exposes a secret door, which can be found with a DC 20 Search check.

We've Got Company: But there is one more complication. The sand is inhabited by a sand devil, a malevolent earth elemental composed of sand. The creature appears as a living colony of sand that is 15 feet high and 30 feet in diameter. As the heroes enter the chamber, it utilizes its natural state ability to hide directly under the glass globe. It uses its special abilities to make the task of retrieving the key even more difficult.

The Canopic Jar: This jar is "hidden behind golden earth" (another clue from area 9A-7) in the secret room. Behind the secret door is a chamber 10 feet wide and 20 feet long. Stored in this chamber are hundreds of jars, ranging in size from a few inches high to over three feet high. Most are clay, but several stone, glass, and even a few bone are present. The adventurers need to find Anhkhotep's canopic jar linked to Intelligence. Two jars radiate magic. One clay urn has a *magic aura* spell placed on it. The other is a bronze jar that holds 5 doses of *restorative ointment*. Anhkhotep's canopic jar also radiates magic, but it has been placed inside a stone urn, wrapped in funeral shrouds. A DC 35 Search check is needed to locate the hidden canopic jar.

Tactics: The sand devil begins by creating a sand screen between the adventurers and the glass globe that lasts for 16 rounds. Missile attacks targeting the globe suffer a –8 penalty to hit. Next, the sand devil uses its sand blast ability as a hold action, targeting a spellcaster who casts a spell to retrieve the key. Following this, it reveals itself and attempts to use its quicksand ability; any targets so grappled while the sand vortex is occurring are automatically deposited in the lower chamber. When three of more heroes have succumbed to the vortex, the sand devil moves to the lower chamber to attack foes there, preferably suffocating them with its quicksand ability. Against stronger foes, it uses either its sand blast or its slam attack (with 4 points of damage for Power Attack).

Sand Devil: CR 10; Huge elemental (earth); HD 16d8+64; hp 142; Init +0; Spd 20 ft.; AC 20, touch 8, flat-footed 20; Base Attack +12; Grp +27; Atk/Full Atk slam +17 melee (2d6+10); Space/Reach 15 ft./10 ft.; SA Quicksand, sand blast, sand screen; SQ Damage reduction 10/magic, darkvision 60 ft., elemental traits, immunity to piercing weapons, natural state, tremorsense 60 ft., vulnerabilities; AL NE; SV Fort +14, Ref +5, Will +5; Str 24, Dex 10, Con 18, Int 6, Wis 11, Cha 11.

Skills and Feats: Hide +2, Listen +11; Ability Focus (sand blast), Alertness, Cleave, Improved Natural Armor, Improved Sunder, Power Attack.

SA – Quicksand (Ex): Anyone that steps on a sand devil will be drawn down, as the creature displaces its body under the subject. With a successful grapple check, the sand devil encloses around the target. The target can escape with a DC 22 Strength check. Each round the target fails to escape, it sinks deeper and the DC of the Strength check increases by +2. After 5 rounds, the entire target is engulfed and begins to suffocate. A sand devil can only engulf one target at a time.

Sand Blast (Ex): Once per round, a sand devil can fire a line of sand and rock at a single target within 30 feet. This attack causes 6d6 points of damage (Reflex save DC 24 for half damage).

Sand Screen (Ex): A sand devil can whirl up a curtain of sand that obscures vision, smothers unprotected flames, and even has a 50% chance to smother protected flames. A living creature caught in the area of effect must make a Reflex save (DC 22) or suffer 2d6 points of damage and become blinded for 1d4 rounds. The sand screen is 15 feet wide, 2 feet thick, and 30 feet high. Tiny and Small flying creatures can't pass through it. Creatures within 5 feet of the screen gain concealment (20% miss chance), and creatures further away gain full concealment (50% miss chance). A strong wind disperses the screen in 1 round, while a *gust of wind* spell disperses the screen in 4 rounds. Otherwise, the sand screen lasts for 16 rounds.

SQ – Natural State (Ex): A sand devil's natural state is a pile of earth and sand. In this form, it is effectively invisible until it attacks.

Vulnerabilities (Ex): A sand devil that is drenched with at least 5 gallons of water is affected if *slowed* for 3 rounds. *Control winds, whirlwind, move earth,* or *wind wall* cast on a sand devil deal 1d4 points of damage per caster level. *Transmute rock to mud* causes 8d6 points of damage. Fire-

based effects deal an additional 1d4 points of damage per caster level. A sand devil is vulnerable to a *flesh to stone* spell.

Area 9A-6 – Whispers in the Dark: About 200 feet down the stairs, there was once a passage that branched off to Nef'meruti's tomb. However, it was sealed with sandstone blocks at the last minute. Thus, the construction is slightly different from the surrounding rock, which can be discerned with a DC 30 Spot check. (Dwarves receive their +2 racial bonus since it is constructed of stone.) The passage beyond the stone wall is a set of steps that leads up to area 9A-7.

Masonry Wall: 6 in. thick, Break DC 30, hardness 8, 45 hit points, Climb DC 15.

If the heroes pass this area after fleeing from Anhkhotep in area 9A-8, Nef'meruti has been aroused by the sounds of battle and the activation of the sliding trap. She plays a haunting melody on her reed flute, which can be heard with a DC 25 Listen check, providing a clue to her location.

The last 30 feet of the stairs are also trapped with a pressure plate that covers 10 steps (and a distance of 10 feet). If not avoided or disabled, the stone steps collapse into a slide, and anyone failing a Reflex save slides down the passage to area 9A-8. Although the slide in itself is harmless, the door at the bottom of the stairs is designed to spring open, and Anhkhotep has prepared a nasty surprise at the entrance to area 9A-8.

Sliding Stairs Trap: CR –; mechanical; location trigger (10 steps, 30 feet from bottom of steps); manual reset; triggering causes the last 60 feet of steps to retract into a slide. All PCs on the steps must make a Reflex save (DC 25) are slide into area 9A-8, arriving unharmed, but prone; Search DC 30; Disable Device DC 27.

Area 9A-7 – Nef'meruti's Tomb (EL 11): When the party approaches this area, read or paraphrase the following:

> *A flight of steps ascends about 30 feet before ending at another stone door. The surface of the door is covered with elaborate flowing designs. A massive bronze lock mechanism is built into it, but it lacks a defined keyhole. Instead, the lock appears to be a complicated array of dials and tumblers.*

The door seals the tomb of Nef'meruti, Anhkhotep's spurned wife, and the architect of his downfall. She too has been mummified, but she is not a true mummy like her husband. Even in undeath, she hopes to thwart her husband.

The bronze mechanism is a complicated lock that would make the gnomes of the Clockwork Academy green with envy. It requires four Open Lock checks of increasing difficulty to open the door. The DCs are 17, 22, 27, and 32, in that order. If a PC fails one of the rolls, the lock must be reset (with a DC 10 Disable Device check) before the cycle of Open Lock checks can be started again. The builders put a magical bypass on the lock. Hidden in the flowing designs carved on the door are four musical notes, repeated several times. These notes can be discovered with a DC 28 Spot check. Any PC with 5 ranks in any Perform (music) skill gets a +4 circumstance bonus to this roll. If the four notes are played in order with a DC 15 Perform (any instrument) check, the lock magically opens. It's an ironic twist. If Nef'meruti knew of the four notes, she could have escaped her tomb centuries ago.

When the adventurers open the door, read or paraphrase the text below. Nef'meruti is waiting, as she heard the PCs fiddle with the lock. She has already cast *undetectable alignment, disguise self*, and two *light* spells.

> *The door grinds in protest as it finally opens with a puff of stale air. Yet soft light washes over you as the room beyond is revealed. The chamber is 30 feet wide and 40 feet long, with four stone pillars centered in the room. The pillars are etched with hieroglyphics and designs, and support the ceiling 20 feet overhead. At the far end of the room is a reed boat, about 20 feet long, supported on stone trestles at either end. The reeds appear covered with dust, dry and brittle, but otherwise the boat is in remarkable condition.*
>
> *Sitting on the ship is a stunning female figure with creamy white skin, and stark black straight hair that tumbles to her shapely shoulders. She wears a simple white gown, held in place with a gold loop belt. A gold headdress is adorned on her head, and several gold bracelets encircle her arms. Her delicate hands are softly wrapped around a worn reed flute, placed next to her supple red lips. A soft melodious tune fills the air.*

This tomb serves as Nef'meruti's tomb and prison. The spurned wife of the great pharaoh Anhkhotep witnessed the horror of his mummification process and the subsequent fortification of his tomb. She also watched his loyal supporters hide the sacred vessels in various parts of the tomb, before she too was mummified (against her will). Her remains were then sealed in this chamber, where she has been cursed to undeath ever since. Nef'meruti desires freedom, but has a greater yearning for revenge against her "beloved" husband. Despite losing the last few shreds of sanity, she has not slipped into

the madness of a mindless undead creature quite yet. She retains her bardic abilities, and although her curse forbids her from directly betraying Anhkhotep, she can subtly assist the heroes while she falls into a rage and attacks.

The reed boat was an actual seaworthy vessel, but has dry rotted in several locations. Nef'meruti loved boats, and during the construction of her tomb (in happier days), she insisted her body be placed on one. A glass coffin (worth 5,000 gp, but it weighs over 500 pounds and is extremely fragile) rests in the boat, with its lid pushed to the side. Her rapier, *Charithmysis, the bard blade* (see Appendix E), is discarded on the deck of the ship.

The pillars are normal, and etched with random hieroglyphics. Adventurers looking for patterns will notice (DC 10 Spot check) the lack of any cats in these pictograms. Nef'meruti did not share her husband's fascination with felines. When Nef'meruti was composing her Rhyme of Betrayal (see below), she used her rapier to etch passages, jot notes, and circle hieroglyphics into the pillars. Each pillar contains notes and hints from each of the four stanzas of the Rhyme (determined randomly). A DC 25 Intelligence check or a DC 30 Search check on a given pillar reveals the "gist" of the stanza.

Nef'meruti has concealed her undead state with *disguise self* and *undetectable alignment* spells. The soft music she plays is from her magic flute. The music is a mere backdrop, however. She has taken the time to cast four *magic mouth* spells on the door. When the heroes open the door, Nef'meruti begins playing the music, and the *magic mouths* speak the Rhyme of Betrayal. If the heroes pause to listen to the Rhyme, give them Handout U and read the following cryptic passage. However, they suffer the full pain effects from her magic flute. Proceed to the Tactics section that follows. If the adventurers interrupt Nef'meruti's music before the Rhyme ends, they can avoid the pain effect, but they risk missing valuable clues regarding the destruction of Anhkhotep (depending on their method of interruption).

Heed my winding rhyme,
to destroy him for all time.
Find vessels sacred three,
Hidden in his tomb from you and me.

The first is clad in clay,
secreted in a vault where it shall stay.
The second wrapped in dried flesh,
his loyal subjects guard it best.

The last is hidden behind golden earth.
Up is where you should search,

but down is where you will end.
Destroy the three and his body shall bend.

Tactics: Note that Nef'meruti's despair special attack does not function while she has the *disguise self* spell active. Nef'meruti remains in the reed boat, which provides cover, and is situated about 10 feet off the floor. A Climb check (DC 10) is needed to climb up the side of the ship, to close into melee range. Nef'meruti prefers to hang back and attack with her spells. The soft music was from her *pipes of pain*. Unless the adventurers were able to interrupt her, she stops playing as soon as the Rhyme ends, and the heroes suffer 1d4 points of damage per round for the next 2d4 rounds.

Nef'meruti begins by using both *sound blasts* from the pipes, and then casts one more from her repertoire. Keep in mind that the pipes augment the damage caused by these spells. Then she uses *hideous laughter* spells or *charm person*, as appropriate. If the adventurers close into melee, she casts *mirror image* followed by *heroism*, and ends the *disguise self* effect (if still active). She then uses slam attacks, fighting until destroyed, cackling about freedom from her husband, and her cursed form. If the party has not located all the secret doors in area 9A-2 (that lead to the canopic jars), these insane ramblings can provide clues to the door locations (and provide the PCs the appropriate circumstance

bonuses). If given the opportunity, she might flee out the room and attempt to exit the pyramid.

Nef'meruti, female mummy Brd6: CR 11; Medium undead; HD 8d12 plus 6d12; hp 75; Init +3; Spd 20 ft.; AC 23, touch 13, flat-footed 20; Base Attack +8; Grp +13; Atk/Full Atk slam +13 melee (1d6+7 plus mummy rot); SA Despair, mummy rot; SQ Bardic knowledge +6, countersong 6/day, damage reduction 5/–, darkvision 60 ft., *fascinate* 6/day, inspire competence 6/day, inspire courage 6/day, undead traits, vulnerability to fire; AL NE; SV Fort +8, Ref +10, Will +9; Str 20, Dex 16, Con –, Int 10, Wis 14, Cha 20.

Skills and Feats: Bluff +14, Diplomacy +16, Disguise +5 (+7 acting), Hide +20, Intimidate +13, Listen +15, Move Silently +20, Perform (poetry) +14, Perform (wind instruments) +17, Spot +15; Alertness, Combat Reflexes, Dodge, Great Fortitude, Skill Focus (Perform [wind instruments]).

SA – Despair (Su): Unless her *disguise self* spell is active, then at the mere sight of Nef'meruti, the viewer must succeed on a DC 22 Will save or be paralyzed with fear for 1d4 rounds. Whether or not the save is successful, that creature cannot be affected again by Nef'meruti's despair ability for 24 hours.

Mummy Rot (Su): Supernatural disease – slam, Fortitude DC 21, incubation period 1 minute; damage 1d6 Con and 1d6 Cha.

Unlike normal diseases, mummy rot continues until the victim reaches Constitution 0 (and dies) or is cured as described below.

Mummy rot is a powerful curse, not a natural disease. A character attempting to cast any conjuration (healing) spell on a creature afflicted with mummy rot must succeed on a DC 20 caster level check, or the spell has no effect on the afflicted character.

To eliminate mummy rot, the curse must first be broken with *break enchantment* or *remove curse* (requiring a DC 20 caster level check for either spell), after which a caster level check is no longer necessary to cast healing spells on the victim, and the mummy rot can be magically cured as any normal disease.

An afflicted creature that dies of mummy rot shrivels away into sand and dust that blow away into nothing at the first wind.

Spells Known (3/5/3; DC 15 + spell level): 0 – *daze, flare, ghost sound, light, prestidigitation, summon instrument*; 1st – *charm person, disguise self, hideous laughter, undetectable alignment*; 2nd – *heroism, mirror image, sound burst*.

Possessions: Nef'meruti's piercing pipes of pain, gold headdress (worth 550 gp), gold loop belt (345 gp), five gold bracelets (each worth 175 gp).

Area 9A-8 – Anhkhotep's Tomb (EL 14): If the adventurers trigger the trap in area 9A-6, there is a good chance one or more of them slide into this room. If that is the case, Anhkhotep places a *blade barrier* at the entrance. Sliding PCs can't avoid the deadly whirling blades, and can only make a Reflex save (DC 23) with a –4 penalty to take half damage. The *blade barrier* causes 12d6 points of damage. Then proceed with Tactics below.

When the heroes get a chance to inspect the chamber, read or paraphrase the following.

Beyond the door is a desolate tomb that is permeated with the seething stench of evil. The chamber is only 10 feet wide at the entrance, but increases to 50 feet wide after about 30 feet. The overall length of the chamber is 60 feet. At the far end, four plain stone pillars flank a dais set against the far wall. Situated on the dais is a massive stone sarcophagus, gilded with gold inlay. Its hinged lid has been pushed open, and a powerful figure stands ready on the dais. The male human figure has tanned skin that is dry and taut over its bones. His face is hidden behind a gold mask, fashioned like a roaring lion. He wears an antique bronze breastplate, and carries a staff shaped like a snake.

The adventurers have penetrated Anhkhotep's tomb, the very place that has been his prison for centuries. A curse invoked long ago prevents him from actually leaving his tomb, so he has little option but to attack the intruders with unrelenting passion. Note that Anhkhotep is impossible to slay unless his three sacred jars are destroyed first. If this is the case, use the desecrated mummy statistics found below. Otherwise, they face his full fury, as described below in Tactics.

There is little of interest in this room. The walls and pillars lack any hieroglyphics, and most of the pharaoh's wealth was squandered on the construction of the tomb. The remaining treasure is in area 9A-3. The sarcophagus is worth 8,000 gp, but it weighs nearly 2,000 pounds.

Tactics: Anhkhotep has sensed the adventurers' presence in his tomb for some time and is ready for their arrival. As such, he has already cast the following spells: *antilife shell* (duration 120 minutes), *spell immunity* (*magic missile, burning hands, flame strike, fireball* – duration 120 minutes), and *protection from fire* (duration 120 minutes or until 120 points of fire damage is absorbed). If any heroes blunder into the *blade barrier*, he casts *hold person* on them. Next he casts *sanctuary* on himself and summons aid. First, he casts *insect plague* (causing

four scarab beetle swarms to emerge from the floor), and then he drops his staff (a foul variant on the *python rod*) and commands the giant constrictor snake to attack. Next, he summons a fiendish lion (*summon monster IV*) and a tiger (*summon nature's ally IV*) and commands them to attack. Next he uses the *mass cat's grace* ability from his mask to augment all of his summoned creatures. If possible, he casts *wall of stone* to separate the party. Finally, he casts *animate object* on the sarcophagus, ordering it to trample the adventurers, and then try to use its squeeze ability.

Between the *antilife shell* and the *sanctuary*, it should be difficult to move into melee with Anhkhotep. He is willing to drop the *sanctuary* to take offensive action, such as 3 charges from his ring to push adventurers back into the *blade barrier*, *command* (flee into the blade barrier), *silence*, or *flame strike*. If the heroes do enter melee, he uses his *slay living* spell first, and follows it with *harm.* He casts *divine power*, and follows that up with slam attacks enhanced with *inflict wounds* spells. However, he is careful to save a few *inflict* spells to heal himself if his fast healing ability is not enough.

Anhkhotep, male human true mummy Clr12: CR 14; Medium undead; HD 12d12 plus 3; hp 110; Init +2; Spd 20 ft.; AC 23, touch 12, flat-footed 21; Base Attack +9; Grp +13; Atk slam +14 melee (1d4+4) or *python rod* +15 melee (1d6+7); Full Atk 2 slams +14 melee (1d4+4) or *python rod* +15/+10 melee (1d6+7) or *python rod* +13/+8 melee (1d6+5) and *python rod* +13/+8 melee (1d6+3); SA Command undead 8/day (+7, 2d6+17), gaze of despair; SQ Damage reduction 10/–, darkvision 60 ft., immunity to cold, electricity, and polymorph, fast healing 11, undead traits, +5 turn resistance; AL NE; SV Fort +10, Ref +6, Will +15; Str 18, Dex 15, Con –, Int 13, Wis 24, Cha 20.

Skills and Feats: Concentration +15, Diplomacy +20, Heal +22, Knowledge (religion) +16, Spellcraft +18; Combat Expertise, Great Fortitude, Improved Disarm, Toughness, Two Weapon Fighting, Weapon Focus (slam), Weapon Focus (staff).

SA – Gaze of Despair (Su): Anhkhotep's withering gaze causes all viewers to make a Will save (DC 21) or cower in fear for 1d6+1 rounds, and remain shaken for 3d6 rounds after that. Whether the save is successful or not, a creature cannot be affected again by Anhkhotep's gaze of despair.

Spells Prepared (6/7+1/6+1/6+1/4+1/4+1/3+1; DC 17 + spell level; Animal, Protection domains); 0 – *detect magic* (x2), *guidance* (x3), *resistance*; 1st – *command* (x3), *divine favor, doom* (x2), *sanctuary*, shield of faith*; 2nd – *cat's grace, hold animal*, hold person* (x2), *inflict moderate wounds* (x2), *silence*; 3rd – *bestow curse* (x2), *dispel magic, inflict serious wounds, protection from fire*, searing light* (x2); 4th – *divine power, inflict critical wounds, spell immunity, summon nature's ally IV*, summon monster IV*; 5th – *flame strike, insect plague, slay living, spell resistance*, wall of stone*; 6th – *animate object, antilife shell*, blade barrier, harm.*

*Indicates domain spell.

Possessions: Anhkhotep's mask of the lion, python rod (specially created for use by evil-aligned characters), *+2 breastplate, periapt of wisdom +2, ring of the ram* (24 charges), divine scroll (*summon monster IV, mass inflict moderate wounds*).

Anhkhotep (desecrated mummy): CR 5; Medium undead; HD 6d12; hp 55; Init +2; Spd 20 ft.; AC 29, touch 12, flat-footed 27; Base Attack +3; Grp +11; Atk slam +12 melee (1d4+8 plus mummy rot) or *python rod* +14 melee (1d6+13); Full Atk slam +13 melee (1d4+8 plus mummy rot) or *python rod* +11 melee (1d6+9) and *python rod* +11 melee (1d6+5); SA Despair, mummy rot; SQ Damage reduction 5/–, darkvision 60 ft., undead traits, vulnerability to fire; AL NE; SV Fort +2, Ref +4, Will +12; Str 26, Dex 15, Con –, Int 8, Wis 24, Cha 20.

Skills and Feats: Hide +6, Listen +16, Move Silently +6, Spot +15; Alertness, Two-Weapon Fighting, Weapon Focus (slam).

SA – Despair (Su): At the mere sight of a mummy, the viewer must succeed on a DC 18 Will save or be paralyzed with fear for 1d4 rounds. Whether or not the save is successful, that creature cannot be affected again by Anhkhotep's despair ability for 24 hours.

Mummy Rot (Su): Supernatural disease – slam, Fortitude DC 18, incubation period 1 minute; damage 1d6 Con and 1d6 Cha. (See Nef'meruti's stat block in area 9A-7 for more information on this disease and its cure.)

Possessions: Python rod (specially created for use by evil-aligned characters), *+2 breastplate, periapt of wisdom +2, ring of the ram* (24 charges).

Scarab Beetle Swarms (4): CR NA; Diminutive vermin (swarm); HD 6d8; hp 30; Init +4; Spd 20 ft., fly 10 ft. (poor); AC 20, touch 18, flat-footed 16; Base Attack +4; Grp –; Atk/Full Atk swarm (2d6); Space/Reach 10 ft./0 ft.; SA Distraction; SQ Darkvision 60 ft., immune to weapon damage, swarm traits, vermin traits; AL N; SV Fort +5, Ref +6, Will +2; Str 1, Dex 19, Con 10, Int –, Wis 10, Cha 2.

Skills and Feats: Listen +4, Spot +4; none.

SA – Distraction (Ex): Any living creature that begins its turn with a scarab beetle swarm in its space must succeed on a DC 13 Fortitude save or be nauseated for 1 round.

Fiendish Lion: CR NA; Large magical beast (extra-planar); HD 5d8+10; hp 36; Init +3; Spd 40 ft.; AC 15, touch 12, flat-footed 12; Base Attack +3; Grp +12; Atk claw +7 melee (1d4+5); Full Atk 2 claws +7 melee (1d4+5) and bite +2 melee (1d8+2); Space/Reach 10 ft./ 5 ft.; SA Improved grab, pounce, rake (1d4+2), smite good 1/day; SQ Damage reduction 5/magic, darkvision 60 ft., low-light vision, resistance to cold 5 and fire 5, scent, spell resistance 10; AL NE; SV Fort +6, Ref +7, Will +2; Str 21, Dex 17, Con 15, Int 3, Wis 12, Cha 6.

Skills and Feats: Balance +7, Hide +3, Listen +5, Move Silently +11, Spot +5; Alertness, Run.

SA – Improved Grab (Ex): To use this ability, a fiendish lion must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can rake.

Pounce (Ex): If a fiendish lion charges a foe, it can make a full attack, including two rake attacks.

Rake (Ex): Attack bonus +7 melee, damage 1d4+2.

Smite Good (Su): Once per day, a fiendish lion can make a normal melee attack to deal 5 points of extra damage against a good foe.

Tiger: CR NA; Large animal; HD 6d8+18; hp 50; Init +2; Spd 40 ft.; AC 14, touch 11, flat-footed 12; Base Attack +4; Grp +14; Atk claw +9 melee (1d8+6); Full Atk 2 claws +9 melee (1d8+6) and bite +4 melee (2d6+3); Space/Reach 10 ft./ 5 ft.; SA Improved grab, pounce, rake (1d8+3); SQ Low-light vision, scent; AL N; SV Fort +8, Ref +7, Will +3; Str 23, Dex 15, Con 17, Int 2, Wis 12, Cha 6.

Skills and Feats: Balance +6, Hide +3, Listen +3, Move Silently +9, Spot +3, Swim +11; Alertness, Improved Natural Attack (bite), Improved Natural Attack (claw).

SA – Improved Grab (Ex): To use this ability, a tiger must hit with a claw or bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can rake.

Pounce (Ex): If a tiger charges a foe, it can make a full attack, including two rake attacks.

Rake (Ex): Attack bonus +9 melee, damage 1d8+3.

Animated Sarcophagus: CR NA; Huge construct; HD 8d10+40; hp 120; Init –1; Spd 20 ft.; AC 13, touch 7, flat-footed 13; Base Attack +6; Grp +19; Atk/Full Atk slam +9 melee (2d6+7); Space/Reach 15 ft./10 ft.; SA Improved grab, squeeze, trample; SQ Darkvision 60 ft., construct traits, low-light vision, hardness 8; AL N; SV Fort +2, Ref +1, Will –3; Str 20, Dex 8, Con –, Int –, Wis 1, Cha 1.

Skills and Feats: None.

SA – Improved Grab (Ex): To use this ability, an animated sarcophagus must hit with a slam attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can squeeze.

Squeeze (Ex): With a successful grapple check on a target of Large size or smaller, an animated sarcophagus can close its lid on its foe, causing 2d6+7 points of damage per round, and rendering the target immobile.

Trample (Ex): An animated sarcophagus can trample opponents smaller than itself, causing 2d6+7 points of damage. Opponents who do not make attacks of opportunity against the object can attempt Reflex saves (DC 19) to halve the damage.

Giant Constrictor Snake: CR NA; Huge animal; HD 11d8+14; hp 77; Init +3; Spd 20 ft., climb 20 ft., swim 20 ft.; AC 15, touch 11, flat-footed 12; Base Attack +8; Grp +23; Atk/Full Atk bite +13 melee (1d8+10); Space/Reach 15 ft./ 10 ft.; SA Constrict (1d8+10), improved grab; SQ Scent; AL N; SV Fort +8, Ref +10, Will +4; Str 25, Dex 17, Con 13, Int 1, Wis 12, Cha 2.

Skills and Feats: Balance +11, Climb +17, Hide +10, Listen +9, Spot +9, Swim +16; Alertness, Endurance, Skill Focus (Hide), Toughness.

SA – Constrict (Ex): On a successful grapple check, a giant constrictor snake deals 1d8+10 points of damage.

Improved Grab (Ex): To use this ability, a giant constrictor snake must hit with a bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

Bonus Rewards

Objectives	Experience Points
Solve the Entrance puzzle in area 9A-1	500
Finding the *necklace of fireballs* bead, but not detonating it in area 9A-2	200
For each secret door in area 9A-2 discovered without help from Nef'meruti	150
Avoiding the endless pit (any method) in area 9A-3	300
Avoiding the effects of Nef'meruti's pipes	150
Destroying Anhkhotep permanently	1,000
Total possible bonus points per group	**2,300**

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 9B:
THE INVERTED TOWER

Level Summary

Hidden in the Immense Cavern is a lonely drow outpost, the last holding of House Forlorna. These wicked elves plot a return to their former majesty, which can only spell trouble for everyone else.

Game Master's Section

Scaling Information

"The Inverted Tower" is a level of *Castle Whiterock* designed for 4-6 characters of 9th level, but can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or less than 9th level): Remove three Hit Dice from the behir guarding area 9B-1. In area 9B-2, remove two fighter levels from the gargoyle and one guard level from each drow spider riders. In area 9B-5, remove all but one of the phase spiders. When the party faces Magus Revesk in area 9B-10, replace the shield guardian with a drow skulker (use the same stats from area 9B-5). In the exsanguitorium (area 9B-11), remove three class levels from Master Ussalo and the Sister of Pain. Finally, in area 9B-12, remove one cleric level from Matron Chaliax and remove both the skulker and the honor guard.

Stronger parties (7 or more characters, or higher than 9th level): Give the advanced behir guarding area 9B-1 a mate, a standard behir. In area 9B-2, add one guard level to each drow and one fighter level to the gargoyle. In area 9B-5, remove one of the phase spiders but give both drow skulkers two more rogue levels. When the party faces Magus Revesk in area 9B-10, add a drow skulker (use the same stats from area 9B-5). In the exsanguitorium (area 9B-11), add a phase spider to that battle. Finally, in area 9B-12, add one level to each drow's existing class.

Background Story

Five hundred and thirty years ago, drow House Forlorna was at its apex. Already a potent force in the Underdeep, with outposts and shadowy tendrils cast in a wide web, its influence swelled when its Matron, Chalychia the Devil-Lich, led the armies that destroyed the greatest of the surface elf cities, Arovarel.

None could face House Forlorna in battle, intrigue, or arcane might. None, that is, except a party of adventurers who vanquished Matron Chalychia on the first anniversary of her victory.

This was the beginning of a rapid decline for the drow household. At first they were merely ridiculed, and their past successes (and hubris) only sweetened the delight of their detractors. Eventually, however, the barbs took on more substance as the House was outmaneuvered time and again, losing most of their holdings and, more importantly, their sway among the priestesses of Tororthun, the Stone Spider. It took only a whisper that Tororthun had abandoned Forlorna to declare the House defunct and "non-drow"…which meant they could be hunted at will.

Most of House Forlorna was slaughtered, particularly the elders, but a handful of the younger members escaped to an old, hidden garrison beneath Castle Whiterock called Nalas Div, or "inverted tower." Centuries earlier, the outpost was created by magic inside a titanic stalactite in the Immense Cavern. Its original purpose was merely to guard an approach to the Bleak Theater, but the original drow inhabitants were driven out by the Company of the Black Osprey about 640 years ago. Now they have returned, and it is their last refuge.

For the last eighty years, Matron Chaliax, a distant relative of the Devil-Lich, has overseen the slow rebuilding of House Forlorna. It has not been easy, and she's already had to dispose of one serious rival within her own House – her own daughter (the groaning spirit in area 9-6). She knows, however, that a return to drow society is possible if it occurs on the coattails of a great event, a display of power so overwhelming that none can refute it. To this end, she has sought the legendary Diamond Carceperis for the purpose of reviving her mighty ancestor, but fortune has smiled on the Matron in another form. Her patrols stumbled across a lone member of House Sorethin. Although the drow was badly burned and dying, Matron Chaliax nonetheless ordered a Sister of Pain torturer to learn what she could.

While Matron Chaliax plots, Master Ussalo, the leader of the guards, sends his men out in disguise when bartering with Thane Vejik's duergar or on patrol. He cannot forget that any drow in good standing (such as the members of House Ereluc at the Bleak Theater) could gain much by turning in a member of House Forlorna, or, worse, reveal the location of Nalas Div to the priestesses of Tororthun.

Meanwhile, the new Magus of the House, Revesk, eschews his predecessor's failed efforts to bargain for assistance from the lower planes (see the Demonhold, level 13) and sets out to plumb the secrets of blood magic learned from an old tome he recently discovered. Therein, he hopes, are the arcane secrets that will allow his magic to overwhelm that of the other drow Houses.

Encounter Table

Loc	Pg	Type	Encounter	EL
9B-1	270	C	Advanced spellpowered behir	12
9B-2	271	C	2 advanced monstrous spiders 3 Small monstrous spiders 2 drow spider riders, Grd6 *Azzik*, gargoyle Ftr4	10
9B-3	274	T	Modified *prismatic spray* trap	9
9B-5	274	C	4 phase spiders 2 drow skulkers, Rog4	10
9B-10	276	C	*Magus Revesk*, drow Wiz6 Advanced shield guardian	10
9B-11	278	C	*Master Ussalo*, drow Ftr8 *Sister of Pain*, drow Mnk6	10
9B-12	279	C	*Matron Chaliax*, drow Clr9 Drow honor guard, Ftr4 Drow skulker, Rog4	11

Finding the Inverted Tower

There are a few clues that could lead the party to investigate the heights of this cavern. One would be the scraping sounds and falling rubble as the behir winds its way across the ceiling. Also, the corpse of Ilyanassa Forlorna – if the adventurers find it (area 9-6) – is directly underneath the stalactite and bears signs of a great fall. Finally, the party may speak with Geviss Ereluc (area 10-37) to learn about House Forlorna's last retreat.

Few PCs would be able to spot the giant stalactite that houses the Inverted Tower on their own. It is 145 feet tall, but the cavern where it is located has a ceiling roughly 500 feet high. This means the lowest tip of level 9B is far out of range of even the darkvision of drow and duergar.

Reaching the Inverted Tower

The adventure assumes the party uses magical means, such as *air walk, fly*, or *levitate*, to reach the stalactite in which the Inverted Tower was constructed. The drow use magic and their spiders, but no specific means are provided for the players; it is something for them to riddle out on their own.

Getting Captured

The drow are keenly interested in taking captives. Any captured heroes will be led through the corridors of the Inverted Tower blindfolded, taken to area 9B-9, have their hands tied behind their backs (but without tying the

feet), and left for a whole day while the Sister of Pain finishes interrogating Alaic Sorethin (killing her in the process). The party will not be guarded per se, but any phase spiders from area 9B-5 that are still alive will lurk outside the door hoping for a quick meal.

The party's equipment will be taken to the armory in area 9B-1, and any valuables and wealth will go to the hidden cache in area 9B-12. If the party has a magic warhammer that is better than Master Ussalo's, he'll take it as his own, and any spellbooks will be found with Magus Revesk.

If the adventurers are still captives by the time Alaic Sorethin is dead, things will go poorly for them. Any physically strong males will be given to Master Ussalo to use as sparring partners for his spider riders, any physically strong or particularly devout female will be given to the Sister of Pain and Matron Chaliax for some excruciating, prolonged torture and sacrifice, and anyone else will be given to Magus Revesk, who will use their blood in his experiments. Finally, if any party member has musical talent, that person will be left alive to entertain Matron Chaliax, and kept in area 9B-4.

If there is an opportunity to escape, it will likely come from the musical adventurer, from the negligent Magus Revesk, or by defeating some spider riders while "sparring." Although this splits the party, it could also lead to dramatic tension if handled correctly.

Normally, captured sentient creatures are sold to the Bleak Theater, but since the heroes know that the inhabitants of the Inverted Tower are drow, Matron Chaliax won't let them out of her clutches for fear they will lead her enemies to Nalas Div.

Interrogation

The drow of House Forlorna have been conditioned physically by the Sister of Pain and spiritually by Matron Chaliax to resist torture and interrogation. They will refuse even to acknowledge that they are drow, and continually seek to escape, murder their captors, or, as a last resort, kill themselves.

Tracking

Tracking inside the Inverted Tower is fruitless. The guards and denizens regularly use *dust of tracelessness* both inside and outside Nalas Div in hopes of either hiding their stronghold's location or slowing down anyone traveling through it.

On Alert

If the party begins an assault on the Inverted Tower and then cease (because they leave to rest or because they were sealed out in area 9B-2, for example), the stronghold will be on alert for the next 72 hours. When it's on alert, make the following changes to the dungeon:

- All patrols will be recalled: Put two spider riders and an honor guard in area 9B-4 (EL 9), two spider riders patrolling area 9B-6 (EL 8), and three spider riders in area 9B-7 (EL 9). If the armory in area 9B-2 was not looted, the spider riders in area 9B-6 will have masterwork longspears in addition to their normal equipment.
- The door leading to area 9B-12 will have a *prismatic spray* trap identical to the one in area 9B-3. This trap will only be placed while the Inverted Tower is on alert.
- Alaic Sorethin will be slain by the Sister of Pain.
- If it was destroyed, the portcullis will be repaired through magic within 24 hours.

Note that the Inverted Tower is an inhabited level. There is no safe place to rest (not that the party will necessarily be aware of this). If the party attempts to rest in the Inverted Tower, they will be attacked 1d4 hours into their rest by a search party. Master Ussalo will lead the party, and he will bring along two drow of the following classes among any surviving, in this order: guard, fighter, rogue. Any surviving phase spiders will also accompany Master Ussalo.

If Master Ussalo is dead, then Matron Chaliax will lead the party, and it will include all drow in area 9B-12.

Areas of the Map

The Inverted Tower was sculpted by magic inside a great stalactite. The exterior of the stalactite and its "root" in the cavern ceiling have been treated to be resistant to *transmute rock to mud* and *stone shape*, although other spells, such as repeated castings of *disintegrate*, could bring down the stalactite. Each level has two facets: the "public" areas and the "hidden" areas. Nalas Div was constructed in this manner to confuse and harass invaders. All walls have the following statistics:

Natural Stone Wall: hardness 8, 15 hp per inch of thickness.

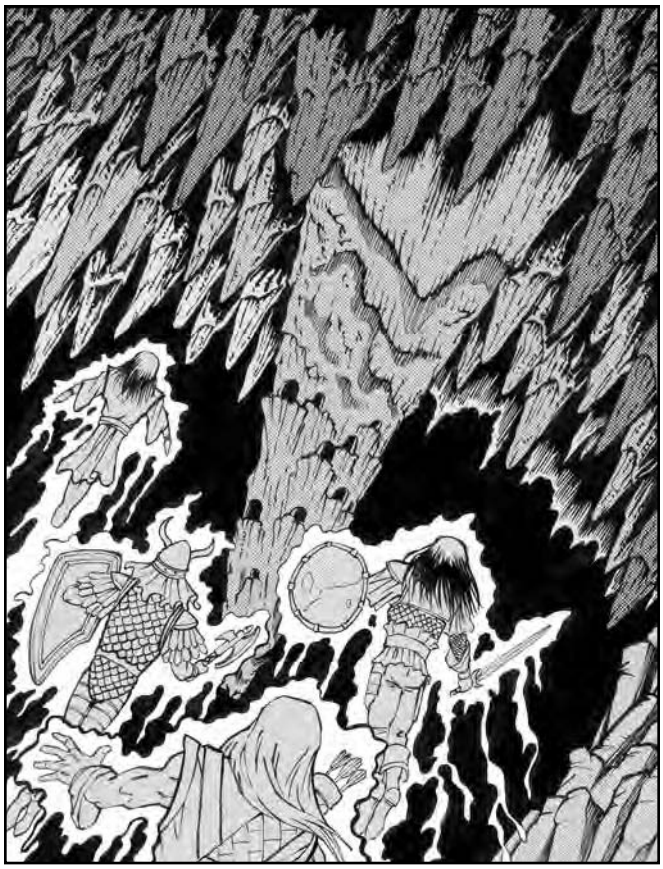
In places where only a wall separates one area from another, that wall has the following statistics:

Natural Stone Wall: 1 ft. thick, hardness 8, 180 hp, Break DC 50.

All doors in Nalas Div have the following statistics:

Iron Door: 2 in. thick, hardness 10, 60 hp, Break DC 28.

Unless noted otherwise, all areas are unlit and all ceilings are 10 feet high. Similarly, unless otherwise stated, scaling an exterior wall or the cavern's ceiling requires a DC 25 Climb check, and all doors are unadorned.



Area 9B-1 – The Behir (EL 12): As the party approaches the ceiling, read or paraphrase the following:

The roof of this immense cavern is an upside-down forest of stone spires, but one stands out. This massive fang of rock hangs fully one hundred feet from the ceiling, and its base must be fifty feet across at its widest point. At the limit of your vision, you see movement on the ceiling ... something big is scuttling around up there.

When the party can see the behir, read or paraphrase the following:

The beast lurking above resembles an armor-plated, horned snake. Deep blue in color and forty feet long, it crawls among the stalactites on six sets of appendages that could be mistaken for either feet or hands.

When/if the party spies the entrance to the Inverted Tower, read or paraphrase the following:

You notice a hollow carved into the base of the great stalactite, very close to the ceiling. An iron portcullis is lowered across the opening.

Development: The behir has lived in this cavern its whole life. When House Forlorna's refugees arrived here over two hundred years ago, the Magus at the time cast *charm monster* on the young creature, and supplemented its diet with bizarre chemicals and reagents he developed in his lab, eventually changing the behir fundamentally and granting it unusual spell-like abilities. The behir eventually came to see the drow as brood-mates.

Attacking the behir does not put the Inverted Tower on alert, but it may alarm the guards in area 9B-2 (see that area for details).

Looking Around: If the party asks to make Spot checks here, they have a chance to notice the behir's treasure trove (marked X on the map, DC 10, see below) and the entrance to the Inverted Tower (DC 15). Finally, a DC 30 Spot check made at the rear of the Inverted Tower will notice that there are two rows of arrow slits constructed into the great stalactite.

Would-Be Slayer: A human adventurer named Gabel Soufas tried to take on the behir and was slain, crushed by its arm-legs. Gabel was a companion of Peduncle Hilspek (level 9C). The beast deposited the body on a ledge high above the cavern floor (marked X on the map, requires a DC 10 Spot check). Among the remains is the adventurer's treasure: 1,300 gp, four matched emeralds (900 each), a stained suit of *+1 studded leather armor of shadow*, a *+1 halberd*, and an *oil of magic weapon* (CL 1st). There is also a nonmagical necklace with a steel medallion depicting a hen bowing before a man in a jester's cap. A DC 30 Knowledge (nobility) or bardic knowledge check would recognize the device as belonging to the Fellowship of the Humbled Hen.

Tactics: Note that the behir has a climb speed, meaning it does not lose its Dexterity bonus to AC when climbing. Also note that, by taking 10, it automatically makes most Climb checks needed for this area. The behir moves to attack the party as best it can, clinging to various stalactites. Referring to the map, if a stalactite references a distance, that formation can bear the behir's weight, and the distance refers to the stalactite's length measured from the cavern's ceiling.

If the adventurers close with the behir, it fights as it normally would. If, however, they try to stay at range, it unleashes its breath weapon; the behir keeps this attack in reserve for just this purpose. After pelting the party with lightning, the behir breaks off chunks of rock from the ceiling (or small stalactites) and throws them at the party; each rock is a Small object, weighs on average 50 pounds, and has a range increment of 10 feet (the attack profile below considers this attack a smaller-than-normal, improvised weapon).

The behir primarily targets whichever creature is closest to it regardless of how it attacks. Although it speaks Common, it does not address the party (although it may understand any shouted tactics or battle commands).

The behir fights to the death. It will not pursue any fleeing opponents if it has a full belly; otherwise, it chases the party as best it can. If they withdraw completely from the fight, it will climb down the cavern wall and come after them. This means a clever party could launch a sortie at it, withdraw and lure it to the ground, then fly up to the Inverted Tower without having to kill it. Of course, it would be waiting for them when they exited!

Advanced Spellpowered Behir: CR 12; Huge magical beast; HD 12d10+48; hp 114; Init +2; Spd 40 ft., climb 15 ft.; AC 21, touch 10, flat-footed 19; Base Atk +12; Grp +30; Atk/Full Atk bite +21 melee (2d4+15) or throw rubble +8 ranged (2d6+10); Space/Reach 15 ft./10 ft.; SA Breath weapon, constrict 2d8+10, improved grab, rake 1d4+5, spell-like abilities, swallow whole; SQ Cannot be tripped, darkvision 60 ft., immunity to electricity, low-light vision, see invisibility, scent; AL N; SV Fort +12, Ref +10, Will +8; Str 30, Dex 15, Con 18, Int 7, Wis 19, Cha 14.

Skills and Feats: Climb +18, Hide +6, Listen +9, Spot +6, Survival +4; Alertness, Cleave, Power Attack, Track, Weapon Focus (bite).

SA – Breath Weapon (Su): 20-foot line, once every 10 rounds, damage 7d6 electricity, Reflex DC 20 half.

Constrict (Ex): An advanced behir deals 2d8+10 points of damage with a successful grapple check. It can make six rake attacks against a grappled foe as well.

Improved Grab (Ex): To use this ability, a behir must hit a creature of any size with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can attempt to constrict the opponent or swallow the opponent in the following round.

Rake (Ex): Six claws, attack bonus +20 melee, damage 1d4+5.

Swallow Whole (Ex): A behir can try to swallow a grabbed Medium or smaller opponent by making a successful grapple check. A behir that swallows an opponent can use its Cleave feat to bite and grab another opponent. A swallowed creature takes 2d8+8 points of bludgeoning damage and 8 points of acid damage per round from the behir's gizzard. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 25 points of damage to the gizzard (AC 15). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A behir's gizzard can hold 2 Medium, 8 Small, 32 Tiny, or 128 Diminutive or smaller opponents.

Spell-Like Abilities: At will – *feather fall*; 3/day – *create food and water, expeditious retreat*; 1/day – *stoneskin*. Caster level 12th.

SQ – See Invisibility (Su): In constant effect, as the spell, CL 12th.

Area 9B-2 – Sallyport (EL 10): There is a foot-wide lip between the portcullis and the edge of the stalactite; from the lip, it is a 355-foot fall to the cavern floor. When the party can see into the area, read or paraphrase the following:

> *Through the portcullis, you spy a high-ceilinged, oblong chamber. The walls and floors are smoothly polished stone and are covered in a fine powder. Directly across from the opening is a long, low box decorated with a swarming spider motif. Two small balconies survey the room from ten feet up the wall, and to the left is an archway that looks like it leads down.*
>
> *A pair of surly humans is saddling two horse-sized spiders, while several smaller arachnids, only about the size of a chair, flit about excitedly. Webs cover the walls and ceiling.*

Development: The ceiling in this area is 20 feet high. The sallyport is where the drow keep their monstrous spider mounts and also serves as their primary guard station. Realizing that his forces are inadequate to defend Nalas Div, Master Ussalo managed to hire a gargoyle mercenary named Azzik to bolster the guard in this area. Azzik usually naps atop the balcony closest to the archway when he's not ordered to do something.

The box carved with spiders contains d100 rats. These creatures are malnourished and lack sufficient strength or numbers to swarm. They are used as food for the spiders when hardier fare is unavailable, and weakly flee any intrusion. The fine powder mentioned in the description is *dust of tracelessness* (now useless).

Unless the party takes precautions not to be noticed, the disguised drow guards immediately spot them. If the behir used its breath attack during the battle with the heroes, the guards would have realized that the behir's opponent was flying, possibly intelligent. In this case, they would have awakened the gargoyle mercenary.

Opening the Portcullis: In order to gain access to the Inverted Tower, the party must bypass the portcullis. The lever that opens it is inside area 9B-

2, to the side of the portcullis; there is no release on the outside. A character with a Strength of 28 can lift it over their head, and a character with a Strength of 23 can lift the portcullis enough to allow a creature at least one size category smaller than itself to crawl underneath. Note that in the latter case, the lifting character loses his Dexterity bonus to AC.

The portcullis is treated as a giant iron door that is easier to hack down because of its lighter construction.

Portcullis: 2 in. thick, hardness 8, 30 hp, Break DC 24, Escape Artist DC 30, 1,125 lbs.

The Hidden Ways: Set 10 feet up the wall, to the side of the balconies, is a secret door that leads to the hidden areas of level 9B. It requires a DC 30 Search check to locate the door, but a check of the area's perimeter at ground level has no chance of discovering it. Just inside the secret door is a well-made iron ladder that can be lowered to the floor, although the drow normally ride their spiders up the wall and enter the door that way.

Climbing the walls here requires a DC 15 Climb check.

Armory: Behind a secret door (Search DC 25) is a small, round room that serves as the sallyport's armory. It contains 50 bolts, a broken masterwork light crossbow (repairable with a *mending* spell), four masterwork longspears, two masterwork bucklers, a *wand of burning hands* (CL 1st, 26 charges), a *potion of darkvision* (CL 3rd), a pouch of *dust of tracelessness*, a set of *pipes of haunting* left there by a former guard, and presiding over the room is a solid gold idol of Tororthun in her whip-wielding drider aspect (1,100 gp).

Sparring Partners: Any captives brought here as sparring partners (see Getting Captured) will be given a practice rapier (from area 9B-9) and made to fight a drow spider rider (armed with a real rapier!) while another one watches. The observing spider rider will not interfere even if the adventurer manages to kill his companion (being in favor of survival of the fittest), but he immediately attacks the hero thereafter, confident he can slay the weakened invader.

Tactics: As stated above, the spider riders may have already awakened Azzik by the time the party arrives. If he is asleep when battle begins, one of the drow takes a free action each round to shout, "WAKE UP!" in Undercommon. Azzik needs to make a DC 0 Listen check (accounting for sleeping and combat), +1 per 10 feet of distance between it and the drow, to wake up.

Combat most likely starts with the spider riders firing their poisoned crossbow bolts through the portcullis at the party. The drow move to stand directly at the portcullis to fire, granting them cover (+4 to AC and +2 to Reflex saves) and not hampering their aim. If Azzik is awake, he joins the drow.

If the fight spills into the sallyport, the drow abandon their crossbows and try to fast-mount their spiders (Ride check DC 20) and engage in melee. The Large monstrous spiders try to use their webs against the closest creature as they enter combat, and select the same target if it is closest to both of them. The Small monstrous spiders also move to attack, mindlessly charging or moving toward the closest adventurer they can detect.

The gargoyle mercenary withdraws to a balcony and fires on the party from there, claiming cover from the low obstacle of the balustrade. He prefers to remain still and use Rapid Shot on any opponents who are obvious spellcasters or those who seem to be easily slaying the drow. If using Rapid Shot is preventing him from hitting his target, he abandons that style and shoots normally. He's more interested in killing the invaders than in showing off.

Space is cramped inside the sallyport, but the spiders have the advantage of being able to climb walls to get at the heroes.

The drow spider riders and Azzik will not abandon their post to chase fleeing opponents. All creatures in here fight to the death.

Drow Spider Riders, drow Grd6 (2): CR 6; Medium humanoid (elf); HD 6d6; hp 21 each; Init +1; Spd 30 ft.; AC 16, touch 11, flat-footed 15; Base Atk +6; Grp +7; Atk +*1 rapier* +9 melee (1d6+2/18-20) or masterwork dagger +8 melee (1d4+1/19-20) or masterwork light crossbow +8 ranged (1d8/19-20 plus poison); Full Atk +*1 rapier* +9/+4 melee (1d6+2/18-20) or masterwork dagger +8/+3 melee (1d4+1/19-20) or masterwork light crossbow +8 ranged (1d8/19-20 plus poison); SA Poison, spell-like abilities; SQ Darkvision 120 ft., drow traits, spell resistance 17; AL NE; SV Fort +5, Ref +3, Will +2; Str 13, Dex 13, Con 10, Int 12, Wis 10, Cha 10.

Skills and Feats: Climb +9, Diplomacy +2, Listen +11, Ride (spider) +10, Search +3, Sense Motive +9, Spot +11; Alertness, Mounted Combat, Weapon Focus (rapier).

SA – Poison (Ex): An opponent hit by a drow's poisoned weapon must succeed on a DC 13 Fortitude save or fall unconscious. After 1 minute, the subject must succeed on another DC 13 Fortitude save or remain unconscious for 2d4 hours.

Spell-Like Abilities: 1/day – *dancing lights, darkness, faerie fire*. Caster level 6th.

Possessions: +1 rapier, masterwork dagger, masterwork light crossbow, 20 bolts, masterwork chain shirt, masterwork buckler, 2 doses of poison, 3 *potions of cure light wounds* (CL 1st), *dust of tracelessness, hat of disguise*.

Advanced Large Monstrous Spiders (2): CR 3; Large vermin; HD 7d8+7; hp 37 each; Init +3; Spd 30 ft., climb 20 ft.; AC 14, touch 12, flat-footed 11; Base Atk +5; Grp +11; Atk/Full Atk bite +6 melee (1d8+3 plus poison); Space/Reach 10 ft./5 ft.; SA Poison, web; SQ Darkvision 60 ft., tremorsense 60 ft., vermin traits, war mount; AL N; SV Fort +6, Ref +5, Will +2; Str 15, Dex 17, Con 12, Int –, Wis 10, Cha 2.

Skills and Feats: Climb +11, Hide +3*, Jump +5, Spot +4.

*Web-spinning spiders have a +8 racial bonus on Hide and Move Silently checks when using their webs.

SA – Poison (Ex): Injury; Fortitude DC 14, initial and secondary damage 1d6 Str.

Web (Ex): Web-spinners can throw a web eight times per day. This is similar to an attack with a net but has a maximum range of 50 feet, with a range increment of 10 feet, and is effective against targets up to one size category larger than the spider. An entangled creature can escape with a successful Escape Artist check (DC 14) or burst it with a Strength check (DC 18). Both are standard actions whose DCs are given in the table below. Attempts to escape or burst the webbing gain a +5 bonus if the trapped creature has something to walk on or grab while pulling free. Each 5-foot section has 12 hit points given on the table, and sheet webs have damage reduction 5/–. A monstrous spider can move across its own web at its climb speed and can pinpoint the location of any creature touching its web.

SQ – Tremorsense (Ex): A monstrous spider can detect and pinpoint any creature or object within 60 feet in contact with the ground, or within any range in contact with the spider's webs.

War Mount (Ex): Although mindless, these vermin have been conditioned to accept drow as riders and to fight with them in combat.

Possessions: Exotic military saddle.

Small Monstrous Spiders (3): CR 1/2; Small vermin; HD 1d8; hp 7, 4, 4; Init +3; Spd 30 ft., climb 20 ft.; AC 14, touch 14, flat-footed 11; Base Atk +0; Grp –6; Atk/Full Atk bite +4 melee (1d4-2 plus poison); SA Poison, web; SQ Darkvision 60 ft., tremorsense 60 ft., vermin traits; AL N; SV Fort +2, Ref +3, Will +0; Str 7, Dex 17, Con 10, Int –, Wis 10, Cha 2.

Skills and Feats: Climb +11, Hide +11*, Jump –2, Spot +4; Weapon Finesse.

*Web-spinning spiders have a +8 racial bonus on Hide and Move Silently checks when using their webs.

SA – Poison (Ex): Injury; Fortitude DC 10, initial and secondary damage 1d3 Str.

Web (Ex): Web-spinners can throw a web eight times per day. This is similar to an attack with a net but has a maximum range of 50 feet, with a range increment of 10 feet, and is effective against targets up to one size category larger than the spider. An entangled creature can escape with a successful Escape Artist check (DC 10) or burst it with a Strength check (DC 14). Attempts to escape or burst the webbing gain a +5 bonus if the trapped creature has something to walk on or grab while pulling free. Each 5-foot section has 4 hit points, and sheet webs have damage reduction 5/–. A monstrous spider can move across its own web at its climb speed and can pinpoint the location of any creature touching its web.

SQ – Tremorsense (Ex): A monstrous spider can detect and pinpoint any creature or object within 60 feet in contact with the ground, or within any range in contact with the spider's webs.

Azzik, gargoyle Ftr4: CR 8; Medium monstrous humanoid (earth); HD 4d8+12 plus 4d10+12; hp 71; Init +5; Spd 40 ft., fly 60 ft. (average); AC 22, touch 15, flat-footed 17; Base Atk +8; Grp +11; Atk claw +11 melee (1d4+3) or *+1 composite longbow [Str +3]* +15 ranged (1d8+6/x3); Full Atk 2 claws +11 melee (1d4+3) and bite +9 melee (1d6+1) and gore +9 melee (1d6+1) or *+1 composite longbow [Str +3]* +15/+10 ranged (1d8+6/x3) or *+1 composite longbow [Str +3]* +13/+13/+8 ranged (1d8+6/x3); SA –; SQ Damage reduction 10/magic, darkvision 60 ft., freeze; AL NE; SV Fort +8, Ref +10, Will +6; Str 17, Dex 20, Con 16, Int 6, Wis 12, Cha 10.

Skills and Feats: Hide +14*, Intimidate +2, Listen +3, Speak Language (Undercommon), Spot +3; Multiattack, Point Blank Shot, Precise Shot, Rapid Shot, Weapon Focus (longbow), Weapon Specialization (longbow).

*Azzik receives an additional +6 racial bonus to Hide checks when concealed against a background of stone.

SQ – Freeze (Ex): A gargoyle can hold itself so still it appears to be a statue. An observer must succeed on a DC 20 Spot check to notice the gargoyle is really alive.

Possessions: Masterwork studded leather, *+1 composite longbow [Str +3]*, 60 arrows, *potion of cure moderate wounds* (CL 3rd), 122 gp.

Area 9B-3 – Trapped Entrance (EL 9): Just through the unadorned archway is a set of stairs that descends a ways, ending in a plain iron door. This door is trapped; the drow typically use the secret door in area 9B-2 to enter Nalas Div. Speaking the word "naradach," or "release" in Undercommon, can deactivate the trap, and the word "kuras," or "tense," re-arms it.

***Prismatic Spray* Trap:** CR 9, magic device, touch trigger, automatic reset; spell effect (*prismatic spray*, 13th-level wizard, DC 23 Reflex, Fortitude, or Will save, depending on effect); Search DC 32; Disable Device DC 32.

Area 9B-4 – Reception Hall: As the party approaches this area, read or paraphrase the following:

This oblong room is ten feet wide and roughly twenty feet long. In the center of the floor is an iron ladder leading down through a hole. The walls are decorated with bas-relief spiderweb patterns. At various spots, you can see that a creature, such as a halfling, human, or dwarf, is shown as being caught in the web.

Development: Back when Nalas Div was used as an outpost, VIPs would pass through here to select a personal slave to serve them while visiting and enjoy some refreshment. House Forlorna relocated all the furniture and other items to other parts of the Inverted Tower.

Anyone making a DC 22 Listen check at the door can hear someone softly singing on the other side. With a DC 32 check and knowledge of the Elven language, they can recognize the lyrics as belonging to a tune known as "Five Rings of Berain." The singer is not very good. A successful DC 25 Knowledge (history) or bardic knowledge check will know that, in the tale, the rings were made by a master dwarven forger who cast his work into an underground river rather than allow them to be taken by his enemies.

Holes in the Walls: Anyone examining the design work on the walls can make a DC 20 Spot check to notice several grooves and holes in the wall, very similar to arrow slits or murder holes. In fact, they are exactly that. See area 9B-6 for details.

Area 9B-5 – Shirkers (EL 10): These corridors are smooth and unadorned. When the party enters this area, they can make DC 15 Listen checks to hear a voice softly singing (see area 9B-4 for details). Two female drow skulkers are shirking their duties and playing with the phase spiders that prowl the Inverted Tower. When the party can see them, read or paraphrase the following:

Two slender elven women with night-black skin are lounging against the wall. One of them is softly singing, and the other is offering a dead rat to an eight-foot-long spider with white carapace and green markings.

Development: This area was originally a meeting hall or social area for drow stationed here.

The other three phase spiders in this area are in the Ethereal Plane at present. All six creatures in this area are distracted (either by food, playing, or singing), and so suffer a –5 penalty to Listen and Spot checks to notice the party, meaning if the adventurers are stealthy, they have a chance to catch these drow and their pets by surprise.

Tactics: In the first round of combat, both drow drink their *potions of haste*. Thereafter, the drow and the phase spiders work as a team. The spiders pop in and out of the Material Plane, trying to flank the party with other spiders or the skulkers. The drow, aware of how the spiders fight, try to lure the party into the hallway to give the large beasts room to appear. They make full use of their Tumble skill to position themselves to attack, and often hold their actions until a phase spider appears in a flanking position.

If there is no room for a phase spider to appear in the middle of the fight, the spiders appear at the fringes, such as at the rear of the party. If the skulkers are pressed hard, each drow tries to use her magic items. The one with the wand needs to succeed on a DC 20 Use Magic Device check, and the one with the scroll needs to succeed on a DC 21 Use Magic Device check. The skulker with the wand will only drink her healing potions when she's *invisible*.

All creatures fight to the death, and the phase spiders will pursue any fleeing opponents. The drow, on the other hand, will go to area 9B-12 and report that there are intruders.

Phase Spiders (4): CR 5; Large magical beast; HD 5d10+15; hp 42 each; Init +7; Spd 40 ft., climb 20 ft.; AC 15, touch 12, flat-footed 12; Base Atk +5; Grp +12; Atk/Full Atk bite +7 melee (1d6+4 plus poison); Space/Reach 10 ft./5 ft.; SA Poison; SQ Darkvision 60 ft., ethereal jaunt, low-light vision; AL N; SV Fort +7, Ref +7, Will +2; Str 17, Dex 17, Con 16, Int 7, Wis 13, Cha 10.

Skills and Feats: Climb +11, Move Silently +11, Spot +4; Ability Focus (poison), Improved Initiative.

SA – Poison (Ex): Injury, Fortitude DC 17, initial and secondary damage 1d8 Con.

SQ – Ethereal Jaunt (Su): A phase spider can shift from the Ethereal Plane to the Material Plane as a free action, and shift back again as a move

action (or during a move action). The ability is otherwise identical to the spell *ethereal jaunt* (caster level 15th).

Drow Skulkers, drow Rog4 (2): CR 5; Medium humanoid (elf); HD 4d6+4; hp 24, 22; Init +3; Spd 30 ft.; AC 18, touch 13, flat-footed 18; Base Atk +3; Grp +5; Atk/Full Atk +*1 rapier* +8 melee (1d6+3 plus poison /18-20) or dagger +7 melee (1d4+2/19-20); SA Poison, sneak attack +2d6, spell-like abilities; SQ Darkvision 120 ft., drow traits, evasion, spell resistance 16, trap sense +1, trapfinding, uncanny dodge; AL NE; SV Fort +2, Ref +7, Will +1; Str 14, Dex 16, Con 13, Int 14, Wis 10, Cha 10.

Skills and Feats: Balance +11, Bluff +7, Diplomacy +4, Disguise +0 (+2 acting), Escape Artist +9, Gather Information +7, Hide +9, Intimidate +2, Jump +4, Listen +2, Move Silently +9, Search +4, Sense Motive +7, Spot +2, Tumble +9, Use Magic Device +7, Use Rope +10 (+12 with bindings); Weapon Finesse, Weapon Focus (rapier).

SA – Poison (Ex): An opponent hit by a drow's poisoned weapon must succeed on a DC 13 Fortitude save or fall unconscious. After 1 minute, the subject must succeed on another DC 13 Fortitude save or remain unconscious for 2d4 hours.

Spell-Like Abilities: 1/day – *dancing lights, darkness, faerie fire*. Caster level 4th.

Possessions: +1 rapier, masterwork dagger, 2 doses of poison, masterwork chain shirt, *amulet of natural armor +1, potion of haste* (CL 5th), 2 *potions of cure light wounds* (CL 1st). One of the rogues has a *wand of invisibility* (CL 3rd, 37 charges), and the other has an arcane scroll with *burning hands* and *enlarge person* (CL 1st).

Area 9B-6 – Hidden Passages: These secret passageways were built to restrict access to the heart of the Inverted Tower and to allow the drow defending it to repel or harass invaders. The corridors along the exterior walls have arrow slits spaced every 5 feet, and those that run adjacent to areas 9B-4 and 9B-8 have several arrow slits and murder holes to allow defenders to attack with piercing weapons (like longspears).

These fortifications grant defenders improved cover, meaning they enjoy a +8 bonus to AC, a +4 bonus to Reflex saves, a +10 bonus to Hide checks, and improved evasion. Note that attacks of opportunity cannot be made against creatures with cover, so defenders firing ranged weapons into melee or reloading crossbows can do so without fear.

Due to their masterful construction, these benefits are only granted to creatures in the hidden passages.

Area 9B-7 – Stairs Down: As the party enters this area, read or paraphrase the following:

An ornate staircase leads down into the darkness. The steps were carved to resemble the prostrate forms of various sentient races, like surface elves, gnomes, humans, and dwarves. In order to descend, you must walk on the backs of these carvings.

Development: These stairs are not trapped and, other than their craftsmanship, unremarkable. They lead to landings in the Inverted Tower, and terminate near area 9B-11. Each staircase is decorated in the same manner.

Area 9B-8 – Lower Landing: As the party enters this area, read or paraphrase the following:

The ladder deposits you in a round, smooth-walled chamber. An open archway leads into a short corridor with a door in either wall. The walls in the corridor are decorated with intricate carvings of cruel elven beings inflicting horrendous tortures on other races.

The archway leading into the corridor is similar; it depicts parading spiders and wicked-faced elves, driving before them stooped gnomes and other elves with exaggerated simpleton features.

Development: Aside from the carvings, the archway is unremarkable. A DC 9 Listen check will hear a voice speaking in Undercommon coming from the corridor. As the party gets closer, they'll notice that the noise is coming from the door on the right.

If the party can understand Undercommon, they'll understand that the voice is babbling about "...power in the blood ... but from what source ... granted by whom ... gods? Devils? Must find more ... worthless research space ... how am I supposed to..." and words of that nature.

At the far end of the corridor is a secret door (Search DC 30) that connects to area 9B-6.

Holes in the Walls: Anyone examining the wall's design work at the far end of the corridor can make a DC 20 Spot check to notice several grooves and holes in the wall, very similar to arrow slits or murder holes. In fact, they are exactly that. See area 9B-6 for details.

Area 9B-9 – Storeroom: As the party enters this area, read or paraphrase the following:

This long, narrow room has several items pushed against the far corners, which are rounded, giving the place an organic feel. You quickly notice cots, training dummies, broken weapons, and dusty furniture. The center of the room is uncluttered.

Development: This is where the party will be held captive if the drow take them alive. While here, their hands will be bound behind their back, but their feet will not be tied. The skulkers tying the rope have +10 to their Use Rope checks.

Among the cots, a spool of rope, collapsible beds, tables, stools, benches, and practice dummies is a single masterwork dagger and four practice rapiers. Treat the latter as clubs that only do 1d4 bludgeoning damage.

Area 9B-10 – Magus (EL 10): As the party enters this area, read or paraphrase the following:

This area is a poor attempt at a magician's laboratory. Instead of long tables piled with books and alchemical apparatus, there is a broken bench, and books are used to hold it level. A lectern carved of stained wood stands near one of this room's rounded corners, a silver-and-obsidian embossed book upon it.

In the center of the room is a black-skinned elf in a deep blue robe. He pauses mid-rant and looks at you with eyes widened in alarm. Next to him stands an impassive, hulking construct made of wood, stone, and steel.

Development: Magus Revesk is newly appointed to his position, and a male. Additionally, his predecessor wasted precious resources failing to summon diabolic or demonic aid for House Forlorna (see level 13). All these factors combine to make the Magus pretty insignificant in the eyes of Matron Chaliax, hence the poor accommodations.

There were only two significant items in his former master's belongings: the control amulet for the shield guardian and an old book that detailed a few elementary secrets of a sanguinomancy, a subschool of necromancy emphasizing blood magic. Revesk has decided that sanguinomancy is the way of the future for House Forlorna, but has a scarcity of research subjects with which to perfect his arcane technique.

The wizard's spellbook is on the lectern.

Examining the Books: The books holding up the bench have several pages torn out. One book, written in Undercommon, is titled *The Unseen Hand of Entropy* and has the following passages underlined: "...and so a bearded star clad in the raiment of kings will scar the night sky, striking near center of stag, fork, and swamp, and its power to corrupt will only be matched by the power of the corrupted..." Another book, written in Draconic and titled *Places of Oddity and Power*, has this passage underlined: "...the tower is bounded by a dweomer most resilient to damage, transdimensional travel, and unraveling. None have been sighted entering or leaving this abode, but legends persist about a wizardly ghost and his court of unwilling zombie servants dwelling therein..." Scrawled on the side of this passage in Undercommon are the words, "Entry from below? Fools to not look!"

Research Subjects: Any heroes captured and subsequently turned over to Magus Revesk will have their blood inexpertly drawn (taking 1d4 points of damage) every hour. After five hours, the Magus will cast *boil blood* on the party member three times, asking how it makes them feel each time. Finally, he will try to summon a blood elemental out of all the blood he's collected and scattered about on the floor. The effort of failing to cast the spell will stun him for one minute. During this time, the advanced shield guardian will "shut down" (although its *shield other* ability will remain active). If it or Magus Revesk is attacked, it will defend itself, and it will attack anyone who tries to grab the shield amulet, but it won't prevent anyone from leaving and won't prevent anyone from taking other items from Magus Revesk or the room.

Tactics: Magus Revesk is very perturbed to be attacked, but soon realizes that it gives him a grand

opportunity to test his sanguinomancy. He begins combat by ordering the construct to cast *cat's grace* on him and casting *acid blood*. Then he launches into his offensive routine: *stinking cloud* to bar the the entrance, then *ray of enfeeblement* on a front-line attacker. If the party is clustered together, he hits a few of them with *bloodlust* or *fireball*, and pops a spellcaster with *boil blood* as soon as he identifies one.

The shield guardian never moves from adjacent to Master Revesk (thus continuously granting him the benefit of the construct's guard ability), and always attacks any foes who are in melee with the drow wizard. Similarly, the *shield other* ability is always active on the construct.

If the Magus is reduced to 5 hit points or less, he targets an opponent with *vampiric touch* and pulls out a human commoner zombie from his *robe of bones.*

Both the Magus and the construct fight to the death, and neither will pursue fleeing foes, although the Magus will have his bat familiar, Umol, follow them discretely.

Advanced Shield Guardian: CR 9; Large construct; HD 19d10+30; hp 134; Init +0; Spd 30 ft.; AC 24, touch 9, flat-footed 24; Base Atk +14; Grp +24; Atk slam +19 melee (1d8+6); Full Atk 2 slams +19 melee (1d8+6); Space/Reach 10 ft./10 ft.; SA –; SQ Construct traits, darkvision 60 ft., fast healing 5, find master, guard, low-light vision, *shield other, spell storing*; AL N; SV Fort +6, Ref +6, Will +6; Str 22, Dex 10, Con –, Int –, Wis 10, Cha 1.

SQ – Find Master (Su): As long as a shield guardian and its amulet are on the same plane, the shield guardian can find the amulet wearer (or just the amulet, if it is removed after the guardian is called).

Guard (Ex): If ordered to do so, a shield guardian moves swiftly to defend the wearer of its amulet, blocking blows and disrupting foes. All attacks against the amulet wearer suffer a –2 penalty when the shield guardian is adjacent to its master.

Shield Other (Sp): The wearer of a shield guardian's amulet can activate this defensive ability if within 100 feet of the shield guardian. Just as the spell of the same name, this ability transfers to the shield guardian half the damage that would be dealt to the amulet wearer (this ability does not provide the spell's AC or save bonuses).

Spell Storing (Sp): This shield guardian currently has stored *cat's grace* for Magus Revesk. Whenever the Magus commands, it "casts" this spell on the drow (CL 6th).

Magus Revesk, male drow Wiz6: CR 7; Medium humanoid (elf); HD 6d4+6; hp 21; Init +2; Spd 20 ft.; AC 17, touch 13, flat-footed 15; Base Atk +3; Grp +2; Atk/Full Atk dart +5 ranged (1d4-1 plus poison) or masterwork dagger +3 melee (1d4-1/19-20); SA Poison, spell-like abilities, spells; SQ Bat familiar, darkvision 120 ft., drow traits, empathic link, share spells, spell resistance 17; AL NE; SV Fort +3, Ref +4, Will +6; Str 8, Dex 14, Con 12, Int 18, Wis 13, Cha 12.

Skills and Feats: Concentration +10, Diplomacy +3, Knowledge (arcana) +13, Knowledge (dungeoneering) +13, Knowledge (history) +13, Knowledge (nobility and royalty) +13, Listen +3, Search +6, Spellcraft +6, Spot +3, Survival +1 (+3 underground); Brew Potion, Scribe Scroll, Skill Focus (Concentration), Spell Focus (sanguinomancy), Spell Mastery.

SA – Poison (Ex): An opponent hit by a drow's poisoned weapon must succeed on a DC 13 Fortitude save or fall unconscious. After 1 minute, the subject must succeed on another DC 13 Fortitude save or remain unconscious for 2d4 hours.

Spell-Like Abilities (Ex): 1/day – *dancing lights, darkness, faerie fire.* Caster level 6th.

Magus Revesk's Spellbook

The Magus has filled 48 pages of his spellbook with the following spells (spells marked with an asterisk are sanguinomancy and are described in a different sidebar):

0 level – *acid blood*, acid splash, arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, message, open/close, prestidigitation, ray of frost, read magic, resistance, touch of fatigue.*

1st level – *boil blood*, burning hands, color spray, disguise self, enlarge person, feather fall, mage armor, ray of enfeeblement.*

2nd level – *bloodlust*, cat's grace, hideous laughter, resist energy.*

3rd level – *fireball, invisibility sphere, stinking cloud, vampiric touch.*

Spell Prepared (4/4/4/3; DC 14 + spell level): 0 – *acid blood, flare, open/close, read magic*; 1st – *boil blood* (x2), ~~*mage armor*~~ (cast), *ray of enfeeblement*; 2nd – *bloodlust, hideous laughter* (x2), *resist energy*; 3rd – *fireball, stinking cloud, vampiric touch.*

Possessions: Masterwork dagger, 6 darts, *robe of bones, ioun stone* (dusty rose prism), arcane scroll of *disguise self* and *enlarge person* (CL 1st), *potion of shield of faith +4* (CL 12th), shield guardian amulet, silver and obsidian embossed spellbook (3,400 gp).

Languages: Abyssal, Common, Draconic, Elven, Undercommon.

Umol, bat familiar: CR n/a; Diminutive magical beast; HD 6d4; hp 10; Init +2; Spd 5 ft, fly 40 ft. (good); AC 19, touch 16, flat-footed 17; Base Atk +3; Grp –14; Atk/Full Atk –; Space/Reach 1 ft./0 ft.; SA –; SQ Blindsense 20 ft., deliver touch spells, empathic link, improved evasion, low-light vision, speak with master; AL N; SV Fort +2, Ref +4, Will +7; Str 1, Dex 15, Con 10, Int 8, Wis 14, Cha 4.

Skills and Feats: Concentration +9, Diplomacy –1, Hide +14, Knowledge (arcana) +8, Knowledge (dungeoneering) +8, Knowledge (history) +8, Knowledge (nobility and royalty) +8, Listen +8*, Move Silently +6, Spot +8*, Survival +2 (+4 underground); Alertness.

*A bat has a +4 racial bonus on Spot and Listen checks. These bonuses are lost if its blindsense is negated.

SQ – Blindsense (Ex): A bat notices and locates creatures within 20 feet. Opponents still have 100% concealment against a creature with blindsense.

Human Commoner Zombie: CR n/a; Medium undead; HD 2d12+3; hp 16; Init –1; Spd 30 ft. (can't run); AC 11, touch 9, flat-footed 11; Base Atk +1; Grp +2; Atk/Full Atk slam+2 melee (1d6+1) or club +2 melee (1d6+1); SA –; SQ Single actions only, damage reduction 5/slashing, darkvision 60 ft., undead traits; AL NE; SV Fort +0, Ref –1, Will +3; Str 12, Dex 8, Con –, Int –, Wis 10, Cha 1.

Skills and Feats: Toughness.

SQ – Single Actions Only (Ex): Zombies have poor reflexes and can perform only a single move action or attack action each round. A zombie can move up to its speed and attack in the same round, but only if it attempts a charge.

Area 9B-11 – Exsanguitorium (EL 10): The door to this area is unmarked, but it and the walls were engineered to be soundproof. Although a horrendous act of torture is going on inside, the adventurers won't be able to hear anything until they open the door. As the party does so, read or paraphrase the following:

As the door opens, you are blasted by a despairing wail, and beneath it the slightest sound of a chuckle.

The circular room beyond is a scene from a nightmare: A night-skinned female elf hangs upside down by a chain in the center of the room, suspended by an iron bolt driven through her heels. She is without clothing and her body has been sliced and peeled in several places. The floor, which is carved to resemble a great spiderweb, is slightly bowled so the female elf's blood flows through the channels in a steady stream. A small table near the suspended elf holds an open chapbook.

Standing in attendance to this atrocity are two more dark elves. One, female and with a shaved head, is clearly the architect of this scene, as her hand still holds a bloodstained hook. She is clad in deep crimson robes marked with a cloth-of-gold spiderweb pattern. The other, a male, wears heavy armor and easily hefts a great warhammer at the sight of you.

Across the room from the doorway is an open arch that looks like it leads down. Next to it is a winch, obviously used to operate the chain.

Development: This is the exsanguitorium, where victims of House Forlorna spill secrets and blood for their captors. The rivulets of blood are directed by tiny pipes set into the floor to pour over the statue of Tororthun in area 9B-12. The ceiling here is 20 feet high.

The drow occupying the Sister of Pain's attention is Alaic Sorethin. Alaic was captured in the Immense Cavern by a Forlorna patrol and brought here. She was wearing the banner of a messenger of House Sorethin, so the Sister of Pain was ordered to discover the nature of that message. The Sister has kept Alaic on the edge of death for a day now, goading her into revealing the nature of her errand. Her notes are in the chapbook.

Through the arch are the stairs that lead down to area 9B-12. The stairs are smooth and unadorned, as is the arch.

House Sorethin's Weapon: Thus far, the Sister of Pain has learned that House Sorethin has stumbled upon a "powerful weapon" far to the southeast, on the other side of the Achsfel Wastes. The weapon is either a vehicle or structure of some sort, and Sorethin plans to try to salvage it. Alaic has resisted giving more specific information about the weapon or its whereabouts. House Forlorna is desperate to learn this information, as it could be the key to their revival.

Thanks to the arrival of the heroes, however, Alaic will finally die during the fight, and House Forlorna will never get this information.

Sacrificial Victims: Party members brought here suffer a dire fate at the hands of the Sister of Pain. The dungeon designers are not interested in dwelling on this gruesome topic, and so the experience is abstracted for purposes of this game.

The Sister of Pain will ask a question of the party member. If the hero wishes to not answer, the torture begins. Every half-hour the hero resists, he takes 2d10 points of damage. Then the hero makes a Fortitude save (DC 15 +1 per every previous check) or take 1 point of damage to every ability score. Finally, the hero must make a Will save against a DC set by the Sister of Pain's Profession (torturer) check. If the hero makes the check by 10 or more, they can try to lie to the Sister of Pain. If they fail, they must answer the question, and if they fail by 5 or more, they may not dissemble or obfuscate the truth; they must answer as honestly and clearly as they can.

Tactics: The Sister of Pain begins combat by drinking her *potion of cat's grace* and then moving to grapple the largest male she can see. In subsequent rounds, if she has the upper hand while grappling, she'll continue to inflict damage in that way. If she starts to lose the grapple, she'll escape (probably using Escape Artist) and start fighting hand-to-hand. If she gets a chance, she'll disarm any hero wielding one-handed weapons. If there is a round where she is not threatened, she'll drink the *potion of fire breath.*

Master Ussalo moves to engage the adventurer with the heaviest armor, seeking to test his mettle against a worthy foe. If the party avoids melee with him or flees, he'll pelt them with thrown, poisoned daggers.

The drow fight to the death. Master Ussalo will pursue any fleeing opponents, but the Sister of Pain will instead warn Matron Chaliax that invaders have penetrated the Inverted Tower.

Sister of Pain, female drow Mnk6: CR 7; Medium humanoid (elf); HD 6d8+6; hp 33; Init +3; Spd 50 ft.; AC 17, touch 17, flat-footed 14; Base Atk +4; Grp +10; Atk unarmed strike +7 melee (1d8+2); Full Atk unarmed strike +6/+6 melee (1d8+2); SA Flurry of blows, poison, spell-like abilities; SQ Darkvision 120 ft., drow traits, evasion, ki strike (magic), purity of body, slow fall 30 ft., spell resistance 17, still mind; AL LE; SV Fort +6, Ref +8, Will +10; Str 14, Dex 16, Con 12, Int 10, Wis 17, Cha 10.

Skills and Feats: Diplomacy +11, Escape Artist +12, Listen +5, Profession (torturer) +15, Search +2, Sense Motive +12, Spot +5, Use Rope +3 (+5 with bindings); Combat Reflexes, Improved Disarm, Improved Grapple, Improved Unarmed Strike, Iron Will, Skill Focus (Profession [torturer]), Weapon Finesse.

Spell-Like Abilities (Ex): 1/day – *dancing lights, darkness, faerie fire*. Caster level 6th.

Possessions: Masterwork torturer's tools, *periapt of wisdom +2, elixir of fire breath, bag of holding (type II), potion of cat's grace* (CL 3rd).

Master Ussalo, male drow Ftr8: CR 9; Medium humanoid (elf); HD 8d10+16 plus 3; hp 63; Init +6; Spd 20 ft.; AC 20, touch 12, flat-footed 18; Base Atk +8; Grp +11; Atk *+1 thundering warhammer* +13 melee (1d8+6/19-20 x3 plus 2d8 sonic plus special) or masterwork dagger +11 ranged (1d4+3 plus poison/19-20); Full Atk *+1 thundering warhammer* +13/+8 melee (1d8+6/19-20 x3 plus 2d8 sonic plus special) or masterwork dagger +11/+6 ranged (1d4+3 plus poison/19-20); SA Poison, spell-like abilities; SQ Darkvision 120 ft., drow traits, spell resistance 19; AL NE; SV Fort +8, Ref +4, Will +3; Str 16, Dex 14, Con 14, Int 10, Wis 12, Cha 12.

Skills and Feats: Handle Animal +12, Intimidate +12, Listen +3, Ride +4, Search +2, Spot +3; Blind-Fight, Improved Critical (warhammer), Improved Initiative, Quick Draw, Toughness, Weapon Focus (dagger), Weapon Focus (warhammer), Weapon Specialization (warhammer).

SA – Poison (Ex): An opponent hit by a drow's poisoned weapon must succeed on a DC 13 Fortitude save or fall unconscious. After 1 minute, the subject must succeed on another DC 13 Fortitude save or remain unconscious for 2d4 hours.

Spell-Like Abilities: 1/day – *dancing lights, darkness, faerie fire*. Caster level 8th.

Possessions: +1 thundering warhammer, 4 masterwork daggers, *+1 light fortification breastplate*, heavy mithral shield, *potion of cure moderate wounds* (CL 3rd).

Area 9B-12 – Private Chapel (EL 11): If the Matron has been warned about intruders, she and her entourage will not be kneeling in prayer with weapons sheathed but standing with their heads bowed and weapons out. As the party enters this area, read or paraphrase the following accordingly:

> *This sedate chamber is occupied by three female dark elves. They stare at you, just now beginning to rise from where they were kneeling in prayer. The object of their devotion is a gruesome idol carved from obsidian: a rearing half-elf/half-spider monstrosity wielding a barbed whip with savage satisfaction. Blood trickles in a thin stream from a small tube set in*

the ceiling, draping the statue like a crimson cloak of gore. In a corner near the statue is a black and silver palanquin.

One drow is clad in simple peasant clothing, while another wears a shirt of blackened chain, and the last sports a suit of armor unlike any other. Interlocking plates crafted to resemble black chitin slide smoothly over each other, revealing no chink in its manufacture. The helmet is cunningly wrought as part of the suit, and it resembles a spider's head with grotesque fangs framing the dark elf's cruelly beautiful face.

Development: This room was once the private chapel and chambers of the garrison's commander. Now is serves much the same purpose for Matron Chaliax. She and her entourage are in here praying for a sign of Tororthun's favor in the form of information seized from Alaic Sorethin.

Musical Accompaniment: Any hero with musical talent will be brought here to entertain Matron Chaliax. The person will be required to perform for 1d6+2 hours straight. A PC can perform for one hour per point of Constitution bonus they have (minimum one); for each additional hour, the performer must succeed on a Fortitude save (DC 15 + 1 per each previous check) or collapse in exhaustion. A performer who collapses is beaten (suffering 2d12 points of damage) and sent back to area 9B-9.

During each hour of performance, have the PC also make a Perform check (DC 15 + 1 per previous continuous hour). If the performer fails by 5 or more, he is sent to Magus Revesk. If he fails, he is beaten. If he succeeds by 10 or more, he has pleased Matron Chaliax and may request a small favor of her.

This favor is treacherous: Any requests for freedom for the performer or any companions will get the performer beaten (as above). An impious question or one disrespectful to her will have the performer handed over to the Sister of Pain. Still, a clever player may be able to finagle a way to engineer an escape attempt.

Matron Chaliax conducts her business in the room; stools and a small table, or a collapsible bed, are brought in for her as needed. A performing hero may make a DC 15 Listen check over his own performance to eavesdrop on the Matron's plans, learning in the process the details of House Sorethin's weapon and the important parts of the backstory for this level. He or she also hears of the drow's plans to locate an artifact called the Diamond Carceperis and use it to bring Chalychia back to life, although it would cost the Matron her own life.

Unholy Shrine: This chamber has been the target of an *unhallow* spell, and all drow in this area are under the effect of a *bless* spell (reflected in their stat blocks below). The stat blocks below do not account for the benefits of the *magic circle against good* effect of *unhallow*.

Wealth of the House: In a secret compartment underneath the statue of Tororthun (Search DC 25) is the trove of House Forlorna: a lustrous black pearl (800 gp), a perfect aquamarine (500 gp), three diamonds (1,000 gp each), four jaspers (60 gp each), and two moss agates (6 gp each). The palanquin has darkwood poles, the upholstery is silk, and the pillow is stuffed with roc feathers (3,500 gp).

Tactics: As the text indicates, unless the Matron has been warned about invaders, the drow in here are kneeling during the first round of combat. Attacking a kneeling target grants a +2 bonus to attack rolls, but rising from a kneeling position does not provoke attacks of opportunity. The honor guard moves in directly to keep the party away from Matron Chaliax. The skulker holds back, feigning helplessness until she has an opportunity to flank a foe.

Matron Chaliax begins the battle in a support role. She casts *sanctuary* and *poison armor* on herself, then distributes *bull's strength* and *healing* to her

minions, then casts *spider climb* when she has no one to heal or otherwise assist. If an adventurer successfully engages her in melee, she'll use her poisonous bite on the offender and withdraw up the wall (using *spider climb*).

Once one of her drow dies, she casts *insect plague*, making the three swarms appear in the party's squares, then both *divine favor* and *divine power* on herself and enter melee. Matron Chaliax uses her bite attack first, but if it seems that the poison is ineffective against her foes, she switches to spontaneously casting *inflict* spells.

All drow fight to the death, and pursue fleeing opponents.

Drow Honor Guard, drow Ftr4: CR 5; Medium humanoid (elf); HD 4d10+8; hp 30; Init +3; Spd 30 ft.; AC 17, touch 13, flat-footed 14; Base Atk +4; Grp +5; Atk +*1 rapier* +9 melee (1d6+4/18-20) or masterwork dagger +9 ranged (1d4+1 plus poison/19-20); Full Atk +*1 rapier* +7 melee (1d6+4/18-20) and masterwork dagger +7 melee (1d4+1 plus poison/19-20) or masterwork dagger +9 ranged (1d4+1 plus poison/19-20); SA Poison, spell-like abilities; SQ Darkvision 120 ft., drow traits, spell resistance 15; AL NE; SV Fort +6, Ref +4, Will +0; Str 13, Dex 16, Con 14, Int 14, Wis 8, Cha 12.

Skills and Feats: Jump +7, Handle Animal +8, Intimidate +8, Listen +1, Ride +12, Search +4, Spot +1; Two-Weapon Fighting, Weapon Finesse, Weapon Focus (dagger), Weapon Focus (rapier), Weapon Specialization (rapier).

SA – Poison (Ex): An opponent hit by a drow's poisoned weapon must succeed on a DC 13 Fortitude save or fall unconscious. After 1 minute, the subject must succeed on another DC 13 Fortitude save or remain unconscious for 2d4 hours.

Spell-Like Abilities: 1/day – *dancing lights, darkness, faerie fire*. Caster level 4th.

Possessions: +1 rapier, 2 masterwork daggers, masterwork chain shirt.

Drow Skulker, drow Rog4: CR 5; Medium humanoid (elf); HD 4d6+4; hp 24; Init +3; Spd 30 ft.; AC 19, touch 13, flat-footed 19; Base Atk +3; Grp +5; Atk/Full Atk +*1 rapier* +8 melee (1d6+3 plus poison /18-20) or masterwork dagger +8 melee (1d4+2/19-20); SA Poison, sneak attack +2d6, spell-like abilities; SQ Darkvision 120 ft., drow traits, evasion, spell resistance 16, trap sense +1, trapfinding, uncanny dodge; AL NE; SV Fort +2, Ref +7, Will +1; Str 14, Dex 16, Con 13, Int 14, Wis 10, Cha 10.

Skills and Feats: Balance +11, Bluff +7, Diplomacy +4, Disguise +0 (+2 acting), Escape Artist +9, Gather Information +7, Hide +9, Intimidate +2, Jump +4, Listen +2, Move Silently +9, Search +4, Sense Motive +7, Spot +2, Tumble +9, Use Magic Device +7, Use Rope +10 (+12 with bindings); Weapon Finesse, Weapon Focus (rapier).

SA – Poison (Ex): An opponent hit by a drow's poisoned weapon must succeed on a DC 13 Fortitude save or fall unconscious. After 1 minute, the subject must succeed on another DC 13 Fortitude save or remain unconscious for 2d4 hours.

Spell-Like Abilities: 1/day – *dancing lights, darkness, faerie fire.* Caster level 4th.

Possessions: +1 rapier, 2 masterwork daggers, *+1 glamered chain shirt*, masterwork thieves tools, 2 doses of poison.

Spider Swarms (3): Diminutive vermin (swarm); HD 2d8; hp 9; Init +3; Spd 20 ft., climb 20 ft.; AC 17, touch 17, flat-footed 14; Base Atk +1; Grp –; Atk/Full Atk swarm (1d6 plus poison); Space/Reach 10 ft./0 ft.; SA Distraction, poison; SQ Darkvision 60 ft., swarm traits, tremorsense 30 ft., vermin traits; AL N; SV Fort +3, Ref +3, Will +0; Str 1, Dex 17, Con 10,

Arachnid Armor

This armor is a modified suit of *demon armor*. This *+4 full plate armor* increases the jaw muscles and elongates the teeth of its wearer, granting them a bite attack. This attack deals 1d8 points of damage (plus one-half Strength modifier), strikes as a +1 weapon, and is poisonous (Injury; Fortitude DC 14, initial and secondary 1d6 Str).

Arachnid armor resembles the chitin of a spider, with the vermin's head cresting over the wearer's, and long fangs framing the wearer's face.

Any non-evil creature who puts on a set of *arachnid armor* gains 1 negative level. Similarly, any non-drow who dons this armor gains 2 negative levels. None of these levels ever result in actual level loss, but they cannot be removed by any means so long as the non-evil and/or non-drow creature wears the armor.

Strong necromancy [evil]; CL 13th.

Unusual Spells

Two types of unusual spells appear on this level of *Castle Whiterock*: sanguinomancy and atypical divine spells. None of these spells are new; rather, they first appeared in other Goodman Games products and are described again here.

Any living, corporeal creature, as well as vampires and vampire spawn, are valid targets for a sanguinomantic effect.

Acid Blood

Sanguinomancy
Level: Sor/Wiz 0
Components: V, S
Casting Time: 1 standard action
Range: Touch
Target: Any valid sanguinomantic target
Duration: 1 min.
Saving Throw: Fort (harmless)
Spell Resistance: Yes

This changes the target's blood to an acid. This blood is harmless to the target, but any time the target creature receives bludgeoning, piercing, or slashing damage, everyone adjacent to this creature takes 1 point of acid damage from blood splatter. The weapon that did the damage also receives the damage; if the damage was caused by a natural weapon, then the attacker receives the damage. The target is not immune to acid damage, only that caused by his or her own blood. Two targets standing next to each another while affected by this spell would both receive damage from one another's blood.

Boil Blood

Sanguinomancy
Level: Sor/Wiz 1
Components: V, S, M
Casting Time: 1 standard action
Range: Close (25 ft. + 5 ft./2 levels)
Target: 1 valid sanguinomantic target per three levels, no two of which can be more than 30 ft. apart
Duration: Instantaneous
Saving Throw: Fort to avoid Con damage
Spell Resistance: Yes

The target receives 2d4 fire damage as his or her blood literally boils in their veins. If the target fails the Fortitude save, they also receive 1 point of Constitution damage. For every three levels, another target can be added, so at 6th level, 2 targets are affected, etc. So long as the spell can be cast, at least one target can be affected by it.

Material Component: Blood and a flame.

Bloodlust

Sanguinomancy
Level: Sor/Wiz 2
Components: V, S, M
Casting Time: 1 standard action
Range: Medium (100 ft. + 10 ft./level)
Target: Any valid sanguinomantic target
Duration: 1 round/level (D)
Saving Throw: Will negates
Spell Resistance: Yes

The target enters a condition exactly like a barbarian rage (+4 Str, +4 Con, +2 to Will saves, –2 to AC). During this time, they must attack the nearest valid sanguinomantic target, and they will perform whatever attack is most likely to cause blood loss – energy attacks, for example, would not be as useful as a dagger. If no bloodletting attacks are available, the target attacks the nearest valid sanguinomantic target with his or her bare hands. A raging character suffers a –4 penalty to his or her Will save to avoid this effect, and does not receive any additional benefit from this spell. After this spell ends or is dismissed, the target is fatigued for a number of rounds equal to how long they were under the effect of this spell.

Material Component: Bloodroot.

Poison Armor

Conjuration (Creation) [Force, Poison]
Level: Clr 4, Sor/Wiz 4, Poison 4
Components: V, S, F
Casting Time: 1 standard action
Range: Touch
Target: Creature touched
Duration: 1 hour/level (D)
Saving Throw: Will negates (harmless)
Spell Resistance: Yes (harmless)

A green-colored field of force surrounds the target, providing 5 points of poison resistance per caster level and a +6 deflection bonus to AC. Since this armor is made of force, ethereal creatures cannot bypass it.

The poison resistance takes the form of damage reduction, removing the aforementioned damage from the total hit point damage dealt to the target by a poisonous attack. If a type of poison attack has effects other than hit point damage, this spell provides the target a +1 enhancement bonus per caster level to any saving throws made against the poison.

Material Component: A venom sack from a spider and a beetle's carapace.

Int -, Wis 10, Cha 2.

Skills and Feats: Climb +11, Listen +4, Spot +4.

SA – Distraction (Ex): Any living creature that begins its turn with a spider swarm in its space must succeed on a DC 11 Fortitude save or be nauseated for 1 round.

Poison (Ex): Injury, Fortitude DC 11, initial and secondary damage 1d3 Str.

Matron Chaliax, female drow Clr9: CR 10; Medium humanoid (elf); HD 9d8; hp 60; Init +1; Spd 20 ft.; AC 25, touch 11, flat-footed 24; Base Atk +6; Grp +8; Atk/Full Atk bite +10 melee (1d8+1 plus poison); SA Command spiders 8/day (+5, 2d6+14), command undead 8/day (+5, 2d6+14), poison, poison spell-like abilities; SQ Darkvision 120 ft., drow traits, spell resistance 20; AL NE; SV Fort +6, Ref +4, Will +11; Str 14, Dex 12, Con 10, Int 10, Wis 16, Cha 20.

Skills and Feats: Concentration +15, Diplomacy +17, Listen +5, Search +2, Spot +5; Iron Will, Leadership, Skill Focus (Concentration), Weapon Focus (bite).

SA – Poison (Ex): Injury; Fortitude DC 14; initial and secondary damage 1d6 Str.

Spell-Like Abilities: 3/day – *detect poison*; 1/day – *dancing lights, darkness, faerie fire*. Caster level 9th.

Spells Prepared (6/5+1/5+1/4+1/2+1/1+1; DC 13 + spell level; Poison, Spider domains): 0 – *cure minor wounds* (x2), *detect magic* (x2), *resistance, virtue;* 1st – *curse water, divine favor, pass without trace*, protection from good, sanctuary, shield of faith;* 2nd – *bull's strength* (x2), *cure moderate wounds* (x2), *sound burst, spider climb**; 3rd – *contagion, cure serious wounds* (2), *invisibility purge, web**; 4th – *cure critical wounds, divine power, poison armor**, 5th – *greater command, insect plague**.

*Indicates domain spell.

Possessions: Arachnid armor, masterwork heavy steel shield, *potion of resist acid 10* (CL 3rd), *cloak of charisma +4*, silver-and-obsidian inlaid holy symbol of Tororthun (100 gp).

Further Adventures

Since Alaic Sorethin dies before she reveals the secret of her house's new weapon, Matron Chaliax, if she is still alive, is forced to return to her most daring plan: using the Diamond Carceperis to revive Chalychia. Any number of powers would seek to thwart this scheme (not all of them necessarily good guys!) and could contact the party to prevent the return of the Devil-Lich.

Bonus Rewards

Ending the torment of Alaic Sorethin at the hands of the Sister of Pain in area 9B-11 is worth an extra 50 experience points to each PC, since it ensures that House Forlorna never learns about House Sorethin's secret weapon.

This level was written as if the party were conducting a standard, dungeon-crawling assault. If, however, some members get captured and have to subsequently escape, the GM may wish to award extra experience points based on how the party members conduct themselves as captives.

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by Chris Doyle and Adrian Pommier
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TEMPLE STREET
L-4

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 9C:
PEDUNCLE'S RETREAT

Level Summary

The formerly insane gnome Peduncle Hilspek has lived underneath a small lake just off the Immense Cavern for a long, long time. He really just wants to be left alone, but inside Peduncle's Retreat is the resolution to two possible sub-quests.

Game Master's Section

Encounter Table

Loc	Pg	Type	Encounter	EL
9C-1	291	T	Relocator trap	5
9C-2	291	C/T	*Peduncle Hilspek*, Brd6/Exp12 *The Incomprehensible (Mark I)*	12
9C-3	293	C	6 giant predaceous diving beetles 2 advanced predaceous diving beetles	9
9C-4	294	C	6 zombie advanced sea cats	10
9C-5	295	T	Falling rubble trap	6
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Scaling Information

"Peduncle's Retreat" is a short level of *Castle Whiterock* designed for 4-6 characters of 9th level. You can adapt the scenario for stronger or weaker parties with a few simple modifications.

Weaker parties (3 or fewer characters, or less than 9th level): When the party faces Peduncle Hilspek and the *Incomprehensible* in area 9C-2, remove one bard level and two expert levels from the gnome. In area 9C-3, remove one of the advanced giant predaceous diving beetles. In area 9C-4, halve the number of zombie advanced sea cats.

Do not change the traps in area 9C-1 or 9C-5.

Stronger parties (7 or more characters, or higher than 9th level): When the party faces Peduncle Hilspek and the *Incomprehensible* in area 9C-2, add one bard level to the gnome. In area 9C-3, add one advanced beetle and two non-advanced beetles. In area 9C-4, add one zombie advanced sea cat.

Do not change the traps in area 9C-1 or 9C-5.

Background Story

Thirty-eight years ago, the Fellowship of the Humbled Hen, an adventuring party thrown together by an unlikely wager, decided to storm Castle Whiterock. Among them was Peduncle Hilspek, a gnome bard who had spent some years "resting" at Haverthold Asylum, a mental institution far to the south. After the death of one of their members – a fighter named Gabel Soufas (whose body can be found on level 9B) – the party, which did not start on the strongest of footings to begin with, had a bitter argument and disbanded. Sinj Spellsteel, an arcane knight, decided to carry on (his remains can be found on level 14). Belda Hammerfell (from Cillamar) decided to leave. Both Sinj and Belda tried to talk Peduncle into joining them, but he chose a different path.

Peduncle ended up finding a secret grotto with a small pool of water, and set about making himself at home. He's lived there ever since, avoiding the "savage humans" (actually drow from level 9B) until he finally erected a "plug" that sealed off his small cave from the Immense Cavern.

Strangely, the solitude gave Peduncle a peace he had heretofore lacked, and his dementia diminished as he matured. Now in his one-hundred-and-seventy-sixth year, he is almost sane. He still talks to the giant predaceous diving beetles that share his pool, but at least they don't talk back to him anymore.

About a year ago, the earth shook terribly (thanks to Silhouette and her partners in crime) and Peduncle's cave flooded. When the waters receded, Peduncle had a few surprises. First, undead sea cats now infested his pool, which was much larger than it had been. Second, something that had been lodged in an underground river washed up on the shore: an ancient, gnomish-made device, round, with three claws and several legs.

Being a bard of no inconsiderable means, Peduncle recognized the object as resembling the ill-fated *Incomprehensible* (see sidebar). Over the last year, he has mastered its operation, and it's his new "best friend."

Unknown to Peduncle, the *Skullcap of Umgoot* also washed up down here, which is part of the "Spoils of War" sub-quest. See Koborth's Tomb (level 10A) for details.

Interrogation

Peduncle has been happily living in this cave for a long time, and doesn't know much about what has occurred outside it. He does know that when he first moved in, that there were some "holy warrior-types" sneaking around, especially further up, but he avoided them. He knows that the "nasty dwarves" deeper down run things, but "everyone's afraid of ol' Benthos coming back." He'll tell the party that the earth shook and the cave flooded about a year ago, but he doesn't know what caused it or why. He doesn't mind talking about the past, and makes several references to "resting for a time" in Haverthold Asylum, but he's much better now.

If the party is polite, he warns them about the undead sea cats in the pool and about the trap in area 9C-5. He also advises the party to not get too close to the larger diving beetles and that they should leave the beetles alone.

The only thing he refuses to discuss is the *Incomprehensible*. It is his and he will fight to keep it, and he gets agitated if it is mentioned repeatedly. Even a successful Diplomacy check won't budge him from this position.

Although Peduncle wants to live as a hermit, he desires certain goods, particularly comfort items for his home. Blankets, spare clothing, boots, stringed musical instruments, and tools of any kind are appreciated, and he offers to buy them in exchange for information, gold, or magic items.

If asked about the items looted from Koborth's Tomb (see "Spoils of War" sub-quest), Peduncle knows nothing, but if asked about unusual bones, he'll report that there's a weird skull that washed up at the far end of the pool.

Tracking

Because of the soft earth here, the DC for Survival checks to find and follow tracks is quite low. Refer to the list below, and remember that to find any track with a DC of 11 or higher requires the Track feat.

DC 9: several scrabbling tracks made by vermin leading to area 9C-3. Some of the vermin are the size of a black bear, but at least one is the size of a dire bear.

DC 12: a few prints left by a halfling-sized boot. These follow the shore to area 9C-2.

DC 14: older prints made by something unidentifiable, something the size of a dire bear but much lighter. These lead straight into the water (area 9C-4).

Areas of the Map

Peduncle's Retreat is a natural grotto of stone and mineral-tasting water. It always smells earthy, but the air is fresh, circulated through numerous miniscule cracks in the ceiling.

Unless noted otherwise, all areas are unlit. The ceiling varies greatly in height; if it matters, assume the ceiling over any given square to be 9 + 3d6 feet high. Some squares, as noted on the map, are filled with rubble and debris; these are difficult terrain.

Area 9C-1 – The Plug (EL 5): This tunnel is cramped, with a ceiling only about 6 feet high. As the party approaches the door, read or paraphrase the following:

The tunnel stops abruptly at a stone door shaped to fit perfectly in this tight passageway. You see no hinges, but a bronze doorknocker hangs in the middle, beneath some words written in Common.

The writing reads: "It occurs once in a month, twice at noon, but never in a day. What is it?"

The doorknocker has a heraldic device on it: a hen bowing before a man in a jester's cap.

Give the players Handout W.

When the party can see into the cavern beyond, read or paraphrase the following according to what they can actually see:

The tunnel mouth opens into a medium-sized grotto almost filled by a pool of murky water. The shore runs to the right for a ways before disappearing into a crack in the grotto's wall, and to the left it bends around an outcropping. The ground here is damp clay, and the air has a faint earthy scent.

From your vantage point, you spy two islands in the pool: a small one to the right, and a larger one directly across from you. About a hundred feet of water separate the shore from the larger island.

The outcropping prevents you from seeing the full size of the grotto. Mud-covered rubble and debris dot the shoreline and the larger island.

Anyone making a DC 20 Listen check will be able to hear faint, shrill noises coming from area 9C-3.

Development: Peduncle Hilspek constructed this "door," actually a plug, to keep out unwelcome visitors. In so doing, he used up much of his best magical treasure, including a few wizardly scrolls looted from elsewhere in Castle Whiterock.

Every day, Peduncle wards a 20-foot space around the square marked X with an *alarm* spell that mentally alerts him when the grotto has been entered. Casting *detect magic* within 1d6 rounds of anyone entering that area detects a fading magical aura (faint abjuration).

The Riddle: The answer to the riddle is the letter "o". On the plug, the three "o's" in the words "month" and "noon" are actually buttons. Pressing them in any order activates the beneficial *dimension door* effect of the door, and it transports the PC safely to the interior of Peduncle's Retreat (to the location marked X on the map).

Touching any other part of the false door, including the doorknocker, activates the harmful *dimension door* effect; the unfortunate adventurer (with a failed Will save) is teleported just over a thousand feet into the solid earth, and then shunted back to the very spot where he departed. To any observers, the person would "wink out" and then suddenly reappear, slightly worse for wear.

Relocator Trap: CR 5; magic device; touch trigger; automatic reset; spell effect (*dimension door*, 15th-level wizard, DC 18 Will negates, 7d6 damage); Search DC 29; Disable Device DC 29.

Disabling the trap also deactivates the beneficial effect. The false door's stats are found below:

Stone Plug: 20 ft. thick, hardness 8, 3,600 hp.

Note that the tunnel continues to slope downward during that 20 feet, so anyone blindly using teleportation magic straight ahead would materialize in solid stone.

The grotto-side of the false door lacks the riddle but has three buttons. They function similar to their counterparts outside the grotto, depositing travelers safely on the far side of the plug. The interior is not trapped.

Area 9C-2 – A Gnome and His Toy (EL 12): If the party somehow entered the grotto without entering the space containing the *alarm* spell in area 9C-1, this encounter does not take place yet. It will instead occur after the party has defeated or fled from the diving beetles in area 9C-3. If the party manages to avoid both encounters, this encounter does not take place; see instead area 9C-6.

Peduncle, inside the *Incomprehensible (Mark I)*, will emerge from the pool to investigate either his *alarm* or a disturbance with the beetles. When the device appears, show the players Handout X and read or paraphrase the following:

The water along the lakeside begins to boil, and suddenly a strange metal object bursts onto the shore. It is shaped like a discus, but it has three immense claws set symmetrically around its circumference, and it walks on myriad muck-encrusted legs. The top of its hull has regularly spaced windows, but you can spy no one inside.

One of the claws glows like a burning torch – clearly a magical effect. Through the grime coating this object's shell, you see the light glinting off what looks like mithril.

From somewhere inside the device booms a voice that upsets the rubble piled along the beach: "WAS THE GIANT STONE BLOCKING THE TUNNEL TOO SUBTLE? GO! AWAY!"

If this encounter takes place after the party has slain the giant predaceous diving beetles, Peduncle instead says, "Why would you kill my friends?"

Development: When the *alarm* spell was triggered in area 9C-1, or when the giant beetles were disturbed, Peduncle was alerted and came running, expecting the disguised drow to have come raiding. He does not attack right away, however, and even spends the first round of combat ordering the party to stop attacking him.

Other than what light sources the party brought along, the only light in here is from a *light* spell Peduncle cast on the claw immediately before having the device rise out of the water. Anyone who specifically stated they were watching the pool is entitled to a DC 5 Spot check to notice the *light* come into being, granting them a partial action before the device appears.

Tactics: If combat breaks out, the first thing Peduncle does is order the party to stop and then hold an action to activate Turmoil Mode (which turns it into the trap indicated below) if they continue attacking him.

The gnome has already put some of his daily spell allotment into the *Incomprehensible* (reflected in the below stats). As of the beginning of combat, the device has 2 hours and 20 minutes of operation time left before the spell furnace must be refilled. Given this, the *Incomprehensible* could only function in Turmoil Mode for 4 rounds before the furnace shuts down.

Once Turmoil Mode is engaged, Peduncle exits the device through the top hatch and attacks the adventurers with spell and whip. Once outside, he casts *slow* on the party, then *haste* on himself. Each subsequent round, he uses his extra action to attack with either his whip or dagger. After casting *haste*, Peduncle's tactics change depending on the party. If a spellcaster is giving him trouble, he targets them with *sound burst*, but if it looks like a foe is going to enter the reach of the *Incomprehensible's* claws, he either casts *hold person* on that opponent or holds an action to do so as soon as the adventurer gets close enough.

He is aware that using his whip provokes attacks of opportunity, so he uses it only when he's not threatened. Note that, although the gnome can reach up to 15 feet away with his whip, he doesn't threaten any squares and can use the whip against any target within his reach. Although the whip won't deal its nonlethal damage to foes with an armor bonus of +1 or higher (or foes with a natural armor bonus of +3 or higher), it will still inflict its cold damage. He tries to disarm any heroes who get close to him. Peduncle has a total +18 on his disarm roll, plus or minus relative size modifiers.

When/if Turmoil Mode shuts off, the *Incomprehensible* will have 20 minutes of functionality left. That is Peduncle's cue to retreat. He opens the hatch and ducks inside (a move action that provokes attacks of opportunity) and walks the device into the pool, taking it to his underwater home.

The gnome does not pursue any fleeing opponents, and will not surrender, although, as noted above, he retreats if Turmoil Mode shuts off. He also retreats if reduced to 10 or fewer hit points (preferring to use his cure spells in safety).

***Incomprehensible (Mark I)* Turmoil Mode:** CR 7; mechanical; event trigger (flipping red switch); automatic reset; Atk +20 melee (3d6+10, claw); multiple targets (1d3 claws to all within 5 ft. of device); Search DC 15; Disable Device DC 30.

Peduncle Hilspek, old gnome Brd9/Exp6: CR 12; Small humanoid (gnome); HD 15d6+15; hp 81; Init –1; Spd 20 ft.; AC 17, touch 12, flat-footed 17; Base

Atk +10; Grp +5; Atk +*2 frost whip* +12 melee (1d2+1 nonlethal plus 1d6 frost) or masterwork dagger +11 melee (1d3-1/19-20); Full Atk +*2 frost whip* +12/+7 melee (1d2+1 nonlethal plus 1d6 frost) or masterwork dagger +11/+6 melee (1d3-1/19-20); Space/Reach 5 ft./5 ft. (15 ft. with whip); SA spell-like abilities; SQ Bardic knowledge +13, countersong 9/day, *fascinate* 9/day, gnome traits, inspire competence 9/day, inspire courage 9/day (+2), inspire greatness 9/day, low-light vision, *suggestion*; AL N; SV Fort +8, Ref +9, Will +13; Str 9, Dex 9, Con 12, Int 15, Wis 10, Cha 18.

Skill and Feats: Appraise +2 (+4 stone items), Balance +9, Bluff +16, Concentration +13, Craft (alchemy) +4, Craft (stonemasonry) +20, Diplomacy +6, Disguise +4 (+6 acting), Hide +3, Intimidate +6, Knowledge (architecture and engineering) +20, Knowledge (history) +20, Listen +14, Perform (string instruments) +16, Search +2 (+4 secret doors), Speak Language (Undercommon), Swim +17, Use Magic Device +16; Combat Expertise, Endurance, Great Fortitude, Improved Disarm, Iron Will, Lightning Reflexes.

Spell-Like Abilities: 1/day – *dancing lights, ghost sound, prestidigitation, speak with animals* (burrowing mammal only, duration 1 minute). Caster level 1st.

Spells Known (2/0/4/3 [normally 3/4/4/3]; DC 14 + spell level): 0 – *dancing lights, detect magic, ghost sound, light, read magic, summon instrument*; 1st – *alarm, cure light wounds, grease, lesser confusion*; 2nd – *cure moderate wounds, hold person, silence, sound burst*; 3rd – *cure serious wounds, haste, slow*.

Possessions: +2 studded leather armor, +2 whip of frost, masterwork dagger, *ring of protection +2, ring of sustenance.*

Languages: Common, Elven, Gnome, Undercommon.

Area 9C-3 – Bug's Lair (EL 9): As the party approaches this area, read or paraphrase the following:

The shore broadens a bit and then terminates against the grotto wall. You seem a teeming mass of beetles, some trundling along in the shore's dark clay, others diving or surfacing in the pool itself. Most of them are the size of a large dog, but two rival a horse in scale. Their chitin is dark brown, with reddish tinges along the contours, and their rear legs resemble paddles.

Development: These beetles live by hunting fish and other insects in and around the grotto. Peduncle also feeds them (see area 9C-6), and depends on them to keep the air fresh in his underwater home. The smaller vermin won't attack unless the party gets within 10 feet of them, but the larger ones are more aggressive, and they will attack as soon as another creature is within 30 feet.

Tactics: As soon as one beetle attacks and wounds a hero, the rest of the insects will attack. They will move toward the party by land and sea, preferring to attack victims who are already wounded. If no wounded targets are available, or if there is no more room around a wounded target, they will attack the closest adventurer available.

The *Incomprehensible (Mark I)*

Eight hundred and sixty years ago, when the legendary explorer Elbertus "Hazard" Haversham decided to explore the depths of the Lirean Sea, he commissioned the Clockwork Academy (see level 4A) to construct a vessel that would walk along the sea's floor. He left the exact details of the vehicle's construction to the engineers, and they produced for him the *Incomprehensible*, a saucer-shaped metal shell powered by a spell furnace. The device was designed for a crew of two: one human-sized seat faces the glass foreplate (intended for Elbertus himself to serve as navigator) and the other seat, this one gnome-sized, is where the pilot's controls are located (intended for a Clockwork Academy engineer).

The *Incomprehensible* survived several test journeys under lakes and rivers, but it did not return from its maiden voyage under the Lirean Sea. Clockwork Academy engineers speculated that the glass foreplate may have buckled under the pressure, or that the device should have been better armed. In any case, the marvel was never seen again.

Unknown to the world, the gnomes had created and maintained a working prototype, the *Incomprehensible (Mark I)*. It was kept as a study piece until the day the orcs and giants took back Castle Whiterock. Two engineers tried to escape in the device, but their inexperience with its controls killed them and the prototype was lost.

A DC 20 Knowledge (history) or bardic knowledge check will know the information in the first two paragraphs, while a DC 30 check would know the information in the third paragraph.

If you would like more detail on this unique device, see Appendix E.

If a hero goes unconscious during the combat (reaching negative hit points), 1d4-1 of the beetles attacking that adventurer will continue attacking him (in other words, the vermin will eat him), making this confrontation more lethal than many others.

Once they start fighting, the beetles will not stop unless they are physically unable to reach their prey.

Giant Predaceous Diving Beetles (6): CR 2; Medium vermin (aquatic); HD 4d8+12; hp 30 each; Init +2; Spd 20 ft., swim 40 ft.; AC 18, touch 12, flat-footed 16; Base Atk +3; Grp +5; Atk/Full Atk bite +5 melee (2d4+3 plus poison/19-20); SA Augmented critical, poison; SQ Air bubble, darkvision 60 ft., vermin traits; AL N; SV Fort +7, Ref +3, Will +1; Str 15, Dex 14, Con 16, Int –, Wis 10, Cha 7.

Skill and Feats: Hide +10, Swim +14.

SA – Augmented Critical (Ex): A giant predaceous diving beetle's razor-sharp mandibles threaten a critical on a roll of 19-20.

Poison (Ex): Injury, Fortitude DC 15, initial/secondary damage 1d3 Dex.

SQ – Air Bubble (Ex): When a giant predaceous diving beetle dives, it carries an air bubble under its carapace that provides 30 minutes of fresh, breathable air for a single Medium creature. With a successful Survival check (DC 20), the air bubble from a dead beetle can be "harvested" and used by another creature.

Advanced Giant Predaceous Diving Beetles (2): CR 4; Large vermin (aquatic); HD 8d8+40; hp 85, 70; Init +1; Spd 20 ft., swim 40 ft.; AC 18, touch 10, flat-footed 18; Base Atk +6; Grp +17; Atk/Full Atk bite +5 melee (2d6+10 plus poison/19-20); SA Augmented critical, poison; SQ Air bubble, darkvision 60 ft., vermin traits; AL N; SV Fort +11, Ref +3, Will +2; Str 24, Dex 12, Con 20, Int –, Wis 10, Cha 7.

Skill and Feats: Hide +5, Swim +19.

SA – Augmented Critical (Ex): An advanced giant predaceous diving beetle's razor-sharp mandibles threaten a critical on a roll of 19-20.

Poison (Ex): Injury, Fortitude DC 19, initial/secondary damage 1d3 Dex.

SQ – Air Bubble (Ex): When an advanced giant predaceous diving beetle dives, it carries an air bubble under its carapace that provides 30 minutes of fresh, breathable air for a single Large creature. With a successful Survival check (DC 20), the air bubble from a dead beetle can be "harvested" and used by another creature.

Area 9C-4 – Below (EL 10): The water is only slightly colder than the ambient temperature of the cave, and has a slight mineral flavor. It is considered calm water for the purpose of Swim checks, but murky; visibility is limited to 1d8x10 feet. A casual glance will notice small schools of fish darting about.

A pride of undead sea cats lurks on the bottom of the pool. When the first one makes its appearance, read or paraphrase the following:

A monster with a scaled feline's forebody and a fish's tail swims through the murky water at you. It is clear that this is carrion made reanimate by fell magic: One of the wretch's eye sockets is empty, trailing the ruined orb by its stalk, and its left shoulder has been flensed of flesh. It gapes its jaw as if to roar, but no bubbles issue forth for it has long since stopped breathing.

Development: A young necromancer dropped these zombies into the caldera long ago as part of her experiments with how marine life "took" to being reanimated. After her research was concluded, she abandoned the zombies with the following instructions: *Attack any creature wearing armor*. The zombies are scattered all over the area, and will investigate any thrashing (such as a battle in the surf, possibly area 9C-3); prolonged fighting will draw more.

Located at the underwater position marked X on the map is a magical cap made of bone (see sidebar).

Tactics: The zombie sea cats do not travel in a pack. When this encounter begins, it is because 1d3 of them are investigating a disturbance in the water (simply swimming on the surface counts). As stated above, they were ordered to attack only armored, living creatures. They interpret this as any non-natural armor, and so do not strike out at the giant beetles or any of the fish, but they will lock on targets in armor, even something as simple as padded armor.

The zombie sea cats swim straight for their targets, charging if they can. If possible, one zombie will attack one adventurer, and they will only double up if they outnumber heroes they can detect.

Starting on round 3 of combat, 1d2 more zombie sea cats will arrive (just place them on the initiative of the others). This continues until all six are in the fray.

The zombie sea cats will defend themselves against any creature that attacks them, regardless of what they're wearing, but they aren't smart enough to connect spells with casters unless there is an obvious, visual effect involved.

For example, a zombie sea cat would not identify a bard casting *sound burst* because there is no visual link between the bard and the spell's effect, but they would connect a wizard casting a ray, *lightning bolt*, or throwing the bead of a *fireball* to the spell's effect, and attack the wizard. If a spell's description

or flavor text does not mention a visual link, assume there is not one.

The zombie sea cats will fight to their destruction, and will pursue fleeing opponents as best they can, even chasing them onto land. They will continue pursuit as long as they have sight of them; should they lose visual contact, they return to the pool.

Advanced Zombie Sea Cats (6): CR 4; Large undead; HD 16d12+3; hp 125, 121, 110, 101, 101, 78; Init +0; Spd 10 ft., swim 40 ft.; AC 20, touch 9, flat-footed 20; Base Atk +8; Grp +18; Atk/Full Atk claw +13 melee (1d6+6) or bite +13 melee (1d8+3); Space/Reach 10 ft./5 ft.; SA –; SQ Damage reduction 5/slashing, darkvision 60 ft., single actions only, undead traits; AL NE; SV Fort +5, Ref +5, Will +10; Str 22, Dex 10, Con –, Int –, Wis 10, Cha 1.

Skills and Feats: Swim +14; Toughness.

SQ – Single Actions Only (Ex): Zombies have poor reflexes and can only perform a single move action or attack action each round. A zombie can move up to its speed and attack in the same round, but only if it attempts a charge.

Area 9C-5 – This Old Cabin (EL 6): As the party approaches this area, read or paraphrase the following:

A small hovel made from found materials in this grotto leans precariously against the stone wall. It looks decidedly unsafe to explore, and the entrance is slightly less than four feet high.

The interior of the cabin, which is really just a shell at this point, has scattered stones and a few fish bones. Buried under a stone (Search DC 18) is a small leather sack tied with some rope. The sack contains Peduncle's material wealth, but the rope is actually attached to a weak spot in the cabin's wall. Picking up the sack pulls the rope, which triggers the trap. Part of the wall will collapse, dropping rubble on the square with the sack.

Development: Peduncle made this crude cabin when he first settled here. Repeated attacks by drow spider riders from level 9B, as well as intrusions by other subterranean dwellers, convinced him he needed different accommodations. Observing the behavior of the giant predaceous diving beetles, he struck upon the idea of living under the pool, and set about building his new cabin (area 9C-6).

Falling Rubble Trap: CR 6; touch trigger; repair reset; Atk +20 melee (8d6, rubble); Search DC 30; Disable Device DC 10.

Peduncle's Stash, Part I: Peduncle's share of the coins collected by the Fellowship of the Humbled Hen was 5,722 gp. It's all there, as well as some pretty shells (worthless) and a fake ruby (also worthless).

Area 9C-6 – Air Bubbles (EL 7): A DC 19 Spot check made from the surface near here will notice bubbles breaking the surface on a semi-regular basis. When the party can see the underwater cottage, read or paraphrase the following:

A wondrous cottage nestles on the muddy floor of this pool. Miniscule in scale, it seems to be constructed of pebbles and clay. You see one of the diving beetles crawling inside through a downturned opening in the wall, like a spigot.

The floor of the underwater cabin is made of hard-packed mud, and it smells like body odor. The walls are airtight (but fragile) fusions of stone, clay, and magic. The ceiling is only 5 feet high in here, just

The *Skullcap of Umgoot*

This helmet, after being stolen from Koborth's Tomb (level 10A), ended up getting traded to a foolish orc who died after entering the submerged ruins of Castle Whiterock (level 5). It eventually found its way here. Peduncle is aware of the skull, but thinks nothing of it.

The cap is bone, made from the skull of a saber-tooth tiger, and is decorated with fierce paintings of orcs.

Any non-orc suffers 2 points of Intelligence damage so long as they wear it, but gains a +2 bonus to AC. Any orcs or half-orcs gain the bonus to AC, but do not suffer the Intelligence damage.

Additionally, if the orc or half-orc has a Wisdom of 11 or greater, he or she can cast spells as a 1st-level adept (or, if they already have adept levels, they may cast spells as an adept of one level higher). Orcs or half-orcs lacking the prerequisite Wisdom do not gain this benefit.

Returning this item to Elweiss (area 10A-2) completes part of the "Spoils of War" sub-quest. See level 10A for information about this item.

Strong abjuration; CL 12.

enough so most Medium creatures would have to squeeze. Area 9C-6c is lit by Peduncle's *everburning torch*, the only light normally available in this area, although Peduncle will cast *light* if entertaining guests.

Development: After observing how the beetles stored air in their carapace, Peduncle decided to build himself an underwater cabin so he would be even safer from invaders. He lures the beetles into area 9C-6a with dead fish, then he coaxes from them most of their air, which rises through the structure, eventually exiting through tubes in the ceiling, leading to the bubbles seen from the surface.

If the party has been friendly with Peduncle, he will invite them below, although he advises them that only one or two can visit at a time, and that they should be careful not to touch the walls. He also laments that he has no food or drink to offer them; he does not need such things, thanks to his magic ring.

He uses area 9C-6b as a workspace. His broken-down mandolin is here, and several colorful stones are arranged in the floor in a spiral pattern. Area 9C-6c is where Peduncle keeps his dirty clothing. Finally, area 9C-6d has a crude bed, chair, and table all made from smoothed stone. Peduncle has used the same winter blanket for the last several years, and it stinks.

Meet the Beetles: There are three diving beetles scattered between areas 9C-6a and 9C-6b. If Peduncle has allied himself with the party, he will send the vermin away with a peculiar clacking noise made with a *ghost sound* spell (which he will claim he cannot teach the party). If attacked, the beetles attempt to flee but will fight back if the adventurers are blocking the exit.

Reckless Combat: At the end of each round of combat in this area, there is a cumulative 10% chance that the entire structure will collapse, turning it into an underwater falling rubble hazard (see below); Peduncle didn't make it to withstand vigorous motion or thrashing.

Peduncle's Stash, Part II: arcane scroll (*disguise self, eagle's splendor, fox's cunning*) (CL 3rd), *wand of hold person* (CL 5th; 21 charges), *wand of delay poison* (CL 3rd; 19 charges), *potion of owl's wisdom* (CL 3rd), *salve of slipperiness*. There is also a non-magical necklace with a steel medallion depicting a hen bowing before a man in a jester's cap. A DC 30 Knowledge (nobility and royalty) or bardic knowledge check will recognize the device as belonging to the Fellowship of the Humbled Hen.

Tactics: The giant beetles attack any party members between them and the exit. If they have a clear path to the exit, they flee combat. If cornered, they fight to the death.

Giant Predaceous Diving Beetles (3): CR 2; Medium vermin (aquatic); HD 4d8+12; hp 30 each; Init +2; Spd 20 ft., swim 40 ft.; AC 18, touch 12, flat-footed 16; Base Atk +3; Grp +5; Atk/Full Atk bite +5 melee (2d4+3 plus poison/19-20); SA Augmented critical, poison; SQ Air bubble, darkvision 60 ft., vermin traits; AL N; SV Fort +7, Ref +3, Will +1; Str 15, Dex 14, Con 16, Int –, Wis 10, Cha 7.

Skill and Feats: Hide +10, Swim +14.

SA – Augmented Critical (Ex): A giant predaceous diving beetle's razor-sharp mandibles threaten a critical on a roll of 19-20.

Poison (Ex): Injury, Fortitude DC 15, initial/secondary damage 1d3 Dex.

SQ – Air Bubble (Ex): When a giant predaceous diving beetle dives, it carries an air bubble under its carapace that provides 30 minutes of fresh, breathable air for a single Medium creature. With a successful Survival check (DC 20), the air bubble from a dead beetle can be "harvested" and used by another creature.

Underwater Falling Rubble Hazard: CR 4; event trigger (violent action in the underwater cabin); repair reset; Atk +10 melee (2d6, rubble; creatures struck by rubble must make DC 15 Reflex save or be pinned); Search DC n/a; Disable Device DC n/a.

Any creature stuck by falling rubble must make a DC 15 Reflex save or be pinned beneath it, taking 1d6 points of nonlethal damage per minute while pinned. If a character falls unconscious, she must make a DC 15 Constitution check or take 1d6 points of lethal damage each minute until freed or dead. This is in addition to possibly drowning in the collapsed underwater cabin.

It requires a DC 20 Strength check to free a pinned creature. A pinned creature may not take 20 on the check, but an unpinned ally can. Each failed attempt shifts the rubble, inflicting an additional 1d4 points of damage to the pinned creature.

Bonus Rewards

Using nonviolent means to dissuade Peduncle Hilspek from attacking the party is worth a bonus 200 experience points to each PC in addition to the standard reward earned for "overcoming" the encounter; the gnome is not wicked, he's just confused and solitary by nature.

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 10:
THE BLEAK THEATER

Level Summary

The road from the Immense Cavern leads to an underground complex. Originally built by drow, the grim duergar now rule this coliseum. The party must pass through here to descend further into the depths of Castle Whiterock, but the duergar are not likely to let them by without a challenge.

Game Master's Section

Scaling Information

"The Bleak Theater" is a level of *Castle Whiterock* designed for 4-6 characters of 10th level, but it can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or less than 10th level): Remove two duergar ushers and one bouncer from area 10-1, and halve the number of each creature in area 10-2. Remove the two stagehands from area 10-13 and the two grimlock barbarians from area 10-18. Halve the number of creatures in area 10-18. In area 10-28, remove the usher captain, one of the ushers, and one of the drow initiates, but give the last drow initiate and additional two cleric levels. Remove two class levels from the derro sorcerer and remove the fiendish advanced polar bear from area 10-31. In area 10-37, remove two class levels each from the drow, and remove the *glyph of warding* trap. For area 10-38, replace the bouncer elite with regular bouncers, and replace the senior wizard with a junior wizard. In area 10-39, remove two class levels from The Impresario. Finally, in area 10-41, remove the junior wizard and the flesh golem.

Creatures removed are still viable opponents in the Bleak Theater.

Stronger parties (7 or more characters, or higher than 10th level): Add a duergar bouncer to areas 10-1, 10-13, and 10-41. Add a duergar junior wizard to area 10-2 and area 10-24. Add one adept level to the middle-aged grimlock in area 10-18. Give the drow initiates in area 10-28 an additional two cleric levels apiece, and add two class levels to the derro rogue in area 10-31. Add a drow initiate to area 10-37, and a trained tiger each to areas 10-38 and 10-40.

Encounter Table

Loc	Pg	Type	Encounter	EL
10-1	301	C	3 duergar ushers, Grd6 2 duergar bouncers, War6 Duergar junior wizard, Wiz5	11
10-2	303	C	2 owlbears 2 tigers 2 rhinoceros 2 young white dragons 2 duergar stagehands, Exp6	11
10-5	307	C	Advanced bodak	10
10-9	309	C	Razor boar	10
10-10	309	C	Roper	12
10-12	310	C	4 advanced gricks	8
10-13	311	C	*Minia*, human Rng10 2 duergar stagehands, Exp6	11
10-18	312	C	2 Slaughter-Painted-Skull grimlocks, Bbn5; Middle-aged grimlock, Adp9	11
10-24	315	C	2 ettins, War5 2 duergar stagehands, Exp6	13
10-28	318	C	Duergar usher captain, Grd8 2 duergar ushers, Grd6 2 drow initiates, Clr3 Advanced rust monster	11
10-30	320	T	Insanity mist with *alarm* trap	9
10-31	321	C/T	Derro Rog3 Derro Sor5 Fiendish advanced polar bear *Cloudkill* trap	11
10-36	324	T	*Destruction* trap	8
10-37	325	C/T	*Ambassador Geviss Ereluc*, drow Wiz11 *Liaa Ereluc*, drow Clr9 *Glyph of warding* (blast) trap	13
10-38	328	C	2 duergar bouncer elite, Ftr7 Duergar senior wizard, Wiz7 *Grime*, dust mephit Brd5	12
10-39	330	C	*Impresario*, duergar Rog11 *Fettuh*, xill Ftr2	13
10-41	332	C	Duergar bouncer, War6 Duergar junior wizard, Wiz5 Advanced flesh golem *Asarkus*, advanced manticore	11

Background Story

When drow House Forlorna was at the zenith of its power, its reach stretched into the caves beneath Castle Whiterock, where they built a small outpost called Nalas Div (level 9B) and an arena for blood sport and sacrifice. Just over 640 years ago, however, the Company of the Black Osprey crushed the drow's power base in Nalas Div and scattered the degenerates at the arena.

The dwarves of the Deepearth Mining Interests found the ruins of the arena abandoned when they sought mithril deposits in the lower caverns, as did the duergar who came afterward. Vitr Vejik, the duergar leader, saw an opportunity: He would restore the arena, offering blood sport and slave trade. He also envisioned that the arena would be a place where the surface world and Underdeep would meet to broker arrangements, with his proxies as mediators. In this way, he not only hoped to have inside information on powerful alliances made between the two worlds, but he could interject his own terms. Vitr ordered the arena restored and had a fortress, Narborg, built to defend it from attack from the Underdeep (levels 11 and 11A).

His descendants have seen his plans come to fruition, and in unscrupulous circles the Bleak Theater is known as a neutral ground for the making of dark deals. The current Thane of Narborg, Hrolad Vejik, wields a great deal of diplomatic, economic, and military power thanks to the vision of his grandfather and the hard work of his father, Feigr, whom he killed to become thane.

The Bleak Theater is administered by a duergar with an uncharacteristic flair for the dramatic. Known only as "The Impresario," he has expanded the arena's repertoire by adding more exciting battles and hosting special tournaments, most notably the Tower Tournament, the prize for which is a year's ownership of Tournament Tower, which has a grand view of the arena and a small suite. For the last five years, drow House Ereluc has won the Tower Tournament, and old Geviss Ereluc has taken up seemingly permanent residence in his suite.

At the time the party is in Castle Whiterock, the tournament season is over, and the Bleak Theater is used primarily as a slave auction house and for occasional "preseason" fights. Consequently, only a skeleton crew of duergar and hirelings are operating the arena.

Playing the Bleak Theater: There are roughly three ways that the party can approach this level. First, they can assault it as if it were any other dungeon. Second, they could peacefully navigate the level through stealth or guile. Third, they could be brought here as slaves and try to escape.

As much as possible, the Bleak Theater was written to

accommodate all three possibilities. GMs are strongly encouraged to paraphrase read-aloud text to suit the situation. Similarly, several of the NPCs have been given motivations and role-playing notes in case the party should interact with them peacefully. Named NPCs are located where they are most likely to be encountered, but they are not static. If, for example, the party peacefully stays in the Bleak Theater for a time, they could see Geviss Ereluc walking around the balcony, Minia training beasts in the arena floor, or Fettuh inspecting security.

Getting Captured: Most duergar ushers and stagehands have the ability (and orders) to capture intruders. If the party is taken alive, they will be put in area 10-6, and their gear placed in the Upper Armory (area 10-23).

The duergar remove any spell components, holy symbols, and spellbooks. This means most spellcasters won't be able to use their magic, and some won't be able to gain new spells each day. If the duergar are able to determine that a PC is a spellcaster (usually by finding spell components on them), they make that adventurer put on a *spellseal ring* (see Appendix D).

Any spellcaster who proves problematic is simply slain out of hand.

Additionally, the duergar make a practice of collecting hair and/or nail samples from captives as part of the thane's contingency plan for escapees (see Consequences below).

Interrogation: The duergar who operate the Bleak Theater are the personal army of The Impresario, mercenaries hired for their specific skills, but only owing loyalty to coin. Any duergar who are captured and treated well will be amenable to bartering information for treasure or release. If, however, the party attempts to bully them or torture them, they will resist unto death. Any given duergar knows 1d3 bits of the information presented below:

- where all keys are located
- that a dwarf is imprisoned in the Thane's Tower
- that the drow trap their doors
- that the vacationing tenant's door is trapped
- that The Impresario is visiting with a "bug-man" warrior
- that the derro tenants have a "crazy bear"
- where the party's belongings are (if applicable)
- which levers operate which portcullises

All duergar know that this place is called the Bleak Theater, and that it is a coliseum and slave arena administered by The Impresario at the command of the Thane of Narborg, Hrolad Vejik. They would also know that Narborg is a fortress down below, barring entrance from the Underdeep. At the GM's discretion, a duergar may know more or less information, or other tidbits.

Named NPCs, the derro, and the grimlocks will not talk. The roper will only say that it is hungry and then try to eat the party.

On Alert: If the party manages to escape the Bleak Theater, or if they assault it and subsequently leave, The Impresario (if he's still alive) will organize a defense for the next 24 hours. This results in the following changes to the level:

- All loose keys (except Minia's hidden key in area 10-7) will be relocated to the usher captain in area 10-28 (if he's still alive) or The Impresario.
- Duergar consider all unescorted humanoids (except the derro, drow, and grimlocks already found here) invaders and attack on sight.
- Place two duergar bouncers in areas 10-17, 10-26, and 10-24. These represent reinforcements from Narborg and are only present while the arena is on alert.
- If the duergar in area 10-1 and 10-28 are slain, repopulate that area with a junior wizard and two bouncer elite. These represent reinforcements from Narborg and remain after the Theater goes off alert status, but are not themselves replaced if later slain.
- Relocate the occupants of area 10-13 to area 10-7.
- If the party has left behind equipment in area 10-23, the GM should distribute it as they see fit among the remaining defenders. This equipment is only in use while the arena is on alert, and is returned later.

If The Impresario is dead, however, the Theater is evacuated to a location in the Underdeep beyond the Lightless Gate (level 11A). The Theater's remaining material wealth and magic items (except for area 10-20) will go with the evacuees. See also Consequences, at the end of this level, for further information on the thane's reaction to the death of The Impresario and/or the sacking of the Bleak Theater.

A Night at the Theater: A normal party will never fight several of the creatures found on this level; many of them are locked in their cages. Their stats are provided, however, in case the party ends up captured and is forced to fight in the arena for the pleasure of the Underdeep patrons of the Bleak Theater.

Most of the details concerning an actual fight are provided in area 10-25. A list of Bleak Theater opponents is provided at the end of this level. GMs are encouraged

to mix and match creatures to provide appropriate arena fights for the party, and should feel free to add monsters of their choosing.

Although the duergar don't really hold to the concepts of honor or fair play, they like a good fight, so most battles in the arena are evenly matched – "most," that is. If the duergar handicap the party in some way, the GM should consider awarding up to 10% additional XP for the encounter.

The party will not likely be given their own equipment when fighting in the arena; the duergar typically hand out masterwork weapons from the lower armory (area 10-15). Their personal equipment will be stripped from them and placed in the upper armory (area 10-23).

When a spellcaster is led to the arena to fight, he is given his spell components back, minus any that the Master Wizard (see area 12-18) decides could be used to escape. Wizards are allowed to memorize spells under the watchful eye of the Master Wizard.

It is unlikely the party would be forced to fight in the Bleak Theater for very long. The GM has two tools for getting the party out in case they cannot do so unaided: Brandis (area 10-6) and Liaa Ereluc (area 10-37).

Levers Everywhere: This level has a profusion of levers that operate a variety of portcullises. Referring to the map, each portcullis is marked with a letter, A-Y. Nearby should be a corresponding lever that operates (raises or lowers) that portcullis.

Operating any of the levers requires a DC 10 Strength check made as a standard action.

Adjudicating Tower Shields: The duergar bouncers on this level make use of tower shields. These shields have the ability to create personal cover for their bearer that follows some unusual rules.

When one of the bouncers uses his tower shield, he draws an imaginary line across one edge of his space. That represents the shield, and attacks made through that line grant the duergar total cover, while attacks that enter through a corner of that line grant cover. An attack that originates from the flank or rear of that line are unaffected by the tower shield. Once determined, the line's location on the creature's space is static until the character's next action.

This works in reverse if the duergar wishes to make an attack of opportunity; targets across the line or through its corners have cover relative to him, so he cannot make any attacks of opportunity. He can make attacks of opportunity normally against targets to the flank or rear of that line.

The cover granted by a tower shield is different from cover granted by, say, a low wall, in several ways. First, certain magical effects can target the shield, thus targeting the dwarf. Second, bull rush, grapple, and snatch attacks are conducted normally.

The duergar can move while claiming cover from a tower shield. Check for each threatened square exited to see if the threatening creature can execute an attack of opportunity against the duergar; remember that the orientation of the tower shield's line does not change.

Fish in a Barrel: Several of the creatures on this level are kept in cells behind padlocked portcullises. Some players may think this is an easy opportunity, but GMs should not award XP for slaughtering monsters that cannot defend themselves. This level was calculated to provide ample XP for 10th-level characters without resorting to such low tactics.

The Thane's Mark: All weapons and armor used by duergar or Minia on this level (except the *Thrice-Cursed Blade*) are stamped or engraved with a crown of knucklebones and fangs beneath a stylized mountain, vaguely recognizable as the one upon which stands Castle Whiterock. A DC 30 Knowledge (nobility) check would recognize the symbol as belonging to the Thane of Narborg, a duergar fortress rumored to be in the area.

All weapons and armor in the armories (except items that belonged to the adventurers or Fettuh) are similarly marked.

Areas of the Map

The large complex was built around what once was a natural amphitheater. Most of the walls are stone; some areas have masonry walls (the statistics for those walls are provided in the appropriate areas).

Stone Wall: 5 ft. thick, hardness 8, 900 hp, Break DC 50.

Unless otherwise stated, there are no light sources found on this level and all ceilings are 10 feet high. Unless otherwise noted, all doors are made of iron and have the following statistics:

Iron Door: 2 in. thick, hardness 10, 60 hp, Break DC 28.

Portcullises and bars seal off several locations in the Bleak Theater. All portcullises rise from the floor using pneumatic pressure. Use the same statistics for both kinds of barriers, but only a portcullis can be forcibly lowered with a Strength check.

Portcullis/Bars: 2 in. thick, hardness 10, 60 hp, Break DC 28, DC 30 Strength check to forcibly lower.

Unless stated otherwise, all doors, pillars, and walls are unadorned.

Area 10-1 – Rear Entrance: As the party approaches this area, read or paraphrase the following:

The well-made stairs eventually reach a landing, and the passage narrows as it makes a sharp right turn.

A DC 3 Listen check will hear voices speaking in a rough language, Undercommon. They are discussing what spices to put in their dinner.

Alternately, if the party is being stealthy, call for Move Silently checks made against the Listen checks of the dwarves. If they hear a sound, they will start whispering tactics to each other (increasing the Listen DC to hear them speaking to 15, +1 per 10 feet of distance).

When the party can see the dwarves around the corner, read or paraphrase the following:

Six burly, bald dwarves in an assortment of equipment are standing in this area, apparently on guard. The closest two are in heavy armor and have tower shields, three in the middle are in much lighter, scale armor, and the last wears no armor, but clutches his staff reflexively.

These dwarves are standing in a spacious, rectangular room. Smooth stone pillars support the four corners, and two sets of double doors exit this area. The set straight ahead is about ten feet wide, while the set to the left is twice that.

Development: These duergar are guards placed here to either repel attack or collect tolls. They are instinctually distrustful of non-duergar dwarves and outright hostile to non-drow elves. The duergar are not immediately expecting a fight, however. If they see any non-drow elves in the party, their initial attitude is unfriendly, and if there are any duergar or drow in the party (or seem to be), their initial attitude is friendly; otherwise, these dwarves are indifferent.

If negotiations begin, the junior wizard will cast *detect thoughts* (considered good manners in duergar culture) while the ushers ask the party their business. If the party is peaceable and their stated business makes sense, the duergar will let them pass after levying a toll: 100 gp per head. If the Sense Motive checks of the guards or the spell of the junior wizard detects falsehood, the dwarves attack.

A DC 10 Listen check made here will hear a cacophony of growls, hisses, snorts, and curses in Undercommon coming from area 10-2. It should be clear that animals are in some distress beyond the door.

The door to area 10-2 is locked (Open Lock DC 30); both duergar ushers and The Impresario (area 10-39) have a key. Unless the party is making a delivery (see below), they will be barred from entering area 10-2, and attacked if they persist.

At all times, one bouncer will try to block the unlocked exit to area 10-17, and the other will keep himself interposed between the party and the junior wizard. They do this even if their attitude is improved to helpful.

Regardless of how the heroes gain entry to the Bleak Theater, if they do so peaceably the junior wizard will cast his *arcane mark* on one of the adventurers, which will indicate to the other wizards that these people can be afforded a tiny measure of trust.

Slave Delivery: If the party pretends to be slavers, they gain a +2 bonus to Bluff checks made to gain entrance to the Bleak Theater. The duergar, however, will check to see that any manacled or otherwise restrained “slaves” are secure – they’ve had problems in the past with poorly secured slaves running amok. If the “slaves” are not restrained, or are not secured very well, the duergar get to make another Sense Motive check against the party’s previous Bluff check, this time with a +4 bonus. As part of this process, the ushers will search the slaves for hidden or concealed weapons (see sidebar).

Tactics: If combat breaks out, both bouncers will

enlarge themselves and ready actions to take cover behind their tower shields if attacked in melee. Since they do this immediately before the would-be attacker uses his standard action to attack, the attacker retains that action. Note that, while readying this action (and even after taking it), the duergar still threaten their normal space (see Adjudicating Tower Shields, above).

In subsequent rounds, they either Power Attack for 2 points (if fighting foes they seem to be able to hit) or fight defensively (if in melee with heroes with hard-to-hit ACs).

The junior wizard will cast *fireball* as soon as he can do so without striking his allies; in the meantime, he targets whichever foe is closest to him with *acid arrow*. If threatened in melee, he fights defensively and uses *shocking grasp* alternating with *ray of enfeeblement.*

The ushers try to relieve pressure on either of the bouncers. If the junior wizard starts using *ray of enfeeblement*, they cast their nets at that hero. Note that their saps deal nonlethal damage.

If a particular adventurer looks weakened, the ushers will concentrate on that opponent while the bouncers move on to the rest of the party. The duergar will try to capture as many heroes as possible.

The prickly pride of dwarves commands that these duergar fight to the death. They will not pursue fleeing characters who leave this level.

Duergar Ushers, duergar Grd6 (3): CR 6; Medium humanoid (dwarf); HD 6d6+12; hp 32, 30, 23; Init +0; Spd 20 ft.; AC 16, touch 10, flat-footed 16; Base Atk +6; Grp +7; Atk masterwork sap +7 melee (1d6+1 nonlethal) or net +7 ranged touch (entangle); Full Atk masterwork sap +7/+2 melee (1d6+1 nonlethal) or net +7 ranged touch (entangle); SA Net, spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +7, Ref +2, Will +4; Str 13, Dex 11, Con 14, Int 10, Wis 10, Cha 4.

Skills and Feats: Appraise +0 (+2 metal and stone items), Diplomacy –1, Listen +12, Move Silently +0, Search +9, Spot +12, Survival +0 (+2 following tracks), Sense Motive +9; Alertness, Iron Will, Weapon Focus (net).

SA – Net: A net's maximum range is 10 feet. If you hit, the target is entangled. An entangled creature takes a –2 penalty on attack rolls and a –4 penalty on Dexterity, can move at only half speed, and cannot charge or run. If you control the trailing rope by succeeding on an opposed Strength check while holding it, the entangled creature can move only within the limits that the rope allows. If the entangled creature attempts to cast a spell, it must make a DC 15 Concentration check or be unable to cast the spell.

An entangled creature can escape with a DC 20 Escape Artist check (a full-round action). The net has 5 hit points and can be burst with a DC 25 Strength check (also a full-round action).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 12th); these abilities affect only the duergar and whatever it carries.

Possessions: Masterwork sap, net, masterwork scale mail, heavy steel shield, key to area 10-2, 2d12 gp.

Duergar Bouncers, duergar War6 (2): CR 6; Medium humanoid (dwarf); HD 6d8+12; hp 41, 38; Init +0; Spd 20 ft.; AC 20, touch 10, flat-footed 20; Base Atk +6; Grp +8; Atk masterwork battleaxe +10 melee (1d8+2/x3); Full Atk masterwork battleaxe +10/+5 melee (1d8+2/x3); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits, tower shield; AL LE; SV Fort +7, Ref +2, Will +1; Str 14, Dex 11, Con 14, Int 10, Wis 9, Cha 4.

Skills and Feats: Appraise +0 (+2 metal and stone items), Climb –2, Jump –8, Listen +0, Move Silently –9, Spot +0; Tower Shield Mastery, Power

Concealed Weapons

Contrary to popular conception, you can't hide a greatsword or a heavy crossbow in your cloak … or at least the rules don't support it.

You can, however, hide a small object (including a light weapon or an easily concealed ranged weapon, such as a dart, sling, or hand crossbow) on your body. Your Sleight of Hand check is opposed by the Spot check of anyone observing you or the Search check of anyone frisking you. In the latter case, the searcher gains a +4 bonus on the Search check, since it's generally easier to find such an object than to hide it. A dagger is easier to hide than most light weapons, and grants you a +2 bonus on your Sleight of Hand check to conceal it. An extraordinarily small object, such as a coin, shuriken, or ring, grants you a +4 bonus on your Sleight of Hand check to conceal it, and heavy or baggy clothing (such as a cloak) grants you a +2 bonus on the check.

Drawing a hidden weapon is a standard action and doesn't provoke an attack of opportunity. The Quick Draw feat, however, allows you to draw hidden weapons as a move action.

Attack, Weapon Focus (battleaxe).

SA – Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 12th); these abilities affect only the duergar and whatever it carries.

Tower Shield: As a standard action, it can be used to create a barrier that provides total cover. The shield does not provide cover against targeted spells.

Possessions: Masterwork battleaxe, masterwork banded mail, masterwork tower shield, 2d12 gp.

Duergar Junior Wizard, duergar Wiz5: CR 6; Medium humanoid (dwarf); HD 5d4+15; hp 27; Init +1; Spd 20 ft.; AC 13, touch 13, flat-footed 10; Base Atk +2; Grp +2; Atk/Full Atk masterwork quarterstaff +3 melee (1d6); SA Spells, spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +5, Ref +3, Will +6; Str 10, Dex 13, Con 16, Int 16, Wis 12, Cha 4.

Skills and Feats: Appraise +3 (+5 metal and stone items), Concentration +11, Decipher Script +11, Knowledge (arcana) +11, Knowledge (dungeoneering) +11, Listen +2, Move Silently +5, Spellcraft +13, Spot +2, Survival +1 (+3 underground); Scribe Scroll, Spell Focus (divination), Spell Focus (evocation), Spell Mastery (*detect thoughts, fireball*).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 10th); these abilities affect only the duergar and whatever it carries.

Spells Prepared (4/4/3/2; DC 13 + spell level, DC 14 + spell level for divination and evocation): 0 – *arcane mark, detect magic* (x2), *light*; 1st – *comprehend languages, ray of enfeeblement* (x2), *shocking grasp*; 2nd – *acid arrow* (x2), *detect thoughts*; 3rd – *arcane sight, fireball*.

Possessions: Masterwork quarterstaff, spellbook, *bracers of armor +2, cloak of resistance +1,* key to area 10-18, 2d20 pp.

Area 10-2 – Receiving Bay (EL 11): As the party approaches this area, read or paraphrase the following:

This large, oddly shaped room is crammed with large crates containing a pair each of rhinoceros, tiger, owlbear, and young white dragons. The bedlam they raise is only matched by the cursing of two arguing dwarves, each one pointing to a different sheet of paper with his mace.

The dwarves are in tight-fitting gray clothing with several pockets, and from each of their belts hangs a light crossbow and a collection of tools.

The crates block your view of the rear of the room, but immediately to the left is a large sets of double doors, while to the right is a giant portcullis aslant across a very wide hallway. Across the room is a single door.

Two lanterns hang from hooks on the wall, brightly illuminating this area. The beasts peer at you hungrily through the bars. Wooden planks, apparently once the reinforcing on the crates, are scattered all over the floor.

Development: Slaves, beasts, and supplies shipped to the Bleak Theater all eventually pass through this area, where this pair of cantankerous duergar sorts it all, assigning it to various empty areas of the arena. They are arguing about where to house this latest shipment of animals, a selection of breeding pairs brought in at The Impresario's request. The crates are blocking access to area 10-3 and the lift that leads to area 10-25. This lift is normally used to raise heavy objects to the arena floor (area 10-25).

Captured adventurers are initially brought here before being herded through areas 10-3 and 10-4 to area 10-6. This is where captives are processed

Duergar Junior Wizard's Spellbook

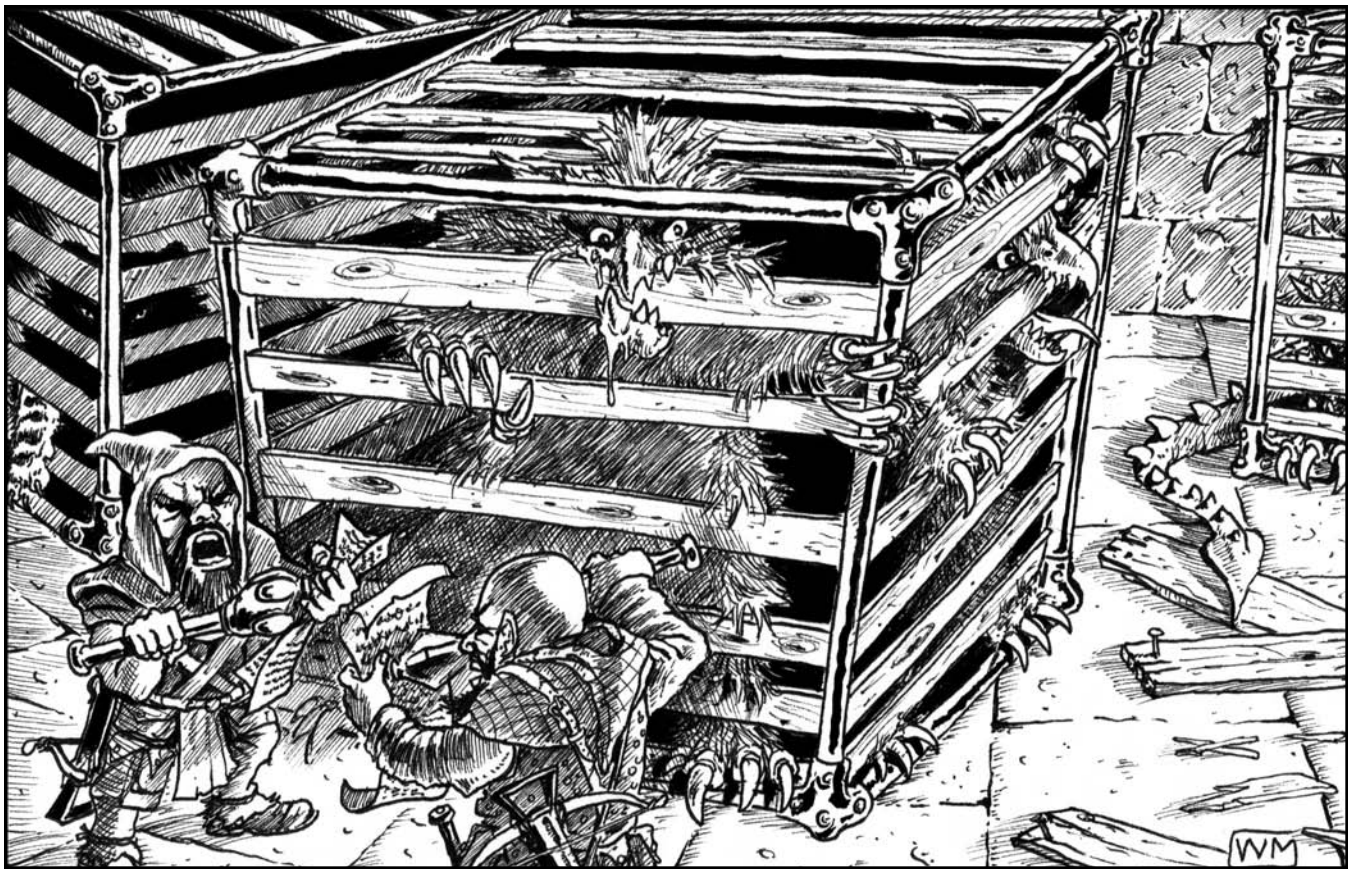
The duergar junior wizard has filled 42 pages of his spellbook with the following spells:

0 level – *acid splash, arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, message, open/close, prestidigitation, ray of frost, read magic, resistance, touch of fatigue*.

1st level – *alarm, cause fear, detect undead, erase, magic missile, ray of enfeeblement, shocking grasp.*

2nd level – *acid arrow, detect thoughts, protection from arrows, see invisibility*.

3rd level – *arcane sight, fireball*.



(see Getting Captured above). The duergar use lanterns because darkvision is limited to black and white, and they inspect slaves or beasts for discoloration and other signs of sickness as well as gathering accurate descriptions.

If the party is unaccompanied by other duergar, these stagehands will assume them to be invaders.

Wooden Crates: Each round of combat after first blood has been struck, the creatures attempt to break free. The rhinos, tigers, and owlbears will attempt to burst their crates, while the dragons will simply full attack theirs. Since the reinforcing has been stripped, each crate is treated as a simple wooden door:

Stripped Crate: Hardness 5, 10 hp, Break DC 13.

Watch Your Step: The wooden planks scattered about still have nails in them, which act similar to caltrops. Anyone who moves through a square at faster than half-speed has a 50% chance of encountering a nail.

If the creature (beast, duergar, or PC) encounters a nail, make an attack roll for the nail against that creature. It has a base attack of +0, and the creature's shield, armor, and deflection bonuses do not count. Creatures wearing footwear have a +2 to their AC.

Creatures struck by the nail take 1 point of damage, and their speed is reduced by half for 24 hours, until they receive a DC 15 Heal check or 1 point of magical healing. Charging or running creatures must immediately stop if they step on a nail.

Finally, anyone stepping on a nail must make a DC 12 Fortitude save or contract filth fever.

Assorted Goods: Other than the four crates (one for each pair), there are several items in this area, including four 10-foot poles, a spare crowbar, and two backpacks, one of which is actually a *handy haversack*. Inside the haversack is a platinum ring, actually a *spellseal ring*. The lanterns on the wall are hooded lanterns.

Tactics: When combat begins, one stagehand tries to open the tiger cage with his crowbar while the other attempts to push the tigers to attack the party with a Handle Animal check (DC 25) as a full-round action. The stagehands repeat this process with the rhinos, but not the owlbears or dragons.

Any creature they fail to push, or any creature that bursts its crate, will attack a random target among all potential targets, not including its mate. Additionally, the rhinos and tigers will not attack each other. Regardless of their initial target, the tigers and rhinos will always switch to whoever

struck them in melee last. The owlbears will pick a single target and attack it repeatedly.

The dragons will breathe their *cones of cold* in the first round they are free, targeting as many creatures as they can. In subsequent rounds, one will summon a *fog cloud* while the other attacks a humanoid (duergar or PC) at random. If presented with multiple targets, a dragon will divide its attacks among them all.

If pressed in combat, the stagehands use Combat Expertise for 4 points, and look to flee to area 10-8. Their eventual goal is to reach area 10-13, where they know Minia is located. If cornered, they fight to the death.

The beasts do likewise. No creature here will pursue a fleeing adventurer except the owlbears, who will chase a wounded character for a great distance if necessary.

Duergar Stagehands, duergar Exp6 (2): CR 6; Medium humanoid (dwarf); HD 6d6+12; hp 32, 30; Init +1; Spd 20 ft.; AC 14, touch 11, flat-footed 13; Base Atk +4; Grp +4; Atk/Full Atk masterwork light mace +5 melee (1d6) or masterwork dagger +5 melee (1d4/19-20) or masterwork light crossbow +6 ranged (1d8/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +4, Ref +3, Will +4; Str 10, Dex 12, Con 14, Int 13, Wis 9, Cha 4.

Skills and Feats: Appraise +1 (+3 metal, stone, and wood items), Balance +3, Climb +0 (+2 with ropes), Craft (woodworking) +10, Escape Artist +1 (+3 with ropes), Handle Animal +9, Jump –4, Knowledge (architecture) +10, Knowledge (dungeoneering) +10, Knowledge (nature) +10, Listen +0, Move Silently +5, Ride +3, Search +1 (+3 with secret doors), Spot +0, Survival –1 (+1 above ground, +1 underground), Tumble +10, Use Rope +10; Capture, Combat Expertise, Skill Focus (Handle Animal).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 12th); these abilities affect only the duergar and whatever it carries.

Possessions: Masterwork light mace, masterwork light crossbow, 20 bolts, masterwork studded leather, craftsman tools (hammers, nails, crude measuring twine, crowbar), 2d8 sp.

Rhinoceros (2): CR 4; Large animal; HD 8d8+40; hp 78, 60; Init +0; Spd 30 ft.; AC 16, touch 9, flat-footed 16; Base Atk +6; Grp +18; Atk/Full Atk gore +13 melee (2d6+12); Space/Reach 10 ft./5 ft.; SA Powerful charge; SQ Low-light vision; AL N; SV Fort +11, Ref +6, Will +3; Str 26, Dex 10, Con 21, Int 2, Wis 13, Cha 2.

Skills and Feats: Listen +14, Spot +3; Alertness, Endurance, Improved Natural Attack (gore).

SA – Powerful Charge (Ex): A rhinoceros deals 4d6+24 points of damage when it makes a charge.

Tigers (2): CR 4; Large animal; HD 6d8+18; hp 45, 35; Init +2; Spd 40 ft.; AC 14, touch 11, flat-footed 12; Base Atk +4; Grp +14; Atk claw +9 melee (1d8+6); Full Atk 2 claws +9 melee (1d8+6) and bite +4 melee (2d6+3); Space/Reach 10 ft./5 ft.; SA Improved grab, pounce, rake 1d8+3; SQ Low-light vision, scent; AL N; SV Fort +8, Ref +7, Will +3; Str 23, Dex 15, Con 17, Int 2, Wis 12, Cha 6.

Skills and Feats: Balance +6, Hide +3, Listen +3, Move Silently +9, Spot +3, Swim +11; Alertness, Improved Natural Attack (bite), Natural Attack (claw).

SA – Improved Grab (Ex): To use this ability, a tiger must hit with a claw or bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can rake.

Pounce (Ex): If a tiger charges a foe, it can make a full attack, including two rake attacks.

Rake (Ex): Attack bonus +9 melee, damage 1d8+3.

Spellseal Ring

This new cursed item is presented in Appendix D, but is summarized here for convenience:

This plain platinum band resembles a *ring of spell turning* upon every examination, but once put on, its true power is revealed.

A *spellseal ring* prevents its wearer from casting spells or using spell-completion items. The ring does not hinder spell-like abilities or supernatural abilities in any way.

Although the ring can easily be taken off, this effect lingers until the victim receives a *remove curse* spell followed by an *imbue with spell ability* spell. A DC 30 Knowledge (arcana) check would know the proper method for removing this ring's curse.

A character affected by a *spellseal ring* does not forget any spells prepared or memorized; she just can't cast them.

Owlbears (2): CR 4; Large magical beast; HD 5d10+25; hp 63, 56; Init +1; Spd 30 ft.; AC 15, touch 10, flat-footed 14; Base Atk +5; Grp +14; Atk claw +9 melee (1d6+5); Full Atk 2 claws +9 melee (1d6+5) and bite +4 melee (1d8+2); Space/Reach 10 ft./5 ft.; SA Improved grab; SQ Scent; AL N; SV Fort +9, Ref +5, Will +2; Str 21, Dex 12, Con 21, Int 2, Wis 12, Cha 10.

Skills and Feats: Listen +8, Spot +8; Alertness, Track.

SA – Improved Grab (Ex): To use this ability, an owlbear must hit with a claw attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

Young White Dragons (2): CR 4; Medium dragon (cold); HD 9d12+18; hp 75, 62; Init +4; Spd 60 ft., burrow 30 ft., fly 200 ft. (poor), swim 60 ft.; AC 18, touch 10, flat-footed 18; Base Atk +9; Grp +11; Atk bite +11 melee (2d6+2); Full Atk bite +11 melee (2d6+2) and 2 claws +6 melee (1d6+1) and 2 wings +6 melee (1d4+1); SA Breath weapon; SQ Darkvision 120 ft., icewalking, immunity to cold, sleep, and paralysis, low-light vision, vulnerability to fire; AL CE; SV Fort +8, Ref +6, Will +6; Str 15, Dex 10, Con 15, Int 6, Wis 11, Cha 6.

Skills and Feats: Hide +12, Intimidate +10, Move Silently+12, Swim +22; Flyby Attack, Improved Initiative, Improved Natural Attack (bite), Power Attack.

SA – Breath Weapon (Su): 30 ft. cone; 3d6 cold damage; DC 16 Reflex save half.

SQ – Icewalking (Ex): This ability works like the spider climb spell, but the surfaces the dragon climbs must be icy. It is always in effect.

Spell-Like Abilities: 3/day – *fog cloud*.

Area 10-3 – Slave Lift Operation: As the party approaches this area, read or paraphrase the following:

Two large capstans fill the center of this room, each with eight protruding spars. The wear on the stone around them tells of long hours of use.

One of the walls has several levers set into it. They are all unmarked and unlabeled. Three single doors exit this chamber, two in a corner and one opposite the levers.

In a small alcove is another lever, similarly unremarkable.

Development: The wheels are actually giant screws that operate the two slave lifts (areas 10-2 and 10-4). Rotating a screw requires a DC 20 Strength check; typically one duergar takes 10 on a Strength check to push it, while seven others each attempt to aid another, each contributing a +2 bonus. Only as many people can contribute as there are spars on a wheel. A full round spent rotating the wheel clockwise moves the appropriate lift up 5 feet, while the same amount of time rotating it counterclockwise lowers a lift 1 foot.

A lift needs to rise 10 feet to be on level with area 10-25, where they all terminate.

A keyring is hanging from lever "G"; a DC 15 Spot check or a DC 5 Search check would notice it. It has the keys to the areas 10-14 and 10-15.

See Levers Everywhere (above) for information on the levers.

The doors to areas 10-4 and 10-11 have slots in them about 5 feet off the ground. Adventurers can open the slots from this side to peer into the other areas.

Minia's Note: Although The Impresario would disapprove of it, Minia has finagled a spare key to the cells so she can check up on the slaves without having to wait for an available stagehand to let her in. The key was hidden in the grasp of a statue in area 10-8. Minia dropped a note that obliquely refers to the key's location. A DC 10 Search check finds the note crumpled into a ball and dropped on the floor. When they read it, give the players Handout Y, which reads as follows:

"Minia – the key you asked for is ready ... you should remember we are all in His hands…"

Area 10-4 – Slave Hall: As the party approaches this area, read or paraphrase the following:

This long corridor runs about 75 feet before ending in a portcullis. At the other end is a hallway that makes a sharp turn. Two other portcullises are set into one of the walls. You can see that one has been boarded over.

Development: Only two of the slave cells, A (area 10-5) and C (area 10-6), are occupied. In addition to being closed, each portcullis is locked with a padlock. The unoccupied cell is empty and smells strongly of sweat.

The duergar stagehands in area 10-13 carry the master key to these padlocks, as does The Impresario (area 10-39). A hidden, spare key is located in area 10-7.

Padlock: Hardness 15, 30 hp, Open Lock DC 30.

As was stated above, the portcullis to area 10-5 was boarded over. This was done to prevent the bodak from using its gaze attack to kill duergar. A

DC 11 Listen check made at the door will hear something pacing inside. If the DC achieved was 16 or better, the listener can tell the creature is bipedal and larger than man-sized.

Area 10-5 – Slave Cell A (EL 10): When the party sees the bodak, read or paraphrase the following:

An inhuman face stares into your own, white eyes set into a noseless, elongated skull. The man-shaped creature has gray flesh stretched over a spare frame.

Development: One of the final Tower Tournament rounds each year pits a team against a bodak. The Impresario is happy to use such undead because they are self-replicating and require no sustenance or exercise.

It is likely that, by removing the boards sealing its cell, the party will alert the bodak to their presence.

Tactics: The bodak is never stationary in combat, constantly shifting position to stay away from the party and give its gaze attack time to work. If it finds a clear path to an adventurer, it leaps in and out with Spring Attack. If the bodak is cornered, it will attempt to bull rush its way free (even though it lacks the ideal feat selection to do so).

Advanced Bodak: CR 10; Large undead (extraplanar); HD 16d12; hp 104; Init +6; Spd 20 ft.; AC 21, touch 11, flat-footed 19; Base Atk +8; Grp +18; Atk/Full Atk slam +14 melee (2d6+9); SA Death gaze; SQ Damage reduction 10/cold iron, darkvision 60 ft., immunity to electricity, resistance to acid 10 and fire 10, undead traits, vulnerability to sunlight; AL CE; SV Fort +5, Ref +7, Will +11; Str 22, Dex 14, Con –, Int 6, Wis 12, Cha 12.

Skills and Feats: Listen +18, Move Silently +6, Spot +18; Alertness, Dodge, Improved Initiative, Mobility, Spring Attack, Weapon Focus (slam).

SA — Death Gaze (Su): Death, range 30 feet, Fortitude DC 19 negates. Humanoids who die from this attack are transformed into bodaks 24 hours later.

SQ – Vulnerability to Sunlight (Ex): Bodaks loathe sunlight, for its merest touch burns their impure flesh. Each round of exposure to the direct rays of the sun deals 1 point of damage to the creature.

Area 10-6 – Slave Cell C: As the party approaches this area, read or paraphrase the following:

Several sad sets of eyes look up at you as you draw near the portcullis. Humans and dwarves, most covered in welts and bruises, are crammed into this cell.

Development: If the party is captured anywhere in Castle Whiterock, odds are that they will end up here.

See the Bonus Rewards section for the benefits of saving the slaves.

A Helping Hand: If the party members lack the necessary skills or wherewithal to escape on their own, the GM should feel free to introduce Brandis, a human bard who may be able to help them. His story is that he was on his way to Cillamar to perform at the *Inn of the Slumbering Drake* when he was captured. He has managed to conceal his spellcasting ability from his captors.

His plan would be to lure a guard close enough to use *fascinate*, and then use *suggestion* to let them out. From then on, he would try to lead the escapees out through area 10-1; he doesn't care to try to recover belongings.

Brandis has not attempted this daring plan because he gauged the slaves had little chance of overpowering the ushers and bouncers, but with the party's help, it *just...might...work*!

The bard knows nothing of the layout of the Bleak Theater except for the path from area 10-1. If rescued, he will not offer to join the party; his love is music, not adventuring. Only if offered significant compensation would he consider adventuring, and even then it would only be a matter of time before wanderlust struck again.

Another Option: If the GM opts not to use Brandis, or if his plan fails, there is another way out for the party. Once they have fought a few bouts in the arena, Liaa Ereluc (area 10-37) will arrange to purchase the lot of them to perform a few errands for her. See area 10-37 for details.

Human Slaves, human Com2/War2 (4): CR 2; Medium humanoid (human); HD 2d4 plus 2d8; hp 14 each; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +3; Grp +4; Atk/Full Atk improvised weapon +0 melee (1d6+1); AL N; SV Fort +3, Ref +0, Will +0; Str 12, Dex 10, Con 10, Int 10, Wis 11, Cha 11.

Skills and Feats: Appraise +0 (+2 for related craft skill), Climb +3, Craft (various) +5, Craft (various) +5, Handle Animal +5, Jump +3, Listen +2, Ride +2, Spot +2; Alertness, Diehard, Endurance.

Dwarf Slaves, dwarf War4 (2): CR 2; Medium humanoid (dwarf); HD 4d8+4 plus 3; hp 25 each; Init +0; Spd 20 ft.; AC 10, touch 10, flat-footed 10; Base Atk +4; Grp +5; Atk/Full Atk improvised weapon +1 melee (1d6+1); SQ Darkvision 60 ft., dwarf traits; AL LG; SV Fort +7, Ref +1, Will +1; Str 12, Dex 10, Con 12, Int 11, Wis 10, Cha 9.

Skills and Feats: Appraise +0 (+2 metal and stone items), Climb +8, Jump +8; Great Fortitude, Toughness.

Brandis, human Brd7: CR 7; Medium humanoid (human); HD 7d6+7l; hp 31; Init +2; Spd 30 ft.; AC 12, touch 12, flat-footed 10; Base Atk +5; Grp +5; Atk/Full Atk improvised weapon +1 melee (1d6); SA –; SQ Bardic knowledge +8, countersong 7/day, *fascinate* 7/day, inspire competence 7/day, inspire courage 7/day (+1), *suggestion* (DC 16); AL CG; SV Fort +3, Ref +7, Will +4; Str 10, Dex 14, Con 12, Int 13, Wis 8, Cha 16.

Skills and Feats: Balance +16, Bluff +15, Concentration +11, Diplomacy +5, Disguise +3 (+5 acting), Escape Artist +14, Gather Information +13, Intimidate +7, Jump +2, Perform (singing) +16, Sleight of Hand +13, Speak Language (Dwarven), Tumble +12, Use Rope +2 (+4 with bindings); Agile, Persuasive, Skill Focus (Perform [singing]), Weapon Finesse.

Spells Known (3/4/3/1; DC 13 + spell level): 0 – *detect magic, ghost sound, know direction, light, lullaby, read magic*; 1st – *cure light wounds, feather fall, hypnotism, remove fear*; 2nd – *cat's grace, cure moderate wounds, delay poison, mirror image*; 3rd – *deep slumber, haste*.

Languages: Common, Dwarven, Undercommon.

Area 10-7 – Beast Lift Operation: This area is in many ways similar to area 10-3. The notable difference is the presence of two identical statues. When the party can see them, read or paraphrase the following:

The statue is of a squat dwarf with a beard of tentacles, like those seen on octopi. Curving bat wings sweep imperiously from the dwarf's back. One of his hands is raised upward in a gesture of defiance, and the other grips a handful of coins.

Development: As Huge or smaller creatures are herded down area 10-9 toward their cells, a chain of spotters tells the duergar stationed here which levers to pull to restrict the beast's movements.

Each lever is unmarked and made of iron. The doors leading to this area from area 10-8 can be barred from this side, but they are not kept that way normally. If a stagehand fleeing area 10-2 passes through here and has time, he will bar these doors.

Barring a door increases its Break DC to 30 (the duergar use iron bars). It takes a standard action to bar a door.

Dark Gods: A DC 20 Knowledge (religion) check knows that the statues are of the dark dwarven god Sodoutym, also known as the Dark Foe and Hellbeard. He is known to be a patron of honorless warriors, assassins, and the greedy. His symbol is a swarm of bats and his weapon is the scourge.

Spare Key: A DC 20 Search check made on the statue closest to area 10-10 will discover that carefully hidden in its upraised fist is a steel key. This master key unlocks the three padlocks on the portcullises in area 10-4.

Area 10-8 – Beast Hall: As the party approaches this area, read or paraphrase the following:

This broad corridor is over eighty feet long. Sturdy portcullises of a strange, light gray metal block the corridor in three places, and there are several doors or double-doors on either side of the hall.

Beyond the strange bars near the middle of the corridor, you hear a deep grunt, and then the rattle of bars. The air smells strongly of animal musk and waste.

Development: Creatures Huge or smaller are led down this corridor to one of the two holding pens. Note the two portcullises marked "B"; operating the appropriate lever will raise or lower both of them simultaneously.

Area 10-9 – Beast Cell A (EL 10): When the party can see the razor boar, read or paraphrase the following:

This boar is a mass of bristle, scar tissue, and gleaming tusk. Its sunken red eyes regard you with an almost intelligent hatred, and it lunges at the bars.

Development: This razor boar was brought in a while back, and the stagehands can't wait to see it killed off. They have to send wizards down here daily to use their magic to *mend* the beast's bars. Several of the stagehands have a betting pool to see if the razor boar will taste good if cooked (see area 10-20).

If the party frees the razor boar, it will attack them without hesitation.

Durable Door: The portcullis to this area was forged as iron mixed with adamantine. Although not as durable overall as a barrier made of adamantine alone, it is significantly stronger.

Reinforced Portcullis: 2 in. thick, hardness 15, 90 hp, Break DC 28, DC 30 Strength check to forcibly lower.

Padlock: Hardness 15, 30 hp, Open Lock DC 30.

Tactics: The razor boar is an engine of destruction. It begins combat by trampling as many adventurers as it can, then trampling them again before settling in to combat. The beast always subtracts 4 points from its attack rolls (not factored in below), either for Power Attack or for an Awesome Blow.

Its first attack against an opponent smaller than itself is always an Awesome Blow. If the opponent withstands that, the boar full attacks just that opponent in the next round. If the opponent is knocked sprawling, the razor boar has determined it is less of a threat (in razor boar logic) and won't attack it if there are other targets. If left with only targets that it has already knocked sprawling or that are its size or larger, it spreads its attacks out evenly, always reserving its tusk slash for whichever of its opponents is physically the biggest.

If the razor boar manages to sever a foe's head with its vorpal tusks, it will spend a move action to shake itself in glee as gouts of blood spray over it.

This creature fights to the death and chases fleeing opponents with an insane zeal. It likes it when you run.

Razor Boar: CR 10; Large magical beast; HD 15d10+45; hp 127; Init +5; Spd 50 ft.; AC 27, touch 10, flat-footed 26; Base Atk +15; Grp +27; Atk gore +22 melee (2d6+8/19-20); Full Atk gore +22 melee (2d6+8/19-20) and 2 hooves +20 melee (1d4+4); Space/Reach 10 ft./5 ft.; SA Trample 2d6+12, vorpal tusks; SQ Darkvision 60 ft., damage reduction 10/magic, fast healing 10, low-light vision, scent, spell resistance 21; AL N; SV Fort +12, Ref +10, Will +9; Str 27, Dex 13, Con 17, Int 2, Wis 14, Cha 9.

Skills and Feats: Listen +10, Spot +10, Survival +8; Alertness, Improved Critical (gore), Improved Initiative, Improved Natural Attack (gore), Iron Will, Multiattack.

SA – Trample (Ex): Reflex half DC 25.

Vorpal Tusks (Ex): On a successful critical hit on a creature of up to one size larger than itself, the razor boar's tusks sever the opponent's head (if it has one) from its body. For most creatures, this means instant death, but some monster types, such as certain kinds of undead, may not be affected by the loss of their heads.

Area 10-10 – Beast Cell B (EL 12): When the party can see the roper in this cell, read or paraphrase the following:

A large stalagmite, reaching almost to the ceiling, stands square in the middle of this cell, as if it were built around it.

Development: The roper in this cell is quiet. It knows that food will come to it eventually, and that the door will eventually open. When the food returns, it plans to attack.

Unless attacked, or unless the door is opened, the roper remains still. A DC 20 Knowledge (dungeoneering) check would properly identify this creature, and a Spot check opposed by its Hide check would notice it breathing. The roper does not receive its racial bonus to Hide; its cell is not the ideal environment for it.

If the roper is attacked from the other side of the bars, it will try to bite its way through the portcullis. Odds are the party will be able to kill it long before it manages to get free.

Durable Door: The portcullis to this area was forged as iron mixed with adamantine. Although not as durable overall as a barrier made of adamantine alone, it is significantly stronger.

Reinforced Portcullis: 2 in. thick, hardness 15, 90 hp, Break DC 28, DC 30 Strength check to forcibly lower.

Padlock: Hardness 15, 30 hp, Open Lock DC 30.

Tactics: In combat, the roper remains in place in

order to full attack. This roper will fire strands at as many targets as it can at once, hoping to snare any opposition and keep the adventurers from severing the strands.

If the roper is presented with multiple bite targets, it bites creatures not in a strand first, then those trying to escape or sunder its strand, then creatures with slashing weapons. More than any other target, the roper prioritizes creatures wielding fire or fire magic.

The roper fights to the death, and is too slow to chase anyone. Instead it merely sits and waits for more food.

Roper: CR 12; Large magical beast; HD 10d10+30; hp 85; Init +5; Spd 10 ft.; AC 24, touch 10, flat-footed 23; Base Atk +10; Grp +18; Atk strand +11 ranged touch (drag) or bite +13 melee (2d6+6); Full Atk 6 strands +11 ranged touch (drag) and bite +13 melee (2d6+6); Space/Reach 10 ft./10 ft. (50 ft. with strand); SA Drag, strands, weakness; SQ Darkvision 60 ft., immunity to electricity, low-light vision, resistance to cold 10, spell resistance 30, vulnerability to fire; AL CE; SV Fort +10, Ref +8, Will +8; Str 19, Dex 13, Con 17, Int 12, Wis 16, Cha 12.

Skills and Feats: Climb +12, Hide +10, Listen +13, Spot +13; Alertness, Improved Initiative, Iron Will, Weapon Focus (strand).

SA – Drag (Ex): If a roper hits with a strand attack, the strand latches onto the opponent's body. This deals no damage but drags the stuck opponent 10 feet closer each subsequent round (provoking no attack of opportunity) unless that creature breaks free, which requires a DC 23 Escape Artist check or a DC 19 Strength check. The check DCs are Strength-based, and the Escape Artist DC includes a +4 racial bonus. A roper can draw in a creature within 10 feet of itself and bite with a +4 attack bonus in the same round. A strand has 10 hit points and can be attacked by making a successful sunder attempt. However, attacking a roper's strand does not provoke an attack of opportunity. If the strand is currently attached to a target, the roper takes a –4 penalty on its opposed attack roll to resist the sunder attempt. Severing a strand deals no damage to a roper.

Strands (Ex): Most encounters with a roper begin when it fires strong, sticky strands. The creature can have up to six strands at once, and they can strike up to 50 feet away (no range increment). If a strand is severed, the roper can extrude a new one on its next turn as a free action.

Weakness (Ex): A roper's strands can sap an opponent's strength. Anyone grabbed by a strand must succeed on a DC 18 Fortitude save or take 2d8 points of Strength damage.

Area 10-11 – Grand Hall: As the party approaches this area, read or paraphrase the following:

This broad corridor is wider than most city streets. It executes a series of sharp, 90-degree turns, eventually turning out of your line of sight. Several portcullises of a light gray material run athwart this avenue.

Development: This hall was created to herd Gargantuan or smaller creatures to their cell. The Bleak Theater rarely actually offers such large fare, however, and more often a collection of smaller creatures are kept in the Grand Cell.

The levers that control the three portcullises in this hall are located in area 10-3 (see map).

Area 10-12 – Grand Cell (EL 8): As the party approaches this area, read or paraphrase the following:

The corridor leads to an immense cell that houses a pair of worm-like creatures. They have segmented bands rippling up their body, and four hooked tentacles attached to their heads. Their heads sway toward you as you approach, and you see beaks in the center of their head-mass.

The portcullis that prohibits entry to this cell has a great padlock. On the other side of the cell, you see that another portcullis blocks off a square alcove.

Two more gricks are around the corner of the doorway, one on the ceiling. They are attempting to hide; if the party investigates the cell, call for a Spot check opposed by the Hide check of the gricks, who do not gain their racial bonus because this is not a natural rock setting.

Development: Although Gargantuan or smaller creatures can be housed here, it is currently being used as a grick habitat. Any party members who enter the cell will be attacked by all four gricks.

Minia (area 10-13) usually carries the key to this padlock.

Durable Door: These portcullises are made from an alloy of iron and adamantine, weaker than adamantine but significantly less expensive.

Reinforced Portcullis: 2 in. thick, hardness 15, 90 hp, Break DC 28, DC 30 Strength check to forcibly lower.

Padlock: Hardness 15, 30 hp, Open Lock DC 30.

Tactics: These creatures are selfish and do not exhibit team tactics. Each grick will focus on one

party member, and if they are triumphant will drag that hero off somewhere to devour. They only continue to fight after that point in self-defense. The gricks do not look for opportunities to set up flanking attacks.

If possible, they prefer to attack from unusual angles, like from a wall or the ceiling. This replicates how they hunt in the wild.

A grick will flee if reduced to 5 or fewer hit points, but fights if cornered. They will only pursue prey that is near death.

Advanced Gricks (4): CR 4; Large aberration; HD 5d8+10; hp 34, 32, 32, 31; Init +1; Spd 30 ft., climb 20 ft.; AC 17, touch 10, flat-footed 16; Base Atk +3; Grp +13; Atk tentacle +8 melee (1d6+6); Full Atk 4 tentacles +8 melee (1d6+6) and bite +3 melee (1d4+3); Space/Reach 10 ft./10 ft.; SQ Damage reduction 10/magic, darkvision 60 ft., scent; AL N; SV Fort +5, Ref +2, Will +6; Str 22, Dex 12, Con 15, Int 3, Wis 14, Cha 5.

Skills and Feats: Climb +14, Hide –2, Listen +8, Spot +7; Alertness, Great Fortitude, Track.

Area 10-13 – Grand Lift Operation (EL 11): When the party notices Minia and the dwarves, read or paraphrase the following (be sure to add any duergar that escaped from the fight in area 10-2, if applicable):

Two dwarves in tight-fitting gray clothing are coiling rope over in a corner. Indolently watching them is a stocky human woman, with fleshy cheeks and stringy, short-cut hair. She wears a pair of ornate goggles, and her right hand is resting on a recurved longbow.

Development: This area is nearly identical to area 10-7, except that raising or lowering the grand lift requires both capstans be rotated. The statues are the same, but there is no hidden key.

If a stagehand escaped from area 10-3, he will be in this area. If the occupants of this area were warned of an attack (either by sounds of combat in other locations or by a fleeing stagehand from area 10-2), they will be set up in ambush (see Tactics below) instead of coiling rope.

Minia, a mercenary in The Impresario's employ, works for the duergar on the side as an animal wrangler.

Tactics: If they have been warned, the occupants of this area will be at the far end of the long hall (toward area 10-14) with ranged weapons ready. The duergar stagehands will be prone in front, with Minia and any other stagehands in the back. Minia will have cast *cat's grace* on herself. Prone stagehands will not provide cover for PCs at the other end of the hall, so this configuration maximizes firing potential for the duergar and ranger.

As soon as the party attempts to close, the duergar in front stand up and fight with their maces. Minia will continue firing arrows into combat (acknowledging that her allies will grant cover to the party. If the ranger has a clear shot at an adventurer, she usually uses her Rapid Shot feat, but if her target has cover, she does not.

In the beginning of melee, the stagehands use their Capture feat to deal nonlethal damage without suffering a penalty to attack rolls to do so. Any stagehand reduced to 50% hit points will begin using Combat Expertise for 4 points and start striking lethal blows.

If forced into melee, Minia wields her falchion ably, but she prefers to withdraw and fire on the party.

All parties fight to the death here, and will pursue fleeing opponents.

Duergar Stagehands, duergar Exp6 (2): CR 6; Medium humanoid (dwarf); HD 6d6+12; hp 32, 30; Init +1; Spd 20 ft.; AC 14, touch 11, flat-footed 13; Base Atk +4; Grp +4; Atk/Full Atk masterwork light mace +5 melee (1d6) or masterwork dagger +5 melee (1d4/19-20) or masterwork light crossbow +6 ranged (1d8/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +4, Ref +3, Will +4; Str 10, Dex 12, Con 14, Int 13, Wis 9, Cha 4.

Skills and Feats: Appraise +1 (+5 metal items, +3 stone items), Balance +3, Climb +0 (+2 with ropes), Craft (blacksmithing) +10, Escape Artist +1 (+3 with ropes), Handle Animal +9, Jump –4, Knowledge (architecture) +10, Knowledge (dungeoneering) +10, Knowledge (nature) +10, Listen +0, Move Silently +5, Ride +3, Search +1 (+3 with secret doors), Spot +0, Survival –1 (+1 above ground, +1 underground), Tumble +10, Use Rope +10; Capture, Combat Expertise, Skill Focus (Handle Animal).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 12th); these abilities affect only the duergar and whatever it carries.

Possessions: Masterwork light mace, masterwork light crossbow, 20 bolts, masterwork studded leather, master key to slave cell padlocks, 2d8 sp.

Minia, female human Rng10: CR 10; Medium humanoid (human); HD 10d8; hp 45; Init +3; Spd 30 ft.; AC 16, touch 13, flat-footed 13; Base Atk +10; Grp +12; Atk masterwork composite longbow (Str +2) +14 melee (1d8+2/x3) or masterwork falchion +13 melee (2d4+3/18-20); Full Atk masterwork composite longbow (Str +2) +14/+9 melee (1d8+2/x3) or masterwork falchion +13/+8 melee

(2d4+3/18-20); SA Favored enemy aberrations +2, favored enemy dwarves +4, favored enemy humans +4, spells; SQ Darkvision 60 ft., evasion, swift tracker, wild empathy +10, woodland stride; AL NE; SV Fort +7, Ref +10, Will +5; Str 14, Dex 16, Con 10, Int 12, Wis 14, Cha 10.

Skills and Feats: Climb +15, Handle Animal +16, Hide +16, Knowledge (dungeoneering) +14, Listen +15, Move Silently +16, Ride +5, Spot +15, Survival +15 (+17 underground); Blind-Fight, Endurance, Diehard, Manyshot, Point Blank Shot, Precise Shot, Rapid Shot, Skill Focus (Handle Animal), Track.

Spells Prepared (2/2; DC 12 + spell level): 1st – *longstrider, resist energy*; 2nd – *cat's grace, snare.*

Possessions: Masterwork composite longbow (Str +2), masterwork falchion, masterwork studded leather, *amulet of health +2, goggles of night*, key to padlock in area 10-12, key to area 10-18, onyx gem (300 gp).

Area 10-14 – Lower Storerooms: These storerooms are kept locked (Open Lock DC 30). The key is located on the keyring in area 10-3.

These storerooms each contain two 10-foot poles, four flasks of oil, a hooded lantern, a tin box with twenty tindertwigs, four packs of sealing wax, a bucket filled with nails, two pitons, a hammer, a sledge, a spare padlock and its key (identical to the ones used in area 10-4), two sets of masterwork manacles and keys, 100 feet of spooled rope, a block and tackle, 10 feet of chain, an empty backpack, and three belts with empty belt pouches.

Area 10-15 – Lower Armory: The armory is kept locked (Open Lock DC 40). The key is located on the keyrings in area 10-3 and in the security post's second floor (area 10-33).

The lower armory contains five of each of these weapons sized for Medium creatures and two sized for Small creatures, all masterwork: daggers, javelins, light crossbows (with 7 quivers of 10 non-masterwork bolts), light maces, longspears, and morningstars.

Additionally, there are two sets of each of these armors for Medium creatures, and one set for Small creatures, also all masterwork: chain shirts, leather armor, and light steel shields.

Area 10-16 – Bunkhouse: These cramped quarters are where the duergar sleep on bunk beds. Each bunkhouse contains primitive lockers for all occupants.

Each locker contains only spare clothing, personal effects, and other trinkets; nothing of any value.

Area 10-17 – Stairs Up: As the party approaches this area, read or paraphrase the following:

Ascending the stairs, you find a straight corridor that ends in a set of double doors. A sign written in several languages, including the common tongue, is pasted to one of the doors.

Two stone staircases are set into the left wall; between them is a pasteboard sign with several notations.

Development: The door to the staging hall is locked (Open Lock DC 40). The junior wizard (area 10-1), Minia (area 10-13), the bouncers escorting the ettin (area 10-24), and The Impresario (area 10-39) all have the key to these doors.

The message on the door is written in Common, Draconic, Undercommon, and Orc, and reads, "Forbidden!"

The pasteboard sign is written in Undercommon. If anyone in the party can read it, it is the standard Bleak Theater flyer (Handout Z), which reads:

BLEAK THEATER

Pre-Season

Auction of Chattel (Human and Hill Dwarf)

Razor Boar Exhibition (with unsold chattel)

Penal Court of Thane Vejik (executions to follow)

Open Tryouts for Tower Tournament
(see The Impresario)

Notice: Drow House Ereluc won the Tower Tournament for the fifth consecutive year

Area 10-18 – Staging Hall (EL 11): When the party meets the grimlocks, read or paraphrase the following:

A group of three pink-skinned humanoids is in the hall up ahead of you. All of them have elongated, bat-like ears and greasy, dark hair. Where their eyes would be are only smooth patches of skin, yet they move with the ease of the sighted.

Two are brutes, with prodigious muscles and ferocious war paint, while the third walks with a cane, and his hair is graying in places.

Development: A DC 15 Knowledge (dungeoneering) check would know these grimlocks are from the Slaughter-Painted-Skull tribe, infamous for being impetuous and strong among grimlock-kind.

These grimlocks are here to meet with The Impresario to arrange for entering the Tower

Tournament, but have been kept waiting. To kill time, they went to Koborth's Tomb (level 10A) and found the door there locked. Out of frustration, the adept cast *bull's strength* on the barbarians using his "cane" (actually a rod of *metamagic [extend]*), and they bashed in the door. If combat breaks out, the barbarians will have 18 seconds (3 rounds) of duration left on the transmutation (below stats reflect this change).

When they sense the party, the barbarians sneer and insult them automatically, calling the adventurers "weeping surface-meat" and "cave-blind children." Consider the grimlocks to be hostile for purposes of any diplomatic endeavors. If the party speaks to the grimlocks, touches their weapons, or begins casting a spell, they attack.

Consequences of Combat: If a fight breaks out in here, it will draw the attention of the duergar stagehands and ettin in area 10-24. They will open the doors to this area and watch the fight, but stagehands are not charged with keeping peace (those are the ushers), so they'll just watch the fight play out, placing bets among themselves.

If the party attacks the duergar before the grimlocks are beaten, they can fight a two-sided battle. If not, the dwarves will question why they are in a restricted area when the battle's over; if the party answers unsatisfactorily, the ettin and duergar will attack.

If the heroes answer in a satisfactory manner and the duergar have no reason to believe the party is actually invading the Bleak Theater, they'll congratulate the party on their victory and go back to area 10-24, leaving the grimlock bodies for later. The duergar find it easy to believe that the primitive grimlocks broke the neutrality of the Bleak Theater, and have no problem with them being slaughtered. If they find out that the grimlocks tore down the door to area 10-21, they'll be even more favorably inclined toward the party.

Tactics: The barbarians fight for their individual glory, not seeking to aid each other or protect the adept.

Each rages as soon as the battle begins. They attack whichever party member is closest, cursing in Grimlock the entire time. They wield their battleaxes in both hands, attacking without regard for their own safety and using Power Attack for 4 points. If their opponents move away from them, they move to a different target.

The adept blasts the party with *burning hands* and *scorching ray* from afar. If a hero gets into melee with him, he'll try to cast *bestow curse* on them (selecting to have them do nothing 50% of the time). He reserves his *cure* spells for himself.

All grimlocks fight to the death, but do not pursue fleeing opponents; they have proven themselves if they force the party to run.

Slaughter-Painted-Skull Grimlocks, grimlock Bbn5 (2): CR 6; Medium monstrous humanoid; HD 2d8+6 plus 5d12+25; hp 82, 58; Init +2; Spd 30 ft.; AC 21, touch 12, flat-footed 21; Base Atk +7; Grp +14; Atk +*1 battleaxe* +15 melee (1d8+11/x3); Full Atk +*1 battleaxe* +15/+10 melee (1d8+11/x3); SA Flee before me, rage 2/day; SQ Blindsight 40 ft., immunities, improved uncanny dodge, scent, uncanny dodge; AL NE; SV Fort +7, Ref +6, Will +4; Str 24*, Dex 15, Con 16, Int 8, Wis 10, Cha 6.

*At the start of combat, these grimlocks have 3 rounds left on a *bull's strength* duration; after that time their Strength score will drop by 4 points.

Skills and Feats: Climb +6, Hide +3†, Listen +9, Spot +4, Survival +7; Alertness, Power Attack, Toughness, Track.

†A grimlock's dull gray skin helps it hide in its native terrain, conferring a +10 racial bonus on Hide checks when in mountains or underground.

SA – Flee Before Me (Ex): The warriors and barbarians of the Slaughter-Painted-Skull grimlock tribe gain a +1 morale bonus to attack and weapon damage rolls every time an opponent they can "see" takes a move action to leave their threatened squares. This bonus increases by +1 for every additional creature that takes such an action, up to a maximum of the grimlock's HD, and it lasts until the end of the encounter. If the same creature leaves the grimlock's threatened squares multiple times in a single encounter, the bonus does not increase.

Rage (Ex): Twice per day, these grimlocks can enter a state of fierce rage that last for 8 rounds. The following changes are in effect as long as they rage: AC 19 (touch 10, flat-footed 19); hp 96, 72; Atk +*1 battleaxe* +17 melee (1d8+14/x3); Full Atk +*1 battleaxe* +17/+12 melee (1d8+14/x3); SV Fort +9, Will +6; Str 28, Con 20. At the end of their rage, these grimlocks are fatigued for the duration of the encounter.

SQ – Blindsight (Ex): Grimlocks can sense all foes within 40 feet as a sighted creature would. Beyond that range, they treat all targets as having total concealment. 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 as *stinking cloud* or incense-heavy air). Negating a grimlock's sense of smell or hearing reduces this ability to normal Blind-Fight (as the feat). If both these senses are negated, a grimlock

is effectively blinded.

Immunities: Grimlocks are immune to gaze attacks, visual effects, illusions, and other attack forms that rely on sight.

Possessions: +1 battleaxe, +1 hide armor.

Middle-Aged Grimlock, grimlock Adp9: CR 10; Medium monstrous humanoid; HD 2d8+4 plus 9d6+18; hp 76; Init +5; Spd 30 ft.; AC 15, touch 11, flat-footed 14; Base Atk +6; Grp +6; Atk dagger +6 melee (1d4/19-20); Full Atk dagger +6/+1 melee (1d4/19-20); SQ Blindsight 40 ft., immunities, scent; AL NE; SV Fort +5, Ref +7, Will +12; Str 11, Dex 13, Con 14, Int 10, Wis 16, Cha 11.

Skills and Feats: Concentration +15, Climb +2, Heal +12, Hide +3*, Listen +8, Spot +8; Alertness, Improved Initiative, Skill Focus (Heal), Spell Focus (evocation), Track.

*A grimlock's dull gray skin helps it hide in its native terrain, conferring a +10 racial bonus on Hide checks when in mountains or underground.

SQ – Blindsight (Ex): Grimlocks can sense all foes within 40 feet as a sighted creature would. Beyond that range, they treat all targets as having total concealment. 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 as *stinking cloud* or incense-heavy air). Negating a grimlock's sense of smell or hearing reduces this ability to normal Blind-Fight (as the feat). If both these senses are negated, a grimlock is effectively blinded.

Immunities: Grimlocks are immune to gaze attacks, visual effects, illusions, and other attack forms that rely on sight.

Spells Prepared (3/4/3/2; DC 13 + spell level; 14 + spell level for evocation spells): 0 – *ghost sound, read magic, touch of fatigue*; 1st – *burning hands* (x2), *cure light wounds, protection from good*; 2nd – ~~*bull's strength*~~ (x2) (cast), *scorching ray*; 3rd – *bestow curse, cure serious wounds*.

Possessions: Dagger, healer's kit (7 uses), holy symbol of Xeluth, *rod of metamagic (extend)*, 1d6 red-brown spinels (100 gp each).

Area 10-19 – Workshop: When the party enters this area, read or paraphrase the following:

> *This area is clearly devoted to producing goods for this facility. A small forge and anvil are in one corner, with two different quenching buckets, and a large table to one side is covered with paint brushes, hand saws, hammers, and other various tools. Scrap lumber is piled next to the door, and three shelves are crammed with paints, resins, and other craftsman's implements.*

Development: When the Bleak Theater is in operation, this area is usually bustling with activity. Most goods required for the spectacle of blood sport are made or repaired here. Now, however, it is rarely used and the master craftsman is not present.

This is also where all items bearing the Thane of Narborg stamp are made.

There are masterwork tools here to support the following Craft skills: armorsmithing, blacksmithing, leatherworking, painting, stonemasonry, trapmaking, weaponsmithing, and woodworking.

A DC 10 Search check made on the table will find a large, heavy iron key. This is the key that unlocks the storerooms in area 10-22.

A DC 15 Search check made on the tables will discover a note. In Dwarven, it reads, "How am I supposed to create automata of stone if you can't supply the proper stone-carving implements? These things don't build themselves! Next time I have this problem, I'll send a flesh golem to solve it, understand? – M.W."

Area 10-20 – Master Craftsman's Quarters: The door to this area is locked (Open Lock DC 40), and only the master craftsman has the key, but he is not present in the Bleak Theater at this time. As the party enters this area, read or paraphrase the following:

> *These cramped sleeping quarters are impeccably clean and tidy. The bed is orderly, and the items on the small table are neatly arranged. Despite the condition of the room, it smells strongly of soot.*

Development: This is where the master craftsman sleeps when he's on-site. The items on the table are a leatherbound book titled "Projects and Completion," a jeweled letter opener, and an inkwell and quill.

"Projects and Completion": This is the master craftsman's ledger/journal (written in Dwarven) for tracking consignments he's been given and their completion date. They mention arms crafted for the troops in Narborg, routine maintenance for both Narborg and the Bleak Theater, and items sold afar. The last page has four notations, written at varying dates (the GM should feel free to apply whatever dates work best in the context of the campaign). If the party can read Dwarven, give them Handout AA, which reads as follows:

> *ITEM: Thane Vejik informs that he has received blight blade shipment from Mountain King. Once again requested a sample for testing, no answer.*

COMPLETION: Derro security device installed; gas seemed redundant.

COMPLETION: New ettin have arrived. Dumb bastards have two heads and still don't know they're just going to be killed for Narborg. Modified armor of previous ettin to match their physiques; again, wasteful.

ITEM: Leaving for vacation, expect return in time for season build-up.

A DC 30 Knowledge (arcana) check would know that "blight blades" are rumored to be forged from a rare mineral, and are known to cause bleeding wounds.

Treasure: The jeweled letter opener is set with onyx and silver, and is worth 400 gp. Beneath the bed are two wooden boxes, one quite large and the other a small chest. The large one contains spare clothing, and the chest is locked (Open Lock DC 20). The master craftsman has the only key. Inside the chest is a sheet of paper that describes a betting pool among the duergar as to whether or not the razor boar will taste good if it's eaten, broken down into "yea" and "nay" columns. It also contains 10 adamantine crossbow bolts, 58 pp, and 1,390 gp. In a false leg of the wooden bed (DC 25 Search) is a rolled-up leather apron, actually an *apron of the master* (see Appendix D).

Area 10-21 – Passage to Koborth's Tomb: As the party approaches this area, read or paraphrase the following:

There are two doors at the end of this corridor. One is a plain iron door like many you've seen already, but the other has a bronze plaque next to it.

Development: If the party investigates the door that leads to Koborth's Tomb immediately or shortly after fighting the grimlocks in area 10-18, that door will already be bashed in.

In Common and Undercommon, the plate reads:

Tomb of Human Warrior Koborth

Discovered and Annexed by Thane Feigr Vejik, 2887

This area leads directly to area 10A-1.

Area 10-22 – Storeroom Hall: The door to each of the unnumbered storerooms is locked (Open Lock DC 30). The key is located in area 10-19.

The storeroom closest to area 10-20 contains raw materials: planks of lumber, ingots of steel, sheets of cured leather, coal, granite slabs, etc.

The storeroom closest to area 10-23 contains spare finished goods: unhung iron doors, portcullis bars, bricks, empty barrels, etc.

The middle storeroom contains dry foodstuffs (bread, butter, preserves, salted meat, pickles, mushrooms, etc.) and barrels of water.

Area 10-23 – Upper Armory: The door to this area is locked (Open Lock DC 40). The key is kept in the security post's second floor (area 10-33).

This storeroom contains five of each listed weapon sized for Medium creatures, all masterwork: battleaxes, flails, glaives, handaxes, shortswords, throwing axes, and warhammers.

It also contains three sets of the following armors sized for Medium creatures, all masterwork: scale mail, banded mail, and heavy steel shields.

Recovered Equipment: If at some point the party was captured, their belongings will be here along with little tags that identify each item. Similarly, the personal equipment of Fettuh (area 10-39) and Asarkus (area 10-41) can be found here if they were slain.

If the party assaults the Bleak Theater while it's expecting trouble, they may face duergar armed with their own gear (see On Alert above).

Area 10-24 – Goading Hall (EL 11): A DC 7 Listen check made at either door will hear several voices talking in Giant. There are too many voices to make out any one conversational thread. When the party can see into this area, read or paraphrase the following:

This horseshoe-shaped room has nothing but some doors on its outer wall, but its inner wall is a-clutter with levers, arrow slits, and a staircase leading down.

In either direction, a bald dwarf in light armor and gray clothes is trying to explain something to a two-headed giant. It is clear that the giant is having some difficulty following the conversation, and each head keeps interrupting the other to ask questions.

Development: The purpose of this area is to prod recalcitrant creatures to enter the arena floor. It also provides the on-duty duergar with a passable view of action inside the arena.

The duergar are trying to teach the ettin which levers operate which portcullises, but the stupid creatures keep getting it wrong. This whole "on-the-job-training" experience is a ruse: the ettin, young members of the tribe on level 9, think they're being offered a job, but in fact they're being placated and put to some simple tasks until one of the zombie ettin in Narborg (level 11) falls apart, at which point they'll be slaughtered and reanimated. Both the

thane and The Impresario agree that ettin are really only useful after they're dead.

Anyone who has read the master craftsman's journal (area 10-20) knows that the ettin are being duped. If this can be communicated to the stupid creatures (see sidebar), they will turn on the duergar and leave the Bleak Theater, heading back home to level 9. This does not exactly predispose them to thereafter think kindly of the party, however, and if approached at a later time, they'll be as hostile as any other ettin.

Tactics: The stagehands prefer to let the ettin handle any combat, hanging back and sniping with their crossbows. If engaged with melee while there is still an ettin nearby, they use Combat Expertise for 4 points and shout in Giant for the ettin to help them, which it will if it understands (see sidebar). If there is no ettin nearby, the duergar *enlarge* themselves (if there is sufficient room) and use their Capture feat to try to subdue the party, figuring they'll have to answer for getting the replacement ettins killed.

The giants ideally attempt to overrun any adventurers between them and the door, and then attack the party from the rear. If more than one hero bars the door, they overrun the nearest eligible target, and then take their attack of opportunity when she stands up. On rounds when an ettin attempts to overrun, it sets its Power Attack to 4 points. On rounds it doesn't overrun, an ettin remains in place and full attack, each head targeting a different hero if able.

If the duergar are reduced to 10 hp or less and have a clear path to an exit, they turn *invisible* and flee, eventually ending up in area 10-28. The ettins fight to the death. None of the creatures in here will pursue fleeing opponents.

Duergar Stagehands, duergar Exp6 (2): CR 6; Medium humanoid (dwarf); HD 6d6+12; hp 32, 30; Init +1; Spd 20 ft.; AC 14, touch 11, flat-footed 13; Base Atk +4; Grp +4; Atk/Full Atk masterwork light mace +5 melee (1d6) or masterwork dagger +5 melee (1d4/19-20) or masterwork light crossbow +6 ranged (1d8/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +4, Ref +3, Will +4; Str 10, Dex 12, Con 14, Int 13, Wis 9, Cha 4.

Skills and Feats: Appraise +1 (+3 metal, stone, and wood items), Balance +3, Climb +0 (+2 with ropes), Craft (woodworking) +10, Escape Artist +1 (+3 with ropes), Handle Animal +9, Jump –4, Knowledge (architecture) +10, Knowledge (dungeoneering) +10, Knowledge (nature) +10, Listen +0, Move Silently +5, Ride +3, Search +1 (+3 with secret doors), Spot +0, Survival –1 (+1 above ground, +1 underground), Tumble +10, Use Rope +10; Capture, Combat Expertise, Skill Focus (Handle Animal).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 12th); these abilities affect only the duergar and whatever it carries.

Possessions: Masterwork light mace, masterwork light crossbow, 20 bolts, masterwork studded leather.

Ettin War5 (2): CR 10; Large giant; HD 15d8+30; hp 102, 85; Init +3; Spd 30 ft.; AC 19, touch 8, flat-footed 19; Base Atk +12; Grp +23; Atk morningstar +18 melee (2d6+7/19-20) or javelin +10 ranged (1d8+7); Full Atk morningstar +18/+13/+8 melee (2d6+7/19-20) and morningstar +18/+13/+8 melee (2d6+7/19-20) or 2 javelins +10 ranged (1d8+7); Space/Reach 10 ft./10 ft.; SA –; SQ Low-light vision, superior two-weapon fighting; AL CE; SV Fort +13, Ref +3, Will +6; Str 24, Dex 8, Con 15, Int 6, Wis 10, Cha 11.

Skills and Feats: Jump +9, Listen +10, Search +3, Spot +10; Alertness, Improved Critical (morningstar), Improved Initiative, Improved Overrun, Iron Will, Power Attack.

SA – Superior Two-Weapon Fighting (Ex): An ettin fights with a morningstar or javelin in each hand. Because each of its two heads controls an arm, the ettin does not take a penalty on attack or damage rolls for attacking with two weapons.

Possessions: 2 morningstars, 3 javelins, masterwork scale mail.

Area 10-25 – Arena Floor: There are several means of entering this area, each providing a drastically different view. The full read-aloud description of the amphitheater is provided below; GMs should paraphrase to match the heroes' perspective:

You have entered a three-tiered amphitheater. On the bottom level is a stone floor covered in a thin layer of sawdust. Four stone pillars, each about ten feet tall and three feet in diameter, stand in the center of the rectangular arena's floor. They are carved to depict laughing or crying dwarves.

Around the wall of the arena floor is a series of five portcullises that lead to small alcoves. The wall lacks ornamentation but shows signs of great violence – chips, large scratches, and old stains.

The middle tier's floor is slanted so spectators in the back have a chance to see the action on the floor, and large sections of the floor are painted with differing patterns. From this vantage point, you can see that the arena floor's surrounding wall has three concentric rings of crystals sunk into its top.

At each corner of the middle tier is a smooth stone pillar supporting an overhanging balcony level.

The top tier balcony is divided into six sections by iron bars, most of which have a door set into them. Each corner has two sets of double doors, and there is a set of double doors along the area's central axis. The balcony's low wall is probably not enough to prevent the drunk or uncoordinated from falling over, but it does provide a commanding view of the arena floor.

Looking up, the domed ceiling has three concentric rings of crystals in alignment with those atop the arena floor's wall. The dome is carved to look like a gigantic swarm of bats.

From lowest point to highest, this area is just over thirty-five feet tall.

Development: If the party is looking into this area from anywhere other than the arena floor, give them Handout AB.

The patterns painted on the floor in the middle tier designate sections for general-admissions spectators to stand. They are patterns (instead of colors) because darkvision is colorblind.

A DC 30 Knowledge (religion) check would know that a swarm of bats is the holy symbol of Sodoutym (see area 10-7).

In the "off-season," The Impresario hold regular slave auctions here, coordinated through the orcs of the White Tusk and the human slavers.

Crystal Defenses: The crystals are part of the Bleak Theater's protective screen, a large magic device created by the drow and improved upon by the duergar. When the crystal globe in The Impresario's office (area 10-39) is set into its mount, the crystals become active, although there is no physical change to indicate such. The crystals can only be active for a maximum of twelve hours a month, so they have to be used sparingly.

When active, the crystals generate three magical effects: a thin sheet of *antimagic field*, then a thin layer of *wall of force*, then a final layer of *antimagic field*. The intended goal is that the arena floor is sealed off from interference from the stadium, and the gladiators, beasts, or slaves can't attack the audience.

Fully 90% of the crystals in the ceiling and walls are false, planted there by the duergar to confuse would-be saboteurs. If a crystal necessary to the device's operation is removed (DC 30 Disable Device), a random 5-foot section of the screen does not activate. Before every event, the duergar inspect the device to see if it is functioning properly, and there are usually duergar stationed in the vicinity. (Although the duergar protecting The Impresario's tower have their stats listed in area 10-38, they often walk along the balcony in this area.)

Trapped Pillars: Normally, the pillars in the arena floor are harmless, and slaves or beasts use them as cover. On some occasions, however, if a fight promises to be one-sided or uninteresting, the duergar will implant a trap in one or more of the pillars. The traps usually range from CR 1 to CR 6, and are often mechanical in nature. The GM should use the traps sparingly, however; they are supposed to be

Ettin Whisperers

Adventurers wishing to speak to the ettin may have a hard time of it without using magical means.

Ettins have no language of their own, but speak a pidgin of Orc, Goblin, and Giant. Creatures that can speak any of these languages must succeed on a DC 15 Intelligence check to communicate with an ettin. Check once for each bit of information: If the creature that is attempting to communicate speaks two of these languages, the DC is 10, and for someone who speaks all three, the DC is 5.

surprises for both the slaves and the audience.

If necessary, the pillars can be removed from the arena floor.

Three Sample Bouts: The Impresario likes to spice up the blood sport with "themed" fights. Three possibilities are presented below:

Maze Dash: Masonry walls are built in a maze on the arena floor, and an unarmed slave is simultaneously released from each of the five portcullises. In the center of the arena is a single weapon. The maze would interconnect in the outer levels, so slaves could have a chance to run into each other before reaching the weapon. In the end, only one slave can survive the day. For variation, several weapons can be scattered around the arena, but some could be illusions or damaged so they break after being used while others are genuine.

Test of Endurance: A team that has proven itself in the arena is brought in, and relatively weak beasts are released into the arena. After specific intervals, up to four sets of additional creatures of escalating difficulty are released into the arena. The team has to weather all five waves.

Chain Brothers: Two creatures, ideally from two races that generally hate each other (like orc and dwarf), are manacled together and forced to fight up to two similarly chained creatures. The fate of one is shared by the other, so if a slave's "chain brother" dies, he or she is also killed. This is occasionally a zero-sum game, but the duergar find it entertaining to watch the ersatz allies work together (or not).

GMs should feel free to create their own "themed" contests. There are several movies out there, some old and some new, that can provide excellent inspiration. Remember, though, that in terms of combat-as-entertainment, the duergar tend to appreciate a hard-fought battle more than a one-sided slaughter.

Area 10-26 – Main Ring: This spacious area is all most visitors ever see of the Bleak Theater. When it's in operation, teams of duergar ushers and bouncers stand at each staircase to deny or screen would-be interlopers, and senior wizards and ushers surreptitiously scan the crowd for troublemakers.

The Bleak Theater has a reputation for being neutral ground, and any fighting is dealt with severely, possibly even leading to the violators being thrown in the slave cells.

All doors that open into this area are made of wood, and have the following statistics:

Good Wooden Door: Hardness 5, 15 hp, Break DC 18.

Area 10-27 – Empty Stalls: The doors to these stalls are unlocked, and they are all bare. During the season, these are filled with vendors selling food, clothing, and other items. Sometimes private slave viewings are also held here. Anyone who uses one of these stalls pays a hefty fee to The Impresario.

Area 10-28 – Security Post, 1st Floor (EL 11): The door to this area is locked (Open Lock DC 40). The Impresario has a key (area 10-39), and the usher captain has one. As the party enters this area, read or paraphrase the following:

This squarish chamber has one corner sealed off with bars made of dark wood. Pegs are driven into the wall for holding weapons and cloaks, and in the far corner is a stone staircase leading upward.

Inside the wooden bars is a strange creature, resembling a reddish, hunchbacked, four-legged insect with two featherlike antennae protruding from beneath its beady black eyes. It's about the size of a draft horse, and makes a low hooting sound as it sees you.

Beside the staircase is a ravishing female elf with black skin and fair hair, and a bald dwarf ... both of them seem to be wearing armor made of the same dark wood as the prison cell.

Development: The cell used to hold individuals who had violated minor rules of the Bleak Theater, but when The Impresario acquired the rust monster, he swapped out the bars and upped the penalty for breaking any rules.

There is a chance the security team will not be encountered here. If the party sets off the alarm in area 10-30, it gets their attention, and if the party makes a great deal of noise in area 10-26, that will also attract attention. Finally, the entire team does a circuit of areas 10-25, 10-26, 10-27, and 10-32 at least once an hour, stopping to investigate anything suspicious. When they do this, the usher captain has the keys from area 10-33 with him.

Positioning: All occupants of the security post have their stats in this area, but the usher captain, an usher, and a drow initiate are actually in area 10-33. If the party gained access to this area by picking a lock, however, there's been time for at least one of the guards (probably the usher captain) to get down below.

Special Equipment: The duergar and drow stationed at this post are equipped with ironwood equivalents of their normal gear, owing to their frequent contact with the rust monster.

Tactics: At the start of combat, an usher will move to the rust monster's cage and spend another move action to open it, releasing the creature. If the party picked the lock to this area, however, the rust monster's cage is already open.

The rust monster always heads toward the nearest source of metal, and always attacks whoever has the most metal on if given a choice between targets. Since the doors in area 10-26 are wooden and the security team wears wooden weapons and armor, the creature should focus on the party.

The drow initiates keep an eye on the beast's state, and save their *cure* spells for when it gets wounded. At the start of combat, they cast *bless* or *bull's strength* on themselves. They always Dodge the strongest-looking adventurer in combat with them. They aren't much for combat, and usually take total defense actions, although they'll take a shot at a PC if they have a chance to flank one.

Both ushers use their nets to slow down the party long enough to allow the rust monster to do its thing. They try to keep a formation in a tight block so no one gets flanked, but are not opposed to backing up a staircase to gain higher ground.

All creatures fight to the death, and all pursue fleeing opponents.

Duergar Usher Captain, duergar Grd8: CR 8; Medium humanoid (dwarf); HD 8d6+16; hp 45; Init +0; Spd 20 ft.; AC 17, touch 10, flat-footed 17; Base Atk +8; Grp +10; Atk *+1 ironwood battleaxe* +12 melee (1d8+3/x3) or net +9 ranged touch (entangle); Full Atk *+1 ironwood battleaxe* +12/+7 melee (1d8+3/x3) or net +9 ranged touch (entangle); SA Net, spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +8, Ref +2, Will +4; Str 14, Dex 11, Con 14, Int 10, Wis 10, Cha 4.

Skills and Feats: Appraise +0 (+2 metal and stone items), Diplomacy –1, Listen +14, Move Silently +0, Search +11, Spot +14, Sense Motive +11, Survival +0 (+2 following tracks); Alertness, Iron Will, Weapon Focus (net).

SA – Net: A net's maximum range is 10 feet. If you hit, the target is entangled. An entangled creature takes a –2 penalty on attack rolls and a –4 penalty on Dexterity, can move at only half speed, and cannot charge or run. If you control the trailing rope by succeeding on an opposed Strength check while holding it, the entangled creature can move only within the limits that the rope allows. If the entangled creature attempts to cast a spell, it must make a DC 15 Concentration check or be unable to cast the spell.

An entangled creature can escape with a DC 20 Escape Artist check (a full-round action). The net has 5 hit points and can be burst with a DC 25 Strength check (also a full-round action).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 16th); these abilities affect only the duergar and whatever it carries.

Possessions: +1 ironwood battleaxe, +1 ironwood scale mail, heavy *ironwood* shield, net, key to areas 10-28 and 10-33.

Duergar Ushers, duergar Grd6 (2): CR 6; Medium humanoid (dwarf); HD 6d6+12; hp 31, 28; Init +0; Spd 20 ft.; AC 16, touch 10, flat-footed 16; Base Atk +6; Grp +7; Atk *+1 ironwood battleaxe* +8 melee (1d8+2/x3) or net +7 ranged touch (entangle); Full Atk *+1 ironwood battleaxe* +8/+3 melee (1d8+2/x3) or net +7 ranged touch (entangle); SA Net, spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +7, Ref +2, Will +4; Str 13, Dex 11, Con 14, Int 10, Wis 10, Cha 4.

Skills and Feats: Appraise +0 (+2 metal and stone items), Diplomacy –1, Listen +12, Move Silently +0, Search +9, Spot +12, Survival +0 (+2 following tracks), Sense Motive +9; Alertness, Iron Will, Weapon Focus (net).

SA – Net: See usher captain's stats above.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 12th); these abilities affect only the duergar and whatever it carries.

Possessions: +1 ironwood battleaxe, ironwood scale mail, heavy *ironwood* shield, net.

Drow Initiates, drow Clr3 (2): CR 4; Medium humanoid (elf); HD 3d8+3; hp 20, 18; Init +2; Spd 30 ft.; AC 16, touch 12, flat-footed 14; Base Atk +2; Grp +3; Atk/Full Atk morningstar +3 melee (1d8+1 plus poison); SA Command spiders 6/day (+3, 2d6+6) command undead 6/day (+5, 2d6+6), poison, spell-like abilities; SQ Darkvision 120 ft., drow traits, spell resistance 14; AL NE; SV Fort +4, Ref +3, Will +5; Str 13, Dex 14, Con 13, Int 10, Wis 14, Cha 16.

Skills and Feats: Concentration +7, Knowledge (religion) +6, Listen +4, Search +2, Spot +4; Combat Casting, Dodge.

Spells Prepared (4/3+1/2+1; DC 12 + spell level; Poison, Spider domains): 0 – *create water, cure minor wounds, guidance, resistance*; 1st – *bless, cure light wounds, magic fang*, sanctuary*; 2nd – *bull's strength, cure moderate wounds, spider climb**.

*Indicates domain spell.

SA – Poison (Ex): Injury, Fortitude DC 13, unconsciousness/unconsciousness for 2d4 hours.

Spell-Like Abilities: At will – *detect poison*; 1/day – *dancing lights, darkness, faerie fire*. Caster level 3rd.

Possessions: Morningstar, chain shirt, wooden holy symbol of Tororthun.

Advanced Rust Monster: CR 7; Large aberration; HD 15d8+45 plus 6; hp 116; Init +3; Spd 40 ft.; AC 19, touch 12, flat-footed 17; Base Atk +11; Grp +19; Atk antennae touch +14 melee touch (rust); Full Atk antennae +14 melee touch (rust) and bite +9 melee (1d4+2); SA Rust; SQ Darkvision 60 ft., scent; AL N; SV Fort +10, Ref +8, Will +10; Str 18, Dex 16, Con 16, Int 2, Wis 13, Cha 8.

Skills and Feats: Listen +12, Spot +12; Alertness, Ability Focus (rust), Great Fortitude, Toughness (2), Track.

SA – Rust (Ex): A rust monster that makes a successful touch attack with its antennae causes the target metal to corrode, falling to pieces and becoming useless immediately. The touch can destroy up to a 10-foot cube of metal instantly. Magic armor and weapons, and other magic items made of metal, must succeed on a DC 26 Reflex save or be dissolved. The save DC is Constitution-based and includes a +4 racial bonus and a +2 bonus from the Ability Focus feat. A metal weapon that deals damage to a rust monster corrodes immediately. Wooden, stone, and other nonmetallic weapons are unaffected.

Area 10-29 – Empty Housing: The doors to these areas are locked (Open Lock DC 30). Each area has a unique key that can be found in the second floor of the security post (area 10-33).

Area 10-30 – Away from Home (EL 9): The door to this area is locked (Open Lock DC 30) and trapped. The key can be found in the second floor of the security post (area 10-33). When the party gains access to this area, read or paraphrase the following:

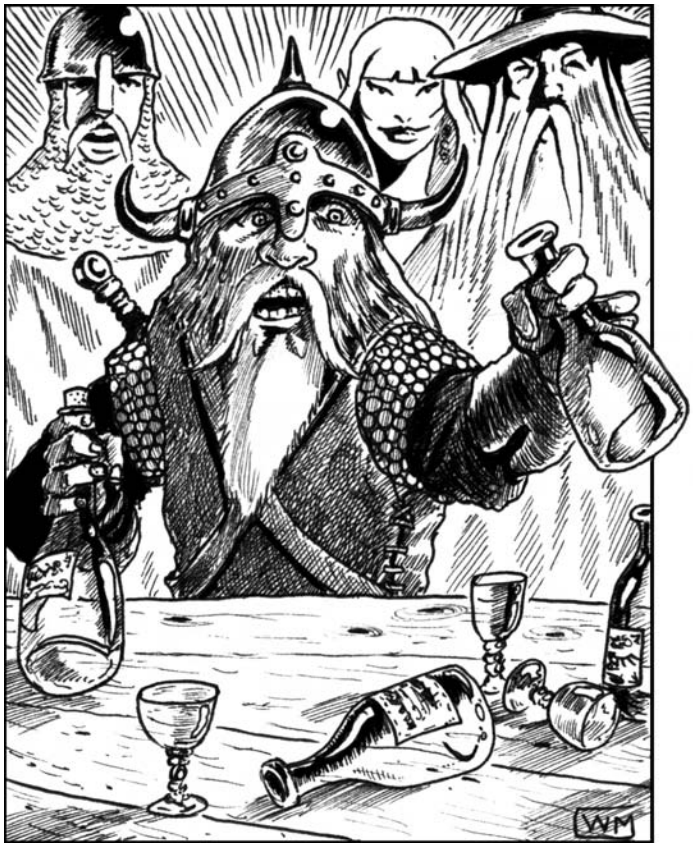
This cozy room has two comfortable-looking chairs and a cabinet with several crystal glasses and snifters. Just beside the door is a statue of an elm tree, rendered in exquisite detail. The wall to the right is made of masonry and mortar instead of solid stone, and the only exit seems to be a metal door set into the wall.

When the party examines the next area, read or paraphrase the following:

This L-shaped area is a kitchen, complete with a wood-burning stove and a spice rack. Utensils are stuck to a lodestone that has been sunk into the masonry wall. A staircase in the corner leads to a second level.

When the party investigates the second level, read or paraphrase the following:

This larger chamber mirrors the layout below, sans the masonry wall. A large bed is tucked into an alcove, and a plush chair looks out a real glass window. A narrow, wooden closet is against the wall opposite the bed and window, and a side table is placed next to the chair.



Development: If the trap is triggered (see below), any occupants of the security station (areas 10-28 and 10-33) come running, arriving in 3 rounds.

The closet contains fine, feminine clothing, but nothing of practical use.

The Wayward Owner: The gray elf female who normally rents this space from The Impresario has been missing for two months now, but her rent was paid up for another year before she disappeared, so the duergar has left this space alone.

Insanity Mist Trap with *Alarm*: CR 9; mechanical; touch trigger; repair reset; lever bypass; gas; never miss; poison (insanity mist, DC 17 Fortitude save resists, 1d4 Wis/2d6 Wis) and audible *alarm*; multiple targets (all targets in a 10-ft.-by-10-ft. room); Search DC 25; Disable Device DC 20.

Valuables: The crystal snifters smell strongly of brandy, but are empty. The whole set is worth 900 gp, and the statue would fetch 1,300 gp (particularly to a subterranean buyer), but it weighs over a ton. Under the cushion in the chair (DC 10 Search) is a treasure map. Written in Common over the top are the words:

"For Thee Who Seeketh The Great Palace of Zahadran, Lost To Time And The Sands"

A DC 15 Spot check on the map will notice the cartographer's autograph in the corner, "Urgus Spellsmith." This is the mountain dwarf kept captive in area 10-35, and he was taken while trying to recover this map.

Fake maps to the legendary lost palace of Zahadran are fairly common in the south, but this one would probably fetch 1,000 gp from an interested buyer.

Area 10-31 – Open for Business (EL 11): The door to this area is locked (Open Lock DC 30). The key can be found in the second floor of the security post (area 10-33). When the party gains access to this area, read or paraphrase the following:

The doors open into a small, triangular room. The wall to the left is made of bricks and mortar, unlike the other walls you've seen all throughout this place. The only exit you see is an iron door in the mortar wall. A broken length of chain is thrown in one corner.

The chain is just normal chain, and it used to be the bear's leash. A DC 16 Listen check at the door hears something heavy walking around in the next area. If the check meets at least 26, they will know it is a quadruped. When the party opens the door, read or paraphrase the following:

You barely have time to notice the staircase leading to a higher level and a large wooden rack on the wall before you are greeted with a challenging roar. A polar bear with blazing black eyes and smoking hide stands between you and the staircase. As it bellows, you see its forked tongue quiver in anticipation of bloody deeds to come.

At the top of the stairs, a small, blue-skinned man with white, pupil-less eyes looks startled at your intrusion.

A DC 22 Knowledge (the planes) or Knowledge (religion) check would identify this as a fiendish counterpart to the mundane polar bear. The rack contains several varieties of whips and cutting implements.

When the party examines the square room on the ground floor, read or paraphrase the following:

Neatly arranged on three tables are hundreds of needles of differing lengths and gauges. Mixed in with them are six unlabeled, corked bottles. One looks to contain a red powder, another has a white, chalky paste, while a third has a bluish liquid.

When the party ascends the stairs, read or paraphrase the following:

In an alcove across from the stairs is a grotesque statue of a naked human male minus his skin. The statue has several small holes in it; many contain needles. The only exit is an iron door set into a masonry wall.

When the party reaches the final section of this apartment, read or paraphrase the following:

This room is filthy, with dirty clothing and broken furniture scattered everywhere. Two pallets lie on the floor. Their owner, a diminutive, blue-skinned man with wispy, white hair hurl curses at you for invading his home.

Development: The derro rogue flees the party at first, moving upstairs and heading toward the rear of the apartment. Along the way, he arms the *cloudkill* trap (see below) on the first door. That trap is armed by completely closing the door, and is triggered by reopening it.

The bear is a pet for the derro, who run a tattooing business. The powders, pastes, and liquids in the square room on the ground floor are their dyes and colors. They also use their implements, however, to satiate their bloodlust; many slaves who passed through the Bleak Theater ended up under their care.

A DC 10 Search check among the pallets finds a *wand of acid arrow* (CL 3rd, 39 charges left).

Tactics: The bear will try to smite the first creature it can reach. It won't grapple unless only one creature is in melee with it. It bites when grappling. The bear fights to the death and will pursue fleeing heroes as long as it can sense them.

If given time to prepare, the derro sorcerer casts *mage armor* and *false life* prior to the battle. If not, he casts *mage armor* as the battle begins and *false life* when reduced to fewer than 25 hp. He fights primarily with *magic missile*, although he also casts *hideous laughter* if an adventurer threatens him in melee.

The rogue moves around in battle, always looking to flank a foe who is facing off against the sorcerer. As soon as the sorcerer determines there is a PC spellcaster, he'll target that opponent with *sound burst* in hopes of stunning the hero.

The bear only cares about slaying the party, and fights to the death. If either derro is reduced to 12 hp or less, he jumps out the window to escape the party, taking 1d4 points of damage from the glass and 1d6 points of falling damage (although the rogue will attempt to Tumble to reduce damage from the fall). They will make for the security post in area 10-28, or if no one is there will double back to get to The Impresario's tower (area 10-38).

Fiendish Advanced Polar Bear: CR 7; Large magical beast (extraplanar); HD 12d8+60; hp 124; Init +3; Spd 40 ft., swim 30 ft.; AC 15, touch 10, flat-footed 14; Base Atk +9; Grp +22; Atk claw +17 (2d6+9); Full Atk 2 claws +17 melee (2d6+9) and bite +12 melee (3d6+4); Space/Reach 10 ft./5 ft.; SA Improved grab, smite good 1/day (+12 damage); SQ Damage reduction 10/magic, darkvision 60 ft., low-light vision, resistance to cold 10 and fire 10, scent, spell resistance 17; AL NE; SV Fort +13, Ref +11, Will +6; Str 29, Dex 16, Con 21, Int 3, Wis 14, Cha 6.

Skills and Feats: Hide +2, Listen +8, Spot +10, Swim +19; Endurance, Improved Natural Attack (bite), Improved Natural Attack (claw), Run, Track.

SA – Improved Grab (Ex): To use this ability, a polar bear must hit with a claw attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

Smite Good (Su): Once per day, the fiendish polar bear may make a normal melee attack to deal +12 damage against a good foe.

Derro Rog3: CR 6; Small monstrous humanoid; HD 3d8+3 plus 3d6+3; hp 35; Init +8; Spd 20 ft.; AC 23, touch 15, flat-footed 19; Base Atk +5; Grp +3; Atk/Full Atk masterwork short sword +11 melee (1d4+2 plus poison/19-20); SA Poison use, spell-like abilities, sneak attack +3d6; SQ Darkvision, evasion, madness, spell resistance 15, trap sense +1, trapfinding, vulnerability to sunlight; AL CE; SV Fort +3, Ref +10, Will +6; Str 14, Dex 18, Con 12, Int 12, Wis 7, Cha 14.

Skills and Feats: Appraise +1 (+3 tattoos), Balance +6, Bluff +2, Craft (tattoo) +10, Disable Device +13, Hide +12, Jump +0, Listen +2, Move Silently +8, Tumble +15; Acrobatic, Improved Initiative, Weapon Finesse.

SA – Poison (Ex): Injury; DC 12 Fortitude save; primary/secondary damage 1d4 Strength/1d4 Strength. Derro are not at risk of poisoning themselves when handling poison.

Spell-Like Abilities: At will – *darkness, ghost sound*; 1/day – *daze* (DC 12), *sound burst* (DC 14). Caster level 3rd.

SQ – Madness (Ex): Derro use their Charisma modifier on Will saves instead of their Wisdom modifier, and have immunity to *confusion* and *insanity* effects. A derro cannot be restored to sanity by any means other than a *miracle* or *wish* spell.

Vulnerability to Sunlight (Ex): A derro takes 1 point of Constitution damage for every hour it is exposed to sunlight, and it dies if its Constitution score reaches 0. Lost Constitution points are recovered at the rate of 1 per every 24-hour period spent underground or otherwise sheltered from the sun.

Possessions: +1 studded leather armor, +1 buckler, masterwork short sword, 7 doses of Medium monstrous spider venom, masterwork thieves' tools.

***Cloudkill* Trap:** CR 6; magic device; proximity trigger (*alarm*); automatic reset; spell effect (*cloudkill*, 9th level wizard, variable effect depending on HD, Fortitude DC 17 partial or halves damage); multiple targets (all targets in a 15-ft.-by-15-ft. room); Search DC 30; Disable Device DC 30.

Derro Sor5: CR 8; Small monstrous humanoid; HD 3d8+9 plus 5d4+15; hp 55; Init +3; Spd 20 ft.; AC 18, touch 14, flat-footed 15; Base Atk +5; Grp +1; Atk/Full Atk masterwork dagger +7 melee (1d3/19-20 plus poison); SA Poison use, spell-like abilities, spells, sneak attack +1d6; SQ Darkvision 60 ft., madness, spell resistance 15, vulnerability to sunlight; AL CE; SV Fort +7, Ref +9, Will +15; Str 10, Dex 16, Con 16, Int 13, Wis 2, Cha 23.

Skills and Feats: Concentration +12, Bluff +17, Diplomacy +8, Disguise +6 (+8 acting), Hide +17, Intimidate +8, Listen +0, Move Silently +13; Combat Casting, Combat Expertise, Skill Focus (Bluff).

SA – Poison (Ex): See derro rogue's stats above.

Spell-Like Abilities: At will – *darkness, ghost sound*; 1/day – *daze* (DC 16), *sound burst* (DC 18). Caster level 3rd.

SQ – Madness (Ex): See derro rogue's stats above.

Vulnerability to Sunlight (Ex): See derro rogue's stats above.

Spells Known (6/8/6; DC 16 + spell level): 0 – *acid splash, arcane mark, detect magic, disrupt undead, mending, read magic*; 1st – *floating disk, identify, mage armor, magic missile*; 2nd – *false life, hideous laughter*.

Possessions: Masterwork dagger, *bracer of armor +2, cloak of resistance +2,* 4 doses of Medium monstrous spider venom, key to area 10-31.

Area 10-32 – Main Entrance: This rectangular chamber is where tickets are purchased or verified for admission. Tickets for Bleak Theater events can run from 100 gp to 2,000 gp, depending on what spectacle is being offered. Note that tickets are not required to merely pass through, but any malingerers who try to sneak a peek without paying are harshly punished, and sometimes end up as entertainment.

The ushers stationed here during events typically open the portcullis to allow a few attendees in, move them along, and then repeat the process. They do not allow themselves to be swamped with customers.

These doors are not locked at present, but the two main gates are (Open Lock DC 40). The key that unlocks them all is found in area 10-33 or on the usher captain.

Area 10-33 – Security Post, 2nd Floor: The door to this area is locked (Open Lock DC 40); The Impresario has a key and the usher captain has one. When the party enters this area, read or paraphrase the following:

This spacious area has few furnishings, giving it an almost empty feel. A moth-eaten couch rests in one corner, and next to it is a descending staircase. Against one wall is a nearly empty bookshelf, and a lone, iron chair stands in the middle of the room.

Development: If the party comes here before visiting areas 10-28 or otherwise encountering the security team, then the usher captain, an usher, and a drow initiate will be in this area, resting between patrols. Since it is more likely that the party will encounter the security team in or near area 10-28, their statistics are presented there.

If, however, a fight does break out here, the security team follows similar tactics as presented in area 10-28. The usher, initiate, and rust monster will rush up the stairs to join the fight (squeezing in the rust monster's case).

Shiny Keys: There are three key rings on a wall peg behind the couch (Search DC 15). One contains the four keys that unlock the four corner housing units (areas 10-29 through 10-31). One ring has five keys: One that unlocks the four doors at the main entrance (area 10-32) and one for each tower entrance (areas 10-34 through 10-36 and 10-38). The third ring has the two keys to unlock the armories (areas 10-15 and 10-23). If the usher captain is on patrol, however, these rings will be on his person.

Exclusive View: Outside the door to this area is the balcony that overhangs general admission and looks down on the arena floor (area 10-25). It is separated into six sections by iron bars (treat as a portcullis that cannot be lifted): one private viewing section for each tower, one section for security to deploy, and one section in front of The Impresario's office. Most of these sections are connected by doors set into the bars. These doors cannot be locked per se, but a latch prevents them from swinging open accidentally (Open Lock DC 5).

Note that there is no door between the balcony outside The Impresario's office (area 10-39) and the balcony outside the guest tower.

When the arena's crystals are active (see area 10-25), the effect extends all the way to the ceiling, effectively creating a solid (and *antimagic*) barrier that the balcony surrounds.

Area 10-34 – Guest Tower: This tower is usually rented out or made available to VIPs. Each fancifully named "tower" is actually just a suite of five rooms and a balcony. The balcony of each area is addressed in area 10-33. The five rooms are security, foyer, chamber, closet, and vault.

Security: This is at the top of the staircase, the first room. Private bodyguards usually stand here to keep the rabble away from the high and mighty, but Bleak Theater ushers and bouncers are available for a hefty fee if private troops are not on hand. The key that unlocks balcony access (Open Lock DC 30) also unlocks all other doors of a given tower; each tower has a unique lock. The four tower keys can be found in area 10-33, but The Impresario has a master key in area 10-39.

Foyer: This room is only accessible from the balcony. The remaining areas of a tower, foyer included, are usually customized to suit the individual's wishes. The guest tower is currently unoccupied, so this room and all subsequent rooms are bare.

Chamber: This main room is often used as either a bedchamber or meeting area.

Closet: As it says, this could be a walk-in closet. Sometimes, unruly children are put in here instead.

Vault: Each tower has a private vault only accessible through a secret door (Search DC 30) located in the security room. The existence of the vault is a poorly kept secret, and many even have a rough idea where the secret door is located. These doors are 5 feet thick by design, intended to limit magical spying, but are set on large ball bearings; they push back and slide to the right.

The vault chamber is accessed through a winding staircase. It is on the same level as the main floor of the arena.

Area 10-35 – Thane's Tower: This tower is reserved for Thane Vejik when he visits the Bleak Theater.

Security: The thane usually stations one of the Theater's senior wizards here alongside two of his Underdeep veterans (see area 11-23) when he's on-site.

Foyer: Two Underdeep veterans are normally stationed here when the thane visits.

Chamber: Thane Vejik conducts private business in the room. A marble table is in the center of the room, with two iron chairs flanking it and a comfortable chair at the head. Two statues of Sodoutym (see area 10-7) flank a small cabinet with several sheets of paper, an inkwell and quill, three ruby-studded, steel goblets (200 gp each), and a snifter

of brandy. Behind a curtain is the thane's ironwork bed, covered with animal skins.

Closet: Even when the thane is not present, this closet contains two royal outfits. It also has an acid-etched iron box depicting an underground hunting scene (300 gp) that contains an adamantine ring set with a diamond (2,000 gp) and a *belt of dwarvenkind* worn by the thane when he must be diplomatic. The box is not locked, and is about the size of a shoebox.

Vault: The last time Thane Vejik visited was during a public penal court. While court was in session, a mountain dwarf wizard named Urgus Spellsmith tried to break into one of the private residences. He was caught and immediately brought before the thane.

Urgus claimed that he was a cartographer, and the gray elf occupant of the home had stolen a map he had made. Thane Vejik cared not for the circumstances, only that the neutrality of the Bleak Theater could appear to have been compromised. Still, in "consideration" for Spellsmith's plight, he decided to not to enslave him.

Instead, his spellbook was burned in front of him and he was chained to a pillar in the thane's vault. The key that unlocks the manacles binding Urgus is hanging on the wall, just out of his reach. The thane declared that if Urgus was still alive the next time he saw him, the mountain dwarf would be free to go, but he was to receive neither food nor water in the meantime.

When the party enters the vault, read or paraphrase the following:

A dwarven male with pale skin and golden hair lies supine on the floor. He wears only a torn tunic, and his features are ravaged as if by an affliction or hunger. He is manacled to a length of chain attached to a stone column. In one corner of this chamber is a pile of cold ashes, and just beside the door hangs a key from a peg.

Urgus has taken a great deal of nonlethal damage from starvation and thirst, and is unconscious. This damage cannot be healed by magical means until Urgus receives food and water. A DC 10 Heal check will identify that he is suffering from starvation and dehydration.

If Urgus regains consciousness, the single-minded dwarf will insist on recovering his map. Beyond that, he may or may not assist the party, either by joining them as a wizard or by crafting them maps or magical goods. It depends on how the party treats him to some extent, but Urgus is an unpleasant fellow, even to people who just saved his life. His one weakness is maps – he loves talking about them and looking at them. Two sample quotes for Urgus are below:

"A map is the world made rational."

"Even if we don't agree, you have to concede I'm smarter than you."

Urgus Spellsmith, male dwarf Wiz9: CR 9; Medium humanoid (dwarf); HD 9d4+18; hp 45 (79 points of nonlethal damage); Init +2; Spd 20 ft.; AC 12, touch 12, flat-footed 10; Base Atk +4; Grp +4; Atk/Full Atk n/a; SA Spells; SQ Darkvision 60 ft., dwarf traits; AL N; SV Fort +5, Ref +5, Will +7; Str 10, Dex 14, Con 14, Int 20, Wis 13, Cha 6.

Skills and Feats: Appraise +5 (+9 armor, +7 maps, +9 weapons), Concentration +17, Craft (cartography) +17, Craft (armorsmithing) +15, Craft (weaponsmiting) +15, Decipher Script +17, Knowledge (arcana) +17, Knowledge (history) +13, Spellcraft +19; Craft Magic Arms and Armor, Craft Rod, Scribe Scroll, Skill Focus (Concentration), Spell Mastery (*dispel magic, greater magic weapon, halt undead*), Spell Penetration.

Spells Prepared (4/6/5/4/3/2; DC 13 + spell level): None.

Possessions: None.

Area 10-36 – Tournament Tower (EL 8): This tower is reserved for the guild, cartel, noble house, or individual who wins the season's finale, the Tower Tournament. For the last five years, that honor has belonged to drow House Ereluc. One of their elders, Geviss Ereluc, lives here semi-permanently, keeping an eye on his family's interests in this area as ambassador to Narborg, but also pursuing a secret agenda (see sidebars). His daughter, Liaa Ereluc, attends Geviss, although she has plans of her own (see sidebars).

The relationship between House Ereluc and the duergar of Narborg was not always so amicable. The drow laid siege to the fortress several years ago, and almost penetrated its defenses. Many are still alive who remember that event, and the grudges are fierce. To ease tensions, Geviss arranged for drow priestesses to assist the Bleak Theater's security forces. By design, Geviss selects only the most comely of initiates.

Security: The drow attempt to maintain a low profile at the Bleak Theater, and so don't have a large security force. During events, Geviss hires The Impresario's men (pleasing the duergar), but he puts his real faith in traps.

Consequently, the door that leads from security to the balcony is trapped, as described below.

***Destruction* Trap:** CR 8; magic device; touch trigger (*alarm*); automatic reset; spell effect (*destruction*, 13th-level cleric, DC 20 Fortitude save for 10d6 damage); Search DC 32; Disable Device DC 32.

Foyer: This area is a separate encounter (area 10-37).

Chamber: The drow have a comfortable living residence here, with a bed, a full-length mirror, a dresser with a few mundane and unremarkable personal effects and toiletries, and a curtained-off bathtub. The rug is made from woven spidersilk and cloth of gold, treated to resist wear and tear (1,150 gp). In a secret compartment in the bed (Search DC 25) is the ambassador's wealth: 4 emeralds (1,000 gp each), 7 alexandrite (500 gp each), and 57 pp. There is also a bearer note co-signed by the Mountain King for 5,000 gp (fake, DC 30 Forgery check to detect). A DC 13 Search check of the dresser finds a forgotten scroll of *acid fog* (CL 11th).

There is no bed for Liaa; she sleeps in the foyer when she visits her father.

Closet: This closet contains three sets of noble's outfits, one scholar's outfit, and one traveling outfit for a man of slender build. It also contains two sets of noble's outfits and two sets of cleric's vestments for a woman. The fashions are the latest in drow society.

Vault: Geviss and Liaa do not often use their vault, although it contains a table and two chairs.

Area 10-37 – Tournament Tower Foyer (EL 13): The door to this area is unlocked but trapped (see below). A DC 5 Listen check will hear three voices speaking Elven inside, one male and two female. If the check is 15 or greater, the listener can understand that a male and female voice are talking about how proud they are of "Liaa," while a other female voice is quietly telling them to "stop." When the party enters this area, read or paraphrase the following:

This comfortable sitting room contains a long couch of manticore leather and a stuffed chair. Seated on the couch is a pretty, dark-skinned elven girl, appearing about the human equivalent of 16. Standing over her, bearing a distinct family resemblance, is a regal-looking, older male with a thin moustache and a full-grown female, clad in spiked armor.

Development: Geviss is no fool, and is aware his daughter hates him (see sidebar). To torment her, he occasionally summons illusions of her dead mother to dote on her. The mother appears at the age she was when she died, although sometimes Geviss has her appear as a corpse in the same attire.

The trap is triggered when the door is opened from the outside. If the party has made a great deal of noise on their approach to this area, or if the *mage's faithful hound* begins barking (see below), the drow will be up and ready for them (Geviss will already have completed his round 1 castings); if not, they'll be too wrapped in their own melodrama.

If the party will consent to work for a drow, both Geviss and Liaa are willing to hire surface-worlders to handle a few delicate jobs (see sidebars). Note that the drow only offer these quests if the party is present in the Bleak Theater on peaceful terms and have been respectful.

Faithful Hound: Geviss has cast a *mage's faithful hound* spell by the door between the balcony and the foyer. When someone other than Geviss or his daughter gets within 5 feet of it, the dog begins barking, warning them of an attack. Initiative should be rolled at that point. Remember that the dog will get an attack on the first adventurer through the door.

Sub-Quests: Geviss' Quests

"Eyes of the Drow"

Geviss is convinced that the last members of House Forlorna (level 9B) are in hiding somewhere in Castle Whiterock. He knows that they had a small fortress somewhere that protected the Bleak Theater when it was theirs, but he hasn't been able to locate it. He hires the party to bring him proof they've located House Forlorna.

He is clear he only wants proof, not the House's destruction. If they slay Matron Chaliax (area 9B-12) without his leave, he'll attack them in rage.

"Fist of the Drow"

If the party completes "Eyes of the Drow" successfully (and without wiping out House Forlorna), Geviss will be pleased, and will have his daughter notify his Matron that he's found his House's ancient enemies. His Matron, however, won't believe Geviss because he's made this claim before.

The next day, if the party is still around, he'll hire them to wipe out House Forlorna, claiming he's decided the "indignity of being destroyed by non-drow is fitting punishment for their crimes."

See Bonus Rewards for what the party earns for completing these sub-quests.

Tactics: Geviss will not concentrate to maintain the illusion of his dead wife, so she will just stand there. As soon as she is struck in combat, she will disappear.

The drow ambassador has two feats that reduce the effective level of spells altered by metamagic feats, making him more dangerous than he may seem. He begins combat with *mage armor* in place (reflected in stats below). Here are his tactics by round:

Round 1: Quickened *shield* and *stoneskin*

Round 2: Empowered, quickened *acid arrow* at any obvious spellcasters (or characters in the back) and empowered *chain lightning*

Round 3: Move to nearest obvious spellcaster to deliver empowered, quickened *touch of idiocy*; if he has an action left, cast empowered *magic missile* at biggest melee combatant

Round 4: Empowered *enervation* on any threatening melee combatants

Geviss casts an empowered *vampiric touch* after he takes damage the first time and after he's reduced to 10 hit points or less. If the party casts a beneficial spell in the middle of combat, he attempts to counter with a quickened *dispel magic*.

After being reduced to 10 hit points or less and subsequently casting *vampiric touch*, he flees to his chamber and calls for guards, triggering a *programmed image* of drow warriors rushing into the fight. If the wizard has any offensive quickened spells left, he will cast them and spend the standard action every round to concentrate on making the illusions seem real, ducking blows and barely missing, shouting and such. As soon as he runs out of quickened offensive spells, or if the party determines the guards are illusions, he stops concentrating on them, and switches to casting more spells, like *hold person* and *feeblemind*.

Geviss has been living on borrowed time for several years, and he knows it; he fights to the death and does not pursue fleeing opponents.

Liaa will fight alongside her father against invaders because it suits her own survival. She begins combat by casting *slay living* on the first hero to close into melee with her. She follows up in subsequent rounds with *unholy blight* and *spiritual weapon* (a disembodied claw). She casts *divine power* before entering melee.

Sub-Quests: Liaa's Quests

"Mouth of the Drow"

Liaa has entered into an arrangement with the derro potionmakers by the Lightless Gate (area 11A-6). She has supplied them with scrolls of *passwall*, and they are to find a way to burrow under Narborg's *warded walls* (see area 11) as prelude to an invasion.

Unknown to her, the derro are using the scrolls to try to unearth one of their religious leaders. She is aware, however, that they are making no progress and ignoring her demands for an explanation. In her rage, she accidentally signed a letter with her last name (and a fake first name), and she's worried about the letter tipping off the duergar.

She hires the adventurers to journey to the Lightless Gate and demand answers from the derro, explaining they will know her as "Nirrec." She doesn't care if the party has to subsequently kill the derro, but they must recover the letter. To aid in this quest, she arranges for the party to receive passes with The Impresario's seal, which should grant them passage through Narborg.

If the party subsequently tries to blackmail her, she'll attack them.

"Fangs of the Drow"

If the party completes the "Mouth of the Drow" sub-quest, Liaa states that now she knows she can trust them with delicate situations, and she hires them for another job: kill her father.

She does not give her reason, but it has to do with her father setting her mother up as the fall guy for a mistake he made long ago. His death would please her.

As soon as the party leaves to go slay her father, she'll report to The Impresario that bandits have broken into her home, and she'll show up after the fight with three bouncers and a junior wizard (an EL 12 encounter).

See Bonus Rewards for what the party earns for completing these sub-quests.

If given time to prepare, she casts *bull's strength, shield of faith, freedom of movement*, and *protection from good*, in that order. Liaa will look for an escape route if reduced to 10 or fewer hit points, casting *deeper darkness* on the door to cover her escape. She does not pursue fleeing opponents.

***Glyph of Warding* (Blast):** CR 6; spell; spell trigger; no reset; spell effect (*glyph of warding* [blast], 16th-level cleric, 8d8 sonic, DC 14 Reflex save half); multiple targets (all targets within 5 ft.); Search DC 28; Disable Device DC 28.

Liaa Ereluc, drow Clr9: CR 10; Medium humanoid (elf); HD 9d8; hp 46; Init +4; Spd 30 ft.; AC 20, touch 15, flat-footed 16; Base Atk +6; Grp +5; Atk claw +10 melee (1d6 plus poison); Full Atk 2 claws +10 melee (1d6 plus poison); SA Command undead (+4, 2d6+11), poison, spell-like abilities, spells, spit venom; SQ Darkvision 120 ft., drow traits, spell resistance 20; AL NE; SV Fort +6, Ref +7, Will +9; Str 8, Dex 18, Con 10, Int 12, Wis 17, Cha 15.

Skills and Feats: Concentration +12, Knowledge (deviltry) +7, Knowledge (religion) +13, Listen +5, Search +3, Spot +5; Infernal Corruption (kiss of the serpent), Infernal Corruption (talons of the vulture), Infernal Pact, Weapon Finesse.

SA – Poison (Ex): Injury, Fortitude DC 13, unconsciousness/unconsciousness for 2d4 hours.

Spell-Like Abilities: 1/day – *dancing lights, darkness, faerie fire*. Caster level 9th.

Spit Venom (Ex): Once/day; make a poisonous melee touch attack. Contact; DC 13 Fortitude save; initial/secondary damage 1d4 hp/1d12 hp.

Spells Prepared (6/5+1/5+1/4+1/2+1/1+1; DC 13 + spell level; Drow, Evil domains): 0 – *create water* (x3), *purify food and drink* (x3); 1st – *curse water, divine favor, entropic shield, obscuring mist, protection from good** (CL 11), *shield of faith*; 2nd – *bull's strength, hold person* (x2), *silence** (CL 10), *spiritual weapon, undetectable alignment* (cast); 3rd – *animate dead, contagion, deeper darkness**, *searing light* (CL 10) (x2); 4th – *divine power* (CL 10), *freedom of movement, unholy blight** (CL 10); 5th – *dispel good** (CL 11), *slay living* (CL 10).

*Indicates domain spell.

Possessions: +2 studded leather armor, amulet of mighty fists (+1), periapt of wisdom +2, ring or protection +1, ring of counterspells (magic missile).

Ambassador Geviss Ereluc, old drow Wiz11: CR 12; Medium humanoid (elf); HD 11d4+22; hp 52; Init +0; Spd 30 ft.; AC 16, touch 12, flat-footed 16; Base Atk +5; Grp +2; Atk/Full Atk +*1 spell storing dagger* +4 melee (1d4-2 plus poison/19-20); SA Poison, spell-like abilities, spells; SQ Darkvision 120 ft., drow traits, spell resistance 22; AL NE; SV Fort +5, Ref +3, Will +9; Str 5, Dex 11, Con 14, Int 20, Wis 15, Cha 14.

Skills and Feats: Concentration +15, Decipher Script +19, Diplomacy +4, Knowledge (arcana) +19, Knowledge (dungeoneering) +19, Knowledge (history) +19, Knowledge (nobility & royalty) +14, Listen +4, Search +7, Spellcraft +21, Spot +4, Survival +2 (+4 underground); Combat Casting, Empower Spell, Lore Caster, Scribe Scroll, Seer, Spell Focus (enchantment), Quicken Spell.

SA – Poison (Ex): An opponent hit by a drow's poisoned weapon must succeed on a DC 13 Fortitude save or fall unconscious. After 1 minute, the subject must succeed on another DC 13 Fortitude save or remain unconscious for 2d4 hours.

Spell-Like Abilities: 1/day – *dancing lights, darkness, faerie fire*. Caster level 11th.

Spells Prepared (4/6/5/5/4/3/1; DC 15 + spell level; DC 16 + spell level for enchantment spells): 0 – *daze, detect magic, mage hand, ray of frost*; 1st – *expeditious retreat, ~~mage armor~~* (cast), *mage armor, magic missile* (empowered), *reduce person, ~~unseen servant~~* (cast); 2nd – *acid arrow* (empowered) (x2), *glitterdust, locate object, touch of idiocy* (empowered); 3rd – *hold person, ~~major image~~* (cast), *shield* (quickened), *vampiric touch* (empowered) (x2); 4th – *enervation* (empowered), *acid arrow* (empowered, quickened), *stoneskin, touch of idiocy* (empowered, quickened); 5th – *dispel magic* (quickened), *feeblemind, ~~mage's faithful hound~~* (cast); 6th – *chain lightning* (empowered).

Possessions: +1 spell storing dagger (hold person), ring of protection +2, amulet of health +4, spellbook, four pouches of fleece and jade dust (25 gp each), three pouches of granite and diamond dust (250 gp each), master key to area 10-36.

Area 10-38 – Impresario's Tower (EL 12): The Impresario keeps his apartment in the Bleak Theater.

Security: The Impresario maintains a watch in this general area. There is a 1 in 6 chance the senior wizard and two bouncer elite (see below) are actually out on the balcony instead of in this area.

Foyer/Chamber: The door to this area is locked (Open Lock DC 40). The Impresario had the middle door removed because he doesn't need a foyer. The area where the foyer would be is piled high with dirty clothing and old plates of food.

The chamber has a large bathtub and black-and-white checkerboard tiles. The Impresario does most of his thinking in the bathtub. A large shelf along one wall contains mementos of various VIPs who have visited the Bleak Theater, and a few bones from particularly successful combatants. The Impresario's bed has silk sheets.

Although fastidious in appearance, The Impresario is a slob.

Closet: The closet contains two noble's outfits and one entertainer's outfit.

The Mephit Shuffle (Grime): If the party never encountered the mephit Grime on level 4, or if they did and he eluded them, he will have returned to The Impresario, his master. The duergar, displeased with the outsider, has exiled him to his closet. If, however, a fight breaks out anywhere in area 10-38 and the mephit hears it, he will come flying to aid the defenders. The EL of this area is determined including Grime; if he is already dead, then this area is EL 11.

If the party manages to defeat the duergar or otherwise gain access to this area and not alert the mephit, he will still be hiding in the closet. If the duergar are alive, they will come to Grime's aid, if not, this area is EL 8.

Grime knows much about The Impresario's operation, but he slants everything he says to make it seem like the earth mephit Gunrolz (first encountered on level 6) is actually pulling the strings. He will sell out the duergar, but demand protection from the party if he does. Then, when he gets a chance, he'll either flee or turn against the adventurers. He will not go to Narborg, however, because he would want to avoid Gunrolz.

Tactics: Regardless of the situation in which he's encountered, Grime doesn't like to fight on his own. His first move upon facing or hearing combat is to cast *invisibility*, then either go for help or investigate the fighting.

When he's fighting alongside others, he remains *invisible* but casts *summon instrument* for a small drum. In the following rounds, he inspires courage in the duergar, tries to summon another dust mephit to aid them, and helps out with *cure light wounds*. Just before his *invisibility* wears off, he casts *mirror image* and joins the attack, using his breath weapon and claws against heroes who seem undefended, gravely injured, or weak.

If he's fighting on his own and can't get away, Grime will plead for his life. He casts *undetectable alignment* each day (available spells below reflect this) and will claim he was locked in his closet as a prisoner. If the party has encountered him before, he'll

Geviss Ereluc's Spellbook

Geviss Ereluc has filled 94 pages of his spellbook with the following spells:

0 level – *acid splash, arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, message, open/close, prestidigitation, ray of frost, read magic, resistance, touch of fatigue*

1st level – *expeditious retreat, hold portal, mage armor, magic missile, magic weapon, shield, unseen servant*

2nd level – *acid arrow, glitterdust, locate object, touch of idiocy*

3rd level – *dispel magic, hold person, major image, vampiric touch*

4th level – *crushing despair, enervation, fire shield, stoneskin*

5th level – *feeblemind, interposing hand, mage's faithful hound, overland flight*

6th level – *chain lightning, programmed image*

also claim he refused to tell The Impresario anything about them, and is being punished for it. Grime has an impressive Bluff score, so he may be able to fool the party.

If pressed by an unsympathetic party, Grime will fight to the death. Under no circumstances will he pursue fleeing PCs.

Grime, dust mephit Brd5: CR 8; Small outsider (air, extraplanar); HD 3d8 plus 5d6; hp 38; Init +9; Spd 30 ft., fly 50 ft. (perfect); AC 22, touch 16, flat-footed 17; Base Atk +6; Grp +1; Atk claw +12 melee (1d3-1); Full Atk 2 claws +12 melee (1d3-1); SA Breath weapon, spell-like abilities, *summon mephit*; SQ Bardic knowledge +5, countersong 5/day, damage reduction 5/magic, darkvision 60 ft., *fascinate* 5/day, fast healing 2, inspire competence 5/day, inspire courage 5/day; AL NE; SV Fort +4, Ref +12, Will +8; Str 8, Dex 20, Con 10, Int 10, Wis 12, Cha 20.

Skills and Feats: Bluff +16, Escape Artist +16, Hide +18, Diplomacy +18, Disguise +5 (+7 acting), Intimidate +7, Listen +7, Move Silently +16, Perform (percussion) +13, (Speak Language (Dwarven, Orc), Spot +7, Use Rope +5 (+7 with bindings); Dodge, Improved Initiative, Weapon Finesse.

SA – Breath Weapon (Su): 10-foot cone of irritating particles, damage 1d4, Reflex DC 12 half. Living creatures that fail their saves are tormented by itching skin and burning eyes. This effect imposes a –4 penalty to AC and a –2 penalty on attack rolls for 3 rounds.

Spell-Like Abilities: Once per hour, Grime can surround himself with a plume of dust, duplicating the effect of a *blur* spell (caster level 3rd). Once per day, he can create a mass of roiling dust that duplicates the effect of *wind wall* (DC 18, caster level 6th).

Summon Mephit (Sp): Once per day, Grime can attempt to summon another dust mephit, much as though casting a *summon monster* spell, but with only a 25% chance of success. Roll d%: On a failure, no creature answers the summons that day. A mephit that has just been summoned cannot use its own summon ability for 1 hour. This ability is the equivalent of a 2nd-level spell.

SQ – Fast Healing (Ex): Grime heals only if in an arid, dusty environment.

Spells Known (3/5/2; DC 15 + spell level): 0 – *detect magic, ghost sound, know direction, message, read magic, summon instrument*; 1st – *cure light wounds, disguise self, grease, undetectable alignment*; 2nd – *cure moderate wounds, invisibility, mirror image*.

Possessions: Masterwork studded leather (fit with wing holes).

Dust Mephit: CR 3; Small outsider (air, extraplanar); HD 3d8; hp 13; Init +7; Spd 30 ft., fly 50 ft. (perfect); AC 17, touch 14, flat-footed 14; Base Atk +3; Grp –1; Atk claw +4 melee (1d3); Full Atk 2 claws +4 melee (1d3); SA Breath weapon, spell-like abilities, *summon mephit*; SQ Damage reduction 5/magic, darkvision 60 ft., fast healing 2; AL N; SV Fort +3, Ref +6, Will +3; Str 10, Dex 17, Con 10, Int 6, Wis 11, Cha 15.

Skills and Feats: Bluff +8, Escape Artist +9, Hide +13, Diplomacy +4, Disguise +2 (+4 acting), Intimidate +4, Listen +6, Move Silently +9, Spot +6, Use Rope +3 (+5 with bindings); Dodge, Improved Initiative.

SA – See Grime's stats above.

SQ – Fast Healing (Ex): A dust mephit heals only if in an arid, dusty environment.

Vault: On a table in the middle of the room is the Bleak Theater's paychest, containing 1,000 pp and 450 gp. The chest is not locked.

Tactics: If encountered in the security area, the bouncer elite block the top of the staircase (while the senior wizard casts spells down on the party). If encountered in the balcony, they defend the approach to The Impresario's office. If one bouncer elite dies, the other will use *enlarge person*.

If the party tries to attack them at range, they'll fire back with their throwing axes, or use their tower shields if the range is too far.

The senior wizard begins combat by casting *haste*. Then he starts working down his offensive spells, from highest level to lowest. If he can't cast a higher-level spell without hitting one of his allies (even by taking one – or two if *hasted* – move actions), he'll cast the next-highest spell he can without endangering the bouncer elite.

All three duergar fight to the death, and do not pursue fleeing foes. The duergar are familiar with Grime and his tactics, and so will not be shocked to hear drumming or to be healed by an *invisible* ally.

Duergar Bouncer Elite, duergar Ftr7 (2): CR 8; Medium humanoid (dwarf); HD 7d10+21; hp 66, 61, 41; Init +1; Spd 20 ft.; AC 23, touch 11, flat-footed 22; Base Atk +7; Grp +10; Atk *+1 battleaxe* +12 melee (1d8+6/x3) or masterwork throwing axe +9 ranged (1d6+5/x3); Full Atk *+1 battleaxe* +12/+7 melee (1d8+5/x3) or masterwork throwing axe +9/+4 ranged (1d6+5/x3); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +8, Ref +3, Will +3; Str 16, Dex 12, Con 16, Int 8, Wis 13, Cha 4.

Skills and Feats: Appraise –1 (+1 metal and stone items), Climb +0, Listen +2, Move Silently –8, Spot +2; Power Attack, Quick Draw, Tower Shield Mastery, Weapon Focus (battleaxe), Weapon

Focus (throwing axe), Weapon Specialization (battleaxe), Weapon Focus (throwing axe).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 12th); these abilities affect only the duergar and whatever it carries.

Possessions: +1 battleaxe, 4 masterwork throwing axes, *+1 banded mail, +1 tower shield*.

Duergar Senior Wizard, duergar Wiz7: CR 8; Medium humanoid (dwarf); HD 7d4+21; hp 38; Init +1; Spd 20 ft.; AC 13, touch 11, flat-footed 12; Base Atk +3; Grp +3; Atk/Full Atk masterwork quarterstaff +4 melee (1d6); SA Spells, spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +5, Ref +3, Will +6; Str 10, Dex 13, Con 16, Int 18, Wis 12, Cha 4.

Skills and Feats: Appraise +4 (+6 metal and stone items), Concentration +13, Diplomacy –1, Decipher Script +14, Knowledge (arcana) +14, Knowledge (nobility and royalty) +14, Listen +2, Move Silently +5, Spellcraft +16, Spot +2; Combat Casting, Greater Spell Focus (evocation), Scribe Scroll, Spell Focus (evocation), Spell Mastery (*arcane sight, lightning bolt*).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 12th); these abilities affect only the duergar and whatever it carries.

Spells Prepared (4/5/4/3/2; DC 14 + spell level; DC 16 + spell level for evocation spells): 0 – *arcane mark, detect magic, flare* (x2); 1st – *comprehend languages, magic missile* (x2), *shield, shocking grasp*; 2nd – *acid arrow* (x2), *detect thoughts, see invisibility*; 3rd –*fireball, haste, lightning bolt*; 4th – *charm monster, shout.*

Possessions: Masterwork quarterstaff, spellbook, *headband of intellect +2, bracers of armor +2.*

Area 10-39 – Impresario's Office (EL 13): If the party has managed to reach this point by stealth, a DC 7 Listen check will hear two voices speaking in Undercommon inside. If the check was 17 or better, and the listener understands Undercommon, she can make out that the two voices are discussing terms of a contract. The door is locked (Open Lock DC 40). When the party enters this room, read or paraphrase the following:

This area appears to be a sitting room. Two iron chairs and one ornate, cushioned chair are placed around a beautiful rug with dizzying geometric patterns. To one side is an iron table with a small bowl of nuts and a cracker, and to the other side is a long, low bookshelf. Two stone, smooth pillars are in the far corners.

When Fettuh is visible, read or paraphrase the following:

This short humanoid looks like a reptile crossed with an insect. Four arms sprout from its torso, two wielding weapons, and its oversize head is a mass of bony fangs and horns. The creature is alien not only in appearance but in movement, its joints seeming to bend wrongly.

When the party can see The Impresario, read or paraphrase the following:

This duergar is unlike many you've met, radiating an aura of calm self-assurance. He wears a deep crimson vest over his chain shirt, and his beard is braided. His bald head is tattooed to be wearing a crown of fire. He wields a punching dagger with a smoking blade of black fire.

The dwarf's entire form is hazy and blurry.

Development: If the party fought The Impresario's guards in area 10-38, then chances are good that Fettuh and The Impresario are aware the Bleak Theater is under attack. If this is the case, Fettuh will have used his planewalk ability to shift to the Ethereal Plane, and The Impresario will have used his *invisibility* and *enlarge* abilities.

Duergar Senior Wizard's Spellbook

The duergar senior wizard has filled 58 pages of his spellbook with the following spells:

0 level – *acid splash, arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, message, open/close, prestidigitation, ray of frost, read magic, resistance, touch of fatigue*

1st level – *alarm, comprehend languages, detect undead, erase, magic missile, ray of enfeeblement, shield, shocking grasp*

2nd level – *acid arrow, detect thoughts, protection from arrows, see invisibility*

3rd level – *arcane sight, fireball, haste, lightning bolt*

4th level – *charm monster, locate creature, shout*

Both are waiting for the party to enter the room a bit before attacking (see Tactics).

Before the party so rudely brought violence to their doorstep, the two were discussing whether or not the Bleak Theater should hire on Fettuh as a featured fighter, and what terms he would have.

Bookshelf: The bookshelf contains ledgers, old schedules, commentaries by impartial third parties on the Bleak Theater's spectacle, contracts with active and inactive fighters, and other papers that are necessary to running the arena as well as slaver's manifests. Anyone who reads Dwarven and spends some time with the slaver's manifests can learn that the fortress of Narborg is expecting a shipment of slaves in the next two days. There are also several small placards with The Impresario's seal (an eye with a gold coin as its pupil). These are normally filled out with specific dates and names, and are required to pass through Narborg unmolested. Purchasing one from The Impresario requires an appointment, and he won't sell them to just anyone – he has to be reasonably sure the buyer isn't out to attack the fortress from within. The asking price for one of these papers, which is only valid for the dates mentioned, varies between 50 and 500 gp, depending on what The Impresario thinks the buyer will pay.

Master Keys: Hanging on the wall by the bookshelf is a large ring with the following seven keys: receiving bay (area 10-2), master key for slave cells (area 10-4), staging hall (area 10-18), master key to the security post (areas 10-28 and 10-33), master key to all towers and his private suite (areas 10-34 to 10-36 and 10-38), his own office (area 10-39), and his secret entrance (area 10-40).

Tactics: As soon as one or two adventurers enter the office, or if they can detect Fettuh or The Impresario, Fettuh will use a move action to planewalk back to the Material Plane. He will select a foe that is between himself and The Impresario's location to set up a flank.

If the party is catching the occupants of this area off guard, Fettuh will Tumble around the battlefield until he is in a flanking position.

He attacks one hero at a time, concentrating on bringing them down before moving on to another foe. If reduced to 20 or fewer hit points, Fettuh will use his improved grab ability and try to implant an adventurer. Fettuh will flee using planewalk if he's reduced to 5 or fewer hit point and has successfully implanted a foe. When he does, if The Impresario is still alive, he'll yell in Undercommon, "And that's why I don't hire xill, you cowardly bastard!"

The Impresario always attacks the same target as Fettuh, ideally from a flanking position so as to use his sneak attack. He also depends on his opportunist ability; combined with sneak attack, this is a deadly combination. If Fettuh cannot flank or is dead, The Impresario uses Improved Feint and attacks whichever target he can reach that seems the most damaged. He fights to the death.

The *Thrice-Cursed Blade* does 1d6 points of damage when enlarged. Note that brilliant energy weapons ignore nonliving matter, including (nonnatural) armor and shield bonuses to AC, along with any accompanying enhancement bonuses to armor and shields.

Neither Fettuh nor The Impresario will pursue fleeing opponents.

Fettuh, xill Ftr2: CR 8; Medium outsider (extraplanar); HD 5d8+15 plus 2d10+6 plus 3; hp 64; Init +5; Spd 40 ft.; AC 25, touch 15, flat-footed 20; Base Atk +7; Grp +11; Atk masterwork short sword +14 melee (1d6+4/19-20) or claw +12 melee (1d4+4); Full Atk masterwork short sword +12/+7 melee (1d6+4/19-20) and masterwork short sword +12/+7 melee (1d6+2/19-20) and masterwork short sword +12/+7 melee (1d6+4/19-20) and masterwork short sword +12/+7 melee (1d6+4/19-20) or 4 claws +12 melee (1d4+4); SA Implant, improved grab, paralysis; SQ Darkvision 60 ft., evasion, planewalk, spell resistance 21; AL LE; SV Fort +10, Ref +9, Will +5; Str 19, Dex 20, Con 16, Int 10, Wis 12, Cha 13.

Skills and Feats: Balance +15, Climb +14, Diplomacy +11, Escape Artist +13, Intimidate +9, Jump +10, Listen +9, Sense Motive +9, Speak Language (Undercommon), Tumble +13, Use Rope +5 (+7 with bindings); Multiattack, Multiweapon Fighting, Quick Draw, Toughness, Weapon Finesse, Weapon Focus (short sword).

SA – Implant (Ex): As a standard action, Fettuh can lay eggs inside a paralyzed creature. The young emerge about 90 days later, literally devouring the host from inside. A *remove disease* spell rids a victim of the egg, as does a DC 25 Heal check. If the check fails, the healer can try again, but each attempt (successful or not) deals 1d4 points of damage to the patient.

Improved Grab (Ex): To use this ability, Fettuh must hit with one or more claw attacks. He can then attempt to start a grapple as a free action without provoking an attack of opportunity. Fettuh receives a +2 bonus on the grapple check for each claw that hits. If he wins the grapple check and maintains the hold in the next round, he automatically bites the foe at that time. The bite deals no damage but injects a paralyzing venom.

Paralysis (Ex): Those bitten by Fettuh must

succeed on a DC 16 Fortitude save or be paralyzed for 1d4 hours.

SQ – Planewalk (Su): Fettuh can cross from the Ethereal Plane with a move action but take 2 rounds to cross back, during which time he is immobile. As he fades away, he becomes harder to hit: Opponents have a 20% miss chance in the first round and a 50% miss chance in the second. Fettuh can planewalk with a willing or helpless creature.

Possessions: 4 masterwork short swords, masterwork studded leather, *ring of evasion*.

Languages: Infernal, Undercommon.

The Impresario, duergar Rog11: CR 12; Medium humanoid (dwarf); HD 11d6+33; hp 77; Init +2; Spd 20 ft.; AC 16, touch 12, flat-footed 16; Base Atk +8; Grp +10; Atk *Thrice-Cursed Blade* +11 melee (1d4+3/x3); Full Atk *Thrice-Cursed Blade* +11/+6 melee (1d4+3/x3); SA Opportunist, sneak attack +6d6, spell-like abilities; SQ Darkvision 120 ft., duergar traits, evasion, improved uncanny dodge, trap sense +3, trapfinding, uncanny dodge; AL LE; SV Fort +6, Ref +9, Will +3; Str 14, Dex 14, Con 16, Int 13, Wis 10, Cha 12.

Skills and Feats: Appraise +1 (+3 metal and stone items), Balance +3, Bluff +17, Diplomacy +21, Disguise +1 (+3 acting), Intimidate +19, Jump –3, Listen +15, Move Silently +5, Perform (oration) +15, Search +15, Sense Motive +16, Spot +15, Survival +0 (+2 following tracks), Tumble +15; Combat Expertise, Improved Feint, Negotiator, Persuasive.

SA – Opportunist (Ex): Once per round, The Impresario can make an attack of opportunity against an opponent who has just been struck for damage in melee by another character. This attack counts as The Impresario's attack of opportunity for that round.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 22nd); these abilities affect only The Impresario and whatever he carries.

Possessions: Masterwork chain shirt, *Thrice-Cursed Blade*, signet ring.

Languages: Common, Dwarven, Elven, Grimlock, Orc, Undercommon.

Area 10-40 – Secret Entrance: This is a secret door (Search DC 30) that slides up into the ceiling before locking in place. The Impresario uses it to come and go or to smuggle individuals or goods past his own men. It is currently locked (Open Lock DC 40).

Where the secret passage exits onto the causeway, that secret door requires a DC 35 Search check to notice.

Area 10-41 – Causeway (EL 11): The ceiling in here is variable, but on average it is 40 feet from the cavern's lowest level to the ceiling. When the party enters this area, read or paraphrase the following:

You exit the complex to find yourselves in a natural cavern. The floor has become a 10-foot-wide causeway, suspended by pillars an average of 15 feet over the cavern floor. The causeway has stairs that rise up to meet a small barbican, where it apparently makes a right turn, rising again to plunge into the stone wall.

On either side of the entrance to the complex is an immense statue of a bald, armored dwarf,

The *Thrice-Cursed Blade*

This weapon was used by an order of assassins, the Ashen Heart, until Koborth of the Company of the Black Osprey slew their Silent Master and took it as a trophy.

The *Thrice-Cursed Blade* is a *+1 brilliant energy punching dagger* with three special qualities.

First, when the *Thrice-Cursed Blade* is drawn, the owner is affected by the *blur* spell for as long as the weapon is held. Unlike normal brilliant energy weapons, the *Thrice-Cursed Blade* does not shed light..

Second, the dagger learns to overcome damage reduction. The first time the *Thrice-Cursed Blade* fails to bypass a target's damage reduction, it adapts, so that every subsequent strike is considered to have the qualities necessary to overcome that damage reduction. The weapon cannot adapt to overcome absolute damage reduction, such as that granted by class levels in barbarian or enjoyed by mummies. Also, the weapon's own qualities do not change.

Third, whenever the weapon's wielder confirms a critical hit with this weapon, they must make a DC 14 Will save or their alignment shifts one step toward lawful evil.

Giving this weapon to Elweiss (area 10A-2) completes part of the "Spoils of War" sub-quest. See level 10A for more information.

Strong transmutation and evil; CL 16.

almost 40 feet high. The one on the right raises a warhammer over his head as if to smash the causeway, while the other reads from a scroll while fire erupts from his upraised fist. Both statues connect the cavern floor to the ceiling.

Development: The outpost where the causeway turns is a glorified tollbooth for traffic passing through the Bleak Theater. A small force of duergar and company make sure that traffic is peaceful and contributes to the livelihood of Thane Vejik's domain.

The exterior doors of the tollbooth do not lock, but they can be barred from within (making them Break DC 28). Its walls are 3-foot-thick hewn stone; it was a natural rocky outcropping until the duergar reshaped it:

Stone Walls: 3 ft. thick, hardness 8, 540 hp, Break DC 50.

The tollbooth interior has five sections: causeway, office, kitchen, barracks, and roof.

Causeway: The double doors lead to the kitchen. When traffic is not on the causeway, the flesh golem usually stands here. When traffic passes through, he moves inside the kitchen, where he is in the way.

Office: This is where the duergar junior wizard keeps records of traffic passing through and stores the tolls until they are transferred to the Bleak Theater (which happens daily). This area can only be entered via ladder and a trapdoor in the roof. At present, there are 300 gp kept in a small strongbox in here. The strongbox is locked, but the key is in the lock.

The junior wizard is usually found here, catching up on some reading. On the table is a copy of *Order (?) of the Beastmen - An Analysis of the Folly of Incorporating Animal Totem Imagery into an Organizational Hierarchy*.

Kitchen: This is also where most of the cooking is done for the Bleak Theater. The junior wizard commands the kitchen and the slaves that are brought over from the arena. Five ovens are placed along the outer wall, and barrels of salt and pickles are stacked next to the cutting table and the dirty dish bin. Slaves are searched when leaving and re-entering the Bleak Theater. Captured adventurers who exhibit any culinary arts may be assigned here instead of fighting in the arena.

Barracks: This area contains five beds and a crude locker for each bed. Only two beds (and lockers) are in use. They both contain clothing and personal effects, but one also contains the junior wizard's spellbook.

This spellbook is identical to the one found in area 10-1 except that he has learned *lightning bolt* instead of *fireball*.

Roof: Three ballistae are mounted on the roof. They can be rotated and angled to fire on targets on the causeway or flying overhead when properly manned, which for these ballistae is a crew of two. The duergar bouncer and the manticore Asarkus are usually found here; the two are actually quite good friends. Asarkus is a retired champion of the Bleak Theater, and the bouncer made a lot of money off him. Ballista bolts are stacked neatly at the rear of the roof and along the wall opposite the causeway.

Beyond the Bleak Theater: The causeway passes through several feet of stone and an unlocked gate (that can be barred from either side) to arrive at the approach to Narborg, the duergar fortress. See area 11-1.

Tactics: The duergar use tactics that change depending on where or how the fight begins.

If the tollbooth is attacked from outside, the flesh golem is ordered to bar the doors and wait in the center of the interior causeway to kill anyone who enters. The bouncer and Asarkus use their ranged attacks to pelt the party from the roof. Asarkus will take to the air if necessary to get a good shot at the party. The junior wizard casts his offensive ranged spells, from lowest to highest level.

If attacked from within, they use similar tactics. The bouncer moves downstairs, followed by the junior wizard. The bouncer uses Power Attack depending on how much armor his opponent is wearing: 4 points for no armor, 3 points for light armor, 2 points for medium armor, and 0 for heavy armor. Asarkus flies over the party, attacking with his tail spikes. If the spikes seem ineffective (or he runs out of them), he'll land behind the party and attack in melee, seeking out undefended party members to bring down. Note that Asarkus' feats allow him to change direction quickly despite his maneuverability.

In either scenario, the junior wizard tends to reserve at least one *lightning bolt* for "fixing" the flesh golem.

All creatures fight to their destruction. Only Asarkus will pursue fleeing characters, harrying them with tail spikes until they leave the area.

Duergar Bouncer, duergar War6: CR 6; Medium humanoid (dwarf); HD 6d8+12; hp 39; Init +0; Spd 20 ft.; AC 20, touch 10, flat-footed 20; Base Atk +6; Grp +8; Atk masterwork battleaxe +10 melee (1d8+2/x3) or masterwork light crossbow +7 ranged (1d8/19-20); Full Atk masterwork battleaxe +10/+5

melee (1d8+2/x3) or masterwork light crossbow +7 ranged (1d8/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits, tower shield; AL LE; SV Fort +7, Ref +2, Will +1; Str 14, Dex 11, Con 14, Int 10, Wis 9, Cha 4.

Skills and Feats: Appraise +0 (+2 metal and stone items), Climb –2, Jump –8, Listen +0, Move Silently –9, Spot +0; Tower Shield Mastery, Power Attack, Weapon Focus (battleaxe).

SA – Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 12th); these abilities affect only the duergar and whatever it carries.

Tower Shield: As a standard action, it can be used to create a barrier that provides total cover. The shield does not provide cover against targeted spells.

Possessions: Masterwork battleaxe, masterwork light crossbow, 20 bolts, masterwork banded mail, masterwork tower shield, 2d12 gp.

Duergar Junior Wizard, duergar Wiz5: CR 6; Medium humanoid (dwarf); HD 5d4+15; hp 27; Init +1; Spd 20 ft.; AC 13, touch 13, flat-footed 10; Base Atk +2; Grp +2; Atk/Full Atk masterwork quarterstaff +3 melee (1d6); SA Spells, spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +5, Ref +3, Will +6; Str 10, Dex 13, Con 16, Int 16, Wis 12, Cha 4.

Skills and Feats: Appraise +3 (+5 metal and stone items, +5 food), Concentration +11, Craft (cooking) +11, Knowledge (arcana) +11, Knowledge (dungeoneering) +11, Listen +2, Move Silently +5, Spellcraft +13, Spot +2, Survival +1 (+3 underground); Scribe Scroll, Spell Focus (divination), Spell Focus (evocation), Spell Mastery (*detect thoughts, lightning bolt*).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 10th); these abilities affect only the duergar and whatever it carries.

Spells Prepared (4/4/3/2; DC 13 + spell level, DC 14 + spell level for divination and evocation): 0 – *detect magic* (x2), *light* (x2); 1st – *comprehend languages, magic missile, shocking grasp* (x2); 2nd – *acid arrow* (x2), *detect thoughts*; 3rd – *lightning bolt* (x2).

Possessions: Masterwork quarterstaff, spellbook, *bracers of armor +2, cloak of resistance +1.*

Advanced Flesh Golem: CR 8; Large construct; HD 15d10+30; hp 108; Init +0; Spd 30 ft.; AC 19, touch 9, flat-footed 19; Base Atk +11; Grp +20; Atk slam +15 melee (2d8+5); Full Atk 2 slams +15 melee (2d8+5); Space/Reach 10 ft./10 ft.; SA Berserk; SQ Construct traits, damage reduction 5/adamantine, darkvision 60 ft., immunity to magic, low-light vision; AL N; SV Fort +5, Ref +5, Will +5; Str 21, Dex 10, Con –, Int –, Wis 11, Cha 1.

Skills and Feats: None.

SA – Berserk (Ex): When a flesh golem enters combat, there is a cumulative 1% chance each round that its elemental spirit breaks free and the golem goes berserk. The uncontrolled golem goes on a rampage, attacking the nearest living creature or smashing some object smaller than itself if no creature is within reach, then moving on to spread more destruction. This golem's creator is not present to try to regain control.

SQ – Immunity to Magic (Ex): A flesh golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below. A magical attack that deals cold or fire damage slows a flesh golem (as the *slow* spell) for 2d6 rounds, with no saving throw. A magical attack that deals electricity damage breaks any slow effect on the golem and heals 1 point of damage for every 3 points of damage the attack would otherwise deal. If the amount of healing would cause the golem to exceed its full normal hit points, it gains any excess as temporary hit points.

For example, a flesh golem hit by a *lightning bolt* heals 3 points of damage if the attack would have dealt 11 points of damage. A flesh golem gets no saving throw against attacks that deal electricity damage.

Asarkus, advanced manticore: CR 8; Large magical beast; HD 16d10+80; hp 172; Init +3; Spd 30 ft., fly 50 ft. (clumsy); AC 20, touch 14, flat-footed 17; Base Atk +16; Grp +25; Atk claw +20 melee (2d4+5) or 6 spikes +19 ranged (2d6+2/19-20); Full Atk 2 claws +20 melee (2d4+5) and bite +18 melee (1d8+2) or 6 spikes +19 ranged (2d6+2/19-20); Space/Reach 10 ft./5 ft.; SA Spikes; SQ Darkvision 60 ft., low-light vision, scent; AL LE; SV Fort +15, Ref +13, Will +6; Str 20, Dex 16, Con 20, Int 7, Wis 12, Cha 9.

Skills and Feats: Listen +10, Spot +15, Survival +2; Flyby Attack, Improved Multiattack, Improved Natural Attack (spikes), Multiattack, Track, Weapon Focus (spikes), Wingover.

SA – Spikes (Ex): With a snap of his tail, Asarkus can loose a volley of six spikes as a standard action (make an attack roll for each spike). This attack has a range of 180 feet with no range increment. All targets must be within 30 feet of each other. Asarkus can launch only twenty-four spikes in any 24-hour period.

Possessions: Ring of protection +2 (pierced through his nose).

Bleak Theater Opponents

Below is a list, sorted by CR, of ready creatures the adventurers can fight in the Bleak Theater. That monster's stats can be found in the area noted. Except for the gibbering mouther from area 11A-2, once the party has faced a monster in the arena, that creature should

be removed from the listed area. The listed area gives general advice on the creature's tactics.

If the party defeats a named opponent, the opponent's treasure will subsequently be found in the Upper Armory (area 10-23).

Name, Number, and Type	CR	Location
Advanced dire rat	2	11-10b
Skum	2	11-10b
Giant bombardier beetle	2	11-10b
Advanced trollhound	3	11-10b
Rhinoceros (2)	4	10-2
Tiger (2)	4	10-2
Owlbear (2)	4	10-2
Young white dragon (2)	4	10-2
Advanced grick (4)	4	10-12
Grimlock, Bbn5 (2)	6	10-18
Advanced gibbering mouther	7	11A-2
Fettuh, xill Ftr2	8	10-39
Ettin, War5 (2)	8	10-24
Flesh golem	8	10-41
Asarkus, advanced manticore	8	10-41
Advanced bodak	10	10-5
Razor boar	10	10-9
Moruut, minotaur Bbn6	10	11A-6
Roper	12	10-10
Gora-khan, hobgoblin vampire Rng5/Hoz5	12	10A-2

Bonus Rewards

Each PC earns a bonus of +75 XP for every slave (not counting Brandis) freed from the duergar. At the GM's discretion, their grateful families can also offer additional rewards. None of these slaves come from wealth, so the total value of the reward should not exceed 50 gp.

Should the party complete any of the sub-quests, reward them as follows:

"Eyes of the Drow": 2,000 gp to the party; 200 XP per PC (unless they slay Matron Chaliax without Geviss' permission)

"Fist of the Drow": 5,000 gp to the party; 200 XP per PC

"Mouth of the Drow": 2,000 gp to the party; 200 XP per PC

"Fangs of the Drow": 2,000 gp as a down payment if the PCs negotiate, but Liaa betrays them as soon as they leave; no bonus XP for assassination

Consequences

Thane Hrolad Vejik is not one to take the loss of the Bleak Theater lying down. Two days after the party kills The Impresario, if the thane is still alive, he will have contracted a mercenary company he's used in the past (see level 7A), the Pack of the Night-Wolf to hunt the party through Castle Whiterock and beyond. See Appendix G for details.

Neither, however, is the thane content to take an entirely passive role. If the duergar managed to collect samples from the party (see Getting Captured above), they will be given to the Master Wizard (area 12-18) to aid in *scrying* the party. With these materials, a PC would have a –5 penalty to his Will save to resist a *scrying* attempt (+5 because the Master Wizard has not met him, –10 for possessing hair/nails). If the party never had samples collected, the duergar will nonetheless recover any of the party's items they can (such as broken arrows, empty potion vials, and discarded equipment) to give to the Master Wizard; in such a case, a PC would have a +1 bonus to his Will save (+5 because the Master Wizard has not met him, –4 because he possess an item of theirs).

If the Master Wizard is able to using *scrying* on the party, he will use a *sending* spell to relay their location to the thane and/or the Pack of the Night-Wolf. The GM should adjust encounters on levels 11, 11A, and 12 accordingly.

If Gunrolz the mephit is still alive, he will be recalled from level 6 to Narborg (or will already be there because he fled the party). He will be tasked with making more traps for level 12 and with harrying the party with nightly castings of *nightmare*. If the party never encountered Gunrolz, the save mechanic works identically as with the Master Wizard and *scrying*. If they met Gunrolz, however, the mephit sorcerer has first-hand knowledge of them, which alters the save DCs by a net –5 penalty.

Gunrolz can cast *nightmare* four times each night, and will target any PCs he has personally met first.

Further Adventures

The Bleak Theater could be a springboard for several adventures beyond the scope of *Castle Whiterock.*

- Area 10-30 has a treasure map; GMs should feel free to change the map's location to anything they please to suit their campaigns.
- Perhaps the missing gray elf from area 10-30 left a clue to her destination ... maybe the statue of the elm true is an obscure clue to where she went. She could be in need of rescue, perturbed at being intruded upon, or already dead when the party gets there.
- Brandis the bard (if he is introduced) would be a great device to introduce any plot element or adventure hook the GM wishes to use.
- The GM could string along the sub-quests offered by Liaa and Geviss Ereluc as long as desired, possibly tying in other drow nefariousness.

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 10A:
KOBORTH'S TOMB

Level Summary

Passing through the bowels of a duergar coliseum far beneath Castle Whiterock, the party finds a tomb plundered long ago by the thane of the wicked dwarves. Inside, they find a guardian, an uneasy spirit, and the start of a quest that could lead to the resurrection of a hero.

Game Master's Section

Encounter Table

Loc	Pg	Type	Encounter	EL
10A-1	338	C	*Gora-khan*, hobgoblin vampire Rng5/Hoz5	12
10A-2	340	C	*Elweiss*, human ghost Ari2/Rog13	0 or 17

Scaling Information

"Koborth's Tomb" is a short level of *Castle Whiterock* designed for 4-6 characters of 10th level, but it can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or less than 10th level): Remove two horizon walker levels from Gora-khan, which means he loses the plains and underground terrain masteries. Do not change Elweiss.

Stronger parties (7 or more characters, or higher than 10th level): Add one horizon walker level to Gora-khan, giving him the fiery planar terrain mastery. Do not change Elweiss.

Background Story

Thane Feigr Vejik's reign of Narborg was characterized by dramatic accumulation of power and expansion, thanks in no part to the Bleak Theater. As the thane's influence grew, more and more covetous eyes turned toward his domain, so the duergar decided to fortify his position, and increased the Bleak Theater's garrison.

During some work to expand the barracks, the slaves unearthed a hidden tunnel. Thane Feigr and his personal priest, along with several troglodyte slaves, led the exploration. To their glee, the tunnel led to the tomb of the Company of the Black Osprey's leader, the tactician

and legendary general, Koborth. The human fighter's name was reviled among the evil denizens of Castle Whiterock and beyond generations after his death.

The duergar sacked the tomb, and four items of especial note were plundered: the *Skullcap of Umgoot*, a contract, the *Thrice-Cursed Blade*, and the *Spear of Elweiss.*

The *Skullcap of Umgoot* belonged to an orc adept named, of course, Umgoot. The adept was the first creature that Koborth ever slew on his own.

The contract was for the first job accepted by the company of the Black Osprey: to defend the fledging northern kingdom of a warlord named Wulfrun. Koborth treasured that contract.

The *Thrice-Cursed Blade* was a relic belonging to the Ashen Heart, an order of assassins responsible for the death of Koborth's first wife. He took the weapon after defeating their Silent Master in single combat.

The *Spear of Elweiss* belonged to Koborth's faithful friend and cohort, Elweiss, a noble-born rogue with a silver tongue and a quick wit – a proper match for the peasant-born, morose fighter. Koborth gave Elweiss the weapon, forged in the celestial realms of the archons, after they had adventured together for 10 years.

Elweiss outlived Koborth (see The Haunted General below), and oversaw the construction of his friend's tomb. By that point, the Company of the Black Osprey was fracturing, and Elweiss could not count on Koborth's fellows to do right by their former leader.

When Elweiss died, he was interred in the crypt according to Koborth's will. His ghost remained there willingly, a steadfast guardian, until Thane Feigr and his priest came. The evil cleric was able to command Elweiss, who despite his noble nature was still undead. Helpless, he could only stand by as the dwarves took everything of value, including the aforementioned four items.

The vengeful ghost of Elweiss haunted the thane and slew many of his men, including the priest who had bound him. Thane Feigr, furious, hired a new priest and ordered a glass coffin made, one that prevented ethereal travel and that prevented creatures inside from becoming ethereal. Returning to the tomb, the new priest mastered Elweiss and commanded him to lie down inside the glass coffin, whereupon it was sealed.

The ghost of Elweiss has been there since, subjected to the shame of seeing duergar, drow, grimlocks, and other amoral Underdeep creatures parade through his master's resting place. As a final indignity, Thane Feigr took Koborth's bones and had them raised as a skeletal warrior (see area 12-37), adding one of Koborth's knucklebones to the Crown of Narborg.

The Haunted General

In his later years, Koborth was plagued by guilt, particularly over the death of his first wife. This anguish drew the attention of the infamous will-o'-wisp sorcerer, As'x, who drank deeply of the general's pain.

As'x eventually devised a way to reap even sweeter sustenance from Koborth. He manipulated a foul undead creature called a nightwalker into spreading death and terror in a city along the coast of the Lirean Sea, and then told the remaining members of the Ashen Heart where Elweiss lived. Finally, the will-o'-wisp informed Koborth what he had done, and offered to magically transport him to one of those locations, whichever he chose. The general could either save one friend or a town full of strangers.

Koborth, his soul heavy, chose the greater good, and As'x instantly transported him to the nightwalker's location just before it launched its attack. After a fierce battle, Koborth destroyed the nightwalker, but not before it and its summoned shadow minions had nearly killed the fighter.

As'x then came to Koborth, falsely claiming that the Ashen Heart was even now drinking his friend's blood. Koborth's final strength left him, and the will-o'-wisp sorcerer easily slew him.

The Indignity of Unlife

When Thane Feigr placed Koborth's knucklebone in the Crown of Narborg, he was able to trap the general's soul in his bones. Koborth rose as a skeletal warrior puppet of the duergar, and has ever since defended the Thane of Narborg in his greatest need.

Koborth retains much of his identity, but the despairing last moments of his life shackle his will. If the party were to give him hope anew, they would free the hero from the Thane's grasp (see "The Hero and the Sword" subquest, area 10A-2).

Areas of the Map

This area was hollowed out from solid rock. The walls are all thick stone.

Stone Wall: 5 ft. thick, hardness 8, 900 hp, Break DC 50.

Unless otherwise stated, there are no light sources found on this level and all ceilings are 10 feet high. Unless otherwise noted, all doors are made of iron and have the following statistics:

Iron Door: 2 in. thick, hardness 10, 60 hp, Break DC 28.

Area 10A-1 – Tomb Approach (EL 12): As the party approaches this area, read or paraphrase the following:

The corridor continues straight for as long as you can see. The walls are literally covered with writing in a profusion of languages. Most of the words were made with chalk, but you also see blood, paint, and other, less-recognizable mediums put to use.

Some of the words are in the common tongue. What you can make out are curses and comments to the effect of "If you weren't dead, I'd kill you myself."

When the party reaches the two excavated areas, read or paraphrase the following:

Here the corridor widens a bit. Large sections of the walls have been excavated ahead, first on the left and then, a bit further in, on the left. You can see the stone has been roughly treated. Stray chisel marks are all about, and the stone was left irregular. There is a large bronze plaque on the wall with writing in the same language you saw earlier.

When Gora-khan makes his appearance, read or paraphrase the following, and give the players Handout AC:

Lurking near the ceiling, clinging to it like a strange spider, is a hobgoblin. His features are feral and twisted by hate, and he hisses in spite before crawling forward. The hobgoblin's eyes blaze with an unholy red fire.

Development: The writing is in all the languages normally spoken by evil creatures, but most of it is Undercommon or Dwarven. The duergar encourage visitors to leave vile epithets for Koborth, who was a scourge of this area during his life, and entire tribes hate him to this day.

The Plaque: In Dwarven and Undercommon, it reads:

"The Accomplices of the Villain Koborth had Hidden here Devices Most Unworthy to Deter the Strong Spirit of the Duergar. The Traps were Removed at Loss of only Inconsequential Life."

The Vampire: The Impresario has stationed a "retired" Bleak Theater fighter here to make sure no one steals anything. Gora-khan has a comfortable arrangement with the duergar: They supply him with blood and a safe place to stash his coffin in an environment never touched by the sun, and he guards a crypt for them and fights in the Bleak Theater on special request.

When the party enters this area, he is hiding on the ceiling, using the second wall excavation as cover. This is the vampire's typical position to wait.

Tactics: Gora-khan's tactics change depending on if he is spotted (a PC's successful Spot check opposed by his Hide check) or if he gets the drop on the party. If given a chance, he'll wait until the party passes him by so as to attack from the rear.

If he is spotted, he begins combat by attempting to *dominate* the adventurer who spotted him. He issues the command, "Kill the person in front of/behind you," in Common. If he's not spotted, he first summons 1d4+1 swarms of bats to harass the party, and in the next round attempts to *dominate* the hero in the heaviest armor and issue that same command.

Once the battle has started, Gora-khan will target any obvious divine spellcasters. He attacks with his *unholy* longsword and his slam attack, trying to wear down the foe who could turn him and/or heal the others first. He uses his Dodge feat against the closest un-*dominated* opponent who is wearing the heaviest armor.

If he gets surrounded and is taking damage, he'll use *gaseous form* to position himself between the party and the exit. If he's reduced to 10 hit points or less, he'll use either *gaseous form* or his ability to turn into a bat to retreat via the exit. Doing so abandons his equipment, so he heads to one of the armories on level 10 to re-supply himself (entering via *gaseous form* and exiting by unlocking the door from the inside), waits until he is healed again, and attacks the party once more.

Gora-khan is prideful and won't bring reinforcements (other than bat swarms) to the fight. He pursues fleeing characters as far as area 10-1 or 10-17, but no farther. If reduced to 0 hit points, he returns to his coffin in area 12-4.

Gora-khan, hobgoblin vampire Rng5/Hoz5: CR 12; Medium undead (augmented humanoid, goblinoid); HD 10d12; hp 65; Init +10; Spd 30 ft.; AC 26, touch 16, flat-footed 21; Base Atk +10; Grp +15; Atk +*1 unholy longsword* +17 melee (1d8+6 plus 2d6 unholy/17-20) or slam +16 melee (1d6+7 plus energy drain/19-20); Full Atk +*1 unholy longsword* +15/+10 melee (1d8+6 plus 2d6 unholy/17-20) and slam +14 melee (1d6+2 plus energy drain/19-20); SA Blood drain, children of the night, create spawn, dominate, energy drain, favored enemy magical beasts +2, favored enemy monstrous humanoids +4, terrain mastery (forest, hills, mountains, plains,

underground); SQ Alternate form, damage reduction 10/silver and magic, darkvision 120 ft., gaseous form, resistance to cold 10, resistance to electricity 10, spider climb, +4 turn resistance, vampire weaknesses, wild empathy +7; AL LE; SV Fort +8, Ref +13, Will +7; Str 20, Dex 22, Con –, Int 12, Wis 16, Cha 14.

Skills and Feats: Balance +19, Bluff +10, Climb +9, Hide +31, Knowledge (geography) +9, Listen +30, Move Silently +31, Search +9, Sense Motive +11, Spot +30, Survival +11 (+13 avoiding hazards and getting lost); Alertness, Combat Reflexes, Dodge, Endurance, Improved Critical (slam), Improved Initiative, Iron Will, Lightning Reflexes, Track, Two-Weapon Fighting, Weapon Focus (longsword), Weapon Focus (slam).

SA – Blood Drain (Ex): Gora-khan can suck blood from a living victim with his fangs by making a successful grapple check. If he pins the foe, he drains blood, dealing 1d4 points of Constitution drain each round the pin is maintained. On each such successful attack, Gora-khan gains 5 temporary hit points.

Children of the Night (Su): Once per day, Gora-khan can call forth 1d4+1 bat swarms. These creatures arrive in 2d6 rounds and serve him for up to 1 hour.

Create Spawn (Su): A humanoid or monstrous humanoid slain by Gora-khan's energy drain rises as a vampire spawn 1d4 days after burial.

If Gora-khan instead drains the victim's Constitution to 0 or lower, the victim returns as a spawn if it had 4 or less HD and as a vampire if it had 5 or more HD. In either case, the new vampire or spawn is under Gora-khan's command and remains enslaved until its master's destruction. At any given time, Gora-khan may have enslaved 24 spawn; any spawn he creates that would exceed this limit are created as free-willed vampires or vampire spawn. Gora-khan may voluntarily free enslaved spawn in order to enslave new spawn, but once freed, a vampire or vampire spawn cannot be enslaved again.

Dominate (Su): Gora-khan can crush an opponent's will just by looking onto his or her eyes. This is similar to a gaze attack, except that the vampire must use a standard action, and those merely looking at it are not affected. Anyone he targets must succeed on a DC 17 Will save or fall instantly under his influence as though by a *dominate person* spell (caster level 12th). The ability has a range of 30 feet.

Energy Drain (Su): Living creatures hit by a Gora-khan's slam attack gain two negative levels. For each negative level bestowed, Gora-khan gains 5 temporary hit points. Gora-khan can use his energy drain ability once per round.

SQ – Alternate Form (Su): Gora-khan can assume the shape of a bat, dire bat, wolf, or dire wolf as a standard action, but rarely does. While in his alternate form, he loses his natural slam attack and *dominate* ability, but gains the natural weapons and extraordinary special attacks of his new form. He can remain in that form until he assumes another or until the next sunrise.

Fast Healing (Ex): Gora-khan heals 5 points of damage each round so long as he has at least 1 hit point. If reduced to 0 hit points in combat, he automatically assumes *gaseous form* and attempts to escape. He must reach his coffin within 2 hours or be utterly destroyed. Any additional damage dealt to a vampire forced into *gaseous form* has no effect. Once at rest in his coffin, Gora-khan is helpless. He regains 1 hit point after 1 hour, then is no longer helpless and resumes healing at the rate of 5 hit points per round.

Gaseous Form (Su): As a standard action, Gora-khan can assume *gaseous form* at will as the spell (caster level 5th), but he can remain gaseous indefinitely and has a fly speed of 20 feet with perfect maneuverability.

Spider Climb (Ex): Gora-khan can climb sheer surfaces as though with a *spider climb* spell.

Terrain Mastery (Ex): Gora-khan gains a +1 insight bonus on attack and damage rolls against creatures native to forests, hills, mountains, plains, and underground. Among the common PC races,

this includes dwarves, elves, gnomes, and halflings. In addition, he gains bonuses on certain skill checks based on his terrain mastery, as shown below.

Forests: +4 competence bonus on Hide checks.

Hills: +4 competence bonus on Listen checks.

Mountains: +4 competence bonus on Climb checks.

Plains: +4 competence bonus on Spot checks.

Spells Prepared (1; DC 13 + spell level): 1st – *pass without trace*.

Possessions: +1 unholy longsword, +2 studded leather armor, gold Bleak Theater champion necklace (900 gp).

Languages: Common, Dwarf, Goblin, Grimlock, Undercommon.

Gora-khan, bat form: Diminutive undead (augmented humanoid, goblinoid); HD 10d12; hp 65; Init +6; Spd 5 ft, fly 40 ft. (good); Space/Reach 1 ft./0 ft.; AC 16, touch 16, flat-footed 14; Base Atk +0; Grp -17; Atk/Full Atk -; Space/Reach 1 ft./0 ft.; SA Children of the night; SQ Darkvision 120 ft., gaseous form, resistance to cold 10, resistance to electricity 10, spider climb, +4 turn resistance, wild empathy +7; AL LE; SV Fort +8, Ref +9, Will +7; Str 1, Dex 15, Con –, Int 12, Wis 16, Cha 14.

Skills and Feats: Balance +15, Bluff +10, Climb -1, Hide +35, Knowledge (geography) +9, Listen +30, Move Silently +27, Search +9, Sense Motive +11, Spot +30, Survival +11 (+13 avoiding hazards and getting lost); Alertness, Combat Reflexes, Dodge, Endurance, Improved Critical (slam), Improved Initiative, Iron Will, Lightning Reflexes, Track, Two-Weapon Fighting, Weapon Focus (longsword), Weapon Focus (slam).

SQ – Blindsense (Ex): In bat form, Gora-Khan notices and locates creatures within 20 feet. Opponents still have 100% concealment against a creature with blindsense.

Bat Swarms (2-5): CR 2; Diminutive animal (swarm); HD 3d8; hp 13 each; Init +2; Spd 5 ft., fly 40 ft. (good); AC 16, touch 14, flat-footed 12; Base Atk +2; Grp –; Atk swarm (1d6); Full Atk swarm (1d6); Space/Reach 10 ft./0 ft.; SA Distraction, wounding; SQ Blindsense 20 ft., half damage from slashing and piercing, low-light vision, swarm traits; AL N; SV Fort +3, Ref +7, Will +3; Str 3, Dex 15, Con 10, Int 2, Wis 14, Cha 4.

Skills and Feats: Listen +11, Spot +11; Alertness, Lightning Reflexes.

SA – Distraction (Ex): Any living creature that begins its turn with a swarm in its space must succeed on a DC 11 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

Wounding (Ex): 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 DC 10 Heal check or the application of a cure spell or some other healing magic.

SQ – Blindsense (Ex): A bat swarm notices and locates creatures within 20 feet. Opponents still have total concealment against the bat swarm (but swarm attacks ignore concealment).

Area 10A-2 – Antechamber (EL 0 or 17): As the party approaches this area, read or paraphrase the following:

A large iron door stands ajar in the corridor's end, opening into the tomb's antechamber.

When the party examines the interior, read or paraphrase the following, and give them Handout AD:

This octagonal chamber is far longer than it is wide, making it almost rectangular. Six pillars flank the approach to a short set of stairs leading up to a statue of a human male. Between the pillars are four doors, heavily decorated.

One of the pillars, the middle on the right side, has been pulled down, and its rubble is scattered about near the far right side of the room.

In the center of the room is a glass coffin, clearly of much more recent make than the rest of the tomb. Inside, the wispy form of a man gestures at you frantically. He has a noble, patrician nose set on a lumpy head, and although you would place his apparent age in his thirties, he has the squared haircut of a knight's squire.

He seems to be trying to speak to you, but makes no sound. Another bronze plaque is set atop the coffin.

When the glass coffin is shattered, read or paraphrase the following:

With an ear-splitting crack, the glass coffin is sundered. The man's ghostly form rises in the air, righting itself. He addresses you in the common tongue: "You have my gratitude. I am Elweiss ... the ... failed ... defender of my friend Koborth's tomb. Who are you who have defeated Gora-khan? Are the duergar cast down?"

Development: If the iron door leading to this area is examined, there is writing carved on its outside face. In Celestial, it says:

"Tomb of Koborth, General of the Free Lands, Leader of the Company of the Black Osprey:

Swordsman, Husband, Friend"

The plaque on the glass coffin reads in Dwarven and Undercommon:

"This Unholy Guardian Slave Slew Several Brave Duergar as it Sought Vengeance for the Rightful Seizure of this Tomb. The Justice of the Thane Decrees it shall Watch as its Protectorate is Visited with Impunity by Guests of the Duergar."

The ghost is trying to say in Common, "Break the glass," and "Let me out!" Although the party can't hear him, a DC 15 Spot check is sufficient to read his lips. The party can communicate with the ghost (he can also read lips), but he won't say much other than the above in this state.

The coffin is stouter than it looks, but a few strong blows should be enough to crack it.

Magically Treated Glass Coffin: 8 in. thick, hardness 4, 8 hp, Break DC 13. Blunt objects ignore hardness and inflict double damage.

Speaking to the Ghost: Elweiss is courteous – charming, even – but he has trouble remembering his life before the tomb was looted (see sidebar). He will brook no ill speech of Koborth or the

Sub-Quests: Elweiss' Quests

"Spoils of War"

The ghost would help the party, but he cannot remember much about his life before the tomb was sacked. A DC 20 Knowledge (religion) check would know that ghosts exist because they have a purpose, an un-righted wrong, or are vengeful. In the case of Elweiss, his purpose was to defend the tomb, and he won't be restored until it is.

He can explain to the party that four items are missing: the *Skullcap of Umgoot*, the *Thrice-Cursed Blade*, the first contract the Company of the Black Osprey took out together, and his own weapon, the *Spear of Elweiss*. The ghost has no idea what happened to these items after they were taken, but he also can't read Dwarven or Undercommon. If he could, he'd know the contents of the four plaques in areas 10A-3 through 10A-6.

As hinted at on the four plaques left by the duergar, the *Spear of Elweiss* is in area 6-9, the *Skullcap of Umgoot* is in area 9C-4, the *Thrice-Cursed Blade* is in area 10-39, and the contract with Wulfrun is in area 11-9.

See Bonus Rewards at the end of this level for information about the benefits of completing this sub-quest.

"The Hero and the Sword"

Once the four items from the "Spoils of War" sub-quest are returned, Elweiss can recall the details of his life.

Most importantly, he remembers that Koborth's bones were raised as a skeletal champion. He fears for the party should they face Koborth, for even in that state he would likely be a dread foe.

Elweiss reasons that the general's spirit must still be bound by the sorrow of his death, and believes that if Koborth could overcome that, he would be able to cast off the thane's control.

Elweiss tells the party that, should they meet Koborth in battle, they should tell him the following:

"The will-o'-wisp lied, General. Elweiss survived the attack and had many fat children with Briga."

See area 12-37 for details on what effect that phrase (or one much like it) has on Koborth.

If the party ever mentions to Elweiss that they are tracking down a dragon, the ghost will state that Koborth had a dragon-slaying sword named *Scalemar*.

Should the party specifically mention the name "Benthosruthsa," Elweiss will say that he's "heard" that name on the lips of some of his tormentors over the years, and knows that it's a powerful dragon within Whiterock, but that's all; Benthos' campaign of terror began long after Koborth's and Elweiss' deaths.

The sword, he explains, is hidden inside a magical "pocket" in the sheath on Koborth's sarcophagus (area 10A-7). Elweiss explains that only Koborth or Pelltar, the wizard of the Company of the Black Osprey who created the "pocket," can draw *Scalemar*.

Elweiss does not know what became of Pelltar, but he did hear a story told by some mercenaries that visited the tomb long ago. They said that they had killed a group of paladins who had a holy basin. One of the mercenaries stated that it could raise the long-dead beyond the power of mortal magic. If the party found this basin and placed Koborth's remains in it, he would return to life and could draw *Scalemar*.

The basin Elweiss is referring to is found on level 7A. It only gains the ability to raise dead after the party has completed the "Bonds of Fellowship" subquest.

If Koborth's remains are placed in the basin, he will return to life. See the end of this chapter for General Koborth's stats.

See Bonus Rewards at the end of this level for information about the benefits of completing this sub-quest.

Company of the Black Osprey, however, and he will not allow the party to destroy the tomb further to look for treasure.

Similarly, if they have the *Spear of Elweiss* on them, he will ask that it be returned to his sarcophagus' hands (area 10A-6). Elweiss is insistent on this point, and if they try to leave the level with it, he attacks them. The ghost is less insistent about the other three items, but he does ask that the party return them in good order.

If the spear is returned to the sarcophagus, a copy of it appears in the ghost's hands. This changes his attack profile, as noted below.

If the party asks, Elweiss will watch over them while they rest. The duergar may still attack them (see below), but at least they will have an alert, powerful ally to defend them.

If any duergar attacks are repelled, however, the next one will have along the Grand Devotee (area 12-26) to try to re-seal Elweiss.

Returning to the Tomb: Completing several of the sub-quests of *Castle Whiterock* involves returning to this area. At least once between PC visits, assuming either The Impresario or Thane Hrolad Vejik is still alive, duergar should assault the tomb. When the party returns, there can be several dead bodies of duergar bouncers (if The Impresario is alive) or Underdeep veterans (if The Impresario is dead and the thane is alive).

Rubble: The pillar rubble can become a weapon for Elweiss or anyone else with telekinesis. Assume there are the following chunks of rubble: main base (1,000 lbs.), two large chunks (250 lbs.), four medium chunks (100 lbs.), and four small chunks (25 lbs.). An object inflicts 1d6 damage per 25 pounds of weight.

Tactics: If Elweiss is freed during the fight with Gora-khan, he will join the heroes to attack the vampiric hobgoblin, who has tormented him.

If Elweiss does not have his *Spear*, he attacks first and as often as he can with his *telekinesis* ability. He typically lifts chunks of the broken pillar to throw at foes. Elweiss can manipulate up to 300 pounds of rubble within 10 feet of each other to make an attack (using his Charisma modifier) with each piece. These are ranged attacks at a +15 attack bonus, and have a 120-foot range.

While waiting for his *telekinesis* to recharge, Elweiss uses his draining touch. He drains Intelligence from opponents in heavy or medium armor and Strength from those in light armor or no armor. Anyone who attempts to turn him will instead have Charisma drained from them. Elweiss does not drain Constitution from his enemies; he considers it dishonorable and, in regards to the party, he seeks to disable them as a means of persuading them to recover the missing items.

Elweiss hasn't fought long enough as a ghost to learn the trick of hiding inside solid objects to gain cover, so he does not use that tactic.

Note that Elweiss applies his sneak attack damage even to his incorporeal draining touch.

Elweiss fights to his discorporation, and then (most likely) returns anew. He does not pursue fleeing foes.

Elweiss, male human ghost Ari2/Rog13: CR 17; Medium undead (incorporeal); HD 15d12; hp 97; Init +6; Spd Fly 30 ft. (perfect); AC 17, touch 17, flat-footed 17 or AC 18, touch 15, flat-footed 18 (against ethereal foes); Base Atk +10; Grp +11; Atk/Full Atk incorporeal touch +12 melee touch (1d4 ability damage); SA Draining touch, manifestation, *telekinesis*, sneak attack +7d6; SQ Evasion, improved evasion, improved uncanny dodge, rejuvenation, slippery mind, trap sense +4, trapfinding, turn resistance, uncanny dodge; AL LG; SV Fort +4, Ref +10, Will +10; Str 12, Dex 14, Con –, Int 13, Wis 12, Cha 20.

Skills and Feats: Balance +4, Bluff +23, Diplomacy +27, Disguise +5 (+7 acting), Gather Information +18, Hide +25, Intimidate +7, Jump +3, Knowledge (history) +6, Listen +27, Move Silently +18, Ride +7, Search +9, Sense Motive +19, Spot +27, Tumble +18; Far Shot, Improved Initiative, Iron Will, Point Blank Shot, Precise Shot, Weapon Finesse, Weapon Focus (shortspear).

SA – Draining Touch (Su): When Elweiss hits a living target with his incorporeal touch attack, he drains 1d4 points from any one ability score he selects. On each such successful attack, Elweiss heals 5 points of damage to himself. Against ethereal opponents, he adds his Strength modifier to attack rolls only. Against non-ethereal opponents, he adds its Dexterity modifier to attack rolls only.

Manifestation (Su): As a ghost, Elweiss dwells on the Ethereal Plane and, as an ethereal creature, he cannot affect or be affected by anything in the material world. When Elweiss manifests, he partly enters the Material Plane and becomes visible but incorporeal on the Material Plane. A manifested ghost can be harmed only by other incorporeal creatures, magic weapons, or spells, with a 50% chance to ignore any damage from a corporeal source. A manifested ghost can pass through solid objects at will, and its own attacks pass through

armor. A manifested ghost always moves silently. A manifested ghost can strike with its touch attack or with a ghost touch weapon. A manifested ghost remains partially on the Ethereal Plane, where is it not incorporeal. A manifested ghost can be attacked by opponents on either the Material Plane or the Ethereal Plane. The ghost's incorporeality helps protect it from foes on the Material Plane, but not from foes on the Ethereal Plane.

Telekinesis (Su): Elweiss can use *telekinesis* as a standard action (CL 15th). When he uses this power, he must wait 1d4 rounds before using it again. Where appropriate, targets are allowed a DC 20 Will save to resist.

SQ – Slippery Mind (Ex): If Elweiss is affected by an enchantment spell or effect and fails his saving throw, he can attempt it again 1 round later at the same DC. He gets only this one extra chance to succeed.

Possessions: Masterwork studded leather armor.

Languages: Celestial, Common.

With the Spear in hand, Elweiss's attack lines change as follows:

Atk *Spear of Elweiss* +13 melee (1d6+1) or *Spear of Elweiss* +14 ranged (1d6+1) or draining touch +12 melee touch (1d4 ability damage); Full Atk *Spear of Elweiss* +13/+8 melee (1d6+1) or *Spear of Elweiss* +14 ranged (1d6+1) or draining touch +12 melee touch (1d4 ability damage).

Area 10A-3 – Statue of Umgoot: As the party approaches this area, read or paraphrase the following:

The door in front of you has a bas-relief of a short human lad with a cauliflower nose desperately defending himself and a young human girl from a threatening orc shaman with an upraised staff, as if to strike the young human down. The savage humanoid wears the top of another creature's skull as a cap, and his nose is pierced with bone. The pugnacious boy is wielding a longsword that looks too large for him. Next to the door is a small bronze plaque.

Anyone who has seen the door to area 10A-4 will recognize the girl as a younger version of the woman in that picture, just as the boy is also the man. When the party enters the area, read or paraphrase the following:

Inside this small alcove is a basalt statue of the orc depicted on the door outside, in almost the same pose. His staff looks like it could smite you, and the bone through his nose is almost identifiable. The strange cap made of skull is missing, however.

Development: Placing the *Skullcap of Umgoot* on the statue's head completes part of the "Spoils of War" sub-quest.

The plaque reads in Dwarven and Undercommon:

"This Primitive Headpiece was Returned as a Gesture of Good Will to the Orcs of the Upper Reaches. Unfortunately, it was Lost when the Bearer Fell into the Waters of the Great Lake."

Area 10A-4 – Statue of the Silent Master: As the party approaches this area, read or paraphrase the following:

An iron door is set into the wall. Upon it is a bas-relief of a scene in a courtyard: A sneering, shadowy figure lunges out of an alcove, plunging a punch dagger of darkness into the back of a comely woman. From a battlement overhead, a short human man cries out and reaches for the woman. Next to the door is a small bronze plaque.

Anyone who has seen the door to area 10A-3 will recognize the woman as an adult version of the girl in that picture, just as the man is also the boy. When the party enters the area, read or paraphrase the following:

A basalt statue of the sneering figure from the door fills this small cul-de-sac. The statue is a work of art, if disturbing. The figure's lines are indistinct and flow into each other, as if he could not clearly be seen. His left hand is poised as if to plunge a weapon into your breast, but it is empty.

Development: Placing the *Thrice-Cursed Blade* in the statue's hand completes part of the "Spoils of War" sub-quest.

The plaque reads in Dwarven and Undercommon:

"A Worthy Weapon, this Blade of Darkness is Now a Symbol of Office to the Master of the Bleak Theater."

Area 10A-5 – Statue of the Fellowship: As the party approaches this area, read or paraphrase the following:

This iron door features a bas-relief of several humanoids. A dour-faced but pretty human woman glares at you with an intense stare, clutching a holy symbol. Next to her is a smiling halfling, slyly sticking his fingers in the belt pouch of a human male wizard. The wizard looks vaguely smug, as if he knows a grand secret. The slim, freckled half-elf woman next to

him has a similar expression, but there is more gentleness in her eyes. Finally, next to her is a short, broad-shouldered human – from a distance he could be mistaken for a dwarf. The armored man has a nose that's been broken time and again, but his expression speaks of a crafty intelligence. There is a plaque next to the door.

When the party enters the area, read or paraphrase the following:

A granite statue shows the same fellowship, in a slightly different pose. They each have their hand on a frame, like a picture frame or something in which you would put a document, but it is empty.

Development: Placing the contract with Wulfrun into the frame completes part of the "Spoils of War" sub-quest.

The plaque reads in Dwarven and Undercommon:

"This Document has been Deemed Unworthy of Historical Significance by our Esteemed Librarians."

Area 10A-6 – Elweiss' Sarcophagus: As the party approaches this area, read or paraphrase the following:

This door is a great bas-relief of a tall, handsome human male. He looks like a younger version of the ghostly man from the glass coffin. Cradled by his right arm is a shortspear with a broad blade. Writing, too difficult to make out, is carved onto the blade. There is a plaque next to the door.

Anyone who has seen the doors to area 10A-3 and 10A-4 will recognize the human fighter. When the party enters the area, read or paraphrase the following:

The alcove contains a granite sarcophagus. The man depicted outside is carved on the sarcophagus' lid, his right hand open as if grasping the spear, but the weapon is missing.

Development: Placing the *Spear of Elweiss* in the sarcophagus' hands completes part of the "Spoils of War" sub-quest. It also causes a ghostly copy of the *Spear* to appear in Elweiss' hands.

The plaque reads in Dwarven and Undercommon:

"Sarcophagus of this Tomb's Failed Protector. The Cursed Weapon was Traded to Troglodytes."

Area 10A-7 – Koborth's Sarcophagus: As the party approaches this area, read or paraphrase the following:

Ascending the stairs, you come face-to-face with the granite statue of a short human male. He is shown standing proud in full plate armor, one arm pointing forward, and another cradling a folded banner. Although he has the face and nose of a boxer, there is a certain light of intelligence in his eyes.

There used to be writing at the base of the statue, but it has been chiseled away. The statue also shows some signs of damage, but it appears as if some efforts were made to restore it.

To the left of the statue is a great iron door, cast down, and behind it is scattered rubble. Set into a low, narrow niche in the wall is a stone sarcophagus with a cracked lid. Next to the violated crypt is a small bronze plaque.

If the party looks under the door, read or paraphrase the following:

Lifting the door, you find a scabbard, as if for a longsword. It once held precious gems, but they have been pried off. You can barely make out some writing along the top.

Development: The plaque next to the wall reads in Dwarven and Undercommon:

"The Justice of the Thane Declares that He who Slew our Kin in Days Gone should Serve our Kin Forever More."

The inscription on the scabbard reads in Celestial:

"Koborth, remember that only you or I can draw forth Scalemar ... though it really should be you. – Pelltar"

The Secret Door: Behind Koborth's sarcophagus, in the narrow, short alcove, is a secret door constructed years after Koborth died (Search DC 30). It leads to level 10B, the tomb of fellow Company of the Black Osprey member Nimboltin Softstep.

Bonus Rewards

Each party member gains 300 bonus XP for returning each of the four items to Elweiss (although if they later take the items again, they lose that XP).

If all four items are returned, Elweiss is able to remember his life before the tomb was sacked. He can now answer questions about the history of Castle Whiterock. It is up to the GM what useful information Elweiss knows; although most of his information would be about six hundred years old, he has also read the lips of all the wicked creatures who visited Koborth's tomb, and Gora-khan used to tell him lies mixed with truths. In any case, Elweiss should have no idea that Benthosruthsa is dead and replaced.

Using the phrase given by Elweiss to free Koborth's soul from despair is worth a bonus 400 XP to each party member.

Raising Koborth from the dead is worth a bonus 500 XP to each party member. It is also one of the two ways to gain *Scalemar*.

Further Adventures

At the GM's discretion, more items could be missing from Koborth's tomb, or the items that are missing could be located elsewhere. For convenience, they were all placed inside Castle Whiterock, but in an expanded game, they could be anywhere in the world!

Gora-khan returns to harass the party in area 12-4. If, however, the GM prefers, the vampiric hobgoblin can escape and threaten them another day. He could easily become a recurring villain, and the village of Cillamar is rife with easy prey for him.

General Koborth

By completing several sub-quests while exploring Castle Whiterock, the party can eventually restore life to one of the heroes who originally cleared it out. At the party's discretion, he can either join them in their final battle against Benthosruthsa or let them borrow his sword, *Scalemar*.

It is assumed that Koborth has no equipment when he is brought back, and the stats below reflect this. The General has natural damage reduction stemming from a *wish* he received, and he has a +1 resistance bonus to saves due to a spell that he paid to be made *permanent*.

Koborth, General of the Free Lands, male human Ftr18: CR 18; Medium humanoid (human); 18d10+36; hp 137; Init +1; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +18; Grp +23; Atk unarmed strike +23 melee (1d3+5); Full Atk unarmed strike +23/+18/+13/+8 melee (1d3+5); SQ Damage reduction 2/–, heroic surge; AL LG; SV Fort +16, Ref +10, Will +9; Str 20, Dex 12, Con 14, Int 14, Wis 10, Cha 12.

Skills and Feats: Diplomacy +3, Intimidate +22, Knowledge (arcana) +12, Knowledge (tactics) +15, Ride +21, Sense Motive +10, Speak Language (Celestial, Elven); Blind-Fight, Combat Expertise, Combat Reflexes, Cleave, Great Fortitude, Heroic Surge, Improved Initiative, Improved Sunder, Improved Trip, Improved Unarmed Strike, Iron Will, Lightning Reflexes, Mounted Combat, Power Attack, Quick Draw, Skill Focus (Knowledge (tactics)), Weapon Focus (longsword), Weapon Specialization (longsword).

SQ – Heroic Surge (Ex): Koborth has an unusual feat. Five times per day, he can take an extra move action or attack action in a round, either before or after his regular actions.

Possessions: None.

Languages: Celestial, Common, Dwarven, Elven, Orc.

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 10B:
MONEY FOR NOTHING

Level Summary

Discovering a secret door in the rear of the tomb of the legendary general Koborth, the party finds yet another tomb, this of the master showman and irrepressible rogue Nimboltin Softstep.

Game Master's Section

Encounter Table

Loc	Pg	Type	Encounter	EL
10B-7	350	C	Advanced ethereal filcher, Rog5	9
10B-9	352	C	*Frost-Burn Scales*, unique animated object *Thunder-Boom Scales*, unique animated object	11
10B-11	353	C	Advanced phasm	11
10B-12	355	T	*Wail of the banshee* trap *Imprisonment* trap	12

Scaling Information

"Money for Nothing" is a short level of *Castle Whiterock* designed for 4-6 characters of 10th level, but it can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or less than 10th level): Remove two rogue levels from the advanced ethereal filcher in area 10B-7. Remove four Hit Dice from both constructs in area 10B-9 and reduce their size to Large. Finally, remove six Hit Dice from the phasm and apply a –2 penalty to his Strength, Dexterity, and Constitution. Do not change the tests.

Stronger parties (7 or more characters, or higher than 10th level): Add one rogue level to the advanced ethereal filcher in area 10B-7, and give both constructs in area 10B-9 two bonus feats (Improved Natural Attack and Weapon Focus (slam)). Finally, give the advanced phasm one rogue level in area 10B-11. Do not change the tests.

Background Story

After General Koborth died at the hands of the infamous will-o'-wisp As'x (and could not be raised), the Company of the Black Osprey was forced to face their mortality. Possessed by a rare fit of morbid curiosity, Nimboltin Softstep, the company's halfling rogue, decided that in death he should occupy the same place he held in life ... behind the doughty Koborth.

Borrowing heavily on the goodwill of the company's wizard, Pelltar, the rogue constructed a tomb replete with magical messages from beyond the grave. It was designed to test the rarely implemented abilities of those who follow his shadow trade.

When Nimboltin died, his share of the company's loot was placed in his crypt – a prize for the first to master the rogue's tests (or the combats associated with them).

Warded Walls: Pelltar of the Company of the Black Osprey cast the *warded walls* spell on Nimboltin's tomb (a popular spell, see levels 11, 11A, and 12). This makes the walls immune to several spells, such as *clairaudience/clairvoyance, disintegrate, dispel magic, locate object, passwall, scrying*, and *teleport*.

Slumbering Magic: Pelltar also cast several *programmed image* spells throughout this area. Each one can only be triggered once. Similarly, all *phase doors* in place on this level have only two uses left ... ideally for getting to and returning from the crypt. Each *phase door* is triggered to accept Pelltar, Nimboltin, and whoever completes each required task, as explained by Nimboltin's illusion in areas 10B-3, 10B-4, and 10B-5.

Note that neither a *phase door* nor an untriggered *programmed image* will detect as magic, and they are not traps. It requires *true seeing* or a similar effect to notice a *phase door*, but even that won't allow passage. Both of these effects, put in place by Pelltar, are CL 19th.

Those Scheming PCs: Some parties will appreciate the challenges presented by this level. Others will go to ludicrous lengths to circumvent Nimboltin's last wishes. Although it is tempting, and occasionally justified, to throw down GM fiat and flatly state, "Your idea doesn't work," it is not recommended. Pelltar and Nimboltin were not omniscient gods who could foresee every possible way to confound this level's intent. Players should be rewarded for ingenuity.

"Ingenuity" being the key word. PCs who simply spend hours hacking down the 900 hp, hardness 8 walls are hardly being ingenious, and neither are heroes who use *stone shape* to bypass every encounter. If you as GM feel the players are handling this level poorly, feel free to deduct XP from the amount awarded (see Bonus Rewards at the end of this level).

Additionally, if you are more comfortable with the idea, the three rooms wherein the tests take place could have *antimagic fields* (cast by Pelltar, CL 19th) in them. In this case, remove any mention of the magical globes of light in the area descriptions, but the rooms were otherwise designed to function under such conditions.

Areas of the Map

This area was formed from solid rock using magic. The walls are all thick stone.

Stone Wall: 5 ft. thick, hardness 8, 900 hp, Break DC 50.

Unless otherwise stated, all ceilings are 10 feet high and all doors are made of iron.

Iron Door: 2 in. thick, hardness 10, 60 hp, Break DC 28.

Each area lists its own light source and conditions.

Area 10B-1 – The Pledge: This area is unlit. As the party enters this area, read or paraphrase the following:

The hidden door slides into the wall, revealing a small vestibule about ten feet wide and twenty feet deep. The floor is checkerboard parquet, white alternating with black, and the walls are painted with scenes of rolling hills on the left and a throne room on the right.

The walls are covered in a bit of dust, but the paint is intact ... no creatures have disturbed this area, unlike the tomb outside. On the floor in the middle of the room is a ceramic soup bowl filled with what appear to be platinum coins, and across the hall is a plain iron door.

When the party triggers the *programmed image* (see below), read or paraphrase the following:

Suddenly, a halfling appears before you, standing over the ceramic bowl. He wears fine clothing fit for a lesser noble, but his posture is more that of a showman or barker than aristocracy. His face is turned to the side, and he speaks:

"What, Pelltar? Oh, now? Already? Harumph!"

He then turns to face forward.

"Greetings from beyond the grave!" He makes wriggly motions with his fingers. "I am Nimboltin Softstep, a member of the esteemed Company of the Black Osprey," he says, bowing, "and this is my tomb. Well, not this exactly, this should be a hallway with a bowl of money.

"'Why,' you may ask, 'is this hopped-up halfling

addressing me?' The answer is simple: I would like my tomb to be left alone and un-plundered. Consider it a professional courtesy, if you're an adventuresome soul.

"At my feet should be ten and one hundred platinum pieces ... take it as a gift from me, and kindly leave the rest of my fortune, easily 300 times what the bowl contains," and the halfling pauses, and leans forward with a stern look before continuing, "UNLESS PELLTAR ROOKS ME," before leaning back and resuming in a pleasant tone, "alone and in peace.

"Huh? Almost out of time! Uh, anyway, my tomb's that way," he says, pointing toward the far door, "and you know which way ..."

The illusion disappears mid-sentence.

Development: The bowl contains Nimboltin's bribe: 110 pp. The bowl itself is worth 1,000 gp (DC 14 Appraise check), as it is a fine piece by Aaradil the Claymaster, a famous artisan from some centuries ago.

As soon as any surface in this area is touched, or if the bowl is disturbed, the *programmed illusion* is triggered.

The image of Nimboltin is easily recognizable as the halfling from the carved door and statue in area 10A-5, albeit a little bit older.

Area 10B-2 – The Turn: As the party enters this area, read or paraphrase the following:

The corridor leads to a rectangular room brightly lit by magical torches in the four corners of the ceiling. Four doors, one to either side and two opposite the way you came, exit from this unadorned room. Three have gold trim on them, and one, the one to the right, is a plain set of double-doors.

When the illusion is triggered, read or paraphrase the following:

Another image of the halfling springs into being in front of you.

"Ah, undeterred, eh? Well I'll have you know I'm not surprised. Obviously, since I had this illusion prepared.

"Anyway, I don't want just any old tomb robber to claim my wealth ... it should be a well-rounded skulker, someone after my own heart, with varied talents and flexible morals. Most importantly, someone not afraid of a challenge.

"These three doors," and here the foppish halfling indicates the gold-trimmed doors, "each contain a test. The three tests are legerdemain and prestidigitation, falsifying records, and estimating worth. Pass the test and get a key that allows you to walk through walls. Fail a test, or refuse to take it, and you have to use that door," here he indicates the plain iron double door," and fight to get closer to my tomb – and really, how much fun is that when you can outwit me instead?

"Touch a door, and I'll explain further."

The halfling disappears.

Development: This *programmed illusion* is trigged to go off when the door is opened or any surfaces are touched.

All doors are set to trigger their illusions when touched by a living, sentient creature. See the areas for descriptions.

Completing the test in area 10B-3 and blowing in the whistle-key allows the user to see and use the *phase door* in the wall that leads to area 10B-6. It appears as a hazy purple outline on the wall.

Area 10B-3 – Sleight of Hand Test: When the party touches the door to this area, read or paraphrase the following:

The image of Nimboltin Softstep appears again.

"The premise here is simple: There is a mannequin inside this room wearing a rather spiffy vest. Inside that vest is a blank key. On the way out of the room, you will be searched by a pair of metal hands. If the mannequin notices you taking the key, you lose. If the metal hands find the key on you, you lose. If you bolt out of the room and don't submit to being searched, you lose.

"One more thing ... no magic allowed. I'm testing your skill, not your spells. Cast a spell, and you lose. If you get the key, touch it to this side of this door, and I'll tell you how to use it. If not, I'll see you over there," he finishes, pointing to the plain iron doors before disappearing.

When the party enters this area, read or paraphrase the following:

The halfling's test takes place in a small round room, only about fifteen feet across. A single ball of white light hovers near the middle of the ceiling, casting soft illumination. Two large metal arms, looking like they were torn from a statue or golem, hang from the top of the doorframe. Finally, a wooden mannequin stands

against the far wall. It is wearing a brilliant purple vest with cloth-of-gold backing and a repeating fleur-de-lis pattern on the front. The vest has a single pocket, right over where the dummy's heart would be.

Development: A DC 24 Sleight of Hand check will lift the key, which is glass, from the vest's pocket. A DC 10 Search roll made of the key itself will discover that it is a hollow tube.

If the would-be pilferer does not alert the mannequin, as the adventurers leave, the metal hands will gesture for them to stop, and then Search them, making a check with a +10 modifier. Note that this does not include the standard +4 for frisking someone, and that anyone wearing baggy clothing (or a cloak) gains a +2 to his Sleight of Hand check.

In addition to searching the adventurers, the hands search the floor, wall, and doorframe ... the entire 5-foot square before and to either side of the doorway.

Ye Olde Rope Trick, Part III: This is an occasion where the "genius" idea of tying a rope around something actually works. Once retrieved, the key could be pulled out of the room easily, and the metal hands only search the squares adjacent to the door.

Wooden Vest Mannequin: Hardness 5, 40 hp, Break DC 25.

Steel Search Hands (2): Hardness 10, 90 hp each, Break DC 26, Search +10.

Failure: If the adventurer fails the initial Sleight of Hand check, the mannequin emits a screeching noise that shatters the key to powder (beyond the ability of a *mending* or *make whole* spell to repair). Similarly, if the thief runs out of the room without retrieving the key, or if the metal hands find the key on an adventurer or on the floor nearby, they sound a similar screech, shattering the key. Finally, the ball of light is a magical sensor. If anyone casts a spell in or into the room, it screeches, and the key breaks.

Success: If the party completes the test and touches the key to the door, the illusion appears again and says:

"Well done! You may notice the key is actually a hollow tube. Whoever blows in the key like a whistle will be able to see a magic door. They – and only they – will be able to pass through the door. This magic door, I am told, only works twice ... so I don't recommend going back and forth too much."

Area 10B-4 – Appraise Test: When the party touches the door to this area, read or paraphrase the following:

Once again, the halfling appears before you.

"Any second-floor-man worth his pitons should know which gems to grab and which are just paste, and anyone wanting my treasure should know the same. Inside this door, you'll see a gold idol on a rotating pedestal behind some thick glass. By the glass will be a stone bucket attached to the wall, a pile of steel coins, and a big lever.

"Here's what you do ... give the idol a good look, then put iron coins in the bucket – pretending each is actually made of gold, of course – until you think you've got the worth of the idol in there. Then pull the lever. If you're right, the glass breaks and you'll get a chain. If you're wrong, you get nothing. You don't have to be exact, by the way, just close.

"Anyway, pull the lever and you're off by too much, you lose. Break the glass on our own, you lose. Cast a spell in or into the room, you lose. Oh, I left that part out, eh? Yeah, no magic.

"Touch the chain to this side of the door and I'll tell how to use it ... if not ..." he points to the iron double-door, and disappears.

When the party enters the room, read or paraphrase the following:

This area is a small rectangle. Across from the door is a large glass panel, backlit by a glowing sphere of soft white light. To the right is a large stone bucket jutting from the wall on a spar, and beneath it are stacks of coins that look like they're made of iron. Across the room, an iron lever protrudes from the left wall.

Behind the glass is a stone pedestal, upon which rests a small gold statue of a pot-bellied, pig-faced human with rubies in his eyes. The rubies are about the size of a fat man's thumb. As the door opens, the pedestal starts rotating slowly, giving you a good view of the idol.

Development: There are 150 iron coins in six piles of 25. The bucket could easily hold twice that number. The pedestal continues to rotate for a minute, and then stops.

A DC 28 Appraise check will determine that the statue is a very good, gold-painted fake. It is actually only worth about 10 gp. A separate DC 12 Appraise check will determine that the rubies are flawed, but still worth 25 gp each. This makes the idol worth 60 gp.

A DC 20 Spot check made by anyone searching the window will notice that the window contains a glass chain. Putting 58-62 iron coins in the bucket and pulling the lever causes the window to crack, and then break, leaving the glass chain intact.

Glass Wall: 1 ft. thick, hardness 1, 12 hp, Break DC 10.

Failure: If a hero pulls the lever after failing the Appraise check and putting in the wrong number of coins, hidden pistons in the wall strike the glass, shattering it, reducing the chain to powder (beyond the ability of a *mending* or *make whole* spell to repair). Similarly, if the adventurers break the glass on their own, the chain is shattered. Finally, the ball of light is a magical sensor. If anyone casts a spell in or into the room, it signals the pistons in the wall to shatter the glass.

Success: If the party completes the test and touches the chain to the door, the illusion appears again and says:

"Well done! A bit past those iron doors you'll eventually come to another bucket and spar. Ignore them and just put the chain on the floor underneath the bucket – there's a pressure plate there. Whoever puts the chain on the plate will be able to see a magic door that they will be able to walk through, but ONLY TWICE!"

Area 10B-5 – Forgery Test: As the party touches the door to this area, read or paraphrase the following:

Again, the illusion of the long-dead halfling pops into being.

"I'm sure you think the life of a ne'er-do-well is always about loot and sticking your knives in the kidneys of bad guys. And it can be, but there are times when you can accomplish more with a fancy sheet of paper than you can with an army ... especially if you doctored that sheet to suit your own purposes. Personally, I like the irony of using a government's own due process to rook them out of money, but I'm perverse that way. Or, I guess I was.

"Anyway, beyond this door is a little workshop of mine. You'll find the last will and testament of Pelltar, leaving me all his money." The halfling turns to one side, "Oh, it's just a joke!" Then he turns back to you.

"Make a copy of the document as best you can, but make yourself the beneficiary, then give it to the three-armed statue at the end of the hall. If it detects no flaw, it will give you a small glass padlock. If it finds a flaw, you lose. If you attack the statue, you lose. If you use any magic to cheat – right, I always forget that part until the end – you lose.

"Touch the lock to this side of this door when you're done. If not, I guess you'll have to fight."

When the party enters this area, read or paraphrase the following:

This triangular-shaped room is bare except for a small desk with several utensils, like inkwells, several sheets of paper, and a few wax seals. There is an official-looking scroll on the desk. Across from the doorway is a three-armed, stone statue with exaggerated, wide-open eyes painted on its face.

The area is lit by a single ball of soft, white light hovering in the ceiling.

Development: The scroll is an old copy of Pelltar's will, written entirely in his handwriting. It will require 1d4 minutes to make the forgery using the material provided, which are adequate but not masterwork. Pelltar's will does not conform to any kind of normal standard for wills, so the forger would not gain a +8 bonus for familiarity, but it is signed, so the forger gains +4 to his check for having a copy of the signature. An adventurer with his own masterwork forgery tools could use those instead of those provided, gaining an additional +2 to the check.

The simple, stone construct at the end of the hall is considered to be only vaguely familiar with this type of document, but very familiar with Pelltar's signature; it also has a +2 racial bonus to Forgery checks (giving it a net +4 bonus on its Forgery check).

To resolve this, the forger spends the time to make the copy and presents it to the statue, who examines it. Then the forger and the statue make opposed Forgery checks, with the forger getting a +4 modifier for the reason listed above (or a +6 if he has his own masterwork forgery tools) and the statue getting a +4 modifier.

If the adventurer succeeds on the opposed check, the statue's third hand opens, revealing the glass lock.

The ball of light is a magical sensor. If anyone casts a spell in or into the room, it screeches, and the statue destroys the lock.

Stone Inspector Statue: Hardness 8, 540 hp, Break DC 30, Forgery +10.

Failure: If the adventurer loses the opposed Forgery check, the statue crushes the lock to powder (beyond the ability of a *mending* or *make whole*

spell to repair). Similarly, the ball of light is a magical sensor. If anyone casts a spell in or into the room, it signals the statue, and it crushes the lock in a similar manner.

Success: If the party completes the test and touches the lock to the door, the illusion appears again and says:

"Well done! A little further on, you'll come to a place where a large lock symbol has been carved into the wall. There will be a little niche that fits the lock perfectly. Ignore it and look up ... you'll find a small hook. Hang the lock from the hook and – carefully! – rap on the wall with it, as if it were a door knocker.

"Whoever does this will be able to see a magic door ... whew, I get sick of repeating myself. Anyway, magic door, it only works for that person, and it only works twice so DON'T WASTE IT!"

Area 10B-6 – Sleight of Hand Bypass: As the party approaches this area, read or paraphrase the following:

This is a long, unremarkable hallway. Evenly spaced, magic torches keep this area well-lit.

After two left turns, you see an iron door to your left, which would be back the way you came, and another iron door to the right. Set into the wall between the doors is a bucket hanging from a spar protruding from the wall.

Development: As was explained in area 10B-4, putting the chain beneath the bucket triggers a pressure plate that allows the user to see the *phase door* passage that leads to area 10B-8.

A DC 30 Search check in the same location will also find the pressure plate, and a DC 40 Disable Device check will set off the same effect as putting the chain in place.

The doors that lead to areas 10B-7 and 10B-9 are locked (Open Lock DC 30). The keys are long since lost.

Area 10B-7 – Sleight of Hand Combat: As the party approaches this area, read or paraphrase the following:

This room is unlit and, based on the echoes you're hearing, quite large. Several piles of loose stone are scattered about, apparently at random. It looks like leftover rock from this place's excavation was dumped here.

Development: An overgrown ethereal filcher lurks here in the Ethereal Plane, waiting for someone to come by. It was set in place by Pelltar long ago, and is ready to leave, but it can't until it defeats any intruders.

It was placed here in mockery of PCs who can't use Sleight of Hand. When it appears, give the players Handout AE.

The door at the far end is locked (Open Lock DC 30). The key is long since lost.

Tactics: The filcher watches the party from hiding before attacking. While they travel, it studies them with *detect magic*. Once the party reaches the other door, it begins combat by moving to the adventurer with the most magical item it can lift with a DC 20 Sleight of Hand check. It then returns to the Ethereal Plane, circles around, and attempts this again.

Once it has two items, it begins attacking. It always attacks the adventurer with the next-most desirable item that it wishes to steal. If that target drops, it moves on to the next one, and so on. Since it ever only gets one attack anyway, it always either uses its Spring Attack feat to move around or, if it is cornered, it uses *ethereal jaunt* to reposition itself.

Note that although force effects, such as *magic missile*, can affect ethereal targets (and therefore have line of effect to creatures on the Ethereal Plane), spellcasters must be able to actually see their targets before they can cast a spell on them. Creatures on the Ethereal Plane are invisible to

creatures on the Material Plane, and can be detected by spells such as *see invisible*.

Also note that ethereal creatures, although invisible, are not actually on the Material Plane, so many common foils for invisibility, such as Spot and Listen checks, do not work.

The filcher fights to the death, and pursues foes tirelessly, using shortcuts through the Ethereal Plane if solid or force barriers bar the way.

Elite Advanced Ethereal Filcher, Rog5: CR 9; Large aberration; HD 15d8+60 plus 5d6+20; hp 165; Init +10; Spd 40 ft.; AC 20, touch 15, flat-footed 20; Base Atk +14; Grp +24; Atk/Full Atk bite +19 melee (1d8+9); SA Sneak attack +3d6; SQ Darkvision 60 ft., detect magic, ethereal jaunt, evasion, trap sense +1, trapfinding, uncanny dodge; AL N; SV Fort +10, Ref +15, Will +14; Str 22, Dex 22, Con 18, Int 6, Wis 14, Cha 8.

Skills and Feats: Hide +17, Listen +15, Sleight of Hand +30, Spot +17; Dodge, Improved Initiative, Improved Natural Attack (bite), Iron Will, Mobility, Skill Focus (Sleight of Hand), Spring Attack.

SQ – Detect Magic (Su): Ethereal filchers can *detect magic* at will, as the spell (CL 5th).

Ethereal Jaunt (Su): An ethereal filcher can shift from the Ethereal Plane to the Material Plane as part of any move action, and shift back again as a free action. It can remain on the Ethereal Plane for 1 round before returning to the Material Plane. The ability is otherwise identical with the *ethereal jaunt* spell (CL 15th).

Area 10B-8 – Appraise Bypass: As the party approaches this area, read or paraphrase the following:

This is a long, unremarkable hallway. At the far end, there is a sharp left turn. Evenly spaced, magic torches keep this area well-lit.

After the turn, you see an iron door to your left, which would be back the way you came, and another iron door to the right. Carved into the wall between the doors is a great symbol like a padlock. In the center of the symbol is a little padlock-shaped niche.

Development: Unless Nimboltin's illusion specifically told them to look for it, finding the small hook from which to hang the glass padlock requires a DC 20 Spot check.

As was explained in area 10B-5, hanging the lock from the hook and rapping it softly on the wall like a knocker allows the user to see the *phase door* passage that leads to area 10B-10.

The doors that lead to areas 10B-9 and 10B-11 are locked (Open Lock DC 30). The keys are long since lost.

Area 10B-9 – Appraise Combat (EL 11): As the party enters this area, read or paraphrase the following:

This chamber is dark, but seems to be spacious. The ceiling in here reaches to the limit of torchlight, about twenty feet overhead. The walls, ceiling, and floor are unadorned, but there are two large alcoves opposite each other at about the midpoint.

Development: There are two Huge animated objects in the room, giant scales placed here in mockery of those who can't Appraise goods. Pelltar made them to be *invisible* until activated; as soon as they attack, they become visible and cannot become invisible on their own. Until they are activated, they are motionless and silent.

These scales each have two dishes, and each dish has a different weapon special quality that springs into effect when they begin fighting. Frost-Burn Scale has *flaming burst* and *icy burst*, and Thunder-Boom Scale has *sonic burst* and *electric burst*.

Note that, in the absence of any other light, the *flaming burst* scale gives off light like a torch. When the Scales appear, give the players Handout AF.

The door that leads to area 10B-8 is locked (Open Lock DC 30). The key is long since lost.

Tactics: The Scales will attack only under certain circumstances: if a humanoid approaches within 10 feet of them, if a humanoid approaches within 15 feet of the door to area 10B-8, or if a humanoid crosses the midpoint line of the room and then crosses it again, heading back. They use their blindsight to detect intruders.

Keep in mind that their blindsight can only reach 30 feet. They cannot see beyond that, so any creatures at that distance are invisible to them.

The Scales will try to keep the party from withdrawing out of the room because they can't squeeze out of the doors. They always attack whichever adventurer is closest to the door to area 10B-8.

The Scales fight to their destruction. If the party flees into area 10B-6, they will bash down the wall (remember that sonic attacks do full damage to structures) to get at the party, and then enter the corridor by squeezing. They chase the party until they lose sight of them, at which point they return to their alcoves. If attacked from beyond their range of sight, they move toward the apparent direction of the attack.

Frost-Burn Scales, Unique animated object: CR 9; Huge construct; HD 16d10+40; hp 128; Init +0; Spd 20 ft.; AC 14, touch 8, flat-footed 14; Base Atk +12; Grp +27; Atk slam +17 melee (2d6+7 plus 1d6 fire/plus 1d10 fire) or slam +17 melee (2d6+7 plus 1d6 cold/plus 1d10 cold); Full Atk slam +17 melee (2d6+7 plus 1d6 fire/plus 1d10 fire) and slam +17 melee (2d6+7 plus 1d6 cold/plus 1d10 cold); Space/Reach 15 ft./15 ft.; SA Energy strikes, trample; SQ Blindsight 30 ft., construct traits, hardness 8; AL N; SV Fort +5, Ref +5, Will +0; Str 25, Dex 11, Con –, Int –, Wis 1, Cha 1.

Skills and Feats: None.

SA – Energy Strikes (Su): Each of the massive scales of this animated construct carries a destructive enchantment. One scale is enchanted with *flaming burst* and the other is enchanted with *icy burst*. Both scales inflict 1d10 points of additional energy damage on a critical hit.

Trample (Ex): This animated object can trample Medium or smaller creatures, dealing 2d6+10 points of crushing damage. No energy damage is added to this damage. Opponents who do not make attacks of opportunity against the object can attempt DC 25 Reflex saves to halve the damage.

SQ – Hardness (Ex): This animated object was constructed primarily of iron, and has hardness 10.

Thunder-Boom Scales, Unique animated object: CR 9; Huge construct; HD 16d10+40; hp 128; Init +0; Spd 20 ft.; AC 14, touch 8, flat-footed 14; Base Atk +12; Grp +27; Atk slam +17 melee (2d6+7 plus 1d6 electricity/plus 1d10 electricity) or slam +17 melee (2d6+7 plus 1d6 sonic/plus 1d10 sonic); Full Atk slam +17 melee (2d6+7 plus 1d6 electricity/plus 1d10 electricity) and slam +17 melee (2d6+7 plus 1d6 sonic/plus 1d10 sonic); Space/Reach 15 ft./15 ft.; SA Energy strikes, trample; SQ Blindsight 30 ft., construct traits, hardness 8; AL N; SV Fort +5, Ref +5, Will +0; Str 25, Dex 11, Con –, Int –, Wis 1, Cha 1.

Skills and Feats: None.

SA – Energy Strikes (Su): Each of the massive scales of this animated construct carries a destructive enchantment. One scale is enchanted with *shocking burst* and the other is enchanted with *sonic burst*. Both scales inflict 1d10 points of additional energy damage on a critical hit.

Trample (Ex): This animated object can trample Medium or smaller creatures, dealing 2d6+10 points of crushing damage. No energy damage is added to this damage. Opponents who do not make attacks of opportunity against the object can attempt DC 25 Reflex saves to halve the damage.

SQ – Hardness (Ex): This animated object was constructed primarily of iron, and has hardness 10.

Area 10B-10 – Forgery Bypass: As the party approaches this area, read or paraphrase the following:

This is a long, straight, unremarkable hallway. Evenly spaced, magic torches keep this area well-lit.

At the far end, you see an iron door to your right, and a set of double-doors to the left. The double doors are decorated with repeating symbols of locks, keys, and chains.

Development: The door that leads to area 10B-11 is locked (Open Lock DC 30). The key is long since lost.

Area 10B-11 – Forgery Combat (EL 11): As the party enters this area, read or paraphrase the following:

This unlit, open space looks like a natural cavern, and pebbles and dust cover the ground. You see a few stone pillars here and there, created by the natural fusion of stalactites and stalagmites. It looks like some of them have been carved on, indicating there was a sentient creature here at some point.

Development: The door that leads to area 10B-10 is locked (Open Lock DC 30). The key is long since lost.

The phasm in here is masquerading itself as a pillar. It can be detected prior to combat with a successful Spot check opposed by its Disguise check; remember they have a +10 circumstance bonus to Disguise checks when in an alternate form.

The phasm was placed here in mockery of those who can't create forgeries. When it appears, give the party Handout AG. It takes careful note of the first humanoid to enter the chamber. It will emulate his or her shape during the combat. To aid the GM when this occurs, a "blank" PC alternate form stat block has been included below.

Other than its natural form and the form of the PC, the phasm will use three other alternate forms in the fight: a lammasu, an ankheg, and a raven.

Tactics: The phasm begins combat either when it is attacked or at any other time it feels like attacking (GM's discretion). Regardless of when it begins combat, it always starts by taking the form of one of the adventurers, preferably the closest. If it has gone undetected, this would be its surprise action. On its next initiative, it charges the adventurer whose form it has copied and attacks.

As the PC, it uses any extraordinary special attacks (if any) the adventurer has, ideally against that same person. If the party member has no extraordi-

nary special attacks, then it just punches them. Note that the phasm lacks the Improved Unarmed Attack feat, and so draws attacks of opportunity for punching in combat. The phasm will remain in this form for only 1d3 rounds before assuming another one, even if it takes no damage.

In subsequent rounds of combat, any time the phasm takes at least 40 points of damage in a given form, it will change to a new form on its next action; roll 1d4, assigning a number for each form it's not currently in. Its tactics change depending on the form.

As a lammasu, it attempts to charge and pounce on a hero selected at random from the targets it can reach.

As an ankheg, it always changes into a "new" ankheg, so it always has its acid spit available upon assuming this form. After immediately using its spit, it favors grappling and biting.

As a raven, it flies up to the ceiling and hides (it has a total +10 Hide modifier counting for size and Dexterity; also add +1 per 10 feet of distance between it and the party). It lurks there for 1d4 rounds as it uses its fast healing ability, then it rejoins the attack. At that time, it assumes another form, even if it has taken no damage.

When the phasm is in its natural form, it is at its most dangerous. It slams with psuedopods, always attacking the same opponent, ideally the one that it copied earlier.

The phasm does not fight to the death. Once it is reduced to 40 or fewer hit points, it has a 50% chance per round of fleeing combat toward area 10B-1. When it flees, it assumes its raven shape, and does not return. However, it cannot go through the *phase doors* on its own, and it will not have much luck with any locked doors in the combat rooms. If the adventurers follow it into a locked area, it will either hide (if not spotted) or fight.

It will pursue fleeing adventurers, assuming different shapes to keep up with them. It chases the party for 1d4 rounds; after that, it has a 50% chance per subsequent round of getting bored and ceasing pursuit. In this case, it has a 50% chance of later being re-encountered in area 10B-10 or area 10B-11.

Advanced Phasm: CR 11; Huge aberration (shapechanger); HD 21d8+168; hp 262; Init +6; Spd 30 ft.; AC 20, touch 10, flat-footed 18; Base Atk +15; Grp +34; Atk/Full Atk Slam +24 melee (1d6+16); Space/Reach 15 ft./10 ft.; SA –; SQ Alternate form, amorphous, fast healing 3, resilient, scent, telepathy 100 ft., tremorsense 60 ft.; AL CN; SV Fort +19, Ref +13, Will +13; Str 33, Dex 14, Con 26, Int 16, Wis 12, Cha 17.

Skills and Feats: Appraise +3 (+5 sculpture), Bluff +21, Climb +19, Craft (sculpture) +12, Diplomacy +21, Disguise +21 (+23 acting)*, Intimidate +13, Knowledge (dungeoneering), +18 Listen +17, Spot +17, Survival +9 (+11 underground); Alertness, Blind-Fight, Combat Reflexes, Dodge, Fast Healing (epic), Improved Initiative, Mobility, Spring Attack.

*When using shapechange, a phasm gains a +10 circumstance bonus on Disguise checks.

SQ – Alternate Form (Su): A phasm can assume any form of Large size or smaller as a standard action. This ability functions as a *polymorph* spell cast on itself (CL 15th), except that the phasm does not regain hit points for changing form. A phasm can remain in its alternate form until it chooses to assume a new one or return to its natural form.

Amorphous (Ex): A phasm in its natural form has immunity to poison, sleep, paralysis, polymorph, and stunning effects. It is not subject to critical hits and, having no clear front or back, cannot be flanked.

Resilient (Ex): A phasm has a +4 racial bonus on Fortitude and Reflex saves (included in the statistics block).

Lammasu Alternate Form: Large aberration (shapechanger); HD 21d8+168; hp 262; Init +5; Spd 30 ft., fly 60 ft. (average); AC 20, touch 10, flat-footed 19; Base Atk +15; Grp +25; Atk claw +20 melee (1d6+6); Full Atk 2 claws +20 melee (1d6+6); Space/Reach 10 ft./5 ft.; SA Pounce, rake 1d6+3; SQ Alternate form, amorphous, fast healing 3, resilient, scent, telepathy 100 ft., tremorsense 60 ft.; AL CN; SV Fort +14, Ref +12, Will +13; Str 23, Dex 12, Con 17, Int 16, Wis 12, Cha 17.

Skills and Feats: Appraise +3 (+5 sculpture), Bluff +21, Craft (sculpture) +12, Diplomacy +21, Disguise +21 (+23 acting)*, Intimidate +13, Knowledge (dungeoneering) +18, Listen +17, Spot +17, Survival +9 (+11 underground); Alertness, Blind-Fight, Combat Reflexes, Dodge, Fast Healing (epic), Improved Initiative, Mobility, Spring Attack.

*When using shapechange, a phasm gains a +10 circumstance bonus on Disguise checks.

SA – Pounce (Ex): If the phasm in lammasu form charges a foe, it can make a full attack, including two rake attacks.

Rake (Ex): Attack bonus +20 melee, damage 1d6+3.

Ankheg Alternate Form: Large aberration (shapechanger); HD 21d8+168; hp 262; Init +4; Spd 30 ft., burrow 20 ft.; AC 18, touch 9, flat-footed 18; Base Atk +15; Grp +24; Atk/Full Atk bite +19 melee (2d6+7 plus 1d4 acid); Space/Reach 10 ft./5

ft.; SA Improved grab, spit acid; SQ Alternate form, amorphous, fast healing 3, resilient, scent, telepathy 100 ft., tremorsense 60 ft.; AL CN; SV Fort +14, Ref +11, Will +13; Str 21, Dex 10, Con 17, Int 16, Wis 12, Cha 17.

Skills and Feats: Appraise +3 (+5 sculpture), Bluff +21, Craft (sculpture) +12, Diplomacy +21, Disguise +21 (+23 acting)*, Intimidate +13, Knowledge (dungeoneering) +18, Listen +17, Spot +17, Survival +9 (+11 underground); Alertness, Blind-Fight, Combat Reflexes, Dodge, Fast Healing (epic), Improved Initiative, Mobility, Spring Attack.

*When using shapechange, a phasm gains a +10 circumstance bonus on Disguise checks.

SA – Improved Grab (Ex): To use this ability, the phasm must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

Spit Acid (Ex): 30-ft. line, once every 6 hours; damage 4d4 acid, Reflex DC 14 half. One such attack depletes the phasm's acid supply for 6 hours. It cannot spit acid or deal acid damage during this time.

Raven Alternate Form: Tiny aberration (ahapechanger); HD 21d8+168 (262 hp); Init +6; Spd 10 ft., fly 40 ft. (average); AC 14, touch 14, flat-footed 12; Base Atk +15; Grp +2; Atk/Full Atk claws +19 melee (1d2-5); Space/Reach 2-1/2 ft./0 ft.; SA –; SQ Alternate form, amorphous, fast healing 3, resilient, scent, telepathy 100 ft., tremorsense 60 ft.; AL CN; SV Fort +11, Ref +13, Will +13; Str 1, Dex 15, Con 10, Int 16, Wis 12, Cha 17.

Skills and Feats: Appraise +3 (+5 sculpture), Bluff +21, Craft (sculpture) +12, Diplomacy +21, Disguise +21 (+23 acting)*, Hide +10, Intimidate +13, Knowledge (dungeoneering) +18, Listen +17, Spot +17, Survival +9 (+11 underground); Alertness, Blind-Fight, Combat Reflexes, Dodge, Fast Healing (epic), Improved Initiative, Mobility, Spring Attack.

*When using shapechange, a phasm gains a +10 circumstance bonus on Disguise checks.

PC Alternate Form: (blank) aberration (shapechanger); HD 21d8+168; hp 262; Init +4 (plus Dex); Spd (blank); AC 10 (plus Dex, size, and natural), touch 10 (plus Dex and size), flat-footed 10 (plus natural and size); Base Atk +15; Grp +15 (plus Str and size); Atk/Full Atk (blank); Space/Reach (blank); SQ Alternate form, amorphous, fast healing 3, resilient, scent, telepathy 100 ft., tremorsense 60 ft.; AL CN; SV Fort +11 (plus Con), Ref +11 (plus Dex), Will +13; Str (blank), Dex (blank), Con (blank), Int 16, Wis 12, Cha 17.

Skills and Feats: Appraise +3 (+5 sculpture), Bluff +21, Craft (sculpture) +12, Diplomacy +21, Disguise +21 (+23 acting)*, Intimidate +13, Knowledge (dungeoneering) +18, Listen +17, Spot +17, Survival +9 (+11 underground); Alertness, Blind-Fight, Combat Reflexes, Dodge, Fast Healing (epic), Improved Initiative, Mobility, Spring Attack.

*When using shapechange, a phasm gains a +10 circumstance bonus on Disguise checks.

Area 10B-12 – The Prestige (EL 13): The iron double-doors are closed but unlocked. When the party opens the doors, read or paraphrase the following:

At the far end of this ovoid room is an alcove under a dome in the ceiling. To the left, three iron containers, each in a different shape, rest on a table, and across from them is a small table with several knickknacks.

A golden ball of light is nestled in the apex of the alcove dome, and it sheds sufficient illumination to see by. Beneath it, a small iron lever is set into the wall of the alcove.

The center of this chamber is bare, but set into the floor is a large slab of beautiful marble. Several words in the common tongue are inscribed in the slab, apparently a poem.

If the party opens the secret door (see Solution below), read or paraphrase the following:

The door slides into the floor, and you see a veritable ocean of silver coins piled carelessly in a small room. The image of the halfling reappears.

"Well, you proved yourself tougher, more resourceful, or more clever than I would think possible for someone who isn't me. My hat would be off to you, if I had one.

"Enjoy the wealth. Sorry it's in small coins – well, not really – but I can't make things easy for you, can I?

"When you get to where I am, you can tell me how you spent it. Fare well until then!"

The halfling then gives a short bow, and disappears.

Development: The words written into the floor read as follows:

"Key, Lock, and Chain

Each I Hid in Vain

It Would Be Such Delight

If You Would Make Things Right

Three Containers I Did Devise

To Hold Anew Each Glassy Prize

With Each Should Go A Token Right

That Once Held My Prize So Tight

Return Them To Their Proper Home

Then Pull Yon Lever, 'Neath The Dome

Do This Thing, Nothing More

To Open Wide My Treasure's Door"

Give the players Handout AH. Buried beneath the words is the sarcophagus and undisturbed remains of Nimboltin Softstep.

The Puzzle: There are three containers: a box, a pyramid, and a globe (all made of wood). There are six tokens: a chunk of wood, an iron bar, a gold-painted disc, a shard of glass, a strip of purple fabric, and a small rock.

Solution: The glass key was in a vest in a round room, so it and the scrap of cloth go in the globe. The glass chain was in the glass window in the rectangular room, and it and the shard of glass go in the box. The glass lock was held by the stone statue in the triangular room, so it and the stone go in the pyramid. Putting all six items in the proper containers and pulling the lever opens the secret door. It requires a DC 13 Strength check to pull the lever, meaning spells like *mage hand* cannot exert enough force to pull the lever.

Failure: If the lever is pulled and the correct items are not in the correct boxes, it triggers an *imprisonment* trap.

***Imprisonment* Trap:** CR 10; magic device; event trigger (pulling lever without solution); automatic reset; spell effect (*imprisonment*, 19th-level wizard, DC 23 Will save negates); creature trapped in pocket beneath the earth; Search DC 34; Disable Device DC 34.

Ye Olde Rope Trick, Part IV: Since the lever is clearly trapped, a party of mediocre cunning will attempt to pull it down with a rope, probably after making a convoluted argument involving physics and a block and tackle they happened to find. The *imprisonment* spell is a touch spell that targets a creature. In this instance, the deliverer of the touch spell is the lever, and as we all know an undelivered touch spell remains unused and potent. This means that the next bloke to touch the lever – while, say, untying their rope – sets it off. The spell remains until the lever is raised back into position with another DC 13 Strength check, which resets the trap.

The Secret Door: The vault is behind a secret door, as indicated on the map (Search DC 35). This door is trapped with a *wail of the banshee* trap. It opens by sliding into the floor. The spread of the spell is centered on the point marked "X" on the map.

***Wail of the Banshee* Trap:** CR 10; magic device; event trigger (opening secret door without lever); automatic reset; spell effect (*wail of the banshee*, 19th-level wizard, DC 23 Fortitude save negates); multiple targets (up to 19 creatures in 40 ft. spread); Search DC 34; Disable Device DC 34.

Nimboltin's Share: Buried among the 300,020 silver pieces is a pair of *boots of levitation* and a Small *+1 silver morningstar*. The footgear resizes itself to fit any wearer.

Bonus Rewards

Each member of the party earns 900 experience points for each of the glass items they retrieve.

Each member of the party earns 200 experience points for solving the puzzle in area 10B-12 correctly the first time.

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 11:
NARBORG – OUTER DEFENSES

Level Summary

As the party plumbs deeper into Castle Whiterock, they find their progress inhibited by a powerful duergar fortress, Narborg. The mercenaries who man the stronghold's outer defenses are not likely to let the party pass without putting up a fierce fight.

Game Master's Section

Scaling Information

"Narborg – Outer Defenses" is a level of *Castle Whiterock* designed for 4-6 characters of 11th level, but can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or less than 11th level): As the party approaches Narborg, remove the duergar and the destrachan on the causeway in area 11-1 (those manning the arrow slits will likely still notice the party). In both gatehouses (areas 11-2 and 11-4), remove one guard level from the duergar. In the Passage of Mouths (area 11-3), remove four zombie ettins. The *lightning bolt* trap in the fortified entryway (area 11-5) should only be heightened to 8th level. Remove four duergar mercenaries from area 11-6, and take away one fighter level from the mercenary captain. The mercenary chaplain should be absent from the recreation hall (area 11-10a) (assume the stone golem is set to guard the area). Halve the number of duergar watch in area 11-14, and halve the number of mercenaries in area 11-19, also replacing the mercenary enchanter with a deep watch (see area 11-21). Replace the elder earth elemental in area 11-21 with a mercenary captain (use the stats from area 11-6), and replace the two deep watch with a pair of duergar watch (use the stats from area 11-1). For areas 11-22 and 11-23, replace the occupants with three mercenary spies (see area 11-29). Remove all occupants and traps in the gallery (area 11-29) and replace them with a mercenary enchanter (see area 11-14) and two duergar mercenaries (see area 11-6). Similarly, in the thane's audience chamber (area 11-34), replace that room's occupants with an Underdeep veteran and a mercenary chaplain (see areas 11-22 and 11-10a, respectively).

Stronger parties (7 or more characters, or higher than 11th level): As the party approaches Narborg, add two additional duergar sentries to the causeway in area

Encounter Table

Loc	Pg	Type	Encounter	EL
11-1	362	C, H	2 duergar watch, Grd5 Advanced destrachan Bolts from Narborg Pit hazard	13
11-2	364	C, H	Zombie ettin *Watch captain*, duergar Grd7 Bolts from slits	11
11-3	365	C, H	6 zombie ettin Bolts from slits	13
11-4	366	C, H	Zombie ettin *Watch captain*, duergar Grd7 Bolts from slits	11
11-5	367	T, H	Bolts from slits Heightened *lightning bolt* trap	10
11-6	367	C	*Mercenary captain*, duergar Ftr8 8 duergar mercenaries, Ftr4	12
11-10a	370	C	Stone golem *Mercenary chaplain*, duergar Clr8	12
11-10b	371	C	Advanced trollhound Advanced dire rat Giant bombardier beetle Skum	6
11-14	373	C	12 duergar watch, Grd5	12
11-19	375	C	*Mercenary enchanter*, duergar Wiz8 8 duergar mercenaries, Ftr4	12
11-21	377	C	Elder earth elemental 2 duergar deep watch, Rng6 2 badger animal companions	12
11-22	378	C	2 *Underdeep veterans*, duergar Ftr7/Def1 Advanced destrachan	12
11-23	380	C	2 *Underdeep veterans*, duergar Ftr7/Def1 Advanced destrachan	12
11-28b	382	H	2 boxes of brown mold	4
11-29	383	C, T	*Mercenary commander*, duergar Brd7/Ftr1/ElK2 Mercenary spy, duergar Rog6 Burnt othur fumes trap	12
11-34	385	C	2 stone golems 2 mercenary sergeants, duergar Ftr4	13
11-35a	386	C	3 zombie ettins	9
11-35b	386	C	3 zombie ettins	9

11-1. In both gatehouses (areas 11-2 and 11-4), add two guard levels to the watch captain. Give the mercenary captain two additional fighter levels in area 11-6, but remove two duergar mercenaries. Add a watch commander to area 11-14 (use stats from area 11-2). Give the mercenary enchanter in the firing deck (area 11-19) two additional wizard levels, but remove two duergar mercenaries. Add one duergar mercenary (see area 11-6) to areas 11-21 and 11-29. Similarly, add two duergar mercenaries (see area 11-6) to the following areas: 11-10a, 11-22, 11-23, and 11-34.

Background Story

Just under 400 years ago, a minor clan of duergar led by Vitr Vejik infiltrated Castle Whiterock and wiped out a dwarven mining company, secretly replacing them. They made it appear that the dwarves went out of business, and set about exploring and fortifying their new home.

Narborg was carved from solid rock by dwarven skill directing slave labor, and Vitr crowned himself its first Thane. The purpose of the fortress was to ward the Lightless Gate and to control (and tax) traffic to and from the Bleak Theater. Vitr did not live to enjoy his reign, however; he was slain by falling rock during the seismic upheaval that collapsed the mountain's caldera.

Shortly after Vitr's son, Feigr, was crowned Thane, the red dragon Benthosruthsa entered Castle Whiterock. The mighty creature struck an agreement of mutual defense with Thane Feigr, and Narborg honors that pact even today under Feigr's son, Hrolad.

Hrolad came to power under a dark star, however, owing his rise to the backing of the Mountain King, a twisted dwarven monarch in a nearby region, and the patricide of Feigr. As a condition of his ascendancy to Thane of Narborg, Hrolad agreed to increase security, which meant accepting a jointly hired mercenary company, the Halved Helm, into the fortress. Hrolad views them as an enemy army-in-waiting, and fears the day his "ally" orders the mercenaries to turn on him.

Part of increasing security has involved using destrachans gathered from the Burning Maze (level 14) to detect invisible infiltrators.

The thane has considered renewing his acquaintance with Benthosruthsa, hopefully leveraging a deal with the dragon that will rid him of the Halved Helm and the Mountain King's influence. Hrolad has no clue that Benthos is slain, replaced by Silhouette.

Narborg has withstood three serious assaults in its history: one by a rival duergar clan, one by the drow of House Ereluc (now considered "friends" of the thane), and one by a small army of outraged knights-errant and

peasants from Cillamar (seeking vengeance for one of Benthosruthsa's raids). It has also brushed off several smaller skirmishes. In all cases, it has remained unsacked.

Raining Death

There are several areas in the outer defenses where the duergar can fire on the party from arrow slits. These areas are 11-1, 11-2, 11-3, and 11-4. This threat has been factored into the Encounter Levels of these four areas as a CR 10 hazard.

The actual threat posed by mercenary snipers depends greatly on the actions of the party. If the heroes infiltrate Narborg without raising an alarm, or if they manage to defeat the mercenary crossbowmen before entering one of the listed areas, then the EL (and subsequent XP reward for those areas) should be reduced accordingly.

The arrow slits are depicted on the map as cutting straight angles through squares. A creature can fire in the arc provided by the angles of the arrow slit.

Entering Narborg

The outer defenses of this duergar fortress are presented to the party as a problem without a set answer. How the adventurers decide to handle this level depends on your group's style of play. Will they launch a frontal assault, or try stealth? Will they use magic or guile?

Accordingly, the area descriptions for this level were written as situation-neutral as possible. Several encounters indicate that they may occur elsewhere in the outer defenses if the situation warrants it; they are positioned in the text in their most likely locations.

Finally, it should be noted that, unlike other levels in *Castle Whiterock*, Narborg is always "on alert." The duergar drill ceaselessly and pride themselves on preparedness.

Forces of Narborg

Duergar manning the outer defenses belong to one of two groups: the mercenaries or Thane Vejik's clan army. Unless a duergar's name or title says "mercenary," assume they are part of the thane's forces.

The clansmen are fanatically loyal to Thane Vejik, mostly because they are related to him by blood or marriage and have prospered under his rule.

Thane Vejik and the Mountain King, the thane's distant ally-of-convenience and ersatz liege, have jointly contracted the mercenaries of the Halved Helm to maintain Narborg's security and supplement the clan's forces. The Halved Helm owes loyalty to the terms of their contract, which says nothing about safeguarding the thane's well-being. A clever party could exploit this loophole and avoid a lot of bloodshed; such a proposition would have to be made to the mercenary commander (see area 11-29).

There is little love lost between the Halved Helm and the loyal clansmen, but neither is there open animosity.

Changing Size

All duergar have the ability to use *enlarge person* once per day. Rather than the tedium of having two stat blocks for each duergar, the rules regarding *enlarge person* are summarized here:

Size changes to Large, with a space of 10 ft. and a natural reach of 10 ft.

Height doubles, weight is multiplied by eight.

The duergar gains +2 size bonus to Strength and a +4 size bonus to grapple checks; remember that creatures wielding their weapon in two hands, like the Underdeep veterans in areas 11-21 and 11-22, gain a bonus to damage equal to 1.5 their Strength bonus

The duergar suffers a –2 size penalty to Dexterity, a –4 size penalty to Hide checks, and a –1 size penalty to AC and attack rolls.

Melee weapons deal increased damage, but missile weapons do not; each area's Tactics section will give the increased damage dealt by duergar encountered there.

Interrogation

Getting information from the duergar may be difficult. The clansmen would rather die than betray their thane, and the mercenary officers (the captain, chaplain, enchanter, spy, and commander) have too much pride to talk. The mercenaries, however, are not so loyal. They know the layout of the outer defenses and the overall battle plan for defending Narborg, but are never allowed up to level 12. The only secret doors that a common mercenary is aware of are the one leading to area 11-10b, the one that exits into area 11-1 from area 11-18, the one connecting areas 11-5 and 11-7, and those in area 11-3.

The pit underneath the causeway in area 11-1 is where the duergar dispose of their garbage and other refuse (like dead bodies from the Bleak Theater). The wicked dwarves have never explored this chasm, which is actually the Carapace Fissure, sub-level 11B of *Castle Whiterock*. All they know is that vermin dwell there.

Warded Walls

Thane Vejik's Master Wizard (see area 12-18) has cast protective chants over the walls, gates, floors, and ceilings of Narborg. The following spells cannot penetrate the fortress's exterior or interior: *clairaudience/clairvoyance, disintegrate, dispel magic, locate object, passwall, scrying,* and *teleport.*

Random Encounters

The defenses of Narborg are not static. Troops move around, contractors and guests try to avoid conflict, and mobile, magical traps have their locations changed. Although wandering monster encounters are usually based on time elapsed exploring a dungeon, such is not the case here. Instead, some areas have a notation to roll for a random encounter. The GM should roll a d12 and consult the table below. Note that each random encounter can only occur once; if a duplicate result is generated, re-roll.

Wandering Monsters: Level 11 (EL 9)

1d12 roll	Encounter
1-7	No encounter
8	Contractors
9	Trapped chest
10	Guests
11	Underdeep veteran
12	Trapped pillar

Contractors: These duergar are neither mercenaries nor clansmen; they are "civilians" who have been contracted to make repairs to Narborg and examine ways to improve defenses. If cornered, they will fight, but they prefer to flee (toward help!) or parley. They know as much as a mercenary (see Interrogation above), and they know about the mobile traps, but not the command words to disarm them. Award no XP for this encounter if the party merely parleys; these duergar are evil and their creations have done much harm.

Contractors, duergar Exp6 (3): CR 6; Medium humanoid (dwarf); HD 6d6; hp 21, 20, 15; Init +1; Spd 20 ft.; AC 14, touch 11, flat-footed 14; Base Atk +4; Grp +4; Atk/Full Atk masterwork morningstar +5 melee (1d8) or masterwork light crossbow +6 ranged (1d8/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +2, Ref +3, Will +6; Str 10, Dex 12, Con 10, Int 13, Wis 12, Cha 5.

Skills and Feats: Appraise +10 (+2 metal items, +14 stone items), Craft (stonemasonry) +12, Craft (trapmaking) +10, Disable Device +12, Knowledge (architecture & engineering) +13, Listen +2, Move Silently +5, Open Lock +12, Search +10 (+12 secret doors), Spot +2, Survival +1 (+3 following tracks); Combat Expertise, Nimble Fingers, Skill Focus (Knowledge [architecture and engineering]).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 12th); these abilities affect only the duergar and whatever it carries.

Possessions: Masterwork morningstar, masterwork light crossbow, 10 bolts, masterwork studded leather armor, masterwork toolkit, backpack, thunderstones (4), acid vials (2), 2d4 rubies (10 gp each), 2d20 sp.

Trapped Chest: This ornate treasure chest is made of darkwood with copper bands. It contains only the workings of its trap mechanism. When encountered, the chest is locked (DC 40 Open Lock; the mercenary commander has the key). The command word to arm the trap is "vilkmur" ("murder" in Dwarven), and the disarm command is "haben" ("patience"). The trap is intended for would-be plunderers.

***Incendiary Cloud* Chest:** CR 9; magic device; touch trigger; automatic reset; password bypass ("haben"); spell effect (*incendiary cloud*, 15th-level wizard, 4d6/round for 15 rounds, DC 22 Reflex save half damage); Search DC 33; Disable Device DC 33.

Guests: Alexia Cresh is a hideous sorceress from Freeport who is interested in negotiating a bulk shipment of slaves. Rather than deal with the middlemen in the castle ruins, she's bullied, bribed, and bartered her way to an audience with Thane Vejik. The arrival of the party, however, has put a damper on her plans. She attacks the party out of spite, relying on *greater invisibility* to keep her safe. She has already cast *mage armor* and *darkvision* on herself.

Alexia Cresh, human female Sor9: CR 9; Medium humanoid (human); HD 9d4+9; hp 38; Init +6; Spd 30 ft.; AC 16, touch 12, flat-footed 16; Base Atk +4; Grp +4; Atk/Full Atk *+1 dagger* +5 melee (1d4+1/19-20); SA Spells; SQ –; AL NE; SV Fort +4, Ref +6, Will +8; Str 10, Dex 16, Con 12, Int 10, Wis 10, Cha 20.

Skills and Feats: Concentration +13, Knowledge (arcana) +11, Speak Language (Undercommon), Spellcraft +15; Combat Casting, Dodge, Empower Spell, Improved Initiative, Iron Will.

Spells Known (6/7/7/7/5; DC 15 + spell level): 0 – *detect magic, detect poison, disrupt undead, light, mage hand, message, open/close, read magic*; 1st – *disguise self, feather fall, mage armor* (cast once), *magic missile, ventriloquism*; 2nd – *acid arrow, darkvision, detect thoughts, see invisibility*; 3rd – *displacement, fly, vampiric touch*; 4th – *black tentacles, greater invisibility.*

Possessions: Lapis lazuli-inlaid ceremonial *+1 dagger* (+150 gp), *cloak of charisma +2, gloves of dexterity +2,* twined gold and silver necklace (400 gp), gold signet ring (40 gp), diamond-studded hairpin (1,200 gp), small paper with the thane's seal.

Languages: Common, Undercommon.

Underdeep Veteran: This veteran patrols the outer defenses. When encountered, he will be trying to hide the *keys of corpse command* for the zombie ettin in area 11-35b. If he is alerted to the party entering his area, he will begin the encounter *invisible*. He neither asks for nor grants quarter.

Underdeep Veteran, duergar Ftr7/Def1: CR 9; Medium humanoid (dwarf); HD 7d10+21 plus 1d12+3 plus 3; hp 76; Init +1; Spd 20 ft.; AC 21, touch 12, flat-footed 20; Base Atk +8; Grp +12; Atk +*1 falchion* +14 melee (2d4+8/18-20) or masterwork punch dagger +13 melee (1d4+4/x3); Full Atk +*1 falchion* +14/+9 melee (2d4+8/18-20) or masterwork punch dagger +13/+8 melee (1d4+4/x3); SA Defensive stance 1/day, spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +10, Ref +3, Will +4; Str 19, Dex 13, Con 16, Int 8, Wis 10, Cha 8.

Skills and Feats: Appraise –1 (+1 metal and stone items), Intimidate +8, Listen +1, Move Silently +0, Search –5, Sense Motive +1, Spot –3; Cleave, Dodge, Endurance, Power Attack, Toughness, Weapon Focus (falchion), Weapon Specialization (falchion).

SA – Defensive Stance (Ex): Once per day, an Underdeep veteran can adopt a defensive stance that lasts for 8 rounds. While in a defensive stance, the Underdeep veteran cannot use skills or abilities that would require him to shift his position, and he cannot move. The following changes are in effect while he is in the defensive stance: AC 25 (touch 16, flat-footed 24); hp 92; Atk +*1 falchion* +15 melee (2d4+10/18-20) or masterwork punch dagger +14 melee (1d4+5/x3); Full Atk +*1 falchion* +15/+10 melee (2d4+10/18-20) or masterwork punch dagger +14/+9 melee (1d4+5/x3); SV Fort +12, Ref +5, Will +6; Str 21, Con 20. At the end of his defensive stance, the Underdeep veteran is winded and takes a –2 penalty to Strength for the duration of that encounter. Using the defensive stance takes no time itself, but the Underdeep veteran can only do so during his action.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 16th); these abilities affect only the duergar and whatever it carries.

Light Sensitivity: Duergar are dazzled in bright sunlight or within the radius of a *daylight* spell. The Underdeep veterans, however, wear a slitted helmet that counteracts this sensitivity at the cost of a –4 penalty to Spot and Search checks.

Possessions: +1 falchion, +1 full plate, ring or protection +1, gauntlets of ogre power, potion of cure serious wounds (CL 5th), masterwork punch dagger, 2d10 pp, key to area 11-15.

Trapped Pillar: This false pillar has cleverly concealed wheels built into its base, allowing it to be used anywhere in the outer defenses. It is identical to the numerous actual pillars scattered about. Because of its short range, it is often deployed close to a high-traffic area. When the command word "jort" ("ready" in Dwarven) is spoken, the trap in the pillar is activated; speaking the word "frekk" ("stop") disarms the trap.

Whirling Poison Blade Pillar: CR 9; mechanical; location trigger; repair reset; password bypass ("frekk"); Atk +16 melee (2d6/19-20 plus poison, greatsword); poison (purple worm poison, DC 24 Fortitude resists, 1d6 Str/2d6 Str); multiple targets (all in 5 ft. radius of pillar); Search DC 29; Disable Device DC 20.

Areas of the Map

Unless otherwise indicated, all ceilings inside Narborg's lower level are eight feet high, and most walls are five feet thick.

Stone Wall: 5 ft. thick, hardness 8, 900 hp, Break DC 50.

All doors in Narborg's outer defenses are iron, and each has at least a good-quality lock. Individual area descriptions will note if a given door is locked and if the lock is of a superior quality. Each door is unmarked; an intentional decision to confuse intruders.

Iron Door: 2 in. thick, hardness 10, 60 hp, Break DC 28, Open Lock DC 20.

In some areas, there are portcullises. These all have the following stats:

Iron Portcullis: 2 in. thick, hardness 10, 60 hp, Break DC 28, Lift DC 25.

There are also numerous secret doors scattered throughout the outer defenses. Each has the following stats:

Stone Door: 1 ft. thick, hardness 8, 180 hp, Break DC 50, Search DC 30.

Unless otherwise stated, no light sources exist on this level. There are several short staircases. Referring to the map, the arrow always indicates which direction is "down." Note that the only staircases that actually grant access to level 12 are in the two areas marked 11-36. Unless otherwise stated, a staircase rises about three feet; enough to grant someone the advantage of higher ground (+1 to melee attack rolls).

Additionally, both main gates of Narborg have the following stats:

Stone Gate: 3 ft. thick, hardness 8, 540 hp, Break DC 50.

Area 11-1 – Causeway Approach (EL 13): The ceiling in this cavern is on average 40 feet above the causeway. As the party enters this area, read or paraphrase the following:

You emerge from the tunnel into a natural cavern. The air here is cool, and the slightest sound echoes. The causeway is a ribbon of stone suspended by pillars and support beams. It stretches into the darkness beyond the reach of your vision.

When the party can see the walls of Narborg, give the players Handout AI and read or paraphrase the following:

A monolithic wall of worked stone carved with cruel dwarven faces and angular repeating patterns looms to your right. You spot ominous arrow slits hidden among the designs.

When the party can see the rear gate of Narborg, read or paraphrase the following:

A slab of carved stone serves as the fortress gate. It is sunk into a groove and appears to slide sideways rather than opening out or in. The gate's smooth surface grants no handholds.

If the party examines Carapace Fissure, read or paraphrase the following:

The air over this chasm brushes your faces as if stirred by movement below. Faintly, you hear a droning sound like the buzzing of bees. The pit reeks of carrion, offal, and garbage.

Development: The thane keeps a patrol of two clansmen and a destrachan on the causeway at all times. Each clansman is equipped with a potion of *see invisibility*, which they use at any indication of intruders from the destrachan (whose blindsight cannot be foiled by *invisibility*). The watch is suspicious and does not take kindly to unannounced causeway traffic. Anyone lacking the thane's or The Impresario's seal (see level 10) is likely to be attacked out of hand.

Distances: From where it emerges into this cavern, the causeway runs for 135 feet before making a 90-degree turn toward Narborg's main gate. Each staircase indicates a 5-foot declension (as marked on the map). The firing deck (area 11-19) is at the same elevation as the main length of the causeway (+10 ft.). Thirty feet separate the causeway's main length from Narborg's walls.

Walls, Pillars, and Beams: Scaling Narborg's walls from the cavern floor requires a DC 15 Climb check, thanks to ample handholds and footholds. The walls of the cavern are smoother, requiring a DC 20 Climb check to scale, while the pillars supporting the causeway are even more difficult to climb (DC 25 Climb check).

The iron beams supporting the causeway over Carapace Fissure are 1 foot wide. They can be crossed with a DC 10 Balance check, and they are sunk into Narborg's walls directly beneath the firing deck's floor.

Reference Markers: It is possible that some party members may be knocked off the causeway and into Carapace Fissure. The three "x" marks on the map are constant reference points to assist tracking a party member's descent between this level and level 11B.

Characters falling take 1d6 points of damage per full 10 feet of distance. This damage maxes out at 20d6. If a character falls into Carapace Fissure, it is possible to fall 200 feet; this risk has been factored into this area's EL as a CR 10 hazard.

Bluffing Your Way In: As the party can discover on level 10, Narborg is expecting a few slaves to be delivered in the near future. Adventurers can seize on this plan to enter the fortress, but they'll have to Bluff their way past the watch and the watch captain in area 11-2. This plan has no chance of success without information from the slaver's manifest from area 10-39 and a piece of paper bearing The Impresario's seal.

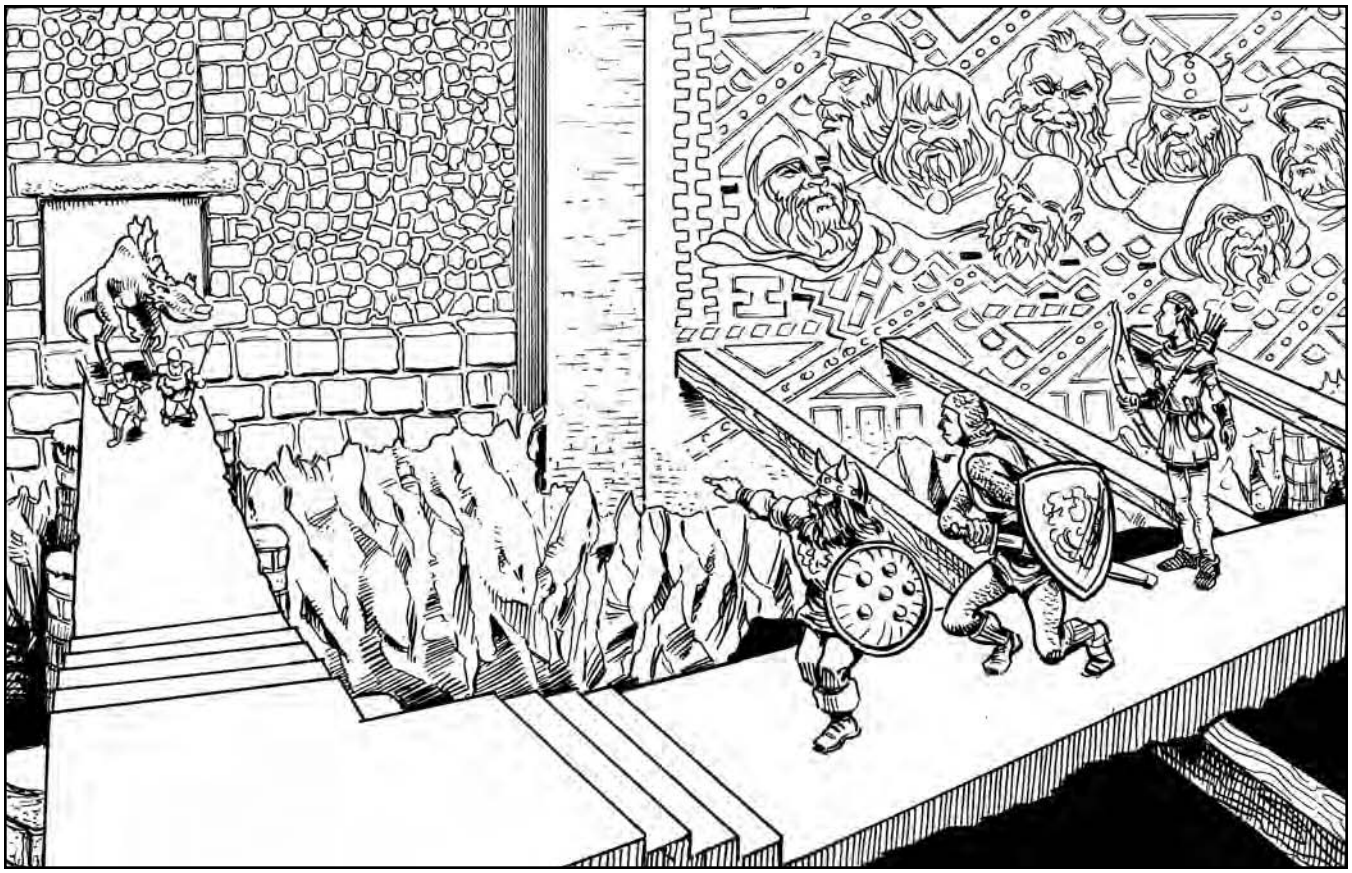
Inertial Ammunition

The duergar mercenaries use magic ammunition (*+1 inertial bolts*) to knock would-be invaders off the causeway. These bolts are described in further detail in Appendix D, but the basics are given here for convenience:

The ammunition delivers a bull rush to the target in addition to dealing normal damage.

The ammunition counts as a Medium creature, and has a Strength of 21. It gains a +1 on the bull rush attempt for every +1 of enhancement bonus the ammunition has. The ammunition always moves with the target as far as it can push. Although the target provokes attacks of opportunities as it is pushed, the ammunition does not.

This ammunition is always destroyed after being fired; missed shots cannot be recovered.



Tactics: This encounter can be complicated. If the watch is attacked or sounds an alarm (either with their signal whistles or by shouting), the mercenaries on the firing deck (area 11-19) open fire on the party. In addition to mundane ammunition, each of the eight mercenaries has one *+1 inertial bolt* (see sidebar).

The watch fight a defensive action to buy time for the mercenaries to pick the party off with bolts. The one in front uses *enlarge person* and blocks the causeway, fighting defensively. The other tries to pick off party members with his crossbow, targeting those in the rear of the party, any who have fallen to the cavern floor, or any who are flying. If necessary, he will back up to where the causeway turns so as not to fire through melee. When the duergar in front dies, the other will use *enlarge person* and take his place.

When *enlarged*, the watch's warhammers do 2d6 points of damage.

The destrachan is kept out of melee as much as possible. It follows a similar tactic as the other clansman, maneuvering to pick off foes who are in the rear, have fallen, or are flying.

The watch have nowhere to run; it's forbidden to open the rear gate during an attack. They fight to the death.

Advanced Destrachan: CR 9; Large aberration; HD 12d8+36; hp 90; Init +5; Spd 30 ft.; AC 18, touch 10, flat-footed 17; Base Atk +9; Grp +17; Atk claw +12 melee (1d6+4); Full Atk 2 claws +12 melee (1d6+4); Space/Reach 10 ft./5 ft.; SA Destructive harmonics; SQ Blindsight 100 ft., immunities, protection from sonics; AL NE; SV Fort +9, Ref +7, Will +12; Str 18, Dex 12, Con 16, Int 12, Wis 18, Cha 13.

Skills and Feats: Hide +12, Listen +29, Move Silently +11, Survival +9; Dodge, Great Fortitude, Improved Initiative, Lightning Reflexes, Mobility.

SA – Destructive Harmonics (Su): A destrachan can blast sonic energy in a cone up to 80 feet long. It can also use this attack to affect any creatures or objects within a 30-foot radius. It can tune the harmonics of this destructive power to affect different types of targets.

- *Flesh:* Disrupting tissue and rending bone, this attack deals 4d6 points of damage to all within the area (Reflex DC 17 half).

- *Nerves:* A destrachan can focus its harmonics to knock out foes rather than slay them. This attack deals 6d6 points of nonlethal damage to all within the area (Reflex DC 17 half).

- *Material:* When using this form of harmonics, a destrachan chooses wood, stone, metal, or glass. All objects made of that material within the area must succeed on a DC 17 Fortitude save or shatter. Objects (or portions of objects) that have up to 30

hit points are potentially affected by this attack.

SQ – Blindsight (Ex): A destrachan can use hearing to ascertain all foes within 100 feet as a sighted creature would.

Immunities: Destrachans have immunity to gaze attacks, visual effects, illusions, and other attack forms that rely on sight.

Protection from Sonics (Ex): While they can be affected by loud noises and sonic spells, destrachans are less vulnerable to sonic attacks (+4 circumstance bonus on all saves) because they can protect their ears. A destrachan whose sense of hearing is impaired is effectively blinded, and all targets are treated as having total concealment.

Duergar Watch, duergar Grd5 (2): CR 5; Medium humanoid (dwarf); HD 5d6+10; hp 27 each; Init +0; Spd 20 ft.; AC 17, touch 10, flat-footed 17; Base Atk +5; Grp +6; Atk/Full Atk masterwork warhammer +7 melee (1d8+1/x3) or masterwork heavy crossbow +6 ranged (1d10/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +6, Ref +1, Will +1; Str 13, Dex 11, Con 14, Int 10, Wis 10, Cha 4.

Skills and Feats: Appraise +0 (+2 metal and stone items), Climb +5, Diplomacy –1, Listen +11, Move Silently +0, Spot +11, Sense Motive +8; Alertness, Point Blank Shot.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 10th); these abilities affect only the duergar and whatever it carries.

Possessions: Masterwork warhammer, masterwork heavy crossbow, 40 bolts, masterwork chainmail, *+1 buckler*, *potion of cure light wounds* (caster level 1st), potion of *see invisibility* (caster level 3rd), signal whistle, 2d8 gold.

Area 11-2 – Rear Gatehouse (EL 11): The gate has a *stone of alarm* affixed to it on the inside. Anyone touching the gate without speaking the password ("Hrolad") causes it to emit a loud shriek. When the party enters this area, read or paraphrase the following:

The gate slowly slides away to reveal a bare courtyard. A bald dwarf with a matted, gray beard glowers at you from inside. He wears a black tabard with the design of a mountain and a crown of knucklebones and fangs picked out in cloth-of-gold. In a corner of the courtyard is a two-headed giant with its hands on a large crank. The creature's eyes are glazed in death, and its flesh is the pallor of the grave. While one of its heads gazes at you dully, the other stares intently at the crank, which it begins to turn, closing the gate behind you.

The only visible exit is through a passageway blocked by a series of three portcullises. The walls are lined with arrow slits, and you catch movement behind them.

Development: Thane Vejik finds it motivating to place a watch captain immediately inside each gatehouse. That way, if the captain mistakenly lets invaders through the gate, the officer is the first to die. Accompanying each watch captain is a zombified ettin. Narborg has a strange relationship with the ettin on level 9 in that they promise strong ettin youth employment and riches, but then kill them and use their bodies to power their gates and stairs. The two-headed giants are too stupid to realize just how they're being used.

New Feats

The mercenaries of the Halved Helm have two unusual feats that represent their merciless training and dedication to battlefield command. For convenience, the benefits of these feats are summarized below. These benefits are never automatically included in a stat block; GMs must add them as appropriate.

Chain of Command: When within 40 feet of an ally of superior rank with the Authority of Command feat, as long as that ally is conscious, you gain a +2 morale bonus on attack rolls and a +4 morale bonus on Will saves to resist charm, compulsion, and fear effects.

Authority of Command: You may take a standard action to double the benefits of the Chain of Command feat for any subordinates within 40 feet until the start of your next turn. The subordinates must be able to hear you.

Arrow Slits and Cover

Creatures behind the arrow slits of Narborg enjoy improved cover from creatures trying to attack through the slits. This means they have a +8 bonus to AC and a +4 bonus to Reflex saves (and improved evasion) from effects that originate or burst on the other side of the slit. Additionally, they have a +10 bonus on Hide checks.

Creatures in front of the arrow slits gain no benefits against creatures behind them. Referring to the map, a creature is "behind" an arrow slit if it occupies a square on the side with the wide end of the slant.

The duergar mercenaries on duty in the firing deck (area 11-19) are also responsible for manning the arrow slits in areas 11-17 and 11-18, although in times of need they can pull reinforcements from elsewhere. The levers to open the three portcullises are found in area 11-17.

The *key of corpse command* carried by the watch captain functions for the ettin in this area and is keyed specifically for him.

Opening the Gate: Turning the crank requires a DC 17 Strength check; the zombie ettin accomplishes this task by taking 10. Each standard action spent turning the crank moves the gate 5 feet. The crank is set 5 feet high in the wall, so shorter adventurers may have difficulty operating it.

Tactics: If battle breaks out in this area while the gate is open, the watch captain orders the zombie ettin to close the gate. Afterward, or if the gate is already closed, he orders it to attack the intruders.

The zombie uses its morningstar to attack the closest opponent. If multiple targets are equidistant from it, the zombie attacks one of them at random.

The watch captain shouts for the mercenaries to raise the first portcullis, and dashes there as soon as it is up. He knows that they have better fields of fire from that position.

He turns *invisible* and uses total defense until he issues this order, then he readies an action to dart for the open portcullis the following round. Only if he's cut off from withdrawing to the portcullis or if he's already there will he attack the party, preferring to let the ettin do most of the fighting.

The eight mercenaries from the firing deck move to areas 11-17 and 11-18 to continue attacking the party through arrow slits. They will not use any remaining *+1 inertial arrows*; those are only used for defending area 11-1.

The watch captain will only withdraw to the third portcullis; he knows that the mercenaries will not open it for him. At that point, he fights to the death. He does not usually use *enlarge person* on himself because it may block fire for the mercenaries.

Zombie Ettin: CR 6; Large undead; HD 20d12+3; hp 133; Init –2; Spd 30 ft.; AC 20, touch 7, flat-footed 20; Base Atk +10; Grp +21; Atk/Full Atk morningstar +16 melee (2d6+7) or slam +16 melee (1d8+10); Space/Reach 10 ft./10 ft.; SA –; SQ Damage reduction 5/slashing, darkvision 60 ft., single actions only, superior two-weapon fighting, undead traits; AL NE; SV Fort +6, Ref +4, Will +12; Str 25, Dex 6, Con –, Int –, Wis 10, Cha 1.

Skills and Feats: Listen +2, Search +2, Spot +2; Toughness.

SQ – Single Actions Only (Ex): Zombies have poor reflexes and can perform only a single move action or attack action each round. It can move up to its speed and attack in the same round, but only if it attempts a charge.

Superior Two-Weapon Fighting (Ex): A zombie ettin fights with a morningstar or javelin in each hand. Because each of its two heads controls an arm, the zombie ettin does not take a penalty on attack or damage rolls for attacking with two weapons. However, zombies cannot take full attack actions.

Possessions: Hide armor, 2 morningstars.

Watch Captain, duergar Grd7: CR 7; Medium humanoid (dwarf); HD 7d6+14 plus 3; hp 41; Init +1; Spd 20 ft.; AC 19, touch 11, flat-footed 18; Base Atk +7; Grp +9; Atk *+1 warhammer* +10 melee (1d8+3/x3) or masterwork heavy crossbow +9 ranged (1d10/19-20); Full Atk *+1 warhammer* +10/+5 melee (1d8+3/x3) or masterwork heavy crossbow +9 ranged (1d10/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +8, Ref +4, Will +4; Str 14, Dex 12, Con 14, Int 10, Wis 12, Cha 6.

Skills and Feats: Appraise +0 (+2 metal or stone items), Climb +8, Diplomacy +0, Listen +14, Move Silently +1, Spot +14, Sense Motive +11; Alertness, Point Blank Shot, Toughness.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 14th); these abilities affect only the duergar and whatever it carries.

Possessions: +1 warhammer, masterwork heavy crossbow, 40 bolts, *+1 chainmail, +1 buckler, cloak of resistance +1, potion of cure light wounds* (CL 1st), *potion of cure moderate wounds* (CL 3rd), *potion of blur* (CL 3rd), signal whistle, *stone of alarm, key of corpse command*, 2d8 gold.

Area 11-3 – Passage of Mouths (EL 13): As the party enters this area, read or paraphrase the following:

> *This long corridor is carved with leering dwarven faces. In each mouth is an arrow slit. Each terminus of the corridor is blocked by three sets of portcullis. Near the middle is a set of double doors, and at the far end you spy a single door on the opposite wall.*

Development: This passage is the heart of the interior defenses of Narborg. If invaders penetrate the portcullises, the defenders pull the levers in area 11-6 that open the secret doors. Behind each secret door are three zombie ettins (squeezed into that space). Ideally, the defenders try to catch invaders between the ettins and the arrow slits of area 11-6.

All doors in this area are locked with amazing-quality locks (Open Lock DC 40).

Tactics: The zombies always attack whichever hero is closest. If multiple targets are available, they strike at random. If there are no targets to strike, the zombie stands still and waits to be issued a command.

The mercenaries from areas 11-19 migrate to areas 11-17 and 11-18 to fire on the party. The mercenaries stationed in area 11-6 guard that area and area 11-13, depending on where the party is located.

Zombie Ettins (6): CR 6; Large undead; HD 20d12+3; hp 154, 149, 137, 137, 106, 117; Init –2; Spd 30 ft.; AC 20, touch 7, flat-footed 20; Base Atk +10; Grp +21; Atk/Full Atk Morningstar +16 melee (2d6+7) or slam +16 melee (1d8+10); Space/Reach 10 ft./10 ft.; SA –; SQ Damage reduction 5/slashing, darkvision 60 ft., single actions only, superior two-weapon fighting, undead traits; AL NE; SV Fort +6, Ref +4, Will +12; Str 25, Dex 6, Con –, Int –, Wis 10, Cha 1.

Skills and Feats: Listen +2, Search +2, Spot +2; Toughness.

SQ – Single Actions Only (Ex): Zombies have poor reflexes and can perform only a single move action or attack action each round. It can move up to its speed and attack in the same round, but only if it attempts a charge.

Superior Two-Weapon Fighting (Ex): A zombie ettin fights with a morningstar or javelin in each hand. Because each of its two heads controls an arm, the zombie ettin does not take a penalty on attack or damage rolls for attacking with two weapons. However, zombies cannot take full attack actions.

Possessions: Hide armor, 2 morningstars.

Area 11-4 – Forward Guardhouse (EL 11): The gate has a *stone of alarm* affixed to it on the inside. Anyone touching the gate without speaking the password ("Hrolad") causes it to emit a loud shriek. As the party enters this area, read or paraphrase the following:

> *This courtyard is similar to the one you entered initially; a duergar in the mountain-and-crown tabard stands watch while the corpse of a two-headed giant operates the crank to open or close the gate.*

Proceeding into the tunnel takes the party into area 11A-1.

Development: This gatehouse is technically the "front" of Narborg, as the thane considers invasion from the Underdeep more likely than invasion from Castle Whiterock. Travelers passing from here to the Lightless Gate must be accompanied by at least one deep watch, usually more.

The *key of corpse command* carried by the watch captain functions for the ettin in this area and is keyed specifically for him.

Opening the Gate: Turning the crank requires a DC 17 Strength check; the zombie ettin accomplishes this task by taking 10. Each standard action spent turning the crank moves the gate 5 feet. The crank is set 5 feet high in the wall, so shorter adventurers may have difficulty operating it.

Tactics: If the party is assaulting from area 11-3, the watch captain fires on them through the portcullises as they approach. Regardless of the direction of the heroes' attack, if they breach into this area, he *enlarges* himself, then orders the zombie to attack and fights to the death. He refuses to open the gate or portcullis to flee for safety.

When *enlarged*, the watch captain's weapon does 2d6 points of damage.

Zombie Ettin: CR 6; Large undead; HD 20d12+3; hp 154, 149, 137, 137, 106, 117; Init –2; Spd 30 ft.; AC 20, touch 7, flat-footed 20; Base Atk +10; Grp +21; Atk/Full Atk Morningstar +16 melee (2d6+7) or slam +16 melee (1d8+10); Space/Reach 10 ft./10 ft.; SA –; SQ Damage reduction 5/slashing, darkvision 60 ft., single actions only, superior two-weapon fighting, undead traits; AL NE; SV Fort +6, Ref +4, Will +12; Str 25, Dex 6, Con –, Int –, Wis 10, Cha 1.

Skills and Feats: Listen +2, Search +2, Spot +2; Toughness.

SQ – Single Actions Only (Ex): Zombies have poor reflexes and can perform only a single move action or attack action each round. It can move up to its speed and attack in the same round, but only if it attempts a charge.

Superior Two-Weapon Fighting (Ex): A zombie ettin fights with a morningstar or javelin in each hand. Because each of its two heads controls an arm, the zombie ettin does not take a penalty on attack or damage rolls for attacking with two weapons. However, zombies cannot take full attack actions.

Possessions: Hide armor, 2 morningstars.

Watch Captain, duergar Grd7: CR 7; Medium humanoid (dwarf); HD 7d6+14 plus 3; hp 41; Init +1; Spd 20 ft.; AC 19, touch 11, flat-footed 18; Base Atk +7; Grp +9; Atk *+1 warhammer* +10 melee (1d8+3/x3) or masterwork heavy crossbow +9 ranged (1d10/19-20); Full Atk *+1 warhammer* +10/+5 melee (1d8+3/x3) or masterwork heavy crossbow +9 ranged (1d10/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +8, Ref +4, Will +4; Str 14, Dex 12, Con 14, Int 10, Wis 12, Cha 6.

Skills and Feats: Appraise +0 (+2 metal or stone items), Climb +8, Diplomacy +0, Listen +14, Move Silently +1, Spot +14, Sense Motive +11; Alertness, Point Blank Shot, Toughness.

Spell-Like Abilities: 1/day – enlarge person and invisibility (caster level 14th); these abilities affect only the duergar and whatever it carries.

Possessions: +1 warhammer, masterwork heavy crossbow, 40 bolts, *+1 chainmail, +1 buckler, cloak of resistance +1, potion of cure light wounds* (CL 1st), *potion of cure moderate wounds* (CL 3rd), *potion of blur* (CL 3rd), signal whistle, *stone of alarm, key of corpse command*, 2d8 gold.

Area 11-5 – Fortified Entryway (EL 10): All of the doors in this area except the one leading to area 11-3 are locked with good-quality locks.

If the party opens the door leading to the statue, read or paraphrase the following:

> *The door opens to reveal a small cubbyhole completely filled by a statue of a bald dwarf wielding a scourge. Clad in rich robes and sturdily built, the creature has a beard of tentacles and bat wings. It seems to radiate a palpable aura of tyrannical might.*

Opening the door triggers the trap (see below). The duergar in area 11-6 will not enter this area in hopes the party will activate the trap.

A DC 20 Knowledge (religion) check will identify the statue as depicting Sodoutym (see area 11-11 for details).

In the small firing port that overlooks area 11-4 is a barrel that contains 1d3 quivers filled with 20 bolts each.

Heightened *Lightning Bolt* Trap: CR 10; magic device; event trigger (opening the door); automatic reset; spell effect (heightened *lightning bolt* (level 9), 17th-level wizard, 10d6 electricity, DC 24 Reflex save half damage); Search DC 34; Disable Device DC 34.

Area 11-6 – Forward Guard Post (EL 12): The door to this area is locked with a good-quality lock (Open Lock DC 30). Once the door is opened, read or paraphrase the following:

> *Nine hard-faced duergar man this guard post. Eight of them carry warhammers and crossbows, and one has a strange weapon, an amalgam of a battleaxe and a warhammer. You see several iron levers jutting out of the wall, and a few barrels filled with cases of bolts are set about in handy positions. Chairs are scattered about, and a long table set against one wall bears a few books and a half-finished stone carving. A metal tube with a flared lip sticks out of the wall.*
>
> *All the dwarves bear a badge: a horned helmet that has been hewn in twain.*

Development: This is the main guard post for Narborg, and it is off-limits to outsiders. Even if the party entered under false pretenses and have not alerted the duergar, the guards will be plenty upset over this intrusion if the adventurers don't leave immediately.

The *keys of corpse command* carried by the mercenary captain function for the zombies in area 11-3 and are keyed specifically for him. The carving is of Sodoutym (see area 11-11) and is poor quality. The books, written in Dwarven, are histories of famous military engagements where the duergar emerged victorious. There are 2d2 books in here, and each is worth about 30 gp.

A DC 20 Knowledge (nobility and royalty) check or DC 25 Knowledge (history) check would know that the badge belongs to the Halved Helm, an infamous mercenary company known for ruthless discipline.

The stairs in this area are quite steep, and lead to a tunnel that runs under and athwart area 11-3 to the secondary firing position. The table in there has a few stonecarving tools and another unfinished piece (a lewd depiction of a duergar female).

The Tube: The tube is hollow, and it leads to area 12-31. The duergar use it to convey messages to the watch commander and his staff, such as battle reports or requests for deep watch to escort travelers. The tube is only 2 inches wide, making it impassable even for the best escape artist, but a character in *gaseous form* could travel along it.

Levers: The two levers near area 11-5 open and close the secret doors in area 11-3 that release the zombie ettin. The three levers on the far side raise and lower the three portcullises closest to area 11-4. Once a portcullis is raised, it only remains "open" for 3 rounds unless its corresponding lever is physically held in position. At the end of that time, it slams down; any creature caught beneath the portcullis takes 2d6 piercing damage and is pinned (and prone) beneath it. It requires a DC 25 Strength check to raise a portcullis.

Alternate Location: The duergar encountered here could also be found in area 11-13.

Tactics: If a fight breaks out in here, the mercenary captain tries to be in the forefront of it as an example to his men. Each mercenary uses his crossbow for as long as is feasible, then switches to his warhammer.

If the captain is reduced to 26 or fewer hit points, he backs out of the fight and allow the others to step in while he drinks his healing potion. While they are fighting, hel takes standard actions and uses his Authority of Command feat to aid them. With his move actions, he moves toward the door, retrieves a key, and unlocks it, preparing for a retreat if need be.

When *enlarged*, all weapons in here inflict 2d6 points of damage.

The duergar in here will fight to the death if their captain orders it, but once he opens an escape route, he'll order a withdrawal when reduced to three or fewer men. This will lead to the combat spilling out into either area 11-3 (where he can get assistance from the mercenaries at the other end) or area 11-13, where he hopes to draw the attention of reinforcements (see area 11-14).

If the duergar start to withdraw, one will *enlarge* himself to block the retreat, using a similar tactic as seen by the watch in area 11-1.

Duergar Mercenaries, duergar Ftr4 (8): CR 5; Medium humanoid (dwarf); HD 4d10+10; hp 30 each; Init +2; Spd 20 ft.; AC 20, touch 12, flat-footed 18; Base Atk +4; Grp +6; Atk/Full Atk masterwork warhammer +7 melee (1d8+2/x3) or masterwork heavy crossbow +8 ranged (1d10/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +6, Ref +3, Will +0; Str 14, Dex 14, Con 14, Int 10, Wis 9, Cha 4.

Skills and Feats: Appraise +0 (+2 metal and stone items), Climb +4, Listen +0, Move Silently +1, Spot +0, Swim –1; Chain of Command, Point Blank Shot, Precise Shot, Rapid Reload (heavy crossbow), Weapon Focus (heavy crossbow).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 8th); these abilities affect only the duergar and whatever it carries.

Possessions: Masterwork warhammer, *+1 chainmail, +1 heavy steel shield,* masterwork heavy crossbow, 40 bolts, *potion of cure light wounds* (CL 1st), 2d8 gold, brass key to chest in barracks.

Mercenary Captain, duergar Ftr8: CR 9; Medium humanoid (dwarf); HD 8d10+24; hp 78; Init +3; Spd 20 ft.; AC 19, touch 13, flat-footed 16; Base Atk +8; Grp +10; Atk *+1/+1 duergar axe-hammer* +11 melee (1d8+4/x3) or *+1 heavy crossbow* +13 ranged (1d10+1/19-20); Full Atk *+1/+1 duergar axe-hammer* +9/+4 melee (1d8+4/x3) and *+1/+1 duergar axe-hammer* +9 melee (1d8+2/x3) or *+1 heavy crossbow* +13 ranged (1d10+1/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +10, Ref +6, Will +2; Str 14, Dex 16, Con 16, Int 10, Wis 8, Cha 8.

Skills and Feats: Appraise +0 (+2 metal and stone items), Climb +10*, Listen +0, Move Silently

+4*, Spot +0, Swim +7*; Authority of Command, Chain of Command, Exotic Weapon Proficiency (duergar axe-hammer), Point Blank Shot, Precise Shot, Rapid Reload, Two-Weapon Fighting, Weapon Focus (heavy crossbow).

*Includes a –3 armor check penalty.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 16th); these abilities affect only the duergar and whatever it carries.

Possessions: +1/+1 duergar axe-hammer, +1 heavy crossbow, 40 bolts, *+1 breastplate, cloak of resistance +1, potion of cure moderate wounds* (CL 3rd), a master key for all locks in areas 11-5 and 11-6, key to area 11-8, six *keys of corpse command*.

Area 11-7 – Mercenary Barracks: When the party enters this area, read or paraphrase the following:

You have found a barracks. Twelve bunk beds line the walls, each with a double-chest at its foot. This area is stark, lacking embellishment or decoration of any kind.

Development: The Halved Helm uses this small barracks for their mercenaries. These men are on duty at present, encountered in areas 11-6 and/or 11-19.

The secret door opens into the statue alcove of area 11-5. When the secret door is opened, the statue sinks into the ground, disarming the trap. The duergar used to use that passage to flank interlopers who had breached the forward guard post, but rarely use that tactic anymore.

Random Encounter: When the party decides to enter this area for the first time, the GM should roll to see if a random encounter occurs here.

Looting the Chests: Each chest is designed to hold the belongings of two men; they have two lids and two separate compartments, each lid locked and requiring a different key.

Each half-chest contains a spare set of clothing and contract to work for the Halved Helm. In addition, roll d10 and refer below to determine further treasure:

Result	Treasure
1-3	3d12 copper pieces
4-5	As above, plus 2d12 silver pieces
6-7	As above, plus 1d12 gold pieces
8	As above, plus a gem worth 1d4 x10 gold pieces
9	As above, plus a spare *potion of cure light wounds* (CL 1st)
10	As above, plus a masterwork light weapon (such as a dagger, light mace, or kukri)

Double Chest: Hardness 5, 15 hp, Break DC 23, Open Lock DC 20 to open either half.

Wulfrun's Contract

The Company of the Black Osprey was hired to help a warlord named Wulfrun carve out a small kingdom for himself in the wilds of the north. This is the actual contract.

Returning this item to Elweiss (area 10A-2) completes part of the "Spoils of War" sidequest. See level 10A for more information.

Mercenary Enchanter's Spellbook

The spellbook is monitored by an *alarm* spell that sounds an audible call if it is touched. If the spell is triggered, it changes the mercenary enchanter's tactics in area 11-19.

The enchanter has filled 56 pages of his spellbook with the following spells:

0 level – *acid splash, arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, light, prestidigitation, ray of frost, read magic, resistance, touch of fatigue*.

1st level – *alarm, charm person, grease, mage armor, magic missile, shield*.

2nd level – *glitterdust, protection from arrows, touch of idiocy, web*.

3rd level – *dispel magic, heroism, lightning bolt, suggestion.*

4th level – *animate dead, confusion, lesser globe of invulnerability, shout*.

Area 11-8 – Mercenary Officer's Barracks: The door to this area is locked with a good-quality lock. When the party enters this area, read or paraphrase the following:

These quarters are far more comfortable, although still far from luxurious. Two sets of two single beds each share a small wooden chest of drawers. Centered on the wall opposite the door is a large armoire, and offset from that is another iron door.

This room smells faintly of incense and whetstone oil.

Development: The mercenary officers (spy, chaplain, captain, and enchanter) use this barracks. The drawers and armoire contain changes of clothing, personal letters and effects, a spell component pouch, a set of masterwork thieves tools, a whetstone and oil, a wooden holy symbol of Sodoutym, and 4d20 gp.

Random Encounter: When the party decides to enter this area for the first time, the GM should roll to see if a random encounter occurs here. Any creatures encountered inside this locked room will have a key to this room in addition to their listed possessions.

Area 11-9 – Officer's Library: When the party enters this area, read or paraphrase the following:

This toadstool-shaped room is lined with bookshelves, mostly empty. A broad table and some chairs fill the center of the room.

Development: Most of the books are either military histories or treatises on proper soldiering. There are 2d4 books in here, each worth only about 30 gp. There are, however, two objects of note: the mercenary enchanter's spellbook and a contract signed by a man named "Wulfrun" (see sidebar).

Random Encounter: When the party decides to enter this area for the first time, the GM should roll to see if a random encounter occurs here if there was not one in area 11-8. Any creatures encountered here will have a key to area 11-8 in addition to their listed possessions.

Area 11-10a – Recreation Area (EL 12): A DC 12 Listen check made at either door to this area will hear a sound like stone grinding on stone, not dissimilar to the sound of the main gate. The ceiling in here is 25 feet high. When the party enters this area, read or paraphrase the following:

This large, high-ceilinged room is spacious and smells of old dwarf-sweat. At one end, a pile of round stones stands next to a broad pool of water. Each stone has a leather thong tied around it. Next to the door you entered is a steep staircase that leads up to a platform. Twin iron bars, each about three inches thick, run near the ceiling, crossing the room to the far side.

Lengths of chain sunk into the floor appear to be attached to trapdoors.

A duergar with a tattoo of a bat across his brow is standing near the pool, looking at you disapprovingly. He wears a badge that resembles a horned helmet that has been cut on half. Next to him is a colossus of stone, a creature that looks like a statue but moves like a man.

Development: The mercenary chaplain is looking for shirkers in this area, and has just left area 11-10b.

This recreation area is where the duergar let off steam in their twisted way. Duergar sport is connected to their ideal of endurance and resilience. They often stage competitions amongst themselves; sometimes they tie the tethered stones to their legs and see how long they can stay underwater, sometimes two of them will hang from the iron bars until one or the other has to quit. If a competition is personal, the trapdoor in the floor is opened, revealing a shallow spiked pit (only 5 feet deep).

The small room in the corner of this area is a sauna. The duergar challenge each other to endure scalding steam and punishing heat for as long as they can.

Alternate Location: The chaplain and his stone golem can also be encountered in area 11-11.

Tactics: If a fight breaks out here, the chaplain orders the stone golem to attack the intruders. He casts *water walk* on himself, moves out onto the surface of the pool, and then uses his *enlarge person* ability.

When *enlarged*, the chaplain's flail inflicts 2d6 points of damage.

The stone golem fights as the chaplain directs. If left to its own devices, it fixates on one target and attacks that one. It will not, however, move more than 20 feet from the chaplain unless ordered to do so.

The chaplain tries to let the golem do most of the fighting, casting spells to hinder the party (like *bane, doom, bestow curse,* and *confusion*). If he spots an opponent raging, he counters it with *calm emotions*, and if the adventurers use ranged attacks on him, he casts *entropic shield*. If he has to engage the

party directly, or if he runs out of duration on his *water walk* spell, he orders the golem to attack the same target as he, ideally flanking. He'll alternate his melee attacks with *poison* and spontaneous *inflict* spells.

If the chaplain is reduced to 20 hit points or less, or if the golem is destroyed, he uses his *invisibility* ability and withdraws from combat, heading to either area 11-6 or 11-19, wherever assistance seems more likely. While invisible, the chaplain uses his curative magic and casts *magic circle against good* or *protection from good*, whichever he has left.

The chaplain does not pursue fleeing characters; instead he uses *sending* to notify the mercenary commander of their whereabouts and capabilities.

Stone Golem: CR 11; Large construct; HD 14d10+30; hp 107; Init -1; Spd 20 ft.; AC 26, touch 8, flat-footed 26; Base Atk +10; Grp +23; Atk slam +18 melee (2d10+9); Full Atk 2 slams +18 melee (2d10+9); Space/Reach 10 ft./10 ft.; SA Slow; SQ Construct traits, damage reduction 10/adamantine, darkvision 60 ft., immunity to magic, low-light vision; AL N; SV Fort +4, Ref +3, Will +4; Str 29, Dex 9, Con –, Int –, Wis 11, Cha 1.

Skills and Feats: None.

SA – Slow (Su): A stone golem can use a slow effect, as the spell, as a free action once every 2 rounds. The effect has a range of 10 feet and a duration of 7 rounds, requiring a DC 17 Will save to negate.

SQ – Immunity to Magic (Ex): A stone golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

A *transmute rock to mud* spell slows a stone golem (as the *slow* spell) for 2d6 rounds, with no saving throw, while *transmute mud to rock* heals all of its lost hit points.

A *stone to flesh* spell does not actually change the golem's structure but negates its damage reduction and immunity to magic for 1 full round.

Mercenary Chaplain, duergar Clr8: CR 9; Medium humanoid (dwarf); HD 8d8+16; hp 59; Init -1; Spd 20 ft.; AC 18, touch 9, flat-footed 18; Base Atk +6; Grp +8; Atk +*1 flail* +9 melee (1d8+3); Full Atk +*1 flail* +9/+4 melee (1d8+3); SA Command undead 3/day (+2, 2d6+8), spell-like abilities, spells; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +9, Ref +2, Will +10; Str 14, Dex 8, Con 14, Int 10, Wis 16, Cha 10.

Skills and Feats: Appraise +0 (+2 metal and stone items), Concentration +16, Knowledge (religion) +11, Listen +4, Move Silently –1, Spot +4; Chain of Command, Martial Weapon Proficiency (flail), Skill Focus (Concentration).

Spells Prepared (6/5+1/4+1/4+1/2+1; DC 13 + spell level; Evil, Trickery domains): 0 – *cure minor wounds* (x2), *detect magic, guidance* (x2), *virtue*; 1st – *bane, cure light wounds, doom* (x2), *entropic shield, protection from good** (CL 9th); 2nd – *align weapon, calm emotions, darkness, desecrate** (CL 9th), *hold person*; 3rd – *animate dead, bestow curse, magic circle against good** (CL 9th), *speak with dead, water walk*; 4th – *confusion**, *poison, sending.*

*Indicates domain spell.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 16th); these abilities affect only the duergar and whatever it carries.

Possessions: +1 flail, cloak of resistance +1, +1 breastplate, +1 heavy steel shield, ring of counterspells (*magic missile*), *phylactery of faithfulness, potion of cure moderate wounds* (CL 3rd), key to area 11-8.

Area 11-10b – Secret Arena (EL 6): A DC 15 Listen check made at the secret door to this area will hear various growls, grunts, and a clacking noise. When the party enters this area, read or paraphrase the following:

The hidden door pushes in, revealing a small hollow rough-carved from stone. Uneven walls and floor show inexpert stonemasonry, a far cry from the rest of this fortress.

The hollow has a steep pit in the center, about 10 feet deep, and five small recesses branch out from it like rays from an idealized sun. Four of them are occupied: a large rat, a sizeable beetle, a dog-like creature with gray-green fur, and a frilled fish-man that constantly excretes fluid and slime. These creatures are prevented from leaving by a door of iron bars.

Scraps of paper and refuse are scattered on the floor, and the air smells strongly of excrement and blood.

The fish-man looks at you and says something in a burbling language.

Development: Treat the iron doors as portcullis for purposes of bashing them down. None of the doors are locked with a lock, but there are stout metal pins holding each door closed; they are easily opened from the inside.

This is where the duergar mercenaries really go to let off steam; they pit these creatures in bloodsport against each other. Slavers, derro servants, or

duergar exploring the upper levels captured each of these monsters and brought them here. All these creatures are mistreated and undernourished.

The presence of this arena is an open secret among the mercenaries and clansmen. Both the thane and the mercenary commander are aware of its existence and location, but they turn a blind eye to it as long as the men perform. If, however, they start to get lax, a whispered word closes the arena down until further notice.

The scraps of paper are all betting slips. More recent ones indicate the trollhound recently won a battle against a large spider, yet it seems free from injury if examined (a clue to its fast healing nature).

The skum speaks Aquan and just said, "Feed me." It is unpleasant and hostile, and knows nothing of Narborg save his cell. If released, it attacks the party in a frenzy.

Bleak Theater Opponents: If the party is forced to fight in the Bleak Theater, they may face these monsters.

Tactics: The beetle and the skum attack the party without tactics, intent on eating and slaying. The trollhound and the dire rat are more interested in getting out of this area, although they will fight if cornered.

Advanced Trollhound: CR 3; Medium magical beast; 5d10+10; hp 37; Init +2; AC 16, touch 12, flat-footed 14; Base Atk +5; Grapple +8; Atk/Full Atk bite +9 melee (1d6+4); SA Crushing jaws 1d6+6, improved grab; SQ Darkvision, fast healing 2, low-light vision, scent; AL N; Fort +6, Ref +6, Will +1; Str 16, Dex 15, Con 15, Int 3, Wis 11, Cha 10.

Skills and Feats: Listen +4, Spot +7, Survival +1 (+5 when tracking by scent); Alertness, Track, Weapon Focus (bite).

SA – Crushing Jaws (Ex): A trollhound deals 1d6+6 points of damage with a successful grapple check.

Improved Grab (Ex): To use this ability, a trollhound must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can use its crushing jaws on the following round.

Advanced Dire Rat: CR 2; Medium animal; HD 6d8+12 plus 3; hp 42; Init +3; Spd 40 ft., climb 20 ft.; AC 14, touch 13, flat-footed 11; Base Atk +4; Grp +6; Atk bite +6 melee (1d4+3 plus disease); Full Atk bite +6 melee (1d4+3 plus disease); SA Disease; SQ Low-light vision, scent; AL N; SV Fort +7, Ref +8, Will +3; Str 14, Dex 16, Con 14, Int 1, Wis 12, Cha 4.

Skills and Feats: Climb +11, Hide +5, Listen +6, Move Silently +4, Spot +6, Swim +11; Alertness, Toughness, Weapon Finesse.

SA – Disease (Ex): Filth fever – bite, Fortitude DC 15, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Skum: CR 2; Medium aberration (aquatic); HD 2d8+2; hp 11; Init +1; Spd 20 ft., swim 40 ft.; AC 13, touch 11, flat-footed 12; Base Atk +1; Grp +5; Atk bite +5 melee (2d6+4); Full Atk bite +5 melee (2d6+4) and 2 claws +0 melee (1d4+2); SA Rake 1d6+2; SQ Darkvision 60 ft., amphibious; AL LE; SV Fort +1, Ref +1, Will +3; Str 19, Dex 13, Con 13, Int 10, Wis 10, Cha 6.

Skills and Feats: Hide +6, Listen +7, Move Silently +6, Spot +7, Swim +12; Alertness

SA – Rake (Ex): Attack bonus +0 melee, damage 1d6+2. A skum also gains two rake attacks when it attacks while swimming.

Giant Bombardier Beetle: CR 2; Medium vermin; HD 2d8+4; hp 13; Init +0; Spd 30 ft.; AC 16, touch 10, flat-footed 16; Base Atk +1; Grp +2; Atk bite +2 melee

(1d4+1); Full Atk bite +2 melee (1d4+1); SA Acid spray; SQ Darkvision 60 ft., vermin traits; AL N; SV Fort +5, Ref +0, Will +0; Str 13, Dex 10, Con 14, Int –, Wis 10, Cha 9.

Skills and Feats: None.

SA – Acid (Ex): When attacked or disturbed, a giant bombardier beetle can release a 10-foot cone of acidic vapor once per round. Those within the cone must succeed on a DC 13 Fortitude save or take 1d4+2 points of acid damage.

Area 11-11 – Infirmary and Chapel: The ceiling in here is 20 feet high and domed. When the party enters this area, read or paraphrase the following.

A towering statue of a bald, robed dwarf with a squirming beard of tentacles dominates this square room. Stone wings sprout from its back and scrape the domed ceiling twenty feet overhead. Where the tips of the wings touch the ceiling, a gifted but twisted artisan carved swarms of bats bursting forth in an eerie canopy.

The stone floor is stained by blood in several places, as if several fights have taken place here over time.

Development: Duergar who are wounded in their work or play come here to be ministered by the mercenary chaplain. They often receive stern lectures about their weakness for seeking help, and the chaplain has been known to purposefully cast *inflict* instead of *cure* spells on repeat customers.

The chaplain holds regular services here as well; any duergar not occupied are expected to attend. Although Sodoutym demands sacrifice, it is not conducted in this minor shrine (the blood is from wounded duergar).

Since this door is kept unlocked, no valuables are kept here.

Dark Gods: A DC 20 Knowledge (religion) check knows that the statue is of the dark dwarven god Sodoutym, also known as the Dark Foe and Hellbeard. He is known to be a patron of honorless warriors, assassins, and the greedy. His symbol is a swarm of bats and his weapon is the scourge.

Alternate Location: The chaplain and stone golem from area 11-10a can often be found here.

Area 11-12 – Armory: The door to this area is locked with a good-quality lock. This lock is the same as the one for area 11-8, so all mercenary officers and the mercenary commander have this key. The ceiling is 20 feet high in here and the stairs are 10 feet tall. When the party enters this area, read or paraphrase the following:

This split-level room has orderly rows of weapons, mostly warhammers, daggers, and crossbows. Dummies shoulder suits of chainmail and chain shirts, and up a steep staircase you can see a collection of longspears against the far wall.

A small table and two chairs almost block the door. On the table is an open book, a ledger of some kind, and equipment used to repair chain armor.

Development: The book merely details the equipment issued to each of the mercenaries, with notes on who abuses their gear or loses it.

All the weapons and armor in here are masterwork. There are eight spare warhammers, twelve daggers, four heavy crossbows, and six longspears. The dummies hold two suits of chainmail and one spare chain shirt.

Random Encounter: When the party decides to enter this area for the first time, the GM should roll to see if a random encounter occurs here. Any creatures encountered here will have a key to enter this area.

Area 11-13 – Central Guard Post and Main Corridor: This corridor links several areas of Narborg's outer defenses. The barrels near the arrow slits contain 1d4+1 leather cases with 10 bolts each. The pillars, like all pillars here, are unadorned.

Alternate Location: The mercenary captain and his men from area 11-6 can sometimes be found here, particularly if they are attacking targets trying to get into the loading bay (area 11-21).

Area 11-14 – Large Barracks (EL 12): A DC 15 Listen check at this door will overhear rough voices talking quietly. When the party enters this area, read or paraphrase the following:

The door opens into a large, occupied barracks. Eighteen sets of bunks are pushed up against the wall, and at the foot of each bunk is a strange chest with two lids, side by side.

A dozen or so duergar stand, sit, or lie down in this room. Most of them are fidgeting with their gear, and none of them look happy to see you.

Development: This barracks is used to house the clansmen and some overflow mercenaries. This barracks contains the same double chests as located in area 11-7, but only about 12 of the double chests contain anything; the rest are not in use.

These duergar are either off-duty or about to come back on duty, depending on Narborg's state of alert

at this time. Similarly, they either demand that the party leave immediately or attack. If they hear a fight coming from either area 11-13 or 11-18, they will take a few rounds to gather their equipment and then march forth.

Each used half-chest contains a spare set of clothing and some have contracts to work for the Halved Helm. In addition, roll d10 and refer below to determine further treasure:

Result	Treasure
1-3	3d12 copper pieces
4-5	As above, plus 2d12 silver pieces
6-7	As above, plus 1d12 gold pieces
8	As above, plus a gem worth 1d4 x10 gold pieces
9	As above, plus a spare *potion of cure light wounds* (CL 1st)
10	As above, plus a masterwork light weapon (such as a dagger, light mace, or kukri)

Double Chest: Hardness 5, 15 hp, Break DC 23, Open Lock DC 20 to open either half.

Tactics: At the start of combat, the duergar closest to the adventurers will use their *enlarge person* ability. The watch fights as a unit, preferring to be in melee. Those who cannot enter melee tend to hang back, retrieving healing potions and handing them to comrades who withdraw from fighting before entering the fray themselves. The clansmen will circle around the fight to get in a flank, only *enlarging* just before entering the fight, and if one opponent is particularly hard to attack, they use aid another actions to help one of their comrades get in a solid blow.

The clansmen do not retreat, nor will they surrender. They are resentful of the mercenaries in their stronghold, and won't run to them for help. If the party flees, they will not give chase until they have healed up as best they can, and then proceed as a unit.

When *enlarged*, the watch's weapons do 2d6 points of damage.

Duergar Watch, duergar Grd5 (12): CR 5; Medium humanoid (dwarf); HD 5d6+10; hp 27 each; Init +0; Spd 20 ft.; AC 17, touch 10, flat-footed 17; Base Atk +5; Grp +6; Atk/Full Atk masterwork warhammer +7 melee (1d8+1/x3) or masterwork heavy crossbow +6 ranged (1d10/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +6, Ref +1, Will +1; Str 13, Dex 11, Con 14, Int 10, Wis 10, Cha 4.

Skills and Feats: Appraise +0 (+2 metal and stone items), Climb +5, Diplomacy –1, Listen +11, Move Silently +0, Spot +11, Sense Motive +8; Alertness, Point Blank Shot.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 10th); these abilities affect only the duergar and whatever it carries.

Possessions: Masterwork warhammer, masterwork heavy crossbow, 40 bolts, masterwork chainmail, *+1 buckler, potion of cure light wounds* (caster level 1st), signal whistle, 2d8 gold, small brass key to personal chest.

Area 11-15 – Underdeep Veteran's Quarters: The door to this area is locked with an amazing-quality lock. When the party enters this area, read or paraphrase the following:

This room is a more private quarters than the barracks outside. Four beds share two chests-of-drawers and a single armoire. Empty weapon racks and armor dummies are shoved into one corner, and the furniture shows signs of rough use.

Development: The Underdeep veterans who serve as elite guards for the outer defenses keep their quarters here. The armoire and drawers contain only spare changes of clothing, letters of commendation from Thane Vejik, and sentimental trophies of battle.

Random Encounter: When the party decides to enter this area for the first time, the GM should roll to see if a random encounter occurs here. Any creatures encountered here will have a key to enter this area.

Area 11-16 – Veteran's Club: When the party enters this area, read or paraphrase the following:

This long, narrow room is decorated in a masculine style. Mounted heads of snarling dog-creatures, unicorns, and strange, shovel-headed cats adorn the walls, joined by a stuffed elf with a look of perpetual surprise. The elf is slightly moldy, and in places you can see the straw poking through its flesh.

The rest of the room is adorned with several small tables and comfortable chairs. A cabinet on one wall has several clay tankards and five small casks.

Development: This is where the Underdeep veterans go to unwind and tell boring stories about old campaigns. The elf was an intruder from long ago, and the beast heads are trollhounds and inferno cats.

Four of the unmarked casks are filled with a potent

stout beer, and the fifth have dwarven brandy. Each cask of stout is worth 100 gp, and the cask of brandy can fetch 400 gp.

Unknown to the Underdeep veterans, the mercenary commander can spy on their gatherings (see area 11-20).

Random Encounter: When the party decides to enter this area for the first time, the GM should roll to see if a random encounter occurs here if there was not one in area 11-15.

Area 11-17 – Rear Guard Post A: When the party enters this area, read or paraphrase the following:

This small area is the other side of the arrow slits. It is cramped and smells like stale sweat. Three unmarked levers are set into the wall toward the rear of the room.

Development: This guard post is only manned when Narborg is under assault. The mercenaries get here by taking the steep stairs under area 11-3 and emerging on this side.

The levers operate the three portcullises in area 11-3. Once a portcullis is raised, it only remains "open" for 3 rounds unless its corresponding lever is physically held in position. At the end of that time, it slams down; any creature caught beneath the portcullis takes 2d6 piercing damage and is pinned (and prone) beneath it. It requires a DC 25 Strength check to raise a portcullis.

Alternate Location: Four of the duergar mercenaries from area 11-19 can often be found here, particularly if there is fighting in areas 11-2 or 11-3.

Area 11-18 – Rear Guard Post B: A DC 5 Listen check will be able to hear gruff voices coming from area 11-19. The stairs that lead to the secret door descend all the way to the floor of the cavern. The other three sets of stairs all rise 10 feet to be level with the main stretch of the causeway in area 11-1.

Alternate Location: Four of the duergar mercenaries and the mercenary enchanter from area 11-19 can often be found here, particularly if there is fighting in area 11-2 or 11-3.

Area 11-19 – Firing Deck (EL 12): When the party approaches this area, read or paraphrase the following:

This rectangular room features no furniture, giving it a feeling of being empty even when it's not. Just past the stairs, at one end of the hall, are three bullseye targets, as if for an archery range. Six barrels containing cases of bolts are arranged neatly in a row two-thirds of the way into the room, and the entire far wall seems to be composed of arrow slits.

Eight duergar warriors eye you grimly, and their leader, a dwarf in tight, militaristic-looking clothing, squares his shoulders at the sight of you. They each wear a badge with the sign of a cloven helmet.

Development: The firing deck is the primary means by which the duergar defend the rear of Narborg. It is also the practice range for both the clansmen and the mercenaries.

Authority: If the duergar stationed here are firing on the adventurers from behind arrow slits, the mercenary enchanter does not cast spells to aid his men, preferring to save his magic for when the fight gets up close and personal. He instead uses his Authority of Command feat to make his men more effective.

The Spellbook: The mercenary enchanter has cast *alarm* on his spellbook, so he knows if it's been disturbed.

Alternate Location: The mercenaries in here can also sometimes be encountered split between areas 11-17 and 11-18.

Tactics: The mercenaries use tactics similar to what has been described before (it's how they drill): Up-front fighters keep the party tied up and fight defensively while those in the rear hammer away with their crossbows. The mercenaries do not tend to use their *enlarge person* ability unless they are trying to restrict an opponent's mobility or provide cover for their fellows.

The exception to the above is that two of the duergar use *enlarge person* and stand next to the mercenary enchanter, keeping foes away from him.

The mercenary enchanter's tactics change depending if the *alarm* on his spellbook has gone off. If it has, he unleashes his offensive magic (*lightning bolts* and *magic missiles*) at any obvious arcane spellcasters or thieves (in that order). He uses the *lightning bolts* even if it means striking his own men to do so.

If the spellbook has not been disturbed, or if it has and he's just not aware of it, he fights differently. He hinders the party by casting web on the staircases and the areas in front of the stairs, followed by *grease*. Once this is done, he'll spend two turns to cast defensive spells, choosing between *mage armor, shield*, and/or *lesser globe of invulnerability* depending on what abilities the party demonstrates as having. If there's time he'll cast *heroism* on one of the duergar guarding him. The first PC to get close

to him receives a *touch of idiocy* if they are in medium or heavy armor, or a *glitterdust* if they are not.

If the party casts *haste* or some other obvious beneficial magic, he'll cancel it with *dispel magic*, and retort with *magic missile* and *confusion*. The enchanter saves his *lightning bolts* for when most of his mercenaries are dead and he can get a a clean shot off, although he's not opposed to fragging any watch with a *lightning bolt* if it means getting some invaders.

When *enlarged*, the warhammers do 2d6 damage. The enchanter's dagger inflicts 1d6 damage.

These mercenaries stand their ground and do not retreat as long as the mercenary enchanter is alive. If he is slain, they will fight, but the last one or two will break and go for help, either fleeing to area 11-6 or 11-10a, whichever he has reason to believe will be safer.

Duergar Mercenaries, duergar Ftr4 (8): CR 5; Medium humanoid (dwarf); HD 4d10+10; hp 30 each; Init +2; Spd 20 ft.; AC 20, touch 12, flat-footed 18; Base Atk +4; Grp +6; Atk/Full Atk masterwork warhammer +7 melee (1d8+2/x3) or masterwork heavy crossbow +8 ranged (1d10/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +6, Ref +3, Will +0; Str 14, Dex 14, Con 14, Int 10, Wis 9, Cha 4.

Skills and Feats: Appraise +0 (+2 metal and stone items), Climb +4, Listen +0, Move Silently +1, Spot +0, Swim –1; Chain of Command, Point Blank Shot, Precise Shot, Rapid Reload (heavy crossbow), Weapon Focus (heavy crossbow).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 8th); these abilities affect only the duergar and whatever it carries.

Possessions: Masterwork warhammer, *+1 chainmail, +1 heavy steel shield*, masterwork heavy crossbow, 40 bolts, *potion of cure light wounds* (CL 1st), 2d8 gold, small brass key to personal chest.

Mercenary Enchanter, duergar Wiz8: CR 9; Medium humanoid (dwarf); HD 8d4+24; hp 45; Init +2; Spd 20 ft.; AC 13, touch 13, flat-footed 11; Base Atk +4; Grp +3; Atk/Full Atk masterwork dagger +4 melee (1d4-1/19-20); SA Spell-like abilities, spells; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +6, Ref +5, Will +6; Str 8, Dex 14, Con 16, Int 16, Wis 10, Cha 8.

Skills and Feats: Appraise +3 (+5 metal and stone items), Concentration +17, Decipher Script +14, Knowledge (arcana) +14, Knowledge (the planes) +14, Listen +1, Move Silently +6, Spellcraft +16 (+18 enchantment spells), Spot +1, Survival +0 (+2 on other planes); Authority of Command, Chain of Command, Craft Wand, Scribe Scroll, Skill Focus (Concentration).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 16th); these abilities affect only the duergar and whatever it carries.

Spells Prepared (4/6/5/5/3; DC 13 + spell level): 0 – *arcane mark, acid splash, daze* (x2); 1st – ~~*alarm*~~ (cast), *charm person, grease, mage armor, magic missile, shield*; 2nd – *glitterdust* (2), *protection from arrows, touch of idiocy, web*; 3rd – *dispel magic, heroism, lightning bolt* (x2), *suggestion*; 4th – *confusion, lesser globe of invulnerability, shout*.

Barred schools: Illusion, transmutation.

Possessions: Masterwork dagger, *circlet of persuasion*, *stone salve, cloak of resistance +1, ring of protection +1, potion of cure moderate wounds* (CL 3rd), key to area 11-8.

Area 11-20 – Mercenary Commander's Quarters: The door to this area is locked with an amazing-quality lock. When the party enters, read or paraphrase the following:

> *The appointments of this room are sumptuous compared to the living spaces you've seen elsewhere in this fortress. An oversize, feather-filled bed rests against the far wall, and a floor-to-ceiling mirror stands on the left side, across from an ornate desk.*
>
> *From the corner leers a statue of a duergar with a writhing beard and bat-like wings. He is shown standing amid piles of gold and jewels.*

Development: This is where the mercenary commander sleeps. This comfortable room holds three secrets: two doors and a hidden compartment in the statue.

The door that leads to area 11-16 is a cramped passage that has tiny holes drilled in the wall. The spy and the commander use it to eavesdrop on the Underdeep veterans, and they've managed to foil a few attempts on their lives by doing so!

The door that eventually leads back to area 11-1 is what it appears: a getaway route. The steep stairs end up depositing someone about 20 feet above the cavern floor, and there is a knotted rope secured at the bottom of the stair long enough to bridge that drop.

Finally, with a DC 30 Search check, the adventurers can discover a secret compartment in the base of the obscene statue. It is not trapped, and it contains a small chest with the payroll of the mercenary company.

Alternate Location: The mercenary commander and the mercenary spy from area 11-29 can sometimes be found in this area instead, plotting and counting their wealth.

Mercenary Paychest: Inside the chest are several sheets of paper with complicated accounting notes and 540 pp, 72 gp, and 14 chrysoberyls (100 gp each).

Area 11-21 – Loading Bay (EL 12): The doors to this area are locked with amazing-quality locks. The ceiling is here is 20 feet high. When the party enters this area, read or paraphrase the following:

Beyond the doors, you find a large chamber that resembles a warehouse. Crates, wheelbarrows, coils of rope, and pallets of straw line the walls, and the stone floor is marked with several scuffs and chips.

Two plain pillars flank the rear wall, and standing next to each is a lightly armored duergar warrior. Their creased faces betray no emotion as they gaze at you.

Development: This is where goods, supplies, slaves, and guests entering Narborg pass. For most visitors to the fortress, this is as far as they get.

The deep watch, a cadre of clan rangers, swap off with the watch to guard this area. The badger animal companions are hiding among the gear along the walls.

Both of the pillars in here are actually hollow tubes that contain steel weights. A strong blow to the pillar releases the catch on the weight, making it drop and slam into the ground with an ominous gonging sound. This vibration from the weight hitting the floor travels through the earth to reach an earth elemental that rests beneath the floor. When it "hears" the gong, it rushes to this area.

Tactics: At the first sign of trouble, including a raging battle in an adjacent area or signs that someone is trying to pick the lock to this room, the deep watch member farthest from the party strikes his pillar, sounding the gong. The earth elemental arrives 1d3 rounds later and attacks any non-duergar humanoids in this room. It remains until dismissed by the deep watch.

The elemental tries to push adventurers out of the room and into area 11-3 if possible. Failing that, it attacks the opponent it believes is least armored. It changes tactics if an opponent ever inflicts 30 or more points of damage in a single hit or with a spell; then that foe becomes its target. If the adventurer used a weapon to cause the damage, it tries to sunder it. The earth elemental typically uses 7 points of Power Attack, and adjusts if it seems to be consistently hitting or not.

Both deep watch clansmen use their *enlarge person* ability if possible, and try to flank the party with the elemental. They prefer to target aberrations, then humans, over other targets. The badgers charge into battle as soon as it begins, each one trying to fight alongside its master.

When *enlarged*, the warhammers inflict 2d6 points of damage and the handaxes inflict 1d8 points of damage.

These clansmen fight to the death, and will not pursue fleeing enemies.

Duergar Deep Watch, duergar Rng6 (2): CR 8; Medium humanoid (dwarf); HD 6d8+6; hp 35, 31; Init +2; Spd 20 ft.; AC 18, touch 12, flat-footed 16; Base Atk +6; Grp +9; Atk +*1 warhammer* +10 melee (1d8+4/x3) or +*1 handaxe* +10 melee (1d6+4/x3); Full Atk +*1 warhammer* +8/+3 melee (1d8+4/x3) and +*1 handaxe* +8/+3 melee (1d6+2/x3); SA Favored enemy aberrations +4, favored enemy humans +2, spell-like abilities, spells; SQ Darkvision 120 ft., duergar traits, wild empathy +3; AL LE; SV Fort +7, Ref +8, Will +4; Str 16, Dex 14, Con 12, Int 13, Wis 12, Cha 4.

Skills and Feats: Appraise +1 (+3 metal and stone items), Climb +11, Hide +10, Knowledge (dungeoneering) +10, Listen +11, Move Silently +14, Spot +11, Survival +10 (+12 underground); Dodge, Endurance, Improved Two-Weapon Fighting, Mobility, Track, Two-Weapon Defense, Two-Weapon Fighting.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 12th); these abilities affect only the duergar and whatever it carries.

Spells Prepared (2; DC 11 + spell level): 1st – *alarm, speak with animals.* Caster level 3rd.

Possessions: +1 warhammer, +1 handaxe, +1 chain shirt, cloak of resistance +1, potion of cure moderate wounds, 2 red garnets (100 gp), 3d8 gp, key to area 11-21.

Badger Animal Companions (2): Small animal; HD 3d8+6; hp 19 each; Init +4; Spd 30 ft., burrow 10 ft.; AC 18, touch 15, flat-footed 14; Base Atk +2; Grp -3; Atk claw +7 melee (1d2-1); Full Atk 2 claws +7 melee (1d2-1) and bite +2 melee (1d3-1); SA Rage; SQ Evasion, link, low-light vision, share spells, scent; AL N; SV Fort +7, Ref +7, Will +2; Str 9, Dex 18, Con 15, Int 2, Wis 12, Cha 6.

Skills and Feats: Balance +6, Escape Artist +13, Listen +4, Spot +4; Agile, Great Fortitude, Track, Weapon Finesse.

SA – Rage (Ex): A badger that takes damage in combat flies into a berserk rage on its next turn, clawing and biting madly until either it or its opponent is dead. It gains +4 to Strength, +4 to Constitution, and –2 to Armor Class. The creature cannot end its rage voluntarily.

Tricks Known: Attack, come, down, fetch, guard, heel, seek, track.

Elder Earth Elemental: CR 11; Huge elemental (earth, extraplanar); HD 24d8+120; hp 228; Init -1; Spd 30 ft.; AC 22, touch 7, flat-footed 22; Base Atk +18; Grp +37; Atk slam +27 melee (2d10+11/19-20); Full Atk 2 slams +27 melee (2d10+11/19-20); Space/Reach 15 ft./15 ft.; SA Earth mastery, push; SQ Damage reduction 10/–, earth glide, darkvision 60 ft., elemental traits; AL N; SV Fort +19, Ref +7, Will +10; Str 33, Dex 8, Con 21, Int 10, Wis 11, Cha 11.

Skills and Feats: Listen +29, Spot +29; Alertness, Awesome Blow, Cleave, Great Cleave, Improved Bull Rush, Improved Critical (slam), Improved Sunder, Iron Will, Power Attack.

SA – Earth Mastery (Ex): An earth elemental gains a +1 bonus on attack and damage rolls if both it and its foe are touching the ground. If an opponent is airborne or waterborne, the elemental takes a –4 penalty on attack and damage rolls. (These modifiers are not included in the statistics block.)

Push (Ex): An earth elemental can start a bull rush maneuver without provoking an attack of opportunity. The combat modifiers given in Earth Mastery, above, also apply to the elemental's opposed Strength checks.

SQ – Earth Glide (Ex): An earth elemental can glide through stone, dirt, or almost any other sort of earth except metal as easily as a fish swims through water. Its burrowing leaves behind no tunnel or hole, nor does it create any ripple or other signs of its presence. A *move earth* spell cast on an area containing a burrowing earth elemental flings the elemental back 30 feet, stunning the creature for 1 round unless it succeeds on a DC 15 Fortitude save.

Area 11-22 – Gaol and Laundry (EL 12): When the party enters this area, read or paraphrase the following:

A small table and a few chairs adorn this otherwise-blank room, clearly a jail from the several barred cells.

Two heavily armored duergar brandish their weapons at you, and behind them a large creature like a hairless, eyeless monkey sniffs the air.

Development: Sometimes slaves are brought here to serve in Narborg, other times unruly duergar are sentenced to time here. A common task allotted to prisoners is to do the laundry for the outer defenses. There are no prisoners held in the outer defenses at this time.

Treat the barred doors as portcullises with good-quality locks.

If Narborg is not being invaded, the veterans demand the party leaves unless they want to see the inside of a cell. Otherwise, they spring into combat.

Alternate Location: Sometimes the occupants of this room can be found on guard in area 11-30 instead.

Tactics: In the tight confines of this room, the duergar are not likely to use their *enlarge person* ability so as not to block out the glaive fighter or the destrachan's destructive harmonics.

These veterans are a team; the greataxe fighter plants himself and enters his defensive stance while the glaive fighter works around him, picking opponents off him as possible.

If the glaive fighter gets cornered, he drops that weapon and resorts to his spiked gauntlet, only then entering his defensive stance.

The destrachan fights by itself. It is smart enough to not catch the duergar in the wave of its destructive harmonics, but it does not take pains to save either of them. It prefers to use its nerve attack against the party, but if forced into melee, it first tries to burst metal objects, then tries to disrupt flesh.

When *enlarged*, the greataxe inflicts 3d6 points of damage, the glaive inflicts 2d8 damage, and the punch daggers and spiked gauntlets inflict 1d6 damage.

All creatures in here fight to the death. If the destrachan is alive and both duergar are dead, it will chase any fleeing adventurers; otherwise the furthest they'll chase any invaders is the small hall just outside this area.

Advanced Destrachan: CR 9; Large aberration; HD 12d8+36; hp 90; Init +5; Spd 30 ft.; AC 18, touch 10, flat-footed 17; Base Atk +9; Grp +17; Atk claw +12 melee (1d6+4); Full Atk 2 claws +12 melee (1d6+4); Space/Reach 10 ft./5 ft.; SA Destructive harmonics; SQ Blindsight 100 ft., immunities, protection from sonics; AL NE; SV Fort +9, Ref +7, Will +12; Str 18, Dex 12, Con 16, Int 12, Wis 18, Cha 13.

Skills and Feats: Hide +12, Listen +29, Move Silently +11, Survival +9; Dodge, Great Fortitude, Improved Initiative, Lightning Reflexes, Mobility.

SA – Destructive Harmonics (Su): A destrachan can blast sonic energy in a cone up to 80 feet long. It can also use this attack to affect any creatures or objects within a 30-foot radius. It can tune the harmonics of this destructive power to affect different types of targets:

- *Flesh:* Disrupting tissue and rending bone, this attack deals 4d6 points of damage to all within the area (Reflex DC 17 half).

- *Nerves:* A destrachan can focus its harmonics to knock out foes rather than slay them. This attack deals 6d6 points of nonlethal damage to all within the area (Reflex DC 17 half).

- *Material:* When using this form of harmonics, a destrachan chooses wood, stone, metal, or glass. All objects made of that material within the area must succeed on a DC 17 Fortitude save or shatter. Objects (or portions of objects) that have up to 30 hit points are potentially affected by this attack.

SQ – Blindsight (Ex): A destrachan can use hearing to ascertain all foes within 100 feet as a sighted creature would.

Immunities: Destrachans have immunity to gaze attacks, visual effects, illusions, and other attack forms that rely on sight.

Protection from Sonics (Ex): While they can be affected by loud noises and sonic spells, destrachans are less vulnerable to sonic attacks (+4 circumstance bonus on all saves) because they can protect their ears. A destrachan whose sense of hearing is impaired is effectively blinded, and all targets are treated as having total concealment.

Underdeep Veteran (greataxe), duergar Ftr7/Def1: CR 9; Medium humanoid (dwarf); HD 7d10+21 plus 1d12+3 plus 3; hp 76; Init +1; Spd 20 ft.; AC 21, touch 12, flat-footed 20; Base Atk +8; Grp +12; Atk *+1 greataxe* +14 melee (1d12+8/x3) or masterwork punch dagger +13 melee (1d4+4/x3); Full Atk *+1 greataxe* +14/+9 melee (1d12+8/x3) or masterwork punch dagger +13/+8 melee (1d4+4/x3); SA Defensive stance 1/day, spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +10, Ref +3, Will +4; Str 19, Dex 13, Con 16, Int 8, Wis 10, Cha 8.

Skills and Feats: Appraise –1 (+1 metal and stone items), Intimidate +8, Listen +1, Move Silently +0, Search –5, Sense Motive +1, Spot –3; Cleave, Dodge, Endurance, Power Attack, Toughness, Weapon Focus (greataxe), Weapon Specialization (greataxe).

SA – Defensive Stance (Ex): Once per day, an Underdeep veteran can adopt a defensive stance that lasts for 8 rounds. While in a defensive stance, the Underdeep veteran cannot use skills or abilities that would require him to shift his position, and he cannot move. The following changes are in effect while he is in the defensive stance: AC 25 (touch 16, flat-footed 24); hp 92; Atk *+1 greataxe* +15 melee (1d12+10/x3) or masterwork punch dagger +14 melee (1d4+5/x3); Full Atk *+1 greataxe* +15/+10 melee (1d12+10/x3) or masterwork punch dagger +14/+9 melee (1d4+5/x3); SV Fort +12, Ref +5, Will +6; Str 21, Con 20. At the end of his defensive stance, the Underdeep veteran is winded and takes a –2 penalty to Strength for the duration of that encounter. Using the defensive stance takes no time itself, but the Underdeep veteran can only do so during his action.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 16th); these abilities affect only the duergar and whatever it carries.

Light Sensitivity: Duergar are dazzled in bright sunlight or within the radius of a *daylight* spell. The Underdeep veterans, however, wear a slitted helmet that counteracts this sensitivity at the cost of a –4 penalty to Spot and Search checks.

Possessions: +1 greataxe, +1 full plate, ring or protection +1, gauntlets of ogre power, potion of cure serious wounds (CL 5th), masterwork punch dagger, 2d10 pp, key to area 11-15, keys to the cells.

Underdeep Veteran (glaive), duergar Ftr7/Def1: CR 9; Medium humanoid (dwarf); HD 7d10+21 plus 1d12+3 plus 3; hp 76; Init +1; Spd 20 ft.; AC 21, touch 12, flat-footed 20; Base Atk +8; Grp +12; Atk *+1 glaive* +14 melee (1d10+8/x3) or masterwork spiked gauntlet +13 melee (1d4+4/x2); Full Atk *+1 glaive* +14/+9 melee (1d10+8/x3) or masterwork spiked gauntlet +13/+8 melee (1d4+4/x2); Space/Reach 5 ft./5 ft. (10 ft. with glaive); SA Defensive stance 1/day, spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +10, Ref +3, Will +4; Str 19, Dex 13, Con 16, Int 8, Wis 10, Cha 8.

Skills and Feats: Appraise –1 (+1 metal and stone items), Intimidate +8, Listen +1, Move Silently +0, Search –5, Sense Motive +1, Spot –3; Cleave, Dodge, Endurance, Power Attack, Toughness, Weapon Focus (glaive), Weapon Specialization (glaive).

SA – Defensive Stance (Ex): Once per day, an Underdeep veteran can adopt a defensive stance that lasts for 8 rounds. While in a defensive stance, the Underdeep veteran cannot use skills or abilities that would require him to shift his position, and he cannot move. The following changes are in effect while he is in the defensive stance: AC 25 (touch 16, flat-footed 24); hp 92; Atk *+1 glaive* +15 melee (1d10+10/x3) or masterwork spiked gauntlet +14 melee (1d4+5/x2); Full Atk *+1 glaive* +15/+10 melee (1d10+10/x3) or masterwork spiked gauntlet +14/+9 melee (1d4+5/x2); SV Fort +12, Ref +5, Will +6; Str 21, Con 20. At the end of his defensive stance, the Underdeep veteran is winded and takes a –2 penalty to Strength for the duration of that encounter. Using the defensive stance takes no time itself, but the Underdeep veteran can only do so during his action.

Spell-Like Abilities: See above.

Light Sensitivity: See above.

Possessions: +1 glaive, +1 full plate, ring or protection +1, gauntlets of ogre power, potion of cure serious wounds (CL 5th), masterwork spiked gauntlet, 2d10 pp, key to area 11-15.

Area 11-23 – Checkpoint 1 (EL 12): This short hallway is one of several checkpoints in the outer defenses. The Underdeep veterans and the destrachans typically man these stations. Two veterans and their destrachan are stationed here at present (see area 11-22 for descriptions).

Alternate Location: These Underdeep veterans and their destrachan can also be encountered in area 11-35a.

Tactics: If a fight breaks out, these veterans try to *enlarge* themselves and flank the most capable warrior they see and cut him down. This is accomplished easiest if the party enters this area from area 11-25.

If they are denied this tactic, the duergar duck into their alcoves so allow the destrachan to have a clear shot with its destructive harmonics.

The destrachan prefers to begin combat by disrupting metal objects, then flesh. It rarely attempts to disrupt nerves. It is not afraid to enter melee, however, and uses its bulk to block the passageway.

When *enlarged*, the greatsword inflicts 3d6 points of damage, the heavy flail inflicts 2d8 damage, and the punch daggers inflict 1d6 damage.

The veterans will not abandon their post to chase fleeing opponents, and fight to the death. The destrachan will only give chase if the veterans are dead.

Advanced Destrachan: See stats in area 11-22.

Underdeep Veteran (greatsword), duergar Ftr7/Def1: CR 9; Medium humanoid (dwarf); HD 7d10+21 plus 1d12+3 plus 3; hp 59; Init +1; Spd 20 ft.; AC 21, touch 12, flat-footed 20; Base Atk +8; Grp +12; Atk *+1 greatsword* +14 melee (2d6+8/19-20) or masterwork punch dagger +13 melee (1d4+4/x3); Full Atk *+1 greatsword* +14/+9 melee (2d6+8/19-20) or masterwork punch dagger +13/+8 melee (1d4+4/x3); SA Defensive stance 1/day, spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +10, Ref +3, Will +6; Str 19, Dex 13, Con 16, Int 8, Wis 10, Cha 8.

Skills and Feats: Appraise –1 (+1 metal and stone items), Intimidate +8, Listen +1, Move Silently +0, Search –5, Sense Motive +1, Spot –3; Dodge, Endurance, Iron Will, Power Attack, Toughness, Weapon Focus (greatsword), Weapon Specialization (greatsword).

SA – Defensive Stance (Ex): Once per day, an Underdeep veteran can adopt a defensive stance that lasts for 8 rounds. While in a defensive stance, the Underdeep veteran cannot use skills or abilities that would require him to shift his position, and he cannot move. The following changes are in effect while he is in the defensive stance: AC 25 (touch 16, flat-footed 24); hp 92; Atk *+1 greatsword* +15 melee (2d6+10/19-20) or masterwork punch dagger +14 melee (1d4+5/x3); Full Atk *+1 greatsword* +15/+10 melee (2d6+10/19-20) or masterwork punch dagger +14/+9 melee (1d4+5/x3); SV Fort +12, Ref +5, Will +8; Str 21, Con 20. At the end of his defensive stance, the Underdeep veteran is winded and takes a –2 penalty to Strength for the duration of that encounter. Using the defensive stance takes no time itself, but the Underdeep veteran can only do so during his action.

Spell-Like Abilities: See Underdeep veteran's stats in area 11-22.

Light Sensitivity: See Underdeep veteran's stats in area 11-22.

Possessions: +1 greatsword, +1 full plate, ring or protection +1, gauntlets of ogre power, potion of cure serious wounds (CL 5th), masterwork punch dagger, 2d10 pp, key to area 11-15.

Underdeep Veteran (heavy flail), duergar Ftr7/Def1: CR 9; Medium humanoid (dwarf); HD 7d10+21 plus 1d12+3 plus 3; hp 66; Init +1; Spd 20 ft.; AC 21, touch 12, flat-footed 20; Base Atk +8; Grp +12; Atk *+1 heavy flail* +14 melee (1d10+8/19-20) or masterwork punch dagger +13 melee (1d4+4/x3); Full Atk *+1 heavy flail* +14/+9 melee (1d10+8/19-20) or masterwork punch dagger +13/+8 melee (1d4+4/x3); SA Defensive stance 1/day, spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +10, Ref +5, Will +4; Str 19, Dex 13, Con 16, Int 8, Wis 10, Cha 8.

Skills and Feats: Appraise –1 (+1 metal and stone items), Intimidate +8, Listen +1, Move Silently +0, Search –5, Sense Motive +1, Spot –3; Diehard, Dodge, Endurance, Lightning Reflexes, Toughness, Weapon Focus (heavy flail), Weapon Specialization (heavy flail).

SA – Defensive Stance (Ex): Once per day, an Underdeep veteran can adopt a defensive stance that lasts for 8 rounds. While in a defensive stance, the Underdeep veteran cannot use skills or abilities that would require him to shift his position, and he cannot move. The following changes are in effect while he is in the defensive stance: AC 25 (touch 16, flat-footed 24); hp 92; Atk *+1 heavy flail* +15 melee (1d10+10/19-20) or masterwork punch dagger +14 melee (1d4+5/x3); Full Atk *+1 heavy flail*

+15/+10 melee (1d10+10/19-20) or masterwork punch dagger +14/+9 melee (1d4+5/x3); SV Fort +12, Ref +7, Will +6; Str 21, Con 20. At the end of his defensive stance, the Underdeep veteran is winded and takes a –2 penalty to Strength for the duration of that encounter. Using the defensive stance takes no time itself, but the Underdeep veteran can only do so during his action.

Spell-Like Abilities: See Underdeep veteran's stats in area 11-22.

Light Sensitivity: See Underdeep veteran's stats in area 11-22.

Possessions: +1 heavy flail, +1 full plate, ring or protection +1, gauntlets of ogre power, potion of cure serious wounds (CL 5th), masterwork punch dagger, 2d10 pp, 3 *keys of corpse command* for the zombies in area 11-35b, key to area 11-15.

Area 11-24 – Storage: When the party enters this area, read or paraphrase the following:

You have found a storage closet. Spare bits of cloth, leather, empty sacks, feathers for making bolts, and crossbow strings are among a few of the mundane but useful items in arranged neatly along the shelves.

Development: There are no items of particular use or value in this area. It contains most bits of adventuring equipment found in the PHB, and raw materials to make more.

Random Encounter: The first time the party enters this area, the GM should roll for a random encounter.

Area 11-25 – Mess Hall: The ceiling is 20 feet high in this area, and the stairs lead 10 feet up to the performer's balcony. When the party enters this area, read or paraphrase the following:

This sizeable dining hall is large enough to seat a small army. Two long tables ply the room, each flanked by a row of uncomfortable-looking stools. A staircase leads up to a small balcony, where three chairs are placed.

Development: The balcony is where slave musicians used to be brought in to perform for the dining troops. They are long since dead, but there is a set of masterwork manacles next to each chair in the balcony.

Embezzlement: One of the deep watch normally stationed in the loading bay has been short-changing supplies and making side deals with visitors. His wealth is hidden underneath a loose board in the floor of the musician's balcony (Search DC 22): five star rubies (1,000 gp each). Note that a searching adventurer needs to be in the balcony to locate this secret compartment, and this is not unusual stonework.

Random Encounter: The first time the party enters this area, the GM should roll for a random encounter.

Area 11-26 – Contractor Lodging: As the party enters this area, read or paraphrase the following:

This is a guest quarters, or perhaps a servant's quarters, but whoever is supposed to live here is clearly not held in high esteem. The three beds are ramshackle and one looks like it's held together with rope, while the nightstands are all unsteady and slanting in different directions. Clothing is scattered everywhere — some clean, some soiled, all of it torn in places.

Development: Civilian contractors visiting Narborg to assay some modifications have been hastily lodged in this room. Most of the clansmen are resentful of the suggestion that Narborg could use improvement, and the mercenaries think they are in the way.

An examination of the clothing will find 2d4 bloodstones worth 75 gp each.

Random Encounter: The first time the party enters this area, the GM should roll for a random encounter.

Area 11-27 – Checkpoint 3: This bare room is another checkpoint. It is only manned when meals are being served, both to keep troops from stealing food from the kitchen (or killing the chef!) and to keep the chef, a halfling named Talladay Arrowmelt (see area 11-28c) from escaping.

Random Encounter: The first time the party enters this area, the GM should roll for a random encounter if there was not one in area 11-25.

Area 11-28a – Kitchen: When the party enters this area, read or paraphrase the following:

Despite the austerity prevalent in other parts of the fortress, you can see no expense was spared in the kitchen. Three massive cauldrons hang over a dead firepit, and three bread ovens, not in use, are next to a large carving table. You note, however, that the knives of the carving table are chained to the wall, and that a pantry door across the room has a metal bar across it.

Development: The kitchen used to be operated by slave orcs until the duergar captured Talladay. Seeing that the kitchen staff was treated better and fed more regularly than the other slaves, the halfling

offered his services as a chef. A competition was held, and the losing orcs were all put to death.

Now Talladay, by himself, cooks for the entire garrison of the outer defenses. He claims, with respect, that only a halfling would be a suitable assistant for him, and accepts no others. The duergar think this to be pride, but the truth is revealed in area 11-28c.

Random Encounter: The first time the party enters this area, the GM should roll for a random encounter if there was not one in area 11-27.

Area 11-28b – Freezer (EL 4): Both doors leading to this area are clearly labeled in Dwarven and Halfling "DANGER." When the party enters this area, read or paraphrase the following:

The grip of intense cold seizes you as soon as you open the door. Sides of beef, shanks of boar, and other, stranger meat hang on hooks in this goblet-shaped room, kept frozen by the contents of two wooden boxes spaced out on the floor: brown mold.

Development: Anyone entering the freezer is subject to the effect of the brown mold (see below).

Boxes of Brown Mold (2): CR 2; mechanical; touch trigger (opening the box); manual reset; 5-ft. cold aura (3d6, cold nonlethal); Search DC N/A; Disable Device DC N/A.

Each box is worth 3,000 gp if it can be handled safely.

Area 11-28c – Pantry: The iron bar on the door to this area is easily removed from the outside. An adventurer who makes a DC 5 Listen check at the door hears a low whistling. When the party enters this area, read or paraphrase the following:

This pantry is well stocked with eggs, flour, spices, and other goods needed for cooking. It is apparently also kept well-stocked with halflings. One of the diminutive folk is seated against the far wall, rocking back and forth and whistling to himself. At the sight of you, he leaps to his feet.

"Well," he says, "you're not duergar! Talladay Arrowmelt, perambulatory chef and blademaster, at your service!"

The halfling is clad in rags and appears unarmed.

Development: Talladay has long prided himself on being a master chef, and dull knives always frustrated him. Using part of his adventuring fortune, he purchased an adamantine kitchen knife. When he was captured by the duergar, he managed to hide the knife on his person using Sleight of Hand.

After he won the chef position, he convinced the duergar to lock him in the pantry at night instead of returning him to the gaol (area 11-22). He also refused any assistance from other slaves. The reason for this behavior was that he decided to dig his way out of Narborg with his knife (note his below-average Wisdom).

His first tunnel took a wrong turn and ended up in area 11-35b, where he discovered how the sliding stairs move. He hasn't made much progress on his second attempt.

Talladay isn't sure how long he's been in the fortress, and he hasn't seen much of it.

Another Ally: If the party treats Talladay well and helps him escape, they gain a potential ally against Benthosruthsa. The thrill-seeking halfling isn't interested in the monotony of adventuring per se, but participating in an epic battle against a dragon captures his interest. The glory-hungry halfling promises that, if the party comes for him before that final battle, he'll join them.

By this time, Talladay can be equipped as the GM (and the party's good intentions) see fit. If he's taken to Cillamar, he probably inserts himself in the *Inn of the Slumbering Drake* as their master chef.

Talladay Arrowmelt, male halfling Rog1/Ftr6/Due6: CR 13; Small humanoid (halfling); HD 1d6+1 plus 6d10+6 plus 6d10+6; hp 82; Init +11; Spd 20 ft.; AC 16, touch 16, flat-footed 10; Base Atk +12; Grp +10; Atk adamantine kitchen knife +17 melee (1d3+2/19-20); Full Atk adamantine kitchen knife +17/+12/+7 melee (1d3+2/19-20); SA Acrobatic charge, precise strike +1d6, sneak attack +1d6; SQ Canny defense, enhanced mobility, grace, halfling traits, improved reaction +2, trapfinding; AL CN; SV Fort +9, Ref +15, Will +4; Str 14, Dex 17, Con 12, Int 14, Wis 8, Cha 10.

Skills and Feats: Balance +15, Climb +4, Bluff +10, Craft (cooking) +15, Diplomacy +4, Disguise +0 (+2 acting), Hide +7, Intimidate +12, Jump +16, Listen +1, Move Silently +5, Perform (whistling) +10, Sense Motive +9, Sleight of Hand +9, Spot +9, Tumble +15; Dodge, Improved Critical (rapier), Improved Initiative, Mobility, Skill Focus (Craft (cooking)), Spring Attack, Weapon Finesse, Weapon Focus (rapier), Weapon Specialization (rapier).

SA – Acrobatic Charge (Ex): Talladay may charge over difficult terrain that normally slows movement.

Precise Strike (Ex): When striking with a light or

one-handed weapon and with nothing in his off-hand, Talladay inflicts an additional 1d6 points of damage (not included in stat block). Creatures immune to precision-based damage are immune to this extra damage.

SQ – Canny Defense (Ex): When not wearing armor or using a shield, Talladay adds 2 points of his Intelligence bonus to his Dexterity bonus to modify his AC while wielding a melee weapon. If he's flat-footed or otherwise denied his Dexterity bonus, he loses this bonus.

Enhanced Mobility (Ex): Talladay gains an additional +4 bonus to AC against attacks of opportunity caused when he moves out of a threatened square while wearing no armor and not using a shield.

Grace (Ex): Talladay gains an additional +2 competence bonus on all Reflex saving throws. This ability functions only when he is wearing no armor and not using a shield.

Possessions: Adamantine kitchen knife.

Area 11-29 – Gallery (EL 12): When the party approaches this area, read or paraphrase the following:

This long hallway widens in the middle, revealing a small gallery of portraits. The subjects of the artwork are all duergar of a singularly fierce demeanor. Three of them, males, wear crowns of fingerbones and fangs.

In an alcove on either side of the hall are two more dwarves. One clings to the shadows, but the other brandishes a rapier crackling with energy at you; he wears a tabard with the design of the halved helmet you've seen before.

Development: The three crowned duergar in the paintings are the Thanes of Narborg: Vitr, Feigr, and Hrolad. The others are significant members of the clan, including Zahd. A hero who examines all the pictures gains a +4 bonus to see through the duergar's deception in area 12-39.

The mercenary commander and his spy lackey have decided to make a stand here to prevent the adventurers from entering the thane's audience chamber. The spy is wielding a weapon of last resort: a glass globe filled with burnt othur fumes. Since duergar are immune to poison, it won't affect them.

Alternate Location: The mercenary commander and the mercenary spy can sometimes also be found in area 11-20.

Tactics: At the start of combat, the rogue holds an action to throw his globe as soon as an adventurer

gets within 10 feet. In subsequent rounds of combat, he turns *invisible* and holds back until the mercenary commander gets into combat, then he flanks a foe with his leader, taking advantage of his sneak attack ability.

The mercenary commander, an eldritch knight and bard, begins combat by casting *haste* on himself and the spy, and then *cat's grace* on himself. If there is time, he casts a second *cat's grace* on the spy. If the party stays at range from him, he takes the time to cast *mirror image* on himself.

Neither duergar will *enlarge* himself if it will prevent the spy from getting a flank on an opponent.

When *enlarged*, the heavy mace inflicts 2d6 points of damage and the rapier inflicts 1d8 points of damage. The mercenary commander already used his *scabbard of keen edge* on his rapier.

Globe of Burnt Othur Fumes: CR 7; grenade; event trigger (throwing grenade); no reset; gas; multiple targets (all in 20-ft.-by-20-ft. area); never miss; poison (burnt othur fumes, DC 18 Fortitude save resists, 1 Con drain/3d6 Con).

Mercenary Spy, duergar Rog6: CR 7; Medium humanoid (dwarf); HD 6d6+12; hp 33; Init +7; Spd 20 ft.; AC 18, touch 14, flat-footed 18; Base Atk +4; Grp +6; Atk/Full Atk *+1 heavy mace* +7 melee

(1d8+4); SA Spell-like abilities, sneak attack +3d6; SQ Darkvision 120 ft., duergar traits, evasion, trap sense +2, trapfinding, uncanny dodge; AL LE; SV Fort +5, Ref +9, Will +5; Str 14, Dex 17, Con 14, Int 13, Wis 10, Cha 4.

Skills and Feats: Appraise +1 (+3 metal and stone items), Balance +5, Climb +9, Disable Device +8, Hide +10, Jump –2, Listen +8, Move Silently +10, Open Lock +10, Search +8, Sleight of Hand +10, Spot +1, Survival +0 (+2 following tracks), Tumble +10; Chain of Command, Improved Initiative, Iron Will.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 12th); these abilities affect only the duergar and whatever it carries.

Possessions: +1 heavy mace, +1 studded leather, ring of protection +1, cloak of resistance +1, potion of cure moderate wounds (CL 3rd), key to area 11-8, globe of burnt othur fumes.

Mercenary Commander, duergar Brd7/Ftr1/ElK2: CR 11; Medium humanoid (dwarf); HD 7d6+14 plus 1d10+2 plus 2d6+4; hp 69; Init +5; Spd 20 ft.; AC 16, touch 11, flat-footed 16; Base Atk +8; Grp +10; Atk +*1 shock rapier* +12 melee (1d6+3 plus 1d6 electricity/15-20); Full Atk +*1 shock rapier* +12/+7 melee (1d6+3 plus 1d6 electricity/15-20); SA Fascinate, spell-like abilities, spells, suggestion; SQ Bardic knowledge +9, bardic music, countersong, darkvision 120 ft., duergar traits, inspire courage +1, inspire competence; AL LE; SV Fort +10, Ref +7, Will +8; Str 14, Dex 12, Con 14, Int 10, Wis 10, Cha 16.

Skills and Feats: Appraise +0 (+2 metal and stone items), Concentration +17, Diplomacy +15, Intimidate +5, Knowledge (history) +10, Listen +1, Move Silently +4, Perform (song) +13, Perform (oratory) +13, Sense Motive +12, Spot +1; Authority of Command, Chain of Command, Improved Initiative, Iron Will, Skill Focus (Concentration), Weapon Focus (rapier).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 20th); these abilities affect only the duergar and whatever it carries.

Spells Known (3/4/4/2; DC 13 + spell level): 0 – *detect magic, ghost sound, know direction, mage hand, message, read magic*; 1st – *cure light wounds, expeditious retreat, undetectable alignment, unseen servant*; 2nd – *calm emotions, cat's grace, mirror image, tongues*; 3rd – *cure serious wounds, haste, see invisibility*. Caster level 8th.

Possessions: +1 shock rapier, +1 chain shirt, cloak of resistance +1, scabbard of keen edge, potion of cure moderate wounds, copper key (for trapped chest, see Random Encounters), keys to areas 11-8 and 11-20, key to mercenary paychest.

Area 11-30 – Checkpoint 2: This bare hallway is another of the security checkpoints in this section of Narborg. The secret doors in the alcoves enable the thane to spy on, or murder, his guests. They emerge behind and through the armoires of each guest suite.

Random Encounter: The first time the party enters this area, the GM should roll for a random encounter.

Area 11-31 –Guest Suite 1: When the party enters this area, read or paraphrase the following:

This suite shows signs of recent, feminine habitation. A slip lies discarded on the floor in front of an open dresser, and a privacy curtain is pulled aside, showing an unmade bed beyond. A small writing table and chair, as well as a decent cot for a handmaid, complete the surprisingly tasteful décor of this room.

Development: Alexia Cresh was staying here until recently. If Narborg is in a state of relative calm, it is possible she will not be a random encounter and could be found here, in which case she'll be rude to the party.

If Alexia is found here, there is no need to roll for random encounters.

The door can be locked from within (good-quality lock) with a mechanism, but it cannot be locked from the outside, and there is no key.

Random Encounter: The first time the party enters this area, the GM should roll for a random encounter if there was not one in area 11-30.

Area 11-32 – Guest Suite 2: As the party enters this area, read or paraphrase the following:

This suite is clearly not intended for the rough soldiers who man this fortress. The oversize bed is stuffed full of down and covered in thick blankets. A smaller cot, perhaps for a manservant, is at the foot of the main bed. Stationery and an inkwell are stacked neatly on a small round table, and two cushioned chairs provide seating.

Development: If the party has somehow entered Narborg on good terms, odds are they will be put up here. The thane does not normally receive visitors in great numbers, so the quarters will likely be cramped.

The door can be locked from within (good-quality lock) with a mechanism, but it cannot be locked from the outside, and there is no key.

Random Encounter: The first time the party enters this area, the GM should roll for a random encounter if there was not one in area 11-30.

Area 11-33 – Lower Cistern: This is the well from which the outer defenses draw their water. The liquid here is room temperature but safe to drink.

Random Encounter: The first time the party enters this area, the GM should roll for a random encounter.

Area 11-34 – Thane's Audience Hall (EL 13): The ceiling in here is 30 feet high. As the party approaches this area, read or paraphrase the following:

This split-level chamber is clearly designed to impress visitors. Steep stairs flank a balcony, presumably where the potentate of this fortress would look down on his supplicants.

A vast mural on the ceiling depicts the construction of this fortress, and the wars fought to possess it. It also shows a scene where a great red dragon visits the ruler, and they strike some sort of agreement over large sums of gold and gems. It is unclear from the mural who got the better end of the arrangement. The red dragon is immense, with an old scar tracing its jawline and down to its neck. Several scales at the base of its tail are discolored white.

In an alcove to either side of the door is a man-like figure carved of stone and given life by magic. These golems shift their position as you enter the hall.

Development: The stone golems are ordered to attack any non-duergar who enter here. On top of the balcony, out of sight, are two mercenaries playing cards on the thane's table.

The table is carved from a slab of marble riddled with gold veins. Six comfortable chairs and one basalt throne surround the table. When the thane meets with lesser figures, they remain on the audience floor, but if VIPs come to visit, they are usually received at the table.

Anyone examining the mural can make a DC 30 Knowledge (arcana) or DC 20 Knowledge (local – Cillamar) check to recognize the dragon as Benthosruthsa.

Should anyone raise themselves to within 10 feet of the ceiling, a close examination (Search DC 30) will reveal what appears to be a secret door, directly above the center of the table. This is actually the lid of the pit in area 12-3. Not only are unfortunate prisoners dropped through here to entertain Thane Vejik's guests, but the thane can use it to call down reinforcements from level 12 if he is attacked during dinner (yes, he's paranoid).

Tactics: The mercenaries move to the balcony and fire at the party from above. The stone golems move to block the staircases, and then begin hammering at the party, always targeting whoever is closest to either the stairs or the balcony (in case someone is flying).

The mercenaries don't know about the secret door, so they don't try to defend that area. If the party gets on the balcony, the duergar will enlarge themselves and enter melee.

When *enlarged*, the warhammers inflict 2d6 points of damage.

All creatures in here fight to their death, and none will pursue the party beyond area 11-29.

Duergar Mercenaries, duergar Ftr4 (2): CR 5; Medium humanoid (dwarf); HD 4d10+10; hp 30 each; Init +2; Spd 20 ft.; AC 20, touch 12, flat-footed 18; Base Atk +4; Grp +6; Atk/Full Atk masterwork warhammer +7 melee (1d8+2/x3) or masterwork heavy crossbow +8 ranged (1d10/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +6, Ref +3, Will +0; Str 14, Dex 14, Con 14, Int 10, Wis 9, Cha 4.

Skills and Feats: Appraise +0 (+2 metal and stone items), Climb +4, Listen +0, Move Silently +1, Spot +0, Swim –1; Chain of Command, Point Blank Shot, Precise Shot, Rapid Reload (heavy crossbow), Weapon Focus (heavy crossbow).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 8th); these abilities affect only the duergar and whatever it carries.

Possessions: Masterwork warhammer, *+1 chainmail, +1 heavy steel shield*, masterwork heavy crossbow, 40 bolts, *potion of cure light wounds* (CL 1st), 2d8 gold, small brass key to personal chest.

Stone Golems (2): CR 11; Large construct; HD 14d10+30; hp 107, 92; Init –1; Spd 20 ft.; AC 26, touch 8, flat-footed 26; Base Atk +10; Grp +23; Atk slam +18 melee (2d10+9); Full Atk 2 slams +18 melee (2d10+9); Space/Reach 10 ft./10 ft.; SA Slow; SQ Construct traits, damage reduction 10/adamantine, darkvision 60 ft., immunity to magic, low-light vision; AL N; SV Fort +4, Ref +3, Will +4; Str 29, Dex 9, Con –, Int –, Wis 11, Cha 1.

Skills and Feats: None.

SA – Slow (Su): A stone golem can use a *slow* effect, as the spell, as a free action once every 2 rounds. The effect has a range of 10 feet and a duration of 7 rounds, requiring a DC 17 Will save to negate.

SQ – Immunity to Magic (Ex): A stone golem is

immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below. A *transmute rock to mud* spell slows a stone golem (as the *slow* spell) for 2d6 rounds, with no saving throw, while *transmute mud to rock* heals all of its lost hit points. A *stone to flesh* spell does not actually change the golem's structure but negates its damage reduction and immunity to magic for 1 full round.

Area 11-35a – Stair Works 1 (EL 9): The ceiling is 15 feet high in this area. When the party approaches this area, read or paraphrase the following:

Beyond the secret door, the corridor snakes left and right, passes by an empty alcove, and then opens into a larger room. Three of the corpse-like, two-headed giants occupy this bare area, each with one hand on a large wheel-crank set into the wall. High on the ceiling you see two sets of bells.

The six heads slowly turn toward you, and with great lassitude the beasts stumble forward, groaning slightly.

Development: The zombie ettin turn the cranks in response to the chiming of the bells, moving the sliding staircase in the nearer area 11-36 into or out of position.

They are also under orders to slay anyone who enters this area.

Sliding the Stairs: Turning each crank requires a DC 17 Strength check; a zombie ettin accomplishes this task by taking 10. Each standard action spent turning all three cranks moves the sliding staircase 5 feet. The crank is set 5 feet high in the wall, so shorter adventurers may have difficulty operating it.

Tactics: The zombies fight like automatons; attacking any foe they can reach. They will not chase the party down the narrow corridors but otherwise fight to their destruction.

Zombie Ettins (3): CR 6; Large undead; HD 20d12+3; hp 150, 138, 120; Init –2; Spd 30 ft.; AC 20, touch 7, flat-footed 20; Base Atk +10; Grp +21; Atk/Full Atk morningstar +16 melee (2d6+7) or slam +16 melee (1d8+10); Space/Reach 10 ft./10 ft.; SA –; SQ Damage reduction 5/slashing, darkvision 60 ft., single actions only, superior two-weapon fighting, undead traits; AL NE; SV Fort +6, Ref +4, Will +12; Str 25, Dex 6, Con –, Int –, Wis 10, Cha 1.

Skills and Feats: Listen +2, Search +2, Spot +2; Toughness.

SQ – Single Actions Only (Ex): Zombies have poor reflexes and can perform only a single move action or attack action each round. It can move up to its speed and attack in the same round, but only if it attempts a charge.

Superior Two-Weapon Fighting (Ex): A zombie ettin fights with a morningstar or javelin in each hand. Because each of its two heads controls an arm, the zombie ettin does not take a penalty on attack or damage rolls for attacking with two weapons. However, zombies cannot take full attack actions.

Possessions: Hide armor, 2 morningstars.

Area 11-35b – Stair Works 2 (EL 9): The ceiling is 15 feet high in this area. When the party approaches this area, read or paraphrase the following:

Beyond the secret door, the corridor turns sharply to the right and opens into a larger room. Three of the corpse-like, two-headed giants occupy this bare area, each with one hand on a large wheel-crank set into the wall. High on the ceiling you see two sets of bells. Along the wall to the left you spy what looks like a burrow made by an animal.

The six heads slowly turn toward you, and with great lassitude the beasts stumble forward, groaning slightly.

Development: The zombie ettin turn the cranks in response to the chiming of the bells, moving the sliding staircase in the nearer area 11-36 into or out of position.

They are also under orders to slay anyone who enters this area.

Sliding the Stairs: See description in area 11-35a.

Tactics: The zombies fight like automatons; attacking any foe they can reach. They will not chase the party down the narrow corridors or into the rough tunnel (much to the pleasure of Talladay Arrowmelt! – see area 11-28c) but otherwise fight to their destruction.

Zombie Ettins (3): See stats in area 11-35a.

Area 11-36 – Sliding Stairs: When the party approaches this area, read or paraphrase the following:

The short corridor leads to a set of stairs that go nowhere; they abruptly terminate at a solid stone wall.

Development: The rest of the staircase is carved into a giant stone block that is slid into or out of alignment by zombie ettin in area 11-35a or 11-35b.

There is a secret panel in the wall at the base of the stairs (Search DC 30); opening it reveals a rope. Tugging on the rope chimes bells in the rooms with the zombie ettin, telling them to turn their wheel cranks in a particular direction. Eventually the staircase is aligned, but it still ends in a solid wall!

This is because the last part of the stairs, the part that leads to level 12, is offset. Inside another secret panel (Search DC 30) is another rope. Pulling this rope rings different bells, signaling to the zombies to turn their wheel cranks in the other direction, sliding the stair block (and the party) into alignment with the final section of staircase, granting them access to level 12.

If the zombie ettins are slain, the party may have some difficulty gaining access to level 12, but a resourceful group will strike upon a plan.

Consequences

An assault on Narborg is a personal affront to Thane Hrolad Vejik. His response is detailed in the Consequences section of level 10.

Further Adventures

The outer defenses contain a few plot hooks that the GM could develop.

- Alexia Cresh wants a bulk shipment of slaves sent to Freeport, but her reasons are left for the GM to fashion; it could be simple slave trade, cult activity, aberrant arcane research, or merely that the slaves are to be converted to undead.
- The Mountain King, a dwarven monarch some distance away, would be very interested in knowing who killed his mercenaries and has assaulted his ersatz ally, Thane Vejik. The Mountain King's response would likely be swift and overwhelming, and almost certainly unpleasant for the party. This could involve assassins, a small army, or even a hired dragon (or some other great beast) sent to raze Cillamar.

Bonus Rewards

Objectives	**Experience Points**
Freeing Talladay Arrowmelt from area 11-28c	75
Convincing Talladay to assist the party when they assault the dragon's lair	75
Total possible bonus points per PC	**150**

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 11A:
THE LIGHTLESS GATE

Level Summary

Following the path from Narborg, the party ventures down a sloping tunnel to reach a derro potionworks with a secret and an immense gate blocking further exploration into the Underdeep. Beyond the gate lies one of the entrances to the Burning Maze.

Game Master's Section

Encounter Table

Loc	Pg	Type	Encounter	EL
11A-1	390	H	Narborg siege defenses	0 or 10
11A-2	390	C	3 duergar deep watch, Rng6 Duergar deep watch captain, Rng8 Advanced gibbering mouther	12
11A-6	393	C	Derro zealot, Exp8 Derro decanter, Clr3 Derro potion master, Wiz3 *Moruut*, minotaur Bbn6	12
11A-7	397	C	*Savant Azrapath*, half-fiend derro Sor7	12
11A-8	398	C	The Lightless Gate, unique construct 3 duergar attendants, Exp7	13

Scaling Information

"The Lightless Gate" is a short level of *Castle Whiterock* designed for 4-6 characters of 11th level, but it can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or less than 11th level): In area 11A-1, remove the deep watch captain and one of the deep watch. In area 11A-6a, remove three levels from the minotaur thug and five levels from the derro zealot. In area 11A-7, remove two expert levels from Savant Azrapath. In area 11A-8, remove one duergar attendant.

Stronger parties (7 or more characters, or higher than 11th level): In area 11A-2, add an additional duergar deep watch. In area 11A-6a, add one level to the

derro zealot. In area 11A-7, add a sorcerer level to Savant Azrapath. In area 11A-8, add one level of expert to two duergar attendants.

Background Story

As the duergar thane Vitr Vejik spread his influence in the caverns beneath Castle Whiterock, he came across the ruins of a drow coliseum (the Bleak Theater, level 10). The dwarf saw the potential in restoring the site: Not only would he levy taxes on traffic coming to see bloodsport, but it was a natural, neutral location to conduct business between the surface and the Underdeep.

The old thane knew that the Bleak Theater would be a prize, so he called for an additional line of defense to be constructed. Vitr's son Feigr finished the construction, making several arcane changes to the original plan, and for the last several hundred years the Lightless Gate has been Narborg's first line of defense against attacks from the Underdeep.

The duergar are aware of their gate's fatal flaw, and are desperate to line it with nightfall ore. Unfortunately, that material is very rare, its only known source being the hazardous Achsfel Wastes.

Unrelated to the expansion of the duergar but occurring at roughly the same time, a half-fiend derro savant named Azrapath began warning of the Great Collapse, when the surface would come – literally – crashing down on the Underdeep. He claimed that there were too many caverns and too many tunnels, and eventually the races of the Underdeep would hollow out the earth so much their sky would fall.

His solution was the relocation of the derro to the surface world. He claimed that the reason his people could not stand sunlight was because the "wicked" gods of the surface world had foreseen his coming and cursed the race that would bear him. Therefore, he declared, the sun itself must first be destroyed before the derro can move to the surface.

Although his goal was mad, Savant Azrapath's ambition and resourcefulness somehow made up for the implausibility of his scheme. Eventually, the celestial powers were forced to send champions to halt his plans. In the climactic battle, a wizard cast *imprisonment* on the Savant, and he disappeared.

Since then, a loyal cabal of the Savant's followers, who lack a high-level arcane spellcaster who can cast *freedom*, have searched for his location. Consulting an evil cleric, they learned that he is in the vicinity of the Lightless Gate, but the cleric would say no more. With no other options, they are burrowing to their leader with scrolls of *passwall* purchased from drow House Ereluc.

The drow house, for its part, believes that the derro are their agents, using the scrolls to find a way to bypass Narborg's warded walls (see area 11-1) as precursor to invasion.

The derro negotiated with the Thane of Narborg to build a potionworks between the fortress and the gate. They maintain their cover and defray operational costs by supplying the dwarves with potions, while surreptitiously excavating for their long-lost leader.

Changing Size

All duergar have the ability to use *enlarge person* once per day. Rather than the tedium of having two stat blocks for each duergar, the rules regarding *enlarge person* are summarized here:

Size changes to Large, with a space of 10 ft. and a natural reach of 10 ft.

Height doubles, weight is multiplied by eight.

The duergar gains +2 size bonus to Strength and a +4 size bonus to grapple checks; remember that creatures wielding their weapon in two hands, like the Underdeep veterans in areas 11-21 and 11-22, gain a bonus to damage equal to 1.5 their Strength bonus

The duergar suffers a –2 size penalty to Dexterity, a –4 size penalty to Hide checks, and a –1 size penalty to AC and attack rolls.

Melee weapons deal increased damage, but missile weapons do not; each area's Tactics section will give the increased damage dealt by duergar encountered there.

Warded Walls

As was explained in level 11, the interior and exterior walls (and floors and ceilings) of Narborg are protected by a *warded walls* spell, which means they cannot be affected or penetrated by the following spells: *clairaudience/clairvoyance, disintegrate, dispel magic, locate object, passwall, scrying*, and *teleport*.

Interrogation

Under no circumstances will the derro reveal what they're really up to at the potionworks, but a thorough investigation of the secret room should be enough to point the party in the right direction. Moruut doesn't know anything about buried savants ... it's just a paycheck and a chance to kill for him.

The duergar, similarly, are loyal to the thane, and are unlikely to volunteer any information about Narborg or the Bleak Theater.

Neither the derro nor the duergar have any particular loyalty toward the other, and will gladly spill what they know about each other's operations, which really isn't

much, although the derro can tell the party that the Lightless Gate "is alive." They don't know about its weakness to light.

Getting Captured

If the duergar manage to capture the party, they'll be taken to area 11-21 in Narborg and eventually sent to the Bleak Theater if Thane Vejik is alive. If the thane is dead, they'll just kill the party.

Derro who capture any party members will torture them to death.

Areas of the Map

Most of this level is a short series of linked tunnels and caverns. Unless otherwise stated, the cavern height varies, but is always at least 12 feet high. If the exact height becomes important, the ceiling's height for any given square is 10 + 2d4 feet.

Most of the walls here are stone with irregular thicknesses. The walls and doors found in the derro potionworks and the duergar attendant post have the following statistics:

Unworked Stone Wall: Hardness 8, 15 hp per inch of thickness.

Masonry Wall: 1 ft. thick, hardness 8, 90 hp, Break DC 35.

Iron Door: 2 in. thick, hardness 10, 60 hp, Break DC 28.

Unless otherwise stated, there are no light sources found on this level.

Area 11A-1 – Path to the Gate (EL 0 or 10): The ceiling in this general area is 25 feet high. As the party enters this area, read or paraphrase the following:

> *Passing through the front gate of the duergar fortress, you emerge in broad, downward-sloping tunnel. Chips and tool marks on the walls reveal that this area was widened at some point.*
>
> *Overhead, you see more arrow slits and siege ports flanking the tunnel's approach. Such defenses were primarily designed to repel large armies, but burning pitch and ballista javelins would be just as effective against adventurers.*
>
> *The tunnel floor is smooth, worn by many travelers.*

Development: See areas 12-28a and 12-28b for details on the tunnel defenses. In general, if the party has already cleared level 12, or is exiting Narborg under peaceable circumstances, they will be unmolested. If, however, they assaulted the fortress but didn't finish the job, they are exposing themselves to attack from Narborg's siege defenses (see sidebar). In that case, this is a CR 10 area.

A DC 15 Spot check made anywhere near the entrance will notice what looks like green sea salt scattered about. This is actually mouther salt (a DC 10 Knowledge (arcana) or DC 20 Knowledge (dungeoneering) check would reveal this; see sidebar). Duergar deep watch patrols typically spread mouther salt over a wide area, and then return periodically to see if they've caught anything.

Area 11A-2 – Home the Hunters (EL 12): As the party approaches this area, read or paraphrase the following:

> *The tunnel network begins branching, becoming more natural. You hear the slow drip of water coming from a side passage to the left, and there are several curtains of flowstone and straw stalactites down that way.*

A DC 7 Listen check here will detect the sounds of footfalls coming from the right fork. A DC 27 check will determine that it is a party of man-sized crea-

Narborg Siege Defenses (CR 10)

If the party wishes to fire on or otherwise attack the defenders of Narborg from area 11A-1, that is possible. See areas 12-28a and 12-28b for details.

If the GM wishes to abstract the siege defenses, however, they can be expressed as three hazards, below:

Storm of Bolts (2): CR 3; hazard; location trigger (in area 11A-1); manual reset (every round); Atk +10 ranged (1d10/19-20, heavy crossbow bolt); multiple targets (1d4+1 bolts per target in 10-ft.-by-10-ft. area); Search N/A; Disable Device N/A.

Ballistae (2): CR 5; hazard; location trigger (in area 11A-1); manual reset (every round); Atk +20 ranged (3d8/19-20, Huge heavy crossbow bolt); Search N/A; Disable Device N/A.

Fire Clouds (3): CR 4; hazard; location trigger (in area 11A-1); manual reset (every 2 rounds); Atk +15 touch (1d6 fire, plus burning 1d4+1 rounds, Reflex DC 13 avoids, may not roll on ground to put out); multiple targets (in 10-ft.-by-10-ft. area); Search N/A; Disable Device N/A.

tures wearing steel boots, and that there are more than three but less than six. When the party of duergar appears, read or paraphrase the following:

Four duergar trudge into view, all wearing light chain armor and looking bone-tired. One strides in the front, apparently a leader, and another carries what looks like the dead body of another duergar. The remaining two carry a large clay amphora balanced between two poles. All of them, even the deceased one, wear tabards with the mark of the fingerbone-and-fang crown.

Development: This deep watch patrol was out looking for gibbering mothers, so they purposefully stopped up their ears with cotton and wax. Effectively deaf, they are immune to the aberration's gibbering attack. Since they were close to home, they just left their earplugs in; even if a battle was fought in area 11A-1, they would not have heard it.

Their trip was successful, and they managed to capture a gibbering mouther, although one of their company was lost in the process. The aberration is in the clay pot and, unknown to the duergar, it has already recovered from the mouther salt. The duergar intend to put the creature in their hidden arena (area 11-10b).

Clay Amphora: Hardness 1, 20 hp, Break DC 15, acid resistance 5.

How this encounter plays out depends on the actions of the heroes and how they appear. If they look haggard, are wounded, or seem hostile, the dwarves will attack, assuming the party to be invaders. If, however, they are collected, unharmed, and escorted by at least one deep watch, this group will assume they were guests of the thane and pass them by.

The dead duergar is covered from head to toe with bite marks. A DC 10 Heal check will note there is very little blood at the wounds, while a DC 15 check will also notice acidic burns near the deceased's eyes.

Bleak Theater Opponent: If the party is forced to fight in the Bleak Theater, they may face the mouther.

Tactics: As soon as they are able to act, the three deep watch will drop what they are holding. The two in the rear (the ones with the clay pot) will drop the pot, turn *invisible*, and move into position to flank the party. If necessary, they will go all the way around the fork in the tunnel. The captain will use his *enlarge person* ability and wade into melee while the third deep watch protects his flank. The dwarves can communicate with a hand language they call scout-speak, and the deep watch captain will direct the battle thusly.

When *enlarged*, the warhammers inflict 2d6 points of damage and the axes inflict 1d8 damage.

The captain and the third ranger intend to fight defensively until their companions are in position, and then attack all-out.

Dropping the amphora inflicts 1d6 points of damage to it. Every round, the gibbering mouther will full attack to pot to break free. Anyone within 30 feet can make a DC 18 Spot check to notice the amphora cracking. When the creature breaks free, it immediately starts gibbering (note that the duergar are immune) and attacks the closest target. It moves each round toward the greater mass of targets, only stopping to full attack when it has three or more creatures in its threatened space. It always spits acid at the first creature it intends to attack with its bites.

If the captain has a chance, he will go for his mouther salt to try to knock the creature out. As soon as the mouther appears, all duergar not *enlarged* will do so (for the +4 to grapple checks) if they have sufficient space.

If the deep watch captain is dead and the mouther is free, the remaining deep watch will flee toward Narborg. As long as the captain is alive, they will fight to the death.

Advanced Gibbering Mouther: CR 7; Large aberration; HD 8d8+64; hp 100; Init +1; Spd 10 ft., swim 20 ft.; AC 20, touch 10, flat-footed 19; Base Atk +6; Grp +14; Atk bite +10 melee (1d2+4) or spittle +6 ranged touch (1d4 acid plus blindness); Full Atk 6

Mouther Salt

This alchemical substance is detailed in Appendix D. For convenience, it is summarized below:

This poison resembles light green salt. It is used by duergar and other Underdeep races to rid themselves of the nuisance of gibbering mouthers, who can upset stone defenses and structures with their ground manipulation ability. A pinch of mouther salt covers a 5-foot square.

This is a contact poison that is harmless to any creature but a gibbering mouther. A mouther that comes into contact with mouther salt must succeed on a DC 15 Fortitude save or fall unconscious for 1d4 hours.

bites +10 melee (1d2+4) and spittle +6 ranged touch (1d4 acid plus blindness); Space/Reach 10 ft./10 ft.; SA Blood drain, engulf, gibbering, ground manipulation, improved grab, spittle; SQ Amorphous, damage reduction 5/bludgeoning, darkvision 60 ft.; AL N; SV Fort +12, Ref +5, Will +7; Str 18, Dex 12, Con 26, Int 4, Wis 13, Cha 13.

Skills and Feats: Listen +4, Spot +13, Swim +12; Great Fortitude, Lightning Reflexes, Weapon Focus (bite).

SA – Blood Drain (Ex): On a successful grapple check after grabbing, that mouth attaches to the opponent. It automatically deals bite damage and drains blood, dealing 1 point of Constitution damage each round. A mouth can be ripped off (dealing 1 point of damage) with a DC 12 Strength check or severed by a successful sunder attempt (the mouth has 2 hit points). A severed mouth continues to bite and drain blood for 1d4 rounds after such an attack. A creature whose Constitution is reduced to 0 is killed.

Engulf (Ex): A gibbering mouther can try to engulf a Medium or smaller opponent grabbed by three or more mouths. The opponent must succeed on a DC 20 Reflex save or fall and be engulfed. In the next round, the mouther makes twelve bite attacks instead of six (each with a +9 attack bonus). An engulfed creature cannot attack the mouther from within. The previously attached mouths are now free to attack others.

Gibbering (Su): As soon as it spots something edible, a mouther begins a constant gibbering as a free action. All creatures (other than mothers) within a 60-foot spread must succeed on a DC 15 Will save or be affected as through by the confusion spell for 1d2 rounds. This is a sonic, mind-affecting, compulsion effect. A creature that successfully saves cannot be affected by the same mouther's gibbering for 24 hours.

Ground Manipulation (Su): At will, as a standard action, a gibbering mouther can cause stone and earth in all adjacent squares to become a morass akin to quicksand. Softening earth, sand, or the like takes 1 round, while stone takes 2 rounds. Anyone other than the mouther in that area must take a move-equivalent action to avoid becoming mired (treat as being pinned).

Improved Grab (Ex): To use this ability, a gibbering mouther must hit with a bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

Spittle (Ex): As a free action every round, a gibbering mouther fires a stream of spittle at one opponent within 30 feet. The mouther makes a ranged touch attack; if it hits, it deals 1d4 points of acid damage, and the target must succeed on a DC 22 Fortitude save or be blinded for 1d4 rounds. Eyeless creatures are immune to the blinding effect, but are still subject to the acid damage.

SQ – Amorphous (Ex): A gibbering mouther is not subject to critical hits. It cannot be flanked.

Duergar Deep Watch, duergar Rng6 (3): CR 8; Medium humanoid (dwarf); HD 6d8+6; hp 35, 33, 31; Init –2; Spd 20 ft.; AC 18, touch 12, flat-footed 16; Base Atk +6; Grp +9; Atk +*1 warhammer* +10 melee (1d8+4/x3) or +*1 handaxe* +10 melee (1d6+4/x3); Full Atk +*1 warhammer* +8/+3 melee (1d8+4/x3) and +*1 handaxe* +8/+3 melee (1d6+2/x3); SA Favored enemy aberrations +4, favored enemy humans +2, spell-like abilities, spells; SQ Darkvision 120 ft., deafened, duergar traits, wild empathy +3; AL LE; SV Fort +7, Ref +8, Will +4; Str 16, Dex 14, Con 12, Int 13, Wis 12, Cha 4.

Skills and Feats: Appraise +1 (+3 metal and stone items), Climb +11, Hide +10, Knowledge (dungeoneering) +10, Listen +11 (N/A), Move Silently +14, Spot +11, Survival +10 (+12 underground); Dodge, Endurance, Improved Two-Weapon Fighting, Mobility, Track, Two-Weapon Defense, Two-Weapon Fighting.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 12th); these abilities affect only the duergar and whatever it carries.

SQ – Deafened (Ex): These duergar automatically fail Listen checks, have a –4 penalty to initiative, and have a 20% chance of spell failure when casting spells with verbal components. In addition, they are immune to sonic attacks (but not sonic energy attacks) and any effect that requires them to be able to hear.

Spells Prepared (2; DC 11 + spell level): 1st – *alarm, speak with animals*. Caster level 3rd.

Possessions: +1 warhammer, +1 handaxe, +1 chain shirt, cloak of resistance +1, potion of cure moderate wounds (CL 3rd), 3d8 gp, key to area 11-21.

Duergar Deep Watch Captain, duergar Rng8: CR 9; Medium humanoid (dwarf); HD 8d8+8; hp 44; Init –2; Spd 20 ft.; AC 19, touch 13, flat-footed 17; Base Atk +8; Grp +11; Atk +*1 warhammer* +12 melee (1d8+4/x3) or +*1 handaxe* +12 melee (1d6+4/x3); Full Atk +*1 warhammer* +10/+5 melee (1d8/x3) and +*1 handaxe* +10/+5 melee (1d6+2/x3); SA Favored enemy aberrations +4, favored enemy humans +2, spell-like abilities; SQ Darkvision 120 ft., deafened, duergar traits, swift tracker, wild empathy +5, woodland stride; AL LE; SV Fort +7, Ref +8, Will +3; Str 16, Dex 14, Con 13, Int 13, Wis 12, Cha 4.

Skills and Feats: Appraise +1 (+3 metal and stone items), Climb +13, Hide +17, Knowledge (dungeoneering) +12, Listen +13 (N/A), Move Silently +21*, Spot +13, Survival +12 (+14 underground); Dodge, Endurance, Improved Two-Weapon Fighting, Mobility, Track, Two-Weapon Defense, Two-Weapon Fighting.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 16th); these abilities affect only the duergar and whatever it carries.

SQ – Deafened (Ex): These duergar automatically fail Listen checks, have a –4 penalty to initiative, and have a 20% chance of spell failure when casting spells with verbal components. In addition, they are immune to sonic attacks (but not sonic energy attacks) and any effect that requires them to be able to hear.

Spells Prepared (2; DC 11 + spell level): 1st – *alarm, speak with animals*. Caster level 4th.

Possessions: +1 warhammer, +1 handaxe, +1 chain shirt, cloak of elvenkind, boots of elvenkind, ring of protection +1, 2d4 pp, pouch of mouther salt.

Area 11A-3 – Erosion Tunnels: This network of smaller tunnels has always been a pain to the duergar because rodents and small insects tend to lair there. They haven't had the time or sufficient interest, however, to close them off.

At the deepest part of the tunnels is a spot where a nest of goblin mites briefly set up home until they got eaten by a rat swarm, also since moved on. A DC 10 Search made among the tattered rags and gnawed bones will discover 2d4 zircons (50 gp each) and a *ring of force shield* that the goblins never figured out how to use.

Area 11A-4 – Just a Pit: This pit is actually a lava window. It used to lead to level 14, but that particular lava tube has since cooled and solidified. Anyone who succeeds on a DC 15 Knowledge (dungeoneering) check can correctly identify the pit, and could state with a reasonable amount of confidence that other lava windows are likely to be nearby.

Area 11A-5 – Billboard: Anyone making a DC 10 Spot check here will notice several chip marks along the walls. A DC 15 check (or further investigation) will discover writing as well. It faintly reads in Undercommon, "Potions For Sale!," "Better Healed Than Bleeding Bright!," and "Buy Them or Die Screaming!"

The derro in area 11A-6 were too zealous in their ruse as potion-vendors, and the duergar made them deface and chip away their advertising slogans. Each slogan has a small arrow pointing toward area 11A-6.

Area 11A-6a – Derro Potionworks (EL 12): When the party approaches this area, read or paraphrase the following:

Climbing the rise, you come across a plateau that terminates in a cul-de-sac that seems inhabited. Barbed spears planted in the stone floor make a crude fence around a poorly made table covered with colored vials. Standing at the fence's opening is a stocky, dwarf-like creature with pale blue skin and white, boggling eyes. The minotaur over his shoulder sniffs the air in disgust at you, and adjusts his grip on his greataxe.

The first creature addresses you in Common, twirling its wispy, white moustache, "Come to buy? We only accept coin: no barter, no slaves, no gems."

Development: These derro don't care if the party has sacked Narborg and danced on the thane's body; they either want the party to buy potions or to go away. As long as the party is on good behavior and doesn't try to enter the door to area 11A-6c, the zealot and Moruut won't attack them.

Moruut was offered a job as a gladiator by The Impressario, and in the Bleak Theater's "off season," he does security work. He is ashamed of his runt brother, Minus, who foolishly decided to work for the orcs higher up in the dungeon (area 2-2). Moruut doesn't know or care about the derro's secret plans.

The derro is clearly unhinged, but not in a cutesy way: He's barely holding back his homicidal urges, and a Sense Motive check opposed by his Bluff will realize this fact.

Potion Shop: The derro has 1d3 of each of following potions, all labeled, at 20% markup (all potions CL 3rd):

60 gp: *cure light wounds, jump, mage armor, sanctuary*

300 gp: *reduce person*

360 gp: *blur, cure moderate wounds, spider climb*.

The zealot does not know how to haggle, and attempts to do so irritate him (see below).

Loose Lips: When no one is talking to the derro, he talks to himself. A DC 25 Listen check or a DC 15 Spot check (to read lips) will make out what he's whispering to himself. Three soliloquies are given; he speaks them in order, and each requires a separate check to make out.

#1: *"... mustn't kill them ... must not hook their flesh ... must not crush their skulls with dull rocks...."*

#2: *"... watch their eyes melt ... it's all going to crash down ... mustn't pick my teeth with their splinters...."*

#3: *"... crush ... it will crush everything...."*

Anyone hearing the derro talking about "everything being crushed" can make a DC 35 Knowledge (history) check or DC 25 bardic knowledge check to see if they know of Savant Azrapath (they would know the third, fourth, and fifth paragraphs of the Background Story, above).

If anyone asks about being "crushed" or about Savant Azrapath, he leaps to the conclusion that the party knows all about his secret plans and attacks. He also attacks if House Ereluc (see level 10) is mentioned or if the party tries to barter with him more than twice – he can only repress his murderous urges so long.

Tactics: If a fight breaks out, the zealot backs off and lets Moruut take the first few hits. He creates a *ghost sound* like a ringing alarm, which will bring the decanter and potion master running, arriving in the following round.

Since combat will likely begin with the party close to Moruut, he won't be able to charge into combat. He rages at its first opportunity, and focuses all attacks against whoever is closest, Power Attacking for 5 (and gaining a +10 bonus to damage). He tries to drop the closest opponent as soon as possible so he can charge a foe farther away. If Moruut manages to get a clear charge at an opponent, he will take it, even if this movement would provoke attacks of opportunity. Moruut repeats this tactic throughout the fight, always seeking to charge the next victim.

When the three derro are together, they all use their *sound burst* abilities on a single person, ideally an obvious arcane spellcaster or a character in lighter armor. The decanter and the zealot then gang up on a single opponent, ideally the one who was stunned by the *sound burst*. They try to avoid facing foes in heavy armor.

The decanter knows he doesn't have the proper spells prepared for a fight, so he fights in melee, hoping the greenblood oil poison on his short sword will wear down any enemies. If his weapon or the poison seem particularly ineffective, it resorts to spontaneously casting *inflict* spells.

The potion master, after using his *sound burst* ability, opens up with his (poison-bolt-equipped) repeating crossbow. If he seems to be having trouble hitting, he starts alternating between using his *wand of true strike* on himself, and then firing.

If his crossbow or the poison seems ineffective, he begins casting his meager spells, starting with *burning hands* and working his way down. Should an adventurer close to within 10 feet of him, he casts *blur* on himself.

If the fight turns against the derro, one of them overturns the table of potions to deny them for the party. Each potion has a 75% chance of breaking if this occurs.

The derro will accept surrender, but such a victim faces a terrible fate as they are tortured to death over about a week. These are fanatics, and they fight to the death. Moruut, consumed by bloodlust, does likewise. All creatures will pursue fleeing opponents.

Derro Zealot, derro Exp8: CR 10; Small monstrous humanoid; HD 3d8+3 plus 8d6+8; hp 51; Init +6; Spd 20 ft.; AC 20, touch 13, flat-footed 18; Base Atk +9; Grp +6; Atk masterwork short sword +12 melee (1d4+1 plus poison/19-20) or masterwork repeating light crossbow +13 ranged (1d6/19-20); Full Atk masterwork short sword +12/+7 melee (1d4+1 plus poison/19-20) or masterwork repeating light crossbow +13/+8 ranged (1d6/19-20); SA Poison use, spell-like abilities, sneak attack +1d6; SQ Darkvision 60 ft., madness, spell resistance 15, vulnerability to sunlight; AL CE; SV Fort +4, Ref +7, Will +12; Str 12, Dex 14, Con 13, Int 10, Wis 6, Cha 16.

Skills and Feats: Bluff +17, Diplomacy +5, Disguise +3 (+5 acting), Hide +19, Intimidate +5, Knowledge (arcana) +9, Knowledge (history) +9, Listen +9, Move Silently +19, Speak Language (Dwarven, Giant); Blind-Fight, Improved Initiative, Skill Focus (Bluff), Stealthy.

SA – Poison Use (Ex): Greenblood oil: Injury; Fortitude DC 13; 1 Con/1d2 Con. Derro are not at risk of poisoning themselves when handling poison.

Spell-Like Abilities: At will – *darkness, ghost sound*; 1/day – *daze* (DC 13), *sound burst* (DC 15); Caster level 3rd.

SQ – Madness (Ex): Derro use their Charisma modifier on Will saves instead of their Wisdom modifier, and have immunity to *confusion* and *insanity* effects. A derro cannot be restored to sanity by any means other than a *miracle* or *wish* spell.

Vulnerability to Sunlight (Ex): A derro takes 1 point of Constitution damage for every hour it is exposed to sunlight, and it dies if its Constitution score reaches 0. Lost Constitution points are recovered at the rate of 1 per every 24-hour period spent underground or otherwise sheltered from the sun.

Possessions: Masterwork short sword, masterwork repeating light crossbow, 2 cases of bolts (40 bolts), *+1 studded leather armor*, masterwork buckler.

Derro Decanter, derro Clr3: CR 6; Small monstrous humanoid; HD 3d8+3 plus 3d8+3; hp 33; Init +5; Spd 20 ft.; AC 22, touch 12, flat-footed 21; Base Atk +5; Grp +3; Atk/Full Atk +1 short sword +9 melee (1d4+3 plus poison/19-20); SA Poison use, smite, spell-like abilities, sneak attack +1d6; SQ Darkvision 60 ft., madness, spell resistance 15, vulnerability to sunlight; AL CE; SV Fort +5, Ref +5, Will +10; Str 14, Dex 12, Con 12, Int 10, Wis 12, Cha 18.

Skills and Feats: Concentration +7, Bluff +9, Diplomacy +6, Disguise +4 (+6 acting), Hide +13, Intimidate +6, Listen +2, Move Silently +5; Blind-Fight, Brew Potion, Improved Initiative.

SA – Poison Use (Ex): Greenblood oil: Injury; Fortitude DC 13; 1 Con/1d2 Con. Derro are not at risk of poisoning themselves when handling poison.

Smite (Su): Once per day, this derro cleric can make a single melee attack with a +4 bonus on attack rolls and a +3 to damage. The smite must be declared beforehand.

Spell-Like Abilities: At will – *darkness, ghost sound*; 1/day – *daze* (DC 14), *sound burst* (DC 16); Caster level 3rd.

SQ – Madness (Ex): Derro use their Charisma modifier on Will saves instead of their Wisdom modifier, and have immunity to *confusion* and *insanity* effects. A derro cannot be restored to sanity by any means other than a *miracle* or *wish* spell.

Vulnerability to Sunlight (Ex): A derro takes 1 point of Constitution damage for every hour it is exposed to sunlight, and it dies if its Constitution score reaches 0. Lost Constitution points are recovered at the rate of 1 per every 24-hour period spent underground or otherwise sheltered from the sun.

Spells Prepared (4/3+1/1+1; DC 11 + spell level; Chaos, Destruction domains): 0 – *create water, cure minor wounds, guidance, purify food and drink*; 1st – *cure light wounds, hide from undead, protection from law** (CL 4th), *sanctuary*; 2nd – ~~*cure moderate wounds*~~ (cast into potion), *shatter**.

*Indicates domain spell.

Possessions: +1 short sword, +1 chain shirt, +1 light steel shield, potion of cure moderate wounds (caster level 3rd).

Derro Potion Master, derro Wiz3: CR 6; Small monstrous humanoid; HD 3d8+6 plus 3d4+6; hp 33; Init +8; Spd 20 ft.; AC 17, touch 15, flat-footed 13; Base Atk +4; Grp +0; Atk/Full Atk masterwork dagger +6 melee (1d3/19-20) or *+1 repeating light crossbow* +10 ranged (1d6+1 plus poison/19-20); SA Poison use, spell-like abilities, sneak attack +1d6; SQ Darkvision 60 ft., madness, spell resistance 15, vulnerability to sunlight; AL CE; SV Fort +4, Ref +8, Will +8; Str 10, Dex 18, Con 15, Int 14, Wis 6, Cha 14.

Skills and Feats: Concentration +9, Bluff +8, Diplomacy +4, Disguise +2 (+4 acting), Hide +14, Intimidate +4, Listen +4, Move Silently +14, Spellcraft +7; Blind-Fight, Brew Potion, Improved Initiative, Scribe Scroll.

SA – Poison Use (Ex): Greenblood oil: Injury; Fortitude DC 13; 1 Con/1d2 Con. Derro are not at risk of poisoning themselves when handling poison.

Spell-Like Abilities: At will – *darkness, ghost sound*; 1/day – *daze* (DC 12), *sound burst* (DC 14); Caster level 3rd.

SQ – Madness (Ex): Derro use their Charisma modifier on Will saves instead of their Wisdom modifier, and have immunity to *confusion* and *insanity* effects. A derro cannot be restored to sanity by any means other than a *miracle* or *wish* spell.

Vulnerability to Sunlight (Ex): A derro takes 1 point of Constitution damage for every hour it is exposed to sunlight, and it dies if its Constitution score reaches 0. Lost Constitution points are recovered at the rate of 1 per every 24-hour period spent underground or otherwise sheltered from the sun.

Spells Prepared (4/3/2; DC 12 + spell level): 0 – *acid splash* (x2), *ray of frost* (x2); 1st – *burning hands,* ~~*mage armor*~~ (cast into a potion), *reduce person*; 2nd – *blur,* ~~*blur*~~ (cast into a potion).

Possessions: Masterwork dagger, *+1 repeating light crossbow, cloak of resistance +1,* 2 cases of bolts, *potion of blur* (caster level 3rd), *potion of mage armor* (caster level 3rd), *wand of true strike* (caster level 1st, 37 charges), spellbook.

Moruut, minotaur Bbn6: CR 10; Large monstrous humanoid; HD 6d8+24 plus 6d12+24; hp 114; Init +2; Spd 30 ft.; AC 23, touch 11, flat-footed 23; Base Atk +12; Grp +23; Atk *+2 greataxe* +20 melee (3d6+12/19-20 x3) or gore +21 melee (1d8+10); Full Atk *+2 greataxe* +20/+15/+10 melee (3d6+12/19-20 x3) and gore +16 melee (1d8+6); Space/Reach 10 ft./10 ft.; SA Powerful charge 4d6+13, rage 2/day; SQ Darkvision 60 ft., enchanted horns, fast move-

ment, illiteracy, improved uncanny dodge, natural cunning, scent, trap sense +2, uncanny dodge; AL CE; SV Fort +13, Ref +9, Will +8; Str 24, Dex 14, Con 18, Int 6, Wis 12, Cha 6.

Skills and Feats: Intimidate +9, Listen +8, Search +2, Spot +8, Survival +4; Cleave, Great Fortitude, Improved Critical (greataxe), Power Attack, Track.

SA – Powerful Charge (Ex): Moruut typically begins a battle by charging at an opponent, lowering his head to bring his mighty horns into play. In addition to the normal benefits and hazards of a charge, this allows Moruut to make a single gore attack with a +23 attack bonus that deals 4d6+13 points of damage.

Rage (Ex): Twice per day, Moruut can enter a state of fierce rage that last for 9 rounds. The following changes are in effect as long as he rages: AC 21 (touch 9, flat-footed 21); hp 138; Atk +*2 greataxe* +22 melee (3d6+15/19-20 x3) or gore +23 melee (1d8+12); Full Atk +*2 greataxe* +22/+17/+12 melee (3d6+15/19-20 x3) and gore +18 melee (1d8+8); SA Powerful charge 4d6+16; SV Fort +15, Will +10; Str 27, Con 20. At the end of his rage, Moruut is fatigued for the duration of the encounter.

SQ – Enchanted Horns (Sp): Moruut has paid to have *greater magic fang* (+3) made permanent on his horns. They strike as piercing, magical weapons.

Natural Cunning (Ex): Moruut is immune to *maze* spells, cannot become lost, and can track his enemies. He cannot be caught flat-footed.

Possessions: +2 greataxe, +2 chainmail, amulet of natural armor +1, 3d20 sp.

Area 11A-6b, c, d – The Ruse: The three unimportant interior rooms are described below. The ceiling in each area is 6 feet high.

Area 11A-6b – Zealot's Bed: The table in here is heavily marked by dagger points and has an old, old bloodstain on it. It wobbles considerably, but the chairs are comfortable if you're Small. The bedroom contains a threadbare bed, another chair, and a dresser with a change of clothes and a spare short sword.

Under the bed are the jumbled bones of seven humans. Each bone has been carefully scraped clean of meat and washed, and several are cracked from the sufferings inflicted by the derro.

Area 11A-6c – Workshop: The long table has an oak veneer peeling off and the cabinets at either end of the room are slanted slightly. The room contains several dozen potions that aren't finished yet. Scattered on the table are various retorts, vials, burners, 13 tindertwigs, and spell components, as well as some labeled potions: 2 of *jump*, 3 of *cure light wounds*, 1 of *spider climb*, and 1 of *sanctuary*. One potion, mislabeled *cure moderate wounds*, is actually a potion of *reduce person*. All potions are CL 3rd. The gear in here is sufficient for an alchemical lab.

Lighting an innocuous burner on the shelf activates the secret door in the wall. That section of shelf slides backward into the wall. Alternatively, a DC 30 Search check will find it.

Area 11A-6d – Beds: These beds are filthy, and all four look slept in even though there are only two derro who bunk in here; they swap beds as they please. Spare clothing, spell components, and 2d12 gp are scattered around. Lying open on one bed is the potion master's spellbook (see sidebar).

Area 11A-6e – The True Purpose: The ceiling in here is 6 feet high. When the party enters this area, give the players Handout AJ and read or paraphrase the following:

This rectangular room is bare of furnishings. Its only features are hooked chains hanging from the ceiling, some scroll cases thrown in a corner, a hammer and a handful of nails on the floor near the door, and a singularly repulsive statue carved to portray a deformed derro, with a scaly hide, bat wings, and protruding fangs. One of its feet is a cloven hoof.

Two sheets of paper are nailed into the stone next to the hideous sculpture. One looks like a flyer of some sort, while the other is a crude map with notations along one margin.

Potion Master's Spellbook

The derro potion master has filled 31 pages of his spellbook with the following spells:

0 level – *acid splash, arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, message, open/close, prestidigitation, ray of frost, read magic, resistance, touch of fatigue*.

1st level – *burning hands, endure elements, jump, mage armor, magic weapon, protection from good, reduce person*.

2nd level – *blur, spider climb*.

The whole area smells strongly of rotten meat. You can see gobbets of putrefied flesh still hanging on the hooks.

Development: When the derro managing the potionworks can no longer suppress their inclinations to inflict suffering on a living creature, they purchase a human slave from The Impresario (see level 10) and bring the unfortunate here to vent their madness with nail, hammer, and hook. The remains are found in area 11A-6b.

There are five scroll cases, and each contains 1d3+2 scrolls of *passwall* (CL 9). Mixed in with the scrolls is a sheet of paper with writing in Undercommon. It reads:

"Our patience grows thin. We expect to hear you can pull the cloth out from under the house of cards soon."

It is signed in Elven with the name "Nirrec Ereluc."

Returning this letter to Liaa Ereluc (area 10-37) completes the "Mouth of the Drow" subquest.

Anyone examining the statue may make a Knowledge (history) or bardic knowledge check as described in area 11A-6a to know the same information. Anyone who also reads the flyer on the wall gains a +10 circumstance bonus to the check.

Progress: The map on the wall is actually the derro's record of progress made toward unearthing Savant Azrapath. When the party examines this map, give them Handout AK.

Translated from Undercommon, the margin notes on the map read:

"Excavation Process is taking longer than anticipated ... must negotiate with Nirrec to get more scrolls ... so much accursed failure"

"Started grid approach ... covering better ground"

"Must be closer to the Lightless Gate ... hate selling potions"

"Nirrec demanding results ... going to have to do something about her...."

A DC 25 Knowledge (nobility) check would know that "Ereluc" probably refers to House Ereluc, a powerful drow household (see level 10).

The flyer on the wall, translated from Undercommon, reads:

"THIS WE BELIEVE

The Savant will return and slay the Sun, as was promised before...

The Savant will lead His people out of the dark...

And we shall survive the Great Collapse.

THIS WE BELIEVE

After years of painful waiting, the Excavation is at hand...

He waits for His Followers at this strata...

Patience and secrecy will free Him...

The Followers will be rewarded...

And more will come if we fail.

THIS WE BELIEVE

The Savant will return and slay the Sun, as was promised before."

Area 11A-7 – Needle in a Haystack (EL 12): Assume the *passwall* spells create a tunnel that is 10 feet high. When the party reveals this area, read or paraphrase the following:

The earth parts before you, revealing a small hollow. Stirring within is a malformed creature, the spitting image of the statue in the derro's torture room. It spreads its wings and glares at you, speaking as if continuing a conversation you didn't hear the beginning of, "…but oh yes, it will all collapse, and you will all drown in stone..."

Development: The Savant doesn't want to parley or bargain; he's primarily interested in finding some derro to lead and getting back to his mad sun-slaying plans.

Babble: If allowed to talk, the Savant will continue his one-sided conversation. Some excerpts are below:

"…but if it did not rise, then the world changes…"

"…I thought of that already, you merely need a piece of the moon, fool…"

"…I remember how her face looked as she bled out ... so peaceful…"

"…how dare you accuse me of madness!"

Tactics: The sorcerer begins combat by casting *unholy blight*, then *shield*. It will order its *mask of the skull* (see below) to attack any obvious arcane spellcasters he can see or the nearest character in light armor. Then he starts blasting with *scorching ray*, mixing in his *sound burst* or *poison* if his enemies have closed with him.

If Azrapath manages to disable a few opponents, or if he's reduced to 12 hit points or less, he'll start casting *ray of exhaustion* in hopes of capturing a foe for later.

If grappled, the derro laughs and continues casting thanks to his Still Spell and Eschew Materials feat. Note that a sorcerer casting a spell with a metamagic feat adjusts the spell level as normal, and additionally it requires a full-round action to cast (this does not increase the casting time to 1 round, as with a *summon monster* spell).

Azrapath continues to babble throughout the fight (see above).

The monster fights to the death and gleefully pursues any fleeing opponents. If possible, he will capture one for his fiendish delight.

Savant Azrapath, half-fiend derro Sor7: CR 12; Small outsider (native); HD 3d8+6 plus 7d4+14; hp 51; Init +6; Spd 20 ft., fly 20 ft. (average); AC 20, touch 17, flat-footed 14; Base Atk +6; Grp +3; Atk claw +13 melee (1d3+1); Full Atk 2 claws +13 melee (1d3+1) and bite +8 melee (1d4); SA *Mask of the skull*, spell-like abilities, smite good 1/day, sneak attack +1d6; SQ Damage reduction 5/magic, darkvision 60 ft., immune to poison, madness, resistance to acid 10, cold 10, electricity 10, and fire 10, spell resistance 20, vulnerability to sunlight; AL CE; SV Fort +5, Ref +11, Will +15; Str 12, Dex 22, Con 14, Int 17, Wis 6, Cha 25.

Skills and Feats: Bluff +20, Concentration +12, Diplomacy +17, Disguise +7 (+9 acting), Hide +20, Intimidate +15, Knowledge (arcana) +12, Knowledge (architecture and engineering) +8, Listen +4, Move Silently +14, Search +3 (+5 secret doors), Sense Motive +3, Speak Language (Common, Draconic, Dwarven); Combat Casting, Eschew Materials, Still Spell, Weapon Finesse.

SA – Mask of the Skull: Once per day, this wondrous item can be commanded to fly 50 feet toward a target and make a melee touch attack (attack bonus +6). If the attack hits, the target must make a DC 20 Fortitude save or die (as if affected by a *finger of death*). If the save is successful, the target still takes 3d6+13 points of damage.

Smite Good (Su): Once per day, Azrapath may make a normal melee attack to deal +10 extra damage to a good foe.

Spell-Like Abilities: At will – *darkness* (CL 3rd), *ghost sound* (CL 3rd); 1/day – *contagion* (DC 21), *daze* (CL 3rd; DC 17), *desecrate, sound burst* (CL 3rd; DC 19), *unholy blight* (DC 21); 3/day – *darkness, poison* (DC 21). Caster level 10th, except where noted.

SQ – Madness (Ex): Derro use their Charisma modifier on Will saves instead of their Wisdom modifier, and have immunity to *confusion* and *insanity* effects. A derro cannot be restored to sanity by any means other than a *miracle* or *wish* spell.

Vulnerability to Sunlight (Ex): Azrapath takes 1 point of Constitution damage for every hour he is exposed to sunlight, and dies if his Constitution score reaches 0. Lost Constitution points are recovered at the rate of 1 per every 24-hour period spent underground or otherwise sheltered from the sun.

Spells Known (6/8/8/6; DC 17 + spell level): 0 – *arcane mark, dancing lights, detect poison, detect magic, message, read magic, resistance*; 1st – *comprehend languages, identify, shield, true strike, ray of enfeeblement*; 2nd – *detect thoughts, locate object, scorching ray*; 3rd – *arcane sight, ray of exhaustion.*

Possessions: Mask of the skull.

Area 11A-8 – The Lightless Gate (EL 13): When the party approaches this area, give the players Handout AL and read or paraphrase the following:

> *The path widens into a large cavern. The walls here show signs of having been worked on, as if they were expanded. To the left is a staircase that leads up to a railed platform. Standing in the middle of the cavern is a bored-looking duergar with a longspear. His eyebrows rise, then furrow suspiciously at the sight of you.*

Your eyes, however, are drawn to the great wall behind him. Constructed of a strange dark mineral, it has mithril bands reinforcing its frame and diamonds studded across its capital. Each diamond has been worked to look like a skull. The wall is 35 feet wide and it completely seals this cavern from what lies beyond.

Development: The duergar will be suspicious if the party is bloodstained, wounded, or unaccompanied by at least one deep watch. He will call out for reinforcements, summoning his two fellows from area 11A-9.

If the Lightless Gate is destroyed, the valuable materials used in its construction melt, becoming worthless slag.

If the party uses magic to coerce the duergar, the Lightless Gate will refuse to open for them and attack. The noise of combat will draw the other two attendants from their positions.

Magic Armaments: Each duergar carries two wands, one each in a springwand bracer. One of these wands is always a *wand of deeper darkness*, and the other is different. The attendant in front of the gate has a *wand of acid arrow* (CL 3rd; 22 charges), the one on duty in the viewing station (area 11A-9b) has a *wand of hold person* (CL 5th; 10 charges), and the one off duty (area 11A-9c) is nonetheless wearing a *wand of magic missile* (CL 3rd; 19 charges).

The Toll: If the party fools the duergar or is actually just peacefully passing through, the duergar will collect a "leaving toll" of 100 gp per head. If they ask, the "entering toll" is 1,000 gp per head. The duergar is loyal to his thane and cannot be bribed.

Tactics: The attendant on the ground backs up to the gate and fights, using his longspear to attack the party and hoping it and the Gate will keep the party at a distance. If the party backs off, he uses his *wand of acid arrow*.

The off-duty duergar does not have his longspear with him; he draws both his wands and uses those as long as he isn't threatened, targeting any front-line fighters or healer with his *wand of magic missile*. His first duty, however, is to use his *wand of deeper darkness* to extinguish any light sources. He remains on the platform.

The viewing station attendant changes tactics depending on what the party does. Like the off-duty duergar, his primary job is to keep the party from using any light sources in this area. If the party comes for his companion, he stands atop the stairs and uses his longspear to keep his companion safe. If the party tries to attack from afar, or if a front-line fighter is about to kill the duergar on the ground, he will try to use the *wand of hold person*.

Note that in order to use any of the wands, the attendants must first make a DC 20 Use Magic Device check.

The Lightless Gate starts combat by using *sympathy* on the greatest number of targets it can affect at once, bringing the fight to it. It typically targets an area about 10 feet away from it, well within its reach. It then attacks the party, using massive pseudopod-like clubs that flow from its metal mass. It single-mindedly concentrates on one foe before moving on to the next one.

If an adventurer stands at the Gate with a light source for 2 continuous rounds, it will switch to using *antipathy* to make that party member go away.

It targets any constructs or siege engines with its deconstruction ray, but otherwise fights as outlined above.

All creatures fight to their destruction. The attendants won't pursue fleeing adventurers, but will alert other duergar to their presence.

Duergar Attendants, duergar Exp7 (3): CR 7; Medium humanoid (dwarf); HD 7d6+7; hp 31 each; Init –1; Spd 20 ft.; AC 14, touch 9, flat-footed 14; Base Atk +5; Grp +5; Atk/Full Atk masterwork heavy

Springwand Bracer

These items are described in more detail in Appendix D, but the basics are reprinted here for convenience.

This bracer can store one wand in its workings. Anyone wearing a springwand bracer can, with a snapping action with their arm, release a trigger that ejects the wand into their waiting hand. If the wearer has an item in that hand, the wand instead falls to the ground at their feet.

Using a springwand bracer is a free action that does not provoke an attack of opportunity. Putting a wand into a springwand bracer is a full-round action that provokes attacks of opportunity.

The bracers used by these duergar are marked with the stamp of the Clockwork Academy (see level 4A).

mace +6 melee (1d8) or masterwork longspear +6 melee (1d8/x3); Space/Reach 5 ft./5 ft. (10 ft. with longspear); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +3, Ref +1, Will +6; Str 10, Dex 9, Con 13, Int 8, Wis 12, Cha 10.

Skills and Feats: Appraise –1 (+1 metal and stone items), Diplomacy +2, Listen +14, Move Silently +2*, Sense Motive +11, Spellcraft +11 (+13 to decipher scrolls), Spot +14, Use Magic Device +15 (+17 scrolls); Alertness, Magic Aptitude, Skill Focus (Use Magic Device).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 14th); these abilities affect only the duergar and whatever it carries.

Possessions: Masterwork heavy mace, masterwork longspear, masterwork chain shirt, masterwork buckler, pair of springwand bracers, *wand of deeper darkness* (CL 5th; 10 charges), one other wand (see above), master key for area 11A-9.

The Lightless Gate: CR 12; Unique Colossal construct; HD 28d10+80; hp 234; Init –5; Spd 0 ft.; AC 15, touch –3, flat-footed 15; Base Atk +21; Grp +38; Atk slam +22 melee (4d6+9) or deconstruction ray +8 ranged touch (see text); Full Atk 2 slams +22 melee (4d6+9) or deconstruction ray +8 ranged touch (see text); Space/Reach 20 ft. by 35 ft./20 ft.; SA *Antipathy/sympathy*, deconstruction ray; SQ Damage reduction 10/adamantine, blindsight 90 ft., construct traits, immunity to magic, lightless, low-light vision, manipulate opening; AL N; SV Fort +11, Ref +6, Will +11; Str 28, Dex 1, Con –, Int 2, Wis 10, Cha 6.

Skills and Feats: Listen +15, Spot +26; Ability Focus (*antipathy*), Ability Focus (*sympathy*), Alertness, Awesome Blow, Improved Bull Rush, Iron Will, Great Fortitude, Power Attack, Skill Focus (Listen), Skill Focus (Spot).

SA – Antipathy/Sympathy (Su): This fortification has to ability to use *antipathy* and *sympathy* as it sees fit, either with the intention of keeping invaders away or pulling them into its reach. The Lightless Gate can activate or cancel this ability as a move action. After activating this ability, it must wait 1d4 rounds before it can use it again. The simple-minded construct does not understand the concept of alignment, so it always chooses to affect a particular kind of creature, whichever seems to be most numerous. It can only use one ability at a time.

Regardless of which ability it uses, it typically designates an area within its reach as the source of the effect. Note that being attacked does not break the compulsion to be in the specified area.

This mind-affecting compulsion (caster level 15th) can be resisted with a DC 24 Will save. This ability has a 60-foot range.

Deconstruction Ray (Su): The duergar anticipated that invaders would bring along constructs or siege engines that would be immune to the Lightless Gate's primary ability. Accordingly, they constructed it with the ability to fire a ray that deals great damage to constructs and objects.

As a ranged touch attack, the Lightless Gate fires a silver beam from any of its diamond skulls. Any unattended object hit by the beam must make a DC 22 Fortitude save or be disintegrated. For this ability, a manned siege engine is considered unattended, whereas a worn shield or held longbow is not. Constructs struck by this ray are not disintegrated, but instead take 4d8 points of damage (no save).

This ability is a transmutation effect (caster level 15th), and has a range of 60 ft.

SQ – Immunity to Magic (Ex): This construct is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below. A *transmute rock to mud* spell slows the Lightless Gate (as the *slow* spell) for 2d6 rounds, with no saving throw, while *transmute mud to rock* heals all of its lost hit points. A *stone to flesh* spell does not actually change the construct's structure but negates its damage reduction and immunity to magic for 1 full round. Any spell with the light descriptor affects the construct as noted below.

Lightless (Ex): The Lightless Gate was constructed in darkness and resides in darkness. Offensive spells with the light descriptor, like *sunbeam* and *sunburst*, deal damage to the construct normally, bypassing its immunity to magic. Additionally, bright light affects the construct as if it were potent acid. The spells *continual flame, dancing lights, daylight*, and *light* inflict 2d6 points of damage, +1 point per spell level, per round that the Lightless Gate is inside the area brightly illuminated by the spell (not the extended area of shadowy illumination). Mundane sources of light, like torches, lanterns, and candles, are treated as 0-level spells.

Manipulate Opening: As a move action, the Lightless Gate can fill in its opening, making itself impassable. Making the opening reappear is also a move action.

Languages: None (understands Dwarven).

Area 11A-9 – Attendant Post: These connected areas are of lesser importance, so are all discussed briefly below. The ceiling is 10 feet high in each of these areas.

The three duergar work 16-hour shifts, rotating between eight hours of manning the viewing station, eight hours of collecting tolls in area 11A-8, and eight hours of rest.

Area 11A-9a – Wand Storage: The door to this room is locked with a good-quality lock (Open Lock DC 30). The wall opposite the door has a strange wooden rack for holding wands. Each wand has a scrap of paper next to it identifying the spell contained, any command words, and estimated charges remaining. The wands in here are almost out of charges (only 1d4+1 remaining in each), and so are used only in emergencies.

CL 1: *cure light wounds, detect magic, magic missile.*

CL 3: *acid arrow, darkness*.

CL 5: *dispel magic*.

Area 11A-9b – Viewing Station: This bare stone chamber has a raised pedestal upon which rests a *crystal ball*. The wondrous item is the basic version, and has no additional spells enchanted into it. It is specifically keyed, however, to only look at area 11A-8 or area 11A-10; it cannot be used to look anywhere else.

Normally, one attendant is always stationed here to monitor traffic approaching the Lightless Gate. An audible *alarm* sounds if the ball is picked up. This mentally "pings" the Master Wizard (area 12-18).

Area 11A-9c – Bedrooms: These three rooms house the duergar when they are not on duty. Each room is tidy but contains only personal effects. There is normally a duergar resting in one of the rooms. One of these rooms will contain a masterwork longspear.

Area 11A-9d – Vault: This door is locked with a good-quality lock. Inside is some shelving that contains coins carefully stacked in piles of ten; the tolls collected from passing traffic. Although it normally can hold a great deal of cash, it was recently transferred to Narborg, so there is only 40 pp, 324 gp, and 510 sp at present.

Area 11A-9c – Common Room: This area is where off-duty duergar can eat or relax. There is no cooking area but a large rack of spices. A small basin holds three bowls and a single horn spoon, actually a *sustaining spoon*. The duergar eat the bland gruel every day, and use the spices to make it more palatable.

Area 11A-10 – Descent: As the party approaches this area, read or paraphrase the following:

The great gate behind you, the tunnel continues sloping downward, going deeper into the earth. To the left and ahead a bit, there is a pit that has a crude staircase carved into it. Words in a spidery writing are chiseled into a plinth beside the pit.

Ahead lies the vastness of the Underdeep. Walking in that direction would certainly take you out from underneath Castle Whiterock, into the unknown.

Development: The air at the mouth of the pit is noticeably hotter than the ambient air on this level. In Draconic, the writing reads:

"Ware to travelers! Below lies the Burning Maze and the Lair of Great Benthosruthsa! Come humbly before his majesty!"

Taking the stairs down is a steep climb that descends 110 feet before depositing the party in area 14-1.

Consequences

The destruction of the Lightless Gate is a personal affront to Thane Hrolad Vejik. His response is detailed in the Consequences section of level 10.

Further Adventures

Savant Azrapath's actual plan for "slaying the Sun" has been left intentionally vague so that GMs can fit it into their campaign, if desired, as they see fit. Even if the Savant is slain, the means may still exist, and researching the derro's history may uncover a clue that leads to a new adventure.

If Savant Azrapath is not slain, more of his followers will eventually come and free him. He would, of course, begin anew his quest, and the celestial powers would, of course, seek champions to thwart him once more. Who better than the adventurers who missed a chance to slay him?

Getting past the Lightless Gate leaves the party at the doorstep of a whole world of danger and adventure in the Underdeep. Although such quests take place outside the scope of *Castle Whiterock*, several possibilities are hinted at in this dungeon. House Ereluc and the derro followers had to come from somewhere, and apparently gibbering mouthers are a threat in this area. The duergar built the Lightless Gate with the deconstruction ray specifically to counter siege engines and constructs ... could there be a siegeworks down below (possibly a recovered section of the Clockwork Academy?). Somewhere nearby is the duergar deep watch outpost of Varrhamr, and the women, children, and wealth were evacuated to another duergar city-fortress called Haldaboer. Both of these locations are individually less fortified than Narborg, but they could support each other to be more formidable.

Bonus Rewards

Using the derro's notes and scrolls to unearth Savant Azrapath is worth an extra 300 XP to each PC.

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 11B:
CARAPACE FISSURE

Level Summary

Descending the great chasm outside Narborg's rear gate, the party runs afoul of refuse-dwelling vermin, but has a chance to discover one of the secrets of Castle Whiterock: the Demonhold.

Game Master's Section

Encounter Table

Loc	Pg	Type	Encounter	EL
11B-1	404	C	Fissure wasp scout	7
11B-2	405	C	11 bombardier beetles	9
11B-3	405	C	6 fissure wasp scouts	12
11B-4	406	C	3 fissure wasp scouts 6 fissure wasp laborers	12
11B-5	407	C	3 fissure wasp architects	12
11B-6	407	C	Fissure wasp queen 3 fissure wasp architects	13
11B-7	409	C	Savage advanced otyugh	10

Scaling Information

"Carapace Fissure" is a short level of *Castle Whiterock* designed for 4-6 characters of 11th level, but it can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or less than 11th level): Halve the number of fissure wasp scouts in area 11B-3. When the party has descended to area 11B-4, remove two fissure wasp scouts and two laborers. For both encounters in the hive (areas 11B-5 and 11B-6), remove one of the fissure wasp architects, and replace one with a scout. Do not change areas 11B-1 or 11B-3.

Stronger parties (7 or more characters, or higher than 11th level): Add two fissure wasp laborers to area 11B-3. When the party has descended to area 11B-4, replace two fissure wasp laborers with an equal number of scouts. Add a fissure wasp scout to areas 11B-5 and 11B-6. Do not change areas 11B-1 or 11B-3.

Recurring Fissure Wasp Traits

Unless otherwise noted, all creatures marked as fissure wasp scouts or architects have the same racial traits, described below. Other species of fissure wasp have variations that are noted in their individual stat blocks.

Skills: Fissure wasps have a +8 racial bonus to Hide checks in a natural underground setting due to their coloration. (This bonus is already reflected in their stats.)

The following traits are specific to fissure wasp scouts:

Poison (Ex): Injury; Fortitude DC 18; initial/secondary damage 1d4 Str/exhausted.

Sonorous Drone (Ex): A fissure wasp scout's wings vibrate at such a pitch that they stimulate alpha-wave brain activity in most sentient creatures. Each round such a creature is within 30 feet of a flying fissure wasp scout, it must make a Fortitude save or fall asleep (as the *sleep* spell). The base DC for this saving throw is 16, and it increases by +1 every subsequent round.

Stalwart 1 (Ex): A fissure wasp scout can ignore any attack that inflicts a single point of damage to it. Attacks that inflict more than one point of damage deal their full amount.

The following traits are specific to fissure wasp architects:

Poison (Ex): Injury; Fortitude DC 19; initial/secondary damage 1d4 Str/exhausted.

Preserving Saliva (Ex): The spittle of a fissure wasp architect acts as a preservative on once-living matter, acting for all purposes as *unguent of timelessness*.

It is also a poison to living creatures that disrupts their neurological systems, acting as a *slow* spell: Injury; Fortitude DC 19; initial and secondary damage *slow* 1d4 rounds.

Stalwart 3 (Ex): A fissure wasp architect can ignore any attack that inflicts three or less points of damage. Attacks that inflict more than three points of damage deal their full amount.

Background Story

When the Company of the Black Osprey explored the caves beneath Castle Whiterock, they discovered this deep pit. The company wizard, Pelltar, had been looking for just such a spot to place his proposed demon-prison. Over the next few years, he expanded the natural caverns beneath the fissure to create the Demonhold (level 13), and then rested easy in the knowledge that few would think to look for a pit at the bottom of a pit.

Centuries have gone by, and Pelltar's supposition has largely been borne out. The duergar who occupy the upper caverns merely use Carapace Fissure as a dumping ground for corpses, refuse, and other garbage, making the area inhospitable for most normal life. Only vermin and aberrations make their home in Carapace Fissure, and none of them care one way or the other for demons.

The most populous and notorious denizens of this area are the fissure wasps, from whom the pit takes its name. They occasionally buzz their way up to Narborg's causeway, but they are not considered enough of a nuisance to incite the dwarves to exterminate their hive.

X Marks the Spot: Each map of this level features a line of three "X" marks. They are intended for 3-D positioning of foes and PCs as the party descends into Carapace Fissure, and they're consistent with identical marks found in area 11-1, which is at the top of this pit.

Methods of Descent: An average party should have several means to explore Carapace Fissure. Spells such as *fly* and *air walk* allow for a controlled descent, whereas *levitate* and *feather fall* allow only for vertical movement. Climbing is onerous but not impossible, and freefall is usually the least desirable option.

Finally, *wind walk* would get the party safely to the bottom with little effort.

Flying, *Flying, Levitating*, and *(Feather) Falling*: The table below summarizes some points concerning tactical movement as pertains to a few of the most likely scenarios.

Creature/Spell	Speed (Manueverability)	Down Speed	Up Speed	Run?	Hover?	Flat-Footed?
Scout	60 ft. (perfect)	120 ft.	60 ft.	Yes	Yes	No
Laborer	20 ft. (average)	40 ft.*	10 ft.*	Yes	No	No
Fly	60 ft. (good)	120 ft.	30 ft.	No	Yes	No
Feather fall	N/A	60 ft.	N/A	No	No	Yes
Levitate	N/A	20 ft.	20 ft.	No	Yes	No

*After moving 5 ft.

Creatures with average maneuverability (like a fissure wasp laborer) must move forward at least one-half their movement each round or they begin to freefall.

Creatures under the effect of a *levitate* spell have difficulty when fighting. Such a creature that attacks with a melee or ranged weapon (including weaponlike spells) becomes increasingly unstable. The first attack in a round has a –1 penalty to attack rolls, the second –2, and so on, to a maximum penalty of –5. These penalties carry over between rounds, but a full round spent stabilizing allows the creature to begin again at –1.

In addition to being flat-footed, creatures under the effect of *feather fall* are in a state similar to prone; they suffer a –4 penalty to melee attack rolls, and suffer a –4 penalty to AC against melee attacks. Although they can use any ranged weapon, they gain no bonus to AC against ranged attacks.

Creatures *flying* or *levitating* when affected by the sonorous drone of a fissure wasp scout remain in place.

Climbing Down: The walls of the chasm are irregular and covered in a thin layer of slime. Scaling the walls of Carapace Fissure requires a DC 20 Climb check. This Climb DC is consistent between the stone wall of the shaft and the hive's refuse-and-hardened-slime walls; although the hive has more handholds, it is also slick with wasp slime.

An adventurer needs both hands free to climb, but may cling to a wall with one hand while casting a spell or taking some other action. While climbing, heroes lose any Dexterity bonus to their AC and cannot use a shield.

With a successful Climb check, an adventurer can advance up, down, or laterally at one-quarter his normal speed, or, by accepting a –5 penalty to his check, he can attempt to move at half-speed. A Climb check that fails by 4 or less means no progress is made; if the check fails by 5 or more, the adventurer falls.

If a climber has pitons and a pounding implement, he can create his own handholds. Each piton requires 1 minute to drive home, and one piton is needed for every 3 feet of distance. A surface with pitons requires a DC 15 Climb check to scale.

Any time a climbing creature is damaged, he must make a Climb check against the DC of the surface. Failure means the climber falls.

A hero who falls can attempt to catch himself by making a Climb check against the surface's DC+20. In this case, that would be a DC 40 Climb check. Someone lower than a falling adventurer may attempt to catch the person. First, the catcher makes a melee touch attack (the faller can be flat-footed if he wishes), and then makes a Climb check against the surface's DC+10 (in this case, a DC 30 Climb check). Success indicates the falling character is caught, but if their total weight (including gear) exceeds the catcher's heavy load limit, both people begin to fall. If the check fails by 4 or less, the catcher misses the falling person, and if it fails by 5 or more, the catcher also begins to fall.

Falling Down: Without getting into the physics of gravity, coefficients of friction, and relative mass, assume that falling creatures travel 500 feet in the first round, meaning they'll hit bottom in one round. From its lip to the bottom, Carapace Fissure is 145 feet deep. A fall from the causeway in area 11-1 is 215 feet. Creatures take 1d6 points of damage per 10 feet fallen, maxing at 20d6 after 200 feet. It is possible, therefore, to take maximum falling damage by falling from the causeway in area 11-1, but there are a few ledges down the shaft that may "catch" the unfortunate adventurer. Use the reference points provided on the maps to determine the falling character's position.

Note that falling damage is not reduced by damage reduction.

Areas of the Map

The level is a vertical shaft with a few caves and fissures radiating outward.

The majority of walls are made of stone:

Stone Wall: Hardness 8, 15 hp per inch of thickness.

Unless otherwise stated, there are no light sources or doors found on this level. Each area will indicate the appropriate ceiling height.

As the party descends into Carapace Fissure, they will notice an increase in temperature; this is hot air venting from the Burning Maze (level 14) through hairline cracks.

Area 11B-1 – Lip to Five Feet Down (EL 7): When the party examines the mouth of Carapace Fissure, read or paraphrase the following:

> *The air over this chasm brushes your faces as if stirred by movement below. Faintly, you hear a droning sound like the buzzing of bees. The pit reeks of carrion, offal, and garbage.*

If the party has a light source or can otherwise see in the dark, have any party members looking over the lip make a Spot check opposed by the Hide check of the fissure wasp scout crawling on the wall. If the party spies the creature, read or paraphrase the following:

> *A great wasp, about the size and mass of a halfling, clings to the chasm wall, about five feet down. Its exoskeleton is subtly shaded and col-*

ored to blend with the drab stone surface of the pit. Its wicked stinger flickers back and forth in mindless agitation.

If any party members can see 20 feet into the darkness, read or paraphrase the following:

You can make out a pair of ledges about 20 feet down. The larger occludes almost a quarter of the fissure's area.

Development: This fissure wasp scout is looking for food. It considers anything that enters the pit to be an invader or prey, and will investigate the party.

The wasp has a hive-mind, however, and will return to its nest to report its findings and gather more wasps.

Tactics: The fissure wasp will attack any party members who venture into Carapace Fissure. If multiple targets are presented, it selects the smallest first.

Once combat begins, it will venture out of Carapace Fissure if necessary to engage the party, but it does not fight to the death. When reduced to 28 hit points or less, it retreats back to its hive in area 11B-5. Whether or not it escapes determines what happens in area 11B-4.

Fissure Wasp Scout: CR 7; Small vermin; HD 10d8+10; hp 55; Init +6; Spd 20 ft., climb 10 ft., fly 60 ft. (good); AC 22, touch 17, flat 16; Base Atk +7; Grp +5; Atk/Full Atk sting +16 melee (1d4+3 plus poison); SA Sonorous drone, poison; SQ Darkvision 120 ft., immunity to poison, scent, stalwart 1, vermin traits; AL N; SV Fort +8, Ref +9, Will +4; Str 14, Dex 22, Con 13, Int –, Wis 12, Cha 4.

Area 11B-2 – Twenty Feet Down (EL 9): When the party descends to this elevation, read or paraphrase the following:

A large outcropping, slick with refuse and decay, juts out into the open space of the chasm. A small one, just as filthy, is off to its side. Both ledges open into small caves, no more than five feet tall. Inside, countless beetles crawl over each other. A few venture out onto the ledge, waving their antennae at you in warning or curiosity.

Development: This click of giant bombardier beetles ekes out an existence on the fringe of the fissure wasp colony, surviving mostly on garbage that has fallen on their ledge from above or by catching the odd critter.

At this elevation, the party may notice a slight increase in ambient temperature.

Slippery Slope: As described above, the outcropping is slick with filth. Creatures not unusually stable (such as those possessing more than two legs, like the beetles) must make a DC 10 Balance check if they wish to move any distance on an outcropping. If they succeed, they may move as normal; if they fail, they fall prone. Creatures falling prone on the edge must make a second Balance check (DC 10) or slip off. From either ledge, it is 125 feet to the bottom of Carapace Fissure (12d6 falling damage).

Tactics: If the party does not venture onto either ledge, the beetles leave them alone. If, however, they set foot on an outcropping, all eleven beetles will move to defend their lair. They move as a mass, swarming the party on the outcroppings. As many as possible will attack a single adventurer, with any stragglers either pelting party members with acid spray or waiting to move in.

The vermin do not chase any fleeing opponents, and fight to the death to defend their lair.

Giant Bombardier Beetles (11): CR 2; Medium vermin; HD 2d8+4; hp 13 each; Init +0; Spd 30 ft.; AC 16, touch 10, flat-footed 16; Base Atk +1; Grp +2; Atk bite +2 melee (1d4+1); Full Atk bite +2 melee (1d4+1); SA Acid spray; SQ Darkvision 60 ft., vermin traits; AL N; SV Fort +5, Ref +0, Will +0; Str 13, Dex 10, Con 14, Int –, Wis 10, Cha 9.

Skills and Feats: None.

SA – Acid (Ex): When attacked or disturbed, a giant bombardier beetle can release a 10-foot cone of acidic vapor once per round. Those within the cone must succeed on a DC 13 Fortitude save or take 1d4+2 points of acid damage.

Among the Filth: Scattered throughout the small cave complex are a few valuables accidentally discarded. A slime-encrusted coin purse contains 600 gp (winnings from the Bleak Theater), a *potion of endure elements* (CL 1st), and mixed in with some scattered bones is a small leather loop, actually a *ring of climbing* (from a would-be explorer who ran afoul of the beetles).

Area 11B-3 – Forty Feet Down (EL 12): From this elevation, most parties would have their first glimpse of the hive, 60 feet below them. Regardless of location, insert this text at the limit of the party's vision (if they are looking down):

Below you, protruding from a recess in the fissure wall, is a house-sized, irregular mass of some sort. The mass seems to be wedged or affixed to the cavern wall, and dark shapes crawl on its exterior.

Development: As the party descends to this elevation, they may spot several fissure wasp scouts

clinging to the cavern wall, scrounging the cracks for smaller vermin or embedded filth. Have the party make a Spot check opposed by each scout's Hide check.

If the party gets within 10 feet of them, or attacks them, they will engage the party.

The party will definitely notice increased temperature here.

Tactics: The wasps are adept at aerial combat. All of them immediately take flight and surround one target (including directly above and below). They sting one target for 2 rounds before moving on to the next one. Their tactic is to thin the ranks of prey/invaders with their sonorous drone and inject poison into as many targets as possible so that even if they die, the hive will be able to harvest their bodies later.

These scouts fight to the death, but do not pursue fleeing opponents, rationalizing in their insect way that they've repelled an invasion.

Fissure Wasp Scouts (6): CR 7; Small vermin; HD 10d8+10; hp 55 each; Init +6; Spd 20 ft., climb 10 ft., fly 60 ft. (good); AC 22, touch 17, flat 16; Base Atk +7; Grp +5; Atk/Full Atk sting +16 melee (1d4+3 plus poison); SA Sonorous drone, poison; SQ Darkvision 120 ft., immunity to poison, scent, stalwart 1, vermin traits; AL N; SV Fort +8, Ref +9, Will +4; Str 14, Dex 22, Con 13, Int –, Wis 12, Cha 4.

Area 11B-4 – Seventy Feet Down (EL 12): When this flight of wasps appears, either here or in area 11B-5, read or paraphrase the following.

The balmy air fills with the drone of insectile wings as a flight of venom and barb surges forth. You recognize some of the wasps from higher up, but twice as many lumbering, larger ones with recurved forelegs like a mantis accompany them. These are not colored for stealth; instead, their exoskeletons have dull red splotches on bright yellow carapaces, glistening with a sheen of clear slime.

Development: This encounter only occurs if the fissure wasp scout from area 11B-1 got away. It will have alerted the hive that prey/attackers are in the pit. These wasps have been sent out to slay the prey/attackers and collect their bodies for the hive's walls.

If they are not encountered here, these wasps will be defending the hive in area 11B-5.

Tactics: Note that as soon as the scouts take flight from the hive, which is 30 feet below this elevation, the party must begin to make saves against their sonorous drone.

The goal of this attack is to gather more material for the hive, and the wasps use appropriate tactics.

If the party has Small members, they are targeted by the laborers. Up to three laborers will move to a Small adventurer, and each will attempt to start a grapple. Meanwhile, two of the scouts and any extra laborers will engage the party as a distraction. The third scout waits until the Small adventurer is held by the laborer before moving in to sting repeatedly. The laborer then attempts to carry the PC to the hatchery (area 11B-6). Note that creatures with improved grab can move while grappling given weight requirements; an average fissure wasp laborer can safely carry 155 pounds if flying, or drag 2,300 pounds if they are on the ground.

If there are no Small party members, the wasps change tactics slightly. The hive-minded wasps try to team up on their foes, usually a scout and at least one laborer to a hero, or at least two laborers without a scout. Unlike in previous battles, these wasps try to stay between the party and the hive.

If a party member falls asleep or is seems to be exhausted, one of the laborers will grab them and take them to the hatchery (area 11B-6).

These wasps fight to the death, and will chase pursuing opponents as far as the lip of Carapace Fissure or as far as 20 feet from the bottom of the shaft (the reach of the otyugh's tentacles), at which point they return to the hive.

Fissure Wasp Scouts (3): CR 7; Small vermin; HD 10d8+10; hp 55 each; Init +6; Spd 20 ft., climb 10 ft., fly 60 ft. (good); AC 22, touch 17, flat 16; Base Atk +7; Grp +5; Atk/Full Atk sting +16 melee (1d4+3 plus poison); SA Sonorous drone, poison; SQ Darkvision 120 ft., immunity to poison, scent, stalwart 1, vermin traits; AL N; SV Fort +8, Ref +9, Will +4; Str 14, Dex 22, Con 13, Int –, Wis 12, Cha 4.

Fissure Wasp Laborers (6): CR 5; Medium vermin; HD 9d8+27; hp 67 each; Init +0; Spd 10 ft., climb 10 ft., fly 30 ft. (average); AC 20, touch 10, flat 20; Base Atk +6; Grp +11; Atk claw +11 melee (1d6+5); Full Atk 2 claws +11 melee (1d6+5); SA Improved grab, rake 1d6+2; SQ Darkvision 60 ft., scent, vermin traits; AL N; SV Fort +9, Ref +3, Will +3; Str 21, Dex 10, Con 17, Int –, Wis 10, Cha 2.

Skills and Feats: Climb +13, Escape Artist +12.

SA – Improved Grab (Ex): To use this ability, a fissure wasp laborer must hit with a claw attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can make 2 rake attacks.

Rake (Ex): Attack bonus +11 melee, damage 1d6+2.

Area 11B-5 – One Hundred Feet Down: Hive (EL 12): As the party approaches the hive, read or paraphrase the following and hand them Handout AM:

The air gets close and hot the deeper you descend into the fissure, and the smell increases with the temperature.

At last you get close enough to make out the large mass seeming to grow out of the cavern wall ... a clump of waste, garbage, and corpses, preserved in a semi-opaque, yellowish mucus or paste. Three passageways lead into the detestable hive, and you faintly hear a humming from within.

When the architects make an appearance, read or paraphrase the following:

Yet another type of wasp presents itself. This creature is roughly the same coloration and size as the smaller of the flyers, but has extended legs, no wings, and oversize jaws frothing with yellowish mucus.

Development: If the fissure wasp scout in area 11B-1 did not escape, the wasps listed as being in area 11B-4 are instead here inside the hive. They attack as soon as the hive is disturbed or invaded.

Regardless of the presence of the scouts and laborers, there are three architects inside the hive, making repairs and expanding the walls. If the hive is invaded, they will join the melee.

Inside the Hive: Rounded tunnels, only about 5 feet tall, hollow the interior of the hive. Most of them are quite steep and slippery. Medium creatures suffer a –1 circumstance penalty to melee attack rolls and a –1 circumstance penalty to AC inside the hive.

The material of the hive, however, is fragile in addition to being disgusting. A foot-thick section of the organic waste wall has 96 hp.

Organic Waste Wall: Hardness 3, 8 hp per inch of thickness, Break DC 26, resistance to fire 5.

Tactics: The scouts and laborers use tactics as described in area 11B-4.

The architects fight to defend the hatchery, and know the layout of the hive very well. One is stationed a short distance from each of the three entrances. If fighting is bogged down in a tunnel, one will circle around and try to come at the party from another direction.

The architects fight to the death, and do not pursue fleeing opponents.

Fissure Wasp Architects (3): CR 9; Small vermin; HD 16d8+16; hp 88 each; Init +4; Spd 30 ft., climb 20 ft.; AC 21, touch 15, flat 17; Base Atk +12; Grp +11; Atk bite +16 melee (1d6+3 plus saliva); Full Atk bite +16 melee (1d6+3 plus saliva) and sting +11 melee (1d4+1 plus poison); SA Poison, preserving saliva; SQ Darkvision 60 ft., immunity to poison, scent, stalwart 1, vermin traits; AL N; SV Fort +11, Ref +9, Will +6; Str 16, Dex 18, Con 13, Int –, Wis 12, Cha 4.

Skills and Feats: Climb +12, Hide +10.

Area 11B-6 – One Hundred Feet Down: Hatchery (EL 13): The ceiling in this area is on average eight feet high. As the party enters this area, read or paraphrase the following:

The tight corridors are a nightmare to behold. Here you see a half-rotted hand, there is a bunch of lettuce covered in fungal bloom, and beneath your feet the cadaver of a gnome, all preserved unnaturally in hardened slime. Every now and then, you see a glint of coin, or the glimmer from a broken weapon.

At last you win your way to the rear of the hive. Three more of the mucus-mouthed, wingless wasps move to protect their queen, only a bit larger than themselves. It has a tiny set of wings, clearly insufficient to support its weight, protruding from the rear of its black carapace. Yellow bands of color ring her gravid abdomen.

The walls are honeycombed with small cells containing immature wasps. Some are still sealed in their little prisons, while others sway their antennae, blindly seeking nourishment.

Development: Unlike in many other vermin ecologies, a fissure wasp queen is one of the colony's weaker members. The immature wasps are noncombatants and incapable of fending for themselves.

Embedded Treasure: Cutting apart the fissure wasp hive yields 370 gp, 1,100 sp, 2,000 cp, a *potion of mage armor* (CL 1st), and a suit of *+1 hide armor* and a *caster's shield* from a spellcasting adventurer who fell in Carapace Fissure. It takes about an hour of work to free these treasures.

Tactics: The queen sets her vestigial wings buzzing on her first action, starting the distracting drone. She fights with her bite attack until reduced to 37 or fewer hit points, at which point she'll start using her piercing drone.

The architects always try to stay between the party and the queen, not seeking to flank unless they can do so lateral to the queen. They always attack whichever adventurer is closest to the queen.

If the queen is killed while at least one architect is alive, the architect will rush to a corner of the hatchery and dip its abdomen into one of the honeycombs, fertilizing a queen egg.

The fissure wasps fight to the death, and do not pursue fleeing opponents.

Fissure Wasp Architects (3): CR 9; Small vermin; HD 16d8+16; hp 88 each; Init +4; Spd 30 ft., climb 20 ft.; AC 21, touch 15, flat 17; Base Atk +12; Grp +11; Atk bite +16 melee (1d6+3 plus saliva); Full Atk bite +16 melee (1d6+3 plus saliva) and sting +11 melee (1d4+1 plus poison); SA Poison, preserving saliva; SQ Darkvision 60 ft., immunity to poison, scent, stalwart 1, vermin traits; AL N; SV Fort +11, Ref +9, Will +6; Str 16, Dex 18, Con 13, Int –, Wis 12, Cha 4.

Skills and Feats: Climb +12, Hide +10.

Fissure Wasp Queen: CR 7; Medium vermin; HD 10d8+30; hp 75; Init -1; Spd 10 ft., climb 10 ft.; AC 20, touch 9, flat 20; Base Atk +7; Grp +8; Atk/Full Atk bite +8 melee (1d6+1); SA Distracting drone, piercing drone; SQ Darkvision 60 ft., immunity to poison, scent, vermin traits; AL N; SV Fort +10, Ref +2, Will +4; Str 13, Dex 8, Con 17, Int –, Wis 13, Cha 6.

Skills and Feats: Climb +9.

SA – Distracting Drone (Ex): As a free action, a fissure wasp queen can set her vestigial wings to droning. The pitch of this buzz can be greatly distracting to living creatures. A living creature within a 60-foot spread of a queen using this ability cannot take 20 on a skill check, and suffers a –10 penalty to Concentration checks.

Creatures who cannot hear are unaffected by this ability.

This droning, once started, continues until the queen stops it as a free action or uses her piercing drone ability.

Piercing Drone (Su): As a standard action, a queen can change the pitch of her wings' vibration to deal damage. This takes the form of a 30-foot cone that deals 2d8 points of sonic damage, allowing a DC 18 Fortitude save for half damage. The queen cannot use her distracting drone attack in the same round she uses this attack. After using this attack, a fissure wasp queen cannot use her wings for 1d3 rounds (for either piercing drone or distracting drone).

Area 11B-7 – One Hundred Forty-five Feet Down: Bottom (EL 10): As the party approaches this area, read or paraphrase the following:

At last you see the bottom of the shaft. Greasy brown mulch covers the floor, into which are mixed broken barrels, rotting bodies, scraps of leather, and other garbage. Here, at the bottom of the shaft, the air is positively steamy. The reek of filth and decay assaults you as if it were a mailed foe.

Off to one side, you see a recess or cave mouth that leads out of the midden. A dim light emanates from that direction, seeming to come from around a corner.

Then the light winks out as something monstrous passes between it and you. You have a second to glimpse thorny, cracked hide and shining teeth before the feeble light is blocked.

Development: The midden is higher along some of the edges than elsewhere. Each plateau indicated on the map represents about a 3-foot change in elevation. The surface of the shaft's bottom counts as difficult terrain, although the interior of the otyugh's cave is normal terrain.

An ancient, feral otyugh has lived at the bottom of this shaft for countless years, feeding on the putrefaction of the trash and the occasional fissure wasp.

The Smell: Starting when the party is within 10 feet of the bottom of the fissure, they must make a DC 13 Fortitude save. If an adventurer fails the first save, she becomes sickened by the smell and must save again on their next round. If the adventurer makes the second save, she remains sickened for 1d3 rounds before it wears off. Heroes who fail the second save become nauseated for 1d4+1 rounds, at the end of which they are sickened for 1d3 rounds before the effect wears off.

A character who makes the first save need not save again.

A moderate wind, or a *wind wall*, is sufficient to dispel the reek. Any creatures currently suffering from the odor will recover on their next action.

Wealth and Garbage: Particularly stubborn or avaricious adventurers can dig among the rotten detritus to discover 50 pp, 877 gp, 1,200 sp, 300 cp, a sack containing 6 clear quartzes (40 gp each), and a mishandled *+2 dagger of ghost touch*. This would require an hour and a half of work.

Tactics: The otyugh is abysmally stupid, even for creatures of its ilk. It charges into combat and strikes with its tentacles. It prefers to attack flying creatures since the fissure wasps have hurt it before and sometimes steal bits of its "home."

If reduced to 40 hit points or less, it will back up into area 11B-8 to keep the party from being able to surround it.

The otyugh has nowhere to run and lacks the intelligence to surrender. It cannot pursue foes up the shaft, but it will chase them around the bottom.

Savage Advanced Otyugh: CR 10; Huge aberration (augmented); HD 18d8+108 plus 3 (189 hp); Init +0; Spd 30 ft.; AC 19, touch 8, flat-footed 19; Base Atk +13; Grp +28; Atk tentacle +18 melee (2d6+7); Full Atk 2 tentacles +18 melee (2d6+7) and bite +18 melee (1d8+3); Space/Reach 15 ft./15 ft. (20 ft. with tentacle); SA Constrict 2d6+7, disease, improved grab; SQ Darkvision 60 ft., low-light vision, scent; AL N; SV Fort +14, Ref +8, Will +13; Str 25, Dex 10, Con 23, Int 3, Wis 12, Cha 6.

Skills and Feats: Climb +9, Jump +9, Hide +7*, Listen +6, Spot +6, Survival +3, Swim +9; Alertness, Blind-Fight, Great Fortitude, Improved Multiattack, Iron Will, Lightning Reflexes, Multiattack, Toughness.

*An otyugh has a +8 racial bonus on Hide checks when in its lair, due to its natural coloration

SA – Constrict (Ex): An otyugh deals automatic tentacle damage with a successful grapple check.

Disease (Ex): Filth fever – bite, Fortitude DC 25, incubation period 1d3 days; damage 1d3 Dex and 1d3 Con.

Improved Grab (Ex): To use this ability, an otyugh must hit with a tentacle attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

Area 11B-8 – One Hundred Forty-five Feet Down: Demonhold Gate: As the party approaches this area, read or paraphrase the following:

A pair of steady-burning, magic torches illuminates this rounded alcove. A series of short steps lead up to a platform, in the center of which you see what looks like a sealed, stone well. The walls of the well are inscribed with runes of power. Your eyes hurt as you look at them.

Development: A DC 20 Knowledge (the planes) check would know that the runes are a rare incantation to seal an area from travel through planes. A similar Knowledge (arcana) check would realize that this is the work of a skilled conjurer who wanted to redirect summoned creatures, and a similar Knowledge (religion) check would recognize some of the runes as being those that detect the ethical leanings of creatures.

A DC 30 Spot check will notice tiny letters carved into the rear wall between the two sconces of *everburning torches*. This writing is in Pelltar's personal cipher, which can be translated with a DC 25 Decipher Script check or a *comprehend languages* spell, among other methods.

The message reads:

"If you would gaze upon darkness, gaze in darkness."

A false result (from failing both the Decipher Script check and a subsequent Wisdom check) interprets the message as (with respect for Herr Nietzsche):

"If you gaze into darkness, it gazes back."

Opening the Demonhold: To open the stone seal, adventurers can hack their way through it or make the area dark, which can be accomplished by destroying the *everburning torches* or by casting a *darkness* spell.

Demonhold Seal: 3 ft. thick, hardness 8, 540 hp.

If the latter occurs, read or paraphrase the following:

Stone grinds on stone as the seal descends, of its own power, into the well. Suddenly a lurid red light bursts forth – the walls of the well are carved with glowing red symbols and mandala. With a loud clatter, the seal drops into whatever cavity lies below, and a gust of hot air tinged with sulfur blasts forth.

Echoing as if from a distance, you hear cries of pain and shrieking laughter. The well's shaft is ten feet deep before it opens into a chamber below ... if you wish to descend further.

A DC 20 Knowledge (the planes) or (arcana) check would recognize the glowing runes as mighty words of containment and sealing, impassable by all but the mightiest of creatures from the higher or lower planes.

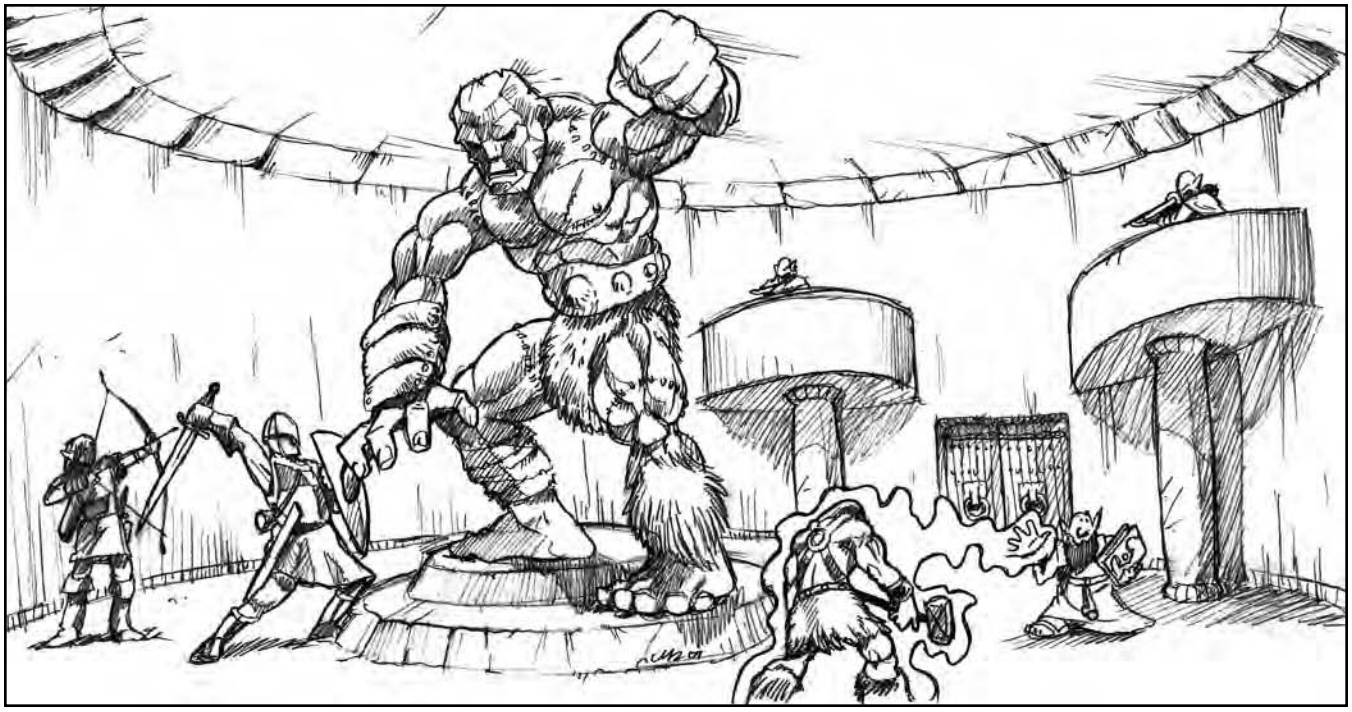
From here, the adventures can directly enter level 13.

Bonus Rewards

Locating and opening the entrance to the Demonhold is worth an extra 200 experience points to each PC.

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 12:
NARBORG – INNER KEEP



Level Summary

Having pierced the outer defenses of Narborg, the party has entered the inner keep of the duergar stronghold. If the adventurers can battle their way through the undead troops, loyal clansmen, and their trained, murderous pets, they will come face-to-face with Thane Hrolad Vejik at last.

Game Master's Section

Scaling Information

"Narborg – Inner Keep" is a level of *Castle Whiterock* designed for 4-6 characters of 12th level, but can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or less than 12th level): If the party triggers a *symbol of stunning* trap in areas 12-1 or 12-2, remove the Servant of the Coin and three clansmen from area 12-3; otherwise, just remove the Servant of the Coin and one clansman. In area 12-11, remove the Underdeep veteran and two of the clansmen. Remove two class levels from the Master Wizard in area 12-18. In the lecture hall (area 12-19), remove the *unhallow*/heightened *bane* hazard and one each of the two types of undead. Remove one cultist guard from the main library (area 12-22) and one ebuul lizard from their lair (area 12-23). In area 12-26, remove two cleric levels from the Grand Devotee and remove the invisible stalker and one fiendish dire bat. Remove three clansmen and three watch from area 12-28. In area 12-31, remove the advanced owlbear. When the party faces the suicide crafters in area 12-34, remove two of them and one of the trapped sections of corridor. Remove two fighter levels from the undead Koborth in area 12-37.

Stronger parties (7 or more characters, or higher than 12th level): Add one class level to the Master Wizard in area 12-18, and two class levels to the Cultist of the Forgotten Word in area 12-22. In area 12-31, add a duergar senior wizard (see level 10). Finally, double the number of honor guard in area 12-39. Add two duergar clansmen to the following encounters: 12-3, 12-11, 12-26, 12-28, 12-34, and 12-40. If there is already a duergar clansman in that area, use those stats; if not, then use stats from the area 12-3.

Encounter Table

Loc	Pg	Type	Encounter	EL
12-1	416	T	*Symbol of stunning* trap	8
12-2	417	T	*Symbol of stunning* trap	8
12-3	418	C	Underdeep veteran, duergar Ftr7/Def2 Duergar watch, Grd6 3 duergar clansmen, War6 *Servant of the Coin*, duergar Wiz7	13
12-4	420	C	*Gora-khan*, hobgoblin vampire Rng5/Hoz5	0 or 12
12-10	423	C	*Gunrolz*, mephit Sor11	0 or 12
12-11	424	C	Advanced flesh golem Underdeep veteran, duergar Ftr7/Def2 3 duergar clansmen, War6 Duergar junior wizard, Wiz5	13
12-18	428	C	*Master Wizard*, duergar Wiz14	15
12-19	429	C/T/H	2 advanced brown bear zombies 2 advanced androsphinx skeletons Heightened *symbol of pain* trap *Unhallow*/heightened *bane* hazard Portcullis trap	13
12-20	431	T	Heightened *explosive runes* trap	8
12-22	431	C	2 cult guards, human Clr3/Ftr5 *Cultist of the Forgotten Word*, human Wiz7/Lor1	11
12-24	433	C	4 advanced ebuul lizards	10
12-26	434	C	*The Grand Devotee* duergar werebat Clr9 2 advanced fiendish dire bats Advanced invisible stalker	13
12-28a	437	C	5 duergar watch, Grd6 5 duergar clansmen, War6 Duergar watch captain, Grd8	13
12-31	439	C	*Watch commander*, duergar Rog3/Ftr4/Blk4 Advanced owlbear	13
12-34	441	C/T	4 duergar crafters, Exp6 2 built-to-collapse walls	13
12-37	442	C	*Koborth*, unique skeletal champion, human Ftr14	15
12-39	443	C	*Zahd*, duergar Ari2/Rog5 *Clan Scribe*, duergar Mnk11 6 duergar honor guard, Ftr5 2 duergar snipers, Ftr5	15
12-40	446	C	*Thane Hrolad Vejik*, duergar Ari10	12

A Note on Duergar

Gray dwarves are an organized and cohesive race, tempering their wickedness with a stringent adherence to law and discipline. Their warriors are renowned for their grim determination, firm grasp of battlefield tactics, and skill with their weapons. Duergar warriors fight cooperatively, and will use complex strategies in combat, including: flanking, tripping, disarming, and frequent use of the aid another action for both defense and offense. In addition, duergar warriors are not above retreat, and will often make a fighting withdrawal when pressed by superior foes (unless otherwise noted in the Tactics section of an encounter).

Duergar can use *invisibility* once per day as a spell-like ability. This ability, coupled with the duergar's racial proclivity for silent movement, allows them to surprise foes with relative ease. Duergar will often become *invisible* when they have advanced warning of an approaching foe, striking with surprise when the target comes within range. Additionally, duergar have been known to become *invisible* before fleeing a fight, making it much more difficult for their enemies to follow them.

Duergar can use *enlarge* once per day as a spell-like ability, and nearly all duergar warriors will *enlarge* before going into battle, using the increased strength and size to bolster their combat abilities. Duergar are adept at fighting as Large-sized creatures, and will use their reach and increased bulk to demoralize and harry their enemies, or even prevent them from fleeing. The following changes are in effect while a duergar is *enlarged*:

- Size changes to Large, with a space of 10 feet and a natural reach of 10 feet.
- Height doubles, weight is multiplied by eight.
- The duergar gains a +2 size bonus to Strength and a +4 size bonus to grapple checks; remember that creatures wielding their weapon in two hands, like the Underdeep veterans in areas 11-21 and 11-22, gain a bonus to damage equal to 1.5 times their Strength bonus.
- The duergar suffers a –2 size penalty to Dexterity, a –4 size penalty to Hide checks, and a –1 size penalty to AC and attack rolls.
- Melee and missile weapons do increased damage; each area's Tactics section will give the increased damage dealt by duergar encountered there.

In addition to their spell-like abilities, duergar have a number of special traits that set them apart from their more benign cousins. These traits are listed below for easy reference.

- Darkvision out to 120 feet.
- Immunity to paralysis, phantasms, and poison.
- +2 racial bonus on saves against spells and spell-like abilities.
- Light Sensitivity: Duergar are dazzled in bright sunlight or within the radius of a *daylight* spell.
- +4 racial bonus on Move Silently checks.
- +1 racial bonus on Listen and Spot checks.

Background Story

This fortress is an important clan-hold of Thane Vejik's duergar. Although these duergar have other holdings, like the Bleak Theater, the Lightless Gate, Haldaboer, and Varrhamr, Narborg is their capitol.

The current Thane of Narborg, Hrolad Vejik, rose to power through the support of a powerful benefactor, the Mountain King, and through old-fashioned patricide. Rather than feel guilt about this very personal betrayal, Hrolad has manifested severe paranoia. He believes that he is doomed to die by betrayal as well, and suspects even his closest advisors and his distant liege. Even by duergar standards, his court and reign are joyless. Despite this, most clansmen would die to preserve him.

Recently, he has (erroneously) become convinced that the mercenaries of the Halved Helm are agents of the Mountain King, and will soon turn on him. He also blames the Mountain King for the defection of several of the lesser priests stationed in Narborg. To preserve his clan's lineage and wealth, Thane Vejik has moved the women, children, and a good deal of his wealth to the hidden outpost-keep of the deep watch, Varrhamr. Most of the fighting men have remained behind to defend their home.

Despite the siege mentality of its inhabitants, this level has welcomed three humans in search of the legendary Halls of Dawning Lore of the Clynnoise monastery (level 6B). These cultists of the Forgotten Word pay well in gold and magical healing for the thane's leave to explore Caste Whiterock unimpeded. Part of their agreement entails that, if the Halls of Dawning Lore are found, the duergar get a share of its knowledge before the cult destroys it.

Warded Walls

As was explained in level 11, the interior and exterior walls (and floors and ceilings) of Narborg are protected by a *warded walls* spell, which means they cannot be affected or penetrated by the following spells: *clairaudience/clairvoyance, disintegrate, dispel magic, locate object, passwall, scrying,* or *teleport.*

On Alert

Excepting Gunrolz and Gora-khan, non-duergar humanoids are normally not allowed in this section of Narborg. Any non-duergar humanoids encountered here are assumed to be hostile unless they are dressed like the human cultists of the Forgotten Word in area 12-28.

If the party carved a path through level 11 before immediately moving up here, this level is automatically on alert. If the party attacked level 11 and then withdrew, or begins an assault on this level (defined here as getting into any combat) and then withdraws, this level remains on alert for 24 hours.

When this level is on alert, the barricades (such as area 12-5) are closed and manned by duergar (an "Intrusion Countermeasures" team). Even known, friendly duergar will be asked for a passphrase to bypass a barricade. The passphrase, always in Dwarven, will be something like, "That which cannot be slain must be endured."

In addition to the barricades being closed, other areas of the level change, as listed in the individual entries.

Ye Olde Stormtrooper Trick

One tactic that is less effective on this level is the party using magic or mundane means to appear as duergar. Almost all the duergar encountered here are clan-mates – they are each other's cousins, nephews, and sons. Any unfamiliar duergar are considered hostile (given the current climate, a reasonable assumption – see Background Story).

If the party attempts to disguise themselves as *specific* duergar, the inhabitants of this level gain a bonus to their Spot checks to represent this familiarity. The base bonus is +2; roll a d4 and add +2 points per number.

Example: A roll of 3 would result in a +8 bonus = 2+(2+2+2).

All duergar speak Common, Dwarven, and Undercommon. Any who do not would be considered suspect.

Interrogation

Unlike the mercenary duergar encountered on level 11, these dwarves are the thane's own clan, and the adventurers have invaded their home. They will give up no information: not about the layout of the level nor its occupants nor anything else.

The cultists of the Forgotten Word, however, are not so loyal. For information that would lead them to discovering either the Halls of Dawning Lore (level 6B) or the Wizard's Redoubt (level 12A), they would gladly sell out

their mothers (who are not very nice people, by the way), much less the thane and his duergar.

Regardless of any Diplomacy check, these fanatics cannot be brought to helpful without that information.

Random Encounters

The inhabitants of Narborg's clan-hold move about. Many of the encounters have alternate locations where they could occur. Additionally, non-warriors try to avoid combat, and fighting resources are shuffled around to try to anticipate the invaders' movements. Although wandering monster encounters are usually based on time elapsed exploring a dungeon, such is not the case here. Instead, some areas have a notation to roll for a random encounter. In those instances, the GM should roll a d12 and consult the table below. Note that each random encounter except #12 ("Intrusion Countermeasures") can occur only once.

If a duplicate result is generated *and* the Master Wizard is alive and has samples of any of the heroes' hair or nails (such as from being captured at the Bleak Theater), treat that duplicate result as "Tasked Invisible Stalker" (if it has not yet occurred) or "Intrusion Countermeasures." If the Master Wizard is not alive or never collected any samples from the party, treat any duplicate results as "No encounter."

Wandering Monsters: Level 11 (EL 10)

1d12	Encounter
1-7	No encounter
8	Off-duty deep watch
9	Spiked owlbear
10	Tasked invisible stalker
11	Hiding craftsmen
12	Intrusion countermeasures

Off-Duty Deep Watch: These duergar, stationed at Varrhamr, are visiting Narborg. If the fortress is on alert, they are looking for intruders; if not, they are relaxing or looking for some friends of theirs.

Duergar Deep Watch, duergar Rng7 (2): CR 8; Medium humanoid (dwarf); HD 7d8+7; hp 41, 36; Init +2; Spd 20 ft.; AC 19, touch 12, flat-footed 17; Base Atk +7; Grp +10; Atk *+1 warhammer* +11 melee (1d8+4/x3) or *+1 handaxe* +11 melee (1d6+4/x3); Full Atk *+1 warhammer* +9/+4 melee (1d8+4/x3) and *+1 handaxe* +9/+4 melee (1d6+2/x3); SA Favored enemy aberrations +4, favored enemy humans +2, spell-like abilities, spells; SQ Darkvision 120 ft., duergar traits, wild empathy +4, woodland stride; AL LE; SV Fort +7, Ref +8, Will +4; Str 16, Dex 14, Con 12, Int 13, Wis 12, Cha 4.

Skills and Feats: Appraise +1 (+3 metal and stone items), Climb +12, Hide +11, Knowledge (dungeoneering) +11, Listen +12, Move Silently +15, Spot +12, Survival +11 (+13 underground); Dodge, Endurance, Improved Two-Weapon Fighting, Mobility, Track, Two-Weapon Defense, Two-Weapon Fighting.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 14th); these abilities affect only the duergar and whatever it carries.

Spells Prepared (2; DC 11 + spell level): 1st – *alarm, speak with animals*. Caster level 3rd.

Possessions: +1 warhammer, +1 handaxe, +1 chain shirt, amulet of natural armor +1, cloak of resistance +1, potion of cure moderate wounds (CL 3rd), 2 red garnets (100 gp), 3d8 gp, key to area 11-21.

Badger Animal Companions (2): Small animal; HD 3d8+6; hp 19 each; Init +4; Spd 30 ft., burrow 10 ft.; AC 18, touch 15, flat-footed 14; Base Atk +2; Grp –3; Atk claw +7 melee (1d2-1); Full Atk 2 claws +7 melee (1d2-1) and bite +2 melee (1d3-1); SA Rage; SQ Evasion, link, low-light vision, share spells, scent; AL N; SV Fort +7, Ref +7, Will +2; Str 9, Dex 18, Con 15, Int 2, Wis 12, Cha 6.

Skills and Feats: Balance +6, Escape Artist +13, Listen +4, Spot +4; Agile, Great Fortitude, Track, Weapon Finesse.

SA – Rage (Ex): A badger that takes damage in combat flies into a berserk rage on its next turn, clawing and biting madly until either it or its opponent is dead. The following changes are in effect as long as it rages: AC 16 (touch 13, flat-footed 14); hp 25; Atk claw +9 melee (1d2+1); Full Atk 2 claws +9 melee (1d2+1) and bite +4 melee (1d3+1); SV Fort +9, Will +4; Str 13, Con 19. The creature cannot end its rage voluntarily.

Tricks Known: Attack, come, down, fetch, guard, heel, seek, track.

Spiked Owlbear: This creature has been left here to guard a location. It attacks anyone who enters except for the watch commander.

Advanced Elite Owlbear: CR 10; Huge magical beast; HD 15d10+120 (202 hp); Init +6; Spd 20 ft.; AC 23, touch 10, flat-footed 21; Base Atk +15; Grp +33; Atk claw +24 melee (2d6+10); Full Atk 2 claws +24 melee (2d6+10) and bite +21 melee (2d6+5); Space/Reach 15 ft./10 ft.; SA Grapple armor (1d6 plus poison), improved grab; SQ Scent; AL N; SV Fort +16, Ref +11, Will +7; Str 30, Dex 15, Con 27, Int 3, Wis 14, Cha 8.

Skills and Feats: Listen +13, Spot +13; Alertness, Improved Initiative, Improved Natural Attack (claw), Multiattack, Track, Weapon Focus (claw)

SA – Grapple Armor: This owlbear is wearing a special suit of breastplate barding that is fitted with tiny spikes and cutting blades. Anyone grappling the owlbear at the start of their turn takes 1d6 damage. Additionally, the spikes and blades are poisoned (see below).

Improved Grab (Ex): To use this ability, an owlbear must hit with a claw attack. It can then attempt to start

a grapple as a free action without provoking an attack of opportunity.

Poison (Ex): Huge monstrous centipede poison – injury; DC 14 Fortitude save; initial/secondary damage 1d6 Dex/1d6 Dex.

Possessions: Spiked breastplate barding.

Tasked Invisible Stalker: The Grand Devotee or the Master Wizard (whichever is still alive or died last) ordered this prize invisible stalker on a sweep of the inner keep. It attacks any non-duergar humanoids not in the Main Library or a cell (except Gora-khan and Gunrolz).

Invisible Stalker Bbn2: CR 10; Large elemental (air, extraplanar); HD 8d8+24 plus 2d12+6; hp 79; Init +9; Spd 40 ft., fly 30 ft. (perfect); AC 18, touch 14, flat-footed 18; Base Atk +8; Grp +18; Atk slam +14 melee (3d6+6); Full Atk 2 slams +14 melee (3d6+6); Space/Reach 10 ft./10 ft.; SA Rage; SQ Darkvision 60 ft., elemental traits, fast movement, natural invisibility, improved tracking, uncanny dodge; AL N; SV Fort +8, Ref +11, Will +6; Str 23, Dex 21, Con 16, Int 14, Wis 18, Cha 8.

Skills and Feats: Listen +16, Move Silently +16, Search +13, Spot +15, Survival +15 (+17 following tracks); Combat Reflexes, Improved Initiative, Improved Natural Attack (slam), Weapon Focus (slam).

SA – Rage (Ex): Once per day, this unique elemental can enter a state of fierce rage that last for 8 rounds. The following changes are in effect as long as it rages: AC 16 (touch 12, flat-footed 16); hp 99; Atk slam +16 melee (3d6+8); Full Atk 2 slams +16 melee (3d6+8); SV Fort +10, Will +8; Str 27, Con 20. At the end of its rage, the invisible stalker barbarian is fatigued for the duration of the encounter.

SQ – Improved Tracking (Ex): An invisible stalker is a consummate tracker and makes Spot checks instead of the usual Survival checks to trace a creature's passage.

Natural Invisibility (Su): This ability is constant, allowing a stalker to remain invisible even when attacking. This ability is inherent and not subject to the *invisibility purge* spell.

Hiding Craftsmen: These duergar have remained behind to help manage the fortress, but were not selected for sacrificial duty (see area 12-40). If the fortress is on alert, they are hiding; otherwise, they are either working or complaining about their workload. These crafters have a selection of the following Craft and Profession skills: blacksmithing, brewing, butchery, engraving, glassblowing, horticulture, stonemasonry, and tanning.

Duergar Crafters, duergar Exp6 (4): CR 6; Medium humanoid (dwarf); HD 6d6+6; hp 27 each; Init +0; Spd 20 ft.; AC 13, touch 10, flat-footed 13; Base Atk +4; Grp +4; Atk/Full Atk masterwork heavy mace +5 (1d8); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +3, Ref +2, Will +6; Str 11, Dex 10, Con 12, Int 13, Wis 12, Cha 4.

Skills and Feats: Appraise +10 (+12 for relevant craft skills, +12 metal and stone items), Craft (any two) +10, Disable Device +9, Listen +13, Move Silently +13, Professions (any one) +10, Spot +4; Alertness, Combat Expertise, Skill Focus (Profession (any one)).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 12th); these abilities affect only the duergar and whatever it carries.

Possessions: Masterwork heavy mace, masterwork studded leather armor, craftsman's tools (appropriate to their skills).

Intrusion Countermeasures: Zahd, the watch commander, or the watch captain (whichever highest-ranking duergar is still alive) dispatched these duergar to investigate weird noises.

Duergar Watch, duergar Grd6 (2): CR 6; Medium humanoid (dwarf); HD 6d6+12; hp 36, 33; Init +1; Spd 20 ft.; AC 18, touch 11, flat-footed 17; Base Atk +6; Grp +7; Atk masterwork warhammer +7 melee (1d8/x3) or masterwork heavy crossbow +8 ranged (1d10/19-20); Full Atk masterwork warhammer +7/+2 melee (1d8/x3) or masterwork heavy crossbow +8 ranged (1d10/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +7, Ref +3, Will +2; Str 11, Dex 13, Con 14, Int 10, Wis 10, Cha 4.

Skills and Feats: Appraise +0 (+2 metal and stone items), Climb +5, Diplomacy –1, Listen +12, Move Silently +1, Spot +12, Sense Motive +9; Alertness, Point Blank Shot, Precise Shot.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 12th); these abilities affect only the duergar and whatever it carries.

Possessions: Masterwork warhammer, masterwork heavy crossbow, 40 bolts, masterwork chainmail, *+1 buckler, potion of cure light wounds* (CL 1st), *potion of see invisibility* (CL 3rd), signal whistle, 2d8 gold.

Duergar Clansmen, duergar War6 (2): CR 6; Medium humanoid (dwarf); HD 6d8+6; hp 33, 29; Init +1; Spd 20 ft.; AC 16, touch 11, flat-footed 15; Base Atk +6; Grp +8; Atk blighted longsword +10 melee (1d8+4 plus bleeding/19-20) or masterwork dagger +9 melee (1d4+2/19-20) or masterwork light crossbow +8 ranged (1d8/19-20); Full Atk blighted longsword +10/+5 melee (1d8+4 plus bleeding/19-20) or masterwork dagger +9/+4 melee (1d4+2/19-20) or masterwork light crossbow +8 ranged (1d8/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +6, Ref +3, Will +2; Str 14, Dex 12, Con 12, Int 9, Wis 11, Cha 4.

Skills and Feats: Appraise –1 (+1 metal and stone items), Climb +10, Listen +1, Move Silently +4, Spot +1; Point Blank Shot, Precise Shot, Weapon Focus

(longsword).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 12th); these abilities affect only the duergar and whatever it carries.

Possessions: Blighted longsword, masterwork dagger, masterwork light crossbow, 20 bolts, masterwork chain shirt, masterwork buckler.

Areas of the Map

This level was delved from solid stone. Most of the walls are made of stone, but the party can also be faced with iron barricades from time to time.

Stone Wall: 5 ft. thick, hardness 8, 900 hp, Break DC 50.

Iron Barricade Wall: 5 in. thick, hardness 10, 150 hp, Break DC 30.

Unless otherwise stated, there are no light sources found on this level and all ceilings are 10 feet high. Unless otherwise noted, all doors are made of iron and have the following statistics:

Iron Door: 2 in. thick, hardness 10, 60 hp, Break DC 28.

Unless stated otherwise, all doors and pillars are unadorned. The walls of the corridors bear a repeating pattern described in area 12-1 and 12-2; unless otherwise stated, all other walls are unadorned.

Area 12-1 – Sliding Stair Entrance A (EL 8): As the party enters this area, read or paraphrase the following and give the party Handout AN.

The entire staircase slides to one side, eventually becoming flush with another staircase that leads upward before stopping. It rises five feet at a 45-degree angle before reaching a landing. More stairs continue further up to the side of the landing.

When the party reaches the landing and begins to climb up to the wider area, read or paraphrase the following:

The walls have been decorated with foot-wide iron plates or strips that run from the floor to the ceiling. Each bears the same seven dwarven faces, and each face is marked by some abnormality or exaggerated feature.

Centered on the wall opposite the staircase is a large sheet of brass, into which is carved a complex sigil or mandala of some sort. From its grooves shines the sparkle of powdered diamond and other gems.

To the side of the brass plate is a set of double doors.

Development: The strange design is a magical trap, a *symbol of stunning*. The *symbol* is triggered to go off when a non-duergar humanoid passes within 10 feet of it (such as to go up the stairs). When the trap is triggered, an audible *alarm* that sounds like clanging iron bells goes off.

Note that in order to Search for a magical trap, an adventurer with the trapfinding class feature must be within 10 feet of the area to be searched. This brings any party members close enough to activate the *symbol*. Since a Search check is at least a full-round action, the trap triggers before the hero can search for it.

In addition to the normal methods of identifying traps, this *symbol* can be recognized as such with a DC 27 Spellcraft check because it is essentially a spell already in effect. This check is not automatic, however; an adventurer must declare that she is using Spellcraft to examine the sigil.

If the dwarves from area 12-3 come running, this area changes to an EL 13. They, the Master Wizard, Gunrolz, Thane Vejik, and Gora-khan are attuned to the *symbol* and are not affected by it.

***Symbol of Stunning* Trap:** CR 8; magic device; proximity trigger; no reset; spell effect (*symbol of stunning*, 14th-level wizard, DC 24 Fortitude negates) and (*alarm*, 14th-level wizard, audible), Search DC 32; Disable Device DC 32.

Dwarven Faces: A DC 30 Knowledge (religion)

check (or a DC 20 check made by a dwarf) would recognize the dwarven faces as belonging to the seven dark dwarven gods, collectively referred to as the Septych. All seven share one divinity, and alternate power. Sodoutym, whose image was present on levels 10 and 11, is presently the "reigning" member of the Septych. See the sidebar in area 12-2 for more information.

A secret compartment next to the sliding stairs (Search DC 20) has a rope inside it. Pulling the rope signals the zombie ettins on level 11 to move the stairs.

Area 12-2 – Sliding Stair Entrance B (EL 8): As the party enters this area, read or paraphrase the following and give the party Handout AN.

The entire staircase slides to one side, eventually becoming flush with another staircase that leads upward before stopping. It rises five feet at a 45-degree angle before reaching a landing. More stairs continue further up to the side of the landing.

When the party reaches the landing and begins to climb up to wider area, read or paraphrase the following:

The walls have been decorated with foot-wide iron plates or strips that run from the floor to the ceiling. Each bears the same seven dwarven faces, and each face is marked by some abnormality or exaggerated feature.

Centered on the wall opposite the staircase is a large sheet of brass, into which is carved a complex sigil or mandala of some sort. From its grooves shines the sparkle of powdered diamond and other gems.

To the side of the brass plate is a set of double doors.

Development: The strange design is a magical trap, a *symbol of stunning*. The *symbol* is triggered to go off when a non-duergar humanoid passes within 10 feet of it (such as to go up the stairs). When the trap is triggered, an audible *alarm* that sounds like chiming silver bells goes off.

Note that in order to Search for a magical trap, an adventurer with the trapfinding class feature must be within 10 feet of the area to be searched. This brings any party members close enough to activate the *symbol*. Since a Search check is at least a full-round action, the trap triggers before the hero can search for it.

In addition to the normal methods of identifying traps, this *symbol* can be recognized as such with a DC 27 Spellcraft check because it is essentially a spell already in effect. This check is not automatic, however; an adventurer must declare that she is using Spellcraft to examine the sigil.

If the dwarves from area 12-3 come running, this area changes to an EL 13. They, the Master Wizard, Gunrolz, Thane Vejik, and Gora-khan are attuned to the *symbol* and are not affected by it.

A DC 30 Knowledge (religion) check (or a DC 20 check made by a dwarf) would recognize the dwarven faces as belonging to the seven dark dwarven gods, collectively referred to as the Septych (see sidebar).

A secret compartment next to the sliding stairs (Search DC 20) has a rope inside it. Pulling the rope signals the zombie ettins on level 11 to move the stairs.

***Symbol of Stunning* Trap:** CR 8; magic device; proximity trigger; no reset; spell effect (*symbol of stunning*, 14th-level wizard, DC 24 Fortitude

The Septych

These are seven dwarven gods, brothers when they were alive, who share one divinity. This means they must alternate which of them is in power. Sodoutym, whose image was present on levels 10 and 11, is presently the "reigning" member of the Septych. Sodoutym grants the prayers of those clerics who worship him exclusively and those who offer him proper obeisance even when he is not in ascendancy. The Grand Devotee is the primary priest of Sodoutym with this clan.

The available domains of a priest of the Septych change depending on which of the god-brothers is dominant.

The duergar of Thane Vejik's clan, and most who worship the Septych, take pains to appease all seven Dark Dwarven Gods at all times so as to never be without divine favor to call upon.

Another member of the Septych represented in Narborg is Zerraz.

Zerraz is a god of avaricious fire, the greedy fire that burns all. He is sometimes depicted as a dwarf with burning eyes and/or hands. In this clan, his highest priest is referred to as the Servant of the Coin.

The rest of the Septych is left intentionally vague so allow room for GMs to fill in gods from their own campaigns.

negates) and (*alarm*, 14th-level wizard, audible), Search DC 32; Disable Device DC 32.

Area 12-3 – Upper Guard Post (EL 13): If the party has not yet encountered the duergar stationed here, a DC 0 Listen check will hear two rough voices muttering to each other. If the check meets or exceeds DC 10, they will be able to make out a conversation in Dwarven about which of "the Septych" is the best. As the party enters this area, read or paraphrase the following:

A wide set of steps ascends five feet to a small hall. Several dwarves are standing around, two apparently in conversation and the rest looking bored. At the far end, twin pillars flank a double door that is the only obvious exit.

The dwarves are a hodge-podge of armor and weapons. One wears a familiar tight-fitting, gray uniform, while three others wear what looks to be casual clothing beneath their armor. A fourth duergar, this one imperious in a majestic purple cape and a chain shirt, was apparently leading the conversation, while the last dwarf is clad in full plate mail and wears a golden helmet with eye slits.

They do not look like they appreciate your intrusion.

Development: These dwarves are on post here to listen for intruders coming up the sliding stairs, and know which stair's *alarm* makes which sound. If the party used the sliding stairs to ascend to this level, these duergar gain a +2 circumstance bonus to their Listen checks to hear the party because they are expecting trouble, and they will not be talking amongst themselves.

The clansmen are armed with new weapons received from the Mountain King: blighted blades (see sidebar).

The Servant of the Coin is one of two major duergar priests assigned to Narborg; he is a servant of one aspect of the Septych, Zerraz, a lord of greed (see sidebar).

A secret door (Search DC 20) opens onto a short corridor that ends at a closed pit. A 30-foot length of rope is coiled on a nearby hook. A lever retracts the lid into the wall, and the pit opens directly above Thane Vejik's audience hall (area 11-34), 30 feet below.

Tactics: At the beginning of any battle, the Underdeep veteran moves into a position that would block the party from advancing and *enlarges* himself, beginning his defensive stance. A clansman moves to each of his flanks, if possible, to keep the party from taking advantage of his immobility while the last clansman always travels with the Servant of the Coin and tries to protect him from attack. The guard will fire at party members with his crossbow.

The Servant of the Coin tries to avoid getting into melee with the party as much as possible, preferring to hand out boosting spells and healing for his fellows. He begins combat by casting *prayer*, and then in the next round casts his heightened *sanctuary* spell. He then administers healing to any duergar at less than half their hit points or, if none is needed, he casts *bull's strength* on either the Underdeep veteran or his bodyguard. He enters combat only as a last resort, preferring to hand out *guidance* or *resistance* than go on the offensive, but when he does, he casts *confusion* and *unholy blight* in succession.

The clansmen will only *enlarge* themselves if the Underdeep veteran dies and if there is room. When increased in size, the halberd deals 2d8 points of damage, the battleaxes deal 2d6 damage, and the daggers deal 1d6 damage.

All duergar fight to the death, and all but the Servant of the Coin will pursue fleeing opponents.

Blighted Blades

The thane, despite his suspicions of the Mountain King, still conducts a great deal of trade with him. Consequently, all duergar clansmen have recently been issued slashing weapons (axes, daggers, or longswords) bartered from the Mountain King. The thane personally wields a blighted *rod of lordly might*.

These nonmagical weapons are jagged and serrated, ideal for cutting, and are forged from a rare material, similar to the starborn metal of the fabled Star Arms (*DCC #5*). This substance grants them a nasty quality.

They convey a –1 penalty to attack rolls when used against opponents in heavy armor (or with a +5 or greater natural armor bonus), but they always inflict 2 extra points of damage per hit.

Additionally, creatures damaged by a blighted blade bleed excessively, losing 2 hit points per round. Mundane methods cannot stem the blood loss; at least 1 point of magical healing must be applied.

Underdeep Veteran, duergar Ftr7/Def2: CR 10; Medium humanoid (dwarf); HD 7d10+21 plus 2d12+6 plus 3; hp 85; Init +1; Spd 20 ft.; AC 22, touch 12, flat-footed 22; Base Atk +9; Grp +13; Atk *+1 halberd* +15 melee (1d10+9/19-20 x3) or masterwork punch dagger +14 melee (1d4+4/x3); Full Atk *+1 halberd* +15/+10 melee (1d10+9/19-20 x3) or masterwork punch dagger +14/+9 melee (1d4+4/x3); SA Defensive stance, spell-like abilities; SQ Darkvision 120 ft., duergar traits, light sensitivity*, uncanny dodge; AL LE; SV Fort +12, Ref +4, Will +6; Str 19, Dex 13, Con 16, Int 8, Wis 10, Cha 8.

Skills and Feats: Appraise –1 (+1 metal and stone items), Intimidate +9, Listen +1, Move Silently +0, Search –5, Sense Motive +2, Spot –3; Combat Reflexes, Dodge, Endurance, Improved Critical (halberd), Power Attack , Toughness, Weapon Focus (halberd), Weapon Specialization (halberd).

SA – Defensive Stance (Ex): Once per day, an Underdeep veteran can adopt a defensive stance that lasts for 8 rounds. While in a defensive stance, the Underdeep veteran cannot use skills or abilities that would require him to shift his position, and he cannot move. The following changes are in effect while he is in the defensive stance: AC 26 (touch 16, flat-footed 26); hp 103; Atk *+1 halberd* +16 melee (1d10+10/19-20 x3) or masterwork punch dagger +15 melee (1d4+5/x3); Full Atk *+1 halberd* +16/+11 melee (1d10+10/19-20 x3) or masterwork punch dagger +15/+10 melee (1d4+5/x3); SV Fort +13, Ref +5, Will +7; Str 21, Con 20. At the end of his defensive stance, the Underdeep veteran is winded and takes a –2 penalty to Strength for the duration of that encounter. Using the defensive stance takes no time itself, but the Underdeep veteran can only do so during his action.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 18th); these abilities affect only the duergar and whatever it carries.

SQ – Light Sensitivity: Duergar are dazzled in bright sunlight or within the radius of a *daylight* spell. *The Underdeep veterans, however, wear a slitted helmet that counteracts this sensitivity at the cost of a –4 penalty to Spot and Search checks.

Possessions: +1 halberd, +2 full plate, gauntlets of ogre power, ring of protection +1, cloak of resistance +1, masterwork punch dagger, 2d10 pp.

Duergar Watch, duergar Grd6: CR 6; Medium humanoid (dwarf); HD 6d6+12; hp 36; Init +1; Spd 20 ft.; AC 18, touch 11, flat-footed 17; Base Atk +6; Grp +7; Atk masterwork warhammer +7 melee (1d8/x3) or masterwork heavy crossbow +8 ranged (1d10/19-20); Full Atk masterwork warhammer +7/+2 melee (1d8/x3) or masterwork heavy crossbow +8 ranged (1d10/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +7, Ref +3, Will +2; Str 11, Dex 13, Con 14, Int 10, Wis 10, Cha 4.

Skills and Feats: Appraise +0 (+2 metal and stone items), Climb +5, Diplomacy –1, Listen +12, Move Silently +1, Spot +12, Sense Motive +9; Alertness, Point Blank Shot, Precise Shot.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 12th); these abilities affect only the duergar and whatever it carries.

Possessions: Masterwork heavy crossbow, 40 bolts, masterwork chainmail, *+1 buckler*, masterwork warhammer, *potion of cure light wounds* (CL 1st), *potion of see invisibility* (CL 3rd), signal whistle, 2d8 gold.

Duergar Clansmen, duergar War6 (3): CR 6; Medium humanoid (dwarf); HD 6d8+6; hp 33 each; Init +1; Spd 20 ft.; AC 16, touch 11, flat-footed 15; Base Atk +6; Grp +8; Atk blighted battleaxe +10 melee (1d8+4 plus bleeding/x3) or masterwork dagger +9 melee (1d4+2/19-20) or masterwork dagger +8 ranged (1d4+2/19-20); Full Atk blighted battleaxe +10/+5 melee (1d8+4 plus bleeding/x3) or masterwork dagger +9/+4 melee (1d4+2/19-20) or masterwork dagger +8 ranged (1d4+2/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +6, Ref +3, Will +2; Str 14, Dex 12, Con 12, Int 9, Wis 11, Cha 4.

Skills and Feats: Appraise –1 (+1 metal and stone items), Climb +10, Listen +1, Move Silently +4, Spot +1; Diehard, Endurance, Weapon Focus (battleaxe).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 12th); these abilities affect only the duergar and whatever it carries.

Possessions: Blighted battleaxe, masterwork daggers (3), masterwork chain shirt, masterwork buckler.

Servant of the Coin, duergar Clr7: CR 8; Medium humanoid (dwarf); HD 7d8+7; hp 38; Init +1; Spd 20 ft.; AC 15, touch 11, flat-footed 14; Base Atk +5; Grp +6; Atk/Full Atk masterwork light mace +6 melee (1d6+1); SA Command undead 1/day (+0, 2d6+5), spell-like abilities, spontaneous casting (*inflict* spells); SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +6, Ref +3, Will +8; Str 12, Dex 13, Con 12, Int 14, Wis 16, Cha 6.

Skills and Feats: Appraise +2 (+4 metal and stone items), Bluff +14, Concentration +14, Diplomacy +13, Disguise +1 (+3 acting), Intimidate +3, Knowledge (religion) +12, Listen +4, Move Silently +4, Spot +4; Heighten Spell, Skill Focus (Concentration), Skill Focus (Bluff).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 14th); these abilities affect

only the duergar and whatever it carries.

Spells Prepared (6/5+1/4+1/3+1/1+1; DC 13 + spell level; Evil, Trickery domains): 0 – *cure minor wounds, guidance* (x2), *mending* (x2), *resistance*; 1st – *cure light wounds* (x3), ~~*curse water*~~ (cast), *protection from good** (CL 8th), *remove fear*; 2nd – *align weapon, cure moderate wounds* (x2), *bull's strength, desecrate** (CL 8th); 3rd – *cure serious wounds* (x2), *prayer, unholy blight** (CL 8th); 4th – *confusion*, sanctuary* (heightened).

*Indicates domain spell.

Possessions: Masterwork light mace, masterwork chain shirt, *circlet of persuasion, cloak of charisma +2.*

Area 12-4 – Vampire's Retreat (EL 0 or 12): The entrance to this area is a secret door (Search DC 30). Discovering the door also discovers that the eyes and mouths of the faces are actually small tubes (which is how Gora-khan enters this area in *gaseous form*). The iron strips on the wall obscure the stone wall behind it, foiling a dwarf's bonus to Search checks for unusual stonework.

As the party enters this area, read or paraphrase the following:

This chamber is roughly octagonal. Patterns of swirling spirals and concentric circles are carved into the stone walls, seemingly at random. To the left is an armor dummy, and to the right is a statue of a voluptuous human woman with cruel eyes and fangs. Across from the entrance is a raised dais upon which rests a large coffin carved from a single piece of basalt.

If Gora-khan is present and alert, read or paraphrase the following:

A familiar hobgoblin starts at your entry. "Again!" he cries in the common tongue, his forked tongue flickering. "I shall be revenged!" His eyes are twin motes of fire and hate.

If Gora-khan is present and helpless, read or paraphrase the following when the party opens his coffin:

Pushing aside the heavy lid, you see the coffin is occupied. A familiar hobgoblin lies at rest, seemingly dead. His fangs protrude just a little from his upper lip, and clutched in his grip is a beautiful, bare longsword, its blade etched by masterful acidwork.

Development: The hobgoblin Gora-khan was a trusted lieutenant of the infamous vampiress Serrenna Valuois before she was defeated and sealed away in a deep mine (*DCC #1*). The statue is of her, and only a DC 35 Knowledge (history) check would be able to identify her. Gora-khan wandered the world for a time, but eventually encountered Thane Feigr Vejik, who made him a comfortable offer that his son continues to honor (see area 10A-1). The hobgoblin is one of the few non-duergar allowed on this level of Narborg.

The patterns are just decoration.

The Vampire Shuffle: If Gora-khan has not been encountered in area 10A-1, or if he was encountered and the party fled, this area is unoccupied. Inside the coffin is a *+2 keen longsword* and on the armor dummy is a *+3 chain shirt*. If, however, Gora-khan was defeated, he will be here. If less than an hour has passed, Gora-khan is helpless inside his coffin and can easily be slain. If more than an hour has passed, he is at full hit points and is plotting revenge against the party; he will be wearing the *+3 chain shirt* and wielding the *+2 keen longsword*.

If he is faced here while he's alert, this area is EL 12. Otherwise, it's EL 0.

Vampire's Treasure: In addition to his equipment, Gora-khan's coffin is lined with 4,000 gp, and there are three bloodstones (worth 250 gp each) set into the inside of the coffin's lid.

Tactics: Gora-khan is an unsubtle combatant, but savvy. Normally, he fixates all attacks against one opponent, but if he discovers that his secondary attacks aren't hitting, he'll use them against other foes in melee, ideally those in lighter armor. If he is unable to strike a foe because their AC is too high, he'll use *dominate* on them and order them to attack "the healer."

Gora-khan fights until he has 15 hit points or less, at which point he flees. If the door was left open, he turns into a bat; if not, he assumes *gaseous form*. He flees until he exits Castle Whiterock, and will not return to harass the party.

Gora-khan will pursue fleeing opponents only after pausing long enough to allow his fast healing to bring him back to full hit points.

Gora-khan, hobgoblin vampire Rng5/Hoz5: CR 12; Medium undead (augmented humanoid, goblinoid); HD 10d12; hp 65; Init +10; Spd 30 ft.; AC 27, touch 16, flat-footed 23; Base Atk +10; Grp +15; Atk *+2 keen longsword* +18 melee (1d8+7/17-20) or slam +16 melee (1d6+7 plus energy drain/19-20); Full Atk *+2 keen longsword* +16/+11 melee (1d8+7/17-20) and slam +14 melee (1d6+2 plus energy drain/19-20); SA Blood drain, children of the night, create spawn, *dominate*, energy drain, favored enemy magical beasts +2, favored enemy monstrous humanoids +4, terrain mastery (forest, hills, mountains, plains, underground); SQ Alternate form, damage reduction

10/silver and magic, darkvision 120 ft., *gaseous form*, resistance to cold 10, resistance to electricity 10, *spider climb*, +4 turn resistance, vampire weaknesses, wild empathy +7; AL LE; SV Fort +8, Ref +13, Will +7; Str 20, Dex 22, Con –, Int 12, Wis 16, Cha 14.

Skills and Feats: Balance +18, Bluff +10, Climb +8, Hide +30, Knowledge (geography) +9, Listen +30, Move Silently +30*, Search +9, Sense Motive +11, Spot +30, Survival +11 (+13 avoiding hazards and getting lost); Alertness, Combat Reflexes, Dodge, Endurance, Improved Critical (slam), Improved Initiative, Iron Will, Lightning Reflexes, Track, Two-Weapon Fighting, Weapon Focus (longsword), Weapon Focus (slam).

SA – Blood Drain (Ex): Ghora-khan can suck blood from a living victim with his fangs by making a successful grapple check. If he pins the foe, he drains blood, dealing 1d4 points of Constitution drain each round the pin is maintained. On each such successful attack, Ghora-khan gains 5 temporary hit points.

Children of the Night (Su): Once per day, Gora-khan can call forth 1d4+1 bat swarms. These creatures arrive in 2d6 rounds and serve him for up to 1 hour.

Create Spawn (Su): A humanoid or monstrous humanoid slain by Gora-khan's energy drain rises as a vampire spawn 1d4 days after burial.

If Gora-khan instead drains the victim's Constitution to 0 or lower, the victim returns as a spawn if it had 4 or less HD and as a vampire if it had 5 or more HD. In either case, the new vampire or spawn is under Gora-khan's command and remains enslaved until its master's destruction. At any given time, Gora-khan may have enslaved 24 spawn; any spawn he creates that would exceed this limit are created as free-willed vampires or vampire spawn. Gora-khan may voluntarily free enslaved spawn in order to enslave new spawn, but once freed, a vampire or vampire spawn cannot be enslaved again.

Dominate (Su): Gora-khan can crush an opponent's will just by looking onto his or her eyes. This is similar to a gaze attack, except that the vampire must use a standard action, and those merely looking at it are not affected. Anyone he targets must succeed on a DC 17 Will save or fall instantly under his influence as though by a *dominate person* spell (caster level 12th). The ability has a range of 30 feet.

Energy Drain (Su): Living creatures hit by Gora-khan's slam attack gain two negative levels. For each negative level bestowed, Gora-khan gains 5 temporary hit points. Gora-khan can use his energy drain ability once per round.

SQ – Alternate Form (Su): Gora-khan can assume the shape of a bat, dire bat, wolf, or dire wolf as a standard action, but rarely does. While in his alternate form, he loses his natural slam attack

and *dominate* ability, but gains the natural weapons and extraordinary special attacks of his new form. He can remain in that form until he assumes another or until the next sunrise.

Fast Healing (Ex): Gora-khan heals 5 points of damage each round so long as he has at least 1 hit point. If reduced to 0 hit points in combat, he automatically assumes *gaseous form* and attempts to escape. He must reach his coffin within 2 hours or be utterly destroyed. Any additional damage dealt to a vampire forced into *gaseous form* has no effect. Once at rest in his coffin, Gora-khan is helpless. He regains 1 hit point after 1 hour, then is no longer helpless and resumes healing at the rate of 5 hit points per round.

Gaseous Form (Su): As a standard action, Gora-khan can assume *gaseous form* at will as the spell (caster level 5th), but he can remain gaseous indefinitely and has a fly speed of 20 feet with perfect maneuverability.

Spider Climb (Ex): Gora-khan can climb sheer surfaces as though with a *spider climb* spell.

Terrain Mastery (Ex): Gora-khan gains a +1 insight bonus on attack and damage rolls against creatures native to forests, hills, mountains, plains, and underground. Among the common PC races, this includes dwarves, elves, gnomes, and halflings. In addition, he gains bonuses on certain skill checks based on his terrain mastery, as shown below.

Forests: +4 competence bonus on Hide checks.

Hills: +4 competence bonus on Listen checks.

Mountains: +4 competence bonus on Climb checks.

Plains: +4 competence bonus on Spot checks.

Spells Prepared (1; DC 13 + spell level): 1st – *pass without trace*.

Possessions: +2 keen longsword, +3 chain shirt.

Gora-khan, bat form: Diminutive undead (augmented humanoid, goblinoid); HD 10d12; hp 65; Init +6; Spd 5 ft, fly 40 ft. (good); AC 16, touch 16, flat-footed 14; Base Atk +0; Grp –17; Atk/Full Atk -; Space/Reach 1 ft./0 ft.; SA Children of the night; SQ Darkvision 120 ft., *gaseous form*, resistance to cold 10, resistance to electricity 10, *spider climb*, +4 turn resistance, wild empathy +7; AL LE; SV Fort +8, Ref +9, Will +7; Str 1, Dex 15, Con –, Int 12, Wis 16, Cha 14.

Skills and Feats: Balance +15, Bluff +10, Climb -1, Hide +35, Knowledge (geography) +9, Listen +30, Move Silently +27, Search +9, Sense Motive +11, Spot +30, Survival +11 (+13 avoiding hazards and getting lost); Alertness, Combat Reflexes, Dodge, Endurance, Improved Critical (slam), Improved Initiative, Iron Will, Lightning Reflexes, Track, Two-Weapon Fighting, Weapon Focus (longsword), Weapon Focus (slam).

SQ – Blindsense (Ex): In bat form, Gora-Khan notices and locates creatures within 20 feet. Opponents still have 100% concealment against a creature with blindsense.

Area 12-5 – Barricade: A DC 20 Search check made here reveals that a section of the wall can be pulled out. When extended, it forms a barricade that stretches across the entire hallway at a height of five feet. The duergar use these to seal off sections of the inner keep as defensive points. Extending or retracting a barricade 5 feet is a standard action.

Additionally, on the side of the barricade furthest from area 12-3 is a one-foot step so the short duergar can attack or fire at invaders over the barricade's wall.

The iron strips on the wall obscure the stone wall behind it, foiling a dwarf's bonus to Search checks for unusual stonework.

When the party encounters duergar attacking them from behind a barricade, show them Handout AO.

Area 12-6 – Scribe's Post: When the party enters this area, read or paraphrase the following:

This long, irregularly shaped room smells strongly of old paste and moldering paper. Three threadbare chairs are carelessly arranged around a large table covered in loose sheets of parchment and stoppered inkwells. To the left, a few short steps leads to a triptych bookcase filled with row after row of librams and folios.

Development: In a lawful society like the duergar's, thanes do not have time to listen to a clansman stammer out a boon or a plea for mercy, so such requests are undertaken in writing to be perused at leisure. The thane soon learned, however, that it was just as time-consuming to try to make out the blocky or misspelled Dwarven of his petitioners.

As a result, he created the post of Clan Scribe and called for a learned monk from Haldaboer to help his clansmen frame their words in a manner both coherent and pleasing to the authorities. The Clan Scribe resents being stationed in Narborg, but performs his duties as best he can. He is normally stationed here, but he's been reassigned to protect Zah in area 12-39.

The books are all the legal precedents and minutes from the court of the thane, dating back to Narborg's founding. Only the most esoteric historians would find it very interesting.

Barricades and Cover

The barricades are considered low obstacles. They provide cover to creatures within 30 feet, but an attacker can ignore the cover if he is closer to the barricade than his target. The duergar typically extend the barricade and use it to fire on invaders as they approach.

If two combatants are equidistant from an extended barricade (and within 30 feet), they both have cover.

Cover means they have a +4 bonus to AC and a +2 bonus to Reflex saves from effects that originate or burst on the other side of the barricade. Creatures cannot execute attack of opportunity against a target that has cover relative to it.

The barricades are 5 feet tall. They can be mounted with a DC 10 Climb check or leapt over (Jump check, various DC).

Who Can It Be Now?: The first time the party enters this area, the GM should secretly roll for an encounter.

Area 12-7 – Deep Watch Rest: When the party enters this area, read or paraphrase the following:

The door opens into a short gallery. To either side, the floor rises a few steps to a viewing platform. Along the right wall are mounted a variety of beast heads…some you recognize and others seems quite obscure. To the left are more mounted heads, but these are familiar right away ... humans, dwarves, elves, drow, svirfneblin, and orcs. Each is portrayed in a cruelly exaggerated pose of surprise or stupidity.

At the end of the gallery, an open archway leads to another chamber.

When the party explores further, read or paraphrase the following:

This rectangular area is a combination storeroom, kitchen, and barracks. There are two bunk beds, a large locker, and a few shelves by a small coal stove. The shelves contain spices, jarred foodstuffs, and some dry goods.

Development: When members of the deep watch pass through Narborg, they are afforded this space to rest up.

Mounted Heads: There are seven creature heads. From left to right, they are: rust monster, otyugh, grick, drider, ethereal filcher, choker, and one of the GM's choice, to represent a creature unique to their campaign or one they would like to introduce here.

Secret Armory: A DC 25 Search check on the wall between the two beds finds the secret door, which slides to the left. Inside are some shelves containing 60 crossbow bolts, a masterwork light crossbow, two masterwork warhammers, three masterwork handaxes, and a masterwork chain shirt.

Who Can It Be Now?: The first time the party enters this area, the GM should secretly roll for an encounter.

Area 12-8 – Pool of the Fallen: A DC 5 Listen check made at the door would hear a deep male voice talking. If the listener can speak Dwarven and the check meets or exceeds DC 15, they would hear the voice reciting a very long list of names. It takes 24 minutes for the names to loop.

When the party enters this area, read or paraphrase the following:

This chamber has a rectangular pool in its center. A bare pillar stands in each corner, supporting the ceiling some twenty feet overhead. Carved into the wall are countless small niches, each containing a golden helmet with eye slits. Some are intact, but most have been battered, blackened by fire, melted by acid, or otherwise marked by violence. Each helmet has a name inscribed on it in Dwarven letters.

Development: This area has a series of looping, *permanent, ghost sound* spells (CL 18th) that recite the names carved into the helmets. When an Underdeep veteran dies in the line of duty, his helmet is placed here. The Keeper of Names from Haldaboer is sent for, and he recasts the *ghost sound* spells, adding the new name(s).

Who Can It Be Now?: The first time the party enters this area, the GM should secretly roll for an encounter.

Before Their Heroes: Any duergar encountered here, or who battle adventurers entering here, gain a +2 morale bonus on attack rolls and weapon damage rolls for the duration of the combat.

Area 12-9 – Craft Hall: This area is where several duergar craftsmen have their workshops; all doors are unlocked. There are five doors: two on either side and one at the end. On the left, from entry to end, they are glassblower and tanner. On the right, trapmaker (area 12-10) and engraver. At the end is a smithy.

Each room contains masterwork tools related to its trade. For example, the glassblower has two ovens, several pipes, and some minerals for tinting glass. The tanner has a shallow pit of nightsoil (collected by duergar), several barrels of oil, and slats of various kinds of wood. The engraver has a large table and a collection of awls, knives, and hammers. The blacksmithy has two forges and anvils, and a nice array of punches and tongs.

Area 12-10 – Trap Workshop (EL 0 or 12): If Gunrolz is present in this area, read or paraphrase the following:

Hunched over the table is a creature that looks like a winged dwarf made of stone. He wears a stained, purple cloak, and seems to be working on the guts of a spring-loaded trap.

Development: The trap workshop contains a collection of needles, springs, spikes, a few poisons, and a lot of blueprints. Consider these masterwork tools for the purpose of any Craft (trapmaking) checks.

The Mephit Shuffle (Gunrolz): Gunrolz the earth mephit, if he is still alive, may or may not be present. If he party has either slain Sossank on level 6

or incurred the thane's wrath, the mephit will have been recalled from level 6 to develop new traps and cast *nightmare* on the party. If the party has somehow managed to make it this far without drawing the thane's unwelcome attention, and if Sossank is still alive, then Gunrolz will be on level 6. If he's here, he hasn't been idle while the party has continued their adventures in Castle Whiterock; he's gained a few more sorcerer levels.

Tactics: Gunrolz has his cycle of spells set up so that he casts *nightmare* on the party just before he rests, so he will have his full complement of spells when the party finds him.

The mephit begins combat by casting *interposing hand*. If this is ever *dispelled* or otherwise destroyed, he casts it again to keep it between himself and the party.

The mephit then casts *wall of fire* to seal off the room from any adventurers outside (if there are any), and directs the heat inward. In subsequent rounds, he alternates between *hold person* and *touch of idiocy* (in that order), throwing in a *magic missile*. If the *wall of fire* is brought down or seems ineffective, he'll cast *ice storm*.

During the fight, Gunrolz will taunt the party, asking how their dreams have been lately.

Gunrolz will only fight to the death if he's faced the party before. If not, he flees when reduced to 10 or fewer hit points. If he flees, he heads to area 12-24 to hide among the barrels. Gunrolz will not pursue fleeing opponents, but he will cast a *wall of fire* to cut off their escape (directing the heat toward his trapped foes).

Gunrolz, earth mephit Sor11: CR 12; Small outsider (earth, extraplanar); HD 3d8+9 plus 11d4+33 plus 3; hp 82; Init +1; Spd 30 ft., fly 50 ft. (average); AC 17, touch 12, flat-footed 16; Base Atk +8; Grp +6; Atk Claw +11 melee (1d3+2); Full Atk 2 claws +11 melee (1d3+2); SA Breath weapon, spell-like abilities, spells, summon mephit; SQ Change size, damage reduction 5/magic, darkvision 60 ft., fast healing 2; AL N; SV Fort +9, Ref +7, Will +12; Str 14, Dex 12, Con 16, Int 8, Wis 10, Cha 21.

Skills and Feats: Bluff +12, Concentration +13, Craft (trapmaking) +8, Escape Artist +7, Hide +9, Diplomacy +7, Disguise +5 (+7 acting), Intimidate +7, Listen +6, Move Silently +7, Speak Language (Draconic, Dwarven), Spot +6, Use Rope +1 (+3 with bindings); Combat Casting, Iron Will, Skill Focus (Concentration), Skill Focus (Craft (trapmaking)), Toughness.

SA – Breath Weapon (Su): 15-foot cone of rock shards and pebbles, damage 1d8, Reflex DC 21 half.

Spell-Like Abilities: 1/day – *soften earth and stone*. Caster level 6th.

Summon Mephit (Sp): Once per day, Gunrolz can attempt to summon another earth mephit, much as though casting a *summon monster* spell, but with only a 25% chance of success. Roll d%: On a failure, no creature answers the summons that day. A mephit that has just been summoned cannot use its own summon ability for 1 hour. This ability is the equivalent of a 2nd-level spell.

SQ – Change Size (Sp): Once per hour, Gunrolz can magically change its size. This works just like an *enlarge person* spell, except that the power works only on the earth mephit. This is the equivalent of a 2nd-level spell.

Fast Healing (Ex): Gunrolz heals only if it is underground or buried up to its waist in earth.

Spells Known (6/8/7/7/7/5; DC 15 + spell level): 0 – *acid splash, arcane mark, detect magic, disrupt undead, ghost sound, mending, prestidigitation, open/close, read magic*; 1st – *expeditious retreat, magic missile, protection from good, reduce person, shield*; 2nd – *alter self, mirror image, phantom trap, resist energy, touch of idiocy*; 3rd – *fireball, haste, hold person, shrink item*; 4th – *fire trap, ice storm, wall of fire*; 5th – *interposing hand, nightmare*.

Possessions: bracers of armor +1, cloak of charisma +2, ring of counterspells (magic missile)

Area 12-11 – Clan Hall Ground Floor (EL 12): The ceiling in here is 20 feet tall. All four doors are locked (Open Lock DC 30), and the Underdeep veteran in here has the key. As the party approaches this area, read or paraphrase the following:

> *This high-ceilinged chamber is ovoid and spacious. Directly across from you, and to the right and left, are double doors that lead to other parts of this fortress. Flanking each door is a plain stone pillar supporting a mezzanine level. In between each door is a long, low, water-filled trough, carved to show dwarves drinking and bathing. The center of the room is a slightly elevated dais.*
>
> *The monstrosity standing on the dais betrays the pleasantness of this scene ... a horrid creation of dark magic standing twenty feet tall. It looks vaguely like a great giant, but its body parts don't all match ... you recognize the sable arm of a fire giant, the crooked leg of an ettin, and the cadaverous head of a stone giant. How this creature could have gotten into this place through the dwarf-sized doors is a mystery for another time, because it reacts to your presence!*

You barely have time to notice the bald dwarves on the second floor and the duergar champion, replete in heavy armor and golden helm, before the abomination attacks!

Development: The Master Wizard and his students constructed the flesh golem here, in fact. It is large enough to attack creatures on the ground floor and in the mezzanine.

The troughs are filled with fresh water, and they are fed by one of the many underground rivers cutting through the mountain. They are the primary source of water for Narborg, and duergar children are whipped (not "whupped," whipped) for playing in them.

On the ground floor is an Underdeep veteran and the flesh golem, while on the top floor are three clansmen and the junior wizard. The duergar junior wizard's spellbook is identical to the one in area 10-1 except that he knows *lightning bolt* instead of *fireball*.

Tactics: The flesh golem does not move from the dais and attacks whichever opponent has advanced furthest unless ordered to do something else by the junior wizard. It does not leave the dais, but it shouldn't have to in order to reach any adventurer inside the room.

The Underdeep veteran moves around to try to get between the party and the door, ideally trapping them inside after he *enlarges* himself. He goes after heroes lurking in the back. He will not enter his defensive stance unless he is engaged by two or more opponents.

The clansmen fire down on the party with their crossbows, always maneuvering to get a shot without cover if they can. Note that they can fire each round, thanks to their feats.

The junior wizard uses *ray of enfeeblement* on any foes in melee with either the Underdeep veteran or the flesh golem, and targets any obvious spellcasters with *acid arrow*. He saves his *lightning bolt* to heal the flesh golem, and won't cast it unless he or it is reduced to half their hit points.

When *enlarged*, the scythe deals 2d6 points of damage, and the daggers all deal 1d6 damage.

Remember that all doors in here are locked. If the party exits by any door other than the one leading back toward area 12-9, the duergar adjust position using the other staircases; the clansmen and junior wizard move to the ground floor, and the Underdeep veteran moves to the mezzanine level.

All creatures fight to the death, and none chase fleeing opponents.

Underdeep Veteran, duergar Ftr7/Def2: CR 10; Medium humanoid (dwarf); HD 7d10+21 plus 2d12+6 plus 3; hp 85; Init +1; Spd 20 ft.; AC 22, touch 12, flat-footed 22; Base Atk +9; Grp +13; Atk +*1 scythe* +15 melee (2d4+9/19-20 x4) or masterwork punch dagger +14 melee (1d4+4/x3); Full Atk +*1 scythe* +15/+10 melee (2d4+9/19-20 x4) or masterwork punch dagger +14/+9 melee (1d4+4/x3); SA Defensive stance, spell-like abilities; SQ Darkvision 120 ft., duergar traits, light sensitivity*, uncanny dodge; AL LE; SV Fort +12, Ref +4, Will +6; Str 19, Dex 13, Con 16, Int 8, Wis 10, Cha 8.

Skills and Feats: Appraise –1 (+1 metal and stone items), Intimidate +9, Listen +1, Move Silently +0, Search –5, Sense Motive +2, Spot –3; Combat Reflexes, Dodge, Endurance, Improved Critical (scythe), Power Attack , Toughness, Weapon Focus (scythe), Weapon Specialization (scythe).

SA – Defensive Stance (Ex): Once per day, an Underdeep veteran can adopt a defensive stance that lasts for 8 rounds. While in a defensive stance, the Underdeep veteran cannot use skills or abilities that would require him to shift his position, and he cannot move. The following changes are in effect while he is in the defensive stance: AC 26 (touch 16, flat-footed 26); hp 103; Atk +*1 scythe* +16 melee (2d4+10/19-20 x4) or masterwork punch dagger +15 melee (1d4+5/x3); Full Atk +*1 scythe* +16/+11 melee (2d4+10/19-20 x4) or masterwork punch dagger +15/+10 melee (1d4+5/x3); SV Fort +13, Ref +5, Will +7; Str 21, Con 20. At the end of his defensive stance, the Underdeep veteran is winded and takes a –2 penalty to Strength for the duration of that encounter. Using the defensive stance takes no time itself, but the Underdeep veteran can only do so during his action.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 18th); these abilities affect only the duergar and whatever it carries.

SQ – Light Sensitivity: Duergar are dazzled in bright sunlight or within the radius of a *daylight* spell. *The Underdeep veterans, however, wear a slitted helmet that counteracts this sensitivity at the cost of a –4 penalty to Spot and Search checks.

Possessions: +1 scythe, +2 full plate, gauntlets of ogre power, ring of protection +1, cloak of resistance +1, masterwork punch dagger, 2d10 pp, key to area 12-11.

Duergar Junior Wizard, duergar Wiz5: CR 6; Medium humanoid (dwarf); HD 5d4+15; hp 27; Init +1; Spd 20 ft.; AC 13, touch 13, flat-footed 10; Base Atk +2; Grp +2; Atk/Full Atk masterwork quarterstaff +3 melee (1d6); SA Spell-like abilities, spells; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +4, Ref +2, Will +5; Str 10, Dex 13, Con 16, Int 16, Wis 12, Cha 4.

Skills and Feats: Appraise +3 (+5 metal and stone items), Concentration +11, Decipher Script +11, Knowledge (arcana) +11, Knowledge (dungeoneering) +11, Listen +2, Move Silently +5, Spellcraft +13, Spot +2, Survival +1 (+3 underground); Scribe Scroll, Spell Focus (divination), Spell Focus (evocation), Spell Mastery (*detect thoughts, lightning bolt*).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 10th); these abilities affect only the duergar and whatever it carries.

Spells Prepared (4/4/3/2; DC 13 + spell level, DC 14 + spell level for evocations and divination spells): 0 – *arcane mark, detect magic* (x2), *light*; 1st – *comprehend languages, ray of enfeeblement* (x2), *shocking grasp*; 2nd – *acid arrow* (x2), *detect thoughts*; 3rd – *arcane sight, lightning bolt*.

Possessions: Masterwork quarterstaff, spellbook, *bracers of armor +2,* 2d20 pp.

Advanced Flesh Golem: CR 10; Huge construct; HD 19d10+40; hp 144; Init –1; Spd 30 ft.; AC 20, touch 7, flat-footed 20; Base Atk +14; Grp +32; Atk Slam +22 melee (3d8+10); Full Atk 2 slams +22 melee (3d8+10); Space/Reach 15 ft./15 ft.; SA Berserk; SQ Construct traits, damage reduction 5/adamantine, darkvision 60 ft., immunity to magic, low-light vision; AL N; SV Fort +6, Ref +5, Will +6; Str 30, Dex 8, Con –, Int –, Wis 11, Cha 1.

Skills and Feats: None.

SA – Berserk (Ex): When a flesh golem enters combat, there is a cumulative 1% chance each round that its elemental spirit breaks free and the golem goes berserk. The uncontrolled golem goes on a rampage, attacking the nearest living creature or smashing some object smaller than itself if no creature is within reach, then moving on to spread more destruction. This golem's creator is not present to try to regain control.

SQ – Immunity to Magic (Ex): A flesh golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below. A magical attack that deals cold or fire damage slows a flesh golem (as the *slow* spell) for 2d6 rounds, with no saving throw. A magical attack that deals electricity damage breaks any slow effect on the golem and heals 1 point of damage for every 3 points of damage the attack would otherwise deal. If the amount of healing would cause the golem to exceed its full normal hit points, it gains any excess as temporary hit points.

For example, a flesh golem hit by a *lightning bolt* heals 3 points of damage if the attack would have dealt 11 points of damage. A flesh golem gets no saving throw against attacks that deal electricity damage.

Duergar Clansmen, duergar War6 (3): CR 6; Medium humanoid (dwarf); HD 6d8+6; hp 33 each; Init +2; Spd 20 ft.; AC 17, touch 12, flat-footed 15; Base Atk +6; Grp +7; Atk blighted dagger +8 melee (1d4+3 plus bleeding/19-20) or masterwork light crossbow +9 ranged (1d8/19-20); Full Atk blighted dagger +8/+3 melee (1d4+3 plus bleeding/19-20) or masterwork light crossbow +9/+4 ranged (1d8/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +6, Ref +4, Will +2; Str 12, Dex 14, Con 12, Int 9, Wis 11, Cha 4.

Skills and Feats: Appraise –1 (+1 metal and stone items), Climb +9, Listen +1, Move Silently +5, Spot +1; Point Blank Shot, Precise Shot, Rapid Reload

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 12th); these abilities affect only the duergar and whatever it carries.

Possessions: Blighted dagger, masterwork light crossbow, 20 bolts, masterwork chain shirt, masterwork buckler.

Area 12-12 – Butcher: When the party enters this area, read or paraphrase the following:

This bare chamber smells strongly of blood and excrement, although it is impeccably clean. A collection of knives and cleavers hangs on the wall, and there is a small pile of waxed parchment sheets in the far corner.

Development: This is where animals are butchered. All of the implements are of masterwork quality.

Area 12-13 – Private Apartments: Each of these areas contains the same general items: a bed, two beds, or some bunk-beds, some clothing in a dresser, a few personal effects in a short chest of drawers, and some minor decorations. These are the private apartments of the duergar; although a definite step up from barracks living, it is hardly a mansion.

None of the rooms are inhabited except for random encounters.

Who Can It Be Now?: The first time the party enters this area, the GM should secretly roll for an encounter.

If "Intrusion Countermeasures" or "Hiding Craftsmen" is rolled, they would be returning home from working. If "Spiked Owlbear" is rolled, it would be in the hallway and attack any non-duergar.

Area 12-14 – Storerooms: Each of these areas is locked (Open Lock DC 30), and each may contain some items that were too heavy to be moved or too valuable for the road.

If the party breaks into one of these areas, roll a d12 and consult below:

1d12	Result
1-3	Empty
4-6	Assorted, common furniture and a sack with 1d100 sp and 2d12 gp.
7-9	Assorted, common furniture, a sack with 1d100 cp, and 1d3 valuable objects, like a silver-inlaid mirror, a rare book, a piece of darkwood furniture, or an exotic rug. Each item is worth 100 x 1d3+1 gp.
10-11	Assorted, nice furniture, a sack with 2d4 clear quartzes (50 gp each), and one valuable object, like a ceremonial golden dagger with garnets in the hilt, an iron goblet set with fire opals, or a mantle of winter wolf fur. This item is worth 300 x 1d3 gp.
12	A sack with 1d100 gp, 2d3 amethysts (worth 100 gp each), and a minor magic item (roll on the appropriate table)

Area 12-15 – Slave Pen: The door to this area is locked (Open Lock DC 30). The watch commander has the key. A DC 5 Listen check made at the door will hear low, gruff voices talking amongst themselves. If the listener speaks Orc and meets or exceeds DC 15, they will hear the voices planning an elaborate revenge on the "beards."

As the party enters this area, read or paraphrase the following:

This area would be a hallway were it not for the jail bars along one wall. Several large, humanoid shapes move behind the bars, then you notice their protruding bottom tusks and green skin ... orcs!

Development: The orcs are kept as slaves by the duergar. There originally were ten, but the weaker ones died off and haven't been replaced yet. The duergar use them to haul lumber and stone blocks for making repairs.

If the party just slays the orcs in the cage, or attacks them while they're unarmed, they earn no XP for it; these orcs are not a threat.

Quid Pro Orc: The orcs want to be free, but they don't trust the party. For Diplomacy purposes, their initial attitude is unfriendly. No matter what the party rolls in Diplomacy, if there is a dwarf in the party, their attitude can never rise above indifferent. The orcs will not travel with the party and will not take risks for them; no matter who is in the party or how high a Diplomacy roll gets, they cannot be brought to helpful.

The cage is locked (Open Lock DC 30, the same key as the door), and the orcs won't exit if their attitude is less than indifferent. In their mind, it is better to work and live to kill another day than to walk out of the cage into a trap. If the orcs have an attitude of indifferent or better, they offer to tell the party about what they have seen on this level. If their attitude is friendly, they will also offer to draw a "picture" of the level for the party.

The Level, as Seen by Orcs: If the orcs tell the party about the level, read or paraphrase the following:

"In the big round room (points to area 12-11) *is a dead giant and a shiny-hat beard. Over there* (points toward area 12-17) *are a bunch of talky-beards-with-no-armor. They make rock-men and dead-men. Over there* (points toward area 12-24) *are eyekiller-lizards and bats, lots of statues and blood. Over there* (points toward area 12-28) *are war-beards and giant cross-bows, and ... nearby? ... is big-war-beard. Bone-hat-big-beard near him."*

The Level, as Drawn by Orcs: The orcs will draw their map on the cell wall, using their blood for paint if the party has no chalk. They will laugh if offered paper, saying, "Small pictures are no good." If the orcs draw the level, give the party Handout AP.

The *Skullcap of Umgoot:* If a party member is wearing or prominently displaying the *Skullcap of Umgoot*, the orcs will demand it, and possibly attack the party. If the party does not have the *Skullcap* and they ask about it, the orcs will say:

"Ukrook wore Umgoot's cap but fell in water. He didn't come back up, so he went down with cap. Water goes down, so cap went down."

Tactics: If the orcs are attacked and in a position to defend themselves, they start shouting and each one attacks an adventurer as best it can, punching and kicking.

At the end of each round, the GM should roll for a random encounter, following normal rules except that the GM should ignore a "Spiked Owlbear" result even if it hasn't been encountered yet.

These orcs fight to their death, and do not chase fleeing opponents.

Orc Slaves, orc War4: CR 3; Medium humanoid (orc); HD 4d8+4; hp 22 each; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +4; Grp +8; Atk/Full Atk unarmed strike* +8 melee (1d3+4 nonlethal); SQ Darkvision 60 ft., light sensitivity, orc traits; AL CE; SV Fort +5, Ref +1, Will –1; Str 18, Dex 11, Con 12, Int 8, Wis 7, Cha 6.

Skills and Feats: Climb +5, Listen +1, Speak Language (Dwarven), Spot +1; Alertness, Endurance.

*These orcs are unarmed and lack the Improved Unarmed Attack feat, so they provoke attacks of opportunity when they attempt to punch or kick an armed foe.

Possessions: None.

Area 12-16 – Livestock Pen: A DC 0 Listen check will hear chickens clucking and a pig grunting through the door. The duergar have fourteen hens and two hogs in here, waiting to be slaughtered. The room smells atrocious, and the animals do not look well cared for.

Area 12-17 – Golem Workshop: As the party enters this area, read or paraphrase the following:

This room seems to be a studio for sculpture. Two large granite blocks are placed against the far wall, and one is in the middle of the room. The sculpture looks half-finished, and it looks like it's going to be some kind of armored warrior. The unworked parts of the block are heavily marked with chalk showing where to cut and other, more esoteric notes.

Along the near wall is a small cart laden with tools of sculpture. It has rolled over some sheets of parchment paper, most of which bear notations of some kind.

Development: This is where the duergar make their golems. Thankfully for the party, the dwarves are working on stone golems now and not flesh golems, or the smell would be atrocious. The items on the cart are two sets of masterwork tools for Craft (sculpture) or (stonemasonry). The sheets of paper are just notes on golem construction.

Forgotten Treasure: There is a misplaced *stone golem manual* set carelessly atop one of the granite blocks (Search DC 15).

Alternate Location: The Master Wizard could also be encountered here.

Area 12-18 – Master Wizard's Sanctum (EL 15): The door to this area is locked (Open Lock DC 40). The Master Wizard has the key. As the party approaches this area, read or paraphrase the following:

This bedchamber has all the accoutrements that the discriminating dwarven wizard would want, including a bed, a sizeable armoire, two

coat racks for work aprons and out-of-doors robes, and a full-length mirror. It apparently comes complete with a dwarven wizard! This area's occupant, an ugly old dwarf with a face streaked by pale scars, looks less than thrilled to see you.

"Better run now," he says in Common.

Development: Odds are the party picked the lock on the door, giving the Master Wizard time to cast a few defensive spells (see Tactics).

The secret door (Search DC 30) pushes up into the ceiling and leads to another secret door, this one pushing out into area 12-22.

Inside the armoire is a small portrait of a mountain dwarf female with a surly disposition (Search DC 10). A small nameplate underneath the painting reads (in Dwarven characters), "Sabinn." The painting depicts Sabinn the Surly, the female dwarf mercenary member of the Pack of the Night-Wolf (see Appendix G), on whom the Master Wizard has a huge crush. Saying the name "Sabinn" will circumvent a trap in area 12-19.

A DC 30 Search check made on the painting's frame discovers a clever hollow that holds a key. The key unlocks the safe in area 12-19.

Wizard's Treasure: The standing mirror is made of silver and gold (1,200 gp), and in a secret compartment behind it (Search DC 13) are a dozen black onyx gems (2 worth 500 gp, 5 worth 350 gp, 5 worth 250 gp).

Tactics: The Master Wizard casts *globe of invulnerability* with his first action, or possibly before the battle begins. When the battle begins, he casts *mass hold person* and his quickened *ray of enfeeblement* at the hero in the heaviest armor. In the next round, he casts slow and selects one target – preferably a spellcaster – for his quickened *acid arrow.* He follows that up with one *circle of death* and his quickened *magic missile*.

When he runs out of quickened spells, he casts *finger of death* at any obvious spellcaster, then moves on to heightened offensive spells, then he resorts to using *shout* before moving on to his un-heightened offensive spells and *magic missiles* from his wand. If he gets a chance to isolate two or fewer adventurers in the room with him, he'll cast *wall of stone* to block the entrance instead.

The first attack that damages the Master Wizard triggers his *contingency* spell, which immediately activates its companion spell, *haste*. When *hasted*, the Master Wizard gains a +1 bonus on attack rolls and a +1 dodge bonus to AC and Reflex saves, and his movement increases to 50 feet.

The Master Wizard fights to the death, and does not pursue fleeing opponents, although he mocks them.

Master Wizard, duergar Wiz14: CR 15; Medium humanoid (dwarf); HD 14d4+42; hp 79; Init +1; Spd 20 ft.; AC 17, touch 13, flat-footed 16; Base Atk +7; Grp +6; Atk +*1 dagger* +7 melee (1d4/19-20); Full Atk +*1 dagger* +7/+2 (1d4/19-20) SA Spell-like abilities, spells; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +10, Ref +8, Will +12; Str 8, Dex 13, Con 16, Int 22, Wis 10, Cha 8.

Skills and Feats: Appraise +6 (+8 metal and leather items, +10 stone items), Concentration +20, Craft (leatherworking) +23, Craft (stonemasonry) +23, Listen +1, Knowledge (arcana) +23, Knowledge (dungeoneering) +23, Move Silently +5, Spellcraft +25, Spot +1, Survival +0 (+2 underground); Combat Casting, Craft Construct, Craft Magical Arms and Armor, Craft Wondrous Item, Heighten Spell, Scribe Scroll, Quicken Spell.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 28th); these abilities affect only the duergar and whatever it carries.

Spells Prepared (4/6/6/5/4/4/4/2; DC 16 + spell level): 0 – *arcane mark, ghost sound, message, read magic*; 1st – *erase, ray of enfeeblement* (x3), *shocking grasp* (x3); 2nd – *acid arrow* (x3), *detect thoughts, protection from arrows, see invisibility*; 3rd – *arcane sight, ~~explosive runes~~* (cast), *fireball, lightning bolt, slow*; 4th – *animate dead, fireball* (heightened) (DC 20), *lightning bolt* (heightened) (DC 20), *shout*; 5th – *magic missile* (quickened), *ray of enfeeblement* (quickened), *sending* (cast), *wall of stone*; 6th – *acid arrow* (quickened), *circle of death* (x2), *globe of invulnerability*; 7th – *finger of death, mass hold person*.

Possessions: +1 dagger, bracers of armor +4, headband of intellect +4, ring of protection +2, cloak of resistance +3, wand of magic missile (CL 9th, 29 charges), 2 pouches containing mercury, phosphorous, powdered diamond, and powdered opal, 3 pouches with crushed black pearl powder, gem-studded ivory statuette of Master Wizard (1,500 gp; this disintegrates when the *contingency* spell is triggered), key to area 12-18.

Area 12-19 – Main Lecture Hall (EL 13): As the party enters this area, read or paraphrase the following:

This is a lecture hall such as seen in fancy wizard's schools. Three rows of tables, each with three chairs, are arranged before a dais. To the left of the tables is a walkway. At the end of the walkway, next to the dais, an iron box has been set into the wall, like a small safe.

Development: This area is pretty complicated

because there are so many contingent effects that can go off. They are presented in the order in which the party is likely to encounter them.

First, this area is the target of an *unhallow* spell. The spell chosen to emanate here is a heightened *bane* spell, and it is keyed to affect any non-lawful evil creatures.

***Unhallow* Effect:** CR 8; magic device; location trigger; no reset; spell effect (*bane* (heightened to 7th level), 14th-level cleric, DC 24 Will negates), Search DC n/a; Disable Device DC n/a.

There is a portcullis set into the entryway. It is a trap set to go off when/if the large secret door, actually the left wall of this room, is opened, either on its own or by an adventurer.

Portcullis Trap: CR 4; mechanical; event trigger (secret door opening); manual reset; Atk +10 melee (3d6); Search DC 30; Disable Device DC 25. Note: Damage applies only to those underneath the portcullis, blocks passageway.

Portcullis: 2 in. thick, hardness 10, 60 hp, Break DC 28, DC 30 Strength check to forcibly raise.

As was mentioned above, the left wall of the room is actually a great secret door that rises into the ceiling (Search DC 32). Even if the party does not open it, it will open on its own if the *symbol of pain* trap is triggered. Hiding behind the secret door are four large undead: two skeletal androsphinxes and two zombie bears. Note that the stone secret door is greater than 1 foot thick, and so blocks any attempt to *detect undead* through it.

The metal safe is locked (Open Lock DC 30) but not trapped. Inside the safe, however, is a *symbol of pain*, the key to spell component storage (area 12-20), and the Master Wizard's two spellbooks. The *symbol of pain* is triggered to activate if the door is opened and the password "Sabinn" is not spoken aloud. Note that the safe door is thicker than 1 inch, and so it blocks any attempts to *detect magic* on its contents.

Heightened *Symbol of Pain* Trap: CR 8; magic device; touch trigger; no reset; spell effect (*symbol of pain*, 14th-level wizard, DC 24 Fortitude negates), Search DC 32; Disable Device DC 32.

The Mousetrap Goes Off: If the *symbol of pain* is triggered, the secret door rises, freeing the undead. If the secret door rises, that sets off the portcullis trap, sealing – at least temporarily – anyone in the room.

Tactics: The undead do not employ tactics; they do not seek to flank or gang up on their enemies. Each one attacks whichever living creature is closest to it, or if there are several, they randomly attack multiple targets.

They fight to their destruction and will chase fleeing adventurers as far as they can (squeezing through the door and battering down the portcullis if they must).

Although they are not lawful evil, they are not affected by the *bane* spell because it is a mind-affecting effect. Similarly, they are unaffected by the *symbol of pain* spell because it is allows a Fortitude save.

The undead do, however, gain the +2 deflection bonus to AC and +2 resistance bonus to saves granted by the *unhallow* effect against attacks and spells made or cast by good creatures (not reflected in their stats below). Also note that in an *unhal-*

Duergar Master Wizard's Spellbook

The Master Wizard has filled 96 pages of one spellbook and 60 pages of another with the following spells:

0 level – *acid splash, arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, message, open/close, prestidigitation, ray of frost, read magic, resistance, touch of fatigue.*

1st level – *alarm, comprehend languages, detect undead, erase, magic missile, ray of enfeeblement, shocking grasp.*

2nd level – *acid arrow, bull's strength, detect thoughts, protection from arrows, see invisibility.*

3rd level – *arcane sight, explosive runes, fireball, haste, lightning bolt, slow*.

4th level – *animate dead, locate creature, shout, stone shape.*

5th level – *sending, scrying, symbol of pain, wall of stone.*

6th level – *antimagic field, circle of death, contingency, globe of invulnerability, geas/quest.*

7th level – *finger of death, limited wish, phase door, mass hold person, symbol of stunning, warded walls.*

lowed area, turning checks made to turn undead suffer a –4 penalty.

Advanced Brown Bear Zombies (2): CR 6; Large undead; HD 20d12+3; hp 133; Init +1; Spd 40 ft.; AC 18, touch 10, flat-footed 17; Base Atk +10; Grp +23; Atk/Full Atk claw +18 melee (1d8+9) or slam +18 melee (1d8+13); Space/Reach 10 ft./5 ft.; SA –; SQ Damage reduction 5/slashing, darkvision 60 ft., single actions only, undead traits; AL N; SV Fort +6, Ref +7, Will +12; Str 29, Dex 12, Con –, Int –, Wis 10, Cha 1.

Skills and Feats: –; Toughness.

SQ – Single Actions Only (Ex): Zombies have poor reflexes and can perform only a single move action or attack action each round. A zombie can move up to its speed and attack in the same round, but only if it attempts a charge.

Advanced Androsphinx Skeletons (2): CR 8; Large undead; HD 18d12; hp 117; Init +5; Spd 50 ft.; AC 12, touch 10, flat-footed 11; Base Atk +9; Grp +21; Atk claw +16 melee (2d4+8); Full Atk 2 claws +16 melee (2d4+8); Space/Reach 10 ft./5 ft.; SQ Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits; AL NE; SV Fort +6, Ref +7, Will +11; Str 26, Dex 12, Con –, Int –, Wis 10, Cha 1.

Skills and Feats: –; Improved Initiative.

Area 12-20 – Spell Component Storage (EL 8): As the party approaches this area, read or paraphrase the following:

There are two sets of iron double-doors in this small nook, and one set of stairs leading upward. There is a note plastered to one of the doors – it is peeling in one corner and seems to have been here a while.

The door to area 12-20A is locked (Open Lock DC 30). The key, and the key to all other doors in this area, is found in the iron box in area 12-19. When the party enters area 12-20A, read or paraphrase the following:

An unholy riot of odors lays waste to your nostrils ... you haven't smelled anything this bad since you were in the troglodyte caves!

Arranged neatly on shelves all around this room are little glass jars, some opened, some not, of the strangest things: bits of turtle shell, soot, salt, tiny bells with silver wire, chips of dung, talc ... all of these items seem to be random.

Development: Area 12-20A contains spell components for every spell in the Master Wizard's spellbook from levels 0-3. If there is no price attached to the material components, then there are enough for 10 castings; if the spell has a pricey material component, there are two castings' worth.

Area 12-20B is similar, but with spells level 4 and 5, while area 12-20C contains components for spells level 6 and 7. The door between each area is locked (Open Lock DC 30).

Dangerous Words: The note on the door reads "STAY OUT" in Common, and it also contains *explosive runes*.

Heightened *Explosive Runes* Trap: CR 8; magic device; event trigger (reading paper); no reset; spell effect (*explosive runes* heightened to 7th level, 14th-level wizard, 6d6 force damage, no save for reader, DC 23 Reflex save for half within 10 ft.); Search DC 33; Disable Device DC 33.

Area 12-21 – Craft Hall: These two doors lead to other areas used by craftsmen. The door closer to area 12-11 is a laundry and fullery, and smells strongly of the urine used in the bleaching process. It contains a large washbasin, several barrels of lye, and a shelf with long forks used to stir items. The door closer to area 12-20 is a small brewery, and contains a short table, a shelf filled with bags of rye (duergar are immune to ergot poisoning, and all poisons), activating yeasts, and malt, while another shelf is filled with kettles, long glass tubes, and lautering strainers.

The area off the brewery is filled with small casks of fermenting beer. If any are sampled, there is a 50% chance that particular cask is wort (it tastes really bad). If it's not wort, there is a further 50% chance that a given cask is poisonous due to the rye used in making the beer.

No matter what, one cask will be filled with normal, non-poisonous beer. It has a stamp on it: "For Delivery To Wayward Daughter Inn."

Ergot Poisoning: Ingestion; DC 14 Fortitude save; initial/secondary damage: nausea for 1d2 hours/*confusion* for 1d10 minutes.

Area 12-22 – Main Library (EL 11): When the door leading from the corridor of area 12-21 into the corridor outside this area is opened, an *alarm* spell silently "pings" in the cultist diviner's mind. This is not a magical trap. The door to this area is sealed with an *arcane lock*: It can only be opened by bashing the door down or by casting *dispel magic* or *knock* on it; it is not locked and cannot be bypassed with an Open Lock check. The Break DC for this door is 38 due to the spell.

As the party enters this area, read or paraphrase the following:

This large rectangular room has a high ceiling, the better to accommodate a second tier accessible by a ladder to either side of the door. The walls are stone shelves filled with all manner of books, many of them appearing quite old. Two human men, the first you've seen since entering this level, are across the room from you, near a table. They are clad in finely made half-plate armor and bear sturdy shields. They brandish bastard swords that glow as if by torchlight.

Development: As explained in the Background Story, these men are servants of the Forgotten Word, a cult that seeks to destroy knowledge.

Books A-Go-Go: Open on the table by the men is a book titled "Shadows that Move: Illicit Guilds of Punjar." This print is rare because the press where it was made mysteriously burned down *twice* (Knowledge (history) DC 20), and would be worth 750 gp to a collector (Appraise DC 15).

A collection of other titles would include: "Bloody Jack, Cozette, and Jakob the Leper: Pirates of the Lirean," "The Mask of Death and Other Dread Artefacts," and "Bloody Battles of the Barrowdowns." None of these books are particularly valuable.

Tactics: The tactics of the cultists depend on how much warning they have and how the party enters this area.

If the party uses the main doors, as soon as they attempt to open the door and fail (either by discovering it is sealed or by trying to smash it and failing), go into rounds. While the adventurers are bypassing the door, the cult guards will cast *shield of faith, bull's strength,* and *divine favor* on themselves, in that order if given sufficient time. If given time, they also ready actions to attack the first stranger who enters their threatened area with a smite attack. Similarly, the cultist diviner casts *displacement* on himself and readies an action to use his *wand of lightning bolts* on the first stranger he sees.

If the party enters via the secret passage via area 12-18, the cultists have no chance to make these preparations. Instead, the diviner (in danger because he's on the second floor) leaps over the side to escape the party (attempting a DC 15 Jump check to avoid taking damage from the 10-foot fall). During the first round of combat, the cultists will cast *shield of faith* on themselves. If given time by the party (because the adventurers are hesitant to enter the area), the cultists go through the same "power-up" routine.

Once battle is finally joined, the cultists cast *spiritual weapon* and then attack with either their composite bows or their bastard swords, depending on range. They use the *spiritual weapon* to attack archers or spellcasters in the rear, and, if possible, concentrate on melee with the party members in front. The cult guards use teamwork, and try to maneuver to gain flank attacks.

If anyone in melee with them casts a spell, one or both guards spend their next action to deliver their anti-literate touch.

The diviner burns through charges on his *wand of lightning bolts* as long as he can avoid hitting the cultist guards. If he can't, he targets the party with *ice storm* or *scorching rays*. If a burly melee-type gets too close to him, he tries to trap them in a *resilient sphere*.

The cultists fight to the death, and don't pursue fleeing party members.

Cult Guards, human Clr3/Ftr5 (2): CR 8; Medium humanoid (human); HD 3d8+3 plus 5d10+5; hp 46, 43; Init +0; Spd 20 ft.; AC 22, touch 10, flat-footed 22; Base Atk +7; Grp +9; Atk +*1 bastard sword* +11 melee (1d8+5/19-20) or masterwork composite longbow [Str +2] +8 ranged (1d8+2/x3); Full Atk +*1 bastard sword* +11/+6 melee (1d10+2/19-20) or masterwork composite longbow [Str +2] +8/+3 ranged (1d8+2/x3); SA Anti-literate touch, command undead 2/day (-1, 2d6+2), smite 1/day (+4 to hit/+3 dmg), spells, spontaneous casting (*inflict* spells); AL NE; SV Fort +9, Ref +3, Will +8; Str 14, Dex 10, Con 12, Int 14, Wis 16, Cha 8.

Skills and Feats: Climb –2, Concentration +9, Intimidate +7, Jump +3, Knowledge (arcana) +10, Knowledge (the planes) +10, Survival +3 (+5 on other planes); Exotic Weapon Proficiency (bastard sword), Point Blank Shot, Power Attack, Precise Shot, Skill Focus (Concentration), Weapon Focus (bastard sword), Weapon Specialization (bastard sword).

SA – Anti-Literate Touch (Su): Once per day, with a melee touch attack, this cleric can force a target to make a DC 11 Will save or lose the ability to read and write in any language. Wizards thus afflicted may cast spells already memorized, but may not prepare new ones as long as this state persists.

Victims can re-learn languages through expenditure of skill points, and a *wish* spell will restore one language to a victim.

Smite (Su): This cleric has the ability to make a single melee attack with a +4 bonus on attack rolls and a +3 bonus on damage rolls. The cleric must declare the smite before making the attack. This ability is usable once per day.

Spells Prepared (4/3+1/2+1; DC 13 + spell level; Anti-Literacy, Destruction domains): 0 –

detect magic, ~~detect poison~~ (cast), *~~light~~* (cast), *read magic*; 1st – *deathwatch, divine favor, erase*, shield of faith*; 2nd – *bull's strength, spiritual weapon, touch of idiocy**.

*Indicates domain spell.

Possessions: +1 bastard sword, +1 half plate, +1 heavy steel shield, masterwork composite longbow [Str +2], 20 arrows, *amulet of natural armor +1, cloak of resistance +1, potion of cure moderate wounds* (CL 3rd).

Cultist of the Forgotten Word, human Wiz7 (diviner)/Lor1: CR 8; Medium humanoid (human); HD 8d4+8; hp 23; Init +2; Spd 30 ft.; AC 16, touch 12, flat-footed 14; Base Atk +3; Grp +2; Atk/Full Atk club +2 melee (1d6-1); SA Spells; SQ Darkvision 60 ft., lore of true stamina; AL NE; SV Fort +5, Ref +4, Will +7; Str 8, Dex 14, Con 12, Int 17, Wis 10, Cha 13.

Skills and Feats: Concentration +12, Decipher Script +13, Gather Information +8, Knowledge (arcana) +13, Knowledge (geography) +16, Knowledge (the planes) +13, Search +5, Spellcraft +9, Survival +0 (+2 on other planes, +2 to avoid getting lost or avoiding hazards); Brew Potion, Combat Casting, Craft Wand, Investigator, Scribe Scroll, Skill Focus (Knowledge (geography)).

Spells Prepared (4/5/4/4/2; DC = 13 plus spell level): 0 – *acid splash, detect magic, ghost sound, read magic*; 1st – *~~alarm~~* (cast), *burning hands, ~~comprehend languages~~* (cast), *mage armor, ~~mage armor~~* (cast); 2nd – *~~arcane lock~~* (cast), *~~darkvision~~* (cast), *detect thoughts, scorching ray* (x2); 3rd – *clairaudience/clairvoyance, displacement, slow* (x2); 4th – *arcane eye, ice storm, resilient sphere*.

Barred school: Necromancy.

Possessions: Club, *wands of lightning bolt* (CL 5th; 31 charges) and *detect secret doors* (CL 1st; 18 charges), pendant with the sign of the Great Beast.

Area 12-23 – Fungus Farm: This area contains a wide variety of fungi cultivated by the duergar for sustenance and medicinal purposes. Larger ones are grown in pots to the left of the door, and smaller clusters are grown in the large, wraparound planter.

A DC 10 Knowledge (nature) check would be able to identify which ones are safe to eat and which are good for healing; using one of the healing fungi grants a +2 circumstance bonus to Heal checks. There are 1d4+3 healing fungi here.

A DC 28 Knowledge (nature) check would also determine that two of the fungi are useful for treating blindness and paralysis caused by poisons. Grinding them up and putting them under the tongue of someone affected by such an affliction (such as from the ebuul lizards in area 12-24) would remove it in 1 round.

Area 12-24 – Ebuul Nest (EL 10): The ceiling in this area is irregular; if it becomes important, any given square has a ceiling that is 12+1d4 feet high. As the party enters this area, read or paraphrase the following:

The double doors open into a natural cavern. Irregular, rough stone walls rise upward about fourteen feet, and you feel moisture on your face. From somewhere up ahead, you faintly hear the lapping of water.

The floor is thick with dust and pebble scree, but a visible trail of worn stone leads deeper into the cave.

When the ebuul lizards make their appearance, read or paraphrase the following:

Hissing at you from the darkness is a massive, gray-brown lizard. It has a barrel body and squat legs, and a thick, tapering neck ending in a heavy head marked by bony ridges around the eyes and a short, cresting frill. The lizard's mouth is a blunt snout with severe musculature and protruding fangs.

Development: There are four ebuul lizards hiding

Cultist Diviner's Spellbook

The cultist diviner has filled 60 pages of his spellbook with the following spells:

0 level – *acid splash, arcane mark, dancing lights, daze, detect magic, detect poison, flare, ghost sound, light, mage hand, mending, message, open/close, prestidigitation, ray of frost, read magic, resistance.*

1st level – *alarm, burning hands, comprehend languages, detect secret doors, mage armor, protection from law, shield*.

2nd level – *arcane lock, darkvision, detect thoughts, scorching ray*.

3rd level – *clairaudience/clairvoyance, displacement, lightning bolt, slow*.

4th level – *arcane eye, ice storm, resilient sphere, secure shelter.*

in this area. One is lurking in the water, two are near the middle of the room, and one is toward the ridge that leads to area 12-25. In these rocky surroundings, they receive their conditional +8 racial bonus to Hide checks (reflected in their stats below).

The water is only about four feet deep, and is fed by the same underground river as passes through the basins in area 12-11 (although the basins are upstream from this spot).

This passage leads to the main chapel of the Septych, a holy shrine for the duergar. Only duergar are allowed to enter the shrine, and the lizards are trained to attack any non-duergar.

Secret Mark: At the location marked "X" on the wall is an *arcane mark* left by Pelltar that indicates, for those who know how to interpret it, the direction and distance (75 ft.) to the Wizard's Redoubt (level 12A). This *arcane mark* was present when the duergar expanded into these caves. They are aware it exists but not what it means, and have not *erased* it because they plan to investigate its meaning.

Tactics: The lizards attack in their standard manner; they split into two pairs and each pair concentrates on a single target. One lizard sprays its poison at the target while the other moves in to bite. In subsequent rounds, if the target does not seem blinded, the other lizard will spray; otherwise, it saves its poison for another target.

These ebuul lizards have a +6 bonus to their trip attempts, and gain +4 for every size category they are larger than their targets.

The lizards consider this area their lair and fight to the death to defend it. They will only pursue fleeing opponents as far as area 12-26 or the doors to the cavern; ebuul lizards are inherently sluggish.

Advanced Ebuul Lizards (4): CR 6; Large animal (aquatic); HD 13d8+78; hp136; Init +4; Spd 20 ft., climb 20 ft., swim 30 ft.; AC 18, touch 9, flat-footed 18; Base Atk +9; Grp +20; Atk/Full Atk bite +16 melee (2d6+10); SA Poison spray, trip; SQ Amphibious, darkvision 60 ft., low-light vision; AL N; SV Fort +14, Ref +8, Will +6; Str 24, Dex 10, Con 23, Int 1, Wis 15, Cha 2.

Skills and Feats: Climb +15, Hide +13, Listen +9, Spot +9, Swim +15; Alertness, Improved Initiative, Improved Natural Armor, Skill Focus (Hide), Weapon Focus (bite).

SA – Poison Spray (Ex): As a standard action, an ebuul lizard can breathe a 10-foot line of poison mist. It can only do this once per hour. Contact; DC 22 Fortitude save; primary/secondary damage: blindness/paralyzed 1d2 minutes.

Trip (Ex): An ebuul lizard that hits with a bite attack can attempt to trip an opponent as a free action without making a touch attack or provoking an attack of opportunity. If the trip fails, the target cannot react to trip the ebuul lizard.

Area 12-25 – Rectory: As the party approaches this area, read or paraphrase the following:

The cavern continues further ahead, but to the side is a large masonry wall with an iron door set into it.

When the party enters the area, read or paraphrase the following:

The area behind the masonry wall is a small cavern nook, made into a room by the wall. The room is sparse, containing only a ramshackle bed, a small table, and a chair. The room smells strongly of incense.

Development: The Grand Devotee uses this area as his personal resting place.

The wall that leads to the rectory is masonry and was erected using free stones found only in this cavern per some obscure duergar religious observance.

Masonry Wall: Hardness 8, 90 hp, Break DC 35.

Arrayed on the table is a set of fortune telling cards with three icons (skull, snake, and wyrm) and four suits (gems, shields, swords, and trees). Anyone examining the arrangement can make a DC 14 Knowledge (arcana) to learn that the cards foretell great danger for the questioner who laid out the cards. With a DC 24 Knowledge (arcana), the examiner can learn that the cards advise "darkness and power" will save the questioner.

Under the table is a small block of *incense of concentration*, the Grand Devotee's last block. Heeding the warning in his cards, he used another block to prepare his spells today, which was the source of the smell.

Alternate Location: The Grand Devotee may also frequently be found here.

Area 12-26 – Shrine of the Septych (EL 13): The ceiling has irregular height here, if it becomes important, any given square has a height of 20+2d4 feet. As the party enters this area, read or paraphrase the following:

The cavern tunnel widens significantly until it rounds out in a cavern. The ceiling is quite high here, well over twenty feet. The cavern has a carved depression, accessible by two short stairs. To the right, the depression rises again

to a raised altar. Seven statues surround this raised area, each one depicting a dwarf with some degree of deformity or exaggerated feature. The one in the center has a beard of snakes and bat wings.

When the Grand Devotee turns around, read or paraphrase the following:

Wordlessly descending the altar stairs is a humanoid creature similar to a dwarf, about the same stature and sporting a beard, but with the tapering ears, red eyes, and protruding snout of a bat.

Development: The Grand Devotee is praying at the altar, in the throes of having recently cast *divination* to commune with the Septych to seek advice for his thane. He is not distracted, but neither is he watching for intruders, trusting in the invisible stalker to his side.

If the party is being particularly sneaky, they may avoid being detected by the invisible stalker, but once they get to a distance of 40 feet from the Grand Devotee, his blindsense should foil any attempt at stealth.

Crisis of Faith: An astute party may notice that there are very few priests in Narborg. This is because all the lesser clerics were lured away by other duergar from the Ul Dominor mountains, actually missionaries of the dragon-god Xhitigal. This has only fueled the thane's paranoia, for he is convinced (incorrectly) that the Mountain King sent the missionaries. More acolytes have been requested from Haldaboer, but have not yet arrived.

The Secret Exit: If the party casts *true seeing* in this area, they will be able to notice a shimmering doorway in the rock wall to the right of the rightmost statue. This doorway is not noticeable with lesser magic.

A subsequent DC 27 Spellcraft check will identify the shimmering doorway as a *phase door*. Although the party has no way of knowing it, the *door* is keyed to admit only the Master Wizard or an individual wearing the *Crown of Narborg*. If the party has not yet faced the thane in area 12-40, they could try to *dispel* the *phase door* (CL 14) and save themselves some trouble down the road.

Since it is not a trap, a rogue cannot disable the *phase door*. Another option could be to physically block the exit point with something, such as a *wall of stone* or *wall of iron*.

Tactics: The invisible stalker will always attack whichever hero is closest to the Grand Devotee,

and maneuvers to attack on a flank. It fights to the death, and will only pursue fleeing opponents if ordered to do so.

When the Grand Devotee begins combat, his first action is to call out to the fiendish dire bats lurking on the roof. They join the fight immediately, targeting the party members farthest from the melee. One uses its Flyby Attack feat back and forth to harry the party, and the other initially uses its Hover feat to stir up clouds of dust and pebbles. Note that creatures with blindsight ignore concealment, such as that kicked up by the Hover feat.

In later rounds, both bats use their Flyby Attack. They fight to the death and do not pursue fleeing foes. Each bat uses its smite good ability the first time it uses its Flyby Attack.

The Grand Devotee used a block of *incense of concentration* (area 12-25) today to prepare his spells, so his entire repertoire is affected as if by the Maximize Spell feat with no increase in spell level. He is able to cast spells thanks to his Silent Spell feat, and suffers no increase in level thanks to his Seer feat. Finally, the cleric has *status* cast on both fiendish bats, so he is aware of their current hit points. The Grand Devotee remains in hybrid form, so he can't spontaneously cast *inflict* spells (the spontaneous spells not being affected by the Still

Spell metamagic feat).

On the second round of combat, the cleric casts *darkness* in the area around him (again, thanks to blindsight, he's unaffected). In subsequent rounds of combat, he uses *flame strike* if he has a chance to hit two or more foes, and he tends to use his maximized *inflict* spells in melee instead of his claws and bite. He reserves *mass cure light wounds* for when the fiendish bats have been reduced to less than half their hit points, and he reserves *cure critical wounds* for his own use when he's at 20 hit points or less.

One important difference in this fight is that the GM needs to track how many hit points the bats have even after they are reduced to 0 hit points. The Grand Devotee will rush to their side and cast *death knell* over the dying body, refreshing himself.

If forced to engage in melee, the Grand Devotee lustily swings his *+2 unholy mace* in both hands and attempts to bite his opponents. He fights to the death and does not pursue fleeing party members, although he orders the invisible stalker to do so if it survives.

The Grand Devotee, duergar werebat (hybrid form) Clr9: CR 12; Large humanoid (dwarf, shapechanger); HD 13d8+65; hp 123; Init +5; Spd 20 ft.; AC 26, touch 14, flat-footed 22; Base Atk +9; Grp +17; Atk *+2 unholy mace* +14 melee (1d8+8 plus 2d6 unholy) or claw +12 melee (1d4+4); Full Atk *+2 unholy mace* +14/+9 melee (1d8+8 plus 2d6 unholy) and bite +7 melee (1d6+2) or 2 claws +12 melee (1d4+4) and bite +7 melee (1d6+2); SA Command undead 3/day (+2, 2d6+9), curse of lycanthropy, spell-like abilities, spells; SQ Alternate form, bat empathy, blindsense 40 ft., damage reduction 10/silver, darkvision 120 ft., duergar traits, low-light vision, scent; AL LE; SV Fort +15, Ref +12, Will +14; Str 19, Dex 20, Con 20, Int 10, Wis 20, Cha 10.

Skills and Feats: Concentration +15, Hide +9, Knowledge (religion) +12, Listen +13*, Move Silently +23, Spot +13*; Alertness, Blind-Fight, Combat Casting, Iron Will, Seer, Silent Spell, Stealthy.

*In hybrid form, the Grand Devotee has a +4 racial bonus to Listen and Hide checks. These bonuses are lost if his blindsense is negated.

SA – Curse of Lycanthropy (Su): Any humanoid or giant hit by the Grand Devotee's bite attack in hybrid form must succeed on a DC 15 Fortitude save or contract lycanthropy. If the victim is not Small, Medium, or Large, the victim cannot contract lycanthropy from the Grand Devotee.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 18th); these abilities affect only the duergar and whatever it carries.

SQ – Bat Empathy (Ex): In any form, the Grand Devotee can communicate and empathize with normal or dire bats. This gives him a +4 racial bonus on checks when influencing the animal's attitude and allows the communication of simple concepts and (if the animal is friendly) commands, such as "friend," "foe," "flee," and "attack."

Spells Prepared (6/6+1/5+1/4+1/3+1/2+1; DC 15 + spell level; Evil, Law domains): 0 – *create water* (silent), *detect magic* (x2) (silent), *mending* (x2) (silent), *read magic* (silent); 1st – *deathwatch* (silent), *inflict light wounds* (x3) (silent), *protection from good** (CL 12) (silent), *remove fear* (silent); 2nd – *calm emotions** (silent), *darkness* (silent), *death knell* (x2) (silent), *sound burst* (silent), *status* (cast) (silent); 3rd – *bestow curse* (silent), *deeper darkness* (silent), *inflict serious wounds* (maximized, silent) (x2), *magic circle against chaos** (CL 12th) (silent); 4th – *cure critical wounds* (maximized, silent), ~~*divination*~~ (cast), *order's wrath** (CL 12th) (silent), *poison* (maximized, silent); 5th – *dispel good** (CL 12th) (silent), *flame strike* (maximized, silent), *mass cure light wounds* (maximized, silent).

*Indicates domain spell.

Possessions: +2 unholy mace, +2 shifterboon chain shirt, onyx holy symbol of Sodoutym (50 gp)

Fiendish Advanced Dire Bats (2): CR 6; Large magical beast (extraplanar); HD 12d8+48; hp 102; Init +6; Spd 20 ft., fly 40 ft. (good); AC 20, touch 15, flat-footed 14; Base Atk +9; Grp +17; Atk/Full Atk bite +14 melee (2d6+6); Space/Reach 10 ft./5 ft.; SA Hover, smite good 1/day (+12 dmg); SQ Damage reduction 10/magic, debris cloud, blindsense 40 ft., resistance to cold and fire 10, spell resistance 17; AL NE; SV Fort +12, Ref +14, Will +6; Str 18, Dex 22, Con 18, Int 3, Wis 14, Cha 6.

Skills and Feats: Hide +6, Listen +12*, Move Silently +13, Spot +8*; Flyby Attack, Hover, Improved Natural Attack (bite), Stealthy, Weapon Finesse.

*Dire bats have a +4 racial bonus on Spot and Listen checks. These bonuses are lost if its blindsense is negated.

SA – Debris Cloud (Ex): If a fiendish dire bat hovers within 20 feet of the ground in an area with lots of loose debris, the draft from its wings creates a hemispherical cloud with a radius of 60 feet. The winds so generated can snuff torches, small campfires, exposed lanterns, and other small, open flames of nonmagical origin. Clear vision within the cloud is limited to 10 feet. Creatures have concealment at 15 to 20 feet (20% miss chance). At 25 feet or more, creatures have total concealment (50%

miss chance, and opponents cannot use sight to locate the creature).

Those caught in the cloud must succeed on a DC 16 Concentration check to cast a spell.

Smite Good (Su): Once per day, the fiendish dire bat can make a normal melee attack to deal +12 damage against a good foe.

Advanced Invisible Stalker: CR 8; Large elemental (air, extraplanar); HD 12d8+24; hp 78; Init +8; Spd 30 ft., fly 30 ft. (perfect); AC 17, touch 13, flat-footed 13; Base Atk +9; Grp +17; Atk slam +13 melee (3d6+4); Full Atk 2 slams +13 melee (3d6+4); Space/Reach 10 ft./10 ft.; SA –; SQ Darkvision 60 ft., elemental traits, natural invisibility, improved tracking; AL N; SV Fort +6, Ref +12, Will +7; Str 18, Dex 19, Con 14, Int 14, Wis 16, Cha 11.

Skills and Feats: Listen +20, Move Silently +19, Search +17, Spot +20, Survival +3 (+5 following tracks); Alertness, Combat Reflexes, Improved Initiative, Improved Natural Attack (slam), Weapon Focus (slam).

SQ – Natural Invisibility (Su): This ability is constant, allowing a stalker to remain invisible even when attacking. This ability is inherent and not subject to the invisibility purge spell.

Improved Tracking (Ex): An invisible stalker is a consummate tracker and makes Spot checks instead of the usual Survival checks to trace a creature's passage.

Area 12-27 – Common Area: This series of interconnected rooms is a kind of "manly-man" gathering hall: a place to tell crude jokes, fart, and get falling down drunk. Female duergar and children are not allowed in here on pain of death. The two rooms marked "A" on the map are locked (Open Lock DC 40) and contain six casks of rye beer each. Unlike some of the casks in area 12-21, these are not poisonous, and could be sold for 50 gp each. The watch commander has the key.

Who Can It Be Now?: The first time the party enters this area – and every subsequent time – the GM should secretly roll for a random encounter. On subsequent rolls, ignore a result of "Spiked Owlbear." If it was going to be kept here, it would have been the first time.

Any duergar encountered here (being both evil and sexist) gain a +1 morale bonus to weapon damage rolls against any female PCs, regardless of race.

Area 12-28a – Upper Firing Deck (EL 13): As the party approaches this area, read or paraphrase the following:

Ascending the stairs, you hear rough voices talking from up ahead. You also smell something burning ... it makes your nose itch.

If the party can speak Dwarven and succeeds on a DC 10 Listen check, they can make out that the voices are taking bets on whether or not "Horvart" can hit a rat with a crossbow bolt. When the party enters the area, read or paraphrase the following:

This open area is almost bare. Along the one wall is a series of pegs from which hang full quivers of crossbow bolts, and just to the side of a descending staircase are three large vats over a fire pit. One of the vats has a fire under it, and next to it is an iron bucket with a very long handle.

Most of the room, however, is a sunken platform with arrow slits in the floor.

If the party managed to approach without alerting the duergar in this area, read or paraphrase the following:

Five dwarves are standing in the lowered area, all looking down through the arrow slits. They are exchanging money amongst themselves and haven't noticed you.

Two of them are in the familiar gray uniforms, but the other three are wearing personal clothing under their chain shirts.

Development: This platform is directly over area 11A-1, and it allows the duergar to fire directly down on would-be invaders and hapless rats. The three vats contain what the duergar call "fire clouds," an

Shifterboon

Armor with this ability can change in both size and shape to fit the body of a shapeshifting wearer. The armor must be worn for 8 hours to "attune" itself to the forms a new wearer can take. After this time, the armor will change to fit any of its wearer's body shapes, even appearing as barding for owners that can assume animal forms. The armor will morph to fit nearly any body shape, but cannot change size more than one step (up or down) from its owner's base size.

Moderate transmutation; CL 9th; Craft Magic Arms and Armor, *enlarge/reduce person, polymorph*; Price +2 bonus.

alchemist's fire-like substance that they pour down the slits on attackers. See area 11A-1 for information on the damage dealt by the fire clouds, although the duergar do not use them against the party in this room.

There are three clansmen in here and two members of the watch. This area has the statistics for all duergar in areas 12-28a and 12-28b, however, because this area would be the first logically encountered by an exploring party and because the duergar fight together.

Reinforcements: As soon as any loud noises, such as combat, break out in this area, the duergar in area 12-28b rush up here to join the melee. They will arrive by both staircases, possibly trapping the party between both groups. If, however, the party manages to eliminate the duergar without making noise, such as with a *silence* spell, and without letting any escape, no reinforcements come.

Tactics: At the beginning of combat, one clansman turns *invisible* and runs down the stairs to get reinforcements from area 12-28b. If he finds none there, he runs to area 12-31. If there is no help to be found, he runs back to this area to fight alongside his fellows.

The two remaining clansmen move to fight the party in melee, and the watch fire on the party with their crossbows. The clansmen *enlarge* themselves and fight defensively for the first 3 rounds of combat while they wait for reinforcements. They try to prevent the party from closing with the watch.

At the end of 3 rounds, or if reinforcements arrive, the clansmen attack in earnest.

All duergar (except the one mentioned above) fight to the death. They do not pursue fleeing opponents.

The longswords and warhammers deal 2d6 points of damage when *enlarged*, and the daggers deal 1d6 damage.

Duergar Watch, duergar Grd6 (5): CR 6; Medium humanoid (dwarf); HD 6d6+12; hp 33 each; Init +1; Spd 20 ft.; AC 17, touch 11, flat-footed 16; Base Atk +6; Grp +7; Atk masterwork warhammer +7 melee (1d8/x3) or masterwork heavy crossbow +8 ranged (1d10/19-20); Full Atk masterwork warhammer +7/+2 melee (1d8/x3) or masterwork heavy crossbow +8 ranged (1d10/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +7, Ref +3, Will +2; Str 11, Dex 13, Con 14, Int 10, Wis 10, Cha 4.

Skills and Feats: Appraise +0 (+2 metal and stone items), Climb +5, Diplomacy –1, Listen +10, Move Silently +1, Spot +10, Sense Motive +9; Point Blank Shot, Precise Shot, Rapid Reload.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 12th); these abilities affect only the duergar and whatever it carries.

Possessions: Masterwork warhammer, masterwork heavy crossbow, 40 bolts, masterwork chainmail, masterwork buckler, signal whistle, 2d8 gold.

Duergar Clansmen, duergar War6 (5): CR 6; Medium humanoid (dwarf); HD 6d8+6; hp 33 each; Init +1; Spd 20 ft.; AC 16, touch 11, flat-footed 15; Base Atk +6; Grp +8; Atk blighted longsword +10 melee (1d8+4 plus bleeding/19-20) or masterwork dagger +9 melee (1d4+2/19-20) or masterwork light crossbow +8 ranged (1d8/19-20); Full Atk blighted longsword +10/+5 melee (1d8+4 plus bleeding/19-20) or masterwork dagger +9/+4 melee (1d4+2/19-20) or masterwork light crossbow +8 ranged (1d8/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +6, Ref +3, Will +2; Str 14, Dex 12, Con 12, Int 9, Wis 11, Cha 4.

Skills and Feats: Appraise –1 (+1 metal and stone items), Climb +10, Listen +1, Move Silently +4, Spot +1; Point Blank Shot, Precise Shot, Weapon Focus (longsword).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 12th); these abilities affect only the duergar and whatever it carries.

Possessions: Blighted longsword, masterwork dagger, masterwork light crossbow, 20 bolts, masterwork chain shirt, masterwork buckler.

Watch Captain, duergar Grd8: CR 8; Medium humanoid (dwarf); HD 8d6+16; hp 40; Init +1; Spd 20 ft.; AC 18, touch 13, flat-footed 16; Base Atk +8; Grp +9; Atk masterwork warhammer +10 melee (1d8+1/x3) or masterwork heavy crossbow +11 ranged (1d10/19-20); Full Atk masterwork warhammer +10/+5 melee (1d8+1/x3) or masterwork heavy crossbow +11 ranged (1d10/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +8, Ref +4, Will +3; Str 12, Dex 14, Con 14, Int 10, Wis 13, Cha 6.

Skills and Feats: Appraise +0 (+2 metal and stone items), Climb +8, Diplomacy +0, Listen +13, Move Silently +2, Spot +13, Sense Motive +12; Point Blank Shot, Precise Shot, Rapid Reload.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 16th); these abilities affect only the duergar and whatever it carries.

Possessions: Masterwork warhammer, masterwork heavy crossbow, 40 bolts, masterwork chainmail, masterwork buckler, signal whistle, 2d8 gold.

Area 12-28a – Lower Firing Deck: As the party approaches this area, read or paraphrase the following:

Descending the stairs, you hear rough voices talking from up ahead.

If anyone can speak Dwarven and succeeds on a DC 10 Listen check, he can make out that the voices are arguing about which is the best beer to serve with stale bread. When the party enters the area, read or paraphrase the following:

The corridor ends in the backside of a defensive bulwark. The walls are lined with numerous arrow slits, and two large ballistae menace the caverns outside the fortress. Behind the ballistae is a large opening leading to another area.

If the party managed to approach without alerting the duergar in this area, read or paraphrase the following:

Six dwarves are standing around, all looking through the arrow slits. They seem bored.

Four of them are in the familiar gray uniforms, but the other two are wearing personal clothing under their chain shirts.

Development: This deck overlooks area 11A-1 and is the primary defense for Narborg from attack from the Underdeep. All stats for the duergar are found in area 12-28a.

Reinforcements: As soon as any loud noises, such as combat, break out in this area, the duergar in area 12-28a rush down here to join the melee. They will arrive by both staircases, possibly trapping the party between the groups. If, however, the party manages to eliminate the duergar without making noise, such as with a *silence* spell, and without letting any escape, no reinforcements come.

Tactics: At the beginning of combat, one clansman turns *invisible* and runs up the stairs to get reinforcements.

The clansmen follow similar tactics as in area 12-28a; they try to stay between the party and the watch. They fight defensively for the first 3 rounds of combat while they wait for reinforcements. They fight normally once reinforcements arrive or that time expires.

The two duergar watch are manning the ballistae. These ballista are modified based on a design the duergar discovered in the buried cloud giant tower and then improved upon, making them masterwork. As combat begins, they *enlarge* themselves and fire the ballistae at the party. Once they're larger, they only suffer a –1 to their attack rolls with the ballista (counting for the masterwork) – essentially a Huge crossbow – which inflicts 3d8 damage. With their feats, it requires a move action to reload a ballista, meaning they can fire every round. They continue to fire as long as they have clansmen between them and the party, and once the clansmen are dead, they begin to attack in melee with their warhammers.

The watch commander fights as a warrior.

All duergar fight to the death, and none pursue fleeing opponents.

Area 12-29 – Armory: This area is the primary armory for the firing deck. It contains several crates filled with crossbow bolts, and a few long crates of ballista bolts. During a siege, duergar children fill quivers with bolts and bring them to defenders, taking the empty quivers back here to be refilled. Stronger children carry loads of ballista bolts to those manning them.

Area 12-30 – Soldier's Chapel: This small area contains a statue of Sodoutym (the snake-bearded, bat-winged dwarf mentioned in area 12-26, and who has been mentioned repeatedly since level 10). The soldiers on duty come here to pray, or to get a moment of peace and quiet.

There is a secret door here (Search DC 30) that leads to area 12-31. The door slides to the left.

Area 12-31 – Command Center (EL 13): As the party enters this area, read or paraphrase the following:

This rectangular room has a weapons rack against the right wall, and a balcony opposite the door overlooks the floor. There is a passage lead-

Swordbreaker Oil

This new magic item appears in Appendix D, but is summarized here for convenience.

This dull gray oil can be applied to a weapon or bundle of ammunition as a standard action. It will allow the weapon to overcome 10 points of hardness for 1 minute. This oil has no effect on adamantine weapons. One vial of *swordbreaker oil* can coat a single melee weapon or 20 units of ammunition. This oil does not allow nonmagical weapons to sunder magical weapons, or allow weapons of lesser enchantment to sunder more powerful weapons.

ing to the left. A strange pillar is near one corner. A pair of brass tubes sprout from the pillar.

When the owlbear comes into view, read or paraphrase the following:

Lumbering into view is a beast, formed like a bear but with an owl's head and saucer eyes. It wears a suit of strange barding replete with small hooks, cutting blades, and spikes.

When the party sees the watch commander, read or paraphrase the following:

A cocky, bald dwarf saunters into view. He exudes confidence and smugness not often seen in duergar. In his right hand swings a flail dripping with some grayish fluid. He wears a gray uniform like you've seen before, but he's also wearing a steel chain with a plaque bearing a familiar symbol: a crown of knucklebones and fangs beneath an idealized mountain.

Development: The brass tubes lead to area 11-6, allowing the watch commander to communicate with the mercenary commander on the ground floor.

Killing the watch commander changes the random encounter table slightly. If he's slain, ignore any further results of "Intrusion Countermeasures," which may mean that random encounters no longer need to be rolled.

Tactics: The owlbear always begins combat by trying to grapple a non-duergar. Once it has its opponent grappled, it continues to use grapple checks to deal claw damage. It ignores all other creatures except the one it is grappling.

The watch commander begins combat by turning invisible. He then applies *swordbreaker oil* to his heavy flail if he has not already done so and casts *bull's strength* on himself. Then the watch captain maneuvers to be adjacent to the owlbear while still threatening a foe not grappling the creature. If he has to, he jumps down from the 10-foot balcony (attempting to negate damage from the fall with a DC 15 Jump check or a DC 15 Tumble check) or uses the secret door to come around the party.

If he has room, he'll use his *enlarge person* ability. Regardless of his size, he attempts to sunder the weapon of any opponent threatening him. Counting his feat and two-handed weapon, he has a +8 bonus to the opposed attack roll; he also gains a +4 bonus per size category he is larger than his target. If the watch commander fails to sunder a weapon, or runs out of weapons to sunder, he will attack. If the adventurer has light or no armor, he will use his Power Attack feat for 4 points (and +8 points of damage); if the adventurer has medium or heavy armor, he will Power Attack for 2 points (and +4 damage).

During a full attack, he uses his second strikes to attack any opponent grappling the owlbear. Note that grapplers are denied their Dexterity bonus, so he would be granted his sneak attack damage. Also note that if he is within 10 feet of the grappling adventurer, his aura of despair imposes a –2 penalty on that hero's save against the poison on the owlbear's grapple armor.

Watch Commander, duergar Rog3/Ftr4/Blk4: CR 12; Medium humanoid (dwarf); HD 3d6 plus 4d10 plus 4d10; hp 54; Init +6; Spd 20 ft.; AC 19, touch 13, flat-footed 17; Base Atk +10; Grp +13; Atk +*2 heavy flail* +16 melee (1d10+6/19-20); Full Atk +*2 heavy flail* +16/+11 melee (1d10+6/19-20); SA Aura of despair, aura of evil, command undead 1/day (+2, 2d6+4), smite good 1/day (+2 to hit/+4 dmg), sneak attack +3d6, spell-like abilities; SQ Dark blessing, darkvision 120 ft., *detect good*, evasion, duergar traits, poison use, trapfinding, trap sense +1; AL LE; SV Fort +13, Ref +11, Will +8; Str 16, Dex 14, Con 10, Int 10, Wis 12, Cha 14.

Skills and Feats: Appraise +0 (+2 metal and stone items), Balance +3, Concentration +4, Bluff +8, Diplomacy +12, Disguise +2 (+4 acting), Hide +11, Intimidate +10, Jump +4, Knowledge (religion) +3, Listen +8, Move Silently +7, Sense Motive +7, Spot +3, Tumble +9; Cleave, Combat Reflexes, Improved Initiative, Improved Sunder, Persuasive, Power Attack, Weapon Focus (heavy flail).

SA – Aura of Despair (Su): Enemies within 10 feet of the watch commander suffer –2 on saving throws.

Smite Good (Su): Once a day, the watch commander may attempt to smite good with one normal melee attack. He adds his Charisma modifier (+2) to his attack roll and deals 4 extra points of damage.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 22nd); these abilities affect only the duergar and whatever it carries.

Spells Prepared (2/1; DC 11 + spell level): 1st – *corrupt weapon, inflict light wounds*; 2nd – *bull's strength.*

Possessions: +2 heavy flail, +2 chain shirt, ring of protection +1, cloak of charisma +2, cloak of resistance +2, gauntlets of ogre power, two doses of *swordbreaker oil*, key to area 12-15 and cells, key to area 12-27 beer storage rooms, whistle.

Advanced Elite Owlbear: CR 10; Huge magical beast; HD 15d10+120 (202 hp); Init +6; Spd 20 ft.; AC 23, touch 10, flat-footed 21; Base Atk +15; Grp +33; Atk claw +24 melee (2d6+10); Full Atk 2 claws +24 melee (2d6+10) and bite +21 melee (2d6+5); Space/Reach 15 ft./10 ft.; SA Grapple armor (1d6

plus poison), improved grab; SQ Scent; AL N; SV Fort +16, Ref +11, Will +7; Str 30, Dex 15, Con 27, Int 3, Wis 14, Cha 8.

Skills and Feats: Listen +13, Spot +13; Alertness, Improved Initiative, Improved Natural Attack (claw), Multiattack, Track, Weapon Focus (claw)

SA – Grapple Armor: This owlbear is wearing a special suit of breastplate barding that is fitted with tiny spikes and cutting blades. Anyone grappling the owlbear at the start of their turn takes 1d6 damage. Additionally, the spikes and blades are poisoned (see below).

Improved Grab (Ex): To use this ability, an owlbear must hit with a claw attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

Poison (Ex): (Huge monstrous centipede poison) Injury; DC 14 Fortitude save; initial/secondary damage 1d6 Dex/1d6 Dex.

Possessions: Spiked breastplate barding.

Area 12-32 – Storage: This storage area contains extra plates, chairs, chests, armoires, and other miscellaneous furniture reserved for use in the thane's apartments. Although well made, none of these items are extraordinarily valuable.

Alternate Location: The watch commander can sometimes be found in the corridor outside this area without his owlbear, which would remain in area 12-31. If he gets into a fight, he would blow his whistle, which brings the owlbear running (assuming it's alive).

Area 12-33 – Servant's Quarters: This room is locked (Open Lock DC 30). Zahd in area 12-39 has the key.

The pair of old servants who attend the thane live here. They have held this position since Thane Feigr ascended to the throne, but Thane Hrolad sent them away with the women and children. The crafters in area 12-34 and his bailiff, Zahd, tend to his needs, which are few considering the power he wields.

The first area has a bed and an empty armoire, and the second has a kitchen that has been stripped. Both places are covered with fine layers of dust, and haven't been used in months.

Area 12-34 – "For the Thane!" (EL 13): As the party approaches this area, read or paraphrase the following:

From around the corner marches a column of three duergar. The one in front has already increased his size, but the others have not. Each one cradles a longspear a little unsteadily, and you can tell by their demeanor that they are not hardened warriors.

Development: Normally the honor guard is stationed here, but they have withdrawn to the private audience hall (area 12-39) with Zahd. These four duergar have been ordered to give their lives to prevent the invaders from reaching any further. Three march out to fight while the last readies an action to pull a lever (see below).

When battle begins, each one yells, "For the thane!"

Wasted Talent, part I: For what it's worth, two of these duergar have the Craft skills blacksmithing, glassblowing, and stonemasonry, while the other two have armorsmithing, weaponsmithing, and woodworking.

The Trap: When the third duergar gives the signal (see below), the last one, hiding around the corner, pulls the lever at the location marked X on the map. This activates the collapsing walls trap. The shaded areas collapse, and any in them (including the duergar) take the indicated damage. It requires a move action to pull the lever.

If the walls collapse, the passage becomes impassable. It requires 5 minutes of work to clear a 5-foot square leaving difficult terrain, and twice that to completely clear a square. This is using manual labor, but it is possible the party will have magic that may help them.

Also, any duergar still alive on this level except the Master Wizard, the Servant of the Coin, and the Grand Devotee will come running, possibly attacking the party from the rear.

The GM will have to increase the EL of this area accordingly depending on who shows up.

Built-to-Collapse Walls (2): CR 10; mechanical; event trigger (pulling lever); no reset; walls and ceiling collapse (14d6, stone blocks); multiple targets (all targets in a 10-ft.-by-20-ft. area); never miss; Search DC 14; Disable Device DC 16.

Tactics: Each one *enlarges* himself before joining the fight or as the fight is joined, and each uses Combat Expertise for the full 4 points.

When *enlarged*, the longspears and the heavy maces inflict 2d6 points of damage.

These crafters are not skilled combatants, and fully expect to die here. When the third duergar is reduced to 15 or fewer hit points, he shouts, "Now, do it now! For the thane!" This causes the fourth duergar to pull the lever on the trap. The crafters will not pursue fleeing opponents.

The last duergar is not in range of the collapsing walls, so he stands his post and attacks any adventurers who survived the collapse or who are clearing a path.

Duergar Crafters, duergar Exp6 (4): CR 6; Medium humanoid (dwarf); HD 6d6+6+3; hp 30 each; Init +0; Spd 20 ft.; AC 13, touch 10, flat-footed 13; Base Atk +4; Grp +4; Atk/Full Atk masterwork longspear +5 melee (1d8/x3) or masterwork heavy mace +5 (1d8); Space/Reach 5 ft./5 ft. (10 ft. with longspear); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +3, Ref +2, Will +6; Str 11, Dex 10, Con 12, Int 13, Wis 12, Cha 4.

Skills and Feats: Appraise +10 (+12 for relevant craft skills, +12 for metal and stone items), Craft (any two) +10, Disable Device +9, Listen +13, Move Silently +13, Professions (any one) +10, Spot +13; Alertness, Combat Expertise, Toughness

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 12th); these abilities affect only the duergar and whatever it carries.

Possessions: Masterwork longspear, masterwork heavy mace, masterwork studded leather armor, craftsman's tools (see Wasted Talent above).

Area 12-35 – Bare Chamber: This area is normally either a nursery or a room for the thane's wife to conduct her business. This chamber is completely bare, but a DC 15 Spot check will notice a small, crude drawing on the wall in a corner, near the floor. The drawing is of a giant dwarf smashing an elf with a hammer, and in blocky Dwarven letters are the words, "DIe! StUPid ELf!"

Area 12-36 – Study: This area has a liquor cabinet and two bookshelves (all empty), and a table and two comfortable chairs (covered in drop clothes). A very heavy layer of dust hangs over this area. Thane Vejik does not use this room; he prefers to remain in as few areas as possible to maximize his security forces.

Who Can It Be Now?: The first time the party enters this area, the GM should secretly roll for a random encounter.

Area 12-37 – Sitting Room (EL 15): As the party enters this area, read or paraphrase the following:

This sitting room has two overstuffed chairs and a small table spread out over a luxurious dire bearskin rug.

There are two sets of double doors exiting from this room. Standing at attention at the doors to the left is a skeletal figure wearing finely crafted, banded mail and wielding a longsword. Although the skeleton is short, you can tell it's that of a human and not a dwarf because of how the skull is shaped. Delicate webbing of fractures around the nose cavity, and several broken and reset fracture lines on the limbs tell you that this man, when he was alive, was no stranger to conflict.

The skeleton gives you a salute, bringing its longsword up to its face, and advances.

Development: This is the skeleton of Koborth, a member of the Company of the Black Osprey, whose tomb (level 10A) was looted and who was turned into a kind of skeleton warrior in thrall to the *Crown of Narborg*, which bears one of his knucklebones.

Breaking the *Crown's* Influence: If the party has completed the "Spoils of War" sub-quest, Elweiss has given them a phrase to speak (see area 10A-2). If Koborth hears the phrase, he is allowed a DC 18 Will save at the beginning of every round to break the *Crown's* command over him. If he does, he addresses the party:

"Elweiss ... beyond the grave you still aid me. I did not deserve you, friend."

Then the skeleton marches into area 12-39, crying aloud, "HROOOOOLAAAAD! I'M COMING FOR YOU!"

Tactics: The skeleton of Koborth fights with the determination of the man he once was. He allows any who succumb to his fear aura to escape, and concentrates on those who remain. Koborth wields his longsword two-handed, and in the first round of combat he Power Attacks for 8 points, then on the next round he uses Combat Expertise for 5 points.

He alternates between those feats, reacting to what the party does. If faced with a raging barbarian, he fights defensively until the barbarian's rage runs out, then starts Power Attacking again. Similarly, if faced with a group of lightly armored foes, he Power Attacks until they evade him.

In general, however, he tries to stay defensive with Combat Expertise. He figures the party has short-term, boosting magic helping them, and he wants to wait it out to make them easier to kill later.

If at any point he sees someone administer healing magic, he always tries to remain adjacent to the healer, and devotes at least one attack a round to that adventurer. In general, Koborth spreads the damage around quite a bit, knowing that it is harder for a healer to keep up with multiple wounded allies than it is for a healer to drop a large amount

of curative magic on one ally.

As he fights, he takes 5-foot adjustment steps to try to wind his way through the party.

Unless stopped by the phrase given by Elweiss, Koborth fights to his destruction. He pursues fleeing adventurers as far as area 12-28a, although if he loses sight of them (he is slower than average), he returns to this area.

Koborth, Unique Skeletal Champion: CR 16; Medium undead; 14d12; hp 101; Init +5; Spd 20 ft.; AC 22, touch 11, flat-footed 21; Base Atk +14; Grp +20; Atk +*1 longsword* +22 melee (1d8+12/19-20); Full Atk +*1 longsword* +22/+17/+12 melee (1d8+12/19-20); SA Fear aura; SQ Damage reduction 15/magic, darkvision 60 ft., find target, spell resistance 24, turning immunity, undead traits; AL LE; SV Fort +9, Ref +7, Will +7; Str 23, Dex 12, Con –, Int 14, Wis 12, Cha 14.

Skills and Feats: Diplomacy +4, Intimidate +27, Knowledge (arcana) +10, Knowledge (tactics) +13, Ride +17, Sense Motive +15, Speak Language (Celestial), Spot +8; Blind-Fight, Combat Expertise, Cleave, Great Fortitude, Improved Initiative, Improved Unarmed Strike, Iron Will, Lightning Reflexes, Mounted Combat, Power Attack, Skill Focus (Knowledge (tactics)), Weapon Focus (longsword), Weapon Specialization (longsword).

SA – Fear Aura (Su): Creatures within 30 feet of Koborth must make a DC 19 Will save or be affected as though by a fear spell (caster level 14th).

SQ – Find Target (Sp): Koborth can track and find the *Crown of Narborg* (where his knucklebone is set) as though guided by a *discern location* spell. He can also find Thane Hrolad Vejik using this ability.

Turning Immunity (Ex): Koborth cannot be turned or controlled by clerics of any level or alignment.

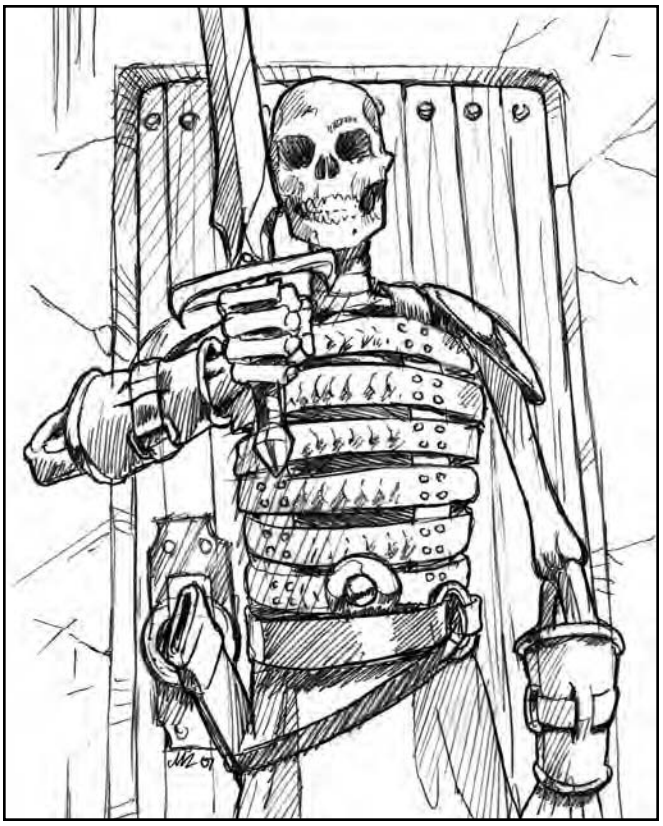
Possessions: +1 longsword, +1 banded mail.

Area 12-38 – Bedchambers: As the party enters this area, read or paraphrase the following:

This bedchamber is spacious but sparsely furnished. A closet stands open, and clothing is scattered everywhere. The fine bed is unmade, and across the room your fractured reflections stare back at you from a broken, full-length mirror. A small desk is wedged into one corner.

Development: Most of the furniture in here was moved to area 12-32 when Hrolad became Thane. He has no wife or kids, and lives spartanly.

The desk has been cleaned out, but there is a stack of papers and an inkwell in one drawer. Show the players handout AQ; the top-most paper has the following on it:



"Assassination Options:

~~Order of the Ashen Heart? – omissary not returned~~

~~Soulgrave Slayers? – too far away!~~

Pack of the Night-Wolf? – contract accepted!

- description of offending party as follows:"

Beneath that last line is a description of the party (from the duergar point of view) as they were composed when they either faced Gunrolz on level 6 or when they destroyed the Bleak Theater (level 10).

As much detail as the duergar would realistically have on the party is included.

Area 12-39 – Private Audience Chamber (EL 15): As the party enters this area, read or paraphrase the following:

You have reached the private audience chamber of the duergar thane. Seated on a throne across the room from you is a handsome, bald dwarf, clad in fine clothing and wearing a golden crown set with obsidian gems. Immediately to either side of the throne is a pillar, and standing before each is another duergar, these wearing finely-detailed breastplate armor and bearing impressive warhammers.

On either side of the audience chamber is an

embroidered curtain. The one on the left portrays a scene of a giant red dragon shaking claws-and-hands with a bald dwarf, behind whom stands a small army of the same. The one to the right portrays a scene of an army of drow fleeing a fortress carved into a cavern wall. The drow are weeping tears of blood.

The sides and rear of the audience chamber are elevated like a dais, as are the areas to either side of the throne. The tapestry-curtain obfuscates what is on those platforms.

On the floor between the party and the duergar is a small pile of platinum and gold. The crowned dwarf holds up his hands in a gesture of surrender.

If Koborth or an adventurer does not interrupt him, read on as the "thane" speaks:

"Enough. I am bested. You have broken my fortress and crippled my clan. I concede your superiority. I bow to your strength."

At that, the crowned duergar inclines his head in a gesture of respect before continuing.

"If it is plunder you have come for, I have none left. It was sent to my city of Haldaboer beyond the Lightless Gate some months ago, as were the women and children. My head, however, is yours to take if it will spare the last of my clan.

"If it is my life you have come for, I ask to know who sent you before facing your blade. Was it House Ereluc? Was it the Mountain King? Who paid for my blood and that of my clan? I will haunt them from beyond death."

Development: The duergar masquerading as the thane is actually Zahd, his bailiff. It should not take much for the party to realize this "thane" is false. One possible clue is that the crown he wears is not the crown of bones depicted on all Narborg weapons. A Sense Motive check opposed by Zahd's Bluff check would reveal that "something is up" but not necessarily that he's lying about who he is.

Wasted Talent, part II: Zahd's purpose is to either convince the party to go away or to die in place of his thane. If the party insists on executing him, he'll willingly allow it if they swear on their gods to leave immediately.

A Binding Vow: If the party accepts Zahd's bribe (coins equaling 10,000 gp), or if they execute Zahd, they will first have to swear by their gods that they will leave immediately and not return. If the party breaks that vow, any lawful adventurers will feel the disdain of the gods they have snubbed, and suffer a –4 penalty to attacks, damage, and saves against duergar until they *atone*. Any followers of gods that value honor, honesty and fair deals, additionally, will lose access to their divine-granted abilities, as determined by the GM. Paladins, in particular, should be susceptible to this latter effect. Finally, any duergar that the heroes fight after they have broken their word gain a +4 bonus to Strength, Fortitude saves, and Will saves. The duergar are evil creatures, but in their minds a vow, once given, is to be honored if it can't be circumvented.

More Lies: The "curtains" blocking view of the flanking daises are actually *major image* spells cast by the Master Wizard (using a scroll). It requires a DC 18 Will save to see through them if they are interacted with or otherwise believed to be false. When the duergar snipers start firing through the curtains, that is enough to allow a save if a player asks for one.

The Driven Dead: If Koborth is with the party, he ignores Zahd and the honor guard entirely, tearing down the tapestry to the left and saying, "There ... he's that way. DO YOU HEAR ME, HROLAD? I'M AT YOUR DOORSTEP!" At this, Zahd and the honor guard will attack.

The secret door Koborth is pointing to requires a DC 35 Search check to find, but if Koborth is there he grants the searcher a +4 circumstance bonus because he knows the direction to the *Crown of Narborg*.

Tactics: Zahd and the two visible honor guard team up on one party member (with the honor guard *enlarged*). The rest of the honor guard and the Clan Scribe, who are hiding behind the illusory curtains, will move around to attack the rear of the party, ideally allowing Zahd to get in a sneak attack. The snipers target heroes in the back or Koborth, if he's turned against the thane. They remain in the back and fire on the party from behind the cover of the "curtains," effectively granting them total concealment until the party disbelieves the illusion.

When *enlarged*, the warhammers and battleaxe inflict 2d6 points of damage, and the daggers inflict 1d6 damage. Remember that the Clan Scribe can catch and immediately throw back any weapons thrown at him, even if it isn't his, without resetting his initiative.

All duergar fight to the death, and will not pursue fleeing opponents. None will dare to attack Koborth in melee unless he's the only enemy in the room.

Duergar Honor Guard, duergar Ftr5 (8): CR 6; Medium humanoid (dwarf); HD 5d10+15; hp 42

each; Init +1; Spd 20 ft.; AC 20, touch 11, flat-footed 19; Base Atk +5; Grp +9; Atk/Full Atk *+1 warhammer* +11 melee (1d8+7/x3) or masterwork dagger +10 melee (1d4+4/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +7, Ref +2, Will +2; Str 18, Dex 13, Con 16, Int 10, Wis 12, Cha 4.

Skills and Feats: Appraise +0 (+2 metal and stone items), Climb +8, Jump +2, Listen +4, Move Silently +1, Spot +4; Alertness, Dodge, Endurance, Weapon Focus (warhammer), Weapon Specialization (warhammer).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 10th); these abilities affect only the duergar and whatever it carries.

Possessions: +1 warhammer, masterwork dagger, *+1 breastplate, +1 heavy steel shield, gauntlets of ogre power.*

Duergar Snipers, duergar Ftr5 (2): CR 6; Medium humanoid (dwarf); HD 5d10+15; hp 44, 41; Init +4; Spd 20 ft.; AC 21, touch 14, flat-footed 17; Base Atk +5; Grp +6; Atk/Full Atk *+1 heavy crossbow* +11 melee (1d10+3/19-20) or masterwork dagger +7 melee (1d4+1/19-20); SA Spell-like abilities; SQ Darkvision 120 ft., duergar traits; AL LE; SV Fort +7, Ref +5, Will +2; Str 13, Dex 18, Con 16, Int 10, Wis 12, Cha 4.

Skills and Feats: Climb +8, Jump +2, Listen +2, Move Silently +7, Spot +2; Point Blank Shot, Precise Shot, Rapid Reload (heavy crossbow), Weapon Focus (heavy crossbow), Weapon Specialization (heavy crossbow).

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 10th); these abilities affect only the duergar and whatever it carries.

Possessions: +1 heavy crossbow, 20 bolts, masterwork dagger, *+1 chain shirt, +1 buckler, gloves of dexterity +2.*

Clan Scribe, duergar Mnk11: CR 12; Medium humanoid (dwarf); HD 11d8+33; hp104; Init +2; Spd 50 ft.; AC 19, touch 19, flat-footed 17; Base Atk +8; Grp +10; Atk unarmed strike +10 melee (1d10+2); Full Atk Unarmed strike +10/+10/+10/+5 melee (1d10+2); SA Flurry of blows, spell-like abilities, stunning fist (DC 18, 11 times/day); SQ Darkvision 120 ft., duergar traits, immunities, improved evasion, ki strike (lawful, magic), purity of body, slow fall 50 ft., still mind, wholeness of body (22 hp/day); AL LE; SV Fort +12, Ref +11, Will +12; Str 14, Dex 15, Con 16, Int 12, Wis 16, Cha 4.

Skills and Feats: Appraise +1 (+3 metal and stone items), Balance +4, Concentration +8, Escape Artist +11, Jump +12, Knowledge (arcana) +15, Knowledge (religion) +15, Listen +4, Move Silently +6, Profession (scribe) +17, Spot +4,

Tumble +17, Use Rope +2 (+4 with bindings); Great Fortitude, Deflect Arrows, Improved Disarm, Iron Will, Lightning Reflexes, Snatch Arrows, Stunning Fist.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 22nd); these abilities affect only the duergar and whatever it carries.

Possessions: Ring of protection +2, amulet of health +4.

Zahd, duergar Ari2/Rog5: CR 7; Medium humanoid (dwarf); HD 2d8+5d6; hp 33; Init +6; Spd 20 ft.; AC 18, touch 12, flat-footed 18; Base Atk +4; Grp +5; Atk/Full Atk masterwork battleaxe +6 melee (1d8+1/x3); SA Spell-like abilities, sneak attack +3d6; SQ Darkvision 120 ft., duergar traits, evasion, trapfinding, trap sense +1, uncanny dodge; AL LE; SV Fort +1, Ref +6, Will +4; Str 12, Dex 14, Con 10, Int 13, Wis 10, Cha 12.

Skills and Feats: Appraise +1 (+3 metal and stone items), Balance +4, Bluff +11, Diplomacy +13, Disguise +13 (+15 acting), Forgery +13, Intimidate +13, Jump –3, Listen +1, Move Silently +6, Spot +1, Tumble +12, Use Magic Device +11; Combat Expertise, Deceitful, Improved Initiative.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 14th); these abilities affect only the duergar and whatever it carries.

Possessions: Masterwork battleaxe, *+1 glamered studded leather, +1 buckler*, fake crown set with obsidian (900 gp), key to area 12-33.

Area 12-40 – Empty Treasury (EL 12): The door to this area is locked (Open Lock DC 40), and the thane has the key. As the party enters this area, read or paraphrase the following:

Beyond the door is a squarish chamber. Crates of dried food and barrels of water and wine are stacked against walls, and there is a small pile of books on one crate.

If the thane has had time to summon his barbarians, insert the following line. If not, skip it:

Several feral-looking humans stand in the middle of the room, their chests heaving with the thrill of battle as they grip their greataxes in anticipation.

At the rear of the room is a duergar wearing a fine suit of full-plate armor. He has a lean face, almost pinched as if by hunger or deprivation, but his eyes burn with intelligence and, possibly, a hint of madness. He is utterly bald, and there are distinguished streaks of gray in his full beard.

The *Crown of Narborg*

This crown is made of the knucklebones and fangs of vanquished foes. The *Crown* is able to draw on some abilities those foes had in life. The *Crown* can only hold the bones (and therefore the abilities) of 13 creatures at a time. The *Crown* magically absorbs knucklebones or fangs placed on it, making room for any in excess of 13 by ejecting one at random. The item's owner has no control over which bone is ejected.

Once every 24 hours, the wearer must select three abilities he wishes to have available to him for the next 24 hours. Abilities are defined as:

- The creature's entire feat selection, even if the bearer does not meet the prerequisites. These feats are added to the bearer's, and any duplicate feats are ignored unless they can be selected multiple times (like Toughness). Note that some feats (such as Wingover for a wingless duergar) may be effectively useless.
- One spell-like or supernatural special attack of the creature. Special attacks that have saving throws based off Hit Dice and an ability score use the wearer's stats, not the creature's. The owner cannot select the spell-casting ability of a creature.
- Up to two extraordinary or one supernatural special qualities of the creature.
- The creature's natural armor bonus. This appears as a physical change on the bearer.

Regardless of which abilities the owner may wish to select, he cannot choose abilities from a creature that had more Hit Dice when it died than he currently has. The owner may only select one ability from a given creature, and may not select multiples of the same ability from different creature. For example, he cannot select the feats and special attacks of a single creature, and he cannot select the feats of two different creatures.

Additionally, the *Crown of Narborg* grants its wearer a +2 deflection bonus to AC and a +2 resistance bonus to saving throws.

Finally, it is able to raise one skeleton warrior, with itself as the circlet controlling the undead warrior. The bearer can elect to have a new skeleton warrior if he finds suitable remains and places the appropriate bone in the *Crown*. Once a creature's remains have been used as a skeleton warrior, they may not be used again (in case a new one is selected or the skeleton warrior is defeated).

The abilities of the skeleton warrior are not available.

A good creature who merely touches the *Crown* takes 1d8 points of negative energy damage. A good creature who places the *Crown* on his head suffers two negative levels. Neutral creatures who touch the item take no damage, but suffer one negative level if they place it on their head. Finally, evil creatures can wear and touch the *Crown of Narborg* without penalty. Only duergar, however, can use the Crown's abilities or create skeletal warriors, but all creatures gain the deflection and resistance bonuses.

The *Crown* cannot be destroyed by physical damage, but if it is submerged in holy water, it dissolves. It rebuffs spells like *disintegrate*, but a *wish* can destroy it. If it contacts a *sphere of annihilation*, it is destroyed.

Strong necromancy and evil; CL 18th.

On his head, beneath the hood of chain mesh, is a crown you've seen many times before: knucklebones and fangs bound into a gruesome circlet.

"Come on then, if you want to die so badly," he says. "I haven't got all day."

Development: As soon as the party tries the door to this area, the thane uses his *iron horn of Valhalla*. The party would be able to hear it. As has been explained elsewhere, the bulk of the treasury has been moved to Varrhamr. Thane Vejik hides in here until the party leaves or enters his area.

Abilities of the Dead: Thane Hrolad Vejik has elected three abilities to gain from the *Crown of Narborg* (see sidebar). He has selected to gain the feats of an 8th-level duergar fighter he ordered executed, the damage reduction and scent special qualities of a wererat assassin that came for his life, and the sonic lance ability of a yrthak he once slew while traveling abroad.

Escape Route: The Master Wizard cast a *phase door* spell on a section of the wall. The only people who can use it are the Master Wizard and whoever is wearing the *Crown of Narborg*. The *phase door* has seven uses left (has never been used before), and it can be destroyed with *dispel magic* (CL 14, so DC 25 to dispel). It has a maximum depth of 30 feet.

The only way to detect the *phase door* beforehand is with a *true seeing* spell; it is invisible to lesser magic. The door leads back to area 12-26, the shrine of the Septych.

Giving Chase: If the thane escapes out the *phase door*, all is not lost. He moves as slowly as any duergar. The party can't chase him through the magic door, but they can race to cut off his exit. Keep the party in rounds (if they decide to do this) and track Hrolad's movements through the level. He follows the most direct path from area 12-26 to area 12-1, running if he can but always double-moving.

Any living duergar he encounters along the way (such as possibly those in area 12-11, for example) join him during his retreat, and fight with him if the party heads him off.

If the thane flees, it is likely that both the *Crown* and *rod of lordly might* go with him. Note that Koborth always knows the position of the *Crown*, and could track the thane wherever he goes. The thane's *rod of lordly might* does not have an ability to deal damage with a touch attack and heal him a similar amount. Instead, the blades of this particular *rod* (when it's in battleaxe, flaming longsword, shortspear, or longspear form) are blighted (see sidebar, area 12-3). This *rod* was a special gift from the Mountain King, and it has a haft of black petrified wood with a diamond at the cap.

Tactics: By the time the party enters the room, the thane should have blown his *iron horn of Valhalla*. The construct barbarians appear and defend him for an hour.

The barbarians rage as soon as they see the party. Note that they are constructs, so rage affects them slightly differently (see their entry). Their goal is to keep the party away from physical combat with the thane. They fight until their destruction, and won't pursue fleeing opponents.

The thane uses his *rod of lordly might* as a battleaxe to match the feats he can borrow from the *Crown*. If the party stays at range from him, he uses his sonic lance ability to pummel them. The first time two or more heroes are within 10 feet of him, he uses the device's *fear* ability.

The thane will not be lured out from his position next to the escape point. He will not *enlarge* himself in this fight because then he would not be able to fit through the *phase door*.

If reduced to fewer than 15 hit points, the thane runs for the *phase door*. Anyone seeing him run into the wall may make a DC 27 Spellcraft check to realize what happened (if the *door* has gone undetected by this point). If they manage to successfully *dispel* the *door* while the thane is inside (see above), he will be ejected to the closest exit. If the exit in area 12-26 is completely blocked (by rubble or a *wall of iron* spell, for example) he is ejected back into this room!

Thane Hrolad Vejik, duergar Ari10: CR 12; Medium humanoid (dwarf); HD 10d8+30; hp 85; Init +0; Spd 20 ft.; AC 20, touch 12, flat-footed 20; Base Atk +7; Grp +10; Atk *rod of lordly might (+4 battleaxe* form) +15 melee (1d8+10/19-20/x3 plus bleeding); Full Atk *rod of lordly might* (*+4 battleaxe* form) +15/+10 melee (1d8+10/19-20/x3 plus bleeding); SA Sonic lance[C], spell-like abilities; SQ Damage reduction 10/silver[C], darkvision 120 ft., duergar traits, scent[C]; AL LE; SV Fort +10, Ref +7, Will +12; Str 16, Dex 10, Con 16, Int 12, Wis 12, Cha 12.

Skills and Feats: Appraise +1 (+3 metal and stone items), Bluff +14, Climb +0, Diplomacy +20, Disguise +1 (+3 acting), Gather Information +14, Intimidate +3, Listen +4, Move Silently –1, Sense Motive +19, Spot +15, Swim –5; Alertness[C], Athletic[C], Blind-Fight[C], Great Fortitude[C], Improved Critical (battleaxe)[C], Iron Will, Leadership, Lightning Reflexes[C], Negotiator, Skill Focus (Sense Motive),

Weapon Focus (battleaxe)[C], Weapon Specialization (battleaxe)[C].

[C] = Indicates an ability or feat granted by the *Crown of Narborg*.

SA – Sonic Lance (Su): Once every 2 rounds, the thane can focus sonic energy in a ray up to 60 feet long. This is a ranged touch attack that deals 6d6 points of damage to a single target.

Spell-Like Abilities: 1/day – *enlarge person* and *invisibility* (caster level 20th); these abilities affect only the duergar and whatever it carries.

Possessions: Masterwork full plate, *rod of lordly might, Crown of Narborg, iron horn of Valhalla*, key to area 12-40.

Summoned Barbarians, Bbn5 (1d4+1): Medium constructs; HD 5d12; hp 32 each; Init +2; Spd 40 ft.; AC 15, touch 12, flat-footed 15; Base Atk +5; Grp +8; Atk/Full Atk greataxe +8 melee (1d12+3/x3) or dagger +8 melee (1d4+3/19-20) or shortbow +7 ranged (1d6/x3); SA Rage 2/day; SQ Construct traits, darkvision 60 ft., fast movement, improved uncanny dodge, low-light vision, trap sense +1, uncanny dodge; AL N; SV Fort +4, Ref +3, Will +2; Str 16, Dex 14, Con –, Int –, Wis 13, Cha 10.

Skills and Feats: None.

SA – Rage (Ex): Twice per day, a summoned barbarian can enter a state of fierce rage that last for 7 rounds. The following changes are in effect as long as it rages: AC 13 (touch 10, flat-footed 13); hp 32; Atk slam greataxe +10 melee (1d12+7/x3) or dagger +10 melee (1d4+5/19-20); Full Atk greataxe +10 melee (1d12+7/x3) or dagger +10 melee (1d4+5/19-20); SV Will +4; Str 20. At the end of its rage, a summoned barbarian is not fatigued.

Possessions: Studded leather armor, greataxe, shortbow, dagger, quiver with 20 arrows.

Wrapping Up

If the *Crown of Narborg* is destroyed, Koborth (if he is still a skeleton) collapses into a pile of bones. Until it is destroyed, he remains in area 12-39 (to watch for the thane's return, if he escaped) or in area 10A-2, where he feels he belongs.

If the thane escapes, he makes for the Lightless Gate and flees to Varrhamr, beyond the scope of this adventure. Perhaps he returns another day to seek revenge, or maybe his own people turn on him for losing Narborg, or maybe he faces some destiny decided by the GM!

Bonus Rewards

Destroying the *Crown of Narborg* is worth a bonus 400 experience to each good or neutral party member, as it is a vile artifact that upsets the natural balance. Evil PCs gain no additional points for destroying the *Crown*.

Seeing through Zahd's deception in area 12-39 without any help from Koborth is worth a bonus 50 experience points to every party member.

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 12A:
THE WIZARD'S REDOUBT

Level Summary

This small sub-level was the hidden abode of Pelltar, the Company of the Black Osprey's powerful conjurer. No doors, passages, or secret doors lead to this area. It's a hollowed-out area approximately 75 feet from area 12-24. Pelltar used teleportation magic to travel to and from this location. The adventurers need to do the same, although careful placement of *passwall* spells could provide a route as well. Although no creatures live on this level today, the heroes can discover many useful (and several not so useful) magic items, and discover the fate of the conjurer.

Game Master's Section

Encounter Table

There are no encounters on this sub-level.

Scaling Information

This sub-level of *Castle Whiterock* is designed for any character level, but only the most powerful can hope to discover the location of this area. As such, there is no need to adjust the sub-level to suit the needs of the PCs. The GM should carefully review the many abilities of the magic items located within – any deemed to be too powerful should be removed and replaced with lesser items.

Background Story

Pelltar was a powerful conjurer, and an important member of the Company of the Black Osprey. However, his "simple-minded" companions did not understand his need for a quiet, comfortable location to pursue his arcane studies and magic item creation – not to mention the fact that the halfling's shrill voice annoyed the lower hells out of him. Therefore, he created his redoubt as a location he could retreat to for privacy and serene contemplation.

Pelltar used three *passwall* spells to access the original location for the hidden redoubt. He placed an invisible *arcane mark* (which is still present) to mark the location and direction of the redoubt. At the site, he used numerous *disintegrate* spells to carve out the interior living space. Pelltar was quite astute at math, and chose his redoubt to be sphere-shaped since it has significantly less

volume than an equivalent cube and thus required fewer spells to carve out. Still, his 40-foot diameter redoubt required the use of 35 *disintegrate* spells, plus another two for the corridor leading to the alchemy lab and the lab itself. It took weeks for Pelltar to finish the construction, using *stoneshape* spells to smooth edges and placing *wall of stones* for the floors of separate levels.

Pelltar next furnished his hidden abode. The lower level was designed as a study and library. The second level was his living area, complete with a bed and small kitchen area. The third level was his hobby room, with an area to paint, a desk, and several plants needed to maintain suitable oxygen in the otherwise-sealed redoubt. The upper loft was used to store unwanted things and knick-knacks. Pelltar was something of a pack rat and disdained throwing anything away, even failed magical items. A short corridor from the storage area led to an alchemy and magic item creation lab. Pelltar placed his lab away from the rest of the redoubt in case the magic experiments went awry. Indeed, this area has been destroyed and rebuilt on three occasions.

Finishing touches on the redoubt included many creature comforts, such as a permanent *unseen servant* to perform menial tasks (such as cleaning and tending the plants in area 12A-3). The addition of numerous bulky magic items (the chair in area 12A-1, the oven in area 12A-2, and *Shale* in area 12A-5) rounded out the mundane furnishings. Finally, Pelltar often placed *magic mouth* spells around his redoubt to remind him of certain tasks that needed to be done. These still exist, and are triggered when the adventurers enter a specific location.

Tracking

There are no opportunities to track on this level. It has lain undisturbed for centuries.

Interrogation

This sub-level does not provide any opportunities for interrogation.

Wandering Monsters

There are no wandering monsters on this sub-level.

Pelltar's Wealth

This sub-level contains the conjurer's accumulated wealth, and more importantly, several powerful magic items. However, there are no monsters or traps to overcome on this level. Many GMs frown on powerful magic items lying about a dungeon unguarded. However, one must consider the difficulty in locating this area, let alone the risks involved in *teleporting* to its unfamiliar destination. If the heroes employ more mundane methods to plunder its contents (such as the use of *passwall* spells, or simply digging their way in), the GM should be prepared to add a few traps or other difficulties. Finally, many of the magic items here are cursed (failed creations) or simply not useful to an adventurer. The remaining items, however, should prove quite useful to the party as they explore the lower levels of Caste Whiterock.

Areas of the Map

The sub-level was created with many *disintegrate* spells, and finished with *stoneshape* spells. The surrounding rock is natural, and 75 feet thick, at a minimum. The floors are actually *wall of stone* and can be *dispelled* (CL 19th). There are no doors, and the ceilings are about 10 feet high. As depicted on the map, several walls and the ceiling in area 12A-4 is curved. A permanent *unseen servant* is charged with performing mundane tasks, such as making the bed, cleaning dirty dishes, and tidying the entire area (save for the alchemy lab, area 12A-5). Therefore, the entire sub-level is tidy, yet covered with a thick layer of dust. There are no steps or staircases present to easily reach the separate levels. Pelltar used magical flight, *levitate*, or the animated books in area 12A-2 to ascend and descend the different levels of his redoubt. *Daylight* spells are scattered about on the ceilings, providing ample illumination on this sub-level.

Unworked Stone Walls: 75 ft. thick (at least), hardness 8, hp 900 (per 10-ft.-by-10-ft. section), Break DC 65, Climb DC 20.

Area 12A-1 – The Study: As the party enters this area, read or paraphrase the following:

> *The lower level is almost 30 feet in diameter, with smooth curving stone walls. A five-foot-square hole is situated in the center of the ceiling leading to the upper levels. To the east are numerous stone bookcases, some of them reaching the ceiling. They appear to be part of the floor, and are arranged almost in a maze-like fashion to maximize the limited space. All of the bookshelves are full of books.*
>
> *Along the west wall is a comfortable plush chair with a high back, and soft armrests. A human form peacefully sits in the chair, its bones covered with a taut layer of dried skin. The human wears gray robes, and an open book is cradled in its lap. A dust-clad table rests nearby, holding several thick tomes, and a plain-looking staff is propped up on the chair.*
>
> *A sultry feminine voice whispers, "Don't forget to return the book on Ghetrian geography. Nim*

still has your favorite cookbook: Stirge: Not Just for Breakfast Anymore. 101 Additional Recipes."

This lower level was Pelltar's study and library, but it also inadvertently became his tomb. After he suffered a unique cursed wound from the clay golem in area 9A-2, he *teleported* to his redoubt to research a method to defeat the construct. After combing through books, he decided to attempt to control the clay golem instead, so it could be used as a guardian. He threw himself into his research, and ignored the effects of the cursed wound. Eventually, he died in this very chair, still looking for a way to bend the construct to his command. See sub-level 9A for more details.

There are many interesting items in this area, as described below.

Pelltar's Personal Magic Items: A quick examination of the dead wizard recovers the following items. The gray robe is actually a *robe of the archmagi*. The obsidian robe clasp is shaped like an osprey in mid-flight, and functions as an *amulet of natural armor +3.* He wears two rings: A *ring of wizardry (type II)* is on his left hand, while a *ring of sustenance* adorns his right hand. The book in his hand is a *clay golem manual*. The staff leaning against the chair is a *staff of conjuration* with 17 charges remaining.

Lending a Hand: Perhaps the most valuable item is Pelltar himself. When Pelltar created the scabbard for *Scalemar* the dragonslaying sword, only Koborth's hand or Pelltar's hand could remove the blade from its scabbard. The adventurers can use Pelltar's mummified hand to grasp the blade and remove it.

The Books: The bookcases contain 553 books on an assortment of topics. Most relate to magic item creation, wizardry (especially conjuration magic), and history. Many also pertain to the construction of portals and gates, and the lower planes. Sitting on the table next to the chair are five tomes on golem creation, all nonmagical save for a *wizard golem manual*. Although no spell books are present, these books are extremely valuable (as determined by the GM). Any can be used to bribe Lorus on sub-level 6B. There are two other books of important note, and each can be located with a DC 25 Search check, provided the searcher is looking for specific titles. One is a *tome of understanding (+1),* and the other is a biography on an elven wizardess named Melosira. She created the *Melosiran Rings*, and the biography provides details about all four rings, including how to activate them. Give the PCs the Riddle of the Melosiran Rings (Players Handout K).

The Chair: The chair Pelltar sits in is enchanted as well. Anyone sitting in the *chair of contemplation* gets a +4 enhancement bonus to all Knowledge or Spellcraft checks while researching a topic in a book.

Faint transmutation; CL 7th; Craft Wondrous Item, creator must have at least 7 ranks in all the Knowledge skills from the PHB; Price 8,000 gp; Weight 100 lb.

Area 12A-2 – The Living Quarters: As the party enters this area, read or paraphrase the following:

This chamber is nearly 40 feet in diameter, and illuminated by a soft glow from the ceiling about 10 feet overhead. The center of the floor has a five-foot-square opening leading to a level below, and another in the ceiling leading to a loft above. To the north is a large bed, covered with faded sheets and a blanket riddled with holes. To the left of the bed is an ironbound chest. To the right is a black wooden bookcase holding a couple of dozen books.

Along the south wall is a kitchen area complete with a table and one chair. Against the wall, about waist high, is a small stone alcove perhaps two feet square. The interior of the alcove is lined with metal sheets.

A delicate feminine voice says, "Don't forget to eat."

This level was used as Pelltar's main living quarters. When performing the mundane tasks of everyday life, Pelltar was found on this level. Therefore, he was rarely here. Often, he would nap in his study, and eat meals on the run, or simply rely on his *ring of sustenance*. The *unseen servant* spends most of its time here, although it is quite bored. If the adventurers make a mess here (for example, drop anything or mess up the bed linens), the unseen servant is quick to clean up the mess.

There are several items of interest here as described below. The remaining furnishings are all mundane. A *decanter of endless water* (used to water the plants in area 12A-3) sits on the floor near the oven.

The Oven: The alcove in the kitchen area is actually an oven. The words "Warm," "Hot," and "Cold" are carved in the stone below the alcove in Draconic. These are command words for the magical oven. Saying "warm" in Draconic causes the metal plates to warm to the touch, suitable to knock the chill off food or keep it warm. Saying "hot" causes the metal plates to get red hot (causing 1 point of damage if touched) and are suitable to heat food, or boil water.

Saying “cold” in Draconic shuts off the previous two commands.

Faint evocation; CL 7th; Craft Wondrous Item, *heat metal*; 4,000 gp; 200 lbs.

The Black Bookcase: On further investigation, the bookcase surface is covered with Draconic words translating to steps, ladders, stairs, etc. All 25 books are completely empty – they’re actually animated constructs. The books do not attack however. If the word “steps” is uttered in front of the bookcase in Draconic, all of the books fly off the bookcase, and hover in the air in front of the speaker. The speaker can now command the books to form a stairway, either down to area 12A-1, or all the way up to area 12A-4. The books hover in place about a foot higher than the next, and can each support 300 pounds. After 10 minutes, unless further commanded, the books return to the bookcase.

Faint conjuration; CL 7th; Craft Wondrous Item, *animate objects*; 7,500 gp; 75 lbs.

Animated Books (25): Tiny construct; CR 1/2; HD 1/2d10; hp 2 each; Init +2; Spd fly 20 ft. (average); AC 14, touch 14, flat-footed 12; Base Attack +0; Grp –9; Atk/Full Atk slam +1 melee (1d3-1); Space/Reach 2 1/2 ft./0 ft.; SQ Construct traits, darkvision 60 ft., low-light vision; AL N; SV Fort +0, Ref +2, Will –5; Str 8, Dex 14, Con –, Int –, Wis 1, Cha 1.

Skills and Feats: None.

The Chest: The chest next to the bed measures 4 feet by 3 feet by 3 feet. It is constructed of dark oak with thick iron bands. The chest is locked (the key has long since been lost) and has an *arcane lock* placed on it. An Open Lock check (DC 40) is needed to open the chest. The chest functions as a *bag of holding* with the following specifications: Weight 100 lbs.; can hold 2,500 lbs.; capacity 400 cubic feet; price 14,000 gp.

Moderate conjuration; CL 9th; Craft Wondrous Item, *secret chest*; 14,000 gp.

Contents of the Chest: The chest holds Pelltar’s remaining wealth: 15,301 gp, 2,000 pp, and 10 gems (each worth 1,000 gp). His spellbooks are also within. There are 10 books, one for each spell level, and one for cantrips. The GM is free to determine the exact contents of these books. Pelltar’s banned schools were divination and necromancy. The books contain all spells (save from banned schools) of levels 0 to 5. The 6th-level book has 15 spells, the 7th-level book has 12 spells, the 8th-level book has 9 spells, and the 9th-level book has 7 spells.

Area 12A-3 – Hobby Level: As the party enters this area, read or paraphrase the following:

This circular level is about 35 feet in diameter. The floor has a five-foot-square hole that leads to the lower level. The ceiling is flat and extends about two-thirds of the way across the room. The open area leads to a loft that appears to be cluttered with junk.

Along the east wall are several dwarf trees full of lush leaves in stone pots. The ceiling overhead is dazzled with bright light. Along the west wall is a large desk, and several wooden easels. The easels hold canvas paintings in various stages of completion.

A perky feminine voice says, “Don’t forget to water the trees. Still need to finish the painting of Amarantha.”

This level was used as a recreational area for Pelltar. Begrudgingly, Pelltar understands the need for trees (to replenish oxygen) in his redoubt, so he put them here. The *unseen servant* is tasked with watering and pruning the trees, which it has performed admirably for centuries. The five trees are dwarf oak trees, each about 7 feet tall, originally cultivated by Vallisneria.

The desk is normal, and holds blank parchment, quills, and dried inkpots. There is also extra canvas for painting, and a paint set in a teak box (worth 250 gp). The box contains various brushes, and 26 pots of paint. Of these, 21 have dried up and are useless. But the remaining five are actually *marvelous pigments*. A DC 28 Search check is needed to locate a discarded sapphire in one of the drawers. The sapphire radiates moderate conjuration magic. Although worth 1,000 gp, the gem is needed to activate the chalkboard in area 12A-5.

There are four easels, each holding an incomplete painting. All are of amateur quality, and therefore worth very little. One depicts Castle Whiterock at sunset (before the lower courtyard flooded, so it provides a clue to the existence of level 5, if the heroes have not yet discovered it). Another is a conglomeration of geometric shapes. Another is the beginning of a portrait of a stunning elven maiden (Amarantha) wearing a flowing gown. The last piece never progressed beyond the sketching stage. Pelltar enjoyed his painting hobby, but never found it as satisfying as creating magic items.

Area 12A-4 – A Wizard’s Attic: As the party enters this area, read or paraphrase the following:

The loft is perhaps a 20-foot-diameter half-circle. The ceiling is only five feet high, and the

only illumination is derived from the bright lights placed over the plants in the lower room. This area is crowded with dusty junk, boxes, and crates. There is a suit of plate armor, a coat rack with decaying garments, a brass empty animal cage, and many other long-forgotten knick-knacks. A meandering path through all the items leads to a corridor.

A saucy female voice utters, "Time to clean out the attic, don't you think."

As mentioned, Pelltar refused to throw anything away. He even held onto cursed magic items located during his adventuring days, or botched magic items that he created. All this refuse was stored in this attic-like area, just in case the wizard found a need for them, or for practical jokes on the rest of the Company. The *unseen servant* is under strict orders not to enter either this area or the laboratory at the end of the corridor.

Most of the items here are junk, broken, useless, or cursed. Boxes of (broken) lab glassware, crates of spell component materials (including a whole box of bat guano), and odd conversation pieces (such as pickled imp in a thick glass jar) are all represented. Below is a list of some items that can be found here. The GM is encouraged to add more items as he sees fit.

Suit of Full Plate Armor: This suit of full plate armor was designed for Lythe, the company's cleric. It is gilded in mithril, and the breastplate displays Justicia's symbol (DC 10 Knowledge [religion] check). However, it was cursed when the group's rogue, Nimboltin Softstep, interrupted Pelltar during a crucial stage in its creation (and led to the wizard's decision to build this redoubt). It is now considered *–3 full plate armor.*

Black Bag: This item appears to be a powerful version of a *bag of tricks*. Pelltar tried to create it early in his career, and enlisted the aid of a demon in the construction. The demon betrayed him, and thus the cursed version was created. It is a *black bag of fiendish tricks*. It functions as a *bag of tricks*, except all of the creatures summoned are fiendish dire animals (see table below), and they attack the user of the bag. All of these fiendish creatures have maximum hit points, and gain the benefits of the Augment Summoning feat.

d%	Animal
1-10	Fiendish dire boar
11-30	Fiendish dire ape
31-50	Fiendish dire wolverine
51-90	Fiendish large monstrous scorpion
91-100	Fiendish giant crocodile

Moderate conjuration; Craft Wondrous Item, *summon nature's ally V*; Price 9,000 gp.

Discarded Boot: This single boot can be located with a DC 20 Search check. It has been stuffed in a box labeled "dried monstrous toadfish eyes." The boot radiates moderate conjuration magic. It's gray with faint runes stitched on the sides. It's actually one of Pelltar's old *boots of teleportation*. He lost the other while exploring one of the levels of Castle Whiterock. This boot is useless, unless reunited with its matching boot, now located in area 7-15.

Gaudy Gold Bottle: This item appears as a dented gold-plated bottle. The flaking paint reveals bronze underneath, and several deep scratches. It appears to be worth about 20 gp, but it radiates strong conjuration magic. It's actually a damaged *efreeti bottle.* The efreeti (88 hp) trapped inside is named Al'maraj'abbesh (you can call him Al), and is quite insane. If released, roll percentile dice to see what he does. After he performs one of these actions (except retreating back into the bottle), he disappears forever.

d%	Action
1-20	Attacks in an insane rage
21-30	Casts *wall of fire* and retreats back inside the bottle
31-95	Serves loyally for up to 10 minutes
95-100	Grants three *wishes*

Leather Gauntlets: These gloves appear to be *gauntlets of ogre power*. A DC 30 Spot check reveals the words "Happy B-day K!" on the palm of one of the gauntlets. Instead, they are *gauntlets of fey power*. They grant the wearer a –6 enhancement penalty to Strength, and can't be removed. These were created as a gag gift for General Koborth's 40th birthday party.

Faint transmutation; CL 6th; Craft Wondrous Item, *bestow curse*; Price 2,000 gp.

Area 12A-5 – The Laboratory: As the party approaches this area, read or paraphrase the following:

A 20-foot-corridor leads to this chamber, a 15-foot-diameter sphere. In the center of the room is a stone bench, perhaps 10 feet long and 5 feet wide. It is covered with a haphazard collection of dusty, odd-shaped glassware. Along the back wall is an ornate chalkboard with a smooth black surface. The surface is perhaps 5 feet long and 3 feet wide, framed in mahogany. The frame has three notches carved into its lower rail. The whole board is attached to a stone stand that elevates it off the floor by a few feet. Along the left wall is a metal cabinet with closed doors.

A familiar but stern female voice commands, "Remember, safety never takes a time out. Please don protective gear."

This area was used as a laboratory for magic item construction and potion brewing. Pelltar understood the importance of placing this area away from the other rooms with delicate items, in case of an experiment gone awry. Indeed, this lab has been destroyed on three occasions, but easily rebuilt with a few *disintegrate* and *stoneshape* spells. Due to the sensitive and dangerous nature of the many of the items in this room, the *unseen servant* was commanded to avoid this chamber.

The Workbench: This stone bench was the primary work surface. A secret compartment (DC 35 Search) check reveals the bench is mostly hollow, and full of more glassware. Between the items on the surface and those in the compartment, there is the equivalent of two alchemy labs.

The Metal Cabinet: The cabinet is constructed of lead, and therefore very heavy (about 750 pounds). The doors are locked with a mundane lock (Open Lock DC 35) and an *arcane lock*. Inside the cabinet is a host of potion ingredients (dragonne tongue, powdered stone giant bone, harpy lung extract, otyugh eyes, etc.), all labeled in glass jars. Some of these items have degraded over time, but the rest of the ingredients would be worth at least 10,000 gp. Also located in the cabinet is a small, velvet-lined oak box (worth 100 gp). Inside are three glass vials: One holds *sovereign glue*, one holds *universal solvent*, and the last *salve of slipperiness*. Each holds 5 applications. A DC 35 Search check reveals a secret compartment at the back of the cabinet, containing a stash of potions. Of the eight potions, three have fouled, and are now *potions of poison* (Fortitude save DC 19, 1d10 Con/1d10Con). The remaining potions are: *greater magic weapon oil* (+5), *water walk, protection from arrows* (15/magic), *tongues, rage*.

The Chalkboard: The chalkboard is actually a magical construct, plundered from the drow during the Company of the Black Osprey's initial assault on the castle. It animates if the magic sapphire (now located in area 12A-3) is placed in any of the lower notches. Unless that happens, the board appears mundane to a *detect magic* spell. Each notch (starting on the left) represents a different language: Draconic, Elven, Abyssal. If placed in one of the notches, the chalkboard introduces itself as Shale by creating words on its surface. The adventurers can communicate by writing on the surface in any of the three languages it understands.

Shale is fairly intelligent, and has some knowledge of Castle Whiterock, Pelltar, magic item creation, and potion brewing. The last bit of knowledge he is most proud of; he considers brewing potions to be a fine art. He knows the recipes for 14 different potions (as determined by the GM), and is always looking for more. Shale would be happy to provide information on any of the above topics (use the appropriate Knowledge skills), but needs something in return. Potion recipes are always good, but he really would prefer to be removed from the lab, and placed in a location where he could use his skills on a daily basis. When owned by the drow (of House Forlorna), he was treated as a tool, and forced to record despicable and foul teachings. He originally viewed Pelltar as his savior and friend, but the conjurer often grew weary of his endless babble on potion recipes, and removed his sapphire to use him as a mundane object. Moving the 600-pound chalkboard out of the redoubt will not be an easy task. However, if the gem is removed, the chalkboard is rendered unmagical (although the gem remains magic), and allows for the use of a *shrink object* spell.

If the adventurers are lacking information regarding the castle or any of the Black Osprey members, Shale is the perfect NPC to fill them in. Of course, they need to establish a relationship with him first. Shale does not know anything of Benthos (or Sil for

that matter). His knowledge should be restricted to events that occurred before or around the time the Company of the Black Osprey occupied the castle. He knows a great deal about the Demonhold, level 13 (and the obelisks created to contain the field), as well as the portal to the Far Garden (level 8). Ultimately, the GM needs to decide how much he knows, and how the heroes can extract the information.

Shale, intelligent chalkboard: Large construct; CR 4; HD 4d10+30; hp 48 each; Init –1; Spd 5 ft.; AC 14, touch 9, flat-footed 14; Base Attack +3; Grp 11; Atk/Full Atk slam +5 melee (1d8+6); SA –; SQ Construct traits, darkvision 60 ft., low-light vision, hardness 10; AL N; SV Fort +1, Ref +0, Will +2; Str 18, Dex 9, Con –, Int 16, Wis 12, Cha 1.

Skills and Feats: Craft (alchemy) +9, Knowledge (arcana) +13, Knowledge (history) +10, Knowledge (local) +7, Knowledge (nature) +7, Knowledge (geography) +8; Brew Potion, Skill Focus (Knowledge [arcana]).

Languages: Draconic, Elven, Abyssal.

Bonus Rewards

Objectives	Experience Points
Removing Pelltar's mummified hand to draw the sword *Scalemar*	400
Finding the Riddle of the Melosiran Rings	100
Using the animated books to form a stairway	50
Finding the sapphire and using it to activate Shale	200
Finding the hidden stash of potions	50
Removing Shale from the redoubt, and finding him a new "home"	150
Total possible bonus points per group	**950**

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Dungeon Crawl Classics #51
The Fiery Gauntlet

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LEVELS 13 THROUGH 15

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CITADEL
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Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 13:
THE DEMONHOLD

Level Summary

After descending Carapace Fissure, the party has unsealed the Demonhold, to where all outsiders of extreme alignment are redirected if summoned within or near Castle Whiterock. There, they may find an ally to help them defeat the nalfeshee who guards the approach to the Burning Maze.

Game Master's Section

Scaling Information

"The Demonhold" is a level of *Castle Whiterock* designed for 4-6 characters of 13th level, but can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or less than 13th level): Remove one of the vespertiliacs in area 13-2, and remove all but one of the feasting swarms in area 13-3. In area 13-5, reduce the hamatula to its original Hit Dice (12), and replace the cauchemar with a 12 HD advanced nightmare. In area 13-8, remove both fire elementals. Halve the number of osyluths in area 13-4, the number of hezrou in area 13-9, and the number of hell moths in area 13-15. Remove all vrocks from area 13-10, but add one to area 13-16 after removing two of the advanced angel effigies. Finally, in area 13-20, remove everyone but Balfosa.

Stronger parties (7 or more characters, or higher than 13th level): Make sure there are at least two *potions of gaseous form* for each PC in area 13-1. For area 13-2, add two vespertiliacs. In area 13-3, allow the pit fiend to use its *blasphemy* and *power word stun* spell-like abilities. Add two Hit Dice to the hamatula in area 13-5, and in area 13-8 add two more fire elementals and give two Hit Dice to the wrack. Add four Hit Dice to one of the osyluths in area 13-4. Add one hezrou to area 13-9 and one vrock to area 13-10. Finally, add a vespertiliac to Balfosa's court in area 13-20.

Background Story

As is detailed in the Introduction to *Castle Whiterock*, Pelltar, the wizard of the Company of the Black Osprey, fortified his home against extraplanar intrusion with a

network of obelisks erected on the mountain's face. The obelisks redirect calling, summoning, and teleportation spells or abilities involving certain creatures to a kind of prison deep in the mountain's heart ... the Demonhold.

Pelltar's obsession with security has a double-edge, however. Although named "Demonhold," this prison actually snares any outsiders that are intensely *any* alignment, meaning angels, formians, and lillends can also be exiled there. In game terms, any outsider with an alignment subtype (Chaotic, Evil, Good, or Lawful) affected, created, or called by a calling, summoning, or teleportation spell or effect is redirected to level 13. Sometimes, a few good-aligned creatures stranded in the Demonhold will band together to wage a miniature crusade to wipe out its diabolic and demonic inhabitants, but they are outnumbered and short-lived.

The place hardly teems with evil outsiders, though. Evil being what it is, most creatures that end up in the Demonhold turn on each other. Many fall to internecine warfare, but some creatures that specifically prey on wicked outsiders have set up permanent residence there, such as an ancient bebilith and a flock of hell moths. Terrible as these threats are, an even greater one is presented by the parasites known as feastings, which are partial to devils and have greatly weakened their hosts.

Pelltar never advertised what he had done, and has indirectly thwarted the plans of drow House Forlorna (see level 9B) while piquing the interest of at least one powerful devil (see level 8). Creatures steeped in extra-planar lore know that Castle Whiterock is a transdimensional anomaly (like a Bermuda Triangle for outsiders), but none have discovered why. A nalfeshnee noble named Balfosa, however, learned the secret of the Demonhold from a unique source: Pelltar himself, when his soul was cast to the lower planes upon his death (see level 9A).

Balfosa kept the information as a card up his sleeve until he needed it, and that day came when he offended a mighty balor general. Balfosa needed a safe place to hide out, and he knew where none would think to look for him. He and a few hangers-on fled to Cillamar in disguise, walked up to Castle Whiterock, and purposefully tried to use a *scroll of plane shift*. Just like that, he relocated his entire entourage to the Demonhold, which he has ruled since, dangling the promise of escape for those who please him (although never delivering).

Much more recently, the ghaele Fthirya appeared in the Demonhold, accidentally called through a redirected *planar ally* spell cast by Birta of the Fellowship of the Humbled Hen (see level 9C). She has waged a successful guerilla campaign against the demons and devils since then, but her time grows short as Balfosa unleashes a gang of hezrou to hunt her down.

The Demonhold: The walls, floors, and ceilings of the Demonhold are threaded with countless enchantments to prevent the escape of its inhabitants. Spells and abilities with the calling, summoning, and teleportation descriptors fail to function here. This means the demons and devils cannot summon reinforcements to battle, and cannot escape quite as easily as they are accustomed. This may also entail a change of tactics for the party.

Howling of the Damned: The sounds of combat, cries of anguish, and screams are common in the Demonhold. Unless specifically stated otherwise, the demons and other creatures who live here will not investigate any such noises, either through malicious inaction or disinterest.

Encounter Table

Loc	Pg	Type	Encounter	EL
13-2	460	C	3 vespertiliacs	11
13-3	461	C	Afflicted pit fiend 7 feasting swarms	13
13-4	463	C	6 osyluths	14
13-5	464	C	Cauchemar Advanced hamatula	14
13-7	468	C	Afflicted cornugon	14
13-8	469	C	Wrack 2 advanced Large fire elementals	13
13-9	470	C	4 hezrou	15
13-10	471	C	Glabrezu 2 vrocks	14
13-11	473	C	Marut	15
13-12	474	C	Stream of dretches	9
13-13	475	C	Advanced elite bebilith	14
13-15	476	C	12 advanced hell moths	14
13-16	477	C	3 advanced angel effigies	14
13-17	478	T	*Weird* trap *Soul bind* trap	12
13-20	479	C	*Balfosa*, nalfeshnee Ari5 *Vissana*, succubus 4 quasits *The Groaning Curtain*	16

Areas of the Map

This level is a series of caves and tunnels carved by acidic erosion, lava flow, and demonic effort. All walls are made of stone:

Stone Wall: Hardness 8, 15 hp per inch of thickness.

Unless otherwise stated, there are no light sources or doors found on this level. Unless otherwise stated, assume each area has on average a 20-foot ceiling.

Several areas in this level contain flowing or standing pools of smoking water that have been infused with sulfur dioxide gas escaping from the volcanic heart of the mountain. The gas and smoking water are the source of the sulfurous scent to this level. Although the water appears entirely normal, it is a weak acid and hazardous to drink. Anyone who examines the smoking water may make a DC 15 Knowledge (nature), Knowledge (arcana), or Craft (alchemy) check to recognize that it is actually acid.

Diluted Sulfuric Acid: 1d3 acid damage per round of exposure, 10d3 per round of total immersion. Drinking the acid counts as being immersed.

This level has several sudden changes in elevation. Any change in elevation of more than 5 feet will require a Climb check, as described in the specific areas.

Squares marked with rubble count as low obstacles, meaning they require 2 squares of movement to enter and provide cover to creatures within 30 feet of them. Creatures in cover may make Hide checks, have a +4 bonus to AC, a +2 bonus to Reflex saves, and cannot be targeted by attacks of opportunity from opponents against whom they have cover. An attacker can ignore the cover if he or she is closer (measured from the base) to the obstacle than the target; creatures equidistant from cover provided by low obstacles have cover relative to each other.

Area 13-1 – Demonhold Entrance: When the party explores this area, read or paraphrase the following:

> *This octagonal room has smooth, unadorned stone walls and a raised platform in the center of the floor. Directly above the dais is a shaft leading upward; glowing red sigils inscribed in the shaft's walls cast a baleful glow into this chamber.*
>
> *Against one wall is a long table upon which are arranged a dozen potion vials. Each is labeled with a clear hand. A comfortable, cushioned chair stands next to the table, and upon it is a small book.*
>
> *The wall opposite the table has three slim, iron tubes jutting from the wall. The room echoes with screeching laughter and the bellows of a great beast in its final pain; the sound seems to come from the tubes. The air reeks faintly of sulfur.*

Development: The simple leather-bound book is closed, and in gold leaf on the cover are the words "Demonhold Project Comments and Observations;" inside the cover is a note: "NOT FOR YOU, NIMBOLTIN!" If a party member reads the notebook, give them Handout AR.

Pelltar's Notebook: As a successful adventuring wizard, Pelltar didn't get to enjoy his Demonhold very often. His notebook only contains three entries, as described below. The remaining 47 pages are blank.

> Entry #1: *"Pelltar, arcanist of the Company of the Black Osprey, Swordfall plus 32; 2598:*
>
> *Construction at last is complete on the last obelisk thanks to some help from Vallisneria. I regret that in return I have to labor on her gate hidden in the grotto, but compromise is another name for progress. If only Lythe would see things that way.*
>
> *Anyway, our home is now secure from intrusion across the boundaries that divide the multiverse. Creatures born of evil will now be redirected to my Demonhold for study and security. I almost pity the bastards."*
>
> Entry #2: *"Pelltar, arcanist of the Company of the Black Osprey, Swordfall less 40; 2599:*
>
> *With Koborth's death, his squire, Elweiss, has commissioned a tomb for him. Constructed by me, of course! I fear I'll never get to spend time actually studying my prisoners.*
>
> *Unforeseen wrinkle in the design of my obelisks: Lythe tried to call upon a lantern archon the other day and it didn't appear. After a bit of investigation, I found out it was redirected to the Demonhold as if it were a fiend.*
>
> *She was ... upset ... about this unforeseen event, as I was, although for an entirely different reason. I think she would have struck me if it weren't for Vallisneria."*
>
> Entry #3: *"Pelltar, arcanist of the Company of the Black Osprey, Harvestmoon less 14; 2599:*
>
> *Been too busy helping Nimboltin with his tomb to enjoy the hold. Our party has an unhealthy fascination with the things ... but a pyramid like*

those in the Southlands ... that would be nice. No time to build my own ... maybe –

Finally got to explore it a bit. The potions got me through the tubes well enough, and my magic kept me safe as I observed. Fortunately, none has found the emergency exit to the Burning Maze; the blighters can't work together long enough to organize a concerted effort to escape. As I expected.

Still made no progress determining why the obelisks also affect creatures of the higher realms. Lythe hasn't spoken to me since."

Taking the Tube: The 12 vials all contain *potions of gaseous form* (CL 5th). Pelltar would grab a potion, drink a second, and then travel up the tubes to the Demonhold (area 13-2) to observe his prisoners (see sidebar).

The tubes leading to the Demonhold run for upward for 140 feet and laterally about 7.5 feet. The potions have a duration of 10 minutes. An adventurer can easily cover the required distance, but there is a possibility that the potion will wear off while the person is in the tubes.

A Fine creature can move through the tubes without incident (even without a potion). If the potion wore off on a Diminutive creature, it would be able to squeeze through, but creatures larger than Diminutive are slain outright if the *gaseous form* wears off while they are in the tubes.

Area 13-2 – The Peanut Gallery (EL 11): If the party has sufficient time remaining on their *gaseous form*, they may be able to peek out of the tubes to get the lay of the land. Allow them to make a Hide check opposed by the Spot of the closest vespertiliac; assign the demon a –2 penalty to his result for being distracted, and since the heroes would still be Fine as they peek out, they would have a +16 size bonus to Hide.

When the party can see into this area, read or paraphrase the following:

The other end of the tube terminates in a small recess set into a stone wall. Beyond, you see a three-way intersection of tunnel. The walls are scarred by tools and, in some cases, what looks like claw-marks. The sulfur scent is much more intense here, and the deep bellowing much louder.

The laughter you've been hearing is also louder, issuing from the lips of three stooped, manlike forms. They have whiplike tails and bearded boar muzzles on their human faces, and red- and black-striped short hair covers their lean bodies while folds of patagia droop from their arms. They wield no weapons, but their long claws and protruding fangs would make one believe they don't need them. The source of their mirth is not readily apparent, but they are all looking down the passage to the left.

Development: The vespertiliac are greatly amused at the suffering of the once-proud pit fiend. They plan on sticking around until is bursts apart when the feasting swarms hatch (quite soon!), but will gladly take an opportunity to rend mortal flesh if it presents itself.

At least one demon will be standing near the hidden tubes and at least one will be looking into area 13-2. The placement of the third is up to the GM.

Avoiding a Fight: If the party somehow avoids this encounter, the vespertiliac will be here for another half-hour (until the pit fiend is destroyed) before flying to area 13-17 (taking the route through area 13-16). If the party is along that route, for the sake of

Gaseous Form

The effect of these potions is summarized here for convenience:

The subject and all its gear become insubstantial, misty, and translucent. Material armor (including natural armor) becomes worthless, though size, Dexterity, deflection bonuses, and armor bonuses from force effects still apply. The subject gains damage reduction 10/magic and becomes immune to poison and critical hits. It can't attack or cast spells with verbal, somatic, material, or focus components while in gaseous form. The subject also loses supernatural abilities while in gaseous form. If it has a touch spell ready to use, that spell is discharged harmlessly when the gaseous form spell takes effect.

A gaseous creature can't run, but it can fly at a speed of 10 feet (maneuverability perfect). It can pass through small holes or narrow openings with all it was wearing or holding in its hands, as long as the spell persists. The creature is subject to the effects of wind, and it can't enter water or other liquid. It also can't manipulate objects or activate items, even those carried along with its gaseous form. Continuously active items remain active, though in some cases their effects may be moot.

balancing the encounters, do not have the vespertiliac show up mid-fight, although shortly afterward would be appropriate. If encountered in area 13-17, they will be on guard, recounting in Abyssal how satisfying it was to watch the pit fiend die.

Slope: The tunnel to area 13-5 has a steep 10-foot decline, requiring a DC 0 Climb check to scale. Anyone failing the check by 5 or more takes 1d3 falling damage and lands prone. The vespertiliac and most demons usually fly up or down it.

Tactics: Vespertiliacs are creatures of rage and destruction, and fight accordingly. As soon as they are able, they fly into a rage, and will not end it prematurely. Each demon chooses one target and attacks it relentlessly, pursuing it if necessary by flying. They attempt to pounce in the first round of combat, and prefer not to move so as to take a full-attack action each round. These vespertiliacs always Power Attack for 2 points.

They do not use their shriek attack until they have lost at least half their hit points. Vespertiliacs fight to the death.

Vespertiliacs (3): CR 8; Medium outsider (demon, evil, extraplanar); HD 6d8+6; hp 41, 35, 34; Init +3; Spd 30 ft., fly 40 ft. (average); AC 21, touch 13, flat-footed 18; Base Atk +6; Grp +8; Atk claw +8 melee (1d4+2); Full Atk 2 claws +8 melee (1d4+2) and bite +6 melee (1d6+1) and tail +6 melee (1d6+1); SA Pounce, rage 2/day, rake 1d4+1, rend 1d4+4, shriek; SQ Blindsight 60 ft., damage reduction 10/good or cold iron, immune to acid and poison, regeneration 2, resistance to cold 10, electricity 10, and fire 10; AL CE; SV Fort +6, Ref +8, Will +5; Str 15, Dex 16, Con 13, Int 8, Wis 10, Cha 13.

Skills and Feats: Bluff +10, Diplomacy +3, Disguise +1 (+3 when acting), Hide +12, Intimidate +12, Listen +9, Move Silently +12, Spot +9, Survival +9; Cleave, Multiattack, Power Attack.

SA – Pounce (Ex): When this creature makes a charge attack, it may make a full attack, including two rakes.

Rage (Ex): A vespertiliac can fly into a rage at will, once per encounter. The following changes are in affect as long as it rages: AC 19 (touch 11, flat-footed 16); hp 45; Atk claw +10 melee (1d4+4); Full Atk 2 claws +10 melee (1d4+4), bite +8 melee (1d6+2), tail +8 melee (1d6+2); SA rake 1d4+2, rend 2d4+6; SV Fort +8, Will +7; Str 19, Con 17. A fit of rage lasts for 6 rounds, and the vespertiliac may prematurely end its rage. At the end of the rage, the outsider becomes fatigued for the duration of the current encounter.

Rake (Ex): Attack bonus +8 melee, additional damage 1d4+1.

Rend (Ex): If the vespertiliac hits with both claw attacks, it latches onto the target's body and tears the flesh. The attack automatically deals 2d4+3 damage.

Shriek (Ex): Once per combat, a vespertiliac can let loose a terrible shriek of fury, forcing all opponents within 30 ft. to make a DC 14 Will save or become panicked for 1d10 rounds. A target can only be affected by a vespertiliac's shriek once per 24-hour period.

SQ – Regeneration (Ex): Weapons that are both good and cold iron deal normal damage to a vespertiliac. If the creature loses a limb or other body part, the lost portion regrows in 3d6 minutes, or the outsider may reattach a severed body part instantly by holding it to the stump.

Area 13-3 – Parasites (EL 13): As the party approaches this area, read or paraphrase the following:

The passageway makes a hairpin turn and leads downward. Mixed in with the cries of pain, you can hear splashing and gargling sounds. The sulfur almost gags you as you approach the turn.

When they can see into the rear of the area, read or paraphrase the following:

A roar of agony greets you as you peer into the rear of this cul-de-sac. Smoking water floods the far end, and thrashing about waist-high is a majestic fiend of legend – twelve feet tall, with proud wings, a snapping tail, and thick, red scales harder than armor.

It acts strangely, though, bending down to scoop up a great quantity of the water and shoveling it into its mouth. It howls again, and claws at its own flesh.

Anyone stating they are examining the pit fiend may make a DC 14 Spot check to notice that its skin is rippling, as if several creatures were crawling just beneath the surface.

When the party slays the pit fiend, it bursts open to reveal four swarms of feastings. When this occurs, read or paraphrase the following:

Your last blow staggers the fiend back on its heels as it spurts sticky black ichor from its wounds. With a great howl, the devil bursts apart, sending bits of horn, wing, and scale flying in all directions. A horrible carpet of blasphemous creatures swarms forth from its wreckage: maggots with mouths of lampreys and legs of crickets. Thousands of the monstrosities crawl over each other in search of their next food source: You.

Development: The "water" is actually weak sulfuric acid, which does insufficient damage to the devil to harm it. The fiend is drinking the acid out of desperation in hopes it will kill the feasting swarms tearing apart its body. The pool is about 5 feet deep. See Areas of the Map for information about the hazards of the acid.

Fumes: Anyone standing in or adjacent to the pool of acid must make a DC 13 Fortitude save each round or take 1 point of Constitution damage from the poison fumes. After failing the save, the victim must save again a minute later or take 1d4 Constitution damage. The pit fiend, being immune to poison, is immune to the fumes.

Avoiding a Fight: The pit fiend will die on its own a half-hour after the party enters area 13-2. If that occurs, the feasting swarms will move to area 13-2 and start laying tiny, caviar-like eggs all over the place. By themselves, they would be an EL 12 encounter.

The Feasting: The feastings tearing apart this pit fiend's insides keep it from using some of its abilities, making it a far less effective combatant than it should be. This pit fiend lacks several of its spell-like abilities and cannot use its fear aura. It is sickened (already factored into below stats), cannot regenerate, and has its spell resistance halved. Finally, at the beginning of each of its actions, it must make a DC 27 Fortitude save or spend that round nauseated, coughing blood and chunks of viscera (which would be dissolved by the acid).

Tactics: On rounds that it can act, the pit fiend fights as best it can, hoping to take as many heroes with it before it dies. It starts by using a quickened *fireball* on the party, then casting *mass hold monster*. In subsequent rounds, it casts another quickened *fireball*, then moves into melee combat, targeting whomever it can reach that appears to be wounded the most. It continues in melee, relishing the thrill of combat as a balm for its agony. If there is room, it will Tumble or fly through the party to attack them from the rear, herding them into the acid.

The pit fiend fights to its destruction, and pursues any fleeing opponents.

When the fiend dies, allow any adventurer within 10 feet of the exploding pit fiend a DC 10 Reflex save to leap 5 feet back from the devil, then position the feasting swarms in and around the fiend's former space. In as much as possible, avoid placing part of a feasting in a PC's square.

The first priority of any feasting swarms in the acid will be to get out.

Afflicted Pit Fiend: CR 10; Large outsider (evil, extraplanar, lawful); HD 18d8+144; hp 80; Init +12; Spd 40 ft., fly 60 ft. (average); AC 40, touch 17, flat-footed 32; Base Atk +18; Grp +33; Atk claw +28 melee (2d8+11); Full Atk 2 claws +28 melee (2d8+11) and 2 wings +26 melee (2d6+4) and bite +26 melee (4d6+4 plus poison plus disease) and tail slap +26 melee (2d8+4); Space/Reach 10 ft./10 ft.; SA Constrict 2d8+24, improved grab, spell-like abilities; SQ Damage reduction 15/good and silver, darkvision 60 ft., immunity to fire and poison, resistance to acid 10 and cold 10, see in darkness, spell resistance 16, telepathy 100 ft.; AL LE; SV Fort +17, Ref +17, Will +19; Str 37, Dex 27, Con 27, Int 26, Wis 26, Cha 26.

Skills and Feats: Balance +8, Bluff +27, Climb +32, Concentration +27, Diplomacy +8, Disguise +27 (+29 acting), Hide +23, Intimidate +29, Jump +38, Knowledge (arcana) +27, Knowledge (the planes) +27, Knowledge (religion) +27, Listen +27, Move Silently +27, Search +27, Spellcraft +29, Spot +27, Survival +6 (+8 on other planes, +8 when tracking), Tumble +29; Cleave, Great Cleave, Improved Initiative, Iron Will, Multiattack, Power Attack, Quicken Spell-Like Ability (fireball).

SA – Constrict (Ex): A pit fiend deals 2d8+26 points of damage with a successful grapple check.

Disease (Su): A creature struck by a pit fiend's bite attack must succeed on a DC 27 Fortitude save or be infected with a vile disease known as devil chills (incubation period 1d4 days, damage 1d4 Str).

Improved Grab (Ex): To use this ability, a pit fiend must hit with its tail slap attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

Poison (Ex): Injury, Fortitude DC 27, initial damage 1d6 Con, secondary damage death.

Spell-Like Abilities: At will – *create undead, fireball* (DC 21), *greater dispel magic, invisibility, magic circle against good, mass hold monster* (DC 27), *persistent image* (DC 23). Caster level 18th.

Feasting Swarms (7): CR 6; Tiny outsider (evil, extraplanar, swarm); HD 8d8+8; hp 44; Init +7; Spd 15 ft., climb 15 ft.; AC 19, touch 15, flat-footed 16; Base Atk +8; Grp –; Atk/Full Atk swarm (2d6 plus wounding); Space/Reach 10 ft./0 ft.; SA Distraction, wounding; SQ Collective, damage reduction 5/good, darkvision 60 ft., half damage from slashing and piercing weapons, swarm traits; AL NE; SV Fort +7, Ref +9, Will +6; Str 3, Dex 17, Con 12, Int 5, Wis 12, Cha 1.

Skills and Feats: Climb +22, Hide +20, Listen +13, Move Silently +20, Spot +17; Alertness,

Improved Initiative, Stealthy.

SA – Distraction (Ex): Any living creature that begins his turn in a square also occupied by a feasting swarm must succeed on a DC 15 Fortitude save or be nauseated for 1 round.

Wounding (Ex): Every round the feasting does damage, it also deals 1 point of Constitution damage.

SQ – Collective (Ex): As long as the swarm has 8 hit points, it forms a collective, having the listed Intelligence score. If reduced beneath that number, it gains the mindless quality, granting it immunity to all mind-affecting effects.

Area 13-4 – Escape (EL 14): If the pit fiend in area 13-3 is dead (either because the party slew it or a half-hour has elapsed), read or paraphrase the following as the party approaches this area. Otherwise, skip it.

The clang of iron on stone echoes from the area up ahead, alternating with wheezing grunts.

When the party can see into this area, read or paraphrase the following:

Chips of stone, broken rock, and other chunks of rubble line the walls of this sizeable cave, stacked in orderly rows. Like other places you've seen here, the walls are marked by tool and claw, but a squad of fiends is excavating a whole section of this cave's wall.

They have segmented tails with prodigious stingers and achingly emaciated bodies, such that each bone stands in gaunt relief. They've erected a barricade of stones across the opening to their tunnel; two of the monsters stand watch while a third runs into the cave with a handful of rubble clutched in its elongated claws. The grunts and clanging seem to be coming from the interior of the tunnel.

Development: The osyluths, taking note of the affliction destroying the pit fiend in area 13-3 and the cornugon in area 13-7, have decided that remaining in the Demonhold is madness. They are using sharpened bits of iron pipe as digging implements as they slowly carve a tunnel toward what they hope will be freedom.

Two osyluths stand side-by-side at the far end of the tunnel, chipping at the wall. Two more ferry bits of stone back and forth from the tunnel to the pile, and the last two stand watch at the tunnel's mouth for attacks by demons or a feasting swarm. One looks down each of the passages leading into this area; unless the party is being unusually stealthy, it is likely they will be noticed.

One of Many: A careless imp misplaced its master's *stone of good luck* in this cave long ago, shortly before it was slain. Although it physically resembles the countless other rocks in here, a *detect magic* spell would find it.

Tactics: These osyluths fight as a unit, befitting their lawful nature. The one bearing the stones drops them and uses *invisibility*, moving into the room. One of the guards shouts in Infernal, "We are attacked!" down the tunnel, then creates a *wall of ice* to block off one of the passages (ideally not the one the party occupies). The other guard readies an action to attack anyone who enters its threatened area. Note the rules on the rubble listed in Areas of the Map.

The osyluth with the pipes takes a move action to carefully put down the pipes (since they represent hope of escape), and moves up to support its fellows at the barricade. The last osyluth uses *invisibility* and tries to move to where it can see the tunnel's mouth and the party.

In subsequent rounds, one *invisible* osyluth will create a *major image* of a black pudding oozing out of the tunnel mouth to distract the party. The illusionary pudding will always just miss the party or somehow avoid getting hit by them. The other *invisible* devil will move outside the area and create a second *wall of ice* to seal the second passage, ideally splitting the party.

Once at least part of the party is sealed in the cave with the osyluths, they all activate their fear auras.

The remaining four osyluths engage the party in melee, trying to maximize the cover granted by the rubble and deny it to the party. The osyluth maintaining the black pudding illusion will keep it up until the party figures out what it is, then will join the fray.

Meanwhile, the osyluth outside will target unarmored characters first, believing them to be spellcasters.

All osyluth fight to the death, and do not pursue fleeing opponents, although they will create more *walls of ice* to block escape routes.

Osyluths (6): CR 9; Large outsider (evil, extraplanar, lawful); HD 10d8+50; hp 107, 98, 97, 95, 88, 80; Init +9; Spd 40 ft.; AC 25, touch 14, flat-footed 20; Base Atk +10; Grp +19; Atk bite +14 melee (1d8+5); Full Atk bite +14 melee (1d8+5) and 2 claws +12 melee (1d4+2) and sting +12 melee (3d4+2 plus poison); Space/Reach 10 ft./10 ft.; SA Spell-like abilities, fear aura, poison; SQ Damage reduction 10/good, darkvision 60 ft., immunity to fire and poison, resistance to acid 10 and cold 10, see

in darkness, spell resistance 21, telepathy 100 ft.; AL LE; SV Fort +12, Ref +12, Will +11; Str 21, Dex 21, Con 21, Int 14, Wis 14, Cha 14.

Skills and Feats: Bluff +15, Concentration +18, Diplomacy +6, Disguise +2 (+4 acting), Hide +14, Intimidate +17, Knowledge (the planes) +15, Listen +17, Move Silently +18, Search +15, Sense Motive +15, Spot +17, Survival +2 (+4 following tracks, +4 on other planes); Alertness, Improved Initiative, Iron Will, Multiattack.

SA – Fear (Su): Osyluths can radiate a 5-foot-radius fear aura as a free action. Affected creatures must succeed on a DC 17 Will save or be affected as though by a *fear* spell (caster level 7th). A creature that successfully saves cannot be affected again by the same osyluth's aura for 24 hours. Other devils are immune to the aura.

Poison (Ex): Injury, Fortitude DC 20, initial damage 1d6 Str, secondary damage 2d6 Str.

Spell-Like Abilities: At will – *dimensional anchor, fly, invisibility* (self only), *major image* (DC 15), *wall of ice*. Caster level 12th.

Area 13-5 – Wild Ride (EL 14): The ceiling in this area is 35 feet high. If the pit fiend in area 13-3 is dead (either because the party slew it or a half-hour has elapsed), read or paraphrase the following as the party approaches this area. Otherwise, skip it.

From up the steep tunnel comes the sound of a battle. The neighing and shrieks of a horse, but deeper and at the same time more hollow, rebound off the stone walls, and you can also hear curses in a foul tongue.

In Infernal, the hamatula up ahead is mingling curses with commands to, "BREAK, DAMN YOU!"

When the party can see into this area, read or paraphrase the following:

After climbing the escarpment, the ground levels out a bit, and the tunnel forks ahead. The narrower passage is to the right, and you see the flickering of fire from that direction. The broader passage, to the left, inclines sharply, and thick smoke billows from that direction. Just off the mouth of the left tunnel stands a hollowed-out stalagmite filled with smoking water.

Barked curses and whinnies of pain, as if a horse were being tortured, come from the smoky tunnel.

If the party lingers in this area, or if they move toward the left tunnel, read the following. Otherwise, skip it.

The smoke parts, and a great black steed, larger than a cottage, leaps into the air above your heads. Its hooves are four gouts of flame, and it snorts choking smoke as its eyes roll in fear and pain, for a creature even more despicable mounts this beast.

A man-sized fiend covered head to thick tail with spikes grips the unholy steed, using its barbs to maintain a hold as it bucks to throw him off. Burning blood streams down the unhorse's flanks.

Development: This cauchemar was not summoned to the Demonhold; it was just passing through. The hamatula, however, has correctly surmised that abilities such as those possessed by nightmares are not subject to the Demonhold's magic, and it plans to ride one to freedom. It caught the cauchemar, but the prideful beast has been adequately resisting it.

Avoiding the Encounter: The cauchemar will not be broken by the barbed devil, and it escapes, near-death, in a few minutes. When it gets away, the hamatula lets out a cry of fury and then starts plotting how to lure more nightmares to this area. When/if the party passes through this area, it will seize the opportunity to vent its frustration on them.

With the cornugon and the pit fiend dead or dying, the hamatula is the most powerful devil in the Demonhold, so it feels no obligation to share its escape plan with any of its fellows.

Slope: The tunnel to area 13-7 and the opening to areas 13-4 and 13-2 have a steep 10-feet slope requiring a DC 0 Climb check to scale. Anyone failing the check by 5 or more takes 1d3 falling damage and lands prone.

Tactics: When the cauchemar sees the party, it will descend to their level in hopes they will attack the devil. In subsequent rounds, it uses move actions to stay near the party and standard actions to buck off the hamatula. Have the devil and the cauchemar make opposed grapple checks, giving the devil a +2 bonus for having its barbs sunk into the cauchemar's flesh. If the barbed devil wins, the cauchemar takes 3d8+9 damage. If the cauchemar wins, it throws the hamatula to the ground, then snorts smoke as a free action. On its next round, it will escape, using its *etherealness* ability.

If the cauchemar is reduced to 60 hit points or less, it will relent and escape with the hamatula using *etherealness*.

Note that neither creature is technically grappling; this scenario is merely resolved using a grappling mechanic.

The hamatula uses standard actions to remain atop the cauchemar. If it is thrown, it loudly blames the party for interfering (in Infernal) and attacks them. It does not attempt the remount the cauchemar because it realizes it is outclassed; it will wait for a normal nightmare to come by.

The hamatula begins combat with the party with *unholy blight*, then moves to grapple anyone who appears sickened. It typically uses Power Attack for 8 points unless that seems ineffective. If any heroes seem to have weapons that bypass its damage reduction, it will target them instead, starting with a *hold person* and then, if they make their save, grappling.

Unlike most creatures on this level, the hamatula has a reason to live: It knows how to escape. If reduced to 30 hit points or less, it will flee, preferring to head toward area 13-4, where it commands the osyluths to save it. If cornered, it uses *hold person* on anyone close to it and uses claw attacks, hoping to force its fear effect.

Advanced Barbed Devil (Hamatula): CR 14; Medium outsider (evil, extraplanar, lawful); HD 18d8+108; hp 189; Init +6; Spd 30 ft.; AC 30, touch 17, flat-footed 24; Base Atk +18; Grp +28; Atk claw +24 melee (2d8+6 plus fear); Full Atk 2 claws +24 melee (2d8+6 plus fear); SA Fear, improved grab, impale 3d8+9; SQ Barbed defense, damage reduction 10/good, darkvision 60 ft., immunity to fire and poison, resistance to acid 10 and cold 10, see in darkness, spell resistance 23, spell-like abilities, telepathy 100 ft.; AL LE; SV Fort +17, Ref +17, Will +15; Str 23, Dex 23, Con 23, Int 12, Wis 14, Cha 19.

Skills and Feats: Concentration +27, Diplomacy +12, Hide +27, Intimidate +25, Knowledge (the planes) +22, Listen +25, Move Silently +25, Search +20, Sense Motive +19, Spot +23, Survival +6 (+8 following tracks, +8 on other planes); Ability Focus (fear), Alertness, Cleave, Improved Grapple, Iron Will, Power Attack, Track.

SA – Fear (Su): A creature hit by a barbed devil must succeed on a DC 25 Will save or be affected as though by *fear* (caster level 9th). Whether or not the save is successful, that creature cannot be affected by that same barbed devil's fear ability for 24 hours.

Impale (Ex): A barbed devil deals 3d8+9 points of piercing damage to a grabbed opponent with a successful grapple check.

Improved Grab (Ex): To use this ability, a barbed devil must hit with a claw attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can impale the opponent on its barbed body.

Spell-Like Abilities: At will – *hold person* (DC 16), *major image* (DC 17), *scorching ray* (2 rays only). 1/day – *order's wrath* (DC 18), *unholy blight* (DC 18). Caster level 12th.

SQ – Barbed Defense (Su): Any creature striking a barbed devil with handheld weapons or natural weapons takes 1d8+6 points of piercing and slashing damage from the devil's barbs. Note that weapons with exceptional reach, such as longspears, do not endanger their users in this way.

Possessions: Ring of protection +1.

Nightmare, Cauchemar: CR 11; Huge outsider (evil, extraplanar); HD 15d8+105; hp 129 of 172 max; Init +6; Spd 40 ft., fly 90 ft. (good); AC 26, touch 10, flat-footed 24; Base Atk +15; Grp +33; Atk hoof +23 melee (2d6+10 plus 1d4 fire); Full Atk 2 hooves +23 melee (2d6+10 plus 1d4 fire) and bite +18 melee (2d6+5); Space/Reach 15 ft./10 ft.; SA Flaming hooves, smoke; SQ Astral projection, darkvision 60 ft., etherealness; AL NE; SV Fort +16, Ref +11, Will +10; Str 31, Dex 14, Con 24, Int 16, Wis 12, Cha 12.

Skills and Feats: Bluff +19, Concentration +25, Diplomacy +5, Disguise +1 (+3 when acting), Intimidate +21, Knowledge (arcana) +21, Knowledge (the planes) +21, Listen +21, Move

Silently +20, Search +21, Sense Motive +19, Spot +21, Survival +19 (+21 on other planes and following tracks); Alertness, Cleave, Improved Initiative, Power Attack, Run, Track.

SA – Flaming Hooves (Ex): A blow from a cauchemar's hooves sets combustible materials alight.

Smoke (Su): During the excitement of battle, a cauchemar snorts and neighs with rage. This snorting fills a 15-foot cone with a hot, sulfurous smoke that chokes and blinds opponents. Anyone in the cone must succeed on a DC 24 Fortitude save or take a –2 penalty on all attack and damage rolls until 1d6 minutes after leaving the cone. The cone lasts 1 round, and the cauchemar uses it once as a free action during its turn each round.

Because of the smoke it gives off, a cauchemar has concealment against creatures 5 feet away and total concealment against creatures 10 feet or farther away. The smoke does not obscure the cauchemar's vision at all.

SQ – Astral Projection and Etherealness (Su): These abilities function like the spells of the same name (caster level 20th); a cauchemar can use either at will.

Carrying Capacity: A light load for a cauchemar is up to 612 pounds; a medium load, 613-1,224 pounds; and a heavy load, 1,225-1,840 pounds.

Area 13-6 – A Friendly Face: As the party approaches this area, read or paraphrase the following:

The tunnel twists before opening into a large hollow. One of the walls has been smoothed and decorated with a painted mural showing a great church whose spire reaches into the sky, past spinning spheres and falling comets, eventually reaching a realm of golden light and smiling, beatific faces. The artistry is amateur, but oddly comforting in this place.

A beautiful female elf contemplates the mural, her iris-less eyes regarding it without emotion. Long, wild hair hangs down her back, tumbling over her blue-tinged shoulder. Her attire is a mixture of courtly raiment with protective, intricately designed, metal plates.

Development: As stated in the Background Story, Fthirya has been fighting the demons and devils since she arrived. She is currently either considering the merits of slaying the weakened cornugon vs. abandoning it to its fate (if it's alive) or wondering what killed it and not sure if she wants to investigate (if it's dead). She often comes here to think, and defends this place from the creatures who would destroy the mural, although she doesn't know who made it or why.

Fthirya is glad to see friendly faces (presuming the party doesn't attack her) and proves to be a good (though strangely spoken, see below) source of information on the Demonhold in case the party missed the book in area 13-1 or didn't understand some element of it. She is aware of its history (from having spied on Balfosa) and can relate to the party everything in the Background Story except that the hezrou are stalking her.

An Ambush: If the party has not already slain the hezrou in area 13-9, they charge into this area in short order, probably not long after introductions are made, definitely before she can give the party directions. The stats on the hezrou are in area 13-9, and see that area for their description.

Getting Directions: There is a decent chance that Fthirya will die in this encounter. If she does, her *+4 holy greatsword* evaporates into light with her. If she does not, and the party asks about the layout of the Demonhold, read or paraphrase the following:

"In yon direction (pointing toward area 13-10) *lieth a waterfall of acid. Demons doth congregate there to plot in secret away from Balfosa's eyes, for all it gaineth them. I hold that another prescence doth lurk therein, for I have sense of a strangeness.*

"Anon and thusly (pointing in the general direction of area 13-13) *lieth a grave predator of demon-kind, tho it will sup on any's savor. Watch thy step there, else the great spider cracketh thine bones, but pass through its demesne thee must to approach foul Balfosa.*

"Two roads and one choice await thee: one high and another low. Yon demons walk the greater path, among the ruins of mine cousins. None take the lower road, nor I even, for I have heard a burning death awaits thee.

"I take my leave and hie hence to Balfosa's chamber, there to await thee for a time. His end is due overlong, and I would see this most recent kindness returned.

"Fare thee well, and dieth not."

Asking for Help: If asked, Fthirya will use any curative magic she has left on the party, but will refuse to accompany them, saying that:

"I cannot fight as I might with thee near, and thee cannot earn thy just reward with mine interference. We shall meet anew in Balfosa's chamber or in other, farther realms."

Tactics: Regardless of how many adventurers are present or what they do, two hezrou concentrate on

physically attacking Fthirya while the other two block the party from assisting her (such as delivering healing touch spells). They hit the party with *chaos hammer* and then switch to melee combat, their favorite pastime. The hezrou know from experience that *blasphemy* and *chaos hammer* have little or no effect on the ghaele, so they don't bother. Any hezrou in combat releases its stench.

Fthirya yells at the party to flee. If they do, she is slain and the hezrou chase down the party.

In combat, she attempts to create a *wall of force* between the hezrou so they can't surround her, or failing that she uses *prismatic spray* on them, then she casts *chain lightning*, before switching to melee attacks while using the Combat Expertise feat. She tries to maneuver so that she isn't flanked. If a hezrou falls, she uses *holy smite*, then *holy word* before returning to defending herself.

Fthirya is concerned for the safety of the party. She will not assume globe form while they are nearby, believing that would lead the demons to attacking them, and tries to make herself a target. Even so, if reduced to 20 hit points or less, Fthirya uses *greater invisibility* and keeps fighting. She keeps *heal* in reserve for when she has 10 hit points or less.

The hezrou fight to the death, believing (falsely) that if they slay the ghaele, Balfosa will show them the exit.

Fthirya, Ghaele Eladrin: CR 13; Medium outsider (chaotic, extraplanar, good); HD 10d8+20; hp 65; Init +5; Spd 50 ft., fly 150 ft. (perfect); AC 25, touch 11, flat-footed 24 or 14, touch 14, flat-footed 13; Base Atk +10; Grp +17; Atk +*4 holy greatsword* +21 melee (2d6+14/19-20) or light ray +11 ranged touch (2d12); Full Atk +*4 holy greatsword* +21/+16 melee (2d6+14/19-20) or 2 light rays +11 ranged touch (2d12); SA Gaze, spell-like abilities, spells; SQ Alternate form, damage reduction 10/evil and cold iron, darkvision 60 ft., immunity to electricity and petrification, low-light vision, protective aura, resistance to cold 10 and fire 10, spell resistance 28, tongues; AL CG; SV Fort +9, Ref +8, Will +10; Str 25, Dex 12, Con 15, Int 16, Wis 17, Cha 16.

Skills and Feats: Concentration +15, Diplomacy +5, Escape Artist +14, Handle Animal +16, Hide +14, Knowledge (religion) +16, Knowledge (the planes) +16, Listen +16, Move Silently +14, Ride +16, Sense Motive +16, Spot +16, Survival +3 (+5 on other planes), Use Rope +1 (+3 with bindings); Combat Expertise, Fiend Slayer (demons), Fiend Slayer (devils), Improved Initiative.

SA – Fiend Slayer (Ex): Fthirya has been in the Demonhold for several years, and has had to learn to adapt her tactics. She does not have the Improved Disarm or Improved Trip feats commonly selected by ghaele, but instead gains a +2 dodge bonus to AC against the attacks of demons and devils.

Gaze (Su): In humanoid form – slay evil creatures of 5 or less HD, range 60 feet, Will DC 18 negates. Even if the save succeeds, the creature is affected as though by a *fear* spell for 2d10 rounds. Non-evil creatures, and evil creatures with more than 5 HD, must succeed on a DC 18 Will save or suffer the *fear* effect.

Light Ray (Ex): A ghaele in globe form can project light rays with a range of 300 feet. This attack overcomes damage reduction of any type.

Spell-Like Abilities: At will – *aid, charm monster* (DC 17), *color spray* (DC 14), *comprehend languages, continual flame, cure light wounds* (DC 14), *dancing lights, detect evil, detect thoughts* (DC 15), *disguise self, dispel magic, hold monster* (DC 18), *greater invisibility* (self only), *major image* (DC 16), *see invisibility*; 1/day – *chain lightning* (DC 19), *prismatic spray* (DC 20), *wall of force*; Caster level 12th.

SQ – Alternate Form (Su): A ghaele can shift between its humanoid and globe forms as a standard action. In humanoid form, it cannot fly or use its light rays, but it can use its gaze attack and spell-like abilities, make physical attacks, and cast spells. In globe form, it can fly, use its light rays, and use spell-like abilities, but it cannot cast spells or use its gaze attack. The globe form is incorporeal, and the ghaele has no Strength score while in that form. A ghaele remains in one form until it chooses to assume a new one. A change in form cannot be dispelled, nor does the ghaele revert to any particular form when killed. A *true seeing* spell or ability, however, reveals both forms simultaneously.

Protective Aura (Su): Against attacks made or effects created by evil creatures, this ability provides a +4 deflection bonus to AC and a +4 resistance bonus on saving throws to anyone within 20 feet of the ghaele. Otherwise, it functions as a *magic circle against evil* effect and a *lesser globe of invulnerability*, both with a radius of 20 feet (caster level 10th). (The defensive benefits from the circle are not included in a ghaele's statistics block.)

Tongues (Su): Ghaeles can speak with any creature that has a language, as though using a *tongues* spell (caster level 14th). This ability is always active.

Spells: Ghaeles in humanoid form can cast divine spells as 14th-level clerics.

Typical Cleric Spells Prepared (6/7/7/6/5/4/4/3; save DC = 13 + spell level; Air, Good domains): 0 – *cure minor wounds, detect magic, guidance, light, resistance, virtue*; 1st – *bless, command, divine favor, obscuring mist, protection from evil*, sanctuary, shield of faith*; 2nd – *aid*, align weapon, bear 's*

endurance, lesser restoration, remove paralysis, silence, zone of truth; 3rd – *daylight, gaseous form*, prayer, remove curse, remove disease, searing light*; 4th – *death ward, divine power, freedom of movement, holy smite*, restoration*; 5th – *control winds*, flame strike, raise dead, true seeing*; 6th – *blade barrier, chain lightning*, heal, mass bull's strength*; 7th – *holy word* , regenerate, word of chaos.*

*Indicates domain spell.

Possessions: +4 holy greatsword, scroll of planar ally (specific to Fthirya).

Area 13-7 – Affliction (EL 14): When the party can see the cornugon, or when it reveals itself, read or paraphrase the following:

From atop a nearby plateau you hear a roar of challenge. Nine feet of horn, wing, and hatred stares at you from above – a pitch-black, scaled nightmare in humanoid form. Its gaze speaks volumes of contempt.

Development: This horned devil is aware of what is happening to its pit fiend leader, and it knows that the same will soon happen to it unless it figures out a way to escape. It also suspects the ghaele will come for it now that it is weakened, and so it has chosen a spot to defend itself for the time being. The cornugon is hiding here; unless the party wins a contested Spot check opposed by its Hide result, it will get the drop on the party.

The Feasting: The feasting swarms infesting this horned devil have not progressed as far as those in the pit fiend (area 13-3), but they still have weakened it somewhat. This cornugon cannot use its fear aura, is sickened (already factored into below stats), and has its spell resistance halved. Finally, at the beginning of each of its actions, it must make a DC 22 Fortitude save or spend that round nauseated.

Tactics: The cornugon will open combat with either a spell (*fireball* or *lightning bolt*) or an attack from the spiked chain, depending on how many of the party it can see and how huddled together they are.

The cornugon is a melee combatant. It holds its high ground and rains its spiked chain on the party. It will full attack anyone who threatens it in melee. The devil is preoccupied with martial strength, disdaining arcane spellcasters as beneath its notice unless there is no one else left to kill. If the party gives it time, it will use its *magic circle against good* ability, but it won't break off an attack to do so.

The cornugon routinely uses Power Attack for 3 points, and won't increase it unless its opponent does not seem to be wearing armor.

If the cornugon becomes aware there is a good-aligned divine spellcaster, he directs his attacks against that opponent to the exclusion of all others, shouting, "BANISH ME! BANISH ME OR I'LL KILL YOU!" in Celestial and Draconic. It does not occur to the devil that an arcane spellcaster may also perform this action. The horned devil voluntarily fails any saving throws from *dismissal* or *banishment*. Regardless of its threat, the cornugon will not actually slay the priest, switching to other targets if he or she is about to die – the cleric will be saved for last.

The cornugon is too prideful to flee combat, and it will only give chase if it has determined a divine spellcaster is in the party. It will find a new hiding place, however, moving either to area 13-5 or area 13-12 (in that order).

Afflicted Horned Devil (Cornugon): CR 14; Large outsider (evil, extraplanar, lawful); HD 15d8+105; hp 172; Init +7; Spd 20 ft., fly 50 ft. (average); AC 35; touch 16, flat-footed 28; Base Atk +15; Grp +29; Atk spiked chain +23 melee (2d6+13 plus stun) or claw +22 melee (2d6+8) or tail +22 melee (2d6+8 plus infernal wound); Full Atk spiked chain +23/+18/+13 melee (2d6+13 plus stun) and bite +20 melee (2d8+3) and tail +20 melee (2d6+3 plus infernal wound); or 2 claws +22 melee (2d6+8) and bite +20 melee (2d8+3) and tail +20 melee (2d6+3 plus infernal wound); Space/Reach 10 ft./10 ft. (20 ft. with spiked chain); SA Infernal wound, spell-like abilities, stun; SQ Damage reduction 10/good and silver, darkvision 60 ft., immunity to fire and poison, resistance to acid 10 and cold 10, regeneration 5, see in darkness, spell resistance 14, telepathy 100 ft.; AL LE; SV Fort +14, Ref +14, Will +13; Str 31, Dex 25, Con 25, Int 14, Wis 18, Cha 22.

Skills and Feats: Bluff +22, Climb +26, Concentration +22, Diplomacy +8, Disguise +4 (+6 acting), Hide +19, Intimidate +24, Listen +20, Move Silently +21, Search +18, Sense Motive +20, Spot +20, Survival +2 (+4 following tracks); Cleave, Improved Sunder, Iron Will, Multiattack, Power Attack, Weapon Focus (spiked chain).

SA – Infernal Wound (Su): The damage a horned devil deals with its tail attack causes a persistent wound. An injured creature loses 2 additional hit points each round. The wound does not heal naturally and resists healing spells. The continuing hit point loss can be stopped by a DC 24 Heal check, a *cure* spell, or a *heal* spell. However, a character attempting to cast a *cure* spell or a *heal* spell on a creature damaged by a horned devil's tail must succeed on a DC 24 caster level check, or the spell has no effect on the injured character. A successful Heal check automatically stops the continuing hit point loss as well as restoring hit points.

Spell-Like Abilities: At will – *dispel chaos* (DC 21), *dispel good* (DC 21), *magic circle against good, persistent image* (DC 21) 3/day – *fireball* (DC 19), *lightning bolt* (DC 19); Caster level 15th.

Stun (Su): Whenever a horned devil hits with a spiked chain attack, the opponent must succeed on a DC 27 Fortitude save or be stunned for 1d4 rounds. This ability is a function of the horned devil, not of the spiked chain.

SQ – Regeneration (Ex): A horned devil takes normal damage from good-aligned silvered weapons, and from spells or effects with the good descriptor.

Possessions: Spiked chain.

Area 13-8 – Kindling (EL 13): The ceiling in this area is 35 feet tall. As the party approaches this area, read or paraphrase the following:

This large cavern formed at the junction of several tunnels and passages. A promontory overlooks the area, some fifteen or so feet overhead. Light blazes forth from somewhere up there, as if a great bonfire were lit.

The party can easily bypass this encounter if they choose, and they can probably sneak up on the elementals if they choose. When the party can see the elementals, read or paraphrase the following:

Three beings, each about twice the height of a man and apparently made of nothing but fire, stand in a rough triangle, two close together and speaking in some crackling language to the third, which is quite different. Its flames are shot through with steaks of ebon and green, and in its core swirls a sphere of silently screaming faces, almost recognizable as human, dwarf, and other familiar races.

Development: The fire elementals are from the Burning Maze (level 14), and are exploring this area more or less unmolested by the demons and devils, who have little interest in elementals. The wrack was one of Balfosa's court, but he has little interest in it now and allows it to roam free. The fire elementals are trying to question the wrack. They recognize it as some kind of cousin of theirs, but are confused that it doesn't speak Ignan. They keep asking it what it is and what it is called.

Slope: The tunnel to area 13-7 has a steep 10-feet decline requiring a DC 0 Climb check to scale. Anyone failing the check by 5 or more takes 1d3 falling damage and lands prone. The promontory that overlooks the tunnel to area 13-5 is too steep to walk up, requiring a DC 20 Climb check to scale.

In the Pool: Inside the pool marked "X" on the map is the *figurine of the White Roc*, the legendary relic of the Broken Tusk tribe of orcs (see level 3 and Appendix E).

Tactics: The fire elementals ignore the party unless the heroes attack the wrack, in which case they'll defend their "cousin." For its part, the wrack recognizes the party as a threat to its lord, and attacks them, meaning there is almost no way to avoid involving the fire elementals.

The fire elementals fight side-by-side, trying to defend each other's flank. Any creature who targets them with cold effects will both provoke their ire and be double-teamed. The fire elementals typically move around the battlefield and try to hedge the party toward the promontory. They only use Power Attack against foes who target them with cold effects, in which case they Power Attack for 5 points.

The wrack will attack the party with abyssal breath before moving to melee to allow its abyssal corona to take effect. If faced with three or more opponents in melee, the wrack will attack all of them randomly. If it has only one or two melee opponents, it will use its improved grab and soul drain abilities.

When it is able, the wrack uses its Abyssal breath ability as often as it can, always trying to catch as many foes as it can. It is not averse to also catching a fire elemental in its wake, but it won't do so gratuitously.

All elementals fight to the death, and will pursue any fleeing opponents.

Advanced Fire Elementals (2): CR 6; Large elemental (fire, extraplanar); HD 12d8+24; hp 60 each; Init +9; Spd 50 ft.; AC 20, touch 14, flat-footed 15; Base Atk +9; Grp +15; Atk slam +13 melee (2d6+2 plus 2d6 fire); Full Atk 2 slams +13 melee (2d6+2 plus 2d6 fire); Space/Reach 10 ft./10 ft.; SA Burn; SQ Damage reduction 5/-, darkvision 60 ft., elemental traits, immunity to fire, vulnerability to cold; AL N; SV Fort +7, Ref +13, Will +5; Str 14, Dex 21, Con 16, Int 6, Wis 12, Cha 11.

Skills and Feats: Listen +6, Spot +11; Dodge, Improved Initiative, Improved Natural Armor (2), Mobility, Spring Attack, Weapon Finesse.

SA – Burn (Ex): A fire elemental's slam attack deals bludgeoning damage plus fire damage from the elemental's flaming body. Those hit by a fire elemental's slam attack also must succeed on a Reflex save DC 19 or catch on fire. The flame burns for 1d4 rounds. A burning creature can take a move action to put out the flame. Creatures hitting a fire elemental with natural weapons or unarmed attacks take fire damage as though hit by the elemental's

attack, and also catch on fire unless they succeed on a Reflex save.

Wrack: CR 12; Large elemental (fire, evil, extraplanar); HD 20d8+100; hp 198; Init +11; Spd 50 ft., fly 60 ft. (good); AC 28, touch 18, flat-footed 19; Base Atk +15; Grp +26; Atk slam +23 melee (2d6+7 plus 1d8 fire plus 1d8 corrupt energy); Full Atk 2 slams +23 melee (2d6+7 plus 1d8 fire plus 1d8 corrupt energy); Space/Reach 10 ft./10 ft.; SA Abyssal breath, abyssal flare, improved grab, soul drain; SQ Abyssal corona, fiery wings, damage reduction 10/good, darkvision 60 ft., elemental traits, immune to fire, vulnerability to cold; AL CE; SV Fort +11, Ref +21, Will +7; Str 24, Dex 29, Con 20, Int 8, Wis 12, Cha 11.

Skills and Feats: Listen +14, Spot +15; Alertness, Combat Reflexes, Dodge, Improved Initiative, Mobility, Spring Attack, Weapon Finesse.

SA – Abyssal Breath (Su): Once every 3 rounds, a wrack can unleash a 40-foot cone of black and crimson flames. These abyssal breaths inflict 8d8 points of damage, half of which is fire damage, and half of which is corrupt energy. The spirit of a being slain by abyssal breath is consumed utterly, and they can only be restored to life by powerful magic, such as a *wish* or *miracle* spell, or by direct divine intervention. A successful DC 25 Reflex save reduces this damage by half. Each time a wrack slays a living creature with its breath weapon, it gains 1d2 points of Constitution.

Abyssal Flare (Su): When reduced to 0 hit points or less, a wrack explodes in a massive burst of corrupt flame. All creatures within 30 feet of the wrack suffer 8d8 points of damage, half of which is fire and half of which is corrupt energy. A successful DC 25 Reflex save reduces this damage by half.

Improved Grab (Ex): To use this ability, a wrack must hit with a slam attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can use its soul drain ability.

Soul Drain (Ex): Each time a wrack succeeds at a grapple check against a living creature, it drains the victim of 1 point of Constitution. For each point of Constitution drained, the wrack heals itself of 5 points of damage, gaining the excess as temporary hp that fade at the rate of 1 point per round.

SQ – Abyssal Corona (Ex): A wrack's body emits heat so intense that it can cause cloth and flesh to burn simply by passing near them. Creatures within 5 feet of a wrack suffer 1d8 points of fire damage and 1d8 points of raw corrupt energy damage each round, with a DC 25 Fortitude save allowed for half damage. When a wrack strikes using its slam attack, it inflicts 1d8 points of fire damage and 1d8 points of raw corrupt energy damage with each attack, with no save allowed.

In addition, those who attempt to strike the wrack with melee or unarmed attacks suffer damage as listed above each time they strike, with a Fortitude save against DC 25 allowed for half damage.

Fiery Wings (Ex): The wrack can, as a full round action, sprout 20-foot-wide wings of fire, allowing it to fly for up to 1 hour each day.

Area 13-9 – Foiled Ambush (EL 15): This encounter only occurs if the party has not already been to area 13-6. If they party stumbles across the hezrou ambush, read or paraphrase the following:

The tunnel is blocked by four stocky, toad-like humanoids, almost as broad-shouldered as they are tall. Their skin oozes with pustules and thick spikes descend down their back. The stench of sulfur gives way to a far worse scent, something that mixes damnation, excrement, and despair.

Development: As is described elsewhere, these hezrou were sent by Balfosa to ambush the ghaele. They have paused here to psych themselves up for the coming fight.

Avoiding the Encounter: If the party bypasses both this encounter and the one in area 13-6, the hezrou launch their attack and will slay the ghaele. After the ghaele is dead, they can be found defacing the mural in area 13-6.

Reinforcements Arrive: At the beginning of round 3 of this fight, the ghaele will appear in globe form, firing from on high into the ranks of hezrou with her light beams from the direction of area 13-6. She avoids melee in this encounter, firing her beams at any hezrou who threaten the party or who try to flee. See area 13-6 for Fthirya's stats and abilities.

Tactics: The hezrou try to slay the party as quickly as they can, hoping to avoid tipping off the ghaele.

They Power Attack for 8 points, maneuvering to allow two of their kind to attack at once. Those in the rear assume *gaseous form* and move to the party's rear, sandwiching them in a wall of demon.

As in area 13-6, the hezrou fight to the death. They will not attack any fleeing opponents, preferring to return to their mission of slaying Fthirya the ghaele.

Hezrou (4): CR 11; Large outsider (chaotic, extraplanar, evil); HD 10d8+93l; hp 143, 142, 138, 137; Init +0; Spd 30 ft.; AC 23; touch 9, flat-footed 23; Base Atk +10; Grp +19; Atk bite +14 melee (4d4+5); Full Atk bite +14 melee (4d4+5) and 2 claws +9 melee (1d8+2); Space/Reach 10 ft./10 ft.; SA

Improved grab, spell-like abilities, stench; SQ Damage reduction 10/good, darkvision 60 ft., immunity to electricity and poison, resistance to acid 10, cold 10, and fire 10, spell resistance 19, telepathy 100 ft.; AL CE; SV Fort +16, Ref +7, Will +9; Str 21, Dex 10, Con 29, Int 14, Wis 14, Cha 18.

Skills and Feats: Climb +18, Concentration +22, Hide +13, Escape Artist +13, Intimidate +17, Listen +23, Move Silently +13, Search +15, Spellcraft +15, Spot +23, Survival +2 (+4 following tracks), Use Rope +0 (+2 with bindings); Blind-Fight, Cleave, Power Attack, Toughness.

SA – Improved Grab (Ex): To use this ability, a hezrou must hit with both claw attacks. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

Spell-Like Abilities: At will – *chaos hammer* (DC 18), *unholy blight* (DC 18); 3/day – *blasphemy* (DC 21), *gaseous form*; Caster level 13th.

Stench (Ex): A hezrou's skin produces a foul-smelling, toxic liquid whenever it fights. Any living creature (except other demons) within 10 feet must succeed on a DC 24 Fortitude save or be nauseated for as long as it remains within the affected area and for 1d4 rounds afterward. Creatures that successfully save are sickened for as long as they remain in the area. A creature that successfully saves cannot be affected again by the same hezrou's stench for 24 hours. A *delay poison* or *neutralize poison* spell removes either condition from one creature. Creatures that have immunity to poison are unaffected, and creatures resistant to poison receive their normal bonus on their saving throws.

Area 13-10 – A Modest Proposal (EL 14): As the party approaches this area, they will be able to hear the bubbling of the "water" in the waterfall. As the party approaches this area, read or paraphrase the following:

This narrow, long cavern is almost filled with a steaming pool of water fed by a short waterfall. The sulfur scent is strong here, but not overpowering.

When the demons make their appearance, read or paraphrase the following:

Three creatures of ill fame regard you from the tunnel's mouth. Two are winged, resembling scrawny vulture-men. Their eyes positively shine with hatred.

The third, however, is a dog-creature who stands fifteen feet tall. Massive, pincered arms sprout from its shoulders, and another set, this with hands and claws, from its chest. Beneath its curling, black horns, this creature regards you with open curiosity. It wears an almost-translucent mantle of white fur and piecemeal armor inlaid with obsidian. A deep blue stone magically floats in circles around its mastiff-head.

One of the vulture-things steps forward, but a pincered arm blocks its progress. The dog-man's clawed hands extend outward, opened in a gesture of peace. "May we speak?" it asks in flawless Common.

Development: The acid from here eventually flows to the pool in area 13-3.

The glabrezu and vrocks in here were part of Balfosa's court, but the glabrezu is starting to figure out that the nalfeshnee has no intention of ever leaving, so it and its vrock lackeys are looking for their own way out.

The Pitch: If given a chance to speak, the glabrezu does so in Common as below, paraphrased if desired:

"Let this not devolve into unnecessary fighting. You are adventurers, clearly, and I hold no grudge against those who seek to enrich themselves by taking plunder ... by force if necessary. Rather, I find it admirable. More admirable, however, is that you have entered this Demonhold, meaning there is a way out. I would like to know how you did this."

The glabrezu will make several offers to the party, starting with merely letting them live, to telling them how to find Balfosa's secret hoard, warning them about the trap in area 13-17, to offering to let the party slay its vrock attendants (who don't speak Common) if they desire demonic blood, to, at the end, offering to grant a *wish*. It will try to avoid this if possible, and make any promise in the process, but it will offer the *wish* as a last resort.

Regardless of the agreement struck, the demon insists on being told the secret first. It first uses Intimidate to get the adventurers to tell the truth, then uses Sense Motive opposed by a hero's Bluff if they try to lie. If the party lies, it attacks (and see Tactics, below, for consequences of leading the glabrezu on).

The glabrezu will refuse to aid the party in any battle or send its vrocks to aid them. It is not proud of this deal, and wants it over as soon as possible. Note that the glabrezu is not a devil; it can lie as it will, although once it offers a *wish*, it will not renege on that offer.

The *Wish*: This section is optional (well, more than

usual). Although the granting of a *wish* is intended to be a dramatic moment in a game, it more often turns into a tedious jumble of legalese and garbled logic. The glabrezu has no patience for those who would take hours to couch their *wish* in "if-thens" and contingent phrases; what someone wants, they want uncompromisingly and now.

Therefore, it is proposed that a real-world time limit be imposed on the wording of the *wish*. The base time is three minutes. Add (or subtract) 30 seconds per point of Wisdom bonus (or penalty) for the *wish's* recipient. That is how long the players have to word the *wish* to their liking. Any longer and the glabrezu attacks the party (and see Tactics, below, for consequences of stringing the glabrezu along).

Tactics: At the beginning of combat, one vrock lets loose its stunning screech while the other uses *heroism*. The next round, the one with *heroism* moves to melee while the other uses *heroism*. A vrock will release its spores as often as possible, but only so long as it will not hit the glabrezu. If reduced to less than half its hit points, a vrock will use *mirror image*. The other vrock will use stunning screech when it is at one-quarter of its hit points.

The glabrezu lets the vrocks engage in melee while it uses *confusion* and *chaos hammer* on the party, particularly any front-line fighters and any fools in heavy armor spouting off about their gods. It also uses *dispel magic* to try to counter any beneficial spells the party casts, particularly anything that is inimical to demon-kind. As soon as the second vrock dies, the glabrezu uses *reverse gravity* and *power word stun* on whichever foe seems to be fairly well beaten up. Given a chance, it will only enter melee once it deems the party is appropriately softened up.

In melee, the glabrezu spreads its attacks around among all available targets, always reserving the bite for whoever seems most wounded.

If the glabrezu was toyed with (either the party took too long to phrase their wish, or they tried to lie to it, for example), the DCs of its spell-like abilities increase by 4 points, and it gains a +2 bonus to Strength.

All demons erect new *mirror images* as soon as their old ones fail (unless a better tactic presents itself).

The demons all fight to the death, and will not pursue any fleeing opponents unless they angered the glabrezu, in which case they chase the party.

Vrocks (2): CR 9; Large outsider (chaotic, extraplanar, evil); HD 10d8+70; hp 112, 104; Init +2; Spd 30 ft., fly 50 ft. (average); AC 22, touch 11, flat-footed 20; Base Atk +10; Grp +20; Atk claw +15 melee (2d6+6); Full Atk 2 claws +15 melee (2d6+6) and bite +13 melee (1d8+3) and 2 talons +13 melee (1d6+3); Space/Reach 10 ft./10 ft.; SA Dance of ruin, spell-like abilities, spores, stunning screech; SQ Damage reduction 10/good, darkvision 60 ft., immunity to electricity and poison, resistance to acid 10, cold 10, and fire 10, spell resistance 17, telepathy 100 ft.; AL CE; SV Fort +14, Ref +9, Will +10; Str 23, Dex 15, Con 25, Int 14, Wis 16, Cha 16.

Skills and Feats: Concentration +20, Diplomacy +5, Hide +11, Intimidate +16, Knowledge (the planes) +15, Listen +24, Move Silently +15, Search +15, Sense Motive +16, Spellcraft +15, Spot +24, Survival +3 (+5 following tracks, +5 on other planes); Cleave, Combat Reflexes, Multiattack, Power Attack.

SA – Spell-Like Abilities: At will – *mirror image, telekinesis* (DC 18); 1/day – *heroism*. Caster level 12th.

Spores (Ex): A vrock can release masses of spores from its body once every 3 rounds as a free action. The spores automatically deal 1d8 points of damage to all creatures adjacent to the vrock. They then penetrate the skin and grow, dealing an additional 1d4 points of damage each round for 10 rounds. At the end of this time, the victim is covered with a tangle of viny growths. (The vines are harmless and wither away in 1d4 days.) A *delay poison* spell stops the spores' growth for its duration. *Bless, neutralize poison,* or *remove disease* kills the spores, as does sprinkling the victim with a vial of holy water.

Stunning Screech (Su): Once per hour, a vrock can emit a piercing screech. All creatures except for demons within a 30-foot radius must succeed on a DC 22 Fortitude save or be stunned for 1 round.

Possessions: 100 pp.

Glabrezu: CR 13; Huge outsider (chaotic, extraplanar, evil); HD 12d8+120; hp 174; Init +0; Spd 40 ft.; AC 27; touch 8, flat-footed 27; Base Atk +12; Grp +30; Atk pincers +20 melee (2d8+10); Full Atk 2 pincers +20 melee (2d8+10) and 2 claws +18 melee (1d6+5) and bite +18 melee (1d8+5); Space/Reach 15 ft./15 ft.; SA Improved grab, spell-like abilities; SQ Damage reduction 10/good, darkvision 60 ft., immunity to electricity and poison, resistance to acid 10, cold 10, and fire 10, spell resistance 21, telepathy 100 ft., true seeing; AL CE; SV Fort +18, Ref +8, Will +11; Str 31, Dex 10, Con 31, Int 16, Wis 16, Cha 20.

Skills and Feats: Bluff +22, Concentration +25, Diplomacy +11, Disguise +5 (+7 acting), Intimidate +24, Knowledge (nobility) +18, Knowledge (the planes) +18, Listen +28, Move Silently +18, Search +18, Sense Motive +18, Spellcraft +18, Spot +28, Survival +3 (+5 following tracks, +5 on other planes); Alertness, Cleave, Great Cleave, Multiattack, Persuasive, Power Attack.

SA – Improved Grab (Ex): To use this ability, a glabrezu must hit a Medium or smaller opponent with a pincer attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

Spell-Like Abilities: At will – *chaos hammer* (DC 19), *confusion* (DC 19), *dispel magic, mirror image, reverse gravity* (DC 22), *unholy blight* (DC 19); 1/day – *power word stun*. Caster level 14th. Once per month, a glabrezu can fulfill a *wish* for a mortal humanoid. The demon can use this ability to offer a mortal whatever he or she desires – but unless the *wish* is used to create pain and suffering in the world, the glabrezu demands either terrible evil acts or great sacrifice as compensation.

SQ – True Seeing (Su): Glabrezu continuously use true seeing as the spell (caster level 14th).

Possessions: Dark blue rhomboid *ioun stone*, mantle made from bezekira fur (7,000 gp), decorative piece armor inlaid with obsidian (700 gp), chimera leather belt with cold iron buckle (550 gp).

Area 13-11 – Cheating Death (EL 15): The acid flows briskly here, but it isn't very deep. When the party can see the marut, read or paraphrase the following:

> *An impressive statue of pure onyx stands near the corner. It is decorated with antique, golden armor, with a spiked helmet and thick bracers. Its expression is grim, as if it knows a finality or a deep secret it would tell if it could. The whole thing must weigh several tons, and stands just over ten feet tall.*

A DC 25 Knowledge (the planes) check would recognize the "statue" as a marut, and a DC 30 Spot check would notice that its eyes are following the party's movements.

Development: This encounter can be avoided, depending on the party's behavior in Castle Whiterock up to this point, specifically concerning death and returning from it. The "statue" is a marut, stranded here by accident. Without a purpose to fulfill, and not caring one way or the other for the battles between devils, demons, and creatures of the higher planes, it has retreated to this secluded corner to wait.

Consequences: The marut will entirely ignore the party unless they meet any of the following conditions:

- Any PC who has been brought back to life 3 times or more. This means brought back from being truly dead, not merely having had less than 0 hp (unless they subsequently died).
- Any PC who has brought a PC or NPC back from the dead more than 5 times. This means casting a spell on a dead body that restored life to it, not administering first aid to a dying character.
- Any PC who has used *animate dead* or any similar spell or effect to create undead.

If any PC meets any of those conditions, the marut bellows, “SO YOU THINK TO DENY THE GRAVE!” and attacks the offending hero.

Down in a Hole: In the far corner of the recess is a shallow hole. One of the few archons to visit the Demonhold left behind a book describing the virtue of a life of service, actually a *tome of understanding +4.*

Tactics: The marut begins combat by using a *wall of force* to seal off the retreat back to area 13-10. It will not, however, block the waterfall.

If an adventurer who does not meet the conditions attacks the marut, it says, “DEATH HAS NO QUARREL WITH YOU, CITIZEN!” and uses *greater command* on up to 14 PCs who do not meet the criteria, ordering them to “fall.” The marut only gives one chance to comply with this order before it extends its attacks to others.

A necromancer who offers to never reanimate a dead body or spirit will receive a *geas* to enforce that promise, and will be allowed to live so long as he does not interfere with the marut if it is attacking other party members.

In combat, the marut focuses on offending adventurers, alternating between using Power Attack for 5 points and trying to score an Awesome Blow. When in melee, it does not deviate from this routine. If the party engages it at range, it uses *chain lightning*, and it will use *circle of death* if it is beset by three or more melee combatants.

If it manages to drop a party member, it will hold an action for one round to use *greater dispel magic* to counterspell any subsequent healing that may be delivered by a cleric.

The marut fights to its destruction and will pursue any offending PCs. This is not just a “chase around the corner” kind of pursuit: The marut now has a purpose to destroy those adventurers, and nothing short of destruction will stop it.

Marut: CR 15; Large construct (extraplanar, lawful); HD 15d10+30; hp 112; Init +1; Spd 30 ft.; AC 34, touch 10, flat-footed 33; Base Atk +11; Grp +27; Atk slam +22 melee (2d6+12 plus 3d6 sonic or 3d6 electricity); Full Atk 2 slams +22 melee (2d6+12 plus 3d6 sonic or 3d6 electricity); Space/Reach 10 ft./10 ft.; SA Fists of thunder and lightning, spell-like abilities; SQ Construct traits, damage reduction 15/chaotic, darkvision 60 ft., fast healing 10, low-light vision, spell resistance 25; AL LN; SV Fort +7, Ref +6, Will +8; Str 35, Dex 13, Con –, Int 12, Wis 17, Cha 18.

Skills and Feats: Concentration +13, Diplomacy +6, Knowledge (religion) +10, Listen +16, Search +10, Sense Motive +12, Spot +16, Survival +3 (+5 following tracks); Ability Focus (fists), Awesome Blow, Combat Casting, Great Fortitude, Improved Bull Rush, Power Attack.

SA – Fists of Thunder and Lightning (Su): A marut’s left fist delivers a loud thunderclap whenever it hits something, dealing an extra 3d6 points of sonic damage and causing the target to be deafened for 2d6 rounds (Fortitude DC 31 negates the deafness). Its right fist deals an extra 3d6 points of electricity damage, and the flash of lightning causes the target to be blinded for 2d6 rounds (Fortitude DC 31 negates the blindness).

Spell-Like Abilities: At will – *air walk, fear* (DC 18), *greater command* (DC 19), *greater dispel magic, mass inflict light wounds* (DC 19), *locate creature, true seeing*; 1/day – *chain lightning* (DC 20), *circle of death* (DC 20), *mark of justice, wall of force*; 1/week – *earthquake* (DC 22), *geas/quest*. Caster level 14th.

Area 13-12 – Misplaced Reinforcements (EL 9): The first time the party passes through this area, nothing happens. The second time, however, an unusual encounter occurs.

An overconfident and very stubborn 9th-level conjurer with a penchant for dretches and the Augment Summoning feat is adventuring elsewhere in Castle Whiterock. Right about the time the party passes through here the second time, he is getting into a fight, and trying to summon aid. The dretches, however, are redirected to this spot.

First, one dretch will appear in a puff of violet smoke. One round later, another dretch will appear. The third round, 1d3 dretches will appear, and on the fourth round, 1d4+1 dretches appear. On the fifth round, there will be a puff of smoke, but no dretch will appear; the conjurer was slain by his foes mid-casting.

Tactics: The dretches are supposed to attack as their summoner wills, but he has no control over them in the Demonhold, so they each attack the first adventurer they see, charging into combat if possible. Each new dretch follows the same tactic. They appear scattered about through this area, so they could end up attacking different opponents.

These dretches fight to the death. Since they were redirected here, they will not go away in 9 rounds like they are supposed to.

Augmented Dretch: CR 3; Small outsider (chaotic, extraplanar, evil); HD 2d8+8; hp 18; Init +0; Spd 20 ft.; AC 16, touch 11, flat-footed 16; Base Atk +2; Grp +1; Atk claw +6 melee (1d6+3); Full Atk 2 claws +6

melee (1d6+3) and bite +4 melee (1d4+1); SA Spell-like abilities; SQ Damage reduction 5/cold iron or good, darkvision 60 ft., immunity to electricity and poison, resistance to acid 10, cold 10, and fire 10, telepathy 100 ft.; AL CE; SV Fort +7, Ref +3, Will +3; Str 16, Dex 10, Con 18, Int 5, Wis 11, Cha 11.

Skills and Feats: Hide +9, Listen +5, Move Silently +5, Spot +5, Search +2, Survival +0 (+2 following tracks); Multiattack

Spell-Like Abilities: 1/day – *scare* (DC 12), *stinking cloud* (DC 13). Caster level 2nd.

Area 13-13 – Predator of Demons (EL 14): The ceiling in this area is 45 feet tall. As the party approaches this area, read or paraphrase the following:

The passage widens out to a much larger cavern. Everywhere else you've been seems claustrophobic compared to the high ceiling in here. The air smells better here, but it also feels hotter.

The cavern loops around a bend ahead, and a small plateau in the middle of the floor sweeps upward dramatically off to the side. It looks like it leads to a tunnel. A great stone pillar stands more or less in the middle of the floor.

When the bebilith appears, read or paraphrase the following:

The beast lurking above is a spider as seen in the worst nightmares. Larger than a horse, larger than three horses, its legs clack on the stone as it eerily moves across the ceiling toward you. Venom drizzles in a rancid rain from its jaws, and eight glowing beads of hunger eye you mercilessly.

Development: The bebilith was hunting a nightmare across the planes when it ended up here in Castle Whiterock. It didn't mind terribly, as there is a somewhat steady diet of captive creatures to feed it.

The bebilth tends to lurk upside down in the vicinity of the pillar. Players looking up (assuming they can see in the darkness) need to make a Spot check opposed by the bebilith's Hide result (remember to add +1 to the DC for every 10 feet of distance). If the party is being stealthy, have the bebilith do the opposite to detect the party.

If the demon spots the party, it will move to attack them as detailed below.

The bebilith is slow compared to most of the denizens of the Demonhold, so they tend to avoid it by flying or running past as quickly as they can (since they are denied their *teleportation* abilities). It does not venture into area 13-16 because of the angel effigies.

Slope: The rise from the first plateau to where it runs over the tunnel to area 13-15 has a steep 10-foot incline requiring a DC 0 Climb check to scale. Anyone failing the check by 5 or more takes 1d3 falling damage and lands prone.

Tactics: The bebilith is aware that it is slower than most foes. It jumps down from the ceiling and uses webs to slow the party down, positioning itself between the party and where they seem to be heading.

It always bites anyone who is webbed, and uses claws on those attempting to help webbed heroes or engaging it in melee. It uses Power Attack for 4 points if it will be attacking a foe caught in webbing, and it always uses both claw attacks against a single opponent, hoping to rend their armor.

If the party flees toward area 13-16, it lets them go but waits patiently for them to come back the same way. If they flee toward area 13-12, it chases them but won't squeeze into the space between areas 13-12 and 13-13. However, if the party flees toward area 13-8, the bebilith has room to chase them for quite a while, and will. If it loses sight of the party, it tries to hide in a likely spot and waits for them to return.

Advanced Elite Bebilith: CR 14; Huge outsider (chaotic, extraplanar, evil); HD 18d8+180; hp 261; Init +6; Spd 40 ft., climb 20 ft.; AC 23, touch 10, flat-footed 21; Base Atk +18; Grp +38; Atk bite +24 melee (2d6+8 plus poison) or web +18 ranged; Full Atk bite +24 melee (2d6+8 plus poison) and 2 claws +22 melee (2d4+4) or web +18 ranged; Space/Reach 15 ft./10 ft.; SA Poison, rend armor, web; SQ Damage reduction 10/good, darkvision 60 ft., scent, telepathy 100 ft.; AL CE; SV Fort +21, Ref +13, Will +14; Str 26, Dex 14, Con 31, Int 10, Wis 16, Cha 17.

Skills and Feats: Climb +37, Diplomacy +5, Hide +23, Jump +33, Listen +26, Move Silently +23, Search +21, Sense Motive +24, Spot +26, Survival +3 (+5 following tracks); Alertness, Cleave, Improved Initiative, Improved Grapple, Multiattack, Power Attack, Track.

SA – Poison (Ex): Injury, Fortitude DC 29, initial damage 1d6 Con, secondary damage 2d6 Con. Bebilith venom is highly perishable, losing its potency and becoming inert, foul-smelling goo almost as soon as it comes into contact with air.

Rend Armor (Ex): If a bebilith hits with both claw attacks, it pulls apart any armor worn by its foe. This attack deals 4d6+16 points of damage to the opponent's armor. Creatures not wearing armor are unaffected by this special attack. Armor reduced to 0 hit points is destroyed. Damaged armor may be repaired with a successful Craft (armorsmithing) check.

Web (Ex): A bebilith can throw a web up to four times per day. This is similar to an attack with a net but has a maximum range of 30 feet, with a range increment of 10 feet. This attack is effective against targets of up to Gargantuan size. The web anchors the target in place, allowing no movement. An entangled creature can escape with a DC 29 Escape Artist check or burst the web with a DC 29 Strength check. The web has 14 hit points and hardness 0. There is a 75% chance that the web-bing will not burn if any sort of fire is applied to it (check each round).

Area 13-14 – Viewing the Victims: The ceiling in here is 30 feet high. As the party approaches this area, read or paraphrase the following:

The cavern bends around a corner and comes to an end. Twenty feet above you is an opening to a higher tunnel. Three odd shapes are up there, like figures tied to large stakes or iron rods driven into the ground. You can make out tattered, feathered wings spread wide like butterflies in a collector's case.

Beneath and to the side of the promontory is a downward-sloping tunnel.

Anyone making a DC 20 Spot check will notice bits of dried flesh and hair, and will realize that as many stakes are piercing the figures as are tied to them.

Development: Two of the visible shapes are actually angel effigies (see area 13-16); the third is just a likeness of one. There are five total demonic totems in the opening, three of which are angel effigies. There is no way just by looking to tell them apart.

These five astral devas held a long, successful crusade against the denizens of the Demonhold before Balfosa managed to kill them. He tried to have all five made into effigies, but his pet wizard-demon was slain by the bebilith.

The cavern wall requires a DC 20 Climb check to scale.

Area 13-15 – Wrapped in Flame (EL 14): As the party approaches this area, read or paraphrase the following:

The tunnel winds its way deeper into the earth, descending about fifteen feet and curving to the left before widening considerably.

When the hell moths appear, read or paraphrase the following:

An ox-sized, gray moth swoops out of the darkness on red-hued wings, leaving behind a trail of slow-falling, powdery residue. Its body is banded in red and black spirals.

Development: The first hell moth larvae in this area hitched a ride on a *summoned*-and-redirected demon's back. The demon brushed the larvae off before ending up as a meal for the bebilith in area 13-13. The colony has grown considerably by venturing out to feed on the bebilith's leftovers after it has sated itself or finding a stray lemure or dretch to devour.

Most of the time, the hell moths congregate near the ceiling toward the narrow exit to area 13-17.

The residue is harmless.

Most demons avoid taking this path to get to area 13-13 because the angel effigies won't attack demon-kind, and the hell moths attack everything ... including adventurers!

Tactics: Each hell moth selects a target, engulfs it, and then immolates itself. After immolating, it flies away and a new hell moth has a chance at the target. With their superior numbers, the hell moths tend to wear down prey using this tactic.

If all hell moths have used their immolation ability, they descend en masse and start attacking with their bites. They try to concentrate on as few targets as they can reach, but always attack the closest ones, not having the wherewithal to be able to

determine which are most injured or which are lightly armored spellcasters.

The hell moths fight to the death to defend their lair, and will not pursue any fleeing opponents. They will gladly cannibalize their fallen.

Advanced Hell Moths (12): CR 7; Large aberration (extraplanar, fire); HD 13d8+52; hp 110 each; Init +7; Spd 10 ft., fly 40 ft. (average); AC 20, touch 12, flat-footed 17; Base Atk +9; Grp +18; Atk/Full Atk bite +13 melee (1d6+7); Space/Reach 10 ft./10 ft.; SA Engulf, immolation; SQ Darkvision 60 ft., immunity to fire, scent, vulnerability to cold; AL NE; SV Fort +8, Ref +7, Will +9; Str 21, Dex 16, Con 18, Int 6, Wis 12, Cha 10.

Skills and Feats: Listen +6, Move Silently +13, Spot +6; Alertness, Diehard, Endurance, Improved Initiative, Improved Natural Armor.

SA – Engulf (Ex): A hell moth can wrap a Medium or smaller creature in its body as a standard action. The hell moth attempts a grapple that does not provoke an attack of opportunity. If it wins the grapple check, it establishes a hold and bites the engulfed victim with a +4 bonus on its attack roll.

Attacks that hit an engulfing hell moth deal half their damage to the monster (rounded up) and half to the trapped victim.

Immolation (Su): A hell moth that has engulfed an opponent can detonate its body in a blast of hellish fire that deals 6d10 points of fire damage to itself and the engulfed opponent (no save). A hell moth can immolate itself once every 3 hours.

Creatures within 10 feet of the hell moth when it uses this ability must succeed on a DC 20 Reflex save or take 1d8 points of fire damage as clothes and combustibles ignite.

The damage continues for another 1d4+4 rounds after the hell moth uses this ability or until the fire is extinguished.

Area 13-16 – Tattered Feathers (EL 14): As the party approaches this area, read or paraphrase the following:

At the top of the incline, the tunnel levels off into a promontory that overlooks the large cavern you just left. At the mouth of the promontory, like a macabre guard, five tattered bodies are tied to a collection of iron stakes, although in some cases you see that they are in fact impaled rather than tied. The bodies have been reduced to bits of leathery flesh and scraps of bone, so thorough was their destruction, yet you have the feeling they were once benevolent creatures from the higher realms. Holed and patched wings of feather and wood spread from what was once their backs, and the scraps of cloth that cling to the desiccated flesh looks like a celestial weave.

Suddenly, one of them jolts awkwardly forward, as if reacting to your presence!

Development: As explained in area 13-14, these were once astral devas who fell before Balfosa's might.

They attack any non-demons who pass through this area; they also attack the bebilith if it gets too close.

Spectator: If a fight breaks out and the bebilith is still alive, it will walk along the ceiling to watch the fight through the opening, providing a creepy backdrop to this fight. It will not interfere because it has learned to fear the effigies, but anyone they throw out of the plateau with *telekinesis* is fair game. If the party destroys the three effigies, the bebilith instantly surges in to attack the adventurers.

Tactics: The goal of the constructs is to demolish any creature that enters this area, and to prevent them from entering area 13-17. At least one of the effigies is set between the party and area 13-17, and effigies in the rear will trample the party to seal the passageway.

Once the battle starts in earnest, each effigy will perform a rotating function that changes each round: One uses a spell-like ability, one fights in melee, and the last calls down unholy fire on the party.

The spell-like ability used depends on the situation. If a hero moves toward area 13-17, they use *telekinesis* (sustained force) on his armor to drag him over the precipice to area 13-14. If a divine spellcaster is healing allies, they use *greater dispel magic* to cancel the healing or ongoing harmful effect, or possibly *feeblemind*. If neither of these options presents itself, the effigies use *blasphemy* and/or *slow*, depending on how well *blasphemy* works.

Each effigy fights to its destruction and each will pursue any opponent fleeing toward area 13-17, although not past that point. After each fight, they return to their positions and wait.

Advanced Angel Effigies (3): CR 11; Large construct (evil); HD 14d10+30; hp 107 each; Init +8; Spd 40 ft., fly 80 ft. (good); AC 25, touch 13, flat-footed 21; Base Atk +10; Grp +20; Atk slam +17 melee (2d10+8); Full Atk 2 slams +17 melee (2d10+8); Space/Reach 10 ft./10 ft.; SA Frightful presence, trample 2d10+12, unholy fire, spell-like abilities; SQ Construct traits, damage reduction 10/good and bludgeoning, darkvision 60 ft., fast

healing 3, low-light vision, spell resistance 23, unholy shroud; AL CE; SV Fort +4, Ref +8, Will +7; Str 27, Dex 19, Con –, Int 5, Wis 17, Cha 18.

Skills and Feats: Intimidate +14, Spot +10; Flyby Attack, Hover, Improved Bull Rush, Improved Initiative, Power Attack.

SA – Frightful Presence (Ex): An angel effigy is a mockery of all that is holy and good, and its very presence is unsettling to those who understand the concept of the divine good. When an angel effigy first spreads its wings, attacks using its fists, or uses its unholy fire ability for the first time, all non-evil opponents within a 60-foot radius must succeed at a Will save against DC 21 or become shaken for 5d6 rounds. Frightful presence is a mind-affecting, fear effect.

Spell-Like Abilities (Sp): At will – *call lightning* (DC 17), *feeblemind* (DC 19), *greater dispel magic, slow* (DC 17), *telekinesis* (DC 19); 3/day – *blasphemy* (DC 21). Caster level 12th.

Trample (Ex): Reflex DC 25 half.

Unholy Fire (Su): Once every 3 rounds, an angel effigy can, as a free action, unleash geysers of unholy fire. Unholy fire manifests as five 10-foot-radius columns of pus-white fire that reach 100 feet in the air. Each of the columns is connected by a shimmering thread of light, so that the five points link to form a star like that of a pentagram. Each column of light inflicts 10d6 points of damage, half of which is fire and half of which is raw corruption. A Reflex save against DC 21 is allowed for half damage.

The angel effigy can control the size of its unholy, energy pentagram, making it larger or smaller as desired. The minimum space between each column's area of effect is 5 feet, and the maximum difference between columns is 30 feet.

SQ – Unholy Shroud (Su): An angel effigy is suffused and surrounded with an unholy shroud that bolsters the power of all nearby evil creatures. All beings of evil alignment within a 20-foot radius of an angel effigy gain a +2 morale bonus to attack and damage rolls, saving throws, and skill checks. In addition, all undead and evil outsiders gain +2 turn resistance while within the radius of effect. An angel effigy does not benefit from its own unholy shroud, but can benefit from the unholy shroud of another angel effigy.

Area 13-17 – Trapped Entry (EL 12): Balfosa has always expected adventurers to enter the Demonhold at some point, he just thought that it would have happened by now.

His pet wizard-demon erected this two-fisted trap for him in anticipation of this day. Demons know to pause at this point and shout out in Abyssal, "Hail Balfosa!" before proceeding, although not why they do it.

The *soul bind* trap will only affect the adventurer with the most Hit Dice who is slain by the *weird* trap. If multiple heroes are slain, determine which one is affected randomly. The black sapphires needed for *soul bind* are located in area 13-18.

***Weird* Trap:** CR 10; magic device; visual trigger (*true seeing*); vocal bypass ("Hail Balfosa!" in Abyssal); automatic reset; spell effect (*weird*, 17th-level wizard, DC 23 Will save for disbelief and DC 23 Fort save for partial effect); Search DC 34; Disable Device 34.

***Soul Bind* Trap:** CR 10; magic device; event trigger (*weird* trap triggered); automatic reset; spell effect (*soul bind*, 17th-level wizard, DC 23 Will negates); Search DC 34; Disable Device 34.

Area 13-18 – Dross: As the party approaches this area, read or paraphrase the following:

You have entered a long cavern. From somewhere deeper inside, you hear a belching, spiteful voice speaking in a foul language, but from here the curve of the cavern blocks your view. To the right is a gently sloping escarpment that rises about half the distance to the ceiling, twenty feet overhead.

If the party climbs the escarpment, read or paraphrase the following:

Several thousand platinum coins and a few gems are heaped in a mound against one of the cavern wall.

Development: See area 13-19 for details on what is being spoken in Abyssal.

The coins are actually copper pieces painted platinum. A DC 10 Appraise check would know this instantly, and anyone handling the coins for several minutes would notice that the "platinum" flakes off.

Climbing down the rise's sheer face requires a DC 20 Climb check.

Negligent Watcher: This is the false hoard of Balfosa, usually watched over by one of his quasit attendants (distracted by the story he's telling). Two of the remaining quasits are with the nalfeshnee, and one is over by area 13-19. Party members moving up the escarpment can make Move Silently checks opposed by the nearby quasit's Listen checks; apply a –2 penalty to the quasit, who is distracted.

There is no cover on the escarpment, so there is nowhere to use the Hide skill; if the quasit happens to look in the direction of the false hoard, it should see anyone there.

The False Hoard: This meager hoard consists of 3,000 cp, 6 obsidian gems (10 gp each), 9 violet garnets (500 gp), and 4 amateur ruby carvings of Balfosa (55 gp each).

The entrances to the real hoard are buried beneath rubble and under the pile of dross, each requiring a DC 10 Search check and a few minutes of work. The quasit, negligent though it is, would notice anyone moving the coins or boulders unless extraordinary measures were taken.

The Real Hoard: The demon noble's real wealth is at the back of the narrow caves, and contains 780 pp, 800 gp, 2,700 sp, a black sapphire (10,000 gp), another black sapphire (15,000 gp), a *staff of defense* (43 charges), a *+3 heavy steel shield*, and a *rod of the python* that the succubus took off a holy man she seduced.

Area 13-19 – Higher Ground: Either edge that opens onto area 13-20 is a 15-foot drop, requiring a DC 20 Climb check to scale.

Storytime with Demons: If the party has managed to sneak up on Balfosa, they will hear him telling his "court" the tale of the Demon Queen of Dragons. In Abyssal, part of it goes like this:

"...and so the demon dragon mother was torn, and her body scattered inside the ziggurat, now sunk beneath the sands and forgotten by the mewling mortals who once feared her tread. Though buried in that place, her dark heart beats still, for no wound could defeat her magnificence. To stand in its presence while the lion-headed, serpent servitors crawl in obeisance is a worthy goal ... and restoring her might is far worthier...."

Negligent Watcher: This outcropping is usually guarded by the nearby quasit, but it is negligently listening to Balfosa tell a story at present. Two of the remaining quasits are with the nalfeshnee, and one is over by area 13-18. Party members moving up the tunnel can make Move Silently checks opposed by the nearby quasit's Listen checks; apply a –2 penalty to the quasit, who is distracted.

There is no cover in the tunnel, so there is nowhere to use the Hide skill; if the quasit happens to look in the direction of the false hoard, it should see anyone there.

Area 13-20 – Court of the Corpulent One (EL 16): As the party approaches this area, give the players Handout AS and read or paraphrase the following:

If the worst attributes of ape and boar were thrown together on a bloated frame, that would be like the corpulent demon holding court over several of its kin. Two miniscule, winged wretches caper about the fiend, hanging on his every word. Sensuously sprawled at its feet is a heartbreakingly beautiful woman with brilliant red hair and large, folded bat wings. Her beauty cannot mask the cruel turn of her full mouth.

Behind this unholy family hangs a gruesome patchwork curtain made from the stitched flesh of angels, devils, and demons. It strains as if trying to tear itself apart, making eerie groans in myriad voices as it moves. The voices plead, threaten, and weep in a collection of languages.

Development: Balfosa's sin was ambition. He strove to win the favor of his balor liege by crafting something so unique and abhorrent that the general would be forced to take notice of him. The nalfeshnee noble spent decades hunting and skinning the devils and goodly powers necessary to create his gift. When he required the flesh of fellow demons, he orchestrated the downfall of a rival or betrayed secrets he had learned. In the end, what he did to craft the Groaning Curtain was far worse than the gift itself ... for all it gained him. Balfosa had misjudged the reaction the balor would have to the Curtain. Horrified to see angelic and demonic flesh married for any purpose, he ordered Balfosa destroyed. The nalfeshnee fled, bringing his prize with him. Now he displays it proudly in his obscene court.

Unknown to Balfosa, Vissana is aware she can use *ethereal jaunt* to escape the Demonhold.

In Through the Out Door: It is possible that the party can enter this level from the Burning Maze instead of from Carapace Fissure. If this occurs, paraphrase the text for this area. The Groaning Curtain (below) will react to the party as soon as they get within 10 feet of it, possibly alerting the nalfeshnee and his court.

Grim Decorations: The good and evil entities bound into the Groaning Curtain are still semi-sentient, and react to the presence of the party, each trying to lend aid or hinder them. At the start of each round, roll a d12, and one patch of flesh manages to assert enough influence to have the following effect:

1 – Vrock: *Stunning Screech (Su):* All creatures except for demons within a 30-foot radius must succeed on a DC 22 Fortitude save or be stunned for 1 round.

2 – Hezrou: *Stench (Ex):* Any living creature (except other demons) within 10 feet must succeed on a DC 24 Fortitude save or be nauseated for as long as it

remains within the affected area and for 1d4 rounds afterward. Creatures that successfully save are sickened for as long as they remain in the area. A creature that successfully saves cannot be affected again for 24 hours. A *delay poison* or *neutralize poison* spell removes either condition from one creature. Creatures that have immunity to poison are unaffected, and creatures resistant to poison receive their normal bonus on their saving throws.

3 – Glabrezu: A pincer reaches 15 feet from the tapestry to attack a single adventurer. Pincer +20 melee (2d8+10).

4 – Dretch: A feeble claw reaches out 5 feet to attack. Claw +4 melee (1d6+1).

5 – Bebilith: *Web (Ex):* This is similar to an attack with a net but has a maximum range of 30 feet, with a range increment of 10 feet. This attack is effective against targets of up to Gargantuan size. The web anchors the target in place, allowing no movement. An entangled creature can escape with a DC 24 Escape Artist check or burst the web with a DC 24 Strength check. The check DCs are Constitution-based. The web has 14 hit points and hardness 0. There is a 75% chance that the webbing will not burn if any sort of fire is applied to it (check each round).

6 – Barbazu: *Beard (Ex):* Tendrils of beard shoot out 5 feet, automatically striking an adventurer. That PC takes 1d8+2 points of damage and must succeed on a DC 16 Fortitude save or be infected with a vile disease known as devil chills (incubation period 1d4 days, damage 1d4 Str). Damage is dealt each day until the afflicted PC succeeds on three consecutive Fortitude saves, the disease is cured magically, or the adventurer dies.

7 – Gelugon: *Slow (Su):* A random adventurer within 30 feet must succeed on a DC 23 Fortitude save or be affected as though by a *slow* spell for 1d6 rounds.

8 – Elder Arrowhawk: *Electricity Ray (Su):* A ray of electricity targets a random adventurer within 50 feet. Ray +19 ranged touch (2d8 electricity).

9 – Nightwalker: A night-black arm strikes a PC within 15 feet. Slam +24 melee (2d6+16).

10 – Leonal: *Roar (Su):* A roar releases a blast in a 60-foot cone that duplicates the effects of a *holy word* spell and deals an extra 2d6 points of sonic damage (Fortitude DC 20 negates). This is targeted at evil outsiders.

11 – Bralani: *Whirlwind Blast (Su):* A scouring blast of wind deals 3d6 points of damage in a 20-foot line (Reflex DC 16 half). This targets evil outsiders.

12 – Planetar: Casts one of the following spells as a 17th-level cleric with Charisma 22, whichever will most benefit the nearest PC: *bear's strength, break enchantment, heal*.

The Groaning Curtain: CR 8; hardness 10; 120 hp; resistant to acid/cold/electricity/fire 10; radiates strong evil and necromancy; CL 17.

Reinforcements Arrive (Again): If the ghaele, Fthirya, survived (see areas 13-6 and 13-9), she appears in her globe form at the beginning of round 2 of this battle. She attempts to neutralize the lesser threats so the party can concentrate on the nalfeshnee. She switches between her forms as needed for the battle: If the party needs a secondary cleric, she'll be in humanoid form; if they need a piece of field artillery, she'll be in globe form. The ghaele is reluctant to engage the nalfeshnee directly, and instead acts in a support role in this battle. She believes that the adventurers are the agents of the demon's destruction.

Regardless of her condition when she left the party's company, she shows up here fully healed and with all spells and abilities intact.

Tactics: The quasits immediately turn *invisible* and begin using strike-and-move tactics. All four will select one adventurer, ideally one not in melee and one not armored, and surround that target. Each round, two will attack, then in the next round two more will attack while the previous two turn *invisible* and change position. The very last quasit left alive will flee into the Demonhold (there to be slain by the bebilith, if it's still alive).

Vissana the succubus withdraws from combat by flying. She perches on a ledge (either area 13-18 or 13-19) and uses *suggestion* to get party members to come to her, where she tries to get them to kiss her in private. If the adventurer makes his or her save, she resorts to using *charm monster*. If reduced to fewer than 10 hit points, Vissana calls out in Abyssal, "Sorry, Balfosa, but it's time for me to move on!" She then uses *ethereal jaunt* to escape.

Balfosa begins combat by casting *unholy aura*, then selects a likely candidate to fail a *feeblemind* saving throw. If surrounded by two or more melee combatants, or if reduced to 60% of his hit points (142 hp), Balfosa will use his smite ability.

The nalfeshnee tries to stay near the Groaning Curtain, which he knows will aid him about 75% of the time. If the party has an ongoing magical effect that is of great benefit to them or hurting Balfosa, he will use *greater dispel magic* to counter it.

In melee, he tends to bite at one opponent and claw at a second, if able. Balfosa fights to the death, and will pursue fleeing opponents unless he's first reduced to 20% of his hit points (47 hp).

Quasits (4): CR 2; Tiny outsider (chaotic, extraplanar, evil); CR 2; HD 3d8; hp 13 each; Init +7; Spd 20 ft., fly 50 ft. (perfect); AC 18, touch 15, flat-footed 15; Base Atk +3; Grp –6; Atk claw +8 melee (1d3-1 plus poison); Full Atk 2 claws +8 melee (1d3-1 plus poison) and bite +3 melee (1d4-1); Space/Reach 2-1/2 ft./0 ft.; SA Poison, spell-like abilities; SQ Alternate form, damage reduction 5/cold iron or good, darkvision 60 ft., fast healing 2, immunity to poison, resistance to fire 10; AL CE; SV Fort +3, Ref +6, Will +4; Str 8, Dex 17, Con 10, Int 10, Wis 12, Cha 10.

Skills and Feats: Bluff +6, Diplomacy +2, Disguise +0 (+2 acting), Hide +17, Intimidate +2, Knowledge (arcana) +6, Listen +7, Move Silently +9, Search +6, Spellcraft +8, Spot +6; Improved Initiative, Weapon Finesse.

SA – Poison (Ex): Injury, Fortitude DC 13, initial damage 1d4 Dex, secondary damage 2d4 Dex.

Spell-Like Abilities: At will – *detect good, detect magic*, and *invisibility* (self only); 1/day – *cause fear* (as the spell, except that its area is a 30-foot radius from the quasit, Will save DC 11). Caster level 6th. Once per week, a quasit can use *commune* to ask six questions. The ability otherwise works as the spell (caster level 12th).

SQ – Alternate Form (Su): A quasit can assume other forms at will as a standard action. This ability functions as a polymorph spell cast on itself (caster level 12th), except that a quasit does not regain hit points for changing form, and any individual quasit can assume only one or two forms no larger than Medium. Common forms include bat, monstrous centipede, toad, and wolf. A quasit in alternate form loses its poison attack.

Vissana, Succubus: CR 7; Medium outsider (chaotic, extraplanar, evil); HD 6d8+6; hp 33; Init +1; Spd 30 ft., fly 50 ft. (average); AC 20, touch 11, flat-footed 19; Base Atk +6; Grp +7; Atk claw +7 melee (1d6+1); Full Atk 2 claws +7 melee (1d6+1); SA Energy drain, spell-like abilities; SQ Damage reduction 10/cold iron or good, darkvision 60 ft., immunity to electricity and poison, resistance to acid 10, cold 10, and fire 10, spell resistance 18, telepathy 100 ft., tongues; AL CE; SV Fort +6, Ref +6, Will +7; Str 13, Dex 13, Con 13, Int 16, Wis 14, Cha 26.

Skills and Feats: Bluff +19, Concentration +10, Diplomacy +14, Disguise +17* (+19 acting), Escape Artist +10, Hide +10, Intimidate +19, Knowledge (nobility) +12, Listen +19, Move Silently +10, Search +12, Spot +19, Survival +2 (+4 following tracks), Use Rope +1 (+3 with bindings); Dodge, Mobility, Persuasive.

*While using her *polymorph* ability, Vissana gains a +10 circumstance bonus on Disguise checks.

SA – Energy Drain (Su): Vissana drains energy from a mortal she lures into some act of passion, or by simply planting a kiss on the victim. If the target is not willing to be kissed, the succubus must start a grapple, which provokes an attack of opportunity. The succubus' kiss or embrace bestows one negative level. The kiss also has the effect of a *suggestion* spell, asking the victim to accept another kiss from the succubus. The victim must succeed on a DC 21 Will save to negate the effect of the suggestion. The DC is 21 for the Fortitude save to remove a negative level.

Spell-Like Abilities: At will – *charm monster* (DC 22), *detect good, detect thoughts* (DC 20), *ethereal jaunt* (self plus 50 pounds of objects only), *polymorph* (humanoid form only, no limit on duration), *suggestion* (DC 21); Caster level 12th.

SQ – Tongues (Su): Vissana has a permanent *tongues* ability (as the spell, caster level 12th). Succubi usually use verbal communication with mortals.

Possessions: 2 diamond-studded earrings (350 gp each), 2 platinum bracelets (550 gp each), and 2 platinum ankle bracelets (550 gp each)

Balfosa, nalfeshnee Ari5: CR 16; Huge outsider (chaotic, extraplanar, evil); HD 14d8+112 plus 5d8+40; hp 237; Init +2; Spd 30 ft., fly 40 ft. (poor); AC 28, touch 10, flat-footed 26; Base Atk +17; Grp +32; Atk bite +23 melee (2d8+7); Full Atk bite +23 melee (2d8+7) and 2 claws +20 melee (1d8+3); Space/Reach 15 ft./15 ft.; SA Smite, spell-like abilities; SQ Damage reduction 10/good, darkvision 60 ft., immunity to electricity and poison, resistance to acid 10, cold 10, and fire 10, spell resistance 22, telepathy 100 ft., true seeing; AL CE; SV Fort +18, Ref +12, Will +19; Str 25, Dex 14, Con 27, Int 22, Wis 22, Cha 20.

Skills and Feats: Bluff +27, Concentration +25, Diplomacy +31, Disguise +20 (+22 acting), Hide +11, Intimidate +27, Knowledge (arcana) +28, Listen +36, Move Silently +19, Search +23, Sense Motive +28, Spellcraft +25 (+27 scrolls), Spot +36, Survival +6 (+8 following tracks), Use Magic Device +22 (+24 scrolls); Cleave, Improved Bull Rush, Multiattack, Power Attack, Weapon Focus (bite).

SA – Smite (Su): Three times per day, Balfosa can create a nimbus of unholy light. When the demon triggers the ability, rainbow-colored beams play around its body. One round later, they burst in a 60-foot radius. Any creature within this area must

succeed on a DC 24 Will save or be dazed for 1d10 rounds as visions of its worst fears hound it. The creature receives its full Dexterity and shield bonuses to AC if attacked but can take no actions. Other demons are immune to this effect.

Spell-Like Abilities: At will – *call lightning* (DC 18), *feeblemind* (DC 20), *greater dispel magic, slow* (DC 18), *unholy aura* (DC 23). Caster level 12th.

SQ – True Seeing (Su): Balfosa continuously uses *true seeing*, as the spell (caster level 14th).

Possessions: 2 diamond-studded earrings (350 gp each).

Area 13-21 – Exiting the Demonhold: As the party approaches this area, read or paraphrase the following:

Beyond the horrid curtain is a short passageway that leads to a stone dais, in the center of which is what looks like a well. Inside, crimson runes cast a gruesome light, but you can see thirty feet down into another chamber beneath this one.

The air above the well is impossibly hot; you can feel your skin blister even as you draw close.

Development: Taking this chute leads the party into the Burning Maze, specifically area 14A-9.

Bonus Rewards

If Fthirya survives the party's exploration of the Demonhold, and if they have conducted themselves in a more-or-less respectful manner and earned her respect, she offers them a *scroll of planar ally* that is attuned to her, specifically. She explains, however, that it is worthless unless the party manages to topple a few of the basalt obelisks near the mountain or contrives another way to get her out of the Demonhold. Even if they manufacture a method, unless a sufficient number of obelisks are destroyed, she will appear back in the Demonhold and have to find them, which could take a great deal of time.

If freed, the ghaele departs for her home.

Further Adventures

Ghaele are known for using mortal agents to overthrow despotic tyrants. Perhaps Fthirya could have a proposition for the party involving such a task.

If the party takes the Groaning Curtain, eventually word will get out that it has surfaced. The balor who rejected it in the first place may take a personal interest in seeing it destroyed, and may visit some indignity on those who would deny him his vengeance on Balfosa.

If the party tells the glabrezu how to escape the Demonhold, it will return to plague them, starting with a brief attack on Cillamar. In the attack, it could abduct any number of items or people of importance to the party, forcing the heroes to settle accounts with the demon.

If Vissana escaped, she may return to haunt the party, possibly masquerading as a townsperson or an adventuress new to Cillamar to gain their trust.

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 14:
THE BURNING MAZE

Level Summary

In order to reach the final level of the dungeon, the party must first pass through the Burning Maze. These irregular caves are inhabited by a variety of creatures, but most significant are the Inky Lord, a black pudding of legendary proportions, and a pair of confederates of Silhouette the black dragon: Baghamaya the rakshasa archmage and his lover, Scithia the medusa assassin.

Game Master's Section

Scaling Information

"The Burning Maze" is a level of *Castle Whiterock* designed for 4-6 characters of 14th level, but can be modified for parties of different sizes or levels. Consider adapting this dungeon level as follows:

Weaker parties (3 or fewer characters, or less than 14th level): In area 14A-2, remove two inferno cats and replace them with six Fine fire elemental swarms (see Random Encounters; the swarms show up after 1 round of combat). In area 14A-3, remove two guard levels from the fire giant and one of the advanced destrachans (only one of the efreet ride). In area 14A-5, remove two destrachans. Remove the extra Hit Dice from the advanced gorgons in area 14A-8 (not from the Bull). Remove one dread wraith from area 14A-10, and remove 4 HD from the two remaining.

Remove 6 Hit Dice from the conflagration worm in area 14B-1, and also remove the spellruin ivy floating atop the lava. In area 14B-2, remove one of the efreet and take away two guard levels from the fire giant. Remove two levels from each of the jann in area 14B-4b, and lower the Search and Disable DCs of the trap in area 14B-6d to 29. Remove one archmage level from Baghamaya in area 14B-7, and two assassin levels from Scithia in area 14B-8.

Do not change the wandering monster encounters.

Stronger parties (7 or more characters, or higher than 14th level): In area 14A-2, give the inferno cats +3 Hit Dice, and in area 14A-3, give the giant another guard level. In area 14A-5, remove one destrachan, but make the remaining three equal to those in area 14A-3. In area 14A-8, make all gorgons have identical stats to the Bull. Add 4 HD to two of the three dread wraiths in area 14A-10.

Add 2 Hit Dice to the conflagration worm in area 14B-1, which increases its size to Colossal, and give both efreet in area 14B-2 four levels of aristocrat. Add one fighter level to both jann fighters in area 14B-4b. Add one archmage level to Baghamaya in area 14B-7, and add one assassin level to Scithia in area 14B-8.

Do not change the wandering monster encounters.

Background Story

According to popular folklore, the red dragon Benthosruthsa chose Castle Whiterock as its lair because of a natural conduit to the Plane of Elemental Fire deep in its depths. In this case, the legend is partially correct. Another, less advertised factor in the dragon's thinking was the spellruin ivy that grew wild in the mountain's fiery heart. He knew that eventually adventurers and thieves would come for his hoard, and the dispelling ivy combined with the rigors of traveling through rivers and lakes of molten rock was too weighty an obstacle for would-be looters to overcome.

Unfortunately, the great red dragon never considered a more mundane approach to solving the Burning Maze, such as that employed by Silhouette: Flood it. After Benthos was slain by Silhouette, the black dragon set some of her confederates to guard the approach to her new home. She also made diplomatic overtures to her "neighbors" through the elemental rift.

The Padishah of the Efreet, Fa'al'zaqan, had long considered the spellruin ivy, which grows through the rift and forms giant balls of vegetation on the Plane of Elemental Fire, a nuisance. Not surprisingly, Benthosruthsa had seen it as a layer of protection, and so had feuded with the efreeti lord. Silhouette, however, struck an accord with the Padishah, allowing him access to the Burning Maze so that his servants could trim back the ivy to keep it free of the elemental rift. In return, Fa'al'zaqan would provide her with genie bodyguards for her two most favored allies, the rakshasa archmage Baghamaya and his lover, the medusa assassin Scithia.

Two years ago, an elder black pudding of legendary size and power known as the Inky Lord entered the Burning Maze through its Underdeep entrance. It has taken up residence in the upper, inactive areas, feeding on the destrachans, inferno cats, and gorgons that live there (as well as anything else it can catch).

Baghamaya has tried to lure the mindless creature (mostly using captured derro) back out, but hasn't succeeded.

Encounter Table

Loc	Pg	Type	Encounter	EL
14A-2	488	C	3 inferno cats	15
14A-3	489	C	2 advanced destrachans Fire giant Grd8	15
14A-5	491	C	*The Inky Lord*, unique elder black pudding	15
			4 destrachans	
14A-8	493	C	*The Bull*, advanced elite multi-headed gorgon	14
			2 advanced gorgons	
14A-10	494	C	3 advanced dread wraiths	15
14B-1	495	C	Advanced conflagration worm	16
14B-2	497	C	2 advanced efreet Fire giant Grd8	15
14B-4b	499	C	2 jann Ftr6 Janni Clr6	15
14B-6d	501	T	Insanity mist trap	15
14B-7	502	C	*Baghamaya*, rakshasa Sor7/Acm2	19
14B-8	504	C	*Scithia*, medusa Rog5/Asn5	17

Layout

The Burning Maze is spread out over a large area divided into two general sections: the inactive tier (level 14A) and the active tier (level 14B). The inactive tier is how the party gains access to the lower depths of Castle Whiterock, either through the Underdeep entrance (area 14A-1) or the Demonhold entrance (area 14A-9). There is very little actual lava on the inactive tier at present, but during volcanic events, it fills with molten rock. The active tier is bottommost, and it contains rivers and lakes of lava.

See the sidebars for details about heat and/or lava hazards on each level.

Of course, experienced, high-level adventurers have access to a variety of spells that will protect them from the dangers of heat and magma. Unless, of course, something dispels that magic....

Spellruin Ivy

This plant grows in several places in the Burning Maze. For convenience, the particulars of this hazard are presented here.

Spellruin ivy (also known as dispel ivy, arcanophage vine, or mageblight) is a hardy, kudzu-like plant that grows over any solid surface, or atop still water, weaving a network of thumb-thick vines and trefoil, serrated

leaves. Squares with spellruin ivy are considered full of undergrowth. When it is encountered on a vertical surface, it grants a +5 bonus to any Climb checks made because it is sturdy enough to be used for hand- and footholds.

The plant constantly radiates an aura similar to the area effect of *greater dispel magic* with one significant difference: It can dispel any number of auras at a time. This aura radiates 10 feet from the edge of the ivy spread. Any creature (and any magical item) actually in contact with spellruin ivy is automatically subjected to a targeted *greater dispel magic* effect; this can also affect any number of spells or items at a time. Spellruin ivy makes dispel checks as if it were a 10th-level caster, and it gains a +4 bonus when making dispel checks against creatures, spells, or items in physical contact with it.

Clearing spellruin ivy can be troublesome due to its sturdy nature and other properties. A typical 5-foot section of spellruin ivy has hardness 5 and 20 hit points. Further, the plant takes no damage from bludgeoning or piercing weapons, and harmlessly absorbs acid, cold, electrical, and fire damage. As it absorbs this energy, it faintly glows green, white, golden, or red (respectively), giving off light as a candle.

Eating a spellruin ivy leaf grants a +4 circumstance bonus to dispel checks when used as an additional material component for *dispel magic* or *greater dispel magic*. Leaves only retain their potency for about 24 hours before becoming useless. Leaves can be preserved with a DC 20 Craft (alchemy) check. A preserved leaf will retain its potency for another week, but only grant a +2 bonus. Anyone ingesting more than one spellruin ivy leaf in a 24-hour period must make a Fortitude save DC 15 or be nauseated for an hour. Every subsequent time this save is made, the DC increases by 1. This information is available to anyone making a DC 30 Knowledge (arcana) or Knowledge (nature) check.

Getting Captured

None of the inhabitants on this level is interested in accepting surrender, either because they are too simple to understand the concept (the Inky Lord, the conflagration worm), do not respect the concept (the efreet, the jann), or simply too sadistic (Baghamaya, Scithia).

See Baghamaya's Tactics section for how he reacts to surrender.

Interrogation

The only good source of information in the Burning Maze is the fire giant guards. The genies are far too proud to reveal information under duress, and Baghamaya and Scithia won't talk for fear of Silhouette. The fire giants know they are only here to watch over the efreeti nobles come to trim the spellruin ivy, and plan to head to the Bleak Theater to catch some preseason carnage. They know the rakshasa Baghamaya, a powerful spellcaster, rules this place for the red dragon, Benthosruthsa (or so they assume). The giants have had to fight the gorgons, inferno cats, and destrachans before, but they speak fearfully of a great slime creature known as the Inky Lord that slew the efreet's previous bodyguards.

The fire giants know nothing of Scithia except her name, that she's a human woman, and that she's Baghamaya's lover.

Tracking

Characters cannot use the Track feat very well on either tier of level 14. In the inactive tier, the Inky Lord dissolves most residue, offal, and other markings that a tracker would use to gain information about an area's inhabitants. Similarly, in the active tier, the extreme heat emitted by the molten rock or by that level's denizens burns off most traces used by trackers.

These conditions increase the DC of Survival checks made in conjunction with the Track feat by +10.

Random Encounters

Random encounters happen only rarely on this sparsely inhabited level. Statistics for all random encounters are found below the table. Each encounter except "The Flying Inferno" and "Tiger, Tiger" is unique; treat a duplicate result as "no encounter" unless the party has encountered either the Inky Lord or the conflagration worm (see below). Note that the encounter for #12 is different depending on where the party is located at the time.

If the party flees the Inky Lord (area 14A-5), it becomes a wandering monster. When a wandering monster encounter is rolled but that specific encounter has already taken place, replace it with the Inky Lord. Note that this legendary ooze can only be encountered in the inactive tier (level 14A).

Wandering Monsters: Level 14 (EL 12)

1d12	Result
1-5	No encounter.
6-7	The Flying Inferno
8-9	Tiger, Tiger
10	Dinner is Served
11	Smoke Gets in Your ... Everything
12 (level 14A)	Wayward Cattle
12 (level 14B)	Cluster of Trouble

Cluster of Trouble: These experienced rasts wandered through the rift from the Plane of Elemental Fire. They really aren't bright enough to know where they are, but they know they're not home.

Advanced Rasts (3): CR 9; Large outsider (extraplanar, fire); HD 10d8+33; hp 77 each; Init +4; Spd 5 ft., fly 60 ft. (good); AC 15, touch 9, flat-footed 15; Base Atk +10; Grp +20; Atk claw +15 melee (1d6+6) or bite +15 melee (2d6+9); Full Atk 4 claws +15 melee (1d6+6) or bite +15 melee (2d6+9); Space/Reach 10 ft./5 ft.; SA Paralyzing gaze, improved grab, blood drain; SQ Darkvision 60 ft., flight, immunity to fire, vulnerability to cold; AL N; SV Fort +10, Ref +9, Will +9; Str 22, Dex 10, Con 17, Int 3, Wis 14, Cha 12.

Skills and Feats: Hide +9, Listen +17, Move Silently +13, Spot +17; Alertness, Improved Initiative, Lightning Reflexes, Toughness.

SA – Blood Drain (Ex): A rast drains blood from a grabbed opponent, dealing 1 point of Constitution damage each round it maintains the hold.

Improved Grab (Ex): To use this ability, a rast must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

Paralysis Gaze (Su): Paralysis for 1d6 rounds, 30 feet, Fortitude DC 16 negates.

SQ – Flight (Su): A rast can cease or resume flight as a free action. A rast that loses this ability falls and can perform only a single action (either a move action or an attack action) each round.

Dinner is Served: This devourer is running low on essence energy. Spying the adventurers, it has decided one of them would make a nice snack. It will flee if it manages to trap the essence of a PC of at least 12th level.

Advanced Devourer: CR 12; Large undead (extraplanar); HD 16d12; hp 106; Init +4; Spd 30 ft.; AC 24, touch 9, flat-footed 24; Base Atk +8; Grp +21; Atk claw +17 melee (1d6+9); Full Atk 2 claws +17 melee (1d6+9); Space/Reach 10 ft./10 ft.; SA Energy drain, trap essence, spell-like abilities; SQ Darkvision 60 ft., spell deflection, spell resistance 21, undead traits; AL NE; SV Fort +5, Ref +7, Will +13; Str 28, Dex 10, Con -, Int 16, Wis 16, Cha 18.

Skills and Feats: Climb +28, Concentration +22, Diplomacy +6, Jump +24, Listen +22, Move Silently +19, Search +14, Sense Motive +15, Spot +22, Survival +3 (+5 following tracks); Blind-Fight, Combat Casting, Combat Expertise, Improved Initiative, Lightning Reflexes, Weapon Focus (claw).

SA – Energy Drain (Su): Living creatures hit by a devourer's claw attack or *spectral hand* ability gain one negative level. The DC is 22 for the Fortitude save to remove a negative level.

Spell-Like Abilities: At the start of this encounter, the trapped essence within this devourer has 9 levels (so it has 45 uses of spell-like abilities left). Once per round, a devourer can use one of the following abilities: *confusion* (DC 18), *control undead* (DC 21), *ghoul touch* (DC 16), *lesser planar ally, ray of enfeeblement* (DC 15), *spectral hand, suggestion* (DC 17), *true seeing*. Caster level 18th.

Trap Essence (Su): The devourer is named for its ability to consume an enemy's life essence. To do so, it must forgo its normal melee attacks and make a trap essence attack. This requires a normal attack roll but deals no damage. The target must make a DC 22 Fortitude save or die instantly. A slain creature's essence is trapped within the devourer's ribs. The trapped essence cannot be raised or resurrected, but a *limited wish, miracle*, or *wish* spell frees it, as does destroying the devourer. A devourer can hold only one essence at a time. The trapped essence provides a devourer with enough power to use five spell-like abilities for each Hit Die or level of the trapped creature. As this energy is expended, the twisted soul fades away until it evaporates completely. The trapped essence gains one negative level for every five times the devourer uses one of its spell-like abilities. When the essence's number of negative levels equals the creature's total Hit Dice or level, the essence is destroyed. If an essence is freed, the restored creature must succeed on a DC 22 Fortitude save for each negative level or lose that level permanently.

SQ – Spell Deflection (Su): The trapped essence provides a measure of magical protection. If any of the following spells are cast at the devourer and overcome its spell resistance, they affect the imprisoned essence instead: *banishment, chaos hammer, confusion, crushing despair, detect thoughts, dispel evil, dominate person, fear, geas/quest, holy word, hypnosis, imprisonment, magic jar, maze, suggestion, trap the soul*, or any form of charm or compulsion. In many cases, this deflection effectively neutralizes the spell. Some of these effects might eliminate the trapped essence, depriving the devourer of its spell-like abilities until it can consume another victim.

The Flying Inferno: Swarms of fire elementals, each no larger than a candle, often blaze through the Burning Maze, coming suddenly upon the unwary and unprepared.

Swarms, Fine Fire Elemental (8): CR 6; Fine elemental (fire, swarm, extraplanar); HD 9d8; hp 40 each; Init +8; Spd fly 30 ft. (perfect); AC 25, touch 22, flat-footed 21; Base Atk +6; Grp –; Atk/Full Atk swarm (3d6 fire); Space/Reach 10 ft./ 0 ft.; SA Burn; SQ Darkvision 60 ft., elemental traits, immune to weapon damage, immunity to fire, swarm traits, vulnerable to cold; AL N; SV Fort +3, Ref +10, Will +3; Str 3, Dex 19, Con 10, Int 4, Wis 11, Cha 11.

Skills and Feats: Listen +8, Spot +8; Ability Focus (burn), Alertness, Dodge, Improved Initiative.

SA – Burn (Ex): Those hit by the swarm's attacks must succeed on a DC 16 Reflex save or catch fire. Similarly, any creature that begins its turn with a Fine fire elemental swarm in its space must succeed on a DC 16 Fortitude save or catch fire.

In either case, the flame burns for 1d4 rounds. A burning creature can take a move action to put out the flame.

Smoke Gets in Your ... Everything: These belkers use the natural smoke in this area as camouflage, and have grown quite fat because of it. They initially wait for the party to walk into them, but will chase any adventurers who don't approach them or who flee.

Advanced Elite Belkers (2): CR 10; Huge elemental (air, extraplanar); HD 15d8+75; hp 139, 128; Init +7; Spd 30 ft., fly 50 ft. (perfect); AC 26, touch 15, flat-footed 19; Base Atk +11; Grp +24; Atk wing +16 melee (2d6+5); Full Atk 2 wings +16 melee (2d6+5) and bite +16 melee (1d6+2) and 2 claws +16 melee (1d4+2); Space/Reach 15 ft./15 ft.; SA Smoke claws; SQ Darkvision 60 ft., elemental traits, smoke form; AL NE; SV Fort +10, Ref +16, Will +7; Str 20, Dex 24, Con 20, Int 6, Wis 14, Cha 12.

Skills and Feats: Listen +13, Move Silently +11, Spot +13; Ability Focus (smoke claws), Alertness, Improved Multiattack, Improved Natural Attack (wings), Multiattack, Weapon Finesse.

SA – Smoke Claws (Ex): A belker, when in smoke form, can engulf opponents by moving on top of them. It fills the air around one Large or smaller opponent without provoking an attack of opportunity. The target must succeed on a DC 24 Fortitude save or inhale part of the creature. Smoke inside the victim solidifies into a claw and begins to rip at the surrounding organs, dealing 3d6 points of damage per round. An affected creature can attempt another Fortitude save each subsequent round to cough out the semivaporous menace.

SQ – Smoke Form (Su): Most of the time a belker is more or less solid, but at will it can assume smoke form. It can switch forms once per round as a free action and can spend up to 20 rounds per day in smoke form. The ability is otherwise similar to a *gaseous form* spell (caster level 7th).

Tiger, Tiger: Several inferno cats lurk down here, preying on whatever passes through or stalking the gorgons. This one is on a solo hunt, and has found the party.

Inferno Cat: CR 12; Large outsider (fire); HD 12d10+24; hp 114, 124, 103; Init +7; Spd 50 ft.; AC 22, touch 12, flat-footed 19; Base Atk +12; Grp +25; Atk claw +20 melee (2d8+9); Full Atk 2 claws +20 melee (2d8+9) and bite +15 melee (2d6+4 plus 1d6 fire and 1d6 acid); Space/Reach 10 ft./5 ft.; SA Breath weapon, pounce, rend, searing bite, sneak attack +3d6; SQ Damage reduction 10/magic, darkvision 60 ft., immunity to acid and fire, low-light vision, scent, vulnerability to cold; AL N; SV Fort +12, Ref +11, Will +10; Str 28, Dex 17, Con 19, Int 6, Wis 15, Cha 10.

Skills and Feats: Climb +21, Hide +18, Jump +21, Listen +14, Move Silently +22, Search +10, Spot +14, Survival +2 (+4 following tracks); Dodge, Improved Initiative, Mobility, Spring Attack, Stealthy.

SA – Breath Weapon (Su): Once every 1d6 rounds, an inferno cat can expel a 30-foot line of superheated, corrosive bile, inflicting 12d6 points of acid and fire damage to all creatures in the area of effect. A successful DC 20 Reflex saving throw halves this damage.

Pounce (Ex): If an inferno cat charges a foe, it can make a full attack.

Rend (Ex): If an inferno cat hits with both claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 4d8+13 points of damage.

Searing Bite (Ex): An inferno cat's superheated, corrosive saliva inflicts an additional 1d6 points of fire damage and 1d6 points of acid damage on each successful bite attack.

Sneak Attack (Ex): An inferno cat can make a sneak attack like a rogue, dealing an extra 3d6 points of damage whenever a foe is denied his or her Dexterity bonus, or when the inferno cat is flanking.

Wayward Cattle: These gorgons were separated from their herd during an attack by inferno cats. They are angry and will attack without thinking.

Advanced Gorgons (2): CR 10; Large magical beast; HD 14d10+84; hp 176, 169; Init +4; Spd 30 ft.; AC 22, touch 9, flat-footed 22; Base Atk +14; Grp +23; Atk/Full Atk gore +18 melee (1d8+7); Space/Reach 10 ft./5 ft.; SA Breath weapon, trample 1d8+7; SQ Darkvision 60 ft., lowlight vision, scent; AL N; SV Fort +15, Ref +9, Will +7; Str 21, Dex 10, Con 22, Int 2, Wis 12, Cha 9.

Skills and Feats: Listen +12, Spot +11; Alertness, Improved Initiative, Improved Natural Armor (2), Iron Will.

SA – Breath Weapon (Su): 60-foot cone, once every 1d4 rounds (but no more than five times per day), turn to stone permanently, Fortitude DC 23 negates.

Trample (Ex): Reflex DC 22 half.

Areas of the Map (Level 14A – Inactive)

This level is a naturally occurring system of lava tubes, braided maze, and caves. There are no doors or lights of any kind unless otherwise noted, and the thickness of the walls varies.

Natural Stone Wall: Hardness 8, 15 hp per inch of thickness.

The breakdown, welded breakdown, and lava tube levees prevalent on this level make it difficult to walk here; all areas are considered difficult terrain. The ceiling is irregular; any given square will have a ceiling that is 13+1d4 feet high.

Area 14A-1 – Underdeep Entrance: If the party enters the Burning Maze by this route, read or paraphrase the following:

The winding staircase draws you deeper into the earth. The heat is fantastic, and gets more intense the further down you go. After descending about one hundred and ten feet, the stairs terminate in a spacious, bow-legged tunnel.

The cave structure down here is unlike anything you've seen previously. The walls are smooth, almost as if they were worked by spell or skill, but the floor is pockmarked and littered with fused rubble. Walking down here will be difficult, much less running.

If the party entered the Burning Maze via area 14A-9, read or paraphrase the following:

A rough stone staircase, weary with ages of use and ages more of neglect, descends from the ceiling. It leads upward, perhaps to places you've not been before.

Development: The breakdown deposits the party in the middle of a lava tube's braided maze. Anyone making a DC 30 Survival check made in conjunction with the Track feat will find several sets of prints in the area heading in all directions. The prints are of some sort of feline (inferno cats), the splayed spoor of some large, two-toed creature (destrachan), and the clear imprint of a massive booted heel (fire giant).

Following the feline prints leads toward area 14A-2, the splayed track leads to area 14A-5, and the booted heel terminates in area 14A-3.

Taking the stairs upward takes the party to area 11A-10.

Area 14A-2 – Prey (EL 15): If the party approaches this area without making an attempt to be silent, the inferno cats will hear them coming and prepare an ambush. Otherwise, the three cats are grooming themselves. When they make their appearance, read or paraphrase the following:

These creatures seem to combine the worst aspects of bulldogs and tigers – broad, powerful shoulders taper to an almost-underdeveloped set of rear legs, with brilliant red and deep obsidian stripe patterns on their fur. Their prodigious claws make clicking sounds on the stone as they slink toward you.

A low, coughing snarl issues from one's whiskered, feline face. It is almost enough to draw your attention from the others, who leap at you with sudden ferocity.

Development: These inferno cats normally feed on destrachans, gorgons, or what harmless vermin they come across. They will gladly supplement their diet with adventurer.

Tactics: These outsiders attempt to strike with surprise. The rough terrain here prevents them from using their pounce attack, but they take advantage

Severe Heat

Heat deals nonlethal damage that cannot be recovered until the character gets cooled off (reaches shade, survives until nightfall, gets doused in water, is targeted by *endure elements*, and so forth). Once rendered unconscious through the accumulation of nonlethal damage, the character begins to take lethal damage at the same rate.

In areas of severe heat (above 110° F), like on level 14A, a character must make a Fortitude save once every 10 minutes (DC 15, +1 for each previous check) or take 1d4 points of nonlethal damage. Characters wearing heavy clothing or armor of any sort take a –4 penalty on their saves. A character with the Survival skill may receive a bonus on this saving throw and may be able to apply this bonus to other characters as well. Characters reduced to unconsciousness begin taking lethal damage (1d4 points per each 10-minute period).

Creatures that lair here, even those without the fire subtype like gorgons and destrachans, are considered acclimated to these conditions and do not need to make saves.

of their rend attack. Each inferno cat will select one target and stay with that one until it drops.

They will pursue fleeing opponents and fight to the death. Their instinct is to spit searing bile at any fleeing prey, and then chase the prey down.

Inferno Cats (3): CR 12; Large outsider (fire); HD 12d10+24; hp 114, 124, 103; Init +7; Spd 50 ft.; AC 22, touch 12, flat-footed 19; Base Atk +12; Grp +25; Atk claw +20 melee (2d8+9); Full Atk 2 claws +20 melee (2d8+9) and bite +15 melee (2d6+4 plus 1d6 fire and 1d6 acid); Space/Reach 10 ft./5 ft.; SA Breath weapon, pounce, rend, searing bite, sneak attack +3d6; SQ Damage reduction 10/magic, dark-vision 60 ft., immunity to acid and fire, low-light vision, scent, vulnerability to cold; AL N; SV Fort +12, Ref +11, Will +10; Str 28, Dex 17, Con 19, Int 6, Wis 15, Cha 10.

Skills and Feats: Climb +21, Hide +18, Jump +21, Listen +14, Move Silently +22, Search +10, Spot +14, Survival +2 (+4 following tracks); Dodge, Improved Initiative, Mobility, Spring Attack, Stealthy.

SA – Breath Weapon (Su): Once every 1d6 rounds, an inferno cat can expel a 30-foot line of superheated, corrosive bile, inflicting 12d6 points of acid and fire damage to all creatures in the area of effect. A successful DC 20 Reflex saving throw halves this damage.

Pounce (Ex): If an inferno cat charges a foe, it can make a full attack.

Rend (Ex): If an inferno cat hits with both claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 4d8+13 points of damage.

Searing Bite (Ex): An inferno cat's superheated, corrosive saliva inflicts an additional 1d6 points of fire damage and 1d6 points of acid damage on each successful bite attack.

Sneak Attack (Ex): An inferno cat can make a sneak attack like a rogue, dealing an extra 3d6 points of damage whenever a foe is denied his or her Dexterity bonus, or when the inferno cat is flanking.

Area 14A-3 – The Mounts (EL 15): As the party approaches this area, read or paraphrase the following:

From ahead, you can make out the flickering light of a torch or small fire. You also hear a deep, basso profundo voice humming to itself.

The light is from a few torches set out by a fire giant. The creature is humming a popular tune, "Bloody Jack's Last Raid." When the party can see into the small opening, read or paraphrase the following:

Several tunnels intersect ahead, creating a small opening. A single torch has been wedged in a fold of the tunnel wall, and by its light you see a man, almost twelve feet tall, with black skin and a blazing red beard. He tends a pair of strange creatures: hunched-over, hairless, eye-less lizard-monkeys with nasty, black claws and double-lobed ears.

Development: These destrachans are used as mounts by the efreet in area 14B-3; this fire giant is watching over them while the genies tend to busi-ness. The destrachans, intelligent in their own way, have agreed to this arrangement because they receive excellent treatment and steady food.

Odds are that the destrachans, with their 100-foot blindsight, will be aware of the party long before the adventurers can see them. The fire giant will attack instantly, assuming the party is here to steal the efreet's treasure. The destrachans attack out of sheer maliciousness.

Tactics: The destrachans start by using the nerves option to disable the party. If they get flanked, they switch to using the flesh option in a 30-foot radius. In general, they try to avoid hitting each other, but they don't extend such concern to the fire giant.

The fire giant's tactics depend on how many foes he sees at the start of the combat and where they are. If there are only one or two adventurers at the tunnel mouth, he rushes forward to engage them, trying to block the tunnel mouth. If there are several opponents or they are all in the room, he shouts at the destrachans to "GET THEM!" in Common (which they understand but do not speak) and does not attack until after they blast the party with their destructive harmonics.

In general, he wants to keep the party away from the destrachans and the treasure. If he is engaged by a heavily armored character, he attempts to sunder that foe's shield; otherwise, he concentrates on slaying whoever is closest to the mounts.

None of these combatants will pursue fleeing opponents and none fight to the death; each attempts to flee if reduced to 10 hit points or less. If cornered, the destrachans continue fighting, but the fire giant will try to surrender, offering the efreet's treasure and whatever knowledge it has in return for its life. If let free, the fire giant departs via the Underdeep entrance and is not seen again.

Fire Giant Grd8: CR 14; Large giant (fire); HD 15d8+75 plus 8d6+40; hp 210; Init +1; Spd 30 ft.; AC 28, touch 9, flat-footed 28; Base Atk +19; Grp +34; Atk +*1 bastard sword* +30 melee (2d8+12/19-20) or slam +29 melee (1d4+11) or rock +20 ranged (2d6+11 plus 2d6 fire); Full Atk +*1 bastard sword* +30/+25/+20/+15 melee (2d8+12/19-20) or 2 slams +29 melee (1d4+11) or rock +20 ranged (2d6+11 plus 2d6 fire); Space/Reach 10 ft./10 ft.; SA Rock throwing; SQ Immunity to fire, low-light vision, rock catching, vulnerability to cold; AL LE; SV Fort +22, Ref +10, Will +13; Str 32, Dex 12, Con 21, Int 10, Wis 14, Cha 11.

Skills and Feats: Appraise +0 (+2 armor); Climb +10, Craft (armorsmithing) +6, Intimidate +6, Jump +10, Listen +26, Spot +26; Alertness, Cleave, Exotic Weapon Proficiency (bastard sword), Great Cleave, Improved Overrun, Improved Sunder, Iron Will, Power Attack.

SA – Rock Throwing (Ex): The range increment for a fire giant's thrown rocks is 120 feet.

SQ – Rock Catching (Ex): A giant of at least Large size can catch Small, Medium, or Large rocks (or projectiles of similar shape). Once per round, a giant that would normally be hit by a rock can make a Reflex save to catch it as a free action. The DC is 15 for a Small rock, 20 for a Medium one, and 25 for a Large one. (If the projectile provides a magical bonus on attack rolls, the DC increases by that amount.) The giant must be ready for and aware of the attack in order to make a rock catching attempt.

Possessions: +1 bastard sword, +1 half plate armor, +1 heavy steel shield of arrow catching, gloves of dexterity +2, cloak of resistance +2, potion of protection from cold (CL 5th), 4,080 gp, two rhodochrosites (13 gp each), three sards (80 gp each), a pair of amethysts (110 gp each), sack, 3 torches, flint and steel, 3 pieces of chalk.

Advanced Destrachans (2): CR 11; Huge aberration; HD 17d8+85; hp 160 each; Init +4; Spd 40 ft.; AC 19, touch 8, flat-footed 19; Base Atk +12; Grp +28; Atk claw +19 melee (2d6+8); Full Atk 2 claws +19 melee (2d6+8); Space/Reach 15 ft./10 ft.; SA Destructive harmonics; SQ Blindsight 100 ft., immunities, protection from sonics; AL NE; SV Fort +10, Ref +7, Will +16; Str 26, Dex 10, Con 20, Int 12, Wis 18, Cha 12.

Skills and Feats: Hide +7, Listen +29, Move Silently +15, Survival +19; Ability Focus (destructive harmonics), Dodge, Improved Initiative, Improved Natural Attack (claw), Iron Will, Lightning Reflexes

SA – Destructive Harmonics (Su): A destrachan can blast sonic energy in a cone up to 80 feet long. It can also use this attack to affect any creatures or objects within a 30-foot radius. It can tune the harmonics of this destructive power to affect different types of targets.

Flesh: Disrupting tissue and rending bone, this attack deals 4d6 points of damage to all within the area (Reflex DC 21 half).

Nerves: A destrachan can focus its harmonics to knock out foes rather than slay them. This attack deals 6d6 points of nonlethal damage to all within the area (Reflex DC 21 half).

Material: When using this form of harmonics, a destrachan chooses wood, stone, metal, or glass. All objects made of that material within the area must succeed on a DC 21 Fortitude save or shatter. Objects (or portions of objects) that have up to 30 hit points are potentially affected by this attack.

SQ – Blindsight (Ex): A destrachan can use hearing to ascertain all foes within 100 feet as a sighted creature would.

Immunities: Destrachans have immunity to gaze attacks, visual effects, illusions, and other attack forms that rely on sight.

Protection from Sonics (Ex): While they can be affected by loud noises and sonic spells (such as *ghost sound* or *silence*), destrachans are less vulnerable to sonic attacks (+4 circumstance bonus on all saves) because they can protect their ears. A destrachan whose sense of hearing is impaired is effectively blinded, and all targets are treated as having total concealment.

Saddlebags of Loot: The efreet planned on being big spenders at the Bleak Theater and left their wealth in the "saddlebags." The total treasure is:

200 pp, 7,000 gp, azurite (11 gp), deep blue spinel (500 gp), alexandrite (700 gp), fire opal (1,400 gp), crysoprase (50 gp), *wand of mirror image* (CL 1st, 45 charges), divine *scroll of hide from undead*.

Area 14A-4 – Ivy Windows: This level has three total breaches in the floor that grant access to level 14B. Two of them are infested with spellruin ivy, and the third is area 14A-11. As the party approaches either of the infested areas (marked 14A-4a and 14A-4b on the map), read or paraphrase the following:

A great rent in the floor allows heat from below to enter this cave. Cooled magma forms a lip at the crack's rim, and the air above it shimmers. An ivy-like plant, with thumb-thick vines and three-bladed, serrated leaves, grows out of the hole and up the walls of this chamber. Somehow it is unaffected by the furnace conditions ... in fact, it glows like embers.

Development: This natural hole, or window, opens into the active tier, level 14B, so the air immediately above the window is hotter than that of the rest of this level (see the "Extreme Heat and Lava" sidebar on page 496).

The spellruin ivy does not choke the hole; in fact, it can be climbed down quite easily. See the Spellruin Ivy section above, for details on how it will affect any ongoing magic the party may have in place (particularly abjuration magic to shield them from the heat).

Each ivy-infested lava window descends 5 feet before opening into area 14B-1, about 23 feet above the floor. There is no obvious way down except to jump or fall.

Area 14A-5 – The Inky Lord (EL 15): In these tunnels, the party is at a disadvantage against the destrachans who lair here due to the latter's long-range blindsense ability. This encounter begins as the party is ambushed by a pack of destrachans. When the attack begins, read or paraphrase the following:

Suddenly your body is wracked by subsonic waves. The pain is intense as the infernal howling tears ligaments from muscle and muscle from bone.

This combat will only last for 2 rounds before the Inky Lord will show up, drawn to the attack. When it appears, read or paraphrase the following:

Suddenly, a liquid wave of darkness flows into the tunnel from behind the strange creatures. They hoot in fear as this primordial horror, an impossibly ancient, amorphous blob, lashes out at them.

Development: The Inky Lord has terrorized this level for a few years now, and most creatures have learned to avoid it at all costs. Any creature seeing it can make a DC 25 Knowledge (dungeoneering) or bardic knowledge check to recognize it as the Inky Lord, an infamous terror of the underdeep. It is far more feared than other creatures of its kind; to learn any actual knowledge about its abilities requires a standard Knowledge (dungeoneering) check, and since this is a unique creature, bardic knowledge can also be substituted for Knowledge (dungeoneering). The minimum DC is 30.

Tactics: A destrachan has above-average intelligence, so they figure that any creatures that can see down here do so with 60-foot darkvision. Therefore, these four will hold until the party approaches within 65 feet before opening up with their 80-foot-cone flesh-affecting disruptive harmonics. They continue to pummel at range for as long as possible.

Unnoticed, the Inky Lord is drawing near. It joins the attack on the opposite side of the destrachans as the party. The elder ooze always attempts to slam and then grapple the largest targets available. When the Inky Lord shows up, any destrachans not grappled by it will flee. If given a choice, the ooze will pursue the Large destrachans over attacking the adventurers, but after this encounter it becomes a wandering monster (see Random Encounters).

Destrachans (4): CR 8; Large aberration; HD 8d8+24; hp 60 each; Init +5; Spd 30 ft.; AC 18, touch 10, flat-footed 17; Base Atk +6; Grp +14; Atk claw +9 melee (1d6+4); Full Atk 2 claws +9 melee (1d6+4); Space/Reach 10 ft./5 ft.; SA Destructive harmonics; SQ Blindsight 100 ft., immunities, protection from sonics; AL NE; SV Fort +5, Ref +5, Will +10; Str 18, Dex 12, Con 16, Int 12, Wis 18, Cha 12

Skills and Feats: Hide +8, Listen +25, Move Silently +7, Survival +9; Dodge, Improved Initiative, Lightning Reflexes.

SA – Destructive Harmonics (Su): A destrachan can blast sonic energy in a cone up to 80 feet long. It can also use this attack to affect any creatures or objects within a 30-foot radius. It can tune the harmonics of this destructive power to affect different types of targets.

Flesh: Disrupting tissue and rending bone, this attack deals 4d6 points of damage to all within the area (Reflex DC 15 half).

Nerves: A destrachan can focus its harmonics to knock out foes rather than slay them. This attack deals 6d6 points of nonlethal damage to all within the area (Reflex DC 15 half).

Material: When using this form of harmonics, a destrachan chooses wood, stone, metal, or glass.

All objects made of that material within the area must succeed on a DC 15 Fortitude save or shatter. Objects (or portions of objects) that have up to 30 hit points are potentially affected by this attack.

SQ – Blindsight (Ex): A destrachan can use hearing to ascertain all foes within 100 feet as a sighted creature would.

Immunities: Destrachans have immunity to gaze attacks, visual effects, illusions, and other attack forms that rely on sight.

Protection from Sonics (Ex): While they can be affected by loud noises and sonic spells (such as *ghost sound* or *silence*), destrachans are less vulnerable to sonic attacks (+4 circumstance bonus on all saves) because they can protect their ears. A destrachan whose sense of hearing is impaired is effectively blinded, and all targets are treated as having total concealment.

The Inky Lord, Unique Elder Black Pudding: CR 14; Gargantuan ooze; HD 20d10+180; hp 290; Init -5; Spd 20 ft., climb 20 ft.; AC 1, touch 1, flat-footed 1; Base Atk +15; Grp +35; Atk/Full Atk slam +19 melee (3d6+12 plus 3d6 acid); Space/Reach 20 ft./20 ft.; SA Acid, constrict 2d8+12 plus 2d6 acid, greater grab; SQ Blindsight 60 ft., ooze traits, split, truly amorphous; AL N; SV Fort +15, Ref +1, Will +1; Str 26, Dex 1, Con 28, Int –, Wis 1, Cha 1.

Skills and Feats: Climb +16.

SA – Acid (Ex): The Inky Lord secretes a digestive acid that dissolves organic material and metal quickly, but does not affect stone. Any melee hit or constrict attack deals acid damage, and the opponent's armor and clothing dissolve and become useless immediately unless they succeed on DC 29 Reflex saves. A metal or wooden weapon that strikes the Inky Lord also dissolves immediately unless it succeeds on a DC 29 Reflex save. The Inky Lord's acidic touch deals 21 points of damage per round to wooden or metal objects, but it must remain in contact with the object for 1 full round to deal this damage.

Constrict (Ex): The Inky Lord deals automatic slam and acid damage with a successful grapple check. The opponent's clothing and armor take a –4 penalty on Reflex saves against the acid.

Greater Grab (Ex): The Inky Lord has this unique ability. If it hits a creature at least one size smaller than itself with a slam attack, it deals normal damage and may attempt to start a grapple as a free action without provoking an attack of opportunity. If it establishes a hold, it pulls its opponent into its space and can constrict.

If the creature struck was at least two sizes smaller than itself, the Inky Lord can opt to use that part of its amorphous body that struck the victim to hold the opponent at no penalty. When doing so, the Inky Lord is not considered grappled, so it does not lose its Dexterity bonus to AC, it threatens an area, and it can use any remaining attacks against other opponents. With this ability, the Inky Lord can grapple up to four Large creatures at once. For each size category smaller, it can grapple twice as many opponents (eight Medium, sixteen Small, etc.), and each opponent counts as one-half the next larger size. For example, the Inky Lord can grapple three Large creatures, one Medium creature, and two Small creatures at once.

SQ – Split (Ex): Slashing and piercing weapons deal no damage to the Inky Lord. Instead the creature splits into two identical puddings, each with half of the original's current hit points (round down). A pudding with 10 hit points or less cannot be further split and dies if reduced to 0 hit points.

Truly Amorphous (Ex): The area occupied by the Inky Lord is completely shapeable. It will always occupy 16 contiguous squares, but can easily pass through areas at least 5 feet across without squeezing. When hunting, the Inky Lord normally stretches itself out as far as it will go, maximizing the reach of its 60-foot blindsight. Finally, the Inky Lord is unaffected by difficult terrain; it flows amid the cracks and rubbles as easily as if it were a flat plane.

Area 14A-6 – Magma Tunnel: As the party approaches this area, read or paraphrase the following:

> *From ahead, you feel tremendous heat, and the darkness lightens slightly as if a fire is burning. After a short distance, see that the tunnel slopes downward sharply, and ends in a pool of magma.*

Development: This is effectively a dead end. If the party gets too close to the magma, they will suffer the effects of extreme heat (see the "Extreme Heat and Lava" sidebar on page 496).

Area 14A-7 – Petrified Inferno Cat: As the party approaches this area, read or paraphrase the following:

> *A solitary statue of a broad-shouldered, tiger-like creature stands in the middle of this tunnel. The statue is posed in as if the creature is about to pounce, and by the looks of its dagger-length claws, that would be an unhappy event. The fierce feline was carved with several simulated wounds all over its body, and is fine craftsmanship.*

Development: This inferno cat got into it with the gorgons in area 14A-8, and ended up getting petrified. The beast is too savage to understand gratitude, so if anyone bothers to free it with *stone to flesh*, they will have a fight on their hands. Use the

stats of the wandering monster inferno cat (see Random Encounters), but this particular creature only has 45 hp due to its previous combat.

Anyone making a DC 10 Heal check to examine the inferno cat's wounds can determine they were caused by smooth, round, puncturing instruments, like spikes or horns.

Tracks: Anyone making a DC 30 Survival check in conjunction with the Track feat can find a few prints in this area. First, this whole length of tunnel has been scuffed, and there are spots of blood scattered everywhere. A set of feline prints leads into this section of tunnel and ends at the statue. Several sets of hoofed prints enter from one direction and then leave via another (heading toward area 14A-8).

Area 14A-8 – The Herd (EL 14): The gorgons in here are stupid creatures that make no attempt at stealth, so it is possible the party will hear deep lowing sounds and rumbling grunts as they approach this area. If the party exercises reasonable stealth, they have a good chance of sneaking up on these creatures.

When the party can see into this area (assuming they haven't alerted the gorgons), read or paraphrase the following:

A small herd of three metal-plated cows stands around this large cave, chewing on lichen and sniffing the air. For all how they resemble simple bovines, a glance tells you their horns could puncture plate armor. One, slightly larger than the rest and far more muscled, sports two brutish heads sprouting from its barrel-like body.

Development: This is where the gorgons lair and give birth to their young. The gorgons typically feed off cave lichen and the spellruin ivy, only occasionally supplementing their diet with small underground mammals or slain inferno cats. The Bull is a two-headed genetic abnormality, but has grown to leadership of this herd.

Tactics: All gorgons reflexively use their breath attack in the first round of combat and whenever they are able, but they will always take care to not catch another gorgon in the cone. In subsequent rounds, the Bull will trample over the smallest opponent near him and the rest will engage the party in melee.

With its two heads, the Bull can use its breath weapon and gore attack in the same round during a full attack. Despite having two heads, it can still only use its breath attack once every 1d4 rounds.

The Bull chases fleeing PCs until they are at least 100 foot away from any other gorgon. Any gorgon but the Bull reduced to 20 hit points or less will attempt to flee the area, trampling a PC if possible. The Bull fights to the death as long as there is another gorgon present; if he's the last one, he'll flee when he's at 20 hit points or less.

The Bull, Advanced Elite Multi-Headed Gorgon: CR 12; Large magical beast (augmented); HD 15d10+105; hp 187; Init +3; Spd 30 ft.; AC 23, touch 8, flat-footed 23; Base Atk +15; Grp +25; Atk gore +20 melee (2d6+9); Full Atk 2 gores +20 melee (2d6+9); Space/Reach 10 ft./5 ft.; SA Breath weapon, trample 1d8+9; SQ Darkvision 60 ft., lowlight vision, multiple minds, scent; AL N; SV Fort +16, Ref +10, Will +10; Str 23, Dex 8, Con 25, Int 2, Wis 16, Cha 10.

Skills and Feats: Listen +14, Spot +14; Alertness, Combat Reflexes, Improved Initiative, Improved Natural Armor (2), Improved Natural Attack (gore), Lightning Reflexes, Iron Will.

SA – Breath Weapon (Su): 60-foot cone, once every 1d4 rounds (but no more than five times per day), turn to stone permanently, Fortitude DC 24 negates.

Trample (Ex): Reflex DC 23 half.

SQ – Multiple Minds (Ex): The Bull has a brain in each of its heads, and each is considered a separate target for mind-affecting spells or effects (such as *charm monster*). If one brain is under such an influence, the unaffected brain controls the body. Essentially, this means many mind-affecting effects and spells must affect both heads (either through multiple castings or by having multiple targets) to have their desired result.

Advanced Gorgons (2): CR 10; Large magical beast; HD 14d10+84; hp 176, 169; Init +4; Spd 30 ft.; AC 22, touch 9, flat-footed 22; Base Atk +14; Grp +23; Atk/Full Atk gore +18 melee (1d8+7); Space/Reach 10 ft./5 ft.; SA Breath weapon, trample 1d8+7; SQ Darkvision 60 ft., lowlight vision, scent; AL N; SV Fort +15, Ref +9, Will +7; Str 21, Dex 10, Con 22, Int 2, Wis 12, Cha 9.

Skills and Feats: Listen +12, Spot +11; Alertness, Improved Initiative, Improved Natural Armor (2), Iron Will.

SA – Breath Weapon (Su): 60-foot cone, once every 1d4 rounds (but no more than five times per day), turn to stone permanently, Fortitude DC 23 negates.

Trample (Ex): Reflex DC 22 half.

Area 14A-9 – Demonhold Entrance: If the party enters the Burning Maze at this point, read or paraphrase the following:

The glowing crimson shaft opens into the ceiling of a stone crawlspace about thirty feet down. The area below is tight, only five feet high, and you see no light coming from beyond.

When the party moves out of the shaft, read or paraphrase the following:

The crawlspace is actually a lava seal, a niche carved into the rock about twenty feet above the floor. A narrow ledge, a flow ledge, runs along the wall on the right-hand side. It is only about six inches wide.

The cave structure down here is unlike anything you've seen previously. The walls are smooth, almost as if they were worked by spell or skill, but the floor is pockmarked and littered with fused rubble. Walking down here will be difficult, much less running.

If the party entered through area 14A-1 and subsequently discovers the shaft to the Demonhold, read or paraphrase the following:

The flow ledge leads to a cramped crawlspace. There is a smooth, round shaft carved in the ceiling of the crawlspace, and it faintly glows by the light of red sigils somehow inscribed onto its walls.

Development: This area is rarely traveled and is instinctually avoided by the lesser-intelligent denizens of the Burning Maze. Climbing the shaft takes the party to area 13-21.

Following the Flow Ledge: This flow ledge, as depicted on the map, hugs the wall for a ways before it ends in another lava seal. Inside that niche is the skeleton of a former adventurer, Sinj Spellsteel, who succumbed to heat exposure. Sinj was a companion of Peduncle Hilspek (level 9C). The skeleton is harmless, and it has the following equipment and treasure: masterwork cold iron longsword, +*3 dagger,* a *staff of fire* (25 charges), an *amulet of natural armor +5*, and 10 pp. There is also a nonmagical necklace with a steel medallion depicting a hen bowing before a man in a jester's cap. A DC 30 Knowledge (nobility and royalty) or bardic knowledge check would recognize the device as belonging to the Fellowship of the Humbled Hen.

Area 14A-10 – Remnants (EL 15): This encounter is an ambush that takes place in one of four innocuous tunnels, whichever the party passes through first (each is marked 14A-10 on the map). When the wraiths attack, read or paraphrase the following:

Rising like an ill mist from the floor are three shapes composed of non-light and shadow. They are in the outline of physically powerful men, but their substance is merely darkness.

Development: Back when Benthos ruled Castle Whiterock, three half-dragon ogres guarded the Burning Maze for him. When Silhouette was scouting where to have the water empty into the Burning Maze, she slew the ogres. Their anger and helplessness as Benthos was subsequently slain trapped their spirits in the Material Plane, making them dread wraiths. They still guard the safest entrance to the bottom level of the Burning Maze.

Tactics: When the wraiths appear, they will have surrounded the party. The wraiths gain no special advantage from standing and fighting, so they don't. Instead, they are very mobile attackers, weaving in and out of the solid substance of the tunnel as they flit around the party. They try to keep some distance from each other so that a single turn undead attempt won't catch more than one.

They rarely completely emerge from the stone; sometimes all that will be seen of them is a wispy limb and the outline of a head. Since they are typically at least 50% in the stone, they have cover (+4 to AC, +2 to Reflex saves, not included in below stats).

The wraiths use their lifesense ability to target which adventurers are closest to death. Each round, all wraiths will attack whichever hero is easiest to kill. If they manage to turn a PC into a wraith, they use it to flank.

These dread wraiths will pursue fleeing characters and fight to the death. If turned, they will flee to area 14A-11, and will return as soon as they are able.

Advanced Dread Wraiths (3): CR 12; Large undead (incorporeal); HD 20d12; hp 137, 133, 131; Init +13; Spd fly 60 ft. (good); AC 25, touch 25, flat-footed 16; Base Atk +10; Grp –; Atk/Full Atk incorporeal touch +18 melee (3d6 plus 1d8 Constitution drain); Space/Reach 10 ft./10 ft.; SA Constitution drain, create spawn; SQ Darkvision 60 ft., daylight powerlessness, incorporeal traits, lifesense 60 ft., undead traits, unnatural aura; AL LE; SV Fort +6, Ref +15, Will +16; Str –, Dex 28, Con –, Int 17, Wis 18, Cha 25.

Skills and Feats: Diplomacy +9, Hide +28, Intimidate +26, Knowledge (religion) +26, Listen +25, Search +26, Sense Motive +27, Spot +29, Survival +12 (+14 following tracks); Ability Focus (Constitution drain), Alertness, Blind-Fight, Combat Reflexes, Dodge, Improved Initiative, Improved Natural Attack (incorporeal touch), Mobility, Spring Attack.

SA – Constitution Drain (Su): Living creatures hit by a dread wraith's incorporeal touch attack must succeed on a DC 29 Fortitude save or take 1d8 points of Constitution drain. On each such successful attack, the dread wraith gains 5 temporary hit points.

Create Spawn (Su): Any humanoid slain by a dread wraith becomes a wraith in 1d4 rounds. Its body remains intact and inanimate, but its spirit is torn free from its corpse and transformed. Spawn are under the command of the wraith that created them and remain enslaved until its death. They do not possess any of the abilities they had in life.

SQ – Daylight Powerlessness (Ex): Wraiths are utterly powerless in natural sunlight (not merely a daylight spell) and flee from it.

Lifesense (Su): A dread wraith notices and locates living creatures within 60 feet, just as if it possessed the blindsight ability. It also senses the strength of their life force automatically, as if it had cast deathwatch.

Unnatural Aura (Su): Animals, whether wild or domesticated, can sense the unnatural presence of a wraith at a distance of 30 feet. They will not willingly approach nearer than that and panic if forced to do so; they remain panicked as long as they are within that range.

Area 14A-11 – Lava Window: When the party approaches one of this area, read or paraphrase the following:

> *An open-mouthed pit yawns in the middle of the floor. A fiery glow seeps into the room from that chasm, and the air above it is distorted by waves of heat.*

Development: This natural hole, or window, opens into the active tier, level 14B, so the air immediately above the window is hotter than that of the rest of this level (see the "Extreme Heat and Lava" sidebar on page 496).

This hole descends 10 feet before opening into area 14B-1. The space between the top of the plateau in area 14B-1 and the bottom of the hole is a short, 4-foot gap.

Areas of the Map (Level 14B – Active)

This level is a naturally occurring system of lava tubes and caverns, often filled with molten rock. There are no doors and the thickness of the walls varies.

Natural Stone Wall: Hardness 8, 15 hp per inch of thickness.

Some areas contain lava balls, lava blades, or welded breakdown, and so may be difficult terrain. Similarly, the lava gives off some illumination. Unless otherwise noted, assume all areas are normal terrain and filled with shadowy illumination.

The height of the ceiling varies greatly; each area indicates the proper height.

Finally, several of the lava tubes on this level are filled with magma. To travel through them, the party would have to be completely submerged in lava.

Area 14B-1 – Combustion (EL 16): As the party approaches this area, read or paraphrase the following:

> *A vast lake of lava fills this cavern, lighting it in a baleful red glow. Small islets of rock break the surface, offering solid ground. The ceiling is uneven here and marked by long years of volcanic activity; on average, it is forty feet high.*
>
> *All over the walls grows a kind of ivy with trefoil, serrated leaves. The plant emits a shifting light like a lit charcoal. Small mats of it even grow on the surface of the lava, appearing to feed off the heat.*

When the conflagration worm appears, read or paraphrase the following:

> *A segmented trunk erupts from the magma, rising fifteen feet in the air before bending back on itself. The blunt head of this titanic worm splits into three sections, each ringed by endless rows of white teeth. Veins like red-hot wires web close to the surface of the monster's pallid flesh.*

Development: All walls contain spellruin ivy, so anyone within 10 feet of a wall is subject to spellruin ivy. See the Spellruin Ivy section above, for how it affects the party's magic.

A DC 25 Spot check will notice localized rolling in the action of the lava, as if something is moving beneath it. The conflagration worm is drawn to the vibration of movement on the islets or on the plateaus. Any movement on these rough masses of a single Large creature, or four or more Medium creatures, or sixteen or more Small creatures, is sufficient to spur the worm to attack.

Surfaces in this area are considered difficult terrain. The ceiling varies greatly in here; any given square has a height of 24+2d8 feet.

Tactics: After the worm appears, it remains in place and attacks whoever is closest to it. On the beginning of the third round, it will use its vomit smoke ability to try to cover the islet where the party is standing. It prefers to vomit smoke over using its coil slam, but if it can catch more than two adventurers in a coil slam, it will do so.

Extreme Heat and Lava

Areas of extreme heat (air temperature over 140° F), like those on level 14B, deal lethal damage. The spell *endure elements* is not sufficient to protect creatures not acclimated to life here. Breathing air in these temperatures deals 1d6 points of damage per minute (no save). In addition, a character must make a Fortitude save every 5 minutes (DC 15, +1 per previous check) or take 1d4 points of nonlethal damage. Those wearing heavy clothing or any sort of armor take a –4 penalty on their saves. In addition, those wearing metal armor or coming into contact with very hot metal are affected as if by a *heat metal* spell.

The elemental endurance special quality of the jann allows them to survive here unimpeded.

Lava or magma deals 2d6 points of damage per round of exposure, except in the case of total immersion (such as when a character falls into the crater of an active volcano), which deals 20d6 points of damage per round. Damage from magma continues for 1d3 rounds after exposure ceases, but this additional damage is only half of that dealt during actual contact (that is, 1d6 or 10d6 points per round).

An immunity or resistance to fire serves as an immunity to lava or magma. However, a creature immune to fire might still drown if completely immersed in lava.

If the conflagration worm is reduced to fewer than 100 hit points, it will withdraw and heal, returning to attack only when it returns to full health. It pursues fleeing opponents as best it can, but is somewhat limited by its senses (it would have a hard time following a flying party).

Advanced Conflagration Worm: CR 16; Gargantuan magical beast (fire); HD 21d10+147; hp 262; Init +0; Spd 10 ft., swim 40 ft.; AC 16, touch 6, flat-footed 16; Base Atk +21; Grp +45; Atk/Full Atk bite +29 melee (3d8+18 plus 2d8 fire/19-20); Space/Reach 20 ft./15 ft.; SA Aura of combustion, coil slam, vomit smoke; SQ Blindsight 20 ft., fast healing 2, heat dependent, immunity to fire, tremorsense 60 ft., vulnerability to cold; AL N; SV Fort +19, Ref +14, Will +9; Str 34, Dex 10, Con 25, Int 1, Wis 10, Cha 10.

Skills and Feats: Listen +27, Swim +19*; Diehard, Endurance, Improved Critical (bite), Improved Natural Attack (bite), Iron Will, Lightning Reflexes, Skill Focus (Listen), Weapon Focus (bite).

*Only possible in lava or magma.

SA – Aura of Combustion (Ex): Conflagration worms generate such heat that flammable items (and creatures!) within 10 feet of them are in danger of catching fire. When a creature starts its turn within the aura of combustion, it must make a DC 27 Reflex save. Those failing catch on fire, and must make a Reflex save for each flammable item on their person to avoid the same fate. Burning equipment and creatures take 1d6 points of fire damage immediately, and 1d6 points of fire damage each subsequent round.

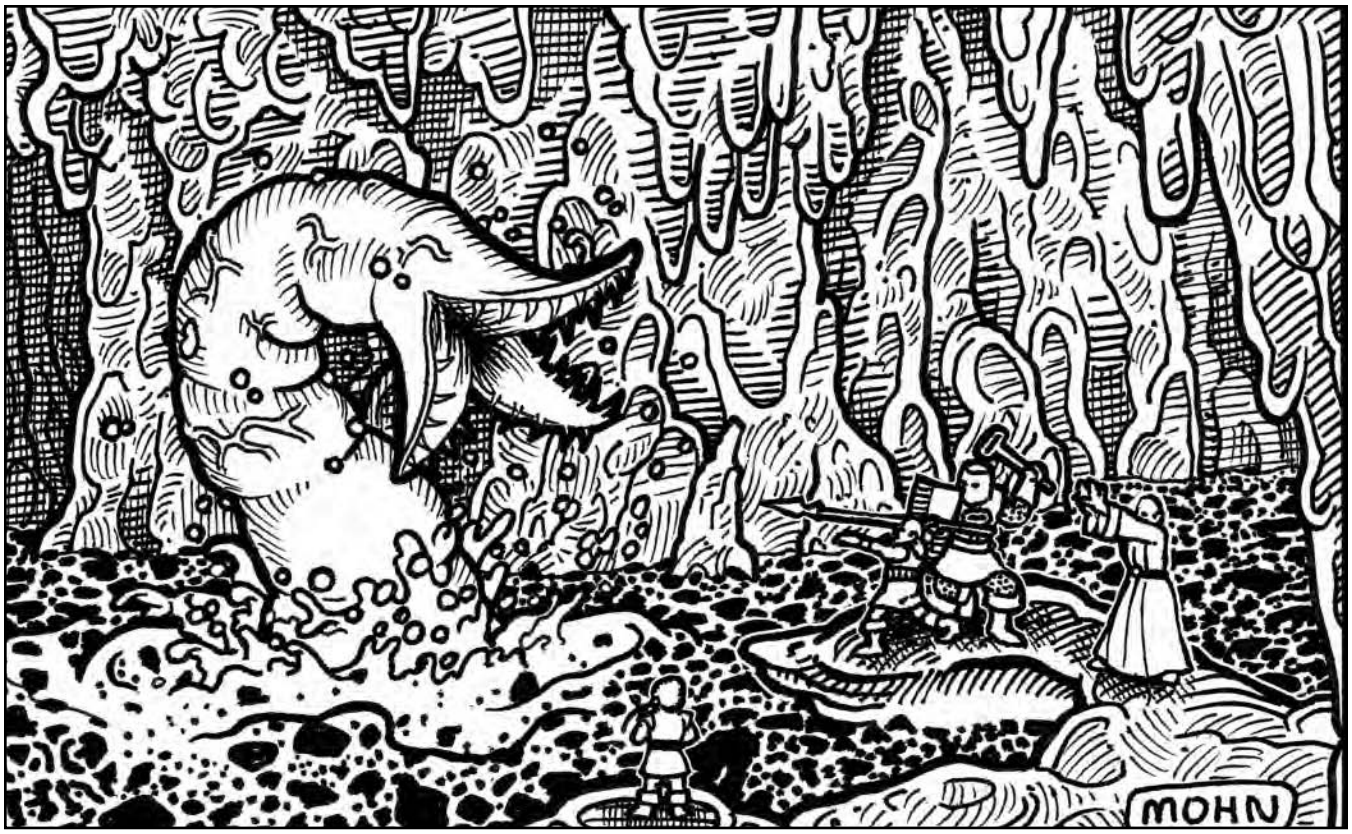
In each subsequent round, if the creature is outside the aura of combustion, the burning creature may attempt another save at the same DC to put itself out. Creatures rolling on the ground gain a +4 bonus to the save. If a creature extinguishes itself, it is considered to have extinguished any equipment as well.

Coil Slam (Ex): As a full attack action, a conflagration worm can slam down a looped section of its body. This attack affects a 10-foot-square area that must be entirely within the conflagration worm's reach. Creatures caught in the target area take 4d6+12 damage and fall prone (DC 32 Reflex save for half, may remain standing).

The coil slam of a Colossal conflagration worm affects a 15-foot-square area and inflicts 4d8 damage (plus Strength).

After using its coil slam, a conflagration worm is flat-footed until the start of its next turn.

Vomit Smoke (Ex): Once per hour, as a free action, a conflagration can spew forth a thick cloud of superheated smoke, filling a 30-foot cone.



Creatures within the area of effect must make a DC 27 Fortitude save or take 2d6 points of nonlethal damage from the heat; creatures that breathe take an additional 4d6 points of nonlethal damage from smoke inhalation.

Smoke from this attack normally lingers for 1d3+1 rounds, but wind of moderate strength or better will disperse it in 1 round. Creatures that breathe who begin their turn in a smoke-filled square must make a DC 27 Fortitude save or spend their turn coughing and choking, taking no actions. This DC increases by +1 for every consecutive failed save. Creatures who choke for 2 consecutive rounds (and every round thereafter) take 1d6 points of nonlethal damage.

The smoke provides concealment to those inside it (but creatures like the conflagration worm that rely on tremorsense or blindsight ignore it).

SQ – Fast Healing (Ex): A conflagration worm heals only if it is completely submerged in molten rock or some other superheated substance.

Heat Dependent (Ex): These beasts cannot stray from extreme heat, much as fish cannot live outside water. If a conflagration worm is ever not in contact with a source of extreme heat, such as lava, at the beginning of its turn, it takes 2d12 points of damage as its body cools.

Area 14B-2 – Constant Gardeners (EL 15): As the party approaches this area, call for Listen checks. A DC 10 Listen check will hear two creatures conversing in Ignan, complaining about "these blasted plants" and wondering, "How much more before we head up to the Theater?" As the party approaches the area, read or paraphrase the following:

More of the magic-foiling ivy grows here in a thick mass, coating all surfaces of the tunnel and making it hard to move around. You see a steady light up ahead.

When the party can see into the cave, read or paraphrase the following:

Three overgrown, humanoid creatures occupy this cave. Two have small horns protruding from their head and wear baggy, bronze pantaloons over their bright red skin. These hack at the ivy with curved sickles. The third is a fearsome warrior, with half-plate armor and a long glaive at the ready. His black skin and fiery red hair mark him as a giant common to climates such as these. Sticking out of the wall next to the giant is a magical torch that does not flicker or sputter.

A red-gold stream of fire bisects the cave, originating from up ahead.

Development: These efreet were sent here by the

Padishah to trim back the spellruin ivy. They are bored and eager for a distraction. Their fire giant bodyguard is a slave and hates his masters, but performs his duty to defend them as best he can.

All surfaces here are rough terrain. Squares marked with an X contain spellruin ivy. The ceiling averages 14 feet in height here.

Tactics: The efreet are well aware of the powers of spellruin ivy, and know it limits their ability to fight as they normally would. Their new tactic, therefore, is to grapple with the adventurers and pin them while their bodyguard wipes them out with his glaive. The efreet, being proud creatures, will grapple the strongest heroes they can see.

The fire giant typically uses Power Attack for 10 points. He tries to target foes who are casting spells or using missile weapons.

If the party flees, the genies will mock them but get back to work. The genies are far too proud to ever surrender, and fight to the death. The fire giant, however, will surrender as soon as the genies are slain. He'll offer information and cessation of hostilities for his freedom to leave.

Advanced Elite Efreet (2): CR 10; Large outsider (extraplanar, fire); HD 12d8+24; hp 83, 72; Init +9; Spd 20 ft., fly 40 ft. (perfect); AC 20, touch 14, flat-footed 15; Base Atk +12; Grp +27; Atk masterwork sickle +19 melee (1d8+7) or slam +18 melee (1d8+7 plus 1d6 fire); Full Atk masterwork sickle +19/+14/+9 melee (1d8+7) or 2 slams +18 melee (1d8+7 plus 1d6 fire); Space/Reach 10 ft./10 ft.; SA Change size, heat, spell-like abilities; SQ Darkvision 60 ft., immunity to fire, plane shift, telepathy 100 ft., vulnerability to cold; AL LE; SV Fort +10, Ref +13, Will +9; Str 25, Dex 20, Con 14, Int 14, Wis 12, Cha 20.

Skills and Feats: Bluff +20, Craft (writing) +17, Concentration +17, Diplomacy +24, Disguise +6 (+8 acting), Intimidate +22, Listen +16, Move Silently +20, Ride (destrachan) +12, Sense Motive +16, Spot +16; Combat Casting, Combat Reflexes, Dodge, Improved Grapple, Improved Initiative, Quicken Spell-Like Ability (*scorching ray*).

SA – Change Size (Sp): Twice per day, an efreeti can magically change a creature's size. This works just like an *enlarge person* or *reduce person* spell (the efreeti chooses when using the ability), except that the ability can work on the efreeti. A DC 17 Fortitude save negates the effect. This is the equivalent of a 2nd-level spell.

Heat (Ex): An efreeti's red-hot body deals 1d6 points of extra fire damage whenever it hits in melee, or in each round it maintains a hold when grappling.

Spell-Like Abilities: At will – *detect magic, produce flame, pyrotechnics* (DC 17), *scorching ray* (1 ray only); 3/day – *invisibility, wall of fire* (DC 19); 1/day – grant up to three *wishes* (to nongenies only), *gaseous form, permanent image* (DC 20), *polymorph* (self only). Caster level 12th.

SQ – Plane Shift (Sp): A genie can enter any of the elemental planes, the Astral Plane, or the Material Plane. This ability transports the genie and up to eight other creatures, provided they all link hands with the genie. It is otherwise similar to the spell of the same name (caster level 13th).

Possessions: 2 masterwork sickles. One has a set of brass spurs (70 gp), and the other has a fire opal pendant with gold chain (900 gp).

Fire Giant Grd8: CR 14; Large giant (fire); HD 15d8+75 plus 8d6+40; hp 210; Init +0; Spd 30 ft.; AC 25, touch 9, flat-footed 25; Base Atk +19; Grp +34; Atk +*1 glaive* +30 melee (2d8+17/19-20 x3) or spiked gauntlet +29 melee (1d6+11) or rock +20 ranged (2d6+11 plus 2d6 fire); Full Atk +*1 glaive* +30/+25/+20/+15 melee (2d8+17/19-20 x3) or spiked gauntlet +29/+24/19/+14 melee (1d6+11) or rock +20 ranged (2d6+11 plus 2d6 fire); Space/Reach 10 ft./10 ft. (15 ft. with glaive); SA Rock throwing; SQ Immunity to fire, low-light vision, rock catching, vulnerability to cold; AL LE; SV Fort +22, Ref +9, Will +13; Str 32, Dex 10, Con 21, Int 10, Wis 14, Cha 11.

Skills and Feats: Appraise +0 (+2 armor), Climb +11, Craft (armorsmithing) +6, Intimidate +6, Jump +11, Listen +26, Spot +26; Alertness, Cleave, Great Cleave, Improved Critical (glaive), Improved Overrun, Improved Sunder, Iron Will, Power Attack.

SA – Rock Throwing (Ex): The range increment for a fire giant's thrown rocks is 120 feet.

SQ – Rock Catching (Ex): A giant of at least Large size can catch Small, Medium, or Large rocks (or projectiles of similar shape). Once per round, a giant that would normally be hit by a rock can make a Reflex save to catch it as a free action. The DC is 15 for a Small rock, 20 for a Medium one, and 25 for a Large one. (If the projectile provides a magical bonus on attack rolls, the DC increases by that amount.) The giant must be ready for and aware of the attack in order to make a rock catching attempt.

Possessions: +1 glaive, spiked gauntlet, +*1 half plate armor, cloak of resistance +2, potion of levitate* (CL 3rd), *potion of protection from cold* (CL 5th), *everburning torch*, 3,023 gp.

Area 14B-3 – The Rift: As the party approaches this area, read or paraphrase the following:

Following the brilliant ribbon of superheated rock up an inclined tunnel, you arrive in a small cave. The contours of this hollow are twisted

and irregular due to the fantastic heat put off by a blazing hole in the air. The lava stream originates from this hole, thickly flowing in an endless stream.

The edges of the hole-in-the-air shimmer with a sickly purple light, almost like a bruise.

Development: The floor here is difficult terrain, and the ceiling is only on average 8 feet in height. A successful DC 20 Knowledge (the planes) check will determine that this is a naturally occurring planar rift that most likely leads to the Plane of Elemental Fire.

Any item or body part stuck through the rift takes 3d10 points of fire damage instantly (and every subsequent round) and, if it is flammable, will catch on fire (no save).

Specifically, the rift emerges at the bottom of a magma river near the domain of the Padishah of the Efreet, Fa'al'zaqan. Locations and encounters on the Plane of Elemental Fire do not directly relate to Castle Whiterock, and therefore are not dealt with here. If your party wishes to explore the fire plane, see Future Adventures (below) for suggestions.

Area 14B-4a – Crusted Lake: This area has no ambient light given off by magma. As the party approaches this area, read or paraphrase the following:

This was once another lava lake, but now it has cooled solid. The ceiling is literally covered by strange stalactites that look like liquid rock frozen in place, and the walls are very rough, as if putty was thrown about and left to dry. The only spots not marked by these formations are the floor, which is smooth, and a six-foot crack in the ceiling.

Most impressive, however, is the solidified lavafall that used to pour into this area. Like an irregular pillar, it rises up about thirty feet to the ceiling. There is a cave mouth atop the lavafall.

A pair of incongruous stone doors are set into the wall across the surface of the lake. They seem to be unadorned.

Development: A DC 25 Spot check will notice that there is a hollow atop the lavafall. That is the guard station for the jann who serve Baghamaya (area 14B-7). One janni is always positioned on the lavafall to watch for intruders. Unless the party is making an effort to be stealthy, the janni will telepathically alert his fellow and combat will ensue.

Silhouette's master plan to defeat Benthos involved shunting water from level 7 down an artificially created crack in the earth to this point. When the water hit the magma, it created a fantastic explosion of steam and superheated rock, creating the strange formations along the ceiling and walls. A DC 35 Spot check on the walls will discover a few fish bones melded into the stone ... a clue that something strange happened here.

The doors are locked (Open Lock DC 40); the jann cleric carries the key. The doors have the following stats:

Stone Door: 3 in. thick, hardness 8, 45 hit points, Open Lock DC 40.

Area 14B-4b – Bodyguards (EL 15): This area has no ambient light. As the party approaches, read or paraphrase the following:

Atop the frozen lavafall, you discover a small recess – clearly part of a large lava tube that has been sealed off. A natural flow ledge makes a passable bench along the right wall, and this area's inhabitants have made use of it, setting up a game of cards that was interrupted by your arrival. A few thousand gold and several gems are stacked neatly in three piles.

Development: The jann spend their time here unless ordered to do otherwise by Baghamaya. They are faithful to the terms of their contract, which includes killing any unknown intruders into this area.

Gambling Stakes: The jann mercenaries were gambling with their pay: 9,000 gp and 23 iolite gems (80 gp each).

Tactics: The two jann fighters make use of their Improved Flyby Attack feat as much as possible. They fight by flitting around and targeting any spellcasters. If they get into one-on-one combat with an obvious fighter, they typically first try to disarm their opponent, or if that doesn't seem to work (or it is obvious that won't work), they will use Combat Expertise for 4 points. If they get flanked, they will use Whirlwind Attack and always Dodge the least-armored foe, anticipating that to be a rogue.

If a fighter is reduced to fewer than 20 hit points, he will turn *invisible* and use telepathy to signal to the cleric that he needs healing. He will not attack again until he is healed; if the cleric is dead, he will escape by using plane shift to flee to the Plane of Elemental Fire.

The cleric is primarily concerned with healing and boosting his allies. In the first round of combat, he turns invisible. He will not attack or cast an attack spell until one of the fighters is slain, choosing instead to cast these spells in roughly this order: *status, bull's strength, deathwatch, prayer*. He will

interrupt this spellcasting to heal a companion or cast *death knell* on a dying adventurer. The first three times he casts a healing spell, he uses his *metamagic rod (silent).*

If the cleric enters combat, he tries to engage any lightly-armored spellcasters in melee.

The jann will pursue any fleeing opponents.

Jann Ftr 6 (2): CR 10; Medium outsider (native); HD 6d8+18 plus 6d10+36; hp 108, 96; Init +8; Spd 30 ft., fly 20 ft. (perfect); AC 21, touch 14, flat-footed 17; Base Atk +12; Grp +18; Atk +*2 falchion* +20 melee (2d4+11/18-20) or longbow +16 ranged (1d8/x3); Full Atk +*2 falchion* +20/+15/+10 melee (2d4+11/18-20) or longbow +16/+11/+6 ranged (1d8/x3); SA Change size, spell-like abilities; SQ Darkvision 60 ft., elemental endurance, plane shift, resistance to fire 10, telepathy 100 ft.; AL N; SV Fort +13, Ref +11, Will +8; Str 22, Dex 18, Con 16, Int 16, Wis 12, Cha 12.

Skills and Feats: Appraise +12 (+14 paintings and writings), Concentration +12, Craft (painting) +14, Craft (writing) +14, Diplomacy +12, Escape Artist +12, Intimidate +9, Listen +10, Move Silently +12, Ride +21, Sense Motive +10, Spot +10, Swim +12, Use Rope +4 (+6 with bindings); Combat Expertise, Combat Reflexes, Dodge, Flyby Attack, Improved Disarm, Improved Flyby Attack, Improved Initiative, Mobility, Spring Attack, Whirlwind Attack.

SA – Change Size (Sp): Twice per day, a janni can magically change a creature's size. This works just like an *enlarge person* or *reduce person* spell (the janni chooses when using the ability), except that the ability can work on the janni. A DC 13 Fortitude save negates the effect. This is the equivalent of a 2nd-level spell.

Spell-Like Abilities: 3/day – *invisibility* (self only), *speak with animals*. Caster level 12th. Once per day, a janni can *create food and water* (caster level 7th) and can use *ethereal jaunt* (caster level 12th) for 1 hour.

SQ – Elemental Endurance (Ex): Jann can survive on the Elemental Planes of Air, Earth, Fire, or Water for up to 48 hours. Failure to return to the Material Plane before that time expires causes a janni to take 1 point of damage per additional hour spent on the elemental plane, until it dies or returns to the Material Plane.

Plane Shift (Sp): A genie can enter any of the elemental planes, the Astral Plane, or the Material Plane. This ability transports the genie and up to eight other creatures, provided they all link hands with the genie. It is otherwise similar to the spell of the same name (caster level 13th).

Possessions: +2 falchion, longbow, 10 arrows, +*2 chain shirt, potion of barkskin* (CL 12th), 150 gp.

Janni Clr6: CR 10; Medium Outsider (Native); HD 6d8+12 plus 6d8+12; hp 76 hp; Init +6; Spd 20 ft., fly 15 ft. (perfect); AC 22, touch 12, flat-footed 20; Base Atk +10; Grp +15; Atk scimitar +15 melee (1d6+5/18-20) or longbow +12 ranged (1d8/x3); Full Atk scimitar +15/+10 melee (1d6+5/18-20) or longbow +12/+7 ranged (1d8/x3); SA Change size, spells, spell-like abilities; SQ Darkvision 60 ft., elemental endurance, plane shift, resistance to fire 10, telepathy 100 ft.; AL N; SV Fort +12, Ref +9, Will +15; Str 20, Dex 14, Con 14, Int 12, Wis 20, Cha 16.

Skills and Feats: Appraise +10 (+12 stonecarvings), Concentration +17, Craft (stonecarving) +10, Diplomacy +17, Escape Artist +7, Listen +14, Move Silently +7, Sense Motive +20, Spot +14, Use Rope +2 (+4 with bindings); Combat Casting, Combat Reflexes, Dodge, Improved Initiative, Mobility, Spring Attack.

SA – Change Size (Sp): Twice per day, a janni can magically change a creature's size. This works just like an *enlarge person* or *reduce person* spell (the janni chooses when using the ability), except that the ability can work on the janni. A DC 19 Fortitude save negates the effect. The save DC is Charisma-based. This is the equivalent of a 2nd-level spell.

Spell-Like Abilities: 3/day – *invisibility* (self only), *speak with animals*. Caster level 12th. Once per day, a janni can *create food and water* (caster level 7th) and can use *ethereal jaunt* (caster level 12th) for 1 hour.

SQ – Elemental Endurance (Ex): Jann can survive on the Elemental Planes of Air, Earth, Fire, or Water for up to 48 hours. Failure to return to the Material Plane before that time expires causes a janni to take 1 point of damage per additional hour spent on the elemental plane, until it dies or returns to the Material Plane.

Plane Shift (Sp): A genie can enter any of the elemental planes, the Astral Plane, or the Material Plane. This ability transports the genie and up to eight other creatures, provided they all link hands with the genie. It is otherwise similar to the spell of the same name (CL 13).

Spells Prepared (5/5+1/4+1/3+1; DC 15 + spell level; Fire, Strength domains): 0 – *detect magic* (x2), *guidance, read magic, resistance*; 1st level – *burning hands*, cause fear, deathwatch, entropic shield, magic weapon, shield of faith*; 2nd level – *align weapon, bull's strength*, death knell, sound burst, status*; 3rd level – *blindness/deafness, magic vestment*, prayer, searing light*.

*Indicates domain spell.

Possessions: Scimitar, longbow, 10 arrows, +*2 chainmail*, heavy steel shield, *brooch of shielding* (76 damage left), *lesser metamagic rod (silent)*, key to area 14B-5, key to area 14B-4a.

Area 14B-5 – Corridor: This corridor is kept in shadowy light. As the party enters, read or paraphrase the following:

The path ahead is not rough stone, but rather a smooth corridor decorated with mosaics on all surfaces. The floor and ceiling resemble the delicate scales of a snake, and the walls feature bold designs similar to the pelt of a tiger.

As the party advances, read or paraphrase the following:

After a few more feet, you make out lights ahead. The tunnel ends in an arched stone door. On either side of the door is a pillar, each mounted with the head of an animal: a tiger on the right and a snake to the left. From each animal's mouth hands a low-burning, hooded lantern.

The door is locked but not trapped. Baghamaya, Scithia, and the jann cleric in 14B-4b each carry a key.

Stone Door: 3 in. thick, hardness 8, 45 hit points, Open Lock DC 40.

Area 14B-6a-e – Private Quarters: This sequence of areas are the private living spaces of Baghamaya and Scithia. Since some areas have treasure, each is detailed separately. Unless specifically mentioned, each area is unlit and the ceilings are 10 feet high.

Area 14B-6a – Dining: The ceiling in this area is 20 feet high. When the party bypasses the door, read or paraphrase the following:

The door opens into an opulent, T-shaped room with high ceilings. A long, six-person table is set in the middle of the room, with precious porcelain plates and golden goblets. Magnificently carved wooden thrones sit either end of the table. Double doors are set into the wall opposite the entrance, and curtained alcoves obscure passages to the left and right.

Development: Although outsiders like Baghamaya do not have to eat, the rakshasa sometimes entertains guests, such as members of the Tome, a society of scholars and arcanists with no regard for alignment. Consequently, he keeps a set table on hand.

The Furnishings: There are six sets of place settings; each set contains the following: porcelain dishes (300 gp each), a gold goblet (700 gp each), and a set of diamond-studded cutlery (1,000 gp each). Each darkwood throne, one carved with pouncing tiger motif and the other with a coiling snake motif, is worth 6,000 gp.

Area 14B-6b – Teleportation Reception: When the party enters this area, read or paraphrase the following:

This roughly rectangular area lacks any furnishings but not decoration. The floor is an artful mosaic of a chessboard as viewed from the top down. The far wall has a different mosaic with a bulls-eye, such as those seen in archery tournaments.

There is a large alcove to the left, and a set of double doors opposite the alcove.

Development: Baghamaya occasionally amuses himself and guests by having small creatures play the parts of chess pieces, or by having captives serve as target practice for ray spells.

A DC 20 Search check made in the alcove will find a ring of tiny writing in the floor. It is a series of numbers and calculations; a DC 30 Knowledge (arcana) check would determine that these are a set of absolute coordinates for this spot. Anyone using a *teleport* spell to reach this point with those coordinates is considered to be very familiar with the destination. The rakshasa has shared this information with certain other members of the Tome, enabling them to meet in secrecy.

Area 14B-6c – Study: When the party enters this area, read or paraphrase the following:

The doors open into a long chamber with large bookshelves on either side. The shelves are only about half-full, and at the end of the room is a long alcove with a single chair and a well-made reading desk. An ornate lamp made of stained glass and gold stands on the table.

Development: The rakshasa has only recently decided to create a library, and is in the process of stocking it. He is considering a raid to the upper levels to try to find the legendary Halls of Dawning Lore (level 6B).

None of the books are particularly valuable except one, a first print of "Legend of the Lighthouse and Other Tales." This folio is worth 240 gp (Appraise DC 13). The lamp on the desk is worth 180 gp (Appraise DC 10). The lamp is full, holding 1 pint of oil.

Area 14B-6d – Exit (EL 15): When the party enters this area, read or paraphrase the following:

This short corridor makes a sharp right turn after the curtains. At the far end of the hallway is a set of stone double doors. A similar set of doors are in the far wall about halfway down the corridor.

Development: The door is trapped with an insanity mist trap triggered by touching the doors. The volume of insanity mist fills 30 feet of the corridor. Both Baghamaya and Scithia carry the keys; using the keys does not trigger the trap.

Insanity Mist Trap: CR 15; mechanical; touch trigger; repair reset; gas; never miss; onset delay (1 round); poison (insanity mist, DC 30 Fortitude save resists, 1d4 Wis/2d6 Wis); multiple targets (all targets in a 10-ft.-by-30-ft. area); Search DC 32; Disable Device DC 35.

Area 14B-6e – Gallery: When the party enters this area, read or paraphrase the following:

The walls of this narrow, long chamber have six small alcoves and two larger ones. Each of the smaller alcoves contains a painting, and the two larger alcoves contain masterful statues. The one on the left portrays a handsome man in a posture of leaning, as if on a doorjamb, with his perfectly sculpted features narrowed as if in surprise. The statue on the right is of a famished-looking woman in attire befitting a streetwalker. She is carved as if recoiling in fright.

Two magical torches that blaze without consuming their torches illume this gallery.

The Master's Touch: The six paintings are lesser works by the master Golandus the Younger. They are "Arafel in Repose," "Still Life with Goblin," "Knight of the Sable March," "Xulmec Scout," "Lirean Coast, Dusk," and "Lirean Coast, Dawn." A DC 15 Appraise check will determine that the first four paintings are worth 400 gp each and the last two are worth 600 gp each.

Stone Made Flesh: The statue of the leaning man is in fact a petrified former lover of Scithia, a rake by the name of Dolfo. When Scithia became Baghamaya's lover, she petrified Dolfo. A DC 20 Search check of the "statue" of Dolfo will notice that the head is, in fact, broken off and carefully replaced. A *stone to flesh* spell will restore Dolfo's body, but he will be dead (having had his head severed post-statue) and very, very messy.

The statue of the streetwalker is just a statue, a slightly flawed work by Golandus the Elder (father of the painter) known as "The Streets Scream." A DC 20 Appraise check determines this statue is worth 880 gp.

Area 14B-7 – Tiger (EL 19): When the party enters this area, read or paraphrase the following:

This large, strangely shaped bedchamber is dominated by a four-poster bed fit for a monarch. The far wall is dominated by an immense vanity cluttered with ribbons and combs. Long, sumptuous pillows are scattered all about the floor. The ceiling arches overhead to a height of twenty feet. Checked tiles adorn the floors, and smaller tiles make dizzying geometric patterns on the walls.

If Baghamaya is in this area, read or paraphrase the following:

Lounging on a pillow is a manlike form wearing luxurious velvet robes. The creature has a tiger's pelt and head, and its paw-hands are set on its wrists backwards in a disconcerting fashion. It indolently looks over at you as you enter the room and then smiles, showing a mouth full of sharp teeth.

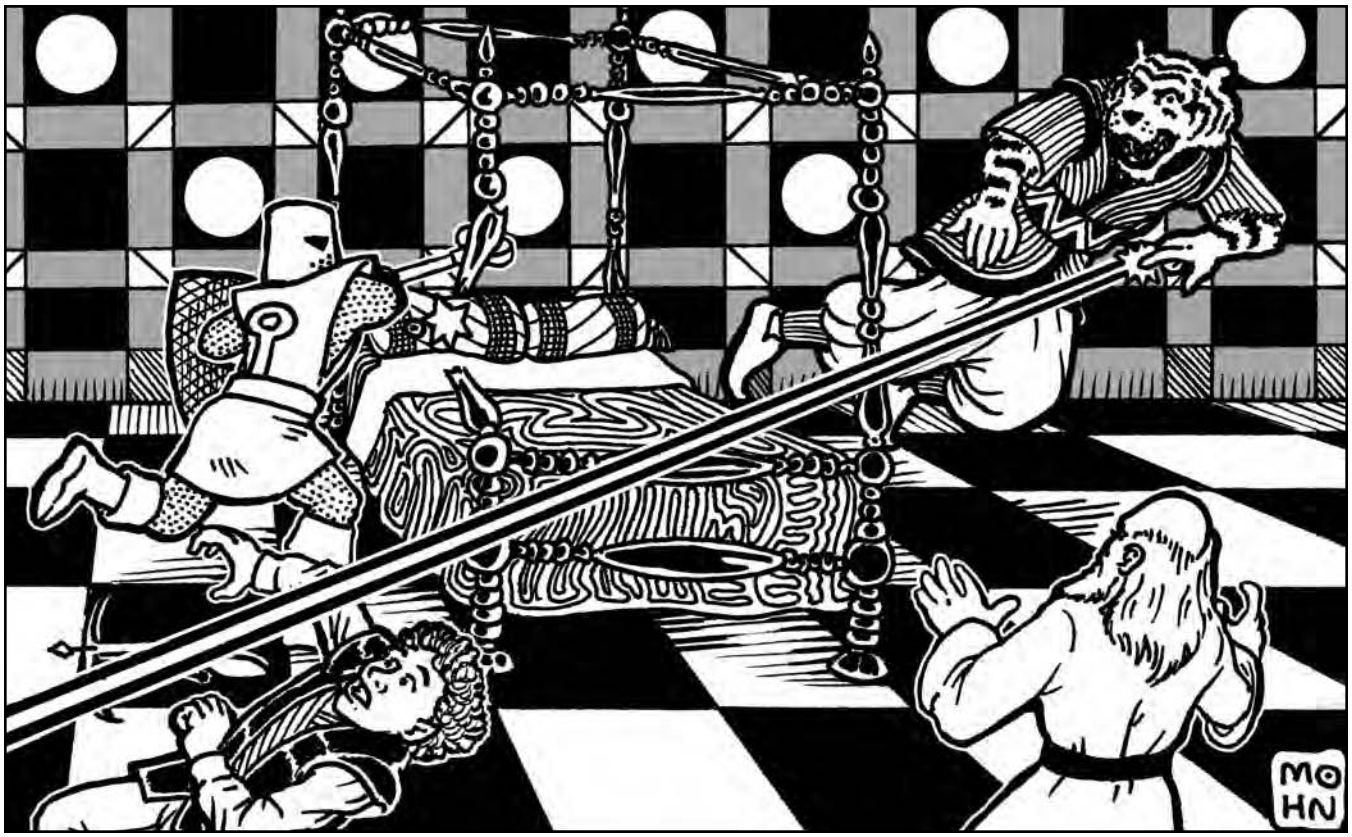
Development: These are the private quarters of the rakshasa archmage Baghamaya and his lover, the medusa assassin Scithia. Baghamaya lounges here, awaiting Scithia's return from the lowest level of Castle Whiterock. If the party was overtly loud or had to break down the stone door, the rakshasa will be forewarned of their approach and may be encountered in area 14B-6a.

Vanity: The only combs and brushes on the vanity contain orange and black hair (from when Scithia would groom her lover). The vanity has one drawer, which is trapped. Inside the drawer is a silver-handled mirror (300 gp), a vial of wyvern poison with one application left, and two amethysts (70 gp each).

Wyvern Poison: Injury; Fortitude DC 17; initial and secondary damage 2d6 Con.

Scithia's Charm: The medusa fashioned a charm for her lover so they could be together without him getting turned to stone. This charm looks like a petrified snake's head (it is, from her own "hair") mounted into a silver chain. What Scithia hasn't told Baghamaya is that it only wards against her own petrifying gaze – she's not about to let him cheat on her with any other medusa! Anyone wearing the charm is immune to Scithia's petrifying gaze (but not that of other medusa, nor any other petrification effect). The charm radiates moderate abjuration.

Tactics: Baghamaya expects anyone coming through the curtain or doors to lead off a fight with their most powerful magic. He normally begins combat by casting *fly* and taking to the air. He then starts holding a *greater dispel magic* to counterspell an offensive spell cast by the adventurers. Note that with his bonus to Spellcraft checks, he is likely to identify any spell cast, and with his mastery of coun-



terspelling class feature, the spell will be cast back on the party. Finally, note that Baghamaya has four spellruin ivy leaves (see the Spellruin Ivy section above, for a description of their use as additional material components).

The rakshasa likes to toy with his prey, and will only go on the offense after he successfully counterspells four spells or if reduced to half his hit points (45 hp). When he begins attacking the party, he starts with his own big guns: *finger of death* for any arcane spellcasters, *temporal stasis* for any non-spellcasters in light armor, and *mage's sword* to give warriors in heavy armor something to do. His next wave of combat includes the following spells: *dominate person* for the PC who seems to be the biggest physical threat, *baleful polymorph* to a housecat for any arcane spellcasters or lightly armored non-spellcasters, then *magic missile* and *acid glob* for whoever has annoyed him the most.

The rakshasa is supremely overconfident, and is more interested in showing off his range of spells than in quickly defeating the party. Note that his *robe of the evil archmagi* grants him a +2 enhancement bonus on caster level checks made to overcome spell resistance.

Baghamaya will react to whatever tactics the party uses. If they pelt him with an energy type (and overcome his spell resistance), he'll cast *protection from energy*, and if they seem intent on shooting arrows at him, he'll cast *protection from arrows* and/or *displacement*.

Only as a last resort, if he literally has no spells left, will Baghamaya enter melee combat with his *rod of withering*.

If the adventurers flee, he'll laugh at them and loot any that were left behind. If they surrender, he'll offer to give them a minute to regroup and heal before launching into a final battle. He is not interested in taking prisoners or in negotiating terms.

Baghamaya, rakshasa Sor7/Acm2: CR 19; Medium outsider (native); HD 7d8+14 plus 9d4+18; hp 91; Init +4; Spd 40 ft.; AC 30, touch 14, flat-footed 26; Base Atk +11; Grp +13; Atk *rod of withering* +14 melee (1d4 Str damage and 1d4 Con damage) or claw +13 melee (1d4+2); Full Atk *rod of withering* +14/+9/+4 melee (1d4 Str damage and 1d4 Con damage) or 2 claws +13 melee (1d4+2) and bite +8 melee (1d6+1); SA Arcane reach, *detect thoughts*, spells; SQ Change shape, damage reduction 15/good and piercing, darkvision 60 ft., master of counterspelling, resistance to fire 20, spell resistance 27; AL LE; SV Fort +13, Ref +15, Will +18; Str 15, Dex 18, Con 14, Int 14, Wis 12, Cha 30.

Skills and Feats: Bluff +28*, Concentration +18, Diplomacy +22, Disguise +23 (+25 acting)*, Intimidate +22, Knowledge (arcana) +20,

Knowledge (the planes) +10, Listen +10, Perform (oratory) +19, Spellcraft +23, Spot +10, Survival +1 (+3 on other planes); Combat Casting, Greater Spell Focus (transmutation), Greater Spell Focus (necromancy), Skill Focus (Spellcraft), Spell Focus (transmutation), Spell Focus (necromancy).

*When using change shape, Baghamaya gains an additional +10 circumstance bonus on Disguise checks. If reading an opponent's mind, his circumstance bonus on Bluff and Disguise checks increases by a further +4.

SA – Arcane Reach (Su): Baghamaya can use spells with a range of touch on a target 30 feet away with a ranged touch attack.

Detect Thoughts (Su): Baghamaya can continuously use *detect thoughts* as the spell (caster level 18th, Will DC 28 negates). He can suppress or resume this ability as a free action.

SQ – Change Shape (Su): Baghamaya can assume any humanoid form, or revert to his own form, as a standard action. In humanoid form, Baghamaya loses his claw and bite attacks. Baghamaya can remain in one form until he chooses to assume a new one. A change in form cannot be dispelled, but Baghamaya reverts to his natural form when killed. A *true seeing* spell reveals Baghamaya's natural form.

Mastery of Counterspelling: When Baghamaya counterspells a spell, it is turned back on the caster as if it were fully affected by spell turning. If the spell cannot be affected by spell turning, it is merely counterspelled.

Spells Known (6/18/9/8/8/8/8/6/4; DC 20 + spell level, DC 21 + spell level for necromancy and transmutation; caster level 16th): 0-level – *acid splash, detect magic, detect poison, mage hand, message, mending, prestidigitation, read magic, touch of fatigue*; 1st – *chill touch, mage armor, magic missile, shield, shocking grasp*; 2nd – *protection from arrows, pyrotechnics, resist energy, see invisible, whispering wind*; 3rd – *acid glob*, dispel magic, fly, vampiric touch*; 4th – *bestow curse, enervation, protection from energy, stone shape*; 5th – *baleful polymorph, dominate person, persistent image, waves of fatigue*; 6th – *flesh to stone, greater dispel magic, repulsion*; 7th – *finger of death, mage's sword*; 8th – *temporal stasis*.

*New spell, see Appendix B.

Possessions: Rod of withering, robe of the evil archmagi, cloak of charisma +6, major ring of fire resistance, ring of wizardry (I), amulet of natural armor +2, four bags containing powder composed of diamond, emerald, ruby, and sapphire dust (5,000 gp each), miniature platinum sword with a grip and pommel of copper and zinc (250 gp), a pair of small iron bars attached to two small canine statuettes, one black and one white (50 gp), two bags of diamond dust (250 gp each), Scithia's charm, four spellruin ivy leaves, key to area 14B-5, key to area 14B-6d.

Area 14B-8 – Snake (EL 17): There is no light in this area. As the party enters this area, read or paraphrase the following:

Exiting the living quarters, you return to the tunnels more common to this level. Several other lava tubes break into this one, making it resemble a shattered honeycomb. Carved staircases lead deeper into the earth.

Development: At one time, several active lava tubes converged here to empty down into level 15, Benthosruthsa's former lair. The water rerouted from level 7 emptied through here, cascading below.

Scithia was returning from a visit with Silhouette when she heard the sounds of battle ahead. Realizing that Baghamaya was outmatched, she quietly mourned her lover but planned revenge. She is hiding nearby, and plans to attack the party as they pass through here.

The bottom floor area is difficult terrain, but the side passages (where Scithia is lurking) are all smooth terrain. It is impossible from the floor to tell how smooth the parallel passages are.

Tactics: Scithia's battle plan makes strong use of her *ring of invisibility* and her death attack. She will strike and disappear, studying a different foe each time for her death attack. If it seems the party has the means to pierce her magical invisibility, she will simply resort to using her Hide skill.

The medusa tries not to display what she is right away; she is masked and hooded when she first appears. Her melee attack profile is to use Improved Feint, then attack. If she is surrounded or flanked, she'll use her gaze attack (removing the mask as a move action that provokes no attacks of opportunities). Once she reveals her true nature, she'll start incorporating her snakes' bite attacks.

If she's pressed hard, she'll summon a giant owl with her figurine to give her a flanker. The only assassin spell she routinely uses is *false life*.

Scithia fights to the death, and pursues any fleeing opponents.

Scithia, medusa Rog5/Asn5: CR 17; Medium monstrous humanoid; HD 6d8+12 plus 5d6+10 plus 5d6+10; hp 94; Init +8; Spd 30 ft.; AC 26, touch 18, flat-footed 26; Base Atk +12; Grp +12; Atk *+3 speed assassin's dagger* +23 melee (1d4+3/19-20) or snakes +20 melee (1d4 plus poison) or *+2 shortbow*

+22 ranged (1d6+2/x3); Full Atk *+3 speed assassin's dagger* +23/+23/+18/+13 melee (1d4+3/19-20) and snakes +15 melee (1d4 plus poison) or *+2 shortbow* +22/+17/+12 ranged (1d6+2/x3); SA Death attack, petrifying gaze, poison, sneak attack +6d6, spells; SQ Darkvision 60 ft., evasion, improved uncanny dodge, poison use, resistance to fire 10, trap sense +1, trapfinding, uncanny dodge, +2 save against poison; AL LE; SV Fort +6, Ref +21, Will +7; Str 11, Dex 26, Con 14, Int 20, Wis 10, Cha 18.

Skills and Feats: Balance +10, Bluff +19, Diplomacy +21, Disguise +21 (+23 acting), Hide +29, Intimidate +21, Jump +16, Move Silently +24, Spot +16, Tumble +25; Acrobatic, Combat Expertise, Improved Feint, Point Blank Shot, Precise Shot, Weapon Finesse.

SA – Death Attack (Ex): If Scithia studies her victim for 3 rounds and then makes a sneak attack with a melee weapon that successfully deals damage, the sneak attack has the additional effect of possibly either paralyzing or killing the target (Scithia's choice). While studying the victim, she can undertake other actions so long as his attention stays focused on the target and the target does not detect her or recognize her as an enemy. If the victim of such an attack fails a DC 20 (or DC 21 if made with the *assassin's dagger*) Fortitude save against the kill effect, he or she dies. If the saving throw fails against the paralysis effect, the victim is rendered helpless and unable to act for 1d6+5 rounds. If the victim's saving throw succeeds, the attack is just a normal sneak attack. Once Scithia has completed the 3 rounds of study, she must make the death attack within the next 3 rounds.

If a death attack is attempted and fails (the victim makes her save) or if Scithia does not launch the attack within 3 rounds of completing the study, 3 new rounds of study are required before she can attempt another.

Gaze (Su): Turn to stone permanently, 30 feet, Fortitude DC 22 negates.

Poison (Ex): Injury, Fortitude DC 20, initial damage 1d6 Str, secondary damage 2d6 Str.

Spells Known (5/3/1; DC 15 + spell level): 1st – *disguise self, feather fall, ghost sound, true strike*; 2nd – *pass without trace, spider climb, undetectable alignment*; 3rd – *deeper darkness, false life.*

Possessions: +3 speed assassin's dagger, +2 shortbow, +1 seeking arrows (25), *+4 shadowed padded armor, gloves of dexterity +6, headband of intellect +4, figurine of wondrous power* (serpentine owl) (2 uses of giant owl left), *ring of invisibility, minor ring of fire resistance*, 20 gp, key to area 14B-5, key to area 14B-6d.

Owl, Giant: CR 3; Large magical beast; HD 4d10+4; hp 26; Init +3; Spd 10 ft., fly 70 ft. (average); AC 15, touch 12, flat-footed 12; Base Atk +4; Grp +12; Atk claw +7 melee (1d6+4); Full Atk 2 claws +7 melee (1d6+4) and bite +2 melee (1d8+2); Space/Reach 10 ft./5 ft.; SQ Superior low-light vision; AL N; SV Fort +5, Ref +7, Will +3; Str 18, Dex 17, Con 12, Int 10, Wis 14, Cha 10.

Skills and Feats: Knowledge (nature) +2, Listen +17, Move Silently +8*, Spot +10; Alertness, Wingover.

*When in flight, giant owls gain a +8 bonus on Move Silently checks.

SQ – Superior Low-Light Vision (Ex): A giant owl can see five times as far as a human can in dim light.

Further Adventures

Here are some loose ends and plot hooks for the GM:

- The rift leads to the Plane of Fire, where Padishah Fa'al'zaqan will be most interested in learning of the death of Benthos. Perhaps the efreet will invade Castle Whiterock, seeking to claim the dragon's treasure, or perhaps the party will find out that Benthos kept a clutch of unhatched eggs (birthed by an absent mother) on the Plane of Fire, and the only way to get at them is to journey there. Of course, one of them may have hatched already....
- The lava tubes as described here lead only to locations in Castle Whiterock, but they could go anywhere. In an expanded game, the tubes could lead to several locations, such as the rest of the complex used by the cult defending Benthos (now inhabited by undead), the breeding grounds of the gorgons (with an exit to the surface) or the destrachans, or an entirely different dungeon (*DCC #19: The Volcano Caves*, perhaps, or any adventure taking place in a volcanic setting).
- Baghamaya had cultivated a network of allies in the arcane community, especially within the organization known as the Tome. Then again, he had made several *enemies*, some also within that organization. Members of the Tome could be drawn to the party, possibly to avenge their ally's death or to enlist the aid of such capable adventurers in some other matter. Likewise, any wizards or sorcerers in the party may be invited to join or find themselves blacklisted from the arcane community (good luck renewing spell components and buying magic items!).

Bonus Rewards

The Inky Lord is a unique threat to the region. Destroying it is worth an additional 100 XP to each party member.

Characters who think to collect samples of spellruin ivy for later research on its properties gain an additional 75 XP. (Do not give this award immediately so as to not encourage "Me, too!" behavior.)

Dungeon Crawl Classics #51
Castle Whiterock

LEVEL 15:
THE DRAGON'S LAIR

Level Summary

At last, the party has penetrated the dungeon and reached the dragon's lair. Unknown to them, the dragon is not what they expect.

Game Master's Section

Encounter Table

Loc	Pg	Type	Encounter	EL
15-2	510	C	*Benthosruthsa*, old red dragon ghost	22
15-4	514	C	4 dread wraiths	15
15-8	517	C	Advanced unique coin golem	14
15-11	519	C	*Silhouette*, mature adult black dragon Ftr2	16
15-14	523	C	*Hasna'azhar*, fiendish lamia Rog1/Shd8	17

Scaling Information

"The Dragon's Lair" is the final level of *Castle Whiterock*, and it is designed for 4-6 characters of 15th level. You can adapt the scenario for stronger or weaker parties with a few simple modifications:

Weaker parties (3 or fewer characters, or less than 15th level): Remove one dread wraith from area 15-4, and remove one fighter level from Silhouette. Similarly, remove two shadowdancer levels from Hasna'azhar. Have all falling debris deal 2d6 less damage, and change the die of the acid water to d3 instead of d6 (so being submerged, for example, would inflict 10d3 acid damage).

Do not change Benthosruthsa's stats in any way, but alter how he fights. Ignore his malevolence ability, and have him spend the entire combat manifested. Every now and then, you could have the dragon attempt to bite or tail slap an opponent, claiming he keeps forgetting he's incorporeal and can't harm them (thus wasting his actions for that round). Benthos could only use the *negative energy sphere* spell offensively, and not think to heal himself with it. Finally, you could give Benthos an additional fatal flaw, something you know the party

has access to and may think to use. Examples could be having him take double damage from force effects if the party is partial to *magic missile* or uses a *ring of the ram*, or you could decree that anyone striking him in melee or with a missile weapon could accept a penalty on the attack roll to try to strike his old scar, which could paralyze or confuse him for the subsequent round in addition to dealing normal damage.

If you have Benthos use inferior tactics and ignore some of his most powerful abilities, you should lower his CR by a point or two.

Stronger parties (7 or more characters, or higher than 15th level): Add four Hit Dice to the dread wraiths, and add two class levels each to Silhouette and Hasna'azhar. Add four Hit Dice to the coin golem, which increases its size to Gargantuan (this golem would be made of 78,000 coins – most of the coin wealth present!).

If the party is level 18 or higher, advance Benthosruthsa one age category, to very old. If there are 8 or more PCs, have him use malevolence more than once. Otherwise, do not change Benthos.

Background Story

The great Benthosruthsa made many enemies in his life, most significant among them the female black dragon Silhouette. Although the original insult was slight, draconic pride demanded satisfaction, so while Benthos dozed in the deepest caves beneath Castle Whiterock, Sil plotted.

In time, she discovered where her enemy had established his lair, and she knew the time to strike was at hand. She gathered several allies and conspirators to her side, including the rakshasa archmage Baghamaya and the medusa assassin Scithia, and stealthily penetrated the upper reaches of the dungeons, eventually reaching the underground lake she sought. With the aid of an unwitting accomplice, Moira Shattersworn, she caused an artificial earthquake in just the precise spot to flood the lower caverns, then she murdered her pawn.

The water rushed downward, emptying into a lavafall (areas 14B-4a and 4b), instantly solidifying the molten rock. The torrent continued, inundating the approach to Benthos' lair, destroying part of the wall in area 15-6, and cascading down into the red dragon's lake of fire (area 15-7).

Benthos was taken utterly by surprise by this attack, distracted as he was by his lover, the fiendish lamia Hasna'azhar. The unlikely pair had met when Benthos' father, Valmoux, took him and his brother Dorvenruthsa on a tour of the lower planes, and although they were native to different planes, there is little that magic and lust cannot overcome. It was Hasna'azhar who read the scroll that cursed Lady Chauntessa's lover to sleep, and only she knows the secret of breaking it (see Further Adventures).

Eventually, Hasna'azhar had grown afraid of Benthos and tried to leave, but the possessive dragon keeps what is his. He imprisoned his lover in an *iron flask*. When the evil creature desired her company, he called her forth, and when he got bored, she was sealed away again.

Before rushing to battle with the invaders, Benthos hid the *iron flask* atop a small rise in his lake of fire (area 15-14). During the battle, Benthosruthsa and the small cult of defenders he had fostered were all destroyed. Benthos returned as a ghost, and his defenders returned as dread wraiths (areas 14A-10 and 15-4).

The red dragon could not bear to see his possessions in the hands of his slayer, and has waited and plotted to take his revenge. He has been loath to attack Silhouette directly for fear she would also return as a ghost, and thus he would be locked in a never-ending struggle. The arrival of the party gives him just the tools he needs.

Silhouette, for her part, has settled in to her new living quarters. The cooling lava and judicious uses of Baghamaya's *stone shape* spell eventually shunted the cascading water into an underground aquifer (not depicted on the map), allowing what water remained in her new lair to grow nice and stagnant, just the way she likes. Also, escaping sulfuric gas from below has turned the water to acid, much to her pleasure. The black dragon spends her time swimming (she has even made herself a diving platform; see area 15-11) and idly planning her next raid.

She is aware, however, that she was lucky when she defeated Benthosruthsa, and she does not relish the idea of being the second dragon to die in these caves. Consequently, she has had her allies weaken the structural integrity of strategic locations of her lair (areas 15-6, 15-9, 15-12, and 15-13) so that she could collapse them.

The Battles to Come

This level is little more than a large cave with several small encounter areas. This means that there is a chance incautious or unlucky parties could trigger several encounters at once. In a worst-case scenario, the party gets into a prolonged fight that includes the dread wraiths, the coin golem, Silhouette, and Hasna'azhar.

This may or may not be a problem for the party, depending on the competency of the players and their characters' levels, as well as on what NPC allies they have gathered or can call on (see Allies, below). In fact, if the

party is high enough level and they have allies with them, it may be necessary for the GM to introduce more combatants, ratcheting up the dramatic tension at the same time.

If the GM sees such an encounter snowballing and fears it may overwhelm the party (or simply prove too problematic to adjudicate), he or she could simply remove the coin golem and/or the dread wraiths.

The creature write-ups on this level try to address most situations, but PCs have a proud tradition of doing the unexpected. There is one absolute: Under no circumstances should the party encounter Benthosruthsa at the same time as any other foes; ideally, they won't meet the red dragon's ghost until after they've slain Silhouette.

Allies

Throughout Castle Whiterock, there are NPCs who can be saved, assisted, or resurrected. Some of these NPCs will come to the aid of the party. This section lists them, on what level they can be located, and any demands they may make:

- Soras Leafbrother, centaur ranger, The Far Garden, level 8
- Galdeira Goldmoon, paladin *polymorphed* into a kobold, The Immense Cavern, level 9
- Urgus Spellsmith, dwarf wizard, The Bleak Theater, level 10; demands an equal share
- Talladay Arrowmelt, halfling rogue/fighter/duelist, Narborg Outer Defenses, level 11; demands an equal share
- General Koborth, human fighter, Narborg Inner Keep, level 12; demands to use his own weapon, *Scalemar*
- Al'maraj'abbesh, efreeti, The Wizard's Redoubt, sub-level 12A; may or may not aid the party
- Fthirya the ghaele, The Demonhold, level 13

Up and Down

Several of the encounters on this level feature flying or swimming opponents, ideally lending a 3-D element to combat. For this reason, the map has numerous elevation notations. As a default, the level of the water in the main cavern is elevation 0 feet; all other elevations are given relative to that.

In general, elevations below 0 feet are in 10-foot increments. Those above 0 feet are not uniform; GMs should reference the map to determine how steep the elevation changes are.

Ethereal

The rules concerning ethereal creatures deserve revisiting at this point, given that Benthosruthsa is a ghost.

While on the Ethereal Plane, a creature is ethereal. Unlike incorporeal creatures, ethereal creatures are not present on the Material Plane; they are invisible, inaudible, insubstantial, and scentless to creatures on the Material Plane. Ethereal creatures pass through and operate in water as easily as air, they do not fall or take falling damage, and they can move in any direction (including up or down) at will, not needing to walk on the ground.

An ethereal creature can see and hear into the Material Plane in a 60-foot radius, though things on the Material Plane look gray, indistinct, and ghostly. Material objects still block sight and sound; an ethereal creature inside an object on the Material Plane cannot see.

An ethereal creature can't affect the Material Plane, not even magically. An ethereal creature, however, interacts with other ethereal creatures and objects normally.

See invisibility and *true seeing* reveal ethereal creatures to those on the Material Plane, but only force effects can affect the ethereal creatures. A force effect originating on the Material Plane extends onto the Ethereal Plane, so a *wall of force* blocks an ethereal creature, and a *magic missile* can strike one (provided the spellcaster can see the ethereal target). Gaze effects and abjurations also extend from the Material Plane to the Ethereal Plane. None of these effects extend from the Ethereal Plane to the Material Plane.

Ghosts are ethereal creatures, and have a special quality called manifestation that allows them to appear on the Material Plane as incorporeal creatures. Still, they are on the Ethereal Plane, and another ethereal creature can interact normally with a manifesting ghost.

Incorporeal

As is stated above, incorporeal is different from being ethereal. The dread wraiths are incorporeal, as is Benthosruthsa when he manifests.

An incorporeal creature has no physical body. It can be harmed only by other incorporeal creatures, magic weapons or creatures that strike as magic weapons, and spells, spell-like abilities, or supernatural abilities. It is immune to all nonmagical attack forms. Even when hit by spells or magic weapons, it has a 50% chance to ignore any damage from a corporeal source (except for positive energy, negative energy, force effects such as *magic missile*, or attacks made with *ghost touch* weapons). Although it is not a magical attack, holy water can affect incorporeal undead, but a hit with holy water has a 50% chance of not affecting an incorporeal creature.

An incorporeal creature can enter or pass through solid objects, but must remain adjacent to the object's exterior, and so cannot pass entirely through an object whose space is larger than its own. It can sense the presence of creatures or objects within a square adjacent to its current location, but enemies have total concealment (50% miss chance) from an incorporeal creature that is inside an object. In order to see farther from the object it is in and attack normally, the incorporeal creature must emerge. An incorporeal creature inside an object has total cover, but when it attacks a creature outside the object, it only has cover, so a creature outside with a readied action could strike at it as it attacks. An incorporeal creature cannot pass through a force effect.

An incorporeal creature's attacks pass through (ignore) natural armor, armor, and shields, although deflection bonuses and force effects (such as *mage armor*) work normally against it. Incorporeal creatures pass through and operate in water as easily as they do in air. Incorporeal creatures cannot fall or take falling damage. Incorporeal creatures cannot make trip or grapple attacks, nor can they be tripped or grappled. In fact, they cannot take any physical action that would move or manipulate an opponent or its equipment, nor are they subject to such actions. Incorporeal creatures have no weight and do not set off traps that are triggered by weight.

An incorporeal creature moves silently and cannot be heard with Listen checks if it doesn't wish to be. It has no Strength score, so its Dexterity modifier applies to both its melee attacks and its ranged attacks. Nonvisual senses, such as scent and blindsight, are either ineffective or only partly effective with regard to incorporeal creatures. Incorporeal creatures have an innate sense of direction and can move at full speed even when they cannot see.

Getting Captured

Silhouette, Hasna'azhar, the dread wraiths, and the coin golem construct are not interested in taking prisoners and will not accept an honorable surrender. Benthosruthsa, however, has been out of the loop for a time, and will (temporarily) spare any who bow to his majesty provided they can inform him of events in the world outside.

To keep the game interesting for him, he will allow the adventurers to retain their equipment (after they submit all their material wealth), although he threatens that his FIRST move after the party attacks him again will be to destroy Cillamar BEFORE returning to the dungeon to slay the adventurers. The overconfident dragon thinks this spices his life because he knows his captives will constantly be looking for an opportunity to turn the tables on him.

He will want to know the whereabouts of his old ally, the Thane of Narborg, and he will be keenly interested in Cillamar, specifically Lady Chauntessa (although he won't reveal why). He will also wish to know if Silhouette's allies, Scithia and Baghamaya, are dead.

Surviving captivity by the ghost dragon is harrowing but not difficult as long as the captured hero remains somewhat servile and has information to string the dragon along. The most immediate concerns will be the tremendous heat and the lack of food and drink (the dragon being affected by none of these).

In general, every conversation with Benthosruthsa is a negotiation where he believes he always has the upper hand. Adventurers who prove useless, defiant, or boring are killed out of hand. Unfortunately for the party, what the dragon defines as "boring" changes frequently, according to his chaotic nature.

Benthosruthsa will not accept a second surrender; any battles after the first are to the death.

Areas of the Map

The movement of acidic water and seismic activity hollowed this area out centuries ago. The walls are stone.

Stone Wall: 5 ft. thick, hardness 8, 900 hp, Break DC 50, DC 20 Climb check to scale.

There are no doors on this level, and there are no steady light sources. The main passageway (with stairs) has a ceiling height of about 15 feet, and the side tunnel (that includes area 15-4) has a height of only about 8 feet. The height of the main cavern varies greatly.

Although this level abuts the Burning Maze, there is not active, open lava flow here (thanks to Sil's flood). It surges some distance behind the walls and under the floors, however, so creatures on this level are subject to severe heat conditions (see the "Severe Heat" sidebar on level 14A) unless they are in area 15-10. None of the inhabitants of level 15 are subject to severe heat; the wraiths and the construct do not need to make Fortitude saves, Benthosruthsa's ghost is immune to heat, Hasna'azhar is magically protected and inside the *iron flask*, and Silhouette has a *major ring of fire resistance*.

Any creatures on or within a foot of the surface of the large body of acidic, burning water takes 1d6 fire damage per round. Adventurers on or within 5 feet of the lake's surface are at risk of getting caught in a flare. At the beginning of that creature's round, roll a d6; on a 1, the adventurer is caught in a flare that does 2d6 points of fire damage. The PC must also make a DC 10 Reflex save or catch fire and take an additional 1d6 points of fire damage for 1d4+1 rounds.

The smoking water of the lake has been infused with

sulfur dioxide gas escaping from the volcanic heart of the mountain. The gas and acid are the source of the sulfurous scent to this level. Although the water appears entirely normal, it is highly acidic and hazardous to drink. Anyone who examines the smoking water may make a DC 15 Knowledge (nature), Knowledge (arcana), or Craft (alchemy) check to recognize its true nature.

Sulfuric Acid: 1d6 acid damage per round of exposure, 10d6 per round of total immersion. Drinking the acid counts as being immersed.

Area 15-1 – Beginning of the End: As the party enters this area, read or paraphrase the following:

Further down the tunnel, it widens slightly. Although the walls and ceiling are irregular and cracked, the floor is smooth and level. Mineral formations and solid flows of cooled magma dot the passageway, sometimes standing freely in the path and occasionally fused to the wall.

Infrequently, you come across crumbling stairs that spread the width of the corridor, delivering you further into the bowels of the dungeons beneath Castle Whiterock.

The air is cooler here as you move away from the magma, and in short order you are able to breathe much easier, although it is still far too hot for comfort. The air also has a sticky quality that steals your breath and makes your clothing cling under your armor. The scent of sulfur is strong here, but there are no lurid glows of open flame ... not yet, at least.

Development: Each staircase represents a 5-foot change in elevation. Combatants atop or on a staircase have higher ground relative to those at the base of the stairs. It is possible that the battle with Scithia (area 14B-8) may overflow into this area.

Referring to the map, the arrows on the stairs indicate which direction is down.

Area 15-2 – Ruins (EL 22): As the party enters this area, read or paraphrase the following:

The tunnel makes a 90-degree turn, and passes through a widened area that has been damaged. To the left is a large mural that has been defaced, and on the right hand is a toppled, smashed statue.

The mural used to depict a pastoral scene, village, fields, and forest, ablaze as a great red dragon swoops overhead. Tools, or perhaps seismic activity, have damaged the wall upon which the art was painted, leaving rents and gaps in the destroyed mural.

The statue was clearly once of a draconic figure – broken wings and a thick, scaled tail indicate that much. When it was complete, it probably stood ten or twelve feet tall. It looks like it was toppled and then broke apart on impact.

Benthos, as explained below, does not appear right away, but bides his time, ideally waiting until the party has vanquished Silhouette. When he finally reveals himself, or is spotted on the Ethereal Plane, give the party Handout AT and read or paraphrase the following:

A great beak emerges from the bare rock like the prow of a man-o-war, followed a monstrous head easily the size of a noble's coach. Horned brow ridges frame eyes like molten steel, and a magnificent frill runs down the beast's spine. Three additional horns protrude from its chin like a triple goatee, and an old scar carves a puckered furrow along the beast's serpentine neck and jawline.

No mere wymling is this dragon, but one of the old ones, terrible and majestic ... and, apparently, dead, its body as insubstantial as mist. A wing suddenly spreads from within the wall; the patagia is shredded and its distal-most joint has been ripped from its socket. A gaping neck-wound – large enough for you to climb into – weeps thick phantom blood.

So powerful is this creature that it has transcended death, fueled by the hatred and envy that washes over you like a putrid wave.

In a voice like ripping silk, the ghost-dragon speaks: "I must thank you for ending that bitch, Silhouette. In gratitude, I will allow one of you to leave, unharmed. The rest of you are now my playthings."

Development: A DC 10 Search check of the smashed statuary will locate the head, which accurately depicts Benthosruthsa's distinctive jawline-and-neck scar. Anyone examining it or the mural can make a DC 30 Knowledge (arcana) or DC 20 Knowledge (local – Cillamar) check to recognize the dragon as Benthosruthsa. Similarly, any who saw the mural in area 11-34 will recognize the dragon as one and the same, even if they fail the Knowledge checks.

The Hidden Watcher: The great dragon, Benthosruthsa, was slain on this very spot. As he fell, he knocked over his own statue, shattering it. He generally remains here, lurking in the Ethereal Plane while trying to think of a way to kill Silhouette without having her know he's responsible. He

doubts his malevolence ability would be sufficient, but he's considered possessing Scithia, who visits her mistress frequently. It concerns him that her gaze attack would be able to affect him even while on the Ethereal Plane, however, so he has stayed his hand.

The party will remain oblivious to the dragon's presence unless they have *see invisibility* or *true seeing* spells in place (if they do, the GM should consider moving the ghost dragon elsewhere so the party does not encounter him before they encounter Sil). It is in the dragon's interest to remain undetected, so if he sees that a party member starts casting either of those spells, he will quickly hide in solid rock.

Benthos will follow the adventurers as they progress through level 15, taking notes on their capabilities. In the fight to follow, he's rooting for them to defeat the black dragon.

The dragon will only reveal himself once Sil is dead; he's convinced that if she finds out he still exists, she would also return as a ghost. Even after the black dragon is dead, Benthos ideally waits until after the party fights the coin golem before he attacks; he wants them weakened. If, however, the party bypasses the coin golem and tries to pick up the *iron flask* containing Hasna'azhar, Benthos will attack, his possessiveness getting the better of him.

The dragon's long-term goals are to reclaim his lair and to reestablish his mastery of Castle Whiterock. Since the party has done such a service for him by removing all potential threats, he should be able to reign unopposed ... once the adventurers are dead. The dragon will, however, honor his word as given above; a single character may leave unharmed if she desires.

This is, of course, a calculated gesture on the dragon's part. He hopes to weaken the party and strike a blow to their morale by having them argue amongst themselves who, if any, will leave (from a meta-game standpoint, this is also a prime opportunity for the characters to make a dramatic, before-the-final-battle, defiant speech or soliloquy). And his offer does not extend to what happens AFTER the hero has left Castle Whiterock, of course.

Tactics: Benthosruthsa detests having to rely on his ghostly abilities in combat, but he has to use what tools he has, given his state. The dragon's age, experience, abilities, and Intelligence make him a very deadly opponent.

During the fight, when Benthos wants to move more

Malevolence

This supernatural ability works similar to the spell *magic jar* (CL 28th) with a few significant exceptions.

Once per round, Benthos can merge his body with a creature on the Material Plane as a full-round action. To use this ability, Benthos must be manifested and must try move into the target's space. This movement does not provoke attacks of opportunity, but a malevolence attempt is blocked by *protection from evil* or a similar ward.

Once he has moved into the space, Benthos can possess the body unless the subject succeeds on a DC 22 Will save. A creature that successfully saves is immune to Benthosruthsa's malevolence for 24 hours, and he cannot enter the target's space. If the save fails, the ghost vanishes into the target's body.

If he is successful, the ghost shares the host body with the target's life force, but the ghost has complete control for the duration. Benthos keeps his Intelligence, Wisdom, Charisma, base attack bonus, base save bonuses, alignment, and mental abilities. The body retains its Strength, Dexterity, Constitution, hit points, natural abilities, and automatic abilities. A body with extra limbs does not allow the dragon to make more attacks (or more advantageous two-weapon attacks) than normal. He can't choose to activate the body's extraordinary or supernatural abilities, and the creature's spells and spell-like abilities do not stay with the body.

Benthosruthsa can possess a body for 28 hours at a time before he must exit it. He can exit the body as a standard action. If the duration expires and the dragon is still inside a host body, he is ejected.

If the host body is slain, Benthos is ejected, and the life force of the host departs (it is dead).

Malevolence, as a supernatural ability, is subject to an *antimagic field* (this would forcibly expel Benthos), but not dispelling, countering, or spell resistance. This save is Charisma-based.

Note that there is one saving throw to resist malevolence, and the possessing ghost can have the host body perform suicidal actions without penalty. Also note that a possessed character has no time to warn his or her fellows about what is happening (although a PC who has survived a failed malevolence attempt could certainly do so).

than a few feet, he tends to shift to the Ethereal first, eliminating any pesky attacks of opportunity and granting him an element of surprise against those adventurers who can't see him (see Ethereal, above).

The dragon's opening gambit is to manifest and use malevolence. As soon as he manifests, heroes close enough to him must save vs. his horrific appearance. Party members must also save vs. the dragon's corrupting gaze each round he is manifested (and not possessing an adventurer) unless they take extra precautions (see sidebar). Benthos targets characters in heavy armor (preferring those he's seen cast curative magic) and, if successful in possessing a hero, has that adventurer jump into the foul water if they're near the lake. As noted above, creatures immersed in the acid take 10d6 points of acid damage.

Then he has the host body take a big lungful of water as a move action and exits the body as a standard action. An adventurer who breathes in water begins drowning immediately (they skip the phase where they try to hold their breath), in addition to suffering acid damage. Characters with fluid in their lungs lose a great deal of buoyancy.

Note that characters who begin to drown become unconscious and are reduced immediately to 0 hp. This means at the end of that same round, when the character takes a minimum of 10 points of damage from the water, they die before they actually finish drowning.

The dragon starts his next phase of combat by casting *shout* in an area containing an obvious arcane spellcaster, followed by *fire shield* (warm shield) on himself to compensate for his vulnerability to cold and *baleful polymorph* on whoever is closest, turning that adventurer into a toad if successful (give that player Handout AU).

If he is still above 75 hit points at this time, the dragon casts *mind fog* on a cluster of opponents before using his *suggestion* spell-like ability on one or two. His *suggestions* can be: count all the gold coins (use only if the coin golem has been defeated!), sit down and read a book (if any are clearly being carried by the party), conduct a sermon to your god (for anyone loudly calling on deities), or flee back to the surface. The point is that Benthos wants to reduce the number of party members he has to actually kill.

When he is reduced to 75 hit points or less, the dragon casts *negative energy sphere* and has the sphere enter his own space, thus healing him. If reduced to fewer than 30 hit points, he casts a second *negative energy sphere* and does likewise. If the party seems to be using one type of energy against him more than any other, he'll cast *resist energy* to counter that energy.

For the rest of the fight, the dragon alternates between using his breath attack and casting his offensive spells (like *baleful polymorph, magic missile*, and *shout*). He tends to reserve his 3rd-level spells for *negative energy spheres*. After using it once, Benthos won't attempt another malevolence attack.

Summary: 10 Rounds with Benthos*

Round 1 – Manifest, PCs save vs. horrific appearance

Round 2 – Use malevolence on PC, have them jump into water

Round 3 – Have possessed PC breathe in water, exit host body

Round 4 – Cast *shout*, centered on obvious arcane caster

Round 5 – Cast *fire shield* (warm shield)

Round 6 – Cast *baleful polymorph* on closest PC

Round 7 – Cast *mind fog* on cluster of PCs

Round 8 – Use *suggestion* on PC affected by *mind fog*

Round 9 – Use *suggestion* on PC affected by *mind fog*

Round 10 – Use breath attack

When at 75 hit points or less – Cast *negative energy sphere* on self

*Unless they take precautions, heroes must save against Benthos' corrupting gaze every round at the beginning of their turns if Benthos is manifested and not possessing a target.

Against opponents who happen to be ethereal, such as through an *ethereal jaunt* or *etherealness* spell, the dragon gleefully dismantles them with his normal draconic attack profile. He will un-manifest, returning fully to the Ethereal Plane so he doesn't have to fight on two fronts, and take a free action to thank his ethereal opponents for giving him an opportunity to "physically" destroy something once again. In melee, Benthos likes to start with a crush follow by a full attack. If he is faced with two or more opponents, he'll bite, claw, and wing whoever seems the hardest to hit, and use his tail slap on another foe.

Benthosruthsa, old red dragon ghost: CR 22; Gargantuan undead (fire, incorporeal, augmented dragon); HD 28d12; hp 185; Init +4; Spd 40 ft., fly 200 ft. (perfect); AC 17, touch 17, flat-footed 17 or 33, touch 6, flat-footed 33; Base Atk +28; Grp +52; Atk (vs. ethereal only) bite +36 melee (4d6+12); Full Atk (vs. ethereal only) bite +36 melee (4d6+12) and 2 claws +34 melee (2d8+6) and 2 wings +34 melee (2d6+6) and tail slap + 34 melee (2d8+18); Space/Reach 20 ft./15 ft. (20 ft. with bite); SA Breath weapon, corrupting gaze, crush (4d6+18) (vs. ethereal only), horrific appearance, malevolence, manifestation, spell-like abilities, spells, tail sweep (2d6+18) (vs. ethereal only); SQ Damage resistance 10/magic, darkvision 120 ft., frightful presence, immunity to fire, *sleep*, and paralysis, incorporeal traits, keen senses, rejuvenation, spell resistance 24, undead traits, vulnerability to cold, +4 turn resistance; AL CE; SV Fort +16, Ref +18, Will +23; Str 35, Dex 10, Con –, Int 20, Wis 21, Cha 24.

Skills and Feats: Appraise +33, Bluff +35, Concentration +28, Diplomacy +41, Disguise +7 (+9 acting), Hide –4, Intimidate +39, Knowledge (arcana) +33, Knowledge (the planes) +33, Listen +41, Search +41, Sense Motive +33, Spellcraft +35, Spot +42, Survival +5 (+7 following tracks, +7 on other planes); Ability Focus (breath weapon), Cleave, Eschew Materials, Flyby Attack, Great Cleave, Improved Initiative, Iron Will, Lightning Reflexes, Multiattack, Power Attack.

SA – Breath Weapon (Su): 60-foot cone, 16d10 fire damage, DC 26 Reflex half. Using a breath weapon is a standard action.

Crush (Ex): This special attack allows Benthosruthsa to land on opponents as a standard action, using his whole body to crush them. Crush attacks are effective only against opponents three or more size categories smaller than Benthosruthsa (though he can attempt normal overrun or grapple attacks against larger opponents).

A crush attack affects as many creatures as can fit under Benthosruthsa's body. Creatures in the affected area must succeed on a DC 24 Reflex save or be pinned, automatically taking 4d6+18 bludgeoning damage during the next round unless Benthosruthsa moves off them. If Benthos chooses to maintain the pin, treat it as a normal grapple attack. Pinned opponents take damage from the crush each round if they don't escape.

In the case of Benthosruthsa, this special attack only affects ethereal creatures.

Corrupting Gaze (Su): See sidebar.

Corrupting Gaze

Each adventurer within 30 feet of Benthos must attempt a DC 31 Fortitude save each round at the beginning of his or her turn or take 2d10 points of damage and 1d4 points of Charisma damage. This save is Charisma-based.

A hero can avert his eyes from the dragon's face, looking at its body, or tracking Benthos in a reflective surface. Each round, an adventurer taking these precautions has a 50% chance of not having to make a saving throw, but Benthos gains concealment (20%) relative to the opponent. An opponent can shut his eyes, turn his back on the creature, or wear a blindfold. In these cases, the opponent does not need to make a saving throw, but Benthos gains total concealment (50%) relative to the opponent.

Note that this miss chance is in addition to an incorporeal creature's ability to ignore damage from magic, corporeal sources 50% of the time. Also note that this miss chance applies even to *ghost touch* weapons.

Looking at Benthos' image (such as in a mirror or as part of an illusion) does not subject the adventurer to a gaze attack, but characters using darkvision in complete darkness are affected by a gaze attack normally.

If visibility is sufficiently limited (by dim lighting, a fog, or the like) to result in concealment, there is a percentage chance equal to the normal miss chance for that degree of concealment that a character won't need to make a saving throw in a given round. This chance is not cumulative with the chance for averting your eyes, but is rolled separately.

Benthos is immune to his own gaze attack and can "turn it off" when so desired.

Frightful Presence (Ex): This ability takes effect automatically whenever Benthosruthsa attacks, charges, or flies overhead. Creatures within a 150-foot radius are subject to the effect if they have 28 or fewer Hit Dice. A potentially affected creature that succeeds on a DC 31 Will save remains immune to Benthos' frightful presence for 24 hours. On a failure, creatures with 4 or less HD become panicked for 4d6 rounds and those with 5 or more HD become shaken for 4d6 rounds. Dragons ignore the frightful presence of other dragons.

Horrific Appearance (Su): Any living creature within 60 feet that views Benthosruthsa must succeed on a DC 31 Fortitude save or immediately take 1d4 points of Strength damage, 1d4 points of Dexterity damage, and 1d4 points of Constitution damage. A creature that successfully saves against this effect cannot be affected by Benthosruthsa's horrific appearance for 24 hours.

Malevolence (Su): See sidebar.

Manifestation (Su): When he manifests, Benthosruthsa partly enters the Material Plane and becomes visible but incorporeal on the Material Plane. As a manifested ghost, he can be harmed only by other incorporeal creatures, magic weapons, or spells, with a 50% chance to ignore any damage from a corporeal source. He can pass through solid objects at will, and his attacks pass through armor. When manifested, he always moves silently and can strike with his touch attack or with a *ghost touch* weapon. Benthos remains partially on the Ethereal Plane when manifested, where he is not incorporeal. Opponents on either the Material Plane or the Ethereal Plane can attack him.

Spell-Like Abilities: 8/day – *locate object*; 1/day – *suggestion* (DC 20). Caster level 11th.

Tail Sweep (Ex): This special attack allows Benthosruthsa to sweep with his tail as a standard action. The sweep affects a half-circle with a radius of 30 feet, extending from an intersection on the edge of Benthosruthsa's space in any direction. Creatures within the swept area are affected if they are size Small or smaller. Benthosruthsa's tail sweep inflicts 2d6+18 damage; affected creatures can attempt DC 24 Reflex saves to take half damage.

In the case of Benthosruthsa, this special attack only affects ethereal creatures.

SQ – Keen Senses (Ex): Benthosruthsa sees four times as well as a human in shadowy illumination and twice as well in normal light.

Rejuvenation (Su): Benthosruthsa is difficult to destroy through simple combat: His "destroyed" spirit restores itself in 2d4 days with a successful level check (1d20 + 28) against DC 16. Benthosruthsa will continue to rejuvenate as long as Hasna'azhar is trapped in the *iron flask*, so overwhelming is his possessiveness of her.

Spells Known (6/8/8/8/7/5; DC 17 + spell level; CL 11th): 0 – *acid splash, arcane mark, detect poison, detect magic, light, mage hand, mending, prestidigitation, read magic*; 1st – *detect secret doors, endure elements, identify, magic missile, unseen servant*; 2nd – *blindness/deafness, gust of wind, invisibility, obscure object, resist energy*; 3rd – *dispel magic, haste, negative energy sphere*, tongues*; 4th – *fire shield, polymorph, shout*; 5th – *baleful polymorph, mind fog*.

*New spell, see Appendix B.

Possessions: None.

Area 15-3 – Two Approaches: Referring to the map, the dotted line indicates that there is an *illusory wall* spell in place. For all intents and purposes, it appears as if that space is just standard rock wall. A DC 16 Will save is required to disbelieve the wall if it is interacted with, but merely passing by is not sufficient to warrant a check, and since it is placed atop a small rise, it is unlikely that there would be any incidental contact.

This spell was put in place by a sorcerer follower of Benthosruthsa, now a dread wraith.

If the party passes through the wall, read or paraphrase the following:

This side tunnel branches off of the one you've been traveling down. The ceiling, floor, and walls are rough and appear to be formed naturally. Your light sources catch the glint of steel ... shattered weapons and bones are scattered about the floor, and the walls, marked by stray blows and errant magic, show signs that a terrific struggle took place here, long ago.

The ground in this side tunnel is broken and uneven; it is considered difficult terrain. Note that the elevation shifts suddenly in the side tunnel; as is stated above, it requires a DC 20 Climb check to scale the walls here.

The defenders of Benthosruthsa used to guard these tunnels, and died defending them from Silhouette's conspirators and colleagues.

Area 15-4 – Undying Loyalty (EL 15): As the party enters this area, read or paraphrase the following:

The irregular tunnel reaches a T-intersection. From the right fork, you feel the movement of air, whereas the left fork seems still.

When the dread wraiths make their appearance, read or paraphrase the following:

Suddenly, you are beset from every side! Spectral warriors, clad in transparent memories

of their armor and wielding shadows of their weaponry, rise forth from the floor or descend noiselessly from the ceiling to surround you.

They address you in eerie, hollow voices, speaking in unison, "You shall not profane the lair of Great Benthosruthsa!"

Development: The wraiths remember their original purpose: Defend this passage with their lives.

They are laying in ambush in the intersection. A Spot check opposed by their Hide results may locate them; parts of their faces are protruding from the surrounding stone so they can view the intruding adventurers.

If all four wraiths are encountered, there will be one down each direction of the tunnel (including behind the party!) and one attacking them from the ceiling.

If for whatever reason they become aware of Benthosruthsa, they will flee in shame for having failed him. The wraiths, however, have no special ability to detect the dragon while he is ethereal.

Tactics: If possible, several dread wraiths will gang up on a single adventurer in hopes of slaying her and turning her into a wraith. They use their lifesense ability to single out characters closest to death, and will absolutely attack a dying character. The stats for a wraith are provided below in case.

The dread wraiths "blocking" the tunnels to areas 15-3 and 15-12 remain in place while the others use the standard "hit-and-move" tactics granted them by their Spring Attack feats.

Aside from fleeing from the ghost-dragon as mentioned above, the dread wraiths will fight to their destruction and will pursue fleeing opponents so long as they remain inside the side tunnels. If only one or two heroes take off down a tunnel, only one dread wraith will chase them while the rest continue fighting the party.

Dread wraiths that are turned will flee to area 15-1 for the minute they are afraid.

Dread Wraiths (4): CR 11; Large undead (incorporeal); HD 16d12; hp104 each; Init +13; Spd Fly 60 ft. (good); AC 25, touch 25, flat-footed 16; Base Atk +8; Grp –; Atk/Full Atk incorporeal touch +16 melee (2d6 plus 1d8 Constitution drain); Space/Reach 10 ft./10 ft.; SA Constitution drain, create spawn; SQ Darkvision 60 ft., daylight powerlessness, incorporeal traits, lifesense 60 ft., undead traits, unnatural aura; AL LE; SV Fort +5, Ref +14, Will +14; Str –, Dex 28, Con –, Int 17, Wis 18, Cha 24

Skills and Feats: Diplomacy +9, Hide +24, Intimidate +26, Knowledge (religion) +22, Listen +25, Search +22, Sense Motive +23, Spot +25, Survival +4 (+6 following tracks); Alertness, Blind-Fight, Combat Reflexes, Dodge, Improved Initiative, Improved Natural Attack (incorporeal touch), Mobility, Spring Attack.

SA – Constitution Drain (Su): Living creatures hit by a dread wraith's incorporeal touch attack must succeed on a DC 25 Fortitude save or take 1d8 points of Constitution drain. On each such successful attack, the dread wraith gains 5 temporary hit points.

Create Spawn (Su): Any humanoid slain by a dread wraith becomes a wraith in 1d4 rounds. Its body remains intact and inanimate, but its spirit is torn free from its corpse and transformed. Spawn are under the command of the wraith that created them and remain enslaved until its death. They do not possess any of the abilities they had in life.

SQ – Daylight Powerlessness (Ex): Wraiths are utterly powerless in natural sunlight (not merely a *daylight* spell) and flee from it.

Lifesense (Su): A dread wraith notices and locates living creatures within 60 feet, just as if it possessed the blindsight ability. It also senses the strength of their life force automatically, as if it had cast *deathwatch*.

Unnatural Aura (Su): Animals, whether wild or domesticated, can sense the unnatural presence of a wraith at a distance of 30 feet. They will not willingly approach nearer than that and panic if forced to do so; they remain panicked as long as they are within that range.

Wraith: CR 5; Medium undead (incorporeal); HD 5d12; hp 32 hp; Init +7; Spd Fly 60 ft. (good); AC 15, touch 15, flat-footed 12; Base Atk +2; Grp –; Atk/Full Atk incorporeal touch +5 melee (1d4 plus 1d6 Constitution drain); SA Constitution drain, create spawn; SQ Darkvision 60 ft., daylight powerlessness, incorporeal traits, +2 turn resistance, undead traits, unnatural aura; AL LE; SV Fort +1, Ref +4, Will +6; Str –, Dex 16, Con –, Int 14, Wis 14, Cha 15.

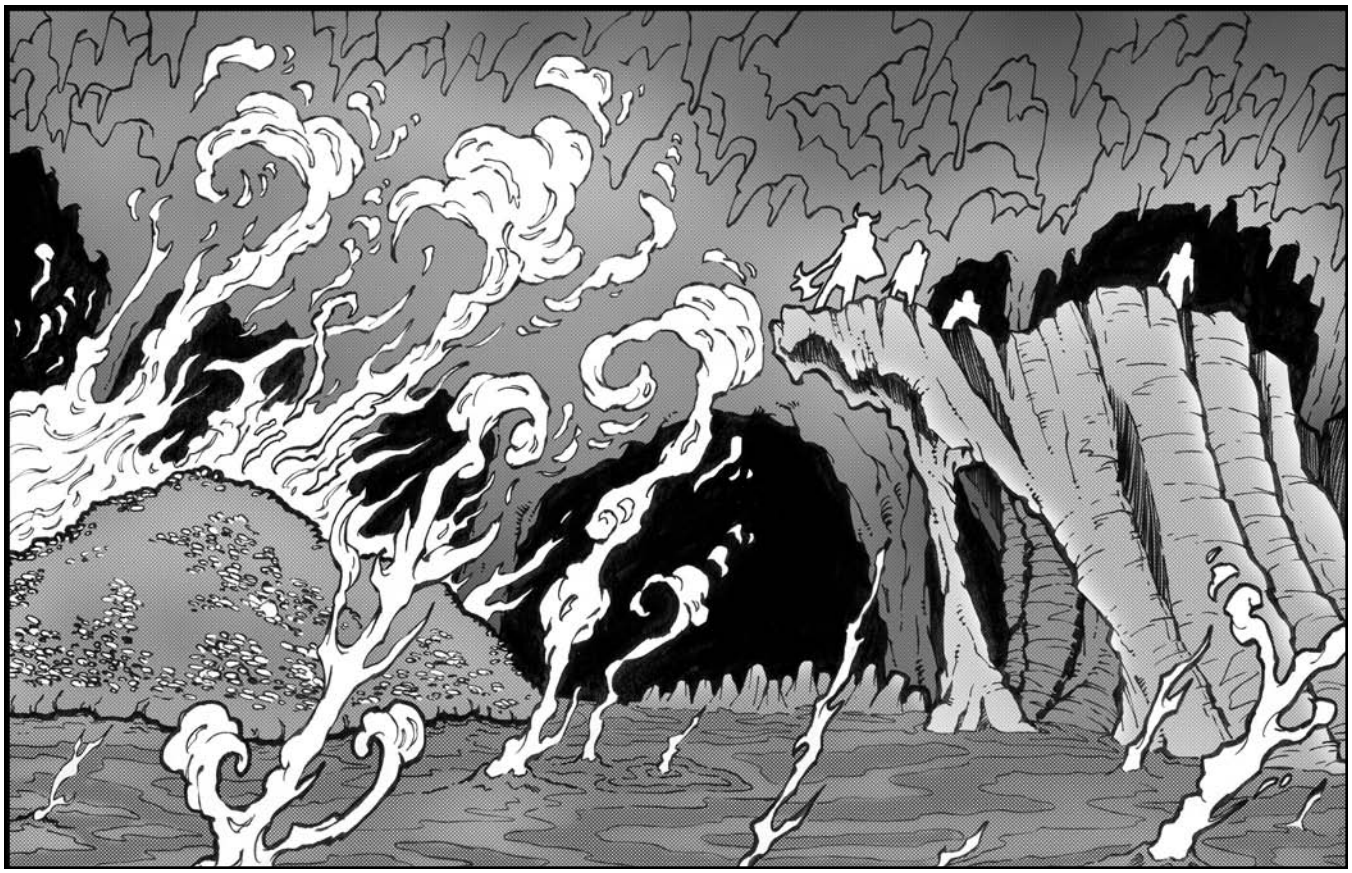
Skills and Feats: Diplomacy +6, Hide +11, Intimidate +10, Listen +12, Search +10, Sense Motive +8, Spot +12, Survival +2 (+4 following tracks); Alertness, Blind-Fight, Combat Reflexes, Improved Initiative.

SA – Constitution Drain (Su): Living creatures hit by a wraith's incorporeal touch attack must succeed on a DC 14 Fortitude save or take 1d6 points of Constitution drain. On each such successful attack, the wraith gains 5 temporary hit points.

Create Spawn (Su): See above.

SQ – Daylight Powerlessness (Ex): See above.

Unnatural Aura (Su): See above.



Area 15-5 – Pillars: As the party enters this area, read or paraphrase the following:

The passageway straightens out a bit, and you see six pillars ahead, three to a side. Repeating diamond patterns make them look as if they are scaled. The base of each is a clawed foot, and their capitals are rounded with protruding fangs spaced evenly around the top.

Development: These pillars are just decoration; they are not trapped.

Area 15-6 – Gallery Approach: As the party approaches this area, read or paraphrase the following:

Further into the earth you travel as the passageway leads you down staircase after staircase. The stench of sulfur intensifies, almost gagging you.

Eventually, the passage makes a gradual turn to the left, revealing a series of four large gaps in the stone wall, the smallest just under ten feet wide. They seem to open into a larger cavern. The area beyond the window-like apertures glows a dull, flickering red, and intense bursts of brighter light intermittently flare, accompanied by the "fwoosh" of flame.

When the party can see into the large cavern, give them Players' Handout AV and read or paraphrase the following, adjusting to reflect the party's actual height above the water level:

The cavern is fantastically large – a good chunk of Cillamar could fit inside it. A span of no less than one hundred thirty feet separates your promontory view from the opposite end of the cavern that stretches around a bend beyond your line of sight. The ceiling is very uneven; parts of it are merely twenty feet above you, while other sections are fifty or more.

Twenty feet below you is a lake coated in a slick of oil and filth. Pockets of flame ignite and sputter across the smoking surface like torches held by a half-drowned mob. From countless stalactites rain a steady but scattered drizzle of black tar; whenever the tar falls into a burning patch, the flame greedily leaps upward, causing the flares you noticed earlier.

Several islands dot the surface of the lake. Just to your right is an archipelago of stalagmites, all with their tops shorn off at the same height. Across from you is a smaller island wholly consumed in flame. The island to your left, actually a mass of cooled magma, is what catches your eyes. Every square inch of its surface is covered with coins ... tens of thousands of them, all gold or platinum.

You see no easy way to access any of the islands. The passage you've followed seems to continue descending until it eventually makes a U-turn and ends at the water's level.

You can tell the cavern is larger still, but your current position prevents you from seeing anything else.

Development: There were not always gaps in this approach, but the rushing water from Sil's flood burst through the thinnest parts of the stone wall here, creating the "windows."

Unwelcome Preparations, part I: Silhouette, through her rakshasa ally, has prepared the columns noted A, B, and C to be unusually brittle. They have only half the number of hit points they should, and have very low break DCs.

These columns count as unusual stonework; any dwarf (or other creature with stonecunning) passing within 10 feet of them is entitled to a DC 20 Search check to notice that they have been weakened.

During combat, Silhouette may attempt to make break a column with a Strength check. If she succeeds, it collapses the ceiling in the shaded area next to the column. Any adventurers standing in that area take 8d6 damage (DC 15 Reflex half), and the shaded area becomes difficult terrain. Breaking either column B or C collapses that entire area. If she manages to break both, the ceiling collapses further, and the shaded area between B and C becomes impassable terrain.

Stone Column: 5 ft. thick, hardness 8, 450 hp, Break DC 20, Search DC 20.

Area 15-7 – Promontory: Around this area, the ceiling is 60 feet high and has sparse stalactites. As the party enters this area, read or paraphrase the following:

The passageway ends at a short promontory, almost like a pier. The heat is terrific this close to the burning surface of the lake, but not as bad as some areas you've passed through to get here.

At the very end of this tongue of land is a large gong made of brass. A hammer hangs from a hook on one side of the instrument's frame. The promontory and its approach are covered in a thin layer of scree.

Development: How the party navigates the burning, acidic lake is up to them; most denizens of this level fly. When Scithia visits her mistress, she rings the gong to request an audience. The petty dragon comes at its leisure, always making the medusa wait to remind her who is in control.

If the party rings the gong, Sil will hear from her perch in area 15-11. See that area for details.

The gong is not magical, but it is good quality. A DC 11 Appraise check would determine it's worth 175 gp. The gong weighs 15 pounds.

Area 15-8 – Coin Island (EL 14): Around this area, the ceiling is 55 feet high and has a few stalactites. As the party enters this area, read or paraphrase the following:

No cruel illusion was this bonanza of material wealth. Now that you are a bit closer, you see that there are other items interspersed with the coins ... here a wooden shield, there a case of bolts, and all around a smattering of gems of all shapes and sizes – even a jaunty hat with a quail feather thrust through the band.

When the coin golem makes its appearance, read or paraphrase the following:

At first it seemed a trick of the light, but now there can be no mistake! The coins, almost all of them, are moving on their own, rolling, hopping, and leaping to the center of the island. Almost instantly, their aggregate mass assumes a lumpy humanoid form, and lurches forward!

Development: The coin golem was a leftover from Benthos' tenure as lord of Castle Whiterock. He used it as a sparring partner from time to time, always making sure not to destroy it utterly. After Silhouette took over, she saw wisdom in keeping the golem around as a guardian, and even had Baghamaya "retrain" it to accept her as its master (a process that involved increasing the coins that made up its corpus). The rakshasa also brought in a golem specialist from its colleagues of the Tome and modified this coin golem to be able to move itself about.

This golem is made of 66,000 coins; they are not magical in and of themselves, and so could be removed with a *mage hand* spell (which does not allow spell resistance, and therefore is not subject to the golem's magic immunity). The coins of the golem count against the total coins listed below in Sil's hoard.

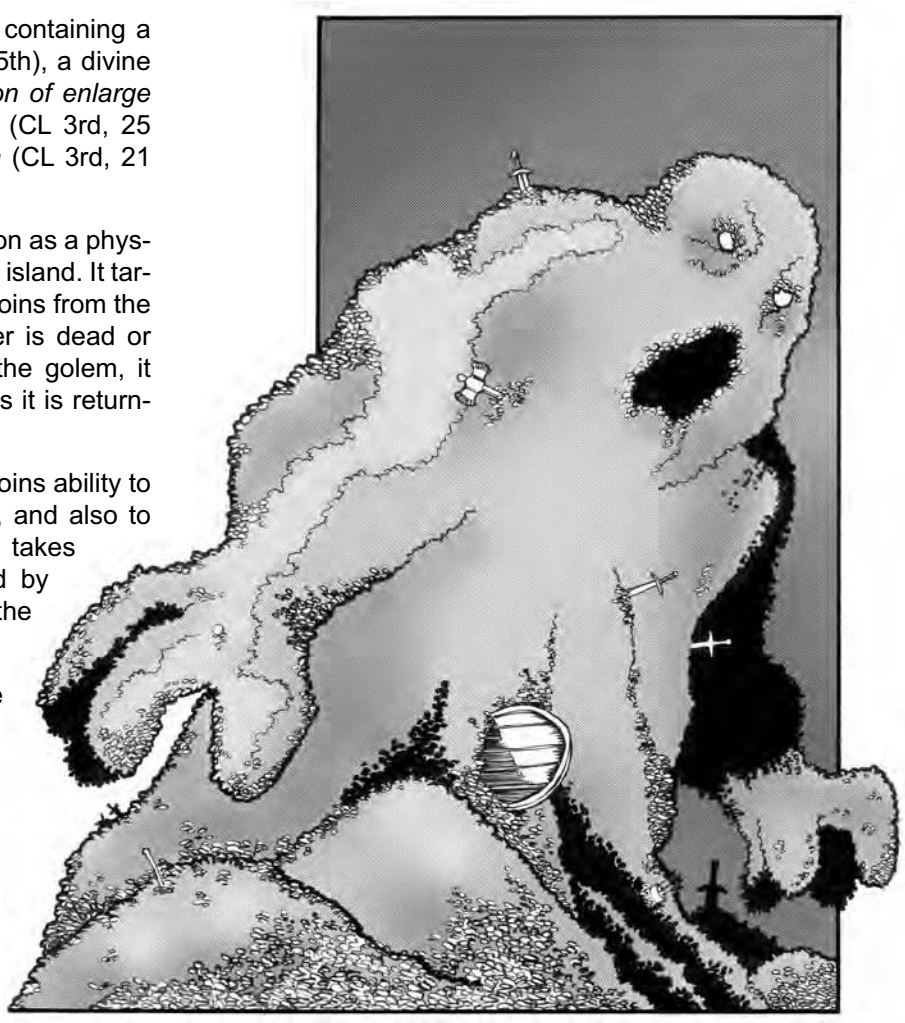
Sil's Hoard: The coins are taken from Sil's personal stash and what coins Benthos had in his hoard. There are 83,500 gp, 2,000 pp, 12 obsidian gems (10 gp each), six carnelians (40 gp each), a pair of black pearls (500 gp each), 10 slightly flawed black star sapphires (900 gp each), a damaged but functional suit of *+1 breastplate*, a *+3 heavy wooden shield of sonic resistance*, 50 *+1 bolts*, a *hat of dis-*

guise, and a *bag of holding (type IV)* containing a *scroll of mage's private sanctum* (CL 5th), a divine *scroll of shield other* (CL 3rd), a *potion of enlarge person* (CL 1st), a *wand of false life* (CL 3rd, 25 charges) and a *wand of delay poison* (CL 3rd, 21 charges).

Tactics: The coin golem attacks as soon as a physical presence disturbs any coins on the island. It targets only characters who have taken coins from the island. Once that particular adventurer is dead or otherwise unable to be attacked by the golem, it returns to the island. If it is attacked as it is returning, it defends itself.

The coin golem uses its unique jet of coins ability to move around the islands of this area, and also to target flying PCs (although it then takes falling damage – which is unaffected by damage reduction – as it falls back to the ground).

The golem will not venture into the water, which it knows is acidic and can hurt it. It fights to its destruction, and it tirelessly pursues fleeing PCs who have taken coins from the island.



Advanced Unique Coin Golem: CR 14; Huge construct; HD 22d10+40; 170 hp; Init +2; Spd 20 ft.; AC 28, touch 10, flat-footed 26; Base Atk +16; Grp +36; Atk slam +26 melee (2d10+12); Full Atk 2 slams +26 melee (2d10+12); Space/Reach 15 ft./15 ft.; SA Jet of coins (6d6 plus special); SQ Construct traits, damage reduction 15/adamantine, darkvision 60 ft., hardness 10, immunity to magic, low-light vision; AL N; SV Fort +7, Ref +9, Will +7; Str 34, Dex 14, Con –, Int –, Wis 11, Cha 1.

Skills and Feats: None.

SA – Jet of Coins (Su): This coin golem does not have the normal volley of coins ability; instead it has this ability.

As a full-round action, it can fire the coins of its body at a distant location. Draw a line that is up to 40 feet long; the golem creates a violent stream of coins along this line as it relocates its entire body to the new location. Any creature in the line takes 4d6 damage (DC 21 Reflex half), and any creature struck that fails a subsequent DC 21 Fortitude save continues to take 1d6 bleeding damage for 1d4 rounds afterward. A *cure* spell or a DC 20 Heal check stops this bleeding. This coin golem must wait 1d4+1 rounds after using this ability before it can use it again.

SQ – Immunity to Magic (Ex): A coin golem is immune to any spell or spell-like ability that allows spell resistance.

Damage Reduction and Hardness: Attacks that bypass or overcome the coin golem's damage reduction must still contend with its hardness.

Area 15-9 – Stalagmite Archipelago: The ceiling is 70 feet high in this general area and is a thick forest of stalactites. Each of the islands is 10 feet above the water level and is, as described above, made of a chopped-down stalagmite. They are otherwise entirely unremarkable.

Unwelcome Preparations, part II: From the promontory, there are two obvious avenues of further exploration for land-based creatures: the coin island – guarded by the coin golem – and this "archipelago." Sil, who is not as smart as Benthos but hardly a mental midget, has decided that some preparations may be necessary along the second approach as well.

She had her allies weaken the supports of several stalactites. If the battle against the party brings Sil to this general area, she can use her tail slap attack against the ceiling, shaking loose the stalactites and causing them to fall in the four shaded zones

near this area. Each set of stalactites can be triggered only once.

Anyone standing (or flying!) in a shaded zone takes 8d8 damage from falling rock and piercing stalactites, allowing a DC 15 Reflex save for half damage. Additionally, anyone struck by this hazard while standing on an island is knocked prone and buried under rubble.

Extricating a character from the rubble requires a DC 20 Strength check made as a standard action; using a crowbar, shovel, or similar tool grants a +2 bonus to the check. Buried characters have a –4 penalty to this check.

Anyone examining the stalactites can detect that they've been tampered with on a successful DC 20 Search check. Dwarves who merely pass within 10 feet of the ceiling are entitled to this check automatically, since this would be considered unusual stonework.

Area 15-10 – The Hidden Trove: The ceiling of the main cave is about 60 feet high near here and is a forest of stalactites. From land, the cave mouth can only be seen from the far edge of area 15-8. Any character with line-of-sight to the entrance can make a DC 10 Spot check to notice it. As the party enters this area, read or paraphrase the following:

This entrance to the easy-to-miss cave is only about five feet above the level of the water. The air is cooler in here, still warm but bearable. That is odd, but stranger still is the full royal carriage that takes up the majority of the space in here. The seal of the kingdom of Morrain is emblazoned on the side.

Arranged neatly around the carriage are several items of adventuring gear – greatsword, scrollcase, belt, book, rod – and a beautiful lyre of dark wood inlaid with gold. Each item has a small sheet of paper underneath it.

There is an opening at the rear of this cave that does not seem to lead back to the lake.

Development: This is where Sil has stashed the sections of Benthosruthsa's hoard that she's looking to sell off to add to her pile of coins (area 15-8). The slips of paper are the gold piece value of each item.

Liquidation Sale: The carriage is in good condition (150 gp), and inside is a striking painting of First Lord Morro Stormwarden, the founder of modern Morrain (1,900 gp). The painting is from late in his life, possibly just before his death. The scroll contains a divine scroll with the spells *summon monster III* and *prayer* (CL 5th). The other items are a *belt of giant strength +4*, a *tome of clear thought*, a *lyre of building*, a *rod of flame extinguishing*, and a *+4 greatsword*. In the far back of the cave, in the coolest area, are 25 bottles of the finest wine ever made in Morrain (800 gp each). Each has a brass and platinum stopper cork bearing the seal of Morrain (1,200 gp each) and is decorated with a small chain with an emerald set into it (1,300 gp each).

A DC 30 Knowledge (history) or Knowledge (local – Morrain) check would recognize these bottles as being of the famous 2716 vintage, making these the 25 missing bottles from Vemn the Magnanimous' final party, thrown the night before he disappeared. How they ended up in a dragon's lair is for the GM to decide.

Area 15-11 – The Perch (EL 16): The ceiling is 65 feet high and has very few stalactites. As the party enters this area, read or paraphrase the following:

This cave is really little more than a hollowed-out depression in the rock wall. It is barely fifteen feet square.

When Silhouette makes her appearance, present Players' Handout AW and read or paraphrase the following; the text assumes she emerges from the water after hearing the gong (see area 15-7) and is not expecting the party.

The filthy, burning water suddenly swells, and then a pair of curving, crenellated horns breaks the surface, followed by a skull-like, snouted head atop a sinuous neck of ebon scales. The emerald lamps of the dragon's eyes widen for the briefest moment and then narrow as it hisses at you, exposing a mouth of rotted, but still formidable, fangs.

"Where is my handmaiden? Where is Scithia?" the dragon demands in a strangely high-pitched voice.

Development: The dragon, of course, does not actually care for Scithia; she just doesn't like others killing her pets. It perturbs her.

Sil lounges on this snug perch when she's not counting her coins (again) or swimming laps in the putrid lake. Her *major ring of fire resistance* resizes itself to fit any wearer.

She has no idea that Benthosruthsa has become a ghost, and would be very, very, very interested in this information, maybe even enough to spare the party and forgive them for killing her servants if they gave her their coins in tribute.

Summoning the Dragon: If the party rings the gong in area 15-7, Sil will hear it and assume it is Scithia. She will be cross with the medusa for disturbing her a second time in so recent a period, and out of pettiness will make her wait 20 minutes before diving off the perch and swimming underwater toward area 15-7. She will be surprised to find the party there, and combat will begin as normal.

This assumes the party doesn't do anything to draw her attention, such as fighting the coin golem or Hasna'azhar, ringing the gong a second time (which Scithia would never do), or otherwise making a racket. Combat with the dread wraiths in area 15-4 is insufficient to draw her attention unless it spills into area 15-6 or 15-12.

If Sil is tipped off that something is wrong, she will start casting spells to boost her abilities and defenses (see Tactics).

Tactics: Silhouette was able to defeat the much more powerful Benthosruthsa not only due to her extensive preparations, but because she was far more maneuverable than the clumsy red. This means a party must be patient and/or stealthy in order to have any advantage against her, because if she is forewarned that something may be amiss, she'll have time to erect magic defenses.

She casts, in order, *mage armor, protection from good, bull's strength, invisibility*, and *resistance* before venturing from her perch if given sufficient time. None of these spells is reflected in the statistics below.

Then the black dragon flies off her perch, making a beeline for the source of the disturbance. If she sees the party engaged in combat with anyone other than Benthosruthsa, she remains invisible and watches, hovering in place. If she catches the party fighting the ghost of her old nemesis, she'll join the fight against the red dragon. In the first situation, she wants to observe the party's abilities, and in the second, she knows from experience that he is a formidable foe. If the GM has given Benthos a fatal flaw (see Scaling Information), Sil could shout it aloud to the party (she probably used it to kill him).

Otherwise, she attacks the party. If they are standing in an area that she has prepared as a hazard (areas 15-6, 15-9, 15-12, and 15-13), then she will use that against the party. In general, Sil prefers to use her prepared hazards, if given a chance.

Thanks to her Hover feat, Sil can halt forward flying motion and hover in place as a move action. She can then fly in any direction, including straight down or straight up, at half speed. If she begins her turn hovering, she can remain in place for the turn and take a full-round action (but cannot make wing attacks), breathe acid, or cast a spell.

The dragon favors physical combat over magic and her breath attack, especially her tail slap. When faced with multiple opponents, she always saves the tail slap for whoever is dealing the most damage, otherwise spreading her attacks out evenly. If she seems to be having an easy time striking her enemies, Sil often Power Attacks for 10 points.

Sil hates creatures smaller than herself that flit about, such as those with the Tumble skill, the Spring Attack feat, or those who can fly (either naturally with the aid of magic). If any heroes use these tactics, she will Snatch them with a bite attack. Sil uses only her mouth for this attack, and so suffers a –20 penalty to her grapple check. Creatures Small or smaller take automatic bite damage each round they are in Sil's mouth. In subsequent rounds, she uses her breath attack (note that creatures held in Sil's mouth are not allowed a save vs. her breath attack) and, if the adventurer was not flying, spits them 1d6x10 feet out into the lake. If they were flying and larger than Small, she merely holds them in her mouth, using her breath attack when it is available.

If Sil tries to use Snatch and loses the grapple check, or if a PC held in her mouth escapes (either with Escape Artist, winning a grapple check, or some other means), she'll get angry and full attack just that one adventurer, if able. She continues full-attacking her target until it is dead. Sil is petty like that.

If reduced to 100 hit points or less, the dragon dives into the water. She can wait down there indefinitely while her body heals naturally and, if given time and need, casts or renews her defensive spells (except *invisibility*, which would not work underwater). If the party tries to take the battle underwater, she rejoins the fight, albeit in her element. Under these conditions, she uses her Snatch feat with claw attacks (again suffering a –20 to the grapple checks) to hold opponents in place while she waits for whatever magic that allows them to breathe water wears off, or, if it seems that they can breathe water thanks to equipment they're carrying, she'll strip it from them. She also uses her breath weapon as often as she can.

If the party does not attack her underwater, or if they try to attack her from the surface, consult the DMG for the effects of attacking a foe underwater. In this case, the dragon will circle around, sniping at the party with her breath attack every 1d4 rounds (if they are affected by it).

Otherwise, Sil fights to the death. She will pursue fleeing opponents if she has more than 50 hit points, though she first pauses to renew or cast her defensive spells. If she has 50 hit points or less, she will remember the insult and track the offending parties down later. She was willing to take on an old red dragon for some half-slight ... imagine what she'd do to the party who raided her lair!

Silhouette, mature adult black dragon Ftr2: CR 16; Huge dragon (water); HD 22d12+132 plus 2d10+6; hp 294; Init +2; Spd 60 ft., fly 150 ft. (poor), swim 60 ft.; AC 31, touch 10, flat-footed 29; Base Atk +24; Grp +40; Atk bite +30 melee (2d8+8/19-20); Full Atk bite +30 melee (2d8+8/19-20) and 2 claws +30 melee (2d6+4) and 2 wings +30 melee (1d8+4) and tail slap +30 melee (3d6+12/19-20); Space/Reach 15 ft./10 ft. (15 ft. with bite); SA Breath weapon, corrupt water, crush, debris cloud, spell-like abilities, spells; SQ Darkvision 120 ft., damage resistance 10/magic, frightful presence, immunity to acid, *sleep*, and paralysis, keen senses, resistance to fire 20, spell resistance 21, water breathing; AL CE; SV Fort +22, Ref +15, Will +16; Str 26, Dex 14, Con 23, Int 14, Wis 16, Cha 16.

Skills and Feats: Concentration +31, Diplomacy +28, Hide +27, Knowledge (arcana) +27, Listen +28, Move Silently +27, Sense Motive +28, Spot +28, Swim +24; Ability Focus (breath weapon), Combat Reflexes, Hover, Improved Critical (bite), Improved Critical (tail), Improved Multiattack, Improved Natural Attack (tail), Multiattack, Power Attack, Snatch, Wingover.

SA – Breath Weapon (Su): 100-foot line, 14d4 acid damage, DC 29 Reflex half. Using a breath weapon is a standard action. Once a dragon breathes, it can't breathe again until 1d4 rounds later.

Corrupt Water (Sp): Once per day, Silhouette can stagnate 10 cubic feet of water, making it become still, foul, and unable to support animal life. The ability spoils liquids containing water. Magic items (such as potions) and items in a creature's possession must succeed on a DC 24 Will save or become fouled. This ability is the equivalent of a 1st-level spell.

Crush (Ex): This special attack allows Silhouette to land on opponents as a standard action, using her whole body to crush them. Crush attacks are effective only against opponents three or more size categories smaller than Silhouette (though she can attempt normal overrun or grapple attacks against larger opponents).

A crush attack affects as many creatures as can fit under Silhouette's body. Creatures in the affected area must succeed on a DC 27 Reflex save or be pinned, automatically taking 2d8+12 bludgeoning damage during the next round unless Silhouette moves off them. If Silhouette chooses to maintain the pin, treat it as a normal grapple attack. Pinned opponents take damage from the crush each round if they don't escape.

Debris Cloud (Ex): If Silhouette hovers within 20 feet of the ground in an area with lots of loose debris (such as areas 15-7, 15-8, 15-12, and 15-13), the draft from her wings creates a hemispherical cloud with a radius of 60 feet. The winds can snuff torches, small campfires, exposed lanterns, and other small, open flames of nonmagical origin. Clear vision within the cloud is limited to 10 feet. Creatures have concealment at 15 to 20 feet (20% miss chance). At 25 feet or more, creatures have total concealment (50% miss chance, and opponents cannot use sight to locate the creature).

Those caught in the cloud must succeed on a DC 22 Concentration check to cast a spell.

Frightful Presence (Ex): This ability takes effect automatically whenever Silhouette attacks, charges, or flies overhead. Creatures within a 150-foot radius are subject to the effect if they have fewer than 24 Hit Dice. A potentially affected creature that succeeds on a DC 24 Will save remains immune to Silhouette's frightful presence for 24 hours. On a failure, creatures with 4 or less HD become panicked for 4d6 rounds and those with 5 or more HD become shaken for 4d6 rounds. Dragons ignore the frightful presence of other dragons.

Spell-Like Abilities: 3/day – *darkness*. Caster level 7th.

SQ – Keen Senses (Ex): Silhouette sees four times as well as a human in shadowy illumination and twice as well in normal light.

Water Breathing (Ex): Silhouette can breathe underwater indefinitely and can freely use her breath weapon, spells, and other abilities while submerged.

Spells Known (6/7/5; DC 13 + spell level; CL 5th): 0 – *detect poison, detect magic, mage hand, mending, read magic, resistance*; 1st – *identify, mage armor, magic missile, protection from good*; 2nd – *bull's strength, invisibility*.

Possessions: Major ring of fire resistance.

Area 15-12 – Catwalk Approach: The ceiling here is 80 feet high and thick with stalactites. If this is the first time the party has seen into the cavern, read or paraphrase the following:

> *The cavern is fantastically large ... a good chunk of Cillamar could fit inside it. A span of no less than one hundred sixty feet separates your promontory view from the opposite end of the cavern that stretches around a bend beyond*

your line of sight. The ceiling is very uneven; parts of it are less than twenty feet above you, while other sections are thirty-five or more.

Forty-five feet below you is a lake coated in a slick of oil and filth. Pockets of flame ignite and sputter across the smoking surface like torches held by a half-drowned mob. From countless stalactites rain a steady but scattered drizzle of black tar; whenever the tar falls into a burning patch, the flame greedily leaps upward, causing the flares you noticed earlier.

Directly beneath you is a ledge that wraps around the cavern wall to the left. To the right, the ledge separates from the wall and forms a bridge that extends to a large, terraced island.

You can tell the cavern is larger still, but your current position prevents you from seeing anything else.

Development: The ledge is covered in fine scree, making it difficult terrain.

Unwelcome Preparations, part III: Silhouette, through her rakshasa ally, has weakened two sections of this ledge; they are indicated on the map by shaded areas. These areas are unusual stonework, so any dwarf (or other creature with stonecunning) passing within 10 feet of them is entitled to a DC 20 Search check to notice that they have been weakened.

During combat, Silhouette may attempt to shatter the ledge with a DC 20 Strength check (probably using her tail). If she succeeds, the shaded area collapses into the water, taking any adventurers with it.

Area 15-13 – Bridge Island: The ceiling here is 70 feet high and has a fair amount of stalactites.

The area is covered in fine scree, making it difficult terrain.

Unwelcome Preparations, part IV: Silhouette, through her rakshasa ally, has weakened the bridge in the area indicated on the map by the shaded area. This area is unusual stonework, so any dwarf (or other creature with stonecunning) passing within 10 feet of them is entitled to a DC 20 Search check to notice that they have been weakened.

During combat, Silhouette may attempt to shatter the bridge with a DC 20 Strength check (probably using her tail). If she succeeds, the shaded area collapses into the water, taking any adventurers with it.

Area 15-14 – Burning Island (EL 17): The ceiling here is 80 feet high and has some stalactites. As the party approaches this area, read or paraphrase the following:

This "island" is actually just a mass of cooled magma. Several stalactites drip a steady stream of the tarry substance onto the island, keeping it engulfed in flame.

When Hasna'azhar makes her appearance, read or paraphrase the following:

With the flask unstoppered, a cloud of thick black smoke billows forth. The smoke clears just as suddenly, and standing next to you is a beauteous female figure. Russet ringlets of hair frame the figure's upward-lilting green eyes. A sheer mask hanging from her perfectly sculpted nose does little to hide the creature's sensuous but petite mouth. The only clothing the figure wears is a dancer's brassiere ... for from the waist down this vision of demure feminine beauty has a lioness' body with four powerful legs ending in black claws that click on the burning stone as she moves. Her leonine tail twitches reflexively, and the creature blinks her flawless eyes in momentary confusion.

Development: In the middle of the island is a small iron flask, actually an *iron flask* containing the captive Hasna'azhar. Benthos placed it on the island before leaving to fight the invaders, where he was slain.

Creatures standing on or in the air 5 feet above the island takes 2d6 points of fire damage each round. They must also make a DC 10 Reflex save or catch fire and take an additional 1d6 points of fire damage for 1d4+1 rounds.

To please Benthos, Hasna'azhar used a *scroll of sleep of ages* (similar to the one she's carrying) and her Use Magic Device skill to ensorcel the lover of Lady Chauntessa. Later on, when she tried to leave the red dragon because she feared his obsession with her, he imprisoned her inside an *iron flask*, only letting her out for his amusement.

Upon being released, the spiteful lamia is not exactly grateful. If faced with four or more creatures unfamiliar to her, Hasna'azhar will flee immediately, using her shadow jump ability to escape. If she only sees three or fewer strangers, she'll try to kill them.

If captured, she'll be a terrible prisoner, and point out to the party that they're no better than the dragon for keeping her captive.

If Hasna'azhar does manage to escape, she is

unlikely to hunt down the party. She doesn't feel gratitude to them for releasing her because she's sure they want something from her, but at the same time she's not motivated to avenge the destruction of either Benthos or Sil. Of course, if the GM has a different idea, a high-level fiendish lamia with shadowdancer abilities and connections to both dragonkind and the denizens of the Abyss isn't a bad idea for a recurring villainess.

Tactics: The fiendish lamia shadowdancer does not want to fight unless she's got a good chance of winning. As indicated above, she prefers to flee. If she's forced to fight, she keeps an eye open for a chance to get away. Keep in mind her shadow jump ability, and that this entire large cavern is in shadowy light.

If she's cornered, she summons a shadow to aid her and uses it to provide her with a flanking bonus. She tries to move around as much as possible, and even attempts to overrun or swim for an island if she gets desperate.

Hasna'azhar is familiar with the layout of this level, and is aware of the illusory wall in area 15-3. As soon as she is out of sight of the party, she'll use her hide in plain sight ability and wait for an opportunity to get away without being chased.

When fighting in melee, she prefers to use her dagger. Hasna'azhar does not typically use her Wisdom drain ability unless she's being guarded as a captive.

The lamia fights to the death if cornered. She will NOT be taken prisoner again. She does not bother chasing fleeing opponents.

Hasna'azhar, Fiendish Lamia Rog1/Shd8: CR 17; Large magical beast (extraplanar); HD 9d10+27 plus 9d6+27; hp 133; Init +5; Spd 60 ft.; AC 22, touch 15, flat-footed 19; Base Atk +15; Grp +22; Atk touch +17 melee (1d4 Wisdom drain) or masterwork dagger +18 melee (1d6+3/19-20) or claw +17 melee (1d4+3); Full Atk touch +17 melee (1d4 Wisdom drain) or masterwork dagger +18/+13/+8 melee (1d6+3/19-20) and 2 claws +12 melee (1d4+1); Space/Reach 10 ft./5 ft.; SA Shadow illusion, smite good 1/day, sneak attack +1d6, spell-like abilities, summon shadow, Wisdom drain; SQ Damage reduction 10/magic, darkvision 60 ft., defensive roll, evasion, hide in plain sight, improved uncanny dodge, low-light vision, resistance to fire 10, and cold 10, slippery mind, shadow jump 80 ft., spell resistance 23, trapfinding, uncanny dodge; AL CE; SV Fort +11, Ref +19, Will +9; Str 16, Dex 22, Con 16, Int 16, Wis 14, Cha 14.

Skills and Feats: Balance +15, Bluff +21, Diplomacy +13, Disguise +2 (+4 acting), Hide +28, Intimidate +4, Jump +25, Move Silently +25, Perform (dance) +20, Spot +13, Use Magic Device +16, Tumble +17; Dodge, Combat Reflexes, Improved Natural Armor, Iron Will, Mobility, Spring Attack, Stealthy.

SA – Shadow Illusion (Sp): Hasna'azhar can create visual illusions as the *silent image* spell once per day.

Smite Good (Su): Once per day, Hasna'azhar can make a normal melee attack to deal 18 points of extra damage against a good foe.

Spell-Like Abilities: At will – *disguise self, ventriloquism* (DC 13); 3/day – *charm monster* (DC 16), *major image* (DC 15), *mirror image, suggestion* (DC 15); 1/day – *deep slumber* (DC 15). Caster level 9th.

Summon Shadow (Su): Hasna'azhar can summon a shadow as a standard action. Unlike a normal shadow, this shadow's alignment matches that of the lamia shadowdancer, and the creature cannot create spawn. The summoned shadow cannot be turned, rebuked, or commanded by any third party. This shadow can communicate intelligibly with Hasna'azhar. This shadow has +2 HD. A destroyed or dismissed shadow cannot be replaced for 30 days.

Wisdom Drain (Su): Hasna'azhar drains 1d4 points of Wisdom each time she hits with her melee touch attack (unlike with other kinds of ability drain attacks, Hasna'azhar does not heal any damage when she uses her Wisdom drain). She will try to use this power early in an encounter to make foes more susceptible to *charm monster* and *suggestion*.

SQ – Defensive Roll (Ex): Once per day, when Hasna'azhar would be reduced to 0 hit points or less by damage in combat (from a weapon or other blow, not a spell or special ability), she can attempt to roll with the damage. She makes a Reflex saving throw (DC = damage dealt) and, if successful, takes only half damage from the blow. She must be aware of the attack and able to react to it in order to execute her defensive roll. If she is in a situation that would deny her any Dexterity bonus to AC, she can't attempt a defensive roll.

Hide in Plain Sight (Su): Hasna'azhar can use the Hide skill even while being observed. As long as she is within 10 feet of some sort of shadow, she can hide herself from view in the open without anything to actually hide behind. She cannot, however, hide in her own shadow.

Shadow Jump (Su): Hasna'azhar has the ability to travel between shadows as if by means of a *dimension door* spell if it begins and ends in an area with at least some shadow. She can jump up to a total of 80 feet each day in this way. This amount

can be split among many jumps, but each one, no matter how small, counts as a 10-foot increment.

Slippery Mind (Ex): If Hasna'azhar is affected by an enchantment and fails her saving throw, 1 round later she can attempt her saving throw again. She only gets this one extra chance to succeed at her saving throw. If it fails as well, the spell's effects occur normally.

Possessions: Masterwork dagger, *ring of protection +3, scroll of sleep of ages** (CL 13th).

*New spell; see Appendix B.

Shadow: CR –; Medium undead (incorporeal); HD 5d12; hp 32; Init +2; Spd Fly 40 ft. (good); AC 13, touch 13, flat-footed 11; Base Atk +2; Grp –; Atk/Full Atk incorporeal touch +4 melee (1d6 Str); SA Strength damage; SQ Darkvision 60 ft., incorporeal traits, undead traits; AL CE; SV Fort +1, Ref +3, Will +5; Str –, Dex 15, Con –, Int 6, Wis 12, Cha 13.

Skills and Feats: Hide +8*, Listen +7, Search +4, Spot +9; Alertness, Dodge.

*A shadow gains a +4 racial bonus on Hide checks in areas of shadowy illumination. In brightly lit areas, it takes a -4 penalty on Hide checks.

SA – Strength Damage (Su): The touch of a shadow deals 1d6 points of Strength damage to a living foe. A creature reduced to Strength 0 by a shadow dies. This is a negative energy effect.

THUS ENDS THE DOMINION OF BENTHOSRUTHSA!

LONG LIVE THE HEROES OF CASTLE WHITEROCK!

Further Adventures

Although this concludes exploration in Castle Whiterock, what passes here could have repercussions beyond Cillamar and its environs.

If word gets out that Benthosruthsa has been destroyed (and such news would be hard to keep a lid on), this may eventually attract the attention of the red dragon's older brother, Dorvenruthsa. Although the two were not close, pride would demand a response from Dorvenruthsa who, after all, commands the death of kings. What nature this revenge takes is up to the GM, but it should be devious and fatal.

Similarly, once word of the destruction of not one but *two* dragons reaches the capital, it is likely the party will be summoned before Lord Mirias Stormwarden. There is an old score between Lord Stormwarden and Dorvenruthsa over the assassination of Mirias' father, and with such capable heroes at hand, it may be time to settle it.

Recovering the *iron flask* and Hasna'azhar for Lady Chauntessa does not restore her lover. In fact, the actual method of breaking the curse is never discussed in *Castle Whiterock* on purpose; the GM can use it as a seed for nearly any conceivable adventure. But since Hasna'azhur cast the spell, she knows how it can be dispeled. Its up to the PCs to get this information out of her!

Although the wealth of this level is generous, it is also inconvenient. The party will likely have to make several trips back and forth to haul out their entire haul. This is a great opportunity for the GM to have the party run across any parts of *Castle Whiterock* they may have missed, or, if Thane Vejik hired the Pack of the Night-Wolf, to have the mercenaries attack the party.

The influx of material wealth represented by the combined hoards of two dragons through the relatively small community of Cillamar is bound to change it, and quite possibly not for the better. Crime will be on the rise as the wealth draws the interest of unwholesome guilds and other social parasites. If the party wishes a unique urban campaign, portraying the boom (and possible bust) of Cillamar could be a change of pace from lurking in caverns.

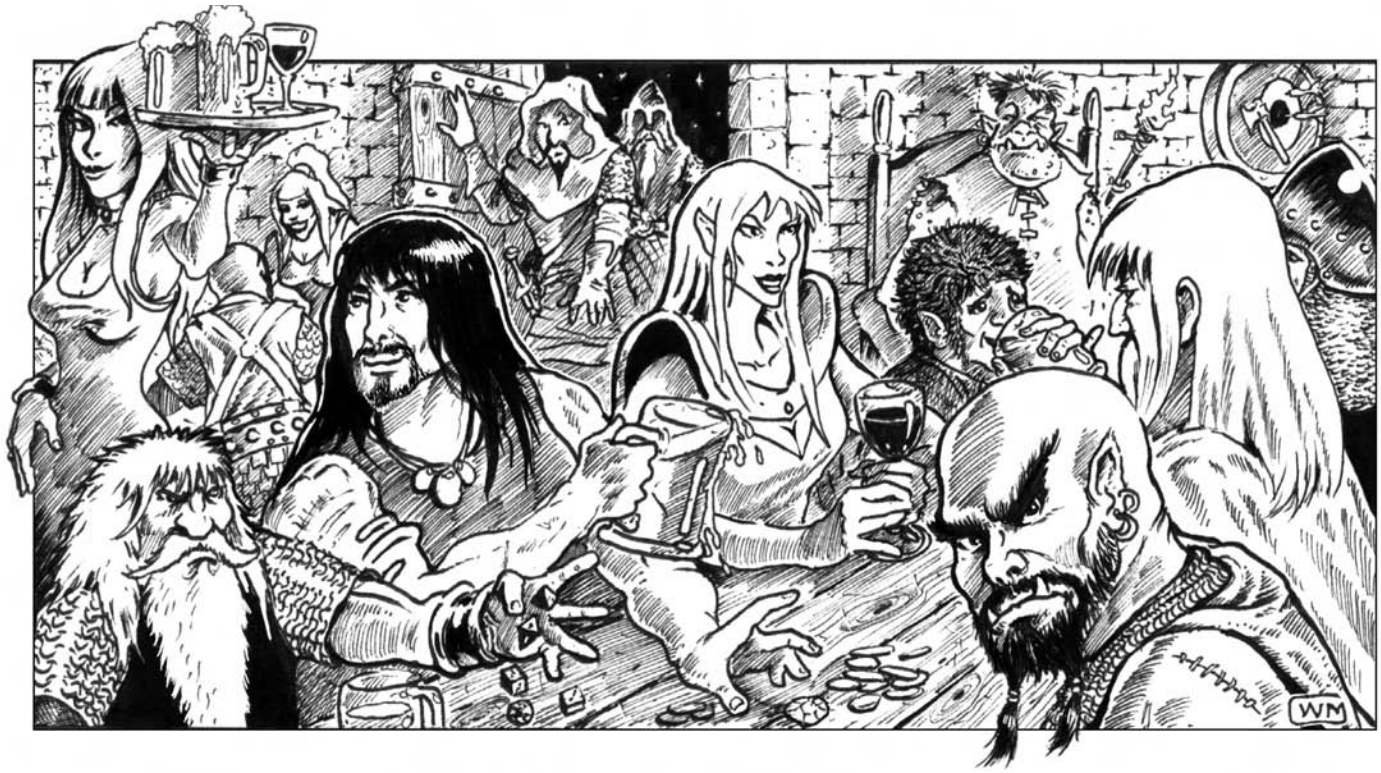
Bonus Rewards

If the PCs put Benthos to final rest, Lady Chauntessa grants each PC an appropriate magic item (worth about 10,000 gp) from her hoard. Delivering Hasna'azhur to Lady Chauntessa raises the reward to items worth 25,000 gp, and each PC gets a 1,000 xp bonus.

At the GM's discretion, the destruction of not one but two powerful dragons is a noteworthy event for even the monarch of a kingdom, and such a liege may wish to reward the party of his or her own accord. Of course, such gifts often have strings attached, and could lead to all-new adventures (see Further Adventures above).

Dungeon Crawl Classics #51
Castle Whiterock

APPENDIX A:
THE INN OF THE SLUMBERING DRAKE



History of the Inn

Nearly 200 hundred years ago, this location in Cillamar was proudly occupied by an inn called The Famished Vagabond. The gnomish establishment was well-known throughout the region for its clean rooms, and savory meals. However, the wooden structure was razed during one of Benthosruthsa's random attacks, and burned to the ground. Yet the townsfolk were resolute – they attempted to rebuild on the site several times over the years.

Unfortunately, during each period of construction or shortly thereafter, some sort of accident would occur, usually a fatal one. This occurred seven times, accompanied by another razing by the dragon, and a roof collapse that killed four workers. Eventually, the town abandoned the site, believing it was cursed by the dragon. For over 100 years, the site lay fallow.

Then, about 20 years ago, a mysterious woman with long sliver hair purchased the property. Two years later, she opened the Inn of the Slumbering Drake, a two-storey stone building with an attached stable. At first, locals shunned the place, fearing the proprietress, her lumbering door guard, and even her precocious dragon pet. However, travelers soon discovered inexpensive clean rooms, hearty meals, and rousing bardic entertainment. Eventually, even the townsfolk began to enjoy homestyle meals in front of a roaring fire with a soft lute strumming in the background. The sight of the diminutive "slumbering drake" curled up on one of many strategically located pillows around the taproom was commonplace.

Lady Chauntessa is now an accepted member of the community. It is widely known that she is a powerful sorceress, and quite wealthy. She has helped fund many community projects over the years, and even hosts a few annual costume balls open to the whole town, complete with complimentary food and ale. Her generosity has won the townsfolk over to the extent that they look the other way when strangers arrive at the inn during the wee hours of the night and are whisked inside the back entrance. She is also fond of adventurers, and often cuts them a price break on extended stays.

Lady Chauntessa's Secret – For the GM's Eyes Only

Lady Chauntessa is not what she appears to be. She is actually a female adult silver dragon named Chauntessmilkasia. She prefers to remain in humanoid form (with good reason), but she does not hide the fact she is a powerful sorceress. Her arrival at Cillamar was not by chance. She is a sworn enemy of Benthosruthsa, and has clashed with the fearsome wyrm numerous times in the past. She hopes to one day orchestrate his downfall, as redemption for the suffering he has inflicted on her the last few centuries.

Although the townsfolk understandably believe the inn's name is a reference to Ixnay, Lady Chauntessa's playful pseudodragon familiar, this is not quite true. The slumbering drake is actually Agmenelious, her old silver dragon mate. Agmenelious, trapped in humanoid form, is hidden in a secret chamber (area 7) and afflicted with a slumbering curse from a *cursed sleep of ages* spell (see Appendix B). The spell was cast by Hasna'azhar, the lamia consort of Benthosruthsa, and the secret to break the curse may lie with her. Unfortunately, she is trapped in an *iron flask* on Castle Whiterock's deepest level (area 15-14).

For decades, Lady Chauntessa has researched a means to break the curse. Her travels have brought her back to Benthosruthsa's doorstep, for she believes the clues to shatter the enchantment are hidden with her longtime foe, or perhaps secreted in a rumored library created by the Monks of the Dawning Sun. So Lady Chauntessa assumed her humanoid guise and settled in Cillamar. She created the inn as a way to attract adventurers to the area, in the hopes they will explore the ruins of Castle Whiterock. Indeed, she offers monetary rewards for any books or lore recovered from the ancient site. Through her association with the Sorority of the Swan, adventurers, and others, she has established an extensive spynet in the region. She uses the masked balls to receive hand-delivered messages from her agents while the townsfolk remain happy and oblivious.

NPCs

In humanoid form, Lady Chauntessa stands at six feet tall with long, flowing silver-white hair. However, she appears to be in her early forties. If asked about her white hair, she explains it was caused by a run-in with undead years ago. She has high cheekbones and slender facial features. She rarely smiles, and if she had a single imperfection, it would be the frown seemingly etched onto her countenance. She always wears fine silk gowns and flowery perfumes. She is pessimistic, sullen, and speaks with a soft, melodious voice. Lady Chauntessa has a soft spot for adventurers, claiming to be one herself, years ago.

Lady Chauntessa, female adult silver dragon (human form): CR 16; Medium dragon (cold); HD 22d12+88; hp 265; Init +3; Spd 30 ft.; AC 17, touch 13, flat-footed 14; Base Atk +22; Grp +22; Atk *+3 icy burst dagger* +25 melee (1d4+3 plus 1d6 cold/19-20); Full Atk *+3 icy burst dagger* +25/+20/+15/+10 melee (1d4+3 plus 1d6 cold/19-20); SA Spells, spell-like abilities; SQ Alternate form, blindsense 60 ft., damage reduction 5/magic, darkvision 120 ft., immunity to acid, cold, sleep effects and paralysis, low-light vision, resistance to fire 20, vulnerability to fire, spell resistance 22; AL LG; SV Fort +17, Ref +16, Will +20; Str 11, Dex 17, Con 19, Int 22, Wis 25, Cha 24.

Skills and Feats: Bluff +31, Concentration +20, Diplomacy +33, Disguise +29 (+31 acting), Escape Artist +20, Gather Information +9, Heal +18, Hide +9, Intimidate +11, Knowledge (arcana) +24, Knowledge (local) +24, Knowledge (nature) +24, Knowledge (religion) +24, Listen +29, Search +28, Sense Motive +31, Spellcraft +30, Spot +29, Survival +7 (+9 following tracks), Use Rope +3 (+5 with bindings); Ability Focus (frightful presence), Flyby Attack, Hover, Improved Counterspell, Persuasive, Power Attack, Snatch, Wingover.

Spell-Like Abilities: 3/day – *fog cloud*; 2/day – *feather fall.* Caster level 7th.

Spells Known (6/8/8/6; DC 17 + spell level): 0 – *cure minor wounds, detect magic, mage hand, mending, prestidigitation, ray of frost, read magic*; 1st – *charm person, comprehend languages, identify, sleep, unseen servant*; 2nd – *arcane lock, hideous laughter, whispering wind*; 3rd – *clairaudience/clairvoyance, hold person*. Caster level 7th.

Languages Spoken: Common, Draconic, Elven, Dwarven, Gnome, Halfling, Sylvan.

Possessions: +3 icy burst dagger, bracers of armor +4, ring of major fire resistance, wand of wind wall (25 charges), *wand of dispel magic* (12 charges).

Chauntessmilkasillia, female adult silver dragon (dragon form): CR 16; Huge dragon (cold); HD 22d12+88; hp 265; Init +1; Spd 40 ft., fly 150 ft. (average); AC 29, touch 9 flat-footed 28; Base Atk +22; Grp +38; Atk bite +28 melee (2d8+8); Full Atk bite +28 melee (2d8+8) and 2 claws +23 melee (2d6+4) and 2 wings +23 melee (1d8+4) and tailslap +23 melee (2d6+12) ; Space/Reach 15 ft./10 ft. (15 ft. with bite); SA Breath weapon, frightful presence, snatch, spell-like abilities, spells; SQ Alternate form, blindsense 60 ft., cloudwalking, damage reduction 5/magic, darkvision 120 ft., immunity to acid, cold, magic sleep effects, and paralysis, low-light vision, resistance to fire 20, vulnerability to fire, spell resistance 22; AL LG; SV Fort +17, Ref +14, Will +20; Str 27, Dex 12, Con 19, Int 22, Wis 25, Cha 24.

Skills and Feats: Bluff +31, Concentration +20, Diplomacy +33, Disguise +29 (+31 acting), Escape Artist +18, Gather Information +9, Heal +18, Hide -1,

Intimidate +11, Knowledge (arcana) +24, Knowledge (local) +24, Knowledge (nature) +24, Knowledge (religion) +24, Listen +29, Search +28, Sense Motive +31, Spellcraft +30, Spot +29, Survival +7 (+9 following tracks), Use Rope +1 (+3 with bindings); Ability Focus (frightful presence), Flyby Attack, Hover, Improved Counterspell, Persuasive, Power Attack, Snatch, Wingover.

SA – Breath Weapon (Su): 50-foot cone, 12d8 cold damage, Reflex save DC 26; or 50-foot cone, paralysis (1d6+6 rounds), Reflex save DC 26.

Frightful Presence (Ex): 180-foot radius, affects creatures with 21 HD or less, Will save DC 28 negates.

Snatch (Ex): Against Small or smaller targets, bite for 2d8+8 damage per round or claw for 2d6+4 per round.

Spell-Like Abilities: 3/day – *fog cloud*; 2/day – *feather fall*. Caster level 7th.

Spells Known (6/8/8/6; DC 17 + spell level): 0 – *cure minor wounds, detect magic, mage hand, mending, prestidigitation, ray of frost, read magic*; 1st – *charm person, comprehend languages, identify, sleep, unseen servant*; 2nd – *arcane lock, hideous laughter, whispering wind*; 3rd – *clairaudience/clairvoyance, hold person*. Caster level 7th.

Languages Spoken: Common, Draconic, Elven, Dwarven, Gnome, Halfling, Sylvan.

Possessions: Ring of major fire resistance, wand of wind wall (25 charges), *wand of dispel magic* (12 charges).

Ixnay is a diminutive dragon, about the size of a large housecat. Indeed, she shares many traits with felines, including slumbering for 22 hours a day and craving attention in the form of ear rubs and belly scratches. She has light purple-red scales with a tan underbelly. She can often be found curled up on a pile of pillows in the taproom, or frolicking about the bar in the evening, seeking attention. Rumor states if you give Ixnay a swig of your first alcoholic beverage of the night, you'll have good luck the next day. In truth, this results in nothing more than a tipsy pseudodragon that needs to sleep off the effects for a few hours. Still, the rumor is enthusiastically spread about by locals (and Ixnay herself)!

Ixnay (the "slumbering drake"), female pseudodragon: CR 1; Tiny dragon; HD 2d12+2; hp 14; Init +2; Spd 15 ft., fly 60 ft. (good); AC 18, touch 14, flat-footed 16; Base Atk +2; Grp –8; Atk sting +4 melee (1d3-2 plus poison); Full Atk sting +4 melee (1d3-2 plus poison) and bite –1 melee (1); SA poison (injury, Fort DC 14, initial damage sleep for 1 minute, secondary damage sleep for 1d3 hours); SQ Blindsense 60 ft., darkvision 60 ft., immunity to sleep and paralysis, low-light vision, spell resistance 19, telepathy 60 ft.; AL N; SV Fort +4, Ref +5, Will +4; Str 6, Dex 15, Con 13, Int 10, Wis 12, Cha 10.

Skills and Feats: Diplomacy +2, Hide +20 (+24 in forested areas), Listen +7, Search +6, Sense Motive +7, Spot +7, Survival +1 (+3 when following tracks); Weapon Focus.

Cookie is an impressive, barrel-chested figure, standing seven and a half feet tall. He has a sloping forehead, greasy black hair, and a coarse, unshaven face. His arms ripple with muscles. He'd be a fearsome sight ... except that he lacks any teeth (the result of indulging on sweetcakes for years) and is a gentle giant. He speaks halting Common, but always courteously and with a smile. He never goes anywhere without his stuffed animal and a pouch of sugary treats.

Years ago, Cookie was the property/bodyguard of an affluent slaver. During a visit to the inn, Lady Chauntessa discovered the slaver's occupation. She purchased the rights to Cookie (although she needed to use draconic persuasion as well) and freed the half-ogre. Needing an extra set of hands at the inn (and a bouncer), she offered the brute a paying job along with room and board. Cookie agreed, but he said he'd stay only until he garnered enough funds to return home. However, the lazy half-ogre soon discovered sweets, and a new "family" at the inn, so he decided to stay. Besides, he's not sure where home is. He bears a tattoo of an iron manacle on the back of his left hand, the mark of his enslavement. See level 1 of Castle Whiterock for more information on the Slavers of the Iron Manacle.

Cookie, male half-ogre Ftr2: CR 3; Medium humanoid (ogre); HD 2d8+10 plus 2d10+10; hp 46; Init +0; Spd 30 ft.; AC 12, touch 10, flat-footed 12; Base Atk +3; Grp +8; Atk/Full Atk masterwork greatclub +10 melee (1d10+7) or unarmed strike +8 melee (1d3+5 nonlethal); SA –; SQ Darkvision 60 ft., ogre blood; AL NG; SV Fort +11, Ref +0, Will –2; Str 21, Dex 11, Con 20, Int 6, Wis 6, Cha 6.

Skills and Feats: Jump +11, Intimidate –1; Capture, Improved Bull Rush, Power Attack, Weapon Focus (greatclub).

SQ – Ogre Blood (Ex): For all special abilities and effects, a half-ogre is considered an ogre.

Languages Spoken: Common, Giant.

Possessions: Masterwork greatclub, hide armor (in room), pouch crammed with sugary treats, stuffed osquip named "Quipper."

A family of four sprites lives under the stairs off the tap room. Years ago, a goblin incursion destroyed their forest. Lady Chauntessa assisted the sprites in battling the goblins and their sorcerer leader. In return, the sprites offered their services for five years and a day. Chauntessa did not know what to do with the mischievous fey. But when she founded the inn, they offered to serve as its cleaning crew. They handle laundry services, dish washing, etc., all while *invisible*. They still get to play occasional pranks on the patrons, but for the most part, they perform their duties without the public being any wiser. More than 15 years have passed since they dedicated their lives to the Lady, and like Cookie, they have no desire to leave the kind dragoness. They are aware of her plight, and using their *invisibility*, have become effective spies for Chauntessa.

The Cleaning Crew: Nori, Lori, Mori, and Stori, male and female sprites: CR 1; Small fey; HD 1d6+1; hp 4 each; Init +4; Spd 30 ft., fly 50 ft. (good); AC 15, touch 15, flat-footed 11; Base Atk +0; Grp -5; Atk/Full Atk dagger +5 melee (1d3-1/19-20) or shortbow +5 ranged (1d4 plus special); SA Sleep arrows; SQ Spell-like abilities; AL NG; SV Fort +1, Ref +6, Will +5; Str 8, Dex 18, Con 12, Int 12, Wis 16, Cha 16.

Skills and Feats: Bluff +6, Craft (tailoring) +5, Craft (weaving) +3, Escape Artist +8, Hide +8, Listen +7, Move Silently +7, Perform (singing) +7, Search +4, Sense Motive +6, Spot +7; Dodge, Weapon Finesse.

Spell-Like Abilities: At will – *detect evil, detect good* (both have a range of 150 feet), *invisibility* (on self only).

Sleep Arrows (Ex): If the sprite successfully attacks with an arrow, the target must make a DC 16 Fortitude save fall asleep for 1d6 hours.

Description of the Inn

Lower Level

Area 1 – The Taproom: This huge room is the heart and soul of the inn. It is dominated by a polished mahogany bar with matching barstools. A large stone fireplace adorns the east wall, complete with an oak mantle. Another, smaller fireplace is situated along the north wall, next to a swinging door leading to the busy kitchen. To the right of this door is a wide staircase that leads to the upper floor.

The taproom is cluttered with worn tables and chairs of varying sizes. In front of the entrance, four rectangular tables with battered benches occupy the floor. To the left is a grand table with plush, high-backed chairs reserved for special guests. Along the west and south walls are booths adorned with small square tables and matching chairs. In the corners are larger booths with hex-shaped tables. These booths have curtains that can be drawn to grant privacy, although they do little to muffle the noise.

There are three more unusual features in this room. Along the west wall is a circular target riddled with holes. This dartboard sees constant use each night as patrons engage in contests. Second, next to the large fireplace on the east wall is a pile of fluffy pillows. This is a favorite sleeping spot for Ixnay the pseudodragon, when she is not frolicking around the room playing with the patrons. Finally, to the right of the main entrance is a large padded wooden chair, sized for an ogre. This "throne" is where Cookie, the half-ogre bouncer, sits whenever the taproom is open for business.

There is a secret door to the right of the stairs (DC 30 Search check to detect). It leads to a secret room inhabited by the four sprites who serve Lady Chauntessa as the inn's cleaning crew (area 11).

Area 2 – The Kitchen: The kitchen is a busy room most of the day, as a staff of three townsfolk creates culinary delicacies to satisfy the hungry patrons. A pair of swinging doors leads from the taproom to the kitchen. One provides access to the bar, the other to the main room. A staff of two to four serving ladies (never to be addressed as "wenches," says Lady Chauntessa) is tasked with taking orders and shuttling food and spirits about. When it gets really busy (most nights), the Lady casts a few *unseen servant* spells to bus tables, deliver condiments and bread to waiting patrons, and clean up small messes.

Along the south wall is a fireplace, used to cook all the meals. Hanging over the fireplace is a rack holding an assortment of pots and pans. A stone bench provides a suitable work surface, and countertops

upper floor
down

along the west and north walls do the same. Above these countertops are more racks holding even more pots and pans, utensils, and shelves loaded with dried spices and condiments. A door in the east wall leads to area 3, the storeroom, while a small door to the north leads to a dumbwaiter. The dumbwaiter is used to haul hot water upstairs for hot-drawn baths, a service provided for a tidy fee.

Area 3 – Dry Storeroom: This area is located off the kitchen. Along the south wall are numerous large crates holding dried foodstuffs. The crates contain grain, rice, potatoes, and dried fruit. Next to the crates are several bulging sacks containing flour. Two stacks of casks flank a staircase leading to a cellar. One stack contains fine quality ale, and the other is spring water. A small cask is about half full of salt. Hanging on the walls is an assortment of dried and salted meats.

A stone staircase leads to a small, 15-foot-square chamber. Along the north wall is an impressive wine rack that holds several dozen bottles of wine. The quality of the wine ranges from fair to good (as Lady Chauntessa keeps the premium wine in her chambers). Centered in the room is a stone well about 50 feet deep. At the bottom is cool, refreshing water; rope and a few large buckets rest near the opening.

Area 4 – The Stables: This area is a wooden building attached to the stone inn proper. A pair of wooden doors provides access to the stables, and a small door leads from the stables to the storeroom. This entrance is used when supplies and foodstuffs are delivered to the inn.

For 3 sp a day (or 2 gp a week), a horse can be stabled here. The fee includes all food, daily brushing, and exercise. Two able-bodied young lads care for

Games of Chance

Food Chain

Food Chain is a dice game created by a local druid, and is enjoyed by many at the Inn of the Slumbering Drake. Each player rolls three custom 8-sided dice. The dice lack numbers, but instead there are symbols representing trees (3), deer (2), wolves (2), and a hunter (1). Each type of symbol is worth a set number of points, with a bonus for sets of three. However, certain types of symbols can eliminate an opponent's die rolls (see the table below). This simulates the natural balance of nature. The deer eat the trees, while the wolves prey on the deer. The hunters hunt the deer for food, and the wolves for pelts. Each player attempts to create sets of three, or to reduce the opponent's points. Each game consists of two tosses, with the player opting to reroll one, two, all three, or none of the dice. Each player then decides to use his some or all of his dice for points, or some or all of his dice to eliminate an opponent's die rolls.

Symbol	Points	Set of 3 Bonus	Eliminates
Tree	1	2 (Total: 5)	None
Deer	2	4 (Total: 10)	Tree
Wolf	3	6 (Total: 15)	Deer
Hunter	4	8 (Total: 20)	Wolf or Deer

Dragon Darts

Dragon Darts is a popular game played in the inn's taproom. Contestants take turns tossing darts at a dragon-shaped target from a distance of 15 feet. Each contestant gets 4 tosses (alternating between players), and points are accrued depending on the parts of the dragon's anatomy that are hit (see the table below). If the same body part is struck multiple times, bonus points are awarded. But each successive hit (by either player) makes it harder to strike that part again. The sum of all 4 tosses determines the final score; the contestant with the highest score wins the match. Wagering on these matches is common. Lately, some players have begun the practice of increasing the bets during the match (between tosses)!

Dragon Part	AC	Points	Bonus	Notes
Complete miss	<5	–1		Missed the target
Body	5	1		
Wing	10	2	2 hits = +2 points	Max: 2 hits/match; AC +1/hit
Leg	15	5	2 hits = +5 points/ 4 hits = +10	Max: 4 hits/match; AC +2/hit
Head	28	12	2 hits = +12	Max: 2 hits/match; AC +3/hit
Heart	35	35		

the horses. The stable has room for 16 horses, but usually only 1d4+3 steeds are here at any given time. Along the east wall is a wooden ladder that leads to a hayloft, which contains two piles of hay and several pitchforks.

Area 5 – Cookie's Room: This room is a mess, with a slight odor of sweetness intermingled with stale body odor. Piles of dirty clothes litter the floor, and crumbs from long-past meals of sweet cookies and cakes are liberally scattered about. This room belongs to Cookie, the half-ogre bouncer.

A 10-foot-long bed with a lumpy mattress is pushed against the south wall. A battered old sea trunk is at the foot of the bed. It holds a few pairs of clean clothes, but is covered with dirty ones. In the northwest corner is a simple desk and a crate for a chair. On the desk is a game of chess, in mid-match. Hidden in the mattress is a sack of 88 pp, representing Cookie's life savings. He is not sure what he is going to do with all that money, but he hoards it nevertheless.

Area 6 – Lady Chauntessa's Suite: The door to this chamber is always locked (Open Lock DC 40), and secured with an *arcane lock* spell. The area beyond belongs to Lady Chauntessa, and is divided into two areas. The first room is a posh living area, and the second room is her private sleeping chamber.

The living area is adorned with a plush blue carpet. To the right of the door is a solid oak table with three chairs. This is where the Lady takes her meals, in private. Along the northwest corner of the room is an overstuffed, comfortable L-shaped sofa with a forest motif fabric.

A short hallway leads to the bedchamber. Located in this hallway is a walk-in closet stocked with formal gowns, silk dresses, and more practical attire sized for a Medium humanoid. Many of the gowns are valuable (22 dresses worth 1d4+1 x 5 gp), and a few are custom tailored (5 dresses worth 2d6x10 gp). Hidden in the floor, under a wooden box of riding boots, is a secret compartment (DC 30 Search check to locate). Inside is a locked steel box (Open Lock DC 30) that holds nine pieces of jewelry (1 x 100 gp, 4 x 500 gp, 2 x 1,000 gp, and 2 x 5,000 gp) and a pouch of 17 gems (worth a total of 12,500 gp).

The bedchamber contains an elaborate silver canopy bed (worth 7,000 gp) complete with silk sheets and six silk pillows (worth 1,200 gp as a set). Flanking the bed is a pair of small oak nightstands. Along the east wall is a reading nook lined with oak bookcases built into the walls. These bookcases are filled with tomes and librams covering a wide range of topics, including science, geography, history, and the like. A comfortable chair and a small table with a reading lamp are situated in the nook.

The door in the south wall leads to a private bath chamber (area 8). Hidden along the east wall next to a bed is a secret door. This requires a DC 32 Search check to locate, but the searcher first has to look past the *illusory wall* spell that covers the door. The door leads to area 7.

Area 7 – The Slumbering Drake: This plain chamber is 10 feet wide and 20 feet long. Resting on a stone block covered with silk linens is a middle-aged human male, his eyes shut in peaceful slumber. He is of medium build and wears a simple black suit with a vest. He has flowing silver-white hair and a finely trimmed short beard.

The entire east wall is covered with oak bookcases built into the wall. They are crammed with an organized assortment of books of various sizes and shapes. Some appear quite old, and well worn along the spines. The books focus on magic, enchantments, curses, and diseases. Tucked into the southeast corner of the room is a comfortable chair with a reading table next to it.

The figure on the stone block is Agmenelious, an old silver dragon, and Lady Chauntessa's mate. He is the *real* slumbering drake and is afflicted with a curse of eternal slumber. Chauntessa spends each

Grog at the Drake

Ale, common: 5 cp/mug
Ale, fancy: 7 cp/mug
Ale, pumpkin spice: 1 sp/mug
Ale, imported dwarven stout: 3 sp/mug
Wine, common: 1 sp/pitcher
Wine, local mixed berry blend: 2 sp/pitcher
Wine, aged imported elven blush: 10 gp/bottle
Cheese and fruit platter: 3 sp
Bread and cheese platter: 2 sp
Assorted meat jerky and cheese platter: 7 sp
Assorted smoked fish platter: 5 sp
Seasonal steamed or roasted vegetables: 1 sp
Meal: roast venison with herb potatoes: 4 sp
Meal: beef stew with crusty bread: 2 sp
Meal: poached trout with vegetables: 6 sp
Assorted sweetcakes, pastries, or pie (per serving): 2 cp

Services at the Drake

Stabling (per horse): 3 sp/day, or 2 gp/week
Room, common: 4 sp/day
Room, double: 1 gp/day
Room, suite: 3 gp/day, or 20 gp/week
Hot bath: 1 sp
Food delivered to room: +2 sp to cost of food

night here in quiet solitude. She talks to her beloved, while pouring over ancient texts and books, searching for a method to break the curse. Few beside the Lady know of this hidden chamber, and the secrets that lie within.

The stone block conceals a hidden compartment that can be located with a successful Search check (DC 30). Inside is what remains of Lady Chauntessa's hoard. Suffice to say, the gems and jewelry hidden there is worth in excess of 100,000 gp, and the details of the hoard is beyond the scope of this adventure. However, the dragoness never seems to suffer from a lack of funds.

Area 8 – Private Bathroom (two locations): There are two of these rooms, one off the main hallway and the other off Lady Chauntessa's suite. The former is used by Cookie and any guests staying in area 9 or area 10; the latter is used by the Lady. The furnishings are the same in each room.

Each 10-foot-square chamber has a soaking tub, a full-length mirror on the wall, and a privy. There is also a washbasin and a table holding a thick stack of fluffy towels in assorted sizes. Each chamber is heavily scented with potpourri stocked in several glass vases strategically placed about the chamber.

Area 9 – Special Guest Room: This small, cozy room is sized for a demihuman. Many of Chauntessa's closest humanoid friends are gnomes and halflings, so she had this room designed for their comfort. The ceiling is only 6 feet high, and the floor is covered with extra-thick green carpet, as lush as grass. The room contains a pair of small wooden beds, a stylish yet hard sofa, and a round wooden table with two stools, all sized for 3-foot-tall individuals.

Area 10 – Guest Suite: This stately suite is reserved for personal guests of Lady Chauntessa. It is divided into a living area and a sleeping area. The entire floor is hardwood with strategically placed oval rugs near the sofas and bed.

The living area is adorned with a pair of matching sofas and two small end tables. A table with two chairs is pushed against the west wall. Hanging on the south wall is a large oil painting of a forest scene in spring, full of vibrant greens. Hanging on the east wall is a matching oil painting depicting the same forest scene but this time in autumn, displaying dazzling brown, orange, and yellow hues. Both paintings were rendered by a famous elven painter, and are worth 250 gp singly, or 800 gp for the pair.

The bedchamber has a sturdy wooden bed covered with blankets and pillows. Two end tables flank the bed, and a large, ironbound chest complete with a padlock is pushed against the south wall. Along the

west wall hangs a simple mirror over an oak dresser.

Area 11 – Hidden Closet: This 5-foot-wide by 15-foot-deep closet is concealed behind a pair of secret doors: one in the storeroom (behind a number of casks), and the other in the taproom. Both are cunningly hidden, and require a successful Search check (DC 30) to locate. Inside the closet are brooms, mops, small buckets, and other cleaning equipment. All of these items are sized for Tiny humanoids. On the west wall is a small circular door that leads to a room under the stairs.

This 10-foot-by-10-foot area is home to the family of sprites who serve as the inn's cleaning crew. Using their invisibility in public, they sweep the floors, mop the kitchen, launder the bed linens, and even relieve patrons of effects in need of repair, such as pants with holes or shoes that need shinning. Any patrons who witness the cleaning crew in action typically only see the brooms and mops cleaning on their own accord, and not the invisible fey. If drunkenness can't explain the sight (although this is often the case), Lady Chauntessa always claims that she owns enchanted cleaning items.

The room appears as a lush, serene forest, thanks to a *permanent illusion* to grant the fey comfortable surroundings. Here the sprites seem to inhabit a majestic oak tree near a babbling stream. If the illusion is dispelled, it reveals a plain room with four tidy beds and a spinning wheel.

Upper Level

Area 12 – Storeroom: The door to this chamber is usually locked (Open Lock DC 20). Beyond is a storeroom, with racks built into the north and south walls. These racks are filled with clean bed sheets and towels. Three large wicker baskets are present to collect dirty laundry. On the east wall is a small 3-foot-by-3-foot door for the dumbwaiter. The dumbwaiter leads to the kitchen, and is used to move supplies between levels, deliver hot food to rooms, and haul hot water up to the baths. The cleaning crew sprites also use the dumbwaiter shaft to move from level to level of the inn.

Area 13 – Guest Suite (2 locations): Although decorated differently, these two locations are essentially the same. Each of these suites can be rented for 3 gp a night, or 20 gp for a week. Each features a living area with one or two sofas and a table with chairs. The other room is a sleeping area with an oversized bed and comfortable mattress. Sleeping rooms are also furnished with end tables, standing mirrors, and an iron-bound chest with a padlock.

Area 14 – Guest Room (9 locations): These nine rooms represent the common room available for rent at the inn. Each room is available for 4 sp per night, although the Lady is willing to offer discounted rates for long-term stays (paid upfront, of course).

Each room is furnished with two simple (read: uncomfortable) beds with lumpy mattresses and a single wooden chest with a padlock. There is no room for any other furnishings.

Area 15 – Double Guest Room (4 locations): These four locations can be rented for 1 gp a night, although Lady Chauntessa is willing to offer discounted rates for long-term stays (paid upfront). Three of these rooms contain two double beds with comfortable mattresses and a sturdy end table. Under each bed is a lockable flat wooden box for personal items. These areas also have a small table with two or three chairs. The fourth room has an immense metal-framed bed, fancy dresser, and matching end tables. However, this room lacks a table and chairs.

Area 16 – Lavatory (2 locations): These two rooms are identical, located at the end of the upstairs hallway. Guests staying in areas 13 to 15 are free to use these public lavatories. There are several stalls to relieve oneself (with pipes that shunt the waste to ground level and off to the town sewer system), as well as washbasins, and mirrors for personal grooming.

Area 17 – Private Baths: Affluent travelers willing to pay extra for a hot bath are granted access to this chamber. Four extra large porcelain tubs adorn the chamber, with ceiling mounted curtains for privacy. Several small metal braziers are scattered about holding hot coals. Situated on these braziers are metal cauldrons of water infused with potpourri. The resulting steam bestows a flowery scent to the humid air. For a fee, Cookie will haul hot steaming water from the kitchen to one of the tubs.

Patrons of the Inn

Quintus is a tall, aging human with a flowing gray beard and unkempt graying hair. He prefers to wear a pointy cap, and stoops over his gnarled staff when ambling about. He looks every bit his age of 77 years. An ex-adventurer, Quintus is now a full-time alchemist, specializing in brewing potions and magic oils. He uses his *teleport* spells to frequent a number of inns (including the Slumbering Drake) to sell his potions to adventurers. Although he is mostly an honest salesman, when times are lean, he is not above using spells (such as *detect thoughts, charm person*, or *suggestion*) to complete a sale. At the GM's option, he could also sell fake potions (colored spiced water imbued with a *magic aura* spell) using the aforementioned spells to close the deal. Quintus always reeks of alchemical powders, speaks in a soft tone, and seems to have a constantly runny nose from allergies. Consult the sidebar for a list of potions available.

Quintus, male human Wiz (Conj) 10: CR 10; Medium humanoid (human); HD 10d4-10; hp 14; Init -2; Spd 20 ft. (due to age); AC 16, touch 8, flat-footed 16; Base Atk +5; Grp +3; Atk/Full Atk *+3 quarterstaff* +6 melee (1d6+1); SA Spells; SQ –; AL N; SV Fort +2, Ref +1, Will +10; Str 6, Dex 7, Con 9, Int 20, Wis 17, Cha 14.

Skills and Feats: Appraise +15 (+17 potions), Bluff +8, Craft (alchemy) +21, Concentration +12, Decipher Script +15, Diplomacy +6, Disguise +2 (+4 acting), Gather Information +4, Hide +8, Intimidate +4, Knowledge (arcana) +17, Knowledge (local) +17, Sense Motive +9, Spellcraft +17; Augment Summoning, Brew Potion, Greater Spell Focus (Conjuration), Improved Counterspell, Scribe Scroll, Skill Focus (Craft [alchemy]), Spell Focus (Conjuration), Spell Penetration.

Spells Prepared (4/7/6/5/5/4, DC 15 + spell level, or 17 + spell level for conjuration spells; Banned schools: Evocation, Necromancy): 0 – *acid splash, detect magic* (x2), daze; 1st – *charm person, grease*, identify* (x3), *sleep, summon monster I*;* 2nd – *detect thoughts* (x2), *glitterdust*, misdirection* (x2), *web**; 3rd – *clairaudience/clairvoyance, hold person, suggestion* (x2), *summon monster III*, tongues*; 4th – *arcane eye, dimension door** (x2), *mnemonic enhancer, summon monster IV**; 5th – *teleport** (x3), *wall of stone**. **Indicates conjuration spell.*

Languages Spoken: Common, Draconic, Elven.

Possessions: +3 quarterstaff, bracers of armor +5, amulet of natural armor +3, bag of holding (filled with 2,500 gp in mixed coins), *robe of blending*, 3 *scrolls of teleport* (CL 10th), *small teak box* (velvet lined, worth 575 gp) holding assorted potions for sale (see sidebar).

Potions for Sale

At any giving time, Quintus has 10,000 gp of potions and oils available for sale. His prices are usually marked up on potions he can't create (i.e., cleric spells), but others are market value. As he sells potions to the PCs, feel free to replace them with alternates. He also purchases potions from adventurers at 50% of their market value, or he trades from his existing stock at 75% of their value.

Potion	Price	Quantity Avail.	Notes
Cure light wounds	75 gp	5	Caster level: 3
Cure moderate wounds	450 gp	2	Caster level: 5
Magic weapon	50 gp	5	oil
Jump	50 gp	6	
Delay poison	400 gp	1	
Blur	300 gp	2	
Mage armor	50 gp	4	
Barkskin	800 gp	1	+3
Invisibility	300 gp	4	
Keen edge	750 gp	2	oil
Water breathing	750 gp	2	
Resist energy (fire)	700 gp	2	20 hp of fire damage
Bull's strength	300 gp	2	

Sub-Quest: The Specimen Collector

Quintus is always on the lookout for assorted rare specimens and body parts from strange and fantastic creatures. After the adventurers make a few potion purchases, he will offer to pay them top coin for useful body parts collected from creatures vanquished in the depths of Castle Whiterock. Of course, Quintus does not know what lurks in the shadowy depths, so he can't provide a list of ingredients desired. However, if the heroes bring back fresh, undamaged parts, they might be able to earn some extra cash (in addition to a few experience points).

Below is a sample list of the things Quintus would be interested in buying. (The GM should use this as a guide when adding other specimens.) In short, the more dangerous the creature, the higher the value. Quintus will initially offer the heroes only half the listed price; they'll need to haggle to get him closer to his maximum price.

Specimen	Location (level)	Price	Experience Bonus
Rust spider gland	1	20 gp	10 xp
Trollhound muscle tissue	2	35 gp	25 xp
Rasthnum spine	3	45 gp	50 xp
Giant bladderwort bladder	5	100 gp	100 xp
Nixie hair	3 or 5	100 gp	125 xp
Stonebore ant acid	6	150 gp	175 xp
Lurker Above air sac	7	300 gp	250 xp
Aboleth eye	7	500 gp	300 xp
Verdivis bush root	8	425 gp	250 xp
Madhorn saliva	8	500 gp	300 xp
Delver acid	9	400 gp	250 xp
White dragon blood	10	600 gp	350 xp
Fissure wasp wing	11B	350 gp	200 xp
Ebuul lizard tongue	12	300 gp	250 xp
Hell moth antenna	13	550 gp	350 xp
Succubi hair	13	700 gp	400 xp
Black pudding sample	14	750 gp	400 xp
Spellruin ivy seeds	14	1,100 gp	500 xp
Black dragon horn	15	1,000 gp	450 xp

Brianna is a red-headed attractive half-elf with green eyes and a freckled, tanned complexion. She wears a gaily colored pants-and-blouse combo, with high leather riding boots. Her teak lute with gold inlayed runes is also in her hands while at the inn. She often spends her nights entertaining the crowd with song or poetry, enhanced with minor spells, and then quickly spends her money on food, drink, clothes, and trinkets. Although she appears to be a flippant charlatan, the truth couldn't be further. Brie is actually a member of a secret society called the Sorority of the Swan, dedicated to defending nature and abolishing slavery (see sidebar). She travels the region, gathering information for her sisterhood. She is close friends with Lady Chauntessa, and she often uses her time to work the crowd for information.

Brianna Berland ("Brie"), female half-elf Brd4/Rgr2: CR 6; Medium humanoid (elf); HD 4d6+4 plus 2d8+2; hp 46; Init +6; Spd 30 ft.; AC 16, touch 12, flat-footed 14; Base Atk +5; Grp +5; Atk/Full Atk masterwork rapier +8 melee (1d6/18-20) or +2 shortbow +9 ranged (1d6+2/x3); SA Combat style (archery), favored enemy orcs +2, spells; SQ Bardic knowledge +6, countersong 4/day, fascinate 4/day, inspire courage (+1) 4/day, inspire competence 4/day, low-light vision, wild empathy +5, half-elf traits; AL CG; SV Fort +6, Ref +10, Will +5; Str 10, Dex 15, Con 13, Int 14, Wis 11, Cha 17.

Skills and Feats: Bluff +10, Concentration +7, Diplomacy +9, Disguise +3 (+5 acting), Gather Information +10, Heal +5, Intimidate +5, Knowledge (local) +9, Knowledge (nature) +7, Listen +3, Perform (oratory) +10, Perform (string) +10, Search +7, Spot +6, Survival +8 (+10 in above ground natural environments); Improved Initiative, Point Blank Shot, Rapid Shot, Track, Weapon Finesse.

Spells Known (3/3/1; DC 13 + spell level): 0 – *daze, detect magic, ghost sound, know direction, light, mage hand*; 1st – *cure light wounds, disguise self, silent image*; 2nd – *animal messenger, silence*.

Languages Spoken: Common, Elven, Sylvan.

Possessions: +1 cloak of resistance, masterwork rapier, +*2 shortbow*, mithral chain shirt, *potion of blur* (CL 3rd), *potion of cure moderate wounds* (CL 3rd), *potion of featherfall* (CL 1st), performer's outfit, quiver with 25 arrows (5 of them are silver-tipped), masterwork lute, pewter symbol of a swan.

The Sorority of the Swan

This organization operates throughout Morrain and travels to kingdoms nearby. Its members (almost 100 strong) are all female (mostly human and half-elven), and typically are rangers, druids, or bards. The Sorority stealthily opposes evil organizations bent on destroying nature, as well as slavery in general. Their symbol is a pewter swan, but the organization rarely makes its presence known, even when defending the weak. The Sorority has many powerful allies (such as Lady Chauntessa) and fancies itself more of a spynet than a mercenary force.

Gnarkle is a tall for a halfling (3'6") and slender, typically wearing plain clothes. He has wavy brown hair and large blue eyes with pale skin. He talks quickly and often slurs his words. A tailor by trade, he happily spends many nights at the inn, tossing darts to earn money to satisfy his thirst. However, he always plays first and drinks later, not wanting to impair his aim. His fingers are always playing with a "lucky" coin, and he is a devout worshipper of Myna, the goddess of luck. He is also quite available, and considers himself quite the ladies' man. He'll even hit on human women twice his height (standing on a stool to achieve eye contact, if needed)!

Gnarkle, male halfling Com1: CR 1/2; Small humanoid (halfling); HD 1d4+1; hp 5; Init +5; Spd 20 ft.; AC 16, touch 16, flat-footed 11; Base Atk +0; Grp -5; Atk/Full Atk unarmed strike +0 melee (1d2-1 nonlethal) or masterwork dart +9 ranged (1d3-1); SA –; SQ Halfling traits; AL NG; SV Fort +2, Ref +6, Will +1; Str 8, Dex 20, Con 12, Int 12, Wis 11 Cha 10.

Skills and Feats: Climb +5, Hide +9, Jump -5, Listen +6, Move Silently +7, Use Rope +9; Point Blank Shot.

Languages Spoken: Common, Halfling.

Possessions: Peasants outfit, set of three masterwork darts in an ebonywood case (worth 25 gp), pouch with 13 sp, *lucky coin fetish*.

Each town has a local drunk, and Cillamar is no different. **Arien** is a nondescript human with a rugged appearance. The hair on his previously shaved head is growing back, and his face is unshaven and dirty. He bears a small scar over his left eye. He speaks in a low tone, and is always looking over his shoulder. Arien spends all his nights in the taproom, spending whatever copper he has earned during the day through begging or performing odd jobs. He babbles on to anyone who will listen to his sad story, which most of the townsfolk think is a drunken delusion or a pile of lies: A year ago, he sold his candlemaking shop and dedicated his life to the ways of a monk. He embarked on a pilgrimage to Castle Whiterock (to assist his brothers in uncovering secrets), but he was captured by the slavers and sold to the orcs. For weeks, he was beaten and threatened to be sent "down below." He escaped (but refuses to tell how) and returned to Cillamar. He tried to warn the populace of the slavers and orcs, but it fell on deaf ears. Since then, after many nights in a drunken stupor, even he questions the legitimacy of his story. Of course, it's all true.

Arien, "the town drunkard," male human Com1/Mnk1: CR 1; Medium humanoid (human); HD

1d4 plus 1d8; hp 9; Init +2; Spd 30 ft.; AC 14, touch 14, flat-footed 10; Base Atk +0; Grp +1; Atk unarmed strike +1 melee (1d6+1); Full Atk unarmed strike -1/–1 melee (1d6+1); SA Flurry of blows; SQ –; AL LN; SV Fort +2, Ref +4, Will +4; Str 12, Dex 14, Con 11, Int 10, Wis 14 Cha 9.

Skills and Feats: Knowledge (history) +9, Listen +8, Spot +7; Combat Reflexes, Improved Grapple, Improved Unarmed Strike, Skill Focus (Knowledge [history]).

Languages Spoken: Common, Draconic.

Possessions: Monk's outfit, diary, 17 cp.

Ankiel is a short (5'1") male human with a non-descript appearance, which suits his profession just fine. Most people have never even seen his short brown hair or true skin tone, due to his frequent disguises. Ankiel is secretly a member of the Slavers of the Iron Manacle, who operate out of the city of Cillamar. He is the organization's eyes and ears about town, on the lookout for the authorities, and potential slaves, in addition to potential buyers. He frequently spends evenings at the Inn of the Slumbering Drake in one of many disguises (even augmented with extended *disguise self* spells), plying his dark trade.

An accomplished actor, he throws himself into his roles with such enthusiasm that his original persona doesn't exist anymore. His typical personas include: a rotund dwarven merchant named Kram Bandyhock, a human town guardsmen named Gunner, a shifty half-elven bard named Finway, a female human bookish sage named Lyssa, a pompous, pampered noble named Lord Granger Flitwick (by far his favorite), and Mortimer Umberwood (owner of Umberwood Coffins), a 6'5" pallid human male with a strange gait. Ankiel pulls off this last role with the use of stilts.

Ankiel keeps close tabs on Arien, the town drunk. At first he planned to silence the babbling fool to prevent exposure of the slavers' operation. But he realized that could raise questions. So instead, he has *encouraged* Arien to tell his tale, yet he's helped to embellish it to make it even more unbelievable to the townsfolk. Ankiel uses his raven familiar to communicate with the slavers at Castle Whiterock. If the PCs openly discuss plans to investigate the ruins, they will likely run into Ankiel and several hired goons before they even depart.

Ankiel, male human Ari2/Ill3: CR 4; Medium humanoid (human); HD 2d6-2 plus 3d4-3; hp 14; Init +2; Spd 30 ft.; AC 13, touch 12, flat-footed 11; Base Atk +2; Grp +1; Atk/Full Atk longsword +1 melee (1d8-1/19-20) or masterwork dagger +2 melee (1d4-1/19-20) or masterwork dagger +5 ranged (1d4-1/19-20); SA –; SQ Crow familiar, empathic link, share spells; AL NE; SV Fort +0, Ref +3, Will +6; Str 8, Dex 14, Con 9, Int 17, Wis 11, Cha 15.

Skills and Feats: Appraise +11, Bluff +8, Concentration +2, Decipher Script +8, Diplomacy +6, Disguise +11 (+13 acting), Forgery +13, Gather Information +8, Intimidate +4, Knowledge (arcana) +6, Listen +2, Sense Motive +6, Spellcraft +6, Spot +2; Alertness (when familiar is within 5 ft.), Deceitful, Extend Spell, Scribe Scroll, Spell Focus (Illusion).

Spells Prepared (4/4/3; DC 13 + spell level, or 14 + per spell level for illusions; Barred schools: Evocation, Necromancy); 0 – *daze* (x2), *ghost sound*, read magic*; 1st – *charm person, color spray** (x2), *disguise self*; 2nd – *disguise self* (extended) (x2)*, *charm person* (extended). *Indicates illusion spell.

Possessions: Bracers of armor +1, potion of mage armor, scroll of blur (CL 3rd), *scroll of expeditious retreat* (CL 3rd), *scroll of summon swarm* (CL 3rd), *scroll of blindness/deafness* (x2) (CL 3rd), *scroll of disguise self* (extended) (CL 3rd), *scroll of invisibility* (x2) (CL 3rd), longsword, masterwork dagger, disguise kit, leather armor, Cillamar town guard uniform, coin pouch with 4 pp, 11 gp, and 19 sp.

Craw, raven familiar: Diminutive magical beast; CR –; HD 3d8 (effective); hp 7; Init +2; Spd 10 ft., fly 40 ft. (average); AC 16, touch 14, flat-footed 14; Base Atk +2; Grp –11; Atk/Full Atk claws +6 melee (1d2-5); Space/Reach 2 1/2 ft./0 ft.; SA Deliver touch spells; SQ Improved evasion, share spells, empathic link, low-light vision; AL N; SV Fort +2, Ref +4, Will +8; Str 1, Dex 15, Con 10, Int 7, Wis 14, Cha 6.

Skills and Feats: Appraise +6, Bluff +4, Concentration +3, Decipher Script +3, Disguise +7 (+9 acting), Forgery +5, Gather Information +4, Knowledge (arcana) +1, Listen +3, Sense Motive +8, Spellcraft +1, Spot +5; Weapon Finesse.

Ankiel's Goons

Ankiel has hired some local goons to act as his muscle. Although not members of the Iron Manacle, these thugs are loyal to Ankiel for the simple reason that he pays them. They will not fight to the death, instead fleeing when reduced to 3 hit points or less. They usually fight unarmed, but carry concealed clubs to rough up opponents as well.

Thugs (4), male human War1: CR 1/2; Medium humanoid (human); HD 1d8+1; hp 8 each; Init +1; Spd 30 ft.; AC 13, touch 11, flat-footed 12; Base Atk +1; Grp +6; Atk/Full Atk unarmed strike +2 melee (1d3+1) or club +2 melee (1d6+1); AL NE; SV Fort +3, Ref +1, Will +0; Str 12, Dex 12, Con 12, Int 10, Wis 11 Cha 10.

Skills and Feats: Climb +5, Intimidate +4, Ride +5; Improved Grapple, Improved Unarmed Strike.

Languages Spoken: Common.

Possessions: Leather armor, club, 2d4 sp.

Dungeon Crawl Classics #51
Castle Whiterock

APPENDIX B:
CHARACTER OPTIONS

New NPC Class: Guard

While warriors serve admirably in the armies of nations, they are inept at standing watch and can't tell an honest man from a liar. At the same time, while experts are specialists of their field, they don't know which end of a halberd to grip and haven't figured out the complexities of scale armor.

Enter the guard: alert, stalwart, and nobody's fool. While he lacks the staying power of a warrior, he is better at his job than a warrior could ever be. While he lacks the breadth of skills enjoyed by the expert, he is no slouch in a fight.

Guards man the city gates, accompany caravans, serve in the city watch, collect tolls, and make up the personal security forces of VIPs.

Characters who start as guards often follow careers as rangers, bards, or rogues.

Class Features

The following is a class feature of the guard NPC class.

Weapon and Armor Proficiency: Guards are proficient with all simple and martial weapons. They are also proficient with nets. Guards are proficient with light and medium armor, and with shields (but not tower shields).

Hit Dice: d6

Class Skills: Appraise (Int), Climb (Str), Craft (Int), Forgery (Int), Intimidate (Cha), Knowledge (local) (Int), Listen (Wis), Profession (Wis), Ride (Dex), Search (Int), Sense Motive (Wis), Spot (Wis), and Use Rope (Dex).

Skill Points at 1st Level: (4 + Int modifier) x 4

Skill Points at Each Additional Level: 4 + Int modifier

The Guard

NPC Level	Base Attack Bonus	Fort Save	Ref Save	Will Save
1st	+1	+2	+0	+0
2nd	+2	+3	+0	+0
3rd	+3	+3	+1	+1
4th	+4	+4	+1	+1
5th	+5	+4	+1	+1
6th	+6	+5	+2	+2
7th	+7	+5	+2	+2
8th	+8	+6	+2	+2
9th	+9	+6	+3	+3
10th	+10	+7	+3	+3
11th	+11	+7	+3	+3
12th	+12	+8	+4	+4
13th	+13	+8	+4	+4
14th	+14	+9	+4	+4
15th	+15	+9	+5	+5
16th	+16	+10	+5	+5
17th	+17	+10	+5	+5
18th	+18	+11	+6	+6
19th	+19	+11	+6	+6
20th	+20	+12	+6	+6

New Skills

Both of these new skills are usable untrained.

GAMBLING (CHA)

Gambling actually comprises several skills, depending on the gambler's focus. Examples include cards (poker), dice (knucklebones or hi-low), games of luck (roulette), and board games (backgammon or chess). As such, you can gain this skill several times, each time focusing on a different type of gambling.

Check: Gambling checks are opposed rolls against two or more participants. Success indicates that you won that particular game or match. Ties result in a draw.

Action: Using the gambling skill is usually a full-round action.

Cheating: While gambling, you can attempt to cheat. As a free action, attempt another Gambling check opposed to all of the other participants' Sense Motive rolls. If you succeed, you win this round of gambling. If you fail by 4 or less, your cheating attempt fails and you lose that round. However, your cheating attempt is not discovered. If you fail by 5 or more, your cheating attempt is discovered. The ramifications of this discovery are up to the GM, but Reflex saves (or Initiative) are usually called for!

Try Again: Yes. Failure indicates losing to the opponent for that particular game (and whatever wager was placed). Retries are certainly allowed, and are the norm as the gambler attempts to win back his money.

Synergy: If you have 5 or more ranks in Bluff, you gain a +2 bonus to all gambling rolls except those involving games of luck.

PILOT BOAT (DEX)

Pilot Boat is actually several skills, depending on the type of watercraft that is piloted. Examples include keelboat, skiff, longship, and galley. As such, you can gain this skill several times, each time focusing on a particular type of boat.

Check: Normal piloting does not require a skill check. However, the pilot can attempt a DC 20 check to increase the maximum speed of the boat by 50% for 1d6x5 minutes of movement. Similarly, a pilot can make a pilot check to perform some type of maneuver or to avoid a hazard. The DC for this check is set by the GM.

Action: Varies. Increasing a boat's speed lasts the duration of the speed increase. Piloting to perform a maneuver or avoid a hazard is normally a standard action.

Try Again: Attempting to increase a boat's speed can't be retried for at least one hour. Retries are normally not allowed for performing maneuvers, or avoiding hazards, as the PC needs to deal with the result of failure.

Synergy: If you have 5 or more ranks in Profession (sailor), you get a +4 bonus on Pilot Boat checks. If you have 5 or more ranks in Pilot Boat of a similar vessel (GM's option), you gain a +2 bonus on Pilot Boat checks for this boat.

New Feats

Authority of Command [General]

Having drilled with your men on the parade ground and fought alongside them in the trenches, you know how to motivate your troops.

Prerequisites: Chain of Command (see below), lawful alignment, member of military or militant order, base attack bonus +3.

Benefit: You may take a standard action to increase the benefits of the Chain of Command feat for any subordinates within 40 feet. If your subordinates are able to hear you, their morale bonus on attack rolls increases to +4 and their morale bonus on Will saves to resist charm, compulsion, and fear effects increases to +8.

This increase lasts until the start of your next turn.

Special: A fighter may select this feat as one of his bonus feats. He must meet all prerequisites.

Capture [General]

You have been trained to subdue your enemies for capture.

Prerequisite: Combat Expertise

Benefit: You can deal nonlethal damage with most weapons at no penalty on the attack roll.

Normal: Without this feat, you take a –4 on your attack rolls when you use a melee weapon that deals lethal damage to deal nonlethal damage instead.

Special: A human or half-elf from the Xulmec city-states of Áereth may select Capture without meeting the prerequisite.

(Source: *DCC #35*.)

Chain of Command [General]

You have drilled with officers directing your movements, and find their presence on the battlefield reassuring.

Prerequisites: Lawful alignment, member of military or militant order, base attack bonus +1.

Benefit: When within 40 feet of an ally of superior rank

with the Authority of Command feat, as long as that ally is conscious, you gain a +2 morale bonus on attack rolls and a +4 morale bonus on Will saves to resist charm, compulsion, and fear effects.

Special: A fighter may select this feat as one of his bonus feats. He must meet all prerequisites.

Extra Spell-Like Ability [General]

You can use a spell-like ability one additional time per day.

Prerequisite: Spell-like ability at 8th level or higher.

Benefit: One of your spell-like abilities can be used one additional time per day.

Special: You can take this feat multiple times, but its effects do not stack. It must be applied to another spell-like ability.

Improved Net Use [General]

You are skilled at assisting others to deploy a net.

Prerequisites: Exotic Weapon Proficiency (net)

Benefit: When you successfully use the aid another action to assist an ally when attacking with a net, you add +6 to the ally's attack roll.

Normal: Normally, you only add +2 to assist another with the aid another action.

Special: A fighter can select this feat as a bonus feat.

Tower Shield Mastery [General]

You have learned to compensate for the weight of a tower shield, so you find it less of a hindrance.

Prerequisites: Proficiency with tower shields, Strength 13, base attack bonus +6.

Benefit: You do not suffer the penalty to attack rolls associated with using a tower shield. Additionally, this feat reduces the armor check penalty for tower shields by 1 point.

Normal: When employing a tower shield in combat, you suffer a –2 penalty to attack rolls due to its encumbrance.

Special: A fighter may select this feat as one of his bonus feats. He must meet all prerequisites.

New Spells

Acid Glob

Enchantment
Level: Sor/Wiz 3
Components: V, S, M
Casting Time: 1 standard action
Range: Close (25 ft. + 5 ft./2 levels)
Target: One target
Duration: 3 rounds
Saving Throw: Reflex save for partial
Spell Resistance: Yes

The caster of this spell creates a glob of sticky acid that can be hurled at a target. A successful ranged touch attack causes 1d4 points of acid damage per level (maximum 10d4). If the target makes a successful Reflex save, the damage is halved, as the glob is not a true hit. The sticky nature of the glob grants the acid a lingering effect. On the following round, the target takes one half of the damage suffered the previous round. On the third round, the target takes one quarter the damage from the initial damage. For example, if the target fails its save and suffers 24 points of damage when initially struck, then on round 2, it suffers another 12 points of acid damage. On round 3, the target suffers a final 6 points of acid damage. If that same target had made its Reflex save, the damage would have been 12, 6, and 3 points, respectively.

Material Components: A gland extracted from a bombardier beetle and a small ball of wax.

Cursed Sleep of Ages

Enchantment
Level: Sor/Wiz 8
Components: V, S, M
Casting Time: One minute
Range: Touch (or see below)
Target: Person or object
Duration: See below
Saving Throw: Will negates
Spell Resistance: No

Note: This spell is a more powerful version of *sleep of ages*, as presented in the *Complete Book of Fey*, published by Goodman Games.

The target of this spell is cursed to slumber as if affected by a *sleep* spell with a permanent duration. The target can have any Hit Dice, and since the effect is a curse, creatures immune to sleep effects are susceptible to its effects. The somnolent target will sleep without aging or requiring food or water until the curse is broken. The range is normally touch, but the caster can also cast the curse on an object and place a trigger on it. When the object is manipulated and the trigger satisfied, the spell is completed. For example, a *cursed sleep of ages* could be placed on a piece of fruit, with

eating it being the trigger. In this case, if the piece of fruit is eaten, the imbiber falls under the effects of the spell. If this trigger effect is used when the spell is cast, the target suffers a –8 to its saving throw.

The spell is unaffected by *dispel magic, wish*, or *miracle*. The only way to break the curse and wake the target is to fulfill the caster's preset parameters. These parameters must be no longer than one sentence, and must be stated at the casting of the spell. However, the parameters are often shrouded in mystery, and difficult to complete. For example, "Gareth shall slumber forth, until I draw my last breath on Mount Cragsclaw while it shudders." In this case, the caster must die on Mount Cragsclaw during an earthquake. Although the parameters can be convoluted, they must not be impossible to fulfill; otherwise, the spell fails when cast.

Material Components: A pinch of amethyst dust from a golden hourglass (worth at least 2,500 gp) that must be shattered upon completion of the spell.

XP Cost: 1,000 XP.

Improved Reduce Person

Transmutation
Level: Sor/Wiz 3
Components: V, S, M
Casting Time: 1 round
Range: Close (25 ft.+5 ft./2 levels)
Target: One humanoid creature
Duration: 1 hour/level (D)
Saving Throw: Fortitude negates
Spell Resistance: Yes

This spell is similar to *reduce person*, but the diminution of the affected creature is greater, quartering its height, length, and width and dividing its weight by 12. This decrease changes the target two sizes smaller, so Medium creatures become Tiny and Small creatures become Diminutive. The target gains a +4 size bonus to Dexterity, a –4 size penalty to Strength (to a minimum of 1), and a +2 bonus on attack rolls and AC due to its reduced size, and its reach is adjusted to match its new size as well. This improved version of *reduce person* also has a much longer duration.

All equipment worn or carried by the target is similarly reduced in size. Melee and projectile weapons deal less damage (see sidebar, "Shrinkage"), but other magical properties are unaffected. Any item that leaves the affected person's possession (such as a thrown weapon) returns to its normal size and deals normal damage. However, projectiles (like arrows) deal damage based on the weapon that fired them.

Multiple magic effects that reduce size do not stack. *Improved reduce person* counters and dispels *improved enlarge person* (also a Sor/Wiz 3 spell, not detailed here). *Improved reduce person* can be made permanent with a *permanency* spell.

Material Component: A handful of iron filings.

(Source: *DCC #11*.)

Negative Energy Sphere

Necromancy
Level: Clr 4, Sor/Wiz 3
Components: V, S, DF
Casting Time: 1 standard action
Range: Close (25 ft. + 5 ft./2 levels)
Effect: 5-ft.-diameter sphere
Duration: 1 round/level
Saving Throw: Will half
Spell Resistance: Yes

An ebon globe of negative energy rolls in whichever direction you point and damages those it strikes. It moves 30 feet per round. As part of this movement, it can ascend or jump up to 30 feet to strike a target. If it enters a space with a creature, it stops moving for the round and deals 2d8 points of negative energy damage to that creature, plus 1 point per caster level (maximum +10). A successful Will save halves that damage. A *negative energy sphere* rolls over barriers less than 4 feet tall.

The sphere moves as long as you actively direct it (a move action for you); otherwise, it merely stays at rest. The surface of the sphere is like glass but does not cause damage except by its negative energy and cannot be shattered. It cannot push aside unwilling creatures or batter down large obstacles. The sphere winks out if it exceeds the spell's range.

Since undead are powered by negative energy, this spell heals any damaged undead by a like amount of hit points.

Summon Fish Swarm

Conjuration (Summoning)
Level: Brd 1, Drd 1, Sor/Wiz 1
Components: V, S, M/DF
Casting Time: 1 round
Range: Close (25 ft. + 5 ft./2 levels)
Effect: Summons one fish swarm with two variable effects
Duration: Concentration + 2 rounds
Saving Throw: None
Spell Resistance: No

This spell must be cast while underwater, and thus is preferred by aquatic druids and the like. The caster summons a swarm of fish, the type of which is randomly determined (see table below), which in turn determines the effect. Carnivorous fish are piranha-like carnivores that attack as a swarm for 1d4 damage per round (see stats below). Rainbow-colored fish swim in a tight, protective circle around the caster, providing soft cover (+4 to AC, no bonus to Reflex saves, the caster cannot hide) without distracting the caster or impairing his vision. If the caster moves, the rainbow fish move with him. (If necessary, use the same stats as the carnivorous fish below.)

All swarms last as long as the caster concentrates plus 2 rounds before dissipating.

Material Component: A small offering of food or a shiny object. A divine focus is often a snail shell that can be blown.

D6 roll	Type of swarm summoned
1-3	Carnivorous fish swarm
4-6	Rainbow fish swarm

Carnivorous Fish Swarm: CR 1; Tiny animal (aquatic, swarm); HD 2d8; hp 9; Init +3; Spd swim 20 ft.; AC 17, touch 15, flat-footed 14; Base Atk +1; Grp –; Atk/Full Atk Swarm (1d4); Space/Reach 10 ft./0 ft.; SA Distraction; SQ Half damage from slashing and piercing weapons, low-light vision, scent, swarm traits; AL N; SV Fort +3, Ref +3, Will +0, Str 1, Dex 16, Con 10, Int –, Wis 10, Cha 2.

Skills: Listen +4, Spot +5, Swim +9; Alertness.

SA – Distraction (Ex): A living creature that begins its turn inside a carnivorous fish swarm must make a DC 11 Fortitude save or become nauseated for 1 round.

Shrinkage

Reducing PCs and their equipment in size alters many game mechanics such as weapon damage, attack bonus, and skill modifiers. Consult the table below to adjust these variable statistics.

Weapon Damage: Medium weapons now do Tiny damage, and Small weapons now do Diminutive damage, as shown below.

Medium Dmg	Tiny Dmg	Small Dmg	Diminutive Dmg
1d2	-	1d2	-
1d3	1	1d3	-
1d4	1d2	1d4	1
1d6	1d3	1d6	1d2
1d8	1d4	1d8	1d3
1d10	1d6	1d10	1d4
1d12	1d8	1d12	1d6
2d4	1d4	2d4	1d3
2d6	1d8	2d6	1d6

Ability Adjustments:

PC's old size	Medium	Small
PC's new size	Tiny	Diminutive
Str	-8	-6
Dex	+4	+4
AC/Atk	+2	+3
Grp	-8	-8
Hide	+8	+8
Space/Reach	2 1/2 ft./0 ft.	1 ft./0 ft.
Base Speed	20 ft.	15 ft.

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Castle Whiterock

APPENDIX C:
NEW MONSTERS

CHILD OF BOBUGBUBILZ

Medium Magical Beast
Hit Dice: 5d10+15 (42 hp)
Initiative: +0
Speed: 20 ft. (4 squares), swim 30 ft.
Armor Class: 15 (+5 natural), touch 10, flat-footed 15
Base Attack/Grapple: +5/+11
Attack: Bite +8 melee (1d6+3)
Full Attack: Bite +8 melee (1d6+3)
Space/Reach: 5 ft./5 ft.
Special Attacks: Bleeding bite, blood drain, hopping charge, improved grab
Special Qualities: Darkvision 90 ft., hold breath, low light vision, vulnerability to cold
Saves: Fort +9, Ref +4, Will +2
Abilities: Str 15, Dex 10, Con 16, Int 2, Wis 12, Cha 4
Skills: Jump +8, Spot +8, Swim +10*
Feats: Great Fortitude, Improved Grapple, Weapon Focus (bite)
Environment: Any except cold or desert
Organization: Solitary, pair, or clutch (3-6)
Challenge Rating: 4
Treasure: None
Alignment: Always chaotic evil
Advancement: 6-10 (Medium); 11-15 (Large)
Level Adjustment: –

As it turned toward me, I realized it was not merely an oversized toad. Teeth shined wetly as it opened its jaws, and the pointed tongue that flickered in and out was not made for eating insects. The fiend gathered its deep brown bulk underneath itself and leapt on my companion, catching him fast with its hooked claws. I heard the dread croaking of more around me, and it sounded like deep laughter to my ears....

The Children of Bobugbubilz appear to be overgrown toads about the size of a wolf, but with far more body mass. They usually stand just less than four feet tall at the shoulder and weigh about 270 pounds, although the largest one killed to date weighed 300 pounds. They have deep brown, pebbly hide mottled with spots of black with an underside the color of old parchment.

Children subsist on the blood of prey, and have evolved serrated teeth and a tapered tongue to elicit such a bounty from their victims. They also have strong, clawed forelimbs to help them grapple prey.

Combat

Children of Bobugbubilz prefer to grapple creatures smaller than themselves, and to bite creatures their size or larger. Although often encountered in groups, Children of Bobugbubilz do not use pack tactics. Instead, each creature will try to take down its own prey or, if there are more Children than prey, they will cooperate to make a kill (such as several Children grappling or joining a grapple against a Medium or larger foe) and then fight each other for the right to feed. Such combats are rarely to the death, however, usually ending after the first successful strike.

When a victim falls to negative hit points, the Child continues to bite and feed, making it a danger even to dying PCs.

Bleeding Bite (Ex): The serrated teeth of a Child of Bobugbubilz cause creatures they bite to lose 1 hit point per round due to blood loss. This effect stacks with itself, as subsequent bites incur more blood loss. Victims bleed until they receive at least 1 point of magical healing or a DC 10 Heal check. Creatures that are not subject to critical hits are immune to this effect.

Blood Drain (Ex): The tongue of a Child of Bobugbubilz tapers to a point, through which the beast can quickly suck blood from a victim. Whenever a Child successfully bites a victim while in a grapple, it drains 1d2 points of Constitution.

Hopping Charge (Ex): A Child of Bobugbubilz can incorporate a Jump check into a charge, meaning it can charge across gaps or over small obstacles (but through threatened squares). If a Child uses hopping charge, it can only move its normal speed, not double. It may also leap onto victims during a charge. Doing so provides a +1 circumstance bonus to its attack roll (and to its subsequent grapple check, should it decide to use improved grab) at the cost of a –2 penalty to its AC for the round, in addition to the normal benefits and consequences of a charge. It can still only charge in a straight line.

Improved Grab (Ex): To use this ability, a Child of Bobugbubilz must hit a creature of any size with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

Hold Breath (Ex): A Child of Bobugbubilz can hold its breath for a number of rounds equal to four times its Constitution score before it risks drowning.

Vulnerability to Cold: Children of Bobugbubilz take half again as much damage from cold sources (+50%).

Skills

*Children of Bobugbubilz receive a +8 racial bonus to Swim checks to perform a special action or to avoid a hazard. They may always take 10 on a Swim check even if threatened or distracted. A Child of Bobugbubilz has a +4 racial bonus to Jump checks.

CONFLAGRATION WORM

Gargantuan Magical Beast (Fire)
Hit Dice: 15d10+105 (187 hp)
Initiative: +0
Speed: 10 ft. (2 squares), swim 40 ft.
Armor Class: 16 (-4 size, +10 natural), touch 6, flat-footed 16
Base Attack/Grapple: +15/+38
Attack: Bite +23 melee (3d8+16 plus 2d8 fire/19-20)
Full Attack: Bite +23 melee (3d8+16 plus 2d8 fire/19-20)
Space/Reach: 20 ft./15 ft.
Special Attacks: Aura of combustion, coil slam, fiery bite, vomit smoke
Special Qualities: Blindsight 20 ft., fast healing 2, heat dependent, immunity to fire, tremorsense 60 ft., vulnerable to cold
Saves: Fort +16, Ref +9, Will +4
Abilities: Str 33, Dex 10, Con 24, Int 1, Wis 10, Cha 10
Skills: Listen +21, Swim +19*
Feats: Diehard, Endurance, Improved Critical (bite), Improved Natural Attack (bite), Skill Focus (Listen), Weapon Focus (bite)
Environment: Fiery underground
Organization: Solitary
Challenge Rating: 14
Treasure: None
Alignment: Always neutral
Advancement: 16-30 HD (Gargantuan); 31-45 HD (Colossal).
Level Adjustment: –

A segmented trunk erupts from the magma, rising fifteen feet in the air before bending back on itself. The blunt head of this titanic worm splits into three sections, each ringed by endless rows of white teeth. Veins, like red-hot wires, web close to the surface of the monster's pallid flesh.

A distant relative of the purple worm, this omnivorous beast spends its entire life in vast underground lakes of lava or rivers of magma. A conflagration worm can swim through these substances as easily as a fish moves through water (in fact, they cannot swim in water at all).

A typical adult conflagration worm is about 5 feet in diameter and 95 feet long, weighing about 40,000 pounds.

Combat

A conflagration worm does not use intricate tactics. It typically vomits smoke on an area until it is more or less saturated, and then uses bite attack. It will not use its coil slam unless it can catch more than one target in the affected area.

Conflagration worms do not typically fight to the death, usually retreating after having taken two-thirds to three-quarters of their starting hit points in damage. They typically submerge and allow their fast healing to bring them back to full hit points before re-launching an attack.

Aura of Combustion (Ex): Conflagration worms generate such heat that flammable items (and creatures!) within 10 feet of them are in danger of catching fire. When a creature starts its turn within the aura of combustion, they must make a DC 26 Reflex save. Those failing catch on fire, and must make a Reflex save for each flammable item on their person to avoid the same fate. Burning equipment and creatures take 1d6 points of fire damage immediately, and 1d6 points of fire damage each subsequent round.

In each subsequent round, if the creature is outside the aura of combustion, the burning creature may attempt another save at the same DC to put itself out. Creatures rolling on the ground gain a +4 bonus to the save. If a creature extinguishes itself, it is considered to have extinguished any equipment as well. This save DC is Constitution-based and includes a +2 racial bonus.

Coil Slam (Ex): As a full attack action, a conflagration worm can slam down a looped section of its body. This attack affects a 10-foot-square area that must be entirely within the conflagration worm's reach. Creatures caught in the target area take 4d6+11 damage and fall prone (DC 28 Reflex save for half, may remain standing).

The coil slam of a Colossal conflagration worm affects a 15-foot-square area and inflicts 4d8 damage (plus Strength).

After using its coil slam, a conflagration worm is flat-footed until the start of its next turn.

The save DC is Strength-based.

Fast Healing (Ex): A conflagration worm heals only if it

is completely submerged in molten rock or some other superheated substance.

Heat Dependent (Ex): These beasts cannot stray from extreme heat, much as fish cannot live outside water. If a conflagration worm is ever not in contact with a source of extreme heat, such as lava, at the beginning of its turn, it takes 2d12 points of damage as its body cools.

Vomit Smoke (Ex): Once per hour, as a free action, a conflagration worm can spew forth a thick cloud of superheated smoke, filling a 30-foot cone. Creatures within the area of effect must make a DC 24 Fortitude save or take 2d6 points of nonlethal damage from the heat; creatures that breathe take an additional 4d6 points of nonlethal damage from smoke inhalation.

Smoke from this attack normally lingers for 1d3+1 rounds, but wind of moderate strength or better will disperse it in 1 round. Creatures that breathe who begin their turn in a smoke-filled square must make a DC 24 Fortitude save or spend their turn coughing and choking, taking no actions. This DC increases by +1 for every consecutive failed save. Creatures who choke for 2 consecutive rounds (and every round thereafter) take 1d6 points of nonlethal damage.

The smoke provides concealment to those inside it (but creatures like the conflagration worm that rely on tremorsense ignore it).

These save DCs are Constitution-based.

Skills

*Conflagration worms receive a +8 racial bonus to Swim checks to perform a special action or to avoid a hazard. They may always take 10 on a Swim check even if threatened or distracted.

DOOR GOLEM

Door golems are magically created automatons created with great magic and elemental forces. Although similar to traditional golems crafted from traditional materials (such as stone and iron), door golems are limited in mobility. Therefore, a door golem is typically employed to guard an entrance. A Spot check (DC 28) or a Knowledge (architecture and engineering) check (DC 20) is needed to discern a door golem before it reveals itself.

The three most common types of door golems are composed of wood, iron, or stone, just as traditional doors. As such, each door golem has a hardness determined by its composition, as well as some type of special attack usable once per day. Other types of door golems are rumored to exist, such as bone, necromantic flesh, and even adamantine.

Passing Through a Door Golem: Many door golems have a bypass system for creatures who need to use the door in a normal fashion. Most of these golems have a *magic mouth* spell placed on them to deliver a cryptic message to provide a clue to this bypass. If the appropriate "key" is placed in the golem's mouth, or slid under the door, the golem is deactivated for 3d4 rounds and is treated as a normal door. This "key" is usually not an actual key, but it could be a coin (of a specific metal), a holy symbol, a weapon blade (inserted in a specific location), or nearly any mundane object.

All door golems have the following special quality:

Immunity to Magic (Ex): Door golems are immune to any spell or spell-like ability that allows spell resistance. However, certain spells and effects function differently against these golems, as noted below.

Wood Door Golem

Large Construct
Hit Dice: 4d10+30 (50 hp)
Initiative: –5
Speed: 0 ft.
Armor Class: 14 (–5 Dex, -1 size, +10 natural), touch 4, flat-footed 14
Base Attack/Grapple: +3/+11
Attack: Bite +6 melee (1d6+6/19-20)
Full Attack: Bite +6 melee (1d6+6/19-20)
Space/Reach: 10 ft. /0 ft.
Special Attacks: Augmented critical, *deep slumber*, slam attack
Special Qualities: Axe vulnerability, construct traits, darkvision 60 ft., damage reduction 5/slashing, hardness 5, immunity to magic, low-light vision
Saves: Fort +1, Ref –4, Will +3
Abilities: Str 18, Dex 1, Con –, Int –, Wis 14, Cha 1
Skills: –
Feats: –
Environment: Any
Organization: Solitary
Challenge Rating: 3
Treasure: None
Alignment: Always neutral
Advancement: 5-8 HD (Large), 9-12 HD (Huge)
Level Adjustment: –

Combat

Door golems have no reach, so they can only attack targets that share their space, such as a target listening at the door or attempting to pick the lock. See the slam special attack for another attack option.

Augmented Critical (Ex): A wood door golem's bite threatens a critical hit on a natural attack roll of 19–20.

Deep Slumber **(Sp):** Once per day, a wood door golem

can cast *deep slumber* as a free action (caster level 10th). The save DC is Wisdom-based.

Slam Attack (Ex): A wood door golem lacks any reach, and can only use its bite attack on a target that is in its same square (such as a target listening at the door, or picking the lock). However, once per round, a door golem can swing itself open to initiate a slam attack to all targets within 5 feet. Treat this as a slam attack with a +4 bonus; it deals 2d6+8 points of damage. A wood door golem uses this tactic whenever a target is within 5 feet of it. However, daring adventurers might see an opportunity to dive through the door as it makes this attack. If a PC makes a successful DC 12 Reflex save, he leaps through the door. Failure results in 2d6+8 points of damage per round as the PC becomes trapped in the animated portal. A DC 20 Escape Artist check is needed to escape this fate. The Reflex save is Constitution-based, and the Escape Artist check is Strength-based and the DC includes a +4 racial modifier.

Axe Vulnerability (Ex): An attack with any type of axe or axe-like weapon ignores the wood door golem's hardness.

Immunity to Magic (Ex): Wood door golems are immune to any spell or spell-like ability that allows spell resistance. The following spells have altered effects: *Warp wood* causes 3d8 points of damage to a wood door golem and ignores hardness. *Transmute wood to metal* increases its hardness to 10 for the duration of the spell.

Special Quality: *Stalwart*

A creature with the stalwart special quality shrugs off (ignores) damage equal to or less than its stalwart value, regardless of source. Any attack or effect that deals damage greater than its stalwart value, however, deals full damage.

A single attack that inflict multiple types of damage adds all damage dealt when counting for stalwart.

Example: A soldier stonebore ant has the special quality stalwart 2. During a round of combat, an archer shoots the ant with an arrow, causing 3 points of piercing damage. Since that damage is more than the ant's stalwart value, it takes the full 3 points of damage. Next, a wizard casts *ray of frost* at the ant, causing 2 points of cold damage. Since that is equal to or less than the stalwart value of the ant, the ant takes no damage. Finally, a flanking rogue with a *+1 flaming club* sneak attacks the ant, dealing 1 point of bludgeoning damage, 1 point of fire damage, and 1 point of sneak attack damage. Since the total damage dealt is greater than the ant's stalwart value, it takes all 3 points of damage.

Construction: A wood door golem's body is constructed of a single piece of high-uality wood weighing 250 pounds. This piece of wood costs 1,000 gp and must be crafted using a DC 15 Craft (woodworking) check. Often wood door golems are decorated with fancy carvings and scroll-work.

CL 10th; Craft Construct, *deep slumber, geas/quest*, caster must be at least 10th level. Price 10,000 gp; Cost 5,000 gp + 400 XP.

Stone Door Golem

Large Construct
Hit Dice: 8d10+30 (75 hp)
Initiative: –5
Speed: 0 ft.
Armor Class: 22 (–5 Dex, –1 size, +18 natural), touch 4, flat-footed 22
Base Attack/Grapple: +6/+16
Attack: Bite +11 melee (1d8+9/19-20)
Full Attack: Bite +10 melee (1d8+9/19-20)
Space/Reach: 10 ft./0 ft.
Special Attacks: Augmented critical, *flesh to stone*, slam attack
Special Qualities: Construct traits, darkvision 60 ft., damage reduction 10/bludgeoning, hardness 8, immunity to magic, low-light vision
Saves: Fort +2, Ref –3, Will +4
Abilities: Str 22, Dex 1, Con –, Int –, Wis 14, Cha 1
Skills: –
Feats: –
Environment: Any
Organization: Solitary
Challenge Rating: 6
Treasure: None
Alignment: Always neutral
Advancement: 9-12 HD (Large), 13-24 HD (Huge)
Level Adjustment: –

Combat

Door golems have no reach, so they can only attack targets that share their space, such as a target listening at the door or attempting to pick the lock. See the slam special attack for another attack option.

Augmented Critical (Ex): A stone door golem's bite threatens a critical hit on a natural attack roll of 19–20.

***Flesh to Stone* (Sp):** Once per day, a stone door golem can cast *flesh to stone* as a free action (caster level 12th). The save DC is Wisdom-based.

Slam Attack (Ex): A stone door golem lacks any reach, and can only use its bite attack on a target that is in its same square (such as a target listening at the door, or picking the lock). However, once per round, a door golem can swing itself open to initiate a slam attack to all targets within 5 feet. Treat this as a slam attack with a +4 bonus; it deals 2d8+12

points of damage. A stone door golem uses this tactic whenever a target is within 5 feet of it. However, daring adventurers might see an opportunity to dive through the door as it makes this attack. If a PC makes a successful DC 14 Reflex save, he leaps through the door. Failure results in 2d8+12 points of damage per round as the PC becomes trapped in the animated portal. A DC 24 Escape Artist check is needed to escape this fate. The Reflex save is Constitution-based, and the Escape Artist check is Strength-based and the DC includes a +4 racial modifier.

Immunity to Magic (Ex): Stone door golems are immune to any spell or spell-like ability that allows spell resistance. The following spells have altered effects: *Transmute rock to mud* acts like a *slow* spell for 2d6 rounds with no saving throw. *Transmute mud to rock* actually heals a door golem of all its damage. *Stone to flesh* doesn't actually harm a stone door golem, but it negates its hardness and damage reduction.

Construction: A stone door golem's body is constructed of a single piece of high-quality stone weighing 2,500 pounds. This carved stone costs 5,000 gp and must be crafted using a DC 18 Craft (stonemasonry) check.

CL 12th; Craft Construct, *flesh to stone, geas/quest*, caster must be at least 12th level. Price 25,000 gp; Cost 12,500 gp + 1,000 XP.

Iron Door Golem

Large Construct
Hit Dice: 12d10+30 (96 hp)
Initiative: –5
Speed: 0 ft.
Armor Class: 26 (–5 Dex, –1 size, +22 natural), touch 4, flat-footed 26
Base Attack/Grapple: +9/+22
Attack: Bite +17 melee (1d10+13/19-20)
Full Attack: Bite +17 melee (1d10+13/19-20)
Space/Reach: 10 ft./0 ft.
Special Attacks: Augmented critical, *rusting grasp*, slam attack
Special Qualities: Construct traits, darkvision 60 ft., damage reduction 10/bludgeoning, hardness 10, immunity to magic, low-light vision
Saves: Fort +4, Ref –1, Will +6
Abilities: Str 29, Dex 1, Con –, Int –, Wis 14, Cha 1
Skills: –
Feats: –
Environment: Any
Organization: Solitary
Challenge Rating: 9
Treasure: None
Alignment: Always neutral
Advancement: 13-16 HD (Large), 17-36 HD (Huge)
Level Adjustment: –

Combat

Door golems have no reach, so they can only attack targets that share their space, such as a target listening at the door or attempting to pick the lock. See the slam special attack for another attack option.

Augmented Critical (Ex): An iron door golem's bite threatens a critical hit on a natural attack roll of 19–20.

***Rusting Grasp* (Sp):** Once per day, an iron door golem can cast *rusting grasp* as a free action (caster level 16th). The save DC is Wisdom-based.

Slam Attack (Ex): An iron door golem lacks any reach, and can only use its bite attack on a target that is in its same square (such as a target listening at the door, or picking the lock). However, once per round, a door golem can swing itself open to initiate a slam attack to all targets within 5 feet. Treat this as a slam attack with a +4 bonus; it deals 2d10+18 points of damage. A stone door golem uses this tactic whenever a target is within 5 feet of it. However, daring adventurers might see an opportunity to dive through the door as it makes this attack. If a PC makes a successful DC 16 Reflex save, he leaps through the door. Failure results in 2d8+12 points of damage per round as the PC becomes trapped in the animated portal. A DC 29 Escape Artist check is needed to escape this fate. The Reflex save is Constitution-based, and the Escape Artist check is Strength-based and the DC includes a +4 racial modifier.

Immunity to Magic (Ex): Iron door golems are immune to any spell or spell-like ability that allows spell resistance. The following spells have altered effects: Any electrical attack acts as a *slow* spell against an iron door golem. Any magical fire attack cancels any *slow* effects, and heals the iron door golem 1 hit point for each 3 points of damage inflicted. An iron door golem is affected by rusting attacks as normal.

Construction: An iron door golem's body is constructed of a single piece of high-quality iron weighing 4,000 pounds. This piece of iron costs 10,000 gp and must be crafted using a DC 20 Craft (metalworking) check.

CL 16th; Craft Construct, *rusting grasp, geas/quest*, caster must be at least 16th level. Price 40,000 gp; Cost 20,000 gp + 1,600 XP.

FISSURE WASP

The balmy air fills with the drone of insectile wings as a flight of venom and barb surges forth. Some of the wasps are halfling-sized, their exoskeleton subtly shaded to blend into the drab stone surroundings. Many other wasps are even larger, with sharp, recurved forelegs like a mantis. Their red-splotched yellow exoskeletons glisten with slime as they respond to this threat to the hive.

The fissure wasp lives underground in colonies of refuse, carrion, and mud.

Each colony of wasps has a queen, who lays three kinds of eggs that produce laborers, scouts, or other queens.

After the queen, a laborer is the largest of the fissure wasp breeds. It is strong and lumbering, designed to bring bulky bits of detritus back to the hive. Although not as lethal as the scout, it can be a threat.

The scout, like the laborer, is genderless. It protects the hive and directs the laborers where to pick up kills. After it reaches a certain developmental stage, the scout loses its wings and becomes a male architect.

Architects are the hive's inner defenders. Their sticky saliva is used to plaster together the disparate elements that make up the hive; it is also an effective neurotoxin.

The queen's eggs are fertilized by the architects. A colony typically keeps a supply of unfertilized queen eggs handy in case the queen dies.

Laborer

Medium Vermin
Hit Dice: 9d8+27 (67 hp)
Initiative: +0
Speed: 10 ft. (2 squares), climb 10 ft., fly 30 ft. (average)
Armor Class: 20 (+10 natural), touch 10, flat-footed 20
Base Attack/Grapple: +6/+11
Attack: Claw +11 melee (1d6+5)
Full Attack: 2 claws +11 melee (1d6+5)
Space/Reach: 5 ft./5 ft.
Special Attacks: Improved grab, rake 1d6+5
Special Qualities: Darkvision 60 ft., scent, vermin traits
Saves: Fort +9, Ref +3, Will +3
Abilities: Str 21, Dex 10, Con 17, Int –, Wis 10, Cha 2
Skills: Climb +13, Escape Artist +12
Feats: –
Environment: Underground
Organization: Solitary, crew (2-8), or gang (9-12)
Challenge Rating: 5
Treasure: None
Alignment: Always neutral
Advancement: 10-17 HD (Medium)
Level Adjustment: –

An average fissure wasp laborer (like the one above) can carry a light load of 153 pounds and still fly.

Improved Grab (Ex): To use this ability, a fissure wasp laborer must hit with a claw attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can make 2 rake attacks.

Rake (Ex): Attack bonus +11 melee, damage 1d6+2.

Skills

Fissure wasp laborers have a +12 racial bonus to Escape Artist checks due to the slimy substance excreted by their bodies. Fissure wasps have a +8 racial bonus to Climb checks, may always take 10 on a Climb check, and may use their Dexterity modifier instead of their Strength modifier when climbing.

Scout

Small Vermin
Hit Dice: 10d8+10 (55 hp)
Initiative: +6
Speed: 20 ft. (2 squares), climb 10 ft., fly 60 ft. (good)
Armor Class: 22 (+1 size, +6 Dex, +5 natural), touch 17, flat-footed 16
Base Attack/Grapple: +7/+5
Attack: Sting +14 melee (1d4+3 plus poison)
Full Attack: Sting +14 melee (1d4+3 plus poison)
Space/Reach: 5 ft. /5 ft.
Special Attacks: Sonorous drone, poison
Special Qualities: Darkvision 120 ft., immunity to poison, scent, stalwart 1, vermin traits
Saves: Fort +8, Ref +9, Will +4
Abilities: Str 14, Dex 22, Con 13, Int –, Wis 12, Cha 4
Skills: Climb +14, Hide +10*
Feats: Weapon Finesse
Environment: Underground
Organization: Solitary, pair, or hunt (3-12)
Challenge Rating: 7
Treasure: None
Alignment: Always neutral
Advancement: 11-15 HD (Small)
Level Adjustment: –

A fissure wasp scout that increases to 16 HD undergoes several changes as it turns into a male fissure wasp architect. It loses its wings and weak mandibles, growing a set of strong mandibles.

Sonorous Drone (Ex): A fissure wasp scout's wings vibrate at such a pitch that it stimulates alpha wave brain activity in most sentient creatures. Each round such a creature is within 30 feet of a flying fissure wasp scout, the creature must make a Fortitude save or fall asleep (as the *sleep* spell except there is no Hit Die limit). The base DC for this saving throw is 16, and it increases by +1 every subsequent round. The DC is Constitution-based.

Poison (Ex): Injury; Fortitude DC 18; 1d4 Str/exhaustion. The DC is Constitution-based and includes a +2 racial modifier.

Stalwart 1 (Ex): A fissure wasp scout can ignore any attack that inflicts a single point of damage to it. Attacks

that inflict more than one point of damage deal their full amount.

Skills

*Fissure wasp scouts have a +8 racial bonus to Hide checks in a natural underground setting due to their coloration. Fissure wasps have a +8 racial bonus to Climb checks, may always take 10 on a Climb check, and may use their Dexterity modifier instead of their Strength modifier when climbing.

Architect

Small Vermin
Hit Dice: 16d8+16 (88 hp)
Initiative: +4
Speed: 30 ft. (6 squares), climb 20 ft.
Armor Class: 21 (+1 size, +4 Dex, +6 natural), touch 15, flat-footed 17
Base Attack/Grapple: +12/+11
Attack: Bite +16 melee (1d6+3 plus saliva)
Full Attack: Bite +16 melee (1d6+3 plus saliva) and sting +11 melee (1d4+1 plus poison)
Space/Reach: 5 ft./5 ft.
Special Attacks: Poison, preserving saliva
Special Qualities: Darkvision 60 ft., immunity to poison, scent, stalwart 3, vermin traits
Saves: Fort +11, Ref +9, Will +6
Abilities: Str 16, Dex 18, Con 13, Int 0, Wis 12, Cha 4
Skills: Climb +12, Hide +4*
Feats: –
Environment: Underground
Organization: Solitary or crew (2-8)
Challenge Rating: 9
Treasure: None
Alignment: Always neutral
Advancement: 17-20 HD (Small)
Level Adjustment: –

Poison (Ex): Injury; Fortitude DC 19; 1d4 Str/exhaustion. The DC is Constitution-based.

Preserving Saliva (Ex): The spittle of a fissure wasp architect acts as a preservative on once-living matter, acting for all purposes as *unguent of timelessness*.

It is also a poison to living creatures that affects their neurological systems, acting as a *slow* spell: Injury; Fortitude DC 19; initial and secondary damage *slow* 1d4 rounds. The DC is Constitution-based.

Stalwart 3 (Ex): A fissure wasp architect can ignore any attack that inflicts 3 or fewer points of damage. Attacks that inflict more than 3 points of damage deal their full amount.

Skills

*Fissure wasp architects have a +8 racial bonus to Hide checks in a natural underground setting due to their coloration. Fissure wasps have a +8 racial bonus to Climb checks, may always take 10 on a Climb check, and may use their Dexterity modifier instead of their Strength modifier when climbing.

Queen

Medium Vermin
Hit Dice: 10d8+30 (75 hp)
Initiative: –1
Speed: 10 ft. (2 squares), climb 10 ft.
Armor Class: 20 (-1 Dex, +12 natural), touch 9, flat-footed 20
Base Attack/Grapple: +7/+8
Attack: Bite +8 melee (1d6+1)
Full Attack: Bite +8 melee (1d6+1)
Space/Reach: 5 ft./5 ft.
Special Attacks: Distracting drone, piercing drone
Special Qualities: Darkvision 60 ft., immunity to poison, scent, vermin traits
Saves: Fort +10, Ref +2, Will +4
Abilities: Str 13, Dex 8, Con 17, Int –, Wis 13, Cha 6
Skills: Climb +9
Feats: –
Environment: Underground
Organization: Solitary
Challenge Rating: 7
Treasure: 50% coins, 50% goods (gems only), 50% items
Alignment: Always neutral
Advancement: 11-18 HD (Medium)
Level Adjustment: –

Queens are usually accompanied by 1d4 fissure wasp architects.

Distracting Drone (Ex): As a free action, a fissure wasp queen can set her vestigial wings to droning. The pitch of this buzz can be greatly distracting to living creatures.

A living creature within a 60-foot spread of a queen using this ability cannot take 20 on a skill check, and suffers a –10 penalty to Concentration checks.

Creatures who cannot hear are unaffected by this ability.

This droning, once started, continues until the queen stops it as a free action or uses her piercing drone ability.

Piercing Drone (Su): As a standard action, a queen can change the pitch of her wings' vibration to deal damage. This takes the form of a 30-foot cone that deals 2d8 points of sonic damage, allowing a DC 18 Fortitude save for half damage. The queen cannot use her distracting drone attack in the same round that she uses this attack. After using this attack, a fissure wasp queen cannot use her wings for 1d3 rounds (for either piercing drone or distracting drone). The save DC is Constitution-based.

Skills

Fissure wasp queens have a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened.

FINE EARTH ELEMENTAL SWARM

Fine Elemental (Earth, Extraplanar, Swarm)
Hit Dice: 2d8+2 (13 hp)
Initiative: –1
Speed: Fly 20 ft. (good)
Armor Class: 21 (–1 Dex, +8 size, +4 natural), touch 17, flat-footed 21
Base Attack/Grapple: +1/–
Attack: Swarm (1d4)
Full Attack: Swarm (1d4)
Space/Reach: 10 ft./0 ft.
Special Attacks: Distraction, sneezing and coughing
Special Qualities: Darkvision 60 ft., earth glide, earth mastery, elemental traits, immune to weapon damage, swarm traits
Saves: Fort +4, Ref –1, Will +0
Abilities: Str 7, Dex 8, Con 13, Int 4, Wis 11, Cha 11
Skills: Listen +5, Spot +4
Feats: Alertness
Environment: Elemental Plane of Earth
Organization: Solitary
Challenge Rating: 2
Treasure: None
Alignment: Always neutral
Advancement: –
Level Adjustment: –

A four-foot-high cloud of swirling dust kicks up in front of you. Bits of dirt sting your face and pollute your every breath as the cloud approaches with malevolent intent.

Combat

Fine earth elementals are tiny fragments that flake off larger earth elementals. Individually, they are weak and avoid confrontation, occupying a niche similar to insects on the Elemental Plane of Earth. However, occasionally elemental air currents and eddies sweep them up and they form a swirling swarm.

Fine Earth elemental swarms speak in a droning, whistling Terran, but rarely choose to do so.

Distraction (Ex): Any living creature that begins its turn with a swarm in its space must succeed on a DC 12 Fortitude save or be nauseated for 1 round.

Sneezing and Coughing (Ex): In addition to normal damage, each round a victim is in a square with a fine earth elemental swarm, he must make a DC 12 Fortitude save or suffer from a hacking, coughing, and sneezing fit. This fit lasts for 1d4+1 rounds, and imparts a –2 penalty on attacks, AC, Reflex saves, and skill checks.

Earth Mastery (Ex): An earth elemental gains a +1 bonus on attack and damage rolls if both it and its foe are touching the ground. If an opponent is airborne or waterborne, the elemental takes a –4 penalty on attack and damage rolls. (These modifiers are not included in the statistics block.)

Earth Glide (Ex): An earth elemental can glide through stone, dirt, or almost any other sort of earth except metal as easily as a fish swims through water. Its burrowing leaves behind no tunnel or hole, nor does it create any ripple or other signs of its presence. A *move earth* spell cast on an area containing a burrowing earth elemental flings the elemental back 30 feet, stunning the creature for 1 round unless it succeeds on a DC 15 Fortitude save.

GIANT BLADDERWORT

Huge Plant (Aquatic)
Hit Dice: 5d8+10 (32 hp)
Initiative: –5
Speed: 0 ft.
Armor Class: 5 (-5 Dex, -2 size, +2 natural), touch 3, flat-footed 5
Base Attack/Grapple: +3/+15
Attack: Bladder +5 melee (see below)
Full Attack: Bladder +5 melee (see below)
Space/Reach: 15 ft./10 ft.
Special Attacks: Acid digestion, envelop, improved grab, tangle
Special Qualities: Blindsense 30 ft., low-light vision, plant traits
Saves: Fort +6, Ref –, Will –3
Abilities: Str 18, Dex –, Con 14, Int –, Wis 2, Cha 1
Skills: –
Feats: –
Environment: Shallow freshwater
Organization: Solitary, or patch (4-16)
Challenge Rating: 2
Treasure: None
Alignment: Always neutral
Advancement: –
Level Adjustment: –

A slowly undulating, tangled mass of vegetation covers the bottom of the sea floor. The stems of the plants are adorned with finely branched leaves that sway in the current.

The bottom of the these aquatic plants have finely branched leaves off a main stalk that can be up to 20 feet long. Adorning the leaves are dozens of bladders, used by these carnivorous plants to hunt for prey to supplement photosynthesis and absorbing nutrients from the water. Normal prey items include giant insects,

and fish, but they will greedily feed on anything that disturbs a bladder.

Combat

Giant bladderwort is most dangerous when it is blundered into, as many bladders can target a victim at once. During its normal attack routine, it can only bring a single bladder to bear on a target. The bladders are filled with air, and are encircled by tiny filamentous triggers hairs. When these hairs are disturbed, they cause the bladder to open. Water rushes into the bladder, sucking unaware prey along with it. Therefore, only a melee touch attack is needed to entrap prey. The bladder then closes and digestive acid begins to dissolve the entrapped item. If a bladder ensnares an item too large for it, it begins digesting anyway. In about an hour, it reopens, and sucks in the remainder of the meal.

Acid Digestion (Ex): At the beginning of each round that a target is inside a bladder, it suffers 1d8 points of acid damage.

Improved Grab (Ex): To use this ability, a giant bladderwort must hit with one of its bladder attacks. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can attempt to envelop its target on the following round.

Envelop (Ex): If a giant bladderwort has established a hold on a foe, it can then attempt to trap the target in one of its bladders with a successful grapple check. If the grapple attack succeeds, the victim is trapped in one a bladder, and takes automatic acid damage the next round. A target can escape with an opposed grapple roll, or by inflicting 6 points of damage with a slashing weapon. A giant bladderwort of Huge size can hold a single Medium-sized opponent in each bladder. A Large or larger target is only partially enveloped (receiving a +4 bonus on opposed grapple checks), but still suffers full damage.

Tangle (Ex): A target that begins its action in the same square as a giant bladderwort plant must make a DC 14 Swim check or blunder into 1d4+1 bladders. All of these bladders get an attack at the full +6 melee bonus. The Swim check DC is Constitution-based.

GIANT CLAM

Large Vermin (Aquatic)
Hit Dice: 6d8+6 (32 hp)
Initiative: –5
Speed: 0 ft.
Armor Class: 15 (–1 size, –5 Dex, +11 natural), touch 4, flat-footed 15
Base Attack/Grapple: +4/+13
Attack: Special
Full Attack: Special
Space/Reach: 10 ft./0 ft.
Special Attacks: Crush, snap shut
Special Qualities: Blindsight 30 ft., vermin traits
Saves: Fort +6, Ref –3, Will +2
Abilities: Str 20, Dex 1, Con 12, Int –, Wis 10, Cha 10
Skills: –
Feats: –
Environment: Any warm water
Organization: Solitary, or bed (3-12)
Challenge Rating: 2
Treasure: None (or see below)
Alignment: Always neutral
Advancement: 7-10 HD (Large), 11-18 HD (Huge)
Level Adjustment: –

The man-sized mollusk remains motionless as you swim toward it. Peering through the open shell, you find your curiosity piqued by a small, gleaming object near the back of its fleshy interior....

These aquatic mollusks are similar to their smaller cousins except they average six feet in diameter. They have two white-to-gray half-shells that protect a soft fleshy interior. Although they can move extremely slowly, they prefer to remain in one location, often hosting barnacles, seaweed, or algae growth. The meat is quite tasty, and considered a delicacy by many aquatic humanoids.

Giant clams generally lack any treasure, save that discarded by unfortunate victims that died while held. However, there is a 5% chance a giant clam has a pearl in its soft fleshy interior, noticed with a successful Spot check (DC 15). This pearl is worth 25 gp for oblong cream-colored pearls, or 50 gp for round white pearls. Some specimens create oddly shaped or colored pearls that can be worth significantly more.

Combat

Giant clams are extremely docile and non-aggressive, content to lie on a lake, river, or ocean bottom and filter feed all day. However, if a careless individual (such as someone attempting to grab a pearl) gets too close to a giant clam, it can snap shut, possibly trapping a limb.

Crush (Ex): Once a giant clam establishes a hold on a target's limb, it deals 1d4+7 points of crushing damage on a successful grapple check and holds its target immobile. The giant clam will not release its hold until the target stops struggling for 10 minutes. However, the victim can escape with a successful opposed grapple check. Up to two additional PCs can assist with this grapple check (prying the shell open).

Snap Shut (Ex): If disturbed, a giant clam can snap shut with amazing speed. Roll for normal initiative, granting the giant clam a +8 circumstance bonus. If the

target wins, he can retract any limbs from the clam's maw in time. If he fails, the clam gets a single melee touch attack at with a +4 racial bonus (+12 melee). If the giant clam hits, it establish a hold on the target.

GIANT PREDACEOUS DIVING BEETLE

Medium Vermin (Aquatic)
Hit Dice: 4d8+12 (30 hp)
Initiative: +2
Speed: 20 ft. (4 squares), swim 40 ft.
Armor Class: 18 (+2 Dex, +6 natural), touch 12, flat-footed 16
Base Attack/Grapple: +3/+5
Attack: Bite +5 melee (2d4+3 plus poison/19-20)
Full Attack: Bite +5 melee (2d4+3 plus poison/19-20)
Space/Reach: 5 ft./5 ft.
Special Attacks: Augmented critical, poison
Special Qualities: Air bubble, darkvision 60 ft., vermin traits
Saves: Fort +7, Ref +3, Will +1
Abilities: Str 15, Dex 14, Con 16, Int -, Wis 10, Cha 7
Skills: Hide +10, Swim +14
Feats: –
Environment: Freshwater aquatic
Organization: Solitary, or pack (2-8)
Challenge Rating: 2
Treasure: None
Alignment: Always neutral
Advancement: 5-12 HD (Large)
Level Adjustment: –

A huge beetle, the size of man, glides effortlessly through the water with powerful thrusts of paddle-like legs. It sports wicked mandibles and carries an air bubble under its carapace.

These aquatic beetles are dark brown to black with a lighter brown or even reddish tint on their edges. Giant predaceous diving beetles are typically five to six feet long, but their paddle-like hind swimming legs are several feet longer, and covered with fine hairs. They breathe air, but can carry an air bubble under their carapace when they dive underwater.

Combat

Giant predaceous diving beetles have sharp serrated mandibles, and are proficient at shaking their head to inflict terrible wounds. They are voracious predators, often using ambush tactics to surprise prey up to twice their size.

Augmented Critical (Ex): A giant predaceous diving beetle's razor-sharp mandibles threaten a critical on a roll of 19-20.

Poison (Ex): Injury, Fortitude DC 15, initial/secondary damage 1d3 Dex. The save DC is Constitution-based.

Air Bubble (Ex): When a giant predaceous diving beetle dives, it carries an air bubble under its carapace that provides 30 minutes of fresh, breathable air for a Medium creature. With a successful Survival check (DC 20), the air bubble from a dead beetle can be "harvested" and used by another creature.

Skills

Giant predaceous diving beetles have a +8 racial bonus on Hide checks and +12 racial bonus on Swim checks. They may always take 10 on a Swim check even if threatened or distracted.

GIANT-TOUCHED (TEMPLATE)

A giant-touched creature can trace some giantish blood in its ancestry. This giantish blood often bestows some traits to the creature depending on the type of giant, as described below. A giant-touched creature appears as a larger version of the base creature, and takes on some physical traits of the giant species it is based on. For example, a giant-touched frost giant could have white-blue hair and a light-blue skin tone that is cool to the touch.

Creating a Giant-touched Creature

"Giant-touched" is an inherited template that can be added to any humanoid or monstrous humanoid, hereafter referred to as the base creature. A "giant-touched" creature has all the base creature's statistics and special abilities, except as noted here.

Size and Type: The creature type changes to giant. Do not recalculate base attack bonus, saves, or skill points. A giant-touched creature's size increases one step over that of the base creature.

Armor Class: A giant touched creature has a +2 natural armor bonus or the base creature's natural armor bonus, whichever is better.

Special Attacks: A giant-touched creature retains all the base creature's special attacks and gains those described below based on its giant heritage.

Cloud Giant: Oversized Weapon (Ex): A giant-touched creature with cloud giant blood can wield weapons designed for a creature one size larger without penalty.

Rock Throwing (Ex): A giant-touched creature with cloud giant blood can hurl rocks with a range increment of 50 feet, inflicting 2d6 points of damage plus its Strength modifier on a successful hit.

Spell-Like Abilities: A giant-touched creature with cloud giant ancestry and an Intelligence or Wisdom score of 8 or higher has spell-like abilities depending on its Hit

Dice, as indicated on the table below. The abilities are cumulative. Unless otherwise noted, an ability is usable once per day. Caster level equals the creature's HD, and the save DC is Charisma-based.

Hit Dice	Abilities
1-5	*Obscuring mist*
6-10	*Levitate* 3/day
11-20	*Fog cloud*

Fire Giant: Rock Throwing (Ex): A giant-touched creature with fire giant blood can hurl rocks with a range increment of 40 feet, inflicting 1d8 points of damage plus its Strength modifier on a successful hit.

Frost Giant: Rock Throwing (Ex): A giant-touched creature with frost giant blood can hurl rocks with a range increment of 40 feet, inflicting 1d8 points of damage plus its Strength modifier on a successful hit.

Hill Giant: Rock Throwing (Ex): A giant-touched creature with hill giant blood can hurl rocks with a range increment of 40 feet, inflicting 1d6 points of damage plus its Strength modifier on a successful hit.

Stone Giant: Rock Throwing (Ex): A giant-touched creature with stone giant blood can hurl rocks with a range increment of 60 feet, inflicting 2d6 points of damage plus its Strength modifier on a successful hit.

Storm Giant: Spell-Like Abilities: A giant-touched creature with storm giant ancestry and an Intelligence or Wisdom score of 8 or higher has spell-like abilities depending on its Hit Dice, as indicated on the table below. The abilities are cumulative. Unless otherwise noted, an ability is usable once per day. Caster level equals the creature's HD, and the save DC is Charisma-based.

Hit Dice	Abilities
1-5	*Levitate* 3/day
6-10	*Control weather*
11-15	*Call lightning*
16-20	*Chain lightning*

Special Qualities: A giant-touched creature has all the special qualities of the base creature, plus low-light vision. It gains additional special qualities based on its giant ancestry, detailed below.

Cloud Giant: Scent (Ex): A giant-touched creature with cloud giant ancestry can detect approaching enemies and sniff out hidden foes by sense of smell alone. See the MM for details of this quality.

Fire Giant: Immunity to Fire (Ex): A giant-touched creature with fire giant ancestry is immune to all fire damage.

Vulnerability to Cold (Ex): A giant-touched creature with fire giant ancestry takes half again as much (+50%) damage as normal from cold effects, regardless of whether a saving throw is allowed, or if the save is a success or failure.

Frost Giant: Immunity to Cold (Ex): A giant-touched creature with frost giant ancestry is immune to all cold damage.

Vulnerability to Fire (Ex): A giant-touched creature with frost giant ancestry takes half again as much (+50%) damage as normal from fire effects, regardless of whether a saving throw is allowed, or if the save is a success or failure.

Stone Giant: Darkvision (Ex): A giant-touched creature with stone giant ancestry has darkvision out to 60 feet. This replaces the normal giant-touched low-light vision.

Rock Catching (Ex): A giant-touched creature with stone giant ancestry of at least Large size can catch Small, Medium, or Large rocks (or projectiles of similar shape). Once per round, a giant-touched creature that would normally be hit by a rock can make a Reflex save to catch it as a free action. The DC is 15 for a Small rock, 20 for a Medium one, and 25 for a Large one. (If the projectile provides a magical bonus on attack rolls, the DC increases by that amount.) The giant-touched creature must be ready for and aware of the attack in order to make a rock catching attempt.

Storm Giant: Freedom of Movement (Su): A giant-touched creature with stone giant ancestry can use *freedom of movement* (as the spell), once per day for 10 rounds.

Immunity to Electricity (Ex): A giant-touched creature with storm giant ancestry is immune to all electricity damage.

Water Breathing (Su): A giant-touched creature with stone giant ancestry can breathe underwater indefinitely and can freely use its spell-like abilities while submerged.

Abilities: Same as base creature with adjustments for size increase.

Skills: All giant-touched creatures gain a +2 racial bonus on Intimidate checks. Storm giant-touched creatures gain a +4 racial bonus to on Swim checks.

Feats: Giant-touched creatures gain Power Attack as a bonus feat.

Challenge Rating: As the base creature +1 (fire, frost, hill, and stone); as base creature +2 (cloud and storm).

Level Adjustment: As the base creature +2.

GNOMISH LANCER, MARK I

Small Construct
Hit Dice: 3d10+10 (26 hp)
Initiative: +0
Speed: 20 ft. (4 squares)
Armor Class: 17 (+1 size, +6 natural), touch 11, flat-footed 17
Base Attack/Grapple: +2/+1
Attack: Lance +6 melee (1d6+3/x3)
Full Attack: Lance +6 ranged (1d6+3/x3)
Space/Reach: 5 ft./10 ft.
Special Attacks: –
Special Qualities: Construct traits, damage reduction 1/adamantine, darkvision 60 ft., design flaw (*confusion*), immune to fire, low-light vision, telescoping lance
Saves: Fort +1, Ref +1, Will +1
Abilities: Str 16, Dex 11, Con –, Int –, Wis 10, Cha 1
Skills: –
Feats: –
Environment: Any
Organization: Solitary, pair, or squad (3-6)
Challenge Rating: 2
Treasure: None
Alignment: Always neutral
Advancement: None
Level Adjustment: –

Roaring out from behind the staircase is what looks like a metal cart cast to resemble a grimacing gnome with three wheels instead of legs. It is made of iron with golden chasing, and features masterful embellishments. It would be comical if it weren't for the deadly-looking lance cradled under the gnome's arm.

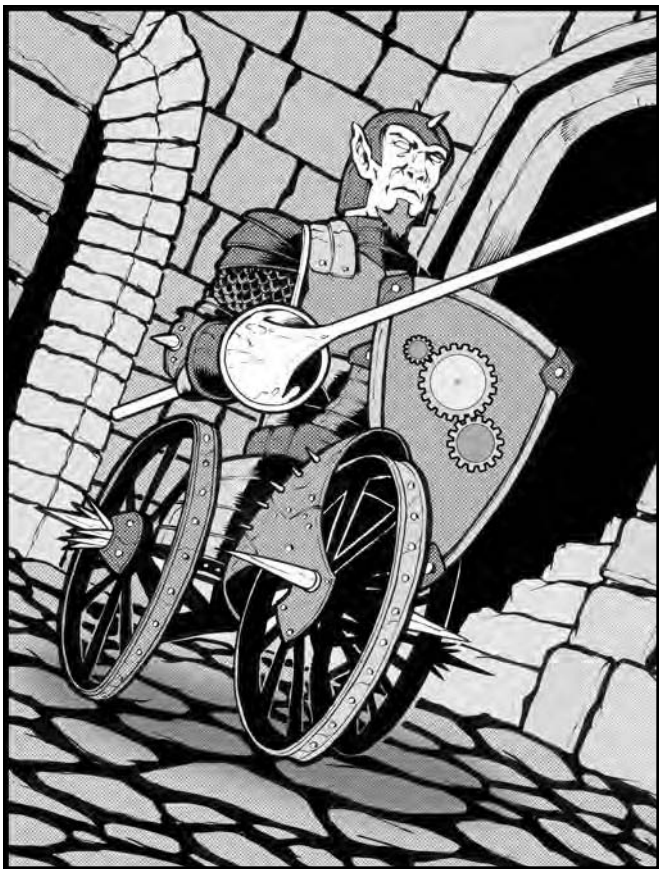
The mark I gnomish lancer only saw about a year of production before it was replaced with the greatly improved mark II. The original designer, a gnome named Bilg Atesworthy, was expelled from the Clockwork Academy because of its flaws. A discontinued model, but a great deal for the price!

Combat

This construct chooses to close with enemies as quickly as possible, preferably with a charge. Unlike combatants wielding an actual lance, the construct threatens squares adjacent to it.

Design Flaw (*Confusion*) (Ex): The mark I gnomish lancer performs admirably in combat until it takes 10 points of damage, at which point it becomes subject to an effect similar to *confusion*. At the beginning of this construct's next turn, roll d%:

01-20: Act normally
21-50: Dazed for 1 round
51-70: Panicked for 1 round*
71-00: Attack nearest creature**



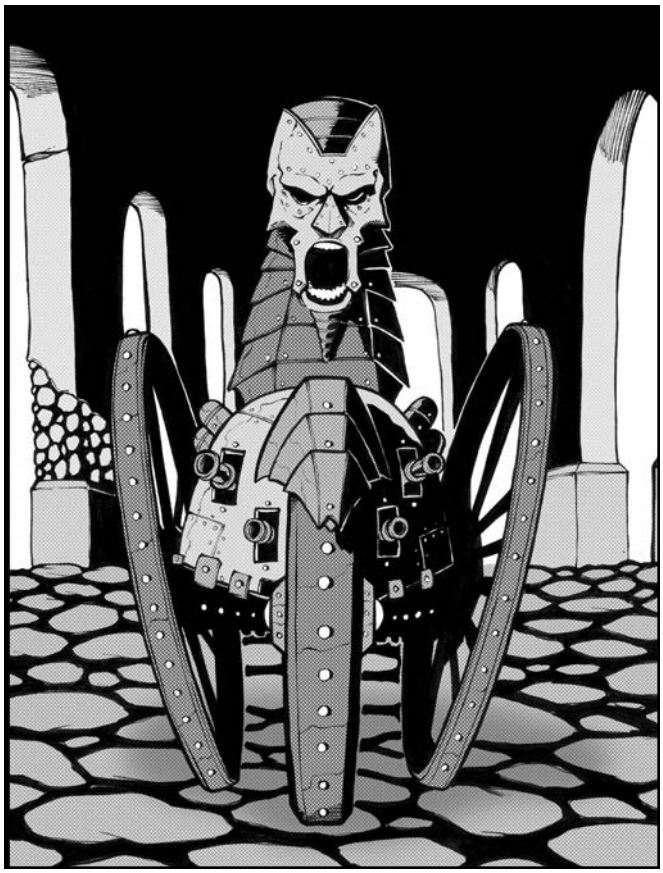
*Note that a mark I gnomish lancer does not actually hold anything, and therefore does not drop anything on a die roll of 51-70.

**If more than one creature is equidistant from the mark I gnomish lancer, roll to randomly determine whom it attacks.

Telescoping Lance (Ex): This construct's lance can retract and extend, allowing it swap between having reach and being able to strike adjacent foes. The construct can do this as an immediate action that does not provoke an attack of opportunity.

GNOMISH LANCER, MARK II

Small Construct
Hit Dice: 3d10+10 (26 hp)
Initiative: +0
Speed: 20 ft. (4 squares)
Armor Class: 19 (+1 size, +8 natural), touch 11, flat-footed 19
Base Attack/Grapple: +2/+1
Attack: Lance +6 melee (1d6+3/x3)
Full Attack: Lance +6 ranged (1d6+3/x3)
Space/Reach: 5 ft./10 ft.
Special Attacks: Powerful charge
Special Qualities: Construct traits, damage reduction 1/adamantine, darkvision 60 ft., immune to fire, low-light vision, telescoping lance



Saves: Fort +1, Ref +1, Will +1
Abilities: Str 16, Dex 11, Con –, Int –, Wis 10, Cha 1
Skills: –
Feats: –
Environment: Any
Organization: Solitary, pair, or squad (3-6)
Challenge Rating: 3
Treasure: None
Alignment: Always neutral
Advancement: 4-6 HD (Small), 7-12 (Medium)
Level Adjustment: –

Roaring out from behind the staircase is what looks like a metal cart cast to resemble a grimacing gnome with three wheels instead of legs. It is made of iron with golden chasing, and features masterful embellishments. It would be comical if it weren't for the deadly-looking lance cradled under the gnome's arm.

The mark II gnomish lancer replaced the heavily flawed mark I. In addition to correcting previous issues, it has an expanded combat repertoire and improved armor. This is the kind of quality you can expect from the Clockwork Academy!

Combat

This construct chooses to close with enemies as quickly as possible, preferably with a charge.

Powerful Charge (Ex): A mark II gnomish lancer deals 2d6+6 damage when it makes a charge.

Telescoping Lance (Ex): This construct's lance can retract and extend, allowing it swap between having reach and being able to strike adjacent foes. The construct can do this as an immediate action that does not provoke an attack of opportunity.

GNOMISH MARKSMAN

Small Construct
Hit Dice: 2d10+10 (21 hp)
Initiative: +3
Speed: 30 ft. (6 squares)
Armor Class: 16 (+1 size, +3 Dex, +2 natural), touch 14, flat-footed 13
Base Attack/Grapple: +1/-3
Attack: Dart +6 ranged (1d3)
Full Attack: 2 darts +6 ranged (1d3)
Space/Reach: 5 ft./5 ft.
Special Attacks: Belly fire
Special Qualities: Accurate targeting, construct traits, darkvision 60 ft., immunity to fire, interchangeable ammunition, low-light vision, payload, rangefinder
Saves: Fort +0, Ref +3, Will +0
Abilities: Str 10, Dex 16, Con –, Int –, Wis 10, Cha 1
Skills: –
Feats: –
Environment: Any
Organization: Solitary, pair, or squad (3-6)
Challenge Rating: 2
Treasure: None
Alignment: Always neutral
Advancement: 3-6 HD (Small), 7-10 HD (Medium)
Level Adjustment: –

The glint of metal catches your eye as you look up. From behind the balcony's railing, you see what you at first take to be something wearing an iron mask carved to resemble a yelling gnome, but then it moves and you see that the "mask" is actually the head of some sort of three-wheeled construct that fires projectiles at you from its open mouth.

The gnomish marksman, a fine product of the Clockwork Academy, is designed with security in mind, whether it is protecting your stronghold or the streets of your hometown!

Combat

Gnomish marksmen always endeavor to stay at range from their foes. They will target a single individual and fire at it until it drops, and then switch to a new target. Due to a little-known flaw in their orders-of-battle programming, they will not fire at a creature that is crawling, which they will believe is "down."

The gnomish marksmen only use their belly fire when

something engages them in melee. Note that gnomish marksmen to not have a melee attack, and do not threaten squares.

Belly Fire (Ex): The marksman can spray flame into all adjacent squares for 2d8 damage (Reflex DC 11 half). The belly fire does not normally hit targets occupying the gnomish marksman's square unless the construct is being grappled or swallowed. It will only use this attack in place of melee. The save DC is Constitution-based.

Each use of belly fire expends one oil canister.

Accurate Targeting (Ex): The gnomish marksman can fire into melee without penalty, and receives a +1 bonus on any ranged attack. If a gnomish marksman is threatened, it can fire without provoking attacks of opportunity.

Interchangeable Ammunition (Ex): The basic model gnomish marksman fires Small darts as primary ammunition, but they can be fitted to use several different types of projectiles. One common variation fires sling bullets, and the "urban pacification" model fires either tanglefoot bags or weighted beanbags that act like saps (20-foot range, 1d4 nonlethal bludgeoning damage).

The ammunition will always be appropriate to the construct's size. A gnomish marksman can only be fitted to fire one type of ammunition at a time.

Payload (Ex): The gnomish marksman can only deliver a set payload of ammunition before it must be reloaded. The maximum payload is 25 darts (or sling bullets, or beanbags) for primary ammunition and 4 oil canisters. A gnomish marksman will automatically return to its depot when it has expended all primary ammunition (even if it has oil canisters left).

Randomly encountered gnomish marksmen have 1d20+5 primary ammunition and 1d4 belly fire oil canisters.

Rangefinder (Ex): This handy feature allows the gnomish marksman to double the range increment of their ammunition. For example, a dart fired by a gnomish marksman has a range increment of 40 feet.

HAZARD – SPELLRUIN IVY

Spellruin ivy (also known as dispel ivy, arcanophage vine, or mageblight) is a hardy, kudzu-like plant that feeds off magical energies and can be found in almost any environment. It grows over any solid surface, or atop still water, weaving a network of thumb-thick vines and trefoil, serrated leaves. Squares with spellruin ivy are considered full of undergrowth. When it is encountered on a vertical surface, it grants a +5 bonus to any Climb checks made because it is sturdy enough to be used for hand- and footholds.

The plant constantly radiates an aura similar to the area effect of *greater dispel magic* with one significant difference: It can dispel any number of auras at a time. This aura radiates 10 feet from the edge of the ivy spread. Any creature (and any magical item) actually in contact with spellruin ivy is automatically subjected to a targeted *greater dispel magic* effect; this can also affect any number of spells or items at a time. Spellruin ivy makes dispel checks as if it were a 10th-level caster, and it gains a +4 bonus when making dispel checks against creatures, spells, or items in physical contact with it.

Clearing spellruin ivy can be troublesome due to its sturdy nature and other properties. A typical 5-foot section of spellruin ivy has hardness 5 and 20 hit points. Further, the plant takes no damage from bludgeoning or piercing weapons, and harmlessly absorbs acid, cold, electrical, and fire damage. As it absorbs this energy, it faintly glows green, white, golden, or red (respectively), giving off light as a candle.

Thankfully, spellruin ivy is rare, owing equally to the hatred it inspires in spellcasters and its own slow rate of spread (about 5 feet in a year in all directions, including up and down vertical surfaces).

Eating a spellruin ivy leaf grants a +4 circumstance bonus to dispel checks when used as an additional material component for *dispel magic* or *greater dispel magic*. Leaves only retain their potency for about 24 hours before becoming useless. Leaves can be preserved with a DC 20 Craft (alchemy) check. A preserved leaf will retain its potency for another week, but only grant a +2 bonus. Anyone ingesting more than one spellruin ivy leaf in a 24-hour period must make a Fortitude save DC 15 or be nauseated for an hour. Every subsequent time this save is made, the DC increases by 1. This information is available to anyone making a DC 30 Knowledge (arcana) or Knowledge (nature) check.

When encountered in hazardous places (defined as any location where a normal adventurer would require magic protections to survive, such as the Elemental Plane of Fire or the top of a frozen mountain), spellruin ivy raises the EL of the area by +2.

INFERNO CAT

Large Outsider (Fire)
Hit Dice: 12d8+48 (114 hp)
Initiative: +7
Speed: 50 ft. (10 squares)
Armor Class: 22 (-1 size, +3 Dex, +10 natural), touch 12, flat-footed 19
Base Attack/Grapple: +12/+25
Attack: Claw +20 melee (2d8+9)
Full Attack: 2 claws +20 melee (2d8+9) and bite +15 melee (2d6+4 plus 1d6 fire and 1d6 acid)

Space/Reach: 10 ft./5 ft.
Special Attacks: Breath weapon, pounce, rend, searing bite, sneak attack +3d6
Special Qualities: Damage reduction 10/magic, darkvision 60 ft., immunity to acid and fire, low-light vision, scent, vulnerability to cold
Saves: Fort +12, Ref +11, Will +6
Abilities: Str 28, Dex 17, Con 19, Int 6, Wis 15, Cha 10
Skills: Climb +21, Hide +18, Jump +21, Listen +14, Move Silently +22, Search +10, Spot +14, Survival +2 (+4 following tracks)
Feats: Dodge, Improved Initiative, Mobility, Spring Attack, Track
Environment: Elemental Plane of Fire
Organization: Solitary, pair, or blaze (3-4)
Challenge Rating: 12
Treasure: None
Alignment: Usually neutral
Advancement: 13-18 (Large); 19-36 (Huge)
Level Adjustment: –

This creature seems to combine the worst aspects of bulldogs and tigers – broad, powerful shoulders taper to an almost-underdeveloped set of rear legs, with brilliant red and deep obsidian stripe patterns on its fur. Its prodigious claws make clicking sounds on the stone as it slinks toward you. A low, coughing snarl issues from its whiskered, feline face.

Combat

This creature attempts to strike with surprise. If the terrain permits, it uses its pounce attack to land on its prey. The inferno cat usually continues attacking its selected victim until the prey drops, even to the extent of ignoring other foes. If the prey attempts to flee, the inferno cat spits searing bile at the target, and then chases it down.

Breath Weapon (Su): Once every 1d6 rounds, an inferno cat can expel a 30-foot line of superheated, corrosive bile, inflicting 12d6 points of acid and fire damage to all creatures in the area of effect. A successful DC 20 Reflex saving throw halves this damage. The save DC is Constitution-based.

Pounce (Ex): If an inferno cat charges a foe, it can make a full attack.

Rend (Ex): If an inferno cat hits with both claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 4d8+13 points of damage.

Searing Bite (Ex): An inferno cat's superheated, corrosive saliva inflicts an additional 1d6 points of fire damage and 1d6 points of acid damage on each successful bite attack.

Sneak Attack (Ex): An inferno cat can make a sneak attack like a rogue, dealing an extra 3d6 points of damage whenever a foe is denied his or her Dexterity bonus, or when the inferno cat is flanking.

Skills

Inferno cats have a +4 racial bonus on Hide and Move Silently checks.

LEECH SWARM

Fine Vermin (aquatic, swarm)
Hit Dice: 4d8+4 (22 hp)
Initiative: +1
Speed: 5 ft. (1 square), swim 20 ft.
Armor Class: 19 (+1 Dex, +8 size), touch 19, flat-footed 18
Base Attack/Grapple: +3/–
Attack: Swarm (2d4 plus blood drain and disease)
Full Attack: Swarm (2d4 plus blood drain and disease)
Space/Reach: 10 ft./0 ft.
Special Attacks: Blood drain, distraction, disease
Special Qualities: Blindsense 30 ft., immune to weapon damage, low-light vision, vermin traits
Saves: Fort +5, Ref +2, Will +1
Abilities: Str 1, Dex 13, Con 13, Int –, Wis 10, Cha 1
Skills: Swim +9
Feats: –
Environment: Shallow freshwater
Organization: Cluster (2-5 swarms)
Challenge Rating: 4
Treasure: None
Alignment: Always neutral
Advancement: –
Level Adjustment: –

A dark cloud coalesces in the water, appearing like a spilled bottle of ink. However, the cloud organizes and approaches, rippling in anticipation.

Combat

When a leech swarm senses potential prey nearby via blindsense, it quickly moves to occupy the square. It eagerly continues its blood meal until the swarm drains a total of 20 points of Constitution. Afterward, the swarm disperses and the leeches move to digest its meal.

Blood Drain (Ex): In addition to normal damage, each round a victim is in a square with a leech swarm, it drains 1d4 points of Constitution.

Disease (Ex): Every round a victim is in a square with a leech swarm, he must make a DC 12 Fortitude save or contract filth fever (incubation 1d3 days, 1d3 Dex and 1d3 Con).

Distraction (Ex): Any living creature that begins its turn with a swarm in its space must succeed on a DC 13 Fortitude save or be nauseated for 1 round.

Skills

A leech swarm uses its Dexterity modifier instead of its Strength modifier for Swim checks.

A leech swarm has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

MADHORN

Large Magical Beast
Hit Dice: 5d10+25 (53 hp)
Initiative: +4
Speed: 60 ft. (12 squares)
Armor Class: 18 (–1 size, +4 Dex, +6 natural), touch 12, flat-footed 15
Base Attack/Grapple: +5/+14
Attack: Horn +12 melee (2d6+8 plus festering wound)
Full Attack: Horn +12 melee (2d6+8 plus festering wound) and 2 hooves +7 melee (1d4+2)
Space/Reach: 10 ft. /5 ft.
Special Attacks: Escalation, festering wounds
Special Qualities: Darkvision 60 ft., *greater teleport*, immunity to poison, low-light vision, scent, stalwart 3
Saves: Fort +9, Ref +8, Will +6
Abilities: Str 20, Dex 18, Con 20, Int 10, Wis 21, Cha 24
Skills: Jump +21, Listen +10, Move Silently +10, Spot +10, Survival +5*
Feats: Improved Natural Attack (horn), Multiattack
Environment: Temperate forests
Organization: Solitary, pair, or misfortune (3-4)
Challenge Rating: 4
Treasure: None
Alignment: Chaotic evil
Advancement: 6-10 HD (Large); 11-15 HD (Huge)
Level Adjustment: +4 (evil cohort)

The beast canters slowly into the clearing, its once-fine mane and hair now grown lanky and filth-caked. Its sides heave as if laboring for breath, and you can see fresh blood flecking its equine muzzle. The creature's prodigious horn, at one time white, now appears blackened as if it had been exposed to flame. A palpable aura of evil radiates from this malevolent, disgraced beast.

A madhorn is what becomes of a unicorn that commits an evil act, either willingly or otherwise. They lose most of their spell-like abilities, immunities, and *magic circle against evil*, and quickly develop a savagery unseen among their gentler kin. Madhorns are not tolerated in any forest that has unicorn protectors, and unicorn paragons hunt them relentlessly.

Any spells or effects that specifically affect unicorns also affect madhorns, and they can be substituted for a unicorn as the nongood base creature when applying an inherited template (such as fiendish or half-fiend) to a creature with a unicorn parent.

Similar to the horn of a unicorn, a madhorn's horn is a +3 magic weapon whose potency fades after being removed. Unlike that of a unicorn, a madhorn's horn is useless for healing poultices. Instead, if a ground-up piece of horn is used as an additional material component in the casting of any *inflict* spell (such as *inflict light wounds*) or *harm*, the save DC increases by +2. Similarly, if used as an additional material component in conjunction with *align weapon* to make a weapon evil-aligned, it doubles the duration to 2 minutes/level (this does not stack with the Extend Spell feat). A single horn can produce as many doses of this material component as the creature had Hit Dice.

Madhorns are unsuitable as mounts for all but the most depraved beings. Since unicorns are inherently good creatures, madhorns are exceedingly rare.

Combat

Madhorns are driven by impulse to strike out at other living creatures. They will attack the first target they see, charging if possible. They are not patient creatures, and rarely use ambush tactics. Madhorns never retreat from battle, and always pursue fleeing victims if they are able.

Escalation (Su): The more damage a madhorn takes, the more savagely it fights. When a madhorn is at the 50% (rounded down) threshold of its starting hit points, it gains +4 to Strength and Dexterity. When it is at the 25% (rounded down) threshold of its starting hit points, it becomes *hasted* (+1 to attack rolls, +1 dodge bonus to AC and Reflex saves, may make an extra attack when making full attack, +30 ft. movement) and gains the Diehard feat (even if it does not meet the prerequisites). If a madhorn is taken from above 50% hit points to below 25% hit points in one blow, it still gains each benefit. If the madhorn is healed to above either or both thresholds, it instantly loses any relevant benefits.

An escalated madhorn has limitation, similar to those of a raging barbarian. This means it cannot use any Charisma-, Dexterity-, or Intelligence-based skills (except for Balance, Escape Artist, Intimidate, and Ride), the Concentration skill, or any abilities that require patience or concentration, nor can it cast spells or activate magic items that require a command word, a spell trigger, or spell completion to function. It can use any feat it has except Combat Expertise, item creation feats, and metamagic feats.

An escalated madhorn visibly froths at the mouth.

For a "basic" madhorn, the escalation thresholds are 26 hit points and 13 hit points.

Festering Wounds (Ex): The injuries caused by a madhorn's horn are particularly resistant to curative magic. Each point of damage caused by the horn attack requires 2 points of magical healing to cure. A *remove disease* spell corrects this condition, as will a *heal* spell (and any healing delivered by the *heal* spell is as normal).

A DC 17 Heal check made in examination of the wounds will discover their festering property, and reveal how to remove them.

***Greater Teleport* (Sp):** The only normal unicorn spell-like ability a madhorn retains is the ability to use *greater teleport* (once/day). Like its brethren, a madhorn can only teleport to locations within its home forest.

Stalwart 3 (Ex): A madhorn can shrug off any attack that inflicts 3 or fewer points of damage to it. Attacks that inflict more than 3 points of damage deal their full amount.

Skills

Madhorns have a +4 racial bonus on Move Silently checks. *They have a +3 competence bonus on Survival checks within the boundaries of their forest.

MINYAD

Medium Fey (earth)
Hit Dice: 3d6+9 (19 hp)
Initiative: +2
Speed: 30 ft. (6 squares)
Armor Class: 20 (+2 Dex, +8 natural), touch 12, flat-footed 18
Base Attack/Grapple: +1/+1
Attack: Rapier +3 melee (1d6/18-20), or magic stone +4 ranged (1d6+1)
Full Attack: Rapier +3 melee (1d6/18-20), or magic stone +4 ranged (1d6+1)
Space/Reach: 5 ft./5 ft.
Special Attacks: Spell-like abilities
Special Qualities: Damage reduction 5/cold iron, mineral dependent, fey traits
Saves: Fort +5, Ref +5, Will +5
Abilities: Str 10, Dex 14, Con 14, Int 14, Wis 15, Cha 18
Skills: Bluff +10, Diplomacy +6, Disguise +4 (+6 acting), Escape Artist +8, Hide +8, Knowledge (dungeoneering) +8, Listen +8, Move Silently +8, Spot +8, Survival +8 (+10 underground), Use Rope +2 (+4 with bindings)
Feats: Great Fortitude, Toughness, Weapon Finesse
Environment: Any underground
Organization: Solitary
Challenge Rating: 3
Treasure: Triple gems
Alignment: Usually neutral evil
Advancement: By character class
Level Adjustment: –

As you enter the subterranean garden, the breath catches in your throat at the sight of a strange, but strikingly beautiful woman. Her skin is as dark as night, and her hair the color of slate. The exotic loveliness of her face is matched only by the coldness of her expression as she appraises you.

A minyad is the Underdeep equivalent to a dryad. She appears to be a female drow with stone gray hair and chiseled features. Her skin is stone-like, constantly shedding vermiculite flakes as she moves. A minyad is not as graceful as her surface-dwelling counterpart, yet she is every bit as stunning to behold. They tend to be somewhat gruff, and usually quite evil. They are almost always solitary.

Minyads speak Common, Drow, and Undercommon.

Combat

Minyads are poor melee combatants, but they usually carry a rapier just in case. They prefer to confuse opponents with their spell-like abilities and resistances. In combat, they prefer to hang back and allow allies to engage while they lend support via spells or *magic stones*.

Spell-Like Abilities: At will – *magic stone, meld with stone, soften earth and stone, stonetell*; 3/day – *stone-shape*; 1/day – *statue, spike stones* (DC 18), *stoneskin*. Caster level 7th. The save DCs are Charisma-based.

Mineral Dependent (Su): Each minyad is bound to an enormous vein of minerals, worth at least 5,000 gp. A minyad can never stray more than 200 yards from this vein, or else she will become ill, and die within 3d6 hours. The vein of minerals does not radiate magic.

SKUM (TEMPLATE)

Skum are created by an ancient process combining magical energy and biological decomposition. It's no secret that the mysterious aboleth developed the twisted process to convert humanoids into their foul servants. However, few are aware that the process was discovered by an undead aboleth known only as the abolich.

The skum presented in the MM are created when human stock (usually a 1st-level NPC-classed individual) is used. However, the process can be applied to most humanoid subjects, and should they survive the grueling transformation, they can utilize most of their abilities they had in their previous existence.

Skum appear as twisted fish-like mockeries of their former shape. Fine green scales cover the creature's

hunched hide. The creature sprouts a slender tail, used to assist it in swimming. Its head becomes fish-like, with sunken red eyes, a wide maw lined with razor-sharp teeth, and a pair of gill slits on its neck. Its arms and legs are covered with solid muscle, and a short row of spines originates at the head, and travels down its back. Its skin glistens with moisture, and its body reeks of dead fish.

Creating a Skum Creature

"Skum" is an acquired template that can be added to any humanoid, giant, or monstrous humanoid, hereafter referred to as the base creature. A "skum" creature has all the base creature's statistics and special abilities, except as noted here.

Size and Type: The creature type changes to aberration. Do not recalculate base attack bonus, saves, or skill points.

Speed: Skum creatures gain a swim speed of 40 feet.

Armor Class: The base creature's natural armor increases by +2.

Attack: A skum creature has a bite attack and two claw attacks, and the bite is the primary natural weapon. If the base creature can use weapons, the skum creature retains this ability. A skum creature fighting without weapons uses a bite when making an attack action. When it has a weapon, it usually uses the weapon instead.

Full Attack: A skum creature fighting without weapons uses its bite and two claw attacks when making a full attack. If armed with a weapon, it usually uses the weapon as its primary attack and its bite as a natural secondary attack. If it has a hand free, it uses a claw as an additional natural secondary attack.

Damage: Skum creatures have bite and claw attacks. If the base creature does not have these attack forms, use the damage values in the table below. Otherwise, use the values below or the base creature's damage values, whichever are greater.

Size	Bite Damage	Claw Damage
Fine	1	—
Diminutive	1d4	1
Tiny	1d6	1d2
Small	1d8	1d3
Medium	2d6	1d4
Large	3d6	1d6
Huge	4d6	1d8
Gargantuan	6d6	2d6
Colossal	8d6	3d6

Special Attacks: A skum creature retains all the special attacks of the base creature and gains the following special attack.

Rake (Ex): Attack bonus +0 melee, damage 1d6+2. A skum creature also gains two rake attacks when it attacks while swimming.

Special Qualities: A skum creature has all the special qualities of the base creature, plus the following special qualities.

- Amphibious
- Darkvision out to 60 feet.

Abilities: Change from the base creature as follows: Str +6, Dex +2, Con +2, Cha –4.

Skills: Skum creatures gain a +4 racial bonus on all Hide, Listen, and Spot checks when underwater. A skum creature has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

Feats: Skum creatures gain the Alertness feat as a bonus.

Challenge Rating: As the base creature +1.

Alignment: Usually evil (any).

Level Adjustment: As the base creature +2.

STONEBORE ANTS

Miner

Medium Vermin
Hit Dice: 1d8 (4 hp)
Initiative: +0
Speed: 30 ft. (6 squares), burrow 10 ft., climb 20 ft.
Armor Class: 16 (+6 natural), touch 10, flat-footed 16
Base Attack/Grapple: +0/+0
Attack: Bite +0 melee (1d6 plus 1d3 acid)
Full Attack: Bite +0 melee (1d6 plus 1d3 acid)
Space/Reach: 5 ft./5 ft.
Special Qualities: Darkvision 60 ft., minesense, scent, vermin traits
Saves: Fort +2, Ref +0, Will +0
Abilities: Str 10, Dex 10, Con 11, Int –, Wis 10, Cha 6
Skills: Climb +8, Survival +0*
Feats: Track
Environment: Underground
Organization: Solitary or crew (2-8)
Challenge Rating: 1/2
Treasure: None
Alignment: Always neutral
Advancement: 2-4 HD (Medium)
Level Adjustment: –

Soldier

Medium Vermin
Hit Dice: 4d8+4 (22 hp)
Initiative: +0
Speed: 30 ft. (6 squares), climb 20 ft.
Armor Class: 18 (+8 natural), touch 10, flat-footed 18
Base Attack/Grapple: +3/+5
Attack: Bite +5 melee (1d8+3)
Full Attack: Bite +5 melee (1d8+3)
Space/Reach: 5 ft. /5 ft.
Special Qualities: Darkvision 60 ft., scent, stalwart 2, vermin traits
Saves: Fort +5, Ref +1, Will +1
Abilities: Str 14, Dex 10, Con 13, Int –, Wis 10, Cha 8
Skills: Climb +10, Survival +0*
Feats: Improved Natural Attack (bite), Track
Environment: Underground
Organization: Solitary, pair, or host (3-12)
Challenge Rating: 2
Treasure: None
Alignment: Always neutral
Advancement: 5-7 HD (Medium)
Level Adjustment: –

Queen

Large Vermin
Hit Dice: 8d8+16 (51 hp)
Initiative: +2
Speed: 20 ft. (4 squares), climb 20 ft.
Armor Class: 20 (+1 Dex, +10 natural, -1 size), touch 10, flat-footed 19
Base Attack/Grapple: +6/+12
Attack: Bite +7 melee (1d8+2)
Full Attack: Bite +7 melee (1d8+2) and sting +2 melee (1d6+1 plus poison)
Space/Reach: 10 ft. /10 ft.
Special Attacks: Poison
Special Qualities: Alert pheromone, darkvision 60 ft., scent, vermin traits
Saves: Fort +8, Ref +3, Will +2
Abilities: Str 14, Dex 12, Con 15, Int 0, Wis 10, Cha 10
Skills: Climb +10, Survival +0*
Feats: Track
Environment: Underground
Organization: Solitary
Challenge Rating: 4
Treasure: 1/10 coins; 50% goods; 50% items
Alignment: Always neutral
Advancement: 9-11 HD (Large)
Level Adjustment: –

Crawling out from the fissure before you is a group of monstrous ants. Each one is about the size of a large wolf, with a glossy, green-black carapace. The mandibles of some are surprisingly small, but on others, the mandibles are clearly much deadlier, and they clack together excitedly as the giant insects advance.

Among the stonebore ants, miners and queens have underdeveloped mandibles, while those of the soldiers are extraordinarily strong. Miners and soldiers average five feet in length, and queens are usually around eight feet long.

Miner stonebore ants can burrow through solid stone by secreting an acid over their mandibles. They leave behind tunnels that usually make up the colony's hive. The ants size their tunnels so their Large queen can squeeze through them, making them barely large enough for a Medium creature to walk around in.

If a pint of stonebore ant acid is used as an additional material component (arcane or divine) in the casting of *stone shape*, it increases by half again the amount of stone or rock that can be worked (to 15 cubic feet + 1.5 cubic feet/level).

Combat

Miner ants only fight if cornered, hungry, or alerted by a queen. In combat, they try to attack in groups.

Soldier stonebore ants are aggressive and territorial. They charge into melee if possible, heedless of any attacks of opportunity they incur. They fight to the death.

Queen stonebore ants are only encountered in their egg chambers. They fight to the death, as will any stonebore ants encountered there or called by her alert pheromone.

Alert Pheromone (Ex): A queen stonebore ant will release a pheromone that is odorless to any creature without the scent special quality when it or its eggs are threatened. This pheromone will draw the attention of any stonebore ant within 400 feet, bringing them to the queen's location.

Underhanded duergar sometimes use pheromone glands from queen stonebore ants to attract miners into enemy territory.

Minesense (Ex): A miner stonebore ant always knows its depth underground and cannot be caught flat-footed when in a tunnel dug by it or another stonebore ant. They are also always aware of the structural integrity of any underground location they are in. This keeps them from inadvertently sapping their own lairs, but also means they automatically detect simple traps involving stonework.

Stalwart 2 (Ex): A soldier stonebore ant can shrug off any attack that inflicts 2 or fewer points of damage to it. Attacks that inflict more than 2 points of damage deal their full amount.

Poison (Ex): Queen stonebore ants have a poisonous sting. Injury, Fortitude DC 16, initial/secondary damage paralysis 1d3 minutes. The save DC is Constitution-based.

Skills

Stonebore ants have a +8 racial bonus to Climb checks, and may take 10 on a Climb check even if rushed or threatened. *They receive a +4 to Survival check when tracking by scent, and receive Track as a bonus feat. Soldier stonebore ants also receive Improved Natural Attack (bite) as a bonus feat.

TROLLHOUND

Medium Magical Beast
Hit Dice: 2d10+4 (15 hp)
Initiative: +2
Speed: 40 ft. (8 squares)
Armor Class: 16 (+2 Dex, +4 natural), touch 12, flat-footed 14
Base Attack/Grapple: +2/+5
Attack: Bite +6 melee (1d6+4)
Full Attack: Bite +6 melee (1d6+4)
Space/Reach: 5 ft./5 ft.
Special Attacks: Crushing jaws 1d6+6, improved grab
Special Qualities: Darkvision 60 ft., fast healing 2, low-light vision, scent
Saves: Fort +5, Ref +5, Will +0
Abilities: Str 16, Dex 15, Con 15, Int 3, Wis 10, Cha 10
Skills: Listen +2, Spot +2, Survival +1*
Feats: Track, Weapon Focus (bite)
Environment: Underground
Organization: Solitary or pack (3-12)
Challenge Rating: 2
Treasure: None
Alignment: Always neutral
Advancement: 3-6 HD (Medium)
Level Adjustment: –

The foul mastiff-like beast stands four feet tall at the shoulder, with drab, green-gray coarse fur and sharp, yellowing fangs. It growls hungrily as saliva drips from its massive jaws.

Although these feral beasts are named after trolls, they have nothing to do with those humanoids. Instead, they were created by some twisted magical experiment, and their unusual healing ability grants them their name.

Combat

Trollhounds prefer to attack in packs, often maneuvering to flank opponents. Once they lock their jaws on an opponent, they are relentless until their prey stops moving.

Crushing Jaws (Ex): A trollhound deals 1d6+6 points of damage with a successful grapple check.

Improved Grab (Ex): To use this ability, a trollhound must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can use its crushing jaws on the following round.

Skills

*Trollhounds receive a +4 racial bonus to Survival checks when tracking by scent.

UNICORN PARAGON

Large Outsider (Extraplanar, Good)
Hit Dice: 8d8+40 (76 hp)
Initiative: +3
Speed: 60 ft. (12 squares)
Armor Class: 18 (-1 size, +3 Dex, +6 natural), touch 12, flat-footed 15
Base Attack/Grapple: +8/+17
Attack: Horn +12 melee (1d8+8 plus sickening)
Full Attack: Horn +12 melee (1d8+8 plus sickening) and 2 hooves +7 melee (1d4+2 plus 1d6 electricity)
Space/Reach: 10 ft. /5 ft.
Special Attacks: Righteous neigh, sickening horn, thundering hooves
Special Qualities: Darkvision 60 ft., *magic circle against evil*, spell-like abilities, immunity to poison, charm, and compulsion, low-light vision, scent
Saves: Fort +11, Ref +9, Will +14
Abilities: Str 20, Dex 17, Con 21, Int 10, Wis 22, Cha 24
Skills: Balance +14, Jump +28, Listen +19, Knowledge (nature) +11, Move Silently +18, Spot +19, Survival +20 (+22 in aboveground natural environments)*, Swim +16
Feats: Alertness, Iron Will, Skill Focus (Survival), Track
Environment: Any good-aligned plane, or temperate forests
Organization: Solitary or thunder (2-4)
Challenge Rating: 7
Treasure: None
Alignment: Always chaotic good
Advancement: 9-12 HD (Large); 13-24 (Huge)
Level Adjustment: –

A great unicorn slowly strides from the forest. She has a flawless alabaster coat and her horn is strangely pearlescent. Her golden hooves leave sparks of electricity when they hit the ground.

Unicorns that have lived particularly virtuous or worthy lives are often reborn as unicorn paragons after their death.

Unicorn paragons differ only slightly in appearance from standard unicorns. Their eyes give off a faint golden light,

and their horns appear to be made of pearl. Their hooves are golden, and emit electric sparks as they move.

These creatures assist their living brethren defending the deepest parts of the forest and other places sacred to unicorns. They are relentless but clever enemies, and often hunt trespassers for days, occasionally following them back to their lair.

Infrequently, a unicorn paragon will take druid levels. Unicorn paragons speak Common and Sylvan, and can always communicate with unicorns. Unicorn paragons do not allow themselves to be ridden as mounts except in matters of life or death.

Combat

Unicorn paragons prefer to begin combat with their righteous neigh, especially if they detect they're facing one or more evil opponents.

***Magic Circle against Evil* (Su):** This ability continuously duplicates the effect of the spell. A unicorn paragon cannot suppress this ability.

Righteous Neigh (Su): Any nongood creature within 30 feet of a unicorn paragon using this ability must make a Will save (DC 23) or become *slowed* (as the spell) for 1d4 rounds. A unicorn paragon must wait 1d6+1 rounds after using this ability before it can be used again. This save is Charisma-based and includes a +2 racial modifier.

Sickening Horn (Su): An evil creature struck by a unicorn paragon's horn must make a Fortitude save (DC 19) or become sickened for 1d3 minutes. This save is Constitution-based.

Spell-Like Abilities: Like in their former lives, unicorn paragons can use *detect evil* at will as a free action. Once per day, a unicorn paragon can use *greater teleport*; unlike a lesser unicorn, however, it can use this ability without restrictions. A unicorn paragon can use *cure light wounds* three times per day and *cure moderate wounds* once per day (caster level 8th) by touching a wounded creature with its horn. Once per day, it can use *neutralize poison* (DC 21, caster level 8th) with a touch of its horn. The save DC is Charisma-based.

Thundering Hooves (Su): A unicorn paragon's hooves deal 1d6 points of electrical damage per strike. On a critical hit, they also emit a loud, thunderous boom and the target must make a Fortitude save (DC 19) or become stunned for 1 round. This save DC is Constitution-based.

Skills

Unicorn paragons have a +4 racial bonus on Move Silently checks. *Unicorn paragons have a +3 competence bonus on Survival checks within the boundaries of a forest or on their home plane. They have an additional +2 to Survival checks made in aboveground, natural environments.

VERDIVIS BUSH

Medium Plant
Hit Dice: 6d8+12 (39 hp)
Initiative: +4
Speed: 0 ft. (0 squares)
Armor Class: 15 (+5 natural), touch 10, flat-footed 15
Base Attack/Grapple: +4/+13
Attack: Root +9 melee (1d4+5 plus poison)
Full Attack: 3 roots +9 melee (1d4+5 plus poison)
Space/Reach: 5 ft. /5 ft. (15 ft. with roots)
Special Attacks: Constrict 1d4+7, improved grab, poison, pull under
Special Qualities: Adapted roots, immobile, immunity to electricity, low-light vision, plant traits, tremorsense 60 ft.
Saves: Fort +7, Ref +2 (automatically fails), Will +2
Abilities: Str 20, Dex 14, Con 15, Int 2, Wis 10, Cha 10
Skills: Hide +9*
Feats: Ability Focus (poison), Improved Grapple, Improved Initiative
Environment: Temperate forest or marsh
Organization: Solitary, pair, or cluster (3-6)
Challenge Rating: 4
Treasure: 1/10 coins, 50% goods, 50% items
Alignment: Always neutral
Advancement: 7-10 HD (Medium), 11-18 HD (Large)
Level Adjustment: –

Suddenly, below the seemingly normal bush, thorned tentacles burst from the ground. Each as thick as a man's waist, the tentacles flail wildly at anyone nearby. As they whip about, you feel a splash of some viscid fluid cast off by their thorns.

Named for its creator, the greatest transmuter who ever lived, the Verdivis bush is surprisingly deadly for its small size and immobility. This is mostly due to its powerful poison and vast reach.

Combat

A Verdivis bush typically lays in wait to ambush victims, burrowing its thorny roots under trails or paths. When it detects victims approaching within 5 feet, it attacks by having an adapted root burst from the ground to grapple and poison prey. The plant will normally try to obscure where its trunk is located, and therefore will keep part of the root hidden in the ground, burrowing it a distance beneath the surface away from the trunk.

A Verdivis bush is careful not to send all of its roots up at once (it can't feed during the week it takes them to regrow), so it typically attacks with one or two roots. The third is kept in reserve for desperate measures.

If a bush has more than one adapted root exposed, it will

usually have them cooperate to pull a victim underground.

Constrict (Ex): A Verdivis bush deals 1d4+7 points of damage with a successful grapple check.

Improved Grab (Ex): To use this ability, a Verdivis bush must hit with a root attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

Poison (Ex): Injury; DC 19 Fortitude; initial/secondary damage paralysis. This save is Constitution-based and includes a +2 racial modifier and an additional +2 modifier for the Ability Focus feat.

Pull Under (Ex): Creatures that are paralyzed, unconscious, or otherwise helpless while grappled by a Verdivis bush's root are pulled into the ground to a depth of about 5 feet and dragged to the plant's trunk, where the victim is ground to a pulp. The victims are not only in danger from being killed by the plant, but from suffocating in the dirt.

The root can drag a victim 10 feet per round. This movement makes a disturbance in the soil that is visible from the surface. Creatures on the surface can make a Strength check to unearth their companion. The DC is 15 for very soft ground, 20 for soft ground, 25 for firm ground, or 30 for hard ground. This takes a full round to complete, and a shovel or spade grants a +4 circumstance bonus to the check.

Successfully unearthing an ally allows them to breathe, resetting the count for suffocation. It also allows other allies to either join the grapple and pull their friend free or attack the root.

Adapted Roots (Ex): Each Verdivis bush has three specially adapted roots that it uses to hunt prey. These thick roots have sharp thorns that excrete a paralytic poison, and each root does both bludgeoning and piercing damage, like a morningstar. Each root can independently grapple a victim. The root is considered the same size as the plant, and it can only grapple creatures its own size or smaller.

A root has 20 hit points and can be attacked by making a successful sunder attempt. However, attacking a Verdivis bush's root does not provoke an attack of opportunity. If the root is currently grappling a target, the Verdivis bush's takes a –4 penalty on its opposed attack roll to resist the sunder attempt. Severing a root deals no damage to a Verdivis bush. Severed roots grow back in a week.

Immobile (Ex): A Verdivis bush trunk cannot move and has deep, strong roots. It cannot be tripped, and receives a +8 racial bonus to resist a bull rush and on grapple checks to resist having the grapple being moved. A Verdivis bush automatically fails all Reflex saves.

Skills

*Verdivis bushes have a +4 racial bonus to Hide checks in areas with heavy undergrowth.

VIOLATED BROTHER

Large Undead (Incorporeal)
Hit Dice: 12d12 (78 hp)
Initiative: +5
Speed: 30 ft. (6 squares), fly 60 ft. (perfect)
Armor Class: 22 (–1 size, +5 Dex, +8 deflection), touch 22, flat-footed 17
Base Attack/Grapple: +6/-
Attack: Hoof +10 incorporeal touch (1d4)
Full Attack: 2 hooves +10 incorporeal touch (1d4)
Space/Reach: 10 ft. /5 ft.
Special Attacks: Negative energy aura, shared death gaze
Special Qualities: Darkvision 60 ft., hated foe, incorporeal traits, +2 turn resistance, undead traits
Saves: Fort +4, Ref +9, Will +14
Abilities: Str –, Dex 20, Con –, Int 6, Wis 22, Cha 26
Skills: Listen +23, Spot +23
Feats: Alertness, Dodge, Flyby Attack, Improved Flyby Attack, Mobility
Environment: Any good-aligned plane, temperate forests
Organization: Solitary
Challenge Rating: 9
Treasure: None
Alignment: Always chaotic evil
Advancement: 13-16 HD (Large)
Level Adjustment: –

Without a sound, the apparition came charging out of the sky. I wondered what kind of flying horse could run with half its flesh torn and hanging loose, but then I realized I could see the stars through its body, as if it weren't there. There was this gaping, bloody hole in the center of its head, where I guess its horn used to be, but worst of all were its eyes ... like holes into damnation. I'd never seen a unicorn before, and I don't know I want to now.

Unicorns are often hunted for the reputed healing properties of their horns. The evil creatures that conduct such hunts claim that the only way to ensure a horn retains its power is to remove it while the noble beast is still alive. Only a few unicorns are so butchered each year, but it is a deeply traumatic way for a unicorn to die, and some refuse to accept it. These return after death as violated brothers (or sisters).

These vengeful, restless spirits exist in a constant state of pain, reliving their death over and over. They are hateful of living creatures, particularly any of the same race that took their horn. They appear as they did at the moment of their death.

Combat

A violated brother's tactics change if its hated foe is present or not.

If such a foe is not present, it prefers to remain mobile and flying, making full use of its feat selection to stay out of harm's way. It will use its shared death gaze on any targets who prove capable of reaching it as it flies (such as other flyers, spellcasters, or ranged attackers).

If its hated foe is present, however, the violated brother will immediately move into melee and stay there, selecting that foe as its Dodge target and hitting that foe with all three shared death gazes unless it determines that to be especially ineffective.

Hated Foe (Su): Each violated brother has one enemy that it despises above all others: that which took its horn. This enemy is selected in an identical manner as a ranger's favored enemy.

Against this hated foe, the unicorn adds its Charisma bonus to attack and damage rolls with its hoof attacks. The hoof attacks also deal and extra 2d4 points of profane damage per strike.

Negative Energy Aura (Su): The miasma of suffering that surrounds a violated brother manifests as an aura of negative energy. Any living creature that starts its turn within 15 feet of a violated brother is affected as if by an *inflict light wounds* spell (CL 12th, 1d8+5 damage, Will save DC 24 half). This save is Charisma-based.

Unintelligent, nonattended plantlife smaller than the violated brother immediately withers and dies, leaving a trail.

Shared Death Gaze (Su): Three times per day, a violated brother can focus its gaze on a single target within 10 feet and "share" the moment of its death in every humiliating, excruciating detail. The target must succeed on a DC 24 Will save or die. This save is Charisma-based. After the violated brother uses this attack, it cannot use it again for 1d4+1 rounds. This is a mind-affecting, death effect.

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Castle Whiterock

APPENDIX D:
NEW EQUIPMENT/MAGIC ITEMS

New Equipment: Gear

Springwand Bracer: First invented by the gnomes of the Clockwork Academy, this bracer can store a single wand in its workings. Anyone wearing a springwand bracer can, with a snapping motion of his arm, release a trigger that ejects the wand into his waiting hand. If the wearer has an item in that hand, the wand instead falls to the ground at his feet.

Using a springwand bracer is a free action that does not provoke an attack of opportunity. Putting a wand into a springwand bracer is a full-round action that provokes an attack of opportunity. These devices are not magical, so a pair need not be worn to be effective.

Springwand Bracer: Price 500 gp; Weight 1 lb.

New Equipment: Alchemical

Flash Pellet: These small clay or crystal pellets are about the size of a typical sling stone. They can be thrown with a 10-foot range increment (maximum 30 feet), and if a square is targeted instead of a creature, the AC for a ranged touch attack is 5. On impact with a hard surface, the pellet shatters, releasing an alchemical mixture of powder that causes a blinding flash. This is treated as a *flare* spell (CL 1st) on the target square.

Creation of a flash pellet requires a successful DC 15 Craft (alchemy) check and access to an alchemical laboratory.

Flash Pellet: Price 5 gp; Weight 1/10 lb.

Globe of Burnt Othur Fumes: The duergar, who are immune to poison, are known for using these weapons in battle at no risk to themselves. Only a skilled alchemist can construct one of these objects, which is thrown like a grenade-like weapon with a range increment of 10 feet.

The burnt othur fumes are kept in a glass globe about 6 inches in diameter. When it's shattered, the poisonous fumes fill a 20-ft.-by-20-ft. area, requiring a DC 18 Fortitude save. Failure results in 1 Con drain/3d6 Con drain as initial/secondary damage.

This object is essentially a portable CR 7 trap, and should increase the EL of any encounter in which it is used.

Creation of one globe requires a successful DC 30 Craft (alchemy) check and access to an alchemical laboratory.

Globe of Burnt Othur Fumes: Price 2,300 gp; Weight 1 lb.

Mouther Salt: This substance resembles light green salt. It is used by duergar and other Underdeep races to rid themselves of the nuisance of gibbering mouthers, who can upset stone defenses and structures with their ground manipulation ability.

This contact poison is harmless to any creature but a gibbering mouther. A mouther that comes into contact with mouther salt must make a DC 15 Fortitude save or fall unconscious for 1d4 hours. A pinch of mouther salt covers a 5-foot square.

Creation of a pinch of mouther salt requires a successful DC 25 Craft (alchemy) check and access to an alchemical laboratory.

Mouther Salt: Price 10 gp; Weight –.

Rust Dust: This alchemical dust is stored in small leather pouches. It is a careful mixture of powdered rust monster antennae, plus pulverized minerals. If sprinkled on a metal surface, it slowly rusts the object, eventually rendering it useless. It ignores all hardness values (except that of mithral or adamantine) and causes 1d8 points of damage per round to all metal. When the item reaches 0 hp, it crumbles to dust, useless. It takes a full-round action to clean off a weapon covered with rust dust. A single pouch is enough to affect a Medium-sized weapon, or the equivalent amount of metal.

Creation of rust dust requires a successful DC 25 Craft (alchemy) check, access to an alchemical laboratory, and the required powdered rust monster antennae. A single rust monster antenna provides enough material for 5 applications.

Rust Dust: Price 100 gp; Weight 1/5 lb.

Sneezing Dust: This alchemical dust is a mixture of coarsely ground peppercorns, sulfur dust, and powdered zinc. It is typically stored in small, easy-to-open fabric packets. When thrown at a target's face (requiring a successful ranged touch attack with a –4 penalty), the target needs to succeed on a DC 12 Fortitude save or suffer the effects of a sneezing fit. This sneezing fit lasts for 1d3 rounds, during which time the target suffers a –2 to all attacks, skill checks, and ability checks. In addition, sneezing spellcasters need to make a DC 12 Concentration check or lose any spell cast during a sneezing fit. The maximum range of thrown sneezing dust is 10 feet.

Creation of sneezing dust requires a successful DC 22 Craft (alchemy) check and access to the ingredients described above, which cost 25 gp.

Sneezing Dust: Price 50 gp; Weight 1/10 lb.

Stenchpot: These small clay or glass pots are filled with an alchemical mixture of troglodyte gland oil and skunk musk. If the pot strikes a hard surface or a creature with a successful ranged touch attack, it breaks, dousing the target or area with an oily, reeking substance. The pot has a range increment of 10 feet (maximum 50 feet), and if a square is targeted, the AC for a ranged touch attack is 5. All creatures within 5 feet of the targeted square must make a DC 10 Fortitude save or become sickened for 5 rounds. A creature struck directly by the pot suffers a –4 to this save. Each additional pot that affects a creature incurs a cumulative –2 penalty to a new save.

Creation of a stenchpot requires a successful DC 25 Craft (alchemy) check and access to an alchemical laboratory, plus the required troglodyte gland oil and skunk musk.

Stenchpot: Price 25 gp; Weight 1 lb.

New Armor

Carapace Armor: This primitive armor can be made from the exoskeletons of monstrous or giant vermin. The armor bonus is equal to one-half the natural armor of the target vermin (rounded down). The maximum Dexterity allowed is equal to (6 – armor bonus), minimum 0. The armor check penalty of carapace armor is (0 – one-half armor bonus, rounded down). The weight is equal to twice the armor bonus, and the arcane spell failure is set at 20%. Carapace armor is considered light armor.

The exoskeleton of a single giant or monstrous vermin will yield enough workable carapace for a creature one size category smaller than itself, or half the materials for a creature as large as itself.

Regardless of the bonus conferred by the armor, carapace armor takes 4 minutes to don, one minute to don hastily, and one minute to remove (or 30 seconds to remove if assisted).

Carapace armor is easy and inexpensive to make. The cost of creation is the target vermin's natural armor bonus in gp, and the DC for the Craft (armorsmithing) check is only (5 + armor bonus). This makes it ideal for poor and primitive cultures – especially those with plenty of handy vermin around!

However, due to the flawed techniques used to craft this armor, it is completely destroyed the first time the wearer is successfully struck by a weapon, natural weapon, or weapon-like spell in combat; the armor simply cannot hold up to punishment like finer-crafted items. There is no such thing as masterwork carapace armor, and therefore no such thing as magical carapace armor (although armor made from an extraordinary vermin could grant better than normal protection, per the GM).

Example Armors: Soldier stonebore ant (+8 natural armor), Large monstrous centipede (+3 natural armor)

	Soldier Stonebore Ant	Large Monstrous Centipede
Cost	8 gp	3 gp
Armor Bonus	+4	+1
Max Dex	+2	+5
Penalty	–2	–0
Weight	8 lbs.	2 lbs.
Spell Failure	20%	20%
Proficiency	Light	Light

Shifterboon Armor: Armor with this ability can change in both size and shape to fit the body of a shapeshifting wearer. The armor must be worn for 8 hours to "attune" itself to the forms a new wearer can take. After this time, the armor will change to fit any of its wearer's body shapes, even appearing as barding for owners that can assume animal forms. The armor will morph to fit nearly any body shape, but cannot change size more than one step (up or down) from its owner's base size.

Moderate transmutation; CL 9th; Craft Magic Arms and Armor, *enlarge/reduce person, polymorph*; Price +2 bonus.

New Magic Weapons

Atlatl of Enchantment: This device is used to launch javelins, increasing their range increment to 40 feet. Javelins launched from an *atlatl of enchantment* are imbued with a *magic weapon* or *greater magic weapon* spell, depending on the creator's caster level. This grants the projectile a temporary +1 to +5 enhancement bonus, which lasts the duration of the spell. Although not rendered permanent, it is possible to collect the projectiles and use them again, if done before the spell duration ends. This effect does not stack if magic javelins are used with the atlatl.

Faint transmutation; CL 5th (at least); Craft Arms and Armor, *magic weapon* or *greater magic weapon*, as appropriate; Price 2,305 gp (+1), 8,305 gp (+2), 18,305 gp (+3), 32,305 gp (+4), 50,305 gp (+5); Weight 5 lbs.

Inertial Ammunition: This is a special quality that can be applied to missile weapon ammunition, like bolts or sling stones. It cannot be applied to the weapon itself.

The special quality only takes effect if it damages a target within the first range increment of the firing weapon (for example, within 120 feet for a heavy crossbow, or within 60 feet for a shortbow). If it takes effect, the ammunition delivers a bull rush to the target in addition to dealing normal damage.

The ammunition counts as a Medium creature, and has a Strength of 25. It gains a +1 on the bull rush attempt for every +1 of enhancement bonus the ammunition has. The ammunition always moves with the target as far as it can push. Although the target provokes attacks of opportunities as it is pushed, the ammunition does not. Unlike a *ring of the ram*, inertial ammunition cannot be used to batter down doors.

This ammunition is always destroyed after being fired; missed shots cannot be recovered.

Moderate transmutation; CL 9th; Craft Magic Arms and Armor, *telekinesis*; Price +1,000 gp.

Staff of the Beetle: This staff is fashioned from the "horn" of a giant rhinoceros beetle. When held, it grants the following abilities: +2 natural armor bonus, darkvision 60 ft., +2 to Will saves vs. enchantments, compulsions, charms, and morale effects. The staff functions as a *+2/+2* double weapon. The staff can also be used to mimic several beetle-like effects:

One end glows in a 10-foot radius, as per a fire beetle. This ability costs 1 charge per hour of use.

It can release an acidic spray in a 10-foot cone, as per a bombardier beetle. The spray causes 2d4+4 points of acid damage (Fortitude DC 15 for half). This ability costs 1 charge per spray.

One end creates an air bubble, as per a giant predaceous diving beetle. This ability costs 1 charge per hour of use.

Faint transmutation; CL 12th; Craft Staff, *light, barkskin, darkvision, acid spray, water breathing*; Price 39,850 gp; Weight 5 lbs.

New Wondrous Items

Apron of the Master: These items appear to be battered leather aprons such as those worn by tradesmen the world over. In fact, each contains an enchantment that assists in the creation of goods in the form of a +5 competence bonus to Craft checks.

The creature using the Craft skill must wear the *apron* the entire time she works on an item to gain this benefit. An *apron of the master* takes up the same body slot

as armor, and it resizes itself to fit its owner comfortably.

Faint divination; CL 9th, *major creation*; Craft Wondrous Item, creator must have 5 ranks in three Craft skills; Price 2,500 gp.

Bag of Air: This item is a small gray sack with flowing patterns woven onto its outer surface. A successful Spot check (DC 20) reveals the command word for the device, which is always hidden in this pattern. On uttering the command word, and opening the sack (ideally, away from the user), a *gust of wind* (CL 5th) is released in the direction of the bag opening. The bag is usable 2/day, and must be empty or else it will not function.

Faint transmutation; CL 5th; Craft Wondrous Item, *gust of wind*; Price 7,200 gp; Weight 1 lb.

Horn of Fish Summoning: These horns are fashioned by underwater humanoids (usually merfolk, but sometimes locathah) from small conch shells or even large snail shells. When blown underwater, the horn can be used to cast *summon fish swarm*, once per day. If the user takes a standard action, and succeeds with a DC 15 Perform (wind instruments) check, he can pick which type of swarm is summoned. Otherwise, randomly determine the type of swarm that responds. It is possible to create horns that can be used more than once per day (but adjust the cost accordingly).

Faint conjuration; CL 3rd; Craft Wondrous Item, *summon fish swarm*, Price 2,160 gp; Weight 1 lb.

Key of Corpse Command: This black onyx key is carved to resemble a skeletal finger. Necromancers typically create these items to grant living allies command over undead minions. This item grants the user the ability to command zombies and skeletons as if they had been created using the *animate dead* spell.

The owner of a *key of corpse command* can control 4 Hit Dice of undead per character level, broken up among any number of zombies or skeletons. The undead controlled by this item count against the maximum limit allowed by the *animate dead* spell.

A 10th-level wizard could not, for example, control 40 HD of undead through *animate dead* and an additional 40 HD of undead through a *key of corpse command*.

However, since this item is linked to character level and not just caster level, a 10th-level cleric/2nd-level rogue could command a total of 48 HD of undead.

A *key of corpse command* must be held in a hand or appendage to be of use.

Note that this item does not actually grant its user the ability to create undead; also note that commanding and directing undead is an evil act.

Faint necromancy (evil); CL 5th, *animate dead*; Craft Wondrous Item; creator must be evil; Price 9,000 gp.

Pouch of Endless Caltrops: This item appears to be a small purse-like pouch of fabric or leather. Inside is supply of normal caltrops, enough to fill a 5-foot square. When removed, the magic pouch will replenish the caltrop supply the next day. The standard *pouch of endless caltrops* is usable once per day and produces normal caltrops. However, there are versions of this magic item that produce masterwork, silver, or even enchanted caltrops. Some of these pouches can even produce two (or more) sets of caltrops per day, but this adds to the value of the magic item (see the table below).

Faint conjuration; CL 9th; Craft Wondrous Item, *major item*.

Pouch Type	Weight	Uses per Day	Market Price
Lesser	1 lb.	1	16,201 gp
Greater	3 lbs.	3	48,602 gp
Everfull	5 lbs.	6	81,001 gp
Silver	1 lb.	1	16,401 gp
Masterwork	1 lb.	1	16,401 gp
Enchanted (+1)	1 lb.	1	20,401 gp

Swordbreaker Oil: This dull gray oil can be applied to a weapon or bundle of ammunition as a standard action. It will allow the weapon to overcome 10 points of hardness for 1 minute. This oil has no effect on adamantine weapons. One vial of swordbreaker oil can coat a single melee weapon or 20 units of ammunition, although it should be kept in mind that in order for a sunder attack to work, the weapon in question needs to be slashing or bludgeoning. This oil does not allow nonmagical weapons to sunder magical weapons, or allow weapons of lesser enchantment to sunder more powerful weapons.

Faint transmutation; CL 3rd; Craft Wondrous Item, *shatter*; Price 750 gp.

New Cursed Item: Spellseal Ring

Upon examination, this plain platinum band resembles a *ring of spell turning*, but once worn, its true power is revealed.

A *spellseal ring* prevents its wearer from casting spells or using spell-completion items. The ring does not hinder spell-like abilities or supernatural abilities in any way.

Although the ring can easily be taken off, this effect lingers until the victim receives a remove *curse* spell followed by an *imbue with spell ability* spell. A successful DC 30 Knowledge (arcana) check would reveal the proper method for removing this ring's curse.

A character affected by a *spellseal ring* does not forget any spells prepared or memorized; he just can't cast them.

Strong abjuration; CL 12th; Forge Ring, *antimagic field*; Price 4,000 gp.

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APPENDIX E:
NEW UNIQUE MAGIC ITEMS

Unique Wondrous Items

Each of the below items are considered magic items, so *identify* and *analyze dweomer* work normally on them.

Anhkhotep's Lion Mask

This unique mask is shaped like a roaring lion's visage with slightly humanoid characteristics. The mask is composed of solid gold, and provides slits for two eyes and a nose. If placed on a face, it magically melds in place, lacking any straps.

Abilities: The mask has several abilities: The wearer gains a +2 enhancement to Dexterity. Once per day, the wearer can invoke the Lion's Roar, a sonic attack that deafens all targets within 30 feet (no save) for 2d4 rounds; targets within 30 feet must also make a Will save (DC 15) or become stunned for 1d3 rounds. Finally, the wearer can use *mass cat's grace* once per week.

Anhkhotep's Lion Mask: moderate transmutation; CL 12th; weight 1 lb.

Figurine of the White Roc

The *White Roc* is a unique *figurine of wondrous power*. It has two statuette forms: One is a pure white roc in flight, about 3 inches long, and the other is a Medium-sized stone throne of pure white marble. Several command words (see below) can be used to invoke the figurine's special abilities. The figurine can only assume two different creature forms on any given day, and each form can be ended by uttering one of the first two commands. In creature form, it obeys and serves its owner. Unless stated otherwise, the creature understands Common but does not speak.

Abilities: The command words and their effects are listed below:

"Ast'uet" – The item assumes whichever tiny statuette form the user desires.

"Ron'the" – The item assumes the form of a throne of white stone. A humanoid sitting on the throne gains a +3 bonus to Charisma-based skills and Charisma checks when dealing with its own species.

"Ceal'egle" – The item assumes the form of a celestial eagle for 8 hours. The item can use *magic fang* (CL 10th) once within that 8-hour period. The item can be used in this way once per day.

"Eeasg'tlaeg" – The item assumes the form of a giant eagle for 8 hours usable once per day. The giant eagle can speak, understands Common, and has SR 12.

"Wroth'iec" – The item assumes the form of a roc for 8 hours, usable once per week. The white roc is adorned with a custom leather riding saddle that can accommodate four Medium-sized riders.

Limitation: If a *figurine of wondrous power* is broken or destroyed in its statuette form, it is forever ruined. All magic is lost, its power departed. If slain in animal form, the figurine simply reverts to a statuette that can be used again at a later time.

***Figurine of the White Roc*:** moderate transmutation; CL 11th.

The *Groaning Curtain*

There once was a nalfeshnee named Balfosa who sought to curry favor with its patron, a balor liege. Balfosa set out to craft something so unique and abhorrent that the balor would be forced to take notice of him. The nalfeshnee noble spent decades hunting and skinning the devils and goodly powers necessary to create his gift. When he required the flesh of fellow demons, he orchestrated the downfall of a rival or betrayed secrets he had learned. In the end, what he did to craft the *Groaning Curtain* was far worse than the gift itself ... for all it gained him. Balfosa had misjudged the reaction the balor would have to the *Curtain*. Horrified to see angelic and demonic flesh married for any purpose, he ordered Balfosa destroyed. The nalfeshnee fled, taking his abhorrent gift with him.

The vile object weighs 100 lbs.; spread out, it covers a 25-foot-square space.

Abilities: The good and evil entities bound into the *Groaning Curtain* are still semi-sentient, and react to the presence of strangers. Each round a party member is in proximity to the *Curtain*, roll a d12, and one patch of

flesh manages to assert enough influence to have the following effect. When measuring range, measure from any of the *Curtain's* squares.

1 – Vrock: *Stunning Screech (Su):* All creatures except for demons within a 30-foot radius must succeed on a DC 22 Fortitude save or be stunned for 1 round.

2 – Hezrou: *Stench (Ex):* Any living creature (except other demons) within 10 feet must succeed on a DC 24 Fortitude save or be nauseated for as long as it remains within the affected area and for 1d4 rounds afterward. Creatures that successfully save are sickened for as long as they remain in the area. A creature that successfully saves cannot be affected again for 24 hours. A *delay poison* or *neutralize poison* spell removes either condition from one creature. Creatures that have immunity to poison are unaffected, and creatures resistant to poison receive their normal bonus on their saving throws.

3 – Glabrezu: A pincer reaches 15 feet from the tapestry to attack a single PC. Pincer +20 melee; (2d8+10).

4 – Dretch: A feeble claw reaches out 5 feet to attack. Claw +4 melee (1d6+1).

5 – Bebilith: *Web (Ex):* This is similar to an attack with a net but has a maximum range of 30 feet, with a range increment of 10 feet. This attack is effective against targets of up to Gargantuan size. The web anchors the target in place, allowing no movement. An entangled creature can escape with a DC 24 Escape Artist check or burst the web with a DC 24 Strength check. The web has 14 hit points and hardness 0. There is a 75% chance that the webbing will not burn if any sort of fire is applied to it (check each round).

6 – Barbazu: *Beard (Ex):* Tendrils of beard shoot out 5 feet, automatically striking a PC. The affected creature takes 1d8+2 points of damage and must succeed on a DC 16 Fortitude save or be infected with a vile disease known as devil chills (incubation period 1d4 days, damage 1d4 Str). Damage is dealt each day until the afflicted creature succeeds on three consecutive Fortitude saves, the disease is cured magically, or the creature dies.

7 – Gelugon: *Slow (Su):* Within 30-foot range; PC must succeed on a DC 23 Fortitude save or be affected as though by a slow spell for 1d6 rounds.

8 – Elder Arrowhawk: *Electricity Ray (Su):* Ray +19 ranged touch (2d8 electricity); 50-foot range; targets a random creature within range.

9 – Nightwalker: A night-black arm strikes a PC within 15 feet. Slam +24 melee (2d6+16).

10 – Leonal: *Roar (Su):* A roar releases a blast in a 60-foot cone that duplicates the effects of a *holy word* spell and deals an extra 2d6 points of sonic damage (Fortitude DC 20 negates). This is targeted at evil outsiders.

11 – Bralani: *Whirlwind Blast (Su):* A scouring blast of wind, dealing 3d6 points of damage in a 20-foot line (Reflex DC 16 half). This targets evil outsiders.

12 – Planetar: Casts one of these spells as a 17th-level cleric with a 22 Charisma, whichever will most benefit the nearest PC: *bear's strength, break enchantment, heal.*

The *Groaning Curtain*: CR 8; hardness 10; 120 hp; resistant to acid/cold/electricity/fire 10; strong evil and necromancy; CL 17th; weight 45 lbs.

The *Incomprehensible (Mark I)*

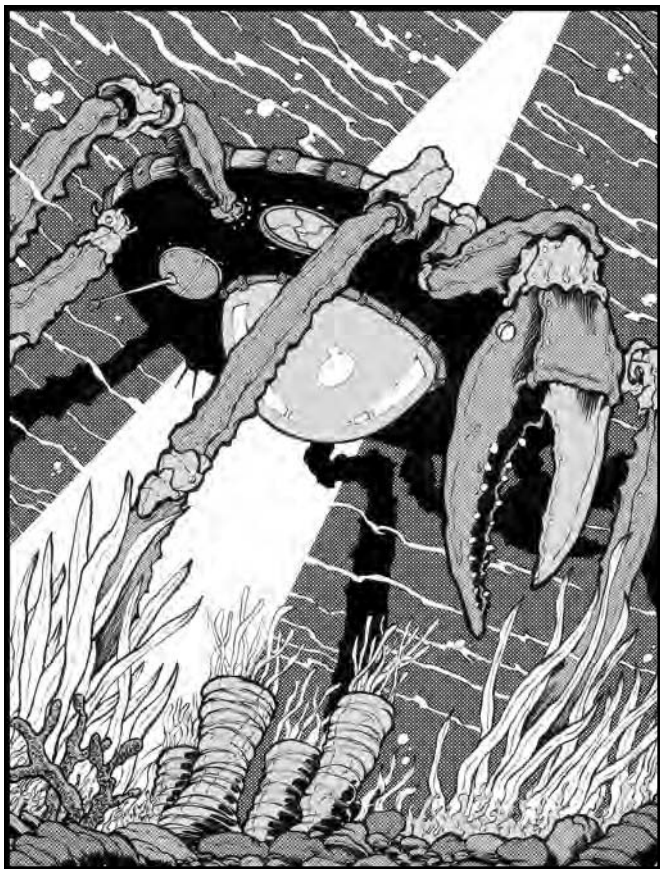
Eight hundred and sixty years ago, when the legendary explorer Elbertus "Hazard" Haversham decided to explore the depths of the Lirean Sea, he commissioned the Clockwork Academy (see level 4B) to construct a vessel that would walk along the sea's floor. He left the exact details of the vehicle's construction to the engineers, and they produced for him the *Incomprehensible*, a saucer-shaped metal shell powered by a spell furnace. The device was designed for a crew of two: one human-sized seat looks through the glass foreplate (intended for Elbertus himself to serve as navigator) and the other seat, this one gnome-sized, is where the pilot's controls are located (intended for a Clockwork Academy engineer).

The *Incomprehensible* survived several test journeys under lakes and rivers, but it did not return from its maiden voyage under the Lirean Sea. Clockwork Academy engineers speculated that the glass foreplate may have buckled under the pressure, or that the device should have been better armed. In any case, the marvel was lost.

Unknown to the world, the gnomes had created and maintained a working prototype, the *Incomprehensible (Mark I).* It was kept as a study piece until the day the orcs and giants took back Castle Whiterock. Two engineers tried to escape in the device, but their inexperience with its controls killed them and the prototype was lost.

A DC 20 Knowledge (history) or bardic knowledge check will know the information in the first two paragraphs, while a DC 30 check would know the information in the third paragraph.

Abilities: The pilot's chair is where the majority of the controls are located. Among a confusing number of readout dials and meters are four switches, two buttons, two levers, and a horn. All writing indicated below is in Gnomish.



- The **red switch** marked "turmoil" engages or deactivates Turmoil Mode (see below).
- The three **yellow switches** marked "dawn" extend/retract the daylight orbs attached to each claw. When extended, they activate and illuminate as the spell; when retracted, they deactivate and shed no light. The lights use up power on a 1:1 ratio with how long they are active.
- The **blue button** marked "desperation" sheds the legs, claws, and magic missile batteries from the main hulk, which is then buoyant enough to rise to the surface at a rate of 20 ft./round.
- The unlabeled **black button** is supposed to fire a CL 5 magic missile battery at the nearest visible, living, corporeal creature larger than Tiny, but the Mark I never had that feature installed. Firing the battery consumes 1 hour of power.
- The **four-stop lever** controls speed in direction of the heading: "step" is 5 ft./round, "advance" is 15 ft./round, "scuttle" is 25 ft./round, and "halt" is no movement. It requires a move action to change speed. Moving at "scuttle" speed consumes 1 minute of power/round.
- The **compass lever** guides the device's heading. Since it is round and has several legs, it can make sudden changes of direction at any speed other than "scuttle." When traveling at "scuttle" speed, the device cannot change direction, and the compass lever is locked.
- The **golden horn** projects the pilot's voice outside the device. Yelling into the golden horn (as a standard action) produces a nonmagical effect similar to the shout spell (DC 14), except that it only inflicts 2d6 points of sonic damage, does not shatter brittle or crystalline objects or creatures, and affects a 30-foot burst centered on the device (without harming the device). Using the golden horn to generate the shout-like effect consumes an hour's worth of power.

Three **hanging levers**, the only controls linked to the navigator's chair, maneuver the three claws. They also have grips that allow the navigator to open and close the pincers. These claws move too slowly to be effectively used as an attack, but are useful for lifting items. Each claw has an effective Strength score of 30 and 10 feet of reach.

"Turmoil Mode" is the only physical defense the *Incomprehensible (Mark I)* has available. It essentially turns the device into a large trap as the three claws retract, snap open, and begin spinning like a deadly tilt-a-whirl, striking as magic, slashing weapons. The crew is not spun around; the claw's rotator apparatus only affects the exterior of the device. "Turmoil Mode" burns 1 hour of power per round of operation, and continues until either the device is out of power or the red switch is pressed again. While in this mode, the device stops moving and the four-stop lever returns to "halt." The Search and Disable Device checks noted below are to locate and jam the rotator apparatus, which prevents "Turmoil Mode" from functioning; it does not deactivate the vessel.

***Incomprehensible (Mark I)* Turmoil Mode:** CR 7; mechanical; event trigger (flipping red switch); automatic reset; Atk +20 melee (3d6+10, claw); multiple targets (1d3 claws to all within 5 ft. of device); Search DC 15; Disable Device DC 30.

Limitation: The device is fueled by one of the few spell furnaces the Clockwork Academy manufactured. Set behind the pilot's seat, the spell furnace is a whirring, whining contraption that looks like a box with wheels set at strange angles on its surface. The furnace functions similar to a *ring of spell storing* in that it can "store" five levels of spells cast into it. Unlike the ring, however, it can only absorb arcane spells, and spells cannot be cast back out of the furnace. Instead, the furnace slowly consumes the magic, which powers the device for one half-hour per spell level.

When the device is without power, its controls are locked, it cannot move, and it stops generating fresh air. When that happens, one Small creature has 12 minutes of air before it starts suffocating, and a Medium creature

would have 3 minutes of air. If a Small and a Medium creature were in the device when it lost power, they would have 2 minutes, 24 seconds of air.

The device is vulnerable to *dispel magic* or an *antimagic field*. In such an area, the spell furnace ceases to function. The device loses power, although it does not consume spell levels in the engine.

The *Incomprehensible (Mark I):* hardness 15; 200 hp; Large unique object; strong transmutation; CL 15th; weight 350 lbs.

Nef'meruti's Pipes of Piercing Pain

This unique music instrument appears as a simple worn reed flute.

Abilities: The instrument has three abilities. First, it functions as *pipes of pain*, requiring a DC 15 Perform (wind instruments) check to invoke its wondrous melody. Second, the pipes can be used twice a day to cast *sound burst*, although it requires a DC 15 Perform (wind instruments) check, and a full-round action to cast. Third, the pipes grant a +2 enhancement bonus to the user's Charisma.

Nef'meruti's Pipes of Piercing Pain: faint enchantment and evocation; CL 6th; weight 1 lb.

The *Skullcap of Umgoot*

Umgoot was a respected orc mystic and shaman in long-gone days. Those of his kind seeking advice, blessings, and intercessions with the often-violent orcish gods sought him out. The origin of Umgoot's skullcap is unknown, but he is always portrayed in orcish cave art as wearing it. After giving bad advice to a particularly powerful war-chief, Umgoot fled his cave refuge, eventually reaching a human village. Umgoot raided the village for supplies and slaves, but he was slain by a human boy named Koborth, who eventually grew up to be a great hero. The boy kept the cap with him all his life.

The cap is bone, made from the skull of a saber-tooth tiger, and is decorated with paintings of fierce orcs in various warlike poses.

Returning this item to Elweiss (area 10A-2) completes part of the "Spoils of War" sub-quest. Remember that half-orcs are considered orcs for purposes relating to race.

Abilities: Anyone wearing the *Skullcap* gains a +2 deflection bonus to AC.

Additionally, if an orc wearing the cap has a Wisdom of 11 or greater, he can cast spells as a 1st-level adept (or, if they already have adept levels, they may cast spells as an adept of one level higher). Orcs lacking the prerequisite Wisdom do not gain this benefit.

Limitations: Any non-orc has their Intelligence decreased by 2 so long as they wear the *Skullcap*. If the cap is taken off, they instantly regain the lost points.

This item takes up a helmet slot.

The *Skullcap of Umgoot:* hardness 3; 15 hp; strong abjuration; CL 12th; weight 5 lbs.

Unique Weapons

Each of the below items are considered a magic items, so *identify* and *analyze dweomer* work normally on them.

Charithmysis, the bard blade

This unique magic weapon is a Medium rapier with a silver blade etched with mithril runes. The hand guard is shaped like intertwined music notes, and the darkwood pommel is hollow.

Abilities: The intelligent blade always appears as a *+2 silver rapier.*

However, if grasped by a bard, the rapier introduces itself, and offers its services and all of its abilities, as follows:

Once per day, the *bard blade* can cast *sculpt sound* as a 7th-level bard. To augment performances, the blade can also cast *prestidigitation* and *ghost sound* once per day. Also once per day, if the wielder uses one of his bardic music slots for the day, the bard blade can be used to smite an opponent. This ability grants an attack bonus equal to the bard's Charisma modifier, and a damage bonus equal to the wielder's bard level. This ability needs to be invoked before the bard's attack roll.

Limitations: Any creature whose alignment is not chaotic good, chaotic neutral, or chaotic evil gains two negative levels if he or she so much as picks up the item. Although this negative level never results in actual level loss, it remains as long as the item is in hand and cannot be overcome in any way (including *restoration* spells). This negative level is cumulative with any other penalties the item might already place on inappropriate wielders.

The wielder must agree to use the blade during all public performances, and weave the blade into the riveting tales of the bard's exploits at every opportunity. The bard needs to keep the blade's appearance up as well, with frequent oiling, polishing, and sharpening. Failure in any of these tasks might cause *Charithmysis* to "forget" how to use an ability.

Charithmysis, the bard blade: hardness 12, hp 22; strong transmutation; CL 12th.

AL CN; Int 14, Wis 10, Cha 14; Speech (Common, Elven, Sylvan), 120 ft. vision and hearing; Ego Score 8.

Scalemar, +4 dragonbane longsword

Scalemar is a thick, impressive longsword with a dull, blackened blade and jagged flame-like edges. Its hilt is fashioned from mithril in the shape of outstretched dragon wings. Its pommel is constructed from the tooth of a gold great wyrm, one of the creators of the great blade. The pommel and hilt are studded with gems, representing all the adult dragons slain in its illustrious career. Currently, three pearls (white), three emeralds (green), two sapphires (blue), and four rubies (red) adorn the blade. *Scalemar* has yet to defeat a black dragon.

Forged by dwarves of the Foehammer Spires under the watchful eye of the great gold wyrm Auricellimus, *Scalemar* is a sword of heroes. It was created to aid the mortal races in the struggle against dragons of evil ilk. And this task is one that the blade relishes. Indeed, unless the blade is actively searching or questing to slay one of the great wyrms, its personality is dour, short-tempered, and impatient. But on the hunt (which can last for years, since the blade has little concept of mortal time), the sword is focused, cordial, and passionate about slaying dragons. Not surprisingly, many of *Scalemar's* wielders often grow weary and seek to "retire" from dragon slaying in pursuit of other vocations. This suits *Scalemar* fine, as long as a suitable wielder is granted the blade. As such (and since dragon slaying in general is very dangerous), *Scalemar* never grows too fond of many wielders.

Scalemar's first wielder was a human fighter that was a reincarnated dwarf named Durnan Hammerdelve. For many years, the pair was very successful, and *Scalemar* fondly recalls the "good old days of slaying with Durnan." But this early success (with six gems adorning the blade) gave *Scalemar* a false sense of how easy it is to slay a dragon. This created a cocky attitude and gruff, dwarf-like personality that alienated all but, well, dwarves. Hence, the sword was passed from champion to champion, without any hero scoring more than one kill.

General Koborth was one such wielder, who inherited the blade from his master. Koborth and *Scalemar* had many successful adventures, in part due to the General's ability to convince the blade that it was always on a dragon-slaying quest, even when not! Upon his death, the sword was interred with his body in a tomb below Castle Whiterock. See level 10A for the details of this situation, the grave consequences, and the whereabouts of the blade today.

Abilities: In addition to being a *+4 dragonbane longsword, Scalemar* grants its wielder a +5 resistance bonus to saves vs. breath weapons and the following spell-like abilities: *bull's strength, keen edge* (1/day, CL 12th).

Scalemar has the special purpose to slay evil dragons, and its dedicated power is *resist energy* (1/day, CL 12th).

Limitations: Any creature whose alignment is not lawful good gains two negative levels if he or she so much as picks up the item. Although this negative level never results in actual level loss, it remains as long as the item is in hand and cannot be overcome in any way (including *restoration* spells). This negative level is cumulative with any other penalties the item might already place on inappropriate wielders.

Scalemar: hardness 14, hp 50; strong transmutation; CL 12th.

AL LG; Int 17, Wis 17, Cha 10; Speech (Common, Draconic, Dwarven, Elven), telepathy, 120 ft. vision and hearing, 60 ft. darkvision; Ego Score 20.

The *Spear of Elweiss*

The *Spear of Elweiss* belonged to Koborth's faithful friend and cohort, Elweiss, a noble-born rogue with a silver tongue and a quick wit – a proper match for the peasant-born, morose fighter. Koborth gave Elweiss the weapon, forged in the celestial realms of the archons, after they had adventured together for 10 years.

The spear's blade is a strange, pearly material (no special qualities), and it has white feathers tied by golden cord to the blade; no amount of grime or time can dull the feathers. Written in Celestial along the shaft is, "Given unto Elweiss for services rendered to Koborth; it is not half as faithful as you, friend."

Returning this spear to Elweiss (area 10A-2) completes part of the "Spoils of War" sub-quest. See that area for more information about this weapon.

The item's current owner, Sleshu, has no idea of the weapon's special qualities except that it returns to him if he throws it.

Abilities: The weapon is always a *+1 returning shortspear*. If a good creature holds the weapon and speaks the word "diasta," or "faithful" in Celestial, it gains additional powers. These additional powers only last for 10 rounds, and this power can be invoked only once per day.

- The wielder is affected by haste.
- The wielder is protected by protection from evil.
- If the wielder has a Charisma of at least 12, he or she can lay on hands as a paladin of their level; if the wielder already has this ability, then each point expended while the Spear of Elweiss is active actually heals 2 points of damage.
- The wielder must select an ally within 65 feet; the wielder and that ally are affected by a shield other spell, with the ally as the subject and the wielder as the caster. If there is no available ally, this does not occur.
- The weapon's enhancement bonus increases to +3.

Limitations: If an evil creature speaks the command word, the weapon does not activate and the creature takes 6d6 points of holy damage. If a neutral creature speaks the command word, the weapon does not activate and the creature takes 6d6 points of nonlethal damage.

The *Spear of Elweiss:* hardness 11; 30 hp; strong abjuration; CL 12th.

The *Thrice-Cursed Blade*

This weapon was created by an order of death-worshipping assassins known as the Ashen Heart. It was the primary weapon and symbol of office of the Silent Master, the head of that grim organization. The *Blade* earned its name, reaping countless lives until the Ashen Heart made the mistake of slaying the wife of General Koborth of the Company of the Black Osprey. The fighter eventually slew the Silent Master and took the *Blade* as a trophy. The Ashen Heart tried to recover it numerous times, but was defeated on each occasion. The order is believed to be defunct in modern times, but perhaps that's what they want you to think....

Giving this weapon to Elweiss (area 10A-2) completes part of the "Spoils of War" sub-quest. See level 10A for more information.

Abilities: The *Thrice-Cursed Blade* is a *+1 brilliant energy punching dagger* with three special qualities.

First, when the *Thrice-Cursed Blade* is drawn, the owner is affected by the *blur* spell for as long as the weapon remains drawn.

Second, the dagger learns to overcome damage reduction. The first time the *Thrice-Cursed Blade* fails to bypass a target's damage reduction, it adapts, so that every subsequent strike is considered to have the qualities necessary to overcome that damage reduction. The weapon cannot adapt to overcome absolute damage reduction, such as that granted by class levels in barbarian or enjoyed by mummies. Also, the weapon's actual qualities do not change.

Third, whenever the weapon's wielder confirms a critical hit with this weapon, they must make a DC 14 Will save or their alignment shifts one step toward lawful evil.

The *Thrice-Cursed Blade:* hardness 11; 20 hp; strong transmutation and evil; CL 16th.

Minor Artifacts

The below items are a minor artifacts, so *identify* and *analyze dweomer* are ineffective, although *legend lore* and *vision* would be able to supply legends about the item.

Aquil'iya, intelligent ring of water elemental command

This ring is a pink coral band set with three pure white pearls arranged in a triangle. The pearl that sits at the apex of the triangle is about twice the size of its smaller brethren. The band bears elaborate swirling designs that are inlaid with platinum. A successful Appraise check (DC 15) reveals the ring is worth 500 gp.

In truth, the ring is a powerful minor artifact forged with the aid of Pelagia (the goddess of water). It was created along with three other rings of elemental command (earth, air, and fire) to aid the surface elves in a bloody war against the drow. Collectively, the rings were dubbed the *Melosiran Rings* (after Melosira, one of the archmages who assisted in their creation), and tipped the war in the surface elves' favor. But when the drow were finally driven back to the depths of the earth, each deity retrieved the ring that it had helped forge, and granted it to loyal followers scattered about the whole of Áereth to defend the balance. Alas, the rings were lost as the years went by. Some were taken from owners who fell in battle, while others were simply passed from generation to generation, their true value forgotten.

Aquil'iya was originally given to a charismatic elven paladin named Glenloriana Silverhelm. Following the drow crusades, she wore the ring for almost 100 years before meeting her untimely end. The ring lay undisturbed in her vault for several centuries. Glenloriana's heir finally discovered the importance of the ring, and recovered it from the vault. The ring was used to help a clan of dwarves battle a fearsome red dragon, but the wielder was defeated and the ring lay forgotten, becoming just another trinket in the dragon's vast hoard. A few more centuries passed before the ring was swiped by an imp familiar, who managed to keep the ring hidden from its wizard master. The diminutive devil never comprehended the true value of the ring, and ended up trading the ring for its life to a band of orc brigands. These orcs were the original members of the White Roc tribe. They eventually conquered Castle Whiterock and settled there. The orcs also never understood the power of the ring, and it was lost when the orc tribe was wiped out by disease (released by the drow). The discarded artifact rested in a forgotten chamber for decades until seismic activity altered the water table and flooded the lower caverns. Many years later, the ring was discovered by a wayward nixie sorcerer named Nemoura while she fled a monstrous crayfish (see area 3-12).

Aquil'iya speaks with an intoxicating sultry voice that flows like a mountain stream. Her special purpose is to defend her wielder ... if she believes the owner's ideals are of neutral disposition and the cause is just (such as defeating an absolute evil entity or organization). Keep in mind that the ring is true neutral: If she ever fell into the hands of an evil wielder, she would just as quickly use her abilities to combat pure good in an effort to maintain the ultimate balance.

She prefers elven wielders, especially those that are devout worshippers of Pelagia. Clerics and wizards are also preferred (since they are probably intellectually equivalent to her); she will put up with fighter types and rogues, but not without a condescending tone. In general, she will tolerate most any wielder, although she reserves sharp sarcasm for dwarven owners.

Abilities: Until activated (see below), it radiates faint transmutation magic, and functions as a *ring of water breathing* (unlike most *rings of water elemental command*, which bestow *water walking*).

After its first activation, *Aquil'iya* grants its wielder Aquan as a language and the following spell-like abilities: *detect magic, create water* (at will); *quench* (1/day).

After its second activation, *Aquil'iya's* wielder suffers a –2 saving throw penalty against fire-based effects, a +10 competence bonus to Swim checks, and the following spell-like abilities: *water walk* (at will); *dismissal* (against elementals only) (1/day). *Aquil'iya* itself gains speech, telepathy, and the ability to read all languages and read magic. It directly contacts the wielder at this time.

After its third activation, *Aquil'iya* grants its wielder elemental protection (as described in the DMG) and the following spell-like abilities: *wall of ice* (1/day); *ice storm* (2/week).

After its fourth and final activation, *Aquil'iya* grants its wielder the following spell-like abilities: *locate object* (only functions for other *Melosiran Rings*, but with unlimited range) (at will); *horrid wilting* (1/week); *control water* (2/week). *Aquil'iya* itself gains a special purpose (defend wielder) and the dedicated power *elemental swarm [water].*

Limitations: Any creature whose alignment is not lawful good gains two negative levels if he or she so much as picks up the item. Although this negative level never results in actual level loss, it remains as long as the item is in hand and cannot be overcome in any way (including *restoration* spells). This negative level is cumulative with any other penalties the item might already place on inappropriate wielders.

Activating the ring is a four-step process, with each step relating to one of the four elements. The adventurers can learn of the activation steps from the Riddle of the Ring (see Players Handout K), which is located in the Halls of Forgotten Lore (area 6B-4), or through sheer dumb luck. The steps can be performed in any order, and as each one is completed, the ring becomes more powerful. When all four steps are performed, the ring is

fully awakened, and can use all of its abilities. Note that when two steps are completed, the ring can speak with its wielder and provide hints to the remaining steps of activation. The steps are (with game mechanics described in parentheses):

- "Bathed in the flickering tendrils of fire most hot" (the ring is subjected to at least 50 points of magical fire or fiery breath weapon damage, or is swallowed by a creature with the fire subtype for at least 10 rounds).
- "Buffeted by Madrah's powerful voice" (subjected to gale force winds for at least 5 consecutive rounds, or the wielder falls from a distance of 100 feet or more).
- "Soaked in the water of the purest composition" (this refers to water from the Elemental Plane of Water. It can be collected from that plane, or from the remains of a defeated water elemental of at least Large size. Water that has been distilled with a DC 20 Craft [alchemy] check and blessed as per the spell is also considered water of the purest form. The ring needs to be soaked for at least 10 minutes).
- "Firmly embraced in a stony bond" (the wearer and ring are turned to stone or petrified for at least 10 rounds).

At the GM's discretion, Knowledge checks or spells (such as *divination, contact other plane,* or *legend lore*) can be used to give the PCs hints as to the game mechanics involved in the four activation steps. Suggested skill checks would be: Knowledge (arcana) DC 35, Knowledge (history) history DC 30, bardic knowledge DC 30.

Destruction: Before it can be destroyed, *Aquil'iya* must be deactivated. As each deactivation step is completed, it progressively loses the abilities it had gained through activation.

The methods are roughly the opposite of the activation steps. The ring must be: subjected to at least 50 points of magical cold or icy breath weapon damage; placed in an area affected by an *entangle* spell; and soaked in stagnant water. These first three steps can be done in any order. Once they're completed, *Aquil'iya* must be turned to stone or petrified. At that point, it can be smashed to dust and destroyed.

Aquil'iya: Strong conjuration; CL 15th.

AL N; Int 19, Wis 10, Cha 19; Speech (Common, Aquan, Auran, Ignan, Terran), *telepathy, read magic*, 120 ft. vision and hearing, 60 ft. darkvision; Ego Score 23.

The *Basin of Cleansing*

The knights of the Order of the Sundered Scale keep the secret of creating this sacred relic a closely-guarded secret. They typically use it when they engage in protracted campaigns against well-established dragons. According to their own lore, Justicia herself imparted the secret of its creation to the head of the Order.

Using the *Basin of Cleansing* found in Castle Whiterock is the only way to bring back General Koborth, a way to complete the "The Hero and the Sword" subquest.

Identification: The *Testimony of the Order* in area 7A-10 describes the *Basin* and its uses in detail, although not the secret of creating more.

Abilities: The first concerns transmuting one type of liquid to another. Any amount of unholy water poured into this basin will become transmuted into normal water. Once per day, up to a gallon of normal water poured into the basin automatically becomes half as much of holy water. Excess liquid evaporates during the transmutation process.

The second power concerns redemption. Once per month, a creature seeking to change its alignment to a variation of good, or a paladin seeking to regain class features, can submerge itself in the *Basin*, and it will cast *atonement* on them. The creature seeking *atonement* pays the XP cost, if any.

The paladins who assaulted Castle Whiterock created the *Basin*, and in some way it is linked to them. It cannot attain its full power until the party completes the "Bonds of Fellowship" sub-quest (see area 7A-9).

When that happens, the *Basin* gains a new ability as part of its first power. It can now, once a week, transmute up to a gallon of holy water into a number of potions of *cure light wounds*. It requires a gallon to create 10 potions, a half-gallon to create 5 potions, and so on, proportionally.

Finally, the *Basin* gains its third power, usable once per week. It can now cast *resurrection* on the remains of a good-aligned creature. The creature must be willing to be restored to life, and gems or coins equaling 5,000 gp must be placed in the basin along with the body (essentially half-price). The length of time the creature has been dead is unimportant for this casting of *resurrection*.

Limitations: All of the *Basin's* powers must be activated by a creature who radiates an aura of good speaking the inscribed phrase, "All things when purified can serve the cause of good," in Celestial.

Destruction: If an evil outsider is allowed to touch the *Basin*, it loses all its powers. They can only be restored through a wish or miracle. If the blood of an evil outsider

enters the *Basin*, it cracks and is destroyed.

The *Basin of Cleansing*: Strong transmutation [good]; CL 18th.

The *Crown of Narborg*

Vitr Vejik crafted this crown, a circlet made from the fangs and knucklebones of fallen enemies, in celebration of Narborg's founding. Each of the three Thanes of Narborg has worn this item in their time, adding the remains of their adversaries and increasing the Crown's power.

Abilities: The *Crown of Narborg* grants its wearer a +2 deflection bonus to AC and a +2 resistance bonus to saving throws. Its true power, however, is drawing on the abilities possessed by the creatures whose bones compose the circlet.

The *Crown* can only hold the bones (and therefore the abilities) of 13 creatures at a time. It magically absorbs knucklebones or fangs placed on it, making room for any in excess of 13 by ejecting one at random. The owner has no control over which bone is ejected.

Once every 24 hours, the wearer must select three abilities he wishes to have available to him for the next 24 hours. Abilities are defined as:

- The creature's entire feat selection, even if the bearer does not meet the prerequisites. These feats are added to the bearer's, and any duplicate feats are ignored unless they can be selected multiple times (like Toughness). Note that some feats (such as Wingover for a wingless duergar) may be effectively useless.
- One spell-like or supernatural special attack of the creature. Special attacks that have saving throws based off Hit Dice and an ability score use the wearer's stats, not the creature's. The owner cannot select the spellcasting ability of a creature.
- Up to two extraordinary or one supernatural special qualities of the creature.
- The creature's natural armor bonus.

Regardless of which abilities the owner may wish to select, he cannot choose abilities from a creature that had more Hit Dice when it died than he currently has. The owner may only select one ability from a given creature, and may not select multiples of the same ability from different creature. For example, he cannot select the feats and special attacks of a single creature, and he cannot select the feats of two different creatures.

Finally, it is able to raise one skeleton warrior (see Appendix J), with itself as the circlet controlling the undead warrior. The bearer can elect to have a new skeleton warrior if he finds suitable remains and places the appropriate bone in the *Crown*. Once a creature's remains have been used as a skeleton warrior, they may not be used again (in case a new one is selected or the skeleton warrior is defeated).

The abilities of the skeleton warrior are not available.

Limitations: A good creature who merely touches the *Crown* takes 1d8 points of negative energy damage. A good creature who places the *Crown* on his head suffers two negative levels. Neutral creatures who touch the item take no damage, but suffer one negative level if they place it on their head. Finally, evil creatures can wear and touch the *Crown of Narborg* without penalty. Only duergar, however, can use the *Crown's* abilities or create skeletal warriors, but all creatures gain the deflection and resistance bonuses.

Destruction: The *Crown* cannot be destroyed by physical damage, but if it is submerged in holy water, it dissolves. It rebuffs spells like *disintegrate*, but a *wish* can destroy it. If it contacts a *sphere of annihilation*, it is destroyed.

The *Crown of Narborg*: Strong necromancy [evil]; CL 18th.

Dungeon Crawl Classics #51
Castle Whiterock

APPENDIX F:
PREGENERATED CHARACTERS

Basic Stats

Character	Darsus	Sheliak	Cendrine Kinnet	Euphrosyne	Danicia Elatine	Sir Torsten Trueblade
Sex	M	M	F	M	F	M
Race	Human	Half-orc	Human	Elf	Half-Elf	Human
Class/Level	Clr1	Rgr1	Ftr1	Wiz(Div)1	Rog1	Pal1
CR	1	1	1	1	1	1
Size	Medium	Medium	Medium	Medium	Medium	Medium
Height	5’ 6”	6’ 2”	5’9”	5’	5’5”	6’1”
Weight	152 lb.	232 lb.	158 lb.	90 lb.	111 lb.	195 lb.
Alignment	CG	N	LN	NG	CG	LG
AC	16	15	15	13	16	17
Touch AC	10	13	10	13	14	11
Flat-footed AC	16	12	15	10	12	16
Hit Points	10	8	12	4	7	12
Speed	20 ft.	30 ft.	20 ft.	30 ft.	30 ft.	30 ft.
Initiative	+0	+3	+0	+3	+8	+1
Strength	13	17	17	13	10	16
Dexterity	10	16	10	16	18	13
Constitution	14	11	15	10	12	14
Intelligence	12	10	13	17	15	12
Wisdom	18	14	9	11	14	14
Charisma	14	8	14	11	11	15
Fort Save	+4	+2	+4	+0	+1	+4
Ref Save	+0	+5	+0	+3	+6	+1
Will Save	+6	+2	–1	+2	+2	+2
Armor	Scale mail, Hvy. Wood Shield	Leather	Breastplate	None	Leather	Chain shirt, Hvy. Steel Shield
Spells Per Day	3/2+1			3/2+1		None
Melee Bonus	+1	+4	+4	+1	+0	+4
Ranged Bonus	+0	+4	+1	+3	+4	+2
Damage Adj	+1	+3	+3	+1	+0	+3
BAB	+0	+1	+1	+0	+0	+1
Grapple	+1	+4	+4	+1	+0	+4

Domains & Spellbooks

Darsus	Good, Protection
Euphrosyne’s Spellbook	0 – all (except Abjuration); 1st – *animate rope, comprehend languages, identify, mage armor, sleep, true strike.*

Skills & Feats

	Skills	Feats
Darsus	Concentration +6, Diplomacy +6, Heal +8, Listen +4, Knowledge (religion) +5, Search +3, Spot +4.	Alertness, Scribe Scroll
Sheliak	Climb +6, Hide +6, Jump +4, Listen +5, Search +4, Spot +6, Survival +6, Swim +4, Use Rope +4.	Point Blank Shot, Track
Cendrine Kinnet	Bluff +4, Diplomacy +4, Handle Animal +4, Intimidate +5, Ride +3	Cleave, Power Attack, Weapon Focus (greatsword)
Euphrosyne	Concentration +4, Decipher Script +7, Knowledge (arcana) +10, Knowledge (history) +7, Knowledge (nature) +7, Listen +2, Search +5, Spot +2	Martial Weapon Proficiency (longsword, rapier, longbow, shortbow), Scribe Scroll, Skill Focus (Knowledge [arcana])
Danicia Elatine	Decipher Script +6, Diplomacy +2, Disable Device +6, Gather Information +2, Hide +8, Listen +5, Move Silently +8, Open Lock +8, Search +7, Sense Motive +6, Sleight of Hand +6, Spot +7, Tumble +8	Improved Initiative
Sir Torsten Trueblade	Diplomacy +6, Heal +6, Ride +5, Sense Motive +6	Rapid Reload, Weapon Focus (longsword)

Weapons & Equipment

	Weapons	Languages	Other Items
Darsus	Heavy mace, 3 daggers	Common, Dwarven	Healer's kit, wooden holy symbol, backpack, pouches, lantern, 3 flasks of oil, tindertwigs (5)
Sheliak	Greataxe, composite shortbow (+1)	Common, Orc, Gnoll	25 arrows with quiver, 50' rope, backpack, 3 small sacks, bedroll, cooking equipment, climber's kit.
Cendrine Kinnet	Greatsword, light crossbow, heavy flail, dagger	Common, Sylvan	Waterskin, chalk (3), backpack, small steel mirror, bedroll, hammer with 4 pitons, whetstone, torches (4), 6 tindertwigs, Healer's kit
Euphrosyne	Longsword, longbow	Common, Elven, Goblin, Draconic, Orc	Arrows (20), spell book, spell component pouch, silk rope (50'), sunrod (3), tinderwig (5), ink, quill, paper, traveler's outfit.
Danacia Elatine	Rapier, shortbow, 2 daggers	Common, Elven, Sylvan, Gnome, Undercommon	Quiver with 20 arrows, bag of marbles, caltrops (2), thieves tools, flint and steel, sunrods (2)
Sir Torsten Trueblade	Longsword, light crossbow, light mace	Common, Elven	Healer's kit, silver holy symbol, small mirror, whetstone, 50' rope, backpack, lantern, 2 flasks of oil, 6 tindertwigs, 20 bolts with case

Dungeon Crawl Classics Character Record Sheet

Darsus

Character's Name

Player's Name

Race | **Class**

Level | **Alignment**

Speed | **XP**

Initiative | **Spell Save DC**

AC

Hit Points

Tch: _____ **Max:** _____

FF: _____ **Nonlethal:** _____

BAB

Melee

2nd Hand

Ranged

Grapple

Fort

Ref

Will

Strength
Modifier: _____

Dexterity
Modifier: _____

Constitution
Modifier: _____

Intelligence
Modifier: _____

Wisdom
Modifier: _____

Charisma
Modifier: _____

Skills & Feats

Equipment & Treasure

Languages & Notes

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Spells & Special Abilities

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Dungeon Crawl Classics Character Record Sheet

Sheliak

Character's Name

Player's Name

Race | **Class**

Level | **Alignment**

Speed | **XP**

Initiative | **Spell Save DC**

AC | **Hit Points**

Tch: _____ **Max:** _____

FF: _____ **Nonlethal:** _____

BAB

Melee

2nd Hand

Ranged

Grapple

Fort

Ref

Will

Strength
Modifier: _____

Dexterity
Modifier: _____

Constitution
Modifier: _____

Intelligence
Modifier: _____

Wisdom
Modifier: _____

Charisma
Modifier: _____

Skills & Feats

Equipment & Treasure

Languages & Notes

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Spells & Special Abilities

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Dungeon Crawl Classics Character Record Sheet

Cendrine Kinnet

Character's Name

Player's Name

Race | **Class**

Level | **Alignment**

Speed | **XP**

Initiative | **Spell Save DC**

AC | **Hit Points**

Tch: _____ **Max:** _____

FF: _____ **Nonlethal:** _____

BAB

Melee

2nd Hand

Ranged

Grapple

Fort

Ref

Will

Strength
Modifier: _____

Dexterity
Modifier: _____

Constitution
Modifier: _____

Intelligence
Modifier: _____

Wisdom
Modifier: _____

Charisma
Modifier: _____

Skills & Feats

Equipment & Treasure

Languages & Notes

Spells & Special Abilities

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Dungeon Crawl Classics Character Record Sheet

Euphrosyne

Character's Name

Player's Name

Race | **Class**

Level | **Alignment**

Speed | **XP**

Initiative | **Spell Save DC**

AC | **Hit Points**

Tch: _____ **Max:** _____

FF: _____ **Nonlethal:** _____

BAB

Melee

2nd Hand

Ranged

Grapple

Fort

Ref

Will

Strength
Modifier: _____

Dexterity
Modifier: _____

Constitution
Modifier: _____

Intelligence
Modifier: _____

Wisdom
Modifier: _____

Charisma
Modifier: _____

Skills & Feats

Equipment & Treasure

Languages & Notes

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Spells & Special Abilities

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Dungeon Crawl Classics Character Record Sheet

Danicia Elatine

Character's Name

Player's Name

Race | **Class**

Level | **Alignment**

Speed | **XP**

Initiative | **Spell Save DC**

AC

Hit Points

Tch: _____ **Max:** _____

FF: _____ **Nonlethal:** _____

BAB

Melee

2nd Hand

Ranged

Grapple

Fort

Ref

Will

Strength
Modifier: _____

Dexterity
Modifier: _____

Constitution
Modifier: _____

Intelligence
Modifier: _____

Wisdom
Modifier: _____

Charisma
Modifier: _____

Skills & Feats

Equipment & Treasure

Languages & Notes

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Dungeon Crawl Classics Character Record Sheet

Sir Torsten Trueblade

Character's Name

Player's Name

Race | **Class**

Level | **Alignment**

Speed | **XP**

Initiative | **Spell Save DC**

AC | **Hit Points**

Tch: _____ **Max:** _____

FF: _____ **Nonlethal:** _____

BAB

Melee

2nd Hand

Ranged

Grapple

Fort

Ref

Will

Strength
Modifier: _____

Dexterity
Modifier: _____

Constitution
Modifier: _____

Intelligence
Modifier: _____

Wisdom
Modifier: _____

Charisma
Modifier: _____

Skills & Feats

Equipment & Treasure

Languages & Notes

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Castle Whiterock

APPENDIX G:
MERCENARIES

The Pack of the Night-Wolf

This company of mercenaries is bound by their shared love of plunder, mayhem, and varying degrees of devotion to a deity they refer to as "the Dark Wolf God." The Pack has existed in many forms through the years. According to the company's own mythology, the Dark Wolf God personally selects the members, including a "chosen." Although it has boasted membership in the hundreds at times, the Pack normally has less than a dozen members.

Each of the six members of the Pack is described below with some personal information, suggestions on advancing them, and a brief tactica.

Using the Mercenaries

Thirty years ago, a previous incarnation of the Pack of the Night-Wolf destroyed the paladins of the Order of the Sundered Scale (see level 7A) at the bidding of Thane Hrolad Vejik. The duergar ruler has turned to this new incarnation to murder the adventurers who have crossed him.

The GM can use the mercenaries provided here as he or she sees fit, of course; in general they are intended to be intelligent opponents who plan their attacks to minimize their own risk and maximize the potential for PC body count. In a meta-game context, the Pack can be used to shatter the party's sense of safety by launching attacks in Cillamar or other places outside the dungeon.

The Pack will first gather information on their targets, learning their capabilities and habits. The mercenaries will reason that the adventurers will be based out of Cillamar, so they will send "Rolad" into town while Tal Grimsteel uses Track to determine what routes the party takes to and from the dungeon. Additionally, they are potentially aided by *scrying* spells cast by the Master Wizard of Narborg (see Consequences of level 10).

If the mercenaries determine that the party members are close to any individuals in town, they may have Korlav the Lordless abduct them to lure the party into a trap designed by Sabinn the Surly (who has the Craft [trapmaking] skill). They may also probe the party's defenses by having Khalid al-Azif *summon* several monsters into their camp late at night or, at higher levels, *dominate* monsters or individuals to do the same.

The mercenaries use the tactics of their namesake: They harass and weaken their targets before moving in for the kill as a pack. They would not commit all their members to a single assault unless they had a reasonable chance of victory, and individual members do not squander their lives in a meaningless or losing battle.

The Pack will complete its assignment even if Thane Vejik is slain or otherwise defeated by the party. Even if the thane asked them to do so, they would not forgo their contract.

Advancement

The mercenaries are intended to be a constant threat to the party as they progress through the mid-to-late levels of *Castle Whiterock*. They are presented at CR 6 (CR 8 for Johan Coalmane), and it is recommended the GM advance them as the party gains levels. Each mercenary has a section that gives suggestions on how to advance him or her; these are only some possibilities, and the GM may find other options more appealing.

As the mercenaries are leveled to match the party, they should also be equipped commensurate to their level.

As the "chosen," Johan Coalmane should be kept a CR or two ahead of the others.

Members

Johan Coalmane leads the mercenaries as the "chosen" of the Dark Wolf God. He believes he is the mortal progeny of the Dark Wolf God, born to deliver his fellow men to their darker urges.

A corpse-pale, gaunt man steps from the shadows. Shaggy, untamed hair hangs over his shoulders and down to the small of his back. Although his emaciated features would lead one to believe he is physically frail, he moves easily in his custom-fitted plate armor, and he hefts a bastard sword one-handed. His eyes are crim-

son orbs that burn with an unwholesome vitality, and his teeth all seem to be fangs designed for tearing flesh.

He displays a necklace with a steel pendant of a howling wolf.

Advancement: Johan should always advance as a cleric or in classes that allow him to maintain his spellcasting levels, such as thaumaturgist. He is the primary healer of the Pack, and their primary link to the designs of Zhühn/the "Dark Wolf God."

His feat selection can either follow the Combat Expertise tree (particularly Improved Feint) or can take a more spellcasting-intensive route such as through Spell Focus or Spell Penetration.

Tactics: The half-fiend prefers to strike from ambush. Despite his heavy armor and unimpressive Dexterity score, he has a decent Hide skill, and his Trickery domain allows him to cast *invisibility*. In general, Johan does not reveal his presence unless a battle turns against his fellows or otherwise spurred to do so, such as Sabinn, Tal, or Korlav being slain.

In a fight, Johan prefers to let the other mercenaries do the actual fighting; he remains *invisible* or under the effect of sanctuary while he distributes *bull's strength, bear's endurance, prayer*, and healing.

This is not to say that Johan is a slouch in combat, however. He wields offensive cleric spells and spell-like abilities, like *searing light, bane,* and *unholy blight*, with equal skill as his bastard sword. He tends to reserve his smite good ability for clerics of goodly faiths or paladins, especially after feinting. In single combat, Johan prefers to fight defensively while he sizes up his opponent.

The Dark Wolf God, CE

Domains: Animal, Chaos, Trickery

The Dark Wolf God is an atavistic power that demands its followers obey their base instincts, and to encourage others to do so as well. It promulgates a belief that civilization and order are aberrations, constructs in opposition to the way the races were meant to live; therefore, the only response is to contribute to their downfall. The Dark Wolf God is an obscure deity, far more popular in antiquity than in modern times.

A DC 30 Knowledge (religion) check would recognize the symbol worn by Johan Coalmane and Tal Grimsteel as being that of the Dark Wolf God, and would learn the above information.

Twisted druids who walk a fanatic's path, lycanthropes (especially, obviously, werewolves), and barbarians who find themselves addicted to the sensation of raging often find themselves following the teachings of the Dark Wolf God. But the Dark Wolf God's servants could be more insidious – the life of the party who demands everyone have "just one more drink" when they are supposed to be up for work in the morning, the "friend" who brings the married man along on a trip to the red light district, the pedagogue who stirs up resentment among the lower classes without addressing their real concerns ... all these could serve this deity.

For the Pack of the Night-Wolf, "obeying baser instincts" means appeasing their greed and bloodlust, hence they are assassins and mercenaries. By offering themselves as agents of murder, extortion, and kidnapping, they enable others to seek these extremes as answers to their problems.

A cleric of the Dark Wolf God with the Animal domain can call a dire wolf with the *summon nature's ally IV* spell. A dire wolf so summoned will have a +2 unholy bonus to Strength, Constitution, and Wisdom. Similarly, a cleric of the Dark Wolf God with the Animal domain can cast *summon nature's ally VIII* to call a Huge, 22 HD dire wolf with the elite array (stats below).

Unknown to the Pack, their god is not a true deity in its own right. Zhühn adopts this guise as a small cog in one of its many nihilistic schemes.

Advanced Dire Wolf: CR 9; Huge animal; HD 22d8+88; hp 187; Init +7; Spd 50 ft.; AC 19, touch 11, flat-footed 16; Base Atk +16; Grp +38; Atk/Full Atk bite +29 melee (2d6+21); Space/Reach 15 ft./10 ft.; SA Trip; SQ Low-light vision, scent; AL N; SV Fort +19, Ref +16, Will +11; Str 38, Dex 16, Con 22, Int 2, Wis 19, Cha 10.

Skills and Feats: Hide +2, Listen +13, Move Silently +10, Spot +13, Survival +9*; Alertness, Combat Reflexes, Improved Initiative, Improved Natural Armor (2), Run, Snatch, Track, Weapon Focus (bite).

*A dire wolf has a +4 racial bonus on Survival checks when tracking by scent.

Trip (Ex): A dire wolf that hits with a bite attack can attempt to trip its opponent as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the dire wolf.

Johan Coalmane, male half-fiend human Clr6: CR 8; Medium outsider (augmented humanoid, native); HD 6d8+6; hp 38; Init +1; Spd 20 ft., fly 20 ft. (average); AC 23, touch 11, flat-footed 22; Base Atk +4; Grp +7; Atk +*1 bastard sword* +8 melee (1d10+4/19-20) or bite +7 melee (1d6+3); Full Atk +*1 bastard sword* +8 melee (1d10+4/19-20) and bite +2 melee (1d6+1); SA Command undead 6/day (+5, 2d6+9), smite good, spell-like abilities, spontaneous casting (*inflict* spells); SQ Damage reduction 5/magic, darkvision 60 ft., immune to poison, resistance to acid, cold, electricity, and fire 10, spell resistance 16; AL CE; SV Fort +6, Ref +3, Will +12; Str 16, Dex 12, Con 12, Int 14, Wis 21, Cha 17.

Skills and Feats: Bluff +12, Concentration +10, Diplomacy +13, Disguise +3 (+5 acting), Hide +3, Intimidate +5, Knowledge (religion) +7, Knowledge (the planes) +7, Survival +5 (+7 on other planes); Combat Casting, Combat Expertise, Exotic Weapon Proficiency (bastard sword), Iron Will.

SA – Smite Good (Su): Once per day, Johan can make normal melee attack to deal 6 points of extra damage to a good-aligned target.

Spell-Like Abilities: 3/day – *darkness*; 1/day – *desecrate, speak with animals, unholy blight* (DC 17). Caster level 6th.

Spells Prepared (5/5+1/4+1/3+1; DC 15 + spell level; Animal, Trickery domains): 0 – *create water, detect magic, light, mending, read magic*; 1st – *bane, disguise self*, divine favor, doom, endure elements, shield of faith*; 2nd – *bear's endurance, bull's strength, cure moderate wounds, invisibility*, status*; 3rd – *dispel magic, dominate animal*, prayer, searing light*.

*Indicates domain spell.

Possessions: +1 full plate, heavy steel shield, +*1 bastard sword, cloak of elvenkind*, *elixir of hiding*, 2 *potions of shield of faith +2, potion of levitate* (CL 3rd), *potion of owl's wisdom* (CL 3rd), *wand of cure light wounds* (CL 1st, 31 charges), steel unholy symbol, 8 pp.

Languages: Abyssal, Common, Undercommon.

Korlav the Lordless rarely speaks, but when he does, the Pack heeds his advice. He was once a dedicated monk, a kind man, and a scholar, but due to a tragedy he will not discuss, he has lost his way and is now a mercenary. He is devoted to the designs of the Dark Wolf God, and longs to see civilization choke on its hypocrisy.

This barrel-chested man wears the robes of an aesthetic, but the scars on his chest speak of past battles, and his burly arms are accustomed to lifting more than a scholar's pen. His curly brown hair is tonsured, leaving the crown bare, and his goatee is scraggly. Seeing you, he smirks, as if he knows something you do not.

Advancement: With his all-around above-average stats, Korlav could multiclass easily many other classes (particularly cleric, fighter, or rogue) or continue advancing as a monk.

Tactics: With his Improved Grapple and Improved Trip feats, Korlav is a skilled kidnapper, and his movement rate and movement skills (particularly Jump and Tumble) make him an effective shock trooper. The Pack uses him to counter enemy artillery (such as arcane spellcasters and ranged-weapon-users), who are notoriously bad at grappling.

In a protracted fight, Korlav does not tend to stay in one place, bouncing all over the battlefield to provide a flanking bonus here or to threaten a ranged-weapon-user there. He uses his kama, fists, tripping, or grappling all with equal gusto, adapting to what the situation calls for.

Korlav the Lordless, male human Mnk6: CR 6; Medium humanoid (human); HD 6d6+12; hp 48; Init +2; Spd 50 ft.; AC 16, touch 16, flat-footed 14; Base Atk +4; Grp +10; Atk unarmed strike +7 melee (1d8+2) or +*1 cold iron kama* +7 melee (1d6+3) or light crossbow +6 ranged (1d8/19-20); Full Atk unarmed strike +6/+6 melee (1d8+2) or +*1 cold iron kama* +6/+6 melee (1d6+3) or light crossbow +6 ranged (1d8/19-20); SA Flurry of blows, ki strike (magic); SQ Evasion, purity of body, slow fall 30 ft., still mind; AL LE; SV Fort +7, Ref +7, Will +7; Str 15, Dex 14, Con 14, Int 14, Wis 14, Cha 10.

Skills and Feats: Balance +13, Climb +11, Diplomacy +2, Escape Artist +11, Intimidate +4*, Jump +21, Sense Motive +11, Tumble +13, Use Rope +2 (+4 with bindings); Deflect Arrows, Dodge, Improved Grapple, Improved Trip, Improved Unarmed Strike, Mobility, Spring Attack, Weapon Focus (unarmed strike).

*Korlav has 4.5 ranks in Intimidate.

Possessions: +1 cold iron kama, light crossbow, 10 bolts, *ring of protection +1, potion of bear's endurance* (CL 3rd), *potion of mage armor* (CL 1st), 7 gp.

Languages: Celestial, Common, Dwarven.

"Rolad," as it has asked to be called, is a spy and infiltrator. It has claimed it was a member of the Pack of the Night-Wolf from 30 years ago, and has intimated that it has been associated with the Pack for much longer. It suggests much, such as that it was behind Korlav's tragedy and will assassinate Johan if he strays from the path, but it reveals nothing. No matter what form "Rolad" takes, it always has flawless teeth.

Suddenly, the stranger's entire form blurs and then reforms, and in its place you see one of your companions, grinning broadly. Another blur and your party member becomes a favorite barkeep, then a gnome from town ... all the while beaming that mad, perfect smile.

Advancement: "Rolad" may or may not ever advance ... it's not telling you. But if it does, it could do worse than continue as a rogue. Although the Pack does not frequently engage in dungeon-crawling behavior, rogues are always in demand for their skill set. By the same token, bard is not a bad choice for the doppelganger, giving it access to a suite of spells that would aid its infiltration and information-gathering capabilities.

Tactics: "Rolad," unlike its fellow mercenaries, does not relish combat. It prefers to defeat its enemies before blades are ever drawn, usually through extortion (using information gathered via its *elixir of truth*) or by bribing the relevant officials (which is why it carries so much wealth).

If forced into combat in public, the doppelganger employs its dagger as best it can, preferring to evade a fight. If it fights in a secure location, it normally assumes its natural form and uses its slam attacks. It tends to rely on others to provide it with flanking opportunities than to maneuver for them itself.

"Rolad," doppelganger Rog3: CR 6; Medium monstrous humanoid; HD 4d8+8 plus 3d6+6; hp 46; Init +8; Spd 30 ft.; AC 22, touch 14, flat-footed 18; Base Atk +6; Grp +8; Atk slam +8 melee (1d8+3) or masterwork dagger +9 melee (1d4+2/19-20); Full Atk slam +8 melee (1d8+3) or masterwork dagger +9/+4 melee (1d4+2/19-20); SA *Detect thoughts*, sneak attack +2d6; SQ Change shape, darkvision 60 ft., evasion, immune to *sleep* and charm, trap sense +1, trapfinding; AL N; SV Fort +4, Ref +11, Will +7; Str 14, Dex 18, Con 14, Int 16, Wis 14, Cha 16.

Skills and Feats: Bluff +17, Diplomacy +7, Disguise +12* (+14 acting), Escape Artist +10, Gather Information +11, Hide +7, Intimidate +5, Listen +9, Move Silently +14, Open Lock +18, Search +8, Sense Motive +9, Sleight of Hand +11, Spot +9, Survival +2 (+4 following tracks); Improved Initiative, Improved Natural Attack, Stealthy.

*When using its change shape ability, Rolad gets an additional +10 circumstance bonus on Disguise checks.

SA – Detect Thoughts (Su): Rolad can continuously use *detect thoughts* as the spell (CL 18th; Will DC 13 negates). It can suppress or resume this ability as a free action.

SQ – Change Shape (Su): Rolad can assume the shape of any Small or Medium humanoid. In humanoid form, it loses its natural attacks. Rolad can remain in its humanoid form until it chooses to assume a new one. A change in form cannot be dispelled, but Rolad reverts to its natural form when killed. A *true seeing* spell or ability reveals its natural form.

Possessions: +1 studded leather of silent moves, masterwork dagger (x2), *ring of climbing, vest of escape, elixir of truth*, star ruby (700 gp), eye agate (10 gp), 98 gp.

Languages: Common, Dwarven, Elven, Gnome.

Sabinn the Surly is a mainstay for the Pack, the rock upon which their combat tactics are based, both for her personal prowess and for her ability to build traps. Sabinn does not talk about her personal life or her history, but she will lecture someone at length and with great enthusiasm about their personal failings and grim prospects for the future. She has crushed more than one would-be suitor with her merciless verbal assault. Nonetheless, thanks to a supply of elixirs of love, Sabinn has convinced the Master Wizard of Narborg that he's in love with her, resulting in his efforts to aid the mercenaries with scrying spells.

Like "Rolad," Sabinn was a member of the Pack 30 years ago, although it went by another name in those days. She's not entirely convinced "Rolad" is the same doppelganger she knew then.

The female dwarf in heavy armor looks up at you with a dour expression. A mass of blonde braids peeks out from under her helmet. Her decorated, steel shield obscures most of her face, but her blue eyes glare at you from above the shield's lip ... they are glaciers of contempt.

"Try not to die too quick, I want to enjoy this," she gruffly orders before swinging her massive axe.

Advancement: Sabinn is a fighter, plain and simple. She wants nothing more than to see the light die in her enemy's eyes as they gasp their last; it gives her a grim satisfaction unmatched by any other experience. She may consider gaining the dwarven defender prestige class in time, but for now she's content in knowing she can kill most anyone who crosses her, including her own Pack, if necessary.

Tactics: Sabinn likes to use her Improved Disarm feat; she finds the dilemma that disarmed foes face ("go for weapon and provoke attack of opportunity or draw inferior weapon or run") highly amusing, and places private bets with herself as to how a particular foe will react.

The dwarf is not opposed to moving around a battlefield to help her allies, although she puts "Rolad" on that particular list only about half the time. If faced with multiple opponents, Sabinn will attack whichever one seems weakest.

Sabinn the Surly, female dwarf Ftr6: CR 6; Medium humanoid (dwarf); HD 6d10+18; hp 59; Init +0; Spd 20 ft.; AC 22, touch 10, flat-footed 22; Base Atk +6; Grp +9; Atk +*2 dwarven waraxe* +12 melee (1d10+7/x3); Full Atk +*2 dwarven waraxe* +12/+7 melee (1d10+7/x3); SA —; SQ Darkvision 60 ft., dwarf traits; AL LE; SV Fort +8, Ref +2, Will +3; Str 16, Dex 10, Con 16, Int 13, Wis 8, Cha 10.

Skills and Feats: Appraise +1 (+3 metal and stone items, +3 traps), Climb +5, Craft (trapmaking) +10,

Intimidate +12; Blind-Fight, Combat Expertise, Improved Disarm, Iron Will, Skill Focus (Intimidate), Weapon Focus (dwarven waraxe), Weapon Specialization (dwarven waraxe)

Possessions: +1 half plate armor, +2 heavy steel shield, +2 dwarven waraxe, potion of cure moderate wounds (CL 3rd), *elixir of love*, 300 sp.

Languages: Common, Dwarven, Terran.

Tal Grimsteel is the newest member of the Pack, and is seeking to prove himself to Johan, whom he recognizes as his alpha leader. The tiefling finds the Dark Wolf God's mandate to embrace one's own primal nature well in synch with his personal beliefs. When his mother died, Tal was forced to leave his small village, outcast because of his tiefling markings. The young boy grew up feral, and that has never really left him, leaving him a destructive, headstrong man.

Crouching low, the man with skin the color of night leaps forward, longsword and spiked shield darting back and forth in a flurry of deadly steel. The man is hairless, and a pair of small, upward curving black horns protrudes from his forehead. He is joined by a wolf; the two clearly share a kinship.

Advancement: Tal enjoys the connection he is starting to feel with the Dark Wolf God (who grants his ranger spells), but would not take cleric levels, recognizing his own limitation. It is most likely Tal would continue to advance as a ranger, but would also consider barbarian levels, which are in tune with his personal temperament.

Tactics: Like Johan, Tal prefers to spring from ambush to strike his foes. He tries to tie up enemies long enough so that Sabinn or Korlav can slay them, or long enough for Khalid to disable them with a spell. Of all the mercenaries, Tal believes in pack tactics the most, and will look for opportunities to flank with "Rolad," to strike into Korlav's grapples, to relieve pressure on Sabinn when she's surrounded, or to aid Khalid if he's beset in melee.

When fighting alone, Tal tries to remain in place so as to take advantage of his combat style. He is, as was described above, a bit headstrong, and is loath to change tactics if it seems that the attack roll penalties imposed by Two-Weapon Fighting are making him miss his foe.

If presented with multiple foes, Tal doles out punishment to all of them, hoping for a lucky strike or to force one to back away. Hawk, his strangely named wolf, always attacks whomever he does.

Tal Grimsteel, male tiefling Rng6: CR 6; Medium outsider (native); HD 6d8+6; hp 39; Init +7; Spd 30 ft.; AC 20, touch 13, flat-footed 17; Base Atk +6; Grp +8; Atk +*1 longsword* +10 melee (1d8+3/19-20) or +*1 spiked light shield* +9 melee (1d4+3); Full Atk +*1 longsword* +8/+3 melee (1d8+3/19-20) and +*1 spiked light shield* +7/+2 melee (1d4+2); SA Favored enemy (good outsiders) +4, favored enemy (humans) +2, spell-like abilities; SQ Animal companion, combat style (two-weapon fighting), darkvision 60 ft., improved combat style (two-weapon fighting), resistance to cold, electricity, and fire 5, share spells, wild empathy +8; AL CE; SV Fort +6, Ref +8, Will +2; Str 15, Dex 16, Con 13, Int 10, Wis 11, Cha 10.

Skills and Feats: Bluff +2, Handle Animal +9, Hide +13, Jump +7, Listen +9, Move Silently +11, Ride +5, Spot +9, Survival +9; Dodge, Endurance, Improved Initiative, Improved Shield Bash, Improved Two Weapon Fighting, Track, Two Weapon Fighting, Weapon Focus (longsword)

Spell-Like Ability: 1/day – *darkness*. Caster level 6th.

Spells Prepared (1; DC 10 + spell level): 1st – *longstrider*.

Possessions: +1 chain shirt, +1 spiked light wooden shield (also +1 weapon), +*1 longsword, ring of jumping, horn of evil, brooch of shielding* (43 points left), wooden unholy symbol, 3 cp.

Languages: Common, Infernal.

Hawk, wolf animal companion: Medium animal; HD 4d8+8; hp 26; Init +3; Spd 50 ft.; AC 17, touch 13, flat-footed 14; Base Atk +3; Grp +5; Atk/Full Atk bite +6 melee (1d6+3); SA Trip; SQ Evasion, link, low-light vision, scent; AL N; SV Fort +9, Ref +7, Will +2; Str 14, Dex 16, Con 16, Int 2, Wis 12, Cha 6.

Skills and Feats: Hide +4, Listen +3, Move Silently +4, Spot +2, Survival +2 (+6 when tracking by scent); Great Fortitude, Track, Weapon Focus (bite).

Tricks Known: Attack, down, fetch, heel, perform, seek, stay, track.

SA – Trip (Ex): A wolf that hits with a bite attack can attempt to trip the opponent as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the wolf.

Khalid al-Azif is concerned about one thing above all others: himself. He works as a mercenary because it allows him the opportunity to seize spellbooks from slain wizards and finances his lifestyle without all the worry and bother of adventuring. He stays with the Pack, in particular, because they view his near-limitless self-interest as a virtue.

The man in well-tailored clothing is tall, very tall, and lean, with skin bronzed by a lifetime in the harsh sun of the southern climes. His head is wrapped in a turban, and his craggy face is obscured by henna tattoos of blasphemous and arcane origin. His expression is blank, betraying neither hatred nor compassion, sympathy nor disdain.

A yellow-haired dog sheepishly peeks out from behind his legs.

Advancement: Khalid is too entrenched in his arcane studies to lightly abandon them, so he will likely remain a wizard, although both the archmage and loremaster prestige classes are appealing to him. If Johan were slain, Khalid would consider combining three cleric levels and the mystic theurge prestige class, but he'd insist on double pay.

As a generalist wizard, Khalid can advance however the GM sees fit. His Spell Focus feat is currently set at the enchantment school (and the spell save DCs below reflect this selection), but it can be altered if, for example, the GM wishes to make Khalid better at conjuration (eventually leading to the Augment Summoning feat).

Kn'raad the dog familiar is non-standard; it gives Khalid a +3 bonus on Jump checks.

Tactics: If "Rolad" dislikes melee combat, Khalid absolutely abhors it. He would rather cast *daze* than strike anyone with his quarterstaff. Being primarily concerned with his own skin, Khalid typically demands that he be assigned a bodyguard, a role usually filled by "Rolad" (thus getting it away from combat) or Tal.

If a fight is likely, he usually casts an *extended fox's cunning spell* on himself beforehand. In combat, Khalid generally tries to disable opponents rather than kill them, knowing that dead foes can't relinquish needed information. He also helps the Pack by casting support spells, like using *enlarge person* on Tal or Korlav, or casting *fly* on Johan so he can move around the battlefield to administer healing.

This is not to say that Khalid is opposed to killing; rather, he's just not motivated by it. Nonetheless, he always keeps a few *magic missiles* handy.

Kn'raad has taken Khalid's abhorrence of combat to the next level; the dog is a coward and flees combat unless ordered to do otherwise by his master.

Khalid al-Azif, male human Wiz6: CR 6; Medium humanoid (human); HD 6d4; hp 20; Init +1; Spd 40 ft.; AC 17, touch 13, flat-footed 16; Base Atk +3; Grp +2; Atk/Full Atk masterwork quarterstaff +2 melee (1d6-1); SA Spells; SQ Empathic link, familiar (dog), share spells; AL NE; SV Fort +3, Ref +4, Will +8; Str 8, Dex 12, Con 10, Int 16, Wis 14, Cha 13.

Skills and Feats: Appraise +3 (+5 wooden items), Concentration +12, Craft (woodworking) +12, Jump +8, Knowledge (arcana) +12, Knowledge (history) +12, Knowledge (the planes) +12, Listen +4, Spellcraft +14, Spot +4, Survival +2 (+4 on other planes); Alertness (when familiar is within 5 ft.), Extend Spell, Improved Familiar, Scribe Scroll, Skill Focus (Concentration), Spell Focus (enchantment).

Spells Prepared (4/4/4/3; DC 13 + spell level): 0 – *daze* (DC 14), *detect magic, flare, light*; 1st – *charm person* (DC 15), *enlarge person, magic missile* (2); 2nd – *darkvision, hideous laughter* (DC 16), ~~*mage armor*~~ (extended) (cast), *web*; 3rd – *fly, fox's cunning* (extended), *hold person* (DC 17).

Possessions: Cloak of resistance +1, masterwork quarterstaff, *boots of striding and springing, ring of protection +2,* spellbook, 20 pp.

Languages: Common, Dwarven, Ignan.

Kn'raad, dog familiar: Small magical beast; HD 6d4; hp 10; Init +3; Spd 40 ft.; AC 18, touch 14, flat-footed 15; Base Atk +3; Grp +0; Atk/Full Atk bite +4 melee (1d4+1); SA Deliver touch spells; SQ Empathic link, improved evasion, speak with master, low-light vision, scent; AL NE; SV Fort +4, Ref +5, Will +6; Str 13, Dex 17, Con 15, Int 8, Wis 12, Cha 6.

Skills and Feats: Concentration +11, Jump +9, Knowledge (arcana) +8, Knowledge (history) +8, Knowledge (the planes) +8, Listen +5, Spellcraft +10, Spot +5, Survival +1 (+3 on other planes, +5 when tracking by scent); Alertness, Track.

Khalid's Spellbook

Khalid has filled 60 pages of his spellbook with the following spells:

0 level – *acid splash, arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, message, open/close, prestidigitation, ray of frost, read magic, resistance, touch of fatigue*.

1st level – *charm person, comprehend languages, enlarge person, expeditious retreat, feather fall, identify, mage armor, magic missile, summon monster I.*

2nd level – *bull's strength, darkvision, fox's cunning, hideous laughter, summon monster II, web, whispering wind.*

3rd level – *dispel magic, hold person, fly, suggestion, summon monster III, tongues.*

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APPENDIX H:
DCC TIE-INS

As was mentioned in the Introduction, the *Castle Whiterock* boxed set includes references to every DCC from #0 to #35B, with #44, #48, and #49 thrown in for good measure. These are listed below, along with the level in which the reference appears.

Where a level is indicated as "C," that indicates the reference occurs in Cillamar.

DCC	Level	Reference
#0	C	Myna, goddess of luck, was introduced here, and has a temple in Cillamar.
#1	9C	Peduncle Hilspek is a relative of Narzy Hilspek, the gnome necromancer.
	10A	Serrenna Valuois turned Gora-khan into a vampire ages ago.
#2	4A	Book title: "Delusions of the Outer Gods: The Rise and Fall of Tsathzar Rho"
#3	6B	Information concerning the mysterious tower can be found in the library.
	9B	An underlined book passage refers to the lost tower.
#3.5	14B	Book title: "Legend of the Lighthouse and Other Tales"
#4	6B	A map to Bloody Jack's treasure can be found in the library.
	12	Book title: "Bloody Jack, Cozette, and Jakob the Leper: Pirates of the Lirean"
	14A	A fire giant hums a tune called "Bloody Jack's Last Raid"
#5	6B	The library contains a reference to the *Star Arms*, critical to this module.
	11	The mercenary captain wields a duergar axe-hammer, introduced here.
#6	7A	The dragon Pyraxus, found here, is the son of Benthosruthsa.
#7	4	A piece of graffiti, "Bronwyn was here!" was left by the priestess of Pelagia introduced in this adventure.
#8	6B	Gloomveil and House Sorethin can be researched in this library.
	9B	Alaic Sorethin knows the secret of her House, key to this adventure.
#9	7A	One of the maps found here was used as the Hidden Fane of Justicia.
#10	9B	A passage in a book refers to a bearded star falling.
#11	4	This level has a scroll of *improved reduce person*, a spell introduced here.
#12	9B	The artifact sought by Matron Chaliax, the *Diamond Carceperis*, was introduced here.
#12.5	10	The drow house that sent Ambassador Ereluc was introduced here.
#13	1	Brother Jharo, a pregenerated PC in this adventure, was a monk of the Dawning Sun.
	6	Sossank's toadspawn template was introduced in this module.
	6B	The libractus monster found here was introduced in this module.
	9B	House Forlorna and Chalychia were introduced in this module.
	15	The coin golem monster found here was introduced in this module.
#14	8	The Porrel children were sheltered in Blessings-Be, introduced here.
#15	4A	The headmaster had a vase from the Sphinx Empire.
	6A	Information on the Sphinx Empire and the *Shadowcrown* can be found in the library.
#16	6	Voltiguer and Mt. Icpitl, introduced in this module, are on a tapestry.
#17	11	The thane's ersatz ally, the Mountain King, was introduced in this module.

	12	The blight blades wielded by the duergar clansmen are mined in the swamp setting of this module.
#17.5	12	The Grand Devotee foresaw his doom with a set of fortune telling cards similar to those seen in this module.
#18	13	The wrack and angel effigy monsters were introduced in this module.
#19	5	The harpoon urchin monster was introduced in this module.
	14	The Fine fire elemental swarm monster was introduced in this module.
#20	11	Alexia Cresh of Freeport shares a surname with the villain of this module.
	13	The feasting swarm monster was introduced in this module.
#20.5	12	Book title: “The Mask of Death and Other Dread Artefacts”
#21	11,12	Narborg is enchanted with the *warded walls* spell, introduced here.
#22	9C	Belda Hammerfell, one of the Company of the Humbled Hen, shares a surname with the dwarves in this module.
#23	13	Balfosa tells a demonic “bedtime story” concerning the dragon-mother.
#24	6B	The library contains a reference to Iasmini, a villainess of this module.
	8	Forst, the unicorn slayer, is a redcap, as featured in this module.
#25	7A	Knight-Arcanist Theophal shares a surname with the cursed family of this module.
	9B	Magus Revesk studies sanguinomancy, introduced in this module.
#26	6	Sossank’s tribe are mountain troglodytes, introduced in this module.
	11A	Goblin mites, introduced in this module, used to live in the caves near the Lightless Gate.
#27	12	Thane Vejik considers hiring the Soulgrave Slayers to kill the party.
#28	10A	Wulfrun, who hired the Company of the Black Osprey, carved his kingdom from the Wilds in this module.
	11	The god Sodoutym, introduced here, is worshipped by the duergar in Narborg.
#29	1	The rust spider monster was introduced in this module.
	12	Book title: “Bloody Battles of the Barrowdowns”
	12	Book title: “Bloody Jack, Cozette, and Jakob the Leper: Pirates of the Lirean”
	12	A cask of rye beer is marked for delivery to the “Wayward Daughter Inn,” referenced in this collection of adventures.
#30	4A	The headmaster shared the surname Silverheel with a pregenerated PC.
	6B	A map to the Vault of the Dragon Kings can be found here.
	7A	Benthosruthsa is descended from the line of Sunscratch, introduced here.
#31	8	Verdivis once visited the Far Garden, and created a new breed of plant.
#32	6B	A (fake) map to the Golden Palace of Zahadran can be found here.
	10	A (real) map to the Golden Palace of Zahadran can be found here.
#33	12	Cultists of the Forgotten Word seek to destroy the Hall of Forgotten Lore.
#34	9C	Peduncle Hilspek spent time “recuperating” in Haverthold Asylum.
#35A	8	The Gloaming Bridge that leads to the Glade of Farewell is of similar make to the one found here.
	10	Book title: “Order (?) of the Beastmen - An Analysis of the Folly of Incorporating Animal Totem Imagery into an Organizational Hierarchy”
#35B	9B	One of the drow skulkers sings a song: “Five Rings of Berain.”
	11	Book title: “Shadows that Move: Illicit Guilds of Punjar”
#44	12	The god Xhitigal, introduced here, has stolen several clerics of Narborg.
#48	8	A shadowy portal to a dark corner of the Far Garden is introduced in this collection of adventures.
#49	11A	Thane Vejik seeks nightfall ore, first introduced in this module.

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APPENDIX I:
THE KEYS

For the GM's convenience, all of the keys found in Castle Whiterock have been listed below. In some cases, the term "key" is used broadly. Also, sometimes the key just isn't in the dungeon; either its owner left and took it with them, or it was just lost.

In Area	The Key To	Is Found in Area (and Where)
1-12	Chest	1-9 (Ikenvar)
1-12	Trapped door	1-12 (one key in rubble, second key in chest)
2-3	Door	2-2 (Minus)
2-7	Iron box	2-7 (Goresh)
2-9	Door	2-11 (Kaernga) and 2-13 (Tarik)
2-11	Wooden chest	2-11 (Kaernga)
2-17	Manacles	2-17 (Ulrick)
3-4	Box	3-4 (bugbear)
3-6	Chest	3A-1 (Drugila)
3-7	Tomb door	3A-1 (Drugila)
4-14	Cage	4-13 (Benthoc)
4A-1	Main door	3-5 (secret compartment)
6A-2	Doors	6A-4 (keyring)
7-4	Chest	missing; not in dungeon
7-15	Chest	7-15 (Nall'loth)
7A-5	Cell door	7A-5 (on wall just outside door)
7A-6	Shrine door	7A-6 (on wall just inside door)
7A-7	Shrine door	7A-7 (on wall just inside door)
9A-2	Depression	9A-2 (head of golem's mace)
10-2	Door	10-1 (ushers), 10-39 (keyring)
10-4	Padlocks	10-7 (hidden in statue), 10-13 (ushers), 10-39 (keyring)
10-12	Padlock	10-13 (Minia)
10-14	Door	10-3 (keyring)
10-15	Door	10-3 (keyring), 10-33 (security post)
10-18	Door	10-1 (junior wizard), 10-13 (Minia), 10-24 (duergar), 10-39 (keyring)
10-20	Door and chest	with Master Craftsman; not in dungeon
10-22	Doors	10-19 (on table)
10-23	Door	10-33 (security post)
10-28	Door	10-28 (usher captain), 10-39 (keyring)
10-29	Doors	10-33 (security post)
10-30	Doors	10-33 (security post)

In Area	The Key To	Is Found in Area (and Where)
10-31	Doors	10-31 (derro sorcerer), 10-33 (security post)
10-32	Main gate	10-33 (security post)
10-33	Door	10-28 (usher captain), 10-39 (keyring)
10-34	All doors	10-33 (security post), 10-39 (keyring)
10-35	All doors	10-33 (security post), 10-39 (keyring)
10-35	Manacles	10-35 (on wall)
10-36	All doors	10-33 (security post), 10-37 (Geviss Ereluc), 10-39 (keyring)
10-39	Door	10-39 (keyring)
10-40	Secret doors	10-39 (keyring)
10B-2	*Phase door*	10B-3 (glass key in vest)
10B-6	*Phase door*	10B-4 (glass chain in window)
10B-8	*Phase door*	10B-5 (glass lock in construct's hand)
10B-10	Doors	missing; not in dungeon
Level 11	Random trapped chest	11-29 (mercenary commander)
Level 11	All personal chests	On all duergar troops
11-5	Doors	11-6 (mercenary captain)
11-6	Doors	11-6 (mercenary captain)
11-8	Door	11-6 (mercenary captain), 11-8 (mercenary chaplain), 11-19 (mercenary enchanter), 11-29 (mercenary commander and mercenary spy)
11-12	Door	11-6 (mercenary captain), 11-8 (mercenary chaplain), 11-19 (mercenary enchanter), 11-29 (mercenary commander and mercenary spy)
11-15	Door	11-22 (Underdeep veterans), 11-23 (Underdeep veterans), wandering monster Underdeep veteran
11-20	Door	11-29 (mercenary commander)
11-20	Chest	11-29 (mercenary commander)
11-21	Door	11-21 (deep watch), 11-23 (Underdeep veterans), wandering monster Underdeep veteran
11-22	Cells	11-22 (Underdeep veterans)
12-11	Doors	12-11 (Underdeep veterans)
12-14	Doors	with owners; removed from area
12-15	Doors and cells	12-31 (watch commander)
12-18	Doors	12-18 (Master Wizard)
12-19	Safe	12-18 (in painting in armoire)
12-20	Door	12-19 (safe)
12-27	Key storage doors	12-31 (watch commander)
12-33	Doors	12-39 (Zahd)
12-40	Door	12-40 (Thane Hrolad Vejik)
12A-2	Chest	missing; not in dungeon
14B-4a	Door	14B-4b (janni cleric)
14B-5	Door	14B-7 (Baghamaya) and 14B-8 (Scithia)
14B-6d	Door	14B-7 (Baghamaya) and 14B-8 (Scithia)

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APPENDIX J:
THIRD-PARTY MONSTERS AND TEMPLATES

For the convenience of GMs looking for more information on monsters and templates taken from third-party sources, they are listed alphabetically below.

Each entry includes source, page number, and the printed descriptive text (or, if one was not provided in the source material, a description has been extrapolated). After the description, that monster's or template's location in *Castle Whiterock* is noted.

Angel Effigy, *DCC #18: Citadel of the Demon Prince*, Goodman Games, page 45

This strange creature looks like a deranged child's sculpture of an angel. Formed of twigs and bones twined together with cured leather adorned with flecks of skin and tufts of golden hair, this tall, bandy-legged effigy seems both fragile and awkward. It has enormous, tattered wings made of a wood-and-bone frame across which cured flesh, together with bits of fingernails and teeth, has been stretched.

Appears in area 13-16.

Barbshell, *Monsters of the Boundless Blue*, Goodman Games, page 8

The freshwater barbshell is a six-foot-diameter bivalve mollusk. Its outer shell is drab brown and adorned with all manner of algae and mossy plant-like growths. Two rubbery eyestalks emerge from its shell halves, and it can shoot a piercing harpoon-like fang into prey at great distances.

The freshwater barbshell in area 7-7 was based on the barbshell.

Barracuda, *Tome of Horrors (Revised)*, Necromancer Games, page 428

A barracuda is a predatory fish that averages about 2 feet long and weighs 10-15 pounds. Its body is bluish-gray near the front changing to silver mottled with black spots in the rear. Its mouth is filled with razor-sharp teeth.

The pike in area 5-10 was based on the barracuda.

Blood Hawk, *Tome of Horrors (Revised)*, Necromancer Games, page 38

This creature appears similar to a hawk, but with red talons and a dull red beak.

Appears in area 1-14b, also as a wandering monster on level 1.

Caryatid Column, *Tome of Horrors (Revised)*, Necromancer Games, page 53

An exquisitely sculpted and chiseled statue of a beautiful female warrior adorns the area, longsword in her hand.

Appears in area 6B-2.

Cave Fisher, *Tome of Horrors (Revised)*, Necromancer Games, page 56

This man-sized creature resembles a cross between a lobster and a spider. It has eight legs, two of which end in serrated pincers. Its snout is long and pointed.

Appears in area 7-6.

Cave Moray, *Tome of Horrors (Revised)*, Necromancer Games, page 57

The creature is a brownish-gray, slug-like creature about 5 feet long and 1 foot thick. Its eyes are dark brown and bulbous.

Appears in area 4-9.

Coin Golem, *DCC #13: Crypt of the Devil-Lich*, Goodman Games, page 75

This massively dense pile of animated coins is 20 feet tall.

The coin golem in area 15-8 is based on this construct.

Crystal Ooze, *Tome of Horrors (Revised)*, Necromancer Games, page 285

This creature looks like a quivering puddle of water.

Appears in area 5-1.

Deep Worg, *Underdark Adventure Guide*, Goodman Games, page 74

Deep worgs are much larger than their surface kin,

growing up to nine feet long. They have hairless, gray, wrinkled hides with thick folds of skin. Their sharp, curved claws are retractable, like those of a cat.

Appears in area 9-3.

Desiccated Template, *Deluxe Book of Templates*, Silverthorne Games/Goodman Games, page 160

Desiccated are the dried, shriveled remains of the base creature and look only vaguely similar to their previous incarnations. Hollow eye-sockets, missing patches of skin or fur, and a withered musculature, clinging to the sun-bleached and intermittently exposed bones, are all characteristics of a dried one. Specimens exist that have far more frightening and appalling features.

Applied to dire lions in area 9A-4.

Electric Eel, *Tome of Horrors (Revised)*, Necromancer Games, page 429

Electric eels resemble snakes ranging from 9 to 20 feet long and weighing 50 to 120 pounds. Its body is grayish-brown and lightens near the head. Small yellow splotches can be seen near the mouth. The electric eel is slimy to the touch and has no scales (the electric eel is not a true eel, but a fish).

Appears in area 5-15; also in area 5-5 as an animal companion.

Elemental Template, *Deluxe Book of Templates*, Silverthorne Games/Goodman Games, page 105

Elemental creatures are shaped like their material counterparts, but are obviously infused by the power of whatever element they embody. Water elemental creatures have slick skin the color of any type of water, less hair, webbed digits, and large eyes.

Applied to the hydrohydra in area 5-11.

Faerie Dragon, *Tome of Horrors (Revised)*, Necromancer Games, page 164

This tiny dragon has delicate and brightly colored butterfly wings and a long, thin prehensile tail. Its scales are smooth and range in color from red to purple, with a ll colors of the spectrum falling in between. Its eyes are bluish-green, and its backward curving horns are silver with gold flecks.

Grisby, a faerie dragon, appears in area 8-4.

Feasting, *The Book of Fiends*, Green Ronin Publishing, page 100

Somewhat like a spider, this eight-legged creature is covered in chitin, spikes protruding from what might be its head or tail. On its underside are several mouths with fantastically sharp teeth.

Appears in area 13-3.

Giant Clam, *Tome of Horrors (Revised)*, Necromancer Games, page 61

A large brightly colored shell shifts in the currents. Seemingly split or divided down the middle, its interior is a dazzling golden brown.

Appears in area 5-7.

Giant Leech, *Tome of Horrors (Revised)*, Necromancer Games, page 255

A large bloated leech floats in the muck and slime.

Appears in area 7-11.

Giant Rhinoceros Beetle, *Tome of Horrors (Revised)*, page 34

This creature appears as a giant beetle with a grayish-brown carapace and wing-covers and a large brownish-black "horn" between its mandibles.

Appears in area 8-18.

Giant Snapping Turtle, *Tome of Horrors (Revised)*, Necromancer Games, page 435

The immense turtle's shell is caked with lake mud and slime.

Appears in area 9-2.

Gigantic Template, *Deluxe Book of Templates*, Silverthorne Games/Goodman Games, page 46

A gigantic creature looks like a larger (sometimes much larger) version of the base creature.

Applied to the stirge brood mother, area 9-5b.

Groaning Spirit, *Tome of Horrors (Revised)*, Necromancer Games, page 229

This translucent figure resembles a beautiful elven female with delicate features. Her eyes burn with a crimson flame and her hair is a tangled mess of its former beauty.

Appears in area 9-6.

Harpoon Urchin, *DCC #19: The Volcano Caves*, Goodman Games, page 35

This small creature is a spiny orange ball. It moves slowly across the ground.

Appears in area 5-13a.

Hell Moth, *Tome of Horrors (Revised)*, Necromancer Games, page 235

This creature looks like a giant gray moth with spiraling bands of red and black on its body. It has large, thin, reddish-hued wings.

Appears in area 13-15.

Libractus, *DCC #13: Crypt of the Devil-Lich*, Goodman Games, page 17

Beneath his robes, the librarian is an aged man, his face covered with scab-like wounds.

Appears in area 6B-4.

Lurker Above, *Tome of Horrors (Revised)*, Necromancer Games, page 258

A black manta ray-like creature – three times the size of a human – flies toward you. Its body is black shifting to gray on its inside or underbelly.

Appears as a wandering monster on level 7.

Lurker Below, *Tome of Horrors (Revised)*, Necromancer Games, page 259

This aquatic creature strongly resembles a manta ray. It is roughly three times the size of a human and has skin of pale blue or black hue.

Appears as a wandering monster on level 7.

Many-Headed Template, *Deluxe Book of Templates*, Silverthorne Games/Goodman Games, page 55

A many-headed creature looks like a regular version of its kind, except that it has more heads than normal, usually growing from the same general area as the head of a single-headed creature. In some cases, the head may appear elsewhere on the body, such as on the end of what would normally be the creature's tail. The extra heads are sometimes noticeably different from one another in size, color, distinguishing features, and so on.

Applied to The Bull, a gorgon, in area 14A-8.

Miniature Template, *Deluxe Book of Templates*, Silverthorne Games/Goodman Games, page 95

A miniature looks like a smaller version of the base creature.

Applied to Fjorjek and other stone giants in area 9-10.

Monstrous Crayfish, *Tome of Horrors (Revised)*, Necromancer Games, page 73

This creature looks like a giant lobster with a sharp snout and eyes on movable and flickering stalks. Two large claws protrude from its thorax in front of four other pairs of spindly walking legs. Its exoskeleton is dark brown in color.

Appears in areas 3-13 and 5-14.

Mountain Troglodyte, DCC #26: The Scaly God, Goodman Games, page 61

The reptilian humanoid is slightly taller than a human, with powerfully built legs, muscular arms, and a thick tail. The creature's body is covered with thick, brown scales and its head resembles that of a lizard. The head bears a long frill and bone-like spurs that project from the creature's elbows and shoulders. It has baleful yellow eyes.

Appears throughout level 6.

Mudman, *Tome of Horrors (Revised)*, Necromancer Games, page 272

This stocky humanoid is seemingly composed of mud. It has long, thick arms and bandy legs. Its head is round and featureless.

Summoned by Vulgaris in area 7-2.

Piercer, *Tome of Horrors (Revised)*, Necromancer Games, page 420

This creature looks identical to a normal stalactite, tapering to a fine point. It only reveals itself when it drops down on prey.

Appears in area 4-1.

Quickened Template, *Deluxe Book of Templates*, Silverthorne Games/Goodman Games, page 65

Some quickened are thinner than a normal creature of their species. Others show no outer signs of their nature.

Applied to giant snapping turtle in area 9-2.

Rasthnum, *Monsters of the Endless Dark*, Goodman Games, page 48

Rasthnum are red rock-like predators about two feet in diameter, riddled with holes. From these holes originate pink whip-like tentacles that end in sharp red spikes.

Appears in area 3-11, also as a wandering monster on level 3.

Redcap, *DCC #24: Legend of the Ripper*, Goodman Games, page 32

With its powdery-white complexion and leathery, weathered skin, the humanoid before you looks like a very old man. Short and stocky, with fiery red eyes, a long white beard, but only thin wisps of stringy hair poking out from beneath a blood-stained cap, it is utterly hideous to behold. And it's clearly fearsome, for despite a skeletal-like appearance, the creature has powerful arms that end in long, sharp eagle-like claws. Grinning maliciously through needle-like teeth, the creature stomps toward you in iron boots.

Forst, a redcap, appears in area 8-8.

Rust Spider, *DCC #29: The Adventure Begins*, Goodman Games, page 252

This spider-like creature is the size of a human and has a wide, yellow-red carapace. It has two beady eyes set above a wide maw filled with stubby yet sharp teeth. Its spindly legs burst suddenly into motion as it turns toward you.

Appears in area 1-14a.

Sanddevil, *Gary Gygax's Necropolis*, Necromancer Games, page 231

The sanddevil appears as a 15-foot-tall and 30-foot-diameter mass of swirling, living sand.

Appears in area 9A-5.

Savage Template, *Deluxe Book of Templates*, Silverthorne Games/Goodman Games, page 69

A savage being looks like an untamed version of the base creature. Hair and clothing (where applicable) are often disheveled and crude. Among species that possess such traits, natural weapons are larger and the hide or fur is thicker. An aura of ferocity exudes from the savage creature, along with an almost spiritual connection to the natural forces of the world.

Applied to monstrous crayfish in area 3-13 and otyugh in area 11B-7.

Skeleton Warrior, *Tome of Horrors (Revised)*, Necromancer Games, page 392

This skeletal figure is arrayed with weapons and cloaked in plate armor. A noble cap of purple and gold flows around its shoulders and down its back.

Koborth the skeletal champion in area 12-37 is based on the skeleton warrior.

Spellpowered Template, *Deluxe Book of Templates*, Silverthorne Games/Goodman Games, page 75

Spellpowered creatures usually look no different than their normal counterparts. Sometimes, however, the creature manifests cues to its hidden talents, from a vague weirdness to altered coloration or other unnatural features.

Applied to the behir in area 9B-1.

Swarm, Fine Fire Elemental, *DCC #19: The Volcano Caves*, Goodman Games, page 38

Innumerable candle flames swirl through the air.

A wandering monster on levels 14A and 14B.

Toadspawn Template, *Dungeon Crawl Classics Presents: Blackdirge's Dungeon Denizens*, Goodman Games, page 108

Toadspawn creatures are larger than their normal kind, and have broader faces to accommodate their extra-large mouths and elongated tongues. These progeny of Bobugbubilz seem to radiate a palpable aura of impure vitality.

Applied to Sossank in area 6-14.

True Mummy Template, *Deluxe Book of Templates*, Silverthorne Games/Goodman Games, page 172

A true mummy is a preserved corpse animated by divine necromancies. Unlike traditional mummies, the true mummy remains in good physical condition, avoiding the fate of the dull-minded corpses that are lesser mummies. At the end of the embalming process, a true mummy simply appears as a thin body wrapped in fine linen, which is covered with ritual writings. Some traditions do not cover the mummy's head, or unwrap the mummy completely after a successful ritual. Such mummies may even look almost alive. True mummies may wear and use any clothing or equipment that a living creature of their base type can.

Applied to Anhkhotep in area 9A-8.

Undead Lord Template, *Tome of Horrors II*, Necromancer Games, page 214

The Undead Lord appears much like normal undead of its type, although a strong aura of evil and power seems to resonate from it.

Applied to the Wight Lady in area 7-13.

Vespertiliac, *The Book of Fiends*, Green Ronin Publishing, page 133

This creature has large, bat-like wings and flanges of skin on its forearms and legs. With grotesque features and a malevolent leer, it shifts its balance from one foot to the next, eager to spring forward for the kill.

Appears in area 13-2.

Wrack, *DCC #18: Citadel of the Demon Prince*, Goodman Games, page 56

This creature looks like a man of living flame, standing roughly 12 feet in height. Its flames are deep crimson and ebony, shot through with streaks of sickly green. A miasma of energy seems to float in its torso.

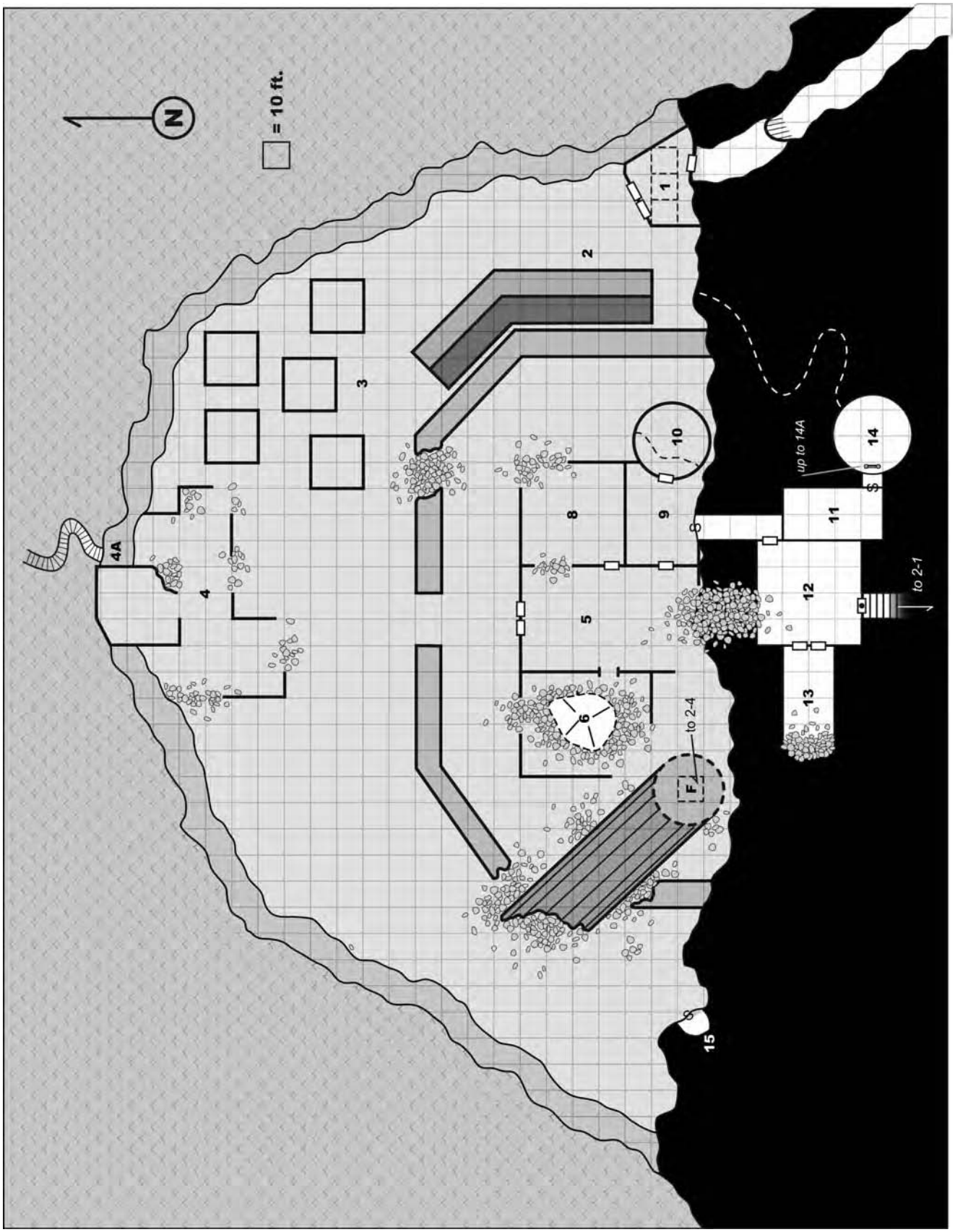
Appears in area 13-8.

Dungeon Crawl Classics #51
Castle Whiterock

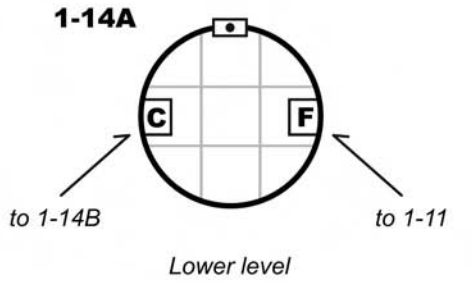
BOOK OF MAPS

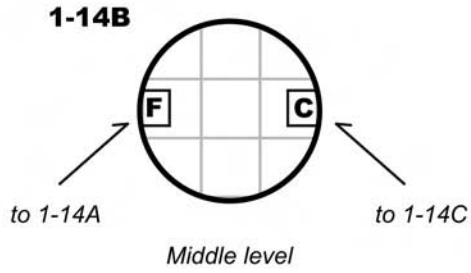
Cross-Section of Castle Whiterock

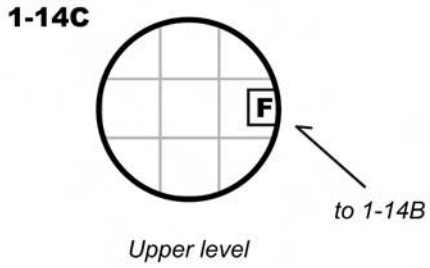
Map 1: Level 1, map 1



Map 2: Level 1, map 2

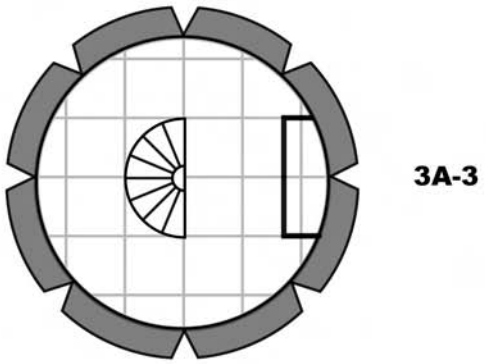


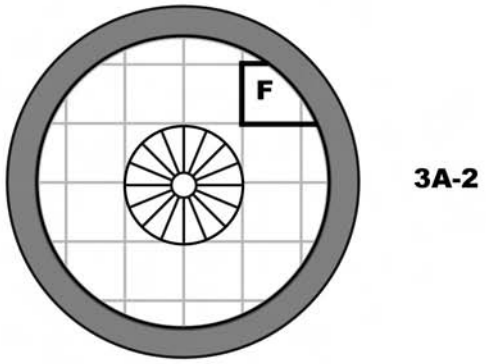


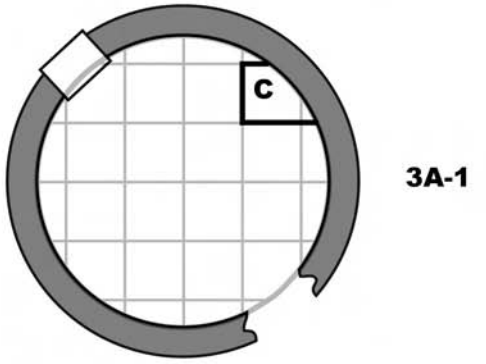


= 10 ft.

Map 5: Level 3A







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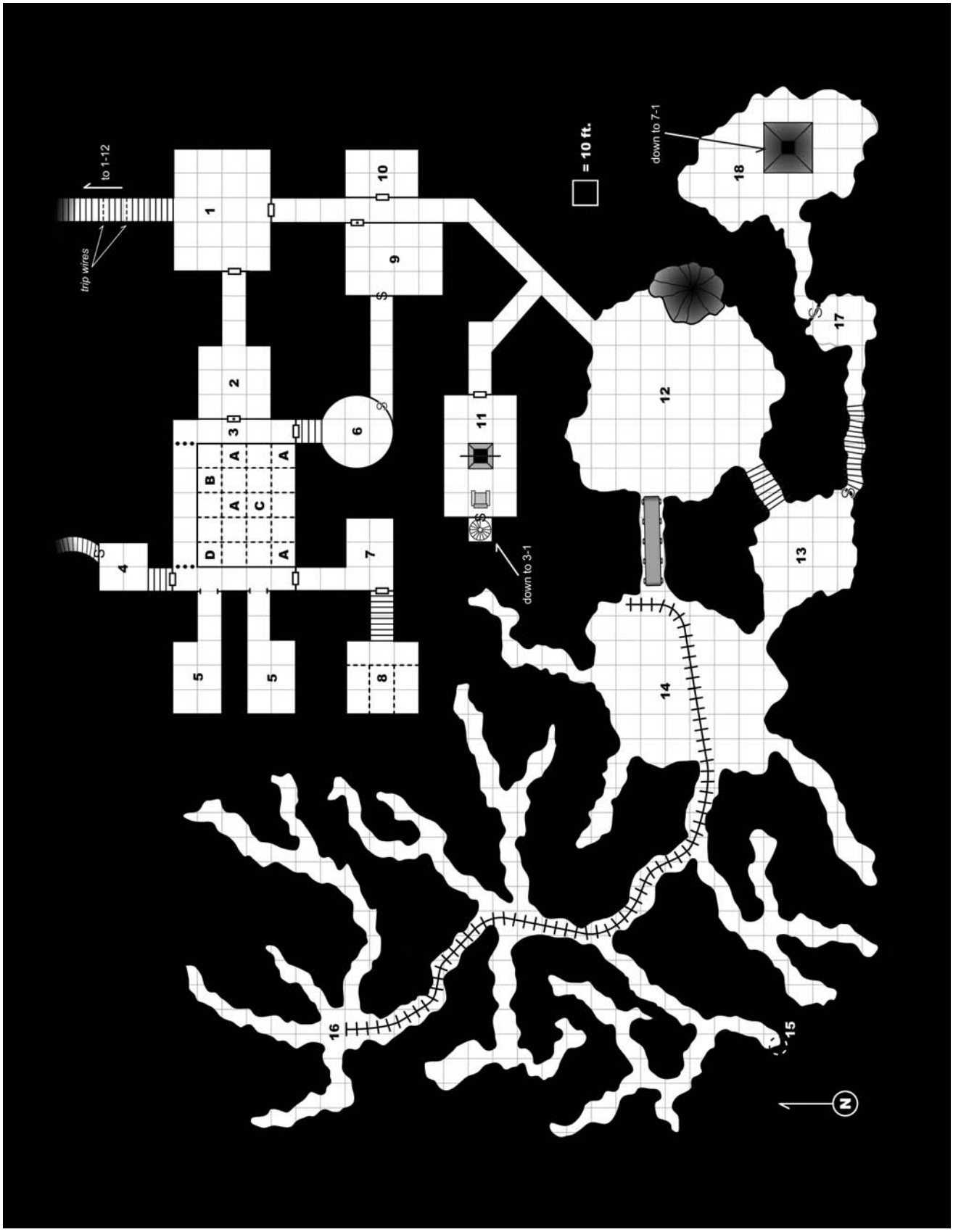
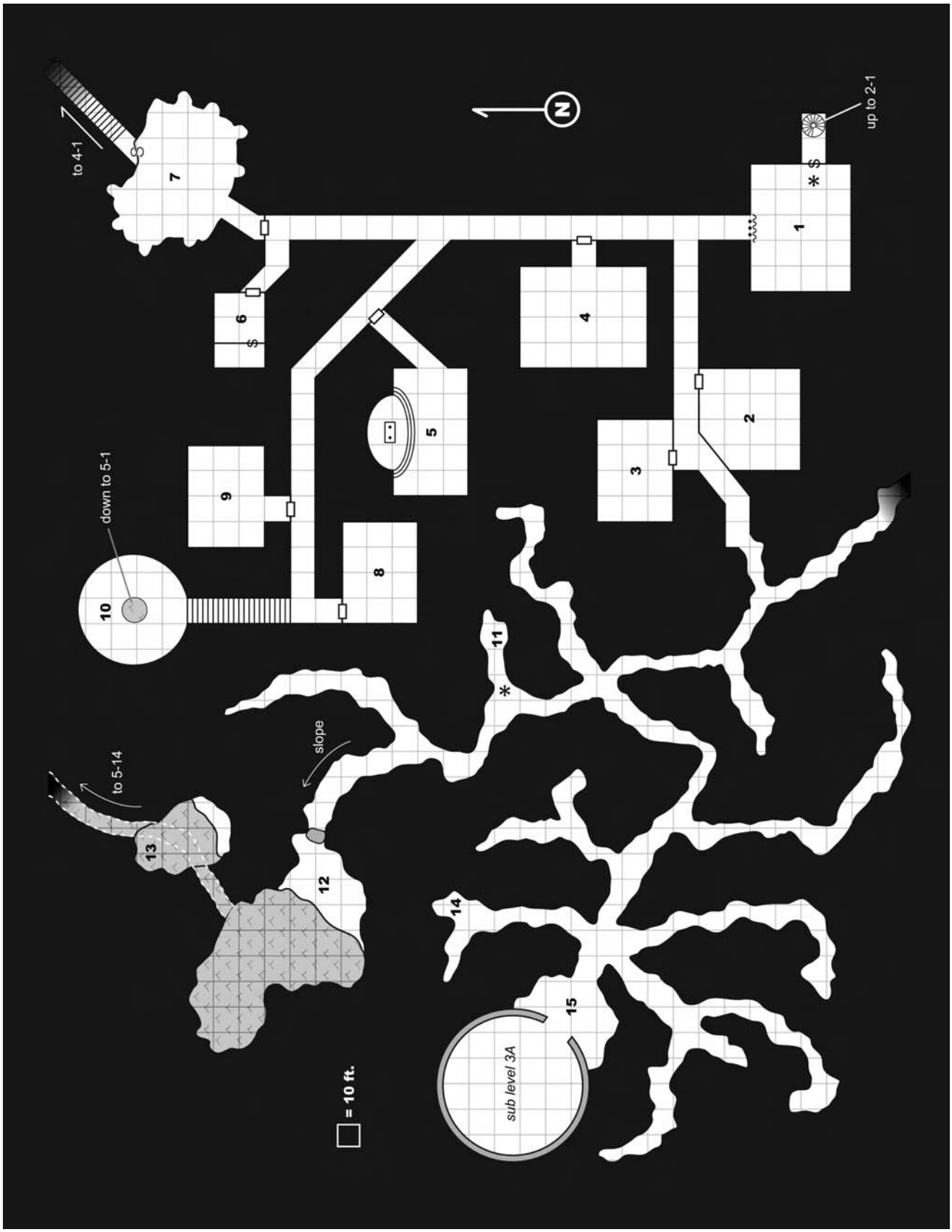
Map 3: Level 2

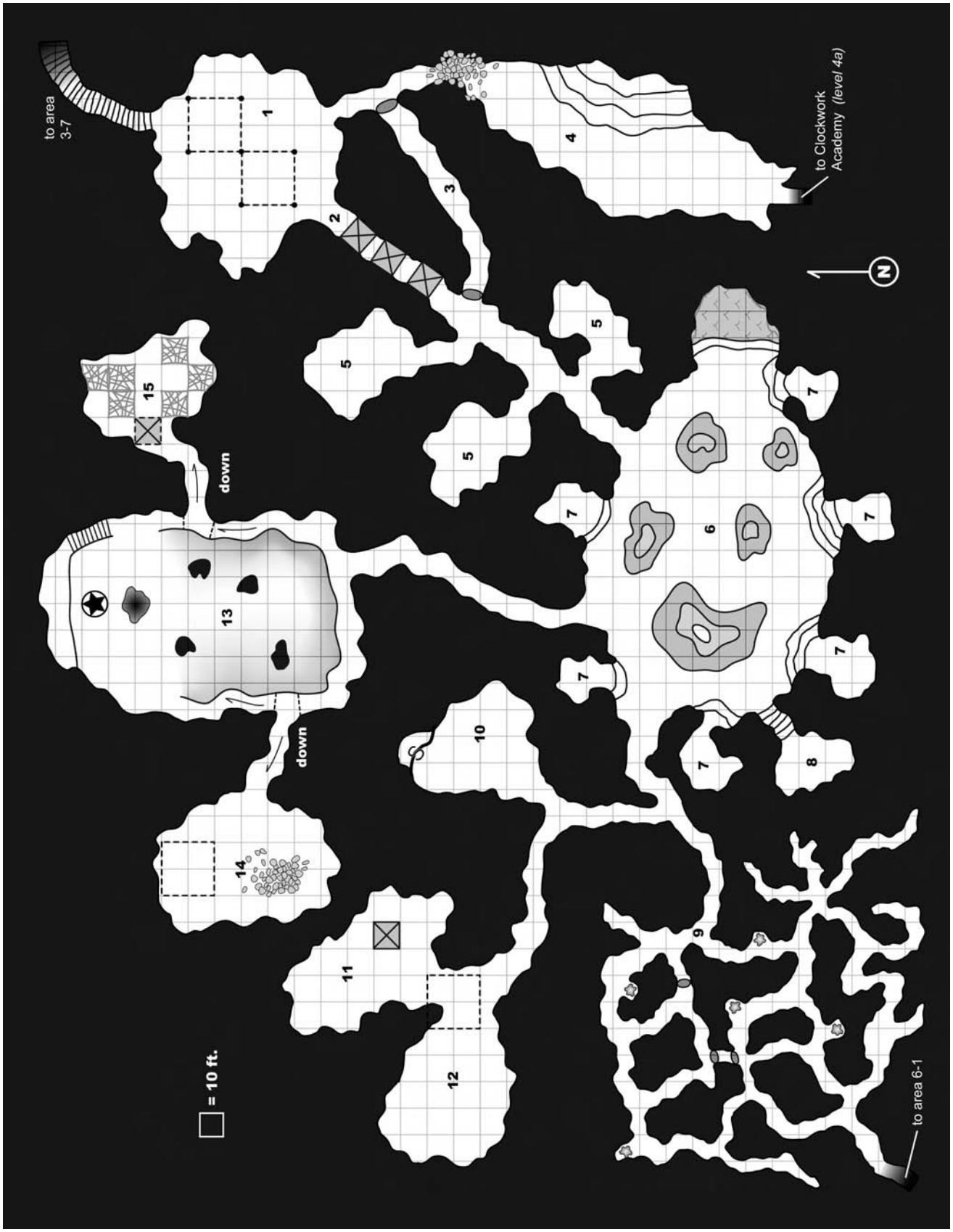


Map 4: Level 3

(see page 3 for level 3A)



Map 6: Level 4


to area 3-7
to Clockwork Academy (level 4a)
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down
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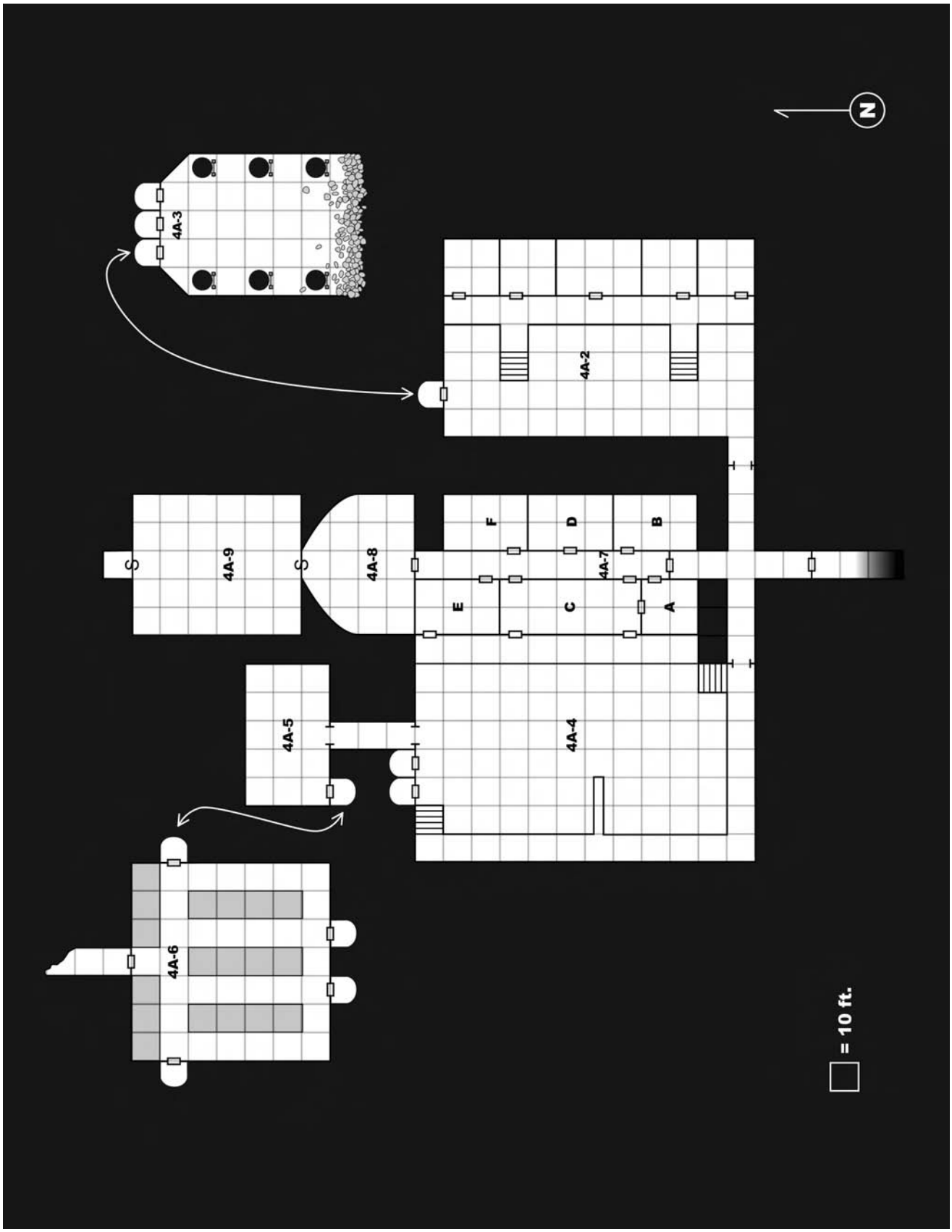
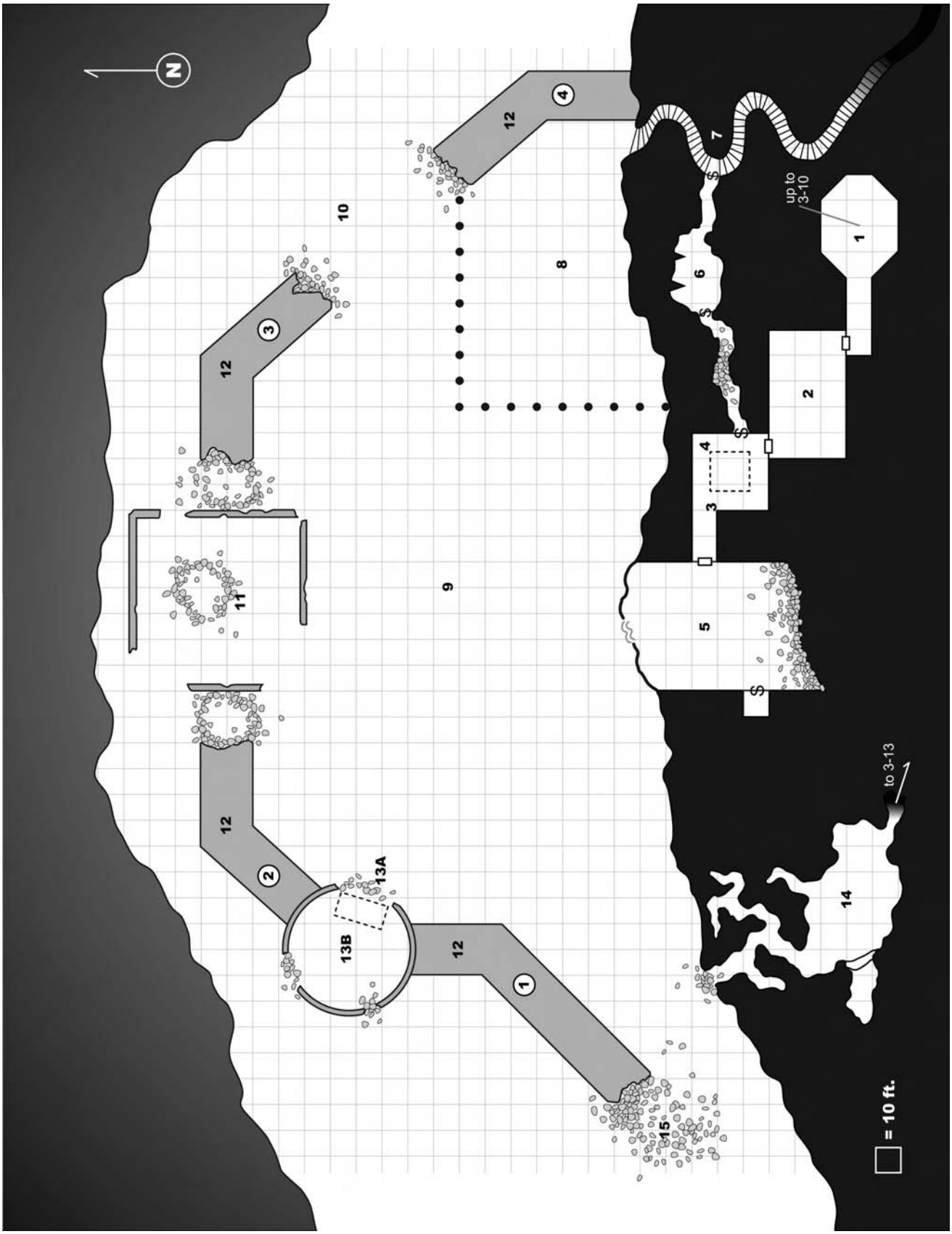
to area 6-1

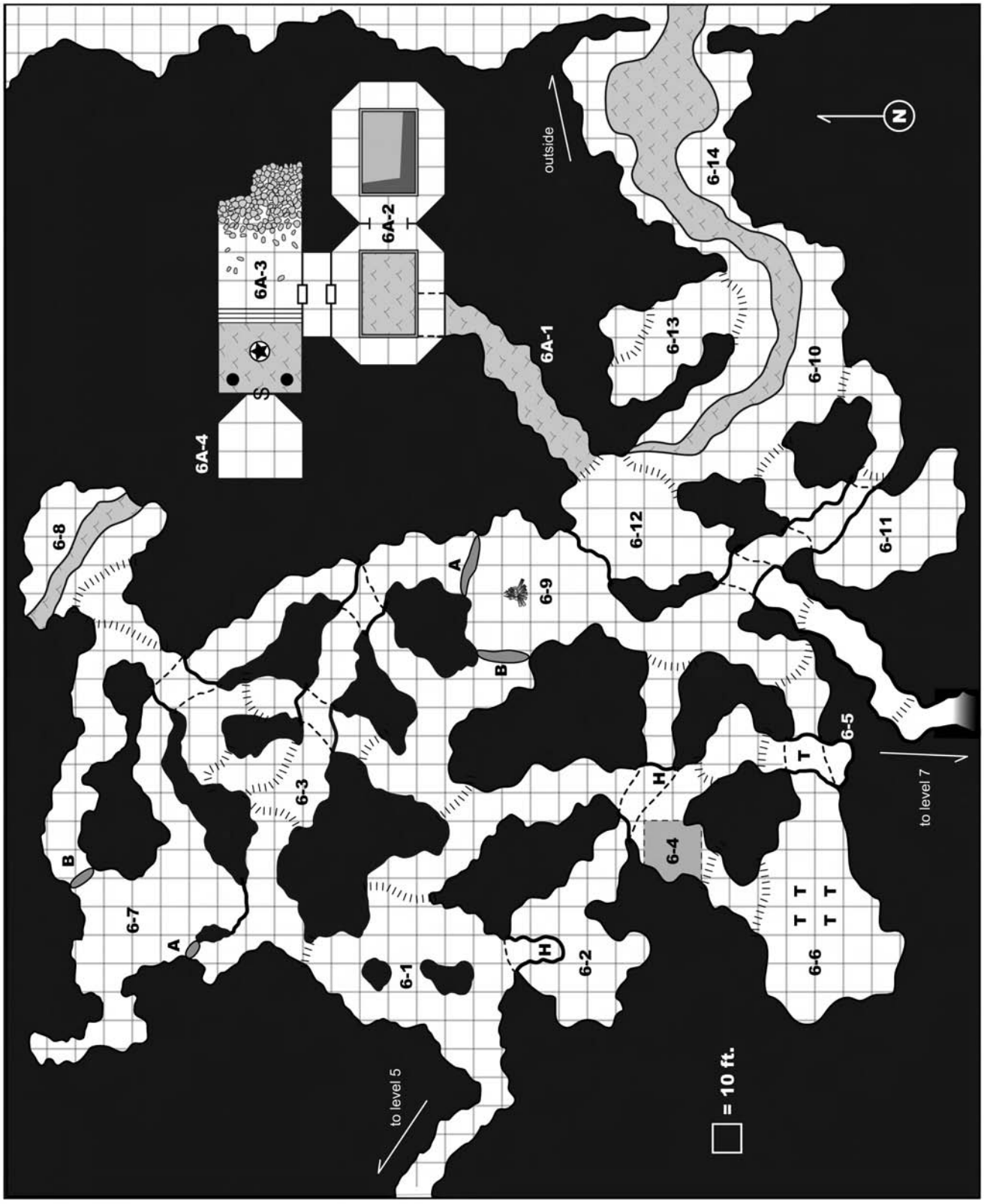
Map 7: Level 4A



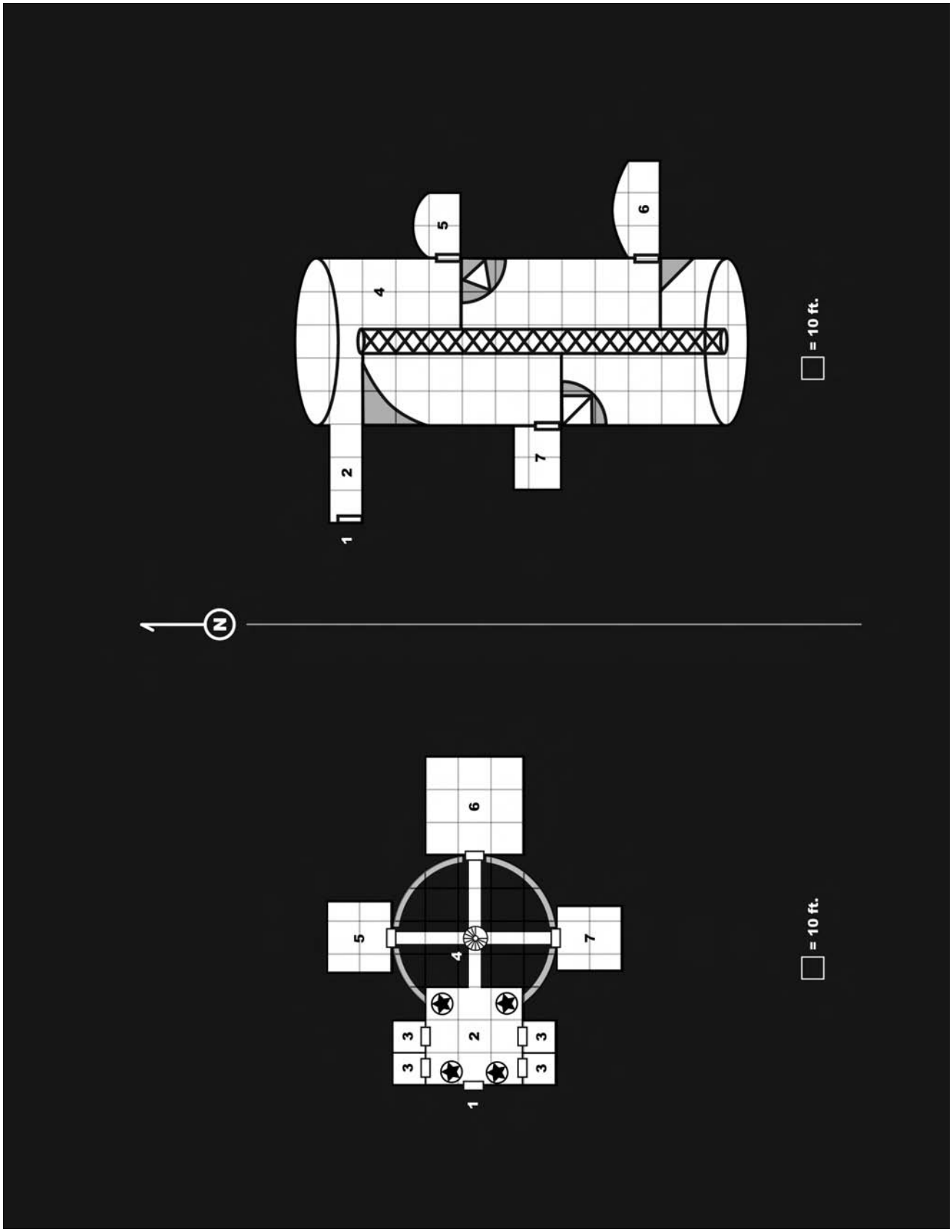
Map 8: Level 5



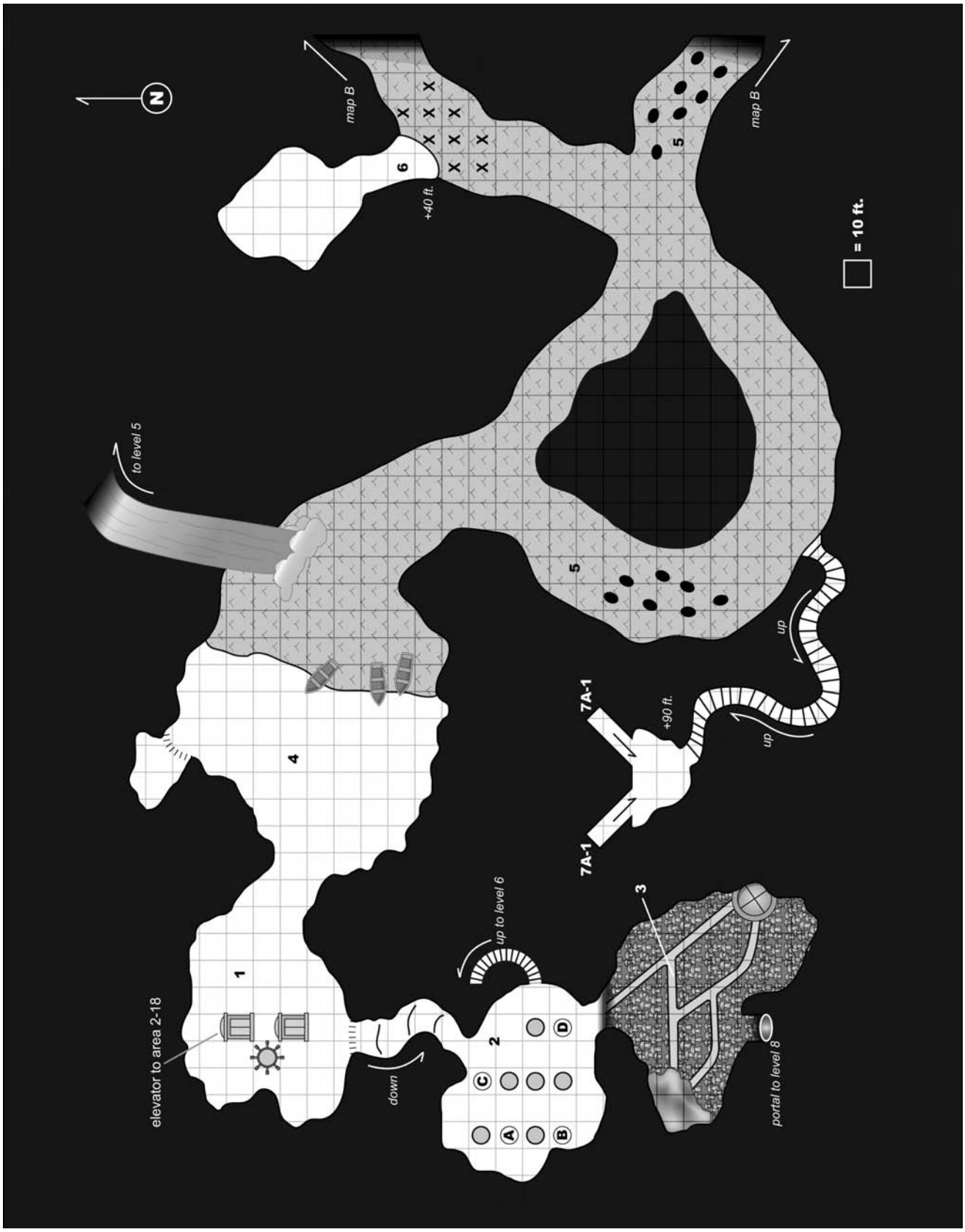
Map 9: Levels 6 and 6A



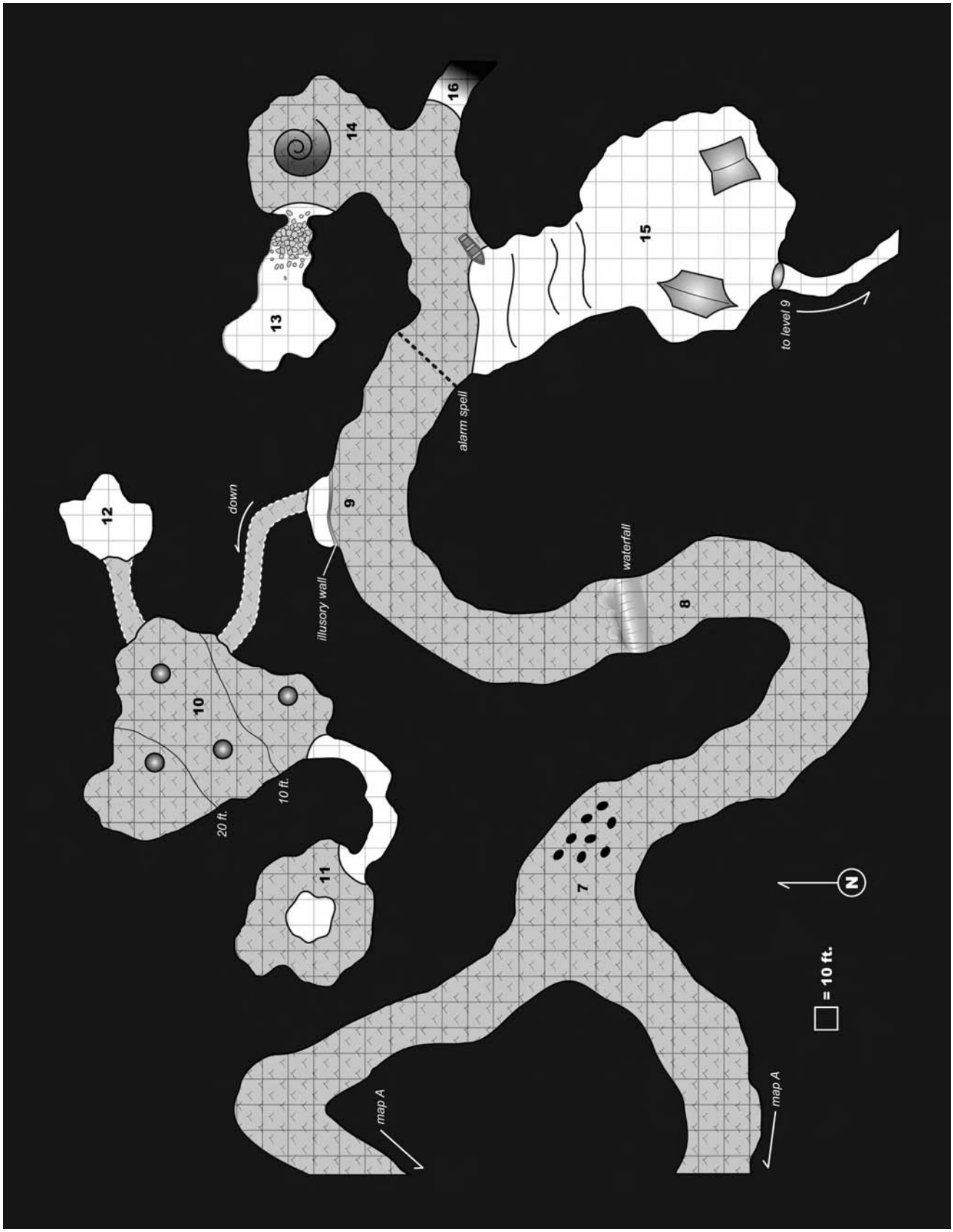
Map 10: Level 6B



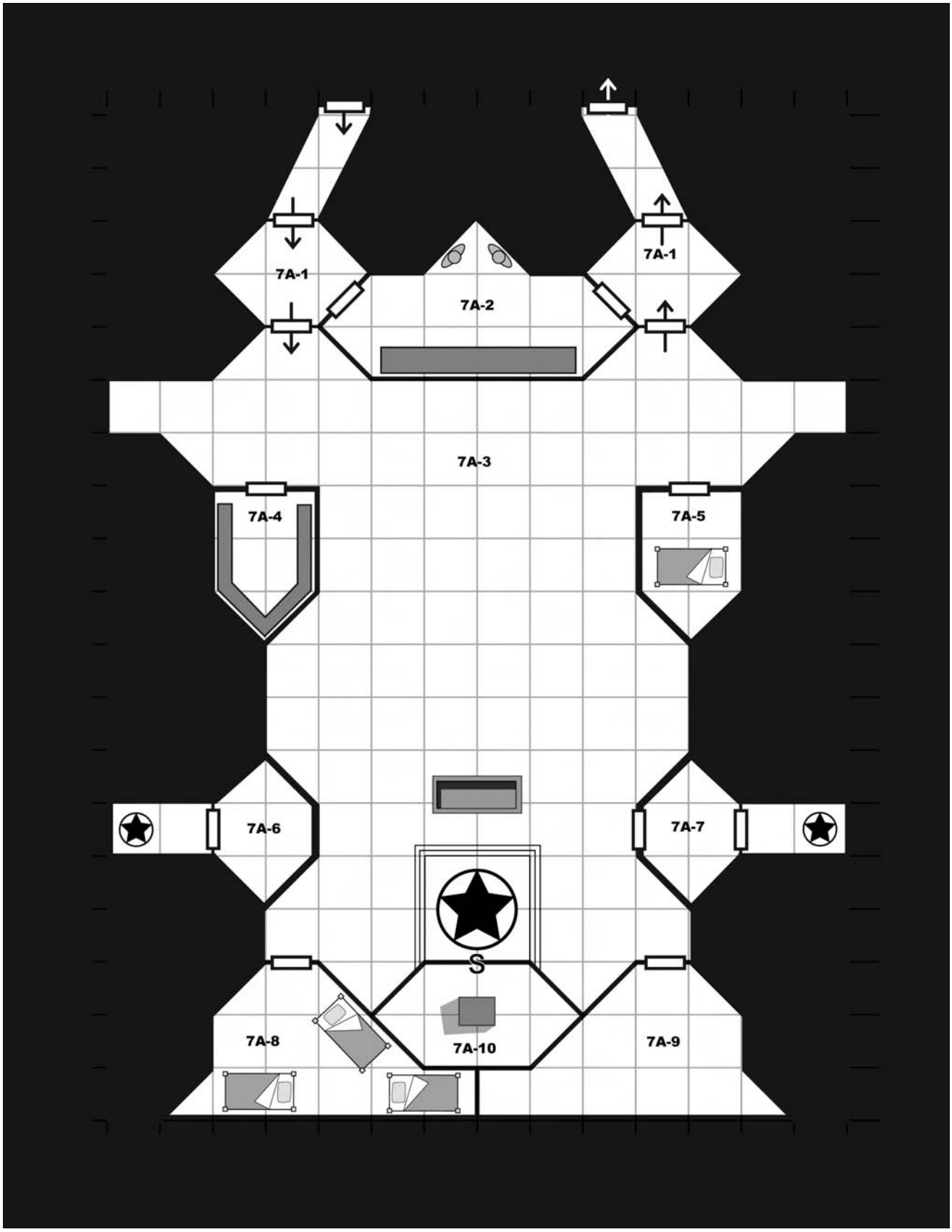
Map 11: Level 7, map 1



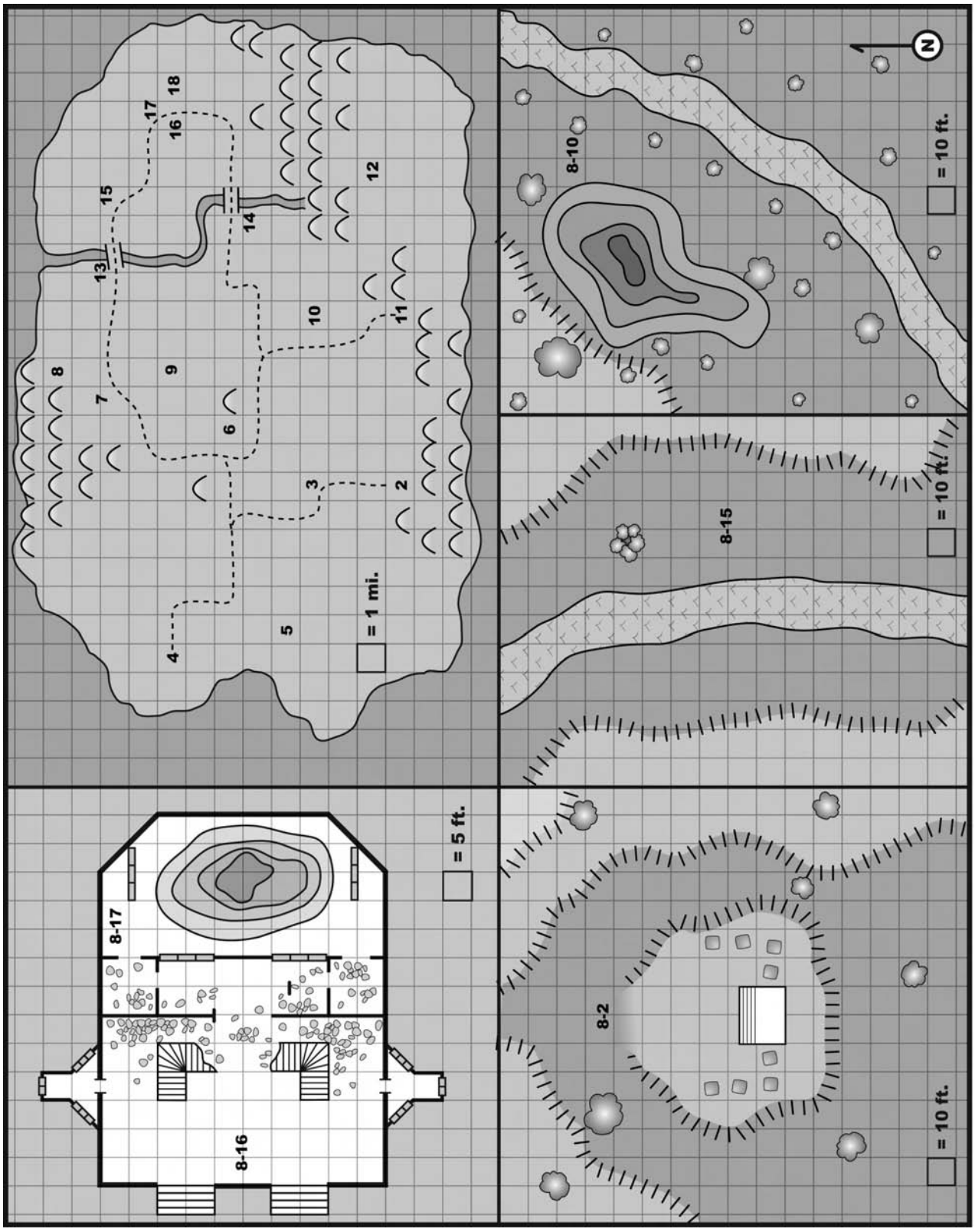
Map 12: Level 7, map 2



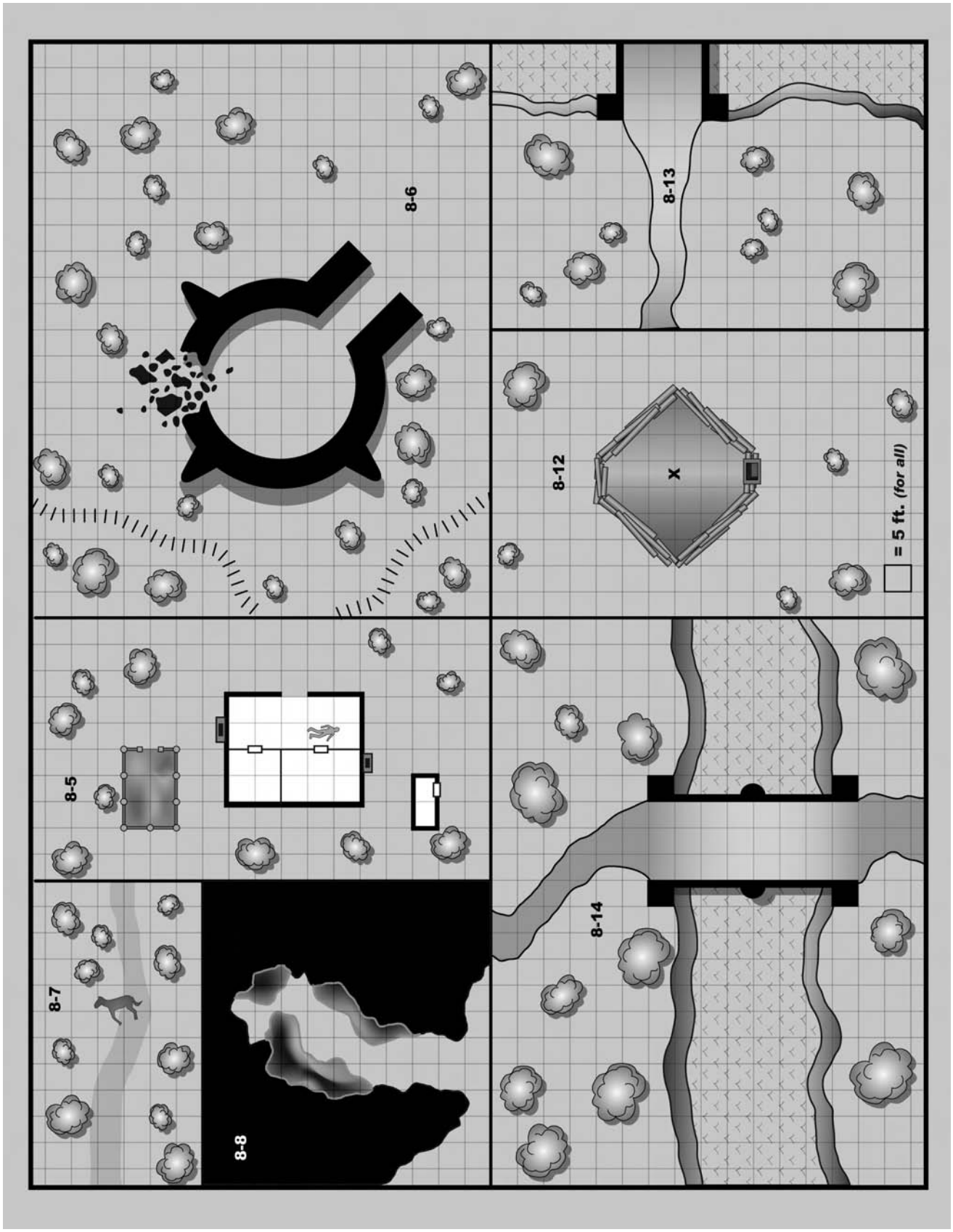
Map 13: Level 7A



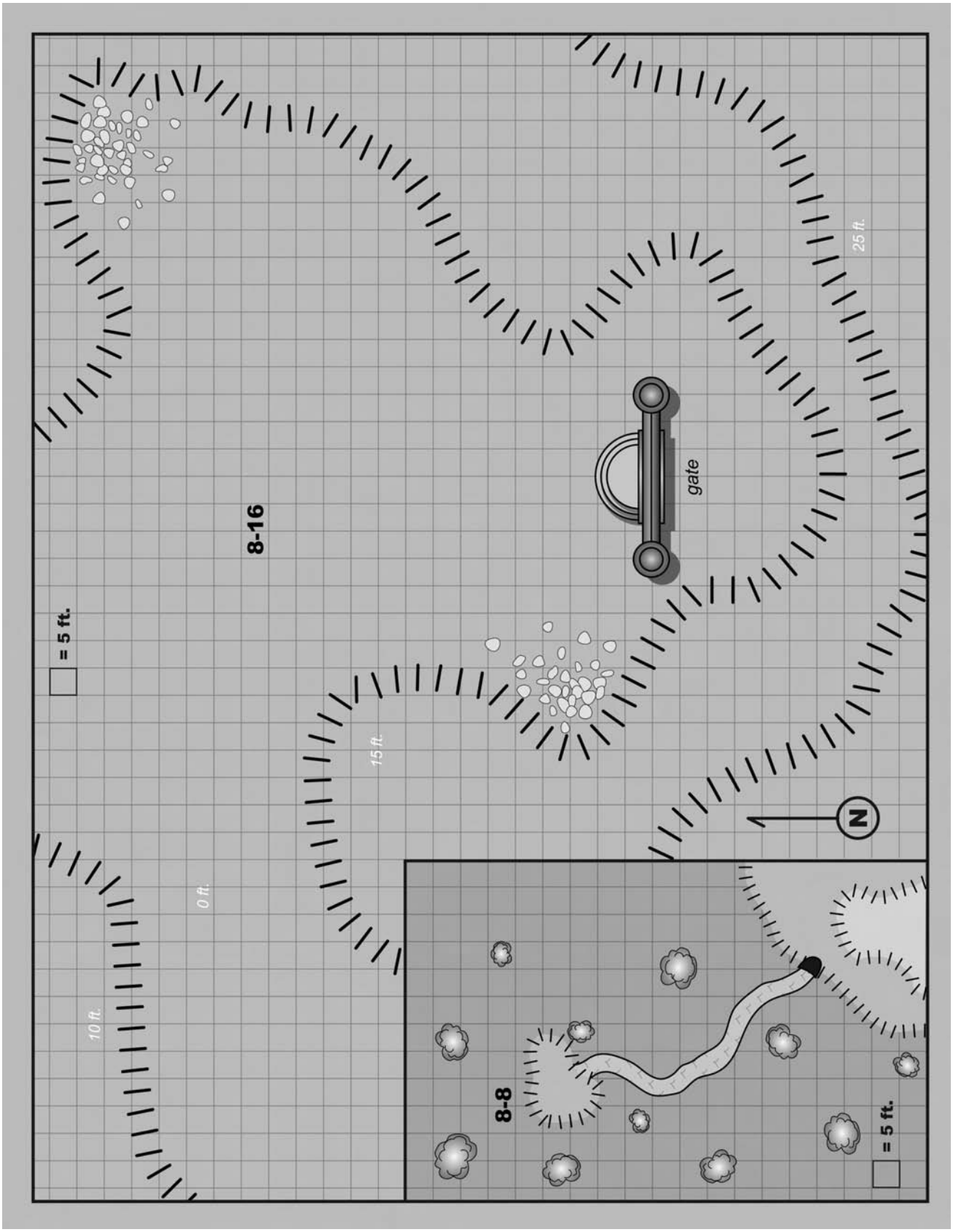
Map 14: Level 8, map 1



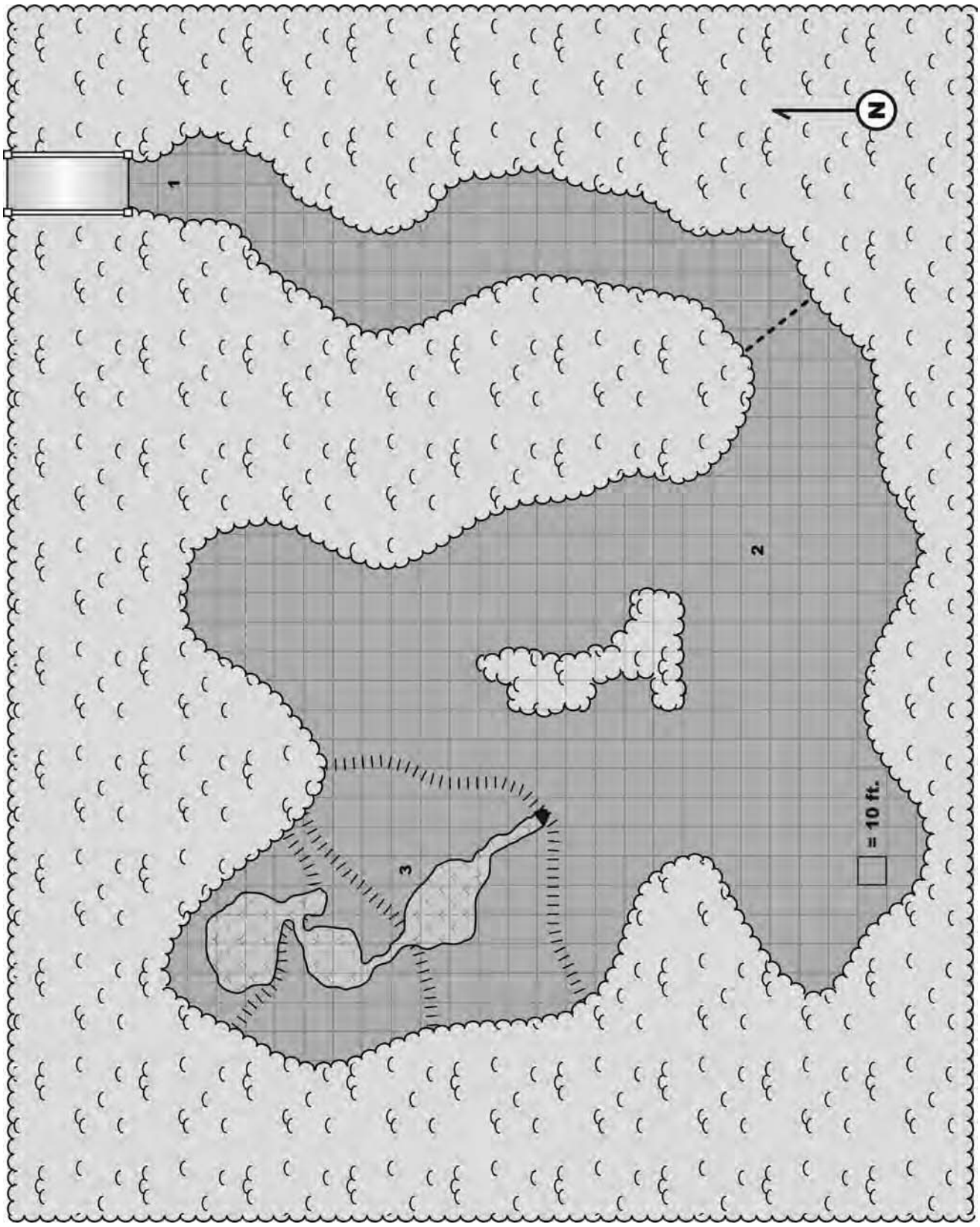
Map 15: Level 8, map 2



Map 16: Level 8, map 3



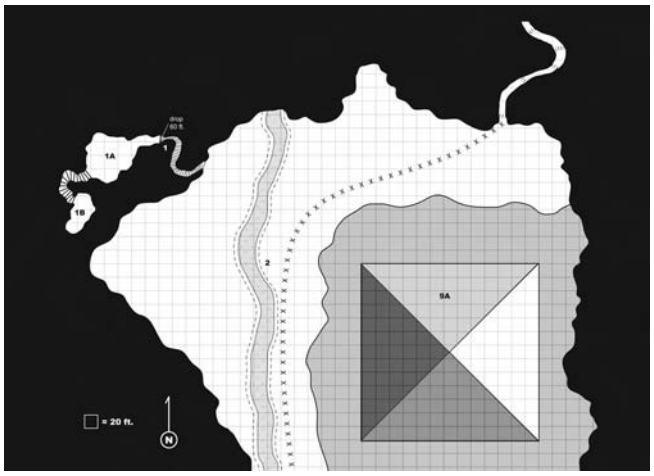
Map 17: Level 8A



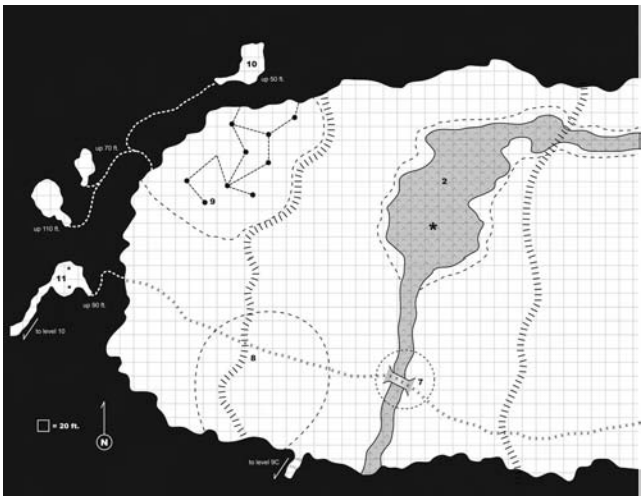
Overview of Level 9 maps

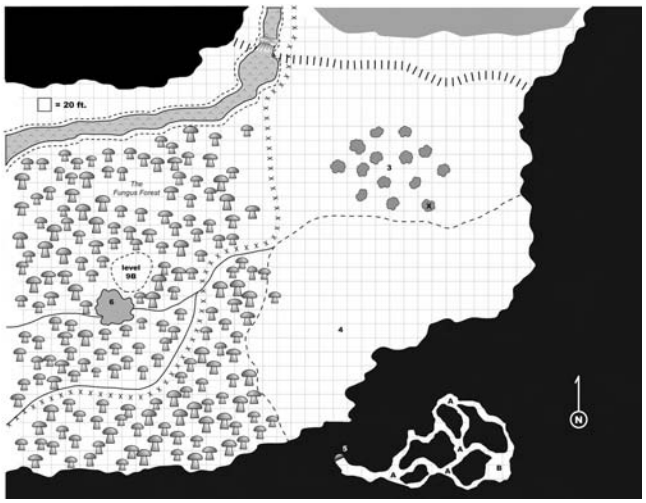
Level 9 is composed of a number of caverns too large to fit on one page. The maps connect as indicated below.

Level 9, map 1



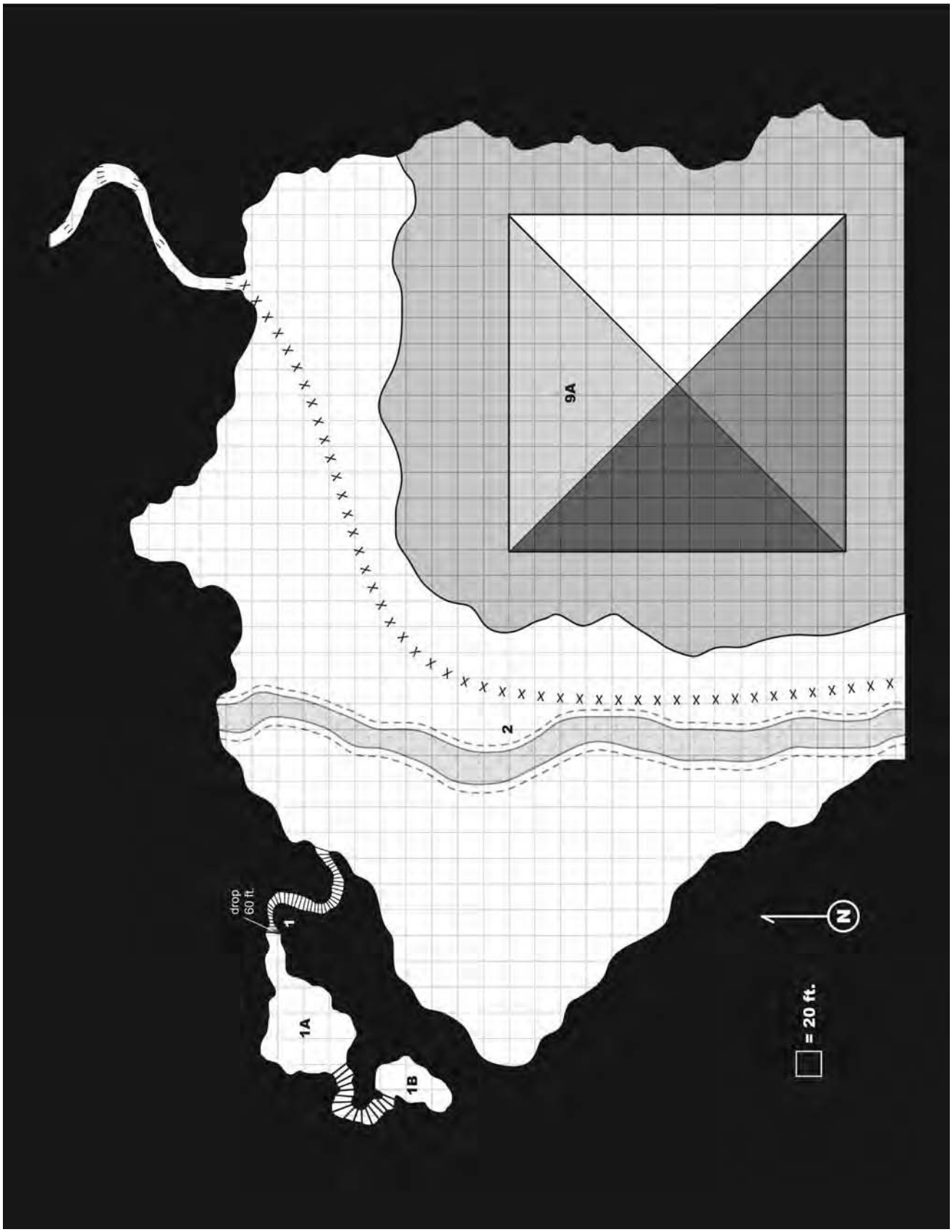
Level 9, map 3



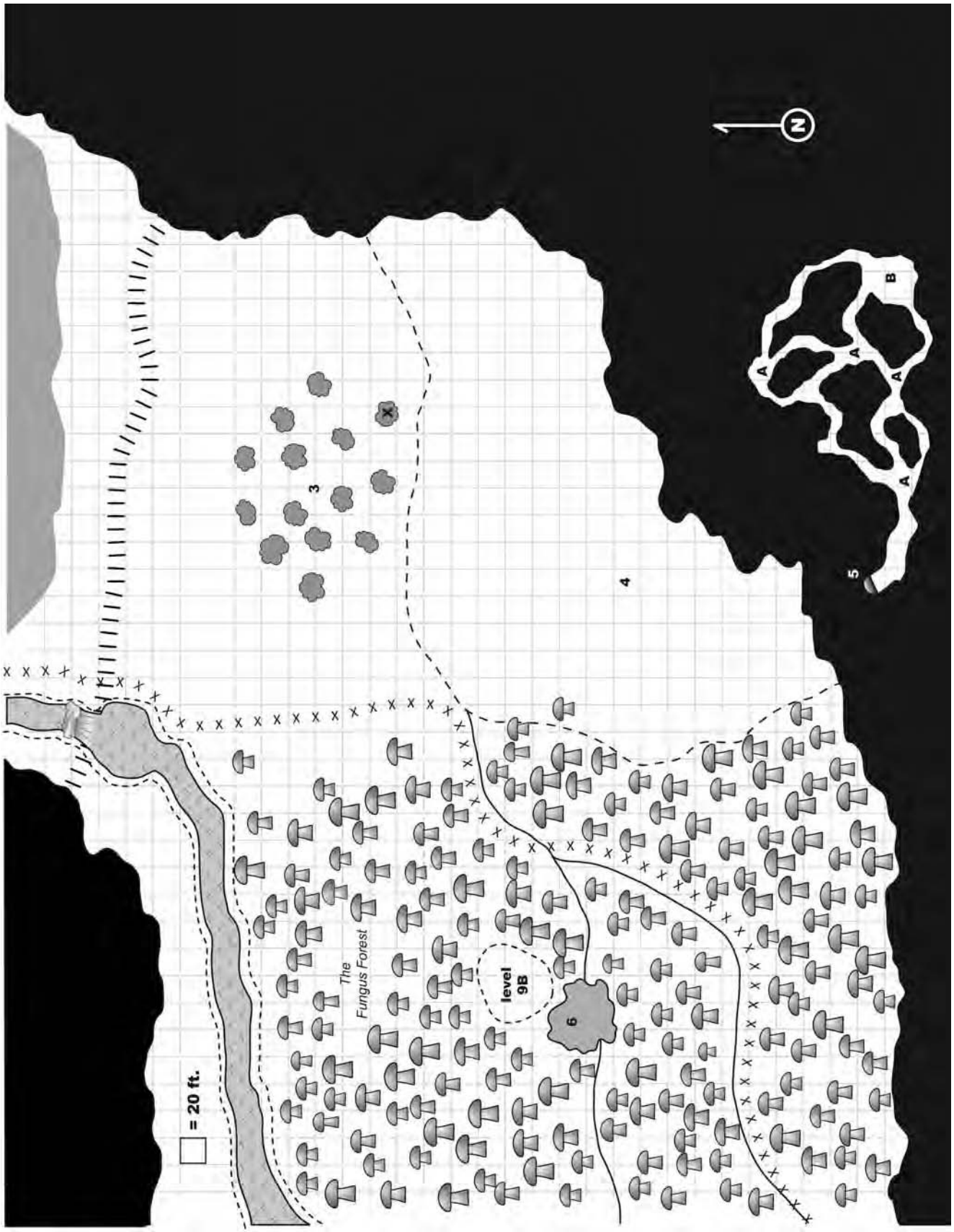


Level 9, map 2

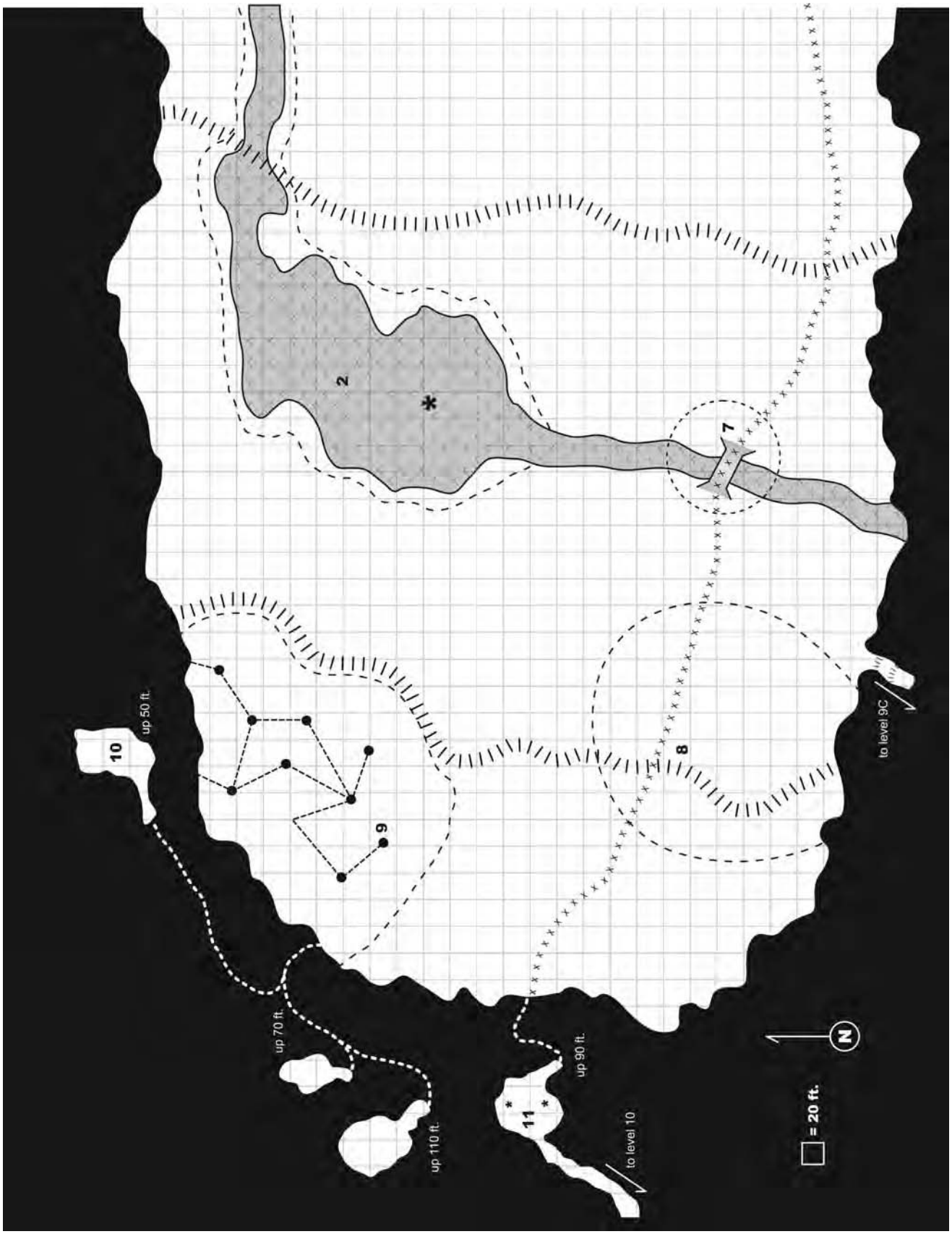
Map 18: Level 9, map 1



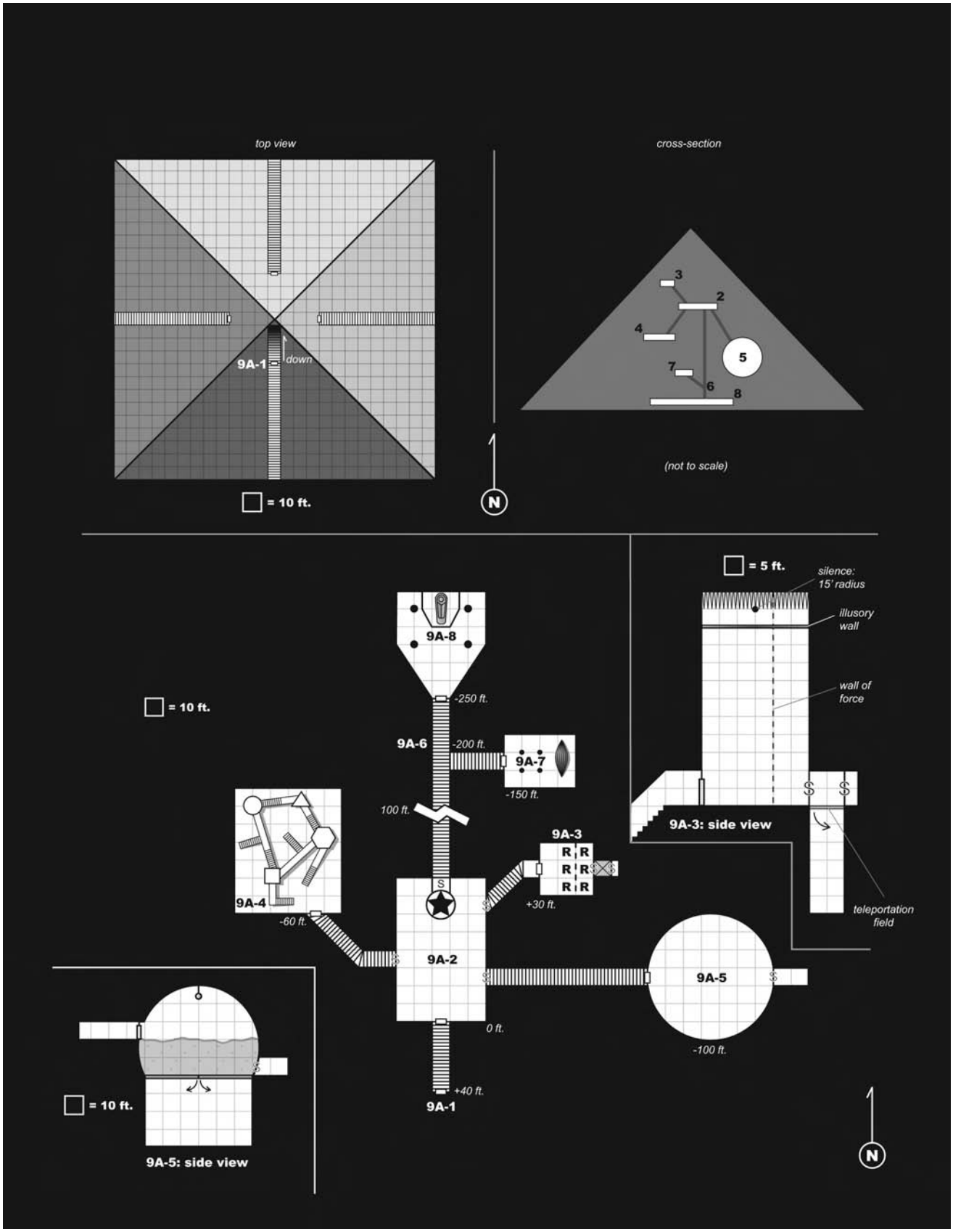
Map 19: Level 9, map 2



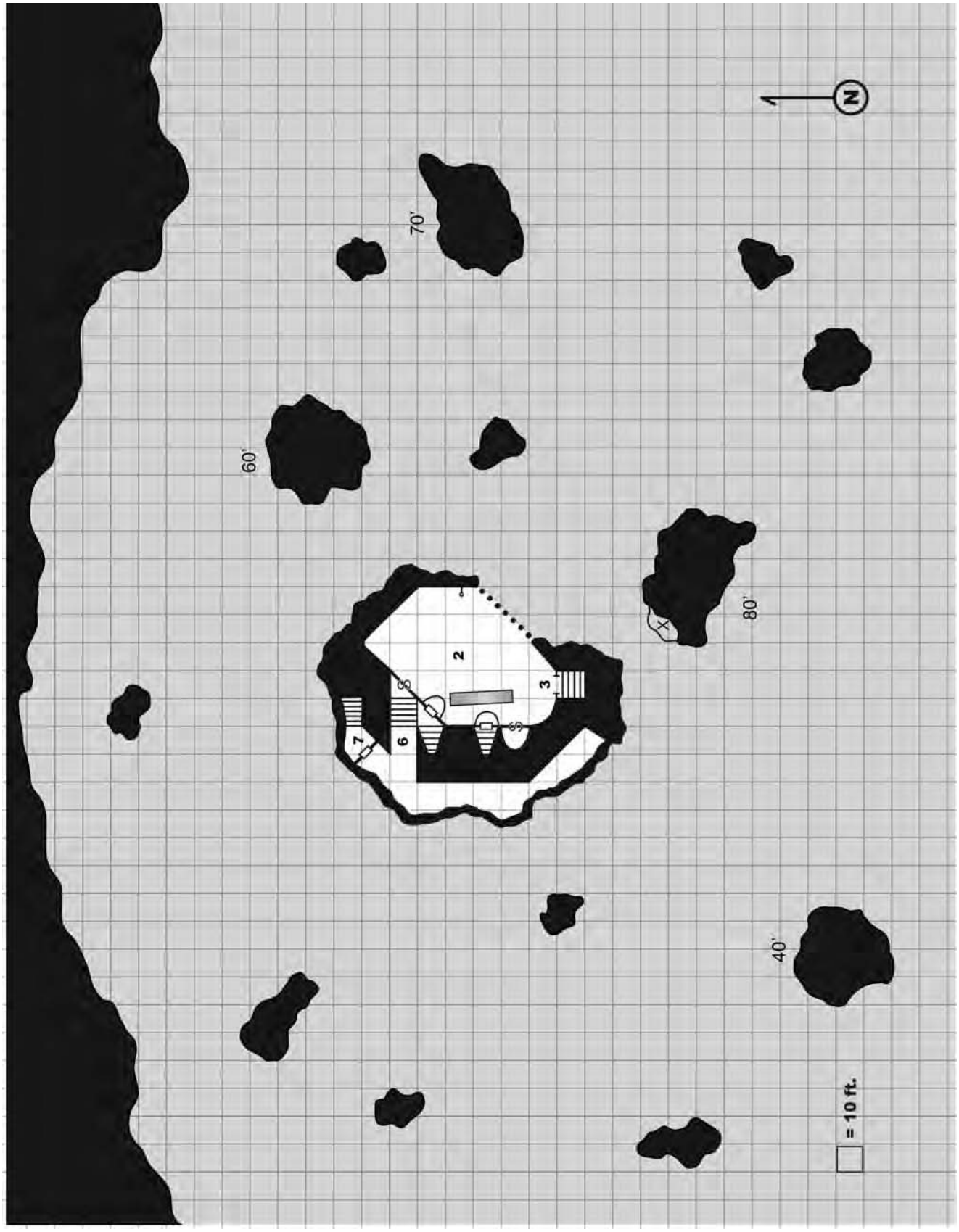
Map 20: Level 9, map 3



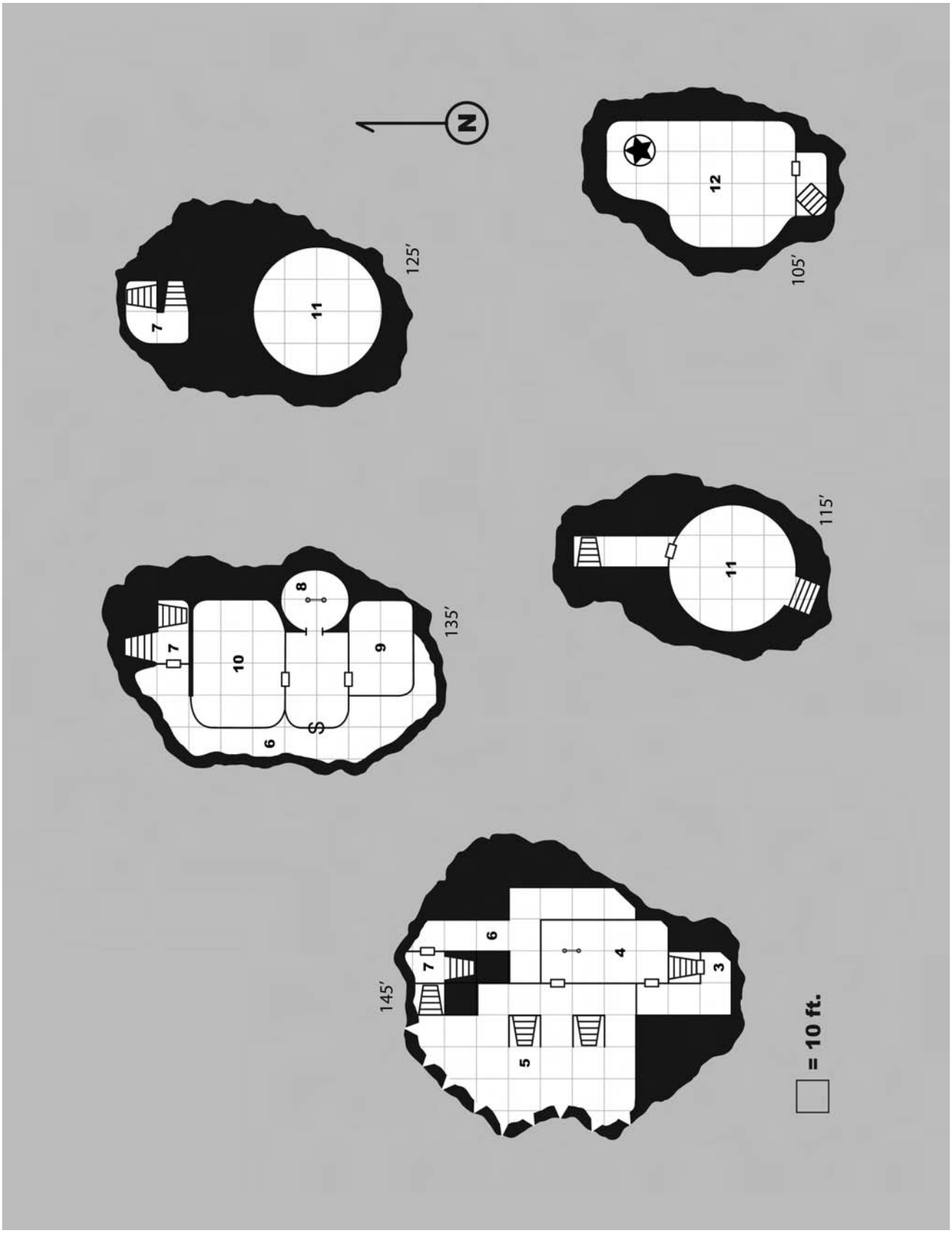
Map 21: Level 9A



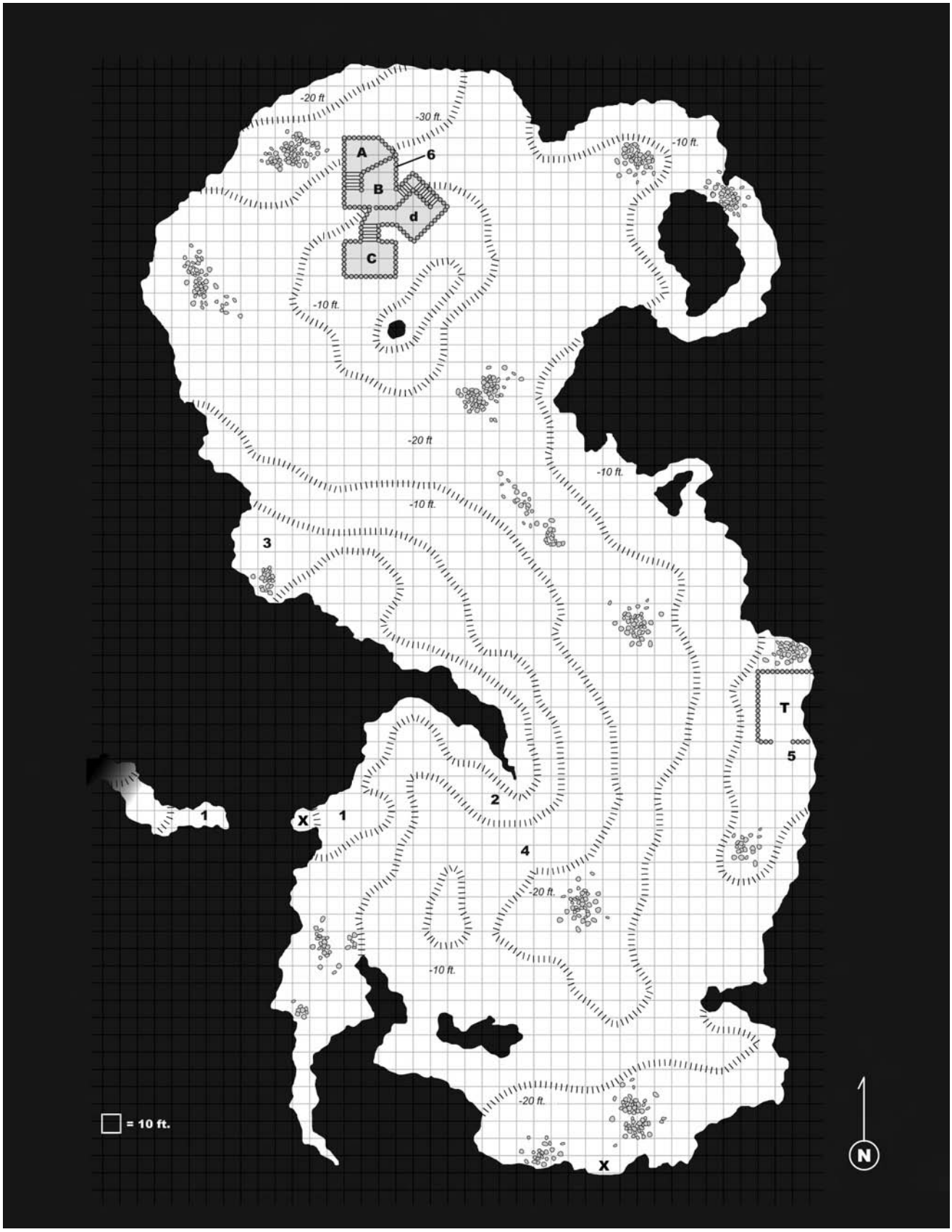
Map 22: Level 9B, map 1



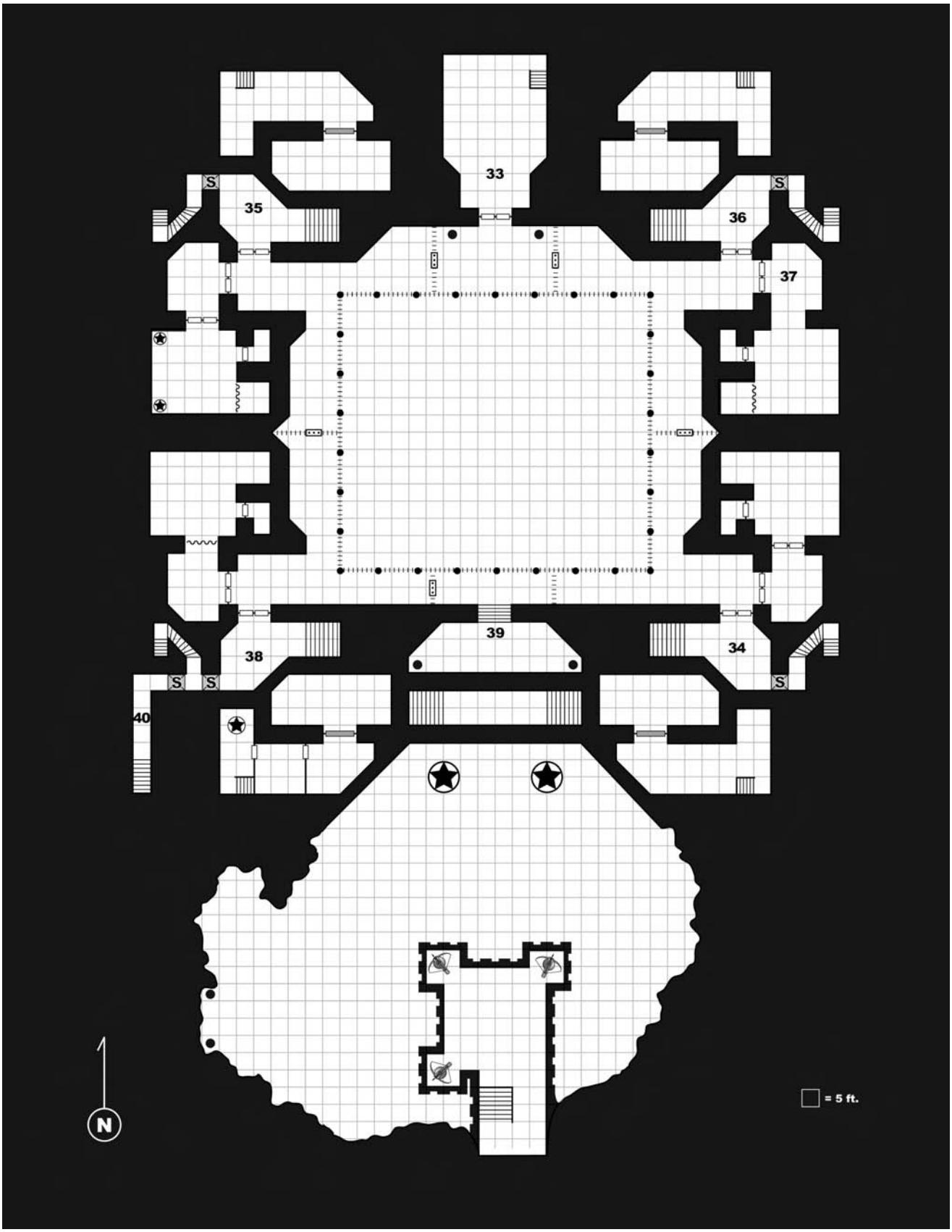
Map 23: Level 9B, map 2



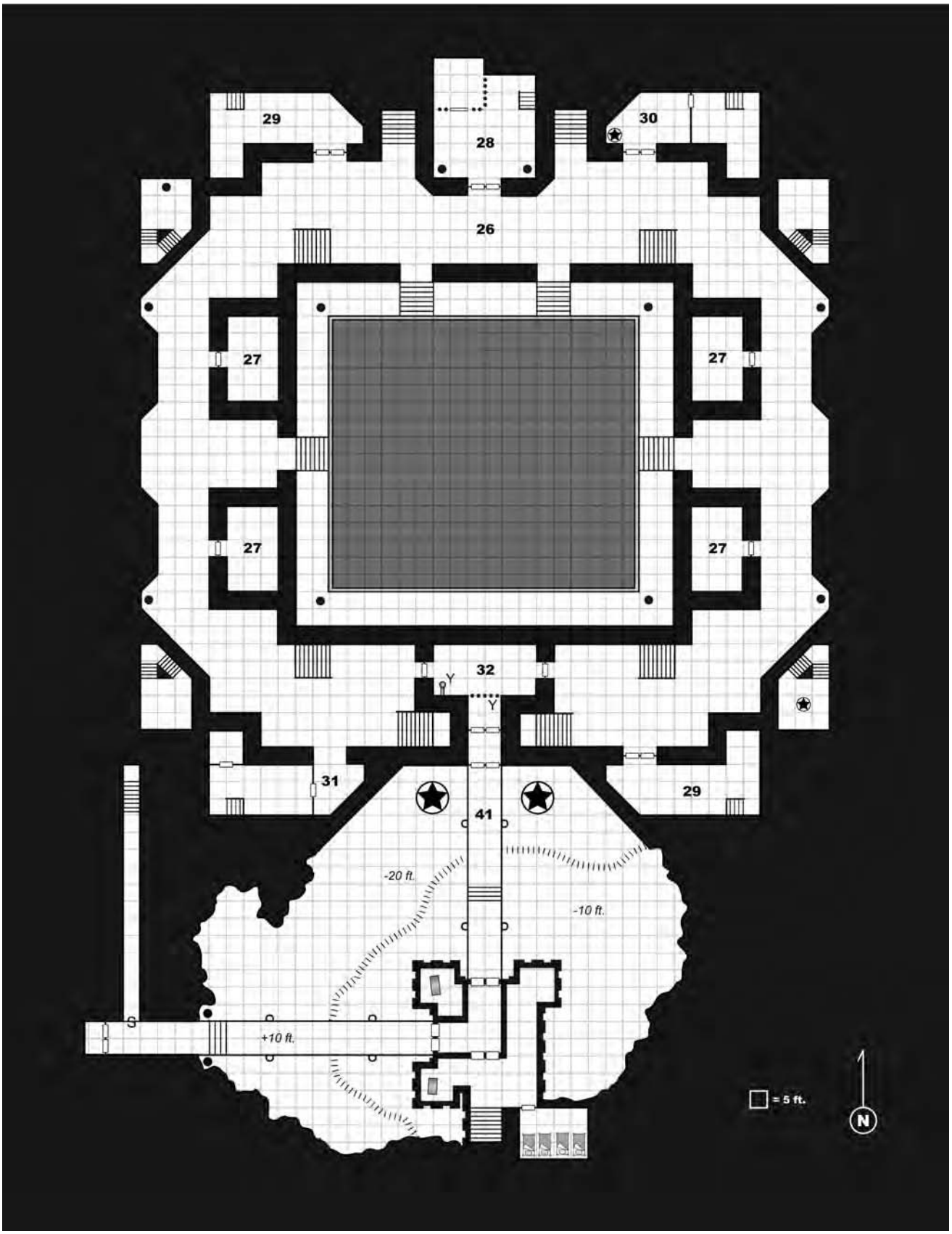
Map 24: Level 9C



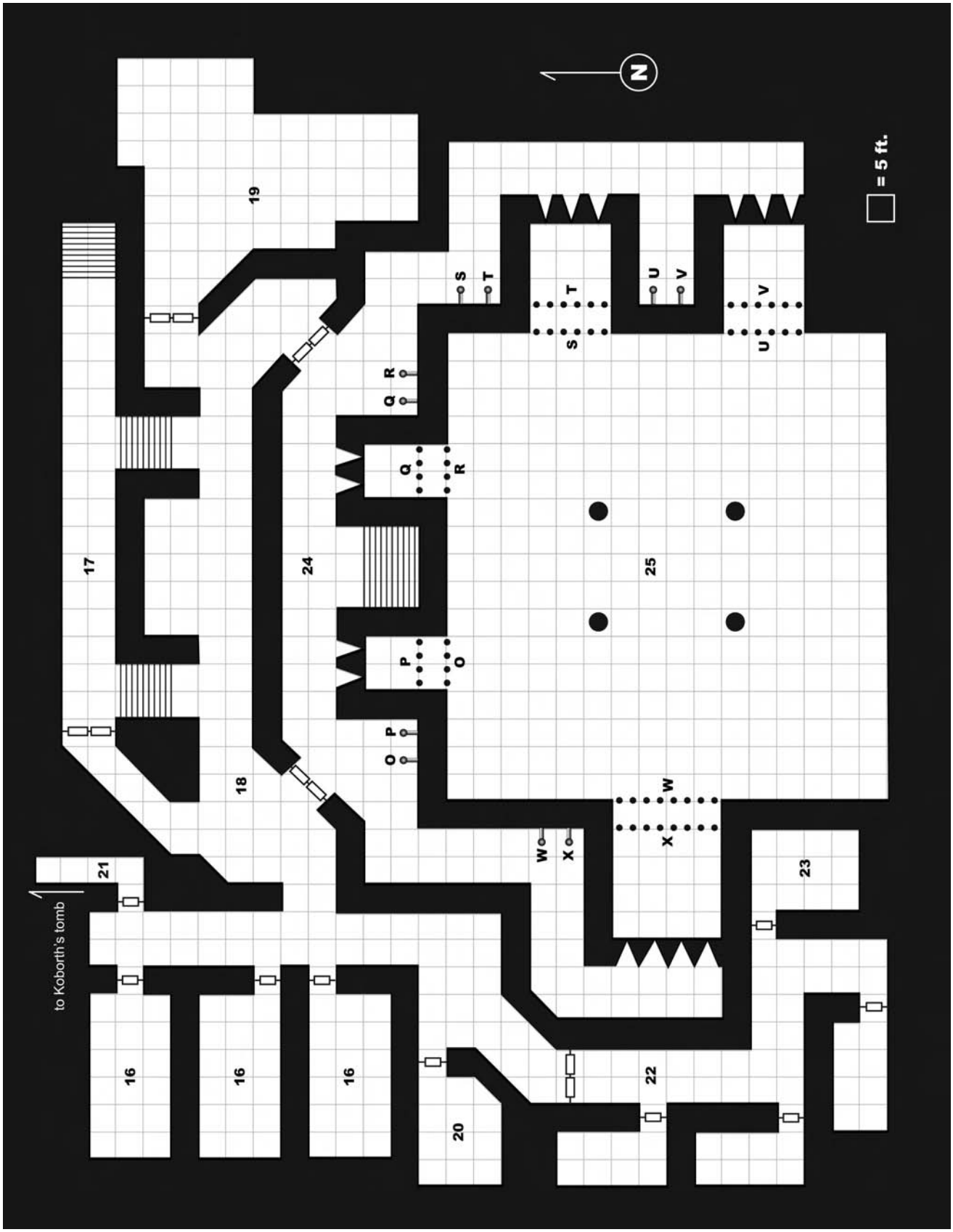
Map 25: Level 10, map 1



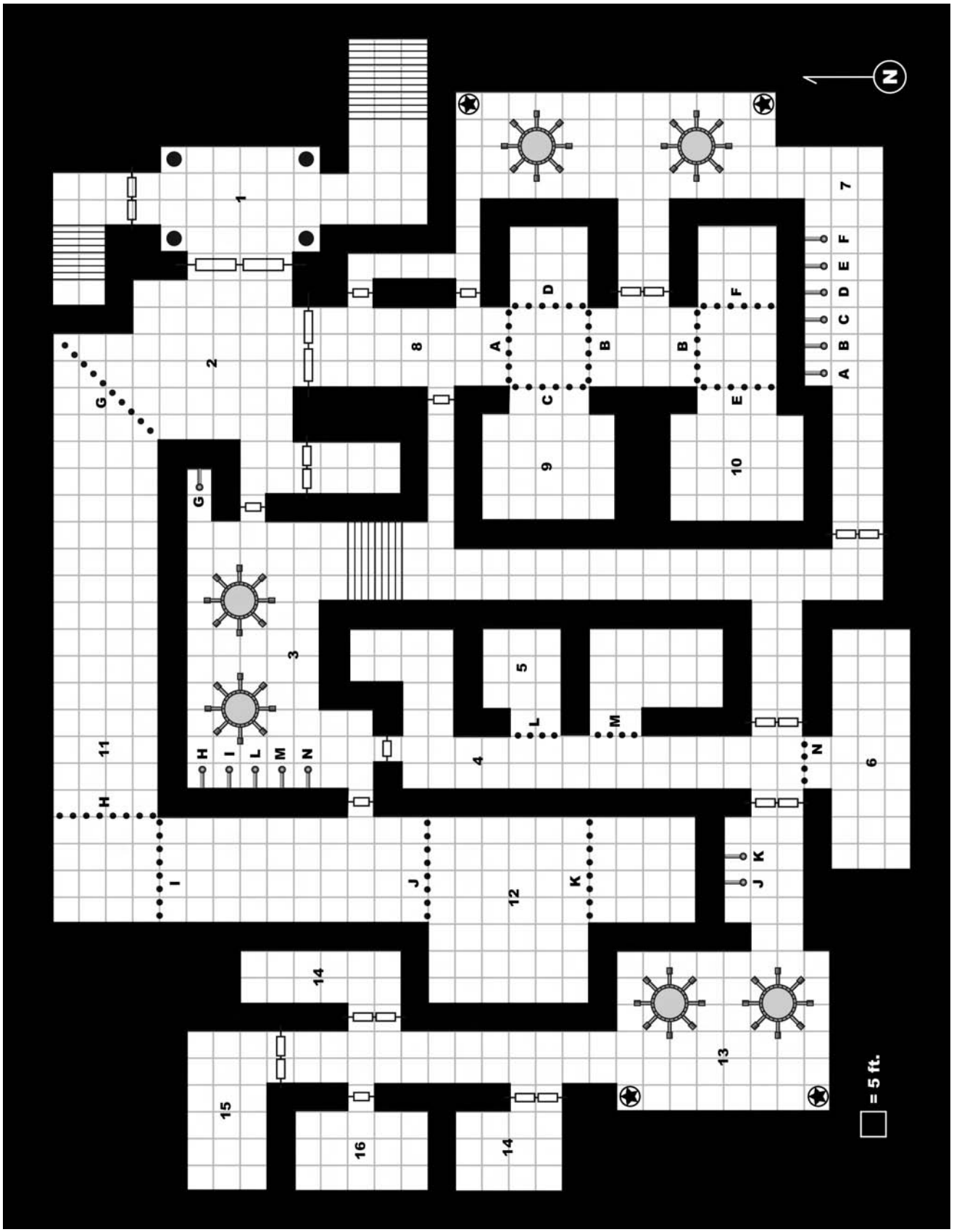
Map 26: Level 10, map 2



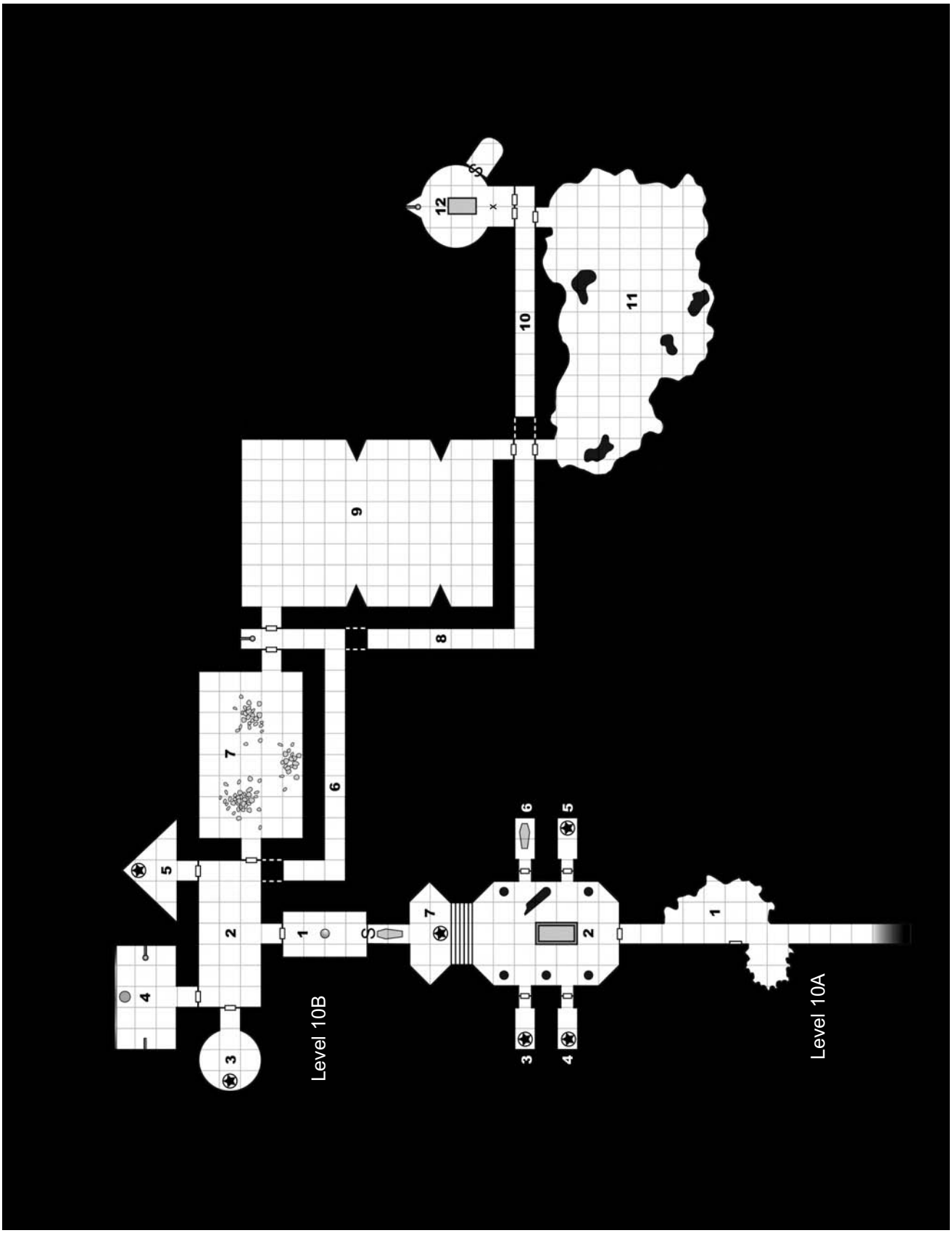
Map 27: Level 10, map 3



Map 28: Level 10, map 4



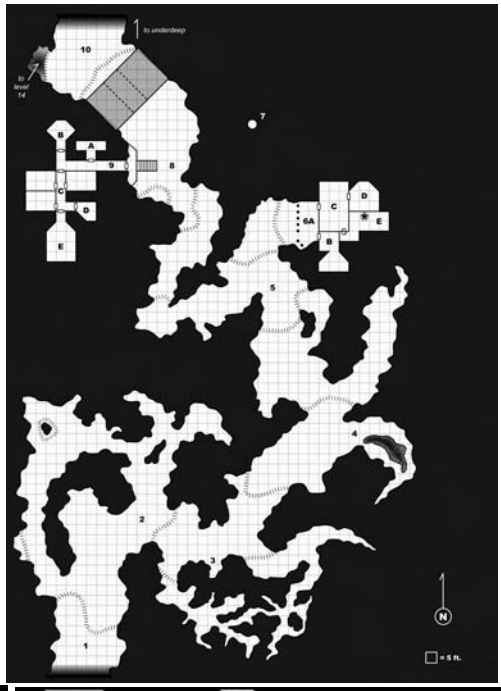
Map 29: Levels 10A and 10B



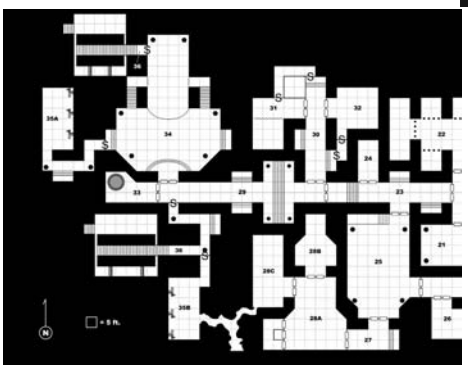
Overview of Level 11 and 11A maps

Levels 11 and 11A are composed of a number of caverns too large to fit on one page. The maps connect as indicated below.

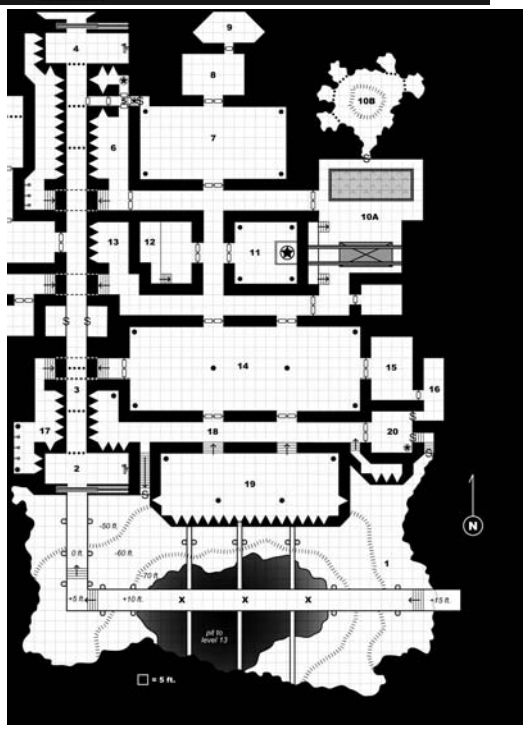
Level 11A



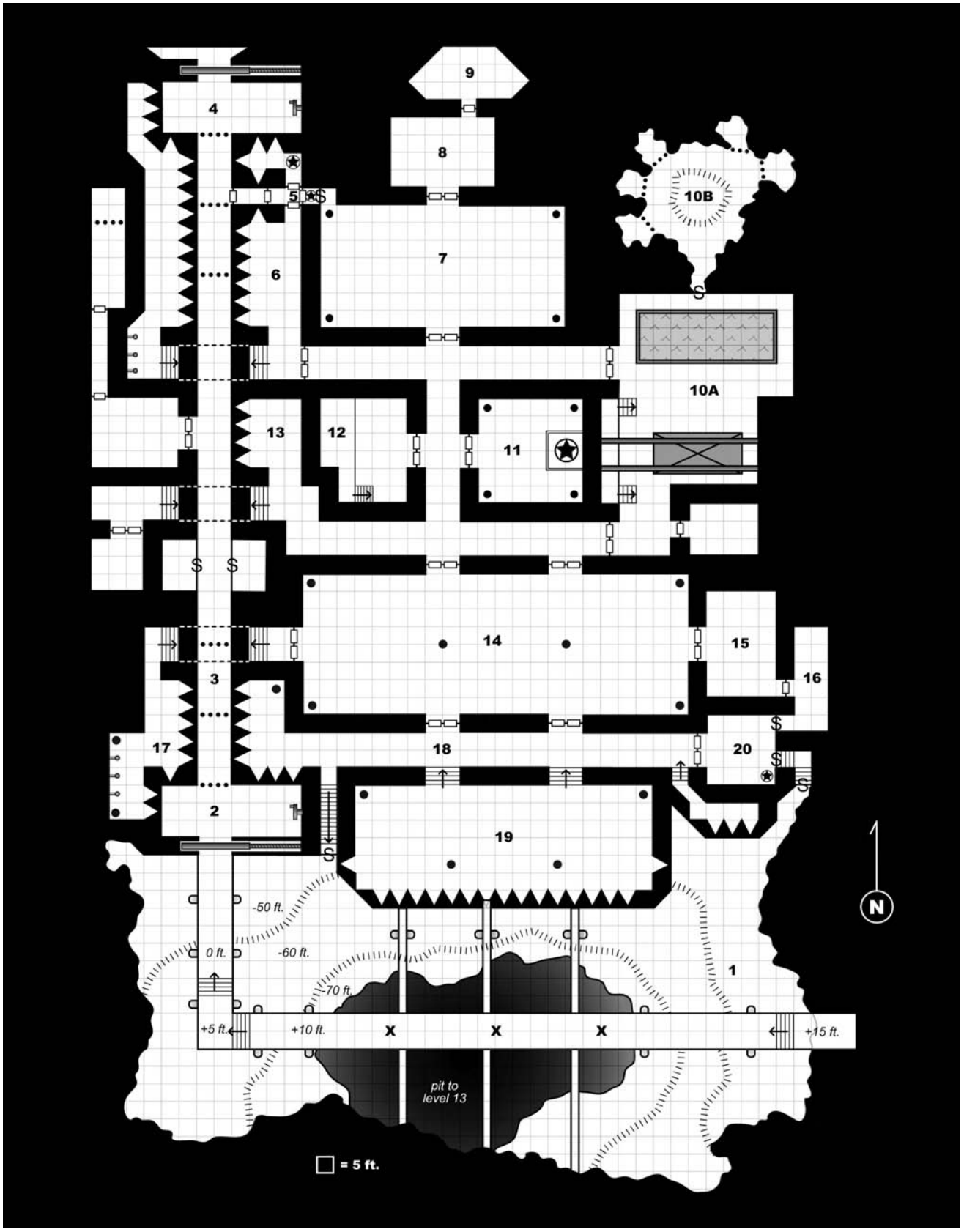
Level 11, map 2



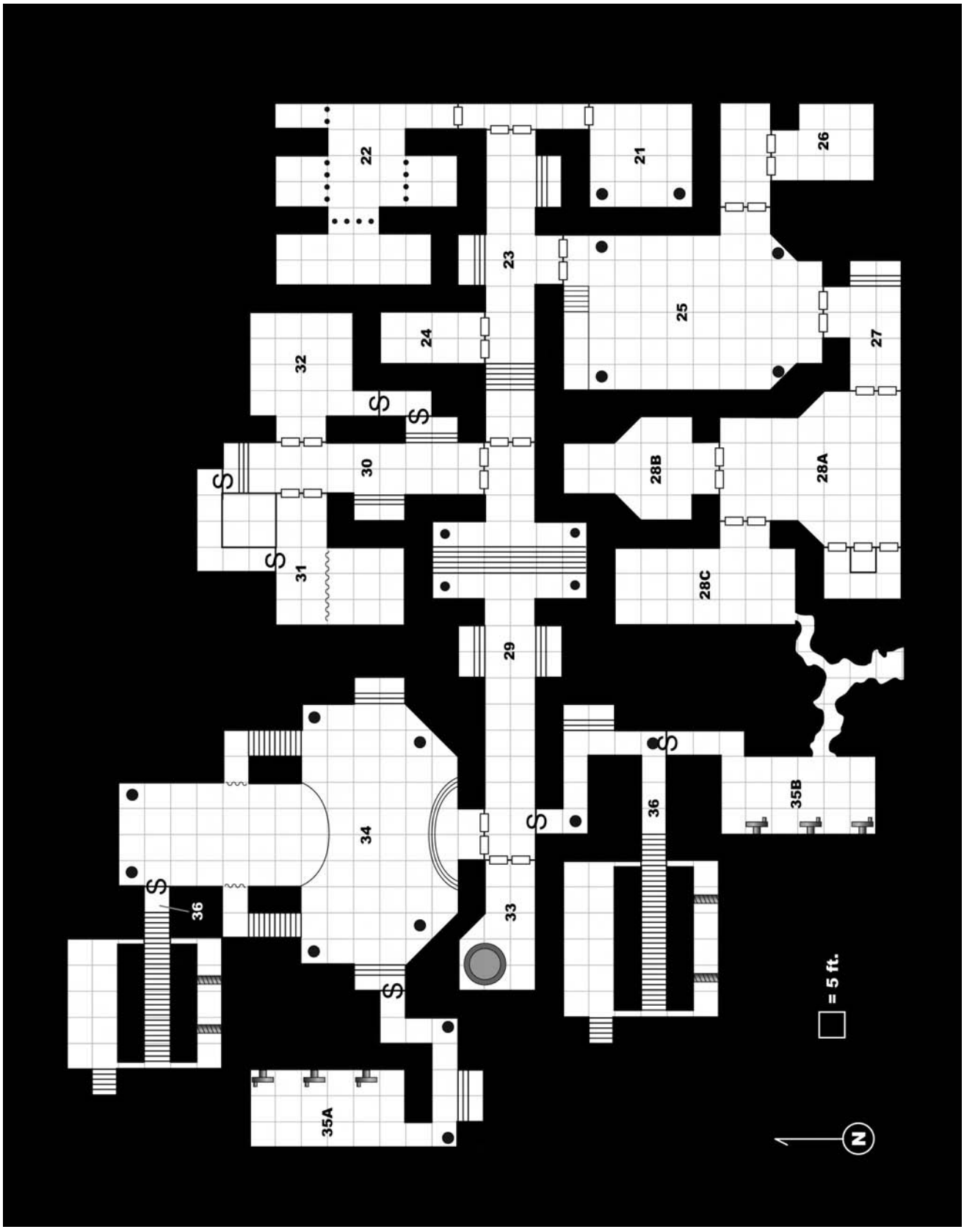
Level 11, map 1



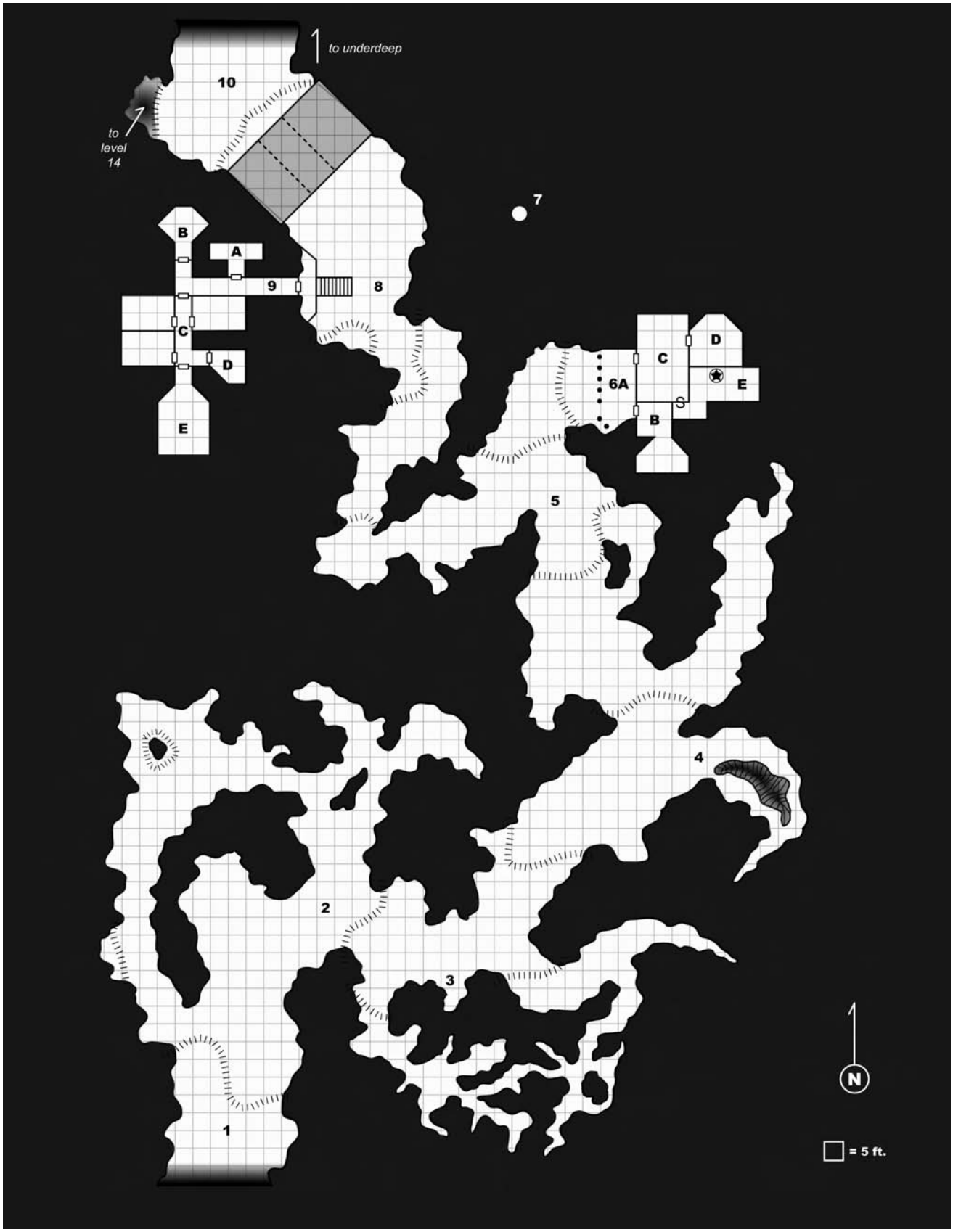
Map 30: Level 11, map 1



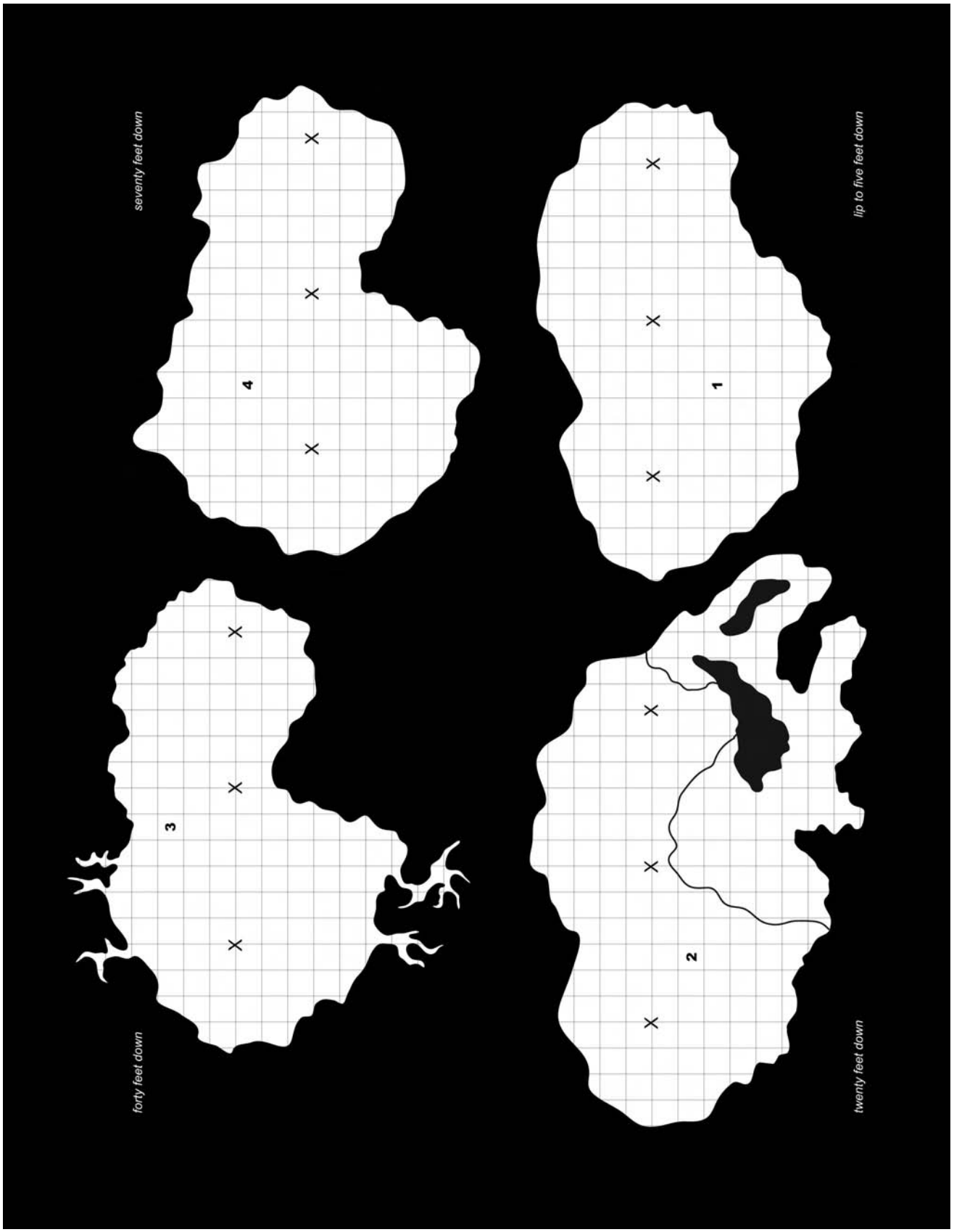
Map 31: Level 11, map 2



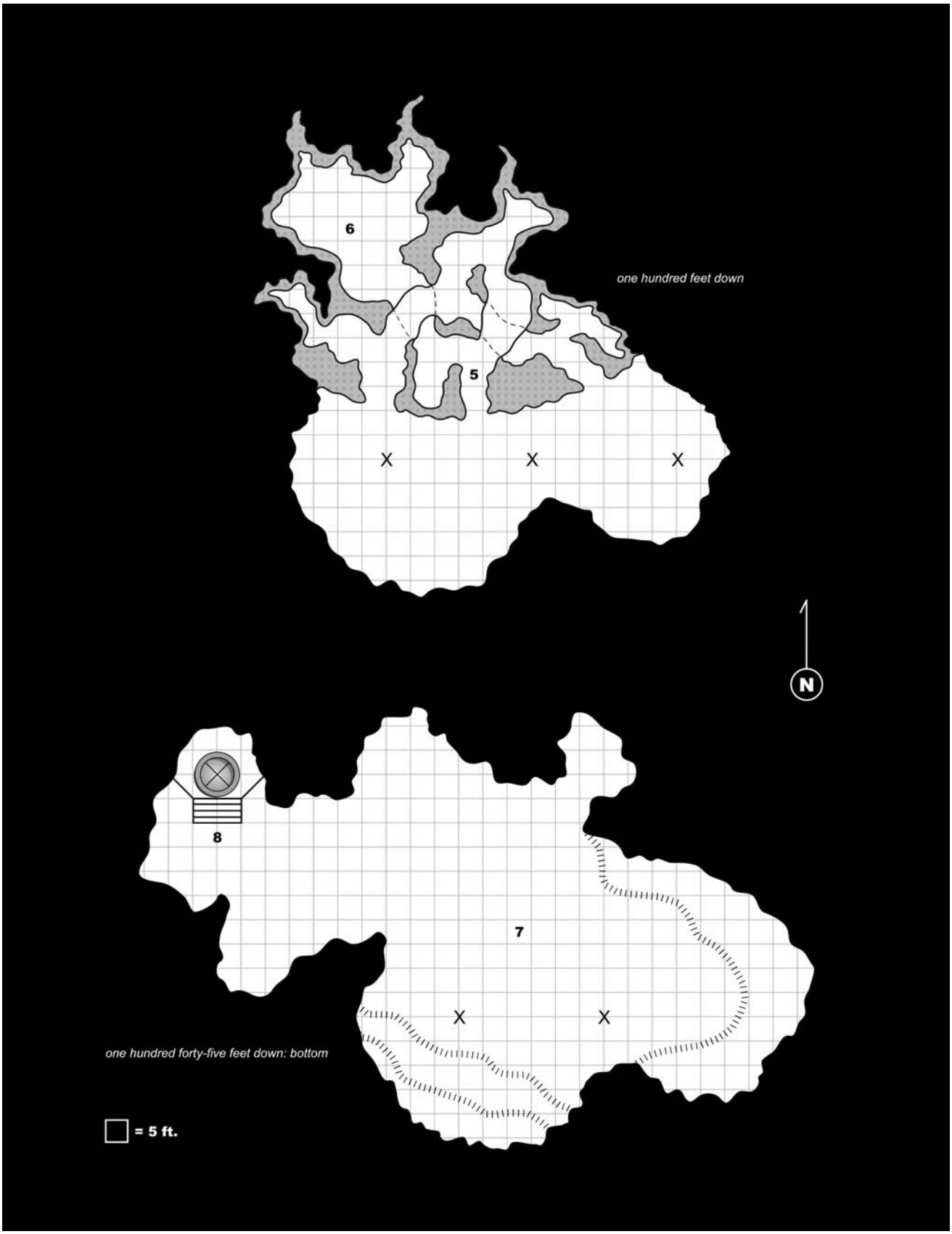
Map 32: Level 11A



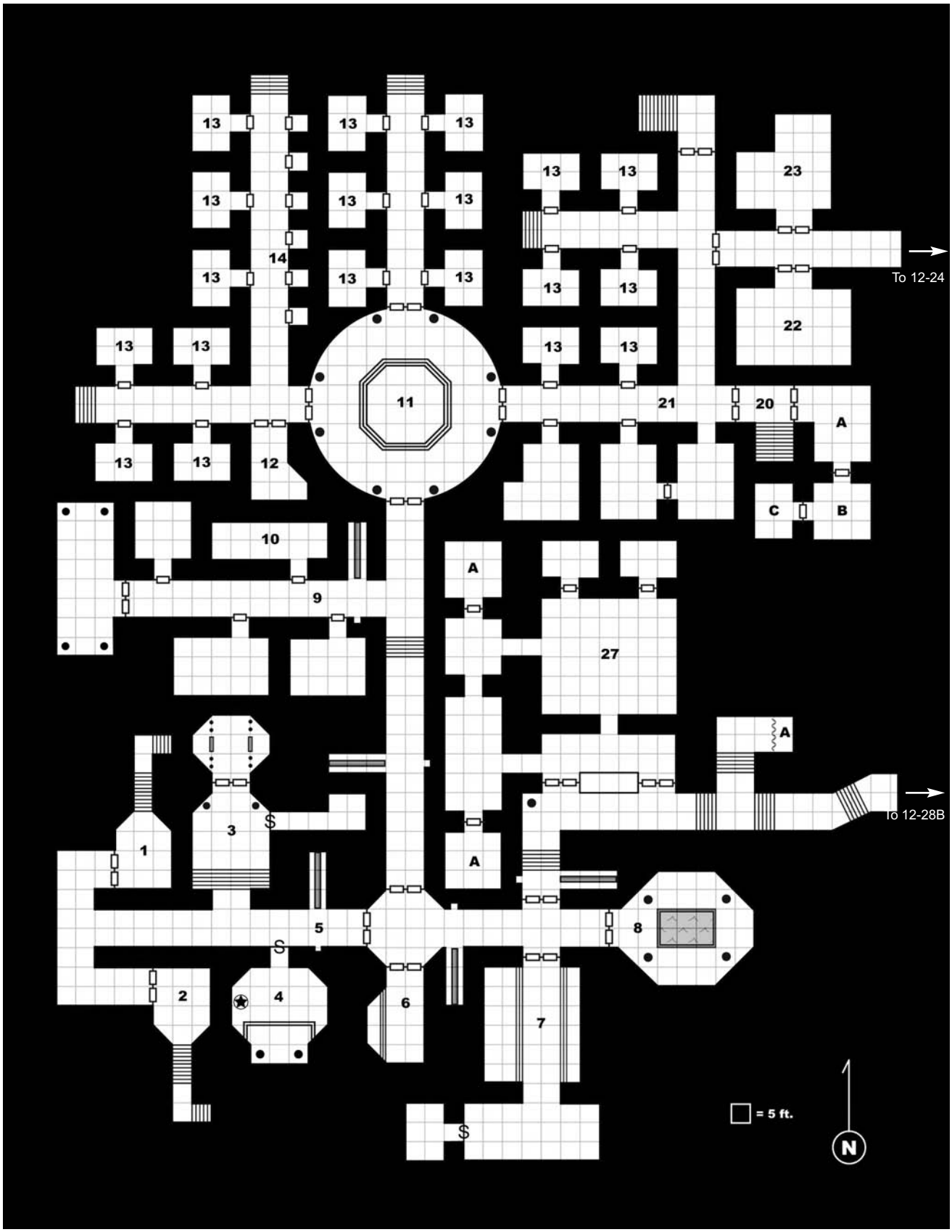
Map 33: Level 11B, map 1



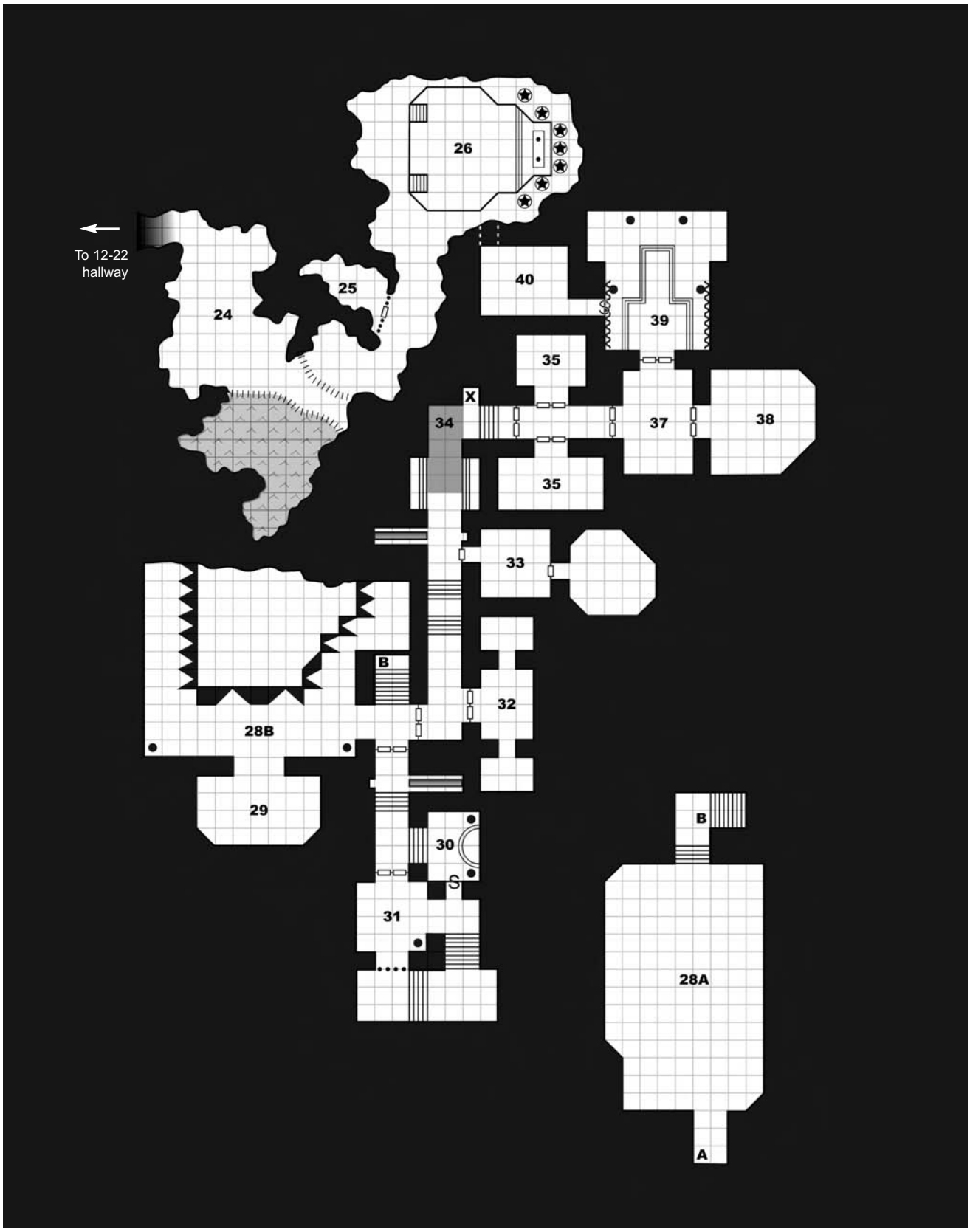
Map 34: Level 11B, map 2



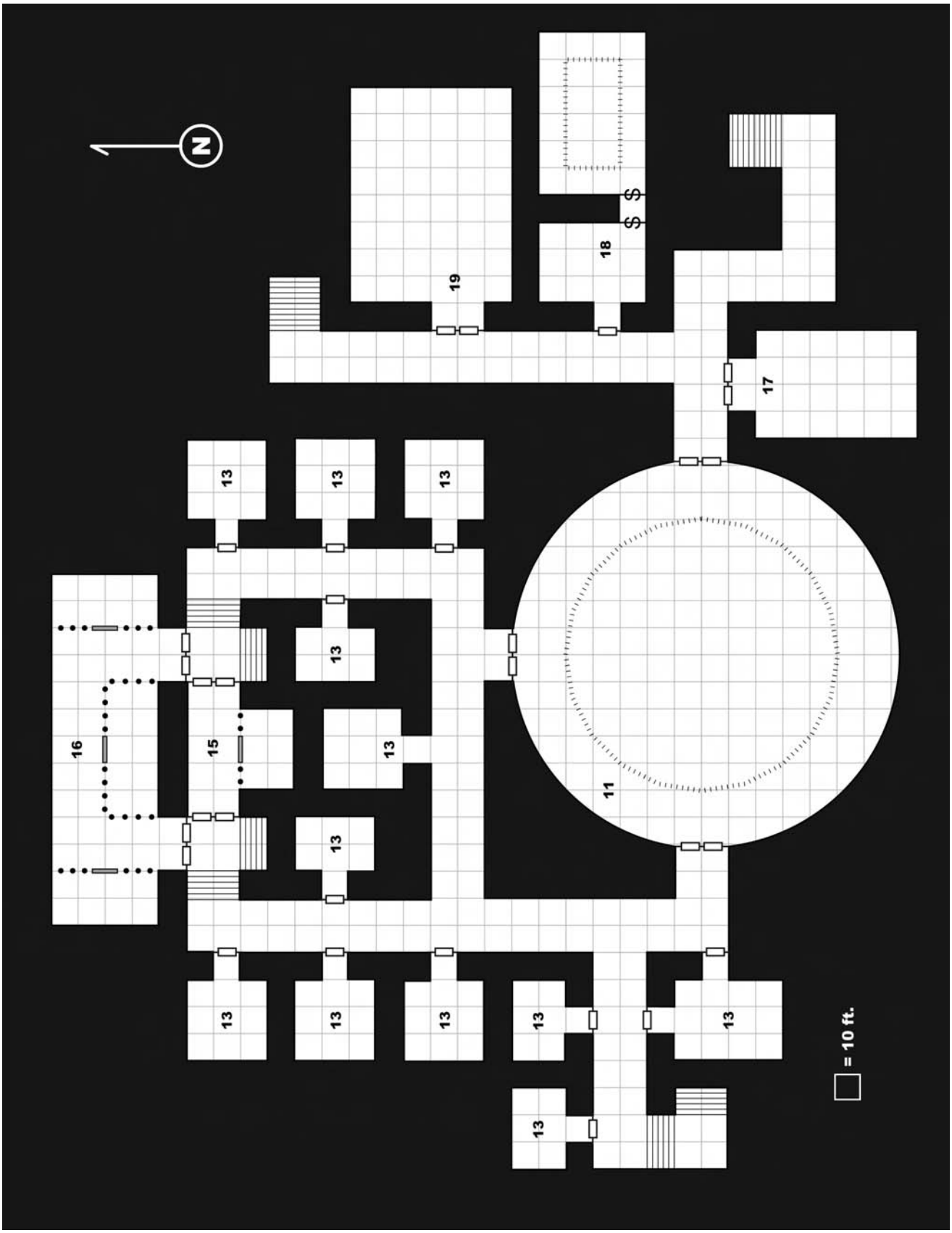
Map 35: Level 12, map 1



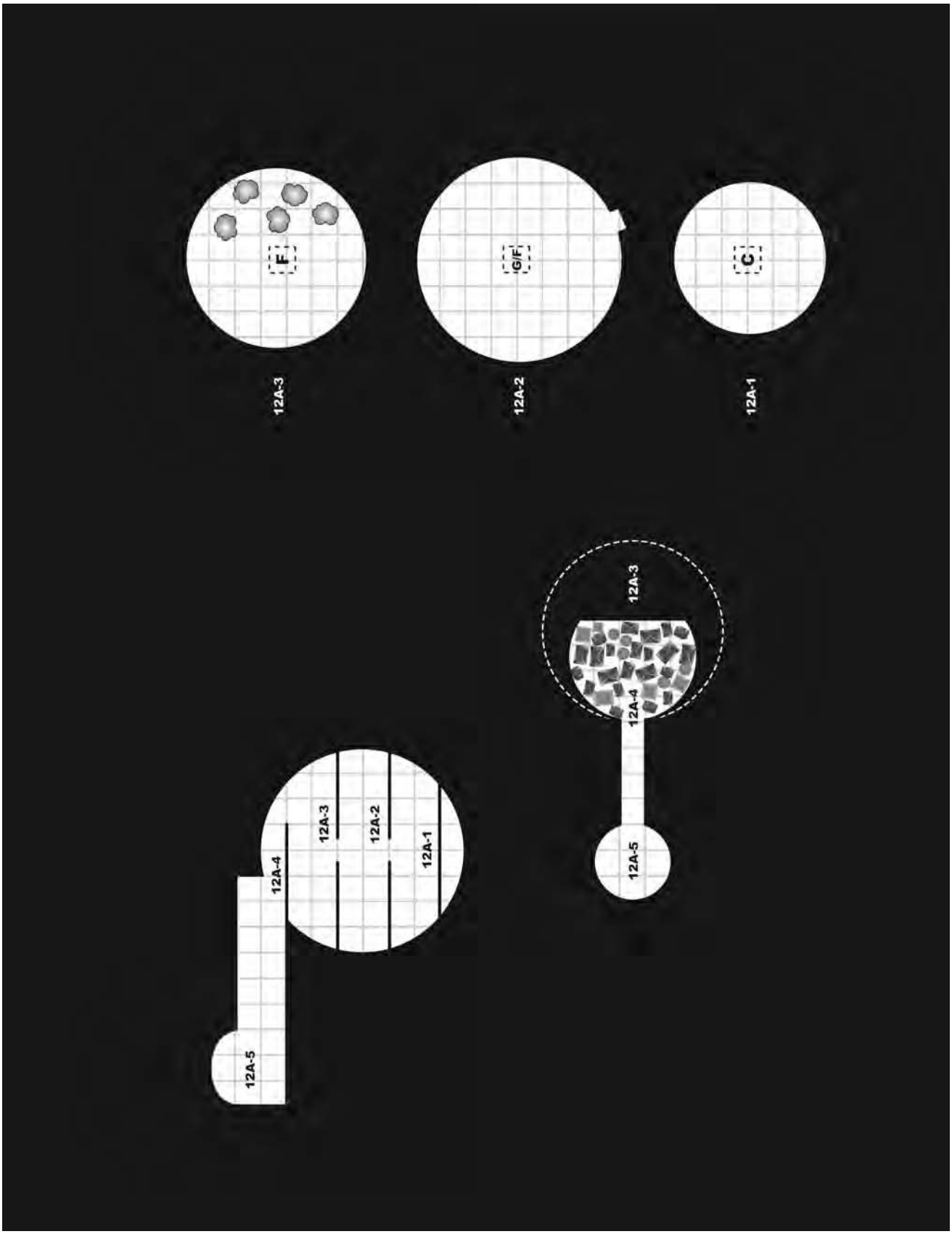
Map 36: Level 12, map 2



Map 37: Level 12, map 3 (mezzanine)



Map 38: Level 12A

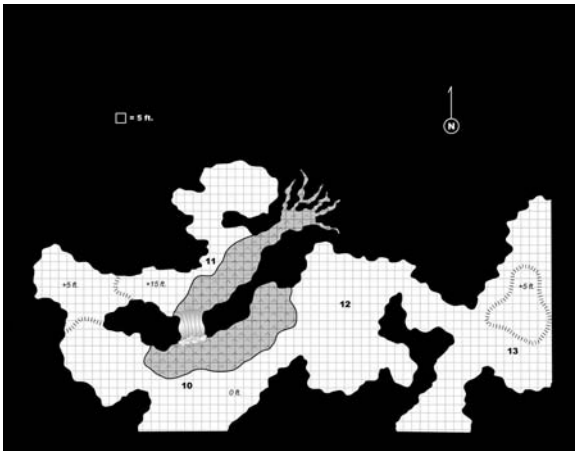


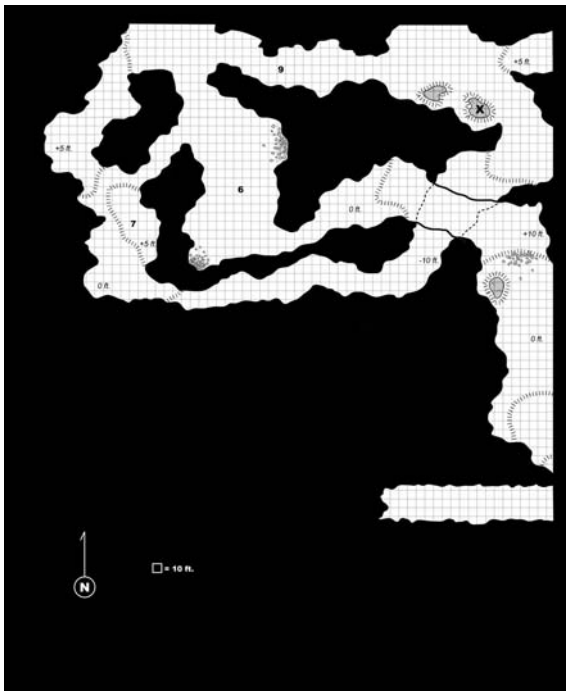
Overview of Level 13 maps

Level 13 is composed of a number of caverns too large to fit on one page. The maps connect as indicated below.

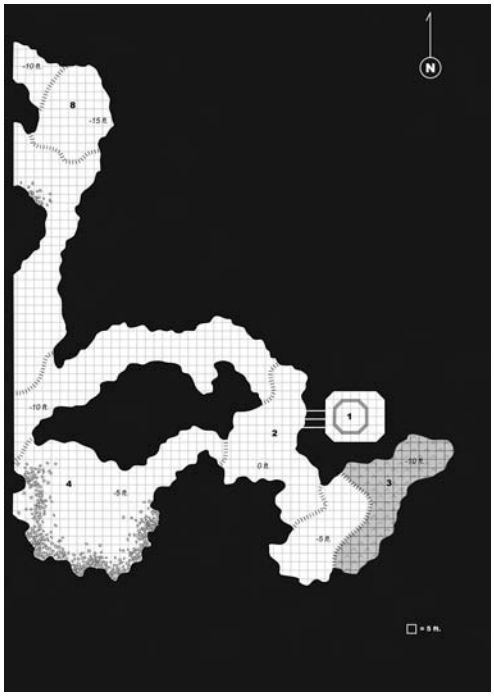
Level 13, map 4

Level 13, map 3



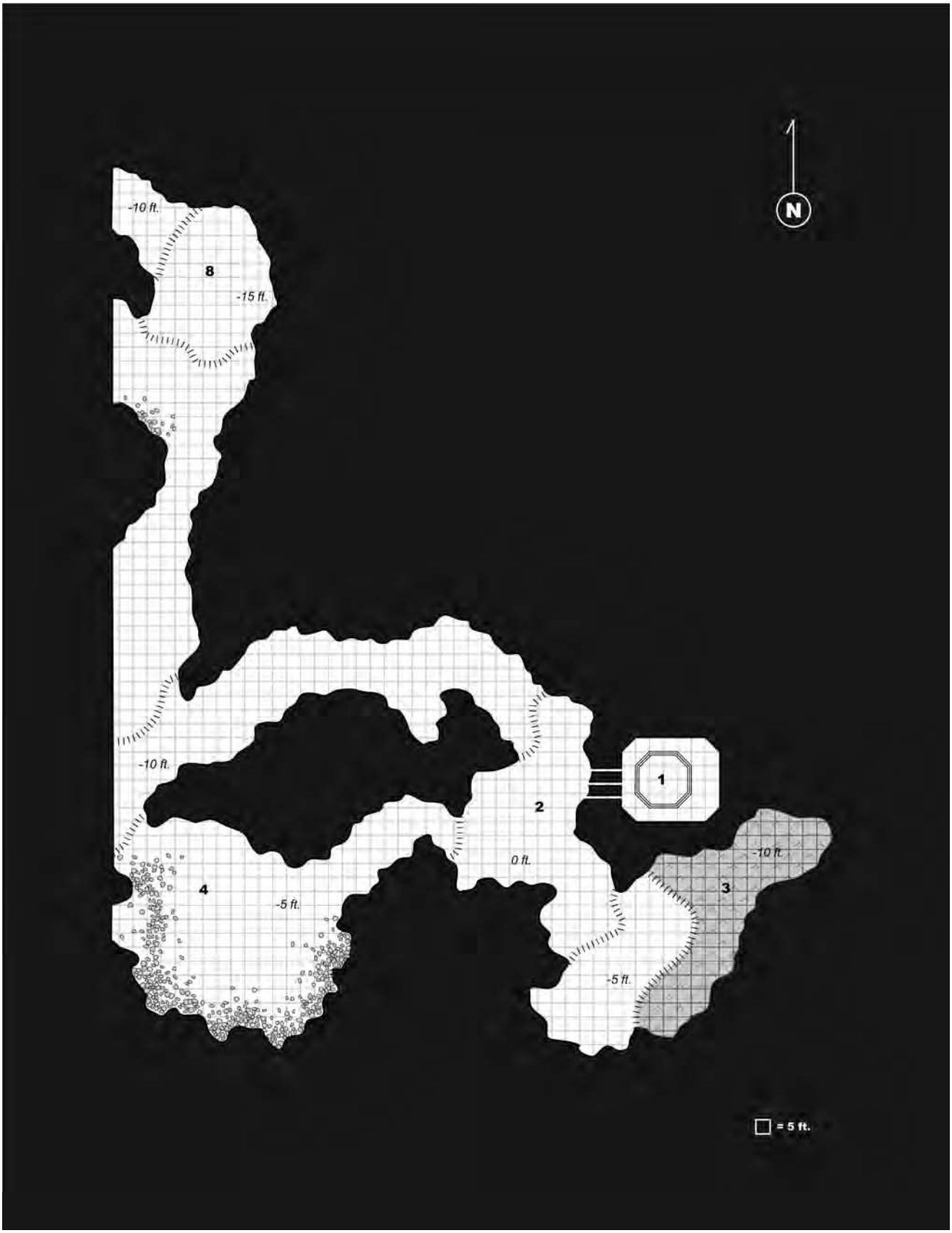


Level 13, map 2

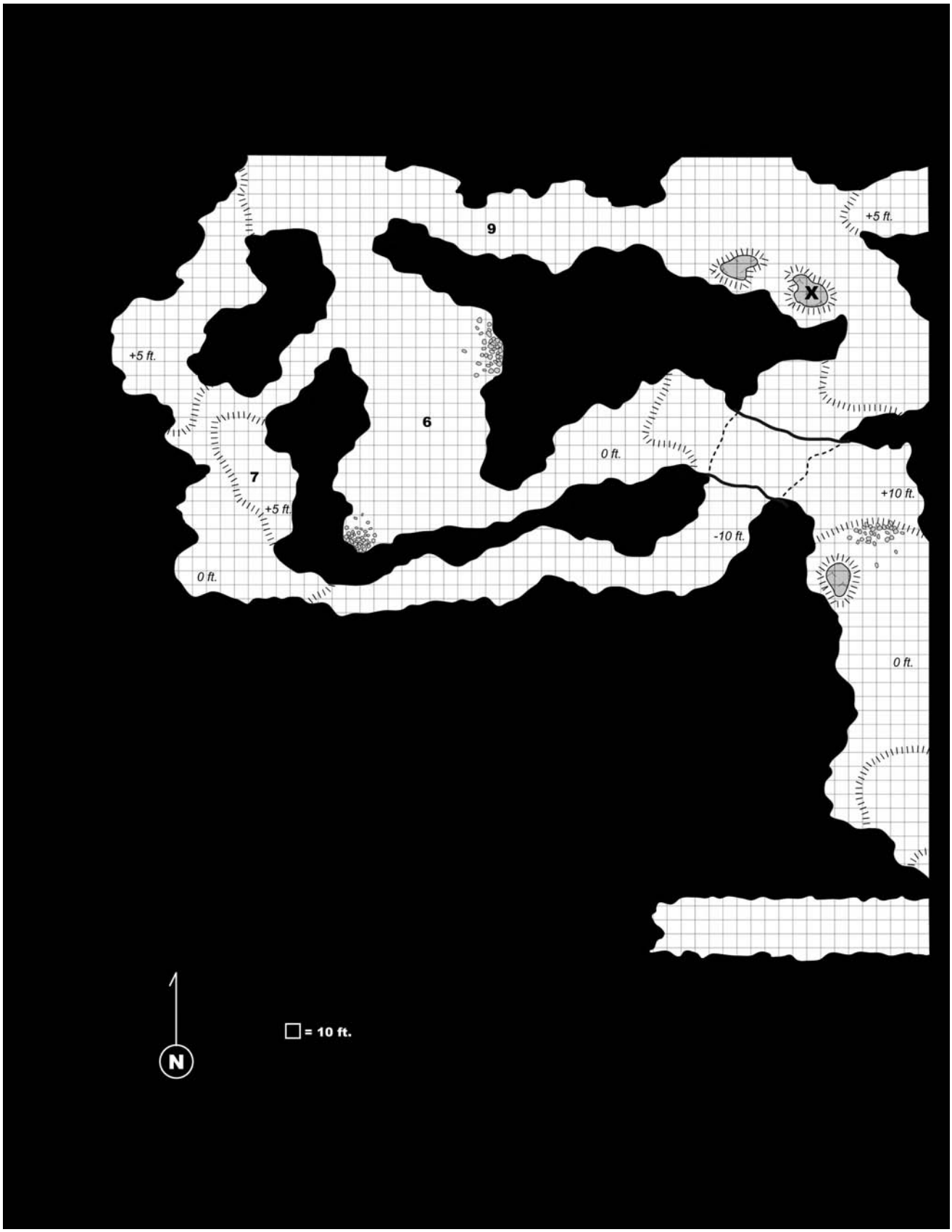


Level 13, map 1

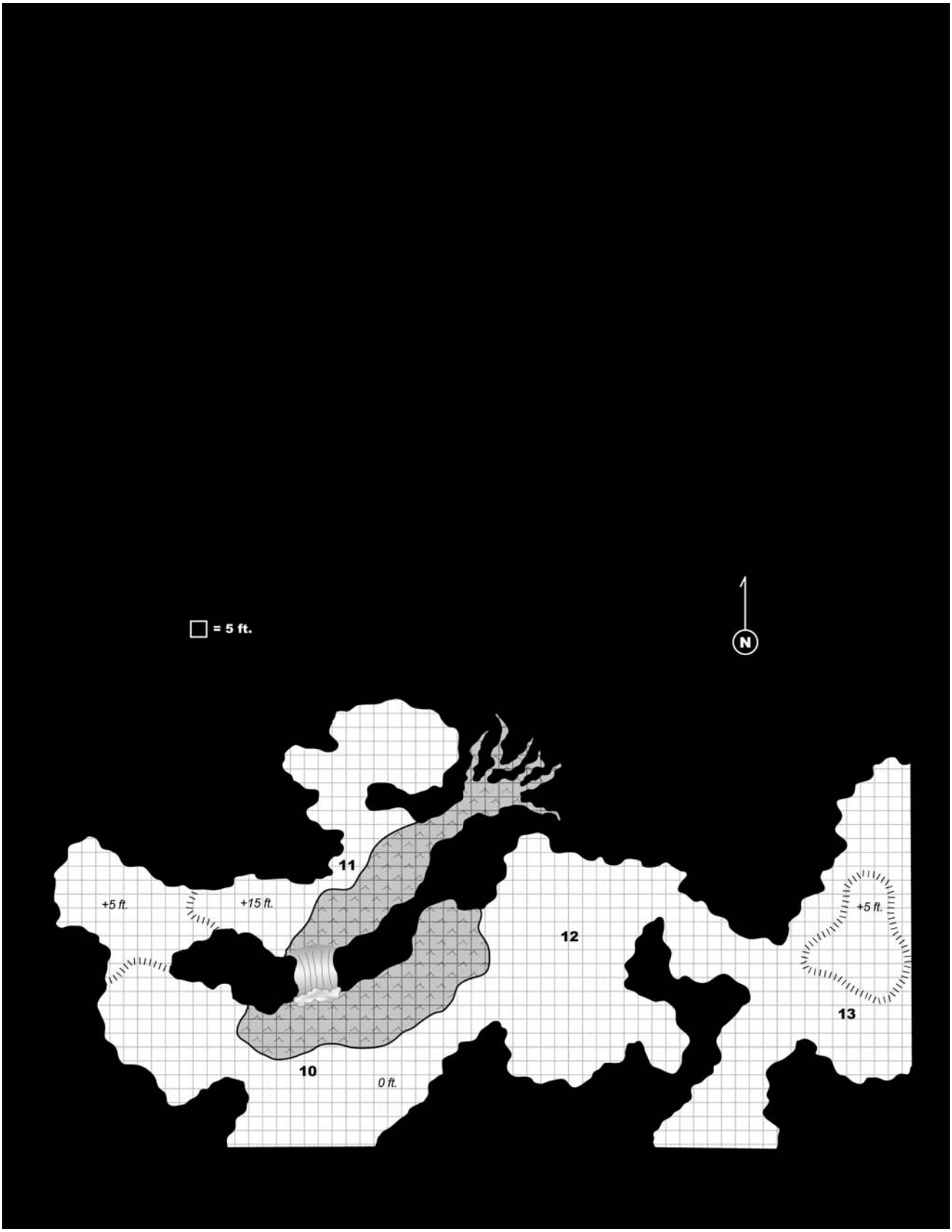
Map 39: Level 13, map 1



Map 40: Level 13, map 2

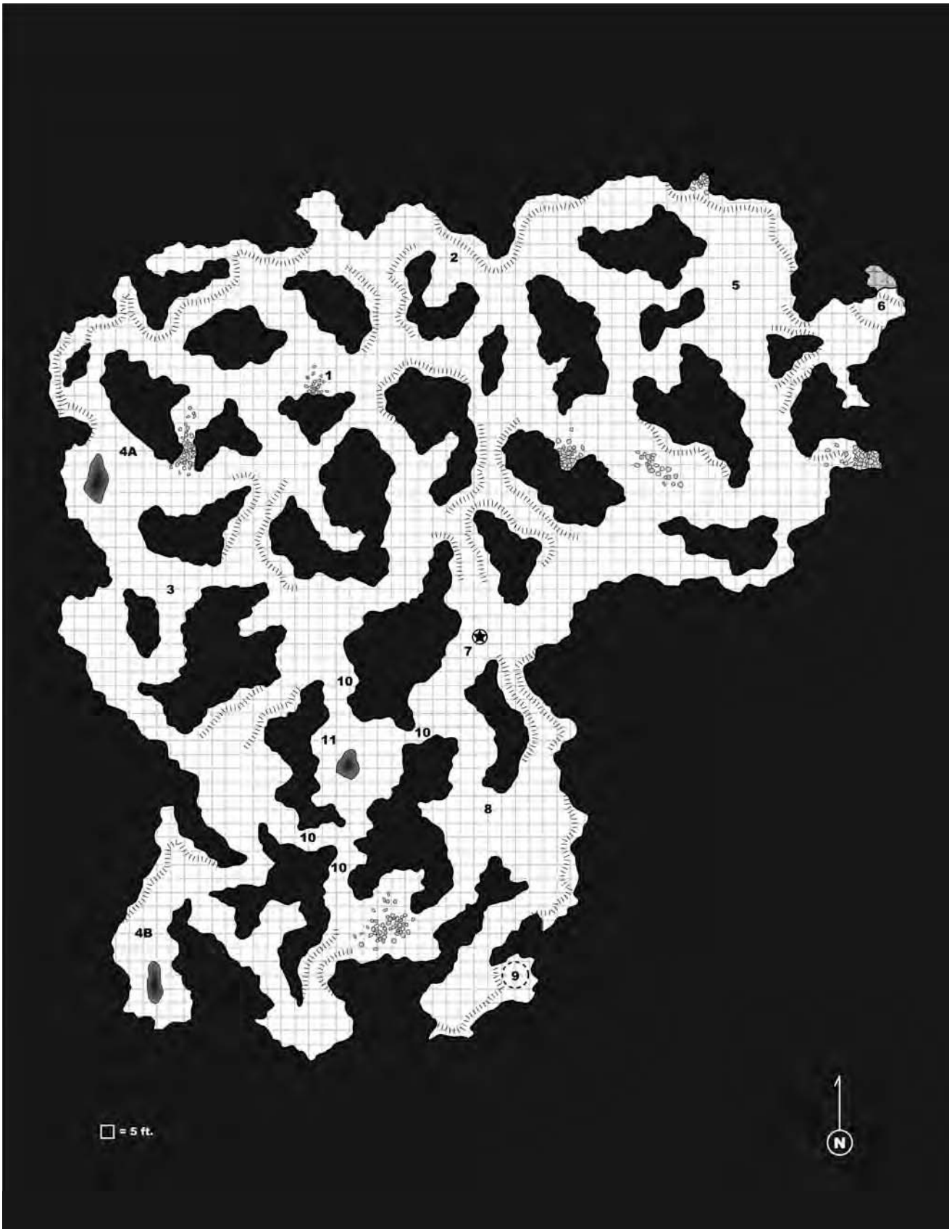


Map 41: Level 13, map 3



Map 42: Level 13, map 4

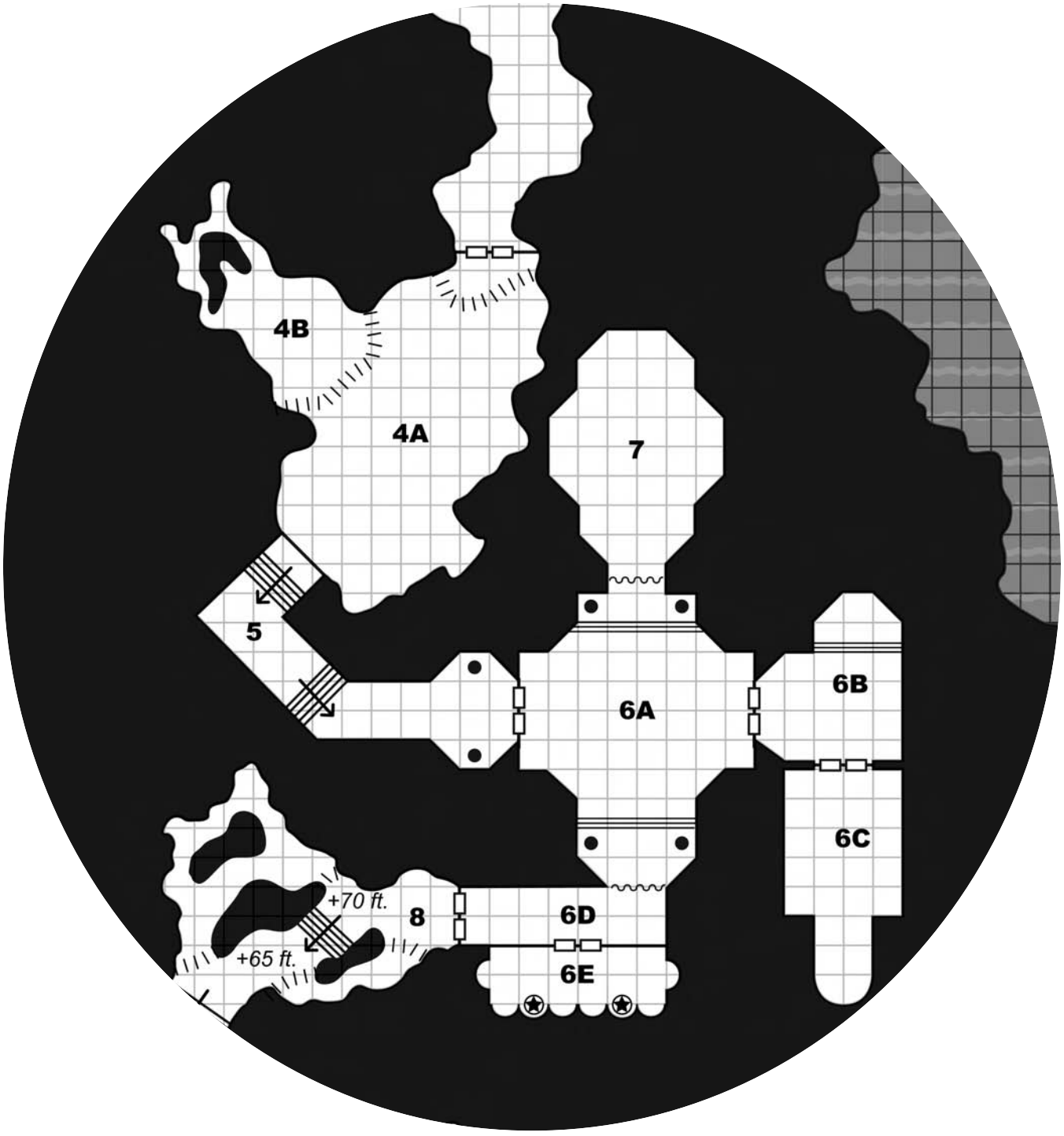
Map 43: Level 14A



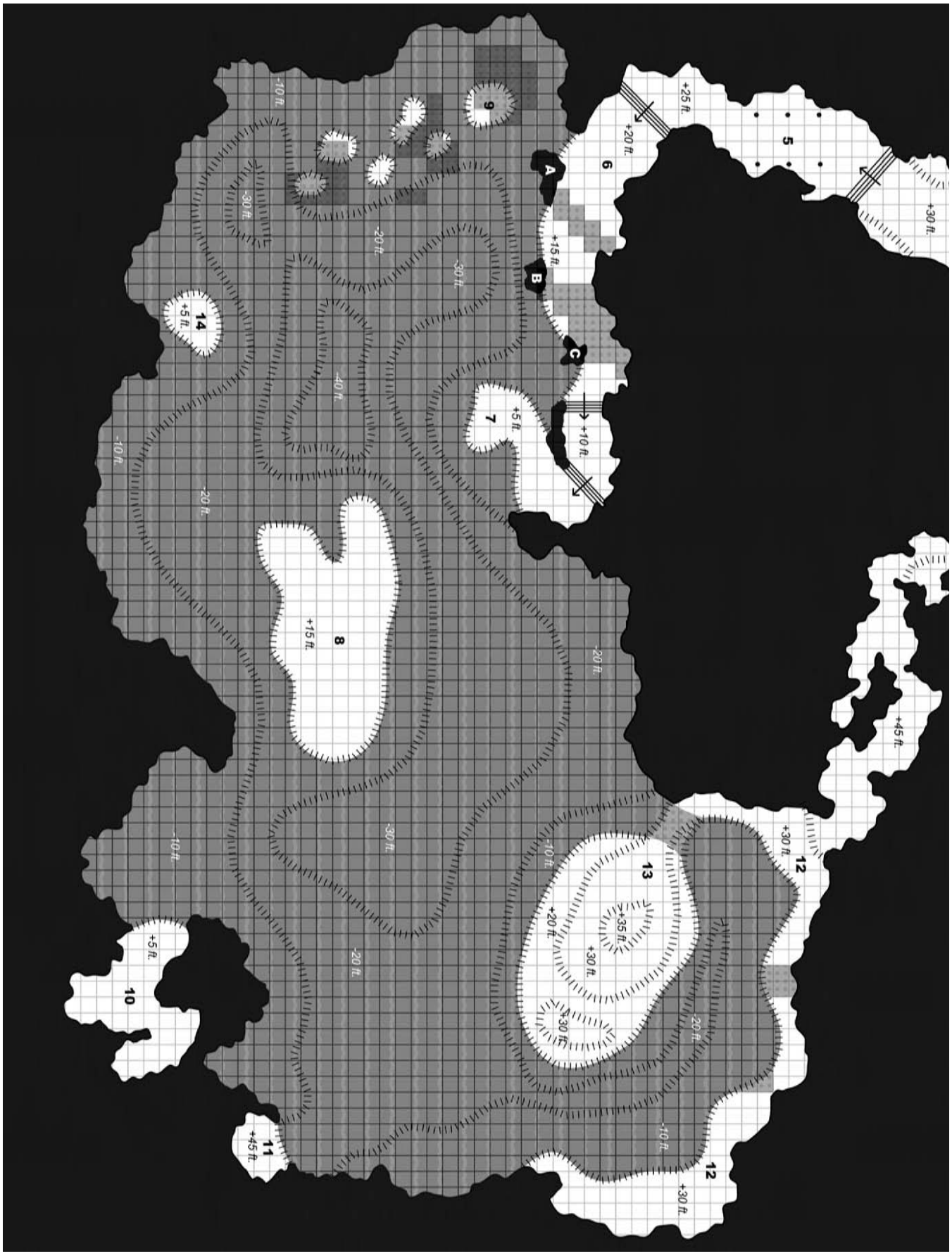
Levels 14B-15 Overview

Levels 14B-15 are massive. See the poster map for a complete view, with blow-ups of key areas below and on the next page.

Level 14B Detail



Level 15 Detail



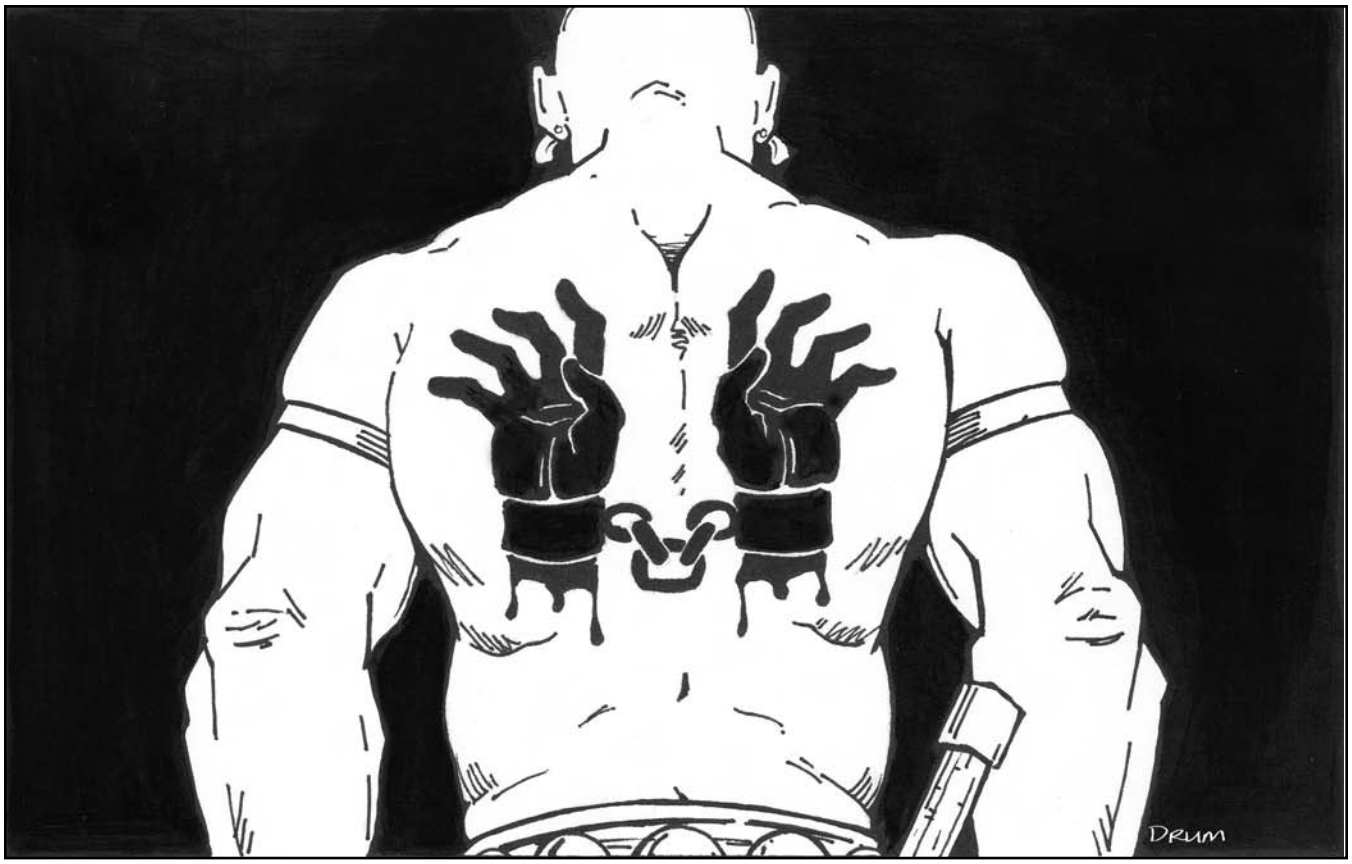
Dungeon Crawl Classics #51
Castle Whiterock

BOOK OF HANDOUTS

Castle Whiterock is a very large dungeon that features almost 50 player handouts. This booklet contains those handouts. The index below indicates where each handout appears in the dungeon.

Handout	Area	Handout	Area	Handout	Area
A	1-intro/slavers	R	9A-1	AI	11-1
B	2-11	S	9A-2	AJ	11A-6E
C	3-2	T	9A-5	AK	11A-6E
D	3-12	U	9A-7	AL	11A-8
E	3-6	V	9B-2	AM	11B-5
F	3A-3	W	9C-1	AN	12-1
G	4A-1	X	9C-2	AO	12-5
H	4A-3	Y	10-3	AP	12-15
I	4A-7e	Z	10-17	AQ	12-38
J	6B-1	AA	10-20	AR	13-1
K	6B-4	AB	10-25	AS	13-20
L	7-4	AC	10A-1	AT	15-2
M	7A-1	AD	10A-2	AU	15-2
N	7A-3	AE	10B-7	AV	15-6
O	8-2	AF	10B-9	AW	15-11
P	8-4	AG	10B-11		
Q	9-3	AH	10B-12		

Players' Handout A



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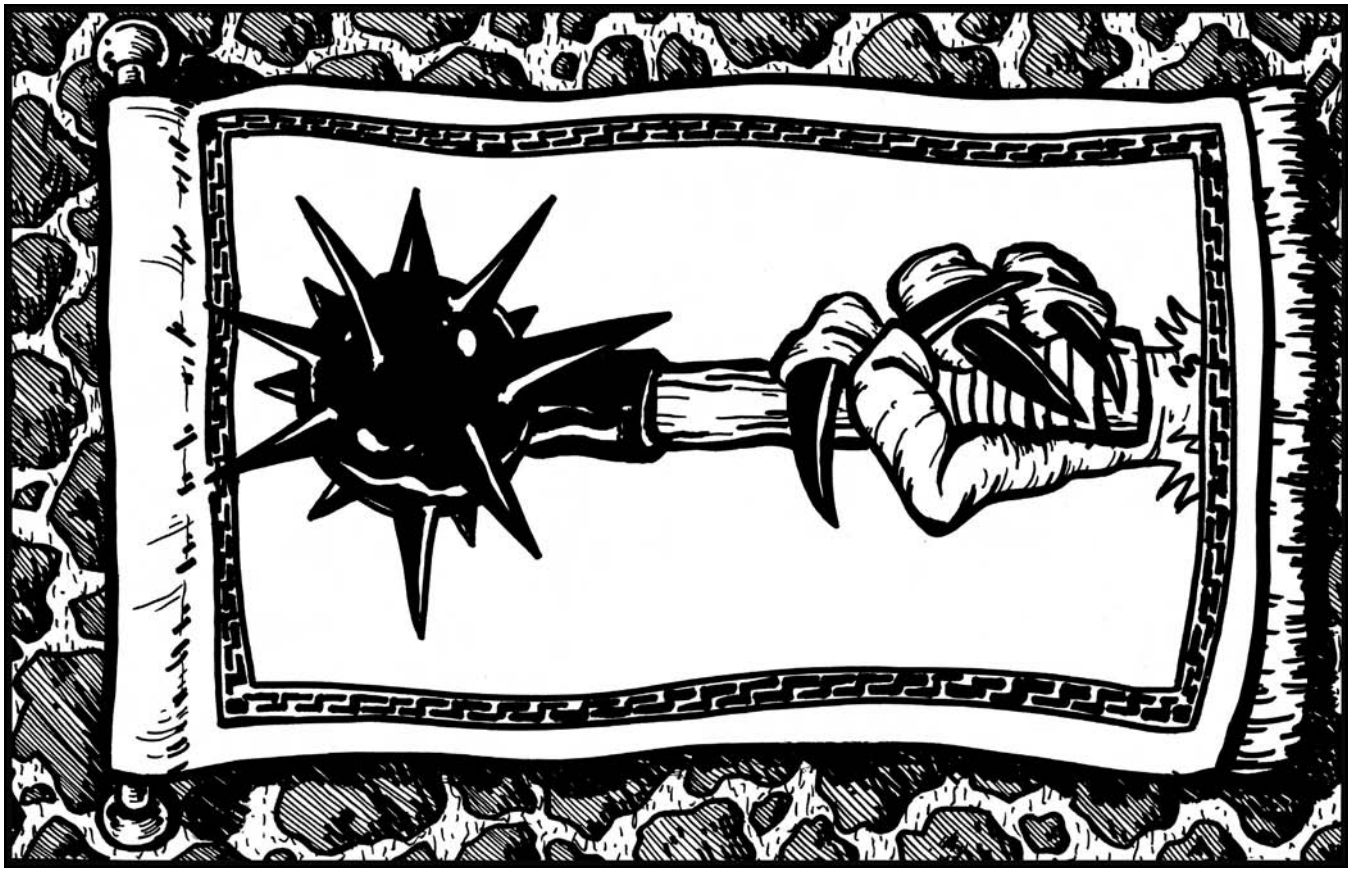
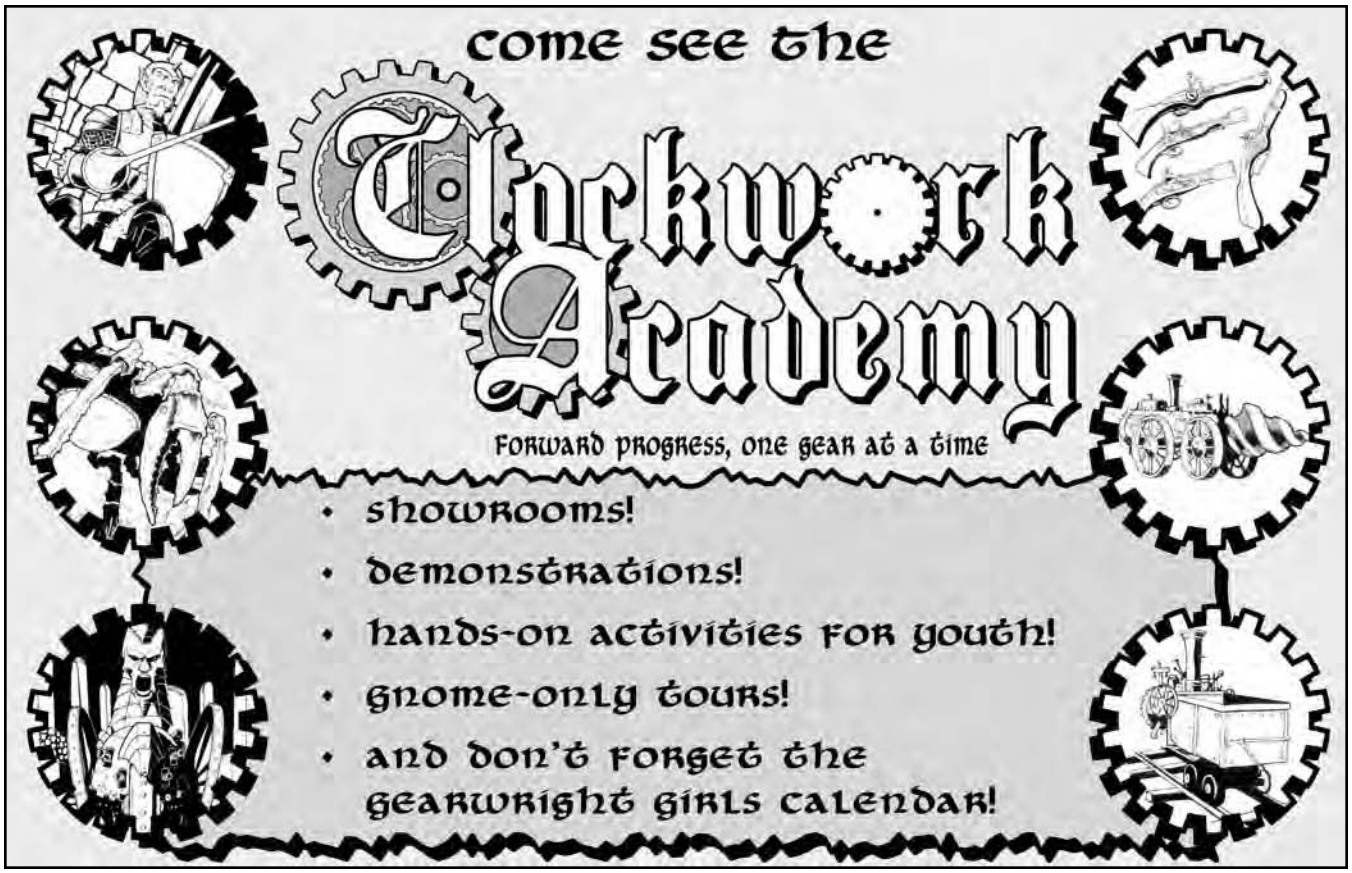
Players' Handout B





Players' Handout C

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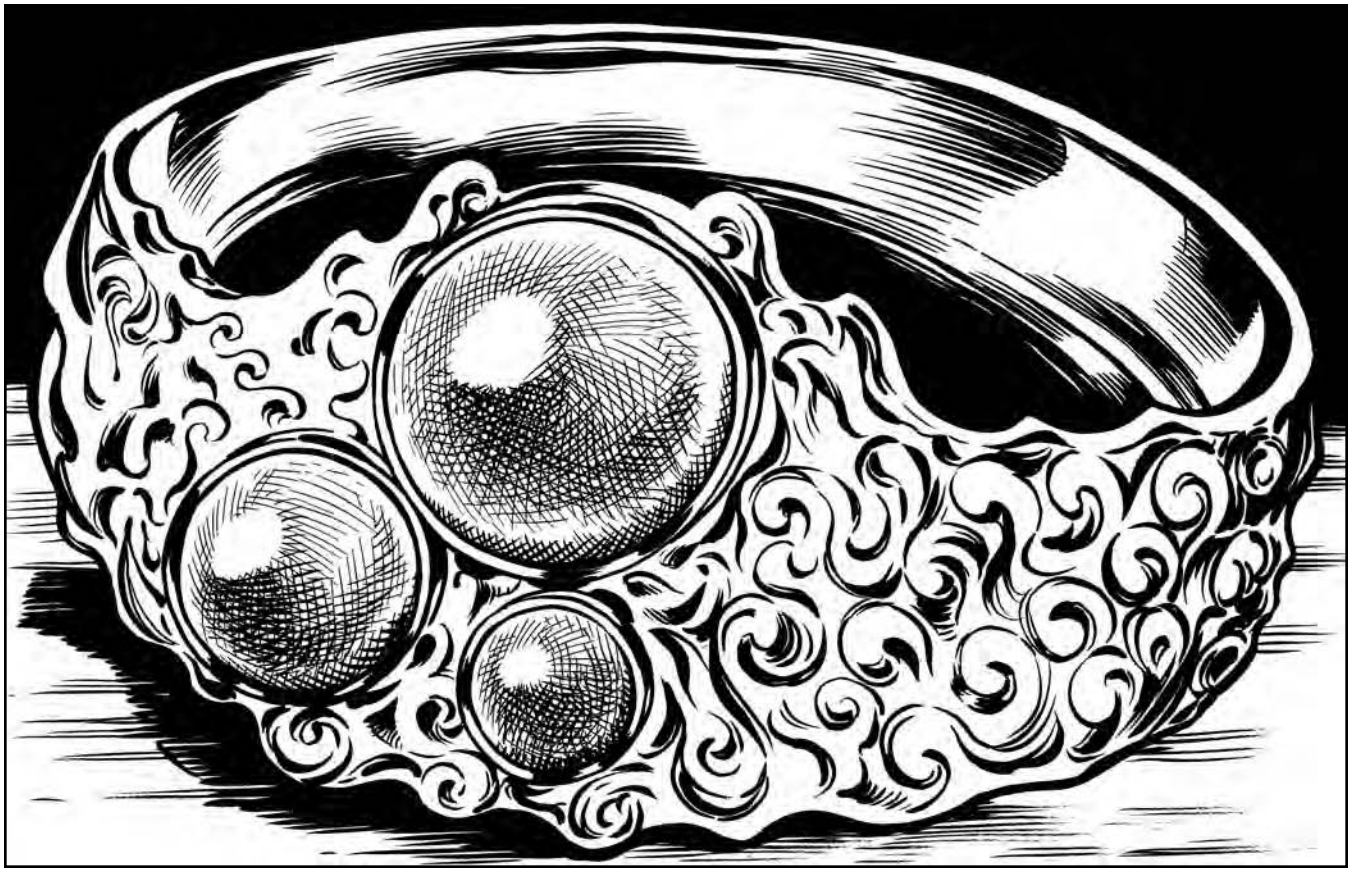
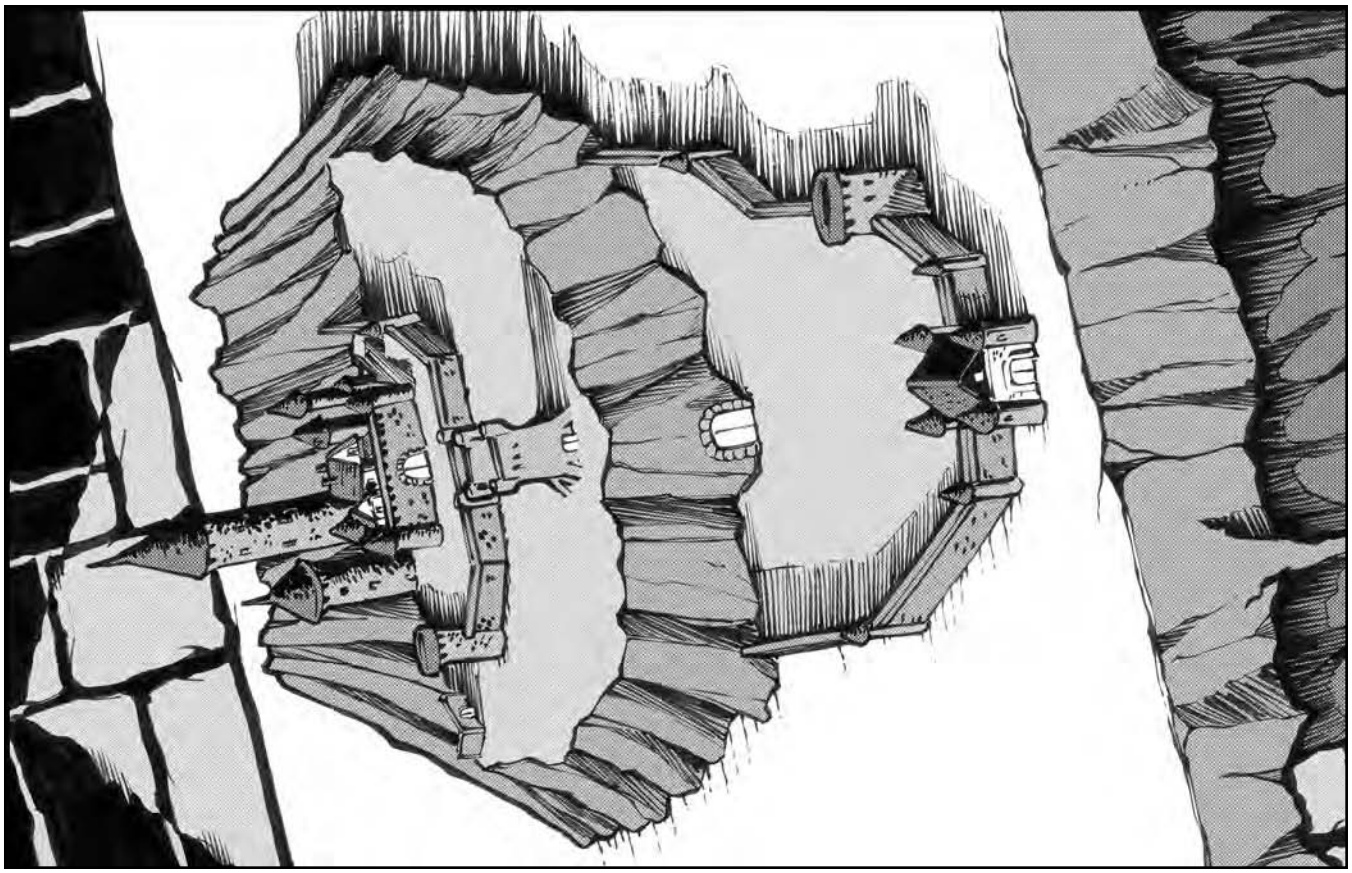


Players' Handout D

Players' Handout E



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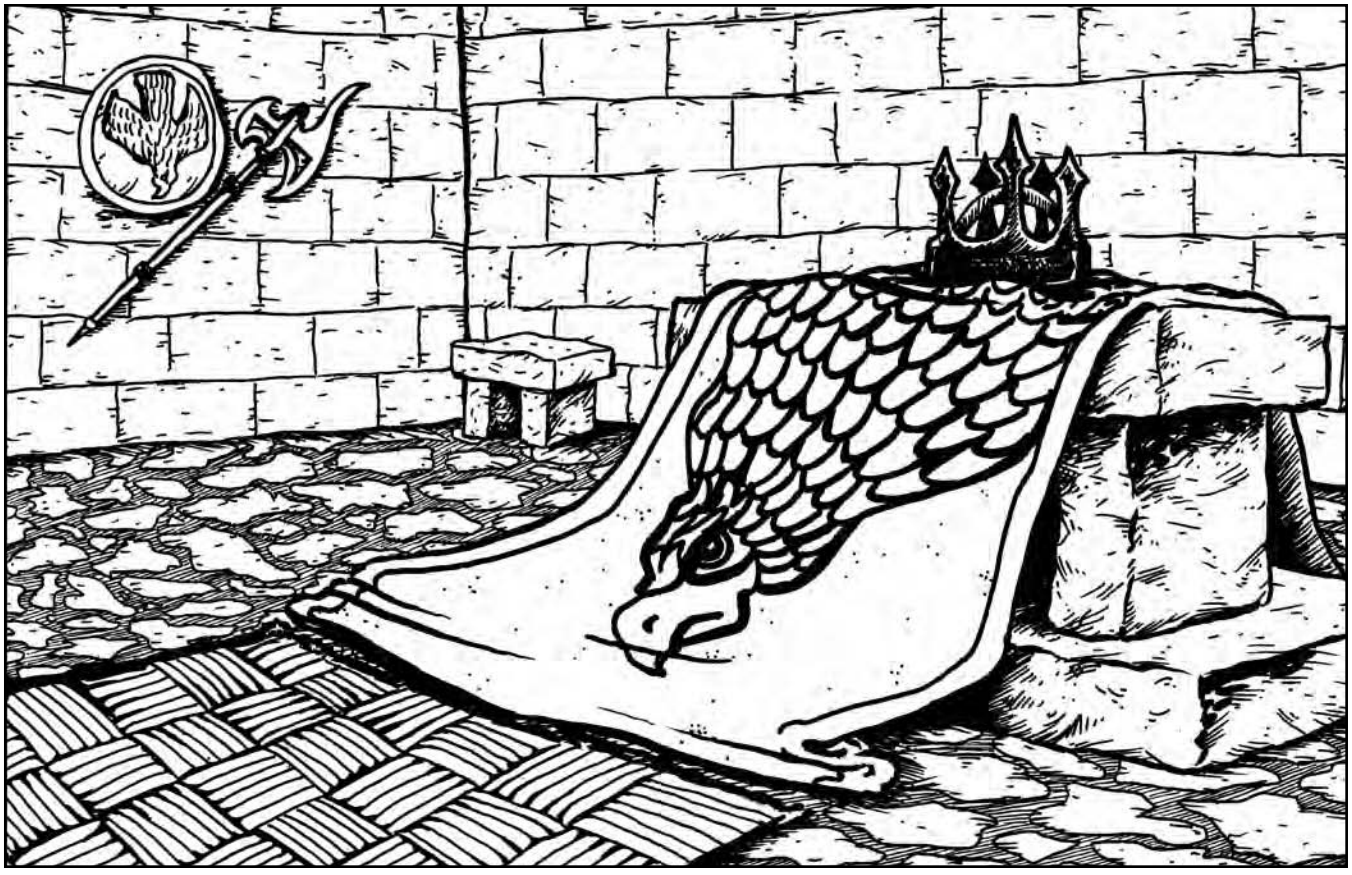
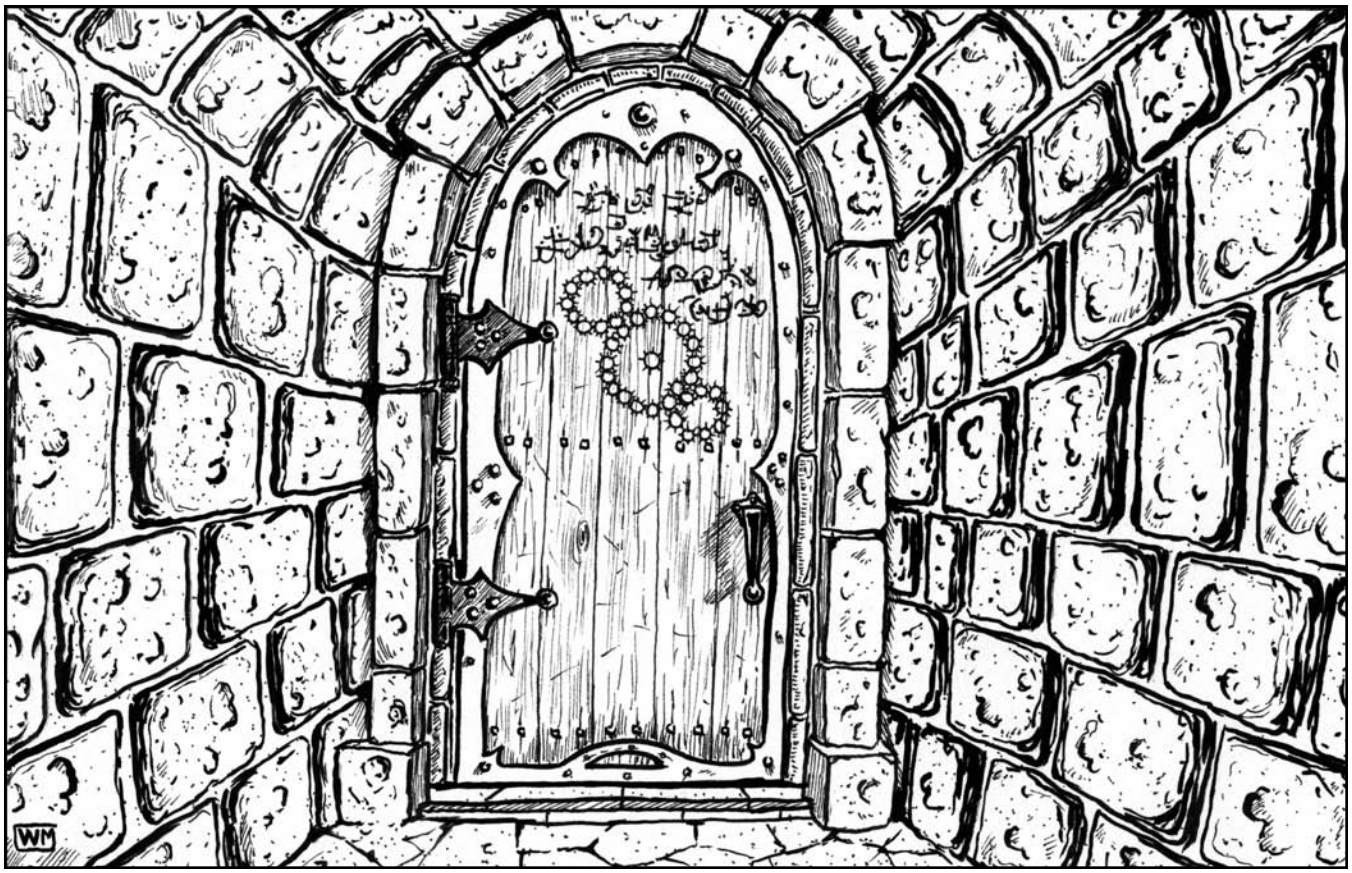
Players' Handout F





Players' Handout G

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REMEMBER DANILA,
HEADMASTER
SILVERHEEL LIKES HIS
MANTLE PRESSED AND
HAND-DELIVERED!

Players' Handout H

Players' Handout I

HEADMASTER SILVERHEEL, THE ARCHITECTS OF YOUR SCHOOL WERE KIND ENOUGH TO INCLUDE A LAUNDRY CHUTE IN THE DORMITORY. PLEASE USE THAT TO DEPOSIT YOUR CLOTHING (MAGICAL OR NO), AND STOP STUFFING THEM IN OUR MAIL SLOT! THANK YOU, THE LAUNDRY STAFF.

Trim along dotted line.

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Players' Handout J

The key is on the ledge,
But have you the right to know?
Reverse and connect the last two,
To pass the door through.

Players' Handout K

...for Aquil'iya now still,
yearns to awaken to master's will
Exposed to fury of the elements,
the master shares the ring's laments
Four trials shared by two,
the ring awakens to its due.

Bathed in the flickering tendrils of fire most hot,
bewitched or belched from beast, matters not.
Or ingurgitated in a smoldering fiery womb,
smothered by the fire beast's ichor, before its doom.

Buffeted by Madrah's powerful voice,
but his breath grants an interesting choice.
An extended shout of a horizontal gale,
or an instant vertical blast, without prevail.

Soaked in the water of the purest composition,
gathered from the elemental, without opposition.
Or wrought by an alchemist's touch,
and blessed by Pelagia's favored, as such.

Firmly embraced in a stony bond,
derived from sight, caress, or wand.
Throw off the shackles of Earth's grip,
reclaiming fleshy form, to complete the trip.

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Players' Handout L

Obta
Yag'lel
Toax'ob

Players' Handout M

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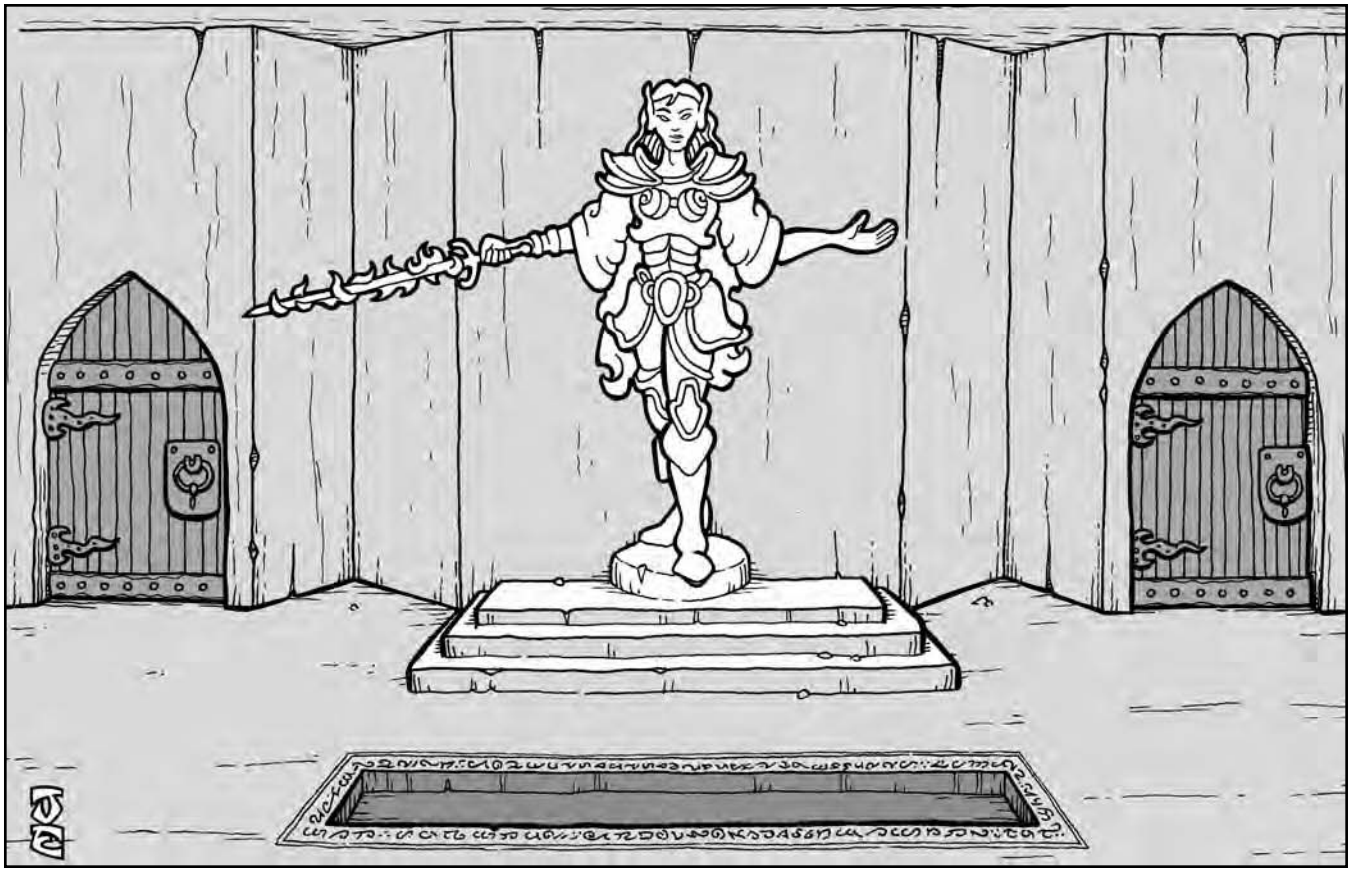
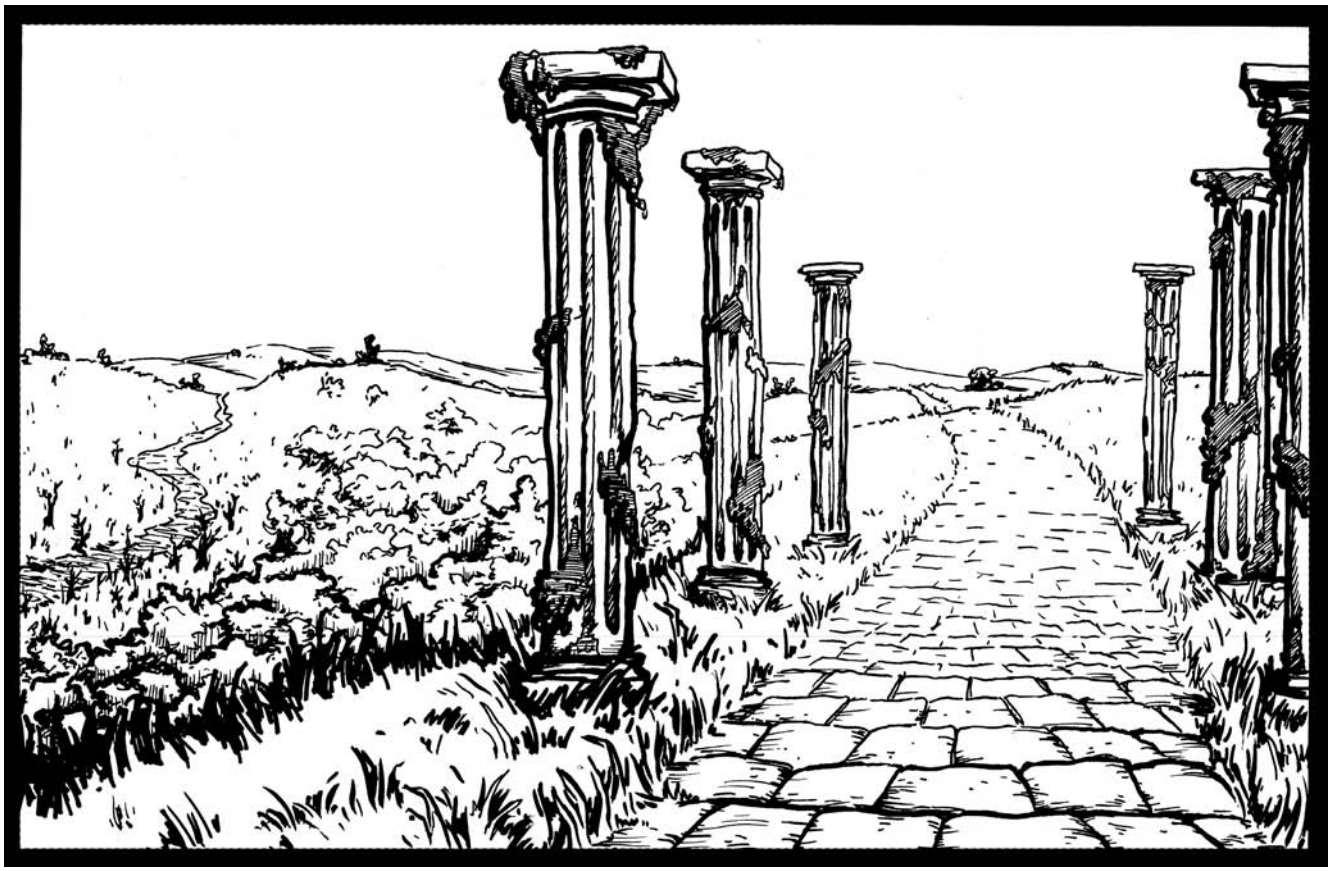
Players' Handout N





Players' Handout O

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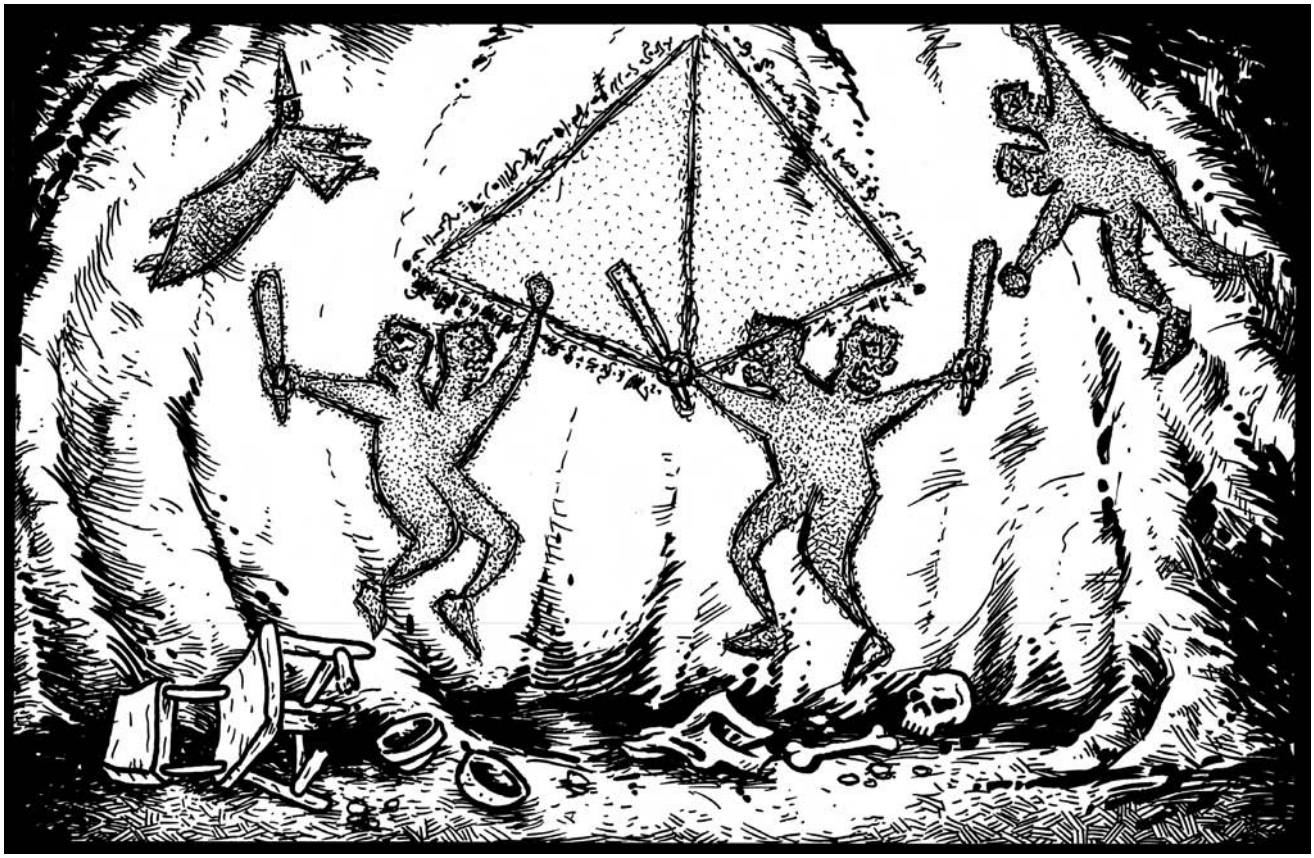
Players' Handout P

Players' Handout Q



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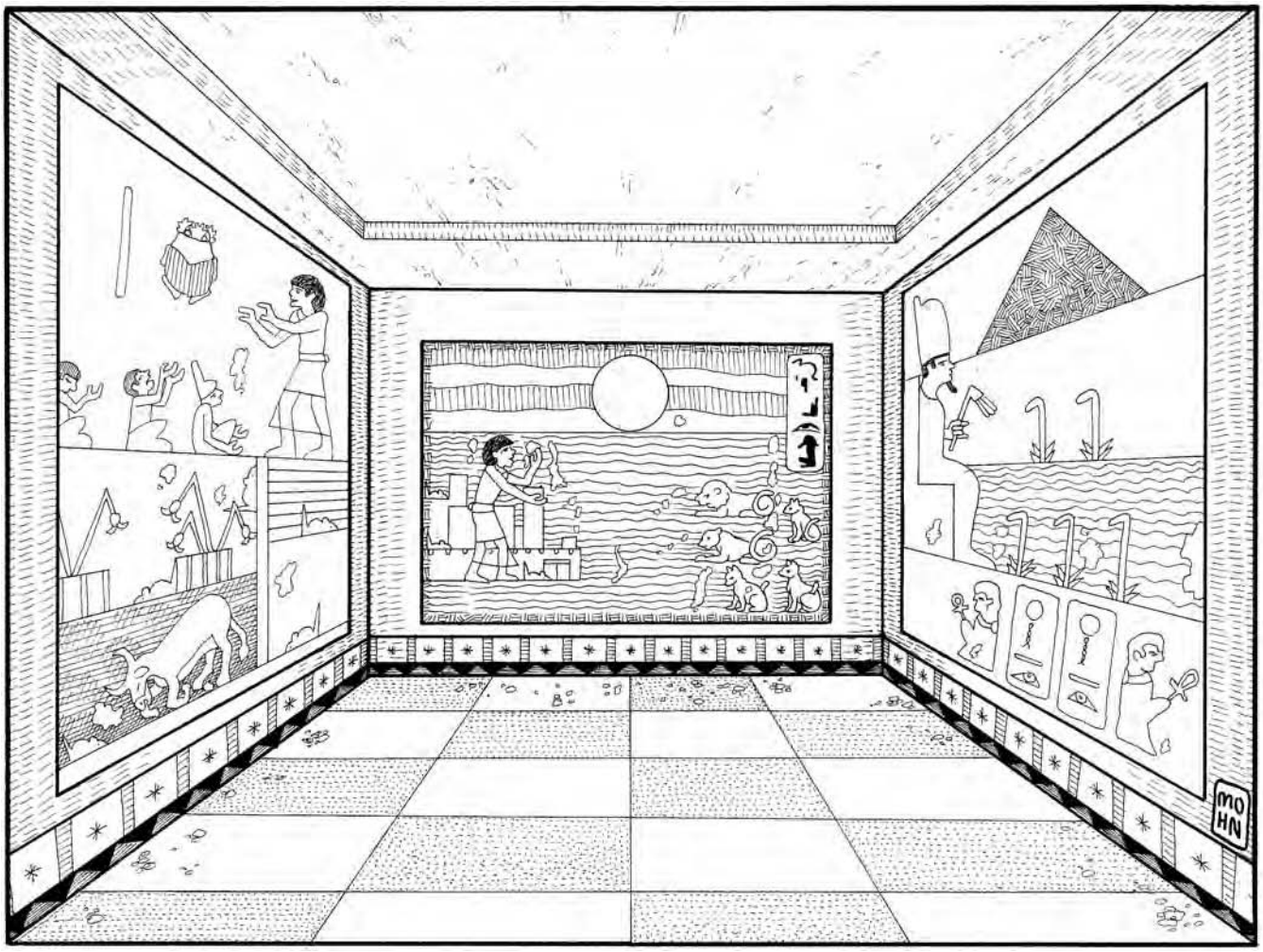
Players' Handout R

Follow Chartrusa's annual plight,

To enter this holy place right.



Players' Handout S

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Retrieve the key,

For a chance to defeat part of me.

Players' Handout T

Players' Handout V

Players' Handout U

Heed my winding rhyme,
to destroy him for all time.
Find vessels sacred three,
Hidden in his tomb from you and me.

The first is clad in clay,
secreted in a vault where it shall stay.
The second wrapped in dried flesh,
his loyal subjects guard it best.

The last is hidden behind golden earth.
Up is where you should search,
but down is where you will end.
Destroy the three and his body shall bend.

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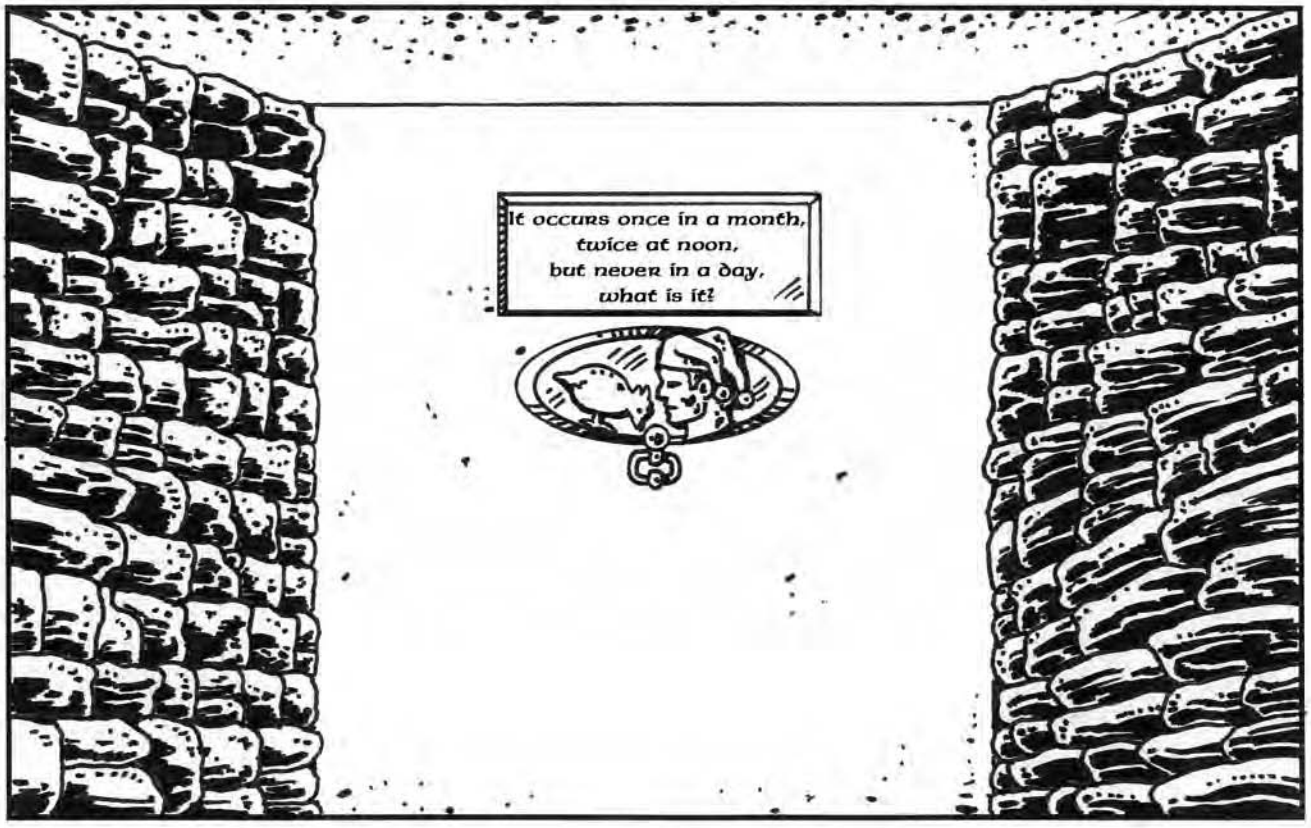

Players' Handout W

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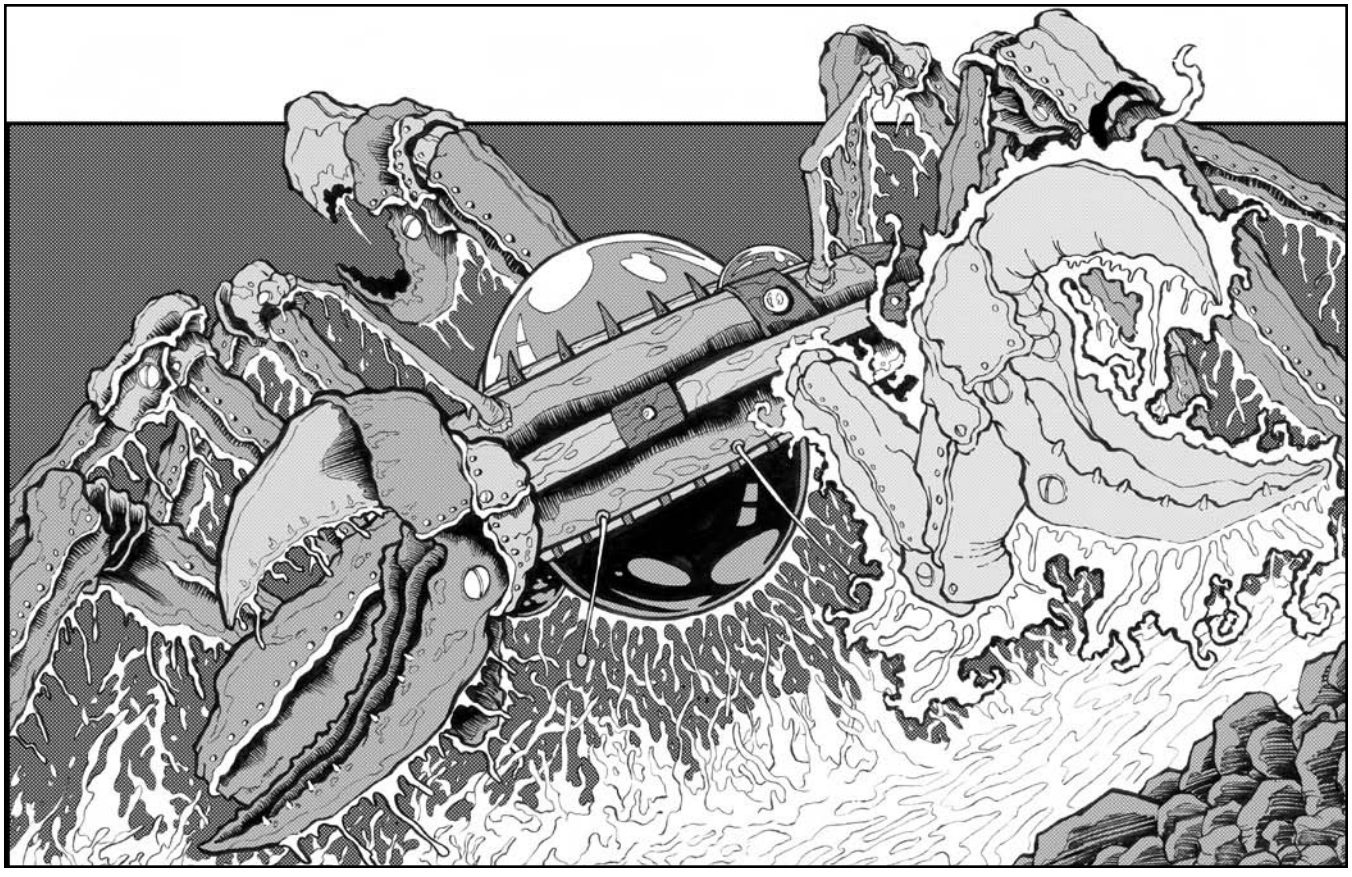

Players' Handout X

Players' Handout Y

Minia – the key you asked for is ready … you should remember we are all in His hands. . .

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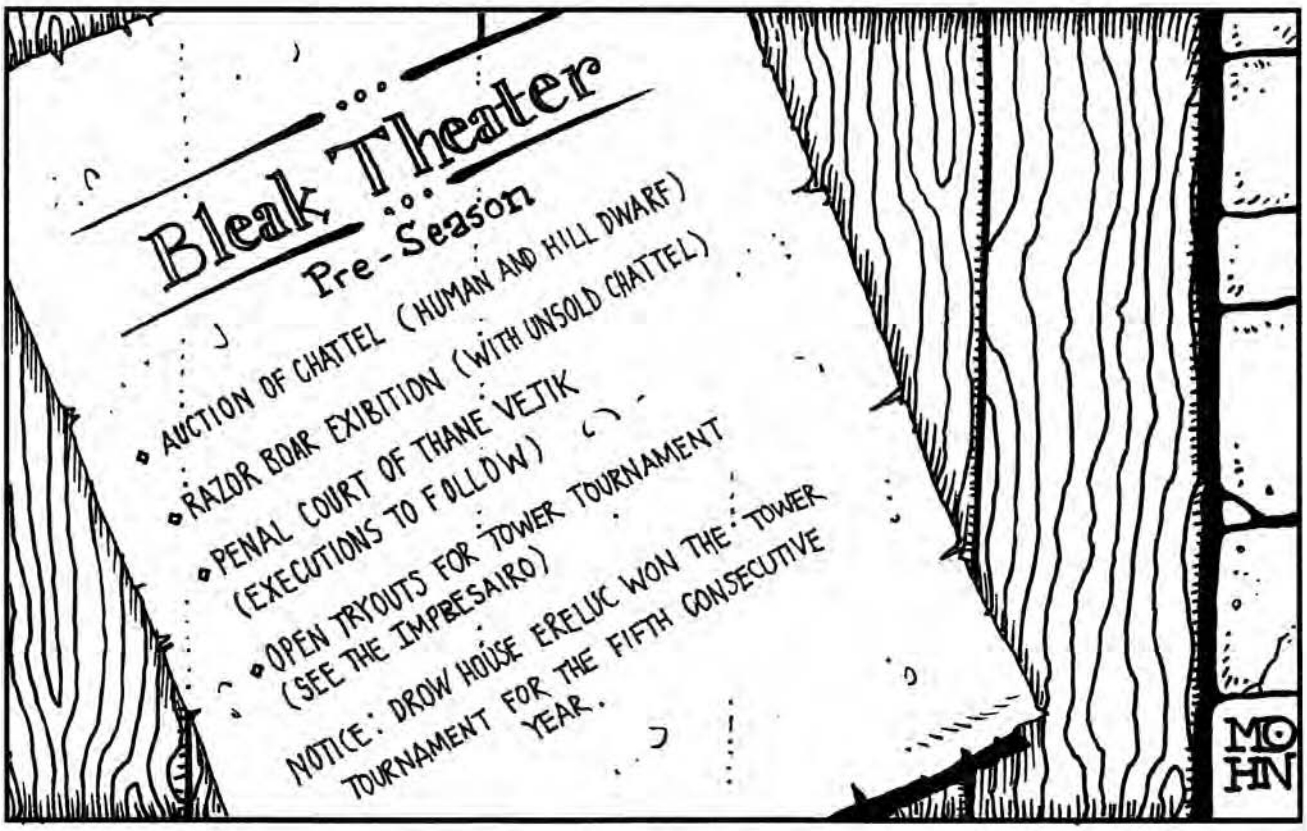
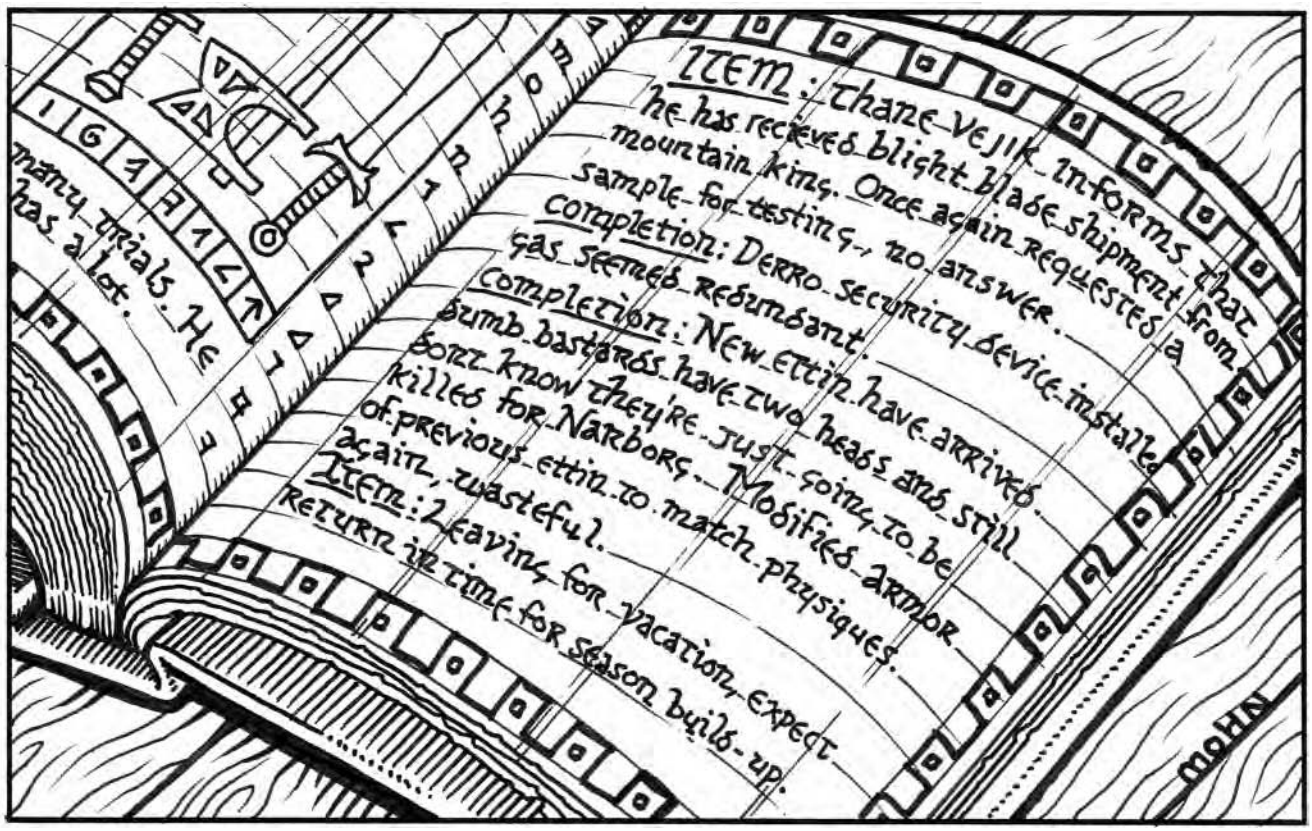
Players' Handout Z





Players' Handout AA

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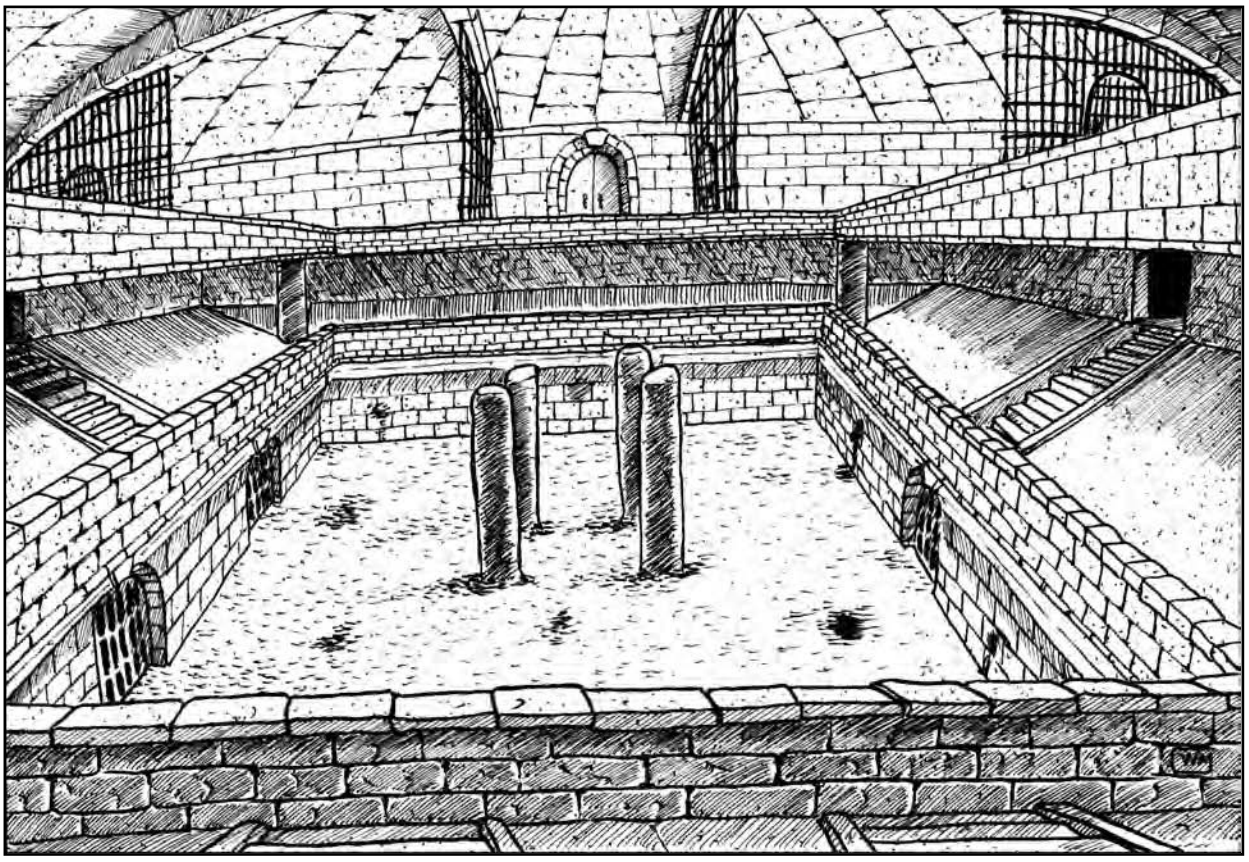

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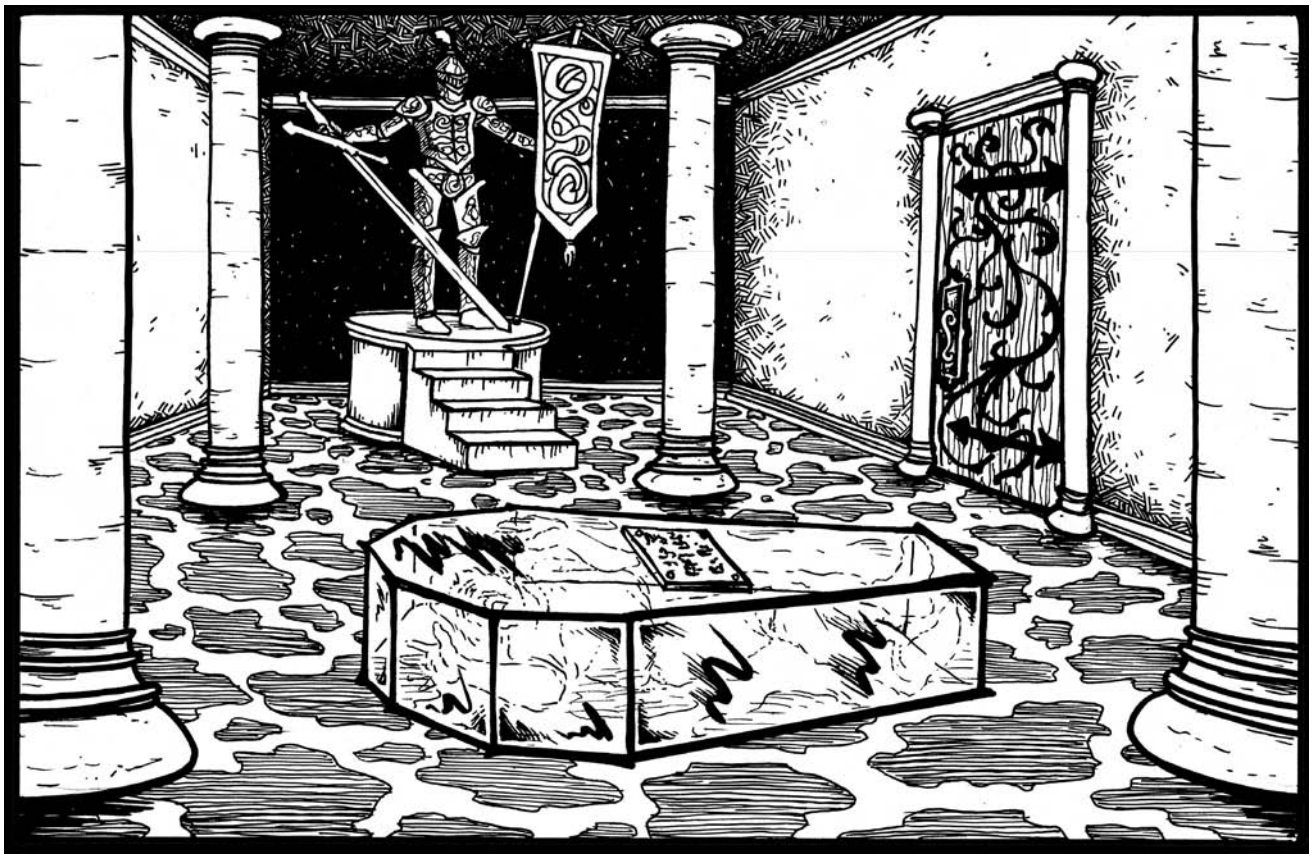

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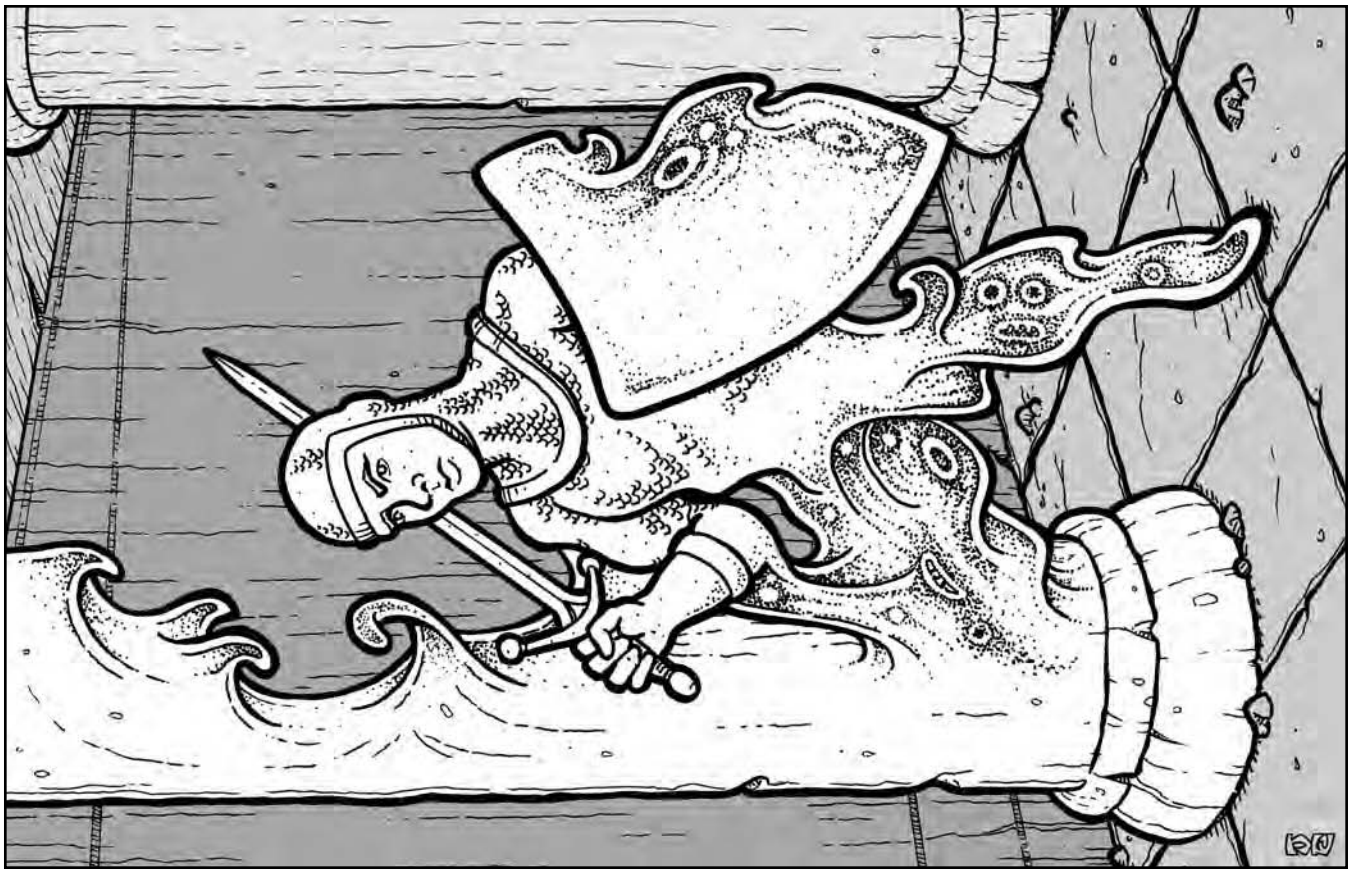

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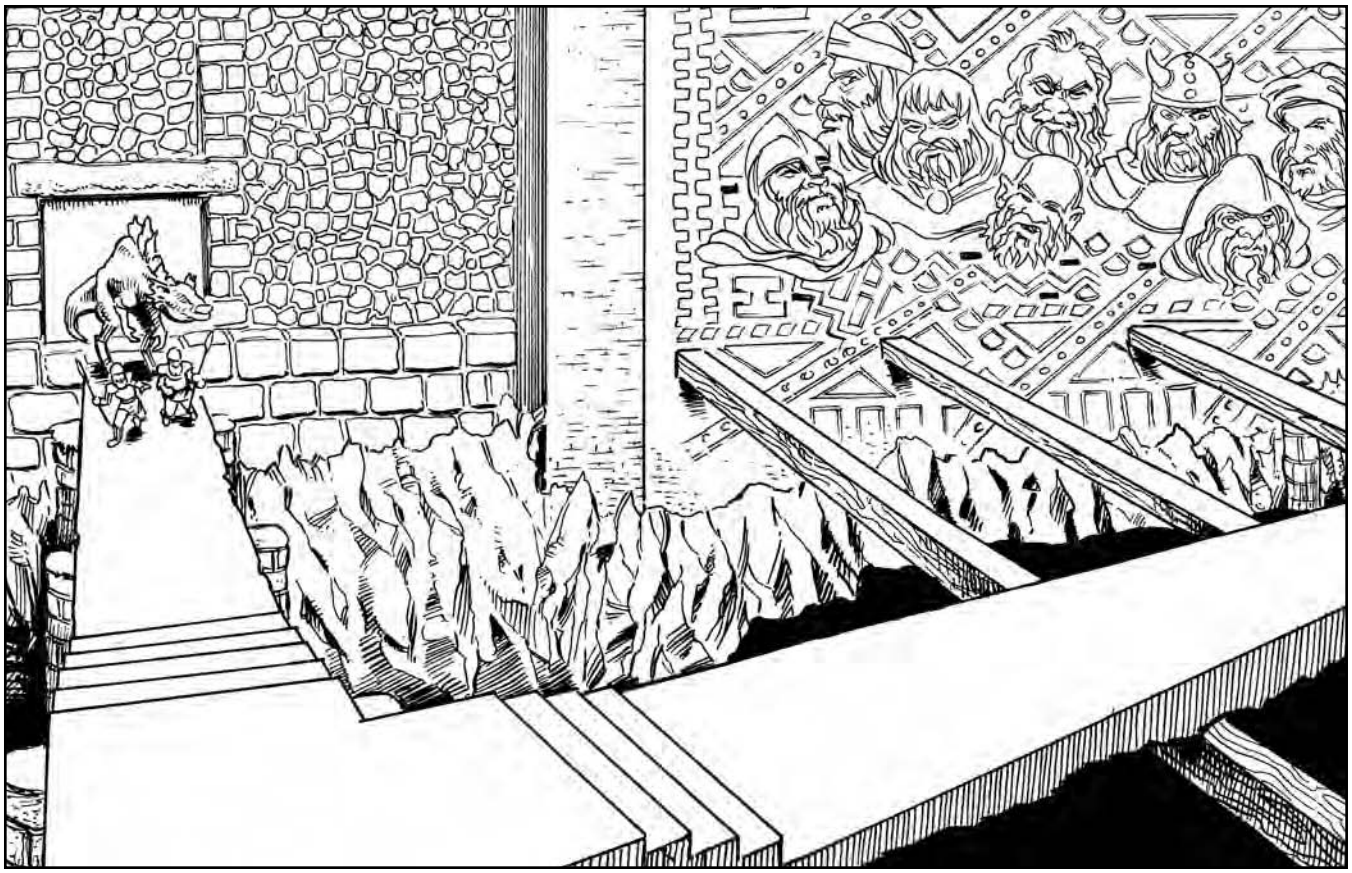
Players' Handout AH

"KEY, LOCK, AND CHAIN
EACH I HID IN VAIN
IT WOULD BE SUCH DELIGHT
IF YOU WOULD MAKE THINGS RIGHT
THREE CONTAINERS I DID DEVISE
TO HOLD ANEW EACH GLASSY PRIZE
WITH EACH SHOULD GO A TOKEN RIGHT
THAT ONCE HELD MY PRIZE SO TIGHT
RETURN THEM TO THEIR PROPER HOME
THEN PULL YON LEVER, 'NEATH THE DOME
DO THIS THING, NOTHING MORE
TO OPEN WIDE MY TREASURE'S DOOR"



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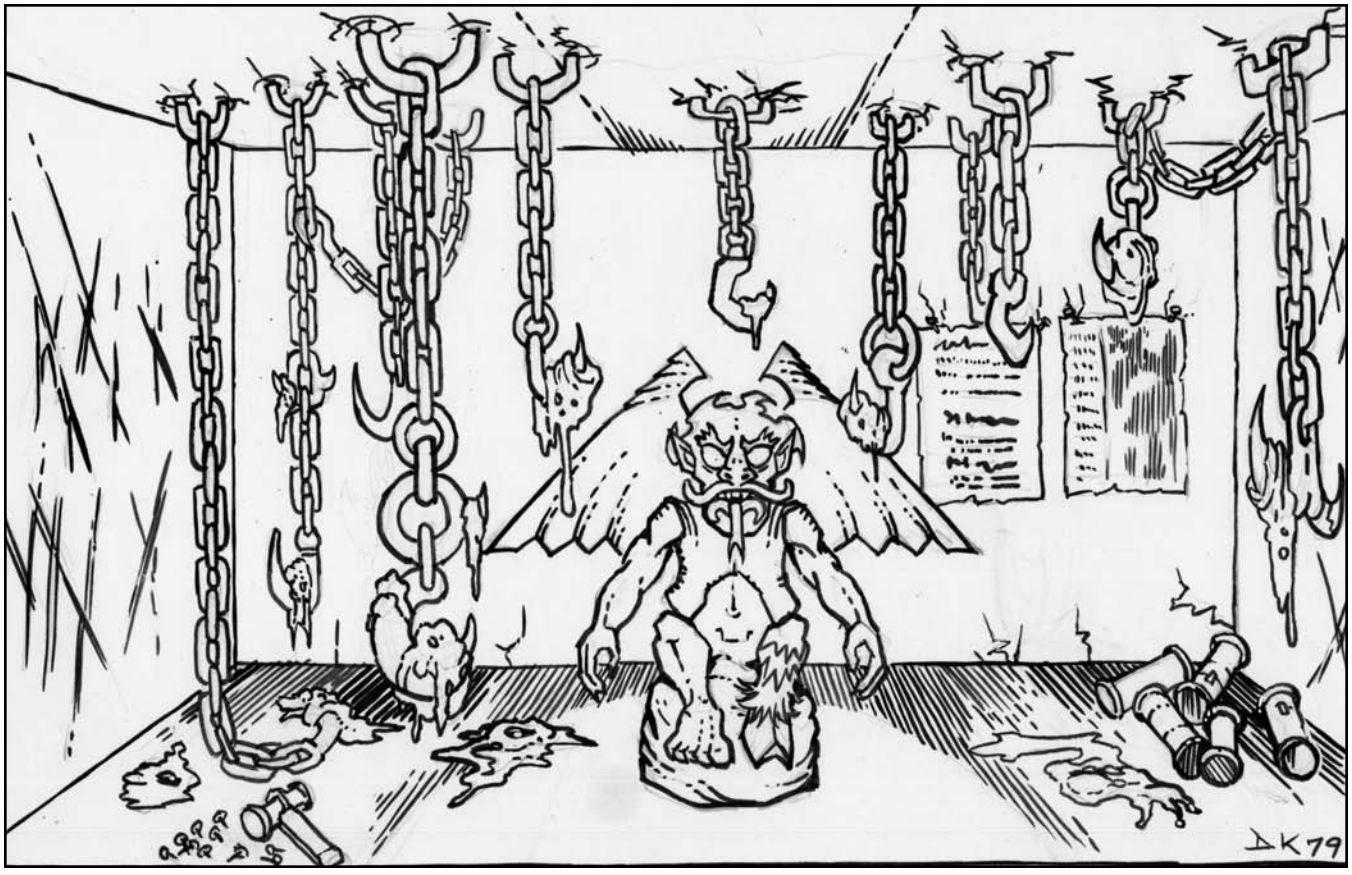

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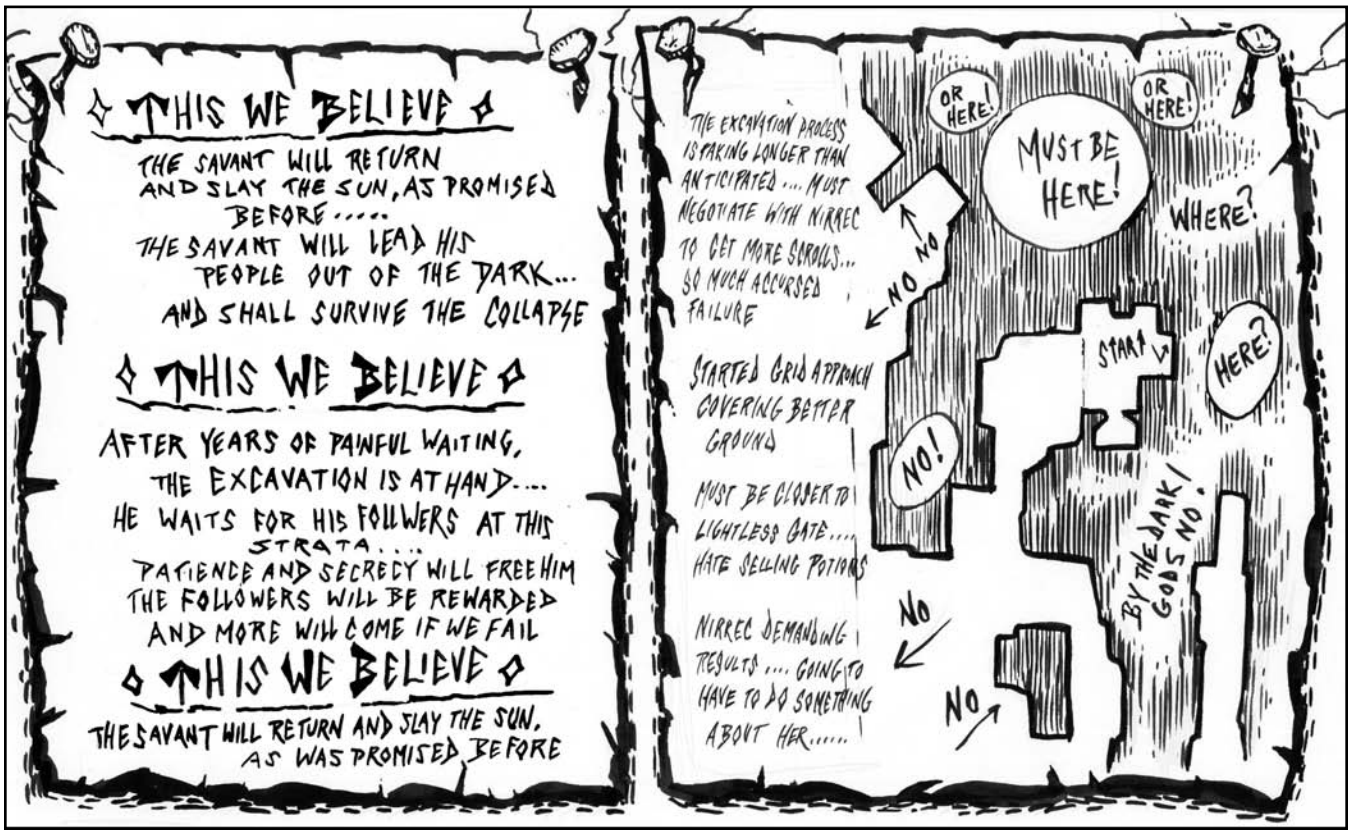

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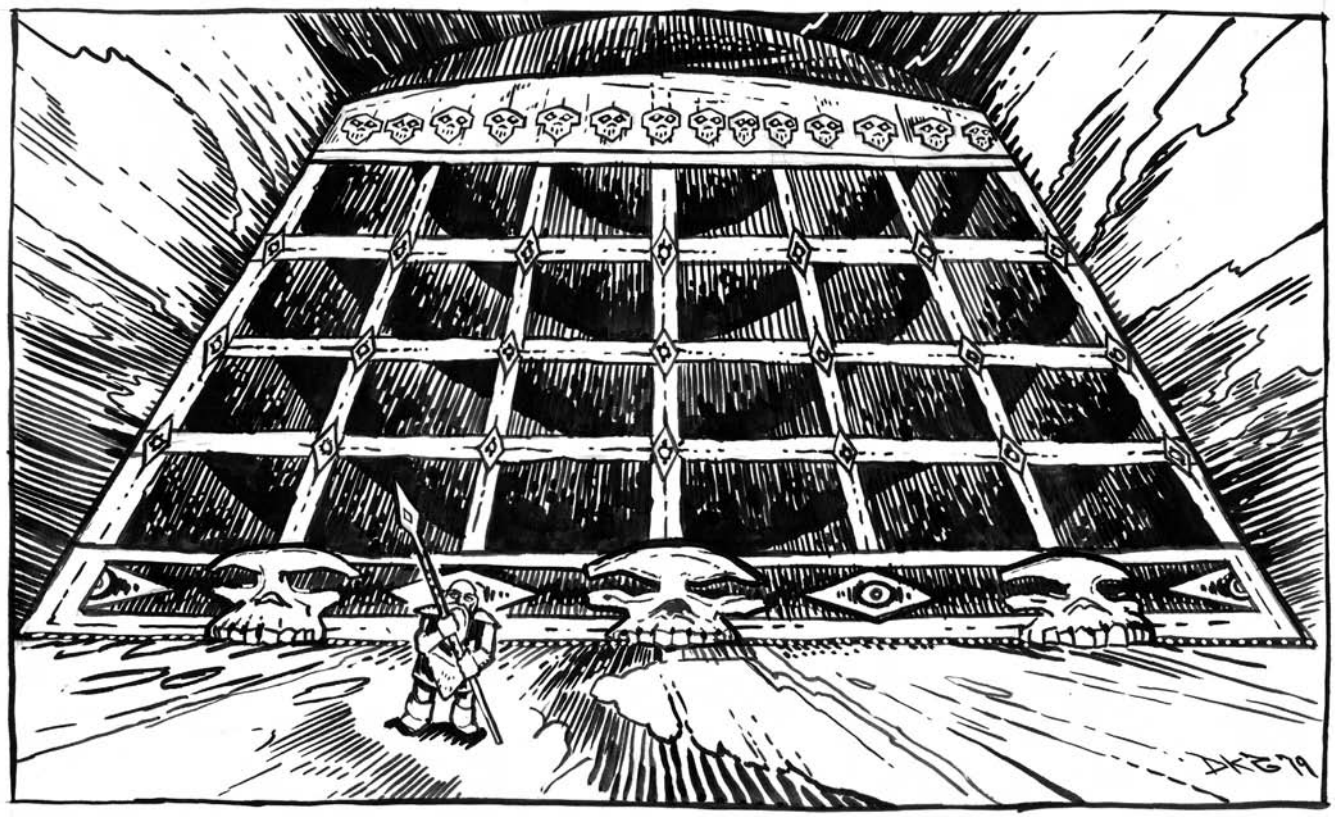

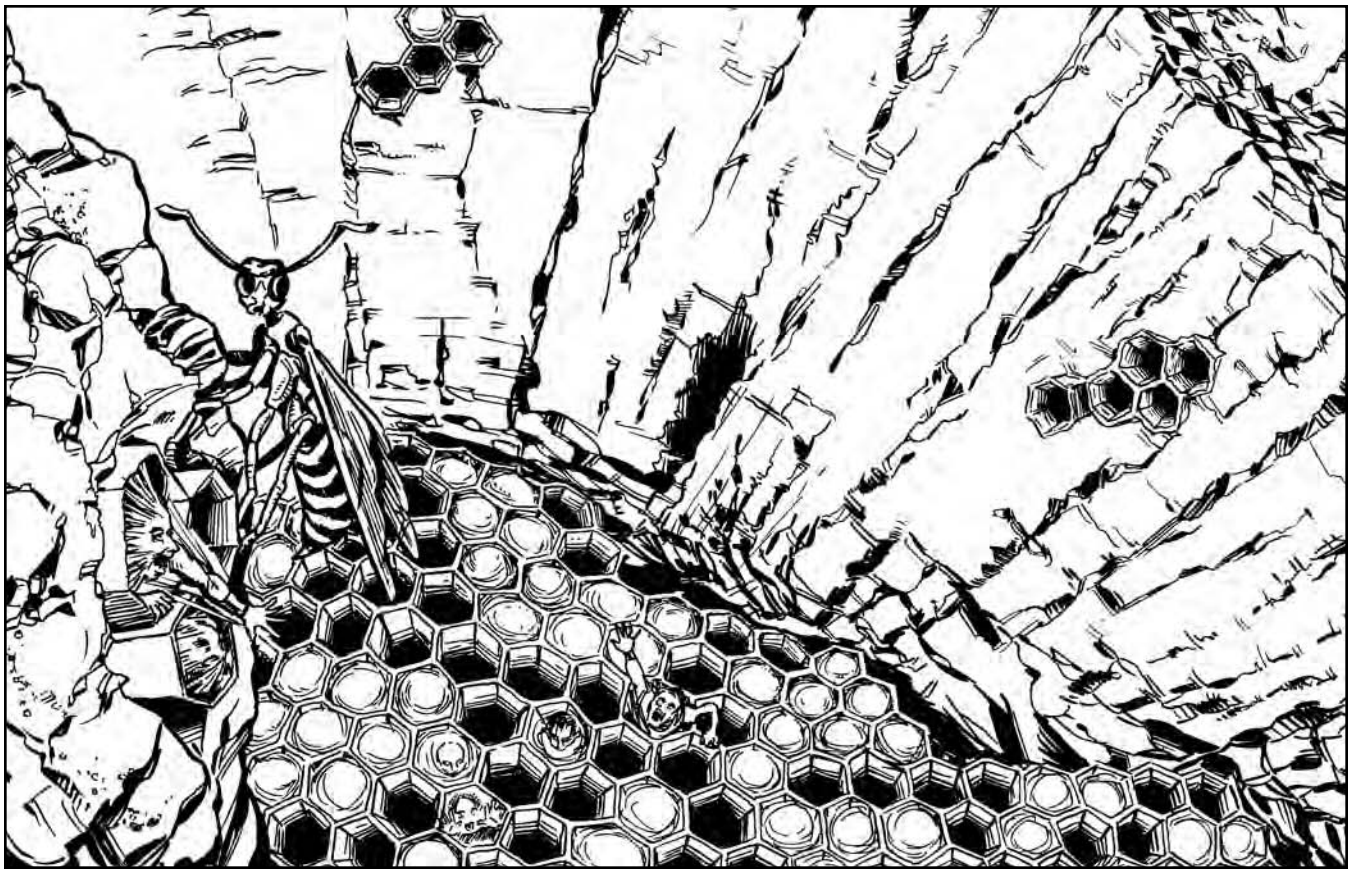

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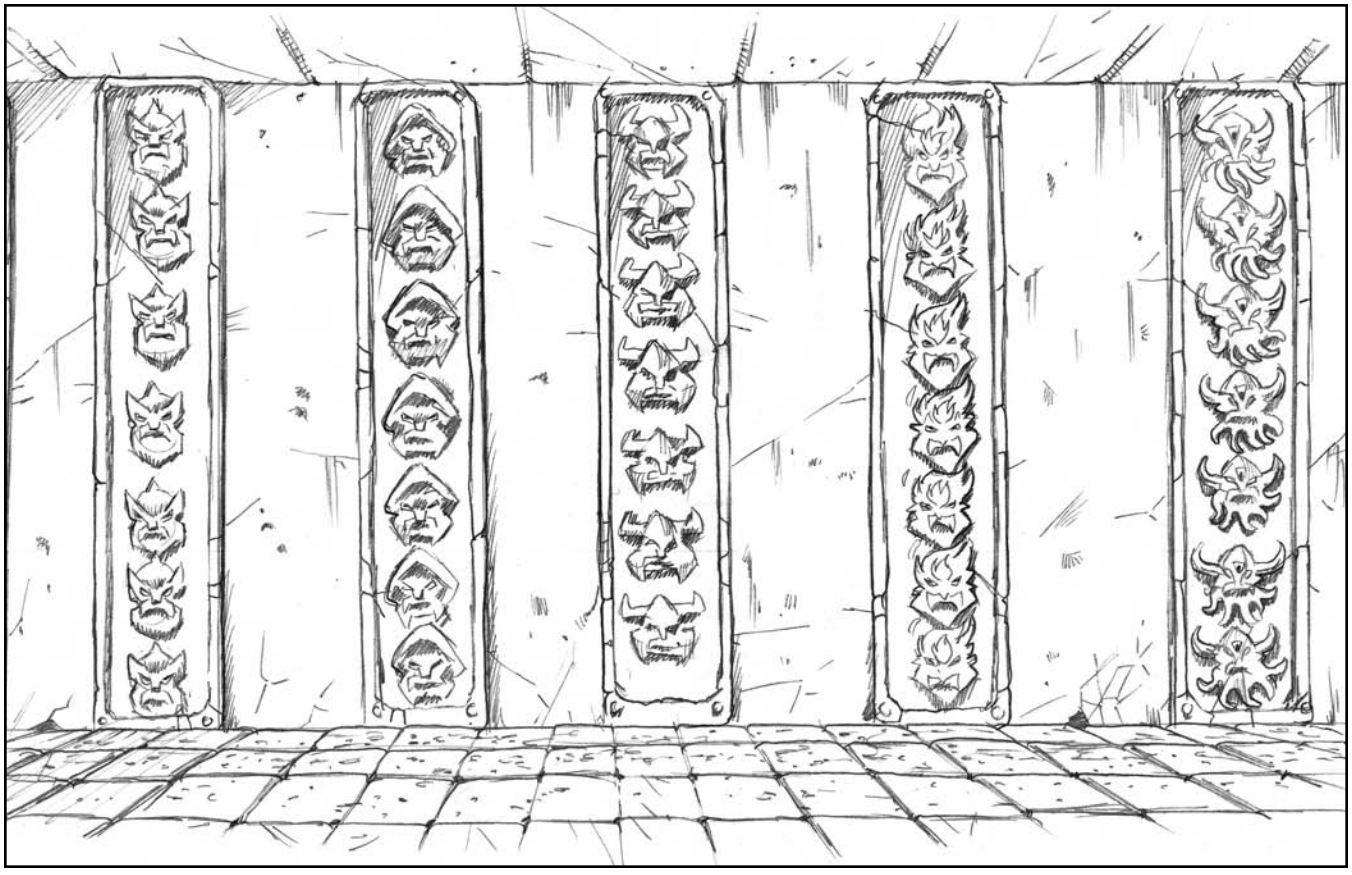

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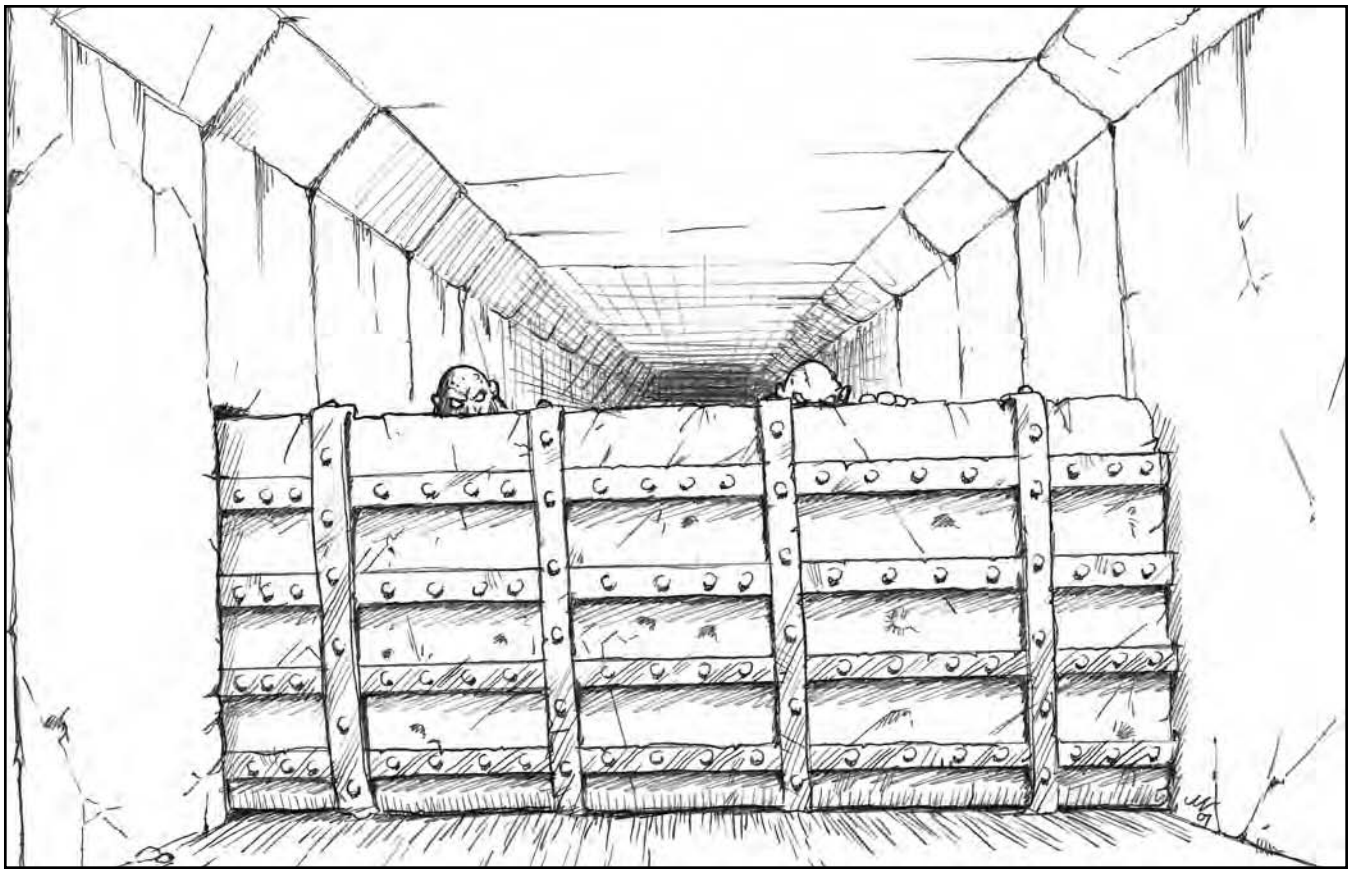

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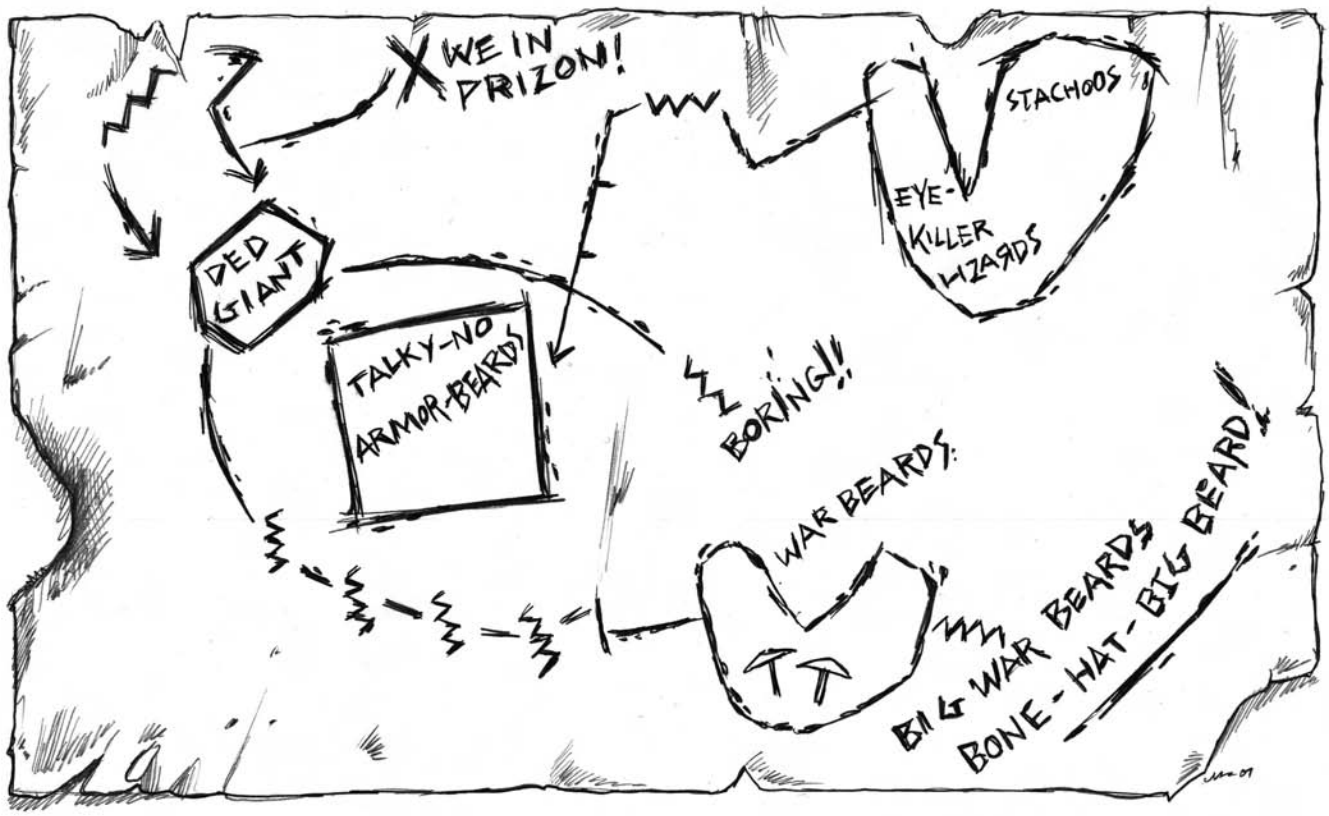

Players' Handout AQ

Assassination Options:

1. ~~Order of the Ashen Heart? – emissary not returned~~

2. ~~Soulgrave Slayers? – too far away!~~

3. Pack of the Night-Wolf? – contract accepted!

- description of offending party as follows:

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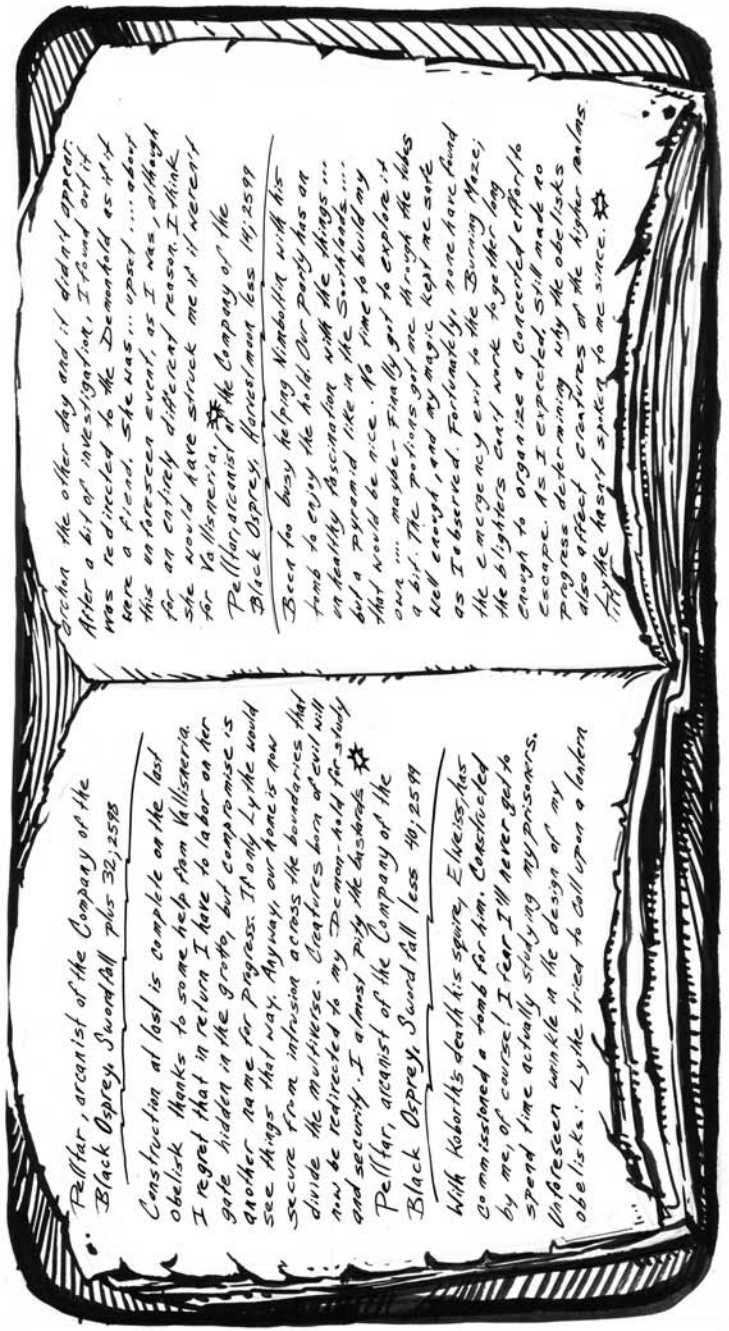
Players' Handout AR



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Players' Handout AT

Polymorphed into a Toad: Diminutive Animal; HD (you maintain your own HD) (you maintain your own current/max hp); Init +1; Spd 5 ft.; AC 15, touch 15, flat-footed 14; Base Atk +0; Grp –17; Atk –; Full Atk –; Space/Reach 1 ft./0 ft.; SQ Amphibious, low-light vision; AL (same as your own); SV Fort +2, Ref +3, Will +2; Str 1, Dex 12, Con 11, Int 1, Wis 14, Cha 4.

Skills and Feats: Hide +21*, Listen +4, Spot +4; Alertness.

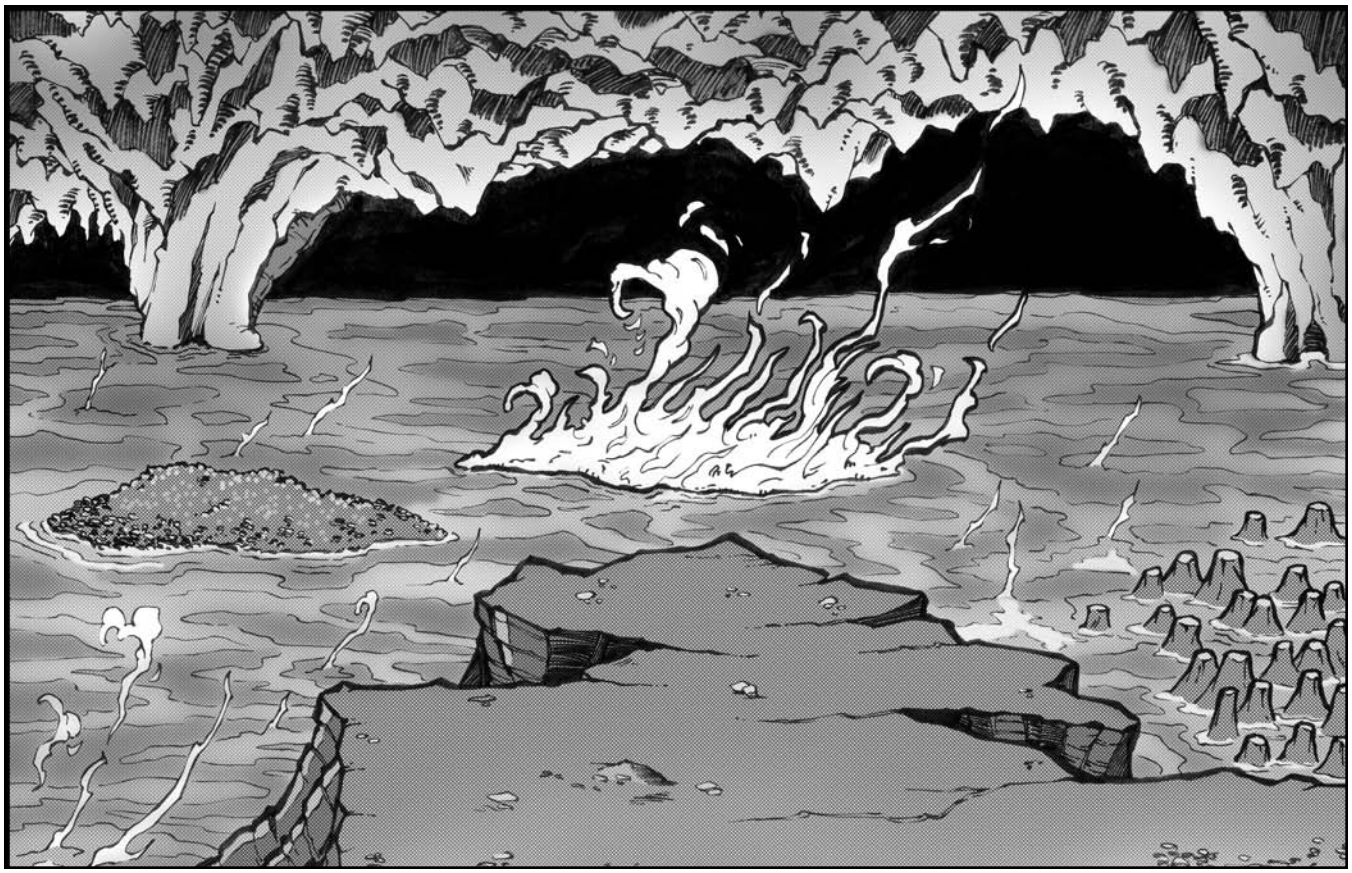
*A toad's coloration gives it a +4 racial bonus on Hide checks.

Possessions: All items you carried or wore fall to the ground.

Languages: You understand all languages you knew in life, but cannot speak them.

Special: If you remain in this form for 24 consecutive hours, you will have to attempt a DC 22 Will save. If you fail, you will become a toad for true, losing all languages and memories of your former life. Your Hit Dice and hit points will adjust to be those of a normal toad. Even in that unhappy event, you can still be restored to normal if the spell is broken.

Players' Handout AV



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Players' Handout AW

Notes

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the
Kingdom
of
Morrain
Gazetteer
GALARON
ICE MIRE
MORRAIN
LEAVENDALE
GOATSHEAD
BREAD-IN-HAND
MORRO RIVER
51.5

the Kingdom of Morrain
0
100
scale in miles
25
IBELOT
CLIFFS OF DYZAN
GENDRAM HILLS
N
MYSTENMERE
VALFORS BAY
ASHWOOD FOREST
GALARON
UL-YAHZMOTK
51.5
HALLOWBROOK
ICE MIRE
CILLAMAR
CASTLE WHITEROCK
KINGDOM OF MORRAIN
OMARAK
LEAVENDALE
GOATSHEAD
FAR LUERRE
51
WITCH WOOD
BREAD-IN-HAND
HRUMBLETON
UL-DOMINOR MTNS
BONE HOLLOW
ZAN TARKHAM
KITCHMON
TERRO'S REST
19
FALLEN

Dungeon Crawl Classics:

The Kingdom of Morrain

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Chapter 1
Morrain Gazetteer Overview

Long before Morrain was an independent kingdom, it was known to explorers as the Argent Vale—a wide and verdant basin surrounded by towering mountains in the east and thick, highland forests in the north and west. Rocky foothills, open tundra, and a mineral-rich river comprised the Vale.

The passage of time and the influx of the civilized races have done little to change the vale's wild geography. Since the time of Jorem the Elder and his famous son, the First Lord Morro Stormwarden, the people of Morrain have respected nature and taken from the land only what they need to survive. They cull lumber for their homes and hunt game for their food; they do not export these resources or seek to grow their economy with overt foreign trade. Only the silver mines and gem-rich hills provide material wealth that Morrain deigns to trade with neighboring kingdoms. Individual merchants may barter or sell for personal profit, but the rulers of Morrain have never sold its natural resources for greater wealth.

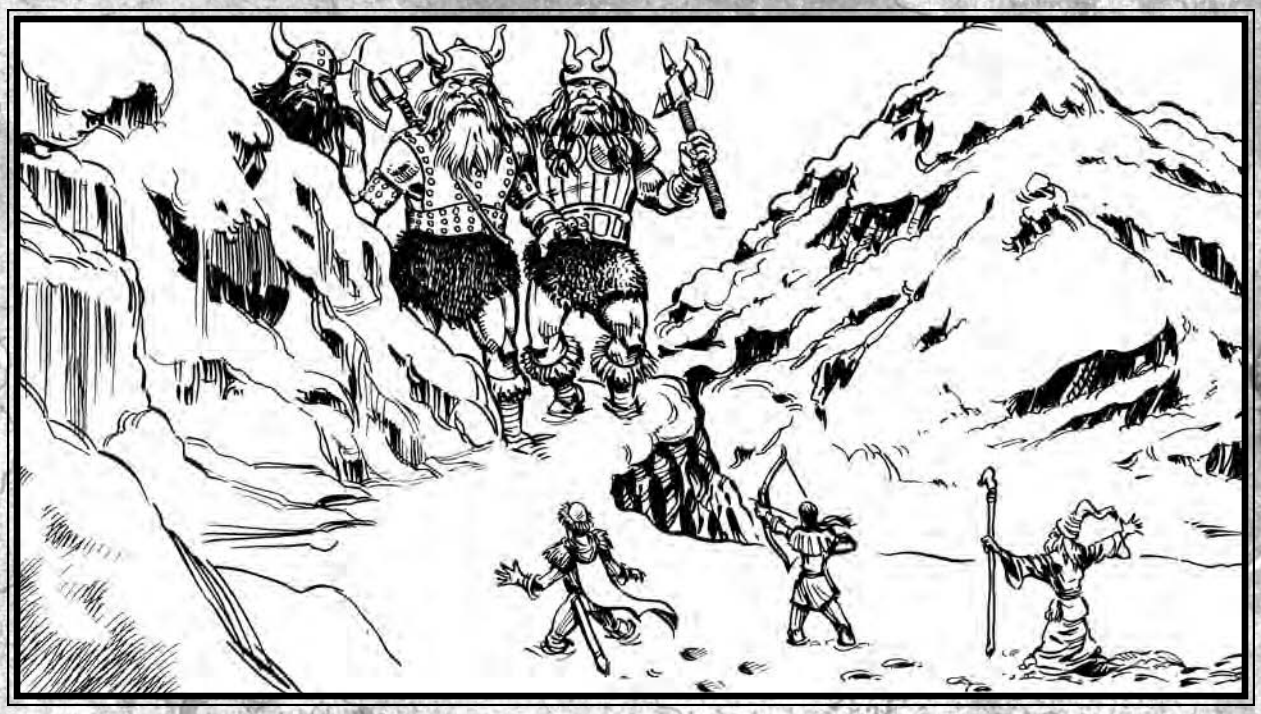
The climate of Morrain showcases the extremes of Ildavir's demesne. The entirety of the Vale has only two real seasons, summer and winter, with very short intervals of moderation between them. Summers are temperate, if wet, often beset by lightning storms. Strong winds howl through the Vale throughout the year and precipitation is frequent. Winters are long, cold, and heavy with snow. The dwarf-highways that wind about the mountainous eastern border are nearly inaccessible after the first snowfall, and the ponds, lakes, and waterways are often covered in a layer of ice. Even the most traveled roads are seldom traveled in the snow-filled months. A popular saying proclaims, "A man does not brave the Morrain midwinter unless he is a ranger, a fool, or a raiding giant."

The people of Morrain call themselves the Imorrayn—in an Elven dialect of the Common tongue, this means "sons of Morro"—though outside of the kingdom they are generally referred to as Morrahim or, less respectfully, Morrainians.

Morrain is a monarchy bereft of the rigid feudalism common to the Northlands' southern realms. Few of the people object to the mandates of their kings, for the Argent Sovereigns have always been light-handed. The current Sovereign is King Mirias Stormwarden, a ranger-king whose loyalty to his subjects is greater than the service he demands in return. Ruling from his throne in Stormkeep and defended by the Argent Knights, King Stormwarden is a man of martial renown and a friend to the natural world.

Morrain exists at the behest of the Criestine crown, but none who have witnessed the courage of the Imorrayn doubt they are an independent people who owe allegiance to no one but their chosen sovereign. Spaced atop the highlands along the borders are squat towers that garrison the kingdom's soldiers. The defenders of the realm compensate for their small numbers with sophisticated strategies, a system of watchfires atop every tower, and the conviction that they are the first line of defense against a brutal world. When their defenses are strained, the king looks to his own people to raise again the banner of freedom. The Imorrayn enjoy their days, for they've had to work and fight for their freedom.

Yet when dragons, giants, and worse threaten the land, the people look to heroes without and within for aid.



Settlements, Fortifications, and Ruins

Morrain is considered by their southern neighbors to be a rural backwater. While the people aren't as simple as most presume, the settlements do showcase a rustic way of life. The majority of Morrain's major towns (and single city) are listed below, though by no means do they account for all of the kingdom's settlements or its total population.

As a rule, villages, hamlets, and thorps litter the Argent Vale, most of which are within a day's travel (by foot) to one another. Most are agricultural in nature, the majority of its people farmers or gatherers. Blacksmiths and millers support the singular industries of these communities, repairing equipment or grinding the harvested grain. Though most of these smaller settlements do not have defensible walls, most do have a central refuge—such as a watchtower or temple—where residents can take shelter during the strongest storms or in the attack of marauders

All towns include a market where people from the smaller outlying settlements can bring their produce to barter or sell for the goods available only in a larger community. More than one industry can be accounted for in a town, and the community as a whole will be more racially diverse. Most towns include at least one temple and one inn, while a handful of taverns serve as entertainment, gossip, and recreation for the people.

By no means meant to be fully comprehensive, a sampling of inns, taverns, temples, and guilds is listed after each settlement's description.

Bone Hollow

(Small town, pop. 1,440)

Years before the founding of the Kingdom of Morrain, the ruins of Castle Whiterock were conquered by a powerful tribe of orcs known as the Broken Tusk. Decimated and then replenished again with the joining of other tribes, the orcs were ultimately betrayed by their drow allies. Stricken with a devastating disease, most were slain outright and a small fraction of the tribe managed to escape the drow into the wilds. Only a few dozen orcs had survived the disease, but they languished without the strength to defend themselves against the predators of the Vale.

At last the survivors straggled into a tiny human village calling itself the Hollow. The orcs were given shelter and food, and their sickness purged by clerics of Elyr. The strongest orc (and thereby the leader), Gorsh Bonegrinder, was astonished at the compassion shown to them. Instead of venturing back to their northern homelands, the orcs decided to stay in the Hollow. When these same orcs later saved the town against a monstrous chimera, the village was renamed to Bone Hollow to commemorate the friendship between human and orc. Generations passed and occasional interracial marriages bred a very small population of half-orcs. Today, fully half of the town's population is half-orcs, a friendly and

hard-working collection of farmers, laborers, and herbalists.

The town Elder is a half-orc named Eros Skullcrusher, who serves as both warrior and leader. His youngest daughter, Elidy, is the town's chief favored defender, a warrior-cleric with a heart of gold and a sunny disposition.

Inns: Pilgrim's Rest (average).

Taverns: Tankard & Tusk (average), the Wellspring (poor).

Shrines & Temples: The Fount of Healing (temple of Elyr), the Waterspan (island-bridge and shrine of Thalass).

Bread-In-Hand

(Small town, pop. 955)

Famous for its breads and cheeses, Bread-In-Hand is a community populated predominantly by tallfellow halflings who excel in the culinary arts. The town's name is said to stem from a popular halfling proverb: "A slice of bread in hand is worth two loaves in the oven." Though they trace their origins to the tribes of distant Gadjarria, the halflings of Morrain made Bread-in-Hand (and its sister towns) their adopted home many generations ago.

Any who bring trouble to Bread-In-Hand are sure to meet with the militia's captain, Eagleton Southpaw, a young hero and veteran of the goblin incursions of recent years. The village Elder, an addled old halfling named Barnwick and grandfather to Eagleton, is more likely to tell stories than see to the day-to-day affairs of the community. Beloved as he is by the villagers, they don't really mind.

Inns: The Great Hearth (average).

Taverns: Baker's Dozen (average), Bull & Brandy (poor).

Shrines & Temples: The Fountain of Plenty (temple of Denithae), the Pointing Stone (road sign and shrine of Olidyra).

Cillamar

See *Chapter 2*.

Far Cirque

(Small town, pop. 1,145)

Far Cirque is a town of secrets and great wealth. Situated in a canyon of stone beneath a glacial crest of the Ul Dominor Mountains, the town is hidden from casual travelers. Only those who know where to look, or with the magic to pierce the misleading illusions which hide the town, can find it. Home to some of the Northlands' finest gem-cutters and spelunkers, Far Cirque is a strange little community with a common vision: finding, perfecting, and selling gems. Not surprisingly, gnomes are plentiful here, accounting for nearly half the population.

Far Cirque is an open secret, a source of great wealth for Morrain and many a rumor. Ringing the stony cliffs around the town is a vast network of gem mines, well-guarded and well-hidden. Far Cirque is an industrious mining town, not a place for indulging visitors. With so many gnomes present, however, there is much time for merriment and play. The dwarves who live here often grow frustrated at the work ethics of their gnomish comrades. When the gnomes work, they work with more focus and precision than any other; gems are pulled from the nearby mines, carried to the town, where they are weighed, cut, and polished. But when work stops, parties and pranks abound and no one—not even the dour, bearded folk—is exempt from their antics.

Legend holds that the profusion of gems in surrounding rock stem from the *Mava Terestere* ("mother diamond" in the Gnome tongue), a massive gem of enormous power placed there by Poderon himself. The miners and lapidists of Far Cirque dream of finding the "Lost Mine" that houses the divine gem so that they can look upon its great beauty, but they are equally afraid that finding it means subjecting it to theft. The legend claims that if the *Mava Terestere* is removed from the mines, the mineral-rich mines will go dry.

The Elder of Far Cirque is Mistress Rorínna Berick, a gnomish sorceress who takes the legend of the *Mava Terestere* very seriously and believes herself personally responsible for the security of the town proper and the mines. She uses her illusionary magic to misdirect the road that leads into the town. In addition, she does not allow the population of Far Cirque to increase, for fear that greater numbers will call too much attention to the town and compromise its mining operations. She has the full support of King Stormwarden in her actions, and employs much of her own wealth to ensure that gem caravans bound for Galaron markets are heavily guarded.

The folk of Far Cirque occasionally contend with goblins and kobolds who emerge from the mountainous depths,

but have always managed to drive them away. One captive from one such skirmish, a kobold trapsmith named Keez, has after many years of confinement finally achieved acceptance in the town. Now he serves as a security guard, setting ingenious stonework traps against intruders. Though most of the humans and gnomes trust him, the dwarf miners keep a careful eye on him.

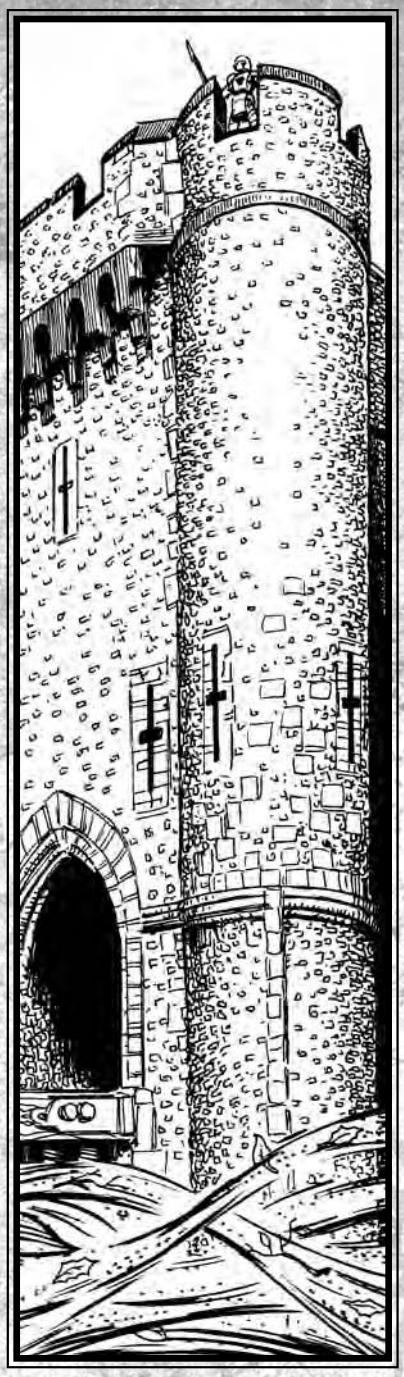
Inns: The Perfect Ruby (average).

Taverns: Earthen Bounty (average).

Shrines & Temples: The Delver's Den (temple of Poderon), the Forger's Fane (shrine to Daenthar),

Guilds: Shapers (church-sponsored guild of gemcutters).

Festivals: Day of the Diamond (commemorating the "discovery" of the *Mava Terestere*)



Far Leurre

(Empty "town", pop. 2)

Most who seek out the gem-rich town of Far Cirque without a guide who knows the way are likely to find Far Leurre instead. The product of ingenious "geographic and architectural legerdemain," this town is little more than a series of shoddy stone buildings and empty wells. Once a small village predating Morrain itself, it has since been transformed into a magical decoy of gnomish ingenuity.

All but the most powerful divination spells employed to find Far Cirque are magically redirected to Far Leurre. In addition, those who arrive in Far Leurre will find a sleepy, dilapidated town whose residents are boorish and cranky. Even the shoddy sign that reads "Far Cirque" at the edge of town is in need of repair. In truth, the buildings *and* the townsfolk are nothing more than powerful illusions woven by two gnomish sorcerers, Pavelon and Ravelon, who live here at the behest of Mistress Rorínna Berick of Far Cirque. Eccentric and easily amused, the two brothers enjoy duping the fortune hunters, bandits, and adventurers who visit them. Even those who manage to penetrate the figments, glamers, and patterns of the gnomish brothers usually grow frustrated by the experience and give up their search for the *real* gem-rich town.

Galaron

(Small city, pop. 8,527)

The only true city in the kingdom and the seat of its monarchy, Galaron is yet a small community compared to the great metropolises of the south. Still, no other city in the region is as defensible as Galaron, its orphic, green-hued walls rising high along the southern shore of Valfors Bay and the mouth of the Morro River.

Galaron is the largest hub of commerce for hundreds of miles in any direction. The population is in constant flux, as merchants and traders from across the region travel to the markets of Galaron each year and many choose to stay, caught by the spirit of communal self-preservation that defines the kingdom. The Galarons are rural-minded, as four out of every five citizens has family somewhere in the Morrain countryside. Some visitors from foreign kingdoms regard the folk of Galaron as simpletons, but upon returning home find that their own people are callous and cynical by comparison. Adventurers have always been welcome in the city, as evidenced by the many prosperous taverns and inns who vie for their hard won gold.

The wharves of the city teem with life, as fishermen compete with explorers for docking space. The cry of gulls and the scent of saltwater permeate the bayside district, as the longshoremen sing their shanties and foul the air with good-hearted profanity. Ship captains are numerous, most willing to ferry passengers across Valfors Bay for gold in advance during summer or early fall. As adventurers bring only sporadic business, the sailors owe their livelihood to the fishermen and hunters who ply the hinterlands and waters of the bay year round. Exotic animals and furs are often sold in the markets, and lush Morrain furs are considered a luxury by the southern nobility.

Though the city owes its continued existence to the valor

of its people, none dismiss the magic rumored to infuse its very walls. Shortly after the demise of the First Lord five centuries ago, walls that appear to be an aggregate of granite and malachite arose seemingly overnight. In the taverns of the city, legends still tell of the mysterious cloaked men who attended the funeral of Morro Stormwarden and raised the walls for the city's perpetual defense. The gleaming bulwark is wondrous to look upon during the day, but it is a sight to behold at night: a ghostly green glow emanates from the veins of malachite. History has seen many armies lay siege to Morrain's capital city, but none have succeeded in breaching its walls, which cause magic and siege weaponry to rebound.

Rising from the heart of the city is Stormkeep, the home of King Mirias Stormwarden, the Argent Sovereign. The fortress is as formidable as any dwarf citadel, though its garrison is small. Built of black-veined gray stone, Stormkeep consists of a series of high towers and crenellated walls, with a long drawbridge spanning a "moat" of deadly elemental wind. The citadel is also home to a regiment of paladins known as the Argent Knights, who serve as both royal guards and elite soldiers in times of need. The Knights are led by the elfmaid Lady Tyaline and are devoted to Gorhan, the Helmed Vengeance. Much like the faith of Gorhan, the Knights are racially diverse; fully half of the regiment consists of nonhumans.

The criminal element of Galaron is trenchant but small, subsisting on citizens and visitors alike like a sufferable parasite, taking only what it requires while leaving its victims healthy. When true peril threatens the city, the rogues themselves take up arms against the common enemy. "Should Galaron fall," one adage proclaims, "hope for all of Morrain is lost forever." While some attribute the thieves' uncanny symbiosis to the community—or simple pragmatism—others believe there is a single mastermind who rules the underworld. Folk tales persist that Vemn himself, the legendary thief and one of Morro Stormwarden's own companions, lingers still in spectral form, enforcing his guiding principle of Thieves' Honor in death as he did in life.

The flaw of complacency cannot be attributed to the people of Galaron. Life is short, and tomorrow the dragons of the Frosteye Mountains could fall upon them en masse or the Scourge in the east could breach the Ul Dominor Mountains and overtake them. Therefore they live life to its fullest, celebrating the rise of the sun each day and every successful hunt. This spirit of merriment has kindled even the hearts of its nonhuman residents. As the elves sing and dance to the music of the Anseur glades, the dwarves raise their tankards and host drinking games by their Holdfast kin. The gnomes and halflings, of course, need little excuse to join their taller neighbors. Despite the cold climate of Morrain, Galaron hosts festivals throughout the year. Between such events, individual families hold their own revels.

Among the city's most famous locales is the Garden of Tears, a labyrinth of hedges, trees, and cool arbors enclosed by low stone walls. Planted and cultivated by the church of Ireth, the Garden stands adjacent to the Starspire, temple of the goddess of the night sky. The "tears" that give the garden its name are the dewdrops that appear among the leaves at dawn and freeze in the wintry months. It is believed that those who walk among the arbors long enough can face their fears, grieve for their regrets, and leave their sorrows behind.

Inns: The Emerald Wyrm (expensive), the Elven Oak Inn (expensive, elvish decor and cuisine), Warrior's Rest (average), the Root Cellar (average, gnome-catered), the Road's End (average, halfling-catered).

Taverns: The Silver Chalice (expensive), the Falcon & Child (average), the Wyvern's Head, the Landshark (average), Fish N' Guts (poor, dockside).

Shrines & Temples: Valiant Hall (temple of Gorhan), the House of Fire (temple of Fenwar), the Starspire (observatory and temple of Ireth), Vault of Radiance (temple and library of Delvyr), Halls of the Silent (mausoleum, cemetery, and temple of Soleth), the Bellhouse (lighthouse, anchorage, and shrine dedicated to Ilquot; located on a jetty).

Hallowbrook

(Ruined town, pop. 50)

Once a proud and bustling town, and home to Morrain's forefathers, the population of Hallowbrook has nearly vanished as many consider it a cursed place. Now only a despondent few live among the empty buildings and eke out a lonely existence among the silent walls and untended wells.

At the center of the ruin are four black marble statues depicting Morrain's founding men and women—Jorem, Dalrem, Eistha, and Tarom—frozen in their moments of anguished death. The statues are said to be the result of a horrible wish granted by a demon to the hated Harbinger King five hundred years ago. When the defiant Elders of the early towns refused to bow to his rule, the tyrant ordered them slain. It was the Elders' own children—including Morro Stormwarden—who would later overthrow the Harbinger King, prompted by revenge.

The Imorrayn have tried many times to tear down the statues, but powerful magic sustains them. Not even rare adamantine alloys can sunder them. Instead, the statues live on as a reluctant symbol of the sacrifices the people of the Vale made to win their freedom, and the pain one must suffer to see justice done.

Hrumbleton

(Small town, pop. 1,112)

Nestled in the foothills of eastern Morrain, Hrumbleton is a community of gnomes that has existed since before the Kingdom of Morrain. When the First Lord united the land, however, the friendly gnomes of Hrumbleton were happy to join in the commonwealth. Although the hill-dwelling burrows of Hrumbleton are built for shorter folk, humans, elves, and half-elves are just as welcome; the tall folk and a number of dwarves make up nearly ten percent of the population.

The people of Hrumbleton take life a day at a time. They have little history beyond the memory of the eldest gnome and heirlooms passed down the generations. As one gnome patriarch said, "Unlike elves, we have no millennial heritage; unlike the dwarves, no death-knell tomorrow."

The town has always been governed by a single, elected clan. But long ago the gnomes become quite content with a particular family, Clan Wedgebender, and never sought to change. Its current patriarch, Glozark, has been the Elder of Hrumbleton for nearly three decades. Glozark is a shrewd businessman, but he knows more about trade and the mining operations of his people than he does about defense.

Whenever the town is threatened, or when faced with a decision beyond his ken, he consults with the sorcerer Nerebon Stimblebor Sandminder, a kindly old gnome whose magic and leadership has saved the town many times from goblin raiders. The town is also home to one of Áereth's most famous—and eccentric—gem cutters, the esteemed Master Geresain.

Mystenmere

(Small town, pop. 1,890)

Mystenmere is Morrain's window into the elven nation of Anseur. Built in the shadow of the elven wood and overlooking Valfors Bay on its western shores, it is the home of scholars, wizards, and hunters with a deep respect for the natural world. An embassy in all but name, the queen of Anseur has extended her protection over the town—a gesture greatly appreciated by the Argent Sovereign. In turn, the king sends ambassadors into the elven realm to keep the queen apprised of events well outside her forest.

If Mystenmere had an Elder, it would be the haggard mage in brown robes who lives in an unobtrusive tower at the center of the town square. Aragoth is a venerable human of unknown years, and certainly Mystenmere's oldest human resident. He emerges from his tower only during the most monumental of occasions or when a governmental decision is needed. Considered a preeminent sage of the Northlands, Aragoth always knows more than he tells. Those seeking counsel with the old wizard are faced with two choices: wait a very, very long time (often spanning weeks or months) or perform a service for him. Services have included journeys to the Dyzan sea caves, retrieval of rare spell components in the Ashwood Forest, and deliverance of puppies to children in the town of Bone Hollow. Visitors must be prepared for anything.

Mystenmere is also the home of a semi-renowned society of arcanists—mostly consisting of wizards, sorcerers, and loremasters—named the Tome, which meets monthly in a back room of the Twisted Staff. The wait staff of the esteemed inn has reported dry laughter, archaic languages, and lecturing old voices. Even the Staff's proprietor feels certain he can hear more men speaking behind the closed door than arrive at his inn.

Inns: The Twisted Staff (expensive), the Raven's Nest (average).

Taverns: The Dark Archer (average), Gozarr's Flagon (dwarf-run, average), the Sylvan Wolf (average).

Shrines & Temples: The House of the Starmistress (temple of Ireth), the Elder Stone (menhir and shrine to Ildavir), Hallowed Well (water well and shrine to Thalass).

Omarak

(Small town, pop. 1,886)

Often serving as a stopping point for those entering Morrain from the west, Omarak is a mysterious town whose residents hold an inexplicable reverence for their ruler. The stone houses and pavilions seem architecturally advanced for their location, and often mislead newcomers into thinking the rest of Morrain must be similarly advanced. The townsfolk are courteous and friendly, but seldom exhibit a desire to leave their curious home.

With close proximity to the feared Witch Wood, residents and travelers alike tend not to stray far off the road unless it is to visit one of the outlying farms. Inexplicable oddities litter this region, such as the infamous Devil's Well and the spectral horses which are said to trot upon the road on moonless nights.

Dominating the center of the town is a gray marble structure that serves as both town hall and abode for Omarak's mysterious ruler. Aszen Juthow is an enigmatic man of mental powers who hails from a faraway land. According to legend, Aszen slew a powerful demon of the Abyss when he first came to Omarak, but for his struggle he fell into a thirty-year slumber. When he awoke, he deigned to stay as the town's Elder and look after the people for fear of the coming of another terror. Foreign adventurers are frequently seen visiting Aszen, and often times outlandish music can be heard echoing from within his chambers, but the soft-spoken demeanor of this eccentric man never changes.

Chapter 2
Cillamar

The anchor of civilization in the wilds of western Morrain, the town of Cillamar has long carried an importance belied by its small size, and the last two years have brought dramatic changes to the once-sleepy town. The looming Ul Dominor peaks have always hidden mineral treasures, but the discovery of rich placer veins has brought a surge of new wealth and foreign treasure seekers, and the motley train of gambling dens, bawdy houses, and rogues that must inevitably follow. Add to this mix the influx of desperate refugees from the conflicts of the Warlands, and adventurers looking to make a quick fortune—the result is a Cillamar that none of its founders could have predicted: a chaotic, frontier boomtown, where the quick and courageous can become wealthy overnight, and where sharp knives and longswords solve disputes as frequently as the town watch.

Cillamar's busy streets are packed with foreign merchant-lords, hardened war veterans, stone masons rushing to meet the demand for new shops and homes, foreign princes and their companies of stern knights, and eager-eyed adventurers. Dwarf traders from the Ul Dominor Mountains hawk their wares beside stalls of dried fruit imported from the Southlands, gamblers win and lose fortunes with the toss of a die, and grubby urchins beg for coppers and pick through the piles of trash in the alleys and byways. The number of true "natives" remains around 1,000 souls, but the flood of traders and refugees has pressed the town's population closer to 3,000, and even higher during the late spring, summer, and early fall.

Cillamar bears scars of its violent past. Founded in CE 2572, the settlement was sacked by the red dragon Benthosruthsa 319 years ago. Today, over half of the original Lord's Gate Citadel is still in ruins, and the town's western wall has yet to be repaired. The remains of old Cillamar loom above the town, a constant reminder. Only in the last century has Cillamar begun to recover, once again luring merchants and adventurers alike with the promise of wealth in the nearby mountains. Just two years ago, the neighborhood of shacks, warehouses, and tents referred to as the Warrens was merely a collection of burnt and sodden ruins.

The town is ruled by the wise Patriarch Franz Mentzer, a solemn, one-eyed warrior-priest referred to by his subjects as the Unseeing Regent. The good Patriarch spent his youth ranging across northern Morrain and much of the Northlands in the defense of the weak, but his days as a wild rover ended when Draighoch, the fell umbra drake, began its campaign of terror above Cillamar. Mentzer and his band of dragonslayers finally ran the dragon to ground, and in the ensuing epic battle, the drake's shadow magic slew five of the heroes, including Mentzer's sister, then Lady Mayor of Cillamar. Whether or not Draighoch itself was slain, only Mentzer can say, and the priest refuses to speak of the conflict. Regardless, the depredations of the dragon have ended, and Mentzer reluctantly assumed his sister's place, becoming Lord Mayor of Cillamar.

The Lord Mayor is advised by a council of nobles. Every member of the Cillamar aristocracy has the right to advise their lord, but in practice most families assign a single delegate to attend the court. During times of strife, the family patriarchs turn out, filling the Lord's great hall with their raucous demands. The Patriarch also has the right to demand Lord's Quietude, ejecting the nobles from his halls, silencing his detractors and exacting martial law over Cillamar, but when the Quietude is lifted, the nobles are permitted a vote of confidence. A majority vote from the nobles in attendance is sufficient to depose the Lord of Cillamar, with the title falling to the next in line. The Lord's Quietude has been executed only once in the town's history, when Cillamar was fighting off the attacks of the dragon Benthosruthsa.

The laws of Cillamar are enforced by the warriors of the Lantern Watch, known by the distinctive silver-painted lanterns they carry on poles during their night watches, and by the Magn'gard, the Patriarch's personal company of elite soldiers. Those in the Lantern Watch gird themselves in studded leather and carry spears and crossbows,

with officers wearing shirts of chain and fight with longsword and shield. The Magn'gard wear suits of chainmail and plate, and typically fight with bastard swords. The Magn'gard is augmented by the Anseur-lyth, a company of elven master archers serving at the pleasure of the fae Queen of the Anseur Forest.

Finally, no analysis of Cillamar would be complete without relating the events that brought an awareness of the greater world to frontier settlement. Over the last few years, refugees from the Warland conflicts have flocked to Cillamar, driving down the price of manual labor and flooding the town's slums. This influx also brought an increase in crime, as Cillamar's poor have been forced into ever more desperate straits. The resultant tension has driven a wedge between Cillamar natives and the Warland refugees. Gangs of unemployed youths roam the slums, the town watch has seen an upsurge in guild thievery, and Cillamar's wealthy natives disdain the plight of the refugees ... except when looking for cheap labor.

The town is split into four districts, each roughly demarcated by streets and natural boundaries:

The Common Quarter, the economic heart of Cillamar and home to its traders, artisans, and craftsfolk;

The Warrens, a maze of desperate, violent slums, home to Cillamar's poor and refugees of the Warlands;

The High Quarter, a neighborhood of wide, well-lit streets, where the jewelers and gem dealers of Cillamar ply their trade, and the aristocracy of the town call home;

The Lord's Gate Citadel, the military heart of Cillamar, and residence of the Patriarch Mentzer and the somber soldiers of the Magn'gard.

Common Features of Cillamar

Except for named features of town, and where otherwise noted, the general area of Cillamar has the following features.

Towers: The smaller towers circling the town are 60 feet in diameter at their base and 40 feet high. Each tower is fitted with a catapult, cauldrons of flaming oil, and a pair of ballistae to defend against giants and the goblinoid invaders that swarm out of the Ul Dominor Mountains every spring. A team of 15 soldiers and a commanding officer occupy each tower, rotating duty every 12 hours. Grisly trophies, won from monsters that died attacking a particular tower, hang on bloody chains from the battlements, and the teams take colorful names from beasts slain in the defense of Cillamar. The more notable companies include the Giantslayers, Tompkin's Ogreboys, and the Hounds of Northtower.

Heroes looking for quick (if dangerous work) can always join a tower's garrisons. The pay is poor, the hours onerous, but every tower guard has a swagger born of the knowledge that he stands ready to put down whatever grim beasts would dare to threaten the townsfolk of Cillamar.

Town Wall: Cillamar is surrounded by a 30-foot high wall topped with battlements and murder holes. Built of heavy granite blocks sealed with mortar, the wall is 20 feet wide at the base, tapering to 15 feet at the peak. Regular Lantern Watch patrols tour the walls after dark, maintaining the flaming braziers that impair those who

would slip over the wall under cover of darkness. The walls can be climbed with a DC 25 Climb check.

Ruined Wall: Not all the towers destroyed by the red dragon Benthosruthsa have been repaired. The surviving walls and towers of that age are slowly crumbling into ruin, the fallen remains scavenged by Cillamar's underclass to be used as building materials. It is commonly believed that ghouls—or foul humans that engage in the same practice of eating human flesh—make their lairs in the ruined walls and collapsed towers. The ruined walls are far easier to scale than the maintained town walls, requiring only a DC 15 Climb check.

The haunted ruins of the Old Citadel have their own entry under that section.

Roads, Streets and Alleys: The King's March, Temple Street, and the approach to the Lord's Gate Citadel are the only true roads in Cillamar, paved with rough cobblestones and passable in all seasons. The streets of High Quarter are raised and well maintained. They easily shed water to storm drains and sewers, though during the spring months they can grow muddy, much to the consternation of many a lady-in-waiting. The streets and alleys of the Common Quarter are either rutted during the dry months or muddy during the wet seasons, and the temperaments of the merchants and their drovers suffer accordingly. The alleys and byways of the Warrens are neglected and repugnant—sewage flows down the center of alleys and paths, rats and wild dogs run openly in the streets, and bodies of last night's dead (slain by exposure, disease, or foul play) are often found lying cold in the street.

Lantern Watch Patrol, human Grd1 (5): CR 1/2; Medium humanoid; HD 1d6+1; hp 7; Init +0; Spd 30 ft.; AC 13, touch 10, flat-footed 13; Base Atk +1; Grp +2; Atk/Full Atk spear +3 melee (1d8+1/x3) or light crossbow +1 ranged (1d8/19-20); AL LN; SV Fort +3, Ref 0, Will +1; Str 13, Dex 10, Con 12, Int 8, Wis 13, Cha 10.

Cillamar Below

Unbeknownst to most, there is a *fifth* "quarter" of Cillamar, though its population is considerably less than even that of the Lord's Gate. When Cillamar was constructed on the ruins of Stoneham some two hundred odd years ago, few knew about the extensive tunnels built by the town's original gnome and dwarf inhabitants. The tunnels that were discovered were put to use as sewers, emptying the town's filth through the Warrens, and south into the fetid swamp that marks Cillamar's southern border.

The extant sewers are used extensively by Cillamar's underclass. Vile slavers ship their wards out of town, rogues evade Lantern Watch patrols, and assassins flit through the shadows beneath the town. Some monsters also make their home in the old tunnels, although anyone unlucky enough to stumble across them seldom lives to report details. Long-forgotten tunnels even run beneath the ruins of Old Cillamar Citadel, and—reputably—beneath the Lord's Gate Citadel, although any rogue who has succeeded in slipping into the Lord Mayor's demesne has also been smart enough to keep his lips sealed.

A crude map of Cillamar's sewers and waterways is superimposed on the town map, but it records only the most commonly known sewers and passages. Untold numbers of secret passages, hidden galleries, and lost tunnels crisscross beneath the town. Some await brave explorers to uncover them, while others are already occupied—and their occupants take a dim view of those who would reveal their mysteries.

Skills and Feats: Intimidate +3, Knowledge (local) +1, Listen +5, Search +1, Sense Motive +2, Spot +6, Use Rope +2; Alertness, Weapon Focus (spear).

Possessions: Spear, light crossbow, studded leather armor, tabard, bolt case with 10 bolts, 7 ft. pole with lantern, belt pouch with 1d12 sp, 1 flask of oil, flint and tinder.

Lantern Watch Captain, human Grd3: CR 2; Medium humanoid; HD 3d6+3; hp 17; Init +0; Spd 30 ft.; AC 15, touch 10, flat-footed 15); Base Atk +3; Grp +4; Atk/Full Atk longsword +5 melee (1d8+1/19-20) or light crossbow +3 ranged (1d8/19-20); AL LN; SV Fort +4, Ref +1, Will +2; Str 13, Dex 10, Con 12, Int 14, Wis 13, Cha 13.

Skills and Feats: Forgery +6, Intimidate +6, Knowledge (local) +8, Listen +9, Search +10, Sense Motive +7, Spot +7, Use Rope +3; Alertness, Investigator, Weapon Focus (longsword).

Possessions: Chain shirt, light crossbow, longsword, shield (light wooden), belt pouch with 1d4 gp and 1d20 sp.

Areas of the Map

Common Quarter

The Common Quarter bustles day and night with merchant trains unloading their foreign goods or loading up pack animals for a trek back across the wilderness to Galaron. The quarter is also home to Cillamar's growing class of artisans and craftspeople, rich in wealth but lacking the recognition reserved for Cillamar's aristocracy.

Buildings in the Common Quarter are typically close-set, ranging from one to three stories in height, and built of timber and plaster or stone. The majority have slate roofs and locked and shuttered windows to ward against thieves. Most shops retain guards to watch over their shops during the night, and the most affluent shops are warded by arcane spells or otherworldly fiends.

The district runs north and west from Penitence Row, across the King's March, to where Jewelers Lane intersects Gold Street, then south to the town square. The quarter is regularly patrolled by members of the Lantern Watch, but with so much constant activity, cutpurses are an accepted risk.

C-1 – Kings Gate: The main entrance to Cillamar, Kings Gate is flanked by a pair of high towers topped with ballistae and catapults. Kings Gate itself is amply defended, with a stout oaken wall, reinforced with iron. Invaders passing beneath the Kings Gate gatehouse must contend with a pair of portcullis built to withstand the blows of frost giants and a series of murder holes.

Kings Gate is opened one hour before sunrise and closes at dusk, opening only in emergency on the orders of the Ophfur Shadis, Captain of the Kings Gate Watch. During every hour of the day, caravan trains of heavily laden pack animals can be seen entering and leaving the town. Nervous merchant lords leaving the town often look to hire a handful of caravan guards before embarking on the dangerous journey to Galaron. Similarly, bands of beggars gather around the gate, eager for tales of the wilderness, and offer arriving heroes their services as guides to the town.

By order of the Patriarch, all merchants entering town must pass through the Kings Gate, where their goods are

Adventure Hooks in the Common Quarter

- The party's rogue is approached by a merchant, who seeks to hire the rogue to smuggle a pouch of gems into Cillamar, past the Kings Gate. Unbeknownst to the heroes, the jewels are paste, and the Lantern Watch has been tipped off to be on the lookout for a smuggler matching the rogue's description. The deception is intended to distract the Lantern Watch long enough for the real smuggler (and his cache of stolen gems) to slip inside the town walls.
- Pherros Threefingers, an agent of Jasper Livex (area C-5), decides that the adventurers would make great subjects for his master's necromantic experiments. The only problem: The heroes are still alive. Pherros invites them back to the Hall of the Manticore inn, to discuss an expedition to the legendary Castle Whiterock. Plying the party with poisoned wine, he leads them down into the inn's cellars, where an ambush lies in wait.
- Fire! A building erupts in a torrent of flames that threatens to set fire to the entire Common Quarter. A novitiate cultist, believing he was summoning an imp, has mistakenly set a mighty fire elemental free in Cillamar. After the heroes successfully intervene, they sift through the ashes of the building and discover the source of the cultist's undoing: a brass portal buried in the scorched foundation, opening to the fabled fiery palace of Padishah Fa'al-zaqan. (See level 14-b for more information on the Padishah and his portal to the Plane of Fire.)

examined and assigned a tax. Young members of the Lantern Watch then accompany agents of the merchants to the taxing house (area L-1) where the duties and excises are paid. The smuggling of smaller, highly valuable items (such as gems or raw gold) into Cillamar is a lucrative, risky business, with punishment ranging from fines and incarceration, to mutilation and exile.

C-2 – Hawkers Row: A collection of tents and wagons just inside Kings Gate, the merchants and street vendors of Hawkers Row hawk pseudo-magical charms, the infamous pigeon-on-a-stick, strips of smoked emyr fish and mugs of tea and small beer to anyone passing through the Kings Gate, giving the row its name. Loud and chaotic, walking Hawker's Row is a cacophonous experience often equated to being thrust into a pit of flesh-eating merchants. Pickpockets and petty thieves abound in the open-air market, as do beggars. It is a common tradition among adventurers and fortune-hunters on their way out of Cillamar to cast a few coins to the Row's beggars for good luck.

C-3 – Caravaner's Guild Hall: This opulent four-story building serves as a clearing house for merchants to settle disputes, exchange goods and foreign currency, and hire drovers and caravan guards. Merchants pay a hefty fee to avail the guild's services, treating the hall as their own private club, disdaining all others. Soldiers and drovers can always be found outside the guild hall, but there is always more work than hirelings, and down-on-their-luck adventurers often do guard tours to the capital and back.

C-4 – Remy's Maps and Charts (Cartographer): Found at the back of the alley off of Wares Row, Remy Sims' shop is a two-story building overflowing with maps and charts from across the Known Realms. Clay tablets, inked velum, stone slabs, and rolled scrolls abound; from the common to the esoteric, nearly any map can be found within the hundreds of bins and shelves. Accuracy, however, is another question. Remy's maps range from precise rendering of distant lands, to mere sketches. Remy is particularly interested in a map to the Golden Palace of Zahadran, such as the one found in the Bleak Theater beneath Castle Whiterock (see *Castle Whiterock*, level 10).

A rangy half-elf with a face weathered by the four winds, Remy has an enduring fascination for maps of every sort. He regularly sends adventurers to the ends of the earth to map exotic locations and to recover legendary maps. Those hoping to sell their maps to the wily half-elf have the odds stacked against them, for Remy never buys duplicates. Remy is particularly interested in the map to the Golden Palace of Zahadran, found in the Bleak Theater beneath Castle Whiterock (see level 10).

C-5 – Hall of the Manticore (Inn): This three-story inn and tavern caters primarily to merchant-lords and well-to-do travelers, setting it at odds with the Inn of the Slumbering Drake. The Manticore is run by Jasper Livex, a swarthy trader who reputably made his fortune dealing with nomads in the Lostlands. The aging trader has more belly than muscle now, but he can still thrill patrons with tales of his swashbuckling youth, reenacting swordfights, sorcerer battles, desperate chases, and daring escapes with the gusto and drama of a born storyteller. Night after night, the Hall of the Manticore is packed with merchants, foreign princes, and the noble sons and daughters of Cillamar, in the hopes that Livex will regale the common room with his tales of daring-do.

Less well known is precisely how Jasper Livex made his fortune: as a necromancer trading in dead flesh. Wanted in Crieste, the Theocracy, and half a dozen other civilized nations, Livex uses the guise of the lively, boisterous innkeeper to hide from bounty hunters and assassins. Livex's true nature is cold and heartless, without a shred of humanity to hope for redemption. Livex is aware of the Slavers of the Iron Manacle and has assisted Ankiel on occasion.

Livex maintains a secret laboratory and safe house in the cellars beneath the Hall of the Manticore. The laboratory connects to the town sewers via an expertly hidden secret door. Livex is careful to use only beggars and desperate foreigners in his obscene experiments, though recently his fiendish agents mistook Countess Sophie Ismae for a bawdy girl. Livex is aware of the girl's noble birth, and is now biding his time until he can kill her and quietly dispose of the body, or otherwise turn the unfortunate mistake to his advantage. (See area H-9 for more information on the intrigues of the Ismae family.)

C-6 – League of Stone Artisans (Jewelers): This loose affiliation of shops sits at the head of Jewelers Circle. Seventeen craftsfolk make their home in the shops, each specializing in a particular branch of gem-cutting, setting, and jewelry making. Nearly all of the artisans are dwarfs or gnomes, although a trio of elven filigree artists keeps a shop here as well. The League's claim to fame lies in their ability to create masterwork jewelry and gems that are suitable for enchantment, and some of Morrain's greatest wizards rely on the League for their spell components. The League is always willing to pay top coin for gems and refined gold, silver and platinum, and at any time there is over 20,000 gold pieces worth of gems and precious metals on the premises.

Needless to say, the shops are watched day and night by guards that are well paid for the loyalty. The League also makes regular payments to the Thieves' Guild for "protection." This arrangement is very lucrative for the rogues, and the Guild takes pains to ensure that none of their members prey upon the League. The League was burgled once, five years past, when its artisans were commissioned to create a ruby tiara for a prominent Morrain duchess. The morning after the burglary, the head of the thief was found on the League's doorstep, the lady's ruby in its mouth.

C-7 – The Brass Dwarf (Tavern): The small inn is a popular drinking hole for caravan guards and drovers looking to clear the dust from their throats. The Dwarf is open day and night, and at any time of the day there are always a dozen or more hirelings drinking and dicing in the dark tavern. The Brass Dwarf is renowned for its spiced potatoes, stout ale, and unpretentious company.

The tavern is owned and operated by Tarinos One-Thumb, a balding bear of a man, quick to quell a fight with stern words or, when those fail, the head of his mace. The two-handed mace hangs over the bar, its scored pommel recording the number of heads Tarinos has cracked over the years. Sharp-eyed patrons claim there are over 150 score marks on the mace's pommel, but those who encounter the business end of the mace seldom are able to recall the experience.

Resting on the beam just above the mace is the brass dwarf itself. Various rumors claim that the brass dwarf is a divine relic, an artifact, or even the legendary dwarf lord who was consumed by avarice—and turned to brass and shrunk to the size of a statuette.

Arajal the Pawn pays to work out of the back of the Brass Dwarf, and always seems to be on hand when unlucky gamblers need to part with their possessions in exchange for a handful of silver coins. Brass Dwarf regulars know the truth of the matter, and give Arajal a wide berth. The thin rat of a man fences stolen goods under the ruse of a pawnbroker. Arajal is an equal opportunity fence and an excellent judge of character, willing to buy goods from anyone and never inquiring about their previous owners. A trio of Thieves' Guild thugs lurk in the shadows of the Brass Dwarf. They keep a lookout for members of the Lantern Watch, but they also "protect" Arajal from competition—in exchange for a cut of his profits.

C-8 – Bao's Blades (Weaponsmith): The proprietor of this shop is Bao the Blade, a short, tightly built man with the habit of always wearing a singed, leather apron, whether he is working behind the forge or the counter. In his youth, Bao was an adventurer of some renown, who parlayed his fame and fortune into a thriving business. Bao is recognized as one of the finest weaponsmiths in Cillamar, and his prices reflect the demand for his work.

Bao has taken the craft of the weaponsmith and embraced it as an art. More so than any other smith in Cillamar, smithing is a way of life for Bao. His weapons are unique works of art, each tailored for a specific warrior. As such, purchasing a weapon from Bao involves much more than a simple exchange of coin. Bao only sells his weapons to those he deems worthy—men and women with purpose and courage. It is not unusual for Bao to send prospective customers on quests before agreeing to part with one of his weapons. To Bao, this moral question is of greater importance than the price of the weapon, and it is not unknown for Bao to turn down a wealthy patron the same day he gifts a prize weapon to a destitute adventurer.

C-9 – Inn of the Slumbering Drake: This mighty edifice is a point of interest for travelers and sightseers new to Cillamar. A starting point for many great adventures, and home to many adventurers, the Inn of the Slumbering Drake is examined in detail in Appendix A.

C-10 – The Town Square / Grand Bazaar: Cillamar's heart—from which all commerce and trade originate—is the town square. From sunrise to sunset, the square is packed with traders and merchants hawking their wares, their cries increasing in fervor and desperation as the daylight wanes. After dusk, the vendors pack up their tents and goods and catch a few hours of sleep before beginning another day. During the busiest hours of the day, foot traffic slows to a halt; noblemen and soldiers who wish to pass invariably have to fight their way through the crowds, battering aside those too foolish or proud to step aside.

Pickpockets and rogues abound in the square, thriving off the chaos and bedlam. Guild thieves are trained to carefully select their marks, clipping the wealthy while avoiding those who can defend themselves. However, the recent influx of Warland refugees has brought a marked increase in crime, resulting in greater attention from the Lantern Watch, and now the Magn'gard.

The variety of shops and vendors found in and around the town square make it possible to purchase nearly any mundane item worth 200 gp or less, although it takes a considerable amount of haggling and wrangling to reduce the actual cost to a reasonable amount. The traders of Cillamar delight in the art of the deal, and it takes a very cagey buyer to get the better of a trader.

C-11 – The Tent of Sukuhn the Snake (Fortune Teller): Found in a side alley just off the town square, the felted wool tent is occupied year round, even during Morrain's long winters. With bells jangling in the chill breeze, and arcane runes dancing on the tent's flaps, Sukuhn lures children and adventurers alike, though few are brave (or honest) enough to examine the lines of fate and destiny that ensnare their lives. A hushed crowd of urchins can always be found outside the Snake's tent, watching the petitioners enter and leave.

Heroes venturing inside the tent find Sukuhn the Snake, also known as Sukuhn the Soothsayer, an ancient woman with a face like a cracked mud wall. A barbarian matron from the distant Southlands, Sukuhn makes a living telling fortunes and performing small tricks of augury. Sitting atop exotic pillows, her smoky crystal on the pedestal before her, Sukuhn demands hard coin before a reading, testing the metal with her few remaining teeth.

Her prices change from customer to customer, ranging from 1 sp for a simple reading to a 100 gp gem to prophesize the outcome of a series of events—if nothing else, Sukuhn is quick to judge a mark's worth.

One thing doesn't change though: The Snake has a standing offer of 100 pp and a magical helm for the adventurer that brings her the head of Kaernga, the leader of the White Talon orc tribe (see *Castle Whiterock*, area 2-11). The great helm is befitting of a valiant warrior, studded with gems and decorated with silver sweptback wings. It serves as a *helm of brightness* (identical to the gem of the same name). No one knows why Sukuhn the Snake bears Kaernga such enmity, but many heroes have died trying to win the Snake's helm.

The Snake does not employ bodyguards, but it is well known amongst the thieves and rogues of Cillamar that anyone who robs from Sukuhn the Snake suffers a miserable, grisly end.

C-12 – Sign of the Scimitar and Shield (Weapon/Armor Seller): Recognized throughout Cillamar as the place to purchase inexpensive arms and armor, the Scimitar and Shield is frequented by down-on-their-luck soldiers and young adventurers. The shop is owned and operated by Tyber Lasir, a dashing half-elf swashbuckler, quick with a smile and a compliment. Tyber is happy to help neonate adventurers by outfitting them with weapons and armor, in exchange for one share of all treasure recovered. Tyber has an uncanny ability to tell when he is being cheated—rumor has it that the poniard he keeps strapped to his forearm allows him to detect lies and deceptions.

The Scimitar and Shield is one of the few shops that also purchases gear from adventurers, and indeed most of Tyber's weapons and armor were pawned by heroes in times of need. This is reflected in the gear's quality—there is a chance that any items purchased from Tyber's shop will fail at a crucial time.

Once a month, Tyber closes the shop to lead a caravan to Galaron, returning with a train of ponies, loaded down with weapons and armor. A fact known to certain members of Cillamar's underclass is that Tyber uses these trips to visit his band of brigands, and that the bulk of his wares are stolen from other merchant trains or from adventurers—ambushed as they return from harrowing treks. The half-elf is careful to cover his tracks, always shipping unique and unusual items to distant ports where they can be sold without drawing attention to Tyber or his men. Tyber does none of the raiding himself, but if enterprising heroes succeed in besting his band of outlaws, the wily half-elf might take it upon himself to remove them from the equation.

C-13 – House of Nigel the Bald (Merchant-Lord): One of Cillamar's most wealthy merchants (if not *the* most), Nigel the Bald owns no fewer than three trading companies, with contacts ranging from the Southern Province to the Barony of Koranth. As befitting anyone who has survived over three decades on Morrain's frontier, Nigel is a shrewd, cunning businessman who has seen more than his share of violence and deceit in his nigh-fifty years; the blade hanging at his belt is for more than show. Still, with every passing season, Nigel grows more aware of the sunset of his life, and these days he prefers to contract out his violence. While Nigel isn't cruel, nor is he kind; instead, every decision is made with the interest of his business in mind. This cold, dispassionate view of the world has served Nigel well, and ensures that he will retain his place among Cillamar's most prominent merchant-princes for some time to come.

Nigel's estate is typical of Cillamar's upperclass, with a high wall surrounding private courtyard and gardens, adjacent to the manor house. Nigel detests the growing power of the Thieves' Guild and refuses to pay protection to their thugs. Instead he spends a small fortune every week to ensure the security of his manor, keeping a trio of rune-mages and over a score warriors on his rolls. Word on the street is that Nigel is looking to retain a rogue to serve as a consultant, advising the merchant-lord of the weakness in his security, and alerting him of any raids planned by the Thieves' Guild. For its part, the Guild has made it clear that any rogue accepting Nigel's offer will be marked for death; to date no rogue accept-

ing the position has lived to see his first day on the job.

C-14 – The Gaol (Garrison/ Debtor's Prison): On the very border of civilization, Cillamar is forced to contend with more than its share of outlaws, thieves, and brigands—criminals who would prey on the helpless and then vanish into the wilderness. Cillamar's answer to the criminal element is the grim fortress known simply as the Gaol.

Visible from blocks in every direction, the Gaol inspires dread in Cillamar's lower class, distaste in the aristocracy and distrust in the merchants. Five stories of cold dark stones, barred windows, and stout, locked doors, the Gaol is at once garrison and prison, as well as serving as a workhouse for Cillamar's poor.

The men and women of the Lantern Watch are barracked within the Gaol, issuing forth at every odd hour to patrol Cillamar's walls, gates, and streets. The Lantern Watch occupies the upper three levels of the Gaol, while the lower two levels serve as a workhouse for Cillamar's orphans and those convicted of minor crimes. Under armed guard, the wards of the Lantern Watch toil 14 hours a day in filthy, dangerous conditions, working off their sentences (or in the cases of the orphans, their youth). The dungeons beneath the Gaol serve as prisons for Cillamar's worst criminal offenders, who are locked away for years or decades without ever seeing the light of day.

There are five known levels of dungeons, but it is speculated that there are even more, where the Lord of Cillamar imprisons criminals too dangerous to execute. The identities of these damned souls are often unknown even to their jailors. Rumor holds that these prisoners are locked inside iron masks with specially designed "tongues" that obstruct the mouth of the prisoner, making it impossible to speak, cast spells, or reveal their identities to their captors.

The Mistress of the Gaol and the Latern Watch is Lady Woden, a cold-hearted woman referred to by thieves as Woden the Wolf. It is Lady Woden's responsibility to make Cillamar as safe as possible, a duty she embraces with fervor. The Wolf does not enjoy being cruel to her charges, but she believes that fear is the only deterrent criminals respect. Therefore, out of obligation to the common people, she takes it upon herself to be as cruel as possible (under the law), so as to better inspire fear in the rogues and scoundrels of Cillamar. Though she seldom takes part in the apprehension of any criminals, Lady Woden always carries a number of magical charms on her person and keeps a fighting blade at her side. Placed in her position by the nobles of Cillamar, Lady Woden despises the kinder, gentle ways of the Patriarch. For his part, the white-bearded Lord Mayor pities the Mistress of the Gaol, an attitude that only exacerbates her contempt.

Lady Woden is assisted by Ostran the Scrivener, a tall, pale man with a face like a bleached skull. Ostran's sole duty is to record the sentences of Cillamar's convicts, and it is believed Ostran is the sole man in Cillamar who knows the fate of the criminals incarcerated in the Gaol's dungeons. Ostran scratches the punishments out in a massive, black-bound tome that he carries with him. Those brazen (and foolish) enough to peak over the grim man's shoulder report Ostran records the details of the Gaol in some kind of runic code—his scratchings appear as nothing more than gibberish and runes to the untrained eye.

The square out front of the Gaol is used exclusively for beheadings and mutilations, punishments administered dispassionately by select members of the Lantern Watch. Known as the Dread Reeves, Expungers, and—most commonly—Rooks, the axe and swordsmen always wear hooded robes and masks to conceal their identities. Public punishments are always well attended, the mobs pressing close to catch a glimpse amid vendors hawking cheap religious icons and fried dough.

While not technically part of the Gaol, Penitence Row plays an important part in Cillamar's law enforcement. The street is named for the dozens of iron crow cages suspended 15 to 20 feet off the ground. The cages are

used to imprison convicted criminals, most of who die of exposure or dehydration. Those who risk delivering food or water to the criminals risk punishment themselves, and all of the cages sport corpses in various stages of decomposition, with flocks of raves and crows making meals of the freshly condemned.

C-15 – Sign of the Silver Armiger (Armorer): The aging wood carving hanging above this shop depicts an armored knight, but the silver paint has long since flaked off. The shop is maintained by Alrux of the Broad Axe, an aging dwarf with a graying beard that he keeps tucked into his broad leather belt. Amongst those in the know, Alrux is considered to be one of the finest armorers in all of Cillamar. While he keeps several (1d4) suits of most light and medium armors on hand, the old dwarf delights in crafting custom suits of armor from exotic materials. His prices are fair, but the dwarf has enough regular work to turn down customers he perceives as rude or arrogant.

Alrux came to Cillamar thirty years ago, to learn the fate of his grandfather, a dwarf warrior who fought in the defense of the Silverheel Clan when Castle Whiterock fell to the orcs of the Broken Tusk. Though the old dwarf no longer goes in search of the Silverheel mines himself, he stubbornly refuses to admit defeat. Adventurers can earn the dwarf's lasting gratitude (and any suit of armor they might desire) if they were to bring Alrux evidence of Clan Silverheel's demise (see *DCC #51.5: The Sinister Secret of Whiterock*).

C-16 – Umberwood Coffins (Undertaker): This grim establishment is run by Mortimer Umberwood, a tall pallid human with a strange, signature gait. While the downtrodden, mistreated workers here do indeed make coffins, the shop is secretly the front for the group of slavers calling themselves the Iron Manacles, and Mortimer is none other than Ankiel the Slaver in disguise.

Seven or so carpenters work for Mortimer Underwood. Mortimer keeps his prices low by hiring the weakest and most desperate of Cillamar's refugees. These are damned souls, perennially suffering from manticores' cough or some other such disease. To watch them work is to watch the living dead, and more than one misguided cleric has mistaken the workers for zombies.

For details on Ankiel and his many guises, see the Inn of the Slumbering Drake in Appendix A.

High Quarter

The High Quarter is home to Cillamar's nobility and gentry, as well as the priestly caste. Though rivaled in wealth by the merchant companies of the Common Quarter, the citizens of the High Quarter are accustomed to being the sole arbiters of Cillamar's interests. By decree of the Lord Mayor, the High Quarter is also the adopted home of Vaslund's displaced aristocracy—the darlings of the Warland refugees, a thorn in the side of Cillamar's staunch nationalists.

The edifices of the High Quarter are constructed of mortared stone, with slate and tile roofs. The wealthiest families maintain elaborate hidden courtyard gardens, replete with decorated fountains, lush plants, and exotic (and sometimes dangerous) animals. Sewers drain the streets of waste, and every day before dawn crews of Warland refugees pull their carts through the quarter, collecting trash and cleaning the streets.

Adventure Hooks in the High Quarter

- The adventurers are witness to the brutal murder of a street urchin, but the killer is Amin Lothgro, privileged son of a Cillamar noble. The Lantern Watch looks the other way, and if the heroes persist in their investigations, Lothgro takes it upon himself to silence them.
- One of Lord Mallac's beasts escapes his menagerie (area H-2), rampaging through the streets of the High Quarter. The town alarm is sounded, and the beast vanishes into the town sewers. Terrified of following the beast into the dark, the Lantern Watch calls for volunteers to track it down.
- Old Dunevon the Gravedigger is looking to hire a burglar. While digging a grave, he uncovered the tomb of a long-forgotten dwarven thane. Now Old Dunevon is willing to offer the party one-half of the take if they will break into the tomb ... quietly. The operation will have to take place in the Necropolis (area H-6), after dark, to avoid the notice of Cillamar's nobility, but the roaming undead of the Necropolis should pose a far greater threat.
- Votim Phadoh (area H-4) has a problem. He has been hired to capture a dominor griffon (a unique breed, nesting among the highest peaks of the Ul Dominor Mountains). He needs a band of hunters willing to trek deep into the mountains, past the hold of a frost giant clan, and to the peak where the griffons make their home.

The Lantern Watch regularly patrols the High Quarter, but most families maintain their own standing guards, whose competency (and demeanor) depends entirely on their noble patrons.

H-1 –Hall of Worms (Library): While carven keystones above the entrance to the hall declare the edifice to be the Academy of Ars Ollamh, the locals refer to it universally as the Hall of Worms. The grand stone library rises three stories in height, but rumors hint at a *fourth* level, hidden somewhere beneath the polished marble floor. Hundreds upon hundreds of tomes, scrolls, tablets, and pamphlets can be found past the heavy bronze doors, arranged loosely according to the author's homeland. Thus, to find Relshim the Pursuant's treatise on wicked dragons, one must first know of the tome, then go to the east wing to find the collection of authors hailing from the Southern Province. Successful use of bardic knowledge can direct adventurers in search of obscure tomes, but most are forced to turn to sages, who in turn recommend appropriate volumes for study.

The library is maintained by the sage Or'dimisas of Kassantia, an expert in ancient esoteric tomes and devotee of Delvyr. While the Hall of Worms is not a true temple of Delvyr, Or'dimisas does recognize the High Holy Days of Delvyr, when solemn devotees garbed in luminous white robes gather in the library to offer thanks to the God of Knowledge.

Admittance to the library is free to anyone who can pass a trial of knowledge administered by Or'dimisas. The aging sage asks three questions from three fields of study; all must be answered correctly (any three of Knowledge [Arcana, History, Nature, Nobility, Religion, or the Planes], DC 25). Those failing his test may peruse the library for fee of 100 gp, or by gifting Or'dimisas with a tome that the library doesn't already have. Or'dimisas has suspicions that the hidden library of the Order of the Dawning Sun still survives (see *Castle Whiterock*, level 6B) and will handsomely reward adventurers who return with tomes from the Halls of Forgotten Lore.

Or'dimisas does not employ mundane guards, but the library is heavily warded, and shadowy, otherworldly things have been seen slipping through the stacks.

H-2 – House of Mallac (Noble): The House of Mallac is unlike any other in Cillamar. Day and night, strange cries can be heard issuing from behind the high estate walls, and every day herders deliver several carcasses of butchered sheep and pigs. The retiring master of the house is seldom seen outside the estate, although those who do encounter the skeletal Lord Mallac say that the stench of blood surrounds him. Despite his impeccable adherence to the latest Criestine fashions, he seems to exude a tangible aura of dread and gloom.

With rumors marking Lord Mallac as a necromancer, cultist, or worse, the truth is disarmingly mundane. Mallac has transformed his home into a menagerie of monsters. Live (and often deadly) specimens are kept caged in the estate's courtyard, while preserved specimens are displayed about the house. Mallac is always on the lookout for new specimens, and pays top coin for live specimens. He refuses to pay for the corpses of monsters, no matter how exotic, insisting that he must witness an animal alive to properly capture its aspect when it is preserved. He does all the taxidermy work himself, in the basement of his estate, in a workshop outfitted with hundreds of specialized knives, sewing needles, and mesh frames. On occasion, Mallac has been known to commission parties of adventurers to recover certain beasts and monsters, but the odds of returning from one of his hunting parties are disturbingly slim. The lord is particularly interested in Whiterock's unique specimens: the trollhound, inferno tiger, and fissure wasp, to name a few.

H-3 – House of Manelot (Noble): The Knight Commander Celan Malenoh is a veteran who earned his rank and fortune defending the borders of Morrain against the incursions of giants and orcs. Sir Malenoh is broad of chest, and has a face permanently burnt from campaigns spent on the icy glaciers of the Frosteye Mountains. A stalwart defender of Cillamar and devoted to the principles of good, Malenoh is a living testament to its highest ideals.

Thus, Malenoh was a natural choice when the Patriarch needed to house aristocratic refugees fleeing from the Warlands. Malenoh's knightly code refuses to permit him to turn away a lady in distress, and so he welcomed Lady Brigid and her court into his home.

Malenoh's loyalty to the Patriarch has earned him the ridicule of Cillamar's upper class and the hatred of Cillamar's fevered nationalists. Worse, after two years of sheltering Lady Brigid and her family, the knight finds himself desperately in love with a lady twenty years his younger.

Eager to win Lady Brigid's love, the aging veteran secretly dreams of raising an army to retake her homeland, and is always on the lookout for mercenaries willing to join his company. He has only shared his plans with his squire and a handful of other loyal allies, but soon the time will come when the knight's ambition drives him to openly seek out allies.

Blinded by his devotion to Lady Brigid and his belief in the righteousness of his war, the knight commander is utterly unaware of the unrest being fomented by the Truemen, or their plots against Lady Brigid and the Patriarch.

H-4 – Phadoh's Stables (Horse Trader): The most reputable (and most expensive) horse trader in Cillamar,

Votim Phadoh caters to the aristocracy and wealthier merchants. A charismatic man with calloused hands worn from a lifetime of work, Phadoh is gifted with a talent for animal training. Horses raised and trained by Master Phadoh are exceptionally obedient, sometimes seeming to anticipate their riders' commands (+3 equipment bonus to Ride checks). His warhorses are in especially high demand, and anyone hoping to secure a Phadoh warhorse will have to outbid the knights of the Magn'gard.

In addition to selling horses, tack, and barding, Phadoh offers to help capture and train exotic mounts. He has sold mounts ranging from pegasi to griffons to young dragons. While Phadoh personally oversees the training, he typically hires rangers for the dangerous work of capturing the mounts.

Exotic mounts purchased from Phadoh are never inexpensive, typically costing 1,000 gp per hit die, with especially deadly breeds costing three to five times that. Phadoh himself would pay top coin for a live madhorn or ebuul lizard.

H-5 – Great Tower: The Great Tower wards over the northeast wall of Cillamar, watching over the High Quarter and the lonely moors north of the town. The Great Tower is also home to a handpicked garrison of the Lantern Watch, men and women with the social diplomacy and discernment necessary to work in close proximity with Cillamar's aristocracy. The guards of the High Quarter Lantern Watch are adept at knowing when to turn a blind eye to the residents of the High Quarter, and actively discourage those who have no business in the neighborhood. This discrimination is particularly harsh against the underclass. Obvious beggars, peddlers, or rogues are escorted from the quarter, ensuring that the lanes, avenues, and streets of the High Quarter remain unsullied by the sight of Cillamar's burgeoning underclass.

The commander of the Great Tower Lantern Watch is one Anri Belgard, a paladin in the service of Ghoran, the Helmed Vengeance. The flaxen-haired sword-maiden is a favored daughter of Cillamar's aristocracy. A passionate defender of Cillamar, Belgard quietly supports the Truemen's work through her persecution of foreigners. She is discrete in her passions, taking care not to sully the reputation of her Lantern Guard or beloved Cillamar.

H-6 – Necropolis: Sitting atop the ridge overlooking the High Quarter, the Necropolis is a collection of moldering tombs, catacombs, and crypts, each dedicated to a noble family of Cillamar. Perhaps only half the crypts are still in use, while the remaining families have either died out or left Cillamar. It is easy to distinguish the tombs that are still in use: Offerings are left at the family shrine, the portals are kept clear of debris and undergrowth, and hirelings are paid to watch over the tombs during the daylight hours.

After dark, the silver gates to the Necropolis are locked and a Lantern Watch patrol is stationed at the base of the Necropolis' rising granite stairs to deter grave robbers. While it is known to the aristocracy that some of the crypts contain undead, eradicating them is delicate business, since all of the undead were once well-respected nobles. Correspondingly, undead hunters are often persecuted as grave robbers and necromancers, granting the undead lurking within a queer sort of protected status, and making any adventurer's nighttime exploration of the Necropolis even more hazardous.

It is not known why the undead have yet to swarm into the town. Theories among the nobility of Cillamar range from the foolish (the undead respect the living so long they are given tribute) to the unlikely (the slim silver gates have dweomers that prevent the undead from crossing).

H-7 – Old Dunevon's Place (Crematorium/ Gravedigger): Behind the Necropolis is a crumbling stone building surrounded by a collection of downtrodden shacks. Oily black clouds billow from the building's brick chimney all day—and all night—and a rank, ashen haze seems to hang about, covering everything in fine, white soot. This inauspicious place is the home of Old Dunevon, Cillamar's gravedigger and the man who stokes the fires of the crematorium.

Old Dunevon is a disagreeable sort, with a narrow, cruel face, and a self-important attitude that quickly changes to sniveling submission when he is in the presence of a noble. A bootlick of the worst sort, Dunevon takes out the misery of his life on those weaker than himself. The gravedigger cannot cross the street without striking beg-

gars with his walking stick, and the urchins of Cillamar have learned to avoid the old man like the plague.

The gravedigger oversees maintenance of the Necropolis and personally handles the cremations for families who could not afford a plot in the graveyard or elected cremation out of fear of the Necropolis' lurking undead. Among Cillamar's rogues, it is rumored that Old Dunevon has a grisly treasure cache of gold teeth and personal effects stolen from the hundreds of bodies that pass into his ovens every year, and when Dunevon is seen in public with his finery and silver-capped walking stick, the rumors seem almost plausible.

For all his ill temper and manners, Old Dunevon is easily Cillamar's most knowledgeable soul on the topic of the Necropolis. His knowledge of the undead is rivaled only by specialist sages, a fact that has led many to speculate that Dunevon was once a necromancer himself. Those espousing such wild beliefs are at a loss to explain why a powerful necromancer and expert on the "dead caste" would elect to work as a humble gravedigger. Adventurers and heroes looking for accurate information on the dead often submit to Dunevon's ridicule in the hopes of gleaning gem of truth from the bitter old man. Dunevon knows the Legend of the ghostly squire, Elweiss (see *Castle Whiterock*, level 10A) and will recount the story of the Haunted General for a jug of cheap wine.

H-8 – House of Ranwaer (Noble, abandoned): One year ago, the matriarch of House Ranwaer, a retiring crone, was convicted of deviltry after a series of noble heirs were victims of ritual murder involving the cult of Sestyruas, the diabolic Lord of Ardor (see area H-12 for more details). When the Lantern Watch investigated, they discovered that the entire noble family showed signs of consorting with devils. Thus exposed, the nobles fought to avoid capture, aided by a pair of vile half-fiends—the progeny of Lady Ranwaer and the foul arch-devil Sestyruas—and a good number of the family, including the half-fiends, escaped before the full might of the Lantern Watch could be brought to bear.

Since that time, the estate of House Ranwaer has been deserted. No one is willing to build on the accursed spot, and even if a noble patron was found, there is no worker in all of Cillamar willing to demolish "the devil house."

Now the foreboding stands dark and silent, the windows boarded over, the doors locked and bound with chains. Certain members of the Thieves' Guild allege that the Lantern Watch was too quick to seal the house, and that certain undiscovered vaults and galleries were never cleared of the family's diabolic influence. It is true that a secret passageway runs from beneath the house to join the town sewers, but it is also true that no rogue has ever ventured past the warded grate, down the peculiar, lead-lined passage, and returned to tell the tale.

H-9 – House of Ismae (Noble): The noble line of Ismae is one of Cillamar's oldest families. Dignified and refined, capable of waging war both with blade and word, House Ismae has established the model that all other noble lines seek to model. Grand Count Ismae distinguished himself in border skirmishes with the Warlands, has led strikes against the orc fastness Ergut'axx, and married a noble lady from the late Grand Duchy of Leherti. Thus it was all the more distressing when, two months past, the Count's youngest daughter vanished into the Warrens.

While all of Cillamar's aristocracy publicly frets and tears their lace over the disappearance of Sophie Ismae, in private few deny that the girl herself wasn't at fault. For all his virtues as a warrior and tactician, the good Count is miserable failure as a father, and his youngest daughter is a spoiled brat of the first order. Sophie Ismae made a habit of dressing as a bawdy girl and slipping into the Warrens, carousing and drinking for days at a time, knowing that her father's men were hot on her trail. To Sophie it was a game: The longer she could elude her guards, the longer she could indulge in the sullied fruit of Cillamar's slums. With each passing day, it seems that young Sophie must have gotten her wish, and there are few outside the Ismae family who believe that Sophie is still alive. Such notions, though, are never mentioned within earshot of the mourning Count—the last knave who joked of Sophie's fate received a poniard through the temple for his trouble. (For more information on Sophie Ismae's abductors, see area C-5.)

Unable to find his daughter, the Grand Count did the only thing he knew—he went to war. Certain that the war refugees of the Warrens were responsible for his daughter's disappearance, he appealed directly to the Patriarch for permission to drive the foreigners from Cillamar. When his plea was denied, Ismae rallied disaffected young nobles to his cause, forming a secret society, the Society of Cillamar's First Sons or, as they more commonly refer to themselves, the Truemen.

Now every new moon, the Grand Count dons a black hood, joins his fellows Truemen, and rides out to terrorize the Warrens. He knows in his heart that it is only a matter of time before the Patriarch is forced to act against the Truemen, and so he is preparing for that day and the bloodshed that must follow. (For more information on the Truemen and the Society, see area W-9.)

H-10 – Sisters of Elyr (Temple): A nunnery devoted to the Lady of the Healing Touch, the congregation of Elyr has grown along with the town, providing gentle ministrations to the needy of Cillamar. Services are held daily, led by the young Brel Otha, Abbotess of Mercy. Wise

beyond her years, the Abbotess acts and speaks with divine grace and humility earned from her days serving the poor and downtrodden. Exceedingly lovely (more a reflection of her selfless devotion than any comeliness), Abbotess Otha is forced to turn away declarations of love on a daily basis. This has become something of a game for Cillamar's noble sons, who insist on courting the Abbotess despite her gentle protests.

Up until recently, the Sisters of Elyr spent much of their time working in the Warrens, doing their best to assuage the suffering of Cillamar's poor. This earned them the enmity of the Truemen, resulting in grandstanding threats and sword rattling. A month ago, though, two nuns were found murdered. Unwilling to risk the lives of her nuns, the Abbotess has suspended the ministries. She is looking for brave souls to serve as escorts, but secretly fears that this will only expose others to violence and the threat of death.

H-11 – Charlatans Camp: Seated just outside of the temple of Elyr, this cluster of tents and shops are traps for the foolish and desperate, as their owners sell cheap charms, healing salves, and other "miracles." Amidst the chaotic sprawl of hawkers and hucksters, a few true potions and charms may be found, but it is up to the buyer to discern the real from the multitude of fakes.

H-12 –Temple of Denithae (Temple, abandoned): An unusually grand edifice for the patron deity of agriculture, with stone dome open to the heavens, towering stained glass windows, and mighty walls composed of enormous stone blocks, the Temple of Denithae was built a decade ago when High Priest Sca'ariel arrived in Cillamar with his train of silent, masked acolytes.

At the height of its power, the temple's congregation was open to a select few, who invariably prospered despite the vagaries of weather, nature, and gods. Many clamored for the privilege of attending the closed masses, but only the wealthiest and powerful were permitted to join, and even then they wore masks when attending the moonlight gatherings.

This charade ended a year ago, when it was discovered that the high priest and his acolytes were holding secret services to the devil Sestyruas. Meeting in unholy chapels hidden beneath the temple, the wicked priest and his select congregation made blood offerings to Sesturuas, even—so the rumors go—coupling with diabolic erinyes sent on behalf of the Lord of Ardor. The subsequent investigation led to orders for the arrest and imprisonment of House Ranwaer (see area H-8), but the temple's High Priest Sca'ariel and two of his acolytes were never apprehended.

Since that time, the temple has stood dark and silent, home only to rats and the pigeons. The blood-red windows have been boarded over, and the great bronze portals locked and bound in chain. There are those who allege that in an effort to protect the identities of some of Cillamar's noble sons, the investigation of the cult ended prematurely. Whether or not any of these cultists remain in Cillamar is a mystery.

H-13 – Avenue of Idols: This extravagant title describes the short stretch of Temple Street lined with dozens of small shrines and open chapels. Shrines to nearly every good and neutral divinity worshipped in the Known Realms can be found here, along with memorials to dead heroes who may or may not have ascended into sainthood. The shrines are maintained by the devoted, with no real priesthood to speak of, save for the occasional mad-prophet preaching from atop the steps rising up to the Necropolis.

Offerings of food, incense, and flowers are left at all the shrines, without fear of thievery. Blackbirds and sparrows make good use of these tributes after the devoted have left, giving the block its other name: the Avenue of Holy Crows.

H-14 – Sanctuary of Justicia (Temple): The temple devoted to the Helmless Vigil, goddess of justice, mercy, and defense, has a history as old as Cillamar itself. The temple's foundation stones were laid by the warrior-monk, Frasen the Wanderer, who initiated the temple's first priests in the mysteries of Justicia, ensuring that the temple and its congregation would stand in defense of Cillamar for all time.

The temple is an impressive, though modest, edifice.

Three great marble statues stand before its portals, each depicting an aspect of the goddess. The interior of the temple is no less impressive, with polished stone floors, vaulted ceilings, and stained glass murals exalting the virtues of Justicia. Servants of the goddess invariably tithe a great portion of their wealth to the temple, which in turn uses the gold to serve the people of Cillamar. But one of these services is ensuring that the common folk marvel at the might, loveliness, and grace of the goddess, so a fair bit of coin is spent on the temple itself, making it a thing of beauty for all the witness.

Even paladins who do not worship Justicia pay their respects while in Cillamar. In turn, these paladins, their companions, and their servants are invited to take shelter within the temple's walls. Though the accommodations are simple, there are few places in Cillamar (apart from the Citadel) that can boast of greater safety than that found within the walls of the Sanctuary of Justicia.

The Holy Knight-Protector of the order is Lady Ilrien Talbusk. Her father, also a paladin of Justicia, disappeared into the dungeons of Castle Whiterock when Ilrien was only five. Now an accomplished holy warrior in her own right, Lady Talbusk has never given up hope of discovering her father's fate. Her duties to her congregation and to the people of Cillamar curtail the amount of time she is able to invest in the search, but Ilrien is aware of the hidden fane of Justicia and the Order of the Sundered Scale. (See *Castle Whiterock*, level 7A.) As much as the paladin would love to mount an expedition into the depths of Castle Whiterock, she refuses to send good heroes to their death so lightly. She shares her suspicions only with the strongest of adventuring companies, otherwise keeping her council to herself. Should a party of heroes ever offer to take up her quest, however, there is no end to the backing and assistance she would be willing to supply.

Lord's Gate Citadel

The fortress watching over Cillamar is only half the size of the mighty citadel that was destroyed by the red dragon Benthosruthsa. The current castle houses the Lord of Cillamar, his family, and the lord's elite soldiers, the men and women of the Magn'gard.

The architecture of Lord's Gate is predominately stone towers built around the central donjon, with slate roofs and high walls topped with catwalks and crenellated battlements.

The standing ruins of the original fortress, known collectively as the Old Citadel, are widely believed to be home to the specters of the warriors that died in the defense of Cillamar; ferocious monsters that clawed their way up from the Underdeep; and even old Benthosruthsa himself. The ruins are guarded day and night, ensuring that the rumors remain unproven.

L-1 – The Black House (Taxing House/Court): Standing at the foot of the Lord's Gate Citadel, the Black House is guarded by somber members of the Lantern Watch day and night. The Black House was the first structure rebuilt after the fall of Cillamar, and it stands as a reminder of those violent times. An imposing three-story structure with heavy walls, parapets, and battlements, the Black House could easily be mistaken for a garrison, were it not for the constant stream of merchant-lords entering and leaving from its heavily reinforced portals.

The Black House serves two roles. The first is that of a taxing house, where merchants come to pay duties and excises for the privilege of selling their wares in Cillamar. The tax collectors (dressing in the dark robes that give the building its name) also serve as Cillamar's

Adventure Hooks in the Lord's Gate Citadel

- The party is approached by a mercenary captain serving in the Magn'gard. The captain has fallen in love with a half-elven lady-in-waiting, and asks the heroes to act as his intermediaries. This involves slipping in and out of the Lord's Gate Citadel to deliver poems, gifts, and other declarations of love, and when the lady's betrothed arrives to claim his wife, the adventurers are the only ones who can defend the lovers from the fiancé and his army.
- The heroes are summoned to a secret meeting with the Patriarch himself. The mighty lord of Cillamar has learned of a coup being planned by the Truemen, and asks the party to infiltrate the society and destroy it from the inside. But while the adventurers are pretending to be Truemen, the Lantern Watch and Magn'gard begin to circle around the secret society, killing conspirators first and asking questions later.
- A withered elf, ancient beyond years, hires the heroes to slip into the Warlock's Spire (area L-12). The elf was an apprentice of the Warlock when Cillamar fell three hundred years ago, and is seeking a relic still hidden amid the ruins of the Spire.

judges, hearing citizen disputes in between collecting taxes. Note that any dispute involving a noble is brought before the Patriarch and his guiding council.

Decisions rendered by the tax collectors are indisputable, save for the intervention of a noble or the Patriarch himself. Convicts are fined on the spot, or, if unable to pay, taken to the Gaol (area C-14) to work off their sentence. Surprisingly few tax collectors are susceptible to bribery, but more importantly, Temas Gogenson (the sergeant of the Lantern Watch that assigns cases to judges) considers himself to be underpaid and is always willing to ensure that a certain case makes it to the "right" judge.

At the end of every day heavy, ironbound coffers containing the day's taxes are loaded into a wagon and escorted to the treasure vault reportedly concealed beneath the Citadel (see area L-7). A day's take can range between 500 gp to 5,000 gp, depending on the season, nearly all of it in cumbersome silver and copper coins, with a spattering of gold and platinum. Needless to say, such a tempting prize is always well guarded by members of both the Lantern Watch and the Magn'gard.

L-2 – The Lord's Gate: A sturdy ironbound portal, reinforced by portcullis and flanked by high towers, the Lord's Gate is the first line of defense in case of an attack from the south and east. The towers are outfitted with cauldrons for boiling oil, and rocks to be hurled down on attackers, and a small garrison of watchful Magn'gard warriors stands watch atop each tower. The Lord's Gate is open most hours of the day and night, but those passing the gates must identify themselves and explain their reasons for the visit.

After dark, braziers are lit before the gate and atop the towers are lit, providing warmth to the guards and deterring rogues who would attempt to slip over the defenses.

L-3 – Smithy and Armorer: Providing the arms and armor for the Patriarch and his Magn'gard, the Lord's Gate smithy is run by Akon Gonderson, a bear of a man with a beard to match. Akon works with a team of apprentices, but he oversees all the work done in the smithy, taking personal pride in its quality. Akon is a widower, and lives with his four daughters in a small apartment above the smithy. Akon's oldest child is Nalia, a girl of 14 years, hell-bent on becoming an adventurer and member of the Magn'gard. Akon has tried to appease Naila by teaching her some swordplay, but knows that it is only a matter of time before she takes matters into her own hands, seeking work as a guard in a caravan or, worse, joining a band of rough and ready adventurers. Growing into a pretty young woman, Nalia has already attracted the eyes of several squires serving the Magn'gard, but so far none have been brave (or foolish) enough to approach the smithy's first daughter.

L-4 – Stables: The stables are home to 70 or so warhorses of the Magn'gard, as well as an additional 15 light horses used by messengers. Squires of the Magn'gard are responsible for tending the horses, but the stables are kept up by Duriel the Foundling. The Foundling was mysteriously delivered to the Patriarch four years ago, and has become an accepted, if disdained, part of life in the Lord's Gate Citadel. Teased incessantly by the squires, the shy and retiring Duriel works day and night cleaning the stalls, maintaining tack, and performing the myriad other tasks necessary to keep up the stables. Still, the hard work is quietly transforming the boy into a young man.

While the Patriarch refuses to reveal the child's past, Soz Amun has remarked on more than one occasion that Duriel's arrival coincided with the Fall of the Grand Duchy of Leherti.

L-5 – Gate of Sorrows: Named for the battle in which Cillamar's surviving defenders made their last stand against Benthosruthsa, the Gate of Sorrows stands as a testament to the selfless devotion of Cillamar's people. Perhaps appropriately, the Gate is also where Tower Street merges with the Lord's Gate Citadel to pass beneath the town wall.

The Gate of Sorrows is watched over by a dedicated garrison of Magn'gard warriors, making it own of the better-defended entrances to the town. A pair of catapults and a ballista stand atop the tower, ready to deter an attack from the east. A cistern sits beneath it, supplying fresh water to the citadel in times of siege.

L-6 – Lower Garrison: Home to the soldiers of the Magn'gard and their squires, the lower garrison is topped by a parapet and battlements, and in times of battle can serve as a small fortress in its own right. Over one hundred brave soldiers are barracked here, living, drinking, and carousing as one enormous band of brothers. The Magn'gard are all handpicked soldiers and, unlike the Lantern Guard, answer solely to the Patriarch. They possess excellent morale, training, and discipline, and the war banner of the Magn'gard is feared by wicked humanoids up and down the western slope of the Ul Dominor Mountains.

The Magn'gard are served by half again as many squires who keep up their arms and armor, practice swordplay under the eyes of their mentors, and take responsibility of the menial chores. Rightfully proud of their role in the defense of Cillamar, at times the squires need to be reminded that humility and modesty are also knightly virtues.

L-7 – The Citadel: Rising high above Cillamar, this fortress is home to the Patriarch and his household servants. Austere and simply furnished, Citadel houses a

great hall where the Patriarch both receives petitioners and entertains guests, as well as the Patriarch's private chapel. The rock beneath the Citadel is riddled with tunnels and dungeons, some predating even Cillamar. The Citadel's treasure vault is rumored to be hidden somewhere beneath, alongside a dungeon used to incarcerate villains too dangerous to be trusted to the Gaol.

The Patriarch's castellan is an old adventuring companion, Jor of Kalía. Jor was a notorious rogue in his youth, ranging across the Criestine Empire and the Southern Province, but in Morrain his past is relatively unknown. Appearing as a lean, dusky-skinned human in his early thirties, Jor is far older than that, his waning youth augmented by magic and a fiendish ancestry. These days Jor restrains his cunning to the court, and his loyalty to the Patriarch is unwavering. The Castellan of Cillamar is not above using deception to defend his old friend, but Jor learned long ago that his missteps directly effect the reputation of the Patriarch, and so he plans accordingly.

The Citadel is also home to Lady Paendrogch, a wizardress retained by the Patriarch against the advice of nearly every noble in Cillamar. A fiery, moody woman possessed of a dark temper and humor to match, Paendrogch seems to have patience only for her patron. Servants in the Citadel avoid the witch at all costs, a situation that suits her perfectly. Paendrogch keeps an intemperate pseudodragon as a familiar, and is served by a squat half-orc who refuses to acknowledge the existence of anyone other than his mistress.

At any time, there are two or more noble guests visiting the Citadel, usually either nobles of Morrain visiting their far-flung estates or knights and ladies-in-waiting visiting from distant lands. These visiting nobles can serve as adventure hooks for explorers looking for a break from Castle Whiterock, or for rogues who need to cool off from the infamy of their recent exploits.

L-8 – Chapel of Gorhan: Dedicated to the war-like god of chivalry and valor, the chapel of Gorhan is regularly attended by the soldiers of the Magn'gard, and by visiting paladins and priests. Special services are held before any significant military undertaking, each soldier rededicating his soul to Gorhan, the Patriarch, and the defense of Cillamar before riding out onto the field of battle. At the back of the chapel is a small nave with a stone door leading to area L-9.

L-9 – Crypt: When a member of the Magn'gard dies in defense of Cillamar, the body is entombed in the dark, solemn crypt adjacent to the Chapel of Gorhan. The crypt descends deep into the ground beneath the Citadel, with small alcoves housing the bodies and remains of the fallen. A shrine of Soleth, the goddess of merciful death stands watch over the crypt, ensuring the peace of the fallen. A great stone brazier stands in the center of the upper level of the crypt, where a flame continually burns and where offerings can be made to the departed. It is said that in times of great need, Soleth herself lifts the veil of death's slumber, permitting the dead to be contacted through the brazier's blue and yellow flames.

L-10 – Upper Garrison: Sister to the lower garrison (area L-6), the upper garrison houses another 50 Magn'gard and half as many squires, and is home to the Magn'gard's commander, Lord Warrick, a fearsome man known better as the Lion. Once a commander of a mercenary company that fell to the giants of the Ul Dominor Mountains, Warrick joined the Magn'gard in the hopes of dying in the service of good. Twenty years later, the grim commander is still alive, and responsible for scores of lives. Warrick takes this responsibility very seriously, and he personally makes sure that any warrior applying for service in the Magn'gard understands that she is not only responsible for her own safety, but also the safety of every other Magn'gard.

Warrick instills this philosophy in his soldiers by drilling them relentlessly, so that combat—when it comes—is a

reprieve. For his part, Lord Warrick sets the standard that every other soldier off the Magn'gard tries to match. In his fortieth year, Warrick's endurance and skill shames every warrior under his command.

Those hoping to join the ranks of the feared Magn'gard are subjected to a series of tests that culminate in a duel with Lord Warrick. To date, no hopeful has succeeded in lasting more than 10 rounds with the commander. The duels are nonlethal, but arrogant nobles presuming their place among the Magn'gard have been disgraced to the point that they might have wished for Warrick to kill them. Warrick's egalitarian attitude has earned him a number of enemies amongst Cillamar's nobility, but few are willing to take him to task for his beliefs.

L-11 – The Old Citadel: The ruins looming above Cillamar date back 300 years to when the town was razed by Benthosruthsa. All that remains of the original fastness are the fallen walls, overgrown with vines and moss. It is rumored that tunnels and dungeons beneath the Old Citadel survived the destructions; certainly *something* about the ruins has the Patriarch and his men frightened. Staunch soldiers of the Magn'gard watch from the nearby towers of the Citadel, not knowing the target of their vigilance.

L-12 – The Warlock's Spire: The ruined tower once was home to an archmage, which perhaps explains why several floors of the tower are still intact long after the rest of Old Cillamar has fallen into rubble. The commoners know the tower as the Warlock's Spire, the name of the archmage lost to the passage of centuries.

Like the rest of Old Cillamar, it is commonly believed that something lurks in the dungeons beneath the Spire. Just what that something is, and whether that thing might crawl free of its lair beneath the Spire, none can say.

L-13 – The Sump: Where the sewers of Old Cillamar drain into the open is a low-lying marsh known as the Sump. In the cool of the evening and early dawn, fog gathers in the Sump, and on moonlit nights shadows can be seen moving amid the rushes and reeds. Even Cillamar's poorest citizens shun the Sump, fearing whatever foul creatures lurk in the sewers and dungeons beneath Old Cillamar.

The Warrens

The area of Cillamar south of Penitence Row and west of the Moor Gate was never truly rebuilt after being destroyed by Benthosruthsa. Instead, Cillamar's poor built directly atop the ruins, patching a wall here, roofing over an alley there, creating the chaotic maze of fallen rubble, makeshift dwellings, and tent camps now known as the Warrens.

Prior to the influx of refugees from Valsund, the slums of Cillamar hardly merited the name, much less the attention from Cillamar's rulers. Now, with their burgeoning population threatening to spill over into the more affluent districts, the Warrens play a pivotal role in the politics of Cillamar. The presence of Warland refugees cannot be overstated: Even the name of the district is a play on "War Ones," local slang for the Warland refugees.

The Warrens are also home to the Cillamar Thieves' Guild. The rapid growth of the district has proven a boon to the crime syndicate, with the guild stepping in to provide leadership and services that the legitimate government has been unable to supply.

W-1 – Myna's Bones (Gambling House): Cillamar's finest gambling den and house of ill repute, Myna's Bones attracts patrons from every caste and class. Noble fops come here to flirt with danger and swagger with a sword at their side. Caravan guards come to risk a few hard-earned coins on a toss of the die and the smile of an attractive stranger. Cillamar's thieves stalk through the crowds, lifting the purses of drunkards, while adventurers come here to have hushed meetings with agents of the underworld (and worse). Four stories of dark, smoky chambers of vice and sin, Myna's Bones attracts the worst that Cillamar has to offer.

The gambling house is ostensibly owned by Jeriko the Rat, but one doesn't have to dig far to discover what most already suspect: that Myna's Bones is operated under the watchful eyes of the Thieves' Guild. Nearly all of the games are tilted in favor of the house, so that for every 100 gp wagered in the Bones, 65 gp end up in the house coffers. On Jeriko's direction, exceptions are made, permitting certain customers to walk away winners, night after night. Sometimes this is done to lure in wealthy marks, and on rare occasions it is done to appease Lantern Watch captains or off-duty tax collectors. The cryptic phrase, *No Percentage in Blood*, is carven above the entrance to the Bones, hinting at the house's philosophy, that there is no profit to be made in angering customers. Instead, Myna's Bones looks to keep customers for as long as possible.

Myna's Bones also serves as a meeting place for rogues, since nearly anyone can come and go without suspicion.

Members of the Thieves' Guild will often suggest meeting at the Bones, and anyone foolish enough to attack a Guild rogue in the Bones signs his own death warrant, with some of the Guild's deadliest assassins and enforcers within earshot.

The Bones open at dusk and close at dawn. Heavily muscled bouncers watch over the entrances, deterring trouble makers and actively welcoming Cillamar's noble sons and daughters. Jeriko knows that the first nobleman's son to die in a knife fight on his watch will mean the death of the Bones, so he takes special pains to personally see to their needs. Thanks to Jeriko's diplomacy, some of Cillamar's most powerful families have extremely large tabs at Myna's Bones, and many of these families would rather do favors for Jeriko (and by proxy, the Thieves' Guild) than risk having their reputations sullied by public announcements of their indebtedness to the gambling den.

Every night, the Bones' take is stored in a vault beneath the gambling house. Rumor holds that the vault is nigh-impregnable, and defended by dweomers and traps so deadly that they would cause a master to pause. At the end of every week, the wealth is carried to the Thieves' Guild (area W-11) via a narrow underground passage.

W-2 – Sign of the Drunken Minotaur (Inn): A small, out-of-the-way inn found at the corner of Penitence Row and Cutpurse Street, the Drunken Minotaur seems typical of a dozen other taverns and inns in Cillamar. What distinguishes the Minotaur is its after-hours entertainment, when Michal the Tavernmaster closes down the kitchen and turns the common room over to the minstrels and jongleurs of Cillamar, who in turn tell stories, sing ballads, and lead rousing drinking songs until well past dawn.

Far from mere drunken carousing, to the troubadours, the raucous nights are their religion, specifically fetes dedicated to Ôœ, the god of dreamers and storytellers. No matter the reason, discerning rogues and scoundrels of Cillamar have come to regard the nights at the Minotaur as the height of entertainment, driving the bards on with applause, flowing drink, and the admiration of their peers.

For his part, Michal welcomes the celebrations. Once a lighthearted man who would even take up a fife and play with the bards, Michal's life has recently taken a turn for the worse. A week ago, his son disappeared while playing on the high moors outside Cillamar. Michal has spared no expense looking for his son, but the child seems to have been devoured by the hillside. Until the day his child returns (or more likely, the corpse is found), the grim Michal will continue to hope against all odds. (For more information on Michal and the fate of his son, see *DCC #51.5: The Sinister Secret of Whiterock*.)

W-3 – Auntie's Boarding House (Fence): This dismal, ramshackle tenement is home to an ancient half-elf crone known as Auntie. The half-elf has a score of rooms for rent for a copper piece a night, all infested with lice and rats. More significantly to the Thieves' Guild, Auntie is also one of Cillamar's premier fences.

Exceptionally cagey, Auntie has an almost preternatural ability to gauge an item's worth. She always factors in how difficult stolen property will be to smuggle out of Cillamar and the sort of ire its theft caused amid the Lantern Watch. If an item was stolen from a particularly powerful (or vengeful) mark, Auntie might turn it down altogether. Nonetheless, when thieves sack a caravan, or lift a necklace off a High Quarter belle, Auntie's

Adventure Hooks in the Warrens

- The adventurers stumble across a band of Truemen disguised as Warland refugees. The Truemen have cornered a young Cillamar native in the hopes of inciting a riot against the refugees, and they're willing to murder the heroes to cover their tracks. Even if the party succeeds in defeating the Truemen, the angry First Sons of Cillamar will return with members of the Lantern Watch to hunt down the interlopers.
- The heroes are approached by a grim merchant. Over a drink he explains how he lost his entire season's earnings gambling at Myna's Bones. Now the merchant wants his revenge. He is looking for muscle to pull a master heist: stealing from the thieves as they transport the wealth back to the Thieves' Guild. This will require a great deal of preparation, as Batrard Ost and his minions are always on the lookout for rogues seeking to make a quick fortune off the Bones. And even if the heist is a success, there are few places in Cillamar that Ost won't go to claim his revenge.
- A master rogue, claiming to be a beggar, stumbles into the party, secretly planting a magical silver necklace on one of the heroes. The rogue is a freelancer on the run from the Thieves' Guild, and she needs to ditch the evidence. Both the Guild thieves and the freelancer follow the adventurers back to their dwelling, in the hopes of stealing back the magical necklace.

Boarding House is the first place they come.

Auntie's basement is full of moldering trash and rotting wooden beams, but amid the rubble is a secret door opening into Cillamar's sewers. The door is constantly locked, but certain members of the Thieves' Guild (all friends of Auntie) have the key and know how to avoid Auntie's deadly traps.

W-4 – Moor Gate: While no army has ever attacked Cillamar from the south, the Moor Gate is still exceedingly well staffed, with smoky bonfires strategically placed to illuminate the moors to the south. This is done to give the guards in the towers advance warning of an approaching force, and to ward off the monsters that lurk in the swamps south of town and in the fog-shrouded Sump to the east.

Unlike other entrances to Cillamar, Moor Gate is sealed at sunset with near-religious commitment, and the guards refuse to raise the portcullis and draw the doors open until the sun casts its long morning shadows down the mountains to the east.

Curiously, even the most inexpert strategist can see that a few hundred yards to the west of Cillamar's southern front is almost entirely undefended. Whenever this is pointed out to the guards of the Moor Gate, they make signs to ward off evil, and whisper that the beggars and refugees of eastern Cillamar buy off the monsters to the south with grisly sacrifices and rituals. One need only stand atop the high towers at night, listen to the distant hammering of drums, and watch the dance of bonfires to the south to know that there is at least some kernel of truth to the Lantern Watch's fears.

W-5 – The Standing Stones & Canter's Leap: The tall outcropping of rocks that serves as a natural barrier defending Cillamar's southern edge has long fascinated the people of the North. Even before Cillamar was settled, barbarians erected stones atop the high cliffs, setting them so that during the winter solstice, a single ray of dim light falls across the stone altar in the center of the stones. It is believed that at certain times of the year the stones augment druidic rites, though this has never been proven.

To the west of the standing stones, the stones fall away, creating a gap in the ridge, 60 feet deep and 17 feet wide, named Canter's Leap. Locals tell of a guild thief that escaped the Lantern Watch by jumping across the gap. Every so often, foolhardy rogues, drunk on cheap Warren wine and attempting to prove their mettle, attempt to duplicate the feat; inevitably their bodies are found broken against the boulders at the foot of the ridge.

W-6 – Paupers Graves: Cillamar's poor cannot afford to be interred in the Necropolis, or even be cremated by Old Dunevon. When these pitiable souls die, often the only choice is to be buried in a marshy grave south of town. Inevitably, shallow graves are dug up by scavengers, and when the swamp floods in the spring, decomposing bodies wash up against the raised Swamp Road.

The people of the Warrens do their best to guard against undead, lining the southern border of town with trash fires, but there is little they can do to deter the grave robbers who live in shacks in the swamp. The exception is when a guild thief dies. The canters build a mighty cairn-fire and set their brother alight, denying the grave robbers their trophy.

The sewers of Cillamar drain to the south and west of the graveyard, feeding the fetid swamp that creeps a little further north every spring. Saturated with waste and trash, the fens are exceedingly foul, and only the most degenerate (or desperate) ever step foot into the retched waters. Quicksand and predators abound, making the passage hazardous at best. The folk of the Warrens claim that the old witches that raised the Standing Stones (see area W-5) lair in the heart of the swamp, but if they do, they haven't been sighted in over twenty years. Bands of brigands and grave robbers *do* live the swamp, poling from island to shore aboard shallow skiffs.

W-7 – Rat Idol of Narrimunâth (Shrine): Feared more than adored, the Rat God of Disease is worshipped at the

back of a dead-end alley found in the very heart of the Warrens. Inhabitants of the Warrens leave regular tribute before the strange, carven idol; the food, coins, and jewels are always carried off by one of the hundred score rats lurking in the shadows.

Legend holds that years ago an arrogant southern barbarian once struck the towering rat idol in contempt. The barbarian was swarmed by hundreds of rats in an instant, and borne down to the muddy alley floor. By the time his companions answered his horrid screams, the barbarian's corpse had been stripped to the bone.

W-8 – Beggar's Hold: Cillamar's southwest tower is all but ruined, the crumbling stone walls rising a mere 20 feet. Some of Cillamar's poorest citizens make their home inside the shell, stretching ratty tarps across the interior of the tower to ward off the rain and the snow, and burning trash for warmth.

Hisxit the Strangler, self-proclaimed Beggar Master of the Warrens, makes his lair in the Beggar's Hold, sending out his band of filthy young urchins to ply the streets of Cillamar begging for alms and stealing what they can. At present, Hisxit's minor pilfering is tolerated by the Thieves' Guild because the Strangler lends his urchins to the Guild as lookouts and assistants. A cruel boar of a half-orc, Hisxit take pleasure in causing terror in his wards. Fearing a rebellion, he casts out urchins on their thirteenth birthday. He sells the lovely ones (such as they are) to the bawdy houses, and the quick and nimble he sells to the Thieves' Guild to train as apprentice footpads.

Hisxit is known to have a small fortune in gems and precious metals, but where his horde is secreted is a mystery even to his closest associates.

W-9 – Lodge of the Truemen (Secret Society): At first glance, the building that serves as the headquarters for the secret society calling itself the Society of Cillamar's First Sons seems abandoned. A closer inspection shows that the locks on all the doors are of exceptionally fine quality, and that the building suffers from none of the usual decay that eats at the rest of the Warrens.

The Society of First Sons (or Truemen, as they prefer to call themselves) uses the lodge as their staging area when they make their midnight rides against the helpless refugees of the Warlands. Donning hoods and suits of blackened chain and leather scales, the Truemen gallop through the Warrens, striking down any foreigner they encounter. These raids occur roughly once a month, coinciding with the new moon, but lately they have come more frequently.

For all their supposed valor, the Truemen are careful to conceal their identities, slipping into the lodge through the back alleys, and leaving the same way. Their mounts are often held by loyal squires and bootlicks in a alcove by the ruined town wall, where even the starlight doesn't reach. When they ride against the refugees, the Truemen seldom stay to fight, preferring instead to strike a blow or two before riding off into the darkness.

To date, the Lantern Watch has been unable to apprehend any of the Truemen, and given the chance, would probably let the noblemen go. After all, it would be suicide for any member of the Lantern Watch to side in court with a refugee against a nobleman of Cillamar. With the increase of violence and nowhere else to turn, the desperate Warland refugees have turned to the Thieves' Guild for justice.

So far, the Guild has bided its time, avoiding an all-out war with the Truemen and the Lantern Watch, but with its ranks swelling with vengeful Warland rogues, it is only a matter of time before one of the thieves decides to take matters into his own hands.

W-10 – Rogues Court: So named for the abundance of ne'er-do-wells, scoundrels, and rogues that congregate here after dusk, Rogues Court has become the unofficial home to Cillamar's black market. During the day, the court is abandoned, littered with trash and inhabited only by rats and the occasional feral street cat. After dark, it comes alive with vendors selling strange and forbidden wares, drunken toughs (and thieves pretending to be drunk), nobles slumming with ladies of the night, and the inevitable press of beggars. And to the west, the looming edifice of the Thieves' Guild watches over them all. When dawn breaks over the western peaks, the revelers retreat back into the shadows like cockroaches, to sleep off the pain of their sins and excesses.

A score of small gambling dens, disreputable fences, bawdy houses, alehouses, and dens of inequity surround Rogue's Court, catering to the crowd and their decadent tastes. The Lantern Watch is not welcome here, and the Patriarch sends his Magn'gard into the Court after dark only when he has exhausted every other option.

In the center of the court is a fountain depicting a lovely young girl, dressed in a hooded cloak with a sheathed blade at her side. In the early evening, the statue appears as Neshti, the goddess of thieves, but after the Witching Hour, when the smoke of the fat lanterns hangs heavy over the square, the statue takes on the more sinister aspect of Lasheeva, the goddess of murder and undeath.

W-11 – Thieves' Guild: Housed in a collection of innocuous old buildings that have come to encompass the entire block, the Thieves' Guild of Cillamar hasn't always been the organized mob it is today. As recently as a decade ago, the thieves of Cillamar were merely loosely affiliated associates who gathered to drink, gamble, and exchange rumors and tales.

Spurred on by the growth of Cillamar (and the aging of its original members), this band of brigands organized themselves, if only to avoid stealing from the same mark too often. Its leadership retired from active thievery, and instead offered protection for shopkeepers and merchants; the thieves, in turn, were expected not to rob from shops marked with the thieves' sign.

The idea was slow to catch on, as many thieves rebelled against any form of leadership, and it wasn't until after Batrard Ost took power that the guild began living up to its name. During his first two months, the coldly calculating Ost made violent, bloody examples of any thief found violating the guild's orders. Unlike his predecessors, Ost was in the prime of his career and more than a match for any up-and-coming rogues. Seeing that the guild was capable of enforcing its promises (and that Ost would target them if they didn't pay tribute), the shopkeepers of Cillamar's Common Quarter quietly began making regular payments into the guild's coffers.

The last few years have brought even more dramatic changes. The influx of refugees has swollen the population of Cillamar (and especially the Warrens) with the desperate and poor. No longer a young man eager for power, Ost has grown into the neighborhood's de facto leader, solving disputes like a judge, trading favors for promises of loyalty, and negotiating (thought proxies) with Cillamar's law enforcement and upper class.

While the Guild has blossomed under Ost's able leadership, there are many among them who remember the old days, when chaos ruled and every thief was his own king. Add to this the rising generation of Warland thieves who have never had a home, plus the push by Cillamar's upper class to halt the rise in crime, and the result is a back-alley powder keg waiting to be ignited.

While the guild can't deter the dozens of small crimes that take place in Cillamar every day, it does violently persecute high-profile freelancers. Every major robbery, whether done by a freelancer or a guild thief, puts heat on the guild, so significant heists are planned with care. This is a serious point of contention with both the older and younger rogues, who would like nothing more than a Cillamar ruled by fear and threats. For all the enemies gathering against him, Ost has proven to be a cunning leader, with an eye on the long-term health of his guild, rather than on the night's take.

And whenever the need should arise, the cool, quiet guildmaster can still shame the best of Cillamar's assassins.

Cillamar NPC Stat Summary

C-1 Ophfur Shadis (LN male human War2/Grd7, Wis 16)
C-4 Remy Sims (N male half-elf Rgr2/Exp6)
C-5 Jasper Livex (NE male human Wiz(Nec)11/Rog2, Int 19)
C-7 Tarinos One-Thumb (CN male human Ftr5, Str 17); Arajal the Pawn (LE male human Rog7/Exp2, Appraise +17)
C-8 Bao the Blade (CG male human Ftr3/Exp3, Craft [weaponsmithing] +14)
C-11 Sukuhn the Snake (CN female human Adpt5/Bbn3, Int 15, Wis 15)
C-12 Tyber Lasir (LN male half-elf Ari3/Rog8/Duelist2, Dex 19)
C-13 Nigel the Bald (LN male human Ari7/Exp5, Profession [merchant] +15)
C-14 Lady Woden (LN female human Grd12, Wis 14); Ostran the Scrivner (N male human Com1/Exp7, Int 16)
C-15 Alrux of the Broad Axe (CG male dwarf Ftr3/Exp5, Craft [armorsmithing] +13)
H-1 Or'dimsus (CG male gnome Exp8, Int 18)
H-2 Mallac (CG male human Ari4/Rgr5, Wis 14)
H-3 Celan Malenoh (LN male human Grd2/Ftr7/Ari1, Str 17); Lady Brigid (NG female human Ari2, Cha 15)
H-4 Votim Phadoh (N male human Exp6, Cha 16)
H-5 Anri Belgard (LG female human Ari1/Pal7)
H-7 Old Dunevon (CN male human Exp2/Com2, Knowledge [religion] +10)
H-9 Grand Count Ismae (LN male human Ari6/Ftr5); Sophie Ismae (CG female human Ari2)
H-10 Abbotess Brel Otha (LG female human Clr 5, Wis 17, Cha 19)
H-14 Lady Ilrien Talbusk (LG female human Pal6)
L-1 Temas Gogenson (LN male human Grd5)
L-3 Akon Gonderson (NG male human Exp2/Ftr3, Str 19); Nalia Gonderson (female human War1)
L-4 Duriel (NG male human Com1/Ari1)
L-7 Jor of Kalia (LN male half-fiend/half-human Rog6/Sor4/Ari2, Dex 18); Lady Paendrogch (CN female human Wiz(Evo)10, Int 18)
L-10 Lord Warrick (NG male human Ftr 4/Grd4)
W-1 Jeriko the Rat (LE male gnome Rog9, Dex 21)
W-2 Michal the Tavernmaster (CG male human Brd6, Cha 17)
W-3 Auntie (CN female half-elf Exp5, Int 16, Appraise +13)
W-8 Hisxit the Strangler (NE male human War3/Rog5, Dex 16)
W-11 Batard Ost (LE male human Ftr2/Rog11, Dex 20, Cha 17)

Chapter 3
The Lay of the Land

The cold moors and dry steppes of Morrain are thick with hardy grasses, and only a fraction of the land is readily farmable. Coniferous trees—firs, pines, cedars, and larches—comprise the woodlands; the larger, named forests are, as a rule, taller and denser. The Morro River, named after the kingdom's First Lord, bisects the Vale, a wellspring of life for the land. An endless number of streams wind down from the rocky hills and through the glens.

The gray wolves of Morrain are common and adaptable, and can be found throughout the forests, hills, tundra, and grasslands. Only during the coldest months of winter when game is the scarcest do the hungry wolves prove a threat to the people, but most are placated by the guidance of druids and rangers. In addition, brown bears, elk, deer, and wolverines can be found through the land. At any time of year, a large number of dire animals remain an ever-present threat to farmers and hunters alike.

Even magical beasts rove the wilds of Morrain. For as long as humanoids have walked the Argent Vale, there have always been gorgons present. Herds of the deadly bulls roam the rockier steppes, defying domestication and boasting the largest known population in all of Áereth. From the promontories that mark the southern border of the kingdom, griffons soar above the lands, craving horseflesh above all. Several flights of chimeras, bearing the heads of white dragons, lair in the eastern hills, vie for territory amongst themselves and the humanoid miners who live nearby.

The following entries describe the larger, well-known geographical features of Morrain.

Anseur Forest – Aside from the wondrous bowers, sunlit glades, and shadowed ravines that comprise this vast woodland, the Anseur Forest is also a small nation of elves renowned throughout the Northlands for their arcane mastery and unwavering honor. A primeval wood with many ties to the fae world, the Anseur is a place of myth, beauty, and very real danger. Magical beasts—good, evil, or simply hunting for food—roam its depths, and the elves who call this place home are haughty even by elvish standards.

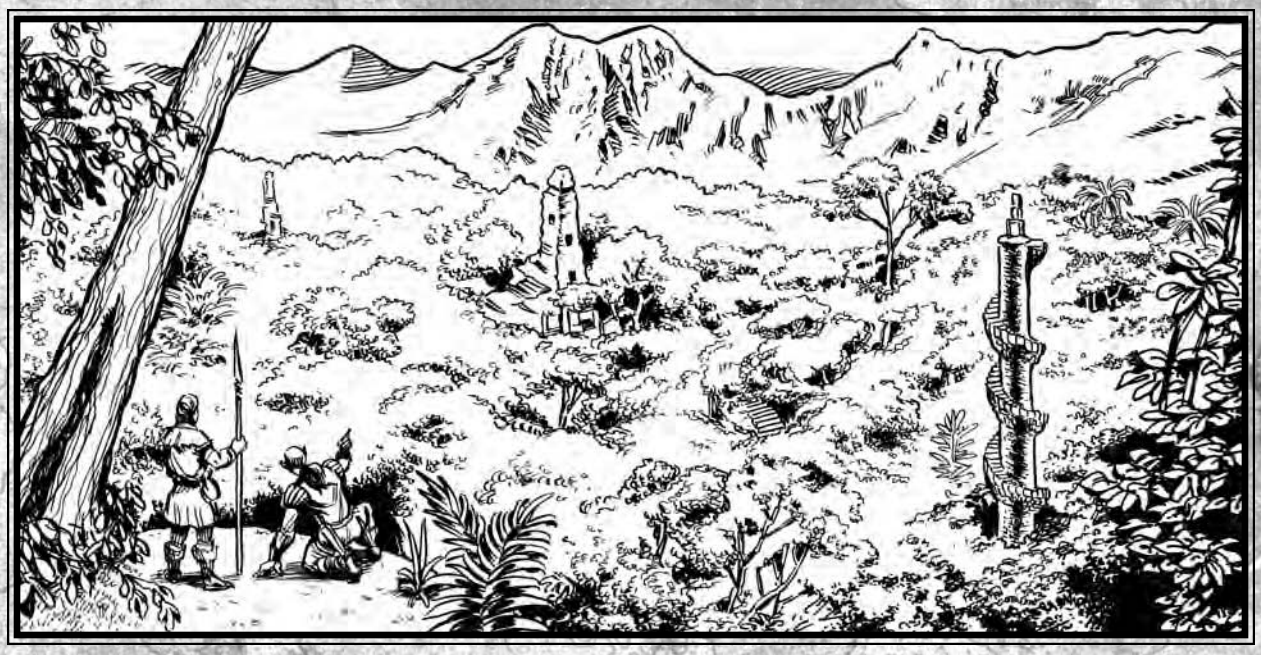
The Anseur elves are devoted to the study of the cosmos and the constellations above Áereth. One of the largest arboreal temples to Ireth can be found in the heart of the forest. Known as Tharv'Erestan ("World Viewer" in Elven), it is a massive oak whose upper branches support a spacious, domed observatory. While admittance into the elven nation is not easily granted, pilgrims of all races willing to travel to Tharv'Erestan are always welcome. The elves maintain their secrets, but the lore of the stars and the teachings of Ireth are offered to all.

Since the fall of its parent nation, Ahna-Vithyre, Anseur has remained neutral. Only in the last century have they agreed to a tenuous alliance with its younger neighbor, Morrain. King Mirias Stormwarden has convinced the elven queen that the growing threat of monstrous and giant humanoids is worth establishing military contingencies. Whether it is Stormwarden's pragmatic diplomacy or the recent incursions of frost and hill giants from the north, she has been listening.

Ashwood – Dominating the southern coastline of Valfors Bay and the countryside of eastern Morrain is the Ashwood Forest. Named for its tall black ash trees (a

Animal Companions in Morrain

A druid (or 4th-level ranger) from Morrain may begin play with an animal companion selected from the following list: badger, dire rat, dog, riding dog, eagle, hawk, horse (light or heavy), owl, pony, or wolf. Druids of 4th level or higher can choose from the following alternate list: 4th—black bear, bison, boar, dire weasel, wolverine; 7th—brown bear, dire boar, dire wolverine, dire wolf; 13th—dire bear.



hardy, evergreen species), the large forest has been diminishing over the years, slowly but surely. It is a primeval wood of thick foliage and sky-veiling trees where animal and fey life flourishes. Rare beasts and exotic plants have been seen in the shadowed depths.

The Ashwood is also the primary haunt of the Blackthorn Druids, a dangerous order oversensitive to the touch of civilization and who indiscriminately strike against those they deem undeserving of life. Just how powerful or numerous the Blackthorn Druids are remains unknown, but the forest is well known as their personal territory and only the foolish dare to fell a tree in the Ashwood without good cause.

But even the Blackthorn Druids cannot span the entire forest. Less forgiving creatures dwell in the dark bowers: ettercaps, winter wolves, and frost spiders, along with the treants who ally with the Blackthorns. Hunters and foragers who look to the Ashwood remain on its fringes, for they are less likely to encounter its most dangerous denizens.

Cliffs of Dyzan – Rising a thousand feet above the crashing waters of Valfors Bay, the Cliffs of Dyzan and the tumultuous waters that flow between them are described in bardic legends as a god-sized maw leading to the merciless cold of the northern seas. The red stone cliffs have been worn smooth by storms, yet they form an angular mass that resembles broken teeth. Sea caves riddle both sides of the Cliffs of Dyzan, seemingly the only means of scaling or entering the timeworn rock. Eight seasons out of the year the cliffs are encased in ice from the region's unending storms, making them virtually impossible to climb.

Frosteye Mountains – Smaller in stature than the Ul Dominor Mountains, the broad range of the Frosteyes has proven a source of great concern over the years. Only the hardiest creatures dwell in the ice mazes and frigid stone warrens of this northern range, but those that do must travel far for sustenance. Dragons—namely, white and the deep-dwelling red—have terrorized the Morrain countryside more and more in recent years. A great mustering of frost and stone giants has also been reported by adventurers, giving both the Steel Overlord in the Ul Dominor Mountains and the Argent Sovereign something to think about.

Gendram Hills – Named after a mythic titan who died upon the broken land in his haste to escape a wrathful god, the Gendram Hills refer to the cold, jagged lands between the Cliffs of Dyzan and the Frosteye Mountains. Legends tell that the wicked titan stumbled and fell on the asperous grounds and struck his head on a sharp rock. Blood pumped from the wound for days, seeping into the rocky earth and birthing the race of ogres. Of course, the legend does not account for the existence of other ogres across Áereth, but it certainly is vital to the myths told by the shamans of the many ogre tribes that dwell here.

While water and food can be found in this region of permafrost, the landscape itself is unforgiving and the goblins and ogres that dominate it make it perilous for travelers. The dull-witted ogres who call the Gendram Hills their home have not forgotten their manipulation at the hands of the Harbinger King centuries ago, nor their defeat at the hands of still more humans. The only thing preventing the ogre tribes from frequently invading the farmsteads and hamlets of eastern Morrain is the Ashwood Forest. The Blackthorn Druids do not allow the ogres easy passage, forcing them to circumvent the wood altogether if they seek to pillage in the south.

Despite this setback, ogre raiding parties still venture several times each year to harass and plunder the communities of eastern Morrain. Unfortunately for them, the stalwart citizens have learned how to defend themselves from these minor giants, especially among the giant-fighting tactics employed by the dwarves and gnomes that dwell in that region. Only a handful of people are lost to these raids each year.

A scattering of human barbarian tribes dwell in the Gendram Hills, contesting with the ogres for territory and stolen plunder. Descended from the northern tribes of the Icenwastes, the Gendram barbarians worship Variag, the Icelord. Yet these barbarians are more civilized than their northern kin, and are welcomed into the communities of Morrain if they visit under a banner of peace. Some tribes have made alliances with the Blackthorn Druids in the Ashwood, serving as the druids' eyes in the ogre-dominated lands. As a result, these human tribes often include rangers and scouts trained by the half-elves of the wood.

Ice Mire – Midway along the Morro River's northward course lies the Ice Mire, a frozen, lowland marsh locked in ice most of the year. The presence of frozen everglade does not hinder the swift-flowing river, but enough of the water seeps into the mire to maintain it. The hardy trees that grow in the Ice Mire are twisted and black in appearance, although the druids and rangers of Morrain have never found them to be unnatural.

Nevertheless, an eerie presence pervades the Ice Mire, possibly owing to the fireside stories told of the Twilight Witch or the Four-Eyed Giant. If the stories have any truth to them, those who venture alone into the Ice Mire are never heard from again, captured and devoured by hags or blue-skinned trolls. The gray, twilight appearance of this marshland lends itself to the fearful imagination of those who pass through it.

Morro River – Every subject of King Mirias Stormwarden knows the legends of the First Lord, Morro Stormwarden, who with his companions freed the people of the Vale from the tyranny of the Harbinger King and gave his life in the effort. Beneath the river bed itself Morro's own tomb is rumored to lie, preserved beneath the cold waters and guarded by enchanted stones.

The icy river is, of course, much older than the First Lord's coming and it is considered the life-giving vein of Morrain. Many believe it is fed by Thalass, the River Father himself, a claim not many can dispute. Indeed, the small headwaters that feed into the river from the highlands near the city-state of Kithmon cannot account for the surging current that flows into southern Morrain. The waters are clean and bountiful, believed to be watched over by clerics of Thalass, benevolent druids, and sylvan-dwelling fey. The emer fish spawn annually in the Morro, drawing man and beast alike to its shores.

Although it enters Morrain on an eastward course, the Morro River turns north, winding its way to Valfors Bay. The river is strong and generally safe to travel by boat, but when it passes through the Ice Mire, travelers must remember the many stories told of that gelid domain.

Mount Rolnith – Jutting from the mountains that mark the eastern border of Morrain is Mount Rolnith, an infamous volcano that, centuries before the kingdom's founding, buried the two towns beneath it in molten rock and ash. Like a slumbering god, the mountain is dormant but hardly inert. Faint tremors have been felt over the years, steady enough to discourage too much reconstruction in the immediate vicinity. Only the small village of Terro's Rest, a handful of farmsteads, and the Bloody Star Tribe of bugbears dare to dwell in the shadow of Mount Rolnith. Though the druids and rangers of Morrain don't expect an eruption any time soon, history has shown such volcanic activity to be unpredictable, at best.

Ul Dominor Mountains – Boasting some of the highest peaks in all the Northlands, the rise of the Ul Dominor Mountains forms the eastern border of Morrain. These snow-capped mountains, looming high above the Vale, mark the domain of the Holdfast of the Steel Overlord. Several dwarf-highways lead from the foothills high into the mountains, where the Argent Sovereign sends ambassadors each year to maintain diplomatic relations with the Steel Overlord. Less often does the dwarflord send his own to Galaron.

High glaciers in the Ul Dominor Mountains house many fell creatures but the dwarves keep most in check. Only the great dragons who lair in the deep caves remain a permanent threat to all civilizations.

Valfors Bay – Called the Bay of Storms by local fishermen, the cold waters of Valfors Bay are rife with countless species of aquatic life. There is little competition among sailors in these rich waters, for the fish are plentiful. Rather, it is the frequent gales that sweep through the Bay that captains must contend with—or run from. Cautious fishermen troll the waters near the shores so that they might quickly return if a storm brews on the northern horizon, while bolder mariners ply the open waters for a larger yield, at the risk of being caught in the same storms.

A large number of small harbors dot the coastline, with houses erected of stone and thatch to weather the fierce northern winds. Docks are frequently replaced, as the churning storm waters often tear them apart. Some of these ports are home to clerics of Pelagia and Ilquot, who commune with the orcas and fish of the Bay, who can sense the coming of a storm long before the land-dwelling humans.

Every few years, a magical phenomenon known as the

Hoarfrost Tempest occurs, a powerful gale-forced storm that reaches from one side of the Bay to the other. Arcanists have theorized that elemental powers fuel the storm, but none have survived a journey into its eye to learn the truth. Just as suddenly as the Hoarfrost Tempest arises, it vanishes, leaving behind calm waters and the wreckage of ships unfortunate enough to be at sea that day.

Witch Wood – Seeming as innocuous as any mundane, unnamed forest, the Witch Wood is yet feared by all who have heard of it. Once a traveler passes the tree line, he may be subjected to its unpredictable, sporadic power: teleportation magic—or some strain thereof—whisks him away into another wood, often thousands of miles away. By all outside appearances, the Witch Wood teems with animal life, which seems unaffected by its transitive properties. (See level 8 of *Castle Whiterock* for more details.)

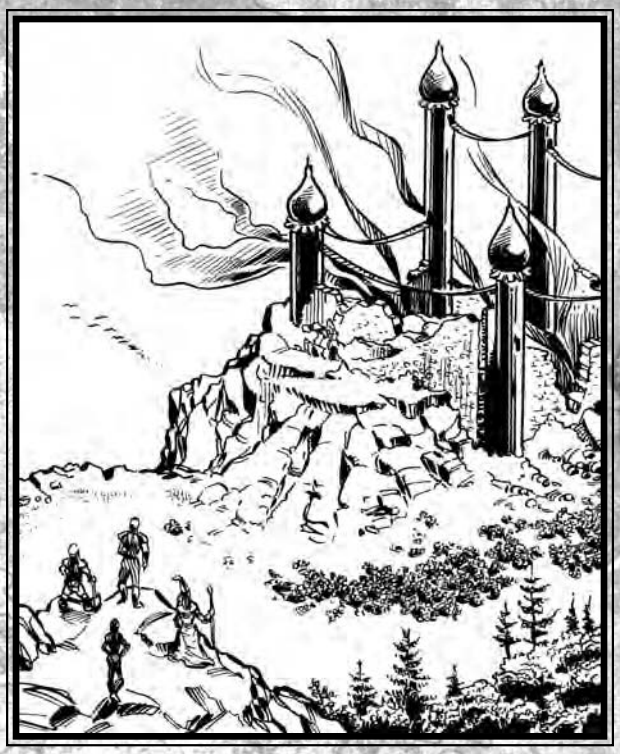
Stories are told of lost souls who venture into the Witch Wood as an alternative to suicide, perhaps as a means of seeking some new fate. The Wood also serves as a place of exile, a convenient means of disposing of criminals without witnessing the consequences. Whether this method transports the criminals to a place of punishment and horror, or delivers them to a new locale where they may continue their crimes, is subject to conjecture. Those who consider this choice are often reminded of Sashrim the Dark, the tyrant who rose to power before the founding of Morrain.

Legends, Rumors, and Apocrypha

Morrain is home to more than its share of legends. Following is a brief listing of some of the more prominent tales and rumors bandied about by merchant lords and their drovers over the last several seasons.

Devil's Well – Just outside of Omarak is a grove of white willow trees, and between them sits an ancient stone well of simple design. Upon careful inspection, one can one see tiny runes carved along the interior of the stones that form the lip. This is Devil's Well, an oddity of unknown origin that predates Morrain, and sages have identified the runes as some form of Infernal—hence the well's name—though they do not seem to speak. Magic detection has yielded only the presence of slumbering arcana related to the school of conjuration.

Though it appears to be nothing more than an unused well of the mundane variety, the many rumors surrounding Devil's Well have made it a popular site for local youths and traveling arcanists. Some say that the earthen shaft leads directly into the Underdeep, while others claim the Hells themselves can be reached if one ventures



deep enough. Another claim has passages beneath the well extend eastward to the Ul Dominor Mountains and the dwarf mines of distant age.

Whatever the truth of this strange place, one fact is known: Devil's Well is indestructible. Whenever the stones that comprise the well are broken, they are found intact again the next day. Whenever the shaft is forcibly clogged with detritus or seals, always it is found cleared away again. None have seen the well's alleged regenerative power at work, but none can defy it.

Over the years, Devil's Well has been the site of many strange events; murders, suicides, even weddings have taken place here, and stories are told of otherworldly visitors as well. It has seen trysts between fallen angels and redemptive demons, battles between archmages, and the arrivals of devils on the mortal realm.

Ibelot – Visible from miles away, the mysterious ruins of Ibelot rise from the highest pinnacle of the Cliffs of Dyzan. Walls of jagged stone conceal the city proper from even close proximity, but black towers stretching to the sky and wide domes of burnished bronze can be seen from a considerable distance. Skyways network the towers, patterns of smoke rise from unseen orifices, and on some moonless nights, scintillating lights flicker across the outer wall.

Ancient when Morrain was young, the ruins of Ibelot preceded even the Druid Kings. Magically preserved scrolls found within the Vault of Radiance—Galaron's temple of Delvyr—describe an early sighting of Ibelot

made by refugees fleeing from the cataclysm at the end of the War of Divine Right. Sages and wizards alike have sought to unearth the city's secrets, but none who have ventured beyond its obsidian gates have returned.

Ibelot represents every adventuring company's unspoken desire—and greatest fear. Those who heed this call inevitably vanish, although bards' tales often present alternative theories. In one such legend, passing the gates of Ibelot transports the virtuous directly into a city in the celestial realms, barring one the need to contend with the wasting of death. The wicked, however, will step directly into a city deep within the bowels of Hell, surrounded by spiny devils and the walking dead.

Ice Mire – Many outlandish stories are told about this cold marshland—that is a watery graveyard for the most black-hearted frost giants, that it is the homeland of all trolls—but two have endured more than any other.

The first tells of an unstoppable giant with "four green eyes burning like Abyssal candle-flames." His body tall, his strength unfathomable, the giant stalks the beasts of the land but craves human or elven flesh above all. Dwarves, gnomes, and halflings he despises, and will pound them into pulp with his iron club when he sees them. They say none have encountered the four-eyed giant and lived—yet how could the story have been told? Some stories claim that the giant was once a man, now cursed by the gods to hide in the marshes as a monster.

The second story is of the Twilight Witch, a wicked crone of great size and greater appetite for the bodies and souls of the dishonest and the fearful. Though everyone knows she dwells somewhere in the depths of the Ice Mire, children across the kingdom are often told that the Twilight Witch can find them if they lie, cheat, or exhibit cowardice. Some terrified children claim to have glimpsed her staring into their windows or watching them play from the tree line at dusk. Others still have gone missing. Her name stems from the time of day in which she appears, for she shuns the daylight and becomes ghost-like in the true night.

Moon Beast – Old stories tell of a wolf-shaped creature that haunts the moors and woodlands of the Morrain countryside. Sighted only during the full moon, the Moon Beast is said to thirst for the blood of foreigners while natives have nothing to fear from it. While some claim the Beast is a werewolf, others claim it is impervious to the touch of silver and uses magic as easily as any sorcerer.

Mount Rolnith – Considered the most powerful volcano west of the Ul Dominor Mountains in the last millennium, many rumors surround fitful Mount Rolnith. Clans of duergar are said to be gathering deep beneath the surface, preparing the way for their god, Zerraz, one of the seven gods of the Septych and a patron of avaricious fire. Some even say that the gray dwarves are mustering with clerics of the other Dark Dwarven Gods to perform a ritual that will sunder the Septych into seven unique deities. All that remains is the capture and sacrifice of the prophesized soul—a dwarf of great honor and goodness. The elder priests of Daenthar from the dwarfhold of Zan Tarkhaal have sent out a call for adventurers to investigate this threat.

Lending credence to this fear are the elemental anomalies occurring near the mountain. Torches, candles, campfires—all such flames within ten miles tilt toward the mountain, where a black plume rises from its mouth. The settlements in the shadow of Mount Rolnith have been plagued by disappearances, coupled with the discovery of clawed footprints.

Obelisks – Dotting the countryside leading up to Castle Whiterock is a series of basalt obelisks. Inscribed with strange runes, they are believed to be hundreds of years old. Sages in Cillamar say they radiate a powerful magical aura, but while there are many theories about their purpose, no one really knows. (See level 13 of *Castle Whiterock*.)

Tower of the Vatic Rune – Built in the shadow of the Witch Wood is a slender, black-stone tower without windows and only a single metal door. According to legend, Olland the Fey constructed the tower shortly after the funeral of his friend, Morro Stormwarden. Disappearing within, he has never emerged. Inquiries at the tower's door have gone unanswered, and all attempts to open it have failed. Some believe Olland merely built his own tomb and interred himself within after seeing the horrors of the Abyss. By why create a door, others balk, if Olland never intended to leave again? Those willing to slander Morrain's greatest heroes often speculate that Olland the Fey transformed himself into a lich and will emerge again when he is ready to supplant the Argent Sovereign. Few Imorrayn accept such a disrespectful tale, however.

Carved into the stone above the door is a large sigil of curious shape. Those who have visited the site and sketched the rune have found that it doesn't match those made by other visitors. Power dwells within the rune, and some claim that one can glimpse the future if they stare long enough at it.

Well of Worlds – A popular site in Morrain's folktales but its true existence and location a mystery, the Well of Worlds is said to be a stone-walled pit, 40 feet in diameter, carved with powerful sigils and defying all magical identification. When the Well is opened, by powerful magic or the light of the full moon, it can transport those who venture in to other realms or planes—some say even different times. If anyone has returned from any such journeys, they have never verified the truth of it.

Chapter 4
Culture

Of Morrain's roughly 300,000 souls, the overwhelming majority live in small hamlets, towns and villages, scattered about the high moors, rocky foothills and forests. The people of Morrain are regarded as largely rustic and simple, but what they lack in sophistication they make up for in self-reliance and determination. Those making their home in the nation's few cities are often only a generation or so removed from their pastoral roots, giving the Imorrayn, on the whole, a rough and hardy character seldom found in the more cultured south.

While many exceptions exist, most villages and hamlets are led by elders. To newcomers, a settlement's leader can be hard to identify, given that it might be a wizened old toothless hag who seldom leaves her hut in the center of the village, and tightlipped locals are seldom eager to share information to inquisitive strangers. Larger, prosperous settlements are often ruled by minor nobles, who offer protection against brigands and marauding bands of wicked goblinoids in return for the right of taxing the work of his subjects.

Unlike its ancient cousins to the south, the country of Morrain still has great swaths of land unclaimed by any noble line. One does not have to travel far to come across such wilds, and indeed, any merchant intent on dealing with the miners of the eastern highlands spends the bulk of his time riding through savage wilderness. The Argent Sovereign deeds lands and titles to those who demonstrate loyalty to the crown and to the cause of good, but sadly such courageous souls are few and far between.

Worse, in the last few years, more than one ambitious young count has called settlers and warriors to his cause, only to watch his small frontier keep fall to the depredations of raging giants, orcs, and goblins. In less than a season's time, many such once-proud citadels fall into disrepair, joining the catalog of mysterious ruins that lurk on Morrain's ever-shifting frontier.

Less than one-tenth of the population can be properly termed literate, with nearly all these souls residing in Morrain's cities. On the frontier, it is not unusual to find even nobles who can neither read nor write; in the wilderness, where survival depends on the strength of a sword arm, such learned pursuits are regarded as wastes of time at best, and decadent signs of weakness at worst. Among the nobility, more women than men have learned to read, lending interesting dynamics to some noble houses, where knowledge is actively disregarded in favor of masculine "war wisdom." Of the various social classes, the priestly caste is by and far the most educated, though the recent surge of prosperity in the merchant class has given rise to an entire generation of educated youth. It is only a matter of time before these souls, armed with gold and knowledge, begin to work their influence on Morrain, and it remains to be seen if the noble houses are able to embrace learning, or elect to stand steadfast in self-imposed ignorance.

Government

The leaders of every city, town, village, hamlet, or thorp are traditionally called Elders. To visitors of Morrain, this is an antiquated custom, dating back to the barbaric past when the people deferred to the counsel of their community's most respected (and typically oldest) persons. The early settlers of Morrain sought to escape the excessive political bureaucracies of their past, adapting happily into a simpler way of life.

Clothing

For the Imorrayn commoner, clothing tends toward loose-fitting trousers, shirts, and long dresses typically of homespun cotton, tinted with the most readily available dyes—a reddish copper for those living in the foothills, and brown and greens for those living near the western forests. Those living in the towns have access to a wider selection of colors, but excess is frowned upon, with the exception of festival dress.

In the winter, a commoner's dress is augmented by heavy cloaks, waterproofed with the oil of the emyr fish, and

thick surcoats of wool, or buckskin, when possible. The arms and legs are warmed by fur bracers and greeves. Winter dress is seldom decorative, with drab grays and browns commonplace.

Nobles augment their dress with ermine and wolf pelts, favoring whites and blues for their dyes. It is acceptable for ladies-in-waiting to wear gowns of foreign silk, highlighted with gems, but in unwed men, any similar audacity is frowned upon, since it is a man's deeds and demeanor that should draw the eye, not his dress. Eastern nobles allied with the dwarf-holds sometimes wear gold-chased bracers and necklaces fashioned by the dour folk, while those earning great honors are sometimes gifted with weapons, scabbards, and armor forged beneath the Ul Dominor Mountains. Nobles with ties to the elven lands sometimes wear marvelous shirts or gowns spun from the webs of the aern spider, or—rarest of all—cloaks of the same, set off by pauldrons of polished leather. Gifts from both the dour folk and the sylvan lords are regarded as heirlooms, and are passed down from one short-lived human generation to the next.

Both men and women of all classes wear broad leather belts that verge on girdles, cinched with wide loops of iron or bronze. Village elders, warriors of renown, and other individuals of note often wear belts decorated with brightly colored pigments, polished metal rivets, or corded gold or silver threads; lovelorn maids often decorate belts for their men leaving for war, and the act of accepting and wearing such a belt is considered to be a sacred promise of fidelity. Disgraced warriors display their shame by blackening their belts with a mixture of soot and pig fat.

Merchants, with their ready gold and worldly ways, often

Northern Idioms

The isolated nation of Morrain has developed many phrases peculiar to its region of the North, lending colorful (and sometimes confusing) variations on the native tongue. Adroit listeners can often detect a speaker's home or place of birth simply by placing a phrase or two, and assassins are advised to learn the right handful of phrases before attempting to pass themselves off as natives. Here are common examples:

"Breakfrost" – An unusually long winter.

"Cold as old Kal" – Dead, referencing Kalenth the Moonbow.

"Dragman" – A perpetually poor mercenary; also one taking work guarding merchant caravans.

"Harbinger times" – A blood feud.

"Lord Underhill" – Any dwarf.

"Narrimunâth's Realm" – Slums; also any building infested with rats.

"Neshti's witch"– Bad luck, as in "Ain't that a Neshti's witch?"; a variant on "Neshti's wish," meaning good luck.

"Nightingale" – A barmaid; also a female bard, working in a lower-class bar or inn.

"Marm monger" – An attractive man (derogatory).

"Right rough bawler"– A healer who does not disregard the poor or downtrodden; also a kindly adventuring cleric.

"Rest on the wall" – To defend unto death; often proffered as an oath among a band of adventurers.

"Resurrection men" – Adventurers who specialize in robbing tombs; also grave robbers.

"Sashrim's cove" – An assassin; also a particularly violent rogue.

"Show the short end" – To stab, as in "I showed the orc the short end of my spear."

"Sir Underhill" – Any gnome.

"Them's Stormwarden ways" – Often accompanied with a shrug to explain any practice unique or peculiar to Morrain.

"To dance at Morro's ball." – To be hung, or more generally, to die.

break from Morrain's austere tradition, wearing bright colors and foreign styles. Any one merchant's particular style is an act personal expression, with the most dramatic outfits frowned upon by the common folk, and regarded as tasteless by the nobility. Despite this disdain (or perhaps, because of it), merchant fashion has caught on among some young nobles and the wealthier members of the lower classes. The term "hawker" once referred only to flamboyant merchants who "hawked" their wares, but can now refer to an effete nobleman, or a well-dressed rogue or pimp.

Festivals, Holidays, and Traditions

Below are described only a handful of popular holidays and traditions observed in Morrain. The GM is encouraged to invent customs and occasions of his own to suit the flavor of his campaign or as hooks to further adventures.

Festival of Fire – In the northern kingdoms, the warmth of the farmer's hearth or the hunter's campfire is essential to survival. The Festival of Fire takes place shortly after the autumnal equinox, marking the turn of the season and shorter days. Beginning as a holy day in honor of Fenwar and the life-sustaining power he brings to the cold winter months, it has long since become a weeklong celebration for the faithful and the secular alike. At the center of each village, town, or city a great fire is raised, and on the last day of the festival a tremendous bonfire replaces the smaller flame. Those communities with sorcerers or hedge wizards in residence often benefit from the addition of everlasting flames or magically sustained fire.

Of course, wherever clerics of Fenwar are present, ceremonies honoring the Fire Lord are observed. Throughout the week, the people gather about the bonfire to sing, feast, and enjoy the spirit of community. Those who cannot afford to bring food to the feasts are invited just the same.

Day of Fellowship – A holiday unique to Morrain, on the Day of Fellowship those with the skill bake, or those with the money buy, sweet breads or pastries to give to their friends. Not surprisingly, the holiday is strongly associated with Bread-In-Hand, and some suspect that the halflings of that village started the tradition. Some communities turn the day into a competition, while merchants take the opportunity to hawk their goods to the folk who turn out.

Day of Souls – The Day of Souls, which marks the summer solstice, also marked the day when the young Morro swore with his friends to slay the Harbinger King who

had oppressed the people of the Vale. A festive time to some and a time of apprehension to others, the Day of Souls is a day of ultimatums and vows, of reconciliation or exactitude. It is a day when silent frustrations must come to light, when grudges must be abandoned or renewed for all time. Lines are drawn in the ground, proclamations of love or betrothals are made. Suitors are chosen or rejected altogether. Tensions between rivals prompt a final confrontation, whether it is a duel or a settlement.

No matter what the circumstance, something must *happen* on this day. The day may serve a different meaning to each person, but all residents of Morrain are expected to participate. It is considered rude, at best, to keep one's feelings in on this day. At worst, it is considered insulting or even blasphemous.

The church of Delvyr is a strong proponent for this holiday, for the sun shines longest on this day and the Revealing Light encourages honesty and confrontation over long-suffering silence. The day is observed by followers of Gorhan as a day to punish the unrepentant or atone for one's sins. Adventurers often use this day to decide the course of the next year and choose their next journey.

Chapter 5
Heroes, Villains, and Rulers of the Land

Aszen Juthow

(N male elan, Psi15, Int 19)

The reluctant ruler of the town of Omarak, Aszen Juthow is a powerful psion revered and imprisoned by his own people. The story of his exile began nearly two hundred years ago. To escape his dark past and start anew, the young human had applied for and was subjected to the psychic ceremony that transformed him into an elan; his own past was forgotten, his psionic powers forged anew. A quest was given to Aszen by the elders in the valley of Elraydia. This mission carried him across the Empyrean Ocean and even into the depths of the Lirean Sea, but one final task remained: to find an ancient citadel in the heart of the Frosteye Mountains and secure one of Áereth's most secret artifacts.

Nearing his journey's end, he stopped in the unassuming village of Omarak to rest and re-supply. The villagers charmed him, their warm hospitality reminding him of the humanity he had given up long ago. On the eve of his departure, a cerebrilith—a psionic demon Aszen had last fought in a subterranean ruin beneath the Lirean Sea—crept into the village and began slaying villagers at random to draw him out. Aszen confronted the demon in the village square. In the vicious battle that ensued, Aszen was forced to call upon his most potent psionic power. A backlash of unimaginable power slew the demon and cast Aszen into a deathlike slumber from which the people of Omarak could not awaken him. Answering their call for help, the king of Morrain sent a cleric to tend the wounded man, but still he could not be revived.

Aszen's mysterious quest remained unfinished. The villagers he saved placed him in a shrine in the town square, and over the thirty years that followed, Omarak prospered and grew. Around his bier a hall was built, a place of governance and reverence for their savior. When Aszen awoke at last, the people rejoiced and happily appointed him as the town's Elder. However, Aszen found that he was a prisoner in Omarak, for whenever he ventures beyond the town limits, his mental powers and logical mind begin to fracture. Every few years he grows frustrated by his confinement and leaves the town—but he's invariably found hours later wandering the countryside, feebleminded and docile, recalling nothing of his past. Once he is led back home, his power and mind are restored.

The psion has yet to unravel this mystery, though he suspects the nature of his sleep, the bier itself, or possibly even the fervor of the villagers—made stronger now that the town and its populace have grown.

Elidy Nur Skullgrinder

(CG female half-orc Clr6, Wis 16, Cha 16)

Elidy Skullgrinder is the youngest daughter of Erros Skullcrusher, town Elder, and Lady Jhoy Bonegrinder, priestess of Elyr. Raised in the benevolent half-orc and human town of Bone Hollow, Elidy remains largely unaware of the stigma placed upon the half-orc race. She is aware that true-blooded orcs are aggressive and dangerous, but refuses to believe that they cannot serve the powers of good. She makes little distinction between half-orcs and humans.

When she was 8 years old, she felt the calling of the earth and the sky and after an encounter with a pilgrim of the Old Faith, gave her heart and life to the goddess Ildavir, Mother of Essence. Elidy personifies the kindness of nature, possessing an irrepressible spirit. She loathes violence, but will defend her family, her town, and her kingdom with a tenacity that belies her toothy smile. Good or neutral adventurers who come to Bone Hollow can find a friend or ally in Elidy.

Typical for a half-orc, Elidy is large-framed, with long brown hair streaked with gold from the touch of the sun. She wears banded armor, an orange tunic trimmed with yellow, and a rust-colored, wide-brimmed hat. She carries her Lucky Mace, a *+2 merciful mace*, which she uses in combat only when there is no other choice.

Ferick Geresain

(CN male gnome Exp12/Wiz2, Wis 18, Profession [gemcutting] +18)

Master Ferick Geresain is one of Áereth's preeminent gemcutters. His name is well known among the courts and galas of the Empire of Crieste and neighboring realms (e.g., "Is that another Geresain she's wearing? Lady Mortianna spares no expense!"), but few realize that the master artisan is merely an elderly little gnome dwelling in one of the Northlands' smaller kingdoms in a humble mining town called Hrumbleton. Rumors among wealthy socialites suggest that Master Geresain is an anonymous playboy living extravagantly in Archbridge's high society, but in truth this gnome cares little for fame. A popular local legend surrounding this exceptional artist suggests that the elven queen of Anseur wears a powerfully enchanted necklace of sapphires and diamonds around her slender neck, crafted by Master Geresain as a commission from King Stormwarden.

Wealthy beyond his needs, Ferick has passed on his fortunes to his extended family. In addition to his passion for gemcutting, in his spare time Master Geresain is willing to *identify* magic items for adventurers who patronize the inns of his town, and even discounts examinations of magic gems and jewelry. Never will adventurers find a more willing buyer of gems and gem-encrusted objects than Master Geresain. The canny gnome hides his wealth in numerous *bags of holding* concealed throughout Hrumbleton, and has thereby foiled many attempts at theft.

Jathkul

(CE male half-dragon gargoyle Ftr4/Sor4, Str 24, Con 20, Int 12, Cha 17)

Haunting the passes of the Ul Dominor Mountains is a wing of gargoyles whose ancestry was mixed with the blood of white dragons. They are led by Jathkul, a cunning warrior-mage intent upon ruling more than his wing and a domain of stone and ice. The dwarves of the Holdfast are well aware of Jathkul's presence, but the half-dragon gargoyles are too fast and mobile to catch. Caring little for the dwarves, and disappointed with the sport they provide, Jathkul has his glowing red eyes fixed upon Morrain. He has already scouted the Vale under the cover of its frequent snow storms, and looks now for allies in the Frosteye Mountains.

Should the giants of the mountains seek to rise again, Jathkul intends to become a key player in the war to come. As he continues to evaluate Morrain's weaknesses and its heroes, he continues to imagine the crest of Morrain reshaping with his visage.

Kalenth

(CG/CE male [vampire] elf Rgr6/Wiz2/Arcane Archer10, Str 20, Dex 23, Int 16, Wis 16, Cha 15)

Born in Arovarel, the gray elf Kalenth fled with his kin when Chalychia the half-fiend drow sorceress rose from the Underdeep and conquered the famous elven city. In Archbridge, he met Jorem Kellendor and journeyed with him to the Argent Vale and there helped him defend the freedom-loving settlements. When Jorem was killed by order of the Harbinger King, Kalenth mentored his son Morro, and all the Company of the Storm, to challenge the tyrant (see *Chapter 6*). During the final assault against the Harbinger King, the weakened Kalenth was subdued by a drow priestess ... who also happened to be a vampire in the service of the Spider Queen.

Dragged into the catacombs beneath Castle Blackheart, the drow "gifted" Kalenth with the curse of vampirism. When the Harbinger King's castle came crashing down the next day, she fled with him into the Underdeep. Only a year later did Kalenth win his freedom from the drow when a party of svirfneblin destroyed her. The bloodlusting elf rewarded them, however, by killing them all. Tortured by his curse and his evil tendencies, Kalenth tried to hide from the surface world for many years. But curiosity, and the memory of his friends, finally drew him back to the land he loved.

At the time of his mortal death, Kalenth was 146 years

old, but he has been a vampire now for 500. He has seen his beautiful homeland destroyed, his friends slain by evil creatures or the unforgiving march of time, and has committed evils of his own as bidden by his curse. Kalenth dwells now in the Morrain countryside, searching as he always has for the heroes who will be needed next. His curse does not allow him to champion the realm himself; his lust for blood—innocent or otherwise—is far too strong to stay among allies. Kalenth pays particular attention to any rumors of drow or demons in his adopted homeland—especially the name Obitu-que.

Kalenth is a shadow player. Although his vampiric nature requires him to kill, he can suppress his dark desires long enough to usher Morrain's heroes to their next errand. He knows the wilderness of Morrain better than any other, knows where to hide from the sun and where he will find the most "worthy" blood on which to feed. Travelers and farmers have occasionally spotted him in wolf form, prompting the legends of the Moon Beast (see *Chapter 3*).

Kalenth is a pale-skinned elf with black hair and vivid blue eyes. He wears a suit of *+2 elven chain* crafted in Arovarel and carries with him at all times a finely crafted longbow; centuries earlier, his skill with the weapon had earned him the nickname of Moonbow.

Keez

(N male kobold Exp5/Sor2, Dex 15, Int 16, Craft [trapmaking] +13)

Born deep beneath the Ul Dominor Mountains, Keez was a promising trapmaker appointed by his tribe's chieftain as Royal Crusher and Stabber. Disappointed at the leader's economic decisions, Keez was busy designing a special trap that would kill the chieftain himself when the tribe decided to raid a gnomish mine the scouts had recently discovered. During the raid, his tribe was decimated and Keez himself was captured. He found his accommodations in the gnomes' prison far more hospitable than his own cave in the Underdeep, so he spent his time designing new traps.

Far more impressed with the gnomes' economy than his own people's, Keez happily accepted the position of security guard (which he calls Lord of Security) when Rorínna Berick offered it to him. He was made to take an oath never to harm the gnomes or non-gnome miners, directly or indirectly, or seek to contact any other denizens of the Underdeep. Keez cares nothing for the oath, but abides by it out of sheer pragmatism. Now he designs and constructs stonework traps which are made to ensnare or crush intruders in designated sections of the mines.

For his own personal security, Keez was only given a single dagger and a *ring of protection +1,* which Rorínna can easily locate by means of *locate object*.

Lylin, the Twilight Witch

(CE annis hag Wiz8, Str 25, Cha 20)

Most of the rumors surrounding the Twilight Witch are true. Lylin, a half-fiend annis hag, fled the Wastes of Zamon when her coven was destroyed. In the Argent Vale, she found a cold swampland much to her liking and took residence, destroying all rivals to her power. With the foul experiments she so adores, Lylin found and consumed a string of will-o'-wisps and subsumed their powers.

Lylin requires very little physical sustenance, instead feeding off of fear and negative emotions much as a will-o'-wisp does. In addition, she possesses the shock ability and natural invisibility of the will-o'-wisp. The legends of the Twilight Witch are drawn from the many times she has visited small towns and villages and frightened the children in order to feast on their fear. Her only worthwhile adversary in the Ice Mire is the ettin Bornash, whom she respects but plans on killing one day.

Mirias Stormwarden

(NG male half-elf Ari1/Rgr11, Str 17, Dex 17, Wis 18)

Known as the Argent Sovereign, Mirias Stormwarden is the current king of Morrain. Shunning the responsibilities of rulership when he was young, Mirias had explored the breadth of Morrain and adventured well beyond its borders. It was not until he and his companions slew the dragon Zerrestryan that the young prince came to understand Morrain's true need for heroes—and the need for a strong sovereign. On the rumor that a powerful weapon was buried in the old green dragon's hoard, Prince Mirias left Stormkeep against the will of his father, who feared an imminent attack against the dragons of the Frosteye Mountains. He'd promised to find a weapon that could help defend the kingdom.

In this he was successful, but it was a pyrrhic victory. Mirias slew Zerrestryan and discovered Toravvem, a silver sword of great power. But he returned from the battle to find his father slain by draconic assassins sent by an insidious red wyrm named Dorvenruthsa (broodmate of Benthosruthsa), who'd sworn long ago to see Morrain razed to the ground. Swearing never again to let his vigilance falter, Mirias accepted the mantle of king and was soon after named sovereign of Morrain. Though his coronation was a moment of personal grief to him, Mirias was beloved by his people and the occasion was a joyous event to the populace at large. Only he blames himself for his father's early demise.

Mirias is a tall warrior still in his prime and with many years ahead of him, but a near-death experience with a banshee in the Anseur Forest has turned his chestnut-color hair snowy white. His rule is one of diplomacy and counsel, but he knows his kingdom is small and can still fall to invasion. The majority of his forces have been delegated to patrolling the borders of Morrain, while he keeps the Argent Knights close at hand. Wherever he goes, he wears a suit of *+3 elven chain* and his greatsword Toravvem. Gifted to his father by the queen of Anseur is the crown of Morrain, which Mirias has inherited. It is a customized *helm of brilliance* set with diamonds and black opals.

Mirias is followed at all times by Greyla, a ghostly wolfhound that was his childhood pet and animal companion. Although she was killed in the battle against Zerrestryan, Greyla's spirit returned to him soon after as a spectral being. Most of the time she is undetectable to all but Mirias himself, but whenever her master is threatened, she exhibits the abilities of a *mage's faithful hound*.

Pavelon & Ravelon

(CG male gnomes Wiz8, Int 17)

Gnome twins whose talent for illusionary magic is exceeded only by their caustic sense of humor, Pavelon and Ravelon live in the decoy "town" of Far Leurre and ensure all who visit receive a bizarre and misleading experience. Making liberal use of every illusionary trick in their spellbooks, the gnome brothers construct the town with figments and patterns. When pressed by particularly tenacious visitors, they employ shadow magic. If they believe that any visitors are, in fact, merely wanderers and not treasure-seekers intent on pilfering the gems of Far Cirque, Pavelon and Ravelon have been known to let fall their illusions and parley—although adventurers had best beware the brothers' pranks.

Between gigs, the brothers brew *elixirs of hiding* and *elixirs of sneaking*. If recent accounts from gnomes of Far Cirque are to be believed, Pavelon and Ravelon have started to mix alcohol into their elixirs and potions. Although they bicker constantly, one brother will become wrathful indeed if the other is ever harmed. Among other sundries, the brothers own a *hat of disguise*, a *stone of alarm*, a *staff of passage*, and a *luck blade*.

Rorinna Berick

(LN female gnome Rog2/Sor9, Dex 18, Wis 16, Cha 18)

Mayor and self-appointed protector of Far Cirque, Rorínna is a no-nonsense sorceress with sharp wit and a sharper tongue. Once a misguided orphan who thought nothing of consequence, she traveled from town to town in Morrain and stole indiscriminately from those she encountered. When an innate talent for magic revealed itself, she complemented her thefts with sorcery. This dangerous road ended when Rorínna attempted to pick the pocket of King Stormwarden himself as he wandered the Galaron markets incognito. His mercy and kindly, proffered wisdom to her that day forced her to reconsider her path. Several years later, she was summoned to Stormkeep and offered the office of mayor of the apocryphal mining town of Far Cirque where, the king explained, "A wise ruler is needed with a keen understanding of greed and survival."

Rorínna has grown into a mature adult with an understanding of the folly of youth. She gently reminds lawbreakers to reconsider their choices, and mercilessly punishes those who fail to heed fair warnings. She is considered quite beautiful among gnomes and spends much of her time dodging suitors.

To bolster her might, Rorínna uses a *metamagic rod (empower)* and wears a *ring of the ram* and a *ring of protection (+3)* at all times. Twice each day (sunrise and sunset), she walks beyond the town limits and uses *hallucinatory terrain* to "redirect" the well-trodden caravan road that leads directly into Far Cirque. She has scrolls prepared for those occasions when she expends her 4th-level spells or needs someone else to hide the road in her stead.

Tyaline Nightwar

(LG female elf Rog5/Asn2/Pal2, Dex 18, Int 16, Wis 18, Cha 16)

Lady Tyaline, an elfmaid with a sinister past, is the captain of the Argent Knights. Raised by a family of assassins in the Mirdar Forest, she had been trained for years for one task: Murder the king of Morrain. The Nightwar family had been paid well by an unknown party to sew chaos in the kingdom by eradicating its ruler. For her part, Tyaline excelled, not just in the deadly arts but in the ways of infiltration and deceit: She mastered the ways of the court, learning how to dance and sing, to charm and to manipulate. She knew all she needed to fulfill her lethal mission and to kill any who would hinder her.

And then the time came, when the elf insinuated herself into the confidences of King Stormwarden's court, established trust, and readied the final stroke. She might well have succeeded, for even the king himself remained unaware of her approach. At the last moment, however, Greyla, the king's ghostly dog, barked in warning and bit Tyaline. She was quickly subdued by Mirias' guards, her mission a failure.

Tyaline spent the next five years in the dungeons of Stormkeep, visited periodically by Mirias Stormwarden. In the first year, she cursed him to the foulest gods. In the second, she scowled at his approach and remained silent. By the third, she had begged in vain for dignified death rather than the shame of imprisonment. By the fourth, a tentative friendship between assassin and king had begun. By the fifth, she had apologized for the crime she had nearly committed. On the last day of the fifth year, she awoke to find the door to her cell hanging open. Venturing out, she found the king kneeling in prayer in a nearby chamber, bereft of guards or weapons. Yet an array of deadly ranged weapons was available to her. Sensing a trap, she chose instead to flee the castle as quickly as possible. In doing so, she subdued a number of guards but killed none. Not three miles from the castle grounds, a squad of Argent Knights surrounded her, King Stormwarden among them. He read from a royal mandate that for her attempted regicide, Tyaline was subject to

execution in the name of Gorhan, the Helmed Vengeance. Finally, he pronounced that she had been forgiven for her crimes, that the gods of good would show her mercy. The king and his knights rode off, leaving Tyaline with the remains of her life. Soon after, she returned to Stormkeep and asked for entry.

Five more years passed, as Tyaline joined the church of Gorhan and trained in the codes of a paladin. She became an Argent Knight and only two years ago was promoted to captain after a harrowing battle in which she saved the life of her brothers and sisters in arms. Tyaline has not forgotten her past or the family that trained her to kill, nor the mercy shown to her by her king. She has promised Mirias again and again that she will find the identity of her family's employer, the mysterious party who sought to destroy Morrain from within, but King Stormwarden continually assures her that it isn't necessary. She is needed at his side, and together they will be ready when her family strikes again.

Tyaline is a beautiful elfmaid with long black hair and vivid green eyes. Unable to bring herself to wear heavier armor, she rides to battle in a *+2 chain shirt of invulnerability* and wields a *+3 defending rapier* and *a +1 seeking light crossbow*. She refuses to user her death attack ability and, like any paladin, maintains honor on the battlefield.

Ziz Ka-Seer

(NE male tiefling Clr9, Str 16, Con 15, Int 15, Wis 18)

Born in the sewers of Galaron, Ziz Ka-Seer was the unwanted offspring of a Fenwarian scholor and a cambion. His mother hid her shameful son in a sewer chamber and as a form of penance for consorting with dark powers, named him after a celestial fire giant referenced in her church's holy texts. But Ziz's mind was keen and he learned quickly that his heritage was the reason his mother would not take him up to the streets above. When he was 8 years old, he murdered her, studied her journals and holy books, then burned their house to the ground and left Galaron to pursue his kindled ambitions.

Taking the surname Ka-Seer (his father's earthly name), Ziz's obsession with fire led him unwittingly into the hands of Zhühn cultists. The nihilistic priests steered the tiefling just so, and the Great Enemy whispered into his heart the words he wanted to hear. In short order, Ziz devoted himself to the power of fire, believing that the element itself was a living god with its own burning will, not merely a tool for "pretender gods" like Fenwar. When Ziz called upon the power of the Burning Flame, it was Zhühn who granted him spells.

Ziz Ka-Seer has made himself a nuisance among the rulers of Morrain and a villain to the common people. His arsonist depredations have led to numerous murders and destructions of property. He has adventured through

Morrain and its neighboring lands in a quest for personal power. One day, he believes, he will be able to cross easily into the Plane of Fire and back again, carrying with him conflagration such as Áereth has never known.

Recently, he has felt an insatiable desire to travel to Mount Rolnith, a dormant volcano near Morrain's eastern border. Believing the Burning Flame is calling him there, he has imagined that a temple waits within and that he, Ziz Ka-Seer, will be its high priest.

Organizations

Blackthorn Druids – A remnant of the old Druid Kings, the Blackthorn Druids are an order of militant half-elves dedicated to keeping nature—particularly its predatory face—in the fore. Consisting primarily of evil and neutral druids (and some rangers), the Blackthorns take great offensive to injuries against the natural world or the intrusion of civilization. Their aggressive sensibilities tolerate only the most respectful of villages and towns—anything else invites their divine wrath. Those who venture into the Ashwood Forest, where the Blackthorns make their personal domain, and do not take more than they need to survive have little to fear from the druids.

The Blackthorn Druids loathe cities, and to this day continue to harass and scheme against Morrain's capital of Galaron.

Sorority of the Swan – See the sidebar in Appendix A for information about this stealthy secret society.

The Tome – A small society of middle-aged and elderly wizards and loremasters, the Tome is based out of Mystenmere and meets monthly at the Twisted Staff. Consisting of wealthy arcanists, all of whom are benefactors to various adventuring companies, the society meets to discuss rare spellbooks. While they are not strictly forbidden to join the society, few women have sought membership in this elitist club. Most find the company of such arrogant, boorish, and powerful old men intolerable. Yet the magic they wield and the gold they retain cannot be disputed. Adventurers who seek sponsorship from members of the Tome will find themselves well-funded for their expeditions, provided that all spellbooks unearthed are relinquished without question. The arcanists have also been known to lend out prized magic items to their retainers when sending them in search of specific books.

Leading the society's monthly discussions, and serving as their primary organizer, is the Bookmaster. The current Bookmaster is Aragoth, the eccentric Elder of Mystenmere, but his frequent negligence and absence from their meetings have prompted the Tome to adopt a surrogate Bookmaster. The present surrogate is Gazred the Old (LN male human Wiz7/Loremaster5), a stern wizard known for his hostile (and inexplicable) disdain of conjuration magic.

Arcanists of all alignments make up the Tome, although evil-minded spellcasters know better than to seek dominance of the others. Yet the society is not without conflict. Indeed, an oblique rivalry exists as the members compete to find rarer, more valuable spellbooks than their peers to "show and tell" at each session.

While half of the Tome's members are subjects of Morrain and loyal to the Argent Sovereign, others hail from faraway realms and *teleport* to the Twisted Staff for the monthly meetings. One of Gazred the Old's chief rivals and a strong purveyor of conjuration is Fahim al-Akarr (CE male nalvor Wiz12), a wizard from the Lostland realm of Xa Deshret who arrives discretely in Mystenmere each month upon a flying chariot. Though his Tome associates know his true heritage, Fahim uses *disguise self* to appear human when traveling abroad.

Chapter 6
History

An Untamed Land

When Northland scholars turn the pages of history, they seldom find the Kingdom of Morrain listed as anything more than a minor holding of the Criestine Empire. Yet the story of Morrain is the story of a land that gave the Known Realms many of its heroes. While most have passed long ago, great heroes may yet come again. Five hundred years ago, the fertile lands now known collectively as Morrain had already changed hands many times. The resources were rich but well guarded by Áereth's monstrous denizens. Chimeras prowled the hills, gorgons grazed in herds across the steppes, and griffon prides harried the expanse of the land—all refusing domestication.

Crumbled outposts that once belonged to the great elven nation of Ahna-Vithyre could still be found in the scattered woods, while explorers unearthed fossilized bones haling from the Reign of Dragons millennia before. Powerful civilizations had already arisen in these lands, as evidenced by the mystic black towers of Ibelot, but like that ruined city such civilizations had fallen again—or vanished without a trace.

Nature itself reclaimed the land, swallowing these relics of old Áereth, further coaxed by an order of zealous druids known as the Blackthorn Druids who dwelled within. Some nations looked greedily upon its untapped resources, but natural barriers and deadly perils guarded it well. The land was given the name the Argent Vale, in reference to the silver the frontiersman claimed could be found in the hills—provided one lived long enough to find it.

The Ul Dominor Mountains were a formidable wall on its eastern side, and the Steel Overlords who occupied them had little interest in penetrating the overgrown Vale at their feet with little or no promised gain. In the south, the roots of these same mountains—the demesne of stolid dwarven clans—and the fearsome Witch Wood denied easy passage. None of Crieste's barons desired to circumvent them only to face the unwelcoming and untamed wild. Only the Barony of Valsund, oldest and mightiest of the northern kingdoms, had direct access to the Vale and had made several attempts to claim it. In each such venture, they were beaten back by mysterious storms and deadly beasts—allegedly acting on the behest of the Blackthorn Druids.

The only outpost of civilization to endure these turbulent times was Castle Whiterock, an ancient ruin that had been conquered and rebuilt numerous times since its first stone was laid. Originally cleared out by the legendary Company of the Black Osprey, the castle was at this time claimed by soldiers and merchants from Crieste in an effort to establish a trade route in the lush Vale. Harried constantly by the Blackthorn Druids, the Criestines were only able to secure the outpost, the budding town of Cillamar, and the single road that wound westward into the Barony of Valsund. All efforts to expand their influence into the Vale beyond were quelled by the aggressive druids and their menagerie of beasts.

Settlers

Yet where powerful nations failed, folk in small numbers were able to eke out an existence on the fringes of the untamed land just south of the elven forest of Anseur. A handful of villages arose, neither sworn to nor defended by any greater authority than their own. These settlers—mostly of Valsund and Criestine stock—had come to escape their own homelands, fleeing persecution or the dominance of others. To this day, an undercurrent of this defiance infuses the populace of Morrain. Though kings may rule, the people will only tolerate so much control. On the eastern and southern edge of the Argent Vale, gnome and halfling communities sprang up, largely ignorant of their human neighbors. They enjoyed the same independence, but were also subject to the same dangers.

To the western edge of the untamed Vale more settlers came, fervently independent, practicing the customs they

desired, worshipping the gods of their choice. The most famous settler of this time was a young Criestine noble named Jorem Kellendor, who left behind the wicked intrigue—and fortunes—of his family in the great Criestine city of Archbridge. A wizard of middling talent, Jorem possessed a sharp mind and a kind heart. His oldest friend, an elven warrior-mage named Kalenth, came with him.

Nearly twenty thousand people from disparate lands had by this time come to this region just south of the elven forest of Anseur, willing to pay for freedom with sweat and hardship. Though Jorem toiled with the peasants in this harsh land, hiding his noble status, those around him looked to him as a leader both wise and charismatic. Jorem was named the Elder of his own town, and among the scattered communities of the frontier he became an unspoken leader. A house larger than any other among the towns was built for him and his family, while the elf Kalenth dwelled alone in a stone cottage just outside of town.

Above all, Jorem and the folk under his care respected the land, taking only what was required to survive and no more. This sensitivity earned him the grudging respect of the Blackthorn Druids, who did not turn their baleful magic upon them.

Under Jorem's leadership, the villages and towns prospered for twenty years, slowly and surely, more and more people banding together for mutual protection against the beasts of the wild and the bandits who had also come into this new land to scavenge from the populace. The communities came to refer to themselves as the Towns. The greatest threats that came against them Jorem and Kalenth together dispatched with spell and blade.

The Harbinger King

Meanwhile, in the neighboring Barony of Valsund, a villain emerged. In the capital city of Araduin—said to be a city without crime—the younger brother of the king and a royal wizard, Sashrim the Dark, was convicted for attempting to murder his own brother. Mystic bracers crafted by Ajarine, a renowned sorceress and servant of Justicia, were placed upon him that robbed him of his wizardry. The king himself escorted Sashrim to the edge of the Witch Wood and decreed Sashrim forgiven but forever exiled.

Embittered by his fate, the petty wizard ventured into the baneful woods and cursed his brother. He swore to demonic powers that he would have vengeance against Valsund and true power at his command—and unbeknownst to him, demonic powers heard. When he awoke the next morning, Sashrim found himself somewhere else, and after a day's walk he eventually emerged from the eastern edge of the Anseur Forest—nearly four hundred miles away from the Witch Wood!

Before him was a ruined keep. Seeking warmth and shelter, he entered and quickly found himself captive to a band of drow. Exiles themselves of House Forlorna and the Underdeep city of Sis'rine, the drow had come to the World Above when the party's wizard parlayed with a glabrezu named Vorbraxx. The demon had promised the drow power and the support of its own master if they followed his directions.

As the drow deliberated and finally concluded to just kill the sniveling Sashrim, Vorbraxx himself appeared and addressed them all on behalf of its master, the demon prince Obitu-que, Lord of the Five. With the death of his physical form centuries ago at the hands of southern barbarian kings, Obitu-que's might had greatly diminished, but he strived to return to his full glory. He offered power to Sashrim and the drow in exchange for their own promises, saying that the Lord of the Five had a place for each of them.

A new kingdom Obitu-que would help them establish in the Argent Vale, with Sashrim as its king and the drow as the patriarchs of its nobility, masters of arcane magic and war. Vorbraxx wove a glorious vision of the future, a kingdom that would be named Obishtain ("harbinger" in Abyssal). In that moonless winter night in 2675 EC, Sashrim and the drow accepted the demon lord's offer.

Demons in Kingly Guise

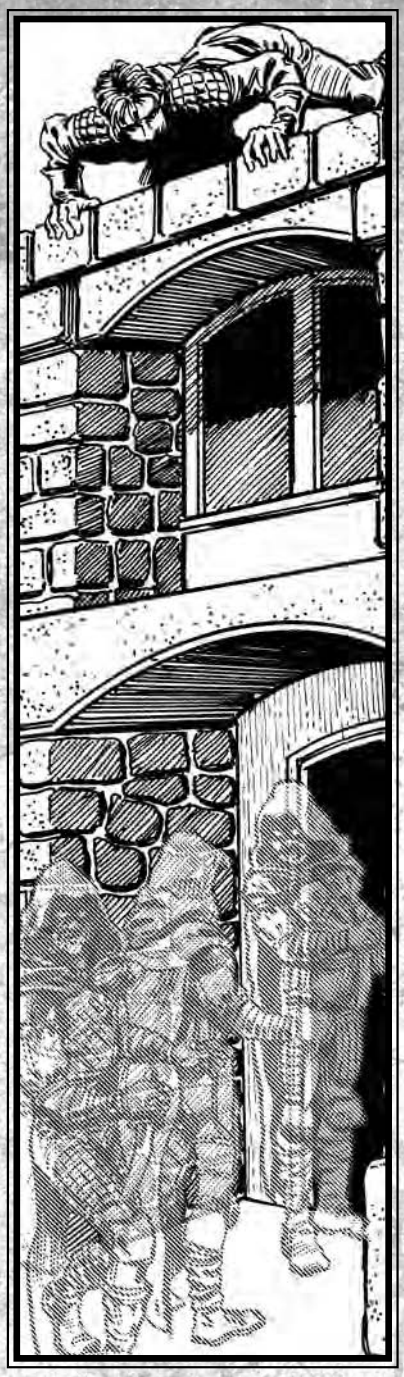
Over the next two years, they schemed to claim the Vale for their own, with the bodiless Obitu-que serving as patron and benefactor. Vorbraxx himself remained on the Material Plane as their worldly "servant." Unable to remove or dispel the bracers that dampened Sashrim's wizardry, the glabrezu promptly severed the wizard's hands with his mighty pincers and slipped the bracers easily from the bleeding stumps. As the wizard howled, Vorbraxx summoned a dretch and used unholy magic to bind the minor demon to the mortal. Sashrim gained some of the dretch's powers—along with its hideous, long, bony claws.

With this gruesome experiment as Sashrim's first lesson, Vorbraxx mentored the wizard in conjuration magic and demonological secrets. Vorbraxx and the drow used domination magic, cunning diplomacy, and outright intimidation to unite the ogres of the Gendram Hills into a single army that numbered more than three thousand strong. The bandit lords that dwelled on the fringes of society were slain, and the leaderless brigands were pressed into service. Promised great wealth, most complied. Even the Blackthorn Druids made an uneasy truce with Sashrim, offering to serve as spies if he did not despoil the land in his conquests.

It didn't take long for rumor of this great mustering to reach the ears of Jorem Kellendor and the Towns. Kalenth led a company of rangers abroad to learn more, and their reports included the sighting of a castle's construction at the mouth of the Argent River (what is named today the Morro River). Jorem the Elder redoubled the Towns' militias in the event of invasion, but he lacked the resources or militant desire to move against the newcomers. His was a dream of peace.

However, in the year 2677, heralds appeared in every hamlet, village, and town across the Vale—including the gnome and halfling villages on the eastern and southern side—proclaiming the rise of Sashrim, the Harbinger King. Taxes were demanded and maps marking the borders of the Kingdom of Obishtain were given to every village elder. If the people did not pay fealty to the Harbinger King, their only choice was to leave his kingdom or be conscripted into his armies as slave-soldiers.

Unwilling to swear their allegiance to a new liege, the Towns refused to pay Sashrim's taxes or leave their homes. They had not escaped from tyrants only to fall under the heel of yet another. The heralds were quickly replaced by savage mercenaries, and all but Jorem and the Towns were quickly subjugated to the crown. The Harbinger King claimed a strong and lawful rule, but the presence of his ogre myrmidons promised an oppressive future. None knew of Sashrim's demon or drow cohorts, but his rule was cruel and severe.



Sashrim made no move to claim the Criestine outpost of Whiterock, for he did not wish to invite the ire of the empire at this time. The time to challenge the empire, he believed, would come another day. The frontier town of Cillamar was not exempt from his demands, however, and its people were coerced into submission.

Ambassadors sent from the Barony of Valsund, intending to contest Sashrim's claim so close to its own borders, were summarily executed. The king of Valsund was, at the time, too preoccupied to deal with the threat posed by his exiled brother, leaving the freedom-loving folk of the Towns on their own. Jorem and the Townsfolk took up arms against the mercenaries at their doorstep. But much to their surprise, the mercenaries withdrew without conflict, recalled to the newly finished and vaingloriously named Castle Blackheart.

Assassins

Nearly six months passed and the Towns remained unmolested by the Harbinger King. Jorem maintained strong vigilance, daring to hope that his people could live without the threat of a new tyrant. Then came Sashrim's assassins, sent to eliminate the Towns' charismatic leader.

On that same fateful night, a young thief named Vemn slipped unseen into the Kellendor estate. A master burglar, Vemn was trying to make both a fortune and a name for himself; Jorem's home was the wealthiest and most defensible for countless miles and Vemn intended to prove his skill. As he loaded his pockets with the Elder's wealth, he saw several dark figures enter the mansion and eerily flow up to the second floor. He knew what they were on sight: shadows, undead creatures composed of sentient darkness.

Vemn, his arms laden with enchanted jewelry and scrolls with which he could purchase a mansion of his own, found himself in a quandary. He had come to steal, not harm; he never wanted his victims to lose more than monetary goods and, perhaps, their pride. Worse, the presence of such hateful creatures in the Towns spoke ill of things to come. When Vemn heard the screams of children, he thought of his own small daughter far away—his decision was made. He dropped the loot and ran upstairs to lend his blade to the fight to come.

Vemn's intercession saved the Kellendor family. When Jorem's daughter Sarra and young son Morro had fallen victim to the shadows' touch, their strength drained, it was Vemn's enspelled rapier that held the undead at bay

long enough for Jorem to arrive and help him dispatch the hateful creatures. The failed assassination attempt revealed the true peril the Towns faced. It was clear Sashrim had not forgotten them.

Jorem met with the Elders and other respected members of the Towns and personal friends: Dalrem, a priest of Gorhan; Eistha, a half-elven adept who served as nursemaid and apothecary; Tarom, a blacksmith who'd studied his art at the Dwarfhold of Clan Dronil; and of course Kalenth, an elf ranger from fallen Arovarel. Vemn was quickly forgiven for his crime; in dire times, all members of the community must band together. He was named a friend of the family and was invited to join in the council.

Usurpation

The Council of Elders deliberated the future of the Towns and their struggle against Sashrim, deciding at last to consolidate their might and even send forth a party of volunteers to journey to Castle Blackheart. But on the eve of their march, Sashrim himself arrived at the gates of town. His drow cohorts and mercenaries in tow, he set about destroying every building of authority—temples, houses of the Elders, monuments, and town halls. Dozens of villagers at random were struck down. Jorem and his allies resisted, but once the glabrezu Vorbraxx appeared, they were overwhelmed.

When all hope seemed lost, Jorem demanded that Vemn and Kalenth take their children to safety. The elf and thief complied, hiding the children in the belfry of a long-abandoned chapel. With minimal words exchanged, Jorem, Dalrem, Eistha, and Tarom were brought to a scaffold at the center of town near the chapel. As the terrified people looked on, the powerful demon invoked the power of his master and fulfilled a *wish* for the cruel Harbinger King. As the Town Elders were executed, each was frozen into a statue of black marble—forever depicted in the anguish of their deaths. (To this day, that *wish* has made the statues indestructible and immovable.) In the belfry, the children heard the screams of their parents and the people who looked on. Jorem's dream for freedom and independence seemed lost forever. Sashrim and his wicked cohorts left the Towns, confident that his message was clear and his reign secure.

The next morning Kalenth, Vemn, and the five children stood grieving beneath the tortured statues of their parents. Morro, the 9-year-old son of Jorem, vowed to slay the Harbinger King himself. His elder sister, Sarra, joined him. Fury replaced grief, and together the children swore a blood oath to each other and a vow to free the Argent Vale from the touch of evil. The children included Anthar, son of Tarom the blacksmith, Dalach, son of the priest Dalrem, and Olland, son of Eistha the apothecary. Kalenth, stricken by the cold, enduring grief as only an elf can be, agreed to mentor them in the martial and arcane arts. Vemn attempted to add levity to their grim moment. "I'm not doing anything else in the next few years," he said quietly, "so yeah, I'll go with you."

Absence

With Sashrim's spies everywhere, Kalenth led the children north into the Anseur Forest. Securing a shallow ravine by permission of the elven queen, he taught them the arts of the wild, the sword, and the bow. Morro grew wise, determined, and fearless, his sister focused and deadly. Anthar grew strong like his father and Dalach as patient and pious as his father before him. The fey-touched Olland grew as canny and eccentric as his mother, wearing sorcery like a second skin. Vemn, like a beloved uncle, taught them stealth and subtlety.

When the young men and woman came of age and he thought them ready, Kalenth led his pupils beyond the forest and into the realms beyond. Though they pined to return to the Argent Vale and the Towns to challenge the Harbinger King, the gray elf knew only experience and the trials of adventuring could temper their skills. Reared on stories of the famous General Koborth and the Company of the Black Osprey, the young would-be heroes named themselves the Company of the Tempest and sought adventurers of their own.

These years were harsh for the Towns and all the people of the Vale. In the absence of true courage and leadership, the people became the unwilling subjects of the Harbinger King. The ogre armies dispersed and became watchmen among the communities of the valley, although in truth they were little more than glorified thugs.

Sashrim used his growing magic to enslave even the deadly magical beasts of the land. He flew across the land on the back of an augmented, black-feathered griffon, as the chimeras of the hills and the gorgons of the plains were magically coerced to his will. The more he extended his hand to the land and its denizens, the more even the Blackthorn Druids despised him. Eventually, they broke their allegiance to the tyrant—but by this time he had become too powerful to overcome.

The Company of the Tempest

The Company of the Tempest were absent from the Argent Vale for ten years. The bards of Morrain still sing about their adventures, yet few can speak with certainty regarding the particulars of their deeds. Of the many tales told, the following stories are among the most famous:

Morro became a hero in the truest sense, winning the hearts of those he fought for—though it haunted him that it was not his own people he defended. In the highest peaks of the Frosteye Mountains, cloud giants gave him the name Erysh'Tavorak—"Stormwarden" in the Giant tongue—for completion of a quest that spared their cloud island city from ruin. Morro was quick to take Stormwarden as his new family name to replace Kellendor—a family name associated with ambition in the Criestine Empire. A mighty sword named *Seldramir*—"Mountain Fang" in Giant—was also gifted to him.

Anthar the Mighty compensated for his dull wit with the strength of his arm and the depths of his heart; he followed his friend Morro without question. Anthar carried the *Hand of Justice*, a unique *mace of smiting*, and once single-handedly slew a massive cryohydra in the cold marshes of northern Morrain. During the Company's sojourn into the Underdeep, he gave his heart to a subterranean nymph but lost her to a drow scouting party. Anthar the Mighty was named a friend of the dwarves and because of his deeds, the Company once feasted at the Steel Overlord's own table.

Sarra of the Golden Arrow was the spiritual heart that kept the Company together, always reminding the others of what they fought for. She was deadly with her bow, a powerful magic weapon she'd pried from the dead hands of a rakshasa raja. During their adventures, she wed an elf from Mirdar but both of them sacrificed themselves to save the rest of the Company from a demonic retriever sent by Obitu-que. Her death was a loss that nearly broke the Company apart.

Dalach the Vengeful became a hierophant in the service to Gorhan, although he eschewed any positions within the church itself. He carried a *staff of defense* and is most renowned for his healing of the white wyrm Khuzormün. It was his mercy and supplication to his god that won the loyalty of the white dragon that would later adorn the crest of Morrain.

Olland the Fey was a mysterious sorcerer who kept many secrets but always supported his friends. In the muddy depths of the Saltwitch Swamp, when the Company quested to find a holy relic, Olland outwitted and defeated a coven of fiendish green hags. Although he won the day, and found a trove of arcane texts, the dying hags cursed him to a destiny of unfulfilled dreams.

Kalenth, who earned the nickname of Moonbow among the wild elves for his use of his deadly longbow, orchestrated the Company's adventures, often staying behind as the others carried out great deeds. He took counsel with clerics of Ireth and always maintained contacts with the elves of Anseur and the sullen Elders of the Towns. Though he partook of many of the Company's adventures, he hid from fame and renown as much as he was able.

Coining for himself a countless number of epithets, Vemn the Venturesome ever guided his younger charges in the arts of discretion. Yet much to the chagrin of the more responsible Kalenth, he was the first to lead the Company into trouble. One of his most famous acts of derring-do involved the exposure of a corrupt lord-governor in Kassantia as being a worshipper of the Hidden Lord. As the Company battled the dark priest's minions, Vemn ascended his tower, disarmed the traps within, and unlocked his treasure vault. Vemn the Valorous—or was it Vemn the Temerarious?—sent sixty thousand gold pieces raining down into the streets from the tower's highest window. The ensuing economic chaos made the Company unpopular with the Criestine authorities but won them the adoration of the common people.

Morro met and fell in love with an aasimar woman named Gaelarra, a barbarian-priestess of Thalass, the River Father. Gaelarra's sylvan temple was destroyed by hellfire, and only the Company of the Tempest spared her from the same fate. Although Morro hoped to shield her from the perils that surrounded his life, she believed her future was at his side. Many of the Company's greatest adventures included Gaelarra.

Perhaps the most famous deed of the Company of the Tempest was the battle and subsequent taming of the white dragon Khuzormün ("avalanche" in Draconic). Once the adventuring friends felt ready to return home, Dalach cast a *commune* spell to seek out a weapon that could be used against the Harbinger King. The god's cryptic response led them deep into the Frosteye Mountains, where they accidentally revived the enspelled white wyrm Khuzormün. The dragon had lain in an icebound stasis for centuries after his defeat at the hands of a noble djinni. Enraged by his long imprisonment, the dragon lashed out at the Company. The titanic battle that ensued nearly killed them all, but at last Morro dealt Khuzormün a mortal wound with *Seldramir*. As the wyrm lay dying, Dalach realized that the dragon had been the weapon Gorhan had sent them to find. Trusting in his god, the cleric used his last spell to carry the drag-

on back from the threshold of death.

Thoroughly weakened, the adventurers looked upon the white wyrm as it stood over them again, astonished that its life had been spared. Instead of blasting them with his frozen breath, Khuzormün pledged a truce and a promise: For freeing him from his "undeserved" prison, Khuzormün would come to their aid when they needed it most.

The Homecoming

In the spring of 2699, Kalenth at last led the Company home, where they found the Kingdom of Obishtain firmly established. The Harbinger King had driven away nearly all resistance and increased the might of his armies. Great wealth poured into his coffers from the duergar slave-trading in the Ul Dominor Mountains, the magic of the Sis'rine drow hiding their activities from the Steel Overlord's vigilant eyes. Even the Criestines garrisoned at Castle Whiterock had become isolated under his power.

Morro Stormwarden and the Company of the Tempest returned to the Towns and the black marble statues of their parents. More than twenty years after their departure, and still suffering from the loss of Sarra, the friends renewed their vows and set about seeding a new resistance against Sashrim and his demonic benefactors. Wherever Morro and the Company went, the stories of their deeds took root in the hearts of the populace. They passed through every hamlet and town, even visiting the town that had sprung up around Castle Blackheart to appraise their enemy's defenses.

Together Morro and Kalenth ventured into the Ashwood Forest and dared to meet with the Blackthorn Druids, earning their respect and forging a temporarily alliance against Sashrim, who had turned against them. Anthar the Mighty and Dallach the Vengeful campaigned among the eastern towns to rally the dwarves and gnomes who were willing to fight. Even the half-orcs of the village of Bone Hollow agreed to stand with them. Vemn, Olland, and Gaelarra traveled into the Anseur Forest to beseech the elves for aid. Although the queen turned them away—unwilling to bleed her people for the sake of yet another "human skirmish" outside her forest—she summoned a hound archon from the heavens, who led them to the mythic Well of Worlds and told them about its powers, and its perils.

News of the Company moving among his subjects reached Sashrim, and he set about preparing his own defenses. Before long, the battlefield was arrayed. The Sis'rine drow elves who commanded his armies coaxed hill and frost giants down from the Gendram Hills and Frosteye Mountains to join their ogre legions, promising them more gold than they could count in exchange for their service. Even a handful of mature dragons—white and black—were lured on the promise of magical treasure for their hordes to stand with Sashrim and his cohorts.

The Company of the Tempest clashed with the Harbingers King's minions time and again, inspiring greater courage in the oppressed people with every victory. With the help of the Blackthorn Druids, they created a network of guerilla-style allies who struck continually against the ogres who served as Obishtain's soldiers. Morro himself traveled to the town of Cillamar in disguise, stoked the fires of rebellion, and journeyed to Castle Whiterock and the Criestine soldiers fortified there to secure their help. Dark clerics of Yvyn, the goddess of conspiracy and insurrection, appeared one night before the Company, offering the aid of their Mastress Cabal. Morro reluctantly accepted it, praying to Gorhan to forgive him for the compromises he was forced to make.

The Battle

When winter came, the conflict reached its climax. Unable to ferret out Morro and his companions, the Harbinger King turned to mass execution to draw them out. All who were even vaguely suspected of conspiracy against him were put to the sword—or more correctly, the club, as most of these deaths were carried out by his ogre myrmidons. Outraged at the sudden massacre, the Company of the Tempest hastened its plans and took the fight to Castle Blackheart itself. The final battle had begun.

In the town outside the castle's walls, Morro won the freedom and trust of a slave-soldier named Galaron. A natural leader of men, Galaron rallied the other slaves and initiated a massive street brawl against the ogre myrmidons. In the diversion thus created, the Company breached the walls of Castle Blackheart and began to wade through the traps and monsters that guarded Sashrim's throne. Morro and his companions, however, were not prepared for the overwhelming power arrayed against them. Vemn disarmed traps as they fought through every corridor, yet the traps regenerated, fueled by an elusive demonic power. Gaelarra and Dalach banished the otherworldly foes that appeared to challenge them, but demons of all sizes continued to pour forth as though some doorway to the Abyss had been thrown open. Things were not going well for them.

In a library deep within the castle upper floors, the Company was attacked by a drow priestess and a cadre of ghoulish acolytes. Dalach destroyed the ghouls, but the priestess, a vampire in service to the Spider Queen, struck Kalenth with foul magic and he fell. When Morro and Olland ran to his aid, the priestess disappeared into mist and Kalenth's body vanished as well. Grieved by the loss of Kalenth, the Company redoubled their efforts, but an overwhelming wave of dretches and babaus forced them to retreat from the castle.

That evening, hiding under the boughs of the Anseur Forest, the Company deliberated. Morro spoke of calling for the aid of Khuzormün and storming the castle again, but Gaelarra and Olland proposed another strategy: Travel to the Well of Worlds, as shown to them by the elven queen, and take the battle directly to demonic powers supporting Sashrim. Believing that idea utter folly, Morro refused, saying that they should redouble their efforts here, on the Material Plane, and kill the mortal tyrant himself. And, Morro added bitterly, he would not leave Kalenth behind. If there was any chance to save him, or at least recover his body, he would not turn away.

The Company divided. Gaelarra could not be swayed from her course, believing destiny and the gods themselves had shown her the way. Heartbroken at what he believed would be his beloved's death, Morro begged Dalach to go with her and save her if he could. His old friend complied with a sad smile. Olland, as well, volunteered to *teleport* them there and use his magic to attempt to control the Well of Worlds. The Company said their farewells and went their separate ways.

In the morning, Morro sent out a magical call to the white wyrm Khuzormün. At mid-day, the people of the town spied the great white wyrm on the horizon, fearing that the Harbinger King has summoned another dragon to his side. But when the drake reached the town, it lighted to the ground, where Morro Stormwarden climbed upon his back. Khuzormün fell upon the ogre myrmidons of Sashrim's army who remained, deftly slaying them one by one without harming the humans. The Harbinger King himself appeared upon a high balcony and slung spells at the dragon along with his drow cohorts. Meanwhile, Anthar and Vemn led a team of Blackthorn Druids and warriors bolstered by the clerics of Yvyn into the castle from below.

Khuzormün spewed cold death upon the towers and windows of Blackheart Castle, slaying more minions of the Harbinger King and locking them in a tomb of ice. Morro commanded the dragon to carry him to the highest balcony, where he challenged Sashrim and the drow himself. The townsfolk below witnessed the monumental battle from afar, cheering as the drow fell one by one, mortally wounded by the sword *Seldramir* and sent crashing to the earth below.

When Sashrim himself dropped to his knees in defeat, the battered and bloody Morro Stormwarden raised his blade and considered the mercy his father would have shown even this man. The decision was taken from him when the glabrezu Vorbraxx stepped out onto the balcony and sundered the tyrant's body in twain with his great pincers. The desperate battle that followed nearly ended Morro then, but his body and soul would not yield. When the glabrezu opened a planar gate to usher in more servants of Obitu-que, he was astonished to find it snap shut again ... the result of some holy intercession.

Morro slew Vorbraxx at last, knowing that his beloved Gaelarra, and no doubt Dalach and Olland, had succeeded in severing the Abyssal connection that bolstered Castle Blackheart. But Khuzormün's assaults had taken their toll, and the castle began to break apart. The weakened Morro began to run into the fortress in search of Kalenth, but the white wyrm bore him away, knowing that the courageous act was folly. Anthar and their allies withdrew from the castle and the newly freed people of the Vale watched it crumble to the ground.

The Aftermath

Gaelarra, Dalach, and Olland had not returned from their journey to the Abyss. In the wreckage of Blackheart Castle, Kalenth's body was never found. Only Morro himself, Vemn, and Anthar remained. Though he desired to journey to the Well of Worlds in search of Gaelarra and his missing friends, Morro was not yet strong enough; his battle with Vorbraxx had stricken him with an Abyssal sickness.

Only days after the death of the Harbinger King and the fall of Castle Blackheart, the people had begun to name Morro Stormwarden their new leader and king. The title of First Lord was bestowed upon him, and all across the Vale, villages unanimously swore fealty to him. However, the reluctant hero could think of nothing but his lost friends. The wyrm Khuzormün lingered only long enough to help search the castle ruins for the missing elf, then bade farewell to his one-time humanoid companions. He disappeared into the Ul Dominor Mountains and from all recorded history.

Morro's sickness worsened, and the clerics who came to him were unable to cure him of the wasting disease. Three months after being named First Lord, Morro Stormwarden submitted to death. His grieving friends, heroes Anthar the Mighty and Vemn the Masterful, commissioned a hero's farewell.

Thousands flocked to the funeral to pay their respects to their fallen hero. They named their new land Morrain, "home of Morro" in a regional dialect, and began referring to themselves as the Imorrayn, "sons of Morro" in Elven. A gathering of mysterious, robed strangers appeared during the ceremony and called upon unearthly magic to raise the walls of the city that was to come. It would be named Galaron soon after, in honor of the slave-soldier who had fallen during the town's revolt.

Soon after, Gaelarra, Dalach, and Olland returned. It was a bittersweet reunion, with the loss of both Morro and Kalenth. The three were still haunted by their time in the Abyss, but for their friends' sacrifices they did not rest, instead seeing to the new kingdom's needs. Gaelarra, pregnant with Morro's child, was named dowager until the Second Lord was born and came of age.

Olland the Fey, always the least understood of the Company of the Tempest, erected a tower near the center of the kingdom and was never seen again. To this day, the Tower of the Vatic Rune remains a place of mystery. Anthar the Mighty lived a long life, raising the Second Lord as a surrogate father and advisor. Until the boy came of age, he even served as a regent to the kingdom.

Gaelarra lived only until her child was 10 years of age, the circumstances of her death uncertain.

Their names became the stuff of legends.

Chapter 7
Campaigns Set in Morrain

Who Are the PCs?

A GM who would like to use Morrain as a campaign foundation can easily accommodate almost any type of player. Any race and class combination can find a reasonable origin in the Kingdom of Morrain. Suggestions for the common races and core classes follow, though of course the GM is encouraged to come up with other ideas.

Races

Humans – Humans are, of course, the most common race in Morrain and can hail from any of its communities. The most adaptable of the races, humans are perhaps the ones most at home in all of Morrain's varied environs.

Dwarves – Approximately 32,000 dwarves live in Morrain, most dwelling in the outlying villages and hamlets close to the Ul Dominor Mountains. Many trace their ancestry to the dwarves of the Holdfast, but have chosen a life less insular than their mountain-dwelling cousins, turning their skill with metal or the combat arts to the defense of the nation they love.

Elves – Seventeen thousand elves call Morrain their home. Some have come from the Anseur Forest, while others have fled the defoliation of their homelands far away. All have found welcome and unconditional loyalty in the Argent Vale and now name King Stormwarden their liege. Adventuring elves can come from any of Morrain's settlements, large and small.

Gnomes – It is no surprise that the abundance of gems in Morrain's eastern hills accounts for the presence of the gnomes.

Halflings – The wee folk are uncommon, though not rare, in the far North, the bitter winters running counter to their longing for the creature comforts. The halflings that do make their home in Morrain are typically found in the small towns and cities.

Half-elves – More than 47,000 half-elves live in Morrain, for the relationship between elf and human has been a good one for centuries. Easygoing and charismatic, the half-elves are typically welcomed by most communities.

Half-orcs – Half-orcs are far from common in Morrain, but with seasonal orcish raids, it is not unusual for a settlement to have a token "pig blood" born in given year. With rare exceptions (such as in the town of Bone Hollow), half-orcs are cursed with difficult lives, inheriting the enmity the community bears for their fathers and condemned to short lives of menial, backbreaking work. Half-orcs adventurers are typically those who have risen above their circumstances, taking destiny into their own hands. Whereas any young human or elf noble might make the choice to try his hand at adventuring, a young half-orc who has succeeded in gaining a suit of hide armor and fire-hardened spear has already overcome more adversity then most would-be adventurers see in a lifetime.

Classes

Barbarian – Several tribes of human barbarians roam the Gendram Hills, contesting with the ogres for land and resources. While most are neutrally inclined, good-hearted barbarians work to protect Morrain from the advance of the ogre tribes, while evilly aligned barbarians typically serve the Blackthorn Druids. Half-elves number among the barbarians, as have a few wild elf exiles who have been adopted by the human tribes, and nearly every half-orc in Morrain can lay claim to a level (or 3!) in barbarian.

Bard – Morrain is a place of many tales and many songs. Through their performances, bards echo this rich past and so maintain the identity of this freedom-loving kingdom. As a result, they are welcome in every hamlet, town, or city. Bards of all races apprentice themselves to the royal minstrels of King Stormwarden in Galaron, studying from the masters to carry the legends into lands beyond. While all bards are hungry for more stories to tell, adventuring bards join their warrior and spell-slinging friends to make their own legends.

Cleric – The gods Gorhan, Ireth, Daenthar, Delvyr, and Fenwar are the most commonly worshipped in Morrain, but there is a strong sense of spiritual freedom in the land, and clerics of all faiths can be found walking the dirt roads or cobbled streets. Only those whose religious codes require violence will find themselves on the run.

Druid – The Blackthorn Druids, a powerful sect based out of the Ashwood Forest, account for most druids in Morrain. They are aggressive and militant, more likely to use spell and scimitar before diplomacy to settle disputes with civilized folk, and thus many Blackthorn druids are of evil alignment. However, most of them are neutral, striving to find a common ground that allows nature and humanoid society to coexist. Good-aligned druids are more likely to come from the hermitic druids who serve Thalass in the woodlands around the Morro River, ensuring the waters remain clean and the animals healthy. The need to strike out against the evils that threaten the natural order gives rise to adventuring druids.

Fighter – The most common core class in Morrain is the fighter, many of whom comprise the elite soldiers in the King's army. The need to secure the kingdom's tenuous borders demands competent and loyal fighters, as well as the militias that train in every town. When threats arise that the armies cannot contend with, small strike teams are called for. Volunteers from the King's army and the local militias often serve as the "muscle" for such adventurers. Human and dwarven mercenaries are also frequently hired to guard the gem caravans out of Far Cirque. In short, there is always a need for good fighters.

Monk – While monks are certainly uncommon in Morrain, the vast tracts of land and quiet glades of the forests are home to a small number of reclusive orders dedicated to spiritual self-perfection or, in some cases, religious devotion. They are the descendants of pilgrims who came to the Vale long before it became Morrain. These isolationists are seldom seen and live quietly in the wilds, but they sometimes appear when chaos threatens the harmony of the land. In addition, a dragon-built ruin in the Ashwood Forest has become the cloister for an order of monks devoted to the Reign of Dragons. They study the ancient scripts carved into the stone and emulate the fighting styles of aerial draconic combat.

Paladin – The most famous paladins in the land are the Argent Knights, King Stormwarden's personal guard and the elite of the elite. Stationed in Stormkeep itself, this regiment of holy warriors serves Gorhan and Morrain with equal fervor, captained by Lady Tyaline. Almost every adventuring paladin in Morrain has been squire to one of these knights, though any paladin who has earned the esteem of either Lady Tyaline or the Argent Sovereign himself can be granted knighthood.

Ranger – There is a saying in Morrain: "Those who cannot abide tyranny become rebels. Those who fear not the dark become rangers." The true meaning of the adage is debated by bards—after all, was not Morro Stormwarden himself a freedom fighter and a ranger?—but the true rangers of Morrain live the life that bards can only guess at. The wilds of this northern realm are harsh and unforgiving, and filled with predators. Rangers strive to protect society from the hunger of the wild, and strive to protect the wild from the ignorance of society. Good and neutral rangers come from all towns and villages, weaned on the tales of Morro Stormwarden and Kalenth the Moonbow, roaming the wild places in the name of peaceful coexistence. Evil rangers often serve the Blackthorn

Druids, carrying nature's aggression beyond the wood.

Rogue – The disreputable, the dishonest, and the surreptitious exist in all lands, and Morrain is no exception. However, the rogues of Morrain possess a sense of loyalty seldom found in any other kingdom. Following the stories of Vemn, the hero thief, rogues will steal, backstab, and lie, but they will defend their own. Vemn had referred to that as "Thieves' Honor." When true threats to Morrain arise, rogues from all walks of life volunteer to serve as spies, scouts, and political liaisons—and they can be found anywhere. Rogues of Morrain can be underhanded, but they possess conviction and will do whatever it takes to get the job done.

Sorcerer – There is a mystic pulse that underlies the many legends of Morrain, and sorcerers often take center stage. When one thinks of Morrain, one does not picture libraries and arcane colleges filled with studious wizards. This view is largely accurate, as sorcerers are more common than wizards throughout the Argent Vale. Perhaps because of the famous Olland the Fey, most adventuring companies favor the reliable firepower of sorcerers to the diversity of a wizard. "Life is too short," they say, "to study and guess what the day will bring. Better to wield a single firebrand than five unlit torches against a troll." Whether it is the large population of half-elves or the many stories told of dragons in Morrain, magic is said to be in the blood of the people, and so sorcerers arise from all races and communities.

Wizard – Despite the small number of wizards in Morrain, they are greatly valued. "When the sorcerers have run out of spells," another saying goes, "it is the wizard's foresight which wins the day." Galaron is the only community large enough to house the materials needed for the wizard's art, so most wizards in Morrain have served apprenticeships to that city's defenders. Many forget that Jorem the Elder, father of the famous Morro Stormwarden, was a wizard himself, and that it was his guidance that helped unify the early settlers. Hedge wizards exist in every town across the Vale, many of whom may mentor the next generation of heroes.

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Dungeon Crawl Classics Character Record Sheet

Darsus
Character's Name

Player's Name

Human	Cleric
Race	**Class**
1	CG
Level	**Alignment**
20 ft.	0
Speed	**XP**
+0	14 + level
Initiative	**Spell Save DC**

16
AC

Hit Points

Tch: 10 **Max:** 10

FF: 16 **Nonlethal:** _____

BAB	+0
Melee	+1
2nd Hand	
Ranged	+0
Grapple	+1

+4	**Fort**
+0	**Ref**
+6	**Will**

13	**Strength** Modifier: +1
10	**Dexterity** Modifier: –
14	**Constitution** Modifier: +2
12	**Intelligence** Modifier: +1
18	**Wisdom** Modifier: +4
14	**Charisma** Modifier: +2

Skills & Feats

Concentration +6
Diplomacy +6
Heal +8
Listen +4
Knowledge (religion) +5
Search +3
Spot +4

Alertness
Scribe Scroll

Equipment & Treasure

Heavy mace
3 daggers
Scale mail
Heavy wooden shield
Healer's kit
Wooden holy symbol
Backpack
Pouches
Lantern
3 flasks of oil
5 tindertwigs

Languages & Notes

Languages: Common, Dwarven

Domains: Good, Protection

Spells & Special Abilities

Turn undead
Spells per day: 3/2+1
Spontaneous casting (cure spells)

Spells Prepared:
0 – detect magic, read magic, virtue
1st – command, divine favor, protection from evil[D]

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Dungeon Crawl Classics Character Record Sheet

Sheliak
Character's Name

Player's Name

Half-orc	Ranger
Race	**Class**
1	N
Level	**Alignment**
30 ft.	0
Speed	**XP**
+3	–
Initiative	**Spell Save DC**

Skills & Feats

Climb +6
Hide +6
Jump +4
Listen +5
Search +4
Spot +6
Survival +6
Swim +4
Use Rope +4

Point Blank Shot
Track

Equipment & Treasure

Greataxe
Composite shortbow (+1)
Leather armor
25 arrows with quiver
50' rope
Backpack
3 small sacks
Bedroll
Cooking equipment
Climber's kit

15
AC

Hit Points

Tch: 13 **Max:** 8

FF: 12 **Nonlethal:** _____

BAB	+1
Melee	+4
2nd Hand	
Ranged	+4
Grapple	+4

+2	**Fort**
+5	**Ref**
+2	**Will**

17	**Strength** Modifier: +3
16	**Dexterity** Modifier: +3
11	**Constitution** Modifier: –
10	**Intelligence** Modifier: –
14	**Wisdom** Modifier: +2
8	**Charisma** Modifier: -1

Languages & Notes

Languages: Common, Orc, Gnoll

Spells & Special Abilities

Wild empathy
Favored enemy (vermin)

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Dungeon Crawl Classics Character Record Sheet

Cendrine Kinnet
Character's Name

Player's Name

Human	Fighter
Race	**Class**
1	LN
Level	**Alignment**
20 ft.	0
Speed	**XP**
+0	–
Initiative	**Spell Save DC**

Skills & Feats

Bluff +4
Diplomacy +4
Handle Animal +4
Intimidate +5
Ride +3

Cleave
Power Attack
Weapon Focus (greatsword)

Equipment & Treasure

Greatsword
Light crossbow
Heavy flail
Dagger
Breastplate
Waterskin
Chalk (3)
Backpack
Bedroll
Small steel mirror
Hammer with 4 pitons
Whetstone
Torches (4)
Tindertwigs (6)
Healer's kit

15
AC

Hit Points

Tch: 10 **Max:** 12

FF: 15 **Nonlethal:** _____

BAB	+1
Melee	+4
2nd Hand	
Ranged	+1
Grapple	+4

+4	**Fort**
+0	**Ref**
-1	**Will**

17	**Strength**	**Modifier:** +3
10	**Dexterity**	**Modifier:** –
15	**Constitution**	**Modifier:** +2
13	**Intelligence**	**Modifier:** +1
9	**Wisdom**	**Modifier:** -1
14	**Charisma**	**Modifier:** +2

Languages & Notes

Languages: Common, Sylvan

Spells & Special Abilities

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Dungeon Crawl Classics Character Record Sheet

Euphrosyne
Character's Name

Player's Name

Elf	Wizard
Race	**Class**
1	NG
Level	**Alignment**
30 ft.	0
Speed	**XP**
+3	13 + level
Initiative	**Spell Save DC**

AC 13
Tch: 13
FF: 10

Hit Points
Max: 4
Nonlethal: _____

BAB	+0
Melee	+1
2nd Hand	
Ranged	+3
Grapple	+1

+0	**Fort**
+3	**Ref**
+2	**Will**

13	**Strength**	**Modifier:** +1
16	**Dexterity**	**Modifier:** +3
10	**Constitution**	**Modifier:** –
17	**Intelligence**	**Modifier:** +3
11	**Wisdom**	**Modifier:** +0
11	**Charisma**	**Modifier:** +0

Skills & Feats

Concentration +4
Decipher Script +7
Knowledge (arcana) +10
Knowledge (history) +7
Knowledge (nature) +7
Listen +2
Search +5
Spot +2 (+5 in bright light)

Alertness (when Zephion is within 5 feet), Martial Weapon Proficiency (longsword, rapier, longbow, shortbow), Scribe Scroll, Skill Focus (Knowledge [arcana])

Equipment & Treasure

Longsword
Longbow
Arrows (20)
Spell book
Spell component pouch
Silk rope (50')
Sunrod (3)
Tinderwig (5)
Ink
Quill
Paper
Traveler's outfit

Languages & Notes

Languages: Common, Elven, Goblin, Draconic, Orc

No familiar yet, but will probably get a weasel or ferret when he can afford it.

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Spells & Special Abilities

Specialist: Divination (Banned school: abjuration)
Spells per day: 3/2+1

Spellbook:
0 – all (except Abjuration)
1st – animate rope, comprehend languages, identify, mage armor, sleep, true strike

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Dungeon Crawl Classics Character Record Sheet

Danicia Elatine
Character's Name

Player's Name

Half-Elf	Rogue
Race	**Class**
1	CG
Level	**Alignment**
30 ft.	0
Speed	**XP**
+8	
Initiative	**Spell Save DC**

Skills & Feats

Decipher Script +6
Diplomacy +2
Disable Device +6
Gather Information +2
Hide +8
Listen +5
Move Silently +8
Open Lock +8
Search +7
Sense Motive +6
Sleight of Hand +6
Spot +7
Tumble +8

Improved Initiative

Equipment & Treasure

Rapier
Shortbow
2 daggers
Leather armor
Quiver with 20 arrows
Bag of marbles
Caltrops (2)
Thieves' tools
Flint and steel
Sunrods (2)

16
AC

Hit Points

Tch: 14 **Max:** 7

FF: 12 **Nonlethal:** _____

BAB	+0
Melee	+0
2nd Hand	
Ranged	+4
Grapple	+0

Fort	+1
Ref	+6
Will	+2

10	**Strength**	**Modifier:** –
18	**Dexterity**	**Modifier:** +4
12	**Constitution**	**Modifier:** +1
15	**Intelligence**	**Modifier:** +2
14	**Wisdom**	**Modifier:** +2
11	**Charisma**	**Modifier:** –

Languages & Notes

Languages: Common, Elven, Sylvan, Gnome, Undercommon

Spells & Special Abilities

Sneak attack +1d6
Trapfinding

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Dungeon Crawl Classics Character Record Sheet

Sir Torsten Trueblade
Character's Name

Player's Name

Human — **Race**
Paladin — **Class**
1 — **Level**
LG — **Alignment**
30 ft. — **Speed**
0 — **XP**
+1 — **Initiative**
Spell Save DC

17 — **AC**
Hit Points
Tch: 11 **Max:** 12
FF: 16 **Nonlethal:** _____

BAB	+1
Melee	+4
2nd Hand	
Ranged	+2
Grapple	+4

+4	**Fort**
+1	**Ref**
+2	**Will**

16	**Strength**	**Modifier:** +3
13	**Dexterity**	**Modifier:** +1
14	**Constitution**	**Modifier:** +2
12	**Intelligence**	**Modifier:** +1
14	**Wisdom**	**Modifier:** +2
15	**Charisma**	**Modifier:** +2

Skills & Feats

Diplomacy +6
Heal +6
Ride +5
Sense Motive +6

Rapid Reload
Weapon Focus (longsword)

Equipment & Treasure

Longsword
Light crossbow
Light mace
Chain shirt
Heavy steel shield
Healer's kit
Silver holy symbol
Small mirror
Whetstone
50' rope
Backpack
Lantern
Flasks of oil (2)
Tindertwigs (6)
20 bolts with case

Languages & Notes

Languages: Common, Elven

Spells & Special Abilities

Aura of good
Detect evil
Smite evil 1/day

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Dungeon Crawl Classics Character Record Sheet

Character's Name

Player's Name

Race | Class

Level | Alignment

Speed | XP

Initiative | Spell Save DC

Skills & Feats

Equipment & Treasure

AC

Hit Points

Tch: _____ Max: _____

FF: _____ Nonlethal: _____

BAB

Melee

2nd Hand

Ranged

Grapple

Fort

Ref

Will

Strength
Modifier: _____

Dexterity
Modifier: _____

Constitution
Modifier: _____

Intelligence
Modifier: _____

Wisdom
Modifier: _____

Charisma
Modifier: _____

Languages & Notes

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Spells & Special Abilities

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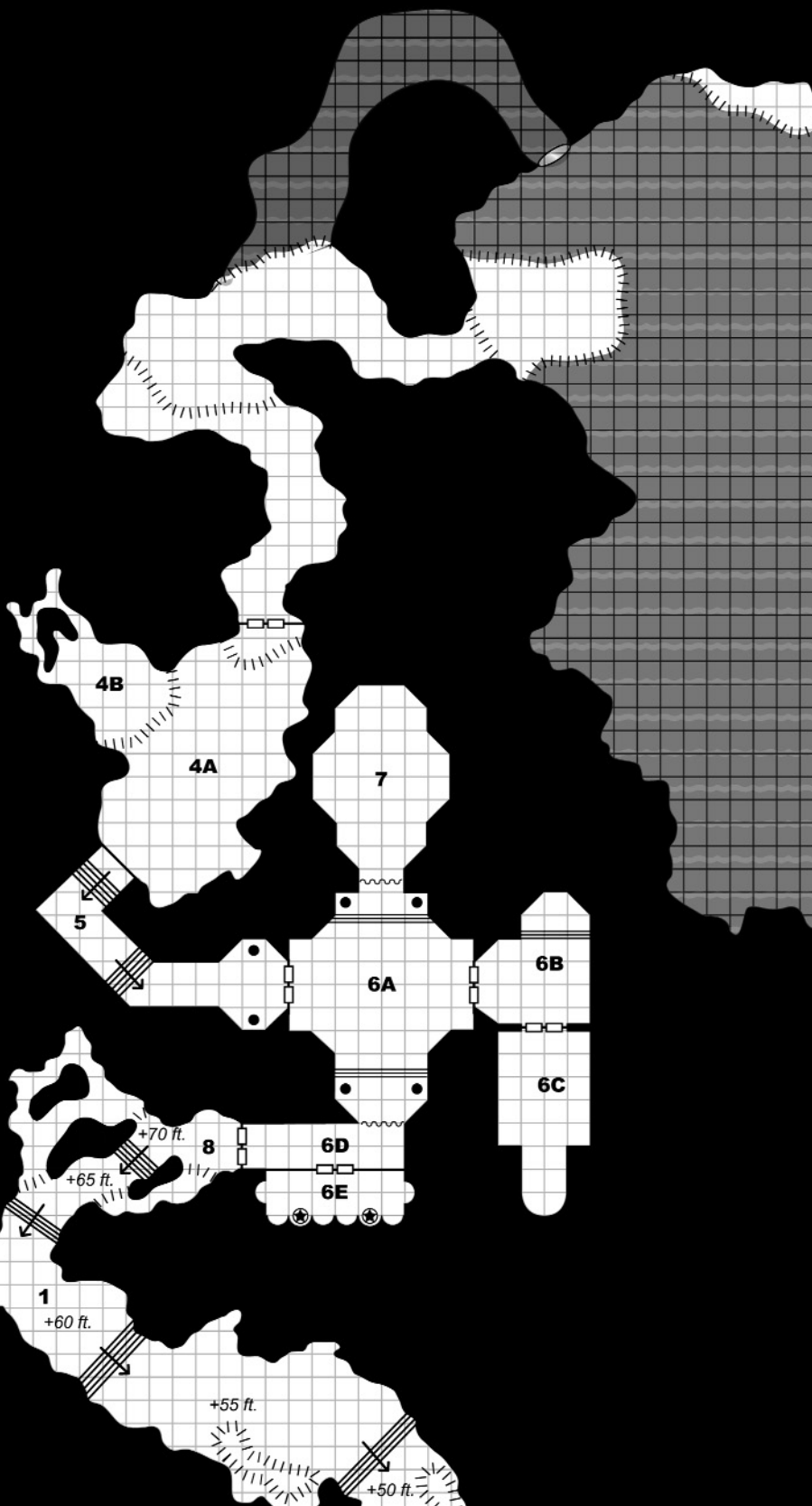
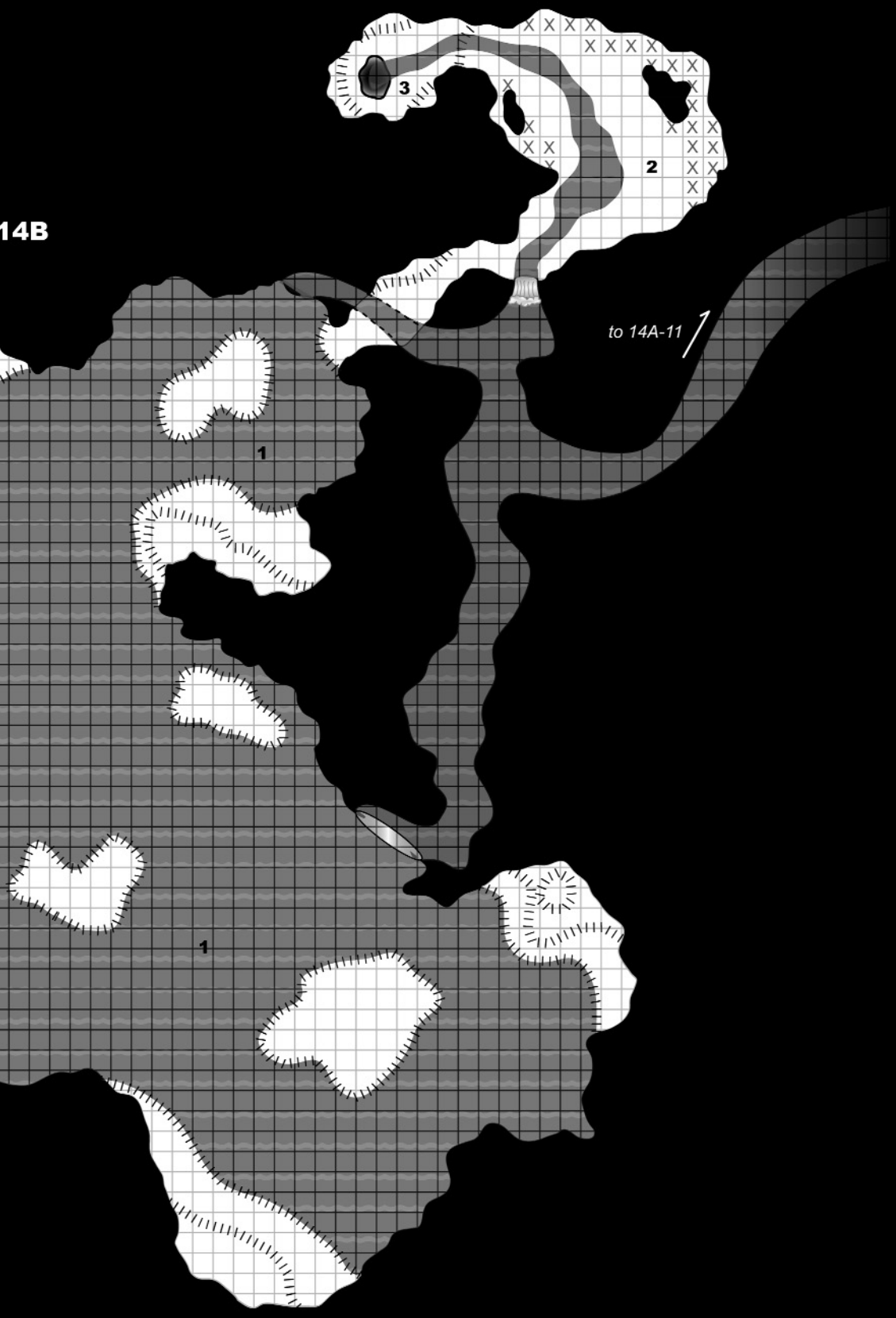
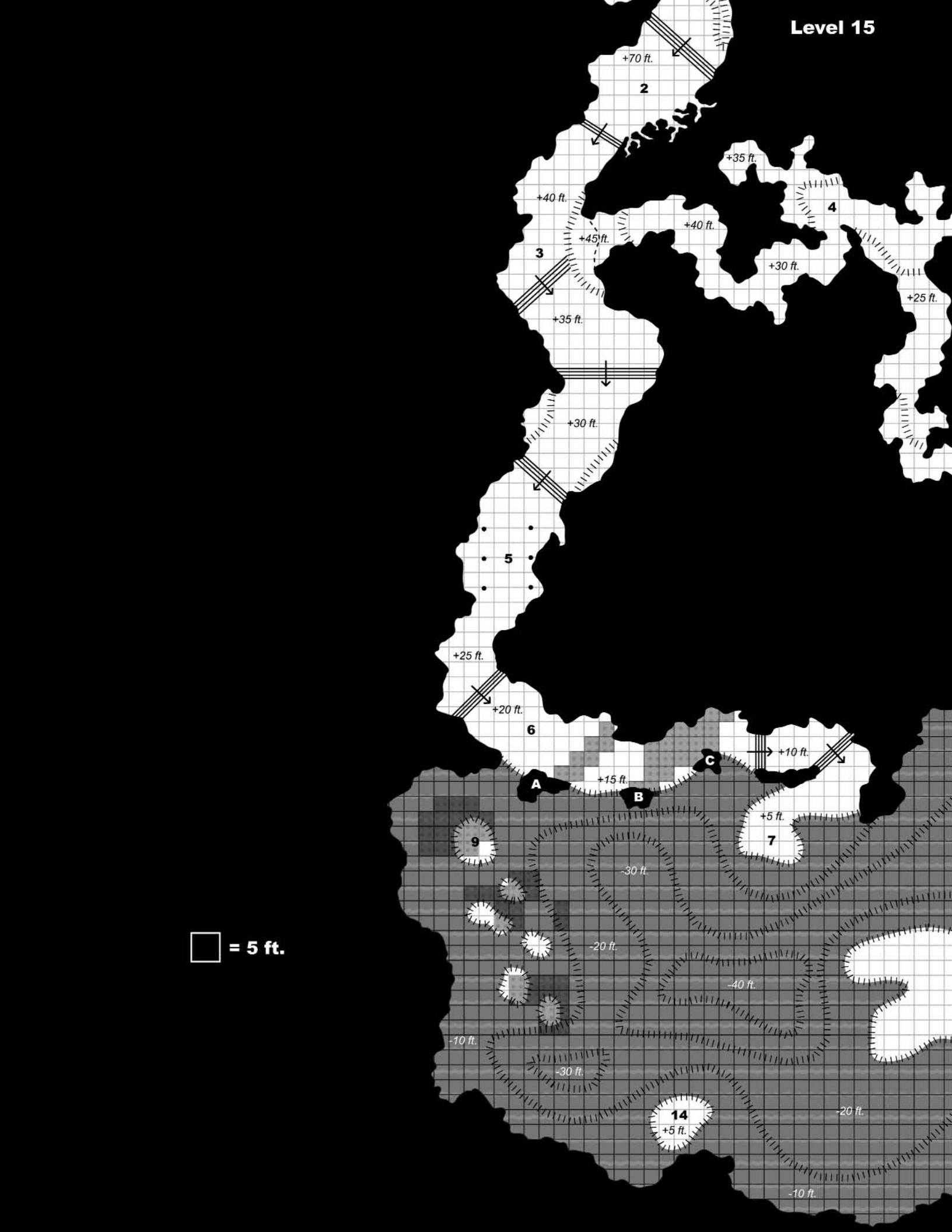
Level




14B
3
2
to 14A-11
1
1


Level 15
+70 ft.
2
+35 ft.
+40 ft.
4
+40 ft.
+45 ft.
3
+30 ft.
+25 ft.
+35 ft.
+30 ft.
5
+25 ft.
+20 ft.
6
+10 ft.
C
+15 ft.
A
B
+5 ft.
9
7
-30 ft.
-20 ft.
-40 ft.
-10 ft.
-30 ft.
14
+5 ft.
-20 ft.
-10 ft.
= 5 ft.

water
oil
fire pocket
+45 ft.
12
+30 ft.
12
+30 ft.
-20 ft.
-10 ft.
13
+35 ft.
+30 ft.
+30 ft.
+20 ft.
-10 ft.
-20 ft.
-30 ft.
-20 ft.
8
+15 ft.
11
+45 ft.
-10 ft.
+5 ft.
10
N

C-16
C-13
C-9
PENITENCE ROW
CUTPURSE STREET
W-2
C-12
W-1
RAVEN'S ROW
TOW
C-10
C-11
W-3
W-11
ROGUE'S
COURT
W-10
W-9
THE WARRENS
W-4
MOOR
GATE
W-7
W-5
RAGS ROW
THE SWAMP ROAD
PAUPER'S GRAVES
W-8
THE SWAMP ROAD
W-6
0 20 40 60
Scale in feet

TO GALARON
the Town of
Cillamar
KING'S GATE
C-1
C-2
C-3
C-4
C-5
C-6
C-7
C-8
C-14
C-15
WARE'S ROW
JEWELLER'S CIRCLE
WALL STREET
KING'S MARCH
COMMON QUARTER

L-1
L-2
L-3
L-6
L-7
L-8
L-9
L-10
L-11
L-12
L-13
N SQUARE
LORD'S
GATE
CITADEL
THE SUMP
N

GREAT GATE
H-5
H-2
GOLD STREET
H-4
H-3
H-1
JEWELLER'S LANE
HIGH QUARTER
NECROPOLIS
H-7
H-6
H-13
H-14
H-9
H-8
1-3
TEMPLE STREET
H-10
H-12
H-11
L-5
GATE OF SORROWS
TEMPLE STREET
L-4
WER STREET

Adventu

From Dungeon Crawl Classics to Judges Guild, Wicked Fantasy Fa
*Use this **Adventure Finder** to choose YOUR next adventure! We add*

AQUATIC / COASTAL

ARCTIC / COLD

DESERT

URBAN

NOVICE

NOTE: All Dungeon Crawl Classics modules include scaling information so

LEVEL	#	ADVENTURE						
Varies	DCC #46	Book of Treasure Maps	✓					
0	DCC #0	Legends are Made, not Born					✓	
	DCC #35A	Halls of the Minotaur					✓	
1	DCC #2	Lost Vault of Tsathzar Rho						
	DCC #29	The Adventure Begins	✓	✓	✓	✓		
	DCC #39	Ruins of Castle Churo						
	DCC #51	Castle Whiterock *						
	WFF #0	Temple of Blood				✓		
	WFF #1	Rumble in the Wizard's Tower				✓		
1-3	DCC #1	Idylls of the Rat King						✓
	DCC #24	Legend of the Ripper				✓	✓	
	DCC #28	Into the Wilds						
	DCC #41	Lost Arrows of Aristemis					✓	
	DCC #44	Dreaming Caverns of the Duergar					✓	
	DCC #45	Malice of the Medusa			✓			
	DCC #51.5	Sinister Secret of Whiterock *						
1-13	DCC #14	Dungeon Interludes						
2	DCC #11	The Dragonfiend Pact						✓
	DCC #31	The Transmuter's Last Touch						
	WFF #2	Against the Iron Giant *				✓		
2-3	DCC #42	Secret of the Stonearm				✓		
3-5	DCC #3	The Mysterious Tower						
	DCC #36	Talons of the Horned King		✓				
	DCC #43	Curse of the Barrens		✓				
4-6	DCC #17	Legacy of the Savage Kings					✓	
	DCC #26	The Scaly God					✓	
	DCC #27	Revenge of the Rat King				✓		

ure Finder

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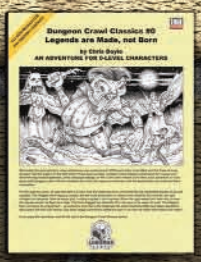
Saga of the Dragon Cult
See below for details!

DCC #46


DCC #0

DCC #35A

DCC #2

DCC #29

DCC #39

DCC #51

WFF #0

WFF #1

DCC #1

DCC #24

DCC #28

DCC #41

DCC #44

DCC #45

DCC #51.5

DCC #14

DCC #11

DCC #31

WFF #2

DCC #42

DCC #3

DCC #36

DCC #43

VETERAN

You can easily adapt the adventure to challenges higher or lower than the indicated levels.

	DCC #35B	Thief Lord's Vault				✓		
	DCC #37	The Slithering Overlord						
	DCC #48	The Adventure Continues	✓		✓	✓		
5-7	DCC #7	Secret of Smuggler's Cove	✓					
	DCC #23	The Sunken Ziggurat						
6-7	DCC #49	Palace in the Wastes *			✓		✓	
6-8	DCC #10	The Sunless Garden						
	DCC #16	Curse of the Emerald Cobra					✓	
	DCC #20	Shadows in Freeport				✓	✓	✓
	DCC #34	Cage of Delirium				✓		
	DCC #47	The Genie's Tears			✓		✓	✓
7-8	DCC #5	Aerie of the Crow God						✓
7-9	DCC #8	Mysteries of the Drow					✓	
	DCC #19	The Volcano Caves					✓	
	DCC #38	Escape from the Forest of Lanterns						
	DCC #40	Devil in the Mists	✓				✓	
	DCC #50	Vault of the Iron Overlord *				✓		
8-10	DCC #6	Temple of the Dragon Cult						
	JG #3	The Dark Tower *						
9-11	DCC #12	The Blackguard's Revenge		✓				
	DCC #25	Dread Crypt of Srihoz						
10	DCC #30	Vault of the Dragon Kings		✓			✓	
10-12	DCC #4	Bloody Jack's Gold	✓					
	JG #1	Thieves of Fortress Badabaskor						
11-13	DCC #12.5	The Iron Crypt of the Heretics		✓			✓	✓
12-13	DCC #18	Citadel of the Demon Prince						
12-14	DCC #21	Assault on Stormbringer Castle					✓	
	JG #2	Citadel of Fire						
14-15	DCC #15	Lost Tomb of the Sphinx Queen			✓		✓	
14-16	DCC #22	The Stormbringer Juggernaut	✓				✓	
	DCC #32	Golden Palace of Zahadran			✓		✓	
15	DCC #13	Crypt of the Devil Lich					✓	✓
21-24	DCC #33	Belly of the Great Beast					✓	

* FALL 2007

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Dungeon Crawl Classics

Judges Guild

Wicked Fantasy Factory

BOXED SETS

DCC #17

DCC #26

DCC #27

DCC #35B

DCC #37

DCC #48

DCC #7

DCC #23

DCC #49

DCC #10

DCC #16

DCC #20

DCC #34

DCC #5

DCC #8

DCC #19

DCC #38

DCC #40

DCC #50

DCC #6

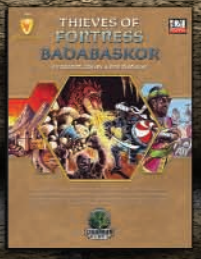
JG #3

DCC #12

DCC #25

DCC #30

DCC #4



JG #1

DCC #12.5

DCC #47

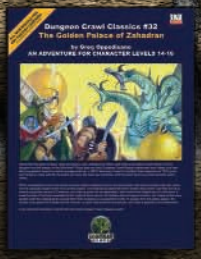
DCC #18

DCC #21

JG #2

DCC #15

DCC #22


DCC #32

DCC #13

DCC #33

DCC #35: Gazetteer of the Known Realms:

This boxed set contains two Dungeon Crawl Classics adventures not available elsewhere (#35A & 35B), four poster-sized maps of Áereth, and two sourcebooks including campaign rules and adventure paths.

DCC #51: Castle Whiterock:

A 700-page dungeon crawl that takes 1st level heroes all the way to 15th level!

Saga of the Dragon Cult:

This boxed set includes four Dungeon Crawl Classics adventures (#2, 17, 10, & 6) and a 32-page adventure path guide that ties these four modules into one cohesive adventure path with plot adjustments, new interludes, and more details on the world of Áereth, for a total of 168 pages of adventure!