

# Shadows of the Mindflayer King

A One-Round Dungeons & Dragons® Living Greyhawk™  
Shield Lands Regional Adventure

Version 0.9

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Adventurers lost in the domain of the Mindflayer King learn of a pathway to the surface, but to reach the path, how far into the dark must they travel? A one-round Shadowdark adventure for APLs 2 to 12.

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

### PREPARING FOR PLAY

To get the most out of this adventure, you need copies of the following D&D rule books: PH, DMG, and MM.

Throughout this adventure, text in ***bold italics*** provides player information for you to paraphrase or read aloud when appropriate. Information on nonplayer characters (NPCs) and monsters appear in abbreviated form in the adventure text. Refer to Appendix 1 for full information on NPCs and monsters. For your convenience, Appendix 1 is split by APL.

Along with this adventure, you'll find a RPGA session tracking sheet. If you're playing this adventure as part of an RPGA-sanctioned event, complete and turn in this sheet to your senior GM directly after play. You'll also

find a LIVING GREYHAWK adventure record (AR). You need one copy of this for each participating player.

## AVERAGE PARTY LEVEL (APL)

See Chapter One of the *Living Greyhawk Campaign Sourcebook* for details on APLs. If the APL of your group is an odd number, ask them before the adventure begins whether they would like to play the higher or the lower adjacent APL.

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

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

## TIME UNITS AND UPKEEP

This is a standard Regional adventure, set in the Shield Lands. Characters native to that region pay 1 Time Unit per round; all other characters pay 2 Time Units per round.

More information about Lifestyle and Upkeep can be found in the *Living Greyhawk Campaign Sourcebook*.

## ADVENTURE BACKGROUND

The Shadowdark is a distortion of the real world, infused with the power of the Plane of Shadow. It exists between daylight and total darkness and is a land of whispers and screams, nightmares and shattered hopes.

Intersecting with Oerth in places where darkness runs deepest and hope has little chance to shine, the Shadowdark has grown more closely connected to the Shield Lands due to recent treacheries and repeated casting of the Iuzian spell, earthstride. Tunnels through the earth beneath the Shield Lands, created by the earthstride spell, have intersected with a cavernous portion of the Shadowdark. This realm is ruled by the Mindflyer King and brought to order by his minions.

At the end of CY 596, adventurers in the Shield Lands helped expose the treachery of Lord Regent Natan Enerick, Captain Kruptan, and several figures close to them. Enerick, gone completely mad, was captured in his estate, brought to trial, and convicted of treason. His co-conspirator, Captain Kruptan, however, had abandoned his post at Gensal and was nowhere to be found.

Shortly thereafter, in Southkeep, the Shield Lands experienced its first clash with the Shadowdark and the twisted creatures that came from those lands. A band of brave adventurers entered the dark territory and found a way to close the portal to the Shadowdark, but as they completed their task they discovered two astonishing facts. They had, first of all, somehow ended up in Gensal. And, secondly, they became silent witnesses to the death of Captain Kruptan, watching as Greycloak archers filled

his body with arrows and sent him plummeting to his death... down a portal into the Shadowdark where the minions of the Mindflayer King enforce his rule.

## ADVENTURE SUMMARY

This is a non-linear adventure, and DMs should be certain to read the adventure before running it so that they can respond and adapt to decisions players make during the course of the adventure.

The PCs begin the adventure hopelessly lost in the Shadowdark, a cavernous realm of tunnels that intersect with both the surface world and the Plane of Shadow. Their light sources have diminished, and their eyes have begun to adapt to the endless dark. Some adventurers may have been following Krupstan's trail, but all their leads run into dead ends. All their leads have been lost.

In Encounter One, the party continues its journey through the Shadowdark, past abandoned camps and signs of battles long past, for a period of time that by the PCs' best estimates amounts to several days.

Then, in Encounter Two, as the party rests, they are ambushed by giants. The giants are fleeing from troglodyte slavers who intend to capture them and force them into the service of the Mindflayer King. The party may deal with the giants and troglodytes in any number of ways, but after the encounter they will have learned of the location of a troglodyte encampment where the troglodytes hold captive a number of slaves.

In Encounter Three, the party explores the troglodyte encampment. There they can speak with the tribe's leader and learn about the Mindflayer King and his city. They can also learn of the chieftain's resentment of the Mindflayer King and of the troglodytes' political tensions with the Dark Ones, the Mindflayer King's intelligence agents. PCs willing to deal with the troglodytes may strike a deal to gain the troglodytes' aid along their journey back to the Shield Lands.

In Encounter Four, the party attracts the attention of a small, politically ambitious group of Dark Ones. Players have the opportunity to parley with these intelligence agents of the Mindflayer King, if they choose, and may learn about the political tensions between the Dark Ones and the troglodytes, this time from the Dark Ones' perspective. PCs willing to deal with the Dark Ones may strike a deal to gain the Dark Ones' aid along their journey back to the Shield Lands.

Encounter Five allows parties who negotiated with neither the troglodytes nor the Dark Ones to learn of the ancient dagger that holds the attention of both groups. In this encounter, the party journeys for a great period of time, still unable to find a way back to the Shield Lands, until they wander across the path of a pack of roaming shadow gnome junk merchants. One of them can relate to the party the tale of how he came across a magical dagger but lost it when his former partner ran off with it, never again to return.

In Encounter Six, the party heads into a series of dangerous caverns in search of a magical dagger. Some

parties may learn they are being observed by a handful of dark kobolds, loyal servants of the Master of the Caverns. As they continue, the party find the caverns are trapped and guarded by a hydra.

After they make their way past the hydra, Encounter Seven allows the PCs to meet the Master of the Caverns, the current possessor of the magical dagger, an ancient, lonely and bored hive mother. The PCs may resolve this encounter in a number of ways as the hive mother is willing to give the party the dagger in exchange for a small price. Of course, some parties may be able to defeat the eye tyrant or steal the dagger from out his lair.

In Encounter Eight, the party decides what to do with the dagger. They may give it to either the troglodytes, the Dark Ones or the dark-gnome junk merchant; or they may keep it for themselves. But whatever decision they make, it is certain to have numerous repercussions as they find their way to (and possibly through) the gates of Az'Halaz, the city of the Mindflayer King.

## PREPARATION FOR PLAY

DMs are **STRONGLY** encouraged to read through this adventure before they run it.

- Traits of the Shadowdark

The Shadowdark functions differently than the material plane. DMs should review Appendix 3 for more information about the effects of the Shadowdark.

- Non-linear Adventure

Most encounters in this adventure allow the PCs to pursue a variety of possible actions, and though it proves necessary for parties to run across some encounters ahead of others, the DM should do everything in his or her power to adapt the core story of this adventure to the PCs' actions. Certain characters and factions exist in the world of the Shadowdark, and each has its own agenda; however, DMs should try, as much as possible, to allow the PCs to encounter the Shadowdark's denizens at their own pace and in their own fashion, rather than foisting encounters upon the party simply because the paragraph following the one the DM just read suddenly introduces a new encounter.

- Untiered Encounters

This adventure contains both a number of untiered encounters that allow PCs the freedom of entering into combat with forces potentially far stronger than them. The danger inherent in this situation is that the players will get their characters foolishly and needlessly killed in combats they can't possibly hope to win; the intended advantage in this situation is that the players will get a greater sense of the Shadowdark, an entire world of apprehension and terror. The DM's primary tool to help successfully guide players into challenging but survivable encounters is a strong sense of story; while the DM is encouraged to allow players the freedom to do as they wish and to explore beyond the linear restraints of most other adventures, he or she is also encouraged to use a heavy brush to paint a picture of the small band of

adventurers in a dark, cavernous world that is almost completely hostile to them.

- **Convention Play**

DMs may have some difficulty running this adventure within the strict time constraints of a convention setting. In order to facilitate speedy play, judges may wish to pursue a number of available options: 1) Have players make a dozen d20 rolls and record them in order. Have each player to let you see his or her character sheet, and record the character's Listen, Sense Motive, and Spot check modifiers, along with its Will save modifier. Also record each character's total weight, including standard adventuring gear. This information allows you, as a DM, to use the rolls in situations where the PCs won't know what checks they're making, and thus moves the story along with minimal interruption. 2) Drop an encounter or two. If the players have played through encounters enough to earn the chance for maximum XP and GP and if they have a basic understanding of the tension between the troglodytes and the Dark Ones, DMs may streamline the adventure to steer players more quickly toward the magical dagger and conclusion. 3) Interrupt lengthy discussions about party decisions to suggest a vote.

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## ACKNOWLEDGMENTS

Thanks to Jeff Dobberpuhl for his summary of the Shadowdark!

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## INTRODUCTION

The DM should hand give *Player Handout 1: A Call for Help* to anyone whose PC did not end his or her previous adventure in the Shadowdark.

The DM should allow the players a moment to introduce their characters, then read the following text:

*Some sages claim that dead worlds fade and feed the Plane of Shadows. Some go so far as to say that the Shadow Plane hungers, like a beast, and constantly pulls at the fabric of those planes it intersects, sometimes tearing parts of them into itself. Reputable scholars are loathe to acknowledge such claims, but the darkness around you seems almost to hunger. Long ago, it sucked the light from you, licking it from your torches in a flash, then stealing it from your eyes and even your memory. Your memories of the world you used to know have started to wear and fray like old fabric. Things that were of the utmost importance to you before now seem much further away. They seem to recede. You can focus on them for a short period of time, but the effort is straining and, ultimately, not worth the energy. Your eyes have adapted, strangely, to the darkness, and it carries a familiar, if not comforting, weight. The air in the ever-present caverns alternates in temperature—now hot, now cold—but the differences in temperature matter less and less. You have gotten hopelessly lost, and your companions*

*continue to accompany you through these labyrinthine tunnels, at least for now. But who knows? Sometimes, the way in which you joined paths strikes you as meaningless, and you wonder if the others care about your association. Perhaps they will wander away in their own directions. Perhaps they will abandon the quest. What was it? Sometimes, you realize that you hunger, and you search for food, managing to find edible fungi or small beasts to cook. Then sometimes, a chill sweeps through you, and you remember the surface world, the green pastures of the Shield Lands, and you think of finding a way home.*

The PCs are lost. They did not enter this realm by ordinary means, and the skills and abilities they would use to traverse the Shield Lands and the material plane only seem to be completely confounded in the Shadowdark. PCs who played SHL7-01 “Falling into Shadows,” ended that adventure on the road to the Mindflayer King's city, but they unknowingly entered the Shifting Wastes, a subsection of the Shadowdark that responds to fear like a living thing. PCs who try to Track their path back to a point where they weren't lost may find their trails abruptly disappear, head into areas they clearly don't recognize, or do bizarre things like wind off the floor and onto the wall, maybe even the ceiling. Why don't the denizens of the Shadowdark all find themselves lost in the Shifting Wastes, too? Perhaps some of them do. Perhaps the Shadowdark hungers for the few sparks of light that reside in the PCs. As the party travels, divinations provide direction, but players who follow them for more than a short period of time shortly find themselves tracing circles, at least so far as they can tell.

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## 1: LOST IN THE SHIFTING WASTES!

In this encounter, the PCs explore the Shadowdark for 1d3+1 days before a number of giants come upon their camp at night. During that time, their journeys lead them across some strange sights. Each day that they journey, the DM should roll on the encounter chart below (don't re-roll if you get the same result; the PCs have simply traveled in circles):

- 1 – 10. The party comes across the partially-eaten, emaciated body of a dead duergar. Manacles still shackle his wrists and ankles, though the chains are smashed apart only a couple links away from the bindings. His back is covered with scars from whip lashes. He has clearly died from starvation. It is difficult to determine how long ago he died (Heal check DC 20), but it seems to have been between two and three weeks ago.
- 11 – 25. When the party establishes camp to rest, players who succeed at a Spot check (DC 15) see a figure walking silently across the edge of their vision, heading quickly into the deeper tunnels. The figure appears differently to each PC; any PC who spies the figure vaguely recognizes it as his or her mother,

through colder and more gaunt, almost like an undead version. PCs who investigate for tracks find a pair of tracks leading into the deeper tunnels, but they become impossible to follow when they lead to a shallow underground stream.

- 26 – 60. The party comes across a small, abandoned encampment built for small-sized humanoids. Meals have been left uneaten. Pots and dishes are strewn about. The tents are torn and collapsed, and broken weapons litter the ground. Everything is made of stone, bone, and hide.
- 61 – 80. The party travels hours through a long, narrow cavern with a ceiling that rises far, far out of sight (roughly 300 ft high). At times the cavern narrows to 5 ft wide, though it typically ranges between 15 and 30 ft wide. Party members who succeed at a Listen check (DC 15) begin to hear whispers, seemingly coming from above them. It takes them several minutes to begin to understand them, but they eventually recognize the whispers as mocking advice from former friends, their voices now more monotonous and dispassionate. (Examples: Soldiers might hear their mothers tell them to eat their meat and potatoes so they can grow up to be big and strong. Rogues might hear a friend's voice telling them to keep looking; "You'll find it." Clerics hear a ranking clergy member reciting the litany of his or her faith. Elves hear a parent extolling the virtues of elven artistry and music. Dwarves hear friends coldly reciting the lyrics to drinking songs. Etc.) PCs who use a means of investigating the cavern (fly, etc.), may find stalactites or bats or darkmantles or any combination, but nothing of real interest.
- 80 – 87. The party comes across a small stretch of tunnels filled with a spongy, fungus that smells vaguely like lilac on a summer breeze, but laced with a taint of death or decay, just noticeable enough to corrupt whatever reveries the lilac scent might prompt.
- 88 – 95. The party comes to a four-way intersection. They hear a faint, plaintive moaning, as of a humanoid in pain, down a random tunnel (roll 1d3: 1 = left, 2 = forward, 3 = right). If the party follows the moan, it seems to grow louder and more intense, then abruptly ceases. After a couple hours, the party's path winds back to the same intersection. If the party heads down a different tunnel, they hear a sharp cry, then silence. Their path takes them out of the area.
- 95 – 100. The PCs come to a vast cavern in which an entire city sits in the darkness, silent and abandoned. Roughly one-hundred buildings stand upon the ground or line the walls of the cavern. A fine dust covers everything. If the party members stick together, they don't find anything else of note. However, if they split up and explore the area individually (or if they camp in the city and take separate watches), they begin to perceive hints of architecture that distinctly resemble that of their home city. Furthermore, they hear a faint, mirthless laughter in the hushed tones of their home town acquaintances, as though their were people at play. But the laughter dies away as suddenly as it began.

## DM NOTE

The above encounters are meant to allow the players to interact with the Shadowdark environment. To that extent, please feel free to invent additional materials running in the same spirit as long as time permits. The Shadowdark is a place of apprehension and quiet fear, whispers and distant cries. DMs are encouraged to "tease" players with hints of direction until the PCs start to take the reins of the adventure and plot their own path. DMs running this adventure as part of a home gaming session might choose to focus more heavily on this early, exploratory part of the adventure and should feel free to introduce appropriate monsters (some aberrations, swarms, or vermin) that pose little or no threat to the party simply in order to further reinforce the illusion that the PCs are making some progress (or becoming further frustrated in their efforts) to find their way home.

## 2: GIANTS AREN'T VERY SNEAKY

Finally, after the PCs have explored the caverns for 1d3+1 days, as noted in Encounter One, the DM should "allow" them to find a safe place in the caverns to camp (perhaps the PCs use Knowledge [dungeoneering] or Survival to find a good resting place). The surrounding terrain is rockier but more open than much of the other caverns and tunnels, and the PCs manage to find a tunnel leading away from the open terrain and sealed at its far end.

That night, on the second watch (if the PCs have established watch), a number of giants run into the PCs' encampment, weapons in hand. They will be followed, shortly, by a band of troglodyte slavers who mean to capture the giants.

## ENCOUNTER BACKGROUND

The giants in this encounter (Morgdu, Tamar, and Recklaw) are fleeing from a raid by troglodyte slavers. The raid caught a small band of giants utterly by surprise, and some of the giants were captured while many others managed to flee. The troglodyte raiders, led by the troglodyte chieftain, sought to enslave a number of creatures of considerable power in order to bring them before their chieftain's mate until she could use charm monster and convince them to seek out the magical dagger, rumored to be in the Caverns of the Howling, from which no troglodyte has ever returned. When some of the giants fled, the chieftain instructed a small group of troglodytes to hunt them down. They are aided by a harpy (APLs 2, 8, 10 and 12) or an evil outsider (APLs 4 and 6) already charmed by the troglodyte witch. The giants begin their encounter with the PCs startled and confused to find surface dwellers sheltered in a dead-end branch of the tunnels, and they fear the surface dwellers might be participating in a troglodyte trap. The troglodytes, when they arrive, will see the PCs as useful allies (if they're already fighting the giants) or as a force to be wooed away from their enemies (if they're in negotiation with the giants). The troglodytes wish to capture the giants alive.

The PCs should be free to respond to this encounter however they see fit. Some options include: 1) fighting the giants and allowing the troglodytes to assist them, 2) using Diplomacy to negotiate with the giants and aiding them to flee or defeat the troglodytes, 3) fighting the giants, then fighting the troglodytes, 4) using Diplomacy to firmly declare their neutral status, allowing them to watch as the troglodytes defeat the giants, 5) fleeing. For any Diplomacy (or Intimidate) attempts, refer to the chart in the Player's Handbook on Page 72. Remember to apply a –10 circumstance modifier to any rushed attempts. Treat the giants as initially Unfriendly, and treat the troglodytes as initially Indifferent.

Note that the ogres and trolls speak only Giant. Unless the PCs can speak Giant, assign them a –4 circumstance penalty to their Diplomacy checks (though the DM may reduce the penalty to a –2 if the party makes good roleplaying use of sign language). The frost and fire giants, as well as the troglodyte slavers' leader, all speak Common.

The giants know that the troglodyte slavers made slaves of other races, including bugbears, goblins, gnomes, and a human. They saw several such slaves when the slavers raided their encampment. If the PCs are willing to help the giants free their companions, they will help the party free other slaves, such as the human slave.

## CREATURES

APL 2 (EL 4 or 6)

**Ogre** (3): hp 29; MM 199.

AND

**Troglodyte Slaver** (2): hp 36; Appendix 1.

**Harpy**: hp 31; MM 151.

APL 4 (EL 6 or 8)

**Troll** (3): hp 63 each; MM 247.

AND

**Troglodyte Slaver** (6): hp 36; Appendix 1.

**Succubus**: hp 33; MM 47.

APL 6 (EL 8 or 10)

**Hill Giant** (3): hp 102; MM 123.

AND

**Troglodyte Slaver** (6): hp 46; Appendix 1.

**Erinyes**: hp 85; MM 54.

APL 8 (EL 10 or 12)

**Frost Giant** (3): hp 133; MM 122.

AND

**Troglodyte Slaver** (6): hp 56; Appendix 1.

**Harpy Archer**: hp 103; MM 151.

APL 10s – 12 (EL 12 or 14)

**Troll, 6th-Level Ranger** (3): hp 130; MM 247.

AND

**Troglodyte Slaver** (6): hp 56; Appendix 1.

**Harpy Archer**: hp 103; MM 151.

## Tactics

The PCs should hear the giants as they approach, and they should later hear the troglodytes approaching. As the giants approach, have the PCs make Listen checks. The distance at which the PCs hear the sound of footsteps and, accordingly, the amount of time the PCs have to respond is determined on the chart below. After the initial check, the PCs hear the approaching footfalls rapidly growing louder. The chart assumes the giants approach the PCs with double-moves, taking a –5 penalty to their Move Silently checks for moving at normal speed. It also takes into account the effect the twisting rock tunnels have on the Listen check.

Listen DC / Distance / Rounds to 30 ft. distance

DC 0 / 50 ft. / 1 round

DC 10 / 100 ft. / 2 rounds

DC 26 / 160 ft. / 3 rounds

DC 37 / 220 ft. / 4 rounds

When the PCs Spot the Giants, allow them a Sense Motive check (DC 15) to determine that the Giants are surprised to find the PCs in their path. A Sense Motive check (DC 20) determines that the Giants seem to be fleeing from something, and a Sense Motive check (DC 30) determines that the Giants seem to think the PCs are collaborating with whatever it is they're fleeing.

Note the initial attitudes as summarized above in the Encounter Background. Do not have all the giants immediately launch into combat with the PCs. Again, they are startled, confused, frightened and distrustful, but they are primarily concerned with escaping the troglodyte slavers. Even if the PCs attack the giants or prompt the giants to attack, one of the giants begins the encounter by serving as a rearguard, looking to see if he can spot the troglodytes in pursuit.

The terrain for this encounter is relatively simple. The DM should draw a roughly circular 30-ft. diameter encampment for the PCs (perhaps a bit lumpy due to the irregularities in the cavern walls). The entrance to this encampment is 25 ft. and the tunnel snakes back and slowly narrows, until 45 ft. from the encampment where it turns its first bend at 15 ft. wide.

If the PCs enter into negotiations with the giants, it takes the troglodytes 10 rounds to find their prey. If the PCs enter into combat with the giants, the troglodytes hear the noise and quickly catch up, arriving two rounds after the combat begins. The giant rearguard will call to his companions in Giant, saying, "They find us!"

When they arrive, the troglodyte slavers' leader, Ladocid, wishes to deal with the party to gain its aid to subdue and capture the giants. DMs are encouraged to let Ladocid make any deal within reason; typical deals include: not taking the PCs as slaves, telling the party his chieftain will help them leave the Shadowdark, and/or offering to turn over a number of slaves (typically one, such as the lone human slave) in exchange for giant slaves. These negotiations begin as soon as the troglodytes enter within range of their darkvision and within earshot

and, thus, occur before they act in the initiative. This allows them, on their turn, to attack the giants and/or PCs as matters resolve.

If the party manages to play one side against the other, the DM should pit roughly half the unfriendly monsters against the friendly monsters. Cooperative giants will attack either the harpy/outsider or the troglodytes as the party deems fit. Cooperative troglodytes will attack either one or two giants, depending on how easily the party seems to deal with the remainder. If the party refuses to ally with either side, the harpy/outsider will remove one giant from combat long enough for the troglodytes to subdue a second, while the third fights the PCs. Then half the troglodytes attack the giant under the influence of the harpy/outsider while the remaining troglodyte(s) ready to face the victor of the battle between the last giant and the PCs. In this way, they suffer only  $\frac{1}{4}$  their hit points as damage in the fight, leaving them with  $\frac{3}{4}$  hit points to deal with the PCs.

### Treasure

DMs should bear in mind that should the PCs work with the troglodytes, they will not be able to loot the giants' bodies (as the troglodytes claim the valuable gear for themselves).

PCs who loot the giants find a few gems and coins and little else of worth, except at APLs 10 and 12, when the trolls wield magical battleaxes and wear magical chain shirts.

APL 2: Loot – 0 gp, Coin – 8 gp, Magic – 0 gp.

APL 4: Loot – 0 gp, Coin – 16 gp, Magic – 0 gp.

APL 6: Loot – 0 gp, Coin – 24 gp, Magic – 0 gp.

APL 8: Loot – 0 gp, Coin – 32 gp, Magic – 0 gp.

APL 10: Loot – 0 gp, Coin – 100 gp, Magic – +1 battleaxe (192 gp), +1 chain shirt (104 gp).

APL 12: Loot – 0 gp, Coin – 100 gp, Magic – +1 battleaxe (192 gp), +1 chain shirt (104 gp).

If the PCs work with the giants to defeat the troglodytes, the giants expect half of the loot (and will fight to take what they feel is rightfully theirs). PCs who split their treasure with the giants get half of the amounts listed below. PCs who loot the troglodytes find that they were carrying nothing but the gear they meant to use to capture the giants.

APL 2: Loot – 45 gp, Coin – 0 gp, Magic – potion of cure moderate wounds (12 gp).

APL 4: Loot – 45 gp, Coin – 0 gp, Magic – potion of cure moderate wounds (12 gp).

APL 6: Loot – 47 gp, Coin – 0 gp, Magic – +1 breastplate (112 gp), potion of cure moderate wounds (12 gp), +1 flaming composite longbow [str +5] (741 gp).

APL 8: Loot – 49 gp, Coin – 0 gp, Magic – +1 breastplate (112 gp), +1 heavy wooden shield (96 gp), potion of cure moderate wounds (12 gp), +3 studded leather (764 gp), +1 frost composite longbow (708 gp), ring of protection +1 (166 gp).

APL 10: Loot – 49 gp, Coin – 0 gp, Magic – +1 breastplate (112 gp), +1 heavy wooden shield (96 gp),

potion of cure moderate wounds (12 gp), +3 studded leather (764 gp), +1 frost composite longbow (708 gp), ring of protection +1 (166 gp).

APL 12: Loot – 49 gp, Coin – 0 gp, Magic – +1 breastplate (112 gp), +1 heavy wooden shield (96 gp), potion of cure moderate wounds (12 gp), +3 studded leather (764 gp), +1 frost composite longbow (708 gp), ring of protection +1 (166 gp).

### DEVELOPMENT

If the troglodytes defeat the PCs, they enslave them to return them to their city.

Regardless of the battle's outcome, the DM is encouraged to find a simple way to direct the PCs toward the troglodyte's city, either when Ladocid starts to offer things to the party to lure them there as guests or when the giants relate what they know about the troglodytes' slaves.

However, if there is no reasonable way to hint toward the troglodyte city, leave it alone. The PCs will have an alternate method of gaining vital information in Encounter Five.

## 3: GELMAK UDOG

The troglodyte city, Gelmak Udog, is effectively a suburb of Az'Halaz. Lying a half-hour's walk to the northwest of Az'Halaz's gates, Gelmak Udog is a walled and gated enclave of roughly 300 troglodytes, 100 of whom are combat-capable adults. The troglodytes have sworn themselves to the service of the Mindflayer King, but they reserve their true devotion to their local chieftain, Thozzad (Appendix 1), and his mate, the witch, Olanog (Appendix 1). Thozzad's personal guard consists of his two nephews, both 15th-level Fighters. Olanog's personal guard consists of Thozzad's eunuch younger brother, Mnk 15, and his religious advisor, Clr 10. Thozzad and Olanog's personal guards accompany them nearly all the time. The rest of the city's defenses consist of three shifts of watches, each composed of 25 soldiers (five 5th-level Fighters and 20 base troglodytes) and 3 healers (one 10th-level cleric and two 5th-level clerics). These troglodyte NPCs have the same statistics as those in the DMG (pgs. 114 – 119), except for the following: Troglodyte NPCs gain darkvision 60 ft., Stench (DC 11 + CON modifier), +2 HPs per level, +5 AC, and -1 to initiative. DMs should also make any logical substitutions in spells prepared (e.g. magic circle against evil becomes magic circle against good, etc.).

See the map of Gelmak Udog for its layout.

The terrain around Gelmak Udog becomes vague and indistinct. The caverns and rubble from which the PCs enter the area just... fade away. The ground flattens out, becoming a bleak, barren shadow of a windswept plain. (DMs who wish to gain a better understanding of this area should refer to SHL6-08, "Shadows of Memory.") It is almost as though Gelmak Udog and its environs have been torn from the nightmares of hundreds of peoples

and stitched together into a jagged city of stone, bone and animal hide.

PCs who accompany the troglodyte slavers (or have been enslaved by them) enter through the front gate once the guards there exchange words, in Draconic, with the slavers' leader and spend 2 rounds unbarring the doors. Inside the gates, the PCs see troglodyte guards as well as troglodyte women and children tending to everyday matters. Additionally, a number of slaves of different races (deep gnome, duergar, choker, etc.) perform menial labor under the supervision of troglodyte guards. The PCs are escorted to one of the few stone buildings where they are presented to Thozzad and Olanog.

PCs who arrive at Gelmak Udog in the company of the giants will have to find a way to enter the city on their own. DMs should use their discretion to determine whether or not a plan is reasonable and viable. Non-troglodyte visitors are few and far between, but they do exist. Some duergar and gnomes do trade with the troglodytes. Additionally, some Dark Ones and illithid occasionally arrive with business from Az'Halaz. There are no giant guests to the city. Furthermore, the slave pens are guarded at all times by a contingent of 10 base troglodytes led by a 10th-level Fighter and 5th-level Cleric. Five of the base troglodytes watch the outside of the pens while the others maintain their posts inside the walls.

The slave pens are divided into a ground floor, a basement, and a sub-basement. Slaves are kept in the basement and sub-basement (with the especially unruly ones in the sub-basement), and both floors containing slaves are kept completely in antimagic. The entire complex is situated between the chieftain's estate and the military barracks. (See the Map of the Gelmak Udog Slave Pens for more information.) If a party breaks into the slave pen and alerts the troglodytes, the guards sound an alarm that alerts Thozzad and his court (see below); they arrive outside the doors to the slave pens in 3 rounds from the alert, fully prepared for combat.

### THOZZAD'S CHAMBERS

PCs brought to Thozzad as slaves may attempt a Diplomacy check (DC 35) to persuade Thozzad they should be granted their freedom. Modify this attempt with circumstance bonuses or penalties as appropriate.

Thozzad is an imposing, scarred, grey-scaled veteran of many battles. He stands a full head taller than the other troglodytes and wears a magnificently-crafted suit of mithril full plate armor. Beside the throne of bone upon which he sits, with Olanog on a lower seat beside him, he keeps a warmace and a heavy steel shield. He sees the PCs as potential tools to recover a magical dagger of which he heard from a dark-gnome junk merchant.

Present with Thozzad and Olanog are their personal guards and a very old, shriveled and white-scaled troglodyte female, The Sage, the only living troglodyte who still has the tales of *Deathtongue*, the dagger, committed to memory.

DMs should feel free to roleplay this encounter as they see fit, with the following guidelines: Thozzad is of the school of thought that thinks before speaking and feels the fewer words said, the more impact each has. The Sage speaks only Draconic and Undercommon. Olanog acts like a seductress, whispering in Thozzad's ear and/or stroking his hand, whenever it suits the encounter. Thozzad's goal is to secure the PCs' assistance in recovering the magical dagger—one way or another. He begins with simple, trivial offerings; moves to meaningful offerings (such as helping the PCs leave the Shadowdark and/or freeing a slave in exchange for the dagger); and will move, if necessary, to threats.

Other information:

- Thozzad believes the magical dagger will help him overthrow the Mindflayer King and raise the troglodytes to the rulers of the Shadowdark.
- Thozzad learned of the magical dagger from a dark-gnome junk merchant. The troglodytes have not yet enslaved the dark-gnome merchant because he often finds metal to bring to them.
- Thozzad believes that his people (the troglodytes) have long been mistreated by the illithid and their spies, the Dark Ones. Thozzad and the troglodytes despise the Dark Ones because they feel they are cowardly and treacherous (any irony is lost on Thozzad and his troglodytes). They further despise the Dark Ones because, as spies, the Dark Ones gain closer confidence with the illithid.
- Thozzad wishes to keep the dagger secret from the Dark Ones. He feels (rightly) that if the Dark Ones learned about the dagger, they would want to obtain it themselves. He is not certain if they would keep it or turn it over to the Mindflayer King.
- Thozzad is a warrior who trusts to bonds of honor. Thus, he requests that PCs willing to work with him will present him with some sort of oath. He accepts anything suitable.
- The dark-gnome said his companion took the dagger and abandoned him when they were near the Caverns of the Howling. He was never seen again. This suggests the dark-gnome went into the Caverns of the Howling and met the same fate as all others who entered those dangerous lands.
- Thozzad has had Olanog *charm* and send a handful of slaves into the Caverns of the Howling. None have returned.
- The Sage can provide the general details of the story of *Deathtongue* (see "What knowledge remains" on DM's Aid 2: *Deathtongue*), up to the point where it was lost from the Shadowdark. Of course, she relates everything as hearsay. When she relates information regarding *Deathtongue* she rolls her eyes back into her head (in concentration) and chants rhythmically in Undercommon. (She is effectively reciting tales from old Undercommon folklore.)
- Thozzad believes old rumors that suggest the Mindflayer King's ancient palace guards a sealed portal

that leads out of the Shadowdark, possibly to the material plane.

- Thozzad is unable to free more than a couple slaves because they belong not to the troglodytes, but to House Othlez of the illithid. House Othlez tends to let the troglodytes manage their slaves so long as the business goes well, and it's not uncommon for a couple slaves to fall to the rigors of their existence. But Thozzad has already risked several slaves in his own attempts to gain the dagger; losing many more would invariably draw attention.
- There is only one human slave, a young female adult.

PCs who agree to work for Thozzad (or are otherwise forced to work for him) will be led to the Caverns of the Howling by two troglodyte guides (Exp 2; Hide +5, Survival +6).

Thozzad expects the party to return the dagger to him at Gelmak Udog.

## CREATURES

ALL APLs (EL 19)

**Thozzad:** hp 206; Appendix 1.

**Olanog::** hp 148; Appendix 1.

**Personal Guard (2):** hp 162; DMG 117, Ftr 15(+5 AC).

**Olanog's Eunuch:** hp 116; DMG 118, Mnk 15 (+5 AC).

**Thozzad's Advisor:** hp 98; DMG 115, Clr 10 (+5 AC).

### Tactics

Hopefully, the party won't start this fight, but if they do, the troglodytes guards, eunuch and advisor fight to protect their chieftain and witch. Thozzad, however, moves quickly to get in-between a number of adversaries, then rages, emits his stench, and starts to use Whirlwind Attack. He Dodges the likeliest, hard-hitting foe, using Elusive Target for all its advantages. Olanog immediately begins casting aggressive spells, using her Enchantment spells if possible, and preparing to escape if neither her Enchantment nor Necromancy spells prove effective.

### Treasure

Parties that defeat and loot Thozzad and his allies may earn the maximum allowable gp total for the adventure. The party, as a whole, may also earn 12,000 gp over cap to apply toward expenses in the course of the adventure (though the party gains no special access to spellcasting services or expensive and rare material components such as the diamonds needed for raise dead and similar spells).

## 4: THE DARK SIDE

A DM should introduce this encounter at some point after the party encounters the troglodyte slavers.

If PCs refuse to work with either the troglodytes or giants, the Dark Ones track them down and attempt to treat them as potential allies, based upon their mutual dislike of the troglodytes.

If the PCs work with the giants, the Dark Ones encounter the PCs at some point after the giants no longer accompany the PCs. This may even be after the PCs return from the Caverns of the Howling with *Deathtongue* (after Encounter Seven).

If the PCs work with the troglodytes, the Dark Ones track them down outside the Caverns of the Howling, attacking from the shadows to kill any troglodyte guides in the surprise round (assume all troglodytes fail their Spot and Listen checks). They declare that they smelled the treacherous stench of the troglodytes on them and seek to propose an alternate offer. They don't know what the troglodytes may have offered, but they feel they can win a game of one-upmanship.

At the beginning of the encounter, read or modify the following text as necessary:

*You hear a female voice behind you speak calmly in Common: "You have ventured far from home Outlanders, and you have the stink of troglodyte about you."*

*Where moments earlier there was only darkness, several cloaked figures emerge. Small and slightly built, they have large noses and beady, recessed eyes hidden beneath wild, hairy eyebrows. Instead of feet, these creatures have small hooves. But they make no sound as they step slowly toward you.*

*The voice continues to speak from the shadows as it moves around you toward the front of your party: "This is Dosh'Halag, the northern province of the Mindflayer King. There is little that transpires within Dosh'Halag that my companions and I do not know."*

*Before you, another figure emerges from the shadows. Larger and more graceful than the others, she appears to be human, though she is covered from head to toe in robes and a cloak. She holds a longbow loosely in her left hand.*

*"Allow me to introduce myself. I am Esheera, Chief Informant of the Dosh'Halag. I serve the Veil whose authority is superceded only by that of the Mindflayer King himself. The Veil has long suspected the troglodyte warrior, Thozzad, means some manner of treachery, and now we find you here. Tell me, is there anything we can do for you? And is there anything you can do for us in return?"*

Esheera and her companions hope to win the PCs' trust with charm and promises. To that extent, she'll be as honest as possible, though she may have to evade some topics. In such cases, she'll either return to the last question she asked the PCs or simply suggest that everyone stop playing games with the conversation and instead work to find a common ground.

Esheera is something like a captain of a secret police force, and her companions are low-ranking junior officers. DMs should feel free to roleplay her as a woman who is an expert both at guarding secrets and prying them loose from others.

Esheera can relate the following items in conversation, among others:

- (Truth) She and her companions have been following the PCs for an extended period of time. They've been interested in seeing how the PCs interacted with the troglodytes.
- (Bluff) She has no personal agenda against the troglodytes.
- (Truth) Her superiors in the Veil mentioned that the troglodytes seemed to be searching for something. She needs to find out what they're looking for.
- (Truth) She suspects the troglodytes seek some sort of weapon to use against the Mindflayer King.
- (Truth) The troglodytes have a history of treachery.
- (Bluff) It's in her best interest to keep the PCs' presence in the Shadowdark a secret. She wishes to gain her... fair... reward when she discovers the troglodytes' agenda.
- (Truth) Few individuals are privileged enough to meet the Mindflayer King, and most outlanders who have met him have been brought to him as dinner. He has a preference for fresh brains.
- (Bluff) The Mindflayer King has an iron grip over this region of the Shadowdark, but Esheera and her companions make a point of being as compassionate and lenient as they can.
- (Truth) Az'Halaz is a fortress city, shielded by massive walls and guarded by patrols of troglodytes, illithids, chuuls, and a few members of other races whom the illithid have made their thralls. The center of the Mindflayer King's domain, it is a city of roughly 10,000 individuals. Other than Dark Ones and troglodytes, there are very few humanoids in Az'Halaz. Occasionally, a duergar or orc enters the city and serves as a blacksmith or laborer.
- (Truth) The Mindflayer King's palace is guarded by powerful wards and sentries.

Ultimately, the PCs should be looking for one (or any combination) of three things during this encounter: 1) a way back to the Shield Lands; 2) the magical dagger, *Deathtongue*; and/or 3) a way to free a human enslaved by the troglodytes.

When Esheera and the PCs begin to discuss those matters, Esheera seems to relax a bit, pleased to get to business.

About finding a way out of the Shadowdark:

- Esheera has heard ranking members of the Veil speak of a sealed portal hidden within the Mindflayer King's palace. It may serve to lead the party back to their land. However, getting the party to the portal promises to prove difficult, and Esheera expects something in return.
- If the party mentions the dagger to her, she offers to help the party to the portal in exchange for the dagger.

- If the party does not yet know of the dagger when they speak with Esheera, she offers to help the party to the portal in exchange for solid information about the troglodytes' schemes.

About the magical dagger, *Deathtongue*:

- Esheera has not yet learned of the troglodytes' interest in the dagger. She has heard the name, *Deathtongue*, before, but it is mentioned only in old myths and legends, tales meant to give young Dark Ones the shivers before they sleep. If the troglodytes have offered the PCs anything to find the dagger, Esheera will offer more for the PCs to bring it to her.

About freeing the troglodytes' slaves:

- If the PCs ask Esheera if she can free some of the troglodyte slaves, she responds that she can (truth). She can write an order for the troglodytes to send slaves to Az'Halaz (truth). She can only demand for a couple prisoners to be transported, as releasing more would certainly raise suspicions (bluff). Most of the time, if slaves are transported from the troglodyte city to Az'Halaz, they are delivered to the illithid as delicacies (truth). However, Esheera will personally see that the prisoners are "diverted" to manual labor rather than the feast halls (truth).
- If the party mentions the dagger to her, she offers to free some slaves in exchange for the dagger.
- If the party does not yet know of the dagger when they speak with Esheera, she offers to free some slaves in exchange for solid information about the troglodytes' schemes.

Esheera informs the PCs that they can find her and her companions at a small, run-down building at the edge of the Caverns of the Howling that they use as a base of operations, and she provides them with directions (though not with any map or written or material evidence of any sort).

If the PCs speak with Esheera before they have learned of the dagger, she makes her offer to aid them for information in earnest. However, when the PCs later relate what they learn about the dagger, she alters the deal, demanding the dagger in exchange for her services, citing "unexpected difficulties" on her end, making her assistance more expensive than she had anticipated.

If the PCs agree to work with Esheera, she thanks them for their assistance, and she and her companions fade back into the shadows. At this point, the PCs are free to go on their way.

If the PCs openly refuse to work with Esheera, she tries a second time to persuade them. If they still refuse, she and her companions attack.

## CREATURES

APL 2 (EL 6)

**Esheera:** hp 75; *Appendix 1*.

**Dark Creeper (2):** hp 5; *Appendix 2*.

#### APL 4 (EL 8)

**Esheera:** hp 75; *Appendix 1*.

**Dark Creeper (4):** hp 5; *Appendix 2*.

#### APL 6 (EL 10)

**Esheera:** hp 75; *Appendix 1*.

**Dark Creeper Archer (4):** hp 17; *Appendix 1*.

#### APL 8 (EL 12)

**Esheera:** hp 75; *Appendix 1*.

**Dark Creeper Archer (4):** hp 35; *Appendix 1*.

#### APL 10 (EL 14)

**Esheera:** hp 75; *Appendix 1*.

**Dark Creeper Archer (4):** hp 55; *Appendix 1*.

#### APL 12 (EL 16)

**Esheera:** hp 75; *Appendix 1*.

**Dark Creeper Archer (4):** hp 74; *Appendix 1*.

#### Tactics

Esheera limits her participation in this combat according to the APL, and the EL is adjusted to account for her participation. If she determines that combat appears imminent, she uses Hide in Plain Sight to retreat from the combat and begin to study whichever PC most clearly declined her offers (or at APLs 2 and 4, where it is likely that her +7d6 Sneak Attack would kill most PCs, she will target whichever looks toughest, in order to intimidate the party). At APLs 2 through 6, she uses her assassin's dagger to deliver her death attack merely to paralyze a PC. At APLs 8 and above, she uses her assassin's dagger to deliver her death attack to kill a PC. At APLs 4 and above, her assassin's dagger is poisoned. At APLs 4 through 8, her dagger is coated with shadow essence poison (Fort DC 17 negates; initial damage 1 STR, secondary damage 2d6 STR). At APLs 10 and 12, her dagger is coated with dragon bile poison (Fort DC 26 negates; initial damage 3d6 STR, secondary damage 0). After she takes her death attack, she uses every means available to her to extricate herself from combat and report to her superiors in the Veil.

The Dark Creepers, if possible, optimize their tactics to gain sneak attack dice on the attack and to Hide in Plain Sight afterward.

The Dark Ones fight primarily to "teach the party a lesson," so if at any time, the PCs indicate that they've learned their lesson and are willing to follow the Dark Ones' lead, Esheera and her minions will cease their attack and resume negotiations, though with a distinctly harsher tone and conceding much less to the party (demanding certain things, rather than offering favors for them).

#### Treasure

This treasure summary is split into two parts. The first accounts for the wealth on the Dark Creepers. The second part accounts for the wealth solely on Esheera.

Dark Creepers:

APL 2: Loot – 2 gp, Coin – 0 gp, Magic – 0 gp.

APL 4: Loot – 4 gp, Coin – 0 gp, Magic – 0 gp.

APL 6: Loot – 56 gp, Coin – 0 gp, Magic – 0 gp.

APL 8: Loot – 15 gp, Coin – 0 gp, Magic – +1 composite longbow [str +2] (216 gp).

APL 10: Loot – 1 gp, Coin – 0 gp, Magic – +1 composite longbow [str +2] (216 gp), +1 leather armor (97 gp), +1 vest of resistance (83 gp).

APL 12: Loot – 1 gp, Coin – 0 gp, Magic – +1 composite longbow [str +2] (216 gp), +1 leather armor (97 gp), +1 vest of resistance (83 gp), cloak of elvenkind (208 gp).

Esheera:

All APLs – 12: Loot – 66 gp, Coin – 0 gp, Magic – improved shadow studded leather armor +1 (1347 gp), gloves of dexterity +2 (333 gp), assassin's dagger (1525 gp), boots of striding and springing (458 gp).

## 5: JUNK

This encounter is meant primarily to present information about *Deathtongue* to parties who have gained it neither from the troglodytes nor from the Dark Ones. However, DMs may include it if time permits and it feels appropriate to the flow of the adventure. In either case, DMs are strongly encouraged not to rely too soon upon this encounter to serve as the potential *deus ex machina* that it can become (as part of the purpose of this adventure is to bring PCs to struggle with the moral implications of the decisions they have to make).

A dark-gnome junk merchant, Jiminy Cobblestuff Spiderweb Grayhair Longnose Tog (or "Grayweb Tog" for short), wanders the Shadowdark in pursuit of strange stuff that he sells to the troglodytes, Dark Ones, and illithids. He carries a backpack that, despite all the junk tossed into it, never makes a sound, and he pushes a small cart ahead of him. His first (and only) defense is to Hide and flee (and, thus, it is likely the PCs may encounter Grayweb's "abandoned" cart before they encounter him).

#### CREATURES

**Grayweb Tog:** Dark-gnome Exp5; (Init +5, Hide in plain sight; Appraise +12, Hide +28, Listen +11, Move Silently +17, Spot +11)

Grayweb is a balding, straggly-haired gnome who dresses in strange, billowing shirts and trousers and always has a stocking cap atop his head. When he speaks, he tends to trail off in the middle of his sentences, often to examine someone else's item that catches his fancy. (E.g... "I've scoured these caverns for ages, now, since I was a young gnome only yay... high... What does that brooch of yours do? Is it for trade?")

Grayweb tries to trade with the PCs if they're interested. His wares include utensils and weapons made of bone and metal, some of which may be unfamiliar to humanoid characters; arcane spell components, collected and divided into separate containers; bags, jars, and boxes of various fungi; live vermin collected in jars; scraps of metal; and several star stones (see Appendix 3). If PCs actually wish to barter with Grayweb, they can effectively buy his items at full price while selling theirs at half. In short, any exchange he is willing to make occurs at standard rates for the PCs.

Grayweb can provide the PCs with the following information (though, as absent-minded as he is, he'll need constant PC prompting to pry it out of him):

- He used to have a business partner, another dark-gnome named Nooksweeper Altoon Dags, or Nookdag for short.
- He's a bit intimidated by the monsters that rule the Shadowdark, but he's managed to stay on good terms with all of them (and permitted his freedom) because he keeps finding interesting trinkets where others might not think to look.
- He won't reveal his business secrets (such as telling the PCs where to look for stuff), but he'll explain that the land is vast and more varied than most might expect.
- Some time ago (he can't specify as the PCs' concept of time is different from his), he and his companion found a dead body that looked much like the PCs do, except it was filled with arrow shafts. He and Nookdag looted the body and found, among the other things, a runed dagger made entirely of a smooth, polished stone. Once they had the dagger, Nookdag started acting strangely, and outside the Caverns of the Howling, he disappeared. Grayweb hasn't seen him since.
- The Caverns of the Howling are a dangerous, untamed area outside of the Mindflayer King's control. Though it's nominally part of the northern province, none of the illithid, troglodytes or Dark Ones travel into that region. It is said that no one who enters the Caverns ever returns.
- Grayweb suspects Nookdag ran into the Caverns of the Howling to abscond with the dagger.
- Grayweb mentioned the dagger during one of his deals with the troglodyte chieftain, Thozzad, and the troglodyte seemed extremely interested in his story.
- Thozzad, like all troglodytes, likes good metal.
- Grayweb has heard rumors of a sealed portal in the Mindflayer King's palace. Supposedly, the portal leads out of the Shadowdark.
- The Mindflayer King's city, Az'Halaz, is a veritable fortress, filled to the brim with illithids, troglodytes, Dark Ones and a host of other monsters. The city is walled, and its gates are all heavily guarded. Merchants have to line up before the gates whenever they wish to enter the city. They are always interrogated at length, though Grayweb has earned some leniency due to his longstanding reputation as a good merchant. Other

merchant races include duergar, deep gnomes, and orcs.

- He can lead the PCs to the Caverns of the Howling if they wish, but he'd like to be reimbursed if he has to travel anywhere near that dangerous area.

If the PCs push the encounter in that direction, DMs may allow the party to deal with Grayweb instead of the troglodytes or Dark Ones. He won't think of it, but should they mention it, he may be able to work with his contacts to smuggle the PCs into Az'Halaz. He will undertake the effort in return for trinkets (items on the PCs' persons, not loose coin) worth no less than APL x 1,000 gp, which he needs fronted to him, or for the dagger. If the PCs pursue this route, then Grayweb arranges a time and place to meet the party and conduct business once they have the dagger.

Once Grayweb sees the dagger, however, if he didn't make his deal for the dagger, he changes his end, demanding the dagger for his services because the strings he has to pull are going to cost him more than the PCs gave him. He can't refund the PCs full money (he no longer has it), but he's willing to refund half.

## 6: COMING AND GOING

The Caverns of the Howling lie to the north of Dosh'Halag. There, the effects of the Shadowdark appear mutable; cavern walls close in on the PCs, and then—at the end of a short, twisting tunnel—seem to disappear altogether until the PCs find themselves standing in an open space consisting only of shadow—shadow, and a sense of quieted dread.

Amid the surrounding caverns, there are some old, discharged traps (scythes caught against skeletons, a portcullis blocking a tunnel, needles lying on the cavern floor, etc.) but nothing else of note.

*Before you lay a land of muted dread. The darkness splits before you like a wake and washes over you in waves. Cavern walls choke in on either side of you, then... disappear, leaving you in a barren wasteland of darkness. A gnarled tree rises from a cracked and parched ground. How did a tree grow here? And how did it die? At the foot of a tree is a body, or the two halves of a body. Vermin have gnawed out the eyes and eaten much of the flesh. Centipedes crawl out of the flesh and scurry away as you approach. A moaning sounds from far in the distance. As though it was a beacon, a gravity of fear drawing you deeper into the Caverns of the Howling. Far off, an echoing laughter turns into a scream of terror. A series of caverns lies before you, rising once again from the barren terrain. You stare into the tunnel's maw, and a warm, moist breeze washes against your skin. With an eerie certainty, you realize this MUST be your way forward.*

The tunnels lead through a series of traps, though most of the traps have already been triggered and not reset.

Decayed bodies and skeletal remains of various humanoids, giants, and aberrations litter the tunnel floors.

PCs, meanwhile, may feel as though they are being watched. In fact, they are being observed by several dark-kobolds who serve the Master of the Caverns. These kobolds are several of the Master's trap-smiths, though they were separated from their trap-finder after they created—and tested—their last trap. They hope to follow the PCs back home (into the Master's lair) past whatever traps the PCs are able to disable and/or bypass.

## CREATURES

**Kobold Trap-smith (3):** Dark-kobold Exp5; (Init +2, Hide in plain sight; Craft (trapmaking) +12, Hide +25, Listen +8, Move Silently +13, Spot +8)

The kobold trap-smiths speak Draconic and a broken Common. Their names are Gimbu, Dook, and Zek. If the PCs spot them and speak with them, the kobolds are willing to explain their predicament (as above) and may go so far as to tell the party about some of the traps they know exist in the tunnels. If the party allows the kobolds to follow them through the tunnels, they'll yip and cheer when they see that trap after trap has already been "disabled" by something that's now dead nearby. As they get closer to the Master's lair, they'll become more excited and mention that some "really good" traps lie further down the tunnel. However, they didn't work on those traps, so they don't know where they are or how to disable them. They do, however, know that the Master has a pet hydra that lives in the area. As this part of the adventure isn't really time sensitive, PCs who learn this information may find a place to rest if they wish. In such a case, the kobolds take a great measure of curiosity in everything the party does and owns, and they continually express their readiness to keep going.

As the party continues down the system of tunnels, read or paraphrase the following text:

*The tunnels continue to stretch further into the darkness past the gory remains of humanoids and monsters that were obviously slain by the traps that lie disarmed beside them. Scythes protrude from the walls. Darts litter the floor. Rubble indicates where a rock slide fell from the wall to collapse a figure whose hooves protrude from beneath the stone pile. Then, for a while, maybe two hours, you walk toward the summoning fear and find no bodies littering the walkway. You hear a wind that sounds like a child sobbing. It comes from nowhere, then disappears. When it washes past you, you come upon the body of a dead humanoid the size of a halfling. It has a scaly hide, a naked tail like that of a rat, and a dog-like head with two small horns. Beside it, a cloth satchel lies on the ground, small tools strewn from it over the nearby floor.*

These are the remains of the leader of the kobold trap-smiths, a former kobold rogue and an experienced trap-

finder and trap-tester whose eyesight had started to fail him.

The tunnels in this area are 20 ft. wide by 20 ft. tall, and a Knowledge (architecture and engineering) or stonemasonry check (DC 11) reveals the stone has been skillfully worked. DMs should refer to the map of the Caverns of the Howling for a layout of these tunnels.

There is a trap here, but it has not been reset. Therefore, PCs gain no experience for locating it.

## TRAPS

### All APLs

**Finger of Death Trap:** CR 0; magic device; proximity trigger; manual reset (disarmed); spell effect (none, formerly *finger of death*, 20th-level wizard); Search DC 15; Disable Device DC 1.

### APLs 4 to 12

**Portcullis Trap:** CR —; mechanical; unique trigger (see tactics); manual reset; wooden portcullis (hardness 5, hit points 30, break DC 25); Search DC 24; Disable Device DC 24; Market value: 1,600 gp.

The finger of death trap has already been disarmed. The Search DC has been lowered to reflect the obvious presence of a trap. The Disable Device DC exists solely to indicate that it is necessary to have a character with Trapfinding check the trap to determine that it is not active and/or to determine how it was meant to function.

However, there is a second trap—a portcullis trap—just meters down the tunnel. Immediately beyond that trap, the Master of the Cavern's pet hydra seeks to make a quick meal of any invaders. Because the portcullis trap offers no potential damage on its own but, instead, enhances the risk of the party's encounter with the hydra, the hydra encounter gains +1 EL from the trap.

## CREATURES

### APL 2 (EL 4)

**Five-Headed Hydra:** hp 55; MM 156.

### APL 4 (EL 7)

**Five-Headed Pyro-Hydra:** hp 55; MM 156.

### APL 6 (EL 9)

**Seven-Headed Pyro-Hydra:** hp 77; MM 156.

### APL 8 (EL 11)

**Nine-Headed Pyro-Hydra:** hp 97; MM 157.

### APL 10 (EL 13)

**Eleven-Headed Pyro-Hydra:** hp 118; MM 157.

### APL 12 (EL 15)

**Twelve-Headed Pyro-Hydra:** hp 129; MM 157.

### Tactics

As indicated on the map of the Caverns of the Howling, to get to the Master of the Caverns, the PCs traverse a trapped stretch of tunnel that lies shortly beyond the dead kobold trap-smith. When the PCs first encounter the trap, it is disarmed (as have been so many other traps the PCs have encountered). However, the trap is reset as soon as the pressure plate supports 250 pounds. The trap is then triggered when the scale indicates that 250 pounds have moved off the pressure plate. When the trap is triggered, the portcullis drops, cutting off the tunnel at the end of the pressure plate, and potentially separating party members from each other, trapping some in a chamber with a hydra.

The Master of the Cavern's pet hydra lairs just beyond the portcullis trap. At the time the PCs approach the portcullis trap, the hydra is relaxing in its nest, a pile of muck and discarded gear 40 ft. off of the main tunnel. Allow it a Listen check (opposed by the PCs' Move Silently checks) to hear the party approaching; if the PCs do not declare they are Moving Silently, it needs to get a Listen DC 0. Remember to apply the -4 penalty for the 40 ft. distance. If it hears the party, it immediately takes double move into position around the corner from the trap to waylay the PCs. Allow the PCs Listen checks to hear it approach. If the portcullis trap is triggered, the noise immediately alerts the hydra, which moves into position. Likewise, it moves into position if it hears PCs at the door below its lair (see Development).

### Treasure

Parties that think to Search the hydra's nest (DC 20 Search check), find some coins and gems—as well as some torn, rusted, ruined, and mundane armor and weapons—all completely worthless.

- APL 2: Loot – 0 gp, Coin – 100 gp, Magic – 0 gp.
- APL 4: Loot – 0 gp, Coin – 200 gp, Magic – 0 gp.
- APL 6: Loot – 0 gp, Coin – 300 gp, Magic – 0 gp.
- APL 8: Loot – 0 gp, Coin – 400 gp, Magic – 0 gp.
- APL 10: Loot – 0 gp, Coin – 1000 gp, Magic – 0 gp.
- APL 12: Loot – 0 gp, Coin – 2000 gp, Magic – 0 gp.

### DEVELOPMENT

Below the hydra's lair is a locked iron door (hardness 10, hit points 60, break DC 28, Open Lock DC 20) that leads deeper into the tunnels.

## 7: THE MASTER OF THE CAVERNS

After they make their way past the hydra, the PCs follow the caverns to a point where a perfectly smooth tunnel, 20 ft. in diameter, slants sharply downward.

Traveling up or down the smooth tunnel is difficult and requires a Climb check (DC 20) or a Balance check (DC 14). Anyone who fails and falls slips and starts shooting down the tunnel as though on a slide. The descending tunnel twists and turns and shoots them out 150 ft. from its entrance into a large, domed chamber 60

ft. in diameter and 60 ft. tall at its apex. Because of the many twists and turns, PCs who fail their Climb or Balance checks take only 1d6 points of falling damage (those PCs who can Tumble may succeed at a DC 15 Tumble check to negate this damage).

The PCs enter from a tunnel 10 ft. above the floor on the western side of the room.

This is the chamber of the Master of the Caverns, an ancient, shadow-templated hive mother who is both lonely and bored. He is also in possession of the sentient dagger, *Deathtongue*, though the two of them aren't getting along all that well as neither one has much use for the other. (See Appendix 4 for more information about *Deathtongue*.)

Note: Myoprim is a hive “mother,” but hive mothers, like beholders, have no gender. Myoprim assumes the masculine pronouns simply because in “his” experience, he gets more respect from others that way.

Read or paraphrase the following text:

*The twisting tunnel ends abruptly, depositing you into a large, dark chamber with a curved roof and smooth, stone floor. From above you, you hear a deep, slow chuckle. “Hmmm...” says a low, lazy voice. “Hmmm... I wonder... Will you be... interesting... playthings for Myoprim, Master of the Caverns?”*

### CREATURES

ALL APLs (EL 19)

**Myoprim:** hp 308; Appendix 1.

### Tactics

Myoprim begins the encounter hiding in the shadows 40 ft. above the PCs, covering them in the cone of his antimagic eye. Unless the PCs manage to pose some sort of threat or go out of their way to annoy or insult him, Myoprim concerns himself primarily with deriving entertainment from his new guests. Any insubordination, however, is quickly punished, starting with less intrusive measures (sleep, charm monster) and working up to more forceful terms (finger of death, flesh to stone).

Myoprim is secretly willing to haggle the price the PCs must pay in order to obtain the dagger, but he'll start high, demanding one of the PCs stay with him and serve him for a period of time as a spy against the Mindflyer King (or to perform one of the other roles noted below). He derives pleasure, too, from watching PCs squirm in the negotiation process, so he drags it out as long as possible.

Additionally, Myoprim demands to know to which faction, if any, the PCs intend to give the dagger (or how they intend to use it against the Mindflyer King if they plan to keep it for themselves). He wishes to adjust his plans according to their decision.

DMs use the following notes as guidelines for any conversations between Myoprim and the PCs.

- Myoprim should be roleplayed as a bored genius, both experimental and pragmatic. Most things tire him, but some things he can use.
- Because he is a hive mother, it is extremely unusual that Myoprim lives outside of a large beholder community. In fact, he ruled one for some years, centuries ago, before he accidentally entered the Shadowdark. Unable to find his way home, Myoprim instead made a home of the Shadowdark and has been accruing power for untold decades while plotting his overthrow of the illithids.
- Myoprim can use the following services a PC might be able to offer: spy, entertainer, representative, assassin, and/or guardian.
- A spy must have APL + 3 ranks in at least 2 of the following skills to serve Myoprim: Disguise, Gather Information, Hide, Move Silently, Search.
- An entertainer must have a Perform (any) skill of APL + 5 in order to serve Myoprim.
- A representative must have APL + 3 ranks in at least 2 of the following skills to serve Myoprim: Bluff, Diplomacy, Gather Information, Intimidate, Sense Motive.
- An assassin must not be of Good alignment and must have Sneak Attack (or Skirmish damage or Sudden Strike) as well as a Hide skill equal to APL in order to serve Myoprim.
- A guardian must not be of Good alignment and must have a Base Attack bonus equal to APL –1 or higher in order to serve Myoprim.
- Myoprim will accept a gift in exchange for the services a PC would otherwise render: He will accept either 1 captive giant, 2 captive troglodyte slavers, or 2 captive Dark Ones in exchange for PC services.
- He is also willing to trade the dagger for a delicious, jellied feast. The PCs must “hunt” a slime creature Myoprim’s kobold minions have found and succeed at a Profession (cook) check (DC 15) to prepare it for Myoprim. He will *not* give the PCs the dagger if they simply kill the creature. They must *succeed* at the ensuing Profession (cook) check. The slime creature lurks 1 hour outside of Myoprim’s lair (the kobolds will provide directions). There, the PCs can hunt an ooze that lies hidden in a small chamber 10 feet above the floor, waiting 30 feet from the opening of the tunnel for creatures to wander beneath it. See the sub-header, “No Such Thing as a Free Lunch,” below. At APLs 2 and 4, the PCs face a *gelatinous cube* (MM, pg. 201). At APLs 6 and 8, they face a *black pudding* (MM, pg. 201). At APLs 10 and 12, they face an *elder black pudding* (MM, pg. 201). NOTE: PCs do not receive XP for defeating the ooze unless they succeed at the Profession (cook) check (DC 15).
- Myoprim has no ill feelings toward the illithids. They are interesting creatures and worthy foes, but as they currently rule the Shadowdark, he feels it is his duty to usurp them.
- Myoprim greatly dislikes the Dark Ones. They are sniveling, cowardly liars. Plus, they have an awful aftertaste. The only Dark Ones he encountered in the last half century, he fed to his pet hydra.
- Myoprim doesn’t have much of an opinion of the troglodytes, other than that they’re repulsive meals. He’s confident once he conquers the Shadowdark they’ll serve him as half-heartedly as they now serve the Mindflayer King.
- Myoprim has gained a good deal of information about the magical dagger from his conversations with it. He and the dagger have a quarrelsome relationship.
- The dagger’s name is *Deathtongue*, it was forged centuries ago and is native to the Shadowdark. It was brought to Myoprim’s lair by some of his kobold minions who picked it off the dead body of a shadow gnome who failed to bypass one of their traps. Myoprim since learned that it had been removed from the Shadowdark untold ages ago when a necromancer’s estate was cut off from the Shadowdark caverns and sealed beneath an island on the material plane. The dagger returned to the Shadowdark with the body of a dead surface dweller (Captain Kruppan), which is where the shadow gnome found it.
- Myoprim is unhappy with the dagger because he’s certain it refuses to share all of its secrets with him—simply because he can and will not wield it.
- Myoprim is certain that the dagger wishes to find a powerful master.
- If the PCs prove unwilling to deal with Myoprim for the dagger but don’t wish to attack him, he demands a gift worth a minimum of APL x 1,000 gp before he will allow the PCs to leave. Otherwise, he intends to attack them and loot their corpses. (He’ll chuckle if it comes to this because “That’s the true spirit of all adventurers, isn’t it?”)
- If the kobold trap-smiths are able to sneak behind the PCs to gain access back to Myoprim’s lair or able to convince the PCs to allow them to follow them back to the Master of the Caverns, they’ll enter the chamber shortly after the PCs engage Myoprim in conversation. Myoprim will give them a dry greeting, nonchalantly expressing his surprise that they hadn’t all had their brains removed, and then he’ll tell them they should start repairing a number of traps, which he itemizes.

### NO SUCH THING AS A FREE LUNCH

If the party makes a deal with Myoprim to prepare a delicious, jellied feast, they face the monsters detailed below.

### CREATURES

APLs 2 and 4 (EL 3)

**Gelatinous Cube:** hp 54; MM 201.

APLs 6 and 8 (EL 7)

**Black Pudding:** hp 115; MM 201.

APLs 10 and 12 (EL 12)

**Elder Black Pudding:** hp 290; MM page 201.

#### Tactics

As noted above, Myoprim's kobolds (or other servants) will lead the PCs to the entrance of a cave wherein some type of "slime creature" lairs. The ooze waits squeezed above the tunnel, 30 feet in from the mouth, around a slight bend from the entrance. It lairs in a tunnel just wide enough for it. In the case of the elder black pudding (APLs 10 and 12), the ooze hides above a chamber 30 feet in from the tunnel mouth.

#### Treasure

None. They're hungry oozes, and they've already digested their last meals.

#### DEVELOPMENT

The party needs to return to Myoprim's lair with the ooze and succeed at a Profession (cook) check (DC 15) in order to win the dagger.

#### DON'T START WHAT YOU CAN'T FINISH

If Myoprim truly engages a party in combat, he'll focus as much offensive power as possible at a single foe, hoping to take out party members one at a time. He begins by attacking healers, then ranged combatants (archers), then spellcasters of any sort, and finally melee combatants and everyone else. A typical opening round might see *finger of death*, *flesh to stone*, *disintegrate*, and *telekinesis* cast against a cleric, or any of the above until the cleric dies or is incapacitated. If Myoprim finds himself unable to affect a PC with its eye rays directly (due to high saves, AC, or spell resistance), he uses his *telekinesis* to fling about the many large items stored in nooks about his chamber. These include large spears, statuary, shields, etc. Assume each round that he can find an object weighing 275 + (1d10 x 10) lbs. to hurl at a PC.

If a party tries to steal the dagger, it is not trapped, though an *alarm* spell (caster level 11) guards the area with a proximity trigger of 10 ft. This trap also triggers a number of portcullis traps which seal the entrances to the chamber. The Search DC to locate the *alarm* trap is 26. The Disable Device DC to disarm the *alarm* trap is 26. However, PCs trying to steal the dagger must beat Myoprim's Spot check, or he will attack the would-be thief. Myoprim remains in his chamber or one of its nooks nearly all the time. If Myoprim catches any party trying to steal his dagger, he makes certain to "educate" the party by killing its thief, then using *disintegrate* to eliminate the body, before he further engages them in negotiations.

#### Treasure

Parties that defeat Myoprim and loot the exotic statuary, tomes, and magical items in his lair may earn the maximum allowable gp total for the adventure. The party, as a whole, may also earn 12,000 gp over cap to apply

toward expenses in the course of the adventure (though the party gains no special access to spellcasting services or expensive and rare material components).

#### DEVELOPMENT

When the PCs make their deal for the dagger or defeat Myoprim, they are free to leave, EXCEPT for any PC who agrees to serve him. Any such PC is charged 2 extra TUs for this adventure and gains "Servant of the Howling Caverns" on his or her AR.

The DM should give *Player Handout 2: Deathtongue* to whichever PC chooses to take the dagger.

### 8: PAY YOUR DUES

Once the party has the magical dagger, *Deathtongue*, they must decide what they wish to do with it. PCs may give it to the troglodytes, Dark Ones, the dark-gnome junk merchant, or keep it for themselves.

Just outside of the Caverns of the Howling, however, Dark One spies are waiting for the PCs' return (in—or near—a ruined and abandoned structure). If the PCs proceed toward the point Esheera indicated as a rendezvous site, the Dark Ones content themselves merely to Hide in the shadows and follow the PCs. If the PCs proceed toward the troglodyte city, a rendezvous with the dark-gnome junk merchant, or toward Az'Halaz (keeping the dagger for themselves), the Dark Ones set up an ambush to the best of their abilities. Give the PCs Spot and Listen checks, opposed by the Dark Ones' Hide and Move Silently checks, plus distance modifiers. The Dark Ones know innumerable shortcuts through strange valleys and portals and should be able to get into positions both behind and ahead of the PCs to lay their trap. They will try to ambush the PCs in a section of tunnel roughly 20 feet wide, where several protrusions from the cavern walls allow the Dark Ones to take cover in the initial rounds. If this combat occurs, it runs much like that from Encounter Four, except that Esheera is not present and does not participate.

If the PCs already fought the Dark Ones in Encounter Four, they do not fight them here. Instead, the Dark Ones try to follow the PCs and report their actions back to Esheera. They do not engage the party unless the party attacks them first AND prevents or significantly impedes their escape. The Dark Ones attempt to Hide and flee at the first opportunity.

#### CREATURES

APL 2 (EL 5)

**Dark Creeper (2):** hp 5; Appendix 2.

APL 4 (EL 7)

**Dark Creeper (4):** hp 5; Appendix 2.

APL 6 (EL 9)

**Dark Creeper Archer (4):** hp 17; Appendix 1.

#### APL 8 (EL 11)

**Dark Creeper Archer (4):** hp 35; *Appendix 1*.

#### APL 10 (EL 13)

**Dark Creeper Archer (4):** hp 55; *Appendix 1*.

#### APL 12 (EL 15)

**Dark Creeper Archer (4):** hp 74; *Appendix 1*.

#### Tactics

The Dark Creepers optimize their tactics to gain sneak attack dice on the attack and to Hide in Plain Sight afterward.

If any PC chooses to wield *Deathtongue* in combat, refer to *Appendix 4* to determine what effects the dagger chooses to impart upon its wielder.

#### Treasure

APL 2: Loot – 2 gp, Coin – 0 gp, Magic – 0 gp.

APL 4: Loot – 4 gp, Coin – 0 gp, Magic – 0 gp.

APL 6: Loot – 56 gp, Coin – 0 gp, Magic – 0 gp.

APL 8: Loot – 15 gp, Coin – 0 gp, Magic – +1 *composite longbow* [str +2] (216 gp).

APL 10: Loot – 1 gp, Coin – 0 gp, Magic – +1 *composite longbow* [str +2] (216 gp), +1 *leather armor* (97 gp), +1 *vest of resistance* (83 gp).

APL 12: Loot – 1 gp, Coin – 0 gp, Magic – +1 *composite longbow* [str +2] (216 gp), +1 *leather armor* (97 gp), +1 *vest of resistance* (83 gp), *cloak of elvenkind* (208 gp).

#### DEVELOPMENT

PCs who bring the dagger to the troglodytes are escorted back to the chieftain, Thozzad, who is good to his word and will assist the PCs along their way out of the Shadowdark and/or release a slave (or several slaves), depending on the deals the PCs made earlier in their adventure. (Some parties may even think to try to negotiate a harder bargain when they possess the dagger; DMs are encouraged to roleplay Thozzad's negotiations again as appropriate). If the party manages to free a slave (or several slaves), one (and only one) player at the table receives "Noni's Grudging Admiration" on his or her AR and may elect to have Noni join his or her party as an NPC for the remainder of this adventure as well as during SHL7-03 and SHL7-04. Unless the PC takes the Leadership feat and chooses to make Noni his or her Cohort, Noni remains a third-level Rogue and effective fourth-level character. (Some parties may free Noni by raiding the troglodyte slave pens. If they are successful, one player may receive "Noni's Grudging Admiration" on his or her AR, and may elect to have Noni join the party as an NPC for the remainder of the adventure—as noted above.) All players at the table gain "Ally of Thozzad."

PCs who bring the dagger to the Dark Ones are blind-folded (though not bound) and escorted through a small labyrinth of tunnels to a small room where they meet with Esheera. She assists the PCs into Az'Halaz as promised and arranges for the transfer of prisoners from

Gelmak Udog if she made such a promise; along the way, the convoy has an "accident," and a young human woman escapes, then later finds her way (in the company of a couple Dark Ones) to the safehouse where Esheera hides the PCs. One and only one player at the table may, in this event, receive "Noni's Grudging Admiration." All players at the table gain "Ally of Esheera."

PCs who bring the dagger to the dark-gnome junk merchant, Grayweb, find him driving a hard bargain, selling his wares, with a small group of orcs (male and female, warrior and child alike). After he finishes his dealings and bids the orcs a hearty farewell, he begins making preparations to smuggle the PCs into Az'Halaz. All players at the table gain "Ally of Grayweb."

If the party chooses to keep the dagger, *Deathtongue*, one and only one PC at the table receives "Deathtongue" on his or her AR.

## CONCLUSION: AZ'HALAZ, CITY OF THE MINDFLAYER KING

There are four possible conclusions, depending on what the PCs choose to do with the magical dagger, *Deathtongue*. Meanwhile, it takes the party's new allies (or ally) roughly two weeks to grease all the right wheels and put plans into motion. Any PC who earns "Servant of the Howling Caverns" on his or her AR manages to rejoin the party before it approaches the gates of Az'Halaz.

Read or paraphrase the following conclusion to parties who give the dagger to the troglodytes:

*In Gelmak Udog, Thozzad is pleased to take the dagger, Deathtongue, from you. "I will make the preparations I promised, outlanders," he says. "You will wait in Gelmak Udog. You will be safer here from the illithid."*

*A pair of guards escort you through a series of narrow alleys to a squat building of bone and hide. Inside, the building reeks of decay, and you see a dead rat in one corner. Five moldy furs lie in bed-shaped lumps on the floor. A cracked clay pot stands near the door.*

*Perhaps you'd find the environs distasteful, but as is the way of the Shadowdark, your distaste fades away, leaving you numb, except for the chill that runs down your spine when you hear the lashes of a whip, harsh words in the troglodytes' tongue, and the unfamiliar cry of whatever beast serves as a slave.*

*It seems that ages pass in this numbing darkness. Twice, troglodyte guards arrive at your hut to lead you into the city's sewers. "House Othlez sends an envoy to take slaves, but not your pink-skinned slave. You hide in the sewers until they go." You might expect the sewers to stink in a troglodyte city, and they do, but it hardly seems to matter.*

*You acquaint yourself with the daily routines of your new existence until you are summoned. Guards lead you through the narrow alleys of Gelmak Udog. As you travel to meet the chieftain, Thozzad, you see*

*several troglodyte slave drivers whipping a half-orc. The half-orc whimpers in pain, and for a moment you almost feel compelled to stop. But the feeling passes and you proceed to Thozzad's.*

*The witch-mate attracts your attention as Thozzad explains his plan. He tells you how he has arranged to have you smuggled into Az'Halaz with a dark-gnome shipment of star stones and rare ores, then disguise you as slaves within the city and lead you to the Mindflayer King's palace, but the witch continues to smile and leer curiously and, at times, whispers into Thozzad's ear, the runed, obsidian dagger, Deathtongue, sheathed at her hip. Thozzad remains stoic.*

*There is little for you to do but cooperate. You are packed into crates, miserably cramped in boxes with strange fungi and rotting furs. The journey takes nearly an hour to the gates of Az'Halaz. You listen, and it's clear there is a line and a wait of some sort. All manner of strange voices sound, but every once in a while, one of your dark-gnome smugglers whispers through the crate, "That's illithid. You hush." "That's chuul. You hush." "That's minotaur. You hush."*

*There is more conversation, and you hear your dark-gnome smuggler's voice as he speaks with the illithid voice. A long pause ensues. You hear the sounds of guards prodding into boxes and inspecting them. Then the wagons jerk and start to roll forward.*

*But squeezed in a box in the dark outside of Az'Halaz, your mind keeps stumbling upon the troglodyte witch's wicked smile, and you have to wonder if you were betrayed.*

Read or paraphrase the following conclusion to parties who give the dagger to the Dark Ones:

*You make your way to your rendez-vous with the Dark Ones, and at first, the site appears abandoned. The safehouse you were told would be here appears to be nothing more than a crumbling shell, but as you search around, you find a trap door that opens to reveal a ladder leading downward. As you prepare to descend, Esheera and her companions step out of the nearby shadows.*

*With an airy cheer, she thanks you when you turn over the dagger and tells you that she has already set her plans into motion, but that, owing to unforeseen circumstances, there will be some unfortunate delays. She reassures you that she's done everything in her power to make the safehouse comfortable for you while you wait.*

*Comfortable is obviously a relative term. The floor is made of uneven rock, and your lumpy mattresses do little to conceal the small edges and crags that jut into you all night long. A strange funk fills the air, smelling not entirely unlike a dwarf's socks after he finishes a two-week adventure through a bog. And the food the Dark Ones eat and*

*offer you is thin and slides over your tongue like mercury.*

*Esheera, meanwhile, disappears, not to be seen again. When you inquire of her companions about her plans, they cock their heads, then resume eating their strange, semi-solid food.*

*Small ages pass, and you begin to grow accustomed to your bed of rocks and your pungent chamber until a gnome in garish vestments arrives and hands some coin to the Dark Ones. The Dark Ones nod their heads, then excuse themselves. The gnome tells you that he is the plan.*

*There is little for you to do but cooperate. You are packed into crates, miserably cramped in boxes with strange fungi and rotting furs. The journey takes nearly an hour to the gates of Az'Halaz. You listen, and it's clear there is a line and a wait of some sort. All manner of strange voices sound, but every once in a while, one of your dark-gnome smugglers whispers through the crate, "That's illithid. You hush." "That's chuul. You hush." "That's minotaur. You hush."*

*There is more conversation, and you hear your dark-gnome smuggler's voice as he speaks with the illithid voice. A long pause ensues. You hear the sounds of guards prodding into boxes and inspecting them. Then the wagons jerk and start to roll forward.*

*But squeezed in a box in the dark outside of Az'Halaz, you keep wondering what happened to Esheera, and you have to wonder if you were betrayed.*

Read or paraphrase the following conclusion to parties who give the dagger to the dark-gnome junk merchant:

*With the dagger now firmly in your possession, you start back toward your rendez-vous with Grayweb. When you reach the site of your secret deal, you find the dark-gnome hot in trade with a small tribe of seventy orcs and a dozen bugbears. The small gnome is studying the craftsmanship of a small kobold statue when you interrupt him. He seems surprised to see you and starts a little, causing some of the nearby orcs to put their hands to their falchions. "Oh! My! I had forgotten a bit... But you... You have the dagger, right?" He looks around at you. As do all the nearby orcs and bugbears. One of the nearby bugbears strokes a long beard, dyed yellow, and sets down a silver spyglass to watch you. Grayweb continues, "And what do you think of this statue?" he asks. "The work is excellent... very lifelike... But the pose..." The kobold seems to be recoiling from some terrifying surprise. "It's quite creepy."*

*After you manage to separate Grayweb from his dealings, which is not an easy task, he tells you that he thinks he can pull some strings with other dark-gnome traders, competitors, and they'll be able to smuggle you into Az'Halaz.*

*There is little for you to do but cooperate. After a wait that seems like ages, following Grayweb through the endless tunnels of the Shadowdark, he manages to put his plan into action. You are packed into crates, miserably cramped in boxes with strange fungi and rotting furs. The journey takes nearly an hour to the gates of Az'Halaz. You listen, and it's clear there is a line and a wait of some sort. All manner of strange voices sound, but every once in a while, one of your dark-gnome smugglers whispers through the crate, "That's illithid. You hush." "That's chuul. You hush." "That's minotaur. You hush."*

*There is more conversation, and you hear your dark-gnome smuggler's voice as he speaks with the illithid voice. A long pause ensues. You hear the sounds of guards prodding into boxes and inspecting them. Then the wagons jerk and start to roll forward.*

*But squeezed in a box in the dark outside of Az'Halaz, you hear a familiar voice suddenly high-pitched in protest. The words are difficult to make out, likely a foreign language, but then the dark-gnome squeaks out a pitiful protest that you can't mistake: "But it's MY dagger!" he shouts. "I traded heavy for it!" Trapped in darkness, you hear the sound of orcish laughter as you roll toward the gates of the city of the Mindflayer King.*

Read or paraphrase the following conclusion to parties who keep the dagger for themselves:

*Your labors have brought you this far, and after you consider what to do with the magical dagger, Deathtongue, it seems only fair that you keep it for yourselves.*

*You have made some new enemies, but none that you couldn't handle. Now it seems that all roads lead toward Az'Halaz, the city of the Mindflayer King.*

*The city is an intimidating hub of transit between creatures of all types. Vast, vaulting, black stone walls stretch high above the surrounding terrain. High atop the sheer walls, patrols of hobgoblin archers and illithid mages keep watch over the main roadway leading to the city's main gates. Merchant wagons line up for a quarter mile. Rakshaasas, orcs, bugbears, minotaurs, troglodytes, chuul, kobolds, and all manner of beasts wait for entrance into the Mindflayer King's capitol.*

*Perhaps it is a result of the Shadowdark eating away at you, but you don't feel the familiar thrill of a challenge. Observing the masses of monsters leading up to the 30-foot tall cold iron gates of the city, you feel no exhilaration, no fear. You feel nothing regarding the challenge that awaits you. You must enter Az'Halaz. That is all.*

THE END

## EXPERIENCE POINT SUMMARY

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

### ENCOUNTER TWO: GIANTS AREN'T VERY SNEAKY

Defeating the giants or the troglodyte slavers without assistance.

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

OR

Defeating the giants with the troglodytes' assistance or the troglodytes with the giants' assistance.

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

### ENCOUNTER FOUR: THE DARK SIDE

Defeating the dark ones.

APL2 180 xp  
APL4 240 xp  
APL6 300 xp  
APL8 360 xp  
APL10 420 xp  
APL12 480 xp

### ENCOUNTER SIX: COMING AND GOING

Defeating the hydra.

APL2 120 xp  
APL4 210 xp  
APL6 270 xp  
APL8 330 xp  
APL10 390 xp  
APL12 450 xp

### ENCOUNTER SEVEN: THE MASTER OF THE CAVERNS

Negotiating with Myoprim to gain Deathtongue (by means that don't involve combat).

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

OR

Defeating an ooze and serving Myoprim a jellied feast to gain *Deathtongue*.

APL2 90 xp  
APL4 90 xp  
APL6 210 xp  
APL8 210 xp  
APL10 360 xp  
APL12 360 xp

#### ENCOUNTER EIGHT: PAY YOUR DUES

Defeating the dark creepers.

APL2 150 xp  
APL4 210 xp  
APL6 270 xp  
APL8 330 xp  
APL10 390 xp  
APL12 450 xp

#### STORY AWARD

The PCs deliver *Deathtongue* to the troglodytes, Dark Ones, or Grayweb.

APL2 45 xp  
APL4 66 xp  
APL6 90 xp  
APL8 110 xp  
APL10 130 xp  
APL12 150 xp

#### DISCRETIONARY ROLEPLAYING AWARD

APL2 45 xp  
APL4 66 xp  
APL6 90 xp  
APL8 110 xp  
APL10 130 xp  
APL12 150 xp

#### TOTAL POSSIBLE EXPERIENCE:

APL2 450 xp  
APL4 660 xp  
APL6 900 xp  
APL8 1,125 xp  
APL10 1,350 xp  
APL12 1,575 xp

### TREASURE SUMMARY

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

The loot total is the number of gold pieces each character gains if the foes are plundered of all their earthly possessions. Looting the bodies takes at least 10 minutes per every 5 enemies, and if the characters cannot take the time to loot the bodies, they do not gain this gold. If you feel it is reasonable that characters can go

back to loot the bodies, and those bodies are there (i.e., not carted off by dungeon scavengers, removed from the scene by the local watch, and so on), characters may return to retrieve loot. If the characters do not loot the body, the gold piece value for the loot is subtracted from the encounter totals given below.

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

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

Once you have subtracted the value for unclaimed treasure from each encounter add it up and that is the number of gold pieces a characters total and coin value increase at the end of the adventure. Write the total in the GP Gained field of the adventure certificate. Because this is a Regional scenario, characters may spend additional Time Units to practice professions or create items immediately after the adventure so this total may be modified by other circumstances.

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

#### DM NOTE:

Because of the multiple opportunities in this adventure for the party to avoid combats, it is highly likely that PCs will not earn the maximum gp value allotted them by the APL cap. Please be certain to calculate the PCs' treasure total on an encounter-by-encounter basis. Remember to multiply treasure totals by the number of opponents (with the same treasure) that the party defeats!

#### 2: GIANTS AREN'T VERY SNEAKY

##### *Treasure from the giants:*

APL 2: Loot – 0 gp, Coin – 8 gp, Magic – 0 gp.  
APL 4: Loot – 0 gp, Coin – 16 gp, Magic – 0 gp.  
APL 6: Loot – 0 gp, Coin – 24 gp, Magic – 0 gp.  
APL 8: Loot – 0 gp, Coin – 32 gp, Magic – 0 gp.  
APL 10: Loot – 0 gp, Coin – 100 gp, Magic – +1 battleaxe (192 gp), +1 chain shirt (104 gp).  
APL 12: Loot – 0 gp, Coin – 100 gp, Magic – +1 battleaxe (192 gp), +1 chain shirt (104 gp).

##### *Treasure from the troglodyte slavers:*

APL 2: Loot – 45 gp, Coin – 0 gp, Magic – *potion of cure moderate wounds* (12 gp).

APL 4: Loot – 45 gp, Coin – 0 gp, Magic – *potion of cure moderate wounds* (12 gp).

APL 6: Loot – 47 gp, Coin – 0 gp, Magic – +1 *breastplate* (112 gp), *potion of cure moderate wounds* (12 gp), +1 *flaming composite longbow* [str +5] (741 gp).

APL 8: Loot – 49 gp, Coin – 0 gp, Magic – +1 *breastplate* (112 gp), +1 *heavy wooden shield* (96 gp), *potion of cure moderate wounds* (12 gp), +3 *studded leather* (764 gp), +1 *frost composite longbow* (708 gp), *ring of protection* +1 (166 gp).

APL 10: Loot – 49 gp, Coin – 0 gp, Magic – +1 *breastplate* (112 gp), +1 *heavy wooden shield* (96 gp), *potion of cure moderate wounds* (12 gp), +3 *studded leather* (764 gp), +1 *frost composite longbow* (708 gp), *ring of protection* +1 (166 gp).

APL 12: Loot – 49 gp, Coin – 0 gp, Magic – +1 *breastplate* (112 gp), +1 *heavy wooden shield* (96 gp), *potion of cure moderate wounds* (12 gp), +3 *studded leather* (764 gp), +1 *frost composite longbow* (708 gp), *ring of protection* +1 (166 gp).

### 3: THE DARK SIDE

#### *Treasure from the dark creepers:*

APL 2: Loot – 2 gp, Coin – 0 gp, Magic – 0 gp.

APL 4: Loot – 2 gp, Coin – 0 gp, Magic – 0 gp.

APL 6: Loot – 56 gp, Coin – 0 gp, Magic – 0 gp.

APL 8: Loot – 15 gp, Coin – 0 gp, Magic – +1 *composite longbow* [str +2] (216 gp).

APL 10: Loot – 1 gp, Coin – 0 gp, Magic – +1 *composite longbow* [str +2] (216 gp), +1 *leather armor* (97 gp), +1 *vest of resistance* (83 gp).

APL 12: Loot – 1 gp, Coin – 0 gp, Magic – +1 *composite longbow* [str +2] (216 gp), +1 *leather armor* (97 gp), +1 *vest of resistance* (83 gp), *cloak of elvenkind* (208 gp).

### 6: COMING AND GOING

APL 2: Loot – 0 gp, Coin – 100 gp, Magic – 0 gp.

APL 4: Loot – 0 gp, Coin – 200 gp, Magic – 0 gp.

APL 6: Loot – 0 gp, Coin – 300 gp, Magic – 0 gp.

APL 8: Loot – 0 gp, Coin – 400 gp, Magic – 0 gp.

APL 10: Loot – 0 gp, Coin – 1000 gp, Magic – 0 gp.

APL 12: Loot – 0 gp, Coin – 2000 gp, Magic – 0 gp.

### 8: PAY YOUR DUES

#### *Treasure from the dark creepers.*

No party that receives treasure from the dark creepers in Encounter Four may receive treasure from them in this encounter.

APL 2: Loot – 2 gp, Coin – 0 gp, Magic – 0 gp.

APL 4: Loot – 4 gp, Coin – 0 gp, Magic – 0 gp.

APL 6: Loot – 56 gp, Coin – 0 gp, Magic – 0 gp.

APL 8: Loot – 15 gp, Coin – 0 gp, Magic – +1 *composite longbow* [str +2] (216 gp).

APL 10: Loot – 1 gp, Coin – 0 gp, Magic – +1 *composite longbow* [str +2] (216 gp), +1 *leather armor* (97 gp), +1 *vest of resistance* (83 gp).

APL 12: Loot – 1 gp, Coin – 0 gp, Magic – +1 *composite longbow* [str +2] (216 gp), +1 *leather armor* (97 gp), +1 *vest of resistance* (83 gp), *cloak of elvenkind* (208 gp).

#### *Maximum negotiated payment for handing Deathtongue to Thozzad.*

APL 2: Loot – 0 gp, Coin – 200 gp, Magic – 0 gp.

APL 4: Loot – 0 gp, Coin – 300 gp, Magic – 0 gp.

APL 6: Loot – 0 gp, Coin – 400 gp, Magic – 0 gp.

APL 8: Loot – 0 gp, Coin – 500 gp, Magic – 0 gp.

APL 10: Loot – 0 gp, Coin – 500 gp, Magic – 0 gp.

APL 12: Loot – 0 gp, Coin – 600 gp, Magic – 0 gp.

OR

#### *Maximum negotiated payment for handing Deathtongue to Esheera.*

APL 2: Loot – 0 gp, Coin – 300 gp, Magic – 0 gp.

APL 4: Loot – 0 gp, Coin – 450 gp, Magic – 0 gp.

APL 6: Loot – 0 gp, Coin – 600 gp, Magic – 0 gp.

APL 8: Loot – 0 gp, Coin – 750 gp, Magic – 0 gp.

APL 10: Loot – 0 gp, Coin – 750 gp, Magic – 0 gp.

APL 12: Loot – 0 gp, Coin – 900 gp, Magic – 0 gp.

### MAXIMUM POSSIBLE TREASURE

APL 2: Loot – 94 gp, Coin – 424 gp, Magic – 24 gp.

APL 4: Loot – 180 gp, Coin – 700 gp, Magic – 72 gp.

APL 6: Loot – 282 gp, Coin – 972 gp, Magic – 1425 gp.

APL 8: Loot – 294 gp, Coin – 1246 gp, Magic – 2355 gp.

APL 10: Loot – 294 gp, Coin – 2050 gp, Magic – 3243 gp.

APL 12: Loot – 294 gp, Coin – 3200 gp, Magic – 4075 gp.

### SPECIAL

**Note:** Shadowdark adventures include SHL6-08, 7-01, 7-02, 7-03, 7-04, and 7-05. ‘Shadowdark’ access is the same as ‘Adventure’ access, except the items can be purchased after any Shadowdark adventure, as well.

#### **Trapped in Shadow!**

**Benefits:** If your prior AR is from a Shadowdark adventure, you gain 1 Shadow Point. This AR does not count for determining “Adventure” access length from non-Shadowdark ARs. All items on this AR are changed to ‘Shadowdark’ access.

**Restrictions:** If you use Magic Item Creation, Benefits from Non-Adventuring Activity, purchase items from a non-Shadowdark AR, or play a non-Shadowdark adventure before completing all adventures in the Shadowdark series, you lose all accumulated shadow points, all Shadowdark access reverts to Adventure access, and all Shadowdark ARs retroactively count for determining Adventure access length from non-Shadowdark ARs.

**Troglodyte Earplugs:** These mundane earplugs are crafted from bone and connected by a long string. When firmly placed in the ears, they provide a +2 Circumstance bonus to saves against sonic attacks, but they also impose a -15 penalty to Listen checks. Price: 50 gp.

- Dragon bile poison (Adventure; limit 4; DMG)

**Ally of Thozzad / Esheera / Grayweb:** (Circle One)

**Servant of the Howling Caverns:** You have gained insight into the lives of aberrations. If you spend 2 extra TUs on this adventure, you gain 1 additional shadow point and, for your next 3 adventures, you gain one of the following (Circle the one that you choose):

+2 morale bonus to all saves against aberrations  
+2 morale bonus to attack and damage rolls against aberrations

**Bearer of *Deathtongue*:** You have chosen to retain possession of the dagger, *Deathtongue*. The dagger has no powers unless specified in the adventure being played. Only one player per table may keep *Deathtongue*.

**Noni's Grudging Admiration:** You may take Noni as a cohort. If you currently cannot take her as a cohort, she will join you when you can. See the supplemental AR for her starting statistics. Only one PC per table may receive this favor.

## ITEMS FOR THE ADVENTURE RECORD

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### ITEM ACCESS

APL 2:

- Troglodyte earplugs (Adventure; See Above)
- *Potion of darkvision* (Adventure; 300 gp)
- *Ring of feather falling* (Adventure; DMG)
- *Scroll of detect aberration*, arcane or divine (Adventure; LoM; CL3; 150 gp)
- *Scroll of knight's move* (Adventure; SpC; CL5; 375 gp)

APL 4 (all of APL 2 plus the following):

- *Scroll of invoke the cerulean sign*, arcane or divine (Adventure; LoM; CL5; 375 gp)
- Shadow essence poison (Adventure; limit 3; DMG)

APL 6 (all of APLs 2-4 plus the following):

- +1 *flaming composite longbow* [str +5] (Adventure; 8,900 gp)
- *Wand of ghoul touch* (Adventure; DMG)

APL 8 (all of APLs 2-6 plus the following):

- +1 *frost composite longbow* [str +1] (Adventure; 8,500 gp)
- *Immovable Rod* (Adventure; DMG)

APL 10 (all of APLs 2-8 plus the following):

- Dragon bile poison (Adventure; limit 2; DMG)

APL 12 (all of APLs 2-10 plus the following):

**Thozzad, Troglodyte Chieftain: Troglodyte Bbn2/Ftr12/Exo1;** CR 16; medium humanoid (reptilian); HD 2d8+2d12+13d10+102; hp 206; Init +1; Spd 30 ft.; AC 32; touch 12; flat-footed 31; Base Atk +16; Grp +20; Atks +23/18/13/8 melee (1d12+5 plus 1d6 electricity [20x3] +1 *shocking adamantine warmace*) OR +18/13/8/3 ranged (1d8+5 [20x3] +1 *composite [str +4] longbow*); SA rage 1/day, stench (DC 19), uncanny blow; SQ darkvision 60 ft.; AL CE; SV Fort +23, Ref +8, Will +10; ABL Str 18, Dex 13, Con 22, Int 8, Wis 12, Cha 8.

**Skills and Feats:** Craft (weaponsmithing), Intimidate +, Listen +6; Ability Focus (stench), Blind-fight, Dodge, Elusive Target, Exotic Weapon Proficiency (warmace), Greater Weapon Focus (warmace), Iron Will, Mobility, Multi-attack, Power Attack, Reckless Rage, Spring Attack, Whirlwind Attack, Weapon Focus (warmace)

**Stench (Ex):** When a troglodyte is angry or frightened it secretes an oily, musklike chemical that nearly every form of animal life finds offensive. All living creatures (except troglodytes) must succeed on a Fortitude save or be sickened for 10 rounds. Creatures that 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. The save DC for the troglodyte chieftain's stench is 19. The save DC is Constitution-based.

**Uncanny Blow (Ex):** When using the Power Attack feat, Thozzad treats his warmace as two-handed for purposes of determining his bonus on damage rolls.

**Possessions:** masterwork glaive, spiked gauntlets, boots of speed, belt of giant strength +4, spiked mithril full plate +2, heavy steel shield +2, cloak of resistance +3, amulet of health +2, +1 *shocking adamantine warmace*, ring of protection +1, +1 *composite [str +4] longbow*

**Power-Up Suite (raging, hasted):** HD 2d8+2d12+13d10+153; hp 257; Init +1; Spd 30 ft.; AC 29; touch 9; flat-footed 27; Base Atk +16; Grp +23; Atks +27/27/22/17/12 melee (1d12+8 plus 1d6 electricity [20x3] +1 *shocking adamantine warmace*) OR +18/13/8/3 ranged (1d8+5 [20x3] +1 *composite [str +4] longbow*); SA rage 1/day, stench (DC 22); SQ darkvision 60 ft.; AL CE; SV Fort +26, Ref +8, Will +13; ABL Str 24, Dex 13, Con 28, Int 8, Wis 12, Cha 8.

**Stench (Ex):** When a troglodyte is angry or frightened it secretes an oily, musklike chemical that nearly every form of animal life finds offensive. All living creatures (except troglodytes) must succeed on a Fortitude save or be sickened for 10 rounds. Creatures that 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. The save DC for the troglodyte

chieftain's stench is 22. The save DC is Constitution-based.

**Olanog, Troglodyte Witch: Troglodyte Sor14;** CR 15; medium humanoid (reptilian); HD 2d8+14d4+96; hp 148; Init -1; Spd 30 ft.; AC 15; touch 9; flat-footed 15; Base Atk +8; Grp +7; Atks +; SA stench (DC 17); SQ darkvision 60 ft.; AL CE; SV Fort +14, Ref +4, Will +9; ABL Str 8, Dex 8, Con 22, Int 11, Wis 12, Cha 23.

**Skills and Feats:** Bluff +19, Concentration +20, Hide +4, Listen +6, Spellcraft +1; Arcane Preparation, Greater Spell Focus (enchantment), Greater Spell Focus (transmutation), Multi-attack, Quicken Spell, Spell Focus (enchantment), Spell Focus (transmutation)

**Stench (Ex):** When a troglodyte is angry or frightened it secretes an oily, musklike chemical that nearly every form of animal life finds offensive. All living creatures (except troglodytes) must succeed on a Fortitude save or be sickened for 10 rounds. Creatures that 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. The save DC for the troglodyte witch's stench is 17. The save DC is Constitution-based.

**Sorcerer Spells Per Day:** (6/8/8/7/7/4/4/1; save DC 16 + spell level OR save DC 18 + spell level for Enchantment and Transmutation spells)

**Sorcerer Spells Known:** (9/5/5/4/4/3/2/1; 0—daze (DC 18), detect magic, ghost sound, light, mage hand, message, prestidigitation, read magic, resistance; 1—enlarge person, feather fall, grease, shield, true strike; 2—blindness/deafness, glitterdust, mirror image, see invisibility, touch of idiocy; 3—fly, haste, slow (DC 21), tongues; 4—charm monster (DC 22), confusion (DC 22), dimension door, polymorph; 5—baleful polymorph (DC 23), feeblemind (DC 23), wall of force; 6—disintegrate (DC 24), greater dispel magic; 7—mass hold person (DC 25))

**Sorcerer Spells Prepared:** (5—quicken enlarge person, quickened grease, quickened true strike; 6—quicken glitterdust, quickened see invisibility; 7—quicken haste, quickened slow)

**Possessions:** cloak of charisma +4, amulet of health +4, metamagic rod of silent, +1 vest of resistance

**Esheera, Agent of the Veil: Elite, Dark-Templated Dark Stalker Rog3/Rgr2/Ass4;** CR 15; medium humanoid (dark one); HD 5d8+7d6+36; hp 87; Init +11; Spd 50 ft.; AC 23; touch 17; flat-footed 16; Base Atk +9; Grp +10; Atks +18/13 melee (1d4+3 [19-20x2] assassin's dagger) OR +16/11 melee (1d4+3 [10-20x2] assassin's dagger) and +15 melee (1d4 [19-20x2] masterwork cold iron dagger) OR +17/12 ranged (1d8+1 [20x3] masterwork [str +1] longbow); SA death attack (DC 19), favored enemy (gnome), fog cloud, poison use, shadow cloak, sneak attack +7d6; SQ blindsight 60 ft., light

sensitivity; AL NE; SV Fort +9, Ref +19, Will +4; ABL Str 14, Dex 24, Con 16, Int 18, Wis 10, Cha 18.

**Skills and Feats:** Bluff +19, Diplomacy +10, Disguise +11, Gather Information +6, Hide +40 (+48 in shadowy areas), Listen +4, Move Silently +26 (+30 in shadowy areas), Sense Motive +5, Sleight of Hand +10, Spot +16, Survival +4, Tumble +22; Dodge, Improved Initiative, Mobility, Spring Attack, Track, Two-weapon Fighting, Weapon Finesse

**Blindsight (Ex):** A dark one maneuvers and fights not only by sight, but also by using hearing and smell to ascertain its surroundings. This ability enables it to discern objects and creatures within 60 feet. A dark one usually does not need to make Spot or Listen checks to notice creatures within range of its blindsight.

**Death Attack (Ex):** If Esheera 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 (Esheera's choice). While studying the victim, Esheera can undertake other actions so long as her attention stays focused on the target and the target does not detect Esheera or recognize Esheera as an enemy. If the victim of such an attack fails a Fortitude save (DC 19) against the kill effect, she dies. If the saving throw fails against the paralysis effect, the victim's mind and body become enervated, rendering her helpless and unable to act for 1d6 rounds plus 1 round per level of the assassin (4 rounds). If the victim's saving throw succeeds, the attack is just a normal sneak attack. Once Esheera 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 Esheera does not launch the attack within 3 rounds of completing the study, 3 new rounds of study are required before she can attempt another death attack.

**Fog cloud (Sp):** Twice per day, a dark stalker can use *fog cloud* as the spell (5<sup>th</sup>-level caster).

**Hide in plain sight (Ex):** Esheera can use the Hide skill even while being observed. As long as she is within 10 feet of some sort of shadow, Esheera can hide herself from view in the open without anything to actually hide behind. She cannot, however, hide in her own shadow.

**Poison Use (Ex):** Dark stalkers never risk accidentally poisoning themselves when applying poison to a blade.

**Shadow Cloak (Su):** Three times per day, a dark one can wrap itself in a cloak of shadow that grants it concealment from its foes. In shadow or darkness, the shadow cloak gives the creature nine-tenths concealment (40% miss chance for attackers). In bright light, the shadow cloak provides only one-half concealment (20% miss chance). Darkvision does not negate the dark one's concealment since the shadow cloak is formed from magical darkness. Creatures that can see in magical darkness, such as devils, do not have a miss chance when striking a dark one.

**Uncanny Dodge (Ex):** Esheera retains her Dexterity bonus to AC even if caught flat-footed or struck by an invisible attacker. (She still loses her Dexterity bonus to AC if immobilized.)

**Assassin Spells Per Day:** (4/2; save DC 14 + spell level)

**Sorcerer Spells Known:** (4/3; 1—*disguise self*, *feather fall*, *obscuring mist*, *true strike*; 2—*invisibility*, *undetectable alignment*)

**Possessions:** masterwork [str +1] longbow, masterwork cold iron dagger, poison vials (see Tactics), *improved shadow studded leather armor* +1, *gloves of dexterity* +2, *assassin's dagger*, *boots of striding and springing*

**Myoprim, Master of the Caverns: Advanced Dark-Templated Hive Mother;** CR 19; huge aberration; HD 28d8+168; hp 308; Init +6; Spd 15 ft., fly 30 ft. (good); AC 35; touch 10; flat-footed 33; Base Atk +21; Grp +36; Atks +21 ranged touch (eye rays) and +26 melee (2d6+10); SA command beholder, eye rays, improved grab, swallow whole; SQ all-around vision, antimagic cone, darkvision 60 ft., flight, hide in plain sight, resist cold 10, superior low-light vision; AL LE; SV Fort +17, Ref +11, Will +22; ABL Str 24, Dex 14, Con 22, Int 21, Wis 18, Cha 26.

**Skills and Feats:** Hide +33, Intimidate +39, Knowledge (architecture and engineering) +28, Knowledge (dungeoneering) +28, (local: Shadowdark) +21, Listen +37, Search +40, Spot +41, Survival +3 (+5 following tracks); Agile Tyrant, Alertness, Danger Sense, Flyby Attack, Focused Antimagic, Great Fortitude, Hover, Improved Initiative, Improved Natural Attack (bite), Iron Will, Spell Penetration

**Command beholder (Sp):** A hive mother can use *dominate monster* at will as a spell-like ability (caster level 20<sup>th</sup>), but only against beholders and beholderkin. A beholder can resist this effect with a successful DC 27 Will save (Myoprim's save DC is 28). This is the equivalent of a 9<sup>th</sup>-level spell.

Hive mothers are immune to the *command beholder* ability of other hive mothers.

If a hive mother loses control of a *dominated* beholder (as is the case if a *dominated* beholder is in the antimagic cone of another beholder), the hive mother immediately senses the loss of control, and knows the position and distance to the beholder at the time control was lost. If control does not return within a few rounds, the hive mother seeks out the rogue beholder to investigate and possibly punish it.

**Eye rays (Su):** Each of a hive mother's ten small eyes can produce a magical ray once per round as a free action. Hive mothers can rotate and adjust their position with much greater speed and skill than normal beholders, and they can aim up to six eye rays at targets in any given 90-degree arc. (Myoprim can target up to seven eye rays at targets in any given 90-degree arc due to his mastery of the Agile Tyrant feat.)

Each eye's effect resembles a spell (caster level 20<sup>th</sup>, caster level 22<sup>nd</sup> against SR). Each ray has a range of 240

feet and a save DC of 32. The save DCs are Charisma-based.

The ten eye rays include:

**Charm Monster:** The target must succeed on a Will save or be affected as though by the spell.

**Charm Person:** The target must succeed on a Will save or be affected as though by the spell.

**Disintegrate:** The target must succeed on a Fortitude save or be affected as though by the spell.

**Fear:** This works like the spell, except that it targets one creature. The target must succeed on a Will save or be affected as though by the spell.

**Finger of Death:** The target must succeed on a Fortitude save or be slain as though by the spell. The target takes 3d6+20 points of damage if its saving throw succeeds.

**Flesh to Stone:** The target must succeed on a Fortitude save or be affected as though by the spell.

**Inflict Critical Wounds:** This works like the spell, causing 4d8+20 points of damage (Will save for half).

**Sleep:** This works like the spell, except that it affects one creature with any number of Hit Dice (Will negates).

**Slow:** This works like the spell, except that it affects one creature (Will negates).

**Telekinesis:** A hive mother can move objects or creatures that weigh up to 375 pounds, as though with the *telekinesis* spell. Creatures can resist the effect with a successful Will save.

**Improved grab (Ex):** To use this ability, a hive mother must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking attacks of opportunity. If it wins the grapple check, it establishes a hold.

**Swallow whole (Ex):** A hive mother can try to swallow a grabbed opponent that is at least two size categories smaller than itself by making a successful grapple check. Once swallowed, the opponent takes 2d8+7 points of crushing damage plus 2d8 points of acid damage per round from the hive mother's gizzard. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 15 points of damage to the gizzard (Armor Class 20). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A Huge hive mother's gizzard can hold 1 Medium, 2 Small, 8 Tiny, or 32 Diminutive or smaller opponents.

**Antimagic cone (Su):** A hive mother's central eye continually produces a 240-foot cone of antimagic. This functions just like *antimagic field* (caster level 20<sup>th</sup>). All magical and supernatural powers and effects within the cone are suppressed—even the hive mother's own eye rays. Once each round, during its turn, the hive mother decides whether the antimagic cone is active or not (the hive mother deactivates the cone by shutting its central eye).

**Flight (Ex):** A hive mother's body is naturally buoyant. This buoyancy allows it to fly at a speed of 20 ft. (Myoprim has increased his speed to 30 ft. due to his time spent in the Shadowdark.) This buoyancy also

grants it a permanent *feather fall* (as the spell) with personal range.

**Hide in plain sight (Ex):** Myoprim can use the Hide skill even while being observed. As long as he is within 10 feet of some sort of shadow, Myoprim can hide himself from view in the open without anything to actually hide behind. He cannot, however, hide in his own shadow.

**Possessions:** None

**Noni: Dark-Templated Human Rog3;** medium humanoid (human, augmented); HD 3d6+3; hp 17; Init +6; Spd 40 ft.; AC 12; touch 12; flat-footed 10; Base Atk +2; Grp +2; Atks (unarmed); SA sneak attack +2d6; SQ darkvision 60 ft., evasion, hide in plain sight, resist cold 10, superior low-light vision, trapfinding, trap sense +1; AL CG; SV Fort +2, Ref +5, Will +2; ABL Str 10, Dex 15, Con 13, Int 14, Wis 12, Cha 8.

**Skills and Feats:** Balance +9, Climb +5, Decipher Script +3, Disable Device +10, Escape Artist +8, Hide +16, Jump +5, Knowledge (local: Iuz's Border States) +3, Listen +2, Move Silently +14, Open Lock +10, Search +8, Spot +7, Tumble +10; Dodge, Improved Initiative, Nimble Fingers

**Hide in plain sight (Ex):** A dark-templated creature can use the Hide skill even while being observed. As long as it is within 10 feet of some sort of shadow, a dark-templated creature can hide itself from view in the open without anything to actually hide behind. It cannot, however, hide in its own shadow.

**Description:** Noni is an Oeridian girl of 19 years. She stands 5'8" with unkempt, short black hair. Potentially an attractive girl, Noni regards others with suspicion and comes across as icy, even rude. She typically wears mannish, ill-fitted outfits; in fact, she was captured in her brother's old leather armor (which was stolen from her). The youngest of three siblings, Noni has a competitive streak that runs to the core of her being, and she intends to prove her worth as an adventurer to the world. Her captivity among the troglodytes has tempered her youthful arrogance and taught her the value of adventuring with others. It has also somehow infused her with the essence of the Shadowdark, a turn of events that both thrills and terrifies the young woman.

**Troglodyte Slaver: Troglodyte War2;** CR 2; medium humanoid (reptilian); HD 4d8+16; hp 36; Init +1; Spd 30 ft.; AC 23; touch 11; flat-footed 22; Base Atk +3; Grp +5; Atks +6 melee (1d6+2 [20x2] masterwork club) OR +4 ranged (1d6 [20x3] shortbow); SA stench (DC 15); SQ darkvision 60 ft.; AL CE; SV Fort +10, Ref +1, Will +3; ABL Str 14, Dex 12, Con 19, Int 8, Wis 12, Cha 8.

*Skills and Feats:* Intimidate +1, Listen +6; Improved Natural Armor, Iron Will, Multi-attack

**Stench (Ex):** When a troglodyte is angry or frightened it secretes an oily, musklike chemical that nearly every form of animal life finds offensive. All living creatures (except troglodytes) must succeed on a Fortitude save or be sickened for 10 rounds. Creatures that 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. The save DC for the troglodyte slaver's stench is 15. The save DC is Constitution-based.

*Possessions:* masterwork club, shortbow, hide armor, large wooden shield, alchemist's fire, acid flask, earplugs, tanglefoot bag, manacles, *potion of cure moderate wounds*

**Dark-Templated Dark Creeper:** CR 3; small humanoid (dark one, augmented); HD 1d8+1; hp 5; Init +3; Spd 40 ft.; AC 17; touch 14; flat-footed 14; Base Atk +0; Grp -3; Atks +2 melee (1d3+1 [19-20x2] dagger) OR +4 ranged (1d3+1 [19-20x2] dagger); SA shadow cloak, sneak attack +2d6; SQ blindsight 60 ft., darkvision 60 ft., evasion, hide in plain sight, light sensitivity, resist cold 10, superior low-light vision; AL N; SV Fort +1, Ref +7, Will +2; ABL Str 12, Dex 17, Con 13, Int 10, Wis 15, Cha 10.

*Skills and Feats:* Hide +16 (+24 in shadowy areas), Listen +3, Move Silently +10 (+14 in shadowy areas), Sleight of Hand +4, Spot +3, Tumble +6; Lightning Reflexes

**Blindsight (Ex):** A dark one maneuvers and fights not only by sight, but also by using hearing and smell to ascertain its surroundings. This ability enables it to discern objects and creatures within 60 feet. A dark one usually does not need to make Spot or Listen checks to notice creatures within range of its blindsight.

**Evasion (Ex):** If exposed to any effect that normally allows a Reflex save for half damage, a dark creeper takes no damage on a successful result.

**Hide in plain sight (Ex):** A dark-templated dark creeper can use the Hide skill even while being observed. As long as it is within 10 feet of some sort of shadow, a dark-templated dark creeper can hide itself from view in the open without anything to actually hide behind. It cannot, however, hide in its own shadow.

**Shadow Cloak (Su):** Three times per day, a dark one can wrap itself in a cloak of shadow that grants it concealment from its foes. In shadow or darkness, the shadow cloak gives the creature nine-tenths concealment (40% miss chance for attackers). In bright light, the shadow cloak provides only one-half concealment (20% miss chance). Darkvision does not negate the dark one's concealment since the shadow cloak is formed from magical darkness. Creatures that can see in magical darkness, such as devils, do not have a miss chance when striking a dark one.

*Possessions:* leather armor, dagger (6)

**Troglodyte Slaver: Troglodyte War2;** CR 2; medium humanoid (reptilian); HD 4d8+16; hp 36; Init +1; Spd 30 ft.; AC 23; touch 11; flat-footed 22; Base Atk +3; Grp +5; Atks +6 melee (1d6+2 [20x2] masterwork club) OR +4 ranged (1d6 [20x3] shortbow); SA stench (DC 15); SQ darkvision 60 ft.; AL CE; SV Fort +10, Ref +1, Will +3; ABL Str 14, Dex 12, Con 19, Int 8, Wis 12, Cha 8.

*Skills and Feats:* Intimidate +1, Listen +6; Improved Natural Armor, Iron Will, Multi-attack

**Stench (Ex):** When a troglodyte is angry or frightened it secretes an oily, musklike chemical that nearly every form of animal life finds offensive. All living creatures (except troglodytes) must succeed on a Fortitude save or be sickened for 10 rounds. Creatures that 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. The save DC for the troglodyte slaver's stench is 15. The save DC is Constitution-based.

*Possessions:* masterwork club, shortbow, hide armor, large wooden shield, alchemist's fire, acid flask, earplugs, tanglefoot bag, manacles, *potion of cure moderate wounds*

**Dark-Templated Dark Creeper:** CR 3; small humanoid (dark one, augmented); HD 1d8+1; hp 5; Init +3; Spd 40 ft.; AC 17; touch 14; flat-footed 14; Base Atk +0; Grp -3; Atks +2 melee (1d3+1 [19-20x2] dagger) OR +4 ranged (1d3+1 [19-20x2] dagger); SA shadow cloak, sneak attack +2d6; SQ blindsight 60 ft., darkvision 60 ft., evasion, hide in plain sight, light sensitivity, resist cold 10, superior low-light vision; AL N; SV Fort +1, Ref +7, Will +2; ABL Str 12, Dex 17, Con 13, Int 10, Wis 15, Cha 10.

*Skills and Feats:* Hide +16 (+24 in shadowy areas), Listen +3, Move Silently +10 (+14 in shadowy areas), Sleight of Hand +4, Spot +3, Tumble +6; Lightning Reflexes

**Blindsight (Ex):** A dark one maneuvers and fights not only by sight, but also by using hearing and smell to ascertain its surroundings. This ability enables it to discern objects and creatures within 60 feet. A dark one usually does not need to make Spot or Listen checks to notice creatures within range of its blindsight.

**Evasion (Ex):** If exposed to any effect that normally allows a Reflex save for half damage, a dark creeper takes no damage on a successful result.

**Hide in plain sight (Ex):** A dark-templated dark creeper can use the Hide skill even while being observed. As long as it is within 10 feet of some sort of shadow, a dark-templated dark creeper can hide itself from view in the open without anything to actually hide behind. It cannot, however, hide in its own shadow.

**Shadow Cloak (Su):** Three times per day, a dark one can wrap itself in a cloak of shadow that grants it concealment from its foes. In shadow or darkness, the shadow cloak gives the creature nine-tenths concealment (40% miss chance for attackers). In bright light, the shadow cloak provides only one-half concealment (20% miss chance). Darkvision does not negate the dark one's concealment since the shadow cloak is formed from magical darkness. Creatures that can see in magical darkness, such as devils, do not have a miss chance when striking a dark one.

*Possessions:* leather armor, dagger (6)

**Troglodyte Slaver:** Troglodyte War2/Ftr1; CR 3; medium humanoid (reptilian); HD 4d8+1d10+20; hp 46; Init +1; Spd 30 ft.; AC 26; touch 11; flat-footed 25; Base Atk +4; Grp +6; Atks +7 melee (1d6+2 [20x2] masterwork club) OR +5 ranged (1d6 [20x3] shortbow); SA stench (DC 15); SQ darkvision 60 ft.; AL CE; SV Fort +12, Ref +1, Will +3; ABL Str 14, Dex 12, Con 19, Int 8, Wis 12, Cha 8.

*Skills and Feats:* Intimidate +2, Listen +6; Blind-fight, Improved Natural Armor, Iron Will, Multi-attack

**Stench (Ex):** When a troglodyte is angry or frightened it secretes an oily, musklike chemical that nearly every form of animal life finds offensive. All living creatures (except troglodytes) must succeed on a Fortitude save or be sickened for 10 rounds. Creatures that 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. The save DC for the troglodyte slaver's stench is 15. The save DC is Constitution-based.

*Possessions:* masterwork club, shortbow, large wooden shield, alchemist's fire, acid flask, earplugs, tanglefoot bag, masterwork manacles, +1 breastplate, *potion of cure moderate wounds*

**Dark Creeper Archer; Elite, Dark-Templated Dark Creeper Ftr1:** CR 5; small humanoid (dark one, augmented); HD 1d8+1d10+6; hp 17; Init +10; Spd 40 ft.; AC 20; touch 17; flat-footed 14; Base Atk +1; Grp -1; Atks +4 melee (1d3+2 [19-20x2] dagger) OR +9 ranged (1d6+2 [20x3] masterwork composite [str +2] longbow); SA shadow cloak, sneak attack +2d6; SQ blindsight 60 ft., darkvision 60 ft., evasion, hide in plain sight, light sensitivity, resist cold 10, superior low-light vision; AL N; SV Fort +5, Ref +8, Will +3; ABL Str 15, Dex 22, Con 17, Int 10, Wis 17, Cha 8.

*Skills and Feats:* Hide +19 (+27 in shadowy areas), Jump +8, Listen +4, Move Silently +13 (+17 in shadowy areas), Sleight of Hand +7, Spot +4, Tumble +9; Improved Initiative, Point-blank Shot, Precise Shot

**Blindsight (Ex):** A dark one maneuvers and fights not only by sight, but also by using hearing and smell to ascertain its surroundings. This ability enables it to discern objects and creatures within 60 feet. A dark one usually does not need to make Spot or Listen checks to notice creatures within range of its blindsight.

**Evasion (Ex):** If exposed to any effect that normally allows a Reflex save for half damage, a dark creeper takes no damage on a successful result.

**Hide in plain sight (Ex):** A dark-templated dark creeper can use the Hide skill even while being observed. As long as it is within 10 feet of some sort of shadow, a dark-templated dark creeper can hide itself from view in the open without anything to actually hide behind. It cannot, however, hide in its own shadow.

**Shadow Cloak (Su):** Three times per day, a dark one can wrap itself in a cloak of shadow that grants it concealment from its foes. In shadow or darkness, the shadow cloak gives the creature nine-tenths concealment (40% miss chance for attackers). In bright light, the shadow cloak provides only one-half concealment (20% miss chance). Darkvision does not negate the dark one's concealment since the shadow cloak is formed from magical darkness. Creatures that can see in magical darkness, such as devils, do not have a miss chance when striking a dark one.

*Possessions:* masterwork composite [str +2] longbow, masterwork leather armor, dagger (6)

**Troglodyte Slaver:** Troglodyte War2/Ftr2; CR 4; medium humanoid (reptilian); HD 4d8+2d10+24; hp 56; Init +1; Spd 30 ft.; AC 27; touch 11; flat-footed 26; Base Atk +5; Grp +7; Atks +8 melee (1d8+2 [20x2] masterwork morningstar) OR +6 ranged (1d6 [20x3] shortbow); SA stench (DC 17); SQ darkvision 60 ft.; AL CE; SV Fort +12, Ref +1, Will +3; ABL Str 14, Dex 12, Con 19, Int 8, Wis 12, Cha 8.

*Skills and Feats:* Intimidate +3, Listen +6; Ability Focus (Stench), Blind-fight, Improved Natural Armor, Iron Will, Multi-attack, Weapon Focus (morningstar)

**Stench (Ex):** When a troglodyte is angry or frightened it secretes an oily, musklike chemical that nearly every form of animal life finds offensive. All living creatures (except troglodytes) must succeed on a Fortitude save or be sickened for 10 rounds. Creatures that 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. The save DC for the troglodyte slaver's stench is 17. The save DC is Constitution-based.

*Possessions:* masterwork morningstar, shortbow, alchemist's fire, acid flask, earplugs, tanglefoot bag, thunderstone, masterwork manacles, +1 breastplate, +1 heavy wooden shield, *potion of cure moderate wounds*

**Dark Creeper Archer; Elite, Dark-Templated Dark Creeper Ftr1/Rgr2:** CR 7; small humanoid (dark one, augmented); HD 3d8+1d10+16; hp 35; Init +10; Spd 40 ft.; AC 20; touch 17; flat-footed 14; Base Atk +3; Grp +1; Atks +6 melee (1d3+2 [19-20x2] dagger) OR +11 ranged (1d6+3 [20x3] +1 composite [str +2] longbow); SA shadow cloak, sneak attack +2d6; SQ blindsight 60 ft., darkvision 60 ft., evasion, favored enemy (gnome), hide in plain sight, light sensitivity, resist cold 10, superior low-light vision; AL N; SV Fort +9, Ref +11, Will +3; ABL Str 15, Dex 22, Con 18, Int 10, Wis 17, Cha 8.

*Skills and Feats:* Hide +23 (+31 in shadowy areas), Jump +11, Listen +4, Move Silently +16 (+20 in shadowy areas), Sleight of Hand +7, Spot +4, Survival +5, Tumble +11; Improved Initiative, Point-blank Shot, Precise Shot, Rapid Shot, Track

**Blindsight (Ex):** A dark one maneuvers and fights not only by sight, but also by using hearing and smell to ascertain its surroundings. This ability enables it to discern objects and creatures within 60 feet. A dark one usually does not need to make Spot or Listen checks to notice creatures within range of its blindsight.

**Evasion (Ex):** If exposed to any effect that normally allows a Reflex save for half damage, a dark creeper takes no damage on a successful result.

**Hide in plain sight (Ex):** A dark-templated dark creeper can use the Hide skill even while being observed. As long as it is within 10 feet of some sort of shadow, a dark-templated dark creeper can hide itself from view in the open without anything to actually hide behind. It cannot, however, hide in its own shadow.

**Shadow Cloak (Su):** Three times per day, a dark one can wrap itself in a cloak of shadow that grants it concealment from its foes. In shadow or darkness, the shadow cloak gives the creature nine-tenths concealment (40% miss chance for attackers). In bright light, the shadow cloak provides only one-half concealment (20% miss chance). Darkvision does not negate the dark one's concealment since the shadow cloak is formed from magical darkness. Creatures that can see in magical darkness, such as devils, do not have a miss chance when striking a dark one.

*Possessions:* masterwork leather armor, dagger (6), +1 composite [str +2] longbow

**Troglodyte Slaver:** Troglodyte War2/Ftr2; CR 4; medium humanoid (reptilian); HD 4d8+2d10+24; hp 56; Init +1; Spd 30 ft.; AC 27; touch 11; flat-footed 26; Base Atk +5; Grp +7; Atks +8 melee (1d8+2 [20x2] masterwork morningstar) OR +6 ranged (1d6 [20x3] shortbow); SA stench (DC 17); SQ darkvision 60 ft.; AL CE; SV Fort +12, Ref +1, Will +3; ABL Str 14, Dex 12, Con 19, Int 8, Wis 12, Cha 8.

*Skills and Feats:* Intimidate +3, Listen +6; Ability Focus (Stench), Blind-fight, Improved Natural Armor, Iron Will, Multi-attack, Weapon Focus (morningstar)

**Stench (Ex):** When a troglodyte is angry or frightened it secretes an oily, musklike chemical that nearly every form of animal life finds offensive. All living creatures (except troglodytes) must succeed on a Fortitude save or be sickened for 10 rounds. Creatures that 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. The save DC for the troglodyte slaver's stench is 17. The save DC is Constitution-based.

*Possessions:* masterwork morningstar, shortbow, alchemist's fire, acid flask, earplugs, tanglefoot bag, thunderstone, masterwork manacles, +1 breastplate, +1 heavy wooden shield, *potion of cure moderate wounds*

**Dark Creeper Archer; Elite, Dark-Templated Dark Creeper Ftr3/Rgr2:** CR 5; small humanoid (dark one, augmented); HD 3d8+3d10+24; hp 55; Init +10; Spd 40 ft.; AC 20; touch 17; flat-footed 14; Base Atk +5; Grp +3; Atks +8 melee (1d3+2 [19-20x2] dagger) OR +14 ranged (1d6+3 [20x3] +1 composite [str +2] longbow); SA shadow cloak, sneak attack +2d6; SQ blindsight 60 ft., darkvision 60 ft., evasion, favored enemy (gnome), hide in plain sight, light sensitivity, resist cold 10, superior low-light vision; AL N; SV Fort +11, Ref +13, Will +7; ABL Str 15, Dex 22, Con 18, Int 10, Wis 17, Cha 8.

*Skills and Feats:* Hide +23 (+31 in shadowy areas), Jump +15, Listen +4, Move Silently +16 (+20 in shadowy areas), Sleight of Hand +7, Spot +4, Survival +5, Tumble +11; Improved Initiative, Iron Will, Point-blank Shot, Precise Shot, Rapid Shot, Track, Weapon Focus (longbow)

**Blindsight (Ex):** A dark one maneuvers and fights not only by sight, but also by using hearing and smell to ascertain its surroundings. This ability enables it to discern objects and creatures within 60 feet. A dark one usually does not need to make Spot or Listen checks to notice creatures within range of its blindsight.

**Evasion (Ex):** If exposed to any effect that normally allows a Reflex save for half damage, a dark creeper takes no damage on a successful result.

**Hide in plain sight (Ex):** A dark-templated dark creeper can use the Hide skill even while being observed. As long as it is within 10 feet of some sort of shadow, a dark-templated dark creeper can hide itself from view in the open without anything to actually hide behind. It cannot, however, hide in its own shadow.

**Shadow Cloak (Su):** Three times per day, a dark one can wrap itself in a cloak of shadow that grants it concealment from its foes. In shadow or darkness, the shadow cloak gives the creature nine-tenths concealment (40% miss chance for attackers). In bright light, the shadow cloak provides only one-half concealment (20% miss chance). Darkvision does not negate the dark one's concealment since the shadow cloak is formed from magical darkness. Creatures that can see in magical darkness, such as devils, do not have a miss chance when striking a dark one.

*Possessions:* dagger (6), +1 composite [str +2] longbow, +1 leather armor, +1 vest of resistance

**Troglodyte Slaver:** **Troglodyte War2/Ftr2;** CR 4; medium humanoid (reptilian); HD 4d8+2d10+24; hp 56; Init +1; Spd 30 ft.; AC 27; touch 11; flat-footed 26; Base Atk +5; Grp +7; Atks +8 melee (1d8+2 [20x2] masterwork morningstar) OR +6 ranged (1d6 [20x3] shortbow); SA stench (DC 17); SQ darkvision 60 ft.; AL CE; SV Fort +12, Ref +1, Will +3; ABL Str 14, Dex 12, Con 19, Int 8, Wis 12, Cha 8.

*Skills and Feats:* Intimidate +3, Listen +6; Ability Focus (Stench), Blind-fight, Improved Natural Armor, Iron Will, Multi-attack, Weapon Focus (morningstar)

**Stench (Ex):** When a troglodyte is angry or frightened it secretes an oily, musklike chemical that nearly every form of animal life finds offensive. All living creatures (except troglodytes) must succeed on a Fortitude save or be sickened for 10 rounds. Creatures that 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. The save DC for the troglodyte slaver's stench is 17. The save DC is Constitution-based.

*Possessions:* masterwork morningstar, shortbow, alchemist's fire, acid flask, earplugs, tanglefoot bag, thunderstone, masterwork manacles, +1 *breastplate*, +1 *heavy wooden shield*, *potion of cure moderate wounds*

**Dark Creeper Archer; Elite, Dark-Templated Dark Creeper Ftr4/Rgr3:** CR 9; small humanoid (dark one, augmented); HD 4d8+4d10+32; hp 74; Init +10; Spd 40 ft.; AC 20; touch 17; flat-footed 14; Base Atk +7; Grp +5; Atks +10/5 melee (1d3+2 [19-20x2] dagger) OR +16/11 ranged (1d6+5 [20x3] +1 *composite* [str +2] *longbow*); SA shadow cloak, sneak attack +2d6; SQ blindsight 60 ft., darkvision 60 ft., evasion, favored enemy (gnome), hide in plain sight, light sensitivity, resist cold 10, superior low-light vision; AL N; SV Fort +12, Ref +13, Will +9; ABL Str 15, Dex 22, Con 18, Int 10, Wis 18, Cha 8.

*Skills and Feats:* Hide +32 (+39 in shadowy areas), Jump +15, Listen +5, Move Silently +16 (+20 in shadowy areas), Sleight of Hand +7, Spot +8, Survival +6, Tumble +11; Endurance, Improved Initiative, Iron Will, Point-blank Shot, Precise Shot, Rapid Shot, Track, Weapon Focus (longbow), Weapon Specialization (longbow)

**Blindsight (Ex):** A dark one maneuvers and fights not only by sight, but also by using hearing and smell to ascertain its surroundings. This ability enables it to discern objects and creatures within 60 feet. A dark one usually does not need to make Spot or Listen checks to notice creatures within range of its blindsight.

**Evasion (Ex):** If exposed to any effect that normally allows a Reflex save for half damage, a dark creeper takes no damage on a successful result.

**Hide in plain sight (Ex):** A dark-templated dark creeper can use the Hide skill even while being observed. As long as it is within 10 feet of some sort of shadow, a dark-templated dark creeper can hide itself from view in the open without anything to actually hide behind. It cannot, however, hide in its own shadow.

**Shadow Cloak (Su):** Three times per day, a dark one can wrap itself in a cloak of shadow that grants it concealment from its foes. In shadow or darkness, the shadow cloak gives the creature nine-tenths concealment (40% miss chance for attackers). In bright light, the shadow cloak provides only one-half concealment (20% miss chance). Darkvision does not negate the dark one's concealment since the shadow cloak is formed from magical darkness. Creatures that can see in magical darkness, such as devils, do not have a miss chance when striking a dark one.

*Possessions:* dagger (6), +1 *composite* [str +2] *longbow*, +1 *leather armor*, +1 *vest of resistance*, *cloak of elvenkind*

### CREATURES

#### DARK CREEPER

**Small Humanoid (Dark One)**

**Hit Dice:** 1d8+1 (5 hp)

**Initiative:** +3

**Speed:** 30 ft

**Armor Class:** 17 (+1 size, +3 Dex, +2 leather armor, +1 natural), touch 14, flat footed 14

**Base Attack/Grapple:** +0/-3

**Attack:** Dagger +2 melee (1d3+1), or dagger +2 ranged (1d3+1)

**Full Attack:** Dagger +2 melee (1d3+1), or dagger +2 ranged (1d3+1)

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

**Special Attacks:** Shadow cloak, sneak attack +2d6

**Special Qualities:** Blindsight 60 ft., evasion, light sensitivity

**Saves:** Fort +1, Ref +7, Will +2

**Abilities:** Str 12, Dex 17, Con 13, Int 10, Wis 15, Cha 10

**Skills:** Hide +8\*, Listen +3, Move Silently +4\*, Sleight of Hand +4, Spot +3, Tumble +6

**Feats:** Lightning Reflexes

**Environment:** Any underground

**Organization:** Solitary, band (2-5 plus 1 dark stalker), or tribe (20-80 plus 2-5 dark stalkers)

**Challenge Rating:** 3

**Treasure:** Standard

**Alignment:** Usually Chaotic Neutral

**Advancement:** By character class

**Level Adjustment:** 4

**Combat:** Dark creepers hide in shadows before attacking the exposed flank and rear of their opponent.

**Sneak Attack (Ex):** Anytime a dark one's target is denied a Dexterity bonus, or when a target is flanked by a dark one, the dark one deals additional damage on a successful melee attack. Dark creepers deal an additional 2d6 points of damage, and dark stalkers deal an additional 3d6 points of damage.

**Blindsight (Ex):** A dark one maneuvers and fights not only by sight, but also by using hearing and smell to ascertain its surroundings. This ability enables it to discern objects and creatures within 60 feet. A dark one usually does not need to make Spot or Listen checks to notice creatures within range of its blindsight.

**Light Sensitivity (Ex):** When exposed to sunlight, or to light equivalent to a *daylight* spell, a dark one takes a –2 morale penalty on all attacks, saves, checks, and damage rolls.

**Evasion (Ex):** If exposed to any effect that normally allows a Reflex save for half damage, a dark creeper takes no damage on a successful saving throw.

**Skills:** When in shadowy areas, a dark one has a +8 racial bonus on Hide checks and a +4 racial bonus on Move Silently checks.

**Source:** *Fiend Folio* page 38

### FEATS

#### AGILE TYRANT [BEHOLDER]

*Lords of Madness* page 44.

A creature with this feat develops longer, more flexible eyestalks than its kin. This extra flexibility allows it to bring additional eye rays to bear against its foes.

**Prerequisite:** True beholder or beholderkin.

**Benefit:** The creature can direct an extra eye ray into a single 90-degree arc.

#### ARCANE PREPARATION [GENERAL]

*Complete Arcane* page 73.

You can prepare an arcane spell ahead of time, just as a wizard does.

**Prerequisites:** Ability to cast arcane spells without preparation.

**Benefit:** Each day, you can use one or more of your spell slots to prepare spells you know, usually for the purpose of applying a metamagic feat to the spell—but without an increase in its casting time. Preparing a spell uses a spell slot of the appropriate level, and once prepared, that slot can't be used for anything else until the prepared spell is cast.

**Normal:** Spellcasters who cast arcane spells without preparation (such as sorcerers and bards) who apply a metamagic feat to a spell must cast it as a full-round action instead of a standard action.

#### DANGER SENSE [GENERAL]

*Complete Adventurer* page 106.

You are one twitchy individual.

**Prerequisites:** Improved Initiative.

**Benefit:** Once per day, you can reroll an initiative check you have just made. You use the better of your two rolls. You must decide to reroll before the round starts.

#### ELUSIVE TARGET [TACTICAL]

*Complete Warrior* page 110.

Trying to land a blow against you can be a maddening experience.

**Prerequisites:** Dodge, Mobility, base attack bonus +6.

**Benefit:** The Elusive Target feat enables the use of three tactical maneuvers.

**Negate Power Attack:** To use this maneuver, you must designate a specific foe to be affected by your Dodge feat. If that foe uses the Power Attack feat against you, the foe gains no bonus on the damage roll but still takes the corresponding penalty on the attack roll.

**Diverting Defense:** To use this maneuver, you must be flanked and you must designate one of the flanking attackers to be affected by your Dodge feat. The first attack of the round from the designated attacker automatically misses you and may strike the other

flanking foe instead; the attacking creature makes an attack roll normally, and its ally is considered flat-footed. If the designated attacker is making a full attack against you, its second and subsequent attacks function normally.

**Cause Overreach:** To use this maneuver, you must provoke an attack of opportunity from a foe by moving out of a threatened square. If the foe misses you, you can make a free trip attempt against this foe, and the foe does not get a chance to trip you if your attempt fails.

#### FOCUSED ANTIMAGIC [BEHOLDER]

*Lords of Madness* page 45.

A beholder with this feat can focus the antimagic of its central eye to target a single person or object.

**Prerequisite:** Beholder with functional antimagic ability.

**Benefit:** The creature can reduce the cone-shaped area of effect of its central eye to target a single creature or object. The target must be within range of its normal cone-shaped effect.

#### RECKLESS RAGE [GENERAL]

*Races of Stone* page 143.

You are considered extreme even among other barbaric warriors, and you enter a deeper state of rage than others. Goliath barbarians favor this feat.

**Prerequisite:** Con 13, rage ability.

**Benefit:** Whenever you activate your rage ability, you take an additional –2 penalty to your Armor Class, but you gain an additional +2 bonus to Strength and Constitution. These bonuses and penalties stack with the effects of rage, greater rage, and mighty rage.

## APPENDIX 3A: THE SHADOWDARK

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What are the effects of the Shadowdark? Darkness – all is darkness...

### LIGHT

There is no naturally occurring light such as a sun, moon, stars, etc. (But see below on other light sources, below). All spell effects that are normally permanent, such as a continual light spell, have a duration of only one hour per caster level in the Shadowdark. After that time, they are consumed by the power of shadow. After 24 hours, such items “recharge” and can be used again (as described above). If removed from the Shadowdark, they regain their full power within a week’s time (by the time of the next adventure). However, magic light from weapons does not fade... the enchantment of the magic weapon seems to be based differently enough to avoid it dissipating. Lesser spell effects, as well as non-permanent light sources, have their duration halved. Non-magical items, unless specifically noted, are not affected.

### VISION

Those with darkvision will find their range of vision doubled in the Shadowdark. Those with low-light vision will find it extended by half the normal range (when there is a light source available).

### OTHER LIGHT SOURCES

There are also star stones scattered about. These stones have had all the darkness absorbed out of them by the Shadowdark, leaving in its place a purplish glow (20 foot radius). These will be noted in the module. Unless specifically listed, such stones cannot be mined out of the surrounding rock as doing so will crack them and the light will immediately fade. Also, other effects may be noted in each adventure giving new sources of light.

### OTHER MAGIC EFFECTS

The Shadowdark is another realm. All spells with the light descriptor, when cast, have their caster level reduced by one. All spells with the darkness descriptor, when cast, have their caster level increased by one. It is impossible to travel by magic or other means from this realm to Oerth. This is because the Mindflayer King has used the power of the Mind Pool to set up a more or less impenetrable *dimensional lock*.

### PURCHASING, SHADOWPOINTS, MISCELLANEOUS

If players are dedicated to the Shadowdark campaign, then they will temporarily have no access to prior AR’s or Metaorg effects. On certain Shadowdark ARs (SHLo7-01 through SHLo7-04) players may not purchase anything off of a prior non-Shadowdark AR. Also, they may not craft any items, access metaorg purchasing benefits, roll perform checks, or participate in other non-adventuring activities. They are trapped in another realm, after all! However, Shadowdark ARs also do not count as an ‘adventure’ for purposes of purchasing items that have a frequency of “Adventure”. This means that after playing the Shadowdark campaign, they may still be able to purchase items off of a prior AR as if the Shadowdark ARs do not exist.

Shadowpoints are acquired after each adventure AS LONG AS THE PRIOR AR is in the Shadowdark Campaign chain. This means that at the start of SHLo7-01, if SHLo6-08 is the prior AR in the character’s AR’s, they gain immediately gain one shadowpoint. Each shadowpoint may be traded in for access during SHLo7-05. Also, Each shadowpoint gives that character +10 feet darkvision during the Shadowdark Campaigns only (and is thus not written on any AR).

The Shadowdark is not considered part of the Shield Lands or Iuz Metaregion or Oerth for any metaorg effect or purpose. Magic Item Creation and most non-adventuring activities are not possible in this realm. Creatures here are not outsiders, but players are. This may have effects on game play.

## KNOWLEDGE CHECKS

Knowledge checks marked with an \* cannot be determined until the character has acquired at least one Shadow Point on an AR. Bards quickly acclimate to learning new things. As a result, they receive a cumulative +1 Circumstance modifier to their Bardic Knowledge checks for each Shadow Point they receive. But they receive a -5 penalty to their Bardic Knowledge check until they have received at least one Shadow Point.

All of the items listed below are in relation to the Shadowdark itself and are not specific to any adventure.

### Bardic Knowledge

- DC 10: Many stories exist of people walking down a dark alley or home just a little too late at night and never being heard from again.
- DC 20: There are legends of heroes who can walk from the world of light to the world of twilight.
- DC 25: There is a land beneath the world of surface dreams known as the Shadowdark. It is a world where the power of darkness and shadow is strong and the power of light is weak.
- DC 30: Once trapped in Shadow, legends say that no one can escape it through normal means. The grip of shadow is too strong and only a great feat can let you free.

### Knowledge (arcana)

- DC 15: There is a land beneath the world of surface dreams known as the Shadowdark. It is a world where the power of darkness and shadow is strong and the power of light is weak.
- DC 30\*: Certain rituals and key words of arcane power might be enough to break the veil between light and shadow.

### Knowledge (architecture and engineering)

- DC 15: The stone here appears a mixture of carved/worked and natural caverns. However, some areas look to be made magically.
- DC 30\*: There are areas of magical construction that actually appear to be the after effect of a magical passage spell.

### Knowledge (dungeoneering)

- DC 15: The stone here appears a mixture of carved/worked and natural caverns. However, some areas look to be made magically.
- DC 30\*: The very stone itself seems infused with the power of shadow.

### Knowledge (history) or (local: Iuz)

- DC 15: Many stories exist of people walking down a dark alley or home just a little too late at night and never being heard from again.
- DC 30: During conflicts with Iuz, the enemy had the power to appear from the darkness and strike from advantageous positions. Could it be through the power of shadow?

### Knowledge (nature)

- DC 15: Nothing here appears completely "natural".
- DC 30\*: Much here has been infused with the power of shadow. As a result, abominations and mutations certainly exist.

### Knowledge (nobility and royalty)

- DC 15\*: This is the realm of the Mindflayer King. He (it?) keeps his realm safe from the outsiders. All beneath her (it?) are its cattle.
- DC 30\*: The Mindflayer King serves even one greater than him (it?), the Mind Pool.

### Knowledge (the planes)

- DC 15: This appears to be part of the Oerth, yet there are enough differences to show this is at least in part, extraplanar.
- DC 30: This is not the plane of shadow, nor is it the Oerth. It is something in between; almost a merger of the two. The planar effects listed in this Appendix can be learned.

## APPENDIX 3B: THE GREAT HOUSES

There are eight great houses of the Mindflayer King. It is very rare for these houses to war with each other. This is because the house that has the position of the Mindflayer King is able to tap directly into the Mind Pool and draw on unbelievable powers to crush any opposition. Still, when the Mindflayer King dies, or is seen to be extremely vulnerable, fighting does occur. The goal of each house is seize the King's crown and wear it. The crown acts as a direct link to the Mind Pool and allows for the communing and controlling of the Pool's knowledge and power. Ithlez is the current ruling house.

Over time, each of the eight houses has taken on a specific shape as a house identifier. The eight great houses are:

House Name*	Symbol	Primary Income	Secondary Income
Fulgez	Mushroom Shape	Food Stuffs	Spell Crafts
Ghemez	Diamond Shape	Mined Products	Food Stuffs
Reghez	Crown Shape	Work Force (Slaves	Food Stuffs
Ithlez	Perfect Circle	Spell Crafts	Arms and Armor
Kohmbez	Triangle	Arms and Armor	Manufactured Goods
Maldhez	Oval	Food Stuffs	Manufactured Goods
Ungibez	Anvil Shape	Manufactured Goods	Mined Products
Othlez	Star Shape	Manufactured Goods	Work Force (Slaves)

\*The suffix "ez" is an honorific meaning "powerful" and is used when addressing superiors. So, if Mialez was a professor of magic, her students would call her Mialez-ez

## APPENDIX 3C: SUPPLIES!

No one likes record-keeping . . . but the toughest foe the PCs will face in this adventure is darkness itself, and their most valuable weapon, more than fireballs and holy swords, may be sunrods and o-level light spells. The table below should be used to mark down every last torch, flask of oil, sunrod, and the like that the party carries. It may come down to that last candle, keeping the PCs alive in the darkness.

PC 1	PC 2	PC 3	PC 4	PC 5	PC 6

### **What knowledge remains:**

Little is known about the ancient blade, *Deathtongue*. Most of the myths concerning the dagger that once spread throughout the Shadowdark have, over the recent decades, faded and fragmented so that only the oldest and most learned individuals in the dark territories near Az'Halaz, the city of the Mindflayer King, are likely to remember any pieces of them. Even such learned individuals remember the tales primarily as rhymes meant to teach naughty children their lessons.

Most commonly, the denizens of the Shadowdark held that the dagger was sentient and that it possessed a great and cunning intellect. The old myths tell, too, that the dagger's wielders found great success in battle, but ironically met violent, gory deaths at their homes. Some stories claimed that the dagger drew jealous parties to plot against its owners. Some claimed that the dagger, itself, turned on its owners.

If *Deathtongue* has a purpose or intention, it remains unknown, though the myths suggest that it was created to deliver unexpected success in one momentous, nearly-impossible battle. Whether or not that battle has yet come is unknown, though troglodytes believe the dagger was meant to destroy the illithid. Others have wagered that, because the dagger most often found its way into the possession of arcane casters, that it was meant to feed or complete some sort of a magical ritual. Some have suggested the dagger—an ornate and eerily beautiful work of obsidian—feeds off the Shadowdark, while others suggest that the terror its name brings feeds the Shadowdark and causes it to grow. It is also unknown who named the dagger and why that individual chose the name *Deathtongue*.

Very few facts about the dagger's history remain to this day. The dagger first came to the attention of the denizens of the Shadowdark and its illithid overlords several centuries ago. Almost immediately, the illithid desired to gain possession of the dagger, but their efforts were always thwarted, not in any small measure because *Deathtongue* tended to find its way to powerful spellcasters. Eventually, under a Mindflayer King from House Ithlez, the illithid, frustrated by their failures to obtain the dagger, scoured the Shadowdark to find its owner and sent a small army to retrieve it. A great battle ensued, but the illithid forces were defeated by a horde of undead, unleashed upon them by their necromantic master. The few illithid that survived retreated to Az'Halaz where another, greater force was assembled by an enraged Mindflayer King. The army consisted not only of illithid, but troglodytes, giants, minotaurs, duergar, orcs, and chuul. This was one of the largest forces ever assembled in the Shadowdark, and they set out not only to retrieve the dagger but to destroy everything ever connected to the necromancer. However, when they approached the necromancer's fortress, they found it had been collapsed. The cavern walls surrounding the area had inexplicably fallen, and the fortress was destroyed.

### **Pieces of this story have faded from knowledge:**

The forces searched the area, going so far as to clear every piece of rubble from the site, but what they found astonished them. A small chamber of the fortress was simply missing. According to the design of the building, there was a chamber in its depths that should have been collapsed with the rubble, but it simply wasn't there. It wasn't destroyed; it just didn't exist. Spellcasters attempted to divine what might have happened, but they received no insights.

For centuries, then, the dagger lay in this necromancer's chamber, entirely separated from the Shadowdark. In that chamber, the necromancer who possessed *Deathtongue* tried to complete a powerful ritual that would prolong her life indefinitely. Over time the dagger had managed to convince her that it could feed her life essence by channeling to her the life essence of her victims. However, in order to establish the link by which the dagger could feed her victims' souls to her, she would need to cut herself as part of a ritual to tie her to the dagger. She began the ritual in her chamber with only a few ghouls to guard her, but as soon as the dagger drew her blood, it drank greedily at her essence. As her soul bled into the dagger, the necromancer sought her revenge by shutting the dagger into a secret drawer in her ritual altar to keep it forever out of the hands of another wielder. The last thing the powerful spellcaster ever heard, as her world receded from perception, was *Deathtongue's* familiar voice echoing inside her head, laughing.

Without an owner, the dagger lay in the ritual chamber for centuries, and the dagger's thirst for the souls of the living began to grow until, due to either a growing corruption in the Shield Lands or to the machinations of Iuz, the Shadowdark spilled into a series of caverns beneath Scragholme Island. A farmer outside of Bright Sentry discovered an entrance to these caverns, shortly after adventurers cleansed the island of trolls and other monsters, and the dagger was discovered by a small group of novice adventurers who had tried their luck in a spelunking competition. They brought it back to the surface where Lord Regent Natan Enerick congratulated them on their victory in his contest and took the dagger into his possession to have it studied by his contacts in the Arcanists' Society.

### **By the numbers:**

*Deathtongue* wishes to find a powerful master to best suit its objectives. To that extent, the dagger "hides" most of its abilities when wielded by a less powerful creature (and it hides the effects of its alignment constantly). The more powerful its wielder already is, the more *Deathtongue* decides to contribute.

*Deathtongue* rewards its wielder with certain benefits, depending upon the character's Hit Dice. It treats arcane casters as though their Hit Dice were one higher than their arcane Caster Level. Thus, a 5<sup>th</sup>-level Wizard would be treated as a 6 HD character. See the chart below to determine what benefits *Deathtongue* is willing to impart upon the character.

PC's HD	Dagger's Apparent Traits Int/Wis/Cha	Apparent Powers	Effective Ego	Price (gp)
1	19/10/19	Telepathy, <i>Chill touch</i> , Bluff +14	17	17,700
2	-	-	-	-
3	-	Darkvision	-	-
4	-	-	-	-
5	-	Intimidate +14	18	22,700
6	-	<i>Deathwatch</i>	19	25,400
7	-	Blindsense	-	-
8	-	<i>Sleet storm</i> 3/day	21	41,400
9	-	-	-	-
10	-	<i>Fear</i> 3/day	23	71,400
11	-	Status	25	82,400
12	-	-	-	-
13	-	Wounding	27	106,400
14	-	<i>Special Purpose/Dedicated Power</i>	-	162,400

*Deathtongue* limits its communication with any character of 5 HD or less, preferring to use Empathy rather than Telepathy. Likewise, it withholds knowledge of its sensory capabilities until the levels noted (3<sup>rd</sup>-level for Darkvision and 7<sup>th</sup>-level for Blindsense).

Additionally, if any character should manage to make him or herself immune to *Deathtongue*'s ego, the dagger simply refuses to offer any benefits, but openly flaunts its alignment, bestowing negative levels upon non-chaotic evil characters.

***Deathtongue, Dagger of the Shadowdark:*** +2 wounding cold iron dagger; AL CE; Int 19, Wis 10, Cha 19; Speech, telepathy, 120 ft. darkvision, blindsense, and hearing; Ego score 25.

**Lesser Powers:** *Chill touch* with every hit, continual *deathwatch*, Item has 10 ranks in Bluff (+14 modifier) and Intimidate (+14 modifier).

**Greater Powers:** *Fear* 3/day, *sleet storm* 3/day, *status* at will

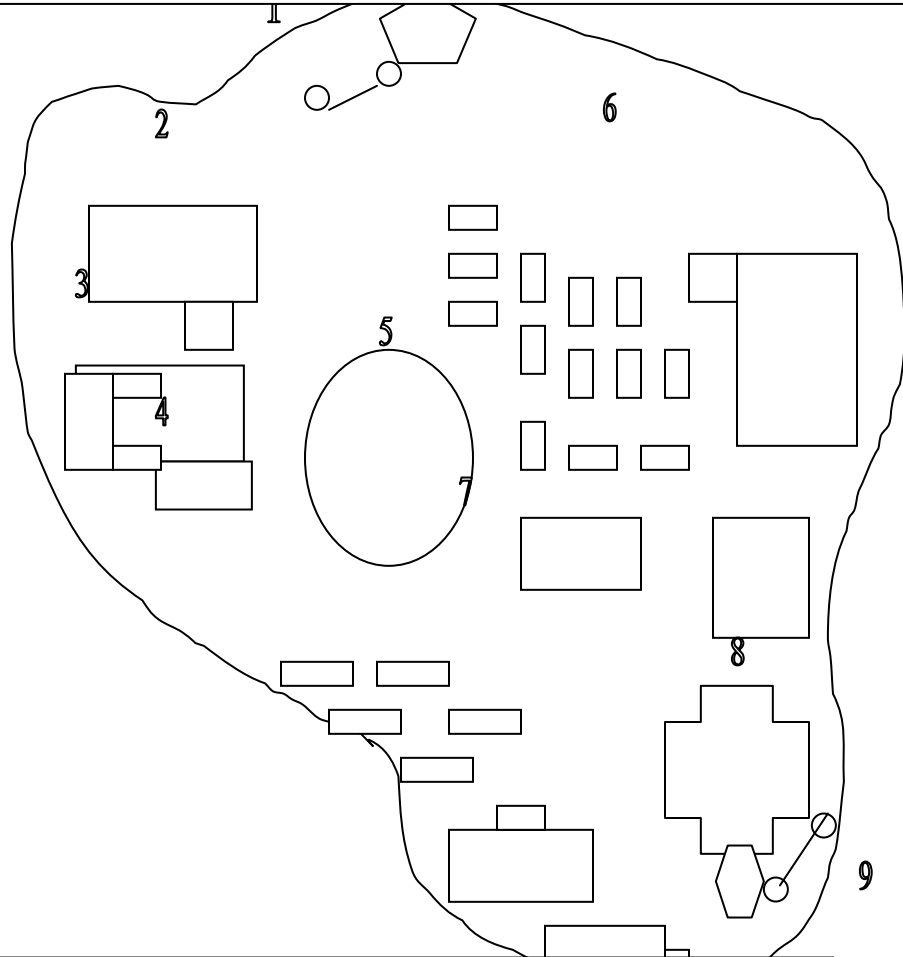
**Special Purpose:** Spread terror.

**Dedicated Power:** *Rusting grasp* as touch attack.

**Personality:** *Deathtongue* is a patient, manipulative mastermind. Its goal is to spread terror and fear and thereby strengthen the fabric of the Shadowdark. To that end, it is particularly fond of slaughtering the weak and wounded and sowing chaos; however, when it finds itself in the possession of one who might oppose its wishes, *Deathtongue* hides its purpose, working behind a veil of servitude and congeniality, slowly displaying its prowess, as it tries to corrupt its owner's mind with suspicion, doubt, paranoia and terror—until its owner becomes more amenable to the dagger's purpose. Additionally, the dagger is somewhat petulant and completely withholds the majority of its abilities from owners it considers beneath itself. Fond of the moral flexibility and power brokering of many arcane spellcasters, the dagger rewards them with greater access to its powers.

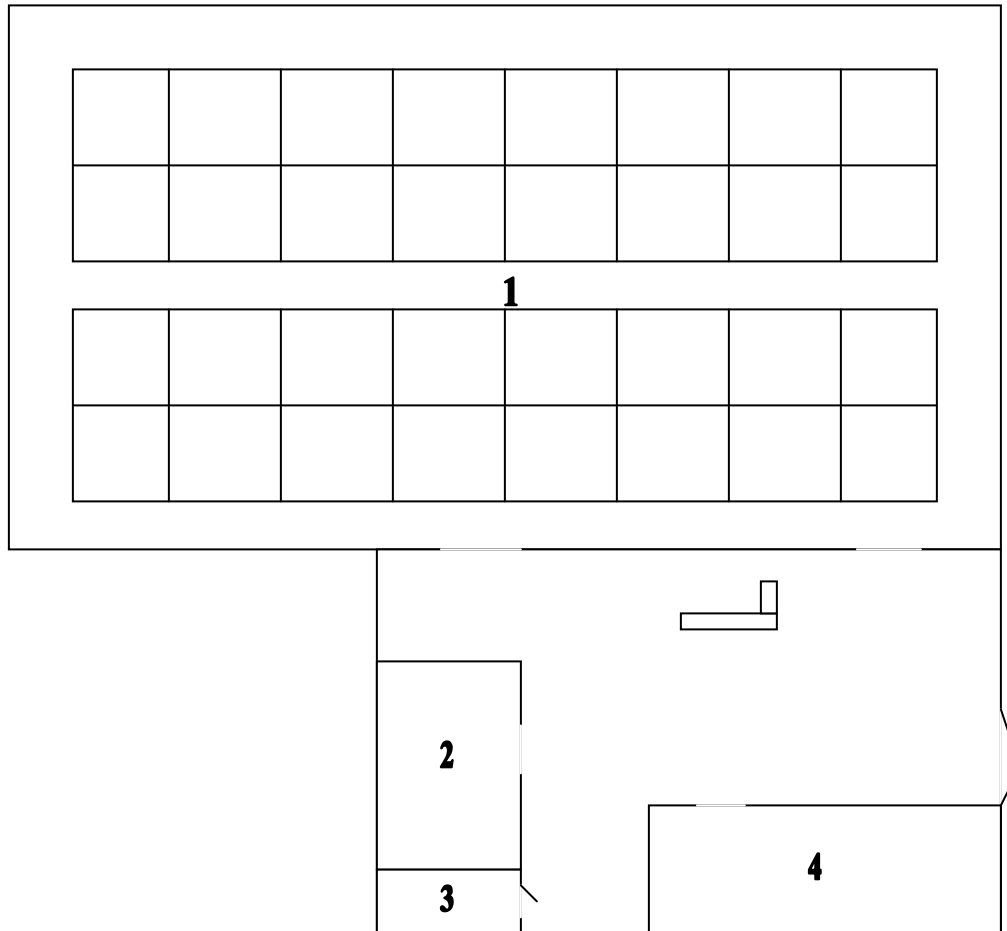
Strong conjuration, necromancy and transmutation; CL 17<sup>th</sup>; Craft Magic Arms and Armor, *limited wish*; Price 132,400 gp.

The Shifting Wastes lie to the northeast. The Caverns of the Howling lie to the northwest. Az'Halaz lies to the southwest.



- 1 Northern gates and guardhouse
- 2 Barracks
- 3 Chieftain's estate
- 4 Slave pens and guardhouse
- 5 Promenade
- 6 Lower ward (poor district)
- 7 Upper ward (wealthy district)
- 8 Temple to Laogzed
- 9 Southern gates and guardhouse

## DM'S AID: THE GELMAK UDOG SLAVE PENS



The slave pens are surrounded by 1-foot thick stone walls. The doors are made of bone, reinforced, and treated as iron. The entire building is surrounded by a *dimensional lock* (caster level 18<sup>th</sup>).

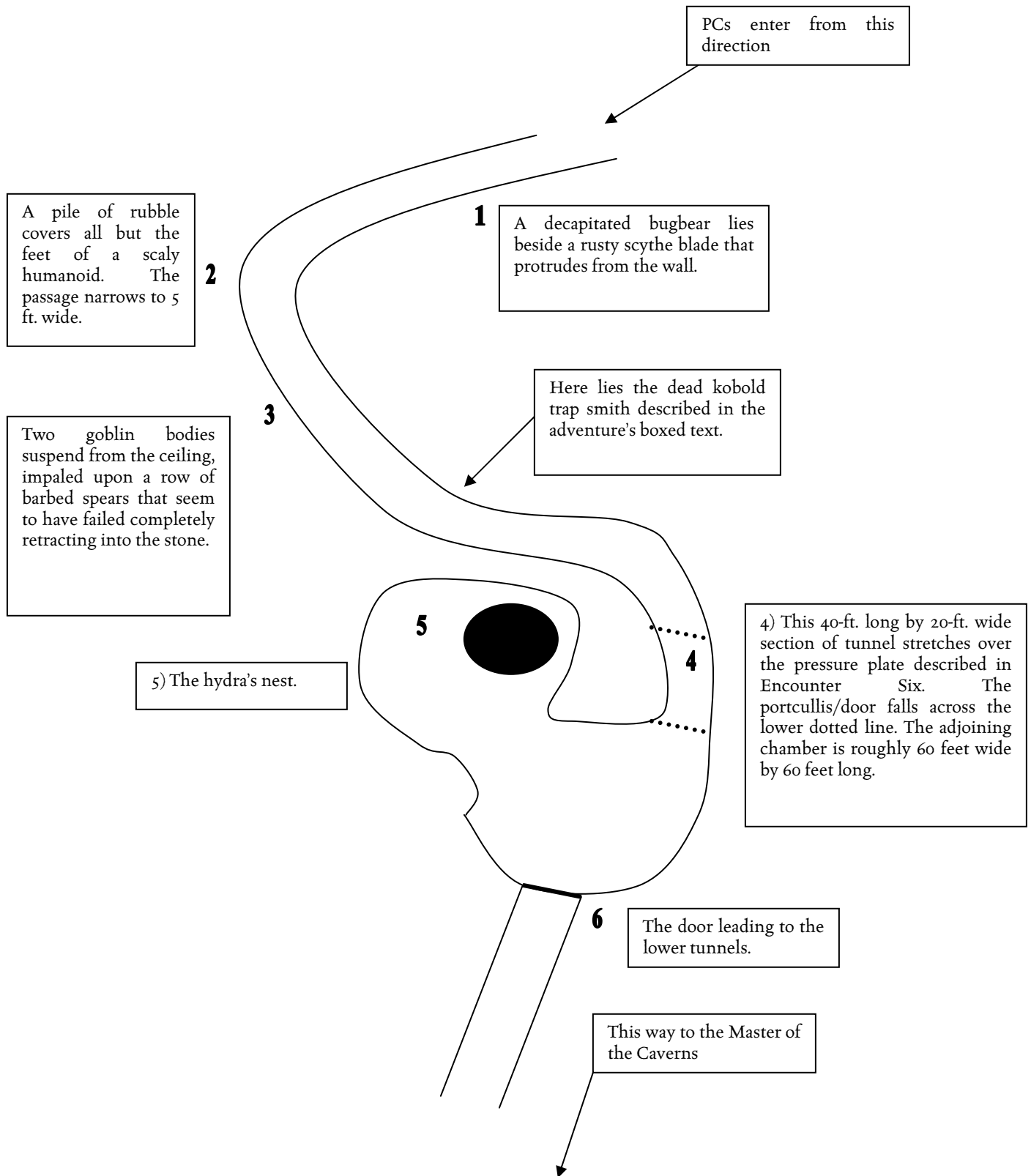
1 Slaves pens. These cells are 10-foot by 10-foot and are affected by *antimagic aura* (caster level 18<sup>th</sup>).

2 Kitchen. Two slaves prepare meals for the other slaves and for the troglodyte guards. They are guarded at all times by a troglodyte warrior of at least 4<sup>th</sup> level.

3 Troglodyte privy.

4 Troglodyte bunks and recreation room. Guards not manning the desk or tending to other business most frequently pass their time in this room.

## DM'S AID: MAP FOR ENCOUNTER SIX



## DM'S AID: BEHIND THE SCREEN

Character Name						
D20 Result 1						
D20 Result 2						
D20 Result 3						
D20 Result 4						
D20 Result 5						
D20 Result 6						
D20 Result 7						
D20 Result 8						
D20 Result 9						
D20 Result 10						
D20 Result 11						
D20 Result 12						
D20 Result 13						
D20 Result 14						
D20 Result 15						
D20 Result 16						
D20 Result 17						
D20 Result 18						
D20 Result 19						
D20 Result 20						
Listen						
Spot						
Sense Motive						
Will save						
Weight						

DMs are advised to have players pre-roll 20 random d20 results and to use the results to manage scenes in which asking players to make d20 rolls might force “metagaming” to the fore (e.g. a DM might opt to use pregenerated d20 rolls to determine if the PCs Spot NPCs attempting to Hide from them, to determine if the PCs sense that an NPC is trying to Bluff them, or to determine—without disrupting the in-game scene—if a PC fails a Will save). These are not to be used in place of rolls a player asks to make (e.g. a player asks to make a Sense Motive roll).

## PLAYER HANDOUT 1: A CALL FOR HELP

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*Several days ago, you were sitting in Dewey's, listening to other adventurers recount their tales and gossip, when a young boy entered the tavern, clutching a bundle of cloth close to his belly. Something in your demeanor must have impressed the boy—or perhaps it was because it was because you were the only one who continued to give him your attention—because he approached you, and in a shaky voice asked if you were an adventurer. The boy introduced himself as Alexei, and explained that his older sister, Noni, had disappeared two days back, and his mom was worried for her. He unwrapped his bundle, revealing thirteen polished knights, and said it was all his mom had to offer, but that his older brother might be able offer more when he returned from his time on the border.*

*His mother, he explained, was a widow of the Great Crusade, and he was her youngest. They lived on a farm with his sister, but she yearned to follow in the footsteps of her father and two older brothers and pursue life as an adventurer and soldier. Her mother wouldn't hear anything of it, but Noni practiced adventuring stuff with Alexei all the time, beating him up with sticks and tying him up and making him tie her up so she could practice escaping. Then, not long ago, when their family was in Critwall to sell their apples, they heard rumors of a strange cave that led into a dark that seemed to suck the light away from torches. Some cows had gotten lost down that cave, and though the farmer was offering a reward, he couldn't afford enough to draw the attention of trained professionals. Alexei knew that Noni was going to explore the caves, but before he could warn his mother, Noni made him swear secrecy. She said she'd be back in four days, but that was seven days ago, he said, and she hadn't shown up.*

*You had little better to do, so you went in search of the girl, expecting little trouble from a short trip into some nearby caves. Instead, you started into the caves and shortly found that you were lost. Looking about you for a way out, your light faded. You retraced your path, but where the exit should have been, there was nothing, just darkness. Far off in the distance, it seemed the darkness was laughing at you. Then the air turned chill, and all was silent.*

## PLAYER HANDOUT 2: DEATHTONGUE

---

*As you lift the runed, obsidian dagger, you feel a sensation, as though a great and slumbering power were yawning and rousing to wake.*

*The dagger balances perfectly in your grasp, and you can hardly help but to try one swing, a swift, graceful arc through the air.*

*The yawning sensation ceases. You feel, briefly, as though you are being probed, as though the dagger means to take your measure, and then you feel a warmth flooding through you. The dagger's power touches you and astonishes you. The warmth reaches to the extent of your body as you hear a series of mumblings, low at first, and then a mellow voice touches your mind, that of the dagger, Deathtongue: "You understand this language? Good. I'm pleased to be released from that Myoprim. There is much to be done, my new master. I hope that we shall be able to work together."*

*The warmth floods through you once more, and then the dagger's voice subsides into a soft, reassuring white noise, a low whisper in a language, perhaps, but one forgotten to time.*

*You hold the dagger in your hand.*